Annual Report 2025



ORYZA
AGRO INDUSTRIES LTD.

Oryza Agro Industries Limited

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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
Chittagong Stock Exchange PLC

Subject: Annual Report for the year ended 30th June 2025.

Dear Sir(s),
We are pleased to enclosed a copy of the Annual Report together with the Audited Financial Statement including Statement of Financial Position as at 30 June 2025, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity & Statement of Cash Flows for the year ended on 30 June, 2025, along with notes thereon of Oryza Agro Industries Limited for your kind information and records.

Thanking you

Sincerely Yours,

Bayazied Hossain
Company Secretary



Notice Of The 12th Annual General Meeting (AGM)

ORYZA AGRO INDUSTRIES LIMITED

NOTICE OF THE 12TH ANNUAL GENERAL MEETING (AGM)

Notice is hereby given to all the Shareholders of **Oryza Agro Industries Limited** that the 12th Annual General Meeting (AGM) of the Company will be held on Saturday, **13 December 2025 at 11: 00 AM** by using Hybrid System at factory location, Gujikha, Ramgopalpur, Gouripur, Mymensingh (In pursuance with BSEC order SEC/ICAD/SRIC/2024/318/09 dated January 16, 2024) to transact the following business:

01. To receive, consider and adopt Audited Financial Statement of the Company for the year ended 30 June 2025 together with the Directors' Report and Auditors' Report thereon.
02. To declare dividend as recommended by the Board of Directors.
03. To elect Directors as per Articles of Association of the Company.
04. To appoint Statutory Auditor of the Company and fix their remuneration.
05. To transact any other business with the permission of the Chair.

For and on behalf of the Board

Dated: Dhaka
Date: 20th November 2025

Bayazied Hossain
Company Secretary

Note:

1. The Record Date is 16 November 2025. The shareholders whose name will be in the share register of the company and in the Depositary Register on the Record Date will be eligible to attend at the 12th Annual General Meeting (AGM) and qualify for the dividend.
2. The 12th AGM of the company will be conducted via Hybrid system in line with the Order No. SEC/ICAD/SRIC/2024/318/09 dated January 16, 2024 of Bangladesh Securities and Exchange Commission (BSEC).
3. Detail login process for the meeting will be available at Company's website www.oryzaagro-bd.com and the link will be mailed to the respective member's E-mail address and by SMS available with the Registers.
4. A member entitled to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote in his or her behalf (through digital platform or Physical). Proxy form must be affixed with request revenue stamp and must be sent through E-mail to the share department of the company at cfo@oryzaagro-bd.com not more than 48 hours before the time fixed for the meeting.
5. Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2009-193/75/PRD150 dated February 20, 2024 the company will send the Annual Report 2025 in soft form to the respective E-mail address of the shareholders available in their BO account maintained with the Depositary Participant (DP). The soft copy of the Annual Report 2025 will be available at company's website www.oryzaagro-bd.com.
6. Members are requested to update particulars of their Bank Account, E-mail Address, NID No., Mailing Address, Contact Number and 12digit Tax Payer's Identification Number (E-TIN) in their CDBL account through Depository Participants (DP).
7. The concerned Brokerage House/DPs are requested to provide us the statement (both hard copy & soft copy) with details of their margin loan holders entitled to dividend for the year ended on 30 June 2025. The statement should be included shareholders Name, BO ID Number, Client-wise shareholding position, contact person etc.

CORPORATE INFORMATION

Name of the Company	:	**Oryza Agro Industries Limited**
Legal Status	:	A Public Company limited by shares registered under companies Act, 1994
Date of Incorporation	:	C-114925/14 dated: 25th March, 2014
Commencement of Commercial Operation	:	1st March, 2015
Production Capacity	:	Fish Feed 34,944 Ton per annum & Poultry Feed 12,480 Ton per annum
Registered Office and Factory	:	Gujikha, Ramgopalpur, Gouripur, Mymensingh
Dhaka Liaison Office	:	House # 261 (Ground Floor), Road # 03, Baridhara DOHS, Dhaka-1206, Bangladesh
Nature of Business	:	The principal activities of the company are manufacturing and marketing of fish feed & Poultry feed.
Authorized Capital	:	BDT 1,000 million
Paid Up Capital	:	BDT 690.88 million
Date of Approval for QIO	:	July 14, 2021
Principal Bankers	:	Sonali Bank Limited, Local office Branch, Dhaka. Islami Bank Bangladesh Limited, Mohakhali Branch, Mercantile Bank Limited, Pragati Sarani Branch, Dhaka
External Auditors	:	Islam Quazi Shafique & Co., Chartered Accountants, Gulfes Plaza (10th Floor) Unit # B & C, Shahid Sangbadik Selina Parvin Road, Boro Mogbazar, Dhaka-1217
Legal Advisor	:	Mr. Md. Mahmud Hossain
Company's Website	:	www.oryzaagro-bd.com
Email	:	info@oryzaagro-bd.com



BRIEF HISTORY OF THE COMPANY

Oryza Agro Industries Limited was incorporated as a private limited company on March 25, 2014 vide registration no. C-114925/14 and subsequently converted into a public limited company on August 22, 2017 with Registrar of Joint Stock Companies and Firms (RJSCF) in Bangladesh under the Companies Act 1994. The Company was listed with Dhaka Stock Exchange PLC dated September 16, 2021 & Chittagong Stock Exchange PLC dated September 19, 2021 under Small Capital Platform.

VISION AND MISSION STATEMENT

MISSION

To deliver promised quality and endeavor towards better research, innovation and development and to be a trusted brand for the customers, suppliers and employees.

VISION

To be recognized by the customers as the market leader for hi-tech product innovation, quality product supplier and superior service provider.



BOARD OF DIRECTORS AND MANAGEMENT OF THE COMPANY

Board of Directors

Name of the Member	Position
Mrs. Maliha Khaled	Chairman
Mr. M Azhar Rahman	Managing Director
Mr. Md. Shohedul Islam	Director
Mr. Nibras Ullah Siddique	Director
Mr. Md. Mahamodul Hossain	Independent Director

Management Committee

Name of the Member	Position
Mr. Bayazied Hossain	Company Secretary
Mr. Sharif Ahsani	Chief Financial Officer (CFO)
Mr. Md. Mofizul Islam Khan	Factory Manager

PROFILE OF THE BOARD OF DIRECTORS



Mrs. Maliha Khaled
Chairman

Mrs. Maliha Khaled, Chairman of the Company. She was born in a well-known business family in Chittagong in 1983. After completion of her Masters of Commerce from University of Dhaka, she engages herself in business. She is a dynamic and energetic business person with 15 years of business experience in different sectors. She started her business carrier in trading of textile and IT products, then expanded it to manufacturing and exporting of different types of garments & agro based items. She is involved in many cultural activities and social works. She has traveled many countries throughout the world for gaining technical know-how of different business including garments industries, yarn dyeing technologies and latest development of production technology of the RMG backward linkage. She became a successful business person in short time of her business career with her sincerity, honesty and conceptual problem-solving ability.

Mr. M. Azhar Rahman
Managing Director



Mr. M. Azhar Rahman, Managing Director of the Company is a professional and dynamic business person having 23 years of business experience in different business. He was born in 1974 in a sophisticated business family in Dhaka. He completed his Master's in Business Administration (MBA) from University of North London, UK and then he engages himself into business. His interpersonal skills, leadership behavior, high analytical ability and hardworking nature made him worth as a business leader in a short period. During his tenure of business career, he gained business knowledge in textiles, yarn dyeing, agro based and readymade garment industries. He also traveled many countries including UK, USA, Europe, Hong Kong, China, and India etc. for gaining technical know-how on different business and latest development of textile & dyeing technologies. He is also associated with different social and humanitarian activities.



Mr. Md. Shohedul Islam
Director

Mr. Md. Shohedul Islam, Director of the Company. He was born in 14th May 1972 in a well-known Muslim Family in Dhaka, Bangladesh. He has completed his Master Degree from Dhaka University in Finance. After completion of his Master Degree, he engaged himself in business. His interpersonal skills, dedicated leadership, high analytical ability, knowledge and hardworking nature made him worth as a successful business man in a short period. During his tenure of business career, he gained more business knowledge. He is involved in many cultural activities and social works.



Mr. Nibras Ullah Siddique
Director

Mr. Nibras Ullah Siddique, Director of Oryza Agro Industries Limited. He was born in a well-known business family in 1989. After completion of his Bachelor of Arts from Tejgaon College under National University, he engages himself in business. He is a dynamic and energetic business person with 13 years of business experience in different sectors. He is involved in many cultural activities and social works. He became a successful business person in short time of his business career with his sincerity, honesty and conceptual problem-solving ability

Md. Mahamodul Hossain
Independent Director

Md. Mahamodul Hossain, Independent Director of Oryza Agro Industries Limited. He was born in a well-known business family in 1975. After completion of his Masters of Arts (MA) under National University, he engages himself in business. He is a dynamic and energetic business person with 17 years of business experience in different sectors. He is involved in many cultural activities and social works. He became a successful business person in short time of his business career with his sincerity, honesty and conceptual problem solving ability.



MESSAGE FROM THE CHAIRMAN



Bismillahir Rahmanir Rahim

Respected Members, Shareholders and Other Stake-holders,

Assalamualaikum!

It is a great pleasure for me to be here with you at the 12th AGM (Annual General Meeting) of Oryza Agro Industries Limited (OAIL). On behalf of the Board of Directors and myself, I express my heartfelt thanks and profound gratitude to you for your support and trust to us. It is my privilege to present to you OAIL's Annual Report for the year ended June 30, 2025.

I am very pleased to announce that this is the 4th AGM after issuing capital to the shareholders through QIO. We are trying to deliver the value to the shareholders who have trusted us. OAIL, your company, trying to perform well during the year. We believe that our endeavors and team work have enabled OAIL to achieve new milestones by working with integrity and focusing sustainable business development.

At Oryza Agro Industries Limited, I am proud to be part of an excellent team that strives on reaching this success and greatness. We have achieved Tk. 86.95 crore Turnover and Tk. 4.98 crore Net Profit in 2024-2025. It is expected that positive momentum will continue in the coming year. The board of directors of OAIL has recommended 1% Cash (Excluding Sponsor and Directors) dividend for the year 2024-2025.

Based upon its management philosophy, OAIL is committed to creating new and progressive approaches to its operations and contributing to the development of the customers.

The most valuable asset of our company is the personnel. We nurture the careers of the employees, while depending on their skills and potential. Our goal is to make sure the employees have opportunities to prosper and succeed.

Our success would not be possible without the contribution of our customers and dedicated employees who have shared in our incredible journey thus far.

Yours sincerely

Maliha Khaled
Chairman

MESSAGE FROM THE MANAGING DIRECTOR



Bismillahir Rahmanir Rahim

Honorable Chairman, Respected Members, Shareholders and Other Stakeholders,

Assalamualaikum!
I am very much pleased and feel privileged to attend with you at the 12th Annual General Meeting of Oryza Agro Industries Limited (OAIL). The main objective of our company is to maximize shareholder's wealth by making profit. From the very beginning, our management has been committed to maintaining sustainable growth and stable profit of the company. The management of the Company is committed to deliver a sustainable shareholders' return that contribute to the national exchequer. This year, we have faced a problem unlike any other in our past but unlike some of the other problems we have faced in the past- this is not one we face alone.

The main objective of our company is to maximize shareholder's wealth by making profit. From the beginning our management committee has been to maintain sustainable growth and profit of the company. The management committee also committed to deliver a sustainable return to shareholders and to contribute in the national exchequer. Alhamdulillah we obtained Tk. 4.98 Crore Net Profit in this year. Management of Oryza Agro Industries Ltd. has considered the shareholders position and declared 1% cash dividend (excluding Sponsor and Directors) and directors sacrifices their dividend.

I will conclude by expressing my personal gratitude and appreciation to our Board of Directors, the management and all employees of Oryza Agro Industries Limited for their hard work especially in country crisis moment and dedication to achieve our objectives and ambitions. The dedication and commitment of all our employees towards our customers are the main driving force in our performance and I believe that team OAIL will contribute their best for a much better output in future.

Thanking You

M Azhar Rahman
Managing Director

DIRECTORS' REPORT TO THE SHAREHOLDES

Bismillahir Rahmanir Rahim

Dear Shareholders

Assalamualaikum

On behalf of the Board of Directors of Oryza Agro Industries Limited I am pleased to welcome you all in the 12th Annual General Meeting of this Company. I express my heartfelt gratitude to all of you for managing your valuable time for attending the 12th Annual General Meeting of OAIL. It is also great privilege on our part in presenting you the 12th Annual Report with the Audited Financial Statement for the financial year 2024-2025 Notes to the Accounts, the statutory Auditor's Report thereon to you for your kind consideration, approval and adoption.

Background

Oryza Agro Industries Limited was incorporated as a private limited company on March 25, 2014 vide registration no. C-114925/14 and subsequently converted into a public limited company on August 22, 2017 with Registrar of Joint Stock Companies and Firms (RJSCF) in Bangladesh under the Companies Act 1994. The Authorized capital of the company is Tk. 1,000 million and paid up capital Tk. 690.88 million.

