



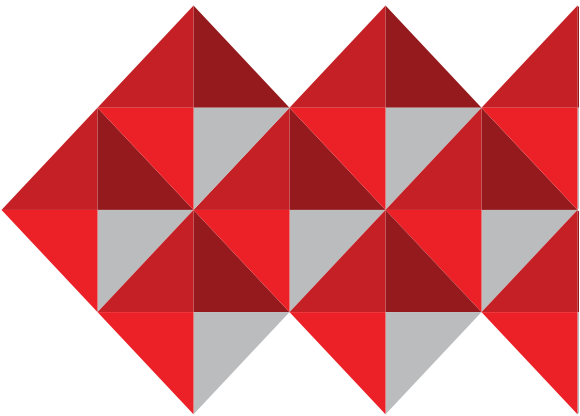
[www.regenttex.com](http://www.regenttex.com)



# Annual Report | 2016-17



REGENT TEXTILE ANNUAL REPORT





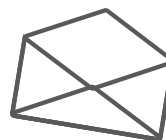
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# C O N T E N T S

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# TRANSMITTAL LETTER



Date: 20 November 2017

To

All honorable Shareholders

Bangladesh Securities and Exchange Commission

Dhaka Stock Exchange Limited

Chittagong Stock Exchange Limited

**Subject : Annual Report for the year ended June 30, 2017.**

Dear Sir/Madam (s),

We are pleased to enclose a copy of the Annual Report 2016-2017 together with the Audited Financial Statements including Statement of Financial Position, Statement of Profit and Loss and other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended June 30, 2017 along with notes thereon of Regent Textile Mills Limited director's report to the shareholders and other necessary data for your information and record.

Thank you so much.

Yours Sincerely,

---

**(M. R. H. Sikder FCS)**

Company Secretary



# NOTICE OF THE 22<sup>ND</sup> ANNUAL GENERAL MEETING

Notice is hereby given to all concerned that the 22nd Annual General Meeting (AGM) of Regent Textile Mills Limited will be held on Thursday, the 21st December 2017 at 11:00 a.m. at Rima Convention Center, 80 S. S. Khaled Road, (North-east corner of ashkar dighi) Chittagong, to transact the following businesses and to adopt necessary resolutions:

- |            |  |
|------------|--|
| Agenda # 1 | To receive, consider and adopt the financial statements of the Company for the year ended 30 June 2017 together with Directors' Report and Auditors' Report thereon. |
| Agenda # 2 | To declare Dividend for the year ended 30 June 2017  |
| Agenda # 3 | To elect/re-elect Directors  |
| Agenda # 4 | To confirm the appointment of Independent Directors.   |
| Agenda # 5 | To appoint the Statutory Auditors for the year ended June 30, 2018 and to fix their remuneration   |
| Agenda # 6 | Miscellaneous, if any, with the permission of the Chair  |

All the honorable shareholders are kindly requested to make it convenient to attend the meeting.

By order of the Board of Directors

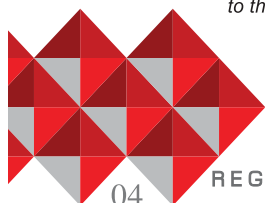


**M. R. H. Sikder FCS**  
Company Secretary

5th December, 2017

**Notes:**

1. The Record date was fixed on Thursday, November 23, 2017. Shareholders whose name appeared in the Share Register of the Company or in the Depository Register on the record date, will be entitled to attend the AGM and receive the dividend
2. A Shareholder eligible to attend and vote at the meeting may appoint a proxy in his/her stead. The form of proxy duly completed must be lodged at the Company's Shares Department at Registered Office, HG Tower, 1182, Jubilee Road (Nur Ahmed Road), Chittagong 4000 not later than 48 hours before the AGM
3. The Shareholders bearing BO Account are requested to update their account with 12 digit e-TIN and any other changes in the particulars such as Address, Bank Account Number, Cell No., E-mail Address etc. through their Depository Participant (DP) and the Shareholders bearing Folio Numbers are requested to submit their e-TIN certificate to the Share Department of the Company before Record Date, failing of which income tax will be deducted at source @15% instead of 10% from cash dividend as per Section 54 of IT Ordinance 1984
4. In case of non-receipt of Annual Report of the Company sent through postal/courier services, Shareholders may collect the same from company's Shares Department. The Annual Report 2016-2017 and the Proxy Form are available at the Company's Website [www.regenttex.com](http://www.regenttex.com)
5. As per Notification of BSEC No: SEC/SRMI/2000-953/1950 dated 24 October 2000, no gift or any other kind of benefit will be given to the Shareholders attending the Annual General Meeting (AGM).



# MISSION, VISION AND CORPORATE VALUES

## MISSION:

Merging the artistic skills and efficiency of manufacturing in the midst of topnotch technology for possible best quality products and services which will built the confidence level of our valued customers, other stakeholders and the shareholders of the Company.

Regent Textiles Mills Limited uses the best customary tools to win and maintain the satisfaction, trust and loyalty of its valued customers. Quality, Delivery and Innovation are the core elements of our philosophy. In order to provide uninterrupted services to the valued customers, a progressive and professional management and a dedicated team of employees are set up to run the merchandising, commercial operations and production. Our Continuous effort with commitment is the key to accomplish this MISSION.

## VISION:

To be the market leader in all of our products, our foremost aim is to think big, be the pace setter and modernizer. Since 1995, Regent Textile Mills Limited is trying best and concrete plans to replicate its best practices in every of its offerings to customers. It is the VISION that every employee of the organization is clear about.

- Strive for attaining a leadership position in our business sector.
- Provide products and services of high and consistent quality, ensuring value for money to our customer.
- Attain a high level of productivity in all our operations through effective utilization of time and adoption of appropriate technology.

## OUR OBJECTIVES

- To achieve highest standards in quality, delivery and compliance.
- To achieve high efficiency measures in production units.
- To safeguards the interests of all shareholders.
- To work hard to optimize profit through conducting transparent business operations.

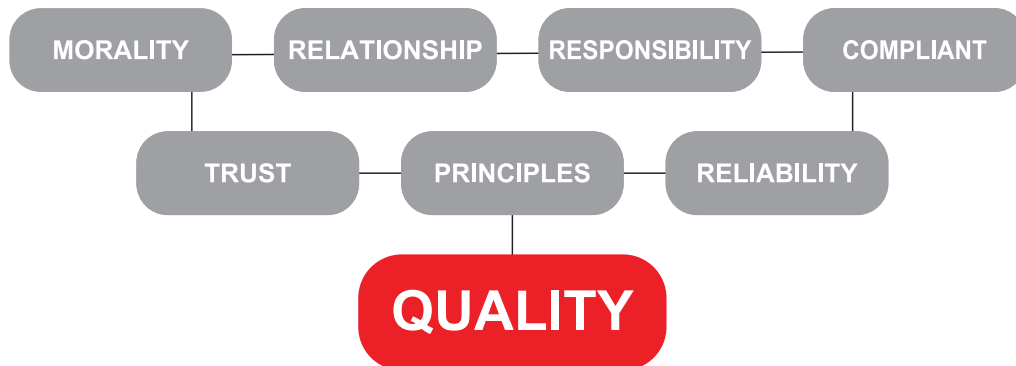
## OUR COMMITMENTS

- Making perfect quality product ensuring fully compliant environment
- Ensuring appropriate utilization of shareholders capital, in view of promising growth with highest return
- Ensuring well remuneration and motivation to our all valued employees whereas their hard work ensuring the growth of the company
- Precise conducting with Buyers, Suppliers, Financial Assistants who extended their assistance in due course to achieve triumph of the company
- Avoid malpractice through anti-environmental behaviors, corruption dealings, unethical and immoral activities in any circumstance that a responsible citizen as an entity.
- Practicing corporate governance in every aspects of activities.
- Ensure equality in all races, religion and gender in terms of operation in the industry.





## BUSINESS ETHICS



## CORPORATE VALUES

- Create a quality benchmark in every aspect of business
- Maintain and further enhance customer satisfaction in terms of quality and price
- Ensure a happy, motivated and skilled workforce
- Work towards green production
- Create employment and retain with steady, controlled and focused company growth
- Contribute to the country's economic sustainability with our exports and business practices



# A BRIEF ABOUT YOUR COMPANY

The company was established in 1994 and started commercial operation in 1999. It was incorporated on November 30, 1994 as a Public Limited Company vide Reg. No. CHC-1780. Registered office of the company is at HG Tower, 1182 Jubilee Road (Nur Ahmed Road), Chittagong- 4000, Bangladesh and Factory is located at East Kalurghat, Charkhidirpur, Bandar, Chittagong. On March 01, 2005 the present sponsors acquired Regent Textile Mills Limited turn around the performance of the company through the sponsor's prudent management skills. From the very beginning of the company the management established strong MIS through IT infrastructure and installed customized software to increase efficiency and skill of the employees as well as production quality and capacity.

Regent Textile Mills Limited is a woven composite textile having dyeing, printing, sewing, finishing and packing facilities. It offers a complete process line from weaving to finishing of RMG fabrics and home furnishing products. Constant quality control keeps it in touch with each specific process of production through its fully equipped laboratory and quality control monitor. The company is running with 12.00 million meters weaving and 14.00 million meter dyeing and printing of woven fabrics capacity per year. RTML exports its products to number of world renowned buyers, such as Wall Mart (worldwide) Heimtex AB (Sweden), Red Cats Asia Limited, Princess Groppen AS (Norway), New wave Group SA (Switzerland), BonPrix (Germany), Silex Vyvoz A Dovož SRO (Czech Republic), Lidl (France) and Siplec.

## NATURE OF BUSINESS

RTML is a 100% export oriented textile mill for high quality woven fabrics and home furnishing items. The Company's products variety ranges from producing 50 gsm to 450 gsm. Finished home textile products are being exported to international market especially to EU, USA & Canada.

# PRINCIPAL PRODUCTS AND SERVICES

## Home Textile:

Kitchen Attire	Pillowcase	Quilt cover Set	Cushion/Covers
Napkin	Table Clothes	Bed Sheets and Bed Clothes	Cretonne
Hospital Sheet	Fitted Sheet	Curtains	Other home textile products
Sheet Set	Flat Sheet	Aprons	Etc.

## Dyed & Printed Fabrics:

Cotton Sheeting	Cotton Rib Stop	Cotton Twill	Cotton Bedford Cord
Cotton Canvas	Cotton Herringbone Twill	Cotton Panama Canvas	Cotton Doby Horizontal
Cotton Ottoman	Cotton Baby Canvas	Cotton Fine Twill	Cotton Calico Canvas
Cotton Flannel	Cotton Seersucker	Cotton Spandex Twill,	Sateen, Poplin, Etc.



## FUTURE MARKET ASPECTS

Out of five basic needs of human livelihood Clothing stands as second need, and no one can ignore the ever-growing demand of textile products. Unquestionably the demand of textiles products are being upward as the world's population is increasing day by day. Due to highly labour intensive industry countries with mass population can grab the opportunities to supply the demand. Capturing the core competency now Bangladesh is considered as second largest supplier of textile and RMG products all over the world. According to IMF Bangladesh is the second fastest growing economy in Asia with 7.11% GDP growth in financial year 2016. Where Textile and RMG sector donates around 75-80%. Currently textile industry accounts for 53% of all industrial employment in the country. However although the industry is one of the largest in Bangladesh and is still expanding, it faces massive challenges principally in terms of supply of raw material, backdated infrastructure, unfavourable trade policy, inadequate incentive for expansion, high cost of finance, unpredictable trend of consumer demand and insufficient supply of gas/utilities. It also faces massive competition from manufacturers of neighboring countries due to easy entry barrier. However it is pleased to inform that worlds three out of top ten highly compliant factories are now established in Bangladesh. This indicates entrepreneurs in Bangladesh now highly concerned regarding compliance issues of Buyers. Import of capital machineries in recent years has been increased radically that also indicates investment in capacity expansion, quality assurance, compliance, and development. Government also taking effective initiatives to spread the industry all over the country by infrastructure development. Also increased labour cost in China and India also diverts foreign buyers to Bangladesh hopefully that will increase in near future.

## COUNTRY'S ECONOMIC FORECAST

The economy of Bangladesh is developing in a briskly pace. Over the last few years the economy has shown at 6% to 7% per annum and a massive 10% above growth in industrial sector. Furthermore, small and medium scale manufacturing efforts is the largest contribution to that economic growth. Economists from home and abroad predict an uprising Bangladesh economy in the coming years. The key indicators are as follows:

- o Reserve of foreign currencies
- o Export growth and private investment
- o Increasing remittance inflow
- o Adaptive Human Resources
- o Increase in direct & indirect foreign investment
- o Improvement of compliance culture
- o Massive investment in capital machinery

## SEASONAL ASPECT OF THE COMPANY'S BUSINESS

There is no significant seasonal aspect on the company's business.





# GROUP PREVIEW

Habib Group (HG) was initiated in 1947 as a proprietorship business house under title of Habib Sons. Today, the Group is large diversified ones which headquartered in Chittagong, Bangladesh. Our renowned concerns produce and market a variety of products that serve a wide range of valued customers worldwide. Habib Group of Industries engages business in Power, Steel, Cement, Fertilizer, Aviation (Regent Air), Shipping, Paper, Textile, Apparel, Spinning, Weaving Shares & Securities, Real State, Navigation, Trading etc. sectors.

Habib Group is a leader and one of the pioneers in the industrial sector and we are recognized worldwide for our unparalleled market-driven innovation, engineering expertise, and management excellence. Our group's annual turnover is more than \$500 million. around 20,000 skilled and unskilled are serving throughout the Country.

Since 1947, we have maintained a strong commitment to provide superior quality products and services to valued customers which improve the lives of the end consumers worldwide, now and for the generations to come. With extensive expertise and experience spanning more than five decades, Habib Group is uniquely positioned to be at the forefront of all businesses for decades to come.

The Group will continue to expand its businesses in different sectors as part of partners of the Government, Foreign agencies and the people of the Country.

Even today, Habib Group is still expanding its wings and diversifying its business interests. The sponsors of the group have been investing in different industrial set ups. Over the periods, Habib Group has established itself as one of the most prominent and rising business houses of Bangladesh. The effective succession planning is running on with a strong commitment of the sponsors. Corporate culture and practices of good governance are implementing in different sectors of the Group.





## FINANCIAL HIGHLIGHTS

Cost of Major Items Assets Employed	2016 - 2017 (Tk.)	Jan 2015 to June 2016 (Tk.) *	2014 (Tk.)	2013 (Tk.)	2012 (Tk.)
Non-Current Assets	2,222,538,689	1,887,595,549	1,841,185,267	1,771,479,020	1,638,931,411
Net Current Assets	2,111,562,257	1,736,461,826	295,131,534	293,259,537	320,930,802
<b>Total Assets Employed</b>	<b>4,334,100,946</b>	<b>3,624,057,375</b>	<b>2,136,316,801</b>	<b>2,064,738,557</b>	<b>1,959,862,213</b>
Financed By					
Share Capital	1,155,000,000	1,155,000,000	600,000,000	600,000,000	500,000,000
Share Premium	724,782,034	724,782,034	-	-	-
Revaluation Reserve	986,342,088	990,266,215	996,636,643	1,001,198,106	1,005,999,646
Retained Earnings	612,341,920	635,671,489	420,301,405	269,155,962	188,636,772
<b>Shareholders' Equity</b>	<b>3,478,466,042</b>	<b>3,450,719,738</b>	<b>2,016,938,048</b>	<b>1,870,354,068</b>	<b>1,694,636,418</b>
Long Term Borrowings	785,745,277	114,541,946	62,842,479	139,276,028	216,890,838
Deferred Tax Liability	69,889,627	58,795,691	56,536,277	55,108,461	48,334,957
<b>Total Capital Employed</b>	<b>4,334,100,947</b>	<b>3,624,057,375</b>	<b>2,136,316,804</b>	<b>2,064,738,557</b>	<b>1,959,862,213</b>
<b>OPERATIONAL RESULT</b>					
Sales	1,058,204,192	2,004,431,936	1,656,465,005	1,722,567,233	1,348,903,633
Gross Profit	217,625,948	468,896,897	372,715,152	389,801,975	281,683,628
Profit from Operations	138,703,183	351,435,425	277,729,726	285,458,935	206,273,510
Profit before Income	161,454,583	249,264,877	176,839,721	195,463,266	147,421,164
Tax & Reserve					
Profit After Income Tax	137,000,682	212,460,870	148,885,947	174,906,173	133,270,100
Total Comprehensive Income	137,746,304	208,999,657	146,583,979	175,717,650	123,174,562

\* 18 months audited financial results

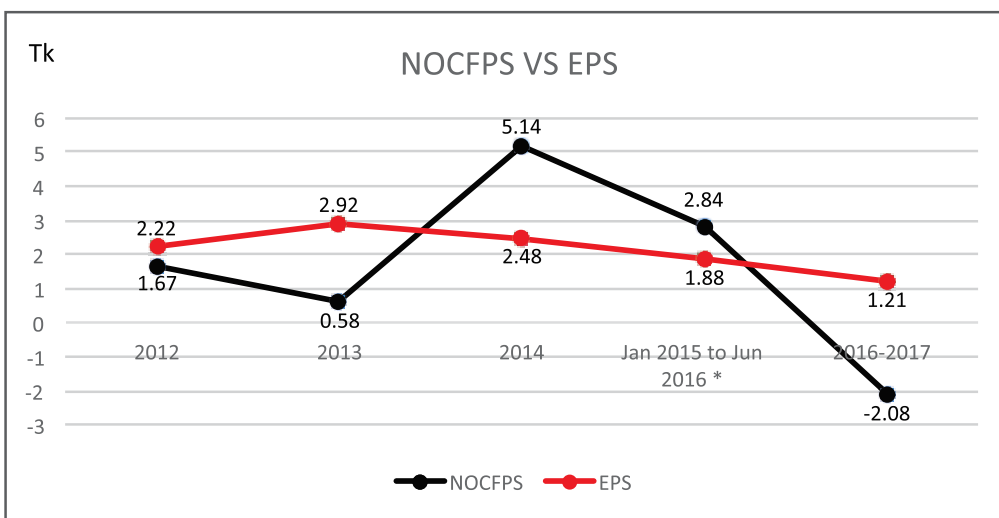
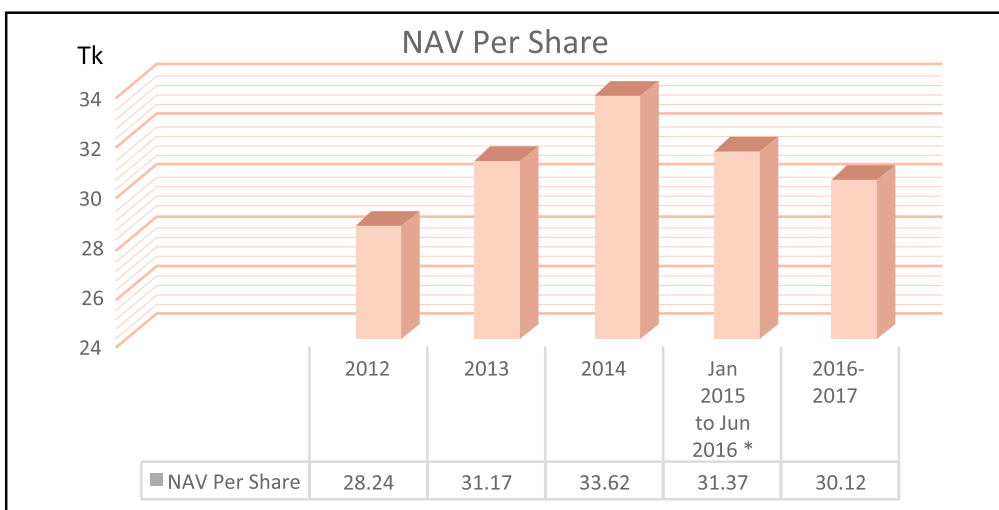
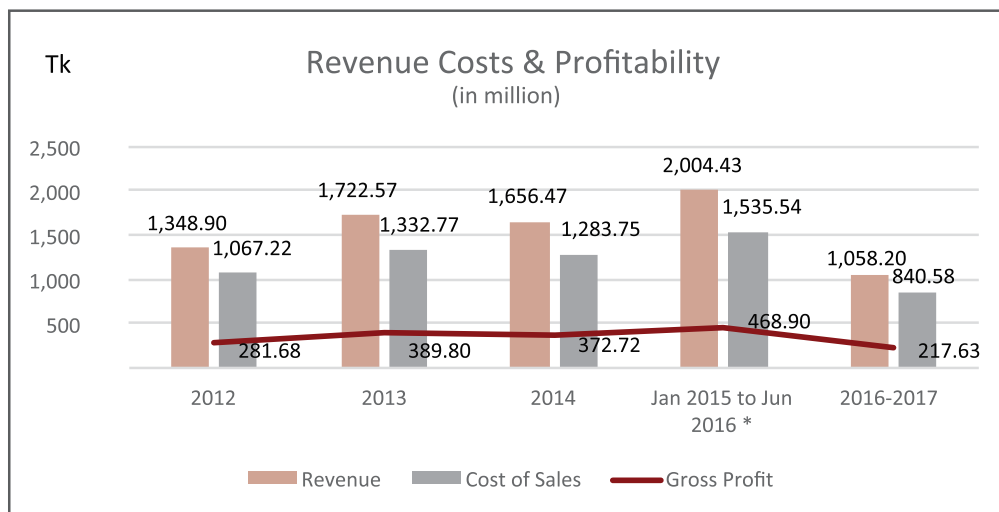
## FINANCIAL RATIOS

Major Ratios	2016 – 2017	Jan 2015 to June 2016*	2014	2013	2012
Gross Profit Ratio %	20.57	23.39	22.50	22.63	20.88
Net Profit Ratio %	12.95	10.60	08.99	10.15	09.88
Return on Shareholders' Equity %	3.94	6.16	7.38	9.35	7.86
Return on Capital Employed %	3.16	5.86	6.97	8.47	6.80
Current Ratio – Times	2.92	2.68	1.28	1.22	1.43
Quick Ratio – Times	1.62	2.31	0.91	0.85	1.06
Inventory Turnover Ratio – Times	2.65	3.95	2.90	3.45	3.99
Assets Turnover Ratio – Times	0.19	0.43	0.50	0.57	0.52
Debt Equity Ratio – Times	0.56	0.35	0.58	0.80	0.60

\* 18 months audited financial results



## GRAPHICAL PRESENTATION OF FINANCIAL PERFORMANCE



\* 18 months audited financial results

\*\* EPS and NOCFPS of previous year restated





## MESSAGE FROM THE HONORABLE CHAIRMAN

Dear Shareholders,

In the name of Allah, the most beneficent and the most merciful.

It is a great pleasure for me to be here with you in the 22nd Annual General Meeting of Regent Textile Mills Limited. On behalf of the Board of Directors and myself, I would like to express my heartfelt thanks and profound gratitude to all of you for your continuous support and guidance in achieving excellence in the performance of the Company. The Directors' Report containing inter alia Audited Accounts and Auditors Report thereon for the year ended on 30th June 2017 is enclosed for your perusal.

Despite various adverse business environment and conditions such as high inflation rate, high competitions in getting orders, increase of raw material prices, shortage and price hike in utility costs, the operations and performance of the Company during the year under review had not been smooth. However, the Company finished the reviewed period with a net profit of Tk.137.75 million as against Tk.209.00 million of previous year (18 months).

As you know, the textile sector in general, had faced various external difficulties including, enhanced compliance standards from customers, new regulations in regard to building and fire safety, effect of global recession and reduction of selling price in the face of unbending competition and consequent fall in FOB prices in international market can be considered as other reason behind decreasing trend of sales revenue.

We are trying hard to complete the ongoing BMRE project implementation though there were obstacles such as flooding different times with record highest height of water which damaged our embankment that requires to uplift the height of floor where BMRE project is implementing. Besides, we are importing capital machineries with more value added modules in light of future demand. We hope that your factory will be one of the most moderns with highest safety measures and compliance. With a view to establishing both the projects your company spent Tk. 267.44 million for land, land development, civil constructions from its own fund and assistance from financial institutions.

I would like to thank the employees without whose efforts and commitments your company would not be able to hold this position. I also like to extend my gratitude to Bangladesh Securities and Exchange Commission, Dhaka and Chittagong Stock Exchange, Central Depository Bangladesh Limited, Registrar of Joint Stock Companies & Firms, National Board of Revenue, and all other regulatory authorities, Financial Institutions, insurers, buyers, facilitators, our patrons and the community at large for their valuable guidance, support and co-operation.

I would like to give thanks to my fellow Directors for their enormous contribution in formulating and steering the company's overall strategy. We are encouraged by and grateful for the ongoing support of all our shareholders. I solicit your continue and patronage in coming days also.

May peace, mercy and blessings of almighty Allah be upon you.

With warm regards,

Yours sincerely,



**Md. Yakub Ali**  
Chairman





## MESSAGE FROM THE MANAGING DIRECTOR

Dear Shareholders,

In the name of Allah, the most beneficent and the most merciful.

I feel privileged to welcome you all at the 22nd Annual General Meeting of Regent Textile Mills Limited and to present the Annual Report of the Company for the financial period ended on June 30, 2017

Regent Textile Mills Limited is 100% export oriented woven composite textile industry to carry out business of weaving, dyeing, printing and manufacturing of RMG and currently exporting to EU countries, USA, Canada etc. We are continuing our efforts to grab bigger market share of our products in more developed countries. Our R&D department is one of the richest in the country where research on products is being done with a view to adding value and maintaining perfect quality measures.

As you know, the reporting period under review, the operating performance shows a decline in Revenue, Gross Profit, Net Profit and Earnings per Share (EPS). The main factors for the declining results are often adverse changes in prices of raw-cotton, yarns, abnormal price hike of fuel/Power etc, and reduction of foreign exchange rate which were beyond the control of the Management.

We wish to uphold the trust of you upon us as representatives of your Company. As per our commitments we are working hard to implement the BMRE project though it is taking more time as because of some unavoidable circumstances. The detailed present status is described in the Annual Report. Besides, garment project is a forward linkage which requires backward support. So before implementing BMRE we cannot get outputs from forward linkage i.e. garment. In this respect, management has decided to acquire a fully compliant garment factory by which set up time of a new garment factory will reduce radically. If we are able to implement our latter decision, Regent Textile Mills Ltd. will flourish newly as an extraordinary woven industry in textile world.

My heartfelt gratitude to our shareholders for their continued confidence and trust they put in the Company. Our customers have always been our inspiration and we are also committed to provide top notch service to our customers in coming days. Special thanks to my fellow colleagues for their team work with sincerity, diligence and utmost professionalism. I do also express my gratitude to our lenders, regulators and other stakeholders for their continued support and co-operation. I believe all of our stakeholders would be growing together hand in hand with a sense of ownership in Regent Textile family.

Thanking you all and best of luck!



**Salman Habib**  
Managing Director



# CORPORATE INFORMATION

**Chairman**

Md. Yakub Ali

**Managing Director**

Salman Habib

**Directors**

Md. Yakub Ali

Md. Yasin Ali

Mashruf Habib

Salman Habib

Tanvir Habib

Eng. Md. Abul Quasem (Independent Director)

Md. Javed Iqbal (Independent Director)

**Company Secretary**

M. R. H. Sikder FCS

**Audit Committee**

Md. Javed Iqbal (Chairman)

Md. Yasin Ali (Member)

Mashruf Habib (member)

**Chief Financial Officer**

A. K. Bhattacharyya

**Head of Internal Audit**

Sk. Md. Jan - E- Alam

**Statutory Auditor**

Hoda Vasi Chowdhury & Co  
Chartered Accountants

Delwar Bhaban (4th Floor)  
104, Agrabad C/A, Chittagong.

**Tax Advisor**

Md. Abul Kalam Azad

Momin Road

Chittagong

Tel : 031 626446

**Legal Advisor**

Omar Sadat  
Barrister-at-Law

Advocate, Supreme Court of Bangladesh  
House # 28 (GF), Road # 23, Gulshan 1, Dhaka  
Tel: 88-02-9850355  
E-mail: corporate@sadat-sarwat.com

**Corporate Office**

1182 Jubilee Road (Nur Ahmed Road), Chittagong 4000  
Tel:- 88-031-2868841-3, Fax:- 88-031-2868207

**Registered Office**

1182 Jubilee Road (Nur Ahmed Road)  
Chittagong 4000  
Tel:- 88-031-2868841-3  
Fax:- 88-031-2868207

**Factory**

Charkhidirpur, East Kalurghat,  
Bander, Chittagong.  
031-671170, 671439

**Share Office**

1182 Jubilee Road (Nur Ahmed Road), Chittagong 4000  
Tel:- 88-031-2868841-3, Fax:- 88-031-2868207  
E-mail- cs@regentttx.com

**Authorized Capital**

BDT 1,500,000,000.00

**Paid up Capital**

BDT 1,155,000,000.00

**Face Value of Share**

BDT 10.00

**Bankers**

Shahjalal Islami Bank Ltd.  
Standard Chartered Bank  
Mercantile Bank Limited  
Sonali Bank Limited  
Dutch Bangla Bank Limited  
National Bank Limited  
IDLC Finance Limited.  
Langkabangla Finance Limited

**Insurers**

Green Delta Insurance Company Limited  
Continental Insurance Limited  
Eastland Insurance Company Limited



## BOARD OF DIRECTORS'



Md. Yakub Ali  
Chairman



Md. Yasin Ali  
Director



Mashruf Habib  
Director



Salman Habib  
Managing Director



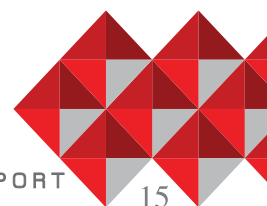
Tanvir Habib  
Director



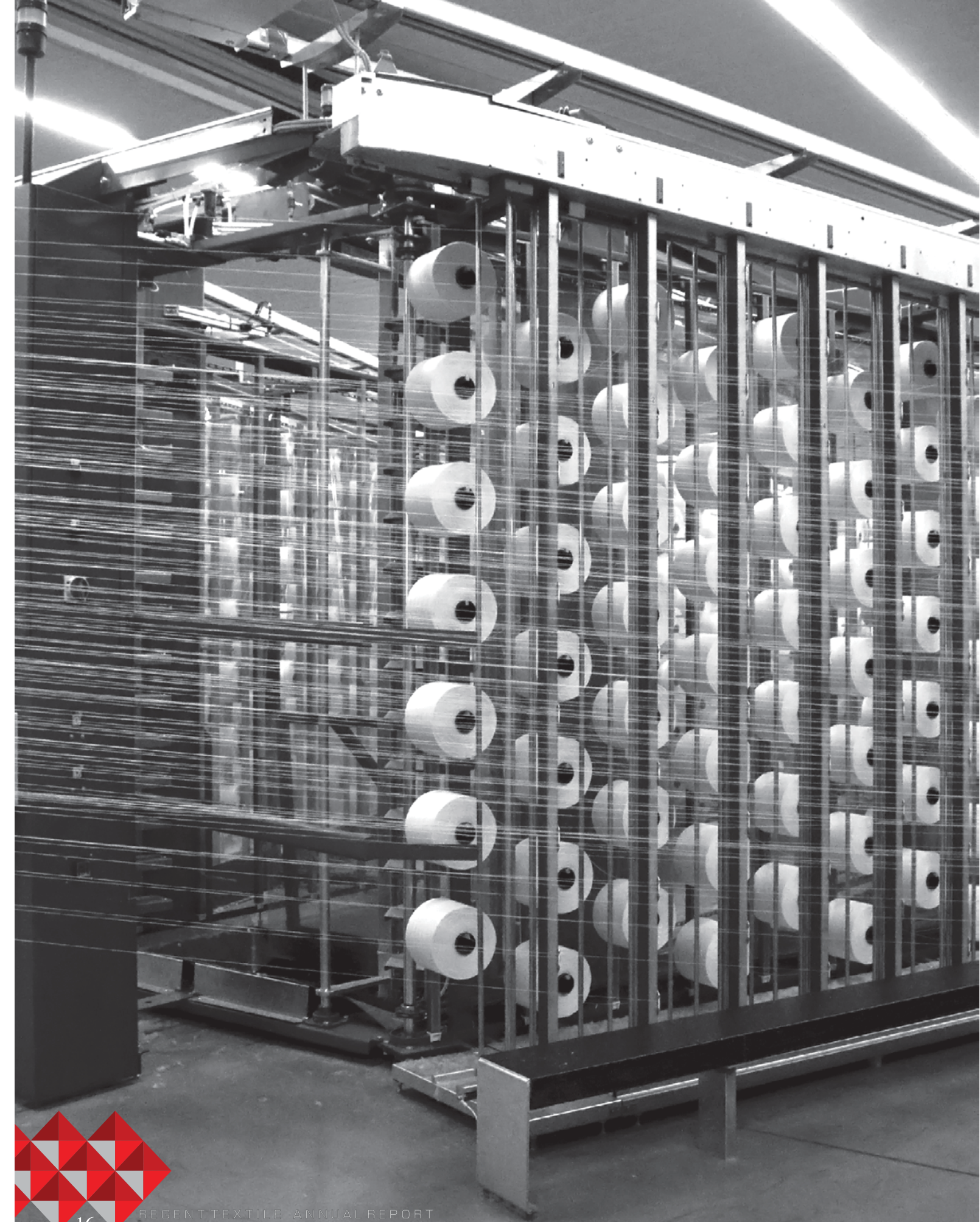
Eng. Md. Abul Quasem  
Independent Director



Md. Javed Iqbal  
Independent Director









# KEY MANAGEMENT

Mr. Salman Habib	Managing Director
Mr. Mohammed Abdur Rashid FCA, FCMA	Director, Finance & Operations
Mr. Mohammad Masud Hossain	Director, Marketing
Mr. M. R. H. Sikder FCS	Company Secretary
Mr. A. K. Bhattacharyya	Chief Financial Officer
Mr. Sk. Md. Jan-E-Alam	Head of Internal Audit
Mr. Md. Saiful Islam	G. M. - Marketing (RMG)
Mr. Md. Anwar Sadat Siddiqi	G. M. - Admin, HR & Compliance
Mr. Amalendu Pandey	G. M. - Production
Mr. Joydip Das Gupta	G. M. - Marketing (Home Textile)
Mr. Zahid Uddin Ahmed Chowdhury	Head of SCM





## SHORT PROFILE OF DIRECTORS

**Mr. Md. Yakub Ali**, honorable Chairman of Regent Textile Mills Limited completed his graduation from University of Chittagong. He is a well-known person in the business community having investment in various businesses. He is a visionary entrepreneur and widely experienced in Textile, Apparel, Steel, Bank, Paper, Power and Cement sector. He started his business career in 1973 and established Habib Group where around 20,000 people are being employed. Under his strong leadership and guidance, all the business units of Habib Group accomplished the leading position in the industrial sector of the country.

**Mr. Md. Yasin Ali**, a post graduate in Marketing from the Chittagong University, is the Director of Regent Textile Mills Limited. He is a dynamic business professional. In the year 1983, he started his business career and progressively became an icon in the business arena and corporate community.

He has been recognized as one of the pre-eminent and distinguished personality in Textile, Apparel, Steel, Paper, Power, cement etc. sector. He aims with a vision to make valuable contribution in the economy of Bangladesh and so provides employment as part of Corporate Social Responsibility. His passion for excellence and cultivating innovations has roped in professionals from different fields to join in the organizations running under his control and explore their hidden talents.

**Mr. Salman Habib**, is the Managing Director of Regent Textile Mills Ltd. Prior to his present position he was serving as Deputy Managing Director of RTML. He graduated in Business Management B.Sc. (Hons) from Queen Mary University, UK. He is the son of Mr. Md. Yasin Ali and Mrs. Salma Yasin. As a Managing Director, he is successfully looking after all the functions and responsibility given on him by the Board of the Company.

**Mr. Mashruf Habib**, a Director of Regent Textile Mills Limited, obtained graduation degree in Business Administration from California State University, USA. He is the only son of Mr. Md. Yakub Ali and Mrs. Anjumanara Begum, is the Managing Director of H G Aviation (Regent Airways). By this time he proved himself to be a dynamic business personality in the business community both nationally and internationally. He started his business career in 2008. He is successfully leading the Regent Airways, the brand name of H G Aviation with his excellent leadership capability. He joined as Director in the Board of Regent Textile Mills Ltd on 14 October 2010. He is the member of Bhatary Golf & Country Club and Seniors' Club, Chittagong.

**Mr. Tanvir Habib**, is the Director of Regent Textile Mills Ltd. He is a Bachelor of Business Administration from University of Westminster, UK. He is the son of legendary business idol and personality Late Mr. Md. Mahabub Ali, Ex Director of Regent Textile Mills Limited and Mrs. Amina Mahabub. He has a business career of 5 years.



Eng. Md. Abul Quasem an Independent Director of Regent Textile Mills Ltd., is a renowned corporate professional and a worthy person in the field of engineering. He obtained graduation degree from CUET and did his M. Sc. Engineering from Loughborough University, Leicestershire, UK. He served as Chief Engineer and different other capacities for Chittagong WASA for long time. He also portrays his excellence by serving and sharing experience in the capacity of Executive Director in Acorn Infrastructure Services Limited, a concern of Banglacet, a leading and exclusive dealer of CAT® products in Bangladesh which one is the largest provider of independent power generation solutions in Bangladesh and are also one of the largest Gas Engine dealers globally.

Mr. Quasem is known and popular face in the civil society of Chittagong. He is the member of different social clubs. He visited many countries for professional and personal purposes.

Mr. Md. Jabed Iqbal an Independent Director of Regent Textile Mills Ltd., is the son of Mr. Iqbal MeaMh and Rehana Iqbal who came from a reputed muslim family. He is one of the Independent Directors of Regent Textile Mills Limited.

Mr. Iqbal graduated in Business Administration (BBA). After graduation he focused on business to become a successful businessman and entrepreneur. For the last 14 years of vigorous diving Mr. Iqbal has gained expertise in the fields of trading and logistics management. By this time he has established himself as a promising businessperson in the business community and has proper blending of manufacturing, marketing and finance function to run an organization as an effective profit center.



# DIRECTORS' REPORT TO THE SHAREHOLDERS

Assalamu Aalaikum.

Dear Shareholders,

On behalf of the members of the Board of your company and on my behalf, I welcome you all to the 22nd Annual General Meeting (AGM) of Regent Textile Mills Limited. The Board of Directors is pleased to present Directors' Report, Audited Financial Statements for the year ended 30 June, 2017 and Auditor's Report thereon for your consideration and approval.

## TEXTILES SECTOR

At present Textile and RMG sector in Bangladesh is the highest revenue generating sector. Economy of Bangladesh is a rapidly developing on market based economy. Over the last couple of years the economy has shown a growth at 6% to 7% per annum with a massive 10.30% growth in the industrial sector where textile and RMG sector have great contribution to that higher percentage.

## COMPANY'S OPERATIONS

During the last few years we had to face hard competition in national & international market. To cope-up with the situation we have adopted multiple product mix to attain high margin benefit as an alternative production technique. ACCORD certification was also affected our ongoing business performance. On the other hand BMRE work also hampered the operational activities a little bit. Besides, we have to face the challenges of infrastructure weakness, gas and electricity crisis and increased pricing etc. to run business dealing with competitors.

A comparative statement of production position is given below:

Sl.	Particulars	2016 - 2017	Jan 2015 to Jun 2016 *	2014	2013	2012
01.	<u>Production Capacity (Mtr.):</u>					
	a) Weaving	12.00	18.00	12.00	12.00	12.00
	b) Dyeing & Printing	14.00	21.00	14.00	14.00	14.00
02.	<u>Actual Production (Mtr.):</u>					
	a) Weaving	8.45	13.13	9.34	9.41	8.20
	b) Dyeing & Printing	9.77	15.84	11.77	13.40	10.06
03.	<u>Capacity Utilization(%):</u>					
	a) Weaving	70.45%	72.96%	77.85%	78.41%	68.31%
	b) Dyeing & Printing	69.75%	75.44%	84.13%	95.68%	71.88%

\* 18 months audited financial results, (Figure shown in the table in millions)

## COST OF PRODUCTION

Following the decline of turnover Cost of Production has been reduced during the period compared with previous period. However due to excessive increase in unit rate on industrial gas consumption cost of utility has been adversely affected on cost of production. Also the company in the process of implementation phase of BMRE, that results in more utilization of store and spare parts which is expected to fall down after successful BMRE implementation.



The level of costs & their incidences are given below:

Cost of Major Items	2016 - 2017 (Tk.)	Jan 2015 to Jun 2016 (Tk.) *	2014 (Tk.)	2013 (Tk.)	2012 (Tk.)
Raw Materials Consumed	473,848,934	987,779,941	856,115,234	1,122,656,390	745,944,189
Stores & Spares	18,462,793	24,012,796	27,036,315	32,396,276	23,989,707
Indirect Raw Materials	1,662,752	10,416,945	12,144,980	30,382,582	34,735,393
Gas Charges	60,594,329	73,477,801	42,478,874	41,169,578	35,988,515
Fuel & Lubricants	3,548,989	4,860,898	4,441,181	4,134,287	2,287,490
Other Overhead	286,115,771	416,850,867	270,496,358	262,401,301	257,932,775
Total	844,233,568	1,517,399,248	1,212,712,942	1,493,140,414	1,100,878,069

\* 18 months audited financial results

## FIVE YEARS FINANCIAL RESULTS OF THE COMPANY

Financial Results of last 5 Years are shown in the below table:

Cost of Major Items	2016 - 2017 (Tk.)	Jan 2015 to Jun 2016 (Tk.) *	2014 (Tk.)	2013 (Tk.)	2012 (Tk.)
Reevnue	1,058,204,192	2,004,431,936	1,656,465,005	1,722,567,233	1,348,903,633
Cost of Goods Sold	840,578,244	1,535,535,039	1,283,749,853	1,332,765,258	1,067,220,005
Gross Profit	217,625,948	468,896,897	372,715,152	389,801,975	281,683,628
Profit before Non-Operating Income, Taxes, WPP & WF	70,028,090	193,524,113	182,902,865	201,673,495	161,393,314
Non-Operating Income	99,924,103	69,195,254	3,484,287	4,330,024	(5,947,128)
Net Profit after Tax	137,000,682	212,460,870	148,885,948	174,906,173	133,270,100
Earnings Per Share	1.21	1.88**	2.48	2.92	2.22
Shareholder's Equity	3,478,466,042	3,450,719,738	2,016,938,048	1,870,354,068	1,694,636,418
Current Liabilities	1,099,734,601	1,031,074,937	1,055,944,034	1,310,678,826	748,947,792
Non- Current Liabilities	855,634,904	173,337,637	119,378,756	194,384,489	265,225,795
Addition to Fixed Assets	135,943,435	151,317,798	142,050,433	185,783,741	65,888,301
NAV Per Share	30.12	31.37	33.62	31.17	28.24
Net Operating Cash Flow Per Share	(2.08)	2.84**	5.14	0.58	1.67

\* Status showing 18 months audited financial results, \*\* Restated

### Revenue

During financial year 2016-17 overall growth of RMG sector was not as upward as previous periods. Especially in Hometextile sector more flat trend during the year. Following the overall sector condition sales performance in 2016-17 is showing a descending trend. During the reporting period sales was decreased by 20.81% (on average) comparing to 2015-16 (18 months). Due to price-hike of raw materials, gas charges, wages etc, tough competitions while having export orders reduced profit level lower, ACCORD Compliance Certification we have failed to obtain huge orders and we have not been able to reach at our targated revenue. Now, you will be pleased to know that we are under process for having the compliance certification soon. Hence and after successful completion of BMRE with quality product lines turnover of the company will certainly and substantially increase in the coming years. Moreover, with automated and hi-tech energy efficient machineries will minimize the production cost that will boost our revenue generation.



