

ORION PHARMA LIMITED AND ITS SUBSIDIARIES
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
AS AT AND FOR SIX MONTH PERIOD ENDED 31 DECEMBER 2018
(HALF YEARLY)

ORION PHARMA LIMITED AND ITS SUBSIDIARIES
Condensed Consolidated Statement of Financial Position (Unaudited)
As at 31 December 2018

Particulars	Amount In BDT	
	31-Dec-18	30-Jun-18
Assets		
Non-Current Assets	18,498,791,735	18,413,933,278
Property, Plant and Equipment	12,884,114,963	13,144,226,580
Construction Work in Progress	3,223,621,802	2,836,431,969
Investment in Associates	233,018,000	260,041,000
Other Investments	2,158,036,970	2,173,233,729
Current Assets	13,205,394,157	12,300,762,445
Inventories	1,363,885,233	1,188,512,467
Trade and Other Receivables	10,506,848,850	9,747,876,430
Advances, Deposits & Prepayments	1,042,224,727	849,757,878
Fixed Deposit with Banks	11,815,882	7,565,262
Cash and Cash Equivalents	280,619,464	507,050,408
Total Assets	31,704,185,892	30,714,695,724
Equity and Liabilities		
Shareholders' Equity	17,157,734,108	17,054,211,260
Share Capital	2,340,000,000	2,340,000,000
Share Premium	8,016,892,026	8,016,892,026
Reserves	1,903,453,211	1,944,512,923
Retained Earnings	4,897,388,871	4,752,806,311
Non - Controlling Interest	1,115,374,098	1,065,399,016
Total Equity	18,273,108,206	18,119,610,276
Non-Current Liabilities	5,358,756,453	5,808,083,274
Redeemable Preference Share	500,000,000	500,000,000
Provision for Decommissioning of Assets	143,405,563	143,405,563
Long Term Loan	4,607,314,256	5,055,763,515
Employee Benefits Provision	29,698,504	29,919,147
Deferred Tax Liability	78,338,130	78,995,050
Current Liabilities	8,072,321,233	6,787,002,174
Short Term Loan	3,171,119,445	2,238,473,219
Trade and Other Payables	3,087,996,323	3,847,479,764
Accrued Expenses	1,813,205,464	701,049,192
Total Equity & Liabilities	31,704,185,892	30,714,695,724
Number of Shares Used to Compute NAV	234,000,000	234,000,000
Net Asset Value (NAV) Including Revaluation Surplus	73.32	72.88
Net Asset Value (NAV) Excluding Revaluation Surplus	65.05	64.55

Sd/-
Chairman

Sd/-
Managing Director

Sd/-
Director

Sd/-
Chief Financial Officer

Sd/-
Company Secretary

ORION PHARMA LIMITED
Condensed Statement of Financial Position (Unaudited)
As at 31 December 2018

Particulars	Amount In BDT	
	31-Dec-18	30-Jun-18
Assets		
Non-Current Assets	11,504,608,563	11,096,227,931
Property, Plant and Equipment	4,872,931,791	4,809,521,233
Construction Work in Progress	3,223,621,802	2,836,431,969
Investment in Subsidiaries	1,017,000,000	1,017,000,000
Investment in Associate	233,018,000	260,041,000
Other Investments	2,158,036,970	2,173,233,729
Current Assets	7,460,369,312	6,795,570,490
Inventories	264,679,723	271,925,189
Trade and Other Receivables	6,302,199,374	5,524,979,159
Advances, Deposits & Prepayments	853,073,699	658,445,869
Fixed Deposit with Banks	11,815,882	7,565,262
Cash and Cash Equivalents	28,600,634	332,655,011
Total Assets	18,964,977,875	17,891,798,421
Equity and Liabilities		
Shareholders' Equity	12,349,559,132	12,598,699,406
Share Capital	2,340,000,000	2,340,000,000
Share Premium	8,016,892,026	8,016,892,026
Reserves	1,495,738,609	1,528,864,782
Retained Earnings	496,928,498	712,942,598
Non-current Liabilities	2,495,697,700	2,316,339,545
Long term loan	2,387,661,066	2,207,425,348
Employee Benefit Provision	29,698,504	29,919,147
Deferred Tax Liability	78,338,130	78,995,050
Current Liabilities	4,119,721,043	2,976,759,470
Short Term Loans	3,171,119,445	2,238,473,219
Trade & Other Payables	688,851,337	506,384,796
Accrued Expenses	259,750,261	231,901,455
Total Equity & Liabilities	18,964,977,875	17,891,798,421
Number of Shares Used to Compute NAV	234,000,000	234,000,000
Net Asset Value (NAV) Including Revaluation Surplus	52.78	53.84
Net Asset Value (NAV) Excluding Revaluation Surplus	46.78	47.81