Revenue

The Company has been producing quality feeds for consumptions of commercial poultry farms and fish farms. And marketing its products all over the Bangladesh.

The operating financial results of the Company for the year 2024-2025 as compared to previous year are summarized hereunder:

Particular	2024-2025	2023-2024
Turnover	869,548,720	965,588,920
Gross Profit	149,392,265	156,589,213
Financial Expenses	42,757,062	31,988,026
Other Income	(18,788)	1,630
Net Profit (BT)	72,062,536	85,480,931
Net Profit (AT)	49,883,100	72,878,669
Gross Margin (Turnover)	17.18%	16.22 %
Net Margin (BT)	8.29%	8.85 %
Net Margin (AT)	5.74%	7.55 %
Earnings per Share (EPS)	0.72	1.05
Weighted Average Number of Share	69,088,000	69,088,000
Number of Share Outstanding	69,088,000	69,088,000

Industry outlook and possible future developments in the industry

Bangladesh, with its rural and agro-based economy, has always been plagued with problems such as malnutrition, high levels of unemployment, and poverty. With the objective of alleviating the protein deficiency of the people and solving the unemployment problem to some extent, in the last 31 years, private investors have taken up steps to address these issues by setting up commercial livestock, fisheries, and poultry farms. The Feed Mill manufacturing industry has grown consequently to provide backward linkage support to the three industries, especially poultry farms which consume the biggest share of the feed industrially produced.

With a current turnover of BDT 10,000 crore and a growth rate of 10% per year, the organized and unorganized feed production industry has a great prospect withstanding some challenges as well, such as: increasing price in raw materials, adulteration of raw materials, lack of quality control in unorganized sector, high import duty of vaccines. Due to high capital intensiveness, feed production is not coping up with the increasing demand and attaining economies of scale has been primary challenge for the industry players. The major demand driver of the feed industry is the poultry industry and the feed milling industry works as the prime backward linkage industry for these industries. Based on internal estimates, current

demand for poultry feed has been estimated to be 5.08 Million MT/year (based on CAGR 10% growth) As the market size and demand for feed are increasing, the demand for the major raw materials, such as: corn, maize, Soy-bean, etc. is also expected to rise. However, since Bangladesh is not self-sufficient in producing these raw materials, it has to import major portions of them from neighboring country India; and rising price of Corn and Soy-bean, due to seasonal variation, creates continuous pressure on the market. As the livestock and fisheries industry has been growing at a steady rate of 20% IV for the last two decades, the demand for feed has been growing accordingly. However, the supply side has not been able to keep up with the increasing demand. Yearly production of feeds per year is 27, 95,040 MTV which is inadequate for meeting demand, which have to be imported directly from India and China. The local production of feed and the raw materials necessary to produce the feed is still inadequate. For example, only 40% of the corn (one of the most vital raw material necessary to produce the feed) is produced locally, the rest (60%) are imported from abroad. Another vital raw material soy-bean is also imported from abroad and the rest are sourced locally. In a capital-intensive industry such as this, small local players are facing a high entry barrier because achieving economies of scale is very difficult. Page: 2 the growth opportunities for the feed market are immense. Feed market works as the backward linkage of the poultry, livestock, and fisheries industries. According to DLS (Department of Livestock services), the average growth rate for the poultry industry has been 3.62% over the last ten years, whereas the combined growth rate for the three industries is 3.49%, and it is forecasted to grow at this steady rate in foreseeable future, which leads to the understanding that the market for the feed industry will continue to grow as well. The major portion of the increasing demand will have to be met by mechanized feed millers whereas the home-mix producers will have to take care of the rest. Ban on importing livestock from India might have a positive impact on demand for feed as domestic cattle farms will have to be built to offset its effect.

Segment Reporting

Oryza Agro Industries Limited derives revenue from two products line such as (1) Fish Feed and (2) Poultry Feed. The Board of Directors of the company is considered as Chief Operating Decision Maker (CODM). No person is employed as head of two products line who is required to report directly to the CODM and the two products line does not generate any operating results that CODM can reviewing for allocate resources and assessing performance and no discrete financial information is available from each products line. By only revenue information, it is not sufficient for CODM to assess performance and allocate resources. It is mentionable here that the board of the director determined that gathering revenue information is not using for making operating decision and assessing performance. After evaluating all facts and circumstances management concluded that the two products line mentioned above does not meet the criteria of operating segment as per IFRS 8. Hence, no segmental report is required to disclose for the company as per IFRS 8.

Risk and 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 among 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, the increasing awareness as well as continuing branding campaigns for the product the total sale is expected to increase in future. The company took initiative to moderate its production capacity with the latest technology to minimize the market and technological risk.

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

Particular	30-June 2025		30-June 2024	
	Amount	Percentage	Amount	Percentage
Sales	869,548,720	100%	965,588,920	100 %
Cost of Goods Sold	720,156,455	82.83%	808,999,707	83.78 %
Gross Profit	149,392,265	17.18%	156,589,213	16.22 %
Net Profit	49,883,100	5.74%	72,878,669	7.55 %

Discussion on continuity of extra-ordinary gain or loss

Extraordinary gains or losses refer to infrequent and unusual gain or loss. As for the Company, there was no such gain or loss during the year under reporting.

Related party transactions

Related party transactions are depicted in note no. 32 of the notes to the financial statements.

Significant variance of financial statements

There is no significant variance between Quarterly Financial Performances and Annual Financial Statements during the year ended June 30, 2025.

A statement of remuneration paid to the directors including independent directors.

The company has no remuneration paid to Independent Director and other directors excluding managing director. (Details are shown in Financial Statements Note. 32)

Statement of Directors on Financial Reports

In accordance with the Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 the Directors are pleased to confirm the following:

a) The financial statements prepared by the management of the company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.

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

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

d) The financial statements were prepared in accordance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRSs).

e) The CEO & CFO certified the board that they have reviewed the financial statements and belief these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

f) The CEO & CFO certified the board that they have reviewed the financial statements and belief these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws;

g) The CEO & CFO certified the board that they have reviewed the financial statements and belief these statements not transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct.

Internal Control:

The system of internal control is sound in design and has been effectively implemented and monitored.

Interest of Minority Shareholder:

Since the company follows corporate governance guidelines in prescribed by the Bangladesh Securities and Exchange Commission (BSEC), so the minority shareholders have been protected from abusive action by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress.

Going Concern:

While providing the financial statements, the directors have analyzed the financial statements, business operation, and other major indicators for enabling them to understand the ability of the company to continue its operation for the foreseeable period. Directors are convinced and have a reasonable expectation that the company has adequate resource to continue its operation consistently for the foreseeable future.

Significant deviation from last year financial operation and reasons thereof:

The company has no significant deviation from last year financial result during the financial year ended 30 June, 2025 except the following:

a) During the year ended 30 June 2025 sales and gross profit has been decreased hence, earning per Share (EPS) has been decrease from Tk. 1.05 to Tk. 0.72 in the year ended 30 June 2025.

b) During the year ended 30 June 2025 Net Operating Cash Flows per Share (NOCFPS) has been increased compare to previous year ended June 30 2024. During the year cash generated from operation has been increased due to decrease of employee & other's payment. Resultant net cash generated by operating activities has been increase. Hence, Net Operating Cash Flows per Share (NOCFPS) has been increase from Tk. 0.08 to Tk. 0.29 in the year ended June 30 2025.

KEY OPERATING AND FINANCIAL DATA:

The summarized key operating and financial data of five years are given below:

Five Years Operational result:

Particular	Amount in Taka				
	30 June 2025	30 June 2024	30 June 2023	30 June 2022	30 June 2021
Operational data					
Turnover	869,548,720	965,588,920	695,150,370	997,591,022	1,065,732,540
Gross Profit	149,392,265	156,589,213	106,799,510	174,883,844	188,156,508
Operating Profit	118,441,514	121,741,374	71,635,671	118,314,117	127,758,003
Net Profit Before Tax	72,062,536	85,480,931	43,247,410	93,358,305	108,497,887
Net Profit After Tax	49,883,100	72,878,669	26,887,463	79,554,205	92,443,205
Statements of Financial Position data					
Authorized Capital	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000
Paid up Capital	690,880,000	690,880,000	690,880,000	690,880,000	590,880,000
Retained Earnings	664,329,729	631,528,129	576,855,960	587,547,797	510,146,202
Shareholders' Equity	1,355,209,729	1,322,408,129	1,267,735,960	1,278,427,797	1,101,026,202
Fixed Assets	371,758,597	408,110,569	447,169,892	489,892,779	409,694,788
Other Non-current Assets	1	393,358	882,473	715,194	1,787,985
Total Non-current Assets	371,758,598	408,503,926	447,992,366	490,607,973	411,482,774
Current Assets	1,589,699,004	1,458,605,321	1,300,526,938	1,241,768,596	955,049,805
Total Assets	1,961,457,602	1,867,109,248	1,748,519,304	1,732,376,569	1,366,532,579
Non-current Liabilities	223,553,693	221,323,644	203,656,136	200,072,441	109,961,914
Current Liabilities	382,694,180	323,377,474	277,127,208	253,876,331	155,544,462
Total Liabilities	606,247,873	544,701,118	480,783,344	453,948,772	265,506,376
Financial Ratios					
Gross Profit Ratio %	17.18%	16.22%	15.36 %	17.53 %	17.66%
Operating Income Ratio %	13.62%	12.61%	10.31 %	11.86 %	11.99%
Net Income Ratio %	5.74%	7.55%	3.87 %	7.97 %	8.67%
Debt Equity Ratio (Time)	0.26	0.22	0.23	0.24	0.11
Return on Equity Ratio %	3.68%	5.51%	2.12 %	6.22 %	8.40 %
Current Ratio (Time)	4.15	4.24	4.69	4.89	6.14
Other Data					
Net Asset Value (NAV) per Share	19.62	19.14	18.35 %	18.50 %	18.63
Earnings per Share	0.72	1.05	0.39	1.19	1.56
Dividend per Share	Cash-1 % (Excluding Sponsor & Director	Cash-5 % (Excluding Sponsor & Director)	Cash-5 % (Excluding Sponsor & Director)	Cash-11 % (Excluding Director)	Nil
Number of Shares	69,088,000	69,088,000	69,088,000	69,880,000	59,088,000
Face Value per Share	10	10	10	10	10

Dividend Policy

Dividend Policy: The Board of Directors of Oryza Agro Industries Limited has established a dividend policy, which forms the basis for the proposals on dividend payments that it makes to the Shareholders taking into consideration the business performance of the Company and its strategic initiatives. The Board believes that it is in the best interest of Company to draw up a long-term and predictable dividend policy. The Board has approved the following dividend policy:

Important highlights of the Dividend Distribution Policy are as follows:

Procedure for payment of dividends

Dividend would be recommended by the Board of Directors based on the Annual Audited Financial Statements of the company. All requisite pre-approvals and clearance were obtained before the declaration of dividend. Dividend shall be approved by the Shareholders at an Annual General Meeting (AGM) on the basis of recommendation of the Board of Directors but no dividend shall exceed the amount recommended by the Directors. No dividend shall be paid other than out of profits of the year or any other undistributed profits. No dividend shall be declared out of the capital reserve account or the revaluation reserve account or any unrealized gain or out of profit earned prior to the incorporation of the company, if any, or through reducing paid-up capital or through doing anything so that the post-dividend retained earnings become negative or a debit balance.

Final Dividend

The Board of Directors of the company shall recommend final dividend for the shareholders on the basis of annual audited financial statements and declare the shareholders who shall be entitled to such dividend. The decision about recommending or not recommending final dividend entitlement for such dividend, if recommended, shall be taken aa per considering the interim dividend already distributed and cannot be changed prior to holding of the AGM. In case of declaration of stock dividend for the year, the company shall explain the reason for declaring stock dividend and utilization such retained amount as capital (stock dividend) shall be disclosed in the annual report.

Entitlement to Dividend

The Shareholders whose names would appear in the Register of the company and/or in the Depository on the 'Record Date' would be entitled to receive the dividend and would be eligible to join the AGM and entitled to receive the annual/final dividend. Payment of dividend OAIL shall pay off the final dividend to the entitled shareholders, within 30 (thirty) days from the date of approval by shareholders in AGM.

