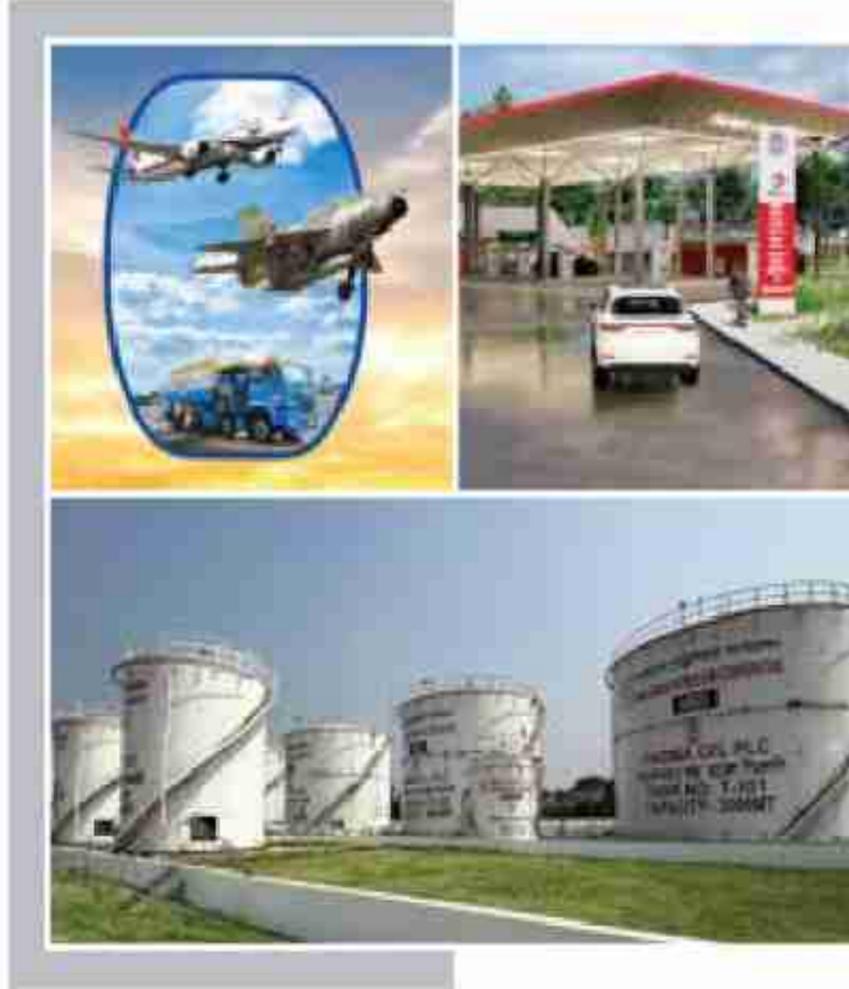


বার্ষিক প্রতিবেদন ২০২৪-২০২৫



ANNUAL REPORT 2024-2025



পদ্মা অয়েল পিএলসি.
PADMA OIL PLC.

(বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের একটি অঙ্গ প্রতিষ্ঠান)



মহান মুক্তিযুদ্ধের বীর শহিদদের প্রতি বিনম্র শ্রদ্ধা ।



LETTER OF TRANSMITTAL

To
All Hon'ble Shareholders
Bangladesh Securities and Exchange Commission
Registrar of Joint Stock Companies and Firms
Dhaka Stock Exchange PLC
Chittagong Stock Exchange PLC

Annual Report for the year ended 30 June 2025

Dear Sir (s)

We are pleased to enclose a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash flows for the year ended 30 June 2025 along with notes thereon for your kind information and record.

Yours sincerely

(Ali Absar)

Company Secretary



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Core Value

For our Customer

To become the most efficient Company by providing the most courteous and efficient service in every areas of Bangladesh.

For our Employees

Promoting the well-being of the members of the staff.

For our Shareholders

Ensuring fair return on their investment through generating stable profit.

For our Community

Assuming our role as a socially responsible corporate entity in a tangible manner through close adherence to national policies and objectives.



Our Vision

To ensure energy security in the country through the uninterrupted supply of quality petroleum products at the government's fixed price. To strengthen the supply of environmental-friendly and excellence agrochemical products in order to increase the nationwide agricultural productions.

Our Mission

- To ensure adequate supply of fuels through the purchase, storage & distribution of petroleum products throughout the country with the organized management system.
- Development of petroleum related infrastructure.
- Modernizing the marketing and operational activities of the Company.
- To make creative business policy and diversification of products according to market demand.
- Undertaking necessary steps through import, manufacturing, storage, distribution with an organized management system to supply agrochemical products throughout the country.

Strategic Priority

To have sustained growth, broaden and improve the range of products and services in all areas of Bangladesh to add increased value to shareholders' investment and offer the highest possible benefit to our customers.



COMPANY PROFILE



Corporate Headquarter	:	Padma Bhaban, Strand Road, Sadarghat Chattogram - 4000, Bangladesh
Dhaka Liaison Office	:	BTMC Bhaban (10th Floor), 7-9 Kawran Bazar, Dhaka-1215, Bangladesh
Main Installation	:	Guptakhal, Patenga Chattogram, Bangladesh
Year of Incorporation	:	27 April 1965
Business Line	:	Procurement, Storage and Marketing of Petroleum Products, Lubricating & Greases, Bitumen, LPG and Marketing of Agrochemical Products
Listing Status	:	Public Limited Company
Stock Exchange Listing	:	Dhaka Stock Exchange PLC Chittagong Stock Exchange PLC
Authorized Capital	:	Taka 1000 Million
Paid-up Capital	:	Taka 982.33 Million
Number of Shares	:	9,82,32,750
Number of Shareholders	:	10515
Number of Employees	:	810



Historical Events of Padma Oil PLC.

Padma Oil PLC. is not only the biggest but also the oldest with its antecedents stretching well back to the colonial period of British-India. Its ancestral enterprise 'Rangoon Oil Company' established petroleum business in this part of the world by the middle of nineteenth century. Following is a Synopsis of Padma Oil PLC.'s historical background:

- ▲ In 1874, Rangoon Oil Company was registered as a Joint stock company in Scotland having its main business activities in Burma (Known to the British until the later years of the 19th century as BURMAH, which was a province of the then British India)
- ▲ In 1885, Rangoon Oil Company was reconstituted and reformed as Burmah Oil Company. Business of this Company was then spread over other provinces of British-India including Assam and Bengal. The Company's Head office was at 191 West George Street, Glasgow, U.K.
- ▲ Burmah Oil Company for the first time introduced drilling equipments for exploration of oil in Burma in the year 1888. Previously oil was being collected in Burma by hand dug well.
- ▲ Burmah Oil Company established their 'Moheshkhal Oil Installation' at Chattogram in the year 1903.
- ▲ In 1908, Burmah Oil Company conducted a geological survey in Chattogram.
- ▲ In 1914, Burmah Oil Company drilled a well at Sitakunda, Chattogram.
- ▲ In the year 1920, M/s Bullock Brothers, a major distributor of Burmah Oil Company established their trading office at Sadarghat, Chattogram.
- ▲ In the year 1929, Burmah Oil Company took over the office of Bullock Brothers at Sadarghat, Chattogram including 4.1 acres of land and established their own office in it.
- ▲ Prior to the partition of the sub-continent in 1947, mainly two oil marketing companies namely Burmah Oil Company (BOC) and Burmah Shell Oil Storage and Distribution Company (BSOC) were operating petroleum business in the area what now comprised of Bangladesh. Burmah Shell established Aviation Depot at Tejgaon Airport in the year 1948.
- ▲ Considering the Oil Marketing situation in erstwhile East Pakistan, Burmah Shell transferred their share to BOC and in the year 1965 a new company called 'Burmah Eastern Limited' was formed with 49% share of BOC. The rest portion of the share was issued to public & private individuals of Pakistan.
- ▲ In 1977, Burmah Eastern Limited became a subsidiary of Bangladesh Petroleum Corporation.
- ▲ In the year 1985, BOC transferred its entire property in Bangladesh (including share of Burmah Eastern Limited) in favour of Bangladesh Petroleum Corporation (BPC).
- ▲ As per terms of the transfer of BOC's entire share to BPC, Burmah Eastern Limited was required to change its name and as such subsequently the Company's name was changed as 'PADMA OIL COMPANY LIMITED' in the year 1988.
- ▲ In accordance with the Companies Act, 1994 (2nd amendment 2020), the Company's name was changed as 'PADMA OIL PLC.' in the year 2025.

৫৬তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এ বিজ্ঞপ্তির মাধ্যমে জানানো যাচ্ছে যে, পদ্মা অয়েল পিএলসি.-এর ৫৬তম বার্ষিক সাধারণ সভা নিম্নলিখিত আলোচ্যসূচি অনুমোদনের জন্য বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের আদেশ নং-বিএসইসি/ আইসিএডি/এসআরআইসি/২০২৪/৩১৮/৮৭ তারিখ: ২৭ মার্চ ২০২৪ অনুসারে ডিজিটাল প্র্যাটফর্মে (লিঙ্ক <https://padmaoil56agm.digitalagmbd.net>) আগামী ০৩ জানুয়ারি ২০২৬ খ্রি. (১৯ পৌষ ১৪৩২ বঙ্গাব্দ), শনিবার সকাল ১১:০০ টার অনুষ্ঠিত হবে।

সাধারণ আলোচ্যসূচি:

- ১। ৩০ জুন ২০২৫ সমাপ্ত বছরের পরিচালকমন্ডলীর প্রতিবেদন, নিরীক্ষিত আর্থিক বিবরণীসমূহ এবং নিরীক্ষকদের প্রতিবেদন গ্রহণ, বিবেচনা এবং অনুমোদন;
- ২। ৩০ জুন ২০২৫ সমাপ্ত বছরের জন্য পরিচালনা পর্ষদ কর্তৃক প্রস্তাবিত লভ্যাংশ অনুমোদন;
- ৩। পরিচালকমন্ডলীর নির্বাচন/পুনর্নির্বাচন (আর্টিকেলস অব অ্যাসোসিয়েশন-এর সংশ্লিষ্ট ধারা অনুযায়ী);
- ৪। ইন্ডিপেন্ডেন্ট পরিচালকের নিয়োগ অনুমোদন;
- ৫। ৩০ জুন ২০২৬ সমাপ্ত বছরের জন্য বিধিবদ্ধ যুগ্ম-নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ;
- ৬। ৩০ জুন ২০২৬ সমাপ্ত বছরের জন্য বিএসইসি কর্তৃক ইস্যুকৃত কর্পোরেট গভর্নেন্স কোড-২০১৮ প্রতিপালনের বিষয়ে 'কমপ্লায়েন্স অডিটর' নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ।

২৫ অগ্রহায়ণ ১৪৩২
১০ ডিসেম্বর ২০২৫
স্ট্র্যাভ রোড, সদরঘাট,
চট্টগ্রাম।

পরিচালনা পর্ষদের নির্দেশক্রমে

A. A. Khan

(আলী আবছার)
কোম্পানি সচিব

দ্রষ্টব্য:

০১। রেকর্ড ডেট:

রেকর্ড ডেট ২৭ নভেম্বর ২০২৫ খ্রি.। রেকর্ড ডেট-এ সিডিবিএল ডিপোজিটরি রেজিস্টার এবং কোম্পানির সদস্য বইতে নিবন্ধিত শেয়ারহোল্ডারগণ বার্ষিক সাধারণ সভায় উপস্থিত হওয়ার এবং অনুমোদিত লভ্যাংশ পাওয়ার যোগ্য বলে বিবেচিত হবেন।

০২। প্রক্সি:

একজন সদস্য যিনি বার্ষিক সাধারণ সভায় উপস্থিত থাকার এবং ভোট প্রদানের অধিকারী তিনি তাঁর পক্ষে উপস্থিত থাকতে এবং ভোটদানের জন্য অন্য একজনকে প্রক্সি নিয়োগ করতে পারেন। সভা অনুষ্ঠানের জন্য নির্ধারিত সময়ের ৭২ ঘন্টা পূর্বে প্রক্সি ফরম ১০০/- টাকা স্ট্যাম্প সহকারে পূরণ করে কোম্পানির রেজিস্টার্ড অফিসে অবশ্যই জমা দিতে হবে।

০৩। সম্মানিত শেয়ারহোল্ডারগণ ৩০ জুন ২০২৫ সমাপ্ত বছরের কোম্পানির নিরীক্ষিত আর্থিক বিবরণী ও পরিচালকমন্ডলীর প্রতিবেদনের উপর তাঁদের প্রশ্ন/মতামতসমূহ এবং ভোট বার্ষিক সাধারণ সভা শুরু হওয়ার ৭২ ঘন্টা পূর্ব থেকে বার্ষিক সাধারণ সভা চলাকালীন সময়ে উল্লিখিত লিঙ্ক-এ লগইন করে প্রদান করতে পারবেন। লগইন করার জন্য ১৬ সংখ্যার বিওআইডি/৫ সংখ্যার ফোলিও আইডি নম্বর এবং শেয়ার সংখ্যা উল্লেখপূর্বক লিঙ্ক: <https://padmaoil56agm.digitalagmbd.net> ভিজিট করার অনুরোধ করা হলো।

০৪। ২০২৪-২০২৫ অর্থবছরের কোম্পানির বার্ষিক প্রতিবেদনের সফট কপি (Soft Copy) সম্মানিত শেয়ারহোল্ডারদের বিও অ্যাকাউন্টে উল্লিখিত ই-মেইল আইডিতে প্রেরণ করা হবে। উল্লিখিত বার্ষিক প্রতিবেদন কোম্পানির ওয়েবসাইটে (www.pocl.gov.bd) পাওয়া যাবে। আত্মহী শেয়ারহোল্ডারগণ লিখিত অনুরোধ পত্রের মাধ্যমে কোম্পানির রেজিস্টার্ড অফিস থেকে ২০২৪-২০২৫ অর্থবছরের বার্ষিক প্রতিবেদনের প্রিন্টেড কপি সংগ্রহ করতে পারবেন।



NOTICE OF THE 56th ANNUAL GENERAL MEETING

Notice is hereby given that the 56th Annual General Meeting of Padma Oil PLC. will be held on Saturday, 3rd January 2026 (19 Poush 1432) at 11:00 A.M. virtually by using Digital Platform (Link: <https://padmaoil56agm.digitalagmbd.net>) in pursuant to the Bangladesh Securities and Exchange Commission's Order No. BSEC/ICAD/SRIC/2024/318/87 dated 27 March 2024 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Directors' Report of the company for the year ended 30 June 2025 together with Audited Financial Statements for the year ended 30 June 2025 and Auditors' reports thereon.
2. To approve dividend for the year ended 30 June 2025 as recommended by the Board of Directors;
3. To elect/re-elect Directors (In terms of the relevant provision of Articles of Association);
4. To approve appointment of Independent Directors;
5. To appoint statutory Joint Auditors and fix their remuneration for the year ending 30 June 2026;
6. To appoint Compliance Auditor regarding Corporate Governance Code-2018 issued by BSEC and fix their remuneration for the year ending 30 June 2026.

25 Agrahayan 1432
10 December 2025
Strand Road, Sadarghat,
Chattogram.

By order of the Board of Directors

Ali Absar
Company Secretary

Notes:

01. Record Date:

The Record Date was 27 November 2025. The Shareholders whose names appearing in the CDBL Depository Register and Share Register of the Company on the Record Date will be eligible to attend the Annual General Meeting and receive the dividend.

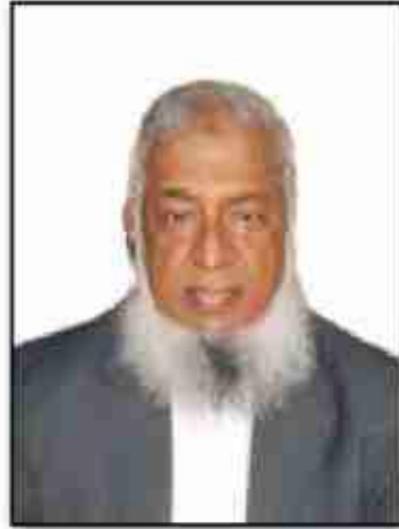
02. Proxy:

A Member entitled to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote on his/her behalf. In order to be effective, the Proxy Form duly signed and stamped of Taka 100/- must be submitted at the Company's Registered Office not later than SEVENTY-TWO HOURS before the Meeting.

03. The Hon'ble Shareholders will be able to submit their questions/comments on the Directors' Report as well as Audited Financial Statements for the year ended 30 June 2025 and vote 72 hours before commencement of the AGM and during the AGM. For login into the system, the Hon'ble shareholders need to put their 16-digits beneficial owner (BO) ID number/5-digits Folio ID number and their share number by visiting the link <https://padmaoil56agm.digitalagmbd.net>

04. The Annual Report for the FY 2024-2025 of the Company in soft form will be sent to the e-mail address of the respective shareholders as have been found available in their BO Accounts with the Depository. The said Annual Report is also available in the website of the Company (www.pocl.gov.bd). In addition, the shareholders may collect the Annual Report 2024-2025 from Registered Office of the Company by submitting written request beforehand.

Board of Directors



A K M Zafar Ullah Khan
Retired Secretary to the Govt. of Bangladesh
& Chairman, Padma Oil PLC. Board



Gaziuddin Muhammad Munir
Retired Additional Secretary to the Govt. of Bangladesh
Independent Director, Padma Oil PLC. Board



Mahbooba Panna
Retired Additional Secretary to the Govt. of Bangladesh
Independent Director, Padma Oil PLC. Board



Md. Zakir Hossain
Joint Secretary
Energy and Mineral Resources Division
Ministry of Power, Energy and Mineral Resources
& Director, Padma Oil PLC. Board



Md. Tarikul Islam Khan
Joint Secretary, Finance Division
Ministry of Finance
& Director, Padma Oil PLC. Board



Board of Directors



Dr. A.K.M Azadur Rahman
Joint Secretary to the Govt. of Bangladesh
Director (Ops & Plan.), BPC
& Director, Padma Oil PLC. Board



Md. Rais Uddin Bhuiya Shaheen
Director, BPI
& Director, Padma Oil PLC. Board



Kutubuddin Akhter Rashid
(Representative of United Enterprise & Co. Ltd.)
Shareholder Director, Padma Oil PLC. Board



Md. Mafizur Rahman
Managing Director, Padma Oil PLC.
& Director, Padma Oil PLC. Board



Ali Absar
Company Secretary
& DGM (Finance), Padma Oil PLC.

Brief Resume of Chairman



A K M Zafar Ullah Khan

Retired Secretary to the Govt. of Bangladesh
& Chairman, Padma Oil PLC. Board

Mr. A K M Zafar Ullah Khan, a retired Secretary to the government, joined the Padma Oil PLC. as the Chairman of the Board of Directors on 29.08.2024. He joined the Bangladesh Civil Service cadre in 1979 and served the government for 32 years. During his government service, he served in field administration in various capacities as Assistant Commissioner, Upazila Nirbahi Officer, Additional Deputy Commissioner, Deputy Commissioner, Director of Parjatan Corporation, and Chairman of Bangladesh Petroleum Corporation (BPC). He also served as secretary in the Energy and Mineral Resources Division, Civil Aviation & Tourism Ministry, Power Division, Ministry of Health & Family Welfare, and Economic Relations Divisions, and as a member of the Planning Commission. He retired from government service in 2010, and after retirement, he worked with an International NGO (Population Council) as Senior Policy Advisor during 2010-2022.

Mr. A K M Zafar Ullah Khan was born on 7 February 1953 in a reputed family in Maitbhanga village, Sandwip Upazila, Chattogram district. He completed SSC from South Sandwip High School in 1968 and HSC from Chittagong College in 1970. He obtained a B. A (Honours) and Master's in English from the Dhaka University. He also achieved a Master's in Social Science from the Institute of Social Studies, The Hague, Netherlands. He participated in different training, study tours, conferences, seminars, workshops, etc., at home and abroad.

Brief Resume of Directors



Gaziuddin Muhammad Munir

Retired Additional Secretary to the Govt. of Bangladesh
Independent Director, Padma Oil PLC. Board

Mr. Gaziuddin Muhammad Munir, a retired additional secretary to the government, joined Padma Oil PLC. on 30 June 2025 as an Independent Director. Besides this position, he heads the Nomination and Remuneration Committee (NRC).

He was born on 7 February 1963 in a reputed family in Satrapara village, Chatkhil upazila, Noakhali district. He completed SSC from Govt. Science College, Dhaka, in 1978 and HSC from Dhaka College in 1980.

Having an honors degree in agriculture from BAU, he did his master's degree in 'Govt. and Politics' and achieved another master's degree in 'Governance Studies' from Northern University.

He was a cadre service officer who belonged to the BCS-Administration cadre and served the government for a period of about 30 years. During his time in government service, he held different positions in the capacity of Magistrate, UNO, Additional District Magistrate (ADM), Additional Deputy Commissioner (ADC), Deputy Secretary, and Joint Secretary. He also served in the ministry of Public Administration, Housing & Public Works, Social Welfare, Health & Family Welfare, Women & Children Affairs, Religious Affairs, and in the Finance Division in different capacities. He participated in different training, tours, conferences, seminars, etc. at home and abroad.

Out of the govt. service and after retirement, he worked as an advisor in CIDA (DFATD) and as a technical consultant in UNHCR. Now he is working as a senior consultant in Titas Gas T&D PLC.



Mahbooba Panna

Retired Additional Secretary to the Govt. of Bangladesh
Independent Director, Padma Oil PLC. Board

Mrs. Mahbooba Panna was a public sector professional and a Hubert H. Humphrey Fellow under the Fulbright Program, having completed a year-long professional study in Human Resource Management and Leadership at the University of Washington, Seattle. With a government career spanning three decades, she retired in 2024 as Additional Secretary with the Ministry of Public Administration. She served in key roles across ministries (the Economic Relations Division of Finance Ministry, Ministry of Information and Broadcasting, Ministry of Industries, ICT Division, Ministry of Fisheries and Livestock, etc.), Bangladesh Energy Regulatory Commission, SME Foundation and DC Office, Sylhet. Before joining the public service she served as a Lecturer of English with Dhaka Residential Model College and as an Executive with a renowned media firm. During her career with media she was involved in making short films (tv commercials) at Bombay Film City.

She holds a BA (Hons.) and MA in English Literature from the University of Dhaka. As she developed her career she completed a wide range of international executive trainings, including programs at the Duke University (USA), University of Alabama (USA), Singapore Civil Service College, University of Wolverhampton (UK), University of Sunshine Coast (Australia), and the Mekong Institute (Thailand) and Hindustan Thompson Advertising Limited (Mumbai, India).

With over 20 years of experience in training and capacity development, she played a pivotal role as a resource person, regularly conducting sessions and delivering lectures on public management, leadership, procurement rules, policy development, performance evaluation, blue economy and change management issues. She has extensive experience in contributing Blue Economy Policies of Bangladesh as team member of groups focusing blue economy in the Ministry of Fisheries and the Ministry of Foreign Affairs, and has also received specialized training in Australia under Australian Awards Scholarship.

A prominent orator and public speaker, Mahbooba Panna is widely respected for her ability to engage, inspire, and educate diverse audiences. Her diverse background also includes work in media and creative production, voluntary work with non-profit organizations such as 'Sports for Hope and Independence' (as Vice-President), Kedia Upazilla Shamity (as President), the Peace and Policy Solution-PPS (Advisor) as well as an internship with Seattle Public Utilities focused on performance evaluation.

Mahbooba Panna always prefers to introduce herself as freelance teacher as she has been teaching since 1983, at both formal and informal capacities. She is a part-time faculty with the Bangladesh Institute of Governance and Management (BIGM), University of Dhaka. Her future plans are: i) Design 'voluntary programmes' for young people; ii) Design a free of cost English & Bangla language skill development course for rural primary students; and iii) Design a programme for making public organizations clean and green.

Brief Resume of Directors



Md. Zakir Hossain

Joint Secretary
Energy and Mineral Resources Division
Ministry of Power, Energy and Mineral Resources
& Director, Padma Oil PLC. Board

Mr. Md. Zakir Hossain joined as a Director at Padma Oil PLC. in September 2022. He is also a member of Audit Committee and Nomination & Remuneration Committee (NRC) of the Company.

Mr. Md. Zakir Hossain is a Joint Secretary of Bangladesh Government and currently working in the Energy and Mineral Resources. He joined Bangladesh Civil Service (Administration) Cadre as Assistant Commissioner and Magistrate in 2003 and worked in various capacities both in at field and central level as well as foreign mission of Bangladesh. He worked in different positions including Nezarat Deputy Collector of Kishoregonj, Revenue Deputy Collector and 1st class Magistrate of Chattogram, Special Metropolitan Magistrate at Chattogram City Corporation, Upazila Nirbahi Officer in Chakaria of Cox's Bazar and Chandina of Cumilla, Senior Assistant Secretary in the Ministry of Environment, Forest and Climate Change and Expatriates' Welfare and Overseas Employment and Deputy Secretary in Energy and Mineral Resources Division. From 2016 to February 2022, he served as Counselor (Labour and Welfare) at the Embassy of Bangladesh in Tokyo, Japan. During serving in the Mission, he was recognized as 'Ambassador for Peace' by Universal Peace Federation (UPF) in 2019.

He completed SSC and HSC from Barishal Cadet College and obtained B.Sc. (Hons) and M.Sc. from the University of Dhaka.

He participated in different trainings, study tours, conferences, seminars, workshops etc. at home and abroad.



Md. Tarikul Islam Khan

Joint Secretary, Finance Division
Ministry of Finance
& Director, Padma Oil PLC. Board

Mr. Md. Tarikul Islam Khan is a Joint Secretary to the Government of Bangladesh and presently working as Joint Secretary (Budget wing) at Finance Division, Ministry of Finance. Mr. Khan joined BCS (Administration) cadre in the year 2003 (21st BCS).

He has been serving Finance Division for about 15 years in different capacities while his service length in the civil service is almost 21 years. During his tenure in Finance Division, his acquired areas of expertise are MTBF budgeting, Budget and Accounting Classification System, Gender Budgeting e.t.c. He is well conversant in the area of Constitutional Framework of the Public Financial Management system as a whole. His area of interests include PFM reform, National Social Security Strategy (NSSS) and Integrated Budget & Accounting Classification System (iBAS) etc. Mr. Khan also worked with the Asian Development Bank (ADB) and the World Bank on Secondment position for almost five years in two separate projects/programs.

T.I. Khan is a law graduate having L.L.B and L.L.M degree from University of Dhaka. He also had another Research Masters Degree on "International Law" from The Coventry University, United Kingdom. He has pursued a certificate course (6 months long course) on "Project Management" from National Academy for Planning & Development (NAPD), Bangladesh.

Apart from his academic belt Mr. Khan has pursued PFM training courses from across the globe especially from Japan, UK, USA, Australia, South Africa, Singapore and many more. Mr. Khan is a regular Adjunct Faculty in Bangladesh Institute of Governance and Management (BIGM), an esteemed institute under University of Dhaka and has been teaching there on Governance & Public Policy and Public Financial Management.

Besides serving Finance Division, he is also a government nominated Board Member of Bangladesh Industrial Technical Assistance Centre (BITAK). He was also as a government nominated board member of Bangladesh Handloom Board before.

Brief Resume of Directors



Dr. A.K.M Azadur Rahman

Joint Secretary to the Govt. of Bangladesh
Director (Ops & Plan.), BPC
& Director, Padma Oil PLC. Board

On March 2, 2025, Dr. AKM Azadur Rahman, Joint Secretary, joined Bangladesh Petroleum Corporation (BPC) as Director (Operations and Planning) under the Energy and Mineral Resources Division of Ministry of Power, Energy and Mineral Resources. Dr. Rahman is a member of the Bangladesh Civil Service's 21st batch of Administration Cadre.

He earned his B.Sc. (Hons) and M.Sc. (Thesis) degree from the Department of Biochemistry and Molecular Biology from the University of Dhaka, Bangladesh. He has completed Ph.D. course on Drug discovery of Cancer from the department of pharmacology from Kings Colleges London, London, United Kingdom (UK) and awarded with this degree in December 2016. Over the years, he extensively participated in various training programs- both at home and abroad as well.

Dr. Rahman's career began in 2003 when he joined the district administration of Meherpur as an Assistant Commissioner. Subsequently his role as Senior Assistant Secretary and Upazila Nirbahi Officer (UNO) in Birol, Dinajpur and Mujibnagar Upazila, Meherpur. He also serves in different capacities and positions of Local Govt. and Local Administration. He works at Deputy Director of Local Govt. for few years and Deputy Secretary in Ministry of Shipping and Ministry of Labor and Employment as well. He serves as Member (Eng) of BIWTA and member (Finance) of (BREB). Before joining BPC, he was the Director General (DG) of Bangladesh Reference Institute for Chemical Measurement (BRICM).



Md. Rais Uddin Bhuiya Shaheen

Director, BPI
& Director, Padma Oil PLC. Board

Md. Rais Uddin Bhuiyan Shaheen, Joint Secretary to the Government, joined the Padma Oil PLC as a Director on 8 January, 2025. Besides this, he is serving the administration and training wing as Director of the Bangladesh Petroleum Institute (BPI), Energy and Mineral Resources Division, Ministry of Power, Energy and Mineral Resources.

Having an honors degree on Bachelor of Science in Agriculture from Bangladesh Agriculture University, he did his Master's of Science in Plant Pathology.

He is serving as a cadre officer of the Bangladesh Civil Service and has continued serving the government for a period of 24 years and 6 months. During the government service, he held different positions in the capacity of Deputy Project Director, Deputy Director, Director, Deputy Secretary, and Joint Secretary of different departments, divisions, and ministries.

During his tenure in the government service, he participated in several training programs and attended various seminars at home and abroad.

He leads a very simple family life. He has two children. His daughter is in her fifth year at Army Medical College, and his son is in class eight at Milestone School. His spouse is an Assistant Professor at Milestone College, Dhaka.

Brief Resume of Directors



Kutubuddin Akhter Rashid

(Representative of United Enterprise & Co. Ltd.)
Shareholder Director, Padma Oil PLC. Board

Mr. Kutubuddin Akhter Rashid began his professional career at United Group in 2018 as a Management Associate in UECL – Power Division soon after completing his bachelor's degree, in Public Relations & Marketing, earning a position in the Dean's List from Taylor's University, Malaysia. He was posted on site at Mymensingh to be involved as a core project team member for United Jamalpur Power Ltd. and United Mymensingh Power Ltd. Upon successful completion of the projects in Mymensingh, he was transferred to Chattogram to supervise the implementation of United Anwara Power Ltd., which led to commissioning in June 2019.

As a young entrepreneur, Mr. Kutubuddin Akhter Rashid's involvement in business has imbued well with the core values of the Group. His keen sense of professionalism and ability to lead projects in strict timeframes led to his appointment as the Associate Director of United Enterprises & Co. Ltd. He took charge of United Payra Power Ltd. project, and amid Covid pandemic outbreak, his careful planning and prudent decisions during project execution led to on time commissioning of the project.

Mr. Kutubuddin Akhter Rashid is currently in charge of the Power Division of United Group with an objective to optimize operational efficiency in the ongoing projects. He also leads the planning and design phase of new/upcoming projects that the Group is interested to invest in. Additionally, he is the Managing Director of Leviathan Global (BD) Ltd. and United Healthcare Services Ltd.

Mr. Kutubuddin Akhter Rashid serves as a Director on the board of United Payra Power Ltd, United Ashuganj Energy Ltd and United Hospital Ltd.



Md. Mafizur Rahman

Managing Director, Padma Oil PLC.
& Director, Padma Oil PLC. Board

Md. Mafizur Rahman is the Managing Director of Padma Oil PLC. a subsidiary of Bangladesh Petroleum Corporation (BPC), from 17.05.2025. He started his professional career at Bengal Development Corporation Limited (BDC) as an Assistant Engineer (Maintenance & Repair). He joined Meghna Petroleum Limited (MPL) on 20.12.1995 as an Operations Engineer, Main Installation, Chattogram. He performed various capacities in MPL and served up to 16.05.2025. Before joining Padma Oil PLC. he served as General Manager (Operations) in MPL.

He has 30 years of professional experience in the country's downstream petroleum industry. He was awarded the 'Shera Jalani Karmakarta Puroskar 2017 (Best Employee Category),' and the 'National Suddachar Award 2023 (Best Employee Category)' in the petroleum sector by the Ministry of Power, Energy & Mineral Resources. Md. Mafizur Rahman completed his Bachelor of Science in Mechanical Engineering from Chittagong University of Engineering & Technology (CUET) in 1993. He also obtained an MBA (Finance & Banking) in 2017 from Southern University, Bangladesh. He participated in the various seminars and training courses at home and abroad.



Corporate Management



Md. Mafizur Rahman
Managing Director



C.M Ziaul Hassan
General Manager
(HR & Admin.)



Dr. Md. Alamgir Chowdhury
Chief Medical Officer



Kanchan Chandra Shom, FCMA
General Manager
(Accounts & Finance) & CFO



Mohammad Roman Chowdhury
General Manager (Marketing)

Corporate Management



Asif Malek
General Manager
(Ops. & Planning)



Mir Mohammad Fakhar Uddin
Deputy General Manager
(HR & Admin.)



Ali Absar
Deputy General Manager
(Finance)
& Company Secretary



Mohammad Iqbal Chowdhury
Deputy General Manager (Sales)
& Head of IT



M.M. Mujibur Rahman
Deputy General Manager
(Aviation)



Siraj Uddin Ahmed
Deputy General Manager
(Chemicals)



Md. Safiul Azam, ACA
Deputy General Manager
(Audit)



Md. Faruk Hossain Mahmud
Deputy General Manager
(Engineering & Planning)



CORPORATE INFORMATION

Company Secretary

Ali Absar

Legal Advisors

H & H Company
Barrister HM Siddique Shanjid
Advocate Mohsanuddin Chowdhury

Tax Consultant

Hoda Vasi Chowdhury & Co.
Chartered Accountants

Rahman Mostafa Alam & Co.
Chartered Accountants

Auditors

M.M Rahman & Co.
Chartered Accountants

Mahamud Sabuj & Co.
Chartered Accountants

Insurers

Sadharan Bima Corporation
Delta Life Insurance Co. Ltd.

Bankers

Janata Bank PLC
Agrani Bank PLC
Sonali Bank PLC
Pubali Bank PLC
Eastern Bank PLC
Trust Bank PLC
Standard Chartered Bank
The Hongkong and Shanghai Banking Corporation
Citibank N A
One Bank PLC
United Commercial Bank PLC
Brac Bank PLC
Bank Asia PLC
AB Bank PLC
Mercantile Bank PLC
Prime Bank PLC
National Credit & Commerce Bank PLC
NRB Bank PLC
Islami Bank Bangladesh PLC

Performance at a Glance for 2024-2025

	2024-2025	2023-2024
Petroleum Products Sales	26.27 Lakh Metric Tons	25.93 Lakh Metric Tons
Net Earnings	Tk. 307.33 Crore	Tk. 305.22 Crore
Net Profit before Tax	Tk. 703.99 Crore	Tk. 510.95 Crore
Net Profit after Tax	Tk. 562.88 Crore	Tk. 408.59 Crore
Earnings per Share	Tk. 57.30	Tk. 41.59
NAV per share	Tk. 274.86	Tk. 231.56
NOCF per share	Tk. (39.83)	Tk. 63.82



মোহাম্মদ সাইফুল ইসলাম

সচিব

জ্বালানি ও খনিজ সম্পদ বিভাগ

বিদ্যুৎ, জ্বালানি ও খনিজ সম্পদ মন্ত্রণালয়

গণপ্রজাতন্ত্রী বাংলাদেশ সরকার

বাণী

পদ্মা অয়েল পিএলসি-এর ৫৬তম বার্ষিক সাধারণ সভা উপলক্ষ্যে ২০২৪-২৫ অর্থবছরের বার্ষিক প্রতিবেদন প্রকাশের উদ্যোগকে আমি স্বাগত জানাচ্ছি। এ প্রকাশনার মাধ্যমে কোম্পানির ২০২৪-২০২৫ অর্থবছরের সার্বিক কর্মকাণ্ড সম্পর্কে সুস্পষ্ট ধারণা পাওয়া যাবে মর্মে আশা করছি।

পদ্মা অয়েল পিএলসি একটি লাভজনক ও সফল প্রতিষ্ঠান হিসেবে দেশের জ্বালানি নিরাপত্তায় গুরুত্বপূর্ণ ভূমিকা পালন করে আসছে। এ কোম্পানি সরকার কর্তৃক নির্ধারিত মূল্যে নিরবচ্ছিন্নভাবে মানসম্মত পেট্রোলিয়াম পণ্য সরবরাহের মাধ্যমে জাতীয় অর্থনীতিতে গুরুত্বপূর্ণ ভূমিকা রেখে চলেছে। পাশাপাশি এ কোম্পানি অ্যাগ্ৰোকেমিক্যালস পণ্য বিপণনের মাধ্যমে দেশের কৃষি নির্ভর অর্থনীতিতে অবদান রাখছে।

২০২৪-২৫ অর্থবছরে পদ্মা অয়েল পিএলসি, বরাবরের মতো মানসম্মত সেবা প্রদানের পাশাপাশি ৫৬৬.৮৮ কোটি টাকার করোন্সর মুনাফা অর্জন করতে সক্ষম হয়েছে, যা গত অর্থবছরের চেয়ে ৩৭.৭৬% বেশি। কোম্পানির পরিচালনা পর্ষদ, ব্যবস্থাপনা কর্তৃপক্ষ এবং সর্বস্তরের শ্রমিক-কর্মচারী-কর্মকর্তাদের ঐকান্তিক প্রচেষ্টা, কর্মদক্ষতা এবং সৃজনশীলতার জন্য এ সাফল্য অর্জিত হয়েছে। আশা করি, ভবিষ্যতেও তারা পেশাদারিত্ব ও আন্তরিকতার সঙ্গে নিজেদের দায়িত্ব পালনের মাধ্যমে দেশের জ্বালানি খাতকে আরও সুদৃঢ় রাখতে বিশেষ ভূমিকা পালন করবেন।

পরিশেষে পদ্মা অয়েল পিএলসি-এর ৫৬তম বার্ষিক সাধারণ সভার সাফল্য কামনা করছি এবং কোম্পানির সকল স্তরের কর্মকর্তা-কর্মচারীকে শুভেচ্ছা জানাচ্ছি।



(মোহাম্মদ সাইফুল ইসলাম)



মোঃ আমিন উল আহসান
চেয়ারম্যান (সচিব)
বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন

বাণী

বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের অঙ্গ প্রতিষ্ঠান পদ্মা অয়েল পিএলসি.-এর ৫৬তম বার্ষিক সাধারণ সভায় বিপিসি'র পক্ষ হতে সম্মানিত শেয়ারহোল্ডারগণকে শুভেচ্ছা জানাচ্ছি। পদ্মা অয়েল পিএলসি. একটি ঐতিহ্যবাহী জ্বালানি তেল বিপণন কোম্পানি। এ কোম্পানি জ্বালানি তেল বিপণন ছাড়াও অ্যাক্সোকেমিক্যালস পণ্য বিপণনকারী একমাত্র সরকারি প্রতিষ্ঠান। এ কোম্পানি দেশের প্রত্যন্ত অঞ্চলে নিরবচ্ছিন্ন জ্বালানি তেল ও অ্যাক্সোকেমিক্যালস পণ্য সরবরাহের মাধ্যমে দেশের সামগ্রিক অর্থনীতিতে গুরুত্বপূর্ণ ভূমিকা রেখে চলেছে।

আলোচ্য অর্থবছরে কোম্পানি উল্লেখযোগ্য সাফল্য অর্জন করেছে। ২০২৪-২০২৫ অর্থবছরে কোম্পানি ৭০৩.৯৯ কোটি টাকার করপূর্ব মুনাফা করেছে যা গত অর্থবছরের তুলনায় ৩৭.৭৮% বেশি। এ সাফল্য অর্জনের জন্য কোম্পানির পরিচালনা পর্ষদ, ব্যবস্থাপনা কর্তৃপক্ষ এবং সকল স্তরের শ্রমিক-কর্মচারী-কর্মকর্তাগণকে অভিনন্দন জানাচ্ছি। আশা করি আগামীতে কোম্পানির এ সাফল্যের ধারা অব্যাহত থাকবে।

দেশের চাহিদা অনুযায়ী অপরিশোধিত ও পরিশোধিত জ্বালানি তেল আমদানি এবং বিতরণ করা বিপিসি'র অন্যতম প্রধান কাজ। জ্বালানি তেলের নিরবচ্ছিন্ন সরবরাহ নিশ্চিত করে দেশের জ্বালানি নিরাপত্তা বজায় রাখা বিপিসি'র অন্যতম দায়িত্ব। দেশব্যাপী জ্বালানি তেল বিপণনের কাজটি বিপিসি'র পক্ষে পদ্মা অয়েল পিএলসি অত্যন্ত নিষ্ঠার সাথে করে যাচ্ছে।

দেশে জ্বালানি নিরাপত্তা নিশ্চিতকল্পে বিপিসি কর্তৃক বিভিন্ন প্রকল্প গ্রহণ করা হয়েছে। ইতোমধ্যে 'চট্টগ্রাম হতে ঢাকা পর্যন্ত পাইপলাইনে জ্বালানি তেল পরিবহন' শীর্ষক প্রকল্পের নির্মাণ কাজ সম্পন্ন হয়েছে এবং এর পরিচালন কাজ ২২শে আগস্ট ২০২৫ হতে শুরু হয়েছে। উক্ত প্রকল্পের নির্বাহক সংস্থা হিসেবে পদ্মা অয়েল পিএলসি'র পক্ষে বাংলাদেশ সেনাবাহিনী কাজ করেছে। এ অর্জনের সাথে জড়িত থাকায় পদ্মা অয়েল পিএলসি.কে ধন্যবাদ জানাচ্ছি।

পরিশেষে কোম্পানির ৫৬তম বার্ষিক সাধারণ সভা সফল হোক সে কামনা করছি।

(মোঃ আমিন উল আহসান)



চেয়ারম্যানের বক্তব্য

বিস্মিল্লাহির রাহমানির রাহিম
সম্মানিত শেয়ারহোল্ডারবৃন্দ,
আসসালামু আলাইকুম।

পদ্মা অয়েল পিএলসি.-এর পরিচালনা পর্ষদ এবং আমার পক্ষ থেকে আপনাদের সকলকে ৫৬তম বার্ষিক সাধারণ সভায় স্বাগত জানাচ্ছি। ২০২৪-২৫ অর্থবছরে কোম্পানির সকল স্তরের কর্মকর্তা, শ্রমিক-কর্মচারীদের আন্তরিক ও নিরলস প্রচেষ্টায় সর্বোচ্চ মুনাফা অর্জিত হয়েছে। একই সাথে কোম্পানি উচ্চমানের সেবা প্রদান, ব্যবসায়িক নৈতিকতা ও নিয়ম শৃঙ্খলা প্রতিপালন, উত্তম চর্চা অনুশীলন এবং ক্রমাগত শেয়ারহোল্ডারস্ ভ্যালু উন্নতকরণে সক্ষম হয়েছে। আমাদের প্রতি অব্যাহত সমর্থন ও অবিচল আস্থা রাখার জন্য সকলকে আন্তরিক ধন্যবাদ জ্ঞাপন করছি। এ অনুষ্ঠানের মধ্যে দিয়ে আমি ২০২৪-২৫ অর্থবছরে কোম্পানির সফলতা এবং ব্যবসায়িক ফলাফলসমূহ আপনাদের সামনে তুলে ধরতে চাই।

সম্মানিত শেয়ারহোল্ডারবৃন্দ

আমার বক্তব্যের শুরুতে আমাদের মহান ভাষা আন্দোলন, মুক্তিযুদ্ধ, সকল গণতান্ত্রিক আন্দোলন এবং বৈষম্যবিরোধী ছাত্র আন্দোলন তথা জুলাই-আগস্ট ২০২৪-এর ছাত্র-জনতার গণঅভ্যুত্থানের সকল বীর শহিদদের প্রতি গভীর শ্রদ্ধা জ্ঞাপন করছি।

Chairman's Statement

Bismillahir Rahmanir Rahim
Honorable Shareholders,
Assalamu Alaikum,

On behalf of the Board of Directors of Padma Oil PLC., I welcome all of you to the 56th Annual General Meeting. The Company has made record profits in the Financial year 2024-25 with the sincere efforts and diligence of its manpower at all levels. At the same time, the Company has been able to provide a high standard of services, adhere to business ethics and regulations compliance, practice to the norm of best practices, and continuously improve the shareholders' value. I extend my sincere thanks to you all for your continued support and unwavering confidence in us. Through this program, I would like to present to you the success and business results of the Company in the fiscal year 2024-25.

Hon'ble Shareholders

At the beginning of my speech, I pay my deepest respect to all the heroic martyrs of our great language movement, liberation war, all democratic movement, and anti-discrimination students movement, as well as the student-people uprising of July-August 2024.

