ATLAS EV

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ANNUAL REPORT 2024-2025

বার্ষিক প্রতিবেদন ২০২৪-২০২৫



এটলাস বাংলাদেশ লিমিটেড

ATLAS BANGLADESH LIMITED

(শিল্প মন্ত্রণালয়ের অধীন বাংলাদেশ ইস্পাত ও প্রকৌশল কর্পোরেশনের একটি প্রতিষ্ঠান)

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Corporate Headquarter & Factory :

DIT Plot # 265-267, Tongi Industrial Area, Gazipur-1710.

Phone: 9812658, 9813170, 9812661, 9813172, Fax: 880-02-9812660,

E-mail: bdatlas@gmail.com, Website: www.atlas.gov.bd

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Board of Directors



Md. Anwarul Alam
Chairman (Additional Secretary)
Bangladesh Steel & Engineering Corporation
Ministry of Industries
Government of the People's Republic of Bangladesh
& ABL Company Board



Md. Abdul Wahed
Director, ABL Company Board &
Member of NRC and Audit Committee.
Joint Secretary, Ministry of Industries
Government of the People's Republic
of Bangladesh



Md. Osman Gony
Director, ABL Company Board



Biswas Rasel Hossain
Director, ABL Company Board,
Member of Audit Committee &
NRC Committee

Board of Directors



Mohammad Ridhwanul Haq, Ph.D
Independent Director, ABL Company Board,
Chairman of the Audit Committee & NRC Committee
Professor
Institute of Business Administration (IBA),
University of Dhaka



Md. Ajibor Rahman
Managing Director
Atlas Bangladesh Limited



S.M Alauddin
Company Secretary
Atlas Bangladesh Limited

BRIEF RESUME OF RE-APPOINTED DIRECTOR'S



Md. Osman Gony

Md. Osman Gony, Joint Secretary, is one of the directors of Atlas Bangladesh Limited. He joined Bangladesh Civil Service in Administration Cadre in May 2003. He served in field administration and different ministries, divisions and statutory bodies. He completed his 1st Master's degree in Accounting from University of Dhaka followed by another Masters degree in Public Policy from KDI School of Public Policy and Management of Korea. Before joining civil service he served central bank of Bangladesh.



Biswas Rasel Hossain

Biswas Rasel Hossain, Joint Secretary is a director of Atlas Bangladesh Limited Company Board. He joined Bangladesh Civil Service Administration Cadre. He has served in the field administration in different Ministries, divisions, statutory bodies. He Participated Various Trainings, Workshops and conferences both in home & abroad. He has Master's degree in Economics.

Corporate Directory

CHAIRMAN	:	Md. Anwarul Alam
DIRECTORS	:	Md. Abdul Wahed Md. Osman Gony Biswas Rasel Hossain
INDEPENDENT DIRECTOR	:	Mohammad Ridhwanul Haq, Ph.D
MANAGING DIRECTOR	:	Md. Ajibor Rahman
COMPANY SECRETARY	:	S.M Alauddin
CHIEF FINANCIAL OFFICER	:	Md. Nazrul Islam
HEAD OF INTERNAL AUDIT	:	Md. Javed
AUDITORS	:	Syful Shamsul Alam & Co. Chartered Accountants Paramount Heights D2-65/2/1 (6th Floor) Box Culvert Road, Purana Paltan, Dhaka-1000.
COMPLIANCE AUDITORS	:	MARHK & CO. Chartered Accountants House # 05 (8th Floor) Block-C, Main Road, Aftabnagar, Dhaka-1212
TAX ADVISER	:	Rahman Mostafa Alam & Co. Chartered Accountants Paramount Heights D2-65/2/1 (7th Floor) Box Culvert Road, Purana Paltan, Dhaka-1000.
BANKERS	:	Sonali Bank Limited AB Bank Limited Trust Bank Limited Pubali Bank Limited National Bank Limited Brac Bank Limited Janata Bank Limited
LIAISON OFFICE	:	Company Affairs Division, BSEC BSEC Bhaban (2nd Floor) 102, Kazi Nazrul Islam Avenue, Dhaka.
REGISTERED OFFICE	:	DIT Plot No, 265-267, Tongi, Industrial Area, Tongi, Gazipur-1710.

এটলাস বাংলাদেশ লিমিটেড

২৬৫-২৬৭, টঙ্গী শিল্প এলাকা, টঙ্গী, গাজীপুর

৪১তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এ মর্মে বিজ্ঞপ্তি প্রদান করা যাচ্ছে যে, এটলাস বাংলাদেশ লিমিটেড (এবিএল)-এর ৪১তম বার্ষিক সাধারণ সভা নিম্নলিখিত বিষয়াদি সম্পাদনকল্পে আগামী ২৪ ডিসেম্বর ২০২৫ (৯ পৌষ ১৪৩২), রোজ বুধবার, সকাল ১১:০০ ঘটিকায় বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশন-এর সভাকক্ষ, ১০২, কাজী নজরুল ইসলাম এভিনিউ, কাওরান বাজার, ঢাকা-১২১৫ ও ডিজিটাল প্ল্যাটফর্ম https://atlasbang.virtualagmbd.com লিংকে (হাইব্রিড পদ্ধতিতে) অনুষ্ঠিত হবেঃ-

১। ২৪ ডিসেম্বর ২০২৪ তারিখে অনুষ্ঠিত ৪০তম বার্ষিক সাধারণ সভার কার্যবিবরণী নিশ্চিতকরণ।

২। ৩০ জুন ২০২৫ তারিখে সমাপ্ত অর্থবছরের কোম্পানীর নিরীক্ষিত স্থিতিপত্র, লাভ-লোকসানের হিসাব ও নিরীক্ষকের প্রতিবেদন এবং কোম্পানির পরিচালকমন্ডলীর বার্ষিক প্রতিবেদন গ্রহণ, বিবেচনা ও অনুমোদন।

৩। পরিচালকমন্ডলীর সুপারিশকৃত ২০২৪-২০২৫ অর্থবছরের জন্য নো ডিভিডেন্ড ঘোষণা।

৪। পর্যায়ক্রমে অবসরগ্রহণকারী পরিচালকদের শূন্য পদে পরিচালক মনোনয়ন/নির্বাচন।

৫। স্বতন্ত্র পরিচালক নিয়োগ অনুমোদন।

৬। ২০২৫-২০২৬ অর্থবছরের জন্য কোম্পানির নিরীক্ষক নিয়োগ এবং তাদের ফি নির্ধারণ।

৭। ২০২৫-২০২৬ অর্থবছরের জন্য কমপ্লায়েন্স নিরীক্ষক নিয়োগ এবং তাদের ফি নির্ধারণ।

৮। সভাপতির অনুমতিক্রমে আইনানুগ আলোচনাযোগ্য অন্যান্য বিষয়াদি (যদি থাকে) সম্পাদন।

পর্ষদের আদেশক্রমে,
স্বা/-
(এস এম আলাউদ্দিন)
কোম্পানি সচিব

তারিখঃ ২৭-১১-২০২৫

দ্রষ্টব্য ঃ

১) রেকর্ড ডেট ঃ ২৬ নভেম্বর ২০২৫

২) গত ১৬ জানুয়ারি ২০২৪ তারিখে প্রকাশিত বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর অর্ডার নং বিএসইসি/আইসিএডি/এসআরআইসি/২০২৪/৩১৮/০৯ অনুযায়ী এবিএল এর ৪১তম বার্ষিক সাধারণ সভা বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশন-এর সভাকক্ষ, ১০২, কাজী নজরুল ইসলাম এভিনিউ, কাওরান বাজার, ঢাকা-১২১৫, সরাসরি ও ডিজিটাল প্ল্যাটফর্ম (হাইব্রিড পদ্ধতিতে) অনুষ্ঠিত হবে।

৩) শেয়ারহোল্ডারগণ অনলাইনে এজিএম শুরুর ২৪ ঘন্টা পূর্ব হতে এবং এজিএম চলাকালীণ সময় তাদের যে কোন ধরণের প্রশ্ন, মন্তব্য এবং ভোট প্রদান করতে পারবেন। অনলাইন সিষ্টেমে শেয়ারহোল্ডারদের পরিচিতি নিশ্চিত করার জন্য সদস্যগণ তাদের ১৬ সংখ্যার বিও/ফলিও হিসাব নম্বর প্রদান করে অনলাইন সিষ্টেমে লগইন করতে হবে। অনলাইন সিষ্টেমের লিংক শেয়ারহোল্ডারদের-কে ই-মেইলে পাঠানো হবে এবং এটলাস বাংলাদেশ লিমিটেডের ওয়েবসাইটে www.atlas.gov.bd -তে দেওয়া হবে।

৪) গ্রুপ-"বি" শেয়ারহোল্ডারদের মধ্যে পরিশোধিত মূলধনের নূন্যতম ২% শেয়ারধারী আগ্রহী শেয়ারহোল্ডারগণকে পরিচালক পদে নির্বাচিত/মনোনীত হওয়ার লক্ষ্যে যোগ্য ও ইচ্ছুক প্রার্থীগণকে কারখানাস্থ' শেয়ার অফিসে সভা অনুষ্ঠিত হওয়ার কমপক্ষে ৭(সাত) দিন পূর্বে অর্থাৎ ১৭-১২-২০২৫ তারিখ বেলা ১১.০০ ঘটিকার মধ্যে নির্ধারিত ফরমে মনোনয়নপত্র দাখিল করতে হবে। মনোনয়ন ফরম কোম্পানির ওয়েবসাইট থেকে সংগ্রহ করা যাবে।

৫) অনলাইনে অংশগ্রহণকারী শেয়ারহোল্ডারদের-কে সভা শুরুর (সকাল ১১.০০ ঘটিকার) পূর্বেই https://atlasbang.virtualagmbd.com লগইন করার জন্য আমরা উৎসাহীত করছি। কারিগরী সমস্যা সমাধানের জন্য ০১৭১৬৮৬১৪৩৯ মোবাইল নম্বরে যোগাযোগ করার জন্য অনুরোধ করছি।

৬) সাধারণ সভায় অংশগ্রহণের জন্য অপারগ কোন সদস্য তার পক্ষে সভায় অংশগ্রহণ ও ভোট প্রদানের জন্য প্রক্সি নিয়োগ করতে পারবেন। ২০ টাকার রেভিনিউ ষ্ট্যাম্প সম্বলিত প্রক্সি ফরম যথাযথভাবে স্বাক্ষর করে তার স্ক্যান কপি ই-মেইলের মাধ্যমে এবিএল এর শেয়ার অফিস shahin.share14@gmail.com এ এজিএম শুরুর ৪৮ ঘন্টা পূর্বেই পাঠাতে হবে।

৭) ২০২৪-২০২৫ অর্থবছরের বার্ষিক প্রতিবেদন বইয়ের সফ্ট কপি শেয়ারহোল্ডারগণের ই-মেইল ঠিকানায় পাঠানো হবে এবং এবিএল এর ওয়েব সাইট www.atlas.gov.bd -তে পাওয়া যাবে।

৮) সদস্যগণের ঠিকানা পরিবর্তন হলে সঠিক সময়ের মধ্যে কোম্পানির রেজিষ্টার্ড অফিসে জানাতে হবে।

বিঃদ্রঃ "সম্মানিত শেয়ারহোল্ডারবৃন্দের সদয় অবগতির জন্য জানানো যাচ্ছে যে, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর বিধি মোতাবেক বার্ষিক সাধারণ সভায় কোন প্রকার উপহার/খাবার/যাতায়াত ভাতা প্রদানের ব্যবস্থা থাকবে না।

ATLAS BANGLADESH LIMITED

265-267, Tongi Industrial Area, Tongi, Gazipur

Notice of the 41th Annual General Meeting

Notice is hereby given that the 41th Annual General Meeting of Atlas Bangladesh Limited will be held on wednesday, 24 December 2025 at 11:00 a.m at Bangladesh steel & Engineering Corporation, Conference Room, 102, Kazi Nazrul Islam Avenue, kawran bazar, Dhak-1215 & using digital platform (Hybrid System) through the link **https://atlasbang.virtualagmbd.com** to transact the following business:

1. To confirm the minutes of the 40th Annual General Meeting held on 24 December 2024.
2. To receive, consider and adopt the Audited Financial Statement for the year ended 30 June 2025 together with the reports of the Director's and the Auditor's thereon.
3. No Dividend as recommended by the Board of Directors for the financial year 2024-2025.
4. To elect/nominate Directors in place of those who are retiring by rotation.
5. To Approve the appointment of Independent Director.
6. To appoint Auditors for the year 2025-2026 and fix their remuneration.
7. To appoint Compliance Auditors for the year 2025-2026 and fix their remuneration.
8. To transact business (if any) of the company according to law with the permission of the chair.

By order of the Board,
Sd/-
(S M Alauddin)
Company Secretary

Date: 27-11-2025

N.B.:

1. The Record Date: 26 November 2025
2. Pursuant to the Bangladesh Securities and Exchange Commission's Order No. BSEC/ICAD/SRIC/2024/318/09 Dated 16 January 2024, the AGM will be conducted at Bangladesh steel & Engineering Corporation, Conference Room, 102, Kazi Nazrul Islam Avenue, kawran bazar, Dhak-1215 and using digital platform (Hybrid System).
3. The Members will be able to submit their question/comments and vote electronically 24 hours before commencement of the AGM and during the AGM. For logging into the system, the Members need to put their 16 digit Beneficial Owner (BO) ID Number/Folio Number and other credential as proof of their identity by visiting the link given to the website of the Company i.e **www.atlas.gov.bd** The link also sent/be sent to the e-mail addresses of the respected shareholders.
4. The interested Shareholders having minimum 2% shares of the paidup capital of the company are eligible in contesting for the vacant post of director from **Group- "B"** are requested to submit their nomination papers in prescribed form at least 7(seven) days before the commencement of the meeting i.e on or before 17-12-2025 by 11.00 a.m in the share office at the factory premises of the company at Tongi. Nomination Papers can be collected from company's website or share office during the office hours free of cost.
5. We encourage the Members who will participate through online to log into the system prior to the meeting start time of 11.00 AM (Dhaka Time). Please Contact 01716861439 for technical difficulties in accessing the virtual meeting.
6. Members entitled to attend and vote at the Annual General Meeting (AGM) may appoint a proxy to attend and vote on his/her stead. The proxy form duly filled, signed and stamped at BDT 20 must be sent (scan copy) through e-mail to ABL share office at **shahin.share14@gmail.com** at least 48 hours before commencement of the AGM.
7. Soft copy of the Annual Report 2024-2025 will be sent to the e-mail addresses of the Members. Annual Report 2024-2025 will also be available at Atlas Bangladesh Limited website: **www.atlas.gov.bd**
8. Change of address (if any) should be communicated to the Registered Office of the Company in due time.

N.B : As Per Bangladesh Securities & Exchange commision's circular No. SEC/CMRRCD/2009-193/154 Dated: 24 October 2013, No Benefit or gift in Cash or Kind shall be given to the shareholders for attending the AGM.

এটলাস বাংলাদেশ লিমিটেড

২৬৫-২৬৭, টঙ্গী শিল্প এলাকা, টঙ্গী, গাজীপুর

ব্যবস্থাপনা পরিচালকের বার্তা

বিস্‌মিল্লাহির রাহ্‌মানির রাহীম,
আসসালামু আলাইকুম ওয়ারহমাতুল্লাহ।
সম্মানিত শেয়ারহোল্ডার/সুধীবৃন্দ,

গনপ্রজাতন্ত্রী বাংলাদেশ সরকারের শিল্পমন্ত্রণালয়ের অধীনস্থ বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশনের নিয়ন্ত্রনাধীন এটলাস বাংলাদেশ লিমিটেড (এবিএল)-এর ৪১তম বার্ষিক সাধারণ সভায় আপনাদের স্বাগত জানাচ্ছি। আপনাদের অবগতি এবং সুচিন্তিত মতামতের জন্য কোম্পানি আইন ১৯৯৪ এবং বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের কর্পোরেট গর্ভনেন্স গাইডলাইন/নীতিমালা অনুযায়ী পরিচালনা পর্ষদের প্রতিবেদন, বহি:নিরীক্ষক কর্তৃক নিরীক্ষিত হিসাব বিবরণী, নিরীক্ষা প্রতিবেদন, অডিট কমিটির প্রতিবেদন এবং বিধিবদ্ধ অন্যান্য তথ্যাদি আপনাদের নিকট উপস্থাপন করা হলো।

আপনারা অবগত আছেন যে, এটলাস বাংলাদেশ লিমিটেড (এবিএল) দীর্ঘ প্রায় ৪০ বছর হোন্ডা ব্র্যান্ডের মোটরসাইকেল সংযোজন ও বিপণন করে দেশব্যাপী সুনাম অর্জনের পাশাপাশি ধারাবাহিকভাবে লাভজনক প্রতিষ্ঠান হিসেবে সকলের আস্থা অর্জনে সক্ষম হয়েছিল কিন্তু ২০১৩ সালে হোন্ডা এবং হিরো-হোন্ডা কোম্পানির সাথে ব্যবসায়িক সম্পর্ক ছিন্ন হওয়ার পর থেকে ব্র্যান্ড সংকটের কারণে লোকসানি প্রতিষ্ঠানে পরিণত হয়েছে। বর্ণিত ব্র্যান্ড সংকট থেকে উত্তরণের জন্য জাপান, ভারতসহ ইউরোপিয়ান বিভিন্ন দেশের খ্যাতনামা মোটরসাইকেল উৎপাদনকারী কোম্পানিসমূহের সাথে ব্যবসায়িক সম্পর্ক স্থাপনের প্রচেষ্টা অব্যাহত রয়েছে কিন্তু বেশিরভাগ জনপ্রিয় মোটরসাইকেল উৎপাদনকারী কোম্পানিসমূহের এদেশে ডিস্টিবিউটরশীপ চলমান থাকায় এবিএল'র পক্ষে এখন পর্যন্ত ব্যবসায়িক সম্পর্ক স্থাপন করা সম্ভব হয়নি।

উল্লিখিত প্রেক্ষাপটে টিভিএস অটো বাংলাদেশ লিমিটেডের সাথে বিজিনেস অ্যান্ড টেকনিক্যাল এ্যাসিসটেন্ট এগ্রিমেন্টের (বিঅ্যান্ডটিএএ) মাধ্যমে বর্তমানে টিভিএস ব্র্যান্ডের মোটরসাইকেল নিজস্ব কারখানায় সংযোজন করে তা শুধুমাত্র সরকারি প্রতিষ্ঠানসমূহে সরবরাহ প্রদান করে লোকসান কিছুটা হ্রাস করার চেষ্টা করা হচ্ছে, কিন্তু চলমান বিশ্ব অর্থনৈতিক মন্দার প্রভাব মোকাবেলা করার জন্য অর্থ মন্ত্রণালয়ের প্রজ্ঞাপন অনুযায়ী সরকারি প্রতিষ্ঠানসমূহে ২০২৪-২০২৫ অর্থবছরে যানবাহন ক্রয় বন্ধ থাকার কারণে বাৎসরিক উৎপাদন ও বিক্রয় লক্ষ্যমাত্রা অর্জন করা সম্ভব হয়নি।

২০২৪-২০২৫ অর্থবছরে এবিএল এর নিট বিক্রয় হয়েছে ১৮০৩.৪৬ লক্ষ টাকা যা গত অর্থবছরে ছিল ১১৬৩.২৩ লক্ষ টাকা অর্থাৎ বিক্রয় ৫৫.০৪% বেশি হয়েছে। অন্যদিকে কর পরবর্তী নীট লোকসান হয়েছে (৪০৮.৮১) লক্ষ টাকা যা গত বছর ছিল (৭২০.৩৯) লক্ষ টাকা অর্থাৎ নিট লোকসান ৪৩.২৫% হ্রাস পেয়েছে। পূর্ববর্তী বছরের তুলনায় শেয়ার প্রতি লোকসান ৪৩.৩২% হ্রাস পেয়েছে এবং শেয়ার প্রতি নীট অপারেটিং ক্যাশ আউট ফ্লো ৪৫৭.৭৫% বৃদ্ধি পেয়েছে। কিন্তু কোম্পানির সন্তোষজনক চলতি অনুপাত ১.৭৩:১ এবং তারল্য অনুপাত ১.৬৭:১, অন্যদিকে দীর্ঘমেয়াদী ঋণ (সরকারী ঋণ ২১.৮৪ লক্ষ টাকা ব্যতীত) না থাকায় প্রতিষ্ঠানটির যে পরিমাণ সম্পদ বিদ্যমান আছে তা দিয়ে ভবিষ্যতে লোকসান কাটিয়ে পূর্বের ন্যায় এবিএল কে লাভজনক প্রতিষ্ঠান হিসেবে পরিচালনা করা সম্ভব।

সম্মানিত শেয়ারহোল্ডার/সুধীবৃন্দ, এবিএল'র ব্র্যান্ড সংকট হতে উত্তরণের জন্য "ATLAS EV" ব্র্যান্ডের পরিবেশবান্ধব ও জ্বালানি সাশ্রয়ী ইলেকট্রিক স্কুটার/মোটরসাইকেল সংযোজন ও বিপণন শুরু করা হয়েছে। এছাড়া সরকারি দপ্তর/সংস্থার চাহিদা বিবেচনায় হোন্ডা ব্র্যান্ডের মোটরসাইকেল সরবরাহের নিমিত্ত সাম্প্রতিক সময়ে বাংলাদেশ হোন্ডা প্রাইভেট লিমিটেড এর সাথে চুক্তি সম্পাদন করা হয়েছে। গৃহীত কার্যক্রম বিষয়ে বিস্তারিত পরিচালনা পর্ষদের প্রতিবেদনেও উল্লেখ করা হয়েছে। কোম্পানির পরিচালনা পর্ষদের সম্মানীত সদস্য, কর্মকর্তা, কর্মচারী, শ্রমিকবৃন্দের ঐকান্তিক প্রচেষ্টায় এবিএল-কে লাভজনক করার জন্য যে সকল পদক্ষেপ গ্রহণ করা হয়েছে তা সঠিকভাবে বাস্তবায়নের মাধ্যমে লোকসান কাটিয়ে লাভজনকে উন্নীতকরণপূর্বক পূর্বের ন্যায় এবিএল এর সুনাম অক্ষুন্ন রেখে শেয়ারহোল্ডারদের স্বার্থ সংরক্ষণ করা সম্ভব হবে বলে আমি আশা করছি। এক্ষেত্রে সম্মানিত শেয়ারহোল্ডারদের সহযোগীতা একান্তভাবে কামনা করছি।

শুভেচ্ছান্তে

মোঃ আজিবর রহমান
ব্যবস্থাপনা পরিচালক (ভারপ্রাপ্ত)

এটলাস বাংলাদেশ লিমিটেড

২৬৫-২৬৭, টঙ্গী শিল্প এলাকা, টঙ্গী, গাজীপুর

পরিচালনা পর্ষদের বার্ষিক প্রতিবেদন

বিসমিল্লাহির রাহমানির রাহিম।

শিল্প মন্ত্রণালয়ের অধীন বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশন (বিএসইসি) নিয়ন্ত্রনাধীন এটলাস বাংলাদেশ লিমিটেড (এবিএল)-এর ৪১তম বার্ষিক সাধারণ সভায় হাইব্রিড পদ্ধতিতে (সরাসরি এবং ডিজিটাল প্ল্যাটফর্মে) উপস্থিত/সংযুক্ত সম্মানিত শেয়ারহোল্ডারগণ, কোম্পানির পরিচালকমন্ডলী, প্রতিষ্ঠানের কর্মকর্তা, কর্মচারী, শ্রমিকবৃন্দ, মিডিয়া কর্মীবৃন্দ এবং উপস্থিত সকল সুধীবৃন্দ, আসসালামু আলাইকুম।

সম্মানিত শেয়ারহোল্ডাগণ,

এবিএল-এর ৪১তম বার্ষিক সাধারণ সভা হাইব্রিড পদ্ধতিতে (সরাসরি এবং ডিজিটাল প্ল্যাটফর্মে) আয়োজন করা হয়েছে। এক্ষেত্রে আপনাদের সহযোগিতা, আন্তরিক ও প্রাণবন্ত উপস্থিত সরাসরি এবং ডিজিটাল প্লাটফর্মে কোম্পানির পরিচালনা পর্ষদের সদস্যগণ আমাকে এবং প্রতিষ্ঠানের কর্মকর্তা, কর্মচারী ও শ্রমিকদের উৎসাহিত ও সম্মানিত করেছে। তাই প্রতিষ্ঠান ও আমার পক্ষ থেকে উপস্থিত সকলকে সাদর সম্ভাষণ জানাচ্ছি।

সুধীগণ,

আপনাদের অবগতির জন্য জানাচ্ছি যে, এটলাস বাংলাদেশ লিমিটেড প্রতিষ্ঠালগ্ন থেকেই দেশীয় বাজারে মোটরসাইকেল সংযোজন ও বিপণনে অত্যন্ত পরিচিত এবং স্বনামধন্য একটি রাষ্ট্রীয় মালিকানাধীন শিল্প প্রতিষ্ঠান। এটলাস বাংলাদেশ লিমিটেড কর্তৃক পূর্বে ১৯৬৬ সাল হতে হোন্ডা এবং ১৯৯৩ সাল হতে হিরো হোন্ডা ব্র্যান্ডের মোটরসাইকেল সংযোজন এবং বিপণন কাজ পরিচালনা করা হতো। কিন্তু ২০১৩ সালে হোন্ডা এবং হিরো হোন্ডার সাথে ব্যবসায়িক সম্পর্ক ছিন্ন হওয়ার পরে প্রতিষ্ঠানটি ব্র্যান্ড সংকটে পড়ে। পরবর্তীতে গত ২০১৪ সালে চংকিং জংশেন গ্রুপ আই/ই করপোরেশনের সাথে সম্পাদিত সমঝোতা স্মারক এবং পরবর্তীতে ডিস্ট্রিবিউশন অ্যান্ড টেকনিক্যাল এসিসটেন্স এগ্রিমেন্টের আওতায় জংশেন-এটলাস ব্র্যান্ডের মোটরসাইকেল সংযোজনপূর্বক বিপণন করে আসছিল। প্রাতিষ্ঠানিক এবং ডিলার পর্যায়ে জংশেন ব্র্যান্ডের মোটরসাইকেল বিক্রয়ের সর্বাত্মক প্রচেষ্টা চালানো হলেও সার্বিক পারফরমেন্স সন্তোষজনক না হওয়ায় বেশিরভাগ প্রতিষ্ঠান মোটরসাইকেল সরবরাহ নেয়া বন্ধ করে দেয় এবং ডিলার পর্যায়ে কোন সাড়া না পাওয়ায় প্রতিষ্ঠানটি লোকসানে পড়ে। সরকারি প্রতিষ্ঠানসমূহে ডিপিএম প্রক্রিয়ায় মোটরসাইকেল সরবরাহ অব্যাহত রাখার লক্ষ্যে টিভিএস অটো বাংলাদেশ লিমিটেড এর সাথে ১১-০২-২০১৯ তারিখে এটলাস বাংলাদেশ লিমিটেডের ০৫(পাঁচ) বছর মেয়াদি চুক্তি স্বাক্ষরিত হয় এবং ৫ বছর পূর্ণ হওয়ার পর গত ১৩-০২-২০২৪ তারিখে চুক্তিটি পুনরায় পরবর্তী ৫বছরের জন্য নবায়ন করা হয়। সেপ্রেক্ষিতে কর্পোরেট পার্টনার হিসেবে এটলাস বাংলাদেশ লিমিটেড শুধুমাত্র সরকারি সেক্টরসমূহে টিভিএস ব্র্যান্ডের মোটরসাইকেল বাজারজাত করেছে। পরবর্তীতে ৩০-০৪-২০২৫ তারিখে বাংলাদেশ হোন্ডা প্রাইভেট লিমিটেড এর সাথে ব্যবসায়িক চুক্তির মাধ্যমে হোন্ডা ব্র্যান্ডের মোটরসাইকেল সরকারি সেক্টরসমূহে বাজারজাত করছে। এছাড়াও গত ২২-০৫-২০২৫ তারিখে এবিএল ও Zhejiang Luyuan Electric Vehicle Co. Ltd. এর মধ্যে একটি (MoU) স্বাক্ষর করা হয়। উক্ত (MoU) এর আলোকে ইতোমধ্যে ইলেক্ট্রিক মোটরসাইকেল আমদানিপূর্বক এবিএল এর নিজস্ব "Atlas Ev" ব্র্যান্ডের নামে বাজারজাত করা হচ্ছে।