Cash Dividend

Cash dividend shall be distributed in the following manner and procedures:

- At least 01 (One) day prior to the date of the Annual General Meeting or immediately after 01 (One) day of record date the declaration of cash dividend by the Board of Directors, an amount equivalent to the declared cash dividend payable for the concerned year shall be kept in a separate bank account of OAIL.
- OAIL shall pay off cash dividend directly to the bank account of the entitled shareholders as available in the BO account maintained with the depository participant (DP), or the bank account as provided by the shareholders in paper form, through Bangladesh Electronic Funds Transfer Network (BEFTN).
- OAIL may pay off such cash dividend through bank transfer or any electronic payment system as recognized by the Bangladesh Bank, if not possible to pay off through BEFTN.
- Upon receiving the claim on cash dividend from a stock broker or a merchant banker or a portfolio manager for the margin client or customer who has debit balance or margin loan, or as per intention of the client of stock broker or merchant banker or portfolio manager, OAIL shall pay off such cash dividend to the Consolidated Customers' Bank Account (CCBA) of the stock broker or to the separate bank account of the merchant banker or portfolio manager through BEFTN.
- In case of non-availability of bank account information or if not possible to distribute cash dividend through BEFTN or electronic payment system, OAIL shall issue cash dividend warrant and shall send it by post to the shareholders. OAIL shall maintain detailed information of unpaid or unclaimed cash dividend and rationale thereof, as per BO account (number-wise or name-wise or folio number-wise) of the shareholders, and shall also disclose the summary of aforesaid information in the annual report and shall also report in the statements of financial position (Quarterly/annually) as a separate line item 'Unclaimed Dividend Account'. OAIL shall publish the year-wise summary of its unpaid or unclaimed cash dividend in the website.

Stock Dividend

OAIL shall credit stock dividend directly to the BO account or issue the bonus share certificate of the entitled shareholders, as applicable, within 30 (thirty) days of declaration or approval or record date, as the case may be, subject to clearance of the exchange(s) and the Central Depository Bangladesh Limited (CDBL). OAIL shall follow the provisions of Regulation 46 of the Depository Regulation, 2003 for issuance of bonus shares. OAIL shall maintain a Suspense BO Account for undistributed or unclaimed stock dividend or bonus shares and shall also follow the under mentioned procedures for ensuring the rightful ownership:

- OAIL shall send at least 3 (three) reminders to the entitled shareholders.
- The Suspense BO Account shall be held under Block Module and such undistributed or unclaimed stock dividend or bonus shares shall not be transferred in any manner except for the purpose of allotting the bonus shares as and when the allottee approaches to the issuer.
- Any corporate benefit in terms of shares accrued on such undistributed or unclaimed stock dividend or bonus shares shall be credited to the Suspense BO Account.
- OAIL shall, upon receiving application from the allottee and after proper verification of identity and his entitlement, credit the bonus shares lying with the Suspense BO Account to the BO account of the allottee, or issue bonus shares to the allottee, as applicable, within 15 (fifteen) days of receiving application with an information to the Bangladesh Securities and Exchange Commission (BSEC) and Dhaka Stock Exchange Limited (DSE) and Chittagong Stock Exchange Limited (CSE).
- Any voting rights on such undistributed or unclaimed stock dividend or bonus shares shall remain suspended till the rightful ownership claim of the shareholders is established.

Payment of unclaimed or unpaid cash dividend and stock dividend:

OAIL shall not forfeit any unclaimed cash dividend or stock dividend till the claim becomes barred by the law of land inforce. OAIL shall follow the rules & regulations of the regulators issued from time to time regarding payment of unclaimed or unpaid cash dividend and stock dividend to the entitled shareholders.
Submission of dividend distribution compliance report:

OAIL shall submit a dividend distribution compliance report to BSEC, DSE & CSE in a specified format issued by the regulator(s) within stipulated time of completion of dividend distribution to the entitled shareholders.

Dividend:

Subsequent to the statements of financial position date, the board of Directors in their meeting held on October 26, 2025 recommended 1% cash (Excluding Sponsor & Directors) dividend to the existing share held at record date for the year ended 30 June 2025.

Particular	2025	2024
Profit available for appropriation		
Profit/Loss after Tax	49,883,100	72,878,669
Un-appropriated profit brought forward from previous year	614,446,629	558,649,460
Total amount available for appropriation	664,329,729	631,528,129
Appropriation		
Closing Retained Earnings at year end (Before Proposed final Dividend)	664,329,729	631,528,129
Proposed Dividend for the Year 2025 (1% cash Excluding Sponsors and Directors)	37,25,800	17,081,500
Retained earnings after Proposed dividend	**660,603,929**	**614,446,629**

Emphasis of Matters

The Company had made a provision for Workers' Profit Participation Fund (WPPF) amounting to Tk. 37,069,531 as at 30 June 2025. But they didn't allocate the amount as per ratio 80:10:10 respectively to the Workers' Profit Participation Fund, Workers' Welfare Fund and the Labour Welfare Foundation Fund as required by Section 234 of the Bangladesh Labour Act, 2006 (as amended). Even, the related WPPF accounts have not been audited, and therefore, we were unable to verify the accuracy and completeness of the said provision and related liabilities. Even after the reporting period, the management issued Cheque No. IBR 0954356 through Islami Bank Bangladesh Limited for payment to the Bangladesh Sromik Kallyan Foundation.

Interim Dividend: The Board of Director was not declared any bonus share or Stock dividend as interim dividend during the year.

Board Meeting and Attendance

During the year 06 (Six) nos. of Board Meetings were held. The attendance record of the directors is as given below:

Sl.	Name of Directors	Attendance
1.	Mrs. Maliha Khaled	6
2.	Mr. M. Azhar Rahman	6
3.	Mr. Md. Shohedul Islam	6
4.	Nibras Ullah Siddique	4
5.	Mr. Md. Mahamodul Hossain	2

Shareholding pattern

The shareholding of directors at the end of 30 June, 2025 is shown as bellow:

	Name of the shareholders	Position	Shares held	%
i.	**Parent/Subsidiary/Associated companies and other related parties**			
ii.	**Directors:**			
	Mrs. Maliha Khaled	Chairman	5,600,000	8.11%
	Mr. M. Azhar Rahman	Managing Director	12,905,000	18.68%
	Mr. Md. Shohedul Islam	Director	8,965,000	12.98%
	Mr. Nibras Ullah Siddique	Director	2,250,000	3.26%
	Mr. Md. Mahamodul Hossain	Independent Director	-	0.00%
iii.	**Managing Director, Chief Financial Officer, Company Secretary, Head of Internal Audit and their Spouse and Minor Children:**			
	Mr. M. Azhar Rahman	Managing Director	12,905,000	18.68%
	Md. Sharif Ahsani	Chief Financial Officer	Nil	-
	Mr. Md. Bayazid Hossain	Company Secretary	Nil	-
iv.	**Executives:**		Nil	-
v.	**Shareholders holding 10% or more voting interest in the company:**		Nil	-

Directors involved in other Companies:

Sl.		Name of Directors		Attendance
1.	Mrs. Maliha Khaled	Chairman	None	None
			VFS Thread Dyeing Ltd.	Managing Director
3.	Mr. M. Azhar Rahman	Managing Director	VFS Apparels & Design Ltd.	Director
			Decolete Collections Ltd.	Director
2.	Mr. Md. Shohedul Islam	Director	None	None
4.	Mr. Nibras Ullah Siddique	Director	None	None
5.	Mr. Md. Mahamodul Hossain	Independent Director	None	None

Directors' Appointment, Retirement and Re-Appointment

With regard to the retirement and re-appointment of directors, the company is governed by its Articles of Association, the Companies Act. 1994 and other related legislations. Accordingly, the following Appointed, retired Director and Re-Appointment Director will be approved in the 12th annual general meeting.

Re-appointment of Director

1. Mrs. Maliha Khaled

D. A brief resume of the directors.
E. Nature of his/her experience in specific functional area
F. Primary employment and Name of Companies in which the person also holds the directorship and the membership of Committees of the board.

Mrs. Maliha Khaled, (Director & Chairman): He has resigned from the board and applied to be re-appointed as a director & Chairman. He is eligible for re-appointment and the board has re-appointed as a Board of Director and Chairman of the Company.

Mrs. Maliha Khaled, Chairman of the Company. She was born in a well-known business family in Chittagong in 1983. After completion of her Masters of Commerce from University of Dhaka, she engages herself in business. She is a dynamic and energetic business person with 15 years of business experience in different sectors. She started her business carrier in trading of textile and IT products, then expanded it to manufacturing and exporting of different types of garments & agro based items. She is involved in many cultural activities and social works. She has traveled many countries throughout the world for gaining technical know-how of different business including garments industries, yarn dyeing technologies and latest development of production technology of the RMG backward linkage. She became a successful business person in short time of her business career with her sincerity, honesty and conceptual problem-solving ability.

2. Mr. Nibras Ullah Siddique

G. A brief resume of the directors.
H. Nature of his/her experience in specific functional area
I. Primary employment and Name of Companies in which the person also holds the directorship and the membership of Committees of the board.

Mr. Nibras Ullah Siddique, (Director): He has resigned from the board and applied to be re-appointed as a director. He is eligible for re-appointment and the board has re-appointed as a Board of Director of the Company.

Mr. Nibras Ullah Siddique was born in a well-known business family in 1989. After completion of his Bachelor of Arts from Tejgaon College under National University, he engages himself in business. He is a dynamic and energetic business person with 12 years of business experience in different sectors. He is involved in many cultural activities and social works. He became a successful business person in short time of his business career with his sincerity, honesty and conceptual problem-solving ability. He has no other Company involvement as a director.

Other Regulatory Disclosure:

The Company is aware of the various risks and concern, mainly from the policy and regulatory fronts and is prepared to meet those by systematic control;

- No transaction with related parties have been made during the year except Board Meeting Fees;
- From inception, the financial results of the company have continued to grow as reflected in the yearly financial statements of the company;
- During the year the company has paid an amount in Tk. 15,000 as Board Meeting attendance fees;
- All significant deviation from the previous year in operating results of the company have been highlighted and reasons thereof have been explained;
- The key operating and financial data for the last five years have been disclosed;
- During the year ended 30 June, 2025 total of 06 (Six) Board Meeting were held which meet the regulatory requirements in this respect. The attendance records of the Directors are shown in this report;
- Shareholders patterns of the company as on 30 June, 2025 are shown in the Directors report;
- The Directors Profiles have been included in the Annual Report as per BSEC Guidelines.

Environmental Role:

The company maintains a high standard of pollution free environment as per government laws.

Subsidiary Company:

The company has no subsidiary company.

Maintain a Website:

The company has maintained a website www.oryzaagro-bd.com

Workers Profit Participation Fund:

In the year under review 5% of the company's net profit after charging such contribution but before Income Tax i.e. Tk. 3,60,127/- has been transferred to the worker's profit participation fund and welfare fund as per provision of Bangladesh labour (Amendment) Act 2013.

Appointment of Auditors:

The Auditors of the Company Islam Quazi Shafique & Co., Chartered Accountants, Gulfes Plaza (10th Floor) Unit # B & C, B Shahid Sangbadik Selina Parvin Road, Boro Mogbazar, Dhaka-1217, Bangladesh has carried out the audit of the Company for the year ended 30 June 2025. The existing auditor is eligible for re-appointment. Accordingly, the Board of Directors has recommended to re-appoint of Quazi Shafique & Co., Chartered Accountants, Gulfes Plaza (10th Floor) Unit # B & C, B Shahid Sangbadik Selina Parvin Road, Boro Mogbazar, Dhaka-1217, Bangladesh for the financial year 2025-2026 at an annual audit fees of Tk. 200,000 including VAT and Tax. A proposal for re-appointment of Islam Quazi Shafique & Co. Chartered Accountants as statutory auditor for the year 2025-2026 of the Company will be placed in the forthcoming 12th AGM for shareholder's approval and fixation of their fees.

Acknowledgment

The Company expresses its sincere thanks and gratitude to the respected shareholders, valued clients, Banks and well-wishers home and aboard for their whole hearted co-operation and active support. We are thankful to the Bangladesh Securities and Exchange Commission (BSEC) Registrar of Joint Stock Companies & Firms (RJSCF), Government and our customers & supplier for extending their 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 2024-2025 and Directors' Report placed before you.

Thanking you.

On behalf of the Board of Directors

Maliha Khaled
Chairman

MANAGEMENT DISCUSSION AND ANALYSIS ON FINANCIAL POSITION AND PERFORMANCE

FINANCIAL STATEMENTS

The management of Oryza Agro Industries Limited, continue the effort to run the business with high level of integrity, accountability & honesty. Quality of work, skilled human recourses is the main assets of the company. We have maintained the friendly work environment, good governance and comply all rules and regulations.

The management also comply the all applicable rules and regulations for its financial information also preparing the financial statements. In additions to that the management states that-

a. Appropriate accounting policies and estimation made for preparation of financial statements.

b. There is no significant change in Accounting Policies and estimations that may impact on financial position and financial performance.

c. Comparative analysis

The comparative analysis of key components of Financial Statements given below.

