United Power Generation & Distribution Company Ltd.

Auditor's Report and Consolidated Financial Statements

For the year ended 30 June 2026

S. F. AHMED & CO.
Chartered Accountants

WE ARE AN INDEPENDENT MEMBER OF
THE GLOBAL ADVISORY
AND ACCOUNTING NETWORK

House # 51 (2nd & 3rd Floors), Road # 09, Block # F, Banani, Dhaka-1213.

United Power Generation & Distribution Company Ltd.

Auditor's Report and Consolidated Financial Statements

For the year ended 30 June 2026

S. F. AHMED & CO.
Chartered Accountants | since 1958
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Independent Auditor's Report
to
The Shareholders of United Power Generation & Distribution Company Ltd.

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of United Power Generation & Distribution Company Ltd. (the "Company" or "UPGDCL") and its subsidiaries (together referred to as the "Group"), which comprise the consolidated statement of financial position as at 30 June 2026, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 30 June 2026, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs)

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our ethical responsibilities in accordance with the IESBA Code and the Institute of Chartered Accountants of Bangladesh (ICAB) Bye Laws. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

1. We draw attention to Note 50.2 to the consolidated financial statements, which describes the contingent liability arising from the ongoing dispute between the Company and its gas suppliers, Titas Gas Transmission & Distribution Company PLC (TGTDPLC) and Karnaphuli Gas Distribution Company Limited (KGDCL), regarding the applicable gas tariff rates. As at 30 June 2026, TGTDPLC and KGDCL had outstanding claim of BDT 6,388,710,741.63 and BDT 5,525,187,718.58, respectively. Against these disputed claims, the Company has recognized a provision of BDT 3,936,699,997 for gas charges at captive power producer rates relating to gas consumed to generate electricity supplied to customers other than the national grid and the Bangladesh Export Processing Zones Authority (BEPZA).

   As disclosed in the aforesaid note, the Company challenged the relevant decision of the Energy and Mineral Resources Division (EMRD) through writ petitions before the High Court Division of the Supreme Court of Bangladesh and subsequent review proceedings before the Appellate Division, which were discharged. Despite subsequent decisions of EMRD and continued discussions with the relevant authorities, the dispute remains unresolved. EMRD has constituted a committee to examine and resolve the dispute concerning the claimed gas bills and applicable tariff rates. The ultimate outcome of the matter and its financial implications, including any additional liability that may arise, remain uncertain pending resolution by the relevant authorities.

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2. We draw attention to Note 44 to the consolidated financial statements, which describes significant related party transactions between the group entities. These transactions occurred to address the funding requirements resulting from delays in receiving payments from customers, particularly BPDB, and the need to maintain adequate fuel stocks for power generation. Our opinion is not modified in respect of this matter.

3. We draw attention to Note 59(J) to the consolidated financial statements, which describes management's treatment of dividends received from subsidiaries out of their tax-exempt profits as exempt from income tax, based on the opinions of legal counsel and the judgment of the Appellate Division of the Honorable Supreme Court of Bangladesh. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of key audit matters	How the matters were addressed in our audit
Revenue recognition and receivables	
The Group recognized revenue amounting to BDT. 32,016,680,131 (Company: BDT. 26,839,875,091). The principal activity of the group is generating electricity and the sale of the same to the customers mainly BREB, BPDB, BEPZA and private customers. Revenue recognition and the assessment of the recoverability of trade receivables were considered a key audit matter due to the significance of revenue generated from electricity sales and the degree of judgment involved in determining the amounts to be recognized and the recoverability of billed revenue. Revenue from the sale of electricity is recognized based on meter readings, subject to the terms and conditions of the relevant Power Purchase Agreements (PPAs) and Power Supply Agreements (PSAs). The electrical energy supplied during the relevant period is verified by the customer or the relevant government authority through physical inspection of meters and/or examination of meter-generated reports. Monthly energy supplied is evidenced by the approval of professional engineers representing the Company and the respective customers. The meters are periodically calibrated and certified by independent professional engineers. Revenue arising from capacity payments, fuel supply, true-up adjustments and other contractual entitlements is recognized in accordance with the relevant contractual provisions and supporting documentation. The determination of revenue amounts, resolution of billing discrepancies and assessment of the	Our audit procedures included, among others, the following: • Evaluated the appropriateness of the Group's revenue recognition policies against the requirements of the applicable financial reporting framework and relevant industry practices. • Examined the relevant PPAs and PSAs and independently recalculated selected revenue invoices to assess whether the amounts charged were consistent with the contractual terms. • Evaluated the design and implementation of relevant internal controls over revenue recognition and performed tests of operating effectiveness, where applicable. • Assessed the basis and assumptions used in calculating accrued revenue, including the accuracy and appropriateness of the underlying data and supporting documentation. • Examined subsequent receipts against outstanding receivables to assess the recoverability of amounts due from customers. • Discussed with management the status of communications and negotiations with customers and relevant authorities, including BEPZA, BPDB and BREB, concerning the verification, reconciliation and settlement of outstanding invoices. • Evaluated management's assessment of the recoverability of outstanding receivables and the adequacy of impairment provisions, taking into account the available supporting evidence, subsequent collections and the status of unresolved billing matters.

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Description of key audit matters	How the matters were addressed in our audit
recoverability of outstanding receivables require management to exercise judgment, particularly where invoices remain subject to customer verification, reconciliation or settlement. Given the significance of revenue to the financial statements and the judgment involved in evaluating outstanding billed and accrued revenue, including the adequacy of any impairment provision, we considered this area to be a key audit matter. See notes 59(F), 32 and 9.1 to the consolidated financial statements.	
Cost of Sales and Measurement of Related Payables.	
The Group's cost of sales mainly comprises fuel and energy costs. These are the cost of natural gas consumed by the DEPZ, CEPZ and Sylhet 28 MW plants and by the 195 MW plant of United Ashuganj Energy Ltd., and the cost of heavy fuel oil (HFO) consumed by the Anwara 300 MW and Jamalpur 115 MW plants. Other significant components of cost of sales are depreciation, spare parts and lubricants, and operation and maintenance (O&M) charges payable to United Engineering and Power Service Ltd. (UEPSL), a related party, under the respective O&M agreements. The measurement of fuel and energy costs involves judgment, particularly in determining natural gas costs using metered consumption and the applicable contractual tariff, including the implications of the disputed gas tariff arrangements. HFO costs require appropriate verification of purchase quantities, prices, foreign currency liabilities and consumption, as these costs also affect fuel payment claims submitted to BPDB under the relevant Power Purchase Agreements (PPAs). Furthermore, the completeness and accuracy of supplier liabilities depend on the proper recording of purchases, consumption, accrued expenses and transactions occurring around the reporting date. Given the materiality of cost of sales and related payables, the significance of fuel procurement and consumption, the extent of related-party transactions, and the judgment involved in measuring gas costs and associated liabilities, we considered this area to be a key audit matter. See notes 8, 27, 30, 33, 44, 59(C) and 59(D) to the consolidated financial statements.	Our audit procedures included, among others, the following: • Obtained an understanding of the Group's procurement and purchasing processes for natural gas, HFO, spare parts and lubricants through walkthroughs with relevant store and supply chain personnel, and assessed the design and implementation of key controls over purchases, goods receipts and liability recognition. • Verified, on a sample basis, gas costs against monthly bills issued by Titas Gas Transmission & Distribution Company PLC, Karnaphuli Gas Distribution Company Limited and Jalalabad Gas Transmission and Distribution System Limited, and recalculated the charges using recorded meter consumption and the applicable tariff. • Evaluated the measurement of outstanding gas payables in light of the status of the disputed gas tariff arrangements disclosed in Note 50.2 to the consolidated financial statements. • Examined selected HFO purchases against letters of credit, commercial invoices, bills of lading, customs documentation and cargo inspection or survey reports, and assessed the translation of foreign currency payables at the applicable reporting-date exchange rates. • Reconciled fuel consumption with plant generation records and fuel claims submitted to BPDB, and performed analytical procedures comparing fuel costs per unit of electricity generated across plants and with the prior year. • Reviewed HFO inventory movements, including opening balances, purchases, inter-plant transfers, consumption and closing balances, and attended the year-end physical count of fuel and spare parts.

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Description of key audit matters	How the matters were addressed in our audit
	• Verified O&M charges against the relevant agreements with UEPSL and supporting invoices, and recalculated depreciation charged to cost of sales on a sample basis. • Obtained supplier balance confirmations, where applicable, and reconciled significant supplier balances with the relevant statements of account. • Tested purchase and expense cut-off and searched for unrecorded liabilities by examining subsequent payments, invoices received after the reporting date and other relevant supporting documents. • Evaluated the nature, terms and accounting treatment of related-party purchases and inventory transfers, including the adequacy of the related disclosures in Note 44 to the consolidated financial statements. • Assessed the adequacy and appropriateness of the Group's disclosures concerning cost of sales, fuel procurement, related payables and the associated tariff uncertainties.
Additional Claims by Gas Suppliers in Respect of Gas Tariffs	
The Company (UPGDCL) is involved in ongoing disputes with its gas suppliers, Titas Gas Transmission & Distribution Company Limited PLC and Karnaphuli Gas Distribution Company Limited, concerning additional gas charges arising from the applicable gas tariff for gas-based power plants. The suppliers have outstanding claims of BDT 6,388,710,741.63 and BDT 5,525,187,718.58 in respect of the Company's Dhaka Export Processing Zone (DEPZ) and Chittagong Export Processing Zone (CEPZ) plants, respectively, pursuant to a decision of the Ministry of Power, Energy and Mineral Resources. The Company challenged the relevant decision of the Energy and Mineral Resources Division (EMRD) and the resulting claims by filing separate writ petitions before the High Court Division of the Supreme Court of Bangladesh on 22 May 2019 and 23 June 2019, respectively. The High Court Division declined to interfere with the decision of EMRD. Subsequently, the Company's review petition for leave to appeal and civil review petition before the Appellate Division were both discharged. The applicable gas tariff for the interim period from January 2018 to January 2023 remained unresolved following the judicial proceedings. Although the Company made repeated applications seeking clarification from EMRD regarding the applicable tariff for this period, no	Our audit procedures included, among others, the following: • Discussed the material legal proceedings and related developments with the Company's Legal Department. • Examined relevant legal documents, court judgments, review petitions, regulatory decisions and correspondence relating to the disputed gas tariff and the additional claims raised by the gas suppliers. • Obtained an understanding of management's assessment of the disputed claims, including the basis for determining the potential obligation and the rationale for recognizing a partial provision. • Made inquiries of management and critically evaluated its assessment of the potential outcomes of the legal and regulatory proceedings, including the implications of the relevant court decisions and subsequent EMRD office orders. • Obtained and evaluated the legal assessment and opinions of the Company's external legal counsel concerning the status and potential outcome of the disputes. • Assessed the reasonableness of management's estimation of the provision, including the assumptions and supporting evidence used in determining the amount recognized. • Evaluated the adequacy and appropriateness of the disclosures in the financial statements

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Description of key audit matters	How the matters were addressed in our audit
specific direction was issued to resolve the matter. In the meantime, the Company continued to pay for gas consumed in generating electricity supplied to other customers at the captive gas tariff, in accordance with EMRD's decision dated 15 October 2023. On 2 March 2025 and 18 March 2025, EMRD issued two office orders revoking its earlier decision dated 15 October 2023 and instructing Petrobangla and the Bangladesh Energy Regulatory Commission (BERC) to collect payments from the Company at the captive gas tariff, affecting the pricing of gas consumed for electricity supplied to BEPZA during the relevant period. Subsequently, on 6 September 2026, EMRD constituted a nine-member committee, pursuant to a decision of the Honourable Minister of the Ministry of Power, Energy and Mineral Resources, to review and resolve the outstanding gas tariff and related billing issues. In view of the ongoing legal and regulatory developments, the unresolved tariff determination and the uncertainty surrounding the final settlement of the suppliers' claims, management has determined that the potential additional obligation cannot be reliably estimated in its entirety at this stage. Accordingly, management has recognized a partial provision based on its best estimate of the obligation in the accompanying financial statements. Given the materiality of the claims, the complexity of the related legal and regulatory proceedings, the uncertainty surrounding the applicable gas tariff and the significant judgment involved in determining the appropriate provision and related disclosures, we considered this matter to be a key audit matter. See notes 59(G) and 50.2 to the consolidated financial statements.	regarding the nature of the disputed claims, the related uncertainties, the provision recognized and the potential financial implications of the outstanding matters.
Accuracy and Completeness of Related Party Transaction Disclosures	
The Company and its subsidiaries enter into various transactions with entities within the Group and other related parties in the ordinary course of their business operations. These transactions may involve significant balances and financial activities that require appropriate identification, measurement and disclosure in accordance with the applicable financial reporting framework. The identification of related parties and the	Our audit procedures included, among others, the following: • Obtained an understanding of the Group's policies, procedures and internal controls for identifying related parties, recording related party transactions and ensuring the completeness and accuracy of the related disclosures in the financial statements. • Evaluated the identification of related parties and obtained an understanding of the nature

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Description of key audit matters	How the matters were addressed in our audit
accurate and complete disclosure of related party transactions and outstanding balances require management to maintain appropriate records, identify relevant relationships and ensure that all transactions are properly captured and disclosed in the financial statements. Furthermore, as the Company is a listed entity, related party transactions are subject to applicable statutory and regulatory requirements, including relevant disclosure and compliance obligations. Considering the extent of transactions with related parties, the risk of incomplete or inaccurate disclosure, and the regulatory requirements applicable to a listed entity, we considered the accuracy and completeness of related party transaction disclosures to be a key audit matter. See notes 44 to the consolidated financial statements.	and business rationale of significant transactions with related parties, including the basis of pricing and the consideration of arm's-length terms, where applicable. • Reconciled, on a sample basis, the amounts disclosed in the financial statements with the underlying accounting records, supporting documents and relevant agreements. • Reviewed statutory records, books of account, relevant correspondence and other information obtained during the audit to identify related party relationships, transactions or balances that might not have been appropriately disclosed. • Assessed the completeness, accuracy and adequacy of the related party disclosures against the requirements of the applicable financial reporting framework. • Evaluated compliance with applicable statutory and regulatory requirements governing related party transactions of listed entities.
Taxation, Deferred Tax and Other Regulatory Matters	
The determination of the Company's current and deferred tax liabilities and compliance with applicable tax and other regulatory requirements involve significant judgment, particularly in relation to tax exemptions, the allocation of revenue and expenses among different operational units, the recognition and measurement of deferred tax assets and liabilities, the tax treatment of dividend income and withholding tax obligations. Under the approvals granted by the National Board of Revenue (NBR), the Company's units, other than the existing plants at Dhaka Export Processing Zone (DEPZ) and Chittagong Export Processing Zone (CEPZ), are exempt from income tax on their business income. Accordingly, the determination of taxable income requires appropriate segregation of revenue and related expenses between taxable and tax-exempt operations. The Company maintains separate meters for the existing plants, extension areas and private customers. Revenue and gas costs are allocated based on meter readings and actual gas consumption, while overhead expenses are allocated on a pro rata basis according to the quantity of electricity generated. Income tax is therefore calculated on the profits attributable to the existing plants and on other taxable income of the remaining units. The recognition and measurement of deferred tax also require management to exercise judgment in identifying temporary differences	Our audit procedures included, among others, the following: • Obtained an understanding of the Company's tax positions, relevant internal controls and procedures for allocating revenue, gas costs and overhead expenses between taxable and tax-exempt operations. • Examined the relevant NBR approvals and supporting documentation to assess the eligibility of the respective units for income tax exemptions and evaluated the Company's compliance with the applicable conditions. • Tested, on a sample basis, the allocation of revenue and gas costs with reference to meter readings, actual gas consumption and other supporting records, and assessed the basis used to allocate overhead expenses. • Recalculated selected components of taxable income and the related current income tax expense to assess the accuracy of management's tax computations. • Evaluated management's identification and measurement of temporary differences between the carrying amounts of assets and liabilities and their respective tax bases, and assessed the recognition and measurement of deferred tax assets and liabilities in accordance with the applicable financial reporting framework. • Assessed the tax rates applied in calculating deferred tax balances, including whether the relevant tax exemptions had been appropriately considered and whether the rates used

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Description of key audit matters	How the matters were addressed in our audit
between the carrying amounts of assets and liabilities in the financial statements and their corresponding tax bases. This assessment includes determining the applicability of tax exemptions to the relevant operations, the tax rates expected to apply when temporary differences reverse, and the recoverability of deferred tax assets, where applicable. The complexity of the Company's tax exemption arrangements and the allocation of income between taxable and tax-exempt operations may affect the determination of the appropriate deferred tax balances. Furthermore, based on opinions obtained from legal counsel and the judgment of the Appellate Division of the Supreme Court of Bangladesh, management has adopted the position that dividends received from tax-exempt profits retain their tax-exempt status and, accordingly, withholding tax should not apply to dividends received or paid by the Company. The appropriateness of this tax treatment and the related withholding tax position require careful consideration of the applicable tax legislation, regulatory directives and relevant judicial decisions. The Group has no employees of its own, as all operation and maintenance activities are performed by employees of a separate entity under operation and maintenance (O&M) agreements. Management has therefore concluded that no provision for workers' profit participation fund (WPPF) is required. Considering the significance of the current and deferred tax balances, the judgment involved in determining taxable income and deferred tax amounts, the interpretation of legal and regulatory requirements concerning dividend withholding tax, and the Company's compliance obligations as a listed entity, we considered taxation, deferred tax and other regulatory matters to be a key audit matter. See notes 31, 39, 59(J) and 54 to the consolidated financial statements.	reflected the tax treatment expected to apply when the temporary differences reverse. • Evaluated management's assessment of the recoverability of deferred tax assets, where recognized, by examining the supporting forecasts of future taxable profits and other relevant evidence. • Reviewed the relevant legal opinions, judicial decisions, correspondence with taxation authorities and other supporting documentation concerning the tax treatment of dividends and the applicability of withholding tax. • Reviewed the Company's statutory records, accounting books and other relevant documents to assess compliance with applicable tax and regulatory requirements. • Examined the O&M agreements to understand the allocation of operational responsibilities and assessed management's basis for concluding that no WPPF provision was required, together with the related financial statement disclosures, including related-party disclosures where applicable. • Assessed the adequacy and appropriateness of the Company's disclosures concerning current tax, deferred tax, tax exemptions, dividend withholding tax and other material tax and regulatory uncertainties.