চলমান বৈশ্বিক অর্থনৈতিক অবস্থার প্রেক্ষাপটে সরকারের কৃচ্ছ সাধন নীতির আলোকে সকল সরকারি, স্বায়ত্বশাসিত ও অন্যান্য প্রতিষ্ঠানের পরিচালন ও উন্নয়ন ব্যয়ের আওতায় সকল প্রকার নতুন/প্রতিস্থাপক হিসেবে যানবাহন ক্রয়ের ক্ষেত্রে গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের অর্থ বিভাগ, অর্থমন্ত্রণালয়, বাজেট অনুবিভাগ-১, অধিশাখা-১ কর্তৃক সূত্র নং-০৭.১০১.০২০.০০.০০.০০৯.২০২২-০৫ তারিখঃ ০৪/০৭/২০২৪ এর মাধ্যমে বর্তমান বৈশ্বিক অর্থনৈতিক অবস্থার প্রেক্ষাপটে সরকারি ব্যয়ে কৃচ্ছ সাধনের লক্ষ্যে ২০২৪-২০২৫ অর্থবছরে সকল, মন্ত্রণালয়/বিভাগ/অন্যান্য প্রতিষ্ঠান এবং আওতাধীন অধিদপ্তর/পরিদপ্তর/দপ্তর, স্বায়ত্বশাসিত/আধা স্বায়ত্বশাসিত সংস্থা, পাবলিক সেক্টর কর্পোরেশন, রাষ্ট্রীয় মালিকানাধীন কোম্পানি ও আর্থিক প্রতিষ্ঠানের পরিচালন ও উন্নয়ন বাজেটে ব্যয়ের আওতায় সকল প্রকার নতুন যানবাহন ক্রয় বন্ধ রাখা হয়েছে। তবে ১০ বছরের অধিক পুরনো মটরযান প্রতিস্থাপনের ক্ষেত্রে অর্থ বিভাগের অনুমোদনক্রমে ব্যয় করা যাবে। সে প্রেক্ষিতে ২০২৪-২০২৫ অর্থবছরে সরকারি সেক্টরসমূহ তাদের চাহিদার বিপরীতে কোন মোটরসাইকেল ক্রয় করতে পারেনি তবে কিছু কিছু প্রতিষ্ঠান প্রতিস্থাপক হিসেবে অল্প সংখ্যক মোটরসাইকেল ক্রয় করেছে। বর্ণিত কারণে সরকারি প্রতিষ্ঠানগুলোতে কিছু মোটরসাইকেল বিক্রয় করা সম্ভব হয়েছে বিধায় ২০২৪-২০২৫ অর্থবছরে ৬.৪০ (ছয় কোটি চল্লিশ লক্ষ) টাকা বিক্রয় বৃদ্ধি পেয়েছে। তাই ২০২৩-২০২৪ অর্থবছরের তুলনায় ২০২৪-২০২৫ অর্থবছরে এবিএল-এর লোকসানের পরিমাণ ৩.১২ (তিন কোটি বারো লক্ষ টাকা) হ্রাস পেয়েছে।

গত ৩০-০৬-২০২৫ তারিখে সমাপ্ত অর্থবছরের নিরীক্ষিত স্থিতিপত্র, লাভ-লোকসানের হিসাব ও নিরীক্ষা প্রতিবেদনসহ পরিচালকমন্ডলীর বার্ষিক প্রতিবেদন আপনাদের সম্মুখে উপস্থাপন করছি। কোম্পানির কার্যক্রমের উপর উপস্থিত/সংযুক্ত সম্মানিত শেয়ারহোল্ডারগণের সুচিন্তিত মতামত ও পরামর্শ প্রত্যাশা করছি, যা আমাদের ইপ্সিত লক্ষ্য অর্জনে সহায়ক হবে।

শেয়ার মূলধন

কোম্পানির ইস্যুকৃত, গৃহীত ও পরিশোধিত শেয়ার মূলধনের পরিমাণ ৩৩,১২,৭১,০৮০/-(তেত্রিশ কোটি বারো লক্ষ একাত্তর হাজার আশি মাত্র) টাকা, যা প্রতিটি ১০ টাকা মূল্যের ৩,৩১,২৭,১০৮টি শেয়ারে বিভক্ত। তন্মধ্যে ১৯৯২, ১৯৯৬, ২০০২-২০০৭, ২০০৯-২০১১ ও ২০১৫-২০১৮ অর্থবছরে ঘোষিত ৩২,১২,৭১,০৮০/-(বত্রিশ কোটি বারো লক্ষ একাত্তর হাজার আশি মাত্র) টাকা মূল্যের মোট ৩,২১,২৭,১০৮টি (তিন কোটি একুশ লক্ষ সাতাশ হাজার একশত আট) বোনাস শেয়ার অন্তর্ভুক্ত হয়েছে।

উৎপাদন

গত ২০২৪-২০২৫ অর্থবছরে কোম্পানির উৎপাদন লক্ষ্যমাত্রা ছিল ২,০০০টি মোটরসাইকেল। লক্ষ্যমাত্রার বিপরীতে টিভিএস, জংশেন এবং হোন্ডা ব্র্যান্ডের মোটরসাইকেলসহ মোট ১৩৯৩টি প্রকৃত উৎপাদন হয়েছে, যা লক্ষ্যমাত্রার ৬৯.৬৫%। পূর্ববর্তী অর্থবছরে ৪,৬০০টি লক্ষ্যমাত্রার বিপরীতে টিভিএস ও জংশেন ব্র্যান্ডের ৭৪৪টি মোটরসাইকেল প্রকৃত উৎপাদন হয়েছিল যা লক্ষ্যমাত্রার ১৬.১৭%।

বিক্রয়

বিক্রয় লক্ষ্যমাত্রা ২,০০০টি মোটরসাইকলের বিপরীতে ২০২৪-২০২৫ অর্থবছরে টিভিএস, জংশেন এবং হোন্ডা ব্র্যান্ডের মোট ১৪২২টি মোটরসাইকেল প্রকৃত বিক্রয় হয়েছে, যা লক্ষ্যমাত্রার ৭১.১০%। পূর্ববর্তী অর্থবছরে ৪,৬০০টি লক্ষ্যমাত্রার বিপরীতে টিভিএস এবং জংশেন ব্র্যান্ডের মোট ১০৭০ টি মোটরসাইকেল প্রকৃত বিক্রয় হয়েছিল যা লক্ষ্যমাত্রার ২৩.২৬%।

লাভ-লোকসান, বিক্রিত পণ্যের খরচ, মোট লাভ/(লোকসান), নিট লাভ/(লোকসান) এর বিশ্লেষণ

২০২৪-২০২৫ অর্থবছরে করপূর্ব মুনাফা/(লোকসানের লক্ষ্যমাত্রা (৩৬৭.৮৩) লক্ষ টাকার বিপরীতে প্রতিষ্ঠানের ৩২৫.২৪ লক্ষ টাকা করপূর্ব লোকসান হয়েছে। পূর্ববর্তী বছরে একই সময়ে করপূর্ব লোকসান ৬৫৯.১৮ লক্ষ টাকা ছিল। বর্তমান বৎসরে বিক্রিত পণ্যের ব্যয় ১৮৬৫.৪৪ লক্ষ টাকা হয়েছে যার বিপরীতে গত বছর ছিল ১৫০৩.৫৩ লক্ষ টাকা। ২০২৪-২০২৫ অর্থবছরে মোট লোকসান হয়েছে ৬১.৯৮ লক্ষ টাকা অর্থাৎ বিক্রয়ের (৩.৪৪)% যা গত বছর ছিল ৩৪০.৩১ লক্ষ টাকা অর্থাৎ বিক্রয়ের (২৯.২৬)%। ২০২৪-২০২৫ অর্থবছরে নিট বিক্রয়ের উপর নিট মুনাফা/(লোকসানের) হার হয়েছে (২২.৬৭)% যা গত বছর ছিল (৬১.৯৩)%।

আর্থিক ফলাফল

বিবরণ	২০২৪-২০২৫	২০২৩-২০২৪
মোট বিক্রয়	১৮০৩.৪৬	১১৬৩.২৩
বিক্রিত পণ্যের ক্রয়মূল্য	(১৮৬৫.৪৪)	(১৫০৩.৫৪)
মোট লাভ/(লোকসান)	(৬১.৯৮)	(৩৪০.৩১)
পরিচালনা ব্যয়	(৪০৯.৮৫)	(৪৪৫.৬০)
আর্থিক ব্যয়	(২.৯৮)	(৪.৮৩)
অন্যান্য আয়	১৪৯.৫৭	১৩১.৫৬
কর পূর্ববর্তী মুনাফা/(নিট লোকসান)	(৩২৫.২৪)	(৬৫৯.১৮)
আয়কর	(৮৩.৫৮)	(৬১.২১)
কর পরবর্তী মুনাফা/(লোকসান)	(৪০৮.৮১)	(৭২০.৩৯)
শেয়ার প্রতি লোকসান	(১.২৩)	(২.১৭)
শেয়ার প্রতি এনওসিএফপিএস	(২.৫৪)	০.৭১
শেয়ার প্রতি নিট সম্পদ	**১২১**	**১১৪**

লাভ-লোকসান বন্টনের হিসাব

বি ব র ণ	৩০-০৬-২০২৫ (লক্ষ টাকায়)		৩০-০৬-২০২৪ (লক্ষ টাকায়)	
প্রারম্ভিক জের	(১৩১৯.৩৮)		(৬০১.২২)	
পূর্ববর্তী বছরের সমন্বয়	-	-	-	-
		(১৩১৯.৩৮)		(৬০১.২২)
বৃদ্ধি প্রাপ্ত সম্পদের অবচয়		১.৮২		২.২৪
করপূর্ব মুনাফা/(লোকসান)		(৩২৫.২৪)		(৬৫৯.১৮)
কর প্রদানের জন্য বরাদ্দ		(৮৪.৩৪)		(৬২.২৪)
বিলম্বিত কর		০.৭৭		১.০২
বন্টনযোগ্য মুনাফা		(১৭২৬.৩৭)		(১৩১৯.৩৮)
নগদ লভ্যাংশ (২০২৩-২০২৪)		-		-
পুঞ্জিভূত মুনাফা/(লোকসান) স্থিতিপত্রে স্থানান্তর (Retained Earnings as at 30 June 2025)		**(১৭২৬.৩৭)**		**(১৩১৯.৩৮)**

সংশ্লিষ্ট পার্টির লেনদেন

সংশ্লিষ্ট পার্টির লেনদেন সংক্রান্ত তথ্যাদির বিবরণ আর্থিক বিবরণীর নোট নম্বর ৩২.০০ এ দেয়া হয়েছে।

গণ প্রস্তাবের মাধ্যমে সংগৃহীত অর্থের ব্যবহার

সংশ্লিষ্ট বছরে গণ প্রস্তাবের মাধ্যমে কোন অর্থ সংগ্রহ করে নাই।

ত্রৈমাসিক এবং বার্ষিক আর্থিক বিবরণীর মধ্যে তারতম্য

এই ধরণের বিশেষ কোন তারতম্য ঘটেনি। যতটুকু তারতম্য ঘটেছে তা সরকারি সেক্টরে অর্থবছরের শেষে (এপ্রিল-জুন) ৩ মাসে মোটরসাইকেলের বিক্রয় বেশি হওয়ার ফলে ঘটেছে।

পরিচালক ও স্বতন্ত্র পরিচালকদের সম্মানি

২০২৪-২০২৫ অর্থবছরে স্বতন্ত্র পরিচালকসহ পরিচালকবৃন্দের পরিচালনা পর্ষদ সভা, অডিট কমিটি সভা এবং এনআরসি কমিটির সভার সম্মানি বাবদ ভ্যাট ও আয়করসহ সর্বমোট ৯,৮৫,৫৫৪.০০ (নয় লক্ষ পঁচাশি হাজার পাঁচশত চুয়ান্ন) টাকা প্রদান করা হয়েছে। বিগত ২০২৩-২০২৪ অর্থবছরে পরিচালকবৃন্দের সম্মানি বাবদ ভ্যাট ও আয়করসহ সর্বমোট ১১,৮৫,৫৩৪.০০ (এগারো লক্ষ পঁচাশি হাজার পাঁচশত চৌত্রিশ মাত্র) টাকা পরিশোধ করা হয়েছিল।

আর্থিক বিবরণীর ন্যায়পরায়ণতা

হিসাব বিবরণী এবং হিসাব বিবরণীর নোট বাংলাদেশে প্রচলিত সংশ্লিষ্ট আইনসমূহের বিধান প্রতিপালন করে তৈরি করা হয়েছে। এই বিবরণীগুলো সঠিকভাবে কোম্পানির কার্যাবলী, কার্যক্রমের ফলাফল, নগদ প্রবাহ এবং মূলধনের পরিবর্তন প্রকাশ করেছে।

আর্থিক হিসাবের প্রয়োজনীয় দলিলাদি

কোম্পানির আর্থিক হিসাবের প্রয়োজনীয় দলিলাদি সঠিকভাবে সংরক্ষণ করা হয়েছে।

হিসাব বিজ্ঞানের উপযুক্ত নীতিমালা ও আয় ব্যয়ের অনুসরণ

হিসাব বিজ্ঞানের উপযুক্ত নীতিমালা ধারাবাহিকভাবে হিসাব বিবরণী প্রস্তুতে অনুসরণ করা হয়েছে এবং হিসাব বিজ্ঞানের আয়-ব্যয়সমূহ যুক্তিসংগত ও বিচক্ষণতার সাথে যাচাই করা হয়েছে।

সংখ্যালঘু শেয়ারহোল্ডারগণের স্বার্থ রক্ষা

পরিচালনা পর্ষদ সংখ্যালঘু শেয়ারহোল্ডারগণের স্বার্থ রক্ষায় সচেষ্ট আছেন।

IAS/IFRS এর প্রয়োগ

আর্থিক বিবরণী প্রস্তুতে উপর্যুক্ত নীতিমালাসমূহ যথাযথভাবে অনুসরণ করা হয়েছে এবং যদি কোন ধরনের বিচ্যুতি হয়ে থাকে সেটাও প্রকাশ করা হয়েছে।

চলমান প্রতিষ্ঠান

ভবিষ্যতের উপর প্রাপ্ত তথ্য পর্যালোচনা করে পরিচালকগণ করেন যে, নিকট ভবিষ্যতের ব্যবসা চলমান রাখার জন্য কোম্পানির যথাযথ পরিসম্পদ রয়েছে। এ ব্যাপারে বিস্তারিত ব্যাখ্যা আর্থিক বিবরণীর নোট নং-২(এ) (ii)- এ দেয়া হয়েছে।

বিগত বৎসরের পরিচালন ফলাফলের সাথে তারতম্য

২০২৩-২০২৪ অর্থবছরের তুলনায় ২০২৪-২০২৫ অর্থবছরে নিট বিক্রয়ের পরিমাণ বৃদ্ধি পাওয়ার ফলে বিগত বৎসরের পরিচালন ফলাফলের সাথে তারতম্য ঘটেছে।

মূল চালিকা এবং অর্থনৈতিক তথ্য

একটি পাঁচ বৎসরের সংক্ষেপকৃত মূল চালিকা এবং অর্থনৈতিক তথ্য আর্থিক বিবরণীর তফসিল- ২ এ দেওয়া হয়েছে।

নিয়োগ, পদোন্নতি, বদলি এবং পারিশ্রমিক নির্ধারণ এর নীতিমালা

এটলাস বাংলাদেশ লিমিটেড শিল্প মন্ত্রণালয়ের অধীন বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশনের নিয়ন্ত্রণাধীন ঢাকা স্টক এক্সচেঞ্জ এর তালিকাভুক্ত একটি প্রতিষ্ঠান। উক্ত প্রতিষ্ঠানের সকল কর্মকর্তা, কর্মচারী এবং শ্রমিকদের নিয়োগ, পদোন্নতি, বদলি সংক্রান্ত যাবতীয় কার্যক্রম বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশনের কর্মচারী চাকুরী প্রবিধানমালা ১৯৮৯-অনুযায়ী পরিচালিত হয়ে থাকে। সকল কর্মকর্তা, কর্মচারীদের বেতন ভাতাদি সরকার ঘোষিত জাতীয় বেতনস্কেল-২০১৫ অনুযায়ী এবং শ্রমিকদের মজুরি ও ভাতাদি সরকার ঘোষিত জাতীয় মজুরি ও উৎপাদনশীলতা কমিশন-২০১৫ অনুযায়ী পরিশোধ করা হয়।

লভ্যাংশ ঘোষণা

২০২৪-২০২৫ অর্থবছরে কোম্পানি ৪০৮.৮১ লক্ষ টাকা করোত্তর নিট লোকসান করেছে। গত বছর করোত্তর নিট লোকসান ছিল ৭২০.৪০ লক্ষ টাকা এবং পুঞ্জীভূত লোকসান ১৩১৯.৩৮ লক্ষ টাকা থাকায় পরিশোধিত মূলধনের উপর কোন লভ্যাংশ প্রদান করা হয়নি। সম্মানিত শেয়ারহোল্ডারদের বিনিয়োগ ও কোম্পানির বর্তমান ব্যবসায়িক সংকটসহ সার্বিক অবস্থা বিবেচনা করে ২০২৪-২০২৫ অর্থবছরে ৪০৮.৮১ লক্ষ টাকা নিট লোকসান এবং ১৭২৬.৩৭ লক্ষ টাকা পুঞ্জীভূত লোকসান থাকায় কোম্পানির পরিচালনা পর্ষদ কোন প্রকার লভ্যাংশ প্রদান না করার প্রস্তাব করেন। পরিচালনা পর্ষদের লভ্যাংশ প্রদান না করার প্রস্তাব অদ্যকার বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারগণের বিবেচনা ও অনুমোদনের জন্য পেশ করা হলো।

জাতীয় রাজস্ব তহবিলে জমা

২০২৪-২০২৫ অর্থবছরে এটলাস বাংলাদেশ লিমিটেড কর্তৃক জাতীয় রাজস্ব তহবিলে ৩৪৮.০৫ লক্ষ টাকা জমা দেয়া হয়েছে। ২০২৩-২০২৪ অর্থবছরে উক্ত খাতে এরূপ জমার পরিমাণ ১৮৩.৯৬ লক্ষ টাকা ছিল, যার বিবরণ নিম্নরূপঃ-

বিবরণ	২০২৪-২০২৫ (লক্ষ টাকায়)	২০২৩-২০২৪ (লক্ষ টাকায়)
ক. ভ্যাট	২৬২.২০	১২১.৭৩
খ. আয়কর	৮৫.৮৫	৬২.২৪
সর্বমোট	**৩৪৮.০৫**	**১৮৩.৯৬**

করপোরেট সামাজিক দায়িত্ব

পূর্ববর্তী বছরের ন্যায় এ অর্থবছরেও এবিএল কর্তৃক পরিবেশ রক্ষা ও সমাজের প্রতি দায়িত্বশীল অবদান রাখা হয়েছে। ২০২৪-২০২৫ অর্থবছরে প্রতিষ্ঠানে কর্মরত কর্মকর্তা, কর্মচারী ও শ্রমিকদের মধ্যে ৬২ জনকে ঈদ সামগ্রী প্রদান করা হয়। কর্মক্ষেত্রকে পরিবেশবান্ধব রাখাসহ ধর্মীয় কাজে সম্ভাব্য সহায়তা করা হয়েছে।

মানবসম্পদ উন্নয়ন

অনুমোদিত মানবসম্পদ সাংগঠনিক কাঠামো (সেট-আপ) অনুযায়ী কোম্পানিতে কর্মকর্তা, কর্মচারী ও শ্রমিকের মোট সংখ্যা ২৮৩ জন। ৩০ জুন ২০২৫ তারিখে কর্মরত কর্মকর্তা, কর্মচারী ও শ্রমিকের সংখ্যা ৬৮ জন ছিল। প্রতিষ্ঠানের মানবসম্পদ উন্নয়ন কর্মসূচির অংশ হিসেবে প্রতিটি স্তরের কর্মকর্তা, কর্মচারী ও শ্রমিকদেরকে পেশাগত স্বাস্থ্য ও নিরাপত্তা বিষয়ে সচেতনতা বৃদ্ধি এবং ব্যক্তিগত সুরক্ষা সরঞ্জামাদি ব্যবহারের উপর প্রশিক্ষণ দেওয়া হয়েছে। আলোচ্য অর্থ বছরে "শিল্প সম্পর্ক বিষয়ক", সিটিজেন চার্টার সংক্রান্ত, তথ্য অধিকার বিষয়ক, শুদ্ধাচার, পেশাগত স্বাস্থ্য ও পরিবেশ বিষয়ক, অভিযোগ প্রতিকার ব্যবস্থা, জিআর সফটওয়্যার, ম্যানেজম্যান্ট ও এ্যাকাউন্টিং সিস্টেম সফটওয়্যার, দক্ষতা বৃদ্ধি সংক্রান্ত ও আঞ্চলিক লোক প্রশিক্ষণ কেন্দ্রে: মৌলিক প্রশিক্ষণ কোর্সে প্রশিক্ষণ দেয়া হয়েছে। প্রশিক্ষণপ্রাপ্ত এ সকল কর্মকর্তা-কর্মচারী-শ্রমিক পেশাগত উন্নয়নের মাধ্যমে কোম্পানির প্রবৃদ্ধিতে গুরুত্বপূর্ণ অবদান রাখছে।

অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা ও ঝুঁকি ব্যবস্থাপনা

এটলাস বাংলাদেশ লিমিটেডের ঝুঁকি নির্ধারণ, ঝুঁকি মূল্যায়ন, ঝুঁকি ব্যবস্থাপনা এবং অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থাপনার জন্য একটি শক্তিশালী অভ্যন্তরীণ নিরীক্ষা সার্বক্ষণিক/বাৎসরিক নিরীক্ষা এবং মনিটরিং কার্যক্রম পরিচালনা করে তাৎক্ষণিকভাবে পরিচালনা পর্ষদ-কে অবহিত করে। অন্যদিকে এবিএল সরকারি প্রতিষ্ঠান হওয়ায় বাণিজ্যিক অডিট অধিদপ্তর কর্তৃক প্রত্যেক অর্থবছরে নিরীক্ষা এবং বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশন কর্তৃক অভ্যন্তরীণ নিরীক্ষা পরিচালনা করে থাকে এবং তাদের উত্থাপিত আপত্তিসমূহ এবিএল-এর পরিচালনা পর্ষদ, বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশন (বিএসইসি) এবং শিল্প মন্ত্রণালয়-কে অবহিত করা হয়।

পরিচালক নির্বাচন

কোম্পানির আর্টিকেলস অব এসোসিয়েশনের ১০৫ ধারা মোতাবেক ৯(নয়)জন পরিচালক দ্বারা কোম্পানির সামগ্রিক কার্যক্রম পরিচালিত হচ্ছে। কোম্পানি আইন ১৯৯৪ এবং আর্টিকেলস অব এসোসিয়েশন অনুযায়ী ৯(নয়)জন পরিচালকের মধ্যে এক তৃতীয়াংশ হিসেবে তিনজন অর্থাৎ গ্রুপ 'এ' হতে দু'জন যথাক্রমে পরিচালক জনাব মোঃ ওসমান গনি ও জনাব মোঃ বিশ্বাস রাসেল হোসেন ৪১তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন। তবে অবসর গ্রহণকারী পরিচালকবৃন্দ পুনঃনির্বাচন/মনোনয়নের যোগ্যতা রাখেন। গ্রুপ-বি শেয়ারহোল্ডারদের মধ্যে পরিশোধিত মূলধনের নূন্যতম ২% শেয়ার না থাকায় বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের ২১ মে, ২০১৯ তারিখে নোটিফিকেশন অনুযায়ী প্রতিষ্ঠানের শেয়ারহোল্ডার পরিচালক পদে সাময়িক শূন্যতার সৃষ্টি হয়েছে।

নিরীক্ষক নিয়োগ

কোম্পানির নিরীক্ষক সাইফুল সামছুল আলম অ্যান্ড কোং, চার্টার্ড একাউন্ট্যান্টস বিগত ২০২৪-২০২৫ অর্থবছরের এটলাস বাংলাদেশ লিঃ-এর নিরীক্ষা কার্য সম্পাদন করেছে। গত বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারগণ নিয়মনীতি অনসুরণপূর্বক সাইফুল সামছুল আলম অ্যান্ড কোং, চার্টার্ড একাউন্ট্যান্টসকে ২০২৪-২০২৫ অর্থবছরের হিসাব নিরীক্ষার জন্য নিরীক্ষক নিয়োগ করেন। বিগত বছর তাদের পারফরমেন্স সন্তোষজনক হওয়ায় কোম্পানির পরিচালনা পর্ষদ কর্তৃক তাদেরকে পুনরায় নিয়োগের জন্য সুপারিশ করা হয়। কোম্পানির পরিচালনা পর্ষদ কর্তৃক সুপারিশকৃত সাইফুল সামছুল আলম চার্টার্ড একাউন্ট্যান্টস-কে ২০২৫-২০২৬ অর্থবছরের জন্য বহিঃনিরীক্ষক নিয়োগের বিষয়টি অদ্য বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারগণের বিবেচনা ও অনুমোদনের জন্য পেশ করা হলো।