Sd/-
Chairman

Sd/-
Managing Director

Sd/-
Director

Sd/-
Chief Financial Officer

Sd/-
Company Secretary

ORION PHARMA LIMITED AND ITS SUBSIDIARIES
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income (Unaudited)
For Six Month Period Ended 31 December 2018

Particulars	Amount In BDT			
	1 July to 31 December 2018	1 July to 31 December 2017	1 October to 31 December 2018	1 October to 31 December 2017
Revenue from Net Sales	5,481,191,482	5,101,885,429	1,901,778,320	2,243,910,215
Cost of Goods Sold	(547,545,209)	(441,220,519)	(282,783,950)	(186,393,551)
Cost of Power Generation	(3,659,301,791)	(3,436,978,290)	(950,831,948)	(1,444,830,384)
Gross Profit	1,274,344,482	1,223,686,620	668,162,422	612,686,280
Operating Expenses	(443,009,863)	(334,715,977)	(243,843,804)	(158,094,595)
General & Administrative Expenses	(174,852,832)	(134,825,587)	(100,973,342)	(70,734,026)
Selling & Distribution Expenses	(268,157,030)	(199,890,389)	(142,870,462)	(87,360,569)
Profit from Operation	831,334,620	888,970,644	424,318,618	454,591,685
Financial Expenses	(354,856,721)	(304,665,909)	(175,395,502)	(182,512,523)
Non Operating Income/ (Loss)	91,202,729	1,875,390	48,940,565	189,696
Net Profit from Operation	567,680,627	586,180,124	297,863,680	272,268,859
Workers Profit Participation Fund	(7,859,163)	(5,122,979)	(3,987,691)	(2,111,647)
Net Profit before Tax	559,821,464	581,057,145	293,875,989	270,157,211
Income Tax	(33,406,575)	(24,161,950)	(16,158,392)	(9,622,592)
Current Tax (Expenses)/Income	(32,893,069)	(21,945,296)	(15,885,412)	(8,112,845)
Deferred Tax (Expenses)/Income	(513,506)	(2,216,654)	(272,981)	(1,509,747)
Net Profit after Tax	526,414,889	556,895,195	277,717,597	260,534,620
Share of Profit from Associate	4,917,300	3,499,700	2,215,000	1,860,600
Net Profit	531,332,190	560,394,895	279,932,597	262,395,220
Less: Non Controlling Interest (share of operating profit)	(49,975,082)	(74,880,451)	(26,842,174)	(34,415,933)
Net Profit after Tax before Other Comprehensive Income	481,357,108	485,514,444	253,090,422	227,979,287
Other Comprehensive Income	(30,841,753)	(19,788,319)	18,520,391	(17,948,762)
Fair Value Gain of Marketable Securities	(6,273,878)	(7,474,176)	209,732	(1,507,791)
Fair Value Gain on Investment in Associate	(25,786,187)	(13,693,908)	18,106,743	(16,932,711)
Share of Other Comprehensive Income	47,887	5,208	56,257	10,111
Deferred tax Income (Expenses) on Revaluation Surplus of PPE & Fair Value Changes of Mkt. securities	1,170,426	1,374,557	147,658	481,630
Total Comprehensive Income Attributable to Ordinary Shareholders	450,515,355	465,726,125	271,610,813	210,030,525
Number of Shares Used to Compute EPS	234,000,000	234,000,000	234,000,000	234,000,000
Earning Per Share (EPS)	2.06	2.07	1.08	0.97

Sd/-
Chairman

Sd/-
Managing Director

Sd/-
Director

Sd/-
Chief Financial Officer

Sd-
Company Secretary

ORION PHARMA LIMITED
Condensed Statement of Profit or Loss and Other Comprehensive Income (Unaudited)
For Six Month Period Ended 31 December 2018

