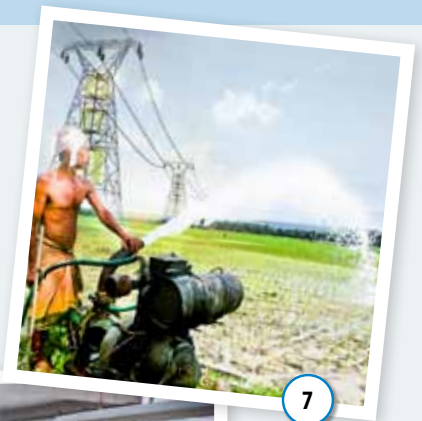


SUMMIT POWER LIMITED ANNUAL REPORT 2015



Summit Power Limited

- is the First independent power producer in private sector in the country

One of the most stirring phenomenon of human civilization was to harness the earth's energy to generate electricity. Albeit the generation and use of electricity is a demotic event today, it uplifted the human civilization to the modernity level and improved it thereafter.

With this view in mind Summit exerts it all efforts to make this utility more and widely available by supporting the national electricity generation for personal, social and economic development. SPL was incorporated on March 30, 1997 and started to supply electricity to the national grid from 2001. On an average the amount/ unit of electricity Summit produces in a year, can light up 57 Lac Tube Lights or 23 Lac Ceiling Fans uninterruptedly for one year.

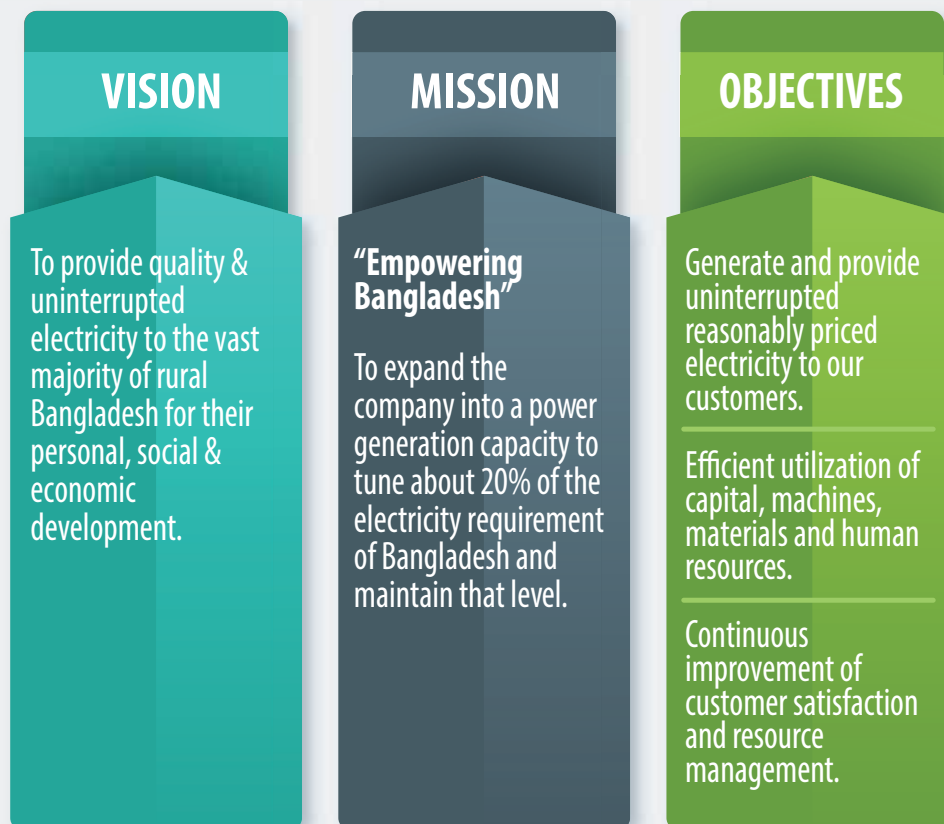


Photo Caption
for Cover Page

1. Promoting literacy for sustainability
- 2 & 3. Accolade of excellence
4. Empowering women
- 5 & 6. Patronizing culture & sports
7. Facilitating irrigation
8. Round table business dialogue
9. Fueling industries
- 10 & 11. Adding to tune up the mission

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About Our Company



The Summit Group is one of the leading private sector conglomerates of Bangladesh, comprising more than twenty business units ranging from power to shipping to communications and currently generating 1,423 MW of electricity. Summit Power Limited (SPL), a subsidiary of Summit Group is the first Bangladeshi Independent Power Producer (IPP) in Bangladesh in private sector providing power to national grid. SPL was incorporated in Bangladesh on March 30, 1997 as a Private Limited Company. On June 7, 2004, the Company was converted into Public Limited Company under the Companies Act 1994.

Today Summit Power Limited owns and operates 13 (thirteen) power plants at different locations across the country having a total capacity of 482 MW of its own. Our power plants are equipped with engines manufactured by world famous technotex companies, i.e. Wartsila – Finland, Caterpillar - USA, and GE Jenbacher, Austria. All of its power plants run 24 hours a day to support the national grid. As per private sector power generation policy of Bangladesh, Summit sells electricity to the Bangladesh Power Development Board (BPDB) and Bangladesh Rural Electrification Board (BREB) only. Due to the practice of Integrated Management System (IMS) to run the day-to-day business operation, the Company has been certified by ISO 9001: 2008 - Quality Management System, ISO 14001: 2004 - Environmental Management System and OSHAS 18001: 2007 - Occupational Health and Safety Assessment System.

Name of Company	Name of project	Capacity	Ownership of SPL
Summit Power Limited (SPL)	Ashulia power plant (unit I & II)	44.75 MW	Fully owned
	Madhabdi power plant (unit I & II)	35.50 MW	
	Chandina power plant	24.50 MW	
Summit Purbanchol Power Company Limited (SPPCL)	Jangalia power plant	33 MW	71.06% owned subsidiary
	Rupganj power plant	33 MW	
Summit Uttaranchol Power Company Limited (SUPCL)	Maona power plant	33 MW	51.48% owned subsidiary
	Ullapara power plant	11 MW	
Summit Narayanganj Power Limited (SNPL)	Madanganj power plant	102 M W	55% owned subsidiary
Summit Narayanganj Power Unit II Limited (SNPL II)	Madanganj power plant unit II	55 M W	49% owned associate
Summit Barisal Power Limited (SBPL)	Rupatoli power plant	110 MW	49% owned associate
Khulna Power Company Limited	Khulna	265 MW	17.64 % own equity investment
Summit Meghnaghat Power Company Limited	Meghnaghat power plant	335 MW	30% owned associate
Total		1,082 MW	(Approximately)

That means total capacity has now been 1,082 MW in which Summit Power Limited has direct/indirect operational association. This fast-growing company has set a mission to expand the company with a power generation capacity to the tune of a modest 20% of the electricity requirement in Bangladesh. In the way to this mission to enlighten the nation, recently, the Company is now working for another 149 MW HFO fired project at Kodda, Gazipur.

Due to its Management's dedication, integrity and leadership, the Company has been applauded locally and internationally by several awards at various times, i.e. – Best Fast Track Power Project Award by Asian Power Awards, International Star for Leadership in Quality Award by Business Initiative Directions (BID), Best Presented Accounts and Corporate Governance Disclosures Awards by SAFA, ICAB National Award for Best Published Accounts and Reports in Manufacturing Sector, ICMAB Best Corporate Award in Power Sector, ICSB National Award for Corporate Governance Excellence in General Manufacturing.

Note:

ICAB - Institute of Chartered Accountants of Bangladesh

ICMAB - Institute of Cost and Management Accountants of Bangladesh

ICSB - Institute of Chartered Secretaries of Bangladesh

SAFA - South Asian Federation of Accountants



Core Values



ETHICS INTEGRITY WITH HONESTY
& SINCERITY

CUSTOMER SATISFACTION GOAL WITH
QUALITY SUPPLY OF ELECTRICITY

OPPORTUNITY BELIEVE IN EQUAL
OPPORTUNITY, BASED ON MERIT

GOODWILL - TO BUILD GOODWILL
THROUGH LONG TERM AND CONGENIAL
APPROACH WITH CUSTOMERS

BELONGINGNESS INSTILLED
BY COMPACT TEAMWORK WITH
RESPECT FOR EACH OTHER

TRANSPARENCY - PROVIDING
UNRESTRICTED ACCURATE AND
TIMELY INFORMATION ABOUT
COMPANY'S PERFORMANCE AND
FINANCIAL ASPECTS

Environment

**We do not inherit the earth from our
ancestors, we borrow it from our children.
~Native American Proverb**





Corporate Directory



Board of Directors

Muhammed Aziz Khan

Chairman

Md. Latif Khan

Vice-Chairman

Lt Gen (Retd) Abdul Wadud

Managing Director

Anjuman Aziz Khan

Director

Md. Farid Khan

Director

Ayesha Aziz Khan

Director

Jafer Ummeed Khan

Director

Faisal Karim Khan

Director

Syed Fazlul Haque FCA

Director

Abbas Uddin Ahmed

Independent Director

Ziaul Hasan Siddiqui

Independent Director

Helal Uddin Ahmed

Director

Mustafizur Rahman Khan

Independent Director

Company Secretariat

Swapon Kumar Pal ACA

Financial Controller &
Company Secretary

Rahmat-E-Rabbi

Assistant General Manager
(Accounts)

Registered Office

Summit Centre
18, Kawran Bazar C/A
Dhaka-1215
Phone-9137485-6
Fax-913 9284
Email: spl@summitpower.org
Web: www.summitpower.org

Auditors

KPMG-Rahman Rahman Huq
Chartered Accountants
(Member firm of KPMG)
9 Mohakhali C/A (11th & 12th floors)
Bir Uttam AK Khandakar Road
Dhaka - 1212, Bangladesh

Legal Advisor

Mahmood Jabbar Khan
Barristers & Advocates
Summit Centre (6th floor),
18, Kawran Bazar C/A
Dhaka-1215

Power Plants

Ashulia - Savar
Madhabdi - Narshingdi
Chandina - Comilla
Ullapara - Sirajganj
Maona - Gazipur
Jangalia - Comilla
Rupganj - Narayanganj
Madanganj - Narayanganj
Madanganj - Narayanganj Unit-II
Rupatoli - Barishal

Main Bankers

Standard Chartered Bank
Dutch Bangla Bank Limited
IIDFC
BRAC Bank Limited
Bank Asia Limited
The City Bank Limited

NOTICE OF THE 19th ANNUAL GENERAL MEETING



Notice is hereby given that the 19th Annual General Meeting of the Shareholders of Summit Power Limited will be held on Wednesday the 27th day of April, 2016, at Krishibid Institution Complex Bangladesh (KIB), Krishi Khamar Sark, (Khamarbari) Farmgate, Dhaka 1215 at 10.30 AM to transact the following businesses:

Agenda:

1. To receive and adopt the Directors' Report and the Audited Financial Statements for the year ended December 31, 2015 together with the Auditors' Report thereon.
2. To declare dividend for the year 2015 as recommended by the Board of Directors.
3. To elect Directors in place of those retiring under Article 20(c) and 23(a) of the Company's Articles of Association.
4. To appoint Auditors for the year 2016 and to fix their remuneration.

By order of the Board

Company Secretary

Dhaka, April 06, 2016.

Notes:

1. Shareholders whose names appeared at the record date i.e. April 05, 2016 in the Share Register of the Company or in the Depository Register on that date will be eligible to attend and vote in the Annual General Meeting and to receive dividend as approved in the AGM.
2. Members entitled to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote on his/her behalf. The proxy form must be affixed with requisite revenue stamp and must be submitted to the Registered Office of the Company not less than 48 hours before the time fixed for the Annual General Meeting.
3. Admission into the meeting venue will be allowed on production of the Attendance Slip attached with the Proxy Form.

Special Note:

No benefit or gift in cash or kind shall be given to the Shareholders for attending the 19th Annual General Meeting as per Bangladesh Securities and Exchange Commission's Circular No. SEC/CMRRCD/2009-193/154 dated October 24, 2013.

সম্মানিত শেয়ারহোল্ডারবৃন্দের সদয় অবগতির জন্য জানানো যাচ্ছে যে, আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার উপহার/খাবার/কুপন প্রদানের ব্যবস্থা থাকবে না।

18th ANNUAL GENERAL MEETING



Code of Conduct and Ethics

This Code of Business regarding Conduct and Ethics applies to the Directors, Management and all employees of Summit Power Limited (SPL) and each subsidiary and associate of SPL. Aligning with the Company mission, vision, strategy and corporate governance this code of conduct and ethics are practiced. These codes have a great influence in the sustainable development, implementation and practice of Integrated Management System (IMS).

A. Objective

Summit Group (Summit) is the major sponsor of SPL and therefore all the standards of Code of Conduct and Ethics are being followed in SPL in the course of carrying its business stem from its sponsor. Summit holds the values with which it conducts business in high esteem. It has and will continue to uphold the highest level of business ethics and personal integrity. Following suit, SPL's Code of Business Conduct and Ethics serves to (1) emphasize the Group's commitment to ethics and compliance with the laws; (2) set forth basic standards of ethical and legal behavior; (3) provide reporting mechanisms for known or suspected ethical or legal violations; and (4) help prevent and detect wrongdoings. Given the variety and complexity of ethical questions that may arise in the course of SPL's business, this Code of Business Conduct and Ethics serves only as a guide. Confronted with ethically ambiguous situations, all should remember the SPL's commitment to the highest ethical standards and seek advice from supervisors, managers or other appropriate personnel to ensure that all actions they take on behalf of SPL honor this commitment.

B. Ethical Standards

1. Conflicts of Interest

A conflict of interest exists when a person's private interest interferes in any way with the interests of SPL. A conflict can arise when one takes actions or has interests that may make it difficult to perform his or her work for SPL objectively and effectively. Conflicts of interest may also arise when an affiliate,

or members of his or her family, receives improper personal benefits as a result of his or her position in the Group. It is always a conflict of interest for an officer to work simultaneously for a competitor, customer and supplier or for that matter any other establishment against precursory benefit.

Conflicts of interest may not always be clear-cut, so if anyone has a dilemma, he/she should consult with his/her supervisor or manager or, the Chief Financial Officer or chief legal counsel of SPL. Any officer who becomes aware of a conflict or potential conflict should bring it to the attention of a supervisor, manager or other appropriate personnel or consult the procedures described in Section E of this Code.

All Directors and Executive officers of the Group, and the Chief Executive Officers and Chief Financial Officers shall disclose any material transaction or relationship that reasonably could be expected to give rise to such a conflict to the Chairman of the Group.

2. Corporate Opportunities

All officers are prohibited from taking for themselves opportunities that are discovered through the use of corporate property, information or position without the consent of the Board of Directors of SPL. No officer may use corporate property, information or position for improper personal gain and no employee may compete with the Group directly or indirectly. Officers owe a duty to the Group to advance its legitimate interests whenever possible.

3. Fair Dealing

Officers shall behave honestly and ethically at all times and with all people. They shall act in good faith, with due care, and shall engage only in fair and open competition, by treating ethically competitors, suppliers, customers, and colleagues. No officer should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information,

misrepresentation of material facts, or any other unfair practice. The purpose of business entertainment and gifts in a commercial setting is to create good will and sound working relationships, not to gain unfair advantage with customers. No gift or entertainment should ever be offered or accepted unless it is consistent with customary business practices, cannot be construed as a bribe or payoff and does not violate any laws or regulations. Officers should discuss with their supervisors, managers or other appropriate personnel regarding any gifts or proposed gifts which they think may be inappropriate.

4. Insider Trading

Officers who have access to confidential information are not permitted to use or share that information for stock trading purposes or for any other purpose except for the conduct of SPL's business. All non-public information about the SPL should be considered confidential information.

5. Confidentiality

Officers must maintain the confidentiality of confidential information entrusted to them. Confidential information includes all non-public information whose disclosure might be of use to competitors or harmful to the SPL or its customers. It also includes information that suppliers and customers have entrusted to the SPL. The obligation to preserve confidential information continues even after employment ends.

6. Discrimination & Harassment

Discrimination means any distinction, exclusion or preference limiting equality or opportunity which may be based on color, sex, religion, political opinion, age, national, social or ethnic origins, or any other considerations in this matter. All officers are instructed and expected to avoid engaging in any sort of discriminatory practice.

7. Protection and Proper Use of SPL Assets

All should endeavor to protect SPL's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on SPL's profitability. Any suspected incident of fraud or theft should be immediately reported for investigation. The SPL's equipment should not be used for non-SPL business, though incidental personal use is permitted.

The obligation of officers to protect SPL's assets, also include protecting its proprietary information. Proprietary information includes trade secrets, trademarks, engineering and manufacturing ideas, designs, databases, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information would violate SPL policy. It could also be illegal and result in civil or criminal penalties.

8. Health and Safety of Officers

Each officer is responsible for maintaining a safe and healthy work environment and is obligated to report any kind of accidents, injuries, unsafe conditions, procedures, or behaviors etc. Any sort of violence or threatening behavior on the part of an officer will not be tolerated. Officers are prohibited to report to work under the influence of illegal drugs or alcohol.

9. Compliance with Laws, Rules and Regulations

Obedying the law, both in letter and in spirit, is the foundation on which SPL's ethical standards are built. In conducting the business of SPL, the officers shall comply with applicable governmental laws, rules and regulations set by the Government of Bangladesh.

10. Timely and Truthful Public Disclosure

In reports and documents filed with or submitted to the Securities and Exchange Commission, stock exchanges

and other regulators by SPL, and in other public communications made by SPL, the officer involved in the preparation of such reports and documents (including those who are involved in the preparation of financial or other reports and the information included in such reports and documents) shall make disclosures that are full, fair, accurate, timely and understandable.

11. Significant Accounting Deficiencies

The CEO and each senior Financial Officer shall promptly bring to the attention of the Board any information he or she may have concerning (a) significant deficiencies in the design or operation of internal control over financial reporting which could adversely affect SPL's ability to record, process, summarize and report financial data or (b) any fraud, whether or not material, that involves management or other employees who have a significant role in SPL's financial reporting, disclosures or internal control over financial reporting.

C. Waivers

Any waiver of this Code for executive officers or directors may be made only by the SPL's Board of Directors.

D. Violations of Ethical Standards

1. Reporting Known or Suspected Violations

The SPL's Directors, CEO, Senior Financial Officers and Chief Legal officer shall promptly report any known or suspected violations of this Code to the Chairman. All other officers should talk to supervisors, managers or other appropriate personnel about known or suspected illegal or unethical behavior.

2. Accountability for Violations

If the SPL's Audit Committees or its designee determines that this Code has been violated, either directly, by failure to report a violation, or by withholding information related to a violation, the offending officers may be disciplined

for non-compliance with penalties up to and including removal from office or dismissal. Violations of this Code may also constitute violations of law and may result in criminal penalties and civil liabilities for the offending officers and SPL. All Covered Parties are expected to cooperate in internal investigations of misconduct.

E. Compliance Procedures

All must work together to ensure prompt and consistent action against violations of this Code. In some situations, however, it is difficult to know if a violation has occurred. Because we cannot anticipate every situation that will arise, it is important that we have a way to approach a new question or problem. Steps to keep in mind are as follows -

- Make sure you have all the facts. In order to reach the right solutions, we must be as informed as possible.
- Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.
- Discuss the problem with your manager. This is the basic guidance for all situations. In many cases, your superior will be more knowledgeable about the questions, and he or she will appreciate being consulted as part of the decision-making process.
- You may report ethical violations in confidence without fear of retaliation. If your situation requires that your identity be kept secret, your anonymity will be protected to the maximum extent consistent with SPL's legal obligations. The SPL in all circumstances prohibits retaliation of any kind against those who report ethical violations in good faith.
- Ask first, act later. If you are unsure of what to do in any situation, seek guidance before you act.

Renewable Energy – the Future of Energy

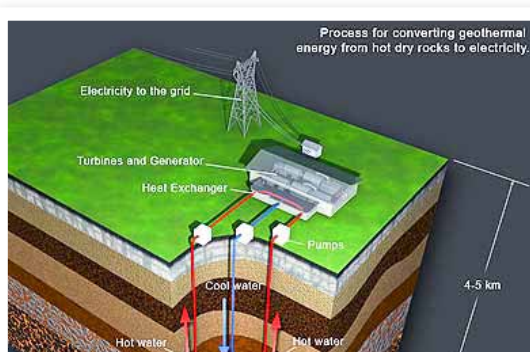


Energy that is collected from resources which are naturally replenished on a sustainable timeframe



WIND POWERED PLANTS:

Wind power is the use of air flow through wind turbines to mechanically power generators for electricity. Wind power, as an alternative to burning fossil fuels, is plentiful, renewable, widely distributed, clean, produces no greenhouse gas emissions during operation, and uses little land.



GEOHERMAL POWER PLANTS:

Geothermal electricity is electricity generated by geothermal energy. Technologies in use include dry steam power stations, flash steam power stations and binary cycle power stations.



BIO POWER PLANTS:

Bioenergy is renewable energy made available from materials derived from biological sources. Biomass is any organic material which has stored sunlight in the form of chemical energy. As a fuel it may include wood, wood waste, straw, manure, sugarcane, and many other byproducts from a variety of agricultural processes.



SOLAR POWER PLANTS:

Solar power plant is based on the conversion of sunlight into electricity, either directly using photovoltaics (PV), or indirectly using concentrated solar power (CSP). Concentrated solar power systems use lenses or mirrors and tracking systems to focus a large area of sunlight into a small beam.



HYDRO POWER PLANTS:

The most common type of hydroelectric power plant is an impoundment facility. An impoundment facility, typically a large hydropower system, uses a dam to store river water in a reservoir. Water released from the reservoir flows through a turbine, spinning it, which in turn activates a generator to produce electricity.

Message from the Chairman



Dear Co Owners of Summit Power Limited,

Greetings. It is always wonderful to meet all of you during the annual general meeting of this amazing company of ours. It is indeed fulfilling to know that your company along with its associates' generates 1,423 mw of much needed

To meet up the gap this year your Company has implemented two more power plants of totaling 165 MW - Summit Barisal Power Project of 110 MW and Summit Narayanganj Power Unit II Project of 55 MW. Another 149 MW power plant is

Together we shall create a golden Bengal. Looking forward to serving you, Bangladesh and humanity. All the best and regards.



Muhammed Aziz Khan
Chairman

electricity for the people of Bangladesh.

Our electricity fuels industries, helps students learn, provides irrigation to the farmer thus creating our cherished "Sonar Bangla". In this endeavor of ours, we will be relentless. We shall provide the infrastructure to develop Bangladesh, eradicate poverty and thus create a just inclusive society.

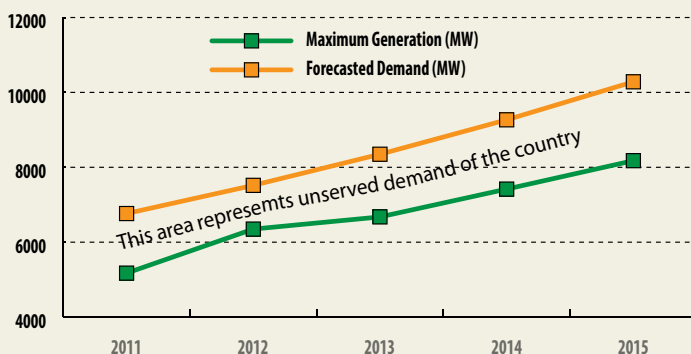
We have a long way to go, while we are serving the 160 million people of Bangladesh and contributing to create 12% of GDP totaling USD 69 billion i.e. Tk 5,451 billion. The demand supply gap continues. You may like to see the graph below -

waiting for approval.

As we meet this demand, Bangladesh's GDP will grow at 8 to 9 percent per annum taking Bangladesh to be the fastest growing country in the world. In that fastest growing country, InshaaAllah with your support and dedication of our employees, colleagues, support of a democratic government of Bangladesh and local and international financiers, your company Summit Power Limited will be the fastest growing company. Yessss fastest growing company in Bangladesh and beyond.

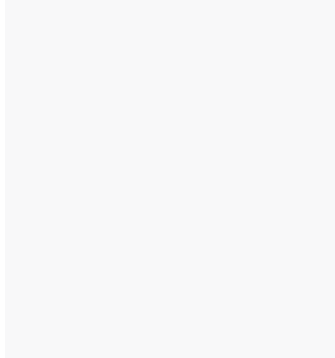
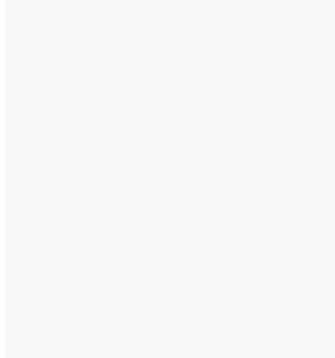
To meet up the gap this year your Company has implemented two more power plants of totaling 165 MW .

FORECASTED DEMAND VS. MAXIMUM POWER GENERATION IN MW



As we meet this demand, Bangladesh's GDP will grow at 8 to 9 percent per annum taking Bangladesh to be the fastest growing country in the world.

Our Directors - The Pioneers



Muhammed Aziz Khan

Chairman

Muhammed Aziz Khan is the founder of Summit Corporation and Summit Holdings Ltd. Summit Group is recognized as the largest infrastructure group in Bangladesh employing over 7000 people with investments in the energy sector, ports, shipping, hospitality and information technology.

Under the leadership of Muhammed Aziz Khan, Summit set up the first Independent Power Plant of the country in 1998, Khulna Power Company Limited was joint venture with Wartsila Corporation of Finland. Currently, Summit generates about 1450 megawatts of electricity and is by far the largest independent power producer in the country. Summit also set up the country's first private off-dock facility, Ocean Containers Limited, now known as Summit Alliance Ports Limited which is currently handling about 20% of the country's export and about 10% of the country's import volumes. Yet another company, Summit Communications Ltd., set up by Mr. Khan is the first company to lay nationwide telecommunication transmission network laying fibre optic to 70% of Bangladesh, and connecting Bangladesh to India and Myanmar through terrestrial fibre optics. IPCO Ltd., a hospitality and real estate company, is building one five star, one four star hotel, convention hall and 1000 high class shops beside the International Airport of Dhaka.

Summit Power Limited, Summit Alliance Ports Limited and Khulna Power Company Ltd. are subsidiaries of Summit Corporation and are currently listed in the Dhaka and Chittagong Stock Exchanges with a combined market capitalization of about Tk. 100 billions.

Mr. Muhammed Aziz Khan was born in 1955. He has an MBA from the Institute of Business Administration (IBA), University of Dhaka. Mr. Khan is also the Chairman of Siraj Khaleda Trust and was the founder past President of Bangladesh Scouts Foundation, Bangladesh Energy Companies Association and Prothom Alo Trust.

Muhammed Aziz Khan is the President of Bangladesh Association of Publicly Listed Companies and the Honorary Consul General of Finland to Bangladesh.

Muhammed Aziz Khan is married to Anjuman Aziz Khan and has three daughters, Ayesha, Adeeba and Azeeza.

Md. Latif Khan

Vice-Chairman

Mr. Md. Latif Khan was born 1958 in Dhaka. He pursued BA in Public Administration at Dhaka University, and subsequently left for higher studies to the U.S. in 1981. There, he worked for over 15 years in the financial sector. He was a stockbroker and a financial analyst at Prudential Insurance of America where he received numerous sales achievement awards. He also worked as a Financial Officer at Wells Fargo Bank in California. He returned to Bangladesh in 1997 and thereof joined Summit Group as the Managing Director of Summit Shipping Limited. Mr. Khan has established himself as a sound and dynamic businessman of the country.

Lt Gen (Retd) Abdul Wadud

Managing Director

Lt Gen (Retd) Abdul Wadud is the Managing Director of Summit Power Limited. He is a B.Sc. Engineer from Bangladesh University of Engineering & Technology (BUET). Mr. Wadud obtained M.Sc in Resource Planning and Management from USA & also a PhD from USA. He has vast knowledge on Power and Energy sector of Bangladesh. Prior to retirement he was the Principal Staff Officer in the Armed Forces Division. During his illustrious career, among many assignments, he was the Chief Engineer, Managing Director of Bangladesh Machine Tools Factory and Engineer-in-Chief. Mr. Wadud had attended various training courses both at home and abroad.

Anjuman Aziz Khan

Director

Mrs. Anjuman Aziz Khan, wife of Mr. Muhammed Aziz Khan has 24 years of business experience in Summit. Mrs. Khan is a member of Siraj Khaleda Trust- a social wing of Summit Group, which is setting up 200 beds for medical services on charitable basis in Dhaka Cantonment. She enthusiastically takes part & contributes to social activities such as "Assistance of Blind Children" and "women's entrepreneurship development".

Md. Farid Khan

Director

Mr. Md. Farid Khan was born in 1960. Mr. Khan is a business graduate from Dhaka University. He is involved in business since 1980. He started his business career with trading in plastic compound, fertilizer and other commodities. He was an integral part of the team that pioneered export of molasses and fertilizer from Bangladesh. Mr. Farid Khan has proved to be an entrepreneur with special skills in the development of new projects. He was solely instrumental in setting up Liquefied Petroleum Gas (LPG) project and Tanks Terminal in Mongla.

Our Directors - The Pioneers

Ayesha Aziz Khan

Director

Ms. Ayesha Aziz Khan completed her graduation in Economics and Business from the University College of London (UCL), United Kingdom in 2002 and Masters in Business Administration (MBA) from the Columbia University, New York, USA in 2007. Ms. Khan holds the position of Director in several companies of Summit Group. Ms. Khan has extensive experience in the power sector of the country specifically in financial management for power generation companies, infrastructure finance and structured finance. In her career, she has spearheaded the financial closure for multiple power projects, which includes - Summit Uttaranchal Power Company Limited (SUPCL) Summit Purbanchol Power Company Limited (SPPCL), Summit Narayanganj Power Limited and Summit Power Limited (SPL).

Her career as Director Finance has been enriched due to her expertise in building relationships and taking ownership of deal shaping and contract negotiations. Her responsibilities include reporting to the Board in the preparation of budgets and financial reports and reports for Government regulatory agencies. She works towards the Company objectives by providing advice and guidance on financial strategy and overseeing all accounting procedures and systems used by the Company. She meets with the Board of Directors regularly to keep them informed, reviewing reports and analyzing projections of sales and income against actual figures and suggesting methods of improving the planning processes.

She is a valuable member of SAARC Chamber of Commerce and Industry, Federation of Bangladesh Chamber of Commerce & Industry (FBCCI), Prime Minister's business delegation to India & United States of America.

Jafer Ummeed Khan

Director

Mr. Jafer Ummeed Khan was born on 10th May 1957. After completing his studies in the United Kingdom, he joined Summit Group in 1987. He spearheaded the development & expansion of Summit Group, particularly of Summit Industrial & Mercantile Corporation (Pvt.) Limited and later of Summit Power Limited. Because of his contribution in the Power Sector, Mr. Jafer Ummeed Khan was also unanimously elected as the Vice-President of Bangladesh Energy Companies Association, which post Mr. Khan is holding till date.

Faisal Karim Khan

Director

Mr. Faisal Karim Khan, born on 29th July 1985 began his career with Summit Group with a training stint at Summit Power Limited and Summit Alliance Ports Limited. In February 2008, Mr. Khan engaged himself with Summit Alliance Ports Limited as a member of the Board of Directors and as Deputy Managing Director.

Thereafter, Mr. Khan increased his responsibility by taking up directorship of Summit Industrial & Mercantile Corporation (Pvt.) Limited, Cosmopolitan Traders Limited, Summit Power Limited and Summit Communications Limited among other group companies. Mr. Khan also represented Summit Group in the Board of Directors in National Housing Finance & Investment Limited.

Mr. Khan is currently responsible for the Group's interest in large infrastructure development projects and has recently completed implementation of two Combined Cycle power plants in Bibiyana and Meghnaghat. Mr. Khan served as the Convener for the Standing Committee on National Energy Strategy at Dhaka Chamber of Commerce and Industry (DCCI) and is currently a Director of the Bangladesh-China Chamber of Commerce.

Mr. Khan completed his high school from United World College of the Atlantic, UK, in 2004, and thereafter completed a Mechanical Engineering with Business Finance degree from University College London (UCL) and London School of Economics (LSE) in 2007.

Syed Fazlul Haque FCA

Director

A Chartered Accountant by profession, Syed Fazlul Haque, started his career as Partner of A Qasem & Co., Chartered Accountants in mid-1971. In April 1975 he moved to executive career by joining Biman Bangladesh Airlines, as its Controller of Accounts and since then his long varied career included increasingly higher positions in different local and multinational organizations. Leaving Biman in May 1978, Fazlul went to Libya to serve in Ammonia Plant, Benghazi for a short span of two years. On return, Fazlul joined Burmah Eastern Limited (now Padma Oil Co. Ltd.) in January 1981 as Finance Manager & Company Secretary and was promoted as CEO of the Company in September



1991. Fazlul left Padma in January 1993 to join Glaxo Bangladesh as Finance Director where he was made Managing Director of the Company in August 1997. Fazlul served the Company (subsequently renamed as GlaxoSmithKline Bangladesh after merger with Smithkline Beecham in November 2000) until he retired on 31st December 2002.

During the tenure of his long career, Fazlul served as committee member of Metropolitan Chamber of Commerce & Industries, Foreign Chamber of Commerce & Industries and Bangladesh Employers Federation.

Abbas Uddin Ahmed

Independent Director

Mr. Abbas Uddin Ahmed, a leading light of the banking industry of Bangladesh carries with him 42 years of commercial banking experience of which almost 12 years as Managing Director & CEO of three very large and successful private sector Banks – The City Bank Limited and IFIC Bank Limited in Bangladesh and Nepal-Bangladesh Bank Limited in Kathmandu, Nepal. He is a Professional Member of the "Institute of Bankers, Bangladesh". Starting his career in 1966 with the Habib Bank – the then top private sector bank of the country- he has worked his way through both public and private sector banks at home and abroad. He has successfully opened a new bank in Maldives as CEO. He is credited to have steered and consolidated the process of turnaround of the City Bank Limited and got it removed from the Bangladeshi banks list of the problem bank. He is a pioneer in computerizing the entire operation of a bank in Bangladesh. Mr. Ahmed also has rich experience of the ethos of both public and private sector banks of Bangladesh.

Helal Uddin Ahmed

Director

Mr. Helal Uddin Ahmed completed his Masters from Dhaka University in 1978. After completion of his education, he started his career as a businessman. Mr. Helal formed SAN Engineers in 1982 and engaged with the business of Bangladesh Chemical Industries Corporation (BCIC) for supplying various chemicals items such as Liquid Chloride,

Caustic Soda, Hydrogen Peroxide Soda Ash, PVC compound etc. Mr. Helal is the Director of Savar Refractories Ltd. which is a public limited company and largest producer of refractories materials in Bangladesh. He is the founder member of Kabi Nazrul Islam University at Trishal, Mymensingh.

Ziaul Hasan Siddiqui

Independent Director

Mr. Ziaul Hasan Siddiqui accomplished professional excellence in the area of Central Banking exceeding 37 years of extensive and versatile experience. He served as Deputy Governor for more than 5 years with specialization in monetary policy, foreign exchange policy and reserve management. He also served as the Head of Financial Intelligence Unit (FIU) of Bangladesh to upgrade Anti Money Laundering (AML) and Combating Financing of Terrorism (CFT). He did his Masters in Public Administration (MPA) from Harvard University (USA) with outstanding skills of communication, management and leadership.

Mr. Siddiqui coordinated the entire arrangements for country's sovereign rating (Bangladesh achieved very good rating which is only next to India in South Asia and as good as Vietnam and Venezuela) by Moody's and S & P. He was involved in the negotiation of Industrial Sector Adjustment Credit and Railway Recovery Program with representatives of IMF, World Bank and Asian Development Bank. He contributed in drafting the current Guidelines for Foreign Exchange Transactions; initiated DIBOR, SWAP, Forward Contract, Hedging Product etc. He acted as the Managing Director of the Security Printing Corporation (Bangladesh) Ltd. and was a Member of the Board of directors of Karmashangthan Bank, Bangladesh Overseas Employment and Services Ltd. and Security Printing Corporation (Bangladesh) Ltd. Mr. Siddiqui also worked as a committee member of the "Third General Assembly" of APRACA in 1980.

Apart from his banking career, Mr. Siddiqui has teaching experience too. He taught microeconomics, macroeconomics, and managerial economics in different private universities in Bangladesh including University of Asia Pacific, Northern University, IUBAT, and National University. Currently he is engaged

as Adviser of Prime Bank Limited and Adjunct Professor of BRAC University. He is also an Independent Director of Union Capital Ltd., a non-bank financial institution. He authored several research papers and articles on banking and finance.

Mustafizur Rahman Khan

Independent Director

Mr Mustafizur Rahman Khan was born in 1973. He obtained his BSS (Hons) in Political Science from Dhaka University in 1993 and LLB (Hons) from University of Wolverhampton (UK) in 1996. He became a Barrister in 1997 (Lincoln's Inn), and now practices as an Advocate of the Supreme Court of Bangladesh. He has been associated with the firms, Lee, Khan & Associates, Dr. Kamal Hossain & Associates and Rokanuddin Mahmud & Associates. He is a member of both the Supreme Court and Dhaka Bar Associations. His areas of expertise include constitutional, administrative, commercial and corporate law. He routinely appears before the Supreme Court of Bangladesh in judicial review applications (writ petitions) and company matters, and advises banks and corporations. He is also engaged in domestic and international arbitration both in Bangladesh and abroad under the auspices of the International Court of Arbitration of the International Chamber of Commerce (ICC) and the International Centre for Settlement of Investment Disputes (ICSID).



Directors' Report to the Shareholders



Respected Shareholders,

Assalamu alikum,

The Board of Directors of Summit Power Limited (SPL) welcomes you to the 19th Annual General Meeting (AGM) of the Company. We have the pleasure to place herewith the Directors' Report and the Auditors' Report along with the Audited Financial Statements of the Company for the year ended December 31, 2015 for your valued consideration, approval and adoption.

The Directors' Report is prepared in compliance with Section 184 of the Companies Act 1994, Rules and Regulations of the Institute of Chartered Accountants of Bangladesh (ICAB), Listing Rules of Dhaka Stock Exchange (DSE) Ltd. and Bangladesh Securities & Exchange Commission's (BSEC) notification no- SEC/CMRRCD/2006-158/134/ Admin/44 dated 07th August 2012.

THE ENVIRONMENT WE OPERATE IN

Despite, structural constraints, and global volatility, the Bangladeshi economy is maintaining macroeconomic stability and moving forward. The global recovery, strong domestic demand growth, and sustained macro stability supported for Bangladesh's GDP growth and poverty reduction. In the matured Raising Phase of the private power sector of the country, the Company is being benefitted severally by emerging local spare parts producers, more experienced engineers in the job market and more availability of supporting technologies. Power plant engineers around the world are being more and more interested in the booming Bangladesh power sector. It has become easier to access the more and more technical support in the power sector of the international market.

Being the pioneer in this sector, Summit has facilitated tremendously to this sector by providing internship, training and job to the new graduates as well as existing engineers. The rapidly expanding power sector of the country is attracting more and more educated people. In the context of our country, it is socially prestigious to work in a power generation company. Due to the emergence of new job field in the country, the expatriates, who are working in the power plants outside the country are also returnig home to share their expertise to elevate the local power sector of the country and enjoy the living in homeland.

From the legal perspective, it is very stable as well as very sophisticated to run a business to generate and sale electricity, because as per agreement, the customer is fixed but a lot of regulators are to be satisfied, e.g. - Bangladesh Energy Regulatory Commission (BERC), Department of Environment (DOE) etc.



Power plant can be very sensitive to the environment, if it is not handled properly. You will be happy to know that we address biodiversity conservation from the planning and development phase of a project by conducting environmental impact assessments, collecting key environmental data and implementing mitigation and monitoring programs to reduce impacts. We also consider the issues like - Waste Management, Water Management, Oil Spillage, Emission to Air and Discharge into Water etc. Summit is not only ISO 14001:2004 – Environmental Management System (EMS), certified but also we strive to fulfill the requirements of Environmental Certification, Sound and Noise Level Certification, Fire License, Acid License and so on.

THE SECTOR WE OPERATE IN

“Advancing through the way of the Light”– was the theme for the National Electricity Week – 2015, organized by Power Division of Ministry of Power, Energy and Mineral Resources. This year the National Electricity Week was launched with a call to be economical in using power to ensure the energy security of the future generation. The government plans to raise electricity production to 24,000 MW by 2021 and to 40,000 MW by 2030, as part of its plan to provide electricity to all. The supply of electricity is important to implement the plan to increase our capacity to produce electricity. However, around 60 percent of the population has access to electricity in the country where power consumption has increased by 11 percent annually in the decade since 2001. To ensure a sustainable increase of capacity we have to use environment-friendly renewable energy sources.

Reducing the system loss, now at 12.26 percent is a very good achievement but it should be a continual effort. Besides, we must come out of the mentality of using electricity as per our luxury. We have to be economical in using electricity to ensure that we are not hampering the capacity of the future generation to meet their need in future. We must consider the energy security for the future generation. We have to reset our mind that electricity production is an expensive process, which needs huge investment and causes environmental degradation, to ensure proper use of electricity.

The Power System Master Plan (PSMP) of the country forecasts demand growth for next five years is approximately 11% on an average. The following graph shows the Forecasted Demand and Maximum Generation/ Demand served for the respective year. The graph between the lines represent a minimum of 20% growth demand remains unserved every year. However, 60% of the population of the country has access to electricity indicates an untapped market/ demand of the sector.

However, the challenges, which the power sector need to deal



Directors' Report to the Shareholders

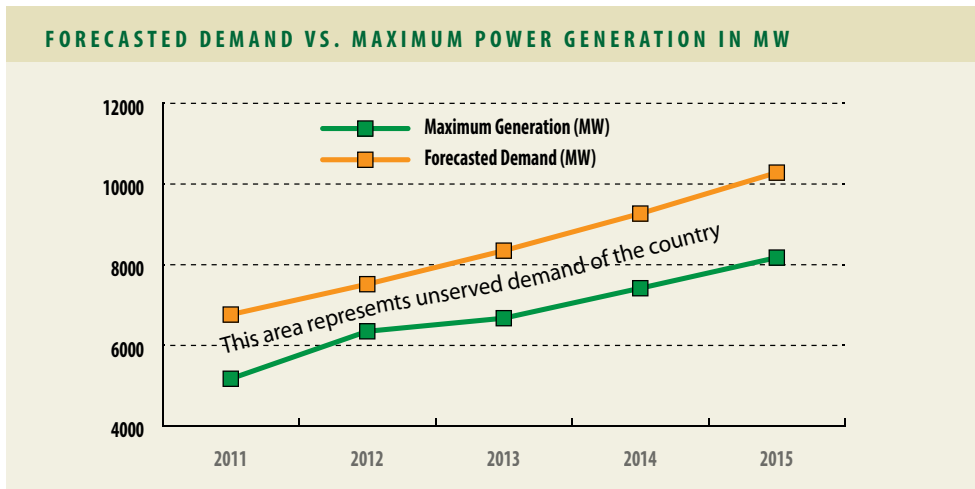
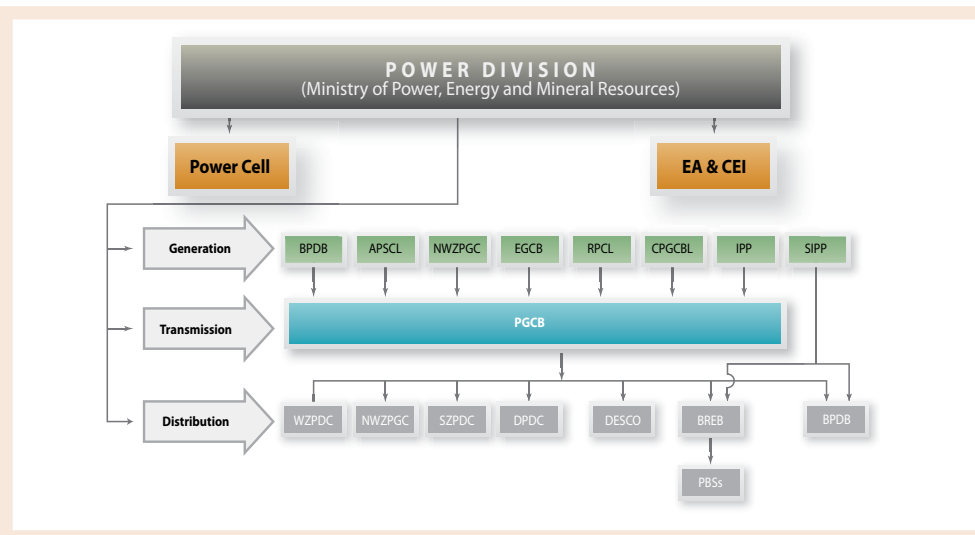


Figure: Year wise Forecasted Demand Vs. Maximum Demand Served

(Source: <http://www.bpdb.gov.bd>)

with still remain – system losses, delays in completion of new plants, low plant efficiency, erratic power supply, electricity theft, blackouts, and shortages of funds for power plant maintenance. The Power Division of the Government is relentlessly working in this area and they are efficiently performing their responsibility in formulating policy relating to power and supervise, control and monitor the developmental activities in the power sector of the country. To implement its mandate, the Power Division is

supported by a number of organizations, related with generation, transmission and distribution. The organizational linkage is as follows :



(Source: <http://www.powercell.gov.bd>)

The Present Generation Capacity (in MW) as on December 2015 indicates that the public sector produced 53% (6,440 MW) and private sector produced 47% (5,631 MW) of the total electricity produced in the country. It is to be mentioned that Summit contributes approximately 1082 MW (including ownership percentages of two subsidiaries), which is 11% of the private power sector of the country.