কমপ্লায়েন্স নিরীক্ষক নিয়োগ

কোম্পানির কমপ্লায়েন্স নিরীক্ষক মারক এন্ড কোং চার্টার্ড একাউন্ট্যান্টসকে বিগত ২০২৪-২০২৫ অর্থবছরের এটলাস বাংলাদেশ লিঃ-এর কর্পোরেট গভর্নেন্স কমপ্লায়েন্স নিরীক্ষা কার্য সম্পাদন করেছে। বিগত বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারগণ নিয়মনীতি অনসুরণপূর্বক মারক অ্যান্ড কোং, চার্টার্ড একাউন্ট্যান্টসকে ২০২৪-২০২৫ অর্থবছরের কমপ্লায়েন্স নিরীক্ষা কার্য সম্পাদনের জন্য নিরীক্ষক নিয়োগ করেন। বিগত বছর তাদের পারফরমেন্স সন্তোষজনক হওয়ায় কোম্পানির পরিচালনা পর্ষদ কর্তৃক তাদেরকে পুনরায় নিয়োগের জন্য সুপারিশ করা হয়। কোম্পানির পরিচালনা পর্ষদ কর্তৃক সুপারিশকৃত মারক এন্ড কোং চার্টার্ড একাউন্ট্যান্টস-কে ২০২৫-২০২৬ অর্থবছরের জন্য কর্পোরেট গভর্নেন্স কমপ্লায়েন্স নিরীক্ষক নিয়োগের বিষয়টি অদ্য বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারগণের বিবেচনা ও অনুমোদনের জন্য পেশ করা হলো।

কর্পোরেট গভর্নেন্স

বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশনের নিয়ন্ত্রনাধীন এটলাস বাংলাদেশ লিমিটেড অফলোডেড প্রতিষ্ঠান হিসেবে বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্তৃক জারিকৃত কর্পোরেট গভর্নেন্স কোড বাস্তবায়ন করা হয়েছে। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের গত ০৩ জুন, ২০১৮ তারিখের গেজেট নং- বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০ এবং বিএসইসি/সিএমআরআরসিডি/২০০৯-১৯৩/৬৬/পিআরডি/১৪৮ তারিখ-১৬ অক্টোবর ২০২৩ মোতাবেক আরোপিত শর্তাদি প্রতিপালন সংক্রান্ত কমপ্লায়েন্স সার্টিফিকেট এবং এনেক্সার সংযুক্ত পরিশিষ্টে বর্ণনা করা হয়েছে।

ভবিষ্যৎ পরিকল্পনা :

এবিএল দীর্ঘবছর যাবৎ ব্র্যান্ড সংকটে ছিল। ব্র্যান্ড সংকট থেকে উত্তোরণের জন্য চীনের Original Equipment Manufacturer Zhejiang Luyuan Electric Vehicle Co. Ltd. কোম্পানি হতে সিকেডি আমদানিপূর্বক "Atlas Ev" নামে নিজস্ব ব্র্যান্ডের জ্বালানি সাশ্রয়ী ও পরিবেশ বান্ধব ইলেকট্রিক স্কুটার সংযোজন এবং বিপণন কার্যক্রম শুরু করা হয়েছে।

ভবিষ্যতে মডেল বৈচিত্রকরণের নিমিত্ত চীনের বিখ্যাত Vmoto কোম্পানির সাথে চুক্তি স্বাক্ষরের পরিকল্পনা গ্রহণ করা হয়েছে। এছাড়াও দেশীয় বাজারে সাশ্রয়ী মূল্যে পরিবেশবান্ধব ইলেকট্রিক মোটরসাইকেল ও স্কুটার সরবাহের নিমিত্ত এবিএল কারখানায় Progressive Manufacturing Plant স্থাপনের পরিকল্পনা রয়েছে। আশা করা যায় Atlas Ev ব্র্যান্ড প্রতিষ্ঠিত করা গেলে এবিএল'র ব্র্যান্ড সংকট হতে উত্তোরণের পাশাপাশি প্রতিষ্ঠানটিকে পুনরায় লাভজনকভাবে পরিচালনা করা সম্ভব হবে।

সম্মানিত শেয়ারহোল্ডারগণ,

এটলাস বাংলাদেশ লিমিটেড ১৯৮৮-৮৯ অর্থবছর হতে পুঁজিবাজারে তালিকাভুক্ত হওয়ার পর থেকে ২০১৯-২০২০ অর্থবছর পর্যন্ত প্রতিবছরই আপনাদেরকে স্টক ও নগদ লভ্যাংশ প্রদান করেছে। কিন্তু ২০২৪-২০২৫ অর্থবছরে লোকসান হওয়ায় আপনাদেরকে লভ্যাংশ প্রদান করা সম্ভব হয়নি। এটলাস বাংলাদেশ লিমিটেড-কে পুনঃপ্রতিষ্ঠিত করার জন্য কিছু পরিকল্পনা হাতে নেয়া হয়েছে, পরিকল্পনাগুলো বাস্তবায়ন করা সম্ভব হলে আশা করা যায় প্রতিষ্ঠানটি লাভজনক হবে। এক্ষেত্রে পরিচালনা পর্ষদের সম্মানিত সকল সদস্য, কোম্পানির শ্রমিক-কর্মচারী-কর্মকর্তা এবং সম্মানিত শেয়ার হোল্ডারদের একান্ত সহযোগিতা কামনা করছি। অদ্যকার বার্ষিক সাধারণ সভায় হাইব্রিড পদ্ধতিতে (সরাসরি এবং ডিজিটাল প্ল্যাটফর্মে) উপস্থিত/সংযুক্ত হয়ে ধৈর্য সহকারে আমার বক্তব্য শোনার জন্য সকলকে আন্তরিক ধন্যবাদ জানাচ্ছি।

এখন আমি এবিএল'র ২০২৪-২০২৫ অর্থবছরের নিরীক্ষিত হিসাব ও নিরীক্ষকের প্রতিবেদন এবং পরিচালনা পর্ষদের বার্ষিক প্রতিবেদন সম্মানিত শেয়ারহোল্ডারদের সদয় বিবেচনা ও অনুমোদনের জন্য উপস্থাপন করছি।

পরম করুণাময় আল্লাহ সোবহানা তায়ালা আমাদের সকলের সহায় হোন।

পরিচালনা পর্ষদের পক্ষে,

তারিখঃ ২৪ ডিসেম্বর, ২০২৫খ্রি.

(মুঃ আনোয়ারুল আলম)
চেয়ারম্যান, বিএসইসি ও
এটলাস বাংলাদেশ লিমিটেড পরিচালনা পর্ষদ



Grand opening Ceremony of "Atlas-Ev" Brand.



Business Agreement Signing Ceremony between Atlas Bangladesh Ltd. & Bangladesh Honda Private Ltd.



Memorandum of Understanding (MoU) Signing Ceremony between "Atlas Bangladesh Ltd. & Zhejiang Luyuan Electric Vehicle Co. Ltd "



A partial view of 40th Annual General Meeting

The following Motorcycles are being marketed by the Atlas Bangladesh Ltd.

ATLAS Ev 100



Model: S100

Rated Motor Power : 72V/20R/2000W Liquid Cooling Motor
Battery : 72V35AH Graphene or 72V32AH Lead Acid
Charger : Input AC 220V, Output DC72V6.0A
Controller: 72V55A
Max Speed: 60km/h
Max Range: 100-120km
Charging Time: 5-6 hours
Brake (Front/Rear): F/R: Disc brake 180mm
Wheel Size and Tire: 90/90-12 Radial anti-puncture tire
Anti-Theft System: NFC
Climbing Ability: 14°
Weight: 135KG/128KG (Incl. Battery)
Battery Weight: 61kg / 54kg
Product Dimension: 1800*550*1050 mm
Water Resistance: Yes

ATLAS Ev 90



Model: S90

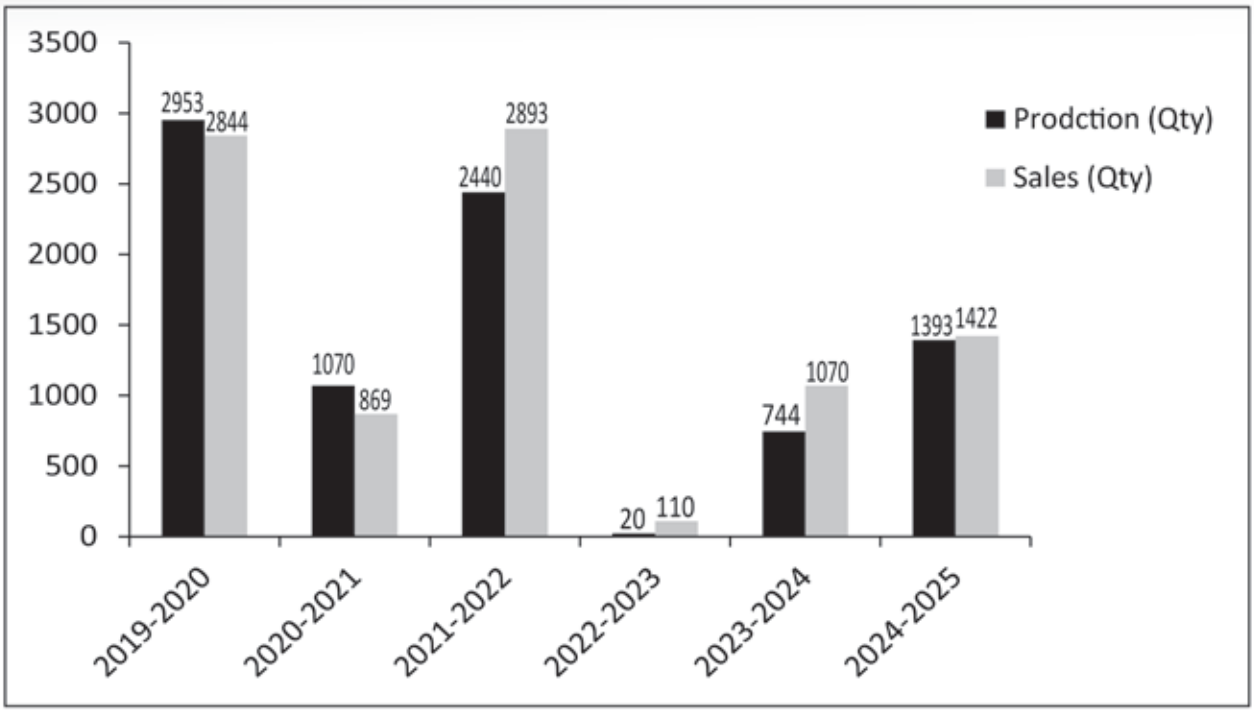
Rated Motor Power: 72V/1200W/600R Liquid Cooling Motor
Battery: 72V23AH Graphene
Charger: Input AC 220V, Output DC 72V4.0A
Controller: 72V45A
Max Speed: 50km
Max Range: 70-80km
Charging Time: 5-6 hours
Brake (Front/Rear): Disc/Disc
Wheel Size and Tire: 90/80-12" Radial Anti Puncture Tire
Anti-Theft System: NFC
Climbing Ability: 12°
Weight: 121KG (Incl. Battery)
Battery Weight: 42 kg
Product Dimension: 1835*705*1085 mm
Water Resistance: Yes

ATLAS Ev 70

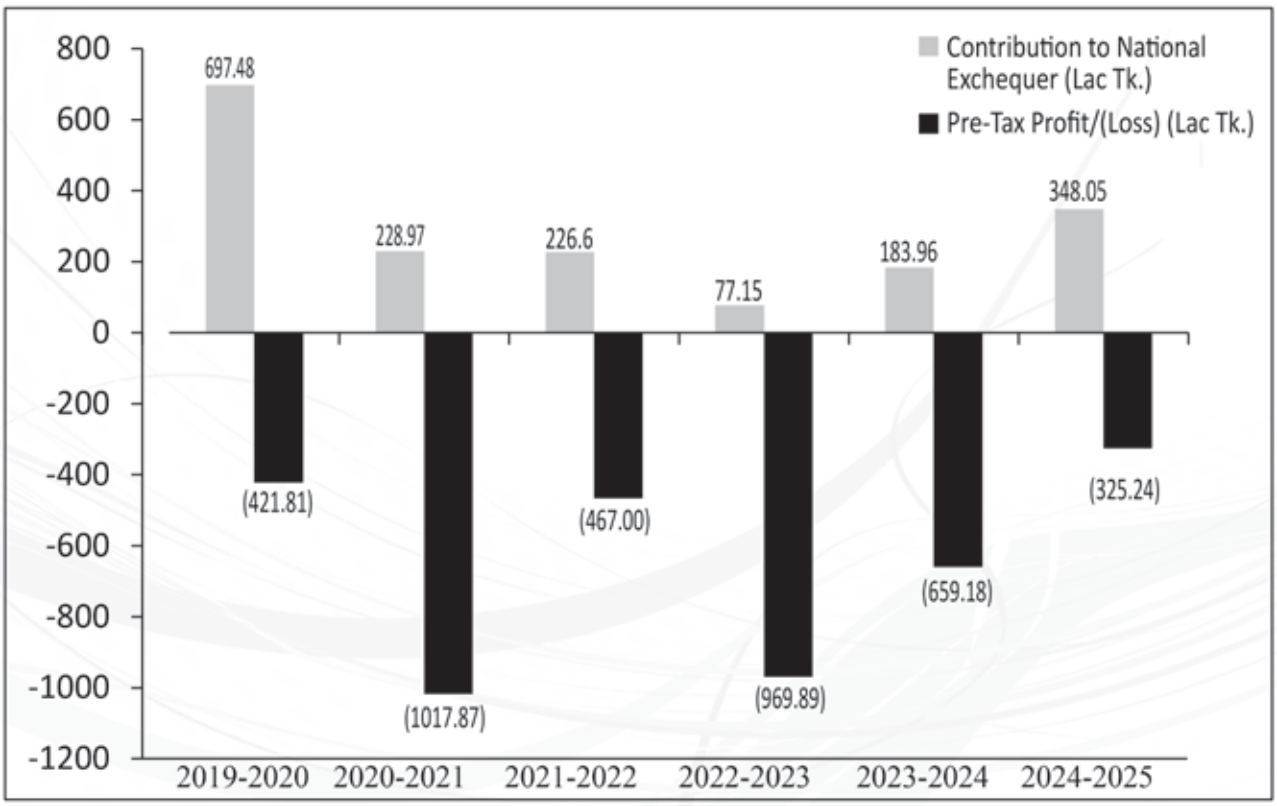


Model: S70

Rated Motor Power: 60V/600R/600W Liquid Cooling Motor
Battery: 60V23AH Graphene
Charger: Input AC 220V, Output DC 60V4.0A
Controller: 60V30A
Max Speed: 45km/h
Max Range: 60-70 km
Charging Time: 4-5 hours
Brake (Front/Rear): Disc brake 180mm, Ceramic drum brake
Wheel Size and Tire: 3.00-10 Radial anti-puncture tire
Anti-Theft System: NFC
Climbing Ability: 6°
Weight: 95 kg (Incl.)
Battery Weight: 35 kg
Product Dimension: 1775*720*1090 mm
Water Resistance: Yes



Graphical representation of production & sale of Motorcycle during 2019-20 to 2024-25.



Graphical Representation of contribution to National Exchequer and Pre-Tax profit/(Loss) for 2019-20 to 2024-25

MARHK & CO.
Chartered Accountants
Affiliated firm of MRH Business Accountants, Australia

House # 05 (8th Floor)
Block-C, Main Road,
Aftabnagar, Dhaka-1212
Bangladesh

Mob: +88 01759-577701
E mail: satya.marhk@gmail.com
satyada1977@gmail.com
Website: www.marhk.com

ANNEXURE-B
[Certificate as per condition No. 1(5) (xxvii)]

Report to the Shareholders of ATLAS BANGLADESH LIMITED on compliance on the Corporate Governance Code.

We have examined the compliance status to the Corporate Governance Code by ATLAS BANGLADESH LIMITED for the year ended on June 30, 2025. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148, dated 16 October 2023 of the Bangladesh Securities and Exchange Commission.

Such compliance with the Corporate Governance Code is the responsibility of the Company. Our examination was limited to the procedures and implementation thereof as adopted by the Management in ensuring compliance to the conditions of the Corporate Governance Code.

This is a scrutiny and verification and an independent audit on compliance of the conditions of the Corporate Governance Code as well as the provisions of relevant Bangladesh Secretarial Standards (BSS) as adopted by Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Corporate Governance Code.

We state that we have obtained all the information and explanations, which we have required and after due scrutiny and verification thereof, we report that, in our opinion.

(a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above-mentioned Corporate Governance Code issued by the Commission;

(b) The company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;

(c) Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws; and

(d) The governance of the company is satisfactory.

Place: Dhaka
Dated: 24 November 2025

Satyajit Roy ACA
Enrolment No: 2087
MARHK & Co
Chartered Accountants

ATLAS BANGLADESH LIMITED

STATUS OF COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE (CGC)
For The Year Ended 30th June, 2025

ANNEXURE-C

[Asper condition No. 1(5)(xxvii)]

Status of compliance with the conditions imposed by the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03 June 2018, Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 Dated 16 October 2023, and Notification No. BSEC/CMRRCD/2009-193/76/PRD/151 Dated 04 April 2024 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1	**Board of Directors**			
1(1)	**Size of the Board of Directors** The total members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) andmore than 20 (twenty).	✓		There are 07 (seven) members in the Board.
1.(2)	**Independent Directors** All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following:-			
1(2)(a)	At least 2 (two) directors or one-fifth (1/5) of the total number of directors in the company's board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s): Provided that the Board shall appoint at least 1 (one) female independent director in the Board of Directors of the company	✓		There are 2 (two) Independent Directors in the Board.
1(2)(b)	Without contravention of any provision of, any other laws, for the purpose of this clause, an "independent director" means a director			
1(2)(b)(i)	Independent Director does not hold any share or holds less than 1% shares of the total paid-up capital	✓		Does not hold any Shares.
1(2)(b)(ii)	who is not a sponsore of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in law shall be considered as family members;	✓		
1(2)(b)(iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		Independent Directors have no relationship
1(2)(b)(v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		
1(2)(b)(vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	✓		
1(2)(b)(vii)	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 firmor audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	✓		
1(2)(b)(viii)	Who is not independent director is more than 5 (five) listed companies;	✓		
1(2)(b)(ix)	Who has not been reported as a defaulter in the latest credit information Bureau (CIB) report of Bangladesh Bank for non payment of any loan or advance or obligation to a bank or a financial institution; and	✓		
1(2)(b)(x)	who has not been convicted for a criminal offence involving moral turpitude;	✓		
1(2)(c)	The Independent Director(s) shall be appointed by the board of director and approved by the shareholders in the (AGM): Provided that the Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company	✓		
1(2)(d)	The post of Independent Director(s) can't remain vacant for more than 90 (ninety) days	✓		No such issue arose.

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(2)(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only: Provided that a former independent director may be considered for reappointment for an other tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotationas per the Companies Act, 1994. **Explanation:** For the purpose of counting tenure or term of independent director, any partial term of tenure shall be deemed to be a full tenure.	✓		
1(3)	**Qualification of Independent Director :-**			
1(3)(a)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to business;	✓		
1(3)(b)	Independent director shall have following qualification;			
1(3)(b)(i)	Business leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association; or			Such category Independent Director not appointed.
1(3)(b)(ii)	Corporate Leader who is or was a top-level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk.100.00 million or of a listed company; or **Explanation:** Top level executive includes Managing Director (MD) or Chief Executive Officer (CEO), Additional or Deputy Managing Director (AMD or DMD), Chief Operating Officer (COO), Chief Financial Officer (CFO), Company Secretary (CS), Head of Internal Audit and Compliance (HIAC), Head of Administration and Human Resources or equivalent positions and same level or ranked or salaried officials of the company.			Such category Independent Director not appointed.
1(3)(b)(iii)	Former or existing official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law: Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service or			Such category Independent Director not appointed.
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	✓		
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;			Such category Independent Director not appointed.
1(3)(c)	The independent Director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the commission			No such issue arose
1(4)	**Duality of Chairman of the Board and Managing Director or Chief Executive Officers:**			
1(4)(a)	The position of the Chairperson of the board and the Managing director (MD) and/or Chief Executive officer (CEO) of the company shall be filled by different individuals;	✓		
1(4)(b)	The Managing Director (MD) and/or chief executive officer (CEO) of a listed company shall not hold the same position in another listed company;	✓		
1(4)(c)	The Chairperson of the board shall be elected from among the non-executive directors of the company;	✓		
1(4)(d)	The board shall clearly define respective roles and responsibilities of the Chairperson and the managing Director and/or chief executive officer;	✓		
1(4)(e)	In the absence of the Chairperson of the board, the remain members may elect one of themselves from non-executive Director as chairperson for the particular Board's meeting ; the reason of absence of the regular chairperson shall be duly recorded in the minutes			No such issue arose
1(5)	**The Directors' Report to Shareholders** The Board of the company shall include the following additional statements or disclosures in the Director's Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994):			
1(5)(i)	An industry outlook and possible future developments in the industry;	✓		Stated in the Director's Report.

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(5)(ii)	The segments-wise or product-wise performance;	✓		Do
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		Do
1(5) (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	✓		Do
1(5) (v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);			Do
1(5) (vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		Do
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;			N/A
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;			N/A
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and annual Financial statement;	✓		
1(5)(x)	A statement of remuneration paid to the directors including independent director;	✓		Independent Directors has not taken any remuneration exceptmeeting fee.
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of his operations, cash flows and changes in equity;	✓		
1(5)(xii)	A statement that proper books of account of the of the issuer company have been maintained;	✓		
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statement and that the accounting estimates are based on reasonable and prudent judgment;	✓		
1(5)(xiv)	A statement that International Accounting standard (IAS) or International Financial Reporting Standards (IFRS), as a applicable in Bangladesh, have been followed in preparation of the financial statement and any departure there from has been adequately disclosed;	✓		
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	✓		
1(5)(xvi)	A statement that minority shareholder have been protected from abusive actions by, or in the interest of controlling shareholders acting either directly or indirectly and have effective means of redress;	✓		
1(5)(xvii)	A statement that there is no significant doubt 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 there of shall be disclosed;	✓		
1(5)(xviii)	An explanation that significant deviations from that last year's operating results of the issuer company shall be highlighted and the reasons there of shall be explained;	✓		
1(5)(xix)	A statement where key operating and financial date of the least preceding 5 (five) years shall be summarized;	✓		
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend(cash or stock) for the year;			N/A
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;			N/A
1(5)(xxii)	The total number of board meetings held during the years and attendance by each director;	✓		7 (Seven) Board meeting were held.
1(5)(xxiii)	A report of the paten of shareholding disclosing the aggregate number of share (along with name-wise details where sated below) held by:-	✓		
1(5) (xxiii)(a)	Parent or subsidiary or associated companies and other related parties (name -wise-details);			N/A
1(5) (xxiii)(b)	Director, chief Executive officers, company secretary, Chief financial officers, Head of internal audit and compliance and their spouses and minor children (name-wise-details	✓		Stated in the Annual Report
1(5) (xxiii)(c)	Executives; and	✓		Do
1(5) (xxiii)(d)	Shareholders holding tenpercent (10%) or more voting interest in the company (name wise details); **Explanation:** For the purpose of this clause, the expression "executive" means 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 and Compliance.	✓		Stated in the Annual Report

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.5 (xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information of the shareholders:-			
1.5 (xxiv) (a)	A Brief resume of the directors;	✓		Stated in the Annual Report
1.5 (xxiv) (b)	Nature of his or her expertise in specific functional areas; and	✓		Do
1.5 (xxiv) (c)	Names of companies in which the person also hold the directorship and the membership of committees of the board;	✓		Do
1(5)(xxv)	A management's discussion and analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of change in the financial statements, among others, focusing on:			
1.5 (xxv) (a)	Accounting policies and estimation for preparation of financial statements;	✓		Stated in the Annual Report
1.5 (xxv) (b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓		Stated in the Annual Report
1.5 (xxv) (c)	Comparative analysis (including effects of inflation) to financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓		Stated in the Annual Report
1.5 (xxv) (d)	Compare such financial performance or result and financial position as well as cash flows with the peer industry scenario;	✓		Stated in the Annual Report
1.5 (xxv) (e)	Briefly explain the financial economic scenario of the country and the globe;	✓		Stated in the Annual Report
1.5 (xxv) (f)	Risks and concerns issues related to the financial statement, explaining such ricks and concerns mitigation plan of the company; and	✓		Stated in the Annual Report
1.5 (xxv) (g)	Future plan or projection or forecast to company's operation, performance and financial position, with justification therefore, i, e., actual position shall be explained to the shareholders in the next AGM;	✓		Stated in the Annual Report
1.5 (xxvi)	Declaration or certification by the CEO and the CFO to the board as required under condition no. 3 (3) shall be disclosed as per **Annexure-A**	✓		Stated in the Annual Report
1.5 (xxvii)	The report as well as certification regarding compliance of conditions of this code as required under condition No. 9 shall be disclosed as per **Annexure-B** and **Annexure-C**	✓		Stated in the Annual Report
1.5 (xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality;	✓		Stated in the Annual Report
1.6	**Meetings of the Board of Directors** The company shall conduct its board meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh secretarial standards (BSS) as adopted by the institute of Chartered secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this code.	✓		
1.7	**Code of conduct for the chairperson, other board member and chief Executive officers**			
1.7 (a)	The Board shall lay down a code of conduct, based on the recommendation of the nomination and Remuneration committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	✓		
1.7 (b)	The code and conduct as determined by the NRC shall be posted by the website of the company including, among others, prudent conduct and behavior; confidentiality, conflict of interest; compliance laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency;	✓		
2	**Governance of board of directors of subsidiary company:-**			
2 (a)	Provisions relating to the composition of the board of the holding company shall be made applicable to the composition of the board of the subsidiary company;			N/A
2 (b)	At least 1 (one) independent of the board of the holding company shall be a director on the board of the subsidiary company			N/A
2 (c)	The minutes of the board meeting of the subsidiary company shall be placed for review at the following board meeting of the holding company;			N/A
2 (d)	The minuets of the respective board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;			N/A
2 (e)	The audit committee of the holding company shall also review the financial statement, in particular the investments made by the subsidiary company.			N/A
3	**Managing Director (MD) or chief executive officers (CEO), chief financial officers (CFO), head of internal audit and compliance (HIAC) and company secretary (CS):**			
3(i)	**Appointment**			
3.1 (a)	The board Shall appoint a managing director (MD) or chief executive officer (CEO), company secretary (CS) a Chief Financial Officer (CFO) and a head internal audit and compliance (HIAC)	✓		In Practice

