ANNUAL REPORT

2019-2020



NDSL

NURANI DYEING & SWEATER LTD.

www.ndsl-bd.com



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Letter of Transmittal

The Shareholders
Bangladesh Securities and Exchange Commission (BSEC)
Registrar of Joint Stock Companies & Firms (RJSC)
Dhaka Stock Exchange Limited(DSE)
Chittagong Stock Exchange Limited (CSE)

Subject: Annual Report for the year ended 30th June 2020.

Dear Sir(s),
We are pleased to enclose herewith a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial Position as at 30 June 2020, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows, for the year ended on 30 June, 2020, along with notes thereon of Nurani Dyeing & Sweater Limited for your kind information and record.

Thanking you
Sincerely Yours'

Sd/-
Sarwar Ahamed
Company Secretary (CC)

Notice of the 15th Annual General meeting (AGM)

Nurani Dyeing & Sweater Ltd.
Fathepur, Feni, Bangladesh.

Notice is hereby given to all the Shareholders of Nurani Dyeing & Sweater Limited that the 15th Annual General Meeting (AGM) of the Company will be held on Thursday December 24, 2020 at 11.00 a.m. through digital platform the link http://nurani15agm.digitalagmbd.net to transact the following business:

AGENDA

01. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30 th June 2020, together with the Report of the Directors' and Auditors' thereon.
02. To approve the dividend for the year ended 30th June, 2020 as recommended by the Board of Director.
03. To elect Director as per Articles of Association of the Company.
04. To appoint Statutory Auditors and professional for corporate Governance certificate of the Company and fix their remuneration.
05. Any other issue by the permission of the Chair.

By order of the Board
Sd/-
Sarwar Ahamed
Company Secretary (CC)

Dated, Dhaka
November29, 2020

Note:

01. The Shareholders whose names will appear in the Share Register of the Company or Depositary Register of CDBL as on the Record Date i.e. November 17, 2020 will be eligible to attend at the 15th Annual General Meeting (AGM) and qualify for the dividend.

02. A member entitled to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote in his/her behalf. Proxy form, must be affixed with requisite revenue stamp and must be submitted at the corporate office of the Company, not more than 48 hours before the time fixed for the meeting.

03. Any written queries, if any, expected to be replied at the 15th Annual General Meeting on the Directors' and Auditors' Reports and Audited Accounts for the year ended June 30, 2020 should contract at the share department of the company at least 3 days before the meeting for the sake of convenience of appropriate explanation.

04. The shareholders will join the Virtual AGM of NDSL through the link prior to 24 hours of the meeting. The share holders will be able for registration, comments and vote before commencement of the AGM and during the AGM.

05. As per notification of BSEC, the soft copy of Annual Report will be sent to the shareholders' e-mail address available in their BO Accounts maintained by the Depository Participant (DP). The soft copy of Annual Report FY 2019-20 and Proxy Form will also be available in the company's website at www.ndsl-bd.com The shareholders may also collect the printed copy of Annual Report FY 2019-20 from the company.

Corporate Profile

Name of the Company	**: Nurani Dyeing & Sweater Ltd.**
Legal Status	: A Public Limited Company by shares registered under Companies Act, 1994 and listed with Dhaka Stock Exchange Limited & Chittagong Stock Exchange Limited.
Date of Incorporation	: December 14, 2005, &CH-5656/05
Commencement of Commercial Operation	: February 5, 2009
Production Capacity	: Dyeing Unit : 6,206,667 Lbs/ Year, Sweater Unit : 2,111,038Pcs
Registered Office	: 304, SK. Mujib Road, Agrabad C/A,Chittagong.
Factory	: Fathepur, Feni,Bangladesh.
Nature of Business	: Nurani Dyeing & Sweater Limited runs the business of 100% export oriented Sweater industries to carry out business of dyeing of yarn, Knitting of various types of sweater.
Authorized Capital	: BDT 1,500,000,000
Paid Up Capital	: BDT 1,114,773,000
Date of Approval for IPO	: March 02, 2017
Date of Listing with DSE	: May 18, 2017
Date of Listing with CSE	: May 18, 2017
Principal Bankers	: AB Bank Ltd., Agrani Bank Ltd.,
Auditors	: Shiraz Khan Basak & Co., Chartered Accountants , 86, Bir Uttam C.R Datta Road, (312, Sonargaon Road) Hatirpool, Dhaka-1205, Bangladesh.
Tax Consultants	: Mr. K.M Jaynal Abedin
Legal Advisor	: Barrister Arafat Hosen Khan
Credit Rating Agency	:NCR
Company's Website	:www.ndsl-bd.com

Financial Information:

Major financial information of Nurani Dyeing & Sweater Limited (NDSL) is as follows:

Operational Result	30.06.2020	30.06.2019	30.06.2018	30.06.2017	30.06.2016 15(Months)
Turnover	816,504,745	1,186,867,655	1,200,551,122	1,109,771,276	1,305,518,289
Gross Profit	85,891,549	264,981,311	260,647,017	221,164,554	257,984,648
Profit from Operation	53,937,114	226,305,929	223,595,829	168,163,160	212,834,617
Net Profit before Tax	(45,992,653)	137,540,292	159,211,491	61,932,836	86,608,470
Net Profit after Tax	(45,992,653)	119,969,210	137,054,246	53,914,987	71,411,112

Financial Position	30.06.2020	30.06.2019	30.06.2018	30.06.2017 Restated	30.06.2016 15(Months)
Non-Current Assets	939,808,782	988,702,627	737,990,800	663,170,656	672,179,679
Current Assets	1,246,892,302	1,159,768,059	1,239,271,614	1,298,432,533	1,049,577,695
Shareholder's Equity	1,251,362,973	1,297,355,626	1,195,646,416	1,058,800,444	574,885,457
Non-Current Liability	568,580,250	397,730,559	387,510,015	277,235,170	419,752,924
Current Liability	366,757,861	453,384,501	394,105,983	625,775,849	727,118,993

Key Financial Ratio	30.06.2020	30.06.2019	30.06.2018	30.06.2017	30.06.2016 15(Months)
Currant Ratio	3.40	2.56	3.14	2.07	1.44
Quick Ratio	1.81	1.45	1.94	1.35	0.83
Debt to Equity Ratio		.66	0.65	0.85	1.99
Net Income Ratio (%)	-0.06	10.11	11.42	4.86	5.47
Return on Equity (%)		9.25	11.46	5.09	12.42
Earnings Per Share (EPS)	-0.41	1.18	1.50	1.15	1.86



History of the Company

Nurani Dyeing & Sweater Limited started its long and prosperous journey on a cloudy rainy day with a rather small infrastructural support in Fathepur, Feni with the goal of becoming the premier of dyeing & sweater manufacturer in Bangladesh. As days progressed, it never looked back ever since and grew rather enormously to attain the Company goals.

TheCompanywasregisteredasaprivatecompanylimitedbyshareswiththe RegistrarofJointStockCompanies and Firm Bangladesh, Dhaka under Companies Act, 1994 and subsequently it was converted into a public limited Company and listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited. We moved to our current plant located at Fathepur, Feni to utilize a more sophisticated and modern facility and get improved productivity and quality. We started our commercial operation from the Fathepur, Feni Plant in February 05, 2009 & converted public limited company December 07, 2014. Our growth rate in terms of both financial and production capacity is enormous.



Our Vision & Our Mission

Our Vision Statement

Our mission is to provide high quality sweater & dyeing to satisfy our client's needs through a range of efficient and effective manufacturing activities and delivered on a holistic basis.

Our Mission Statement

To strive in meeting the challenging market needs through a closer working relationship with business partners, innovative manufacturing process and maintaining quality customer service.

Board and Management Team

Board of Directors

Mrs. Rehana Alam	Chairman
SK. NurMohammed Azger	Director
Md.Anwarul Hoque	Independent Director
Sopon Saha	Nominee Director of Daudpur Rice Mills (Pvt.) Limited

Audit Committee

Md. Anwarul Hoque (Independent Director)
Chairman of the Committee

Sopon Saha
Member of the Committee

Sarwar Ahmed (Company Secretary)
Secretary of the Committee

Nomination and Remuneration Committee

Md. Anwarul Hoque (Independent Director)
Chairman of the Committee

Sopon Saha
Member of the Committee

Sarwar Ahamed (Company Secretary)
Secretary of the Committee

Chief Financial Officer
Md. Amir Hossain

Company Secretary (CC)
Sarwar Ahamed

Chairman Statement

Bismillahir Rahmanir Rahim

Respected Members, Shareholders and Other Stakeholders,

Assalamualaikum

It is my profound accolade and pleasure to welcome & address our valued shareholders in this event of 15th Annual General Meeting of Nurani Dyeing & Sweater Ltd. On behalf of the board of directors. Also I like to exert my gratefulness towards all of you for your prodigious journey with us to make Nurani Dyeing & Sweater Ltd. And this event a marvel of success.

With pleasure I present the Report of the board of Directors, the Audited Statements of Financial Position, Statement of Profit or Loss and other Comprehensive Income and other Financial Statements of the company for the year ended 30 June 2020. It gives me immense pleasure that we get the opportunity to meet with all of you, discuss on the performance of the concerned year of the company and sharing the views of each other's, I assumed that to the changed situation more obligations has been created on us on behalf of the valued share holder in respect of last 14th AGM and to offer them assurance of our sincerity in maintaining operational results up to their expectations at present as well as in future.
In the backdrop of various adverse business conditions such as pandemic caused by Covid-19, increased utility (gas, fuel) cost, higher cost of raw materials, the company could not maintained an impressive growth in production, export and profitability. Company's Sales Revenue for the year ended 30 June 2020 is Tk. 816,504,745 out of which after meeting up all costs , the net Loss for the year is Tk. (45,992,653) and Earning Per Share (EPS) is Tk. (0.41).
In consideration of that, the Board of Directors is to recommend Stock Dividend @ 10% for all Shareholders.

Meanwhile, Bangladesh Securities and Exchange Commission (BSEC) has introduced mandatory Guidelines on Corporate Governance. The Board of Directors of the Company is committed to delivering good Governance and exercise best practices in all respects, for us, good governance is about managing the business effectively and responsibly and in a way which is honest, transparent, shows accountability and abiding by the laws of the land.

To conclude my statement, once again I, on behalf of the Board of Directors, convey my heartiest honor to my esteemed shareholder for their utmost confidence on Nurani Dyeing & Sweater Ltd over the concluding year. I and the Board of Directors are also indebted to the BSEC, CSE, DSE and other stock holders for their endless support & assistance throughout the year.

I sincerely appreciate & wish for this support to be continued for the prospect and flourish of the company going forward.

Sd/-
Mrs. Rehana Alam
Chairman

DIRECTORS' REPORT

Bismillahir Rahmanir Rahim

Dear Shareholders

Assalamualaikum

It is my great pleasure to welcome you at the 15th Annual General Meeting of Nurani Dyeing & Sweater Ltd., i, on behalf of the Board of Director, have the pleasure to present before you the report for the Year ended June 30,2020 along with the audited financial statement and auditors' report there on.

Background

Nurani Dyeing & Sweater Ltd. was incorporated with the Registrar of Joint Stock Companies and Firms (RJSC) on December 14, 2005 and was converted into a Public Limited Company on December 07, 2014 under the Companies Act, 1994.The Company went for Initial Public Offering of shares in May 02, 2017 which was fully subscribed and issued. The Company was enlisted with the Dhaka Stock Exchange Limited (DSE) and Chittagong Stock Exchanges Limited (CSE)on May 18,2017.The Authorized capital of the Company is Tk. 1,500,000,000 and paid up capital Tk. 1,114,773,000.

Revenue

As you are aware that the Company is 100% export oriented, mainly engaged in the business of Dyeing, & export of sweater .The sale proceeds stood at Tk. 816,504,745 Yet the efficient and prudent management of process control has enabled the company could not to avoid financial disaster due to ongowing pandemic situation for Covid-19, our business impacted heavily being most of the Buyers are European & American region,

The operating financial results of the Company for the year 2019-2020 as compared to previous year are summarized here under:

Particular	2019-2020	2018-2019
Turnover	816,504,745	1,186,867,655
Gross Profit	85,891,549	264,981,311
Financial Expenses	99,990,774	91,377,036
Non Operating Income	178,021	3,028,360
Net Profit Before Tax (NPBT)	(45,992,653)	137,540,292
Income Tax Expenses	-	17,571,081
Net Profit After Tax (NPAT)	(45,992,653)	119,969,210
Gross Margin (Turnover)	10.52%	22.33%
Net Margin Before Tax	-5.63%	11.59%
Net Margin After Tax	-5.63%	10.11%
Earnings Per Share (EPS) BDT.	(0.41)	1.18
Weighted Average Number of Share	111,477,300	101,343,000
Number of Share Outstanding	111,477,300	101,343,000

Industry outlook and possible future developments in the industry

As mentioned, the Company Dyeing the imported yarn and sales to bonded factory, knitting various types of Sweater & export it. Competitive wage rate together with easily trainable workforce, entrepreneurial skill, expanding supply side capacity, and government policy support have helped to translate the comparative advantages into competitive advantages of this industry. As one of the premier sweater and dyeing manufacturer in Bangladesh, we will make full use of the market scope, our business potentials and dynamics to benefit proportionally from the accelerating economic growth while always keeping in mind the interests of our shareholders.

