FAMILYTEX (BD) LTD.

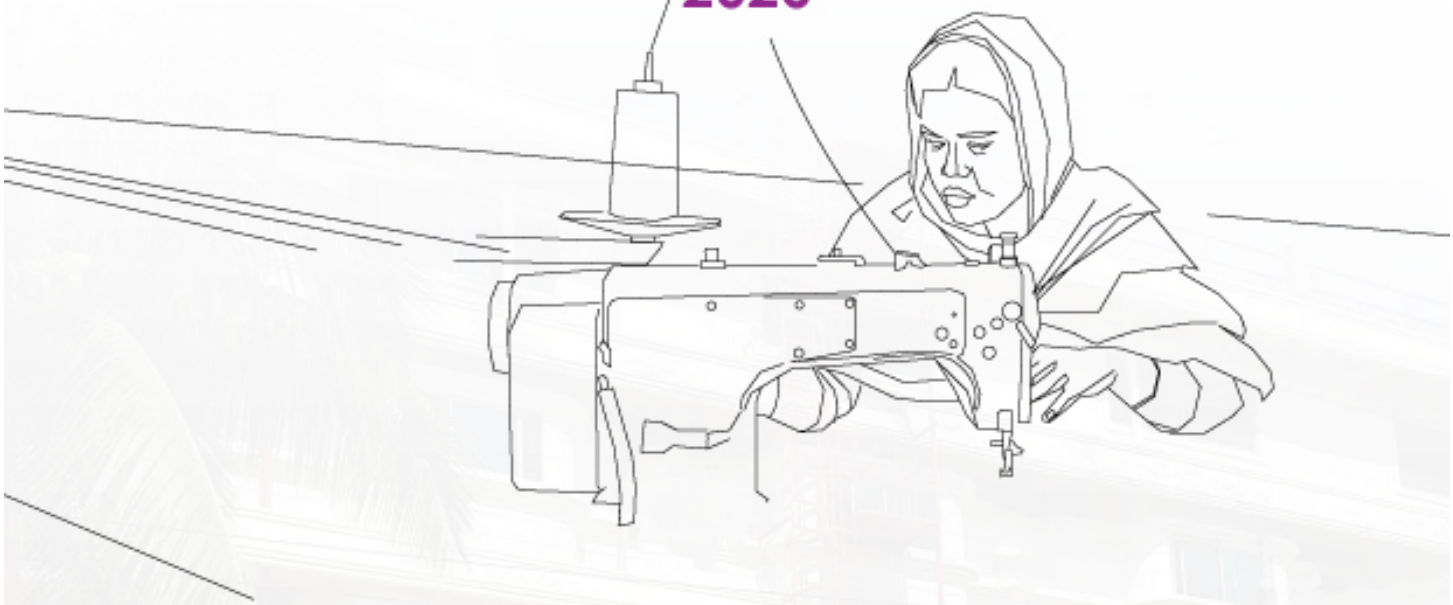
A 100% Export Oriented Readymade Garments Inds.





ANNUAL REPORT 2020

Annual Report 2020



WELCOME TO
FAMILYTEX (BD) LTD.

Vision

To be one of the premier textiles companies recognized for leadership in technology, flexibility, responsiveness and quality.
Our customers will share in our success through innovative manufacturing certifiable quality, exceptional service, and creative alliances.
Structured to maintain in depth competence and knowledge about our business, our customers and worldwide markets.
Our workforce will be the most efficient in the industry through multiple skill learning, the fostering of learning and the fostering of teamwork and the security of the safest work environment possible recognized as an excel-lent citizen in the local and regional community through our financial and human resources support and our sensitivity to the environment.

Mission

Our mission is to be recognized as a premier supplier to the markets we serve by providing quality yarns, fabrics and other textile products to satisfy the needs of our customers. Our mission will be accomplished through excellence in customer service, sales, and manufacturing supported by the teamwork of all associates. We will continue our tradition of honesty, fairness, and integrity in relationships with our customers, associates, shareholders, community and stakeholders Mission.

Picture of
13th Annual General Meeting-2019







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Transmittal Letter

Date : December 07, 2020

The Shareholders
Bangladesh Securities and Exchange Commission
Register of Joint Stock Companies & Firms
Dhaka Stock Exchange Limited
Chittagong Stock Exchange Limited

Subject : **Submission of Annual Report 2020 for the year ended, June 30, 2020 of Familytex (BD) Limited and copy of 14th Annual General Meeting (AGM) Notice.**

Dear Sir(s),

We are pleased to enclose copy of the Annual Report 2020 together with the Audited Financial Statements including Statement of Financial Position as on 30th June 2020, Statement of Comprehensive Income, Changes in Equity and Statement of Cash Flows for the year ended, 30th June 2020 along with notes there on and all related Consolidated Financial Statements, Auditors' Report & Directors' Report there on, Notice of 14th Annual General Meeting for kind perusal & record.

Yours sincerely,

Sd/-

S. C. Chowdhury, FCA
Company Secretary

Notice of the 14th Annual General Meeting

FAMILYTEX (BD) LTD.

A 100% Export Oriented Readymade Garments Inds.
Plot # 47-48, Sector # 04, Road # 05, CEPZ, Chattogram, Bangladesh.
E-mail : info@familytexbd.com Website : www.familytexbd.com

Notice of the 14th Annual General Meeting

Notice is hereby given that the **14th Annual General Meeting** of the shareholders of Familytex (BD) Limited will be held on **Thursday the 24th December, 2020 at 10.30 am** at **Reshmi Community Center**, Airport Road, Chattogram to transact the following business subject to COVID-19 and pandemic situation:

AGENDA:

1. To receive consider and adopt the Audited Financial statements of the Company for the year ended, June 30, 2020 together with reports of the Auditors and the Directors thereon.
2. To elect /reelect the Director(s) of the Company.
3. To confirm reappointment of auditor Islam Quazi Shafique & Co, Chartered Accountants for the year ended June 30, 2021.
4. To confirm appointment of new Managing Director.
5. To confirm appointment and reappointment of Independent Directors.
6. To appointment of professionals for reporting on Corporate Governance Code of the company & fix their remuneration.
7. To transact any other business with permission of the chairman.

Dated : December 4, 2020
Chattogram

By order of the Board
Sd/-
Company Secretary

Notes :

- If pandemic situation is deteriorated further and any restriction is imposed then Annual General Meeting will be arranged in Digital Platform which will be notified to the shareholders later on.
- The Shareholders, whose names will appear in the share registrar of the company or in the Depository registrar on the record date i.e. 3rd December, 2020 will be entitled to attend at the Annual General Meeting.
- A member entitled to attend and vote at the Annual General Meeting may appoint a proxy and vote in his/her stead. The proxy Form duly stamped must be despite at the Registered Office of the company not later than 48 hours before the time fixed for the meeting.
- If any shareholder is interested to raise any question of Annual Financial Statements, honorable shareholder has to submit the questionnaire to the office of Familytex (BD) Limited before 72 hours of Annual General Meeting to get preparation of reply appropriate answer.
- Admission to the meeting venue will be strictly on production of the attendant slip sent with the Notice as well as verification of signature of member(s) and/or proxy holder(s).
- All the attendance in the meeting will strictly follow the "Sastho Bedhi" declare by the Government of the People Republic of Bangladesh due to pandemic Covid-19.
- Annual Report for the year ended, June 30 2020 is available at company's website : www.familytexbd.com.
  Subject to providing any evidence a proof of BO account holder.
- No gift or benefit in cash or kind shall be paid to the holders of equity securities in terms of clause of the Notification No. SEC / SRM1 / 2000 - 953 / 1950 dated 24 October 2000 for attending the AGM of the Company.

Corporate Directory

BOARD OF DIRECTORS

Chairman	: Mr. Mohammad Meraj-E-Mostofa
Director	: Mrs. Tabassum Karim
Independent Director	: Mr. Mohammed Shahed
Independent Director	: Mr. Md. Aslam Parvez
Independent Director	: Mr. Emdadul Hoque

AUDIT COMMITTEE

Chairman	: Mr. Aslam Parvez
Member	: Mr. Mohammad Meraj E Mostofa
Member	: Mrs. Tabassum Karim
Member	: Mr. S C Chowdhury, FCA

SENIOR CORPORATE OFFICIALS

Chief Financial Officer	: Mr. Juba Brata Mazumder
Company Secretary	: Mr. S.C. Chowdhury, FCA
Head of Internal Audit	: Mr. Nazmul Hasan

AUDITORS

Islam Quazi Shafique & Co. (Chartered Accountants)

LISTING

Dhaka Stock Exchange Limited (DSE)
Chittagong Stock Exchange Limited (CSE)

BANKERS

Al Arafah Islami Bank Limited, Chattogram
Bank Asia Limited, Chattogram

INSURANCE

Northern General Insurance Company Limited

REGISTERED & CORPORATE OFFICE

Plot # 47-48, Sector # 04, Road # 05,
Chittagong Export Processing Zone, Chattogram, Bangladesh

WEBSITE

www.familytexbd.com

MESSAGE FROM THE **CHAIRMAN**



Mohammad Mearj E Mostofa
Chairman

Dear respected valued Shareholders, Colleague and Ladies & Gentlemen

I I am highly pleased to convey my heartfelt thanks to all of you on behalf of the Board of Directors of Familytex (BD) Limited and extend a warm welcome to the 14th Annual General Meeting of the Company to present before you the Annual Report 2020 along with Audited Financial Statements, the Auditors' and Directors' Report thereon of the Company for the year ended, 30th June, 2020.

I like to state that Bangladesh's global RMG export was in down trend for last couple of years. Resulted price & quantity was in downward. In that situation the company was not getting due expected orders from different buyers. On the other hand cost of production increased significantly due price escalation, inflation, Dollar devaluation and salary & wages increases. The expected financial result was not up to the mark to consider any dividend for the shareholders.

You are also aware of that, form December 2019 pandemic COVID-19 spread out all over the world along with our country which severely affected RMG sector directly. For a long period all the countries in the world locked down themselves. During this pandemic situation, Familytex (BD) Limited was closed from 25th March, 2020 to 30th April, 2020 and it was not possible for the company to produce normal production in compliance with the "Sastho Bedhi" imposed by the Bangladesh government and BEPZA. As a result, the company had to bear losses due to non-achievement of the desired production as well as targeted shipment and also change in the export schedule by the buyer, such as shipment schedule deferred, order reduced, few cancelled. The amount of turnover was decreases. Resulted profit was negative & EPS arrived at bracket number.

We are unable to declare any dividend for the year considering this year's negative profit & bracket EPS with BSEC circular (Circular No : বিএসইসি/মুখপাত্র (৩য় খন্ড)/২০১১/৯৪, তারিখ ঃ ২১ মে ২০১৯ খ্রিষ্টাব্দ) on declaration of bonus dividends and provision of The Finance Act 2019. If we declare stock dividend from previous earnings it will be levied tax burden as per the Finance Act which will be further burden for the company. At prevailing situation we are trying best to keep operation of the company to sustain. Therefore we decided to declare no dividend. Hope in future we will be optimistic for the shareholders. We are trying to take necessary strategy to circumvent better than present prevailing situation of business to maximize earnings for the growth of business as well as valued shareholders.

We pray to Almighty Allah for keeping all of our colleagues and shareholders safe from pandemic Covid-19 and keep the departed souls in peace who passed away from the last AGM to till date.

I on behalf of the board of directors like to take this opportunity to express my sincere thanks and graduated to our respected valued shareholders for shown their confidence to us the whole time. I am also grateful to Bangladesh Securities Exchange Commission (BSEC), Dhaka Stock Exchange Ltd, Chittagong Stock Exchange Ltd, Central Depository Bangladesh Limited (CDBL), RJSC, Banks, suppliers, Government agencies, for their continuous rent-less support and patronization extended to us time to time to run the business.

Once again, I convey my heartiest thanks to all our stakeholders and look forward to their continued support and cooperation in future.

Almighty Allah may bless you all.

With best regards,

Sd/-
Mohammad Mearj E Mostofa
Chairman



REPORT OF THE BOARD OF DRIECTORS TO THE SHAREHOLDERS

(For The Year Ended, June 30, 2020)

Dear Honorable Valued Shareholders

ASSALAMU-ALAIKUM

By the grace of almighty Allah we, the members of Board of Directors' have great pleasure to place before you hereunder the report together with the Audited Financial Statements for the year ended, 30 June, 2020 and Auditors' Report thereon.

We deeply mourn for those respected shareholders whom we have lost forever since our last Annual General Meeting specially in pandemic COVID-19 and pray for all departed souls. We pray to Almighty for all of you for safe & long life, peace and long relationship with the Familytex (BD) Limited.

Respected Shareholders

You are well known of that from December 2019 the pandemic COVID-19 spread out around the world as well as our country from the early of 2020 which severely affected all business sectors, specially in RMG sector. To keep safe of life of human most of the countries of the world was kept themselves locked down from natural movement. Familytex (BD) Limited was also closed from 25 March 2020 to 30 April 2020 to comply the declaration of the Government of the Peoples Republic of Bangladesh and BGMEA. Like others of RMG Sector, Familytex (BD) Ltd was directly affected for closing or operation covid lockdown, shipment schedule postponed, reduce order quantity & few cancellation of order from the buyer end.

During this pandemic situation, it was not possible to produce normal production in compliance with the "Sastho Bedhi" imposed by the Bangladesh Government and BEPZA. As a result, the company had to bear losses due to non-achievement of the desired production as well as targeted sales. Cost of goods increased. Resulting profit was negative & EPS also in bracket figure for the year ended June 30, 2020. But we are trying to take necessary strategy to cope up better than present prevailing situation of business to maximize the earnings for the growth of the business side by side valued shareholders.

Declaration of Dividend

Present year financial performance is below the satisfactory level so that we are unable to declare any dividend for the year considering this year's negative profit & bracket EPS with BSEC circular (Circular No : বিএসইসি/মুখপাত্র (৩য় খন্ড)/২০১১/৯৪, তারিখ : ২১ মে ২০১৯ খ্রিষ্টাব্দ) on declaration of bonus dividends.

Human Resources and Management

We believe that human capital is one of the vital components of business growth specially for RMG sector. Without skilled and efficient human resources, expected growth and long term vision and mission could not be achieved; We regularly provide motivation and arrange contemporary training for our employee to get efficient man power.