**সম্মানিত শেয়ারহোল্ডারবৃন্দ**

স্বাধীনতার পর রাষ্ট্রের জ্বালানি নিরাপত্তা নিশ্চিত করার লক্ষ্যে ১৯৭২ সালে সংবিধানের ১৪৩ অনুচ্ছেদে দেশীয় জ্বালানি ও খনিজ সম্পদের উপর রাষ্ট্রীয় মালিকানা (Permanent Sovereignty Over Natural Resources) প্রতিষ্ঠা করা হয়। ১৯৭২ সালের ২৬ মার্চ রাষ্ট্রপতির আদেশ নং-২৭-এর মাধ্যমে দেশের তেল, গ্যাস ও খনিজ সম্পদ অনুসন্ধান ও উন্নয়নের লক্ষ্যে বাংলাদেশ খনিজ, তেল ও গ্যাস কর্পোরেশন (বিএমওজিসি) গঠন করা হয়। জ্বালানি খাতকে যুগোপযোগী করার লক্ষ্যে সরকার কর্তৃক ১৯৭৪ সালে পেট্রোলিয়াম আইন ও পেট্রোলিয়াম পলিসি প্রণয়ন করা হয়। রাষ্ট্রীয় তত্ত্বাবধানে জ্বালানি তেলের মজুদ, সরবরাহ, বিপণন ও বিক্রয় সুচারুরূপে সম্পাদনের লক্ষ্যে (ক) Bangladesh Abandoned Property (Control, Management and Disposal) order, 1972 (P.O. No.16 of 1972) এর মাধ্যমে পাকিস্তান ন্যাশনাল অয়েল লিমিটেড, দাউদ পেট্রোলিয়াম লিমিটেড, বার্মা ইস্টার্ন লিমিটেড, ইস্টার্ন লুব্রিকেন্টস ব্রেন্ডার্স লিমিটেড (খ) Bangladesh Industrial Enterprises (Nationalisation) order, 1972 (P.O. No.27 of 1972) এর মাধ্যমে ইস্টার্ন রিফাইনারি লিমিটেড এবং (গ) The ESSO Undertaking Acquisition Ordinance, 1975 এর মাধ্যমে অর্থ পরিশোধক্রমে মার্কিন যুক্তরাষ্ট্রের ESSO Eastern Inc. এর দায়িত্ব সরকার গ্রহণ করে। এ ধারাবাহিকতায় ১৯৭৬ সালে বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন (বিপিসি) প্রতিষ্ঠার মাধ্যমে পদ্মা অয়েল পিএলসি., মেঘনা পেট্রোলিয়াম লিমিটেড, যমুনা অয়েল কোম্পানী লিমিটেড, ইস্টার্ন রিফাইনারি লিমিটেড ও ইস্টার্ন লুব্রিকেন্টস ব্রেন্ডার্স পিএলসি.সহ অন্যান্য কোম্পানিসমূহ রাষ্ট্রীয় প্রতিষ্ঠানে পরিণত হয়। এই সকল কোম্পানিসমূহ আজ এদেশে জ্বালানি তেল মজুদ, সরবরাহ ও বিতরণে প্রধান ভূমিকা পালন করে চলেছে।

আজকের পদ্মা অয়েল পিএলসি. একটি প্রাচীন তেল বিপণন কোম্পানি। এর পূর্বতন কোম্পানি “রেন্ডুন অয়েল কোম্পানী” ঊনবিংশ শতাব্দীতে পেট্রোলিয়াম ব্যবসা শুরু করে ১৮৭১ সালে স্কটল্যান্ডে জয়েন্ট স্টক কোম্পানি হিসেবে নিবন্ধিত হয়। এ কোম্পানি ১৮৮৫ সালে বার্মা অয়েল কোম্পানী হিসেবে পুনর্গঠিত হয়। ১৯০৩ সালে চট্টগ্রামের গোসাইলডাঙ্গায় মহেশখাল ইন্সটলেশন এবং ১৯৫৬ সালে পতেঙ্গা গুপ্তখালে বৃহদাকার অয়েল ইন্সটলেশন স্থাপিত হয়। ১৯৬৫ সালে বার্মা ইস্টার্ন লিমিটেড ১৯১৩ সালের কোম্পানি আইনের অধীনে একটি পাবলিক লিমিটেড কোম্পানি হিসেবে নিবন্ধিত হয় এবং ১৯৭৭ সালে বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন (বিপিসি)-এর একটি অঙ্গ প্রতিষ্ঠানে পরিণত হয়। ১৯৮৫ সালে বার্মা ইস্টার্ন লিমিটেড-এর সমুদয় শেয়ার বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন (বিপিসি)-এর অনুকূলে হস্তান্তর হয় এবং ১৯৮৮ সালের ৩রা সেপ্টেম্বর বার্মা ইস্টার্ন লিমিটেড পদ্মা অয়েল কোম্পানী লিমিটেড নামে রূপান্তরিত হয়। কোম্পানির জন্মলগ্ন থেকে সম্মানিত শেয়ারহোল্ডারগণ এবং কোম্পানির শ্রমিক-কর্মচারী-কর্মকর্তাদের অক্লান্ত প্রচেষ্টায় এ কোম্পানি দীর্ঘ পথ পরিক্রমায় আজকের এই অবস্থানে এসে পৌঁছেছে। আমি তাঁদের সবার প্রতি কৃতজ্ঞতা প্রকাশ করছি। আপনারা জানেন পদ্মা অয়েল পিএলসি. জ্বালানি তেল বিপণন ছাড়াও অ্যাগ্রোকেমিক্যালস পণ্য বিপণনকারী একমাত্র সরকারি প্রতিষ্ঠান। এ প্রতিষ্ঠান দেশের প্রত্যন্ত অঞ্চলে নিরবচ্ছিন্ন জ্বালানি তেল ও অ্যাগ্রোকেমিক্যালস পণ্য সরবরাহের মাধ্যমে দেশের সামগ্রিক অর্থনীতিতে

Dear Shareholders

After the liberation, the government established permanent sovereignty over natural resources in Article 143 of the Constitution to ensure the energy security of the state. Bangladesh Minerals, Oil and Gas Corporation (BMOGC) was formed on 26 March 1972 by Presidential Order No. 27 to explore and develop the country's Oil, Gas and Mineral resources. The Petroleum Act and Petroleum Policy were enacted in 1974 to modernize the energy sector. The Govt. of Bangladesh took over (A) Pakistan National Oil Limited, Dawood Petroleum Limited, Burmah Eastern Limited, and Eastern Lubricants Blenders Limited through Bangladesh Abandoned Property (Control, Management and Disposal) order, 1972 (P.O. No. 16 of 1972) (B) Eastern Refinery Limited through Bangladesh Industrial Enterprise (Nationalization) order, 1972 (P.O. No. 27 of 1972) and (C) ESSO Eastern Inc. of USA through the ESSO Undertaking Acquisition Ordinance, 1975 for the storage, supply, distribution and sales of fuel oil under state supervision. In this sequence, Padma Oil PLC., Meghna Petroleum Limited, Jamuna Oil Company Limited, Eastern Refinery Limited and Eastern Lubricants Blenders Limited, including other companies, became state-owned companies by establishing the Bangladesh Petroleum Corporation (BPC) in 1976. All these companies are playing major role today in storage, supplying and distributing fuel in the country.

Today's Padma Oil PLC. is an ancient oil marketing company. Its ancestral enterprise, "Rangoon Oil Company," began the petroleum business in the nineteenth century and was registered as a Joint Stock Company in Scotland in 1871. This Company was reformed as Burmah Oil Company in 1885. Burmah Oil Company established their 'Moheshkhal Oil Installation' at Goshaldanga, Chattogram, in the year 1903 and the large-scale Oil Installation at Guptakhal in Patenga in 1956. In the year 1965, Burmah Eastern Limited was registered as a Public Limited Company under the Companies Act of 1913 and became a subsidiary company of Bangladesh Petroleum Corporation in 1977. In the year 1985, Burmah Eastern Limited transferred its entire share in favour of Bangladesh Petroleum Corporation (BPC) and on 3rd September 1988, Burmah Eastern Limited was renamed as Padma Oil Company Limited. The Company has come a long way today due to the tireless efforts of the esteemed shareholders and the workers and employees of the Company since its inception. So, I am grateful to all of them. You know that Padma Oil PLC. is the only government organization marketing agrochemical products apart from fuel oil marketing. The Company plays an important role in the overall economy of the country through the uninterrupted



গুরুত্বপূর্ণ ভূমিকা রেখে চলেছে। বাংলাদেশের অর্থনীতিতে সবচেয়ে গুরুত্বপূর্ণ খাত হচ্ছে কৃষি খাত। এ কোম্পানি অ্যাগ্রোকেমিক্যালস পণ্য বিপণনের মাধ্যমে দেশের কৃষি নির্ভর অর্থনীতিতে অবদান রেখে চলেছে।

২০২৪-২৫ অর্থবছরে কোম্পানির ব্যবসায়িক ফলাফল:

২০২৪-২০২৫ অর্থবছরে কোম্পানি উল্লেখযোগ্য সাফল্য অর্জন করে। আলোচ্য অর্থবছরে কোম্পানির করপূর্ব মুনাফা গত অর্থবছরের ৫১০.৯৫ কোটি টাকা হতে ৩৭.৭৮% বৃদ্ধি পেয়ে দাঁড়ায় ৭০৩.৯৯ কোটি টাকা। ২০২৪-২৫ অর্থবছরে কোম্পানির শেয়ার প্রতি আর দাঁড়িয়েছে ৫৭.৩০ টাকা, যা বিগত অর্থবছরে ছিল ৪১.৫৯ টাকা। আলোচ্য অর্থবছরে কোম্পানির পেট্রোলিয়ামজাত পণ্যের মোট বিক্রয়ের পরিমাণ গত অর্থবছরের তুলনায় ১.৩১% বৃদ্ধি পেয়েছে। ২০২৪-২৫ অর্থবছরে কোম্পানির জ্বালানি তেলের বিক্রয়ের পরিমাণ ২৬.২৭ লক্ষ মে. টন, ২০২৩-২৪ অর্থবছরে যার পরিমাণ ছিল ২৫.৯৩ লক্ষ মে. টন। আলোচ্য অর্থবছরে দেশের জ্বালানি তেল বিপণনে কোম্পানির মার্কেট শেয়ার ছিল ৩৮.৪৩% এবং তেল বিপণন কোম্পানিসমূহের মধ্যে কোম্পানির অবস্থান ছিল ১ম। অপর পক্ষে আলোচ্য অর্থবছরে কোম্পানির অ্যাগ্রোকেমিক্যালস পণ্যের বিক্রয়ের পরিমাণ ৩,২৯৮ মে. টন, যা গত অর্থবছরে ছিল ২,৮০৭ মে. টন। আলোচ্য অর্থবছরে কোম্পানির অ্যাগ্রোকেমিক্যালস পণ্যের বিক্রয়ের পরিমাণ গত অর্থবছরের চেয়ে ১৭.৪৯% বৃদ্ধি পেয়েছে।

২০২৪-২৫ অর্থবছরে কোম্পানির উন্নয়নমূলক কাজের অগ্রগতি:

ব্যবসা সম্প্রসারণের জন্য কোম্পানি কর্তৃক গৃহীত বিভিন্ন প্রকল্পসমূহ বাস্তবায়নের কাজ এগিয়ে যাচ্ছে। পতেঙ্গাস্থ কোম্পানির প্রধান স্থাপনা হতে শাহ আমানত আন্তর্জাতিক বিমানবন্দর সংলগ্ন এভিয়েশন ডিপো পর্যন্ত ভূগর্ভস্থ জেট এ-১ পাইপলাইন স্থাপন করা হয় এবং ২২শে জুলাই ২০২৫ থেকে এর পরিচালন কার্যক্রম শুরু করা হয়েছে। ঢাকাস্থ পরিবাগে কোম্পানির ১.৮৮ একর জমিতে দুটি বেইজমেন্টসহ ১২তলা ভবনের নির্মাণ কাজ চলমান রয়েছে। ইতোমধ্যে ভবনের তৃতীয় তলার ছাদের নির্মাণ কাজ সম্পন্ন হয়েছে। বর্তমানে চতুর্থ তলার ছাদের নির্মাণের কাজ চলমান রয়েছে। পদ্মা অয়েল পিএলসি.সহ তিনটি তেল বিপণন কোম্পানির উন্নয়নমূলক প্রধান স্থাপনার পরিচালন কার্যক্রম অটোমেশনের আওতায় আনয়নের লক্ষ্যে ইতোমধ্যে নিয়োজিত আন্তর্জাতিক পরামর্শক প্রতিষ্ঠান কর্তৃক প্রকল্পের সম্ভাব্যতা যাচাই ও Front End Engineering and Design (FEED) প্রস্তুত কাজ সম্পন্ন হয়েছে এবং দাখিলকৃত ফিড ডকুমেন্টেসের উপর ভিত্তি করে ইপিপি ঠিকাদার নিয়োগের লক্ষ্যে ডিপিপি প্রণয়ন করে অনুমোদনের জন্য মন্ত্রণালয়ে প্রেরণ করা হয়েছে। ডিপিপি অনুমোদন প্রক্রিয়াধীন আছে। বর্তমানে দেশের বিভিন্ন স্থানে স্থাপিত ডিপোসমূহে পরিচালন কার্যক্রম অটোমেশনের লক্ষ্যে পরামর্শক নিয়োগ করা হয়েছে এবং পরামর্শক কর্তৃক সম্ভাব্যতা যাচাইয়ের কাজ চলমান। ইতোমধ্যে পরামর্শক প্রতিষ্ঠান প্রি-ফিজিবিলিটি ও ড্রাফট ফিজিবিলিটি রিপোর্ট দাখিল করেছে। প্রকল্পের

supply of petroleum products and agrochemical products all over the country. The agricultural sector is the most important in Bangladesh's economy. The Company has been contributing to the agro-based economy through the marketing of agrochemical products.

Business Performance in FY 2024-25:

The Company achieved significant success in FY 2024-25. The profit before tax of the Company in the reported year increased by 37.78% to Taka 703.99 crore from Taka 510.95 crore in the previous year. Earnings per Share (EPS) stood at Taka 57.30 in the reported year, as against Taka 41.59 in the last year. The volume of the Company's petroleum products sales increased by 1.31% in FY 2024-25 as compared to the previous fiscal year. The Company's sales volume of petroleum products amounted to 26.27 lakh metric tons, which was 25.93 lakh metric tons in FY 2023-24. In the reported fiscal year, the Company had a market share of 38.43% in the country's fuel oil marketing and was ranked 1st among the oil marketing companies. On the other hand, sales of agrochemical products of the company were 3,298 metric tons in the reported year which was 2,807 metric tons in the last year. The sales of agrochemical products increased by 17.49 % in the reported year as compared to the previous fiscal year.

Progress of development works in FY 2024-25:

For the expansion of business various projects undertaken by the Company are going on. The underground Jet A-1 pipeline has been installed from the Company's Main Installation in Patenga to the aviation depot adjacent to Shah Amanat International Airport and its operational activities have been started from 22 July 2025. The construction work of a 12-storied modern residential cum commercial building with two additional basements on the Company's own land at Paribag in Dhaka is also ongoing. The construction work of the roof of second floor of the building has already been completed. Currently, the construction work of the roof of third floor is underway. To bring the operational activities of three marketing oil companies' main installations in Chattogram, including Padma Oil PLC., under the scope of automation, an international consultation firm has already performed the feasibility of the project and prepared Front End Engineering and Design (FEED). Based on the submitted FEED documents, the prepared Development Project Proposal (DPP) of the project has been sent to the ministry for approval to appoint an EPC contractor. The approval of DPP is under process. A consultant firm has already been appointed for the automation of operational activities in various depots established in different places in the country and



Front End Engineering and Design (FEED) প্রকল্পের কাজ চলমান রয়েছে।

কোম্পানির ব্যবসা সম্প্রসারণের লক্ষ্যে ভৈরববাজার বার্জ ডিপোর পরিবর্তে স্থায়ী রিভারাইন ডিপো নির্মাণের কাজ শুরু হয়েছে এবং ইতোমধ্যে ৬টি ট্যাংকের ফাউন্ডেশন নির্মাণের কাজ সমাপ্ত হয়েছে। শীঘ্রই ট্যাংক ফ্যাব্রিকেশন ঠিকাদার নিয়োগ করা হবে।

বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন (বিপিসি)-এর অর্থায়নে বাস্তবায়নধীন নবগঠিত পিটিসি পিএলসি-এর আওতাধীন “চট্টগ্রাম হতে ঢাকা পর্যন্ত পাইপলাইনে জ্বালানি তেল পরিবহন” শীর্ষক প্রকল্পের নির্মাণ কাজ সম্পন্ন হয়েছে এবং আগস্ট ২০২৫ হতে এর পরিচালনা কাজ শুরু হয়েছে। উক্ত প্রকল্পটির নির্বাহক সংস্থা হিসেবে পদ্মা অয়েল পিএলসি-এর পক্ষে বাংলাদেশ সেনাবাহিনী কাজ করেছে।

এ ছাড়া দেশের সর্বত্র নিরবচ্ছিন্ন জ্বালানি তেল সরবরাহ নিশ্চিতকরণ ও ভোক্তা পর্যায়ে অধিকতর সেবা প্রদানের লক্ষ্যে ডিপো সম্প্রসারণ, জ্বালানি তেলের ধারণক্ষমতা বৃদ্ধি এবং ভৌত অবকাঠামোগত উন্নয়নমূলক কার্যক্রম গ্রহণ করা হয়েছে।

লভ্যাংশ:

শেয়ারহোল্ডারদের প্রতি দায়বদ্ধতার কারণে অব্যাহত প্রচেষ্টার মাধ্যমে দীর্ঘমেয়াদি শেয়ারহোল্ডার ভ্যালু ক্রমাগতভাবে বৃদ্ধির জন্য আমরা অবিরাম কাজ করে যাচ্ছি। এরই ধারাবাহিকতায় এ বছর পরিচালনা পর্যদ কর্তৃক শেয়ারহোল্ডারদের জন্য ১৬০% হারে নগদ লভ্যাংশ প্রদানের জন্য সুপারিশ করা হয়েছে।

২০২৫-২৬ অর্থবছরে কোম্পানির লক্ষ্য:

২০২৫-২৬ অর্থবছরে কোম্পানির লক্ষ্য থাকবে বরাবরের মতো সুষ্ঠু ব্যবস্থাপনার মাধ্যমে দেশের সর্বত্র নিরবচ্ছিন্নভাবে সরকার কর্তৃক নির্ধারিত মূল্যে মানসম্মত পেট্রোলিয়াম পণ্য সরবরাহের মাধ্যমে দেশে জ্বালানি নিরাপত্তা নিশ্চিতকরণ। এ ছাড়া কৃষি উৎপাদন বৃদ্ধির লক্ষ্যে সারাদেশে পরিবেশবান্ধব ও মানসম্মত কৃষি রাসায়নিক পণ্য সরবরাহ জোরদারকরণ। কোম্পানির ব্যবসা সম্প্রসারণের জন্য গৃহীত প্রকল্পসমূহ সম্পন্ন করার প্রচেষ্টা অব্যাহত থাকবে। সর্বোপরি, আমাদের লক্ষ্য থাকবে আগামী বছর কোম্পানির মুনাফার ক্রমাগত প্রবৃদ্ধি অর্জনের ধারাবাহিকতা অব্যাহত রাখার মাধ্যমে শেয়ারহোল্ডারস ভ্যালু বৃদ্ধি করা।

পরিশেষে, আমি জ্বালানি ও খনিজ সম্পদ বিভাগ এবং বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনকে সঠিক ও সময় উপযোগী দিক-নির্দেশনা প্রদানের জন্য আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা প্রকাশ করছি। রেজিস্টার অব জয়েন্ট স্টক কোম্পানি ও ফার্মসমূহ, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ

feasibility work is underway by the consultant. The consulting firm has already submitted the pre-feasibility and draft feasibility report. Formulation of Front End Engineering and Design (FEED) is underway.

To expand the business of the Company, construction work of a permanent riverine depot in place of the barge depot at Bhairab Bazar has been started and construction work of the foundation of 6 tanks has already been completed. A tank fabrication contractor will be appointed soon.

The project of “Fuel Oil Transport through Pipeline from Chattogram to Dhaka” under the newly formed PTC PLC financed by Bangladesh Petroleum Corporation (BPC) has been completed and its operational activities have been started from August 2025. The Bangladesh Army has worked on behalf of Padma Oil PLC., as the executing agency of the said project.

Besides, development projects like the expansion of depots, increasing the capacity of fuel oil and physical infrastructural expansion programs have been undertaken to ensure an uninterrupted supply of petroleum products throughout the country and provide more services to the consumer level.

Dividend:

We are working hard to increase the long-term shareholders' value continuously through our diligence and continuous efforts due to our commitment to shareholders. This year, the Board of Directors has recommended paying a cash dividend to the honorable shareholders at the rate of 160 % per share.

Targets of the Company for the FY 2025-26:

The aim of the Company for the FY 2025-26 will be to ensure the energy security of the country through an uninterrupted supply of quality petroleum products at government-regulated prices as always. In addition, the Company aims to strengthen the supply of environmentally friendly and quality agrochemical products across the country to increase the country's agricultural production. We want to take forward the projects adopted by the Company to expand the business. Above all, our goal for the next year is to maximize the shareholders' value by earning significant growth in the profitability of the Company.

Finally, I would like to convey my sincere thanks and profound gratitude to the Energy & Mineral Resources Division and Bangladesh Petroleum Corporation for their cordial cooperation and proper directions. I express my gratitude to the Registrar of Joint Stock Companies and



কমিশন, ঢাকা স্টক এক্সচেঞ্জ পিএলসি., চট্টগ্রাম স্টক এক্সচেঞ্জ পিএলসি., সেন্ট্রাল ডিপোজিটরি বাংলাদেশ লিমিটেড, জাতীয় রাজস্ব বোর্ড (এনবিআর), নিরীক্ষকবৃন্দ, সম্মানিত শেয়ারহোল্ডার ও গ্রাহকসহ কোম্পানির সর্বস্তরের শুভানুধ্যায়ীদের অব্যাহত সমর্থন এবং দিক-নির্দেশনা প্রদানের জন্য জানাই গভীর কৃতজ্ঞতা। আমি পরিচালনা পর্ষদের সদস্যগণকে এবং কোম্পানির ব্যবস্থাপনা টিম, কর্মকর্তা-কর্মচারীগণকে তাঁদের উদ্যোগ ও নিরলস পরিশ্রমের জন্য আন্তরিক ধন্যবাদ জানাচ্ছি।

(এ কে এম জাকর উল্লাহ খান)
চেয়ারম্যান
পরিচালনা পর্ষদ

Firms, Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange PLC., Chittagong Stock Exchange PLC., Central Depository Bangladesh Ltd., National Revenue Board (NBR), auditors, Hon'ble shareholders, customers, and all well-wishers of the Company for their continuous support and directions. I would also like to thank each member of the Board of Directors and the management team, officers and employees of the Company for their sincere efforts and relentless hard work.

(A K M Zafar Ullah Khan)
Chairman
Board of Directors

পরিচালকমন্ডলীর প্রতিবেদন

বিসমিল্লাহির রাহমানির রাহিম,
সম্মানিত শেয়ারহোল্ডারবৃন্দ,
আসসালামু আলাইকুম,

পদ্মা অয়েল পিএলসি.-এর পরিচালনা পর্ষদ কোম্পানির ৫৬তম বার্ষিক প্রতিবেদন আপনাদের নিকট উপস্থাপন করতে পেরে আনন্দিত। কোম্পানির ৩০শে জুন ২০২৫ তারিখের সমাপ্ত বছরের পরিচালকমন্ডলীর প্রতিবেদন ও নিরীক্ষকদের প্রতিবেদনসহ নিরীক্ষিত হিসাব বিবরণী কোম্পানির সম্মানিত শেয়ারহোল্ডারবৃন্দের নিকট বিবেচনা ও অনুমোদনের জন্য উপস্থাপন করতে পেরে পরিচালনা পর্ষদ সম্মানিত বোধ করছে। এ প্রতিবেদনে ২০২৪-২৫ অর্থবছরের বাংলাদেশের সার্বিক অর্থনৈতিক পরিস্থিতির পর্যালোচনা এবং জ্বালানি ও অ্যাক্সোকেমিক্যালস শিল্পের চিত্র উপস্থাপন করা হয়েছে। এ ছাড়া কোম্পানির আর্থিক, পরিচালন ও কর্পোরেট গভর্নেন্সের দায়িত্ব পালনের কার্যক্রম উপস্থাপনসহ কোম্পানির সার্বিক অবস্থান ও সম্ভাবনার উপর আলোকপাত করা হয়েছে।

আর্থিক বিবরণীসমূহ প্রস্তুতকরণ:

পদ্মা অয়েল পিএলসি.-এর আর্থিক বিবরণীসমূহ কোম্পানির কার্যক্রম এবং এর পরিচালন, নগদ প্রবাহ ও ইকুইটি পরিবর্তনের ফলাফলের উপর একটি বিশদ বিবরণ প্রদান করে। উপস্থাপিত হিসাব বিবরণীসমূহ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ রুলস ২০২০-এর সংশ্লিষ্ট তফসিল ও কোম্পানি আইন, ১৯৯৪-এর সংশ্লিষ্ট ধারা, আন্তর্জাতিক হিসাব মান (আইএএস) ও আন্তর্জাতিক আর্থিক রিপোর্টিং মান (আইএফআরএস) এবং ফিন্যান্সিয়াল রিপোর্টিং অ্যাক্ট ২০১৫-এর অধীন বাংলাদেশে প্রযোজ্য অন্যান্য আইন ও বিধান অনুযায়ী প্রস্তুত করা হয়েছে। এতে সম্মানিত শেয়ারহোল্ডারগণের নিকট কোম্পানির সার্বিক ব্যবসায়িক কার্যক্রমের একটি সঠিক ও স্বচ্ছ বিবরণ তুলে ধরা হয়েছে। হিসাব বিবরণীসমূহ কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক প্রস্তুত করা হয়েছে, যা বার্ষিক সাধারণ সভায় নিয়োগপ্রাপ্ত বিধিবদ্ধ বহিঃনিরীক্ষকদ্বয় কর্তৃক নিরীক্ষিত এবং পরিচালনা পর্ষদ কর্তৃক অনুমোদিত হয়েছে।

অর্থনৈতিক পরিস্থিতি:

জাতিসংঘ, বিশ্বব্যাংক ও আইএমএফের পূর্বাভাস অনুযায়ী, ২০২৫ সালে বৈশ্বিক অর্থনৈতিক প্রবৃদ্ধি ৩.৩ শতাংশ হতে ২.৮৭ শতাংশে নেমে আসার সম্ভাবনা রয়েছে। যদিও ২০২৬ সালের জন্য এ প্রবৃদ্ধি ৩.১ শতাংশ হওয়ার পূর্বাভাস দেওয়া হয়েছে। ভূ-রাজনৈতিক অস্থিরতা, ব্যবসায়িক আস্থা, বাজার ব্যহততা, বাণিজ্যিক জটিলতা, বৈদেশিক মুদ্রা হারের সমস্যা ও উচ্চ মূল্যস্ফীতির কারণে ২০২৪-২৫ অর্থবছরে বাংলাদেশের সামষ্টিক অর্থনীতি নানা চ্যালেঞ্জের সম্মুখীন হলেও কিছু ইতিবাচক অগ্রগতি পরিলক্ষিত হয়েছে। বিবিএস-এর সাময়িক হিসাব অনুযায়ী জিডিপি প্রবৃদ্ধি ২০২৩-২৪ অর্থবছরের ৪.২২ শতাংশ থেকে সামান্য ত্রাস পেয়ে ২০২৪-২৫ অর্থবছরে ৩.৯৭

Board of Directors' Report

Bismillahir Rahmanir Rahim,
Dear Shareholders,
Assalamu Alaikum,

The Board of Directors of the Padma Oil PLC. takes immense pleasure in presenting the 56th Annual Report of the Company to its shareholders. It is an honor for the Board of Directors to present the Directors' Report together with the company's audited financial statements for the FY 2024-25 along with the Auditors' Report for consideration and approval of the valued shareholders. The Directors' Report contains a review of the overall economic situation of Bangladesh and a picture of the petroleum and agrochemical industries for the FY 2024-25. It also presents the Company's financial, operating, and corporate governance activities. The Report also aims to highlight the overall position of the Company and opportunities ahead.

Preparation of Financial Statements:

The financial statements of Padma Oil PLC give a comprehensive outlook of the state of affairs of the Company that includes the results of its operation, cash flow, and changes in equity. The presented financial statements have been prepared in accordance with the International Accounting Standards (IASs), International Financial Reporting Standards (IFRS), the Companies Act 1994, the Securities and Exchange Rules 2020, and other applicable laws and regulations in Bangladesh as required under the Financial Reporting Act 2015. It gives a correct and fair view of the total business activities of the Company to our shareholders. The financial statements are prepared by the company management while it is audited by external auditors appointed in the Annual General Meeting, and approved by the Board of Directors.

Economic Situation:

According to the forecasts of the United Nations, World Bank and IMF, global economic growth declined from 3.3 percent to 2.87 percent in 2025. While for 2026 it is projected to be 3.1%. Although Bangladesh's macroeconomic situation in the fiscal year 2024-25 faced various challenges due to geopolitical instability, business confidence, market disruption, trade complicacy, foreign exchange rate issues and high inflation, some positive progress has been observed. According to the provisional estimate of the BBS, GDP growth has slightly decreased from 4.22 percent in the

শতাংশে দাঁড়িয়েছে। কৃষি ও সেবা খাতে প্রবৃদ্ধি কিছুটা কমলেও শিল্প খাতে প্রবৃদ্ধি বেড়েছে। মাথাপিছু আয় কিছুটা বেড়ে ২,৮২০ মার্কিন ডলারে পৌঁছেছে। তবে ডলারের বিপরীতে টাকার অবমূল্যায়নের কারণে প্রকৃত আয় বৃদ্ধির গতি শ্লথ হয়েছে। ২০২৪-২৫ অর্থবছরে মূল্যস্ফীতি গড়ে ১০.০৩ শতাংশে পৌঁছালেও, সংকোচনমূলক মুদ্রানীতিসহ সরকারের বিভিন্ন পদক্ষেপের ফলে ২০২৪ সালের ডিসেম্বর থেকে তা কমেতে শুরু করে এবং ২০২৫ সালের জুন মাসে সাধারণ মূল্যস্ফীতি ৮.৪৮ শতাংশ এবং খাদ্যসামগ্রীর ক্ষেত্রে তা ৭.৩৯ শতাংশে নেমে আসে। ২০২৪-২৫ অর্থবছরে রপ্তানি আয় ৮.৬০ শতাংশ বৃদ্ধি পেয়ে ৪৮.৩০ বিলিয়ন মার্কিন ডলারে এবং রেমিট্যান্স ২৬.৮৩ শতাংশ বেড়ে ৩০.৩৩ বিলিয়ন মার্কিন ডলারে দাঁড়িয়েছে, যা চলতি হিসাব ভারসাম্যে (Current Account Balance) উদ্বৃত্ত সৃষ্টি করেছে। এর ফলে বৈদেশিক মুদ্রার রিজার্ভ ৩১.৭৭ বিলিয়ন ডলারে উন্নীত হয়েছে এবং বিনিময় হারেও অনেকটা স্থিতিশীলতা এসেছে। তবে দেশে বিনিয়োগ ও অভ্যন্তরীণ সঞ্চয়ের হার কিছুটা কমেছে। সামগ্রিকভাবে, বৈশ্বিক অস্থিরতা ও অভ্যন্তরীণ চ্যালেঞ্জ সত্ত্বেও বাংলাদেশের অর্থনীতি স্থিতিশীলতা রক্ষা করে প্রবৃদ্ধি পুনরুদ্ধারের পথে অগ্রসর হচ্ছে।

সার্বিক কার্যক্রম পর্যালোচনা:

ক) জ্বালানি তেল খাত:

জ্বালানি তেলের সুষ্ঠু ব্যবস্থাপনা ও নিরবচ্ছিন্ন সরবরাহ দেশের অর্থনৈতিক উন্নয়নের জন্য গুরুত্বপূর্ণ। জ্বালানি তেল খাত অর্থনীতির অত্যন্ত গুরুত্বপূর্ণ চালিকা শক্তি, যা সবচেয়ে অগ্রাধিকার সেक्टर হিসেবে গণ্য হয়ে আসছে। সকল অর্থনৈতিক খাতে তেল সেक्टरের প্রত্যক্ষ কিংবা পরোক্ষ প্রভাব রয়েছে।

একটি দেশের উন্নয়নের অন্যতম সূচক জ্বালানি চাহিদা বৃদ্ধি। ১৯৭২ সালে দেশে জ্বালানি তেলের সার্বিক চাহিদা ছিল ৮.৪৮ লক্ষ মে. টন, যা ক্রমান্বয়ে বৃদ্ধি পেয়ে ২০২৪-২৫ অর্থবছরে দাঁড়িয়েছে ৬৮.৩৫ লক্ষ মে. টনে। আলোচ্য অর্থবছরে দেশের মোট জ্বালানি তেলের বিক্রয় গত অর্থবছরের তুলনায় ১.০৯% বৃদ্ধি পেয়েছে। ২০২৩-২৪ অর্থবছরে জ্বালানি তেলের মোট বিক্রয় ছিল ৬৭.৬১ লক্ষ মে. টন যা আলোচ্য অর্থবছরে বৃদ্ধি পেয়ে দাঁড়ায় ৬৮.৩৫ লক্ষ মে. টন। দেশে জ্বালানি তেলের চাহিদা মেটাতে ২০২৪-২৫ অর্থবছরে বিদেশ হতে পরিশোধিত জ্বালানি তেল ৪৬.০৮ লক্ষ মে. টন ও অপরিশোধিত জ্বালানি তেল ১৫.১১ লক্ষ মে. টন আমদানি করা হয়। উল্লেখ্য, অপরিশোধিত জ্বালানি তেল দেশের একমাত্র তেল শোধনাগার ইস্টার্ন রিফাইনারি লিমিটেডে পরিশোধন করা হয়। এ ছাড়া, আলোচ্য অর্থবছরে স্থানীয় উৎস থেকে সরকারি বিভিন্ন গ্যাস ফিল্ডস ও বেসরকারি ফ্র্যাকশনেশন প্ল্যান্ট থেকে পেট্রোলিয়াম পণ্য প্রাপ্তির পরিমাণ ছিল সর্বমোট ৭.০৭ লক্ষ মে. টন। তন্মধ্যে সরকারি গ্যাস ফিল্ডস থেকে ১.৭৭ লক্ষ মে. টন এবং বেসরকারি ফ্র্যাকশনেশন প্ল্যান্ট থেকে ৫.৩০ লক্ষ মে. টন।

2023-24 fiscal year to 3.97 percent in the 2024-25 fiscal year. Although growth in the agriculture and services sectors has slowed down slightly, growth in the industrial sector has increased. Per capita income has increased slightly to US\$ 2,820. However, the depreciation of the taka against the dollar has slowed the pace of real income growth. Although inflation averaged 10.03 percent in the 2024-25 fiscal year, it started to decline from December 2024 as a result of various government measures including contractionary fiscal and monetary policy, and in June 2025, general inflation was 8.48 percent and food inflation was 7.39 percent. In the 2024-25 fiscal year, export earnings increased by 8.60 percent to US\$ 48.30 billion and remittance increased by 26.83 percent to US\$ 30.33 billion, creating a surplus in the current account balance. As a result, foreign exchange reserves increased to US\$ 31.77 billion and the exchange rate also stabilized to a certain extent. However, the investment and domestic savings rates in the country have declined slightly. Overall, despite global instability and internal challenges, Bangladesh's economy is moving towards restoring growth by maintaining economic stability.

Overall Activities Review:

(a) Petroleum Sector:

The organized management and uninterrupted supply of fuel oil is vital to the economic prosperity of the country. Fuel oil is the driving force of the economy which is regarded as the most prioritized sector. It has ample influence directly or indirectly in all economic sectors.

Increased energy demand is one of the indicators of development in a country. In 1972, the overall demand for fuel oil in the country was 8.48 lakh metric tons, which has gradually increased to 68.35 lakh metric tons in FY 2024-25. In the reporting year, total sales of fuel oil in the country increased by 1.09 % over the last year. In FY 2023-24, the total sale was 67.61 lakh metric tons which increased to 68.35 lakh metric tons in the reporting year. To meet the demand for fuel oil in the country 46.08 lakh metric tons of refined fuel oil and 15.11 lakh metric tons of crude oil were imported from abroad in FY 2024-25. It is to be noted here that crude oil is being refined at Eastern Refinery Limited, the only one in the country. Apart from this, during the financial year under review, the amount of petroleum products received from various government gas fields and private plants from local sources was a total of 7.07 lakh metric tons. Out of which, 1.77 lakh metric tons were from government gas fields and 5.30 lakh metric tons from private fractionation plants.

**দেশের জ্বালানি তেলের পণ্যওয়ারী বিক্রয়:**

২০২৪-২৫ অর্থবছরে দেশের জ্বালানি তেলের পণ্যওয়ারী বিক্রয় নিম্নরূপ:

পণ্যের নাম	পরিমাণ (মে.টন)	মোট বিক্রয়ের অনুপাত (%)
জেট এ-১	৫,৪৭,৮০৪	৮.০১
অকটেন	৪,১৫,৬৫৩	৬.০৮
পেট্রোল	৪,৬২,৪৭৫	৬.৭৭
কেরোসিন	৬৭,৪৭৭	০.৯৯
ডিজেল	৪৩,৫০,০৭৫	৬৩.৬৪
ফার্নেস অয়েল	৮,৭৮,০৮৮	১২.৮৫
এলডিও	২৮০	০.০১
জেবিও	৮,৮৯৭	০.১৩
লুব অয়েল	১৩,২৯৫	০.১৯
এসবিপিএস	২,০০৬	০.০৩
এমটিটি	২,০৬৫	০.০৩
এলপিগিজি	১৯,৪৭৯	০.২৮
বিটুমিন	৫৭,৯৯৬	০.৮৫
গ্রিজ	১২৫	০.০০
মেরিন ফুয়েল	৯,৬২৬	০.১৪
মোট	৬৮,৩৫,৩৪১	১০০.০০

তথ্য সূত্র: বিপিসি বাতায়ন (২০২৫-২০২৬)

দেশের জ্বালানি তেলের খাতওয়ারী ব্যবহার:

বাংলাদেশে জ্বালানি তেলের অবিকাংশই ৪ (চার)টি প্রধান সেক্টর যথা: পরিবহন, কৃষি, শিল্প ও বিদ্যুৎ খাতে ব্যবহৃত হয়।

সারাদেশে ২০২৩-২৪ ও ২০২৪-২৫ অর্থবছরের ব্যবহৃত জ্বালানি তেলের খাতওয়ারী বিবরণ নিম্নরূপ:

খাত	২০২৪-২৫ (মে. টন)		২০২৩-২৪ (মে. টন)	
	(%)	(%)	(%)	(%)
কৃষি	১০,৫৩,৩১০	১৫.৪১	১০,১৪,০১৭	১৫.০০
শিল্প	৪,০৭,০৫৫	৫.৯৬	৩,৬২,২৭০	৫.৩৬
বিদ্যুৎ	৭,৯৭,৫২৪	১১.৬৭	৯,৮০,০৩৭	১৪.৪৯
যোগাযোগ	৪৩,৩৪,২১৪	৬৩.৪১	৪১,৮৩,৫১৫	৬১.৮৮
গৃহস্থালি	৬৫,৯২৪	০.৯৬	৬১,৭২৬	০.৯১
অন্যান্য	১,৭৭,৩১৪	২.৫৯	১,৫৯,৭৫৫	২.৩৬
মোট	৬৮,৩৫,৩৪১	১০০	৬৭,৬১,৩২০	১০০

তথ্য সূত্র: বিপিসি বাতায়ন (২০২৫-২৬)

দেশে জ্বালানি তেলের বিভাগওয়ারী বিক্রয়:

২০২৩-২৪ ও ২০২৪-২৫ অর্থবছরে দেশের জ্বালানি তেলের

Product-wise Sale of Petroleum Products in the Country:

In the fiscal year 2024-25, the sales of different grades of petroleum products in the country are as follows:

Product	Quantity (in MT)	Percentage of Total Sales
Jet A-1	5,47,804	8.01
Octane	4,15,653	6.08
Petrol	4,62,475	6.77
Kerosene	67,477	0.99
Diesel	43,50,075	63.64
Furnace Oil	8,78,088	12.85
LDO	280	0.01
JBO	8,897	0.13
Lube Oil	13,295	0.19
SBPS	2,006	0.03
MTT	2,065	0.03
LPG	19,479	0.28
Bitumen	57,996	0.85
Grease	125	0.00
Marine Oil	9,626	0.14
Total	68,35,341	100.00

Source: BPC Batayan (2025-2026)

Sectoral Consumption of Petroleum Products in the Country:

Most of the petroleum products are used in four major sectors, namely transport, agriculture, industry and power, in Bangladesh.

The details of the petroleum products used in FY 2023-24 and 2024-25 are as follows:

Sector	(Qty in MT)			
	2024-25	(%)	2023-24	(%)
Agriculture	10,53,310	15.41	10,14,017	15.00
Industry	4,07,055	5.96	3,62,270	5.36
Power	7,97,524	11.67	9,80,037	14.49
Transport	43,34,214	63.41	41,83,515	61.88
Domestic	65,924	0.96	61,726	0.91
Others	1,77,314	2.59	1,59,755	2.36
Total	68,35,341	100.00	67,61,320	100.00

Source: BPC Batayan (2025-2026)

Division-wise Petroleum Products Consumption in the Country:

In the FY 2023-24 and FY 2024-25, division-wise sales

বিভাগগোষ্ঠার বিক্রয় নিম্নরূপ:

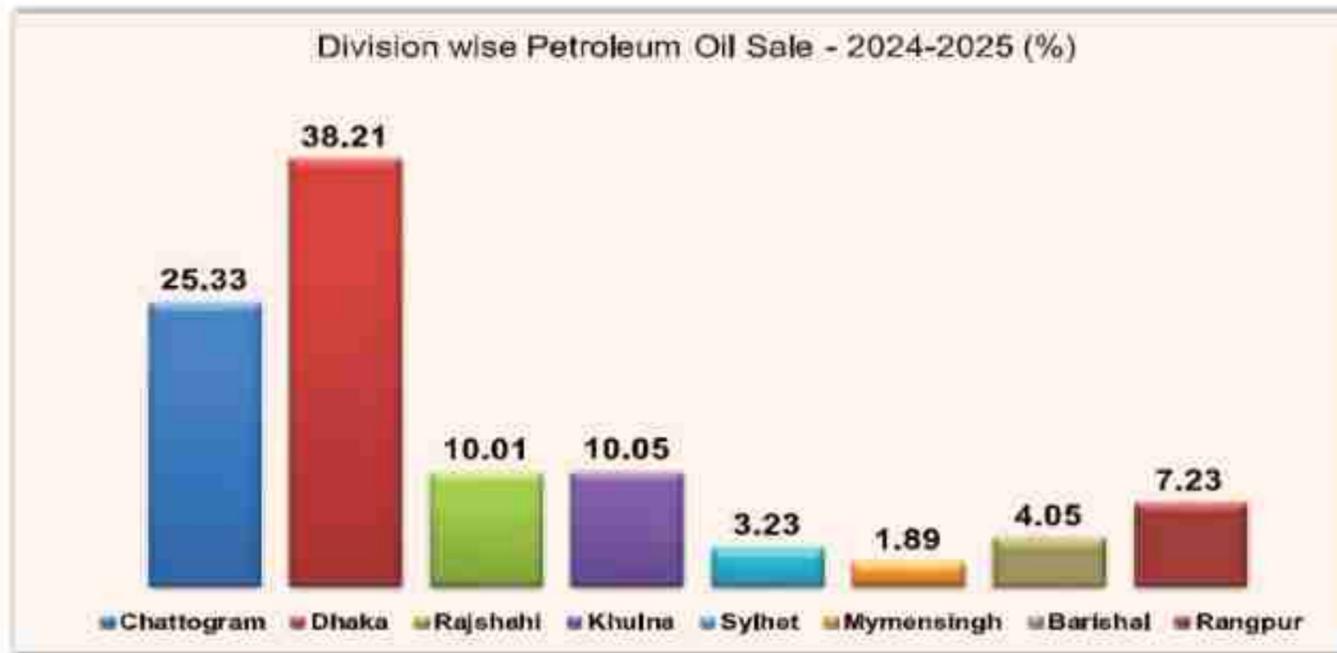
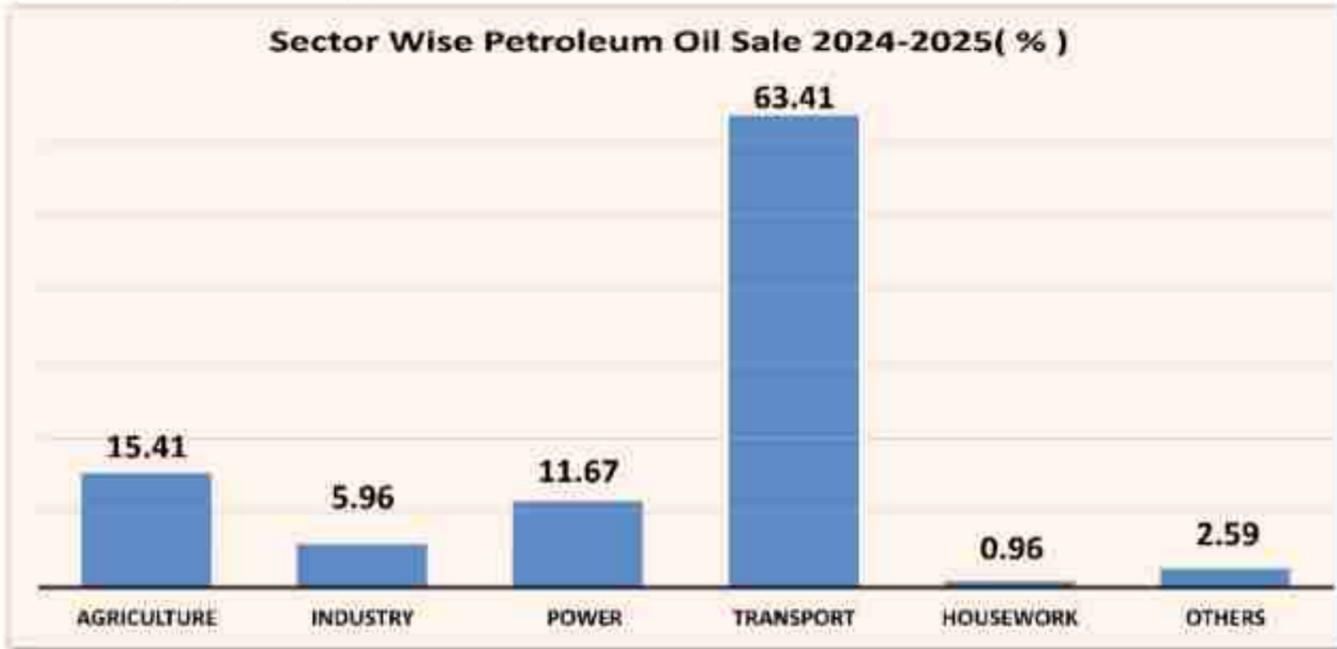
বিভাগ	২০২৪-২৫ (মে. টন)	(%)	২০২৩-২৪ (মে. টন)	(%)
চট্টগ্রাম	১৭,৩১,৭১১	২৫.৩৩	১৭,৮৬,৩৮৯	২৬.৪২
সিলেট	২,২০,৯৩১	৩.২৩	২,৩৮,৯৬৪	৩.৫৩
ঢাকা	২৬,১২,০৫৪	৩৮.২১	২৩,৩৮,৬৭৩	৩৪.৫৯
ময়মনসিংহ	১,২৮,৭২৬	১.৮৯	১,৯৬,৮৯৫	২.৯২
রাজশাহী	৬,৮৪,৩৫৬	১০.০১	৭,৩৯,৭৪৭	১০.৯৪
রংপুর	৪,৯৪,২৮১	৭.২৩	৪,২০,৬০৮	৬.২২
খুলনা	৬,৮৬,৫৮৮	১০.০৫	৭,৫২,৫৬২	১১.১৩
বরিশাল	২,৭৬,৬৯৪	৪.০৫	২,৮৭,৪৮২	৪.২৫
মোট	৬৮,৩৫,৩৪১	১০০.০০	৬৭,৬১,৩২০	১০০.০০

তথ্য সূত্র: বিপিসি বাতায়ন (২০২৫-২০২৬)

of petroleum products in the country are as follows:

Division	2024-25	(%)	(Qty in MT)	2023-24	(%)
Chattogram	17,31,711	25.33	17,86,389	26.42	
Sylhet	2,20,931	3.23	2,38,964	3.53	
Dhaka	26,12,054	38.21	23,38,673	34.59	
Mymensingh	1,28,726	1.89	1,96,895	2.92	
Rajshah	6,84,356	10.01	7,39,747	10.94	
Rangpur	4,94,281	7.23	4,20,608	6.22	
Khulna	6,86,588	10.05	7,52,562	11.13	
Barishal	2,76,694	4.05	2,87,482	4.25	
Total	68,35,341	100.00	67,61,320	26.42	

Source: BPC Batayan (2025-2026)



বিপণন কোম্পানিসমূহের বিক্রয় ও বাজার অংশীদারিত্ব:

২০২৪-২৫ অর্থবছরে বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন-এর নিয়ন্ত্রণাধীন দেশের তিনটি জ্বালানি তেল বিপণন কোম্পানির বিক্রয় ও

Sale and Market Share of Oil Marketing Companies:

The details of the sales and market share of three major oil marketing companies under Bangladesh Petroleum

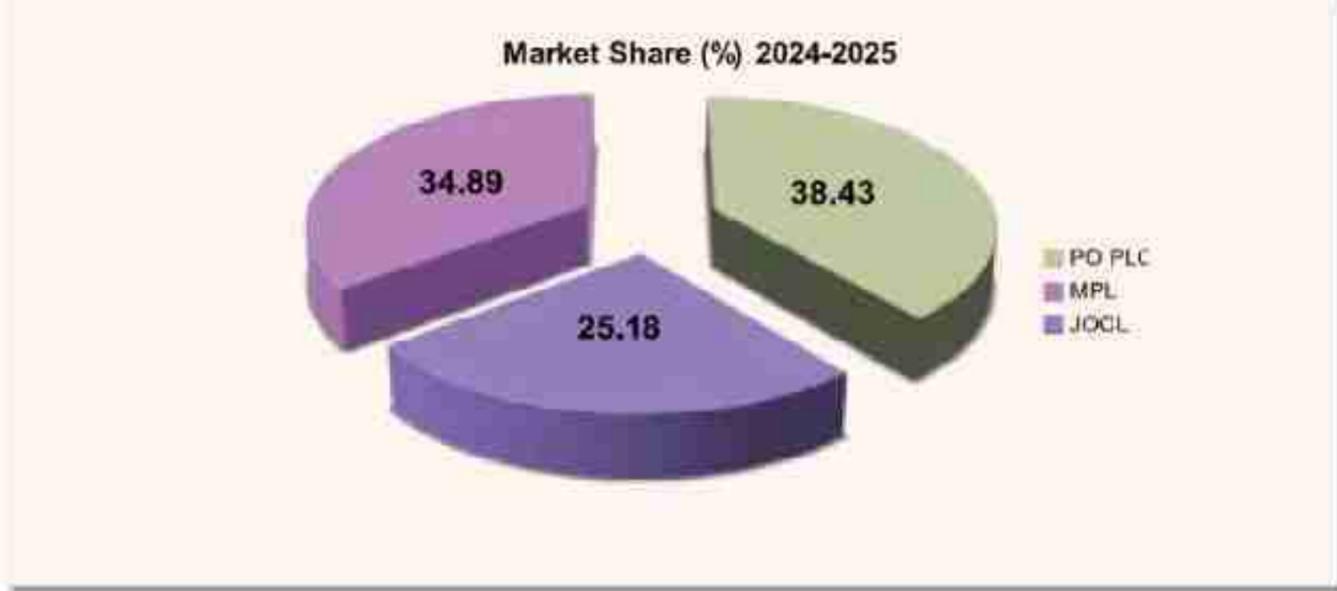


বাজার অংশীদারিত্বের বিবরণ নিম্নরূপ:

কোম্পানির নাম	মোট বিক্রয় (লক্ষ মে. টন)	বাজার অংশীদারিত্ব (%)	অবস্থান
পদ্মা অয়েল পিএলসি.	২৬.২৭	৩৮.৪৩	১ম
মেঘনা পেট্রোলিয়াম লিমিটেড	২৩.৮৫	৩৪.৮৯	২য়
জমুনা অয়েল কোম্পানী লিমিটেড	১৭.২১	২৫.১৮	৩য়

Corporation are as follows for the fiscal year 2024-25:

Company's Name	Total sale (MT in lakh)	Market Share (%)	Position
Padma Oil PLC.	26.27	38.43	1st
Meghna Petroleum Ltd.	23.85	34.89	2nd
Jamuna Oil Company Ltd.	17.21	25.18	3rd



বিপণন কোম্পানিসমূহের বিপণন নেটওয়ার্ক:

বর্তমানে দেশের ৩টি জ্বালানি তেল বিপণন কোম্পানির বিপণন নেটওয়ার্কে ২,৩২৯টি ফিলিং স্টেশন, ২,৬৪৩টি এজেন্ট/ডিস্ট্রিবিউটর, ৬৬৭টি প্যাকড পয়েন্ট ডিলার, ২,৭৪৭টি এলপি গ্যাসের ডিলার, ১৩৯টি মেরিন ডিলার ও ১৭টি বাংকার ডিলার রয়েছে। এ ছাড়া, স্ট্যান্ডার্ড এশিয়াটিক অয়েল কোম্পানি লিমিটেড-এর ৩৬৪টি এলপি গ্যাস ডিলার রয়েছে। পদ্মা অয়েল পিএলসি.-এর বিপণন নেটওয়ার্কে ৭২৭টি ফিলিং স্টেশন, ৮৫৭টি এজেন্ট/ডিস্ট্রিবিউটর, ২১৯টি প্যাকড পয়েন্ট ডিলার, ৭৪৫টি এলপি গ্যাসের ডিলার, ৫১টি মেরিন ডিলার ও ৭টি বাংকার ডিলার রয়েছে।

(খ) দেশের অ্যাগ্রোকেমিক্যালস সেক্টর:

বাংলাদেশের অর্থনীতির মূল ভিত্তি এখনও কৃষিভিত্তিক এবং কৃষি উৎপাদন বৃদ্ধির কোনো বিকল্প নেই। আর এ উৎপাদন বৃদ্ধির জন্য আধুনিক কৃষি উপকরণ যেমন: উন্নত জাতের বীজ ও সারের পাশাপাশি বালাইনাশকের ব্যবহারও অপরিহার্য। দেশের ক্রমবর্ধমান জনসংখ্যার খাদ্যের চাহিদা পূরণের পূর্বশর্ত হচ্ছে কৃষির আধুনিকায়নের পাশাপাশি বালাইনাশকের নিরবচ্ছিন্ন সরবরাহ। এ লক্ষ্যে পদ্মা অয়েল পিএলসি.সহ দেশীয় এবং বহুজাতিক মিলে ৪৫০টিরও অধিক কোম্পানি বিভিন্ন ধরনের বালাইনাশক পণ্য দেশের বাজারে বিপণন করে আসছে, যা কৃষি ফসল উৎপাদন ও সংরক্ষণে গুরুত্বপূর্ণ অবদান রেখে চলেছে।

বর্তমানে কোম্পানির বাজারজাতকৃত অ্যাগ্রোকেমিক্যালস পণ্যের সংখ্যা ৪৮টি। এর মধ্যে কোম্পানির নামে নিবন্ধনকৃত পণ্যের সংখ্যা ২০টি এবং অবশিষ্ট পণ্যসমূহ বিভিন্ন বহুজাতিক কোম্পানি যথা: বিএসএফ বাংলাদেশ লিমিটেড, হেকেম বাংলাদেশ লিমিটেড এবং রাইসকো

Marketing Network of Petroleum Oil Marketing Companies:

At present, there are 2,329 filling stations, 2,643 agents/distributors, 667 packed point dealers, 2,747 LPG dealers, 139 marine dealers and 17 bunker dealers in the marketing network of 3 (Three) oil marketing companies in the country. Besides, Standard Asiatic Oil Company Limited has 364 LPG dealers. Padma Oil PLC. has 727 filling stations, 857 agents/distributors, 219 packed point dealers, 745 LPG dealers, 51 marine dealers and 7 bunker dealers in its marketing network.

(b) Agrochemicals Sector of the Country:

The bedrock of Bangladesh economy is still agro-based and there is no alternative to increasing agricultural production. It is essential to use modern agricultural inputs such as high-breed seeds and fertilizer as well as pesticides to increase the production level. To meet the food demand of the country's growing needs, modernization of agriculture along with uninterrupted pesticide supply is a pre-requisite. To this end, more than 450 domestic and multi-national companies including Padma Oil PLC. have been marketing various types of pesticide products across the country which are contributing significantly to the production and preservation of crops.

At present, the Company has marketed 48 agrochemical products. Of these, 20 products are registered in the name of the Company and the remaining products are from various multinational companies such as BASF



বাংলাদেশ লিমিটেডের নামে নিবন্ধনকৃত। বেশ কয়েকটি গবেষণায় দেখা গেছে যে, অ্যাগ্রোকেমিক্যালস পণ্যের ব্যবহারে কৃষি পণ্যের উৎপাদন ও উৎপাদন ক্ষমতা বৃদ্ধিতে উল্লেখযোগ্য অবদান রাখে।

কোম্পানির কার্যক্রম:

কোম্পানির মূল কার্যক্রম হলো জ্বালানি তেল, লুব্রিকেন্টস ও গ্রিজ, বিটুমিন ও এলপিগিজ সংগ্রহ, মজুদ, বাজারজাতকরণ ও বিপণন। তার সাথে কোম্পানি কৃষি কীটনাশক পণ্য প্যাকেজিং ও বিপণন করে। ফলে কোম্পানির ব্যবসার দু'টি উল্লেখযোগ্য অংশ রয়েছে (ক) জ্বালানি তেল ও (খ) অ্যাগ্রোকেমিক্যালস পণ্য।

কোম্পানির ব্যবসায়িক ফলাফল: ২০২৪-২৫

(ক) জ্বালানি তেল:

আলোচ্য অর্থবছরে জ্বালানি তেলের বিক্রয়ের পরিমাণ ২৬.২৭ লক্ষ মে. টন, যা গত অর্থবছরে ছিল ২৫.৯৩ লক্ষ মে. টন। ২০২৪-২৫ অর্থবছরে কোম্পানির পেট্রোলিয়াম পণ্যের মোট বিক্রয়ের পরিমাণ গত অর্থবছরের তুলনায় ১.৩১% বৃদ্ধি পেয়েছে। আলোচ্য অর্থবছরে গত অর্থবছরের তুলনায় পেট্রোলিয়াম পণ্যের মধ্যে অকটেন ৯.৫০%, এভিয়েশন ফ্যুয়েল ১.২৬%, এমএস ১০.৬১%, কেরোসিন ০.৭০%, ডিজেল ৪.৯৭%, এলপিগিজ ৬০.৩১% এবং বিটুমিন ৪৭.৯৪% বৃদ্ধি পেয়েছে। অন্যদিকে এলডিও ১৪.০২%, ফার্নেস অয়েল ১৯.০৪%, মেরিন ফ্যুয়েল ৮০.১৬%, জুট ব্যাচিং অয়েল (জেবিও) ১৩.২৩%, এম.টি.টি ৪৫.০১%, এসবিপি ৫৯.০৪% এবং লুব/গ্রিজ ১৯.৬৩% হ্রাস পেয়েছে।

(খ) কৃষি কীটনাশক পণ্য:

আলোচ্য অর্থবছরে কোম্পানির অ্যাগ্রোকেমিক্যালস পণ্যের বিক্রয়ের পরিমাণ ৩,২৯৮ মে. টন, যা গত অর্থবছরে ছিল ২,৮০৭ মে. টন। এ অর্থবছরে কোম্পানির অ্যাগ্রোকেমিক্যালস পণ্যের বিক্রয়ের পরিমাণ গত অর্থবছরের তুলনায় ৪৯১ মে. টন অর্থাৎ ১৭.৪৯% বৃদ্ধি পেয়েছে।

কোম্পানির বিতরণ নেটওয়ার্ক:

পদ্মা অয়েল পিএলসি.-এর দেশব্যাপী একটি শক্তিশালী বিপণন নেটওয়ার্ক রয়েছে। ৩০শে জুন ২০২৫ খ্রি. পর্যন্ত জ্বালানি পণ্য বিপণনে দেশের বিভিন্ন গুরুত্বপূর্ণ স্থানে বিভিন্ন পর্যায়ে কোম্পানির মোট ২,৬০৬টি ডিস্ট্রিবিউটর আছে, যা নিম্নরূপ:

বিভাগের নাম	ফিলিং স্টেশন	এজেন্ট/অ্যাজেন্সি/ডিস্ট্রিবিউটর	প্যাকড পয়েন্ট ডিলার	এলপিগিজ ডিলার	মেরিন ডিলার	বাহ্যিক ডিলার	সহসরিত্ব গ্রাহক
চট্টগ্রাম	১১৩	২১৩	৬৭	৩৪৫	৩০	৭	বাংলাদেশ সেনা, নৌ ও বিমান বাহিনী, কোস্টগার্ড, বাংলাদেশ জেলাপুলিশ, বিপিনভিবি, সড়ক ও জনস্বাস্থ্য, এলপিগিজ, সল কারখানা, জিএম ও বোলা বন্দর কর্তৃক এবং বিভিন্ন কলকারখানা।
সিলেট	৫৭	৫৫	৫২	৪৯	০	০	
ঢাকা	১৭১	১২৪	১৬	৯	১৩	০	
ময়মনসিংহ	২৮	২০	৪	০	০	০	
বরিশাল	২০	৪৫	২৪	৩২	৬	০	
খুলনা	৯৮	১৬৩	১৯	১২৫	২	০	
রাজশাহী	১১২	১৪০	২০	১৫৩	০	০	
রংপুর	১২৮	৯৭	১৭	৩২	০	০	
সর্বমোট	৭২৭	৮৫৭	২১৯	৭৪৫	৫১	৭	

Bangladesh Limited, Haychem Bangladesh Limited and Riceco Bangladesh Limited. Several research studies shown that the use of pesticide products contributes significantly to increasing productivity of agricultural products.

Company's Activities:

The Company's principal activities are procurement, storage and marketing of petroleum products, lubricating & greases, bitumen and LPG. In addition, the Company has been engaged in the marketing of agrochemical products. Thus, the Company's business has two reportable segments (a) Petroleum and (b) Agrochemicals.

Company's Business Performance (2024-25):

(a) Petroleum Products:

The Company's total sales volume of petroleum products was 26.27 lakh metric tons in the reporting year as against 25.93 lakh metric tons in the last year. The Company's fuel oil sales increased by 1.31% in FY 2024-25 over the last year. In the corresponding year, among the petroleum products, sales of Octane increased by 9.50 %, Aviation fuel by 1.26% MS by 10.61%, Kerosene by 0.70%, Diesel by 4.97%, LPG by 60.31 and Bitumen by 47.94%. On the other hand, in the reporting year, LDO decreased by 14.02%, Furnace oil by 19.04%, Marine fuel by 80.16%, Jute Batching Oil (JBO) by 13.23%, MTT by 45.01%, SBP by 59.04 and Lub /Greece by 19.63%.

(b) Agrochemicals Products:

During the year under review, the Company's agrochemical sales stood at 3,298 metric tons as against 2,807 metric tons in the last year. The sales of the Company's agrochemical products increased by 491 metric tons or 17.49% in the year under review compared to the previous fiscal year.

Company's Distribution Network:

Padma Oil PLC. has a strong marketing network across the country. The Company has 2,606 distributors at different levels of key locations in the country as of 30.06.2025. The list of distributors are as follows:

Name of the Division	Filing Station	Agent/ Agency/ Distributor	Packed Point Dealer	LPG Dealer	Marine Dealer	Banker Dealer	Direct Customer
Chattogram	113	213	67	345	30	7	Bangladesh Army, Navy and Air Force, Coastguard, BD, Railway, SPDE, Roads & Highway, LGED, Fertilizer factory- Chattogram, Mongla port and various industries.
Sylhet	57	55	52	49	0	0	
Dhaka	171	124	16	9	13	0	
Mymensingh	28	20	4	0	0	0	
Barisal	20	45	24	32	6	0	
Khulna	98	163	19	125	2	0	
Rajshah	112	140	20	153	0	0	
Rangpur	128	97	17	32	0	0	
Total	727	857	219	745	51	7	



অন্যদিকে, অ্যাগ্রোকেমিক্যালস পণ্য বিপণনে সারাদেশে কোম্পানির ৪০০টি লাইসেন্সপ্রাপ্ত অ্যাগ্রোকেমিক্যালস ডিস্ট্রিবিউটর নিয়োজিত আছে এবং প্রায় ১০,০০০টি লাইসেন্সপ্রাপ্ত বিক্রেতাদের মাধ্যমে কৃষকদের দ্বারপ্রান্তে পণ্য সরবরাহ করা হয়।

কোম্পানির ডিপো নেটওয়ার্ক:

বর্তমানে কোম্পানির পরিচালন কার্যক্রম সম্পাদনের জন্য প্রধান স্থাপনাসহ দেশব্যাপী ২২টি ডিপো রয়েছে। তন্মধ্যে ১টি প্রধান স্থাপনা, ৯টি রিভারাইন ডিপো, ৭টি রেল হেড ডিপো, ৪টি এভিয়েশন ডিপো, ১টি কুমিল্লা অটোমেটেড পেট্রোলিয়াম ডিপো এবং ব্রাহ্মণবাড়িয়াতে গ্যাস ফিল্ড হতে সরাসরি পাইপলাইনের মাধ্যমে জ্বালানি তেল গ্রহণের জন্য ১টি ডিপো। কোম্পানি এককভাবে দেশের ৩ (তিন)টি আন্তর্জাতিক বিমানবন্দরে (হযরত শাহজালাল আন্তর্জাতিক বিমানবন্দর, ঢাকা; হযরত শাহ আমানত আন্তর্জাতিক বিমানবন্দর, চট্টগ্রাম ও ওসমানী আন্তর্জাতিক বিমানবন্দর, সিলেট) দেশি-বিদেশি উড়োজাহাজে এভিয়েশন ফ্যুয়েল জেট এ-১ সরবরাহ করে। এ ছাড়া কোম্পানি কর্তৃক কক্সবাজার বিমানবন্দর এভিয়েশন ডিপোর মালিকানা ও পরিচালনার দায়িত্ব গ্রহণ করা হয়েছে এবং গত ০৩/০৯/২০২৩ তারিখ হতে উড়োজাহাজে রিফুয়েলিং কার্যক্রম শুরু হয়েছে। এ ছাড়া, কোম্পানি দেশব্যাপী ১২টি অ্যাগ্রোকেমিক্যালস ডিপোর মাধ্যমে অ্যাগ্রোকেমিক্যালস পণ্যের বিপণন কার্যক্রম পরিচালনা করে থাকে।

কোম্পানির জ্বালানি তেলের মজুদ ক্ষমতা:

ন্যাশনাল এনার্জি পলিসি-২০০৪ অনুযায়ী দেশের জন্য ৬০ দিনের জ্বালানি তেলের মজুদ রাখার বাধ্যবাধকতা রয়েছে যাকে কৌশলগত মজুদ বলা হয়। কৌশলগত মজুদ নিশ্চিতকরণে বিপিসি ও এর অঙ্গ-প্রতিষ্ঠানসমূহ বিভিন্ন পদক্ষেপ গ্রহণ করেছে। উল্লেখ্য বর্তমানে দেশে বিপিসি-এর আওতাধীন অঙ্গ প্রতিষ্ঠানসমূহের সম্মিলিতভাবে জ্বালানি তেলের মজুদ ক্ষমতা প্রায় ১৩.৪১ লক্ষ মেট্রিক টন।

দেশে জ্বালানি নিরাপত্তা নিশ্চিতকল্পে বিপিসি কর্তৃক (১) “ইনস্টলেশন অব সিঙ্গেল পয়েন্ট মুরিং (SPM) উইথ ডাবল পাইপলাইন”, (২) “India-Bangladesh Friendship Pipeline (IBFPL)” ও (৩) “জেট এ-১ পাইপলাইন ফ্রম পিতলগঞ্জ (নিয়ার কান্ধন ব্রিজ) টু কুমিল্লা এভিয়েশন ডিপো (কেএডি) ইনক্লুডিং পাম্পিং ফ্যাসিলিটিজ” শীর্ষক প্রকল্পসমূহ বাস্তবায়নাধীন রয়েছে। প্রকল্পসমূহ বাস্তবায়িত হলে জ্বালানি তেলের মজুদ ক্ষমতা প্রায় ২.৩৮ লক্ষ মেট্রিক টন বৃদ্ধি পাবে।

বিপিসি'র আওতাধীন অঙ্গ প্রতিষ্ঠানসমূহের জ্বালানি তেলের মোট মজুদ ক্ষমতার মধ্যে ইআরএল-এর ৫.০০ লক্ষ মে. টন, পদ্মা অয়েল পিএলসি.-এর ৩.০৮ লক্ষ মে. টন, মেঘনা পেট্রোলিয়াম লিমিটেডের ২.৪৬ লক্ষ মে. টন এবং যমুনা অয়েল কোম্পানী লিমিটেডের ২.২৭ লক্ষ মে. টন জ্বালানি তেলের মজুদ ক্ষমতা রয়েছে। ৩০শে জুন ২০২৫ পর্যন্ত পদ্মা অয়েল পিএলসি.-এর প্রধান স্থাপনা ও বিভিন্ন ডিপোর জ্বালানি তেলের মজুদ ক্ষমতা নিম্নরূপ:

On the other hand, the Company employs 400 licensed agrochemical distributors across the country and supplies products to farmers through about 10,000 licensed vendors.

Company's Depot Network:

To undertake the Company's operational activities currently there are 22 depots across the country including the Main Installation. Among those, there is a Main Installation, 9(nine) Riverine depots, 6(six) Rail-head depots, 4 (four) Aviation depots, one cumilla automated petroleum depot and another depot for receiving fuel oil directly through the pipeline from Brahmanbaria Gas Field. The Company solely supplies aviation fuel Jet A-1 to domestic and overseas aircraft at three international airports (Hazrat Shahjalal International Airport, Dhaka, Hazrat Shah Amanat International Airport, Chattogram and Osmani International Airport, Sylhet). The Company has also taken over the ownership and responsibility of management of Cox's Bazar aviation depot and the refueling operations of aircraft has started from 03/09/2023 at Cox's Bazar Airport. Besides, the Company operates its marketing activities of agrochemical products through 12 depots across the country.

Company's Storage Capacity:

National Energy Policy-2004 has an imperative to keep 60 days of fuel oil reserve for the country which is called strategic reserve. To this end, BPC and its subsidiary companies have undertaken various initiatives to ensure the aforesaid strategic reserve. It is worth mentioning that the present fuel oil storage capacity is about 13.41 lakh metric tons.

To ensure fuel security, the following projects are being implemented, namely; (1) 'Installation of Single Point Mooring (SPM) with double pipeline' (2) 'India-Bangladesh Friendship Pipeline (IBFPL)' and (3) 'Jet A-1 pipeline from Pitolganj (near Kanchan Bridge) to Kurmitola Aviation Depot (KAD) including pumping facilities'. If the projects are implemented the fuel oil storage capacity will increase 2.38 lakh metric tons.

The total fuel oil storage capacity of the subsidiaries under BPC includes ERL's 5.00 lakh metric tons, Padma Oil PLC's 3.08 lakh metric tons, Meghna Petroleum Limited's 2.46 lakh metric tons and Jamuna Oil Company Limited's 2.27 lakh metric tons. The storage capacity of fuel oil at the Main Installation and various depots of the Company as on 30 June 2025 is as follows:



ডিপোর নাম	ধারণক্ষমতা (মে.টন)	Depot Name	Storage Capacity (Qty in MT)
প্রধান স্থাপনা, চট্টগ্রাম	১,৫৩,৯৬৬	Main Installation, Chattogram	1,53,966
গোদনাইল ডিপো, নারায়ণগঞ্জ	৩১,১৭০	Godenail Depot, Narayanganj	31,170
দৌলতপুর ডিপো, খুলনা	২৬,০১৮	Daulatpur Depot, Khulna	26,018
মোংলা অয়েল ইন্সটলেশন, মোংলা	৩১,৭৯৫	Mongla Oil Installation, Mongla	31,795
বাঘাবাড়ি ডিপো, সিরাজগঞ্জ	২২,১৪৫	Baghabari Depot, Sirajgonj	22,145
চাঁদপুর ডিপো, চাঁদপুর	৪,৩৩৮	Chandpur Depot, Chandpur	4,338
কুমিল্লা	৬,০০০	Cumilla	6000
আশুগঞ্জ ডিপো, ব্রাহ্মণবাড়িয়া	২,৭৭০	Ashuganj Depot, Brahmanbaria	2,770
ব্রাহ্মণবাড়িয়া ডিপো	২,৯৮৬	Brahmanbaria Depot	2,986
ভৈরববাজার ডিপো	৬৪১	Bhairab Bazar Depot	641
সিলেট ডিপো	২,৯৪৩	Sylhet Depot	2,943
শ্রীমঙ্গল ডিপো	১,১৯৫	Srimangal Depot	1,195
পার্বতীপুর ডিপো	৫,৪৬১	Parbatipur Depot	5,461
রংপুর ডিপো	৯৮৫	Rangpur Depot	985
নাটোর ডিপো	৯৮৩	Natore Depot	983
রাজশাহী ডিপো সরাসরি রেলওয়ে ওয়াগন থেকে সরবরাহ করা হয়।		Rajshahi Depot Supply directly from Railway Wagon	
বরিশাল বার্জ ডিপো, বরিশাল	৬৭৮	Barishal Barge Depot, Barishal	678
ঝালকাঠি ডিপো	২,৯৩৬	Jhalakati Depot	2,936
কুমিল্লা এভিয়েশন ডিপো	৮,৪৭৯	Kumilla Aviation Depot	8,479
ওসমানী আন্তর্জাতিক বিমানবন্দর ডিপো	১,০২৬	Osmani International Airport Depot	1,026
শাহ-আমানত আন্তর্জাতিক বিমানবন্দর ডিপো	৯৯৬	Shah Amanat International Airport Depot	996
কক্সবাজার বিমানবন্দর ডিপো	৮৯	Cox's Bazar Airport Depot	89
সর্বমোট	৩,০৭,৬০০	Total	3,07,600

আর্থিক ফলাফল (২০২৪-২৫ অর্থবছর):

পরিচালকমন্ডলী ৩০ জুন, ২০২৫ তারিখে সমাপ্ত অর্থবছরের আর্থিক চিত্রের বর্ণনা নিম্নে প্রদান করছে:

বিবরণ	(কোটি টাকায়)		
	২০২৪-২৫	২০২৩-২৪	(হ্রাস)/বৃদ্ধি (%)
পেট্রোলিয়াম পণ্যে মোট আয়	৩১৯.৫২	৩২১.১৫	(০.৫১)
পেট্রোলিয়াম পণ্যে নিট আয়	৩০৭.৩৩	৩০৫.২২	০.৬৯
পরিচালন খরচ	(২৩৮.৭১)	(২৪২.৯৯)	(১.৭৬)
পেট্রোলিয়াম খাতে পরিচালন মুনাফা	৬৮.৬২	৬২.২৩	১০.২৭
অন্যান্য পরিচালন আয়	৬৩.৯১	৮৩.৫৬	(২৩.৫২)
অ্যাগ্রোকেমিক্যালস ব্যবসায় পরিচালন মুনাফা/(ক্ষতি)	০.৫৩	০.১০	৪৩০.০০
মোট পরিচালন মুনাফা	১৩৩.০৭	১৪৫.৮৯	(৮.৭৯)
অপরিচালন আয়	৬০৭.৯৮	৩৯১.৯৫	৫৫.১২
ডব্লিউপিপিএফ ও করপূর্ব মুনাফা	৭৪১.০৪	৫৩৭.৮৪	৩৭.৭৮
ডব্লিউপিপিএফ-এ দেয়	(৩৭.০৫)	(২৬.৮৯)	৩৭.৭৮
করপূর্ব মুনাফা	৭০৩.৯৯	৫১০.৯৫	৩৭.৭৮
আয়কর বরাদ্দ	(১৪১.১১)	(১০২.৩৬)	৩৭.৮৬
করোত্তর মুনাফা	৫৬২.৮৮	৪০৮.৫৯	৩৭.৭৬
মোট কমপ্রিহেনসিভ আয়	৫৬২.৮৮	৪০৮.৫৯	৩৭.৭৬

আর্থিক পর্যালোচনা:

নিম্নে ২০২৪-২৫ অর্থবছরে কোম্পানির আর্থিক ফলাফলের উপর একটি পর্যালোচনা বিবৃত হলো:

পেট্রোলিয়াম পণ্যে গ্রস আয়:

২০২৪-২৫ অর্থবছরে পেট্রোলিয়াম পণ্যে গ্রস আয় ৩১৯.৫২ কোটি টাকা, যা ২০২৩-২৪ অর্থবছরের ৩২১.১৫ কোটি টাকার তুলনায় ০.৫১% কম।

Financial Result (FY 2024-25):

The Directors take immense pleasure in reporting the following financial results of the Company for the year ended 30 June 2025:

Particulars	Taka in crore		
	2024-2025	2023-24	(decrease)/increase (%)
Gross profit on petroleum products	319.52	321.15	(0.51)
Net profit on petroleum products	307.33	305.22	0.69
Operating expenses	(238.71)	(242.99)	(1.76)
Operating Profit on petroleum	68.62	62.23	10.27
Other operating income	63.91	83.56	(23.52)
Operating profit/(Loss) on Agrochemicals trading	0.53	0.10	430.00
Total operating profit	133.07	145.89	(8.79)
Non-operating income	607.98	391.95	55.12
Profit before WPPF & Income Tax	741.04	537.84	37.78
Contribution to WPPF	(37.05)	(26.89)	37.78
Profit before Income tax	703.99	510.95	37.78
Provision for Income Tax	(141.11)	(102.36)	37.86
Net profit after Tax	562.88	408.59	37.76
Total comprehensive Income	562.88	408.59	37.76

Financial Review:

A financial review of the Company's financial results in FY 2024-25 is described below:

Gross Earnings on Petroleum Products:

In the financial year 2024-25, Gross Earnings on petroleum products stood at taka 319.52 crore with a declining of 0.51% compared with taka 321.15 crore of the previous year.

**পেট্রোলিয়াম পণ্যে নিট আয়:**

২০২৩-২৪ অর্থবছরে কোম্পানির পেট্রোলিয়াম পণ্য বিপণনে নিট আয় ছিল ৩০৫.২২ কোটি টাকা, যা ২০২৪-২৫ অর্থবছরে হয়েছে ৩০৭.৩৩ কোটি টাকা। বৃদ্ধির হার ০.৬৯%।

অ্যাগ্রোকেমিক্যালস ব্যবসায় পরিচালন মুনাফা:

আলোচ্য অর্থবছরে কোম্পানির অ্যাগ্রোকেমিক্যালস ব্যবসায় পরিচালন মুনাফা হয়েছে ৫৩ লক্ষ টাকা, যা গত অর্থবছরে ছিল ১০ লক্ষ টাকা। আলোচ্য অর্থবছরে গত অর্থবছরের তুলনায় এ খাতে পরিচালন মুনাফা ৪৩০% বৃদ্ধি পেয়েছে। অ্যাগ্রোকেমিক্যালস ব্যবসা আরও লাভজনক করার লক্ষ্যে বিভিন্ন পদক্ষেপ গ্রহণ করা হয়েছে।

মোট পরিচালন খরচ:

আলোচ্য অর্থবছরে মোট পরিচালন খরচ হয়েছে ২৩৮.৭১ কোটি টাকা, যা গত অর্থবছরে ছিল ২৪২.৯৯ কোটি টাকা। পরিচালন খরচের হ্রাসের হার ১.৭৬%।

মোট পরিচালন মুনাফা:

আলোচ্য অর্থবছরে মোট পরিচালন মুনাফা হয় ১৩৩.০৭ কোটি টাকা, যা গত অর্থবছরে ছিল ১৪৫.৮৯ কোটি টাকা। পরিচালন মুনাফার হ্রাসের হার ৮.৭৯%।

অপরিচালন আয়:

অপরিচালন খাতে ২০২৪-২৫ অর্থবছরে কোম্পানির আয় ছিল ৬০৭.৯৮ কোটি টাকা, যা গত অর্থবছরের ৩৯১.৯৫ কোটি টাকার তুলনায় ৫৫.১২% বেশি।

Net Earnings on Petroleum Products:

The Company's Net Earnings on petroleum products was Taka 307.33 crore in FY 2024-25 which was Taka 305.22 crore in the previous fiscal year, registering an increase rate of 0.69%.

Operating Profit on Agrochemicals Trading:

During this reporting fiscal year, the Company made an operating profit of Taka 53 lakh in the agrochemicals business which was Taka 10.00 lakh in the last fiscal year. Operating profit in this category increased by 430% compared with the last fiscal year. Different initiatives have been taken to make the agrochemicals business profitable.

Total Operating Expenses:

Total operating expenses were Taka 238.71 crore in the reported year as against Taka 242.99 crore in the last year. Declining rate of operating expenses is 1.76%.

Total Operating Profit:

During this reporting year, the total operating profit was Taka 133.07 crore as against Taka 145.89 crore in the last fiscal year, showing a declining of 8.79%.

Non-operating Income:

Non-operating income was Taka 607.98 crore in FY 2024-25 which is 55.12% higher than Taka 391.95 crore of the last year.

Profit Before Income Tax (Taka in Crore)**করপূর্ব নিট মুনাফা:**

করপূর্ব নিট মুনাফা গত অর্থবছরের ৫১০.৯৫ কোটি টাকা থেকে ৩৭.৭৮% বৃদ্ধি পেয়ে আলোচ্য অর্থবছরে দাঁড়ায় ৭০৩.৯৯ কোটি টাকা।

Net Profit before Income Tax:

Net Profit before Income Tax increased by 37.78% to Taka 703.99 crore in FY 2024-25 from Taka 510.95 crore in the previous fiscal year.

**করোত্তর নিট মুনাফা:**

২০২৪-২৫ অর্থবছরে করোত্তর নিট মুনাফা গত অর্থবছরের ৪০৮.৫৯ কোটি টাকা থেকে ৩৭.৭৬% বৃদ্ধি পেয়ে দাঁড়িয়েছে ৫৬২.৮৮ কোটি টাকা।

রিটার্নস:**(১) রিটার্নস অন অ্যাসেট:**

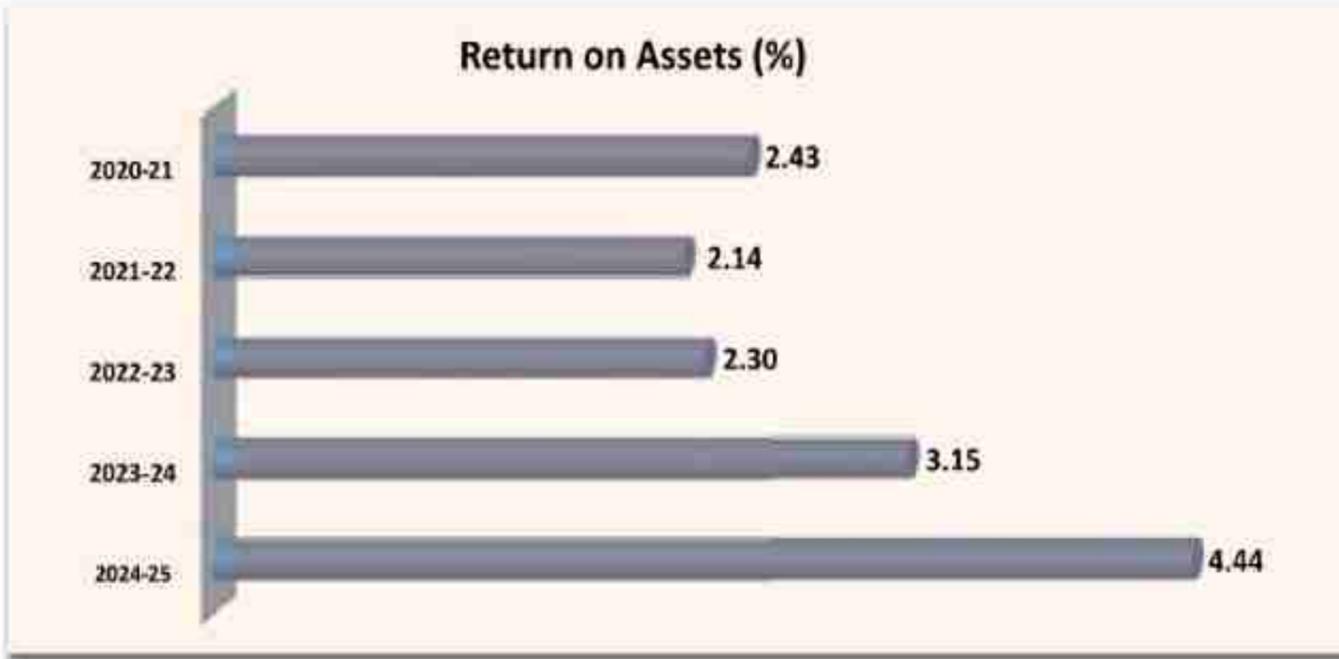
আলোচ্য অর্থবছরে রিটার্ন অন অ্যাসেট ছিল ৪.৪৪%, যা গত অর্থবছরে ছিল ৩.১৫%।

Net Profit after Tax:

Net Profit after tax increased to Taka 562.88 crore in FY 2024-25 from Taka 408.59 crore in the preceding year registering an increase of 37.76 percent.

Returns:**(i) Returns On Assets:**

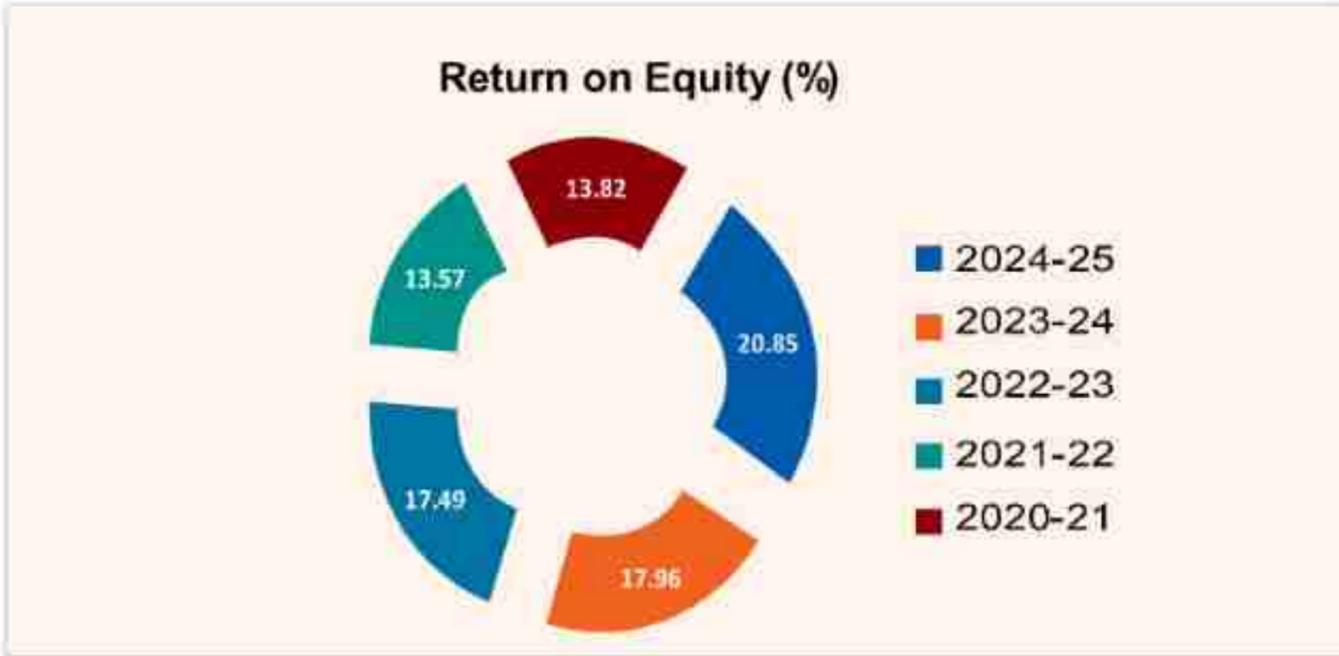
Return on Assets stood at 4.44% in FY 2024-25 which was 3.15% in the last year.

**(২) রিটার্নস অন ইকুয়িটি:**

এ অর্থবছরে রিটার্ন অন ইকুয়িটি ছিল ২০.৮৫%, যা গত অর্থবছরে ছিল ১৭.৯৬%।

(ii) Returns On Equity:

Return on Equity was 20.85% during the year which was 17.96% in the last year.

**শেয়ার প্রতি আয়:**

৩০শে জুন, ২০২৫ খ্রিষ্টাব্দে কোম্পানির শেয়ার প্রতি আয় হয়েছে ৫৭.৩০ টাকা, যা গত ৩০শে জুন ২০২৪ খ্রিষ্টাব্দে ছিল ৪১.৫৯ টাকা।

Earnings per Share (EPS):

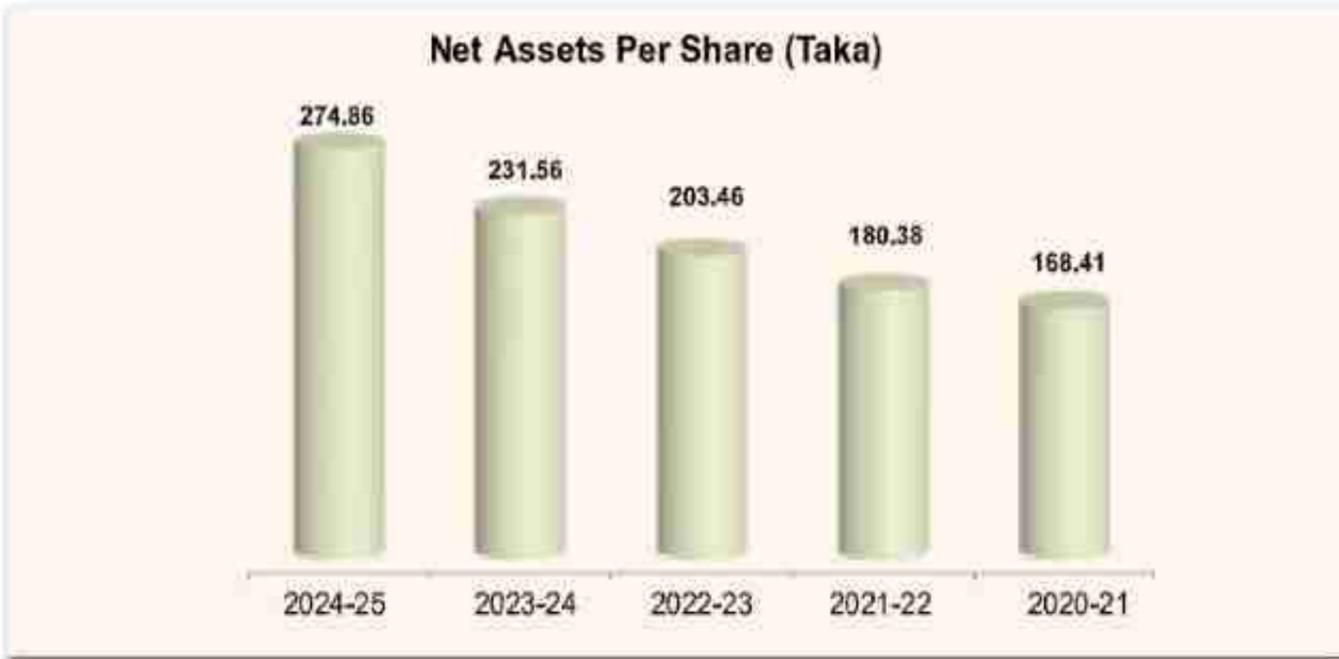
EPS stood at Taka 57.30 as of 30 June 2025, which was Taka 41.59 in the last year.

**শেয়ার প্রতি নিট সম্পত্তি মূল্য:**

৩০ জুন ২০২৫ খ্রি. তারিখে সমাপ্ত অর্থবছরের কোম্পানির শেয়ার প্রতি নিট সম্পত্তির মূল্য দাঁড়ায় ২৭৪.৮৬ টাকা, যা গত অর্থবছরে ছিল ২৩১.৫৬ টাকা।

Net Assets Value per Share:

Net Assets value per share was recorded at Taka 274.86 as of 30 June 2025 compared to Taka 274.86 of the previous year.

**লভ্যাংশ:**

কোম্পানির পরিচালনা পর্ষদের নিকট শেয়ারহোল্ডারদের প্রাপ্যতা সবসময় প্রধান অগ্রাধিকার হিসেবে বিবেচিত হয়। ২০২৪-২৫ অর্থবছরে শেয়ারহোল্ডারদের জন্য পর্ষদ কর্তৃক শেয়ার প্রতি নগদ ১৬০% অর্থাৎ প্রতি শেয়ারে নগদ ১৬.০০ টাকা লভ্যাংশ প্রদানের জন্য সুপারিশ করা হয়। পরিচালনা পর্ষদের সুপারিশকৃত লভ্যাংশ বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারগণ কর্তৃক অনুমোদিত হলে নগদ ১৫৭.১৭ কোটি টাকা শেয়ারহোল্ডারদের মধ্যে বন্টন করা হবে।

বিবরণ	পরিমাণ (কোটি টাকা)
বন্টনযোগ্য নিট মুনাফা	৫৬২.৮৮
পর্ষদ কর্তৃক বন্টনের সুপারিশ :	
প্রতি শেয়ারে ১৬০% হারে নগদ লভ্যাংশ	১৫৭.১৭
রিটেইন্ড আয়ে স্থানান্তর	<u>৪০৫.৭১</u>

Dividend:

Shareholders' return is always a key priority to the Board of Directors of the Company. The Board is pleased to recommend paying a 160% percent cash dividend i.e. per share Taka 16.00 to the shareholders for the FY 2024-25. The recommended dividend if approved by the shareholders at the Annual General Meeting, Taka 157.17 crore will be distributed among the shareholders as detailed below.

Particulars	Amount in Crore Taka
Net profit available for appropriation	562.88
Board's recommendation for appropriation;	
160% Cash Dividend	<u>157.17</u>
Transfer to Retained Earnings	<u>405.71</u>



শেয়ারহোল্ডার ইকুইটি:

কোম্পানির পরিচালনা পর্ষদ কোম্পানির প্রবৃদ্ধি অর্জনের পাশাপাশি শেয়ারহোল্ডারদের স্বার্থ তুলে ধরতে এবং তা সমুন্নত রাখার বিষয়ে আগ্রহী। পাশাপাশি ভবিষ্যৎ কর্ম পরিকল্পনায় বিনিয়োগের জন্য রিটেইন্ড আয় বৃদ্ধির বিষয়েও কোম্পানি প্রতিশ্রুতিবদ্ধ। ২০২৪-২৫ অর্থবছরে শেয়ারহোল্ডার ইকুইটির পরিমাণ গত অর্থবছরের ২,২৭৪.৬৫ কোটি টাকা থেকে ৪২৫.৩৬ কোটি টাকা অর্থাৎ ১৮.৭০% বৃদ্ধি পেয়ে দাঁড়ায় ২,৭০০.০১ কোটি টাকা। আলোচ্য অর্থবছরে কোম্পানির পরিশোধিত মূলধন ছিল ৯৮.২৩ কোটি টাকা। শেয়ারহোল্ডার তহবিলের এ শক্ত অবস্থান কোম্পানির ভবিষ্যৎ ব্যবসা সম্প্রসারণে সহায়তা করবে।

ত্রৈমাসিক আর্থিক বিবরণী ও নিরীক্ষিত বার্ষিক আর্থিক বিবরণীর ফলাফলের মধ্যে উল্লেখযোগ্য পার্থক্য:

আলোচ্য অর্থবছরে ত্রৈমাসিক আর্থিক বিবরণী ও নিরীক্ষিত বার্ষিক আর্থিক বিবরণীর ফলাফলের মধ্যে উল্লেখযোগ্য কোনো পার্থক্য ছিল না।

Shareholders' Equity:

The Board is keen to promote and uphold the interests of the shareholders along with the growth of the Company. The Company is also committed to increasing its retained money as it has got few other investment plans for the future. The shareholders' Equity increased by Taka 425.36 crore or 18.70% to Taka 2700.01 crore in FY 2024-25 from Taka 2274.65 crore of 2023-24. The Paid-up capital of Padma Oil PLC. was Taka 98.23 crore in the reporting year. The strong position in the Shareholders' fund will enable the Company to expand its business in the future.