Other Matters

The consolidated financial statements of United Power Generation & Distribution Company Ltd. and its subsidiaries for the year ended 30 June 2025 were audited by another auditor who expressed an unmodified opinion on those statements on 26 October 2025.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those Charged with Governance for the Consolidated Financial Statements

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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



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

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

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

Report on other Legal and Regulatory Requirements

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

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:

b) in our opinion, proper books of accounts as required by law have been kept by the Group so far as it appeared from our examination of these books;

c) the statement of financial position and the statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account; and

d) the expenditure incurred was for the purposes of the Group's Business.

Firm's Name	:	S. F. Ahmed & Co., Chartered Accountants
Firm's Registration No.	:	10898 E.P, As Partnership Act 1932
Signature	:	S. F. Ahmed & Co.
Engagement Partner Name	:	Md. Enamul Haque Choudhury, FCA, Senior Partner/ Enrollment No. 471
Date	:	27 October 2026

United Power Generation & Distribution Company Ltd.
Consolidated Statement of Financial Position
As at 30 June 2026

	Note	Amount in Taka	
		30 June 2026	30 June 2025
Assets			
Property, plant and equipment	5	26,984,399,540	30,216,718,591
Capital work in progress	6	2,460,789,942	2,393,995,383
Right of use assets	7	100,258,106	115,685,195
Non-current assets		**29,545,447,588**	**32,726,399,169**
Inventories	8	3,403,243,366	3,859,617,356
Trade and other receivables	9	21,722,281,297	15,536,586,008
Receivable from related parties	10	14,617,683,759	23,531,870,974
Advances, deposits and prepayments	11	144,280,245	189,551,451
Investment in marketable securities	12	31,308,157	136,050,400
Advance income tax	13	211,411,576	244,251,022
Cash and cash equivalents	14	917,088,255	1,078,973,929
Current assets		**41,047,296,655**	**44,576,901,140**
Total assets		**70,592,744,243**	**77,303,300,309**
Equity			
Share capital	15	5,796,952,700	5,796,952,700
Share premium	16	2,046,000,000	2,046,000,000
Revaluation surplus	17	53,406,967	54,085,747
Retained earnings	18	40,407,505,263	34,936,424,362
Equity attributable to the owners of the Company		**48,303,864,930**	**42,833,462,809**
Non-controlling interests	19	**727,810,303**	**583,750,492**
Total equity		**49,031,675,233**	**43,417,213,301**
Liabilities			
Preference share capital -non-current portion	20	825,000,000	952,500,000
Long term loan- non-current portion	21	-	331,839,909
Security money received	23	2,071,742	2,700,000
Lease liabilities non-current portion	24	33,236,149	19,037,817
Deferred tax liability	25	4,067,624	-
Non-current liabilities		**864,375,515**	**1,306,077,727**
Deferred revenue	26	95,240,192	126,986,923
Trade and other payables	27	7,653,230,050	7,945,516,745
Unclaimed dividend	28	181,445,867	129,050,982
Accrued expenses	29	394,923,626	166,207,112
Long term loan - current portion	21	353,701,986	351,397,758
Short term loan	22	5,853,404,829	9,312,593,619
Preference share capital - current portion	20	255,000,000	247,500,000
Lease liabilities - current portion	24	2,563,913	1,212,082
Payable to related parties	30	5,848,432,681	14,024,595,461
Current tax liabilities	31	58,750,351	274,948,598
Current liabilities		**20,696,693,495**	**32,580,009,281**
Total liabilities		**21,561,069,010**	**33,886,087,008**
Total equity and liabilities		**70,592,744,243**	**77,303,300,309**
Net asset value per share	41	**83.33**	**73.89**

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

Company Secretary **Director** **Managing Director**

See the annexed report of even date

Dated, Dhaka;
27 October 2026

Md. Enamul Haque Choudhury, FCA
Senior Partner
S. F. Ahmed & Co.
Chartered Accountants

United Power Generation & Distribution Company Ltd.
Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2026

	Note	Amount in Taka	
		30 June 2026	30 June 2025
Revenue	32	32,016,680,131	39,085,076,049
Cost of sales	33	(20,942,634,089)	(25,829,647,797)
Gross profit		**11,074,046,042**	**13,255,428,252**
General and administrative expenses	34	(273,428,320)	(64,974,348)
Other income/(expenses)	35	(44,878,564)	(9,703,904)
Operating profit		10,755,739,158	13,180,750,000
Foreign exchange gain/(loss)	36	(18,030,081)	(60,334,774)
Net Finance income/(cost)	37	(1,247,805,383)	(662,358,982)
Profit before tax		**9,489,903,694**	**12,458,056,244**
Deferred tax expenses	38	(4,067,624)	-
Current tax expenses	39	(57,742,882)	(274,480,716)
Profit after income tax		**9,428,093,188**	**12,183,575,528**
Other comprehensive income		-	-
Total comprehensive income		**9,428,093,188**	**12,183,575,528**
Total comprehensive income attributable to:			
Owners of the Company		9,238,421,376	11,976,330,666
Non-controlling interests	19	189,671,812	207,244,864
Total comprehensive income		**9,428,093,189**	**12,183,575,530**
Earnings per share	40	**15.94**	**20.66**

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

Company Secretary **Director** **Managing Director**

See the annexed report of even date

Dated, Dhaka;
27 October 2026

Md. Enamul Haque Choudhury, FCA
Senior Partner
S. F. Ahmed & Co.
Chartered Accountants

United Power Generation & Distribution Company Ltd.
Consolidated Statement of Changes in Equity
For the year ended 30 June 2026

	For the year ended on 30 June 2026					
	Attributable to the owners of the Company				Non-controlling interests	Total
	Share capital	Share premium	Retained earnings	Revaluation reserve		
Balance at 01 July 2025	**5,796,952,700**	**2,046,000,000**	**34,936,424,362**	**54,085,747**	**583,750,493**	**43,417,213,301**
Profit for the year	-	-	9,238,421,376	-	189,671,812	9,428,093,188
Dividend paid	-	-	(3,768,019,255)	-	(45,612,001)	(3,813,631,256)
Depreciation on revalued assets	-	-	678,780	(678,780)	-	-
Balance at 30 June 2026	**5,796,952,700**	**2,046,000,000**	**40,407,505,262**	**53,406,967**	**727,810,305**	**49,031,675,233**

	For the year ended on 30 June 2025					
	Attributable to the owners of the Company				Non-controlling interests	Total
	Share capital	Share premium	Retained earnings	Revaluation reserve		
Balance at 01 July 2024	**5,796,952,700**	**2,046,000,000**	**26,437,586,536**	**54,764,527**	**482,933,627**	**34,818,237,390**
Profit for the year	-	-	11,976,330,666	-	207,244,864	12,183,575,530
Dividend paid	-	-	(3,478,171,620)	-	(106,428,000)	(3,584,599,620)
Depreciation on revalued assets	-	-	678,780	(678,780)	-	-
Balance at 30 June 2025	**5,796,952,700**	**2,046,000,000**	**34,936,424,362**	**54,085,747**	**583,750,492**	**43,417,213,300**

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



United Power Generation & Distribution Company Ltd.
Consolidated Statement of Cash Flows
For the year ended 30 June 2026

	Note	Amount in Taka	
		30 June 2026	30 June 2025
Cash flows from operating activities			
Cash received from customers		25,142,689,738	31,586,033,038
Cash received from other sources		39,594,780	77,630,563
Cash paid to suppliers and others		(16,690,931,403)	(19,753,275,433)
Tax paid		(241,101,682)	(247,068,386)
Financial charges paid		(1,283,828,996)	(887,305,943)
Foreign exchange (gain)/loss		(7,745,286)	13,705,245
Net cash generated from operating activities		**6,958,677,151**	**10,789,719,084**
Cash flows from investing activities			
Acquisition of property, plant and equipment		(264,850,824)	(373,695,273)
Received on disposal of fixed assets		6,204,048	5,777,037
Cash received/(paid) for related party loan		-	4,454,881,221
Received from sale of marketable securities		62,686,804	-
Net cash generated from/(used in) investing activities		**(195,959,971)**	**4,086,962,986**
Cash flows from financing activities			
Dividend paid		(3,761,236,368)	(4,823,851,969)
Lease payment		(2,474,491)	(2,295,541)
Inter company loan received/(paid)		738,024,432	(17,011,828,854)
Security money received/(paid)		(628,258)	(13,000,000)
Net proceeds from/(repayment of) preference share		(120,000,000)	-
Short term loan received/(paid)		(3,459,188,788)	8,332,617,580
Long term loan paid		(329,535,680)	(983,242,918)
Net cash generated from/(used in) financing activities		**(6,935,039,153)**	**(14,501,601,703)**
Net increase in cash and cash equivalents		(172,321,973)	375,080,367
Opening cash and cash equivalents		1,078,973,929	703,893,561
Effect of movements in exchange rates on cash held		10,436,300	-
Cash and cash equivalents as at		**917,088,255**	**1,078,973,929**
Net operating cash flow per share	42	**12.00**	**18.61**

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

1 Reporting entity

1.1 Company profile

United Power Generation & Distribution Company Ltd. (UPGDCL) (hereinafter referred to as "the Company"), a public limited company, was incorporated in Bangladesh on 15 January 2007 under the Companies Act (#18) 1994 under registration no. C-65291(2783)/07 with its corporate office at United House, Madani Avenue, United City, Dhaka-1212. The Company was initially registered as a private limited company, formerly known as Malancha Holdings Ltd. (MHL) and subsequently converted into a public limited company on 22 December 2010. The Company is listed with Dhaka Stock Exchange Limited (DSE) and Chattogram Stock Exchange Limited (CSE). The authorised capital of the Company is Tk. 19,100,000,000 divided into 1,910,000,000 ordinary shares of Tk. 10 each and 350,000,000 preference shares of Tk. 10 each.

The natural gas fired power plants of Dhaka EPZ and Chattogram EPZ consist of Wartsila and Rolls Royce engine generators with 30 years expected useful life, which form the major part of the power generation companies.

DEPZ existing power plant came into commercial operation on 26 December 2008 with a capacity of 41 MW at DEPZ premises. The Company increased its capacity from 41 MW to 86 MW as an expansion project and installed 2 heat recovery boilers to produce 8 ton/h of steam for sale to other customers which came into commercial operation on 17 February 2013. At DEPZ, there are four gas fired engines with a capacity of 8.73 MW each, five gas fired engines with a capacity of 9.34 MW each and two gas fired engines with a capacity of 2 MW each for generation of electricity. In 2021, the company dispose two gas fired MTU engines with a capacity of 2 MW each for generation of electricity. At present total install capacity of DEPZ power plant is 82 MW.

CEPZ existing power plant came into commercial operation on 12 August 2009 with a capacity of 44 MW at CEPZ premises. The Company increased its capacity from 44 MW to 72 MW as an expansion project and installed 3 heat recovery boilers to produce 12 ton/h of steam for sale to other customers which came into commercial operation on 17 February 2013. At CEPZ, there are five gas fired engines with a capacity of 8.73 MW each and three gas fired engines with a capacity of 9.34 MW each.

On 13 November 2018, the Company took 99% of ordinary shares of United Energy Limited (UEL) at face value. On 15 September 2020 the Company took 99% of ordinary shares of United Anwara Power Ltd. (UAnPL) and United Jamalpur Power Ltd.(UJPL) at Net Asset Value per share with effect from 1 July 2020. Pursuant to a Scheme of Amalgamation approved by the High Court Division of the Supreme Court of Bangladesh, these three subsidiary companies have been amalgamated with its parent company United Power Generation and Distribution Company Ltd. (UPGDCL) with effect from 1 July 2023 by acquiring remaining 1% ordinary shares. Profile of these subsidiaries were as follows:

United Energy Ltd.

United Energy Ltd. (UEL) the former name of Shajahanullah Power Generation Company Limited (SPGCL) (currently known as UPGDCL Sylhet 28 MW power plant) was a Public Limited Company in Bangladesh was incorporated vide registration no. C-75168/09 on 04 March 2009 under the Companies Act 1994, having its present corporate office at United House, Madani Avenue, United City, Dhaka 1212. The authorized capital of the company is Tk. 100,000,000 divided into 10,000,000 ordinary shares of Tk. 10 each. The company has developed a power plant of 28 MW capacity in Sylhet in order to produce and supply electricity through BPDB and BREB. The Sylhet power plant came into commercial operation on 21 October 2013. The Company entered into a series of agreements with BREB and BPDB. Initially, the company made an agreement with BREB for three 5 years dated 9 May 2013 and extended the agreement for several times up to 8 May 2027.

The company also made another agreement with BPDB for three 3 years dated 20 April 2016 and extended the agreement several times upto 4 November 2026. In 2017-18 UEL acquired 53 MW power plant through Amalgamation of United Ashuganj Power Limited (UAPL) in B. Baria Ashuganj in order to produce and supply electricity through BPDB. In 2017, UEL (UPGDCL_28 MW Sylhet Power Plant) purchased 92.41% of ordinary shares outstanding on 30 June 2017, equivalent to 370,040,901 shares @ Tk. 10/- per share of United Ashuganj Energy Ltd (UAEL) which were held by the sponsor shareholders of UAEL. UAEL is a 195 MW gas-fired power generation company established under a Public-Private Partnership (PPP) located at Ashuganj, Brahmanbaria.

In 2017-18 UEL acquired 53 MW power plant through Amalgamation of United Ashuganj Power Limited (UAPL) in B. Baria Ashuganj in order to produce and supply electricity through BPDB. On 22 June 2019, the Contract for Supply of Electricity on Rental Basis between Bangladesh Power Development Board (BPDB) and United Energy Ltd relating to its 53 MW plant expired. Prior to the expiry, on 4 August 2018 the Company filed an application with BPDB for a 5 year extension of the contract. The plant further extended its contract for another five years vide contract No. 10640, executed on 31 March 2022.

United Anwara Power Limited

United Anwara Power Limited incorporated in Bangladesh as private limited company under the companies Act 1994 vide registration no-.C-130232/2016 on 12 April 2016 having its corporate office at United House, Madani Avenue, United City, Dhaka-1212. The company has developed a power plant of capacity of 300 MW HFO based power plant at Anwara, Chittagong in order to produce and supply electricity under an agreement with Bangladesh Power Development Board (BPDB). The authorised share capital of the Company is Tk. 10,000,000,000 (Taka One thousand crore) only divided into 1,000,000,000 (One hundred crore) only ordinary shares of Tk. 10 (Ten) each.