Appointment of Auditors

In the 13th Annual General Meeting of the company appointed M/S Islam Quazi Shafique & Co, Chartered Accountants for the year ended, 30 June 2020 and they expressed their interest to audit for the year ended 30 June 2021. As they are eligible for re-appointment at existing fee of Tk 2 Lac subject to approval by the shareholders in the 14th Annual General Meeting.

Board Audit Committee

The Board has reconstituted the Audit Committee comprising as follows :

Mr. Bashir Ahmed	- Chairman
Mr. Md. Meraj E Mostafa	- Member
Mrs. Tabassum Karim	- Member
Mr. S C Chowdhury	- Member Secretary

Board Meeting and Attendance

During the period 09 (Nine) Board Meetings were held.
The attendance record of the Directors is as follows :

1. Mr. Meraj-E-Mostafa : 05
2. Mrs. Tabassum Karim : 05
3. Mr. Mohammed Shahed : 05
4. Mr. Aslam Parvez : 05
5. Mr. Emdadul Hoque : 04

Corporate and Financial Reporting

The Directors are pleased to confirm that :

a. The Financial Statements together with the notes thereon have drawn up in conformity with the Companies Art 1994 and Securities and Exchange Rules 1987. These statements present fairly the company's statements of affairs, the result of its operation, Cash flows statements and changes in equity.
b. Proper books of accounts of the company have been maintained.
c. Appropriate accounting policies have been consistently applied in preparation of the financial statements and that accounting estimates are based on reasonable and prudent judgment.
d. The International Accounting Standards are applicable in Bangladesh, have been followed in preparation of the financial statements.
e. Internal Control System is sound in design and has been effectively implemented and monitored.
f. No significant doubts about the ability of the Company to continue as going concern.
g. The summarized key financial performance of the Company of last 05 (five) preceding year is annexed.

Corporate Governance Report

The Company is determined to ensure good governance by complying with the requirement of Bangladesh Securities and Exchange Commission (BSEC), "Corporate Governance Compliance Status Report" is annexed.
We are trying our best to develop the positing of joint holding of shares as per BSEC Notification for which more few time is required.

Appointment of Corporate Governance Compliance Auditors

Every year our Company obtains a certificate from a Practicing Professional, Chartered Accountant,

Cost and Management Accountant, Chartered Secretary regarding the compliance of conditions of Corporate Governance Codes of the Bangladesh Securities and Exchange Commission (BSEC) vide Notification No. BSEC/CMRRCD/2006 -158/2071 Admin/ 80 dated 3 June 2018. During the year under review M/S. Ahmed Zaker & Co., Chartered Accountants, issue the Compliance Certificate.

M/S. Hoque Bhattacharjee Das & Co., Chartered Accountants expressed their interest to be appointed as Corporate Governance Compliance Auditors of the Company for the year 2020-2021. The company has received the letter of interest from M/S. Hoque Bhattacharjee Das & Co., Chartered Accountants expressing willingness to be appointed as Corporate Governance Compliance Auditors for the year ending 30 June 2021, which is to be placed in the ensuing 14th Annual General Meeting for approval of honorable shareholders.

Nomination and Remuneration Committee of the Board

In pursuance of the Bangladesh Securities and Exchange Commission's Notification No. BSEC/CM RRCD/2006-158/ 207/ Admin/80 dated 3 June 2018, the Board of Directors of the Company has constituted the Nomination and Remuneration Committee to set the principles, parameters and governance framework for the nomination and remuneration of the Directors, Key Managerial Personnel, top-level Executives and other employee comprising the senior management.

The Composition of the Nomination and Remuneration Committee is given below :

Mr. Bashir Ahmed	- Chairman
Mrs. Tabassum Karim	- Member
Mr. Mohammed Shahed	- Member

Appreciation

The Directors has also taken the opportunity to express our sincere thanks to our shareholders, customers, bankers, suppliers, Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange Limited (DSE), Chittagong Stock Exchange Limited (CSE), Registrar of Joint Stock Companies & Firms (RJSC), Central Depository Bangladesh Limited (CDBL), CEPZ, Insurances and other institution with whom the company interacted in conducting its business. We are grateful to you, the shareholders for expending at all times and valuable support and cooperation.

On Behalf of the Board of Directors,

Sd/-
Mohammad Meraj E Mostofa
Chairman

Annexture

Summary of key financial performance
of the company for last 5 years

Financial Results	2020	2019	2018	2017	01-01-2015 to 30-06-2016
Authorised Capital(TK)	4,000,000,000	4,000,000,000	4,000,000,000	4,000,000,000	3,100,000,000
Paid up capital(Tk)	3,541,603,880	3,541,603,880	3,372,956,080	3,212,339,130	3,059,370,600
Face Value per share(TK)	10	10	10	10	10
Retained earnings(TK)	523,889,670	577,201,686	773,952,382	958,823,997	1,125,849,783
Current Assets(TK)	3,136,786,878	2,985,350,968	2,832,852,296	2,704,461,671	2,634,191,974
Current Liabilities(TK)	401,162,807	300,264,821	210,195,194	153,928,876	122,607,720
Current Ratio	7.82	9.94	13.48	17.57	21.48
Quick Ratio	3.72	4.87	7.72	10.39	11.67
Debt-Equity Ratio	0.11	0.07	0.06	0.05	0.04
Time Interest earned Ratio	0.757	0.087	1.53	2.40	11.54
Return on Assets	(1.18)%	(0.64)%	(0.55)%	(0.33)%	6%
Return of Equity	(0.013)	(0.007)	(0.007)	(0.004)	0.08
Earnings per share	(0.151)	(0.079)	(0.072)	(0.04)	0.82
Dividend payout Ratio	0.00	0.00	(6.62)	(10.88)	12.13
Number of Shareholder	25242	26631	28100	25122	23932

MD and CFO Declaration

Dated : October 29, 2020

The Board of Directors
FAMILYTEX (BD) LIMITED
Plot # 47-48, Road # 05, Sector # 04,
CEPZ, Chattogram

Subject : **MD and CFO's Declaration to the Board**

Dear Sir(s) / Madam(S),
We have reviewed accompanying the financial statements of **FAMILYTEX (BD) LIMITED** (the "Company"), which comprise the Statement of Financial Position as at 30 June 2020 and Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended 30 June 2020, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
These financial statement have been prepared and presented in compliance with International Accounting Standards (IAS), International Financial Reporting Standards (IFRS) and condition No. 1(5) (xxvi) imposed vide the Bangladesh Securities and Exchanges Commission's notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June, 2018 under section 2CC of the Securities and Exchange Ordinance 1969, we do hereby declare that :

1. The Financial Statements of **FAMILYTEX (BD) LIMITED** for the year ended on 30th June 2020 have been prepared in compliance with International Accounting Standards (IAS) & International Financial Reporting Standards (IFRS), as applicable in the Bangladesh 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 been taken proper and adequate care in installing a system of internal control and maintenance of accounting records.
5. Our internal committee has conducted periodic audits to provide reasonable assurance that the established policies and procedures of the company were consistently followed.
6. The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exist no materials uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.
7. Year end inventories were reviewed, physically verified and checked.
8. Receivables were monitored & reviewed ongoing basis to realize on continual process, giving extra consideration if any.
9. Bank loans were monitored on continual basis.

In this regard, we also certify that :

(i) We have reviewed the financial statements for the year ended on June 30, 2020 and that to the best of our knowledge and belief:
   (a) These financial 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;
   (c) Proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books;
   (d) The expenditures incurred were for the purpose of the Company's business;

(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.

Yours sincerely,

Sd/-
Managing Director
Familytex (BD) Limited

Sd/-
CFO
Familytex (BD) Limited

Ahmed Zaker & Co.
CHARTERED ACCOUNTANTS

Head Office :
89 Kakrail, Green City Edge (Level 8), Dhaka 1000, Bangladesh
Website: www.ahmed-zaker.com Email: ezchowj.adesh@ahmed-zaker.com

Report to the Shareholders of Familytex (BD) Limited on Compliance on the Corporate Governance Code

For the year ended 30th June, 2020

We have examined the compliance status to the Corporate Governance Code by **Familytex (BD) Limited** ("The Company") for the year ended on 30th June, 2020. This Code relates to the Notification No **SEC/CMRRCD/2006-158/207/admin/80** Dated **03** June 2018 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 : Chattogram
Dated : 12th November, 2020

Ahmed Zaker & Co.
Chartered Accountants
Signed By : Arup Chowdhury, FCA
Partner.

GGi INDEPENDENT MEMBER

Uttara Office :
Plot # B (G Floor), Road # 17, Sector # 4, Uttara Model Town, Dhaka-1230
Chittagong Office :
2/4, Sk. Mujib Road (3rd Floor) Agrabad C/A, Chittagong - 4000. Email: arupsclw@yahoo.com

Corporate Governance Compliance Status Report

Annexure-C
[As per condition No. 1(5)(xxvii)]

Status of compliance with the conditions imposed by the Commission's Notification No. BSEC/CMR-RCD/2006-158/207/Admin/80 dated 03th. June, 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969 :

(Report under condition No. 9.00)

Condition No.	Title	Status of Compliance with The Corporate Governance Code (CGC)		Remarks (if any)
		Complied	Not Complied	
1	**Board of Directors**			
1(1)	**Size of the Board of Directors** The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓	-	Familytex (BD) Limited Board is comprised of 05 (Five) Directors. But not update to RJSC.
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 one -fifth (1/5) of the total number of directors in the company's Board shall be independent directors ; Any fraction shall be considered to the next integer or whole number for calculating number of independent director (s);	✓	-	There are three (03) Independent Directors in the Familytex (BD) Limited Board. out of five Directors
1(2)(b)	**"Independent director" means a director -**			
1(2)(b)(i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid - up shares of the company;	✓	-	-
1(2)(b)(ii)	Who is not a sponsor 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 ;	✓	-	-

1(2)(b)(iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial year ;	✓	-	-
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company of its subsidiary / associated companies ;	✓	-	-
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 firm or 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 an inde pendent director in more than 5 (five) listed companies ;	✓	-	-
1(2)(b)(ix)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non -Bank Financial Institution (NBFI); 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 and approved by the shareholders in the Annual General Meeting (AGM);	✓	-	-
1(2)(d)	The post o f independent director(s) cannot remain vacant for more than 90 (ninety) days; and	✓	-	-

1(2)(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may extend for 1 (one) tenure only: Provided further that the independent director shall not be subject to retirement by rotation as per the কোম্পানি আইন, ১৯৯৪ (১৯৯৪ সালের ১৮ নং আইন) (Companies Act, 1994).	-	-	Not Applicable
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 the business;	✓	-	-
1(3)(b)	**Independent Director shall have the following qualifications:**			
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	✓	-	-
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	-	-	Not Applicable
1(3)(b)(iii)	Former 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; or	-	-	Not Applicable

1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	-	-	Not Applicable
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;	✓	-	-
1(3)(c)	The independent director shall have at least 1 0 (ten) years of experiences in any field mentioned in clause 1(3)(b)(i) to (v);	✓	-	-
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission .	-	-	Not Applicable
1(4)	**Duality of Chairpe rson of the Board of Directors and Managing Director or Chief Executive Officer**			
1(4)(a)	The positions 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 individu als;	✓	-	Chairman of the Board and MD/CEO are 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 th e Board shall be elected from among the non - executive directors of the company;	-	-	Not Applicable
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 remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	-	-	Not Applicable
1(5)	**Directors' Report to Shareholders** The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the Companies Act, 1994 (Ac t. No. XVIII of 1994): -			
1(5)(i)	An Industry outlook and possible future developments in the industry ;	✓	-	-
1(5)(ii)	Segment -wise or product -wise performance ;		✓	-
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;		✓	-
1(5)(iv)	A discussion on Cost of Goods sold, Gross profit Margin and Net Profit Margin where applicable ;		✓	-
1(5)(v)	A discussion on continuity of any extraordinary activities and their implica tions (gain or loss);	✓	-	-
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;	-	-	Not Applicable
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;		✓	-
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offer ing (RPO), Rights Offer, Direct Listing, etc .;	-	-	Not Applicable
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	✓	-	-

1(5)(x)	A statement of remuneration paid to the directors including Independent Directors;	✓	-	-
1(5)(xi)	A statement that the financial statements prepared by the management of the company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	✓	-	-
1(5)(xii)	A statement that proper books of account 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 statements and that the accounting e stimates are based on reasonable and prudent judgment ;	✓	-	-
1(5)(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements 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 shareholders 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 the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	✓	-	-
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓	-	-
1(5)(xx)	An explanat ion on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	✓	-	-
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;	-	-	Not Applicable
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	✓	-	-
1(5)(xxiii)	**A report on the pattern of shareholding disclosing the aggregate number of shares (along with name -wise details where stated below) held by : -**			
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name -wise details);	-	-	Not Applicable
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name -wise details);	✓	-	-
1(5)(xxiii)(c)	Executives (name wise details); and	✓	-	-
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name -wise details);		✓	-
1(5)(x xiv)	**In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders: -**			
1(5)(xxiv)(a)	A brief resume of the director;	✓	-	-
1(5)(xxiv)(b)	Nature of his or her expertise in specific functional areas; and	✓	-	-
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓	-	-
1(5)(xxv)	**A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the compan y's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:**			

1(5)(xxv)(a)	Accounting policies and estimation for preparation of financial statements;	✓	-	-
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;	-	-	Not Applicable
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓	-	-
1(5)(xxv)(d)	Compare such financial performance or results and fin ancial position as well as cash flows with the peer industry scenario;	✓	-	-
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	✓	-	-
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements, ex plaining such risk and concerns mitigation plan of the company; and	✓	-	-
1(5)(xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained t o the shareholders in the next AGM;	✓	-	-
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**; and	✓	-	MD and CFO certified to the Board regarding financial statements.
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per **Annexure -B** and **Annexure -C**.	✓	-	

1(6)	**Meetings of the Board of Directors:**			
	The company shall conduct its Board meetings and record the minutes of the 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 members and Chief Executive Officer:**			
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 of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with 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;	-	-	Not Applicable
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;	-	-	Not Applicable

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;	-	-	Not Applicable
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;	-	-	Not Applicable
2(e)	The Audit Committee of the holding company shall also review the financial statement s, in particular the investments made by the subsidiary company.	-	-	Not Applicable
3(1)	**Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS): -**			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓	-	MD, CS, CFO & HIAC
3(1)(b)	The positions 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 filled by different individuals;	✓	-	-
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;	✓	-	-
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓	-	-
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	✓	-	-