Significant Variance in the Quarterly and Audited Annual Financial Statements:

There was no significant variance between quarterly performance and overall annual performance.



**সংশ্লিষ্ট পক্ষের লেনদেন:**

আলোচ্য অর্থবছরে কোম্পানি সংশ্লিষ্ট পক্ষের সাথে স্বাভাবিক ব্যবসায়িক কার্যক্রম হিসেবে কিছু লেনদেন পরিচালনা করেছে, যা আইএএস-২৪ ধারার সাথে সংগতিপূর্ণ। ৩০শে জুন ২০২৫ তারিখ পর্যন্ত সংশ্লিষ্ট পক্ষের লেনদেনের বিষয়ে একটি বিশদ বিবরণ হিসাব বিবরণীর নোট নং-৩৬ এ প্রদর্শিত হলো।

শেয়ারহোল্ডারদের সুরক্ষা:

ব্যবস্থাপনা কর্তৃপক্ষের দক্ষ পরিচালনার ফলে কোম্পানির মাইনরিটি শেয়ারহোল্ডারগণের স্বার্থ অপব্যবহার হওয়া থেকে সুরক্ষিত থাকে। কোম্পানি সকল ধরনের শেয়ারহোল্ডারদের প্রতি ন্যায্য ও সমান আচরণ করে। পরিচালনা পর্ষদের মধ্যে সকলের জন্য এমন একটি সংস্কৃতি গড়ে উঠেছে যেখানে একজন মাইনরিটি শেয়ারহোল্ডার কোম্পানির সাধারণ সভায় যেকোনো প্রস্তাব পেশ করতে পারেন। যেসব তথ্য ব্যবস্থাপনা কর্তৃপক্ষ শেয়ারহোল্ডারগণের নিকট প্রকাশ করার জন্য দায়বদ্ধ এবং শেয়ারহোল্ডারগণের নিকট প্রকাশ করা উচিত সে সম্পর্কিত যেকোনো বিষয় এবং তথ্যের বিষয়ে মাইনরিটি শেয়ারহোল্ডারগণ জানতে পারে। মাইনরিটি শেয়ারহোল্ডারগণের যৌক্তিক স্বার্থ নিশ্চিত করার লক্ষ্যে এ সমস্ত কার্যক্রম গ্রহণ করা হয়েছে।

শেয়ারহোল্ডারদের মর্যাদা এবং বাজার দরের তথ্য:

পদ্মা অয়েল পিএলসি, শেয়ারহোল্ডারদের সর্বোচ্চ রিটার্ন প্রদানে প্রতিশ্রুতিবদ্ধ। শেয়ারহোল্ডারদের যৌক্তিক হারে লভ্যাংশ প্রদানের মাধ্যমে কোম্পানি শেয়ার বিনিয়োগে উৎসাহিত করে। আলোচ্য অর্থবছরের শেয়ার ট্রেডিংয়ের শেষ দিনে ঢাকা স্টক এক্সচেঞ্জে প্রচারিত পদ্মা অয়েল পিএলসি.-এর শেয়ারের বাজার দর ছিল ১৮২.৯০ টাকা, গত অর্থবছরে শেয়ার ট্রেডিংয়ের শেষ দিনে যা ছিল ১৮৭.৪০ টাকা। ৩০শে জুন, ২০২৫ খ্রিষ্টাব্দে কোম্পানির বাজার মূলধনের পরিমাণ দাঁড়িয়েছে ১,৭৯৬.৬৮ কোটি টাকা, যা ৩০শে জুন, ২০২৪ খ্রিষ্টাব্দে ছিল ১,৮৪১.৮৬ কোটি টাকা।

পর্ষদ সভা ও পরিচালকমণ্ডলীর সম্মানী:

পরিচালনা পর্ষদ তাঁদের দায়িত্ব পালনের জন্য নিয়মিতভাবে পর্ষদ সভা করে থাকে। ২০২৪-২৫ অর্থবছরে পর্ষদ সভার সংখ্যা, পরিচালকমণ্ডলীর সভায় উপস্থিতির সংখ্যা এবং তাঁদের সম্মানী প্রদানের প্রতিবেদন সংযুক্ত ১-এ প্রদর্শিত হলো।

শেয়ারহোল্ডিং প্যাটার্ন:

কোম্পানির শেয়ারহোল্ডিং প্যাটার্ন সংযুক্ত-২-এ প্রদর্শিত হলো।

বিগত ৫ (পাঁচ) বছরের পরিচালন ও আর্থিক বিষয়ে তথ্য:

বিগত ৫ (পাঁচ) বছরের কোম্পানির পরিচালন ও আর্থিক বিষয়ের মূল তথ্যসমূহ সংযুক্তি-৩-এ প্রদর্শিত হলো।

Related Party Transactions:

During the year, the Company carried out several transactions with related parties in the normal course of business in accordance with the provisions of IAS-24. Detail of related parties' transactions as of 30.06.2025 has been disclosed under Note No.-36 of the financial statements.

Protection of Shareholders:

The minority shareholders' interest in the Company has always been protected through the efficient handling of management. The Company is fully committed to fair and equal treatment for all its shareholders. A culture of equal treatment for all has been developed across the board where a minority shareholder can also propose any item in the agenda for the general meeting. The minority shareholders have access to any information relating to matters for which the management is accountable and should disclose to the shareholders. All these activities are taken to ensure the lawful interest of minority shareholders.

Shareholders' Value and Market Price Information:

The Padma Oil PLC. remains fully committed to the delivery of higher shareholders' value. The Company encourages to invest in the shares of the Company by offering dividends at reasonable rates to shareholders. The Board of Directors has recommended paying cash dividends to the honorable shareholders at the rate of 160% this year. The reported Market price of shares of Padma Oil PLC. in Dhaka Stock Exchange PLC. was Taka 182.90 at the close of the last trading day on 30.06.2025 which was Taka 187.40 at the close of the last trading day of the last fiscal year. Market capitalization stood at Taka 1,796.68 crore as on 30 June 2025 which was Taka 1,841.86 crore on 30 June 2024.

Board Meeting & Honorarium of the Directors:

The Board meets on a regular basis to discharge its responsibilities. The number of Board Meetings held in FY 2024-25 and the attendance & honorarium remuneration of each director are shown in Annexure 1.

Shareholding Pattern:

The shareholding pattern is annexed in Annexure 2.

Key Operating & Financial Data of preceding 5 years:

Key operating & financial data for the preceding 5 years is attached in Annexure-3.

**বহিঃনিরীক্ষকদের 'Qualified Opinion' ও 'Emphasis of Matters' এর বিষয়ে ব্যাখ্যা:**

বহিঃনিরীক্ষকদের 'Qualified Opinion' ও 'Emphasis of Matters' এর বিষয়ে ব্যাখ্যা সংযুক্তি-৪-এ প্রদত্ত হলো।

সিইও ও সিএফও এর ঘোষণা:

বিএসইসি'র কর্পোরেট গভর্নেন্স কোড-এর শর্ত নং ৩(৩) অনুসারে পরিচালনা পর্ষদের নিকট কোম্পানির প্রধান নির্বাহী কর্মকর্তা (সিইও) ও ব্যবস্থাপনা পরিচালক এবং প্রধান হিসাব কর্মকর্তা (সিএফও)-এর ঘোষণা সংযুক্তি-'এ'-তে সংযুক্ত করা হলো।

কর্পোরেট গভর্নেন্স:

কর্পোরেট গভর্নেন্সের মূলনীতি হলো স্বচ্ছতা, গ্রহণযোগ্যতা ও ন্যায়-নীতির সাথে দায়িত্ব পালন। পদ্মা অয়েল পিএলসি.-এর নিকট কর্পোরেট গভর্নেন্স হচ্ছে দক্ষতা, স্বচ্ছতা এবং পেশাদারিত্বের মাধ্যমে শেয়ারহোল্ডারদের উচ্চ হারে মূল্য প্রদান; সমাজ ও রাষ্ট্রের প্রতি দায়বদ্ধতা এবং পরিবেশের প্রতি সংবেদনশীলতা। কর্পোরেট ম্যানেজমেন্টের দায়িত্ব হচ্ছে উত্তম চর্চার সাথে দায়িত্ব পালন করে শেয়ারহোল্ডার ভ্যালু বৃদ্ধি করা। স্টক এক্সচেঞ্জের তালিকাভুক্ত কোম্পানিগুলোর জন্য বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্পোরেট গভর্নেন্সের বিষয়ে শর্তাবলি (বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/ অ্যাডমিন/৮০ তারিখ ০৩ জুন, ২০১৮) জারি করা হয়েছে। কোম্পানি বিএসইসি'র কর্পোরেট গভর্নেন্সের শর্তাবলি, ঢাকা স্টক এক্সচেঞ্জ পিএলসি. ও চট্টগ্রাম স্টক এক্সচেঞ্জ পিএলসি.-এর লিস্টিং রেগুলেশন এবং অন্যান্য নিয়ন্ত্রক সংস্থাসমূহের আইন ও বিধিসমূহ পরিপূর্ণভাবে প্রতিপালন করে। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্তৃক জারিকৃত কর্পোরেট গভর্নেন্স কোড-২০১৮-এর শর্তসমূহের প্রতিপালনের বিষয়ে প্রফেশনাল অ্যাকাউন্ট্যান্ট কর্তৃক প্রদত্ত সনদ এবং প্রতিপালনের বিবরণ এ প্রতিবেদনের সংযুক্তি 'বি' ও 'সি' তে উপস্থাপন করা হলো।

ম্যানেজমেন্ট ডিসকাশন অ্যান্ড অ্যানালাইসিস:

কোম্পানির পরিচালন এবং সার্বিক বিপণন ও আর্থিক অবস্থা নিয়ে ব্যবস্থাপনা পরিচালক স্বাক্ষরিত 'ম্যানেজমেন্ট ডিসকাশন অ্যান্ড অ্যানালাইসিস' এ প্রতিবেদনের সংযুক্তি 'ডি'-এ উপস্থাপন করা হলো।

পরিচালনা পর্ষদ:

নয়জন পরিচালকমণ্ডলীর সমন্বয়ে কোম্পানির একটি দক্ষ ও অত্যন্ত সক্রিয় পরিচালনা পর্ষদ রয়েছে। নয়জনের মধ্যে দুইজন স্বতন্ত্র পরিচালক, একজন বিপিসি বাদে অবশিষ্ট শেয়ারহোল্ডারদের মধ্য থেকে নির্বাচিত শেয়ারহোল্ডার পরিচালক এবং বাকি ৬ জন বিপিসি/মন্ত্রণালয় কর্তৃক মনোনীত পরিচালক। উল্লেখ্য কোম্পানির পরিশোধিত মূলধনের মধ্যে

Explanations on 'Qualified Opinion' and 'Emphasis of Matters':

The explanations on 'Qualified Opinions' and 'Emphasis of Matters' by statutory auditors are disclosed in Annexure-4.

Declaration by the CEO & the CFO:

Declaration by the CEO and the CFO to the Board as required under condition No.3 (3) of the Corporate Governance Code issued by BSEC has been attached in Annexure- A.

Corporate Governance:

The core principles of corporate governance are transparency, accountability and responsibilities with fair principles. To Padma Oil PLC., corporate governance means increasing the shareholders' value by being efficient, transparent and professional; accountable to the government and society, and responsive to the environmental issues. Maximizing value for shareholders through performance with the best practices is the responsibility of corporate management. Bangladesh Securities & Exchange Commission has issued the conditions regarding Corporate Governance (Notification No. BSEC/CMRRCD/2006-158/207/admin /80 dated 03-06-2018) for the companies listed with Stock Exchanges. The Company has adequately complied with all the conditions of the Corporate Governance Code of BSEC, listing regulations of DSE and CSE and rules & regulations of other regulatory bodies. The certificate provided by the professional accountant and the status of compliance with the conditions of the Corporate Governance Code-2018 issued by the Bangladesh Securities and Exchange Commission are attached in Annexures 'B' and 'C' of this Directors' Report.

Management Discussion & Analysis:

A Management discussion and analysis signed by the Managing Director regarding the Company's operation and overall marketing and financial position of the Company has been attached in Annexure- 'D'.

Board of Directors:

The company belongs a very active Board of Directors comprised of nine members. Among them two directors are independent directors and one is a Shareholders nominated director and the rest of the six directors are nominated by BPC and the ministry. It is mentionable here that out of the Company's paid-up capital 50.35 percent belongs to BPC and the remaining 49.65



৫০.৩৫ শতাংশ বিপিসি'র এবং বাকি ৪৯.৬৫ শতাংশ প্রাতিষ্ঠানিক ও সাধারণ বিনিয়োগকারীদের। পরিচালনা পর্ষদ ব্যবসায়িক এবং প্রশাসনিক ব্যবস্থাপনার সংশ্লিষ্ট ক্ষেত্রে উচ্চ শিক্ষাগত এবং পেশাগত যোগ্যতা সম্পন্ন ব্যক্তিদের সমন্বয়ে গঠিত। নিয়মিত পর্ষদ সভা অনুষ্ঠিত হওয়ার কারণে কোম্পানির সুষ্ঠু পরিচালনা এবং দৈনন্দিন কার্যাবলি সম্পাদনে গতিশীলতা বৃদ্ধি পায় এবং সেবার মান নিশ্চিত করতে সহায়তা করে। কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক পর্ষদ অনুমোদিত নীতি, ম্যানুয়েল এবং সীমার মধ্যে কোম্পানির কার্যাবলি পরিচালিত হয়ে থাকে। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নির্দেশনানুযায়ী পরিচালনা পর্ষদের একটি অডিট কমিটি ও একটি নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি (এনআরসি) রয়েছে।

অডিট কমিটি:

অডিট কমিটি পর্ষদ মনোনীত চারজন পরিচালকের সমন্বয়ে গঠিত এবং বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নির্দেশাবলির আলোকে পর্ষদ অনুমোদিত নীতিমালার ভিত্তিতে কার্যাবলি পরিচালনা করে থাকে। অডিট কমিটির উদ্দেশ্য হলো সঠিক এবং পর্যাপ্ত অভ্যন্তরীণ নিয়ন্ত্রণের মাধ্যমে কোম্পানির পরিচালন নিশ্চিত করা। কমিটি কোম্পানির আর্থিক বিবরণীসমূহ পর্যালোচনা ও সুপারিশ প্রণয়ন করে।

নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি (এনআরসি):

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্তৃক জারিকৃত কর্পোরেট গভর্নেন্স কোড-২০১৮ অনুসারে পর্ষদের একটি নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি (এনআরসি) গঠিত হয়েছে। পর্ষদ কর্তৃক মনোনয়নের মাধ্যমে চারজন পর্ষদ সদস্যের সমন্বয়ে পদ্মা অয়েল পিএলসি.-এর এনআরসি গঠিত হয়েছে। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্তৃক জারিকৃত কর্পোরেট গভর্নেন্স কোড' ২০১৮-এর আলোকে পর্ষদ অনুমোদিত নীতিমালা অনুসরণে এনআরসি-এর কার্য পরিচালিত হচ্ছে।

পর্ষদ চেয়ারম্যান, সিইও, সিএফও, সিএস ও এইচআইএসি:

কোম্পানির পরিচালনা পর্ষদের চেয়ারম্যান, ব্যবস্থাপনা পরিচালক তথা প্রধান নির্বাহী কর্মকর্তা, চিফ ফিন্যান্সিয়াল অফিসার (সিএফও), কোম্পানি সচিব ও হেড অব ইন্টারন্যাশনাল অডিট অ্যান্ড কমপ্লায়েন্স (এইচআইএসি) পদে ভিন্ন ভিন্ন ব্যক্তি দায়িত্বে নিয়োজিত আছেন।

জাতীয় তহবিলে অবদান:

পদ্মা অয়েল পিএলসি. জাতীয় তহবিলে গুরুত্বপূর্ণ অবদান রাখছে। কর আইন অনুযায়ী বিভিন্ন পরিশোধিত অর্থ হতে উৎসে আয়কর, ভ্যাট এবং অন্যান্য লেভি কর্তনপূর্বক জাতীয় কোষাগারে জমা প্রদান করে আসছে। পাশাপাশি কোম্পানি নিজস্ব আয়ের উপর আয়কর প্রদান করে থাকে। ২০২৪-২৫ অর্থবছরে কোম্পানি কর্তৃক জাতীয় তহবিলে মোট

percent to institutional and general investors. The Board of Directors is comprised of members with high educational and professional track record in the relevant fields of business and administrative management. Regular board meetings increase the dynamism in the smooth running and execution of daily activities of the Company and help ensure the quality of services. The Company's Management operates the Company's activities in accordance to the policies, manuals and limits approved by the Board. Board Meetings are taking place regularly. As per the direction of the Bangladesh Securities & Exchange Commission, the Board has one Audit Committee and one Nomination & Remuneration Committee (NRC).

Audit Committee:

The Audit Committee comprises of four members of the Board nominated by the Board of Directors and operates according to the charter of the committee approved by the Board based on the Bangladesh Securities & Exchange Commission's Corporate Governance Code. The objective of the committee is to ensure the Company's operation through proper and adequate internal control. The Committee reviews the financial statements of the Company and makes recommendations.

Nomination and Remuneration Committee (NRC):

As per Bangladesh Securities & Exchange Commission's Corporate Governance Code-2018, the Board has formed the NRC. The NRC of Padma Oil PLC. comprises of four Board members nominated by the Board of Directors. NRC operates according to the charter of the Committee approved by the Board based on the Bangladesh Securities & Exchange Commission's Corporate Governance Code.

Chairman of the Board, CEO, CFO, CS & HIAC:

The Chairman of the Board, Managing Director cum CEO, Chief Financial Officer (CFO), Company Secretary (CS) and Head of Internal Audit & Compliance (HIAC) of the Company are different personalities.

Contribution to the National Exchequer:

Padma Oil PLC. has contributed significantly to the National Exchequer. As per law, the Company deducts taxes and VAT at sources and other levies from the various payments and services and deposits the same to the government exchequer. Besides, the Company also pays tax on its earnings. Total payment to the



অর্থ প্রদান নিম্নরূপ:

বিবরণ	(কোটি টাকা)		
	পিও পিএলসি	বিপিসি'র পক্ষে	সর্বমোট
আয়কর	১৮২.২৭	১২৬.৮২	৩০৯.০৯
ভ্যাট	১৮৪.৮৪	৩,০৯০.৭৪	৩,২৭৫.৫৮
কাস্টমস ডিউটি	-	৬৩৪.০৮	৬৩৪.০৮
আইডিএসসি	-	০.০০২৬	০.০০২৬
পোর্ট ডিউস	১০.৪৮	-----	১০.৪৮
সর্বমোট	৩৭৭.৫৯	৩,৮৫১.৬৪	৪,২২৯.২৩

পরিচালকমন্ডলীর আবর্তন:

কোম্পানি আইন, ১৯৯৪ এবং কোম্পানির পরিচালন বিধি অনুযায়ী প্রতি বার্ষিক সাধারণ সভায় পরিচালকমন্ডলীর এক-তৃতীয়াংশ সদস্য পালক্রমে অবসর গ্রহণ করেন এবং অবসর গ্রহণকারী পরিচালকগণ পুনঃমনোনয়নযোগ্য। আসন্ন বার্ষিক সাধারণ সভায় পরিচালনা পর্ষদ থেকে চেয়ারম্যান জনাব এ কে এম জাফর উল্লা খান ও পরিচালক জনাব মোঃ রইস উদ্দিন ভূঁইয়া শাহীন অবসর গ্রহণ করবেন। তাঁরা উভয়েই পুনঃমনোনয়নযোগ্য এবং বিপিসি কর্তৃক আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদন সাপেক্ষে তাঁদেরকে পুনঃমনোনয়ন প্রদান করা হয়েছে।

স্বতন্ত্র পরিচালক:

বিএসইসি'র কর্পোরেট গভর্নেন্স কোডের নির্দেশনা অনুসারে কোম্পানির পরিচালনা পর্ষদে দুইজন স্বতন্ত্র পরিচালক আছেন। জনাব গাজীউদ্দিন মোহাম্মদ মুনীর ও জনাব মাহবুবা পান্না বর্তমানে কোম্পানির পরিচালনা পর্ষদে স্বতন্ত্র পরিচালক হিসেবে নিয়োজিত আছেন। জনাব গাজীউদ্দিন মোহাম্মদ মুনীর ও জনাব মাহবুবা পান্নাকে বিএসইসি-এর সম্মতিতে যথাক্রমে গত ১৯ জুন ২০২৫ তারিখে অনুষ্ঠিত কোম্পানির পরিচালনা পর্ষদের ৫৪২তম পর্ষদ সভা ও ২৭ জানুয়ারি ২০২৫ তারিখে অনুষ্ঠিত কোম্পানির পরিচালনা পর্ষদের ৫৩৩তম পর্ষদ সভায় পর্ষদ কর্তৃক নিয়োগ প্রদান করা হয়। বিএসইসি কর্তৃক ইস্যুকৃত কর্পোরেট গভর্নেন্স কোড-২০১৮-এর সংশ্লিষ্ট শর্ত অনুসারে তাঁদের নিয়োগের বিষয়ে শেয়ারহোল্ডারদের অনুমোদনের জন্য আসন্ন বার্ষিক সাধারণ সভায় প্রস্তাব উপস্থাপন করা হবে।

নিরীক্ষক নিয়োগ:

৫৫তম বার্ষিক সাধারণ সভায় মেসার্স এম. এম রহমান অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস এবং মেসার্স মাহমুদ সবুজ অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস কোম্পানির ২০২৪-২৫ অর্থবছরের জন্য বিধিবদ্ধ যুগ্ম বহিঃনিরীক্ষক হিসেবে শেয়ারহোল্ডারগণ কর্তৃক নিয়োগপ্রাপ্ত হয়। কোম্পানি আইন, ১৯৯৪ অনুসারে উভয় প্রতিষ্ঠান এই বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবে। তন্মধ্যে মেসার্স মাহমুদ সবুজ অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস কোম্পানি আইন, ১৯৯৪ অনুসারে ২০২৫-২৬ অর্থবছরের নিরীক্ষা কাজের জন্য পুনঃমনোনয়নযোগ্য এবং তারা ইতোমধ্যে ২০২৫-২৬ নিরীক্ষা কাজের নিমিত্ত নিয়োগপ্রাপ্ত হওয়ার

government exchequer during FY 2024-25 is as follows:

Particulars	(Taka in Crore)		
	PO PLC	On behalf of BPC	Total
Income Tax	182.27	126.82	309.09
VAT	184.84	3,090.74	3,275.58
Customs Duty	-	634.08	634.08
IDSC	-	0.0026	0.0026
Port dues	10.48	-----	10.48
Total	377.59	3,851.64	4,229.23

Rotation of the Board of Directors:

By the Companies Act 1994 and Articles of Association of the Company one-third of the members of the Board of Directors retire by rotation at every Annual General Meeting and retiring directors are eligible for re-nomination. Chairman of the Board of Directors Mr. A K M Zafar Ullah Khan and Director Mr. Md. Rais Uddin Bhuiya Shaheen, will be retired from the Board in the upcoming Annual General Meeting. Both of them are eligible for re-appointment and have already been re-nominated by BPC subject to the approval of the shareholders at the forthcoming Annual General Meeting.

Independent Director:

As per the guidelines of BSEC's Corporate Governance Code, the Board of Directors of the Company consists of two independent Directors. Mr. Gaziuddin Muhammad Munir and Mrs. Mahbooba Panna are currently engaged as independent director on the board of directors of the company. Mr. Gaziuddin Muhammad Munir and Mrs. Mahbooba Panna were appointed by the Board of Directors of the company in the 542nd Board meeting held on 19 June 2025 and the 533rd Board meeting held on 27 January 2025 respectively with the consent of BSEC. As per the relevant provisions of the Corporate Governance Code-2018 issued by BSEC, a proposed will be placed to the shareholders for approval of their appointment in the upcoming AGM.

Appointment of Auditors:

At the 55th Annual General Meeting M/s. M. M Rahman & Co., Chartered Accountants and M/s. Mahamud Sabuj & Co., Chartered Accountants were appointed as statutory external joint auditors of the Company for the FY 2024-25. According to the Companies Act, 1994, both firms will retire at this Annual General Meeting. Among them, M/s. Mahamud Sabuj & Co., Chartered Accountants are eligible for re-appointment for auditing in FY 2025-26 according to the Companies Act, 1994. They have already expressed their interest for re-appointment. On the other hand, M/s. M. M Rahman



জন্য ইচ্ছা প্রকাশ করেছে। অন্যদিকে, মেসার্স এম. এম রহমান অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস পর পর ৩ বছর নিরীক্ষা কাজ সম্পন্ন করায় বাংলাদেশ সিকিউরিটিজ অ্যান্ড একচেঞ্জ কমিশনের সংশ্লিষ্ট নোটিফিকেশন অনুসারে ২০২৫-২৬ অর্থবছরে বিধিবদ্ধ নিরীক্ষক হিসেবে পুনঃমনোনয়নযোগ্য নয়। তৎপ্রেক্ষিতে কোম্পানির সংখ্যাগরিষ্ঠ শেয়ারের মালিক হিসেবে বিপিসি কর্তৃক ২০২৫-২৬ অর্থবছরে বিধিবদ্ধ নিরীক্ষক হিসেবে মেসার্স মাহমুদ সবুজ অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস ও মেসার্স হোদা ভাসী চৌধুরী অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টসকে নিয়োগ প্রদানের জন্য প্রস্তাব করা হয় এবং কোম্পানির পরিচালনা পর্ষদ কর্তৃক আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদন সাপেক্ষে নিয়োগ প্রদান করা হয়। এতদবিষয়ে বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদনের জন্য প্রস্তাব পেশ করা হবে।

কর্পোরেট গভর্নেন্স প্রতিপালনের বিষয়ে কমপ্লায়েন্স অডিটর নিয়োগ:

বিএসইসি'র নির্দেশনা অনুযায়ী ৩০শে জুন ২০২৬ খ্রিষ্টাব্দে সমাপ্য বছরের জন্য বিএসইসি কর্তৃক জারিকৃত কর্পোরেট গভর্নেন্স কোড-২০১৮ প্রতিপালনের বিষয়ে কমপ্লায়েন্স অডিটর হিসেবে নিয়োগের নিমিত্ত পরিচালনা পর্ষদ কর্তৃক বসু ব্যানার্জি নাথ অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টসকে আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদনের জন্য মনোনয়ন প্রদান করা হয়। এতদবিষয়ে বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদনের জন্য প্রস্তাব পেশ করা হবে।

প্রকাশনা এবং শেয়ারহোল্ডারদের সাথে যোগাযোগ:

কোম্পানি সংবিধিবদ্ধ প্রতিবেদন অর্থাৎ ত্রৈমাসিক, ষান্মাসিক এবং বার্ষিক হিসাব বিবরণীসমূহ বিভিন্ন নিয়ন্ত্রক সংস্থা ও সম্মানিত শেয়ারহোল্ডারদের জন্য সময়মতো প্রকাশনা ও তা পেশ করার উপর সর্বোচ্চ অগ্রাধিকার প্রদান করে থাকে, যাতে কোম্পানির সার্বিক কার্যক্রমের স্বচ্ছ ধারণা পাওয়া যায়। পর্ষদ সবসময় বাংলাদেশ সিকিউরিটিজ অ্যান্ড একচেঞ্জ কমিশনের বিধিসমূহ পর্যালোচনা করে এবং তা প্রতিপালনের জন্য ব্যবস্থাপনা কর্তৃপক্ষকে নির্দেশনা প্রদান করে থাকে। কোম্পানির শেয়ার মূল্যের উপর প্রভাব বিস্তার করতে পারে এমন সকল মূল্য সংবেদনশীল তথ্য এবং সকল আর্থিক বিবরণীসমূহ জাতীয় দৈনিক পত্রিকাসমূহ, অনলাইন নিউজ পোর্টাল এবং কোম্পানির ওয়েবসাইটে প্রকাশনার মাধ্যমে তা শেয়ারহোল্ডারদের নিকট পৌঁছে দেওয়া হয়। বার্ষিক সাধারণ সভাও শেয়ারহোল্ডারগণের সাথে যোগাযোগের একটা ভালো সুযোগ সৃষ্টি করে।

মানব সম্পদ ব্যবস্থাপনা:

পদ্মা অয়েল পিএলসি. এ বিষয়ে পুরোপুরি অবগত আছে যে, কোম্পানির প্রবৃদ্ধি এবং সাফল্যের মূল চালিকা শক্তি হচ্ছে দক্ষ ও অভিজ্ঞতাসম্পন্ন মানব সম্পদ। উচ্চ প্রতিভাসম্পন্ন, ত্যাগী ও দক্ষ জনশক্তি প্রতিযোগিতামূলক বাজারে বিশাল সুবিধা হিসেবে কাজ করে এবং এ কোম্পানি সেই গুরুত্বপূর্ণ বিষয়টি পুরোপুরি অবগত আছে।

& Co., Chartered Accountants are not eligible for the FY 2025-26 as a statutory auditor according to the relevant notification issued by BSEC as they have conducted audit in the company for 3 consecutive years. Thus, as an owner of the majority shareholder of the company, Bangladesh Petroleum Corporation proposed to appoint M/s. Hoda Vasi Chowdhury & Co., Chartered Accountants and Mahamud Sabuj & Co., Chartered Accountants as the statutory external joint auditors of the Company for the FY 2025-26 and the Board of Directors of the Company approved the BPC's proposal subject to the approval of the shareholders in the upcoming AGM. A proposal will be placed at the AGM for approval by shareholders.

Appointment of Compliance Auditor for Corporate Governance:

As per the directions of BSEC, the Board of Directors has nominated Basu Banerjee Nath & Co., Chartered Accountants for the appointment as Compliance Auditor for the year ending 30th June 2026 regarding compliance with the Corporate Governance Code-2018 issued by BSEC. A proposal in this regard will be placed for the approval of the shareholders at the forthcoming Annual General Meeting.

Publication and Communication with Shareholders:

The Company gives high priority to the timely publication and submission of statutory reports i.e. quarterly, half-yearly and annual financial statements in detail enabling the regulatory bodies and existing & potential shareholders to make a fair assessment of the Company's overall performance. The Board discusses on emerging issues and gives directives to the management to ensure the compliance of Bangladesh Securities & Exchange Commission's rules & regulations regularly. All the price-sensitive information having possible impact on the share prices of the Company and all financial statements are communicated to the shareholders by publications in the national dailies, online news portal, and Company's website. The Annual General Meeting also creates an opportunity for communication with shareholders.

Human Resource Management:

Padma Oil PLC. is fully aware of the fact that its significant growth and success is an outcome of the contributions and commitment of the Company's experienced and skilled human resources. The high caliber, dedicated and efficient people are a source of competitive advantage for the business and the Company is fully focused on the important aspect.



দক্ষ জনশক্তি গড়ে তোলার লক্ষ্যে কোম্পানি কর্মকর্তা ও শ্রমিক-কর্মচারীদের ব্যক্তিগত দক্ষতা বৃদ্ধি এবং প্রতিষ্ঠানের পেশাগত চাহিদা পূরণের জন্য তাদের প্রশিক্ষণের ব্যবস্থা করে থাকে। অফিস এবং অফিসের বাইরে বিভিন্ন প্রশিক্ষণ কোর্সের মাধ্যমে কোম্পানি কর্মকর্তা ও শ্রমিক-কর্মচারীদের ক্রমাগত উন্নয়ন এবং শিক্ষার সুযোগ করে দিচ্ছে। ৩০শে জুন ২০২৫ তারিখ পর্যন্ত সারাদেশে কোম্পানির মোট ২২১ জন কর্মকর্তা ও ৫৮৯ জন শ্রমিক-কর্মচারী কোম্পানির কর্মকাণ্ডে জড়িয়ে আছে। কোম্পানিতে বিপিসি কর্তৃক প্রণীত নিয়োগ নীতিমালা অনুসারে প্রতিযোগিতামূলক পরীক্ষার মাধ্যমে নিয়োগ প্রক্রিয়া চালু রয়েছে, যার উদ্দেশ্য হলো কোম্পানির ভবিষ্যৎ নেতৃত্বের জন্য সেরা মানব সম্পদ তৈরি করা।

স্বাস্থ্য, নিরাপত্তা ও পরিবেশ:

পদ্মা অয়েল পিএলসি, নিরাপত্তাকে সবচেয়ে বড় বিনিয়োগ হিসেবে মনে করে। স্পর্শকাতর জ্বালানি তেল পরিচালনে কোম্পানি নিরাপত্তা বিষয়টাকে বিশেষভাবে গুরুত্ব দেয়। আমরা বিশ্বাস করি সকল দুর্ঘটনা প্রতিরোধযোগ্য এবং আমাদের প্রধান লক্ষ্য হচ্ছে কোম্পানির সকল পর্যায়ে স্বাস্থ্য ও নিরাপত্তার মান বজায় রাখা। একটি নির্দিষ্ট সময়ে ইনজুরি ও বিভিন্ন ঘটনা বিশ্লেষণ করে কাজের স্থানের নিরাপত্তার বিষয়টি জানা যায়। আলোচ্য ২০২৪-২৫ অর্থবছরে কর্মক্ষেত্রে কোম্পানির কর্মকর্তা-কর্মচারীদের দুর্ঘটনায় পতিত হওয়ার কোনো ঘটনা নেই।

কর্পোরেট সামাজিক দায়বদ্ধতা:

কর্পোরেট সামাজিক দায়বদ্ধতা স্থান ও শিল্পভেদে বিভিন্ন রকম হয়। পদ্মা অয়েল পিএলসি, দেশের বৃহত্তম পেট্রোলিয়ামজাত পণ্য ও অন্যতম কৃষি কীটনাশক বিপণনকারী প্রতিষ্ঠান। একটি পাবলিক লিমিটেড কোম্পানি হিসেবে জনগণের নিকট সেবা প্রদান করা এ কোম্পানির প্রধান লক্ষ্য। এ লক্ষ্যে দেশের সকল অঞ্চলে সরকার নির্ধারিত মূল্যে নিরবচ্ছিন্ন ও সুচারুভাবে মানসম্পন্ন জ্বালানি তেল সরবরাহের মাধ্যমে এ কোম্পানি জনগণের সেবা করে যাচ্ছে। এ ছাড়া অ্যাগ্রোকেমিক্যালস পণ্য উৎপাদন ও বিপণনের মাধ্যমেও এ কোম্পানি দেশের কৃষি নির্ভর অর্থনীতিতে গুরুত্বপূর্ণ ভূমিকা পালন করে যাচ্ছে।

পেশাগত সেবা প্রদানের পাশাপাশি এ দেশের আর্থ-সামাজিক অবস্থা উন্নয়নের জন্য পদ্মা অয়েল পিএলসি, সমাজের প্রতি দায়বদ্ধ। কোম্পানি কর্তৃক ১৯৯২ সালে কোম্পানির প্রধান স্থাপনা গুপ্তখাল, পতেঙ্গা, চট্টগ্রামে 'পদ্মা অয়েল চাইল্ড কোচিং স্কুল' নামে একটি স্কুল প্রতিষ্ঠা করা হয়। ফলে ঐ এলাকার ছেলে-মেয়েরা অল্প খরচে পড়ালেখা করার সুযোগ পাচ্ছে। স্কুলটি পঞ্চম শ্রেণি পর্যন্ত চালু ছিল। স্কুলের গুণগত শিক্ষার মান এবং শ্রেণি বিভাগ বৃদ্ধিকরণের জন্য ১লা নভেম্বর ২০১৪ খ্রিষ্টাব্দে স্কুলের নাম পরিবর্তন করে 'পদ্মা অয়েল কোম্পানী মডেল স্কুল' নামকরণ করা হয় এবং ১লা জানুয়ারি ২০১৫ থেকে স্কুলটি অষ্টম শ্রেণি পর্যন্ত উন্নীত করা হয়। স্কুলের বর্তমান ছাত্র সংখ্যা তিনশ-এর অধিক। এ ছাড়া ২০২৪-২৫ অর্থবছরে কোম্পানি

To increase the personal skills of the Company's officers and employees and meet their professional needs, the Company organizes training to develop skilled manpower. Padma Oil PLC. provides its officers and employees with opportunities for continuous development and learning through various in-house and external courses. As of 30 June 2025, 221 officers and 589 employees of the Company are working across the country. The Company has institutionalized a program of recruitment process under the Recruitment Policy approved by BPC, through competitive examination. The objective is to attract the best talent for the Company's future leadership.

Health, Safety & Environment:

The Company always considers safety as an investment. At Padma Oil PLC. safety is considered as a prime concern and given due importance regarding the operating of sensitive fuel oil. We believe that all accidents/incidents are preventable and our first aim is maintaining full proof Health and Safety standards at all levels of the company. Reportable injuries and incidents analysis reflect the performance of an organization concerning workplace safety. There were no reported incidents of accidents at work in the FY 2024-25.

Corporate Social Responsibility:

Corporate Social Responsibility (CSR) differs from place to place and from industry to industry. Padma Oil PLC. is one of the largest petroleum marketing companies as well as one of the agrochemical marketing companies in the country. As a public limited company, its main goal is to serve the people. Therefore, the Company is serving the people by carrying out an uninterrupted supply of petroleum products at government-regulated prices, round the clock in all areas of the country. Nevertheless, Padma Oil PLC. is also playing an important role in the agro-based economy of the country through its marketing of agrochemical products.

In addition to providing professional services, Padma Oil PLC. is committed to the society for the socio-economic development of the country. The Company established a school at its main installation, Guptakhal in the Patenga area named, 'Padma Oil Child Coaching School' in the year 1992. As such, the boys and girls of that area are getting an opportunity to study in the school at a low cost. The school was up to the class V. To improve the quality of education and upgradation, the school was renamed as 'Padma oil Company Model School' on 01 November 2014 and the school was upgraded to Class VIII on 01 January 2015. At present, the number of students in the school is more



কর্তৃক বিভিন্ন বিদ্যালয়, ধর্মীয় প্রতিষ্ঠান, জনকল্যাণমূলক সংগঠন/ ফাউন্ডেশনকে মোট ৩৬.১০ লক্ষ টাকা আর্থিক অনুদান প্রদান করা হয়েছে।

চলমান উন্নয়নমূলক কর্মসূচি:

পরিচালনা পর্ষদ আনন্দের সাথে সম্মানিত শেয়ারহোল্ডারদের জানাচ্ছে যে, কোম্পানির ব্যবসা সম্প্রসারণ এবং সারাদেশে নিরবচ্ছিন্ন জ্বালানি তেল সরবরাহের জন্য ডিপো নির্মাণ, স্টোরেজ ট্যাংক নির্মাণ এবং ভৌত অবকাঠামো সম্প্রসারণের লক্ষ্যে বিভিন্ন উন্নয়নমূলক কর্মসূচি গ্রহণ করা হয়েছে।

এর মধ্যে উল্লেখযোগ্য হলো:

(১) ঢাকাস্থ পরিবাগে কোম্পানির ১.৮৮ একর জমিতে অতিরিক্ত দু'টি বেইজমেন্টসহ ১২তলা ভবনের নির্মাণ কাজ চলমান রয়েছে। ইতোমধ্যে ভবনের তৃতীয় তলার ছাদের নির্মাণ কাজ সম্পন্ন হয়েছে। বর্তমানে চতুর্থ তলার ছাদের নির্মাণের কাজ কাজ চলমান রয়েছে।

(২) চট্টগ্রামস্থ আগ্রাবাদ বাণিজ্যিক এলাকায় কোম্পানির নিজস্ব ০.৪২ একর জমির উপর ২টি বেইজমেন্ট ও ১টি সেমিবেইজমেন্ট-সহ ২৩তলা বিশিষ্ট হেড অফিস বিল্ডিং নির্মাণাধীন। ইতোমধ্যে ২টি বেইজমেন্ট ও সেমিবেইজমেন্টের কাজ সমাপ্ত হয়েছে এবং ডিজাইন মডিফিকেশনের কাজ চূড়ান্ত হয়েছে। আইনি জটিলতার কারণে আপাতত কাজ বন্ধ আছে।

(৩) পতেঙ্গাস্থ কোম্পানির প্রধান স্থাপনা হতে শাহ আমানত আন্তর্জাতিক বিমানবন্দর সংলগ্ন জেট এ-১ ডিপো, চট্টগ্রামে পাইপলাইনযোগে তেল সরবরাহের জন্য বিমানবাহিনী জঙ্কল হক ঘাঁটি, চট্টগ্রাম এবং বিমানবন্দরের ভিতর দিয়ে জেট এ-১ ভূগর্ভস্থ পাইপলাইন স্থাপনের জন্য গৃহীত প্রকল্পের নির্মাণ কাজ সম্পন্ন হয়েছে এবং ২২শে জুলাই ২০২৫ থেকে এর পরিচালন কার্যক্রম শুরু হয়েছে।

(৪) নারায়ণগঞ্জের পিতলগঞ্জ থেকে কুর্মিটোলা এভিয়েশন ডিপো পর্যন্ত সহজ, নিরাপদ ও পরিবেশবান্ধব তেল পরিবহনের নিমিত্ত বিপিসি'র অর্থায়নে এবং পদ্মা অয়েল পিএলসি.-এর ব্যবস্থাপনায় “জেট এ-১ পাইপলাইন ফ্রম পিতলগঞ্জ (নিয়ার কঞ্চন ব্রিজ) টু কুর্মিটোলা এভিয়েশন ডিপো (কেএডি) ইনক্লুডিং পাম্পিং ফ্যাসিলিটিজ” শীর্ষক প্রকল্প গ্রহণ করা হয়েছে। ইতোমধ্যে ১৫ কি.মি. পাইপলাইন স্থাপনের কাজ সমাপ্ত হয়েছে। প্রকল্পটির বাকি কাজ বাংলাদেশ সেনাবাহিনীর ২৪ ইসিবি কর্তৃক বাস্তবায়ন করা হবে। উক্ত প্রকল্প বাস্তবায়িত হলে হযরত শাহজালাল আন্তর্জাতিক বিমানবন্দরে বর্ধিত চাহিদা অনুযায়ী জেট এ-১ সরবরাহ করা নিশ্চিত হবে এবং কোম্পানি আর্থিকভাবে লাভবান হবে।

(৫) পদ্মা অয়েল পিএলসি.সহ তিনটি তেল বিপণন কোম্পানির চট্টগ্রামস্থ প্রধান স্থাপনায় পরিচালন কার্যক্রম অটোমেশনের আওতায়

than 300. Besides, the Company donated a total of Taka 36.10 lakh to various schools, religious institutions, and welfare organizations/ foundations during FY 2024-25.

On Going Program:

The Board of Directors takes pleasure in informing its valued shareholders that various development programs have been undertaken for business expansion and smooth supply of fuel to the public by establishing new depots, storage tanks and other physical infrastructures.

These are namely:

1) The construction work of a 12-storied modern residential cum commercial building with two additional basements on the Company's 1.88-acre owned land at Paribag in Dhaka is ongoing. The construction work of the roof of second floor of the building has already been completed. Currently, the construction work of the roof of third floor is underway.

2) A 23-storey head office building with two basements and one semi-basement is under construction on its own 0.42 acres of land in the Agrabad commercial area in Chattogram. Two basements and semi-basement work have already been completed. The work of design modification has already been finalized. Work is currently stopped due to legal complication.

3) The construction work of the project for the installation of Jet A-1 underground pipeline through Jahurul Haque Base, Bangladesh Air Force, Chattogram and Shah Amanat Airport, Chattogram to supply Jet A-1 fuel to the Company's Jet A-1 depot adjoining Shah Amanat Airport, through the pipeline from the Company's Main Installation in Patenga, has been completed and its operational activities have started from 22 July 2025.

4) A project titled “Jet A-1 Pipeline from Pitolganj (near Kanchan Bridge) to Kurmitola Aviation Depot (KAD) including Pumping Facilities” for easy, safe and environmentally friendly oil transportation from Pitolganj, Narayanganj to Kurmitola Aviation Depot with BPC funding and management of Padma Oil PLC. has been adopted. The installation work of the 15 km pipeline has already been completed. Remaining work of the project will be implemented by 24 ECB of BD. Army. If the project is implemented, the supply of Jet A-1 at Hazrat Shahjalal International Airport will be ensured as per the increased demand and the Company will be financially benefitted.

5) To bring the operational activities of three marketing oil companies' main installations in Chattogram,



আনয়নের লক্ষ্যে ইতোমধ্যে নিয়োজিত আন্তর্জাতিক পরামর্শক প্রতিষ্ঠান কর্তৃক প্রকল্পের সম্ভাব্যতা যাচাই ও Front End Engineering and Design (Feed) প্রস্তুত সম্পন্ন হয়েছে এবং দাখিলকৃত ফিড ডকুমেন্টসের উপর ভিত্তি করে ইপিপি ঠিকাদার নিয়োগের লক্ষ্যে ডিপিপি প্রণয়ন করে অনুমোদনের জন্য মন্ত্রণালয়ে প্রেরণ করা হয়েছে। ডিপিপি অনুমোদন প্রক্রিয়াধীন আছে।

(৬) দেশের বিভিন্ন স্থানে স্থাপিত ডিপোসমূহে পরিচালন কার্যক্রম অটোমেশনের লক্ষ্যে পরামর্শক নিয়োগ করা হয়েছে এবং পরামর্শক কর্তৃক সম্ভাব্যতা যাচাইয়ের কাজ চলমান। ইতোমধ্যে পরামর্শক প্রতিষ্ঠান প্রিকিঞ্জিবিলাটি ও ড্রাফট ফিজিবিলাটি রিপোর্ট দাখিল করেছে। প্রকল্পের Front End Engineering and Design (Feed) প্রণয়নের কাজ চলমান।

(৭) কোম্পানির ব্যবসা সম্প্রসারণের লক্ষ্যে ভৈরববাজার বার্জ ডিপোর পরিবর্তে স্থায়ী রিভারাইন ডিপো নির্মাণের কাজ শুরু হয়েছে এবং ইতোমধ্যে ৬টি ট্যাংকের ফাউন্ডেশন নির্মাণের কাজ সমাপ্ত হয়েছে। শীঘ্রই ট্যাংক ফ্যাব্রিকেশন ঠিকাদার নিয়োগ করা হবে।

(৮) গোদনাইল ডিপোতে একটি ২০০০ কি. লি. ধারণ ক্ষমতাসম্পন্ন ট্যাংক নির্মাণের লক্ষ্যে দরপত্র আহ্বান করা হয়েছে।

(৯) প্রধান স্থাপনা, গুপ্তখালে ১১৫০০ কি. লি. ও ৬০০০ কি. লি. ধারণ ক্ষমতাসম্পন্ন ২টি ট্যাংক নির্মাণের জন্য পুনঃদরপত্র আহ্বান করা হয়েছে।

ভবিষ্যৎ কর্ম পরিকল্পনা:

- (১) বরিশাল বার্জ ডিপোর পরিবর্তে স্থায়ী রিভারাইন ডিপো নির্মাণ;
- (২) চট্টগ্রামস্থ প্রধান স্থাপনায় ১০,০০০ কি. লি. ধারণ ক্ষমতাসম্পন্ন ১টি স্টোরেজ ট্যাংক নির্মাণ;
- (৩) কক্সবাজার বিমানবন্দরে উড়োজাহাজে জেট-এ-১ সরবরাহের লক্ষ্যে প্রয়োজনীয় জমির সংস্থানসহ পূর্ণাঙ্গ কক্সবাজার এভিয়েশন ডিপো ও আন্তর্জাতিক সুবিধা সম্বলিত অবকাঠামো নির্মাণ;
- (৪) সৈয়দপুর ও যশোর বিমানবন্দরে এভিয়েশন জেট-এ-১ সরবরাহের লক্ষ্যে সম্ভাব্যতা যাচাইপূর্বক প্রয়োজনীয় জমির সংস্থান-সহ পূর্ণাঙ্গ এভিয়েশন ডিপো ও আন্তর্জাতিক সুবিধা সম্বলিত অবকাঠামো নির্মাণ;
- (৫) জ্বালানি তেলের চাহিদা অনুযায়ী মজুদ ক্ষমতা বৃদ্ধিকরণ;

including Padma Oil PLC., under the scope of automation, an international consultation firm has already performed the feasibility of the project and prepared Front End Engineering and Design (FEED). Based on the submitted FEED documents, the prepared Development Project Proposal (DPP) of the project has been sent to the ministry for approval to appoint an EPC contractor. The approval of DPP is under process.