Particulars	Amount In BDT			
	1 July to 31 December 2018	1 July to 31 December 2017	1 October to 31 December 2018	1 October to 31 December 2017
Revenue from Net Sales	1,153,856,320	942,557,099	602,905,679	442,440,388
Cost of Goods Sold	(547,545,209)	(441,220,519)	(282,783,950)	(186,393,551)
Gross Profit	606,311,111	501,336,580	320,121,729	256,046,837
Operating Expenses	(411,635,778)	(294,470,127)	(225,484,854)	(127,641,874)
General & Administrative Expenses	(143,478,747)	(94,579,737)	(82,614,392)	(40,281,305)
Selling & Distribution Expenses	(268,157,030)	(199,890,389)	(142,870,462)	(87,360,569)
Profit from Operation	194,675,334	206,866,454	94,636,875	128,404,964
Financial Expenses	(120,835,639)	(101,159,286)	(59,835,929)	(84,250,068)
Non Operating Income/ (Loss)	91,202,729	1,875,390	48,940,565	189,696
Net Profit from Operation	165,042,423	107,582,557	83,741,510	44,344,592
Workers Profit Participation Fund	(7,859,163)	(5,122,979)	(3,987,691)	(2,111,647)
Net Profit before Tax	157,183,260	102,459,578	79,753,819	42,232,944
Income Tax	(33,406,575)	(24,161,950)	(16,158,392)	(9,622,591)
Current Tax (Expenses)/Income	(32,893,069)	(21,945,296)	(15,885,412)	(8,112,845)
Deferred Tax (Expenses)/Income	(513,506)	(2,216,654)	(272,981)	(1,509,747)
Net Profit after Tax	123,776,685	78,297,628	63,595,427	32,610,353
Share of Profit from Associates	4,917,300	3,499,700	2,215,000	1,860,600
Net Profit after Tax before Other Comprehensive Income	128,693,985	81,797,328	65,810,427	34,470,953
Other Comprehensive Income	(30,841,753)	(19,788,319)	18,520,391	(17,948,762)
Fair Value Gain of Marketable Securities	(6,273,878)	(7,474,176)	209,732	(1,507,792)
Fair Value Gain on Investment in Associate	(25,786,187)	(13,693,908)	18,106,743	(16,932,711)
Share of Other Comprehensive Income of Associate	47,887	5,208	56,257	10,112
Deferred tax Income (Expenses) on Revaluation Surplus of PPE & Fair Value Changes of Mkt. securities	1,170,426	1,374,557	147,658	481,629
Total Comprehensive Income attribute to Ordinary Shareholders	97,852,232	62,009,009	84,330,818	16,522,191
Number of Shares Used to Compute EPS	234,000,000	234,000,000	234,000,000	234,000,000
Earning Per Share (EPS)	0.55	0.35	0.28	0.15

Sd/-
Chairman

Sd/-
Managing Director

Sd/-
Director

Sd/-
Chief Financial Officer

Sd/-
Company Secretary

ORION PHARMA LIMITED AND ITS SUBSIDIARIES
Condensed Consolidated Statement of Changes in Equity (Unaudited)
For Six Month Period Ended 31 December 2018

Amount in BDT

Particulars	Ordinary Share Capital	Share Premium	Reserves	Retained Earnings	Total	Non controlling Interest	Total
Balance at 01 July 2018	2,340,000,000	8,016,892,026	1,944,512,923	4,752,806,310	17,054,211,260	1,065,399,016	18,119,610,276
Net Profit after Tax	-	-	-	481,357,107	481,357,107	49,975,082	531,332,189
Cash Dividend for the year 2017-2018				(351,000,000)	(351,000,000)		(351,000,000)
Fair Value Gain / (Loss) on Investment in Associate			(25,786,187)	-	(25,786,187)	-	25,786,187
Fair Value (Loss)/Gain on Marketable Securities			(6,273,878)	-	(6,273,878)	-	(6,273,878)
Adjustment for sale of Mkt. Securities			4,007,495	-	4,007,495	-	4,007,495
Share of Other Comprehensive Income			47,887	-	47,887	-	47,887
Adjustment of Deferred tax on Revaluation Surplus of PPE & Fair Value Changes of Mkt. securities			1,170,426	-	1,170,426	-	1,170,426
Transfer between Reserve and Retained earnings of Depreciation on Revaluation Surplus			(14,225,455)	14,225,455	-	-	-
Balance at 31 December 2018	<u>2,340,000,000</u>	<u>8,016,892,026</u>	<u>1,903,453,211</u>	<u>4,897,388,872</u>	<u>17,157,734,108</u>	<u>1,115,374,098</u>	<u>18,273,108,206</u>