The power plant consist of Wartsila engine generators, Exhaust Gas Boilers from Al-borg and steam Turbines from GE Triveni with 15 years minimum useful life, which form the major equipment for power generation. The power plant came into commercial operation on 22 June 2019 with capacity of 300 MW (net). This HFO based generating set has its own auxiliaries, exhaust Gas silencers and electrical, mechanical & civil construction and erection. The power plant has Fourteen (14) integrated systems named fuel, lubrication oil, compressed air, cooling, charge air, exhaust, water treatment, fire protection, emission control, automation, electrical, station service, DC and high voltage systems. There are seventeen (17) engine generator sets with capacity of 17.06 MW each i.e. total 300 MW capacity (net) including the capacity of Turbines. The plant is a 300 MW IPP HFO fired power plant, located at Anwara, Chattogram for a period of 15 years which came into Commercial Operation on 22 June 2019. The principal activity of the company is to generate electricity to sell such generated electricity to Bangladesh Power Development board (BPDB) under a Power Purchase Agreement (PPA).

United Jamalpur Power Limited

United Jamalpur Power Ltd. (UJPL) was a private limited company, that was incorporated in Bangladesh on 02 August 2017 under the Companies Act 1994 under registration no. C-139126/2017 with its corporate office at United House, Madani Avenue, United City, Dhaka-1212, Bangladesh. The authorized share capital of the Company is Tk. 2,500,000,000 (Two Hundred Fifty crore) only divided into 250,000,000 (Twenty Five Crore) ordinary shares of Tk. 10 (Tk. ten) each.

The power plant consists of Wartsila engine generators with 20 years expected useful life, which form the major part of the power generation. The power plant came into commercial operation on 21 February 2019 with capacity of 115 MW. This HFO-based generating sets consists of auxiliaries, exhaust silencer and electrical, mechanical & civil construction and erection. The power plant has Fourteen (14) integrated systems named fuel, lubrication oil, compressed air, cooling, charge air, exhaust, water treatment, fire protection, emission control, automation, electrical, station service, DC and high voltage systems. The company installed 12 Nos Wartsila engine @ 9.78MW each, 12 Nos Heat Recovery Steam Generators and 1 Steam Turbine of Capacity 6.5 MW. UJPL is a 115 MW IPP HFO fired power plant, located at Jamalpur for a period of 15 years which came into commercial operation on 21 February 2019. The principal activity of the company is to generate electricity to sell such generated electricity to Bangladesh Power Development board (BPDB) under a Power Purchase Agreement (PPA).

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1.2 Nature of the business

The principal activity of DEPZ power plant and CEPZ power plant is to generate electricity by gas fired power plants, at Dhaka Export Processing Zone (DEPZ) with 82 MW capacity and Chattogram Export Processing Zone (CEPZ) with 72 MW capacity and to sell electricity to the export processing industries located inside DEPZ and CEPZ with the provision of selling surplus power outside the Export Processing Zones (EPZs) after fulfilling their requirement. The Company is also supplying electricity to Dhaka PBS-1 of Bangladesh Rural Electrification Board (BREB), Bangladesh Power Development Board (BPDB), Karnaphuli Export Processing Zone (KEPZ) and other private sector companies.

The principal activity of Sylhet 28 MW power plant, is to generate electricity, to sell such generated electricity to Bangladesh Rural Electrification Board (BREB) and Bangladesh Power Development Board (BPDB) has been supplying electricity to the national grid of Bangladesh through selling the same to BPDB and BREB under Power Purchase Agreement (PPA) between the Company BREB and BPDB.

Jamalpur 115 MW power plant and Anwara 300MW plant is to generate electricity, to sell such generated electricity to Bangladesh Power Development Board (BPDB) and has been supplying electricity to the national grid of Bangladesh through selling the same to BPDB under Power Purchase Agreement (PPA) between the Company and BPDB.

1.3 Investment in subsidiaries

Consolidated financial statements of the Group as at and for the year ended 30 June 2026 comprise the financial statements of the Company and those of its subsidiaries (together referred to as "the Group").

Subsidiaries

Subsidiaries are the entities controlled by the Company. The Company controls an entity when it has power over the entity and is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiary companies are included in the consolidated financial statements from the date on which control commences until the date on which control ceases. The following are the subsidiaries controlled by the Company:

United Ashuganj Energy Ltd

Being UEL amalgamated with UPGDCL, United Ashuganj Energy Ltd. (UAEL) become a direct subsidiary of UPGDCL. UAEL was incorporated in Bangladesh as a private company limited by shares under the Companies Act 1994 on 30 January 2013. The authorised share capital of UAEL is BDT 9,000,000,000 only divided into 500,000,000 ordinary shares of BDT 10 each and 400,000,000 redeemable preference shares of BDT 10 each.

The principal activity of UAEL is power generation and sale of such power to Bangladesh Power Development Board (BPDB). UAEL is a gas fired power plant with a capacity of 195 MW (net) located at Ashuganj, Brahmanbaria which started its commercial operation on 8 May 2015.

Leviathan Global BD Ltd.

Leviathan Global BD Ltd. (LGBDL), a private limited company, was incorporated in Bangladesh on 23 May 2018 under the Companies Act 1994 under registration no. C-145026/2018 with its corporate office at United House, Madani Avenue, United City, Dhaka-1212, Bangladesh.

Leviathan Global BD Ltd. is constructing 40/50 MW IPP gas-fired power plant having a contract period of 30 years (extendable for further 30 years), built under joint venture with Leviathan Global Corporation, USA and United Enterprises & Co. Ltd. (UECL) respectively. Although LGBDL has procured most of the required equipment for starting the power plant but due to a dispute on power tariff structure with gas supplier Karnaphuli Gas Distribution Company Limited, and resultant unavailability of gas, the commercial production has not yet started.

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On 22 June 2019, the Board of Directors of the Company resolved to acquire 75% shares (300,000 shares at face value of Tk. 10 each) of Leviathan Global BD Ltd. (LGBDL) from United Enterprises & Co. Ltd. (UECL). A share transfer agreement was also signed on the same date stating the acquisition to be effective from 1 July 2019. LGBDL is a 40/50 MW IPP gas fired power plant built under joint venture between Leviathan Global Corporation, USA and UECL. The plant is located at KEPZ in Chattogram and will be operated under an agreement with BEPZA with a contract period of 30 years (extendable for a further 30 years) which is under construction.

Although LGBDL has procured most of the required equipment for starting the power plant but due to the dispute regarding gas tariff structure with its gas supplier Karnaphuli Gas Distribution Company Limited and resultant unavailability of gas, the commercial production has not yet started.

Details of holding structure in subsidiaries are described in Note 59A.

Plant details of the Group are as follows:

Name of entity	Location	Plant capacity (MW)	Fuel Component	Commercial Operation Date (COD)	End of Contract year
United Power Generation & Distribution Company Ltd.	DEPZ	35	Gas	26 December 2008	2038
		47	Gas	17 February 2023	2038
	CEPZ	44	Gas	12 August 2009	2039
		28	Gas	13 February 2023	2039
	Ashuganj	53	Gas	22 June 2011	2027
	Sylhet	28	Gas	21 October 2013	2027
	Anwara	300	HFO	22 June 2019	2034
	Jamalpur	115	HFO	21 February 2019	2034
United Ashuganj Energy Ltd.	Ashuganj	195	Gas	8 May 2015	2030
Leviathan Global BD Ltd.	KEPZ	40/50	Gas	-	2048

1.4 Amalgamation/Merger

On 5th June 2023, the Honourable High Court Division of the Supreme Court of Bangladesh issued an order giving effect to a Scheme of Amalgamation under Company Matter No. 275 of 2022. The High Court ordered that under the amalgamation scheme, the entire undertaking of United Energy Ltd, United Anwara Power Ltd and United Jamalpur Power Ltd. (the transferor companies) as going concerns will be transferred to and vested in the United Power Generation and Distribution Company (the transferee company).

The High Court Order also includes the following:

It is ordered that that the Scheme of Amalgamation as approved by the respective EGMs of the Transferee Company and the Transferor Companies is sanctioned by this Court. Hence, it is ordered that:

(1). The Transferor Company and the Transferee Companies be amalgamated in terms of the Scheme of Amalgamation. The Scheme of Amalgamation shall form part of this Judgment and Order.

(2). This Judgment and Order shall take effect after filing certified copy of the same with the Registrar of Joint Stock Companies and Firms, Dhaka by the Transferee Company as per Section 228(2) and 229(3) of the Companies Act 1994 and subject to annexing copy of this Judgment and Order to every memorandum of the Transferee Company that may be issued after this Judgment and Order is passed.

(3). All the pending suits and proceedings of the Transferor Companies, if any, hence forth shall be commenced and be continued by or against the Transferee Company as if the same were instituted by or against the Transferee Company.

(4). The whole undertaking, properties and liabilities of the Transferor Company be vested in and transferred to the Transferee Company subject to compliance with the terms and conditions of the Scheme of Amalgamation.

(5) All shares, debenture, policies, license, and other like interest in the Transferor Companies be transferred to and vested in, appropriated and allotted to the Transferee Company in terms of the Scheme of Amalgamation.

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(6) All mortgages, charges, undertakings, assurances, obligations, liabilities, if any, of the said Transferor Companies shall be transferred to and vested in, be taken by and be enforceable by or against the Transferee Company in the same manner and to the same extent as if all of these acts, deeds and things have been done by the Transferee Company.

(7) Upon this Amalgamation coming into effect, as per sub-Section (1)(d) of Section 229 of the Companies Act 1994, the Transferor Companies shall stand dissolved without winding up and the Registrar of Joint Stock Companies and Firms is hereby directed not to register any company in the name and style of the aforesaid transferor Companies.

(8) Since, by virtue of this Judgment and Order, all the assets and liabilities of the Transferor Companies have been transferred to and vested in the Transferee Company, so all liabilities of the Transferor Companies (if any) shall become the liabilities of the Transferee Company and if the properties of the Transferor Companies are encumbered, in any manner, the same shall continue and the properties of the Transferor Company shall be transferred to and be vested in the Transferee Company subject to the same encumbrance and charges, if any.

(9) Upon amalgamation, the experiences and qualifications of the Transferor Companies shall be treated as the experiences and qualifications of the amalgamated entity.

(10) Upon amalgamation, the accounts of the companies be finalized and circulated amongst the members of the Transferor Companies and the Transferee Company.

(11) It is further directed that all regulatory bodies and Government Authorities including but not limited to, Registrar of Joint Stock Companies and Firms, the National Board of Revenue, the Bangladesh Securities and Exchange Commission, the Bangladesh Power Development Board, the Bangladesh Export Processing Zones Authority, relevant Sub-Registrars as well as lending institutions, including banks, non-banking financial institutions and leasing companies shall give effect to this Scheme of Amalgamation without any further act, petition or order whatsoever. Registrations, Certificates, Agreements and/or Deeds including Property Deeds shall be deemed to have been transferred from the Transferor Companies to the Transferee Company from the effective date.

(12) This Judgment and Order shall not affect personal guarantee or similar other obligations, if any, of the directors, shareholders and third-party guarantors of the Transferor Companies.

(13) The Transferee Company shall cause certified copy of this Judgment, and Order to be delivered to the Registrar of Joint Stock Companies and Firms, Dhaka for registration within 14 days as required by sub-Section (3) of Section 229 of the Companies Act 1994, from the date of receiving certified copy. of this Judgment and Order.

(14) The entire costs in respect of the Scheme of the Amalgamation shall be born by the Company.

Although initially the Appointed Date (i.e. the date based on which the financial position is reflected) has been set on 1 July 2022 but subsequently upon submission by the Company the court has changed this to 1 July 2023. Accordingly, the audited financial statements of transferor companies as on 30 June 2023 have been used to account for the assets and liabilities of transferor companies in the books of the transferee company. Any difference between the consideration paid and interest acquired is recognized directly in equity.

As a result of the amalgamation, United Energy Ltd. (UEL), United Anwara Power Ltd (UAnPL) and United Jamalpur Power Ltd. (UJPL) will not continue as a separate entity, rather the entire undertaking will be transferred to the amalgamated entity at its continuing value. The consideration to be paid to the minority shareholders of these entities have already been fixed based on the net asset value per share as per audited financial statements of the transferor Companies as at 30 June 2023.

Given that the amalgamation is completed under a Scheme approved by the Court and pursuant to the Court Order the Appointed Date has been fixed as 1 July 2023 to give effect of this amalgamation, despite the feature of common control, prior year's comparatives are not restated.

2 Basis of accounting

2.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs), Companies Act 1994, the Securities and Exchange Rules 2020 and other applicable laws and regulations.

Details of the Group's accounting policies are included in Note 59.

2.2 Date of authorisation

The consolidated financial statements were authorized for issue by the Board of Directors on 27 October 2026.

2.3 Reporting period

The current financial period of these financial statements covers from 01 July 2025 to 30 June 2026 and is consistently followed.

3 Functional and presentation currency

These consolidated financial statements have been presented in Bangladeshi Taka (Taka/Tk/BDT), which is both the functional and presentation currency of the Company. All financial information presented in Taka have been rounded off to the nearest integer, unless otherwise indicated.

4 Use of estimates and judgments

In preparing these consolidated financial statements, management has made judgments, estimates and assumptions that affect the application of Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may vary from these estimates.

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

4.1 Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties at 30 June 2026 that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities in the next financial year is included in the following notes:

Note 1.4	Amalgamation
Note 5 and 59B	Property, plant and equipment
Note 8 and 59C	Inventories
Note 9 and 59D	Trade and other receivables
Note 31 and 59J	Current tax liabilities
Note 48,50 and 59H	Contingent assets and Contingent liabilities

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

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

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

Level 3: inputs for the assets or liabilities that are not based on observable market data.

The Group, on regular basis, reviews the inputs and valuation judgements used in measurement of fair value and recognises transfers between level of the fair value hierarchy at the end of the reporting period during which the changes have occurred.

5 Property, plant and equipment (Consolidated)

See accounting policy in Note 59B

Reconciliation of carrying amount **Amount in Taka**

	Plant and machinery	Gas line	Building and civil construction	Land and development	Office equipment	Furniture and fixture	Motor vehicle	Total
Cost								
Balance at 01 July 2025	51,250,699,688	534,501,452	2,712,551,825	321,929,079	36,349,405	17,151,864	215,097,317	55,088,280,629
Additions	197,631,767	-	-	-	1,386,181	60,580	-	199,078,529
Disposals/transfers	(25,369,048)	-	-	-	-	-	-	(25,369,048)
Balance at 30 June 2026	**51,422,962,407**	**534,501,452**	**2,712,551,825**	**321,929,079**	**37,735,587**	**17,212,444**	**215,097,317**	**55,261,990,109**
Balance at 1 July 2024	50,980,723,577	534,501,452	2,712,528,425	321,929,079	35,156,473	16,851,956	211,633,898	54,813,324,859
Additions	333,687,210	-	23,400	-	1,192,932	299,908	6,189,679	341,393,129
Disposals/transfers	(63,711,099)	-	-	-	-	-	(2,726,260)	(66,437,359)
Balance at 30 June 2025	**51,250,699,688**	**534,501,452**	**2,712,551,825**	**321,929,079**	**36,349,405**	**17,151,864**	**215,097,317**	**55,088,280,629**
Accumulated depreciation								
Balance at 01 July 2025	23,167,558,382	188,874,452	1,157,043,854	173,953,346	25,725,727	14,529,753	143,876,524	24,871,562,038
Depreciation for the year	3,177,218,771	10,112,053	197,370,546	9,387,678	3,150,214	660,803	18,831,156	3,416,731,221
Disposal/transfers	(10,702,690)	-	-	-	-	-	-	(10,702,690)
Balance at 30 June 2026	**26,334,074,463**	**198,986,505**	**1,354,414,400**	**183,341,025**	**28,875,941**	**15,190,556**	**162,707,680**	**28,277,590,569**
Balance at 01 July 2024	20,023,711,565	178,766,160	959,680,965	164,565,668	23,307,986	13,245,864	124,031,030	21,487,309,238
Depreciation for the year	3,165,951,933	10,108,292	197,362,888	9,387,678	2,417,741	1,283,889	21,117,749	3,407,630,171
Disposal/transfers	(22,105,116)	-	-	-	-	-	(1,272,255)	(23,377,371)
Balance at 30 June 2025	**23,167,558,382**	**188,874,452**	**1,157,043,854**	**173,953,346**	**25,725,727**	**14,529,753**	**143,876,524**	**24,871,562,038**
Carrying amounts								
Balance at 30 June 2026	**25,088,887,944**	**335,514,947**	**1,358,137,425**	**138,588,054**	**8,859,646**	**2,021,887**	**52,389,637**	**26,984,399,540**
Balance at 30 June 2025	28,083,141,305	345,627,000	1,555,507,971	147,975,732	10,623,679	2,622,111	71,220,793	30,216,718,591

Allocation of depreciation

	Note	30 June 2026	30 June 2025
Cost of sales	33	3,391,304,660	3,382,717,932
General and administrative expenses	34	25,426,560	24,912,239
		3,416,731,220	3,407,630,171

Basis of allocation

99% of total depreciation cost charged to cost of sales. Remaining 1% of total depreciation cost charged to the general and administrative expenses.

