



Empowering Bangladesh
we can and we will

S U M M I T P O W E R L I M I T E D



Empowering Bangladesh
we can and we will

SUMMIT's COMMITMENT

ANNUAL REPORT 2009

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COMPANY INFORMATION



Summit Power Limited (SPL), sponsored by Summit Group, is the first Bangladeshi Independent Power Producer (IPP) in Bangladesh and until now the only local company in private electricity generation and supply business 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 to Public Limited Company under the Companies Act 1994.

Summit Power Limited has successfully established in the year 2001 three power plants each with 11 MW capacity for sale of electricity to Rural Electrification Board (REB) under Build, Own and Operate basis at Savar, Narsingdi and Comilla. Capacity of these plants had been expanded to 105 MW during 2006 and 2007. In 2009 Summit Power Limited has commissioned another 4 new power plants increasing its cumulative production capacity to 215 MW in 7 power plants. In establishing these four new power plants SPL has formed two 99% owned subsidiary companies namely Summit Purbanchol Power Company Limited (SPPCL) and Summit Uttaranchol Power Company Limited (SUPCL).

Considering the immense opportunities, the company is striving to establish more power plants around the country. The fast-growing company has set a mission to expand the company with a power generation capacity to the tune of 1000 MW, which is a modest 20% of the electricity requirement in Bangladesh.



CORPORATE DIRECTORIES

Board of Directors

Muhammed Aziz Khan • Chairman
Md. Farid Khan • Vice-Chairman
Tauhidul Islam • Managing Director
Anjuman Aziz Khan • Director
Md. Latif Khan • Director
Ayesha Aziz Khan • Director
Jafer Ummeed Khan • Director
Helal Uddin Ahmed • Director
Syed Fazlul Haque FCA • Director
Abbas Uddin Ahmed • Director
Faisal Karim Khan • Director
Prof. Salahuddin Ahmed Khan • Director

Company Secretariat

Mahmud Hasan FCMA • Company Secretary
Rahmat-e-Rabbi • Manager

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

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-Sirajgonj
Maona-Gazipur
Jangalia-Comilla
Rupgonj-Narayangonj

Main Bankers

Standard Chartered Bank
Dutch Bangla Bank Ltd.
Commercial Bank of Ceylon
The Premier Bank Ltd.
Bank Al Falah Ltd.
Shahjalal Islami Bank Ltd.
IIDFC
IDCOL
BRAC Bank Ltd.
Bank Asia Ltd.
Sonali Bank Ltd.

Auditors

Rahman Rahman Huq
Member Firm of KPMG
9, Mohakhali C/A, Dhaka



NOTICE

OF THE 13th ANNUAL GENERAL MEETING

Notice is hereby given that the 13th Annual General Meeting of the Shareholders of Summit Power Limited will be held on Thursday the 29th day of April, 2010, at Bangobandhu International Conference Center (BICC), Agargaon, Dhaka, at 11.30 A.M 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, 2009 together with the auditors report thereon.
2. To declare dividend for the year 2009 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 2010 and to fix their remuneration.

By order of the Board



(Mahmud Hasan FCMA)
Company Secretary

Dhaka. April 07, 2010

Notes:

1. Shareholders whose names appeared at the record date i.e. April 07, 2010 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.



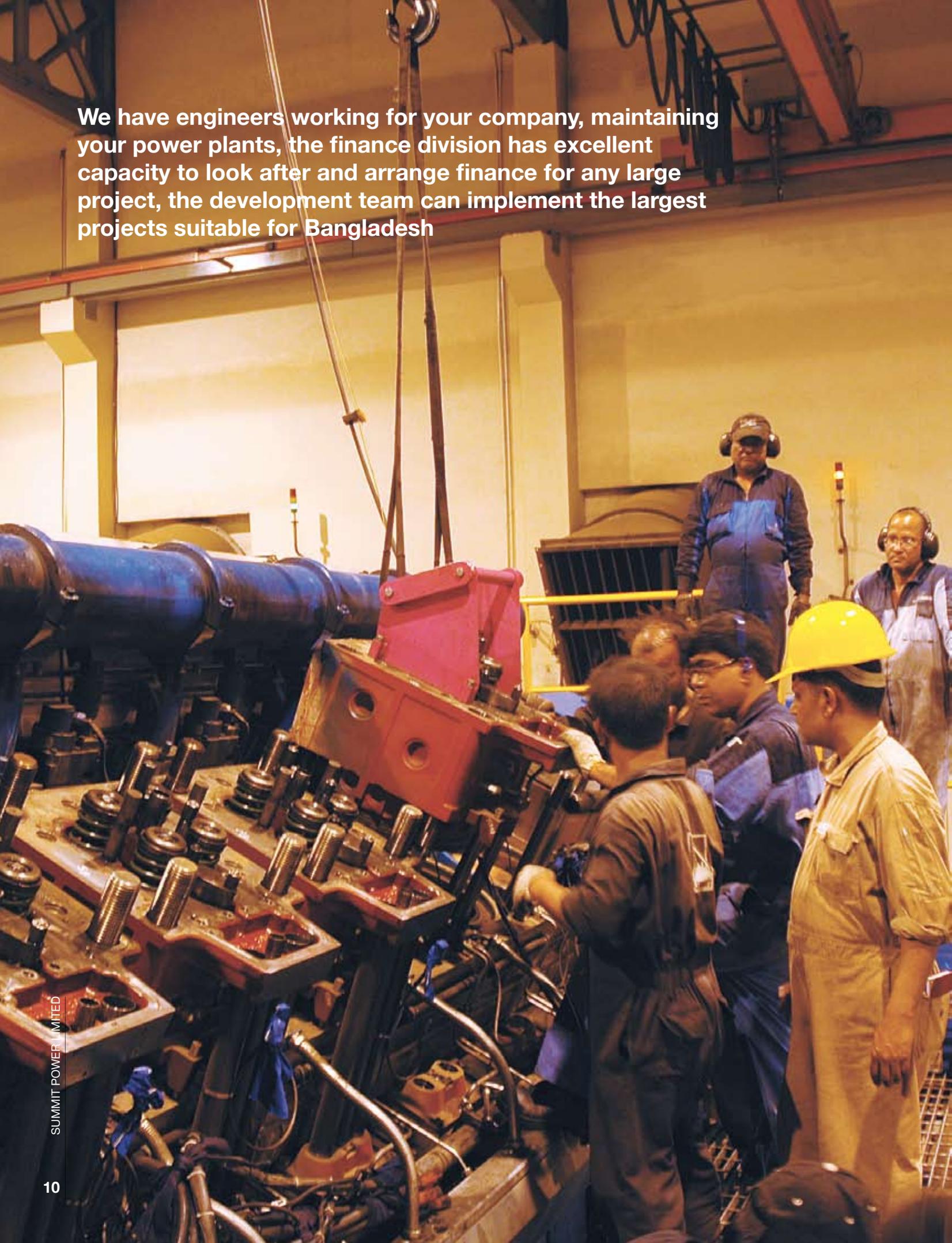
CHAIRMAN'S SPEECH



A portrait of a middle-aged man with dark hair, a mustache, and glasses, smiling. He is wearing a dark pinstriped suit jacket, a white shirt, and a patterned tie. The background is a dark, solid color.

We believe in Bangladesh and we work together for “Empowering Bangladesh, We can and We will”. We shall act as the engine of our beloved country’s economic growth, light up millions of homes, provide electricity to the farmers’ water pump, to small, medium and large businesses, increase the GDP and provide the platform to employ millions.

We have engineers working for your company, maintaining your power plants, the finance division has excellent capacity to look after and arrange finance for any large project, the development team can implement the largest projects suitable for Bangladesh



Dear Owners of Summit Power Limited,

Welcome to the 13th Annual General Meeting. This is a great opportunity to discuss and chalk out a plan for a prosperous future for all of us and Bangladesh. I take it that you have kindly read the Director's Report and the financials of 2009.

Last year we had hoped to create history through our company Summit Power Limited. I am pleased to state that we continue working towards that and will achieve our goal. We had a very productive year and perhaps the most exciting ones are ahead. You will be pleased to know that by June, 2009 we had "On Time" gone into generation of 110 mw power, totalling our generation to 215 mw. We could get revenue of 6 months into our 2009 financials. Therefor our Net profit increased to Taka 70 crore from the Tk. 46 crore of 2008. We expect in 2010, 31st December you will see this trend of rising net profit continuing.

As I mentioned to you last year, Bangladesh has a long way to go before it can solve its power crisis. Our country's economy and the development of our fellow citizens are being adversely effected by the shortage of electricity and primary energy natural gas. You will be pleased to know we have utilised this year to prepare our company so that it can participate and help resolve the country's electricity crisis. We have institutionalised the company even more, have taken in the most energetic intelligent and capable personnel. We have engineers working for your company, maintaining your power plants, the finance division has excellent capacity to look after and arrange finance for any large project, the development team can implement the largest projects suitable for Bangladesh. These under the Managing Directorship of Engineer Tauhidul Islam, who has the highest intellectual capacity and unquestionable integrity. Our company today is perhaps the best run organization in Bangladesh and is prepared to take on the responsibility of implementing much larger power plants.

Bangladesh government has taken up ambitious plans to implement more than 2000mw of plants under private sector. Your company will bid for most of these tenders, either as lead bidder or as co bidder, forming strategic alliances. Your company has one of the best potentials to receive awards of a substantial part of these tenders and implement them in the most professional manner, as we have shown in the past.

We believe in Bangladesh and we work together for "Empowering Bangladesh, We can and We will". We shall act as the engine of our beloved country's economic growth, light up millions of homes, provide electricity to the farmers' water pump, to small, medium and large businesses, increase the GDP and provide the platform to employ millions.

We are blessed to be in this soil and are delighted at the bounties that this nation provides us in abundance. The abundance becomes meek and small unless we share with the less privileged. Summit believes in giving to the needy

is good business as it will provide the harmony necessary to the society for summit as well as society's development.

We also believe in competitive advantage and therefore concluded that it is best to provide funds rather than try to disseminate that obligation ourselves. We are delighted to receive two partners for this Friendship and Prothom Alo. With Friendship we plan to fund alternative perhaps solar energy to the absolutely off grid poorest of the poor, where there is no possibility of general electricity. Friendship has done the most wonderful job to the nomadic chars off Gaibandha. Prothom Alo Trust provides the largest advocacy and visibility of encouraging nation to toil for the better, to open up our minds. Your company will keep working for this country and her people.

We can and will do all these and more, because YOU support us and hold Summit Power Limited's shares. Our



customers, Rural Electrification Board (REB), Bangladesh Power Development Board (BPDB), have always been most supportive, specially always paying on time. We thank them. We thank our financiers who provide us capital and believe in us. And finally from all of us owners we would like to thank the employees of Summit Power Limited who work so sincerely to help us run our company.

Thank you for joining us today, and let us build a great future together.

Muhammed Aziz Khan
Chairman

INTRODUCING THE DIRECTORS



Muhammed Aziz Khan, Chairman



Md. Farid Khan, Vice-Chairman



Md. Tauhidul Islam, Managing Director



Anjuman Aziz Khan, Director



Md. Latif Khan, Director



Ayesha Aziz Khan, Director



Helal Uddin Ahmed, Director



Abbas Uddin Ahmed, Director



Jafer Ummeed Khan, Director



Faisal Karim Khan, Director



Syed Fazlul Haque FCA, Director



Prof. Salahuddin Ahmed Khan, Director

INTRODUCING THE DIRECTORS

Muhammed Aziz Khan Chairman

Mr. Muhammed Aziz Khan, a renowned and pioneering leading business personality in power sector of Bangladesh. After graduation Mr. Khan did his MBA in 1980 from the Institute of Business Administration (IBA), University of Dhaka. Mr. Khan has established himself as a dynamic and pro-active entrepreneur who has built Summit Group-recognized as the largest infrastructure Industrial organization of Bangladesh. He is also the Chairman of Khulna Power Co. Ltd., country's first Independent Power Producer (IPP). Mr. Khan has helped to formulate the Private Sector Power Generation Policy of Bangladesh. He has 36 years of business experience, setting up country's first Inland Container Depot (ICD)- "Ocean Container Ltd", First Tanks Terminal- "Summit United Tanks Terminal", now known as "South Eastern Tanks Terminal". Mr. Khan was the Founder President of Bangladesh Energy Companies Association (BECA), which is formed to represent and to promote the interests of private sector business organizations engaged in the energy sector.

Mr. Khan has set up "Siraj Khaleda Trust"- a social wing of Summit Group, which is setting up 200 beds for medical services on charitable basis in Dhaka Cantonment. He enthusiastically takes part & contributes to social activities such as to help to acid burn and drug victims to mention a few amongst host of other activities.

Md. Farid Khan Vice-Chairman

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.

Md. Tauhidul Islam Managing Director

Mr. Islam is the Managing Director of Summit Power Limited and has got 36 (thirty six) years of experience in the power sector. Mr. Islam obtained his B. Sc. in Engineering (Mechanical) from Bangladesh University of Engineering & Technology (BUET). Prior to joining Summit, Mr. Islam held the positions of the Chairman of Rural Electrification Board, Chairman (Including in

Charge) of Dhaka Electricity Supply Authority (DESA) and DESCO. Mr. Islam has vast experience in Planning & Operation, Electrical Engineering, Communication Engineering, Mechanical Engineering, Material Management & commercial matters. Moreover, Mr. Islam has obtained various training in foreign countries as well as in local institutions.

Anjuman Aziz Khan Director

Mrs. Anjuman Aziz Khan, wife of Mr. Muhammed Aziz Khan has 22 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. Latif Khan Director

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.

Ayesha Aziz Khan Director

Born in 1981, Ms. Ayesha Aziz Khan has completed her graduation in Economics and Business from the University College of London in 2002 and Masters in Business Administration from Columbia University, New York, USA. Presently, Ms. Khan is also holding the position of Director in several companies of Summit Group.

Helal Uddin Ahmed Director

Mr. Helal Uddin Ahmed completed his Masters from Dhaka University in 1978. After completion 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.

Abbas Uddin Ahmed Director

Mr. Abbas Uddin Ahmed, a leading light of the banking industry of Bangladesh carries with him 41 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 Kathmundo, 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.

Mr. 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.

Mr. Faisal Karim Khan Director

Mr. Faisal Karim Khan was born on 29th July 1985. He has completed Mechanical Engineering from University College London (UCL) with Finance degree from London School of Economics (LSE), UK on June 2007. From February 2008 he has engaged himself with Ocean Containers Ltd. and Summit Alliance Ports Ltd as a Dy. Managing Director. He has also increased his responsibility by taking the Directorship of Summit Industrial and Mercantile Corporation Ltd. and Cosmo-

politan Traders Ltd.

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. Fazlul is married to Rebecca and they are blessed with one daughter and a son.

Prof. Salahuddin Ahmed Khan Director

Dr. Salahuddin Ahmed Khan completed his studies from Dhaka University and University of Oklahoma, US. He started his career as a Lecturer in Finance at the University of Dhaka and was elevated to the position of Associate Professor of Finance, which he held until August 2003. He served as the CEO of “Dhaka Stock Exchange Limited” from September 2003 to December 2008. He reentered the teaching profession as Professor of Finance at the University of Dhaka from January 2009. He has visited a numbers of countries on professional requirements including high end Exposure Conference on securities market. Dr. Salahuddin has negotiated major deals, interacted with local and international experts and worked as consultant in a number of projects. He has a published text book, four Research Monographs and over twenty research based articles and working papers on issues linked to financial markets and other business and economic matters.

- 30-Mar-97 Incorporation of the company
- 10-Feb-00 Signing of Project Agreements with REB & GOB
- 8-Feb-01 Commercial operation at Savar
- 1-Apr-01 Commercial operation at Narshingdi
- 2-Jun-04 Commercial operation at Comilla
- 7-Jun-04 Conversion from private to public limited company
- 13-Jan-05 Appointment of Issue Manager
- 29-Mar-05 Credit Rating by CRISL
- 19-Jun-05 Approval of Prospectus
- 25-Jun-05 Signing of Project Agreements for expansion at Madhabdi and Comilla with REB & GOB
- 28-Jun-05 Publication of Prospectus
- 27-Aug-05 Subscription opens for public
- 3-Oct-05 Allotment of IPO shares
- 10-Nov-05 Listing with Chittagong Stock Exchange Limited
- 20-Mar-06 Listing with Dhaka Stock Exchange Limited
- 15-Nov-06 First Trading in Stock Exchanges
- 16-Dec-06 Signing of Project Agreements for expansion at Ashulia, Savar with REB & GOB
- 15-Aug-07 Commercial operation at Comilla expansion project
- 15-Aug-07 Incorporation of Summit Purbanchal Power Company Limited (99% subsidiary of Summit Power Limited)
- 29-Sep-07 Increase the Authorized Share Capital of the company (SPL) through EGM For issuance of Rights Share at the ratio of 5:4

SUCCESS MILES



STONES

11-Oct-07 Signing of Project Agreements with REB, BPDB & GOB to
Implement total 110MW power plants (04 nos) through
its two Subsidiary Companies.

4-Dec-07 Commercial Operation at Ashulua expansion project

29-Jan-08 Subscription opens for Rights Share

9-Mar-08 Allotment of Rights Share

21-Apr-08 Signing of Syndicated Term Loan Facility of BDT 395.50 billion
for setting up 110 MWh Power Plants of Summit's Subsidiaries

27-Jul-08 Commercial operation at Ullapara, Sirajgonj

2-Mar-09 Commercial operation at Maona, Gazipur

11-May-09 Commercial operation at Rupganj, Narayanganj

9-Jun-09 Commercial operation at Jangalia, Comilla

CDBL Central Depository Bangladesh Limited
CRISL Credit Rating Information & Services Limited
GOB Government of Bangladesh
REB Rural Electrification Board
SEC Securities & Exchange Commission
DSE Dhaka Stock Exchange Limited
CSE Chittagong Stock Exchange Limited
IPO Initial Public Offering
SPL Summit Power Limited

CORPORATE GOVERNANCE

The corporate governance philosophy of the Company is aimed at assisting the top management in efficient conduct of its affairs as well as in meeting obligations to all the stakeholders and is guided by strong emphasis on transparency, accountability and integrity. It provides the Company with strategic guidance as to how the objectives are set and achieved, how risk is monitored and assessed and how the performance is maximized.

Keeping in view the size, complexity and operations, the governance framework of the 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 timely flow of information to the Board and its

In Summit, Board of Directors is in full control of 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:

- Reviewing and guiding corporate strategy, major plans of action, risk policy, annual budgets and business plans; setting performance objectives; monitoring implementation and 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 requirement.
- Monitoring implementation and effectiveness of the approved strategic and operating plans.
- Establish company's value.
- Oversee the corporate governance of the company

The Company's policy is to maintain optimum combination of Directors from both Sponsors and general public. The Managing Director of the Company is a non-shareholder ex-officio director and the Board has appointed one independent Director as per the Security and Exchange Commission's requirement. The short introduction of the Directors has been described in page 12 to 15 The Board ensures that the activities of the Company are always conducted with adherence to high ethical standard and in the best interest of the shareholders.

Board meetings and procedures

The number of meetings held during the financial year ended 31 December 2009 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

Committees are ensured to enable them discharge their functions effectively

- That a sound system of risk management and internal control is in place.
- 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 same is well established.
- That all regulatory and statutory rules and regulations are complied with.

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.



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.

Internal Control Framework

The Management recognizes its responsibilities to present a balanced and understandable assessment of the company's position and prospect. The management has accountability for reviewing and approving the effectiveness of internal controls operated by the company, including financial, operational and compliance controls and risk management.

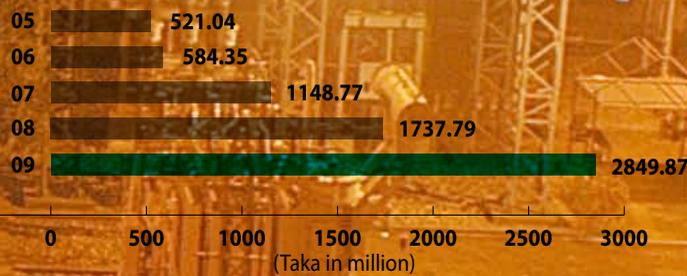
The company has adequate system of internal control in place. The well defined organization structure, predefined authority levels, documented policy guidelines and an extensive system of internal controls ensure optimal utilization and protection of resources, reporting of financial transactions and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



FINANCIAL HIGHLIGHTS

	2009	2008	2007	2006	2005
Operating data (Taka in million)					
Turnover	2849.87	1737.79	1148.77	584.35	521.04
Operating Expenses	1339.84	791.93	562.15	274.19	237.15
Gross Profit	1510.03	945.86	586.62	310.16	283.89
General & Admin Expenses	258.41	176.71	134.80	102.83	73.76
Interest & Financial Charges	558.91	327.45	189.39	46.76	48.05
Net Profit	698.52	460.21	268.10	175.10	174.21
Balance Sheet data (Taka in million)					
Paid up Capital	2223.94	1853.28	858.00	715.00	650.00
Shareholders Equity	4352.97	3654.44	1412.13	1154.49	1044.38
Total Debt(NCL)	4430.00	2306.00	2268.12	1494.80	512.29
Current Assets	1174.00	642.55	467.79	253.79	385.63
Current Liabilities	1326.00	736.58	886.29	644.39	205.48
Total Assets	10121.06	6707.12	4097.69	2782.70	1588.23
Total Liabilities	5756.00	3042.97	2685.56	1628.21	543.85
Financial ratios					
Gross profit ratio (%)	52.98	54.43	51.07	53.08	54.49
Net profit ratio (%)	24.59	26.48	23.33	29.96	33.43
Return on total assets (%)	6.90	6.86	6.54	6.29	10.97
Debt Equity ratio	56:44	45:55	62:38	56:44	33:67
Other data					
Earning Per share (Taka)	31.41	25.71	31.25	25.66	37.33
Dividend (%)	25.00	20.00	20.00	20.00	20.00
Total No of shares outstanding	222,39,360	1,85,32,800	85,80,000	71,50,000	65,00,000
Weighted average no of shares outstanding	222,39,360	1,78,97,346	79,84,167	68,25,000	46,66,667
Total no of sponsors shares under lock in	43,91,683	43,91,683	45,00,000	45,00,000	45,00,000
Total no of free float shares	178,47,677	1,41,41,117	40,80,000	26,50,000	20,00,000

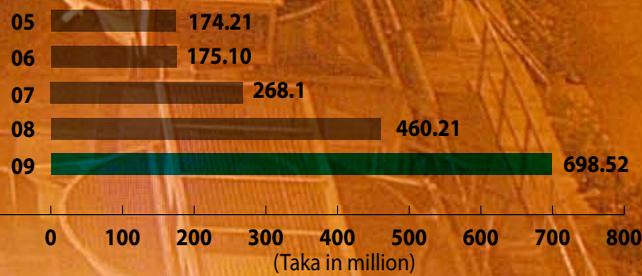
Turnover



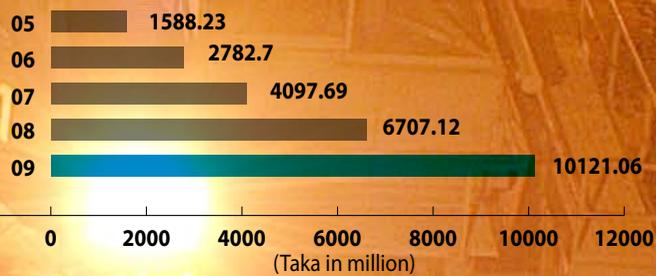
Gross Profit



Net Profit



Total Assets



Dividend



Directors' Report

to the Shareholders

For the year ended December 31, 2009

Bismillahir Rahmanir Rahim

Dear Shareholders,
Assalamu'alykum,

The Board of Directors of Summit Power Limited (SPL) welcomes you all to the 13th 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, 2009.