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
3.1 (b)	The position of the managing director (MD) or chief executive officer (CEO), Company secretary (CS), Chief Financial Officer (CFO), and head of internal audit and compliance (HIAC) shall be failed by different individuals;	✓		Do
3.1 (c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time: Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission: Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by approving companies proportionately;	✓		Do
3.1 (d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		Do
3.1 (e)	The MD or CEO, CS, CFO and HIAS shall not be from their position without approval of the board as well as immediate dissemination to the commission and stock exchanges(s)	✓		No such incidence arose
3.2	**Requirement to attend the board meetings:** The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the board: Provided that the CS, CFO and/or HIAC shall not attend such part of a meeting of the board which involves consideration of an agenda item relating to their personal matters;	✓		In Practice
3.3	**Duties of managing directors (MD) or chief executive officer (CEO) chief executive officer (CFO)**			
3(3)(a)	The MD or CEO and CFO shall also certify to the board that they have reviewed financial statement for the year and that to the best of their knowledge and belief:	✓		Certify by CEO or MD and CFO
3.(3)(a)(i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	✓		Do
3.(3)(a)(ii)	These statements together present a true and fair view of the companies affairs and are in compliance with existing accounting standards and applicable laws;	✓		Do
3.3 (b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violation of the code of conduct for the company's Board or members;	✓		Do
3.3 (c)	The certification of the MD or CEO and CFO shall be disclosed in the annual report.	✓		Do
4	**Board of Director's Committee** For ensuring good governance in the company, the Board shall have at least following sub committees:			
4(i)	Audit Committee; and	✓		
4(ii)	Nomination and Remuneration Committee.	✓		
5(1)	**Responsibility to the Board of Directors**			
5	**Audit Committee:-**			
5.1 (a)	The company shall have and audit committee as a sub-committee of the Board;	✓		
5.1 (b)	The audit committee shall assist the board in ensuring that the financial statement reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	✓		
5.1 (c)	The audit committee shall be responsible to the board; the duties of the audit committee shall be clearly set forth in writing	✓		
5.2	**Constitution of the Audit Committee**			
5.2 (a)	The audit committee shall be composed of at least 3 (three) members;	✓		
5.2 (b)	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	✓		
5.2 (c)	All members of the audit committee should be "financially literate" and at least 1 (one) members shall have accounting or related financial management background and 10 (ten) years of such experience; **Explanation:** The term "financially literate" means the ability to read and understand the financial statements like statement of financial position, statement of comprehensive income, statement of changes in equity and cash flows statement and a person will be considered to have accounting or related financial management expertise if he or she possesses professional qualification or Accounting or Finance graduate with at least 10 (ten) years of corporate management or professional experiences.	✓		
5.2 (d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before 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 shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	✓		No such vacancy arose
5.2 (e)	The company secretary shall act as the secretary of the committee	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5.2 (f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) Independent director;	✓		
5(3)	**Chairperson of the Audit Committee**			
5.3 (a)	The board of directors shall select 1 (one) members of the audit committee to the chairman of the audit committee, who shall be an Independent Director	✓		
5.3 (b)	In the absence of the chairperson of the audit committee, the remaining members may elect one of themselves as chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.			No such incidence arose
5.3 (c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the AuditCommittee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM;	✓		Chairperson of the Audit Committee was present in AGM
5(4)	**Meeting of the Audit Committee**			
5.4 (a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	✓		4 (four) Meetings were held in reporting year
5.4 (b)	The quorum of the meeting of the audit committee shall be constituted in presence of either two members of the audit committee, whichever is higher, where presence of an independent director is a must;	✓		
5(5)	**Role of Audit committee** The Audit Committee shall:			
5.5 (a)	Oversee the financial reporting process;	✓		
5.5 (b)	Monitor choice of accounting policies and principles;	✓		
5.5 (c)	Monitor internal audit and compliance process to ensure that it is adequately resourced, including approval of the internal audit and compliance plan and review of the internal audit and compliance report;	✓		
5.5 (d)	Oversee hiring and performance of external auditors;	✓		
5.5 (e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the board for approval or adoption;	✓		
5.5 (f)	Review along with the management, the annual financial statements before submission to the board for approval;	✓		
5.5 (g)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval;	✓		
5.5 (h)	Review the adequacy of internal audit function;	✓		
5.5 (i)	Review the management's discussion and analysis before disclosing in the annual report;	✓		
5.5 (j)	Review statement of all related party transactions submitted by the management;	✓		
5.5 (k)	Review management letters or Letter of internal Control weakness issued by statutory auditors;			No such event found.
5.5 (l)	Oversee the determination of audit fees based on scope and magnitude level of expertise deployed and time required for effective and audit and evaluate the performance of external auditors; and	✓		
5.5 (m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission: Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as apart of their quarterly declaration of financial results: Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.			N/A
5.6	**Reporting of The audit Committee**			
5.(6)(a)	**Reporting of The board of director**			
5.6 (a) (i)	The audit Committee shall report on its activities to the Board;	✓		
5.6 (a) (ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:-			
5.6 (a) (ii)(a)	Report on conflicts of interests;			No such event Occurred
5.6 (a) (ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;			No such event Occurred
5.6 (a) (ii)(c)	Suspected infringement of laws regulatory compliances including securities related laws rules and regulations; and			No such event Occurred
5.6 (a) (ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;			No such event Occurred

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5.6 (b)	**Reporting to the Authorities** If the audit committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the board 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 for three times or completion of a period of 6 (six) months from the date of first reporting to the board Whichever is earlier.	✓		No such event Occurred
5(7)	**Reporting of the Shareholders and general investor.** Report on activities carried out by the Audit Committee including any report made the Board under condition No 5 (6) (a) (ii) above during the year shall be4 signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	✓		
6	**Nomination and Rumination Committee (NRC):-**			
6(1)	**Responsibility to the board of director's**			
6.1 (a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	✓		
6.1 (b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications positive attributes experiences Positive attributes experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors top level executive;	✓		
6.1 (c)	The terms of reference (TOR) of the NRC shall be clearly set forth in writing covering the areas started at the condition NO. 6(5)(b).	✓		Stated in the Annual Report
6(2)	**Constitution of the NRC**			
6.2 (a)	The committee shall comprise of at least three members including an independent director;	✓		
6.2 (b)	At least 02 (two) members of the Committee shall be non-executive directors;	✓		
6.2 (c)	Members of the committee shall be nominated and appointed by the board;	✓		
6.2 (d)	The board shall have authority to remove and appoint any member of the committee;	✓		
6.2 (e)	In case of death, resignation, disqualification, or removal any member of the committee or in any other cause of vacancies, the board shall fill the vacancy within 180 (one hundred eight) days of occurring such vacancy in the committee;			No such vacancy arose
6.2 (f)	The chairperson of the committee may appoint or co-opt any external expert and\or member(s) of staff to the committee as advisor who shall be non-voting number, if the chairperson feels that advice or suggestion from such external expect and\or members(s) of staff shall be required or valuable for the committee;			No such vacancy arose
6.2 (g)	The company secretary shall act as the secretary of the committee;	✓		
6.2 (h)	The quorum of the NRC meeting shall not constitute without attendance of at last an independent director;	✓		
6.2 (i)	No number of NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than directors fees or honorarium from the company;	✓		
6(3)	**Chairperson of the NRC**			
6.3 (a)	The board shall select 1 (one) member of the NRC to be chairperson of the committee, who shall be an independent director;	✓		
6.3 (b)	In the absence of the chairperson of the NRC, the remaining members may elect one of themselves as chairpersons for that particular meeting, the reason of absence of the regular chairperson shall be duly recorded in the minutes.			No such incident arose
6.3(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.	✓		Attend in the last AGM.
6(4)	**Meeting of NRC**			
6.4 (a)	The NRC shall conducted at least one meeting in a financial year;	✓		2 (two) meetings were held in reporting year.
6.4 (b)	The chairperson of the NRC may convene any emergence meeting upon request by any member of the NRC;			No such meeting conveyed.
6.4 (c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	✓		In practice
6.4 (d)	The proceedings of each meeting of the NRC shall duly the recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		Do
6(5)	**Role of the NRC**			
6.5 (a)	NRC shall be independent and responsible or accountable to the board and to the shareholders.	✓		Do
6.5 (b)	NRC shall oversee, among others, the following matters and make report with recommendation to the board	✓		Do

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6.5 (b) (i)	Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the board, relating to the remuneration of the directors, top level executives, considering the following:	✓		Do
6.5 (b) (i) (a)	The level and composition remuneration is responsible and sufficient to attracted, retain and motivate suitable directors to run the company successfully;	✓		Do
6.5 (b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmark; and	✓		Do
6.5 (b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals;	✓		Do
6.5 (b)(ii)	Devising a policy on boards diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		Do
6.5 (b) (iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the board;	✓		Do
6.5 (b) (iv)	Formulating the criteria for education of performs of independent directors and the board;	✓		Do
6.5 (b)(v)	Identifying the companies needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	✓		Do
6.5 (b)(vi)	Developing, recommending and reviewing annually the companies human resources and training policies;	✓		Do
6.5 (c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities or NRC during the year at a glance in its annual report.	✓		Do
7	**External\Statutory Auditors:-**			
7.1	The issuer company shall not engage its external\statutory auditors to perform the following services of the company; namely:			
7.1 (i)	Appraisal or valuation services or fairness opinions;	✓		Declared by the Auditor's
7.1 (ii)	Financial information systems design and implementation;	✓		Do
7.1 (iii)	Bookkeeping or other services related to the accounting records or financial statements;	✓		Do
7.1 (iv)	Broker-dealer services;	✓		Do
7.1 (v)	Actuarial services;	✓		Do
7.1 (vi)	Internal audit services or special audit services;	✓		Do
7.1 (vii)	Any service that the audit committee determines;	✓		Do
7.1 (viii)	Audit or certification services on compliance of corporate governance as required under condition NO: 9(1);	✓		Do
7.1 (ix)	Any other service that creates conflict of interest;	✓		Do
7.2	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 his or her family members also shall not hold any share in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in law shall be considered as family members;	✓		Do
7.3	Representative of external or statutory auditors shall remain present in the shareholders' meeting (annual general meeting or extra ordinary general meeting) to answer the queries of the shareholders;	✓		Attend in the last AGM.
8	**Maintaining a website by the company:-**			
8.1	The company shall have an official website linked with website of the stoke exchange.	✓		In practice
8.2	The company shall keep the website functional from the date of listing.	✓		Do
8.3	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stoke exchange(s);	✓		Do
9	**Reporting and Compliance of corporate Governess:-**			
9.1	The company shall obtain a certificate from a practicing professional accountant or secretary (Chartered Accountant or cost and Management Accountant or chartered secretary) other than its statutory auditors or audit firms on yearly basis regarding compliance of conditions of corporate governance code of the commission and shall such certificate shall be disclosed in the annual report. **Explanation:** "Chartered Accountant" means Chartered Accountant as defined in the Bangladesh Chartered Accountants Order, 1973 (President's Order No. 2 of 1973); "Cost and Management Accountant" means Cost and ManagementAccountant as defined in the Cost and Management Accountant Ordinance, 1977 (Ordinance No. LIII of 1977); "Chartered Secretary" means Chartered Secretary as defined in the (Chartered Secretaries ACT, 2010).	✓		
9.2	The professional who will provide the certificate on compliance of this corporate governance code shall be appointed by the shareholders in the annual general meeting.	✓		
9.3	The directors of the company shall state, in accordance with the **Annexure-C** attached, in the director's report whether the company has complied with these conditions or not.	✓		

ANNEXURE - II :

a) The number of Board meeting and the attendance of directors during the year are as follows :

Name of the Director	Position	Meeting Held	Attended	%
Md. Moniruzzaman	Chairman	4	4	100
M A Kamal Billah	Chairman	2	2	100
Md. Anwarul Alam	Chairman	1	1	100
Md. Abdul Wahed	Director	7	7	100
Biswas Rasel Hossain	Director	4	4	100
Nazmul Haque Khan	Director	5	5	100
Dr. Sayed Saikh Imtiaz	Independent Director	7	6	86
Mohammad Ridhwanul Haq Ph.D	Independent Director	7	7	100

b) The Audit committee met 4 (Four) times during the financial year 2024-2025. The details of attendance of each membe of the audit committee meetings during 2024-2025 are as follows

Name of the Director	Position	Meeting Held	Attended	%
Mohammad Ridhwanul Haq Ph.D	Chairman	4	4	100
Md. Abdul Wahed	Director	4	4	100
Biswas Rasel Hossain	Director	4	4	100
S.M Alauddin	Member Secretary	4	4	100

The Managing Director, Chief Financial officer, Head of Internal Audit of Atlas Bangladesh Limited and representative of the external auditors attended meetings upon invitation by the audit committee.

C) The Nomination and remuneration committee met 1 (One) times during the financial year 2024-2025.

The details of attendance of each Member of the NRC Committee during 2024-2025 ar as follows

Name of the Director	Position	Meeting Held	Attended	%
Dr. Sayed Saikh Imtiaz	Chairman	1	1	100
Mr. Md. Abdul Wahed	Director	1	1	100
Md. Azibur Rahman	Managing Director	1	1	100
Mr. S.M Alauddin	Member Secretary	1	1	100

ANNEXURE - III :

The pattern of Shareholding as required by clause 1.5 (XXIII) of the Corporate Governance Code 2018 BSEC Notification dated 03 June 2018. As on 30 June 2025

Sl. No	Name of the Shareholder	Position	Share held	Percentage %	Remarks
I)	Parent of Subsidiary or Associated Companies and other related parties.		Nil	-	
II)	Director, Chief Executive officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and their spouse and minor children.		Nil		
	Md. Anwarul Alam	Chairman	Nil	51%	Nominated by Govt.
	Md. Abdul Wahed	Director	Nil		
	Biswas Rasel Hossain	Director	Nil		
	Md. Osman Goni	Director	Nil		
	Md. Ajibor Rahman	Managing Director	Nil		
	Dr. Sayed Saikh Imtiaz	Independent Director	Nil	-	Appointed by Bangladesh Securities & Exchange Commission & Approved by the Board of Dircetor and AGM
	Mohammad Ridhwanul Haq Ph.D	Independent Director	Nil	-	
	S.M Alauddin	Company Secretary	Nil	-	
	Md. Nazrul Islam	CFO	Nil	-	
	Mohammad Javed	Head of Internal Audit	Nil	-	
III)	**Executive**				
	Mohammad Shafiqur Rahman	Head of Purchuse	Nil		
	Abdul Ahad	Head of Sales	Nil		
	Mrs Salma sultana Lota	Head of Store	Nil		
	Md. Ashraful Alum	Head of Admin	Nil		
	Md. Javed Imran	Head of Production	Nil		
IV)	**Shareholders Holding ten percent (10%) or more voting interest in the company**				
	Bangladesh Steel & Engineering Corporation		16894825	51%	
	Investment Corporation of Bangladesh (Various Fund)		3608582	10.89%	

ATLAS BANGLADESH LIMITED

265-267, Tongi Industrial Area, Tongi, Gazipur

Report of the Audit Committee

For the year ended 30 June 2025

Dear Shareholder 's'

Assalamu Alaikum Wa-Rahmatullah

The Audit Committee was constituted by the Board of Directors of ABL to fulfill the requirements of Bangladesh Securities and Exchange Commission (BSEC) notification i,e Corporate Governance code.

The Audit Committee Meetings were attended by the Members of the Committee and the Managing Director, Chief Financial Officer and Head of Internal Audit of the company on invitation. The Company Secretary performed the secretarial function of the Committee. The Committee carried out the duties & responsibilities for financial reporting, corporate governance and internal control as per BSEC's corporate governance codes clause no. 5(7).

Composition of Audit Committee of ABL is as follows:

The Audit Committee consists of the following members of the Board of Directors:

Mr. Mohammad Ridhwanul Haq, Independent Director, ABL Company board & Chairman of Audit Committee.

Mr. Md. Abdul Wahed, Director, ABL Company board & Member of Audit Committee.

Mr. Biswas Rasel Hossain, Director, ABL Company board & Member of Audit Committee.

Major Activities of the Audit Committee in 2024-2025:

The committee held 4 (Four) meetings during the financial year 2024-2025. The major activities of the audit committee in 2024-2025 are stated below:

i) Reviewed the annual financial statements for the year ended June 30, 2025.

ii) Reviewed the outstanding position of the Trade Receivable of the company time to time and instructed the company management to apply appropriate realization mechanism to collect the long outstanding.

iii) Reviewed the internal Audit plan & all independent assessment carried out by the internal Audit

iv) During the year Audit Committee reviewed periodical financial statements of the company. The review was made along with the management. The Committee ensures that the financial statements are prepared in compliances with legal and accounting standard and requirements and the financial statements disclosed are accurate, reliable and timely information of the company.

v) Reviewed the external auditor's strategy memorandum i.e. the scope of their work, reporting schedule & the resources for the audit.

vi) Reviewed all management findings from the external audit & the effective evaluation of the services of the external audit.

vii) Review and consider the report of internal auditors and statutory auditors' observations on internal control.

On discharging its responsibilities, the audit committee has ensured the followings:

- Financial statements have been prepared and presented in compliance with all laws, regulations and standards as applicable.
- The systems of internal control as well as the financial records have been examined.

On behalf of the Audit Committee

(Mohammad Ridhwanul Haq)
Chairman
Audit Committee of ABL
30 November, 2025

ATLAS BANGLADESH LIMITED

265-267, Tongi Industrial Area, Tongi, Gazipur

Declaration by CEO and CFO

The Board of Directors
Atlas Bangladesh Limited
265-267, Tongi I/A
Tongi, Gazipur

Subject: Declaration on Financial Statements for the year ended on 30 June 2025

Dear Sirs,
Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/ 2006-158/207/Admin/80 Dated June 03, 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

(1) The Financial Statements of Atlas Bangladesh Limited for the year ended on 30 June 2025 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
(2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
(3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
(4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
(5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
(6) The management's use of the going concerns basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that:

(i) We have reviewed the financial statements for the year ended on 30 June 2025 and that to the best of our knowledge and belief:
(a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(b) These statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
(ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

(Md. Nazrul Islam)
Chief Financial Officer (CFO)

(Md. Ajibur Rahman)
Chief Executive Officer (CEO)

INDEPENDENT AUDITOR'S REPORT
To
the Shareholders of Atlas Bangladesh Limited

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of Atlas Bangladesh Limited (the Company), which comprise the statement of financial position as at 30 June 2025, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the effects of the matters described in the Basis for Qualified Opinion section of our report, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 30 June 2025, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Qualified Opinion

1. As disclosed in Note 6: Trade and Other Receivables total amount of Tk. 106,851,201 in the Financial Statements which include receivables from Customs duty amount of Tk. 1,579,025, NGOs/Individuals amount of Tk. 1,012,420 and the Government amount of Tk. 28,676,989, totaling amount of Tk. 31,268,434 have remained outstanding for several years. Despite our efforts, we were unable to verify the extent of their recoverability due to non-confirmation from the respective parties, against this doubtful receivable no provision has been maintained.
2. As disclosed in Note 8: Advances, Deposits and Prepayments to the financial statements, it has been observed that the Company has reported an amount of Tk. 4,391,740 as Advance against VAT. However, as per the VAT return, the corresponding balance stands at Tk. 115,330, resulting in an unreconciled difference of Tk. 4,276,410. This advance has remained outstanding for a long period without proper reconciliation or sufficient supporting documentation to substantiate its recoverability, but no provision has been maintained against this doubtful advance.
3. As disclosed in Note 18: Trade and Other Payables to the Financial Statements, Advance Against Shares amount of Tk. 184,050, Liability for Imported Goods amount of Tk. 11,985,256, Liability for Feasibility Study amount of Tk. 417,000, Creditors amount of Tk. 3,333,905 and Sale Proceeds of Fraction Shares amount of Tk. 2,806,519, totaling amount of Tk. 18,726,730 have remained outstanding for several years. The extended nature of these outstanding payables raises concerns about the Company's financial health and settlement of these liabilities.
4. As disclosed in Note 22: Unpaid Dividend to the Financial Statements, a dividend payable amount of Tk. 57,827,570 has remained unpaid for more than three years. Moreover, this amount has not been transferred to the Capital Market Stabilization Fund (CMSF) as directed by the Bangladesh Securities and Exchange Commission (BSEC) in Directive No. BSEC/CMRRCD/2021-386/03, dated 14 January 2021. Additionally, the full amount has not been transferred to a separate bank account as stipulated by the aforementioned directive. However, the company has requested an extension for the transfer of the amount through letter No. ABL/Share-08/2025/444, dated 18 September 2025, to the commission.

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

Emphasis of Matter

We draw attention to:

1. Note 7 where the management of the company has explained that an amount of Tk. 1,075,884 in Inter-Project Current Accounts of disinvested project has remained outstanding for several years and is currently under settlement.

2. Note 15.02 where the management of the company has explained that interest-free government loan an amount of Tk. 2,184,241 has remained outstanding for several years which will be settled upon receipt of a government requisition for repayment.

3. Note 21: Provision for Income Tax to the Financial Statements, the provision for income tax amounts to Tk. 335,311,516 as of 30 June 2025. Additionally, in Note 09: "Advance Income Tax," the financial statements report an amount of Tk. 671,535,765. The advance and provision for income tax have not been adjusted from the Assessment Year 2015-16 to 2024-25, as they are under appeal at the Taxes Appellate Tribunal. Furthermore, the tax assessments remain incomplete from the Assessment Year 2019-20 to 2024-25.

4. Note 42(b) where the management of the company has explained the status of revaluation of Property, Plant and Equipment although as per paragraph 34 of IAS 16 (Property, Plant, and Equipment), the frequency of revaluation should not exceed three to five years. However, the company's last fixed asset valuation was conducted on 30 September 2011, as disclosed in Note 14: "Revaluation Reserve" to the Financial Statements..

5. Note 2(C) regarding Retrospective adjustment in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors due to an arithmetical error of tax calculation resulting understatement of tax expense of previous year.

6. Note 2(a) ii and following indicators that a material uncertainty exists, which may cast significant doubt on the Company's ability to continue as a going concern. The company's accumulated loss as of 30 June 2025, stands at Tk. 172,637,395 and it has experienced ten consecutive years of losses totaling Tk. 579,605,038 since the financial year 2015-2016, Additionally, cash flow from operating activities for the year is a negative amount of tk. 84,255,327. The net loss has increased year after year since the financial year 2015-2016, accompanied by adverse key financial ratios and poor business performance.

These events and conditions indicate a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern, as adequately disclosed in Note 02(a)(ii) of the financial statements. However, as the company is an enterprise of the Bangladesh Steel and Engineering Corporation under the Ministry of Industries, necessary support will be provided to ensure the company's continued operation if the government so decides. Therefore, the company has considered itself as a going concern.

Our opinion is not modified with respect to these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

Description of key audit matters	Our response to key audit matters
Revenue Recognition	
The Company recognizes revenue when control of the goods is transferred to the customer at an amount that reflects the net consideration expected to be received. In determining the sales price, the Company considers the impact of rebates and discounts (variable consideration). For the year ended 30 June 2025, the Company reported revenues of Tk. 180,345,903. The complexities involved in revenue recognition arise from the terms of sales agreements, including the timing of control transfer based on contract terms and the nature of discount and rebate arrangements. These factors require significant management judgment in determining the accurate amount of revenue. Given these complexities and the associated risks with revenue recognition, we have identified it as a key audit matter.	We have tested the design and operating effectiveness of key controls focusing on the following: Reviewed the Company's revenue recognition policy and assessed its compliance with IFRS 15 'Revenue from Contracts with Customers'; Performed sample tests of individual sales transactions and traced them to sales invoices, sales orders, and other related documents. For the selected samples, we tested the recognition of revenue based on the underlying sales invoices, sales orders, and other related documents; Selected a sample of invoices on which rebates and discounts were given and obtained the corresponding rebate and discount schemes approved by management. We noted the accounting treatment of rebates and discounts by the Company for the selected samples; Selected samples of sales transactions made both pre- and post-year-end, and verified the date of transfer of control for the selected samples by testing underlying documents, including customer confirmations; and Assessed the relevant disclosures made within the financial statements.
See Note 24: "Sales" to the Financial Statements.	

Description of key audit matters	Our response to key audit matters
Existence and Valuation of Inventories	
As of 30 June 2025, the Company held inventories valued at Tk. 36,274,530 in stores. Inventory is measured at the lower of cost and net realizable value, requiring management judgment to determine appropriate values, particularly for spare parts and finished goods. The provision for finished goods has remained outstanding for an extended period, increasing the risk of management override or error in the valuation process. Given these complexities and the associated risks, we have identified the existence and valuation of inventories as a key audit matter.	We assessed the appropriateness of management's assumptions applied in calculating the value of the inventory provisions by: Evaluating the design and implementation of key inventory controls operating across the company. This involved assessing the effectiveness of these controls to ensure they mitigate risks related to inventory management and valuation; Comparing the net realizable value, obtained through a thorough review of sales subsequent to the year-end, to the cost price of a sample of inventories. We also compared this to the associated provision to ensure that inventory provisions are comprehensive and complete; and Evaluating the completeness of inventory provisions by reviewing actual and forecast sales of inventory lines to determine whether provisions for slow-moving or obsolete stock are valid and sufficient.
See Note 5: "Inventories" to the Financial Statements.	
Measurement of Deferred Tax Liabilities (DTL)	
As of 30 June 2025, the Company reported net deferred tax liabilities totaling Tk. 114,000,430. The adjustment of deferred tax liabilities requires significant management judgment, as it relies on projections of future taxable income and assessments over multiple years. This introduces uncertainty and complexity in accurately estimating deferred tax balances. Given the complexities and risks associated with these estimates, we have identified the estimation and adjustment of deferred tax liabilities as a key audit matter.	We obtained an understanding of, evaluated the design, and tested the operational effectiveness of the Company's key controls over the recognition and measurement of deferred tax liabilities (DTLs) and the assumptions used in estimating the Company's future taxable income. We also assessed the completeness and accuracy of the data used for the estimations of future taxable income. Additionally, we involved tax specialists to evaluate the key assumptions, controls, recognition, and measurement of deferred tax liabilities (DTLs). Finally, we assessed the appropriateness and presentation of disclosures in accordance with IAS 12 - Income Taxes.
See Note 17: "Deferred Tax Liability" to the Financial Statements.	

Other Information

Management is responsible for the other information. The other information comprises all information other than the financial statements and our Auditors' Reports thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information obtained prior to the date of this audit report, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the maintenance of the required books of account & records and preparation of financial statements that give a true and fair view in accordance with IFRSs, the Companies Act 1994, and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transaction and events in a manner that gives a true and fair view.

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

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

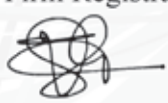
From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law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

Report on other Legal and Regulatory Requirements

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

1. We have obtained all the information and explanations which, except as otherwise noted in this report, to the best of our knowledge and belief, were necessary for the purposes of our audit and have made due verification thereof.
2. In our opinion, proper books of account, as required by law, have been kept by the Company, except as otherwise noted in this report, so far as it appeared from our examination of those books.
3. The statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts and returns.
4. The expenditure incurred and payment made were for the purposes of the Company's business.