6) A consultant firm has been appointed for the automation of operational activities in various depots established in different places in the country and feasibility work is underway by the consultant. The consulting firm has already submitted the pre-feasibility and draft feasibility report. Formulation of Front End Engineering and Design (FEED) is underway.

7) To expand the business of the Company, construction work of a permanent riverine depot in place of the barge depot at Bhairab Bazar has been started and construction work of the foundation of 6 tanks has already been completed. A tank fabrication contractor will be appointed soon.

8) A tender has been floated for the construction of a tank with a capacity of 2000 KL at Godenail Depot.

9) Retenders have been invited for the construction of two tanks with a capacity of 11500 KL and 6000 KL at the main Installation, Guptakhal.

Future Action Plans:

- 1) To construct a permanent riverine depot in place of the barge depot at Barisal;
- 2) To construct a storage tank of fuel oil with a capacity of 10,000 KL at the Company's Main Installation, Guptakhal;
- 3) Construction of full phases of Cox's Bazar aviation depot including land arrangement as well as infrastructural development with international standard facilities for supplying aviation Jet A-1 fuel;
- 4) Construction of full phases aviation depot including land arrangement as well as infrastructural development with international standard facilities at Seyedpur and Jashore after feasibility study for supplying of aviation Jet A-1 fuel
- 5) To increase the storage capacity of fuel oil according to the demand.



(৬) কোম্পানির সকল অফিস/স্থাপনা/ডিপোর বিক্রয় ও হিসাব এবং অপারেশন সংক্রান্ত কার্যক্রম অটোমেশনের আওতায় আনয়ন;

(৭) প্রধান স্থাপনা ও ডিপোসমূহে ফায়ার ফাইটিং সুবিধাদির আধুনিকায়ন; ও

(৮) কোম্পানির মালিকানাধীন দেশের বিভিন্ন স্থানে অব্যবহৃত জমিতে আর্থিকভাবে লাভজনক প্রকল্প গ্রহণ ও বাস্তবায়ন।

শ্রম সম্পর্ক:

আলোচ্য অর্থবছরে কোম্পানির শ্রম সম্পর্ক আন্তরিক ও শান্তিপূর্ণ ছিল। কোম্পানি নিজস্ব জনবলের অভ্যন্তরীণ দক্ষতা বৃদ্ধি, কর্মসম্পাদন প্রক্রিয়া, কর্ম পরিবেশের উন্নয়ন ও কর্ম পরিচালনার উন্নয়নের জন্য সর্বদা সচেষ্ট রয়েছে।

কৃতজ্ঞতা স্বীকার:

পরিশেষে, আমাদের উপর আস্থা রাখার জন্য সম্মানিত শেয়ারহোল্ডারগণকে ধন্যবাদ জানাই। আপনাদের অব্যাহত সহযোগিতা কোম্পানির ক্রমবৃদ্ধি ও ব্যবসায়িক উন্নয়নে চালিকাশক্তি হিসেবে কাজ করেছে। পর্ষদের পক্ষ থেকে আমি ধন্যবাদ জানাচ্ছি গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের বিদ্যুৎ, জ্বালানি ও খনিজ সম্পদ মন্ত্রণালয়ের জ্বালানি ও খনিজ সম্পদ বিভাগ; বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন; রেজিস্টার অব জয়েন্ট স্টক কোম্পানি ও ফার্মসমূহ; বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ পিএলসি, ও চট্টগ্রাম স্টক এক্সচেঞ্জ পিএলসি.; জাতীয় রাজস্ব বোর্ড (এনবিআর); কোম্পানির সকল গ্রাহক এবং কোম্পানির সাথে সংশ্লিষ্ট সকলকে যারা আমাদের কার্যপরিচালনায় সর্বাঙ্গিক সহযোগিতার হাত প্রসারিত করেছেন। ধন্যবাদ জানাই কোম্পানির সর্বস্তরের শ্রমিক-কর্মচারী-কর্মকর্তাদের যাদের একাগ্রতা, ত্যাগ ও কঠোর পরিশ্রম আমাদের সাফল্যের মূল চাবিকাঠি। আমি আশা করি আপনাদের অবিচল সমর্থন এবং আন্তরিক সহযোগিতার মাধ্যমে আমাদের কোম্পানি ভবিষ্যতে উচ্চতর সাফল্যের দিকে এগিয়ে যাবে।

পরিচালনা পর্ষদের পক্ষে

(এ কে এম জাফর উল্লাহ খান)

চেয়ারম্যান

পরিচালনা পর্ষদ

6) To bring sales and accounts-related activities of the Company's offices/installation/depots under automation;

7) To modernize firefighting facilities in the Company's Main Installation and depots; and

8) Acquisition and implementation of financing profitable projects in the Company's owned unused land at different places in the country.

Industrial Relation:

The industrial relations of the Company remained harmonious and peaceful during the year. The Company has been taking initiatives to exploit the inherent strengths of its people and improving the work culture and operating & maintenance practices.

Acknowledgements:

Finally, we would like to thank our honorable shareholders for reposing confidence in us. Your support is the driving force behind the growth and development of our business. On behalf of the Board of Directors, I would also like to thank the Energy and Mineral Resources Division, Ministry of Power, Energy and Mineral Resources of the Government of the People's Republic of Bangladesh; Bangladesh Petroleum Corporation; Registrar of Joint Stock & Companies and Firms; Bangladesh Securities & Exchange Commission; Dhaka Stock Exchange PLC.; Chittagong Stock Exchange PLC.; Central Depository Bd. Limited (CDBL); National Board of Revenue (NBR); our valued Customers, and all those associated with the Company who have extended their hands of cooperation in our operations. I thank all our employees and officers for their unwavering commitment, dedication and hard work which are at the core of our success. I hope, with your relentless support and active cooperation, our Company will move forward towards its towering success in the days to come.

For and on behalf of the Board of Director

(A K M Zafar Ullah Khan)

Chairman

Board of Directors

ANNEXURE-1

Padma Oil PLC.

i. Directors' Declaration

The Directors also report that:

- a) The financial statements of the Company present a true and fair view of the Company's state of affairs, result of its operations, cash flows and changes in equity.
- b) Proper books of accounts as required by law have been maintained.
- c) Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgement.
- d) The financial statements were prepared in accordance with International Accounting Standards (IAS) as applicable in Bangladesh.
- e) The Internal Control System is sound in design and effectively implemented and monitored.
- f) There are no significant doubts upon the Company's ability to continue as a going concern.

ii. The number of Board Meeting and the Attendance & Remuneration of Directors during the year 2024-2025

Name of Directors	Designation	Meeting held While a Member	Attended in No. of Meeting	Remuneration (in Taka)
Mr. A.K.M. Zafar Ullah Khan	Chairman	18	18	304,000
Mr. Md. Nurul Alam	Ex-Chairman	01	01	18,000
Mr. Bashudeb Ganguly	Ex-Independent Director	06	06	108,000
Quazi Md. Anwarul Hakim	Ex-Independent Director	18	18	306,000
Mr. Gaziuddin Muhammad Munir	Independent Director	01	01	16,000
Mrs. Mahbooba Panna	Independent Director	10	10	160,000
Mr. Anupam Barua	Ex-Director	12	12	210,000
Mr. Md. Zakir Hossain	Director	19	18	306,000
Mr. Md. Tarikul Islam Khan	Director	19	19	322,000
Mr. Md. Rais Uddin Bhuiya Shaheen	Director	11	09	146,000
Dr. A.K.M. Azadur Rahman	Director	06	06	96,000
Mr. Kutubuddin Akhter Rashid	Shareholder Director	19	13	222,000
Mr. Suzadur Rahman	Ex-Director	01	01	18,000
Mr. Md. Masudur Rahman	Ex-Managing Director	01	01	18,000
Mr. Md. Abdus Sobhan	Ex-Managing Director	14	14	240,000
Mr. Md. Mafizur Rahman	Managing Director	04	04	64,000
			Total	25,54,000

ANNEXURE-2

Pattern of Shareholding as on 30 June 2025

1	Name of the Shareholders		Nos. of Share	Percentage of Share
A	Bangladesh Petroleum Corporation		49455666	50.35
	United Enterprises & Co. Ltd		2023617	2.06
B	Public Institutions:			
	Agrani Bank PLC.	560173		
	Janata Bank PLC.	1788514		
	Sonali Bank PLC.	926000		
	Bangladesh Shilpa Bank	346414		
	Bangladesh Shilpa Rin Sangstha	2210750		
	Pubali Bank Limited	750439		
	Others :	629411	7211701	7.34
C	ICB :			
	ICB Capital Management Ltd.	170574		
	ICB Asset Management Co. Ltd.	180010		
	ICB	6191990		
	ICB Unit Fund	933706		
	Investment Corp. of Bangladesh	1534228		
	ICB Sovereign Guarantee	549878		
	Bangladesh Fund	1675625		
	Others :	482761	11718772	11.93
D	Private Institutions		11524839	11.73
E	Foreign		58419	0.06
F	Individual (Bangladeshi)		16239736	16.53
		Total =	98232750	100.00



	Particular	Nos. of Share	Percentage of Share	Remarks
(ii)	Chairman, Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer (CFO), Head of Internal Audit and their spouses and minor children :			
	Chairman : Mr. AKM Zafar Ullah Khan	-	-	Nominated by BPC
	Directors: Mr. Gazi Uddin Ahmed Munir	-	-	Independent Director
	Mrs. Mahbooba Panna	-	-	Do
	Mr. Md. Zakir Hossain	-	-	Nominated by BPC
	Mr. Md. Tarikul Islam Khan	-	-	Do
	Dr. AKM Azadur Rahman	-	-	Do
	Md. Rais Uddin Bhuiya Shaheen	-	-	Do
	Mr. Kutubuddin Akhter Rashid	2023617	2.06	Shareholder Director
	Md. Mafizur Rahman	-	-	Nominated by BPC
	Chief Executive Officer and his spouses & minor children: Md. Mafizur Rahman	-	-	
	CFO and his spouse & minor children: Mr. Kanchan Chandra Shom, FCMA	-	-	
	Company Secretary and his spouse & minor children: Mr. Ali Absar	-	-	
	Head of Internal Audit and his Spouse & minor children: Mr. Mohammad Shafiul Azim, ACA	-	-	
(iii)	Executives (Top five salaried persons other than CEO, CFO, CS, HIA).			
	1. Mr. C.M Ziaul Hassan GM (HR & Admin.)	-	-	
	2. Dr. Md. Alamgir Chowdhury Chief Medical Officer	-	-	
	3. Mr. Md. Roman Chowdhury GM (Marketing)	-	-	
	4. Mr. Asif Malek GM (Ops. & Plan.)	39	-	
	5. Mr. Mohammad Fakhar Uddin DGM (HR)	-	-	
(iv)	Shareholding ten percent (10%) or more voting interest in the company.			
	1. Bangladesh Petroleum Corporation	49455666	50.35	

Five years Performance at a glance

Taka in Lac

Particulars	2024-25	2023-24	2022-23	2021-22	2020-21
	Financial Position				
Particulars	2024-25	2023-24	2022-23	2021-22	2020-21
Tangible fixed assets	47,569.84	35,098.99	29,323.94	27,400.89	23,993.80
Investment - Long Term	29,635.01	10,000.00	2,000.00	59,822.01	16,013.30
Investment - Depreciation Fund	25,250.00	21,306.86	20,802.48	17,752.21	16,143.04
Others currents assets	657,498.62	691,541.75	1,001,673.65	626,278.03	494,146.16
Cash at bank balances	508,673.16	539,064.18	466,864.23	389,675.15	390,651.00
Total assets	1,268,626.63	1,297,011.79	1,520,664.30	1,120,928.28	940,947.30
liabilities & provisions	998,625.94	1,069,546.77	1,320,796.78	943,734.54	775,512.44
Equity	270,000.69	227,465.02	199,867.52	177,193.74	165,434.86
Total liabilities	1,268,626.63	1,297,011.79	1,520,664.30	1,120,928.28	940,947.30
Net assets per share	274.86	231.56	203.46	180.38	168.41
Profitability					
Operating earnings					
on petroleum products	30,733.26	30,521.53	24,378.71	21,818.92	21,374.81
on agro-chemicals	53.38	10.22	(212.52)	(283.98)	(293.88)
Other income	67,188.61	47,551.07	46,268.28	34,056.00	31,217.80
Total earnings	97,975.25	78,082.82	70,434.47	55,590.94	52,298.73
Overheads	20,177.08	21,428.07	21,940.56	21,669.68	19,039.46
Financial expenses	3,693.91	2,870.57	2,513.64	2,496.85	2,456.05
Contribution to WPPWF	3,705.21	2,689.21	2,299.01	1,571.22	1,540.16
Total expenses	27,576.20	26,987.85	26,753.21	25,737.75	23,035.67
Profit before income tax	70,399.05	51,094.97	43,681.26	29,853.19	29,263.06
Provision for income tax	14,110.80	10,236.05	8,728.39	5,815.21	6,402.81
Profit after income tax	56,288.25	40,858.92	34,952.86	24,037.97	22,860.25
Return on shareholders funds (%)	20.85	17.96	17.49	13.57	13.82
Return on Assets (%)	4.44	3.15	2.30	2.14	2.43
Earning per share	57.30	41.59	35.58	24.47	23.27
Management Efficiency					
Human resources (Nos)	810	853	879	930	959
Executives	221	226	220	229	228
Staff	589	627	659	701	731
Total earnings per employee	122.47	91.54	80.13	59.78	54.53
Operating cost per employee	29.85	28.27	27.58	24.99	21.46
Net profit per employee	88.00	59.90	49.69	32.10	30.51
Cost to income ratio	24.36	31.12	34.72	43.47	41.10
Equity measure					
Authorized capital	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00
Paid-up capital	9,823.27	9,823.27	9,823.27	9,823.27	9,823.27
Retained earnings & Dep. Fund Reserve	260,177.42	217,641.75	190,030.72	167,370.47	155,611.59
Adequacy current ratio	1.27	1.21	1.15	1.19	1.21
Share information					
Market Price per share (DSE)	182.90	187.40	209.20	214.10	203.80
Dividend - Cash (Per share)	160%	140%	135%	125%	125%
Capital earning ratio	5.73	4.16	3.56	2.45	2.33

Explanations on Qualified Opinions and Emphasis of Matters

Basis for Qualified Opinion

1. In reference to Note 12.03, PO PLC has investment in FDR of BDT 355,762,725 at First Security Islami Bank PLC, BDT 60,480,000 at National Bank PLC, BDT 558,571,560 at Union Bank PLC, BDT 795,310,158 at Global Islami Bank PLC, BDT 160,272,000 at Social Islami Bank PLC which are going to merge for severe liquidity crisis as per Bangladesh Bank Directive. Thus as per para 5.5.9 of IFRS 9 at each reporting period an entity shall assess whether the credit risk on a financial asset has increased significantly since initial recognition. Moreover, PO PLC realized interest of BDT 173,118,391 including AIT & Excise duty out of BDT 223,417,236 from FDR'S of above mentioned banks & interest of BDT 47,084,443 has remain due as on 30 June 2025 & PO PLC. did not accrue BDT 22,695,580 for the interval of maturity date to Cut off date signifying the risk of those investment. Subsequently PO PLC has sent letter to those banks for encashment of those investment but banks have not provided positive response due to liquidity shortage. Hence considering the fact investment has fallen in high credit risk & PO PLC should recognize an allowance for credit loss as per para 5.5.9 & para B 5.5.2 of IFRS 9.

2. In reference to Note 20, other liability includes an outstanding balance of BDT 1,458,639,704 after adjustment of BDT 162,071,080 from the initial amount of BDT 1,620,710,784 received as advance against 40 years lease rent agreement with BPC to use PO PLC land & the yearly lease rent of BDT 40,517,770 would be adjusted from this advance. However as per extract of the 514th board meeting minutes dated 05 December 2023 the board proposed to sell the land to BPC with a value of BDT 177,07,22,548 and ceased lease rent agreement subject to approval of shareholders in the 54th Annual General Meeting. As on reporting date PO PLC neither presented the land as held for sale as per IFRS 5 nor recognise the lease rental revenue of BDT 81,035,540 as income for the Financial Year 2023-24 & 2024-25.

3. We would like to refer Note 9, receivables on account of Biman Bangladesh Airlines Ltd (BIMAN), PO PLC & BIMAN performed an agreement dated 1st November 2019 where both parties agreed on stuck up outstanding balance to BDT 21,081,997,274

Explanations on Qualified Opinion

1. Management has reassessed the credit risk of the FDRs placed with the banks currently undergoing regulatory-directed merger. In line with IFRS 9 PO PLC compared credit risk at reporting date with initial recognition using reasonable, supportable and forward-looking information. Although the banks are under liquidity-monitoring, no objective evidence of default exists and interest receipts continue. Based on ECL modeling and available recovery evidence, management concluded that lifetime ECL is not required for the entire exposure and that the present carrying values remain recoverable.

Because the banks remain licensed, operational, and capable of servicing interest and rated satisfactorily in the different compliance reporting which removes any basis for concluding that a default has occurred or is expected. In line with IFRS 9, credit-risk assessment must rely on clear, verifiable evidence rather than short-term liquidity pressure. As no such evidence exists, the investments do not qualify for a significant credit-risk increase and remain within Stage-1 measurement.

In the meantime Bangladesh Bank issued a notification dated 1st December, reference number-DCP(PR)05/2025-571 wherein it is mentioned that "কোন আমানতকারী তার অর্থ হারাবেন না". It indicates that no credit risk exists here.

2. The Board's proposal to sell the land to BPC remains subject to shareholder approval and no binding sale agreement existed at the reporting date. Accordingly, IFRS 5 "held for sale" criteria (high probability of sale, immediate availability and expectation of completion within twelve months) were not met. The advance received from BPC continues to be accounted for as a contract liability and lease revenue is recognized strictly in line with the existing lease terms until a legally enforceable sale occurs. Therefore, current presentation as advance liability with periodic lease income recognition is consistent with IFRS and reflects the substance of the arrangement as at 30 June 2025.

3. The agreement between PO PLC and BIMAN has stipulated the balances, including principal and interest, our treatment of the interest receivable as a contingent asset (Note 37) is justified by IAS 37 para 33-35, which emphasizes that income recognition requires certainty. PO PLC maintains that



(principle BDT 14,495,252,989+ Interest @8% BDT 6,586,744,285) & PO PLC subsequently realised BDT 4,520,861,191 which is 21.4% of agreed outstanding as on 30 June 2025. However at Note 37, PO PLC shows the interest receivable amount as contingent assets which is not supported by IAS 37 as the both PO PLC & BIMAN agreed on such balances & thus PO PLC should recognise such interest income.

4. We would like to refer Note 9, receivables on account of Bangladesh Railway for BDT 1,722,327,302, PO PLC and Railway East Zone & West Zone separately performed agreement dated 08 February 2023 & 20 December 2023 where all parties agreed to charge applicable interest rate on outstanding balance above 15 days. However the accumulated credit period becomes 327 days & PO PLC unable to realize interest income of BDT 155,343,753 against above outstanding Balance.

5. Total fund balance as per unaudited financial statement at Senior Pension Fund as on 30 June 2025 stood at BDT 1,911,738,589 and Junior Pension Fund stood at BDT 1,791,071,150 totaling BDT 3,702,809,739. Moreover, company's retired members fund liability as on 30 June 2025 stood at BDT 2,551,822,329. At the end of every year the company should assess the liability of the employee benefit as per IAS 19 para 63-67 and act accordingly. Here excess balance of pension fund BDT 1,150,987,410 should consider as company's worth. Had the company assessed the pensioned fund liability as per IAS 19 the income of the company was increased by BDT 61,286,310 and retained earnings balance also enhanced by BDT 1,089,701,100.

recognizing the interest receivable as a contingent asset is appropriate. Under IAS 37 and IFRS revenue recognition principles, income may only be recognized when inflow of economic benefit is virtually certain or at least probable. Given BIMAN's historical payment pattern and practical collection uncertainties, management has conservatively disclosed the interest as a contingent asset until recoverability becomes assured. This represents the most faithful and prudent interpretation of IAS 37 based on current facts.

4. The agreements with Railway include an overdue-interest clause, however, the receivable is significantly aged, and collectability of the associated interest remains uncertain. In this regard an inter-ministerial meeting (EMRD Letter Ref. No: 28.00.0000.000.026.41.0023.20.212, dated: 23.04.2025) was held on 21-01-2025 under the chairmanship of the Secretary of the Energy and Mineral Resources Division, where the following decisions were taken:

- 1) Bangladesh Railways will pay the entire dues of BPC's Oil Marketing Companies in the next three years;
- 2) Bangladesh Railway will pay the dues of BPC oil marketing companies by Tk. 50 crore in the current fiscal year and Tk. 100 crore in each of the next fiscal years.

Under IFRS 9, when credit risk increases or an asset becomes credit-impaired, interest revenue should not be recognized on the gross amount unless collection is probable. Based on collection history and Expected Credit Loss (ECL) assessment, management determined that recognizing BDT 155,343,753 as accrued interest would not meet the probability threshold. This conservative treatment reflects IFRS 9 requirements and avoids overstating income.

5. In compliance with IAS 19 para 63-67, the company assesses employee benefit liabilities annually. The reported excess of BDT 1,150,987,410 is due to careful provisioning for potential future liabilities. Senior Pension Fund and Junior Pension Fund are operated under independent trust where the trust is allowed to increase its required funds. So, the excess fund is belonging to the trust itself not the related Pension Fund. So, it is not appropriate to recognize BDT 1,150,987,410 as an asset/income.



Emphasis of Matters

1. We would like to refer Note 04, whereas the Company owns total 155.2869 acres of free hold land valued at BDT 6,767,458. Whereas Land measuring 0.1956 acres out of 2.08 Acres of land at Paribagh, Dhaka, 0.82 acres out of 17.08 acres of land at Daulatpur depot & 0.36 acres out of 2.56 acres of land at Brahmanbaria are yet to be registered in the name of PO PLC.

2. In Reference to Note 9 accounts receivable includes other receivables of BDT 943,581,924 whereas expenditures related to projects such as BDT 10,527,163 Agrabad Building Construction, BDT 22,576,143 Paribag Building Construction, BDT 61,559,885 Automation of Main Installation, BDT 10,184,960 construction cost of pipeline Pitalgonj to KAD has been recorded as other receivables instead of recognizing as Capital Work In Progress (Note 05). Moreover BDT 12,741,158 has been carried forward since long under other receivables due to un-identified project instead of capitalizing as Property Plant & equipment (Note04) as per IAS 16.

3. In reference to Note 10, the Company discloses due from affiliated companies amounting to BDT 29,238,542,480 which inter-alia includes due from Bangladesh Petroleum Corporation (BPC) BDT 4,115,003,616 against handling Commission, lighter age charge & re-imburement of different expense, Meghna Petroleum Limited (MPL) BDT 75,787,045 against handling charges and Jamuna Oil Company Limited (JOCL) BDT 189,818,387 against handling charges, Duty Revolving Account Eastern Lubricants Blenders PLC BDT 5,000,000 & Duty Revolving Accounts Standard Asiatic Oil Company Ltd BDT 5,000,000. These stuck-up balances remain due for long time (from 2020). As per Para 5.5.9 of IFRS 9 at each reporting period an entity shall assess whether the credit risk on a financial asset has increased significantly since initial recognition. Accordingly, PO PLC needs to measure a lifetime expected credit losses & an allowance there on as per Para B5.5.2 of IFRS 9.

4. In reference to note 16, long term loan includes BDT 73,385,086 which yet to be transferred to equity as per FRC notification 146/FRC/Admin/Gadget/2020/01 dated 11/02/2020.

Explanations on Emphasis of Matters

1. The Company acknowledges that a small portion of land at Paribagh, Daulatpur Depot and Brahmanbaria is pending registration. In accordance with IAS 16, legal title is not a mandatory condition for recognition when control, possession and economic benefits are held by the entity. POPLC has undisputed possession, continues to exercise full control, and all such plots are under active process for mutation/registration with concerned authorities. Hence, management expects completion shortly and affirms that the matter has no impact on measurement or ownership rights already recognized as per IAS 16.

2. PO PLC acknowledges the classification noted. The concerned project expenditures were temporarily recorded under "Other Receivables" due to ongoing reconciliation of contractor invoices and project documentation. As per IAS 16 (para 16 & 55), items meeting the definition of directly attributable costs will be transferred to Capital Work in Progress (CWIP) upon verification. Therefore, management has already initiated a review, and reclassification will be made in the next period. POPLC confirms that the amounts represent valid capital expenditures and no misstated carrying amount exists for PPE.

3. PO PLC notes the observation regarding receivables from BPC, MPL, JOCL and other related entities. These balances arise from government-regulated operational activities, where recovery risk is inherently minimal. As per IFRS 9 (para 5.5.15 & B5.5.35), when credit risk is low and receivables are from government-linked entities with strong capacity to discharge obligations, lifetime ECL may not be significant. However, PO PLC agrees to enhance documentation of credit-risk assessment and will compute an ECL matrix for these receivables during the current reporting period.

4. The amount identified by the auditors is currently under internal review and approval for conversion to equity in accordance with FRC Notification No. 146/FRC/Admin/Gadget/ 2020/01. Necessary governance steps are underway, and the classification does not misstate financial liabilities.



5. In reference to Note 17 & 19, balance confirmations for accounts payable & due to affiliated companies amounting to BDT 31,501,295,000 and BDT 57,050,497,000 respectively have been sent and requested to confirm directly with us but till the reporting date we have not get any feedback.

6. In reference to Note 27.01, whereas rental from various parties for BDT 3,796,127 has been recognized as income. Here compliance of investment property as per IAS 40 has not been adhered to.

7. We would like to refer Note 24.02 cost of goods sold, during our audit we have found that the purchase cost of inventories for major products for example Jet-1 has been decreased by BDT 856,787,023 due to the adjustment of price (Windfall Gain & Losses) as per BPC directive. Such price adjustment of inventories enhances/reduces the cost of goods sold of major products & the treatment is not supported by Para 11, para 15 & Para 9 of IAS 2.

8. As per IAS -36, Para -09 "An entity shall assess at the end of each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the entity shall estimate the recoverable amount of asset". During the year we did not notice any impairment test as per provision of IAS-36.

5. Balance confirmation requests were duly issued, but responses from several counterparties were pending at year-end. As per ISA 505, non-responses do not automatically imply misstatement, especially when supported by alternative audit evidence. POPLC maintains robust reconciliation records, and management confirms that all balances are accurate and verifiable through ledger analysis, settlement history and subsequent transactions. The Company stands ready to assist in obtaining any additional evidence required.

6. The rental earnings recognized relate to ancillary use of operational land and structures, which are primarily held for POPLC's own business purposes. Under IAS 40 (para 9 & 10), properties predominantly used in operations do not qualify as investment property. Accordingly, POPLC has appropriately recognized income under "Other Operating Income." Nevertheless, management will review disclosures to ensure clarity on the nature and classification of such assets.

7. The Company acknowledges the auditor's view. PO PLC, however, operates under a regulated petroleum pricing framework where BPC directives determine final product cost, including windfall gain/loss adjustments. Under IAS 2 (para 10 & 11), cost of inventories may incorporate costs of purchase determined through regulatory pricing mechanisms. These adjustments ensure fair matching of cost with revenue and reflect the substance of government-regulated petroleum operations. PO PLC remains fully compliant with the framework governing the sector.

8. PO PLC regularly reviews operational assets, and management did not identify any indication of impairment during the year. Under IAS 36 (para 12), a formal recoverable amount estimation is required only when indicators exist. Nevertheless, PO PLC will strengthen its impairment review documentation and implement a formal annual impairment checklist to ensure enhanced compliance and audit evidence.



Annexure-A
[As per condition No. 1(5)(xxvi)]

PADMA OIL PLC.

Declaration by CEO and CFO

05 November 2025

To
The Board of Directors
Padma Oil PLC.
Strand Road, Chattogram.

Subject: Declaration on Financial Statements for the year ended on 30.06.2025

Dear Sir,

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

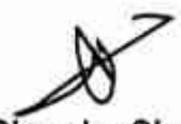
- 1) The Financial Statements of Padma Oil PLC. for the year ended on 30.06.2025 have been prepared in compliance with International Accounting Standards (IASs) or International Financial Reporting Standards (IFRSs), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- 2) The estimate and judgments related to the financial statements were made 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 30.06.2025 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 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,


(Md. Mafizur Rahman)
CEO & Managing Director


(Kanchan Chandra Shom, FCMA)
Chief Financial Officer (CFO)

Hoda Vasi Chowdhury & CO.
Chartered Accountants

**Certificate as per condition No. 1(5) (xxvii)
Report to the Shareholders of Padma Oil PLC.
On compliance on the Corporate Governance Code**

We have examined the compliance status to the Corporate Governance Code by **Padma Oil PLC.** for the year ended on 30 June 2025. This Code relates to the Notification No. BSEC/CMRRCD/ 2006-158/207/Admin/80 dated 03 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148, dated 16 October 2023 of the Bangladesh Securities and Exchange Commission.

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 the Corporate Governance Code.

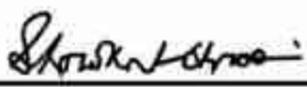
This is a scrutiny and verification and an independent audit on compliance of the conditions of the Corporate Governance Code as well as the provision of relevant Bangladesh Secretarial Standards (BSS) as adopted by Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any Condition of this Corporate Governance Code.

We state that we have obtained all the information and explanations, which we have required, and after due scrutiny and verification thereof, we report that, in our opinion:

- a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above-mentioned Corporate Governance Code issued by the Commission; subject to the remarks and observation as reported in the attached compliance status.
- b) 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.
- c) 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
- d) The Governance of the company is satisfactory.

Place : Chattogram,
Dated : 09 December 2025

For Hoda Vasi Chowdhury & Co
Chartered Accountants


Showkat Hossain, FCA
Senior Partner

Annexure- C
[As per condition No. 1(5)(xxvii)]**PADMA OIL PLC.**

Status of compliance with the conditions imposed by the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 03 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148, dated 16 October 2023 issued under section 2CC of the Securities and Exchange Ordinance, 1969 (Report Under Condition No. 9):

Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
1	2	3	4	5
1	Board of Directors			
1.1	Size of the Board of Directors: The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓		The board of The PO PLC, is comprised of 09 (Nine) Directors.
1.2	Independent Directors: All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following:			
1.2(a)	At least 2 (Two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);	✓		There are 2 (Two) Independent Directors (IDs) out of 9 (Nine) Directors.
1.2(b)	Without contravention of any provision of any other laws, For the purpose of this clause "independent director" means a director -			
1.2(b)(i)	who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	✓		A declaration was received from IDs in this regard.
1.2(b)(ii)	who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company; Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	✓		The Independent Directors have declared their compliances.
1.2(b)(iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		Do
1.2(b)(iv)	who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		Do
1.2(b)(v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		Do
1.2(b)(vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	✓		Do
1.2(b)(vii)	who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code.	✓		Do
1.2(b)(viii)	who is not independent director in more than 5 (five) listed companies	✓		Do
1.2(b)(ix)	who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank for non-payment of any loan or any advance or obligation to a bank or Financial Institution; and	✓		Do

Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
1.2(b)(x)	who has not been convicted for a criminal offence involving moral turpitude	✓		Do
1.2 (c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM) "provided that the Board shall appoint the independent director , subject to prior consent of the commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company	✓		Do
1.2 (d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days	✓		There was no such vacancy has occurred during the year.
1.2 (e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only	✓		
1.3	Qualification of Independent Director (ID)			
1.3(a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business	✓		The qualifications and background of IDs rationalize their abilities.
1.3(b)	Independent director shall have following qualifications:			
1.3(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or registered business association; or	-	-	Not Applicable
1.3(b)(ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid-up capital of Tk. 100.00 million or of a listed company; or	-	-	Not Applicable
1.3(b)(iii)	Former or existing official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law. Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service; or		✓	"Mr. Gazizuddin Muhammed Munir and Mrs. Marboobis Parra are both former Additional Secretaries of the Government, but their educational backgrounds are B.Sc. (Honors) in Agriculture and Arts, respectively."
1.3(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	-	-	Not Applicable
1.3(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification	-	-	Not Applicable
1.3 (c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b)	✓		
1.3(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	✓		BSEC accorded its consent for their appointment.
1.4	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.-			
1.4(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓		
1.4(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓		
1.4(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓		
1.4(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	✓		The Board clearly defined roles and responsibilities of the Chairperson and the MD.



Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
1.4(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		No such incidence arose during the reporting period.
1.5	The Directors' Report to Shareholders: The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994):-			
1.5(i)	An industry outlook and possible future developments in the industry;	✓		The Directors' report represent compliance of this code.
1.5(ii)	The segment-wise or product-wise performance	✓		Do
1.5(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		Do
1.5(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable	✓		Do
1.5(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	✓		Do
1.5(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		Do
1.5(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other 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 Share Offer, Direct Listing, etc.;	-	-	No such matter has arisen during the year.
1.5(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	-	-	No such matter has arisen during the year.
1.5(x)	A statement of remuneration paid to the directors including independent directors;	✓		Included in Directors Report and Audited Financial Statement.
1.5(xi)	A statement that 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)	A statement that proper books of account of the issuer company have been maintained;	✓		Do
1.5(xiii)	A statement that 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	✓		Do
1.5(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), 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)	A statement that 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 in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	✓		Do



Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
1.5(xvii)	A statement that there is no significant doubt 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 there of shall be disclosed;	✓		Do
1.5(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained.	✓		Do
1.5(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓		Do
1.5(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	✓		The company have declared 100% cash dividend for the period.
1.5(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	-	-	No interim dividend declared.
1.5(xxii)	The total number of Board meetings held during the year and attendance by each director;	✓		Included in Directors' Report.
1.5(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-			
1.5(xxiii) (a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	✓		
1.5(xxiii) (b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	✓		
1.5(xxiii) (c)	Executives; and	✓		
1.5(xxiii) (d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details); Explanation: For the purpose of this clause, the expression "executive" means top 5 (five) salaried employees of the company, other than the Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer and Head of Internal Audit and Compliance.	✓		
1.5(xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:			
1.5(xxiv) (a)	a brief resume of the director;	✓		Presented on Profile of Directors' Section in the Annual Report.
1.5(xxiv) (b)	nature of his or her expertise in specific functional areas; and	✓		Do
1.5(xxiv) (c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓		Do
1.5(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:	✓		Included in the Annual Report, Signed by Management.
1.5(xxv)(a)	accounting policies and estimation for preparation of financial statements;	✓		Do
1.5(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓		Do
1.5(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓		Do



Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
1.5(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		Do
1.5(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	✓		Do
1.5(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	✓		Do
1.5(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position 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(3) shall be disclosed as per Annexure-A;	✓		Do
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 as per Annexure-B and Annexure-C;	✓		Do
1.5(xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality			
1.6	Meetings of the Board of Directors			
	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the 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 this Code.	✓		In Practice
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) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	✓		
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; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	✓		Available in 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;	-		The Company does not have any subsidiary company.
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;	-		Do
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;	-		Do
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 also;	-		Do
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	-		Do
3	Managing Director (MD) or Chief Executive Officer (CEO), 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 (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓		In Practice



Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
3.1(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓		Do
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:	✓		
3.1(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		The Board clearly defined roles and responsibilities of the CFO, the HIAC and the CS.
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(s).	✓		No such incidence arose in the reporting period.
3.2	Requirement to attend Board of Directors' Meetings			
3.2(a)	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	✓		In Practice
3.3	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3.3(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	✓		Disclosed in the Annual Report.
3.3(a)(i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	✓		Do
3.3(a)(ii)	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;	✓		Do
3.3(b)	The MD or CEO and CFO shall also certify that there are, to the best of 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 or its members;	✓		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.- For ensuring good governance in the company, the Board shall have at least following sub-committees:			
4(i)	Audit Committee; and	✓		In Practice
4(ii)	Nomination and Remuneration Committee.	✓		In Practice
5	AUDIT COMMITTEE:			
5.1	Responsibility to the Board of Directors:			
5.1(a)	The company shall have an Audit Committee as a subcommittee of the Board;	✓		In Practice
5.1(b)	The Audit Committee shall assist the Board 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;	✓		In practice, The Audit committee (AC) discharge its responsibilities as per CG Code.



Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
5.1(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓		In practice, the duties are clearly written in the TOR of the Audit Committee.
5.2	Constitution of the Audit Committee:			
5.2(a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		The Audit Committee has been comprised of 4(four) members.
5.2(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	✓		List obtained
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 background and 10 (ten) years of such experience; Explanation: The term "financially literate" means the ability to read and understand the financial statements like statement of financial position, statement of comprehensive income, statement of changes in equity and cash flows statement and a person will be considered to have accounting or related financial management expertise if he or she possesses professional qualification or Accounting or Finance graduate with at least 10 (ten) years of corporate management or professional experiences.	✓		The qualifications and background of AC members rationalize their competence.
5.2(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60(sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	✓		The board have appointed members in due time and no vacancy occurred.
5.2(e)	The company secretary shall act as the secretary of the Committee;	✓		In Practice
5.2(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		In Practice
5.3	Chairman 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 shall be an independent director;	✓		Chairperson of the AC is an Independent Director.
5.3(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		No such incidence arose in the reporting period.
5.3(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM); Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM	✓		The Chairperson of the AC attended at the 55th AGM held on January 11th 2025.
5.4	Meeting of the Audit Committee			
5.4(a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	✓		There were 7 (Seven) meetings (59 th to 65 th) held during the reporting period.
5.4(b)	The quorum of the meeting 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, where presence of an independent director is a must.	✓		In Practice



Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
5.5	Role of Audit Committee: The Audit Committee shall:			
5.5(a)	Oversee the financial reporting process;	✓		In practice, The AC Performed in line with CG Code.
5.5(b)	monitor choice of accounting policies and principles;	✓		Do
5.5(c)	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	✓		Do
5.5(d)	oversee hiring and performance of external auditors;	✓		Do
5.5(e)	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	✓		Do
5.5(f)	review along with the management, the annual financial statements before submission to the Board for approval;	✓		Do
5.5(g)	review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓		Do
5.5(h)	review the adequacy of internal audit function;	✓		Do
5.5(i)	review the Management's Discussion and Analysis before disclosing in the Annual Report;	✓		Do
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 the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	✓		Do
5.5(m)	oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission. Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results. Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.	-		No such incidence arose in the reporting period.
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 its activities to the Board.	✓		In Practice
5.6(a)(ii)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any:-			
5.6(a)(ii)(a)	report on conflicts of interests;	✓		There was no reportable case of conflict of interest for the year ended 30th June 2025.
5.6(a)(ii)(b)	suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	✓		No such matter has arisen during the year.
5.6(a)(ii)(c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and	✓		DO



Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
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: If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	-	-	No such incidence arose in the reporting period.
5.7	Reporting to the Shareholders and General Investors: Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	✓		Activities carried out by AC in 2024-2025 are stated in AC Report and disclosed in the Annual Report.
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, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓		In Practice. The NRC discharged its responsibilities as per CG Code.
6.1(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	✓		In Line with CG Code, the responsibilities of the NRC are clearly defined in NRC Charter.
6.2	Constitution of the NRC			
6.2(a)	The Committee shall comprise of at least three members including an independent director;	✓		NRC is comprised of 04 (Four) members including 01 (One) Independent director.
6.2(b)	At least 02 (two) members of the Committee shall be non-executive directors;	✓		In Practice
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 other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee.	✓		No such vacancy arose in the reporting period.
6.2(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	✓		No such appointment/co-opt required in the reporting period.
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;	✓		Do



Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
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 from the company.	✓		No remuneration received
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, who shall be an independent director,	✓		Chairman of the NRC is an Independent Director.
6.3(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	✓		No such incidence arose in the reporting period.
6.3(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.	✓		The Chairperson of the NRC attended at the 55th AGM held on January 11th, 2025.
6.4	Meeting of the NRC			
6.4(a)	The NRC shall conduct at least one meeting in a financial year	✓		There were 2 (Five) meetings (25% to 50%) held during the reporting period.
6.4(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC	✓		No such incidence arose in the reporting period.
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, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h)	✓		In Practice
6.4(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		Do
6.5	Role of the NRC			
6.5(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	✓		In Practice. The NRC discharged its responsibilities as per CG Code.
6.5(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:			
6.5(b)(i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:			
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. The NRC discharged its responsibilities as per CG Code.
6.5(b)(i)(b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	✓		Do
6.5(b)(i)(c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	✓		Do
6.5(b)(ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		Do
6.5(b)(iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	✓		Do
6.5(b)(iv)	formulating the criteria for evaluation of performance of independent directors and the Board;	✓		Do
6.5(b)(v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	✓		Do



Condition No.	Title	Compliance status		Remarks (if any)
		Complied	Not complied	
6.5(b)(vi)	developing, recommending and reviewing annually the company's human resources and training policies;	✓		Do
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.	✓		Do
7	EXTERNAL/STATUTORY AUDITORS: The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:-			
7.1(i)	appraisal or valuation services or fairness opinions	✓		The Statutory Auditor have declared their compliances.
7.1(ii)	financial information systems design and implementation;	✓		Do
7.1(iii)	book-keeping or other services related to the accounting records or financial statements;	✓		Do
7.1(iv)	broker-dealer services;	✓		Do
7.1(v)	actuarial services;	✓		Do
7.1(vi)	internal audit services or special audit services;	✓		Do
7.1(vii)	any service that the Audit Committee determines;	✓		Do
7.1(viii)	audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	✓		Do
7.1(ix)	any other service that creates conflict of interest.	✓		Do
7.2	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company; Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	✓		The Statutory Auditor have declared their compliances.
7.3	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		Representative of statutory auditors attended at the 55 th AGM held on January 11 th , 2025.
8	Maintaining a website by the Company			
8.1	The company shall have an official website linked with the website of the stock exchange.	✓		www.pod.gov.bd is the company's official website linked with the website of stock exchange.
8.2	The company shall keep the website functional from the date of listing.	✓		
8.3	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9	Reporting and Compliance of Corporate Governance.			
9.1	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report. Explanation: "Chartered Accountant" means Chartered Accountant as defined in the Bangladesh Chartered Accountants Order, 1973 (President's Order No. 2 of 1973); "Cost and Management Accountant" means Cost and Management Accountant as defined in the Cost and Management Accountants Ordinance, 1977 (Ordinance No. LIII of 1977); "Chartered Secretary" means Chartered Secretary as defined in the Chartered Secretaries Act, 2010.	✓		The Company obtained the certificate from Hoda Vasi Chowdhury & Co, Chartered Accountants and such certificate is presented in the Annual Report.
9.2	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	✓		In Practice
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 or not.	✓		

Management Discussion and Analysis on Company's Position and Operation

The financial and operating performances of Padma Oil PLC. during the fiscal year 2024-25 have been satisfactory. We made every effort to accomplish our job effectively and efficiently in FY 2024-25. We are focusing on the sustainability and efficiency.

It appears from the business outcome that the sales volume of the Company's petroleum products stood at 26.27 lakh metric tons in FY 2024-25 as compared to 25.95 lakh metric tons in FY 2023-24. The Company ranked 1st among the oil marketing companies in terms of market share. On the other hand, sales of agrochemicals products of the Company increased by 17.49% to 3,298 metric tons in the reported year which was 2,807 metric tons in the last year. The Company made a significant net profit before tax of Taka 703.99 crore in the reported year as against Taka 510.95 crore in the last year.

The overall Company's position has been reflected in the financial statements which have been prepared and presented in accordance with all generally accepted accounting principles. The overall Company's position and future planning, and methods of preparation of financial statements have been summarized below:

Preparation of Financial Statements:

The financial statements have been prepared in accordance with the International Accounting Standards (IASs), International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 2020 and other applicable laws and regulations in Bangladesh as per requirements under the Financial Reporting Act 2015. Cash flows from operating activities are prepared under direct method as prescribed by the Securities and Exchange Rules 2020.

Accounting Policies and Estimates:

The details of accounting policies and estimates applied for the preparation of financial statements are described in note no.: 2.00 of audited financial statements. There are no changes in accounting policies and estimates for the fiscal year 2024-2025.