Bangladesh has showed remarkable agility over time for a prosperous future in this industry .At present, our dyeing sector and sweater continues adding fresh ideas and modules like business intelligence, state-of-the art technology, modern management practices and production technique.

Segment reporting

The company operates in one segment, which is the business of Dyeing & sweater.

Risk & Concerns

Changes in the existing global or national policies can have either positive or negative impacts for the company. Any scarcity or price hike of raw materials due to change in policy in the international market might hamper the production and profitability.

Moreover, the performance of the company may be affected by the political and economic instability both in Bangladesh and worldwide. Any instance of political turmoil and disturbance in the country may adversely affect the economy in general.

Similarly, risks and concern of the industry depends on the upcoming Government policy as well. However, garments being the major foreign currency earner have always enjoyed special consideration from all the successive Governments and expectation is that it will continue in the future.

A position on cost of goods sold, gross margin and net profit margin

Profit from Operation	30-June-20		30-June-19	
	Amount	Percentage	Amount	Percentage
Turnover	816,504,745	100%	1,186,867,655	100%
Cost of Goods Sold	730,613,196	89.48%	921,886,344	77.67%
Gross Profit	85,891,549	10.52%	264,981,311	22.33%
Net Profit during the year	(45,992,653)	-5.63%	119,969,210	10.11%

Discussion on continuity of extra-ordinary gain or loss

Extraordinary gains or losses refer to infrequent and unusual gain or loss and which is not part of the Company's ordinary/ day to day operations. As to the Company due to ongowing pandemic situation for Covid-19, our business impacted heavily being most of the Buyers are European & American region,

Related party transactions

Related party transactions are presented in note No. 41.00 of the notes to the financial statements.

Utilization of IPO Fund

The company has raised Tk. 43.00 core by issuing ordinary shares through IPO. By 31st October,2018 the company utilized total TK. 42,99,93,064/- of IPO fund by paying off Bank Term Loan Tk. 11,80,00,000/- Utilized of meeting IPO cost of Tk. 1,86,48,064. Utilized Tk. 24,33,00,000/- for capital Machineries. And Tk. 5,00,45,000/- for steel Structure and civil construction.

Significant variance of financial statements

The pandemic has slowed down the growth rate significantly. In this backdrop, 2019-2020 has been a defensive year for the Company. During this year the Company could not maintain its volume of revenue and profitability due to overall business impacted by COVID-19 pandemics. Our turnover has been significantly lower comparing to that of previous year.

Directors' Remuneration

Directors' remuneration is shown in the note no. 24 of the notes to the Financial Statements.

a) The financial statements together with notes thereon have been drawn up in conformity with the Companies Act. 1994 and Bangladesh Securities and Exchange Rules 1987. These statements present fairly the companies state of affairs, the result of its operations, cash flow and changes inequity.

b) Proper books and accounts of the company have been maintained.

c) Appropriate accounting policies have been applied consistently in preparation of the financial statements and the accounting estimates are based on reason able and prudent judgment.

d) The International Accounting standards(IAS)and International Financial Reporting standards(IFRS),as applicable in Bangladesh, have been followed in the preparation of the financial statements.

e) The systems of internal control is sound and have been implemented and monitored effectively.

f) 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;

g) No bonus share or stock dividend has been or shall be declared as interim dividend

Going Concern

This financial statement has been prepared on the assumption that the entity is a going concern and will continue its liquidate or curtail materially the scale of its operation.

The company has adequate resources to continue in operation for the foreseeable future .For this reasons the directors continue to adopt going concern basis in preparing the financial statement. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

Significant deviation of Operating Result

There is significant deviation from the last year's operating result of the Company Due to ongoing pandemic situation for Covid-19, our business impacted heavily being most of the Buyers are European & American region.

Key Operating and financial data of last 5 (five) years has been disclosed on page no (4).

Dividend

The Board of Directors has recommended 10% stock to the shareholders for the year ended June 30, 2020, subject to the approval in the forthcoming AGM.

Particulars	2019-2020	2018-2019
Profit available for Appropriation		
Profit/Loss after tax	(45,992,653)	119,969,210
Un-appropriated profit brought forward from previous year	283,925,626	282,646,416
Total Amount available for Appropriation	136,589,973	283,925,626
Appropriation		
Closing Retained Earnings at Year ended (before Proposed Final Dividend)	136,589,973	283,925,626
Proposed Dividend for the year ended 2020(10% stock), (10% stock)	111,477,300	101,343,000
Retained Earnings after Proposed Dividend	25,112,673	182,582,626

Board Meeting and Attendance

During the year 8 (eight) Board Meetings were held. The attendance records of the directors are given below:

Name of Directors	Attendance
Mrs. Rehana Alam	8
Mr. Sk. Nur Mohammed Azger	8
Sopon Saha, Nominee Director of Daudpur Rice Mills (Pvt.)	7
Mr. Md. Anwarul Hoque	8

Shareholding pattern

The shareholding of directors at the end of 30 June, 2020 is shown as bellow:

Sl No	Name of the Shareholder	Position	Shares Held	%
i.	**Parent/Subsidiary/Associated companies and other related parties**	-	-	-
ii	**Director, Chief Executive Officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and their Spouse and Minor Children:**			
	Mrs. Rehana Alam	Chairman	2,50,000	7.40%
	Sk. Nurul Alam	Sponsor Director	93,94,000	8.43%
	Sk. Nur Mohammed Azger	Director	25,41,000	2.28%
	Daudpur Rice Mills (Pv) Ltd.	Nominee Director	1,43,00,000	12.83%
	Md. Anwarul Hoque	Independent Director	-	0.00%
	Md. Amir Hossain	Chief Financial Officer	Nil	Nil
	Sarwar Ahamed	Company Secretary (CC)	Nil	Nil
	Mr. Rajiv Dutta	Head of Internal Audit	Nil	Nil
iii	**Executives:**	Nil	Nil	Nil
iv	**Shareholders holding 10% or more voting interest in the company:**			
	Daudpur Rice Mills (Pv) Ltd.	Nominee Director	1,43,00,000	12.83%

Directors involved in other Companies:

Sl No.	Name	Position in NDSL	Involvement	
			Name of the Company	Position
1	Mrs. Rehana Alam	Chairman	Nurani Knit Composit Ltd.	Chairman
			M/S Modern Cold Storage Ltd	Director
			Daudpur Soya Processing Ind. Ltd.	Director
			Duadpur Rice Mills (Pvt.) Ltd.	Director
2	Sk. Nur Mohammed Azger	Director	Nurani Knit Composit Ltd	Director
3	DaudpurRiceMills(Pv)Ltd.	Director	-	-
4	Md. Anwarul Hoque	Independent Director	-	-

Directors' appointment and re-appointment

With regard to the appointment, retirement and re-appointment of the directors, the company is governed by its Articles of Association, the Companies Act. 1994 and other related legislations, Accordingly, the following Directors of the Board will retire at the annual general meeting and be eligible to the offer themselves for the re-election:

1) Mrs. Rehana Alam
2) Mr. Sk. Nur Mohammed Azger

Sd/-
Chairman

Management discussion and analysis signed by CEO or Chairman

In the financial 2019-20, Nurani Dyeing & Sweater Ltd generated sales amounting to tk. 8,165 million, comparing to tk. 1,186 million in 2018-19.

In 2019-20, we had been performing well to reach the target until pandemic came to halt the situation. Pandemic affected us out of the blue and none of us was ready and prepared to cope with such deadly pandemic. We witnessed thousands of people had been dying around the world helplessly including the doctors who were treating the patients. There was no proven medication to deal with Covid-19. The last resort was to impose social distance resulting in lockdown across the world. The impact was the stagnant position of business, people were losing job, and the world economy was coming to shrink. Our export has been fell drastically, of which more than 80% of export comes through RMG. While the Bangladeshi economy is generating economic growth despite COVID -19, the pandemic has slowed down the growth rate significantly. In this backdrop, 2019-2020 has been a defensive year for the Company. During this year the Company could not maintain its volume of revenue and profitability due to overall business impacted by COVID-19 pandemics. Our turnover has been significantly lower comparing to that of previous year.

Accounting policy and estimation for preparing financial statements have been remained same as it was before. Hence, there is no effect in this regard.
Bangladesh's export earnings from the coronavirus-hit apparel sector are likely to fall by around $10 billion in 2020
from $33 billion in the previous calendar year. As a result, the country is surely going to face a massive shortfall in meeting its target of exporting $38.2 billion worth of apparel products in the current 2019-2020 fiscal year. Overall, the country is likely to earn $6-7 billion less from apparel exports in the ongoing fiscal as compared with the previous year. This will be a heavy blow to the country's overall export earnings which was $40.53 billion in the 2018-19 fiscal. Policy Research Institute of Bangladesh (PRI), said that export earnings from the sector may shrink by 30 percent year-on-year in FY2020 as exports witnessed a drastic fall in March and April 2020. The trend may continue to the next fiscal year. Meanwhile, Global Data recently made a forecast that Covid-19 will wipe off $297 billion from the global apparel market in 2020 – a 15.2-percent decline as compared to that in 2019.

As far as risks are concerned, Nurani Dyeing & Sweater Ltd. Is exposed to foreign exchange risk, Inflation risk .Foreign exchange risk is trade-off between export and import. As we have to make less payment against export earning, foreign exchange risk is mitigated. In terms of inflation, this is adjusted in sales price. Hence, company can mitigate this risk as well.

Chief Financial Officer, Company Secretary, Head of Internal Audit
As per corporate governance guidelines of BSEC, the company has allocated the responsibilities of the officials as follows:
Chief Financial Officer : Mr. Md. Amir Hossain Company Secretary: Mr. Sarwar Ahamed

Head of Internal Audit : Mr. Rajiv Dutta

Audit Committee

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

Nomination and Remuneration Committee
The Nomination and Remuneration Committee, as a sub-committee of the Board of Director has been constituted with three board of directors with one Independent director as a chairman. The company Secretary acts as Secretary to the Committee. The Nomination and Remuneration Committee assists 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 of the company. NRC is responsible to the Board of Directors and its roles and responsibilities are clearly set forth. Since the corporate governance code has been adopted on 03 June, 2018, we have been taking necessary steps to comply with.

Information Relating to Company Capital

Nurani Dyeing & Sweater Ltd. is a large sweater manufacturing Company in Bangladesh. The Company started its business with paid up Capital Tk. 5,00,000 lac (at 2009)and now its existing paid up capital stands at 1,114.77 million.The Authorized Capital of the Company is Tk.1,500 million. In 2017,the Company has raised its paid up capital byTk.430 million through IPO. The Company is listed with DSE &CSE.

Statutory Auditors

The Auditors of the Company, Shiraz Khan Basak & Co., Chartered Accountants ,86, Bir Uttam C.R Datta Road, (312, Sonargaon Road) Hatirpool, Dhaka-1205, Bangladesh. has carried out the audit of the Company for the year ended 30 June 2020. They were appointed as Statutory Auditor in 14th AGM.As per regulation 15(2)&(3) of DSE and CSE (listing) regulations, 2015

Existing auditor is eligible for re-appointment. Accordingly the Board of Directors has recommended re-appointment of Shiraz Khan Basak & Co., Chartered Accountants ,86, Bir Uttam C.R Datta Road, (312, Sonargaon Road) Hatirpool, Dhaka-1205, Bangladesh. A proposal for re-appointmentof Shiraz Khan Basak & Co., Chartered Accountants as auditor for the year 2020-21 of the Company will be placed in the up-coming 15th AGM for shareholders' approval and fixation of their fees.

Professional:

The Board of directors has recommended & appointed of A.K.M Delwer Hussain & Associates – Cost & Management Accountants, Akram Tower, Level8, 199, Bijoy Nagar, Dhaka-1000. as professional for compliance of corporate governance code for the year 2020-2021

Acknowledgement

I take this opportunity, on behalf of the Board of Directors, to express my heartfelt gratitude to all of our valued clients, shareholders and well-wishers home and aboard for their wholehearted co-operation and active support in discharging the responsibilities reposed on me and the Board during the year under review.