For, Syful Shamsul Alam & Co.
Chartered Accountants
Firm Registration No: 1/1/ICAB-2003(1)



Md. Emran Hoshen, ACA
Partner
Enrolment No.: 2070
DVC: 2511052070AS451484

Place: Dhaka, Bangladesh
Date: 05 November 2025

ATLAS BANGLADESH LIMITED

Statement of Financial Position
As at 30 June 2025

Particulars	Notes	AMOUNT (IN TAKA)	
		30 June 2025	30 June 2024
ASSETS:			
NON-CURRENT ASSETS:			
Property, Plant and Equipment	4.00	3,812,463,893	3,816,038,950
CURRENT ASSETS:			
Inventories	5.00	36,274,530	35,460,531
Trade and Other Receivables	6.00	106,851,201	87,014,179
Inter-Project Current Account	7.00	10,498,064	10,452,732
Advances, Deposits and Prepayments	8.00	11,207,068	9,839,371
Advance Income Tax	9.00	671,535,765	662,950,499
Cash and Cash Equivalents	10.00	126,383,178	210,708,494
		962,749,806	**1,016,425,806**
		4,775,213,699	**4,832,464,756**
EQUITY & LIABILITIES:			
SHARE HOLDERS EQUITY :			
Share Capital	11.00	331,271,080	331,271,080
Capital Reserve	12.00	5,215,219	5,215,219
General Reserve		18,000,000	18,000,000
Share Premium		158,182,500	158,182,500
Retained Earnings	13.00	(172,637,395)	(131,938,140)
Revaluation Reserve	14.00	3,670,817,643	3,405,803,067
		4,010,849,047	**3,786,533,725**
NON-CURRENT LIABILITIES :			
Long Term Loan	15.00	2,184,296	2,184,296
Obligatory Employee Retirement Benefit (Gratuity)	16.00	92,225,979	105,171,761
Deferred Tax Liability	17.00	114,000,430	379,273,985
		208,410,705	**486,630,042**
CURRENT LIABILITIES & PROVISIONS :			
Trade and Other Payables	18.00	104,109,123	118,445,921
Workers' Profit Participation Fund and Welfare Fund	19.00	11,260,805	11,260,805
Inter Project Current Account	20.00	2,095,028	2,142,224
Provision for Taxation	21.00	335,311,516	326,877,117
BSEC Current Account		45,349,904	42,747,352
Unpaid Dividend	22.00	57,827,570	57,827,570
		555,953,946	**559,300,989**
TOTAL EQUITY AND LIABILITIES		**4,775,213,699**	**4,832,464,756**
Number of Ordinary Shares to Compute NAVPS		**33,127,108**	**33,127,108**
Net Assets Value Per Share (NAVPS)	**23.00**	**121**	**114**
Face Value of Per Ordinary Share		**10.00**	**10.00**

The annexed notes 1 to 42 form an integral part of these financial statements

Assistant Chief Accounts Officer & Company Secretary | **Managing Director** | **Director** | **Director**

Signed as per our annexed report on even date.

For, Syful Shamsul Alam & Co.
Chartered Accountants
Firm Reg. No.: I/I/ICAB-2003(1)

Md. Emran Hoshen, ACA
Partner
Enrolment No.: 2070
DVC: 2511052070AS451484

Place: Dhaka, Bangladesh
Date: 05 November 2025

ATLAS BANGLADESH LIMITED

Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2025

Particulars	Notes	AMOUNT (IN TAKA)	
		30 June 2025	30 June 2024
Sales	24.00	180,345,903	116,322,645
Less: Cost of Sales	25.00	(186,543,757)	(150,353,588)
Gross Profit/(Loss) for the Year		**(6,197,854)**	**(34,030,943)**
Less : Operating Expenses:	26.00		
Managing Director's Remuneration	26.01	1,469,712	1,355,404
Auditor's Fees	26.02	157,750	143,000
Administrative Expenses	26.03	32,963,715	34,939,843
Selling Expenses	26.04	6,393,746	8,121,552
		40,984,923	**44,559,799**
Operating Profit/(Loss)		**(47,182,777)**	**(78,590,743)**
Financial Expenses	27.00	(297,588)	(483,392)
		(47,480,365)	**(79,074,135)**
Add: Non Operating Income	28.00	14,956,531	13,156,068
Net Profit before Contribution to Workers Profit Participation and Welfare Fund		(32,523,834)	(65,918,067)
Less: Contribution to Workers' Profit Participation and Welfare Fund		-	-
Net Profit/(Loss) before Tax		**(32,523,834)**	**(65,918,067)**
Less: Income Tax Expenses		**8,357,639**	**6,121,476**
Current	29.00	8,434,400	6,223,887
Deferred		(76,761)	(102,411)
Net Profit/(Loss) for the Year		**(40,881,473)**	**(72,039,543)**
Number of Ordinary Shares to Compute EPS		**33,127,108**	**33,127,108**
Earnings per Share (EPS)	**30.00**	**(1.23)**	**(2.17)**

The annexed notes 1 to 42 form an integral part of these financial statements

Assistant Chief Accounts Officer & Company Secretary | **Managing Director** | **Director** | **Director**

Signed as per our annexed report on even date.

For, Syful Shamsul Alam & Co.
Chartered Accountants
Firm Reg. No.: I/I/ICAB-2003(1)

Md. Emran Hoshen, ACA
Partner
Enrolment No.: 2070
DVC: 2511052070AS451484

Place: Dhaka, Bangladesh
Date: 05 November 2025

ATLAS BANGLADESH LIMITED

Statement of Changes in Equity
For the year ended 30 June 2025

2024-2025

Particulars	Share Capital Taka	Capital Reserve Taka	General Reserve Taka	Share Premium Taka	Revaluation Reserve Taka	Retained Earnings Taka	Total Taka
Balance at 1 July 2024	331,271,080	5,215,219	18,000,000	158,182,500	3,405,803,067	(131,938,140)	3,786,533,725
Profit/(Loss) for the Year (after Tax)	-	-	-	-	-	(40,881,473)	(40,881,473)
Revaluation Reserve Transfer for Dep.	-	-	-	-	(182,218)	182,218	-
Bonus Share (2023-2024)	-	-	-	-	-	-	-
Adjustment for Deferred Tax	-	-	-	-	265,196,794	-	265,196,794
Prior Years' Adjustment	-	-	-	-	-	-	-
Cash Dividend (2023-2024)		-	-	-	-	-	-
Balance at 30 June 2025	**331,271,080**	**5,215,219**	**18,000,000**	**158,182,500**	**3,670,817,643**	**(172,637,395)**	**4,010,849,047**

2023-2024

Particulars	Share Capital Taka	Capital Reserve Taka	General Reserve Taka	Share Premium Taka	Revaluation Reserve Taka	Retained Earnings Taka	Total Taka
Balance at 1 July 2023	331,271,080	5,215,219	18,000,000	158,182,500	3,405,982,029	(60,122,301)	3,858,528,527
Profit/(Loss) for The Year (After Tax)	-	-	-	-	-	(72,039,543)	(72,039,543)
Revaluation Reserve Transfer for Dep.	-	-	-	-	(223,704)	223,704	-
Bonus Share (2022-2023)	-	-	-	-	-	-	-
Adjustment for Deferred Tax	-	-	-	-	44,741	-	44,741
Prior Years' Adjustment	-	-	-	-	-	-	-
Cash Dividend (2022-2023)	-	-	-	-	-	-	-
Balance at 30 June 2024	**331,271,080**	**5,215,219**	**18,000,000**	**158,182,500**	**3,405,803,067**	**(131,938,140)**	**3,786,533,725**

The annexed notes 1 to 42 form an integral part of these financial statements

Assistant Chief Accounts Officer & Company Secretary | **Managing Director** | **Director** | **Director**

ATLAS BANGLADESH LIMITED

Statement of Cash Flows
For the year ended 30 June 2025

Particulars	Notes	AMOUNT (IN TAKA)	
		30 June 2025	30 June 2024
CASH FLOW FROM OPERATING ACTIVITIES:			
Receipts			
Collection from Sales		224,559,161	150,918,887
Others		26,884,558	14,225,714
Total Receipts		**251,443,719**	**165,144,601**
Payments			
Purchase of Raw Materials and Others		205,850,327	44,032,352
Manufacturing and Operating Expenses		94,746,171	78,594,866
Value Added Tax		26,219,694	12,172,571
Bank Charges		297,588	483,392
Income Tax Paid		8,585,266	6,223,887
Total Payment		**335,699,046**	**141,507,068**
Net Cash Provided/(Used) by Operating Activities		(84,255,327)	23,637,533
CASH FLOW FROM INVESTMENT ACTIVITIES:			
Acquisition of Fixed Assets		(69,988)	(4,667,936)
Sale of Fixed Assets		-	-
Net Cash Used by Investing Activities		(69,988)	(4,667,936)
CASH FLOW FROM FINANCING ACTIVITIES:			
Loan from Bangladesh Steel and Engineering Corporation (BSEC)		-	-
Dividend Paid		-	(59,269)
Net Cash Provided/(Used) by Financing Activities		-	(59,269)
Increase/(Decrease) in Cash and Cash Equivalents		**(84,325,315)**	**18,910,328**
Cash and Cash Equivalents at Opening		210,708,494	191,798,167
Cash and Cash Equivalents at Closing		**126,383,178**	**210,708,494**
Number of Ordinary Shares to Compute (NOCFPS)		**33,127,108**	**33,127,108**
Net Operating Cash Flow per Share (NOCFPS)	31.00	**(2.54)**	**0.71**

The annexed notes 1 to 42 form an integral part of these financial statements

Assistant Chief Accounts Officer & Company Secretary | **Managing Director** | **Director** | **Director**

Signed as per our annexed report on even date.

Place: Dhaka, Bangladesh
Date: 05 November 2025

ATLAS BANGLADESH LIMITED

Notes to the Financial Statements
For the year ended 30 June 2025

1.00 (a) ABOUT THE COMPANY:

Atlas Bangladesh Limited (ABL), (An enterprise of Bangladesh Steel and Engineering Corporation-BSEC under the ministry of Industries) was incorporated as a private Limited Company in 1966 and thereafter as per Government's decision it was converted into a public limited company in 1987. The Company assembles motorcycle and imports spare parts. In Bangladesh, Atlas Bangladesh Limited was the sole distributor of Honda Motor Company Limited, Japan; Hero Honda Motors Limited, India; HMSI, India and Atlas Honda Limited, Pakistan, Chongquing Zongshen Group I/E Corp, China and "Corporate Partner" of TVS Auto Bangladesh Ltd. ABL sign a "Business Agreement" with BANGLADESH HONDA PRIVATE LIMITED on 30 April 2025 to sell Honda brand motorcycle to the Government sector. Now ABL is engage in assembling and marketing Honda brand Motorcycle to the Government sector. Atlas Bangladesh Limited (ABL) also sign a "Memorandum of Understanding for Distributing" with Zhejiang Luyuan Electric Vehicle Co. Limited, China on 22 May 2025 to sell Electric Scooter/ Electric Bike. ABL is marketing the assembled Electric Scooter/ Electric Bike as per this MoU under the Brand name "ATLAS -EV".

The shares of the Company are listed in the Dhaka Stock Exchange PLC., Bangladesh. The registered office of the Company is situated at 265-267 Tongi Industrial Area, Tongi, Gazipur.

(b) Components of the Financial Statements:

(i) Statement of Financial Position as at 30 June 2025

(ii) Statement of Profit or Loss and other Comprehensive Income for the year ended 30 June 2025

(iii) Statement of Changes in Equity for the year ended 30 June 2025

(iv) Statement of Cash Flows for the year ended 30 June 2025

(v) Accounting Policies and Explanatory Notes to the Financial Statements.

Advance, Deposits and Prepayments

2.00 BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

(a) i Fundamental Accounting Concepts/ Assumption:

The financial statements have been prepared under historical cost convention on accrual basis and such other convention as required by IAS-1 and IFRS for fair presentation of financial statements.

(a) ii Going Concern:

The Company assembles motorcycle and imports spare parts. In Bangladesh, Atlas Bangladesh Limited was the sole distributor of Honda Motor Company Limited, Japan; Hero Honda Motors Limited, India; HMSI, India and Atlas Honda Limited, Pakistan, Chongquing Zongshen Group I/E Corp, China and "Corporate Partner" of TVS Auto Bangladesh Ltd. ABL sign a "Business Agreement" with BANGLADESH HONDA PRIVATE LIMITED on 30 April 2025 to sell Honda brand motorcycle to the Government sector. Now ABL is engage in assembling and marketing Honda brand Motorcycle to the Government sector. Atlas Bangladesh Limited (ABL) also sign a "Memorandum of Understanding for Distributing" with Zhejiang Luyuan Electric Vehicle Co. Limited, China on 22 May 2025 to sell Electric Scooter/ Electric Bike . ABL is marketing the assembled Electric Scooter/ Electric Bike as per this MoU under the Brand name "ATLAS -EV". The government of Bangladesh, in response to world economic crisis, suspended (ref: Ministry of finance Order no- 07.101.020.00.00.009.2022 - 05, date: 04.07.2024 purchases of vehicles by the governmental, semi-governmental, autonomous and other organization. For this reason sales were not increase as our expectation but increase for the financial year 2024-2025 in comparison with previous year. But due to fixed salary & wages net loss has occurred. The directors of the company expect better performance in the foreseeable future. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business. Moreover they believe that the company has adequate resources and govt. support to continue the operation and government support in the foreseeable future. For these reasons the directors continue to adopt going concern basis in preparing the Financial Statements.

(b) Use of Estimation and Judgments:

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

(c) Comparative Information:

Comparative information have been disclosed in respect of the year 2024-2025 for all numerical information in the financial statements and also the narrative and descriptive information where relevant for understanding the current year's financial statements. Figures of 2023-2024 have been re-arranged wherever considered necessary to conform to current year's presentation.

During this financial year an error has been identified in the computation of income tax for the year 2023–2024, resulting in an understatement of tax expenses as disclosed in Note 29 and, consequently, an understatement of the tax provision as disclosed in Note 21. As a result, retained earnings, presented in Note 13, were overstated. This error has been corrected in these financial statements through retrospective adjustments in the respective accounts and has been properly disclosed in the relevant notes. In addition, due to the impact of these adjustments, the Net Asset Value (NAV) in Note 23 and Earnings Per Share (EPS) in Note 30 have been restated accordingly.

(d) Compliance with Local Laws:

The financial statements have been prepared in compliance with requirements of the Companies Act, 1994, Securities and Exchange Ordinance 1993, Securities and Exchange Rules 1987, Listing regulations of Dhaka Stock Exchange Limited (DSE) and other relevant local laws and regulations.

(e) Reporting Currency and Level of Precision:

The figures in the financial statements have been presented in Bangladesh taka (BDT/Tk.) currency and have been rounded off to the nearest taka where necessary.

(f) Reporting Period:

Financial statements have been prepared covering one fiscal year from 1 July 2024 to 30 June 2025.

3.00 SIGNIFICANT ACCOUNTING POLICIES:

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

IAS 1 Presentation of Financial Statements

IAS 2 Inventories

IAS 7 Statement of Cash Flows

IAS 8 Accounting Policies, changes in Accounting Estimates and Errors

IAS 10 Events after the Reporting Period

IAS 12 Income Taxes

IAS 16 Property, Plant and Equipment

IAS 19 Employee Benefits

IAS 24 Related Party Disclosures

IAS 33 Earnings Per Share

IAS 36 Impairment of Assets

IAS 37 Provisions, Contingent Liabilities and Contingent Assets

IFRS 9 Financial Instruments

IFRS 15 Revenue from Contracts with Customers

The related IFRSs are also complied for the preparation of these financial statements.

(a) Property, Plant and Equipment:

(i) Recognition and Measurement:

Property, plant and equipment have been stated at written down value. Accumulated historical cost and depreciation have been shown in the Financial Statements. The cost of acquisition comprises of purchase price, including import duties and non-refundable Taxes and any directly attributable cost of bringing the assets to its state of intended use. Expenditure incurred after the assets have been put into operation, such as repairs and maintenance is normally charged off as revenue expenditure in the period in which it is incurred. In situation where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefit expected to be obtained from the use of the fixed assets, the expenditure is capitalized as an addition to cost of the assets.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized as non operating income and reflected in the Statement of Profit or Loss and other Comprehensive Income.

(ii) Depreciation:

Depreciation has been charged on all property, plant and equipment except land and land development on reducing balance method. Depreciation has been charged on addition on the basis of when it is available for use. Rates of depreciation of different category of assets are as under:

Category of Assets	Rate
Building and other construction	18%
Machinery	18%
Furniture and fixtures	10%
Vehicles	20%
Office equipment	20%
Generator	10%
Other factory assets	10%
Other assets	20%
Magt. and Accounting Software	20%
Gas line installation	5%

Depreciation Allocation:

The company allocated 55% of the depreciation to the administrative and 45% to the factory."

(b) Inventories:

The stocks of spares and raw materials have been valued at average prices and the stock of finished goods have been valued at cost or net realizable value whichever is lower.

Work-in-process have been valued at prices which include cost of materials plus all conversion costs.

Physical inventory of stocks at the year end at 30 June 2025 was taken by a team comprising of employees of Atlas Bangladesh Limited.

(c) Provisions:

In accordance with the guidelines as prescribed by IAS-37: Provisions, Contingent Liabilities and Contingent Assets, provisions are recognized in the following situations:

(i) when the company has an obligation (legal or constructive) as a result of past events;

(ii) when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and

(iii) Reliable estimates can be made of the amount of the obligation.

(d) Revenue Recognition Policy:

(i) Sale of goods

In compliance with the requirements of IFRS - 15 "Revenue from contracts with customers", revenue is recognized to the extent that it is probable that the economic benefits will flow to the entity and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable excluding discounts, rebates, and sale taxes.

"Revenue from the sale of goods is recognized when the following conditions are satisfied:

i) the enterprise has transferred to the buyer the significant risk and rewards of ownership of the goods;

ii) the enterprise retains neither continuing managerial involvement to the degree usually associated with ownership of the goods;

iii) the amounts of revenue can be measured reliably;

iv) it is probable that the economic benefits associated with the transaction will flow to the entity; and

v) the cost incurred or to be incurred in respect of the transaction can be measured reliably."

(ii) Interest income is recognized when it is accrued by respective bank.

(e) Income Tax Expenses:

Current Tax:

Provision for Taxation has been made during the year applying the applicable rate as per Income Tax Act- 2023.

Deferred Tax:

Deferred tax liabilities are the amount of income taxes payable in future years in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future years in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or subsequently enacted at the financial statement date.

(f) Financial Instruments:

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

(i) **Financial Assets:**

Financial assets of the company include cash and cash equivalents, equity instrument of another entity, trade receivable and other receivables. The company initially recognizes receivable on the date they are originated. All other financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the transaction. The company derecognizes a financial asset only when contractual rights or probabilities of receiving the cash flows from the assets expire or it transfer the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risk and reward of ownership of the financial assets are transferred.

(ii) **Cash and Cash Equivalents:**

According to IAS-7 'Statement of Cash Flows' cash comprises of cash in hand, demand deposits and cash equivalents which are short term highly liquid investments that are readily convertible to cash and which are subject to an insignificant risk of changes in value. IAS-1 "Presentation of Financial Statements" provides that Cash and cash equivalents are not restricted in use. Considering the provision of IAS-7 & IAS-1, Cash in Hand & Bank Balances including FDR(short term tenure) have been treated as Cash & cash equivalents. ABL has no foreign currency bank account. So, There was no unrealised Gain/Loss arising from change in foreign currency exchange rate.

(iii) **Available for Sale of Financial Assets:**

During the year the company had no financial asset for sale.

(iv) **Trade Receivable:**

Trade receivable are carried at original invoice amount less an estimate made for doubtful debts based on a review of all outstanding amount at the period end.

(v) **Financial Liabilities:**

The company initially recognizes financial liabilities on the transaction date at which the company becomes a party to the contractual provisions of the liability. The company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expired. Financial liabilities are recognized initially at fair value less any directly attributable transaction cost. Subsequently to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method. Financial liabilities include loan and borrowing, trade creditors, liabilities for expenses and liabilities for other finance.

(g) Financial Expenses:

Financial Expenses incurred during the year was recognized as revenue expenses in accordance with IAS-23 "Borrowing Cost." Financial expenses comprise bank charges.

(h) Statement of Cash Flows:

Statement of Cash Flows has been prepared principally in accordance with IAS-7 "Statement of Cash Flows" and the cash flows from the operating activities have been presented under direct method.

(i) Net Income Before Tax:

Net Income before Tax for the year were not materially affected by:

(a) Transaction of a nature not usually undertaken by the company;

(b) Circumstances of an exceptional or non-recurring nature;

(c) Changes of credits relating to prior years; and

(d) Changes in accounting policies.

(j) Segmental Reporting:

No segmental reporting is applicable for the company as required by IFRS-8: "Operating Segments" as the company operates in a single industry segment and within a single geographical territory and no segmentation maintained according to product line.

(k) Earning per Share:

This has been calculated in compliance with the requirements of IAS-33: Earnings Per Share has been calculated by the profit attributable to ordinary equity holders of the company by the weighted average number of ordinary shares outstanding during the period and retrospective effect has also been given for calculation of previous years earnings as well to conform the current years presentation.

(l) Diluted Earnings per Share:

No diluted Earnings per Share was required to be calculated for the year under review as there is no scope for dilution of Earnings Per Share for the year.

(m) Employee Benefit Plan:

(i) **Short Term Employee Benefits:**

Short-term employee benefits include salaries, bonuses etc.

(ii) **Post-employment Benefits:**

The Company operates a contributory provident fund scheme, an unfunded gratuity scheme and a group insurance scheme for its permanent employees. Provisions have been made as per rules. The provident fund is administered by the Board of Trustees. The gratuity is calculated based on 2 (two) months of last basic pay multiplied by the number of years served. Separate fund created for the gratuity. Separate pension scheme is administered by Bangladesh Steel and Engineering Corporation for Central Cadre Officer (Grad-9 & above) who are entitled for pension and the company contributes monthly 35% of basic salary of central cadre officer for this fund.

(iii) **Workers' Profit Participation Fund and Workers Welfare Fund:**

Allocation to workers' profit participation fund has been made at 5% on net profit before tax in terms of chapter-15 of the labor Law-2006. Of which 80% relates to Workers' Profit Participation Fund and 20% relates to Welfare Funds & workers welfare foundation Fund. During the year, as the Company incurred a loss, no provision has been made for the Workers' Profit Participation and Welfare Funds.

(n) Events after the Reporting Period (IAS 10):

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

(o) Key Management Personnel Compensation:

i) Atlas Bangladesh limited is off loaded State own Enterprise and the Company's compensation packages has been provided as per the National Pay Scale approved by the Govt. We disclosed the Managing Director compensation which is included in Note No-26.01.

ii) no amount was spent by the company for compensating any member of the Board of Directors except Managing Director.

iii) other management personnel's compensation included in the administrative salary (Note No-26.03).

(p) Authorization of Financial Statements:

The financial statements were authorized for issue by the Board of Directors on November 05, 2025.

			AMOUNT (IN TAKA)	
			30 June 2025	30 June 2024
4.00	**PROPERTY, PLANT AND EQUIPMENT: TK. 3,812,463,893**			
	At Revalued Amount (A)			
	Opening balance		3,973,095,673	3,968,427,737
	Addition during the year		819,988	4,667,936
	Adjustment during the year		-	-
			3,973,915,661	**3,973,095,673**
	Accumulated depreciation (B)			
	Opening balance		157,056,723	152,151,787
	Charge during the year		4,395,045	4,904,935
	Adjustment during the year		-	-
			161,451,768	**157,056,723**
	Balance with Revalued Amount (A-B)		**3,812,463,893**	**3,816,038,950**
	Property, Plant and Equipment have also been shown in **Annexure-1(a).**			
5.00	**INVENTORIES: TK. 36,274,530**			
	The above figure is comprises as under:			
	Raw Materials		125,072	254,405
	Work in Process		-	-
	Finished Goods		32,648,727	31,645,774
	Store & Spares		3,500,731	3,560,352
	Total		**36,274,530**	**35,460,531**
	The details break down of inventory figure are shown in **Annexure- 2.**			
6.00	**TRADE AND OTHER RECEIVABLES: TK. 106,851,201**			
	The break up of the above amounts is given below:			
	Trade Receivables	(Note 6.01)	58,889,317	64,438,183
	Other Receivable	(Note 6.02)	46,886,640	20,697,693
	Accrued Interest on FDR	(Note 6.03)	1,075,244	1,878,303
			106,851,201	**87,014,179**
	Provision on bad and doubtful debts		-	-
	Total		**106,851,201**	**87,014,179**
6.01	**Trade Receivables**			
	ABL Employees		927,208	588,739
	Government Sector		56,949,689	62,837,024
	NGO/Individuals		1,012,420	1,012,420
	Total		**58,889,317**	**64,438,183**
6.02	**Other Receivables**			
	ABL - Workers, Staff & Officers		6,635	6,635
	(1 day's Salaries to be realized subsequently from employees)			
	Custom Duty (2008-09)		1,579,025	1,579,025
	Washing Allowance		111,150	149,320
			1,696,810	**1,734,980**
	Debit Balance of Creditors for Goods Supply		-	-
	Debit Balance of Welfare Fund		-	-
	Sundry Debtors		45,189,830	18,962,713
			45,189,830	**18,962,713**
	Total		**46,886,640**	**20,697,693**

		AMOUNT (IN TAKA)	
		30 June 2025	30 June 2024
6.03	**Accrued Interest on FDR**		
	This is made up as follows:		
	Sonali Bank PLC, Tongi Branch	42,033	351,739
	NRBC Bank PLC, Tongi Branch	-	97,866
	Agrani Bank PLC, Tongi Branch	71,747	171,971
	BRAC Bank PLC, Uttara Branch	185,756	323,777
	Southest Bank PLC, Tongi Branch	138,973	171,468
	Trust Bank PLC, Tongi Branch	636,735	761,482
	Total	**1,075,244**	**1,878,303**
	Aging of Trade and other Receivables:		
	Within 30 days	43,385,627	35,932,653
	Within 31-60 days	33,848,306	27,243,480
	Within more than 60 days	29,617,268	23,838,045
	Total	**106,851,201**	**87,014,179**
7.00	**INTER-PROJECT CURRENT ACCOUNT (DEBIT): TK. 10,498,064**		
	This is made up as follows:		
	Inter Project:		
	Eastern Cables Limited	-	-
	National Tubes Limited	211,617	211,617
	Bangladesh Blade Factory	7,711,658	7,666,326
	Eastern Tubes Limited	1,133,945	1,133,945
	Gazi Wares Ltd.	169,629	169,629
	Progoti Industries Ltd.	195,331	195,331
	Total	**9,422,180**	**9,376,848**
	Disinvested Project:		
	B.M.T.F Limited	32,332	32,332
	Dockyard and Engineering Works Limited	167,974	167,974
	Ispahani Marshal Limited	6,824	6,824
	Omar Sons Limited	16,060	16,060
	Metalex Corporation Limited	852,694	852,694
		1,075,884	**1,075,884**
	Total	**10,498,064**	**10,452,732**

Long outstanding receivables amounting Tk. 1,075,884 are under review for adjustment as per decision of Ministry of Finance and Bangladesh Steel and Engineering Corporation vide letter no. ABL/AC-5.12/2025-470, Dated: 09.10.2025.