Now, emphasis given to improve the relationship with valued customers and to search new market to ensure sustainable future market growth and expressing our customers regarding BMRE and new RMG project with sophisticated modern machineries in Textile World. So, we are confident that the company will be able to maintain significant growth onwards.

Management of the company now concentrating to develop product portfolio as well as working to achieve buyer's nomination and capture new market position that will ensure sustainable growth. You will be pleased to know that we have assured more orders from our valued buyers than preceeding periods.

#### Revenue from operations is given below:

Sales Revenue	2016 - 2017 (Tk.)	Jan 2015 to Jun 2016 (Tk.) *	2014 (Tk.)	2013 (Tk.)	2012 (Tk.)
RMG (Woven Fabrics)	349,759,198	760,769,853	600,331,700	528,209,530	446,978,509
Hometex (Home Furnishings)	435,749,055	813,275,603	770,741,800	1,075,140,253	781,798,724
Production of RMG	Mtr 4,335,732	Mtr. 7,458,528	Mtr 5,469,727	Mtr 5,284,455	Mtr 5,274,165
Production of Hometex	Mtr 5,325,830	Mtr. 8,420,745	Mtr 6,308,942	Mtr 8,110,912	Mtr 4,789,207

\* 18 months audited financial results

During 2016-17 the Company has exported 4.34 million meters RMG Fabrics to different buyers' and 5.33 million meters home-textile products.

#### CAPITAL INVESTMENTS

In order to continuously upgrading the products of Regent Textile Mills Ltd., the Company has made additional net capital expenditures of Tk. 135.94 million during the financial year 2016-17 as follows:

Particulars	2016 - 2017 (Tk.)	Jan 2015 to Jun 2016 (Tk.) *	2014 (Tk.)	2013 (Tk.)	2012 (Tk.)
Land and Civil Works	111,387,173	72,938,491	70,756,877	77,540,400	42,031,952
Plant & Machinery	6,722,021	66,180,388	33,774,998	63,892,614	15,637,020
Other Fixed Assets	17,834,241	12,198,919	37,518,558	44,350,727	8,219,329

\* 18 months audited financial results

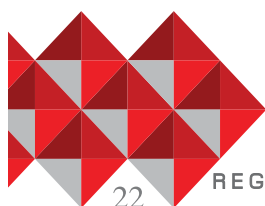
The implementation of BMRE project and establishment of new RMG project will enhance its production efficiency and quality as well as value addition considering future Global demand, fashion and style. The company has invested in land, land development and civil works Tk. 267.93 million - as of 30th June, 2017 which we have met from our own sources and assistance from financial institutions.

#### CONTRIBUTIONS TO NATIONAL EXCHEQUER

The company contributed an amount of Tk. 22,262,939/- to the National Exchequer as follows:

Particulars	2016 - 2017 (Tk.)	Jan 2015 to Jun 2016 (Tk.) *	2014 (Tk.)	2013 (Tk.)	2012 (Tk.)
Corporate Income tax and other taxes	22,262,939	19,534,885	13,783,589	10,760,418	6,364,115
Total	22,262,939	19,534,885	13,783,589	10,760,418	6,364,115

\* 18 months audited financial results





## SHAREHOLDING OUTLINE

A ) Parent/Subsidiary/Associated companies and other related parties

Regent Textile Mills Limited has no parent, subsidiary and / or associated Company

## B) Directors/CEO/CS/CFO/ Head of internal Audit and Their Spouses and minor children

Sl.	Name of Shareholder	Position	Number of Shares	Percentage
1	Mr. Md. Yakub Ali	Chairman Father of Mashruf Habib & elder brother of Md. Yasin Ali	13,926,313	12.06%
2	Mr. Md. Yasin Ali	Director Father of Salman Habib & younger brother of Md. Yakub Ali	140,000,49	12.12%
3	Mr. Mashruf Habib	Director Son of Mr. Md. Yakub Ali & nephew of Mr. Md. Yasin Ali	3,339,000	2.89%
4	Mr. Salman Habib	Managing Director Son of Mr. Md. Yasin Ali & nephew of Mr. Md. Yakub Ali	3,339,000	2.89%
5	Mr. Tanvir Habib	Director Son of Mr. Md. Mahabub Ali (Ex. Director of RTML) & nephew of Mr. Md. Yakub Ali & Mr. Md. Yasin Ali	6,125,023	5.30%
6	Prof. Syed Ahsanul Alam	Independent Director	Nil	0%
7	Eng. Md. Abul Quasem	Independent Director	Nil	0%
8	Mr. Md. Javed Iqbal	Independent Director	Nil	0%
9	Mr. M. R. H. Sikder FCS	Company Secretary	Nil	0%
10	Mr. A. k. Bhattacharyya	Chief Financial Officer	Nil	0%
11	Mr. Sk. Md. Jan - e – Alam	Head of Internal Audit	210	0.00%

## Shareholders, who hold 10% or more

Sl.	Name of Shareholder	Position	Number of Shares	Percentage
1	Mr. Md. Yakub Ali	Chairman Father of Mashruf Habib & Elder brother of Md. Yasin Ali	13,926,313	12.06%
2	Mr. Md. Yasin Ali	Director Father of Salman Habib & younger brother of Md. Yakub Ali	140,000,49	12.12%

**Shareholding status of top 5 salaried employees other than CFO, CS, & HIA**

Sl.	Name of Employee	Position	Number of Shares	Percentage
1	Mr. Mohammed Abdur Rashid FCA, FCMA	Director Finance & Operations	Nil	0%
2	Mr. Mohammad Masud Hossain	Director, Marketing	Nil	0%
3	Mr. Amalendu Pandey	GM, Production	Nil	0%
4	Mr. Md. Anwar Sadat Siddiqi	GM, Admin, HR & Compliance	Nil	0%
5	Mr. Md. Saiful Islam	GM, Marketing (RMG)	Nil	0%

**BOARD OF DIRECTORS**

During the period from July 01, 2016 to June 30, 2017, 7 Board meetings and 4 Audit Committee meetings in total 11 meetings were held. The attendance status is as follows:

- The Board of the Company is consists of 7 (seven) directors including Chairman, Managing Director, 3 Directors and 2 Independent Directors;
- Meeting of Board of Directors and attendance;

During the reporting period, the Board and Audit Committee met 11 times. Number of meetings and attendance are shown in the below table:

Sl.	Name of Directors	Meeting Held	Attendance
1.	Mr. Md. Yakub Ali	11	7
2.	Mr. Md. Yasin Ali	11	11
3.	Mr. Mashruf Habib	11	5
4.	Mr. Salman Habib	11	7
5.	Mr. Tanvir Habib	11	7
6.	Prof. Syed Ahsanul Alam*	11	3
7.	Eng. Md. Abul Quasem**	11	0
8.	Mr. Md. Javed Iqbal	11	3

\* Prof. Syed Ahsanul Alam retires on 07 March 2017 and the newly appointed Non-Executive Independent Director \*\* Eng. Md. Abul Quasem was appointed by the Board on 01 June 2017 and no Board meeting was held during the month June 2017. Mr. Md. Javed Iqbal was appointed as Chairman of the Audit Committee by the Board in their 138th meeting held on 26.12.16. \*\*\* Leave of absence was granted to those Directors who were absent or staying abroad at the time of meeting.

**INDUSTRY OUTLOOK AND POSSIBLE FUTURE DEVELOPMENTS IN THE INDUSTRY**

The company is 100% export oriented composite Textile industry to carry out business of weaving, Dyeing, Printing and Finishing. Competitive wages rate together with easily trainable workforce, entrepreneurial skill, expanding supply line capacity, and government policy helped to transform the comparative advantages into competitive advantages of this industry.



Supported with strong backward and forward linkages industry and Generalized Systems of Preference (GSP) benefit, Bangladesh has shown remarkable alertness over time for a prosperous future in this sector.

The company has been operating in the market for a long time with reputation and commitment. Having long experience in Home Textiles and Garments and after successful expansion under BMRE, we are more confident that we will be able to hold our reputation globally as a quality supplier in the coming days.

As you know, the Company is going for expansion and establishing a new RMG project. And surely, after successful implementation of BMRE and if approval given by the shareholders to acquire a running and compliant garment factory, the production will be increased and as well as turnover will change drastically and the wealth of the shareholders will maximize in return. Subsequently, the Regent Textile Mills Limited will be a model and pioneer in textile Industry. Hence, our bargaining capacity with potential buyers will increase and side by side we will be able to produce value added products with better quality.

### **RISK AND CONCERNS**

Risk assessment and mitigation is the integral part of any business. The Board of Directors is regularly assessing and identifying potential risks and threats to our profitability and business growth. Risks can have material adverse impact on the Company's reputation, operations, human resources and financial performance. Besides, changes of govt. policies may have either positive or negative impacts for the company. Any scarcity or price hike of raw materials due to change in policy in the international market might hamper the production and profitability. Detailed about Risks factors are given in page no. 41-43.

### **MARKET AND CHALLENGES**

We are committed to meet our promises to our valued customers' satisfaction that largely depends on quality products and quick/scheduled and on time delivery. To minimize the concern we have introduces mechanized and digitalized system for efficient and quick delivery. Besides, vigorous searching of new market for our products is also a regular job for our marketing team.

### **MANAGEMENT DISCUSSION AND ANALYSIS**

Board of Directors periodically and as and when required sits and discusses on the increase/decrease of sales, cost of goods sold, gross and net profit and takes necessary steps as required. A detailed report on discussion is included in Annexure-A

### **DISCUSSION ON CONTINUITY OF EXTRA-ORDINARY GAIN OR LOSS**

There is no significant extra-ordinary gain or loss during the financial year.

### **SIGNIFICANT VARIANCE OF FINANCIAL STATEMENTS**

During the reporting period the turnover decreased significantly because of following reasons:

- a. Pricing of products reduction in international market
- b. Price hike of utilities
- c. ACCORD compliance issue
- d. Strong competitions in getting buyer's order etc.

### **RELATED PARTY TRANSACTIONS**

The company carried out number of transactions with related parties in the normal course of business which are under the same management and has been disclosed in related party transaction in note no. 34 of the notes to the financial statements.





## UTILIZATION OF IPO PROCEEDS

IPO proceeds through 50,000,000 shares @ of Tk.10/- each at an offer price Tk.25/- each including premium of Tk.15/- per share is total TK.1,250,000,000/-.

Utilization of IPO proceeds of the Company so far made as of 30th June 2017 Tk 5,750,000/- for BMRE, Tk.19,236,382/- for New RMG Project and Tk. 25,217,966 for IPO expenses that is total Tk. 53,527,836/-. The implementation time schedule was extended up to October 2017 in the 21st Annual General Meeting held on 27th November 2017.

Due to some unavoidable reasons we could not complete the BMRE and RMG project. Now everything is running in full sewing we are hopeful that we will be able to complete both the projects within extended time limit. By this time we have selected most modern machineries with value added modules to import so that we can cater the world's rapidly changing fashion, style and technology. As you know, we have open Letter of Credits (L/Cs) amounting to US\$ 7.104 million for importing capital machineries and rest are under process. Beside, after having your consent we will search for acquiring a fully compliant running RMG factory instead of New RMG project establishment which will certainly reduce the time lag at a great extent in terms of starting of commercial operation after completion of previously declared RMG project. We hope, with the support of valued shareholders, upon completion of both the projects, the sales revenue will increase substantially thus net profit growth in the financial year 2018-19. In this perspective, the Board of Directors in its meeting held on 31st October decided to extend IPO proceeds utilization time for BMRE up to October 2018 and New RMG project up to December 2018 subject to approval by the general shareholders of the company. As the new RMG project is forward linkage, the Board also decided, if suitable, to acquire a running garment factory instead of establishing new RMG project, simultaneously so that within the extended time both the projects can start commercial operation more or less at the same time. Present status of BMRE and new RMG project and revised IPO progress implementation schedule is shown in Annexure-G.

## CORPORATE GOVERNANCE & FINANCIAL REPORTING FRAMEWORK

Compliance of Notification No BSEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012.

It may be mentioned that the following steps have been taken by the Management as part of Good Corporate Governance to ensure that there are proper control mechanism in place.

## BOARD SIZE & MEETING

There are 7 (seven) Directors including 2 (two) Independent Directors on the Board. The Board of Directors holds regular meetings to ensure good communication and discuss and decide matters of importance

## INDEPENDENT DIRECTORS

Two Independent Directors have been appointed and are included in the list of Board members. The qualifications of Independent Directors are shown in Page # 19 and Annexure-B.

## CHAIRMAN & MANAGING DIRECTOR/CEO

The roles of Chairman and Managing Director/CEO have been separated and two separate persons are performing these functions, as per Guidelines issued by the BSEC.

## DIRECTORS' INVOLMENT IN OTHER ORGANIZATION

Directors' Involment In Other Organization is shown in Annexure-H.

## AUDIT COMMITTEE

The Audit Committee has been constituted with 3 (three) Directors. An Independent Director is nominated by the Board as Audit Committee Chairman. The Company Secretary acts as Secretary of the Committee.

## COMPANY SECRETARY, CHIEF FINANCIAL OFFICER AND HEAD OF INTERNAL AUDIT

In line with the Guidelines issued by the BSEC, the Company has allocated the responsibilities as follows:

Company Secretary	: Mr. M. R. H. Sikder FCS
Chief Financial Officer	: Mr. A. K. Bhattacharyya
Head of Internal Audit	: Mr. Sk. Md. Jan - e - Alam

## **STATUTORY/EXTERNAL AUDITORS'**

The BSEC guidelines are strictly followed in engaging statutory Auditors as follows:

- i. Appraisal or valuation services or fairness opinion
- ii. Financial information systems design and implementation
- iii. Book – keeping or other services related to the accounting records or financial statements
- iv. Broker – Dealer services
- v. Actuarial services
- vi. Internal audit services
- vii. Any other service that the Audit Committee determines

No partner or employees of the statutory/external audit firm possess any shares of the Company

## **SUBSIDIARY COMPANY**

The company has no subsidiary company.

## **DIRECTOR'S REMUNERATION**

Honorable Directors including Independent Directors of the Company do not receive any remuneration except meetings attendance fees. However, Managing Director receives remuneration as fixed by the Board of Directors of the Company which is shown in the note no. 26 and 36(3)(a) of the notes to the Financial Statements.

## **REPORTING AND COMPLIANCE OF CORPORATE GOVERNANCE**

Requirements regarding compliance of corporate governance are being complied with and is shown in Annexure-B, C & D.

## **DIRECTORS' REPORT TO THE SHAREHOLDERS REGARDING FINANCIAL STATEMENTS**

The financial statements together with notes thereon have been drawn up in conformity with the Companies Act, 1994 and Bangladesh Securities and Exchange Rules 1987 and Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012.

The Board is responsible to present a fair, balanced and understandable assessment of the company's position and prospect as a part of good governance and to that end the Directors confirm to the best of their knowledge that:

- i. The financial statements, prepared by the management of the Company, present fairly its state of affairs, the result of its operations, cash flows and changes in equity;
- ii. Proper books of accounts of the Company have been maintained;
- iii. Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;
- iv. International Financial Reporting Standards, as applicable in Bangladesh have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;
- v. The system of internal control is sound in design and has been effectively implemented and monitored;
- vi. There are no significant doubts upon the Company's ability to continue as a going concern
- vii. The key operating and financial data of last 5 years are disclosed in Page No. 10, 21 and 31
- viii. As per BSEC notification a statement of Managing Director/CEO and Chief Financial Officer on financial Statements is shown in Annexure- F, Page No.58



## **INTERNAL CONTROL SYSTEM**

The Board of Directors strongly believes that the importance of good governance in maintaining the company's good reputation and solid foundation. The Board ensures good Governance to provide the requisite leadership, policy, strategy and sound internal control in order to continue company's sustainability.

The Managing Director has to satisfy the Board that adequate internal checks and controls are in place through appropriate MIS and employment of internal audit team to check and validate expenses and the system in operation.

## **HUMAN RESOURCE MANAGEMENT**

RTML retains experienced professionals. Experience helps to lead an organization to produce quality products maintaining chain and on time supplying to the valuable customers. The company arranges training and workshops, on the job and off the job, at a regular basis for the employees and other supporting staff

## **CODE OF CONDUCT**

The Board of Directors of the Company has adopted a Code of Conduct for the Directors. All the Directors have signed an acceptance to its compliance.

## **GOING CONCERN**

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

## **DIVIDEND**

Recommended Dividend for the year 2016-2017

This time the Board of Directors is pleased to recommend 10% Cash Dividend for General Shareholders except Sponsors/Directors. The Sponsors/Directors who will not be entitled to Cash Dividend hold 62,999,996 shares out of 115,500,000 shares. The amount payable to General Shareholders is Tk. 52,500,004/- for the year 2016-17 after consideration and approval by the Shareholders in the 22nd Annual General Meeting. The Record date was 23 November 2017.

## **DIRECTORS' APPOINTMENT & RE-APPOINTMENT**

The following Directors of the Board will retire at this Annual General Meeting. They, however, as per Clause 126 of the Articles of Association of the Company, eligible for re-appointment;

1. Mr. Md. Yakub Ali
2. Mr. Tanvir Habib

## **CREDIT RATING**

Credit Ratings Information and Services Limited (CRISL) has rated the Company and assigned A+ (Pronounced as single A plus) rating in the long term and ST-3 rating in the short term. Grade A+ indicator entitles related in this category are adjudged to offer adequate safety for timely repayment of financial obligations. This level of rating indicates a corporate entity with an adequate credit profile. Risk factors are more variable and greater in periods of economic stress than those rated in the higher categories. Grade ST-3 indicates good certainty of timely payment, liquidity factors and company fundamental are sound and risk factors are small.



## ACKNOWLEDGMENT

I would like to take this opportunity, on behalf of the Board of Directors, to express my heartfelt gratitude to all our valued shareholders, stakeholders, clients, and well-wishers, home and abroad, for their wholehearted co-operation and active support in discharging the responsibilities given on me and the Board.

I also thank Bangladesh Securities and Exchange Commission (BSEC), Registrar of Joint Stock Companies and Firms (RJSC), Dhaka Stock Exchange Limited (DSE), Chittagong Stock Exchange Limited (CSE), Central Depository Bangladesh Limited (CDBL) other Government and private sector organizations and many others for their sincere support and whole hearted co-operation to our company.

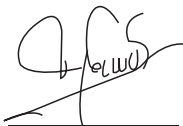
I, on behalf of the Board, also put on record my deep appreciation for the services and loyalty of the employees and workers of the company at all levels without which we could not have achieved this result.

It is important to mention that, we always desire your valued suggestions and opinion to ensure financial security and to improve present and future products and services of the company.

I, now appeal to the generosity of spirit of valued shareholders to accept and approve the Auditors' Report, Audited Accounts for the period ended June 30, 2017 and Directors' Report placed before you.

Thanks you all.

For and on behalf of the Board of Directors



**Md. Yakub Ali**  
Chairman



# পরিচালক মণ্ডলীর প্রতিবেদন

৩০শে জুন ২০১৭ সমাপ্ত অর্থ বছর

আসসালামু আলাইকুম,  
সম্মানিত শেয়ারহোল্ডারবৃন্দ,

আমি আমার নিজের এবং পরিচালনা পর্ষদের পক্ষ হতে রিজেন্ট টেক্সটাইল মিলস্ লিঃ এর ২২তম বার্ষিক সাধারণ সভায় আপনাদের সবাইকে স্বাগতম জানাই। পরিচালনা পর্ষদ অত্যন্ত আনন্দের সহিত আপনাদের বিবেচনা ও অনুমোদনের জন্য ৩০ শে জুন ২০১৭ তারিখে সমাপ্ত বছরের জন্য কোম্পানির নিরীক্ষিত আর্থিক প্রতিবেদন, পরিচালনা পর্ষদের প্রতিবেদন ও নিরীক্ষকের প্রতিবেদন উপস্থাপন করছে।

## বস্ত্র খাত

বর্তমানে বস্ত্র ও আরএমজি খাত বাংলাদেশের সর্বোচ্চ বৈদেশিক মুদ্রা আহরণকারী খাত যা বাংলাদেশের অর্থনীতিতে গুরুত্বপূর্ণ অবদান রাখছে। বিগত কয়েক বছর যাবত বাংলাদেশের অর্থনীতি ৬ শতাংশ থেকে ৭ শতাংশ প্রবৃদ্ধি অর্জন করেছে সেখানে সর্বোচ্চ ১০.৩ শতাংশ প্রবৃদ্ধি অর্জিত হয়েছে শিল্প খাতে এবং এই শিল্প খাতে বস্ত্র ও আরএমজির অবদান সব থেকে বেশি।

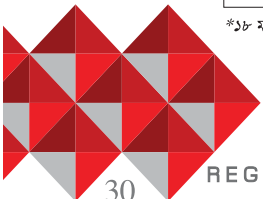
রিজেন্ট টেক্সটাইল একটি শতভাগ রপ্তানিমুখী সমন্বিত বস্ত্র শিল্প প্রতিষ্ঠান। বিএমআরই সম্পন্ন হওয়ার পর এটি বাংলাদেশের মধ্যে একটি সর্ববৃহৎ ও আইকনিক হোম টেক্সটাইল প্রতিষ্ঠানে পরিণত হবে। বর্তমানে এতে আধুনিক যন্ত্রপাতি সমৃদ্ধ সমন্বিত উৎপাদন ব্যবস্থাপনা রয়েছে যা বৎসরে ১২ মিলিয়ন মিটার উইভিং ও ১৪ মিলিয়ন মিটার ডাইং ও প্রিন্টিং কার্যক্রম পরিচালনা করছে।

## কোম্পানির উৎপাদন ক্ষমতা ও ব্যবহার চিত্র

বিগত বছরগুলোতে আমাদের আন্তর্জাতিক বাজারে কঠিন প্রতিযোগিতার সম্মুখীন হতে হয়েছে। পরিস্থিতি মোকাবেলায় আমরা বিকল্প উৎপাদন কৌশল হিসাবে অধিক মুনাফা সম্পন্ন একাধিক পণ্য মিশ্রণ কৌশল গ্রহণ করেছি। একর্ড সার্টিফিকেশন পাওয়ার ক্ষেত্রে বিলম্বও আমাদের চলমান উৎপাদন ক্ষমতাকে প্রভাবিত করেছে। অন্যদিকে বিএমআরই বাস্তবায়ন কার্যক্রমের ফলে উৎপাদন কর্মকাণ্ডে কিছুটা বিঘ্ন ঘটেছে এছাড়াও প্রতিযোগিতামূলক বাজারে ব্যবসা পরিচালনায় আমাদের অবকাঠামোগত দুর্বলতা, গ্যাস, বিদ্যুৎ ও কাঁচামালের সংকট ও মূল্যবৃদ্ধিসহ নানাবিধ চ্যালেঞ্জের মোকাবেলা করতে হয়েছে। কোম্পানির উৎপাদন ক্ষমতা ও ব্যবহারের তুলনামূলক চিত্র নিম্নরূপঃ

ক্রমিক নং	বিবরণ	২০১৬-২০১৭	জানুয়ারী ২০১৫- জুন ২০১৬*	২০১৪	২০১৩	২০১২
০১	উৎপাদন ক্ষমতা (মিটার)					
	ক) উইভিং	১২.০০	১৮.০০	১২.০০	১২.০০	১২.০০
	খ) ডাইং এন্ড প্রিন্টিং	১৪.০০	২১.০০	১৪.০০	১৪.০০	১৪.০০
০২	বাস্তব উৎপাদন					
	ক) উইভিং	৮.৪৫	১৩.১৩	০৯.৩৪	০৯.৪১	০৮.২০
	খ) ডাইং এন্ড প্রিন্টিং	৯.৭৭	১৫.৮৪	১১.৭৭	১৩.৪০	১০.০৬
০৩	ক্ষমতার বাস্তবায়ন					
	ক) উইভিং	৭০.৪৫%	৭২.৯৬%	৭৭.৮৫%	৭৮.৪১%	৬৮.৩১%
	খ) ডাইং এন্ড প্রিন্টিং	৬৯.৭৫%	৭৫.৪৪%	৮৪.১৩%	৯৫.৬৮%	৭১.৮৮%

\*১৮ মাসের নিরীক্ষিত আর্থিক তথ্য, \*\* সংখ্যা মিলিয়নে মিটারে দেখানো হয়েছে



## উৎপাদন ব্যয়

কোম্পানির উৎপাদন ব্যয় আগের তুলনায় অনেকাংশে কমেছে যদিও মোট আয় কমেছে। ইউসিটি প্রতি গ্যাসের অস্বাভাবিক মূল্য বৃদ্ধি উৎপাদন ব্যয়ে বিরূপ প্রভাব ফেলেছে। কোম্পানির বিএমআরই কার্যক্রম প্রক্রিয়াধীন হওয়ায় প্রতিষ্ঠানের উৎপাদন ক্ষমতার পূর্ণ বাস্তবায়ন সম্ভব হচ্ছে না যা ইউসিটি প্রতি উৎপাদন ব্যয়কে বাড়িয়ে দিয়েছে।

## উৎপাদন ব্যয় তথা ব্যবহৃত কাঁচামাল, যন্ত্রাংশ ও অন্যান্য ব্যয়ের চিত্র

বিবরণ	২০১৬ - ২০১৭ (টাকা)	জানুয়ারি ২০১৫ - জুন ২০১৬ (টাকা)*	২০১৪ (টাকা)	২০১৩ (টাকা)	২০১২ (টাকা)
ব্যবহৃত কাঁচামাল	৪৭৩,৮৪৮,৯৩৪	৯৮৭,৭৭৯,৯৪১	৮৫৬,১১৫,২৩৪	১,১২২,৬৫৬,৩৯০	৭৪৫,৯৪৪,১৮৯
স্টোরস এন্ড স্প্যার্স	১৮,৪৬২,৭৯৩	২৪,০১২,৭৯৬	২৭,০৩৬,৩১৫	৩২,৩৯৬,২৭৬	২৩,৯৮৯,৭০৭
অন্যান্য কাঁচামাল	১,৬৬২,৭৫২	১০,৪১৬,৯৪৫	১২,১৪৪,৯৮০	৩০,৩৮২,৫৮২	৩৪,৭৩৫,৩৯৩
গ্যাস	৬০,৫৯৪,৩২৯	৭৩,৪৭৭,৮০১	৪২,৪৭৮, ৮৭৪	৪১,১৬৯,৫৭৮	৩৫,৯৮৮,৫১৫
জ্বালানী	৩,৫৪৮,৯৮৯	৪,৮৬০,৮৯৮	৪,৪৪১,১৮১	৪,১৩৪,২৮৭	২,২৮৭,৪৯০
অন্যান্য ব্যয়	২৮৬,১১৫,৭৭১	৪১৬,৮৫০,৮৬৭	২৭০,৪৯৬,৩৫৮	২৬২,৪০১,৩০১	২৫৭,৯৩২,৭৭৫
মোট	৮৪৪,২৩৩,৫৬৮	১,৫১৭,৩৯৯,২৪৮	১,২১২,৭১২,৯৪২	১,৪৯৩,১৪০,৪১৪	১,১০০,৮৭৮,০৬৯

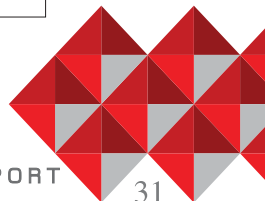
\*১৮ মাসের নিরীক্ষিত আর্থিক তথ্য

## কোম্পানির বিগত ৫ বৎসরের আর্থিক ফলাফল

নিম্নের টেবিলে ৫ বৎসরের আর্থিক ফলাফল দেখানো হল:

বিবরণ	২০১৬ - ২০১৭ (টাকা)	জানুয়ারি ২০১৫ - জুন ২০১৬ (টাকা)*	২০১৪ (টাকা)	২০১৩ (টাকা)	২০১২ (টাকা)
বিক্রয়	১,০৫৮,২০৪,১৯২	২,০০৪,৪৩১,৯৩৬	১,৬৫৬,৪৬৫,০০৫	১,৭২২,৫৬৭,২৩৩	১,৩৪৮,৯০৩,৬৩৩
বিক্রীত পণ্যের ব্যয়	৮৪০,৫৭৮,২৪৪	১,৫৩৫,৫৩৫,০৩৯	১,২৮৩,৭৪৯,৮৫৩	১,৩৩২,৭৬৫,২৫৮	১,০৬৭,২২০,০০৫
মোট লাভ	২১৭,৬২৫,৯৪৮	৪৬৮,৮৯৬,৮৯৭	৩৭২,৭১৫,১৫২	৩৮৯,৮০১,৯৭৫	২৮১,৬৮৩,৬২৮
অ-পরিচালন মুনাফা কর, এবং ডাব্লিউ পি পি এন্ড	৭০,০২৮,০৯০	১৯৩,৫২৪,১১৩	১৮২,৯০২,৮৬৫	২০১,৬৭৩,৯৯৫	১৬১,৩৯৩,৩১৪
ডাব্লিউ এফ এর পূর্বে লাভ অ-পরিচালন মুনাফা	৯৯,৯২৪,১০৩	৬৯,১৯৫,২৫৪	৩,৪৮৪,২৮৭	৪,৩৩০,০২৪	(৫,৯৪৭,১২৮)
কর পরবর্তী নীট লাভ	১৩৭,০০০,৬৮২	২১২,৪৬০,৮৭০	১৪৮,৮৮৫,৯৪৮	১৭৪,৯০৬,১৭৩	১৩৩,২৭০,১০০
শেয়ার প্রতি আয়	১.২১	১.৮৮**	২.৪৮	২.৯২	২.২২
শেয়ার হোল্ডারদের ইকুইটি/সম্পদ	৩,৪৭৮,৪৬৬,০৪২	৩,৪৫০,৭১৯,৭৩৮	২,০১৬,৯৩৮,০৪৮	১,৮৭০,৩৫৪,০৬৮	১,৬৯৪,৬৩৬,৪১৮
চলতি দায়	১,০৯৯,৭৩৪,৬০১	১,০৩১,০৭৪,৯৩৭	১,০৫৫,৯৪৪,০৩৪	১,৩১০,৬৭৮,৮২৬	৭৪৮,৯৪৭,৭৯২
অ-চলতি দায়	৮৫৫,৬৩৪,৯০৪	১৭৩,৩৩৭,৬৩৭	১১৯,৩৭৮,৭৫৬	১৯৪,৩৮৪,৪৮৯	২৬৫,২২৫,৭৯৫
স্থায়ী সম্পদে সংযোজন	১৩৫,৯৪৩,৪৩৫	১৫১,৩১৭,৭৯৮	১৪২,০৫০,৪৩৩	১৮৫,৭৮৩,৭৪১	৬৫,৮৮৮,৩০১
শেয়ারের বিপরীতে নীট সম্পদ	৩০.১২	৩১.৩৭	৩৩.৬২	৩১.১৭	২৮.২৪
শেয়ারের বিপরীতে পরিচালনা নীট নগদ প্রবাহ	(২.০৮)	২.৮৪**	৫.১৪	০.৫৮	১.৬৭

\*১৮ মাসের নিরীক্ষিত আর্থিক তথ্য \*\* পূর্ববাক্য





## বিক্রয়

২০১৬-১৭ আর্থিক বছরে তৈরি পোশাক ও হোম টেক্সটাইল খাতে কোম্পানির আয় পূর্ববর্তী সময়ের মত উর্দ্ধমুখী ছিল না। বিশেষ করে হোম টেক্সটাইল খাতে এই সময়ে স্থির প্রবণতা লক্ষ্য করা গেছে। এই খাতে সার্বিক বিক্রয় ২০১৫-১৬ (১৮ মাস) এর তুলনায় চলতি বছরে ২০.৮১ ভাগ হ্রাস পেয়েছে। গ্যাসের অপ্রতুলতা, দক্ষ শ্রমিকের সংকট, পণ্য মূল্য কম দেওয়ার জন্য ক্রেতার দরকষাকষি, প্রতিযোগীদের লোকসানে কার্যাদেশ নেওয়ার প্রবণতা, বিশ্বমন্দার প্রভাব, বৈদেশিক মুদ্রার বিনিময় হার, ভোক্তাদের চাহিদার দ্রুত ও ব্যাপক পরিবর্তন এবং ফ্যাশন ও শৈলীর অনুকূলে গুণগত মানসম্পন্ন পণ্য উৎপাদনের সীমাবদ্ধতা ও দ্রুততম সময়ে একর্ড সার্টিফিকেশন না পাওয়ার কারণে আমরা বিপুল পরিমাণে কার্যাদেশ পেতে ব্যর্থ হয়েছি। আপনারা জেনে আশ্বস্ত হবেন যে, রিজেন্ট টেক্সটাইল মিলস্ লিঃ এর একর্ড সনদ প্রাপ্তি সময়ের ব্যাপার মাত্র। আরো উল্লেখ্য যে, কোম্পানির বাস্তবায়নাধীন বি এম আর ই কার্যক্রম দ্রুততম সময়ে সম্পন্ন হলে আমরা আধুনিক চাহিদার সহিত সমন্বয় রেখে প্রতিযোগিতামূলক মূল্যে কার্যাদেশ পেতে সমর্থ হব এবং কোম্পানির আয় উল্লেখযোগ্য হারে বৃদ্ধি পাবে। এছাড়াও স্বয়ংক্রিয় ও হাইটেক যন্ত্রপাতি ব্যবহারের ফলে কম ব্যয়ে অধিক আয় অর্জন হবে।

এখন মূল্যবান গ্রাহকদের সাথে সম্পর্ক উন্নয়ন, টেকসই ভবিষ্যতের জন্য নতুন বাজার অনুসন্ধান ও গ্রাহকদেরকে আমাদের বিএমআরই বাস্তবায়নে টেক্সটাইল জগতে অত্যাধুনিক যন্ত্রপাতি ব্যবহার সম্পর্কে অবহিতকরণের উপর বিশেষভাবে জোর দেওয়া হচ্ছে। আমরা নিশ্চিত কোম্পানি ভবিষ্যতে উল্লেখযোগ্য প্রবৃদ্ধি ধারাবাহিকভাবে রক্ষা করতে সমর্থ হবে।

কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ এখন ভ্যালু এডেড পণ্যের বিকাশ, আন্তর্জাতিক চেইন শপের মনোনয়ন নিশ্চিত ও নতুনভাবে সৃষ্ট বাজারে কোম্পানির অবস্থান তৈরি করার জন্য সর্বোচ্চ মনোনিবেশ করেছে যা অত্র কোম্পানির ভবিষ্যৎ টেকসই নিশ্চিত করবে। আপনারা জেনে আশ্বস্ত হবেন যে, চলতি বছরে পূর্ববর্তী বছরের তুলনায় অধিক কার্যাদেশ পাওয়ার বিষয়ে গ্রাহকদের কাছ থেকে আশ্বাস পেতে শুরু করেছে।

বিগত পাঁচ বছরের বিক্রয় চিত্র:

বিবরণ	২০১৬ - ২০১৭ (টাকা)	জানুয়ারি ২০১৫ - জুন ২০১৬ (টাকা)*	২০১৪ (টাকা)	২০১৩ (টাকা)	২০১২ (টাকা)
আর এম জি (ওভেন ফ্রেব্রিক্স)	৩৪৯,৭৫৯,১৯৮	৭৬০,৭৬৯,৮৫৩	৬০০,৩৩১,৭০০	৫২৮,২০৯,৫৩০	৪৪৬,৯৭৮,৫০৯
হোমটেক্স (হোম ফার্নিসিং)	৪৩৫,৭৪৯,০৫৫	৮১৩,২৭৫,৬০৩	৭৭০,৭৪১,৮০০	১,০৭৫,১৪০,২৫৩	৭৮১,৭৯৮,৭২৪
আর এম জি উৎপাদন	মিঃ ৪,৩৩৫,৭৩২	মিঃ ৭,৪৫৮,৫২৮	মিঃ ৫,৪৬৯,৭২৭	মিঃ ৫,২৮৪,৪৫৫	মিঃ ৫,২৭৪,১৬৫
হোমটেক্স উৎপাদন	মিঃ ৫,৩২৫,৮৩০	মিঃ ৮,৪২০,৭৪৫	মিঃ ৬,৩০৮,৯৪২	মিঃ ৮,১১০,৯১২	মিঃ ৪,৭৮৯,২০৭

\*১৮ মাসের নিরীক্ষিত আর্থিক তথ্য

## মূলধনী ব্যয়

বিএমআরই ও নতুন আরএমজি প্রকল্প বাস্তবায়নের ফলে ভবিষ্যতের বৈশ্বিক চাহিদা, ফ্যাশন ও শৈলীর আলোকে গুণগত ও মানসম্পন্ন পণ্যের উৎপাদন বৃদ্ধি পাবে। কোম্পানি ৩০ জুন ২০১৭ সালে ভূমি ও ভূমির উন্নয়ন এবং সিভিল কাজের ইতিমধ্যে ২৬৭.৯৩ মিলিয়ন টাকা ব্যয় করেছে। কোম্পানি এই অর্থ নিজস্ব তহবিল ও আর্থিক প্রতিষ্ঠানগুলোর সহায়তায় নির্বাহ করেছে। মূলধনী ব্যয়ের চিত্র নিম্নরূপ:

বিবরণ	২০১৬ - ২০১৭ (টাকা)	জানুয়ারি ২০১৫ - জুন ২০১৬ (টাকা)*	২০১৪ (টাকা)	২০১৩ (টাকা)	২০১২ (টাকা)
ভূমি ও পুরোকম	১১১,৩৮৭,১৭৩	৭২,৯৩৮,৪৯১	৭০,৭৫৬,৮৭৭	৭৭,৫৪০,৪০০	৪২,০৩১,৯৫২
কলকজা ও যন্ত্রপাতি	৬,৭২২,০২১	৬৬,১৮০,৩৮৮	৩৩,৭৭৪,৯৯৮	৬৩,৮৯২,৬১৪	১৫,৬৩৭,০২০
অন্যান্য স্থাবর সম্পদ	১৭,৮৩৪,২৪১	১২,১৯৮,৯১৯	৩৭,৫১৮,৫৫৮	৪৪,৩৫০,৭২৭	৮,২১৯,৩২৯

\*১৮ মাসের নিরীক্ষিত আর্থিক তথ্য



## জাতীয় কোষাগারে অবদান

কোম্পানি কর্তৃক কর বাবদ বিগত সময়ে রাষ্ট্রীয় কোষাগারে প্রদত্ত অর্থের পরিমাণ নিম্নে দেখানো হল:

বিবরণ	২০১৬ - ২০১৭ (টাকা)	জানুয়ারি ২০১৫ - জুন ২০১৬ (টাকা)*	২০১৪ (টাকা)	২০১৩ (টাকা)	২০১২ (টাকা)
কর্পোরেট ও অন্যান্য কর	২২,২৬২,৯৩৯	১৯,৫৩৪,৮৮৫	১৩,৭৮৩,৫৮৯	১০,৭৬০,৪১৮	৬,৩৬৪,১১৫
মোট	২২,২৬২,৯৩৯	১৯,৫৩৪,৮৮৫	১৩,৭৮৩,৫৮৯	১০,৭৬০,৪১৮	৬,৩৬৪,১১৫

\*১৮ মাসের নিরীক্ষিত আর্থিক তথ্য

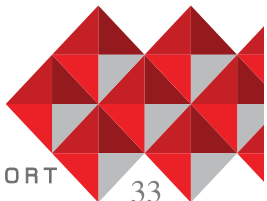
## IPO হতে প্রাপ্ত অর্থের ব্যবহার

IPO হতে ৫ কোটি সাধারণ শেয়ার প্রতিটির অবিহিত মূল্য ১০ টাকা করে, প্রতিটির প্রিমিয়াম ১৫ টাকা সহ প্রতি শেয়ারের অফার মূল্য ২৫ টাকা করে মোট ১২৫ কোটি টাকা প্রাপ্ত হয়। আইপিও হতে প্রাপ্ত অর্থের ব্যবহার বিএমআরই খাতে ৫৭,৫০,০০০ টাকা ও নতুন আরএমজি খাতে ১,৯২,৩৬,৩৮২ টাকা এবং আইপিও খরচ খাতে ২,৫২,১৭,৯৬৬ টাকা ব্যয় হয়।

২৭ নভেম্বর ২০১৬ ইং তারিখে অনুষ্ঠিত কোম্পানির ২১তম বার্ষিক সাধারণ সভায় উক্ত আইপিও এর অর্থ ব্যবহারের সময়সীমা অক্টোবর ২০১৭ ইংরেজি পর্যন্ত বর্ধিত করা হয়। এই প্রেক্ষিতে কিছু অনিবার্য কারণে আমরা বর্ধিত সময়ের মধ্যে প্রত্যাশিতভাবে বিএমআরই এবং আরএমজি প্রকল্প বাস্তবায়ন সম্পন্ন করতে পারি নাই। আশা করি আমরা নতুনভাবে বর্ধিত সময়সীমার মধ্যে উভয় প্রকল্প বাস্তবায়ন সম্পন্ন করতে সক্ষম হব। ইতোমধ্যে আমরা অত্যাধুনিক ও নতুন নতুন প্রযুক্তি সম্পন্ন যন্ত্রপাতি নির্ণয় প্রক্রিয়া সম্পন্ন করেছি যাতে করে দ্রুততম সময়ে পরিবর্তনশীল ফ্যাশন, শৈলী ও প্রযুক্তির সঙ্গে খাপ খাওয়াতে সক্ষম হতে পারি। আপনারা অবগত আছেন যে, কোম্পানি ইতিমধ্যে ৭.১০৪ মিলিয়ন ইউএস ডলারের মূলধনী যন্ত্রপাতি আমদানির জন্য এলসি খুলেছে এবং অবশিষ্ট মূলধনী যন্ত্রপাতির আমদানির কার্যক্রম প্রক্রিয়াধীন রয়েছে।

উল্লেখ্য যে, আপনাদের সদয় অনুমোদনের পর আমরা একটি নতুন আরএমজি প্রকল্প বাস্তবায়নের পরিবর্তে একটি সম্পূর্ণ চলমান গার্মেন্টস ক্রয়ের জন্য পদক্ষেপ গ্রহণ করব যা প্রকল্প বাস্তবায়নের সময় বহুলাংশে লাঘব করবে। আমরা নিশ্চিত যে, সম্মানিত শেয়ারহোল্ডারগণের সহায়তায় উভয় প্রকল্পের বাস্তবায়নের ফলে কোম্পানির আয় ও মুনাফা ২০১৮-২০১৮ অর্থ উল্লেখযোগ্যভাবে বৃদ্ধি পাবে।

বিএমআরই ও নতুন আরএমজির বর্তমান অবস্থা ও আইপিও হতে প্রাপ্ত অর্থ বিএমআরই ও নতুন আরএমজি প্রকল্প বাস্তবায়নে সংশোধিত তালিকা Annexure-G এ দেখানো হয়েছে।





## শেয়ারহোল্ডিং আউটলাইন

ক) প্যারেন্ট/সাবসিডিয়ারী/এসোসিয়েটেড কোম্পানিজ ও অন্যান্য সম্পর্কিত বিবরণ

রিজেন্ট টেক্সটাইল মিলস্ লিঃ এর কোনো প্যারেন্ট, সাবসিডিয়ারী বা এসোসিয়েটেড কোম্পানি নাই।