I also thank Register of Joint Stock Companies and firms (RJSC), Bangladesh Securities and Exchange Commission

(BSEC), Dhaka Stock Exchange Limited (DSE), Chittagong Stock Exchange Limited (CSE), Government and private sector Organization and many others for their sincere support and whole hearted co-operation to our company.

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

Thanks are also due to all directors, all executives, officers, staff and workers of the company for their excellent, sincere, dedicated efforts in achieving company's target during the year under review.
To ensure financial security we always welcome your suggestions and opinion to improve present and future services of the company.

I now appeal to the magnanimity of valued shareholders to kindly accept and approve the Auditors' Report, Annual Audited Accounts 2020 and Directors' Report placed before you. Thanking you,

On behalf of the Board of Directors,

Sd/-
Chairman

Annexure-A
[As per condition No.1(5)(xxvi)]

Nurani Dyeing & Sweater Limited
Declaration by Chairman and CFO

Date: 25.10.2020

Board of Directors
Nurani Dyeing & Sweater Limited
Fathapur, Feni

Subject: Declaration on Financial Statement for the year ended on 30 June 2020.

Dear Sirs,
Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/2017/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 Nurani Dyeing & Sweater Limited for the year ended on 30 June 2020 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;

(2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fairview;

(3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;

(4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;

(5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and

(6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that: -

(i) We have reviewed the financial statements for the year ended on 30 June 2020 and that to the best of our knowledge and belief:

  (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

  (b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.

(ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

Sd/-
Chairman

Sd/-
Chief FinancialOfficer

Audit committee report for the year ended June 30, 2020

Nurani Dyeing & Sweater Ltd. established an audit committee as a sub-committee of the Board of Director. The Committee supports the Board in fulfilling its oversight responsibilities.
The audit committee of Nurani Dyeing & Sweater Ltd. of the following Board members:

Md. Anwarul Hoque (Independent Director)
Chairman of the Committee

Sopon Saha
Member of the Committee

Sarwar Ahmed, Company Secretary (CC)
Secretary of the Committee

Meeting and Attendance

During 2019-2020, under review the Audit Committee of Nurani Dyeing & Sweater Ltd. met 4 (four) times on the following date:

1. October 22, 2019
2. November 14, 2019
3. January 28, 2020
4. June 27, 2020

Audit Meeting Attended by Members

Name	Position	Meeting Attended
Md. Anwarul Hoque , Independent Director	Chairman of the Committee	4
Sopon Saha	Member	4
Sarwar Ahmed, Company Secretary, (CC)	Member	4

Terms of Reference

The terms of reference of the committee has been agreed upon as follows:

- To review all internal & external audit report.
- To recommend the statutory annual audited financial statements to the Board of Directors for approval.
- To review the finding of the internal & External auditors.
- To review & approve the Annual "Audit Plant" of the Internal Audit Department.
- To monitor the implementation of the recommendations of the internal & external auditors.
- To review the performance of the external auditors & make recommendations to the Board regarding their appointment and fees.
- To review the quarterly, half yearly and annual financial statement before submission to the Board, focusing particularly on.
- To review the company's statement on internal control systems prior to endorsement by the Board.
- The Company secretary shall be the secretary of the audit committee.

Activities carried out during the year

The committee reviewed the integrity of the quarterly and annual financial statement and recommended to the board for consideration .The committee has overseen, reviewed and approved he procedure and task of the internal audit, financial report preparation and the financial status of the company and didn't find any material deviation, discrepancies or any adverse finding/ observation in the areas of reporting.

Recommendation

The audit committee recommended to the Board of directors that:

- The Financial Statement for the year ended 30th June, 2020 may be approved.
- Shiraz Khan Basak & Co., Chartered Accountants be appointed as the auditor of the company for the year ended 30th June, 2021 with the remuneration of Tk.250,000 (Two Lac Fifty Thousand)only including VAT & TAX subject to the approval of the members at the 15th Annual General Meeting of the company.

Oh behalf of the Audit Committee
Sd/-
Chairman
Audit Committee

Report on the Nomination and Remuneration Committee (NRC)

This Nomination and Remuneration Policy is being formulated in compliance with Notification No. BSEC/CMRR D/ 2006-158/ 207/Admin /80, Date: June 03, 2018 on Corporate Governance Code of Bangladesh Securities & Exchange Commission (BSEC). This policy on nomination and remuneration of Directors and top level executives of the company has been formulated by the Nomination and Remuneration Committee (NRC) and has been approved by the Board of Directors. This is a sub-committee of the Board. The Nomination and Remuneration Committee (NRC) of NURANI DYEING & SWEATER LTD. is Comprised of the following members:

Name	Position
Md. Anwarul Hoque (Independent Director)	Chairman
Sopon Saha, Nominee Director	Member
Sarwar Ahamed	Secretary of the Committee

During the year the committee held 1 (one) meeting, complying with the requirement of at least one meeting to be held during the year

Audit Meeting Attended by Members

Name	Position	Meeting Attended
Md. Anwarul Hoque , Independent Director	Chairman of the Committee	1
Sopon Saha, Nominee Director	Member	1
Sarwar Ahmed, Company Secretary (CC)	Member	1

Terms of Reference:
The terms of reference of the Nomination and Remuneration Committee (NRC) have been determined by the Board as per BSEC notification. The NRC 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 policy for formal process of considering remuneration of director, top level executive.

Role of the NRC:
• NRC Shall be independent and responsible or accountable to the Board and to the shareholders;
• To oversee, among others, the following matters and make report with recommendation to the Board:
(i) formulation the criteria for determining qualification, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, 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; and
(c) remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;

(ii) devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background.
(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;
(iv) formulating the criteria for evaluation of performance of independent director (s) and the Board
(v) identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and
(vi) developing, recommending and reviewing annually the Company's human resources and training policies;

Meeting of NRC:

The Nomination and Remuneration Committee met on June 26, 2020 of Nurani Dyeing & Sweater Ltd. ensured/observed the following activities:
1. Set up an organization structure where reporting line is clearly defined for the directors and top management team along with standard manpower planning exercise for each and every position for identifying the total requirement.
2. Set up standard pay structure for each job level based on education, experience and competency.
3. A target based on-line performance Management System to evaluate performance of employees. This KPI based PMS leads to Yearly Increment, Promotion of individual.
4. Employee Benefit policy to attract the job seekers and retain internal talents. Succession planning of the company to have our future leaders ready according to the requirements. Ensuring extensive training and development plant for the individual or group of people.
5. A transparent recruitment and selection policy where competent candidates get hired.
6. Practicing a clear career path system for employees which reflect in organization structure

Objective and Policy of the NRC Objective:
• the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors/ top management team required to run the company successfully;
• relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
• remuneration to directors, top level executives reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

Appointment and Removal of Director, Top Level Executives and Senior Management
a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, top level executives or at Senior Management level and recommend his/her appointment, as per Company's Policy.
b) A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient/satisfactory for the position.

Term/Tenure of Independent Director
All companies shall have effective representation of independent directors on their Boards. At least one-fifth (1/5) of the total number of directors in the company's Board shall be independent directors. Qualifications, experience and position of Independent Director shall be as per notification on Corporate Governance Code of Bangladesh Securities & Exchange Commission. The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM). The post of independent director (s) cannot remain vacant for more than 90 (ninety) days and the tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only. Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years] :

Evaluation
The Committee shall carry out evaluation of performance of Director and top level executives yearly or at such intervals as may be considered necessary.

Removal
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).

Retirement
The Director or top level executives shall retire as per policy of the Company. The Board will have the discretion to retain the Director of any top level executive even after attaining the retirement age, for the benefit of the Company.

Policy for Remuneration to Directors/Top Level Executives:
a) The Remuneration to be paid to Managing Director/Other directors as approved by the NRC Committee.
b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director and other Directors.
c) The Non-Executive/Independent Director may receive meeting fees and such other remuneration as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
d) The remuneration to top level executives shall be fixed consideration their performances and in accordance with the Company's Policy.

Implementation
The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals insupplement and for better implementation of this Policy as considered appropriate.

On behalf of the Nomination & Remuneration Committee

Sd/-
Chairman
Nomination & Remuneration Committee (NRC)

Application of International Financial Reporting Standards (IFRS) **& International** Accounting Standards (IAS)

IAS:1 Presentation of Financial Statements

IAS:2 Inventories

IAS:7 Statements of Cash Flows

IAS:8 Accounting Policies, Changes in Accounting Estimates and

Errors IAS:10 Events after the Reporting Period

IAS:12 Income Taxes

IAS:16 Property, Plant and

Equipment

IAS:21 The Effects of Changes in Foreign Exchange

Rates IAS:23 Borrowing Costs

IAS:24 Related Party

Disclosures IAS:33

Earnings per Share IAS:36

IAS: 36 Impairment of

Assets

IAS:37 Provisions, Contingent Liabilities and Assets

IAS:39 Financial Instruments: Recognition and Measurement

Nurani Dyeing & Sweater Ltd.

Status of Compliance with the Corporate Governance Guideline (CGC)

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

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
1	**Board of Directors**			
1.1	**Size of the Board of Directors**			
	The total number of the board members of the company shall not be less than 5 (five) and more than 20 (twenty)		√	including independent DirectorBoard has only 4 (four)Directors
1.2	**Independent Directors**			
1.2(a)	At least on fifth (1/5) of the total number of directors in the company's board shall be independent directors.	√		
1.2 (b)	For the purpose of this clause '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 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 years;	√		
1.2 (b) (iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	√		
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 apartner or an executive or was not apartner 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 independent 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);	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
1.2 (b)(x)	who has not been convicted for a criminal offence involving moral turpitude;	√		
1.2 (c)	Independent director shall be appointed by the Board of Directors and approved by the shareholders in the Annual General Meeting (AGM);	√		
1.2 (d)	The post of independent director cannot remain vacant for more than 90 (ninety) days;	√		
1.2 (e)	The tenure of office of an independent director shall be for a periodof3(three)years, which may be extended for 1 (one) term only;	√		
1.3	**Qualification of Independent Director(ID)**			
1.3 (a)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to business;	√		
1.3 (b)	Independent Director shall have following 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;	√		
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;	-		
1.3 (b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law;	-		
1.3 (b)(v)	Professional who is or was an advocate practicing atleast 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;	-		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
1.3 (c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	√		
1.3 (d)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission;			No such issue arose
1.4	**Duality of Chairperson 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 and/ or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√		
1.4 (b)	The Managing Director (MD) and/ or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	√		
1.4 (c)	The Chairperson of the Board shall be elected from among the non- executive directors of the company;	√		
1.4 (d)	The Board shall clearly define respective roles and responsibilities of the chairperson and the Managing Director and/ or Chief Executive Officer;	√		
1.4 (e)	In the absence of the chairperson of the Board, the 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.			No Such incidence arose
1.5	**The 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 (Act No. XVIII of1994):-			
1.5 (i)	An industry outlook and possible future developments in the industry;	√		
1.5 (ii)	The 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;	√		
1.5 (v)	A discussion on continuity of any Extra-Ordinary 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;	√		
1.5 (vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
1.5 (viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc.;			No such issue arose
1.5 (ix)	An explanation on any significant variance that occurs between Quarterly Financial performance and Annual Financial statements;	√		
1.5 (x)	A statement of remuneration paid to the directors including independent directors	√		
1.5 (xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes inequity;	√		
1.5 (xii)	Proper books of account of the issuer company have been maintained;	√		
1.5 (xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	√		
1.5 (xii)	Proper books of account of the issuer company have been maintained;	√		
1.5 (xiv)	International Accounting Standards (BAS) and International Financial Reporting Standards (BFRS), 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)	The system of internal control is sound in design and has been effectively implemented and monitored;	√		
1.5 (xvi)	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)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed;	√		
1.5 (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)	Key operating and financial data of at least preceding 5 (five) years shall be summarized;	√		
1.5 (xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	√		The Board declared dividend
1.5 (xxi)	Board statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
1.5 (xxii)	The total number of Board meetings held during the year and attendance by each director shall be disclosed;	√		
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/Subsidiary/Associated Companies and other related parties (name wise details);	√		
1.5 (xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wisedetails);	√		
1.5 (xxiii)(c)	Executives;	√		
1.5 (xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details);	√		
1.5 (xxiv)	In case of the appointment/re-appointment of a director the company shall disclose the following information to the shareholders:			
1.5 (xxiv)(a)	A brief resume of the director;	√		
1.5 (xxiv)(b)	Nature of his/her expertise in specific functional areas;	√		
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 company'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 and financial position as well as cash flows in absolute figure for such changes;	√		
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 financial position as well as cash flows with the peer industry scenario;	√		
1.5 (xxv)(e)	The financial and economic scenario of the country and the globe;	√		
1.5 (xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
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 to 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;	√		
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).	√		
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 ofinsider trading; relationship with environment, employees, customers and suppliers; and independency.	√		
2	Governance of Board of Directors of Subsidiary Company			
2 (a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;			N/A
2 (b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			N/A
2 (c)	The minutes of the Board meeting of the subsidiary company shall be placed or review at the following Board meeting of the holding company;			N/A
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;			N/A