Public Sector	Installed Generation	
	Capacity (MW)	
BPDB	4,320	36%
APSCL	904	7%
EGCB	622	5%
NWPGCL	368	3%
RPCL	77	1%
BPDB-RPCL JV	149	1%
Subtotal	6,440	53%
Private Sector		
IPPs	2,655	22%
SIPPs (BPDB)	99	1%
SIPPs (REB)	251	2%
15 YR. Rental	167	1%
3/5 YR. Rental	1,959	16%
Power Import	500	4%
Subtotal	5,631	47%
TOTAL	12,071	100%

Figure: Present Installed Generation Capacity (MW) as on December, 2015

(Source: <http://www.bpdb.gov.bd>)

Apart from sector potential to expand, other business opportunities are also available in power generation, distribution and transmission areas. Some of such benefits are as follows -

- Exemption from corporate income tax for a period of 15 years.
- Allowed to import plant and equipment and spare parts up to a maximum of ten percent (10%) of the original value of total plant and equipment within a period of twelve (12) years of commercial operation without payment of customs duties, VAT and any other surcharges as well as import permit fee except for indigenously produced equipment manufactured according to international standards.
- Repatriation of equity along with dividends allowed freely.
- Exemption from income tax for foreign lenders to such companies.
- The foreign investors will be free to enter into joint ventures but this is optional and not mandatory.

Directors' Report to the Shareholders

BUSINESS ACTIVITIES INCLUDING ITS OPERATING PERFORMANCE

Summit Power Limited is the pioneer among Bangladeshi private sector power generation companies. It started power generation from 2000 and over the years, it has gained experience in project (power plant) implementation, operation and maintenance. This has given Summit Power Limited a competitive edge over others in becoming the leading Bangladeshi Company with thirteen operating plants of its own and two operating plants with co-ownership. Summit Power Limited holds 17.64% of ownership of Khulna Power Company Limited (KPCL) and 30% of Summit Meghnaghat Power Company Limited. That means total capacity has been now of 1,082 MW in which it has operational association directly or/and indirectly.

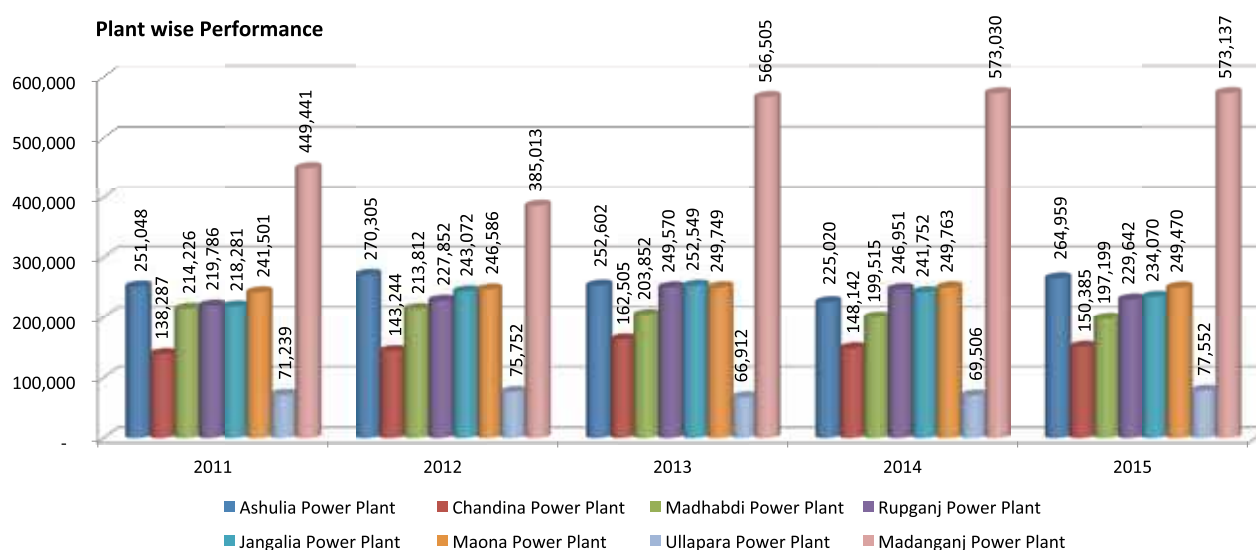
Summit Power Limited is the only Company with the record of construction of HFO fired quick rental power plant within 270 days time. The Company received International Gold Award on September 28, 2011 as "The Best Fast Track" project in Asia. Besides this, SPL has recently completed project works and gone for Commercial Operation for its Summit Barisal 110 MW plant and Summit Narayanganj Unit II 55 MW within 12 months, at far before the contractual construction period (i.e., 15 months). This is indeed a great recognition of the ability of the country in general and Summit in particular, to construct international

standard medium size power plant. Summit Narayanganj Power Limited achieved financial close by receiving a foreign currency term loan of USD 45 million from DEG - Deutsche Investitions- und Entwicklungsgesellschaft mbH and FMO – Nederlandse Financierings – Maatschappij voor Ontwikkelingslanden N.V. which has recently been fully paid off using regular source of revenue.

Summit Power Limited and its subsidiaries at present operate 13 power plants including two that has gone for Commercial Operation in this March of 2016. In 2015, all these power plants were available to the extent required as per the Power Purchase Agreement (PPA), indicating excellent operational performance of your Company. As a result, this year these plants could deliver electrical energy to the national grid totaling to 1,976,414 million Kwh.

Summit has a Testing and Calibration Laboratory to keep the equipment, oils and chemicals in a required status, thus minimize any possible unexpected accident/ breakdown of plants.

In the category of Power Generation, Summit Power Limited attained the "ICSB Best Corporate Award 2015", first position for its efforts to establish corporate governance and the "ICAB Best Presented Annual Report 2015", third position for its efforts.



Summit Power Limited has always used brand new highly efficient engines and other auxiliaries of best international standard. The aim is to spend bare minimum fuel for generation of electricity and save costly fuel of the country. The new and quality machine allows Summit Power Limited to maintain its guaranteed contractual availability and Heat Rate (fuel consumption for generation of one unit of electricity) ensuring efficient use of fuel and gas. SPL follows an Integrated Management System (IMS) to maintain all of its power plants, which includes - ISO 9001 : 2000 – Quality Management System (QMS), ISO 14001 : 2004 – Environmental Management System (EMS), ISO 18001 : 2007 – Occupational Health & Safety (OH&S). In implementing the Integrated Management System the Company has adopted the Quality Policies, Environmental Policies and Occupational Health Protection and Safety Policies. In addition, your Company follows Anti-bribery & Corruption Policy and Whistle Blower Policy, which have been presented in **Annexure - 6**.

After introduction of IMS, Bureau Veritas (a global leader in Testing, Inspection and Certification (TIC) with innovative solutions that go beyond simple compliance with regulations and standards, reducing risk, improving performance and promoting sustainable development) audited the management system of the company. SPL successfully passed the inspections thus received the certificate of accreditation for all three standards e.g. ISO 9001:2000, ISO 14001:2004 & ISO 18001:2007.

FINANCIAL RESULTS AND PERFORMANCE OF THE COMPANY

Consolidated Financial Result and its comparison have been given below:

Summit Power Limited (Consolidated)

Particulars	2015	2014
	(In Million Taka)	(In Million Taka)
Revenue	6,245	6,110
Cost of sales	(2,656)	(2,553)
Gross profit	3,589	3,557
Other income, net	270	166
General and admin. expenses	(631)	(566)
Operating profit	3,228	3,156
Finance costs, net	(91)	(317)
Share of profit of equity-accounted investee	635	-
Net profit before income tax	3,772	2,839
Income tax	-	-
Net profit after income tax	3,772	2,839

The Net profit of the company has increased by Taka 93 crore, which is 33% higher than that of previous year. The finance cost has reduced significantly and other income has also increased significantly. The addition of Share of profit of equity-accounted investee (30% equity holding in Summit Meghnaghat Power Company Limited, first year of its operation) amounting Tk. 635 million caused a great jump of profit. However, the other areas, including revenue, also show a very natural increase, which also has aided the profit to increase.

PROFIT APPROPRIATION

During the year 2015, your Company's net profit amounted to Tk. 3,104 million (excluding minority interest) as compared to Tk. 2,219 million in the year 2014. However, the Company needs availability of adequate funds for uninterrupted progress of the projects as well as for future growth. Keeping this view, the Directors would like to report the Company's financial results for the year that ended on 31st December 2015 with the recommendation for appropriation as follows:

Particulars	Amount in Million Taka	
Net profit for the year	3,104	
Profit brought forward	4,353	
Profit available for appropriation		7,457
Appropriation		
Proposed stock dividend	(496)	
Proposed cash dividend	(992)	
Total appropriation for the year		(1,488)
Transferred to retained earnings		5,969

EXTRA-ORDINARY GAIN OR LOSS

As per BAS 1: Presentation of Financial Statements, no item of income and expenses are to be presented as extra-ordinary gain or loss in the financial statements. Accordingly, no extra-ordinary gain or loss has been recognized in the financial statements.

RELATED PARTY TRANSACTION

The related party transactions carried out by the Company on a commercial basis during the year have been disclosed in the **Note - 38** to the financial statements.

Directors' Report to the Shareholders



UTILIZATION OF PROCEEDS FROM PUBLIC ISSUES, RIGHTS ISSUES AND/OR THROUGH ANY OTHER INSTRUMENT

Initial Public Offering (IPO) of Summit Power Limited was made in 2005 and the fund raised thereby has already been utilized as reported to the regulators. Fund raised through issuance of Rights Shares in 2008 has also been utilized and reported accordingly to the regulators. No further issue of any instrument was made during the year. Besides, Summit Purbanchol Power Company Limited, a subsidiary of Summit Power Limited, had raised fund through IPO and has utilized them to acquire 20% holding of Summit Narayanganj Power Limited, which has already been notified to regulators.

SIGNIFICANT VARIANCE BETWEEN QUARTERLY AND ANNUAL FINANCIAL STATEMENTS

No significant variations have occurred between quarterly and final financial results of the Company during the year under report.

DIVIDEND

Your Board recommends 12% cash dividend and 6% stock dividend for the year 2015 as bonus share i.e. 6 (six) shares of Tk. 10 each for 100 (one hundred) shares held on the record date, subject to approval by the shareholders at the 19th Annual General Meeting.

BUSINESS RISK & UNCERTAINTIES

Financial risk management:

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board oversees how management monitors compliance with risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to risks faced by the company. The Board is assisted in its oversight role by Audit Committee. Internal Audit, under the purview of Audit Committee, undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee. The company has exposures to the following risks from its use of financial instruments:

Credit risk:

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivable from customers and investment securities. The company's sales are made to Government entity, Bangladesh Rural Electrification Board (BREB) and Bangladesh Power Development Board (BPDB) under the conditions of the long term Power Purchase Agreement (PPA). Sales made to the

entity are fully secured by Letters of Credit issued by local scheduled banks, except for plants of all the subsidiaries.

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 managing liquidity 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, management ensures that it has sufficient cash and cash equivalent to meet expected operational expenses, including the servicing of financial obligation through preparation of the cash 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. Moreover, the Company seeks to maintain short-term lines of credit with scheduled commercial banks to ensure payment of obligations in the event that there is insufficient cash to make the required payment. The requirement is determined in advance through cash flows projections and credit lines facilities with banks are negotiated accordingly.

Financial liabilities are expected to be repaid in due time which are expected to be financed from operational cash flow.

Market risk:

Market risk is the risk that changes in market forces such as foreign exchange rates and interest rates that

will affect the Company's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Currency risk:

The Company is exposed to currency risk on purchases of spare parts and plant and machinery that are denominated in a currency other than the functional currency primarily Euro and U. S. Dollars. The Company has not entered into any type of derivatives instrument in order to hedge foreign currency risk as at 31 December 2015.

Interest rate risk:

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. Local loans are however not significantly affected by fluctuations in interest rates. Foreign loans and borrowings are affected by fluctuations in interest rates. Interest risk primarily arises regarding borrowing from DEG-FMO where the rate is of LIBOR plus 4%. The Company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

Capital risk management:

The Company's objectives when managing capital are to safeguard

the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. The Board also monitors dividend trend to ordinary shareholders.

DIRECTORS' ELECTION & RE-APPOINTMENT

As per Article 23(a) of the Articles of Association Mrs. Anjuman Aziz Khan, Mr. Ziaul Hasan Siddiqui, Lt Gen (Retd) Abdul Wadud, Mr. Abbas Uddin Ahmed shall retire in the 19th Annual General Meeting by rotation and being eligible, offer themselves for re-election, except Mr. Abbas Uddin Ahmed. As Mr. Abbas Uddin Ahmed has been completed his three years tenure, he would not be eligible for re-election.



Directors' Report to the Shareholders



DIRECTORS MEETING & ATTENDANCE

During the year ended December 31, 2015, the Board of Directors held 05 (five) meetings. Directors who attended the Board meetings are shown below:

Sl. #	Name of Directors	Attended
1.	Mr. Muhammed Aziz Khan	5
2.	Mrs. Anjuman Aziz Khan	5
3.	Mr. Muhammad Farid Khan	3
4.	Ms. Ayesha Aziz Khan	4
5.	Mr. Jafer Ummeed Khan	5
6.	Mr. Md. Latif Khan	5
7.	Mr. Faisal Karim Khan	3
8.	Mr. Helal Uddin Ahmed	3
9.	Mr. Abbas Uddin Ahmed	4
10.	Mr. Syed Fazlul Haque FCA	5
11.	Mr. Ziaul Hasan Siddiqui	3
12.	Mr. Mustafizur Rahman Khan	4
13.	Lt Gen (Retd) Abdul Wadud	5

The Directors, who could not attend the meetings, were granted leave of absence.

DIRECTORS' RESPONSIBILITIES/REPORTING FRAMEWORK

The law requires that the financial statements of your Company would follow International Financial Reporting Standards (IFRS) as adopted by ICAB as Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS). This has been completely followed to fairly present the financial position and performance of the Company. While preparing the financial statements, the following points were considered –

- I. Selection of suitable accounting policies and then applying them consistently,
- II. Making judgments and estimates that are reasonable and prudent,
- III. Ensuring that the financial statements have been prepared in accordance with Bangladesh Financial Reporting Standards (BFRS) and Bangladesh Accounting Standards (BAS),
- IV. Preparing the financial statements in an ongoing concern basis unless it is appropriate to presume that the Company will not continue in business.

Proper accounting records have been kept so that at any given point the financial position of the Company is reflected with reasonable accuracy,

which will enable them to ensure that its financial statements comply with Companies Act 1994 and other required regulatory authorities.

In compliance with the requirements of the SEC's Notification dated 07th August 2012, the Directors are also pleased to make the following declarations in their report:

- a. The financial statement prepared by the management of your Company fairly presents its state of affairs, the result of its operations, cash flows and changes in equity;
- b. Proper books of accounts of your Company 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 judgment;
- d. International Accounting Standards, as applicable in Bangladesh, have been followed in preparation of the financial statements and any discrepancies have been adequately disclosed;
- e. The system of internal control is well structured and has been effectively implemented and monitored;
- f. There are no significant doubts upon your Company's ability to continue as an ongoing concern basis;
- g. Significant deviations from last year in operating results of the Company are highlighted and the reasons have been explained in financial results & profit appropriation;
- h. Key operating and financial data has been summarized for the preceding five years;
- i. Significant plans and decisions, such as corporate restructuring, business

expansion and discontinuation of operations as appropriate, future prospects, risks and uncertainties surrounding the Company has been outlined under the related captions of this report;

- j. The number of Board meetings held during the year and attendance of each director has been disclosed;
- k. The pattern of shareholding has been reported in **Annexure - 3** to disclose the aggregate number of shares.

REMUNERATION OF DIRECTORS

Remuneration, performance and other related perquisites/benefits of Executive Directors are reviewed annually and approved by the Chairman as disclosed in Notes - 30.1 to the financial statements. Non-Executive Directors including Independent Directors are paid only attendance fee per meeting.

AUDIT COMMITTEE

The Company has an audit committee with an established charter. The audit committee has met 04 (four) times this year and the committee members' attendance record is disclosed below:

Name	Status	Attended
Mr. Abbas Uddin Ahmed	Chair	04
Lt Gen (Retd) Abdul Wadud	Member	04
Mr. Syed Fazlul Haque FCA	Member	04

The Company's Finance Director was invited to audit committee meetings at the discretion of the Committee.

AUDITORS

Pursuant to SEC Order No. SEC/CMRRCD/2009-193/104/Admin dated 27th July 2011 present auditors Rahman Rahman Huq, Chartered Accountant has

completed its first year of appointment and audit and therefore, they will be eligible for re-appointment in the ensuing 19th AGM. Your Board therefore, in its meeting held on 15 March 2016, resolved to recommend Rahman Rahman Huq, Chartered Accountants for appointment as Statutory Auditors of the Company for the year 2016 subject to approval of the Shareholders in the forthcoming Annual General Meeting.

CORPORATE GOVERNANCE

Corporate Governance is the system through which companies are directed, guided and controlled by the Board while keeping in view its accountability to the shareholders. Your Company strives to maintain full compliance with the laws, rules and regulations that govern our business and to uphold the highest standards. The company has adopted "Code of Conduct & Ethics" and "Code of Corporate Governance" in 2011. Since corporate governance is not a static process, we will always continue to improve our practices. The formation of an Audit Committee, Executive Committee, Technical Committee, Purchase Committee, Operation & Maintenance Committee and Remuneration Committee, which may be seen in **Annexure - 4** of the Annual Report, are steps in this process. From 2011 your Company started implementing Integrated Management System (IMS) to make it compliant to ISO 9001: 2000 – Quality Management System (QMS), ISO 14001: 2004 – Environmental Management System (EMS), ISO 18001: 2007 – Occupational Health & Safety (OH&S) and finally the Company has achieved it in this year end. A separate chapter on corporate governance has also been reported.

Directors' Report to the Shareholders



GOING CONCERN / SUSTAINABILITY

While approving the financial statements, the Directors have made appropriate enquires and analyzed significant operating and indicative financials which enabled them to understand the ability of the Company to continue its operations for a foreseeable future. The Directors are convinced and have a reasonable expectation that the company has adequate resources and legal instruments to continue its operations without interruptions. Therefore, the Company adopted the going concern basis in preparing these financial statements.

HUMAN RESOURCES MANAGEMENT

People are one of the most important resources of a Company and key to the success of any organization. To develop and equip the employees with essential skills, the Company places great emphasis on the development of its people and hence the Company undertakes appropriate training and workshops to update their knowledge in their respective functional areas. Summit Power Limited has implemented Training Needs Analysis (TNA) as part of its training system. The aspects of Training Needs analysis include determining what is required to complete the work activity, the existing skill levels of the staff completing the work and the training gap (if any).

We have an enriched Employment Policy/Employee Hand Book with proper job descriptions and responsibilities. A detailed succession planning is considered every year to ensure good working environment and enhancement of knowledge of the employees. A yearly performance appraisal is carried out to reward and encourage diligent employees and assess their training requirements. Accordingly, the Remuneration Committee awards the yearly increment and other remuneration related matters. Your Company is ISO 18001: 2007 – Occupational Health & Safety (OH&S) certified by Bureau Veritas, since all the programs are undertaken by an Integrated Management System (IMS) and fosters a safe and healthy work environment.

STATUS OF COMPLIANCE

In accordance with the requirement stipulated in condition no-7.00 of the Securities & Exchange Commission's notification no-SEC/CMRRCD/2006-158/Admin/44 dated 07 August 2012 issued under section 2CC of the Ordinance 1969 the Corporate Governance Compliance Report is shown in **Annexure - 1**. A certificate from Podder & Associates confirming compliance of conditions of Corporate Governance Guidelines as stipulated under condition 7(i) is also annexed to this report as **Annexure - 2**.

The Institute of Chartered Accountants of Bangladesh (ICAB) is the sole authority for adoption of International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS). While preparing

the financial statements, Summit Power Limited complies all the applicable of IAS and IFRS as adopted by ICAB. The detail disclosure is shown in **Annexure – 5**.

CONTRIBUTION TO THE NATIONAL EXCHEQUER & THE ECONOMY

Electricity is one of the main driving forces of the economy and it has diversified use and multiplier effect on the economy. Significantly in the development of industrialization, electricity as fuel has no alternative. This year your company added 1,976 million Kwh of electricity to the national grid. This addition has contributed significantly in enhancing industrial productions and providing more job opportunities throughout the country. As a shareholder, you can be proud of your Company's contribution to Bangladesh. The Company is now set to increase and enhance its contribution to national economy in the years to come.

Your Company has received exemption from all such taxes from the Government of Bangladesh under the private sector power generation policy for a period of 5 to 15 years from start

of its commercial operation.

Such exemption will expire in February 2018 for Summit Power Limited, June 2024 for Summit Purbanchol Power Company Limited, and March 2024 for Summit Uttaranchol Power Company Limited. While Summit Narayanganj Power Limited is exempted from tax for a period of 5 years from the start of its commercial operation dated on 1 April 2011. Conversely, it has contributed a significant amount to the national exchequer in the form of other different duties, taxes and VAT, while importing spare parts for the power plant maintenance work and at investment in capital and money market. The estimated amount of contribution was of Taka 209 million in 2015.

CORPORATE SOCIAL RESPONSIBILITY

Summit Power Limited supports various Government, Non-Government Organizations (NGOs) and community capacity development institutions and contributes towards many social and humanitarian causes as part of its Corporate Social Responsibility. Such activities are in favor of

education, sports, underprivileged and handicapped children & youth, electrification to the remote char dwellers and so on.

SEID Trust

SEID Trust is a non-governmental voluntary development organization that has been working for social inclusion and promoting the rights of underprivileged children with intellectual disabilities, autism etc. since 2003. To help facilitate such a noble cause, your Company donates significant amount to the trust.

Summit Professional and Amateur Cup Golf Tournament

Summit Group has been organizing Golf Tournaments every year for the past 14 years to promote professional golfers of Bangladesh. Through this tournament, Summit Group provides a platform for the professional golfers to enhance their skills and expose their talents at national and international levels. You will be pleased to know that your company is one of the early supporters of Mr. Siddiqur Rahman who is now an international golfer with a global repute.

Directors' Report to the Shareholders



Shilpangan Trust

Summit Power Limited donates significant amount of its profits to the Shilpangan Trust to support the exhibits and activities of the Shilpangan Contemporary Art Gallery. Your Company takes great pleasure in promoting the flair and creativity of the artists of our country.

PROYASH

PROYASH is an institute run by Bangladesh Army dedicated to educate and train children and youths with special needs. The institute is also working to generate awareness about disability in Bangladesh, develop quality teachers, therapists and caregivers, and empower persons with disability to ensure equal opportunities and promote disability friendly right based society. You will be proud to know that your Company provides extensive financial help to encourage the workings of this institute further.

Friendship Summit Energy Project (FSEP)

Friendship is a value based organization founded in 1988, which identifies and reaches out to the poor and the most marginalized communities. The FSEP intends to create char dwellers' access to solar electricity through providing Solar Home Systems (SHSs). Your Company funds this project to bring about positive changes among the livelihoods of these char dwellers and ensure improved access to their basic needs. These areas are completely off the grid from conventional electricity supply and such other essential utilities. Hence Summit Power Limited sponsored a significant amount to support such communities. Your Company also made a special donation to this organization along with best wishes for their 10 Year Anniversary.

Siraj Khaleda Memorial Hospital in Dhaka Cantonment

Siraj Khaleda Trust is a fund set up by Summit Group. This Trust has funded the construction of a 200 bed civil hospital at a cost of Tk 12 crore in two phases on the land provided by Cantonment board. The hospital was inaugurated on 13 May, 2012 and it provides high quality medical care and facilities to distressed and underprivileged people. The Trust also provides educational and rehabilitation support to the economically disadvantaged people of Bangladesh.

Spelling Bee

Summit has joined the Daily Star and Champs21.com to organize Spelling Bee Contest in which last year nearly 300,000 students of class VI to X from across the country participated. It was an effort to aware students to learn and practice English.

Others

Summit Power Limited is also involved with the Prothom Alo Bondhushava and Prothom Alo Trust Board, which is involved in many

social activities like sponsoring books to community schools and colleges and plantation programs for the people of the community. Your company has also been continuing financial support to meritorious students of the underprivileged community of Bangladesh. Your Company supports the development of higher studies by Bangladeshi students both at home and abroad. The company is a patron of Sports and Culture. i.e. – Bangladesh Cricket Board (BCB). It also made donation to different mosques, madrasa, schools, clubs (Squash Rackets Federations, Bangladesh Roller Skating Federation etc.) and many other community events (World Environment Day, National Youth Day, National Power & Energy Week, Golf Tournament and so on) and institutions as well.

Your Company also gives high priority to protecting the environment and our humble efforts in this regard include large number of sapling plantation in the Company's power plants and neighboring places. Each of the power plants goes through rigorous Environmental and Social Impact Assessments. Your company perceives the importance of conservation of Environment for Sustainability. Summit considers biodiversity for entailment of protecting plant and animal species and ecosystems. This is an essential component of our health, safety and environmental commitments. We address biodiversity conservation during the planning and development of major projects by conducting environmental impact assessments, collecting key environmental data and implementing mitigation and monitoring programs to reduce impacts. We also consider the issues like - Waste Management, Water Management, Oil Spillage, Emission

to Air and Discharge into Water etc. Companies sustain if the stakeholders sustain, stakeholders sustain if the society sustains. On top of that, we sustain if the nature – the mother earth sustains.

Our state-of-the-art power plants comply not only with Bangladesh's Department of Environment's standards but also with Multilateral and the World Bank's guidelines. Thus these plants emit relatively less pollutants to the environment. Summit Power Limited also contributed funds to the Directorate of Environment for their campaign in World Environment Day 2015. As a part of its management system your Company makes every effort to maintain its ISO 14001:2004 – Environmental Management System (EMS) requirements.

ACKNOWLEDGEMENT

The Directors would like to give special thanks to the members of the public, who have placed their confidence on the Company by purchasing shares and supporting the activities of the Company. Without the support of its shareholders, the Company could not have attained what it has achieved today.


Your Directors would like to put on record its deep appreciation of the efforts made by the employees of the Company. Their commitment and passion, both individually and through teamwork has helped SPL achieve the success that it has today. The Board also recognizes and appreciates the critical support provided by the families of the employees, which enables them to focus on their daily work in SPL.

The trust and confidence that our valued customers, BPDB, REB and its members in Palli Bidyut Samitees (PBSs) have

placed upon SPL are our main driving forces. We accept this trust in all humility and shall continue to strive to live up to the expectations. The Board expresses its heartfelt appreciation and gratitude to BPDB, the Power Division, MPEMR, Government of Bangladesh as well as Bangladesh Petroleum Corporation (BPC), Jamuna Oil Company Limited, Padma Oil Company Limited, Chittagong Port Authority, National Board of Revenue, Board of Investment (BoI), Department of Environment, the Deputy Commissioners, the Superintendents of Police, the local administration of Narayanganj and the people of the locality for extending their support towards the Company. The Board also extends its best wishes to the contractors and consultants who helped us running power plants and achieve this growth.

The Board would also like to express their humble gratitude to all the stakeholders including the investors, suppliers, banks & financial institutions, insurance companies, service providers, the Securities & Exchange Commission, Registrar of Joint Stock Companies & Firms, Dhaka Stock Exchange Limited, Chittagong Stock Exchange Limited, The Central Depository Bangladesh Limited, various Government Authorities and lastly the individuals and agencies who have helped us accomplish what we are today. Best regards to all shareholders. May you all have peaceful and progressive life.

On behalf of the Board



Lt Gen (Retd) Abdul Wadud
Managing Director
Dhaka, 15 March 2016

ANNEXURE-3**Shareholding Information**

The Pattern of Shareholding as on December 31, 2015.



Categories of Shareholder	No of Shareholder	No of shares held
Sponsors:		
Summit Corporation Limited	1	44,22,97,446
Euro Hub Investments Limited	1	3,67,35,968
Dr. Mirza Khairuzzaman	1	525
Advocate Imtiaz Mahmood	1	4,965
Mr. Mainul Abedin	1	10,324
Mr. A.N.M. Tariqur Rashid	1	4,965
Mr. Azharul Haque	1	4,965
Directors, CEO, Company Secretary, CFO	Nil	Nil
Head of Internal Audit and their spouses	Nil	Nil
Executives (Top 05 persons other than CEO,CFO,CS,HIA)	Nil	Nil
Shareholders holding 10% or more voting rights:		
Summit Corporation Limited.	1	44,22,97,445



Communications with Shareholders

Cooperation and communication between all stakeholders and the Company is the aspect of Corporate Governance, which is a vital issue for your Company as it is related to the sustainability of the Company as well. First of all the schedule and timely communication/reporting is enforced by the related regulators of the country and Summit never fail to comply those time bound reporting to the regulators. Besides the Company has an effective policy in ensuring proper information disclosure and communication. In compliance with continuous disclosure requirements, the Company regularly communicates information regarding any development that has major impact on the operations of the business to its shareholders.

Information Disclosure

The Company follows these main forms of information disclosure:

Continuous Disclosure –	Periodic Disclosure –	Event based disclosure –
which is its core disclosure and primary method of informing the market and shareholders.	in the form of quarterly and yearly reporting of financial results and other issues	as per requirement of administrative and corporate developments, usually in the form of press releases.

All information, that are disclosed to the Bangladesh Securities and Exchange Commission (BSEC) and the Stock Exchanges, are simultaneously made available to the Shareholders of the Company in the Investor's Relations section of the Company's website. <http://www.summitpower.org>

Direct Communication

The Company sends hardcopies of Annual and Half Yearly Reports to the shareholders by post so that they access to all of the information to make their valuable decisions. These reports are also kept available at the head office of the Company to offer it to any stakeholder upon requirement. In addition, the detail Annual Reports provide them the opportunity to make their critical analysis about the Company and the investment.

General Meeting

The Company recognizes the rights of the shareholders and accordingly makes sure that their right to express the opinion is guaranteed through the Annual General Meeting (AGM). The Company requires the whole Board of Directors to attend the AGM so that they can answer the shareholders' queries regarding the financial and nonfinancial results of the Company. These general meetings are highly effective in facilitating communication between the shareholders and the Company as they clarify many investment related queries.

Website

All financial results, key performance indicators, compliance reports, other important financial and non-financial data, shareholding information, etc are posted on website of the company. Important events and announcements of the Company are also posted. Furthermore pieces of information such as the record date, notice of Annual General Meeting etc are reported to the stock exchanges, so the updated information can be found on their website as well.

Shareholders' Queries

If shareholders have any queries relating to their shareholding, they may contact the Company Secretary of the Company, Mr. Swapon Kumar Pal ACA by calling at + (880) 2 – 9137485-6 or mail to swapon@summitpowerltd.com



Honorable Customers & the Regulators



Honorable Customers & the Regulators

As per Private Sector Power Generation Policy of Bangladesh, the Power Cell as the GOB (Government of Bangladesh) agent indicates which organization would be the power purchaser from which power producer at the time of issuance of Request for Proposal. Later an agreement (PPA – Power Purchase Agreement) is signed with the bid winner to ensure different issues along with information regarding buyer and seller of the produced electricity. In the case of Summit, our buyers or off takers are either BPDB or REB according to our signed PPAs.

The Patrons

Bangladesh Power Development Board (BPDB) is a statutory body created in May 1, 1972 and it started its operation with Installed Generation capacity of only 200 MW. Installed Generation capacity (January 2015) has increased to 10,817 MW. As part of reform and restructuring, a number of Generation and Distribution companies have been created. The BPDB is responsible for major portion of generation and distribution of electricity mainly in urban areas except Dhaka and West Zone of the country. The Board is under the Power Division of the Ministry of Power, Energy and Mineral Resources, Government of Bangladesh. (www.bpdb.gov.bd)



The Rural Electrification Board of Bangladesh has been providing service to rural consumers of the country for over 38 years. Since its inception, the purpose of the program has been to use electricity as a means of creating opportunities for improving agricultural production and enhancing socio-economic development in rural areas, whereby there would be improvements in the standard of living and quality of life for the rural people. Today there are 77 operating rural electric cooperatives called Palli Bidyuit Samity (PBS), which bring service to approximately 1,41,98,117 new connection being made and more than 2,94,897 kms of line has been constructed. (www.reb.gov.bd)



The Regulators

The power sector of Bangladesh has been undergoing a process of significant institutional change. As part of the ongoing program of power sector reform, a regulatory body, the BERC (Bangladesh Energy Regulatory Commission) has been set up. Other regulators include the Department of Environment (DoE), Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE) and Bangladesh Securities and Exchange Commission (BSEC).

The Bangladesh Energy Regulatory Commission

BERC was established on March 13, 2003 through a legislative Act of the Government of Bangladesh. The commission became effective on April 27, 2004. The Commission's missions includes:

- Enforcement of fiscal discipline of the energy sector
- Introduction of performance targets and incentive-based regulation

- Introduction of uniform operational standards and quality of supply
- Transparency in tariff determination and economic efficiency
- Increased opportunities for development of competitive markets
- Increased opportunities for efficiency and economic growth
- Public involvement into the energy sector

(<http://www.berc.org.bd>)

OTHERS

Department of Environment: DOE's mission is to help secure a clean and healthy environment for the benefit of present and future generations: Through the fair and consistent application of environmental rules and regulations, through guiding, training, and promoting awareness of environmental issues; and through sustainable action on critical environmental problems that demonstrate practical solutions, and that galvanize public support and involvement. (www.doe.gov.bd)

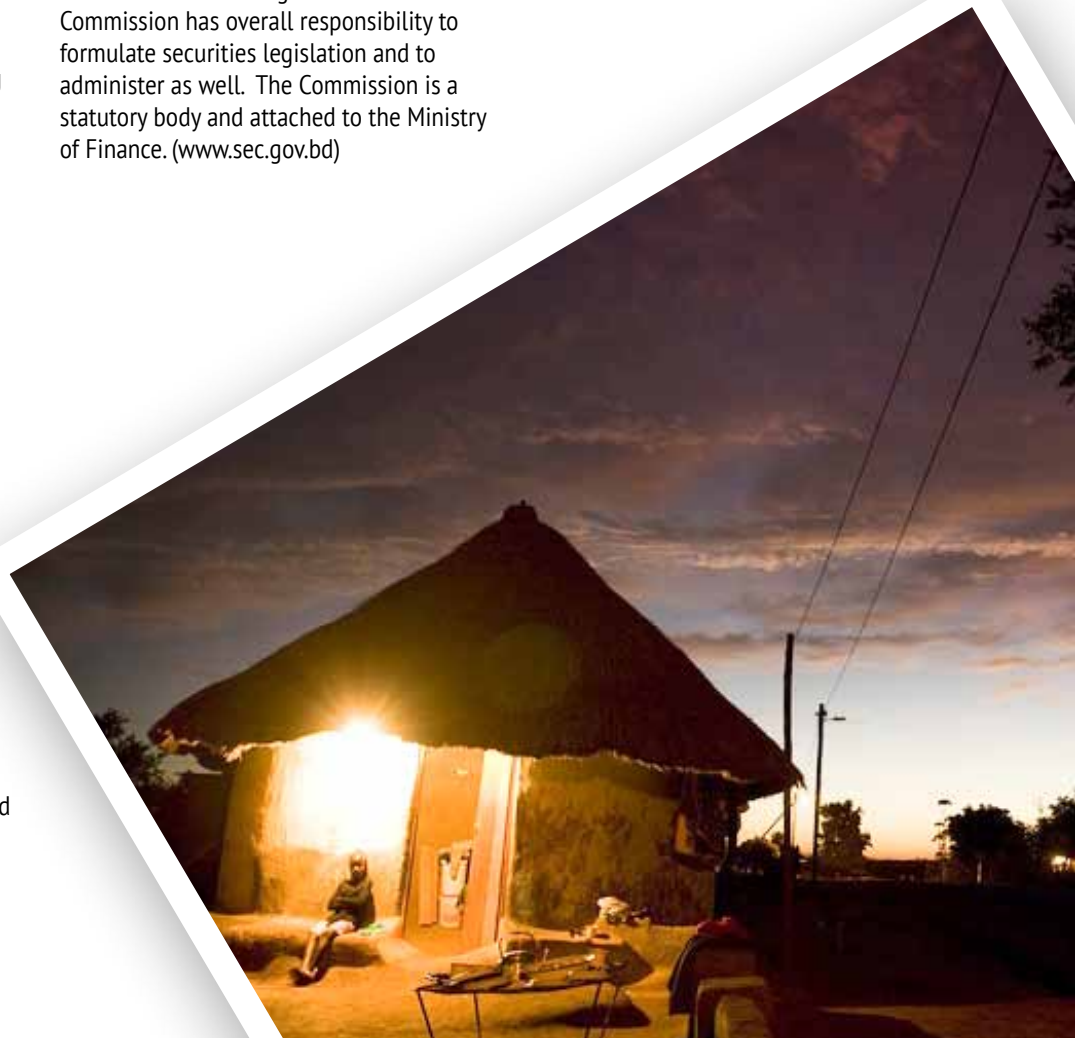
Dhaka Stock Exchange: The Dhaka Stock Exchange (DSE) located in Motijheel, Dhaka, is one of the two stock exchanges of Bangladesh (the other being the Chittagong Stock Exchange). In 2015, the combined market capitalization of listed companies on the Dhaka bourse stood at over \$40 billion. (www.dsebd.org)

Chittagong Stock Exchange: The Chittagong Stock Exchange (CSE) began its journey in 10th October of 1995 from Chittagong City through the cry-out trading system with the promise to create a state-of-the-art bourse in the country. Founder members of the proposed Chittagong Stock Exchange approached the Bangladesh Government in January 1995 and obtained the permission of the

Securities and Exchange Commission on February 12, 1995 for establishing the country's second stock exchange. (www.cse.com.bd)

Bangladesh Securities and Exchange Commission: The Bangladesh Securities and Exchange Commission (BSEC) was established on 8th June, 1993 as the regulator of the country's capital market through enactment of the Securities and Exchange Commission Act 1993. Through an amendment of the Securities and Exchange Commission Act, 1993, on December 10, 2012, its name has been changed as Bangladesh Securities and Exchange Commission from previous Securities and Exchange Commission. The Commission has overall responsibility to formulate securities legislation and to administer as well. The Commission is a statutory body and attached to the Ministry of Finance. (www.sec.gov.bd)

Board of Investment: Established under Investment Board Act 1989, the Board of Investment (BOI) is the principal private investment promotion and facilitation agency of Bangladesh. The act mandated BOI for providing diversified promotional and facilitating services with a view to accelerating industrial development of the country. In addition, the government also entrusted BOI with some more functions in its service list in the recent past. BOI's functions include investment promotion, facilitation and policy advocacy. (www.boi.gov.bd)



Milestone

1997- 2000

- March 30, 1997**
Incorporation of the company
- February 10, 2000**
Signing of Project Agreements with REB & GOB

2001

- February 08, 2001**
Commercial operation at Savar
- April 01, 2001**
Commercial operation at Narshingdi
- June 02, 2001**
Commercial operation at Comilla

2004

- June 07, 2004**
Conversion from private to public limited company

2005

- January 13, 2005**
Appointment of Issue Manager
- March 29, 2005**
Credit Rating by CRISL
- June 19, 2005**
Agreement with CDBL
- June 25, 2005**
Approval of Prospectus from Securities & Exchange Commission
- June 28, 2005**
Signing of Project Agreements for expansion at Madhabdi and Comilla with REB & GOB
- June 28, 2005**
Publication of Prospectus
- August 27, 2005**
Subscription opens for public
- October 03, 2005**
Allotment of IPO shares
- October 23, 2005**
Listing with Chittagong Stock Exchange Limited
- November 10, 2005**
Listing with Dhaka Stock Exchange Limited
- November 15, 2005**
First Trading in Stock Exchanges

2006

- March 20, 2006**
Signing of Project Agreements for expansion at Ashulia, Savar with REB & GOB
- November 15, 2006**
Commercial operation at Comilla expansion project
- December 16, 2006**
Commercial operation at Madhabdi expansion project

2007

- August 15, 2007**
Incorporation of Summit Purbanchal Power Company Limited (99% subsidiary of Summit Power Limited)
- August 15, 2007**
Incorporation of Summit Uttaranchol Power Company Limited (99% subsidiary of Summit Power Limited)
- September 29, 2007**
Increase the Authorized Share Capital of the company (SPL) through EGM For issuance of Rights Share at the ratio of 5:4
- October 11, 2007**
Signing of Project Agreements with REB, BPDB & GOB to Implement total 110MW power plants (04 nos) through its two Subsidiary Companies.
- December 04, 2007**
Commercial Operation at Ashulia expansion project

2008

- January 29, 2008**
Approval for issuance of Rights Share
- March 09, 2008**
Subscription opens for Rights Share
- April 21, 2008**
Allotment of Rights Share
- July 27, 2008**
Signing of Syndicated Term Loan Facility of BDT 395.50 crore for setting up 110 MWh Power Plants of Summit's Subsidiaries.

2009

- March 02, 2009**
Commercial operation at Ullapara, Sirajgonj
- May 11, 2009**
Commercial operation at Maona, Gazipur
- June 09, 2009**
Commercial operation at Rugganj, Narayanganj
- June 24, 2009**
Commercial operation at Jangalia, Comilla

2010

- May 04, 2010**
Incorporation of Summit Narayanganj Power Limited (55% subsidiary of Summit Power Limited)
- June 23, 2010**
Signing of Project Agreement with BPDB to implement Summit Narayanganj 102MW power plant Project.

2011

- April 01, 2011:**
Commercial Operation of 102 MW Dual Fuel Power Plant of Summit Narayanganj Power Limited at Madanganj, Narayanganj
- September 28, 2011**
Asian Power Awards 2011- Best Fast Track Project in Asia for Construction of SNPL in 270 Days
- October 04, 2011**
11th ICAB National Awards for Best Published Accounts and Reports 2010 (Manufacturing): 2nd Position
- November 29, 2011**
Best Presented Accounts and Corporate Governance Disclosures Awards 2010 by South Asian Federation of Accounts (SAFA): Merit
- September 13, 2011**
SNPL has achieved financial close by receiving a foreign currency term loan of USD 45 million from DEG - Deutsche Investitions- und Entwicklungsgesellschaft mbH and FMO - Nederlandse Financierings-Maatschappij Voor Ontwikkelingslanden N.V.
- December 28, 2011**
Acquisition of 18.7%, i.e. - 53,955,326 numbers of ordinary shares of Khulna Power Company Limited (KPCL).