খ) পরিচালক/সিইও/সিএস/সিএফও/হেড অব ইন্টারনাল অডিট ও তাদের স্পাউজেস ও মাইনর সন্তান

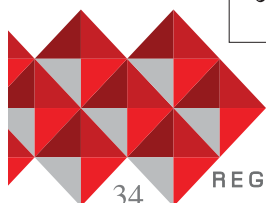
৩০ শে জুন ২০১৭ তারিখে কোম্পানির শেয়ার হোল্ডিং এর চিত্র নিম্নের টেবিলে দেখানো হল:

ক্রমিক নং	শেয়ার হোল্ডারগণের নাম	পদবী	শেয়ার সংখ্যা	অংশ (%)
০১	জনাব মোঃ ইয়াকুব আলী	চেয়ারম্যান জনাব মশরুফ হাবিব এর বাবা এবং জনাব মোঃ ইয়াসিন আলীর বড় ভাই	১৩,৯২৬,৩১৩	১২.০৬%
০২	জনাব মোঃ ইয়াসিন আলী	পরিচালক জনাব সালমান হাবিব এর বাবা এবং জনাব মোঃ ইয়াকুব আলীর ছোট ভাই	১৪,০০০,০৪৯	১২.১২%
০৩	জনাব মশরুফ হাবিব	পরিচালক জনাব মোঃ ইয়াকুব আলী এর ছেলে এবং জনাব মোঃ ইয়াসিন আলীর ভতিজা	৩,৩৩৯,০০০	২.৮৯%
০৪	জনাব তানভির হাবিব	পরিচালক সাবেক পরিচালক জনাব মোঃ মাহাবুব আলীর ছেলে এবং জনাব মোঃ ইয়াসিন আলী এবং জনাব মোঃ ইয়াকুব আলীর ভতিজা	৬,১২৫,০২৩	৫.৩০%
০৫	জনাব সালমান হাবিব	ব্যবস্থাপনা পরিচালক জনাব মোঃ ইয়াসিন আলীর ছেলে এবং জনাব মোঃ ইয়াকুব আলীর ভতিজা	৩,৩৩৯,০০০	২.৮৯%
০৬	প্রফে: সৈয়দ আহসানুল আলম	স্বাধীন পরিচালক	—	০%
০৭	ইঞ্জি: মোঃ আবুল কাসেম	স্বাধীন পরিচালক	—	০%
০৮	জনাব মোঃ জাবেদ ইকবাল	স্বাধীন পরিচালক	—	০%
০৯	জনাব এম.আর.এইচ.সিকদার, এফসিএস	কোম্পানি সচিব	—	০%
১০	জনাব এ. কে. ভট্টাচার্য্য	প্রধান অর্থ কর্মকর্তা	—	০%
১১	জনাব শেখ মোঃ জানে আলম	হেড অব ইন্টারনাল অডিট	২১০	০.০০%
	মোট			

## গ) ১০% বা তারও অধিক ধারণকৃত শেয়ার হোল্ডারদের নাম এবং শতকরা অংশ

শেয়ারহোল্ডারদের মধ্যে যারা ১০% বা অধিক শেয়ার ধারণ করেন তাদের নাম ও শতকরা অংশ নিম্নে দেখানো হল:

ক্রমিক নং	শেয়ার হোল্ডারগণের নাম	পদবী	শেয়ার সংখ্যা	অংশ (%)
০১	জনাব মোঃ ইয়াকুব আলী	চেয়ারম্যান জনাব মশরুফ হাবিব এর বাবা এবং জনাব মোঃ ইয়াসিন আলী এর বড় ভাই	১৩,৯২৬,৩১৩	১২.০৬%
০২	জনাব মোঃ ইয়াসিন আলী	পরিচালক জনাব সালমান হাবিব এর বাবা এবং জনাব মোঃ ইয়াকুব আলী এর ছোট ভাই	১৪,০০০,০৪৯	১২.১২%



সিএফও, সিএস এবং হেড অব ইন্টারনাল অডিট ব্যতিত কোম্পানির সর্বোচ্চ ৫ জন বেতনভোগী কর্মকর্তার ধারণকৃত শেয়ারের পরিমাণ নিম্নরূপ :

ক্রমিক নং	কর্মকর্তাগণের নাম	পদবী	শেয়ার সংখ্যা	অংশ (%)
০১	জনাব মোঃ আব্দুর রশিদ এফসিএ, এফসিএমএ	পরিচালক, অর্থ ও অপারেশনস্	-	০%
০২	জনাব মোঃ মাসুদ হোসাইন	পরিচালক, বিপনন	-	০%
০৩	মিঃ অমলেন্দু পাণ্ডে	জি.এম., প্রোডাকশন	-	০%
০৪	জনাব মোঃ আনোয়ার সাদাত সিদ্দিকী	জি.এম., এডমিন, এইচআর এন্ড কমপ্লায়ন্স	-	০%
০৫	জনাব মোঃ সাইফুল ইসলাম	জি.এম., বিপনন (আরএমজি)	-	০%

## পরিচালনা পর্ষদ

জুলাই ০১, ২০১৬ হতে জুন ৩০, ২০১৭ পর্যন্ত ৭টি পর্ষদ সভা ও ৪টি নিরীক্ষা কমিটির সভাসহ মোট ১১টি সভা অনুষ্ঠিত হয়।

ক) রিজেন্ট টেক্সটাইল মিলস্ লিঃ এর পরিচালনা পর্ষদ ৭ সদস্য নিয়ে গঠিত যার মধ্যে একজন চেয়ারম্যান, একজন ব্যবস্থাপনা পরিচালক, ৩ জন পরিচালক ও ২ জন স্বাধীন পরিচালক।

খ) পরিচালনা পর্ষদের সভা ও উপস্থিতির চিত্র:

উপরে উল্লেখিত সময়ে পরিচালনা পর্ষদ ও পর্ষদ কমিটির মোট সভা ও সদস্যগণের উপস্থিতির সংখ্যা নিম্নের টেবিলে দেখানো হল :

ক্রমিক নং	পর্ষদ সদস্যদের নাম	পদবী	অনুষ্ঠিত মোট সভা	সভায় উপস্থিতি
০১	জনাব মোঃ ইয়াকুব আলী	চেয়ারম্যান	১১	৭
০২	জনাব মোঃ ইয়াসিন আলী	পরিচালক	১১	১১
০৩	জনাব মশরুফ হাবিব	পরিচালক	১১	৫
০৪	জনাব সালমান হাবিব	ব্যবস্থাপনা পরিচালক	১১	৭
০৫	জনাব তানভির হাবিব	পরিচালক	১১	৭
০৬	প্রফেঃ সৈয়দ আহসানুল আলম*	স্বাধীন পরিচালক ও চেয়ারম্যান, নিরীক্ষা কমিটি	১১	৩
০৭	ইঞ্জিঃ মোঃ আবুল কাসেম**	স্বাধীন পরিচালক	১১	০
০৮	জনাব মোঃ জাবেদ ইকবাল	স্বাধীন পরিচালক ও চেয়ারম্যান, নিরীক্ষা কমিটি	১১	৩

\*প্রফেঃ সৈয়দ আহসানুল আলম মার্চ ৭, ২০১৭ ইং তারিখে অবসর গ্রহণ করেন এবং \*\* ইঞ্জিঃ মোঃ আবুল কাসেম, স্বাধীন পরিচালক বোর্ড কর্তৃক জুন ০১, ২০১৭ তারিখে নিয়োগ প্রাপ্ত হন।  
যে সকল সদস্য পর্ষদ ও উপ-কমিটির সভায় উপস্থিত হতে পারেননি তাঁহারা উক্ত সময়ে ছুটিতে ছিলেন অথবা দেশের বাহিরে অবস্থান করছিলেন।



## ইভাঙ্গিজ দৃষ্টিভঙ্গি এবং এই শিল্পের সম্ভাব্য ভবিষ্যৎ উন্নয়ন

রিজেন্ট টেক্সটাইল মিলস্ লিঃ একটি শতভাগ রপ্তানিমুখী প্রতিষ্ঠান যা উইভিং, ডাইং, প্রিন্টিং ও ফিনিশিং এর সমন্বিত প্রক্রিয়ায় উৎপাদন কার্যক্রম পরিচালনা করে। সাশ্রয়ী মজুরী হার সহ দক্ষ কর্মী বাহিনীর সহজলভ্যতা, দক্ষ উদ্যোক্তা, সহজ সম্প্রসারণ সক্ষমতা এবং অনুকূল সরকারী নীতি এই শিল্পকে প্রতিযোগিতামূলক অবস্থান হতে অপেক্ষাকৃত সুবিধায় রেখেছে। পশ্চাদমুখী ও অগ্রসরমান শিল্পের সহায়তায় এবং জেনারেলাইজড সিস্টেমস অব প্রেফারেন্স (জিএসপি) সুবিধার কারণে এই খাতে বাংলাদেশের উজ্জ্বল ভবিষ্যৎ নির্দেশ করে। বর্তমানে এই সেক্টরে নতুন নতুন ধারণা সন্নিবেশ ঘটছে। যেমন বুদ্ধিমত্তা, আধুনিক যন্ত্রপাতি, শৈল্পিক চিন্তা-চেতনা, কর্পোরেট ব্যবস্থাপনার ধারণা ও উন্নত উৎপাদন কৌশল। তাছাড়া, ২০২১ সালের মধ্যে বাংলাদেশ মধ্যম আয়ের দেশে পরিণত হবে বলে আমরা আশাবাদী। এই অবস্থার পরিপ্রেক্ষিতে শিল্পখাত উন্নয়নে বর্তমান সরকারের নীতি ও কৌশল সময়োপযোগী ও বাস্তবসম্মত। বিভিন্ন খাতের সামগ্রিক উন্নয়নই সরকারের শিল্প পরিকল্পনা বাস্তবায়নে সহায়ক হবে। তাই এ শিল্পের ভবিষ্যৎ উন্নয়ন অভিসম্বাদী।

আপনাদের কোম্পানি দীর্ঘদিন সুনাম ও আস্থার সহিত ব্যবসা পরিচালনা করে আসছে। হোম টেক্সটাইল এবং গার্মেন্টস ব্যবসায় দীর্ঘ অভিজ্ঞতার কারণে আমরা এই আস্থা ও বিশ্বাস রাখি যে, একজন ভালো সরবরাহকারী হিসাবে আমরা আমাদের সুনাম অক্ষুণ্ন রেখে ভবিষ্যতে পণ্যের মান ও মূল্যবান (ভ্যালু এডেড) পণ্য উৎপাদন অব্যাহত রাখতে সক্ষম হব।

## ঝুঁকি ও উদ্বেগ

ঝুঁকি নির্ণয় এবং প্রশমন যে কোনো শিল্পের অবিচ্ছেদ্য অংশ। পরিচালনা পর্ষদ নিয়মিতভাবে আমাদের ব্যবসা ও মুনাফার জন্য ঝুঁকি ও হুমকিসমূহ নির্ণয় ও মূল্যায়ন করছে। ঝুঁকিসমূহ কোম্পানির সুনাম, উৎপাদন, মানব সম্পদ ও আর্থিক কর্মকাণ্ডের উপর নেতিবাচক প্রভাব ফেলে। এছাড়াও সরকারী নীতিমালার পরিবর্তন কোম্পানির জন্য ইতিবাচক বা নেতিবাচক হতে পারে। পাশাপাশি আন্তর্জাতিক বাজারে নীতি পরিবর্তনের কারণে কাঁচামালের অভাব ও মূল্য বৃদ্ধি কোম্পানির উৎপাদন ও আয় হ্রাস করতে পারে। ঝুঁকি সম্পর্কিত বিষয়গুলোর বিস্তারিত পৃষ্ঠা নং- ৪১-৪৩ এ উল্লেখ আছে।

## বাজার ও চ্যালেঞ্জসমূহ

আমরা আমাদের মূল্যবান গ্রাহকদের সন্তুষ্টি অর্জনে গুণগত ও মানসম্পন্ন পণ্য দ্রুততম সময়ে সরবরাহপূর্বক প্রদত্ত প্রতিশ্রুতি পূরণে প্রতিজ্ঞাবদ্ধ। কার্যকর ও দ্রুত সরবরাহে সময় কমিয়ে আনার জন্য আমরা যান্ত্রিক ও ডিজিটাল সিস্টেম প্রবর্তন করেছে। এছাড়াও পণ্যের জন্য নতুন বাজারের জোরালো অনুসন্ধান আমাদের একটি নিয়মিত কাজ।

## ব্যবস্থাপনা সংক্রান্ত আলোচনা ও বিশ্লেষণ

পরিচালনা পর্ষদ সময়ে সময়ে কোম্পানির বিক্রয়, বিক্রিত পণ্যেও ব্যয়, মোট মুনাফা এবং নীট মুনাফার হ্রাস ও বৃদ্ধির উপর আলোচনা করে থাকেন এবং বাজার পর্যালোচনা করে ব্যবসায়িক প্রবৃদ্ধির জন্য প্রয়োজনীয় পদক্ষেপ গ্রহণ করেন। এ সংক্রান্ত একটি প্রতিবেদন Annexure-A এ উপস্থাপন করা হয়েছে।

## অতিরিক্ত সাধারণ লাভ বা ক্ষতির ধারাবাহিক আলোচনা

আর্থিক বছরে কোন উল্লেখযোগ্য অতিরিক্ত লাভ বা ক্ষতি নেই।

## আর্থিক বিবরণীর উল্লেখযোগ্য বৈচিত্র

প্রতিবেদনের সময়কালে নিম্নলিখিত কারণে লেনদেন উল্লেখযোগ্যভাবে কমেছে

- ক) আন্তর্জাতিক বাজারে চলমান পণ্যের মূল্য হ্রাস।
- খ) ইউটিলিটির মূল্যবৃদ্ধি।
- গ) কমপ্লাইন্স ইস্যু।
- ঘ) গ্রাহকদের কার্যাদেশ পাওয়ার ক্ষেত্রে কঠিন প্রতিযোগিতা।



## সংশ্লিষ্ট অন্যান্য কোম্পানির সাথে লেনদেন

কোম্পানির সাথে একই ব্যবস্থাপনার অধীনে সংযুক্ত প্রতিষ্ঠানের সাথে কিছু ব্যবসায়িক লেনদেন আছে যা আর্থিক প্রতিবেদনের নোট নং ৩৪ এ উল্লেখ করা হয়েছে।

## কর্পোরেট গভার্নেন্স রিপোর্ট ও ফাইনালসিয়াল রিপোর্টিং ফ্রেমওয়ার্ক

কর্পোরেট সুশাসন মেনে চলার উপর বিএসইসি কর্তৃক জারীকৃত নোটিফিকেশন নং BSEC/CMRRCD/ 2006-158/134/Admin/44 ৭ই আগস্ট ২০১২ এর আলোকে একটি সনদ ও প্রতিবেদন সংযুক্তি B,C ও D, এ দেখানো হয়েছে। কোম্পানিতে যথাযথ সুশাসন নিশ্চিতকল্পে ব্যবস্থাপনা সময়ে সময়ে নিয়ন্ত্রণ পদ্ধতিসমূহ পর্যালোচনা ও প্রয়োজনের নিরিখে ব্যবস্থা গ্রহণ করেন।

শতভাগ রপ্তানিমুখী বস্ত্রশিল্প হিসাবে কর্পোরেট গভার্নেন্স এর মূল বিষয় স্বচ্ছতা ও জবাবদিহীতা নিশ্চিত করা। মানসম্মত কর্পোরেট গভার্নেন্স এর কারণে অত্র প্রতিষ্ঠানের প্রবৃদ্ধি ও সাফল্যে গুরুত্বপূর্ণ ভূমিকা পালন করে। রিজেন্ট টেক্সটাইল বিশ্বাস করে, কর্পোরেট গভার্নেন্স বাস্তবায়নের ফলে সঠিক ও ন্যায্যনিষ্ঠভাবে ব্যবসা পরিচালনায় গুরুত্বপূর্ণ ভূমিকা থাকে এবং ইহার যথাযথ প্রয়োগে কর্মক্ষেত্রে স্বচ্ছতা ও শেয়ার হোল্ডারদের সর্বোচ্চ অংশগ্রহণ নিশ্চিত হয়।

## পরিচালনা পর্ষদের আকার

স্বাধীন পরিচালক ২ জন সহ পর্ষদ সদস্য সংখ্যা ৭ জন যা বাংলাদেশ সিকিউরিটিজ এন্ড একচেঞ্জ কমিশন নির্দেশনায় বর্ণিত সীমার আলোকে গঠিত। পর্ষদ ও পর্ষদ কমিটির সদস্যগণ নিয়মিত ও সময়ে সময়ে সভায় মিলিত হয়ে ব্যবসা কার্যক্রম পরিচালনা ও গুরুত্বপূর্ণ বিষয়ে সিদ্ধান্ত গ্রহণ করেন।

## পরিচালনা পর্ষদের ভূমিকা

পর্ষদ পরিচালকগণ বার্ষিক সাধারণ সভায় নিযুক্ত হন এবং শেয়ার হোল্ডারগণের নিকট দায়বদ্ধ থাকেন। পর্ষদ মূলত: ব্যবসায়িক কার্যক্রম নিরবিচ্ছিন্ন করণ, সৃষ্টি ও দক্ষ নিয়ন্ত্রণে প্রতিষ্ঠানের কার্যক্রম পরিচালনার দায়িত্বপ্রাপ্ত হন এবং সেই প্রেক্ষিতে এবং ব্যবসায়িক কার্যক্রম সুচারুরূপে পরিচালনার জন্য কৌশল গ্রহণ ও প্রয়োগ করেন।

## পরিচালনা পর্ষদের অন্যান্য স্বার্থ সংশ্লিষ্ট প্রতিষ্ঠান

পরিচালনা পর্ষদের স্বার্থ সংশ্লিষ্ট অন্যান্য প্রতিষ্ঠানের বিবরণ এবং উক্ত প্রতিষ্ঠানে তাদের স্ব-স্ব অবস্থানের প্রতিবেদন Annexure-H, এ বর্ণনা করা হয়েছে।

## স্বাধীন পরিচালক ও তাঁদের যোগ্যতা

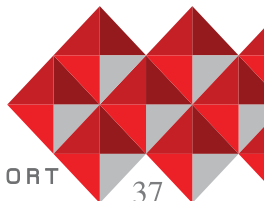
কোম্পানির পরিচালনা পর্ষদ স্বাধীন পরিচালক হিসাবে প্রফে: সৈয়দ আহসানুল আলম ও জনাব মো: জাবেদ ইকবাল কে ২০১৪ সালের ৮ই এপ্রিল নিয়োগ করেছেন। প্রফে: সৈয়দ আহসানুল আলম দ্বিতীয় মেয়াদে স্বাধীন পরিচালক হিসাবে সময় দিতে অপারগতার কারণে ৭ই এপ্রিল ২০১৭ তারিখে তাঁকে অব্যাহতি দেওয়া হয় এবং নতুন স্বাধীন পরিচালক হিসাবে পরবর্তীতে ইঞ্জিঃ মো: আবুল কাসেম এর নিয়োগ বোর্ড সভায় অনুমোদিত হয়ে ১লা জুন হতে কার্যকর হয়। তাছাড়া, জনাব মো: জাবেদ ইকবাল স্বাধীন পরিচালক হিসাবে দ্বিতীয় মেয়াদে পর্ষদ কর্তৃক নিয়োগপ্রাপ্ত হয়েছেন এবং তিনি অডিট কমিটির চেয়ারম্যান হিসাবে পর্ষদ কর্তৃক প্রফে: সৈয়দ আহসানুল আলম এর স্থলাভিষিক্ত হয়েছেন। স্বাধীন পরিচালক ও তাঁদের যোগ্যতা সম্পর্কিত তথ্যাদি পৃষ্ঠা নং- ১৯ এ দেখানো হয়েছে। পরিচালনা পর্ষদ স্বাধীন পরিচালক জনাব মো: জাবেদ ইকবাল এর ২য় মেয়াদে নিয়োগ ও নতুন স্বাধীন পরিচালক ইঞ্জিঃ মো: আবুল কাসেম এর নিয়োগ অনুমোদনের জন্য আপনাদের নিকট অনুরোধ করছে।

## চেয়ারম্যান এবং ব্যবস্থাপনা পরিচালক/সিইও

BSEC কর্তৃক জারীকৃত গাইডলাইন অনুসরণে চেয়ারম্যান ও ব্যবস্থাপনা পরিচালক/সিইও পদে পৃথক ব্যক্তি দায়িত্ব পালন করছেন।

## অডিট কমিটি

রিজেন্ট টেক্সটাইল মিলস্ লিঃ এর অডিট কমিটি পরিচালনা পর্ষদের মধ্য হতে ৩ জন পরিচালক নিয়ে গঠিত। পর্ষদ তাদের মধ্য হতে একজন স্বাধীন পরিচালককে উক্ত কমিটির সভাপতি হিসাবে নিয়োগ দিয়েছেন। কোম্পানি সচিব অডিট কমিটির সভাসমূহে সচিব হিসাবে দায়িত্ব পালন করে।



## কোম্পানি সচিব, প্রধান অর্থ কর্মকর্তা ও হেড অব ইন্টারনাল অডিট

BSEC কর্তৃক জারীকৃত গাইডলাইন অনুযায়ী কোম্পানি সচিব, প্রধান অর্থ কর্মকর্তা ও হেড অব ইন্টারনাল অডিট পর্ষদ কর্তৃক নির্দিষ্টকৃত দায়িত্ব পালন করেন। তাদের নামসমূহ নিম্নে উল্লেখ করা হলঃ

কোম্পানি সচিব	:	জনাব এম. আর. এইচ. সিকদার, এফসিএস
প্রধান অর্থ কর্মকর্তা	:	জনাব এ. কে. ভট্টাচার্য
হেড অব ইন্টারনাল অডিট	:	জনাব শেখ মোঃ জানে আলম

## বিধিবদ্ধ/বহিঃ অডিটরস

BSEC কর্তৃক জারীকৃত গাইডলাইন অনুযায়ী কোম্পানি বিধিবদ্ধ/বহিঃ অডিটরস কর্তৃক নিম্নোক্ত কাজসমূহে নিয়োজিত করেন নাইঃ

- ভ্যালুয়েশন সার্ভিস কিংবা স্বচ্ছতার বিবরণ
- কোম্পানির আর্থিক তথ্য পদ্ধতি ডিজাইন ও বাস্তবায়ন
- আর্থিক প্রতিবেদন, রেকর্ড পত্র সংরক্ষণ, বুক কিপিং ও সংক্রান্ত অন্যান্য কাজ
- ব্রোকার-ডিলার সার্ভিস
- একচুয়ারিয়াল সার্ভিস
- অভ্যন্তরীণ নিরীক্ষা সেবাসমূহ
- অডিট কমিটি কর্তৃক নির্ধারিত অন্য কোন সেবা

বিধিবদ্ধ/বহিঃ অডিটরস এর কোন অংশীদার বা এর কোন কর্মকর্তা/কর্মচারী কোম্পানির শেয়ার ধারণ করেন না।

## সহযোগী কোম্পানী

রিজেন্ট টেক্সটাইল মিলস্ লিঃ এর কোন সহযোগী প্রতিষ্ঠান নাই।

## পরিচালনা পর্ষদের ভাতা/সম্মানী

পরিচালনা পর্ষদের সদস্যগণ পর্ষদ ও কমিটি সমূহের সভায় অংশগ্রহণের জন্য সম্মানী ব্যতীত কোম্পানি হতে অন্য কোন ভাতা বা সম্মানী গ্রহণ করেন না। ব্যবস্থাপনা পরিচালক পর্ষদ কর্তৃক নির্ধারিত ভাতা/সম্মানী গ্রহণ করেন যা আর্থিক প্রতিবেদনের নোট নং- ২৬ ও ৩৬ (৩) (এ) এ দেখানো হয়েছে।

## ব্যবসায়িক সুশাসন এবং প্রতিপালনের প্রতিবেদন

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন কর্তৃক ইস্যুকৃত (নোটিফিকেশন সং- এসইসি/সিএমআরআরসিডি/ ২০০৬- ১৫৮/১৩৪/এডমিন/ ৪৪ তাং ০৭ আগস্ট, ২০১২) কর্পোরেট সুশাসন মেনে চলার নির্দেশিকার উপর একটি সনদ এবং প্রতিবেদন এই রিপোর্টে বিস্তারিত দেয়া হয়েছে। এ সংক্রান্ত প্রতিবেদন B,C ও D, এ দেখানো হয়েছে।

## আর্থিক প্রতিবেদন সংক্রান্ত পরিচালকগণের দায়িত্বের বিবৃতি

প্রস্তুতকৃত আর্থিক প্রতিবেদন কোম্পানিজ গ্র্যান্ট ১৯৯৪, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন রুলস ১৯৮৭ ও বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ নোটিফিকেশন নং- BSEC/CMRRCD/ 2006-158/134/Admin/44 dated 07 August 2012 অনুসারে তৈরি করা হয়েছে এবং পর্ষদ এই বিষয়টি নিশ্চিত করে যে,

- রিজেন্ট টেক্সটাইল মিলস্ লিঃ এর ব্যবস্থাপনা কর্তৃক প্রস্তুতকৃত আর্থিক প্রতিবেদন কোম্পানির সার্বিক অবস্থা, পরিচালনার ফলাফলসমূহ, নগদ প্রবাহ এবং সম্পদের পরিবর্তন ইত্যাদি সঠিক ও যথাযথ ভাবে উপস্থাপন করা হয়েছে;
- যথাযথভাবে হিসাব বই সংরক্ষণ করা হয়েছে;
- আর্থিক প্রতিবেদন তৈরিতে যথাযথ একাউন্টিং পলিসি প্রয়োগ করা হয়েছে এবং হিসাব প্রাক্কলনগুলো যুক্তিসংগত এবং যথোপযুক্ত বিচার বিশ্লেষণের উপর ভিত্তি করে করা হয়েছে;



৪. আর্থিক প্রতিবেদন তৈরিতে ইন্টারন্যাশনাল একাউন্টিং স্ট্যান্ডার্ডস (আইএএস)/বাংলাদেশ একাউন্টিং স্ট্যান্ডার্ডস (বিএএস)/ ইন্টারন্যাশনাল ফাইন্যান্সিয়াল রিপোর্টিং স্ট্যান্ডার্ডস (আইএফআরএস)/ বাংলাদেশ ফাইন্যান্সিয়াল রিপোর্টিং স্ট্যান্ডার্ডস (বিএফআরএস)/ যেভাবে বাংলাদেশে প্রযোজ্য সেভাবে অনুসরণ করা হয়েছে এবং যে কোন ধরনের পরিবর্তন পর্যাণ্ড ভাবে প্রকাশ করা হয়েছে;
৫. অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা যথাযথভাবে প্রয়োগ করা হয়েছে;
৬. একটি চলমান প্রতিষ্ঠান হিসাবে যাত্রা অব্যাহত রাখতে কোম্পানির সক্ষমতার উপর কোন সন্দেহ নাই এবং একটি চলমান প্রতিষ্ঠানের উপর ভিত্তি করে হিসাব তৈরি করা হয়েছে;
৭. বিগত পাঁচ বৎসরের মূল পরিচালনাগত এবং আর্থিক ফলাফল সমূহ পৃষ্ঠা নং ১০, ২১ ও ৩১ এ দেখানো হয়েছে।
৮. এই পর্ষদ, বিএসইসি কর্তৃক জারীকৃত কর্পোরেট গভার্নেন্স গাইডলাইনস অনুযায়ী কোম্পানির ব্যবস্থাপনা পরিচালক ও প্রধান অর্থ কর্মকর্তা কর্তৃক প্রতিষ্ঠানের আর্থিক প্রতিবেদন সম্পর্কে প্রদত্ত ঘোষণা পত্র সংযুক্ত পত্র সংযুক্ত করা হয়েছে। Annexure-F

## কর্পোরেট গভার্নেন্স পরিচালন সংক্রান্ত প্রতিবেদন

কর্পোরেট গভার্নেন্স পরিচালন সংক্রান্ত প্রতিবেদন Annexure-C ও D এ দেখানো হয়েছে।

## আভ্যন্তরীণ নিয়ন্ত্রণ পদ্ধতি

রিজেন্ট টেক্সটাইল মিলস্ লিঃ এর পর্ষদ বিশ্বাস করে যে, প্রতিষ্ঠানের মৌল ভিত্তি এবং সুনাম অর্জনে সুশাসনের প্রতিপালনের গুরুত্ব অপরিসীম। পরিচালনা পর্ষদ প্রতিষ্ঠানের দীর্ঘ মেয়াদে উৎপাদনক্ষম থেকে টিকে থাকার লক্ষ্যে প্রয়োজনীয় দক্ষ নেতৃত্ব, নীতি, কৌশল প্রণয়ন ও বাস্তবায়ন এবং অভ্যন্তরীণ সুশাসন চর্চার মাধ্যমে নিশ্চিত করেছে।

ব্যবস্থাপনা পরিচালক কোম্পানির পর্ষদ কে নিশ্চিত করেছে যে, তথ্য ব্যবস্থাপনা ও আন্তঃনিয়ন্ত্রণ ব্যবস্থা গ্রহণ ও প্রয়োগের ব্যয়সমূহ যথাযথ হয়েছে তা নিশ্চিত করা হয়েছে।

## মানব সম্পদ ব্যবস্থাপনা:

রিজেন্ট টেক্সটাইল মিলস্ লিমিটেডে অভিজ্ঞ ও পেশাজীবীরা কাজ করেন। অভিজ্ঞতা একটি প্রতিষ্ঠানের কাজের ধারাবাহিকতা বজায় রাখা, মানসম্মত পণ্য উৎপাদন এবং গ্রাহকদের নির্ধারিত সময়ে পণ্য সরবরাহ করতে অগ্রগামী ভূমিকা পালন করে। কোম্পানীর কর্মচারী ও সহায়ক কর্মীদের জন্য কোম্পানী নিয়মিতভাবে প্রশিক্ষণ ও কর্মশালার আয়োজন করে থাকে।

## আচরণ বিধি

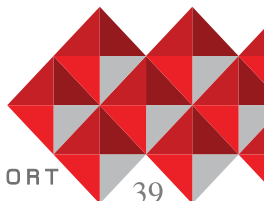
কোম্পানীর পরিচালনা পর্ষদ পরিচালকগণের জন্য আচরণ বিধি তৈরী করেছে। পরিচালকগণ তা পরিপালনে স্বীকৃতি দানপূর্বক স্বাক্ষর করেছে।

## চলমান প্রক্রিয়ার নীতি

কোম্পানির ২০১৬-১৭ অর্থ বছরের আর্থিক প্রতিবেদন অনুমোদনের সময়ে পর্ষদ সদস্যগণ যথাযথ বিশ্লেষণ ও তথ্যানুসন্ধান করেছেন এবং ব্যবসা পরিচালনাগত নির্দেশকসমূহ সম্পূর্ণরূপে বিবেচনায় নিয়েছেন। কোম্পানির পরিচালনা পর্ষদের বিবেচনায় ভবিষ্যৎ কার্য পরিচালনার জন্য কোম্পানির সম্পদের পর্যাণ্ডতা রয়েছে এবং সেই ভিত্তিতে কোম্পানির আর্থিক প্রতিবেদন তৈরি করা হয়েছে।

## লভ্যাংশ

কোম্পানির ৩১ই অক্টোবর ২০১৭ ইং তারিখে অনুষ্ঠিত পরিচালনা পর্ষদের সভায় স্পন্সর/পরিচালক ব্যতীত সকল সাধারণ শেয়ার হোল্ডারদের জন্য ১০% নগদ লভ্যাংশ সুপারিশ করা হয়েছে যার জন্য ২৩ নভেম্বর ২০১৭ ইং রেকর্ড ডেট নির্ধারিত হয়। কোম্পানির ২২তম বার্ষিক সাধারণ সভায় সম্মানিত শেয়ার হোল্ডারদের অনুমোদনের জন্য পেশ করা হবে।





## পরিচালকবৃন্দের নিয়োগ এবং পুনঃ নিয়োগ

কোম্পানির ২২তম বার্ষিক সাধারণ সভায় নিম্নে বর্ণিত পরিচালকগণ অবসর গ্রহণ করবেন। কোম্পানির সংঘবিধির ১২৬ ধারা অনুযায়ী তাঁহারা পুনরায় নিয়োগের যোগ্য বিধায় আবার নির্বাচিত হতে পারবেন;

১. জনাব মোঃ ইয়াকুব আলী
২. জনাব তানভির হাবিব

## ক্রেডিট রেটিং

ক্রেডিট রেটিং ইনফরমেশন এন্ড সার্ভিসেস লিঃ এর বিশ্লেষণে প্রতিষ্ঠানের ঋণমান নিম্নরূপঃ

দীর্ঘকালীন

স্বল্পকালীন

A+

ST-3

এ গ্লাস রেটিং প্রাপ্ত প্রতিষ্ঠানগুলোকে ঋণমান ভাল মৌলভিত্তি সম্পন্ন আয় অর্জনে সক্ষম প্রতিষ্ঠান হিসাবে বিবেচনা করা হয়। এস টি-৩ নির্দেশ করে আপনার প্রতিষ্ঠান সময়মত ঋণ পরিশোধে সমর্থ, কোম্পানির পর্যাপ্ত তারল্য প্রবাহ আছে এবং কম ঝুঁকিপূর্ণ যা আমাদের কোম্পানিকে রেটিং কোম্পানি পজিটিভ হিসাবে মূল্যায়ন করেছে।

## স্বীকৃতি

আমি, পরিচালনা পর্ষদের পক্ষে আমাদের সম্মানিত শেয়ার হোল্ডার, বিনিয়োগকারী, গ্রাহক, শুভানুধ্যায়ী দেশে অথবা দেশের বাহিরে, এবং সংশ্লিষ্ট সবাইকে আমাদের উপর অর্পিত দায়িত্ব পালনে সর্বাস্তকরণে সহযোগিতা করার জন্য আমাদের আন্তরিক কৃতজ্ঞতা জানাচ্ছি।

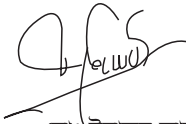
এছাড়াও আমি কৃতজ্ঞতা ও ধন্যবাদ জানাচ্ছি বাংলাদেশ সিকিউরিটিজ এন্ড একচেঞ্জ কমিশন, রেজিস্ট্রার আর জয়েন্ট স্টক কোম্পানিজ এণ্ড ফার্মস, ঢাকা স্টক একচেঞ্জ লিঃ, চিটাগাং স্টক একচেঞ্জ লিঃ, সেন্ট্রাল ডিপজিটরি বাংলাদেশ লিঃ, অন্যান্য সরকারী ও বেসরকারী প্রতিষ্ঠান সমূহ সহ সংশ্লিষ্ট সবাইকে প্রতিষ্ঠানের প্রতি সমর্থন ও আন্তরিক সহযোগিতার জন্য।

আমি, পরিচালনা পর্ষদের পক্ষে স্বীকার করতে চাই আমার প্রাণ প্রিয় সর্বোত্তরের কর্মকর্তা ও শ্রমিক কর্মচারীবৃন্দকে যাদের অক্লান্ত পরিশ্রম কোম্পানিকে আজকের এই অবস্থানে পৌঁছাতে সাহায্য করেছে। এছাড়াও প্রতিষ্ঠানের আর্থিক নিরাপত্তা নিশ্চিত করা ও সার্বিক উন্নয়নে আপনারদের গুরুত্বপূর্ণ পরামর্শ ও মতামত প্রত্যাশা করছি।

সর্বোপরি, আমি উপস্থাপিত ৩০শে জুন ২০১৭ সালের নিরীক্ষকের প্রতিবেদন, নিরীক্ষিত হিসাব ও পরিচালনা পর্ষদের প্রতিবেদন গ্রহণ ও অনুমোদনের জন্য বিনীতভাবে অনুরোধ করছি।

ধন্যবাদান্তে

পরিচালনা পর্ষদের পক্ষে



মোঃ ইয়াকুব আলী  
চেয়ারম্যান





# RISK FACTORS AND MANAGEMENT PERCEPTION

The factors described below may conceivably materially affect investors' decisions as investment in equity shares involved a high degree of risk. The company is operating in a globally competitive industry involving both external and internal factors having direct as well as indirect effects on the investments.

Any of the following risks as well as other risks and uncertainties discussed in the Annual Report 2016-2017 could have a material adverse effect on business of the Company and could cause the trading price of Equity shares to decline, which could result in the loss of all or part of one's investment.

Furthermore, the risks set out may not be exhaustive and additional risks and uncertainties, not presently known to us, or which we currently deem immaterial, may arise or become material in the future. Unless otherwise stated in the relevant risk factors set forth below, we are not in a position to specify or quantify the financial or other risks mentioned herein:

## INDUSTRY RISK AND MARKET/BUSINESS RISK

Textile industry is highly competitive but the largest industrial sub sector in Bangladesh. The company faces numbers of aggressive competitors within and outside of the country. Textile industry depends on available power, raw materials, global textile market and economic policy of the Government. The world economy plays a major role on textile market and the industry. RTML procure the main raw materials yarn from local market which completely depends on global cotton market. Textile sector is competing with well-established manufacturing countries like China, India and Pakistan in term of pricing, quality and costing.

### **Management Perception**

*The company has successfully entered into the market by offering better quality products at competitive terms. The force, which is helping the company for its strong existences, is emergence of back-ward linkage industry. Back-ward linkage industry is supporting for minimizing the lead time and cost of production. Textile industry of Bangladesh is enjoying comparative advantage over other countries despite some threats from local & foreign economic conditions. The global recessions could not affect the company as the earnings were increased in that time and thus RTML is going ahead which proves a strong position of the company against such risk.*

*Today's ever changing fashion world, style and trends are rapidly moving and textile manufacturer have to cope with the change. Regent Textile Mills Limited is an efficient woven textile manufacturer who can produce both of Fashion Fabrics (Twill, Canvas, Sheeting) and Home textile products (Bed sheet, quilt cover, flat sheet, pillow case etc.). Now across the world, Home Textile became matter of attention for fashion concerned people. RTML firmly ensures quality in production and integration in supply chain with appropriate branding which increases index of its product demand in world market. Its principal buyers are from Europe and North America who are enjoying GSP facility. Demand of textile product is growing at a rapid pace and support from Government through declaring special financial packages as well as continuation of GSP facility (EU market) will enhance the industry growth.*

*Besides, in the field of textile, the management of RTML is aware of the changes which take place all most routinely at customer's choice. The factory of RTML is fully equipped to meet the wide-ranging demands of quality conscious customers worldwide. BMRE is a continuous job in RTML. After completion of BMRE Regent Textile will be one of the best Textile Companies in the region to challenge others with its enhanced finest quality products. In this respect, the company already open L/Cs amounting USD 7.104 million to import capital machineries. Rest are under process and at the same time trying to acquire a garment factory instead to get back return earlier.*



## TECHNOLOGY RELATED RISK

Modern technology is a vital supplementary for the continuation and sustenance of any export oriented industry. These are the risks allied with the use of technology in manufacturing with an efficient manner. RTML is a technology based industry operating with state-of-the art textile machinery and continuous technological perfection is an integral part in such a competitive industry.

### MANAGEMENT PERCEPTION

*Regent Textile Mills Limited established with brand new, most modern and state-of-the art European machineries operating with modern technological assistance. The management of the company is very much keen to adopt new technologies. The machineries are modern and procured from renowned and brand supplier like Stork from Netherlands, Goller and Bruckner & Kuster from Germany. Furthermore the company importing capital machineries with value added modules from European countries to cater present and future demand of fashion and style which would be lessen the technological risk to a great extent.*

## INTEREST RATE RISK

The company has established and operated on long term loans and working capital from different banks of interest rate variability. Interest rate risk is depended/associated with the fluctuation in market interest rates which depends on macro economics and market factors like inflation, demand of loan etc. Raise of interest rate increase the cost of funds and may adversely affect the profitability of the company.

### MANAGEMENT PERCEPTION

*The Management of Regent Textile Mills Limit is well aware about the fluctuation of interest rate and affect of cost of funds in financial performance of company. The management emphasizes on equity based financing to reduce the dependency on borrowings. Moreover, the management is looking forward to import brand new capital machinery for expansion under BMRE and establishing new RMG project and expected to increase the turnover of the company in the coming years which will also reduce the costs on working capital.*

## EXCHANGE RATE RISK

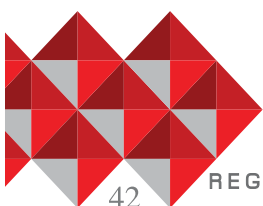
Exchange rate risk is a vital factor of the company which mainly depends on overseas sale directly or indirectly and raw materials supply mainly from locally (yarn, packing materials, accessories), subsequently on import of dyes chemical, accessories and spares of machinery. If exchange rate is increased against local currency opportunity is created for getting more revenues against same in local currency.

### MANAGEMENT PERCEPTION

*Regent Textile Mills Limited earns foreign currency from export proceeds by Home Textile and Fashion Fabrics items and release back to back L/C on foreign currency. The proceeds of the export come after L/C maturity. RTML faces some fluctuation of foreign currency which extends from 1.5% to 2% in perspective of foreign currency reserve in Bangladesh Bank which is insignificant amount. It is expected that the value of taka against USD and EURO may remain stable in future due to increasing foreign reserve in BB. So in case of exchange rate increase the Company will be in a position to enhance its profitability.*

## POTENTIAL OR EXISTING GOVERNMENT REGULATIONS

The Company operates under the Company's Act 1994 and other related regulations such as Income Tax Ordinance 1984, Income Tax Rules 1984, Value Added Tax (VAT) Act 1991 and Value Added Tax (VAT) Rules 1991. Any abrupt Changes of the policies made by the regulatory authorities may affect the business of the Company.



#### **MANAGEMENT PERCEPTION**

*Textile sector is the largest contributor to GDP and provides mass employment to a certain extent than others. Government is well aware of these issues and functioning to emphasize the growth of Textile sector. RTML is looking forward to find easiest and investment friendly regulations to regularize activities of this backed process sector. However, the promoters' wills Andover to convince the policy makers for adopting favorable terms and conditions which will eventually help the yarn manufacturers of Bangladesh to compete with the firms in low cost locations in the global arena. it has the better resistance ability due to its cost efficient operation process.*

#### **POTENTIAL CHANGES IN THE GLOBAL OR NATIONAL POLICIES**

The Company is dependent on imported raw materials. Any scarcity due to changes in policy in the international market might dent the production level and profitability. The performance of the company may be affected due to unavoidable circumstances both in Bangladesh and worldwide, as such political turmoil and disturbance in the country may adversely affect the economy in general.

#### **MANAGEMENT PERCEPTION**

*Textile sector is heavily dependent on potential changes in political situation, both nationally and globally. Local situation as political turmoil and annoyance and failure of state relations with buyer's country may affect this sector. Continuation of GSP facilities is also another concern factor. RTML is aware of these issues and maintain adequate relationship to deal the issues.*

#### **MANAGEMENT RISK**

The risks associated with ineffective, destructive or underperforming top executives which may impact on operation and future growth of the company.

#### **MANAGEMENT PERCEPTION**

*RTML is keen to develop the human resources. To increase the efficiency of employees the management of the company has been introduced training and development program. RTML offers competitive packages as well as non-monetary motivation to all ranks. These facilities have enabled the company to achieve a very low employee turnover rate. Moreover, RTML promotes professionalism, team work and alternative leadership ethics in all areas of its activities. Therefore, the management of RTML feels that the company is well prepared to handle the risks in the future.*

#### **OPERATIONAL RISK**

Operational risk arises from improper execution of company's business. Moreover, shortage/lack of utility, unavailability of raw materials, labor unrest and generally rate increase of raw materials, labor supply and spare parts of machinery, natural calamities like flood, cyclone and earthquake etc may disrupt the production of the company. Although these type of risk may vary from industry to industry.