The Directors' Report is prepared in compliance with section 184 of the Companies Act 1994 and Securities & Exchange Commission's notification no- SEC/CMRRCD/2006-158/ Admin/02-08 dated 20th February 2006.

General Economic & Power Sector Scenario

The Bangladesh economy entered FY10 in a position of strength. Good recovery in agriculture, a sustained growth in remittances and a steady growth in services helped achieve an estimated overall growth of 5.9 percent (approx.) in FY09. The economy has shown reasonable stability in terms of most other macroeconomic indicators. The external current account has been in a large surplus; the exchange rate has been stable; foreign exchange reserves have reached record high levels of nearly \$10.0 billion; fiscal balances have been contained; and private credit growth has remained decent.

Power sector scenario in Bangladesh though has not improved much but has started to move in a positive direction since our last Annual General Meeting. Since that time a number of small power generating units have been commissioned adding a few hundred megawatt in generation capacity, but during the same period demand has increased too much greater extent resulting in wider gap between demand and supply. We are now experiencing about 7 hours load shedding in city areas and more than 10 hours load shedding in rural areas. This is also intensifying overall degree of load shedding which is around 1,500-2000 MW daily on peak time basis, which is also more than one third of country's demand.

Effort to bring some Furnace oil & Diesel fueled rental power plants on emergency basis for short-term relief has not yielded a satisfactory result. No contract for large power plant has yet been awarded. But efforts are underway to award quite a good number of them in near future.

Pre-qualification notice for many IPP ranging from 450 MW to 50 MW has been published and RFP for Bibiyana-1 project is expected to be publish at any time. There is not much progress in augmenting natural gas production and transmission, which is so vital for existing & future power generation plants. As a result for obvious reason, most of the power plants are planned

প্রিয় শেয়ারহোল্ডারবৃন্দ,
আসসালামু আলাইকুম,

সামিট পাওয়ার লিমিটেড এর এগোদশ বার্ষিক সাধারণ সভা পরিচালনা পর্ষদের পক্ষ থেকে আপনাদের সবাইকে স্বাগত জানাচ্ছি। আমরা অত্যন্ত আনন্দের সাথে আপনাদের সামনে ৩১ ডিসেম্বর ২০০৯ ইং সমাপ্ত বছরের কোম্পানী পরিচালনা কার্যক্রম, নিরীক্ষিত আর্থিক বিবরণী ও নিরীক্ষকের প্রতিবেদন উপস্থাপন করছি।

পরিচালনা পর্ষদের প্রতিবেদন প্রণয়নের ক্ষেত্রে ১৯৯৪ সালের কোম্পানী আইনের ১৮৪ ধারা এবং ২০ ফেব্রুয়ারী, ২০০৬ ইং তারিখে প্রকাশিত সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং এস ই সি / সি এম আর সি ডি/ ২০০৬ - ১৫৮ / এডমিন / ০২-০৮, অনুসরণ করা হয়েছে।

অর্থনৈতিক অবস্থা ও বিদ্যুত খাতের বর্তমান দৃশ্যপট

এক দৃঢ় অর্থনৈতিক ভিত্তির উপর দাঁড়িয়ে বাংলাদেশ ২০১০ সনের যাত্রা শুরু করেছে। কৃষিতে বিনিয়োগের ভাল প্রতিদান এবং বিদেশে অবস্থানকারী বাংলাদেশীদের প্রেরিত বৈদেশিক মুদ্রার পরিমানের অব্যহত বৃদ্ধি ইত্যাদি কারণে বিশ্বব্যাপী মন্দা সত্ত্বেও আমাদের অর্থনীতির সার্বিক প্রবৃদ্ধির হার ২০০৯ সনে ৫.৯ শতাংশ অর্জিত হয়েছে। বিভিন্ন ক্ষেত্রের অর্থনৈতিক সূচক অনুযায়ী অর্থনীতি যুক্তিসঙ্গত ভাবেই স্থিতিশীল রয়েছে। আমাদের রফতানীর ক্ষেত্রে যথেষ্ট উদ্বৃত্ত রয়েছে, মুদ্রা বিনিময় হার স্থিতিশীল আছে এবং বৈদেশিক মুদ্রার রিজার্ভও রেকর্ড পরিমান উচ্চমাত্রায় (১০.০ বিলিয়ন ডলারে) পৌঁছেছে। সঞ্চয়ের প্রবৃদ্ধিও সন্তোষজনক।

আমাদের বিগত বার্ষিক সাধারণ সভার পর দেশের বিদ্যুত খাতের সার্বিক দৃশ্যপটে এখন পর্যন্ত তেমন উল্লেখযোগ্য অগ্রগতি না হলেও পরিস্থিতি উন্নতির দিকে মোড় নিচ্ছে। সে সময়ের পর বেশ কয়েকটি ক্ষুদ্র বিদ্যুত কেন্দ্র উৎপাদন শুরুর কারণে জাতীয় গ্রীডে কয়েকশত মেগাওয়াট বিদ্যুত যুক্ত হলেও একই সময়ে দেশের বিদ্যুতের চাহিদা তদাপেক্ষা অধিক হারে বৃদ্ধি পেয়েছে। উৎপাদন বৃদ্ধি অপেক্ষা চাহিদার বৃদ্ধির পরিমান বেশী হওয়ার কারণে গত বৎসরের চেয়ে এখন লোডশেডিং বেশী হচ্ছে। অধিকাংশ এলাকায় তা দিনেরাতে কয়েক দফায় প্রায় ৭ থেকে ১০ ঘণ্টা।

দ্রুত বিদ্যুত উৎপাদন প্রাপ্তির প্রত্যাশায় ভাড়াভিত্তিক বিদ্যুতকেন্দ্র স্থাপনের প্রচেষ্টা খুব একটা ফলপ্রসূ হয়নি। বিগত বৎসরে বড় আকারের কোন বিদ্যুতকেন্দ্র স্থাপনের কোন চুক্তিও স্বাক্ষরিত হয়নি কিন্তু সাম্প্রতিক কালে যথেষ্ট সংখ্যক নতুন বিদ্যুত কেন্দ্র স্থাপনের প্রচেষ্টা পরিলক্ষিত হচ্ছে।

৫০ থেকে ৪৫০ মেগাওয়াট ক্ষমতার বেশ কয়েকটি বিদ্যুত কেন্দ্র স্থাপনের জন্য বেসরকারী উদ্যোক্তা নির্বাচনের উদ্দেশ্যে প্রি-কোয়ালিফিকেশন নোটিশ প্রকাশিত হয়েছে এবং ৪৫০ মেগাওয়াট ক্ষমতার বিবিয়ানা-১ বিদ্যুত কেন্দ্রের দরপত্রের নোটিশ খুব শীঘ্রই প্রকাশিত হতে যাচ্ছে।

for dual-fuel technology. With the successful implementation of these planned projects, power crisis is expected to improve at desired level. Demand supply gap is expected to be bridged in the following manner.

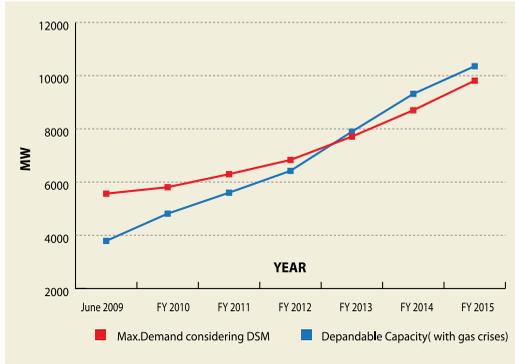
Business Activities & Expansion

In the year 2009 SPL through its two 99% owned subsidiaries have successfully commissioned 4 power plants which are now delivering power to PDB & REB. With this addition SPL now owns 7 power plants in seven places having a cumulative capacity of 215 MW. The Company has participated in 100 MW rental power projects, which has not yielded result. It is now planning to bid for several upcoming 100 MW and 50 MW IPP projects. Performances of existing plants were excellent and your Company could maintain an annual plant factor well above requirement as set forth in Power Purchase Agreement (PPA). In the year 2009, the Company exported about 1,163 million units (KWH) of electricity from its seven power plants and earned total revenue of Tk. 2,850 million representing 64% growth over that of the year 2008. The big gap between demand and supply, however have created a good opportunity for your Company to expand its business. The accumulated knowledge and experience of your company to build and operate many small power plants successfully, over a long period of time, has attracted attention of reputed international companies in this field and many of them have shown interest to work jointly with us. This goodwill coupled with our endless endeavor to expand will very soon, we hope, bring for us success in large & medium size power plants. Your Company will make all out effort to be successful in one third of about 3000MW Power Plants being in the tendering process now.

Financial Results & Profit Appropriation

During the year 2009, the company's net profit amounted to Tk. 698.52 million as compared to Tk. 460.21 million in the year 2008. However, the Company needs availability of adequate fund for uninterrupted

বিদ্যমান ও স্থাপিতব্য কেন্দ্রসমূহে নিরবচ্ছিন্ন বিদ্যুত উৎপাদনের জন্য অত্যাবশ্যকীয় গ্যাস সরবরাহ পরিস্থিতি উন্নয়নে উল্লেখযোগ্য অগ্রগতি হয়নি। ফলে সঙ্গত কারণেই অদূর ভবিষ্যতে নির্মাণ পরিকল্পনাধীন বিদ্যুত কেন্দ্রগুলোর জন্য তেল ও গ্যাস উভয় প্রকার জ্বালানী ব্যবহারের সুবিধা রাখা হচ্ছে। পরিকল্পিত এ প্রকল্পগুলো সফলভাবে বাস্তবায়িত হলে বিদ্যুত সমস্যার সমাধান হবে বলে আশা করা যায়। পরিকল্পনা অনুযায়ী চাহিদা পূরণের প্রত্যাশার চিত্রটি নিম্নরূপঃ



ব্যবসায়িক কার্যক্রম ও প্রসারণ

২০০৯ সনে সার্মিট পাওয়ার লিমিটেড, তার ৯৯ শতাংশ মালিকানাধীন দুটি কোম্পানীর মাধ্যমে সফলতার সাথে ৪টি নতুন বিদ্যুত কেন্দ্র চালু করেছে। এ ৪টি বিদ্যুত কেন্দ্র নির্মাণের ফলে সার্মিট পাওয়ারে মোট ৭টি বিদ্যুত উৎপাদনকেন্দ্রের সমষ্টিগত উৎপাদন হয়েছে ২১৫ মেগাওয়াট। সার্মিট পাওয়ার ১০০ মেগাওয়াট রেন্টাল পাওয়ার প্ল্যান্ট প্রকল্পে অংশ নিয়েছিল। কিন্তু কোম্পানীর প্রচেষ্টা এক্ষেত্রে ফলপ্রসূ হয়নি। অদূর ভবিষ্যতে যে সকল ৫০ ও ১০০ মেগাওয়াট ক্ষমতার বিদ্যুত কেন্দ্র

বেসরকারী খাতে স্থাপনের টেন্ডার আসছে, আপনাদের কোম্পানী তাতে অংশগ্রহণের পরিকল্পনা করছে। কোম্পানীর বিদ্যমান সকল বিদ্যুত উৎপাদনকেন্দ্র অত্যন্ত দক্ষতার সাথে বিদ্যুত উৎপাদন করছে এবং আপনাদের কোম্পানীর বিদ্যুত উৎপাদনকেন্দ্রসমূহের প্ল্যান্ট ফ্যাক্টর চুক্তির শর্ত অনুযায়ী যতটুকু থাকার কথা তার চেয়ে ভাল আছে। ২০০৯ সনে কোম্পানী ১১৬.৩ কোটি ইউনিট বিদ্যুত বিক্রয় করে মোট ২৮৫ কোটি টাকা রাজস্ব আয় করেছে যা ২০০৮ সনের তুলনায় ৬৪ শতাংশ বেশী।

চাহিদা ও যোগানের মধ্যকার বিদ্যমান বিশাল পার্থক্য, আপনাদের কোম্পানীর ব্যবসা প্রসারণে যথেষ্ট সুযোগ সৃষ্টি করে দিয়েছে। দীর্ঘদিন যাবৎ অনেকগুলো ছোট বিদ্যুত উৎপাদন কেন্দ্র নির্মাণ ও পরিচালনায় সার্মিট পাওয়ার লিঃ এর অর্জিত সাফল্য ও অভিজ্ঞতার কারণে আপনাদের কোম্পানীর প্রতি আন্তর্জাতিক খ্যাতিসম্পন্ন অনেক প্রতিষ্ঠানের দৃষ্টি আকৃষ্ট হয়েছে এবং তাদের মধ্যে অনেকেই আপনাদের কোম্পানী সার্মিট পাওয়ার লিমিটেড এর সাথে যৌথভাবে ব্যবসার প্রস্তাবও দিয়েছে। আন্তর্জাতিকভাবে অর্জিত এই সুনাম এবং ব্যবসা সম্প্রসারণে আমাদের নিরবচ্ছিন্ন প্রচেষ্টায় অচিরেই বড় বিদ্যুত উৎপাদনকেন্দ্র নির্মাণে আমরা সফল হবে বলে আশা করা যায়।

আর্থিক ফলাফল

২০০৯ সালে কোম্পানীর নীট মুনাফা হয়েছে প্রায় ৬৯ কোটি ৮৫ লক্ষ ২০ হাজার টাকা যার তুলনায় ২০০৮ সালে নীট মুনাফা ছিল ৪৬ কোটি ২ লক্ষ ১০ হাজার টাকা। কোম্পানীর গৃহীত নতুন প্রকল্প কাজের ধারাবাহিক অগ্রগতি অব্যাহত রাখা ও ঋণ পরিশোধের জন্য পর্যাপ্ত পরিমাণ অর্থের প্রয়োজন। এ বিষয়টি বিবেচনায় রেখে কোম্পানীর পরিচালকমন্ডলী ৩০ ডিসেম্বর ২০০৯ এর জন্য আর্থিক ফলাফল পেশসহ নিম্নরূপ আর্কটন সুপারিশ করেছে।

লাভ আর্কটন	কোটি টাকা
২০০৯ সালে সমাপ্ত সালের নীট লাভ	৬৯.৮৫২
পূর্ববর্তী বছরের আনীত লাভ	২৪.৭৪০
বর্টন যোগ্য লাভ	৯৪.৫৯২
বর্টন সমূহ:	
প্রস্তাবিত সঞ্চিত লভ্যাংশ	৫৫.৫৯৮
লাভ লোকসান অবর্টন হিসাবে স্থানান্তর	৩৮.৯৯৪





progress of the projects as well as for debt servicing. Keeping these in view, the Directors would like to report the company's financial results for the year that ended on 31st December 2009 with the recommendations for appropriation as follows:

Figure in million

Net Profit for the year 2009	Tk. 698.52
Profit brought Forward	Tk. 247.40
Profit available for appropriation	Tk. 945.92
Appropriations:	
Proposed Stock Dividend	Tk. 555.98
Transferred to Retained Earning	Tk. 389.94

Dividend

Your Board recommends a final dividend of 25% for the year 2009 as Bonus Share i.e. 1 (one) share of Tk. 100 each for 4 (four) shares held on the record date, subject to approval by the shareholders at the 13th Annual General Meeting.

Directors meeting & attendance

During the year ended December 31, 2009, the Board of Directors held 5 meetings. Directors who attended the Board meetings are given below:

Name of Directors	Attended
Mr. Muhammed Aziz Khan	04
Mrs. Anjuman Aziz Khan	02
Mr. Md. Farid Khan	04
Mr. Md. Latif Khan	05
Mr. Jafer Ummad Khan	03
Ms. Ayesha Aziz Khan	05
Mr. Helal Uddin Ahmed	05
Mr. Abbas Uddin Ahmed	04
Mr. Syed Fazlul Haque FCA	05
Mr. Tauhidul Islam	05
Mr. Faisal Karim Khan	03
Prof. Salahuddin Ahmed Khan	01

Inducted in the Board meeting of 26-07-09 and elected Director in the same meeting.

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

Audit Committee

The Company has an Audit Committee with an established Charter. The Audit Committee has met twice this year and the Committee member's attendance record is disclosed below:

Mr. Syed Fazlul Haque FCA	02
Mr. Tauhidul Islam	02
Mr. Abbas Uddin Ahmed	01

The Company's Finance Director was invited to Audit Committee meetings at the discretion of the committee. The member who could not attend the meeting was granted leave of absence.

Directors' Election & re-appointment

As per Article 23(a) of the Articles of Association Mrs. Anjuman Aziz Khan, Mr. Md. Latif Khan and Ms. Ayesha Aziz Khan shall retire in the 13th Annual General Meeting by rotation and

লভ্যাংশ

পরিচালনা পর্ষদের ৩০ ডিসেম্বর ২০০৯ ইং সমাপ্ত বছরের জন্য প্রতিটি ১০০ টাকা মূল্যের সাধারণ শেয়ারের উপর ২৫% চূড়ান্ত লভ্যাংশ (প্রতি ৪টি শেয়ারের বিপরীতে ১টি শেয়ার) সুপারিশ করেছেন, যা এয়োদশ বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারগণের অনুমোদনের জন্য পেশ করা হবে।

পরিচালক মন্ডলীর সভা ও উপস্থিতি

২০০৯ সালের ৩১ ডিসেম্বর সমাপ্ত বছরের পরিচালনা পর্ষদের মোট ৫টি সভা অনুষ্ঠিত হয়। নিম্নে পরিচালকগণের নাম সহ উপস্থিতির তালিকা দেয়া হলো।

পরিচালকগণের নাম	উপস্থিতির সংখ্যা
জনাব মুহাম্মদ আজিজ খান	০৪
মিসেস আনজুমান আজিজ খান	০২
জনাব মোঃ ফরিদ খান	০৪
জনাব মোঃ লতিফ খান	০৫
জনাব জাফর উম্মেদ খান	০৩
মিসেস আয়েশা আজিজ খান	০৫
জনাব হেলাল উদ্দিন আহমেদ	০৫
জনাব আব্বাস উদ্দিন আহমেদ	০৪
জনাব সৈয়দ ফজলুল হক	০৫
জনাব তোহিদুল ইসলাম	০৫
জনাব ফয়সাল করিম খান	০৩
প্রফেঃ সালাহুদ্দিন আহমেদ খান	০১

(২৬.০৭.০৯ এ অনুষ্ঠিত পরিচালনা পর্ষদের সভায় তিনি পরিচালক পদে নিযুক্ত হন।)

যে সকল পরিচালকবৃন্দ সভায় উপস্থিত থাকতে পারেননি তাদেরকে ছুটি মঞ্জুর করা হয়েছে।

নিরীক্ষা কমিটি

কোম্পানীর সুনির্দিষ্ট লিখিত দায়িত্বশ্রাণ্ড একটি নিরীক্ষা কমিটি রয়েছে। এ কমিটি গত বৎসরে মোট ২টি বৈঠকে বসেছেন। নিম্নে কমিটির সদস্যদের নাম সহ উপস্থিতির তালিকা দেয়া হলো।

সদস্যদের নাম	উপস্থিতির সংখ্যা
জনাব সৈয়দ ফজলুল হক	০২
জনাব তোহিদুল ইসলাম	০২
জনাব আব্বাস উদ্দিন আহমেদ	০১

নিরীক্ষা কমিটির ইচ্ছানুযায়ী, কোম্পানীর পরিচালক অর্ধেক সভায় আমন্ত্রণ জানানো হয়েছিল এবং যে সকল সদস্যবৃন্দ সভায় উপস্থিত থাকতে পারেননি তাদের ছুটি মঞ্জুর করা হয়েছিল।

পরিচালকবৃন্দের নির্বাচন এক পুনঃনিয়োগ

পরিচালনা পর্ষদ কোম্পানীর আর্টিকেল অব এসোসিয়েশন ২৩ (এ) বিধান মোতাবেক মিসেস আনজুমান আজিজ খান, জনাব মোঃ লতিফ খান এবং মিসেস আয়েশা আজিজ খান এয়োদশ বার্ষিক সাধারণ সভায় অবসর গ্রহন করবেন এক বিধি মোতাবেক যোগ্য বিধায় নিজেদের পুনঃনিয়োগের প্রস্তাব করেছেন।

আপনাদের পরিচালনা পর্ষদ কোম্পানীর আর্টিকেল ২০ (সি) বিধান মোতাবেক ডঃ সালাহুদ্দিন আহমেদ খানকে ২৬.০৭.০৯ তারিখে অনুষ্ঠিত পরিচালনা পর্ষদের সভায় পরিচিতি ও পরিচালক পদে নিয়োগ দান করেন। জনাব তপন কুষ্ণ পোদ্দার এর ইস্তফাজনিত শূন্য পদ পূরণের জন্যই বোর্ড প্রফেঃ সালাহুদ্দিন আহমেদ খান কে পরিচালক হিসাবে নিযুক্ত করেন। প্রফেঃ সালাহুদ্দিন আহমেদ খানও এয়োদশ বার্ষিক সাধারণ সভায় অবসর গ্রহন করবেন এক বিধি মোতাবেক যোগ্য বিধায় নিজেদের পুনঃনিয়োগের প্রস্তাব করেছেন।

being eligible, offer them for re-election. The Board in exercise of power vested in Article 20(c), inducted Prof. Salahuddin Ahmed Khan as a Director in its meeting held on 26th July, 2009 to fill up the casual vacancy caused due to resignation of Mr. Tapan Krishna Podder. Prof. Salahuddin Ahmed Khan shall also retire in the 13th Annual General Meeting and being eligible, offers himself for re-election.