2012

January 12, 2012:

Summit Power Limited was awarded the "Best Corporate Award" in the power companies' category in 2012 for its efforts to establish corporate governance by the Institute of Cost and Management Accountants of Bangladesh (ICMAB).

June 25, 2012:

The Company received "International Star for Leadership in Quality Award" in Paris in Gold Category for its outstanding business achievements, for perseverance and leadership in excellence, and quality in accordance with the QC 100 Criteria from Business Initiative Directions (BID), an organization whose primary objective is oriented towards sharing quality culture in leading companies worldwide.

October 08, 2012:

Summit Narayanganj Power Limited (SNPL) received the certificates of ISO 9001: 2000 – Quality Management System (QMS), ISO 14001: 2004 – Environmental Management System (EMS), BS OHSAS 18001: 2007 – Occupational Health & Safety (OH&S) for successful implementation of Integrated Management System (IMS).

October 11, 2012:

Bangladesh Securities and Exchange Commission (BSEC) gave its consent for raising of capital through Initial Public Offer (IPO) and issuance of prospectus by Summit Purbanchol Power Company Limited.

December 26, 2012:

Summit Power Limited (SPL) received the certificates of ISO 9001: 2000 – Quality Management System (QMS), ISO 14001: 2004 – Environmental Management System (EMS), BS OHSAS 18001: 2007 – Occupational Health & Safety (OH&S) for successful implementation of Integrated Management System (IMS).

2013

November 12, 2013:

Best Power Generation Company Award 2013 in Private Sector Power Generation

Summit Purbanchol Power Company Limited, a subsidiary of Summit Power Limited has received the "Best Power Generation Company" award in private sector power generation in a grand ceremony organized to celebrate the milestone achievement of 10,000 MW of electricity generation in Bangladesh at Bangabandhu International Convention Centre. The award was handed over by the Honorable Prime Minister to the Chairman of Summit Group Mr. Muhammed Aziz Khan.

December 24, 2013:

13th ICAB National Award for Best Presented Annual Reports 2012

On the occasion of 13th ICAB National Award for Best Presented Annual Reports 2012, Summit Power Limited (SPL) received ICAB National Award, Certificate of Merit for 'Best Published Accounts and Reports 2012' under Non Financial Sector Category – IV: Manufacturing

April 28, 2014:

ICMAB Best Corporate Award 2013

Summit Power Limited received the "ICMAB Best Corporate Award 2013", First Position in the power companies' category for its efforts to establish corporate governance by the Institute of Cost and Management Accountants of Bangladesh (ICMAB).

2014

July 01, 2014:

Summit has established a Testing and Calibration Laboratory to keep the equipment, oils and chemicals in a required status, thus minimize any possible unexpected accident/breakdown of plants.

December 02, 2014:

Summit Power Limited acquired 30% shares of another group company named, Summit Meghnaghat Power Company Limited (SMPCL), which is a dual fuel (Natural Gas/ Liquid Fuel Oil) fired combined cycle power plant located at Meghnaghat, Narayanganj with net capacity of 335 MW on gas and 305 MW on HFO.

December 04, 2014:

The Company received 2nd prize in the category of General Manufacturing Sector of 1st ICSB National Award 2013 of Institute of Chartered Secretaries of Bangladesh (ICSB) for Corporate Governance Excellence.

December 11, 2014:

Summit Meghnaghat Power Company Limited (SMPCL), a new associate company of Summit Power Limited received the "Best Power Generation Project Award 2014" in Private Sector Power Generation by the Government of the country.

2015

January 20, 2015:

In the category of Power Generation, Summit Power Limited and its subsidiary company Summit Purbanchol Power Company Limited attained the "ICMAB Best Corporate Award 2014", first and the second positions respectively for its efforts to establish corporate governance.

February 18, 2015:

Global CSR Excellence & Leadership Award
Summit Power Limited (SPL) won the prestigious "Global CSR Excellence & Leadership Award" presented by the World CSR Congress in Mumbai, India.

November 10, 2015:

The Company received ICSB National Award 2014 in General Manufacturing Sector by Institute of Chartered Secretaries of Bangladesh (ICSB) for Corporate Governance Excellence.

December 10, 2015

On the occasion of 15th ICAB National Award for Best Presented Annual Report 2014, Summit Power Limited received ICAB National Award, 3rd prize for "Best Published Accounts and Reports 2014 under Manufacturing Sector.

2016

January 20, 2016:

SPL received SAFA Best Presented Annual Reports Awards for its excellence in quality Annual Report 2014 by South Asian Federation of Accounts (SAFA)



Summit in the Power Sector of Bangladesh

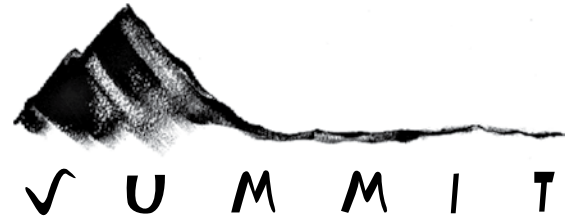
Summit Power Limited (SPL) being the first private sector power generation company, always urges to contribute the nation by providing more electricity to the national grid. Still today summit does not hesitate to make further drive for a new power plant with its knowledge pool, skilled resources and ever-growing abilities. This perception of SPL is guided by its vision (to provide quality & uninterrupted electricity to the vast majority of rural Bangladesh for their personal, social & economic development) to accomplish the company mission - Empowering Bangladesh; to expand the company into a power generation capacity to the tune about 20% of the electricity requirement of Bangladesh and maintain that level. Following are the portfolio companies of Summit in power sector of Bangladesh.





Management Team





From left to right:

MR. ABDUS SOBHAN, Senior General Manager (O&M)

MR. MD. ANISUR RAHMAN, General Manager (SCT & Dev.)

MR. SOLAIMAN PATWARY, Senior General Manager (O&M)

MR. JAFER UMMED KHAN, Director

MRS. ANJUMAN AZIZ KHAN, Director

MR. MUHAMMED AZIZ KHAN, Chairman

MR. MD. LATIF KHAN, Vice-Chairman

LT GEN (RETD) ABDUL WADUD, Managing Director

MS. AYESHA AZIZ KHAN, Director (Finance)

MR. MD. MOZAMMEL HOSSAIN, Deputy Managing Director

MR. A.K.M ASADUL ALAM SIDDIQUE, General Manager (O&M)

MR. MD. NAZMUL HASAN, Deputy General Manager (Store & Training)

MR. MD. NAZRUL ISLAM KHAN, Deputy General Manager (E&I)

MR. SWAPON KUMAR PAL ACA, Financial Controller & Company Secretary

Introduction of the Senior Executives



MD. MOZAMMEL HOSSAIN



MD. SOLAIMAN PATWARY



MD. ABDUS SOBHAN



SWAPON KUMAR PAL, ACA



A.K.M. ASADUL ALAM SIDDIQUE



ENGR. MD. ANISUR RAHMAN



MD. NAZMUL HASAN



MD. NAZRUL ISLAM KHAN

MD. MOZAMMEL HOSSAIN

Deputy Managing Director (SPL) & Managing Director (SPPCL)

Md. Mozammel Hossain is the Deputy Managing Director of Summit Power Limited and also Managing Director of Summit Purbanchol Power Company Limited, has about 35 (thirty five) years of experience in the power sector. He had obtained degree in Electrical Engineering from Rajshahi Engineering College now named as Rajshahi University of Engineering & Technology (RUET). Mr. Hossain started his professional career in Bangladesh Power Development Board in 1976 and worked mostly in Power Generation and Transmission Projects holding different position. He left BPDB in 2011 and joined Power Grid Company of Bangladesh Ltd. (PGCB) as Deputy General Manager and elevated upto the position of Director, Technical. He took voluntary retirement from PGCB in August 2011 and joined the group to continue his professional career. Mr. Hossain has obtained various training in foreign countries as well as in local institutes and has visited a number of countries. Mr. Hossain obtained Power Development Board Merit Award for the Year of 1982 and obtained an Annual Performance Recognition Award of Asian Development Bank in 2008.

MD. SOLAIMAN PATWARY

Senior General Manager (Operation & Maintenance)

Mr. Patwary started his career as Junior Engineer in a foreign ship. Prior to joining Summit in the year 2000 Mr. Patwary has got 21 years professional experience as 5th Engineer, 4th Engineer, 3rd Engineer, 2nd Engineer and as Chief Engineer (12 years) in foreign flag vessel since 1979. He obtained certificate of competency of Class-1 (motor), Marine Engineer (U.K). Mr. Patwary did his class-2 Marine Engineering from Singapore and class 1 Marine Engineering degree from England. He attended various training, workshops and seminars at both home and abroad.

MD. ABDUS SOBHAN

Senior General Manager (Operation & Maintenance)

Mr. Sobhan is an Electrical Engineer, graduated from BUET in 1977 and secured 1st Class. He did his MBA in Finance & Banking as well. He is a member of The Institution of Engineers, Bangladesh. Before joining Summit in 2000 Mr. Sobhan accumulated 22 years of experience in different Govt., Semi Govt. and Private Organizations at home & abroad. In 1977, he started his career from Khulna Engineering College as a Lecturer in Electrical

Engineering department. He had 18 years of experience in 450MW Steam, Gas Turbine Power Plants and Seawater Desalination Plants in the Secretariat of Electricity under the Govt. of Libya. He received on job training from both home & abroad. During last 12 years of service in SPL Mr. Sobhan has actively participated in different areas of power sector such as operation and maintenance of power plants and power plant project planning and development works.

SWAPON KUMAR PALACA

Financial Controller & Company Secretary

Mr. Swapon Kumar Pal is the Financial Controller & Company Secretary joined Summit in September 2009. Mr. Swapon is a qualified Chartered Accountant under the Institute of Chartered Accountants of Bangladesh (ICAB) and obtained his MBA and BBA degrees in Accounting & Information Systems (AIS) from business faculty of University of Dhaka. He has 11 years of professional experience. Prior to joining Summit, Mr. Swapon completed his article-ship on Chartered Accountancy from Rahman Rahman Huq (the only member firm of KPMG International in Bangladesh). Before promoting to the current position, Mr. Swapon initially worked as Manager, Internal Audit, Assistant General Manager, Internal Audit and then Deputy Financial Controller in Summit Power Limited and its subsidiaries.

A.K.M. ASADUL ALAM SIDDIQUE

General Manager (Operation & Maintenance)

Mr. A.K.M Asadul Alam Siddique did his graduation in Naval Architecture & Marine Engineering from BUET in 1987. He is a life fellow of the Institution of Engineers, Bangladesh. He did his class II and class I Marine Engineering from U.K. in 1993 and 1996 respectively. Prior joining to Summit in 2003, Mr. Asad has accumulated 16 years of experience in different organizations at home & abroad. He started his career as Naval Architect with the 'Ship Designer & Consultant' in 1987. After that he joined in Bangladesh Shipping Corporation as Cadet Engineer and continued to serve in ocean going vessel of BSC and foreign companies up to Chief Engineer. He also received an MBA degree in Finance and Banking.

ENGR. MD. ANISUR RAHMAN

General Manager (SCT & Dev., HR & Admin)

Engr. Md. Anisur Rahman is the General Manager (O&M) of Summit Narayanganj Power Limited (SNPL). He obtained B.Sc. Engineering degree in 1981 and he is the fellow of the Institution

of Engineers, Bangladesh. After completing graduation, he joined in Rural Electrification Board (REB). He served 07 years as Assistant General Manager, 05 years as Deputy General Manager and 14 years as General Manager in various electric utilities under Rural Electrification Board with the duties and responsibilities of maintenance & operation of distribution system, construction of distribution lines, supply of power to the consumers, all kinds of financial and administrative activities and keeping liaison with the Govt., Semi-Govt., Local Govt. authorities, autonomous bodies and developing agencies. After emergence of power generation in private sector, he switched over his career and joined in Energis Power Corporation Limited (a private power generation company) as General Manager (O&M) and served 2 years 06 months in 55 MW heavy fuel oil based power plant at Sikalbaha, Chittagong. He joined in Summit Narayanganj Power Limited on November, 2011 as General Manager (O&M) and worked for 2 years 6 months. After then he has been performing duty as General Manager (SCT & Dev., HR & Admin). He attended various on job training, workshop and seminar at home and abroad (USA, UK & India).

MD. NAZMUL HASAN

Deputy General Manager (Stores & Training)

A Marine Engineer Mr. Md. Nazmul Hasan obtained his Marine Engineering Certificate of Competency (Class 1) from Singapore. He also received an MBA degree in Operations Management. He started his career in Bangladesh Shipping Corporation (BSC) in 1992 and got 15 years of professional experience as 5th Engineer to Chief Engineer in ocean going ships of BSC and other foreign companies. He also worked as Deputy General Manager of Ship Repair Department of BSC. He joined in Summit Power in 2008 as Plant Manager of Ruppogonj Power Plant. From Nov 2011, he is working as Deputy General Manager and responsible for training, procurement and stores.

MD. NAZRUL ISLAM KHAN

Deputy General Manager (Electrical & Instrumentation)

Mr. Md. Nazrul Islam Khan is an Electrical Engineer graduated from BUET in the year 1975. He is a life fellow of Institute of Engineers, Bangladesh. Prior to joining Summit in the 2007 Mr. Md. Nazrul Islam Khan accumulated 34 years of professional experience in different Govt., Semi Govt. and Private Organization in home and abroad. He participated in various training and seminar in home and abroad.

Plant Managers & In-charges



FROM LEFT:

MR. MD. FARIDUL ISLAM, MADANGANJ POWER PLANT,
MR. MD. ABU HANIF, MAONA POWER PLANT,
MR. MD. ANISUR RAHMAN, JANGALIA POWER PLANT,
MR. HAFIZ AL ATICK, NARAYANGANJ POWER PLANT UNIT II,
MR. MD. ANISUR RAHMAN, ASHULIA POWER PLANT,
MR. MD. ANWARUL IQBAL SHEIKH, RUPGANJ POWER PLANT,
MR. MOAHMMED SHAMEEM, CHANDINA POWER PLANT,
MR. SANTOSH BARAI, ULLAPARA POWER PLANT,
MR. BISHWAJIT SHAHA, MADHABDI POWER PLANT,
MR. S. M. ALI AHSAN, BARISAL POWER PLANT



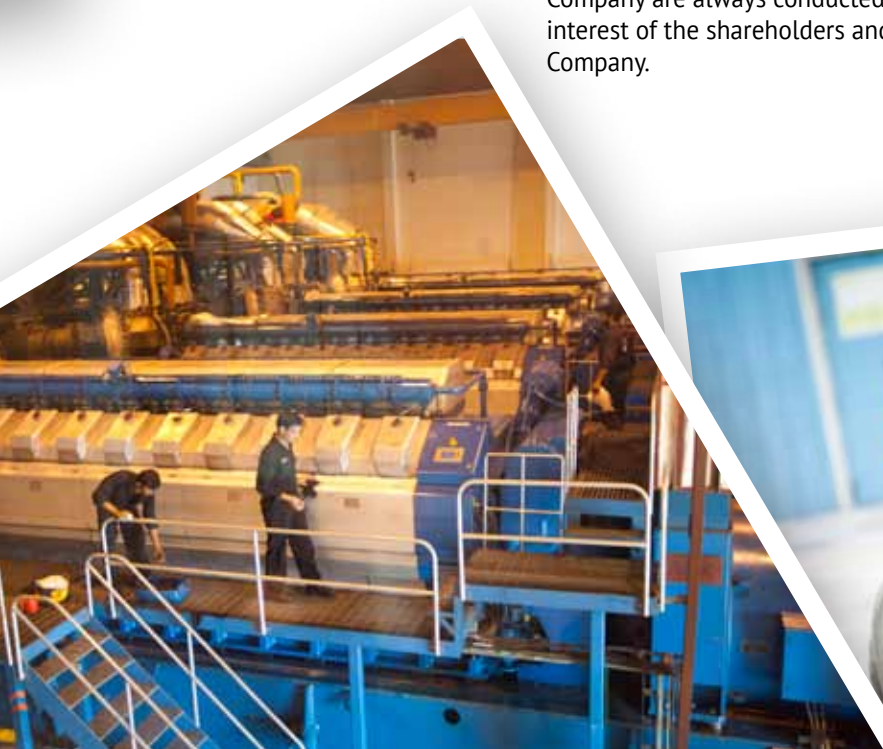
Management Review and Responsibilities

The management of Summit Power Limited (Summit) formulates and implements operational and tactical plan to align the organization as per strategic objectives and policies provided by the Board. In Summit, the Management is in full control of the Company's affairs and is also accountable to the Board. The Management firmly believes that the success of the company is achieved through fair practice of the corporate governance framework.

In discharging its responsibilities, which are aligned with the defined policies and objectives of the board of directors, the Management fulfills certain key functions including -

- Implementing and providing feedback about - the corporate strategy, major plans of action, risk policy, annual budgets and business plans; performance objectives.
- Assisting the Board to ensure the integrity of the Company's accounting & financial reporting systems, in particular, systems for risk management, financial and operational control and compliance with the law and relevant standards.
- Assisting the Board to review the Company's financial statements and oversee its compliance with applicable audit, accounting and reporting requirement.
- Assisting the Board to monitor and implement the effectiveness of the approved strategic plans by adopting relevant tactical and operating plans.
- Establish Company's values as defined by the Board.
- Monitor and provide feedback about the corporate governance of the Company to the Board.

The Management builds the confidence of the Board by ensuring that the activities of the Company are always conducted with adherence to high ethical standard and in the best interest of the shareholders and other stakeholders while optimizing the wealth of the Company.



ANNEXURE-4**Various Committees****AUDIT COMMITTEE**

Mr. Abbas Uddin Ahmed, Independent Director	-Chairman
Lt Gen (Retd) Abdul Wadud, Managing Director	-Member
Mr. Syed Fazlul Haque FCA, Director	-Member
Mr. Swapon Kumar Pal ACA, Financial Controller	- Secretary

EXECUTIVE COMMITTEE

Lt Gen (Retd) Abdul Wadud, Managing Director	-Chairman
Mr. Md. Latif Khan, Vice Chairman	-Member
Ms. Ayesha Aziz Khan, Director (Finance)	-Member
Mr. Faisal Karim Khan, Director (Operation)	-Member
Mr. Md. Mozammel Hossain, Deputy Managing Director	-Member
Mr. Swapon Kumar Pal ACA, Financial Controller	- Secretary

PURCHASE COMMITTEE

Mr. Md. Latif Khan, Vice Chairman	-Chairman
Lt Gen (Retd) Abdul Wadud, Managing Director	-Member
Mr. Faisal Karim Khan, Director (Operation)	-Member
Mr. Md. Mozammel Hossain, Deputy Managing Director	-Member
Mr. Swapon Kumar Pal ACA, Financial Controller	- Secretary

TECHNICAL COMMITTEE

Mr. Md. Mozammel Hossain, Deputy Managing Director	-Chairman
Mr. Solaiman Patwary, Senior General Manager (O&M)	-Member
Mr. Abdus Sobhan, Senior General Manager (O&M)	-Member
Mr. A.K.M. Asadul Alam Siddique, General Manager (O&M)	-Member
Mr. Md. Nazmul Hasan, Deputy General Manager (S&T)	-Member

OPERATION & MAINTENANCE COMMITTEE

Mr. Faisal Karim Khan, Director (Operation)	-Chairman
Mr. Md. Mozammel Hossain, Deputy Managing Director	-Member
Mr. Solaiman Patwary, Senior General Manager (O&M)	-Member
Mr. Abdus Sobhan, Senior General Manager (O&M)	-Member
Mr. Md. Nazmul Hasan, Deputy General Manager (S&T)	-Member
Plant In-charges	-Member

REMUNERATION COMMITTEE

Lt Gen (Retd) Abdul Wadud, Managing Director	-Chairman
Mr. Md. Mozammel Hossain, Deputy Managing Director	-Member
Mr. Solaiman Patwary, Senior General Manager (O&M)	-Member
Mr. Abdus Sobhan, Senior General Manager (O&M)	-Member
Mr. Md. Anisur Rahman, General Manager (SCT & Dev. HR & Admin)	-Member
Mr. A.K.M. Asadul Alam Siddique, General Manager (O&M)	-Member
Mr. Swapon Kumar Pal ACA, Financial Controller	- Secretary

Note:

1. S&T - Standard Training
2. O&M – Operation and Maintenance
3. SCT– Standard Compliance & Training

Our Management System

To materialize the company mission, it requires an Integrated Management System (IMS) that combined all the internal management practices into one system but not as a separate components. Vice versa, for these systems to be an integral part of our management system there have to be linkages so that the boundaries between processes are unified. Company like Summit, which is IMS certificated can build upon that by adding the necessary processes to cater for health, safety, environmental and other requirements of management system standards.

IMS helps Summit to get more from the existing organization and by integrating these management systems allows it to get even more without investing extra time or money. It helps to define the goal first then look back to the current status and finding possible ways to reach that very goal/objective and finally, selecting the best path to achieve that goal.

As a milestone to the continual improvement (spirit of

IMS), Summit has established a Testing and Calibration Laboratory, due to increasing growth of the company, more and more auxiliaries, measuring, controlling and protecting equipment supports were required. Previously we were depended on the third parties to cater this requirement. But, we know that it is not possible to justify any improvement and development without having proper measurement equipment. So such a laboratory of international standard was an obvious requirement. Beside the IMS requirement for the establishment of the laboratory, it will help us by keeping our equipment, oils and chemicals in a required status, thus minimize any possible unexpected accident/breakdown of plants.

This Testing and Calibration Laboratory will not only support Summit but also other similar companies to get additional supports, which summit considers as it Corporate Social Responsibility (CSR) to patronize the engineering sector of the country.



Business Review - 2015



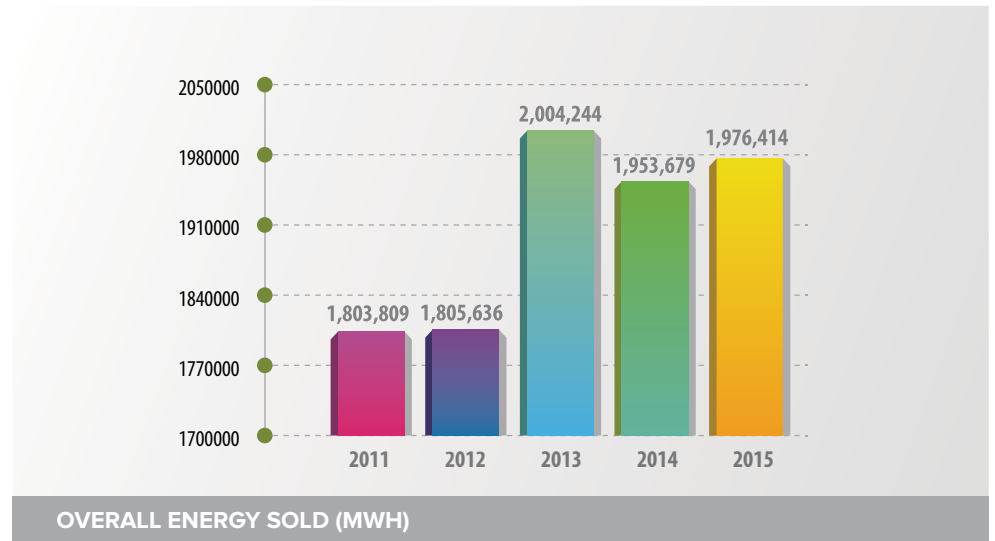
Summit Power Limited and its subsidiaries at present operate 13 power plants having total Generation Capacity of these power plants is 482 MW (approximately) of its own including recently started Commercial Operation of 165 MW from Summit Barisal and Summit Narayanganj Unit II and it has also 17.64% equity participation in Khulna Power Company Limited, KPCL, (265 MW) and 30% in Summit Meghnaghat Power Company Limited, SMPCL, (335 MW). All these power plants were made available to the extent required as per the Power Purchase Agreement (PPA), indicating excellent operational performance of the Company. As a result these plants could deliver approximately 1976 million Kwh to the national grid.

Summit Power Limited has always used brand new highly efficient engines/turbines and other auxiliaries of best international standard. The aim is to spend bare minimum fuel for generation of electricity and save costly fuel of the country. The new and quality machine allows for Summit Power Limited to maintain its guaranteed contractual availability and Heat Rate (fuel consumption for generation of one unit of electricity) ensuring efficient use of fuel and gas. A typical review of the performance is given below –

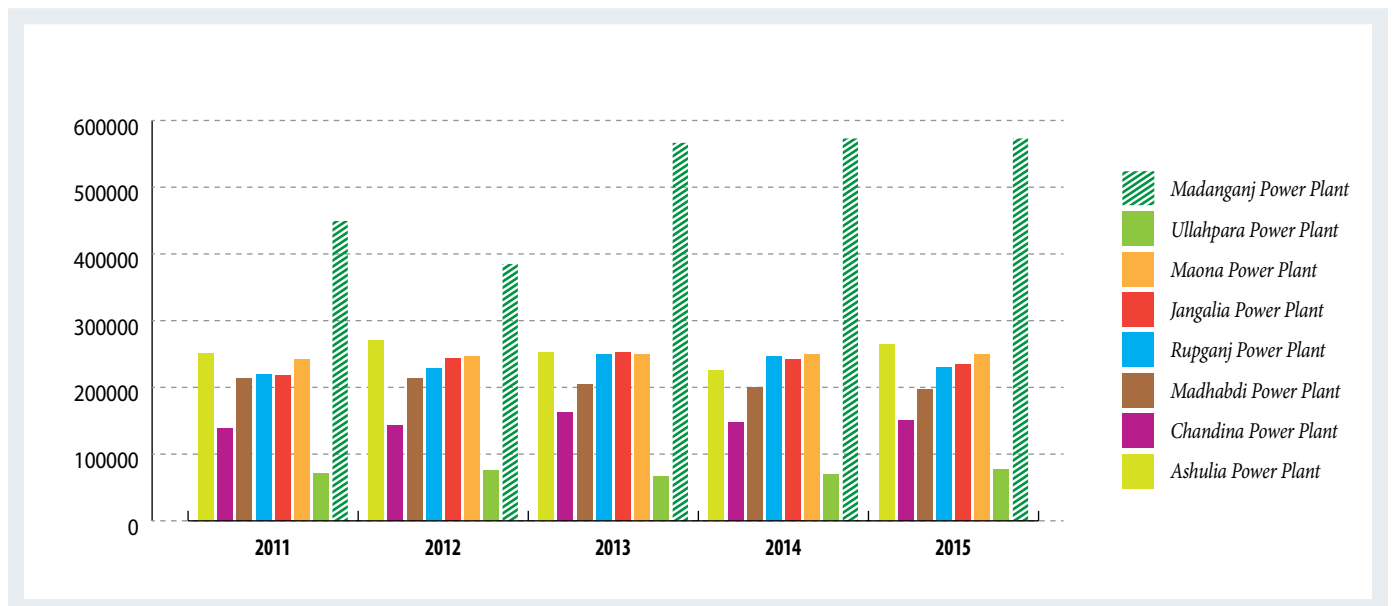
- Ashulia Unit I and Unit II, Chandina Unit II, Madhabdi Unit I, Ullapara and Maona Power Plants performed quite better in terms of Energy Export in 2015.
- Most of the plants achieved the targeted availability factor.
- Development works have recently been completed and has gone for Commercial Operation in March 2016 which has increased total generation capacity by 165 MW.
- The company managed to maintain its profitability and achieved remarkable increase in its net profit figure by adding the profit sharing from SMPCL and substantial dividend income from KPCL.
- Of these power plants, the overall gas consumption has reasonably gone down, specially of Ashulia Unit I & II, Rupganj and Jangalia, indicating greater operational efficiency on their part.
- Finance costs has remarkably reduced because of pay off of short term loan taken from Bank Asia Ltd., comparatively lower interest costs/dividend payment on reduced project loan/preference shares and better interest income on FDRs kept in different banks/inter-company loan/financing.
- Other income of the Company went up during the year especially due to increase in the dividend income from subsidiaries and others.
- The net profit margin has improved due to better revenue, decrease in financial costs and profit sharing from SMPCL and dividend income from KPCL. Capital and assets of the Company have increased quite considerably while total liabilities have declined due to significant decline in noncurrent liabilities on account of loan/redeemable preference share pay off.

Product Segmentation/Review of our Power Plants

Overall Energy Sold (MWH)



Plant wise Performance



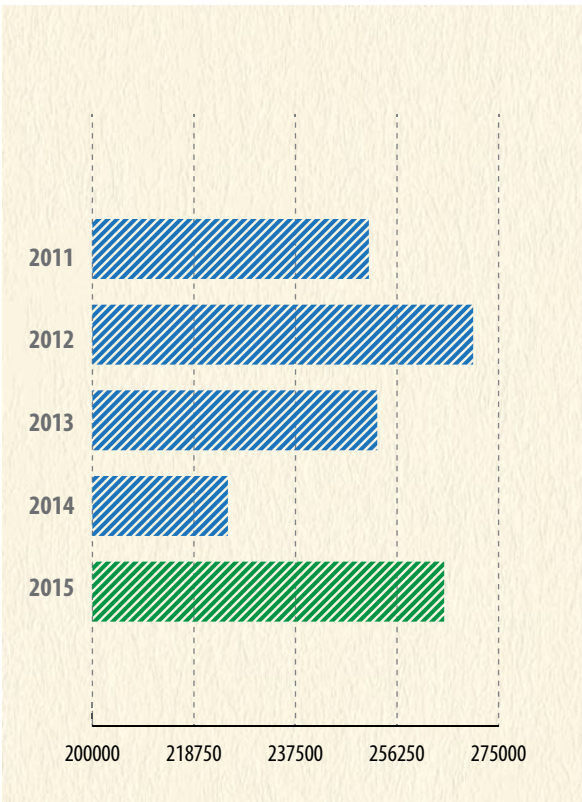
Product Segmentation/ Review of our Power Plants

Ashulia
Power Plant

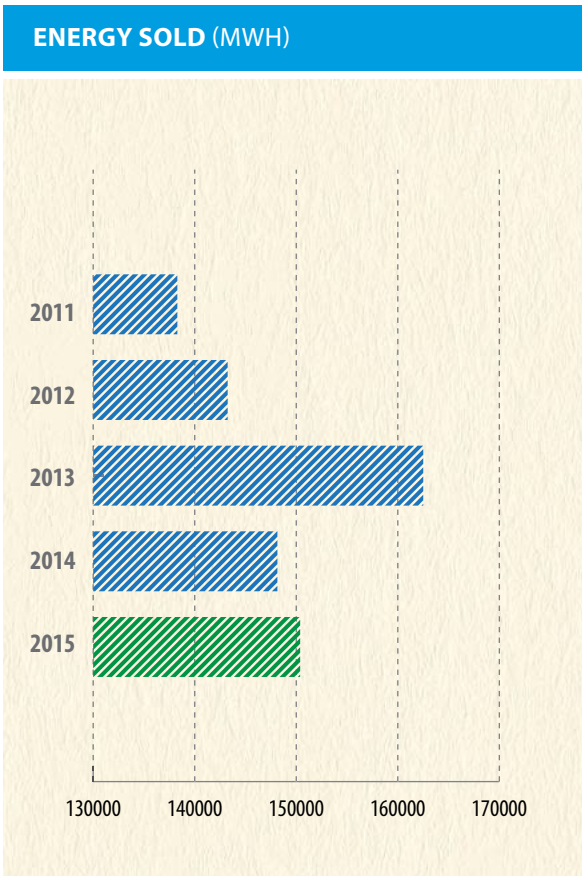
44.75 MW



ENERGY SOLD (MWH)



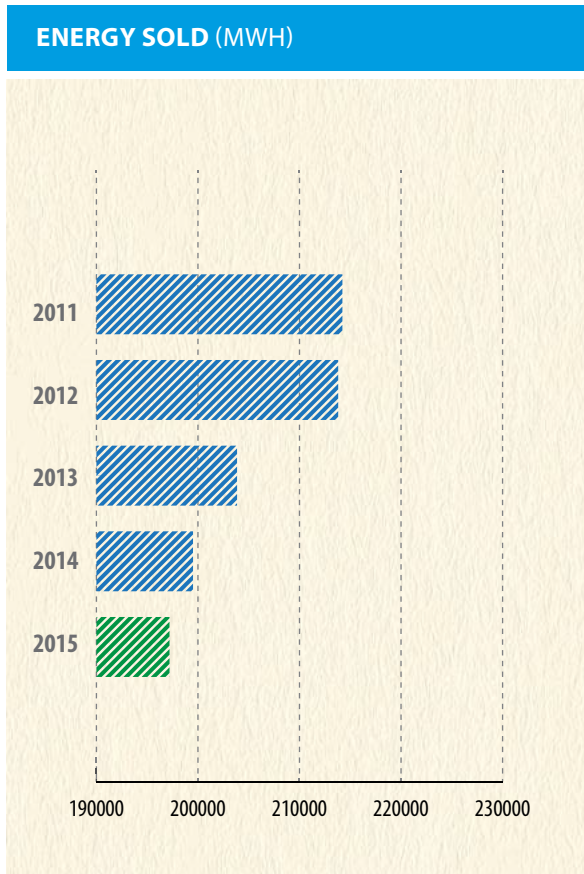
Chandina 24.5 MW Power Plant



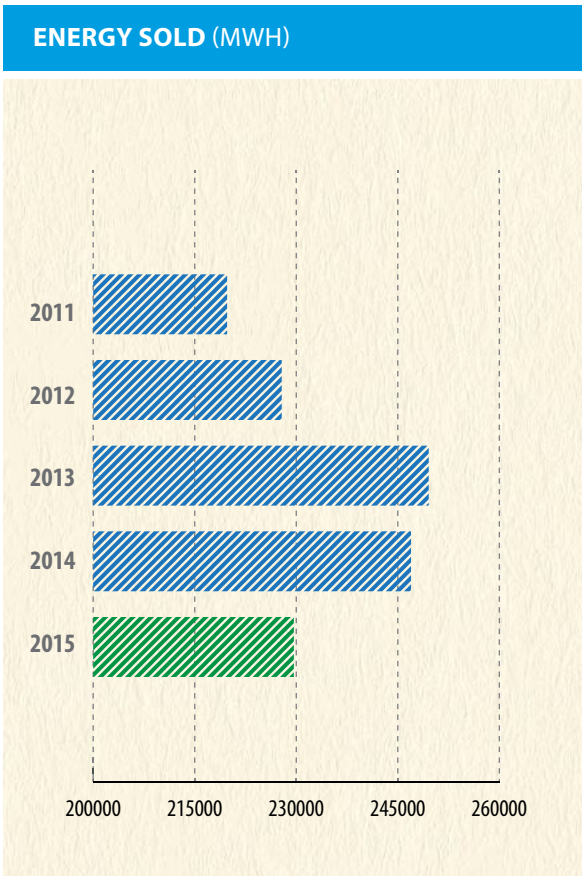
Product Segmentation/ Review of our Power Plants

Madhabadi
Power Plant

35.3 MW



Rupganj 33 MW Power Plant

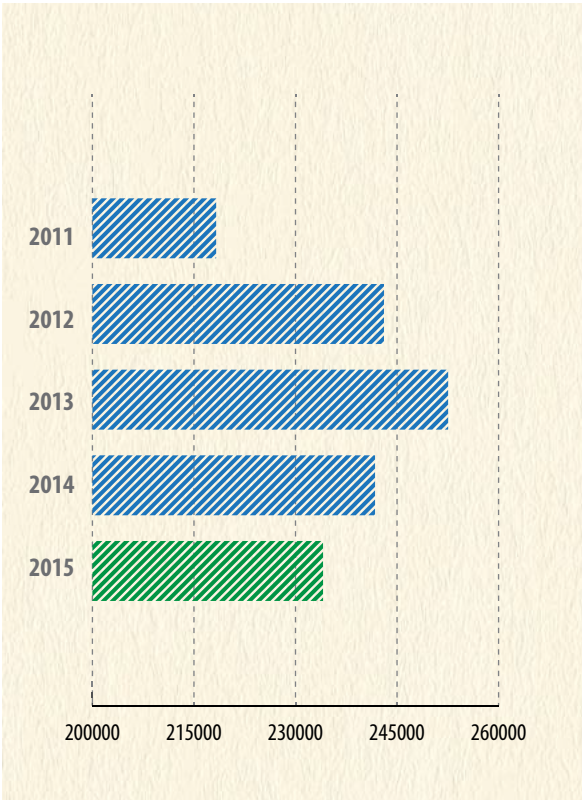


Product Segmentation/ Review of our Power Plants

Jangalia 33 MW
Power Plant



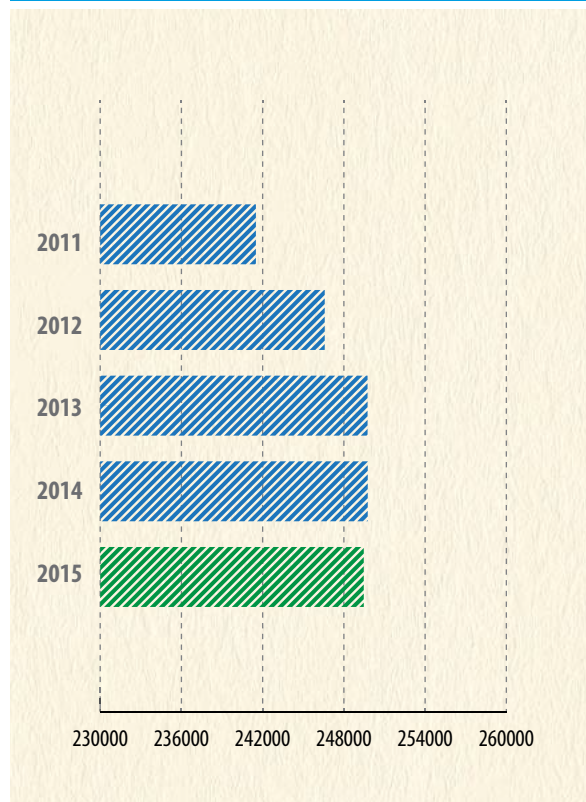
ENERGY SOLD (MWH)



Maona 33 MW Power Plant

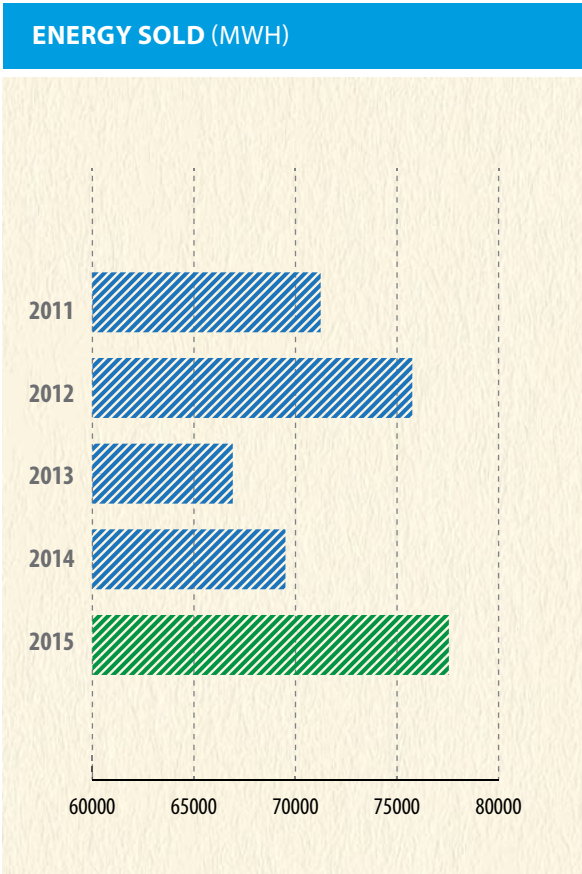


ENERGY SOLD (MWH)



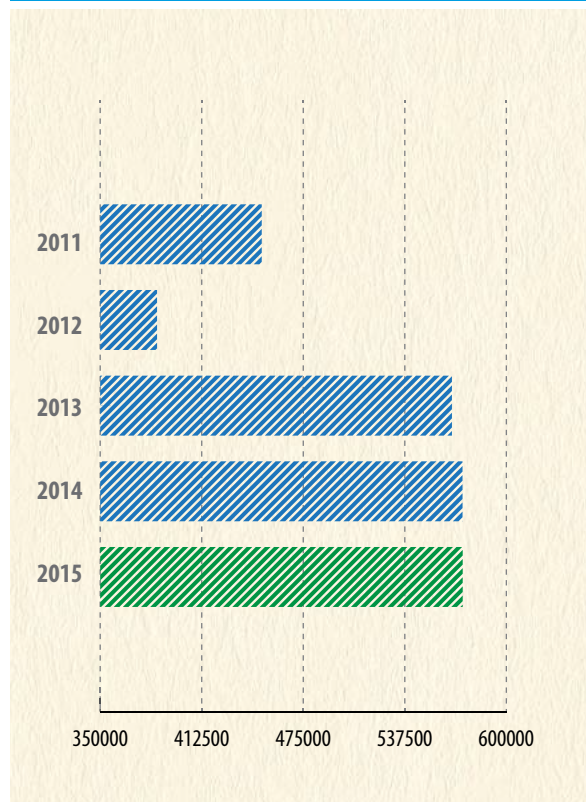
Product Segmentation/ Review of our Power Plants

Ullapara 11 MW
Power Plant



Madanganj 102 MW Power Plant

ENERGY SOLD (MWH)



Financial Highlights 2015

	2015	2014	2013	2012	2011	2010
Operating Data (Taka in million)						
Turnover	6,244.86	6,109.04	6,191.92	5,892.63	4,757.21	3,601.67
Cost of Sales	2,655.64	2,552.59	2,373.94	2,268.69	1,929.60	1,678.83
Gross Profit	3,589.22	3,556.46	3,817.98	3,623.94	2,827.61	1,922.84
General & Admin Expenses	630.77	566.77	592.57	506.81	366.46	267.88
Operating Profit	3,228.02	3,156.23	3,311.93	3,128.71	3,295.09	1,663.73
Interest & Financial Charges	216.35	415.98	529.83	698.93	407.85	642.98
Net Profit Attributable to Owners	3,103.66	2,219.28	2,184.86	1,873.47	2,511.15	1,087.52
Balance Sheet Data (Taka in million)						
Paid up Capital	8,264.16	7,870.63	5,915.40	4,929.50	3,943.60	3,033.54
Shareholders' Equity	23,740.16	20,286.34	13,875.26	11,390.11	10,235.33	8,304.02
Total Debt (NCL)	126.49	641.84	2,887.27	4,128.89	5,988.61	2,370.16
Current Assets	6,301.53	6,235.49	5,151.77	5,045.02	2,939.69	2,285.23
Current Liabilities	737.90	2,641.61	2,028.68	2,326.09	2,235.02	3,832.15
Total Assets	28,544.01	27,043.73	22,035.18	21,230.61	20,031.29	14,566.61
Total Liabilities	864.39	3,283.45	4,915.95	6,454.98	8,223.63	6,202.31
Financial Ratios						
Gross Profit Ratio (%)	57.47%	58.22%	61.66%	61.50%	59.44%	53.39%
Net Profit Ratio (%) Attributable to Owners	49.70%	36.34%	35.29%	31.79%	52.79%	30.19%
Return on Total Assets (%)	13.57%	11.45%	12.84%	11.71%	12.54%	7.47%
Debt Equity Ratio	3.12%	13.52%	28.71%	40.96%	66.51%	71.24%
Return on Equity (%)	14.67%	13.72%	16.53%	16.83%	27.28%	17.78%
Price Earnings Ratio (Times)	10.57	11.12	9.91	16.81	14.62	45.49
Current Ratio	8.54	2.36	2.54	2.17	1.32	0.6
Other data						
Earnings Per Share (Taka)	3.76	3.26	3.69	3.17	5.09	3.96
Dividend (%)	C-12, B-6	C-10, B-5	B-15	B-20	B-25	B-30
Total No of Shares Outstanding	826,415,775	787,062,643	591,540,246	492,950,205	394,360,164	303,353,973
Weighted Average no of Shares Outstanding	826,415,775	680,563,861	591,540,246	492,950,205	394,360,164	286,445,991
Total no of Sponsors Shares Under Lock in	479,033,414	456,222,301	303,852,992	253,210,827	202,568,620	69,278,803
Total no of Free Float Shares	347,382,361	330,840,342	287,687,254	239,739,378	191,791,544	234,075,170
Return on Capital Employed (ROCE)	14.45	11.39	16.55	13.55	15.59	11.65
EBITDA (Taka in millions)	3,946.44	3,890.61	3,899.79	3,655.95	3,761.78	1,994.01

Audit Committee Report - 2015

The Audit Committee appointed by and responsible to the Board of Directors of Summit Power Limited (SPL) is constituted according to the internal control framework of the Company policy and as per conditions of the Bangladesh Securities and Exchange Commission (BSEC) guidelines. The committee comprises of three members of whom two are non-executive members of the Board. Chairman of the Committee is appointed by the Board and is a non-executive Independent Director. The company secretary functions as the Secretary of the committee. Meetings of the committee are attended by Finance Director, Head of Internal Audit and External Auditor, when necessary, by invitation. All members of the committee are financially literate and able to interpret financial statements and assess the adequacy of the internal control process.