For Six Month Period Ended 31 December 2017

Amount in BDT

Particulars	Ordinary Share Capital	Share Premium	Reserves	Retained Earnings	Total	Non controlling Interest	Total
Balance at 01 July 2017	2,340,000,000	8,016,892,026	1,976,561,162	4,269,065,600	16,602,518,787	962,615,421	17,565,134,208
Net Profit after Tax	-	-	-	485,514,443	485,514,443	74,880,451	560,394,895
Cash Dividend for the year 2016-2017				(351,000,000)	(351,000,000)		(351,000,000)
Fair Value Gain / (Loss) on Investment in Associate			(13,693,908)	-	(13,693,908)	-	(13,693,908)
Fair Value (Loss)/Gain on Marketable Securities			(7,474,176)	-	(7,474,176)	-	(7,474,176)
Adjustment for sale of Mkt. Securities			4,422,390	-	4,422,390	-	4,422,390
Share of Other Comprehensive Income			5,208	-	5,208	-	5,208
Adjustment of Deferred tax on Revaluation Surplus of PPE & Fair Value Changes of Mkt. securities			1,374,556	-	1,374,556	-	1,374,556
Transfer between Reserve and Retained earnings of Depreciation on Revaluation Surplus			(15,062,726)	15,062,726	-	-	-
Balance at 31 December 2017	<u>2,340,000,000</u>	<u>8,016,892,026</u>	<u>1,946,132,505</u>	<u>4,418,642,767</u>	<u>16,721,667,299</u>	<u>1,037,495,873</u>	<u>17,759,163,172</u>

Sd/-
Chairman

Sd/-
Managing Director

Sd/-
Director

Sd/-
Chief Financial Officer

Sd/-
Company Secretary

ORION PHARMA LIMITED
Condensed Statement of Changes in Equity (Unaudited)
For Six Month Period Ended 31 December 2018

Particulars	Amount in BDT				
	Ordinary Share Capital	Share Premium	Reserves	Retained Earnings	Total
Balance at 01 July 2018	2,340,000,000	8,016,892,026	1,528,864,782	712,942,598	12,598,699,406
Net Profit after Tax	-	-	-	128,693,984	128,693,984
Cash Dividend for the year 2017-2018				(351,000,000)	(351,000,000)
Fair Value Gain /(Loss) on Investment in Associate	-	-	(25,786,187)	-	(25,786,187)
Fair Value Gain/ (Loss) on Marketable Securities	-	-	(6,273,878)	-	(6,273,878)
Adjustment for sale of Mkt. Securities	-	-	4,007,495	-	4,007,495
Share of Other Comprehensive Income	-	-	47,887	-	47,887
Adjustment of Deferred tax on Revaluation Surplus of PPE & Fair Value Changes of Mkt. securities	-	-	1,170,426	-	1,170,426
Transfer between Reserve and Retained earnings of Depreciation on Revaluation Surplus	-	-	(6,291,916)	6,291,916	-
Balance at 31 December 2018	<u>2,340,000,000</u>	<u>8,016,892,026</u>	<u>1,495,738,609</u>	<u>496,928,498</u>	<u>12,349,559,132</u>