Million

Particular	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
Turnover	**869.54**	**965.58**	**695.15**	**997.59**	**1,065.73**
Net Profit After Tax	**49.88**	**72.87**	**26.89**	**79.55**	**92.44**
Earnings Per Share	**0.72**	**1.05**	**0.39**	**1.19**	**1.56**
Net Operating Cash Flow Per Share	**0.29**	**0.08**	**0.51**	**-2.38**	**0.06**

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

Oryza Agro Industries Limited

Declaration by CEO and CFO

Date: 26/10/2025
The Board of Directors
Oryza Agro Industries Limited
House # 261(Ground Floor), Road # 03
Baridhara DOHS, Dhaka

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

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

(1) The Financial Statements of Oryza Agro Industries Limited for the year ended on 30 June 2025 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;

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

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

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

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

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

In this regard, we also certify that: -

i. We have reviewed the financial statements for the year ended on 30 June 2025 and that to the best of our knowledge and belief:

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

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

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

Sincerely yours,

(M. Azhar Rahman)
Managing Director

(Md. Sharif Ahsani)
Chief Financial Officer

Application of International Financial Reporting Standards (IFRS) and International Accounting Standards (IAS)

Name of the Accounting Standards	Ref. No	Status of Application
Presentation of Financial Statements	IAS-1	Applied
Inventories	IAS-2	Applied
Statement of Cash Flows	IAS-7	Applied
Accounting policies, Changes in Accounting Estimates and Errors	IAS-8	Applied.
Events after the Reporting Period	IAS-10	Applied
Income Taxes	IAS-12	Applied
Property, Plant and Equipment	IAS-16	Applied
Employee Benefits	IAS-19	Applied
Borrowing Costs	IAS-23	Applied
Related Party Disclosures	IAS-24	Applied
Financial Instruments: Presentation	IAS-32	Applied
Earnings Per Share (EPS)	IAS-33	Applied
Impairment of Assets	IAS-36	Applied
Provisions, Contingent liabilities and Contingent Assets	IAS-37	Applied
Intangibles Assets	IAS-38	Applied
Financial Instruments: Recognition and Measurement	IAS-39	Applied
Financial Instruments: Disclosures	IFRS-7	Applied
Operating Segments	IFRS-8	Applied
Financial Instruments	IFRS-9	Applied
Disclosures of Interests in Other Entities	IFRS-12	Applied
Fair Value Measurements	IFRS-13	Applied
Revenue from Contracts with Customers	IFRS-15	Applied
Leases	IFRS-16	Applied

Independent Auditor's Report

To the Shareholders of

Oryza Agro Industries Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of ORYZA AGRO INDUSTRIES LIMITED which comprise the Statement of Financial Position as at June 30, 2025 and Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended June 30, 2025, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements of the Company give a true and fair view of the financial position of the Company as at June 30, 2025, and of its financial performance and its cash flows for the year then ended June 30, 2025 in accordance with International Financial Reporting Standards (IFRSs) and the Companies Act, 1994 and other applicable laws and regulations.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the 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 these ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

Without qualifying our Opinion, we draw attention to this matter:

1. The Company had made a provision for Workers' Profit Participation Fund (WPPF) amounting to Tk. 37,069,531 as at 30 June 2025. But they didn't allocate the amount as per ratio 80:10:10 respectively to the Workers' Profit Participation Fund, Workers' Welfare Fund and the Labour Welfare Foundation Fund as required by Section 234 of the Bangladesh Labour Act, 2006 (as amended). Even, the related WPPF accounts have not been audited, and therefore, we were unable to verify the accuracy and completeness of the said provision and related liabilities. Even after the reporting period, the management issued Cheque No. IBR 0954356 through Islami Bank Bangladesh Limited for payment to the Bangladesh Sromik Kallyan Foundation.

Other Matters

The financial statements of ORYZA AGRO INDUSTRIES LIMITED for the year ended June 30, 2024 were audited by Kazi Zahir & Co. Chartered Accountants who expressed and unqualified opinion on those statements on September 29, 2024.

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	**How the matter was addressed in our audit**
At year end the Company reported total revenue amount Tk. 869,548,720, primarily generated from the sale of fish feed and poultry feed. The timing of revenue recognition and realization involves significant management judgment, which increases the risk of inappropriate recognition of revenue. Revenue being a key performance indicator of the Company, any error or misstatement in its recognition could have a material impact on the reported financial performance. Accordingly, we identified revenue recognition as a key audit matter.	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 (if any) and timing of revenue recognition. - Assessing the appropriateness of the Company's accounting policies for revenue recognition and compliance of those policies with applicable - Verifying the monthly VAT return form 9.1 to confirm reporting about sales to NBR. - Obtaining supporting documents for sale transaction along with checking the recording period of revenue recognition - 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 identifyunusual or irregular items; and Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards.
See note no. 20.00 to the financial statements	
Inventory Valuation	**How the matter was addressed in our audit**
At 30 June 2025, inventories amounting to Tk. 317,459,700 are reported in the statement of financial position and disclosed in Note 7.00 to the financial statements. Inventories are required to be carried at the lower of cost and net realizable value in accordance with the applicable financial reporting framework. Management is responsible for assessing whether any inventories are slow-moving, obsolete, or damaged and for adjusting their carrying values accordingly.	How the matter was addressed in our audit Our procedures included the following to assess inventory provisions: Assessing the reasonableness of the methodologies applied by management for consistency with prior years and using the information obtained as evidence for evaluating the appropriateness of the assumptions made in the current year. - Understanding, evaluating and testing key internal controls with particular focus on management's monitoring and review of provision for inventories. - Evaluating the assumptions and estimates applied to the methodologies for slow moving, obsolete and damaged inventories - Testing the estimated future sales values, less estimated costs to sell, against the carrying value of the inventories. - Recalculating the arithmetical accuracy of the computations. - Testing, on a sample basis, the stock aging profile, expiry dates and the market price used in assessing the net realizable values of inventories to the related supporting documents. - Based on our audit procedures, including inquiry with management, review of inventory ageing analysis, and physical verification records, we did not identify any indication of slow-moving, obsolete, or damaged inventories as at the reporting date. Finally, assessed the appropriateness and presentation of the

	valuation-related disclosures in accordance with the relevant accounting standards.
See note no. 6	
Impairment of property, plant and equipment	**How the matter was addressed in our audit**
Property, Plant and equipment represent about 19.00% of total assets of the company which is thus a material items to the financial statements, Property, Plant and Equipment includes Land and Land Development, Factory Building and Civil Construction, Plant and Machinery, Electrical Installation, Furniture and Fixture, Office Equipment, and Vehicle being of total PPE which are sophisticated in nature. Determining the level of impairment involves forecasting and discounting future cash flows and estimation of recoverable amounts which are inherently uncertain. This is one of the key judgmental areas that our audit has concentrated on.	We have tested the design and operating effectiveness of key controls over PPE. Our audit procedures included, among others. Followings are our audit procedures on the carrying value of PPE - Reviewing basis of recognition, measurement of assets; - Observing procedures of assets acquisition, depreciation and disposal; - Checking ownership of the asset's addition; - Checking the Capital-Work-in-Progress (CWIP) and its transfer to PPE as well as capital expenditure commitment; - Performing due physical asset verification on sample basis at the year-end; - Checking estimated rates of depreciation being used and assessed its fairness; - Finally, assessing the appropriateness and presentation of disclosures against relevant accounting standards. Our testing did not identify any issues with regard to Carrying Value of PPE.
See note no. 3 to the financial statements and Annexure – A	
Deferred Tax	**How the matter was addressed in our audit**
The Company's reports net deferred tax Liability totaling TK. 31,762,523 as at June 30, 2025. Significant judgment is required in relation to deferred tax liabilities as their recoverability is dependent on forecasts of future profitability over a number of years. The disclosures relating to Deferred Tax are included in notes 12.00 to the financial statements	- We obtained an understanding, evaluated the design and tested the operational effectiveness of the Institution's key controls over the recognition and measurement of Deferred tax Liabilities (DTL) and the assumptions used in estimating the Company's future taxable income. - We also assessed the completeness and accuracy of the data used for the estimations of future taxable income. - We involved tax specialists to assess key assumptions, controls, recognition and measurement of DTL. Finally assessed the appropriateness and presentation of disclosures against "IAS-12" Income Tax
Provision for Income Tax and Related Assessment	**How the Matter was Addressed in our Audit:**
As at 30 June 2025, the company has recognized a provision for income tax in its financial statements. The company performs self-assessment of income tax each year and pays self-assessed tax accordingly. However, the company does not adjust the provision with the final tax assessments or demands, as these are not yet finalized by the tax authorities. Determining the appropriate tax provision requires management judgment and estimation, which involves inherent uncertainty and therefore has been considered a key audit matter.	- We obtained and reviewed management's computation of taxable income and related tax provision. - We verified the basis of self-assessed tax payment and examined relevant supporting documents, including previous years' tax assessment orders and correspondence with tax authorities. - We evaluated the reasonableness of management's estimation of tax liability and assessed whether the related disclosures in the financial statements are made in accordance with the applicable financial reporting framework.

Long Term Borrowings & Short-Term Borrowings	How the matter was addressed in our audit
As at 30 June 2025, the reported amount of total long-term borrowings, short term borrowings and Current portion of long-term borrowing is Tk. 191,791,170, Tk. 99,403,638 and Tk. 31,500,000 Respectively. The company borrowed fund from Sonali Bank PLC for the purpose of acquisition of non-current assets and working capital as well. The company is exposed to interest rate and monetary policy risks that could affect its borrowing costs and short-term liquidity position.	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 the proper use of loan. - We verified sanction letter, loan schedule and bank statements to confirm the loan outstanding and found that the balance had been reported in the financial statements accurately. We also submit the balance confirmation to the respective bank. - We also checked the financial expenses and classification of loan and repayment schedule as well. - We had checked the recording date of transactions and found the recording date is in line with the loan disbursement date. We also confirmed that the company had maintained banking rules as well. Finally, we assessed the appropriateness and presentation of related disclosures in the financial statements against the requirements of the relevant accounting standards.
See note no. 14 & 16	

Information Other than the Financial Statements and Auditor's Report Thereon

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

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

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicates with those charged with governess, 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 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, Financial Reporting Act-2015 and the Securities and Exchange Rules-2020 we also report that:

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

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

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

(iv) The expenditure incurred and payments made were for the purposes of the company's business

Quazi Shafiqul Islam FCA
Enrolment No. 0165
Islam Quazi Shafique & Co.
Chartered Accountants

Place: Dhaka
Dated: October 26, 2025
DVC:2510260165AS600290

ORYZA AGRO INDUSTRIES LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2025

Particulars	Notes	Amount in Taka	
		30 June 2025	30 June 2024
ASSETS			
Non-Current Assets		**371,758,598**	**408,503,926**
Property, Plant and Equipment	3.00	371,758,597	408,110,569
Right of use Assets	4.00	-	393,357
Intangible Assets	5.00	1	1
Current Assets		**1,589,699,004**	**1,458,605,322**
Inventories	6.00	317,459,700	317,929,946
Accounts Receivable	7.00	1,134,760,501	994,091,635
Advances, Deposits and Prepayments	8.00	133,736,414	140,227,143
Cash and Cash Equivalents	9.00	3,742,389	6,356,598
Total Assets		**1,961,457,602**	**1,867,109,248**
SHAREHOLDERS EQUITY AND LIABILITIES			
Shareholders Equity		**1,355,209,729**	**1,322,408,129**
Share Capital	10.00	690,880,000	690,880,000
Retained Earnings	11.00	664,329,729	631,528,129
Non-Current Liabilities			**221,323,644**
Deferred Tax Liability	12.00	31,762,523	29,532,474
Liability for Leases	13.00	-	-
Long Term Loan net off Current Portion	14.00	191,791,170	191,791,170
Current Liabilities		**382,694,180**	**323,377,474**
Accounts Payable	15.00	23,046,920	23,546,920
Short Term Loan	16.00	99,403,638	99,403,638
Current Portion of Lease Liability	13.00	-	424,376
Current Portion of Long Term Loan	14.00	31,500,000	31,500,000
Unclaimed Dividend Account	17.00	13,416,261	17,458,357
Provision and Accruals	18.00	121,846,129	77,512,338
Provision for Income Tax	19.00	93,481,232	73,531,845
Total Shareholder's Equity and Liabilities		**1,961,457,602**	**1,867,109,248**
Net Asset Value (NAV) per Share	28.00	**19.62**	**19.14**

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

Chairman | **Managing Director** | **Director**

Chief Financial Officer | **Company Secretary**

Place: Dhaka
Date: October 26, 2025
DVC: 2510260165AS600290

Quazi Shafiqul Islam FCA
Enrolment No: 0165
Islam Quazi Shafique & Co.
Chartered Accountants

ORYZA AGRO INDUSTRIES LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2025

Particulars	Notes	Amount in Taka	
		2024-2025	2023-2024
Revenue	20.00	869,548,720	965,588,920
Less: Cost of Goods Sold	21.00	720,156,455	808,999,707
Gross Profit		**149,392,265**	**156,589,213**
Less: Operating Expenses		**30,950,753**	**34,847,839**
Administrative Expenses	22.00	16,750,356	17,882,922
Selling & Distribution Expenses	23.00	14,200,395	16,964,917
Operating Income		**118,441,514**	**121,741,374**
Less: Financial Expenses	24.00	42,757,062	31,988,026
Add: Other Non-Operating Income	25.00	(18,788)	1,630
Profit before Tax and WPPF		**75,665,663**	**89,754,977**
Less: Contribution to WPPF		3,603,127	4,274,047
Profit before Tax		**72,062,536**	**85,480,931**
Less: Income Tax Expenses	26.00	22,179,436	12,602,262
Net Profit after Tax		**49,883,100**	**72,878,669**
Earnings per Share	27.00	**0.72**	**1.05**