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
2 (e)	The Audit Committee of the holding company shall also review the financial Statements, in particular the investments made by the subsidiary company.			N/A
3	**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	**Appointment**			
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);	√		
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, responsi-bilities 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 the Board Meetings**			
	The MD or CEO, CS, CFO and HIAC of the companies shall attend the meetings of the Board of Directors provided that the CS, CFO and /or the HIAC shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda itemrelating of 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 and CFO have reviewed financial statements for the year 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;	√		
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)	This is also certified that 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;	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
3.3 (c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		
4	**Board of Directors' Committee**			
	For ensuring good governance in the company, the Board shall have at least following subcommittees:	√		
4 (i)	Audit Committee;	√		
4 (ii)	Nomination and Remuneration Committee;	√		
5	**Audit Committee**			
5.1	**Responsibility to the Board of Directors**			
5.1 (a)	The company shall have an Audit Committee as a sub-committee of the Board of Directors;	√		
5.1 (b)	The Audit Committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	√		
5.1 (c)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	√		
5.2	**Constitution of Audit Committee**			
5.2 (a)	The Audit Committee shall be composed of at least 3 (three) members;	√		
5.2 (b)	The Board of Directors shall appoint members of the Audit Committee who shall be directors of the company and shall include at least 1 (one) independent director;	√		
5.2 (c)	All members of the audit committee should be" financially literate" and at least 1(one) 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 the Committee members expires or there is any circumstance causing any Commit- tee member to be unable to hold office until expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board of Directors shall appoint the new Committee member(s) to fill up the vacancy (ies) immediately or not later than 1(one) month from the date of vacancy (ies) in the Committee to ensure continuity of the performance of work of the Audit Committee;			No Such incidence arose
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.	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
5.3	**Chairman of the Audit Committee**			
5.3 (a)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director;	√		
5.3 (b)	The quorum of the meeting of the Audit Committee shall 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.			No Such incidence arose
5.3 (c)	Chairman of the audit committee shall remain present in the Annual General Meeting (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;	√		
5.4 (b)	The quorum of the meeting of the Audit Committee shall 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 shall include the following:**			
5.5 (a)	Oversee the financial reporting process;	√		
5.5 (b)	Monitor choice of accounting policies and principles;	√		
5.5 (c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5.5 (d)	Oversee hiring and performance of external auditors;	√		
5.5 (e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5.5 (f)	Review along with the management, the annual financial statements before submission to the board for approval;	√		
5.5 (g)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval;	√		
5.5 (h)	Review the adequacy of internal audit function;	√		
5.5 (i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	√		
5.5 (j)	Review statement of significant related party transac-tions submitted by the management;	√		
5.5 (k)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors;	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
5.5 (l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;	√		
5.5 (m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission:	√		Utilization status of IPO fund describe in Directors' Report of Annual report
5.6	**Reporting of the Audit Committee**			
5.6 (a)	**Reporting to the Board of Directors**			
5.6 (a)(i)	The Audit Committee shall report on its activities to the Board of Directors.	√		
5.6 (a)(ii)	The Audit committee shall immediately report to the Board of Directors on the following findings, if any;			
5.6 (a)(ii)(a)	Report on conflicts of interests;			No such incident arose
5.6 (a) (ii)(b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;			No such incident arose
5.6 (a) (ii)(c)	Suspected infringement of laws, including securities related laws, rules and regulations; and			No such incident arose
5.6 (a) (ii)(d)	Any other matter which shall be disclosed to the Board of Directors immediately			No such incident arose
5.6 (b)	**Reporting to the Authorities**			
	If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission ,upon reporting of such matters to the Board of Directors for three times or completion of aperiod of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier.			No such incident arose
5.7	**Reporting to the Shareholders and General Investors**			
	Report on activities carried out by Audit Committee, including any report made to the Board of Directors under condition 5(6)(a)(ii) above during the year shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.			No report has been made under code 5 (6) (a) (ii)
6	**Nomination and Remuneration Committee (NRC)**			
6.1	**Responsibility to the Board of Directors**			

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
5.3	**Chairman of the Audit Committee**			
5.3 (a)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director;	√		
5.3 (b)	The quorum of the meeting of the Audit Committee shall 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.			No Such incidence arose
5.3 (c)	Chairman of the audit committee shall remain present in the Annual General Meeting (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;	√		
5.4 (b)	The quorum of the meeting of the Audit Committee shall 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 shall include the following:**			
5.5 (a)	Oversee the financial reporting process;	√		
5.5 (b)	Monitor choice of accounting policies and principles;	√		
5.5 (c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5.5 (d)	Oversee hiring and performance of external auditors;	√		
5.5 (e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5.5 (f)	Review along with the management, the annual financial statements before submission to the board for approval;	√		
5.5 (g)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval;	√		
5.5 (h)	Review the adequacy of internal audit function;	√		
5.5 (i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	√		
5.5 (j)	Review statement of significant related party transac-tions submitted by the management;	√		
5.5 (k)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors;	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (If any)
		Complied	Non-complied	
6.3 (c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders.	√		
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;			No such meetings conveyed by the chairman upon request by any member of the NRC
6.4 (c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	√		
6.4 (d)	The proceedings of each meeting of the NRC shall 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 accountable to the Board and shareholders;	√		
6.5 (b)	NRC shall oversee, among others, the following matters:			
6.5 (b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policyto the Board, 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 successfully;	√		
6.5 (b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;	√		
6.5 (b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	√		
6.5 (b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		
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;	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
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 nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	√		
7	**External/Statutory Auditors.**			
7.1	The issuer company shall not engage its external or statutory auditors to perform the following services of the company ,namely:-	√		
7.1 (i)	Appraisal or valuation services or fairness opinions;	√		
7.1 (ii)	Financial information systems design and implementation	√		
7.1 (iii)	Book-keeping or other services related to the accounting records or financial statements;	√		
7.1 (iv)	Broker-dealer services;	√		
7.1 (v)	Actuarial services;	√		
7.1 (vi)	Internal audit services or special audit services;	√		
7.1 (vii)	any service that the Audit Committee determines;	√		
7.1 (viii)	Audit/certification services on compliance of corporate governance as required under clause (i) of condition No. 9(1);	√		
7.1 (ix)	Any other service that creates conflict of interest;	√		
7.2	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company	√		
7.3	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	√		
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**			

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
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 regarding 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** attached, in the directors' report whether the company has complied with these conditions.	√		

Photo Gallery












১৪তম বার্ষিক সাধারণ সভা
14th Annual General Meeting
Nurani Dyeing & Sweater


১৪তম বার্ষিক সাধারণ সভা
14th Annual General Meeting
Nurani Dyeing & Sweater Ltd


& Sweater Ltd


১৪তম বার্ষিক সাধারণ সভা
14th Annual General Meeting
Nurani Dyeing
weater Ltd



Independent Auditor's Report
To the shareholders of
Nurani Dyeing & Sweater Limited

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of **Nurani Dyeing & Sweater Limited** (the Company), which comprise the statement of financial position as at June 30, 2020, and statement of profit or loss & other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying financial statements gives a true and fair view, in all material respects, the financial position of the Company as at June 30, 2020, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

Basis for Qualified Opinion

1. The volume of inventories is so high in comparison to purchase, production capacity, cost of goods sold and turnover as a whole and has been increasing years to years. We were not able to verify the inventories physically as on 30 June, 2020 due to COVID-19 risks. However, no technical status report as on 30 June, 2020 on the quantity, quality and value of inventories has been provided to us by the management. As such, we could not verify the physical existence with quality and saleable value of inventories. Movement of inventory were not recorded properly by the company and no valid evidence were provided to us conforming the stock or its net realizable value and no provision for written off the value of unsalable portion of inventories has been accounted for.

2. The balance of accounts receivable has been increasing years to years. No latest status report thereof and confirmation certificate of lying balances as on 30 June, 2020 with the concerned parties have been provided. About 53.7% of total sales are lying as trade receivables. The ageing period is unlikely in comparison to other companies of the same industry. The company could not provide proper supporting documents for balances of receivables or any policy regarding recoverability of these receivables. Hence, recovery of accounts receivable and also existence of the balances as on date is doubtful, but no provision for bad debts has been accounted for.

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of 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) together with the ethical requirements that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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.

Risk	Our response to the risk
Revenue Recognition	
At year-end the reported total revenue of Tk. 816,504,745. The company generates revenue from the sale of goods to export customers as a deem exporter. Its product primarily comprises sale of sewing thread. The timing of the revenue recognized and realized increases the risk of exposure of revenue to foreign exchange fluctuations. We identified revenue recognition as key audit matter as it is one of the key performance indicators of the Company, which give rise to an inherent risk of the existence and the accuracy of the revenue. .	We have tested the design and operating effectiveness of key controls focusing on the following: ➢ Obtaining an understanding of and assessing the design and operating effectiveness of controls designed to ensure that revenue is recognized in the appropriate accounting period. ➢ Segregation of duties in invoice creation and modification and timing of revenue recognition. ➢ Assessing the appropriateness of the Company's accounting policies for revenue recognition and compliance of those policies with applicable accounting standards. ➢ Obtain supporting documentation for sale transaction recorded either side of year-end to determine whether revenue was recognized in the current period. ➢ Comparing a sample of revenue transactions recognized during the year with the sale invoices and other relevant underlying documentation. ➢ Critically assessing manual journals posted to revenue to identify unusual or irregular items, and finally assessed the appropriateness and presentation of disclosures against relevant accounting standards.
Please see note no. 22 to the Statement of profit or loss & other Comprehensive Income.	

Risk	Our response to the risk
Property, Plant and Equipment	
The carrying value of the PPE amounted to Tk. 773,565,945 as at 30 June, 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. Classification of the expenditures involves 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 assessed 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 listing 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 other documents to determine whether the classification between capital and operating expenditure 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.
See note no. 5.00 & 6.00 to the financial statements	

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 auditor's report thereon. The directors are responsible for the other information.

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

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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, The Companies Act 1994, The Securities and Exchange Rules 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. The Companies Act, 1994 require the management to ensure effective internal audit, internal control and risk management functions of the company.

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 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 accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosers 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 event in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements we are responsible for the direction, supervision and performance of the company audit. We solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine

that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory Requirements

In accordance with The Companies Act 1994, and The Securities and Exchange Rules 1987 and relevant notifications issues by Bangladesh Securities and Exchange Commission, we also report that:

a) 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;
b) In our opinion, proper books of accounts , records and other statutory books as required by law have been kept by the company so far as it appeared from our examinations of those books;
c) The Statement of Financial Position, Statement of Profit or Loss & Other Comprehensive Income and Statement of Changes in Equity and Statement of Cash Flows of the Company dealt with by the report are in agreement with the books of accounts and returns; and
d) The expenditure incurred was for the purpose of the Company's business.

Sd/-

Dated: 28 October, 2020
Dhaka

Ramendra Nath Basak, FCA
Partner
Shiraz Khan Basak & Co.
Chartered Accountants

Nurani Dyeing & Sweater Ltd.

Statement of Financial Position

As at June 30, 2020

Particulars	Notes	Amount in Taka	
		June 30,2020	June 30,2019
Assets			
Non-Current Assets		**939,808,782**	**988,702,627**
Property, Plant and Equipment	**05.00**	773,565,945	842,326,070
Capital Work in Progress	**06.00**	166,242,837	146,376,557
Current Assets		**1,246,892,302**	**1,159,768,059**
Inventories	**07.00**	579,190,908	502,379,372
Accounts Receivable	**08.00**	438,628,397	413,000,945
Advances, Deposits & Prepayments	**09.00**	225,340,810	240,504,829
Investments	**10.00**	2,369,837	2,210,669
Interest Receivable	**11.00**	44,213	19,982
Cash & Cash Equivalents	**12.00**	1,318,137	1,652,262
Total Assets		**2,186,701,084**	**2,148,470,686**
Shareholders Equity & Liabilities			
Equity and Reserve		**1,251,362,973**	**1,297,355,626**
Share Capital	**13.00**	1,114,773,000	1,013,430,000
Retained Earnings	**14.00**	136,589,973	283,925,626
Non-Current Liabilities		**568,580,250**	**397,730,559**
Term Loan	**15.00**	568,580,250	397,730,559
Current Liabilities		**366,757,861**	**453,384,501**
Current Portion of Term Loan	**16.00**	189,526,750	265,153,705
Accounts Payable	**17.00**	70,666,024	73,524,977
Short Term Loan	**18.00**	81,508,074	79,443,754
Liabilities For Expenses	**19.00**	3,155,115	8,454,768
Provision for Tax	**20.00**	18,862,594	23,767,993
Dividend Payable	**21.00**	3,039,304	3,039,304
Total Equity & Liabilities		**2,186,701,084**	**2,148,470,686**
Net Asset Value (NAV) Per Share	**31.00**	**11.23**	**12.80**

The annexed notes (1-42) are integral part of these financial statements.