	Note	Amount in Taka	
		30 June 2026	30 June 2025
6 Capital work in progress			
Capital machinery		2,368,687,003	2,301,892,444
Building and civil construction		85,187,701	85,187,701
Office furniture		1,324,463	1,324,463
Office and electrical equipment		590,775	590,775
Gas line		5,000,000	5,000,000
		2,460,789,942	**2,393,995,383**

The Capital work in progress (CWIP) balance mainly represents ongoing project undertaken by LGBDL. As stated in note 1.3 due to dispute on gas tariff rate gas supply is not yet completed and hence COD is delayed.

In accordance with IAS 23, the Company has capitalised interest cost on borrowings with CWIP balance. Given the significant delay in COD, management is regularly reviewing carrying value of CWIP and for potential impairment and satisfied that the carrying value of CWIP is lower than the value in use on fair value.

7 Right of use assets			
See accounting policy in Note 59S			
Land lease rent	7.1	96,625,739	115,685,195
Office rent	7.2	3,632,367	-
Balance as at 30 June		**100,258,106**	**115,685,195**

7.1 Land lease rent		
Cost		
Balance as at 01 July	245,823,435	245,823,435
Addition	3,961,534	-
Balance as at 30 June	**249,784,969**	**245,823,435**
Accumulated depreciation		
Balance as at 01 July	130,138,240	108,448,533
Amortisation for the year	23,020,990	21,689,707
Adjustment for disposal/transfers	-	-
Balance as at 30 June	**153,159,230**	**130,138,240**
Carrying amount as at 30 June	**96,625,739**	**115,685,195**

7.2 Office rent		
Cost		
Balance as at 01 July	-	4,048,617
Addition	4,540,459	-
Disposals	-	-
Balance as at 30 June	**4,540,459**	**4,048,617**
Accumulated depreciation		
Balance as at 01 July	-	3,036,464
Amortisation for the year	908,092	1,012,153
Balance as at 30 June	**908,092**	**4,048,617**
Carrying amount as at 30 June	**3,632,367**	**-**

Amortisation on right of use asset (land) has been charged to cost of sales and amortisation on right of use asset (office rent) has been charged to general and administrative expenses.

	Note	Amount in Taka	
		30 June 2026	30 June 2025

8 Inventories

See accounting policy in Note 59C

Spare parts	8.1	2,645,914,046	2,276,136,020
Lube oil and chemicals	8.2	112,049,820	97,375,199
Heavy fuel oil	8.3	436,621,311	533,171,299
Light fuel oil	8.4	575,111	835,320
Materials in transit		208,083,078	952,099,518
		3,403,243,366	**3,859,617,356**

8.1 Spare parts

Balance as at 01 July	2,276,136,020	2,140,131,499
Purchase during the year	1,303,088,027	929,401,047
Transfer to PPE	(84,640,964)	-
(Transfer)/received during the year	98,107,418	(143,856)
Safety materials consumption	-	(1,560,319)
Consumption during the year	(946,776,457)	(791,692,351)
	2,645,914,046	2,276,136,020

8.2 Lube oil and chemicals

Balance as at 01 July	97,375,198	94,586,917
Purchase during the year	281,198,231	370,285,554
(Transfer)/received during the year	6,729,449	5,119,767
Consumption during the year	(273,253,059)	(372,617,039)
	112,049,820	**97,375,199**

8.3 Heavy fuel oil

Balance as at 01 July	533,171,298	2,529,194,145
Purchase during the year	8,419,853,063	8,018,529,935
(Transfer)/received during the year	(938,300,646)	2,405,989,419
Consumption during the year	(7,578,102,405)	(12,420,542,201)
	436,621,311	**533,171,299**

8.4 Light fuel oil

Balance as at 01 July	835,321	5,787,062
Purchase during the year	300,750	-
(Transfer)/received during the year	(31,987)	902,249
Consumption during the year	(528,974)	(5,853,991)
	575,111	**835,320**

9 Trade and other receivables

See accounting policy in Note 59D

Trade receivables	9.1	22,441,682,155	16,048,193,651
Provision for impaired receivables		(732,371,302)	(521,748,777)
Net Receivables		21,709,310,853	15,526,444,874
Other receivables	9.2	12,970,444	10,141,134
Total trade and other receivables		**21,722,281,297**	**15,536,586,008**

S.F. AHMED & CO.

Note	Amount in Taka	
	30 June 2026	30 June 2025

9.1 Trade receivables

BREB	260,117,278	355,020,334
BPDB	21,337,341,682	14,961,072,221
BEPZA	527,948,161	468,865,963
Private customers	316,275,033	263,235,134
	22,441,682,155	**16,048,193,651**

Trade Receivables have been stated at their nominal value. Trade Receivables are accrued in the ordinary course of business. Major portion of receivables from BPDB which is a government entity and the management is continuously corresponding to the paying authority of BPDB to recover the due amount and is confident recover the amount.

The management believes that trade receivables are collectible in full due to historic customer behavior. As per IAS 37: Provisions, Contingent Liabilities and Contingent Assets, provisions are liabilities where a reliable estimate can be made because they are present obligations and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations. The company has decided to make a provision of BDT 210,622,525 as on reporting date against such receivables due to reasonable uncertainty about the recoverability of outstanding receivables over 365 days as of 30 June 2025.

9.2 Other receivables

Wartsila Bangladesh Ltd	5,497,528	4,251,776
Bergen Engine BD (Pvt.) Ltd	1,651,966	1,627,738
ABB Ltd.	936,609	1,385,592
Weber Power Solution Ltd.	555	109,641
EVP Chittagong Ltd.	333,162	333,162
Samuda Power Ltd.	-	264,116
Bergen Engines	-	736,490
Precision Energy Ltd	-	885,753
Midland Power Co. Ltd.	2,173,829	-
Rototech Bangladesh Limited	92,136	46,068
Lafarge Holcim BD Ltd.	-	500,796
Baraka Patenga Power Ltd.	187,435	-
KSRM Power Plant Ltd.	29,205	-
Phoenix Insurance Company Ltd.	1,240,810	-
Eastern Insurance Company Ltd.	827,207	-
	12,970,444	**10,141,134**

10 Receivable from related parties

See accounting policy in Note 59D

United Enterprises & Co. Ltd	14,528,794,932	4,488,472,631
United Mymensingh Power Ltd (UMPL)	-	19,035,901,752
United Chattogram Power Ltd.	84,450,000	-
United Payra Power Ltd.	3,881,863	3,510,639
United Engineering and Power Services Ltd	-	3,051,595
United Lube Oil Ltd	-	377,392
United Hospital Ltd.	556,964	556,964
	14,617,683,759	**23,531,870,974**

Receivable from United Enterprises & Co Ltd (UECL) by UAEL and receivable from United Mymensing Power Ltd (UMPL) by DEPZ & CEPZ Plant, are interest bearing loan and receivable on demand. Receivable from related party includes inventory loan within the Group companies.

Details in Note 44B.

	Note	Amount in Taka	
		30 June 2026	30 June 2025

11 Advances, deposits and prepayments

See accounting policy in Note 59N

Advances	11.1	69,023,128	98,592,259
Deposits	11.2	55,556,467	55,556,467
Prepayments	11.3	19,700,650	35,402,725
		144,280,245	**189,551,451**

11.1 Advances

Advance against LC charges	790,919	30,646,429
Advance against HFO	15,421,198	15,421,198
Advance against expenses	52,811,011	52,485,763
VAT current account	-	38,868
	69,023,128	**98,592,259**

11.2 Deposits

Karnaphuli Gas Distribution Company Ltd.	44,293,183	44,293,183
Bank guarantee margin	5,850,000	5,850,000
BEPZA	2,794,286	2,794,286
Central Depository Bangladesh Ltd.	500,000	500,000
Chattagram Palli Biddut Shamity-1	1,913,998	1,913,998
BPDB	205,000	205,000
	55,556,467	**55,556,467**

11.3 Prepayments

Insurance premium	5,423,631	8,841,557
BERC license fees	848,872	459,253
Prepayment against LC Margin	13,428,146	26,101,916
	19,700,650	**35,402,725**



	Amount in Taka	
	30 June 2026	30 June 2025

12 Investment in marketable securities

Cash available for share purchase	13,642	30,445
Financial assets classified as fair value through profit and loss (Note-12.1)	31,294,515	136,019,955
	31,308,157	**136,050,400**

12.1 Financial assets classified as fair value through profit and loss

Name of the Company	Cost price	Changes in fair value	No. of shares	Rate per share	Market value at 30 June 2026	Market value at 30 June 2025
BEXIMCO	82,238,736	(43,353,240)	536,550	29.30	15,720,915	59,074,155
Shahjalal Islami Bank PLC	18,117,047	1,297,800	865,200	18.00	15,573,600	14,275,800
Square Pharmaceuticals Ltd.	71,664,681	-	300,000	-	-	62,670,000
	172,020,464	**(42,055,440)**			**31,294,515**	**136,019,955**

			Amount in Taka	
			30 June 2026	30 June 2025
13	**Advance income tax**			
	Balance as at 01 July		244,251,022	4,908,050
	Paid during the FY 25-26		209,696,798	244,251,021
	Adjustment for completion of assessment for FY 24-25		(242,536,245)	(4,908,049)
			211,411,576	**244,251,022**
14	**Cash and cash equivalents**			
	Cash in hand	14.1	862,999	1,012,999
	Cash at bank	14.2	916,225,256	1,077,960,930
			917,088,255	**1,078,973,929**
14.1	**Cash in hand**			
	Cash in hand		862,999	1,012,999
			862,999	**1,012,999**
14.2	**Cash at bank**			
	Dhaka Bank PLC		709,062,101	362,681,385
	Dutch Bangla Bank PLC		3,032,030	5,224,124
	Shahjalal Islami Bank PLC		8,200	8,200
	Eastern Bank PLC		1,767,922	581,873
	Jamuna Bank PLC		4,263,757	17,608,991
	Brac Bank PLC		25,368,550	39,863,482
	The Hongkong and Shanghai Banking Corp. Ltd		79,648,655	302,795,917
	Standard Chartered Bank		29,054,739	18,992,694
	The City Bank PLC		10,484,010	10,882,802
	Bank Asia PLC		41,714,759	5,479,778
	Citibank N.A		-	1,381,688
	United Commercial Bank PLC		2,237,886	2,765
	Mutual Trust Bank PLC		166,932	162,121
	Prime Bank PLC		6,004,645	309,915,696
	One Bank PLC		5,657	5,657
	NCC Bank PLC		1,495,883	-
	Community Bank PLC		640,804	-
	Pubali Bank PLC		1,268,725	2,373,758
			916,225,256	**1,077,960,930**
15	**Share capital**			
	Authorised			
	1,910,000,000 ordinary shares of Tk. 10 each		19,100,000,000	19,100,000,000
	350,000,000 redeemable preference shares of Tk. 10 each		3,500,000,000	3,500,000,000
			22,600,000,000	**22,600,000,000**
	Ordinary shares issued, subscribed and paid up			
	Balance as at 01 July		5,796,952,700	5,796,952,700
	Balance as at 30 June		**5,796,952,700**	**5,796,952,700**

15.1 Particulars of shareholding:

	No. of shares	Value (Tk)	Value (Tk)
United Mymensingh Power Ltd	521,716,902	5,217,169,020	5,217,169,020
Investment Corporation of Bangladesh	16,178,079	161,780,790	161,780,790
General investors	41,800,289	418,002,890	418,002,890
	579,695,270	**5,796,952,700**	**5,796,952,700**

	Amount in Taka	
	30 June 2026	30 June 2025
15.2 Percentage of shareholdings		
United Mymensingh Power Ltd	89.998%	90.00%
Investment Corporation of Bangladesh	2.791%	2.79%
General investors	7.211%	7.21%
	100%	**100%**

15.3 Classification of shareholders by holding

Range of holding in number of shares	No. of shareholders	No. of shareholders
01 to 5000 shares	10,536	10,654
5,001 to 20,000 shares	409	392
20,001 to 50,000 shares	103	98
50,001 to 1,000,000 shares	90	93
1,000,001 to 10,000,000 shares	7	8
over 10,000,001 shares	1	1
	11,146	**11,246**

16 Share premium

Share premium	2,046,000,000	2,046,000,000
	2,046,000,000	**2,046,000,000**

This represents premium of Tk. 62 per share of 33,000,000 ordinary shares of Tk. 10 each.

17 Revaluation surplus

Revaluation reserve	54,085,747	54,764,527
Depreciation charged during the year	(678,780)	(678,780)
	53,406,967	**54,085,747**

The valuation of all type of fixed assets of Sylhet 28 MW Power Plant, has been done by M/S Rahman Rahman Huq a member firm of KPMG based on financial statement as on 31 December 2014 using the net assets based method on a going concern basis which required the determination of the market on net assets. The value is estimated by determining the market value of assets and then deducting the market value of liabilities. The going concern assumption assumes that the business will continue to trade and that no realization of assets of occur. Accordingly no allowance for realization costs is required. Where it was possible/partible, valuation of an assets/liability has been done on the basis of "Fair Market Value". The generally accepted definition of "Fair Market Value" is the value as applied between a hypothetical willing vendor and a hypothetical willing prudent buyer in an open market and with access to all relevant information, neither being under any compulsion to buy or sell and both having reasonable knowledge of the relevant facts."

18 Retained earnings

Balance as at 01 July	34,936,424,362	26,437,586,536
Net profit during the year	9,238,421,376	11,976,330,666
	44,174,845,738	**38,413,917,202**
Cash dividend for the year 2023-24	-	(3,478,171,620)
Cash dividend for the year 2024-25	(3,768,019,255)	-
Depreciation on revalued assets	678,780	678,780
	40,407,505,263	**34,936,424,362**

19 Non-controlling interests

Balance as at 01 July	583,750,492	482,933,627
Addition during the year:	-	-
Dividend to minority shareholders	(45,612,001)	(106,428,000)
Profit during the year	189,671,812	207,244,864
	727,810,304	**583,750,492**

	Amount in Taka	
	30 June 2026	30 June 2025
20 Preference share capital		
Non-current portion (Note-20.1)	825,000,000	952,500,000
Current portion (Note-20.2)	255,000,000	247,500,000
	1,080,000,000	**1,200,000,000**
20.1 Non-current portion		
Dhaka Bank PLC	405,000,000	472,500,000
IPDC Finance PLC	210,000,000	240,000,000
Shimanto Bank PLC	210,000,000	240,000,000
	825,000,000	**952,500,000**
20.2 Current portion		
Dhaka Bank PLC	135,000,000	127,500,000
IPDC Finance PLC	60,000,000	60,000,000
Shimanto Bank PLC	60,000,000	60,000,000
	255,000,000	**247,500,000**

Refer to note 20.3 for detail terms and conditions of these preference shares. Since this has mandatory redemption and coupon rate 12% is same as prevailing market interest rate fo rthe similar facility management has considered it as liability.

20.3 Preference share capital

United Ashuganj Energy Limited

The following preference shares were issued under the following terms and conditions

Nature of loan	Lender	Limit	Dividend rate	Tenure	Year of maturity	Repayment terms
Preference share	Dhaka Bank PLC	BDT 600 million	12%	5 years	October 2029	Yearly redemption. i) 1st year 10% ii) 2nd year 22.50%. iii) 3rd year 22.50%. iv) 4th year 22.50%. v) 5th year 22.50%.
Preference share	IPDC Shimanto Bank PLC	BDT 300 million BDT 300 million	12% 12%	5 years 5 years	December 2029 December 2029	Yearly redemption. i) 1st year 10% ii) 2nd year 20%. iii) 3rd year 20%. iv) 4th year 20%. v) 5th year 30%.

The Preference share is secured by:

i. Three undated cheque covering the subject facility.

ii. Corporate guarantee of United Enterprises & Co.

	Amount in Taka	
	30 June 2026	30 June 2025

21 Long term loan

Non-current portion (Note-21.1)	-	331,839,910
Current portion (Note-21.2)	353,701,986	351,397,758
	353,701,986	**683,237,668**

21.1 Non-current portion

Investment Promotion and Financing Facility (IPFF) loan	-	331,839,909
	-	**331,839,909**

21.2 Current portion

Investment Promotion and Financing Facility (IPFF) loan	353,701,986	351,397,758
Dutch Bangla Bank PLC	-	-
	353,701,986	**351,397,758**

Refer to note 21.3 for detail terms and conditions

21.3 Long Terms Loan

United Ashuganj Energy Limited

The following loans were obtained under Investment Promotion and Financing Facility (IPFF) for procurement of capital machineries, civil construction and local procurement related to power plant assets.