The present Committee of SPL comprises of the following Board members:

Mr. Abbas Uddin Ahmed, Independent Director	Chairman
Mr. Syed Fazlul Haque, non-executive Director	Member
Lt. Genl. (Retd) Abdul Wadud, Managing Director	Member

A total of 4 (four) meetings were held since the last Annual General Meeting of SPL, the last being on 14th March 2016.

Role of the Committee

The Audit Committee's authorities, duties and responsibilities flow from the Board's oversight function and the terms of reference are detailed in Committee Charter approved by the Board. The major responsibilities of the Committee, among others, include:

- Reviewing the quarterly, half-yearly and annual financial statements and other financial results of the company and, upon its satisfaction of the review, recommend them to the board for approval.
- Monitoring and reviewing the adequacy and effectiveness of the company's financial reporting process, internal control and risk management system.
- Monitoring and reviewing the arrangements to ensure objectivity and effectiveness of the external and internal audit functions. Examine audit findings and material weaknesses in the system and monitor implementation of audit action plans.
- Recommending to the Board the appointment, re-appointment or removal of external auditors.
- Reviewing and monitoring the Company's ethical standards and procedures to ensure compliance with the regulatory and financial reporting requirements.

Activities carried out during the year under report

In accordance with the 'Audit Committee Charter', governed by the BSEC notification on Corporate Governance, the

Committee carried out its duties to work on the areas that were raised for consideration and discussed to evaluate issues related to key events of annual financial reporting cycles. The Committee during the period under report Audit Committee carried out the following activities:

- Reviewed, among other issues, the quarterly and half yearly financial statements of the Company in light of the financial performance of the company.
- Assessed the report of the external auditors on critical accounting policies, significant judgments and practices used by the company in the preparation of financial statements.
- Assessed and endorsed the annual internal audit plan 2015, reviewed findings of the internal audit function and the corresponding management actions to improve the controls
- Reviewed the external auditors' findings arising from audit, particularly comments and responses given by the management.
- Reviewed the matters as per requirement from the Bangladesh Securities and Exchange Commission (BSEC).

The committee is of the opinion that reasonable controls and procedures are in place to provide reasonable assurance that the company's assets are safeguarded and the financial position of the Company is adequately managed.

On behalf of the Audit Committee



Abbas Uddin Ahmed
Chairman

Financial Review 2015

Summit Power Limited managed to maintain its operational efficiency despite the various macroeconomic challenges the economy underwent in 2015. As can be seen from the review below, the Company managed to increase its revenue and to reduce its financial costs and liabilities.

Revenue

- Turnover increased by 2.22% (Tk. 135.81 million) in 2015 relative to the revenue generated in the previous year.
- The increase in revenue has been due to higher electricity generation over last year in Ashulia Unit I and Unit II, Chandina Unit I and Ullapara & Maona.

Cost of Sales

- Cost of sales in 2015 went up by 4.00%.
- The increase in spare parts consumption and maintenance costs, gas consumption for Ashulia Unit II (for increased generation) accounted for increase in the cost of sales by almost Tk. 103 million. However, excess spare parts consumptions were required to smoothly run the power plants.

Net Profit

- Net profit increased by 32.87% over last year on account of better revenue and lower financial charges and better dividend income/profit sharing from associated companies.
- The net profit resulted in EPS of Tk. 3.76 in 2015.

Total Assets

- Total assets base of the Company increased by 5.55% than previous year.
- The increase in total assets base by Tk. 1,500 million was attributed mainly to share price increase of Khulna Power Company Limited (17.64% equity investment made by SPL).

Total Liabilities

- Total Liabilities declined by 73.67% during the year due to timely repayment of both the foreign and local bank and other borrowings and fully pay off of short term loan taken from Bank Asia Limited using source of cash flow from revenue.

Shareholders' Equity

- Shareholders' Equity increased by 17% during 2015 by an amount of Tk. 3,453.81 million.
- The increase occurred as a result of increase in the retained earnings and increase in fair value reserve reflecting higher share price of KPCL.

Operating Profit

- The operating profit increased by 2.27% this year due to the increase in revenue and comparative efficiency in gas consumption.

Earnings Per Share (EPS)

- The EPS figure has increased by Tk. 0.67 per share over last year's EPS.
- The increase was due to the increase in revenue growth and profit sharing from associate company (Summit Meghnaghat Power Company Limited, SMPCL).

Property, Plant and Equipment

- The property, plant and equipment declined by about 4.40% on account of depreciation charge.

Net Current Assets

- The net current assets went up by 54.80% in 2015 compared to previous year.
- This increase occurred as the relative increase in current assets (increase in trade receivables) is significantly higher in one hand and in other hand there was significant decrease in current liabilities on account of lower loan.

Long Term Liabilities

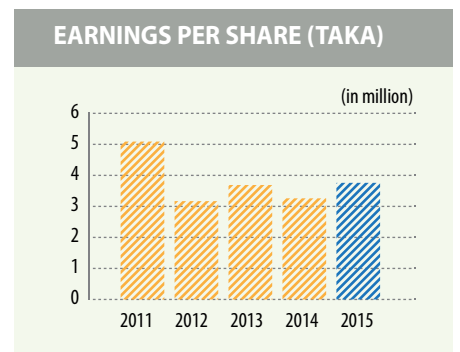
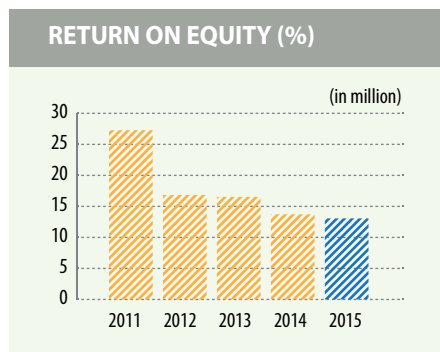
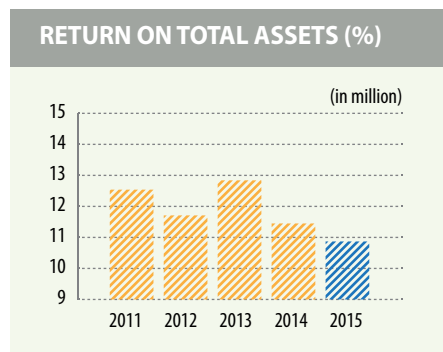
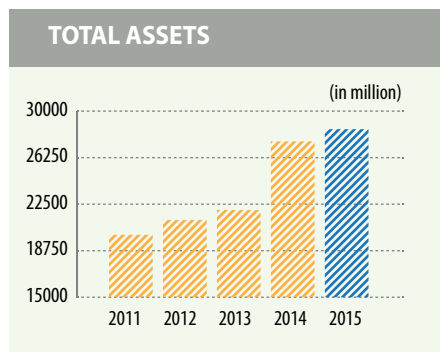
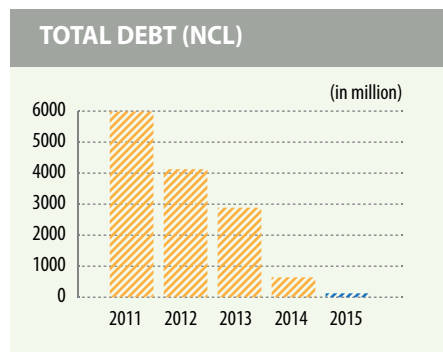
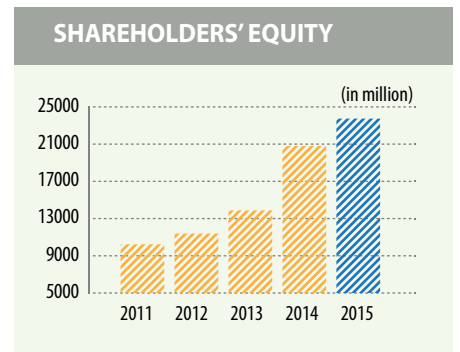
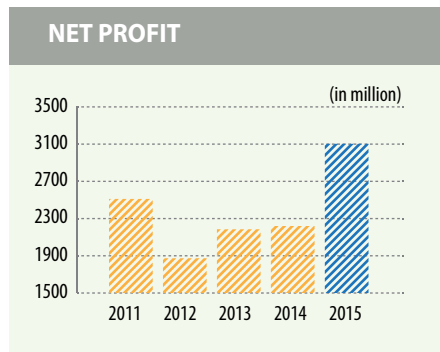
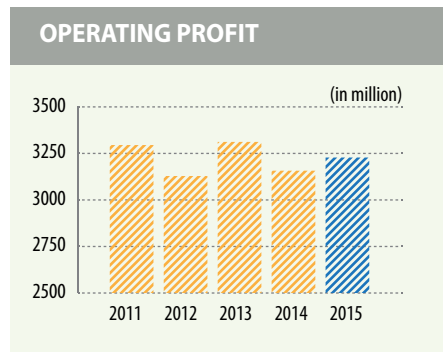
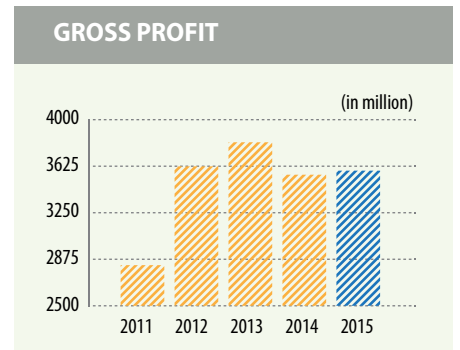
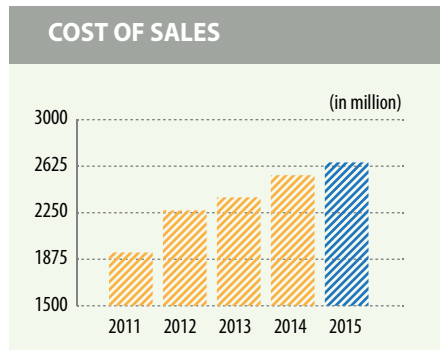
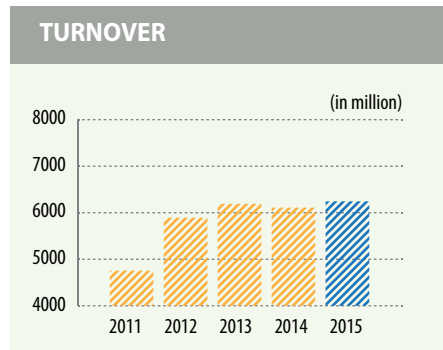
- The long term liabilities decreased by 80.29% this year.
- This significant decrease was attainable due to timely repayment of project loan, finance leases and redeemable preference shares.

Return on Total Assets

- The return on total assets was 13.57% increased by 16.07% in 2015 due to relative increase in net income of the Company.

Return on Equity

- The return on equity increased by 4.25% this year.
- The increase is due to better retained earnings on account of revenue growth, profit sharing from SMPCL and better fair value reserve due to KPCL share price increase.



Accolades and Memorable Events

ICAB:

On the occasion of 15th ICAB National Award for Best Presented Annual Report 2014, Summit Power Limited received ICAB National Award, 3rd prize for "Best Published Accounts and Reports 2014 under Manufacturing Sector.



ICSB:

The Company received ICSB National Award 2014 in General Manufacturing Sector by Institute of Chartered Secretaries of Bangladesh (ICSB) for Corporate Governance Excellence.



SAFA:

SPL received SAFA Best Presented Annual Report Award for its excellence in quality Annual Report 2014 by South Asian Federation of Accounts (SAFA)



Spelling Bee, Season 4:

Summit has joined The Daily Star and Champs21.com to organize Spelling Bee, season 4 this year under the heading "The Daily Star Spelling Bee, enlightened by Summit". The Spelling competition was open for any students from class 6 to 10 studying Bengali or English medium.



Accolades and Memorable Events

SPL Vice-Chairman Elected as the new President of BIPPA:

Mr. Md. Latif Khan, Vice-Chairman Summit Power Ltd., has been officially elected as the new President of "Bangladesh Independent Power Producers' Association (BIPPA)". BIPPA has been formed to work with the 34 Independent Power Producers (IPPs) of the country to protect, promote, represent and safeguard their occupation, trade and business. BIPPA is committed to the uninterrupted production and distribution of electricity, which is an essential service for the country's progress and development.



Winter Blanket Distribution:

Summit Power Ltd. carried out a blanket distribution drive to help the underprivileged to fight the harsh winter at 8 Summit power plants across the country and at the corporate head office at Summit Centre.



Golf Tournament:

The 6th Summit Open and the 20th Summit Cup Golf Tournament 2016 was held successfully at Kurmitola Golf Club. After the exciting Golf Tournament came to an end, the much anticipated Prize Giving Ceremony for the Tournament was held, where Major General Mizanur Rahman Khan, Area Commander Logistics Area, Dhaka, & Vice President, Kurmitola Golf Club was the Chief Guest at the occasion.



ANNEXURE-1

Status of Compliance with the Corporate Governance Guideline (CGG) For the year ended 31st December 2015

CONDITION NO.	TITLE	COMPLIED	NOT COMPLIED	REMARKS (IF ANY)
1	Board of Directors			
1.1	Boards size			
	The number of the board members of the company shall not be less than 5 (five) and more than 20 (twenty).	√		The SPL Board is comprised of 13 Directors including Managing Director.
1.2	Independent Directors			
(i)	At least one fifth (1/5) of the total number of directors in the company's board shall be independent directors.	√		There are 03 (three) Independent Directors in the SPL Board.
(ii)	For the purpose of this clause 'Independent directors' means a director-			
a)	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;	√		
b)	Who is not a sponsor of the company and is not connected with the company's any sponsor or director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship. His/her family members also should not hold above mentioned shares in the company :	√		
c)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/ associated companies;	√		
d)	Who is not a member, director. or officer of any stock exchange;	√		
e)	Who is not a shareholder, director or officer of any member of stock exchange or an intermediary of the capital market;	√		
f)	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;	√		
g)	Who shall not be an independent director in more than 3 (three) listed companies;	√		
h)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial Institution (NBFI);	√		
i)	Who has not been convicted for a criminal offence involving moral turpitude.	√		
(iii)	The independent director(s) shall be appointed by the board of directors and approved by the shareholders in the Annual General Meeting (AGM).	√		
(iv)	The post of independent director(s) can not remain vacant for more than 90(ninety) days.	√		
(v)	The Board shall lay down a code of conduct of all Board members and annual compliance of the code to be recorded.	√		
(vi)	The tenure of office of an independent director shall be for a period of 3(three) years, which may be extended for 1(one) term only.	√		
1.3	Qualification of Independent Director (ID)			
(i)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.	√		
(ii)	"The person should be a Business Leader/ Corporate Leader/ Bureaucrat/University Teacher with Economics or Business Studies or Law background/Professionals like Chartered Accountants, Cost & Management Accountants, and Chartered Secretaries. The independent director must have a least 12 (twelve) years of corporate management / professional experiences."	√		
(iii)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission.			No such incidence arose
1.4	Chairman of the Board and Chief Executive Officer			

CONDITION NO.	TITLE	COMPLIED	NOT COMPLIED	REMARKS (IF ANY)
(i)	The position of the chairman of the Board and the Chief Executive Officer of the companies shall be filled by different individuals. The chairman of the company shall be elected from among the directors of the company. The Board of Directors shall clearly define respective roles and responsibilities of the chairman and the chief executive officer.	√		
1.5	Directors Report to the Shareholders			
(i)	Industry outlook and possible future developments in the industry.	√		
(ii)	Segment-wise or product-wise performance.	√		
(iii)	Risks and concerns.	√		
(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin.	√		
(v)	Discussion on continuity of any Extra-Ordinary gain or loss.	√		
(vi)	Basis for related party transactions-a statement of all related party transactions should be disclosed in the annual report.	√		
(vii)	Utilization of proceeds from public issues, rights issues and/or through any others instruments.	√		
(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc.	√		No such incidence arose
(ix)	If significant variance occurs between Quarterly Financial Performance and Annual Financial Statements the management shall explain about the variance on their Annual Report.	√		
(x)	Remuneration to directors including independent directors.	√		
(xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.	√		
(xii)	Proper books of account of the issuer company have been maintained.	√		
(xiii)	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.	√		
(xiv)	International Accounting Standards (IAS)/Bangladesh Accounting Standards (BAS)/ International Financial Reporting Standard (IFRS)/Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	√		
(xv)	The system of internal control is sound in design and has been effectively implemented and monitored.	√		
(xvi)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed.	√		
(xvii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.	√		No such incidence arose
(xviii)	Key operating and financial data of at least preceding 5 (five) years shall be summarized.	√		
(xix)	If the issuer company has not declared dividend(cash or stock) for the year, the reasons thereof shall be given.	√		Company declared dividend
(xx)	The number of Board meetings held during the year and attendance by each director shall be disclosed.	√		
(xxi)	The Pattern of shareholding shall be reported to disclose the aggregate number of shares (along with name wise details where stated below) held by:			
(xxi) a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details);	√		

ANNEXURE-1

Status of Compliance with the Corporate Governance Guideline (CGGC) For the year ended 31st December 2015

CONDITION NO.	TITLE	COMPLIED	NOT COMPLIED	REMARKS (IF ANY)
(xxi) b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details);	√		
(xxi) c)	Executives;	√		
(xxi) d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details).	√		
(xxii)	"In case of the appointment/re-appointment of a director the company shall disclose the following information to the shareholders:"			
(xxii) a)	a brief resume of the director	√		
(xxii) b)	nature of his/her expertise in specific functional areas;	√		
(xxii) c)	Names of companies in which the person also holds the directorship and the membership of committees of the board.	√		
2.0	Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS)			
2.1	The company shall Appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal Control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of the CFO, the Head of internal Audit and the CS.	√		The position of Head of Internal Audit (Internal Control and Compliance) fell vacant from last quarter of the year. However, the recruitment of the position is in progress.
2.2	The CFO and the Company Secretary of the companies shall attend the meetings of the Board of Directors, provided that the CFO and/or the Company Secretary shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating to their personal matters.	√		In practice
3.0	Audit Committee			
(i)	The company shall have an Audit Committee as a sub-committee of the Board of Directors.	√		
(ii)	The Audit Committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business.	√		In practice
(iii)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	√		
3.1	Constitution of the Audit Committee			
(i)	The Audit Committee shall be composed of at least 3 (three) members.	√		
(ii)	The Board of Directors shall appoint members of the audit committee who shall be directors of the company and shall include at least 1 (one) independent director.	√		
(iii)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience.	√		
(iv)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to be unable to hold office until expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board of Directors shall appoint the new Committee member(s) to fill up the vacancy(ies) immediately or not later than 1 (one) month from the date of vacancy(ies) in the Committee to ensure continuity of the performance of work of the Audit Committee.	√		No such incidence arose
(v)	The company secretary shall act as the secretary of the Committee.	√		
(vi)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		
3.2	Chairman of the Audit Committee			
(i)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director.	√		

CONDITION NO.	TITLE	COMPLIED	NOT COMPLIED	REMARKS (IF ANY)
(ii)	Chairman of the Audit Committee shall remain present in the Annual General Meeting (AGM).	√		
3.3	Role of Audit Committee			
(i)	Oversee the financial reporting process.	√		
(ii)	Monitor choice of accounting policies and principles.	√		
(iii)	Monitor Internal Control Risk management process.	√		
(iv)	Oversee hiring and performance of external auditors.	√		
(v)	"Review along with the management, the annual financial, statements before submission to the board for approval."	√		
(vi)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval.	√		
(vii)	Review the adequacy of internal audit function.	√		
(viii)	"Review statement of significant 'related party transactions submitted by the management."	√		
(ix)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors.	√		
(x)	When money is raised through Initial Public Offering (IPO)/Repeat Public Offering (RPO)/Rights Issue the company shall disclose to the Audit Committee about the uses/ applications of funds 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. Further, on an annual basis, the company shall prepare a statement of fund utilized for the purposes other than those stated in the offer document/prospectus.	√		No such incidence arose
3.4.1	Reporting of Audit Committee			
(i)	The Audit Committee shall report on its activities to the Board of Directors.	√		
(ii)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any:-	√		
(ii) a)	Report on conflicts of interests;	√		No such incidence arose
b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;	√		No such incidence arose
c)	Suspected infringement of laws, including securities related laws, rules and regulations;	√		No such incidence arose
d)	Any other matter which shall be disclosed to the Board of Directors immediately.	√		No such incidence arose
3.4.2	If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors 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 of Directors for three times or completion of a period of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier.	√		No such incidence arose
3.5	Reporting to the Shareholders and General Investors			
	Report on activities carried out by the Audit Committee, including any report made to the Board of Directors under condition 3.4.1 (ii) above during the year, shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.	√		
4.0	External/ Statutory Auditors			
	The issuer company should not engage its external/statutory auditors to perform the following services of the company; namely:-			

ANNEXURE-1

Status of Compliance with the Corporate Governance Guideline (CGGC) For the year ended 31st December 2015

CONDITION NO.	TITLE	COMPLIED	NOT COMPLIED	REMARKS (IF ANY)
(i)	Appraisal or valuation services or fairness opinions.	√		
(ii)	Financial information system design and implementation	√		
(iii)	Book-keeping or other services related to the accounting records or financial statement	√		
(iv)	Broker –dealer services	√		
(v)	Actuarial services	√		
(vi)	Internal audit services	√		
(vii)	Any other services that the audit committee determines.	√		
(viii)	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.	√		
(ix)	Audit/ Certification services on compliance of corporate governance as required under clause (i) of condition No. 7	√		
5.0	Subsidiary Company			
(i)	Provisions relating to the composition of the Board of Directors of the holding company shall be made applicable to the composition of the Board of Directors of the subsidiary company.	√		
(ii)	At least 1 (one) independent director of the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company.	√		
(iii)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company.	√		
(iv)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also.	√		
(v)	The Audit Committee of the holding company shall also review the financial statements, in particular, the investments made by the subsidiary company.	√		
6.0	Duties of Chief Executive Officer (CEO) and Chief Financial Officer (CFO) The CEO and CFO shall certify to the Board that:-			
(i)	They have reviewed financial statements for the year and that to the best of their 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 together present a 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 violation of the company's code of conduct.	√		
7.0	Reporting and Compliance of Corporate Governance			
(i)	The company shall obtain a certificate from a practicing Professional Accountant/ Secretary (Chartered Accountant/Cost and Management Accountant/Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall send the same to the shareholders along with the Annual Report on a yearly basis.	√		Required certification has been obtained from "PODDER & ASSOCIATES", Cost & Management Accountants for the year ended 31st December 2015.
(ii)	"The directors of the company shall state, in accordance with the Annexure attached, in the directors' report whether the company has complied with these conditions."	√		

ANNEXURE-2

Certificate on Corporate Governance



ANNEXURE-5**Compliance Report on
BAS and BFRS**

Sl. No.	BAS Title	BAS Effective Date	Remarks
BAS-01	Presentation of Financial Statements	Adopted, on or after 1st January 2007	Applied
BAS-02	Inventories	Adopted, on or after 1st January 2007	Applied
BAS-07	Statement of Cash Flows	Adopted, on or after 1st January 1999	Applied
BAS-08	Accounting Policies, Changes in Accounting Estimates and Errors	Adopted, on or after 1st January 2007	Applied
BAS-10	Events after the Reporting Period	Adopted, on or after 1st January 2007	Applied
BAS-11	Construction Contracts	Adopted, on or after 1st January 1999	N/A
BAS-12	Income Taxes	Adopted, on or after 1st January 1999	Applied
BAS-16	Property, Plant & Equipment	Adopted, on or after 1st January 2007	Applied
BAS-17	Leases	Adopted, on or after 1st January 2007	Applied
BAS-18	Revenue	Adopted, on or after 1st January 2007	Applied
BAS-19	Employee Benefits	Adopted, on or after 1st January 2004	Applied
BAS-20	Accounting of Government Grants and Disclosure of Government Assistance	Adopted, on or after 1st January 1999	N/A
BAS-21	The Effects of Changes in Foreign Exchange Rates	Adopted, on or after 1st January 2007	Applied
BAS-23	Borrowing Costs	Adopted, on or after 1st January 2010	Applied
BAS-24	Related Party Disclosures	Adopted, on or after 1st January 2007	Applied
BAS-26	Accounting and Reporting by Retirement Benefit Plans	Adopted, on or after 1st January 2007	N/A
BAS-27	Separate Financial Statements	Adopted, on or after 1st January 2010	Applied
BAS-28	Investments in Associates	Adopted, on or after 1st January 2007	Applied
IAS-29	Financial Reporting in Hyperinflationary Economics	Adopted on or after 1st January 2013	N/A
BAS-32	Financial Instruments: Presentation	Adopted, on or after 1st January 2010	Applied
BAS-33	Earnings per Share	Adopted, on or after 1st January 2007	Applied
BAS-34	Interim Financial Reporting	Adopted, on or after 1st January 1999	Applied
BAS-36	Impairment of Assets	Adopted, on or after 1st January 2005	Applied
BAS-37	Provisions, Contingent Liabilities and Contingent Assets	Adopted, on or after 1st January 2007	Applied
BAS-38	Intangible Assets	Adopted, on or after 1st January 2005	Applied
BAS-39	Financial Instruments: Recognition and Measurement	Adopted, on or after 1st January 2010	Applied
BAS-40	Investment Property	Adopted, on or after 1st January 2007	N/A
BAS-41	Agriculture	Adopted, on or after 1st January 2007	N/A

Sl. No.	BFRS Title	Adoption Status of ICAB	Remarks
BFRS 1	First-time adoption of International financial Reporting Standards	Adopted as BFRS 1, effective on or after 1 January 2009	N/A
BFRS 2	Share-based Payment	Adopted as BFRS 2, effective on or after 1 January 2007	N/A
BFRS 3	Business Combinations	Adopted as BFRS 3, effective on or after 1 January 2010	Applied
BFRS 4	Insurance Contracts	Adopted as BFRS 4, effective on or after 1 January 2010	N/A
BFRS 5	Non-current Assets Held for Sale and Discontinued Operations	Adopted as BFRS 5, effective on or after 1 January 2007	N/A
BFRS 6	Exploration for and Evaluation of Mineral Resources	Adopted as BFRS 6, effective on or after 1 January 2007	N/A
BFRS 7	Financial Instruments: Disclosures	Adopted as BFRS 7, effective on or after 1 January 2010	Applied
BFRS 8	Operating Segments	Adopted as BFRS 8, effective on or after 1 January 2010	N/A
BFRS 9	Financial Instruments	Adopted as BFRS 9, effective on or after 1 January 2013	Applied
BFRS 10	Consolidated Financial Statements	Adopted as BFRS 10, effective on or after 1 January 2013	Applied
BFRS 11	Joint Arrangements	Adopted as BFRS 11, effective on or after 1 January 2013	N/A
BFRS 12	Disclosure of Interests in other Entities	Adopted as BFRS 12, effective on or after 1 January 2013	Applied
BFRS 13	Fair Value Measurement	Adopted as BFRS 13, effective on or after 1 January 2013	Applied

CEO and CFO's Declaration to the Board

Dated: 15 March 2016

The Board of Directors
Summit Power Limited
18, Kawran Bazar C/A
Dhaka-1215.

Subject: CEO and CFO's Declaration to the Board

Dear Sirs,

Compliance with the condition no. 6 imposed by Bangladesh Securities & Exchange Commission's Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 issued under section 2CC of the Securities and Exchange Ordinance, 1969.

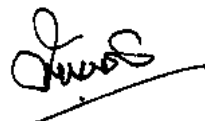
We do hereby certify to the Board that:

- i) We have reviewed financial statements for the year ended 31st December 2015 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 together present a 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 violation of the Company's code of conduct.

Sincerely yours,



Ayesha Aziz Khan
Director (Finance)



Lt Gen (Retd) Abdul Wadud
Managing Director

Sustainability Report

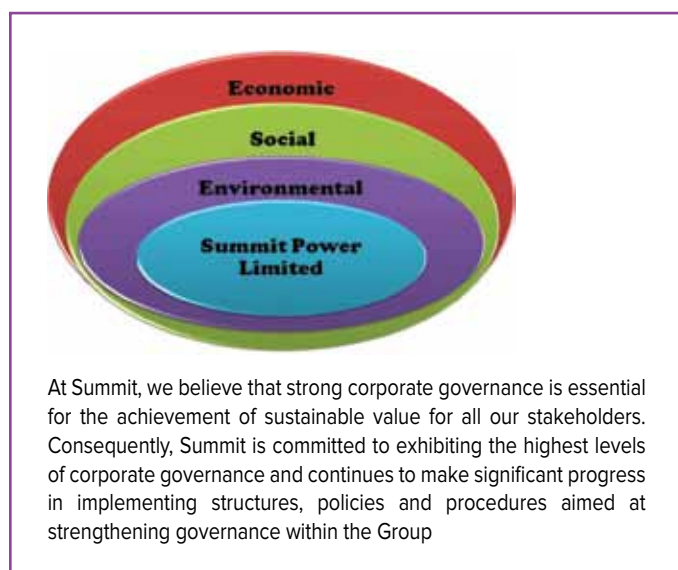
It is the precondition for a successful business to work for sustainable-responsibility or responsible-sustainability! If the nature sustains, the world and the community will sustain, so will we. By the term Sustainability, we recognize –

“Meeting the needs of the current generation without compromising the ability of future generations to meet their needs (Brundtland commission, 1987)”

Sustainability has always been an integral part of the operations of Summit Power Limited. We have always undertaken projects those were sustainable - environmentally, ecologically, and socially. So, it is our pleasure to present the Sustainability Report of the year.

We ensure that our projects and initiatives align with superior sustainability management hence our sustainability goals focus on – generating and providing uninterrupted reasonably priced electricity, efficient utilization of our capital and human resources and continuous improvement of customer satisfaction and resource management.

The Triple-Bottom Line



Summit believes that Sustainable Development is simply the development, which does not deplete over time. Rather, it is increasing and sustainable. Whenever we think about sustainability, we believe that it has to be in favor of economy, society and environment as well. It is simply maintaining the potentials of these three elements of surrounding/ nature – Maintaining Triple-Bottom Line (People, Planet and Profit).

Summit is fully committed to effective corporate governance thus emphasizes the following issues of days to day business -

- Code of Business Conduct and Ethics
- Gift and Benefits
- Insider Trading
- Dividend Distribution
- Related Party Transaction
- Board Appointment Process
- Proper Communication with Customer
- Employee and Director Remuneration and Benefit
- Records Management
- Information Disclosure
- Environmental, Health, Safety & Security

As Summit always believes in win-win approach, we believe a sustainable development with all our stakeholders. This year has been another year whence we have continued our efforts to integrate sustainable practices into each and every aspect of our business, thus creating greater value for all our stakeholders including our consumers, employees, shareholders and the community.

Our Consumers

We strive to continuously increase the generation capacity of our power plants so that our nation can enjoy uninterrupted electricity supply. We have been working rigorously to generate and provide uninterrupted supply of electricity to our country as per their demand by meeting all the requirements of Power Purchase Agreements signed between the company and the valued patron. We integrate the philosophy of “Pioneering Spirit” with “Continuous Improvement” by efficient utilization of Capital, Machines, Materials and Human Resources.

Our Innovations

SPL regularly invests in maintaining its plants and equipments and acquires technical knowhow, expertise and equipments from world known brands such as Wartsila, Caterpillar and GE Jenbacher. Its ongoing investment in achieving superior innovation by knowledge sharing and development of knowledge pool among the employees helps in sustaining its operational excellence and efficiency.

Our People

The HR policy of SPL advocates geographical, cultural and gender diversity in the workplace and promotes co-operation among the employees by providing them with an amicable atmosphere.

Our Social Responsibility Goals

While pursuing any business activity at SPL, it is obligatory for all to be as socially responsible as possible. As per our perceived social responsibility, we feel pleasure to invest in supporting the less

fortunate area of our community in protecting the environment that provides us with the precious air, water and earth that we survive in. For preservation of valuable natural resources, the Company takes every measures to minimize the consumption of fuel, electricity and other natural resources.

Forward Looking Strategic Priorities

To further instigate our sustainability management we have vowed to focus on the following goals:

- Build a Company that is stable financially, economically and implements efficient risk and asset management policies.
- Continue to deliver superior customer service that dictates reliability and quality as excellence in the minds of all end consumers.
- Promote a collaborative team work spirit among the employees so that they think of their fellow workers as family rather than mere associates.
- Make sure that the Board of Directors take Corporate Governance issues seriously and all financial decisions not only ethical and in accordance with the concerned rules and legislations but also environmentally and socially.
- Maintaining the implemented Integrated Management System (IMS), which includes - ISO 9001 : 2000 – Quality Management System (QMS), ISO 14001 : 2004 – Environmental Management System (EMS), BS 18001 : 2007 – Occupational Health & Safety (OH&S).

We understand that communication that is balanced and accurate generate trust; hence, we aim to develop an approach to stakeholders engagement, which supports our sustainability aspirations. In the light of this, we are committed to measure, audit and publicize report to our stakeholders engagement activities and performance.



By virtue of the nature of our operations, we build and maintain strategic, ongoing relationships with our Stakeholders.

Investment Approach to Sustainability



Summit considers sustainability as investment, which gives return in future. To be specific –

Investment in Country RESULTS More Investment potential

Investment in Economy RESULTS Bigger economy ton venture

Investment in Community RESULTS Capacity Development

Investment in Environment RESULTS Better Living

Conservation of Environment for Sustainability

Biodiversity entails protecting plant and animal species and ecosystems. This is an essential component of our health, safety and environmental commitments.

We address biodiversity conservation during the planning and development of major projects by conducting environmental impact assessments, collecting key environmental data and implementing mitigation and monitoring programs to reduce impacts. We also consider the issues like - Waste Management, Water Management, Oil Spillage, Emission to Air and Discharge into Water etc

We would like to have the privilege to convey our gratitude to all, who trust and rely upon the lead of this management. Specifically, we would like to thank those talents and intellectuals of SPL who put in immense efforts to take the Company to the position, it is in today and also thank our customers for the trust they had vested upon us. Finally, we would like to thank you all, our shareholders, and promise to augment the investment you have made in your Company so that you can be as proud of your Company as we are for it.



Statement of Corporate Governance

Summit perceives 'Corporate Governance' as a system, which involves the alignment of interests among all the stakeholders. Governance is a mechanism of distribution of rights and responsibilities among different participants in the corporation (such as the board of directors, managers, shareholders, creditors, auditors, regulators, and other stakeholders) for monitoring the actions, policies and decisions of corporations under the lime light of social, environmental, regulatory and commercial environment.

The philosophy of corporate governance of the Company is aimed at conduct of company/ top management to ensure that no decision is being taken at the cost of the interest of the community, country as a whole to any stake holder. It refers to the meeting obligations to all the stakeholders and is guided by strong emphasis on transparency, accountability and integrity. It provides the Company with strategic guidance about - how the policies, objectives and manual are set, practiced and achieved, how risk is monitored and assessed, and how the performance is maximized not at the cost of the future/ long term sustainability. It also question about the consistency with the rule of law and clearly articulate the division of responsibilities among different supervisory, regulatory and implementation authorities.

Keeping in view the size, complexity and operations, the governance framework of our company is based on the following principles:

- That the Board is appropriate in size and members are committed to their respective duties and responsibilities
- That the Company is operated by a well defined management structure
- That timely flow of information to the Board and its Committees are ensured to enable them discharge their functions effectively
- That a sound system of risk management and internal control is in place.
- That the Company has a sound asset management policy, which assures that proper records are maintained in case of capital expenditures of the Company and that no unauthorized use or disposal of any asset occurs.
- That timely and balanced disclosure of all material information concerning the Company is made to all Stakeholders.
- That all transactions of the Company are transparent and accountability for the transactions is well established.
- That all regulatory and statutory rules and regulations are complied with.
- Meeting the needs of the current generation without compromising the ability of future generation to meet their needs.
- Always considering a holistic (social, economical and environmental) approach for decision making, venture exploring and problem solving.

The Responsibilities of the Board

To ensure effective maintenance of corporate governance, the Board of Summit Power Limited (Summit) formulates strategic objectives and policies for the Company, provides leadership and supervises management actions in implementing those objectives of the Company. In Summit, the Board of Directors fully control the Company's affairs and is also accountable to the shareholders. The Board firmly believes that the success of the Company depends largely on the prevalence of a credible corporate governance practice.

In discharging its responsibilities, the Board fulfills certain key functions, including:

- Board members should be informed and act ethically and in good faith, with due diligence and care, in the best interest of the company and the shareholders.
- Reviewing and guiding corporate strategy, major plans of action, risk policy, annual budgets and business plans; setting performance objectives; monitoring and implementing corporate performance.
- Ensuring the integrity of the Company's accounting & financial reporting systems, in particular, systems for risk management, financial and operational control and compliance with the law and relevant standards.
- Reviewing Company's financial statements and oversee its compliance with applicable audit, accounting and reporting requirements. In doing so the Company:
 - Applies suitable accounting policies;
 - Makes prudent judgments and estimates where needed;
 - Ensure all applicable accounting standards have been followed, all material departures have been disclosed and explained in the notes to the financial statements;
 - Make sure the accounting records present the financial position of the Company accurately;
 - Prepares the financial statements on a going concern basis.
 - Ensure the integrity of the corporations accounting and financial reporting systems, including their independent audit.
 - Monitoring implementation and effectiveness of the approved strategic and operating plans.
 - Oversee major acquisitions and divestitures and establish Company's value.
 - Oversee the corporate governance of the Company
 - Select, compensate, monitor and replace key executives and oversee succession planning.
 - Ensure a formal and transparent board member nomination and election process.
 - Ensure appropriate systems of internal control are established.
 - Where committees of the board are established, their mandate, composition and working procedures should be well-defined and disclosed.

- Align key executive and board remuneration (pay) with the longer-term interests of the company and its shareholders.

The Company's policy is to maintain optimum combination of Directors. The Managing Director of the Company is a non-shareholder ex-officio Director and the Board has appointed two independent Directors as per the BSEC's requirement. The short introduction of the Directors has been described in earlier pages. The Board ensures that the activities of the Company are always conducted with adherence to high ethical standards and in the best interest of the shareholders.

Board meetings and procedures

The number of meetings held during the financial year ended 31 December 2015 was 05. The procedures of the board meeting are mentioned below:

- (a) **Selection of Agenda:** The Chairman of the Board, in consultation with Managing Director sets the agenda for Board meetings with the understanding that the Board is responsible for providing suggestions for agenda items that are aligned with the advisory and monitoring functions of the Board. Any member of the Board may request that an item be included on the agenda.
- (b) **Board Materials:** Board materials related to agenda items are provided to Board members sufficiently in advance of Board meetings to allow the Directors to prepare for discussion of the items at the meeting.
- (c) **Senior Management in the Board meeting:** At the invitation of the Board, members of senior management attended Board meetings or portions thereof for the purpose of participating in discussions.

The Responsibilities of the Management

To ensure effective maintenance of corporate governance, the Management of Summit Power Limited (Summit) formulates and implements tactical plan to align the organization as per strategic objectives and policies provided by the Board. In Summit, the Management is in full control of the Company's affairs and is also accountable to the Board. The Management firmly believes that the success of the company is achieved through fair practice of the corporate governance framework.

In discharging its responsibilities aligned with the defined policies and objectives of the board of directors, the Management fulfills certain key functions including -

- Implementing and providing feedback about - the corporate strategy, major plans of action, risk policy, annual budgets and business plans and performance objectives.
- Assisting the Board to ensure the integrity of the Company's accounting & financial reporting systems, in particular, systems for risk management, financial and operational control and compliance with the law and relevant standards.
- Assisting the Board to review the Company's financial statements and oversee its compliance

with applicable audit, accounting and reporting requirement.

- Assisting the Board to monitor and implement the effectiveness of the approved strategic plans by adopting relevant tactical and operating plans.
- Establish Company's values as defined by the Board.
- Monitor and provide feedback about the corporate governance of the Company to the Board.

The Management builds the confidence of the Board by ensuring that the activities of the Company are always conducted with adherence to high ethical standard and in the best interest of the shareholders and other stakeholders while optimizing the wealth of the Company.

Internal Control Framework

Our understanding about Internal Control aligns with the COSO Internal Control Integrated Framework, a widely used framework of internal control, which is broadly defined as a process, carried out by an entity's board of directors, management, and other personnel. It is designed to provide reasonable assurance regarding the achievement of objectives relating to operations, reporting, and compliance.

The Company has adequate system of internal control in place. The well defined organization structure, predefined authority levels, documented policy guidelines and an extensive system of internal controls ensure optimal utilization and protection of resources, reporting of financial transactions and compliance with applicable laws and regulations. The system also ensures that assets are safeguarded against loss from unauthorized use or disposition.

Everyone in an organization has responsibility for internal control to some extent and all personnel should be responsible to ensure a healthy internal control system. The roles and responsibilities of the major entities are as follows –

Board of directors

The Board of directors provides governance, guidance and oversight to the management. Our board members are objective, capable and inquisitive. They also have knowledge of the entity's activities and environment, and commit the time necessary to fulfill their board responsibilities. Management may be in a position to override controls and ignore or stifle communications from subordinates, enabling a dishonest management which intentionally misrepresents results to cover its tracks.

Management

The top manager of the organization has overall responsibility for designing and implementing effective internal control to ensure the requirement of the board. The top management is also liable for the issues those affects integrity and ethics and other factors of a positive control environment. In our company, the top management fulfills this duty by providing leadership and direction to senior managers and reviewing the way

they're controlling the business. Senior managers, assign responsibility for establishment of more specific internal control policies and procedures to personnel responsible for the unit's functions.

Auditors

The internal auditors and external auditors of the organization also measure the effectiveness of internal control and report them accordingly. They assess whether the controls are properly designed, implemented and working effectively, and make recommendations on how to improve internal control. They may also review Information technology controls, which relate to the IT systems of the organization. There are laws and regulations on internal control related to financial reporting in a number of jurisdictions. To provide reasonable assurance that internal controls involved in the financial reporting process are effective, they are tested by the external auditor (the organization's public accountants), who are required to opine on the internal controls of the company and the reliability of its financial reporting.

Audit committee

Summit Power Limited has a very well defined audit commit, similar like other committees. The roles and the responsibilities of the audit committee are as follows -

- a) Discuss about the quality and adequacy of the organization's internal controls system and risk management process, and their effectiveness and outcomes with management, internal and external auditors and major stakeholders.
- b) Review and discuss with management and the external auditors and approve the audited financial statements of the organization and make a recommendation regarding inclusion of those financial statements in any public filing. Also review with management and the independent auditor the effect of regulatory and accounting initiatives as well as off-balance sheet issues in the organization's financial statements.
- c) Review and discuss with management the types of information to be disclosed and the types of presentations to be made financial and investment related issues.
- d) Confirm the scope of audits to be performed by the external and internal auditors, monitor progress and review results and review fees and expenses. Review significant findings or unsatisfactory internal audit reports, or audit problems or difficulties encountered by the external independent auditor. Monitor management's response to all audit findings.
- e) Manage complaints concerning accounting, internal accounting controls or auditing matters.
- f) Receive regular reports from the Top Management and the Company's other Control Committees regarding deficiencies in the design or operation of internal controls and any fraud that involves management or other employees with a significant role in internal

controls.