3(2)	**Requirement to attend Board of Directors' 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 the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	✓	-	-
3(3)	**Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)**			
3(3)(a)	The MD or CEO an d CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:			
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	✓	-	-
3(3)(a)(ii)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	✓	-	-
3(3)(b)	The MD or CEO and CFO sha ll 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 in violation of the code of conduct for the company's Board or its members;	✓	-	-
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓	-	-
4	**Board of Directors' Committee: -**			
4(i)	Audit Committee; and	✓	-	-
4(ii)	Nomination and Remuneration Committee.	✓	-	-

5	**Audit Committee: -**			
5(1)	**Responsibility to the B oard of Directors.**			
5(1)(a)	The company shall have an Audit Committee as a sub -committee of the Board;	✓	-	-
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	✓	-	-
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 Com mittee**			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	✓	-	-
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall inclu de at least 1 (one) independent director;		✓	-
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	✓	-	-
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 low er 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 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of wor k of the Audit Committee;	✓	-	-

5(2)(e)	The company secretary shall act as the secretary of the Committee;	✓	-	-
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 shall select 1 (one) member of the Audit Committee to be Chairperson 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 reco rded in the minutes ;	-	-	Not Applicable
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 Audit Committee shall b e 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.	✓	-	-
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;	✓	-	-

5(4)(b)	The quorum of the meeting of the Audit Committee sha ll be constituted in presence of either two members or two third of the 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 fi nancial 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 stateme nt 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;	✓	-	-
5(5)(l)	Oversee the determination of audit fees based on scope and magnitud e, level of expertise deployed and time required for effective 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 Sh are Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission .	✓	-	-
5(6)	**Reporting of the Audit Committee**			
5(6)(a)	**Reporting to the Board of Directors**			
5(6)(a)(i)	The Audit Committee shall rep ort 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 ;	-	-	Not Applicable
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;	-	-	Not Applicable
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, ru les and regulations; and	-	-	Not Applicable
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	-	-	Not Applicable

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.	-	-	Not Applicable
5(7)	**Reporting to the Shareholders and General Investors** Report on activities carried out by the Audit Committee, including Any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	-	-	Not Applicable
6	**Nomination and Remuneration Committee (NRC): -**			
6(1)	**Responsibility to the Board of Directors**			
6(1)(a)	The company shall have a Nominatio n 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 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 stated at the condition No. 6(5)(b).	✓	-	-
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)	All 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 of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	-	-	Not Applicable
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 member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	-	-	Not Applicable
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 least an independent director;	✓	-	-
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's 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 Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes ;	-	-	Not Applicable
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.	✓	-	-
6(4)	**Meeting of the NRC**			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	✓	-	-
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	✓	-	-
6(4)(c)	The quorum of the meeting of the NRC shall be constitu ted 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);	✓	-	-
6(4)(d)	The proceedings of each meeting of the NRC sha ll duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓	-	-
6(5)	**Role of the NRC**			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	✓	-	-
6(5)(b)	**NRC shall oversee, among others, the following matters and make report with recommendation to the Board:**			
6(5)(b) (a)	Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, r elating to the remuneration of the directors, top level executive, considering the following:			
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company succes sfully;	✓	-	-

6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	✓	-	-
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay ref lecting short and long -term performance objectives appropriate to the working of the company and its goals;	✓	-	-
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and n ationality;	✓	-	-
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;	✓	-	-
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	✓	-	-
6(5)(b)(v)	Identifying the company's needs for employees at different levels and identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	✓	-	-
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	✓	-	-
6(5)(c)	The company shall disclose the nominati on and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓	-	-
7	**External or Statutory Auditors**			
7(1)	The issuer company shall not engage its external or statutory auditors to perform th e following services of the company, namely: -			
7(1)(i)	Appraisal or valuation services or fairness opinions;	✓	-	As declared by the auditor.
7(1)(ii)	Financial information systems design and implementation;	✓	-	In Practice
7(1)(iii)	Book-keeping 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 Co mmittee determines;	✓	-	Do

7(1)(viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	✓	-	Do
7(1)(ix)	Any other service that creates conflict of interest .	✓	-	Do
7(2)	No partner or employees o f 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 shares in the said company: Provided that spouse, son, daug hter, 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 Extraord inary General Meeting) to answer the queries of the shareholders.	✓	-	Do
8	**Maintaining a website by the Company: -**			
8(1)	The company shall have an official website linked with the website of the stock exchange.	✓	-	-
8(2)	The company shall keep the website functional from the date of listing.	✓	-	-
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓	-	-
9	**Reporting and Compliance of Corporate Governance : -**			
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 firm on yearly basis regardin g compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	✓	-	-
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 directors' report whether the company has complied with these conditions or not.	✓	-	-

The Role & Activities of the Audit Committee

Report of the Audit Committee
For the period from July 2019 to June 2020

The Audit Committee of **FAMILYTEX (BD) LIMITED** is pleased to submit the following report on the activities of year 2019-2020

The Audit Committee :
According to the Notification on Corporate Governance of Bangladesh Securities & Exchange Commission (BSEC) dated June 03, 2018 the board has established Audit Committee.

The Role of Audit Committee :
The role of the Audit Committee is to monitor the integrity of the financial statements of the company and review and when appropriate make recommendations to the main Board on business risk, internal controls and compliance. The committee satisfies itself, by means of suitable steps and appropriate information, that proper and satisfactory internal control system are in palace to identity and contain business risk and that the company's business is conducted in a proper and economically sound manner.

The role of the audit committee includes the following:

- Oversee the financial reporting process;
- Monitor choice of accounting policies and principles;
- Monitor internal Control and risk Management process;
- Oversee hiring and performance of external Auditors;
- Reviews along with the management, the annual financial statements before submission to the Board for approval;
- Review along with the management, the quarterly and half yearly financial statement before submission to the Board for approval;
- Review the adequacy of internal audit function;
- To review whether all the applicable Rules, Regulations, Guidelines, Notifications, directives, etc framed /issued by the regulatory authorities have been complied with;
- Other matters as per terms of reference (TOR) of the Audit Committee.

Activities
The Audit Committee specially focuses on the following activities :

- Review quarterly financial statement of the company in order to evaluate the financial, accounting and reporting performance of the company;
- Review findings and recommendation of internal audit for making corrective measures on time and thereby keeping the company on the right track of compliance;
- Assessed the findings of external auditors and compliance of IAS/ IFRS for preparation of Financial Statements;
- Review and evaluate the audited annual financial statement of the company and recommend placing the same before the Board Meeting of Directors for consideration.

Development of Corporate Culture :

The Audit Committee expects to the members of the Board, key management executives and all other employees for this co-operation and dedication to discharge their responsibilities in the imminent year. During the year under review for meeting of audit committee was held where various discussion was done. Few activities were notified by the audit committee on business activities,

a) Sales & Order below factory capacity;
b) Increase of cost of goods sold;
c) Not meet up expected production;
d) downwards tendency of business earning and EPS in bracket.

Also since December 2019, the RMG sector directly affected due to COVIED-19 which spread out all over the world, Europe and American buyers deferred, stopped and few cases cancelled the order partially which directly affected the volume of sales.

The above observation discussed with BOD time to time & BOD opined to find strategy to develop & rectify the observations.

Audit Committee also notified the non fulfillment of joint holdings of BOD shares.

Audit Committee expressed their sincere thanks to all members of Board, team of internal audit, team of accounts & finance and management of the company for their support.

On Behalf of the Audit Committee of Board

Sd/-
Aslam Parvez
Chairman
Board of Audit Committee

Nomination and Remuneration Committee Report

The Nomination and Remuneration Committee of Familytex (BD) Limited, as one of its prime board sub-committee assists the Board in discharging its governance responsibilities. A brief of the Nomination and Remuneration Committee roles, responsibilities and functions are as follows:

Compositing and Meeting :
The Nomination and Remuneration Committee of Familytex (BD) Limited consists of 02 (two) Independent Directors and 01 (One) Director, All Members possess adequate qualifications as determined in the Corporate Governance Guidelines Promulgated by the Bangladesh Securities and Exchange Commission (BSEC). The Committee Includes :

- Mr. Aslam Parvez
- Mrs. Tabassum Karim
- Mr. Mohammed Shahed

The Independent Director Mr. Aslam Parvez acts as Chairman of the Committee. As per regulatory guidelines, the Company Secretary Mr. SC Chowdhury FCA acts as secretary to the committee. The Nomination and Remuneration Committee, accordingly, performs incoherence and ensures compliance with the COS Governance Guidelines promulgated by the BSEC.

Major Responsibilities of the Nomination and Remuneration Committee :
The purpose, authority, composition, duties, and responsibilities of the Nomination and Remuneration Committee are delineated in its Charter. Some of the major responsibilities of the Nomination and Remuneration Committee are as follows:

1. The Nomination and Remuneration Committee shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, 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;

Major Activities of the Nomination and Remuneration Committee are :
NRC shall oversee, among others, the following matters and make report with recommendation to the Board :

2. 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 :
   a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;
   b. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
   c. Remuneration to directors, top-level executives involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals;

3. Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background, and nationality;
4. Identifying persons who are qualified to become directors and who may be appointed in a top-level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;
5. Formulating the criteria for evaluation of performance of independent directors and the Board;
6. Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria
7. Developing, recommending and reviewing annually the company's human resources and training policies;

For and behalf of the Nomination and Remuneration Committee of
Familytex (BD) Limited

Sd/-
Aslam Parvez
Chairman
Nomination and Remuneration Committee.
30th October 2020

Independent Auditor's Report

To the Shareholders of FAMILYTEX (BD) LIMITED
Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **FAMILYTEX (BD) LIMITED** (the "Company"), which comprise the Statement of Financial Position as at 30 June 2020 and Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended 30 June 2020, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements of the Company give a true and fair view of the financial position of the Company as at 30 June 2020, and of its financial performance and its cash flows for the year then ended 30 June 2020 in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the 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 opinion.

Emphasis of Matter

Without qualifying our opinion, we would like to draw attention on the following matters as disclosed in the financial statements :

a) As referred in note no. 6 in the financial statements, "Inventories" were carried at taka 1,513,351,257.00 at the reporting date. Inventory valuation along with physical verification was performed at the reporting date by management of the company by takinginto account of obsolete and damaged items.

b) As reported in note no. 7 in the financial statements, "Trade and Other Receivables" balances stood at taka 1,490,295,972.00 as on 30 June 2020. Since these balances of outstanding trade receivables were all created against sales, the management of the company considered all such balances as securedand good for realization. And, no provision for doubtful or bad debts was considered to be recognized in the financial statements.

c) As disclosed in the financial statements, the company has incurred significant amount of recurring net losses consecutively for few years. This continuous deteriorating trend in financial performance from operating activities has also resulted in negative operating cash flows over the same period. However the management informed that not utilization of full capacity and not getting expected price level, performance beneath positive. The management also informed that due to the ongoing pandemic caused by COVID-19 the business performance of the company was not satisfactory. Further we feel that this is high time to take necessary steps to arrest the trend of continuing losses.

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.

S.L	Key Audit Report	How our audit addressed the key audit matter
1.	**Valuation of Inventories** Refer to note 06 to the financial statements. Inventories represent BDT 1,513,351,257.00 on reporting date, and the physical valuation and verification perform by the management in the Financial year. As described in the accounting policy note 3.03 to the financial statements, inventors are valued at the lower of cost or net realizable values. As such, management is required to make judgments in determining whether inventories are being appropriately valued. And also report that we could not verify physically because of COVID-19. So that we fully depended on internal report against inventory counting and valuation. Volume of inventories being held by the company at the reporting date and has been considered as a key audit matter.	• Tested the operating effectiveness of key controls over Inventories; including observing the process of management's Year-end inventory count. • Verified a sample basis the net realizable value by comparing costs to recent selling prices and assessing the reasonableness of any resulting write down of inventory items. Performed cut-off tests to determine that the purchases and sales of the inventories have been captured in the correct accounting period. Reviewed the historical accuracy of inventory provisions and the level of write-downs.
2.	**Appropriateness of revenue recognition and disclosures on the impact of the initial application of IFRS 15.** Refer to note 19 to the financial statements. As described in accounting policy note 3.11 to the financial statements, the Company recognizes revenue upon transfer of control as per the newly adopted IFRS 15: Revenue from Contracts with Customers. The Company has reported total revenue of BDT 622,251,058. Given the significance and complexities involved in the accounting of Revenue, appropriate recognition of revenue has been considered as a key audit matter.	• Assessed the environment of the measurement as well as other relevant systems supporting the accounting or revenue. • Assessed manual as well as application controls supporting revenue recognition. • Assessed the invoicing and measurement systems up to entries in the general ledger. • Examined customer invoices and receipts of payment on a test basis. • Assessed the design of the processes set up to account for the transactions in accordance with the new standard. • Assessed whether the sufficiency of disclosures as required by the new standard have been met. • Assessed whether the sufficiency of disclosures as required to be made to opening balances due to the adoption of the new standard.

3.	**Valuation of property, Plant and Equipment** The carrying value of the PPE taka 1,338,358,336.00 as at June 30, 2020. The valuation of PPE was identified as a key audit matter due to the significance of this balance to the financial statements. Expenditures are capitalized if they create new or enhance the existing assets, and expensed if they relate to repair or maintenance of the assets. Classifications of the expenditures involve judgment. The useful lives of PPE items are based on management's estimates regarding the period during which the asset or its significant components will be used. The estimates are based on historical experience and market practice and take into consideration the physical condition of the assets.	Our audit included the following procedures: • We addressed whether the accounting policies in relation to the capitalization of expenditures are in compliance with IFRS and found them to be consistent. • We obtained a list of capital expenditures incurred during the year and, on a sample basis, checked whether the items were procured based on internal purchase order that had been properly approved by the responsible individuals. • We inspected a sample of invoices and L/C documents to determine whether the classification between capital and operating expenditures was appropriate. • We evaluated whether the useful lives determined and applied by the management were in line with historical experience and the market practice. We checked whether the depreciation of PPE items was commenced timely, by comparing the date of the reclassification from capital in progress to ready for use, with the date of the act of completion of the work.
4.	**Bank Loan** As referred note no 14 in the financial statement "Bank loan" of over taka 319,819,908.00 was reported by the company at the reporting date. This short-term loan was obtained from Al-Arafah Islami Bank Ltd. Short-term borrowings from bank were considered as key audit matter because this external form of credit facilities availed by the company require fulfillment of several terms and conditions as mentioned in loan sanction letter issued by lending bank.	• Our substantive audit procedures adopted during the audit includes the following test or details. • Inspecting relevant board minutes in support of bank loan reported in the financial statement. • Agreeing outstanding balances with confirmation letter received from the bank. • Examining loan sanction letter in details to scrutinize covenants attached and to be met by the company. • Agreeing finance costs charged by the company with loan statements provided by bank to test accuracy and completeness of expenses in relation to bank loan.