For Six Month Period Ended 31 December 2017

Particulars	Amount in BDT				
	Ordinary Share Capital	Share Premium	Reserves	Retained Earnings	Total
Balance at 01 July 2017	2,340,000,000	8,016,892,026	1,545,045,941	864,910,905	12,766,848,872
Net Profit after Tax	-	-	-	81,797,328	81,797,328
Cash Dividend for the year 2016-2017				(351,000,000)	(351,000,000)
Fair Value Gain on Investment in Associates			(13,693,908)		(13,693,908)
Fair Value (Loss)/Gain on Marketable Securities			(7,474,176)		(7,474,176)
Adjustment for sale of Mkt. Securities			4,422,390		4,422,390
Share of Other Comprehensive Income			5,208		5,208
Adjustment of Deferred tax on Revaluation Surplus of PPE & Fair Value Changes of Mkt. securities	-	-	1,374,557	-	1,374,557
Transfer between Reserve and Retained earnings of Depreciation on Revaluation Surplus	-	-	(7,129,187)	7,129,187	-
Balance at 31 December 2017	<u>2,340,000,000</u>	<u>8,016,892,026</u>	<u>1,522,550,824</u>	<u>602,837,420</u>	<u>12,482,280,270</u>

Sd/-
Chairman

Sd/-
Managing Director

Sd/-
Director

Sd/-
Chief Financial Officer

Sd/-
Company Secretary

ORION PHARMA LIMITED AND ITS SUBSIDIARIES

Condensed Consolidated Statement of Cash Flows (Unaudited)

For Six Month Period Ended 31 December 2018

Particulars	Amount In BDT	
	1 July to 31 December 2018	1 July to 31 December 2017
A. Cash Flows from Operating Activities :		
Cash Received from Customers	5,609,954,438	4,886,873,741
Cash Paid to Suppliers	(3,843,259,201)	(3,456,632,889)
Cash Payment for Operating Expenses	(582,171,593)	(292,309,273)
Cash Generated from Operation	1,184,523,645	1,137,931,578
Cash Payment for Income Tax	(18,056,534)	(13,241,978)
Net Cash Generated from/ (Used in) Operating Activities	1,166,467,111	1,124,689,600
B. Cash Flows from Investing Activities :		
Acquisition of Property, Plant & Equipment	(150,834,028)	(193,154,214)
Capital Work in Progress	(387,189,833)	(138,849,426)
Investment in Subsidiaries, Associate & Securities Others	8,679,756	(991,111)
Interest, Dividend & Others	91,202,729	(1,559,764)
Net Cash Received from/ (Used in) Investing Activities	(438,141,377)	(334,554,515)
C. Cash Flows from Financing Activities :		
Long Term Loan Received/ (Repaid)	(448,843,947)	(634,056,854)
Short Term Loan Received/ (Repaid)	(141,746,211)	202,610,207
Financial expenses paid	(307,508,072)	(308,790,997)
Dividend paid	(56,658,450)	(66,199,274)
Net Cash Received from/ (Used in) Financing Activities	(954,756,680)	(806,436,919)
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	(226,430,945)	(16,301,833)
Cash & Cash Equivalents at the beginning of the period	507,050,408	278,802,970
Cash & Cash Equivalents at the end of the period	280,619,464	262,501,137
Number of Shares Used to Compute NOCFPS	234,000,000	234,000,000
Operating Cash Flow Per Share	4.98	4.81

Sd/-
Chairman

Sd/-
Managing Director

Sd/-
Director

Sd/-
Chief Financial Officer

Sd/-
Company Secretary

ORION PHARMA LIMITED
Condensed Statement of Cash Flows (Unaudited)
For Six Month Period Ended 31 December 2018

Particulars	Amount In BDT	
	1 July to 31 December 2018	1 July to 31 December 2017
A. Cash Flows from Operating Activities :		
Cash Received from Customers	1,139,125,448	1,019,410,317
Cash paid to Suppliers	(386,494,322)	(390,626,984)
Cash Payment for Operating Expenses	(582,171,592)	(292,309,273)
Cash Generated from Operation	170,459,535	336,474,059
Cash Payment for Income Tax	(18,056,534)	(13,241,978)
Net Cash Generated from/ (Used in) Operating Activities	152,403,001	323,232,081
B. Cash Flows from Investing Activities :		
Acquisition of Property, Plant & Equipment	(148,250,541)	(185,782,704)
Capital Work in Progress	(387,189,833)	(138,849,426)
Investment in Subsidiaries, Associate, Securities & Others	8,679,756	(991,112)
Interest, Dividend & Others	91,202,729	(1,559,764)
Net Cash Received from / (Used in) Investing Activities	(435,557,890)	(327,183,005)
C. Cash Flows from Financing Activities :		
Long Term Loan Received/ (Repaid)	180,235,719	(524,042,295)
Short Term Loan Received/ (Repaid)	(23,641,117)	696,857,268
Cash dividend paid	(56,658,450)	(66,199,274)
Interest Paid	(120,835,639)	(101,159,286)
Net Cash Received from/ (Used in) Financing Activities	(20,899,487)	5,456,413
Net Increase/ (Decrease) in Cash & Cash Equivalents (A+B+C)	(304,054,377)	1,505,489
Cash & Cash Equivalents at the beginning of the period	332,655,011	71,264,335
Cash & Cash Equivalents at the end of the period	28,600,634	72,769,824
Number of Shares Used to Compute NOCFPS	234,000,000	234,000,000
Operating Cash Flow Per Share	0.65	1.38