8.00	**ADVANCES, DEPOSITS AND PREPAYMENTS: TK. 11,207,068**			
	The break up of the above amounts is given below:			
	Advance against Salary/Wages		43,460	40,012
	Advance against TA/DA		143,481	576,413
	Advance against Purchases/Expenses		969,765	741,284
	Advance to Suppliers/Contractors		950,531	850,531
	Advance against Canteen		-	-
	Advance against VAT	(Note 8.01)	4,391,740	4,641,540
	Sub-Total		**6,498,977**	**6,849,780**
	DEPOSITS:			
	Sundry Deposits	(Note 8.02)	4,708,091	2,989,591
			4,708,091	**2,989,591**
	Less: Provision for bad and doubtful debts		-	-
	Sub-Total		**4,708,091**	**2,989,591**
	Total		**11,207,068**	**9,839,371**
8.01	**Advance against VAT**			
	Balance at 1 July 2024		4,641,540	11,310,824
	Paid during the year		26,219,694	12,172,571
	Adjust during the year		(26,469,494)	(18,841,855)
	Balance at 30 June 2025		**4,391,740**	**4,641,540**

			AMOUNT (IN TAKA)	
			30 June 2025	30 June 2024
8.02	**Sundry Deposits**			
	This is made up as follows:			
	Balance at 1 July 2024		2,989,591	3,039,091
	Paid during the year		1,718,500	96,801
	Realization during the year		-	(146,301)
	Balance at 30 June 2025		4,708,091	2,989,591
9.00	**ADVANCE INCOME TAX : TK. 671,535,765**			
	This is made up as follows:			
	Balance at 1 July 2024		662,950,499	656,726,612
	Advance taxes paid and taxes deducted at source during the year		8,585,266	6,223,887
	Adjustment for financial year	-	-	-
	Balance at 30 June 2025		**671,535,765**	**662,950,499**
	Advance income tax and provision for taxation have also been shown in **Annexure-3.**			
10.00	**CASH AND CASH EQUIVALENTS: TK. 126,383,178**			
	Cash in Hand		58,310	77,229
	Imprest Account (Preliberation)		100	100
	Sub-Total (A)		**58,410**	**77,329**
	Current and Short-term Deposits:			
	Name and Branch	**A/c. No.**		
	Sonali Bank Ltd., Tongi Bazar Branch, Gazipur	SND # 79	1,757,393	3,424,744
	Sonali Bank Ltd., Tongi Bazar Branch, Gazipur	SB # 9171	495,611	484,638
	Pubali Bank Ltd., Tongi Branch, Gazipur	SND # 367	571,466	568,527
	Sonali BankLtd., Shilpa Bhaban Br.,Dhaka	SND # 156	491,122	481,367
	Prime Bank Ltd., Tongi Br.	SND # 3848	24,008	25,333
	AB Bank Ltd., Kawran Bazar Br., Dhaka	SND # 430	580,176	577,668
	The Trust Bank Ltd., Tongi Br, Gazipur	SND # 57	9,416,902	38,482,392
	The Trust Bank Ltd., Tongi Br, Gazipur	SND # 66	468,655	791,859
	The Trust Bank Ltd., Tongi Br, Gazipur	SND # 93	27,075	44,428
	Southeast Bank Ltd., Tongi Bazar Br. Gazipur	SND # 19	30,364	31,160
	National Bank Ltd., Tongi Bazar Br.	SND#144	211,113	405,512
	Brac Bank Ltd., Uttara Cor. Br.	SB # 3001	224,165	429,933
	South Bangla Agri. & Comm. Bank., Uttara Br.	SND#4306	135,701	136,541
	NRB Commercial Bank	SND#0010	560,162	40,458
	Janata Bank Ltd., Uttara corp. Br.	SND#976	8,440	9,282
	Sub-Total (B)		**15,002,353**	**45,933,842**
	Fixed Deposits:			
	ABL Employees Leave pay & Gratuity Fund Trust:			
	Sonali Bank Ltd., Tongi Br		-	18,350,930
	Southeast Bank Ltd., Tongi Br.		18,445,500	
	Trust Bank Ltd., Tongi Br.		39,682,000	38,417,073
	Agrani Bank Ltd., Tongi Br.		9,336,060	21,459,651
	Sub-Total (C)		**67,463,560**	**78,227,654**
	ABL Own Fund:			
	Sonali Bank Ltd., Tongi Bazar Br.		3,629,077	14,739,716
	Trust Bank Ltd., Tongi Br.		20,405,000	25,716,953
	Agrani Bank Ltd., Tongi Br.		-	-
	Brac Bank Ltd., Tongi Br.		19,824,778	27,342,000
	NRBC, College Road Br.		-	9,171,000
	Southeast Bank Ltd., Tongi Br.		-	9,500,000
	Sub-Total (D)		**43,858,855**	**86,469,669**
	Total Fixed Deposits (E)		**111,322,415**	**164,697,323**
	Grand Total (A+B+C+D)		**126,383,178**	**210,708,494**

(Without the above-mentioned bank accounts, we do not have any other bank accounts.)

	AMOUNT (IN TAKA)	
	30 June 2025	30 June 2024

11.00 SHARE CAPITAL : TK. 331,271,080

Authorized		
100,000,000 Ordinary Shares of Taka 10/= each	**1,000,000,000**	**1,000,000,000**
Issued, subscribed and paid up:		
Opening Share Capital	331,271,080	331,271,080
Add: Bonus Share	-	-
Closing Share Capital	**331,271,080**	**331,271,080**
Group - A		
16,894,825 Ordinary Shares of Taka 10/- each	168,948,250	168,948,250
Group - B		
16,232,283 Ordinary Shares of Taka 10/- each	162,322,830	162,322,830
	331,271,080	**331,271,080**

Shareholding position of the Company at 30 June 2025 was as follows:

Share Holders	No. of Shares	%	Face Value Taka
Group - A			
Bangladesh Steel and Engineering Corporation	16,894,825	51.00	168,948,250
Group - B			
Investment Corporation of Bangladesh	3,608,732	10.89	**36,087,320**
Bangladesh Fund	2,006,859	6.06	20,068,590
Institutions	1,264,246	3.82	12,642,460
Officers and Employees of ABL	48,987	0.15	489,870
Shareholder Director	-	-	-
General Public	9,303,459	28.08	93,034,590
Sub-Total	16,232,283	49.00	162,322,830
Grand Total	**33,127,108**	**100.00**	**331,271,080**

Issued, subscribed and paid-up capital includes bonus share issued as follows:

Year	Stock Ratio	No. of Share
1991-1992	1 : 5	200,000
1995-1996	1 : 4	300,000
2001-2002	1 : 2	750,000
2002-2003	1 : 3	750,000
2003-2004	1 : 3	1,000,000
2004-2005	1 : 2	2,000,000
2005-2006	1 : 3	2,000,000
2006-2007	1 : 4	2,000,000
2008-2009	1 : 3	3,333,333
2009-2010	1 : 3	4,444,444
2010-2011	1 : 3	5,925,925
2014-2015	1 : 10	2,370,370
2015-2016	1 : 20	1,303,703
2016-2017	1 : 10	2,737,778
2017-2018	1 : 10	3,011,555

11.01 Classification of Shareholders by Holding :

Holdings	Numbers of Holders		Shareholdings %	
	2025	2024	2025	2024
Less than 500 Shares	4,801	4,797	78.00	77.32
500 to 5,000	1,244	1,238	20.21	20.39
5,001 to 10,000	46	42	0.75	0.99
10,001 to 20,000	7	4	0.11	0.29
20,001 to 30,000	7	6	0.11	0.13
30,001 to 40,000	8	8	0.13	0.18
40,001 to 50,000	6	5	0.10	0.10
50,001 to 100,000	13	11	0.21	0.22
100,001 to 1,000,000	18	19	0.29	0.33
Over 1,000,000	5	5	0.08	0.06
Total	**6,155**	**6135**	**100.00**	**100.00**

		AMOUNT (IN TAKA)	
		30 June 2025	30 June 2024

11.02 Market Price of Shares:

The shares are listed with Dhaka Stock Exchange PLC. and quoted at Tk. 55.90 on 30 June 2025 (Face value Tk. 10.00) and Tk. 72.90 on 30 June 2024 (Face value Tk. 10.00).

12.00 CAPITAL RESERVE : TK. 5,215,219

Capital Reserve	5,215,219	5,215,219
Total	**5,215,219**	**5,215,219**

This amount is as per last account and it is being carried forward in the account from many years ago.

13.00 RETAINED EARNINGS : TK. (172,637,395)

This is made up as follows:

Balance at 01 July 2024	(131,938,140)	(60,122,301)
Cash dividend paid for the year 2023-2024	-	-
Stock dividend paid for the year 2023-2024	-	-
Balance after Payment of Dividend	**(131,938,140)**	**(60,122,301)**
Net profit/(Loss) for the year	(40,881,473)	(72,039,543)
Revaluation reserve Transfer for Deprecation	182,218	223,704
Prior years Adjustment	-	-
Balance at 30 June 2025	**(172,637,395)**	**(131,938,140)**

The reported balance of retain earnings Tk. (161,659,463) of previous year has been changed to Tk. (131,938,140) due to additional tax expenses of Tk. 5,447,015 for the year 2023-24 resulting of decreases of net profit due to retrospective adjusment as disclosed in note 29.

14.00 REVALUATION RESERVE: TK. 3,670,817,643

Balance at 01 July 2024	3,405,803,067	3,405,982,029
Transferred to Retained earning for difference of Deprecation	(182,218)	(223,704)
Adjustment for Deferred Tax	265,196,794	44,741
Balance at 30 June 2025	**3,670,817,643**	**3,405,803,067**

The revaluation of assets of Atlas Bangladesh Limited was made on 30 June 2011 by A Matin & Co. Chartered Accountants an Independent Qualified Valuer, on Land and Land Development, Factory Building and Other Construction, Building Office Space and Plant and Machineries. The revaluation was made for revaluation surplus for which comes at Tk. 3,848,786,703. The result of such revaluation was incorporated in these financial statements from its effective date which is 01 July 2012. The surplus arising from the revaluation was transferred to revaluation reserve. Effect of deferred tax on the revaluation has been shown under Note 17.00 "Deferred Tax Liabilities". Revaluation reserve has been transferred to Retained earning for difference of Deprecation being showed in **Annexure-1 (b).**

15.00 LONG TERM LOAN: TK. 2,184,296

Quasi-equity Loan	(Note 15.01)	55	55
Interest free Government Loan	(Note 15.02)	2,184,241	2,184,241
Total		**2,184,296**	**2,184,296**

15.01 Quasi-equity Loan

Quasi-equity Loan	55	55
Sub-Total	**55**	**55**

This loan was obtained from Government of Bangladesh and is repayable in 20 (twenty) semi-annual installments starting from the 6th year of sale of shares to the public i.e. from 1 January 1994.

15.02 Interest free Government Loan

Interest free Government Loan	2,184,241	2,184,241
Sub-Total	**2,184,241**	**2,184,241**

Employees of the Company who opted for voluntary retirement under manpower equalization scheme were paid the requisite benefits by Bangladesh Steel and Engineering Corporation and the payments are treated as loan from the government. The loan is interest free and there is no time limit for repayment of the loan. The loan will pay after requisition for repayment of loan from Government. There is no current portion of this loan.

16.00 OBLIGATORY EMPLOYEE RETAIREMENT BENEFIT (GRATUITY): TK. 92,225,979

This is made up as follows:

Leave Pay and Gratuity	(Note 16.01)	92,225,979	105,171,761
Total		**92,225,979**	**105,171,761**

16.01 Leave-Pay and Gratuity: TK. 92,225,979

Balance at 1 July 2024	105,171,761	107,985,911
Provided during the year	9,071,296	13,083,157
Paid during the year	(22,017,078)	(15,897,307)
Balance at 30 June 2025	**92,225,979**	**105,171,761**

Provision was made during the year is equal to 2 (two) months basic pay multiplied by the number of years served by the junior officers, staff and workers of the Company upto 30 June 2025.

			AMOUNT (IN TAKA)	
			30 June 2025	30 June 2024
17.00	**DEFERRED TAX LIABILITY: TK. 114,000,430**			
	Calculation of Deferred Tax:			
	A. Temporary Difference:			
	Carrying Value other than Land (Accounting base)		22,293,731	25,686,570
	Carrying value other than Land (Tax base)		23,779,572	26,788,605
	Taxable Temporary Difference		**(1,485,841)**	**(1,102,035)**
	Income Tax Rate		20%	20%
	Deferred Tax Liabilities at the end of the year		**(297,168)**	**(220,407)**
	Closing Deferred Tax Liabilities		(297,168)	(220,407)
	Opening Deferred Tax Liabilities		220,407	117,996
	Deferred Tax (Income)/Expenses:		**(76,761)**	**(102,411)**
	B. Revaluation:			
	Carrying Value			
	Land		3,788,005,000	3,788,005,000
	Other than Land		3,287,242	3,469,460
	Tax rate:			
	Land		3%	10%
	Other than Land		20%	20%
	Deferred Tax Liabilities at the end of the year:			
	Land		113,640,150	378,800,500
	Other than Land		657,448.39	693,892
			114,297,598	379,494,392
	Closing Deferred Tax Liabilities		114,297,598	379,494,392
	Opening Deferred Tax Liabilities		(379,494,392)	(379,539,133)
	Deferred Tax (Income) / Expense:		**(265,196,794)**	**(44,741)**
	Deferred Tax Liabilities at the end of the year (A+B)		**114,000,430**	**379,273,985**

Due to change in income tax rate as per section 125 (2)(c) by the Income Tax Act.-2023 & S.R.O No. 269-Law/Income tax-14/2025; deferred tax liabilities is substantially decrease in comparison with previous year.

18.00	**TRADE AND OTHER PAYABLES: TK. 104,109,123**			
	This is made up as follows:			
	For Goods Supplied	(Note-18.01)	36,297,142	64,387,825
	For Expenses	(Note-18.02)	6,603,788	6,641,315
	For other Finance	(Note-18.03)	47,229,901	42,623,867
	Advance against Sales	(Note-18.04)	13,794,242	4,608,864
	Advance against Shares		184,050	184,050
	Total		**104,109,123**	**118,445,921**
18.01	**For Goods Supplied**			
	Local Goods		24,311,886	52,402,569
	Liability for Imported Goods		11,985,256	11,985,256
	Total		**36,297,142**	**64,387,825**

Local goods include TVS & Honda Brand Raw Materials (CKD Motorcycle) purchase from TVS Auto Bangladesh Limited and Bangladesh Honda Limited.

18.02	**For Expenses**			
	Liability for Wages & Salary		5,067,387	4,905,351
	Liability for Feasibility Study		417,000	417,000
	Liability for Miscellaneous Expenses	(Note-18.02.1)	1,119,401	1,318,964
	Total		**6,603,788**	**6,641,315**
18.02.1	**For Miscellaneous Expenses**			
	Electricity and Gas		89,861	123,012
	Auditors' Fee		238,500	243,750
	Postage, Telephone & Telegram Bill (Brac net)		-	17,860
	CNG & P.O.L for Vehicle		36,026	-
	Advertisement		-	11,172
	Overtime		130,989	71,489
	Registration Cost of Motorcycle (Sales)		-	-
	Legal fees		30,000	30,000
	Petrol Oil & Lubricant		12,200	78,350
	TA/DA Foreign		-	520,400
	Salary		163,252	140,770
	Carriage out Word		360,000	-
	Newspaper Bill		612	546
	Others		57,961	81,615
	Total		**1,119,401**	**1,318,964**

		AMOUNT (IN TAKA)	
		30 June 2025	30 June 2024
18.03	**For Other Finance**		
	The break-up of the above amounts is given below:		
	Creditors	3,333,905	3,333,905
	Security Deposits	6,875,000	7,100,150
	Earnest Money	599,206	1,031,800
	Tax Deducted at Source from Suppliers	79,278	68,667
	ABL Officers Association Subscription	69,650	30,700
	Provident Fund	28,782,864	23,570,759
	VAT Deduction from Customers	584,416	568,349
	Subscription (CBA)	7,445	10,275
	Deduction of House Rent	583,087	583,087
	Others (Note 18.03.1)	6,315,050	6,326,175
	Total	**47,229,901**	**42,623,867**
18.03.1	**Others**		
	Trade Debtors (Credit Balances)	2,511,421	2,508,774
	Overtime Payable (Deduction from Final Payment)	251,532	251,532
	Advances, Deposits and Prepayments (Credit Balances)	218,297	230,878
	Mymensingh Showroom Rent Payable	432,000	416,000
	Rangpur Showroom Rent Payable	-	-
	Credit Balance of Welfare Fund	95,281	112,472
	Sale Proceeds of Fraction Shares	2,806,519	2,806,519
	Total	**6,315,050**	**6,326,175**
18.04	**Advance Received from Customers against Sales**		
	Dealers	2,839,536	2,839,624
	Government Agencies and NGOs	10,954,706	1,769,240
	Total	**13,794,242**	**4,608,864**
19.00	**WORKERS' PROFIT PARTICIPATION FUND AND WELFARE FUND: TK. 11,260,805**		
	This is made up follows:		
	Balance at 1 July 2024	11,260,805	11,260,805
	Contribution during the year	-	-
	Paid during the year	-	-
	Balance at 30 June 2025	**11,260,805**	**11,260,805**
20.00	**INTER PROJECT CURRENT ACCOUNT (CREDIT): TK. 2,095,028**		
	The break-up of the above amounts is given below:		
	Eastern Cables Ltd.	670,413	717,609
	Dacca Steel Works Ltd.	1,379,969	1,379,969
	General Electric Mfg.Co.Ltd.	12,083	12,083
	Gazi Wires Limited	-	-
	Sub-Total	**2,062,465**	**2,109,661**
	Disinvested Project:		
	Rahim Group of Industries	21,588	21,588
	Meher Industries Ltd.	6,830	6,830
	Bangladesh Diesel Plant Ltd.	4,145	4,145
	Sub-Total	**32,563**	**32,563**
	Total	**2,095,028**	**2,142,224**
21.00	**PROVISION FOR INCOME TAX: TK. 335,311,516**		
	The break-up of the above amounts is given below:		
	Balance at 1 July 2024	326,877,117	320,653,230
	Provision made during the year	8,434,400	6,223,887
	Balance at 30 June 2025	**335,311,516**	**326,877,117**

"Year wise provision for income tax liability showing the position up to accounting year 2024-2025 had been accounted on the basis of accounting profit are shown at Annexure-3. Against above provision, total sum of Tk. 671,535,765 has been paid and shown as advance income tax.

The reported balance of provision of income tax Tk. 321,430,102 of previous year has been changed to Tk. 326,877,177 due to additional provision of Tk. 5,447,015 for the year 2023-24 as a result of retrospective adjusment as disclosed in note 29."

		AMOUNT (IN TAKA)	
		30 June 2025	30 June 2024
22.00	**UNPAID DIVIDEND: TK. 57,827,570**		
	The break-up of the above amounts is given below:		
	Balance at 1 July 2024	57,827,570	57,886,839
	Cash dividend for the year 2023-2024	-	-
	Paid during the year	-	(59,269)
	Balance at 30 June 2025	**57,827,570**	**57,827,570**
	The details break down of Unpaid Dividend figure are shown in **Annexure- 4.**		
23.00	**NET ASSET VALUE (NAV) PER SHARE: TK. 121**		
	The break-up of the above amounts is given below:		
	Total Assets	4,775,213,699	4,832,464,756
	Total Liabilities	(764,364,651)	(1,045,931,031)
	Net Assets Value	4,010,849,048	3,786,533,725
	Total Number of Shares	33,127,108	33,127,108
	Net Asset Value (NAV) Per Share	**121.07**	**114.30**
	Due to change in income tax rate as per section 125 (2)(c) by the Income Tax Act.-2023 & S.R.O No. 269-Law/Income tax-14/2025; deferred tax liabilities is substantially decrease and revaluation reserve is increase in comparison with previous year. As a result net assets value increase and NAV per share substantially increase from previous year.		
	The reported NAV per share Tk. 114.47 of previous year has been changed to Tk.114.30 due to additional provision of income tax Tk. 5,447,015 for the year 2023-24 as a result of retrospective adjusment as disclosed in note 29.		
24.00	**SALES (NET): TK. 180,345,903**		
	The break-up of the above amounts is given below:		
	Motor Cycle	206,120,938	131,725,362
	Spare Parts	694,459	3,439,138
	Gross Sales	**206,815,397**	**135,164,500**
	VAT	(26,469,494)	(18,841,855)
	Net Sales	**180,345,903**	**116,322,645**
	The government of Bangladesh, in response to world economic crisis, suspended (ref: Ministry of finance Order no-07.101.020.00.00.009.2022-05, date: 04.07.2024 purchases of vehicles by the governmental, semi-governmental, autonomous and other organization. For this reason, sales were not increase as our expectation but increase for the financial year 2024-2025 in comparison with previous year.		
25.00	**COST OF SALES: TK. 186,543,757**		
	Raw Materials Consumed (Note 25.01)	158,665,155	82,196,251
	Stores and Spares	1,510,245	908,354
	Production Overhead (Note 25.02)	27,371,310	39,827,149
	Opening Stock of Work-In-Process	-	-
		187,546,710	**122,931,754**
	Closing stock of Work-In-Process	-	-
	Cost of production	**187,546,710**	**122,931,754**
	Opening Stock of Finished Goods	31,645,774	59,067,609
		219,192,485	**181,999,363**
	Closing Stock of Finished Goods	(32,648,727)	(31,645,774)
	Cost of Sales	**186,543,757**	**150,353,588**
	The government of Bangladesh, in response to world economic crisis, suspended (ref: Ministry of finance Order no-07.101.020.00.00.009.2022-05, date: 04.07.2024 purchases of vehicles by the governmental, semi-governmental, autonomous and other organization. For this reason sales were not increase as our expectation but increase for the financial year 2024-2025 in comparison with previous year. But due to fixed salary & wages of production department employee; cost of sales increased and negative gross profit margin has occurred.		
25.01	**Raw Materials Consumed**		
	Opening Stock	254,405	12,433,192
	Purchased/(Adjust) during the year	158,535,822	70,017,464
	Closing Stock	(125,072)	(254,405)
	Total	**158,665,155**	**82,196,251**
25.02	**Production Overhead**		
	Salary and Wages	23,438,105	36,243,320
	Power and Fuel	1,075,062	818,623
	Repairs and Maintenance (Factory)	255,928	160,202
	Factory Insurance	268,482	-
	Other Production Overhead (Note 25.02.1)	355,963	397,783
	Depreciation	1,977,770	2,207,221
	Total	**27,371,310**	**39,827,149**

			AMOUNT (IN TAKA)	
			30 June 2025	30 June 2024
25.02.1	**Other Production Overhead**			
	This is made up as follows:			
	Uniform and Liveries		-	-
	Group Insurance		147,613	141,090
	Welfare Expenses to Workers		192,950	234,163
	Canteen Subsidy		-	-
	Others		15,400	22,530
	Total		**355,963**	**397,783**
26.00	**OPERATING EXPENSES: TK. 40,984,923**			
	Managing Directors' Remuneration	(Note-26.01)	1,469,712	1,355,404
	Auditors' Fee	(Note-26.02)	157,750	143,000
	Administrative Expenses	(Note-26.03)	32,963,715	34,939,843
	Selling Expenses	(Note-26.04)	6,393,746	8,121,552
	Total		**40,984,923**	**44,559,799**
26.01	**Managing Directors' remuneration**			
	Basic		789,840	739,669
	Other Allowances		679,872	615,735
	Total		**1,469,712**	**1,355,404**
26.02	**Auditors' Fee**			
	Statutory Audit		157,750	143,000
	Total		**157,750**	**143,000**
26.03	**Administrative Expenses**			
	Salary (Officers)		11,904,982	10,724,991
	Salary (Staff)		12,095,569	15,073,992
	Legal Expenses		20,739	10,000
	BSEC Head Office Management Expenses		1,300,000	1,200,000
	Directors Fee		985,554	1,185,534
	Honorarium		147,995	3,240
	Printing and Stationery		530,824	414,094
	A.G.M Expenses		246,108	201,067
	Postage, Telegram and Telephone		209,385	141,895
	Maintenance of Vehicle		386,867	374,611
	Fuel - Vehicle and CNG		132,574	162,334
	Transport Hiring Charge		12,000	12,000
	Travelling and Conveyance		501,004	712,743
	Group Term & Other Admin Insurance		201,693	172,062
	Rent, Rates and Taxes		1,069,100	558,685
	Repairs and Maintenance		132,831	39,233
	Newspaper and Periodicals		9,286	9,615
	Training Expenses		-	41,398
	CDBL, Dhaka Stock Exchange & Bonus Share Demit Fee		147,819	606,877
	Entertainment		353,920	333,425
	Subscription & Donation		-	-
	Advertisement		88,741	91,049
	Electricity & Gas		-	5,014
	Depreciation		2,417,275	2,697,714
	Miscellaneous expenses (cleaning sanitation, plantation etc.)		69,449	168,270
	Total		**32,963,715**	**34,939,843**

During the year the company paid to the directors Tk. 985,554 as honorarium for board & committee meeting attendance fee.Travelling and conveyance include Tk.477,148 for foreign TA/DA.

		AMOUNT (IN TAKA)	
		30 June 2025	30 June 2024
26.04	**Selling expenses**		
	Salary (Officers)	2,245,848	3,572,925
	Salary (Staff)	2,415,735	2,571,606
	Advertisement	139,897	468,346
	Sales Promotion	405,979	398,643
	Tender form Purchase	8,190	21,420
	After Sales Services	-	35,547
	Travelling and Conveyance	66,167	220,323
	Postage and Telephone	-	3,400
	Group Term Insurance Premium	39,080	30,971
	Carriage Outward	1,072,850	371,470
	R&D and Feasibility Expenses	-	426,901
	Total	**6,393,746**	**8,121,552**

Carriage outward expenses is payable by various buyers and are included in the sales price. For this reason, current year carriage outward expenses is increased in comparison with previous year.