Nature of loan	Lender	Limit	Interest	Tenure	Year of maturity	Repayment terms
IPFF loan	Dhaka Bank PLC	USD 21,940,000	6 month CME Term SOFR (i.e. 3.59543%) + 1.75% (PFI's margin)= 5.34543%	12 years	2027	40 equal quarterly instalments

The IPFF loan is secured by:

i. Registered hypothecation (first charge) on machinery, plant, equipment, furniture, fixture and all other assets, both present and future, of the borrower along with notarised Irrevocable General Power of Attorney (IGPA) to sell the same.

ii. Registered hypothecation (first charge) over all floating assets, both present and future, of the borrower along with notarised Irrevocable General Power of Attorney (IGPA) to sell the same.

iii. Sponsors' undertaking to inject necessary equity funds to finance any cost overrun of the project.

iv. Personal guarantees by the personal guarantors nominated by United Enterprises & Co. Ltd.

v. Corporate guarantees by the United Enterprises & Co. Ltd and Ashuganj Power Station & Co. Ltd.

	Amount in Taka	
	30 June 2026	30 June 2025
22 Short term loan		
Pubali Bank PLC	-	500,000,000
Prime Bank PLC	1,135,574,558	1,103,371,316
Standard Chartered Bank	814,222,222	800,000,000
HSBC	1,565,844,244	1,154,567,666
Bank Asia PLC	1,298,024,508	2,998,909,282
BRAC Bank PLC	41,079,812	1,739,260,148
Dhaka Bank PLC	-	1,016,485,206
NCC Bank PLC	998,659,486	-
	5,853,404,829	**9,312,593,619**

Refer to note 22.1 for terms and conditions.

22.1 Short term loan

Nature of loan	Lender	Combined Limit	Interest	Plant	Tenure	Year of maturity	Repayment terms
STL	HSBC (Group Limit)	BDT 220 Crore (Funded)	13.50%	DEPZ & CEPZ Plant Anwara Plant Jamalpur Plant	1 year	2026	31.12.2026
STL	Prime Bank PLC	BDT 250 Crore (Funded & Non-funded)	13.25%	DEPZ & CEPZ Plant Anwara Plant	9 Months	2026	13.10.2026
STL	Dhaka Bank PLC	BDT 625 crore (Group Limit) STL up to BDT 50 crore	13.50%	DEPZ & CEPZ Plant Anwara Plant, Jamalpur Plant,	Six months	2026	30.09.2026
STL	Brac Bank PLC	BDT 505 crore (including STL Up to 150 crore and 5 crore Overdraft limit)	12.50%	DEPZ & CEPZ Plant Jamalpur Plant Anwara Plant	6 months	2026	27.10.2026
STL	Bank Asia PLC	BDT 247 Crore	13.25%	Jamalpur Plant Anwara Plant	6 months	2026	23.12.2026
STL	The City Bank PLC	BDT 700 Crore	13.50%	DEPZ & CEPZ Plant Anwara Plant Jamalpur Plant (co utilizer with UECL & UMPL)	1 year	2026	31.12.2026
STL	Pubali Bank PLC	BDT 50 Crore	13.50%	Anwara Plant	6 months	2026	31.12.2026
STL	United Commercial Bank Ltd	BDT 100 crore	13.00%	DEPZ & CEPZ Plant	6 months	2026	31.12.2026
STL	NCC Bank PLC	BDT 100 crore	13.00%	DEPZ & CEPZ Plant	6 months	2026	31.12.2026
STL	Standard Chartered Bank	BDT 200 Crore (funded limit)	11.50%	Anwara Plant	4 months	2026	31.12.2026

The STL is secured by:

i. Post dated cheque covering the subject facility.
ii. Usual charge documents.
iii. Corporate guarantee by the corporate guarantor.
iv. Corporate Guarantee from United Enterprises & Co. Ltd. (UECL) supported by Board Resolution.
v. Standard Term Loan Agreement.



		Amount in Taka	
		30 June 2026	30 June 2025
23	**Security money received**		
	Lilac Fashion Wear Ltd	231,940	700,000
	Label Makers Ltd.	-	2,000,000
	Samvar Filling Station	1,839,802	-
		2,071,742	**2,700,000**

Security deposit received comprises of an amount equal to two months minimum charge received from Lilac Fashion Wear Ltd. and Label Makers Ltd.

24	**Lease Liability**		
	Land lease rent (Note-24.1)	31,964,692	20,249,900
	Office rent (Note-24.2)	3,835,370	-
	Balance as at 30 June	35,800,061	20,249,900
24.1	**Land lease rent**		
	Balance as at 01 July	20,249,900	21,393,374
	Add: Addition during the year	13,484,194	-
	Add: Interest charged during the year	1,829,695	1,230,830
	Less: Payment made during the year	(3,599,097)	(2,374,304)
	Balance as at 30 June	**31,964,692**	**20,249,900**
24.2	**Office rent**		
	Balance as at 01 July	-	1,152,069
	Add: Addition during the year	4,540,459	-
	Add: Interest charged during the year	494,911	47,932
	Less: Payment made during the year	(1,200,000)	(1,200,000)
	Balance as at 30 June	**3,835,370**	-
	Segregation of Land lease liability:		
	Non-current portion	33,236,149	19,037,817
	Current portion	2,563,913	1,212,082
		35,800,061	**20,249,900**
25	**Deferred tax liability**		
	See accounting policy in Note 59J		
	Balance as at 01 July		
	Add: Deferred tax liability	42,053,048	-
	Less: Deferred tax asset	(37,985,424)	-
		4,067,624	-

Deferred tax liability and deferred tax asset have been netted off as per IAS 12.

26	**Deferred revenue**		
	Deferred revenue	95,240,193	126,986,923
		95,240,193	**126,986,923**

This pertains to the difference between capacity payments received from the customer and capacity payments recognised in statement of profit or loss and other comprehensive income in relation to the Power Purchase Agreement (PPA) due straight-lining of capacity revenue over the remaining PPA term following the application of IFRS 16.

		Amount in Taka	
		30 June 2026	30 June 2025
27 Trade and other payables			
Trade payables	27.1	7,278,865,240	7,818,400,073
Other payables	27.2	374,364,811	127,116,672
		7,653,230,051	**7,945,516,745**
27.1 Trade payables			
Gas bill		5,184,570,961	3,473,434,079
Liabilities for HFO purchase		2,094,294,279	4,344,965,995
		7,278,865,240	**7,818,400,073**
27.2 Other payables			
Share application money		919,597	919,597
Service charge on gas bill		24,783,425	21,718,657
Other operating expenses		336,080,478	81,786,074
Audit fees		2,760,000	2,712,500
TDS payable		11,209	11,209
VAT Payable		-	45,186
Wartsila Bangladesh Ltd		-	1,833,862
Payable against suppliers		7,349,859	2,708,216
LC Liability-Dhaka bank		69,474	14,404,697
Liabilities for import materials		2,390,770	-
Bergen Engines Bangladesh Pvt. Ltd.		-	810,000
Baraka Patenga Power Limited		-	166,675
		374,364,811	**127,116,672**
28 Unclaimed dividend			
Unclaimed dividend for the year 2021		5,178,281	5,259,692
Unclaimed dividend for the year 2022		3,238,893	3,320,304
Unclaimed dividend for the year 2023		64,364,157	64,403,652
Unclaimed dividend for the year 2024		55,844,435	56,067,334
Unclaimed dividend for the year 2025		52,820,102	-
		181,445,868	**129,050,982**

Total BDT 17,750,138 of IPO application money and Unclaimed cash dividend has been transferred to Capital Market Stabilization.

Year wise breakup of Unclaimed cash dividend transferred to Capital Market Stabilization Fund.

Year	Particulars	Transfer Amount
IPO	IPO	4,629,240
2013-2014	Unclaimed cash dividend	1,420,960
2015	Unclaimed cash dividend (interim)	1,842,896
2015-2016	Unclaimed cash dividend	1,481,725
2016-2017	Unclaimed cash dividend	808,519
2017-2018	Unclaimed cash dividend	940,441
2018-2019	Unclaimed cash dividend	2,729,795
2019-2020	Unclaimed cash dividend	3,896,562
Total		**17,750,138**

		Amount in Taka	
		30 June 2026	30 June 2025
29	**Accrued expenses**		
	Interest payable on IPFF loan	53,684	85,443
	Provision for expenses	1,726,571	347,771
	Service charge on gas bill	26,866,016	24,777,501
	VAT payable	984,034	1,176,731
	Other operating expenses	276,483,898	13,593,309
	Utility bill	3,238,871	3,093,726
	Security expenses	955,525	809,483
	Medical expenses	73,950	73,200
	Welfare fund	24,650	24,400
	Liabilities against LC	-	29,855,413
	O&M expense	8,916,426	1,859,641
	Preference shares dividend accrued	75,600,000	90,510,494
		394,923,626	**166,207,112**
30	**Payable to related parties**		
	United Engineering & Power Services Ltd	23,172,613	11,813,083
	United Enterprises & Co. Ltd	-	13,124,660,651
	United Mymensingh Power Ltd	5,815,545,260	839,557,266
	United Payra Power Ltd.	-	27,927
	United Chattogram Power	-	37,400,000
	United Lube Oil Ltd.	9,714,808	7,215,000
	Khulna Power Co. Ltd.	-	3,921,534
		5,848,432,681	**14,024,595,461**

The entity transacts with Related Parties, which are created on the basis of common directorship. As per management decision, the entity has taken Loans from its Related Parties, in the form of cash and inventory, which are payable on demand and no interest has been charged.

Detailed disclosure on Related Party transactions is shown in Note 44.

31	**Current tax liabilities**		
	See accounting policy in Note 59J		
	Balance as at 01 July	274,948,599	9,557,745
	Provision during the year	57,742,882	274,337,383
	Claim as per completion of A/Y 23-24	-	143,333
	Adjustment for completion of A/Y 25-26	(241,894,673)	(3,988,241)
	Paid during the year	(32,046,456)	(5,101,622)
		58,750,352	**274,948,598**

UPGDCL has received an exemption from all such taxes from the Government of Bangladesh for 15 years from the commencement of commercial production. Income tax provisions have been made on DEPZ and CEPZ existing plant, being the plant's exemption expired on 26th December 2023 and 12th August 2024, respectively. No provision has been made for income tax on UPGDCL's DEPZ and CEPZ expansion plant's as these plants' tax exemption has not expired on the reporting year.

	Amount in Taka	
	30 June 2026	30 June 2025

No provision is required for income tax on the business income of UPGDCL's Sylhet 28MW power plant, Anwara 300MW power plant, Jamalpur 115 MW and UAEL as the companies have received exemption from income from power generation under the private sector power generation policy for a year of 15 years from the start of their commercial operation, vide SRO ref: 211-Ain/Aykor/2013-Income Tax ordinance 1984 dated 1 July 2013 for UAEL and UPGDCL's Sylhet 28MW power plant, SRO ref: 246-Ain/Aykor/2016-Income Tax ordinance 1984, dated 26 July 2016 for UPGDCL's Anwara 300MW power plant and Jamalpur 115 MW. Such exemption of UAEL and UPGDCL's Sylhet power plant, Anwara 300 MW power plant, Jamalpur 115 MW power plant will expire on 2030, 2028, 2034, 2034 respectively. However, provision has been made on the non-business income only.

32 Revenue

Electricity supply	32.1	31,499,119,172	38,738,941,856
Steam supply	32.2	517,560,959	346,134,193
		32,016,680,131	**39,085,076,049**

32.1 Electricity supply

Bangladesh Power Devt. Board (BPDB)	24,112,635,735	31,356,384,987
Bangladesh Exp. Proce. Zone Auth.(BEPZA)	5,467,254,435	5,321,600,750
Bangladesh Rural Elect. Board (BREB)	874,146,040	824,037,208
Private customers	1,045,082,961	1,236,918,911
	31,499,119,172	**38,738,941,856**

Break up of revenue from electricity supply

Capacity payment	11,747,872,852	11,639,303,665
Fuel payment	8,067,801,463	15,274,990,803
Energy payment	10,047,859,145	10,357,320,773
Supplemental Bill	1,599,005,364	862,789,285
True-up Bill	36,580,348	604,537,330
	31,499,119,172	**38,738,941,856**

In UAEL, the actual capacity revenue billed by the Company is BDT 3,683,709,374 recognition of BDT 31,746,730 has accrued due to the Company's implementation of IFRS 16 from the year 2020 from lessor's perspective, for which capacity payment element of revenue is straight-lined over the remaining period of the PPA.

32.2 Steam supply

Gunze United Ltd	44,216,073	34,587,694
Global Labels (Bangladesh) Ltd	15,497,562	17,149,773
Croydon-Kowloon Designs Ltd	9,770,524	6,455,732
Talisman Ltd	-	8,766,509
Sewtech Fashions Limited	46,100,865	18,277,487
Universal Jeans Limited	138,283,148	90,763,542
Pacific Jeans Ltd.	73,283,230	54,232,905
Pacific Attires Ltd.	155,483,075	82,123,154
Label Makers Ltd.	12,269,679	766,708
Young International	22,656,802	33,010,688
	517,560,959	**346,134,193**

		Amount in Taka	
		30 June 2026	30 June 2025
33	**Cost of sales**		
	Fuel and energy	15,568,753,090	20,544,558,285
	Spare parts and lube oil	1,219,624,193	1,182,091,196
	Depreciation	3,391,304,660	3,382,717,932
	Minimum load charge	109,683,837	81,221,999
	Direct overhead	329,816,119	353,640,438
	Repair and maintenance	162,823,441	119,972,542
	Entertainment	5,995,383	6,225,588
	Utility bill	47,165,593	44,964,409
	License & other fees	2,974,470	261,177
	Rent, rates and taxes	1,029,996	799,996
	Security expense	7,168,237	21,414,589
	Carrying charge	1,847,114	3,033,875
	Travelling and conveyance	892,717	765,287
	Wages	271,370	308,799
	Vehicle running and maintenance	9,846,769	7,224,145
	Environmental expenses	2,537,306	1,992,980
	Electricity bill	8,602,460	4,380,730
	Printing and stationery	574,384	1,253,901
	Site office expense	3,999,571	3,770,907
	Telephone, mobile and internet	673,586	472,583
	Worker welfare fund	295,030	290,400
	Postage and courier	157,065	188,330
	Automation and IP expense	84,270	87,260
	Insurance premium	31,679,202	31,100,440
	Gardening and beautification	315,210	115,221
	Amortisation of right of use assets	21,947,932	21,689,707
	Safety material	49,925	2,430,476
	Medical fees	885,090	871,200
	HFO storage rent	10,867,512	10,867,512
	HFO cargo inspection cost	36,277	62,920
	BERC license and others	625,989	860,547
	Computer maintenance	106,290	12,425
		20,942,634,089	**25,829,647,797**

33.1 The Group signed agreements for all its operation, maintenance and management (O&M) services with a related party United Engineering and Power Service Ltd (UEPSL). It provides all technical support related to operation and management of the power plants. UEPSL raises invoice for actual cost and a service charge per month.