#### **MANAGEMENT PERCEPTION**

*The overall production process of RTML is monitored with expert professional to mitigate human error. The company has been arranging training of its core personnel on a continuous basis to cope with the growing challenges of the changing work environment and growing sophistication of technology and processes. RTML established with cost effective brand new and state of the art European textile machinery to increase profitability of the company from very beginning. The company maintains huge raw materials stock and facilitated to keep a rational reserve for any future price escalation of the raw materials.*



# MANAGEMENT DISCUSSION & ANALYSIS

The reviews and analysis are furnished to show shareholders as below

Cost of Major Items	2016 - 2017 (Tk.)	Jan 2015 to Jun 2016 (Tk.)*	2014 (Tk.)	2013 (Tk.)	2012 (Tk.)
Revenue	1,058,204	2,004,432	1,656,465	1,722,567	1,348,904
Cost of Goods Sold	840,578	1,535,535	1,283,750	1,332,765	1,067,220
Gross Profit	217,626	468,897	372,715	389,802	281,684
Net Profit after Tax	137,001	212,461	148,886	174,906	133,270

\* 18 months financial statements, Figures in '000

## TURNOVER & OPERATING EXPENSES

During the reviewed period the turnover decreased by 20.81% (on average) comparing to 2015-16. However operating expenses changed marginally compared with previous corresponding period.

## NON OPERATING INCOME/EXTRA ORDINARY GAIN

During the period under consideration the Company has earned Tk. 99.92 million against Tk. 69.20 million of the last period. As you are well informed that the entire proceeds received from IPO has been invested in FDR form at a maximum attainable rate with different Banks and NBFIs, and interest received from matured fund also reinvested. Moreover funds were invested in December 2015, due to longer coverage period this year Non-operating income was higher than last period.

## CAUSES FOR CHANGE IN SALES

The turnover decreased comparing with preceding period; it was due to exchange rate fluctuation in EU zone after BREXIT where our major products are exported, GSP facility provided to Pakistan, one of the major competitor countries for home textile products, etc. Shortage of raw material supply also added ingredients at the second part of the year.

## CAUSES FOR CHANGES IN COGS

Cost of goods sold is the expenses a company incurred in order to manufacture, create or to sell a product, reduction in COGS do not follow similar trend as turnover, it is mainly due to 15% price hike on unit price of Gas supply by government, moreover shortage of raw material supply hampers our installed capacity utilization which was beyond the control of management. Moreover complying with the provision of Labour Law increment to workers were provided at 8% that also effected reduction in Gross Profit.

**CAUSES FOR CHANGES IN OPERATING EXPENSES :** Operating cost mainly consists of fixed cost

## GROSS PROFIT MARGIN

Gross Profit is the difference between sales and the cost of goods sold.

Gross Profit = (Sales – Cost of Goods Sold)

The Gross Profit margin is one of the indicators to diagnose the financial health of an organization. Larger gross profit margins are – higher the percentage, the more business retains of each Taka of sales for other expenses and net profit.

Gross Profit Margin % = (Gross Profit /Sales x 100)

During this period from July 01, 2016 to June 30, 2017, Gross Profit Margin was 20.57% against 23.39% of previous 18 months period. Gross profit has decreased as the price of raw materials and sales were lower in this reviewed period.

## NET PROFIT MARGIN RATIO

Net Profit is calculated by subtracting expenses including Tax and WPP & WF from the Gross Profit, showing what the business has earned (or lost).

Net Profit = (Gross Profit – Expenses with Tax & WPP & WF)

During the reviewed period from July 01, 2016 to June 30, 2017, the Net Profit Margin ratio is 12.95% against 10.60% of previous 18 months period. The net profit for the year was 137.00 million while the net profit for previous 18 months was 212.46 million.



# CORPORATE GOVERNANCE REPORT & FINANCIAL REPORTING FRAMEWORK

Sound Corporate Governance is a fundamental part of the culture of the company and ensures long-term success. Corporate governance concerns the relationships among the management, Board of Directors, shareholders and other stakeholders. It contributes to sustainable economic development by enhancing the performance of companies. The Board of Regent Textile Mills Limited is firmly committed to upholding principles of good corporate governance.

It may be mentioned that the following steps have been taken by the Management as part of Good Corporate Governance to ensure that there are proper control mechanism in place.

## BOARD SIZE & MEETING

There are 7 (seven) Directors including 2 (two) Independent Directors on the Board. The Board of Directors holds regular meetings to ensure good communication and discuss and decide matters of importance

## ROLE OF THE BOARD

The directors of the Board are appointed by the Shareholders at the Annual General Meeting and accountable to the Shareholders. The Board is responsible for ensuring that the business activities are soundly administered and effectively controlled. The Directors keep themselves about the company's financial position and ensures that its activities, accounts and assets management are subject to adequate monitoring and control. The Board also ensures that RTML policies and procedures and code of conduct are understood, implemented and maintained at all levels and the company adheres to generally accepted principles for good governance and effective control of company activities.

## INDEPENDENT DIRECTORS

Two Independent Directors have been appointed and are included in the list of Board members. The qualifications of Independent Directors are shown below:

### QUALIFICATION OF INDEPENDENT DIRECTOR

Eng. Md. Abul Quasem an Independent Director of Regent Textile Mills Ltd., is a renowned corporate professional and a worthy person in the field of engineering. He obtained graduation degree from CUET and did his post graduation degree in M. Sc. Engineering from Loughborough University, Leicestershire, UK. He served as Chief Engineer for Chittagong WASA. He also portrays his excellence by serving and sharing experience in the capacity of Executive Director in AcornInfrastructure Services Ltd., a sister concern of Banglalat, a leading and exclusive dealer of CAT® products in Bangladesh and also one of the largest providers of independent power generation solutions in Bangladesh and are also one of the largest Gas Engine dealers globally.

Mr. Quasem is known and popular face in the civil society of Chittagong. He is the member of different social club. He visited many countries for professional purposes.

Mr. Iqbal, the other independent director of RTML, graduated in Business Administration (BBA). After graduation he focused on business to become a successful businessman and entrepreneur. For the last 15 years of vigorous diving Mr. Iqbal has gained expertise in the fields of trading and logistics management. By this time he has established himself as a promising businessperson in the business community and has proper blending of manufacturing, marketing and finance function to run an organization as an effective profit center.





## **CHAIRMAN & MD/CEO**

The roles of Chairman and MD/CEO have been separated and two separate persons are performing these functions, as per Guidelines issued by the BSEC.

## **BOARD SUB-COMMITTEES**

### **AUDIT COMMITTEE**

The Audit Committee has been constituted as a subcommittee of the Board of Director with the Independent Director as Chairman and two other Directors. The company Secretary acts as Secretary to the Audit Committee. This committee assists the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company. Audit committee is responsible to the Board of Directors and its roles and responsibilities are clearly set forth in the Terms of Reference (TOR) approved by the Board. The role of the Audit Committee has been started in the annual audit committee report.

### **AUDIT COMMITTEE CONSTITUTION**

The Audit Committee has been constituted with 3 (three) Directors. An Independent Director is nominated by the Board as Audit Committee Chairman. The Company Secretary acts as Secretary of the Committee.

### **COMPENSATION COMMITTEE**

The Compensation Committee has been constituted as a subcommittee of the Board of Directors where Director Mr. Md. Yasin Ali, Director as the Chairman and two other Directors. The company Secretary acts as Secretary to the sub-Committee

### **EXECUTIVE COMMITTEE**

The Compensation Committee, as a subcommittee of the Board has been constituted with the Mr. Md. Yakub Ali, Director as the Chairman and three other Directors including an Independent Director. The company Secretary acts as Secretary to the sub-Committee

### **COMPANY SECRETARY, CHIEF FINANCIAL OFFICER AND HEAD OF INTERNAL AUDIT**

Company Secretary	: Mr. M. R. H. Sikder FCS
Chief Financial Officer	: Mr. A. K. Bhattacharyya
Head of Internal Audit	: Mr. Sk. Md. Jan - e - Alam

### **QUALIFICATION OF COMPANY SECRETARY, CHIEF FINANCIAL OFFICER, HEAD OF INTERNAL AUDIT**

The Company has appointed experienced Chief Financial Officer, qualified chartered secretary as Company Secretary. The CFO and Company Secretary regularly advise and assist the Board on financial strategy and compliance issues of the regulatory bodies. They are also attending Board Meeting as per corporate governance notification of the BSEC. Internal audit department of the Company headed by a Head of Internal Audit has professional expertise and experience in the field of Internal Audit.

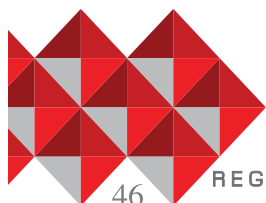
Board of Directors clearly defined respective roles, responsibilities and duties of the Company Secretary Chief Financial Officer and Head of Internal Audit.

### **STATUTORY/EXTERNAL AUDITORS'**

The BSEC guidelines are strictly followed in engaging statutory Auditors as follows:

- viii. Appraisal or valuation services or fairness opinion
- ix. Financial information systems design and implementation
- x. Book – keeping or other services related to the accounting records or financial statements
- xi. Broker – Dealer services
- xii. Actuarial services
- xiii. Internal audit services
- xiv. Any other service that the Audit Committee determines

No partner or employees of the statutory/external audit firm possess any shares of the Company





## REPORT OF THE STATUS OF COMPLIANCE OF CORPORATE GOVERNANCE

Status of compliance with the conditions imposed by the Commission's Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 and as amended by Notification No. SEC/CMRRCD/2006-158/147/Admin/48 dated 21 July 2013 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

### (Report under Condition No. 7)

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.1	The number of the board members of the company shall not be less than 5 (five) and more than 20 (twenty);	✓		
1.2(i)	At least one fifth (1/5) of the total number of directors in the company's board shall be independent directors.	✓		
1.2(ii)a)	For the purpose of this clause "independent director" means a director- who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	✓		
1.2(ii)b)	Who is not a sponsor of the company and is not connected with the company's any sponsor or director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship. His/her family members also should not hold above mentioned shares in the company.	✓		
1.2(ii)c)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/associated companies;	✓		
1.2(ii)d)	Who is not a member, director or officer of any stock	✓		
1.2(ii)e)	Who is not a shareholder, director or officer of any member of stock exchange or an intermediary of the capital market;	✓		
1.2(ii)f)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm;	✓		
1.2(ii)g)	Who shall not be an independent director in more than 3 (three) listed companies;	✓		
1.2(ii)h)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial Institution (NBFI);	✓		
1.2(ii)i)	Who has not been convicted for a criminal offence involving moral turpitude.	✓		
1.2(iii)	The independent director(s) shall be appointed by the board of directors and approved by the shareholders in the Annual General Meeting (AGM).	✓		
1.2(iv)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days.	✓		
1.2(v)	The Board shall lay down a code of conduct of all Board members and annual compliance of the code to be recorded.	✓		
1.2(vi)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) term only.	✓		
1.3(i)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.3(ii)	The person should be a Business Leader/Corporate Leader/Bureaucrat/University Teacher with Economics or Business Studies or Law background/Professionals like Chartered Accountants, Cost & Management Accountants, Chartered Secretaries. The independent director must have at least 12 (twelve) years of corporate management/professional experiences.	✓		
1.3(iii)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission.	N/A		
1.4	The positions of the Chairman of the Board and the Chief Executive Officer of the companies shall be filled by different individuals. The Chairman of the company shall be elected from among the directors of the company. The Board of Directors shall clearly define respective roles and responsibilities of the Chairman and the Chief Executive Officer	✓		
1.5(i)	The directors of the companies shall include the following additional statements in the Directors' Report prepared under section 184 of the Companies Act, 1994:- Industry outlook and possible future developments in the industry.	✓		
1.5(ii)	Segment-wise or product-wise performance.	✓		
1.5(iii)	Risks and concerns.	✓		
1.5(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin.	✓		
1.5(v)	Discussion on continuity of any Extra-Ordinary gain or loss.	✓		
1.5(vi)	Basis for related party transactions- a statement of all related party transactions should be disclosed in the annual report.	✓		
1.5(vii)	Utilization of proceeds from public issues, rights issues and/or through any other instruments.	✓		
1.5(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc.	N/A		
1.5(ix)	If significant variance occurs between Quarterly Financial performance and Annual Financial Statements the management shall explain about the variance on their Annual Report	N/A		
1.5(x)	Remuneration to directors including independent directors.	✓		
1.5(xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.	✓		
1.5(xii)	Proper books of account of the issuer company have been maintained.	✓		
1.5(xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgements	✓		
1.5(xiv)	International Accounting Standards (IAS)/Bangladesh Accounting Standards (BAS)/International Financial Reporting Standards (IFRS)/Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure therefrom has been adequately disclosed.	✓		
1.5(xv)	The system of internal control is sound in design and has been effectively implemented and monitored.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.5(xvi)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed.	✓		
1.5(xvii)	Significant deviations from the last period's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.	N/A		
1.5(xviii)	Key operating and financial data of at least preceding 5 (five) years shall be summarized.	✓		
1.5(xix)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.	N/A		
1.5(xx)	The number of Board meetings held during the period and attendance by each director shall be disclosed.	✓		
1.5(xxi)a)	The pattern of shareholding shall be reported to disclose the aggregate number of shares (along with name wise details where stated below) held by:- (a) Parent /Subsidiary /Associated Companies and other related parties (name wise details)	✓		
1.5(xxi)b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details);	✓		
1.5(xxi)c)	Executives i.e top 5 (five) salaried employees of the company, other than the Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer and Head of Internal Audit.	✓		
1.5(xxi)d)	Shareholders holding ten percent (10%) or more votes interest in the company (name wise details).	✓		
1.5(xxii)a)	In case of the appointment/re-appointment of a director the company shall disclose the following information to the shareholders:- brief resume of the director;	✓		
1.5(xxii)b)	Nature of his/her expertise in specific functional areas;	✓		
1.5(xxii)c)	Names of companies in which the person also holds the directorship and the membership of committees of the board.	✓		
2.1	The company shall appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal Control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of the CFO, the Head of Internal Audit and the CS.	✓		
2.2	The CFO and the Company Secretary of the companies shall attend the meetings of the Board of Directors, provided that the CFO and/or the Company Secretary shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating to their personal matters	✓		
3(i)	The company shall have an Audit Committee as a sub-committee of the Board of Directors.	✓		
3(ii)	The Audit Committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business.	✓		
3(iii)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	✓		
3.1(i)	The Audit Committee shall be composed of at least 3 (three) members.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
3.1(ii)	The Board of Directors shall appoint members of the Audit Committee who shall be directors of the company and shall include at least 1 (one) independent director.	✓		
3.1(iii)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience.	✓		
3.1(iv)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to be unable to hold office until expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board of Directors shall appoint the new Committee member(s) to fill up the vacancy(ies) immediately or not later than 1 (one) month from the date of vacancy(ies) in the Committee to ensure continuity of the performance of work of the audit committee	✓		
3.1(v)	The company secretary shall act as the secretary of the Committee.	✓		
3.1(vi)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		
3.2(i)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director.	✓		
3.2(ii)	Chairman of the audit committee shall remain present in the Annual General Meeting (AGM).	✓		
3.3(i)	Role of audit committee shall include the following:- (i) Oversee the financial reporting process.	✓		
3.3(ii)	Monitor choice of accounting policies and principles.	✓		
3.3(iii)	Monitor Internal Control Risk management process.	✓		
3.3(iv)	Oversee hiring and performance of external auditors.	✓		
3.3(v)	Review along with the management, the annual financial statements before submission to the board for approval.	✓		
3.3(vi)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval	✓		
3.3(vii)	Review the adequacy of internal audit function.	✓		
3.3(viii)	Review statement of significant related party transactions submitted by the management.	✓		
3.3(ix)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors.	✓		
3.3(x)	When money is raised through Initial Public Offering (IPO)/Repeat Public Offering (RPO)/Rights Issue the company shall disclose to the Audit Committee about the uses/applications of funds by major category (capital expenditure, sales and marketing expenses, working capital, etc), on a quarterly basis, as a part of their quarterly declaration of financial results. Further, on an annual basis, the company shall prepare a statement of funds utilized for the purposes other than those stated in the offer document/prospectus	✓		
3.4.1(i)	The Audit Committee shall report on its activities to the Board of Directors.	✓		
3.4.1(ii)a)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any:- report on conflicts of interests;			No such matter arisen



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
3.4.1(ii)b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;			No
3.4.1(ii)c)	Suspected infringement of laws, including securities related laws, rules and regulations;			No
3.4.1(ii)d)	Any other matter which shall be disclosed to the Board of Directors immediately.			No
3.4.2	If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board of Directors for three times or completion of a period of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier.			No such matter arisen
3.5	Report on activities carried out by the Audit Committee, including any report made to the Board of Directors under condition 3.4.1 (ii) above during the year, shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.	✓		
4(i)	The issuer company should not engage its external/statutory auditors to perform the following services of the company; namely:- appraisal or valuation services or fairness opinions.	✓		
4(ii)	Financial information systems design and implementation.	✓		
4(iii)	Book-keeping or other services related to the accounting records or financial statements.	✓		
4(iv)	Broker-dealer services.	✓		
4(v)	Actuarial services.	✓		
4(vi)	Internal audit services.	✓		
4(vii)	Any other service that the Audit Committee determines.	✓		
4(viii)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company.	✓		
5(i)	Provisions relating to the composition of the Board of Directors of the holding company shall be made applicable to the composition of the Board of Directors of the subsidiary company	✓		
5(ii)	At least 1 (one) independent director on the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company.	✓		
5(iii)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company.	✓		
5(iv)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also.	✓		
5(v)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	✓		



Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6(i)a)	The CEO and CFO shall certify to the Board that They have reviewed financial statements for the period and that to the best of their knowledge and belief :-These statements donot contain any materially untrue statement or omit anymaterial fact or contain statements that might be misleading;	√		
6(i)b)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.	√		
6(ii)	There are, to the best of knowledge and belief, no transactions entered into by the company during the period which are fraudulent, illegal or violation of the company's code of conduct	√		
7(i)	The company shall obtain a certificate from a practicing Professional Accountant/Secretary (Chartered Accountant/Cost and Management Accountant/Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall send the same to the shareholders along with the Annual Report on a yearly basis	√		
7(ii)	The directors of the company shall state, in accordance with the ANNEXURE attached, in the directors' report whether the company has complied with these conditions.	√		





# CORPORATE GOVERNANCE CERTIFICATE



**Rahman Mostafa Alam & Co.**  
Chartered Accountants



**Certificate of compliance of conditions of Corporate Governance  
Guidelines to the Shareholders of  
Regent Textile Mills Limited**

We have examined the compliance of conditions of Corporate Governance Guidelines of the Bangladesh Securities and Exchange Commission (BSEC) by **Regent Textile Mills Limited** (the Company) for the year ended 30 June 2017 as Stipulated in clause 7(i) of the BSEC notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 and as amended by notification No. SEC/CMRRCD/2006-158/147/Admin/48 dated 21 July 2013 of Bangladesh Securities and Exchange Commission.

The compliance of conditions of Corporate Governance Guidelines as stated in the aforesaid notification and reporting of the status of compliance is the responsibility of the management of **Regent Textile Mills Limited**. Our examination for issuing this certification was limited to the checking of procedure and implementation thereof, adopted by **Regent Textile Mills Limited** for ensuring the compliance of conditions of corporate governance and correct reporting of compliance status on the attached statement on the basis of evidence gathered and representation received.

To the best of our information and according to the explanations given to us, we certify that, the attached status of compliance statement of **Regent Textile Mills Limited** has complied with the conditions of corporate governance guidelines as stipulated in the above mentioned BSEC notification dated 07 August 2012 and as amended by the notification dated 21 July 2013.

Chittagong, 06 November 2017

*Rahman Mostafa Alam & Co.*  
**Rahman Mostafa Alam & Co.**  
Chartered Accountants

Dhaka Office : Paramount Heights (7th Floor, D2 & C1 ), 65/2/1 Box Culvert Road, Purnas Pahan, Dhaka- 1000. Phone : +88-02-9553449, 9551128, E-mail : rmadha@gmail.com  
Chittagong Office : Taher Chamber (2nd Floor), 10 Agrabad C/A, Chittagong, Bangladesh. Phone : +88-031-725314, E-mail : rmadg@gmail.com

## REPORT OF THE AUDIT COMMITTEE

The Audit Committee Report presented under condition No.- 3.5 of the BSEC Corporate Governance Guidelines provides as insights on the functions of the Committee during 2016-2017.

The Board has formed an Audit Committee under the Code of Corporate Governance of BSEC, with some specific assignments under its terms of Reference, The Committee is comprised of the following Directors of the Company:

- |    |                         |  |
|----|-------------------------|--|
| 1. | Prof. Syed Ahsanul Alam | Independent Director & Chairman (Jul 1, 2016 - Dec 26, 2016) |
| 2. | Mr. Md. Javed Iqbal     | Independent Director & Chairman (Dec 27, 2016 - till date)   |
| 3. | Mr. Md. Yasin Ali       | Director & Member  |
| 4. | Mr. Mashruf Habib       | Director & Member  |

The independent Director, Professor Syed Ahsanul Alam has acted as Chairman of the Committee up to December 26, 2016. Upon his request the Board reconstituted the Audit Committee by appointing Mr. Md. Javed Iqbal, Non-Executive Independent Director in Prof Alam's place. As per regulatory guidelines, the Board Secretary, Mr. M. R. H. Sikder FCS acts as Secretary to the Committee. The Audit Committee, accordingly, performs in absolute coherence and ensures compliance with the corporate governance guidelines promulgated by the Bangladesh Securities and Exchange Commission (BSEC)

A total of 4 (four) meetings were held during the year 2016-2017. Invitees to the meetings were the Managing Director, Chief Financial Officer, and Head of Internal Audit.

The committee is accountable for all audit activities and reports to the Board of directors of the company. The Managing Director and the Chief Financial Officer attend committee meetings by invitation. The role of the audit committee is to monitor, review and examine the integrity of financial statements, make recommendations to the Board on business risks, corporate governance practices and compliances and internal control systems.

A brief of Audit Committee's roles, responsibilities and functions are as under:

### Responsibilities and Duties of the Audit Committee

The purpose, authority, composition, duties and responsibilities of the Audit Committee are delineated in its Terms of Reference (TOR). Some of the responsibilities are as follows:

### FINANCIAL REPORTING

- Review the annual, half yearly and quarterly financial statements and other financial results, and upon its satisfaction of the review, recommend the same to the Board for approval.
- Any significant changes to accounting policies and practices, significant adjustments arising from the audit and compliance with applicable financial reporting standards and other legal and regulatory requirements
- The going concern assumptions.

### RELATED PARTY TRANSACTIONS

- To review any related party transactions and conflict of interest situation that may arise within the Company, including any transaction, procedure or course of conduct that may raise questions of management integrity

### AUDIT REPORTS

- To prepare the annual Audit Committee Report and submit to the Board which includes the composition of the Audit Committee, its term of reference, number of meetings held, a summary of its activities and the existence of internal audit services and summary of the activities for inclusion in the Annual report;
- To review the Board's statement on compliance with the BSEC Code of Corporate Governance for inclusion in the Annual Report



## INTERNAL CONTROL

- To ensure that the system of internal control is soundly conceived and in place, effectively administered and monitored
- To obtain assurance that proper plans for control have been developed prior to the commencement of major areas of change within the Company; and
- To recommend to the Board that steps needed to improve the system of internal control derived from the findings of the internal and external auditors and from the consultations of the Audit Committee itself

## INTERNAL AUDIT

- To review the internal audit plans and to be satisfied as to their consistency with the risk management framework used and adequacy of coverage
- To review status reports from the Internal Audit and ensure that appropriate actions have been taken to implement the audit recommendations;
- To ensure that Internal Audit has full, free and unrestricted access to all activities, records, property and personnel necessary to perform its Rules;
- To exercise its oversight of the works of Company's internal audit;
- To review the effectiveness of internal audit functions including performance, structure, adequacy of resources, and compliance with professional standards; and
- To examine audit findings and material weaknesses and monitor implementation of audit action plans.

## EXTERNAL AUDIT

- To review the external auditor's audit plan, nature and scope of the audit plan, audit report, evaluation of internal controls and coordination of the external auditor;
- To review with the external auditor, the Statement on Risk Management and Internal Control of the Company for inclusion in the Annual Report;
- To review any matters concerning the appointment and re-appointment, audit fee and resignation or dismissal of the external auditor;
- To review and evaluate factors related to the independence of the external auditor and assist them in preserving their independence;
- To review the external auditor's findings arising from audits, particularly any;
- To comments and responses in management letters as well as the assistance given by the employees of the Company in order to be satisfied that appropriate action is being taken.

## OTHER MATTERS

- To act on any other matters as may be directed by the Board.

## REPORTING TO THE BOARD OF DIRECTORS

The Audit Committee reports on its activities to the Board of Directors. The Audit Committee immediately reports to the Board of Directors on the following findings, if any:

- Report on conflicts of interests;
- Suspected or presumed fraud or irregularity or material defect in the internal control system;
- Suspected infringement of laws, including securities related laws, rules and regulations;
- Any other matter that it deems necessary.



In compliance with condition no. 6 of the Corporate Governance Guidelines of Bangladesh Securities and Exchange Commission Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012, the Managing Director and Chief Financial Officer respectively of Regent Textile Mills Limited, have certified before the Board that they have thoroughly reviewed the Financial Statements of the Company for the year ended 30 June 2017, and state that:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading,
- These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws, and
- To the best of their knowledge and belief, the Company has not entered into any transaction during the year which are fraudulent, illegal or in violation of the Company's codes of conduct.

This certificate has been reviewed by the Audit Committee before submitting to the Board.

### **REPORTING TO THE AUTHORITIES**

The Audit Committee reports to the Board of Directors about anything which has material impact on the financial condition and results of operation.

### **REPORTING TO THE SHAREHOLDERS AND GENERAL INVESTORS**

Report on activities carried out by the Audit Committee, including any report made to the Board of Directors under condition 3.4.1 (ii) of the BSEC Corporate Governance Notification above during the year, shall be signed by the Chairman of the Audit Committee and disclosed in the Annual Report of the Company.

### **MAJOR ACTIVITIES OF THE AUDIT COMMITTEE**

The Audit Committee assists the Board of Directors in fulfilling effectively its oversight responsibilities for the company's accounting and financial reporting process and internal control system of the company. During the period under review 4 meetings of the audit committee were held and the committee focused on the following activities:

- Reviewed quarterly, half-yearly and annual financial statements
- Considered and made recommendation to the Board on the appointment and remuneration of statutory auditors, Hoda Vasi Chowdhury & Co., Chartered Accountants, for the year ended June 30, 2018
- Approved the Internal audit plan, monitored progress.
- Reviewed the reliability and consistency of the financials statements of the company to ensure that the internal control and compliance procedures are adequate to present a true and fair view of the company's state of affairs.
- Ensured that proper disclosures required under accounting standards as adopted in Bangladesh have been made and also complied with the Companies Act and various rules and regulations applicable.
- Reviewed internal control systems, audit action plans and followed up on their findings. It examined all relevant issues relating to the financial and other connected affairs of the company.
- Reviewed management letter issued by the external auditors in their presence
- Reviewed the utilization of IPO fund, the company has used up to June 30, 2017 from the IPO fund as under:
  - i. BMRE Project Tk. 5.75 million(From IPO Fund)
  - ii. New RMG Project Tk.19.25 million (From IPO fund)
  - iii. IPO expenses Tk. 25.25 million (From IPO fund)
- Civil construction Tk. 267.93 million (From company's own source & assistance from FIs)



By this time the company opened Letter of credits for importing capital machineries amounting to US\$ 7.104 million. The management also assured that the rest of amount will be utilized in full within extended time i.e. That is October 2018 for BMRE and RMG upto December 2018 respectively.

- Reviewed other matters and incidents of significance as per Terms of Reference (TOR) of Audit Committee

## REPORTING OF THE COMMITTEE

- Pursuant to condition no. 3.4.1 of the corporate governance guidelines issued by BSEC, the committee reports that it did not find any conflicts of interest or any fraud, irregularity, material defect in the internal control system. There are no infringement of laws, rules and regulations too.
- It also reports that adequate controls and procedures are in place to provide reasonable assurance that the Company's assets are safeguarded and that the financial position of the company is adequately managed.

## MEETINGS AND ATTENDANCE OF THE AUDIT COMMITTEE

Sl.	Name of Directors	Meeting Held	Attendance
1.	Prof. Syed Ahsanul Alam*	4	2
2.	Mr. Md. Javed Iqbal	4	2
3.	Mr. Md. Yasin Ali	4	4
4.	Mr. Mashruf Habib	4	1

\* Prof. Syed Ahsanul Alam retires on 07 March 2017 and the newly appointed Non-Executive Independent Director \*\* Eng. Md. Abul Quasem was appointed by the Board on 01 June 2017 and no Board meeting was held during the month June 2017. Mr. Md. Javed Iqbal was appointed as Chairman of the Audit Committee by the Board in their 138th meeting held on 26.12.16 \*\*\* Leave of absence was granted to those Directors who were absent or staying abroad at the time of meeting.

Observations, findings and suggestions of the committee were communicated to the Board of Directors and the Board of Directors had taken appropriate measures on the report.

## ACKNOWLEDGEMENT

The audit committee members expressed their sincere thanks to the members of the Board, management of the company and the auditors for their support to carry out its duties and responsibilities effectively.



Md. Javed Iqbal  
Chairman of the Audit Committee  
November 13, 2017



M. R. H. Sikder FCS  
Secretary





## STATEMENT OF MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER ON FINANCIAL STATEMENTS

The Board of Directors  
Regent Textile Mills Limited

Dear Sir(s)

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

We do hereby certify to the Board that:-

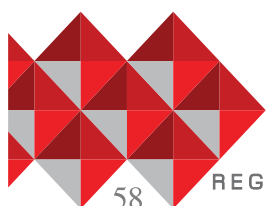
- (i) We have reviewed financial statements prepared for the period from 01 July 2016 to 30 June 2017 and to the best of our knowledge and belief:
  - a) These financial statements do not contain any materiality untrue statement or omit any material fact or contain statement that might be misleading;
  - b) We have reviewed the financial statements and belief that these statements together present a true and fair view of the company's affairs and are in compliance with the existing accounting standards and applicable laws; and
- (ii) There are to the best of our knowledge and belief, no transaction entered into the company during the year which are fraudulent, illegal or in violation of the company's code of conduct.



Salman Habib  
Managing Director



A. K. Bhattacharyya  
Chief Financial Officer



# PRESENT STATUS OF BMRE AND NEW RMG PROJECT

## EXPANSION UNDER BMRE OF TEXTILE

The Company raised BDT 125 Crore from capital market through IPO of 5 Crore Ordinary shares with an aim to implement an ever big BMRE Project over recent years to make the present project a model one in the region with sophisticated most modern and state-of-the-art machineries. We regret to say that as per our commitment we could not be able to complete project within stipulated timeline due to some unavoidable reasons though Land, Land Development and structural Civil works almost done. In Bangladesh perspective, as you know to implement such BMRE with highly qualified professionals are rare in Bangladesh. Besides, due to many un-avoidable reasons such as frequent natural calamity, utility crisis, skilled manpower etc. made the implementation stages slower than expected.

Moreover, over the last couple of years the technological turn and changes of design, style, variations and trends of end users are remarkably changeing. In fact, today's innovations are becoming obsolete tomorrow. Keeping in mind the situation we had to follow the buyer's demand so that we can meet up the fashion design and style of future demand for a longer period. To cater the above situation we have been looking for high performance machineries with more better and enhanced. Previously our selection was to procure and import capital machineries from China, Korea etc countries but later on management decided to procure state-of-the-art machineries equipped with more value added and multi-dimensional modules from Italy, Netherlands, Germany, France, Austria and China.

Considering project implementation scenario in Bangladesh it is very difficult to establish within stipulated time. Our vision to decorate and outlay our project by latest machineries so that we can struggle positive with giant competitors in the market with maintaining uninterrupted production for coming years.

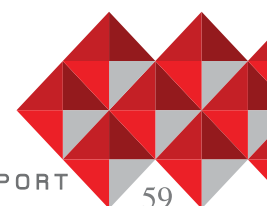
Though, the management attitude in this regard was sincere and unquestionable. Hence, we require more time to start the commercial operations under BMRE. Therefore, we need more 12 Months i.e. up to October 2018 to start commercial operation of BMRE of Textile. We are working hard and hopeful to complete this project even before above extended time and we believe your textile will be a pioneer one in the region.

The company has spent Tk. 267.93 million for Land Development, civil works and for other related purposes from Company's own cash flow and loan from financial institutions. We have already opened L/Cs amounting to US\$ 7.104 Million for procuring capital machineries and L/Cs of other Machineries are under process. It is mentionable here that the amount collected from IPO proceeds will be spent only for procuring machineries after completing every related activities at company's end.

## NEW RMG PROJECT

You are well aware about the RMG's present scenario that there are various challenges to establish a new RMG project successfully. The management willing to convert the Regent Textile a completely composite one. Now-a-days most of the composite RMG factories (with backward and forward linkages) are struggling to reduce establishment costs whereas only RMG project (forward linkage) is facing loss in major cases. We have had an idea of composite equation while going for IPO. When we are equipped the existing textile unit by expansion under BMRE, there will be many more opportunities to cater and make multi-dimensional and quality products for the buyers.

Here, we consider the textile unit as a backward linkage of garment where the RMG would be forward linkage industry. The management has gone through the aforesaid equation and designed a plan to establish RMG project. And to materialize the above equation, it will require a large amount than estimated.



The management of the Company was intending a holistic approach to uphold the Regent Textile as extra ordinary one and symbolic in textile industry. Referring Bangladesh context, proper implementation of such a large project is really a great challenge. In spite of that, the management of the Company relentlessly trying to materialize the dream of the shareholders in true. Accordingly, the company invested amount from its own cash flow and other sources. Besides management have more big planning beyond present expansion and RMG project targeting the emerging global market where demand of textile products are growing rapidly.

As you know, the RMG project is a forward linkage of Textile unit so implementation of RMG project before completing expansion of textile under BMRE will not be feasible. Besides, some changes in machineries planning and re-planning, further sourcing of capital machineries because of price increase, utility problem such as gas and electricity with required load delayed both the project. Moreover, unusual longer period of rainy season this year has also affected the implementation schedule.

We regret to say that many time have already passed to establish the backward linkage i.e. expansion under BMRE. As a forward linkage, if we get ready by establishing new RMG project except BMRE it would be more costly for the shareholders of the company. When we complete the BMRE and start to implement the RMG project it would take more time to complete the project. So, we need to take decision how we start to implement the new RMG project as declared before. In the meantime we have faced various problem to implement the project.

Besides, when we did estimate for a new RMG project it was around Tk. 900 million but now the amount for this purpose may require more. In this situation, we may think about acquiring any fully compliant garment factory running with good track of profitability. We hope it will secure the investment of the shareholders as well as maximize the wealth of the shareholders. Once acquired, there will be no delay of operation also.

Considering the above situation, the management of the Company wishes to buy a running and fully compliant garment factory with much reputation and located in Government built Export Processing Zone and/or any Industrial/economic zone.

In this respect, the management honestly urges the honorable shareholders to extend their support and cooperation. Henceforward, it will require more time i.e up to December 2018. We assure you that as a representative of you will be working hard to enrich the wealth of Shareholders, and we are quite hopeful also to complete both the project with in revised plan. Now, the Board wholeheartedly solicite your consent and approval in this regard. We shall let you know and updating news time to time.

Revised Status of IPO proceeds of Regent Textile Mills Limited as on 30th June 2017 is described hereunder:

Amount Subscribed	Particulars	Project Costs	Finance from IPO	Utilized from IPO Proceeds	Utilized from other source for Land Dev. & Civil Works	Completion time Revised in 21 <sup>st</sup> AGM	Revised Completion time
Balancing, Modernization, Rehabilitation and Expansion (BMRE)	Machineries (Weaving, Dyeing and Printing)	824,679,520	824,679,520	5,750,000	267,926,633	October 2017	October 2018
	Civil Works and others	62,500,000					
Sub Total		887,179,520					
New RMG Project	Land, Land Development, Building and Civil Work	330,949,638	398,503,962	19,236,382		October 2017	December 2018
	Machineries (Sewing, Finishing, Cutting,)	506,160,386					
	Boiler, Generator and Compressor	17,677,875					
	Vehicles & Others	47,500,000					
Sub Total		902,287,899					
IPO Expenses			26,816,518	25,217,966		Rest Tk. 1,199,795,652 will be utilized for procurement of capital machineries import	
Total					267,926,633		
Total IPO Proceeds		1,789,467,419	1,250,000,000	50,204,348		4.28% utilized as of 30 June 2017	



## DIRECTOR'S INVOLVEMENT WITH OTHER ORGANIZATIONS

Name	Position in RTML	Entities where they have Interest	Position in the Entities
Md. Yakub Ali	Chairman	Ali Fashion Limited	Chairman
		Anowara Apparels Limited	Chairman
		Anowara Fashion Limited	Chairman
		Anowara Paper Mills Limited	Chairman
		Bangladesh Fertilizer & Agro Chemicals Limited	Chairman
		Diamond Cement Limited	Chairman
		Habib Printers and Publisher Limited	Chairman
		Habib Shares & Securities Limited	Chairman and Managing Director
		Habib Sons	Managing Partner
		Habib Steels Limited	Chairman
		HG Aviation Limited	Director
		Legacy Fashion Limited	Chairman
		Maam Textile Mills Limited	Chairman
		MTS Re-Rolling Mills Limited	Chairman
		Mudys Navigation Limited	Chairman
		National Credit & Commerce Bank Limited	Director
		Noor Garments Limited	Chairman
		Regent Energy and Power Limited	Chairman
		Regent Fabrics Limited	Chairman
		Regent Power Limited	Chairman
		Regent Spinning Mills Limited	Chairman
		Regent Weaving Limited	Chairman
		Siam's Superior Limited	Chairman
		Valiant Fashion Wear Limited	Chairman
		Valiant Garments Limited	Chairman
Md. Yasin Ali	Director	Anowara Apparels Limited	Managing Director
		Anowara Fashion Limited	Managing Director
		Anowara Paper Mills Limited	Managing Director
		Bangladesh Fertilizer & Agro Chemicals Limited	Managing Director
		Diamond Cement Limited	Managing Director
		ANZ Properties Ltd.	Chairman
		Continental Insurance Limited	Director
		Diamond Pack Limited	Managing Director
		Habib Shares & Securities Limited	Director
		Habib Printers & Publishers Limited	Managing Director

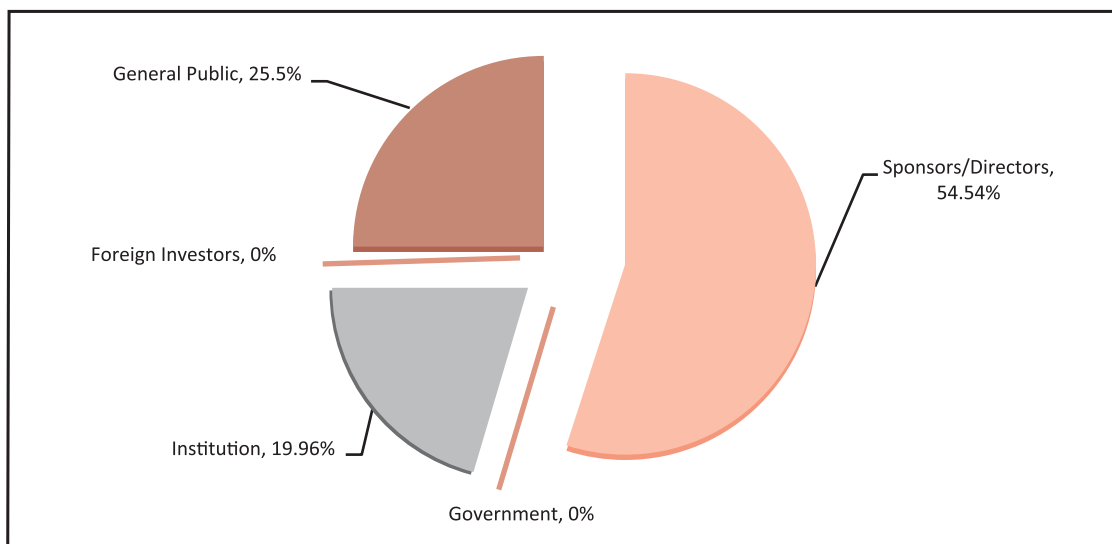


Md. Yasin Ali	Director	Habib Steels Limited	Managing Director
		HG Aviation Limited	Chairman
		Legacy Fashion Limited	Managing Director
		Maam Textile Mills Limited	Managing Director
		Meghna Bank Limited	Director
		MTS Re-Rolling Mills Limited	Managing Director
		Mudys Navigation Limited	Managing Director
		Noor Garments Limited	Managing Director
		Regent Energy and Power Limited	Managing Director
		Regent Fabrics Limited	Managing Director
		Regent Power Limited	Managing Director
		Regent Spinning Mills Limited	Managing Director
		Regent Weaving Limited	Managing Director
		Siam's Superior Limited	Managing Director
		Ali Fashion Limited	Managing Director
		Southern Medical College & Hospital	Chairman
		Valiant Fashion Wear Limited	Managing Director
		Union Cement Mills Limited	Managing Director
		Union Fertilizer Complex Limited	Managing Director
		Valiant Garments Limited	Managing Director
Salman Habib	Managing Director	H G Aviation Limited	Director
		Valiant Fashion Wear Limited	Director
		Continental Insurance Limited	Director
		Valiant Garments Limited	Director
		Regent Spinning Mills Limited	Director
		Hela Clothing Bangladesh Limited	Director
Mashruf Habib	Director	Hela Clothing Bangladesh Limited	Chairman
		H G Aviation Limited	Managing Director
		Valiant Fashion Wear Limited	Director
		Valiant Garments Limited	Director
Tanvir Habib	Director	Hela Clothing Bangladesh Limited	Managing Director
		H G Aviation Limited	Director
		Valiant Fashion Wear Limited	Director
		Valiant Garments Limited	Director
		Regent Spinning Mills Limited	Director
		Siam's Superior Limited	Director
Eng. Md. Abul Quasem	Independent Director	-	-
Md. Javed Iqbal	Independent Director	M/S. Shah Amanath Enterprise	Proprietor



# SHAREHOLDERS INFORMATION

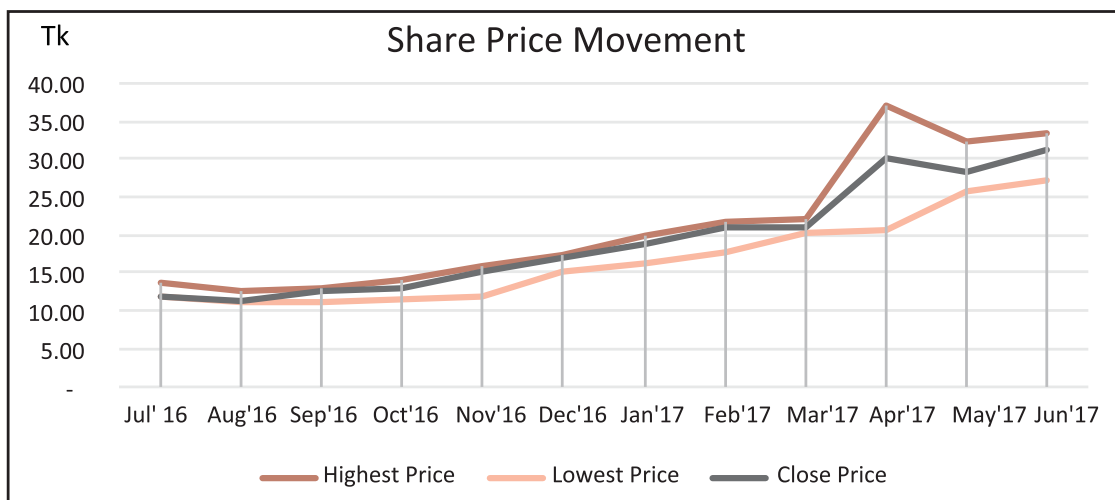
## SHAREHOLDING PERCENTAGE AS ON 30TH JUNE 2017



## LAST YEAR DIVIDEND

10% Cash and 5% Stock for the period ended 30 June 2017 (18 months)

## SHARE PERFORMANCE



**COMPANY WEBSITE :** Anyone can get information regarding the Board of Directors, key financial information, products of the company, price sensitive information, etc.