Auditors

The present auditors, Messrs Rahman Rahman Huq, Chartered Accountants will retire in Annual General Meeting and being eligible, offered themselves for re-appointment for the year 2010. The present auditor is in the office for tenure of consecutive five years, including two term extensions with the permission of Securities and Exchange Commission in term of SEC directive dated 30th May, 2006. Board considers further extension contrary to the spirit of SEC directive. Shareholders therefore have to consider the issue of appointment of statutory auditor for the year 2010 in the ensuing AGM.

Business Risk & uncertainties

Natural gas is used as input for operation of the power plants of the company. Company has signed Gas Supply Agreement (GSA) with Titas Gas Transmission & Distribution Co. Ltd., Bakhrabad Gas systems Ltd. and Pashchimanchal Gas Company Ltd. for supply of gas over the life span of the power plants. Your company has also signed Power Purchase Agreement (PPA) with REB and BPDB for guaranteed sale of produced power. The risk of non-availability of spare parts in operation & maintenance is mitigated through long-term Spare Parts Support Agreements (SPSA) with original equipment manufacturers, e.g. M/S Wartsila, Finland OY, Caterpillar and GE Jenbacher. REB and BPDB is agreement bound to pay tariff within a specific period on billing. All plants are covered by comprehensive insurance policy against any accidental damage during operation or due to fire.

Going concern

While approving the financial statements, Directors have made appropriate enquires and analyzed the significant financial, operating as well as other indicators for enabling them to understand the ability of the company to continue its operations for a foreseeable period. Directors are convinced and have a reasonable expectation that the company has adequate resources and legal instruments to continue its operation consistently for the foreseeable future. Therefore the company adopted the going concern basis in preparing these financial statements.

Corporate Governance

Corporate Governance is the system through which companies are directed, guided and controlled by the Board, 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.

Since corporate governance is not a static process, we always continue to improve our practices; including formation of an Audit Committee, Executive Committee, Technical Committee, Purchase Committee, Operation & Maintenance

নিরীক্ষক

বর্তমান নিরীক্ষক মেসার্স রহমান রহমান হক, চার্টার্ড একাউন্টেন্ট অবসর গ্রহণ করে বিধি মোতাবেক যোগ্য বিধায় ২০১০ সালের জন্য পুনঃনিয়োগ প্রাপ্তির আবেদন করেছেন। নিরীক্ষক হিসাবে তারা সাফল্যের সাথে পাঁচ বছর কার্যক্রম অতিবাহিত করেছেন। ইতিপূর্বে ৩০ মে ২০০৬ সনের জারীকৃত আদেশ অনুযায়ী এসইসি (SEC) এর ছাড়পত্রের ভিত্তিতে পর পর দুই বছর তাদেরকে পুনঃনিয়োগ প্রদান করা হয়। বোর্ড মনে করে, একই নিরীক্ষকের আরো মেয়াদবৃদ্ধি এস,ই,সি এর উক্ত আদেশের উদ্দেশ্যের অনুকূল নাও হতে পারে। তাই আসন্ন এমোদশ সাধারণ সভায় শেয়ারহোল্ডারগণকে ২০১০ সালের বিধিবদ্ধ নিরীক্ষক নিয়োগের বিষয়ে সিদ্ধান্ত গ্রহণ করতে হবে।

ব্যবসায়িক ঝুঁকি ও অনিশ্চয়তা

কোম্পানীর বিদ্যুত উৎপাদনের ক্ষেত্রে প্রাকৃতিক গ্যাস প্রধান কাঁচামাল হিসাবে ব্যবহার হচ্ছে। কোম্পানী তার উৎপাদিত পণ্যের এই মূল কাঁচামালের নিরবিচ্ছিন্ন সরবরাহের নিশ্চয়তাকল্পে তিতাস গ্যাস ট্রান্সমিশন এন্ড ডিস্ট্রিবিউশন কোঃ লিঃ, বাখরাবাদ গ্যাস সিস্টেমস লিঃ এবং পশ্চিমাঞ্চল গ্যাস কোম্পানী লিঃ এর সাথে দীর্ঘমেয়াদী গ্যাস সরবরাহ চুক্তি (জি এস এ) স্বাক্ষর করেছে যার ভিত্তিতে তারা উৎপাদন কেন্দ্র পরিচালনার সম্পূর্ণ মেয়াদকালের জন্য প্রয়োজনীয় গ্যাস সরবরাহের নিশ্চয়তা প্রদান করেছে। এছাড়া কোম্পানীর উৎপাদিত পণ্য ত্রয়ের জন্য পল্লী বিদ্যুতায়ন বোর্ড এবং বিদ্যুৎ উন্নয়ন বোর্ড কোম্পানীর সাথে ২৫ বৎসর মেয়াদী বিদ্যুত ত্রয় (পিপিএ) চুক্তিতে আবদ্ধ হওয়ায় কোম্পানীর উৎপাদিত পণ্য বিক্রয়ের ব্যাপারটি নিশ্চিত হয়েছে। খুচরা যন্ত্রাংশের জন্য বিদ্যুত উৎপাদন যেন ব্যহত না হয় তার নিশ্চয়তা বিধানের জন্য কোম্পানী উৎপাদনকেন্দ্রের যন্ত্রপাতি প্রস্তুতকারী মূল প্রতিষ্ঠানসমূহের সাথে ১৫ বৎসর মেয়াদী যন্ত্রাংশ সরবরাহের জন্য মূল্য স্থির করে, দীর্ঘমেয়াদী চুক্তি করেছে। যন্ত্রাংশ সরবরাহকারী এসব প্রতিষ্ঠানসমূহের মধ্যে বিশ্বখ্যাত জেনারেল ইলেকট্রিক, ওয়ার্টসিলা ফিনল্যান্ড ও ওয়াই, ক্যাটার পিনার ইত্যাদি প্রতিষ্ঠান রয়েছে। উৎপাদিত বিদ্যুতের মূল্য যথাসময়ে প্রাপ্তির সুবিধার্থে বিদ্যুত ত্রয়ো পল্লী বিদ্যুতায়ন বোর্ড ও বিদ্যুৎ উন্নয়ন বোর্ডের সাথে সুনির্দিষ্ট চুক্তি করা হয়েছে। উল্লেখিত চুক্তিসমূহ কোম্পানীর ব্যবসায়িক ঝুঁকি ও অনিশ্চয়তা কমাতে সাহায্য করেছে। পাওয়ার প্ল্যান্টগুলো যাতে প্ল্যান্ট চলাকালীন সময়ে বা হঠাৎ কোন আগুন লাগার মাধ্যমে ক্ষতিগ্রস্ত না হয় সেজন্য সকল পাওয়ার প্ল্যান্টগুলোকে ইনসুরেন্স পলিসির আওতাভুক্ত করা হয়েছে।

চলমান ব্যবসা

দৃশ্যমান ভবিষ্যতে সফলতার সাথে পরিচালনার জন্য আপনাদের কোম্পানীর পর্যাপ্ত সামর্থ্য রয়েছে কিনা তা অনুধাবনের জন্য, আর্থিক বিবরণী অনুমোদনের সময়, পরিচালকমন্ডলী কোম্পানীর পরিচালন, আর্থিক এবং অন্যান্য সূচক সমূহ গভীরভাবে বিশ্লেষণ করে দেখেছেন ও বিভিন্ন বিষয়ে প্রয়োজনরূপ অনুসন্ধান করে নিশ্চিত হয়েছেন যে দৃশ্যমান ভবিষ্যতে সাবলীল ও সফলভাবে পরিচালনার জন্য কোম্পানীর পর্যাপ্ত সম্পদ ও আইনসঙ্গত দলিলাদি রয়েছে এবং আপনার কোম্পানী চলমান ব্যবসায়িক প্রতিষ্ঠান হিসেবে টিকে থাকতে সক্ষম। এই জন্য চলমান ব্যবসায়িক প্রতিষ্ঠানের ক্ষেত্রে প্রয়োজ্য আর্থিক বিবরণী প্রস্তুতের পদ্ধতি অনুসরণের জন্য পরিচালকমন্ডলী সিদ্ধান্তগ্রহণ করে।

কর্পোরেট সুশাসন

কর্পোরেট সুশাসন এমন একটি পদ্ধতি যার মাধ্যমে কোন প্রতিষ্ঠান পরিচালনা পর্ষদ কর্তৃক নির্দেশিত, পরিচালিত ও নিয়ন্ত্রিত হয়। আপনাদের কোম্পানী প্রচলিত আইন ও নিয়মকানুন অনুসরণের মাধ্যমে ব্যবসায়িক সর্বোচ্চ সুনাম রক্ষায় সঙ্গী সচেষ্ট। যদিও কর্পোরেট সুশাসন একটি চলমান প্রক্রিয়া তথাপি আমরা আমাদের প্রতিষ্ঠানে কর্পোরেট সুশাসন প্রতিষ্ঠা অব্যাহত রেখেছি।





On the Environmental issue, the Company gives high priority in protecting the environment and our humble efforts in this regard include extensive number of sapling plantation in the Company's power plants and other places. We remain committed to this cause and shall continue our drive whenever opportunity arises.

Enviornmental

Committee, which may be seen in **Annexure-3** of the Annual Report. A separate chapter on corporate governance has been reported.

Corporate Social Responsibility

As part of the ongoing commitment to the society and environment in which the Company conducts its business, SPL continues to perform its obligations. As in the previous years, the Company remains committed to support CSR projects that included:

- Summit's contribution through its welfare wing, Siraj-Khaleda Trust, in the construction of a 200 Bed Hospital in Dhaka Cantonment is an ongoing project of the Company and we remain committed to extend all support to facilitate availability of modern medical treatment at low cost to the underprivileged people of the adjoining area.
- Summit Power Limited donated an amount of Taka 7,07,760/- to SEID Trust, a leading organization for promoting rights of the children with intellectual and multiple disabilities and is participating in the efforts and struggles of children with disabilities to overcome the barriers imposed by the society.
- Friendship Summit Energy Project (FSEP) is a pilot project for providing solar energy for electrification to the ultra poor, Nomadic Islands i.e. the char dwellers in Gaibandha and / or Kurigram District. To run the project Summit donated Taka 10 Lac and plans to fund the project as it continue to develop.
- We have been continuing our financial support to the meritorious students of the underprivileged community.
- We are committed to the sponsors of Prothom Alo Sahayak Tahbil for our continued support to the cause of acid burn victims.
- Sponsoring Summit Cup Golf Tournament (Pro-Am) every year to promote goodwill and quality of sports and also sponsored and hosted Summit Open 2010 (1st Bangladesh Professional Golfer's Association Tournament).

On the Environmental issue, the Company gives high priority in protecting the environment and our humble efforts in this regard include extensive number of sapling plantation in the Company's power plants and other places. We remain committed to this cause and shall continue our drive whenever opportunity arises.

Human Resources Management

People are the most important resource and key to the success of any organization. To develop and equip the employees with key skills, the company places great emphasis on the development of its people and hence the Company undertakes appropriate training and workshops to update knowledge of the employees in their respective functional areas.

Status of Compliance

In accordance with the requirement stipulated in condition no-5.00 of the Securities & Exchange Commission's notification no-SEC/CMRRCD/2006-158/Admin/02-08 dated February 20, 2006 the Corporate Governance Compliance Report is shown in **Annexure -1**.

আমরা ইতিমধ্যে অডিট কমিটি, নির্বাহী কমিটি, কারিগরী কমিটি ত্রয় কমিটি, অপারেশন ও মেইনটেন্যান্স কমিটি গঠন করেছি যা **"পরিশিষ্ট-৩"** এ দেখা যেতে পারে। এছাড়া কর্পোরেট সুশাসনের উপর আলাদাভাবে প্রতিবেদন উপস্থাপন করা হয়েছে।

কর্পোরেট সামাজিক দায়িত্ব

সমাজের কর্পোরেট নাগরিক হিসাবে আপনাদের কোম্পানীর উদ্যোক্তাগণ সমাজ ও পরিবেশের প্রতি তাদের অঙ্গীকার হতেই বিভিন্ন সামাজিক দায়িত্ব পালন করে আসছে। গত কয়েক বছর আপনাদের কোম্পানীর পৃষ্ঠপোষকতায় সম্পাদিত কয়েকটি উল্লেখযোগ্য সামাজিক কর্মকাণ্ডের বিবরণ নিম্নে উপস্থাপন করা হলো :

- সামিটের একটি কল্যাণমুখী প্রতিষ্ঠান হলো সিরাজ-খালেদা ট্রাস্ট। এই ট্রাস্ট, ঢাকা ক্যান্টনমেন্ট এলাকায় ২০০ শয্যা বিশিষ্ট একটি হাসপাতাল নির্মাণ করেছে, যার মাধ্যমে এলাকার সুবিধাবঞ্চিত জনগণ অল্প খরচে উন্নত চিকিৎসার সুবিধা পাচ্ছে। যা সমাজ ও জনসাধারণের প্রতি আমাদের অঙ্গীকারের একটি উজ্জ্বল নির্দশন। সামিট এ ধরনের আরো কর্মকাণ্ডে তার হাত প্রসারিত করতে সর্বদা প্রস্তুত।
- সামিট পাওয়ার লিমিটেড সম্প্রতি তার কর্পোরেট সামাজিক দায়িত্বের (সিএসআর) অংশ হিসাবে সীড (এসইআইডি) ট্রাস্টকে, ৭.০৭ লাখ টাকা দান করে, যা সমাজের বুদ্ধিপ্রতিবন্ধি ও বহুমাত্রিক দিক দিয়ে সুবিধাবঞ্চিত ও অক্ষম শিশুদের অধিকার নিয়ে কাজ করে পাশাপাশি সমাজকর্তৃক তাদের উপর বর্ষিত বিভিন্ন বাধার বিরুদ্ধে তাদের এই সীমাবদ্ধতা দূরীকরণে ও তাদের সার্বিক উন্নয়নে অগ্রণী ভূমিকা পালন করে থাকে।
- সামিট পাওয়ার লিমিটেড ইতোমধ্যে আরও ১০ লাখ টাকা তাদের কর্পোরেট সামাজিক দায়িত্বের (সিএসআর) অংশ হিসাবে ফেডেশন সামিট এনার্জি প্রজেক্টকে (এফএসইপি) দান করে। এফএসইপি মূলত, একটি নির্দিষ্ট চর অঞ্চলে বিশেষ করে- গাইবান্ধা ও কুড়িগ্রাম অঞ্চলে সৌরবিদ্যুতের মাধ্যমে বিদ্যুত সরবরাহের জন্য লীড প্রজেক্ট হিসাবে কাজ করছে। সামিট, এফএসইপির এই প্রজেক্ট বাস্তবায়ন এবং এর ধারাবাহিক উন্নয়নের জন্য এ অর্থ প্রদান করেছে।
- আপনাদের কোম্পানী সামিট সমাজের সুবিধাবঞ্চিত মেধাবী শিক্ষার্থীদেরও ত্রমোগত আর্থিক সহায়তা দিয়ে আসছে।
- আপনাদের কোম্পানী "প্রথম আলো সহায়ক তহবিল" কে সর্বদা সাহায্য ও সহযোগিতা দিয়ে আসছে। এ সংস্থার মাধ্যমে এসিড দন্ধদের সাহায্যের জন্য ও মাদক বিরোধী আন্দোলনে সামিট জনগণের সহায়তা বৃদ্ধিতে ত্রমোগত কাজ করে যাচ্ছে।
- খেলাধুলার মান উন্নয়নে সামিট প্রতি বৎসর "সামিট কাপ গল্ফ টুর্নামেন্ট (প্রো-এম)" এর আয়োজন করে থাকে। সামিট এবার "সামিট ওপেন ২০১০" (প্রথম বাংলাদেশ প্রফেশনাল গল্ফার'স এসোসিয়েশন টুর্নামেন্ট) এরও স্পন্সর ও হোস্ট হিসাবে কাজ করে।

এছাড়া পরিবেশ সংরক্ষণে সামিট সর্বোচ্চ গুরুত্ব দিয়ে থাকে। এ প্রচেষ্টায় কর্পোরেট দর্শনের অংশ হিসাবে প্রতিটি বিদ্যুতকেন্দ্রে পর্যাপ্ত পরিমাণ বৃক্ষরোপন করা হয়েছে। তাছাড়াও বিভিন্ন এলাকায় কর্পোরেট ও সামাজিক দায়িত্ববোধ থেকেই অধিক পরিমাণে বৃক্ষরোপনে সামিট বদ্ধ পরিকর।

মানব সম্পদ ব্যবস্থাপনা

আপনাদের কোম্পানী মনে করে প্রতিষ্ঠানের উন্নতিকল্পে "জনবল" গুরুত্বপূর্ণ ভূমিকা পালন করে। তাই দক্ষ জনবল গঠনে আপনাদের কোম্পানী কর্মকর্তা-কর্মচারীদের জন্য নিয়মিত প্রশিক্ষণ ও ওয়াকশপের আয়োজন করে থাকে। যার মাধ্যমে কর্মকর্তা-কর্মচারীগণ স্ব স্ব ক্ষেত্রে পেশাগত দক্ষতা ও অভিজ্ঞতা অর্জন করার সুযোগ পায়।

Acknowledgement

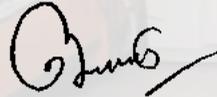
The Directors would like to give special thanks to members of the public who have placed their confidence on the company by purchasing shares and supporting the activities of the company by participating in all calls from the company. Without this support of public shareholders, the company could not 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 have helped SPL to achieve the success that it is today. The Board also recognizes and appreciates the critical support provided by the families of the employees, which enables them to focus on their work in SPL.

The trust and confidence that our valued customers, PDB, REB and its members in Palli Bidyut Samitees bestow in SPL are our main driving force. We accept this trust in all humility and shall continue to strive to live up to the expectations. The Board expresses its heartfelt thanks and gratitude to Bangladesh Power Development Board (BPDB), Rural Electrification Board (REB), Power Cell of the Power Division, MPEMR, Government of Bangladesh as well as Titas Gas Transmission and Distribution Company Ltd., Bakhrabad Gas Systems Ltd. and Pashchimanchal Gas Company Ltd. for the support being extended in carrying out implementation of the new power plants at Ullapara, Maona, Ruppangj and Jangalia. The Board also extends its best wishes to the Contractors/Consultants who helped to establish new plants to achieve our growth.

The Board would also like to thank all the stakeholders including 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, Individual and agencies who have helped us achieve what we are today.