Other Matter

We draw attention on the following matters:

a) The directors of the company did not hold minimum % (30%) of share as per circular by Bangladesh Securities and Exchange commission.

Reporting on other information
Management is responsible for the other information. The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report 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 identified above when it becomes available 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.

Responsibilities of Management and Those Charged with Governance for the Financial Statements and Internal Controls
Management is responsible for the preparation and fair presentation of the financial statements of the Company in accordance with IFRSs 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.

- 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 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 transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994, the Securities and Exchange Rules 1987, we also report that:

(i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;

(ii) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books;

(iii) the statement of financial position and statement of profit or loss and other comprehensive income together with the annexed notes dealt with by the report are in agreement with the books of account and returns;

(iv) the expenditures incurred were for the purpose of the Company's business;

Sd/-

Quazi Shafique Islam FCA
Islam Quazi Shafique & Co.
Chartered Accountants

Dated: Dhaka
November 3rd, 2020

FAMILYTEX (BD) LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT JUNE 30, 2020

Presentation as per IAS	Particulars	Notes	Amount in Taka 30-06-20	Amount in Taka 30-06-2019
	ASSETS			
	Non Current Assets			
IAS 1.54(a)	Property, Plant & Equipment	4.00	1,338,358,336	1,380,795,625
IAS 1.55	Capital work-in-progress	4.01	43,397,665	50,094,196
IAS 1.55	Security Deposit	5.00	2,829,598	2,829,598
	Total Non-Current Assets	-	**1,384,585,599**	**1,433,719,419**
	Current Assets:			
IAS 1.54(g)	Inventories	6.00	1,513,351,257	1,338,289,483
IAS 1.54(h)	Trade and Other Receivables	7.00	1,490,295,972	1,458,982,389
IAS 1.55	Advance, Deposits and Prepayments	8.00	131,877,712	183,678,532
IAS 1.54(i)	Cash and Cash Equivalents	9.00	1,189,522	4,328,149
IAS 1.55	STD Account (IPO)	-	72,415	72,415
	Total Current Asset	-	**3,136,786,878**	**2,985,350,968**
	Total Assets		**4,521,372,477**	**4,419,070,387**
	EQUITY AND LIABILITIES			
	Capital and Reserves			
IAS 1.78(e)	Share Capital	10.00	3,541,603,880	3,541,603,880
IAS 1.78(e)	Retained Earnings	11.00	523,889,670	577,201,686
	Total Capital and Reserves	-	**4,065,493,550**	**4,118,805,566**
	Non-Current Liabilities			
IAS 1.55	Provision for Daferred Tax	12.00	54,716,120	38,024,104
	Total Non-Current Liabilities	-	**54,716,120**	**38,024,104**
	Current Liabilities			
IAS 1.54(k)	Trade and Other Payables	13.00	51,618,510	35,955,432
IAS 1.54(m)	Bank Loan	14.00	319,819,908	190,373,353
IAS 1.55	Other Payble	15.00	15,000,000	15,000,000
IAS 1.55	Refundable Share Subscription Money	-	72,415	72,415
IAS 1.55	Payable for other finance	16.00	14,651,974	20,839,517
	Total Current Liabilities	-	**401,162,807**	**262,240,717**
	Total Equity and Liabilities		**4,521,372,477**	**4,419,070,387**
	Net Asset Value Per Share (NAVPS)	23.00	**11.48**	**11.63**

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 31.10.2020 and were signed on its behalf by:

Sd/-	Sd/-	Sd/-
Chairman	**Managing Director**	**Chief Financial Officer**

Signed as per our separate report on same date.

Sd/-
Quazi Shafiqul Islam, FCA
ISLAM QUAZI SHAFIQUE & CO.
Chartered Accountants

Place: Dhaka
Dated : November 3rd, 2020

FAMILYTEX (BD) LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2020

Presentation as per IAS	Particulars	Notes	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
IAS 1.82(a)	Revenue from Contruct with Customer	17.00	622,251,058	983,367,248
IAS 1.99, 103	Cost of Goods Sold	18.00	(570,196,313)	(911,963,702)
IAS 1.103	**Gross Profit**		**52,054,745**	**71,403,546**
	Operating Expenses	19.00	**(39,524,222)**	**(50,574,533)**
IAS 1.99, 103	Warehouse, Distribution & Selling Exp.	19.01	(21,719,327)	(23,437,150)
IAS 1.99, 103	Administrative Expenses	19.02	(17,804,895)	(27,137,383)
IAS 1.85	**Operating Profit**		**12,530,523**	**20,829,013**
IAS 1.82(b)	Financial Expenses	20.00	(46,316,150)	(21,665,451)
	Foreign Exchange Gain/(Loss)		(876,996)	564,252
	Other Non-Operation Income	21.00	3,150,115	3,292,256
	Profit Before Welfare Expenses		**(31,512,508)**	**3,020,070**
	Welfare Expenses		(3,551,864)	(4,900,285)
IAS 1.85	**Net Profit Before Tax**		**(35,064,372)**	**(1,880,215)**
	Provision for Taxation	16.03	**(18,247,644)**	**(26,222,681)**
IAS 1.82(d)	Income Tax	16.03.01	(1,555,628)	(2,458,418)
IAS 1.82(d)	Deferred Tax	15.03.02	(16,692,016)	(23,764,263)
	Net Profit After Tax		**(53,312,016)**	**(28,102,896)**
IAS 33.66	**Basic Earnings Per Share (EPS)**	21.00 (A)	**(0.151)**	**(0.079)**
IAS 33.66	**Diluted Earnings Per Share (EPS)**	21.00 (B)	-	-

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 31.10.2020 and were signed on its behalf by:

Sd/-	Sd/-	Sd/-
Chairman	**Managing Director**	**Chief Financial Officer**

Signed as per our separate report on same date.

Sd/-
Quazi Shafiqul Islam, FCA
ISLAM QUAZI SHAFIQUE & CO.
Chartered Accountants

Place: Dhaka
Dated : November 3rd, 2020

FAMILYTEX (BD) LIMITED

STATEMENT OF CHANGES IN EQUITY

For the period ended June 30, 2020

Particulars	Ordinary Share Capital	Retained Earnings	Total
Balance as at January 01, 2020	3,541,603,880	577,201,686	**4,118,805,566**
Stock Dividend	-	-	-
Addition during the year	-	(53,312,016)	**(53,312,016)**
Balance as at March, 2020	**3,541,603,880**	**523,889,670**	**4,065,493,550**

FOR THE YEAR ENDED JUNE 30, 2019

Particulars	Ordinary Share Capital	Retained Earnings	Total
Balance as at July 01, 2018	3,372,956,080	773,952,382	4,146,908,462
Stock Dividend	168,647,800	(168,647,800)	-
Addition during the year	-	(28,102,896)	**(28,102,896)**
Balance as at June 30, 2019	**3,541,603,880**	**577,201,686**	**4,118,805,566**

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 31.10.2020 and were signed on its behalf by:

Sd/-	Sd/-	Sd/-
Chairman	**Managing Director**	**Chief Financial Officer**

Signed as per our separate report on same date.

Sd/-
Quazi Shafiqul Islam, FCA
ISLAM QUAZI SHAFIQUE & CO.
Chartered Accountants

Place: Dhaka
Dated : November 3rd, 2020

FAMILYTEX (BD) LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2020

Presentation as per IAS	Particulars	Notes No	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
	A .Cash Flow from Operating Activities:			
	Collection From Customer & Other Income		594,087,590	976,891,823
	Payment to Supliers & Other expenses		(637,732,600)	(1,020,248,420)
IAS7(14)(a)	**Cash generated from operation**	25.00	**(43,645,010)**	**(43,356,598)**
IAS7(31)-(33)	Financial Expenses		(46,316,150)	(21,665,451)
IAS7(14)(f),(35),(36)	Income tax paid		(1,555,628)	(3,263,257)
	Net Cash Flow from Operating Activities		**(91,516,788)**	**(68,285,306)**
	B. Cash Flow from Investing Activities:			
IAS 7.16(a)	Acquisition of property, plant & equipment		(46,887,929)	(5,108,173)
IAS 7.16(c), 16(g)	Increase in Capital work-in-progress		6,696,531	(535,690)
	Net Cash Flow from Investing Activities		**(40,191,398)**	**(5,643,863)**
	C. Cash Flow from Financing Activities:			
IAS 7.17(c)	Increase/ Decrease in Loan from Bank		129,446,555	74,273,340
	Net Cash Flow from Financing Activities		**129,446,555**	**74,273,340**
	D.Increase/(Decrease) Cash and Cash Equivalents (A+B+C)		(2,261,631)	344,171
	E.Opening Cash and Cash Equivalents		4,328,149	3,419,726
IAS 7.28	**F. Froreign Exchange Gain / (Loss)**		(876,996)	564,252
	G.Closing Cash and Cash Equivalents (D + E + F)		**1,189,522**	**4,328,149**
			-	-
	Net Operating Cash Flow Per Share (NOCFPS):		**(0.123)**	**(0.122)**

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 31.10.2020 and were signed on its behalf by:

Sd/-	Sd/-	Sd/-
Chairman	**Managing Director**	**Chief Financial Officer**

Signed as per our separate report on same date.

Sd/-
Quazi Shafiqul Islam, FCA
ISLAM QUAZI SHAFIQUE & CO.
Chartered Accountants

Place: Dhaka
Dated : November 3rd, 2020

Familytex (BD) Limited
Notes comprise a summary of significant
Accounting policies and other explanatory notes
For the yearended June 30, 2020

1 .00 THE COMPANY AND ITS OPERATIONS

1 .01 Legal form of the Company

The Company was incorporated in Bangladesh as Private Limited Company on July 27, 2003 as Company limited by Shares under the Companies Act 1994. The Company was converted into Public Limited Company along with the subdivision of face value of shares from Tk. 100 to Tk. 10 each. Enhancement of Authorized capital from Tk.1,400,000,000 to Tk. 2,800,000,000 dated 04.08.2013 and further enhanced on dated 07.08.2015 to Tk.3,100,000,000 and the company further enhanced Tk. 4,000,000,000 approval by EGM dated on 31st December, 2016.The company listed with both Stock Exchanges of Bangladesh. The principal activities of the Company are manufacturing and exporting of Fashion Apparel as Judged by international norms of Professionalism, Quality and Systems. The commercial production of the factory commenced on August 01,2006.

1.02 Address of the Registered Office& Production Unit

The registered office & production unit of the company is located at plot # 47-48, Road # 05, sector # 04, Chittagong Export Processing Zone in Bangladesh.

1.03 Nature of Business Activities

The principal activities of the Company is manufacturer of Skirt, Long Pants, Shorts, Jacket, Fitted Jeans, Sweet Shirts, T-Shirts, Bottom, Padding Jacket etc. for 100% export thereof.

2.00 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

2.01 Statement of Compliance

The financial statements have been prepared incompliance with the requirements of the Companies Act 1994, the Securities & Exchange Rules 1987, the Listing Regulations of Dhaka Stock Exchange (DSE) and Chittagong Stock Exchange (CSE) and other relevant local laws as applicable and in accordance with the applicable International Accounting Standards (IAS) and International Financial Reporting Standards (IFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB).

2.02 Accounting Convention and Assumption

The Financial statements are prepared under the historical cost convention.

2.03 Principal Accounting Policies

The specific accounting policies have been selected and applied by the company's management for significant transactions and events that have a material effect within the Framework for the preparation and presentation of financial statements. Financial Statements have been prepared and presented in compliance with applicable IAS. Previous year's figures were re-arranged for companies, there were no significant changes in the accounting policies and valuation policies affecting the financial position and performance of the Company. However, changes made to the presentation are explained in the note for each respective item. Accounting and valuation methods are disclosed for reasons of Clarity. The Company classified the expenses using the function of expenses method as per IAS 1.

2.04 Regulatory Compliances

As required by the company, the management complies with the following major legal provisions in addition to the Companies Act 1994 and other applicable laws and regulations:

- The Income Tax Ordinance 1984;
- The Income Tax Rules 1984;
- The Value Added Tax Act 1991;
- The Value Added Tax Rules 1991;
- The Customs Act, 1969;
- Bangladesh Labor Law, 2006;
- The Securities and Exchange Ordinance, 1969;
- The Securities and Exchange Rules, 1987; and
- Securities and Exchange Commission Act, 1993

2.05Components of the Financial Statements

According to the International Accounting Standards (IAS)-1 as adopted by ICAB the complete set of financial statements includes the following components.

- Statement of financial position as at 30 June 2020;
- Statement of profit or loss and other comprehensive income for the year ended 30 June 2020;
- Statement of cash flows for the year ended 30 June 2020;
- Statement of changes in equity for the year ended 30 June 2020 and
- Notes comprise a summary of significant Accounting policies and other explanatory notes for the year ended 30 June 2020.

2.06 Measurement Bases used in preparing the Financial Statements

The financial statements have been prepared on the historical cost basis, and therefore, do not take into consideration the effect of inflation. The accounting policies, unless otherwise stated, have been consistently applied by the company and are consistent with those of the previous year.

2.07 Reporting Currency and Level of Precision

The financial statements are presented in Bangladeshi currency (Taka), which is the Company's functional currency. All financial information presented in Taka have been rounded off to the nearest Taka.

2.08Preparation and Presentation of Financial Statements of the Company

The Board of Directors of the company is responsible for the preparation and presentation of financial statements of **Familytex (BD) Limited.**

2.09Use of Estimates and Judgments

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

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

In particular, information about significant areas of estimation on uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

- Note: 04.00- Property, Plant and Equipment;
- Note: 08.00- Advances, Deposits and Pre-payments;
- Note: 06.00- Inventories;
- Note: 07.00- Accounts Receivables and
- Note: 15.00- Payable for other finance.