**INVESTOR RELATIONS :** Investors, Financial Analysts and other members of the professional financial personnel requiring financial information can visit the Investor Relations menu of the Company website: [www.regenttex.com](http://www.regenttex.com)

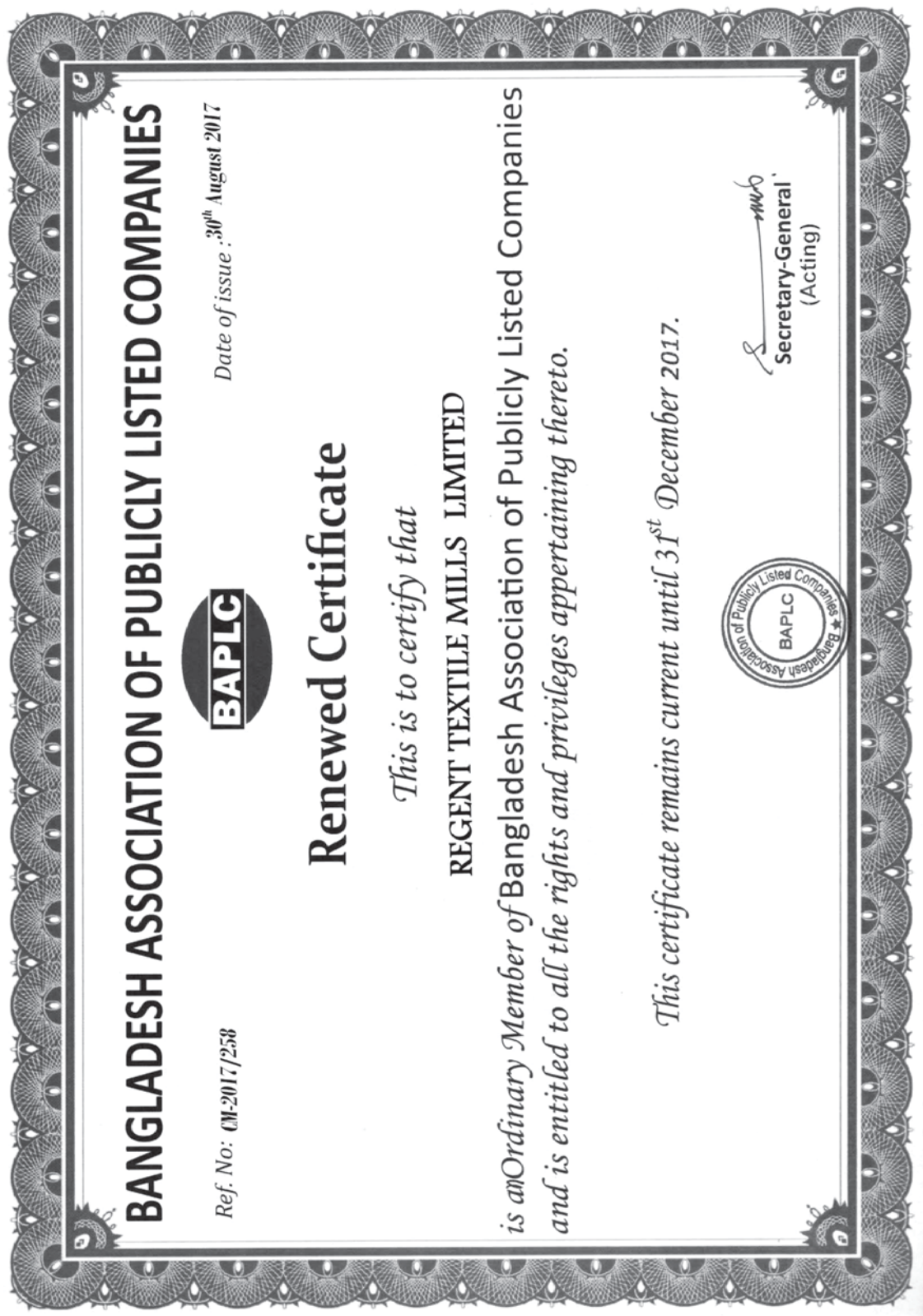
**SHAREHOLDER SERVICE :** If you have queries relating to your shareholding, please contact at 031-2868841-3, Fax 88-031-2868207 or mail to Share Office of the Company at [cs@regenttex.com](mailto:cs@regenttex.com).





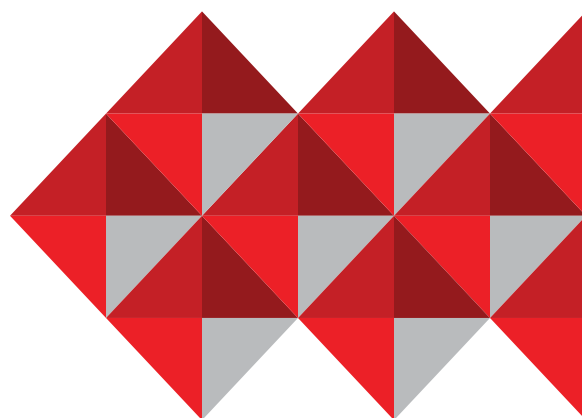
# CERTIFICATE OF BAPLC

Annexure-I



REGENT TEXTILE MILLS LTD.

AUDITORS' REPORT &  
FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2017



**AUDITOR'S REPORT TO THE SHAREHOLDERS  
OF  
REGENT TEXTILE MILLS LIMITED**

We have audited the accompanying financial statements of REGENT TEXTILE MILLS LIMITED, which comprises the Statement of Financial Position as at 30 June 2017 and the related Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended 30 June 2017, and a summary of significant accounting policies and other explanatory notes.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards (BFRS), the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations. This responsibility includes: designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

**Auditor's Responsibility**

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

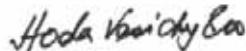
**Opinion**

In our opinion, the Financial Statements prepared in accordance with Bangladesh Accounting Standard (BAS) & Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the company's affairs as at 30 June 2017 and of the results of its operations and its cash flows for the year ended 30 June 2017 and comply with the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

Further to our opinion in the above paragraph, we state that:

- (i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- (ii) in our opinion, proper books of account as required by law have been kept by REGENT TEXTILE MILLS LIMITED so far as it appeared from our examination of those books;
- (iii) the Company's Statement of Financial Position & Statement of Profit or Loss and Other Comprehensive Income dealt with by the report are in agreement with the books of account and returns; and
- (iv) the expenditure incurred was for the purpose of the Company's business.

Chittagong, 09 Nov, 2017

  
Hoda Vasi Chowdhury & Co.  
Chartered Accountants



**REGENT TEXTILE MILLS LIMITED**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT 30 JUNE 2017**

	Note(s)	30-Jun-2017 Taka	30-Jun-2016 Taka
<b>ASSETS</b>			
NON CURRENT ASSETS		<b>2,222,538,689</b>	<b>1,887,595,549</b>
Property, Plant and Equipment	4	1,954,612,056	1,887,595,549
Capital Work In Progress	5	267,926,633	-
Deferred IPO Expenditure	6	-	-
CURRENT ASSETS		<b>3,211,296,858</b>	<b>2,767,536,763</b>
Investment	7	1,427,298,081	1,337,776,984
Inventories	8	399,684,058	388,610,546
Accounts & Other Receivable	9	600,712,291	544,618,334
Interest Receivables	10	3,296,553	4,694,496
Advances, Deposits and Prepayments	11	607,329,420	322,109,826
Due from Affiliated Companies	12	167,695,056	153,693,296
Cash and Cash Equivalents	13	5,281,399	16,033,281
<b>TOTAL ASSETS</b>		<b>5,433,835,547</b>	<b>4,655,132,312</b>
<b>SHAREHOLDERS' EQUITY &amp; LIABILITIES</b>			
SHAREHOLDERS' EQUITY		<b>3,478,466,042</b>	<b>3,450,719,738</b>
Share Capital	14	1,155,000,000	1,100,000,000
Revaluation Surplus	15	986,342,088	990,266,215
Share Premium Account	16	724,782,034	724,782,034
Retained Earnings	17	612,341,920	635,671,489
NON CURRENT LIABILITIES		<b>855,634,904</b>	<b>173,337,637</b>
Non-current Portion of Long Term Loan	18.1	785,745,277	114,541,946
Deferred Tax Liabilities	23.2	69,889,627	58,795,691
CURRENT LIABILITIES		<b>1,099,734,601</b>	<b>1,031,074,937</b>
Current Portion of Long Term Loan	18.1	14,254,723	28,759,803
Accounts Payable	19	252,625,973	303,412,744
Other Payables	20	61,124,641	57,359,999
Short Term Loan	21	687,690,657	600,006,725
Directors'/Sponsors' Current Account	22	51,405,915	-
Provision for Current Tax	23.1	32,632,692	41,535,666
<b>TOTAL SHAREHOLDERS' EQUITY &amp; LIABILITIES</b>		<b>5,433,835,547</b>	<b>4,655,132,312</b>
<b>NAV Per Share</b>	31.2	<b>30.12</b>	<b>31.37</b>
<b>Contingent Liabilities and Commitments</b>	32		

These financial statements should be read in conjunction with the annexed notes  
and were approved by the Board of Directors on 31/10/2017 and were signed on its behalf by:

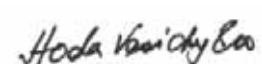
  
**COMPANY SECRETARY**

  
**DIRECTOR**

  
**MANAGING DIRECTOR**

Signed in terms of our separate report of even date annexed

Chittagong, 09 Nov, 2017

  
**CHARTERED ACCOUNTANTS**

**REGENT TEXTILE MILLS LIMITED**  
**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**  
**FOR THE YEAR ENDED 30 JUNE 2017**

	Note(s)	1-Jul-2016 to 30-Jun-2017 12 months Taka	1-Jan-2015 to 30-Jun-2016 18 months Taka
Revenue	24	1,058,204,192	2,004,431,936
Cost of Goods Sold	25	(840,578,244)	(1,535,535,039)
<b>Gross Profit</b>		<b>217,625,948</b>	<b>468,896,897</b>
Operating Expenses:			
Administrative Expenses	26	(46,601,911)	(58,192,310)
Selling and Distribution Expenses	27	(32,320,854)	(59,269,161)
		(78,922,765)	(117,461,471)
<b>Operating Profit</b>		<b>138,703,183</b>	<b>351,435,426</b>
Financial Expenses	28	(68,675,093)	(157,911,313)
<b>Profit before Other Non-operating Income</b>		<b>70,028,090</b>	<b>193,524,113</b>
Other Non-operating Income	29	99,924,103	69,195,254
<b>Profit before Distribution of WPP &amp; WF</b>		<b>169,952,193</b>	<b>262,719,367</b>
Contribution to WPP & WF	20.2	(8,497,610)	(13,454,490)
<b>Profit before Income Tax</b>		<b>161,454,583</b>	<b>249,264,877</b>
Income Tax Expenses:			
Current	23.1.1	(13,359,965)	(34,544,593)
Deferred	23.2	(11,093,936)	(2,259,414)
		(24,453,901)	(36,804,007)
<b>Profit after Income Tax</b>		<b>137,000,682</b>	<b>212,460,870</b>
<b>Other Comprehensive Income</b>			
Unrealized Gain/(Loss) on Available-for-sale Financial Assets	7.2.2	745,622	(3,461,214)
<b>Total Comprehensive Income for the Year</b>		<b>137,746,304</b>	<b>208,999,656</b>
<b>Earnings Per Share (Basic)</b>	31.1.1	<b>1.21</b>	<b>1.94</b>
<b>Earnings Per Share (Restated)</b>	31.1.2		<b>1.88</b>

These financial statements should be read in conjunction with the annexed notes  
and were approved by the Board of Directors on 31/10/2017  
and were signed on its behalf by:


  
COMPANY SECRETARY

  
DIRECTOR

  
MANAGING DIRECTOR

Signed in terms of our separate report of even date annexed

Chittagong, 09 Nov, 2017

  
CHARTERED ACCOUNTANTS



**REGENT TEXTILE MILLS LIMITED**  
**STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 30 JUNE 2017**

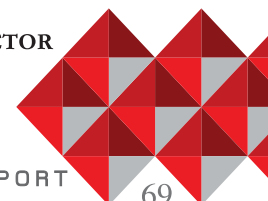
	Note(s)	1-Jul-2016 to 30-Jun-2017 12 months Taka	1-Jan-2015 to 30-Jun-2016 18 months Taka
<b>Cash flows from operating activities</b>			
Cash received from customers	30.1	1,058,761,629	2,117,291,124
Cash paid to suppliers	30.2	(644,517,855)	(1,250,093,183)
Cash paid to employees	30.3	(241,243,892)	(349,982,707)
Cash paid for operating expenses	30.4	(378,185,762)	(165,508,283)
Payment of income tax	30.6	(29,829,347)	(20,129,640)
Payment for WPP & WF	20.2	-	(9,868,111)
<b>Net cash inflow/(outflow) from operating activities (A)</b>		<b>(235,015,227)</b>	<b>321,709,200</b>
<b>Cash flows from investing activities</b>			
Acquisition of property, plant and equipment	4	(135,943,435)	(151,317,798)
Capital Work In Progress	5	(267,926,633)	-
Investment in fixed deposit receipt	7.1	(78,662,039)	(1,281,782,911)
Loss on disposal of financial assets	29	(3,745,843)	-
Interest received	30.7	104,580,191	65,191,558
<b>Net cash inflow/(outflow) from investing activities (B)</b>		<b>(381,697,759)</b>	<b>(1,367,909,151)</b>
<b>Cash flows from financing activities</b>			
Proceeds from long term loan	18	656,698,251	(7,802,398)
Proceeds from short term loan	21	87,683,932	124,154,980
Cash paid to affiliated companies	30.5	(14,001,760)	(125,953,171)
Cash proceeds from issuing share with premium	14 & 16	-	1,224,782,034
Cash received from directors/sponsors	22	51,405,915	-
Dividend paid		(107,150,141)	-
Cash payment for financial expenses	30.8	(68,675,093)	(157,911,313)
<b>Net cash inflow/(outflow) from financing activities (C)</b>		<b>605,961,104</b>	<b>1,057,270,132</b>
<b>Net increase of cash and cash equivalents for the year (A+B+C)</b>		<b>(10,751,882)</b>	<b>11,070,181</b>
Cash and cash equivalents at the beginning of the year	13	16,033,281	4,963,100
<b>Cash and cash equivalents at the end of the year</b>	<b>13</b>	<b>5,281,399</b>	<b>16,033,281</b>
<b>Net Operating Cash Flow Per Share (Basic)</b>	<b>31.3.1</b>	<b>(2.08)</b>	<b>2.92</b>
<b>Net Operating Cash Flow Per Share (Restated)</b>	<b>31.3.2</b>		<b>2.84</b>

These financial statements should be read in conjunction with the annexed notes  
and were approved by the Board of Directors on 31/10/2017  
and were signed on its behalf by:

  
COMPANY SECRETARY

  
DIRECTOR

  
MANAGING DIRECTOR







**REGENT TEXTILE MILLS LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**  
**FOR THE YEAR ENDED 30 JUNE 2017**

Particulars	Amount in Taka				
	Share Capital	Share Premium	Revaluation Reserve	Retained Earnings	Total Equity
Balance as on 01 July 2016	1,100,000,000	724,782,034	990,266,215	635,671,489	3,450,719,738
Dividend for the period from 01 January 2015 to 30 June 2016					
Profit after Income Tax	55,000,000	-	-	(165,000,000)	(110,000,000)
Revaluation Surplus Realized	-	-	-	137,000,682	137,000,682
Unrealized Gain/(Loss) on Available-for-sale Financial Assets	-	-	(3,924,127)	3,924,127	-
	55,000,000	-	-	745,622	745,622
			(3,924,127)	(23,329,569)	27,746,304
<b>Balance as at 30 June 2017</b>	<b>1,155,000,000</b>	<b>724,782,034</b>	<b>986,342,088</b>	<b>612,341,920</b>	<b>3,478,466,042</b>
Balance as on 01 January 2015	600,000,000	-	996,636,643	420,301,405	2,016,938,048
Issuance of Share with Premium					
Profit after Income Tax	500,000,000	724,782,034	-	-	1,224,782,034
Revaluation Surplus Realized	-	-	-	212,460,870	212,460,870
Unrealized Gain/(Loss) on Available-for-sale Financial Assets	-	-	(6,370,428)	6,370,428	-
	-	-	-	(3,461,214)	(3,461,214)
	500,000,000	724,782,034	(6,370,428)	215,370,084	1,433,781,690
<b>Balance as at 30 June 2016</b>	<b>1,100,000,000</b>	<b>724,782,034</b>	<b>990,266,215</b>	<b>635,671,489</b>	<b>3,450,719,738</b>

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 31/10/2017 and were signed on its behalf by:

  
**COMPANY SECRETARY**

  
**DIRECTOR**

  
**MANAGING DIRECTOR**

# REGENT TEXTILE MILLS LIMITED

## NOTES TO THE

### FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017

#### 1 BACKGROUND AND INFORMATION

##### 1.1 Formation and Legal Status

Regent Textile Mills Limited (hereinafter referred to as "the Company") was incorporated as public company limited by shares on 30 November 1994, vide registration no. CH-C-1780 under the Companies Act, 1994. The Company started its commercial operation on 01 April 1999. The Company is listed with Dhaka Stock Exchange and Chittagong Stock Exchange as a Public quoted Company. Trading of the share of the company started in two stock exchanges from 14 December 2015.

The registered office of the company is located at 1182 Jubilee Road, Chittagong, Bangladesh and the factory is located at Kalurghat, Charkhidirpur, Bandar, Chittagong.

##### 1.2 Nature of Business

Regent Textile Mills Limited is a 100% export oriented textile mill for high quality woven fabrics and home furnishing items. The Company's product variety ranges from 50 gsm to 450 gsm. Finished home textile products are exported to international market especially to EU market.

#### 2 BASIS OF PREPARATION

##### 2.1 Statement of Compliance

The financial statements of the company under reporting have been prepared in accordance with BAS 1 "Presentation of Financial Statements" under historical cost convention (except for investment in quoted securities which is measured at fair value) in a going concern concept and on accrual basis. The preparation and disclosures have been made to the Financial Statements in accordance with Generally Accepted Accounting Principles and Practice in Bangladesh in compliance with The Companies Act 1994, The Securities and Exchange Rules 1987, The Listing Regulations of Dhaka Stock Exchange Ltd (DSE) & Chittagong Stock Exchange Ltd. (CSE), International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB), as Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS) and other applicable laws and regulations.

In addition, the Company complies with the Income Tax Ordinance 1984, the Income Tax Rules 1984, the Value Added Tax Act 1991 and the Value Added Tax Rules 1991.

##### 2.2 Accounting convention and assumption

The financial statements are prepared under the historical cost convention method (except for investment in quoted securities which is measured at fair value).

##### 2.3 Functional and Presentation Currency

The financial statements are expressed in Bangladesh Taka which is both functional currency and reporting currency of the Company. The figures of financial statements have been rounded off to the nearest Taka.

##### 2.4 Use of Estimates and Judgments

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates and underlying assumptions, which are reviewed on an ongoing basis. Revision to accounting estimates is recognized in the period in which the estimates are revised and in any future periods it affect.

##### 2.5 Reporting Period

These financial statements cover one financial year from 01 July 2016 to 30 June 2017 for all reported periods.



## 2.6 Preparation and Presentation of Financial Statements of the Company

The Board of Directors of Regent Textile Mills Limited is responsible for the preparation and presentation of financial statements of the Company.

## 2.7 Comparative Information

Comparative information has been disclosed in respect of the period from 01 January 2015 to 30 June 2016, as per BSEC directive no. SEC/SRMIC/2011/1240/445 dated 27 April 2015 in connection with uniform year end of all listed companies pursuant to the provisions of section 2 clause (35) of ITO 1984 Finance Act-2015.

Presentation of longer period of comparative information is permitted by Para-36 'Frequency of Reporting' of BAS 1 'Presentation of Financial Statements'. As a result of the facts stated above, amounts presented in the financial statements are not entirely comparable.

### 2.7.1 Re-arrangement

Comparative figures have been rearranged wherever considered necessary to ensure better comparability with the current period without causing any impact on the profit and value of assets and liabilities as reported in the financial statements.

#### 2.7.1.1 Figures Rearranged

#### Cost of Goods Sold - note 25

Carrying charge has been added to purchase cost of Yarn. Previously, for the period from 01 January 2015 to 30 June 2016, purchase of Yarn was Tk. 659,258,852 and Carrying Charge was Tk. 8,597,243. Carrying charge occurs due to transportation of Yarn from supplier's factory to Company's factory. After carrying charge is added to purchase of Yarn, the total comes to Tk. 667,856,095.

## 2.8 Going Concern

The company has adequate resources to continue in operation for foreseeable future and hence, the financial statements have been prepared on going concern basis. As per management assessment there are no material uncertainties related to events or conditions which may cast significant doubt upon the Company's ability to continue as a going concern.

## 3. SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared in compliance with requirement of BFRSs (Bangladesh Financial Reporting Standards) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) as applicable in Bangladesh. The following BFRSs are applicable for the financial statements for the period under audit:

BAS-1	Presentation of Financial Statements
BAS-2	Inventories
BAS-7	Statement of Cash Flows
BAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
BAS-10	Events after the Reporting Period
BAS-12	Income Taxes
BAS-16	Property, Plant and Equipment
BAS- 18	Revenue
BAS -19	Employee benefits
BAS-21	The effects of Changes in Foreign Exchange Rates
BAS-23	Borrowing Costs
BAS-24	Related Party Disclosures
BAS-26	Accounting and Reporting by Retirement Benefit Plans
BAS-33	Earnings per share
BAS-36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets
BAS-38	Intangible Assets
BFRS-5	Non-current Assets Held for Sale and Discontinued Operations
BAS-32	Financial Instrument: Presentation
BAS-39	Financial Instrument: Recognition and Measurement
BFRS-7	Financial Instrument: Disclosure



### 3.1 Property, Plant and Equipment (PPE)

#### i) Recognition of Property, Plant & Equipment

These are capitalized at cost or fair value and subsequently stated net of accumulated depreciation in compliance with the BAS 16 "Property, plant and equipment". The cost of acquisition of an asset comprises of its purchase price and any directly attributable cost inclusive of inward freight, duties and non-refundable taxes for bringing the asset to its operating condition for its intended use.

Expenditure on repairs and maintenance of Property, Plant and Equipment is treated as expense when incurred. Subsequent expenditure on Property, Plant and Equipment is only recognized when the expenditure improves the condition of the asset beyond its originally assessed standard of performance.

#### ii) Depreciation

Depreciation is charged on property, plant and equipment on reducing balance method at the annual rate(s) shown below.

<u>Name of Assets</u>	<u>Rates</u>
Building & Other Construction	5%
Plant & Machinery	10%
Office Equipment	10%
Electrical Installation	10%
Tools & Equipment	15%
Effluent Treatment Plant	10%
Water Pump & Tube Well	10%
Motor Vehicles	15%
Furniture & Fixtures	10%
Gas Line Installation	10%
Other Assets	10%

Depreciation is charged on the month when the assets are available for use and ceased on disposal / deletion of the assets. Allocation of total depreciation is as follows:

Factory Overhead	90%
Administrative Expenses	5%
Selling & Distribution Expenses	5%

#### iii) Revaluation of Property, Plant and Equipment

Since inception, the company revalued its Property, Plant and Equipment for the 1st time in the year 2010-2011. Reserve is created by the sum of revaluation surplus and depreciation is charged on the revalued assets except Land and Land Development as per the respective rate of depreciation and transferred the equal amount of depreciation to the equity as per the provision of BAS 16 "Property, plant and equipment".

#### iv) Retirement and Disposals

An asset is recognized 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 assets and is recognized as gain or loss from disposal of asset under other income in the Statement of Profit or Loss & Other Comprehensive Income.

#### v) Impairment of Assets

The company reviews the recoverable amount of its assets at each reporting date. If there exist any indication that the carrying amount of assets exceeds the recoverable amount, the company recognizes such impairment loss in accordance with BAS-36 "Impairment of Assets".



### 3.2 Inventories & Consumables

Inventories comprise of raw materials, work-in-process, finished goods, spare parts & accessories which are valued in accordance with Para 21 & 25 of BAS-2 "Inventories" after making due allowance for any obsolete or slow moving item and details of valuation are as follows:

- |      |                           |  |
|------|---------------------------|--|
| i)   | Raw materials             | at weighted average cost                           |
| ii)  | Finished goods            | at cost or net realizable value whichever is lower |
| iii) | Work-in-process           | at material cost plus conversion cost              |
| iv)  | Spare parts & accessories | at cost  |

### 3.3 Revenue Recognition

Revenue from sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and rebates, if any. In compliance with the requirements of BAS 18 "Revenue", revenue is recognized only when:

- i) The products are invoiced and dispatched to the customers i.e. Ex-factory.
- ii) Interest income is accrued on a time basis by reference to the principal outstanding at the effective interest applicable.

### 3.4 Available-for-Sale Financial Assets

In accordance with BAS 39 "Financial Instruments: Recognition and Measurement" Available-for-Sale Financial Assets are recognized initially at fair value plus transaction costs that are directly attributable to acquisition of the Financial Asset. After initial recognition, these are measured without any deduction for transaction costs that may incur on sale.

Unrealized gain or loss arising from change in the fair value on Available-for-Sale Financial Assets is recognized in Other Comprehensive Income.

### 3.5 Taxation

Income tax expenses comprise of current and deferred tax. Income tax expenses is recognized in Statement of Profit or Loss & Other Comprehensive Income except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

#### i) Current Tax

Current tax is the expected tax payable on the taxable income for the year, using tax rate enacted at the reporting date.

In accordance with the section 53BB of the Income Tax Ordinance 1984, taxes were deducted from export proceeds at the realization stage by banks during the year at the rate of 0.70% . Taxes thus deducted are to be treated as the final discharge of the Company's tax liabilities u/s 82C of the Income Tax Ordinance 1984.

#### ii) Deferred Tax

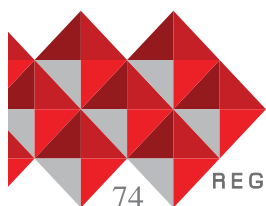
Deferred tax is recognized using the Balance Sheet method, providing for temporary differences between the carrying amount of assets and liabilities for financial reporting purposes. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted at the reporting date. Deferred tax asset or liability does not create a legal recovery/liability from or to the income tax authority.

### 3.6 Loans and Borrowings

Principal amount of the loans and borrowings are stated at their outstanding amount. Borrowings repayable within twelve months from the end of the reporting period are classified as current liabilities whereas borrowings repayable after twelve months from the end of the reporting period are classified as non-current liabilities. Accrued interest and other charges are classified as current liabilities.

### 3.7 Foreign Currency Transaction / Translation

Transactions in foreign currencies are translated into Bangladeshi Taka at the Exchange rate prevailing on the date of transactions in accordance with BAS-21 "The Effects of Changes in Foreign Exchange Rate." Monetary assets and liabilities in foreign currencies at the end of the reporting period are translated into Bangladeshi Taka at the rate of exchange prevailing at the end of the reporting period. All exchange differences are recognized in the Statement of Profit or Loss & Other Comprehensive Income.



### 3.8 Provision

In accordance with the guidelines as prescribed by BAS 37, provisions are recognized when all of the following criteria are met:

- i) When the company has a present obligation as a result of past event;
- ii) When it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation; and
- iii) Reliable estimate can be made of the amount of the obligation.

Provisions are shown in the Statement of Financial Position at an appropriate level with regard to an adequate provision for risks and uncertainties. An amount recorded as a provision represents the best estimate of the probable expenditure required to fulfill the current obligation at the end of the reporting period.

### 3.9 Contingent Liabilities and Assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. In accordance with BAS-37 "Provisions, Contingent Liabilities and Contingent Assets" are disclosed in note-32 of the financial statements.

### 3.10 Statement of Cash flows

Statement of Cash Flows is prepared principally in accordance with BAS 7 "Statement of Cash Flows" and the cash flow from the operating activities have been presented under direct method as prescribed by Securities and Exchange Rules, 1987.

### 3.11 Events after the Reporting Period

Events after the Reporting Period that provide additional information about the Company's position at the end of the reporting period 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 Note 33 when they are material.

### 3.12 Advertisement and Promotional Expenses

All cost associated with advertising and promotional activities are charged out in the year incurred.

### 3.13 Trade Receivable

- i) Recognition and Measurement

Trade receivable consists of due proceeds against sales through L/C with a tenure of 60 days to 120 days and realizable at the maturity date.

- ii) Bad and Doubtful Debts

The Company does not make any provision for bad and doubtful debts because its sales/export are based on 100% confirm letter of credit with fixed maturity date.

### 3.14 Creditors and Accruals

Liabilities are recognized for amounts to be paid in the future for goods and services received, whether or not billed by the supplier.

### 3.15 Cash and Cash Equivalents

According to BAS 7 "Statement of Cash Flows" cash comprises cash in hand and bank deposit and cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. BAS 1 "Presentation of Financial Statements" provides that cash and cash equivalent are not restricted in use. Considering the provision of BAS 7 and BAS 1, cash in hand and bank balances have been considered as cash and cash equivalents.

### 3.16 Components of the Financial Statements

According to the Bangladesh Accounting Standards BAS 1 'Presentation of Financial Statements' the complete set of Financial Statements includes the following components:

- i) Statement of Financial Position As At 30 June 2017.
- ii) Statement of Profit or Loss & Other Comprehensive Income For The Year Ended 30 June 2017.
- iii) Statement of Cash Flows For The Year Ended 30 June 2017.
- iv) Statement of Changes in Equity For The Year Ended 30 June 2017.
- v) Notes, comprising a summary of significant accounting policies and other explanatory notes.





### 3.17 Earnings Per Share

Earnings Per Share (EPS) is calculated in accordance with the Bangladesh Accounting Standards BAS 33 “Earnings Per Share”.

#### i) Basic Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the period.

#### ii) Earnings Per Share (Restated)

As the Company declared 5% stock dividend for the period ended 30 June 2016, EPS of that period was restated by dividing net profit or loss attributable to ordinary shareholders for the period ended 30 June 2016 by current year's weighted average number of shares outstanding.

#### iii) Diluted Earnings Per Share

As per BAS 33, there is no prospective dilutive securities, so there was no scope for dilution during the period under audit.

### 3.18 Related Party Transactions

The objective of BAS 24 'Related Party Disclosures' is to ensure that an entity's financial statements contain the disclosures necessary to draw attention to the possibility that its financial position and profit or loss may have been affected by the existence of related parties and by transactions and outstanding balances with such parties.

Parties are considered to be related if one party has the ability to control the other party or to exercise significant influence or joint control over the other party in making financial and operating decisions.

A party is related to an entity if: [BAS 24] directly, or indirectly through one or more intermediaries, controls, is controlled by, or is under common control with, the entity has an interest in the entity that gives it significant influence over the entity, has joint control over the entity, the party is a member of the key management personnel of the entity or its parent, the party is a close member of the family of any individual, the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual and the party is a post-employment benefit plan for the benefit of employees of the entity.

The Company transacts with related parties and recognize as per BAS 24 'Related Party Disclosures'. Related party transactions have been disclosed under Note - 34.

### 3.19 Financial Expenses

Financial expenses comprise the interest on external borrowings and bank charges and are recognized as they accrue.

### 3.20 Employee Benefits

#### i) Workers' Profit Participation & Welfare Fund

The company had created a provision for workers as “Workers' Profit Participation & Welfare Fund” by 5% of the net profit in accordance with the requirement of Chapter 15 Section 234 (Kha) of Labour Act 2006.



30-Jun-2017 Taka	30-Jun-2016 Taka
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#### 4 PROPERTY, PLANT AND EQUIPMENT

Detailed breakup of Property, Plant & Equipment is shown in note 4.1 & 4.2

##### A. Cost

Opening Balance	2,702,801,750	2,551,483,952
Add: Addition during the year - note 4.1	135,943,435	151,317,798
	<b>2,838,745,185</b>	<b>2,702,801,750</b>
Less: Deletion during the year - note 4.1	12,200,600	-
<b>Closing Balance</b>	<b>2,826,544,585</b>	<b>2,702,801,750</b>

##### B. Accumulated Depreciation

Opening Balance	815,206,201	710,298,684
Add: Charged during the year - note 4.1 & 4.2	65,727,439	104,907,517
	<b>880,933,640</b>	<b>815,206,201</b>
Less: Adjustments during the year - note 4.1	9,001,111	-
<b>Closing Balance</b>	<b>871,932,529</b>	<b>815,206,201</b>
<b>Written Down Value (WDV) [A-B]</b>	<b>1,954,612,056</b>	<b>1,887,595,549</b>





#### 4 PROPERTY, PLANT AND EQUIPMENT - AT COST LESS ACCUMULATED DEPRECIATION - NOTE 4

##### (a) Cost:

Particulars	Cost (Amount in Taka)			Dep. Rate (%)	Acc. Depreciation (Amount in Taka)				Written Down Value as on 30-Jun-2017 (Taka)
	Opening Balance as on 01-Jul-2016	Addition During the year	Deletion During the year		Closing Balance as on 30-Jun-2017	Charged During the year	Adjusted During the year	Closing Balance as on 30-Jun-2017	
<b>Land and Land Development:</b>									
Free Hold Land	175,151,119	86,613,706	-	-	261,764,825	-	-	-	261,764,825
<b>Building:</b>									
Building & Other Construction	337,866,668	24,773,467	* 6,960,000	5%	355,680,135	12,459,869	4,893,599	106,203,652	249,476,483
<b>Plant &amp; Machinery:</b>									
Plant & Machinery	916,118,964	6,722,021	-	10%	922,840,985	33,560,352	-	601,152,558	321,688,427
Effluent Treatment Plant	53,686,471	-	-	10%	53,686,471	2,697,707	-	28,148,242	25,538,229
	969,805,435	6,722,021	-		976,527,456	36,258,059	-	629,300,800	347,226,656
<b>Equipment &amp; Appliance:</b>									
Office Equipment	13,180,937	1,706,545	* 5,240,600	10%	9,646,882	835,596	4,107,512	2,028,809	7,618,073
Electrical Installation	62,687,155	2,003,495	-	10%	64,690,650	3,742,557	-	28,732,638	35,958,012
Tools & Equipment	26,651,497	-	-	15%	26,651,497	588,456	-	23,039,856	3,611,641
Water Pump & Tube Well	11,042,000	550,000	-	10%	11,592,000	708,281	-	4,664,478	6,927,522
Gas Line Installation	14,263,419	6,520,675	-	10%	20,784,094	1,165,718	-	7,130,721	13,653,373
	127,825,008	10,780,715	5,240,600		133,365,123	7,040,608	4,107,512	65,596,502	67,768,621
<b>Motor Vehicles:</b>									
Motor Vehicles	62,744,919	6,618,386	-	15%	69,363,305	5,226,174	-	35,139,273	34,224,032
<b>Furniture &amp; Fixtures:</b>									
Furniture & Fixtures	11,931,194	123,140	-	10%	12,054,334	504,461	-	7,273,705	4,780,629
<b>Other Assets</b>	6,423,508	312,000	-	10%	6,735,508	314,141	-	3,706,786	3,028,722
<b>As on 30-June-2017</b>	<b>1,691,747,851</b>	<b>135,943,435</b>	<b>12,200,600</b>		<b>1,815,490,686</b>	<b>61,803,312</b>	<b>9,001,111</b>	<b>847,220,718</b>	<b>968,269,968</b>
<b>As on 30-June-2016</b>	<b>1,540,430,053</b>	<b>151,317,798</b>	<b>-</b>		<b>1,691,747,851</b>	<b>98,537,089</b>	<b>-</b>	<b>794,418,517</b>	<b>897,329,334</b>

##### (b) Revaluation:

Particulars	Revaluation (Amount in Taka)			Dep. Rate (%)	Acc. Depreciation (Amount in Taka)				Written Down Value as on 30-Jun-2017 (Taka)
	Opening Balance as on 01-Jul-2016	Addition During the year	Deletion During the year		Closing Balance as on 30-Jun-2017	Charged During the year	Adjusted During the year	Closing Balance as on 30-Jun-2017	
<b>Land and Land Development:</b>									
Free Hold Land	909,968,841	-	-	-	909,968,841	-	-	-	909,968,841
<b>Building:</b>									
Building & Other Construction	101,085,058	-	-	5%	101,085,058	3,924,127	-	24,711,811	76,373,247
<b>As on 30-June-2017</b>	<b>1,011,053,899</b>	<b>-</b>	<b>-</b>		<b>1,011,053,899</b>	<b>3,924,127</b>	<b>-</b>	<b>24,711,811</b>	<b>986,342,088</b>
<b>As on 30-June-2016</b>	<b>1,011,053,899</b>	<b>-</b>	<b>-</b>		<b>1,011,053,899</b>	<b>6,370,428</b>	<b>-</b>	<b>20,787,684</b>	<b>990,266,215</b>

(c) Cost with Revaluation (a+b)

Particulars	Cost with Revaluation (Amount in Taka)				Dep. Rate (%)	Acc. Depreciation (Amount in Taka)				Written Down Value as on 30-Jun-2017 (Taka)
	Opening Balance as on 01-Jul-2016	Addition During this year	Deletion During the year	Closing Balance as on 30-Jun-2017		Opening Balance as on 01-Jul-2016	Charged During the year	Adjusted During the year	Closing Balance as on 30-Jun-2017	
<b>Land and Land Development:</b>										
Free Hold Land	1,085,119,960	86,613,706	-	1,171,733,666	-	-	-	-	-	1,171,733,666
<b>Building:</b>										
Building & Other Construction	438,951,726	24,773,467	* 6,960,000	456,765,193	5%	119,425,066	16,383,996	4,893,599	130,915,463	325,849,730
<b>Plant &amp; Machinery:</b>										
Plant & Machinery	916,118,964	6,722,021	-	922,840,985	10%	567,592,206	33,560,352	-	601,152,558	321,688,427
Effluent Treatment Plant	53,686,471	-	-	53,686,471	10%	25,450,535	2,697,707	-	28,148,242	25,538,229
	969,805,435	6,722,021	-	976,527,456		593,042,741	36,258,059	-	629,300,800	347,226,656
<b>Equipment &amp; Appliance:</b>										
Office Equipment	13,180,937	1,706,545	* 5,240,600	9,646,882	10%	5,300,725	835,596	4,107,512	2,028,809	7,618,073
Electrical Installation	62,687,155	2,003,495	-	64,690,650	10%	24,990,081	3,742,557	-	28,732,638	35,958,012
Tools & Equipment	26,651,497	-	-	26,651,497	15%	22,451,400	588,456	-	23,039,856	3,611,641
Water Pump & Tube Well	11,042,000	550,000	-	11,592,000	10%	3,956,197	708,281	-	4,664,478	6,927,522
Gas Line Installation	14,263,419	6,520,675	-	20,784,094	10%	5,965,003	1,165,718	-	7,130,721	13,653,373
	127,825,008	10,780,715	5,240,600	133,365,123		62,663,406	7,040,608	4,107,512	65,596,502	67,768,621
<b>Motor Vehicles:</b>										
Motor Vehicles	62,744,919	6,618,386	-	69,363,305	15%	29,913,099	5,226,174	-	35,139,273	34,224,032
<b>Furniture &amp; Fixtures:</b>										
Furniture & Fixtures	11,931,194	123,140	-	12,054,334	10%	6,769,244	504,461	-	7,273,705	4,780,629
<b>Other Assets</b>	6,423,508	312,000	-	6,735,508	10%	3,392,645	314,141	-	3,706,786	3,028,722
<b>As on 30-June-2017</b>	<b>2,702,801,750</b>	<b>135,943,435</b>	<b>12,200,600</b>	<b>2,826,544,585</b>		<b>815,206,201</b>	<b>65,727,439</b>	<b>9,001,111</b>	<b>871,932,529</b>	<b>1,954,612,056</b>
<b>As on 30-June-2016</b>	<b>2,551,483,952</b>	<b>151,317,798</b>	<b>-</b>	<b>2,702,801,750</b>		<b>710,298,684</b>	<b>104,907,517</b>	<b>-</b>	<b>815,206,201</b>	<b>1,887,595,549</b>

	1-Jul-2016 to 30-Jun-2017	1-Jan-2015 to 30-Jun-2016	Basis
	12 months	18 months	
	Taka	Taka	
4 Depreciation Allocated to:			
Factory Overhead - note 25.2	59,154,696	94,416,766	90%
Administrative Expenses - note 26	3,286,371	5,245,375	5%
Selling and Distribution Expenses - note 27	3,286,372	5,245,376	5%
	<b>65,727,439</b>	<b>104,907,517</b>	<b>100%</b>

\* Damaged due to accidental fire occurred in the factory area on 27 November 2016.