On behalf of the Board



Tauhidul Islam
Managing Director
Dhaka, 29 March 2010

নিয়ম প্রতিপালন

সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং-এস ই সি / সি এম আর আর সি ডি / ২০০৬-১৫৮/ এডমিন / ০২-০৮, তারিখ ফেব্রুয়ারী ২০, ২০০৬ ইং এর শর্তে ৫.০০ এর ভিত্তিতে গৃহীত পদক্ষেপ এর একটি বিবরণ "পরিশিষ্ট-১" এ সন্নিবেশিত করা হয়েছে।

কৃতজ্ঞতা স্বীকার

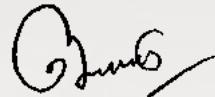
আপনাদের পরিচালনা পর্ষদ কোম্পানীর সকল সদস্য ও শেয়ারহোল্ডারদের আন্তরিকভাবে ধন্যবাদ জানাচ্ছে যারা বিভিন্ন সময়ে শেয়ার ত্রয়ের মাধ্যমে, কোম্পানীর বিভিন্ন কাজে একাতুতা প্রকাশ করে এবং কোম্পানীর সকল কার্যক্রমে অংশগ্রহণ ও সম্পৃক্ততা প্রদর্শনের মাধ্যমে সর্বদা কোম্পানীর আত্মবিশ্বাস বৃদ্ধিতে সহায়তা করেছে। শেয়ারহোল্ডারদের এই আন্তরিক সহযোগিতা ছাড়া কোম্পানী কখনই আজকের এই সাফল্যমণ্ডিত অবস্থানে পৌঁছাতে পারতো না।

আপনাদের পরিচালনা পর্ষদ কোম্পানীর সকল স্তরের কর্মকর্তা-কর্মচারীদের আন্তরিক ধন্যবাদ জানাচ্ছে। তাঁদের ব্যক্তিগত এবং সম্মিলিত দায়িত্ববোধ ও কর্ম উদ্দীপনায় আপনাদের কোম্পানী আজকের সাফল্য অর্জনে সক্ষম হয়েছে। পর্ষদ কর্মকর্তা-কর্মচারীদের পরিবারের সদস্যদেরও আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা জানাচ্ছে, যারা সর্বদা কোম্পানীর প্রতিটি মহৎ পদক্ষেপে অন্তরালে থেকে অনুপ্রেরণার উৎস হয়ে থেকেছে।

কোম্পানীর সম্মানিত গ্রাহক পল্লী বিদ্যুতায়ন বোর্ড এবং বোর্ডের সাথে নিবন্ধিত পল্লী বিদ্যুত সমিতিসমূহের আস্থা ও বিশ্বাস কোম্পানীর প্রধান চালিকাশক্তি। আমরা বিনয়ের সাথে তাদের আস্থা ও বিশ্বাসকে মূল্যায়ন করছি এবং আশা করি তাদের এই আস্থা ও বিশ্বাস উত্তরোত্তর আরো বৃদ্ধি পাবে। পরিচালনা পর্ষদ উল্লাপাড়া, মাওনা, রুপগঞ্জ ও জাঙ্গালিয়ায় নতুন বিদ্যুত কেন্দ্র স্থাপনে সহযোগিতার জন্য পাওয়ার সেল, বিদ্যুৎ জ্বালানী ও খনিজ সম্পদ মন্ত্রণালয়, গণপ্রজাতন্ত্রী বাংলাদেশ সরকার তথা পল্লী বিদ্যুতায়ন বোর্ড, বাংলাদেশ বিদ্যুৎ উন্নয়ন বোর্ড, তিতাস গ্যাস ট্রান্সমিশন এন্ড ডিস্ট্রিবিউশন কোঃ লিঃ, বাখরাবাদ গ্যাস সিস্টেমস লিঃ এবং পশ্চিমাঞ্চল গ্যাস কোম্পানী লিঃ কে আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা জানাচ্ছে। আপনাদের পরিচালনা পর্ষদ এছাড়াও কোম্পানীর সকল পরামর্শক ও ঠিকাদার (contractors & consultants) কোম্পানীকে আন্তরিকভাবে ধন্যবাদ জানায় যারা কোম্পানীর নতুন নতুন বিদ্যুতকেন্দ্র নির্মাণে ও এর উৎপাদন ক্ষমতা বৃদ্ধিতে তাদের সহযোগিতার হাত বাড়িয়ে দিয়েছিল।

একই সাথে পরিচালনা পর্ষদ ধন্যবাদ জানাচ্ছে কোম্পানীর কর্মকর্তাদের সাথে সংশ্লিষ্ট সকল বিনিয়োগকারী, সরবরাহকারী, আর্থিক প্রতিষ্ঠান, ইন্সুরেন্স কোম্পানী, সেবা প্রদানকারী, সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, রেজিস্ট্রার অব জয়েন্ট ষ্টক কোম্পানীজ এন্ড ফার্মস, ঢাকা ষ্টক এক্সচেঞ্জ লিমিটেড, চট্টগ্রাম ষ্টক এক্সচেঞ্জ লিমিটেড, সেন্ট্রাল ডিপোজিটরী বাংলাদেশ লিমিটেড, বিভিন্ন সরকারী সংস্থা, ব্যক্তি এবং প্রতিনিধিসমূহকে যারা আমাদের আজকের অবস্থানে আসতে সহায়তা করেছে।

পরিচালনা পর্ষদের পক্ষে



টৌহিদুল ইসলাম
ব্যবস্থাপনা পরিচালক
ঢাকা, ২৯ মার্চ, ২০১০।



COMPLIANCE REPORT

Status of Compliance with the conditions imposed by the Commissions Notification No- SEC/CMRRCD/2006-158/Admin/02-08 dated February 20, 2006 issued under section 2CC of the Securities & Exchange Ordinance 1969.

(Report under condition no-5.00)

Annexure-1

Condition	Title	Compliance status		Explanation for non-compliance with the condition
		Complied	Not complied	
1.1	Board's size	✓		
1.2(i)	Independent Directors	✓		
1.2(ii)	Appointment of Independent Non-shareholder Director	✓		
1.3	Chairman and Chief Executive	✓		
1.4	Directors' report to include declarations on:			
	a. Fairness of state of the affairs	✓		
	b. Keeping proper books of accounts	✓		
	c. Consistent application of Accounting Policies in preparation of financial statements	✓		
	d. Observance of Bangladesh Accounting Standard(BAS)	✓		
	e. Soundness and efficiency of Internal Control	✓		
	f. Ability of Summit Power to continue as a going concern	✓		
	g. Significant deviations from last year in operating results	✓		
	h. Presentation of key operating and financial data for last three years	✓		
	i. Declaration of dividend	✓		
	j. Number of Board meeting held during the year and attendance by each Director	✓		
	k. Shareholding pattern	✓		
2.1	Appointment of CFO, Head of Internal Audit & Company Secretary	✓		
2.2	Attendance of CFO and Company Secretary in the Board meeting	✓		
3	Audit Committee			
3.1	i. Composition of Audit Committee	✓		
	ii. Audit Committee Members Appointment	✓		
	iii. Filling of casual vacancy in Audit Committee	✓		
3.2	i. Chairman of Audit Committee	✓		
	ii. Audit Committee Chairman's Qualification	✓		
3.3.1	i. Reporting to the Board of Directors	✓		
	ii. Report on:			
	a. Conflicts of interests			No such incidence arose
	b. Suspected material defect in the internal control system			No such incidence arose
	c. Suspected infringement of laws			No such incidence arose
	d. Any other matter			No such incidence arose
3.3.2	Reporting to the Authorities			No such reportable incidence arose
3.4	Reporting to the shareholders			No such incidence arose
4	Statutory Auditors not to engage in:			
	i. Appraisal or valuation services	✓		
	ii. Financial information systems design and implementation	✓		
	iii. Book keeping or other services related to financial statements	✓		
	iv. Broker-dealer services	✓		
	v. Actuarial services	✓		
	vi. Internal audit services	✓		
	vii. Any other services that the Audit committee determines	✓		

SHAREHOLDING INFORMATION

As of December 2009, the following shareholders are holding the company's issued ordinary share capital:

Annexure-2

Categories of Shareholder	No of Shareholder	No of shares held
Summit Industrial & Mercantile Corporation (Pvt.) Ltd.	01	10,897,286
Euro Hub Investments Limited	01	1,197,504
Mr. Mainul Abedin	01	340
Dr. Mirza Khairuzzaman	01	50
Advocate Imtiaz Mahmood	01	169
Mr. Azharul Haque	01	169
Mr. A.N.M. Tariqur Rashid	01	169
Directors, CEO, Company Secretary, CFO 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 Industrial & Mercantile Corporation (Pvt.) Ltd.	01	10,897,286

MANAGEMENT COMMITTEE

Annexure-3

Audit Committee	
Mr. Syed Fazlul Haque FCA Mr. Tauhidul Islam, Managing Director Mr. Abbas Uddin Ahmed	Chairman Member Member
Executive Committee	
Mr. Tauhidul Islam, Managing Director Mr. Md. Latif Khan, Director Ms. Ayesha Aziz Khan, Director (Finance) Mr. A.N. M Tariqur Rashid, Executive Director (P&D) Mr. Mahmud Hasan FCMA, Financial Controller	Chairman Member Member Member Member
Purchase Committee	
Mr. Md. Latif Khan, Director Mr. Tauhidul Islam, Managing Director Mr. A.N. M Tariqur Rashid, Executive Director (P&D) Mr. Mahmud Hasan FCMA, Financial Controller	Chairman Member Member Member
Technical Committee	
Mr. A.N. M Tariqur Rashid, Executive Director (O&M) Mr. Solaiman Patwary, General Manager (O&M) Mr. Abdus Sobhan, General Manager (P&D) Md. Nazrul Islam Khan, Manager (E&I) Mr. A.K.M Asadul Alam Siddique, Plant Manager	Chairman Member Member Member Member
Operation & Maintenance Committee	
Mr. Faisal Karim Khan Mr. A.N. M Tariqur Rashid, Executive Director (O&M) Mr. Solaiman Patwary, General Manager (O&M) Md. Nazrul Islam Khan, Manager (E&I) Plant Manager	Chairman Member Member Member Member

MANAGEMENT TEAM



From Left

Md. Nazrul Islam Khan Manager, Electrical & Instrumentation
Md. Abdus Sobhan General Manager, Planning & Development
A.K.M. Asadul Alam Siddique Plant Manager, Comilla Power Plant
Mahmud Hasan FCMA, Financial Controller & Company Secretary
Md. Latif Khan, Director
Md. Farid Khan, Vice-Chairman
Jafer Ummeed Khan, Director
Tauhidul Islam, Managing Director
Ayesha Aziz Khan, Director - Finance
Faisal Karim Khan, Director
Muhammed Aziz Khan, Chairman
Captain M Emdadul Haque, (E), psc, BN (Retd)
Plant Manager, Savar Power Plant
A.N.M Tariqur Rashid, Executive Director
Md. Sirajul Islam, Plant Manager, Narshingdi Power Plant
Md. Solaiman Patwary General Manager, Operation & Maintenance
Md. Nazmul Hasan Plant Manager, Rupganj Power Plant
Md. Fazle Elahi Khan Plant Manager, Jangalia Power Plant



Introduction to Senior

EXECUTIVE



A.N.M Tariqur Rashid



Md. Solaiman Patwary



Md. Abdus Sobhan



Mahmud Hasan FCMA



Md. Nazrul Islam Khan

T



A.K.M. Asadul Alam Siddique

I



Captain (Retd) M Emdadul Haque

V



Md. Sirajul Islam

E



Md. Nazmul Hasan

S



Md. Fazle Elahi Khan

INTRODUCTION OF THE SENIOR EXECUTIVES

A.N.M Tariqur Rashid

Executive Director

A.N.M. Tariqur Rashid obtained bachelor degree in engineering. After passing the graduation, he joined Bangladesh Power Development Board (BPDB) and worked in wide range of fields within BPDB ranging from power plant operation and maintenance to commercial section for more than eight years. He also took part in designing, evaluating and developing the first ever bidding packages to seek private participation in power sector. Sensing the opportunity in private sector, he resigned from BPDB in the middle of 1999 and has been working in Summit Group since then. During last fifteen years, the career of Mr. Rashid has transformed into a professional level, by working different areas of power sector spanning from planning to arranging and securing supply side equipment to administrating the project management to participating project financing to efficient structuring of project construction and O&M activities.

Md. Solaiman Patwary

General Manager (Operation & Maintenance)

A Marine Engineer 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

General Manager (Planning & Development)

Mr. Sobhan is an Electrical Engineer, graduated from BUET in 1977 and secured 1st Class. 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.

Mahmud Hasan FCMA

Financial Controller & Company Secretary

Mr. Mahmud is the Financial Controller & Company Secretary and joined Summit in June 2007. Mr. Mahmud is a qualified Cost & Management Accountant and obtained his Masters of Commerce in Accounting under National University and secured First Class. He is a fellow member of the Institute of Cost & Management Accountants of Bangladesh (ICMAB). He has 17 years of professional experience. Prior to joining Summit, Mr. Mahmud held various important positions in various organizations namely BRAC, ActionAid Bangladesh, Intertek Testing Service (Bangladesh) Limited, West Zone Power Distribution Company Ltd. etc.

Md. Nazrul Islam Khan

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.

A.K.M. Asadul Alam Siddique

Plant Manager, Comilla Power Plant

Mr. A.K.M Asadul Alam did his Naval Architecture & Marine Engineering from BUET, Dhaka and a member of The Institution of Engineers, Bangladesh. He did his class II and class I Marine Engineering from England in 1993 and 1996 respectively. Prior to joining Summit in 2003 Mr. Asad has accumulated 16 years of experience in different organization at home & abroad. He started his career as Naval Architect with the Ship Designer & Consultant in 1987. After that he served in MV Ocean Pride of OPSL, Singapore and MZ Ghazi of IRISL, Iran as Chief Engineer. He rendered his services as 3rd Engineer, 4th Engineer, 5th Engineer and as a Cadet in Bangladesh Shipping Corporation from 1989 to 1993.

Captain M Emdadul Haque, (E), psc, BN (Retd)

Plant Manager, Savar Power Plant

Captain M Emdadul Haque, (E), psc, BN (Retd) is a retired officer of Bangladesh Navy. He was graduated on Naval Architecture & Marine Engineering from BUET in 1984. He served the Navy for almost 24 years till July 2003. Mr. Emdad served as Chief Engineer of 3 Frigates and other vital posts of Navy. He is also trained as Marine Engineering Specialist from Royal Naval Engineering College UK in 1987. He has also attained degree on 'Masters on Defence Studies' (MDS) from National University. He has keen interest on subjects related to power generation and energy saving devices. He has also knacks on professional writings.

Md. Sirajul Islam

Plant Manager, Narshingdi Power Plant

Mr. Md. Sirajul Islam received his graduation degree in Engineering (Electronics) from Rajshahi University in the year 1979. He is a life fellow of Institute of Engineers, Bangladesh. Prior to joining Summit in 2008 Mr. Islam accumulated 25 years of professional experience in different place and position in Bangladesh Power Development Board (BPDB). He attended various seminar and training program in home and abroad.

Md. Nazmul Hasan

Plant Manager, Ruganj Power Plant

A Marin Engineer Mr. Md. Nazmul Hasan started his career as Cadet Engineer in Bangladesh Shipping Corporation in the year 1989. Prior to Join Summit Mr. Hasan has got 17 years of professional experience as 5th Engineer, 4th Engineer, 3rd Engineer, 2nd Engineer and as Chief Engineer in ocean going ship. He obtained his Class I Marin Engineering Certificate of Competency from Singapore Marin Academy. He attended various training program and seminar in home and abroad. He also received an MBA Degree.

Md. Fazle Elahi Khan

Plant Manager, Jangalia Power Plant

Mr. Md. Fazle Elahi Khan received his M. Sc. degree in Electrical and Electronics Engineering form Khulna University of Engineering and Technology (KUET). Before joining Summit in 2008 Mr. Md. Fazle Elahi Khan served in Bangladesh Navy (BN) for more than 14 years as an Officer in the Electrical Branch and retired as Lieutenant Commander. He took part in various training program and seminar in home and abroad.

MEMORABLE EVENTS



Honorable Adviser inaugurates 33 MW Maona Power Plant

Dr. Towfiq-e-Elahi Chowdhury, BB, honorable adviser to the Prime Minister on Power, energy and mineral resources inaugurated the 33 MW power plant of Summit Uttaranchol Power Company Limited at Maona in Gazipur on July 02, 2009. The plant which went into commercial operation on May 12, 2009, sells power to Mymensingh Palli Bidyut Samity -2 and Gazipur Palli Bidyut Samity of REB that supplies power to around 1.12 lac clients, including 3,149 industrial units. Local lawmaker Advocate Rahmat Ali, Summit Group and Summit Power Limited Chairman Muhammed Aziz Khan, REB Chairman Bhuiyan Shafiqul Islam, Gazipur Deputy Commissioner Kamaluddin Talukder, IIDFC Managing Director Asaduzzaman Khan and Directors of Summit Power Limited were also present on the occasion.

Dr. Towfiq-e-Elahi Chowdhury, BB, honorable adviser to the Prime Minister on Power, energy and mineral resources unveiling plaque to commemorate the opening of the 33 MW power plant at Maona in Gazipur.



Honorable adviser to the Prime Minister on Power, energy and mineral resources walking through the plant premises during his visit at the Power Plant.

Muhammed Aziz Khan, Chairman, Summit Group and Summit Power Limited is handing over flower bouquet to Bhuiyan Shafiqul Islam, Chairman - REB on the occasion. Palli Bidyut Samities under REB purchases almost 85% of power produced by Summit Power Limited and its subsidiaries.



Honorable adviser Dr. Towfiq-e-Elahi Chowdhury, BB is delivering his speech.



Muhammed Aziz Khan, Chairman of summit Group, and M Matiul Islam, Chairman of Industrial and infrastructure Development Finance Company Ltd (IIDFC), pose at a syndicated working capital facility signing ceremony.

Signing Ceremony for Syndicated Working Capital Facility

A signing ceremony for raising syndicated working capital facility of BDT 234 million favouring Summit Uttaranchol Power Company Limited (SUPCL) and Summit Purbanchol Power Company Limited (SPPCL)- 99% subsidiaries of Summit Power Limited (SPL) was held on July 05, 2009 at a city hotel under lead arrangement of Industrial and Infrastructure Development Finance Company Limited (IIDFC) where a total of 5 Financial Institutions participated. Mr. Muhammed Aziz Khan, Chairman of Summit Group, Mr. M. Matiul Islam, Chairman-IIDFC, Mr. Md. Farid Khan, Vice-Chairman of Summit Power Limited, Mr. Md. Asaduzzaman Khan- Managing Director, IIDFC and a host of other Managing Directors and senior officials from different Financial Institutions were present to mark the occasion.



Prof. Salahuddin Ahmed Khan shakes hands with Summit Power Limited Chairman Muhammed Aziz Khan after joining as a Director of Summit Power Limited.

Former CEO of DSE, joins Summit Power Limited's Board of Directors

Prof. Salahuddin Ahmed Khan, former CEO of Dhaka Stock Exchange Limited has joined the Board of Directors of Summit Power Limited. The Board of Summit Power Limited is enriched and shall be immensely benefited by the induction of this highly talented individual, who collectively brings in decades of experience related to Securities and Capital Markets.

MEMORABLE EVENTS



Summit Power Limited donated Taka 7.07 lac to SEID Trust

Summit Power Limited has donated an amount of Taka 7,07,760/- as part of its Corporate Social Responsibility (CSR) program to SEID Trust, a leading organization for promoting rights of the children with intellectual and multiple disabilities and is participating in the efforts and struggles of children with disabilities to overcome the barriers imposed by the society. This amount was donated against the education budget for the year July 2009 - June 2010 for 20 underprivileged children of the trust.

Summit Group Director Ms. Azeeza Aziz Khan handing over the cheque at the office of SEID Trust to Ms. Dilara Satter Mitu, Director of SEID Trust.



Summit to convert debt to redeemable preference shares

Summit Uttaranchol Power Company Limited (SUPCL) and Summit Purbanchol Power Company Limited (SPPCL) concerns of Summit Power Limited (SPL) have signed an agreement with Industrial and Infrastructure Development Finance Company (IIDFC) on 30th September 2009 regarding conversion of the term loan facilities into redeemable preference shares. The conversion will bring down the cost of fund from 13 to 10 percent and make the companies debt free enabling their parent company SPL to expand faster. SPL is viewing the many upcoming tenders for power generation as a huge opportunity to expand its business.

Ms. Ayesha Aziz Khan, Finance Director, who is leading the team on behalf of SPPCL & SUPCL for the conversion is seen with Industrial and Infrastructure Development Finance Company Ltd (IIDFC) Chairman M Matiul Islam and Summit Power Limited (SPL) Chairman Muhammed Aziz Khan. Md. Asaduzzaman Khan, Managing Director IIDFC, Mr. Tauhidul Islam, Managing Director of SPL, Md. Latif Khan, Mr. Faisal Karim Khan, Directors of SPL and other high officials from both the companies are also seen at the signing ceremony.



Friendship Summit Energy Project (FSEP)

Friendship Summit Energy Project (FSEP) is a pilot project for providing solar energy for electrification to the ultra poor, Nomadic Islands i.e. the char dwellers in Gaibandha and / or Kurigram District. The pilot will test the concept by working with 4 chars - 8 clusters in phase 1 and another 8 clusters in phase 2. Most of the population in this area live on subsistence farming and do not currently have and will not receive access to reliable electricity in the next 10-15 years. However, they have significant potential for productivity gains from use of energy. In solar electrification, the energy is drawn from photovoltaic solar panels to charge batteries, which then provide current to various basic appliances. To run the project Summit donated Taka 10 Lac and plans to fund the project as it continue to develop. Summit hopes eventually to be able to provide electrification or at least access to electrification to about 200 chars.

Managing Director of Summit Power Limited Mr. Tauhidul Islam handing over a cheque for Tk. 10 lac to the Executive Director of Friendship Ms. Runa Khan for providing solar energy to the ultra poor under "Friendship Summit Energy Project (FSEP)" project.



Summit inaugurates first BPGA tournament

Summit Group of companies' sponsored and hosted the 1st Golf tournament under Bangladesh Professional Golfer's Association. For the first time, a professional tournament took place in Bangladesh. Top golfers of the country participated and won the prize money of Tk. 1 million. Summit group has been hosting the Summit (Pro-Am) golf tournament consecutively for last fourteen years.