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

Chairman | **Managing Director** | **Director**

Chief Financial Officer | **Company Secretary**

Place: Dhaka
Date: October 26, 2025
DVC: 2510260165AS600290

Quazi Shafiqul Islam FCA
Enrolment No: 0165
Islam Quazi Shafique & Co.
Chartered Accountants

ORYZA AGRO INDUSTRIES LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2025

(Amount in Taka)

Particulars	Share Capital	Retained Earnings	Total
Balance as at 1st July 2024	690,880,000	631,528,129	1,322,408.129
Add: Net Profit after Tax	-	49,883,100	49,883,100
Cash Dividend (5%)	-	(17,081,500)	(17,081,500)
Balance as at 30 June 2025	**690,880,000**	**664,329,729**	**1,355,209,729**

ORYZA AGRO INDUSTRIES LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2024

(Amount in Taka)

Particulars	Share Capital	Retained Earnings	Total
Balance as at 1st July 2023	690,880,000	576,855,960	1,267,735,960
Add: Net Profit after Tax	-	72,878,669	72,878,669
Cash Dividend (5%)	-	(18,206,500)	(18,206,500)
Balance as at 30 June 2024	**690,880,000**	**631,528,129**	**1,322,408,129**

Chairman | **Managing Director** | **Director**

Chief Financial Officer | **Company Secretary**

ORYZA AGRO INDUSTRIES LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2025

Particulars	Notes	Amount in Taka	
		30.06.2025	30.06.2024
A. Cash Flows from Operating Activities			
Received from Sale of Goods	31.01	728,879,854	831,800,978
Received from other Revenue		1,649	1,630
Paid to Suppliers for goods	31.02	(647,731,711)	(756,993,844)
Paid to Employees	31.03	(34,307,572)	(39,138,614)
Paid for Others	31.04	(26,095,695)	(28,393,320)
Paid for Income Tax		(29,400)	(1,300,489)
Cash Used in/Generated by Operation		**20,717,125**	**5,976,341**
Paid for Financial Expenses		(1,000,000)	(700,000)
Net Cash Used in/Generated by Operating Activities	30.00	**19,717,125**	**5,276,341**
B. Cash Flows from Investing Activities			
Receipt from sale of vehicle		1,100,000	-
Net Cash Used in Investing Activities		**1,100,000**	**-**
C. Cash Flows from Financing Activities			
Received/(Paid) Long Term Loan			-
Received/(Paid) Short Term Loan			-
Payment of Dividend		(23,431,333)	(4,692,169)
Payment of Lease Interest			(77,561)
Payment of Lease Liabilities-Principal			(402,439)
Net Cash Provided by Financing Activities		**(23,431,333)**	**(5,172,169)**
B. Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)		**(2,614,208)**	**104,172**
C. Opening Cash and Cash Equivalents		6,356,598	6,252,425
D. Closing Cash and Cash Equivalents (D+E)		**3,742,389**	**6,356,598**
Net Operating Cash Flows per Share (NOCFPS)	29.00	**0.29**	**0.08**

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

Chairman

Managing Director

Director

Chief Financial Officer

Company Secretary

ORYZA AGRO INDUSTRIES LIMITED

Notes, Comprising Significant Accounting Policy and Other Explanatory Information
For the year ended 30 June 2025

1.00 REPORTING ENTITY

1.01 Background of the Company

Oryza Agro Industries Limited was incorporated as a private limited company on March 25, 2014 vide registration No.C-114925/14 and subsequently converted into a public limited Company on August 22, 2017 with Registrar of Joint Stock Companies and Firms (RJSCF) in Bangladesh under the Companies Act, 1994. The company was listed with Dhaka Stock Exchange Limited (DSE) dated September 16, 2021 and Chittagong Stock Exchange Limited (CSE) dated September 19, 2021 under Small Capital Platform.

1.02 Registered Office & Factory of the Company

a) Registered Office of the Company is situated at Gujikha, Ramgopalpur, Gouripur, Mymensingh, Bangladesh.
b) Dhaka Liaison Office: House # 261 (Ground Floor), Road # 03, Baridhara DOHS, Dhaka-1206, Bangladesh.

1.03 Nature of the business

The principal activities of the company are manufacturing and marketing of fish feed & Poultry feed.

2.00 BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

2.01 Statements of Compliance

The Financial Statements of the Company are prepared on a going concern basis under historical cost convention and in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs), the requirements of Financial Reporting Act. 2015, the Companies Act 1994, the Securities and Exchange Rules, 1987 and other laws & regulation applicable for the company.

The Company also complies with amongst others, the following laws and regulation

The Income Tax Act 2023;
The Value Added Tax Act 1991;
Value Added Tax and Supplementary Duty Act 2012
The Value Added Tax Rules 1991;
Bangladesh Labor Law, 2006 (Amended up to 2018);
Labor Rules, 2015;
Securities and Exchange Ordinance, 1969;
Bangladesh Securities and Exchange (Qualified Investor Offer by Small Capital Companies) Rules, 2018;

2.02 Going Concern

Management have assessed the going concern assumptions during the preparation of the financial statements of the company, Management believe that no events or conditions give rise to doubt about the ability of the company to continue in operation in the foreseeable future. This conclusion is drawn based on knowledge of the company, the estimated economic outlook and related identified risks and uncertainties. It has been concluded that it is reasonable to apply the going concern concept as the underlying assumption for the financial statements.

The company has adequate resources to continue its operation for the foreseeable future. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

2.03 Accrual Basis

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

2.04 Components of the Financial Statement

According to IAS 1 Presentation of Financial Statements the complete set of financial statement includes the following components;
a) Statement of financial position as at 30 June 2025;

b) Statement of profit or loss and other comprehensive income for the period from 1st July 2024 to 30 June 2025;

c) Statement of changes in equity for the period from 1st July 2024 to 30 June 2025;

d) Statement of cash flows for the period from 1st July 2024 to 30 June 2025; and

e) Notes, comprising significant accounting policy and other explanatory information.

2.05 Accounting Policies & Estimates

The preparation of these financial statements is in conformity with IASs/IFRSs which require management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Estimates and underlying assumptions are reviewed on an ongoing basis and used for accounting of certain terms such as provision for expenses and depreciation.

2.06 Responsibility for Preparation and Presentation of Financial Statements

The Board of Directors is responsible for the preparation of financial statements under section 183 of the Companies Act, 1994 and as per applicable Financial Reporting Framework for the company.

2.07 Statement of Cash Flows

Statement 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 considering the provisions of Paragraph 19 of IAS 7 and "Preparation of cash flows under direct method is a requirement of Securities and Exchange Rules, 1987" which provides that entities are encouraged to report cash flows from operating activities using the direct method.

As per notification of Bangladesh Securities and Exchange Commission Cash Flows from operating activities has been reconciled with net income using the indirect method.

2.08 Applicable accounting standards

The following IASs/IFRSs are applicable for the financial statements for the year under review

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 19 Employee Benefits

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 Contingent Assets

IAS 38 Intangible assets

IFRS 7 Financial Instruments: Disclosures

IFRS 8 Operating Segments

IFRS 9 Financial Instruments

IFRS 13 Fair Value Measurements

IFRS 15 Revenue from Contracts with Customers

IFRS 16 Leases

2.09 Property, Plant, Equipment and Depreciation

a) Recognition, Measurement and Disclosure

All Property, Plant and Equipment are stated at cost less accumulated depreciation as per IAS 16 Property, Plant and Equipment. The cost of acquisition of an asset comprises of its purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use inclusive of inward freight, duties and non- refundable taxes.

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 flows to the company and its costs can be measured reliably. The cost of the day to day maintaining cost on PPE is recognized in the statements of profit or loss and other comprehensive income as an expense as incurred.

Subsequent cost

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 costs can be measured reliably. The day to day maintaining cost on PPE is recognized in the Statements of Profit or Loss and Other Comprehensive Income as incurred.

b) Depreciation

Depreciation on Property, Plant and Equipment other than land and land development has been computed during the year using the reducing balance method. Depreciation has been charged on addition when the related property, plant and equipment are available for use as per management intention. Depreciation has charged as following rate.

Category of Fixed Assets	Rate 2025	Rate 2024
Land & Land Development	0%	0%
Factory Shed & Other Civil Construction	5%	5%
Plant & Machinery	10%	10%
Electrical Equipment & Installation	10%	10%
Furniture & Fixture	10%	10%
Office Equipment	10%	10%
Vehicles	10%	10%

c) Disposal of Property, Plant and Equipment

On disposal of Property, Plant and Equipment, the cost and accumulated depreciation are eliminated and gain or loss on such disposal is reflected in the profit or loss and other comprehensive income statement, which is determined with reference to the written down value of the assets and net sale proceeds.

d) Impairment:

The carrying amounts of all assets are reviewed at each balance sheet date to determine whether there is any indication of impairment loss. If any such indication exists, recoverable amount is estimated in order to determine the extent of the impairment loss.

For impairment test, management have considered all indicators (external and internal) and assessed that any asset mentioning in the (1) property, plant and equipment and (2) intangible assets:

1. Have not declined in market value;
2. The market interest rate has not increased;
3. No technological change has occurred;
4. No physical damage has occurred;
5. No asset become obsolescence; and
6. No asset becomes idle.

After considering the above indications, management have concluded that carrying amount of any asset did not exceed the market value of assets or value in use and that is why no impairment loss was recognized in the accounts.

2.10 Capital Work in Process

Capital Work in Process represents the cost incurred for acquisition and/or construction of building and property plant and equipment that were not ready for use at end of the year and these are stated at cost.

2.11 Intangible Assets

i) Recognition and Measurement

Intangible assets that are acquired by the company and have finite useful lives are initially measured at their cost of acquisition and subsequently stated at their cost less accumulated amortization and accumulated impairment loss, if any. Intangible assets are recognized when all the conditions for recognition as per IAS 38: Intangible Assets are met. The cost of an intangible asset comprises purchase price, import duties and non-refundable taxes and any directly attributable cost of preparing the asset for its intended use.

ii) Subsequent Costs

Subsequent expenditure is capitalized only when it increases the future economic benefits associated with the specific asset to which it relates. All other expenditures are recognized in the statement of profit or loss and other comprehensive income as incurred.

iii) Amortization

Intangible assets are amortized on straight line method over its estimated useful life. The amount of amortization has been charged in the Statement of Profit or Loss and Other Compressive Income.

Management has decided to change the amortization rate from 10% to 20% and amortization method from reducing balance to Straight Line method. During this year the software values are fully depreciated but its economic value exists so minimum value are shown as written down value.

The estimated rates and methods of amortization are as follows:

Category of Assets	Rate	Method
Software	20%	Straight Line

iv) De-recognition

Intangible assets are derecognized from the statement of financial position on disposal or when no future economic benefits are expected from their use or disposal. The gain or loss arising from the de recognition of an intangible asset is recognized in the statement of profit or loss and other comprehensive income at the time of de-recognition.

2.12 Leases:

The entity has adopted IFRS 16 from 01 July, 2019 and have been reviewed office rent agreement in light of the new rules in IFRS 16. On adoption of IFRS 16 the entity recognizes a right-of-use asset and a lease liability. The lease liability is measured at the present value of the lease payments that are not paid at date of 01 July, 2023 discounted using the incremental borrowing rate. This agreement was terminated and made and adjustment. At 1st July 2025, new rental agreement was made for one year. So, IFRS 16 has not applied during the year due to lower period of agreement and shown rental expenses as operating lease.

2.13 Borrowing Costs

Interest and other cost incurred in the company in connection with the borrowing of fund are recognized as expenses in the year in which they are incurred unless such borrowings cost related to acquisition/construction of assets in progress that are required to capitalized as per IAS 23 Borrowing Costs. Long Term Project Loan from Sonali Bank Limited are used for the purpose of Capital Machinery & Construction.

2.14 Revenue Recognition

With Compliance of IFRS 15, revenue has been recognized by applying the following five steps:

1. Identify the contract with the customer
2. Identify the performance obligations in the contract
3. Determine the transaction price
4. Allocate the transaction price
5. Recognize revenue when (or as) a performance obligation is satisfied.

We have recognized revenue when all the recognition criteria are met. Summary of item wise impact of IFRS 15 is not required as the company has recognized revenue on goods upon satisfying the above criteria as per previous practice. Most of the collections have been made through either banking channel or direct bank transfer.

2.15 Valuation of Current Assets

Accounts Receivable

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

Inventories

Inventory consists of raw material, packing material, spare parts and finished goods. In compliance with the requirements of IAS 2 Inventories, the Inventories have been valued at Cost or Net Realizable value whichever is lower. Net realizable value is based on estimated selling price in the ordinary course of business less any further cost expected to be incurred to make the sale.

Material in transit represents the cost incurred up to the date of the statement of financial position for the items that were not received but the related risk has been transferred till the date of reporting.

2.16 Provisions

Provision is recognized in the financial statements in line with the IAS 37 Provisions, Contingent Liabilities and Contingent Assets when;

i. an entity has a present obligation (legal or constructive) as a result of a past event;
ii. it is probable that an outflow of recourses embodying economic benefits will be required to settle the obligations; and
iii. a reliable estimate can made of the amount of the obligation.