	30-Jun-2017 Taka	30-Jun-2016 Taka
<b>5 CAPITAL WORK IN PROGRESS</b>		
Opening Balance	-	-
Addition during the year	267,926,633	-
	267,926,633	-
Transfer to Non-Current Assets during the year	-	-
Closing Balance	267,926,633	-
<b>6 DEFERRED IPO EXPENDITURE</b>		
Consent Fees of BSEC	-	1,875,000
Underwriter Commission - note 6.1	-	3,750,000
Listing Fees & Other Fees - note 6.2	-	16,050,837
Data Transmission Fees & Other Expenses - note 6.3	-	3,542,129
	-	25,217,966
Less : Set off with Share Premium - note 16	-	25,217,966
	-	-
Deferred IPO expenses has been adjusted with share premium account as per Companies Act 1994 under section 57 (2)(b) during 2015-16.		
<b>6.1 Underwriter Commission - note 6</b>		
Lanka Bangla Investment Limited	-	3,000,000
GSP Investments Limited	-	150,000
Citizen Securities & Investment Limited	-	150,000
First Securities Services Limited	-	150,000
First Securities Islami Capital & Investment Limited	-	150,000
EBL Investments Limited	-	150,000
	-	3,750,000
<b>6.2 Listing Fees &amp; Other Fees - note 6</b>		
Listing Fee - Dhaka Stock Exchange Limited	-	2,320,000
Listing Fee - Chittagong Stock Exchange Limited	-	2,320,000
Issue Management Fee	-	2,000,000
Post Issue Management Fee	-	8,572,044
Lottery Conduction Fee	-	838,793
	-	16,050,837
<b>6.3 Data Transmission Fees &amp; Other Expenses - note 6</b>		
Data Transmission Fee - Dhaka Stock Exchange Limited	-	200,000
Data Transmission Fee - Chittagong Stock Exchange Limited	-	200,000
Central Depository Bangladesh Limited	-	886,000
Other Expenses	-	2,256,129
	-	3,542,129
<b>7 INVESTMENT</b>		
Fixed Deposit Receipt - note 7.1	1,403,537,481	1,324,875,442
Available-for-sale Financial Assets - note 7.2	23,760,600	12,901,542
	1,427,298,081	1,337,776,984



## 7.1 Fixed Deposit Receipt - note 7

	30-Jun-2017 Taka	30-Jun-2016 Taka
National Bank Ltd., Jubilee Road Branch - note 7.1.1	51,287,302	47,027,898
Mercantile Bank Ltd., Agrabad Branch - note 7.1.2	10,940,180	7,554,731
Shahjalal Islami Bank Ltd., Jubilee Road Branch - note 7.1.3	441,004,712	-
Haji Finance Company Ltd. - note 7.1.4	215,821,326	208,070,000
Lanka Bangla Finance Ltd. - note 7.1.5	-	411,460,000
Midas Financing Ltd. - note 7.1.6	245,622,077	107,170,000
The Premier Bank Ltd., - note 7.1.7	431,996,500	406,750,000
First Security Islami Bank Ltd. - note 7.1.8	-	6,500,000
Reliance Finance Ltd. - note 7.1.9	6,865,384	130,342,813
	<b>1,403,537,481</b>	<b>1,324,875,442</b>

### 7.1.1 National Bank Ltd. - note 7.1

FDR 0016-55031974	2,454,918	2,330,587
FDR 0016-55032056	1,186,844	1,132,316
FDR 0016-55032072	696,846	664,462
FDR 0016-55032238	584,537	558,649
FDR 0016-55032345	3,342,408	3,193,070
FDR 0016-55032584	788,127	731,056
FDR 0016-55032741	298,431	277,109
FDR 0016-55032997	1,093,511	1,023,614
FDR 0016-55033599	903,275	853,830
FDR 0016-55033731	930,845	879,877
FDR 0016-55034309	720,327	688,314
FDR 0016-55034713	1,297,833	1,206,998
FDR 0016-55035439	1,212,422	1,125,304
FDR 0016-55036305	1,275,039	1,205,998
FDR 0016-55037088	1,593,547	1,523,106
FDR 0016-55037492	1,043,633	968,837
FDR 0016-55037749	1,473,433	1,370,119
FDR 0016-55038268	1,659,221	1,568,951
FDR 0016-55038615	1,812,527	1,732,212
FDR 0016-55038986	2,064,696	1,919,365
FDR 0016-55039349	1,691,692	1,582,792
FDR 0016-55039811	1,702,999	1,610,306
FDR 0016-55041172	1,598,660	1,486,447
FDR 0016-55041412	795,200	739,155
FDR 0016-55041701	1,258,038	1,177,413
FDR 0016-55042187	1,938,439	1,821,119
FDR 0016-55042195	793,606	745,467
FDR 0016-55042939	764,455	728,883
FDR 0016-55044051	1,431,607	1,331,265
FDR 0016-55044638	991,771	931,492
FDR 0016-55046064	1,367,990	1,307,732
FDR 0016-55046725	1,298,149	1,207,291
FDR 0016-55047252	1,276,771	1,194,925
FDR 0016-55049471	1,162,627	1,081,400
FDR 0016-55048556	2,093,374	2,000,391
FDR 0016-55050405	1,082,572	1,028,546
FDR 0016-55051361	861,961	799,500
FDR 1016001867894	1,359,894	1,300,000
FDR 001655052161	158,770	-
FDR 1016002029657	1,226,307	-
	<b>51,287,302</b>	<b>47,027,898</b>





**7.1.2 Mercantile Bank Ltd. - note 7.1**

MBL FDR 0190835  
 MBL FDR 0191643  
 MBL FDR 41300238974  
 MBL FDR 41300239162  
 MBL FDR 41300239323  
 MBL FDR 0243332  
 MBL FDR 0243413  
 MBL FDR 0243232  
 MBL FDR 41300239559  
 MBL FDR 4111427788  
 MBL FDR 110441116035644  
 MBL FDR 110441116339937  
 MBL FDR 38050263645  
 MBL FDR 0263823  
 MBL FDR 110441118890673  
 MBL FDR 110441119654736  
 MBL FDR 110441120394942  
 MBL FDR 110441121056676

30-Jun-2017 Taka	30-Jun-2016 Taka
601,457	575,557
885,823	828,065
1,207,120	1,140,406
786,615	746,314
227,914	218,099
114,527	109,454
301,433	288,081
1,066,498	996,960
241,277	230,887
663,483	634,095
704,765	673,923
137,573	131,479
261,498	249,915
764,973	731,496
1,334,771	-
664,054	-
381,453	-
594,946	-
<b>10,940,180</b>	<b>7,554,731</b>

**7.1.3 Shahjalal Islami Bank Ltd. - note 7.1**

FDR 001430  
 FDR 001431

333,822,911	-
107,181,801	-
<b>441,004,712</b>	<b>-</b>

**7.1.4 Hajj Finance Company Ltd. - note 7.1**

FDR 1432002946  
 FDR 1432003587  
 FDR 1432002935

112,118,997	104,035,000
103,702,329	-
-	104,035,000
<b>215,821,326</b>	<b>208,070,000</b>

**7.1.5 Lanka Bangla Finance Ltd. - note 7.1**

FDR 2-22800000115  
 FDR 2-22800000182

-	311,460,000
-	100,000,000
<b>-</b>	<b>411,460,000</b>

**7.1.6 Midas Financing Ltd. - note 7.1**

FDR D06225  
 FDR D06939  
 FDR D06948

115,745,202	107,170,000
103,907,500	-
25,969,375	-
<b>245,622,077</b>	<b>107,170,000</b>

**7.1.7 The Premier Bank Ltd. - note 7.1**

FDR 010224300051429  
 FDR 010224300051430

215,998,250	203,375,000
215,998,250	203,375,000
<b>431,996,500</b>	<b>406,750,000</b>

**7.1.8 First Security Islami Bank Ltd. - note 7.1**

FDR 0997728/24300024170

-	6,500,000
<b>-</b>	<b>6,500,000</b>



### 7.1.9 Reliance Finance Ltd. - note 7.1

FDR 02/1632

FDR 02/1123

FDR 02/1265

30-Jun-2017 Taka	30-Jun-2016 Taka
6,865,384	-
-	104,822,500
-	25,520,313
<b>6,865,384</b>	<b>130,342,813</b>

7.1.10 The maturity period of all FDRs is maximum one (1) year with term of auto renewal after maturity.

### 7.2 Available-for-sale Financial Assets - note 7

IFIC Bank Ltd. - note 7.2.1

IDLC Finance Ltd. - note 7.2.1

Shahajibazar Power Co. Ltd. - note 7.2.1

-	12,901,542
672,600	-
23,088,000	-
<b>23,760,600</b>	<b>12,901,542</b>

#### 7.2.1 The Details are stated below: - note 7.2

Particulars	No. of Shares	Face Value Per Share (Taka)	Average Cost (Taka)	Cost of Acquisition (Taka)	Quoted Rate Per Share as on (Taka)	Total Market Value of Share (Taka)	Unrealized Gain/(Loss) [Taka]
<b>30-Jun-2017</b>							
IDLC Finance	9,500	10	69.61	661,278	70.80	672,600	11,322
Shahajibazar Power Co.	160,000	10	139.71	22,353,699	144.30	23,088,000	734,300
						<b>23,760,600</b>	<b>745,622</b>
<b>30-Jun-2016</b>							
IFIC Bank Ltd	801,338	10	33.66	26,974,977	16.10	<b>12,901,542</b>	<b>(14,073,435)</b>

The above Investment in marketable securities that are designated as available-for-sale by the management. These are measured at fair value and presented as current asset and unrealized gain/(loss) from the above investment are recognized as other comprehensive income.

#### 7.2.2 Unrealized Gain/(Loss) on Marketable Securities:

Unrealized Gain/(Loss) Position as on 30-Jun-2017 (12 months)

745,622	-
<b>745,622</b>	<b>-</b>

Unrealized Gain/(Loss) for 01-Jan-2015 to 30-Jun-2016 (18 months):

Unrealized Gain/(Loss) Position as on 30-Jun-2016

Unrealized Gain/(Loss) Position as on 01-Jan-2015

-	(14,073,435)
-	(10,612,221)
<b>-</b>	<b>(3,461,214)</b>

## 8 INVENTORIES

Raw Materials - note 25.1 & 36.1(a)

Work-in-Process - note 25 & 36.1(b)

Finished Goods - note 25 & 36.1(c)

Spare Parts & Accessories - note 25.2, 36.1(d)

78,123,995	77,962,494
217,865,820	216,071,450
39,170,322	37,309,368
64,523,921	57,267,234
<b>399,684,058</b>	<b>388,610,546</b>

8.1 All carrying amount of inventories are pledged as security for different short term loan facilities with Shahjalal Islami Bank Limited and National Bank Limited.

**Note:** Quantity wise schedule of Inventories as required under Schedule XI, Part II of The Companies Act 1994 is shown in note 36.1



## 9 ACCOUNTS & OTHER RECEIVABLE

Accounts Receivable - note 9.1

Other Receivable - note 9.2

### 9.1 Accounts Receivable - note 9

For Sale of RMG - note 9.1.1, Annexure A(a)

For Sale of Hometex - note 9.1.2, Annexure A(b)

For Servicing Job - note 9.1.3

For Cash Incentive - note 9.1.4

Add: Foreign Currency fluctuation gain/(loss) due to translation of  
Trade Receivables during the year with reference to BAS 21.

### 9.1.1 For Sale of RMG - note 9.1

Opening Balance

Add: Sales during the year- note 24

Less: Realized during the year

### 9.1.2 For Sale of Hometex - note 9.1

Opening Balance

Add: Sales during the year- note 24

Less: Realized during the year

### 9.1.3 For Servicing Job - note 9.1

Opening Balance

Add: Servicing during the year- note 24

Less: Realized during the year

### 9.1.4 For Cash Incentive - note 9.1

Opening Balance

Add: Provision made during the year - note 24

Less: Realized during the year

### 9.1.5 Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994

Debts exceeding 6 Months

Other debts less provision

Debts considered good & secured

Debts considered good without security

Debts considered doubtful or bad

Debts due by directors or other officers

Debts due from companies under same management

Maximum debt due by directors or officers at any time

	30-Jun-2017 Taka	30-Jun-2016 Taka
Accounts Receivable - note 9.1	560,561,691	544,618,334
Other Receivable - note 9.2	40,150,600	-
	<b>600,712,291</b>	<b>544,618,334</b>
<b>9.1 Accounts Receivable - note 9</b>		
For Sale of RMG - note 9.1.1, Annexure A(a)	145,297,968	269,282,858
For Sale of Hometex - note 9.1.2, Annexure A(b)	87,906,887	109,426,965
For Servicing Job - note 9.1.3	154,000,000	-
For Cash Incentive - note 9.1.4	161,817,653	170,870,122
Add: Foreign Currency fluctuation gain/(loss) due to translation of Trade Receivables during the year with reference to BAS 21.	11,539,183	(4,961,611)
	<b>560,561,691</b>	<b>544,618,334</b>
<b>9.1.1 For Sale of RMG - note 9.1</b>		
Opening Balance	269,282,858	381,473,413
Add: Sales during the year- note 24	349,759,198	760,769,853
	<b>619,042,056</b>	<b>1,142,243,266</b>
Less: Realized during the year	473,744,088	872,960,408
	<b>145,297,968</b>	<b>269,282,858</b>
<b>9.1.2 For Sale of Hometex - note 9.1</b>		
Opening Balance	109,426,965	106,439,798
Add: Sales during the year- note 24	435,749,055	813,275,603
	<b>545,176,020</b>	<b>919,715,401</b>
Less: Realized during the year	457,269,133	810,288,436
	<b>87,906,887</b>	<b>109,426,965</b>
<b>9.1.3 For Servicing Job - note 9.1</b>		
Opening Balance	-	-
Add: Servicing during the year- note 24	245,203,151	370,078,137
	<b>245,203,151</b>	<b>370,078,137</b>
Less: Realized during the year	91,203,151	370,078,137
	<b>154,000,000</b>	<b>-</b>
<b>9.1.4 For Cash Incentive - note 9.1</b>		
Opening Balance	170,870,122	174,525,922
Add: Provision made during the year - note 24	27,492,788	60,308,343
	<b>198,362,910</b>	<b>234,834,265</b>
Less: Realized during the year	36,545,257	63,964,143
	<b>161,817,653</b>	<b>170,870,122</b>
<b>9.1.5 Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994</b>		
Debts exceeding 6 Months	-	-
Other debts less provision	-	-
Debts considered good & secured	387,204,855	378,709,823
Debts considered good without security	161,817,653	170,870,122
Debts considered doubtful or bad	-	-
Debts due by directors or other officers	-	-
Debts due from companies under same management	-	-
Maximum debt due by directors or officers at any time	-	-
	<b>549,022,508</b>	<b>549,579,945</b>



There is no related party transaction including in Accounts Receivable except the following:-

- i) Anowara Fashions Limited
- ii) Legacy Fashion Limited
- iii) Siam's Superiors Limited

30-Jun-2017 Taka	30-Jun-2016 Taka
-	720,369
12,505,600	-
34,710,900	3,208,620
<b>47,216,500</b>	<b>3,928,989</b>

## 9.2 Other Receivable - note 9

Insurance Claim

40,150,600	-
<b>40,150,600</b>	<b>-</b>

**Note:** There was an incident of fire in the factory area on 27 November 2016. The company management submitted a claim on the Insurance company concerning the total loss of Tk.40,150,600 and the claim was accepted by the insurer subject to verification by their surveyor.

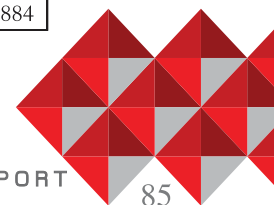
## 10 INTEREST RECEIVABLES

Interest Receivable on FDR - note 10.1

3,296,553	4,694,496
<b>3,296,553</b>	<b>4,694,496</b>

### 10.1 Bank wise Interest Receivable on FDR - note 10

Bank Name	FDR No.	Rate	Interest Received Up to	30-Jun-2017 Taka	30-Jun-2016 Taka
National Bank Limited	NBL FDR 0016-5503197	5.50%	27-Mar-17	35,630	35,736
	NBL FDR 10160020296	5.50%	17-May-17	8,244	13,666
	NBL FDR 0016-550320	5.50%	10-Apr-17	14,687	7,715
	NBL FDR 0016-550320	5.50%	15-Apr-17	8,091	4,073
	NBL FDR 0016-550322	6.00%	9-May-17	5,066	6,054
	NBL FDR 0016-550323	6.25%	17-Jun-17	7,544	52,697
	NBL FDR 0016-550325	6.75%	19-Jul-16	51,130	18,994
	NBL FDR 0016-550327	5.25%	6-Aug-16	14,275	26,657
	NBL FDR 0016-550329	5.50%	31-Oct-16	40,430	20,966
	NBL FDR 0016-550335	6.00%	14-Feb-17	20,474	19,223
	NBL FDR 0016-550337	6.00%	28-Feb-17	18,927	3,413
	NBL FDR 0016-550343	6.00%	27-May-17	4,082	81,975
	NBL FDR 0016-550347	5.25%	7-Aug-16	61,890	81,116
	NBL FDR 0016-550354	6.75%	19-Jul-16	78,656	32,227
	NBL FDR 0016-550363	6.00%	2-Feb-17	31,451	12,439
	NBL FDR 0016-550370	6.00%	4-May-17	15,139	69,433
	NBL FDR 0016-550374	6.75%	21-Jul-16	67,314	77,069
	NBL FDR 0016-550377	5.50%	4-Oct-16	60,554	36,543
	NBL FDR 0016-550382	6.00%	20-Feb-17	35,950	6,568
	NBL FDR 0016-550386	6.00%	3-Jun-17	8,156	124,359
	NBL FDR 0016-550389	5.25%	24-Aug-16	93,341	75,183
	NBL FDR 0016-550393	5.50%	14-Nov-16	58,927	43,031
	NBL FDR 0016-550398	6.00%	2-Feb-17	42,007	100,645
	NBL FDR 0016-550411	5.25%	10-Aug-16	75,537	42,809
	NBL FDR 0016-550414	5.50%	26-Sep-16	33,652	52,493
	NBL FDR 0016-550417	5.50%	27-Nov-16	41,323	57,580
	NBL FDR 0016-550421	5.75%	24-Jan-17	48,609	23,570
	NBL FDR 0016-550421	5.50%	24-Jan-17	19,036	7,795
	NBL FDR 0016-5504293	6.00%	19-Apr-17	9,173	74,884



	FDR No.	Rate	Interest Received Up to	30-Jun-2017 Taka	30-Jun-2016 Taka
National Bank Limited	NBL FDR 0016-55044051	5.50%	3-Oct-16	59,054	32,829
	NBL FDR 0016-55044638	5.75%	5-Jan-17	27,880	3,814
	NBL FDR 0016-55046064	6.25%	10-Jun-17	4,750	78,474
	NBL FDR 0016-55046725	5.25%	22-Aug-16	59,066	49,789
	NBL FDR 0016-55047252	5.50%	11-Dec-16	39,208	58,801
	NBL FDR 0016-55049471	5.50%	13-Oct-16	46,182	2,445
	NBL FDR 0016-55048556	6.25%	22-Jun-17	2,907	20,399
	NBL FDR 0016-55050405	6.00%	2-Mar-17	21,651	-
	NBL FDR 0016-55051361	6.75%	13-Jul-16	56,889	-
	NBL FDR 1016001867894	6.00%	29-May-17	7,253	58,797
	NBL FDR 0016-55052161	5.50%	25-Oct-16	6,016	6,067
Mercantile Bank Limited	MBL FDR 0190835	6.00%	30-May-17	3,108	3,593
	MBL FDR 0191643	5.00%	15-Sep-16	35,433	51,518
	MBL FDR 41300238974	5.00%	22-Dec-16	31,855	39,328
	MBL FDR 41300239162	6.50%	9-Mar-17	16,049	17,569
	MBL FDR 41300239323	6.50%	17-Apr-17	3,045	2,953
	MBL FDR 0243332	5.00%	6-May-17	875	936
	MBL FDR 0243413	5.00%	29-Jun-17	42	48
	MBL FDR 0243232	5.00%	1-Sep-16	44,734	64,816
	MBL FDR 41300239559	6.00%	19-Jun-17	442	558
	MBL FDR 41114277788	5.00%	1-Jun-17	2,672	3,065
	MBL FDR 110441116035644	5.00%	4-Apr-17	8,516	8,958
	MBL FDR 110441116339937	5.00%	8-May-17	1,013	1,258
	MBL FDR 38050263645	5.00%	1-Jun-17	1,053	1,208
	MBL FDR 0263823	5.00%	13-Apr-17	8,287	11,491
	MBL FDR 110441118890673	5.00%	4-May-17	10,567	-
	MBL FDR 110441119654736	5.00%	15-May-17	4,243	-
	MBL FDR 110441120394942	5.00%	2-May-17	3,126	-
	MBL FDR 110441121056676	5.00%	30-Jun-17	-	-
Shahjalal Islami Bank Limited	001430	6.75%	28-Jun-17	125,184	-
	001431	6.75%	28-Jun-17	40,193	-
Reliance Finance Limited	02/1632	9.25%	1-Mar-17	224,984	-
	02/1123	10.75%	22-Dec-16	-	250,409
	02/1265	9.25%	23-Sep-16	-	45,901
Hajj Finance Company Limited	1432002935	9.00%	22-Dec-16	-	208,070
	1432003587	8.25%	27-Jun-17	47,530	-
	1432002946	8.25%	28-Jun-17	205,551	208,070
Lanka Bangla Finance Limited	2-22800000115	8.50%	22-Dec-16	-	588,313
	2-22800000182	8.50%	23-Dec-16	-	165,278
The Premier Bank Limited	010224300051429	4.00%	15-Jun-17	359,997	635,547
	010224300051430	4.00%	15-Jun-17	359,997	635,547
Midas Financing Limited	D06225	8.75%	23-Jun-17	196,928	182,338
	D06939	8.75%	22-Jun-17	202,042	-
	D06948	8.75%	22-Jun-17	18,936	-
First Security Islami Bank	0997728/24300024170	7.50%	26-Aug-16	-	47,396
				<b>3,296,553</b>	<b>4,694,496</b>



**10.2 Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994**

Interest receivable exceeding 6 Months  
Other interest receivable less provision

30-Jun-2017 Taka	30-Jun-2016 Taka
3,296,553	4,694,496
-	-
3,296,553	4,694,496
-	-
-	-
-	-
-	-
-	-
3,296,553	4,694,496

**11 ADVANCES, DEPOSITS AND PREPAYMENTS**

Advances - note 11.1  
Deposits - note 11.2  
Prepayments - note 11.3

556,785,012	212,729,725
50,431,755	109,284,690
112,653	95,411
<b>607,329,420</b>	<b>322,109,826</b>

**11.1 Advances - note 11**

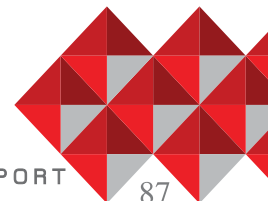
L/C Margin  
For Supply of Yarn - note 11.1.1  
For Supply of Chemicals & Accessories - note 11.1.2  
For Supply of Stores & Spares - note 11.1.3  
For Capital Expenditure - note 11.1.4  
For Revenue Expenditure - note 11.1.5  
Advance to Employees  
Advance Income Tax (Deducted at source) - note 23.1.2  
Other Advances - note 11.1.6

13,392,718	2,064,240
9,969,960	10,875,230
29,778,935	17,744,360
1,723,003	6,196,206
316,498,770	785,739
148,870,974	147,978,911
3,868,983	2,498,521
17,074,360	9,507,952
15,607,309	15,078,566
<b>556,785,012</b>	<b>212,729,725</b>

**11.1.1 For Supply of Yarn - note 11.1**

Amber Rotor Mills Ltd.  
Delsey Cotton Spinning Mills Ltd.  
Zaber Zubair Spinning Mills Ltd.  
Naheed Composite Textile Mills Ltd.  
Thermax Textile Mills Limited

1,741,350	-
7,661,160	-
567,450	-
-	1,300,007
-	9,575,223
<b>9,969,960</b>	<b>10,875,230</b>



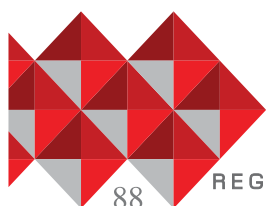


### 11.1.2 For Supply of Chemicals & Accessories - note 11.1

	30-Jun-2017 Taka	30-Jun-2016 Taka
A N Accessories Industries Ltd.	1,166,844	-
Accent Labels HK Ltd.	73,998	-
Active Zipper Ltd.	241,383	-
Agrana Stareke Gesellschaft MBH	-	842,160
Archroma Pakistan Ltd.	-	1,121,640
Archroma Singapore PTE Ltd	2,075,073	-
Bersa Tekstil Ve Kimya Sanayi	862,290	-
Changhou Daosheng & NBSP	1,506,870	-
Cromogenia Lints	750,526	3,177,018
Decagon Accessories Ltd.	234,213	-
Dystar Singapore Pte. Ltd	2,094,208	994,032
Fabian Industries Ltd.	48,245	-
Fortune Packaging Ltd.	390,000	-
Garments Solutions Ltd.	312,897	-
J.B. Enterprise	647,444	-
BASF Pakistan Pvt. Ltd	-	-
Jamuna Traders	457,470	-
Korino Kimya Tekst	3,481,920	1,614,600
Laila Enterprise	582,660	-
Liberty Poly Zone	1,021,032	-
Madura Coats Pvt. Ltd.	518,700	-
Matex Holdings Pte. Ltd	-	562,692
Matex International Limited	800	-
New Carton Pack	1,302,602	-
New Look Chem Singapore Pte	1,684,800	1,757,008
New Provati Material Store	222,300	-
PNR Industries Ltd.	623,112	-
Prakash Chemical Int. Limited	2,719,238	3,760,538
Prochem Tekstill Kimya San Tic AS	1,842,301	-
Rangunia Press	143,485	-
S.R. Accessories Ltd.	361,218	-
Samuda Chemical Complex Ltd	1,201,925	444,257
Taijin Chengyuan Chemical Co. Ltd	901	1,801,800
Taiwan Persotex Corporation	973,440	-
Textilechemie DR. Pretty GMBH	922,896	-
World Chem FZE	1,314,144	-
Zhejiang Ruihua Chemical Co. Ltd	-	1,668,615
	<b>29,778,935</b>	<b>17,744,360</b>

### 11.1.3 For Supply of Stores & Spares - note 11.1

Elisabeth Kauffmann	360,246	360,246
Atlas Corpco	30,946	-
SPG Prints BV	-	5,835,960
Karl Mayer Textilemaschinen AG	1,331,811	-
	<b>1,723,003</b>	<b>6,196,206</b>



**11.1.4 For Capital Expenditure - note 11.1**

	30-Jun-2017 Taka	30-Jun-2016 Taka
Abdul Kader-Contractor	224,000	55,000
IT Configure Systems Limited	197,979	49,147
Mitali Engineers	50,000	450,000
Mr. Khokon (Furniture)	367,000	-
Mr. Rokon (Factory-Furniture)	1,150,000	-
Nasir Brothers	132,687	-
R-Amin & Brothers	12,500,000	-
Other Advance	301,207,842	-
Star Partical Board Mills Ltd.	32,400	-
Titu Thai Alluminium	636,862	231,592
	<b>316,498,770</b>	<b>785,739</b>

**11.1.5 For Revenue Expenditure - note 11.1**

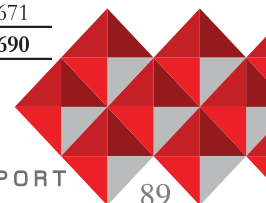
Pioneer Insurance Co. Limited	-	862,489
Ideal Printing House	188,390	188,390
In-Between	206,700	-
Advance against servicing charges for Dyeing & Printing	93,267,151	76,341,874
Advance against servicing charges for Weaving	54,651,919	70,586,158
Karnaphuli Washing Industries	175,000	-
Agrani Insurance Company Ltd.	48,624	-
Toyeb Shah Store	290,810	-
Yonusco T&A BD Ltd.	42,380	-
	<b>148,870,974</b>	<b>147,978,911</b>

**11.1.6 Other Advances - note 11.1**

Habib Sons	1,000,000	1,000,000
Advance Design Concept	750,000	750,000
Employees Welfare Fund	255,329	255,329
Check Point Systems Hongkong	199,625	82,493
Custom Duty	777,244	777,244
Kalurghat Cold Storage	10,800,000	12,000,000
C. Jahn AB	417,612	-
Laboni Enterprise	332,730	-
SGS Bangladesh Limited	113,500	113,500
Canteen Subsidy	46,000	-
Safety First Pvt. Ltd.	100,000	100,000
IT Configure Systems Ltd.	197,949	-
Armina Furniture	30,000	-
S.A. Logistic	36,320	-
Das Impex	496,000	-
1st Choice	55,000	-
	<b>15,607,309</b>	<b>15,078,566</b>

**11.2 Deposits - note 11**

Commissioner of Customs	1,112,551	1,112,551
BG Margin - Bangladesh General Insurance Company Ltd.	-	10,000
Central Depository of Bangladesh Limited	500,000	500,000
Bangladesh Telecommunications Company Ltd. (BTCL)	38,150	38,150
Karnaphuli Gas Distribution Company Ltd. (KGDCL)	6,498,118	6,488,118
Bangladesh Power Development Board (BPDB)	155,200	155,200
Foreign Bill Awaiting Remittance - note- 11.2.1	42,127,736	100,980,671
	<b>50,431,755</b>	<b>109,284,690</b>



**11.2.1 Foreign Bill Awaiting Remittance- note 11.2**

Mercantile Bank Limited  
National Bank Limited  
Shahjalal Islami Bank Limited  
Sonali Bank Limited

30-Jun-2017 Taka	30-Jun-2016 Taka
34,303,195	37,687,869
-	46,031,396
6,064,800	-
1,759,741	17,261,406
<b>42,127,736</b>	<b>100,980,671</b>

**11.3 Prepayments - note 11**

Prepaid Insurance

112,653	95,411
<b>112,653</b>	<b>95,411</b>

**11.4 Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994**

Advances exceeding 6 Months  
Other advances less provision

8,028,968	8,657,457
-	-

Advances and deposits considered good & secured  
Advances and deposits considered good without security  
Advances and deposits considered doubtful or bad  
Advances and deposits due by directors or other officers  
Advances and deposits due from companies under same management.  
Maximum advances and deposits due by directors or officers at any time

190,546,806	248,408,703
-	-
-	-
-	-
-	-
-	-
<b>190,546,806</b>	<b>248,408,703</b>

There is no related party transaction including in Advance, Deposits & Prepayments except the following:

- i) Habib Sons
- ii) Regent Fabrics Limited (Servicing Charge - Dyeing & Printing)
- iii) Regent Weaving Limited (Servicing Charge - Weaving)

1,000,000	1,000,000
93,267,151	76,341,874
54,651,919	70,586,158
<b>148,919,070</b>	<b>147,928,032</b>

Advance, Deposits & Prepayments which are considered doubtful or debt will be written off after 3 years maturity.

**12 DUE FROM AFFILIATED COMPANIES**

Regent Fabrics Limited - note 12.1  
Regent Weaving Limited - note 12.2

152,532,442	141,280,424
15,162,614	12,412,872
<b>167,695,056</b>	<b>153,693,296</b>

**12.1 Regent Fabrics Limited - note 12**

Opening Balance  
Fund extended during the year  
  
Repaid/ Adjusted during the year  
Closing Balance

141,280,424	27,740,125
450,094,920	466,444,195
591,375,344	494,184,320
(438,842,902)	(352,903,896)
<b>152,532,442</b>	<b>141,280,424</b>

**12.2 Regent Weaving Limited - note 12**

Opening Balance  
Fund extended during the year  
  
Repaid/ Adjusted during the year  
Closing Balance

12,412,872	-
182,456,271	175,407,061
194,869,143	175,407,061
(179,706,529)	(162,994,189)
<b>15,162,614</b>	<b>12,412,872</b>



### 13 CASH AND CASH EQUIVALENTS

Cash in Hand - note 13.1

Cash at Bank - note 13.2

30-Jun-2017 Taka	30-Jun-2016 Taka
96,607	68,932
5,184,792	15,964,349
<b>5,281,399</b>	<b>16,033,281</b>

#### 13.1 Cash in Hand - note 13

Head Office

Dhaka Office

Factory Office

10,631	15,408
46,293	28,300
39,683	25,224
<b>96,607</b>	<b>68,932</b>

#### 13.2 Cash at Bank: Balances with Schedule Banks - note 13

Bank	Branch	A/c No.		
AB Bank Limited	Agrabad Branch	CD A/C - 410786889000	49,818	153,429
Al Arafah Islami Bank Ltd.	Agrabad Branch	CD A/C - 0051020018121	281	856
Brac Bank Limited	Agrabad Branch	CD A/C-1101202834712001	26,659	359,539
Brac Bank Limited	Agrabad Branch	FC (\$) -1101202834712002	145,357	185,797
Brac Bank Limited	Agrabad Branch	FC (₳) -1101202834712004	4,786	4,786
Dutch Bangla Bank Limited	Agrabad Branch	CD A/C - 102-110-19532	14,653	43,117
Islami Bank (BD) Limited	Agrabad Branch	CD A/C - 4711	2,631	2,919
Mercantile Bank Limited	Agrabad Branch	FDR	1,234,000	983,000
Mercantile Bank Limited	Agrabad Branch	CD A/C - 010411100011529	(26,645)	48,435
Mercantile Bank Limited	Agrabad Branch	FC/ERQ A/C	695,648	1,013,559
Mutual Trust Bank Ltd.	Jubilee Road Branch	CD A/C - 0018-0210008650	50,058	-
National Bank Limited	Jubilee Road Branch	CD A/C - 33332	490,969	1,473,517
National Bank Limited	Jubilee Road Branch	FC A/C (\$)	1,602,093	5,164,104
National Bank Limited	Jubilee Road Branch	FC A/C (€)	425,041	425,041
National Bank Limited	Jubilee Road Branch	FDR	313,668	524,472
NCC Bank Limited	Majhirghat Branch	CD A/C - 01012166	8,598	9,748
NRB Bank Limited	Chittagong Main Branch	CD A/C - 2012050019413	40,640	5,269,511
Shahjalal Islami Bank Ltd.	Jubilee Road Branch	CD A/C- 3003-1110002816	(30,136)	-
Social Islami Bank Limited	Jubilee Road Branch	CD A/C - 0231330010611	5,095	6,245
Sonali Bank Limited	Agrabad Branch	FC A/C- 207031100	17,829	207,054
Standard Chartered Bank Ltd.	Chittagong Main Branch	CD A/C - 01-2854139-01	113,749	89,220
			<b>5,184,792</b>	<b>15,964,349</b>

### 14 SHARE CAPITAL

#### 14.1 Authorized Capital

150,000,000 Ordinary Shares of Tk 10 each

1,500,000,000	1,500,000,000
<b>1,500,000,000</b>	<b>1,500,000,000</b>

#### 14.2 Issued, subscribed and paid-up Capital

115,500,000 Ordinary Shares of Tk 10 each

1,155,000,000	1,100,000,000
<b>1,155,000,000</b>	<b>1,100,000,000</b>



14.3 A. Position of Shareholding as at 30 June 2017

Name of the Shareholders	Nature of Shareholding	Nationality	30-Jun-2017		30-Jun-2016
			%	Taka	Taka
Mr. Md. Yakub Ali	Individual	Bangladeshi	12.06	139,263,130	132,631,560
Mr. Md. Yasin Ali	Individual	Bangladeshi	12.12	140,000,490	133,333,800
Mrs. Anjumanara Begum	Individual	Bangladeshi	3.23	37,346,900	35,568,480
Mrs. Amina Mahabub	Individual	Bangladeshi	7.58	87,499,180	83,332,560
Mrs. Salma Yasin	Individual	Bangladeshi	3.17	36,609,670	34,866,360
Mr. Mashruf Habib	Individual	Bangladeshi	2.89	33,390,000	31,800,000
Mr. Tanvir Habib	Individual	Bangladeshi	5.30	61,250,230	58,333,560
Mrs. Tanima Mahabub	Individual	Bangladeshi	2.65	30,625,180	29,166,840
Ms. Sarfinaz Mahabub	Individual	Bangladeshi	2.65	30,625,180	29,166,840
Mr. Salman Habib	Individual	Bangladeshi	2.89	33,390,000	31,800,000
General Shareholders	Individual	Bangladeshi	45.45	525,000,040	500,000,000
<b>Total</b>			<b>100</b>	<b>1,155,000,000</b>	<b>1,100,000,000</b>

B. The details of the above shareholdings are as follows:

Name of the shareholders	Nature of Shareholding	No. of Shares held		Amount in Taka	
		30-Jun-2017	30-Jun-2016	30-Jun-2017	30-Jun-2016
Mr. Md. Yakub Ali	Individual	13,926,313	13,263,156	139,263,130	132,631,560
Mr. Md. Yasin Ali	Individual	14,000,049	13,333,380	140,000,490	133,333,800
Mrs. Anjumanara Begum	Individual	3,734,690	3,556,848	37,346,900	35,568,480
Mrs. Amina Mahabub	Individual	8,749,918	8,333,256	87,499,180	83,332,560
Mrs. Salma Yasin	Individual	3,660,967	3,486,636	36,609,670	34,866,360
Mr. Mashruf Habib	Individual	3,339,000	3,180,000	33,390,000	31,800,000
Mr. Tanvir Habib	Individual	6,125,023	5,833,356	61,250,230	58,333,560
Mrs. Tanima Mahabub	Individual	3,062,518	2,916,684	30,625,180	29,166,840
Ms. Sarfinaz Mahabub	Individual	3,062,518	2,916,684	30,625,180	29,166,840
Mr. Salman Habib	Individual	3,339,000	3,180,000	33,390,000	31,800,000
General Shareholders	Individual	52,500,004	50,000,000	525,000,040	500,000,000
<b>Total</b>		<b>115,500,000</b>	<b>110,000,000</b>	<b>1,155,000,000</b>	<b>1,100,000,000</b>

C. Distribution schedule of the shares as at 30 June 2017 is given below as required by listing regulations:

Slabs by number of shares	Number of Shareholders	No. of Shares	Holding (%)
Less than 500	26,224	4,045,181	3.50%
From 500 to 5,000	1,182	2,436,949	2.11%
From 5,001 to 10,000	246	1,883,457	1.63%
From 10,001 to 20,000	156	2,307,636	2.00%
From 20,001 to 30,000	70	1,746,921	1.51%
From 30,001 to 40,000	28	973,023	0.84%
From 40,001 to 50,000	30	1,401,854	1.21%
From 50,001 to 100,000	40	2,990,893	2.59%
From 100,001 to 1,000,000	42	11,589,944	10.03%
Above 1,000,000	19	86,124,142	74.57%
<b>Total</b>	<b>28,037</b>	<b>115,500,000</b>	<b>100%</b>

30-Jun-2017 Taka	30-Jun-2016 Taka
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15 REVALUATION SURPLUS

Opening Balance	990,266,215	996,636,643
Less: Realized during the year- Note 4.1 (b)	(3,924,127)	(6,370,428)
Closing Balance	<b>986,342,088</b>	<b>990,266,215</b>



## 16 SHARE PREMIUM ACCOUNT

	30-Jun-2017 Taka	30-Jun-2016 Taka
Opening Balance	724,782,034	-
Add: Addition during the year	-	750,000,000
	724,782,034	750,000,000
Less : Adjusted with deferred IPO expenses - note 6	-	25,217,966
Closing Balance	<b>724,782,034</b>	<b>724,782,034</b>

Deferred IPO expenses has been adjusted with share premium account as per Companies Act 1994 under section 57 (2)(b) during 2015-16

## 17 RETAINED EARNINGS

Opening balance	635,671,489	420,301,405
Add: Profit after income tax	137,000,682	212,460,870
Add: Revaluation surplus realized - note 15	3,924,127	6,370,428
Less: Dividend for the period from 01 January 2015 to 30 June 2016	(165,000,000)	-
Add: Unrealized gain/(loss) on available-for-sale financial assets - note 7.2.2	745,622	(3,461,214)
Closing Balance	<b>612,341,920</b>	<b>635,671,489</b>

## 18 LONG TERM LOAN

Sonali Bank Limited, Agrabad Branch - note 18.2	-	3,982,875
Industrial Promotion & Development Company (IPDC) of BD Limited - note 18.3	-	139,318,874
Shahjalal Islami Bank Ltd., Jubilee Road Branch- note 18.4	800,000,000	-
	<b>800,000,000</b>	<b>143,301,749</b>

18.1 Current Portion of Long Term Loan - note 18.2.1, 18.2.2, 18.3.1 & 18.4.1	14,254,723	28,759,803
Non-current Portion of Long Term Loan - note 18.2.1, 18.2.2, 18.3.1 & 18.4.1	785,745,277	114,541,946
	<b>800,000,000</b>	<b>143,301,749</b>

### Break up of Long Term Loan:

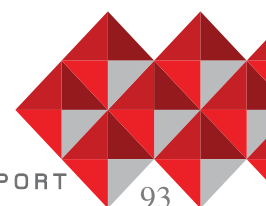
## 18.2 Sonali Bank Limited - note 18

Project Loan Account No. - 801137000062 - note 18.2.1	-	-
Loan Account (Block) No. - 801137000343 - note 18.2.2	-	3,982,875
	-	<b>3,982,875</b>

### 18.2.1 Loan Account No. 801137000062 - note 18.2

Opening Balance	-	85,996,871
Add: Interest / Excise Duty during the year	-	9,913,443
	-	<b>95,910,314</b>
Less: Payment during the year	-	95,910,314
Closing Balance	-	-
Less: Current portion of long term loan	-	-
Non-current portion of long term loan	-	-

Limit amount	:	Tk 272,840,000
Purpose	:	Project Loan
Sanction date	:	25-Jul-1995
Interest rate	:	13%
Security	:	Mortgage of 4.88 acres of Land, Building, Plant & Machinery, Inventory & Personal Guarantee from all directors.
Installment size	:	Tk 9,965,000 per quarter
Tenure	:	17 years





**18.2.2 Loan Account No. 801137000343 - note 18.2**

	30-Jun-2017 Taka	30-Jun-2016 Taka
Opening Balance	3,982,875	32,806,417
Add: Interest / Excise Duty during the year	-	-
	<b>3,982,875</b>	<b>32,806,417</b>
Less: Payment during the year	3,982,875	28,823,542
Closing Balance	-	<b>3,982,875</b>
Less: Current portion of long term loan	-	3,982,875
Non-current portion of long term loan	-	-
Limit amount	: Tk 164,400,000	
Purpose	: To provide monitorium to the project	
Sanction date	: 24-Mar-2008	
Interest rate	: Nil	
Security	: First charge of fixed and floating asset of the Company	
Installment size	: Tk 6,576,000 per quarter	
Tenure	: 11 years	

**18.3 Industrial Promotion & Development Company of Bangladesh Limited - note 18**

IPDC Term Loan (Working Capital Loan) - note 18.3.1	-	139,318,874
	<b>-</b>	<b>139,318,874</b>

**18.3.1 IPDC Term Loan - note 18.3**

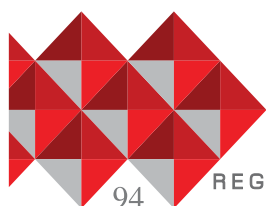
Opening Balance	139,318,874	32,300,859
Add: Loan received during the year	-	150,000,000
Add: Interest charged during the year	13,010,965	15,375,047
	<b>152,329,839</b>	<b>197,675,906</b>
Less: Payment during the year	152,329,839	58,357,032
Closing Balance	-	<b>139,318,874</b>
Less: Current portion of long term loan	-	24,776,928
Non-current portion of long term loan	-	<b>114,541,946</b>

**Loan -01**

Limit amount	: Tk 75,000,000
Purpose	: To support business operation
Sanction date	: 18-Apr-2012
Interest rate	: 11%
Security	: Hypothecation of all the Moveable Assets, Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd.
Installment size	: Tk 2,122,310 per month
No. of Installments	: 48
Tenure	: 4 years

**Loan -02**

Limit amount	: Tk 150,000,000
Purpose	: To support business operation
Sanction date	: 17-Dec-2015
Interest rate	: 11%
Security	: Hypothecation of all the Moveable Assets, Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd. and Regent Power Ltd.
Installment size	: Tk 3,229,781 per month
No. of Installments	: 60
Tenure	: 5 years



30-Jun-2017 Taka	30-Jun-2016 Taka
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#### 18.4 Shahjalal Islami Bank Ltd. - note 18

##### 18.4.1 Hire Purchase under Shirkatul Mulk (HPSM) - (Industrial) - note 18.4

Opening Balance	-	-
Add: Loan received during the year	800,000,000	-
Add: Interest charged during the year	-	-
	<b>800,000,000</b>	<b>-</b>
Less: Payment during the year	-	-
Closing Balance	<b>800,000,000</b>	<b>-</b>
Less: Current portion of long term loan	(14,254,723)	-
Non-current portion of long term loan	<b>785,745,277</b>	<b>-</b>