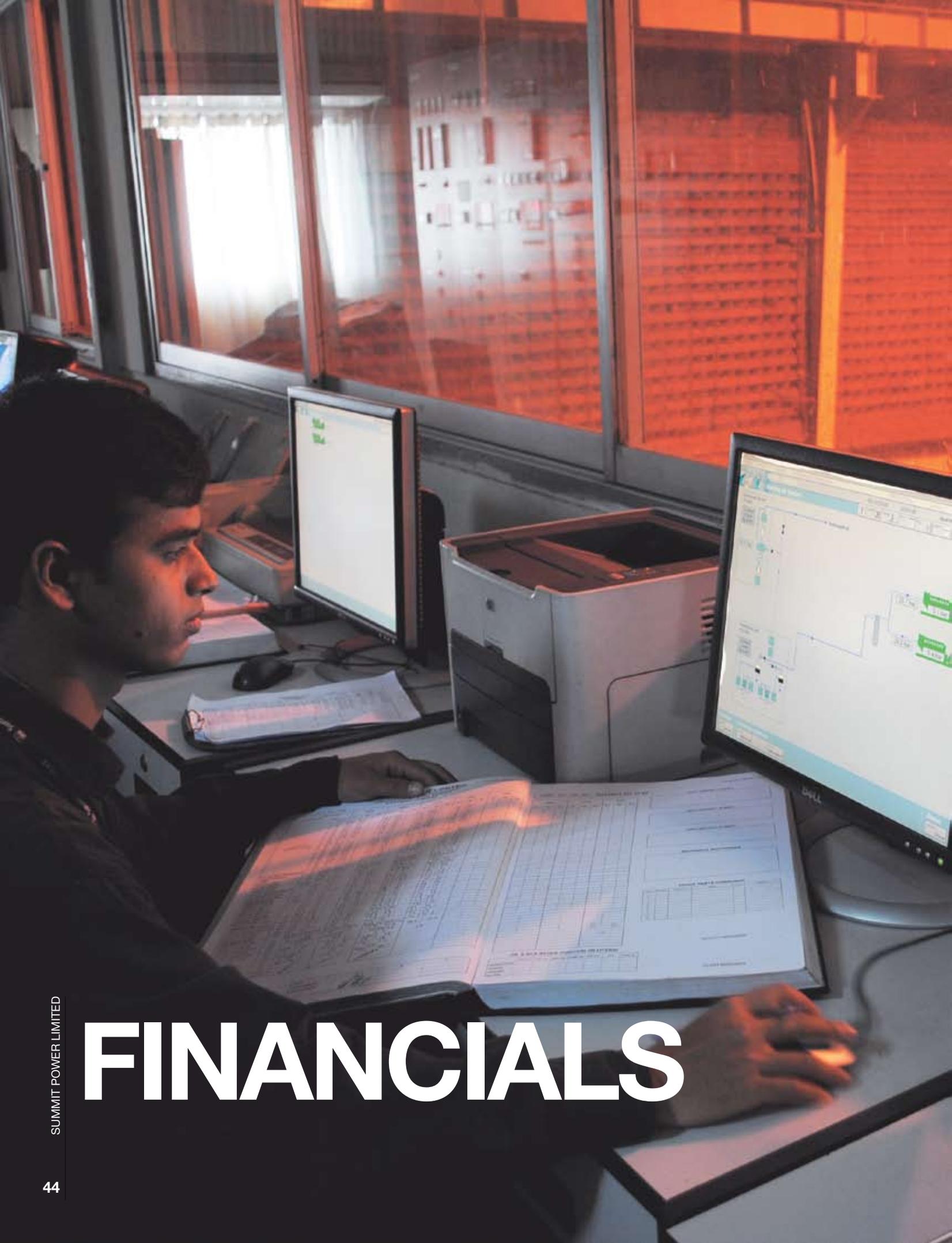
General Md. Abdul Mubeen, ndc, psc Chief of Army Staff, Mr. Muhammed Aziz Khan, Chairman Summit Group and Summit Power Limited, Mr. Md. Farid Khan, Vice Chairman of Summit Power Limited and Mr. Md. Latif Khan, Director of Summit Power Limited with other club officials are seen during the opening ceremony of Summit Open 2010 (1st Bangladesh Professional Golfer's Association Tournament) & 14th Summit Cup Golf tournament.



Mr. Muhammed Aziz Khan, Chairman Summit Group and Summit Power Limited handing over a crest to the honourable Chief Guest, General Md. Abdul Mubeen, ndc, psc Chief of Army Staff, on the occasion of prize distribution ceremony held at Kurmitola Golf Club. Mr. Arshi Haider, President Bangladesh Professional Golfer's Association (BPGA) is also seen in the picture.



Prize Distribution Ceremony of Summit Open 2010 & 14th Summit Cup Golf tournament held at Kurmitola Golf Club. Chief Guest General Md. Abdul Mubeen, ndc, psc Chief of Army Staff is seen with the winners of the trophies.



FINANCIALS

Auditors' Report to the shareholders of Summit Power Limited

We have audited the accompanying balance sheet of Summit Power Limited as at 31 December 2009 and the related profit and loss account, statement of changes in equity and cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory notes and all related consolidated financial statements. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). These standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, based on our audit of the company and its subsidiaries, the financial statements prepared in accordance with Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of affairs of the company and its subsidiaries as at 31 December 2009 and of the results of their operations and cash flows for the year then ended and comply with the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

We also report that:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) in our opinion, proper books of account as required by law have been kept by the companies so far as it appeared from our examination of these books;
- c) the balance sheets and profit and loss accounts dealt with by the report are in agreement with the books of accounts and returns; and
- d) the expenditure incurred was for the purposes of the companies' businesses.



Dhaka, 29 March 2010

Consolidated Balance Sheet

as at 31 December 2009

	Notes	2009 Taka	2008 Taka
Assets			
Property, plant and equipment	5.1	8,922,190,079	4,104,122,538
Capital work in progress	6	-	1,938,561,154
Intangible assets	8.1	11,011,909	10,030,350
Investment in FDR	14.a	12,925,020	11,854,249
Total non-current assets		8,946,127,008	6,064,568,291
Inventories	9.1	205,964,916	174,062,710
Accounts receivable	10.1	393,473,014	202,238,917
Other receivables	11	28,383,838	-
Receivable from Cosmopolitan Traders (Pvt.) Ltd.	12	-	100,000,000
Advances, deposits and prepayments	13.1	68,993,906	38,675,945
Cash and bank balances	14.1	478,120,925	127,577,869
Total current assets		1,174,936,599	642,555,441
Total assets		10,121,063,607	6,707,123,732
Equity			
Share capital	15	2,223,936,000	1,853,280,000
Share premium	16	388,880,000	388,880,000
Revaluation reserve	5.1	794,231,503	794,231,503
Retained earnings		945,921,330	618,054,351
Total equity attributable to equity holders of the company		4,352,968,833	3,654,445,854
Non controlling interest	22.1	12,002,532	9,701,800
Total equity		4,364,971,364	3,664,147,654
Liabilities			
Project loan - long term portion	17.1	4,408,928,006	2,292,237,578
Obligation under finance lease - long term portion	18.1	14,033,560	7,093,062
Deferred liability for gratuity	19	7,105,218	7,062,794
		4,430,066,784	2,306,393,434
Short term loan	20	65,844,879	221,186,387
Trade creditors	21.1	94,900,241	36,886,623
Other creditors and accruals	22.1	136,888,611	53,039,871
Payable to SIMCL and Summit Corporation		-	1,424,640
Project loan - short term portion	17.1	1,015,373,431	417,033,851
Obligation under finance lease - short term portion	18.1	9,213,348	4,849,871
Dividend payable		3,804,948	2,161,401
Total current liabilities		1,326,025,458	736,582,644
Total liabilities		5,756,092,242	3,042,976,078
Total equity and liabilities		10,121,063,607	6,707,123,732

The annexed notes 1 to 40 form an integral part of these financial statements.


Managing Director


Director


Company Secretary

As per our report of same date.


Auditors

Balance Sheet

as at 31 December 2009

	Notes	2009 Taka	2008 Taka
Assets			
Property, plant and equipment	5	3,969,783,370	4,092,694,198
Investments	7	960,480,200	960,480,200
Intangible assets	8	10,766,076	10,030,350
Investment in FDR	14.a	12,925,020	11,854,249
Total non-current assets		4,953,954,666	5,075,058,997
Inventories	9	170,578,020	172,149,488
Accounts receivable	10	139,249,642	202,238,917
Other receivable	11	28,383,838	-
Inter company receivables	12	-	100,000,000
Advances, deposits and prepayments	13	36,266,955	20,103,785
Cash and bank balances	14	262,510,911	96,078,438
Total current assets		636,989,366	590,570,628
Total assets		5,590,944,032	5,665,629,625
Equity			
Share capital	15	2,223,936,000	1,853,280,000
Share premium	16	388,880,000	388,880,000
Share money deposit		-	-
Revaluation reserve	3.1.5 & 5	586,659,003	586,659,003
Retained earnings		743,145,477	643,051,031
Total equity attributable to equity holders of the company		3,942,620,480	3,471,870,034
Liabilities			
Project loan - long term portion	17	905,245,038	1,342,237,577
Obligation under finance lease - long term portion	18	10,260,928	569,084
Deferred liability for gratuity	19	7,105,218	7,062,794
Total non-current liabilities		922,611,184	1,349,869,455
Short term loan	20	65,844,879	221,186,387
Trade creditors	21	40,557,129	36,886,623
Other creditors and accruals	22	13,060,867	49,344,145
Inter company payable	23	167,379,208	116,614,378
Project loan - short term portion	17	431,426,270	417,033,851
Obligation under finance lease - short term portion	18	3,639,067	663,351
Dividend payable		3,804,948	2,161,401
Total current liabilities		725,712,368	843,890,136
Total liabilities		1,648,323,552	2,193,759,591
Total equity and liabilities		5,590,944,032	5,665,629,625

The annexed notes 1 to 40 form an integral part of these financial statements.



Managing Director



Director



Company Secretary

As per our report of same date.



Auditors

Dhaka, 29 March 2010

Consolidated Profit and Loss Account

for the year ended 31 December 2009

	Notes	2009 Taka	2008 Taka
Revenue	24.1	2,849,870,932	1,737,787,805
Cost of sales	25.1	(1,339,839,274)	(791,926,625)
Gross profit		1,510,031,658	945,861,180
General and administrative expenses	26.1	(258,406,783)	(176,708,212)
Other income	27.1	3,386,889	3,805,009
Result from operating activities		1,255,011,764	772,957,977
Finance income	28.1	4,719,041	14,698,689
Finance expenses	29.1	(558,907,094)	(327,448,248)
Net financial cost		(554,188,053)	(312,749,559)
Profit for the year		700,823,711	460,208,418
Attributable to:			
Equity holders of the company		698,522,979	460,208,418
Non controlling interest		2,300,732	-
Profit for the year		700,823,711	460,208,418
Earnings per share (EPS)	30.1	31.41	25.71
Restated earnings per share (EPS)	30.1	-	20.69

The annexed notes 1 to 40 form an integral part of these financial statements.



Managing Director



Director



Company Secretary

As per our report of same date.



Auditors

Dhaka, 29 March 2010

Profit and Loss Account

for the year ended 31 December 2009

	Notes	2009 Taka	2008 Taka
Revenue	24	1,698,858,945	1,737,787,805
Cost of sales	25	(828,093,888)	(791,926,625)
Gross profit		870,765,057	945,861,180
General and administrative expenses	26	(170,217,837)	(152,628,564)
Other income	27	2,684,105	2,973,226
Result from operating activities		703,231,325	796,205,842
Finance income	28	4,719,041	12,001,050
Finance expenses	29	(237,199,920)	(325,945,011)
Net financial cost		(232,480,879)	(313,943,961)
Profit for the year		470,750,446	482,261,881
Earnings per share (EPS)	30	21.17	26.95
Restated earnings per share (EPS)		-	21.69

The annexed notes 1 to 40 form an integral part of these financial statements.



Managing Director



Director



Company Secretary

As per our report of same date.



Auditors

Dhaka, 29 March 2010

Consolidated Cash Flow Statement

for the year ended 31 December 2009

	2009 Taka	2008 Taka
A. Cash flow from operating activities:		
Cash receipt from customers	2,630,252,997	1,724,104,002
Cash paid to suppliers and employees	(1,293,592,490)	(898,644,982)
Cash generated from operations	1,336,660,507	825,459,020
Cash receipt from sale of scrap items	3,286,889	2,548,009
Financial expense	(558,907,094)	(327,448,248)
Net cash flow from operating activities	781,040,302	500,558,781
B. Cash flow from investing activities:		
Purchase of property, plant and equipment	(3,085,887,829)	(11,242,458)
Acquisition of intangible assets	(1,483,988)	(10,000,000)
Proceeds from sale of vehicles	100,000	1,257,000
Capital work in progress	-	(1,401,018,098)
Investment in FDR	(1,070,771)	-
Short term financing to Cosmopolitan Traders (Pvt.) Ltd.	-	(100,000,000)
Interest received	4,719,041	13,645,694
Intercompany receivables	98,575,360	-
Net cash from investing activities	(2,985,048,187)	(1,507,357,862)
C. Cash flow from financing activities:		
Proceeds from long term loan	2,715,030,008	441,148,070
Lease finance	(6,781,107)	(3,085,053)
Payment of short term loan	(155,341,508)	(363,860,755)
Share capital	-	686,400,000
Share premium	-	308,880,000
Share money deposit	-	(4,457,764)
Minority Interest	-	9,699,800
Dividend	1,643,547	(791,170)
Sale of bonus share	-	1,357,000
Net cash from financing activities	2,554,550,940	1,075,290,128
D. Net cash inflow for the year (A+B+C)	350,543,056	68,491,047
E. Opening cash and bank balances	127,577,869	59,086,822
F. Closing cash and bank balances (D+E)	478,120,925	127,577,869

Cash Flow Statement

for the year ended 31 December 2009

	Notes	2009 Taka	2008 Taka
A. Cash flow from operating activities:			
Cash receipt from customers		1,733,464,382	1,724,104,002
Cash paid to suppliers and employees		(902,225,536)	(875,214,884)
Cash generated from operations		831,238,846	848,889,118
Cash receipt from sale of scrap items		2,584,105	1,716,226
Financial expenses		(237,199,920)	(325,945,011)
Net cash from operating activities		596,623,031	524,660,333
B. Cash flow from investing activities:			
Purchase of property, plant and equipment		(5,039,149)	(10,232,576)
Acquisition of intangible assets		(1,233,988)	(10,000,000)
Proceeds from sale of vehicles		100,000	1,257,000
Investment		(1,070,771)	(960,282,200)
Interest received		4,719,041	10,948,055
Inter company receivable		150,764,830	40,894,433
Net cash from investing activities		148,239,963	(927,415,288)
C. Cash flow from financing activities:			
Project loan		(422,600,120)	(508,851,930)
Payment for lease finance		(2,132,441)	(568,634)
Short term loan		(155,341,508)	(41,970,411)
Share capital		-	686,400,000
Share premium		-	308,880,000
Share money deposit		-	(4,457,764)
Dividend paid		1,643,547	(791,170)
Sale of bonus share		-	1,357,000
Net cash (used)/ from financing activities		(578,430,522)	439,997,091
D. Net cash inflow for the year (A+B+C)		166,432,473	37,242,136
E. Opening cash and bank balances		96,078,438	58,836,302
F. Closing cash and bank balances (D+E)		262,510,911	96,078,438

Consolidated Statement of Changes in Equity

for the year ended 31 December 2009

	Share capital Taka	Share premium Taka	Share money deposit Taka	Revaluation reserve Taka	Retained earnings Taka	Total Taka
Balance as at 1 January 2008	858,000,000	80,000,000	4,457,764	-	466,725,933	1,409,183,697
Issue of right shares	681,942,236	308,880,000	-	-	-	990,822,236
Share money deposit	4,457,764	-	(4,457,764)	-	-	-
Issue of bonus shares	308,880,000	-	-	-	(308,880,000)	-
Revaluation reserve	-	-	-	794,231,503	-	794,231,503
Profit for the year	-	-	-	-	460,208,418	460,208,418
Balance as at 31 December 2008	1,853,280,000	388,880,000	-	794,231,503	618,054,351	3,654,445,854
Issue of bonus shares	370,656,000	-	-	-	(370,656,000)	-
Profit for the year	-	-	-	-	698,522,979	698,522,979
Balance as at 31 December 2009	2,223,936,000	388,880,000	-	794,231,503	945,921,330	4,352,968,833

Statement of Changes in Equity

for the year ended 31 December 2009

	Share capital Taka	Share premium Taka	Share money deposit Taka	Revaluation reserve Taka	Retained earnings Taka	Total Taka
Balance as at 1 January 2008	858,000,000	80,000,000	4,457,764	-	469,669,150	1,412,126,914
Issue of right shares	681,942,236	308,880,000	-	-	-	990,822,236
Share money deposit	4,457,764	-	(4,457,764)	-	-	-
Issue of bonus shares	308,880,000	-	-	-	(308,880,000)	-
Revaluation reserve	-	-	-	586,659,003	-	586,659,003
Profit for the year	-	-	-	-	482,261,881	482,261,881
Balance as at 31 December 2008	1,853,280,000	388,880,000	-	586,659,003	643,051,031	3,471,870,034
Issue of bonus shares	370,656,000	-	-	-	(370,656,000)	-
Profit for the year	-	-	-	-	470,750,446	470,750,446
Balance as at 31 December 2009	2,223,936,000	388,880,000	-	586,659,003	743,145,477	3,942,620,480

Notes to the Financial Statements

as at and for the year ended 31 December 2009

1. Reporting entity

- 1.1 Summit Power Limited (the “company”) was incorporated in Bangladesh on 30 March 1997 as a Private Limited Company. On 7 June 2004 the company registered itself as a Public Limited Company under the Companies Act 1994. The consolidated financial statements of the Company as at and for the year ended 31 December 2009 comprise the Company and its subsidiaries. The subsidiaries are Summit Uttaranchol Power Company Limited and Summit Purbanchol Power Company Limited.

The principal activity of this company is to set up power plants for generation and supply of electricity. Earlier, the company had three power plants located at Ashulia (Savar), Madhabdi (Narsingdi) and Chandina (Comilla) having production capacity of 11 MW each. The plants started commercial production on 8 February 2001, 1 April 2001 and 2 June 2001 at Ashulia, Madhabdi and Chandina respectively. In 2006, the company expanded its Madhabdi (Narsingdi) and Chandina (Comilla) plants by additional 24.30 MW and 13.50 MW respectively and started commercial operation on 16 December and 15 November 2006 respectively. In 2007, the company has also expanded its Ashulia (Savar) plants by additional 33.75 MW and started commercial operation on 4 December 2007. The company supplies its generated electricity to Rural Electrification Board.

The company has also implemented four more power plants totalling a capacity of 110 MW through its two subsidiary companies Summit Uttaranchol Power Company Limited and Summit Purbanchol Power Company Limited (both are the 99% subsidiaries of Summit Power Limited). Both the companies signed the Power Purchase Agreements, Implementation Agreements, Gas Supply Agreements and Land Lease Agreements with related authorities on 11 October, 2007. With the establishment of the new projects generation capacity of the Group (Summit Power Limited, Summit Uttaranchol Power Company Limited and Summit Purbanchol Power Company Limited) now stands at 215 MW. However, new projects have started its commercial production on 2 March 2009 and 11 May 2009 of Maona and Ullapara power plants under Summit Uttaranchol Power Company Limited and on 9 June 2009 and 24 June 2009 of Rupganj and Jangalia power plants under Summit Purbanchol power Company Limited.

2. Basis of preparation

Statement of compliance

- 2.1 The financial statements have been prepared in accordance with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), Securities Exchange Rules 1987 and the Companies Act 1994 and other applicable laws and regulations.

2.2 Date of authorisation

The board of directors has authorised these financial statements on 29 March 2010 for public issue.

2.3 Basis of measurement

Financial statements have been prepared on historical cost basis except for civil works and other constructions and plant and machinery which are stated at revaluation amount.

2.4 Functional and presentational currency and level of precision

The financial statements are prepared in Bangladesh Taka (Taka/Tk), which is the company’s functional currency. All financial information are presented in Taka and have been rounded off to the nearest taka.

2.5 Use of estimates and judgment

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

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are 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 judgments in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

Note 9 - Inventory valuation

Note 18 - Lease classification

Note 19 - Measurement of deferred liability for gratuity

Note 22 - Other creditors and accruals

2.6 Reporting period

The financial period of the company under audit covers one year from 1 January to 31 December.

3. Significant accounting policies

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

3.1 Property, plant and equipment

3.1.1 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 assets to the location and condition necessary for it to be capable of operating in the intended manner.

3.1.2 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 allowed alternative treatment of BAS 23 Borrowing Cost. 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.

3.1.3 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 and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the profit and loss account as incurred.

3.1.4 Revaluation of land and plant and machinery

S. F. Ahmed & Co., Chartered Accountants has revalued the plant and machinery and civil works of the Company as at 31 December 2008 following the current cost accounting method. The revaluation resulted in a revaluation surplus aggregating to Tk 586,659,003 as at 31 December 2008.

3.1.5 Depreciation

Depreciation is recognised in the profit and loss account on a straight line basis over the estimated useful lives of each item of property, plant and equipment.

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 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 at that stage.

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

The estimated useful lives of property, plant and equipment for the current and comparative years are as follows:

	2009 Year	2008 Year
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	30	30

3.1.6 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 profit and loss account.

3.2 Intangible assets

Intangible assets include IT software and brand.

3.2.1 Recognition and measurement

An intangible asset is recognised if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and cost of the asset can be measured reliably.

An intangible asset is measured initially at cost. After initial recognition, an intangible asset is carried at its cost less accumulated amortisation and accumulated impairment losses.

3.2.2 Amortisation of intangible assets

IT software and brand are amortised over 5 and 15 years respectively from the year of first utilisation.

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

3.3 Leases

3.3.1 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. Incremental borrowing rate has been used to calculate the present value of minimum lease payments.

3.3.2 Recognition and measurement

Finance leases have been recognised as assets and liabilities in the balance sheet 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.

3.3.3 Depreciation

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

3.3.4 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 balance sheet.

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

3.4 Inventories

Inventories are primarily include maintenance spare parts, lube oil, and fuel. These are for use in the operation and maintenance of power plants. Inventories are measured at cost.

3.5.1 Accounts receivable

Accounts receivable consists of unpaid bills receivable from Rural Electrification Board (REB) and unbilled revenue recognised at the balance sheet date and are stated net of bad debts provision.

3.5.2 Bad debt

Provision for debts which are doubtful of recovery, is made at the discretion of the management.

3.6 Provisions

A provision is recognised on the balance sheet date if, as a result of past event, the company 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.

3.7 Retirement benefits

3.7.1 Defined benefit plan (gratuity)

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The company operates an unfunded gratuity scheme which is a defined benefit scheme. A provision in respect of this is made periodically covering all permanent employees by applying period 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 forty. Gratuity scheme is not recognised by the National Board of Revenue.

3.7.2 Provident fund

The company also operates contributory provident fund 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 @ 10% of the basic pay. These contributions are invested separately from the company's business. This fund is recognised by National Board of Revenue.

3.8 Revenue

Revenue is recognised in the profit and loss account, 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.

3.9 Taxation

No provision is required for income tax on the company's profits as the company 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 2016.

3.10 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.