2.10Statement of Cash Flows:

Statement of cash flows is prepared in accordance with "IAS 7: Cash Flow Statement" and the cash flows from operating activities have been presented under Direct Method as required by the Securities and Exchange Rules 1987 and considering the provisions that "Enterprises are Encouraged to Report Cash Flow from Operating Activities using the Direct Method".

2.11 Compliance with the Requirements of Notification of the Securities and Exchange Commission:

a) Notes to the financial statements marked from 3.00 to 3.23 setting out the policies are unambiguous with respect to the reporting framework on which the accounting policies are based.
b) The accounting policies on all material areas have been stated clearly in the notes marked from 3.00 to 3.23.
c) The accounting standards that underpin the policies adopted by the company can be found in the following places of the notes to the financial statements:

Sl. No.	Name of the IAS	IAS's no.
1	Presentation of Financial Statements	1
2	Inventories	2
3	Cash Flow Statements	7
4	Accounting policies, Changes in accounting Estimates & Errors	8
5	Events after the Reporting Period	10
6	Construction Contracts	11
7	Income Taxes	12
8	Segment Reporting	14
9	Property, Plant and Equipment	16
10	Leases	17
11	Revenue	18
12	Employees Benefits	19
13	The Effects of Changes in Foreign Exchange Rates	21
14	Borrowing Costs	23
15	Related Party Disclosures	24
16	Accounting and Reporting by Retirement Benefit Plans	26
17	Consolidated and Separate Financial Statements	27
18	Investment in Associates	28
19	Interest in Joint Ventures	31
20	Financial Instruments: Presentation	32
21	Earnings Per Share	33
22	Interim Financial Reporting	34
23	Impairment of Assets	36
24	Provision, Contingent Liabilities and Contingent Assets	37
25	Intangible Assets	38
26	Financial Instruments: Recognition & Measurement	39
27	Investment Property	40

SL. No.	Name of the IFRS	IFRS No
1	First-time Adoption of Bangladesh Financial Reporting Standards	1
2	Share based payment	2
3	Business Combinations	3
4	Insurance Contracts	4
5	Non-Current Assets held for sale and discontinued operations	5
6	Exploration for and evaluation of mineral resources	6
7	Financial Instruments: Disclosures	7
8	Operating Segments	8
9	Financial Instruments	9
10	Consolidated Financial Statements	10
11	Joint Arrangements	11
12	Disclosure of Interests in Other Entities	12
13	Fair Value Measurement	13
14	Revenue From Contract with Customer	15

d) The financial statements are in compliance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB).

2.12Standards, amendments or interpretations which became effective during the year

During the year certain amendments to Standards and new interpretations became effective however they did not have any material effect on the financial statements of the Company.

2.13New/revised accounting standards, amendments to published accounting standards, and Interpretations that are not yet effective

The following new standards, amendments and interpretations of approved accounting standards are only effective for annual periods beginning from the dates specified below and have not been early adopted by the company.

- Amendments to IAS 12: income tax, deferred tax on investment property (effective for annual periods beginning on after1 January 2012). The 2010 amendment provides an exception to the measurement principle in respect of investment property measured using the fair value model in accordance with IAS 40 Investment property. The measurement of deferred tax assets and liabilities, in this limited circumstance, is based on a rebuttable presumption that the carrying amount of the investment property will be recovered entirely through sale. The presumption can be rebutted only if the investment property is depreciable and held within a business model whose objective is to consume substantially all of the asset's economic benefits over the life of the asset. The amendment has no impact on financial statements of the Company.
- IAS 19: (Amendment) regarding defined benefit plans (effective for periods beginning on or after July 1, 2014) amendments that require actuarial gains and losses to be recognized immediately in other comprehensive income; this change will remove the corridor method and eliminate the ability for entities to recognize all changes in the defined benefit obligation and in plan assets in profit or loss, which currently is allowed under IAS 19: and that the expected return on plan assets recognized in profit or loss is calculated based on the rate used to discount the defined benefit obligation. The Company is yet to assets the full impact of the amendment.
- Presentation of items of Other Comprehensive income {Amendments to IAS-1) (effective for annual periods beginning on or after 1 July 2012). The amendments require that an entity present separately the items of other comprehensive income that would be reclassified to profit or loss in the future it certain conditions are met from those that would never be reclassified to profit or loss. The amendments do not address which items are presented in other comprehensive income or which items need to be reclassified. The requirements of other IFRS's continue to apply in this regard. The amendments have no impact on financial statements of the Company.
- Offsetting Financial Assets and Financial Liabilities Amendments to IAS 32: Financial Instruments-Presentation (effective for annual periods beginning on or after 1 January 2014). The amendments address inconsistencies in current practice when applying the offsetting criteria in IAS 32 Financial Instruments: Presentation. The amendments clarify the meaning of 'currently has a legally enforceable right of set-off'; and that some gross settlement systems may be considered equivalent to net settlement.
- Offsetting Financial Assets and Financial Liabilities Amendments to IFRS 7: Financial Instruments-Disclosures (effective for annual periods beginning on or after 1 January 2013). The amendments to IFRS 7 contain new disclosure requirements for financial assets and liabilities that are offset in the statement of financial position or subject to master netting agreement or similar arrangement.
- Annual Improvements 2009-2011 (effective for annual periods beginning on or after 1 January 2013). The new cycle of improvements contains amendments to the following three standards, with consequential amendments to other standards and interpretations.
- IAS 1: Presentation of Financial Statements is amended to clarify that only one comparative period - which is the preceding period -is required for a complete set of financial statements. If an entity presents additional comparative information, then that additional information need not be in the form of a complete set of financial statements. However, such information should be accompanied by related notes and should be in accordance with IFRS. Furthermore, it clarifies that the 'third statement of financial position', when required, is only required if the effect of restatement immaterial to statement of financial position.
- IAS 16: Property, Plant and Equipment is amended to clarify the accounting of spare parts, stand-by equipment and servicing equipment. The definition of 'property. Plant and equipment in IAS 16 is now considered in determining whether these items should be accounted for under that standard. If these items do not meet the definition, then they are accounted for using IAS 2 Inventories.
- IAS 32: Financial Instruments: Presentation - is amended to clarify that IAS 12- Income Taxes applies to the accounting for income taxes relating to distributions to holders of an equity instrument and transaction costs of an equity transaction. The amendment removes a perceived inconsistency between IAS 32 and IAS 12.

3.00 SIGNIFICANT ACCOUNTING POLICIES

The specific accounting policies have been selected and applied for significant transactions and events that have a material effect within the framework for the preparation and presentation of financial statements.

3.01 Property, Plant and Equipment

3.01.01 Recognition and Measurement

Tangible fixed assets are accounted for according to IAS 16 Property, Plant and Equipment at historical cost less accumulated depreciation and the Capital work-in-progress is stated at cost. Both tangible and intangible assets are depreciated or amortized according to the reducing balance method. 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-operation income and reflected in the Statement of Profit or Loss and Other Comprehensive income.

3.01.02Subsequent costs

The cost of replacing or upgrading part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognized in the statement of profit and loss account as incurred.

3.01.03 Depreciation of Fixed Assets

Depreciation is provided on reducing balance method except Leasehold and Development (Chittagong EPZ) on the cost at which he asset is carried in the book of account the long term of 30 years. Depreciation is charge on Leasehold Land and Land Development (Chittagong EPZ) on straight-line method.

Depreciation has been charged on addition operative date of use

The depreciation/amortization rates (s) are as follows:

Category of fixed assets	Rate (%)
Leasehold land Development (Chittagong EPZ)	3.33
Buildings on leasehold land	2.50
Plant &Machinery	10.00
Electrical Equipment	10.00
Electrical Installation	10.00
Furniture & Fixture	10.00
Time Keeping Machine	20.00
Water Pump	10.00
Office Equipment	10.00
Computer	20.00
Cookeries	20.00
Transformer	10.00
Motor Car	10.00
Fire Extinguisher	10.00
Air Condition	10.00

3.01.04 Accelerated Depreciation Allowance

The Company has entitled to Accelerated depreciation has been charged vide order has Ref no#. 269-L/86, dated 1 July, 1986 on capital machinery as per section 10 of the Bangladesh Export Processing Zones Authority Act 1980 (XXXVI of 1980) to the extent of hundred percent of the actual cost of the machinery or plant within the tax exemption period of ten years.

3.02 Capital Work-in-progress:

Capital Work-in-progress are accounted for according IAS 16 at historical cost subsequently it has been review on realizable value & no impairment happened thereon.

3.03 Valuation of Stocks

Inventories are stated at the lower of cost or net realizable value in compliance with the requirements of Para 21 and 25 of IAS 2

Category of stocks	Basis of valuation
Raw & packing materials including w-i-p	: Moving average (Weighted) Cost
finished Goods at Factory	: At lower of cost or net estimated
	Realizable value
At warehouses	: At cost
Stores items	: At cost
Materials in transit incurred	: Book value i.e. cost so for

Cost comprises the value of materials and all other distributable direct labor depreciation &Production overheads.

3.04 Trade & Others Receivables

Receivables are carried at invoice amount considering releasable conditions.

3.05 Cash and Cash Equivalents

Cash and cash equivalents include cash and all bank deposits which are available for use by the company without any restrictions. There is an insignificant risk of change in value of the same.

3.06 Foreign Currency Transaction

Foreign currency transactions are recorded at the applicable rates of exchange ruling at the transaction date in accordance with IAS 21 (The Effects of changes in Foreign Exchange Rates). Foreign currency transaction are translated at the Statement of Financial Position date are charged/credited to the profit or loss another comprehensive income whenever arise.

3.07 Payable and Accrued Expenses

3.07.01 Trade and Other Payables

Liabilities are recorded at the amount payable for settlement in respect of goods and services received by the company.

3.07.02 Provision

The preparation of financial statements in conformity with Bangladesh accounting standard IAS 37 Provisions, Contingent Liabilities and Contingent Assets requires management to make estimates and Assumption that affect the reported amounts of revenues and expenses, assets and liabilities, and the Disclosure requirements for contingent assets and liabilities during and at the date of the financial statements.

In accordance with the guidelines as prescribed by IAS 37 provisions were recognized in the following situations:

- When the Company has a present obligation as a result of past event.
- When it is probable that an outflow of resources embodying economic benefits be required to settle the obligation, and
- Reliable estimates can be made of the amount of the obligation.

We have shown the provisions of the Financial Position at an appropriate level with regard to an adequate provision for risks and uncertainties. An amount recorded as a provision represents the best estimate of the probable expenditure required to fulfill the current obligation on the date of statement of financial position.

3.08 Employee Benefits (IAS 19)

3.08.01 Staff Provident Fund

The Company has been maintaining contributory provident fund for eligible permanent employees in compliance to the requirement of BEPZA rules.

3.08.02 Worker's Welfare Fund

The company has been participating in establishing worker's welfare fund since February 01, 2013 in compliance to the requirement of BEPZA rules. The management of the fund is maintained by BEPZ According to the rules & guidelines Imposed under the style of 'Constitution and Operation Procedure of EPZ Worker's Welfare Fund 2012'.

3.09 Taxation

3.09.01 Income TAX:

Expenses are accounted for on the basis of actual payment during the year. Provision for income taxes was not made in the books of accounts of Familytex (BD) Limited since the Company is situated at Chittagong Export Processing zone, which enjoys 10 years tax holiday. As per income tax regulation for EPZ ref.# IRD SRO No 289-Law /89, dated 19 August 1989, all industries operation in the Export Processing Zone (EPZ) of Bangladesh have been exempted from payment of income tax for a period of 10 years from the datean industry goes into commercial production upto 15th July 2016. After that necessary provision has been considered at the required rate whenever applicable.

3.09.02 Deferred TAX:

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets & liabilities for financial reporting purposes. Deferred tax is measured at the applicable rates that are excepted to be applied to the temporary difference when they reverse, based on the laws that have been enacted at the reporting date deferred Tax asset or liability does not create a legal recovery / liability from or to the income tax authority. Necessary provision has been considered at the required rate at applicable.

3.10 Contingent Liabilities and Assets

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

3.11 Revenue Recognition

The company adopted IFRS 15 using the cumulative effect method and therefore the comparative information has not been restated and continues to be reported under IAS 18. Under IFRS 15, revenue is measured based on the consideration specified in a contract a customer. The company recognize revenue when it satisfies a performance obligation by transferring control over goods to a customer.

The company recognize revenue from contracts with customer when the products control are transferred to the customer at an amount that reflects the consideration which the company expects to be enlisted in exchange for those goods

3.12 Borrowing Costs

In compliance with the requirements of IAS 23 Borrowing Costs, borrowing costs of operational. Period on short term loan and overdraft facilities from The Al-Arafahlslami Bank Ltd was charged on as revenue expenditure as they incurred.

3.13 Lease Arrangements

The Company has 2 lease arrangements of 30 years with Bangladesh Export Processing Zone Authority (BEPZA) for industrial plot #47-48.The lease is classified as an operating lease as it does not transfer substantial risks and rewards incident to ownership consistent with the view laid down IAS 17 Leases the total area is 43,065 Sq. ft.

3.13.01 Measurement of Lease Payments

Lease payments (excluding cost for services such as insurance and maintenance) are recognized as expense in the income statement.

3.14 Intangible Assets

In competence with the requirements of IAS 38 intangible assets are usually absorbed as revenue charges as and when incurred, as being not that material in the company and /or local context.

3.15 Repairs, Upkeep and Maintenance Charges

These are usually charged out as revenue expenditure in the period in which it is incurred.

3.16 Advertising and Promotional Expenses
All costs associated with advertising and promotional activities are charged in the year they were incurred.

3.17 Related Party Disclosures
The Company hasno transaction with related parties in the normal course of business.

3.18 Reporting period
The financial period of the Company covers 12 months period from 1st July 2019 to 30th June 2020.

3.19 Date of Authorization
The Board of Directors has authorized these financial statements on 31 October 2020
Payable for other finance

3.20Event after the Statement of Financial Position date:
In compliance with the requirements of "IAS-10: Event After the reporting period" that provide additional information about the company's position at the date of the financial position are reflected in the financial statements. The Board of Directors in their meeting held on 31 October 2020 have recommended no dividend for the year ended 30th June, 2020.

3.21Segment Reporting
No segmental reporting is applicable for the company as required by "IAS 14: Segment Reporting" as the company operates in a single industry segment and within as geographical segment.

3.22Going Concern
The company has adequate resources to continue its operations for foreseeable future. For this reason the directors continue to adopt the going concern basis in preparing the accounts. The resources of the company are sufficient to meet the present obligation of its existing businesses and operations.