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
Chairman	**Director**	**Independent Director**	**Company Secretary**	**Chief Financial Officer**

Signed in terms of separate report on the same date

Sd/-
Shiraz Khan Basak & Co.
Chartered Accountants

Dhaka, October 28,2020

An associate firm of D.N. Gupta & associates

Nurani Dyeing & Sweater Ltd.

Statement of Profit or Loss and Other Comprehensive Income

For the year ended June 30, 2020

Particulars	Notes	Amount in Taka	
		June 30,2020	June 30,2019
Revenue	22.00	816,504,745	1,186,867,655
Less: Cost of Goods Sold	23.00	730,613,196	921,886,344
Gross Profit		**85,891,549**	**264,981,311**
Less: Administrative Expenses	24.00	24,844,683	31,409,438
Less: Selling and Distribution Expenses	25.00	7,109,751	7,265,944
Profit from Operation		**53,937,114**	**226,305,929**
Less: Foreign Exchanges Loss	26.00	117,014	416,961
Add: Non Operating Income	27.00	178,021	3,028,360
Less: Financial Expenses	28.00	99,990,774	91,377,036
Net Profit Before Tax		**(45,992,653)**	**137,540,292**
Less: Income Tax Expenses			
Current Tax	29.00	-	17,571,081
Net Profit After Tax		**(45,992,653)**	**119,969,210**
Basic Earnings per Share	30.00	**(0.41)**	**1.18**
Diluted Earning per Share	30.01	**(0.41)**	**1.08**

The annexed notes (1-42) are integral part of these financial statements.

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
Chairman	**Director**	**Independent Director**	**Company Secretary**	**Chief Financial Officer**

Signed in terms of separate report on the same date

Sd/-
Shiraz Khan Basak & Co.
Chartered Accountants

Dhaka, October 28,2020

Nurani Dyeing & Sweater Ltd.
Statement of Changes in Equity
For the year ended June 30, 2020

Particulars	Amount in Taka		
	Share Capital	Retained Earnings	Total
Balance as on 01.07.2019	1,013,430,000	283,925,626	1,297,355,626
Issuance Share Capital (10,043,000 Ordinary Shares of Tk. 10 each)	101,343,000	-	101,343,000
Net profit during the year	-	(45,992,653)	(45,992,653)
Stock Dividend (2018-2019)@10%	-	(101,343,000)	(101,343,000)
Closing Balance as on 30.06.2019	**1,114,773,000**	**136,589,973**	**1,251,362,973**

For the year ended June 30, 2019

Particulars	Amount in Taka		
	Share Capital	Retained Earnings	Total
Balance as on 01.07.2018	913,000,000	282,646,416	1,195,646,416
Issuance Share Capital (10,043,000 Ordinary Shares of Tk. 10 each)	100,430,000	-	100,430,000
Net profit during the year	-	119,969,210	119,969,210
Stock Dividend (2017-2018)@11%	-	(100,430,000)	(100,430,000)
Cash Dividend for the year 2017-2018 (913,000,000 @2%)	-	(18,260,000)	(18,260,000)
Closing Balance as on 30.06.2019	**1,013,430,000**	**283,925,626**	**1,297,355,626**

The annexed notes (1-42) are integral part of these financial statements.

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
Chairman	**Director**	**Independent Director**	**Company Secretary**	**Chief Financial Officer**

Signed in terms of separate report on the same date

Sd/-
Shiraz Khan Basak & Co.
Chartered Accountants

Dhaka, October 28,2020

An associate firm of D.N. Gupta & associates

Nurani Dyeing & Sweater Ltd.
Statement of Cash Flows
For the year ended June 30, 2020

Particulars	Amount in Taka	
	June 30,2020	June 30,2019
Cash Flows from Operating Activities:		
Cash Collection from Turnover	790,877,293	1,140,584,251
Cash Paid to Suppliers	(670,037,510)	(900,632,648)
Cash Paid to Employees	(69,460,016)	(82,098,310)
Cash Paid to Others	(21,311,378)	(18,367,948)
Cash generated from operation	**30,068,389**	**139,485,346**
Interest Paid	(99,990,774)	(91,377,036)
Income Tax Paid	(4,905,399)	(7,114,373)
Net Cash provided from Operating Activities:(A)	**(74,827,785)**	**40,993,937**
Cash Flows from Investing Activities:		
Acquisition of Property, Plant & Equipment	(2,767,072)	(268,889,224)
Payment for Capital Work in Progress	(19,866,280)	(39,158,376)
Investment in Fixed deposits Receipt (FDR)	(159,168)	187,280,252
Net Cash used in Investing Activities:(B)	**(22,792,520)**	**(120,767,348)**
Cash flows from Financing Activities		
Cash Divident Paid	-	(15,220,696)
Received/(Payment) of Short Term Loan	2,064,320	5,226,445
Received/(Payment) of Long Term Loan	95,222,736	81,619,240
Net Cash provided by/(used) in Financing Activities:(C)	**97,287,057**	**71,624,990**
Net increase/(decrease) in Cash & Cash Equivalents: (A+B+C)	**(333,249)**	**(8,148,423)**
Cash & Cash Equivalents at the beginning of the period	1,652,262	9,801,854
Cash & Cash equivalents at the end of the year excluding unrealized foreign exchange gain / Loss	**1,319,013**	**1,653,431**
Less: Unrealized foreign exchange gain / Loss in Cash & Cash equivalents	(877)	(1,170)
Cash & Cash equivalents at the end of the year Including unrealized foreign exchange gain / Loss	**1,318,136**	**1,652,261**

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
Chairman	**Director**	**Independent Director**	**Company Secretary**	**Chief Financial Officer**

Sd/-
Shiraz Khan Basak & Co.
Chartered Accountants

Dhaka, October 28,2020

Nurani Dyeing & Sweater Ltd.
Notes to the Financial Statements
As at and for the year ended June 30, 2020

01.00 Legal Status of the Company

Nurani Dyeing & Sweater Ltd. (The Company) was incorporated in Bangladesh on December 14, 2005 Vide Registration No. CH -5656, as a Private Limited Company under The Companies Act 1994. The company was converted to Public Limited Company from Private Limited Company as at December 07, 2014. The Company floated its share to the public through Initial Public Offering in May 02, 2017 and the Company listed in Dhaka & Chittagong Stock Exchange on May 18,2017 .

Registered office of the company

The registered office and principal place of business of the company is situated at 304, SK. Mujib Road, Agrabad C/A, Chittagong and the manufacturing establishment is located at Fatepur, Feni.

01.01 Nature of business activities

Nurani Dyeing & Sweater Limited runs the business of 100% export oriented Sweater industries to carry out business of dyeing of yarn, knitting of various types of sweater.

02.00 Basis of preparation

02.01 Statement of compliance

The financial statements have been prepared in accordance with the requirements of the Companies Act 1994, the Securities & Exchange Rules 1987, the International Accounting Standards (IASs) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) as well as the other applicable laws and regulations.

This comprises Statement of Financial Position, Statement of Profit or Loss and other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows, notes and explanatory materials covering accounting policies.

02.02 Basis of measurement

The financial statements have been prepared under the historical cost convention as modified to include the revaluation of certain property, plant and equipment.

02.03 Use of estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting polices and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an on going basis.

02.04 Applicable standards

The following IASs are applicable for the financial statements:

IAS:1 Presentation of Financial Statements
IAS:2 Inventories
IAS:7 Statements of Cash Flows
IAS:8 Accounting Policies, Changes in Accounting Estimates and Errors
IAS:10 Events after the reporting period
IAS:12 Income Taxes
IAS:16 Property, Plant and Equipment
IAS:21 The Effects of Changes in Foreign Exchange Rates
IAS:23 Borrowing Costs
IAS:24 Related Party Disclosures
IAS:33 Earnings Per Share
IAS:36 Impairment of Assets
IAS:37 Provisions, Contingent Liabilities and Assets
IAS:39 Financial Instruments: Recognition and Measurement
IFRS:15 Revenue from contract with customer

02.05 Going concern

This financial statement has been prepared on the assumption that the entity is a going concern and will continue its business for the foreseeable future. Hence, it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

The company has adequate resources to continue its operation for the foreseeable future. As such, the directors intended to adopt the going concern basis in preparing the financial statements. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

02.06 Accrual Basis

The financial Statements have been prepared except cash flow information, using the accrual basis of accounting.

02.07 Functional and presentational currency

The financial statements are prepared and presented in Bangladesh Currency (Taka), which is the company's' functional currency. All financial information presented have been rounded off to the nearest Taka except where indicated otherwise. Figures in brackets indicate deductions.

02.08 Reporting period

The financial Statements have been prepared covering one year from 01 July 2018 , to June 30 2020.

03.00 Significant accounting polices

The specific accounting policies selected and applied by the company's directors for significant transactions and events that have material effect within the framework of IAS-1 "Presentation of Financial Statements", in preparation and presentation of financial statements have been consistently applied throughout the period and were also consistent with those used in earlier periods.

For a proper understanding of the financial statements, these accounting policies are set out below in one place as prescribed by the IAS-1 "Presentation of Financial Statements". The recommendations of IAS-1 relating the format of financial statements were also taken into full consideration for fair presentation.

03.01 Financial Instruments

Derivative

According to IFRS-7, "Financial Instruments Disclosures" the company was not a party to any derivative contract (financial instruments) at the Balance Sheet Date, such as forward exchange contracts, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

Non-Derivative

Non-derivative financial instruments comprise of accounts and other receivable, borrowings and other payables and are shown at transaction cost as per IAS-39: "Financial Instruments: Recognition and Measurement".

03.02 Property, plant and equipment

03.2.1 Recognition and Measurement

These are capitalized at cost of acquisition and subsequently stated at cost or valuation less accumulated depreciation and impairment losses. The cost of acquisition comprises of purchase price, including import duties and non-refundable Taxes and any directly attributable cost of bringing the assets to its working condition for its intended use.

On retirement or otherwise disposal of fixed assets, the cost and accumulated depreciation are eliminated and any gain or loss on such disposal is reflected in the income statement which is determined with reference to the net book value of assets and the net sales proceeds.

03.2.2 Subsequent costs

The cost of replacing 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 reliable. The costs of the day-to-day servicing of property, plant and equipment are recognized in the Income Statement as incurred.

03.2.3 Depreciation on Property Plant and Equipment

No depreciation is charged on land & land development. Depreciation on all other fixed assets is computed using the reducing balance method and depreciation has charged on addition of fixed assets when it is available for use during the year.

The annual rates of depreciation applicable to the principal categories of fixed assets are:

Particulars	Rate of Depreciation
Land and Land Development	0%
Factory Building	5%
Machinery	10%
Electric Equipment & Installation	10%
Laboratory Equipment	10%
Generator	15%
Gas Line Installation	8%
Tube Well	10%
ETP	10%
Vehicle	20%
Furniture & Fixture	10%
Office Equipment	10%

03.03 Inventories

Valuation of inventories has made on cost or market value whichever is less as per IAS-2. Inventories comprises of raw materials, Work-in-Process, Finished goods and Stores & Spares. Raw materials and Stores and Spares have been valued at average cost. Work-in-Process has been valued at prime cost basis as required by IAS-2 with proportionate addition of Factory Overheads. Finished goods have been valued at cost of material and other production overhead attributable to bringing the goods to the state of sale under the convention of IAS-2.

03.04 Accounts receivables

These are carried at their original invoiced amount and represents net realizable value. Management considered the entire bills receivable are good and is collectable and therefore, no amount was provided for as bad debt in the current year account.

03.05 Cash and cash equivalents

Cash in hand and cash at banks have been considered as Cash and Cash Equivalents for the preparation of these financial statements, which were held and available for use by company without any restriction and there was insignificant risk of changes in value of the same.

03.06 Statements of Cash Flows

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

03.07 Investments

Income on Investment is recognized on accrual basis.