3.11 Foreign currency translation

Foreign currency transactions are translated into Bangladeshi taka at the rates ruling on the transaction date. All monetary assets and liabilities at the balance sheet date are retranslated using rates prevailing on that day. In accordance with Schedule XI of the Companies Act 1994 all differences arising on outstanding foreign currency loans are adjusted against the fixed assets for which such foreign currency borrowing took place. This treatment is not in accordance with Bangladesh Accounting Standard 21 The Effects of Changes in Foreign Exchange Rates, which requires all differences arising from foreign exchange transactions to be recognised in the profit and loss account. However management feel the impact on profits due to the difference in treatment is totally

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

immaterial. All other differences are taken to the profit and loss account.

3.12 Finance income and expenses

Finance income comprises interest income on funds invested. Interest income is recognised on maturity.

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

3.13 Consolidation of financial statements

Summit Purbanchol Power Company Limited and Summit Uttaranchol Power Company Limited are 99% owned subsidiaries of Summit Power Limited. The subsidiaries are controlled by the Company.

The financial statements of the subsidiaries have been consolidated with those of Summit Power Limited in accordance with BAS 27 Consolidated and Separate Financial Statements. Intra group balances and unrealised profit and losses arising from intra-group transactions are eliminated in preparing the consolidated financial statements.

3.14 Earnings per share

The Company presents basic earnings per share (EPS) data for its ordinary shares.

3.14.1 Basic earnings per share

Basic EPS is calculated by dividing the net profit or loss for the year attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the year.

3.14.2 Diluted earnings per share

No diluted earning per share is required to be calculated for the year as there was no scope for dilution during the year.

3.15 Cash flow statement

Cash flows from operating activities have been presented under direct method.

3.16 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and cash at bank, which were held and available for use of the company without any restriction.

3.17 New Standards not yet adopted

Bangladesh accounting standards 8 "Accounting Policies, changes in Accounting Estimates and Errors" Para 30 requires that an entity makes certain disclosures when it does not apply a new BAS/BFRS that has been issued but not yet effective.

The Institute of Chartered Accountants of Bangladesh (ICAB) had made the following standards effective for accounting periods beginning on or after 1 January 2010.

Financial Instruments:

- i) BAS 32: Financial instrument presentation
- ii) BAS 39: Financial instruments recognition and measurement
- iii) BFRS 7: Financial instruments disclosure

Application of above standards may lead to changes in future financial statements, particularly in disclosures.

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

4. Future prospect

As at the balance sheet date, the company's net current liabilities stood at (2009: Tk 88,723,002). On that date, a substantial amount of current liabilities comprise of company's commitment for its debt service on account of project loans falling due within next 12 months. Management is confident of meeting the obligation from the resources generated from its operation coupled with continued support of bankers.

Consolidated future prospect

As at the balance sheet date, the company's net current liabilities stood at Tk 151,088,859. On that date, a substantial amount of current liabilities comprise of company's commitment for its debt service on account of project loans falling due within next 12 months. Management is confident of meeting the obligation from the resources generated from its operation coupled with continued support of bankers, equipment vendors and construction contractors.

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

5. Property, plant and equipment

a) i)	Cost					Depreciation				
	Balance as at 1 January 2009 Taka	Addition during the year Taka	Disposal during the year Taka	Balance as at 31 December 2009 Taka	Rate %	Balance as at 1 January 2009 Taka	Charged during the year Taka	Disposal during the year Taka	Balance as at 31 December 2009 Taka	Written down value as at 31 Dec 2009 Taka
Particulars										
Furniture and fixtures	1,943,327	952,921	-	2,896,248	10	960,525	221,409	-	1,181,934	1,714,314
Office and electrical equipment	8,220,242	1,253,448	-	9,473,690	20	6,793,081	892,410	-	7,685,491	1,788,199
Office decoration	13,020,634	10,500	-	13,031,134	20	9,361,160	2,044,097	-	11,405,257	1,625,877
Motor vehicles	11,947,621	1,468,500	20,192	13,395,929	20	11,457,518	1,096,947	20,192	12,534,273	861,656
Maintenance equipment	1,545,989	15,000	-	1,560,989	20	1,106,587	188,770	-	1,295,357	265,632
Civil works and others	32,449,897	1,338,780	-	33,788,677	20	24,241,687	6,074,283	-	30,315,970	3,472,707
Plant and machinery:										
Savar Power Plant (Unit-1)	312,859,919	-	-	312,859,919	3.33	85,335,531	8,275,955	-	93,611,486	219,248,433
Savar Power Plant (Unit-2)	1,393,360,295	-	-	1,393,360,295	3.33	42,798,387	39,527,185	-	82,325,572	1,311,034,723
Narsingdi Power Plant (Unit-1)	315,706,193	-	-	315,706,193	3.33	83,617,243	8,464,111	-	92,081,354	223,624,839
Narsingdi Power Plant (Unit-2)	956,423,751	-	-	956,423,751	3.33	54,197,346	27,098,673	-	81,296,019	875,127,732
Chandina Power Plant (Unit-1)	332,953,208	-	-	332,953,208	3.33	85,585,659	9,041,757	-	94,627,416	238,325,792
Chandina Power Plant (Unit-2)	562,423,950	-	-	562,423,950	3.33	33,197,307	15,935,345	-	49,132,652	513,291,298
Total (i)	3,942,855,026	5,039,149	20,192	3,947,873,983		438,652,031	118,860,942	20,192	557,492,781	3,390,381,202
ii) Revaluation										
Particulars										
Civil works and others	13,002,138	-	-	13,002,138	20	-	2,600,428	-	2,600,428	10,401,710
Plant and machinery:										
Savar Power Plant (Unit-1)	166,227,903	-	-	166,227,903	3.33	-	5,540,875	-	5,540,875	160,687,028
Savar Power Plant (Unit-2)	3,310,422	-	-	3,310,422	3.33	-	110,346	-	110,346	3,200,076
Narsingdi Power Plant (Unit-1)	161,663,341	-	-	161,663,341	3.33	-	5,388,724	-	5,388,724	156,274,617
Narsingdi Power Plant (Unit-2)	79,752,991	-	-	79,752,991	3.33	-	2,658,406	-	2,658,406	77,094,585
Chandina Power Plant (Unit-1)	146,384,742	-	-	146,384,742	3.33	-	4,879,443	-	4,879,443	141,505,299
Chandina Power Plant (Unit-2)	16,317,466	-	-	16,317,466	3.33	-	543,910	-	543,910	15,773,556
Total (ii)	586,659,003	-	-	586,659,003		-	21,722,132	-	21,722,132	564,936,871
Total assets (i+ii)	4,529,514,029	5,039,149	20,192	4,534,532,986		438,652,031	140,583,074	20,192	579,214,913	3,955,318,073
b) Leased assets										
Motor vehicles	5,187,000	14,800,000	-	19,987,000	20	3,354,800	2,166,903	-	5,521,703	14,465,297
Total (a+b)	4,534,701,029	19,839,149	20,192	4,554,519,986		442,006,831	142,749,977	20,192	584,736,616	3,969,783,370
Total 2008										
Own	3,932,689,577	596,891,579	67,127	4,529,514,029		316,744,923	121,974,235	67,127	438,652,031	4,090,861,998
Leased	5,187,000	-	-	5,187,000		2,317,400	1,037,400	-	3,354,800	1,832,200
	3,937,876,577	596,891,579	67,127	4,534,701,029		319,062,323	123,011,635	67,127	442,006,831	4,092,694,198

5.a Allocation of depreciation

	2009 Taka	2008 Taka
Cost of sales (Note 25)	127,464,730	108,343,026
General and administrative expenses (Note 26)		
Own assets	13,118,344	13,631,209
Leased assets	2,166,903	1,037,400
	15,285,247	14,668,609
Total	142,749,977	123,011,635

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

5.1. Consolidated property, plant and equipment

a) i)	Own assets Cost		Cost			Depreciation				
	Balance as at 1 January 2009 Taka	Addition during the year Taka	Disposal during the year Taka	Balance as at 31 December 2009 Taka	Rate %	Balance as at 1 January 2009 Taka	Charged during the year Taka	Disposal/adj during the year Taka	Balance as at 31 December 2009 Taka	Written down value as at 31 Dec 2009 Taka
Particulars										
Own assets:										
Land & land development	-	113,951,915	-	113,951,915	-	-	-	-	-	113,951,915
Furniture and fixtures	1,943,327	2,105,670	-	4,048,997	10	960,525	283,624	-	1,244,149	2,804,848
Office and electrical equipment	8,778,942	4,715,999	-	13,494,941	20	6,904,821	1,226,971	-	8,131,792	5,363,149
Office decoration	13,020,634	29,900	-	13,050,534	20	9,361,160	2,044,097	-	11,405,257	1,645,277
Motor vehicles	11,947,621	1,468,500	20,192	13,395,929	20	11,457,518	1,096,947	20,192	12,534,274	861,655
Maintenance equipment	1,662,189	413,833	-	2,076,022	20	1,129,827	291,777	-	1,421,604	654,418
Civil works and others	32,449,897	1,518,533	-	33,968,430	20	24,241,687	6,076,242	-	30,317,929	3,650,501
Plant and machinery :										
Savar Power Plant (Unit-1)	312,859,919	-	-	312,859,919	3.33	85,335,531	8,275,955	-	93,611,486	219,248,433
Savar Power Plant (Unit-2)	1,393,360,295	-	-	1,393,360,295	3.33	42,798,387	39,527,185	-	82,325,572	1,311,034,723
Narsingdi Power Plant (Unit-1)	315,706,193	-	-	315,706,193	3.33	83,617,243	8,464,111	-	92,081,354	223,624,839
Narsingdi Power Plant (Unit-2)	956,423,751	-	-	956,423,751	3.33	54,197,346	27,098,673	-	81,296,019	875,127,732
Chandina Power Plant (Unit-1)	332,953,208	-	-	332,953,208	3.33	85,585,659	9,041,757	-	94,627,416	238,325,792
Chandina Power Plant (Unit-2)	562,423,950	-	-	562,423,950	3.33	33,197,307	15,935,345	-	49,132,652	513,291,298
33 MW Jangalia Power Plant	-	1,456,277,983	-	1,456,277,983	3.33	-	20,597,284	-	20,597,284	1,435,680,699
33 MW Rupganj Power Plant	-	1,399,836,163	-	1,399,836,163	3.33	-	23,098,141	-	23,098,141	1,376,738,022
33 MW Maona Power Plant	-	1,344,963,958	-	1,344,963,958	3.33	-	23,806,141	-	23,806,141	1,321,157,817
11 MW Ullapara Power Plant	-	491,788,529	-	491,788,529	3.33	-	10,446,125	-	10,446,125	481,342,404
Total (i)	3,943,529,926	4,817,070,983	20,192	8,760,580,717		438,787,011	197,310,375	20,192	636,077,195	8,124,503,522
ii) Revaluation										
Particulars										
Land & land development	-	207,572,500	-	207,572,500		-	-	-	-	207,572,500
Civil works and others	13,002,138	-	-	13,002,138	20	-	2,600,428	-	2,600,428	10,401,710
Plant and machinery :										
Savar Power Plant (Unit-1)	166,227,903	-	-	166,227,903	3.33	-	5,540,875	-	5,540,875	160,687,028
Savar Power Plant (Unit-2)	3,310,422	-	-	3,310,422	3.33	-	110,346	-	110,346	3,200,076
Narsingdi Power Plant (Unit-1)	161,663,341	-	-	161,663,341	3.33	-	5,388,724	-	5,388,724	156,274,617
Narsingdi Power Plant (Unit-2)	79,752,991	-	-	79,752,991	3.33	-	2,658,406	-	2,658,406	77,094,585
Chandina Power Plant (Unit-1)	146,384,742	-	-	146,384,742	3.33	-	4,879,443	-	4,879,443	141,505,299
Chandina Power Plant (Unit-2)	16,317,466	-	-	16,317,466	3.33	-	543,910	-	543,910	15,773,556
Total (ii)	586,659,003	207,572,500	-	794,231,503		-	21,722,132	-	21,722,132	772,509,371
Total assets (i+ii)	4,530,188,929	5,024,643,483	20,192	9,554,812,220		438,787,011	219,032,507	20,192	657,799,327	8,897,012,893
b) Leased assets										
Motor vehicles	18,554,400	18,085,082	-	36,639,482		6,028,280	5,434,016	-	11,462,296	25,177,186
Total (a+b)	4,548,743,329	5,042,728,565	20,192	9,591,451,702		444,815,291	224,466,523	20,192	669,261,623	8,922,190,079
Total 2008										
Own	3,932,689,577	597,760,979	67,127	4,530,383,429		316,744,923	122,109,215	67,127	438,787,011	4,091,596,418
Leased	5,187,000	13,367,400	-	18,554,400		2,317,400	3,710,880	-	6,028,280	12,526,120
	3,937,876,577	611,128,379	67,127	4,548,937,829		319,062,323	125,820,095	67,127	444,815,291	4,104,122,538

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

5.2 Allocation of depreciation

	2009 Taka	2008 Taka
Cost of sales (Note 25.1)	205,412,421	108,343,026
Consolidated General and administrative expenses (Note 26.1)		
Own assets	13,620,086	13,766,189
Lease assets	5,434,016	3,710,880
	19,054,102	17,477,069
Total	224,466,523	125,820,095

6 Consolidated capital work in progress

	Balance as at 1 January 2009 Taka	Addition during the year Taka	Transfer from CWIP to PPE during this year Taka	CWIP Closing Balance
Plant and machinery	1,503,696,649	2,378,956,175	3,882,652,824	-
Other payment related to expansion project (loan arrangement fee, interest on loan, etc.)	114,248,505	695,965,304	810,213,809	-
	1,617,995,154	3,074,921,479	4,692,866,633	-
For 2008	329,970,556	1,608,590,598	-	1,938,561,154

7. Investments

	2009 Taka	2008 Taka
Summit Purbanchol Power Company Limited (SPPCL)	571,020,100	571,020,100
Summit Uttaranchol Power Company Limited (SUPCL)	389,460,100	389,460,100
	960,480,200	960,480,200

Summit Purbanchol Power Company Limited and Summit Uttaranchol Power Company Limited both have issued 5,710,201 and 3,894,601 shares of Tk. 100 each respectively.

8. Intangible assets

Particulars	Cost			Amortisation			Written down value as at 31 December 2009 Taka
	Balance as at 1 January 2009 Taka	Addition during the year Taka	Balance as at 31 December 2009 Taka	Balance as at 1 January 2009 Taka	Charged during the year Taka	Balance as at 31 December 2009 Taka	
IT software	270,250	1,233,988	1,504,238	239,900	164,932	404,832	1,099,406
Brand	10,000,000	-	10,000,000	-	333,330	333,330	9,666,670
Total 2009	10,270,250	1,233,988	11,504,238	239,900	498,262	738,162	10,766,076
Total 2008	270,250	10,000,000	10,270,250	185,850	54,050	239,900	10,030,350

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

8.1 Consolidated intangible assets

Particulars	Cost			Amortisation			Written down value as at 31 December 2009 Taka
	Balance as at 1 January 2009 Taka	Addition during the year Taka	Balance as at 31 December 2009 Taka	Balance as at 1 January 2009 Taka	Charged during the year Taka	Balance as at 31 December 2009 Taka	
IT software	270,250	1,483,988	1,754,238	239,900	169,099	408,999	1,345,239
Brand	10,000,000	-	10,000,000	-	333,330	333,330	9,666,670
Total 2009	10,270,250	1,483,988	11,754,238	239,900	502,429	742,329	11,011,909
Total 2008	270,250	10,000,000	10,270,250	185,850	54,050	239,900	10,030,350

9. Inventories

Particulars	Balance as at 1 January 2009 Taka	Purchased during the year Taka	Balance available for consumption Taka	Consumption during the year Taka	Balance as at 31 December 2009 Taka
Spare parts (Note 9.a)	161,622,936	157,128,345	318,751,281	157,172,129	161,579,152
Fuel (Note 9.b)	10,526,552	30,044,404	40,570,956	31,572,088	8,998,868
	172,149,488	187,172,749	359,322,237	188,744,217	170,578,020

9.a Spare parts

	2009 Taka	2008 Taka
Compressor spare parts	268,792	378,288
Spare parts (others)	2,691,378	7,597,183
Schedule and protective parts (CAT)	84,541,596	76,036,213
Schedule and protective parts (control panel)	-	1,413,059
Schedule and protective parts (GEI hamon)	323,182	415,368
Schedule and protective parts (kato)	3,593,080	4,295,434
Schedule and protective parts (local)	-	2,046,460
Schedule and protective parts (Siemens)	6,153,333	4,073,017
Schedule and protective parts (tap charger)	-	1,256,750
Schedule and protective parts (Wartsila)	64,007,791	64,111,164
	161,579,152	161,622,936

9.b Fuel

	2009 Taka	2008 Taka
Lube oil	8,294,530	10,177,442
Others	704,338	349,110
	8,998,868	10,526,552
	170,578,020	172,149,488

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

9.1 Consolidated inventories

Particulars	Balance as at 1 January 2009 Taka	Purchased during the year Taka	Balance available for consumption Taka	Consumption during the year Taka	Balance as at 31 December 2009 Taka
Spare parts (Note 9.1.a)	161,820,686	180,987,206	342,807,892	153,493,332	189,314,560
Fuel (Note 9.1.b)	12,242,024	71,712,602	83,954,626	67,304,270	16,650,356
	174,062,710	281,024,287	456,802,469	220,797,602	205,964,916
				2009 Taka	2008 Taka

9.1.a Spare parts

Compressor spare parts				268,792	378,288
Spare parts (others)				2,691,378	7,604,933
Schedule and protective parts (CAT)				84,541,596	76,036,213
Schedule and protective parts (control panel)				-	1,413,059
Schedule and protective parts (GEI hamon)				323,182	415,368
Schedule and protective parts (kato)				3,593,080	4,295,434
Schedule and protective parts (local)				-	2,046,460
Schedule and protective parts (Siemens)				6,153,333	4,073,017
Schedule and protective parts (tap charger)				-	1,256,750
Schedule and protective parts (GE)				932,796	-
Schedule and protective parts (Wartsila)				90,810,403	64,111,164
				189,314,560	161,630,686

9.1.b Fuel

Lube oil				15,158,622	12,082,914
Others				1,491,734	349,110
				16,650,356	12,432,024
				205,964,916	174,062,710

10. Accounts receivable

Rural Electrification Board (REB):					
Dhaka Palli Bidyut Samity - 1				14,865,333	15,579,680
Dhaka Palli Bidyut Samity - 1 (Expansion)				40,969,685	53,479,863
Narsingdi Palli Bidyut Samity - 1				15,979,012	15,012,340
Narsingdi Palli Bidyut Samity - 1 (Expansion)				32,000,527	34,722,981
Comilla Palli Bidyut Samity - 1				15,896,762	15,547,969
Comilla Palli Bidyut Samity - 1 (Expansion)				19,538,323	67,896,084
				139,249,642	202,238,917

10.1 Consolidated Accounts receivables

Rural Electrification Board (REB):					
Dhaka Palli Bidyut Samity - 1				14,865,333	15,579,680
Dhaka Palli Bidyut Samity - 1 (Expansion)				40,969,685	53,479,863
Narsingdi Palli Bidyut Samity - 1				15,979,012	15,012,340
Narsingdi Palli Bidyut Samity - 1 (Expansion)				32,000,527	34,722,981
Comilla Palli Bidyut Samity - 1				15,896,762	15,547,969
Comilla Palli Bidyut Samity - 1 (Expansion)				19,538,323	67,896,084
Bangladesh Power Development Board - Comilla				91,484,499	-
Narayngonj Palli Bidyut Samity (REB)				39,629,541	-
Mymoansing Palli Bidyut Samity (PBS) - 2				91,554,228	-
Sirajgong Palli Bidyut Samity				31,555,104	-
				393,473,014	202,238,917

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

11. Other receivables

This represents insurance claim against damage of power plant situated at Savar.

12. Inter company receivable

	2009 Taka	2008 Taka
Cosmopolitan Traders (Pvt.) Ltd.	-	100,000,000

Inter company receivable represents non-interest bearing temporary loan given to Cosmopolitan Traders (Pvt.) Limited.

13. Advances, deposits and prepayments

Advances:

Bangla Trac Ltd.	-	3,726,830
Advance against spare parts	440,561	103,724
Advance against rent	65,000	33,500
VAT current account	17,742,123	-
Advance to suppliers	454,160	83,000
Advance to employee	545,000	-
	19,246,844	3,947,054

Deposits:

Refundable deposits (non-interest bearing)	903,933	888,133
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Prepayments:

Bank guarantee commission	1,783,127	356,001
Margin of letter of credit	-	380,144
SBLC commission Standby letter of credit commission	701,584	-
Operation bond commission	1,923,382	1,923,728
Insurance premium	3,165,571	3,462,982
Land lease rent	8,542,514	-
	16,116,178	6,122,855

Inter company transaction - prepaid rent:

Summit Industrial & Mercantile Corporation (Pvt.) Ltd.	-	2,010,560
Summit Corporation	-	457,920
Cosmopolitan Traders (Pvt.) Ltd.	-	6,677,263
	-	9,145,743
	36,266,955	20,103,785

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

13.1 Consolidated advances, deposits and prepayments

	2009 Taka	2008 Taka
Advances:		
Bangla Trac Ltd.	-	3,726,830
Advance against spare parts	457,831	266,896
Advance against rent	65,000	33,500
VAT current account	23,272,559	-
Advance to suppliers	546,206	83,000
Advance to employees	545,000	-
Others	372,565	277,000
	25,259,161	4,387,226
Refundable deposits:		
Security deposit (non-interest bearing)	22,502,999	19,020,121
Prepayments:		
Bank guarantee commission	1,783,127	356,001
Margin for letter of credit	-	380,144
SBLC commission	701,584	-
Operation bond commission	1,923,382	1,923,728
Insurance premium	7,566,853	3,462,982
Land lease rent	9,256,800	-
	21,231,746	6,122,855
Inter company transaction - prepaid rent:		
Summit Indus. & Mercantile Corp. (Pvt.) Ltd.	-	2,010,560
Summit Corporation	-	457,920
Cosmopolitan Traders (Pvt.) Ltd.	-	6,677,263
	9,145,743	
	68,993,906	38,675,945

14. Cash and bank balances

Cash in hand	452,670	659,887
Cash at bank:		
AB Bank Limited	2,975	74,004
Bank Al Falah Limited	30,241	33,672
BRAC Bank Limited	-	165
Citibank, N.A.	2,267,982	2,268,981
Dhaka Bank Limited	3,465,089	8,535,278
Dutch - Bangla Bank Limited	58,104,081	5,688,818
The Premier Bank Limited	4,958,953	8,389,620
Rupali Bank Limited	253,019	8,696
Shahjalal Islami Bank Limited	276,868	117,873
Standard Chartered Bank	191,293,044	70,055,837
One bank Limited	498,827	-
Southeast Bank Limited	245,762	245,607
Commercial bank of Ceylon Limited	661,400	-
	262,510,911	96,078,438

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

14.a Investment in FDR - 12,925,020

The FDR with Commercial Bank of Ceylon Limited is kept as lien against L/C margin.