3.23Financial Risk Management Policies
The company is exposed to normal business risks from changes in market interest rates and currency exchange rates and from non-performance of contractual obligations by counterparties. The company does not hold or issue derivative financial instruments for speculative or trading purposes.

3.23.01 Interest Rate Risk
The company has no significant risk of fluctuations in interest rates.

3.23.02 Foreign Currency Risk
The company is exposed to foreign currency risk relating to purchases which are denominated in foreign currencies.

3.23.03 Credit Risk
Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the company as and when they fall due.
Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. At the reporting date there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position. However, due to the large number of parties comprising the group's customer base, Management does not anticipate material losses from its debt collection.

3.23.04 Liquidity Risk
The company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the company operations and to mitigate the effects of fluctuations in cash flows.

3.23.05 Fair Values
The fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.
The fair value of trade and other short-term receivables are taken to approximate their carrying value.
The fair value of financial assets and liabilities approximate their carrying value.

	Particular's	Notes	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
4.00	**Property, Plant & Equipment**			
	Property, Plant & Equipment are recognize as per IAS-16			
	A) Cost:	4.00 (A)	2,548,554,031	2,501,666,102
	B) Depreciation	4.00 (B)	1,210,195,695	1,120,870,476
	Written down Value at the end of the year (A-B)		**1,338,358,336**	**1,380,795,625**
	***For details please refer to Annexure-A as per IAS 16 paragraph 73 (e)*			
4.00 (A)	**Cost:**			
	Opening Balance		2,501,666,102	2,496,557,929
	Add: Addition/(Disposal) during the period		46,887,929	5,108,173
	Closing Balance at Cost		**2,548,554,031**	**2,501,666,102**
	The above balance is made up as follows:			
	Name of Assets			
	Leasehold Land & Land Development		97,566,022	97,566,022
	Building		703,142,424	703,142,424
	Plant & Machinery		1,399,095,002	1,353,215,771
	Electrical Equipment		105,881,107	105,760,521
	Electrical Installation		95,949,392	95,416,912
	Furniture & Fixture		32,617,058	32,617,058
	Time Keeper Machine		394,978	394,978
	Water Pump		11,209,982	11,209,982
	Office Equipment		17,598,751	17,598,751
	Computer		5,721,223	5,471,223
	Cookeries		431,064	325,432
	Transformer		8,635,003	8,635,003
	Motor Car		6,175,574	6,175,574
	Fire Extingusher		50,475,793	50,475,793
	Air Condition		13,660,658	13,660,658
			2,548,554,031	**2,501,666,102**
4.00 (B)	**Depreciation**			
	Opening Balance		1,120,870,476	1,024,694,673
	Add: Charge during the period		89,325,219	96,175,804
	Manufacturing Expenses	18.04	88,253,316	95,021,694
	Administrative Expenses	19.01	750,332	807,877
	Selling & Distribution Expenses	19.02	321,571	346,233
	Accumulated Depreciation		**1,210,195,695**	**1,120,870,476**
	The above balance is made up as follows:			
	Name of Assets			
	Leasehold Land & Land Development		67,550,801	27,718,172
	Building		553,302,566	135,788,429
	Plant & Machinery		555,477,275	788,037,206
	Electrical Equipment		48,565,483	52,149,189
	Electrical Installation		46,022,823	45,063,626
	Furniture & Fixture		14,140,964	16,968,996
	Time Keeper Machine		62,166	318,655
	Water Pump		4,102,762	6,669,961
	Office Equipment		7,313,508	9,505,793
	Computer		1,719,910	3,651,213
	Cookeries		186,635	219,497
	Transformer		3,222,065	5,069,541
	Motor Car		2,384,191	3,537,284
	Fire Extingusher		27,710,575	19,811,915
	Air Condition		6,596,614	6,360,998
			1,338,358,337	**1,120,870,475**
4.01	**Capital work-in-progress**		**43,397,665**	**50,094,196**
5.00	**Security Deposit:**			
	Land Lease at BEPZA, Plot # 47- 48		1,015,358	1,015,358
	Bakhrabad Gas System Ltd. (BGSL) - Gas Line		1,568,240	1,568,240
	Electricity		246,000	246,000
			2,829,598	**2,829,598**

	Perticular's	Notes	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
6.00	**Inventories:**			
	Inventories are recognize as per IAS-2			
	Raw Materials	6.01	772,602,986	694,674,912
	Chemicals	6.02	19,292,710	49,958,145
	Work in process	6.03	274,116,319	124,487,346
	Consumable Items	6.04	90,834,903	93,943,203
	Finished goods	6.05	329,305,951	363,356,750
	Store items	6.06	27,198,388	11,869,127
			1,513,351,257	**1,338,289,483**
6.01	**Raw Materials:**		-	-
	The above balance is made up as follows:		-	
	Opening		694,674,912	648,174,125
	Add: Purchase during the year		455,774,425	623,417,947
	Raw materials available for production		**1,150,449,337**	**1,271,592,072**
	Less: Input to production		377,846,351	576,917,160
	Closing Balance		**772,602,986**	**694,674,912**
6.02	**Raw Materials- Chemicals:**			
	Opening		49,958,145	43,549,007
	Add: Purchase		-	28,983,684
	Raw materials available for production		**49,958,145**	**72,532,691**
	Less: Input to production		30,665,435	22,574,546
	Closing Balance		**19,292,710**	**49,958,145**
6.03	**Work in Process:**			
	Opening		124,487,346	121,879,060
	Add: For the year		686,020,161	209,929,879
			810,507,507	**331,808,939**
	Less: Transfer to finished goods	6.05	536,391,188	207,321,593
	Closing Balance		**274,116,319**	**124,487,346**
6.04	**Consumable Items:**			
	Opening		93,943,203	89,928,170
	Add: Purchase during the year		12,794,021	25,072,772
			106,737,224	**115,000,942**
	Less: Consumption during the year		15,902,321	21,057,739
	Closing Balance		**90,834,903**	**93,943,203**
6.05	**Finished Goods :**			
	Opening		363,356,750	293,904,161
	Add: Production during the year	6.03	536,391,188	981,860,510
	Less: Cost of free issue		(245,674)	(444,219)
	Production available for export		**899,502,264**	**1,275,320,452**
	Less: Cost of goods sold	18.00	570,196,313	911,963,702
	Closing Balance		**329,305,951**	**363,356,750**
6.06	**Store Items:**			
	Opening		11,869,127	12,710,803
	Add: Purchase during the year		19,452,754	3,150,918
			31,321,881	**15,861,721**
	Less: Consumption during the year	18.04	4,123,493	3,992,594
	Closing Balance		**27,198,388**	**11,869,127**

Raw Materials: It consist of import value and local expenses incurred upto warehouse. Inventory system is maintained on FIFO basis.

Work in Process: It consist of cost of raw materials only.

Finished Goods: It includes the cost incurred upto cost of goods available for sale.

Store Items: It consist of the total cost of spare parts, loose tools and consumable items.

Physical verification of inventories: The management has physically verified the inventories as of the date of Statement of Financial Position.

7.00	**Trade and Other Receivables:**			
	Receivables are carried at invoice amount considering releasable conditions.			
	Bill Receivables	7.01	1,490,295,972	1,458,982,389
			1,490,295,972	**1,458,982,389**

Perticular's		Notes	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
7.01	*The above balance is made up as follows:*			
	Customer Name			
	Studio Ray		80,128,652	7,895,620
	HOZA		74,132,642	81,727,970
	URO DESH		302,397,934	241,427,568
	Bismillah Sourcing		57,453,290	35,200,350
	HB Disigne		15,335,825	15,862,344
	Inditiex S.A.		14,448,592	53,513,297
	Poeticgem		200,487,414	263,761,841
	Mark H Ltd.		1,914,372	28,341,416
	Walmart		20,916,488	205,565,224
	Comtextile		158,360,559	136,744,491
	NKD		31,802,820	-
	ONIA		179,865,250	-
	IFG Corporation		352,427,567	384,415,851
	Others		624,567	4,526,417
			1,490,295,972	**1,458,982,389**
	Aging of the above receivable is given below:			
	Receivables		**1,490,295,972**	**1,458,982,389**

This is considered as secured and good for payment by export letter of credit opening bank against export order and is considered secured and good informed by the management which is realizable. This classification of receivables as required by the Schedule XI of the Companies Act. 1994 are given below:

SL #	Particulars	Amount in Taka 30-06-2020	Amount in Taka 30-06-2019
I	Receivables are carried at invoice amount considering releasable	1,490,295,972	1,458,982,389
II	Receivable considered doubtful or bad	-	-
III	Receivables due by common management	-	-
	Total	**1,490,295,972**	**1,458,982,389**

8.00	**Advance, Deposit & Prepayments:**			
	The above balance is made up as follows:			
	Sundry Advances	8.01	32,636,610	42,087,213
	Advance against Income Tax		1,555,627	2,458,418
	Shajalal Enterprise		7,179,745	24,521,976
	Dream Engineering		1,773,264	2,477,050
	M/S. Shovon Hardware Store		589,153	822,981
	Akil Enterprise		3,926,167	5,484,412
	M/S. Sharif Enterprise		2,740,669	2,740,669
	Brother Enterprise		18,458,927	18,458,927
	M/S. Junaed Bricks		350,291	489,319
	Orpa Corporation		1,207,646	1,932,106
	M/S. Liala Enterprise		1,498,649	2,093,444
	Eng. Fazal		3,293,281	-
	Inditex S.A.		28,892,998	28,892,998
	Senzen Textile Int.		8,846,715	22,370,753
	Product Development Services		18,927,970	28,848,266
			131,877,712	**183,678,532**
8.01	**Sundry Advances:**			
	Mr. M.A .Rashid		346,500	346,500
	M/S. Obaidul Enterprise		123,126	187,664
	Eng. Abul Hossain		616,332	4,616,332
	Nurjahan Enterprise		245,979	374,912
	Electric Mart		275,600	3,925,622
	Memory Printers		64,072	97,657
	M/S. Laila Enterprise		-	1,573,525
	IFCO		30,965,001	30,965,001
			32,636,610	**42,087,213**
9.00	**Cash and Cash Equivalents:**			
	Cash in hand		972,109	1,423,050
	Cash at bank		217,413	2,905,099
			1,189,522	**4,328,149**

Perticular's	Notes	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
10.00	**Share Capital:**		
10.01	**Authorized Share Capital :**		
	400,000,000 ordinary shares of Taka 10 each.	**4,000,000,000**	**4,000,000,000**
10.02	**Issued, subscribed, called-up and paid-up share capital:**		
	354,160,388 ordinary shares of Tk 10/= each fully paid-up	3,541,603,880	3,541,603,880
		3,541,603,880	**3,541,603,880**
	337,295,608 ordinary shares of Tk 10/= each fully paid-up	3,541,603,880	3,372,956,080
	16,864,780 Bonus shares of Tk 10/= each (5% of paid up capital)	-	168,647,800
	354,160,388 ordinary shares of Tk 10/= each fully paid-up	**3,541,603,880**	**3,541,603,880**

The shareholding position of the company are as under:

Name	No of shares	Percentages %	Amount of Share
Mohammad Meraj E Mostofa	7,111,125	2.01	71,111,250
Mrs.Tabassum Karim	7,100,100	2.00	71,001,000
Milton Saha	7,892,185	2.23	78,921,850
Mr. Md.Ruhul Amin	1,901,302	0.54	19,013,020
ICB Amcl Unit Fund	4,299,750	1.21	42,997,500
Bangladesh Fund	2,932,734	0.83	29,327,340
Nargis Delwara Begum	1,722,105	0.49	17,221,050
Md. Nasihim Bhuiyan	200,000	0.06	2,000,000
ICB Amcl Third Nrb Mf	1,550,010	0.44	15,500,100
Mr. Emdad Hossain	1,233,500	0.35	12,335,000
Rupali Bank Securities Ltd.	1,102,500	0.31	11,025,000
Md. Altafuddin	1,045,662	0.30	10,456,620
Md. Shorab Hossain	2,310,387	0.65	23,103,870
Farid Uzzaman Ferdous	2,058,000	0.58	20,580,000
Investment Corp. of Bangladesh	1,485,531	0.42	14,855,310
Syed Nazrul Islam Mir	1,285,000	0.36	12,850,000
Shahed Securities Ltd.	1,150,000	0.32	11,500,000
ICB EMPL Prov Mf ONE SCH ONE	1,125,414	0.32	11,254,140
Md. Sharif Uddin Modud	1,014,960	0.29	10,149,600
Md. Nazrul Islam	1,000,000	0.28	10,000,000
DAYAN Ahmed	988,630	0.28	9,886,300
ICB Capital Management Ltd.	948,150	0.27	9,481,500
SBL Capital MGT. LTD. OWN PORT	945,000	0.27	9,450,000
ICB	18,351,153	5.18	183,511,530
Other Shareholders	283,407,190	80.02	2,834,071,900
Total	**354,160,388**	**100.00**	**3,541,603,880**

**** The existing directors individually holds 2.00% paid up share instead of minimum 30% of total shares.*

11.00	**Retained Earnings:**		
	Opening balance	577,201,686	773,952,382
	Less: Transfer to Bonus Share	-	168,647,800
		577,201,686	605,304,582
	Add: Current year Loss /Profit	(53,312,016)	(28,102,896)
		523,889,670	**577,201,686**
12.00	**Provision for Deferred TAX**		
	Deferred Tax are recognised as per IAS.-12.		
	Deferred Tax liabilities are the amount of Income Taxes Payable in future periods in respect of taxable temporary differences, which is calculated as follows :		
	Opening Balance	38,024,104	6,572,713
	Carrying amount	1,338,358,336	1,380,795,625
	Tax base	900,629,374	1,076,602,796
	Excess/(Decrease) in A/C	437,728,962	304,192,829
	Deferred Tax	**16,692,016**	**31,451,391**
	Closing Balance	**54,716,120**	**38,024,104**