03.08 Capital Raise through Initial Public Offering (IPO)

The company has been raised their Capital by issuing ordinary share through Initial Public Offering (IPO). The collected amount is Tk. 430,000,000 by issuing 43,000,000 ordinary shares of Tk. 10.00 per share. The company raised their Capital after receiving of consent letter vide reference no. BSEC/CI/IPO-250/2015/115 dated March 02, 2017 from Bangladesh Securities & Exchange Commission.

03.09 Borrowing Costs

Borrowing costs that are not directly attributable to the acquisition, construction or production of qualifying assets are recognized in profit or loss using effective interest method. Borrowing cost incurred against loan for expansion of project has been capitalized under effective interest rate method as per IAS-23: "Borrowing Cost".

03.10 Related party disclosure:

Related party is considered if the party is related to the company and exerts significant influence over day to day transactions of the subject gain as per IAS-24.

03.11 Accrued Expenses and Other Payables

Liabilities are recognized for the goods and services received, whether paid or not for those goods and services. Payables are not interest bearing and are stated at their nominal value.

03.12 Workers Profit Participation Fund

As per provisions of Bangladesh Labor Law, 2006 (Amendment 2013) ,Section 232(3), in case of a 100% export oriented industrial sector or for any industry investing 100% foreign exchange, the Government, through enactment of Rule, shall adopt required provisions with regard to formation of sector based central fund comprising of buyers and owners, form a Board to execute that fund, determine contributions and their realization procedure and provisions for utilization of the money for the welfare of the beneficiaries in the sector. The above mentioned board not yet formed. Hence we have not made any provision on profit against WPPF .

03.13 Advances, deposits and prepayments

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

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition prepayments are carried at cost less charges to Income Statement.

03.14 Responsibility of the Preparation and Presentation of the Financial Statements

The Board of Directors are responsible for preparing and presenting the financial statements in accordance with IAS and other applicable laws including adequate disclosures, who approved and authorized for issue of this financial statements.

03.15 Events after the Reporting Period

In compliance with the requirements of IAS 10: Events After the Balance Sheet Date, post balance sheet events that provide additional information about the company's position at the balance sheet date are reflected in the financial statements. Events after the balance sheet date that are non adjusting events are disclosed in the notes when material.

03.16 Taxation

Provision for Taxation

Provision for current income tax has been made at the rate of 25% as prescribed in the Income Tax ordinance, 1984 on the accounting profit made by the Company in compliance with **IAS-12: "Income Taxes".**

03.17 Earnings Per Share

This has been calculated in compliance with the requirements of **IAS 33: Earnings Per Share** by dividing the basic earnings by the weighted average number of ordinary shares outstanding during the year.

03.18 Foreign Currency Transactions

Foreign currency transactions are recorded, on initial recognition in the functional currency at the spot exchange rate ruling at the transaction date.

At the end of each reporting year , in compliance with the provision of **IAS 21: "The Effects of Changes in Foreign Exchange Rates"** are determined as under

(a) Foreign currency monetary items are translated using the closing rate.

b) Non-monetary items that are measured in terms of historical costs in a foreign currency are translated using the exchange rate at the date of the transaction.

c) Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rate at the date when the fair value is determined

Exchange differences arising on the settlement of monetary items or on translating monetary Items at rate different from those at which they were translated on initial recognition during the year, as such any gain or loss arisen out of transactions Foreign Currency was charged under head of selling expenses.

03.19 Impairment of Assets

All fixed assets have been reviewed and it was confirmed that no such fixed assets have been impaired during the year and for this reason no provision has been made for Impairment of assets as per IAS 36 impairment of assets.

03.20 Contingent Assets and Liabilities

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

A contingent liabilities is disclosed when it is a possible obligation that arises from the past event and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

The company has no contingent assets or liabilities which require disclosure under **IAS-37: "Contingent assets and contingent liabilities"** are not recognized in the financial statements.

03.21 Revenue From Contracts With Customers

In compliance with the requirements of **IFRS - 15: "Revenue"**, revenue from receipts from customers against sales is recognized when products are dispatched to customers, that is, when the significant risk and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably.

03.22 Comparative Information

Comparative information have been disclosed in respect of the previous years for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current year's financial statements.

04.00 Additional Information on Financial Statements:

04.01 Responsibility for the preparation and presentation of Financial Statements

The Board of Directors and Management of the company are responsible for the preparation and presentation of Financial Statements under section 183 of the Companies Act 1994, and Corporate Governance Guideline issued by the Bangladesh Securities and Exchange Commission as per the provision of "The Framework for the preparation and presentation of Financial Statements" issued by the International Accounting Standards Committee (IASC).

04.02 Authorization date for issuing Financial Statements

The Financial Statements were authorized by the Board of Directors on October 28, 2020 for issue after the completion of review.

04.03 Components of the Financial Statements

According to IAS-1 **"Presentation of Financial Statements"** the complete set of Financial Statement includes of the following components

1) Statement of Financial Position as at June 30, 2020.
2) Statement of Profit or Loss and other Comprehensive Income for the year ended June 30, 2020.
3) Statement of Changes in Equity for the year ended June 30, 2020.
4) Statement of Cash Flows for the year ended June 30, 2020.
5) Explanatory notes to the Financial Statements as at and for the year ended June 30, 2020.

		Amount in Taka	
		June 30 ,2020	June 30 ,2019
05.00	**Property, Plant and Equipment: Tk. 773,565,945**		
	This is made up as follows:		
	Particulars		
	Opening Balance (at cost)	1,218,439,414	882,780,782
	Add: Addition made during the year	2,767,072	335,658,632
	Closing Balance	**1,221,206,486**	**1,218,439,414**
	Less: Accumulated Depreciation	447,640,541	376,113,344
	Written Down Value	**773,565,945**	**842,326,070**

Details of Property, Plant and Equipment and Depreciation are shown in the annexed **(Annexure- A)**.

06.00	**Capital Work in Progress: Tk. 166,242,837**		
	This is made up as follows:		
	Particulars		
	ETP		
	Opening Balance	64,333,504	61,549,710
	Add: Addition during the year	9,897,306	2,783,794
	Sub total	**74,230,810**	**64,333,504**
	Buildings Renovation for Accord		
	Opening Balance	82,043,053	78,535,514
	Add: Addition during the year	9,968,974	3,507,539
	Sub total	**92,012,027**	**82,043,053**
	Factory Building & Steel Structure		
	Opening Balance		33,902,365
	Add: Addition during the year		32,867,043
	Less: Transfer to Non-Current Assets		66,769,408
	Sub total		-
	Grand Total	**166,242,837**	**146,376,557**
07.00	**Inventories: Tk. 579,190,908**		
	This is made up as follows:		
	Particulars -		
	Yarn -	357,720,870	314,985,791
	Dyes & Chemicals	124,781,753	108,393,547
	Spares Parts and Accessories	31,694,218	31,571,040
	Work in process	16,435,120	7,450,454
	Finished Goods	48,558,947	39,978,540
	Total	**579,190,908**	**502,379,372**
08.00	**Accounts Receivable: Tk. 438,628,397**		
	This is made up as follows:		
	Particulars		
	Accounts Receivable	439,035,975	413,498,537
	Less: Unrealized Foreign Exchange Gain/Loss	407,578	497,592
	Total:	**438,628,397**	**413,000,945**
	Aging of Accounts Receivable:		
	Less than Six months	438,628,397	413,000,945
	More than six months	-	-
	Total:	**438,628,397**	**413,000,945**

	Amount in Taka	
	June 30 ,2020	June 30 ,2019

The amount of receivable considered fully secured and guaranteed by export letter of credit opening bank against export order and is considered good & realizable as per the terms of export letter of credit. The classification of receivables as required by the Schedule XI of the Part 1.Para-4 Companies Act, 1994 are given bellow:

Sl.	Particulars		Amount in Taka
I	Receivables considered good in respect of which the company is fully secured.	438,628,397	413,000,945
II	Receivables considered good in respect of which the company holds no security other than the debtor personal security .		-
III	Receivable considered doubtful or bad.		-
IV	Accounts Receivable due by any director or other officer of the company or any of them either severally or jointly with any other person or debts due firm or private companies respectively in which any director is a partner or a director or a member to be separately stated.		-
V	Receivables due by companies under the same management to be disclosed with the names of the companies;		-
Total:		**438,628,397**	**413,000,945**

09.00 Advances, Deposits & Prepayments: Tk. 225,340,810

This is made up as follows:

Particulars			
Tax Deductions at Source	Notes: 09.01	658,193	658,193
L/C Margin		113,096,858	120,356,453
Office Rent		500,000	300,000
FBPAR		109,878,650	117,983,074
Security Deposit	Notes: 09.02	1,207,109	1,207,109
Total		**225,340,810**	**240,504,829**

09.01 Tax Deductions at Source: Tk. 658,193

This is made up as follows:

Particulars		
Opening Balance	658,193	658,193
Add: Paid during the year	-	-
TDS on Export	4,899,028	6,813,535
AIT for renewal of Vehicles	-	-
Source Tax on Bank Interest	6,371	300,838
Less: Adjust With Current year Income Tax Provision	4,905,399	7,114,373
Total	**658,193**	**658,193**

			Amount in Taka	
			June 30 ,2020	June 30 ,2019
09.02	**Security Deposit: Tk. 1,207,109**			
	This is made up as follows:			
	Particulars			
	Bakrabad Gas System LTD (As per last A/C)		665,759	665,759
	Power Development Board (As per last A/C)		541,350	541,350
	Total:		**1,207,109**	**1,207,109**
10.00	**Investments: Tk. 2,369,837**			
	This is made up as follows:			
	Particulars			
	FDR		2,210,669	189,490,921
	Add: Interest Received		176,854	2,971,492
	Less: Encashment		-	189,882,445
	Less: Bank Charge		-	72,150
	Less: Tax deducted at Source		17,685	297,149
	Total		**2,369,837**	**2,210,669**
11.00	**Interest Receivable: Tk. 44,213**			
	This is made up as follows:			
	Interest Receivable on FDR		44,213	19,982
	Total		**44,213**	**19,982**
12.00	**Cash & Cash Equivalents: Tk. 1,318,137**			
	This is made up as follows:			
	Particulars			
	Cash in Hand	**12.01**	574,522	397,979
	Cash at Bank	**12.02**	743,615	1,254,283
	Total		**1,318,137**	**1,652,262**

12.01 Cash in Hand: Tk. 574,522

This balance represents as per cash in hand as at 30.06.2020.

12.02 Cash at Bank: Tk. 743,615

This is made up as follows:

Particulars

Name of Bank	**Name of Branch & A/C No.**		
Agrani Bank Ltd.	Amin Court, Motijheel Br. Dhaka	365	16,612
Agrani Bank Ltd.	Amin Court, Motijheel Br. Dhaka	-	-
Agrani Bank Ltd.	Amin Court, Motijheel Br. Dhaka	44,381	46,237
Agrani Bank Ltd.	Amin Court, Motijheel Br. Dhaka	4,080	5,076
Exim Bank Ltd.	New Eskaton Br. Dhaka	7,481	9,206
Janata Bank Ltd .	Foreign Ex. Br. Purana Paltan ,Dhaka	80	770
Islami Bank Bangladesh Ltd.	Foreign Ex. Br. Dhaka	26,619	463,477
Estern Bank Ltd	Sonargaon Road Br. Dhaka	209,875	211,295
Estern Bank Ltd	Principal Br. Jiban Bima Bhaban, 10, Dilkusha, Dhaka	402,011	406,379
Union Bank	Bogabari Branch, Dhaka.	-	-
Union Bank	Hamayetpur Branch, Dhaka.	43,085	42,361
Union Bank	Hatkhola Branch, Dhaka.	3,354	4,159
AB Bank	Gulshan Br.	2,285	48,711
Total		**743,615**	**1,254,283**

		Amount in Taka	
		June 30 ,2020	June 30 ,2019
13.00	**Share Capital: Tk. 1,114,773,000**		
	Authorized Capital		
	150,000,000 ordinary Shares of Tk. 10 each	1,500,000,000	1,500,000,000
	Issued, Subscribed & Paid up Capital		
	11,14,77,300 Ordinary Shares of Tk. 10 each	1,114,773,000	1,013,430,000
		1,114,773,000	**1,013,430,000**

Shareholding position as on June 30,2019

Name & Status	Number of Ordinary Share held	Amount In Taka
SK. Nur Mohammed Azger(Director)	2,541,000	25,410,000
Mrs. Rehana Alam(Chairman)	8,250,000	82,500,000
Sk. Nurul Alam(Managing Director)	9,394,000	93,940,000
Daudpur Rice Mills (Pvt.) Ltd.(Director)	14,300,000	143,000,000
Md.Anwarul Hoque(Independent Director)	-	-