Comparative Analysis of Financial Performance:

Key financial data for the immediate preceding five years is shown detail in Annexure-3 of the Directors' Report. For comparison, the financial results and financial position of the Company for the financial year 2024-2025 with the immediate preceding five years are given below:

Amount in Crore Taka

Financial & Operational results	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021	2019-2020
Sales (MT in Lakh)	26.27	25.95	26.89	25.45	21.40	19.63
Net Earnings on petroleum products	307.33	305.22	243.79	218.19	213.75	218.46
Operating expenses	238.71	242.99	244.55	241.72	214.95	230.40
Other Operating Income	64.44	83.66	122.81	76.16	42.30	84.53
Total operating profit	133.06	145.89	122.05	52.64	41.10	72.59
Profit after tax	562.88	408.59	349.53	240.38	228.60	272.96
EPS (Taka)	57.30	41.59	35.58	24.47	23.27	27.79
Net Asset Value per share (Taka)	274.86	231.56	203.46	180.38	168.41	157.64
Net operating cash flow per share (Taka)	(39.83)	63.82	(51.99)	98.15	2.73	80.91
Number of employees	810	853	879	930	959	1009

**Financial Performance of Peer Industry:**

There are three major oil marketing companies in the petroleum industry namely Padma Oil PLC. (PO PLC), Meghna Petroleum Limited (MPL) and Jamuna Oil Company Limited (JOCL) under Bangladesh Petroleum Corporation. A comparison of three marketing companies' financial and operational data during 2024-2025 is summarized below:

Amount in Crore Taka

Particulars	POCL	MPL	JOCL
Sales (MT in Lakh)	26.27	23.85	17.21
Net Earnings on petroleum products	307.33	339.41	171.61
Operating expenses (including financial expenses)	238.71	173.19	146.30
Other Operating Income	64.44	28.43	24.51
Total operating profit	133.06	194.65	49.82
Profit after tax	562.88	664.32	648.19
EPS (Taka)	57.30	61.39	58.70
Net Asset Value per share (Taka)	274.86	278.51	274.03
Net operating cash flow per share (Taka)	(39.83)	109.47	64.37
Number of employees	810	348	443

Global and Local Economic Scenario:

According to the forecasts of the United Nations, World Bank and IMF, global economic growth is likely to decline to 2.3-3.0 percent in 2025. Although Bangladesh's macroeconomic situation in the fiscal year 2024-25 faced various challenges due to geopolitical instability, foreign exchange crisis and high inflation, some positive progress has been observed. According to the provisional estimate of the BBS, GDP growth has slightly decreased from 4.22 percent in the 2023-24 fiscal year to 3.97 percent in the 2024-25 fiscal year. Although growth in the agriculture and services sectors has slowed down slightly, growth in the industrial sector has increased. Per capita income has increased slightly to US\$ 2,820. However, the depreciation of the taka against the dollar has slowed the pace of real income growth. Although inflation averaged 10.03 percent in the 2024-25 fiscal year, it started to decline from December 2024 as a result of various government measures including contractionary monetary policy, and in June 2025, general inflation was 8.48 percent and food inflation was 7.39 percent. In the 2024-25 fiscal year, export earnings increased by 8.60 percent to US\$ 48.30 billion and remittance increased by 26.83 percent to US\$ 30.33 billion, creating a surplus in the current account balance. As a result, foreign exchange reserves increased to US\$ 31.77 billion and the exchange rate also stabilized to a certain extent. However, the investment and domestic savings rates in the country have declined slightly. Overall, despite global instability and internal challenges, Bangladesh's economy is moving towards restoring growth by maintaining economic stability.

Several steps have been taken by the interim government to reform the banking sector, control inflation and improve reserves. The Government of Bangladesh has visionary target to build a durable and sustainable energy, power and transportation infrastructure in order to become a prosperous nation.

Risk and Mitigation:**Risk Factors of Petroleum Business:**

The economy of Bangladesh is growing faster and it creates an opportunity for the entire fuel industry and power sector. There are some challenges in the business of petroleum products such as market competition with private sector, the open market economy, fluctuations in the price of imported petroleum products etc.

**Risk Factors of Agrochemical Business:**

More than 450 companies including some giant multinationals are heading to grab the market of agrochemicals. There is stiff competition in the agrochemicals market. Besides, Bangladesh is among the most vulnerable countries to climate change, which poses a long-term threat to the country's agricultural sector, particularly in areas affected by flooding, saline intrusion, and drought. Price factors of our quality products are very much concern for us.

Mitigation policy:

The Govt. of Bangladesh is emphasizing of enacting favorable rules and policy to attract the investors. We are monitoring to identify and assess the potential challenges and to find the way out to mitigate those challenges. Various steps have been taken by the Company to increase the sales volume of petroleum and Agrochemicals products and to mitigate the operating expenses of the Company.

To mitigate the operating expenses of the agrochemicals business, the current market segment is reviewed and the offices in the lesser selling areas are closed and integrated with the nearby offices. In addition, appropriate steps have been taken to reduce overall operating costs in the sector by controlling expenditures through reorganizing the manpower. A committee constituted by the Company is regularly reviewing the selling price of homogeneous products of the competing companies and re-determining the price of the products from time to time accordingly. The management of the Company is regularly monitoring the inherent business risk and taking corrective measures.

Future Planning:

A development program has been undertaken for business expansion and smooth supply of fuel to the public by establishing new depots, storage tanks and other physical infrastructures. The Company has taken the plans are narrated in detail under the head of 'Future action plans' in the Directors' Report.

The Company is also adhering to improving its performance through specialization, differentiation, segmentation and overall diversification.

We hope we shall achieve our projected target and march forward in the years to come.

(Md. Mafizur Rahman)
Managing Director



55th Annual General Meeting

The 55th Annual General Meeting (AGM) of Padma Oil PLC. was held virtually through Digital Platform on 11 January 2025 at 11-00 am. Board Chairman Mr. A K M Zafar Ullah Khan presided over the meeting. Directors of the Board Mr. Quazi Md. Anwarul Hakim, Mr. Anupam Barua, Mr. Md. Zakir Hossain, Mr. Tariqul Islam Khan, Mr. Kutubuddin Akhter Rashid, Managing Director Mr. Md. Abdus Sobhan, Company Secretary Mr. Ali Absar as well as BPC and Company's senior officials attended at the Meeting.

After recitation of verse from the Holy Quran, the Chairman welcomed the shareholders in the Annual General Meeting. The meeting started with the Chairman's inviting comments on proceedings of the last Annual General Meeting. The shareholders unanimously approved the audited financial statements and proposed 140% cash dividends for the year ended 30 June 2024. Proposal for appointment of external statutory auditors M/s. M.M Rahman & Co. and M/s. Mahamud Sabuj & Co. Chartered Accountants for the year 2024-2025 was approved by the shareholders. Hoda Vasi Chowdhury & Co. Chartered Accountants was appointed by the shareholders as compliance auditor regarding compliance with the Corporate Governance Code 2018 issued by BSEC. Director Mr. Anupam Barua and Director Mr. Md. Zakir Hossain were elected by the shareholders.

A huge number of honourable shareholders participated in the AGM through digital platform and they made comments about the overall performance of the Company. The Company Secretary Mr. Ali Absar read out the various comments made by the shareholders. The Chairman of the Board Mr. A K M Zafar Ullah Khan and Managing Director Mr. Md. Abdus Sobhan replied to the queries and explained on various comments made by distinguished shareholders.

The Shareholders appreciated the Company's over all performance in their comments. The meeting ended with a vote of thanks to the chair.

৫৫তম বার্ষিক সাধারণ সভা



ডিজিটাল প্ল্যাটফর্মের মাধ্যমে অনুষ্ঠিত ৫৫তম বার্ষিক সাধারণ সভায় সাবেক সচিব ও কোম্পানির পরিচালনা পর্ষদের সম্মানিত চেয়ারম্যান জনাব এ কে এম জাফর উল্লাহ খান-সহ পরিচালকমণ্ডলী, সাবেক ব্যবস্থাপনা পরিচালক, সিএফও ও কোম্পানি সচিব।



পতেঙ্গাস্থ কোম্পানির প্রধান স্থাপনা হতে শাহ আমানত আন্তর্জাতিক বিমানবন্দর সংলগ্ন এভিয়েশন ডিপো পর্যন্ত ভূগর্ভস্থ জেট এ-১ পাইপলাইনের শুভ উদ্বোধন উপলক্ষে জ্বালানি ও খনিজ সম্পদ বিভাগের সম্মানিত সচিব জনাব মোহাম্মদ সাইফুল ইসলামকে সম্মাননা প্রদান করছেন বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের সম্মানিত চেয়ারম্যান (সচিব) জনাব মোঃ আমিন উল আহসান।



পতেঙ্গাস্থ কোম্পানির প্রধান স্থাপনা হতে শাহ আমানত আন্তর্জাতিক বিমানবন্দর সংলগ্ন এভিয়েশন ডিপো পর্যন্ত ভূগর্ভস্থ জেট এ-১ পাইপলাইনের শুভ উদ্বোধন উপলক্ষে বক্তব্য রাখছেন বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের সম্মানিত চেয়ারম্যান (সচিব) জনাব মোঃ আমিন উল আহসান।



দেশের প্রথম স্বয়ংক্রিয় ডিপো কুমিল্লা অটোমেটেড পেট্রোলিয়াম ডিপো উদ্বোধন করছেন বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের সম্মানিত চেয়ারম্যান (সচিব) জনাব মোঃ আমিন উল আহসান।



কুমিল্লা অটোমেটেড পেট্রোলিয়াম ডিপোর উদ্বোধনী অনুষ্ঠানে মঞ্চে উপবিষ্ট প্রধান অতিথি বিপিসি'র চেয়ারম্যান (সচিব) জনাব মোঃ আমিন উল আহসান, বিশেষ অতিথিবৃন্দ ব্রিগেডিয়ার জেনারেল আরিফুল ইসলাম খান, এএফডব্লিউসি, পিএসসি, কমান্ডার, ২৪ ইঞ্জিনিয়ার কনস্ট্রাকশন ব্রিগেড, ড. এ কে এম আজাদুর রহমান (যুগ্ম সচিব), পরিচালক (অপা. ও পরি.), বিপিসি, জনাব মুঃ রেজা হাসান, জেলা প্রশাসক ও জেলা ম্যাজিস্ট্রেট, কুমিল্লা এবং জনাব মোঃ মফিজুর রহমান, ব্যবস্থাপনা পরিচালক, পদ্মা অয়েল পিএলসি।



परिचालकमंडली



इन्डिपेन्डेंट परिचालक काजी आनोयारुल हाकिमके विदायी शुभेच्छा ।



পরিচালনা পর্ষদের সম্মানিত চেয়ারম্যান জনাব এ কে এম জাফর উল্লা খানসহ অন্যান্য পরিচালকগণ কর্তৃক ঢাকাস্থ পরিবাগে কোম্পানির ১.৮৮ একর জমিতে দু'টি বেইজমেন্টসহ ১২তলা ভবনের নির্মাণ কাজ পরিদর্শন।



নির্মাণ কাজ পরিদর্শন করছেন কোম্পানির ব্যবস্থাপনা পরিচালক জনাব মোঃ মফিজুর রহমান ও প্রকল্প পরিচালক জনাব মোঃ শহীদুল আলম।



কোম্পানির সিএসআর কার্যক্রম হিসেবে শীতার্ভ মানুষদের মাঝে শীতবস্ত্র বিতরণ করছেন পরিচালনা পর্যদের সম্মানিত চেয়ারম্যান জনাব এ কে এম জাফর উল্লাহ খান।



আন্তর্জাতিক মাতৃভাষা দিবস উপলক্ষে কোম্পানির অনুদানে পরিচালিত পদ্মা অয়েল কোম্পানী মডেল স্কুলের ছাত্র-ছাত্রীদের মহান ভাষা আন্দোলনের শহিদদের প্রতি শ্রদ্ধাঞ্জলি।



মুক্তিযুদ্ধ স্মৃতিস্তম্ভ ডিসি পার্ক কাটলীতে মহান বিজয় দিবস ২০২৫-এ পুষ্পস্তবক অর্পণ করছেন কোম্পানির ব্যবস্থাপনা পরিচালকসহ উর্ধ্বতন কর্মকর্তাবৃন্দ।



কোম্পানির প্রধান কার্যালয়ে মহান বিজয় দিবস ২০২৫-এর প্রথম প্রহরে জাতীয় পতাকা উত্তোলন করছেন কোম্পানির ব্যবস্থাপনা পরিচালকসহ অন্যান্য কর্মকর্তাবৃন্দ।



কোম্পানির প্রধান কার্যালয়ে বৃক্ষরোপন কর্মসূচি ২০২৫ উপলক্ষ্যে বৃক্ষরোপন করছেন কোম্পানির ব্যবস্থাপনা পরিচালক।



কোম্পানির প্রধান স্থাপনা, গুপ্তখালে বৃক্ষরোপন কর্মসূচি ২০২৫ উপলক্ষ্যে বৃক্ষরোপন করছেন এজিএম (এমআই)-সহ প্রধান স্থাপনার কর্মকর্তাবৃন্দ।

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Renewed Certificate

This is to certify that

PADMA OIL COMPANY LIMITED

*is an Ordinary Member of Bangladesh Association of Publicly Listed Companies
and is entitled to all the rights and privileges appertaining thereto.*

This certificate remains current until 31st December, 2025.

CM-2025/166

March 19, 2025

Ref. No:

Date of issue :

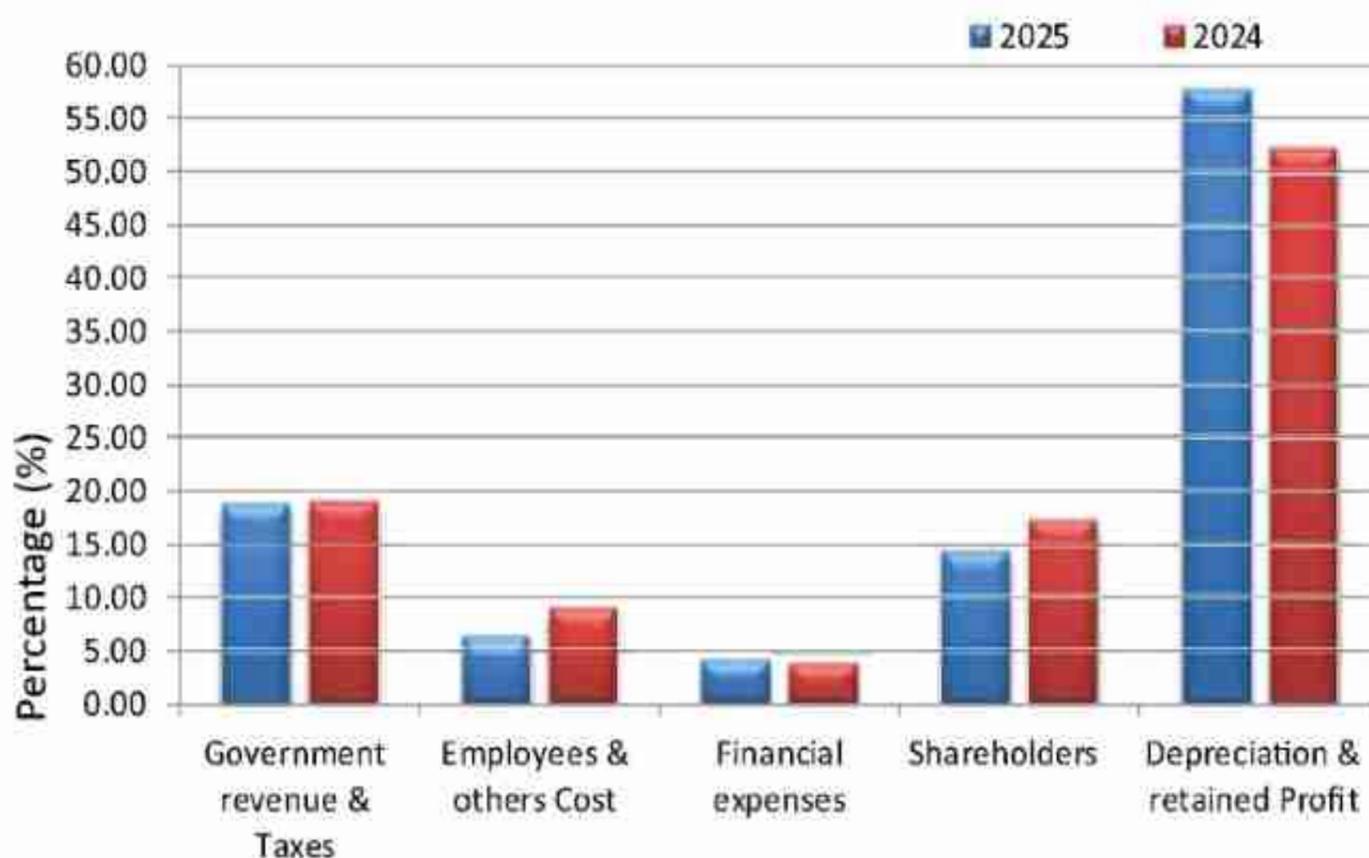
BAPLC

Secretary General

Contribution & Value Additions

For the year ended 30 June 2025

Particulars	Taka In '000			
	30-Jun-25	%	30-Jun-24	%
Earnings on				
Petroleum Products	3,073,326		3,052,152	
Agrochemicals trading	5,338		1,020	
	3,078,664		3,053,172	
Other Income	6,718,861		4,755,108	
Total value added	9,797,525		7,808,279	
Distribution of added value				
To Government as revenue & taxes	1,822,728	18.60	1,465,791	18.77
To Employees & others cost	603,539	6.16	671,097	8.59
To Financial expenses	369,391	3.77	287,057	3.68
To shareholders	1,373,042	14.02	1,326,142	16.98
To depreciation & retained earnings	5,628,825	57.45	4,058,192	51.97
	9,797,525	100.00	7,808,279	100.00





Dividend Distribution Policy

1. Introduction

Padma Oil PLC. is one of the leading fuel oil as well as agrochemicals marketing company in the country under Bangladesh Petroleum Corporation (BPC). Burmah Eastern Limited became a subsidiary of Bangladesh Petroleum Corporation in 1977. In the year 1985, BOC transferred its entire property in Bangladesh including share of Burmah Eastern Limited in favour of Bangladesh Petroleum Corporation (BPC) which was earlier listed with Dhaka Stock Exchange Limited in 1976 and subsequently it was listed with the Chittagong Stock Exchange Limited in 1995. As per terms of the transfer of BOC's entire share to BPC, Burmah Eastern Limited was required to change its name and as such subsequently the Company's name was changed as "PADMA OIL COMPANY LIMITED" in the year 1988.

In compliance with the Bangladesh Securities and Exchange Commission's Directive No. BSEC/CMRRCD/2021-386/03 dated 14 January 2021, the issuers of listed securities are required to formulate and disclose its Dividend Distribution Policy. Accordingly, the Board of Directors of Padma Oil PLC. (herein after referred to as "the Company") has formulated and approved this Dividend Distribution Policy (herein after referred to as "the Policy").

2. Definitions

"the Act" means the Companies Act 1994 as amended from time to time.

"Policy" means Dividend Distribution Policy.

"Applicable Laws" means the Companies Act, 1994 & BSEC Rules, Regulations & Directives issued from time to time.

"the Company" means Padma Oil PLC.

"AGM" means Annual General Meeting

"Board" means Board of Directors of Padma Oil Company Ltd.

"Shareholders" means Members whose name is registered in the Member Register of the Company.

"Shares" means Ordinary Equity Shares.

"Chairman" means the Head of the Board of Directors.

"MD & CEO" means the Managing Director & the Chief Executive officer.

"Dividend" as defined under the Companies Act, 1994.

"FRC" means the Financial Reporting Council as per the Financial Reporting Act, 2015.

3. Objective of the Policy

The objective of this Policy is to provide clarity to stakeholders on the dividend distribution framework to be adopted by the company for ensuring the right balance between the quantum of dividend paid and the amount of profits retained in the business for various purposes. The Board of Directors (Member of the Board) shall recommend dividend in compliance with this Policy, the Articles of Association of the Company, the provisions of the Companies Act, 1994, relevant Directives/Orders published by the Bangladesh Securities and Exchange Commission, and other applicable legal provisions.

4. Dividend Legal Framework

- Provisions of the Articles of Association of the Company in reference to the Companies Act, 1994.
- To comply with all the directives, orders etc. of the Bangladesh Securities and Exchange Commission (BSEC) and the Listing Rules of the Stock Exchanges as regards determination and declaration of dividends.

- c. To comply with the applicable tax laws in framing the dividend policy.
- d. Preparation of financial statements with complete adherence to the applicable accounting and reporting standards under International Accounting Standards (IASs), International Financial Reporting Standards (IFRS) etc be amended/modified from time to time.
- e. Circulars, Instructions, Directives issued time to time by the Financial Reporting Council (FRC).
- f. Special Order/Directives issued by the government at any time.

5. Declaration of Dividend

Subject to the provisions of the Act, dividend shall be declared and paid out of the current year's profit after tax of the company or any other undistributed profit.

Before declaration of dividend, the Company may transfer a portion of its profits to reserves of the Company as may be considered appropriate by the Board at its discretion.

The actual quantum of dividend pay-out on a yearly basis will be depended on the following factors:

5.1 Internal Factors: The Board shall consider the following internal factors:

- a) Company's Liquidity position including its present and expected obligations.
- b) Profits earned & available for distribution during the financial year of the company.
- c) Accumulated Reserve including the retained earnings.
- d) Present and Future Capital expenditure plans of the Company including organic/inorganic growth opportunities.
- e) Future requirements of funds.
- f) Earning stability.
- g) Capital Restructuring Plan.
- h) Past dividend trend of the Company and the industry.
- i) Any other relevant or material factor as may be deemed fit by the Board.

5.2 External Factors: The Board shall consider the following external factors:

- a) State of economy and capital markets.
- b) Applicable taxes including dividend distribution tax.
- c) Shareholders Expectation.
- d) Regulatory Changes: Introduction of new or changes in existing tax or regulatory requirements (including dividend distribution tax) having significant impact on the Company's operations or finances.
- e) Technological changes which necessitate significant investment in the business of the Company.
- f) To retain a larger portion of profit to build up reserves, in case of adverse economic scenario.
- g) Inflation rate & other economic factors.
- h) Considering the restrictions, if any, imposed by the act and other applicable laws with regard to declaration of dividend in order to ensure compliance with the applicable laws.
- i) Force Majeure events include natural causes (fire, storms, floods, earthquake etc), governmental or societal actions, infrastructure failures (transportation, energy) etc.
- j) Any other relevant or material factors as may be deemed fit by the Board.

[The Board may also not recommend a Dividend considering the various factors prevailing in the local & international market and or economic uncertainty beside the issued mentioned in above 5.1 & 5.2]



6. Scope of the Policy

The Policy covers the following:

6.1 Dividend to Equity Shareholders of the Company:

At present the Company has only one class of equity shares. As and when the Company proposes to issue any other class of equity shares, the Policy shall be modified accordingly.

6.2 Interim Dividend

- a) Interim Dividend(s), if any, shall be declared by the Board.
- b) In case no final dividend is declared for any particular financial year, interim dividend paid during that year, if any shall be regarded as final dividend for the year in the Annual General Meeting (AGM).

6.3 Final dividend

- a) Recommendation, if any, shall be made by the Board, usually in the Board meeting that considers and approves the annual financial statements, subject to approval of the shareholders of the Company.
- b) The dividend as recommended by the Board shall be approved/declared in the AGM of the Company.

7. Dividend Pay Out Method and Timing

The Company shall distribute declared and duly approved dividend to all shareholders in a timely manner and in line with Bangladesh Securities and Exchange Commission directions (as issued time to time) and any applicable local laws, rules and regulations.

8. Unclaimed Dividend

Any unclaimed or unsettled dividend shall be managed in line with Bangladesh Securities and Exchange Commission's directions (as issued time to time) and any other applicable local laws, rules, and regulations.

9. Manner of Utilization of Retained Earnings

The retained earnings shall be deployed in line with the objects of the Company as detailed in Memorandum of Association of the Company. The Company shall endeavor to utilize its retained earnings in a manner which shall be beneficial to the interest of the Company and also its shareholders. The decision of utilization of the retained earnings shall be based on the factors like strategic and long term plans of the Company, diversification opportunities, or any other criteria that may be considered relevant by the Board in this regard.

10. Review

This Policy is issued with the consent of the Board of Directors of the Company and can be amended only with the authority of the Board of Directors as may be deemed appropriate by the Board of Directors of the Company. Any content of this policy or any future change/amendment to thereof shall not contradict or be in conflict with any of the provisions of the BSEC Directives issued from time to time. In such a situation, provisions of the BSEC directives shall prevail.



11. Conflict of Policy

In the event of the Policy being inconsistent with any regulatory provision, such regulatory provision shall prevail upon the corresponding provision of this policy.

12. Amendment or Modification

The Board may, from time to time, make amendment(s)/ modify to this Policy to the extent required due to change in applicable laws and/or regulations or as deemed fit on a review.

13. Disclaimer

The above Policy Statement does not induce investment in the Company or represent a commitment on the future dividends of the Company but represents a general guidance on the Dividend Policy of the Company.

14. Disclosure

This Dividend Distribution Policy (as amended from time to time) will be uploaded on the Company's website and in the annual report and any other form as guided/ instructed from time to time by BSEC.

Report of the Audit Committee

The Audit Committee of Padma Oil PLC. was formed by the Board of Directors of the company in accordance with the Bangladesh Securities and Exchange Commission's Notification No-SEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018.

The composition of present Audit Committee is as under :

Mrs. Mahbooba Panna	: Chairperson
Mr. Md. Zakir Hossain	: Member
Mr. Md. Tarikul Islam Khan	: Member
Dr. A K M Azadur Rahman	: Member
Mr. Ali Absar	: Member Secretary

Terms of Reference

The purpose of the Audit Committee is to ensure and improve the adequacy of the internal control system and provide updated information to the Board of Directors. The committee is empowered to examine the matter relating to the financial and other affairs of the company. The terms of reference of the Audit committee cover all matters specified under Clause-5(5) of the Bangladesh Securities and Exchange Commission's Notification dated 3 June 2018.

Role of the Audit Committee

The Audit Committee shall :-

- oversee the financial reporting process;
- monitor choice of accounting policies and principles;
- monitor the Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;
- oversee the hiring and performance of external auditors;
- hold meetings with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;
- review along with the management, the annual financial statements before submission to the Board for approval;
- review along with the management, the quarterly and half-yearly financial statements before submission to the Board for approval;
- review the adequacy of the internal audit function;
- review the Management's Discussion and Analysis before disclosing in the Annual Report; the adequacy of the internal audit function;
- review statement of all related party transactions submitted by the management;

- ❑ review Management Letters or Letters of Internal Control weakness issued by the statutory auditors;
- ❑ oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and
- ❑ oversee whether the proceeds raised through Initial Public Offering (IPO) Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in the relevant offer document or prospectus approved by the Commission:

Provided that the management shall disclose to the Audit Committee the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results:

Provided further that on an annual basis, the Company shall prepare a statement of the proceeds utilized for purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.

Number of Meeting

The Committee formally met seven times during the period from July 2024 to June 2025.

Activities carried out by the Audit Committee :

During FY 2024-25 the Audit committee carried out the following tasks:

- ❑ Conducted meetings with the external/statutory auditors for reviewing the annual financial statements prior to submission to the Board for approval;
- ❑ Reviewed the financial statements of FY 2024-25 submitted by the external auditors and put up the Committee's recommendations to the Board;
- ❑ Reviewed the quarterly and half-yearly financial statements of FY 2024-25 and put up the committee's recommendations to the Board;
- ❑ Reviewed the Company's revised budget of FY 2024-25 and prepared budget for FY 2025-26 and put up committee's recommendations to the Board;
- ❑ Reviewed the audited accounts of PO PLC Depreciation Fund for the year 2023-24.

The committee reviewed the annual financial report and the external audit report of FY 2024-25 and did not find any material deviation, discrepancies or any adverse findings, what so ever.



(Mahbooba Panna)

Chairman

Audit Committee, PO PLC



Report of the Nomination and Remuneration Committee (NRC)

The Nomination and Remuneration Committee (NRC) of Padma Oil PLC. was formed on 10 November 2018 by the Board of Directors of the Company in accordance with the Bangladesh Securities and Exchange Commission's Notification No-BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018. The policy on nomination and remuneration of Directors and top-level executives of the Company has been formulated by the Nomination and Remuneration Committee (NRC) in compliance with the BSEC's above notification on Corporate Governance under directives of the Energy and Mineral Resources Division under the Ministry of Power, Energy and Mineral Resources and Bangladesh Petroleum Corporation.

1. Composition:

- 1.1 The Nomination and Remuneration Committee ("NRC") shall be appointed by the Board of Directors ("Board") from among their members and shall consist not less than 3(Three) members,
- 1.2 In the event of any vacancy in the NRC, the Board shall within 3 (three) months appoint such number of new members.
- 1.3 The appointment of a NRC member shall automatically be terminated if the member ceases to be a Director, or as determined by the Board.

The composition of the present Nomination and Remuneration (NRC) Committee is as under:

Mr. Gaziuddin Muhammad Munir	: Chairman
Mr. Md. Zakir Hossain	: Member
Mr. Md. Tarikul Islam Khan	: Member
Dr. A K M Azadur Rahman	: Member
Mr. Ali Absar	: Member Secretary

2. Duration of appointments

Unless otherwise determined by the Board, the duration of appointments of the Committee shall commensurate with the term and condition of appointment of the respective member to the Board of Directors of the Company.

3. Chairman

- 3.1 The Chairman of the NRC shall be appointed by the board from among the members who is an Independent Director.
- 3.2 In the absence of the Chairman of the NRC, the remaining members present shall elect one of their members as chairman of the meeting.
- 3.3 The Chairman of the NRC shall report to the Board on any matter that should be brought to the Board's attention and provide recommendations of the NRC that require the Board's approval at the Board Meeting.

4. Secretary of the NRC

- 4.1 The Board Secretary shall act as Secretary to the Committee and attend all meetings.
- 4.2 The Secretary shall draw up an agenda for each meeting, in consultation with the Chairman of the NRC. The agenda shall be sent to all members of the NRC.
- 4.3 The Secretary shall prepare the Minutes of the NRC meeting and distribute it to each member. The Minutes of the NRC shall be signed by the Chairman of the meeting.
- 4.4 The Minutes of the NRC meeting shall be maintained by the Secretary and be presented for approval of the Board.

5. Terms of Reference

The Terms of Reference of the Nomination and Remuneration Committee (NRC) have been determined by the Board as per BSEC's notification. The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top-level executives as well as the formal process of considering remuneration of directors and top-level executives under directives of Bangladesh Petroleum Corporation.

6. Responsibilities

To oversee, among others, the following matters and make reports with recommendations to the Board:

- (i) Formulating the criteria for determining qualifications, positive attributes and independence of a director under directives of the concerned Ministry and Bangladesh Petroleum Corporation (BPC) and recommending a policy to the Board, relating to the remuneration of the directors, top-level executive, considering the following:
 - (a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully under directives of the concerned Ministry and Bangladesh Petroleum Corporation (BPC).
 - (b) The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - (c) Remuneration to directors, top level executives involves as balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
- (ii) Devising a policy on the Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;
- (iii) Identifying persons who are qualified to become Directors and who may be appointed in top-level executive positions in accordance with the criteria laid down by the concerned Ministry and Bangladesh Petroleum Corporation (BPC) and recommend their appointment and removal to the Board;
- (iv) Formulating the criteria for evaluation of performance of Independent Directors and the Board;
- (v) Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;
- (vi) Developing, recommending and reviewing annually the Company's human resources and training policies.
- (vii) To review and recommend the outcome of the evaluations and assessments to the Board concerning the areas of continuous improvement.
- (viii) To carry out such other duties or functions as may be delegated by the Board from time to time or required by the regulatory authority.

7. Reporting

- 7.1 Minutes of each Committee meeting will be disclosed at the next meeting of the Board. Periodically the Chair of the Committee shall report to the Board on matters within its duties and responsibilities.
- 7.2 The Committee shall compile a report of the work of the Committee in discharging its responsibilities for inclusion in the Annual Report, including a description of significant issues dealt with by the Committee.
- 7.3 The Committee shall in its decision-making, give due regard to any relevant legal or regulatory requirements, and associated best practice guidance, as well as to the risk and reputation implications of its decisions (liaising



where relevant with other committees).

- 7.4 The Committee shall have access to sufficient resources in order to carry out its duties and have the power to engage independent counsel and other professional advisers and to invite them to attend meetings.

8. 2024-2025 Meeting of NRC

5 meetings of the NRC were held during the period. The Committee made recommendations on the following activities:

- 8.1 To recommend the promotion of the company's employees;
8.2 To recommend the recruitment of officers in the company;
8.3 To recommend for appointment of Independent Director;

9. Appointment of Director and top level executive :

The committee shall identify and ascertain the integrity, qualification and experience of the person for appointment as Director and top-level executive and recommend his/her appointment as per the company's policy.

10. Evaluation

The Committee shall carry out evaluations of the performance of the Director and top-level executives yearly or at such intervals.

11. Retirement :

The Director and top-level executives shall retire as per policy of the Company.

12. Policy for Remuneration to Directors/ Top level Executives:

- a) The Remuneration is to be paid to top-level executives as per Company's policy.
b) The Directors may receive meeting fees and such other remuneration as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

13. Self-Assessment :

The Committee shall conduct an annual self-assessment of its activities under the Terms of Reference and report any conclusions and recommendations to the Board and, as part of this assessment, shall consider whether or not it receives adequate and appropriate support in fulfillment of its role and whether or not its annual plan of work is manageable.

14. Acknowledgement :

The Nomination and Remuneration Committee expresses its sincere thanks to the Members of the Board and the Management of the Company for their excellent support in carrying out the duties and responsibilities of the committee during the period under review


05/11/2025
(Gaziuddin Muhammad Munir)
Chairman NRC



INDEPENDENT AUDITORS' REPORT
To the shareholders of
Padma Oil PLC.

Report on the Audit of the Financial Statements
Qualified Opinion

We have audited the accompanying financial statements of (POCL) Padma Oil PLC. ("the Company") which comprise the statement of financial position as at 30 June 2025, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the period from 01 July 2024 to 30 June 2025, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying financial statements, prepared in accordance with International Financial Reporting Standards (IFRSs), give a true and fair view of the financial position of the Company as at 30 June 2025 and of its financial performance and cash flows for the period from 01 July 2024 to 30 June 2025 and comply with the Companies Act, 1994, the Securities and Exchange Rules, 2020 and other applicable laws and regulations.

Basis for Qualified Opinion

1. In reference to Note 12.03, POCL has investment in FDR of BDT 355,762,725 at First Security Islami Bank PLC., BDT 60,480,000 at National Bank PLC., BDT 558,571,560 at Union Bank PLC, BDT 795,310,158 at Global Islami Bank PLC, BDT 160,272,000 at Social Islami Bank PLC which are going to merge for severe liquidity crisis as per Bangladesh Bank Directive. Thus as per para 5.5.9 of IFRS 9 at each reporting period an entity shall assess whether the credit risk on a financial asset has increased significantly since initial recognition. Moreover POCL realised interest of BDT 173,118,391 including AIT & Excise duty out of BDT 223,417,236 from FDR'S of above mentioned banks & interest of BDT 47,084,443 has remain due as on 30 June 2025 & POCL did not accrue BDT 22,695,580 for the interval of maturity date to Cut off date signifying the risk of those investment. Subsequently POCL has sent letter to those banks for encashment of those investment but banks have not provided positive response due to liquidity shortage. Hence considering the fact investment has fallen in high credit risk & POCL should recognise an allowance for credit loss as per para 5.5.9 & para B 5.5.2 of IFRS 9.

2. In reference to Note 20, other liability includes an outstanding balance of BDT 1,458,639,704 after adjustment of BDT 162,071,080 from the initial amount of BDT 1,620,710,784 received as advance against 40 years lease rent agreement with BPC to use POCL land & the yearly lease rent of BDT 40,517,770 would be adjusted from this advance. However as per extract of the 514th board meeting minutes dated 05 December 2023 the board proposed to sell the land to BPC with a value of BDT 177,07,22,548 and ceased lease rent agreement subject to approval of shareholders in the 54th Annual General Meeting. As on reporting date POCL neither presented the land as held for sale as per IFRS 5 nor recognise the lease rental revenue of BDT 81,035,540 as income for the Financial Year 2023-24 & 2024-25.

3. We would like to refer Note 9, receivables on account of Biman Bangladesh Airlines Ltd (BIMAN), POCL & BIMAN performed an agreement dated 1st November 2019 where both parties agreed on stuck up outstanding balance to BDT 21,081,997,274 (principle BDT 14,495,252,989+ Interest @8% BDT 6,586,744,285) & POCL subsequently realised BDT 4,520,861,191 which is 21.4% of agreed outstanding as on 30 June 2025. However at Note 37, POCL shows the interest receivable amount as contingent assets which is not supported by IAS 37 as the both POCL & BIMAN agreed on such balances & thus POCL should recognise such interest income.

4. We would like to refer Note 9, receivables on account of Bangladesh Railway for BDT 1,722,327,302, POCL and Railway East Zone & West Zone separately performed agreement dated 08 February 2023 & 20 December 2023 where all parties agreed to charge applicable interest rate on outstanding balance above



15 days. However the accumulated credit period become 327 days & POCL unable to realise interest income of BDT 155,343,753 against above outstanding Balance.

5. Total fund balance as per unaudited financial statement at Senior Pension Fund as on 30 June 2025 stood at BDT 1,911,738,589 and Junior Pension Fund stood at BDT 1,791,071,150 totalling BDT 3,702,809,739. Moreover, company's retired members fund liability as on 30 June 2025 stood at BDT 2,551,822,329. At the end of every year the company should assess the liability of the employee benefit as per IAS 19 para 63-67 and act accordingly. Here excess balance of pension fund BDT 1,150,987,410 should considered as company's worth. Had the company assessed the pensioned fund liability as per IAS 19 the income of the company was increased by BDT 61,286,310 and retained earnings balance also enhanced by BDT 1,089,701,100.

We conducted our audit in accordance with International Standard on Auditing (ISAs). Our responsibilities under those standards are further described in "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) that are relevant to our audit of the financial statements in Bangladesh and we have fulfilled our other ethical responsibilities in accordance with these 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 audit opinion.

Emphasis of Matters

Without modifying our opinion, we are drawing attention to the following matters:

1. We would like to refer Note 04, where as the Company owns total 155.2869 acres of free hold land valued at BDT 6,767,458. Whereas Land measuring 0.1956 acres out of 2.08 Acres of land at Paribagh, Dhaka, 0.82 acres out of 17.08 acres of land at Daulatpur depot & 0.36 acres out of 2.56 acres of land at Brahmanbaria are yet to be registered in the name of POCL.
2. In Reference to Note 9 accounts receivable includes other receivables of BDT 943,581,924 whereas expenditures related to projects such as BDT 10,527,163 Agrabad Building Construction, BDT 22,576,143 Paribag Building Construction, BDT 61,559,885 Automation of Main Installation, BDT 10,184,960 construction cost of pipeline Pitalgonj to KAD has been recorded as other receivables instead of recognising as Capital Work In Progress (Note 05). Moreover BDT 12,741,158 has been carried forward since long under other receivables due to un-identified project instead of capitalising as Property Plant & equipment (Note04) as per IAS 16.
3. In reference to Note 10, the Company discloses due from affiliated companies amounting to BDT 29,238,542,480 which inter-alia includes due from Bangladesh Petroleum Corporation (BPC) BDT 4,115,003,616 against handling Commission, lighter age charge & re-imburement of different expense, Meghna Petroleum Limited (MPL) BDT 75,787,045 against handling charges and Jamuna Oil Company Limited (JOCL) BDT 189,818,387 against handling charges, Duty Revolving Account Eastern Lubricants Blenders PLC BDT 5,000,000 & Duty Revolving Accounts Standard Asiatic Oil Company Ltd BDT 5,000,000. These stuck-up balances remain due for long time (from 2020). As per Para 5.5.9 of IFRS 9 at each reporting period an entity shall assess whether the credit risk on a financial asset has increased significantly since initial recognition. Accordingly, POCL needs to measure a lifetime expected credit losses & an allowance there on as per Para B5.5.2 of IFRS 9.
4. In reference to note 16, long term loan includes BDT 73,385,086 which yet to be transferred to equity as per FRC notification 146/FRC/Admin/Gadget/2020/01 dated 11/02/2020.

5. In reference to Note 17 & 19, balance confirmations for accounts payable & due to affiliated companies amounting to BDT 31,501,295,000 and BDT 57,050,497,000 respectively have been sent and requested to confirm directly with us but till the reporting date we have not get any feedback.
6. In reference to Note 27.01, whereas rental from various parties for BDT 3,796,127 has been recognised as income. Here compliance of investment property as per IAS 40 has not been adhered to.
7. We would like to refer Note 24.02 cost of goods sold, during our audit we have found that the purchase cost of inventories for major products for example Jet-1 has been decreased by BDT 856,787,023 due to the adjustment of price (Windfall Gain & Losses) as per BPC directive. Such price adjustment of inventories enhances/reduces the cost of goods sold of major products & the treatment is not supported by Para 11, para 15 & Para 9 of IAS 2.
8. As per IAS -36, Para -09 "An entity shall assess at the end of each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the entity shall estimate the recoverable amount of asset". During the year we did not notice any impairment test as per provision of IAS-36.

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 year ended 30 June 2025. 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 matter described in the Basis for Qualified Opinion section we have determined the matters described below to be the key audit matters to be communicated in our report.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

IFRS 15-Revenue recognition	
Refer to note 24 and 3.09	
The key audit matter	How the matter was addressed in our audit
Revenue recognition has significant and wide influence on financial statements.	Our audit procedures in this area included, among others:
Revenue is recognised when the amounts and the related costs are reliably measured, and the performance obligation is completed through passing of control to the customers. Revenue from the sale of goods is recognized when the company has delivered products to the customers and control has passed. The sales of the Company are derived from various depots located across the country with relatively transactions of small amounts. As a result, to obtain sufficient audit evidence, magnitude of audit work and resource are required.	<ul style="list-style-type: none"> - We understood, evaluated and validated the key controls related to the Company's sales process from end to end, from contracts approval and sign-off, recording of sales, all the way through cash receipts and customers' outstanding balances. - We tested the completeness of journal entries compared to financial statements and whether if there is any exception existed that the debit accounts of sales recognition were not related to cash and bank, trade receivable.
We identified revenue recognition 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 manipulation of the timing of recognition of revenue by management to meet specific targets or expectations.	- We conducted substantive testing of revenue recorded over the year using sampling techniques, by examining the relevant supporting documents including sales invoices and challans. In addition, we confirmed certain customers' receivable balances at the reporting date, selected on a sample basis by considering the amounts outstanding with those customers.



<p>We focused on the proper cut-off of sales to the Company's customers due to the fact that the documents of confirming the acceptance of the products were provided by numerous customers based in different locations. There is a risk of differences between the timing of acceptance of the products by the Company's customers and when revenue was recorded. Accordingly, there could be potential misstatements that these revenue transactions are not recognised in the proper reporting periods.</p>	<p>- Furthermore, we tested the sales transactions recognized shortly before and after the reporting date, including the sales returns (if any) recorded after that date, to examine whether sales transactions were recorded in the correct reporting periods.</p>
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<p>Capital Work-in-Progress</p>	
<p>Refer to note 5 and 3.01.04</p>	
<p>The key audit matter</p>	<p>How the matter was addressed in our audit</p>
<p>The Company has disclosed significant addition in CWIP. During the year, the Company has disclosed addition amounting to BDT 795.80 million.</p> <p>The capitalization of costs and the assessment of whether these costs meet the criteria for capitalization under relevant accounting standards involve significant judgment made by the management.</p> <p>There is also a risk that costs may be incorrectly classified as CWIP. Due to the value and volume of transactions, we have considered CWIP as key audit matter.</p>	<p>Our audit procedures in this area included, among others:</p> <ul style="list-style-type: none"> - Assessed the Company's policies and procedures for identifying and capitalizing costs related to CWIP. We reviewed key contracts, invoices, and supporting documents to ensure that costs capitalized as CWIP met the criteria under IAS 16. - Selected a sample of costs included in CWIP and traced them in supporting documentation, including supplier invoices and construction contracts, to confirm that they were directly attributable to the CWIP and appropriately classified. - Reviewed the financial statements' disclosures related to CWIP to ensure that they were adequate and complied with relevant accounting standards.

<p>ISA-12 : Recognition and measurement of deferred taxes</p>	
<p>Refer to note 15.00 and 3.08</p>	
<p>The key audit matter</p>	<p>How the matter was addressed in our audit</p>
<p>The Company recognizes deferred taxes relating to property, plant and equipment, provision for bad debts which are very complex in nature.</p> <p>As such accounting for deferred taxes involves management judgment in developing estimates of tax exposures and contingencies in order to assess the adequacy of tax provision. Hence, we considered this to be a key audit matter.</p> <p>As such accounting for deferred taxes involves management judgment in developing estimates of tax exposures and contingencies in order to assess the adequacy of tax provision. Hence, we considered this to be a key audit matter.</p>	<p>Our audit procedures in this area included, among others:</p> <ul style="list-style-type: none"> - Assessed the design, implementation and operating effectiveness of key controls in respect of the Company's process of recognition of deferred taxes; - Using our own tax specialists to evaluate the tax bases and Company's tax strategy. - Assessed the accuracy and completeness of deferred tax; and - Evaluating the adequacy of the financial statements disclosures, including disclosures of assumptions, judgments and sensitivities.

**Reporting on other information**

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include 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 finalization of the 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.

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

Management is responsible for the preparation and fair presentation of these financial statements of the Company in accordance with International Financial Reporting Standards (IFRSs), the Companies Act, 1994, the Securities and Exchange Rules, 2020 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

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

- (a) 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.
- (b) 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.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- (d) 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 auditors' report to the related disclosures



M M Rahman & Co.
Chartered Accountants



ANNUAL REPORT 2024-2025

Mahamud Sabuj & Co.
Chartered Accountants

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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- (e) 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.
- (f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

We also provide 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 describe these matters in our auditors' report unless law or regulation 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 consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

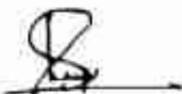
In accordance with the Companies Act 1994 and the Securities and Exchange Rules 2020, we also report the following:

- i) 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;
- ii) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books;
- iii) the statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account and returns; and
- iv) the expenditure incurred was for the purposes of the Company's business.

Firm Name  : **M M Rahman & Co.**
Chartered Accountants

Registration. : RJSC 109/8 & P.S

Mahamud Sabuj & Co.
Chartered Accountants
CAF-001-049

Signature of the auditor: 

Name of the auditor : Shaju Barua, FCA
ICAB Enrollment No : 1557
FRC Enrollment No: CA-001-142



Moddassar Ahmed Siddique, FCA
ICAB Enrollment No :0722
FRC Enrollment No: CA-001-302

DVC No. : 2511061557AS690672

2511060722AS139713

Place : Chattogram

Chattogram

Date : 06 November, 2025

**Padma Oil PLC.**
Statement of Financial Position
As at 30 June 2025

ASSETS	Note(s)	Taka in '000	
		30 June 2025	30 June 2024
Non-Current Assets			
Property, Plant and Equipment	4	1,289,440	1,400,577
Capital Work-In-Progress	5	3,467,544	2,109,323
Investment - Depreciation Fund (FDR)	6	2,525,000	2,130,686
Investment - Long Term (FDR)	7	2,963,501	1,000,000
		10,245,485	6,640,586
Current Assets			
Inventories	8	19,310,012	23,283,456
Accounts Receivable	9	15,147,696	17,747,746
Due From Affiliated Companies	10	29,238,543	26,576,531
Advances, Deposits And Pre-Payments	11	230,883	209,619
Advance Income Tax	22,02	1,822,728	1,336,822
Cash and Cash Equivalents	12	50,867,316	53,906,419
		116,617,178	123,060,593
TOTAL ASSETS		126,862,663	129,701,179
EQUITY AND LIABILITIES			
Shareholders' Equity			
Share Capital	13	982,327	982,327
Depreciation Fund -Reserve	14	690,921	498,823
Retained Earnings		25,326,821	21,265,352
Total Equity		27,000,069	22,746,502
LIABILITIES			
Non-Current Liabilities:			
Deferred Tax Liabilities	15	119,450	80,453
Long Term Loan	16	183,463	183,463
		302,913	263,916
Current Liabilities			
Accounts Payable	17	31,501,295	21,601,817
Supplies And Expenses Payable	18	3,538,312	4,226,399
Due to Affiliated Companies	19	57,050,497	74,016,746
Other Liabilities	20	6,605,213	6,004,247
Unclaimed Dividend	21	58,846	56,630
Provision For Income Tax	22	805,518	784,922
		99,559,681	106,690,761
TOTAL LIABILITIES		99,862,594	106,954,677
TOTAL EQUITY AND LIABILITIES		126,862,663	129,701,179
Net Asset Value (NAV) Per Share	40	Tk. 274.86	Tk. 231.56

 These Financial Statements should be read in conjunction with annexed notes 01-48
and were approved by the Board of Directors on 05 November 2025
and were signed on its behalf by:

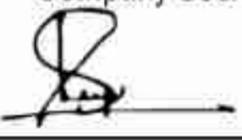

Company Secretary

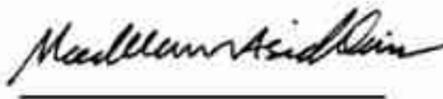

Managing Director


Director


Director

As per our annexed report of same date.