***For details please refer to Annexure-C as per IAS 12 pragraph 47 & 81 (g)*

Particular's	Notes	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
13.00 Trade and Other Payables:			
The above balance is made up as follows:			
M/S. Jiangsu Gou Tai Ltd		-	5,306,679
R.M Interlining Ltd.		2,546,820	-
Elastric Accessories		2,785,860	-
An Accessories		586,488	-
Primier Accessories		1,259,748	-
JMS Polly		1,045,464	-
Global City Hong Kong		15,951,299	-
GDS Chemicals Bangladesh Pvt. Ltd.		-	3,194,944
Hk. Blue Sky Trading Co. Ltd.		326,237	1,514,621
Superman Dychin		838,320	-
Shenzhen Textiles Co. Ltd.		6,632,480	-
Suzhon Dashan IOE		6,615,601	17,591,364
Coast Bangladesh Ltd.		1,536,872	-
Wujiong Galaxy		8,105,748	-
Glory Taps & Label Ltd.		255,015	368,478
Naturub Accessories Bangladesh Ltd.		978,532	-
L.H. International		2,154,026	5,522,528
Tat Fai Zipper (HK) Co. Ltd.		-	2,456,818
		51,618,510	**35,955,432**
14.00 Bank Loan			
Bai Muajjal/ Bai Istisana		319,819,908	190,373,353
		319,819,908	**190,373,353**

14.01 Particulars of the above type loan are given below:

Bank	Sanction Amount	Particulars
Al-Arafah Islami Bank Ltd		
a) L/C limit	Tk. 30.00 Crore	Purpose: Purchase of Raw Materials Security: Mortgage of land,Building & Machinery Tenure: Validity upto 02.10.2020 yearly renewable
b) Bai Salam	Tk. 2.00 Crore	Purpose: Overhead Expenses Interest Rate: 9% per Annum Security: Mortgage of land,Building & Machinery Tenure: Validity upto 02.10.2020 yearly renewable
c) Bai Istina	10% on FOB value Limit 4.00 Crore	Purpose: Overhead Expenses Interest Rate: 1st 30 days @ 7%, per annum, and remaining period 9% per annum Security: Mortgage of land,Building & Machinery Tenure: Validity upto 02.10.2020 yearly renewable
d) HPSA Machinary & Industries	8.72 Crore	Purpose: Procurement of Machinary Interest Rate: 9% per Annum Security: Mortgage of land,Building & Machinery Tenure: Validity upto 05.03.2022 yearly renewable
e) Stimuluse Fund	1.63 Crore	Purpose: Overhead Expenses Interest Rate: @ 4%, per annum, 2years

14.02	**Present Status of Sanctioned Limit:**			
	Bai-Muazzal Commercial		319,819,908	190,373,353
			319,819,908	**190,373,353**
15.00	**Other Payble**		**15,000,000**	**15,000,000**
16.00	**Payable for other finance**			
	Provision for Expenses	16.01	8,851,570	14,590,108
	Other finance	16.02	32,530	481,535
	Taxation account	16.03	5,767,874	5,767,874
			14,651,974	**20,839,517**

	Perticular's	Notes	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
16.01	**Provision for Expenses**			
	Utilities Expenses		1,169,681	1,667,339
	Salary & Wages		7,231,889	12,372,769
	Director Remuneration and Fees		250,000	250,000
	Audit and Professional Fees		200,000	300,000
			8,851,570	**14,590,108**
16.02	**Other finance**			
	M/S. Rafique & Brothers		-	227,926
	Memory Printers		32,530	36,225
	Green View Int'l		-	114,071
	M/S. United Trade Int'l		-	10,215
	M/S. United Trade Centre		-	93,098
	Total		**32,530**	**481,535**
16.03	**Taxation account**		**5,767,874**	**5,767,874**
	Provision for Income TAX	16.03.01	5,767,874	5,767,874
16.03.01	**Provision for Income TAX**			
	Income Tax are recognised as per IAS -12.			
	Opening Balance		5,767,874	6,572,713
	Add: For the year		1,555,628	2,458,418
			7,323,502	**9,031,131**
	Less: Paid during the year		1,555,628	3,263,257
	Closing Balance		**5,767,874**	**5,767,874**
	***For details please refer to Annexure-B as per IAS 12 pragraph 46 & 81 (c)*			
17.00	**Revenue from Contruct**			
	Revenue from Contruct are recognised as per IFRS-15 :			
	Export Sale	17.01	**622,251,058**	**983,367,248**
17.01	*The above balance is made up as follows:*			
	Product Name			
	Women's Skirt		46,443,054	73,398,367
	Women's pants		27,140,982	40,607,023
	Women's Shorts		79,870,735	122,293,475
	Men's Shorts		131,241,960	230,476,235
	Men's Long Pants		48,127,676	42,200,702
	Jacket		136,815,186	215,437,048
	Padding Jacket		31,899,900	49,657,831
	Ladies Jacket		21,760,509	35,146,975
	Kids & Baby Jacket		37,753,670	54,517,997
	Kids & Baby Shirts & Bottom		61,197,386	119,631,595
			622,251,058	**983,367,248**
18.00	**Cost of Goods Sold:**			
	Raw materials consumed	18.01	377,846,351	576,917,160
	Raw materials consumed-Chemicals	18.02	30,665,435	22,574,546
	Consumable item consumed	18.03	15,902,321	21,057,739
			424,414,107	**620,549,445**
	Work in process- opening	6.03	124,487,346	121,879,060
	Work in process- closing	6.03	274,116,319	124,487,346
	Change in work in process		**(149,628,973)**	**(2,608,286)**
	Total consumption		**274,785,134**	**617,941,159**
	Add: Manufacturing Overhead	18.04	173,352,738	268,897,657
	Add: Depreciation	4.00	88,253,316	95,021,694
	Cost of production		**536,391,188**	**981,860,510**
	Finished goods - opening	6.05	363,356,750	293,904,161
	Finished goods - closing	6.05	329,305,951	363,356,750
	Change of finished goods stock		**34,050,799**	**(69,452,589)**
	Cost of free issue	6.05	(245,674)	(444,219)
			570,196,313	**911,963,702**
18.01	**Raw Materials Consumed:**			
	Opening Stock	6.01	694,674,912	648,174,125
	Add: Purchase during the year		455,774,425	623,417,947
	Raw materials available for production		1,150,449,337	1,271,592,072

	Perticular's	Notes	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
	Less: Closing Stock	6.01	772,602,986	694,674,912
			377,846,351	**576,917,160**
18.02	**Raw Materials Consumed-Chemicals:**			
	Opening Stock	6.02	49,958,145	43,549,007
	Add: Purchase during the year		-	28,983,684
	Chemicals available for Production		**49,958,145**	**72,532,691**
	Less: Closing Stock	6.02	19,292,710	49,958,145
			30,665,435	**22,574,546**
18.03	**Consumable Item Consumed:**			
	Opening Stock	6.04	93,943,203	89,928,170
	Add: Purchase during the year		12,794,021	25,072,772
	Consumable Item available for packing		**106,737,224**	**115,000,942**
	Less: Closing Stock	6.04	90,834,903	93,943,203
			15,902,321	**21,057,739**
18.04	**Manufacturing Overhead:**			
	Salary & Wages		127,358,797	215,899,246
	Festival Bonus		12,636,876	18,455,433
	Medical Expenses		593,063	636,824
	Food & Tiffin		683,518	1,179,365
	Labour Charge		882,700	811,072
	Night Allowance		483,165	627,730
	Carrying Charge		765,520	335,860
	Utilities Expense		10,734,359	13,269,014
	C & F Expenses		7,084,996	7,704,572
	Rent, Rates and Taxes		1,240,780	1,598,544
	Repairs & Maintenance	17.04.01	1,383,850	1,609,601
	Washing Charge		219,363	156,985
	Store & Spare Consumed	6.06	4,123,493	3,992,594
	Embroidery Expenses		5,162,258	2,620,817
			173,352,738	**268,897,657**
17.04.01	**Repairs & Maintenance:**			
	Plant and Machinery		750,692	873,154
	Building		392,891	456,984
	Others		240,267	279,463
			1,383,850	**1,609,601**
19.00	**Operating Expenses:**			
	Warehouse, Distribution & Selling Exp.	19.01	21,719,327.00	23,437,150
	Administrative Expenses	19.02	17,804,895.00	27,137,383
			39,524,222	**50,574,533**
19.01	**Warehouse, Distribution & Selling Exp.:**			
	The above balance is made up as follows:			
	Publication Expenses		486,589	461,289
	Salary & Welfare		7,710,007	6,887,832
	Transportation and Handling expenses		4,221,834	5,302,664
	Repair and Maintenance		2,096,794	2,556,566
	Rent, Rates and Taxes		405,584	384,496
	Utilities Expenses		2,022,347	1,965,832
	Sales promotion expenses		1,247,735	1,524,137
	Traveling Expenses		364,719	1,057,198
	Entertainment Expenses		572,119	698,507
	Printing & Stationery		492,414	322,722
	Miscellaneous Expenses		335,888	421,756
	Sample,Test,Analysis		773,854	1,348,773
	Cost of free issue		667,872	159,145
	Depreciation	4.00	321,571	346,233
			21,719,327	**23,437,150**
19.02	**Administrative Expenses:**			
	Salary & Welfare		7,363,054	12,843,037
	Postage & Telecommunication		220,463	342,532

Particular's		Notes	Amount in Taka	Amount in Taka
			30-Jun-20	30-Jun-19
	Traveling, Haultage & passage		391,452	765,582
	Repair & Maintenance		767,568	1,406,797
	Utilities Expenses		1,814,061	2,647,914
	Printing and Stationery		214,149	162,099
	Rent, Rates and Taxes		421,489	2,424,756
	Subscription & Donation		680,668	682,568
	Entertainment		705,900	823,907
	Legal & Professional Charge		405,615	117,962
	Audit & Professional fees		200,000	300,000
	AGM Expenses		453,409	598,532
	Miscellaneous Expenses		261,331	154,340
	News paper & periodical		143,405	48,480
	Director Remuneration	27.00 (D)	3,000,000	3,000,000
	Board Meeting attendance Fees	27.00 (B)	12,000	11,000
	Depreciation	4.00	750,331	807,877
			17,804,895	**27,137,383**
20.00	**Financial Expenses:**			
	Interest on Loan	20.01	42,965,512	17,618,638
	Bank Charge		3,350,638	4,046,813
			46,316,150	**21,665,451**
20.01	**Interest on Loan:**			
	Interest on Bai-Moazel Commercial		42,965,512	17,618,638
			42,965,512	**17,618,638**
21.00	**Other Non-Operating Income:**			
	Sale of Wastage		-	1,473,587
	Sale of Stock Lot		3,150,115	1,818,669
			3,150,115	**3,292,256**

Notes No	Perticulers	Amount in Taka 30-Jun-20	Amount in Taka 30-Jun-19
22.00	**Earning Per Share as per clause 5 (2) (c) of the BSEC notification (No. BSEC / CMRRCD / 2006-158 / 208/ Admin / 81- dated 20 June 2018)**		
21.00 (A)	**Earning per Share (Basic) as per IAS 33 paragraph 66**		
	The above balance is made up as follows:		
	Net profit after Tax (Numerator)	(53,312,016)	(28,102,896)
	Weighted Average Number of Ordinary Shares (Denominator)	354,160,388	354,160,388
	Basic Earnings Per Share (EPS)	**(0.151)**	**(0.079)**
21.00 (B)	**Earning Per Share (Diluted) as per IAS 33 paragraph 66**		
	The above balance is made up as follows:		
	Net profit after Tax (Numerator)	(53,312,016)	(28,102,896)
	Weighted Average Number of Ordinary Diluted Shares (Denominator)	-	-
	Diluted Earnings Per Share (EPS)	**-**	**-**
23.00	**Net Assets Value per Share as per clause 5 (2) (b) of the BSEC notification (No. BSEC / CMRRCD / 2006-158 / 208/ Admin / 81- dated 20 June 2018).**		
	The above balance is made up as follows:		
	Total Assets	4,521,372,477	4,419,070,387
	Less: Total Liabilities	455,878,927	300,264,821
	Net Asset Value	**4,065,493,550**	**4,118,805,566**
	Number of Shares outstanding	354,160,388	354,160,388
	Net Asset Value (NAV) Per Share	**11.479**	**11.630**
24.00	**Net Operation Cash Flow per Share as per clause 5 (2) (d) of the BSEC notification (No. BSEC / CMRRCD / 2006-158 / 208/ Admin / 81- dated 20 June 2018).**		
	The above balance is made up as follows:		
	Net Operating Cash Flow	(43,645,010)	(43,356,598)
	Number of Ordinary Shares outstanding	354,160,388	354,160,388
	NOCFPS	**(0.123)**	**(0.122)**
25.00	**Reconciliation of the Cash generated from operations as per clause 5 (2) (e) of the BSEC notification (No. BSEC / CMRRCD / 2006-158 / 208/ Admin / 81- dated 20 June 2018).**		
	Net profit before Tax	(34,187,376)	(2,444,467)
	Adjustment to reconcile Net profit to net cash provided by operating activities:		
	Add: Financial Expenses	46,316,150	21,665,451
	Add: Depreciation	89,325,219	96,175,804
	A. Net profit before working capital changes	**101,453,993**	**115,396,788**
	(Increase)/Decrease in Inventories	(175,061,774)	(128,144,157)
	(Increase)/Decrease in Trade and Other Receivables	(31,313,583)	(9,767,681)
	(Increase)/Decrease in Advance, Deposits and Prepayments	51,800,820	(13,678,411)
	B. Total (Increase) / Decrease of Current Assets:	**(154,574,537)**	**(151,590,249)**
	Increase/(Decrease) in Trade and Other Payables	15,663,078	(3,835,516)
	Increase/(Decrease) in Other Payable	-	-
	Increase/(Decrease) in Provision for Expenses	(5,738,538)	(3,195,732)
	Increase/(Decrease) in Payable for other finance	(449,005)	(131,889)
	C. Total Increase/(Decrease) of Current Liabilities:	**9,475,535**	**(7,163,137)**
	Total Cash generated from operation (A+B+C)	**(43,645,010)**	**(43,356,598)**

26.00 **Production and Product Mix**

During the period company produced 1,567,986 pieces different types of Clothing which were made up as following ratio. Production capacity utilized during the year was 53.00%.