- g) Support management in resolving conflicts of interest. Monitor the adequacy of the organization's internal controls and ensure that all fraud cases are acted upon.

Remuneration committee

The roles and the responsibilities of the remuneration committee of our company are as follow –

- a) Approve and oversee administration of the Company's Compensation Policy.
- b) Review and approve specific compensation matters for the key executives.
- c) Review, as appropriate, any changes to compensation matters for the officers listed above with the Board.
- d) Review and monitor all human-resource related performance and compliance activities and reports, including the performance management system.
- e) They also ensure that benefit-related performance measures are properly used by the management of the organization.

Operating staff

The company perceives that all staff members are responsible for reporting problems of operations, monitoring and improving their performance, and monitoring non-compliance with the corporate policies and various professional codes, or violations of policies, standards, practices and procedures. Their particular responsibilities are documented in their individual personnel files. In performance management activities they take part in all compliance and performance data collection and processing activities as they are part of various organizational units and may also be responsible for various compliance and operational-related activities of the organization. Staff and junior managers are also involved in evaluating the controls within the organizational unit using a control self-assessment.

Subsidiary Companies

Summit Power Limited has three subsidiary companies and in accordance with the corporate governance guidelines set by BSEC, the Company ensured that -

- The conditions stating how the Board of Directors should be composed including the requirement to appoint independent directors is fulfilled.
- The independent directors of the Company are also appointed as such in the subsidiary companies.
- Activities and transactions of the subsidiary Companies are also reviewed at the Board meetings of the Company.
- Minutes of the Board meetings of the subsidiaries are reviewed by the Board of the Company as well.
- Audit Committee of the Company assessed the financial statements of the subsidiary companies as well.

Any conflicts of interest that may have arisen during intercompany transactions were mitigated effectively.

ANNEXURE-6**Various Policies*****In Implementing the Integrated Management System Summit Power Limited (SPL) has Adopted the Following Policies:*****Quality Policies:**

1. Establishing a Quality Management System (QMS) as per ISO 9001:2008 and maintain it with commitment for continual improvement of the QMS.
2. Consider quality as an integral part of any activity, not being dissociated or delegated.
3. Apply quality management as a dynamic, evolutionary practice, with permanent feedback and improve the performance in the areas of Energy Exported, Fuel Consumption per MWH of Energy Exported, Engine Running Time (Generation Period), Availability Factor, Heat Rate per Day, Shut Down (Mechanical), Shut Down (Electrical), Shut Down (Sub-Station), Shut Down (Less Energy Demand), No. of Voltage Fluctuation (Beyond Range), No. of Frequency Fluctuation (Beyond Range),
4. Commit the whole Company, suppliers and business partners to the highest quality standards of services provided to the customer, while complying fully with the legal requirement to the generation and supply of electricity.
5. Keep education and training programs for the employees in issues related to quality, extensible to suppliers and business partners.
6. Evaluate and recognize the quality of the work performed by the employees, individually or collectively, as well as by suppliers or business partners.
7. This policy is communicated to all the employees within all relevant levels of the organization, and made them understand
8. Is reviewed from time to time for its continuing suitability.

Environmental Policies:

Summit Power Limited (SPL), is very much aware of its social responsibility, is sensitive to the global environment protection efforts, and considers its mission to contribute to the sustainable development of the country. Continuous improvement, waste minimization, pollution prevention, as well as the commitment of the employees will be the basis for the implementation of this policy. Therefore, SPL commits to –

1. Practice environmental management as a dynamic, evolutionary process, and with permanent feedback.
2. Seek full compliance with legislation, applicable standards, and other requirements, resulting from agreements signed by the organization, and wherever possible, overcome them.
3. Minimize any significant adverse environmental impacts of new developments using integrated environmental management procedures and planning
4. Provide the sites with adequate facilities, aiming at the

environmental protection, associated with adequate employee-workplace environment integration.

5. Implement generation techniques and use of resources that judiciously minimize the generation of waste that is hazardous to the environment.
6. Encourage the adoption of these principles by suppliers, partners and service providers.
7. Disseminate this policy by educating and training employees, and encourage them to conduct their activities in an environmentally responsible manner.

Occupational Health and Safety Policies:

Summit Power Limited (SPL) strongly believes that the achievement of organizational success must be accompanied by a resolute commitment towards the health and safety of all its employees. SPL commits itself to the following Occupational Health and Safety Policy-

1. Ensure a healthy and safe work environment to employees and provide resources for awareness, preliminary risk evaluation, training and monitoring of health and accident risks.
2. Ensure consistency of SPL's health and safety procedures with the relevant legislative requirements, other requirements to which SPL subscribes and introduce necessary additional requirements to make certain of a safe and healthy workplace.
3. Incorporate occupational health and safety considerations in the planning stage of product and process design.
4. Continually strive to eliminate any foreseeable hazards, which may result in property damage, accidents, or personal injury/illness.
5. Continually improve in OH&S management and OH&S performance
6. Be prepared for emergencies and act promptly to eliminate their resulting incidents/accidents.

ANTI BRIBERY & CORRUPTION POLICY**THE POLICY**

This document sets out the long-standing policy of Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries on combating bribery and corruption. It was endorsed by the Board of Directors of the Company on May 10, 2014 and applies to all subsidiaries in the group.

The policy consists of two Principles and a series of Practical Procedures to give effect to those Principles. The objective of the Policy is to clearly set out the Company's 'Zero Tolerance' approach bribery and corruption.

The Principles

1. Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries will not pay & will not accept bribes, either directly or via third parties, in any circumstances. Breaches or attempted breaches of this principle by an employee will be regarded as an act of gross misconduct.
2. Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries will seek to encourage an equivalent policy in other business entities with which it has a significant business relationship.

Practical Procedures

1. Responsible Director

Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries will at all times nominate a Director to be responsible for overseeing the application of this anti-bribery and corruption policy and the Principles and Practical Procedures and for keeping a written risk assessment up to date.

The Director will be sufficiently senior to be fairly regarded as independently minded.

The first Director responsible for this role is Ms. Ayesha Aziz Khan. In discharging this role she will report to the Board of Directors of the company.

2. Training

Compulsory training will be provided to staff so that they are aware of this policy, relevant legislation and their obligations under the policy and their contract of employment.

3. Senior Management Information

Senior management will be kept informed of the steps to implement the Principles and the Practical Procedures, of the conclusions of any reviews and of any material findings arising out of the work of Ms. Ayesha Aziz Khan.

4. Review

Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries will monitor, review and at least annually report on the effectiveness of and adherence to its Principles, the Practical Procedures and the steps to implement them. The report will be submitted for approval by the Board of Directors.

5. Internal Record Keeping

Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries will ensure that records are maintained of such reviews and the consequent reports to its senior management.

6. Communication

Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries will communicate its Principles and Practical Procedures and its approach to their implementation to its employees and will publish this policy on its website and in its HR Policy. It will communicate its approach to their implementation to those that supply material goods & services to it both directly by correspondence but also by a clear statement on its website.

7. Employee Conduct

Employees are required to report any knowledge or suspicions of the offering, request for, receipt or payment of a bribe. A failure to do so may amount to gross misconduct.

No employee will suffer demotion, penalty or other adverse consequence for refusing to pay or accept a bribe even if such a refusal may result in Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries losing business or failing to win a deal.

8. Whistle blowing

Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries regards the reporting of any instance of bribery or attempted bribery as a legitimate example of 'whistle blowing' and affirms that no employee will suffer demotion, penalty, or other adverse consequences for reporting examples of or suspicions of the offer or request for or the receipt or payment of bribes.

9. Gifts Register

Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries will continue to keep records of the gifts and corporate hospitality given and received by its staff. These records will be reviewed regularly.

10. Contractors and Associates

Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries requires screening procedures to be carried out on those of its agents, advisers, contractors, intermediaries, and other representatives who supply material goods and services to it ("Associates") to protect Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries from the risk of it being associated with illegal or corrupt payments (or of payments purportedly being made on its behalf) and to ensure that the highest ethical standards are maintained.

Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries requires that Associates are made aware of its Anti-Bribery Principles and Practical Procedures; to confirm that they will not make or receive any payment that put it in breach of those Principles and that such Associates have adequate procedures for preventing their own staff engaging in the receipt or payment of bribes, kickbacks etc.

11. Reporting

The report and accounts of Summit Industrial & Mercantile Corporation (Pvt.) Ltd. (SIMCL) & its subsidiaries and the Agenda for the Annual General Meeting will include a report on the workings and effectiveness of this policy including the number of reports of bribery and corruption received and a short summary of any investigations into them.

Aiming at ensuring the implementation of the actions related to meet the system requirements, organizational issues are dealt with by Management Representative supported by the Deputy Management Representatives of Quality Management, Environmental Management and Occupational Health and Safety Management.

Community awareness and obligations

Community awareness programs are undertaken to make the community more informed, alert and self-reliant in close collaboration with government and non-governmental organizations. Community awareness is the key to community participation. The community will become more self-reliant in the long run and less dependent on the government or any other external agency. The most important benefit of community awareness is that it allows the community to judge its own strengths and weaknesses and identify the areas in which it needs outside assistance. Summit works supports various organizations to enhance community awareness to improve the capacity of the community for better living. Following are some areas, where Summit exercises its social responsibilities -

SEID TRUST	SEID Trust is a non-governmental voluntary development organization that has been working for social inclusion and promoting the rights of underprivileged children with intellectual disabilities, autism etc. since 2003. Summit assists SEID Trust to improve the condition and position of children with intellectual & multiple disabilities as well as autism. From 2010, Summit is also providing support to run the SEID Trust Community Therapy Centre at Kamrangir Char. A group of 80 underprivileged children with intellectual and multiple disabilities are getting support in terms of pre-primary and special education, education materials, physiotherapy and speech therapy, counseling and medical services, sports and cultural activities and lastly food and transport facilities. The parents of disabled children belong to different professions such as rickshaw hauling, day labor, domestic worker or housemaid etc.
Siraj Khaleda Memorial Hospital	Siraj Khaleda Trust is a fund set up by Summit Group. This Trust has funded the construction of a 200 bed civil hospital at a cost of Tk 12 crore in two phases on the land provided by Cantonment board. The hospital was inaugurated on 13 May, 2012 and it provides high quality medical care and facilities to distressed and underprivileged people. The Trust also provides educational and rehabilitation support to the economically disadvantaged people of Bangladesh.
Prothom Alo Trust	Prothom Alo proactively involves itself in various philanthropic activities through Prothom Alo Trust. The initiatives of Prothom Alo Trust include but not limited to combat against acid violence and rehabilitation of female acid survivors, anti-drug awareness campaign, and fund for disadvantaged meritorious students – Adamy Medhabi, Relief Fund, standing by persecuted journalists etc. Summit proudly aids this trust in carrying out its philanthropic activities.
Proyash	PROYASH is an institute run by Bangladesh Army dedicated to educate and train children and youths with special needs. The institute is also working to generate awareness about disability in Bangladesh, develop quality teachers, therapists and caregivers, and empower persons with disability to ensure equal opportunities and promote disability friendly right based society. You will be proud to know that your Company provides extensive financial help to encourage the workings of this institute further.
Spelling Bee	Summit has joined the Daily Star and Champs21.com to organize Spelling Bee Contest in which last year nearly 300,000 students of class VI to X from across the country participated. It was an effort to aware students to learn and practice English.

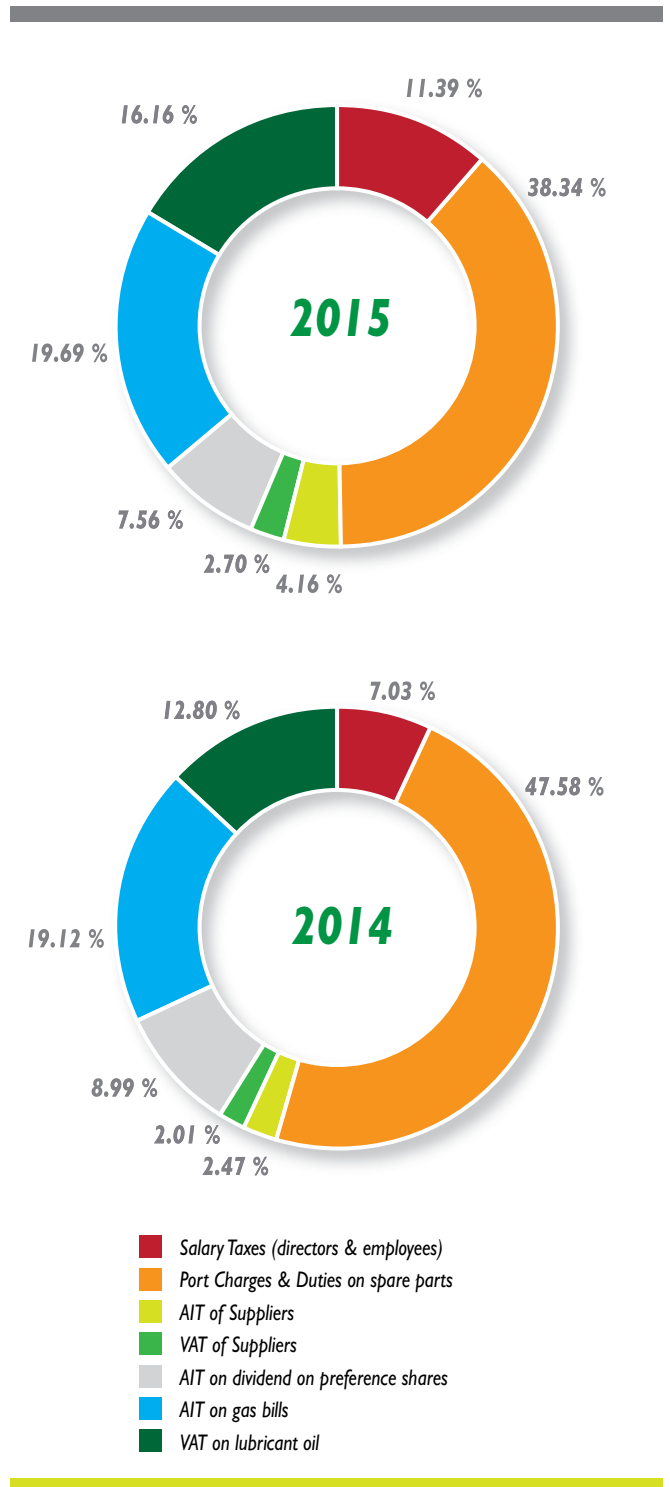
Some other areas, where summit supported this year but not limited to - Department of EEE of BUET Ahsanullah University, University of Asia Pacific; ex-students association of Chittagong University and Engineering and Technology; Bangladesh Scouts; International Conference on Electrical Engineering and Information Communication Technology 2014; The Institution of Engineers; Bangladesh Reunion; World Environment Day 2015; National Youth Day 2015; Bangabandhu Sheikh Mujib Medical University (BSMMU); Shurer Dhara; Birds Conservation Project; Kurmitola Golf Club; Amature Cup Golf Tournament 2016; National Electricity Week; Celebration of the Birth Anniversary of Shilpacharya Zainul Abedin; various Schools, Mosques, Madrashes and Orphanage.

Contribution to the National Exchequer & the Economy

Electricity is one of the main driving forces of the economy and it has a diversified use and multiplier effect on the economy. Significantly in the development of industrialization, electricity as fuel has no alternative. This year your company added 1,976 million units (Kwh) of electricity to the national grid. This addition has contributed notably in enhancing industrial productions and providing more job opportunities throughout the country. As a shareholder you can be proud of your Company's contribution to Bangladesh. The Company is now set to increase and enhance its contribution to national economy in the years to come.

Your Company/group has received exemption from all such taxes from the Government of Bangladesh under the private sector power generation policy for a period of 15 years from start of its commercial operation. Such exemption will expire in February 2018 for Summit Power Limited, June 2024 for Summit Purbanchol Power Company Limited, and March 2024 for Summit Uttaranchol Power Company Limited. While Summit Narayanganj Power Limited is exempted from tax for a period of 5 years from the start of its commercial operation dated on 1 April 2011. Conversely, it has contributed a significant amount to the national exchequer in the form of different duties, taxes and VAT while importing spare parts for the power plants' maintenance work and at investment in capital and money market. The details of such contribution to the Nation Exchequer and the Economy is as follows –

Forms of Contribution	Amount	
	2015	2014
Salary Taxes (directors & employees)	23,907,720	20,199,300
Port Charges & Duties on spare parts	80,502,003	136,770,542
AIT of Suppliers	8,742,210	7,088,873
VAT of Suppliers	5,664,504	5,778,742
AIT on Dividend on Preference Shares	15,872,046	25,846,058
AIT on Gas Bills	41,343,792	54,975,128
VAT on Lubricant Oil	33,932,191	36,810,398
Total	209,964,466	287,469,041



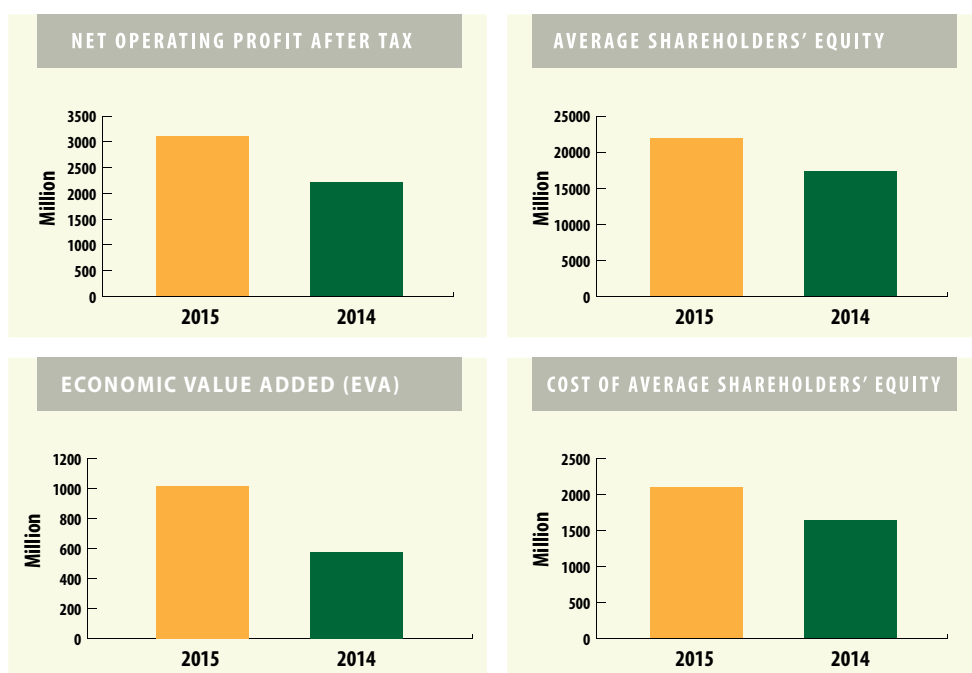
Economic Value Added (EVA) Statement For the year ended 31 December 2015

Economic Value Added (EVA) is a measure of a company's financial performance based on the residual wealth calculated by deducting cost of capital from its operating profit (adjusted for taxes on a cash basis). The formula for calculating EVA is as follows:

$$\text{EVA} = \text{Net Operating Profit after Taxes (NOPAT)} - (\text{Capital} \times \text{Cost of Capital})$$

	2015	2014
	Taka	Taka
Net operating profit after tax	3,103,662,110	2,219,277,513
Average shareholders' equity	22,013,251,714	17,340,297,903
Cost of capital*	9.50%	9.50%
Cost of average shareholders' equity	2,091,258,913	1,647,328,301
Economic Value Added (EVA)	1,012,403,197	571,949,212

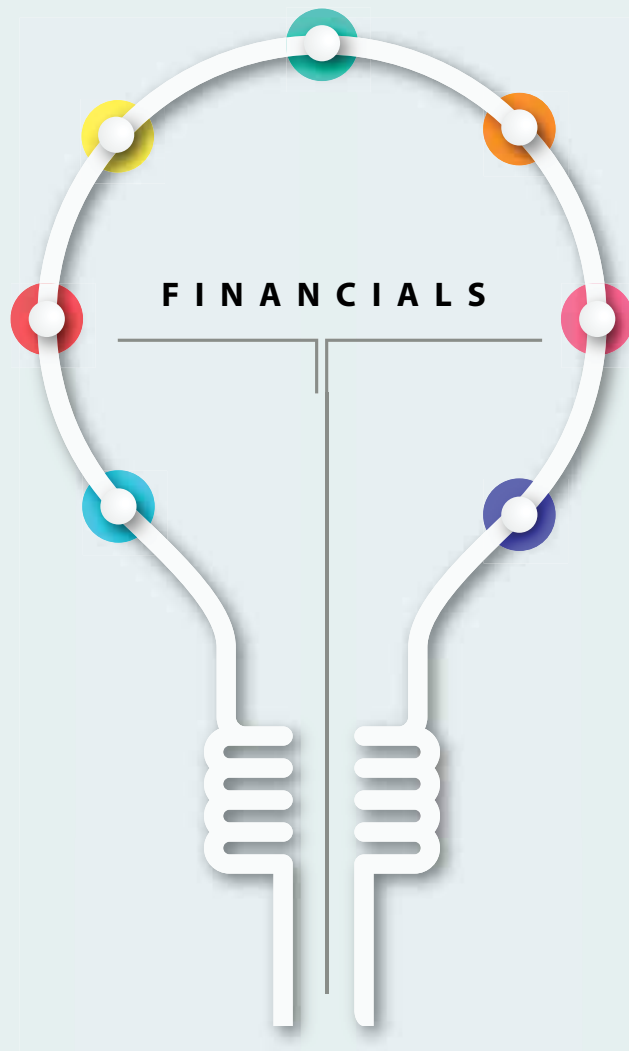
*Cost of capital is based on interest of 5 years Government Treasure Bond plus a standard risk premium.



Value Added Statement- 2015

A Value added statement (VAS) is regarded as part of social responsibility accounting. A value added statement shows the wealth or value created and is attributed to all stakeholders rather than just the shareholders. The value added statement (VAS) reports on the income earned by a large group of stakeholders, all the providers of capital plus employees and the government.

Value added:	2015	2014
	Taka	Taka
Revenue	6,244,859,180	6,109,044,517
Other income including interest income	394,513,420	265,130,735
Cost of sales, excluding depreciation	(1,987,704,421)	(1,862,026,986)
Share of profit from associate company	635,417,604	-
Other operating expenses, excluding depreciation	(580,290,467)	(521,947,639)
Total value added	4,706,795,316	3,990,200,627
Distribution of added value:		
To employees as salaries and allowances	240,428,155	213,968,115
To directors as salaries and allowances	69,695,627	62,647,418
To banks and other lenders	216,345,414	415,981,827
To shareholders	1,487,548,395	1,180,593,965
	2,014,017,591	1,873,191,325
Retained for reinvestment & future growth:		
Depreciation and amortization	718,419,106	734,379,801
Retained profit	1,974,358,619	1,382,629,501
	2,117,009,302	2,117,009,302
	4,706,795,316	3,990,200,627



Independent Auditor's Report

TO THE SHAREHOLDERS OF SUMMIT POWER LIMITED

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Summit Power Limited and its subsidiaries and associates ("the Group") as well as the separate financial statements of Summit Power Limited ("the Company"), which comprise the consolidated and separate statement of financial position as at 31 December 2015, the consolidated and separate statement of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information. The financial statements of two subsidiaries and four associates disclosed in note 44 to these financial statements were not audited by us.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on the consolidated and separate financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entities internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the consolidated financial statements of the Group and the separate financial statements of the Company give a true and fair

view of the financial position of the Group as well as of the Company as at 31 December 2015, and of its financial performance and its cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards.

Emphasis of Matters

We draw users' attention to Note 1.3 to the financial statements, where management explains that the existing Power Purchase Agreement between Summit Narayanganj Power Limited and Bangladesh Power Development Board is due to expire on 31 March 2016 and that management believes the agreement will be extended for a further five years.

We also draw users' attention to Note 10 to the financial statements, where management explains that the receivables from Bangladesh Rural Electrification Board is recoverable based on the outcome of recent arbitration.

Our opinion is not qualified with regard to either of the above matters.

Other matter

The consolidated financial statements of the Group and the separate financial statements of the Company for the year ended 31 December 2014 were audited by another auditor who expressed an unqualified opinion with emphasis of matter paragraph on those financial statements on 30 April 2015 to draw attention to acquisition of shares of Summit Meghnaghat Power Company Limited by the Company from Summit Corporation Limited on 31 December 2014.

Report on Other Legal and Regulatory Requirements

In accordance with the Companies Act 1994 and the Securities and Exchange Rules 1987, we also report the following:

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



Dhaka, 15 March 2016

Consolidated and separate statement of financial position

Figure in Taka

Particulars	Note	31 December 2015		31 December 2014		1 January 2014
		Consolidated	Separate	Consolidated (Restated)	Separate	Consolidated (Restated)
Assets						
Property, plant and equipment	4	12,443,409,779	3,487,900,550	13,016,326,309	3,716,049,894	13,261,427,574
Intangible assets	5	7,666,678	7,666,678	8,033,343	8,000,010	8,596,040
Investment in subsidiaries	6	-	1,639,789,350	-	1,639,789,350	-
Investment in associates	7	5,007,090,056	4,371,672,452	4,136,772,452	4,136,772,452	100,000,000
Available-for-sale financial assets	8	4,784,316,743	4,784,316,743	3,647,104,361	3,647,104,361	2,995,100,662
Non-current assets		22,242,483,256	14,291,345,773	20,808,236,465	13,147,716,067	16,365,124,276
Inventories	9	1,117,380,835	431,590,997	1,193,964,986	463,653,462	1,334,837,627
Trade receivables	10	2,991,996,204	2,420,797,031	2,839,050,063	1,818,892,396	2,008,611,219
Sundry receivables	11	124,911,865	116,766,861	87,466,579	85,651,079	79,676,089
Inter company receivables	12	-	15,970,401	-	200,271,223	-
Due from associates	13	-	-	31,709,443	31,615,443	2,127,684
Advances, deposits and prepayments	14	158,608,520	89,693,807	179,529,312	105,940,668	169,541,404
Cash and cash equivalents	15	1,908,632,190	195,041,346	1,903,769,977	770,762,695	1,556,977,673
Current assets		6,301,529,614	3,269,860,443	6,235,490,360	3,476,786,966	5,151,771,696
Total assets		28,544,012,870	17,561,206,216	27,043,726,825	16,624,503,033	21,516,895,972
Equity						
Share capital	16	8,264,157,750	8,264,157,750	7,870,626,430	7,870,626,430	5,915,402,460
Share premium	17	6,234,626,639	5,634,556,499	6,234,626,639	5,634,556,499	3,501,083,574
Revaluation reserve	43.2(iv)	655,518,559	473,267,901	671,772,007	473,267,901	688,025,459
Fair value reserve		1,128,520,359	1,128,520,359	(8,692,023)	(8,692,023)	(660,695,722)
Retained earnings		7,457,334,331	1,867,308,134	5,518,012,736	1,485,354,444	4,169,792,131
Equity attributable to owners of the company		23,740,157,638	17,367,810,643	20,286,345,789	15,455,113,251	13,613,607,902
Non-controlling interests	18	3,939,468,443	-	3,473,935,549	-	2,987,341,045
Total equity		27,679,626,081	17,367,810,643	23,760,281,338	15,455,113,251	16,600,948,947
Liabilities						
Project loan - non-current	19	-	-	223,217,253	-	1,071,465,349
Redeemable preference shares - non-current	20	-	-	312,254,100	-	778,368,580
Summit Corporation Limited - non-current		-	-	-	-	954,799,154
Finance lease - non-current		-	-	-	-	216,673
Deferred liabilities	21	126,489,706	61,108,321	106,366,954	53,372,026	82,421,960
Non-current liabilities		126,489,706	61,108,321	641,838,307	53,372,026	2,887,271,716
Unclaimed dividend	22	28,153,736	20,668,594	9,829,630	6,270,188	6,047,388
Trade creditors	23	101,363,432	39,284,109	179,090,399	43,917,451	90,118,542
Sundry creditors and accruals	24	77,032,065	63,253,804	102,753,332	65,830,117	94,591,599
Short term loan	25	-	-	1,012,846,312	1,000,000,000	-
Inter company payables	26	-	9,080,745	-	-	-
Project loan - current	19	219,093,750	-	868,500,000	-	868,500,000
Redeemable preference shares - current	20	312,254,100	-	468,368,900	-	468,368,900
Summit Corporation Limited - current		-	-	-	-	500,000,000
Finance lease - current		-	-	218,607	-	1,048,880
Current liabilities		737,897,083	132,287,252	2,641,607,180	1,116,017,756	2,028,675,309
Total liabilities		864,386,789	193,395,573	3,283,445,487	1,169,389,782	4,915,947,025
Total equity and liabilities		28,544,012,870	17,561,206,216	27,043,726,825	16,624,503,033	21,516,895,972


The annexed notes 1 to 44 form an integral part of these financial statements.


Managing Director


Director


Company Secretary

As per our report of same date.


Auditor

Dhaka, 15 March 2016

Consolidated and separate statement of profit or loss and other comprehensive income

Figure in Taka

Particulars	Note	For the year ended 31 December			
		2015		2014	
		Consolidated	Separate	Consolidated	Separate
Revenue	27	6,244,859,180	2,280,795,763	6,109,044,517	2,176,346,257
Cost of sales	28	(2,655,642,813)	(1,092,856,360)	(2,552,585,532)	(984,236,261)
Gross profit		3,589,216,367	1,187,939,403	3,556,458,985	1,192,109,996
Other income	29	269,571,164	659,105,922	166,536,718	384,007,732
General and administrative expenses	30	(630,771,181)	(258,674,868)	(566,768,894)	(222,586,860)
Operating profit		3,228,016,350	1,588,370,457	3,156,226,809	1,353,530,868
Net finance costs	31	(91,403,158)	(25,822,804)	(317,387,810)	(130,612,088)
Share of profit of equity-accounted investees		635,417,604	-	-	-
Profit before tax		3,772,030,796	1,562,547,653	2,838,838,999	1,222,918,780
Income tax expenses		-	-	-	-
Profit after income tax		3,772,030,796	1,562,547,653	2,838,838,999	1,222,918,780
Other comprehensive income					
Items that are or may be reclassified to profit or loss					
Available-for-sale financial assets-net change in fair value	8	1,137,212,382	1,137,212,382	652,003,699	652,003,699
Other comprehensive income		1,137,212,382	1,137,212,382	652,003,699	652,003,699
Total comprehensive income		4,909,243,178	2,699,760,035	3,490,842,698	1,874,922,479
Profit attributable to:					
Owners of the company		3,103,662,110	1,562,547,653	2,219,277,513	1,222,918,780
Non-controlling interests		668,368,686	-	619,561,486	-
		3,772,030,796	1,562,547,653	2,838,838,999	1,222,918,780
Total comprehensive income attributable to:					
Owners of the company		4,240,874,492	2,699,760,035	2,871,281,212	1,874,922,479
Non-controlling interests		668,368,686	-	619,561,486	-
Total comprehensive income		4,909,243,178	2,699,760,035	3,490,842,698	1,874,922,479
Earnings per share					
Basic earnings per share (face value Taka 10)	32	3.76	1.89	3.08	1.70

The annexed notes 1 to 44 form an integral part of these financial statements.



Managing Director



Director



Company Secretary

As per our report of same date.



Auditor

Dhaka, 15 March 2016

Consolidated statement of changes in equity

FOR THE YEAR ENDED 31 DECEMBER 2015

Figure in Taka

Particulars	Attributable to owners of the Company						Non-controlling interests	Total equity
	Share capital	Share premium	Revaluation reserve	Fair value reserve	Retained earnings	Total		
Restated balance as at 1 January 2015	7,870,626,430	6,234,626,639	671,772,007	(8,692,023)	5,518,012,736	20,286,345,789	3,473,935,549	23,760,281,338
Total comprehensive income								
Profit	-	-	-	-	3,103,662,110	3,103,662,110	668,368,686	3,772,030,796
Other comprehensive income	-	-	-	1,137,212,382	-	1,137,212,382	-	1,137,212,382
Total comprehensive income	-	-	-	1,137,212,382	3,103,662,110	4,240,874,492	668,368,686	4,909,243,178
Transaction with owners of the Company								
Cash dividend	-	-	-	-	(787,062,643)	(787,062,643)	(202,835,792)	(989,898,435)
Issue of bonus shares	393,531,320	-	-	-	(393,531,320)	-	-	-
Total transactions with owners of the Company	393,531,320	-	-	-	(1,180,593,963)	(787,062,643)	(202,835,792)	(989,898,435)
Transactions recognised directly in equity								
Transfer from revaluation reserve to retained earnings	-	-	(16,253,448)	-	16,253,448	-	-	-
Total transactions recognised directly in equity	-	-	(16,253,448)	-	16,253,448	-	-	-
Balance as at 31 December 2015	8,264,157,750	6,234,626,639	655,518,559	1,128,520,359	7,457,334,331	23,740,157,638	3,939,468,443	27,679,626,081
Balance as at 1 January 2014, as previously reported	5,915,402,460	3,501,083,574	688,025,459	(660,695,722)	4,431,439,702	13,875,255,473	3,243,977,518	17,119,232,991
Prior year adjustment in retained earnings for goodwill (note 41.3)	-	-	-	-	(518,284,044)	(518,284,044)	-	(518,284,044)
Prior year adjustment in minority interest	-	-	-	-	256,636,473	256,636,473	(256,636,473)	-
Restated balance as at 1 January 2014	5,915,402,460	3,501,083,574	688,025,459	(660,695,722)	4,169,792,131	13,613,607,902	2,987,341,045	16,600,948,947
Total comprehensive income								
Profit	-	-	-	-	2,219,277,513	2,219,277,513	619,561,486	2,838,838,999
Other comprehensive income	-	-	-	652,003,699	-	652,003,699	-	652,003,699
Total comprehensive income	-	-	-	652,003,699	2,219,277,513	2,871,281,212	619,561,486	3,490,842,698
Transaction with owners of the Company								
Cash dividend to non-controlling interest shareholders	-	-	-	-	-	-	(132,838,315)	(132,838,315)
Issue of bonus shares	887,310,360	-	-	-	(887,310,360)	-	-	-
Issue of ordinary shares to Summit Corporation Limited	1,067,913,610	-	-	-	-	1,067,913,610	-	1,067,913,610
Total transactions with owners of the Company	1,955,223,970	-	-	-	(887,310,360)	1,067,913,610	(132,838,315)	935,075,295
Transactions recognised directly in equity								
Transfer from revaluation reserve to retained earnings	-	-	(16,253,452)	-	16,253,452	-	-	-
Share premium on ordinary shares	-	2,733,858,842	-	-	-	2,733,858,842	-	2,733,858,842
Transaction cost for issue of shares	-	(315,777)	-	-	-	(315,777)	(128,667)	(444,444)
Total transactions recognised directly in equity	-	2,733,543,065	(16,253,452)	-	16,253,452	2,733,543,065	(128,667)	2,733,414,398
Restated balance as at 31 December 2014	7,870,626,430	6,234,626,639	671,772,007	(8,692,023)	5,518,012,736	20,286,345,789	3,473,935,549	23,760,281,338

The annexed notes 1 to 44 form an integral part of these financial statements.

Separate statement of changes in equity

FOR THE YEAR ENDED 31 DECEMBER 2015

Figure in Taka

Particulars	Share	Share	Revaluation	Fair value	Retained	Total
	capital	premium	reserve	reserve	earnings	Equity
Balance as at 1 January 2015	7,870,626,430	5,634,556,499	473,267,901	(8,692,023)	1,485,354,444	15,455,113,251
Total comprehensive income						
Profit	-	-	-	-	1,562,547,653	1,562,547,653
Other comprehensive income	-	-	-	1,137,212,382	-	1,137,212,382
Total comprehensive income	-	-	-	1,137,212,382	1,562,547,653	2,699,760,035
Transaction with owners of the company						
Cash dividend	-	-	-	-	(787,062,643)	(787,062,643)
Issue of bonus shares	393,531,320	-	-	-	(393,531,320)	-
Total transactions with owners of the Company	393,531,320	-	-	-	(1,180,593,963)	(787,062,643)
Transactions recognised directly in equity						
Transfer from revaluation reserve to retained earnings	-	-	(16,253,448)	-	16,253,448	-
Total transactions recognised directly in equity						
Balance as at 31 December 2015	8,264,157,750	5,634,556,499	473,267,901	1,128,520,359	1,867,308,134	17,367,810,643
Balance as at 1 January 2014	5,915,402,460	2,900,697,657	489,521,353	(660,695,722)	1,133,492,572	9,778,418,320
Total comprehensive income						
Profit	-	-	-	-	1,222,918,780	1,222,918,780
Other comprehensive income	-	-	-	652,003,699	-	652,003,699
Total comprehensive income	-	-	-	652,003,699	1,222,918,780	1,874,922,479
Transaction with owners of the Company						
Issue of bonus shares to shareholders	887,310,360	-	-	-	(887,310,360)	-
Issue of ordinary shares to Summit Corporation Limited	1,067,913,610	-	-	-	-	1,067,913,610
Total transactions with owners of the Company	1,955,223,970	-	-	-	(887,310,360)	1,067,913,610
Transactions recognised directly in equity						
Transfer from revaluation reserve to retained earnings	-	-	(16,253,452)	-	16,253,452	-
Share premium on ordinary shares	-	2,733,858,842	-	-	-	2,733,858,842
Total transactions recognised directly in equity	-	2,733,858,842	(16,253,452)	-	16,253,452	2,733,858,842
Balance as at 31 December 2014	7,870,626,430	5,634,556,499	473,267,901	(8,692,023)	1,485,354,444	15,455,113,251

The annexed notes 1 to 44 form an integral part of these financial statements.

Consolidated and separate statement of cash flows

Figure in Taka

Particulars	Note	For the year ended			
		31 December 2015		31 December 2014	
		Consolidated	Separate	Consolidated	Separate
Cash flows from operating activities					
Cash receipts from customers		6,091,913,039	1,678,891,128	5,278,605,673	1,543,600,737
Cash paid to suppliers and employees		(2,553,815,431)	(1,054,395,882)	(2,132,011,308)	(915,758,778)
Receipts from other sources		357,068,134	697,530,633	257,340,245	438,661,122
Interest and other charges paid		(207,953,289)	(95,363,297)	(394,459,878)	(198,103,299)
Net cash from operating activities		3,687,212,453	1,226,662,582	3,009,474,732	868,399,782
Cash flows from investing activities					
Acquisition of property, plant and equipment		(145,135,907)	(19,816,704)	(488,715,839)	(201,545,320)
Investment in associates		(234,900,000)	(234,900,000)	(236,000,000)	(235,000,000)
Net cash used in investing activities		(380,035,907)	(254,716,704)	(724,715,839)	(436,545,320)
Cash flows from financing activities					
Payment of project loan		(881,015,628)	-	(867,515,625)	-
Payment of short term loan		(1,012,846,312)	(1,000,000,000)	1,012,846,312	1,000,000,000
Payments of redeemable preference shares		(468,368,900)	-	(468,368,900)	-
Payment of finance lease		(218,607)	-	(1,046,946)	(583,177)
Payments of transaction costs		-	-	(444,444)	-
Payment to Summit Corporation Limited		-	-	(1,454,799,154)	(1,454,799,154)
Financing (to)/from inter company		31,709,443	224,997,010	(29,581,759)	117,094,679
Proceeds from sale of fraction shares		-	-	-	222,800
Payment of cash dividend		(971,574,329)	(772,664,237)	(129,056,073)	-
Net cash used in financing activities		(3,302,314,333)	(1,547,667,227)	(1,937,966,589)	(338,064,852)
Net changes in cash and cash equivalents		4,862,213	(575,721,349)	346,792,304	93,789,610
Cash and cash equivalents at 1 January		1,903,769,977	770,762,695	1,556,977,673	676,973,085
Cash and cash equivalents at 31 December	15	1,908,632,190	195,041,346	1,903,769,977	770,762,695

The annexed notes 1 to 44 form an integral part of these financial statements.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

1. Reporting entity

1.1 Company profile

Summit Power Limited (hereinafter referred to as “the Company”/“the parent company”) is a public limited company incorporated in Bangladesh on 7 June 2004 under the Companies Act 1994 with its registered office at Summit Centre, 18 Kawran Bazar, Dhaka 1215. The Company was initially registered as a private limited company on 30 March 1997 under registration no. C 32630 (1751)/97 and subsequently converted into a public limited company. During October-November 2005, the Company listed its shares with both Dhaka and Chittagong Stock Exchanges. The consolidated financial statements of the Company as at and for the year ended 31 December 2015 comprise the Company and its subsidiaries (together referred to as the “Group”) and the Group’s interest in associates. Profile of subsidiaries is as under:

Summit Purbanchol Power Company Limited (SPPCL) was incorporated in Bangladesh on 15 August 2007 as a Private Limited Company under Companies Act 1994 under registration no: C 68123 (674)/07 and subsequently converted into a Public Limited Company on 3 May 2010 with its registered office at Summit Centre, 18 Kawran Bazar, Dhaka 1215, Bangladesh. The shares of the Company were approved for listing by Dhaka and Chittagong Stock Exchanges in January 2013. The shares started to trade from 4 February 2013 in both the stock exchange.

Summit Uttaranchol Power Company Limited (SUPCL) was incorporated in Bangladesh on 15 August 2007 as a Private Limited Company under Companies Act 1994 under registration no: C 68122(673)/07 and subsequently converted into a Public Limited Company on 14 November 2010 with its registered office at Summit Centre, 18 Kawran Bazar, Dhaka 1215, Bangladesh.

Summit Narayanganj Power Limited (SNPL) was incorporated in Bangladesh on 4 May 2010 as a Private Limited Company under Companies Act 1994 under registration no: C 84422/10 with its registered office at Summit Centre, 18 Kawran Bazar, Dhaka 1215, Bangladesh.

1.2 Nature of business

The principal activity of the Company/Group is to generate and supply of electricity. Operational details of the Company including its subsidiaries are as under.

Name of Company	Name of plant	Location	Plant capacity	Operation starting date	Period of PPA
			MW		Year
Summit Power Limited	Ashulia Power Plant (Unit-1)	Savar, Dhaka	11	1 Sep 2003	15
	Ashulia Power Plant (Unit-2)	Savar, Dhaka	33.75	4 Dec 2007	15
	Madhabdi Power Plant (Unit-1)	Narsingdi	11	1 Sep 2003	15
	Madhabdi Power Plant (Unit-2)	Narsingdi	24.3	16 Dec 2006	15
	Chandina Power Plant (Unit-1)	Comilla	11	1 Sep 2003	15
	Chandina Power Plant (Unit-2)	Comilla	13.5	15 Nov 2006	15
Summit Purbanchol Power Company Limited	Rupganj Power Plant	Narayanganj	33	9 Jun 2009	15
	Jangalia Power Plant	Comilla	33	25 Jun 2009	15
Summit Uttaranchol Power Company Limited	Maona Power Plant	Gazipur	33	12 May 2009	15
	Ullapara Power Plant	Sirajganj	11	3 Mar 2009	15
Summit Narayanganj Power Limited	Madonganj Power Plant	Narayanganj	102	1 Apr 2011	5

All the above power plants are natural gas based, except Madanganj power plant which is based on furnace oil (HFO).