27.00	**FINANCIAL EXPENSES: TK. 297,588**		
	Bank Charges and Others	297,588	483,392
	Total	**297,588**	**483,392**
28.00	**NON-OPERATING INCOME: TK. 14,956,531**		
	The break-up of the above amounts is given below:		
	Sale of Tender Forms	-	1,500
	Servicing	7,000	23,400
	Interest on FDR	14,618,178	12,840,651
	Others	331,353	290,517
	Total	**14,956,531**	**13,156,068**
29.00	**INCOME TAX EXPENSES (CURRENT) : Tk. 8,434,400**		
	Provision for Income Tax has been Calculated as under:		
	Net profit/(Loss) before tax	(32,523,834)	(65,918,067)
	Income Tax Expense @ 20% on Net Profit	-	-
	Due to Loss Minimum Income Tax Expenses Calculation:		
	Gross Received (Net sales + Non-operating Income)	195,302,434	129,478,713
	Income Tax Expense on gross receipts @ 1% under minimum tax	**1,953,024**	**776,872**
	Advance Income Tax (AIT) under section 163 of Income Tax Act 2023	8,434,400	6,223,887
	Income Tax Expense @ 20% on Net Profit, @ 1% on Gross Receipts and AIT which ever is higher	**8,434,400**	**6,223,887**

The tax expense reported in the audited financial statements for the year ended 30 June 2024, amounting to Tk. 776,872, was incorrectly calculated and was not in compliance with Section 163 of the Income Tax Act 2023. The correct tax expense, as per the said section, is Tk. 6,223,887. This error was identified during the current financial year, and a retrospective adjustment has been made in accordance with IAS 8. Consequently, the tax expense has increased by Tk. 5,447,015, and the corresponding tax provision has also been increased by the same amount, as disclosed in Note 21. As a result, the reported net profit for the year ended 30 June 2024 has decreased, leading to a reduction in the earnings per share (EPS), as disclosed in Note 30 , and a decrease in the net asset value (NAV), as disclosed in Note 23.

30.00	**EARNINGS PER SHARE (EPS): TK. (1.23)**		
	The break-up of the above amounts is given below:		
	Net Profit/ (Loss) for the Year	(40,881,473)	(72,039,543)
	Weighted Average Number of Ordinary Shares	33,127,108	33,127,108
	Earning Per Share (EPS)	**(1.23)**	**(2.17)**

"The government of Bangladesh, in response to world economic crisis, suspended (ref: Ministry of finance Order no-07.101.020.00.00.009.2022 - 05, date: 04.07.2024 purchases of vehicles by the governmental, semi-governmental, autonomous and other organization. For this reason, sales were not increase as our expectation but increase for the financial year 2024-2025 in comparison with previous year. As a result, EPS per share increase from previous year.

The reported EPS Tk. (2.01) of previous year has been changed to Tk. (2.17) due to additional provision of income tax Tk. 5,447,015 for the year 2023-24 as a result of retrospective adjusment as disclosed in note 29."

Weighted Average Number of Ordinary Shares Outstanding:

No. of Shares	Days	Factor	W.A. No. of Shares (30.06.25)	W.A. No. of Shares (30.06.24)
33,127,108	365	1.00	33,127,108	33,127,108
		Total	**33,127,108**	**33,127,108**

31.00	**NET OPERATING CASH FLOW PER SHARE (NOCFPS): TK. (2.54)**		
	The break-up of the above amounts is given below:		
	Net Cash Flows from Operating Activities	(84,255,327)	23,637,533
	Total Number of Shares	33,127,108	33,127,108
	Net Operating Cash Flow Per Share (NOCFPS)	**(2.54)**	**0.71**

	AMOUNT (IN TAKA)	
	30 June 2025	30 June 2024

31.01 RECONCILATION OF NET (LOSS) WITH CASH FLOWS FROM OPERATING ACTIVITIES: TK. (84,255,327)

Profit/(Loss) before Tax	**(32,523,834)**	**(65,918,067)**
Adjustment for:		
Add: Depr. on Property, Plant and Equipment	4,395,045	4,904,935
Add/(Less): (Incr.)/Decr. in Inventories	(813,999)	39,793,939
Add/(Less): (Incr.)/Decr. in Trade and Other Receivables	(19,882,354)	13,344,695
Add/(Less): (Incr.)/Decr. Adv.,Deposits & Prepayment	(9,952,963)	93,583
Add/(Less): Incr./(Decr.) in Trade and Other bles/Liab. (Gratu.)/Prov.	(16,292,824)	32,195,318
Cash Provided/(Used) by Operations	**(75,070,930)**	**24,414,404**
Less: Previous years Expenses, Income Tax Exp. & Others	(9,184,398)	(776,871)
Net Cash Provided/(used) by Operating Activities	**(84,255,327)**	**23,637,533**

Due to decrease in liabilities and increase in payment of leave pay & Gratuity negative significant deviation has occurred in NOCFPS

32.00 RELATED PARTY DISCLOSURES:

i) As per International Accounting Standards IAS-24: "Related Party Disclosures", parties are considered to be related if one of the parties has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. The Company carried out transactions in the ordinary course of business on an arm's length basis at commercial rates with its related parties.

Particulars	Opening Balance	debit	Credit	Balance
Eastern Cables Limited	717,609	47,197	-	670,413
National Tubes Limited	211,617	-	-	211,617
Bangladesh Blade Factory	7,666,326	290,142	244,810	7,711,658
Eastern Tubes Limited	1,133,945	-	-	1,133,945
Gazi Wares Ltd.	169,629	-	-	169,629
Progoti Industries Ltd.	195,331	-	-	195,331
Meher Industries Ltd.	6,830	-	-	6,830
Dacca Steel Works Ltd.	1,379,969	-	-	1,379,969
General Electric Mfg.Co.Ltd.	12,083	-	-	12,083
B.M.T.F Limited	32,332	-	-	32,332
Dockyard and E.Works Ltd.	167,974	-	-	167,974
Ispahani Marshal Limited	6,824	-	-	6,824
Omar Sons Limited	16,060	-	-	16,060
Metalex Corporation Limited	852,694	-	-	852,694
Rahim Group of Industries	21,588	-	-	21,588
Bangladesh Diesel Plant Ltd.	4,145	-	-	4,145

ii) Atlas Bangladesh limited is a state own enterprise (Subsidiary) of Bangladesh steel and Engineering Corporation (BSEC) under the ministry of Industries. Related Party mention in the note no-32 (i) to the financial statements are also the state own enterprise (Subsidiary) of Bangladesh steel and Engineering Corporation (BSEC) under the ministry of Industries. Related party Transactions has occurred among those parties (Enterprises) only for debit note or Credit note issue in relation with salary/TA/DA of employee transfer by Bangladesh steel and Engineering Corporation. Mention that, Bangladesh Blade Factory Limited (BBFL) and Atlas Bangladesh Limited (ABL) was used electricity from same sub-station for this reason electricity bill debited by ABL to BBFL through debit note.

33.00 CONTRIBUTION TO NATIONAL EXCHEQUER: TK. 34,804,960

The break-up of the above amounts is given below:

Customs Duty	-	-
Supplementary Duty	-	-
Regulatory Duty	-	-
Value Added Tax (VAT)	26,219,694	12,172,571
Income Tax	8,585,266	6,223,887
Total	**34,804,960**	**18,396,458**

34.00 INFORMATION RELATING TO PURCHASE, PRODUCTION, SALES AND STOCK ON QUANTITY BASIS

Particulars	30.06.2025 (Units)	30.06.2024 (Units)
Opening Stock		
Raw Materials	4	132
Work in Process	-	-
Finished Goods	176	534
Sample	3	18
Total	**183**	**684**

	AMOUNT (IN TAKA)	
	30 June 2025	30 June 2024

Particulars	30.06.2025 (Units)	30.06.2024 (Units)
Purchase		
Raw Materials	1,391	671
Sample	-	-
Production	1,393	744
Sales	1,422	1,055
Sample Sales	-	15
Raw Materials Converted to Spare Parts (ZS-125-68 (125 cc))	-	55
Finished Goods Converted to Spare Parts (ZS-125-68 (125 cc))	-	47
Closing Stock		
Raw Materials	2	4
Work in Process	-	-
Finished Goods	147	176
Sample	3	3
Total	**152**	**183**

35.00 PRODUCTION CAPACITY (SINGLE SHIFT) AND ACTUAL PRODUCTION:

Production Capacity and Actual Production of The Company for 2024-2025 are as Under:

Name of product	2024-2025			2023-2024		
	Production capacity	Actual production	Excess/ (Shortage)	Production capacity	Actual production	Excess/ (Shortage)
Motorcycle	7,000	1,393	(80.10%)	7,000	744	(89.37%)

36.00 PRODUCTION TARGET AND UTILIZATION:

Production Target and Utilization of the Company for 2024-2025 are as under:

Name of product	2024-2025			2023-2024		
	Production capacity	Utilization	Excess/ (Shortage)	Production traget	Utilization	Excess/ (Shortage)
Motorcycle	2,000	1,393	(30.35%)	4,600	744	(83.83%)

36.01 Sales target and achievement (In Qty.)

Sales Target and Achievement of the Company for the year 2024-2025 are as Under:

Name of product	2024-2025			2023-2024		
	Sales target	Achicve-Achicve-	Excess/ (Shortage)	Sales traget	Achicve-Achicve-	Excess/ (Shortage)
Motorcycle	2,000	1,422	(28.90%)	4,600	1,070	(76.74%)

37.00 COMMITMENT FOR CAPITAL EXPENDITURE:

At the balance sheet date, there was no commitment for capital expenditure.

38.00 MISCELLANEOUS:

(a) There is no claim against the accepted liability of the Company as at 30 June 2025.

(b) No loan facility was received or is receivable under any agreement excepting the loans obtained in the ordinary course of business as at 30 June 2025.

39.00 NUMBER OF OFFICERS, STAFF AND WORKERS:

The officers, staff and workers are listed below:

#SL	Particulars	No. of Employee
(a)	Officers	17
(b)	Staff	26
(c)	Workers	25
	Total	**68**

None of the workers were paid wages below Tk. 3,000 (Three Thousand only) per month.

40.00 NON-RESIDENT SHAREHOLDERS:

There is no non-resident shareholder of this company.

	AMOUNT (IN TAKA)	
	30 June 2025	30 June 2024

41.00 FINANCIAL RISK MANAGEMENT:

The company management has overall responsibility for the establishment and oversight of the company's risk management framework. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. The company has exposure to the following risks from its use of financial instruments.

(a) Credit risk

(b) Liquidity risk

(c) Market risk

41.01 Credit Risk

Credit risk is the risk of a financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables.

All the sales are made in cash. Trade receivables arise due to the time difference between submission of bill to govt. organization for collection of sales proceeds and the actual date of realisation of the proceeds and income tax (IT) challah which amount was deducted at source by this govt. organization.

a) Exposure of Credit Risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

Trade and Other Receivables	106,851,201	87,014,179
Advances, Deposits & Prepayments	11,207,068	9,839,371
Cash and Cash Equivalents	126,383,178	210,708,494
Total	**244,441,447**	**307,562,044**

b) Impairment Losses:

No impairment loss on the above receivables was recognised as management of the company assumed that no impairment occurred during the period.

41.02 Liquidity Risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date.

41.03 Market Risk

a) Currency Risk

The company exposed to currency risk on payments made for raw materials purchase as well. All of the company's foreign currency transactions are denominated in USD.

b) Interest Rate Risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. Local loans are, however, not significantly affected by fluctuations in interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

42.00 Events after the Reporting Period

Following events occurred since the balance sheet date:

(a) The board of directors didn't recommended any dividend at the Board meeting held on November 05, 2025 for the year ended June 30, 2025. This no dividend is subject to final approval by the shareholders at the forthcoming Annual General Meeting (AGM) of the company.

(b) The valuer firm, Khan Wahab Shafique Rahman & Co, Chartered Accounts has started revaluation work based on the balance sheet date as at 30 June 2020, in May 2021. However, due to (COVID-19) pandemic, the revaluation process was delayed. For this reason, this work order was canceled. However, recently ABL initiate a program for the revaluation & the revaluation report will be finalized as soon as possible.

(c) Except for the fact stated above, no circumstances have arisen since the balance sheet date which would require adjustment to, or disclosure in, the financial statements or notes thereto.

ATLAS BANGLADESH LIMITED

Schedule of Property, Plant and Equipment (Revalued Price)
As at 30 June 2025

ANNEXURE- 1 (a)

Sl. No.	Particulars	COST				DEPRECIATION					Written down value as at 30.06.2025	Written down value as at 30.06.2024
		Balance as at 01.07.2024	Addition during the year	Adjustment during the year	Balance as at 30.06.2025	Rate (%)	Balance as at 01.07.2024	Charged for the the year	Adjustment during the year	Balance as at 30.06.2025		
Tangible Assets:												
1	Land & Land Development	3,788,098,720	-	-	3,788,098,720	-	-	-	-	-	3,788,098,720	3,788,098,720
2	Tree Plant	1,303,140	-	-	1,303,140	-	-	-	-	-	1,303,140	1,303,140
3	Building & Other Construction	80,261,620	-	-	80,261,620	18%	70,076,750	1,833,277	-	71,910,026.90	8,351,593	10,184,870
4	Plant & Machineries	57,049,150	-	-	57,049,150	18%	48,942,868	1,459,131	-	50,401,998	6,647,152	8,106,282
5	Office Equipment	6,471,016	-	-	6,471,016	20%	5,877,376	118,728	-	5,996,104	474,912	593,640
6	Furniture & Fixtures	3,897,699	69,988	-	3,967,687	10%	2,794,262	113,843	-	2,908,105	1,059,582	1,103,437
7	Transport & Vehicles	21,475,515	-	-	21,475,515	20%	21,037,104	87,682	-	21,124,786	350,729	438,411
8	Power Installation	6,895,885	-	-	6,895,885	10%	2,354,571	454,131	-	2,808,703	4,087,182	4,541,314
9	Generator	4,275,360	-	-	4,275,360	10%	3,191,984	108,338	-	3,300,322	975,038	1,083,376
10	Water Line Installation (Tubewell)	1,111,734	-	-	1,111,734	10%	862,641	24,909	-	887,551	224,183	249,093
11	Dies. Jigs & Tools	1,169,500	-	-	1,169,500	10%	960,330	20,917	-	981,247	188,253	209,170
12	Gas Line Installation	91,280	-	-	91,280	5%	81,877	470	-	82,347	8,933	9,403
13	Racks	131,720	-	-	131,720	20%	126,051	1,134	-	127,184	4,536	5,669
14	Books	95,804	-	-	95,804	20%	94,744	212	-	94,956	848	1,060
15	Crockeries & Others	767,530	-	-	767,530	20%	656,166	22,273	-	678,439	89,091	111,364
	Sub-Total	**3,973,095,673**	**69,988**	**-**	**3,973,165,661**		**157,056,723**	**4,245,045**	**-**	**161,301,768**	**3,811,863,893**	**3,816,038,950**
	Intangible Asset											
1	Magt. and Accounting Software	-	750,000	-	750,000	20%	-	150,000	-	150,000	600,000	-
	Sub-Total	**-**	**750,000**	**-**	**750,000**		**-**	**150,000**	**-**	**150,000**	**600,000**	**-**
	Total	**3,973,095,673**	**819,988**	**-**	**3,973,915,661**		**157,056,723**	**4,395,045**	**-**	**161,451,768**	**3,812,463,893**	**3,816,038,950**

Note: The Company has total land measuring 9.6157 acres located at 265-267 Tongi Industrial Area,Gazipur.

ALLOCATION OF DEPRECIATION

		2024-2025	2023-2024
Administrative	55%	2,417,275	2,697,714
Factory	45%	1,977,770	2,207,221
		4,395,045	**4,904,935**

ATLAS BANGLADESH LIMITED

Schedule of Property, Plant and Equipment (Cost Price)

As at 30 June 2025

ANNEXURE- 1 (b)

Sl. No.	Particulars	COST				DEPRECIATION					Written down value as at 30.06.2025	Written down value as at 30.06.2024
		Balance as at 01.07.2024	Addition during the year	Adjustment during the year	Balance as at 30.06.2025	Rate (%)	Balance as at 01.07.2024	Charged for the the year	Adjustment during the year	Balance as at 30.06.2025		
Tangible Assets:												
1	Land & Land Development	6,270,724	-	-	6,270,724	-	-	-	-	-	6,270,724	6,270,724
2	Tree Plant	1,303,140	-	-	1,303,140	-	-	-	-	-	1,303,140	1,303,140
3	Bldg. & Other Construction	44,097,867	-	-	44,097,867	18%	34,080,293	1,803,163		35,883,456	8,214,411	10,017,574
4	Plant & Machineries	24,749,645	-	-	24,749,645	18%	17,508,591	1,303,390		18,811,980	5,937,665	7,241,054
5	Office Equipment	7,278,324	-	-	7,278,324	20%	6,679,948	119,675	-	6,799,624	478,700	598,376
6	Furniture & Fixtures	4,705,008	69,988	-	4,774,996	10%	3,579,679	116,032	-	3,695,712	1,079,284	1,125,329
7	Transport & Vehicles	17,062,086	-	-	17,062,086	20%	16,659,131	80,591	-	16,739,722	322,364	402,955
8	Power Installation	7,440,424	-	-	7,440,424	10%	2,896,775	454,365	-	3,351,140	4,089,284	4,543,649
9	Generator	4,251,840	-	-	4,251,840	10%	3,214,474	103,737	-	3,318,210	933,630	1,037,366
10	Water Line Installation (Tubewell)	965,014	-	-	965,014	10%	633,276	33,174	-	666,450	298,564	331,738
11	Dies. Jigs & Tools	4,683,215	-	-	4,683,215	10%	4,431,359	25,186	-	4,456,545	226,670	251,856
12	Gas Line Installation	131,489	-	-	131,489	5%	106,019	1,273	-	107,293	24,196	25,470
13	Racks	190,526	-	-	190,526	20%	183,704	1,364	-	185,069	5,457	6,822
14	Books	47,415	-	-	47,415	20%	46,349	213	-	46,563	852	1,066
15	Crockeries & Others	1,132,253	-	-	1,132,253	20%	1,028,938	20,663	-	1,049,601	82,652	103,315
	Sub-Total	**124,308,970**	**69,988**	**-**	**124,378,958**		**91,048,536**	**4,062,826**	**-**	**95,111,363**	**29,267,595**	**33,260,434**
	Intangible Asset											
1	Magt. and Accounting Software	-	750,000	-	750,000	20%	-	150,000	-	150,000	600,000	-
	Sub-Total	**-**	**750,000**	**-**	**750,000**		**-**	**150,000**	**-**	**150,000**	**600,000**	**-**
	Total	**124,308,970**	**819,988**	**-**	**125,128,958**		**91,048,536**	**4,212,826**	**-**	**95,261,363**	**29,867,595**	**33,260,434**

Note: The Company has total land measuring 9.6157 acres located at 265-267 Tongi Industrial Area,Gazipur.

ALLOCATION OF DEPRECIATION		2024-2025		2023-2024
Administrative	55%	2,317,055		2,574,678
Factory	45%	1,895,772		2,106,554
		4,212,826		**4,681,232**

Transferred to Retained Earnings	2024-2025		2023-2024
Depreciation based on Revalued Price	4,395,045		4,904,935
Depreciation based on Cost Price	4,212,826		4,681,232
	182,218		223,704

ATLAS BANGLADESH LIMITED

Schedule of Property, Plant and Equipment (Revalued Price)

As at 30 June 2025

ANNEXURE- 1 (a)(i)

Sl. No.	Particulars	COST				DEPRECIATION					Written down value as at 30.06.2024	Written down value as at 30.06.2023
		Balance as at 01.07.2023	Addition during the year	Adjustment during the year	Balance as at 30.06.2024	Rate (%)	Balance as at 01.07.2023	Charged for the the year	Adjustment during the year	Balance as at 30.06.2024		
1	Land & Land Development	3,788,098,720	-	-	3,788,098,720	-	-	-	-	-	3,788,098,720	3,788,098,720
2	Tree Plant	1,303,140	-	-	1,303,140	-	-	-	-	-	1,303,140	1,303,140
3	Building & Other Construction	77,970,452	2,291,168	-	80,261,620	18%	67,966,782	2,109,968	-	70,076,750.37	10,184,870	10,003,670
4	Plant & Machineries	57,049,150	-	-	57,049,150	18%	47,163,440	1,779,428	-	48,942,868	8,106,282	9,885,710
5	Office Equipment	6,429,016	42,000	-	6,471,016	20%	5,735,090	142,285	-	5,877,376	593,640	693,926
6	Furniture & Fixtures	3,897,699	-	-	3,897,699	10%	2,671,658	122,604	-	2,794,262	1,103,437	1,226,041
7	Transport & Vehicles	21,475,515	-	-	21,475,515	20%	20,927,501	109,603	-	21,037,104	438,411	548,014
8	Power Installation	4,561,117	2,334,768	-	6,895,885	10%	1,914,835	439,736	-	2,354,571	4,541,314	2,646,282
9	Generator	4,275,360	-	-	4,275,360	10%	3,071,609	120,375	-	3,191,984	1,083,376	1,203,751
10	Water Line Installation (Tubewell)	1,111,734	-	-	1,111,734	10%	834,964	27,677	-	862,641	249,093	276,770
11	Dies. Jigs & Tools	1,169,500	-	-	1,169,500	10%	937,088	23,241	-	960,330	209,170	232,412
12	Gas Line Installation	91,280	-	-	91,280	5%	81,382	495	-	81,877	9,403	9,898
13	Racks	131,720	-	-	131,720	20%	124,633	1,417	-	126,051	5,669	7,087
14	Books	95,804	-	-	95,804	20%	94,479	265	-	94,744	1,060	1,325
15	Crockeries & Others	767,530	-	-	767,530	20%	628,325	27,841	-	656,166	111,364	139,205
	Total	**3,968,427,737**	**4,667,936**	**-**	**3,973,095,673**		**152,151,787**	**4,904,935**	**-**	**157,056,723**	**3,816,038,950**	**3,816,275,950**

Note: The Company has total land measuring 9.6157 acres located at 265-267 Tongi Industrial Area,Gazipur.

ALLOCATION OF DEPRECIATION		2023-2024	2022-2023
Administrative	55%	2,697,714.47	2,933,951
Factory	45%	2,207,221	2,400,505
		4,904,935	**5,334,455**

ATLAS BANGLADESH LIMITED

Schedule of Property, Plant and Equipment (Revalued Price)

As at 30 June 2025

ANNEXURE- 1 (b)(i)

Sl. No.	Particulars	COST				DEPRECIATION					Written down value as at 30.06.2024	Written down value as at 30.06.2023
		Balance as at 01.07.2023	Addition during the year	Adjustment during the year	Balance as at 30.06.2024	Rate (%)	Balance as at 01.07.2023	Charged for the the year	Adjustment during the year	Balance as at 30.06.2024		
1	Land & Land Development	6,270,724	-	-	6,270,724	-	-	-	-	-	6,270,724	6,270,724
2	Tree Plant	1,303,140	-	-	1,303,140	-	-	-	-	-	1,303,140	1,303,140
3	Bldg. & Other Construction	41,806,699	2,291,168	-	44,097,867	18%	32,007,048	2,073,245	-	34,080,293	10,017,574	9,799,651
4	Plant & Machineries	24,749,645	-	-	24,749,645	18%	15,919,091	1,589,500	-	17,508,591	7,241,054	8,830,554
5	Office Equipment	7,236,324	42,000	-	7,278,324	20%	6,536,480	143,469	-	6,679,948	598,376	699,844
6	Furniture & Fixtures	4,705,008	-	-	4,705,008	10%	3,454,643	125,037	-	3,579,679	1,125,329	1,250,365
7	Transport & Vehicles	17,062,086	-	-	17,062,086	20%	16,558,393	100,739	-	16,659,131	402,955	503,693
8	Power Installation	5,105,656	2,334,768	-	7,440,424	10%	2,456,780	439,995	-	2,896,775	4,543,649	2,648,876
9	Generator	4,251,840	-	-	4,251,840	10%	3,099,211	115,263	-	3,214,474	1,037,366	1,152,629
10	Water Line Installation (Tubewell)	965,014	-	-	965,014	10%	596,416	36,860	-	633,276	331,738	368,598
11	Dies. Jigs & Tools	4,683,215	-	-	4,683,215	10%	4,403,375	27,984	-	4,431,359	251,856	279,840
12	Gas Line Installation	131,489	-	-	131,489	5%	104,679	1,341	-	106,019	25,470	26,810
13	Racks	190,526	-	-	190,526	20%	181,999	1,705	-	183,704	6,822	8,527
14	Books	47,415	-	-	47,415	20%	46,083	266	-	46,349	1,066	1,332
15	Crockeries & Others	1,132,253	-	-	1,132,253	20%	1,003,109	25,829	-	1,028,938	103,315	129,144
	Total	**119,641,034**	**4,667,936**	**-**	**124,308,970**		**86,367,304**	**4,681,232**	**-**	**91,048,536**	**33,260,434**	**33,273,730**

Note: The Company has total land measuring 9.6157 acres located at 265-267 Tongi Industrial Area,Gazipur.