M M Rahman & Co.
Chartered Accountants
DVC : 2511061557AS690672
Place : Chattogram
Date : 06 November 2025


Mahamud Sabuj & Co.
Chartered Accountants
DVC : 2511060722AS139713
Place : Chattogram
Date :



M M Rahman & Co.
Chartered Accountants



ANNUAL REPORT 2024-2025

Mahamud Sabuj & Co.
Chartered Accountants

Padma Oil PLC.
Statement of Profit or Loss and Other Comprehensive Income
For The Year Ended 30 June 2025

	Note(s)	Taka in '000	
		01 July 2024 to 30 June 2025	01 July 2023 to 30 June 2024
Gross Earnings On Petroleum Products	24	3,195,184	3,211,450
Direct Cost On Petroleum Products:			
Packing Charges	24.01	(16,094)	(25,521)
Handling Charges	24.01	(6,161)	(5,910)
		3,172,929	3,180,019
Net Operational (Loss)/Gain	30.01	(99,603)	(127,866)
Net Earnings On Petroleum Products		3,073,326	3,052,153
Operating Expenses:			
Administrative, Selling And Distribution Expenses	25	(2,017,708)	(2,142,807)
Financial Expenses	26	(369,391)	(287,057)
Operating Profit On Petroleum		686,227	622,289
Other Operating Income	27	639,107	835,615
Operating Profit/ (Loss) On Agro-Chemical Trading	28	5,338	1,022
Total Operating Profit		1,330,672	1,458,926
Non-Operating Income	29	6,079,754	3,919,492
Profit Before WPPF And Income Tax		7,410,426	5,378,418
Contribution To WPPF And Welfare Fund	20.02	(370,521)	(268,921)
Net Profit Before Income Tax		7,039,905	5,109,497
Provision For Income Tax:			
Current Tax	22	(1,426,034)	(1,048,794)
Written Back of Prior year Excess Tax for AY 24-25		53,951	-
Deferred Tax Income/(Expense)	15	(38,997)	25,189
		(1,411,080)	(1,023,605)
Net Profit After Tax		5,628,825	4,085,892
Other Comprehensive Income		-	-
Total Comprehensive Income For The Year		5,628,825	4,085,892
Earnings Per Share (EPS - Basic)	31	Tk. 57.30	Tk. 41.59

 These Financial Statements should be read in conjunction with annexed notes 01-48
and were approved by the Board of Directors on 05 November 2025
and were signed on its behalf by:



Company Secretary



Managing Director



Director

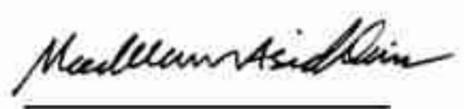


Director

As per our annexed report of same date.



M M Rahman & Co.
Chartered Accountants
DVC : 2511061557AS690672
Place : Chattogram
Date : 06 November 2025



Mahamud Sabuj & Co.
Chartered Accountants
DVC : 2511060722AS139713
Place : Chattogram
Date :

Padma Oil PLC.
Statement of Changes in Equity
For The Year Ended 30 June 2025

	Taka '000			Total Equity
	Share Capital	Retained Earnings	Depreciation Fund Reserve	
Balance As On 01 July 2023	982,327	18,639,483	364,942	19,986,752
Cash dividend declared for the year 2022-2023	-	(1,326,142)	-	(1,326,142)
Transferred to Depreciation Fund-Reserve	-	(133,881)	133,881	-
Net profit for the year	-	4,085,892	-	4,085,892
Balance As At 30 June 2024	<u>982,327</u>	<u>21,265,352</u>	<u>498,823</u>	<u>22,746,502</u>
Balance As On 01 July 2024	982,327	21,265,352	498,823	22,746,502
Cash dividend declared for the year 2023-2024	-	(1,375,258)	-	(1,375,258)
Transferred to Depreciation Fund-Reserve	-	(192,098)	192,098	-
Net profit for the year	-	5,628,825	-	5,628,825
Balance As At 30 June 2025	<u>982,327</u>	<u>25,326,821</u>	<u>690,921</u>	<u>27,000,069</u>
	Notes	13.00	14.00	



These Financial Statements should be read in conjunction with annexed notes 01-48
and were approved by the Board of Directors on 05 November 2025
and were signed on its behalf by:



Company Secretary



Managing Director



Director



Director



M M Rahman & Co.
Chartered Accountants



ANNUAL REPORT 2024-2025

Mahamud Sabuj & Co.
Chartered Accountants

Padma Oil PLC.
Statement of Cash Flows
For The Year Ended 30 June 2025

	Taka in '000	
	FY 2024-25	FY 2023-24
A. Cash Flows From Operating Activities:		
Receipts from customers and others	319,811,185	356,439,226
Paid to suppliers against petroleum and agro products and others	(322,155,821)	(349,255,115)
Receipts against other income	639,107	838,174
Interest and bank charges paid	(369,391)	(287,057)
Income tax paid	(1,837,646)	(1,465,791)
Net Cash (Used From)/ Generated by Operating Activities	(3,912,566)	6,269,437
B. Cash Flows From Investing Activities:		
Capital Expenditures	(1,447,631)	(795,795)
Investment -FDRs	(2,357,815)	(850,438)
Interest received from FDR/SND	6,049,887	3,916,920
Proceeds from disposal of property, plant and equipment	175	102
Net Cash (Used From)/Generated by Investing Activities	2,244,616	2,270,789
C. Cash Flows From Financing Activities:		
Dividend paid	(1,372,939)	(1,321,915)
Unclaimed Dividend	1,785	1,685
Net Cash (Used From)/Generated by Financing Activities	(1,371,154)	(1,320,230)
D. Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	(3,039,104)	7,219,996
E. Opening Cash And Cash Equivalents	53,906,419	46,686,423
Closing Cash and Cash Equivalents	50,867,316	53,906,419
Operating Cash (Outflow)/Inflow Per Share (Note - 41)	(Tk. 39.83)	Tk. 63.82

These Financial Statements should be read in conjunction with annexed notes 01-48
and were approved by the Board of Directors on 05 November 2025
and were signed on its behalf by:

Company Secretary

Managing Director

Director

Director



Padma Oil PLC.
Notes to the Financial Statements
As at and for the year ended 30 June 2025

1.00 REPORTING ENTITY**1.01 Legal Form of the Entity**

Padma Oil PLC. (The 'company') was incorporated as a Public Limited Company on 27 April 1965 under the name and style of Burmah Eastern Limited having its registered office at Chattogram. In 1977, Burmah Eastern Limited became a subsidiary of Bangladesh Petroleum Corporation (BPC). The name of the company was changed to Padma Oil Company Ltd. (POCL) with effect from 3rd September 1988 and its shares are listed with both the Chittagong Stock Exchange (CSE) Limited and Dhaka Stock Exchange (DSE) Limited. Subsequently the name of the company has been changed from PADMA OIL COMPANY LIMITED to PADMA OIL PLC. with effect from 16 April 2025.

1.02 Nature of the Business

The principal activities of the Company are procurement, storage and marketing of Petroleum products, Lubricants, Greases, Bitumen and LPG.

In addition, the Company manufactures Agro Chemicals products (Furadan) in its Granular Pesticides Formulation plant and markets Furadan together with certain other imported Agro-Chemicals products.

2.00 BASIS OF PREPARATION, PRESENTATION & DISCLOSURES OF FINANCIAL STATEMENTS**2.01 Statement of compliance**

The financial statements have been prepared in accordance with the International Accounting Standards (IASs), International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 2020 and other applicable laws and regulations in Bangladesh as per requirements under the Financial Reporting Act 2015. Cash flows from operating activities are prepared under direct method as prescribed by the Securities and Exchange Rules 2020.

2.02 Basis of Reporting

The financial statements are prepared and presented for external users by the company in accordance with identified financial reporting framework. Presentation has been made in compliance with the requirements of IAS 1 – "Presentation of Financial Statements". The financial statements comprise of:

- a) A statement of financial position as at 30 June 2025
- b) A statement of profit or loss and other comprehensive income for the year ended 30 June 2025
- c) A statement of changes in equity for the year ended 30 June 2025
- d) A statement of cash flows for the year ended 30 June 2025
- e) Notes, comprising a summary of significant accounting policies and explanatory information.

2.03 Other regulatory compliances

The Company is also required to comply with the following major laws and regulations along with the Companies Act 1994:

- i) The Income Tax Act 2023 and applicable income tax rules.
- ii) The Value Added Tax and Supplementary Duty Act, 2012
- iii) The Value Added Tax and Supplementary Duty Rules, 2016
- iv) The Customs Act 1969 and 2023
- v) Bangladesh Labour Law 2006
- vi) The Securities and Exchange Ordinance, 1969
- vii) The Securities and Exchange Rules, 2020
- viii) Securities and Exchange Commission Act, 1993, etc.

2.04 Basis of measurement

The elements of Financial Statements have been measured on "Historical Cost " convention in a going concern concept and on accrual basis.

2.05 Going concern

The company has adequate resources and intention to continue its operation as going concern for the foreseeable future. For this reason, the management continues to adopt going concern basis in preparing the Financial Statements.

The current revenue generations and resources of the company provide sufficient fund to meet the present requirements of its existing business and operation.

**2.06 Comparative Information**

Comparative information has been disclosed in respect of the preceding year in accordance with IAS-1: Presentation of Financial Statements, for all numeric information in the financial statements and also the narrative and scriptive information where it is relevant for understanding of the current year's Financial Statements. Prior year's figures are rearranged wherever considered necessary to ensure comparability with the current year.

2.07 Functional and Presentation Currency

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

2.08 Consistency

Unless otherwise stated, the accounting policies and methods of computation used in preparation of the financial statements as at and for the year ended 30 June 2025 are consistent with those policies and methods adopted in preparing the financial statements for the year ended 30 June 2024.

2.09 Current Versus Non-Current Classification

The Company presents assets and liabilities in the statement of financial position based on current/non-current classification.

An asset is current when it is:

- expected to be realized or intended to sold or consumed in the normal operating cycle;
- held primarily for the purpose of trading;
- expected to be realized within twelve months after the reporting period; and
- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

The company classifies all other assets as non-current.

A liability is current when:

- it is expected to be settled in the normal operating cycle;
- it is held primarily for the purpose of trading;
- it is due to be settled within twelve months after the reporting period; and
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.10 Use of Estimates and Judgments

The preparation of the financial statements in conformity with IAS and IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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

Judgements, Assumptions and estimation uncertainties

Information about judgements made in applying accounting policies and assumptions and estimation uncertainties that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

Note 4:	Property, plant and equipment
Note 8:	Inventories
Note 9:	Accounts receivable
Note 20:	Other liabilities
Note 22:	Provision for Income tax
Note 15:	Deferred tax liabilities
Note 38:	Contingent liabilities

Measurement of fair values

When measuring the fair value of an asset or liability, the entity uses market observable data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).



Level 3: Inputs for the assets or liabilities that are not based on observable market data. If the inputs used to measure the fair value of an asset or liability might be categorized in different levels of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

2.11 Reporting Period

These financial statements of the company cover one year from 01 July to 30 June and is followed consistently.

2.12 Authorization For Issue

These financial statements for the year ended 30 June 2025 have been authorized for issue by the Board of Directors on 05 November 2025.

3.00 Significant Accounting Policies

The specific accounting policies selected and applied by the company's management for significant transactions and events that have material effect within the framework of IAS-1 "Presentation of Financial Statements", in preparation and presentation of financial statements have been consistently applied throughout the year and were also consistent with those used in earlier years, except otherwise stated.

For a proper understanding of the financial statements, these accounting policies are set out below in one place as prescribed by the IAS-1 "Presentation of Financial Statements". The recommendations of IAS-1 relating to the format of financial statements were also taken into full consideration for fair presentation.

- 3.01 Property, plant and equipment
- 3.02 Financial instruments
- 3.03 Inventories
- 3.04 Impairment
- 3.05 Employee benefits
- 3.06 Earnings per Share (EPS)
- 3.07 Provisions, Contingent Liabilities and Contingent Assets
- 3.08 Taxation
- 3.09 Revenue
- 3.10 Other income
- 3.11 Events after the reporting period
- 3.12 Leases
- 3.13 Segment Reporting

3.01 Property, Plant and Equipment

3.01.01 Recognition and Measurement

All Property, Plant & Equipment's are initially accounted for at cost and depreciated over their expected useful lives except freehold land in accordance with IAS 16 "Property, Plant and Equipment".

Cost includes expenditures that are directly attributable to the acquisition of the assets. The cost of self constructed /installed assets includes the cost of materials and direct labour and any other costs directly attributable to bringing the assets to the working condition for its intended use and the cost of dismantling and removing the items and restoring the site on which they are located.

On retirement or otherwise disposal of property, plant and equipment, the cost and accumulated depreciation are eliminated, and any gain or loss on such disposal is reflected in the statement of profit or loss and other comprehensive income which is determined with reference to the net book value of the assets and the net sale proceeds.

3.01.02 Subsequent Costs

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefit embodied within the part will flow to the company and its cost can be measured reliably. The costs of the day to day servicing of property, plant and equipment are recognized in Statements of profit or loss and other comprehensive income as incurred.

3.01.03 Depreciation

No depreciation is charged on freehold land and on capital work in progress. Depreciation is recognized in the statement of profit or loss and other comprehensive income on straight line method over the estimated



useful lives of property, plant and equipment. Depreciation is charged from the month of addition when the asset is ready for use and no depreciation is charged from the following month of deletion. The principal annual rates are as follows:

Assets Category	Rates of depreciation (%)
Leasehold Land	3.5
Building	2.5-10
Plant and Machinery	7.5-10
Vehicle	20
Furniture and Fixture	5
Others facilities	7.5-25

3.01.04 Capital Work-In-Progress

Property, Plant and Equipment under construction/acquisition is accounted for and measured at cost as capital work-in-progress until construction/acquisition is completed and it is ready for use.

3.01.05 Depreciation Fund

i) Padma Oil PLC. Depreciation Fund was formed on 28th Day of November 2019 as per decision of The Ministry of Power, Energy and Mineral Resources vide memo no. 28.00.0000.029.01.008.18.356 dated 24 December 2018 and subsequently approved by the Board of Directors in their the meeting no. 453 held on 03 September 2019.

ii) The objective of the fund is to accumulate the depreciation charged to the assets of the company in each financial year and use the fund for replacement of depreciated Asset(s) / Procurement / acquisition of new Asset(s) / new plant / new business and keep the fund in the Bank or in Government Securities.

iii) Five (5) percent of income of the fund will be distributed among the Employees & Workers who are in active service of the company.

Consolidation of the Financial Statements of Padma Oil PLC. Depreciation Fund has been made with the Padma Oil PLC., Chattogram as per resolution the Board of Directors in their the meeting no. 457 held on 28 November 2019.

3.02 Financial instruments

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

(i) Non-derivative financial assets

The company initially recognizes accounts and other receivables on the date that they are originated. Financial assets include accounts and other receivables, advances, deposits and prepayments, investment in FDR and cash and cash equivalents.

Accounts and other receivables

Accounts and other receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, accounts and other receivables are measured at amortized cost using the effective interest method, less any impairment losses.

Deposits

At initial recognition, the Company measures security deposits at its fair value plus or minus transaction costs that are directly attributable to the acquisition.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with short-term, highly liquid investments that are readily convertible to a known amount of cash, and that are subject to an insignificant risk of changes in value.

(ii) Non-derivative financial liabilities

Liabilities (including liabilities designated at fair value through profit or loss) are recognized initially on the trade date at which the company becomes a party to the contractual provisions of the instrument. The company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. Financial liabilities includes liabilities and accounts and other payables.

**Accounts and other payables**

The company recognizes a financial liability when its contractual obligations arising from past events are certain and the settlement of which is expected to result in an outflow from the entity of resources embodying economic benefits.

Other liabilities

Other liabilities represents the amounts due to various parties for receiving services. These are initially recognized at cost which is the fair value. After initial recognition these are carried at amortized cost.

3.03 Inventories

Major and minor petroleum products of BPC excluding Lubes and Greases are valued at net realizable value. Lubes, Greases and Agro-chemical products are valued at lower of cost or net realizable value. Stocks of stores and spares are valued at weighted average cost. Statutory charges (like Custom-duty or VAT) and freight attributable to Stock-in-trade are carried forward and added to the value of the stocks. However, cost comprises procurement cost and attributable overheads to bring the goods to their respective state at which they were on the reporting date.

3.04 Impairment**Financial Assets**

Financial assets are impaired if objective evidence indicates that a loss event has occurred after initial recognition of the assets and that the loss event had a negative effect on the estimated future cash flows of that assets that can be estimated reliably.

Financial assets not classified as fair value through profit or loss, loans, receivables and investment in an equity accounted investee are assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Non Financial Assets

The carrying amounts of the non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the recoverable amount of the asset is estimated. An impairment loss is recognized if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

3.05 Employee benefits

Employee benefits are all forms of consideration given by the entity in exchange for service rendered by an employee.

3.05.01 Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

3.05.02 Post employment benefits

Post-employment benefits are employee benefits which are payable after the completion of employment. The company maintains both defined contribution plan and defined benefit plan for its eligible permanent employees.

Defined contribution plan

The company has two contributory provident funds for its junior and senior executives which were recognized on 30 June 1967 under the applicable Income Tax laws and regulations. Contribution to the fund is made equally by employee and employer @ 10% of basic pay for eligible permanent employees. The said funds are managed by duly constituted four member Board of Trustees. Assets of provident fund are held in a separate Trustee Funds as per the relevant rules and is funded by payments from employees and by the company. The company's contributions to the provident funds are charged as revenue expenditure in the period to which the contributions relate.

Defined benefit plan

The company maintains a funded gratuity/pension scheme. The gratuity scheme is under review as per Board Meeting held in 21 April 2016.

Workers' Profit Participation Fund

The company also account for provision of Workers' Profit Participation and Welfare funds (WPP & WF) @ 5% of its profit before charging such expenses as per Labour Act 2006.

**3.06 Earnings per Share (EPS)**

The company calculates its earnings per share in accordance with International Accounting Standard IAS-33 "Earnings per Share" which has been reported on the face of Statement of Profit or Loss and Other Comprehensive Income.

3.06.01 Basis of Earnings

This represents profit for the year attributable to ordinary shareholders. As there is no preference dividend, minority interest or extra ordinary items, the net profit after tax for the year has been considered fully attributable to the ordinary shareholders.

3.06.02 Basic Earnings Per Share

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

3.06.03 Diluted Earning Per Share

No diluted Earnings per share was required to be calculated for the year under review as there is no scope for dilution of Earnings Per Share for the year.

3.07 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized in the Statement of Financial Position when the entity has a legal or contractual 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. Contingencies arising from claims, litigations, assessments, fine, penalties etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated. Contingent assets are not recognized in the financial statements.

3.08 Taxation**Current tax:**

Income tax expense is recognized in statement of profit or loss and other comprehensive income. Current tax is the expected tax payable on the total income for the year using tax rates enacted or substantially enacted as of reporting date and any adjustment to tax payable in respect of previous years. The company qualifies as a publicly traded company; hence the applicable tax rate is 20% for the year as per Income Tax Act, 2023.

Deferred tax:

Deferred tax liabilities are the amount of income taxes payable in the future periods in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted at the Statement of Financial Position date. The impact of changes on the account in the deferred tax assets and liabilities has also been recognized in the statement of profit or loss and other comprehensive income as per IAS-12 "Income Taxes".

3.09 Revenue

In compliance with the requirements of IFRS 15 : Commission earnings from sales of petroleum products are measured at fair value of the consideration received or receivable. Commission on petroleum products are determined by Government through official Gazette Notification issued from time to time. Revenue from the sale of agro-chemical products is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates.

Revenue is recognized when the control and risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

3.10 Other income**Other income - operating**

Other income-operating includes land rent, service charges, filling and power station rent, POL products handling, and interest income on delayed payment. Other operating income are recognized as revenue income as and when accrued / realized.

Other income - non-operating

Other income-non-operating includes interest income from SND and FDR, profit on disposal of assets and sale of scrap. Interest from FDR and SND are recognized when accrued while profit on disposal of assets and sale of scrap are recognized as income when realized.

3.11 Events after the reporting period

Events after the reporting period that provide additional information about the company's position at the date of statement of financial position or those that indicate the going concern assumption is not appropriate are reflected in the financial statements. Events after the reporting period that are not adjusting events are disclosed in the notes when material.

3.12 Leases

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less). For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under IAS 37. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The Company applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy.

At the derecognition of a lease, the right-of-use asset and associated lease liability are removed from the books of the lessee. The difference between the two amounts is accounted for as a profit or loss at that time.

3.13 Segment Reporting

An operating Segment is a component of the company from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the company's other components, whose operating results are reviewed regularly by the company's management committee (being the chief operating decisions maker) to make decision about resources allocated to each segment and assess its performance.

The company discussed its' Segment wise performance under note- 30.03 to Financial statements.



4.00 Property, Plant and Equipment - At Cost Less Accumulated Depreciation

Taka in '000

Particulars	Freehold Land	Leasehold Land	Building	Plant & Machinery	Vehicles	Furniture & Fixtures	Other Facilities	Total
Cost:								
Balance as at 01 July 2023	6,767	-	804,131	2,560,126	304,478	33,104	229,778	3,938,384
Additions during the year (Note-5.01)	-	-	1,563	56,850	-	1,574	6,811	66,798
Disposal during the year	-	-	-	-	-	-	(274)	(274)
Balance as at 30 June 2024	6,767	-	805,694	2,616,976	304,478	34,678	236,315	4,004,908
Balance as at 01 July 2024	6,767	-	805,694	2,616,976	304,478	34,678	236,315	4,004,908
Additions during the year (Note-5.01)	-	-	66,056	11,067	4,570	2,707	5,010	89,410
Disposal during the year	-	-	-	(13)	-	-	(451)	(464)
Balance as at 30 June 2025	6,767	-	871,750	2,628,030	309,048	37,385	240,874	4,093,854
Accumulated Depreciation:								
Balance as at 01 July 2023	-	-	283,031	1,608,915	296,392	16,880	181,098	2,386,315
Addition during the year	-	-	23,724	172,523	5,524	1,297	15,133	218,201
Disposal during the year	-	-	-	-	-	-	(185)	(185)
Balance as at 30 June 2024	-	-	306,755	1,781,438	301,916	18,177	196,046	2,604,331
Balance as at 01 July 2024	-	-	306,755	1,781,438	301,916	18,177	196,046	2,604,331
Addition during the year	-	-	23,536	159,894	1,103	1,395	14,458	200,386
Disposal during the year	-	-	-	(11)	-	-	(292)	(303)
Balance as at 30 June 2025	-	-	330,291	1,941,321	303,019	19,572	210,212	2,804,414
As at 30 June 2024	6,767	-	498,939	835,538	2,562	16,501	40,269	1,400,577
As at 30 June 2025	6,767	-	541,459	686,709	6,029	17,813	30,662	1,289,440

The company owns total 155.2869 acres of free hold land valued at BDT 6,767,458. Out of the free hold land, land measuring 0.1956 acres at Paribagh, Dhaka, 0.82 acres at Daulaipur depot & .36 acres at Brahmanbaria are not included in the updated land development tax document since there are some dispute with POCL regarding the inclusion of this land in the land tax document due to differences in mutation Khatian and Land deed records:

Depreciation Allocated to:	Note(s)	Taka in '000	
		01 July 2024 to 30 June 2025	01 July 2023 to 30 June 2024
Administrative, Selling and Distribution Expenses	25.00	198,933	217,039
Agro-chemical	28.00	1,453	1,162
		200,386	218,201





		Taka in '000	
		30 June 2025	30 June 2024
5.00	Capital Work in Progress		
	Opening Balance	2,109,323	1,380,326
	Addition during the year	1,447,631	795,795
		3,556,954	2,176,121
	Transferred to property, plant and equipment during the year	(89,410)	(66,798)
	Closing Balance	3,467,544	2,109,323

5.01 Details of Capital Work In Progress (Taka in '000)

Particulars	Opening Balance	Expenditure Incurred During The Year	Transferred to Property, Plant And Equipment	Closing Balance
Building	1,668,654	279,402	(66,056)	1,882,000
Plant & Machinery	436,169	1,155,942	(11,067)	1,581,044
Vehicles	-	4,570	(4,570)	-
Furniture & Fixtures	-	2,707	(2,707)	-
Other Facilities	4,500	5,010	(5,010)	4,500
As at 30 June 2025	2,109,323	1,447,631	(89,410)	3,467,544
As at 30 June 2024	1,380,326	795,795	(66,798)	2,109,323

6.00 Investment - Depreciation Fund (FDR)

Name of Banks		
AB Bank Limited	252,500	184,682
Bangal Commercial Bank Limited	25,000	17,890
BASIC Bank Limited	-	102,258
Dhaka Bank Limited	-	213,544
Janata Bank Limited	1,650,000	1,127,982
NRB Bank Limited	87,500	40,236
One Bank Ltd.	20,000	20,000
Premier Bank limited	100,000	100,000
Rupali Bank Limited	320,000	283,173
Islami Bank Ltd.	20,000	20,476
Meghana Bank Ltd.	-	10,210
SBAC Bank	10,000	10,236
Exim Bank	40,000	-
	2,525,000	2,130,686

*Investment- Depreciation Fund (FDR) has been categorized the non-current assets as per management decision because the fund won't be encashed in near future. Tenure of the above FDRs are 3-12 months and interest rate is 11.00% to 12.50%.

7.00 Investment - Long Term (FDR)

Name of Banks		
Exim Bank Limited	710,000	250,000
One Bank Limited	500,000	250,000
Islami Bank Limited	512,332	250,000
Premier Bank Limited	720,000	250,000
Rupali Bank	521,169	-
	2,963,501	1,000,000

Tenure is 12 months, Interest Rate is 11.00% to 12.50%.



		Taka in '000	
		30 June 2025	30 June 2024
8.00	Inventories		
	Stock-In-Trade (Petroleum products)	8.01 18,512,313	22,692,291
	Agro-chemical products	8.02 533,293	348,087
	Stores	8.03 171,571	178,026
	Packing materials	92,835	65,052
		19,310,012	23,283,456
8.01	Stock-In-Trade - Petroleum Products		
	Major products	30.00 17,770,764	21,959,817
	Minor products	601,177	573,007
	Freight	140,372	159,467
		18,512,313	22,692,291
8.02	Agro-Chemical Products		
	Finished products	30.02 531,106	345,601
	Raw material	2,023	2,023
	In transit	164	463
		533,293	348,087
8.03	Stores		
	In stock	151,659	149,050
	In transit	19,912	28,976
		171,571	178,026
9.00	Accounts Receivable		
	Accounts receivable - Petroleum products ¹	13,780,953	16,712,935
	Accounts receivable - Agro-chemical products**	44,969	49,767
		13,825,922	16,762,702
	Other receivables	1,456,671	1,119,941
		15,282,593	17,882,643
	Provision for bad debts against trade receivable	9.02 (134,897)	(134,897)
		15,147,696	17,747,746
9.01	Ageing of Accounts Receivables (Note-45.03)		
	Less than 6 months	12,687,022	1,893,988
	6 months or above but less than 12 months	434,778	383,272
	1 year or above but less than 2 years	946,106	660,883
	2 years or above	1,079,790	14,809,604
		15,147,696	17,747,747
9.02	Provision for Bad Debts		
	Tk. 98,924,000 receivable from Khulna Newspaper Mills against dues and Tk. 35,973,000 receivable from Bangladesh Air Force, Bangladesh Army and Bangladesh Navy relating to the years 1998-1999 and 1999-2000 were accounted for as doubtful debts in 2008 and 2009 respectively.		
10.00	Due from Affiliated Entities / Companies (Note-36)		
	Bangladesh Petroleum Corporation (BPC)	28,082,959	25,623,427
	Eastern Refinery Limited	13,689	13,736
	Eastern Lubricant Blenders PLC	70,794	5,000
	Standard Asiatic Oil Company Limited	13,390	12,023
	Liquified Petroleum Gas Limited	6,286	7,659
	Meghna Petroleum Limited	634,700	514,723
	Jamuna Oil Company Limited	416,725	399,964
		29,238,543	26,576,531

Detail related party disclosure has been provided under note 36 and ageing of due from affiliated entities/companies are presented under note 45.04.



		Taka in '000	
		30 June 2025	30 June 2024
11.00	Advances, Deposits and Pre-payments		
	Advances	118,178	167,642
	Deposits	88,364	18,667
	Prepayments	24,341	23,310
		230,883	209,619
11.01	Advances		
	Advance to employees	40,783	48,870
	Advance against expenses	77,395	118,772
		118,178	167,642
11.01.01	Advances to Employees		
	Employees' car advances	457	974
	Employees' personal accounts	608	657
	Festival advances	31,239	32,739
	House building advances	8,479	14,500
		40,783	48,870
	Advance to employees represents amount of advances recoverable in cash from employees by the company.		
11.01.02	Advances Against Expenses		
	Employees' travelling expenses	186	148
	Contractors for supplies	6,677	114
	Advance to carriers	70,532	118,510
		77,395	118,772
	Advances against expenses represents amount of advances to employees, various parties which will be adjusted in the subsequent years.		
11.02	Deposits		
	Long term deposits	13,769	13,769
	Short term deposits	74,595	4,898
		88,364	18,667
11.02.01	Long Term Deposits		
	Security deposits against telephone	106	106
	Security deposits against electricity supply	1,113	1,113
	Sundry security deposits	12,527	12,527
	Security deposits against chemicals	23	23
		13,769	13,769
11.02.02	Short Term Deposits		
	Deposits against franking machine	16	11
	Deposits against duty	74,579	4,887
		74,595	4,898
11.03	Prepayments		
	Insurance premium	4,202	4,152
	Rent, rates and taxes	20,139	19,158
		24,341	23,310
12.00	Cash and Cash Equivalents		
	Cash in hand	2,664	2,711
	Cash & cash equivalent in transit (Through Pay Order/Remittance)	1,243,432	1,180,734
	Cash at banks	29,759,994	30,953,578
	Fixed deposit receipts	19,861,226	21,769,396
		50,867,316	53,906,419



		Taka in '000	
		30 June 2025	30 June 2024
12.01	Cash in Hand		
	Head office	1,484	1,383
	Depot	1,180	1,328
		2,664	2,711
12.02	Cash At Banks		
	Short notice deposit (SND)	29,570,500	30,750,049
	Current account	130,641	144,520
	Collection account	-	3,055
	Dividend account	58,853	55,954
		29,759,994	30,953,578
12.02.01	Short Notice Deposit (SND)		
	AB Bank Limited	5,802,889	5,068,323
	Agrani Bank Limited	64,861	161,320
	Bank Asia Limited	6,627	2,140
	Brac Bank Limited	2,784,262	2,535,261
	City bank NA	-	10,535
	Eastern Bank Limited	3,572,185	2,956,634
	HSBC	54,683	471,898
	Janata Bank Limited	394,915	364,932
	Mercantile Bank Limited	5,649,939	3,399,283
	NCC Bank Limited	1,416,850	456,390
	NRB Bank Limited	1,178,746	661,345
	ONE Bank Limited	2,771,705	3,410,776
	Prime Bank Limited	134,095	56,255
	Pubali Bank Limited	102,401	740,102
	Sonali Bank Limited	36,085	110,453
	Standard Chartered Bank	41,627	22,145
	Trust Bank Limited	1,257,075	823,931
	Islami Bank Ltd.	306,588	3,458,229
	United Commercial Bank Limited	3,774,403	6,040,097
	South East Bank PLC.	220,564	-
		29,570,500	30,750,049
12.02.02	Current Account		
	Brac Bank Limited	-	107,850
	Janata Bank Limited	16,219	10,446
	Mercantile Bank Limited	89,707	3,984
	Sonali Bank Limited	5	5
	Standard Chartered Bank	18,549	22,234
	Trust Bank Limited	6,161	1
		130,641	144,520
12.02.03	Collection Account		
	Pubali Bank Limited	-	3,051
	United Commercial Bank Limited	-	4
		-	3,055
12.02.04	Dividend Account		
	Standard Chartered Bank	58,853	55,954
		58,853	55,954



12.03	Fixed Deposit Receipts (FDR) Name of banks	Taka in '000		
		Note(s)	30 June 2025	30 June 2024
	AB Bank Limited		350,000	383,065
	Agrani Bank Limited		-	300,000
	Al Arafa Islami Bank Limited		-	61,241
	Bangladesh Development Bank Limited		50,000	50,900
	Bangladesh Krishi Bank		200,000	803,600
	Basic Bank Limited		-	20,000
	Community Bank Bangladesh Limited		100,000	183,430
	Dhaka Bank Limited		-	242,470
	Exim Bank Limited		810,000	1,357,093
	First Security Islami Bank Limited		355,763	480,400
	IFIC Bank Limited		610,000	699,125
	Investment Corporation of Bangladesh		739,213	773,300
	Janata Bank Limited		7,186,984	6,249,266
	Global Islami Bank Limited		795,310	773,020
	Mutual Trust Bank Limited		-	488,120
	National Bank Limited		60,480	70,620
	NRB Bank Limited		40,000	40,800
	ONE Bank Limited		130,000	111,430
	Premier Bank Limited		1,030,000	1,453,223
	Islami Bank Ltd.		80,986	738,164
	Modumoti Bank Ltd.		-	40,945
	Pubali Bank Ltd.		-	433,236
	SBAC Bank Limited		20,000	30,000
	National Credit & Commerce Bank Ltd.		-	80,800
	Rajshahi Krishi Bank		40,860	-
	Rupali Bank Limited		6,191,786	4,424,562
	Social Islami Bank Limited		160,272	162,480
	Southeast Bank Limited		161,000	200,800
	Standard Bank Limited		-	122,426
	Jamuna Bank Ltd.		-	243,240
	Union Bank Limited		558,572	549,240
	United Commercial Bank Limited		160,000	202,400
	Meghna Bank Ltd.		30,000	-
			19,861,226	21,769,396

Tenure is 3 months, Interest Rate is 11.00% to 12.50%



M M Rahman & Co.
Chartered Accountants



ANNUAL REPORT 2024-2025

Mahamud Sabuj & Co.
Chartered Accountants

Taka in' 000

30 June 2025 30 June 2024

13.00 Share Capital

No. of Shares

Authorized capital:

100,000,000 Ordinary Shares of Tk. 10 each

1,000,000 1,000,000

Issued, Subscribed and Paid-up Capital:

1,275,000	1,275,000 Ordinary shares of Tk. 10 each fully paid up in cash.	12,750	12,750
1,225,000	1,225,000 Ordinary shares of Tk. 10 each fully issued as fully paid-up bonus shares for consideration other than cash.	12,250	12,250
1,000,000	Ordinary shares of Tk. 10 each issued as fully paid-up bonus (stock dividend) shares in the ratio of 2 share for every 5 shares held.	10,000	10,000
1,400,000	Ordinary shares of Tk. 10 each issued as fully paid-up bonus (stock dividend) shares in the ratio of 2 share for every 5 shares held.	14,000	14,000
4,900,000	Ordinary shares of Tk. 10 each issued as fully paid-up bonus (stock dividend) shares in the ratio of 1 share for every 1 share held on 31 January 2009.	49,000	49,000
19,600,000	Ordinary shares of Tk. 10 each issued as fully paid-up bonus (stock dividend) shares in the ratio of 2 share for every 1 share held on 06 February 2010.	196,000	196,000
14,700,000	Ordinary shares of Tk. 10 each issued as fully paid-up bonus (stock dividend) shares in the ratio of 1 share for every 2 share held on 12 May 2012.	147,000	147,000
22,050,000	Ordinary shares of Tk. 10 each issued as fully paid-up bonus (stock dividend) shares in the ratio of 1 share for every 2 share held on 28 June 2012.	220,500	220,500
23,152,500	Ordinary shares of Tk. 10 each issued as fully paid-up bonus (35% stock dividend) held on 16 February 2013.	231,525	231,525
8,930,250	Ordinary shares of Tk.10 each issued as fully paid-up bonus (10% stock dividend) held on 15 February 2014.	89,302	89,302
98,232,750		982,327	982,327

13.01 Classification of Shares By Holding

Class by Number Of Shares	No. of Holders	No. of Shares	Holding %
Less than 500	6,977	1,004,774	1.02
From 500 to 5,000	2,390	3,737,360	3.80
From 5,001 to 10,000	181	1,314,197	1.34
From 10,001 to 20,000	97	1,399,512	1.42
From 20,001 to 30,000	38	951,568	0.97
From 30,001 to 40,000	30	1,053,573	1.07
From 40,001 to 50,000	9	418,839	0.43
From 50,001 to 100,000	25	1,836,983	1.87
From 100,001 to 1000,000	48	13,172,676	13.41
From 1,000,001 and above	9	73,343,268	74.66
	9,804	98,232,750	100

13.02 Composition of Shareholders

Name of shareholders	As at 30 June 2025		As at 30 June 2024	
	No. of Shares	Holding %	No. of Shares	Holding %
Bangladesh Petroleum Corporation (BPC)	49,455,666	50.35	49,455,666	50.35
Public and Private Institutions	20,760,157	21.13	22,704,528	23.11
Investment Corporation of Bangladesh	11,718,772	11.93	10,314,254	10.50
Foreign Investors	58,419	0.06	801,291	0.82
Individuals (Bangladeshi)	16,239,736	16.53	14,957,011	15.23
Total	98,232,750	100	98,232,750	100



		Taka in '000	
		30 June 2025	30 June 2024
14.00 Depreciation Fund Reserve			
Opening Balance		498,823	364,942
Net surplus from investment	14.01	192,098	133,881
Closing Balance		690,921	498,823
14.01 Surplus From Investment			
Income from investment		258,243	181,649
Workers Profit Participation fund @5%		(12,912)	(9,082)
Prior year adjustment due to release of leasehold land		670	-
Portion of interest on WPPF & WF Loan		(6,034)	(5,204)
Audit Fees		(12)	(12)
		239,955	167,351
Provision for Taxation @ 20%		(47,857)	(33,470)
		192,098	133,881
15.00 Deferred Tax Liabilities			
Deferred tax liability has been calculated below at the applicable tax rate on the difference between the carrying value of Property, plant and equipment, Accrued Interest & their respective tax bases and provision for bad debts:			
Opening balance		80,453	105,642
Provided / (adjusted) for the year		38,997	(25,189)
Closing balance		119,450	80,453
15.01 Reconciliation of Deferred Tax Liabilities/(Assets)			
		Taka in '000	
	Carrying amount on the date of statement of financial position	Tax base	Taxable/ (Deductible) temporary difference
	Taka	Taka	Taka
As at 30 June 2025			
Property, plant and equipment (except freehold land)	1,282,673	860,102	422,571
Provision for bad debts against trade receivable	(134,897)	-	(134,897)
Accrued Interest	309,575	-	309,575
			597,249
Applicable tax rate			20%
Deferred Tax Liability/ (Assets)			119,450
As at 30 June 2024			
Property, plant and equipment	1,393,810	856,649	537,161
Provision for bad debts against trade receivable	(134,897)	-	(134,897)
			402,264
Applicable tax rate			20%
Deferred Tax Liability/ (Assets)			80,453
16.00 Long Term Loan			
Loan Account - Storage Tank at GDL		110,078	110,078
Equity Account - Storage Tank at GDL		73,385	73,385
		183,463	183,463
Long term liabilities represents fund from Govt. of Bangladesh (GOB) for the construction of 7000 MT Jet -A-1 & 7000 + 8000 MT HSD Storage tanks at Godnail Depot. According to letter no 028.021.014.01.00.065.2011/ date 03.07.2012, Government released a loan of BDT 197,737,000 under the terms of 40% convertible in equity & 60% as Long term loan @5% interest. However POCL returned the unutilised portion of loan BDT 14,274,284 & thus approved loan was BDT 183,462,716.			
17.00 Accounts Payable			
Other supplies -BPC		31,102,122	21,160,591
Other supplies - Others		3,454	30,374
Other charges		395,719	410,852
		31,501,295	21,601,817



		Taka in '000	
		30 June 2025	30 June 2024
18.00	Supplies And Expenses Payable		
	Revenue charges-BPC	989,243	698,940
	Revenue charges-Others	2,391,662	3,402,833
	Duty, rates and taxes	154,000	124,162
	Employees' remuneration	3,407	464
		3,538,312	4,226,399
19.00	Due to Affiliated Entities/ Companies (Note-36)		
	Bangladesh Petroleum Corporation (BPC)	56,929,747	73,891,749
	Jamuna Oil Company Limited	92,479	92,478
	Eastern Lubricant Blenders PLC	-	13,415
	Liquified Petroleum Gas Limited	28,271	19,103
		57,050,497	74,016,746
20.00	Other Liabilities		
	Advance against sales from Customers and Agent	4,181,956	3,491,161
	Employees' Pension Fund	(153,348)	48,284
	Employees' Fund-Others	(183,147)	(111,478)
	Security Deposits	339,989	330,852
	Employees' personal accounts *	91,523	85,050
	Liabilities for Capital Expenditure	81,202	63,827
	Workers' Profit Participation and Welfare Funds	370,521	268,921
	Others**	1,876,517	1,827,630
		6,605,213	6,004,247
	* Amounts due to Managers and Officers of the company.		
	** Others included amount received from Eastern Refinery Limited against lease land.	1,458,639	1,458,639
20.01	Employees' Pension Fund		
	Opening Balance	48,284	93,184
	Provision Made During the Year	61,286	210,552
		109,570	303,736
	Adjustment/Payment Made During the Year	(262,918)	(255,452)
	Closing Balance	(153,348)	48,284
20.02	Workers' Profit Participation and Welfare Funds		
	Opening Balance	268,921	229,901
	Add: Provided During the Year	370,521	268,921
	Less: Paid During the Year	(268,921)	(229,901)
	Closing Balance	370,521	268,921
21.00	Unclaimed Dividend		
	Unclaimed Cash Dividend	57,265	54,946
	AIT Due	-	254
	Interest on Unclaimed Dividend	1,581	1,430
		58,846	56,630
21.01	Movement of Unclaimed Dividend		
	Opening balance	54,946	50,719
	Dividend declared for the year ended 30 June 2024	1,375,258	1,326,142
	Dividend paid during the year ended 30 June 2025	(1,372,939)	(1,321,915)
	Closing Balance	57,265	54,946
21.02	Unclaimed Cash Dividend		
	Dividend outstanding for the years:		
	2024	18,783	-
	2023	18,644	20,043
	2022	19,838	20,071
	2021	-	14,832
		57,265	54,946
	Remaining unclaimed dividend on account of Individuals (Bangladeshi).		

	Taka in '000			
	Note(s)	30 June 2025	30 June 2024	
22.00 Provision for Income Tax				
Opening Balance		784,922	1,098,048	
Add: Provision made during the year (Note-22.03)		1,426,034	1,048,794	
Add: Written back of previous year TDS (U/S 102 & 120)		211	-	
Less: Paid/Adjusted with advance income tax		(1,336,780)	(1,232,951)	
Less: Excess Provision of Tax for the FY 2023-24 AY 2024-25		(53,951)	-	
Less: Settlement of previous year's tax liability		(14,918)	(128,969)	
Closing balance		805,518	784,922	
22.01 Advance Income Tax				
Tax deducted at source on supplying petroleum (U/S 89 ITA 2023)		603,949	538,463	
Tax deducted at source on interest (U/S 102 ITA 2023)		1,183,657	762,005	
AIT paid on Import stage (U/S 120 ITA 2023)		31,988	36,354	
Tax deducted at source on incentive on product sale (U/S 124)		1,102	-	
Tax deducted at source on rent/lease/charges		360	-	
AIT paid on renewal fee of trade license & car fitness		1,672	-	
Closing Balance		1,822,728	1,336,822	
22.02 Reconciliation of Effective Tax Rate				
		30 June 2025	30 June 2024	
	Rate	Taka '000	Rate	Taka '000
Profit for the year	-	7,039,905	-	5,109,497
Total income tax expenses	20.04%	1,411,080	20.03%	1,023,605
Factors Effecting The Tax Charge:				
Income tax using the company's domestic tax rate	20.00%	1,407,981	20.00%	1,021,899
Excess of tax depreciation over accounting depreciation	0.33%	22,979	0.49%	24,975
Adjustment for inadmissible expenses	0.04%	2,926	0.04%	1,920
Inadmissible accrued interest income	-0.11%	(7,851)	0.00%	-
Written Back of Prior year Excess Tax for AY 24-25	-0.77%	(53,951)	0.00%	-
Impact of temporary differences in deferred tax	0.55%	38,997	-0.49%	(25,189)
	20.04%	1,411,080	20%	1,023,605

23.00 Position of Pending Tax Assessments

Accounting Year	Assessment Year	(Refundable) / Payable as per order of Tax Department	Remarks
2001-02	2002-03	117,594	Application of Rectification U/S 173 & waiting for verdict in honorable High Court against assessment U/S 82C.
2005-06	2006-07	8,640	High court gave favorable verdict as POCL appealed in Honorable High Court against assessment of DCT under 82C
2007-08	2008-09	41,766	High court gave favorable verdict as POCL appealed in Honourable High Court against assessment of DCT under 82C
2010-11	2011-12	(46,320)	Return submitted U/S 82BB
2011-12	2012-13		
To	To	-	Return submitted U/S 82BB
2020-21	2021-22		
2021-22	2022-23	-	Return submitted U/S 82BB by claiming refund of BDT 24,386,888
2022-23	2023-24	-	Return submitted U/S 180 by claiming refund of BDT 336,509,565
2023-24	2024-25	-	Return submitted U/S 180 by claiming refund of BDT 341,937,005



M M Rahman & Co.
Chartered Accountants



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Mahamud Sabuj & Co.
Chartered Accountants

22.03 Current tax provision made during the year		Note(s)	30 June 2025	
			Taka '000	
Net Profit before Income Tax			7,039,905	
Less: Other Income for separate consideration		29.00	6,079,740	
			<u>960,165</u>	
Add: Expenses for Separate Consideration				
Accounting depreciation for separate consideration		4.00	200,386	
Taxable Perquisites			10,057	
Entertainment			5,190	
			<u>215,633</u>	
			<u>1,175,798</u>	
Less: Allowable Expenses				
Fiscal depreciation of the ITA, 2023			(85,493)	
			<u>1,090,305</u>	
Add: Inadmissible Expenses				
Subscription and CSR			4,571	
			<u>1,094,876</u>	
Business Income for The Current Year				
Allowable entertainment expenses:				
Particulars	Rate	Amount in Tk.(000)	Amount in Tk.(000)	
For the first Tk. 1,000,000	4%	1,000	40	
For remaining balance	2%	1,093,876	21,878	
Entertainment expense as per Rule 65 of ITR 2023			21,918	
Entertainment expense as per Financial Statements			5,190	
Allowable entertainment expenses (whichever is lower)				<u>(5,190)</u>
Taxable Business Income (A)				<u>1,089,686</u>
Add: Income From Other Sources				
Interest on FDR, SND & Others			6,079,740	
less: Accrued Interest of FY 2024-25			309,575	
Add: Accrued interest for FY 2023-24			269,708	6,039,873
Add: interest received in dividend account				611
Total income from other sources (B)				<u>6,040,484</u>
Taxable Income (A+B)				<u>7,130,170</u>
A. Regular Tax		Rate	Taxable Income	
Tax payable as per calculation		20.00%	7,130,170	1,426,034
Regular Tax Liability				<u>1,426,034</u>
B. Deducted AIT Suffered by Minimum Tax u/s 163(2)(KHA) of ITA 2023				
On Supply U/S 89			603,949	
On Import Stage U/S 120			24,443	
On Service U/S 124			1,102	
On Interest Income on FDR U/S 102			1,183,657	
				<u>1,813,151</u>
C. Gross Receipt suffered by Minimum tax U/S 163(5)(KA)		Rate		
Receipt from margin based product marketing		24.00	3,195,184	
Other Operating Income		27.00	639,107	
Non-operating Income		29.00	6,079,754	
		1%	9,914,045	<u>99,140</u>
Minimum Tax Liability (Higher of A or B or C)				<u>1,813,151</u>
Current Tax Provision				<u>1,426,034</u>

As per finance bill 2025 and amended section 163(8) & (9) of ITA 2023 if the minimum tax liability is higher than the calculated regular tax, than the difference between calculated regular tax liability and minimum tax liability amounting to Tk. 387,117(1,813,151-1,426,034) shall be adjustable with future tax liability. Hence regular tax liability Tk. 1,426,034 is considered as current tax provision.