1.3 Summit Narayanganj Power Limited-extension of Power Purchase Agreement

Summit Narayanganj Power Limited contracted with Bangladesh Power Development Board (BPDB) for Power Purchase Agreement (PPA) on 23 June 2010 to supply electricity to National Grid on rental basis for 5 years subject to extension the term of contract on the basis of mutual agreement. The existing agreement period will expire on 31 March 2016. Management has applied for the extension of PPA to BPDB for further 10 years on 1 July 2015. Subsequently, BPDB has recommended for extension of PPA for another five years to Power Division of Ministry of Power, Energy and Mineral Resources of Bangladesh. The management believes that it will be extended for another five years. The plant initiated operation and started to generate electricity from 1 April 2011.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

2 Basis of preparation

2.1 Statement of compliance

These financial statements (consolidated and separate financial statements) have been prepared in accordance with Bangladesh Financial Reporting Standards (BFRS), Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

2.2 Authorisation for issue

The financial statements were authorised for issue by the Board of Directors on 15 March 2016.

2.3 Functional and presentational currency and level of precision

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

2.4 Reporting period

The financial year of the Company covers one year from 1 January to 31 December and is followed consistently.

Details of the Group's accounting policies are included in notes 42 and 43.

3 Use of estimates and judgements

The preparation of financial statements in conformity with BFRS requires management to make judgements, 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 recognised in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

Note: 4.1 & 43.2.v	Depreciation
Note: 5 & 43.3.iii	Amortisation
Note: 21	Deferred liabilities
Note: 24	Sundry creditors and accruals
Note: 35	Contingent liabilities

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

4 Property, plant and equipment

Consolidated

a) Own assets : i) Cost

2015 (Figure In Taka)

Particulars	Cost/Revaluation				Depreciation					Written down value as at 31 December 2015
	Balance as at 1 January 2015	Addition	(Disposal)/ Transfer	Balance as at 31 December 2015	Rate %	Balance as at 1 January 2015	Addition	(Disposal)/ Transfer	Balance as at 31 December 2015	
Land and land development	348,168,651	215,397	-	348,384,048	-	-	-	-	-	348,384,048
Furniture and fixtures	16,260,950	2,133,352	-	18,394,302	10	5,719,635	1,679,838	-	7,399,473	10,994,829
Office and electrical equipment	31,077,578	4,852,716	-	35,930,294	20	20,894,210	3,756,559	-	24,650,769	11,279,525
Office decoration	26,560,588	213,255	-	26,773,843	20	22,905,187	2,672,665	-	25,577,852	1,195,991
Motor vehicles	97,841,844	1,656,450	-	99,498,294	20	72,996,320	9,918,618	1,024,497	83,939,435	15,558,859
Maintenance equipment	21,495,907	43,000	-	21,538,907	20	7,960,863	3,879,709	-	11,840,572	9,698,335
Civil works and others	168,150,272	20,069,948	-	188,220,220	20	70,543,147	28,038,112	-	98,581,259	89,638,961
Plant and machinery:										
Ashulia Power Plant (Unit-1)	431,267,519	-	-	431,267,519	3.33 - 10	152,146,738	24,624,056	-	176,770,794	254,496,725
Ashulia Power Plant (Unit-2)	1,436,764,389	4,907,180	-	1,441,671,569	3.33 - 16.67	280,455,919	52,657,080	-	333,112,999	1,108,558,570
Madhabdi Power Plant (Unit-1)	411,746,265	-	-	411,746,265	3.33 - 10	181,357,255	31,704,800	-	213,062,055	198,684,210
Madhabdi Power Plant (Unit-2)	983,650,435	-	-	983,650,435	3.33 - 16.67	231,003,222	43,900,216	-	274,903,438	708,746,997
Chandina Power Plant (Unit-1)	454,834,808	-	-	454,834,808	3.33 - 10	172,438,624	30,893,108	-	203,331,732	251,503,076
Chandina Power Plant (Unit-2)	605,843,852	-	-	605,843,852	3.33 - 16.67	139,369,435	29,000,596	-	168,370,031	437,473,821
Jangalia Power Plant	1,488,096,009	-	-	1,488,096,009	3.33 - 16.67	241,947,200	65,172,964	-	307,120,164	1,180,975,845
Rupganj Power Plant	1,443,857,814	13,919,551	(11,298,606)	1,446,478,759	3.33 - 16.67	230,734,693	60,313,281	(11,298,609)	279,749,365	1,166,729,394
Maona Power Plant	1,377,116,732	11,827,911	(10,096,845)	1,378,847,798	3.33 - 16.67	232,923,348	67,786,920	(10,096,845)	290,613,423	1,088,234,375
Ullapara Power Plant	509,137,961	229,834	-	509,367,795	3.33 - 16.67	90,621,019	26,605,263	-	117,226,282	392,141,513
Madanganj Power Plant	5,103,829,649	86,723,763	(67,585,519)	5,122,967,893	3.33 - 16.67	559,976,654	219,026,656	(67,585,519)	711,417,791	4,411,550,102
Total (i)	14,955,701,223	146,792,357	(88,980,970)	15,013,512,610		2,713,993,469	701,630,441	(87,956,476)	3,327,667,434	11,685,845,176
a) Own assets : ii) Revaluation										
Land and land development	300,550,154	-	-	300,550,154	-	-	-	-	-	300,550,154
Civil works and others	13,002,138	-	-	13,002,138	20	13,002,138	-	-	13,002,138	-
Plant and machinery :										
Ashulia Power Plant (Unit-1)	166,227,903	-	-	166,227,903	3.33 - 10	29,089,598	4,709,744	-	33,799,342	132,428,561
Ashulia Power Plant (Unit-2)	3,310,422	-	-	3,310,422	3.33 - 16.67	579,324	93,796	-	673,120	2,637,302
Madhabdi Power Plant (Unit-1)	161,663,341	-	-	161,663,341	3.33 - 10	28,290,804	4,580,416	-	32,871,220	128,792,121
Madhabdi Power Plant (Unit-2)	79,752,991	-	-	79,752,991	3.33 - 16.67	13,956,627	2,259,644	-	16,216,271	63,536,720
Chandina Power Plant (Unit-1)	146,384,742	-	-	146,384,742	3.33 - 10	25,617,081	4,147,528	-	29,764,609	116,620,133
Chandina Power Plant (Unit-2)	16,317,466	-	-	16,317,466	3.33 - 16.67	2,855,530	462,324	-	3,317,854	12,999,612
Total (ii)	887,209,157	-	-	887,209,157		113,391,102	16,253,452	-	129,644,554	757,564,603
Total assets (i+ii)	15,842,910,380	146,792,357	(88,980,970)	15,900,721,767		2,827,384,571	717,883,893	(87,956,476)	3,457,311,988	12,443,409,779
b) Leased assets										
Motor vehicles	1,656,450	-	(1,656,450)	-	20	855,950	168,547	(1,024,497)	-	-
Total (a+b)	15,844,566,830	146,792,357	(90,637,420)	15,900,721,767		2,828,240,521	718,052,440	(88,980,973)	3,457,311,988	12,443,409,779

Addition to the plant and machinery had resulted from major overhauling completed in Maona Power Plant and Rupganj Power Plant (1 unit out of 4 engine sets) each at 48,000 running hours and in Madanganj Power Plant at 24,000 running hours (3 units out of 6 engines sets).

Motor vehicle has been re-classified from lease assets to own assets after expiry of lease tenure and its ownership has been transferred accordingly.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

Separate

Own assets : i) Cost

2015 (Figure In Taka)

Particulars	Cost/Revaluation				Depreciation					Written down value as at 31 December 2015
	Balance as at 1 January 2015	Addition	(Disposal)/ Transfer	Balance as at 31 December 2015	Rate %	Balance as at 1 January 2015	Addition	(Disposal)/ Transfer	Balance as at 31 December 2015	
Land and land development	26,504,350	-	-	26,504,350	-	-	-	-	-	26,504,350
Furniture and fixtures	7,686,655	1,120,228	-	8,806,883	10	3,249,338	773,006	-	4,022,344	4,784,539
Office and electrical equipment	20,841,833	2,122,993	-	22,964,826	20	13,793,175	2,432,243	-	16,225,418	6,739,408
Office decoration	26,319,136	161,955	-	26,481,091	20	21,596,392	2,655,192	-	24,251,584	2,229,507
Motor vehicles	74,461,031	-	-	74,461,031	20	53,217,168	8,422,620	-	61,639,788	12,821,243
Maintenance equipment	8,369,651	43,000	-	8,412,651	20	3,878,449	1,367,465	-	5,245,914	3,166,737
Civil works and others	47,309,892	11,461,348	-	58,771,240	20	40,312,108	3,282,217	-	43,594,325	15,176,915
Plant and machinery :										
Ashulia Power Plant (Unit-1)	431,267,519	-	-	431,267,519	3.33 - 10	152,146,738	24,624,056	-	176,770,794	254,496,725
Ashulia Power Plant (Unit-2)	1,436,764,389	4,907,180	-	1,441,671,569	3.33 - 16.67	280,455,919	52,657,080	-	333,112,999	1,108,558,570
Madhabdi Power Plant (Unit-1)	411,746,264	-	-	411,746,264	3.33 - 10	181,357,255	31,704,800	-	213,062,055	198,684,209
Madhabdi Power Plant (Unit-2)	983,650,435	-	-	983,650,435	3.33 - 16.67	231,003,222	43,900,216	-	274,903,435	708,747,000
Chandina Power Plant (Unit-1)	454,834,809	-	-	454,834,809	3.33 - 10	172,438,624	30,893,108	-	203,331,732	251,503,077
Chandina Power Plant (Unit-2)	605,843,852	-	-	605,843,852	3.33 - 16.67	139,369,435	29,000,596	-	168,370,031	437,473,821
Total (i)	4,555,599,816	19,816,704	-	4,555,416,520		1,292,817,823	231,712,599	-	1,524,530,419	3,030,886,101

Own assets : ii) Revaluation

Land and land development	-	-	-	-	-	-	-	-	-	-
Civil works and others	13,002,138	-	-	13,002,138	20	13,002,138	-	-	13,002,138	-
Plant and machinery :										
Ashulia Power Plant (Unit-1)	166,227,903	-	-	166,227,903	3.33 - 10	29,089,598	4,709,744	-	33,799,342	132,428,561
Ashulia Power Plant (Unit-2)	3,310,422	-	-	3,310,422	3.33 - 16.67	579,324	93,796	-	673,120	2,637,302
Madhabdi Power Plant (Unit-1)	161,663,341	-	-	161,663,341	3.33 - 10	28,290,804	4,580,416	-	32,871,220	128,792,121
Madhabdi Power Plant (Unit-2)	79,752,991	-	-	79,752,991	3.33 - 16.67	13,956,627	2,259,644	-	16,216,271	63,536,720
Chandina Power Plant (Unit-1)	146,384,742	-	-	146,384,742	3.33 - 10	25,617,081	4,147,528	-	29,764,609	116,620,133
Chandina Power Plant (Unit-2)	16,317,466	-	-	16,317,466	3.33 - 16.67	2,855,530	462,324	-	3,317,854	12,999,612
Total (ii)	586,659,003	-	-	586,659,003		113,391,102	16,253,452	-	129,644,554	457,014,449
Total assets (i+ii)	5,122,258,819	19,816,704	-	5,142,075,523		1,406,208,925	247,966,051	-	1,654,174,973	3,487,900,550

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

Consolidated

a) Own assets : i) Cost

2014 (Figure In Taka)

Particulars	Cost/Revaluation				Depreciation					Written down value as at 31 December 2014
	Balance as at 1 January 2014	Addition	(Disposal)/ Transfer	Balance as at 31 December 2014	Rate %	Balance as at 1 January 2014	Addition	(Disposal)/ Transfer	Balance as at 31 December 2014	
Land and land development	340,851,151	7,317,500	-	348,168,651	-	-	-	-	-	348,168,651
Furniture and fixtures	15,081,092	1,179,858	-	16,260,950	10	4,227,071	1,492,564	-	5,719,635	10,541,315
Office and electrical equipment	27,543,982	3,715,556	(181,960)	31,077,578	20	17,123,521	3,952,649	(181,960)	20,894,210	10,183,368
Office decoration	26,412,588	148,000	-	26,560,588	20	20,213,570	2,691,617	-	22,905,187	3,655,401
Motor vehicles	60,651,724	37,190,120	-	97,841,844	20	44,149,228	7,234,301	21,612,791	72,996,320	24,845,524
Maintenance equipment	15,750,107	5,745,800	-	21,495,907	20	4,560,604	3,400,259	-	7,960,863	13,535,044
Civil works and others	127,533,685	40,616,587	-	168,150,272	20	48,795,012	21,748,135	-	70,543,147	97,607,125
Plant and machinery:										
Ashulia Power Plant (Unit-1)	417,150,469	36,791,683	(22,674,633)	431,267,519	3.33 - 10	132,429,412	25,514,879	(5,797,553)	152,146,738	279,120,781
Ashulia Power Plant (Unit-2)	1,399,900,016	89,734,825	(52,870,452)	1,436,764,389	3.33 - 16.67	271,706,078	61,620,293	(52,870,452)	280,455,919	1,156,308,470
Madhabdi Power Plant (Unit-1)	401,098,014	15,264,396	(4,616,145)	411,746,265	3.33 - 10	152,620,266	33,353,134	(4,616,145)	181,357,255	230,389,010
Madhabdi Power Plant (Unit-2)	971,598,174	21,905,025	(9,852,764)	983,650,435	3.33 - 16.67	192,674,622	48,181,364	(9,852,764)	231,003,222	752,647,213
Chandina Power Plant (Unit-1)	444,412,855	14,495,564	(4,073,611)	454,834,808	3.33 - 10	144,670,959	31,841,276	(4,073,611)	172,438,624	282,396,184
Chandina Power Plant (Unit-2)	600,425,616	13,368,707	(7,950,471)	605,843,852	3.33 - 16.67	116,982,864	30,337,042	(7,950,471)	139,369,435	466,474,417
Jangalia Power Plant	1,463,890,887	80,005,555	(55,800,433)	1,488,096,009	3.33 - 16.67	211,491,187	86,256,446	(55,800,433)	241,947,200	1,246,148,809
Rupganj Power Plant	1,411,338,287	87,735,558	(55,216,031)	1,443,857,814	3.33 - 16.67	208,536,934	77,413,790	(55,216,031)	230,734,693	1,213,123,121
Maona Power Plant	1,361,174,482	56,092,029	(40,149,779)	1,377,116,732	3.33 - 16.67	188,822,413	84,250,714	(40,149,779)	232,923,348	1,144,193,384
Ullapara Power Plant	507,059,019	6,615,770	(4,536,828)	509,137,961	3.33 - 16.67	66,146,097	29,011,750	(4,536,828)	90,621,019	418,516,942
Madanganj Power Plant	5,102,423,236	10,677,794	(9,271,381)	5,103,829,649	3.33 - 16.67	402,723,629	166,524,406	(9,271,381)	559,976,654	4,543,852,995
Total (i)	14,694,295,384	528,600,327	(267,194,488)	14,955,701,223		2,227,873,467	714,824,619	(228,704,617)	2,713,993,469	12,241,707,754

a) Own assets : ii) Revaluation

Land and land development	300,332,562	217,592	-	300,550,154	-	-	-	-	-	300,550,154
Civil works and others	13,002,138	-	-	13,002,138	20	13,002,138	-	-	13,002,138	-
Plant and machinery :										
Ashulia Power Plant (Unit-1)	166,227,903	-	-	166,227,903	3.33 - 10	24,379,851	4,709,747	-	29,089,598	137,138,305
Ashulia Power Plant (Unit-2)	3,310,422	-	-	3,310,422	3.33 - 16.67	485,530	93,794	-	579,324	2,731,098
Madhabdi Power Plant (Unit-1)	161,663,341	-	-	161,663,341	3.33 - 10	23,710,388	4,580,416	-	28,290,804	133,372,537
Madhabdi Power Plant (Unit-2)	79,752,991	-	-	79,752,991	3.33 - 16.67	11,696,982	2,259,645	-	13,956,627	65,796,364
Chandina Power Plant (Unit-1)	146,384,742	-	-	146,384,742	3.33 - 10	21,469,555	4,147,526	-	25,617,081	120,767,661
Chandina Power Plant (Unit-2)	16,317,466	-	-	16,317,466	3.33 - 16.67	2,393,206	462,324	-	2,855,530	13,461,936
Total (ii)	886,991,565	217,592	-	887,209,157		97,137,650	16,253,452	-	113,391,102	773,818,055
Total assets (i+ii)	15,581,286,949	528,817,919	(267,194,488)	15,842,910,380		2,325,011,117	731,078,071	(228,704,617)	2,827,384,571	13,015,525,809

b) Leased assets

Motor vehicles	24,881,450	-	(23,225,000)	1,656,450	20	19,729,708	2,739,033	(21,612,791)	855,950	800,500
Total (a+b)	15,606,168,399	528,817,919	(290,419,488)	15,844,566,830		2,344,740,825	733,817,104	(250,317,408)	2,828,240,521	13,016,326,309

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

Separate

a) Own assets : i) Cost

2014 (Figure In Taka)

Particulars	Cost/Revaluation				Depreciation					Written down value as at 31 December 2014
	Balance as at 1 January 2014	Addition	(Disposal)/ Transfer	Balance as at 31 December 2014	Rate %	Balance as at 1 January 2014	Addition	(Disposal)/ Transfer	Balance as at 31 December 2014	
Land and land development	21,636,850	4,867,500	-	26,504,350	-	-	-	-	-	26,504,350
Furniture and fixtures	6,782,794	903,861	-	7,686,655	10	2,595,045	654,293	-	3,249,338	4,437,317
Office and electrical equipment	17,737,778	3,286,015	(181,960)	20,841,833	20	11,796,698	2,178,437	(181,960)	13,793,175	7,048,658
Office decoration	26,171,136	148,000	-	26,319,136	20	18,953,067	2,643,325	-	21,596,392	4,722,744
Motor vehicles	37,270,911	37,190,120	-	74,461,031	20	26,362,288	5,242,089	21,612,791	53,217,168	21,243,863
Maintenance equipment*	7,819,651	550,000	-	8,369,651	20	2,562,550	1,315,899	-	3,878,449	4,491,202
Civil works and others	44,168,188	3,141,704	-	47,309,892	20	37,901,787	2,410,321	-	40,312,108	6,997,784
Plant and machinery :										
Ashulia Power Plant (Unit-1)	417,150,469	36,791,683	(22,674,633)	431,267,519	3.33 - 10	132,429,412	25,514,879	(5,797,553)	152,146,738	279,120,781
Ashulia Power Plant (Unit-2)	1,399,900,016	89,734,825	(52,870,452)	1,436,764,389	3.33 - 16.67	271,706,078	61,620,293	(52,870,452)	280,455,919	1,156,308,470
Madhabdi Power Plant (Unit-1)	401,098,013	15,264,396	(4,616,145)	411,746,264	3.33 - 10	152,620,266	33,353,134	(4,616,145)	181,357,255	230,389,009
Madhabdi Power Plant (Unit-2)	971,598,174	21,905,025	(9,852,764)	983,650,435	3.33 - 16.67	192,674,622	48,181,364	(9,852,764)	231,003,222	752,647,213
Chandina Power Plant (Unit-1)	444,412,856	14,495,564	(4,073,611)	454,834,809	3.33 - 10	144,670,959	31,841,276	(4,073,611)	172,438,624	282,396,185
Chandina Power Plant (Unit-2)	600,425,616	13,368,707	(7,950,471)	605,843,852	3.33 - 16.67	116,982,864	30,337,042	(7,950,471)	139,369,435	466,474,417
Total (i)	4,396,172,452	241,647,400	(102,220,036)	4,535,599,816		1,111,255,636	245,292,352	(63,730,165)	1,292,817,823	3,242,781,993

a) Own assets : ii) Revaluation

Land and land development	-	-	-	-	-	-	-	-	-	-
Civil works and others	13,002,138	-	-	13,002,138	20	13,002,138	-	-	13,002,138	-
Plant and machinery :										
Ashulia Power Plant (Unit-1)	166,227,903	-	-	166,227,903	3.33 - 10	24,379,851	4,709,747	-	29,089,598	137,138,305
Ashulia Power Plant (Unit-2)	3,310,422	-	-	3,310,422	3.33 - 16.67	485,530	93,794	-	579,324	2,731,098
Madhabdi Power Plant (Unit-1)	161,663,341	-	-	161,663,341	3.33 - 10	23,710,388	4,580,416	-	28,290,804	133,372,537
Madhabdi Power Plant (Unit-2)	79,752,991	-	-	79,752,991	3.33 - 16.67	11,696,982	2,259,645	-	13,956,627	65,796,364
Chandina Power Plant (Unit-1)	146,384,742	-	-	146,384,742	3.33 - 10	21,469,555	4,147,526	-	25,617,081	120,767,661
Chandina Power Plant (Unit-2)	16,317,466	-	-	16,317,466	3.33 - 16.67	2,393,206	462,324	-	2,855,530	13,461,936
Total (ii)	586,659,003	-	-	586,659,003		97,137,650	16,253,452	-	113,391,102	473,267,901
Total own assets (i+ii)	4,982,831,455	241,647,400	(102,220,036)	5,122,258,819		1,208,393,286	261,545,804	(63,730,165)	1,406,208,925	3,716,049,894

b) Leased assets

Motor vehicles	23,225,000	-	(23,225,000)	-	20	18,873,758	2,739,033	(21,612,791)	-	-
Total (a+b)	5,006,056,455	241,647,400	(125,445,036)	5,122,258,819		1,227,267,044	264,284,837	(85,342,956)	1,406,208,925	3,716,049,894

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

4.1 Allocation of depreciation

Figure in Taka

Particulars	For the year ended 31 December			
	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Cost of sales (note 28)	667,938,392	229,033,308	690,558,546	247,101,440
General and administrative expenses (note 30)				
Own assets	49,945,501	18,932,743	40,519,525	14,444,364
Leased assets	168,547	-	2,739,033	2,739,033
	50,114,048	18,932,743	43,258,558	17,183,397
	718,052,440	247,966,051	733,817,104	264,284,837

5 Intangible assets, net

Consolidated

2015 (Figure In Taka)

Particulars	Cost				Amortisation				Written down value as at 31 December 2015
	Balance as at 1 January 2015	Addition	Disposal	Balance as at 31 December 2015	Balance as at 1 January 2015	Charged during the year	Disposal	Balance as at 31 December 2015	
IT software	2,004,238	-	-	2,004,238	1,970,905	33,333	-	2,004,238	-
Brand	10,000,000	-	-	10,000,000	1,999,990	333,332	-	2,333,322	7,666,678
	12,004,238	-	-	12,004,238	3,970,895	366,665	-	4,337,560	7,666,678

Separate

Particulars	Cost				Amortisation				Written down value as at 31 December 2015
	Balance as at 1 January 2015	Addition	Disposal	Balance as at 31 December 2015	Balance as at 1 January 2015	Charged during the year	Disposal	Balance as at 31 December 2015	
IT software	1,504,238	-	-	1,504,238	1,504,238	-	-	1,504,238	-
Brand	10,000,000	-	-	10,000,000	1,999,990	333,332	-	2,333,322	7,666,678
	11,504,238	-	-	11,504,238	3,504,228	333,332	-	3,837,560	7,666,678

Consolidated

2014 (Figure In Taka)

Particulars	Cost				Amortisation				Written down value as at 31 December 2014
	Balance as at 1 January 2014	Addition	Disposal	Balance as at 31 December 2014	Balance as at 1 January 2014	Charged during the year	Disposal	Balance as at 31 December 2014	
IT software	2,004,238	-	-	2,004,238	1,741,540	229,365	-	1,970,905	33,333
Brand	10,000,000	-	-	10,000,000	1,666,658	333,332	-	1,999,990	8,000,010
	12,004,238	-	-	12,004,238	3,408,198	562,697	-	3,970,895	8,033,343

Separate

Particulars	Cost				Amortisation				Written down value as at 31 December 2014
	Balance as at 1 January 2014	Addition	Disposal	Balance as at 31 December 2014	Balance as at 1 January 2014	Charged during the year	Disposal	Balance as at 31 December 2014	
IT software	1,504,238	-	-	1,504,238	1,370,706	133,532	-	1,504,238	-
Brand	10,000,000	-	-	10,000,000	1,666,658	333,332	-	1,999,990	8,000,010
	11,504,238	-	-	11,504,238	3,037,364	466,864	-	3,504,228	8,000,010

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

6 Investment in subsidiaries

(Figure In Taka)

Particulars	31 December 2015			31 December 2014		
	Value	% holding	No of shares	Value	% holding	No of shares
Summit Purbanchol Power Company Limited	571,020,100	71.05%	107,989,891	571,020,100	71.05%	107,989,891
Summit Uttaranchol Power Company Limited	202,519,250	51.48%	34,995,327	202,519,250	51.48%	34,995,327
Summit Narayanganj Power Limited	866,250,000	69.21%	118,243,125	866,250,000	69.21%	118,243,125
	1,639,789,350		261,228,343	1,639,789,350		261,228,343

Details of holding structure in subsidiaries are described in note 43.1.i

In accordance with paragraph 10 of Bangladesh Accounting Standard (BAS) 27 - Separate Financial Statements, investments in subsidiaries have been accounted for at cost.

7 Investment in associates

(Figure In Taka)

Particulars	31 December 2015			31 December 2014		
	Consolidated	Separate	% holding	Consolidated	Separate	% holding
Summit Barisal Power Limited	400,000,000	400,000,000	49%	240,000,000	240,000,000	49%
Summit Narayanganj Power Unit II Limited	165,000,000	165,000,000	49%	95,000,000	95,000,000	49%
Summit Chittagong Power Limited	4,900,000	4,900,000	49%	-	-	-
Summit Meghnaghat Power Company Limited (SMPCL)	3,801,772,452	3,801,772,452	30%	3,801,772,452	3,801,772,452	30%
Share of profit from SMPCL	635,417,604	-		-	-	
	5,007,090,056	4,371,672,452		4,136,772,452	4,136,772,452	

The projects of Summit Barisal Power Limited, Summit Narayanganj Power Unit II Limited and Summit Chittagong Power Limited are being developed.

Summit Power Limited had acquired 203,971,500 shares at Taka 18.64 each (fair value), including share premium Taka 8.64, of Summit Meghnaghat Power Company Limited from Summit Corporation Limited (SCL) by issuing 106,791,361 shares at Taka 35.60 each (fair value), including share premium Taka 25.60, in 2014.

8 Available-for-sale financial assets

(Figure In Taka)

Particulars	No. of shares	Rate per share	Market value as at 31 December 2015	Market value as at 31 Dec 2014	Change in fair value at 31 December 2015	Cost price
Khulna Power Company Limited	63,734,728	74.90	4,773,731,127	3,632,879,499	1,140,851,628	3,625,296,384
People's Leasing and Financial Services Limited	408,160	14.3	5,836,688	8,571,377	(2,734,689)	20,500,000
Popular Life First Mutual Fund	1,130,697	4.2	4,748,927	5,653,485	(904,558)	10,000,000
	65,273,585		4,784,316,743	3,647,104,361	1,137,212,382	3,655,796,384

On 28 December 2011, Summit Power Limited (SPL) had acquired 53,955,326 shares of Khulna Power Company Limited (KPCL) at Taka 67 each from Summit Corporation Limited (SCL) amounting to Taka 3,625,296,384 including other transaction costs. Now the SPL's ownership in KPCL 17.64%. Since the percentage of ownership in KPCL is below the threshold limit of 20% to recognise KPCL as an associate, management classified such investment as Available for Sale (AFS).

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

9 Inventories

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Stock in hand	1,031,564,213	370,603,009	1,179,578,881	449,963,184
Stock in transit	85,816,622	60,987,988	14,386,105	13,690,278
	1,117,380,835	431,590,997	1,193,964,986	463,653,462

9.1 Consolidated

9.1.1 Stock in hand

Particulars	Spare parts	Fuel	Total
Balance as at 1 January 2014	1,259,531,658	30,291,567	1,289,823,225
Purchase/transfer during the year	722,320,992	245,402,650	967,723,642
Consumption/transfer during the year	(842,212,069)	(235,755,917)	(1,077,967,986)
Balance as at 31 December 2014	1,139,640,581	39,938,300	1,179,578,881
Balance as at 1 January 2015	1,139,640,581	39,938,300	1,179,578,881
Purchase/transfer during the year	472,196,522	229,011,604	701,208,126
Consumption/transfer during the year	(623,667,551)	(225,555,243)	(849,222,794)
Balance as at 31 December 2015	988,169,552	43,394,661	1,031,564,213

9.1.2 Stock in transit

Particulars	Spare parts	Total
Balance as at 1 January 2014	45,014,402	45,014,402
Purchase/transfer during the year	683,852,709	683,852,709
Consumption/transfer during the year	(714,481,006)	(714,481,006)
Balance as at 31 December 2014	14,386,105	14,386,105
Balance as at 1 January 2015	14,386,105	14,386,105
Purchase/transfer during the year	516,935,328	516,935,328
Consumption/transfer during the year	(445,504,811)	(445,504,811)
Balance as at 31 December 2015	85,816,622	85,816,622

9.2 Separate

9.2.1 Stock in hand

Particulars	Spare parts	Fuel	Total
Balance as at 1 January 2014	471,731,457	7,386,670	479,118,127
Purchase/transfer during the year	341,059,147	67,530,438	408,589,585
Consumption/transfer during the year	(371,101,035)	(66,643,493)	(437,744,528)
Balance as at 31 December 2014	441,689,569	8,273,615	449,963,184
Balance as at 1 January 2015	441,689,569	8,273,615	449,963,184
Purchase/transfer during the year	181,591,430	63,025,294	244,616,724
Consumption/transfer during the year	(266,523,030)	(57,453,869)	(323,976,899)
Balance as at 31 December 2015	356,757,969	13,845,040	370,603,009

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AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

9.2.1 Stock in transit

(Figure In Taka)

Particulars	Spare parts	Total
Balance as at 1 January 2014	36,775,801	36,775,801
Purchase/transfer during the year	294,941,040	294,941,040
Consumption/transfer during the year	(318,026,563)	(318,026,563)
Balance as at 31 December 2014	13,690,278	13,690,278
Balance as at 1 January 2015	13,690,278	13,690,278
Purchase/transfer during the year	188,975,853	188,975,853
Consumption/transfer during the year	(141,678,143)	(141,678,143)
Balance as at 31 December 2015	60,987,988	60,987,988

10 Trade receivables

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Bangladesh Rural Electrification Board (BREB):				
Dhaka Palli Bidyut Samity - 1	15,356,628	15,356,628	13,979,997	13,979,997
Dhaka Palli Bidyut Samity - 1 (Expansion)	1,105,659,264	1,105,659,264	803,467,639	803,467,639
Narsingdi Palli Bidyut Samity - 1	15,501,946	15,501,946	15,441,142	15,441,142
Narsingdi Palli Bidyut Samity - 1 (Expansion)	833,729,411	833,729,411	648,200,773	648,200,773
Comilla Palli Bidyut Samity - 1	10,948,407	10,948,407	15,362,343	15,362,343
Comilla Palli Bidyut Samity - 1 (Expansion)	439,601,375	439,601,375	322,440,502	322,440,502
Narayanganj Palli Bidyut Samity (PBS)	54,068,021	-	139,105,437	-
Mymensingh Palli Bidyut Samity (PBS) - 2	63,750,724	-	141,659,515	-
Sirajganj Palli Bidyut Samity	36,575,656	-	39,889,084	-
Bangladesh Power Development Board (BPDB):				
Jangalia Power Plant	120,049,325	-	265,441,724	-
Madanganj Power Plant	300,840,375	-	438,146,835	-
	2,996,081,132	2,420,797,031	2,843,134,991	1,818,892,396
Less: Provision for doubtful debt	4,084,928	-	4,084,928	-
	2,991,996,204	2,420,797,031	2,839,050,063	1,818,892,396

Out of total receivables from BREB, invoices amounting to BDT 2,271,195,951 raised by the Company, pertaining to the three Expansion Power Plants, have yet not been accepted by BREB due to using different unit rate in calculating revenue. As per contracts for supply of electricity and Government's gazette notification, the Company has been raising invoices at the rate of Taka 3.1141 per kWh from December 2011 to January 2012, for February 2012 at the rate of Taka 3.3741, from March to August 2012 at the rate of Taka 3.6216 per kWh and September 2012 onward at the rate of Taka 4.2316 per kWh due to rise in BST (Bulk Supply Tariff). BREB has been paying at the rate 2.8386 per kWh. In order to resolve the above matter, the Company went for arbitration carried by Bangladesh Energy Regulatory Commission (BERC) and a favourable verdict was given upon the Company. Later on, upon request from BREB, the verdict is reviewed again by BERC and the reviewed verdict was also in favour of the Company. The management believes the amount is recoverable. The Company is maintaining communication with BREB and negotiation for collection is under process.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

11 Sundry receivables

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Insurance receivables	17,687,085	17,687,085	62,842,051	62,842,051
Interest on FDRs	8,145,004	-	6,882,405	5,066,905
Dividend receivables	81,337,653	81,337,653	-	-
VAT deducted at sources	22,195,381	17,742,123	22,195,381	17,742,123
	129,365,123	116,766,861	91,919,837	85,651,079
Less: Provision for doubtful receivables	4,453,258	-	4,453,258	-
	124,911,865	116,766,861	87,466,579	85,651,079

VAT at source upto June 2009 amounting to Taka 22,195,381 was deducted by Bangladesh Rural Electrification Board (BREB) under the purview of regulations declared by the National Board of Revenue (NBR). But in the Power Purchase Agreement (PPA) it was declared that "Nothing herein, however, shall in any way limit or override any provisions of the Implementation Agreement, that provide certain Tax exemptions under this Agreement, that allow certain Taxes and charges to be reimbursed to the Company in accordance with Article X of this Agreement". Hence, as per PPA the Group has been claiming refund of the VAT at source so far deducted by BREB. The Group has kept close contact with BREB and negotiation for collection of the amount is under process.

12 Inter company receivables

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Summit Purbanchol Power Company Limited	-	4,517,303	-	21,805,240
Summit Uttaranchol Power Company Limited	-	-	-	20,459,896
Summit Narayananj Power Limited	-	11,453,098	-	158,006,087
	-	15,970,401	-	200,271,223

13 Due from associates

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Summit Barisal Power Limited	-	-	31,709,443	31,615,443
	-	-	31,709,443	31,615,443

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

14 Advances, deposits and prepayments

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Advances				
Initial Public Offerings (IPO)	2,231,693	-	1,921,353	100,000
C & F agents	715,298	715,298	240,298	240,298
Energypac Eng. Ltd.	1,150,000	1,000,000	4,000,000	2,000,000
Wartsila Bangladesh Limited	750,000	-	-	-
Precision Tech	450,000	450,000	-	-
Nadim Enterprise	4,095,011	-	-	-
R.M. Trade International	1,587,000	-	-	-
Siemens Bangladesh Limited	2,925,000	2,925,000	-	-
Allaince Holding Ltd. (AHL)	14,000,000	14,000,000	-	-
Center for Management Development	200,000	200,000	-	-
Land lord	101,000	101,000	-	-
United Finance Limited	-	-	44,936	-
Tax advisor	400,000	300,000	400,000	300,000
Income tax	52,164,447	52,164,447	52,164,447	52,164,447
Other suppliers	543,000	438,000	40,743,609	36,414,234
Car purchase	833,838	770,838	-	-
Employees	895,000	505,000	603,000	515,000
	83,041,287	73,569,583	100,117,643	91,733,979
Less: Provision for doubtful advance	445,000	445,000	445,000	445,000
	82,596,287	73,124,583	99,672,643	91,288,979
Deposits				
Security deposit (non-interest bearing)	1,758,045	1,145,495	5,988,045	1,145,495
Bank guarantee margin:				
Controller of Import and Export (SIIBL)	1,545,053	1,545,053	1,545,053	1,545,053
Pashchimanchal Gas Co. Ltd.	823,441	-	823,441	-
Bakhrabad Gas System Ltd.	2,470,323	-	2,470,323	-
Bangladesh Power Development Board (BPDB)	3,936,823	-	11,176,610	-
Bangladesh Rural Electrification Board (BREB)	9,260,359	-	9,260,359	-
Titas Gas Transmission and Distribution Co. Ltd.	4,940,646	-	4,940,646	-
	22,976,645	1,545,053	30,216,432	1,545,053
	24,734,690	2,690,548	36,204,477	2,690,548
Prepayments				
Annual license fees	2,750,000	750,000	3,000,000	750,000
Standby letter of credit commission	243,195	193,195	639,555	352,055
Bank guarantee/operation bond commission	12,403,505	2,185,055	6,109,140	2,137,588
Insurance premium	16,057,335	3,501,426	15,750,106	3,142,615
Land lease rental	969,775	255,489	969,122	254,836
	32,423,810	6,885,165	26,467,923	6,637,094
Related party transactions				
Summit Corporation Limited	3,574,958	3,574,958	1,439,964	1,439,964
Cosmopolitan Traders (Pvt.) Limited	3,418,553	3,418,553	3,884,083	3,884,083
Summit Oil & Shipping Co. Limited	11,860,222	-	11,860,222	-
	18,853,733	6,993,511	17,184,269	5,324,047
	158,608,520	89,693,807	179,529,312	105,940,668

Bank guarantee margin had been deposited with various schedule banks in Bangladesh as security for compliance with the Company's/Group's operational obligation.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

15 Cash and cash equivalents

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Cash in hand	660,601	425,601	821,763	519,572
Cash at bank				
Bank Al-Falah Limited	244,183	244,183	246,758	246,758
Bank Asia Limited	17,565,597	17,565,597	1,582,551	1,582,551
BRAC Bank Limited	727,777,754	3,145,392	900,045,336	3,151,542
Commercial Bank of Ceylon	2,039,834	2,039,834	2,463,349	2,463,349
Dhaka Bank Limited	7,442,770	7,442,770	5,809,738	5,809,738
Citibank, N.A.	-	-	14,886	14,886
The City Bank Limited	15,226	15,226		
Dutch-Bangla Bank Limited	172,281,542	96,305,941	132,786,746	117,699,806
Mutual Trust Bank Limited	8,621,991	-	3,984,926	-
Southeast Bank Limited	247,572	247,572	247,534	247,534
One Bank Limited	70,395,229	1,490,417	3,164,275	749,080
Exim Bank Limited	1,156,125	-	357,019	-
Premier Bank Limited	22,761,395	16,863,900	21,783,562	15,879,537
Rupali Bank Limited	95,474	95,474	1,076,338	1,076,338
Standard Chartered Bank	47,945,124	47,945,123	4,109,539	4,109,539
Shahjalal Islami Bank Limited	1,214,316	1,214,316	1,237,571	1,237,571
Sonali Bank Limited	573,612	-	853,876	-
	1,080,377,744	194,615,745	1,079,764,004	154,268,229
Fixed deposit receipts (FDR)				
Bank Asia Limited	-	-	74,533,417	74,533,417
The Farmers Bank Limited	277,622,204	-	-	-
One Bank Limited	10,578,935	-	-	-
Jamuna Bank Limited	-	-	102,250,000	102,250,000
Meghna Bank Ltd.	70,000,000	-	-	-
Shahjalal Islami Bank Limited	-	-	52,467,129	-
Commercial Bank of Ceylon PLC	-	-	18,450,975	18,450,975
Premier Bank Limited	154,550,469	-	150,000,000	150,000,000
Exim Bank Limited	314,842,237	-	425,482,689	270,740,502
	827,593,845	-	823,184,210	615,974,894
	1,908,632,190	195,041,346	1,903,769,977	770,762,695

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

16 Share capital

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Authorised				
300,000,000 Ordinary shares of Tk 10 each	3,000,000,000	3,000,000,000	3,000,000,000	3,000,000,000
400,000,000 Ordinary shares of Tk 10 each	4,000,000,000	4,000,000,000	4,000,000,000	4,000,000,000
500,000,000 Ordinary shares of Tk 10 each	5,000,000,000	5,000,000,000	5,000,000,000	5,000,000,000
30,000,000 Preference shares of Tk 100 each	3,000,000,000	3,000,000,000	3,000,000,000	3,000,000,000
	15,000,000,000	15,000,000,000	15,000,000,000	15,000,000,000
Issued, subscribed and paid-up				
65,000,000 Ordinary shares of Tk 10 each	650,000,000	650,000,000	650,000,000	650,000,000
6,500,000 Bonus shares of Tk 10 each in 2006	65,000,000	65,000,000	65,000,000	65,000,000
14,300,000 Bonus shares of Tk 10 each in 2007	143,000,000	143,000,000	143,000,000	143,000,000
68,640,000 Right shares of Tk 10 each in 2008	686,400,000	686,400,000	686,400,000	686,400,000
30,888,000 Bonus shares of Tk 10 each in 2008	308,880,000	308,880,000	308,880,000	308,880,000
37,065,600 Bonus shares of Tk. 10 each in 2009	370,656,000	370,656,000	370,656,000	370,656,000
55,598,400 Bonus shares of Tk. 10 each in 2010	555,984,000	555,984,000	555,984,000	555,984,000
25,361,973 Ordinary shares of Tk 10 each in 2010	253,619,730	253,619,730	253,619,730	253,619,730
91,006,191 Bonus shares of Tk. 10 each in 2011	910,061,910	910,061,910	910,061,910	910,061,910
98,590,041 Bonus shares of Tk. 10 each in 2012	985,900,410	985,900,410	985,900,410	985,900,410
98,590,041 Bonus shares of Tk. 10 each in 2013	985,900,410	985,900,410	985,900,410	985,900,410
88,731,037 Bonus shares of Tk. 10 each in 2014	887,310,360	887,310,360	887,310,360	887,310,360
106,791,361 Ordinary shares of Tk. 10 each in 2014*	1,067,913,610	1,067,913,610	1,067,913,610	1,067,913,610
39,353,132 Bonus shares of Tk. 10 each in 2015	393,531,320	393,531,320	-	-
	8,264,157,750	8,264,157,750	7,870,626,430	7,870,626,430

* Details are given in the note 7.

16.1 Shareholding position:

Name of shareholders	Percentage of shareholdings		Number of shares	
	31 December 2015	31 December 2014	31 December 2015	31 December 2014
Summit Corporation Limited	53.52%	53.52%	442,297,446	421,235,664
Euro Hub Investments Ltd.	4.45%	4.45%	36,735,968	34,986,637
Institutional investors	24.76%	24.83%	204,681,966	195,465,567
General public	17.27%	17.20%	142,700,395	135,374,775
	100%	100%	826,415,775	787,062,643

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

16.2 Classification of shareholders by holding:

(Figure In Taka)

Particulars	Number of holders		% of holdings	
	31 December 2015	31 December 2014	31 December 2015	31 December 2014
Less than 500 shares	22,722	27,299	51.47%	53.99%
500 to 5,000 shares	17,031	19,162	38.58%	37.90%
5,001 to 10,000 shares	2,303	2,060	5.22%	4.07%
10,001 to 20,000 shares	991	986	2.24%	1.95%
20,001 to 30,000 shares	351	349	0.80%	0.69%
30,001 to 40,000 shares	154	154	0.35%	0.30%
40,001 to 50,000 shares	99	99	0.22%	0.20%
50,001 to 100,000 shares	232	204	0.53%	0.40%
100,001 to 1,000,000 shares	213	208	0.48%	0.41%
Over 1,000,000 shares	49	45	0.11%	0.09%
	44,145	50,566	100.00	100.00

17 Share premium

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Share premium from issue of 2,000,000 shares in 2005	80,000,000	80,000,000	80,000,000	80,000,000
Share premium from issue of 6,864,000 shares in 2008	308,880,000	308,880,000	308,880,000	308,880,000
Share premium from issue of 25,361,973 shares in 2010	2,745,940,817	2,745,940,817	2,745,940,817	2,745,940,817
	3,134,820,817	3,134,820,817	3,134,820,817	3,134,820,817
Less: Issue costs	234,123,160	234,123,160	234,123,160	234,123,160
	2,900,697,657	2,900,697,657	2,900,697,657	2,900,697,657
Add: Share premium on dilution of ownership in SPPCL	600,385,917	-	600,385,917	-
Less: Issue of transaction costs	315,777	-	315,777	-
Add: Share premium on issue of shares to SCL*	2,733,858,842	2,733,858,842	2,733,858,842	2,733,858,842
	6,234,626,639	5,634,556,499	6,234,626,639	5,634,556,499

* Details are given in the note 7.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

18 Non-controlling interests

(Figure In Taka)

Particulars	31 December 2015			Total
	SPPCL	SUPCL	SNPL	
NCI percentage	28.95%	48.52%	30.79%	
Non-current assets	4,455,334,695	1,484,296,396	4,772,610,023	10,712,241,114
Current assets	718,530,685	722,197,448	1,630,060,183	3,070,788,316
Non-current liabilities	(18,207,058)	(24,831,665)	(22,342,662)	(65,381,385)
Current liabilities	(260,270,625)	(148,835,386)	(236,622,964)	(645,728,975)
Net assets	4,895,387,697	2,032,826,793	6,143,704,580	13,071,919,070
Net assets attributable to NCI	1,417,214,738	986,327,560	1,891,646,640	4,295,188,938
Less: Intra-group elimination*				355,720,496
				3,939,468,443
Revenue	1,359,111,351	957,116,458	1,647,835,608	3,964,063,417
Profit	795,448,592	405,673,383	965,014,373	2,166,136,348
Other comprehensive income	-	-	-	-
Total Comprehensive Income	795,448,592	405,673,383	965,014,373	2,166,136,348
Profit allocated to NCI	230,282,367	196,832,725	297,127,925	724,243,018
Less: Intra-group elimination				55,874,332
				668,368,686
Net cash flow from operating activities	971,297,539	562,065,477	1,326,254,788	2,859,617,804
Net cash used in investing activities	(2,613,979)	(12,831,767)	(88,374,707)	(103,820,453)
Net cash flow (used)/from financing activities	(662,703,957)	(364,959,153)	(1,147,550,680)	(2,175,213,790)
Net increase in cash and cash equivalents	305,979,603	184,274,557	90,329,401	580,583,561

* Intra-group elimination arisen on account of SPPCL's equity investment in SNPL.