2.17 Employees' Benefit

The company maintains Short Term Employee Benefits as per IAS 19 Employee Benefits. The cost of employee benefit is charged of as revenue expenditure in the period to which the contributions relate.
The company's employee benefits include the following

a) Short Term Employee Benefits

Short-term employee benefits include wages, salaries, festival bonuses etc. Obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

b) Contribution to Workers' Profit Participation and Welfare Funds

This represents 5% of net profit before tax contributed by the company as per provisions of the Bangladesh Labour Act, 2006 (amendment-2013) and is payable to workers as defined in the said law.

2.18 Advances, Deposits and Prepayments

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

2.19 Segment Reporting

Oryza Agro Industries Limited derives revenue from two products line such as (1) Fish Feed and (2) Poultry Feed. The Board of Directors of the company is considered as Chief Operating Decision Maker (CODM). No person is employed as head of two products line who is required to report directly to the CODM and the two products lines does not generate any operating results that CODM can reviewing for allocate resources and assessing performance and no discrete financial information is available from each products line. By only revenue information, it is not sufficient for CODM to assess performance and allocate resources. It is mentionable here that the board of the director determined that gathering revenue information is not using for making operating decision and assessing performance.

After evaluating all facts and circumstances management concluded that the two-products line mentioned above does not meet the criteria of operating segment as per IFRS 8. Hence, no segmental report is required to disclose for the company as per IFRS 8.

2.20 Functional and Presentational Currency

These financial statements are presented in Bangladesh currency (Tk./Taka/ BDT), which is both the functional and the presentation currency of the Company.

2.21 Income Tax

Current Tax

Due to SRO No. 199/2015, Income tax Ordinance, 1984 (Ordinance No. XXXVI of 1984) Sec 44 and Sub-section (4) clause (b), has been cancelled through SRO No. 151/2025 dated 26th May 2025, Income Tax has calculated @ 22.5% as per income tax Act 2023.

Deferred Tax

The company recognized deferred tax as per IAS 12 Income Taxes. Deferred tax is recognized for all temporary timing difference arising between the carrying value of assets and its tax base values. The rate prevailing at the financial position date is used for determine the deferred tax.

2.22 Earnings per share

The company calculates Earnings per Share (EPS) in accordance with IAS 33 Earnings per Share which has been shown on the face of the profit or loss and other comprehensive income.

Basic Earnings per Share

This represents earnings for the year attributable to the ordinary shareholders. As there is no minority interest or extra ordinary items, the net profit after tax for the year has been considered as fully attributable to ordinary shareholders.

Weighted average number of ordinary shares

This represents the number of ordinary shares outstanding at the beginning of the period plus the number of shares issued during the period multiplied by a time weighted factor is the number of months the specific shares are outstanding as a proportion of the total number of months in the year.

Diluted Earnings per Share

No diluted earnings per share is required for the year since there has no scope to calculate diluted earnings per share during the year under review.

2.23 Measurement of Fair Values

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

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

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

c) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability might be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Financial Instruments

A financial instrument is any contract that gives rise to a financial asset to one entity and a financial liability or equity instrument to another entity as per IFRS 9 Financial Instruments.

Financial Assets

Financial assets of the Company include cash and cash equivalents, equity instrument to another entity, Trade receivables and other receivables. The Company initially recognizes a financial asset in its statement of financial position when, and only when, the Company becomes a party to the contractual provision of the instrument. The Company derecognize a financial asset when, and only when; the contractual rights to the cash flows from the financial asset expire or transfer the contractual rights to receive the cash flows of the financial asset.

Financial Liabilities.

The Company initially recognizes a financial liability in its statement of financial position when and only when, the Company becomes a party to the contractual provision of the instrument. The Company derecognizes a financial liability from its statement of financial position when, and only when, it is extinguished, that is when the obligation specified in the contract is discharged or cancelled or expires.

2.24 Risk management

According to IFRS 7 Financial Instruments: Disclosures, an entity shall disclose information that enables users of its financial statements to evaluate the nature and extent of risks arising from financial instruments to which the entity is exposed at the end of the reporting period. The Management of the Company are reviewed risk management policies, procedures and systems regularly to reflect changes in market conditions and the Company's activities. The Company has exposure to the following risk for its use of financial instruments.

(a) Credit risk

(b) Liquidity risk

(c) Market risk

(a) Credit risk

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

Management perception

To mitigate the credit risk, the management of the Company follows robust credit control and collection policies. The Company has dedicated credit collection team who are responsible for any dues and they have been demonstrating remarkable performance in collecting receivables as per Company's credit and collection policy.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations on time.

Management perception

The Company's approach to managing liquidity is to ensure as far as possible, that it will always have sufficient liquidity to meet its liabilities when due under both normal and stressed conditions without incurring unacceptable losses or risking damage to the Company's reputation. The Company has sufficient current assets and cash & cash equivalent to meet expected operational expenses including financial obligations.

(c) Market risk

Market Risk is the risk that the fair value or cash flows of a financial instrument will fluctuate due to changes in market prices. It reflects interest rate risk, currency risk and other price risks

Management perception

Management is fully aware of the market risk, and act accordingly. Market of our products in Bangladesh is growing rapidly. Moreover, the objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

2.25 Cash and Cash Equivalents

According to IAS 7 Statement of Cash Flows, cash and cash equivalents comprises cash in hand, short term deposit and highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in values.

2.26 Events after the Reporting Period

Events after the reporting period are those events, favorable and unfavorable, that occur between the end of the reporting period and the date when the financial statements are authorized for issue. Two types of events can be identified.

Adjusting events - those that provide evidence of conditions that existed at the end of the reporting period.

Non adjusting events - those that are indicative of conditions that arose after the reporting period.

The board of directors in their meeting held on October 26, 2025 recommended 1% Cash Dividend (excluding director & sponsor) to the share held at record date for the year ended 30 June 2025. The dividend proposal is subject to shareholders' approval at the forthcoming Annual General Meeting (AGM).

2.27 Authorization date for issuing Financial Statements

The financial statements were authorized by the Board of Directors on October 26, 2025.

2.28 Comparative Information

Comparative information has been disclosed in the respect of previous year for all numeric information in the financial statements and the narrative and descriptive information where it is relevant for understanding of the current year's financial statement.

2.29 Related Party Disclosure

The company carried out a number of transactions with related parties in the normal course of business and on arms' length basis. The information as required by IAS 24 Related Party Disclosures has been disclosed in note no. 32.

2.30 Significant deviation

i. During the year ended 30 June 2025 sales and gross profit has been decreased hence, Earning Per Share (EPS) has been decreased from Tk. 1.05 to Tk. 0.72 in the year ended 30 June 2025.

ii. During the year ended 30 June 2025 Net Operating Cash Flows per Share (NOCFPS) has been increased compare to previous year ended 30 June 2024. During the year cash payment to suppliers and others has been decreased compare to previous period. Resultant net cash generated by operating activities has been increased. Hence, Net Operating Cash Flows per Share (NOCFPS) has been increased from Tk. 0.08 to Tk. 0.29 in the year ended 30 June 2025.

2.31 General

i. The figure has been rounded off to the nearest taka.

ii. The financial statements have been prepared covering one year from 01 July 2024 to 30 June 2025.

ORYZA AGRO INDUSTRIES LIMITED

Notes to the Financial Statements

As on 30 June 2025

Notes	Particulars	Amount in Taka	
		30 June 2025	30 June 2024
3.00	**Property, Plant and Equipment**		
	A. At Cost		
	Opening Balance	771,231,522	771,231,522
	Add: Addition during the year	-	-
	Less: Adjustment/Sale	1,950,000	
	Total Cost	**769,281,522**	**771,231,522**
	B. Accumulated Depreciation		
	Opening Balance	363,120,954	324,061,631
	Add: Depreciation charged during the year	35,200,516	39,059,323
	Less: Adjustment/Sale	798,544	
	Total Charge	**397,522,925**	**363,120,954**
	Written down value (A-B) as on 30 June 2025	**371,758,597**	**408,110,569**
	The details of the above is given in Annexure-A		
4.00	**Right of Use Assets**		
	Beginning Balance	393,357	822,473
	Add: Addition during the year	-	
	Add: Adjustment during the year	(393,357)	-
		-	**822,473**
	Less: Depreciation Expenses		429,116
	Closing Balance		**393,357**
5.00	**Intangible Assets**		
	A. At Cost		
	Opening Balance	150,000	150,000
	Add: Addition during the year		-
	Total Cost	**150,000**	**150,000**
	B. Accumulated Amortization		
	Opening Balance	149,999	149,999
	Add: Amortization charged during the year		-
	Total Charge	**149,999**	**149,999**
	Written down value (A-B) as on 30 June 2025	**1**	**1**
	The details of the above is given in Annexure-B		
6.00	**Inventories**		
	Finished Goods (Note-21.00)	612,655	400,489
	Raw Materials (Note-21.01)	314,366,545	314,690,417
	Packing Materials (Note-21.02)	1,456,850	1,695,362
	Spare Parts (Note-23.03.1)	1,023,650	1,143,678
	Total	**317,459,650**	**317,929,946**

Notes	Particulars	Amount in Taka	
		30 June 2025	30 June 2024
7.00	**Accounts Receivable**		
	Opening Balance	994,091,635	860,303,693
	Add: Sales during the year	869,548,720	965,588,920
	Available for Received	**1,863,640,355**	**1,825,892,613**
	Less: Realized during the year	728,879,854	831,800,978
		1,134,760,501	**994,091,635**

Disclosure as per Schedule XI, Part I, Para 4 of the Companies Act, 1994

Particulars	Amount in Taka	
	30 June 2025	30 June 2024
I. Receivables considered good and in respect of which the company is fully secured;	-	-
II. Receivables considered good for which the company holds no security other than the debtor's personal security;	1,134,760,501	994,091,635
III. Receivables considered doubtful or bad.;	-	-
IV. Receivable due by directors or other officers of the company or any of them either severally or jointly with any other person or receivables due by firms or private companies respectively in which any director is a partner or a director or a member.;	-	-
V. Receivables due by companies under the same management; and	-	-
VI. The maximum amount due by directors or other officers of the company at any time during the year.	-	-
Total	**1,134,760,501**	**994,091,635**

Aging of Accounts Receivable

More than six months	718,193,556	577,524,690
Less than six months	416,566,945	416,566,945
	1,134,760,501	**994,091,635**

8.00	**Advances, Deposits & Prepayments**		
	Advance Salary	1,669,000	1,854,761
	Advance against Office Rent	40,000	300,000
	Demand Note of Electricity	718,740	718,740
	Advance against Raw Materials	101,084,831	99,119,229
	Advance Tax (Note: 8.01)	13,678,575	13,649,175
	Prepaid Insurance (Note: 8.02)	2,008,348	2,008,348
	Material in Transit	14,536,920	22,576,890
		133,736,414	**140,227,143**

8.01	**Advance Tax**		
	Opening Balance	13,649,175	12,348,686
	Add: Addition during the year	29,400	1,300,489
		13,678,575	**13,649,175**

Notes	Particulars	Amount in Taka	
		30 June 2025	30 June 2024
8.02	**Prepaid Insurance**		
	Opening Balance	2,008,348	1,945,612
	Add: Addition during the year	2,969,262	2,875,652
		4,977,610	**4,821,264**
	Less: Insurance Expenses during the year	2,969,262	2,812,916
		2,008,348	**2,008,348**

Disclosure as per Schedule XI, Part I, Para 6 of the Companies Act, 1994

Particulars	Amount in Taka	
	June 30, 2025	June 30, 2024
I. Advances, deposits & prepayments considered good and in respect of which the company is fully secured;	132,067,414	138,372,382
II. Advances, deposits & prepayment considered good for which the company holds no security;	-	-
III. Advances, deposits & prepayment considered doubtful or bad;	-	-
IV. Advances, deposits & prepayment due by directors or other officers of the company or any of them either severally or jointly with any other person or Advance, deposits & prepayment due by firms or private companies respectively in which any director is a partner or a director or a member;		-
V. Advances, deposits & prepayment due by companies under the same management; and	-	-
VI. The maximum amount due by directors or other officers of the company at any time during the year.	1,669,000	1,854,761
Total	**133,736,414**	**117,650,253**

9.00	**Cash and Cash Equivalents**		
	Cash in hand	1,950,932	4,742,920
	Cash at Bank (Note: 11.01)	1,791,457	1,613,678
		3,742,389	**6,356,598**
9.01	**Cash at Bank**		
	Name of Bank	**Name of Branch**	
	Mercantile Bank PLC	524979-Pragati Sarani Br.	40,052 41,662
	Sonali Bank PLC	146222-Local Office	328,134 328,824
	Islami Bank bangladesh PLC.	293902-Mohakhali Branch	29,457 30,147
	Islami Bank bangladesh PLC.	017113-Gojikha, Gouripur	18,361 8,227
	Dutch Bangla Bank PLC.	015413-Bashundhara Br.	- -
	Pubali Bank PLC.	04490-Kuril Bishwa Road	10,830 11,658
	Al-Arafah Islami bank PLC.	006368-Gulshan Branch	1,425 2,460
	Islami Bank bangladesh PLC.(WPPF)	312509-Mohakhali branch	832,946 834,136
	Brac Bank PLC	897001-Gulshan Branch	82,164.48 81,011
	Agrani bank PLC	522905-Mohakhali Branch	5,319 6,147
	United Commercial Bank PLC	013763-Corporate Branch	442,768 269,407
	Islami Bank bangladesh PLC	008210-Banani Branch	- -
			1,791,457 1,613,678

Notes	Particulars	Amount in Taka	
		30 June 2025	30 June 2024

10.00 Share Capital

10.01 Authorized Share Capital

100,000,000 ordinary shares of Taka 10/= each.	**1,000,000,000**	**1,000,000,000**

10.02 Issued, subscribed and paid-up capital

69,088,000 ordinary shares of Tk. 10/= each fully paid-up	690,880,000	690,880,000
	690,880,000	**690,880,000**

The distribution schedule showing the number of Shareholders and corresponding shareholdings percentage.