Taka in '000

	Note(s)	01 July 2024 to 30 June 2025	01 July 2023 to 30 June 2024
24.00 Gross Earnings/Margin on Petroleum Products			
Receipt against margin based product's marketing	24.02	319,111,139	324,017,843
Cost against margin based product's marketing	24.02	(315,915,955)	(320,806,393)
Gross Earnings/Margin		3,195,184	3,211,450

24.01 Gross Earnings/Margin on Petroleum Products

i. Major Products	Gross Earnings/Margin	Packaging	Handling	Operational Gain/(Loss)	Net Earnings	Net Earnings
HOBC	209,961	-	(349)	(47,776)	161,836	203,469
Jet A-1 **	1,143,885	-	(1,285)	(106,904)	1,035,696	1,053,710
MS	128,537	-	(394)	(52,716)	75,427	28,403
SKO	13,893	-	(67)	(2,544)	11,282	10,715
HSD	1,187,173	-	(3,385)	36,568	1,220,356	1,110,419
LDO	3,481	-	(1)	-	3,480	524
FO	308,527	-	(612)	69,927	377,842	361,203
LSFO	5,856	-	(6)	684	6,534	61,241
JBO	446	-	(6)	3,092	3,532	3,765
MTT	1,020	-	(5)	66	1,081	922
SBP	970	-	(4)	-	966	1,852
Sub Total	3,003,749	-	(6,114)	(99,603)	2,898,032	2,836,223
ii Minor Products						
Lubs & Greases	156,687	(16,094)	(4)	-	140,589	205,857
LPG(Cylinders)	26,753	-	(11)	-	26,742	2,009
Bitumen	6,188	-	(32)	-	6,156	5,727
Other Products	1,807	-	-	-	1,807	2,336
Sub Total	191,435	(16,094)	(47)	-	175,294	215,929
Grand Total	3,195,184	(16,094)	(6,161)	(99,603)	3,073,326	3,052,152

24.02 Margin Basis Product Marketing Quantity, Value & Cost

	01 July 2024 to 30 June 2025			01 July 2023 to 30 June 2024		
	Marketing Quantity	Gross Value (Product Marketing)	Cost Value (Product Marketing)	Marketing Quantity	Gross Value (Product Marketing)	Cost Value (Product Marketing)
	M. Ton	Tk, '000	Tk, '000	M. Ton	Tk, '000	Tk, '000
i. Major Products						
HOBC	148,955	24,395,605	24,185,644	136,033	22,937,695	22,668,978
Jet A-1 **	547,784	62,769,733	61,625,848	540,952	68,004,552	66,794,412
MS	167,977	27,680,112	27,551,575	151,870	25,659,712	25,540,674
SKO	28,446	3,702,403	3,688,510	28,247	3,780,859	3,758,914
HSD	1,443,254	173,089,755	171,902,582	1,374,886	170,591,015	169,577,719
LDO	280	33,987	30,506	326	39,525	39,000
FO	261,134	24,170,988	23,862,461	322,543	28,153,240	27,880,277
LSFO	2,600	238,747	232,891	13,104	1,235,981	1,175,869
JBO	2,525	402,856	402,410	2,910	471,973	471,531
MTT	1,903	286,693	285,673	3,460	521,315	520,384
SBP	1,984	342,354	341,384	4,844	822,825	820,965
Sub Total	2,606,840	317,113,233	314,109,484	2,579,175	322,218,691	319,248,723
ii Minor Products						
Lubs & Greases	1,542	761,966	605,279	1,918	934,146	702,764
LPG (Cylinders)	4,692	263,622	236,869	2,927	142,188	140,172
Bitumen	13,760	960,850	954,662	9,301	707,958	702,210
Other Products	32	11,468	9,661	41	14,860	12,524
Sub Total	20,025	1,997,906	1,806,471	14,187	1,799,152	1,557,670
Grand Total	2,626,865	319,111,139	315,915,955	2,593,362	324,017,843	320,806,393

**As per BPC/ARTHIK-33/08/695 POCL claims recovery of price differential amount from BPC due to VAT free sales to international airlines. POCL has sold 629,837,159 Liters of JET A-1 & average price difference is BDT 13,270,668,940 which has been adjusted in cost of goods sold.



Taka in '000			
	Note(s)	01 July 2024 to 30 June 2025	01 July 2023 to 30 June 2024
25.00	Administrative, Selling and Distribution Expenses		
	Salaries, wages and benefits	1,136,761	1,299,177
	Depreciation	198,933	217,039
	Advertisement	3,459	5,635
	Audit fees	306	288
	Aviation Service fees paid to Shell	20,000	26,000
	BPC service charges	895	895
	Communication expenses	4,030	4,856
	Directors' fees and expenses	4,447	3,467
	Entertainment	4,342	4,937
	Fuel and power	104,250	120,217
	Insurance	7,100	6,752
	Legal and professional fees	3,551	5,367
	Printing and stationery	11,003	13,990
	Repairs and maintenance	77,921	70,901
	Rent	48,932	38,534
	Rates and taxes	10,248	9,632
	Stores and spares	96,481	94,717
	Travelling and conveyance	22,481	21,310
	Other charges	262,568	199,093
		2,017,708	2,142,807
25.01	Salaries, Wages And Benefits		
	Salaries, wages and bonus	480,938	483,704
	Other benefits	569,114	580,765
	Contribution to pension fund	55,292	203,825
	Contribution to provident fund	31,417	30,883
		1,136,761	1,299,177
25.02	Repairs And Maintenance		
	Plant and Machinery	46,753	42,541
	Building	23,376	21,270
	Others	7,792	7,090
		77,921	70,901
25.03	Other Charges		
	Casual Labour wages	207,607	144,837
	Common depot expenses (1/3 share)	8,916	9,545
	CSR (Corporate Social Responsibility)	4,571	2,041
	AGM expenses	4,391	3,988
	Miscellaneous expenses	22,876	23,004
	Security expenses (Police/Ansar)	14,207	15,678
		262,568	199,093
26.00	Financial Expenses		
	Bank Charges	10,816	9,788
	Financial expenses against product (BPC)*	223,215	168,053
	Interest on WPPF & WF	120,683	104,079
	Interest expense on Govt. Loan	14,677	5,137
		369,391	287,057

* Financial expenses against product are charged by the BPC.



Taka in '000

	Note(s)	01 July 2024 to 30 June 2025	01 July 2023 to 30 June 2024
27.00 Other Operating Income			
Sundry income	27.01	36,957	57,033
Profit from Product handling		457,653	616,941
Other charge recovery on Jet A1		91,242	4,949
Transaction Gain/(Loss)*		-	138,242
Miscellaneous receipts		53,255	18,450
		639,107	835,615
* Sales invoice of Jet fuel to foreign airlines made in both USD & BDT. Local agency of respective airlines paid the remittance in BDT. Conversion rate difference of DRI date & settlement date are recognised as transaction gain/(Loss).			
27.01 Sundry Income - Net			
Land rent/plant hire/service charges from Eastern Lubricants		879	1,704
Blenders PLC			
Rent receipts from Filling Station and Power Station		17,703	30,712
Service Charges receipts from Private Power Station		18,375	24,617
		36,957	57,033
28.00 Operating Profit / (Loss) on Agro-Chemicals Trading			
Sales		762,008	676,927
Cost of Sales:			
Product Cost	28.01	(475,206)	(413,805)
Other Cost - direct	28.02	(100,103)	(88,727)
		(575,309)	(502,532)
Gross Profit		186,699	174,396
Administrative, Selling and Distribution Expenses			
Salaries, wages and benefits	28.03	112,371	112,143
Depreciation	4.00	1,453	1,162
Stores and spares		9,402	3,154
Advertisement		169	124
Fuel and power		4,359	4,075
Travelling and conveyance		3,166	2,916
Rent		6,069	5,872
Insurance		734	714
Repairs and maintenance	28.04	3,137	1,572
Rates and taxes		1,426	1,347
Printing and stationery		7,294	5,985
Communication expenses		321	412
Entertainment		848	785
Other Charges	28.05	30,612	33,113
		181,361	173,374
Operating profit / (loss)		5,338	1,022

		01 July 2024 to 30 June 2025		01 July 2023 to 30 June 2024	
		Quantity (MT)	Amount (Tk.) in '000	Quantity (MT)	Amount (Tk.) in '000
Opening Stock	30.02	1,503	345,601	1,925	428,644
Purchased/ Manufactured		6,103	660,711	2,386	330,763
		7,606	1,006,312	4,311	759,407
Closing stock	30.02	4,308	531,106	1,503	345,601
		3,298	475,206	2,808	413,805



Taka in '000		
Note(s)	01 July 2024 to 30 June 2025	01 July 2023 to 30 June 2024
28.02 Other Cost - Direct		
Sales Promotion	66,588	54,559
Packages Cost	23,096	24,812
Freight	8,834	7,785
Handling of Products	1,585	1,571
	100,103	88,727
28.03 Salaries, Wages and Benefits		
Salaries, wages and bonus	58,078	55,916
Other benefits	44,811	46,951
Contribution to pension and PF	9,482	9,276
	112,371	112,143
28.04 Repairs and Maintenance		
Plant and machinery	1,600	802
Building	1,473	738
Others	64	32
	3,137	1,572
28.05 Other Charges		
Transport Expenses	15,439	11,971
Casual Labour	13,302	19,176
Service Charge	1,000	1,000
Sundries	871	966
	30,612	33,113
29.00 Non-Operating Income		
Profit/(loss) on disposal of fixed assets (Petroleum trading)	14	13
Interest on SND (Gross) for Agro Chemical Trading	10,000	10,000
Interest on SND (Gross)	3,329,940	1,957,757
Interest on FDR (Gross)	2,739,800	1,949,163
Disposal of Miscellaneous store	-	2,559
	6,079,754	3,919,492

30 Quantitative Reconciliation of POL Products and Value of Closing Stock are as Follows:

Product	Opening Inventory as on 1 July 2024	Purchase	* Operation Gain/ (Loss)	± Transit Gain/ (Loss)	Sub Total	Sales at Natural	* Conversion Gain/ (Loss)	Sales at 30° c	Closing Inventory as at 30 June 2025	Unit price Taka	Value of Closing Inventory as at 30 June 2025
1	2	3	4	5	6=(2+3+4+5)	7	8	9=(7-8)	10=(6-9)	11	12=(10X11)
HOB (in Ltr.)	9,545,859	199,382,513	(390,360)	(264,458)	208,273,554	203,770,397	(524,760)	204,295,157	3,978,397	113.81	452,781,363
JET A-1(in Ltr.)	35,577,021	709,468,826	(974,155)	(2,712,852)	741,358,840	697,328,663	(795,399)	698,124,062	43,234,778	89.76	3,880,753,673
JP-5(in Ltr.)	26,880	-	-	-	26,880	-	-	-	26,880	183.28	4,926,566
MS(in Ltr.)	7,662,915	236,288,213	(444,898)	(379,965)	243,126,265	238,933,160	(719,004)	239,652,164	3,474,101	109.91	381,838,441
SKO(in Ltr.)	4,693,577	34,599,536	(24,822)	(34,534)	39,233,757	36,069,364	(66,174)	36,135,538	3,098,219	108.66	336,652,477
HSD(in Ltr.)	127,754,289	1,688,886,846	358,947	(2,852,742)	1,814,147,340	1,711,435,134	(2,772,799)	1,714,207,933	99,939,407	96.08	9,602,178,225
LDO(in Ltr.)	20,400	320,000	904	-	341,304	330,000	19	329,981	11,323	101.45	1,148,718
FO(in Ltr.)	5,608,030	285,000,529	858,524	(151,103)	291,315,980	282,547,312	577,062	281,970,250	9,345,730	84.45	789,246,899
LSFO(in Ltr.)	1,955,967	7,556,834	7,021	-	9,519,822	2,794,536	1,802	2,792,734	6,727,088	93.70	630,328,146
JBO(in Ltr.)	1,638,059	2,736,220	22,343	(6,368)	4,390,254	2,926,400	(6,329)	2,932,729	1,457,525	132.79	193,544,745
MTT(in Ltr.)	15,342	2,429,600	560	-	2,445,502	2,429,600	-	2,429,600	15,902	116.75	1,856,559
SBP(in Ltr.)	-	2,929,700	-	-	2,929,700	2,929,700	-	2,929,700	-	118.75	-
LS-HSD(in Ltr.)	-	264,181	-	-	264,181	264,181	-	264,181	-	-	-
LMS (in Ltr.)	-	98,000	-	-	98,000	98,000	-	98,000	-	-	-
Dead Stock	15,537,113	-	-	-	15,537,113	-	-	-	15,537,113	-	1,495,507,756
2024-2025	210,035,452	3,169,960,998	(585,936)	(6,402,022)	3,373,008,492	3,181,856,447	(4,305,582)	3,186,162,029	186,846,463		17,770,763,568
2023-2024	190,166,147	3,167,541,458	(700,790)	(7,187,487)	3,349,819,328	3,135,677,935	(4,105,941)	3,139,783,876	210,035,452		21,959,816,670

* Conversion gain/(loss), column 8 due to difference between sales at 30°C and natural sales is adjusted with products cost where as products receipts/purchase(column-3) is made on 30°C.

* Transit loss(column-5) is fully recovered; i.e, admissible gain/(loss) is borne by BPC and loss beyond allowable limit is recovered from the carriers for all products other than Jet A-1.

* Operation gain/(loss) Column-4 (note-30.01)



30.01 Net Operational Gain/(Loss):

Location	HOBC		JET A-1		MS		SKO		HSD		LSFO	
	Vol.	Tk.	Vol.	Tk.	Vol.	Tk.	Vol.	Tk.	Vol.	Tk.	Vol.	Tk.
MI CTG.	77,561	9,492,691	89,744	9,848,507	(7,255)	(859,645)	(10,691)	(1,095,721)	853,527	86,735,414	7,021	
ASHUGONJ	-	-	-	-	-	-	(2,838)	(290,867)	47,320	4,808,658	-	-
CHANDPUR	(12,607)	(1,542,971)	-	-	(25,160)	(2,981,208)	5,833	597,824	104,714	10,641,037	-	-
SYLHET	(47,288)	(5,787,578)	-	-	(58,097)	(6,883,914)	(19)	(1,947)	(41,563)	(4,223,632)	-	-
SREMANGAL	4,475	547,695	-	-	12,301	1,457,545	3,076	315,259	24,403	2,479,833	-	-
DALUATPUR	27,268	3,337,331	(2,254)	(247,354)	(35,720)	(4,232,463)	4,781	490,005	(46,964)	(4,772,482)	-	-
GODENAIL	(335,572)	(41,070,657)	(228,885)	(25,117,840)	(176,307)	(20,890,616)	(4,989)	(511,323)	(531,271)	(53,987,759)	-	-
JHALAKATI	(2,191)	(268,156)	-	-	(2,879)	(341,133)	(2,044)	(209,490)	72,595	7,377,104	-	-
RANGPUR	(2,863)	(350,403)	-	-	3,020	357,840	(4,012)	(411,190)	(26,379)	(2,680,634)	-	-
BAGHABARI	(64,839)	(7,935,645)	-	-	(98,047)	(11,617,589)	15,071	1,544,627	51,315	5,214,630	-	-
MONGLA OI	-	-	-	-	-	-	-	-	(3,135)	(318,579)	-	-
HSI AIRPORT	-	-	(879,203)	(96,483,737)	-	-	-	-	-	-	-	-
CHITTAGONG AIRPORT	-	-	112,613	12,358,151	-	-	-	-	-	-	-	-
OI AIRPORT, SYLHET	-	-	(63,386)	(6,955,980)	-	-	-	-	-	-	-	-
Cox's Bazar AIRPORT	-	-	(2,784)	(305,516)	-	-	-	-	-	-	-	-
BHAIRAB BAZAR	-	-	-	-	-	-	(50)	(5,125)	28,224	2,868,123	-	-
PARBATIPUR	(34,304)	(4,198,467)	-	-	(56,754)	(6,724,781)	(28,940)	(2,966,061)	(85,437)	(8,682,108)	-	-
NATORE	-	-	-	-	-	-	-	-	(27,355)	(2,779,815)	-	-
RAJSHAHI RAILWAY SHIDDING	-	-	-	-	-	-	-	-	(11,394)	(1,157,858)	-	-
BARISHAL BARGE	-	-	-	-	-	-	-	-	(48,749)	(4,953,873)	-	-
2024-2025 TOTAL	(390,360)	(47,776,160)	(974,155)	(106,903,769)	(444,898)	(52,715,964)	(24,822)	(2,544,009)	359,851	36,568,059	7,021	
2023-2024 TOTAL	(530,585)	(64,938,299)	(1,414,229)	(155,197,492)	(761,991)	(90,288,314)	(108,939)	(11,165,159)	986,602	100,258,495	11,889	
Location	FO		JBO		MTI		SBP		TOTAL			
	Vol.	Tk.	Vol.	Tk.	Vol.	Tk.	Vol.	Tk.	Vol.	Tk.		
MI CTG.	684,196	550,963	16,999	2,352,492	560	65,912	-	-	1,578,429	152,099,782		
ASHUGONJ	-	-	-	-	-	-	-	-	44,482	4,517,791		
CHANDPUR	-	-	-	-	-	-	-	-	72,780	6,714,682		
SYLHET	-	-	-	-	-	-	-	-	(146,967)	(16,897,071)		
SREMANGAL	-	-	-	-	-	-	-	-	44,255	4,800,332		
DALUATPUR	281,530	22,930,619	5,436	752,288	-	-	-	-	234,077	18,257,944		
GODENAIL	26,909	2,191,738	(92)	(12,732)	-	-	-	-	(1,250,207)	(139,399,189)		
JHALAKATI	-	-	-	-	-	-	-	-	65,481	6,558,325		
RANGPUR	-	-	-	-	-	-	-	-	(30,234)	(3,084,387)		
BAGHABARI	-	-	-	-	-	-	-	-	(96,500)	(12,793,977)		
MONGLA OI	-	(878)	-	(71,513)	-	-	-	-	(4,013)	(390,092)		
HSI AIRPORT	-	-	-	-	-	-	-	-	(879,203)	(96,483,737)		
CHITTAGONG AIRPORT	-	-	-	-	-	-	-	-	112,613	12,358,151		
OI AIRPORT, SYLHET	-	-	-	-	-	-	-	-	(63,386)	(6,955,980)		
Cox's Bazar AIRPORT	-	-	-	-	-	-	-	-	(2,784)	(305,516)		
BHAIRAB BAZAR	-	-	-	-	-	-	-	-	28,174	2,862,998		
PARBATIPUR	-	-	-	-	-	-	-	-	(205,435)	(22,571,417)		
NATORE	-	-	-	-	-	-	-	-	(27,355)	(2,779,815)		
RAJSHAHI RAILWAY SHIDDING	-	-	-	-	-	-	-	-	(11,394)	(1,157,858)		
BARISHAL BARGE	-	-	-	-	-	-	-	-	(48,749)	(4,953,873)		
2024-2025 TOTAL	684,196	858,524	69,926,780	22,343	3,092,048	560	65,912	-	(585,935)	(99,602,907)		
2023-2024 TOTAL	1,158,583	1,092,387	88,974,921	24,055	3,328,971	20	2,354	-	(700,791)	(127,865,940)		



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30.02 Statement of Cost of Sales (Product wise): (Quantity: MT)

Name of the Products	Opening Stock		Closing Stock		Cost of Sales	
	Qty	Tk. '000	Qty	Tk. '000	Qty	Tk. '000
Padma Sulf 80WDG	-	-	273	23,190	123	9,414
Mipcin 75WP	6	6,636	-	525	6	6,111
Ripcord 10EC	26	23,046	31	31,247	59	58,266
Acrobat MZ	18	18,696	29	31,437	89	94,946
Roteluck 9%	7	1,135	7	1,115	-	20
Mukta Plus	131	13,808	958	127,817	469	56,011
Talstar 2.5EC	3	1,509	3	1,400	4	1,923
Haymancozeb	16	6,626	1	473	15	6,153
Haconazole	18	9,746	7	3,766	14	7,610
Mg Plus	267	5,937	1,257	29,392	510	11,929
Salubar Baron(Folieral)	24	5,132	23	4,890	21	4,424
Regent 50SC	-	237	-	137	-	100
Haysulf DF 80%	68	7,949	31	3,678	90	10,528
Sulcox 50WP	5	4,278	8	7,153	7	6,039
Glyfocl 41SL	11	5,780	5	2,863	5	2,916
Opal 75EC	-	281	-	79	-	202
Haymidor 70WG	-	32	-	32	-	-
Defence 35SC	4	3,642	4	3,719	10	9,724
Stroke 50EC	1	660	1	494	-	166
Symten 80WDG	-	-	4	13,715	2	5,571
Hayclaim 5SG	1	1,131	-	42	1	1,089
Accurator 69EW	-	153	-	134	-	19
Sea Gold	5	3,307	2	1,206	4	2,101
Novostar 56EC	8	9,653	8	9,818	9	10,844
Ugent 63GR	139	13,611	60	7,072	199	23,327
Padma Chelate	3	974	2	737	1	237
Piquat	32	6,967	15	3,024	34	7,043
Soil Zip	132	1,506	878	12,997	904	11,983
Super Fast	6	5,683	2	2,203	4	3,480
Head Line Team	6	10,237	2	3,395	4	6,842
Saeta 1.8EC	7	4,748	5	2,985	3	1,763
Couger	14	26,516	10	18,467	4	8,049
Novofix 42WDG	8	3,935	7	3,756	11	6,268
Samar 75WP	9	15,986	7	12,185	2	3,800
Pithion 46.5EC	-	95	-	34	-	62
Padma Lambda	1	366	16	6,011	10	3,848
Primidor	4	5,323	4	5,852	2	2,972
Optimus	479	38,802	582	57,198	646	43,291
Stargate	1	1,979	1	1,583	-	396
Pidion	3	6,989	2	4,656	3	7,532
Cyp Up 10 EC	-	-	9	4,919	3	1,688
Vertex 25 SC	-	-	9	3,558	1	603
Benapore 12 SC	4	6,035	11	17,080	13	19,310
Revive 50SC	7	6,901	12	12,335	10	9,769
Talent 35WDG	3	39,036	3	37,335	-	1,702
Bisben 30WP	10	14,516	7	11,031	2	3,485
Paceben 18WP	16	6,022	12	4,371	4	1,650
30 June 2025	1,503	345,601	4,308	531,106	3,298	475,206
30 June 2024	1,925	428,642	1,503	345,601	2,807	413,805



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30.03 Operating Segment

The Company has several reportable segments, as described below, which are the company's strategic business. The following summary describes the operations in each of the company's reportable segments:

Petroleum products : Includes the company's earnings from marketing of Petroleum products

Lubricating Oil & Grease : Includes the company's income from trading lubricating oil & grease.

Bitumen : Includes the company's earnings from marketing of bitumen.

LPG : Includes the company's earnings from marketing of LPG.

Agro-Chemicals products : Includes the company's income from trading imported Agro-Chemicals products.

Performances are measured based on segment profit before tax, that are reviewed by the company's management committee.

Information regarding the result of each reportable segment is included below:

30.03.01 Information About Reportable Segments:

	Taka in '000					Total
	Petroleum products	Lubricating Oil & Grease	Bitumen	LPG	Agro-Chemicals products	
Turnover	317,124,701	761,966	960,850	263,622	762,008	319,873,147
Cost of goods sold	(314,119,145)	(605,279)	(954,662)	(236,869)	(475,206)	(316,391,161)
Other cost	(6,114)	(16,098)	(32)	(11)	(100,103)	(122,358)
Operational Gain/(Loss)	(99,603)	-	-	-	-	(99,603)
Operating Profit/(Loss)	2,899,839	140,589	6,156	26,742	186,699	3,260,025
Administrative, selling and distribution expenses	(2,017,708)	-	-	-	(181,361)	(2,199,069)
Financial expenses	(369,391)	-	-	-	-	(369,391)
	512,740	140,589	6,156	26,742	5,338	691,565
Other operating income -petroleum trade	639,107	-	-	-	-	639,107
Reportable Segment Total Operating Profit (2024-25)	1,151,847	140,589	6,156	26,742	5,338	1,330,672
Reportable Segment Total Operating Profit (2023-24)	1,244,311	205,857	5,727	2,009	1,022	1,458,926

Taka in '000
30 June 2025 30 June 2024

30.03.02 Reconciliation of Reportable Segment Total Operating Profit

Reportable Segment Total Operating Profit		1,330,672	1,458,926
Amount not related to reportable segments	30.03.03	5,709,233	3,650,571
Profit before tax		7,039,905	5,109,497

30.03.03 Amount Not Related to Reportable Segments

Non-Operating Income	29.00	6,079,754	3,919,492
Contribution to Worker Profit Participant & Welfare Fund		(370,521)	(268,921)
		5,709,233	3,650,571



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30.04 Analysis of Packing Material Consumed (Agro-Chemicals Trading):

	01 July 2024 to 30 June 2025		01 July 2023 to 30 June 2024	
	Qty.	Tk. 000	Qty.	Tk. 000
Packing Materials	Various	23,096	Various	24,812
		23,096		24,812

30.05 Value of Packing Materials And Stores & Spares Consumed (Agro-Chemicals Trading):

	01 July 2024 to 30 June 2025		01 July 2023 to 30 June 2024	
	Tk. '000	%	Tk. '000	%
Import	27,624	85	22,093	79
Indigenous	4,874	15	5,873	21
	32,498	100	27,966	100
Packing Materials(30.04)	23,096		24,812	
Store and Spares	9,402		3,154	
	32,498		27,966	

30.06 Value of purchase/ Manufactured of Agro-Chemicals Products

	01 July 2024 to 30 June 2025		01 July 2023 to 30 June 2024	
	Tk. '000	%	Tk. '000	%
Import	363,391	55	302,213	90
Indigenous	297,320	45	33,579	10
	660,711	100	335,792	100

31.00 Earnings Per Share

Basic Earnings Per Share (EPS)

	01 July 2024 to 30 June 2025	01 July 2023 to 30 June 2024
Earnings attributable to the ordinary shareholders (Tk.)	5,628,825,000	4,085,892,000
(b) Number of ordinary shares at the end of the year	98,232,750	98,232,750
Basic earnings per share (EPS)	Tk. 57.30	Tk. 41.59



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32.00 Directors' Fees and Expense

Details of Directors' fees & expenses paid during the year are as follows:

Name of the Directors and Managing Director	Net Amount	VAT	Gross Amount (Tk.)
Mr. Md. Nurul Alam (Ex. Chairman)	18,000	2,700	20,700
Mr. A.K.M Zafar Ullah Khan (Chairman)	304,000	45,600	349,600
Mr Bashudev Gangguly (Independent Director)	108,000	16,200	124,200
Mr. Gaziuddin Muhammad Munir (Independent Director)	16,000	2,400	18,400
Mr. Quazi Md. Anwarul Hakim (Ex. Independent Director)	306,000	45,900	351,900
Mrs. Mahbooba Panna (Independent Director)	160,000	24,000	184,000
Mr. Anupam Barua (Ex. Director)	210,000	31,500	241,500
Mr. Tarikul Islam Khan (Director)	322,000	48,300	370,300
Mr. Md. Zakir Hossain (Director)	306,000	45,900	351,900
Mr. Kutubuddin Akhter Rashid (Shareholder Director)	222,000	33,300	255,300
Mr. Rais Uddin Bhuiyan Shaheen (Director)	146,000	21,900	167,900
Dr. A.K.M. Azadur Rahaman (Director)	96,000	14,400	110,400
Mr. Suzadur Rahman (Ex. Director)	18,000	2,700	20,700
Mr. Md. Masudur Rahman (Ex. MD)	18,000	2,700	20,700
Mr. Md. Abdus Sobhan (Ex. MD)	240,000	36,000	276,000
Mr. Md. Mahfizur Rahman (MD)	64,000	9,600	73,600
	2,554,000	383,100	2,937,100

	Taka in '000	
	01 July 2024 to 30 June 2025	01 July 2023 to 30 June 2024
Directors' fees paid-gross	2,937	2,052
Meeting expenses	1,510	1,415
	4,447	3,467

33.00 Remuneration of MD, Managers and Officers:

	Taka in '000			Taka in '000		
	01 July 2024 to 30 June 2025			01 July 2023 to 30 June 2024		
	MD	Managers	Officers	MD	Managers	Officers
33.01 Remuneration:						
Salary, allowance and bonus	2,581	96,461	91,728	2,530	95,506	87,360
House Rent Allowance:						
House rent	1,251	25,370	48,841	1,226	25,119	46,515
Other utilities	395	7,263	8,699	388	7,191	8,285
	1,646	32,633	57,540	1,614	32,310	54,800
Leave encashment	264	3,519	4,923	259	3,485	4,688
Provident fund	304	5,335	7,001	298	5,282	6,668
	4,795	137,948	161,192	4,701	136,582	153,515
Number of Employees	1	39	171	1	40	185

33.02 House Rent : The Managing Director, Managers and Officers are paid cash allowance.

Accommodation : Six Managers are provided with free furnished accommodation.

33.03 Transport : The Managing Directors and Departmental Heads are provided with free use of Company's car subject to limit.
: Other Managers are paid cash assistance, subject to limit.
: Officers are paid cash allowances.

33.04 Telephone : Residential telephone for mainly Company's business- for Managing Director and Managers, subject to limit.

33.05 Medical : The Managing Director, Managers and Officers are provided with free medical facilities according to company policy.

33.06 Insurance : The Managing Director, Managers and Officers are provided with coverage for group insurance according to the company policy.

33.07 Remuneration : The Directors other than the Managing Director, who is an ex-officio director, are not paid any remuneration except for fees and expenses in connection with attending to Company's Board Meeting.

34.00 Employees

Number of Employees whose salary was Tk. 3,000 below	-	-
Number of Employees whose salary was Tk. 3,000 or above	800	853
	800	853

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Taka in '000

01 July 2024 to 01 July 2023 to
30 June 2025 30 June 2024

35.00 Expenditure in Foreign Currency at Equivalent BDT

Aviation service fee to Shell International Petroleum Company Ltd. (SIPCL)	20,000	26,000
	20,000	26,000

36.00 Related Party Transactions

During the year, the company carried out a number of transaction with related parties in the normal course of business and on an arms length basis. The name of these related parties, nature of transactions and balance as at 30.06.2025 in accordance with the provisions of IAS-24 are presented below:

Name of the Parties	Relationship	Nature of Transactions	Balance as on 30 June 2025	Balance as on 30 June 2024
Bangladesh Petroleum Corporation (BPC)	Parent Concern	Multiple Business	56,929,748(Cr.)	73,891,749(Cr.)
			2,082,959(Dr.)	25,623,427(Dr.)
Eastern Refinery Limited	Subsidiary of BPC	Product Refine	13,689(Dr.)	13,736(Dr.)
Eastern Lubricants Blenders PLC.	Subsidiary Company	Blending of Products	Nil	13,415(Cr.)
	Subsidiary Company	Blending of Products	Nil	5,000(Dr.)
Standard Asiatic Oil Company Ltd	Subsidiary of BPC	Product Exchange	13,390(Dr.)	12,023(Dr.)
Meghna Petroleum Limited	Subsidiary of BPC	Product Exchange	634,700(Dr.)	514,723(Dr.)
Jamuna Oil Company Limited	Subsidiary of BPC	Product Exchange	416725(Dr.)	399,964(Dr.)
		Product Exchange	92,479(Cr.)	92,479(Cr.)
Liquified Petroleum Gas limited	Subsidiary of BPC	Product Supply	6,286(Dr.)	7,659(Dr.)
		Product Supply	28,271(Cr.)	19,103(Cr.)

Details of Transactions

Name of the Parties	Opening Balances	Provided during the year (Dr.)	Adjusted during the year (Cr.)	Closing Balance
Bangladesh Petroleum Corporation (BPC)	73,891,749(Cr.)	278,642,940	295,604,941	56,929,748(Cr.)
	25,623,427(Dr.)	44,165,150	40,018,128	2,082,959(Dr.)
Eastern Refinery Limited	13,736 (Dr.)	1,302	1,349	13,689(Dr.)
Eastern Lubricants & Blenders Ltd.	13,415(Cr.)	-	-	Nil
	5,000(Dr.)	272,463	193,254	70,794(Dr.)
Standard Asiatic Oil Company Ltd	12,023 (Dr.)	1,368	-	13,390(Dr.)
Meghna Petroleum Limited	514,723 (Dr.)	120,077	100	634,700(Dr.)
Jamuna Oil Company Limited	399,964 (Dr.)	16,934	173	416725(Dr.)
	92,479(Cr.)	-	-	92,479(Cr.)
Liquified Petroleum Gas Limited	7,659(Dr.)	1,187	2,561	6,286(Dr.)
	19,103 (Cr.)	254,487	245,319	28,271(Cr.)

Taka in '000

30 June 2025 30 June 2024

37.00 Contingent Assets

Interest realizable for delayed payment from BIMAN	6,586,744	6,586,744
Claims realizable from Bangladesh Railway	32,774	32,774
Amount realizable from BPC on account of sale of Jet-A1 to the foreign Airlines.	43,589	43,589
	6,663,107	6,663,107



M M Rahman & Co.
Chartered Accountants



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Mahamud Sabuj & Co.
Chartered Accountants

Taka in '000

	30 June 2025	30 June 2024
38.00 Contingent Liabilities		
i) Guarantees issued by the company's bankers to third parties on counter indemnities given by the company against the bankers limit at Tk. One Crore secured by hypothecation over the company's inventories and book debts.	2,599	32,023
ii) Confirmed irrevocable letters of credit (net of margin) opened by the banks-having bankers limit at Tk. 10 crores, secured by hypothecation over the inventories and book debts of the company.	58,656	33,167
	61,255	65,190
39.00 Capital Commitments		
Authorized but not contracted	1,881,799	1,186,813
Authorized and Contracted for but not provided-pending execution	1,835,955	2,071,074
Order for local supplies services pending execution	88,606	37,353
	3,806,360	3,295,240
40.00 Net Asset Value Per Share		
The composition of Net Assets value per share is given below :		
Net Assets Value on the reporting date (Taka)	27,000,069	22,746,502
Number of Ordinary shares at the end of year	98,232,750	98,232,750
Weighted Average Number of Ordinary shares during the year	98,232,750	98,232,750
Net Asset Value (NAV) Per Share	Tk. 274.86	Tk. 231.56
41.00 Operating Cash Flow Per Share		
The composition of Operating Cash Inflow/(Outflow) value per share is given below :		
i) Operating Cash Inflow/(Outflow) during the year (Tk)	(3,912,566)	6,269,438
ii) Number of Ordinary shares at the end of year	98,232,750	98,232,750
Operating Cash Inflow / (Outflow) Per Share	(Tk. 39.83)	Tk. 63.82
42.00 Reconciliation of Net Income With Cash Flows From Operating Activities		
Net profit before income tax	7,039,905	5,109,497
Reconciliation of net income with cash flows from operating activities		
Adjustments:		
Depreciations	200,386	218,201
Interest income	(6,079,740)	(3,916,921)
(Gain)/loss on sale of Property Plant & Equipment	(14)	(13)
	1,160,537	1,410,764
(Increase)/ Decrease in Current Assets:		
Inventories	3,973,444	(2,295,011)
Accounts receivable excluding FDR and SND interest	2,639,917	91,992
Due from affiliated companies	(2,662,012)	31,652,463
Advances, deposits and pre-payments	(21,264)	1,667,617
Increase/ (Decrease) in Current Liabilities:		
Accounts payable	9,899,478	(16,292,978)
Supplies and expenses payable	(688,087)	(151,879)
Due to affiliated companies	(16,966,249)	(8,591,055)
Other liabilities	589,316	243,315
	(3,235,457)	6,324,464
Income Tax paid	(1,837,646)	(1,465,791)
Net Cash Flow From Operating Activities	(3,912,566)	6,269,437

43.00 The quantum of potential liability at the reporting date for the value of employees unutilized earned leave has neither been ascertained nor any provision therefor been made in the financial statements.

44.00 Events after reporting period

The Board of Directors in their meeting held on 5th November, 2025 recommended 160% cash dividend (Tk. 1,571,724,000) @ Tk. 16.00 per share for the year ended 30 June 2025.

45.00 Financial risk management

The Company management has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. The company has exposure at the following areas of risk.

- a) Credit risk
- b) Liquidity risk
- c) Market risk

45.01 Credit risk

Credit risk is the risk of a financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. In monitoring credit risk, debtors are grouped according to their risk profile, i.e. their legal status, financial condition, ageing profile etc. Accounts receivable are related to sale of petroleum and agro-chemical produced. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position. Credit sales as compared to the total sales are insignificant. Government institutions are allowed to purchase on credit.

45.02 Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	Taka in '000	
	30 June 2025	30 June 2024
Accounts receivables	15,147,696	17,747,746
Due from affiliated companies	29,238,543	26,576,531
Advance, deposit & prepayments	230,883	209,619
Cash and bank balance	50,867,316	53,906,419
	95,484,438	98,440,315
45.03 Ageing of accounts receivables		
Less than 6 months	12,687,022	1,893,988
6 months or above but less than 12 months	434,778	383,272
1 year or above but less than 2 years	946,106	660,883
2 years or above	1,079,790	14,809,604
	15,147,696	17,747,747
45.04 Ageing of due from affiliated entities/ companies		
Less than 1 year	23,989,077	22,139,367
1 year or above but less than 2 years	209,408	137,814
2 years or above but less than 5 years	-	-
5 years or above but less than 10 years	694,228	632,611
10 years or above	4,345,831	3,666,741
	29,238,543	26,576,533

45.05 Financial Instruments - Accounting classifications and fair values

The following table shows the carrying amounts of financial assets and financial liabilities. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

	Note	Carrying amount (Taka in '000)					Total
		Fair value through profit or loss	Fair value through other comprehensive income - debt instruments	Fair value through other comprehensive income - equity instruments	Financial assets at amortised costs	Other financial liabilities	
<i>In Taka '000</i>							
30 June 2025							
Financial Assets not measured at fair value:							
Accounts receivable	9.00	-	-	-	15,147,696	15,147,696	
Due from affiliated companies	10.00	-	-	-	29,238,543	29,238,543	
Investments in FDRs	6.00	-	-	-	2,525,000	2,525,000	
Long term deposits	11.02.01	-	-	-	13,769	13,769	
Short term deposits	11.02.02	-	-	-	74,595	74,595	
Cash at bank	12.02	-	-	-	29,759,994	29,759,994	
					76,759,597	76,759,597	
Financial Liabilities not measured at fair value:							
Accounts payable	17.00	-	-	-	31,501,295	31,501,295	
Long Term Loan	16.00	-	-	-	183,463	183,463	
Due to affiliated companies	19.00	-	-	-	57,050,497	57,050,497	
Other liabilities	20.00	-	-	-	6,605,213	6,605,213	
					95,340,468	95,340,468	
30 June 2024							
Financial Assets measured at fair value:							
Accounts receivable	9.00	-	-	-	17,747,746	17,747,746	
Due from affiliated companies	10.00	-	-	-	26,576,531	26,576,531	
Investments in FDRs	6.00	-	-	-	2,130,686	2,130,686	
Long term deposits	11.02.01	-	-	-	13,769	13,769	
Short term deposits	11.02.02	-	-	-	4,898	4,898	
Cash at bank	12.02	-	-	-	30,953,578	30,953,578	
					77,427,208	77,427,208	
Financial Liabilities not measured at fair value:							
Accounts payable	17.00	-	-	-	21,601,817	21,601,817	
Long Term Loan	16.00	-	-	-	183,463	183,463	
Due to affiliated companies	19.00	-	-	-	74,016,746	74,016,746	
Other liabilities	20.00	-	-	-	6,004,247	6,004,247	
					101,806,273	101,806,273	

**45.06 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's approach to manage liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Typically, the Company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date.

The following are the contractual or legal maturities of financial liabilities :

	Taka in '000	
	30 June 2025	30 June 2024
Liability for trading supplies and services	31,501,295	21,601,817
Liabilities for supplies and expenses	3,538,312	4,226,399
Customers' and agents' credit balances	4,181,956	3,491,161
Employee's pension fund	(336,495)	(63,194)
Security deposits	339,989	330,852
Employees' personal accounts	91,523	85,050
Liabilities for Capital Expenditure	81,202	63,827
Workers' Profit Participation and Welfare Funds	370,521	268,921
Others	1,876,517	1,827,630
	41,644,820	31,832,463

46.00 Significant Deviation in Earning Per Share (EPS):

Due to increase of Revenue and non-operating income during the year (2024-2025) as a consequence Earning Per Share (EPS) increased comparing with the previous year.

47.00 Significant Deviation in Net Operating Cash Flow Per Share (NOCFPS):

Due to significant increase against payment of product supply on account of BPC and others, The NOCFPS has become negative BDT 39.83 compare to the last year positive NOCFPS 63.82.

48.00 GENERAL

Figures appearing in these accounts have been rounded off to the nearest thousand taka.

Previous year's phrases & amounts have been restated and re-arranged, wherever considered necessary, to conform the presentation for the period under review.

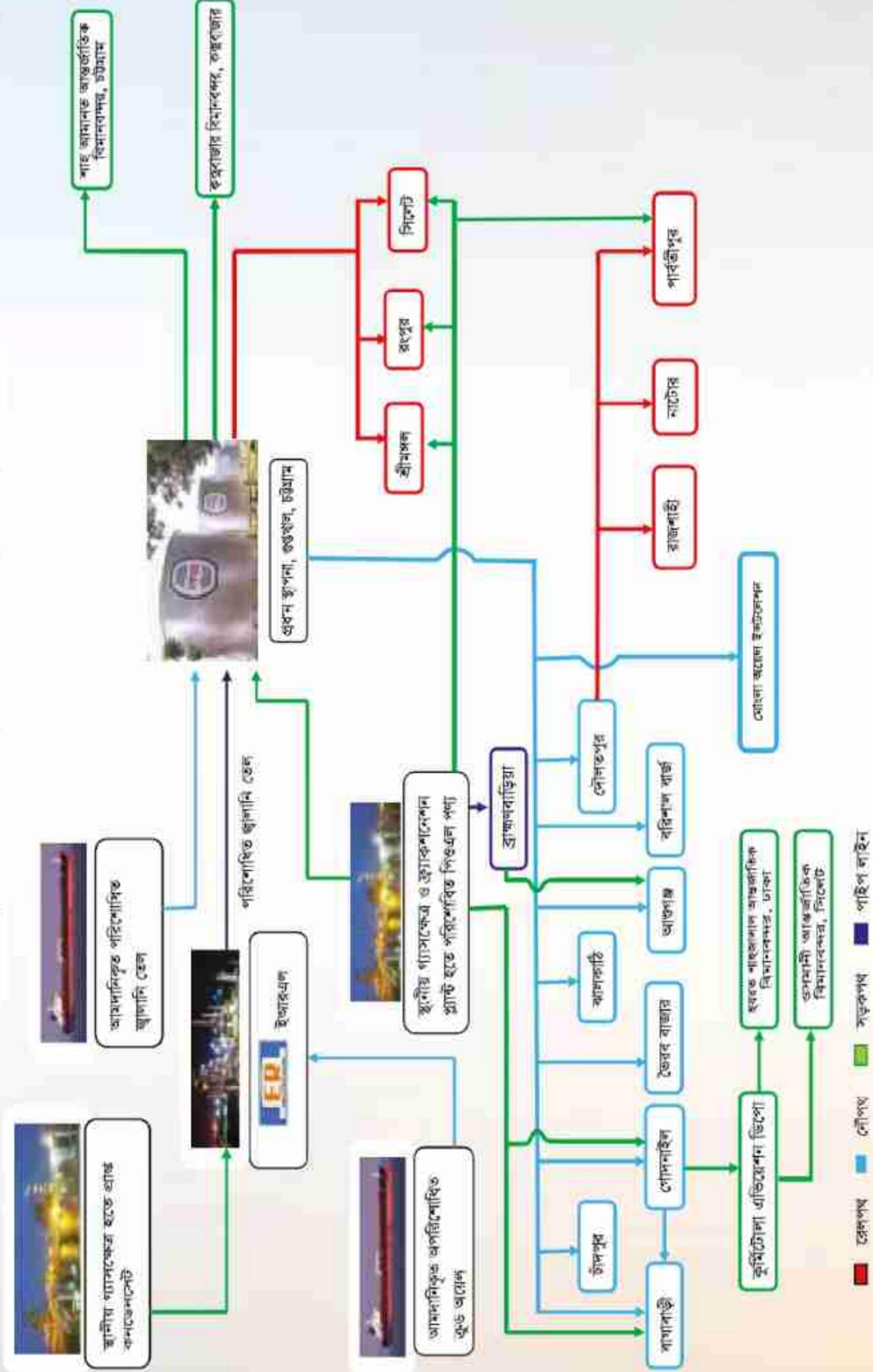
Company Secretary

Managing Director

Director

Director

কোম্পানির জ্বালানি তেল গ্রহণ ও সরবরাহের প্রবাহচিত্র





আগ্রাবাদ, চট্টগ্রামে নির্মাণাধীন কোম্পানির ২০ তলা অফিস ভবনের স্থাপত্য নকশা।



৬ পরীবাগ, ঢাকায় কোম্পানির নির্মাণাধীন ১২ তলা বাণিজ্যিক ভবনের চূড়ান্ত স্থাপত্য নকশা



PADMA OIL PLC.

(A Subsidiary of Bangladesh Petroleum Corporation)

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