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
Chairman	Managing Director	Director	Chief Financial Officer	Company Secretary

ORION PHARMA LIMITED AND ITS SUBSIDIARIES
Selected Explanatory Notes to the Condensed Consolidated Financial Statements
For Six Month Period Ended 31 December 2018 (Half Yearly)

1 Reporting Entity

1.1 Background of the Entity

Orion Pharma Limited, earlier called Orion Laboratories Limited was incorporated in 1965 as a private limited company. The Company was converted into a public limited company on 24 July 2010. The registered office of the company is at 153-154, Tejgaon I/A, Dhaka-1208, Bangladesh.

The Company is listed both with Dhaka Stock Exchange Limited (DSE) and Chittagong Stock Exchange Limited (CSE) on 20 March 2013.

1.2 Nature of Business

Orion Pharma Limited is engaged in the creation and discovery, development, manufacturing and marketing of pharmaceutical products including vaccines and health- related consumer products.

1.3 Subsidiary Companies

1.3.1 Orion Power Meghnaghat Limited

Orion Power Meghnaghat Ltd. was incorporated on 30 June 2010 as a public limited company under the Companies Act, 1994 with authorized share capital of Tk. 4,000,000,000 divided into 400,000,000 Ordinary shares of Tk. 10 each. The company implemented a 100 MW HFO Power based Plant on quick rental basis in Meghnaghat, Dhaka with machineries and equipment supplied by Wartsila OY, Finland. The generated output of 105 MW electricity is being regularly supplied to national grid. Orion Pharma Ltd. holds 95% of equity share of this company directly.

1.3.2 Dutch Bangla Power & Associates Limited

Dutch Bangla Power & Associates Ltd. was incorporated on 1 July 2010 as a public limited company under the Companies Act, 1994 with authorized share capital of Tk. 1,000,000,000 divided into 100,000,000 ordinary shares of Tk. 10 each. The Company was awarded by the Government of Bangladesh and BPDB to implement 100 MW HFO Power Plant on quick rental basis in Siddhirganj, Narayanganj with machineries and equipment supplied by Wartsila OY, Finland. The generated output of 105 MW electricity is being regularly supplied to national grid. Orion Pharma Ltd. holds 67% of equity share of this Company.

1.4 Associate Company

Orion Infusion Limited

Orion Infusion Limited is a public limited company incorporated in Bangladesh on May 05, 1983 and is now operating under the banner of Orion Group. Other shareholders of the company are sponsor shareholders, foreign investors, financial institutions and general public.

The Company was listed with Dhaka Stock Exchange Limited (DSE) on 05 October 1994 and Chittagong Stock Exchange Limited (CSE) on 22 September 1996. Orion Pharma Ltd. holds 21.76 % of equity share of this company directly.

ORION PHARMA LIMITED AND ITS SUBSIDIARIES
Selected Explanatory Notes to the Condensed Consolidated Financial Statements
For Six Month Period Ended 31 December 2018 (Half Yearly)

2 Basis of Preparation

2.1 Statement of Compliance

These Condensed Interim Financial Statements of the company comprised the company's and its subsidiaries (together referred to as the 'Group' and individually as 'Group entities') and the Group's interest in associates have been prepared in accordance with International Financial Reporting Standards (IFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB), in particular International Accounting Standard (IAS) 34: *Interim Financial Reporting*, the Companies Act 1994, Securities and Exchange Rules 1987 and other applicable local laws and regulations.