Range of Shareholdings	No. of Shareholders	No. of Shares	Percentage of Shareholdings (%)
1-100	49	1,077	0.002%
101-500	15	4,440	0.006%
501-1000	23	21,892	0.032%
1001-10000	90	504,033	0.730%
10001-20000	44	675,671	0.978%
20001-50000	86	3,173,968	4.594%
50001-100000	73	5,572,422	8.066%
100001-1000000	86	21,822,463	31.586%
1000001-5000000	6	9,842,034	14.246%
5000001-10000000	4	27,470,000	39.761%
Total	**476**	**69,088,000**	**100.00%**

Detailed break-up or composition of Shareholders equity

Particulars	Issue Date	Face Value	No. of Share	Paid up Capital
At the time of Incorporation	25.03.2014	**100**	30,000	3,000,000
1st Allotment	30.07.2017	**10**	9,663,000	96,630,000
2nd Allotment	27.09.2018	**10**	49,125,000	491,250,000
Issuance of Share (QIO)	14.09.2021	**10**	10,000,000	100,000,000
Total				**690,880,000**

11.00 Retained Earnings

Opening Balance	631,528,129	576,855,960
Add: Net Profit after Tax	49,883,100	72,878,669
Cash Dividend Paid (5%)	(17,081,500)	(18,206,500)
	664,329,729	**631,528,129**

12.00 Deferred Tax Liability

Opening Balance	29,532,474	29,117,219
Add: Addition during the year (Note-26.02)	2,230,049	415,255
	31,762,523	**29,532,474**

Notes	Particulars	Amount in Taka	
		30 June 2025	30 June 2024
13.00	**Liability for Leases**		
	Beginning Balance	424,376	826,815
	Add: Addition during the year	-	-
	Adjustment	(424,376)	
	Add: Interest Expenses		77,561
	Less: Payment	-	480,000
	Closing Balance	**-**	**424,376**
	Less: Current Portion	-	424,376
		-	-
14.00	**Long Term Loan net off Current Portion**		
	Sonali Bank Limited, Local office, Motijheel		
	Opening balance of Principal Loan	223,291,170	223,291,170
	Add: Addition during the year	-	-
		223,291,170	**223,291,170**
	Less: Payment during the year	-	-
	Closing balance of Principal loan	**223,291,170**	**223,291,170**
	Less: Current Portion of Long Term Loan	31,500,000	31,500,000
		191,791,170	**191,791,170**

The company enjoys long Term project Loan from Sonali Bank Limited,Local office, Dhaka for the purpose of Capital Machinery & Construction. Long term loan facilities (both the non-current and current portion) availed by the company are secured.

15.00	**Accounts Payable**		
	Opening balance	23,546,920	21,193,802
	Add: Purchased during the year	650,663,045	740,452,240
		674,209,965	**761,646,042**
	Less: Adjustment during the year	651,163,045	738,099,122
		23,046,920	**23,546,920**
16.00	**Short Term Loan**		
	CC-Hypo, Sonali Bank Limited	99,403,638	99,403,638
		99,403,638	**99,403,638**

The company enjoys Short Term Loan from Sonali Bank Limited,Local office, Dhaka for the purpose of Working Capital. Short term loan facilities availed by the company are secured.

17.00	**Unclaimed Dividend Account**		
	Opening Balance	17,458,357	5,786,525
	Add: Addition During the year	14,972,792	15,864,001
	Less: Payment During the year	(18,714,888)	(4,192,169)
	Net Unclaimed Dividend	**13,416,261**	**17,458,357**

Notes	Particulars	Amount in Taka	
		30 June 2025	30 June 2024
17.1	**Net Unclaimed Dividend**		
	Year wise breakup		
	2022	324,845	3,302,705
	2023	164,496	14,155,652
	2024	12,926,920	
		13,416,261	**17,458,358**
18.00	**Provision and Accruals**		
	Provision for Salary & Allowances	2,503,300	2,942,964
	Provision for Electricity Bill	2,613,327	1,059,865
	Provision for Telephone Bill	-	635
	Provision for Internet Bill	4,000	4,000
	Provision for Audit Fee	200,000	200,000
	Provision for Dividend Tax	4,751,207	7,058,944
	Interest Payable (Note-18.01)	74,536,588	32,779,526
	Provision Annual Listing Fee	168,176	
	Provision for WPPF (Note-18.02)	37,069,531	33,466,404
		121,846,129	**77,512,338**
18.01	**Interest Payable**		
	Interest Payable on Long Term Loan (Note-18.01 A)	51,579,273	22,993,193
	Interest Payable on CC-Hypo (Note-18.01 B)	22,957,315	9,786,333
		74,536,588	**32,779,526**
18.01.A	**Interest Payable on Long Term Loan**		
	Opening Interest Payable	22,993,193	1,541,500
	Add: Charged during the year (Note-24.00)	29,586,080	22,151,693
		52,579,273	**23,693,193**
	Less: Payment during the year	1,000,000	700,000
	Closing Interest Payable	**51,579,273**	**22,993,193**
	Bank has not charged interest on loan during the year due to classification of loan but we have charged interest as per accrual basis during the year.		
18.01.B	**Interest Payable on CC-Hypo**		
	Opening Interest Payable	9,786,333	-
	Add: Charged during the year (Note-24.00)	13,170,982	9,786,333
		22,957,315	**9,786,333**
	Less: Payment during the year		-
	Closing Interest Payable	**22,957,315**	**9,786,333**
	Bank has not charged interest on loan during the year due to classification of loan but we have charged interest as per accrual basis during the year.		
18.02	**Provision for WPPF**		
	Opening Balance	33,466,404	29,192,357
	Add: Provision during the year	3,603,127	4,274,047
		37,069,531	**33,466,404**
	Less: Disbursement		-
	Closing Balance	**37,069,531**	**33,466,404**
19.00	**Provision for Income Tax**		
	Opening Balance	73,531,845	61,344,838
	Add: Addition during the year (Note-26.01)	19,949,387	12,187,007
		93,481,232	**73,531,845**

Oryza Agro Industries Limited
Notes to the Financial Statements
As on 30 June 2025

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
20.00	**Revenue**		
	Sales Revenue (Note-20.01)	869,548,720	965,588,920
		869,548,720	**965,588,920**

20.01 Sales Revenue

Particulars	30.06.2025		30.06.2024	
	Quantity (Ton)	Amount Tk.	Quantity (Ton)	Amount Tk.
Fish Feed	15,413	701,291,500	17,292	786,786,000
Poultry Feed	3,157	168,257,520	3,611	178,802,920
Total	**18,570**	**869,548,720**	**20,903**	**965,588,920**

21.00	**Cost of Goods Sold**		
	Raw Materials Consumption (Note-21.01)	626,790,392	704,397,117
	Packing Materials Consumption (Note-21.02)	24,435,037	27,905,520
	Factory Overhead (Note-21.03)	69,143,192	75,424,309
	Cost of Goods Manufactured	**720,368,621**	**807,726,946**
	Opening Finished Goods	400,489	1,673,250
	Cost of Goods available for Sale	**720,769,110**	**809,400,196**
	Closing Finished Goods	612,655	400,489
	Cost of Goods Sold	**720,156,455**	**808,999,707**
21.01	**Raw Materials Consumption**		
	Opening Balance	314,690,417	306,699,256
	Add: Purchase during the year	626,466,520	712,388,278
	Available for use	**941,156,937**	**1,019,087,534**
	Less: Closing Balance	314,366,545	314,690,417
		626,790,392	**704,397,117**
21.02	**Packing Materials Consumption**		
	Opening Balance	1,695,362	1,536,920
	Add: Purchase during the year	24,196,525	28,063,962
	Available for use	**25,891,887**	**29,600,882**
	Less: Closing Balance	1,456,850	1,695,362
		24,435,037	**27,905,520**
21.03	**Factory Overhead**		
	Wages & Allowances	11,136,200	13,509,253
	Festival Bonus	912,350	1,125,771
	Overtime	150,320	214,606
	Daily Labour	178,949	225,393
	Spare Parts Consumption (Note-21.03.1)	2,763,061	3,059,591
	Printing & Stationary	165,240	195,641
	Conveyance	60,520	86,979
	Food & Allowance	149,090	211,023
	Oil & Lubricants	4,856,907	5,762,509
	Carriage Inward	1,856,850	2,668,429
	Loading & Unloading Charges	469,056	547,081
	Factory Repair & Maintenance	28,400	33,449
	Laboratory Expenses	25,000	44,347
	Electricity Bill	12,950,759	10,633,880
	Depreciation (Annexure-A)	33,440,490	37,106,357
		69,143,192	**75,424,309**

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
21.03.1	**Spare Parts Consumption**		
	Opening Balance	1,143,678	1,189,615
	Add: Purchase during the year	2,643,033	3,013,654
	Available for use	**3,786,711**	**4,203,269**
	Less: Closing Balance	1,023,650	1,143,678
		2,763,061	**3,059,591**
22.00	**Administrative Expenses**		
	Salaries & Allowances	9,675,200	9,965,970
	Board Meeting Attendance Fee	15,000	15,000
	Festival Bonus	755,600	831,350
	Stationaries	155,360	235,645
	Telephone Bill	5,520	7,315
	Internet Bill	48,000	48,000
	Electricity Bill	27,000	190,318
	Entertainment	198,750	219,345
	Repair & Maintenance	85,600	116,248
	Fuel & Lubricants	221,420	253,642
	Insurance Premium	2,969,262	2,812,916
	Staff Fooding Expenses	110,250	217,850
	Annual Listing Fees	168,176	168,176
	Medical Expenses	12,300	16,478
	Licenses & Others	152,000	276,318
	Audit Fees	200,000	200,000
	AGM Expenses	210,000	190,255
	Travelling & Conveyance	265,240	285,647
	Newspaper & Periodicals	4,188	3,720
	Bank Charges	174,955	148,752
	Office Rent	240,000	
	Miscellaneous Expenses	520	1,520
	Interest Expense on the Lease Liability	-	77,561
	Depreciation Charge for the Right-of-Use Asset	-	429,116
	Depreciation (Annexure-A)	1,056,015	1,171,780
		16,750,356	**17,882,922**
23.00	**Selling & Distribution Expenses**		
	Salaries & Allowances	10,394,700	12,295,168
	Festival Bonus	835,350	1,024,597
	Advertisement	36,100	33,560
	Travelling & Conveyance	214,520	255,690
	Seminar Expenses	155,740	158,612
	Carriage Outward	1,019,240	1,314,985
	Fuel for Vehicles	142,560	258,745
	Toll & Fare expenses	55,610	56,410
	Depreciation (Annexure-A)	704,010	781,186
	Loading & Unloading Charges	642,565	785,964
		14,200,395	**16,964,917**

Notes	Particulars	Amount in Taka 2024-2025	Amount in Taka 2023-2024
24.00	**Financial Expenses**		
	Interest on Long Term Loan	29,586,080	22,151,693
	Interest on CC-Hypo	13,170,982	9,836,333
		42,757,062	**31,988,026**
25.00	**Other Non-Operating Income**		
	Gain on lease Termination	31,019	-
	Loss on sale of vehicle	(51,456)	-
	Interest Income	1,649	1,630
		(18,788)	**1,630**
26.00	**Income Tax Expenses**		
	Current year Tax (Note:-26.01)	19,949,387	12,187,007
	Deferred Tax Expenses (Note:-26.02)	2,230,049	415,255
		22,179,436	**12,602,262**
26.01	**Current year Tax**		
	Profit before Tax & Other Income	72,081,324	85,479,301
	Add: Accounting base Depreciation & Amortization	35,200,516	39,059,323
	Less: Tax base Depreciation & Amortization	18,599,110	41,827,689
	Taxable income for the year	**88,682,730**	**82,710,936**
			30,000
			200,000
			11,956,640
	Tax on operating income for the year	**19,953,614**	**12,186,640**
	Tax on non operatin Income (18,788) 22.5%	(4,227)	367
	Total Tax for the Year	**19,949,387**	**12,187,007**
26.02	**Deferred Tax Expenses**		
	Written down value as per Accounting Base	371,758,597	408,110,570
	Written down value as per Tax Base	191,476,846	211,227,412
	Taxable Temporary Difference	**180,281,751**	**196,883,158**
	Applicable Tax Rate	22.5%	15%
	Deferred Tax Liability	**40,563,394**	**29,532,474**
	Less: Opening deferred tax Liability	29,532,474	29,117,219
		11,030,920	**415,255**
	Less: Adjustment due to change in tax base of depreciation	(8,800,871)	
27.00	**Earnings per Share**		
	A. Net Profit after Tax	49,883,100	72,878,669
	B. Weighted average number of Shares outstanding (27.01)	69,088,000	69,088,000
	Earnings per Share (A/B)	**0.72**	**1.05**