Particulars	Types of Clothing	Product Mix	Product Mix
Women's Clothing	Skirt, Jeans pants & Shorts etc.	10%	10%
Men's Clothing	Jackets	45%	50%
Teen's Clothing	Jacket, Shorts, Sweet shirts etc.	25%	35%
Kids and Baby Clothing	Jacket, Shirts, Bottom etc.	20%	5%
Total		100%	100%

27.00 **Weighted Average Number of Shares Outstanding :**

Date of Allotment	No. of Shares	Duration	Weighted average no of Share as on 30-June 2020	Weighted average no of Share as on 30-June 2019
Opening	354,160,388	365/365	354,160,388	337,295,608
Stock Dividend	-	365/365	-	16,864,780
Total	354,160,388	-	354,160,388	354,160,388

27.00 (A) **Disclosure as per requirement of Schedule XI, part II, note 5 of para 3**

Employee Position (as on June 30, 2020)

Salary Range	Officer & Staff		Worker	Total Employee
	Factory	Head Office		
Below 10,000	23	2	845	870
Above 10,000	41	20	424	485
Total	64	22	1269	1355

27.00 (B) **Disclosure as per requirement of Schedule XI, part II, para 4 of Companies Act 1994**

Payment to directors within the period June 2020

Board Meeting attendance Fees:

Directors' are entitled To 500 as Board Meeting fee for attending each Board Meeting as per Articles of Association. The break down is as follows:-

Name of Board of Directors	Designation	Meeting attended	Amount in Taka
Mr. Mohammad Meraj E Mostofa	Chairman	5	2,500
Mr. Mohammad Shahed	Independent Director	5	2,500
Mrs. Tabassum Karim	Director	5	2,500
Mr. Emdadul Hoque Tipu	Independent Director	4	2,000
Mr. Aslam Parvez	Independent Director	5	2,500
Total		24	12,000

27.00 (C) **Disclosure as per requirment of Schedule XI, part II, para 7 of Companies Act 1994**

Details of capacity is given below:

Particulars	Licenced Capacity	Installed Capacity (pcs)	Actual Production (pcs)
Annual Production of Clothings (pcs)	Not mentioned in licence	5,100,000	1,567,986

27.00 (D) **Disclosure of the Remunaretion of Director as per requirement of Schedule XI, part II, para 4 of Companies Act 1994**

Remunaretion & Alloances of Director;s	3,000,000	3,000,000
	3,000,000	3,000,000

29.00 **Ganearal**

i) Comparative figures have been re-arranged where considered necessary to ensure better comparability with the current period without causing any impact on the profit and value of assets and liabilities as reported in the financial statements.

ii) Figures for the previous year have been rearranged wherever considered necessary to ensure comparability with the current year.

Annexure-A

FAMILYTEX (BD) LIMITED
SCHEDULE OF FIXED ASSETS
AS AT JUNE 30, 2020

Sl. No	Particulars	COST			DEPRECIATION				Written Down Value as at 30 June 2020
		Balance as on 01 July 2019	Addition during the Year	Balance as on 30 June 2020	Rate of Dep. / Amortization (%)	Balance as on 01 July 2019	Charge during the Year	Balance as on 30 June 2020	
1	Leasehold Land & Land Development	97,566,022	-	97,566,022	3.33%	27,718,172	2,297,049	30,015,221	67,550,801
2	Building	703,142,424	-	703,142,424	2.50%	135,788,429	14,051,429	149,839,858	553,302,566
3	Plant & Machinery	1,353,215,771	45,879,231	1,399,095,002	10.00%	788,037,206	55,580,521	843,617,727	555,477,275
4	Electrical Equipment	105,760,521	120,586	105,881,107	10.00%	52,149,189	5,166,435	57,315,624	48,565,483
5	Electrical Installation	95,416,912	532,480	95,949,392	10.00%	45,063,626	4,862,943	49,926,569	46,022,823
6	Furniture & Fixture	32,617,058	-	32,617,058	10.00%	16,968,996	1,507,098	18,476,094	14,140,964
7	Time Keeper Machine	394,978	-	394,978	20.00%	318,655	14,157	332,812	62,166
8	Water Pump	11,209,982	-	11,209,982	10.00%	6,669,961	437,259	7,107,220	4,102,762
9	Office Equipment	17,598,751	-	17,598,751	10.00%	9,505,793	779,450	10,285,243	7,313,508
10	Computer	5,471,223	250,000	5,721,223	20.00%	3,651,213	350,100	4,001,313	1,719,910
11	Cookeries	325,432	105,632	431,064	20.00%	219,497	24,932	244,429	186,635
12	Transformer	8,635,003	-	8,635,003	10.00%	5,069,541	343,397	5,412,938	3,222,065
13	Motor Car	6,175,574	-	6,175,574	10.00%	3,537,284	254,099	3,791,383	2,384,191
14	Fire Extingusher	50,475,793	-	50,475,793	10.00%	19,811,915	2,953,303	22,765,218	27,710,575
15	Air Condition	13,660,658	-	13,660,658	10.00%	6,360,998	703,046	7,064,044	6,596,614
Total -2020		**2,501,666,102**	**46,887,929**	**2,548,554,031**		**1,120,870,475**	**89,325,219**	**1,210,195,694**	**1,338,358,336**
Total -2019		**2,496,557,929**	**5,108,173**	**2,501,666,102**		**1,024,694,673**	**96,175,804**	**1,120,870,475**	**1,380,795,627**

Allocation of depreciation		**2020**	**2019**
Manufacturing Expenses	98.80%	88,253,316	95,021,694
Administrative Expenses	0.84%	750,332	807,877
Selling & Distribution Expenses	0.36%	321,571	346,233
	100%	89,325,219	96,175,804

FAMILYTEX (BD) LIMITED
SCHEDULE OF FIXED ASSETS
AS AT JUNE 30, 2019

Sl. No	Particulars	COST			DEPRECIATION				Written Down Value as at 30 June 2019
		Balance as on 01 July 2018	Addition during the Year	Balance as on 30 June 2019	Rate of Dep. / Amortizati on (%)	Balance as on 01 July 2018	Charge during the Year	Balance as on 30 June 2019	
1	Leasehold Land & Land Development	97,566,022	-	97,566,022	3.33%	25,343,012	2,375,160	27,718,172	69,847,850
2	Building	700,872,077	2,270,347	703,142,424	2.50%	121,388,065	14,400,365	135,788,429	567,353,995
3	Plant & Machinery	1,352,541,271	674,500	1,353,215,771	10.00%	727,819,611	60,217,594	788,037,206	565,178,565
4	Electrical Equipment	104,716,459	1,044,062	105,760,521	10.00%	46,480,606	5,668,584	52,149,189	53,611,332
5	Electrical Installation	95,416,912	-	95,416,912	10.00%	39,697,137	5,366,489	45,063,626	50,353,286
6	Furniture & Fixture	32,571,278	45,780	32,617,058	10.00%	15,302,450	1,666,546	16,968,996	15,648,062
7	Time Keeper Machine	394,978	-	394,978	20.00%	301,274	17,382	318,655	76,323
8	Water Pump	11,209,982	-	11,209,982	10.00%	6,186,101	483,861	6,669,961	4,540,021
9	Office Equipment	17,598,751	-	17,598,751	10.00%	8,643,271	862,521	9,505,793	8,092,958
10	Computer	4,946,691	524,532	5,471,223	20.00%	3,236,728	414,485	3,651,213	1,820,010
11	Cookeries	325,432	-	325,432	20.00%	195,372	24,125	219,497	105,935
12	Transformer	8,635,003	-	8,635,003	10.00%	4,689,546	379,995	5,069,541	3,565,462
13	Motor Car	6,175,574	-	6,175,574	10.00%	3,256,104	281,180	3,537,284	2,638,290
14	Fire Extingusher	49,926,841	548,952	50,475,793	10.00%	16,572,371	3,239,544	19,811,915	30,663,878
15	Air Condition	13,660,658	-	13,660,658	10.00%	5,583,024	777,974	6,360,998	7,299,660
Total -2019		**2,496,557,929**	**5,108,173**	**2,501,666,102**		**1,024,694,673**	**96,175,804**	**1,120,870,475**	**1,380,795,627**
Total -2018		**2,483,628,420**	**12,929,509**	**2,496,557,929**		**915,951,192**	**108,743,480**	**1,024,694,673**	**1,471,863,256**

Allocation of depreciation		**2019**	**2018**
Manufacturing Expenses	98.80%	95,021,694	107,438,559
Administrative Expenses	0.84%	807,877	913,445
Selling & Distribution Expenses	0.36%	346,233	391,477
	100%	**96,175,804**	**108,743,480**

Annexure - C

FAMILYTEX (BD) LIMITED
WORKING OF DEFERRED TAX

Particular's	Amount in Taka 30-06-20	Amount in Taka 30-06-19
Deferred Tax Liabilities:		
Opening Balance	38,024,104	14,259,841
Carrying amount	1,120,870,476	1,380,795,625
Tax base	286,289,909	1,076,602,796
Taxable temporary differences	**834,580,568**	**304,192,829**
Deferred Tax	16,692,017	23,764,263
Closing Balance	**54,716,121**	**38,024,104**

Reconciliation of deferred tax liabilities/ (assets)

Particulars	Carrying amount	Tax base	Tax rate	Taxable/ (Deductible) temporary difference	Deferred tax liabilities/ (assets
Property, plant & equipment					
In Year 2020	1338058836	900,629,374	12.50%	437,728,962	54,716,120
In Year 2019	1,380,795,625	1,076,602,796	12.50%	304,192,829	38,024,104

****Deferred tax liabilities/(assets) recognized in accordance with the provision of IAS's-12.**
Depreciation allowance as per 3rd Schedule of ITO 1984
AS at 30th June, 2020

Sl. No	Particulars	Opening Balance 01.07.2019	Addition/ Disposal during the year	Total	Normal Rate	Depreciation	Closing Balance 30.06.2020
1	Leasehold Land & Land Development	97,566,022	-	97,566,022	0%	-	97,566,022
2	Building	400,799,646	-	400,799,646	20%	96,659,020	304,140,626
3	Plant & Machinery	430,467,070	45,879,231	476,346,301	20%	106,872,392	369,473,908
4	Electrical Equipment	38,409,546	120,586	38,530,132	10%	4,874,872	33,655,261
5	Electrical Installation	44,882,777	532,480	45,415,257	10%	5,709,495	39,705,762
6	Furniture & Fixture	12,695,483	-	12,695,483	10%	1,609,960	11,085,523
7	Time Keeper Machine	75,480	-	75,480	10%	9,572	65,908
8	Water Pump	4,046,781	-	4,046,781	10%	513,187	3,533,594
9	Office Equipment	7,201,153	-	7,201,153	10%	913,204	6,287,949
10	Computer	1,378,363	250,000	1,628,363	30%	499,019	1,129,344
11	Cookeries	97,393	105,632	203,025	15%	23,347	179,677
12	Transformer	3,178,101	-	3,178,101	10%	403,026	2,775,074
13	Motor Car	2,043,688	-	2,043,688	20%	492,867	1,550,821
14	Fire Extinguisher	27,254,688	-	27,254,688	10%	3,456,265	23,798,424
15	Air Condition	6,506,607	-	6,506,607	10%	825,126	5,681,481
Total		**1,076,602,796**	**46,887,929**	**1,123,490,725**		**222,861,351**	**900,629,374**

As at 30th June, 2019

Sl. No	Particulars	Opening Balance 01.07.2018	Addition/ Disposal during the year	Total	Normal Rate	Depreciation	Closing Balance 30.06.2019
1	Leasehold Land & Land Development	97,566,022	-	97,566,022	0%	-	97,566,022
2	Building	525,817,729	2,270,347	528,088,076	20%	127,288,429	400,799,646
3	Plant & Machinery	566,551,254	674,500	567,225,754	20%	136,758,685	430,467,070
4	Electrical Equipment	42,882,819	1,044,062	43,926,881	10%	5,517,335	38,409,546
5	Electrical Installation	51,401,140	-	51,401,140	10%	6,518,363	44,882,777
6	Furniture & Fixture	14,491,899	45,780	14,537,679	10%	1,842,197	12,695,483
7	Time Keeper Machine	86,441	-	86,441	10%	10,962	75,480
8	Water Pump	4,634,499	-	4,634,499	10%	587,717	4,046,781
9	Office Equipment	8,246,982	-	8,246,982	10%	1,045,829	7,201,153
10	Computer	1,576,310	524,532	2,100,842	30%	722,480	1,378,363
11	Cookeries	119,573	-	119,573	15%	22,180	97,393
12	Transformer	3,639,659	-	3,639,659	10%	461,558	3,178,101
13	Motor Car	2,693,193	-	2,693,193	20%	649,505	2,043,688
14	Fire Extinguisher	30,625,445	548,952	31,174,397	10%	3,919,709	27,254,688
15	Air Condition	7,451,566	-	7,451,566	10%	944,960	6,506,607
Total		**1,357,784,532**	**5,108,173**	**1,362,892,705**		**286,289,909**	**1,076,602,796**

Familytex (BD) Limited

Plot # 47-48 Road# 05, Sector #04 C.E.P.Z
Chattogram, Bangladesh

PROXYFROM

I/We.....of .....begine a shareholder of familytex (BD) Limited and entitled to vote hereby appoint Mr. / Mrs. / Miss ....as my./our proxy to attend and vote for me/us and on my/our behalf at the 14th ANNUAL GENERAL MEETING of the company to be held on the 24th December, 2020 and/or at any adjournment thereof.

As witness my/our hand this.....day of .....2020.

Affix Ten Taka Revenue Stamp

(Signature of the Shareholder) (Signature of Proxy)

Folio No./BO ID No.

No. of Shares held ..... Dated .....

Note :

01. A member entitled to attend and vote at the meeting may appoint any person as his/her Proxy to attend and vote on his/her behalf.
02. Stamp Proxy Form must be deposited at the Company's Registered Office before 48 hours of the meeting.

Familytex (BD) Limited

Plot # 47-48 Road# 05, Sector #04 C.E.P.Z
Chattogram, Bangladesh

SEAL

ATTENDANCE SLIP

I/We hereby record my / our attendance at the 14th ANNUAL GENERAL MEETING of the Company being held on Thursday, 24th December, 2020 at 10.30 a.m. at the Reshmi Community Center, Airport Road, Chittagong.

Name of Shareholder / Proxy .....
Folio No./BO ID No.

NO. of Shares held .....

(Signature of Proxy) (Signature of the Shareholder)

Dated .....

N.B.: Please present this slip duly signed at the entrance of the Meeting Hall.







FAMILYTEX (BD) LTD.

A 100% Export Oriented Readymade Garments Inds.

Plot # 47-48, Sector # 04, Road # 05, CEPZ, Chattogram, Bangladesh.
E-mail : info@familytexbd.com Website : www.familytexbd.com