2.2 Components of the Condensed Financial Statements

According to IAS-34 'Interim Financial Reporting', these interim financial statements include the following components-

- i. Condensed Consolidated Statement of Financial Position
- ii. Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income
- iii. Condensed Consolidated Statement of Changes in Equity
- iv. Condensed Consolidated Statement of Cash Flows
- v. Selected Explanatory Notes to the Condensed Consolidated Financial Statements

2.3 Basis of Measurement

The financial statements have been prepared on historical cost basis except for certain assets which are stated either at revalued amount or fair market value.

2.4 Functional and Presentation Currency

The financial statements are prepared and presented in Bangladesh Taka (Taka/Tk./BDT), which is the company's functional and presentation currency. All amounts have been rounded off to the nearest integer.

2.5 Reporting Period

These Condensed Interim Financial Statements of the company cover six month period from 1 July 2018 to 31 December 2018.

3 Accounting Policies and Methods of Computations

The accounting policies and methods of computations followed in preparing these financial statements are same as those used in the annual financial statements prepared and published for the year ended 30 June 2018. These Condensed Interim Financial Statements have not been audited by auditors.

4 Subsequent Events

No material events occurred after the reporting date, non-disclosure of which could affect the ability of the users of the financial statements to make proper evaluation and decision.

5 Acquisition of Property, Plant & Equipments of Orion Pharma Ltd. and its subsidiaries during three month Period

SL. NO	Particulars	Addition during the period (Taka)
1	Land & Land Development	4,000,000
2	Factory & Office Building	10,335,966
3	Plant & Machinery	63,698,736
4	Furniture & Fixtures	41,211,589
5	Office Equipment	31,584,510
6	Vehicles	3,228
Total		150,834,028

ORION PHARMA LIMITED AND ITS SUBSIDIARIES
Selected Explanatory Notes to the Condensed Consolidated Financial Statements
For Six Month Period Ended 31 December 2018 (Half Yearly)

6 Deferred Tax Liability

Opening Balance	78,995,050
Adjustment during the year on deferred tax on historical cost of PPE (Note 6.1)	513,506
Adjustment of deferred tax on revaluation Surplus of Mkt.securities & PPE(Note 20.02)	(1,170,426)
	78,338,130

6.1 Deferred Tax Expenses/(Income)

Particulars	Tax Base	Accounting Base	(Taxable)/ Deductable Temporary Difference	Deferred Tax Liability as on 31.12.2018
Written Down Value of Property Plant and Equipment	852,493,540	952,630,508	(100,136,968)	(25,034,242)
Deferred Tax Liability (Opening)				24,520,736
Deferred Tax Liability (Closing)				25,034,242
Deferred Tax (Expenses) / Income				(513,506)

6.2 Adjustment of deferred tax on revaluation Surplus

Deferred tax liability on revaluation surplus (Closing) (Note 6.2.1)	53,303,888
Deferred tax liability on revaluation surplus (Opening)	54,474,314
Deferred Tax Expenses / (Income)	(1,170,426)

6.2.1 Adjustment of Deferred Tax on Revaluation Surplus

Particulars	Written down Value as at 31 December 2018		(Taxable)/ Deductable Temporary Difference	Deferred Tax Liability as on 31.12.2018
	Tax Base	Accounting Base		
Revaluation reserved on Land & Land Development	-	1,298,728,729	(1,298,728,729)	(38,961,862)
Revaluation reserved Factory & Office Building	-	79,380,729	(79,380,729)	(11,907,109)
Revaluation reserved Plant & Machinery	-	26,072,456	(26,072,456)	(3,910,868)
Revaluation reserve on marketable	-	(14,759,517)	14,759,517	1,475,952
				(53,303,888)

Discloser as per BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81, Dated: 20 June 2018.