##### Hire Purchase under Shirkatul Mulk (HPSM) - Industrial

Limit amount	: Tk. 800,000,000
Purpose	: Takeover outstanding liabilities of Lanka Bangla Finance Ltd., IPDC Bangladesh Ltd., MIDAS Financing Ltd., Union Capital Ltd. against BMRE purposes.
Sanction date	: 28-Mar-17
Grace Period	: 12 months
Interest rate	: 9.50%
Security	: Hypothecation of machineries & other fixed assets under bank's mortgage.
Installment size	: Tk. 11,751,200 on EMI Basis
No. of Installments	: 108 Nos
Tenure	: 10 Years

#### 19 ACCOUNTS PAYABLE

Trade Payable - note 19.1	252,625,973	303,412,744
	<b>252,625,973</b>	<b>303,412,744</b>

##### 19.1 Trade Payable - note 19

For Supply of Raw Materials - note 19.1.1	185,411,818	254,176,385
For Revenue Expenditure - Annexure B(b)	56,162,670	55,058,280
Add: Foreign currency fluctuation loss/(gain) due to translation of		
Trade Payable during the year with reference to BAS 21.	11,051,485	(5,821,921)
	<b>252,625,973</b>	<b>303,412,744</b>

##### 19.1.1 For Supply of Raw Materials - note 19.1

Back to Back L/C - Mercantile Bank Ltd. - Annexure B(a)(i)	99,604,919	75,934,140
Back to Back L/C - National Bank Ltd. - Annexure B(a)(ii)	21,388,439	100,170,538
Back to Back L/C - Shahjalal Islami Bank Ltd. - Annexure B(a)(iii)	64,418,460	-
Back to Back L/C - Sonali Bank Ltd. - Annexure B(a)(iv)	-	78,071,707
	<b>185,411,818</b>	<b>254,176,385</b>

##### 19.1.2 Trade Payable includes transactions with related parties (note - 34) which are stated below:

Regent Spinning Mills Limited	16,561,501	12,707,081
Habib Sons	183,600	118,650
	<b>16,745,101</b>	<b>12,825,731</b>



	30-Jun-2017 Taka	30-Jun-2016 Taka
<b>20 OTHER PAYABLES</b>		
Liabilities for Expenses - note 20.1	35,217,985	20,333,122
Liabilities for Refund of IPO Application Money	170,333	170,333
For Capital Expenditure - Annexure C(a)	127,096	23,402,055
Workers' Profit Participation & Welfare Fund (WPP & WF) - note 20.2	22,759,368	13,454,489
Unclaimed Dividend (For 2015-2016)	2,849,859	-
	<b>61,124,641</b>	<b>57,359,999</b>
<b>20.1 Liabilities for Expenses - note 20</b>		
Wages & Salary	19,989,725	14,700,313
Overtime	1,439,807	250,346
Deduction of Tax at Sources	7,327,263	530,680
Karnaphuli Gas Distribution Company Limited	6,196,302	4,544,590
Audit fee	100,000	75,000
Electricity Bill	88,620	120,021
Telephone Bill	76,268	112,172
	<b>35,217,985</b>	<b>20,333,122</b>
<b>20.2 Workers' Profit Participation &amp; Welfare Fund - note 3.20 &amp; 20</b>		
Opening Balance	13,454,489	9,547,430
Add: Addition during the year - note 20.2.1	8,497,610	13,454,489
Add: Interest incurred during the year - note 26	807,269	320,681
	22,759,368	23,322,600
Less: Paid during the year	-	9,868,111
Closing Balance	<b>22,759,368</b>	<b>13,454,489</b>
<b>20.2.1 Break up of WPP &amp; WF - Note 20.2</b>		
Profit Before WPP & WF	169,952,193	262,719,367
Add: Depreciation on Revaluation - note 4.1(b)	-	6,370,428
	169,952,193	269,089,795
Addition during the year	<b>8,497,610</b>	<b>13,454,489</b>
<b>20.3 Other Payable includes transactions with related parties (note - 34) which are stated below:</b>		
Diamond Cement Limited	-	5,610,889
<b>21 SHORT TERM LOAN</b>		
Loan against Trust Receipt (LTR) - note 21.1	474,008	3,888,832
Packing Credit Loan - note 21.2	41,640,416	29,474,635
Cash Credit (CC) Hypo - note 21.3	130,710,371	90,837,766
Lanka Bangla Finance Limited - note 21.4	414,865,862	785,358
Fareast Finance & Investment Limited- note 21.5	-	-
Industrial Promotion & Development Co. of Bangladesh Ltd- note 21.6	-	75,020,134
IDLC Finance Ltd. - note 21.7	100,000,000	200,000,000
Midas Financing Ltd. - note 21.8	-	200,000,000
	<b>687,690,657</b>	<b>600,006,725</b>
<b>21.1 Loan against Trust Receipt - note 21</b>		
National Bank Ltd., Jubilee Road Branch	-	1,652,939
Mercantile Bank Ltd., Agrabad Branch	474,008	2,235,893
	<b>474,008</b>	<b>3,888,832</b>

**(a) National Bank Ltd., Jubilee Road Branch**

Limit amount	: Tk 20,000,000
Purpose	: For retirement of shipping documents drawn under sight L/C
Interest rate	: 10.00%
Security	: Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	: 180 Days



**(b) Mercantile Bank Ltd., Agrabad Branch**

Limit amount	: Tk 20,000,000
Purpose	: For retirement of shipping documents drawn under sight L/C
Interest rate	: 10.00%
Security	: Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	: 180 Days

**21.2 Packing Credit Loan - note 21**

	30-Jun-2017 Taka	30-Jun-2016 Taka
Mercantile Bank Ltd., Agrabad Branch	12,495,993	10,174,832
Sonali Bank Ltd., Agrabad Branch	-	13,189,000
National Bank Ltd., Jubilee Road Branch	4,035,142	6,110,803
Shahjalal Islami Bank Ltd. (Bai-Salam), Jubilee Road Branch	25,109,281	-
	<b>41,640,416</b>	<b>29,474,635</b>

**(a) Mercantile Bank Ltd, Agrabad Branch**

Limit amount	: Tk 20,000,000
Purpose	: For payment of factory wages, utility bills, freight charges and other factory expenses
Interest rate	: 7%
Security	: Lien on Master Export L/C
Tenure	: 120 Days

**(b) Sonali Bank Ltd, Agrabad Branch**

Limit amount	: Tk 60,000,000
Purpose	: For payment of factory wages, utility bills, freight charges and other factory expenses
Interest rate	: 7%
Security	: Lien on Master Export L/C
Tenure	: 90 Days

**(c) National Bank Ltd, Jubilee Road Branch**

Limit amount	: Tk 20,000,000
Purpose	: For payment of pre-shipment expenses
Interest rate	: 7%
Security	: Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	: 02 months from the date of submission of export documents (Maximum 120 days from the date of creation.)

**(d) Shahjalal Islami Bank Ltd., Jubilee Road Branch**

Limit amount	: Tk 80,000,000
Purpose	: For payment of pre-shipment expenses
Interest rate	: 7%
Security	: Lien on Master Export L/C, Trust Receipt, Hypothecation of all stock, Irrevocable power of Attorney.
Tenure	: 120 days

**21.3 Cash Credit (Hypo) - note 21**

Sonali Bank Ltd., Agrabad Branch, Account No. - 001137000054	23,061,209	43,347,387
National Bank Ltd., Jubilee Road Branch, Account No. - 001637002234	20,948,718	29,579,946
Mercantile Bank Ltd., Agrabad Branch, Account No. - 7200000618	(2,294,620)	17,910,433
Shahjalal Islami Bank Ltd. (Bai-Muajjal), Jubilee Road Branch	88,995,064	-
	<b>130,710,371</b>	<b>90,837,766</b>



**(a) Sonali Bank Ltd., Agrabad Branch**

Limit amount	: Tk 150,000,000
Purpose	: To meet working capital requirement
Interest rate	: 13.00%
Security	: Raw Materials, Work-in-Process, Finished Goods, Packing Materials, Store & Spares and Personal Guarantee of all Directors of the Company.
Tenure	: 1 year

**(b) National Bank Ltd., Jubilee Road Branch**

Limit amount	: Tk 30,000,000
Purpose	: To meet working capital requirement
Interest rate	: 10.00%
Security	: Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	: 90 days to 1 year

**(c) Mercantile Bank Ltd., Agrabad Branch**

Limit amount	: Tk 20,000,000
Purpose	: To meet operating expenses
Interest rate	: 10.00%
Security	: Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	: 1 year

**(d) Shahjalal Islami Bank Ltd., Jubilee Road Branch**

Limit amount	: Tk 200,000,000
Purpose	: To made local procurements
Interest rate	: 9.50%
Security	: Lien on Master Export L/C, Trust Receipt, Hypothecation of all stock, Irrevocable power of Attorney.
Tenure	: 180 days

**21.4 Lanka Bangla Finance Limited - note 21**

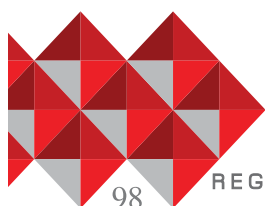
	30-Jun-2017 Taka	30-Jun-2016 Taka
Opening Balance	785,358	101,386,415
Add: Loan received during the year	1,694,797,500	1,360,000,000
Add: Interest charged during the year	33,534,084	64,914,562
	<b>1,729,116,942</b>	<b>1,526,300,977</b>
Less: Payment during the year	1,314,251,080	1,525,515,619
Closing Balance	<b>414,865,862</b>	<b>785,358</b>

Limit amount	: Tk 500,000,000
Purpose	: To meet working capital requirement
Interest rate	: 10.50%
Security	: Hypothecation of all the Moveable Assets, Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd.
Tenure	: 180 days

**21.5 Fareast Finance & Investment Limited - note 21**

Opening Balance	-	200,000,000
Add: Loan received during the year	-	-
Add: Interest charged during the year	-	34,948,120
	-	<b>234,948,120</b>
Less: Payment during the year	-	234,948,120
Closing Balance	-	-

Limit amount	: Tk 200,000,000
Purpose	: To meet working capital requirement
Interest rate	: 13.50%
Security	: Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd.
Tenure	: 365 days



	30-Jun-2017 Taka	30-Jun-2016 Taka
<b>21.6 Industrial Promotion &amp; Development Company (BD) Limited (IPDC) - note 21</b>		
Opening Balance	75,020,134	-
Add: Loan received during the year	-	75,000,000
Add: Interest charged during the year	1,876,532	4,645,134
	<b>76,896,666</b>	<b>79,645,134</b>
Less: Payment during the year	76,896,666	4,625,000
Closing Balance	<b>-</b>	<b>75,020,134</b>

Limit amount : Tk 75,000,000  
 Purpose : To meet working capital requirement  
 Interest rate : 11.00%  
 Security : Hypothecation of all the Moveable Assets, Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd. and Regent Power Ltd.  
 Tenure : 365 days

**21.7 IDLC Finance Ltd. - note 21**

Opening Balance	200,000,000	-
Add: Loan received during the year	600,000,000	200,000,000
Add: Interest charged during the year	20,777,778	5,275,000
	<b>820,777,778</b>	<b>205,275,000</b>
Less: Payment during the year	720,777,778	5,275,000
Closing Balance	<b>100,000,000</b>	<b>200,000,000</b>

Limit amount : Tk 300,000,000  
 Purpose : To meet working capital requirement  
 Interest rate : 9.50%  
 Security : Personal Guarantee of all the Directors  
 Tenure : 365 days

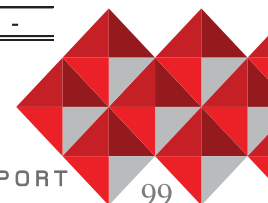
**21.8 Midas Financing Ltd. - note 21**

Opening Balance	200,000,000	-
Add: Loan received during the year	-	200,000,000
Add: Interest charged during the year	17,300,500	72,500
	<b>217,300,500</b>	<b>200,072,500</b>
Less: Payment during the year	217,300,500	72,500
Closing Balance	<b>-</b>	<b>200,000,000</b>

Limit amount : Tk 200,000,000  
 Purpose : To meet working capital requirement  
 Interest rate : 10.50%  
 Security : Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd. Corporate Guarantee of Habib Steel Ltd.  
 Tenure : 365 days

**22 DIRECTORS'/SPONSORS' CURRENT ACCOUNT**

Mr. Md. Yakub Ali	12,000,000	-
Mr. Md. Yasin Ali	12,000,000	-
Mr. Mashruf Habib	2,850,000	-
Mr. Salman Habib	2,850,000	-
Mr. Tanvir Habib	5,247,992	-
Mrs. Anjumanara Begum	3,200,000	-
Mrs. Amina Mahabub	7,497,649	-
Mrs. Salma Yasin	3,137,000	-
Mrs. Tanimah Mahabub	2,623,274	-
	<b>51,405,915</b>	<b>-</b>





## 23 PROVISION FOR INCOME TAX

For Current Tax - note 23.1

For Deferred Tax - note 23.2

### 23.1 Provision for Current Tax - note 23

Opening Balance

Add: Provision made during the year - note 23.1.1

Less: Adjusted during the year - note 23.1.2

Closing Balance

#### 23.1.1 Provision made during the year - note 23.1

Profit Before Tax

Less: Items for Separate Consideration:

Other Non-Operating Income

Add: Other Inadmissible Allowances:

Accounting Depreciation

Less: Tax Depreciation u/s 29 (1) (iiiv) of ITO, 1984

**Taxable Income from Operation**

Tax on Other Non-Operating Income

Tax on Operational Income

Tax on Total Taxable Income

(Over Provision)/Under Provision of Prior Year

#### 23.1.2 Adjusted during the year - note 23.1

Tax Paid in Cash

Adjusted with Advance Income Tax - note 11.1

### 23.2 Provision for Deferred Tax - note 23

Opening Balance

Add: Provision made during the year

Less: Provision realized during the year

Closing Balance

#### 23.2.1 Calculation of Deferred Tax:

##### As on 30 June 2017:

Property, Plant and Equipment (Except Land)

Applicable Tax Rate

Deferred Tax Liability

##### As on 30 June 2016:

Property, Plant and Equipment (Except Land)

Applicable Tax Rate

Deferred Tax Liability

30-Jun-2017 Taka	30-Jun-2016 Taka
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32,632,692 41,535,666

69,889,627 58,795,691

**102,522,319 100,331,357**

41,535,666 26,525,958

13,359,965 34,544,593

54,895,631 61,070,551

(22,262,939) (19,534,885)

**32,632,692 41,535,666**

161,454,583 249,264,877

99,924,103 69,195,254

61,530,480 180,069,623

65,727,439 104,907,517

127,257,919 284,977,140

76,246,810 123,398,130

**51,011,109 161,579,010**

Tax Rate

25%

15%

24,981,026 17,298,814

7,651,666 24,236,852

32,632,692 41,535,666

(19,272,727) (6,991,073)

**13,359,965 34,544,593**

12,754,987 10,621,688

9,507,952 8,913,197

**22,262,939 19,534,885**

58,795,691 56,536,277

11,093,936 2,259,414

69,889,627 58,795,691

- -

**69,889,627 58,795,691**

Carrying Amount (Taka)	Tax Base (Taka)	Taxable/ (Deductible) Temporary Difference [Taka]
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782,878,390

316,947,545

465,930,845

15%

**69,889,627**

722,178,215

330,206,944

391,971,271

15%

**58,795,691**



## 24 REVENUE

- i) Sales Revenue:
  - RMG - note 36.1(c)
  - Home Tex - note 36.1(c)
- ii) Service Revenue
- iii) Cash Incentive

1-Jul-2016 to 30-Jun-2017	1-Jan-2015 to 30-Jun-2016
12 months	18 months
Taka	Taka
349,759,198	760,769,853
435,749,055	813,275,603
245,203,151	370,078,137
27,492,788	60,308,343
<b>1,058,204,192</b>	<b>2,004,431,936</b>

## 25 COST OF GOODS SOLD

- Raw materials consumed - note 25.1
- Factory overhead - note 25.2
- Cost of Production**
- Opening work-in-process
- Closing work-in-process - note 8, 36.1(b)
- Cost of goods manufactured**
- Opening finished goods
- Cost of goods available for sale**
- Closing finished goods - note 8, 36.1(c)

473,848,934	987,779,941
370,384,634	529,619,307
<b>844,233,568</b>	<b>1,517,399,248</b>
216,071,450	227,997,831
(217,865,820)	(216,071,450)
<b>842,439,198</b>	<b>1,529,325,629</b>
37,309,368	43,518,778
<b>879,748,566</b>	<b>1,572,844,407</b>
(39,170,322)	(37,309,368)
<b>840,578,244</b>	<b>1,535,535,039</b>

### 25.1 Raw materials consumed - note 25

- Opening inventory
- Add: Purchase during the year - note 25.1.1
- Total materials available
- Closing inventory - note 8, 36.1(a,d)

77,962,494	84,748,181
483,546,685	980,994,254
561,509,179	1,065,742,435
(87,660,245)	(77,962,494)
<b>473,848,934</b>	<b>987,779,941</b>

#### 25.1.1 Purchase during the year - note 25.1, 36.1

- Yarn
- Grey Fabrics
- Dyes & Chemical
- Accessories & Trims

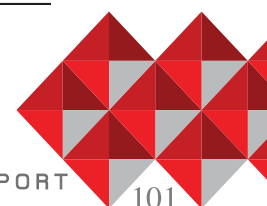
329,606,750	667,856,095
37,971,649	105,359,201
87,419,376	144,453,100
28,548,910	63,325,858
<b>483,546,685</b>	<b>980,994,254</b>

### 25.2 Factory overhead - note 25

- Salaries & Wages
- Festival Bonus
- Design Charges
- Electricity Charges
- Clearing Charges
- Stores & Spares - note 36.1(d)
- Fuel & Lubricants
- Gas Charges
- Indirect Raw Materials
- Insurance Premium
- Indirect Labor Charges
- Medical Expenses
- Repairs & Maintenance
- Servicing Charges
- Depreciation - note 4.2

205,369,604	284,237,263
10,269,778	18,991,268
912,672	2,757,097
313,411	482,370
876,602	1,853,062
18,462,793	24,012,796
3,548,989	4,860,898
60,594,329	73,477,801
1,662,752	10,416,945
1,584,898	2,759,868
1,018,594	1,419,360
572,077	165,074
1,935,795	2,479,645
4,107,644	7,289,094
59,154,696	94,416,766
<b>370,384,634</b>	<b>529,619,307</b>

**Note:** Details of quantity wise schedule of purchase and consumption are shown in note 36.1



1-Jul-2016 to 30-Jun-2017	1-Jan-2015 to 30-Jun-2016
12 months	18 months
Taka	Taka

## 26 ADMINISTRATIVE EXPENSES

Salary & Allowances	19,850,386	29,894,210
Director Remuneration - note 36.3(b)	2,400,000	2,300,000
Board Meeting Allowance - note 36.3(a)	215,000	310,000
General Meeting Expenses	605,000	-
Annual Fee DSE, CSE & CDBL	1,446,616	1,040,000
Audit Fee - note 36.4	100,000	150,000
Legal and Professional Fees	449,637	1,357,000
License & Renewal	450,977	1,294,906
Dress and Uniform	68,405	3,090
Electricity Bill	1,188,650	1,430,431
Entertainment	1,334,046	1,779,397
Internet Charges	240,000	384,113
Fooding Expenses	880,828	1,133,845
Ifter Expenses	66,123	62,166
Office Maintenance	739,448	1,011,018
Rent & Rates	3,390,000	390,000
Paper and Periodicals	14,479	20,318
Postage & Courier Service	231,233	397,720
Printing & Stationery	776,939	992,756
Staff Welfare	-	275,458
Telephone Charges	1,089,935	1,659,347
Recruitment Expenses	-	7,650
Interest on WPP & WF - note 20.2	807,269	320,681
Travelling and Others	2,041,556	4,521,447
Training Expenses	189,618	-
Advertisement Expense	232,755	-
Vehicle Maintenance	1,307,151	2,211,382
Impairment of Property, Plant & Equipment	3,199,489	-
Depreciation - note 4.2	3,286,371	5,245,375
	<b>46,601,911</b>	<b>58,192,310</b>

## 27 SELLING AND DISTRIBUTION EXPENSES

Salary & Allowances	10,862,535	14,015,913
Business Promotion	6,072,823	12,323,692
Carriage Outward	1,750,321	3,036,703
Commission on Export	1,049,147	1,245,415
Forwarding Expenses	1,360,997	2,072,840
Freight Charges	2,479,692	7,168,762
L/C Charges -Export	1,633,308	7,090,791
Sample Clearing Expenses	1,525,193	3,226,211
Testing Expenses	770,712	1,270,254
Trade Fair Expenses	1,529,754	2,573,204
Depreciation - note 4.2	3,286,372	5,245,376
	<b>32,320,854</b>	<b>59,269,161</b>

## 28 FINANCIAL EXPENSES

Interest Expense - note 28.1	63,429,164	150,744,129
Bank Charges & Commission	5,245,929	7,167,184
	<b>68,675,093</b>	<b>157,911,313</b>



	1-Jul-2016 to 30-Jun-2017 12 months Taka	1-Jan-2015 to 30-Jun-2016 18 months Taka
<b>28.1 Interest Expense - note 28</b>		
Sonali Bank Limited - note 28.1.1	6,732,132	24,811,416
National Bank Limited - note 28.1.2	2,775,008	5,098,531
Mercantile Bank Limited - note 28.1.3	3,050,623	6,659,261
Shahjalal Islami Bank Ltd. - note 28.1.4	1,682,539	-
Industrial Promotion & Development Company (BD) note 28.1.5	1,089,107	20,020,182
Lanka Bangla Finance Limited - note 28.1.6	27,321,977	51,299,561
Fareast Finance & Investment Limited - note 28.1.7	-	34,948,120
AB Bank Limited - note 28.1.8	-	2,657,058
IDLC Finance Ltd. - note 28.1.9	20,777,778	5,250,000
MIDAS Financing Ltd. - note 28.1.10	-	-
Union Capital Ltd. - note 28.1.11	-	-
	<b>63,429,164</b>	<b>150,744,129</b>
<b>28.1.1 Sonali Bank Limited - note 28.1</b>		
Interest on Project Loan	-	9,890,788
Interest on C.C Hypo	6,021,054	12,423,711
Interest on P.C Loan	711,078	2,496,917
	<b>6,732,132</b>	<b>24,811,416</b>
<b>28.1.2 National Bank Limited - note 28.1</b>		
Interest on C.C Hypo	2,626,435	4,114,184
Interest on LTR	48,871	270,692
Interest on P.C Loan	99,702	713,655
	<b>2,775,008</b>	<b>5,098,531</b>
<b>28.1.3 Mercantile Bank Limited - note 28.1</b>		
Interest on LTR	479,366	1,284,625
Interest on P.C Loan	1,163,094	876,760
Interest on HP Loan	-	1,948,465
Interest on FDBP / LDBP	-	-
Interest on SOD	1,408,163	2,549,411
	<b>3,050,623</b>	<b>6,659,261</b>
<b>28.1.4 Shahjalal Islami Bank Ltd. - note 28.1</b>		
Interest on Bai-Muajjal	1,676,579	-
Interest on Bai-Salam	5,960	-
	<b>1,682,539</b>	<b>-</b>
<b>28.1.5 Industrial Promotion &amp; Development Company (BD) Limited - note 28.1</b>		
Interest on Working Capital Loan	12,859,070	20,020,182
Interest Capitalized	(11,769,963)	-
	<b>1,089,107</b>	<b>20,020,182</b>
<b>28.1.6 Lanka Bangla Finance Limited - note 28.1</b>		
Interest on Working Capital Loan	33,534,084	64,799,561
Interest Received on Working Capital Loan	-	(13,500,000)
Interest Capitalized	(6,212,107)	-
	<b>27,321,977</b>	<b>51,299,561</b>



	1-Jul-2016 to 30-Jun-2017	1-Jan-2015 to 30-Jun-2016
	12 months	18 months
	Taka	Taka
<b>28.1.7 Fareast Finance &amp; Investment Limited - note 28.1</b>		
Interest on Working Capital Loan	-	34,948,120
	-	<b>34,948,120</b>
<b>28.1.8 AB Bank Limited - note 28.1</b>		
Hire Purchase Loan	-	2,657,058
	-	<b>2,657,058</b>
<b>28.1.9 IDLC Finance Ltd. - note 28.1</b>		
Interest on Working Capital Loan	20,777,778	5,250,000
	<b>20,777,778</b>	<b>5,250,000</b>
<b>28.1.10 MIDAS Financing Ltd. - note 28.1</b>		
Interest on Working Capital Loan	17,300,500	-
Interest Capitalized	(17,300,500)	-
	-	-
<b>28.1.11 Union Capital Ltd. - note 28.1</b>		
Interest on House Building Loan	3,804,167	-
Interest Capitalized	(3,804,167)	-
	-	-
<b>29 OTHER NON-OPERATING INCOME</b>		
Interest on FDR	103,030,354	53,563,698
Loss on Disposal of Financial Assets	(3,745,843)	-
Foreign Currency Fluctuation Gain/(Loss) on IPO amount	-	1,354,530
Interest on Savings Account	151,894	12,253,056
Foreign Currency Fluctuation Gain/(Loss)	487,698	2,023,970
	<b>99,924,103</b>	<b>69,195,254</b>



Note(s)	1-Jul-2016 to 30-Jun-2017	1-Jan-2015 to 30-Jun-2016
	12 months	18 months
	Taka	Taka

### 30 RELATED NOTES FOR STATEMENT OF CASH FLOWS

#### 30.1 Cash Received From Customers

Revenue	24	1,058,204,192	2,004,431,936
Change of Accounts Receivable Without Currency Fluctuation	9.1	557,437	112,859,188
		<b>1,058,761,629</b>	<b>2,117,291,124</b>

#### 30.2 Cash Paid to Suppliers

Cost of Goods Sold Without Employee Cost	25	(624,938,862)	(1,232,306,508)
Change of Inventories	8	(11,073,512)	1,426,015
Change of Trade Payable Without Currency Fluctuation	19.1	(67,660,177)	(113,629,456)
Depreciation (FOH)	25.2	59,154,696	94,416,766
		<b>(644,517,855)</b>	<b>(1,250,093,183)</b>

#### 30.3 Cash Paid to Employees

Employee Cost (FOH, Admin, Selling)	25.2, 26 & 27	(246,352,303)	(347,138,654)
Changes In Salary Payable	20.1	6,478,873	(1,050,886)
Changes In Advance Employee Cost	11.1	(1,370,462)	(1,793,167)
		<b>(241,243,892)</b>	<b>(349,982,707)</b>

#### 30.4 Cash Paid For Other Operating Expenses

Administrative Expenses Without Employee Cost	26	(26,751,525)	(28,298,100)
Selling & Distribution Expenses Without Employee Cost	27	(21,458,319)	(45,253,248)
Changes In Other Receivable	9.2	(40,150,600)	-
Changes In Other Payable	20.1	(24,122,095)	17,266,056
Interest On WPP & WF	26	807,269	320,681
Changes In Advances, Deposits & Prepayments (Except AIT)	11	(276,282,724)	(120,034,422)
Impairment of Property, Plant & Equipment	26	3,199,489	-
Depreciation (Admin & Selling)	26 & 27	6,572,743	10,490,751
		<b>(378,185,762)</b>	<b>(165,508,283)</b>

#### 30.5 Cash Paid to Affiliated Company

Regent Fabrics Limited	12.1	(11,252,018)	(113,540,299)
Regent Weaving Limited	12.2	(2,749,742)	(12,412,872)
		<b>(14,001,760)</b>	<b>(125,953,171)</b>

#### 30.6 Payment of Income Tax

Income Tax Expenses (Statement of Profit or Loss)		(24,453,901)	(36,804,007)
Changes In Income Tax Provision	23	2,190,962	17,269,122
Changes In Advance Income Tax	11.1	(7,566,408)	(594,755)
		<b>(29,829,347)</b>	<b>(20,129,640)</b>

#### 30.7 Interest Received

Interest Income From FDR	29	103,030,354	53,563,698
Interest Income From Savings Account	29	151,894	12,253,056
Fluctuation Gain/(Loss) On IPO Amount	29	-	1,354,530
Changes In Interest Receivable	10	1,397,943	(1,979,726)
		<b>104,580,191</b>	<b>65,191,558</b>

#### 30.8 Cash Payment For Financial Expenses

Financial Expense	28	(68,675,093)	(157,911,313)
		<b>(68,675,093)</b>	<b>(157,911,313)</b>





1-Jul-2016 to 30-Jun-2017	1-Jan-2015 to 30-Jun-2016
12 months	18 months
Taka	Taka

### 31 INFORMATION BASED ON PER SHARE

#### 31.1 Earnings Per Share (EPS)

##### 31.1.1 Earnings Per Share (EPS) [Basic]

The computation of EPS is given below:

Earnings attributable to the ordinary shareholders from core business  
Weighted average number of ordinary shares outstanding during the year  
Basic Earnings Per Share (From Core Operation) [A]

37,076,579	143,265,616
113,089,041	110,000,000
<b>0.33</b>	<b>1.31</b>

Earnings attributable to the ordinary shareholders from extraordinary income  
Weighted average number of ordinary shares outstanding during the year  
Basic Earnings Per Share (From Extra-ordinary Income) [B]

99,924,103	69,195,254
113,089,041	110,000,000
<b>0.88</b>	<b>0.63</b>

##### Earnings Per Share (Basic) [A+B]

<b>1.21</b>	<b>1.94</b>
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##### 31.1.2 Earnings Per Share (EPS) [Restated]

The computation of EPS is given below:

Earnings attributable to the ordinary shareholders from core business  
Weighted average number of ordinary shares outstanding during the year  
Earnings Per Share (From Core Operation) (Restated) [A]

143,265,616
113,089,041
<b>1.27</b>

Earnings attributable to the ordinary shareholders from extraordinary income  
Weighted average number of ordinary shares outstanding during the year  
Earnings Per Share (From Extra-ordinary Income) (Restated) [B]

69,195,254
113,089,041
<b>0.61</b>

##### Earnings Per Share (Restated) [A+B]

<b>1.88</b>
-------------

#### 31.2 Net Asset Value Per Share (NAV)

Total Assets  
Less: Liabilities  
Net Asset Value (NAV)  
Number of ordinary shares outstanding during the year  
Net Assets Value (NAV) Per Share

5,433,835,547	4,655,132,312
1,955,369,505	1,204,412,574
3,478,466,042	3,450,719,738
115,500,000	110,000,000
<b>30.12</b>	<b>31.37</b>

#### 31.3 Net Operating Cash Flow Per share

##### 31.3.1 Net Operating Cash Flow Per Share (Basic)

Net Operating Cash Flows (from statement of cash flows)  
Weighted average number of ordinary shares outstanding during the year  
Net Operating Cash Flow Per Share (Basic)

(235,015,227)	321,709,200
113,089,041	110,000,000
<b>(2.08)</b>	<b>2.92</b>

##### 31.3.2 Net Operating Cash Flow Per Share (Restated)

Net Operating Cash Flows (from statement of cash flows)  
Weighted average number of ordinary shares outstanding during the year  
Net Operating Cash Flow Per Share (Restated)

321,709,200
113,089,041
<b>2.84</b>

### 32 CONTINGENT LIABILITIES, COMMITMENTS AND OTHER INFORMATION

#### 32.1 Contingencies

(a) Bank Guarantees lies with National Bank Limited, Jubilee Road Branch, Chittagong.

- (i) Karnaphuli Gas Distribution Company Limited - Tk 11,933,000
- (ii) Commissioner of Customs - Tk 7,654,688
- (iii) Bangladesh General Insurance Company Ltd. - Tk 100,000

(b) The Company had the following pending litigations against them as of the end of the reporting year:

Sl.	Case No.	Case filed by	Claim amount (Tk)
(i)	CEVT/CASE(CUS)/3	Customs Bond Commisionerate, Chittagong	2,559,918
(ii)	2004-2005/13	Do	234,304
		<b>Total</b>	<b>2,794,222</b>

#### 32.2 Directors' interest in contracts with the company

There was no transaction resulting in Directors' interest with the company and no leasing facilities have been made available to the Directors. The directors gave Tk. 51,405,915 as interest free loan to the company - Note 22.

#### 32.3 Segment Reporting

As there is a single business and no geographic segment within which the company operates, no segment reporting is felt necessary.

#### 32.4 Credit Facility Not Availed

There was no credit facility available to the company under any contract, but not availed as on 26 October 2017 other than trade credit available in the ordinary course of business.

### 33 EVENTS AFTER THE REPORTING PERIOD

The Board of Directors in their meeting held on **31 October 2017** recommended **10% cash dividend** for all shareholders excluding Sponsors/Directors for the year ended on **30 June 2017**. This will be considered for approval by the shareholders at the Annual General Meeting (AGM).

No other material events had occurred from the end of the reporting period to the date of issue of this Financial Statements, which could materially affect the values stated in the Financial Statements.

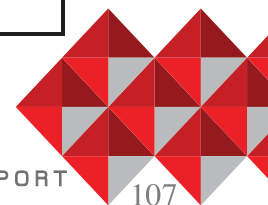


### 34 RELATED PARTY DISCLOSURES

#### i) Related party transactions

The Company carried out a number of transactions with related parties in the normal course of business on arms length basis.

								Amount in Taka	
SL No.	Name of the Related Parties	Name of the Person Involved	Relationship	Nature of Transactions	Transaction during the year		Balance as at 30-June-2017	Balance as at 30-June-2016	
1	Regent Spinning Mills Limited	Mr. Md. Yakub Ali	Common Director	Supply of Yarn	Dr.	65,429,744	(16,561,501)	(12,707,081)	
		Mr. Md. Yasin Ali							
		Mr. Mashruf Habib							
		Mr. Salman Habib			Cr.	(69,284,164)			
2	Regent Fabrics Limited	Mr. Md. Yakub Ali	Do	Servicing of Fabric	Dr.	93,076,570	245,799,593	217,622,298	
					Cr.	(76,151,293)			
		Mr. Md. Yasin Ali		Due To/From	Dr.	450,094,920			
					Cr.	(438,842,902)			
3	Regent Weaving Limited	Mr. Md. Yakub Ali	Do	Servicing of Fabric	Dr.	89,648,037	69,814,533	82,999,030	
					Cr.	(105,582,276)			
		Mr. Md. Yasin Ali		Due To/From	Dr.	182,456,271			
					Cr.	(179,706,529)			
4	Anowara Fashions Limited	Mr. Md. Yakub Ali	Do	Readymade Garments	Dr.	140,564,289		720,369	
		Mr. Md. Yasin Ali			Cr.	(141,284,658)			
5	Legacy Fashion Limited	Mr. Md. Yakub Ali	Do	Readymade Garments	Dr.	78,245,001	12,505,600		
		Mr. Md. Yasin Ali			Cr.	(65,739,401)			
6	Siam's Superiors Limited	Mr. Md. Yakub Ali	Do	Readymade Garments	Dr.	35,768,756	34,710,900	3,208,620	
		Mr. Md. Yasin Ali							
		Mr. Tanvir Habib			Cr.	(4,266,476)			
7	Diamond Cement Limited	Mr. Md. Yakub Ali	Do	Supply of Cement	Dr.	6,181,799		(5,610,889)	
		Mr. Md. Yasin Ali			Cr.	(570,910)			
8	Habib Sons	Mr. Md. Yakub Ali	Do	Supply of Chemical	Dr.	728,400	816,400	881,350	
					Cr.	(793,350)			
9	Directors	Mr. Md. Yakub Ali	Key Management Personnel	Remuneration, Board Meeting Fees and Office Rent	Dr.	2,855,000	2,855,000	2,970,000	
		Mr. Md. Yasin Ali							
		Mr. Mashruf Habib							
		Mr. Salman Habib			Cr.	-			
		Mr. Tanvir Habib							
		Mr. Prof. Syed Ahsanul Alam							
		Mr. Md. Javed Iqbal							
10	Directors/ Sponsors	Mr. Md. Yakub Ali	Directors/ Sponsors	Short Term Loan	Dr.		(51,405,915)		
		Mr. Md. Yasin Ali							
		Mr. Mashruf Habib							
		Mr. Salman Habib			Cr.	(51,405,915)			
		Mr. Tanvir Habib							
		Mrs. Anjumanara Begum							
		Mrs. Amina Mahabub							
		Mrs. Salma Yasin							
		Mrs. Tanima Mahabub							



ii) Particulars of Directors of Regent Textile Mills Limited as at 30 June 2017

SL	Name of Directors	BOD of RTML	Entities where they have interests	Position
1	Mr. Md. Yakub Ali	Chairman	Ali Fashion Limited	Chairman
			Anowara Apparels Limited	
			Anowara Fashions Limited	
			Anowara Paper Mills Limited	
			Diamond Cement Limited	
			Diamond Pack Limited	
			Habib Printer & Publishers Limited	
			Habib Steels Limited	
			Legacy Fashion Limited	
			Maam Textile Mills Limited	
			MTS Re-Rolling Mills Limited	
			Mudys Navigation Limited	
			Noor Garments Limited	
			Regent Fabrics Limited	
			Regent Power Limited	
			Regent Spinning Mills Limited	
			Regent Weaving Limited	
			Regent Energy & Power Limited	
			Siam's Superiors Limited	
			Union Cement Mills Limited	
			Hela Clothings Ltd.	
			Union Fertilizer Complex Limited	
2	Mr. Md. Yasin Ali	Director	Valiant Fashion Wear Limited	Managing Director
			Valiant Garments Limited	
			Habib Share & Securities Limited	Director
			Bangladesh Fertilizer & Agro Chemicals Limited	
			HG Aviation Limited	
			NCCB Limited	Proprietor
			Habib Sons	
			ANZ Properties Limited	Chairman
			HG Aviation Limited	
			Southern Medical College & Hospital	
			Habib Share & Securities Limited	
			Ali Fashion Limited	Managing Director
			Anowara Apparels Limited	
			Anowara Fashions Limited	
			Anowara Paper Mills Limited	
			Bangladesh Fertilizer & Agro Chemicals Limited	
			Diamond Cement Limited	
			Diamond Pack Limited	
			Habib Printer & Publishers Limited	
			Habib Steels Limited	
			Legacy Fashion Limited	
			Maam Textile Mills Limited	
			MTS Re-Rolling Mills Limited	
			Mudys Navigation Limited	
			Noor Garments Limited	
			Regent Fabrics Limited	
			Regent Power Limited	
			Regent Spinning Mills Limited	
			Regent Weaving Limited	
			Regent Energy & Power Limited	
			Siam's Superiors Limited	
			Union Cement Mills Limited	
			Hela Clothings Ltd.	
			Union Fertilizer Complex Limited	
			Valiant Fashion Wear Limited	
			Valiant Garments Limited	
			Meghna Bank Limited	Director
			Continental Insurance Limited	

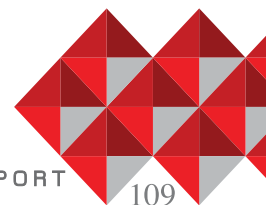
SL	Name of Directors	BOD of RTM	Entities where they have interests	Position
3	Mr. Mashruf Habib	Director	HG Aviation Limited	Managing Director
			Regent Spinning mills Limited	Director
			Regent Energy & Power Limited	
			DCL Auto Bricks Limited	
			Valiant Fashion Wear Limited	
			Valiant Garments Limited	
4	Mr. Salman Habib	Managing Director	HG Aviation Limited	Director
			Regent Spinning Mills Limited	
			Regent Energy & Power Limited	
			DCL Auto Bricks Limited	
			Continental Insurance Limited	
			Valiant Fashion Wear Limited	
5	Mr. Tanvir Habib	Director	DCL Auto Bricks Limited	Director
			Valiant Fashion Wear Limited	
			Valiant Garments Limited	
			Hela Clothings Ltd.	
			Siam's Superiors Limited	
			HG Aviation Limited	
			Regent Spinning Mills Limited	Shareholder
			Regent Energy & Power Limited	
			Ali Fashion Limited	
			Anowara Apparels Limited	
			Anowara Fashions Limited	
			Anowara Paper Mills Limited	
			Bangladesh Fertilizer & Agro Chemicals Limited	
			Diamond Cement Limited	
			Diamond Pack Limited	
			Habib Printer & Publishers Limited	
			Habib Steels Limited	
			Legacy Fashion Limited	
			Maam Textile Mills Limited	
			MTS Re-Rolling Mills Limited	
			Mudys Navigation Limited	
			Noor Garments Limited	
			Regent Fabrics Limited	
			Regent Power Limited	
			Regent Weaving Limited	
			Union Cement Mills Limited	
			Union Fertilizer Complex Limited	
			Habib Share & Securities Limited	

### 35 ATTENDANCE STATUS OF BOARD MEETING OF DIRECTORS

During the year from 01 July 2016 to 30 June 2017, 07 (Seven) Board meetings and 04 (Four) Audit Committee meetings in total 11 (Eleven) meetings were held. The attendance status of all the meetings are as follows:

SL	Name of the Directors	Position	Meetings held	Attendance
1	Mr. Md. Yakub Ali	Chairman	11	7
2	Mr. Md. Yasin Ali	Director	11	11
3	Mr. Mashruf Habib	Director	11	5
4	Mr. Salman Habib	Managing Director	11	7
5	Mr. Tanvir Habib	Director	11	7
6	Mr. Prof. Syed Ahsanul Alam	Independent Director	11	3
7	Eng. Md. Abul Quasem	Independent Director	-	-
8	Mr. Md Javed Iqbal	Independent Director	11	3

\* Mr. Prof. Syed Ahsanul Alam, Independent Director of the company has resigned from the Board of Directors on 07 March 2017, and subsequently Mr. Eng. Md. Abul Quasem was appointed as Independent Director on 01 June 2017.