Particulars	31 December 2014			Total
	SPPCL	SUPCL	SNPL	
NCI percentage	28.95%	48.52%	30.79%	
Non-current assets	4,392,945,614	1,567,173,562	4,925,418,333	10,885,537,509
Current assets	669,899,850	597,883,329	1,690,813,599	2,959,596,778
Non-current liabilities	(204,289,618)	(144,285,751)	(239,890,912)	(588,466,281)
Current liabilities	(378,664,981)	(257,660,764)	(1,090,157,063)	(1,726,482,808)
Net assets	4,479,890,865	1,763,110,376	5,286,183,957	11,530,185,198
Net assets attributable to NCI	1,296,928,405	855,461,154	1,627,616,040	3,780,005,601
Less: Intra-group elimination*				306,070,052
				3,473,935,549
Revenue	1,368,660,493	916,376,843	1,647,660,924	3,932,698,260
Profit	725,341,594	348,841,473	961,268,847	2,035,451,914
Other Comprehensive Income	-	-	-	-
Total Comprehensive Income	725,341,594	348,841,473	961,268,847	2,035,451,914
Profit allocated to NCI	209,986,391	169,257,883	295,974,678	675,218,952
Less: Intra-group elimination				55,657,466
				619,561,486
Net cash flow from operating activities	706,164,342	458,175,840	1,204,012,695	2,368,352,877
Net cash used in investing activities	(151,265,812)	(63,819,144)	(51,586,809)	(266,671,765)
Net cash flow (used)/from financing activities	(593,554,442)	(346,724,347)	(908,399,629)	(1,848,678,418)
Net increase / (decrease) in cash and cash equivalents	(38,655,912)	47,632,349	244,026,257	253,002,694

* Intra-group elimination arisen on account of SPPCL's equity investment in SNPL.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Madanganj, Narayanganj Power Plant				
DEG and FMO	1,091,717,253	-	1,939,965,349	-
Add: Amortisation of transaction costs	2,694,663	-	11,111,276	-
	1,094,411,916	-	1,951,076,625	-
Less: Repayment during the year	881,015,628	-	867,515,625	-
(Less)/add: Exchange rate fluctuation effect	5,697,462	-	8,156,253	-
	219,093,750	-	1,091,717,253	-
Non-current	-	-	223,217,253	-
Current	219,093,750	-	868,500,000	-
	219,093,750	-	1,091,717,253	-

Repayment term and security details

Summit Narayanganj Power Limited had taken project loan in foreign currency amounting USD 45,000,000, from NEDERLANDSE FINANCIERINGS-MAATSCHAPPIJ VOOR ONTWIKKELINGSLANDEN N. V. (FMO) USD 22,500,000 and from DEUTSCHE INVESTITIONS-UND ENTWICKLUNGSGESELLSCHAFT MBH (DEG) USD 22,500,000 on 23 October 2011. The interest rate is 3 months USD LIBOR plus 4 % p.a. The loan is repayable within 4.5 years in 16 equal quarterly installments with first due date of repayment from June 2012. The loan is secured by trust and retention account agreement, mortgage over land, charges over fixed assets, charges over moveable assets, assignment of supply contract, assignment of receivables under PPA, letter of lien and set-off, assignment of insurances and assignment of stand by letter of credit.

20 Redeemable preference shares

Opening balance	780,623,000	-	1,246,737,480	-
Add: Amortisation of transaction costs	-	-	2,254,420	-
	780,623,000	-	1,248,991,900	-
Less: Repayment of installment	468,368,900	-	468,368,900	-
	312,254,100	-	780,623,000	-
Current	312,254,100	-	468,368,900	-
Non-current	-	-	312,254,100	-
	312,254,100	-	780,623,000	-

Out of total redeemable preference shares, Tk 2,822,467,500 has been converted from project loan on 12 August 2010 and Tk 300,000,000 has been issued on 30 September 2010 bearing dividend at 10-10.5% per annum payable half yearly commencing from December 2010. Preference shares will be redeemed over 6 years or by 7 installments payable at the end of each year commencing from December 2010.

21 Deferred liabilities

Gratuity fund (note 21.1)	69,227,028	30,328,978	57,298,908	26,089,867
Other deferred liabilities (note 21.2)	57,262,678	30,779,343	49,068,046	27,282,159
	126,489,706	61,108,321	106,366,954	53,372,026

21.1 Gratuity fund

Opening balance	57,298,908	26,089,867	43,832,858	25,511,620
Add: addition during the year	16,357,834	8,428,015	13,987,625	944,647
Less: payment during the year	4,429,714	4,188,904	521,575	366,400
Closing balance	69,227,028	30,328,978	57,298,908	26,089,867

The Company, for its present eligible local employees, operates a gratuity scheme. This gratuity scheme is not recognised by the National Board of Revenue. Every eligible employee covered by this scheme is entitled to get benefit equal to one last basic salary for every year of service.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
21.2 Other deferred liabilities				
Liability for earned leave (note 21.2.1)	35,747,053	15,591,843	29,943,046	13,782,159
Liability for assets retirement obligation (note 21.2.2)	21,515,625	15,187,500	19,125,000	13,500,000
	57,262,678	30,779,343	49,068,046	27,282,159

21.2.1 Liability for earned leave

Opening balance	29,943,046	13,782,159	21,589,102	9,599,216
Add: provision made during the year	8,480,640	4,096,451	8,823,392	4,652,134
Less: payments made during the year	2,676,633	2,286,767	469,448	469,191
Closing balance	35,747,053	15,591,843	29,943,046	13,782,159

21.2.2 Liability for assets retirement obligation (ARO)

Opening balance	19,125,000	13,500,000	17,000,000	12,000,000
Add: provision made during the year	2,390,625	1,687,500	2,125,000	1,500,000
Closing balance	21,515,625	15,187,500	19,125,000	13,500,000
Grand total	126,489,706	61,108,321	106,366,954	53,372,026

22 Unclaimed dividends

Unclaimed dividend	28,153,736	20,668,594	9,829,630	6,270,188
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As at 31 December 2015, the above amount of dividends remained unclaimed by the shareholders. These amounts are deposited in a bank account and are payable on demand.

23 Trade creditors

Gas bill - Ashulia Power Plant	4,606,842	4,606,842	3,850,232	3,850,232
Gas bill - Ashulia Power Plant (Expansion)	12,970,551	12,970,551	13,752,937	13,752,937
Gas bill - Narsingdi Power Plant	3,258,045	3,258,045	4,943,756	4,943,756
Gas bill - Narsingdi Power Plant (Expansion)	10,345,356	10,345,356	10,637,228	10,637,228
Gas bill - Chandina Power Plant	3,590,139	3,590,139	5,019,403	5,019,403
Gas bill - Chandina Power Plant (Expansion)	4,513,176	4,513,176	4,979,945	4,979,945
Gas bill - Bakhrabad Gas Transmission and Dist. Co. Ltd.	11,776,156	-	30,618,920	-
Gas bill - Titas Gas Transmission and Dist. Co. Ltd.	46,111,388	-	71,045,297	-
Gas bill - Pashchimanchal Gas Co. Ltd.	4,004,282	-	8,355,383	-
Mobil Jamuna Lubricants Ltd.	-	-	733,950	733,950
Navana Petroleum Ltd.	187,497	-	25,153,348	-
	101,363,432	39,284,109	179,090,399	43,917,451

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

(Figure In Taka)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate

24 Sundry creditors and accruals

Provision for income tax	54,462,450	54,462,450	54,462,450	54,462,450
Liability for withholding tax and VAT	78,316	78,316	15,781,651	-
Utility bills (gas, rent, rate and others)	532,617	532,617	525,000	525,000
Provision for liquidated damage	3,250,000	-	6,205,252	-
Refundable IPO subscription of SPPCL	156,566	-	156,566	-
Summit Oil and Shipping Limited	2,299,170	-	2,293,366	-
Provision for C & F agents	406,238	339,089	204,198	-
Payable for agency fee	-	-	2,875,000	-
Orient Energy Systems Limited	-	-	1,090,000	-
CRISL-for rating purpose	230,000	230,000	-	-
Wartsila Bangladesh Limited	8,831,522	4,428,072	12,588,772	8,538,766
CSD Filling Station	400,000	400,000	-	-
Otobi Limited	214,021	214,021	-	-
Interest payable on loan	860,150	-	2,464,012	380,967
Energypac Engineering	740,000	-	-	-
Operation bond	391,323	391,323	-	-
Audit and certification fees	1,817,000	828,000	1,403,000	437,000
Security service expenses	1,221,859	552,547	1,009,740	420,065
Bangla Trac Ltd.	332,869	332,869	-	-
Narayanganj PBS	-	-	424,101	-
Security deposit from employees	245,000	245,000	325,000	325,000
Others	562,964	219,500	945,224	740,869
	77,032,065	63,253,804	102,753,332	65,830,117

25 Short term loan

Bank Asia Limited	-	-	1,000,000,000	1,000,000,000
Brac Bank Limited	-	-	12,846,312	-
	-	-	1,012,846,312	1,000,000,000

In 2014, the Company took short term loan amounting to Taka 1,000,000,000 bearing interest at 11.50% per annum for a term of 6 months to meet the working capital finance from Bank Asia Limited which has been fully repaid in 2015.

26 Inter company payables

Summit Uttaranchol Power Company Limited	-	9,080,745	-	-
	-	9,080,745	-	-

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

27 Revenue

(Figure In Taka)

Particulars	For the year ended			
	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Ashulia Power Plant	166,358,193	166,358,193	146,299,872	146,299,872
Ashulia Power Plant (expansion)	859,684,913	859,684,913	767,451,524	767,451,524
Narsingdi Power Plant	166,618,256	166,618,256	160,003,139	160,003,139
Narsingdi Power Plant (expansion)	563,416,907	563,416,907	593,646,522	593,646,522
Chandina Power Plant	167,655,192	167,655,192	182,652,544	182,652,544
Chandina Power Plant (expansion)	357,062,302	357,062,302	326,292,656	326,292,656
Jangalia Power Plant	679,280,202	-	681,400,954	-
Rupganj Power Plant	679,831,149	-	687,259,539	-
Maona Power Plant	716,460,815	-	697,441,515	-
Ullapara Power Plant	240,655,643	-	218,935,328	-
Madanganj Power Plant	1,647,835,608	-	1,647,660,924	-
	6,244,859,180	2,280,795,763	6,109,044,517	2,176,346,257

28 Cost of sales

Particulars	For the year ended			
	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Gas consumption - Ashulia Power Plant	54,890,104	54,890,104	48,235,052	48,235,052
Gas consumption - Ashulia Power Plant (expansion)	152,076,252	152,076,252	136,802,439	136,802,439
Gas consumption - Madhabdi Power Plant	44,956,755	44,956,755	52,745,855	52,745,855
Gas consumption - Madhabdi Power Plant (expansion)	109,621,578	109,621,578	109,023,811	109,023,811
Gas consumption - Chandina Power Plant	53,563,602	53,563,602	61,013,974	61,013,974
Gas consumption - Chandina Power Plant (expansion)	61,971,092	61,971,092	54,264,825	54,264,825
Gas consumption - Jangalia Power Plant	176,030,994	-	187,442,319	-
Gas consumption - Rupganj Power Plant	180,380,401	-	197,869,181	-
Gas consumption - Maona Power Plant	200,104,041	-	195,259,180	-
Gas consumption - Ullapara Power Plant	62,401,111	-	56,845,921	-
Tankage handling charge	27,693,931	-	27,700,020	-
Tools and spare consumption	526,591,983	287,549,184	403,816,212	168,982,634
Lube and other oil expenses	226,214,607	57,905,513	235,399,278	66,696,768
Lube oil, meter and water testing expenses	2,904,336	2,086,536	1,707,049	733,950
Plant maintenance expenses	108,303,634	39,202,435	93,901,870	38,635,513
Depreciation on plant and machinery (note 4.1)	667,938,392	229,033,309	690,558,546	247,101,440
	2,655,642,813	1,092,856,360	2,552,585,532	984,236,261

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

29 Other income, net

(Figure In Taka)

Particulars	For the year ended			
	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Sale of empty lube oil drums	6,416,648	2,626,450	9,177,215	3,397,950
Dividend income	254,957,915	654,025,849	151,756,266	379,034,192
Miscellaneous	8,196,601	2,453,623	5,603,237	1,575,590
	269,571,164	659,105,922	166,536,718	384,007,732

30 General and administrative expenses

Particulars	For the year ended			
	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Salary and allowances	213,616,715	82,921,715	191,003,257	73,409,562
Employer's contribution to provident fund	10,373,828	5,556,158	8,977,233	4,822,062
Gratuity	16,437,612	8,428,015	13,987,625	944,647
Directors' and CEO's remuneration (note 31.1)	57,787,907	42,997,075	51,001,719	42,242,162
Tax on directors' remuneration	11,907,720	11,907,720	11,645,700	11,645,700
Security service and temporary contract worker	25,640,982	8,524,473	23,249,105	8,498,535
Education and training	2,832,087	1,052,549	2,969,695	999,592
Employee welfare	469,532	180,148	128,933	59,382
Board meeting attendance fees	630,000	360,000	464,600	320,000
Audit committee attendance fees	460,000	280,000	424,000	250,000
Communication	10,104,129	3,386,695	8,238,819	2,791,382
Travelling and conveyance	4,910,526	1,475,957	5,139,201	1,502,371
Vehicle fuel and maintenance	16,499,476	6,005,809	14,199,996	5,069,574
Entertainment	8,393,014	2,668,705	8,707,124	2,864,747
Food and lodging	244,757	244,757	167,023	167,023
Printing and stationery	2,269,752	819,792	2,414,618	745,180
Office expenses	588,585	200,109	469,822	149,111
General repair and maintenance	5,890,011	2,223,901	5,265,013	1,483,354
Land lease rental	5,418,377	2,818,377	5,413,683	2,813,683
Rent, rates and taxes	16,926,980	6,055,501	14,494,747	5,002,478
Utility expenses	6,929,461	655,426	9,941,005	716,727
Insurance premium	44,177,809	7,920,923	43,884,931	7,470,093
Advertisement and publicity	5,890,475	1,884,990	11,864,477	3,570,945
Gift and compliments	995,930	287,407	875,664	226,351
Donation and subscription	52,813,707	17,351,833	14,994,189	4,183,283
Legal and professional consultancy fees	13,070,192	4,069,860	16,815,731	4,557,394
Uniform and liveries	4,680,990	2,028,409	3,520,956	600,681
Audit fees	1,310,000	450,000	1,220,000	380,000
Credit rating fees	891,250	230,000	546,250	230,000
Environmental compliance	757,217	350,783	784,714	355,400
ISO certification	780,850	189,258	-	-
Annual General Meeting expenses	10,431,824	6,887,051	10,032,633	6,676,563
Extra ordinary General Meeting expenses	-	-	1,396,447	1,396,447
Depreciation (note 4.1)	50,114,049	18,932,743	43,258,558	17,183,397
Amortisation (note 5)	366,665	333,332	562,697	466,864
Tender document expenses	175,825	171,729	199,964	105,685
Annual fees (note 30.2)	13,086,586	8,363,581	12,636,160	7,960,173
Business Development expenses	2,311,893	354,187	1,258,439	231,235
Liquidated damages	10,094,655	-	21,718,581	-
Bad debts	-	-	1,782,243	-
Miscellaneous	489,813	105,900	1,113,342	495,077
	630,771,181	258,674,868	566,768,894	222,586,860

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

(Figure In Taka)

Particulars	For the year ended			
	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
30.1 Directors & CEO's remuneration				
Salary and allowances	47,159,196	34,320,000	41,283,769	33,765,806
Festival bonus	7,387,416	6,050,000	6,482,215	5,745,161
Utility expenses	1,980,000	1,980,000	1,980,000	1,980,000
Board meeting attendance fees	1,261,295	647,075	1,255,735	751,195
	57,787,907	42,997,075	51,001,719	42,242,162

30.2 Annual fees include BERC fee, BOI registration fee, trade license renewal fee and application fees of BSEC, DSE, CSE and CDBL.

31 Net finance costs

Financial Income				
Interest on FDRs	91,937,503	41,084,340	85,400,491	62,919,835
Interest on STDs	11,999,624	4,478,726	14,094,734	4,571,376
Interest on Inter-company financing	15,800,473	23,977,427	-	-
Foreign exchange (loss)/gain	5,204,656	-	(901,208)	-
	124,942,256	69,540,493	98,594,017	67,491,211
Finance expenses				
Interest on loan				
Brac Bank Limited	101,966	-	172,505	-
One Bank Limited	-	-	90,623	90,623
The City Bank Limited	-	-	33,375,109	33,375,109
Bank Asia Limited	87,854,364	87,854,364	62,034,921	62,034,921
Inter company	1,458,835	535,114	-	-
Liquidated damage	288,548	-	-	-
Summit Corporation Limited	-	-	94,814,492	94,814,492
DEG and FMO	31,742,686	-	68,241,112	-
Dividend on redeemable preference shares	79,360,231	-	126,975,868	-
United Finance Limited	6,073	-	75,463	-
	200,812,703	88,389,478	385,780,093	190,315,145
Others				
Bank charges and others	3,506,381	2,516,258	2,952,319	1,951,166
Bank guarantee commission	2,855,917	122,436	3,994,790	1,185,559
Amortisation on ARO	2,390,625	1,687,500	2,125,000	1,500,000
Operation and insurance bond commission	2,647,625	2,647,625	3,151,429	3,151,429
Amortisation of transaction costs	2,694,663	-	13,365,696	-
Annual fees - IIDFC	1,437,500	-	4,612,500	-
	15,532,711	6,973,819	30,201,734	7,788,154
Finance expenses	216,345,414	95,363,297	415,981,827	198,103,299
Net finance costs	(91,403,158)	(25,822,804)	(317,387,810)	(130,612,088)

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

32 Earnings per share (EPS)

(Figure In Taka)

Particulars	For the year ended			
	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Basic earnings per share				
Profit attributable to the ordinary shareholders	3,103,662,110	1,562,547,653	2,219,277,513	1,222,918,780
Weighted average number of shares outstanding				
Ordinary shares fully outstanding	680,271,282	680,271,282	680,271,282	680,271,282
Ordinary shares issued in 31 December 2014	106,791,361	106,791,361	292,579	292,579
Bonus shares issued in 2015	39,353,132	39,353,132	39,353,132	39,353,132
Weighted average number of share	826,415,775	826,415,775	719,916,993	719,916,993
Earnings per share (EPS)	3.76	1.89	3.08	1.70

The weighted average number of ordinary shares outstanding during the year is the number of ordinary shares outstanding at the beginning of the year, adjusted by the number of ordinary shares issued during the year multiplied by a time-weighting factor. The time-weighting factor is the number of days that the shares are outstanding as a proportion of the total number of days in the year. The weighted average number of shares is calculated in case of bonus share by assuming that the shares have always been in issue. This means that they have been issued at the start of the year presented as the comparative figures.

Diluted earnings per share

No diluted earnings per share is required to be calculated for the years presented as there was no scope for dilution during these years.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

33 Financial instruments - Fair values and risk management

A. Accounting classifications and fair values

The following table shows the carrying amounts and fair values, where applicable, of financial assets and financial liabilities, including their levels in the fair value hierarchy. 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.

(Figure In thousands of taka)

Particulars	Note	Carrying amount							Fair value					
		Held for trading	Designated at fair value	Fair value hedging instruments	Held to maturity	Loans and receivables	Available for sale	Other financial liabilities	Total	Level 1	Level 2	Level 3	Total	
31 December 2015														
Financial assets measured at fair value														
Available-for-sale financial assets	8	-	-	-	-	-	-	4,784,317	-	4,784,317	4,784,317	-	-	4,784,317
		-	-	-	-	-	-	4,784,317	-	4,784,317	4,784,317	-	-	4,784,317
Financial assets not measured at fair value														
Trade receivables	10	-	-	-	-	2,991,996	-	-	2,991,996	-	-	-	-	-
Sundry receivables	11	-	-	-	-	124,912	-	-	124,912	-	-	-	-	-
Deposits	14	-	-	-	-	24,735	-	-	24,735	-	-	-	-	-
Cash and cash equivalents (except cash in hand)	15	-	-	-	-	1,907,972	-	-	1,907,972	-	-	-	-	-
		-	-	-	-	5,049,614	-	-	5,049,614	-	-	-	-	-
Financial liabilities not measured at fair value														
Project loan	19	-	-	-	-	-	-	219,094	219,094	-	-	-	-	-
Redeemable preference shares	20	-	-	-	-	-	-	312,254	312,254	-	-	-	-	-
Unclaimed dividends	22	-	-	-	-	-	-	28,154	28,154	-	-	-	-	-
Trade creditors	23	-	-	-	-	-	-	101,363	101,363	-	-	-	-	-
Sundry creditors and accruals	24	-	-	-	-	-	-	77,052	77,052	-	-	-	-	-
		-	-	-	-	-	-	737,897	737,897	-	-	-	-	-
31 December 2014														
Financial assets measured at fair value														
Available-for-sale financial assets	8	-	-	-	-	-	-	3,647,104	-	3,647,104	3,647,104	-	-	3,647,104
		-	-	-	-	-	-	3,647,104	-	3,647,104	3,647,104	-	-	3,647,104
Financial assets not measured at fair value														
Trade receivables	10	-	-	-	-	2,839,050	-	-	2,839,050	-	-	-	-	-
Sundry receivables	11	-	-	-	-	87,467	-	-	87,467	-	-	-	-	-
Deposits	14	-	-	-	-	36,204	-	-	36,204	-	-	-	-	-
Cash and cash equivalents (except cash in hand)	15	-	-	-	-	1,902,948	-	-	1,902,948	-	-	-	-	-
		-	-	-	-	4,865,669	-	-	4,865,669	-	-	-	-	-
Financial liabilities not measured at fair value														
Project loan	19	-	-	-	-	-	-	1,091,717	1,091,717	-	-	-	-	-
Short Term Loan	25	-	-	-	-	-	-	1,012,846	1,012,846	-	-	-	-	-
Redeemable preference shares	20	-	-	-	-	-	-	780,623	780,623	-	-	-	-	-
Finance lease		-	-	-	-	-	-	219	219	-	-	-	-	-
Unclaimed dividends	22	-	-	-	-	-	-	9,830	9,830	-	-	-	-	-
Trade creditors	23	-	-	-	-	-	-	179,090	179,090	-	-	-	-	-
Sundry creditors	24	-	-	-	-	-	-	102,753	102,753	-	-	-	-	-
		-	-	-	-	-	-	3,177,079	3,177,079	-	-	-	-	-

The Group has not disclosed the fair values for financial instruments because their carrying amounts are a reasonable approximation of fair values.

B. Financial risk management

The Group has exposures to the following risks from its use of financial instruments:

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

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The Board of Directors has overall responsibility for the establishment and oversight of the Company's/Group's risk management framework. The Board oversees how management monitors compliance with risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to risks faced by the Company/Group. The Board is assisted in its oversight role by Audit Committee. Internal Audit, under the purview of Audit Committee, undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

i) Credit risk

Credit risk is the risk of financial loss to the Company/Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company/Group's receivable from customers and investment securities. The Group's sales are made to Government entity, viz, Bangladesh Rural Electrification Board (BREB) and Bangladesh Power Development Board (BPDB) under the conditions of the fixed term Power Purchase Agreement (PPA).

a) Exposure to credit risk

The maximum exposure to credit risk at the reporting date was:

(Figure In Taka)

Particulars	Note	31 December 2015		31 December 2014	
		Consolidated	Separate	Consolidated	Separate
Trade receivables	10	2,991,996,204	2,420,797,031	2,839,050,063	1,818,892,396
Sundry receivables	11	124,911,865	116,766,861	87,051,214	85,651,079
Cash and cash equivalents (except cash in hand)	15	1,907,971,589	194,615,745	1,902,948,214	770,243,123
Deposits	14	24,734,690	2,690,548	36,204,477	2,690,548
		5,049,614,348	2,734,870,185	4,865,253,968	2,677,477,146

b) Aging of trade receivables (net of bad debt provision)

Particulars	31 December 2015		31 December 2014	
	Consolidated	Separate	Consolidated	Separate
Invoiced 0 - 30 days	517,040,292	194,574,791	537,611,162	200,178,497
Invoiced 31 - 180 days	372,494,770	288,434,573	800,847,372	272,619,195
Invoiced over 180 days	2,102,461,142	1,937,787,667	1,500,591,529	1,346,094,704
	2,991,996,204	2,420,797,031	2,839,050,063	1,818,892,396

ii) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity 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 Group's reputation. Typically, the Group ensures that it has sufficient cash and cash equivalent to meet expected operational expenses, including the servicing of financial obligation through preparation of the cash 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. Moreover, the Group seeks to maintain short term lines of credit with scheduled commercial banks to ensure payment of obligations in the event that there is insufficient cash to make the required payment. The requirement is determined in advance through cash flows projections and credit lines facilities with banks are negotiated accordingly.

It may be noted that the Group repaid a portion of its liabilities (liabilities for project development) in 2015 on due dates. Rest of the financial liabilities are expected to be repaid in due time which are expected to be financed from operational cash flow.

The following are the contractual maturities of financial liabilities of Group:

31 December 2015

(Figure In Taka)

Particulars	Carrying amount	Contractual cash flows					
		Total	6 months	6 - 12	1 - 2	2 - 5	More than
			or less	months	years	years	5 years
Project loan	219,093,750	219,093,750	219,093,750	-	-	-	-
Trade creditors	101,363,432	101,363,432	101,363,432	-	-	-	-
Sundry creditors and accruals	77,032,065	77,032,065	77,032,065	-	-	-	-
Redeemable preference shares	312,254,100	312,254,100	-	312,254,100	-	-	-
	709,743,347	709,743,347	397,489,247	312,254,100	-	-	-

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

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AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

31 December 2014

(Figure In Taka)

Particulars	Carrying amount	Contractual cash flows					
		Total	6 months or less	6 - 12 months	1 - 2 years	2 - 5 years	More than 5 years
Project loan	1,091,717,253	1,091,717,253	434,250,000	434,250,000	223,217,253	-	-
Trade creditors	179,090,399	179,090,399	179,090,399	-	-	-	-
Sundry creditors and accruals	102,750,000	102,750,000	102,750,000	-	-	-	-
Redeemable preference shares	780,623,000	780,623,000	-	468,000,000	312,623,000	-	-
Finance lease	218,607	218,607	218,607	-	-	-	-
	2,154,399,259	2,154,399,259	716,309,006	902,250,000	535,840,253	-	-

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

iii) Market risk

Market risk is the risk that changes in market prices such as foreign exchange rates and interest rates will affect the Group's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

a) Currency risk

The Group is exposed to currency risk on purchases of spare parts and capital machinery that are denominated in a currency other than the functional currency primarily the United State Dollar (USD) and Euro (EUR). The Company has not entered into any type of derivatives instrument in order to hedge foreign currency risk as at 31 December 2015.

i) Exposure to currency risk

The Group's exposure to foreign currency risk arising from foreign currency denominated liabilities was as follows:

Foreign currency denominated assets:

	31 December 2015		31 December 2014	
	EUR	USD	EUR	USD
Trade receivables	-	3,861,879	-	5,675,477
Cash at bank	-	9,132,584	-	10,185,241
	-	12,994,463	-	15,860,718

Foreign currency denominated liabilities:

	31 December 2015		31 December 2014	
	EUR	USD	EUR	USD
Project loan	-	(2,812,500)	-	(14,062,500)
	-	(2,812,500)	-	(14,062,500)
Net exposure -assets/(liabilities)	-	10,181,963	-	1,798,218

ii) Foreign exchange rate sensitivity analysis for foreign currency expenditures

A reasonably possible change of 3% in foreign currencies as at 31 December 2015 and 31 December 2014 would have increased/(decreased) equity and profit or loss of the Group by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

Particulars	Profit/(loss)		Equity	
	Strengthening	Weakening	Strengthening	Weakening
31 December 2015				
USD (3% movement)	23,795,247	(23,795,247)	23,795,247	23,795,247
Exchange rate sensitivity	23,795,247	(23,795,247)	23,795,247	23,795,247
31 December 2014				
USD (3% movement)	4,199,738	(4,199,738)	4,199,738	(4,199,738)
Exchange rate sensitivity	4,199,738	(4,199,738)	4,199,738	(4,199,738)

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The following significant exchange rates are applicable:

	31 December 2015	31 December 2014
USD	77.90	77.85
EUR	84.39	93.71

b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. Foreign loans and borrowings are affected by fluctuations in interest rates as the rate is of LIBOR plus 4%. The Group has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date. However, the management feels the risk arising from interest rate fluctuation is immaterial to the financials of the Group.

34 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

35 Contingent liability

Contingent liability existed for the group represents amount in relation to issue of construction bond, operation bond, insurance bond and bank guarantee by third parties as listed below:

Nature of contingent liability		2015		2014	
		Consolidated	Separate	Consolidated	Separate
Operation Bond	Expiry date				
All 11 MWh plants	31.08.2016	USD 1,200,000	USD 1,200,000	USD 1,200,000	USD 1,200,000
Savar expansion plant	03.12.2016	USD 780,000	USD 780,000	USD 780,000	USD 780,000
Narsingdi expansion plant	17.12.2016	USD 560,000	USD 560,000	USD 560,000	USD 560,000
Chandina expansion plant	13.12.2016	USD 320,000	USD 320,000	USD 320,000	USD 320,000
BPDB AG. Jangalia Project	05.08.2010	BDT 39,368,234	-	BDT 39,368,234	-
BREB AG. Rupganj Project	05.08.2010	BDT 39,368,234	-	BDT 39,368,234	-
BREB AG. Maona Project	05.08.2010	BDT 39,368,234	-	BDT 39,368,234	-
BREB AG. Ullapara Project	04.08.2010	BDT 13,867,126	-	BDT 13,867,126	-
Bank Guarantee					
BPDB - Madanganj	19.06.2019	BDT 252,259,587	-	BDT 252,259,587	-
Titas gas T&D- Rupganj	25.01.2019	BDT 26,690,849	-	BDT 24,703,233	-
Bakhrabad- Jangalia	25.01.2019	BDT 24,703,233	-	BDT 24,703,233	-
Titas gas T&D- Maona	25.01.2019	BDT 24,703,233	-	BDT 24,703,233	-
Paschimanchal Gas - Ullapara	06.01.2019	BDT 8,234,409	-	BDT 8,234,409	-

Negotiations are in progress with Bangladesh Rural Electrification Board (BREB) and Bangladesh Power Development Board (BPDB) for extension of the operational bonds which expired in 2010.

36 Commitments

36.1 Capital commitment

The Company has no capital expenditure commitment as at 31 December 2015 including its subsidiaries.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

36.2 Other commitment

The Group has the following letters of credit (LC) in hand as at 31 December 2015:

Name of company	LC number	LC opening date	Currency type	Invoice value
Summit Power Limited	188215010110	19.11.2015	USD	111,361.28
Summit Purbanchol Power Company Limited	188215010096	20.09.2015	EUR	720,682.70
Summit Uttaranchol Power Company Limited	188215010126	27.12.2015	EUR	116,434.40
Summit Narayanganj Power Limited	308515012286	19.10.2015	EUR	8,730.00
	308515012167	30.09.2015	EUR	1,348,177.57

37 Foreign currency transactions

The Group has the following payments during the year:

Particulars	Foreign currency	2015		2014	
		Consolidated	Separate	Consolidated	Separate
Repayment of foreign loan	USD	11,250,000	-	11,974,453	-
Spare parts	USD	1,788,796	854,897	2,392,342	1,265,772
Spare parts	EUR	3,264,830	883,829	3,807,921	1,428,372

38 Related party transaction

During the year, the Company/Group carried out a number of transactions with related parties in the normal course of business. In accordance with the provisions of BAS 24: Related Party Disclosures, the names of the related parties and nature of these transactions have been given below:

38.1 Transactions with key management personnel

(Figure In Taka)

Particulars	2015		2014	
	Consolidated	Separate	Consolidated	Separate
Employee benefits (short term)	59,950,068	19,834,027	49,116,328	16,205,206
Employee benefits (long term)	14,452,273	4,894,760	11,967,571	4,182,589
	74,402,341	24,728,786	61,083,899	20,387,796

Key management personnel includes managing director, senior general managers, deputy/assistant general managers, managers and deputy/assistant managers.

38.2 Other related party transactions

As at and for the year ended 31 December 2015

(Figure In Taka)

Name of related party Particulars	Relationship	Transaction during the year		Balance outstanding	
		Consolidated	Separate	Consolidated	Separate
Summit Corporation Limited	Ultimate parent of Group	15,324,422	15,324,422	3,574,958	3,574,958
Cosmopolitan Traders (Pvt.) Ltd.	Group company	465,530	465,530	3,418,553	3,418,553
Summit Oil and Shipping Co. Ltd.	Group company	27,693,931	-	14,159,392	-
Summit Uttaranchol Power Company Limited	Subsidiary	-	121,186,603	-	(9,080,745)
Summit Purbanchol Power Company Limited	Subsidiary	-	87,260,864	-	4,517,303
Summit Narayanganj Power Limited	Subsidiary	-	98,329,555	-	11,453,098
Summit Barisal Power Limited	Associate	196,166,491	-	-	-
Summit Narayanganj Power Unit II Limited	Associate	124,761,770	-	-	-

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As at and for the year ended 31 December 2014

(Figure In Taka)

Name of related party Particulars	Relationship	Transaction during the year		Balance outstanding	
		Consolidated	Separate	Consolidated	Separate
Summit Corporation Limited	Ultimate parent of Group	1,614,566,544	1,614,566,544	1,439,964	1,439,964
Cosmopolitan Traders (Pvt.) Ltd.	Group company	465,530	465,530	3,884,083	3,884,083
Summit Oil and Shipping Co. Ltd.	Group company	220,000,000	220,000,000	11,860,222	-
Summit Uttaranchol Power Company Limited	Subsidiary	-	131,301,124	-	20,459,896
Summit Purbanchol Power Company Limited	Subsidiary	-	544,205,388	-	21,805,240
Summit Narayanganj Power Limited	Subsidiary	-	154,517,434	-	158,006,087
Summit Barisal Power Limited	Associate	212,452,693	212,358,693	31,709,443	31,615,443
Summit Narayanganj Power Unit II Limited	Associate	60,531,000	60,531,000	-	-
Sumcynet Limited	Group company	2,347,936	2,347,936	-	-

39 Capacity

Name of plants	Licensed capacity	Plant factor (% on licensed)		Energy sold (MWH)	
		2015	2014	2015	2014
Ashulia - Savar	11 MW	Average: 70	Average: 60	67,401	57,577
		Maximum: 78	Maximum: 70		
Ashulia - Savar (Exp)	33.75 MW	Average: 67	Average: 57	197,558	167,443
		Maximum: 80	Maximum: 68		
Madhabdi - Narsingdi	11 MW	Average: 66	Average: 71	63,932	68,554
		Maximum: 77	Maximum: 84		
Madhabdi - Narsingdi (Exp)	24.30 MW	Average: 63	Average: 62	133,267	130,961
		Maximum: 90	Maximum: 87		
Chandina - Comilla	11 MW	Average: 68	Average: 79	65,576	76,108
		Maximum: 83	Maximum: 84		
Chandina - Comilla (Exp)	13.50 MW	Average: 72	Average: 61	84,809	72,034
		Maximum: 83	Maximum: 84		
Rupganj -Narayanganj	33.00 MW	Average: 79	Average: 85	229,642.20	246,951
		Maximum: 89	Maximum: 96		
Jangalia - Comilla	33.00 MW	Average: 81	Average: 84	234,070.21	241,752
		Maximum: 93	Maximum: 96		
Maona - Gazipur	33.00 MW	Average: 86	Average: 86	249,469.50	249,763
		Maximum: 93	Maximum: 97		
Ullapara- Sirajganj	11.00 MW	Average: 80	Average: 72	77,552.35	69,506
		Maximum: 92	Maximum: 89		
Madanganj - Narayanganj	102.00 MW	Average: 65	Average: 65	573,137	573,030
		Maximum: 76	Maximum: 81		

40 Events after reporting period

The Board of Directors of Summit Power Limited at its meeting held on 15 March 2016 recommended the following:

- Merger of Summit Purbanchol Power Company Limited, Summit Uttatanchol Power Company Limited and Summit Narayanganj Power Limited with Summit Power Limited subject to approval from the shareholders of the Company, High Court Division of the Supreme Court of Bangladesh and other legal/regulatory authorities.
- 12% cash and 6% stock dividend subject to final approval by the shareholders at the forthcoming Annual General Meeting of the Company.

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AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

41 Other disclosures

41.1 Number of employees

During the year ended 31 December 2015 there were 289 permanent employees (2014: 288) who received salary of Tk 36,000 or above per year.

41.2 Rearrangement

Previous year's figures have been rearranged, where necessary to conform to current year's presentation.

41.3 Prior period adjustment

In 2013, Summit Purbanchol Power Company Limited (SPPCL), a subsidiary of Summit Power Limited (SPL), had acquired 20% holding of Summit Narayananj Power Limited (SNPL) which is also subsidiary of SPL. Thus the percentage of controlling interest and non-controlling interest of SPL in SNPL changed while retaining control as before. In light of this transaction, SPL recognised goodwill amounting to BDT 518,284,044 in its consolidated financial statements arriving from the difference between consideration paid and fair value of net asset acquired.

As per para 23 of BFRS 10: Consolidated Financial Statements, changes in a parent's ownership interest in a subsidiary that do not result in the parent losing control of the subsidiary are equity transactions (i.e. transactions with owners in their capacity as owners).

Furthermore, Appendix B Application guidance of the said BFRS explained the case in para B96 stating that "when the proportion of the equity held by non-controlling interests changes, an entity shall adjust the carrying amounts of the controlling and non-controlling interests to reflect the changes in their relative interests in the subsidiary. The entity shall recognise directly in equity any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received, and attribute it to the owners of the parent".

Therefore, difference between the consideration paid and fair value of net asset acquired should have been recognised as equity transaction rather than goodwill. Thus opening retained earnings has been restated by derecognising the goodwill which was recognised in 2013. Transaction cost amounting to BDT 1,000,000 which was included in the goodwill has been charged to profit or loss of 2014.

42 Basis of measurement

These financial statements have been prepared on a going concern basis under the historical cost convention except for civil works and other constructions, plant and machinery and land and land development which are stated at revalued amount, while available for sale financial assets are measured at fair value.

43 Significant accounting policies

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

43.1 Basis of consolidated and separate financial statements

i) Subsidiaries

Subsidiaries are entities controlled by the Group. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date on which control ceases.

Name of Subsidiaries	% of controlling interest	% of non- controlling interests
Summit Purbanchol Power Company Limited	71.05	28.95
Summit Uttaranchol Power Company Limited	51.48	48.52
Summit Narayananj Power Company Limited *	69.21	30.79

* Summit Power Limited directly holds 55% shares in Summit Narayananj Power Limited and 71.05% shares in Summit Purbanchol Power Company Limited. Summit Purbanchol Power Company Limited also holds 20% shares in Summit Narayananj Power Limited. On account of cross-holding, Summit Power Limited, indeed, holds 69.21% shares in Summit Narayananj Power Limited.

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The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance. However, in the year ended on 31 December 2015, the subsidiaries have no such loss to take any action in this regard.

ii) Transactions eliminated on consolidation

The financial statements of the subsidiaries have been consolidated with those of Summit Power Limited in accordance with BFRS 10: Consolidated Financial Statements. Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions are eliminated in preparing consolidated financial statements. Unrealised gains arising from transactions with equity accounted investees that means in any company wherein Summit Power Limited has made investments, (if any) are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment. However, on 31 December 2015, the Company has no such investments.

iii) Basis of preparation of separate financial statements

The group has presented separate financial statements in addition to consolidated financial statements.

iv) Disclosure of interests in other entities

As a result of BFRS 12: Disclosure of Interests in Other Entities, the Group has extended its disclosures about its interests in subsidiaries and equity-accounted investees.

43.2 Property, plant and equipment

i) Recognition and measurement

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

Applying the requirement of Bangladesh Financial Reporting Interpretation (BFRI) 4: Determining whether an Arrangement contains a Lease, the Power Purchase Agreement (PPA) between the Company /Group units and BPDB/BREB can be said to contain a lease arrangement. This could be interpreted as resulting in the transfer of substantially all of the risks and rewards incidental to the ownership to the underlying assets (power plant) to the off taker (BPDB/BREB) who would effectively be the lessee. However, management concluded that the PPA does not transfer substantially all risks incidental to ownership as per the requirement of para 17 of BAS 17. As such, all these lease arrangements are considered as an operating lease.

ii) Capitalisation of borrowing cost

Finance costs that are directly attributable to the construction of plants are included in the cost of those plants in compliance with BAS 23: Borrowing Costs. Capitalisation of borrowing costs ceases upon receipt of independent engineers' report which, in accordance with Power Purchase Agreement, confirms the availability of plants for use.

iii) Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company/Group and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in the profit or loss as incurred. Spare parts whose estimated useful life is more than two years are capitalised and depreciated using the straight-line method over the estimated useful life of between 2 to 10 years when used in major repair and maintenance processes. The spare parts which are replaced by a major overhaul will be removed from the cost of property, plant and equipment.

iv) Revaluation of land and plant and machinery

The Company and the Group units have revalued the plant and machinery, civil works and land of their own units on various dates. The Company/Group transfers the excess depreciation on revalued assets to retained earnings. Details are as follows:

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Name of Company	Items revalued	Name of Valuer
Summit Power Limited	Plant, machineries and civil works	S. F. Ahmed & Co., Chartered Accountants
Summit Purbanchol Power Company Limited	Land and land development	S. F. Ahmed & Co., Chartered Accountants
Summit Narayananj Power Limited	Land and land development	ACNABIN, Chartered Accountants

v) Depreciation

Depreciation is recognised in the profit or loss on a straight-line basis over the estimated useful lives of each item of property, plant and equipment including leased assets. Land and land developments are not depreciated.