14.1 Consolidated cash and bank balances

	2009	2008
	Taka	Taka
Cash in hand	557,670	659,887
Cash at bank:		
AB Bank Limited	2,975	74,004
Bank Al Falah Limited	30,241	33,672
Bank Asia Limited	83,154,511	3,629,520
BRAC Bank Limited	124,338,033	21,039,202
Mutual Trust Bank Limited	1,829,860	789,176
NCC Bank Limited	1,353,268	667,771
Sonal Bank Limited	76,341	76,668
United Commercial Bank Limited	339,616	361,957
Citibank, N.A.	2,412,552	3,653,704
Dhaka Bank Limited	3,465,089	8,535,278
Dutch - Bangla Bank Limited	59,350,231	5,688,818
The Premier Bank Limited	7,659,248	11,940,199
Rupali Bank Limited	253,019	8,696
Shahjalal Islami Bank Limited	276,868	117,873
Standard Chartered Bank	191,293,044	70,055,837
One bank Limited	498,827	-
Southeast Bank Limited	245,762	245,607
Commercial bank of Ceylon Limited	661,400	-
Exim Bank Limited	322,370	-
	478,120,925	127,577,869

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

15. Share capital

	2009 Taka	2008 Taka
Authorised:		
30,000,000 ordinary shares of Tk 100 each	3,000,000,000	3,000,000,000
Issued, subscribed and paid-up:		
6,500,000 ordinary shares of Tk 100 each	650,000,000	650,000,000
650,000 bonus shares of Tk 100 each issued in 2006	65,000,000	65,000,000
1,430,000 bonus shares of Tk 100 each issued in 2007	143,000,000	143,000,000
6,864,000 rights shares of Tk 100 each issued in 2008	686,400,000	686,400,000
3,088,800 bonus shares of Tk 100 each issued in 2008	308,880,000	308,880,000
3,706,560 bonus share of Tk. 100 each issued in 2009	370,656,000	-
	2,223,936,000	1,853,280,000

Shareholding position was as follows:

Name of shareholders	Percentage of shareholdings		Value of shares (Taka)	
	2009	2008	2009	2008
Summit Industrial & Mercantile Corporation (Pvt.) Limited	49.00	49.00	1,089,728,600	908,107,000
Euro Hub Investments Ltd.	5.38	5.38	119,750,400	99,792,000
Other shareholders	45.62	45.62	1,014,457,000	845,381,000
	100.00	100.00	2,223,936,000	1,853,280,000

Classification of shareholders by holding:

	Number of holders		% of holdings	
	2009	2008	2009	2008
Less than 500 shares	17,657	18,892	8	11
500 to 5,000 shares	1,331	1,310	8	9
5,001 to 10,000 shares	69	58	2	2
10,001 to 20,000 shares	29	28	2	2
20,001 to 30,000 shares	12	13	1	2
30,001 to 40,000 shares	6	3	1	1
40,001 to 50,000 shares	4	5	1	1
50,001 to 100,000 shares	9	5	3	2
100,001 to 1,000,000 shares	12	7	10	12
1,000,001 to 10,000,000 shares	3	2	64	59
	19,132	20,323	100	100

16. Share premium

	2009 Taka	2008 Taka
Opening balance	388,880,000	80,000,000
Addition during the year	-	308,880,000
Closing balance	388,880,000	388,880,000

Tk. 80,000,000 represents issue of 2,000,000 ordinary shares in October 2005 for Tk 140 each, including premium of Tk 40 per share.

Tk. 308,880,000 represents issue of 6,864,000 ordinary shares in April 2008 for Tk 145 each, including premium of Tk 45 per share.

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

17. Project loan

	2009 Taka	2008 Taka
Long term portion:		
Expansion Project - Narsingdi & Chandina:		
Standard Chartered Bank	45,000,000	105,000,000
Dutch-Bangla Bank Ltd.	171,496,021	221,131,329
Commercial Bank of Ceylon Ltd.	70,000,010	105,000,006
Bank Al-Falah Limited	32,000,000	64,000,000
The Premier Bank Limited	51,034,733	73,296,736
	369,530,764	568,428,071
Expansion Project - Savar		
Standard Chartered Bank	535,714,274	773,809,506
	535,714,274	773,809,506
	905,245,038	1,342,237,577
Short term portion:		
Expansion Project - Narsingdi & Chandina:		
Standard Chartered Bank	60,000,000	60,000,000
Dutch-Bangla Bank Ltd.	45,286,595	35,715,683
Commercial Bank of Ceylon Ltd.	35,000,000	35,000,000
Bank Al-Falah Limited	32,000,000	32,000,000
The Premier Bank Limited	21,044,443	16,222,936
	193,331,038	178,938,619
Expansion Project - Savar:		
Standard Chartered Bank	238,095,232	238,095,232
	238,095,232	238,095,232
	431,426,270	417,033,851

Repayment term

- i) Standard Chartered Bank
This is repayable in 20 quarterly installments of Taka 15,000,000 commencing from December 2006. Interest at the rate of 12.50% per annum is also payable on quarterly basis. Another syndication loan along with several other banks of Tk. 1,250,000,000 has been received. This is repayable in 21 quarterly installments of Taka 59,523,808 each commencing from February 2008 bearing interest at the rate of 14.50%.
- ii) The Premier Bank Limited
This is repayable in 24 quarterly installments of Taka 7,429,623 each (including interest) commencing from March 2007 bearing interest at the rate of 14.50% per annum.
- iii) Commercial Bank of Ceylon Limited
This is repayable in 24 quarterly installments of Taka 8,750,000 each commencing from March 2007 bearing interest at the rate of 13.00% per annum. Interest is also payable on quarterly basis.
- iv) Dutch-Bangla Bank Limited
This is repayable in 24 quarterly installments of Taka 18,285,156 each (including interest) commencing from March 2008 bearing interest at the rate of 14.00% per annum.
- v) Bank Al-Falah Limited
This is repayable in 20 quarterly installments of Taka 8,000,000 each commencing from March 2007 bearing interest at the rate of 14.50% per annum. Interest is also payable on quarterly basis.

Security details

- i) Standard Chartered Bank
The loan from Standard Chartered Bank is secured by the plant and machinery and other assets of the company.

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

- ii) The Premier Bank Limited
The loan from The Premier Bank Limited is secured by pari-passu charge with other lenders on the fixed and floating assets of the company.
- iii) Commercial Bank of Ceylon Limited
The loan from Commercial Bank of Ceylon Limited is secured by pari-passu charge with other lenders on the fixed and floating assets of the expansion plant of the company.
- iv) Dutch-Bangla Bank Limited
The loan from Dutch-Bangla Bank Limited is secured by pari-passu charge with other lenders on the fixed and floating assets of the company.
- v) Bank Al-Falah Limited
The loan from Bank Al-Falah Limited is secured by first charge on the expansion plant and machinery of the power plant at Chandina, Comilla and Madhabdi, Narsingdi of the company.

17.1 Consolidated project loan

	2009 Taka	2008 Taka
Long term portion:		
Existing Project:		
Standard Chartered Bank		
Expansion Project - Narsingdi & Chandina:		
Standard Chartered Bank	45,000,000	105,000,000
Dutch-Bangla Bank Ltd.	171,496,021	221,131,329
Commercial Bank of Ceylon Ltd.	70,000,010	105,000,006
Bank Al-Falah Limited	32,000,000	64,000,000
The Premier Bank Limited	51,034,733	73,296,736
	369,530,764	568,428,071
Expansion Project - Savar		
Standard Chartered Bank	535,714,274	773,809,506
	535,714,274	773,809,506
New projects syndication loan		
Summit Power Purbanchol Company Limited	2,119,459,665	596,666,667
Summit Power Uttaranchol Company Limited	1,384,223,303	353,333,334
	3,503,682,968	950,000,001
	4,408,928,006	2,292,237,578
Short term portion:		
Expansion Project - Narsingdi & Chandina:		
Standard Chartered Bank	60,000,000	60,000,000
Dutch-Bangla Bank Ltd.	45,286,595	35,715,683
Commercial Bank of Ceylon Ltd.	35,000,000	35,000,000
Bank Al-Falah Limited	32,000,000	32,000,000
The Premier Bank Limited	21,044,443	16,222,936
	193,331,038	178,938,619
Expansion Project - Savar		
Standard Chartered Bank	238,095,232	238,095,232
	238,095,232	238,095,232
New projects syndication loan		
Summit Power Purbanchol Company Limited	353,243,278	-
Summit Power Uttaranchol Company Limited	230,703,884	-
	583,947,162	-
	1,015,373,431	417,033,851

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

Industrial & Infrastructure Development Finance Co. Limited (IIDFC) along with other banks has arranged syndication loan Tk. 3,950,000,000 as lead arranger in 2008. From this amount, Summit Power Purbanchol Company Limited and Summit Power Uttaranchol Company Limited have availed Tk 2,472,702,943 and Tk 1,614,927,187 respectively. The interest rate of this syndication loan is 13-14% per annum, subject to semi-annual review by the agent and the lenders, from the date of first advance. The first advance was made on 22 September 2008. The moratorium period of this syndication loan is of 21 months/7 quarters commencing from the date of first advance.

18. Obligation under finance lease

Obligation under finance lease has been recognised as liability in the balance sheet at amount equal at the inception of lease to the lower of fair value of leased assets and present value of minimum lease payments. The interest rate implicit in the lease has been used to calculate the present value of minimum lease payments. The total of minimum lease payments at the balance sheet date and their present value, for each of the following periods are as follows:

	Principal as at 31 Dec 2009			31 Dec 2008
	Short-term Taka	Long-term Taka	Total Taka	Total Taka
Payable to One Bank limited	3,069,985	10,260,928	13,330,913	-
Payable to Prime Finance & Investment Ltd.	569,082	-	569,082	1,232,435
	3,639,067	10,260,928	13,899,995	1,232,435

The principal amount of lease obligation payable after the balance sheet date is as follows:

	2009			2008
	Future minimum lease payment	Interest	Present value of minimum lease payment	Closing balance
Not later than one year	5,530,673	1,891,606	3,639,067	663,351
Later than one year but not later than five years	12,488,072	2,227,144	10,260,928	569,084
Later than five years	-	-	-	-
Total obligation under finance lease	18,018,745	4,118,750	13,899,995	1,232,435

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

18.1 Consolidated obligation under finance lease

	Principal as at 31 Dec 2009			31 Dec 2008
	Short-term Taka	Long-term Taka	Total Taka	Total Taka
Payable to United Leasing company	4,606,029	3,505,582	8,111,611	8,696,346
Payable to one bank limited	3,069,985	10,260,903	13,330,888	-
Payable to Prime Finance & Investment Ltd.	1,537,334	267,075	1,804,409	3,246,587
	9,213,348	14,033,560	23,246,908	11,942,933

The principal amount of lease obligation payable after the balance sheet date is as follows:

	2009			2008
	Future minimum lease payment	Interest	Present value of minimum lease payment	Closing balance
Not later than one year	12,172,340	2,958,992	9,213,348	4,849,871
Later than one year but not later than five years	16,727,581	2,694,021	14,033,560	7,093,062
Later than five years	-	-	-	-
Total obligation under finance lease	28,899,921	5,653,013	23,246,908	11,942,933

19. Deferred liability for gratuity

The company, for its present eligible local employees, operates a gratuity scheme. This gratuity scheme is not recognised by the National Board of Revenue. The entitlement is equal to one last basic salary per employee per year.

	2009 Taka	2008 Taka
Opening balance	7,062,794	5,241,587
Addition during the year	1,639,918	2,932,156
	8,702,712	8,173,743
Less: payment during the year	1,597,494	1,110,949
Closing balance	7,105,218	7,062,794

20. Short term loan

	Interest rate	2009 Taka	2008 Taka
Commercial Bank of Ceylon Limited	13.00%	23,473,000	51,830,885
AB Bank Limited	15.00%	-	104,701,042
Shahjalal Islami Bank Limited	15.00%	42,371,879	64,654,460
		65,844,879	221,186,387

21. Trade creditors

Gas bill - Savar power plant	4,600,850	2,592,122
Gas bill - Savar power plant (Expansion)	12,474,304	13,764,475
Gas bill - Narsingdi power plant	4,292,297	3,425,826
Gas bill - Narsingdi power plant (Expansion)	8,102,729	7,493,636
Gas bill - Chandina power plant	5,071,127	4,402,201
Gas bill - Chandina power plant (Expansion)	5,316,546	4,391,977
Mobil Jamuna Lubricants Ltd.	511,888	623,168
Ranks Petroleum Ltd.	187,388	193,218
	40,557,129	36,886,623

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

21.1 Consolidated trade creditors

	2009	2008
	Taka	Taka
Gas bill - Savar power plant	4,600,850	2,592,122
Gas bill - Savar power plant (Expansion)	12,474,304	13,764,475
Gas bill - Narsingdi power plant	4,292,297	3,425,826
Gas bill - Narsingdi power plant (Expansion)	8,102,729	7,493,636
Gas bill - Chandina power plant	5,071,127	4,402,201
Gas bill - Chandina power plant (Expansion)	5,316,546	4,391,977
Gas bill - Bakhrabadh Gas Transmission and Dist. Co. Ltd.	21,971,070	-
Gas bill - Titas Gas Transmission and Dist. Co. Ltd.	22,900,795	-
Gas bill - Pashchimanchal Gas Co. Ltd.	4,646,987	-
Mobil Jamuna Lubricants Ltd.	511,888	623,168
Ranks Petroleum Ltd.	5,011,648	193,218
	94,900,241	36,886,623

22. Other creditors and accruals

Payable to C & F agents - Desh Bangla Enterprise	622,386	4,649,605
Payable to Rural Electrification Board	-	19,324,475
Operation and insurance bond commission	2,326,250	1,208,259
Tax on directors' remuneration	2,583,418	1,169,863
Gas and utility, rent, rate and taxes	137,384	163,149
Communication expenses	103,352	161,904
Advertisement and publicity	171,750	255,750
Interest payable - Dutch-Bangla Bank Limited	5,935,051	7,729,064
Audit and certification fees	326,300	297,600
Security service expenses	179,635	184,373
Liability for withholding tax and VAT	278,669	13,909,540
Legal expenses and environmental fees	60,000	130,000
Credit rating fees	150,000	-
Others	186,672	160,563
	13,060,867	49,344,145

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

22.1 Consolidated other creditors and accruals

	2009 Taka	2008 Taka
Payable to C & F agents - Desh Bangla Enterprise	622,386	4,649,605
Payable to EPC contractor	39,887,558	-
Payable to Rural Electrification Board	-	19,910,189
Operation and insurance bond commission	2,326,250	1,208,259
Stand by letter of credit (SBLC) commission	-	-
Tax on directors' remuneration	2,583,418	1,169,863
Gas and utility, rent, rate and taxes	137,384	163,149
Communication expenses	103,352	161,904
Advertisement and publicity	171,750	255,750
Interest payable - Dutch Bangla Bank Ltd.	5,935,051	7,729,064
Audit and certification fees	874,400	557,600
Security service expenses	245,307	318,761
Liability for withholding tax and VAT	23,889,394	16,580,899
Legal expenses and environmental fees	60,000	130,000
Business King	1,737,342	-
M/S Silicon Engineers	2,137,188	-
M/S Supreme Motors	-	-
Credit rating fee	150,000	-
Project costs - Zicom	90,000	-
Foreign Technical Assistance Fees	55,480,000	-
Others	457,831	204,828
	136,888,611	53,039,871

23. Inter company payable

Summit Purbanchol Power Company Limited	103,455,786	112,114,866
Summit Uttaranchol Power Company Limited	63,923,422	3,074,872
Summit Industrial & Mercantile Corporation (Pvt.) Ltd - rent, rates and taxes	-	1,424,640
	167,379,208	116,614,378

Inter company payable represents short-term non-interest bearing loan taken from subsidiaries unless stated otherwise.

23.1 Non controlling interest

Investment by Summit Industrial & Mercantile Corporation (Pvt.) Limited (SIMCL) to:		
Summit Purbanchol Power Company Limited	5,767,900	5,767,900
Summit Uttaranchol Power Company Limited	3,933,900	3,933,900
Share of Profit in Summit Purbanchol Power Company Limited (1%)	1,178,905	-
Share of Profit in Summit Uttaranchol Power Company Limited (1%)	1,121,827	-
	12,002,532	9,701,800

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

24. Revenue

Turnover for the existing 3 plants consists of capacity component and energy component invoiced to Rural Electrification Board (REB):

Plants	2009			2008
	Capacity component Taka	Energy component Taka	Total Taka	Total Taka
Savar power plant	117,640,693	60,173,526	177,814,219	184,401,555
Narsingdi power plant	122,619,075	64,763,349	187,382,424	187,864,547
Chandina power plant	123,505,418	66,481,909	189,987,327	184,892,599
	363,765,186	191,418,784	555,183,970	557,158,701
			2009 Taka	2008 Taka

Turnover for the expansion plants invoiced to Rural Electrification Board (REB):

Plants			
Savar power plant		506,827,175	558,136,343
Narsingdi power plant		401,658,672	407,547,256
Chandina power plant		235,189,128	214,945,505
		1,143,674,975	1,180,629,104
		1,698,858,945	1,737,787,805

24.1 Consolidated revenue

Savar power plant	684,641,394	742,537,898
Narsingdi power plant	589,041,096	595,411,803
Chandina power plant	425,176,455	399,838,104
Jangalia power plant	288,943,480	-
Rupgonj power plant	321,790,290	-
Maona power plant	381,833,405	-
Ullapara power plant	158,444,812	-
	2,849,870,932	1,737,787,805

25. Cost of sales

Gas consumption - Savar	42,582,706	52,670,368
Gas consumption - Savar (expansion unit)	160,737,009	161,349,421
Gas consumption - Narsingdi	57,412,533	58,497,308
Gas consumption - Narsingdi (expansion unit)	118,742,151	120,112,944
Gas consumption - Chandina	61,890,371	56,808,717
Gas consumption - Chandina (expansion unit)	63,534,752	57,583,231
Tools and spare consumption	146,504,075	122,549,130
Lube and other oil expenses	31,572,088	34,607,312
Lube oil testing expenses	712,163	813,598
Meter and water testing expenses	122,850	1,016,188
Meter reading adjustment	-	2,558,771
Maintenance work expenses	14,823,198	15,016,611
Plant maintenance expenses	1,995,262	-
Depreciation on plant and machinery (Note 5.a)	127,464,730	108,343,026
	828,093,888	791,926,625

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

25.1 Consolidated cost of sales

	2009 Taka	2008 Taka
Gas consumption - Savar	42,582,706	52,670,368
Gas consumption - Savar (expansion unit)	160,737,009	161,349,421
Gas consumption - Narsingdi	57,412,533	58,497,308
Gas consumption - Narsingdi (expansion unit)	118,742,151	120,112,944
Gas consumption - Chandina	61,890,371	56,808,717
Gas consumption - Chandina (expansion unit)	63,534,752	57,583,231
Gas consumption - Ullapara Power Plant	53,435,381	-
Gas consumption - Maona Power Plant	133,226,084	-
Gas consumption - Rupganj Power Plant	107,829,018	-
Gas consumption - Jangalia Power Plant	92,032,052	-
Tools and spare consumption	153,493,332	122,549,130
Lube and other oil expenses	67,304,270	34,607,312
Lube oil testing expenses	938,423	813,598
Meter and water testing expenses	136,435	1,016,188
Meter reading adjustment	-	2,558,771
Maintenance works expenses	18,501,874	15,016,611
Plant maintenance expenses	2,630,462	-
Depreciation on plant and machinery (Note 5.2)	205,412,421	108,343,026
	1,339,839,274	791,926,625

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

26. General and administrative expenses

	2009 Taka	2008 Taka
Salary and allowances	52,923,464	47,677,632
Gratuity fund	1,639,918	2,932,156
Directors remuneration (Note 26.a)	18,577,660	15,625,050
Tax on directors remuneration	3,352,399	2,490,188
Education and training	77,740	-
Board meeting attendance fees	564,140	430,500
Audit committee attendance fees	90,000	-
Travelling and conveyance	4,869,456	1,646,834
Vehicle fuel and maintenance	4,661,128	3,198,215
Entertainment and others	1,487,355	1,293,723
Fooding and lodging	181,588	-
Printing and stationery	1,034,957	1,074,473
General repair and maintenance	1,712,565	1,347,503
Office expenses	240,584	-
Communication expenses	4,258,768	3,691,148
Office rent, rates and taxes	7,437,366	6,603,068
Utility expenses	2,103,674	1,200,605
Trade licence and other fees	1,249,660	388,570
Advertisement and publicity	4,013,430	2,813,225
Gift and compliments	594,912	17,000
Uniform and liveries	592,350	439,482
Insurance premium	7,733,329	8,526,567
Land lease rental	2,547,889	2,543,682
Environmental compliance cost	370,400	360,000
Donation and subscription	2,546,260	528,000
Audit fees	334,100	280,000
Depreciation (Note 5a)	15,285,247	14,668,609
Amortisation (Note 8)	498,262	54,050
ISO certification expenses	180,000	-
AGM expenses	8,983,191	6,610,749
Rights share expenses	-	10,445,601
EGM expenses	-	8,500
Annual fees (Note 26.b)	3,326,182	2,957,640
Tender document expenses	85,833	-
Securities and temporary contract worker	15,304,480	11,849,910
Credit rating fees	300,000	-
Miscellaneous expenses	1,059,550	925,884
	170,217,837	152,628,564

26.a Directors' remuneration

Salaries and benefit	13,832,280	11,196,900
Bonus	2,635,380	2,196,150
	16,467,660	13,393,050
Fees for attending board meeting	130,000	252,000
Utility	1,980,000	1,980,000
	18,577,660	15,625,050

26.b Annual fees include BERC fee, BOI registration fee, trade licence renewal fee, survey fee and annual and application fees of SEC, DSE, CSE, CDBL and fee for custodian service.