		Amount in Taka	
		30 June 2026	30 June 2025
34	**General and administrative expenses**		
	Advertisement	3,363,533	4,497,117
	Depreciation	25,426,560	24,912,239
	Vehicle running expenses	4,280,580	3,923,933
	AGM expenses	189,000	218,580
	Bank charge and commission	6,334,019	3,125,971
	Office rent	180,000	180,000
	Office expenses	876,836	136,742
	Board meeting fees	5,553,860	5,377,690
	Professional fees	303,758	-
	Auditor's fee	2,761,500	2,754,000
	Entertainment	322,329	255,446
	Traveling and conveyance	874,777	1,644,502
	Postage and telex	59,955	90,252
	Printing and stationery	661,640	814,764
	License, fees and others	1,887,258	6,165,253
	BIWTA License fee	222,236	-
	RJSC expenses	366,000	3,102,690
	IRC expenses	35,743	38,083
	CDBL and listing fee	1,200,000	1,306,000
	Overseas travelling	1,515,690	-
	Legal expense	1,549,016	152,778
	Medical Fees	-	1,705
	Royalty fees	805,000	3,440,000
	Website Maintenance	131,400	50,000
	VAT Expenses	2,452,977	1,493,666
	Environmental expenses	241,270	255,530
	Bad debt expenses	210,622,525	-
	Training fees	-	15,120
	Inspection fee	251,275	-
	Amortisation of right of use assets- office rent	908,092	1,012,153
	Telephone, Mobile and internet bill	41,400	-
	BEPZA Automation expenses	10,092	10,134
		273,428,320	**64,974,348**
35	**Other income/(expenses)**		
	Dividend income from marketable securities	1,124,760	5,376,480
	Realised gain/(loss) from marketable securities	1,213,196	-
	Unrealised gain/(loss) from marketable securities	(42,055,440)	(1,809,175)
	Sale of used lube oil and drums	1,233,213	866,392
	Loss on disposal of fixed asset	(6,394,293)	(37,282,952)
	Scrap sale	-	23,145,352
		(44,878,564)	**(9,703,904)**
36	**Foreign exchange gain/(loss)**		
	Realised foreign exchange gain/(loss)	(7,745,285)	(3,426,421)
	Unrealised foreign exchange gain/(loss)	(10,284,796)	(56,908,353)
		(18,030,081)	**(60,334,774)**

		Amount in Taka	
		30 June 2026	30 June 2025
37	**Net Finance cost/(income)**		
	See accounting policy in Note 59M		
	Finance income		
	Interest on related party loan	97,412,888	184,947,246
	Interest income on bank balance	46,366,591	50,436,682
	Total finance income	**143,779,480**	**235,383,929**
	Finance Cost		
	Interest on IPFF loan	32,084,402	57,719,510
	Interest on short term & long term loan	1,056,201,717	523,953,348
	Interest on intercompany loan	-	5,631,979
	Preference share dividend paid	129,089,506	135,943,867
	Bank charges and others	12,175,789	12,686,254
	Credit rating fees	99,796	-
	Bank guarantee and commission	2,658,417	4,255,894
	Interest on lease	2,324,606	1,278,762
	Structuring and arrangement fee	-	2,300,000
	Interest on UPAS LC	156,558,420	153,424,375
	Syndication fee	392,211	548,921
	Total finance cost	**1,391,584,863**	**897,742,911**
	Net finance cost/(income)	**1,247,805,383**	**662,358,982**
38	**Deferred tax expenses**		
	See accounting policy in Note 59J		
	Deferred tax expense	44,619,167	-
	Deferred tax income	(40,551,543)	-
		4,067,624	**-**
39	**Income tax expenses**		
	Current year expenses	51,971,834	274,337,383
	Claim paid as per completion of assessment for FY 24-25	-	143,333
	Charged on assessment during the year	5,771,048	-
		57,742,882	**274,480,716**
39.1	**Effective tax rate calculation**		
	Profit before tax	9,486,332,525	12,428,668,020
	Other income	3,571,169	29,388,224
	Total income before tax	**9,489,903,694**	**12,458,056,244**
	Total taxable income before tax	**230,985,928**	**1,218,951,966**
	Income tax expense	**51,971,834**	**274,337,383**
	Taxable income Before Tax:		
	A. United Power generation and Distribution company Ltd.		
	Total taxable income	230,985,928	1,217,488,157
	Tax rate	22.50%	22.50%
	Income tax expense	**51,971,834**	**273,934,835**
	B. United Ashuganj Energy Limited		
	Total taxable income	-	1,463,810
	Tax rate	27.50%	**27.50%**
	Income tax expense	-	402,548
	Current year tax expense (A+B)	**51,971,834**	**274,337,383**

S.F. AHMED & CO.

		Amount in Taka	
		30 June 2026	30 June 2025
40	**Earnings per share**		
	Profit attributable to the ordinary shareholders	9,238,421,376	11,976,330,666
	Weighted average number of shares outstanding	579,695,270	579,695,270
	Earnings per share	**15.94**	**20.66**
41	**Net asset value per share**		
	Net assets	48,303,864,930	42,833,462,809
	Weighted average number of shares outstanding	579,695,270	579,695,270
	Net asset value per share	**83.33**	**73.89**
42	**Net operating cash flow per share**		
	Net cash generated from operating activities	6,958,677,151	10,789,719,084
	Weighted average number of shares outstanding (Basic)	579,695,270	579,695,270
	Net operating cashflow per share	**12.00**	**18.61**
43	**Reconciliation of net profit with cash flow from operating activities**		
	Net Profit before tax for the year	9,428,093,188	12,183,575,528
	Adjustment for:		
	Depreciation	3,416,731,220	3,407,630,170
	Trade receivable adjustment through Bond*	-	(4,305,335,000)
	Amortisation of lease rent	22,856,024	22,701,860
	Unrealised (gain)/loss from marketable securities	42,055,440	1,809,175
	Unrealised foreign exchange (gain)/loss	159,417	45,251,125
	Interest on related party loan	-	(184,947,246)
	Fuel payment by PDB to supplier	(450,000,000)	-
	Provision for impaired receivables	210,622,526	-
	Loss on disposal of fixed assets	6,394,293	37,282,952
	Deferred Tax expense	4,067,624	-
	Changes in:		
	Inventories	481,408,019	1,154,347,088
	Trade and other receivables	(6,394,249,799)	(3,160,502,285)
	Advances, deposits and prepayments	52,657,791	629,557,806
	Trade and other payables	153,932,675	720,172,241
	Accrued expenses	231,893,710	4,531,545
	Provision for tax	(216,198,247)	265,390,854
	Deferred revenue	(31,746,730)	(31,746,730)
	Net cash generated from operating activities	**6,958,677,151**	**10,789,719,084**



44 Related party transactions

During the year, the Group carried out a number of transactions with related parties. The names of the related parties and nature of these transactions have been set out in accordance with the provisions of IAS 24: Related party disclosures.

A Transactions with key management personnel

i. Loans to directors

During the year, no loan was given to the directors of the Group.

ii. Key management personnel compensation comprised the following:

The key management personnel includes the Group Managing directors.

a) Short-term employee benefit:

Short-term employee benefit includes remuneration, festival bonus and meeting attendance fees.

	Amount in Taka	
	30 June 2026	30 June 2025
Directors remuneration	-	-
Board meeting fees	5,553,860	5,377,690
	5,553,860	5,377,690
b) Post employment benefit	-	-
c) Other long-term benefit	-	-
d) Termination benefit	-	-
e) Share-based payment	-	-
	5,553,860	**5,377,690**

B Other related party transactions

United Power Generation & Distribution Company Ltd.

	Transaction value during the year		Receivable/ (Payable) Balance	
	30 June 2026	30 June 2025	30 June 2026	30 June 2025
Sale of goods and services:				
Gunze United Ltd.	-	-	4,141,232	2,431,688
Sale during the year	44,216,073	-	-	-
Received during the year	(42,506,529)	-	-	-
United Sulpho Chemical Ltd.	-	-	7,736,334	7,104,266
Sale during the year	3,001,252	-	-	-
Received during the year	(2,369,184)	-	-	-
United Lube Oil Ltd.	-	-	297,983	178,570
Sale during the year	1,942,545	-	-	-
Received during the year	(1,823,132)	-	-	-
Purchase of goods & services:				
United Engineering & Power Ser. Ltd. (Service)	-	-	(43,105,215)	(33,996,372)
Purchase during the year	(185,129,823)	(133,388,660)	-	-
Paid during the year	176,020,980	113,750,383	-	-
United Energy Trading Pte. Ltd. (Goods)	-	-	-	-
Purchase during the year	(4,646,104,079)	(2,403,897,481)	-	-
Paid during the year	4,646,104,079	2,403,897,481	-	-
United Tank Terminal Ltd. (Rent)	-	-	120,000	(800,000)
Rent during the year	(920,000)	(720,000)	-	-
Rent Paid during the year	1,840,000	920,000	-	-
United Shipping & Logistics Services Ltd. (Service)	-	-	(2,254,752)	(3,085,427)
Purchase during the year	(33,837,530)	(6,232,082)	-	-
Paid during the year	34,668,205	-	-	-
Oil Carriers Ltd. (Service)	-	-	(1,196,000)	(1,196,000)
Purchase during the year	(14,982,000)	(9,988,000)	-	-
Paid during the year	14,982,000	9,988,000	-	-

Khulna Power Co. Ltd. (Service)	-	-	(2,116,212)	-
Purchase during the year	(2,116,212)	-	-	-
Paid during the year	-	-	-	-
United Lube Oil Ltd. (Goods)	-	-	(38,127,740)	(44,022,608)
Purchase during the year	(160,105,142)	(164,842,500)	-	-
Paid during the year	166,000,010	119,519,007	-	-
Loans:				
United Mymensingh Power Ltd.	-	-	(4,531,973,412)	21,251,147,445
Loan received during the year	(29,484,520,857)	(6,716,375,234)	-	-
Loan given during the year	3,701,400,000	4,906,480,816	-	-
United Enterprises & Co. Ltd.	-	-	15,461,582,914	(6,998,759,648)
Loan received during the year	(1,333,020,000)	(13,416,600,000)	-	-
Loan given during the year	23,793,362,562	19,397,500,000	-	-
United Chattogram Power Ltd.	-	-	121,850,000	-
Loan received during the year	121,850,000	-	-	-
Loan given/repaid during the year	-	-	-	-
United Ashuganj Energy Limited	-	-	-	-
Dividend recommended & approved for FY 24-25	555,061,352	-	-	-
Dividend received for FY 23-24	-	1,295,143,154	-	-
Transfer of inventory:				
United Mymensingh Power Ltd.	1,770,943,696	(16,139,090)	(1,285,964,039)	(3,056,907,735)
United Ashuganj Energy Ltd.	5,766,993	4,276,142	(16,527,135)	(22,294,128)
United Payra Power Plant	(1,230,042)	(228,948)	2,280,597	3,510,639
United Engineering & Power Services Ltd.	-	-	710,795	710,795
Leviathan Global Bangladesh Limited	-	-	(502)	(502)
United Hospital Ltd.	-	-	556,964	556,964
Khulna Power Ltd.	3,921,534	-	-	(3,921,534)
Office rent:				
Neptune Commercial Ltd.	900,000	900,000	-	-

United Ashuganj Energy Limited:

	Transaction value during the year		Receivable/ (Payable) Balance	
	30 June 2026	30 June 2025	30 June 2026	30 Jun 2025
Purchase of goods and services				
United Engineering and Power Services Ltd. (Service)	-	-	(23,883,408)	(9,472,283)
Purchased during the year	(54,312,866)	(54,398,447)	-	-
Payment made during the year	39,901,741	65,827,503	-	-
United Lube Oil Ltd. (Goods)	-	-	(10,092,200)	(7,215,000)
Purchased during the year	(31,939,750)	(85,967,780)	-	-
Payment made during the year	29,062,550	78,752,780	-	-
Others:				
United Enterprises & Co. Ltd.	-	-	1,559,224,501	777,454,965
Loan received during the year	(2,137,143,352)	(5,303,685,554)	-	-
Loan repaid during the year	2,821,500,000	9,040,145,000	-	-
Interest payable	97,412,888	(5,631,979)	-	-
United Chattogram Power Ltd.	-	-	(37,400,000)	(37,400,000)
Loan received during the year	-	-	-	-
Ashuganj Power Station Co. Ltd.				
Dividend Paid for FY 24-25	45,612,000	-	-	-
Dividend Paid for FY 23-24	-	106,428,000	-	-
United Power Generation & Distribution Company Ltd.				
Dividend Paid for FY 24-25	555,061,352	-	-	-
Dividend Paid for FY 23-24	-	1,295,143,154	-	-

Transfer of inventory:				
United Power Generation & Distribution Company Ltd. (inventory loan)	(4,332,213)	(4,104,408)	17,961,913	22,294,126
United Mymensingh Power Ltd.	432,042	(498,443)	2,536,818	2,104,775
United Payra Power Ltd.	1,629,193	-	1,601,266	(27,927)

Leviathan Global BD Ltd

	Transaction value during the year		Receivable/ (Payable) Balance	
	30 June 2026	30 June 2025	30 June 2026	30 Jun 2025
Loan:				
United Enterprises & Co. Ltd	-	-	(2,492,012,483)	(2,414,883,337)
Loan received during the year	(77,129,146)	512,370,000	-	-
Loan repaid during the year	-	(604,814,280)	-	-
United Power Generation and Distribution Company Ltd.				
Loan disbursed	11,185,360	-	11,185,862	502
Loan repaid	-	-	-	-

The Company and its subsidiaries (collectively referred to as the "Group") engage in various related party transactions in the ordinary course of their business operations. Due to significant delays in the collection of receivables from customers, particularly the Bangladesh Power Development Board (BPDB), coupled with the requirement to import and maintain adequate stocks of Heavy Fuel Oil (HFO) to ensure an uninterrupted supply of electricity in line with BPDB's demand, certain entities within UPGDCL and the Group face substantial funding requirements, while other entities may have surplus funds available for investment.

To facilitate the efficient management of liquidity and ensure the smooth continuation of business operations, management has established a centralized treasury arrangement in coordination with related parties. Under this arrangement, funds are managed and made available among the relevant entities based on their respective funding requirements, thereby minimizing liquidity constraints and potential disruptions to operations. Consequently, the Group undertakes significant transactions with related parties in connection with these centralized treasury and funding arrangements.

45 Financial instruments - Fair values and risk management

45.1 Accounting classifications and fair values

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

		Carrying amount						Fair value				
30 June 2026	Note	Fair value-hedging instruments	Mandatorily at FVTPL – others	FVOCI – debt instruments	FVOCI – equity instruments	Financial assets at amortised cost	Other financial liabilities	Total	Fair value Level 1	Level 2	Level 3	Total
Financial assets measured at fair value												
Investment in marketable	12	-	31,308,157	-	-	-	-	31,308,157	31,308,157	-	-	31,308,157
		-	31,308,157	-	-	-	-	31,308,157				
Financial assets not measured at fair value												
Trade and other receivables	9	-	-	-	-	21,722,281,297	-	21,722,281,297	-	-	-	-
Receivable from related parties	10	-	-	-	-	14,617,683,759		14,617,683,759	-	-	-	-
Cash and cash equivalents	14	-	-	-	-	917,088,255	-	917,088,255	-	-	-	-
		-	-	-	-	37,257,053,311	-	37,257,053,311	-	-	-	-
Financial liabilities not measured at fair value												
Borrowings	22 & 23	-	-	-	-	-	6,207,106,815	6,207,106,815	-	-	-	-
Trade payables	27	-	-	-	-	-	7,653,230,050	7,653,230,050	-	-	-	-
Accrued expenses & other payables	29	-	-	-	-	-	394,923,626	394,923,626	-	-	-	-
Payable to related party	30	-	-	-	-	-	5,848,432,681	5,848,432,681	-	-	-	-
		-	-	-	-	-	20,103,693,171	20,103,693,171	-	-	-	-

		Carrying amount						Fair value				
30 June 2025	Note	Fair value-hedging instruments	Mandatorily at FVTPL – others	FVOCI – debt instruments	FVOCI – equity instruments	Financial assets at amortised cost	Other financial liabilities	Total	Fair value Level 1	Level 2	Level 3	Total
Financial assets measured at fair value												
Investment in marketable	12	-	136,050,400	-	-	-	-	136,050,400	136,050,400	-	-	136,050,400
		-	136,050,400	-	-	-	-	136,050,400				
Financial assets not measured at fair value												
Trade and other receivables	8	-	-	-	-	15,536,586,008	-	15,536,586,008	-	-	-	-
Receivable from related parties	10					23,531,870,974		23,531,870,974				
Cash and cash equivalents	14	-	-	-	-	1,078,973,929	-	1,078,973,929	-	-	-	-
		-	-	-	-	40,147,430,911	-	40,147,430,911	-	-	-	-
Financial liabilities not measured at fair value												
Borrowings	22 & 23	-	-	-	-	-	9,995,831,286	9,995,831,286	-	-	-	-
Trade payables	27	-	-	-	-	-	7,945,516,745	7,945,516,745	-	-	-	-
Accrued expenses & other	29	-	-	-	-	-	166,207,112	166,207,112	-	-	-	-
Payable to related party	30	-	-	-	-	-	14,024,595,461	14,024,595,461	-	-	-	-
		-	-	-	-	-	32,132,150,604	32,132,150,604	-	-	-	-

46 Financial risk management

The Group has exposure to the following risks from its use of financial instruments.

A Credit risk
B Liquidity risk
C Market risk

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

A Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers. Management monitors the exposure to credit risk on an ongoing basis. The maximum exposure to credit risk is represented by the carrying amount of financial assets in the statement of financial position.

i) Exposure to credit risk

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

	Note	Amount in Taka	
		30 June 2026	30 June 2025
Trade and other receivables	9	22,454,652,599	16,058,334,785
Receivable from related parties	10	14,617,683,759	23,531,870,974
Investment in marketable securities	12	31,308,157	136,050,400
Cash and cash equivalents (excluding cash in hand)	14	916,225,256	1,077,960,930
		38,019,869,771	40,804,217,089

ii) Ageing of trade and other receivables

Not past due	2,681,350,879	2,784,641,046
Past due 0-30 days	1,899,966,247	2,221,662,217
Past due 31-60 days	1,718,935,525	2,596,272,353
Past due 61-90 days	1,758,040,410	2,557,566,677
Past due 91-120 days	2,034,703,766	2,260,068,192
Past due 121-365 days	10,807,702,637	2,946,599,484
Past due 365+ days	1,553,953,135	691,524,817
	22,454,652,599	16,058,334,785

B Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Typically, the Group ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date.