Plant and machinery are depreciated from the month in which the asset comes into use or is capitalised other than revalued plant and machinery which are depreciated from the calendar year following the year of revaluation. According to the Power Purchase Agreement independent engineers' report confirms the availability of plants for use. Other items of property, plant and equipment continue to be depreciated from the month immediately following the month on which the asset comes into use or is capitalised. In case of disposals, depreciation is charged for full month in the month of disposal.

Depreciation of power plant has been charged considering 30 years useful life and residual value of 15% of original cost, on straight line basis on the ground that management intends to continue with operation after completion of 5 to 15 years as stated in the Power Purchase Agreement (PPA). According to PPA the management can apply for extension of the agreement two years before the expiry of the agreement and management has decided to exercise this option unless it would clearly be not in the interest of the Company/Group at that stage except Madanganj power plant under Summit Narayananj Power Limited.

The estimated useful lives of property, plant and equipment as determined have been shown below:

In Year	2015	2014
Furniture and fixtures	10	10
Office and electrical equipment	5	5
Office decoration	5	5
Motor vehicles	5	5
Maintenance equipment	5	5
Civil works and others	5	5
Plant and machinery	2 to 30	2 to 30

vi) Retirements and disposals

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

vii) Asset retirement obligations (ARO)

Asset retirement obligations (ARO) are recognised when there is a legal or constructive obligation as a result of past event for dismantling and removing an item of property, plant and equipment and restoring the site on which the item is located and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of obligation can be made. A corresponding amount equivalent to the provision is also recognised as part of the cost of the related property, plant and equipment. The amount recognised is the estimated cost of decommissioning, discounted to its present value. Changes in the estimated timing of decommissioning or decommissioning cost estimates are dealt with prospectively by recording an adjustment to the provision, and a

Notes to the Financial Statements

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corresponding adjustment to property, plant and equipment. The periodic unwinding of the discount is recognised in statement of profit or loss and other comprehensive income as a finance cost as it occurs.

viii) Capital work in progress

Capital work in progress consists of acquisition costs of plant and machinery, capital components and related installation cost until the date placed in service. In case of import of components, capital work in progress is recognised when risks and rewards associated with such assets are transferred to the Group, i.e. at the time shipment is confirmed by the supplier.

43.3 Intangible assets

i) Recognition and measurement

Intangible assets that are acquired by the Company and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment loss, if any. Intangible assets are recognised when all the conditions for recognition as per BAS 38: Intangible assets are met. The cost of an intangible asset comprises its purchase price, import duties and non-refundable taxes and any directly attributable cost of preparing the asset for its intended use.

ii) Subsequent costs

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognised in statement of profit or loss and other comprehensive income as incurred.

iii) Amortisation

IT software and brand are amortised over 5 and 30 years respectively from the year of first utilisation. The brand represents a payment made by the Summit Power Limited in 2008 to Summit Corporation Limited to use name and other intellectual properties of Summit Corporation Limited.

Amortisation of intangible assets is charged from the year of acquisition and are amortised under straight line method.

43.4 Leased assets

43.4.1 Finance lease

Leases in terms of which the entity assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset. Each lease payment is allocated to the principal amount and to the finance charges in a such a way to achieve a constant rate on the finance balance outstanding.

i) **Recognition and measurement**

Finance leases have been recognised as assets and liabilities in the statement of financial position at amounts equal at the inception of lease to the lower of fair value of leased property and present value of minimum lease payments. The interest implicit in the lease has been spread equally over the lease term.

ii) **Depreciation**

Finance leases give rise to depreciation expense for a depreciable asset as well as a finance expense for each accounting year. The depreciation policy for depreciable assets is consistent with that for depreciable assets which are owned.

43.4.2 Operating lease

All leases other than those which meet the definition of finance lease are treated as operating lease and are not recognised in the statement of financial position. Payments made under operating leases are charged to the statement of profit or loss and other comprehensive income.

43.5 Inventories

Inventories consisting of maintenance spare parts, lube oil, and fuel. These are for use in the operation and maintenance of power plants. Inventories are measured at lower of cost and net realisable value less allowance for obsolescence. Cost is calculated on First In First Out (FIFO) basis.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

43.6 Provisions

A provision is recognised on the date of statement of financial position if, as a result of past events, the Company/Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation except the amount payable for letter of credit.

43.7 Contingencies

i) Contingent liability

Contingent liability is a possible obligation that arises from past events, the existence of which can be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity/Group.

Contingent liability should not be recognised in the financial statements, but may require disclosure. A provision should be recognised in the period in which the recognition criteria of provision have been met.

ii) Contingent asset

Contingent asset is a possible asset that arises from past events, the existence of which can be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company/Group.

A contingent asset must not be recognised. Only when the realisation of the related economic benefits is virtually certain should recognition take place provided that it can be measured reliably because, at that point, the asset is no longer contingent.

43.8 Employee benefits

The Company/Group maintains both defined benefit plan (gratuity), defined benefit plan (earned leave) and defined contribution plan (Contributory Provident Fund) plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set forth in the respective employee benefit policies.

i) Defined benefit plan (gratuity)

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company/Group operates an un-funded gratuity scheme which is a defined benefit scheme. A provision in respect of this is made periodically covering all permanent employees by applying year of employment to latest basic salary. Although no actuarial valuation was done to quantify actuarial liabilities as per BAS 19 Employment Benefits, such valuation is not likely to yield a result significantly different from the current provision as the number of permanent employee who fall under this plan is only two hundred and eighty nine. Gratuity scheme is not recognised by the National Board of Revenue.

ii) Defined contribution plan (Provident Fund)

The Company/Group operates contributory provident fund (CPF) for all its permanent employees, which is a defined contribution plan. The provident fund is administered by the Board of Trustee and is funded by contributions from employees and from the Company at 10% of the basic pay. These contributions are invested separately from the Company's/Group's business. This fund is recognised by National Board of Revenue.

iii) Defined benefit plan (leave encashment)

The Company accrues annual leave for each permanent employee, if one does not avail the leave, at 1.5 times of basic salary. The upper limit is 15 days accrual per year per employee.

iv) Workers' Profit Participation Fund (WPPF)

According to the Labour Act 2006 (amended in 2013) "the Act", any company that fulfills the prescribed criterion of this Act is required to set up a worker profit participation and welfare fund. With effect from 1 January 2014 the management of the Company/Group underwent an internal Human Resource restructuring exercise. The Company/Group employs only managers and all of their employees are part of the management authority entrusted with managerial responsibilities and all other services are outsourced. As such, the Company/Group does not have any "beneficiary" for the purpose of the Act and therefore no such fund is required to be created. This is supported by opinion obtained by the Company from external legal counsel.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

43.9 Revenue

Revenue is recognised in the profit or loss upon supply of electricity, quantum of which is determined by survey of meter reading. Revenue is measured at fair value of consideration received or receivable. Revenue under Power Purchase Agreement (PPA) comprises capacity payments and energy payments. Capacity payments are recognised according to the terms set out in the PPA. Energy payments are calculated based on electricity delivered.

43.10 Taxation

i) Current tax

No provision is required for income tax on the Company's/Group's profits as the Company/Group has received exemption from all such taxes from the Government of Bangladesh under the Private Sector Power Generation Policy for a period of 15 years from start of its commercial operation. Such exemption will expire in February 2018 for Summit Power Limited, June 2024 for Summit Purbanchol Power Company Limited and March 2024 for Summit Uttaranchol Power Company Limited. In case of Summit Narayanganj Power Limited no provision is required for income tax on the Company's profits as the Bangladesh Power Development Board (BPDB) is responsible for payment of income taxes, other taxes, VAT, duties, levies and all other charges imposed inside Bangladesh on any payments made by BPDB to the Company for a period of 5 years from start of its commercial operation.

ii) Deferred tax

As there is considerable uncertainty with regard to the taxation of such companies after the expiry of the tax exemption period, the management feels it is not possible to make a reasonable estimate of deferred tax assets/liabilities at this stage.

43.11 Foreign currency translation

Foreign currency transactions are translated into Bangladesh Taka at the rates ruling on the transaction date. All monetary assets and liabilities at the statement of financial position date are retranslated using rates prevailing on that day. Foreign currency differences arising on retranslation are recognised on the statement of profit or loss and other comprehensive income.

43.12 Finance income and expenses

Finance income comprises interest income on funds invested. Interest income is recognised on accrual basis.

Finance expenses comprise interest expense on loan, overdraft, finance lease, forex gain/(loss) and bank charges. All borrowing costs are recognised in profit or loss using effective interest method except to the extent that they are capitalised during construction period of the plants in accordance with BAS 23: Borrowing costs.

43.13 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. Accounting policies relating to different type of financial instruments are described below:

43.13.1 Financial assets

The Company/Group initially recognises receivables on the date that they are originated. All other financial assets are recognised initially on the date at which the Company/Group becomes a party to the contractual provisions of the transaction.

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

Financial assets include cash and cash equivalents except cash in hand, trade receivables, other receivables, Available-for-sale financial assets and deposits.

(i) Cash and cash equivalents

Cash and cash equivalents include cash in hand, cash at banks and fixed deposits receipt which are held and available for use by the Company/Group without any restriction. For the purposes of the cash flow statement, cash and cash equivalents comprise cash in hand, deposits held at financial institutions and short-term highly liquid investments with maturities of

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

three months or less from the date of acquisition. Bank overdrafts that are repayable on demand and form an integral part of the Company's/Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

(ii) Trade receivables

Trade receivables consists of unpaid bills receivable from Bangladesh Rural Electrification Board (BREB) and Bangladesh Power Development Board (BPDB). Trade receivables are recognised initially at original invoice amount and subsequently measured at the remaining amount less allowances for doubtful receivables at the year end.

(iii) Other receivables

Other receivables are stated at amounts which are considered realisable.

(iv) Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are designated as available for sale by management. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses, are recognised in other comprehensive income and presented in the fair value reserve in equity. When an investment is derecognised, the gain or loss accumulated in equity is reclassified to profit or loss.

iii) Deposits

Deposits are measured at payment value.

43.13.2 Financial liabilities

Financial liabilities are recognised initially on the transaction date at which the Company/Group becomes a party to the contractual provisions of the liability except the amount payable for letter of credit. The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expired.

Financial liabilities include project loan, redeemable preference shares, inter company payables, trade creditors and other current liabilities.

(i) Project loan

Principal amounts of the loans and borrowings are stated at their amortised amount. Borrowings repayable after twelve months from the date of statement of financial position are classified as non-current liabilities whereas the portion of borrowings repayable within twelve months from the date of statement of financial position, unpaid interest and other charges are classified as current liabilities.

(ii) Trade creditors

Trade creditors consist of unpaid bills payable to different parties for lubricant consumption. The Company/Group recognises a trade creditor 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 benefits.

(iii) Redeemable preference shares

Summit Purbanchol Power Company Limited and Summit Uttaranchol Power Company Limited had issued redeemable preference shares during 2010. As per BAS 32: Financial Instruments: Presentation, the substance of a financial instrument rather than its legal form governs its classification on the entity's financial statements. Accordingly, the redeemable preference shares which, in substance, meet the conditions of a financial liability, have been classified as liabilities in these financial statements.

43.13.3 Offsetting financial asset and financial liability

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company/Group has a legal right to offset the amounts and intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

43.14 Impairment

i) Financial assets

Receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are 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. Objective evidence that financial assets are impaired can include default or delinquency by a debtor, indications that a debtor or issuer will enter bankruptcy, etc.

(ii) Non-financial assets

An asset is impaired when its carrying amount exceeds its recoverable amount. The Company/Group assesses at each reporting date whether there is any indication that an asset or a Cash Generating Unit (CGU) may be impaired. If any such indication exists, the Company/Group estimates the recoverable amount of the asset or CGU. The recoverable amount of an asset or a CGU is the higher of its fair value less costs to sell and its value in use. Carrying amount of the asset is reduced to its recoverable amount by recognising an impairment loss if, and only if, the recoverable amount of the asset is less than its carrying amount. Impairment loss is recognised immediately in profit or loss and other comprehensive income, unless the asset is carried at revalued amount. Any impairment loss of a revalued asset shall be treated as a revaluation decrease. As at 31 December 2015, the assessment of indicators of impairment reveals that impairment testing is not required for the Company/Group.

(iii) Inventories

Inventories are measured at the lower of cost and net realisable value. These are for use in the operation and maintenance of power plants. As inventories are for internal use, the value is unlikely to diminish.

43.15 Earnings per share (EPS)

The Company/Group represents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company/Group by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS is determined by the adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, for the affects of all dilutive potential ordinary shares. However, dilution of EPS is not applicable for these financial statements as there was no potential dilutive ordinary shares during the year ended 31 December 2015.

43.16 Dividends

Final dividend distributions to the Company's/Group's shareholders are recognised as a liability in the financial statements in the period in which the dividends are approved by the Company's/Group's shareholders at the Annual General Meeting, while interim dividend distributions are recognised in the year in which the dividends are declared and paid.

43.17 Statement of cash flows

Cash flows from operating activities have been presented under direct method as per BAS 7: Statement of Cash Flows.

43.18 Materiality and aggregation

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

43.19 Events after the reporting period

Amounts recognised in the financial statements are adjusted for events after the reporting period that provide evidence of conditions that existed at the end of the reporting period. No adjustment is given in the financial statements for events after the reporting period that are indicative of conditions that arose after the reporting period. Material non-adjusting events are disclosed in the financial statements.

Notes to the Financial Statements

AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2015

44 Name of auditors of the Group companies

Name of the company	Status	Name of auditors
Summit Purbanchol Power Company Limited	Subsidiary	Hoda Vasi Chowdhury & Co.
Summit Uttaranchol Power Company Limited	Subsidiary	Hoda Vasi Chowdhury & Co.
Summit Narayangonj Power Company Limited	Subsidiary	Rahman Rahman Huq
Summit Barisal Power Limited	Associate	A. Qasem & Co.
Summit Narayangonj Power Unit II Limited	Associate	A. Qasem & Co.
Summit Meghnaghat Power Company Limited	Associate	Hoda Vasi Chowdhury & Co.
Summit Chittagong Power Limited	Associate	*None

* Summit Chittagong Power Limited has got incorporation certificate from RJSC on 27 October 2015. No major movement or transactions incurred for the Company except transaction relating to share capital. Auditor of the Company not yet been appointed.

SUMMIT PURBANCHOL POWER COMPANY LIMITED

**Directors' Report &
Audited Financial Statements**

FOR THE YEAR ENDED 31 DECEMBER 2015

Directors' Report to the Shareholders

FOR THE YEAR ENDED 31 DECEMBER 2015

Dear Shareholders,

Assalamu Alaikum,

The Board of Directors of Summit Purbanchol Power Company Limited (SPPCL) welcomes you to the 9th Annual General Meeting of the Company. We are pleased to submit before you the operational activities and audited financial statements of the Company for the year, which ended on December 31, 2015.

Business Activities including its Operating Performance

Summit Purbanchol Power Company Limited (SPPCL) was incorporated as a Private Limited Company under the Companies Act 1994 on 15 August 2007. It was converted into a Public Limited Company on 3 May 2010. The management of the Company had decided to go for Initial Public Offering (IPO) in the fiscal year 2012. It is the 14th Company in the fuel and power category that was listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited by January 15, 2013 and commenced trading of the shares in the Dhaka Stock Exchange (DSE) as well as Chittagong Stock Exchange (CSE) on February 4, 2013. Since this Company is operating under the common management of parent Company, Summit Power Limited, it is destined to achieve the same level of accomplishments and recognition. The Company started its commercial operation from 09 June 2009 for Rugganj Power Plant and from 24 June 2009 for Jangalia Power Plant

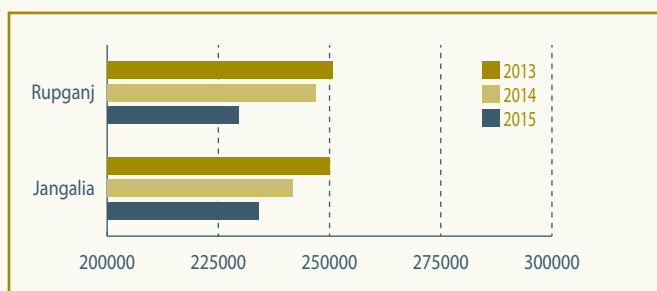
The Company has two operating plants - Rugganj Power Plant and Jangalia Power Plant, which presently generate 33 MW of electricity each. The Company initiated efforts to further expand its plants and increase their generation capacities. Out of 317 MW of electricity that Summit Power Limited is supplying to the National Power Grid, 66 MW is generated by Summit Purbanchol Power Company Limited.

Project wise Licensed Capacity and Declared Capacity of two operating power plants are as follows:

Name of plant	Declared Capacity	Licensed Capacity
Rugganj	34.92 MW	33 MW
Jangalia	34.92 MW	33 MW

Operating Result of the Company

Name of plant	Energy Sold (MWH)		
	2013	2014	2015
Rugganj	250,760	246,951	229,642
Jangalia	249,932	241,732	234,070



If we look at the trend in sales of electricity, we find that the Rugganj power plant's sales have declined slightly compared to 2014. In the case of Jangalia power plant, energy sold has declined as well. These occurred as a result of additional maintenance outages for conducting scheduled maintenance of the engines of these power plants.

Since the operational and financial performance of the Company was really good thanks to its experienced management team and strong support from the parent Company, it is evident that the Company will enhance its contribution in the development of the power sector.

The Company has received certification from Bureau Veritas after the organization's Management system successfully implemented Integrated Management Systems (IMS), which includes - ISO 9001:2008 - Quality Management System (QMS), ISO 14001:2004 - Environmental Management System (EMS) and BS OHSAS 18001:2007 - Occupational Health & Safety (OH&S). In implementing the Integrated Management System the Company has adopted the Quality Policies, Environmental Policies and Occupational Health Protection and Safety Policies.

Auditors

M/s Hoda Vasi Chowdhury & Co., Chartered Accountants, located at BTMC Bhabhan (Level-7&8) 7-9 Kawran Bazar, Dhaka - 1215, was appointed as the auditors of the Company. They have carried out the audit for the year 2015.

Acknowledgement

The Board of Directors would like to take this opportunity to thank the Government regulatory bodies, customers, suppliers, auditors, its shareholders, investors, bankers, and employees for their continuous dedication, commitment, cooperation and support towards success.

On behalf of the Board

Md. Mozammel Hossain
Managing Director
Dhaka, 15 March 2016

Statement of Financial Positions

AS AT 31 DECEMBER 2015

Particulars	2015	2014
	Taka	Taka
ASSETS		
Non-current assets		
Property, plant and equipment, net	2,698,602,809	2,807,717,853
Investment in associate	1,756,731,886	1,585,227,761
	4,455,334,695	4,392,945,614
Current assets		
Inventories	188,864,003	222,879,366
Trade receivables	170,032,418	400,462,233
Sundry receivables	2,365,449	-
Inter company receivables	-	-
Advances, deposits and prepayments	26,099,670	21,368,709
Cash and cash equivalents	332,169,145	26,189,542
	719,530,685	670,899,850
Total Assets	5,174,865,380	5,063,845,464
EQUITY & LIABILITIES		
Shareholders' equity		
Share capital	1,519,807,030	1,519,807,030
Share premium	844,541,140	844,541,140
Revaluation reserve	207,572,500	207,572,500
Retained earnings	2,324,467,027	1,908,970,195
	4,896,387,697	4,480,890,865
Non-current liabilities		
Redeemable preference shares - non-current portion	-	189,316,100
Deferred liabilities	18,207,058	14,973,518
	18,207,058	204,289,618
Current liabilities		
Trade creditors	40,430,709	66,627,550
Others creditors and accruals	3,453,371	2,214,789
Inter company payables	19,585,303	22,295,400
Dividend payable on ordinary shares	7,485,142	3,559,442
Redeemable preference shares - current portion	189,316,100	283,967,800
	260,270,625	378,664,981
Total Equity and liabilities	5,174,865,380	5,063,845,464



Managing Director




Director



Company Secretary

As per our report of same date



Hoda Vasi Choudhury & Co.
Chartered Accountants


Dhaka, 15 March 2016

Statement of Profit or Loss and other Comprehensive Income

FOR THE YEAR ENDED 31 DECEMBER 2015

Particulars	2015	2014
	Taka	Taka
Revenue	1,359,111,351	1,368,660,493
Cost of revenue	(621,902,405)	(669,389,294)
Gross profit	737,208,946	699,271,199
Other income, net	2,677,520	2,138,150
General and administrative expenses	(111,937,694)	(98,452,462)
Operating Profit	627,948,772	602,956,887
Finance costs	50,321,056	79,619,379
Investment Income	24,818,001	10,750,317
Share of profit of associate	193,002,875	192,253,769
	167,499,820	123,384,707
Profit before Income tax	795,448,592	726,341,594
Income tax expense	-	-
Profit after Income tax	795,448,592	726,341,594
Total comprehensive income for the year	795,448,592	726,341,594
Earnings per share (EPS)	5.23	4.78


Managing Director


Director


Company Secretary

As per our report of same date


Hoda Vasi Choudhury & Co.
Chartered Accountants

Dhaka, 15 March 2016

Statement of Changes in Equity

FOR THE YEAR ENDED 31 DECEMBER 2015

Particulars	Share Capital	Share Premium	Revaluation Reserve	Retained earnings	Total
	Taka	Taka	Taka	Taka	Taka
Balance as at 1 January 2014	1,381,642,760	844,985,584	207,572,500	1,458,957,151	3,893,157,995
Issue of bonus shares to shareholders	138,164,270	-	-	(138,164,270)	-
Transaction costs	-	(444,444)	-	-	(444,444)
Cash dividend paid	-	-	-	(138,164,280)	(138,164,280)
Comprehensive income for the year	-	-	-	726,341,594	726,341,594
Balance as at 31 December 2014	1,519,807,030	844,541,140	207,572,500	1,908,970,195	4,480,890,865
Balance at 01 January 2015	1,519,807,030	844,541,140	207,572,500	1,908,970,195	4,480,890,865
Cash dividend paid	-	-	-	(379,951,760)	(379,951,760)
Comprehensive income for the year	-	-	-	795,448,592	795,448,592
Balance as at 31 December 2015	1,519,807,030	844,541,140	207,572,500	2,324,467,027	4,896,387,697



Managing Director



Director



Company Secretary

As per our report of same date


Hoda Vasi Choudhury & Co.
Chartered Accountants


Dhaka, 15 March 2016

Statement of Cash Flows

FOR THE YEAR ENDED 31 DECEMBER 2015

Particulars	2015	2014
	Taka	Taka
A Cash flows from operating activities		
Cash received from customers	1,589,541,166	1,209,403,343
Cash paid to suppliers and employees	(593,052,643)	(438,492,474)
Interest and other charges paid	(50,321,056)	(78,265,744)
Received from other sources	25,130,072	13,519,217
Net cash from operating activities	971,297,539	706,164,342
B Cash flows from investing activities		
Payment for acquisition of property, plant and equipment	(24,112,729)	(171,764,566)
Cash dividend received	21,498,750	21,498,754
Investment in associate	-	(1,000,000)
Net cash used in investing activities	(2,613,979)	(151,265,812)
C Cash flows from financing activities		
Payment for redeemable preference shares	(283,967,800)	(283,967,800)
Payment of cash dividend	(376,026,060)	(134,604,838)
Payment of transaction costs	-	(444,444)
Financing from/(to) inter company	(2,710,097)	(174,537,360)
Net cash used in financing activities	(662,703,957)	(593,554,442)
Net changes in cash and cash equivalents (A+B+C)	305,979,603	(38,655,912)
Cash and cash equivalents at the beginning of the year	26,189,542	64,845,454
Cash and cash equivalents at the end of the year	332,169,145	26,189,542


Managing Director


Director


Company Secretary

As per our report of same date


Hoda Vasi Choudhury & Co.
Chartered Accountants

Dhaka, 15 March 2016

SUMMIT UTTARANCHOL POWER COMPANY LIMITED

**Directors' Report &
Audited Financial Statements**

FOR THE YEAR ENDED 31 DECEMBER 2015

Directors' Report to the Shareholders

FOR THE YEAR ENDED 31 DECEMBER 2015

Dear Shareholders,

Assalamu Alaikum,

The Board of Directors of Summit Uttaranchol Power Company Limited (SUPCL) is pleased to submit before you the operational activities and audited financial statements of the Company for the year, which ended on December 31, 2015.

Business Activities including its Operating Performance

Summit Uttaranchol Power Company Limited (SUPCL) was incorporated as a Private Limited Company under the Companies Act 1994 on 15 August, 2007. It was converted into a Public Limited Company on 14 November 2010. The management of the Company has decided to go for Initial Public Offering (IPO) in recent future. Since this Company is operating under the common management of its parent Company, Summit Power Limited, it is destined to achieve the same level of accomplishments and recognition. The company started its commercial operation from 11 May 2009 for Maona Power Plant and from 02 March 2009 for Ullapara Power Plant.

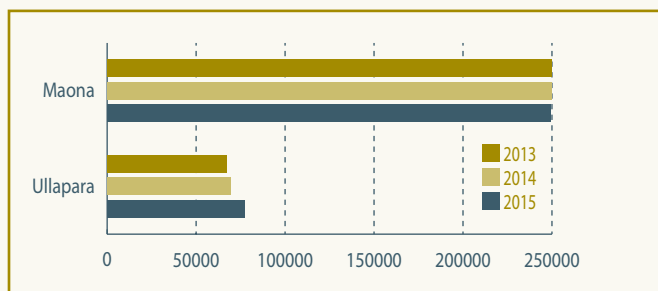
The Company has two operating plants - Maona Power Plant and Ullapara Power Plant, which presently generate 33 MW and 11 MW of electricity each respectively. The Company initiated efforts to further expand its plants and increase their generation capacities. Out of 317 MW of electricity that Summit Power Limited is supplying to the National Power Grid, 44 MW is generated by Summit Uttaranchol Power Company Limited.

Project wise Licensed Capacity and Declared Capacity of two operating power plants are as follows:

Name of plant	Declared Capacity	Licensed Capacity
Maona	34.92 MW	33 MW
Ullapara	11.99 MW	11 MW

Operating Result of the Company

Name of plant	Energy Sold (MWH)		
	2013	2014	2015
Maona	249,749	249,763	249,469
Ullapara	66,912	69,506	77,552



The Company has received certification from Bureau Veritas after the organization's Management system successfully implemented Integrated Management Systems (IMS), which includes – ISO 9001:2008 – Quality Management System (QMS), ISO 14001:2004 – Environmental Management System (EMS) and BS OHSAS 18001:2007 – Occupational Health & Safety (OH&S). In implementing the Integrated Management System the Company has adopted the Quality Policies, Environmental Policies and Occupational Health Protection and Safety Policies.

Auditors

M/s Hoda Vasi Chowdhury & Co., Chartered Accountants, located at BTMC Bhabhan (Level-7&8) 7-9 Kawran Bazar, Dhaka – 1215, was appointed as the auditors of the Company. They have carried out the audit for the year 2015.

Acknowledgement

The Board of Directors would like to take this opportunity to thank the Government regulatory bodies, customers, suppliers, auditors, its shareholders, investors, bankers, and employees for their continuous dedication, commitment, cooperation and support towards success.

On behalf of the Board

Lt Gen (Retd) Abdul Wadud
 Managing Director
 Dhaka, 15 March 2016

Statement of Financial Position

AS ON 31 DECEMBER 2015

Particulars	2015	2014
	Taka	Taka
ASSETS		
Non-current assets		
Property, plant and equipment-net	1,484,296,396	1,567,140,229
Intangible assets, net	-	33,333
	1,484,296,396	1,567,173,562
Current assets		
Inventories	230,075,501	232,112,376
Trade receivables	100,326,380	181,548,599
Sundry receivables	2,899,555	1,400,135
Inter company receivables	24,148,745	358,161
Advances, deposits and prepayments	15,359,413	17,350,761
Cash and cash equivalents	349,387,854	165,113,297
	722,197,448	597,883,329
Total Assets	2,206,493,844	2,165,056,891
EQUITY & LIABILITIES		
Shareholders' equity		
Share capital	679,784,830	679,784,830
Retained earnings	1,353,041,963	1,083,325,546
	2,032,826,793	1,763,110,376
Non-current liabilities		
Redeemable pref. shares - non-current portion	-	122,938,000
Deferred liabilities	24,831,665	21,347,751
	24,831,665	144,285,751
Current liabilities		
Trade creditors	21,547,775	43,485,272
Other creditors and accruals	4,349,611	8,963,889
Inter company payables	-	20,591,896
Redeemable preference share - current portion	122,938,000	184,401,100
Finance lease - current portion	-	218,607
	148,835,386	257,660,764
Total Equity and Liabilities	2,206,493,844	2,165,056,891


Managing Director


Director


Company Secretary

As per our report of same date


Hoda Vasi Chowdhury & Co.
Chartered Accountants

Dhaka, 15 March 2016

Statement of Profit or Loss and other Comprehensive Income

FOR THE YEAR ENDED 31 DECEMBER 2015

Particulars	2015	2014
	Taka	Taka
Revenue	957,116,458	916,376,843
Cost of revenue	(470,300,466)	(454,208,538)
Gross profit	486,815,992	462,168,305
Other income, net	2,058,230	683,750
General and administrative expenses	(80,282,275)	(79,533,430)
Operating profit	408,591,947	383,318,625
Finance costs	(33,300,932)	(52,755,346)
Investment Income	30,382,368	18,278,194
	(2,918,564)	(34,477,152)
Profit before income tax	405,673,383	348,841,473
Income tax expenses	-	-
Profit after income tax	405,673,383	348,841,473
Total comprehensive income	405,673,383	348,841,473
Earning per share (EPS)	5.97	5.13


Managing Director


Director


Company Secretary

As per our report of same date


Hoda Vasi Chowdhury & Co.
Chartered Accountants

Dhaka, 15 March 2016

Statement of Changes in Equity

FOR THE YEAR ENDED 31 DECEMBER 2015

Particulars	Share Capital	Retained Earnings	Total
	Taka	Taka	Taka
Balance at 01 January 2014	679,784,830	870,441,039	1,550,225,869
Cash dividend paid for the year 2013	-	(135,956,966)	(135,956,966)
Comprehensive income for the year 2014	-	348,841,473	348,841,473
Balance at 31 December 2014	679,784,830	1,083,325,546	1,763,110,376
Balance at 01 January 2015	679,784,830	1,083,325,546	1,763,110,376
Cash dividend paid for the year 2014	-	(135,956,966)	(135,956,966)
Comprehensive income for the period 2015	-	405,673,383	405,673,383
Balance at 31 December 2015	679,784,830	1,353,041,963	2,032,826,793



Managing Director

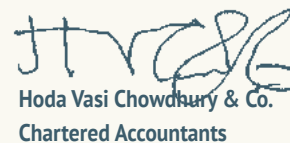


Director



Company Secretary

As per our report of same date



Hoda Vasi Chowdhury & Co.
Chartered Accountants

Dhaka, 15 March 2016

Statement of Cash Flows

FOR THE YEAR ENDED 31 DECEMBER 2015

Particulars	2015	2014
	Taka	Taka
A Cash flows from operating activities		
Cash received from customers	1,038,338,677	891,952,099
Cash paid to suppliers and employees	(473,913,446)	(403,924,146)
Interest and other charges paid	(33,300,932)	(51,854,561)
Received from other sources	30,941,178	22,002,448
Net cash flow from operating activities	562,065,477	458,175,840
B Cash flows from investing activities		
Payment for acquisition of property, plant and equipment	(12,831,767)	(63,819,144)
Proceeds from sale of property, plant and equipment	-	-
Net cash used in investing activities	(12,831,767)	(63,819,144)
C Cash flows from financing activities		
Financing (to)/from inter company	(44,382,480)	(25,902,512)
Payment against Redeemable preference share	(184,401,100)	(184,401,100)
Cash dividend paid for 2014	(135,956,966)	(135,956,966)
Lease finance payment	(218,607)	(463,769)
Net cash flow from financing activities	(364,959,153)	(346,724,347)
Net changes in cash and cash equivalents (A+B+C)	184,274,557	47,632,349
Cash and cash equivalents at the beginning of the year	165,113,297	117,480,948
Cash and cash equivalents at the end of the year	349,387,854	165,113,297


Managing Director


Director


Company Secretary

As per our report of same date


Hoda Vasi Chowdhury & Co.
Chartered Accountants

Dhaka, 15 March 2016

SUMMIT NARAYANGANJ POWER LIMITED

**Directors' Report &
Audited Financial Statements**

FOR THE YEAR ENDED 31 DECEMBER 2015

Directors' Report to the Shareholders

FOR THE YEAR ENDED 31 DECEMBER 2015

Dear Shareholders,

Assalamu Alaikum,

The Board of Directors of Summit Narayananj Power Limited (SNPL) is pleased to submit before you the operational activities and audited financial statements of the Company for the year, which ended on December 31, 2015.

Business Activities including its Operating Performance

Summit Narayananj Power Limited (SNPL) was incorporated in 04 May 2010 as a Private Limited Company under the Companies Act 1994. The Company started its commercial operation from 01 April 2011.

On September 28, 2011, the Company received "Asian Power Awards 2011 for Best Fast Track Project in Asia" for construction of 102 MW Summit Narayananj Plant only in 270 Days. In the same year the Company achieved its financial closure by receiving a foreign currency term loan of USD 45 million from DEG - Deutsche Investitionsund Entwicklungsgesellschaft mbH and FMO - Nederlandse Financierings-Maatschappij Voor Ontwikkelingslanden N.V.

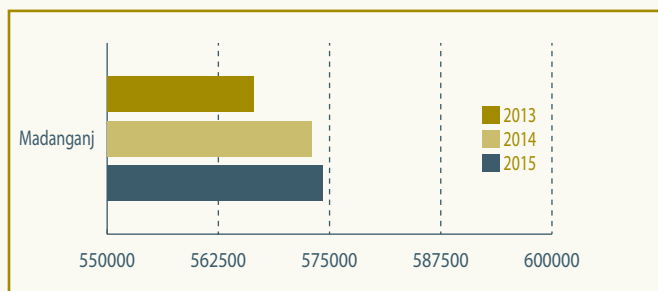
The Company has one operating plant in Madanganj, Narayananj, which presently generate 102 MW of electricity. The Company initiated efforts to further expand its plant and increase their generation capacities. Out of the 317 MW electricity that Summit Power Limited is supplying to the National Power Gridline 102 MW is generated by Summit Narayananj Power Limited.

Project wise Licensed Capacity and Declared Capacity of the operating power plant is as follows:

Name of plant	Declared Capacity	Licensed Capacity
Madanganj	102.456 MW	102 MW

Operating Result of the Company

Name of plant	Energy Sold (MWH)		
	2013	2014	2015
Madanganj	566,505	573,030	5742,16



If we look at the sales of electricity of last three years, we find that the Madanganj power plant's sales have increased considerably over the three year period. The overall operational and financial performance of the Company was good thanks to its experienced management team and strong support from the parent Company; it is evident that the Company will enhance its contribution in the development of the power sector.

The Company has received certification from Bureau Veritas after the organization's Management system successfully implemented Integrated Management Systems (IMS), which includes – ISO 9001:2008 – Quality Management System (QMS), ISO 14001:2004 – Environmental Management System (EMS) and BS OHSAS 18001:2007 – Occupational Health & Safety (OH&S). In implementing the Integrated Management System the Company has adopted the Quality Policies, Environmental Policies and Occupational Health Protection and Safety Policies.

Auditors

M/s Rahman Rahman Huq, Chartered Accountants, the only member firm of KPMG International in Bangladesh, was appointed as the auditors of the Company. They have carried out the audit for the year 2015.

Acknowledgement

The Board of Directors would like to take this opportunity to thank the Government regulatory bodies, customers, suppliers, auditors, its shareholders, investors, bankers, and employees for their continuous dedication, commitment, cooperation and support towards success.

On behalf of the Board

Lt Gen (Retd) Abdul Wadud
Managing Director
Dhaka, 15 March 2016

Statement of Financial Position

Figure in Taka

Particulars	31 December	31 December
	2015	2014
Assets		
Property, plant and equipment	4,772,610,023	4,925,418,333
Non-current assets	4,772,610,023	4,925,418,333
Inventories	266,850,334	275,319,782
Trade receivables	300,840,375	438,146,835
Other receivables	2,880,000	415,365
Intercompany receivables	-	358,000
Advances, deposits and prepayments	27,455,630	34,869,174
Cash and cash equivalents	1,032,033,844	941,704,443
Current assets	1,630,060,183	1,690,813,599
Total assets	6,402,670,206	6,616,231,932
Equity		
Share capital	2,149,875,000	2,149,875,000
Revaluation reserve	92,760,062	92,760,062
Retained earnings	3,901,069,518	3,043,548,895
Total equity	6,143,704,580	5,286,183,957
Liabilities		
Project loan - non-current portion	-	223,217,253
Deferred liabilities	22,342,662	16,673,659
Non-current liabilities	22,342,662	239,890,912
Short term loan	-	12,846,312
Trade creditors	100,839	25,060,126
Others creditors and accruals	5,975,278	25,744,538
Inter company payables	11,453,097	158,006,087
Project loan - current portion	219,093,750	868,500,000
Current liabilities	236,622,964	1,090,157,063
Total liabilities	258,965,626	1,330,047,975
Total equity and liabilities	6,402,670,206	6,616,231,932



Managing Director



Director



Company Secretary

As per our report of same date



Auditor


Dhaka, 15 March 2016

Statement of Profit or Loss and other Comprehensive Income

FOR THE YEAR ENDED 31 DECEMBER

Particulars	Figure in Taka	
	2015	2014
Revenue	1,647,835,608	1,647,660,924
Cost of sales	(470,583,583)	(444,751,439)
Gross profit	1,177,252,025	1,202,909,485
Other income	4,797,426	6,985,012
General and administrative expenses	(179,876,343)	(165,196,142)
Operating profit	1,002,173,108	1,044,698,355
Net finance (expense)/income	(37,158,735)	(83,429,508)
Profit for the year	965,014,373	961,268,847
Other comprehensive income	-	-
Total comprehensive income	965,014,373	961,268,847


Managing Director


Director


Company Secretary

As per our report of same date


Auditor

Dhaka, 15 March 2016

Statement of Changes in Equity

FOR THE YEAR ENDED 31 DECEMBER

Figures in Taka

Particulars	Share	Revaluation	Retained	Total
	capital	reserve	earnings	equity
Balance as at 1 January 2015	2,149,875,000	92,760,062	3,043,548,895	5,286,183,957
Profit for the year	-	-	965,014,373	965,014,373
Other comprehensive income	-	-	-	-
Total comprehensive income	-	-	965,014,373	965,014,373
Dividend paid				
Cash dividend for previous year	-	-	(107,493,750)	(107,493,750)
Balance as at 31 December 2015	2,149,875,000	92,760,062	3,901,069,518	6,143,704,580
Balance as at 1 January 2014	2,149,875,000	92,760,062	2,189,773,798	4,432,408,860
Profit for the year	-	-	961,268,847	961,268,847
Other comprehensive income	-	-	-	-
Total comprehensive income	-	-	961,268,847	961,268,847
Dividend paid				
Cash dividend for previous year	-	-	(107,493,750)	(107,493,750)
Balance as at 31 December 2014	2,149,875,000	92,760,062	3,043,548,895	5,286,183,957

Statement of Cash Flows

FOR THE YEAR ENDED 31 DECEMBER

Particulars	Amount in Taka	
	2015	2014
Cash flows from operating activities		
Received from customers	1,785,142,068	1,633,649,494
Cash paid to suppliers and employees	(432,453,461)	(373,835,909)
Cash generated from operations	1,352,688,607	1,259,813,585
Received from other sources	12,858,514	11,336,592
Interest and other charges paid	(39,292,333)	(67,137,482)
Net cash from operating activities	1,326,254,788	1,204,012,695
Cash flows from investing activities		
Acquisition of property, plant and equipment	(88,374,707)	(51,586,809)
Net cash used in investing activities	(88,374,707)	(51,586,809)
Cash flows from financing activities		
Repayment of project loan	(881,015,628)	(867,515,625)
Cash dividend paid	(107,493,750)	(107,493,750)
(Repayment)/receipt of short term loan	(12,846,312)	12,846,312
Financing from/(to) inter companies	(146,194,990)	53,763,434
Net cash used in financing activities	(1,147,550,680)	(908,399,629)
Net increase in cash and cash equivalents	90,329,401	244,026,257
Cash and cash equivalents at 1 January	941,704,443	697,678,186
Cash and cash equivalents at 31 December	1,032,033,844	941,704,443



SUMMIT POWER LIMITED

Summit Centre, 18 Kawran Bazar C/A, Dhaka-1215

PROXY FORM

I/We of
..... being a member of Summit Power Limited hereby appoint
Mr./Ms. of
..... another member of the company, as my proxy to attend and vote for me on my behalf at the 19th Annual General Meeting
of the Company to be held at 10.30 a.m. on Wednesday the 27th April, 2016 at **Krishibid Institution Complex Bangladesh (KIB)**, Krishi Khamar Sark,
(Khamarbari) Farmgate, Dhaka 1215 and at any adjournment thereof.

Signed this day of 2016.

.....
Signature of the Shareholder (s)

.....
Signature of the Proxy

Number of Shares held

BO ID NO.

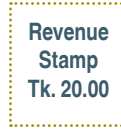
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BO ID NO.

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Note :

A member entitled to attend and vote at the General Meeting may appoint a proxy to attend and vote in his/her stead. The proxy form, duly stamped, must be deposited at the Registered Office of the Company not later than 48 hours before the time appointed for the meeting.



Signature verified

.....
Authorised Signatory



SUMMIT POWER LIMITED

Summit Centre, 18 Kawran Bazar C/A, Dhaka-1215

SHAREHOLDERS' ATTENDANCE SLIP

I/We hereby record my attendance at the 19th Annual General Meeting of the Company to be held at 10.30 p.m. on Wednesday the 27th April, 2016
at **Krishibid Institution Complex Bangladesh (KIB)**, Krishi Khamar Sark, (Khamarbari) Farmgate, Dhaka 1215.

Name of the member/Proxy (in Block Letter)																			
BO ID No.																			
Mobile Number																			
E-mail address (if any)																			

Signature verified by

.....
Signature of the Member/Proxy

.....
Authorised Signatory of the Company

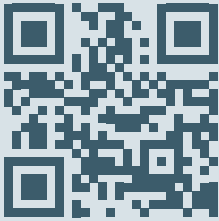
NOTE :

1. Please note that AGM can only be attended by the honourable shareholder or properly constituted proxy. Therefore, any friend or children accompanying with honourable shareholder or proxy cannot be allowed into the meeting.
2. Please present this slip at the reception desk.

সম্মানিত শেয়ারহোল্ডারবৃন্দের সদয় অবগতির জন্য জানানো যাচ্ছে যে, আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার উপহার/খাবার/কুপন প্রদানের ব্যবস্থা থাকবে না।



WHILE WE WILL HAVE TO RELY ON HYDROCARBON BASED ELECTRICITY, YOUR COMPANY SUMMIT POWER IS VERY CONSCIOUS ABOUT THE ENVIRONMENT. EACH OF YOUR PLANTS GO THROUGH RIGOROUS ENVIRONMENTAL AND SOCIAL IMPACT ASSESSMENTS.



Scan code with a QR
code reader-enabled
mobile phone to find out
more about the company



**POWER TURNS THE WHEELS OF THE INDUSTRY,
ILLUMINATES THE HOMES AND OFFICES AND INDEED
SERVES AS THE MOST IMPORTANT CATALYST FOR
PROGRESS AND PROSPERITY OF A NATION. SUMMIT,
A PIONEER IN PRIVATE SECTOR POWER GENERATION,
HAS DRAWN UP PROGRAM TO RAISE ITS GENERATION
CAPACITY TO TAKE A MARKET SHARE OF 20% IN THE
SECTOR.**

SUMMIT POWER LIMITED

Summit Centre, 18 Kawran Bazar C/A
Dhaka 1215, Bangladesh.

Tel : +(880) 2 - 913 7485-6, 9139668, 9139767, 9140642

Fax : +(880) 2 - 913 9284, 913 0854

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