14.00	**Retained Earnings: Tk. 136,589,973**		
	This is made up as follows:		
	Particulars		
	Opening Balance	283,925,626	282,646,416
	Add: Net profit during the year	(45,992,653)	119,969,210
	Less: Cash Dividend for the year (2017-2018)	-	18,260,000
	Less: Stock Dividend (2018-2019)	101,343,000	100,430,000
	Total	**136,589,973**	**283,925,626**
15.00	**Term Loan: Tk. 568,580,250**		
	This is made up as follows:		
	Particulars		
	Term loan	758,107,000	662,884,264
	Less: Current Portion of Long Term Loan Note- 16.00	189,526,750	265,153,705
	Closing Balance	**568,580,250**	**397,730,559**
16.00	**Current Portion of Term Loan: Tk. 189,526,750**		
	This is made up as follows:		
	Particulars		
	Current Portion of Long Term Loan	189,526,750	265,153,705
	Total	**189,526,750**	**265,153,705**
17.00	**Accounts Payable: Tk. 70,666,024**		
	This is made up as follows:		
	Particulars		
	Trade Creditors	70,680,624	73,702,146
	Less: Unrealized Foreign Exchange Gain	14,600	177,169
	Total	**70,666,024**	**73,524,977**

Aging of Accounts Payable:

Less than Six months	70,666,024	73,524,977
More than six months		
Total:	**70,666,024**	**73,524,977**

	Amount in Taka	
	June 30 ,2020	June 30 ,2019

18.00 Short Term Loan: Tk. 81,508,074

This is made up as follows:

Particulars		
Agrani Bank Ltd. (Secured)	81,508,074	79,443,754
Total	**81,508,074**	**79,443,754**

19.00 Liability For Expenses: Tk.3,155,115

This is made up as follows:

Particulars		
Salary, Wages & Directors' Remuneration	1,885,000	5,743,260
Audit Fees	230,000	230,000
Office Rent	-	45,000
Payable for TDS	110,500	290,500
Legal fee		1,512,244
Gas Bill	206,491	212,370
Electricity Bill	723,124	417,378
Telephone Bill		4,016
Total	**3,155,115**	**8,454,768**

20.00 Provision for Tax: Tk.18,862,594

This is made up as follows:

Particulars		
Opening Balance	23,767,993	13,311,285
Add: Current year Expenses	-	17,571,081
Less: Adjustment with Advance Income tax	4,905,399	7,114,373
Less: Tax paid against assessment year 2017-2018	-	-
Closing Balance	**18,862,594**	**23,767,993**

Deferred Tax is not applicable as per **IAS- 12**. No deferred tax was accounted for in this financial statement as on temporary difference arises due to the fact that tax deducted on income from export is considered to be the final discharged of tax liability as per prevailing tax law.

21.00 Dividend Payable: TK. 3,039,304

Opening Balance	3,039,304	-
Add: Declared Cash Dividend for the Year 2018-2019	-	18,260,000
Less: Cash Dividend Paid Shareholders during the year	-	15,220,696
Total	**3,039,304**	**3,039,304**

22.00 Revenue: Tk.816,504,745

This is made up as follows:

Particulars		
Export Sales	816,504,745	1,186,867,655
Total:	**816,504,745**	**1,186,867,655**

		Amount in Taka	
		June 30, 2020	June 30, 2019

23.00 Cost of Goods Sold: Tk. 730,613,196

This is made up as follows:

Particulars

Yarn Consumption	Notes: 23.01	492,914,663	652,928,769
Dyes & Chemical Consumption	Notes: 23.02	72,895,068	88,732,430
Spare Parts and Accessories Consumption	Notes: 23.03	38,306,918	25,860,237
Manufacturing Overhead	Notes: 23.04	144,061,619	150,464,737
Opening Work in Process (WIP)		7,450,454	8,792,316
Closing Work in Process (WIP)		(16,435,120)	(7,450,454)
Cost of Production		**739,193,603**	**919,328,035**
Opening Finished Goods		39,978,540	42,536,849
Closing Finished Goods		(48,558,947)	(39,978,540)
Total Cost of Goods Sold		**730,613,196**	**921,886,344**

23.01 Yarn Consumption: Tk. 492,914,663

This is made up as follows:

Particulars

Opening Inventory	314,985,791	298,049,250
Add: Purchased during the year	535,649,742	669,865,310
Less: Closing Inventory	357,720,870	314,985,791
Total:	**492,914,663**	**652,928,769**

23.02 Dyes & Chemical Consumption: Tk. 72,895,068

This is made up as follows:

Particulars

Opening Inventory	108,393,547	97,101,889
Add: Purchased during the year	89,283,274	100,024,088
Less: Closing Inventory	124,781,753	108,393,547
Total:	**72,895,068**	**88,732,430**

23.03 Spare Parts and Accessories Consumption: Tk. 38,306,918

This is made up as follows:

Particulars

Opening Inventory	31,571,040	27,891,236
Add: Purchased during the year	38,430,097	29,540,041
Less: Closing Inventory	31,694,218	31,571,040
Total	**38,306,918**	**25,860,237**

23.04 Manufacturing Overhead: Tk. 144,061,619

This is made up as follows:

Salary & Wages	49,824,994	56,653,193
Tiffin Expenses	1,030,226	1,276,343
Casual labor	4,992,856	6,864,496
Packing Materials	5,701,904	8,424,731
Telephone mobile & Internet	71,495	84,914
Conveyance	163,005	221,459
Fuel, Gas & Lubricants	1,731,546	1,943,120
Electricity bill & Gas Bill	5,905,561	7,367,772
Stationary, printing & Postage	130,678	209,103
Electrical Goods	382,392	734,532
Insurance Premium	1,436,875	3,931,135
Loading, Unloading & Carrying	2,189,974	5,837,193
Repair & Maintenance	202,014	845,424
Medical Expenses	33,792	70,274
Depreciation	70,264,308	56,001,048
Total:	**144,061,619**	**150,464,737**

24.00 Administrative Expenses: Tk. 24,844,683

This is made up as follows:

Particulars		
Salary & Allowance	13,752,167	17,690,621
Director's Remuneration	890,000	890,000
Telephone, Mobile & Internet	464,846	695,278
Travelling & Conveyance	349,879	597,591
Office Rent	360,000	576,000
Electricity bill	177,343	151,948
Printing & Stationery	397,888	629,543
Entertainment	483,206	760,006
Medical Expenses	24,508	146,092
Vehicle Fuel & Maintenance	1,226,115	1,426,612
Group Insurance	18,304	28,500
Audit fees	217,500	380,000
Legal fee	1,563,970	1,642,344
Clearing Charges	2,313,346	2,984,591
AGM Expenses	348,500	421,230
Renewal & Registration	88,565	171,577
Office Maintenance	903,788	636,554
Bank Charges	1,870	36,590
Depreciation	1,262,889	1,334,725
Total:	**24,844,683**	**31,409,438**

Payments/Perquisites to Directors & Officers:

The aggregate amount paid/provided during the year in respect of Directors and Officers of the Company.

Particulars		
Director's Remuneration	**890,000**	**890,000**

i) No money was given to any directors as Board Meeting Fee.

Key Management Personnel

As per the Company Act, 1994 Part- II , Schedule -XI (4) the Profit and loss account will give by way of a note detailed information, showing separately the following payments provided or made during the financial year to the directors, including managing director, the managing agents or manager , if any, by the company , subsidiaries of the company and any other person:-

No	Particulars	01.07.2019 to 30.06.2020	01.07.2018 to 30.06.2019
a)	Managerial Remuneration paid or payable during the year to the directors, including managing directors, a managing agent or manager	890,000	890,000
b)	Expenses reibursed to Managing Agent	-	-
c)	Commission or Remuneration payable separately to a managing agent or his associate	-	-
d)	Commission received or receivable by the managing agent or his associate as selling or buying agent of other concerns in respect of contracts entered into by such concerns with company	-	-
e)	The money value of the contracts for the sale or purchase of goods and materials or supply of services, entered into by the company with the managing agent or his associate during the financial year.	-	-
f)	Any other perquisite or benefits in cash or in kind stating , approximate money value where applicable	-	-
g)	Other allowance and commission including guarantee commission	-	-
h)	Pensions etc.	-	-
	i) Pensions	-	-
	ii) Gratuities	-	-
	iii) payments from a provident funds, in excess of own subscription and interest thereon	-	-
i)	Share Based payments	-	-

25.00 Selling & Distribution Expenses: Tk. 7,109,751

This is made up as follows:

Particulars		
Travelling & Conveyance	2,798,251	2,381,065
Air Freight & C& F Charges	1,647,321	2,180,793
Export Expenses (BGMEA, BTMEA, EPB, Sample test))	1,436,933	1,712,666
Market Development	1,227,246	991,420
Total:	**7,109,751**	**7,265,944**

26.00 Foreign Exchanges Loss: Tk. 117,014

This is made up as follows:

Particulars		
Realized Foreign Exchange Loss	72,726	95,368
Un-Realized Foreign Exchange Loss	44,288	321,593
Total:	**117,014**	**416,961**

26.01 Foreign Exchange Gain/(Loss) upon realization: Tk. -72,726

This is made up as follows:

Particulars	Gain/(Loss)	Gain/(Loss)
Accounts Receivable	(125,780)	(135,483)
Accounts Payable	53,054	40,115
Total	**(72,726)**	**(95,368)**

26.02 Unrealized Foreign Exchange Gain/(Loss): Tk. -44,288

This is made up as follows:

Particulars	Monetary Asset in USD as per Bank Statement	BDT as on 30 June 2019 @ Closing Rate	BDT as per Books of Accounts	Gain/(Loss)	Gain/(Loss)
Agrani Bank Ltd.Amin Court, Motijheel Br. Dhaka FC A/C-031	$ 557.07	46,237	45,067	(877)	(1,170)
Accounts Payable	$ 885,843	73,524,977	73,702,146	156,098	177,169
Accounts Receivable	$ 4,975,915	413,000,945	413,498,537	(199,509)	(497,592)
Total				**(44,288)**	**(321,593)**

-

27.00 Non Operating Income: Tk. 178,021 189,490,921

This is made up as follows: 56,868

Particulars		2%
Bank Interest	176,854	3,008,378
Accured Interest on FDR	1,167	19,982
Total	**178,021**	**3,028,360**

28.00 Financial Expenses: Tk. 99,990,774

This is made up as follows:

Particulars		
CC Interest	3,639,320	5,226,446
OD Interest	1,128,718	4,531,350
Interest on Term loan AB Bank	95,222,736	81,619,241
Interest on Time Loan AB Bank	-	-
Total	**99,990,774**	**91,377,036**

29.00 Income Tax Expenses: Tk. Nill

This is made up as follows:

Particulars		
Net income from Export Business	(45,992,653)	134,511,932
Non operating income	178,021	3,028,360
	(45,814,632)	**137,540,292**
Less: Exemption of business income @ 50% (As per Paragraph 28 of **6th schedule part "A"** of ITO 1984)		67,255,966
Net Taxable Income	**(45,814,632)**	**70,284,326**
Applicable Tax Rate	0%	25%
Income Tax Expenses	-	**17,571,081**

30.00 Basic Earnings per Share

This is made up as follows:

Particulars		
Net Profit after Taxes	(45,992,653)	119,969,210
No. of Ordinary Share	111,477,300	101,343,000
Earnings per share:	**(0.41)**	**1.18**

30.01 Diluted Earnings per Share

This is made up as follows:

Particulars		
Net Profit after Taxes	(45,992,653)	119,969,210
No. of Ordinary Share	111,477,300	111,477,300
Earnings per share:	**(0.41)**	**1.08**

31.00 Net Asset Value Per Share (NAVPS) :

The Computation of NAVPS is given below:

Net assets	1,251,362,973	1,297,355,626
Number of Shares during the year	111,477,300	101,343,000
Net Asset Value Per Share (NAVPS)	**11.23**	**12.80**

32.00 Net Operating Cash Flow Per Share

Net Cash provided from Operating Activities	(74,827,785)	40,993,936
Number of Shares during the year	111,477,300	101,343,000
	-0.67	**0.40**

32.01 Diluted Net Operating Cash Flow Per Share

Net Cash provided from Operating Activities	(74,827,785)	40,993,936
Number of Shares during the year	111,477,300	111,477,300
	-0.67	**0.37**

33.00 Statement of Cash Flows (Indirect Method)

For the year ended June 30, 2020

Particulars	Amount in Taka	
	June 30, 2020	June 30, 2019
Cash Flows From Operating Activities		
Net Income During the year	(45,992,653)	119,969,210
Add : Non Cash Expenses		
Depreciation of Property, Plant & Equipment	71,527,197	57,335,773
Provision for Tax	(4,905,399)	10,456,708
Unrealized Foreign Exchange Loss	44,288	321,593
	20,673,432	188,083,285
Change in Operating Assets and Liabilities		
Advance & Prepayment	15,164,019	(39,239,768)
Accounts Receivable and others	(25,709,694)	(49,176,281)
Inventories	(76,811,536)	(28,007,832)
Liabilities For Expenses	(5,299,653)	174,805
Accounts payable	(2,844,353)	(30,840,272)
	(95,501,217)	(147,089,348)
Net Cash provided from Operating Activities	**(74,827,785)**	**40,993,937**

34.00 Other Commitments, Contingencies and relevant information

There is no Other Commitments, Contingencies and relevant information.