ALLOCATION OF DEPRECIATION		2023-2024		2022-2023
Administrative	55%	2,574,678		2,782,984
Factory	45%	2,106,554		2,276,987
		4,681,232		**5,059,971**

Transferred to Retained Earnings	2023-2024		2022-2023
Depreciation based on Revalued Price	4,904,935		5,334,455
Depreciation based on Cost Price	4,681,232		5,059,971
	223,704		**274,484**

ATLAS BANGLADESH LIMITED

Stock Position as on 30 June 2025

ANNEXURE- 2

Sl. No.	Particulars	Q'ty.	Rate	30 June 2025	Q'ty.	Rate	30 June 2024
A	**RAW MATERIALS:**						
	Motorcycle:						
	ZS-100-27 (100 cc) HE	2	62,536	125,072	3	62,536	187,608
	ZS-100-27 (100 cc) VE	-	66,797	-	1	66,797	66,797
	Total (A)	**2**	**-**	**125,072**	**4**		**254,405**
B	**WORK-IN-PROCESS:**						
	MOTORCYCLE:						
	TVS Max (125 CC)	-	-	-	-	-	-
	Total (B)	**-**		**-**	**-**		**-**
C	**FINISHED GOODS:**						
	MOTORCYCLE:						
	ZS-100-27 (100 cc)	-	65,000	-	43	65,000	2,795,000
	ZS-110-56 (110CC)	1	75,000	75,000	14	75,000	1,050,000
	ZS-110-72 (110CC)	1	75,000	75,000	33	75,000	2,475,000
	Z -One-48 (150CC)	38	109,000	4,142,000	51	109,000	5,559,000
	TVS Stryker (125 CC)	-	99,412	-	9	99,412	894,708
	TVS Apache RTR (4V) refresh (SD) (160 CC)	5	162,456	812,280	7	162,456	1,137,192
	TVS Apache RTR (160 CC)	7	128,457	899,199	7	128,457	899,199
	TVS Metro ES (100 CC)	-	77,869	-	1	77,869	77,869
	TVS Metro Plus (110 CC)	-	90,043	-	6	90,043	540,258
	TVS Max (125 CC)	81	117,587	9,524,547	3	109,173	327,519
	Shine 100 cc	5	90,478	452,391	-	-	-
	Dream New 110	1	100,130	100,130	-	-	-
	SP 125 cc	7	137,174	960,217	-	-	-
	Unicorn-150cc	1	92,000	92,000	1	92,000	92,000
	Shine-125cc	-	80,500	-	1	80,500	80,500
		147		**17,132,765**	**176**		**15,928,245**
	Sample			-			-
	EV-Lite	1	87,986	87,986	1	87,986	87,986
	EV-OKHI-90	1	143,559	143,559	1	143,559	143,559
	EV-Praise Pro	1	118,737	118,737	1	118,737	118,737
		3		350,282	3		350,282
		150		17,483,047	179		16,278,527
	Provision of finished goods				-	-	
	Total of finished goods			**17,483,047**			**16,278,527**
	MISHUK:						
	CNG-3 Wheeler	1	270,634	270,634	1	270,634	270,634
		1		**270,634**	**1**		**270,634**
	Saleable Spare Parts	Lot		17,117,553	Lot		17,319,120
				17,117,553			17,319,120
	Provision for spare parts			(2,222,507)			(2,222,507)
				14,895,046			15,096,613
	Total (C) With Provision			**32,648,727**			**31,645,774**
	Total (C) Without Provision			**34,871,234**			**33,868,281**
D	**STORE AND SPARES:**						
	Others			3,500,731			3,560,352
	Total (D)			**3,500,731**			**3,560,352**
E	**STORE IN TRANSIT:**						
	L/C No:			0			0
	Total (E)			**0**			**0**
	Grand Total (A+B+C+D+E)			**36,274,530**			**35,460,531**

ATLAS BANGLADESH LIMITED

Statement of advance income tax and provision as on 30 June 2025

ANNEXURE-3

Income year	Assessment year	Profit as per Profit and Loss Account (BDT)	Provision for Taxation (BDT)	Assessed Income (BDT)	Tax According to DCT's Demand (BDT)	Advance Tax paid (BDT)	Balance (Payable)/ refundable (BDT)	Rate of Tax (%)	Rebate	Remarks
Miscellaneous		-	13,665,180	-	-	114,758,153	114,758,153	-		When cases completed advance tax and provision should be adjusted
1997-1998	1998-1999	54,851,984	19,198,194	62,196,669	21,768,834	15,989,040	(5,779,794)	35%		Settled at the level of the Taxes Appellate Tribunal but revised A/O not issued.
1998-1999	1999-2000	44,571,389	15,599,986	-	28,904,262	15,247,262	(13,657,000)	35%		do
1999-2000	2000-2001	19,191,246	6,045,553	20,468,771	7,164,090	19,013,410	11,849,320	35%	10%	do
2000-2001	2001-2002	46,004,851	14,491,528	50,775,236	15,994,200	13,893,809	(2,100,391)	35%	10%	do
2002-2003	2003-2004	121,252,274	32,738,114	-	-	26,734,600	-	30%	10%	do
2011-2012	2012-2013	377,446,740	93,418,068	384,722,973	95,045,810	150,853,323	55,807,513	27.5%	10%	Assesment Complete but revised A/O not issued
2012-2013	2013-2014	287,547,421	71,167,987	298,626,278	73,910,004	147,055,055	73,145,051	27.5%	10%	Assesment Complete but re-open again as per Income Tax Ordinance Section-120.
2013-2014	2014-2015	159,397,603	39,450,907	172,624,474	42,724,557	62,782,868	20,058,311	27.5%	10%	do
2014-2015	2015-2016	12,480,100	3,056,629	-	-	14,587,344	-	25%	N/A	Apeal at the Taxes Appellate Tribunal
2015-2016	2016-2017	(30,930,556)	1,695,293	-	-	21,963,961	-	25%	N/A	do
2016-2017	2017-2018	(70,898,925)	986,849	-	-	7,441,087	-	25%	N/A	do
2017-2018	2018-2019	(35,412,871)	1,528,124	-	-	5,135,180	-	25%	N/A	do
2018-2019	2019-2020	(30,401,300)	2,402,260	-	-	10,689,164	-	25%	N/A	Assesment was not Complete
2019-2020	2020-2021	(42,180,843)	2,235,357	-	-	16,951,152	-	25%	N/A	Assesment was not Complete
2020-2021	2021-2022	(101,787,672)	699,139	-	-	2,366,958	-	22.50%	N/A	Assesment was not Complete
2021-2022	2022-2023	(46,700,035)	2,104,544	-	-	8,527,573	-	20%	N/A	Assesment was not Complete
2022-2023	2023-2024	(96,989,072)	169,517	-	-	2,736,673	-	20%	N/A	Assesment was not Complete
2023-2024	2024-2025	(65,918,067)	6,223,887	-	-	6,223,887	-	20%	N/A	Assesment was not Complete
2024-2025	2025-2026	(32,523,834)	8,434,400	-	-	8,585,266		20%	N/A	Due for submission on or before 15 January 2026
			335,311,516	**989,414,401**	**285,511,757**	**671,535,765**	**254,081,163**			

ATLAS BANGLADESH LIMITED

Summery of Unpaid Dividend
As on 30 June 2025

ANNEXURE-4

Sl.No.	Financial Year	Cash Dividend declare			Unpaid Dividend	
		Rate (%)	Amount (Tk.)	Follio Amount (Tk.)	BO Amount (Tk.)	Total Amount (Tk.)
Before 1988						**199,704**
1	1988-1989	30%	3,000,000	82,080	-	82,080
2	1989-1990	35%	3,500,000	61,470	-	61,470
3	1990-1991	32%	3,200,000	83,712	-	83,712
4	1991-1992	30%	3,000,000	88,560	-	88,560
5	1992-1993	38%	4,560,000	155,002	-	155,002
6	1993-1994	41%	4,920,000	125,419	-	125,419
7	1994-1995	36%	4,320,000	172,344	-	172,344
8	1995-1996	50%	6,000,000	294,066	-	294,066
9	1996-1997	150%	22,500,000	605,964	-	605,964
10	1997-1998	50%	7,500,000	383,564	-	383,564
11	1998-1999	110%	16,500,000	614,020	-	614,020
12	1999-2000	100%	15,000,000	552,060	-	552,060
13	2000-2001	125%	18,750,000	772,650	-	772,650
14	2001-2002	75%	11,250,000	489,776	-	489,776
15	2002-2003	110%	24,750,000	1,296,295	-	1,296,295
16	2003-2004	120%	36,000,000	2,049,252	-	2,049,252
17	2004-2005	100%	40,000,000	1,538,442	-	1,538,442
18	2005-2006	85%	51,000,000	1,945,870	-	1,945,870
19	2006-2007	125%	100,000,000	3,352,624	2,057,006	5,409,631
20	2007-2008	100%	100,000,000	3,348,585	3,090,645	6,439,230
21	2008-2009	75%	75,000,000	2,704,293	3,059,510	5,763,803
22	2009-2010	100%	133,333,330	3,437,586	2,199,627	5,637,213
23	2010-2011	75%	133,333,328	3,636,837	1,945,425	5,582,262
24	2011-2012	75%	177,777,765	4,100,207	998,700	5,098,907
25	2012-2013	50%	118,518,510	3,179,441	1,578,648	4,758,089
26	2013-2014	35%	82,962,957	2,068,079	1,035,154	3,103,233
27	2014-2015	10%	23,716,704	690,148	322,580	1,012,729
28	2015-2016	10%	26,074,072	749,394	677,586	1,426,979
29	2016-2017	2%	5,475,555	163,156	106,223	269,378
30	2017-2018	Nil		-	-	-
31	2018-2019	5%	16,563,554	480,639	417,745	898,384
32	2019-2020	5%	16,563,554	480,939	436,543	917,482
Total			**1,285,069,329**	**39,702,474**	**17,925,391**	**57,827,570**

Schedule-1

ATLAS BANGLADESH LIMITED

Statement of Budget Variance
For the year ended 30 June 2025

Amount in BDT (Lac)

Sl No.	Particulars	Budget Taka	Actual Taka	Variance Taka	Variance %	Remarks
1.	**INCOME:**					
	Net sales	2794.37	1803.46	990.91	35.46	Unfavorable
2.	**COST OF SALES:**					
	Raw materials	2415.37	1601.75	813.62	33.68	Favorable
	Production overhead	336.15	273.71	62.44	18.57	Favorable
	Changes in stock	-	(10.03)	10.03	-	Unfavorable
		2,751.52	**1,865.44**	**886.08**	**32.20**	
	Gross Profit/(Loss) (1-2)	42.85	(61.98)	104.83	244.64	Unfavorable
	Other Income	125.00	149.57	(24.57)	(19.65)	Favorable
		167.85	**87.59**	**80.26**	**47.82**	
	Less: Expenses:					
	Directors remuneration	12.00	9.86	2.14	17.87	Favorable
	Auditors' fees	3.60	1.58	2.02	56.18	Favorable
	Legal expenses	1.00	0.21	0.79	79.26	Favorable
		16.60	**11.64**	**4.96**	**29.88**	
	Administrative, selling and other expenses:					
	Salaries and allowances	252.00	254.70	(2.70)	(1.07)	Unfavorable
	Repairs & Maintenance of vehicles	1.50	3.87	(2.37)	(157.91)	Unfavorable
	Fuel-vehicle, CNG & hiring bus	5.00	1.45	3.55	71.09	Favorable
	Conveyance and travelling	17.50	5.01	12.49	71.37	Favorable
	Printing and stationery	3.00	5.31	(2.31)	(76.94)	Unfavorable
	Canteen subsidy and allowance	2.00	0.00	2.00	100.00	Favorable
	Newspapers	0.40	0.09	0.31	76.79	Favorable
	Repairs & Maintenance	6.00	1.33	4.67	77.86	Favorable
	Head Office overhead	12.00	13.00	(1.00)	(8.33)	Unfavorable
	Postage, telegram and telephone	1.10	2.09	(0.99)	(90.35)	Unfavorable
	Uniform and liveries	1.80	0.00	1.80	100.00	Favorable
	Training expenses	6.50	0.00	6.50	100.00	Favorable
	Rent, rates and taxes	18.55	10.69	7.86	42.37	Favorable
	A.G.M and EGM expenses	3.00	2.46	0.54	17.96	Favorable
	Advertisement	1.50	0.89	0.61	40.84	Favorable
	Entertainment	5.00	3.54	1.46	29.22	Favorable
	Other expenses	20.69	5.67	15.02	72.60	Favorable
	Depreciation	24.75	24.17	0.58	2.33	Favorable
		382.29	**334.27**	**48.02**	**12.56**	
	Selling expenses:					
	Salary and allowances	68.70	46.62	22.08	32.15	Favorable
	Advertisement	8.00	1.40	6.60	82.51	Favorable
	Sales promotion	5.00	4.06	0.94	18.80	Favorable
	Other expenses	49.10	11.86	37.24	75.84	Favorable
		130.80	**63.94**	**66.86**	**51.12**	
	Financial expenses	6.00	2.98	3.02	50.40	Favorable
	Workers' P.P. fund/Welfare Fund	-	-	-	-	-
		6.00	**2.98**	**3.02**	**50.40**	
	Total expenses	535.69	412.83	122.86	22.94	Favorable
	Net Profit/(Loss) before tax	**(367.84)**	**(325.24)**	**(42.60)**	**11.58**	

Schedule-2

ATLAS BANGLADESH LIMITED

Statement of Assets and Liabilities and Income and Expenditure for the last 5 (five) years

Amount in BDT (Lac)

Sl. No.	Particulars	2019-2020	2020-2021	2021-2022	2022-2023	2023-2024	2024-2025
1	Authorized Share Capital	100.00	100.00	100.00	100.00	100.00	100.00
2	Issued, subscribed & paid up capital	33.13	33.13	33.13	33.13	33.13	33.13
3	Reserve and surplus	401.85	390	385.15	352.73	346.07	367.96
4	Long term loan	0.22	0.22	0.22	0.22	0.22	0.22
5	Deferred liability (Gratuity)	9.49	10.02	10.47	10.80	10.52	9.22
6	Deferred income	-	-	-	-	-	-
7	Advance against share	0.02	0.02	0.02	0.02	0.02	0.02
8	Total income (Net Sales & miscellaneous income)	37.26	11.65	35.08	2.83	12.95	19.53
9	Total Expenditure	41.47	21.83	39.75	12.52	19.54	22.78
10	Profit before tax	(4.22)	(10.18)	(4.67)	(9.70)	(6.59)	(3.25)
11	Net Profit after tax	(4.46)	(10.22)	(4.86)	(9.70)	(6.66)	(4.09)
12	Dividend paid	1.66	1.66	-	-	-	-
13	Total Assets	510.66	502.65	502.82	486.70	483.25	477.52
14	Fixed Assets	380.26	382.78	382.15	381.63	381.60	381.25
15	No. of Shareholders	5,129	6,417	6,289	6,278	6,135	6,155
16	a Workers	76	72	77	71	45	25
	b Staffs	49	49	45	43	36	26
	c Officers	35	31	25	26	18	17
	Total	**160**	**152**	**147**	**140**	**99**	**68**
17	**Ratio Analysis :**						
	a Gross Profit ratio	(1.88%)	(56.06%)	0.05%	(386.73%)	(29.26%)	(3.44%)
	b Profit on sales	(12.28%)	(102.79%)	(13.79%)	(627.00%)	(56.67%)	(18.03%)
	c Return on investment	(1.02%)	(2.42%)	(1.16%)	(2.51%)	(1.76%)	(1.02%)
	d Income per share	(1.35)	(3.09)	(1.47)	(2.93)	(2.01)	(1.23)
	e Current ratio	2.57:1	2.22:1	2.06:1	2.02:1	1.84:1	1.73:1
	f Quick ratio	2.26:1	1.88:1	1.88:1	1.88:1	1.77:1	1.67:1
	g Debt equity ratio	0.17:1	0.19:1	0.20:1	0.26:1	0.27:1	0.19:1
	h Dividend per share	0.50	-	-	-	-	-

Statement of Ratio Analysis

17.A Gross Profit Ratio

$$= \frac{\text{Gross Profit/(Loss)}}{\text{Net sales}} \times 100$$

$$= \frac{(6,197,854)}{180,345,903} \times 100$$

= (3.44%)

The company has earned (3.44%) gross profit/(Loss) on sales which is (25.82%) higher than the previous year.

17.B Profit on Sales

$$= \frac{\text{Net profit before tax}}{\text{Net sales}} \times 100$$

$$= \frac{(32,523,834)}{180,345,903} \times 100$$

= (18.03%)

The company has earned (18.03%) profit/(Loss) on sales which is (38.63%) higher than that the previous year.

17.C Return on investment

$$= \frac{\text{Net profit after tax}}{\text{Net assets}} \times 100$$

$$= \frac{(40,881,473)}{4,010,849,048} \times 100$$

= (1.02%)

The company has earned (1.02%) return on investment which is (0.78%) higher than previous year.

17.D Earning per Share (EPS)/ Yield per share

$$= \frac{\text{Net profit after tax}}{\text{Number of Shares}}$$

$$= \frac{(40,881,473)}{33,127,108}$$

= (1.23)

Earning per share is Taka (1.23) during this year which is (0.94) higher than the previous year.

17.E Current Ratio

$$= \frac{\text{Current Assets}}{\text{Current Liabilities}}$$

$$= \frac{962,749,806}{555,953,946}$$

= 1.73:1

Current ratio for the year is 1.73:1 which is satisfactory.

17.F Quick ratio

$$= \frac{\text{Current Assets - Inventories}}{\text{Current Liabilities}}$$

$$= \frac{926,475,276}{555,953,946}$$

= 1.67:1

Quick ratio for the year is 1.67:1 which is satisfactory.

17.G Debt-Equity Ratio

$$= \frac{\text{Current liabilities + Other liabilities}}{\text{Shareholder's Equity}}$$

$$= \frac{555,953,946 + 208,410,705}{4,010,849,047}$$

= 0.19:1

ATLAS BANGLADESH LIMITED

Tongi, Gazipur-1710.

List Of Abl Dealers With Address & Telephone Number

SL NO	NAME OF DEALERS WITH ADDRESS	PROPRIETORS	TELEPHONE NO
	DHAKA		
1	**M/s. SONAR BANGLA MOTORS &** The ATLAS NEW TREDEARS 121/4, New Eskaton Road, Dhaka-1000.	Kazi Samsul Arefin	01716-152537
2	**M/s SHARIF MOTORCYCLE BITAN** 280 New Eskaton Road, Dhaka-1000.	Md. Anwar Hossain	01715884653
3	**M/s HERO HONDA BAZAR** 101, Bazar Road, Savar Bazar, Dhaka.	Jogadish Chandra	01711155048
4	**M/s HAFSA MOTORS & ELECTRONICS** Bandhura Bazar, Nawabganj, Dhaka.	Md. Nazrul Islam	01714200187 01811559437
	MYMENSINGH		
5	**M/S. SHOPNO MOTORS** Hridoy Super Market, Bus Stand, Bhaluka, Mymensingh.	Mr. S. M. Gulap	01713634566 01711207088
6	**M/s. JOGAJOG MOTORS** 19 No. G.K.M.C Saha Road, Choto Bazar, Mymensingh.	Mr. Shajahan Saju	01926685565 01716411354
	JAMALPUR		
7	**M/s. SHEBA MOTORS** Station Road, Sadar, Jamalpur.	Md. Faruqe Hossain	01933304638 01711105235
	CHITTAGONG		
8	**M/S. HONDA MUSEUM** 124- Sheik Mujib Road Agrabab Chittagong.	Mr. Nazimuddin Ahmed	01817200544 01811409561
9	**M/s. A. RAHIM & ENTERPRISE** 522, Sheik Mujib Rioad, Agrabad Chittagong.	Mr. Abdur Rahim	01911221379
10	**M/S AKBAR MOTORCYCLE WORKS** Khagrachori Road, Bibirhat, Fotikchori, Chittagong.	Md. Ali Akbar	01819373445
	SYLHET		
11	**M/S. POPULAR AUTO WORKS** 35, Barut Khana Road, Sylhet.	Syed. Mokbor Ali	01711-360800 0171-9481132
	RAJSHAHI		
12	**M/s. SARKER ENTERPRISE** 15, Madrasha Market, Rani Bazar, Rajshahi.	Md. Shoriful Islam	01711348733 01717888840
	NAWABGONJ		
13	**M/s. WESTERN TRADING** Azizi Market, Bara Indara More Nawabgonj.	Gulam Kasbir Juel	01712243672 01712243673
14	**M/s. NISHAN ELECTRONICS & MOTORS.** Shibgonj Bazar Chapai-Nawabgonj.	Md. Julfikar Ali	01712054190
	CHUADANGA		
15	**M/S SARDER MOTORS** Old Hospital Road, Chuadanga.	Mr. Monti	01749064912 01914053372

16	**M/s. NEW SPARE CORNER** Station Road, Rangpur.	Mr. A. Alam	01720581391 01720536249
17	**M/S. HERO PALACE** South Bus Stand, Shathibari, Mithapukur, Rangpur.	Md. Shahanur Islam	01734283872
	KISHOREGONJ		
18	**M/S. SAHANAZ ZAMAN MOTORS** Pakundia, Kishoregonj.	Md. Aktaer-uz-Zaman	01711-340896 01197-169897
19	**M/s. FARAJEE MOTORS** C & B Road, Kotiadi, Kishoregonj.	Md. Ashrafuddin Farajee	01711459877
	TANGAIL		
20	**M/S S. S. HERO MOTORS** Madhupur Bus Stand, Madhupur Tangail.	Md. Faruk Ahmed	01917213696 01711222237
	COMILLA		
21	**M/s. FARQUE ENTERPRISE** Farque Super Market, Chapapur, Comilla.	Md. Faruk Ahmed	01711152419
22	**M/S ADHUNIK MOTORS** Niscuntapur,Comilla Cant. Comilla.	Md. Mahbubul Alam	01830090840
	GAZIPUR		
23	**M/S. UNIQUE MOTORS** Chandana Chowrasta, Gazipur.	Md. Helal Uddin	01711489522 01552384414
	BRAHMANBARIA		
24	**M/S. B. BARIA MOTORS** Niaz Stadium Market, Kawtoli, Bramanbaria.	Saleh Mohammad Shuhel	01711205977
	DINAJPUR		
25	**M/S. M. H. MOTORS** Gugratali, Chirirbandor, Dinajpur.	Mr. Nur Amin Shah	01712002551 01713730104
	BARISAL		
26	**M/S AL- BARAKA MOTORS** Kobi Jibonanoda Das Sarak, Bogra Road, Barisal.	Alhaj Raju Ahmed	01715714341
	NARSINGDI		
27	**M/S. AKASH MOTORS** Jealkhana More, Norsingdi.		01715279379
	COX'S BAZAR		
28	**M/S NABIL MOTORS** Kalur Dhokan, Main Road, Cox's Bazar.	Mr. Borhanuddin	01716567715 01711315320
	BHOLA		
29	**M/S SALMA TRADERS** Ukilpara, Sadar Road, Bhola.	Abu Taher Mintu	01711487993
	LALMONIRHAT		
30	**M/S. MIM ENTERPRISE** Kaligonj Bazar, Karimpur, Lalmonirhat	Md. Mahbubu Zaman Ahmed	01720437832 01716341315
	PANCHGAR		
31	**M/S. AHMED & SONS ENTERPRISE** Tetulia Road, Panchgar.	Musinuddin Ahmed	01717-817758 01713-720600
	NATORE		
32	**M/S ELLA AUTOS & ELECTRONICS** Chalkrampur, Natore.	Md. Ashraful Islam	01711340437
	JHENAIDAH		
33	**M/S J. A. MOTORS** Khan Super Market, H. S. S. Road, Jenaidah.	Md. Jahangir Ali	01720559710 01919559710

34	**M/S NASIR BROTHERS** Sher-e- Bangla Road, Jenaidah.	Md. Nasir Uddin	01711275107 01937583132
	NILPHAMARI		
35	**M/S MISHUK MOTORS** Poura Market, Nilphamari.	Syed Rakib Hasan (Mishuk)	01828196974 01837157000 01828208200
	KHAGRACHARI		
36	**M/S HASAN MOTORS** Narikel Bagan Sadar, Khagrachari.	Md. Ismail	01556540789 01718462341
	SHERPUR		
37	**M/S LUTFIA MOTORS** Thana More, Sherpur.	Md. Lutfor Rahman	01716583463 01820512161
	GAIDANDHA		
38	**M/S SONALI HONDA CENTRE** D. B. Road, Gaibandha.	Abdul Khaleqe	01712180258
	SUNAMGONJ		
39	**M/S HASAN ENTERPRISE** Court Point Hazipara, Sunamgonj.	Saifulla Hasan	01716240120
	SARIATPUR		
40	**M/S MOMO MOTORS** 346, Tulshar, Sadar Road Sariatpur.	Md. Boshir Ahmed	01819094900
	BANDARBAN		
41	**M/S HERO HONDA PALACE** Chimbuk Road, Ward No.-8, Lushai Bari, Hafezghona, Bandarban.	Ms. Lalchhani Lusai	01839910642

Sl	Dealer Name	Address	Telephone No.
1	RS Machinery	Nawabpur, Dhaka	
1	Delighted Green Limited	Mirpur-1, Dhaka-1216	01716253501
2	Shikhuri Enterprise	Nirala, Khulna.	01911222016
3	The Popular Automobile Wires and Suppliers	Tejgaon, Dhaka.	01715940144
4	J. A. Enterprise	Jhenaidah	01720559710
5	Maliha Auto Trade	Gazipur.	01633309710
6	Al Medina Auto House	Manohardi, Narsingdi.	01611047080
7	Faruk Enterprise	Chapapur, Comilla.	01711152419
8	Alfazen Enterprise	Bhadra Road, Rajshahi.	01712196454

ATLAS BANGLADESH LIMITED

265-267, Tongi Industrial Area, Tongi, Gazipur-1710.

Proxy Form

I/We..... .. of..... being shareholder(s) of Atlas Bangladesh Ltd. entitled to vate hereby appoint Mr/Ms..... as my/our proxy to attend and vote for me/us and on my/our behalf at the 41th Annual General Meeting of the Company to be held on wednesday, 24 December 2025 at 11.00 am at Bangladesh steel & Engineering Corporation, Conference Room, 102, Kazi Nazrul Islam Avenue, kawran bazar, Dhak-1215 & using digital platform (Hybrid System) through the link **https://atlasbang.virtualagmbd.com**

Signed this..... day of.....2025.

Revenue Stamp of Tk. 20.00

.....
Signature of Shareholder(s)

.....
Signature of witness

Folio/Bo.No.....

No. of Shares held on Record data (26 November, 2025).....

.....

ATLAS BANGLADESH LIMITED

265-267, Tongi Industrial Area, Tongi, Gazipur-1710.

Attendance

I/We hereby record my/our presence at the 41th Annual General Meeting of Atlas Bangladesh Limited will be held on wednesday, 24 December 2025 at 11.00 am at Bangladesh steel & Engineering Corporation, Conference Room, 102, Kazi Nazrul Islam Avenue, kawran bazar, Dhak-1215 & using digital platform (Hybrid System) through the link **https://atlasbang.virtualagmbd.com**

Full name of the Shareholder(s)..... .....
(In Block Letter) Signature

Folio/Bo. No.....

No. of Share held.....

"বিঃ দ্রঃ কোন প্রকার আপ্যায়নের ব্যবস্থা থাকিবে না"


BANGLADESH
ABL Dealers
INDIA
(ASHAM)
PANCHAGARH
NILPHAMARI
THAKURGAON
LALMONIRHAT
KURIGRAM
RANGPUR
DINAJPUR
GAIBANDHA
JAYPURHAT
NAOGAON
RAJSHAHI
BOGRA
NAWABGANJ
RAJSHAHI
NATORE
SIRAJGANJ
SHERPUR
JAMALPUR
NETRAKONA
MYMENSINGH
TANGAIL
KISHOREGANJ
GAZIPUR
DHAKA
NARSHINGDI
MANIKGANJ
DHAKA
RAJBARI
NARAYANGANJ
FARIDPUR
MUNSHIGANJ
SHARIATPUR
MADARIPUR
KUSHTIA
PABNA
MEHERPUR
CHUADANGA
JHENAIDAH
MAGURA
JESSORE
NARAIL
GOPALGANJ
KHULNA
SATKHIRA
KHULNA
BAGERHAT
BARISAL
PIROJPUR
JHALAKATI
BHOLA
PATUAKHALI
BARGUNA
SUNAMGANJ
SYLHET
SYLHET
MOULAVIBAZAR
HOBIGANJ
INDIA
(TRIPURA)
BRAHMANBARIA
COMILLA
CHANDPUR
LAKSHMIPUR
NOAKHALI
FENI
KHAGRACHARI
HILL TRACTS
RANGAMATI
HILL TRACTS
CHITTAGONG
CHITTAGONG
BANDARBAN
HILL TRACTS
COX'S BAZAR
MYANMAR
INDIA
(WEST BENGAL)
BAY OF BENGAL
89° East of Greenwich
26°
25°
24°
23°
22°
21°
88°
90°
91°
92°

HONDA



এটলাস বাংলাদেশ লিমিটেড

ATLAS BANGLADESH LIMITED

(শিল্প মন্ত্রণালয়ের অধীন বাংলাদেশ ইস্পাত ও প্রকৌশল কর্পোরেশনের একটি প্রতিষ্ঠান)

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