Exposure to liquidity rate risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

30 June 2026		Contractual cash flows			
		Carrying amount	Total	6 months or less	Over 6 months
Non-derivative financial liabilities					
Long term loan	Note 20 & 21	1,433,701,986	1,433,701,986	608,701,986	825,000,000
Short term loan	22	5,853,404,829	5,853,404,829	4,502,695,428	1,350,709,401
Trade and other payables	27	7,653,230,050	7,653,230,050	3,423,061,560	4,230,168,490
Accrued expenses	29	394,923,626	394,923,626	394,923,626	-
Payable to related parties	30	5,848,432,681	5,848,432,681	5,808,691,379	39,741,302
		21,183,693,172	21,183,693,172	14,738,073,979	6,445,619,193
Derivative financial liabilities		-	-	-	-
		21,183,693,172	21,183,693,172	14,738,073,979	6,445,619,193

30 June 2025		Contractual cash flows			
		Carrying amount	Total	6 months or less	Over 6 months
Non-derivative financial liabilities					
Long term loan	Note 20 & 21	1,883,237,667	1,883,237,667	299,448,878	1,583,788,789
Short term loan	22	9,312,593,619	9,312,593,619	4,656,296,809	4,802,981,323
Trade and other payables	27	7,942,804,245	7,942,804,245	5,737,090,544	2,205,713,701
Accrued expenses	29	168,919,612	168,919,612	168,919,612	747,500
Payable to related party	30	14,024,595,462	14,024,595,462	14,024,595,462	3,358,852,288
		33,332,150,605	33,332,150,605	24,886,351,306	11,952,083,600
Derivative financial liabilities		-	-	-	-
		33,332,150,605	33,332,150,605	24,886,351,306	11,952,083,600

C Market risk

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

i. Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate. The Group is exposed to foreign currency risk relating to purchases and other transactions which are denominated in foreign currencies.

Exposure to currency risk

The Group's exposure to foreign currency risk arising from foreign currency denominated assets and liabilities at balance sheet date denominated in US dollar (USD) and British Pound (GBP) are as follows:

	30 June 2026		30 June 2025	
	USD	GBP	USD	GBP
Cash and cash equivalents	2,518,557.60	152.76	2,624,836.48	152.76
Share application money	(10,433.03)	(152.76)	(10,457.67)	(152.76)
HSBC USD A/C	(540,260.86)	-	(1,311,457.47)	-
Dhaka Bank USD A/C	(1,967,863.71)	-	(1,302,921.34)	-
Net exposure	-	-	-	-

The following significant exchange rates have been applied:		
USD	123.25	122.90
GBP	165.14	173.64

ii. Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowings and deposits.

Exposure to interest rate risk

The interest rate profile of the Group's interest-bearing financial instruments as at statement of financial position date is as follows:

	Note	30 June 2026	30 June 2025
Fixed rate instruments			
Financial assets			
Receivable from related parties	10	14,617,683,759	23,531,870,974
Financial liabilities			
Payable to related parties	30	(5,848,432,681)	(14,024,595,461)
Variable rate instruments			
Financial liabilities		-	-
Long term loan- non-current portion	21	(353,701,986)	(683,237,667)
		8,415,549,092	8,824,037,846

47 Operational risk

Operational risk constitutes the ability of the Company's power projects to generate and distribute stipulated electricity to its off-takers. Technology used, fuel supply arrangement, operational and maintenance (O&M) arrangement, political or force majeure in the form of natural disaster like floods, cyclone, tsunami and earthquake may hamper normal performance of power generation. The timely and appropriate maintenance of the distribution networks of the plant reduces the chance of major disruptions. However, severe natural calamities which are unpredictable and unforeseen have the potential to disrupt normal operations of the Company. Management believes that prudent rehabilitation schemes and quality maintenance will lessen the damages caused by such natural disasters. Most importantly, all the above risks of the Company are covered under the separate insurance agreements, Jamalpur power plants insured with Pragati Insurance company limited, CEPZ Power Plant with United insurance company limited, Anwara Power plant with Pragati & Green Delta Insurance Company limited and DEPZ and Sylhet power plant with Green Delta insurance company limited, United Ashuganj Energy Ltd. with Pragati & Green Delta Insurance Company Limited for all the potential damages caused in such situations.

48 Contingent assets

The Company has raised a claim against BEPZA for losses suffered as a result of BEPZA failing to timely provide vacant possession of required land and gas connection and a consequent 234 day delay in the Company commencing commercial operation.

In March 2015 an Arbitration Tribunal (consisting of three arbitrators, one appointed by the Company, other appointed by BEPZA and the chairman of the Tribunal) has been appointed by the both arbitrator. The Tribunal ordered that BEPZA compensate the Company for the following amounts.

	30 June 2026	30 June 2025
Service charge deducted by BEPZA ordered to return to the Company	18,733,918	18,733,918
Loss of warranty	17,424,510	17,424,510
Total	36,158,428	36,158,428

In April 2015, BEPZA took the matter to the Court of District Judge, Dhaka. The final Judgment on 7 March 2022 goes in favor of UPGDCL.

49 Commitments

The Group had the following outstanding letters of credit (LC) as at 30 June 2026 against which it is committed to purchase spare parts, lube oil etc.

	Currency	30 June 2026 Invoice value	30 June 2025 Invoice value
UPGDCL	USD	6,930,765	2,093,319
	EUR	-	300,462
UAEL	USD	136,425	-
	GBP	-	-
	EUR	133,095	46,990
LGBDL	USD	-	-
	EUR	-	-

50 Contingent liabilities

50.1 Contingent liabilities relating to bank guarantees amounted to:

United Power Generation & Distribution Company Ltd

Beneficiary

	Expiry date	30 June 2026	30 June 2025
Titas Gas Transmission & Distribution PLC.	11-Nov-28	78,790,400	78,790,400
Titas Gas Transmission & Distribution PLC.	11-Dec-28	6,628,382	6,628,382
Karnaphuli Gas Distribution Company Ltd.	23-Jan-28	34,897,650	34,897,650
Karnaphuli Gas Distribution Company Ltd.	20-Jun-28	8,647,617	8,647,617
Karnaphuli Gas Distribution Company Ltd.	2-Mar-27	71,724,353	71,724,353
Customs House-Dhaka and Chattogram	Unconditional & Continuous	17,632,152	17,632,152
Jalalabad Gas Transmission and Distribution Systems Ltd.	30-Sep-28	227,531,311	205,512,152
PDB (Operation and Security Deposit) 300MW	17-Dec-27	958,620,000	958,620,000
PDB (Operation and Security Deposit) 115MW	10-Apr-27	442,440,000	442,440,000

United Ashuganj Energy Ltd.
Beneficiary

	Expiry date	30 June 2026	30 June 2025
Bangladesh Power Development Board	7 June 2027	380,000,000	380,000,000
Bakhrabad Gas Distribution Company Ltd.	13 June 2027	287,472,356	287,472,356
		667,472,356	667,472,356

Leviathan Global BD Ltd
Beneficiary

	Expiry date	30 June 2026	30 June 2025
Karnaphuli Gas Distribution Company Limited	10-Sep-28	53,688,716	53,688,716
Dhaka Customs House	Open Ended	-	-
		53,688,716	53,688,716

50.2 In line with the provisions of its gas supply agreements, the Company has historically been charged for gas consumption at the rate set for Independent Power Producers (IPPs). However, on 02.01.2018, the Energy and Mineral Resources Division of the Ministry of Power, Energy and Mineral Resources (EMRD) resolved in a meeting that the Company's gas-based power plants at Dhaka and Chattogram Export Processing Zones will be charged for gas consumption at revised rate in the following manner ("EMRD's 2018 Decision"):

"a) Gas consumed for generating power supplied to the national grid will be charged at the rate set for IPPs.

b) Gas consumed for generating power supplied to other customers other than national grid will be charged at the rate set for captive power producers."

Pursuant to this decision, despite the Company being an IPP licensee and supplying electricity to BEPZA and surplus electricity to National Grid and other customers, the Company's gas suppliers, Titas Gas Transmission & Distribution Company Limited (Titas Gas) and Karnaphuli Gas Distribution Company Limited (Karnaphuli Gas), started charging for gas supply at Captive rate.

Accordingly, Titas Gas Transmission and Distribution Company Limited, vide letter dated 5 May 2019, claimed additional charges amounting to BDT 854,960,450 for the period from January 2018 to February 2019. Similarly, Karnaphuli Gas Distribution Company Limited, vide letter dated 11 June 2019, raised an additional claim of BDT 412,084,421 for the period from May 2018 to March 2019, demanding payment at the captive power plant tariff. However, the Company had duly paid all gas consumption bills at the applicable IPP tariff within the due date, in accordance with the relevant gas supply agreement(s), which remain in full force and effect.

Having been aggrieved, the Company filed two separate writ petitions, dated 22 May 2019 and 23 June 2019 respectively, with the Honorable High Court Division of the Supreme Court of Bangladesh against EMRD's 2018 Decision, and claim from the gas suppliers. As the Judgments from the High Court Division stated that EMRD's 2018 Decision does not call for the interference of the High Court Division, the Company subsequently filed a review petition for leave to appeal and a civil review petition in the Appellate Division of the Supreme Court Division, both of which were discharged subsequently.

While the aforesaid legal process was ongoing, the Company pursued discussions with relevant stakeholders and as a result, EMRD in its meeting dated 15.10.2023 ("EMRD's 2023 Decision") took the following decision:

"a) Gas consumed for generating power supplied to the national grid and BEPZA will be charged at the rate set for IPPs from February 2023 onwards [implementation by Titas Gas and Karnaphuli Gas].

b) Gas consumed for generating power supplied to other customers by the Company will be charged at Captive rate [implementation by Titas Gas and Karnaphuli Gas.

c) Necessary steps to be taken to provide IPP license to UPGDCL's two power plants located in Dhaka and Chattogram EPZ [implementation by Bangladesh Energy Regulatory Commission (BERC)].

No specific decision was taken during that meeting regarding the gas rate to be applicable for the interim period (from January 2018 to January 2023). Upon receiving the judgment on 08.02.2024 from the Honorable Supreme Court regarding the review petition for leave to appeal filed by the Company, EMRD did not provide any directives related to the settlement of the gas rate for the interim period despite repeated applications by the Company. The Company has been paying at Captive rate for gas consumed to supply electricity to other customers pursuant to EMRD's decisions dated 15 October 2023.

On 02.03.2025 and 18.03.2025, EMRD issued office orders ("EMRD's 1st 2025 Decision") revoking EMRD's 2023 Decision, thereby instructing Petrobangla and BERC to collect payments from the Company at Captive rate, affecting price of gas consumed for supplying electricity to BEPZA during this period (February 2023 onwards).

The Company pursued discussion and dialogue with relevant stakeholders regarding EMRD's 2025 Decision and a permanent resolution to the matter, and as a result, during the meeting held on 09.11.2025, EMRD stated that the Company's gas-based power plants at Dhaka Export Processing Zone shall be billed as per the prevailing GSA by Titas Gas ("EMRD's 2nd 2025 Decision").

Meanwhile, Titas Gas and Karnaphuli Gas have outstanding claim as on 30 June 2026 amounting to BDT 6,388,710,741.63 (for the period January 2018 to June 2026) and BDT 5,525,187,718.58 (for the period May 2018 to June 2026), respectively for collecting payment from the Company at Captive rate. Against this additional disputed claim, the Company made a provision of BDT 3,936,699,997 for gas bill at Captive rate for the gas consumed to generate the electricity supplied to other customers.

In continuation of the Company's efforts, on 18.08.2026, EMRD decided through a meeting to form a committee with the objective of resolving the dispute regarding the claimed bill and gas rate between the Company and its gas suppliers. The committee has been formed and the terms of reference for the report have been set through EMRD's office order dated 06.09.2026.

The Company's Management is closely observing the situation and is in discussion with relevant stakeholders, such as BEPZA and EMRD to reach an amicable solution to this additional disputed claim by Titas Gas and Karnaphuli Gas.

50.3 Delay in COD

As per the Power Purchase Agreement (PPA) between BEPZA and one of the subsidiaries of the Group Leviathan Global BD Ltd. (LGBDL), the Guaranteed Commercial Operation Date (COD) was defined as date falling twelve months (12 months) after the agreement date. However, due to dispute between Power rate and captive rate as explained in note 1.3 the commercial production is delayed as the matter is pending before the learned court. Management believes that such delay is caused by the lack of supply of natural gas by the gas company and hence falls in clause 11: force majeure of the Power Supply Agreement and therefore no LD is required for this delay.

51 Bank facilities

The Group enjoys the following credit facilities from the following financial institutions:

30 June 2026

United Power Generation & Distribution Company Ltd

Name of the bank	Letter of credit - limit	Loan against Trust Receipt - limit	STL - limit	Overdraft - limit	Bank guarantee facilities - limit
Dhaka Bank PLC (Group Limit)	6,250,000,000	-	500,000,000	150,000,000	1,619,380,554
Jamuna bank PLC (Group Limit)	1,000,000,000	250,000,000	-	-	227,531,311
HSBC (Group Limit)	8,000,000,000	-	2,200,000,000	-	-
SCB (Group Limit)	8,570,000,000	-	2,000,000,000	-	-
Pubali Bank PLC (Group Limit)	2,100,000,000	-	500,000,000	-	-
Bank Asia PLC	2,120,000,000	-	350,000,000	-	-
Prime Bank PLC	2,500,000,000	500,000,000	1,000,000,000	-	-
Brac Bank PLC	5,050,000,000	-	1,000,000,000	5,000,000	-
City Bank PLC (Group Limit)	11,450,000,000	-	5,000,000,000	-	-
Eastern Bank PLC (Group Limit)	2,100,000,000	-	2,200,000,000	-	-
NCC Bank PLC	-	-	1,000,000,000	-	-
UCB PLC (Group Limit)	2,000,000,000	-	1,000,000,000	-	-
Community Bank PLC	2,250,000,000	-	-	-	-
Midland Bank PLC	1,200,000,000	-	-	-	-
Total	**54,590,000,000**	**750,000,000**	**16,750,000,000**	**155,000,000**	**1,846,911,865**

United Ashuganj Energy Ltd

Name of the bank	Letter of credit credit - limit	Loan against Trust Receipt - limit	STL - limit	Bank guarantee facilities - limit	Term Loan /Preference share
Dhaka Bank PLC	500,000,000	-	-	667,472,356	600,000,000
IPDC Finance PLC	-	-	-	-	300,000,000
Shimanto Bank PLC	-	-	-	-	300,000,000
Total	**500,000,000**	-	-	**667,472,356**	**1,200,000,000**

Leviathan Global BD Ltd

Name of the bank	Letter of credit - limit	Loan against Trust Receipt - limit	STL - limit	Bank guarantee facilities - limit	Term Loan
Dhaka Bank PLC	670,000,000	-	-	60,000,000	-
Total	670,000,000	-	-	60,000,000	-

52 Expenditure in equivalent foreign currency

	30 June 2026	30 June 2025
Foreign travel for business purpose	1,515,690	-

53 Capacity and production

United Power Generation & Distribution Company Ltd

Location of plant	30 June 2026 Installed capacity (KWH)	30 June 2026 Actual production (KWH)	30 June 2026 Capacity utilisation (%)	30 June 2025 Actual production (KWH)	30 June 2025 Capacity utilisation (%)
Dhaka EPZ	**656,000,000**	**374,606,877**	**57%**	361,337,455	55%
Dhaka EPZ-Existing plant	280,000,000	121,651,903	43%	112,066,379	40%
Dhaka EPZ-Expansion plant	376,000,000	252,954,974	67%	249,271,076	66%
Chattogram EPZ	**576,000,000**	**471,058,698**	**82%**	494,461,211	86%
Chattogram EPZ-Existing plant	352,000,000	299,862,229	85%	321,271,820	91%
Chattogram EPZ-Expansion plant	224,000,000	171,196,469	76%	173,189,391	77%
Sylhet 28MW power plant	224,000,000	111,696,412	**50%**	112,828,178	50%
Anwara 300 MW power plant	2,400,000,000	64,203,068	**2.68%**	220,765,315	9%
Jamalpur 115 MW Power plant	920,000,000	442,592,482	**48%**	465,959,315	51%
Total	**4,776,000,000**	**1,464,157,536**	**31%**	1,655,351,474	35%

United Ashuganj Energy Ltd

Location of plant	30 June 2026 Installed capacity (KWH)	30 June 2026 Actual production (KWH)	30 June 2026 Capacity utilisation (%)	30 June 2025 Actual production (KWH)	30 June 2025 Capacity utilisation (%)
Ashuganj Power Plant	1,560,000,000	231,401,678	14.83%	866,438,917	55.54%

54 Number of employees

The Group has no employees. Operation and maintenance activities are managed by 390 personnel for UPGDCL, 90 personnel for UAEL and 7 personnel for LGBDL provided by United Engineering and Power Services Ltd under separate O&M contracts.