35.00 The requirements of Schedule XI, Part II, Para 3, 4, 7 & 8 of the Companies Act. 1994

The requirement of schedule XI part-II, Para 3 :

Employees

Number of employees	310	480

The requirement of schedule XI part-II, Para 3 (a): Turnover

Turnover (Dyeing) in BDT.	612,378,559	890,150,741
Turnover in Quantity (LBS)	3,140,403	4,945,282
Turnover (Sweater) in BDT.	204,126,186	296,716,914
Turnover in Quantity (PCS)	713,728	1,059,703

The requirement of schedule XI part-II, Para 3 (d) (i): Raw Materials Consumed

Raw Material (Yarn) (LBS)	3,520,819	4,765,903
Raw Material (Yarn) (Value in BDT.)	492,914,663	652,928,769
Dyes & Chemical (Kgs)	274,042	341,279
Dyes & Chemical (Value in BDT.)	72,895,068	88,732,430

The requirement of schedule XI part-II, Para 3 (d) (ii): Goods Produced

Finished Goods

Dyeing (LBS)

Opening (Dyeing)	122,400	165,232
Production	2,408,018	4,902,450
Closing	202,329	122,400

Sweater (PCS)

Opening	35,400	126,551
Production	545,212	968,552
Closing	45,810	35,400

Work in Process (WIP)

Dyeing (LBS)

Opening (Dyeing)	19,620	40,200
Closing	74,255	19,620

Sweater (PCS)

Opening	30,451	10,965
Closing	20,043	30,451

The requirement of schedule XI part-II, Para 4 (a):

Sl. No	Name	Designation	Nature of Transaction	
			Remuneration	Board Meeting Fees
1	Sk. Nur Mohammed Azgar	Director	890,000	-

No money was given to any directors as Board Meeting Fee.

The requirement of schedule XI part-II, Para 4 (f):

No other perquisites or benefits in cash or in kind stating appoximate money value where practicable.

The requirement of schedule XI part-II, Para 4 (g):

No other allowances and commission including guarantee commission.

The requirement of schedule XI part-II, Para 7 : Capacity Utilization

Capacity Utilization June 30 , 2019

Sl. No	Name of Product	Production Capacity - Yearly	Actual Production	Utilization (%)
1	Dyeing (LBS)	6,206,667	2,408,018	38.80%
2	Sweater (PCS)	2,111,038	545,212	25.83%

Capacity Utilization June 30 , 2019

Sl. No	Name of Product	Production Capacity - Yearly	Actual Production	Utilization (%)
1	Dyeing (LBS)	6,206,667	4,902,450	79
2	Sweater (PCS)	2,111,038	968,552	46

The requirement of schedule XI part-II, Para 8 (a) : June 2020

Particulars	Opening Balance	Total Purchase during the Year	Material Available	Consumption	% of Consumption
Yarn (LBS)	7,065,070	3,826,070	2,555,149	3,520,819	73%
Dyes & Chemical(KG)	758,177	335,651	469,104	274,042	58%

The requirement of schedule XI part-II, Para 8 (a) : June 2019

Particulars	Opening Balance	Total Purchase during the Year	Material Available	Consumption	% of Consumption
Yarn (LBS)	2,175,542	4,889,528	7,065,070	4,765,903	67.46
Dyes & Chemical(KG)	373,469	384,708	758,177	341,279	45.01

The requirement of schedule XI part-II, Para 8 (C) : June 2020

Particulars	Opening Balance	Total Purchase during the Year	Material Available	Consumption	% of Consumption
Yarn (LBS)	7,065,070	3,826,070	2,555,149	3,520,819	73%
Dyes & Chemical(KG)	758,177	335,651	469,104	274,042	58%
Spare Parts and Accessories	451,015	549,001	452,775	547,242	83%

The requirement of schedule XI part-II, Para 8 (C) : June 2019

Particulars	Opening Balance	Total Purchase during the Year	Material Available	Consumption	% of Consumption
Yarn (LBS)	298,049,250	669,865,310	967,914,560	652,928,769	
Dyes & Chemical(KG)	97,101,889	100,024,088	197,125,977	88,732,430	
Spare Parts and Accessories	902,030	1,098,003	905,549	1,094,483	

Value of Export (FOB basis):

Particulars	June 30, 2020	June 30, 2019
Export of Yarn (US Dollar)	$7,378,055	$10,855,497
Export of Yarn (BDT)	612,378,559	890,150,741
Export of Sweater(US Dollar)	$2,459,352	$3,618,499
Export of Sweater (BDT)	204,126,186	296,716,914

36.00 Capital Expenditure Commitment

There was no Material Capital expenditure authorized by the Board but not contracted for as on 30.06.2020.

37.00 Contingent Liabilities

Nurani Dyeing & Sweater Ltd. completed tax assessment upto financial year 2016-2017. The above company submitted tax return for the financial year 2017-2018 & 2018-2019 but tax assessment not yet completed.

38.00 Claims Not Acknowledged

There was no claims against the company not acknowledged as debt as on 30.06.2020.

39.00 Credit Facilities Not Availed

There was no credit facilities available to the company but not availed of as on 30.06.2020 under any contract other than Trade Credit available in the ordinary course of business.

40.00 Commission Brokerage Or Discount Against Sales

No commission, brokerage or discount was incurred or paid by the Company against sales during the year.

41.00 Related Party Transaction

There was no related party transaction for the year ended 30 June 2020.

42.00 Post Balance Sheet Events

There were no adjusting or non-adjusting events after the reporting year.10% Stock Dividend were declared in Last Year.

Nurani Dyeing & Sweater Ltd.
Schedule of Property, Plant & Equipment
As at June 30 , 2020

(Annexure-A)

(Figures all in Taka)

Particulars	Cost Value			Rate				Written down value as on 30.06.2020
	Balance As on 01.07.19	Addition During the year	Balance As on 30.06.20		Balance As on 01.07.19	Charged during the period	Balance As on 30.06.20	
Land and Land Development	24,059,557	1,582,695	25,642,252	-	-	-	-	25,642,252
Factory Building & Steel Structure	313,881,426	377,220	314,258,646	5%	74,040,982	12,010,883	86,051,865	228,206,781
Machinery	779,155,969	-	779,155,969	10%	244,536,203	53,461,977	297,998,180	481,157,789
Electric Equipment & Installation	12,814,612	190,787	13,005,399	10%	6,869,426	613,597	7,483,023	5,522,376
Laboratory Equipments	3,914,768	-	3,914,768	10%	1,616,125	229,864	1,845,989	2,068,779
Generator	13,476,867	-	13,476,867	15%	9,962,667	527,130	10,489,797	2,987,070
Gas Line Installation	4,551,000	-	4,551,000	8%	2,441,246	168,780	2,610,026	1,940,974
Tube Well	3,234,000	-	3,234,000	10%	2,335,957	89,804	2,425,761	808,239
ETP	7,546,460	-	7,546,460	10%	5,113,270	243,319	5,356,589	2,189,871
Vehicle	35,051,497	-	35,051,497	20%	20,456,733	2,918,953	23,375,686	11,675,811
Furniture & Fixture	7,354,078	37,680	7,391,758	10%	2,979,079	441,268	3,420,347	3,971,411
Office Equipment	13,399,181	578,690	13,977,871	10%	5,761,657	821,621	6,583,278	7,394,593
Total As on June 30, 2020	**1,218,439,414**	**2,767,072**	**1,221,206,486**		**376,113,344**	**71,527,197**	**447,640,541**	**773,565,945**

Total As on June 30, 2019	**882,780,782**	**335,658,632**	**1,218,439,414**		**318,777,571**	**57,335,773**	**376,113,344**	**842,326,070**
Total As on June 30, 2020	**1,218,439,414**	**2,767,072**	**1,221,206,486**		**376,113,344**	**71,527,197**	**447,640,541**	**773,565,945**

Allocation of Depreciation:

Particulars	30.06.2020	30.06.2019
Manufacturing	70,264,308	56,001,048
Administrative	1,262,889	1,334,725
Total:	**71,527,197**	**57,335,773**

Nurani Dyeing & Sweater Ltd.
Schedule of Fixed Asset
As at June 30, 2019

(Figures all in Taka)

Particulars	Cost Value			Rate	Depreciation			Written down value As on 30.06.2019
	Balance As on 01.07.18	Addition during the year	Balance As on 30.06.2019		Balance As on 01.07.18	Charged during the year	Balance As on 30.06.2019	
Land and Land Development	20,992,190	3,067,367	24,059,557	-	-	-	-	24,059,557
Factory Building & Steel Structure	245,011,568	68,869,858	313,881,426	5%	63,760,587	10,280,395	74,040,982	239,840,444
Machinery	516,986,482	262,169,487	779,155,969	10%	204,553,969	39,982,234	244,536,203	534,619,765
Electric Equipment & Installation	12,226,252	588,360	12,814,612	10%	6,208,850	660,576	6,869,426	5,945,186
Laboratory Equipment	3,559,208	355,560	3,914,768	10%	1,360,720	255,405	1,616,125	2,298,643
Generator	13,476,867	-	13,476,867	15%	9,342,514	620,153	9,962,667	3,514,200
Gas Line Installation	4,311,000	240,000	4,551,000	8%	2,257,789	183,457	2,441,246	2,109,754
Tube Well	3,234,000	-	3,234,000	10%	2,236,174	99,783	2,335,957	898,043
ETP	7,546,460	-	7,546,460	10%	4,842,915	270,354	5,113,270	2,433,190
Vehicle	35,051,497	-	35,051,497	20%	16,808,043	3,648,691	20,456,733	14,594,764
Furniture & Fixture	7,354,078	-	7,354,078	10%	2,492,968	486,111	2,979,079	4,374,999
Office Equipment	13,031,181	368,000	13,399,181	10%	4,913,043	848,614	5,761,657	7,637,524
Total As on June 30, 2019	**882,780,782**	**335,658,632**	**1,218,439,414**		**318,777,571**	**57,335,773**	**376,113,344**	**842,326,070**
Total As on June 30, 2018	**859,375,751**	**23,405,031**	**882,780,782**		**266,288,048**	**52,489,523**	**318,777,571**	**564,003,211**

-

Allocation of Depreciation:

Particulars	30.06.2019	30.06.2018
Manufacturing	56,001,048	51,047,384
Administrative	1,334,725	1,442,139
Total:	**57,335,773**	**52,489,523**

NURANI DYEING & SWEATER LIMITED

Registered Office : 304, SK. Mujib Road,
Agrabad C/A, Chittagong, Bangladesh

PROXY FORM

I/We.....of being a shareholders of **Nurani Dyeing & Sweater Limited** and entitle 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 15th Annual General Meeting of the Company to be held on Thursday, December 24, 2020 at 1100 A.M at **"DIGITAL PLATFORM"**.

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

Signed this.....Signature of proxy .....

Day of 2020

(Signature Shareholder)

Revene Stamp Tk.20

(Signature of Proxy)

BO ID NO.

No. of Shares

Note:

1) This form of proxy, duly completed and signed must be deposited at least 48 hours before the meeting at the Company's Corporate office. Proxy is invalid if not signed and stamped as explained above.

2) Signature of the Shareholder must be in accordance with Specimen Signature recorded with the Company.

NURANI DYEING & SWEATER LIMITED

Registered Office : 304, SK. Mujib Road,
Agrabad C/A, Chittagong, Bangladesh

ATTENDANCE SLIP

I hereby record my attendance at 15th Annual General Meeting of the Company being held on Thursday, December 24, 2020 11.00 A.M at **"DIGITAL PLATFORM"**.

Name of the Member/Proxy : .....

BO ID NO.

Signed this..... Signature of proxy .....day of.....2020

N.B.Shareholderattendingmeetinginpersonorby Proxyarerequestedtocompletethe Attendanceslipanddepositthesameattheentranceofthemeeting.



NURANI DYEING & SWEATER LTD.

Phone: 088-02-8391790,Fax: 088-02-8391791, Web: www.ndslbd.com
Factory: Fathepur,Feni,Bangladesh.