36 DISCLOSURE AS PER REQUIREMENT OF SCHEDULE XI, PART II OF THE COMPANIES ACT 1994

36.1 Quantity wise schedule of Inventory - Para 3 of Schedule XI, Part II

Qty Unit	30-Jun-2017		30-Jun-2016	
	Qty	Taka	Qty	Taka

(a) Movement of Raw Materials - note 8 & 25:

Opening Inventory

Yarn	Kg	114,684	27,581,553	150,725	36,774,956
Dyes & Chemical	N/A	-	50,380,941	-	47,973,225
<b>Total</b>			<b>77,962,494</b>		<b>84,748,181</b>

Purchase

Yarn	Kg	1,395,830	329,606,750	2,751,497	667,856,095
Dyes & Chemical	N/A	-	87,419,376	-	144,453,100
Grey Fabrics	Mtr.	267,406	37,971,649	723,124	105,359,201
<b>Total</b>			<b>454,997,775</b>		<b>917,668,396</b>

Consumption

Yarn	Kg	1,409,420	333,290,627	2,787,538	677,049,498
Dyes & Chemical	N/A	-	83,573,998	-	142,045,384
Grey Fabrics	Mtr.	267,406	37,971,649	723,124	105,359,201
<b>Total</b>			<b>454,836,274</b>		<b>924,454,083</b>

Closing Inventory

Yarn	Kg	101,094	23,897,676	114,684	27,581,553
Dyes & Chemical	N/A	-	54,226,319	-	50,380,941
<b>Total</b>			<b>78,123,995</b>		<b>77,962,494</b>

(b) Work-in-Process - note 8 & 25:

Opening Inventory

Yarn	Kg	71,118	19,237,624	71,933	19,493,963
Dyes & Chemicals	N/A	-	2,003,971	-	1,404,552
Grey Fabrics (Weaving)	Mtr.	1,027,482	114,564,277	1,181,347	125,866,749
Dyeing, Printing & Finishing	Mtr.	475,797	66,064,498	485,850	66,075,620
Home Tex (Stitching)	N/A	-	14,201,080	-	15,156,947
<b>Total</b>			<b>216,071,450</b>		<b>227,997,831</b>

Closing Inventory

Yarn	Kg	70,134	18,788,326	71,118	19,237,624
Dyes & Chemicals	N/A	-	1,529,987	-	2,003,971
Grey Fabrics (Weaving)	Mtr.	1,210,257	131,689,750	1,027,482	114,564,277
Dyeing, Printing & Finishing	Mtr.	381,735	51,115,415	475,797	66,064,498
Home Tex (Stitching)	N/A	-	14,742,342	-	14,201,080
<b>Total</b>			<b>217,865,820</b>		<b>216,071,450</b>

(c) Movement of Finished Goods - note 8 & 25:

Opening Inventory

Finished Fabrics (RMG)	Mtr.	13,424	1,315,560	4,664	704,270
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	537,221	35,993,808	582,510	42,814,508
<b>Total</b>	<b>Mtr.</b>	<b>550,645</b>	<b>37,309,368</b>	<b>587,174</b>	<b>43,518,778</b>

Production

Finished Fabrics (RMG)	Mtr.	4,351,869	350,859,058	7,467,288	761,381,143
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	5,413,660	436,510,149	8,375,456	806,454,903
<b>Total</b>	<b>Mtr.</b>	<b>9,765,529</b>	<b>787,369,207</b>	<b>15,842,744</b>	<b>1,567,836,046</b>

Delivery

Finished Fabrics (RMG)	Mtr.	4,335,732	349,759,198	7,458,528	760,769,853
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	5,325,830	435,749,055	8,420,745	813,275,603
<b>Total</b>	<b>Mtr.</b>	<b>9,661,562</b>	<b>785,508,253</b>	<b>15,879,273</b>	<b>1,574,045,456</b>



Qty Unit	30-Jun-2017		30-Jun-2016	
	Qty	Taka	Qty	Taka

#### Closing Inventory

Finished Fabrics (RMG)	Mtr.	29,561	2,415,420	13,424	1,315,560
Finished Fabrics & Finished Goods (Home)	Mtr.	625,051	36,754,902	537,221	35,993,808
<b>Total</b>	<b>Mtr.</b>	<b>654,612</b>	<b>39,170,322</b>	<b>550,645</b>	<b>37,309,368</b>

#### (d) Movement of Spare Parts & Accessories - note 8 & 25:

##### Opening Inventory

Stores & Spares	N/A	-	30,637,148	-	30,356,331
Accessories & Trims	N/A	-	26,630,086	-	3,415,440
<b>Total</b>		<b>-</b>	<b>57,267,234</b>	<b>-</b>	<b>33,771,771</b>

##### Purchase

Stores & Spares	N/A	-	42,813,316	-	24,293,613
Accessories & Trims	N/A	-	28,548,910	-	63,325,858
<b>Total</b>		<b>-</b>	<b>71,362,226</b>	<b>-</b>	<b>87,619,471</b>

##### Consumption

Stores & Spares	N/A	-	18,462,793	-	24,012,796
Accessories & Trims	N/A	-	45,642,746	-	40,111,212
<b>Total</b>		<b>-</b>	<b>64,105,539</b>	<b>-</b>	<b>64,124,008</b>

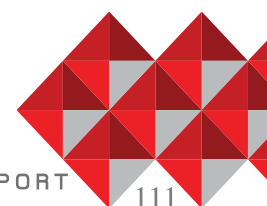
##### Closing Inventory

Stores & Spares	N/A	-	54,987,671	-	30,637,148
Accessories & Trims	N/A	-	9,536,250	-	26,630,086
<b>Total</b>		<b>-</b>	<b>64,523,921</b>	<b>-</b>	<b>57,267,234</b>

**Note:** Due to diverse and innumerable units of measurement it is not practicable to provide quantities for Home Tex items, Dyes & Chemicals and Spare Parts & Accessories.

#### 36.2 Number of Employees - Para 3 of Schedule XI, Part II

Salary Range (Monthly)	Head Office		Factory			Total Employees
	Officer	Staff	Officer	Staff	Worker	
Below 6,300	-	-	-	-	-	-
Above 6,300	44	16	186	111	1,479	1,836
<b>As on 30-June-2017</b>	<b>44</b>	<b>16</b>	<b>186</b>	<b>111</b>	<b>1,479</b>	<b>1,836</b>
<b>As on 30-June-2016</b>	<b>43</b>	<b>15</b>	<b>182</b>	<b>103</b>	<b>1,461</b>	<b>1,804</b>





### 36.3 Payment information to Directors - Para 4 of Schedule XI, Part II

#### (a) Aggregate Amount of Remuneration Paid to all Directors

##### Payment Type

	1-Jul-2016 to 30-Jun-2017 12 months Taka	1-Jan-2015 to 30-Jun-2016 18 months Taka
Board Meeting Fees - note 26	215,000	310,000
Remuneration - note 26	2,400,000	2,300,000
Salary & Allowances	8,820,000	12,780,000
	<b>11,435,000</b>	<b>15,390,000</b>

#### (b) Directors' Remuneration - note 26

Name of the Director(s)	Designation	Monthly Remuneration		
Mr. Salman Habib	Managing Director	Tk. 200,000	2,400,000	2,300,000
			<b>2,400,000</b>	<b>2,300,000</b>

### 36.4 Auditor's Remuneration - Para 6 of Schedule XI, Part II - note 26

Statutory Audit Fee - Hoda Vasi Chowdhury & Co - note 26	100,000	150,000
	<b>100,000</b>	<b>150,000</b>

### 36.5 Installed Capacity & Utilization of Capacity - Para 7 of Schedule XI, Part II

#### (a) Weaving

Installed Capacity (In Meter)	12,000,000	18,000,000
Actual Production	8,454,320	13,132,104
Capacity Utilization (%)	<b>70.45%</b>	<b>72.96%</b>

#### (b) Dyeing and Printing

Installed Capacity (In Meter)	14,000,000	21,000,000
Actual Production	9,765,529	15,842,744
Capacity Utilization (%)	<b>69.75%</b>	<b>75.44%</b>

### 37 GENERAL

37.1 The amounts in these financial statements have been rounded off to the nearest Taka.

37.2 Figures in bracket denotes negative/payment/outflow.

These financial statements should be read in conjunction with the annexed notes  
and were approved by the Board of Directors on 31/10/2017  
and were signed on its behalf by:

  
COMPANY SECRETARY

  
DIRECTOR

  
MANAGING DIRECTOR

# Annexure - A: ACCOUNTS RECEIVABLE

## (a) For Sale of RMG

	30-Jun-2017 Taka	30-Jun-2016 Taka
Aftabunessa Textile	9,940,093	4,601,087
Alif Casual Wear Ltd.	54,600	-
Angora Fashions Ltd.	300	3,707,542
Anowara Fashion Limited	-	720,369
Anupam Fashion Wear Ltd.	2,065,051	-
Arion Dressess Ltd.	533,520	-
Artistic Apparels Limited	8,046,964	5,920,200
Brightex App. Ltd.	-	2,553,720
C & A Fashion Ltd.	-	269,100
Cassiochia Apparels Limited	699,077	598,457
Classical Garments	62,800	-
Chowdhury Fashion Ltd.	-	894,660
Corona Fashion Ltd.	4,753,975	-
Design Apparels Ltd.	-	870,613
Famous Design Ltd	8,040	-
Fieyue Fasion Ltd.	-	1,265,355
Fashion Park International Ltd.	2,597,403	-
Flash Apparels Limited	1,301,748	-
Gous Apparels Limited	-	1,215,483
Gous Fashion Industries Ltd.	765,032	-
Guess Kid.	448,000	-
Grasp International Ltd.	-	326,430
H.I.Apparels Ltd.	1,126,125	6,041,389
Hela Clothing Bd Ltd.	-	242,190
Invent Clothing Ltd.	4,121,991	4,121,991
Intercare Ltd.	4,034,940	-
Jamuna Apparels Ltd.	1,056,419	806,702
Jeans Express Limited	-	6,824,177
K.L. Fashion Ltd.	405,388	914,675
Kay Garments Limited	19,890	-
Kohinoor App. Ltd.	3,129,319	1,987,440
Klarion Designs Ltd.	6,552	-
Legacy Fashion Ltd	12,505,600	-
Maf Shoes Limited	843,259	374,174
Manami Fashion Ltd.	1,221,309	-
Mitali Fashion Ltd.	-	433,675
Mithun Knitting & Dyeing Ltd.	-	1,189,032
Moon Fashion Limited	3,218	374,400
Murad Apparels Ltd.	515,970	-
Naba Exports Limited	2,120,040	-
Orchid Fashion Ltd.	614,400	614,400
Orchid Garments Ltd.	27,628	-
Sincere Garments Ltd.	4,918,133	1,885,857
Saad Musa Fabrics Limited	-	3,050,650
Clifton Apparels Limited	-	9,045,350
Afra Dressess Limited	-	8,510,455
Well Mart Limited	-	17,560,550
Benchmark Apparels Limited	-	4,832,645
Humaira Trading	-	11,550,350
Pratik Apparels Limited	533,707	1,656,205
	-	-

**Annexure - A: ACCOUNTS RECEIVABLE**

	30-Jun-2017 Taka	30-Jun-2016 Taka
Other Sales	-	115,025,000
Madina Garments Ltd.	3,871,727	3,737,628
Premier Fashion Ware Limited	589,056	-
Riverside Apparels Ltd.	2,734,447	-
Progressive Apparels Ltd	-	6,853,372
Sag Fashion Limited	1,281,384	-
S&S Swimwear Ltd	1,909,931	1,909,931
Saturn Textile Ltd	13,725,026	-
Sanguine Apparels Ltd.	2,609,888	-
Siam's Superior Ltd.	34,710,900	3,208,620
Shin Shin Apparels Ltd.	4,504,500	-
Smart Jeans Ltd.	2,554,923	-
Spotfame Apparels Ltd.	-	163,800
Sundry Apparels Limited	-	252,720
Tex Tailor Export Ltd.	-	1,904,292
M/S Techno Fiber Ltd.	185,208	-
Unique Apparels Ltd.	1,015,997	-
Uponti Apparels Ltd.	681,330	-
Urmi Garments Ltd.	2,467,250	-
Radisson Apparels Limited	2,305,166	26,040,316
Rebecca Fashions Limited	1,506,320	1,506,320
Rasha International	98,495	-
Saad Musa Fabrics Limited	65,929	-
TSR Apparels Limited	-	3,129,360
Wazhico Apparels Limited	-	592,176
	<b>145,297,968</b>	<b>269,282,858</b>

**(b) For Sale of Hometex**

	30-Jun-2017 Taka	30-Jun-2016 Taka
KGS Sourcing	26,715,779	63,074,858
Kid Interior AS	8,048,263	20,080,157
Heinrich Heine GMBH	5,599,691	11,024,414
Bon Prix	1,591,177	6,048,488
OTTO GMBH	1,838,008	6,000,398
Heimtex AB	5,612,643	3,198,650
Hamptons Company AB	2,238,912	-
Marcentile Credit Incorporation	21,446,952	-
Princess Groupen AS	146,096	-
EMC Distribution	507,168	-
Silex A VYVOZ	4,370,863	-
JYSK Linen'n Furniture Inc.	9,791,335	-
	<b>87,906,887</b>	<b>109,426,965</b>



## Annexure - B: ACCOUNTS PAYABLE

### a For Supply of Raw Materials

#### (i) Back to Back L/C In Mercantile Bank Limited:

L/C Number	Merchandise	30-Jun-2017 Taka	L/C Number	Merchandise	30-Jun-2016 Taka
174316040283	Accessories	241,383	174316040089	Accessories	208,878
174317040052	Accessories	267,165	174316040055	Accessories	497,286
174317040101	Accessories	411,016	174316040124	Accessories	235,100
174316040282	Accessories	665,811	174316040138	Accessories	340,197
174317040066	Accessories	244,296	174316040128	Accessories	818,129
174317040161	Accessories	470,387	174316040113	Accessories	419,565
174317040162	Accessories	203,126	174316040088	Accessories	735,980
174316040286	Accessories	234,213	174316040039	Accessories	166,132
174317040021	Accessories	390,000	174316060020	Dyes & Chemical	1,128,660
174317040010	Accessories	312,897	174316040100	Dyes & Chemical	180,336
174317120003	Accessories	611,247	174316060014	Dyes & Chemical	1,441,440
174317040053	Accessories	192,275	174316060037	Dyes & Chemical	1,205,568
174317040153	Accessories	423,592	174316060029	Dyes & Chemical	1,310,673
174316040284	Accessories	457,470	174316040103	Dyes & Chemical	597,300
174317040008	Accessories	1,302,602	174316040076	Dyes & Chemical	510,300
174317040039	Accessories	97,768	174316060024	Dyes & Chemical	1,193,400
174317040063	Accessories	132,065	174316060025	Dyes & Chemical	900,432
174316040285	Accessories	176,623	174316060041	Dyes & Chemical	562,692
174317040152	Accessories	319,667	174316060039	Dyes & Chemical	1,757,008
174317040051	Accessories	105,562	174316040104	Dyes & Chemical	405,052
174317040154	Accessories	522,179	174316060028	Dyes & Chemical	1,911,000
174317040080	Accessories	286,092	174316060034	Dyes & Chemical	1,891,500
174317040150	Accessories	393,132	174316060027	Dyes & Chemical	1,878,240
174317040011	Accessories	361,218	174316040123	Dyes & Chemical	469,560
174317040133	Accessories	153,306	174316060010	Dyes & Chemical	1,829,880
174317060009	Dyes & Chemical	1,118,520	174316040050	Yarn	1,295,892
174317060029	Dyes & Chemical	1,268,124	174315040310	Yarn	602,160
174317060023	Dyes & Chemical	1,015,872	174316040034	Yarn	2,184,000
174317060027	Dyes & Chemical	988,416	174316040035	Yarn	1,432,080
174317060060	Dyes & Chemical	1,684,800	174316040063	Yarn	1,556,100
174317040158	Dyes & Chemical	390,000	174316040073	Yarn	2,808,000
174317060021	Dyes & Chemical	2,273,700	174316040097	Yarn	1,404,000
174317040075	Dyes & Chemical	516,360	174316040102	Yarn	8,751,600
174317060047	Dyes & Chemical	922,896	174316040125	Yarn	1,404,000
174317060061	Dyes & Chemical	1,314,144	174316040131	Yarn	1,404,000
174317040160	Yarn	1,741,350	174316040132	Yarn	1,404,000
174317040007	Yarn	2,379,000	174316040061	Yarn	666,900
174317040019	Yarn	2,379,000	174315040284	Yarn	4,071,600
174317040029	Yarn	3,092,700	174315040305	Yarn	1,072,500
174317040140	Yarn	858,000	174316040126	Yarn	2,145,000
174316040185	Yarn	2,379,000	174316040033	Yarn	1,579,500

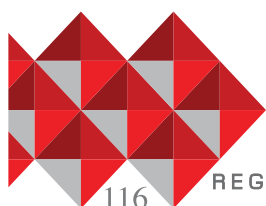


## Annexure - B: ACCOUNTS PAYABLE

### a For Supply of Raw Materials

#### (i) Back to Back L/C In Mercantile Bank Limited: (Cont.)

L/C Number	Merchandise	30-Jun-2017 Taka	L/C Number	Merchandise	30-Jun-2016 Taka
174316040288	Yarn	1,272,130	174316040046	Yarn	1,248,000
174317040014	Yarn	1,170,000	174316040069	Yarn	1,014,000
174317040027	Yarn	702,000	174316040083	Yarn	1,014,000
174317040046	Yarn	1,443,000	174316040084	Yarn	1,014,000
174317040060	Yarn	2,496,000	174316040099	Yarn	858,000
174317040068	Yarn	2,496,000	174316040137	Yarn	975,000
174317040071	Yarn	1,443,000	174316040054	Yarn	1,385,670
174317040076	Yarn	2,496,000	174316040062	Yarn	3,417,960
174317040082	Yarn	1,082,250	174316040091	Yarn	2,193,750
174317040087	Yarn	2,496,000	174316040136	Yarn	2,932,800
174317040088	Yarn	1,443,000	174316040072	Fabrics	3,505,320
174317040094	Yarn	1,872,000	<b>Total</b>		<b>75,934,140</b>
174317040145	Yarn	2,574,000	-	-	-
174317040146	Yarn	2,574,000	-	-	-
174317040157	Yarn	2,574,000	-	-	-
174317040005	Yarn	1,667,250	-	-	-
174317040062	Yarn	1,667,250	-	-	-
174316040277	Yarn	1,053,000	-	-	-
174317040017	Yarn	1,599,000	-	-	-
174317040025	Yarn	1,579,500	-	-	-
174317040026	Yarn	1,665,300	-	-	-
174317040070	Yarn	936,000	-	-	-
174317040081	Yarn	936,000	-	-	-
174317040086	Yarn	3,471,000	-	-	-
174317040091	Yarn	1,345,500	-	-	-
174317040093	Yarn	721,500	-	-	-
174317040144	Yarn	1,014,000	-	-	-
174317040147	Yarn	1,755,000	-	-	-
174317040016	Yarn	1,482,000	-	-	-
174317040067	Yarn	1,380,600	-	-	-
174317040085	Yarn	1,199,250	-	-	-
174317040018	Yarn	2,519,400	-	-	-
174317040045	Yarn	1,308,450	-	-	-
174317040072	Yarn	1,482,000	-	-	-
174317040078	Yarn	808,665	-	-	-
174317040084	Yarn	624,000	-	-	-
174317040143	Yarn	2,340,000	-	-	-
174316040266	Yarn	1,368,900	-	-	-
174317040006	Yarn	1,326,000	-	-	-
174317040092	Yarn	2,925,000	-	-	-
<b>Total</b>		<b>99,604,919</b>			



## Annexure - B: ACCOUNTS PAYABLE

### a For Supply of Raw Materials

#### (ii) Back to Back L/C In National Bank Limited:

L/C Number	Merchandise	30-Jun-2017 Taka	L/C Number	Merchandise	30-Jun-2016 Taka
0942170400008	Accessories	441,548	0942160400045	Accessories	399,360
0942170400009	Accessories	236,175	0942160400052	Accessories	692,650
0942170600002	Dyes & Chemical	1,797,120	0942160400041	Accessories	118,872
0942170600001	Dyes & Chemical	1,946,100	0942160400051	Accessories	444,190
0942170600003	Dyes & Chemical	1,067,976	0942160400004	Accessories	631,800
0942170400010	Dyes & Chemical	516,360	0942160400031	Accessories	158,863
0942170400004	Yarn	1,092,000	0942160400044	Accessories	813,136
0942170400006	Yarn	2,574,000	0942160400053	Accessories	387,362
0942160400025	Yarn	1,474,200	0942160400047	Accessories	492,960
0942170400005	Yarn	721,500	0942160400050	Accessories	491,100
0942170400007	Yarn	1,833,000	0942160400054	Accessories	974,850
0942170400001	Yarn	3,728,400	0942160400056	Accessories	240,549
0942170400002	Yarn	936,000	0942160400002	Dyes & Chemical	2,091,180
0942170400003	Yarn	3,024,060	0942160400005	Dyes & Chemical	1,914,900
<b>Total</b>		<b>21,388,439</b>	0942160400039	Dyes & Chemical	491,868
-	-	-	0942160600011	Dyes & Chemical	1,614,600
-	-	-	0942160400038	Dyes & Chemical	529,339
-	-	-	0942160600010	Dyes & Chemical	1,971,450
-	-	-	0942160600009	Dyes & Chemical	2,045,589
-	-	-	0942160400016	Yarn	2,184,000
-	-	-	0942160400020	Yarn	1,684,800
-	-	-	0942160400021	Yarn	3,276,000
-	-	-	0942160400022	Yarn	2,184,000
-	-	-	0942160400023	Yarn	4,368,000
-	-	-	0942160400024	Yarn	1,603,680
-	-	-	0942160400026	Yarn	3,354,000
-	-	-	0942160400032	Yarn	10,104,900
-	-	-	0942160400033	Yarn	2,106,000
-	-	-	0942160400034	Yarn	7,979,400
-	-	-	0942160400037	Yarn	1,638,000
-	-	-	0942160400049	Yarn	2,207,400
-	-	-	0942160400005	Yarn	6,786,000
-	-	-	0942160400025	Yarn	1,474,200
-	-	-	0942150400024	Yarn	1,677,000
-	-	-	0942160400006	Yarn	436,410
-	-	-	0942160400013	Yarn	1,716,000
-	-	-	0942160400015	Yarn	1,045,200
-	-	-	0942160400027	Yarn	2,835,300
-	-	-	0942160400036	Yarn	1,092,000
-	-	-	0942160400035	Yarn	5,934,630
-	-	-	0942160400055	Yarn	4,399,200
-	-	-	0942160400042	Yarn	1,111,500
-	-	-	0942160400043	Yarn	1,111,500
-	-	-	0942160400048	Yarn	4,414,800
-	-	-	0942160400046	Yarn	6,942,000
			<b>Total</b>		<b>100,170,538</b>



## Annexure - B: ACCOUNTS PAYABLE

### a For Supply of Raw Materials

#### (iii) Back to Back L/C In Shahjalal Islami Bank Limited:

L/C Number	Merchandise	30-Jun-2017 Taka	L/C Number	Merchandise	30-Jun-2016 Taka
2972170600029	Accessories	518,700	-	-	-
2972170400055	Accessories	249,148	-	-	-
2972170400036	Accessories	227,290	-	-	-
2972170400062	Accessories	507,259	-	-	-
2972170400046	Accessories	691,130	-	-	-
2972170400056	Accessories	202,043	-	-	-
2972170600026	Dyes & Chemical	1,295,541	-	-	-
2972170600028	Dyes & Chemical	895,050	-	-	-
2972170600041	Dyes & Chemical	862,290	-	-	-
2972170600036	Dyes & Chemical	743,184	-	-	-
2972170600032	Dyes & Chemical	1,944,852	-	-	-
2972170600039	Dyes & Chemical	1,960,920	-	-	-
2972170600059	Dyes & Chemical	317,363	-	-	-
2972170600025	Dyes & Chemical	1,167,894	-	-	-
2972170600060	Dyes & Chemical	357,084	-	-	-
2972170600042	Dyes & Chemical	1,591,200	-	-	-
2972170600037	Dyes & Chemical	2,714,400	-	-	-
2972170600031	Dyes & Chemical	755,664	-	-	-
2972170600043	Dyes & Chemical	973,440	-	-	-
2972170400028	Yarn	1,599,000	-	-	-
2972170400031	Yarn	1,239,420	-	-	-
2972170400032	Yarn	1,299,480	-	-	-
2972170400027	Yarn	2,496,000	-	-	-
2972170400041	Yarn	5,070,000	-	-	-
2972170400052	Yarn	1,287,000	-	-	-
2972170400053	Yarn	1,287,000	-	-	-
2972170400033	Yarn	4,839,120	-	-	-
2972170400034	Yarn	1,848,600	-	-	-
2972170400035	Yarn	1,113,840	-	-	-
2972170400039	Yarn	2,028,000	-	-	-
2972170400044	Yarn	2,028,000	-	-	-
2972170400047	Yarn	2,269,800	-	-	-
2972170400058	Yarn	1,872,000	-	-	-
2972170400061	Yarn	1,014,000	-	-	-
2972170400054	Yarn	1,677,000	-	-	-
2972170400030	Yarn	5,179,200	-	-	-
2972170400037	Yarn	2,511,600	-	-	-
2972170400042	Yarn	3,195,348	-	-	-
2972170400038	Yarn	2,589,600	-	-	-
Total		<u>64,418,460</u>			





## Annexure - B: ACCOUNTS PAYABLE

### a For Supply of Raw Materials

#### (iv) Back to Back L/C In Sonali Bank Limited:

L/C Number	Merchandise	30-Jun-2017 Taka	L/C Number	Merchandise	30-Jun-2016 Taka
-	-	-	034216040200	Accessories	514,098
-	-	-	034216040199	Accessories	176,625
-	-	-	034215040585	Accessories	238,600
-	-	-	034216040164	Accessories	388,807
-	-	-	034216040198	Accessories	427,074
-	-	-	034216060047	Dyes & Chemical	842,160
-	-	-	034216060060	Dyes & Chemical	1,121,640
-	-	-	034216060059	Dyes & Chemical	994,032
-	-	-	034216040108	Dyes & Chemical	461,635
-	-	-	034216040196	Dyes & Chemical	283,600
-	-	-	034216040106	Dyes & Chemical	228,249
-	-	-	034216060063	Dyes & Chemical	1,864,200
-	-	-	034213060194	Dyes & Chemical	1,504,320
-	-	-	034216040014	Dyes & Chemical	469,560
-	-	-	034216060054	Dyes & Chemical	1,668,615
-	-	-	034216040147	Dyes & Chemical	234,292
-	-	-	034215040519	Yarn	3,250,650
-	-	-	034216040148	Yarn	2,375,100
-	-	-	034214040215	Yarn	755,508
-	-	-	034215040402	Yarn	1,509,200
-	-	-	034215040505	Yarn	2,262,000
-	-	-	034215040518	Yarn	2,262,000
-	-	-	034215040575	Yarn	2,714,400
-	-	-	034216040040	Yarn	4,353,375
-	-	-	034216040161	Yarn	624,000
-	-	-	034216040165	Yarn	2,145,000
-	-	-	034216040105	Yarn	2,145,000
-	-	-	034216040107	Yarn	2,691,000
-	-	-	034216040121	Yarn	1,014,000
-	-	-	034216040128	Yarn	2,184,000
-	-	-	034216040129	Yarn	3,549,000
-	-	-	034216040146	Yarn	1,950,000
-	-	-	034216040162	Yarn	1,716,000
-	-	-	034216040176	Yarn	1,404,000
-	-	-	034216040177	Yarn	975,000
-	-	-	034216040178	Yarn	1,716,000
-	-	-	034215040411	Yarn	1,072,500
-	-	-	034216040072	Yarn	2,223,000
-	-	-	034216040122	Yarn	2,207,400
-	-	-	034216040130	Yarn	5,042,700
-	-	-	034216040179	Yarn	2,207,400
-	-	-	034216040180	Yarn	2,207,400
-	-	-	034216040191	Yarn	4,399,200
-	-	-	034216040163	Dyes & Chemical	310,815
-	-	-	034216040053	Dyes & Chemical	1,801,800
-	-	-	034216040143	Fabrics	1,557,504
-	-	-	034216040144	Fabrics	786,240
-	-	-	034216040149	Fabrics	1,243,008
			<b>Total</b>		<b>78,071,707</b>



## Annexure - B: ACCOUNTS PAYABLE

### b For Revenue Expenditure

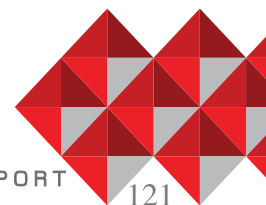
Particulars	30-Jun-2017 Taka	30-Jun-2016 Taka
A. Rahim Enterprise	-	14,400
A.A.Enterprise	33,000	39,575
A.K. Trading	115,000	113,408
A.K.Khan Water Health BD Ltd	7,250	25,740
A.N. Electric & Technology	-	24,000
A.S. Packaging	-	290,140
A3 Color Chem Limited	192,640	192,640
Aamra Network	57,000	37,158
Abedin Enterprise	65,644	113,285
Abir Motors	48,236	85,116
Abser & Elias Enterprise Limited	58,559	-
Agrani Insurance Company Ltd	-	404
Ahala Printers	912,064	789,031
Ahmed Syed Member	-	51,348
Aim Scientific Co.	343,316	110,150
Air Bangla Tour & Travels	-	529,500
Akter Metal	593,363	448,470
Al- Sheikh Textile Services	86,395	181,615
Alhaj Abul Kalam Azad	80,870	50,000
Ali Hardware Stores	473,286	623,286
Alpha Printing & Packaging	1,589,372	789,093
Alpine Labels & Accessories	734,387	889,339
AM Computer	2,250	2,250
Arslan Traders & Engineering	140,000	-
A S Packaging	452,699	-
Atlantic Traders	195,262	276,869
Automation Cables and Wires Industries	113,254	-
Auto Link	850,000	-
Avenue Trade & Engineering Ltd	425,000	131,200
Azad Engineering Workshop	368,601	368,601
Azad Trading	6,119	6,119
1st choice	-	(55,000)
B.M.W. Motors	-	3,100
Badiul Alam Enterprise	24,730	32,000
B-Amin & Sons	39,961	24,961
Bangla Trac Limited	389,107	468,847
Bangladesh Association of Publicly Listed Company	30,000	-
Bangladesh Express Co. Ltd.	349,579	-
Bangladesh Trade Syndicate	68,100	63,061
BASF Bangladesh Limited	-	13,313
BD Jobs.Com	7,027	-
Be Fresh	574	45,974
Belal Motors	1,500	1,500
Bengal Agencies	-	2,000
Biz Bangla Media	-	(6,300)



## Annexure - B: ACCOUNTS PAYABLE

### b For Revenue Expenditure

Particulars	30-Jun-2017 Taka	30-Jun-2016 Taka
Bismillah Auto AC Services	1,000,000	-
BMC Thread & Crafts	36,658	36,658
Bolt Screw House	15,360	15,360
Bonanza	20,973	1,470
BSM Led	9,130	-
Bureau Veritas Consumer Products Services Ltd	13,808	-
Car Cold & AC Service Centre	29,000	29,000
Cars Auto Electric & AC Service	-	45,350
Chandmia Engineering Workshop	4,000	4,000
Chemitec	238,316	280,932
Chittagong Lime Suppliers	100,000	132,000
Chittagong Club Ltd.	9,991	-
Chittagong Stock Exchange	940	-
Al Siraj Travels	155,223	-
Chittagong Traders	109,510	217
Choose Accessories Ltd	1,761,347	2,409,383
Chowdhury Motors	-	3,920
Coats Bangladesh Ltd	10,419	420,902
Colors Collection	-	420,200
Colour Cube	10,317	16,677
Computer Frame Work	-	24,300
Computer Garden & IT Institute	1,800	1,800
Corrg. Sheet Packaging Industries Ltd	2,736	2,737
Bang Jin Padding & Quilting Ltd.	-	148,071
Delcot Limited	21,000	21,000
Delsey Cotton Spinning Mills Ltd.	-	2,122,965
DHL Worldwide Express Bd Limited	170,016	133,728
Dynamic Engineering	-	27,500
Dysin Chem Corporation	54,000	248,200
East West Linker	-	2,399,766
Eastern Motors Limited	141,400	254,000
Eastern Electrical & Repairing Works	(9,000)	-
East Kalurghat Mohammodia Jame Masjid	10,000	-
Ekra Electric Co.	17,684	-
Eliás & Brothers	241,500	178,500
Elite Paint	(8,127)	-
Embroidery Veiv	7,392	7,392
E-Tech Limited	-	229,940
Epic Energy Co. Ltd	154,500	-
Euro International	48,000	48,000
Evergreen Packaging & Accessories Ltd.	533,860	-
Excelior Express	36,000	8,000
Famous Computer	-	11,000
Famous Engineering Workshop	-	140,446
Faruque Engineering Works and Sewing Center	35,075	-
Flash Point	227,500	-
FS Bearing House	88,020	208,550
G4S Secure Solutions (BD) Ltd.	25,704	-
G.S. Traders	170,490	230,464
Genuine Motors	4,900	-
GH Printers	376,718	331,448



**Annexure - B: ACCOUNTS PAYABLE**

**b For Revenue Expenditure**

Particulars	30-Jun-2017 Taka	30-Jun-2016 Taka
Golden Steel Enterprise	275,386	-
H.M. Hero Chemicals	443,795	487,174
Habib Sons	183,600	118,650
Hamim Enterprise	-	29,520
Harmony Auto Research Engineering	43,750	127,000
Home tex Accessories	918,643	217,249
H&M Technology	9,500	-
Hoque Engineering Works	-	42,000
HRM Accessories Ltd	64,060	918,617
Ibrahim Kadri Enterprise	89,160	36,100
Image Settings	11,725	7,440
In Between	-	3,300
Interlink Textile	52,200	74,000
International Office Machine Limited	12,500	41,600
International Office Automation	25,300	-
ITS Lab Test Bangladesh Limited	23,559	11,522
J. International Chemicals	87,325	84,000
J.B. Enterprise	-	649,480
J.B. Enterprise (Fire Extinguisher)	34,140	34,140
J.K.Constructions	102,692	102,692
J.K Enterprise	2,200	-
Jahan Enterprise	209,135	107,000
Jahanara Power Engineering	51,230	51,930
Jamuna Motor Engineering Works	400	-
Johadia Paribahan Sangtha	1,740,500	1,333,500
Jubair Accessories	-	302,728
Juki Bangladesh	58,400	-
Juthi Enterprise	32,425	32,425
K.H. Associates	103,842	193,842
Kabs Pack	-	304,036
Kaizer Hardware Mart	43,660	93,195
Karnaphuly Traders	-	40,000
Karnofully Trade International	3,088	3,088
Khawja Stationery	30,841	30,841
Khurshed Alam Enterprise	115,000	115,000
KPL International	2,200	-
Madina Machineries & Fabrics	87,100	-
Latex Limited	106,244	154,399
Liberty Tools & Mills Stores	51,545	45,545
Liton & Brothers	4,418	24,418
Loknath Dyes & Chemical	53,864	64,864
Lucky Store	4,000	4,000
M.H. Engineering Works	-	28,162
M.M. Electronics	700	40,000
M/s. Al Amin Eng. Works	2,638	2,638
Ma Moni Gas Weilding	3,500	-
Maa Motors	13,100	10,600
Mac Tech Corporation Ltd.	641,795	-
Madina Machinery	2,460	41,200
Maf Newsprint Mills Limited	109,081	153,081
M Ahmed & Co.	10,000	-



## Annexure - B: ACCOUNTS PAYABLE

### b For Revenue Expenditure

Particulars	30-Jun-2017 Taka	30-Jun-2016 Taka
Magnus Textile Services Limited	-	50,005
Mahmood Enterprise	15,214	76,287
Mahmud Denim Limited	-	59,667
Mamata Traders	151,460	106,410
Matex Bangladesh Limited	-	114,400
Meem Electronics	2,400	4,200
Meera Enterprise	-	11,800
Meghna Corporation	2,250	-
Metro Electronics	-	1,650
Millenium Enterprise	1,171,099	1,201,998
Mim Accessories	3,979,414	3,092,218
Mishuk Electric Co	25,409	25,409
Mitali Agencies	17,478	17,478
Mitali Polythene Stores	305,299	615,653
Mitali Stone Pvt. Limited	19,474	19,474
Mithila Textile	(41,880)	(41,880)
Mizan Enterprise	91,190	139,057
MJL Bangladesh Ltd	99,356	-
Mohammadia Pipe House	3,465	3,465
Moly Enterprise	107,268	107,268
Motin Enterprise/Motors	-	5,665
Multi Steel Custing Unit 02	71,741	71,741
Multi System Solution	23,100	23,100
My Maa International	-	17,575
N.R. Seal Center	55,510	57,290
Nannu Textile Mills Limited	-	(200,000)
Nura Alam Trading	66,844	-
Nasir Irom Mart	-	18,765
National Engineering & Rubber Works	119,955	64,955
Nedhe Enterprise	20,562	-
New Look International	3,300	3,300
Nirob Repairing Team	25,335	-
NITS Service (Pvt.) Ltd.	2,500	-
Nitol Motors Ltd	-	3,363
NPL Enterprise	30,175	12,675
Nusrat Enterprise	205,958	98,443
Optimas Texchem	94,200	150,240
Pacific Chemitrade Co.	14,250	14,250
Panna Textile Ind. Pvt. Ltd	-	77,341
Paradise Cables Ltd.	131,196	-
Partex PVC Industries Ltd.	32,500	-
Prime Paper Converting & Packaging Industries	798,962	973,754
QNS Industries Ltd	28,857	438,645
R. Enterprise	20,300	56,480
Rahim Transport	11,900	11,900
Rainbow Express Parcel Services Limited	24,405	24,405
Raujan Engineering Workshop	2,500	-
Regent Spinning Mills Limited	16,561,501	12,707,081
Rose wood Residence Ltd	37,930	72,531
RQS Automobiles	-	44,450
Ruma Store	(13,980)	(13,980)



**Annexure - B: ACCOUNTS PAYABLE**

**b For Revenue Expenditure**

Particulars	30-Jun-2017 Taka	30-Jun-2016 Taka
Rupali Cargo Services Ltd	100,164	49,492
S. Alam Engineering Works	9,079	24,079
S. A. Febrie Mending	66,816	-
S.E Trade Corporation	43,240	28,901
S.H. Electric	102,966	37,805
S.H.B. Trading	2,950	2,950
S.K. Marine	5,000	5,000
S.K Accessories	12,336	-
S.R. Corporation	-	(5,200)
S.R. Enterprise	33,480	33,480
S.R. Enterprise	-	7,925
S.R. Machinery	1,330	1,478
S.U. Enterprise	66,310	36,525
Sabur Engineering Works	26,800	26,800
Sam Pack Ltd.	3,674,058	-
Sagarika Trade	48,500	32,961
Saifuddin Brothers	92,520	120,026
Saima Refrigeration Works	18,360	18,360
Saima Samra Textile Mills Ltd.	(20,874)	-
Salam Enterprise	38,000	38,000
Sarkar Enterprise	-	360
Satcom IT Limited	-	(54,000)
Sanzi Textile Mills Ltd.	582,017	-
Security Tem System	1,000	-
Scientific & Surgical Mart	4,600	40,150
Sea Mark	20,140	-
Securitech Systems	-	5,795
Sekandar Steel Mart	6,500	6,500
SGS Bangladesh Limited	2,142	64,579
Shah Amanat Traders	35,713	35,713
Shah Jalal Machinery	26,650	61,050
Shahamanat motors	-	1,000
Shaibal Enterprise	67,224	117,224
Sham Pack Limited	-	2,909,620
Shams Accessories	10,318	212,361
Sharmeen Read Shop	156,342	33,958
Shawon Paribahan	7,700	7,700
Shore to Shore BD Limited	397,576	100,332
Siraj Stationery	29,820	48,389
Springs & Spare Workshop	720	7,620
Square Textile Mills Limited	-	4,405,092
Star Lucky Store	-	3,300
Stork Prints BV	257,640	257,640
Swadesh Auto Limited	19,250	-
Swiss Color Limited	-	34,250
T.R. Traders	35,703	14,415
Tasnim Chemical Complex	1,510,000	-
Taher Motors	-	106,650
Taj Surgical Mart	-	16,200
Taj Traders Pvt. Ltd	154,490	287,950
Tajarat Trade Corporation	146,528	120,496



## Annexure - B: ACCOUNTS PAYABLE

### b For Revenue Expenditure

Particulars	30-Jun-2017 Taka	30-Jun-2016 Taka
Takir Shajib Enterprise	159,650	-
Technical Auto Eng. Workshop	-	1,500
The Financial Express	17,280	(5,400)
The Daily Samakal	16,128	-
The Madina Transport System	74,300	186,800
The National Embrodary	15,582	-
The Simco Refrigeration	16,536	-
Touch Paper Products	1,055,693	256,362
Tower Inn International	12,475	-
Two Star Engineering Workshop	(3,870)	20,270
TUV SUD Bangladesh (Pvt.) Ltd.	842	-
Unique Corporation	23,040	123,304
Unique Trade International	-	4,000
United Trade Centre	117,900	116,500
Universe Microsystems Bangladesh	-	14,700
Zamson & Co.	705,000	-
UP Thread Industries	1,249,603	1,167,745
<b>Total</b>	<b>56,162,670</b>	<b>55,058,280</b>

There is no related party transaction included in Revenue Expenditure except the following:

Regent Spinning Mills Limited	16,561,501	12,707,081
Habib Sons	183,600	118,650
	<b>16,745,101</b>	<b>12,825,731</b>

## Annexure - C: OTHER PAYABLES

### a For Capital Expenditure

Particulars	30-Jun-2017 Taka	30-Jun-2016 Taka
IT Configure Systems Limited	-	-
Monir Brothers	12,376	87,376
Al-Amin Trading	109,720	37,401
Galaxy Enterprise	-	248,000
Nasir Brothers	-	56,168
Navana CNG Limited	5,000	-
The Simco Refrigeration	-	13,436
Total Machinery & Chemical Suppliers	-	8,000
Juki Singapore PTE Ltd. (Usance L/C)	-	17,317,674
Benevolent Textile Services	-	23,113
Diamond Cement Limited	-	5,610,889
<b>Total</b>	<b>127,096</b>	<b>23,402,055</b>

There is no related party transaction included in capital expenditure except the following:

Diamond Cement Limited	-	5,610,889
	<b>-</b>	<b>5,610,889</b>





# EVENTS





Registered & Corporate Office: HG Tower, 1182, Jubilee Road (Nur Ahmed Road), Chittagong 4000, Bangladesh.

## PROXY FORM

I/We ..... of .....  
being a shareholder(s) of **Regent Textile Mills Limited** and a holder of .....  
shares ..... hereby ..... appoint .....  
Mr./Mrs./Miss .....  
of ..... as my/our proxy to attend and vote on my/our behalf at the  
22nd Annual General Meeting (AGM) of the Company to be held on **Thursday, December 21, 2017 at 11.00 a.m. at RIMA Convention  
Center, 80 S. S. Khaled Road (North east corner of Ashkar Dighi), Chittagong** and any adjournment thereof or any poll that may  
be taken in consequence thereof and to vote on my/our behalf as he/she thinks appropriate on all resolutions.

Dated this ..... day of November, 2016

.....  
Signature of the Member(s)

.....  
Signature of the Proxy

BO ID:

**Note:**

- A member entitled to attend and vote at the Annual General Meeting (AGM) may appoint proxy to attend and vote in his/her stead.
- The proxy form should reach the Registered & Share Office of the Company not less than 48 hours before the time fixed for the meeting.

Affix  
Revenue Stamp of  
Tk.20/-

Signature Verified By .....

Authorized Signature of the Company



Registered & Corporate Office: HG Tower, 1182, Jubilee Road (Nur Ahmed Road), Chittagong 4000, Bangladesh.

## ATTENDANCE SLIP

I hereby record my attendance at the 22nd Annual General Meeting (AGM) of **Regent Textile Mills Limited** being held today, the  
**Thursday, December 21, 2017 at 11.00 a.m. at RIMA Convention Center, 80 S. S. Khaled Road (North east corner of Ashkar  
Dighi), Chittagong** as a holder of ..... shares of the Company.

Name of the Member/Proxy (in Block Letter)															
BO ID No.															

.....  
Signature of Member/Proxy

Signature Verified By .....

Authorized Signature of the Company

*Note: Member(s) attending the meeting in person or by proxy are requested to complete the Attendance Slip and hand it over at the entrance of the meeting hall on the AGM date.*



## **Regent Textile Mills Limited**

### **Corporate Office**

HG Tower, 1182 Jubilee Road (Nur Ahmed Road)

Chittagong 4000, Bangladesh.

T +88 031 2868841-3

F +88 031 2868207

cs@regenttex.com

### **Factory**

Charkhidirpur, East Kalurghat, Bandar

Chittagong, Bangladesh.

[www.regenttex.com](http://www.regenttex.com)