7 Share Capital

Authorized Capital	5,000,000,000
50,00,00,000 Ordinary Shares of Tk. 10 each	
Subscribed and Paid-up Capital	2,340,000,000
23,40,00,000 Ordinary Shares of Tk. 10 each	

ORION PHARMA LIMITED AND ITS SUBSIDIARIES
Selected Explanatory Notes to the Condensed Consolidated Financial Statements
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Shareholding Position of the Company

Range of Shareholding	Number of Shareholders	Number of Shares	Holding %
			31-Dec-18
Up to 500 Shares	27,215	7,229,100	3.09
501 to 5,000 Shares	3,997	7,717,500	3.30
5001 to 10,000 Shares	747	5,420,300	2.32
10,001 to 20,000 Shares	401	550,200	0.24
20,001 to above	367	213,082,900	91.06
Total	32,727	234,000,000	100.00

Categories of Shareholders	Number of Shareholders	Number of Shares	Holding %
			31-Dec-18
Sponsors	5	74,841,600	31.98
Foreign Investor	191	9,225,528	3.94
Financial Institutions	220	111,273,123	47.55
General Public	32,311	38,659,749	16.52
Total	32,727	234,000,000	100.00

8 Reserves

Fair value gain on investment in associates (Note -8.1)	156,359,944
Fair value gain / loss on marketable securities (Note -8.2)	(13,283,565)
Share of other comprehensive income (Note - 8.3)	6,022,036
Revaluation surplus on property, plant and equipment (Note -8.4)	1,754,354,797
Total	<u>1,903,453,211</u>

8.1 Fair value gain on investment in associates

Opening balance	182,146,131
Fair value gain/ (loss) during the period	(25,786,187)
	<u>156,359,944</u>

8.2 Fair value gain/(loss) on marketable securities

Opening balance	(11,243,821)
Adjustment of sale of Mkt. securities	4,007,495
Fair Value gain/ (loss) on Marketable securities D/Y (Note - 8.2.1)	(6,273,878)
Transfer to differed tax assets/(liabilities)	226,638.28
	<u>(13,283,565)</u>

8.2.1 Fair value gain/(loss) on marketable securities during the period

Unrealized Gain/(Loss) position (Closing)	(14,759,517)
Unrealized Gain/(Loss) position (Opening)	(12,493,134)
Total change during the period	<u>(2,266,383)</u>
Fair Value adjustment for sale of Securities (Realized Loss)	(4,007,495)
Unrealized Gain/(Loss) during the period	<u>(6,273,878)</u>

8.3 Share of other Comprehensive income

Opening Balance	5,974,149
Add: Addition during the period	47,887
	<u>6,022,036</u>

8.4 Revaluation surplus on property, plant & equipment

Opening balance	1,767,636,466
Adjustment during the year to retained earnings	(14,225,455)
Adjustment of deferred tax liabilities	943,787
	<u>1,754,354,797</u>

ORION PHARMA LIMITED AND ITS SUBSIDIARIES
Selected Explanatory Notes to the Condensed Consolidated Financial Statements
For Six Month Period Ended 31 December 2018 (Half Yearly)

9 Net Assets Value (NAV) Per Share

Total Assets	31,704,185,892
Total Liabilities	14,546,451,784
Net Assets	17,157,734,108
No of shares	234,000,000
Net Assets Value (NAV) Per Share	73.32

10 Earnings per share (EPS)

Net profit after tax	481,357,108
Weighted average ordinary shares outstanding during the period	234,000,000
Earning per share	2.06

11 Net Operating Cash Flows Per Share (NOCFPS)

Net Cash Generated from/(Used in) Operating Activities	1,166,467,111
Number of Shares Used to Compute NOCFPS	234,000,000
Net Operating Cash Flow Per Share	4.98

12 Reconciliation of Net operating cash flow under Indirect Method

Particulars	31-Dec-18
Net profit after tax	481,357,108
Depreciation expenses	410,945,646
Workers profit participation fund	(220,643)
Share of profit from associate	(4,917,300)
Non controlling interest	49,975,082
Income tax expenses	33,406,575
Increase/(Decrease) in Receivables	128,762,957
Increase/(Decrease) in Inventory	(175,372,766)
Increase/(Decrease) in Payable	123,553,936
Increase/(Decrease) in accrued expenses	52,858,247
Increase/(Decrease) in Advance Deposit & Prepayments	(179,479,189)
Cash Generated from operations	920,869,652
Financial expenses	354,856,722
Income taxes paid	(18,056,534)
Non Operating Income / (Loss)	(91,202,729)
Net Cash Flow from Operating Activities	1,166,467,111
Net Operating Cash Flow Per Share (NOCFPS)	4.98

Sd/-
Chairman

Sd/-
Managing Director

Sd/-
Director

Sd/-
Chief Financial Officer

Sd/-
Company Secretary