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

26.1 Consolidated general and administrative expenses

	2009 Taka	2008 Taka
Salary and allowances	77,801,408	53,339,155
Gratuity fund	1,639,918	2,932,156
Directors remuneration (Note 26.a)	18,577,660	15,625,050
Tax on directors remuneration	3,352,399	2,490,188
Education and training	77,740	877,628
Board meeting attendance fees	685,340	430,500
Audit committee attendanec fees	90,000	-
Travelling and conveyance	5,245,841	1,973,344
Vehicle fuel and maintenance	5,840,701	3,700,109
Entertainment and others	2,666,827	1666982
Fooding and lodging	244,269	12,770
Printing and stationery	1,381,764	1,290,496
General repair and maintenance	2,330,684	1,347,503
Office expenses	282,311	-
Communication expenses	5,293,084	3,778,396
Office rent, rates and taxes	8,182,266	6,640,202
Utility expenses	2,694,809	1,200,605
Trade license and other fees	1,274,110	388,570
Advertisement and publicity	4,037,230	2,813,225
Gift and compliments	613,162	17,000
Legal and professional consultancy fees	672,080	4,211,830
Business development fees	1,000,000	-
Uniform and liveries	1,069,768	2,940,122
Securities and temporary contract worker	18,231,619	12,814,930
Insurance premium	14,754,010	8,795,624
Land lease rental	5,147,889	2,543,682
Environmental compliance cost	543,400	560,000
Donation and subscription	2,646,260	528,000
Audit fees	867,900	500,000
Depreciation (Note 5.1.2)	19,054,102	17,477,069
Medical welfare expenses	9,067	-
Technical assistant fee	120,000	799,000
Amortisation (Note 8)	502429	54,050
Inauguration ceremony	444,155	-
ISO certification expenses	180,000	-
AGM expenses	8,983,191	6,610,749
Rights share expenses	-	10,445,601
EGM expenses	-	8,500
Annual fees (Note 26.b)	3,326,182	2,957,640
Tender document expenses	85,833	-
Credit rating fees	700,000	182,881
Government fees and fines	37,607,194	3,522,121
Miscellaneous expenses	150,181	1,232,534
	258,406,783	176,708,212

27. Other income

Sale of empty lube oil drums	2,466,700	1,678,503
Gain on sales of vehicles	100,000	1,257,000
Miscellaneous	117,405	37,723
	2,684,105	2,973,226

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

27.1 Consolidated other income

	2009	2008
	Taka	Taka
Sale of empty lube oil drums	3,169,484	2,907,786
Gain on sales of vehicles	100,000	1,257,000
Miscellaneous	117,405	37,723
	3,386,889	3,805,009

28. Finance income

FDR interest with Commercial Bank of Ceylon Limited	1,071,871	1,062,995
STD and others	3,647,170	10,938,055
	4,719,041	12,001,050

28.1 Consolidated finance income

FDR interest with Commercial Bank of Ceylon Limited	1,071,871	1,062,995
STD and others	3,647,170	13,635,694
	4,719,041	14,698,689

29. Financial expenses

Interest on term loan:		
Standard Chartered Bank	143,273,307	200,879,194
Dutch-Bangla Bank Ltd.	31,909,662	36,974,684
Commercial Bank of Ceylon Ltd.	16,809,005	21,407,119
Bank Al-Falah Ltd.	11,829,214	17,282,296
The Premier Bank Ltd.	12,265,696	14,696,683
One bank Limited	815,595	-
IPDC of Bangladesh Limited	-	568,947
Prime Finance & Investment Limited	145,267	293,536
	217,047,746	292,102,459

Interest on short term loan:		
Commercial Bank of Ceylon Ltd.	6,565,223	4,323,707
AB Bank Limited	558,050	8,523,348
The Premier Bank Ltd.	-	5,390,173
Shahjalal Islami Bank Limited	6,330,910	11,409,183
	13,454,183	29,646,411

Bank charges and others	3,244,457	1,820,420
Bank guarantee commission	782,313	48,342
Operation bond commission	2,326,221	2,327,379
Insurance bond commission	345,000	-
	6,697,991	4,196,141
	237,199,920	325,945,011

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

29.1 Consolidated financial expenses

	2009 Taka	2008 Taka
Interest on term loan:		
Standard Chartered Bank	143,273,307	200,879,194
Dutch-Bangla Bank Ltd.	31,909,662	36,974,684
Commercial Bank of Ceylon Ltd.	16,809,005	21,407,119
Bank Al-Falah Ltd.	11,829,214	17,282,296
The Premier Bank Ltd.	12,265,696	14,696,683
One Bank Limited	815,595	-
IPDC of Bangladesh Limited	-	568,947
United Leasing & Co.	1,594,162	-
IIDFC	308,966,725	-
Prime Finance & Investment Limited	270,988	293,536
	527,734,354	292,102,459
Interest on short term loan:		
Commercial Bank of Ceylon Ltd.	6,565,223	4,323,707
AB Bank Limited	558,050	8,523,348
The Premier Bank Ltd.	-	5,390,173
Shahjalal Islami Bank Limited	6,330,910	11,409,183
	13,454,183	29,646,411
Bank charges and others	4,400,274	2,057,243
Bank guarantee commission	5,521,162	48,342
Operation bond commission	2,326,221	2,327,379
Interest on Lease Finance - Prime Finance	-	283,924
Interest on Lease Finance- United Leasing	-	982,490
Loan arrangement fees	2,320,200	-
Loan arrangement fees - (SCB and IIDFC)	3,150,700	-
	17,718,557	5,699,378
	558,907,094	327,448,248

30. Earnings per share (EPS)

Basic earnings per share

The computation of EPS is given below:

a) Profit attributable to the ordinary shareholders	470,750,446	482,261,881
b) Weighted average number of shares outstanding	22,239,360	17,897,346
Earnings per share (EPS) (a/b)	21.17	26.95
Restated earnings per share	-	21.69

Since the bonus issue is an issue without consideration, the issue has been treated as if it occurred prior to the beginning of 2009, the earliest period reported for the purposes of EPS calculation.

Diluted earnings per share

No diluted earnings per share is required to be calculated for the year as there was no scope for dilution during the year under review.

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

30.1 Consolidated earnings per share (EPS)

	2009 Taka	2008 Taka
Basic earnings per share		
The computation of EPS is given below:		
a) Profit attributable to the ordinary shareholders	698,522,979	460,208,418
b) Weighted average number of shares outstanding	22,239,360	17,897,346
Earnings per share (EPS) (a/b)	31.41	25.71
Restated earnings per share	-	20.69

Since the bonus issue is an issue without consideration, the issue has been treated as if it occurred prior to the beginning of 2009, the earliest period reported.

Diluted earnings per share

No diluted earnings per share is required to be calculated for the year as there was no scope for dilution during the year under review.

31. Contingent liability

Contingent liability existed for the company of Tk. 260,406,471 as at 31 December 2009 in relation to issue of construction bond, operation bond, insurance bond and bank guarantee by third parties.

Nature of contingent liability	2009		2008
	Expiry date	Taka	Taka
Operation Bond - All existing plants	31.08.2010	70,260,000	70,260,000
Operation Bond - Savar expansion plant	03.12.2010	54,210,000	54,210,000
Operation Bond - Narsingdi expansion plant	16.12.2010	39,200,000	39,200,000
Operation Bond - Chandina expansion plant	13.11.2010	22,400,000	22,400,000
Bank Guarantee - Power Cell (OBL)	-	70,000,000	-
Bank Guarantee - CCD (SIBL)	27.08.2009	1,433,396	-
Bank Guarantee - Rangs Petroleum Ltd. (PBL)	08.03.2010	2,837,050	2,837,050
Bank Guarantee - CCIE (PBL)	07.08.2008	-	55,600
Bank Guarantee - CCIE (SIBL)	28.10.2008	-	55,520
Bank Guarantee - CCIE (SIBL)	03.02.2009	-	55,440
Bank Guarantee - CCIE (SIBL)	05.02.2010	66,025	56,000
		260,406,471	189,129,610

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

31.1 Consolidated contingent liability

Contingent liability existed for the company of Tk. 474,722,407 as at 31 December 2009 in relation to issue of construction bond, operation bond, insurance bond and bank guarantee by third parties.

Nature of contingent liability	Expiry date	2009		2008
		Taka		Taka
Operation Bond - All existing plants	31.08.2010	70,260,000		70,260,000
Operation Bond - Savar expansion plant	03.12.2010	54,210,000		54,210,000
Operation Bond - Narsingdi expansion plant	16.12.2010	39,200,000		39,200,000
Operation Bond - Chandina expansion plant	13.11.2010	22,400,000		22,400,000
Bank Guarantee - BPDB - Madanganj & Noapara (OBL)	31.05.2010	70,000,000		-
Bank Guarantee - CCD (SIBL)	27.08.2009	1,433,396		-
Bank Guarantee - Rangs Petroleum Ltd. (PBL)	08.03.2010	2,837,050		2,837,050
Bank Guarantee - CCIE (PBL)	07.08.2008	-		55,600
Bank Guarantee - CCIE (SIBL)	28.10.2008	-		55,520
Bank Guarantee - CCIE (SIBL)	03.02.2009	-		55,440
Bank Guarantee - CCIE (SIBL)	05.02.2010	66,025		56,000
Bank Guarantee - Titas gas T&D- Rupganj	25.01.2014	24,703,233		-
Bank Guarantee - Bakhrabad- Jangalia	25.01.2014	24,703,233		-
Bank Guarantee - Titas gas T&D- Maona	25.01.2014	24,703,233		-
Bank Guarantee - Pashichamanchol Gas - Ullahpara	05.01.2015	8,234,409		-
Operation Bond - BPDB AG. Jangalia, Comilla Project	05.08.2010	39,368,234		-
Operation Bond - REB AG. Rupganj, Narayanganj Project	05.08.2010	39,368,234		-
Operation Bond - REB AG. Maona, Gazipur Project	05.08.2010	39,368,234		-
Operation Bond - REB AG. Ullahpara, Sirajgonj Project	04.08.2010	13,867,126		-
Bank Guarantee - Pashichamanchol Gas - Ullahpara	10.05.2009	-		977,514
Bank Guarantee - BPDB AG. Jangalia, Comilla Project	27.01.2009	-		50,000,000
Bank Guarantee - REB AG. Rupganj, Narayanganj Project	27.01.2009	-		50,000,000
Bank Guarantee - REB AG. Maona, Gazipur Project	27.01.2009	-		50,000,000
Bank Guarantee - REB AG. Ullahpara, Sirajgonj Project	27.01.2009	-		20,000,000
		474,722,407		360,107,124

32. Commitment of capital expenditure

There is no commitment of capital expenditure as at 31 December 2009.

32.1 Consolidated commitment of capital expenditure

The following letters of credit and local purchase were outstanding against which the company is committed to procure machinery and construction:

Company name	Currency	Value	
		2009	2008
Energypac	BDT	-	14,390,961
AEG Engineering	BDT	-	5,196,756
Energypac	USD	-	289,929
Wartsila Finland OY	EURO	-	25,257,360
Trade East West	USD	-	32,468
Reliant	USD	-	799,215
Siemens	USD	-	74,501
Business King Ltd.	BDT	-	-
GE Jenbacher GmbH	USD	-	-

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

33. Commitment of working capital expenditure

The following letters of credit and local purchase were outstanding against which the company is committed to procure spare parts:

	Currency	Value	
		2009	2008
Company name			
Cater Pillar SARL, Singapore	USD	-	67,830
Siemens	USD	-	42,148

34. Remittance of foreign currency

Purpose of payment			
Technical assistance fee	USD	-	4,000
Spare parts	USD	1,540,261	564,374
Spare parts	EURO	573,725	606,617
Capital equipments	EURO	25,257,360	-
Capital equipments	USD	1,196,113	-

34.1 Consolidated remittance of foreign currency

Purpose of payment			
Technical assistance fee	USD	-	4,000
Spare parts	USD	1,556,211	564,374
Spare parts	EURO	802,633	606,617
Capital equipments	EURO	25,257,360	829,814
Capital equipments	USD	1,196,113	11,488,487

35. Value of imports calculated on CIF basis

	2009 Taka	2008 Taka
Spare parts (includes stock in transit)	188,126,425	119,524,380

36. Consolidated Value of imports calculated on CIF basis

Spare parts (includes stock in transit)	212,931,172	119,524,380
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Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

37. Related party transaction

During the year, the company carried out a number of transactions with related parties in the normal course of business. The names of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS 24: Related Party Disclosures

(a) Transactions with key management personnel

	2009 Taka	2008 Taka
Employee benefits	26,448,102	30,574,636
	26,448,102	30,574,636

Key management personnel includes managing director, directors and executive directors.

(b) Other related party transactions

Name of related party	Relationship	Nature of transactions	Transaction value during the year		Outstanding balance as at 31 December	
			2009 Taka	2008 Taka	2009 Taka	2008 Taka
Summit Industrial and Mercantile Corporation (Pvt) Ltd.	Ultimate parent of the Group	Rental and utility accrued	8,318,600	6,464,991	-	1,424,640
		Rental and utility payment	8,318,600	7,090,805	-	-
		Short term loan received	-	83,500,000	-	-
		Short term loan payment	-	198,160,000	-	-
		Payment for Brand	-	10,000,000	-	-
Summit Corporation	Group company	Maintenance and service charge accrued	-	-	-	-
		Maintenance and service charge payment	-	1,659,840	-	-
Summit Shipping Ltd	Group company	Short term loan received	-	-	-	-
		Short term loan payment	-	2,500,000	-	-
Cosmopolitan Traders (Pvt) Ltd.	Group company	Short term loan payment	100,000,000	100,000,000	-	100,000,000
Summit Uttaranchol Power Company Ltd.	Subsidiary	Payment for short term financing	55,441,141	114,801,370	63,923,422	3,074,872
		Received for short term financing	116,289,691	130,368,827	-	-
Summit Purbanchol Power Company Ltd.	Subsidiary	Payment for short term financing	162,181,623	192,991,120	103,455,786	112,114,866
		Received for short term financing	153,522,543	320,603,750	-	-

37.1 Consolidated related party transactions

(a) Transactions with key management personnel

	2009 Taka	2008 Taka
Employee benefits	26,448,102	34,802,762
	26,448,102	34,802,762

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

(b) Other related party transactions

Name of related party	Relationship	Nature of transactions	Transaction value during the year		Outstanding balance as at 31 December	
			2009	2008	2009	2008
Summit Industrial and Mercantile Corporation (Pvt) Ltd.	Ultimate parent of the Group	Rental and utility accrued	8,318,600	6,464,991		1,424,640
		Rental and utility payment	8,318,600	7,090,805		-
		Short term loan received	-	83,500,000		-
		Short term loan payment	-	198,160,000		-
		Payment for Brand	-	10,000,000		-
Summit Corporation	Group company	Maintenance and service charge accrued	-	-		-
		Maintenance and service charge payment	-	1,659,840		-
Summit Shipping Ltd	Group company	Short term loan received	-	-		-
		Short term loan payment	-	2,500,000		-
Cosmopolitan Traders (Pvt) Ltd.	Group company	Short term loan payment	100,000,000	100,000,000		100,000,000
Summit Uttaranchol Power Company Ltd.	Subsidiary	Payment for short term financing	55,441,141	114,801,370		3,074,872
		Received for short term financing	116,289,691	130,368,827		-
Summit Purbanchol Power Company Ltd.	Subsidiary	Payment for short term financing	162,181,623	192,991,120		112,114,866
		Received for short term financing	153,522,543	320,603,750		-

38. Capacity

Name of plants	Licensed capacity	Installed capacity	Plant factor (% on licensed capacity)	Energy generated (MwH)	Energy sold (MwH)
During the year 2009					
Ashulia - Savar	11 MW	11.99 MW	Average 73.74 Maximum 78.59	72,985	70,859
Madhabdi - Narsingdi	11 MW	11.99 MW	Average 79.47 Maximum 84.68	78,674	76,382
Chandina - Comilla	11 MW	11.99 MW	Average 80.09 Maximum 85.06	80,918	78,561
Ashulia - Savar (Unit II)	33.75 MW	34.92 MW	Average 68.37 Maximum 74.00	212,133	202,811
Madhabdi - Narsingdi (Unit II)	24.30 MW	26.19 MW	Average 77.04 Maximum 93.08	169,411	162,386
Chandina - Comilla (Unit II)	13.50 MW	13.94 MW	Average 83.79 Maximum 95.53	99,091	97,800
During the year 2008					
Ashulia - Savar	11 MW	11.99 MW	Average 81.56 Maximum 87.11	81,233	78,006
Madhabdi - Narsingdi	11 MW	11.99 MW	Average 82.24 Maximum 88.09	83,138	79,258
Chandina - Comilla	11 MW	11.99 MW	Average 77.10 Maximum 85.51	77,835	74,462
Ashulia - Savar (Unit II)	33.75 MW	34.92 MW	Average 80.94 Maximum 92.81	244,478	238,162
Madhabdi - Narsingdi (Unit II)	24.30 MW	26.19 MW	Average 84.06 Maximum 95.04	183,570	180,125
Chandina - Comilla (Unit II)	13.50 MW	13.94 MW	Average 76.88 Maximum 93.63	93,350	89,105

Notes to the Financial Statements

as at and for the year ended 31 December 2009 (continued)

38.1 Consolidated Capacity

Name of plants	Licensed capacity	Installed capacity	Plant factor (% on licensed capacity)	Energy generated (MwH)	Energy sold (MwH)
During the year 2009					
Ashulia - Savar	11 MW	11.99 MW	Average 73.74 Maximum 78.59	72,985	70,859
Madhabdi - Narsingdi	11 MW	11.99 MW	Average 79.47 Maximum 84.68	78,674	76,382
Chandina - Comilla	11 MW	11.99 MW	Average 80.09 Maximum 85.06	80,918	78,561
Ashulia - Savar (Unit II)	33.75 MW	34.92 MW	Average 68.37 Maximum 74.00	212,133	202,811
Madhabdi - Narsingdi (Unit II)	24.30 MW	26.19 MW	Average 77.04 Maximum 93.08	169,411	162,386
Chandina - Comilla (Unit II)	13.50 MW	13.94 MW	Average 83.79 Maximum 95.53	99,091	97,800
Ullapara - Sirajgonj	11.00 MW	11.99 MW	Average 79.07 Maximum 92.56	66,263	62,887
Maona - Gazipur	33.00 MW	33.00 MW	Average 87.11 Maximum 96.24	165,921	162,368
Rupgonj - Narayangonj	33.00 MW	33.00 MW	Average 81.86 Maximum 91.55	136,625	133,587
Jangalia - Comilla	33.00 MW	33.00 MW	Average 77.83 Maximum 92.10	119,082	115,694

39. Post balance sheet event

No material events had occurred after the balance sheet date to the date of issue of these financial statements, which could affect the values stated in the financial statements.

40. General

40.1 During the year ended 31 December 2009 there were 114 employees who received salary of Tk 36,000 and above per annum (2008: 123)

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

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 13th Annual General Meeting of the Company to be held on Thursday, the 29th day of April 2010, at 11.30 A.M at Bangabandhu International Conference Centre (BICC) , Sher-E Bangla Nagar, Agargaon, Dhaka and at any adjournment thereof.

As witness my hand this _____ day of _____, 2010 signed by the said in presence of _____

(Signature of the Proxy)

Folio/BO ID _____

(Signature of Witness)

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.

Revenue
Stamp
Tk. 10.00

Signature of the Shareholder(s)

Folio / BO ID _____

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 13th Annual General Meeting being held on Thursday, the 29th day of April 2010, at 11.30 A.M at Bangabandhu International Conference Centre (BICC), Sher-E Bangla Nagar, Agargaon, Dhaka

Name of Shareholder(s) _____

Folio/ BO ID _____ holding of _____ ordinary Shares of Summit Power Limited

Signature of Shareholder

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.

ACHIEVEMENT

Summit Power Limited, the first Bangladeshi Independent Power Producer (IPP) has been awarded “AA” Credit Rating in the long term and ST–2 rating in the short term by an internationally linked joint venture rating agency Credit Rating Information & Services Limited (CRISL) in collaboration with Rating Agency Bernhard, Malaysia and JCR-VIS Rating Company Limited, Pakistan.

The rating is a unique distinction for a Bangladeshi company in private sector power generation to receive such an internationally recognized credit rating. Entities rated in this category are adjudged to be high quality, offer higher safety and have high credit quality. This level of rating indicates a corporate entity with a sound profile and without significant problems. Risks are modest and may vary slightly from time to time because of economic conditions. The short term rating indicates high certainty of timely payment. Liquidity factors are strong and supported by good fundamental protection factors. Risk factors are very small.

Summit’s Power plants are operated and maintained wholly by Bangladeshi engineers and technicians setting an example of growing entrepreneurial and technical sufficiency of Bangladeshi industrial enterprises.

The company has also received ISO 9001:2000 certification in 2002 for its quality management and for the maintenance of high environmental standard.



Empowering Bangladesh
we can and we will

Empowering Bangladesh we can and we will

SUMMIT'S COMMITMENT

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 1000 MW, representing 20% of the country's requirement.



SUMMIT POWER LIMITED

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