55 Comparatives and rearrangement

As per IAS 1, an entity shall present comparative information in respect of preceding period for all amounts reported in the current period's financial statements. Comparative information has been presented for previous period from July 2024 to June 2025, for all numeric information in the financial statements and also for the narrative and descriptive information where it is relevant for the understanding of the current year's financial statements.

Previous period's figures have been rearranged, wherever considered necessary to conform to the current period's presentation.

56 Events after the reporting period

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

The Board of Directors in its 120th meeting held on 27 October 2026 recommended cash dividend at 60% per share equivalent to Taka 6.00 of Face Value Taka 10.00 per share aggregating Taka 3,478,171,620 for the year ended 30 June 2026. The dividend is subject to final approval by the shareholders at the forthcoming annual general meeting of the Company.

There are no other events identified after the date of the statement of financial position which require adjustment or disclosure in the accompanying financial statements.

57 Going concern

The Group has adequate resources to continue in operation for the foreseeable future. For this reason, the management continues to adopt going concern basis in preparing the financial statements. The current resources of the Group provide sufficient fund to meet the present requirements of its existing business.

58 Basis of measurement

The consolidated financial statements have been prepared on historical cost basis except inventories which is measured at lower of cost and net realisable value on each reporting date.

59 Material accounting policies

The Group has consistently applied the following accounting policies to all years presented in these financial statements.

Set out below is an index of the material accounting policies, the details of which are available on the current and following pages:

A Basis of consolidated financial statements
B Property, plant and equipment
C Inventories
D Financial instruments
E Impairment
F Revenue
G Provisions
H Contingencies
I Foreign currency
J Income tax
K Employee benefits
L Statement of cash flows
M Finance income and finance expenses
N Advances, deposits and prepayments
O Share capital
P Earnings per share
Q Dividends
R Materiality and aggregation
S Leases
T New accounting policy

A Basis of consolidated financial statements

The consolidated financial statements comprise the consolidated financial position and the consolidated results of operation of United Power Generation and Distribution Company Ltd. (the "Company") and its subsidiaries Leviathan Global BD Ltd. and United Ashuganj Energy Ltd., (collectively referred to as the 'Group').

Subsidiary is an enterprise controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies so as to obtain benefits from its activities. In assessing control, potential voting rights that are presently exercisable are taken into account. The results of operations and total assets and liabilities of the subsidiary are included in the consolidated financial statements on a line by-line basis and the interest of non-controlling shareholders, if any, in results and net assets of the subsidiary are stated separately. The financial statements of the subsidiary are included in consolidated financial statement of the Group from the date of control achieved until the date of control ceased. The consolidated financial statements have been prepared in accordance with International Accounting Standard (IAS)- 27 "Separate Financial Statements" and International Financial Reporting Standard (IFRS)- 10: "Consolidated Financial Statements".

Name of subsidiaries	% of controlling interest	% of non-controlling interest
United Ashuganj Energy Ltd	92.41	7.59
Leviathan Global BD Ltd.	75.00	25.00

The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

ii) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions are eliminated in preparing consolidated financial statements. Unrealised gains arising from transactions with equity accounted investees (that means in any company wherein UPGDCL has made investments, if any) are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.



B Property, plant and equipment

Recognition and measurement

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

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 Group and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the statement of comprehensive income as incurred.

Depreciation

i) Property, plant and equipment is stated at cost less accumulated depreciation. All property, plant and equipment have been depreciated on straight line method.

ii) In respect of addition to fixed assets, full depreciation is charged in the month of addition irrespective of date of purchase in that month and no depreciation is charged in the month of disposal/retirement. Residual value is estimated to be zero for all assets.

The rates of depreciation vary according to the estimated useful lives of the items of all property, plant and equipment.

Considering the estimated useful life of the assets, the rates of depreciation are as follows:

For DEPZ, CEPZ and Sylhet 28 MW power plant

	%	
	30 June 2026	30 June 2025
Plant and machinery	3.33 - 8.33	3.33 - 8.33
Gas line	2 - 8.33	2 - 8.33
Building and civil construction	3.33 - 8.33	3.33 - 8.33
Office equipment	10 - 15	10 - 15
Furniture and fixture	10	10
Motor vehicle	10	10

The depreciation rate for Anwara 300 MW power plant, Jamalpur 115 MW power Plant and United Ashuganj Energy Ltd. has been charged as follows:

	%	
	30 June 2026	30 June 2025
Plant and machinery	Remaining useful life	Remaining useful life
Building and civil construction	Remaining useful life	Remaining useful life
Office equipment	15%	15%
Furniture and fixture	10%	10%
Motor vehicle	10%	10%

The above units operates its power plant under a 15 years PPA with BPDB starting from its Commercial Operation Date (COD) on different. Previously there was an expectation that the duration of PPA could be extended and hence depreciation on plant and machineries have been changed @ 5% per annum considering estimated useful life of 20 years.

However, considering the Government policy, overall energy situation, HFO supply and other variables management has decided to change its estimated useful life and adopted a depreciation policy which will calculate depreciation policy on the basis of useful life up to the expiry of PPA. This change has been applied prospectively from 1 July 2023.

Retirements and disposals

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

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C Inventories

Inventories consisting mainly of spare parts, lube oil and chemicals are valued at lower of cost and net realisable value. Net realisable value is based on estimated selling price in the ordinary course of business less any further costs expected to be incurred to make the sale. Costs of inventories include expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. Cost of inventories is determined by using weighted average cost method except heavy fuel oil (HFO).

When inventories are consumed, the carrying amount of those inventories is recognised as an expense in the year in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the year the write-down or loss occurs. The amount of any reversal of any write-down of inventories is recognised as a reduction in the amount of inventories recognised as an expense in the year in which the reversal occurs.

D Financial instruments

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

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting year following the change in the business model.

A financial asset is measured at amortised cost if it meets both the following conditions and is not designated at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both the following conditions and is not designated at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified are measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets – Business model assessment:

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management; the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior years, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Assessment whether contractual cash flows are Solely Payments of Principal and Interest (SPPI)

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular year of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract.

Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets – Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

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Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

Financial assets include cash and cash equivalents, trade and other receivables and receivable from related parties.

(a) Cash and cash equivalents

Cash and cash equivalents comprise of cash balances and all cash deposits with maturities of three months or less that are subject to an insignificant risk of changes in their fair value, and are used by the Group in the management of its short-term commitments.

(b) Trade and other receivables

Trade and other receivables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

iii. Financial liability

All financial liabilities are recognised initially on the transaction date at which the Group becomes a party to the contractual provisions of the liability.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expired.
Financial liabilities include trade and other payables, related party payables, borrowings, accrued expenses etc.

(a) Trade and other payables

The Group recognises trade and related party payables when its contractual obligations arising from past events are certain and the settlement of which is expected to result in an outflow from the entity of resources embodying economic benefits.

(b) Loans and borrowings

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

(c) Accrued expenses

Accrued expenses represent various operating expenses that are due at the reporting date which are initially measured at fair value.

E Impairment

Financial assets

IFRS 9 requires an assessment of expected credit losses ("ECL") for evaluating whether assets carried at amortised cost are impaired. The first stage of the evaluation requires an assessment of expected credit losses (ECL), which represent the possibility of default over the next 12 months. When a significant increase in credit risk has occurred, the financial asset is transferred to stage 2 and the ECL will be calculated using the possibility of default over the expected life of the financial instrument. When there is objective evidence that a financial asset is impaired, the financial asset will be transferred to stage 3 and lifetime ECL will be calculated.

Non financial assets

The carrying value of the non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of the asset or its cash generating unit exceeds its recoverable amount. Impairment losses, if any, are recognised in the statement of profit or loss and other comprehensive income.

F Revenue

Revenue is recognized in the statement of comprehensive income upon supply of electricity and steam, quantum of which is determined by survey of meter reading. As per IFRS 15: Revenue from Contracts with Customers is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue measured at the fair value of the consideration received or receivable.

Revenue is recognized, excluding Value Added Tax and other Government levies, on the basis of net units of energy generated and transmitted to the authorized customer's transmission systems and invoiced on a monthly basis upon transmission to the customers. Revenues are valued using rates in effect when services are provided to customers.

Revenue from Power Purchase

Revenue under Power Purchase Agreement (PPA) , comprises capacity revenue and energy revenue. Capacity revenue includes escalable component and non-escalable component. Energy revenue includes fuel payment as well as variable operation and maintenance (O&M) payment. Both the capacity and energy revenue (variable O&M) have a variable portion. These are based on inflation (foreign inflation and local inflation indexation factors) and changes in exchange rate. Such revenue is recognised when these factors are confirmed and supplemental and true-up invoices are subsequently raised. True up arises due to the difference in billing exchange rate and the payment date exchange rate of Sonali Bank Ltd.

Energy revenue for gas based power plants

Fuel payment revenue is recognised according to the terms set out in the PPA. Fuel cost related to natural gas for generating electricity is a pass-through expense for the Company to BPDB. Payment for the monthly gas consumption is made directly by the Company to the gas supplier. The constant portion of variable O&M payment revenue is calculated based on supply of electricity (quantum of which is determined by survey of meter reading) and is recognised according to the terms set out in the PPA.

Revenue from Power Supply

Revenue under Power Purchase Agreement (PPA) comprises with customers for electricity sales generally including one performance obligation. The Company has concluded that revenue from sale of electricity should be recognised at the point in time when electricity is transferred to the customer.

G Provisions

A provision is recognised in the statement of financial position when the Group has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a rate that reflects current market assessments of the time value of money and the risks specific to the liability.

H Contingencies

Contingencies arising from claims, litigation, assessment, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

(i) Contingent liability

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

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

(ii) Contingent asset

Contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

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

I Foreign currency

Foreign currency transactions are translated into BDT/Taka at the exchange rates prevailing on the date of transactions.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate prevailing at the reporting date.

Foreign currency denominated non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates prevailing at the transaction dates. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was determined.

J Income tax

The income tax expense for the current year comprises (i) tax on business income earned by two units of UPGDCL whose tax holiday has expired, and (ii) tax on other income earned by the remaining units of the Company, as disclosed in Note 34. Dividends received from subsidiaries out of their tax-exempt profits have been treated as tax-exempt by management based on the opinions of legal counsel and the judgment of the Appellate Division of the Honorable Supreme Court of Bangladesh.

(i) Current tax

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. UPGDCL has received an exemption from taxes on business income from the Government of Bangladesh for 15 years from the commencement. Income tax provisions have been made on 35MW DEPZ and 44MW CEPZ existing plants, being the plants' exemption expired on 26th December 2023 and 12th August 2024 respectively. No provision is required for income tax on business income of UPGDCL's 47MW DEPZ and 28MW CEPZ expansion plants as the plants' tax exemption has not expired on the reporting date. No provision is also required for income tax on the business income of Sylhet 28MW power plant, Anwara 300MW power plant and Jamalpur 115 MW as the companies have received exemption from income from power generation under the private sector power generation policy for a year of 15 years from the start of their commercial operation, vide SRO ref: 211-Ain/Aykor/2013-Income Tax ordinance (#36) 1984 dated 1 July 2013 for Sylhet 28MW power plant, and SRO ref: 246-Ain/Aykor/2016-Income Tax ordinance (#36) 1984, dated 26 July 2016 for Anwara 300MW power plant and Jamalpur 115 MW.

Entity	Plant	Tax exemption status	Year	Expiry
UPGDCL	35 MW plant at DEPZ	Expired	15 years	2023
	47 MW plant at DEPZ	Tax exemption on business income	15 years	2028
	44 MW plant at CEPZ	Expired	15 years	2024
	28 MW plant at CEPZ	Tax exemption on all income	15 years	2028
	53 MW plant at Ashuganj	Tax exemption on business income	5 years	2027
	28 MW plant at Sylhet	Tax exemption on business income	15 years	2028
	300 MW plant at Anwara	Tax exemption on business income	15 years	2034
	115 MW plant at Jamalpur	Tax exemption on business income	15 years	2034
UAEL	195 MW plant at Ashuganj	Tax exemption on business income	15 years	2030
LGBD	50 MW plant at Chattogram			

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(ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and

- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting data.

Deferred tax assets and liabilities are offset only if certain criteria are met.

As of 30 June 2026, the Company's power plant operated under tax exemption regime except DEPZ & CEPZ existing plant, while the other power plants continued to operate under the applicable tax exemption regimes. Which shows accounting depreciation charge is equal to the tax depreciation charge, implying that there were no temporary differences between accounting net book value and tax written-down value of at that point in time. However, the Company has assessed deferred tax implications for the DEPZ and CEPZ existing power plants in accordance with IAS 12, Income Taxes, by comparing the carrying amounts of assets and liabilities with their respective tax bases. Deferred tax assets and liabilities have been recognised, as applicable, in respect of the resulting temporary differences, using the tax rates expected to apply when such differences reverse.

K Employee benefits

Short term and termination benefits

Since operation and maintenance (O&M) activities of the Group are managed by employees of United Engineering and Power Services Limited under an O&M contract. Therefore, no provident fund, gratuity, termination benefit is applicable for the UPGDCL and its subsidiaries.

Workers profit participation fund (WPPF)

The government of Bangladesh has made an amendment to the Labour Law 2006 in July 2013. As per amended section-232 (chha) of the Act, any undertaking carrying on business to earn profit is liable to make provision for WPPF at 5% of the net profit and it also needs to be distributed within 9 months of the statement of financial position date. Operation and maintenance (O&M) activities of the Group are managed by employees of United Engineering and Power Services Limited under an O&M contract. Therefore, the provision of WPPF is not applicable for the Group.

L Statement of cash flows

Statement of cash flows has been prepared in accordance with the IAS 7: Statement of cash flows under the direct method.

M Finance income and finance expenses

Finance income comprises interest on financial deposits with banks and loans made to related parties. Finance income is recognised on an accrual basis and shown under statement of profit or loss and other comprehensive income. The Group's finance cost includes interest expense which is recognised at amortised cost.

N Advances, deposits and prepayments

Advances are initially measured at cost. After initial recognition advances are carried at cost less deductions, adjustments or charges to other account heads.

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition prepayments are carried at cost less charges to statement of profit or loss and other comprehensive income.

O Share capital

Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction are accounted for in accordance with IAS 12.

P Earnings per share

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

Q Dividends

Final dividend distributions to the Company's shareholders are recognised as a liability in the financial statements in the year in which the dividends are approved by the Company's shareholders at the annual general meeting, while interim dividend distributions are recognised in the year in which the dividends are declared and paid.

R Materiality and aggregation

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

S Leases

i) The Company as a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is yearically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Groups incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased. Lease payments included in the measurement of the lease liability comprise the following:

i. fixed payments, including in-substance fixed payments;
ii. variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
iii. amounts expected to be payable under a residual value guarantee; and
iv. the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal year if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is re-measured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.



The Company presents right-of-use assets that do not meet the definition of investment property in property, plant and equipment and lease liabilities separately in the statement of financial position.

Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

ii) The Company as a lessor

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand alone prices.

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

If an arrangement contains lease and non-lease components, then the Group applies IFRS 15 to allocate the consideration in the contract.

The Group recognises lease payments received under operating leases as income on a straight line basis over the lease term as part of 'capacity revenue'.

T New accounting policy

Adoption of new and revised Standards

New and revised IFRS Standards in issue but not yet effective

For the year ended 30 June 2026, the Group has not applied the following new and revised IFRS Standards that have been issued but are not yet effective and in some cases had not yet been adopted by the Group.

- Amendment to IFRS 19, 'Subsidiaries without Public Accountability: Disclosures'
- Amendment to IFRS 18, 'Presentation and Disclosure in Financial Statements'

The Board does not expect that the adoption of the Standards listed above will have a material impact on the financial statements of the Group in future years.

The Board does not expect that the adoption of the Standards listed above will have a material impact on the financial statements of the Group in future years.