27.01 Weighted average number of Shares

Particulars	No. of Share	Weight	Weighted average no. of Shares 30 June 2025	Weighted average no. of Shares 30 June 2024
Number of opening Share	69,088,000	1	69,088,000	69,088,000
Total Weighted average number of shares			**69,088,000**	**69,088,000**

Notes	Particulars	Amount in Taka 2024-2025	2023-2024
28.00	**Net Asset Value (NAV) per Share**		
	Total Assets	1,961,457,602	1,867,109,248
	Less: Total Liabilities	606,247,873	544,701,119
	A. Net Asset Value	**1,355,209,729**	**1,322,408,129**
	B. Number of Ordinary Shares outstanding	69,088,000	69,088,000
	Net Asset Value (NAV) per Share (A/B)	**19.62**	**19.14**
29.00	**Net Operating Cash Flows per Share (NOCFPS)**		
	A. Net Operating Cash Flows	19,717,125	5,276,341
	B. Total number of Shares	69,088,000	69,088,000
	Net Operating Cash Flows per Share(NOCFPS)	**0.29**	**0.08**
30.00	**Cash flows from operating activities:**		
	Net Profit before income tax	72,062,536	85,480,931
	Adjustment for:		
	Other Income	20,437	-
	Interest Expense on the Lease Liability	-	77,561
	Depreciation Charge for the Right-of-Use Asset	-	429,116
	Depreciation on Fixed Assets	35,200,516	39,059,323
	Financial Expenses	42,757,062	31,988,026
		150,040,551	**157,034,957**
	Increase/Decrease in Current Assets:		
	Inventory (Increase)	470,246	(6,830,905)
	Accounts Receivable (Increase)	(140,668,866)	(133,787,942)
	Advance Deposit & Prepayment (Increase)	6,520,129	(16054875)
	Increase/Decrease in current Liabilities:		
	Accounts Payable (Decrease)	(500,000)	2,353,118
	Provision and Accruals (Increase)	4,884,466)	4,562,477
		20,746,525	**7,276,830**
	Paid for Financial Expenses	(1,000,000)	(700,000)
	Paid for Income Tax	(29,400)	(1,300,489)
	Net cash used in/generated by operating activities	**19,717,125**	**5,276,341**

31.00 Statements of Cash Flows

The statement of cash flows are showing the change of company's cash and cash equivalents during the year from 01 July 2024 to 30 June 2025 through its inflows and outflows. The statement of cash flows have been prepared as per IAS 7 using the Direct Method.

i. Net cash used in operating activities arrived after adjusting operating expenses, interest and taxes paid during the year.

ii. Net cash used in investing activities includes cash outflow for purchase of property, plant and equipment and Capital Work in Progress.

iii. Net cash inflows from financing activities mainly resulted from repayment of long term loan and short term loan, Lease Liability as well as received from short term loan and long term loan.

31.01	**Received from Customers**		
	Sales Revenue	869,548,720	965,588,920
	Add: Opening balance of Accounts Receivable	994,091,635	860,303,693
	Less: Closing balance of Accounts Receivable	1,134,760,501	994,091,635
		728,879,854	**831,800,978**

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
31.02	**Paid to Suppliers**		
	Opening Balance of Accounts Payable	23,546,920	21,193,802
	Add: Purchase during the period	650,663,045	740,452,240
	Less: Closing balance	23,046,920	23,546,920
		651,163,045	**738,099,122**
	Less: Material in Transit Opening	22,576,890	29,566,915
	Add: Material in Transit Closing	14,536,920	22,576,890
	Less: Advance against Raw Materials Opening	99,119,229	76,248,136
	Add: Advance against Raw Materials Closing	101,084,831	99,119,229
	Add: Paid for Spare Parts	2,643,033	3,013,654
	Cash paid to Suppliers	**647,731,711**	**756,993,844**
31.03	**Paid to Employees**		
	Factory overhead		
	Wages & Allowances	11,136,200	13,509,253
	Festival Fonus	912,350	1,125,771
	Overtime	150,320	214,606
	Daily Labor	178,949	225,393
	Board Meeting Fees	15,000	15,000
	Administrative expenses		
	Salaries & Allowances	9,675,200	9,965,970
	Festival Bonus	755,600	831,350
	Selling & Distribution Expenses		
	Salaries & Allowances	10,394,700	12,295,168
	Festival Bonus	835,350	1,024,597
		34,053,669	**39,207,108**
	Add: Advance Salary closing	1,669,000	1,854,761
	Less: Accrued Salary closing	2,503,300	2,942,964
	Less: Advance Salary opening	1,854,761	1,743,690
	Add: Accrued Salary Opening	2,942,964	2,763,399
	Amount paid to employee	**34,307,572**	**39,138,614**
31.04	**Paid for Others**		
	Factory Overhead	20,561,822	20,183,338
	Administrative Expenses	5,248,541	5,392,145
	Selling & Distribution Expenses	2,266,335	2,863,966
		28,076,698	**28,439,449**
	Add: Advance Expenses closing	2,767,088	3,027,088
	Less: Accrued Expenses closing	2,985,503	1,264,500
	Less: Advance Expenses Opening	3,027,088	2,964,352
	Add: Accrued Expenses Opening	1,264,500	1,155,635
		26,095,695	**28,393,320**

32.00 Disclosure as per paragraph 17 of IAS 24 Related Party Disclosures of key management personnel compensation.

The company carried out a number of transactions with related parties. The following are the related

(a) Short-term employee benefits

(i) Remuneration

Particulars	Relationship with Company	Nature of Transaction	Amount in Taka	
			30 June 2025	30 June 2024
			-	-
Total			-	-

(ii) **Board meeting fees for the year ended 30 June 2025**

Name of the Board of	Designation	No. of meeting held	No. of meeting attending	Amount in Taka
Maliha Khaled	Chairman	6	6	3,750
Md. Shohedul Islam	Director	6	6	3,750
M. Azhar Rahman	Managing Director	6	6	3,750
Nibras Ullah Siddique	Director	6	4	2,500
Md. Mahamodul Hossain	Independent Director	6	2	1,250
Total		**30**	**24**	**15,000**

(b) Post-employee benefits : Nil

(c) Other long term benefits : Nil

(d) Termination benefits and : Nil

(e) Share- based payment : Nil

33.00 Disclosure as per requirement of Schedule XI, part II, para 3 of the Companies Act, 1994.

a) Turnover:

Particulars	Amount in Taka	
	30 June 2025	30 June 2024
Turnover in BDT.	869,548,720	965,588,920
Turnover in Quantity (M.Ton)	18,570	20,904

b) No Commission Paid to selling agents.

c) No brokerage and discount paid on sales.

d) (i) Raw Materials Consumed:

Particulars	Amount in Taka	
	30 June 2025	30 June 2024
Raw Materials (Value in BDT.)	626,790,392	704,397,117
Raw Materials Quantites (M.Ton)	18,572	20,871

(ii) Finished Goods:

Particulars	M.Ton	
	30 June 2025	30 June 2024
Opening Quantity (M.Ton)	10	43
Production Quantity during the year (M.Ton)	18,572	20,871
Closing Quantity (M.Ton)	12	10

Disclosure as per requirement of Schedule XI, part II, note 5 of para 3 of the Companies Act, 1994.

Employee Position (year ended 30 June 2025)

Salary (Monthly)	Officer & Staff		Worker	Total Employee
	Factory	Head Office		
Below Taka 8,000	Nil	Nil	Nil	Nil
Above Taka 8,000	18	29	70	117
Total	**18**	**29**	**70**	**117**

34.00 Disclosure as per requirement of Schedule XI, part II, para 4 of the Companies Act, 1994.

SL No.	Particulars	30 June 2025
(a)	Managerial Remuneration paid or payable during the financial year to the directors, including managing director, a managing agent or manager.	Nil
(b)	Expenses reimbursed to the managing agent;	Nil
(c)	Commission or other remuneration payable separately to a managing agent or his associate;	Nil
(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 the company.;	Nil
(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.	Nil
(f)	Any other perquisites or benefits in cash or in kind stating, approximate money value where practicable;	Nil
(g)	Other allowances and commission including guarantee commission.	Nil
(h)	Pensions etc.	Nil
	(i) Pensions	Nil
	(ii) Gratuities	Nil
	(iii) Payments from a provident fund, in excess of own subscription and interest thereon	Nil
	(iv) Compensation for loss of office	Nil
	(v) Consideration in connection with retirement from office.	Nil

35.00 Disclosure as per requirements of Schedule XI, Part II, Para 8 of the Companies Act, 1994

(a) The Company did not import any raw materials, packing materials, components of spare parts and capital goods during the financial year.

(b) The Company did not have any expenditure in foreign currency during the financial year on account of royalty, know-how, professional consultation fees, interest and other matters

(c) Value of all imported raw materials, spare parts and components consumed during the financial year and the value of all indigenous raw materials, spare parts and components similarly consumed and the percentage of each to the total consumption:

Particulars	Total Consumption	Imported (Taka)	(%)	Local (Taka)	(%)
Raw Materials	626,790,392	-	0%	626,790,392	100%
Packing Materials	24,435,037	-	0%	24,435,037	100%
Spare parts	2,763,061	-	0%	2,763,061	100%

(d) No amount has been remitted during the year in foreign currencies on account of dividends for non-resident's shareholders,

(e) Earnings in foreign exchange classified under the following heads, namely:

(i) No export made during the year

(ii) No royalty, know -how, professional and consultation fees were received

(iii) No interest and dividend received

36.00 General

a) Capital Expenditure Contract

There is no capital expenditure contract has been made during the period.

ORYZA AGRO INDUSTRIES LIMITED
SCHEDULE OF PROPERTY, PLANT AND EQUIPMENT
AS AT 30 JUNE 2025

Annexure-A

Sl. No.	Particulars	Cost				Rate of Dep. (%)	Depreciation				Written Down Value as at 30 June 2025
		Balance as at 1st July 2024	Addition during the year	Adjustment during the year	Balance as at 30 June 2025		Balance as at 1st July 2024	Charge during the year	Adjustment during the year	Balance as at 30 June 2025	
1	Land & Land Development	24,122,606		-	24,122,606	-	-	-		-	24,122,606
2	Factory Shed & Other Civil Construction	88,065,712		-	88,065,712	5%	26,402,998	3,083,136		29,486,134	58,579,578
3	Plant & Machinery	601,886,808		-	601,886,808	10%	303,551,888	29,833,492		333,385,380	268,501,429
4	Electrical Equipment & Installation	28,071,829		-	28,071,829	10%	15,883,836	1,218,799		17,102,635	10,969,194
5	Furniture & Fixture	8,949,517		-	8,949,517	10%	5,291,112	365,841		5,656,953	1,292,564
6	Office Equipment	8,314,550		-	8,314,550	10%	4,802,115	351,244		5,153,359	3,161,191
7	Vehicles	11,820,500		1,950,000	9,870,500	10%	7,189,006	348,004	798,544	6,738,466	3,132,034
Balance at 30 Jun 2025		**771,231,522**		**1,950,000**	**769,281,522**		**363,120,954**	**35,200,516**	**798,544**	**397,522,925**	**371,758,597**

Allocation of Depreciation	Rate of (%)	30 Jun 2025
Manufacturing Expenses	95.00%	33,440,490
Administrative Expenses	3.00%	1,056,015
Selling & Distribution Expenses	2.00%	704,010,.32
Total Amount	**100.00%**	**35,200,516**

ORYZA AGRO INDUSTRIES LIMITED
SCHEDULE OF PROPERTY, PLANT AND EQUIPMENT
AS AT 30 JUNE 2024

Annexure-A

Sl. No.	Particulars	Cost			Rate of Dep. (%)	Depreciation			Written Down Value as at 30 June 2024
		Balance as at 1st July 2023	Addition during the year	Balance as at 30 June 2024		Balance as at 1st July 2023	Charge during the year	Balance as at 30 June 2024	
1	Land & Land Development	24,122,606	-	24,122,606	-	-	-	-	24,122,606
2	Factory Shed & Other Civil Construction	88,065,712	-	88,065,712	5%	23,157,592	3,245,406	26,402,998	61,662,714
3	Plant & Machinery	601,886,808		601,886,808	10%	270,403,564	33,148,324	303,551,888	298,334,921
4	Electrical Equipment & Installation	28,071,829		28,071,829	10%	14,529,614	1,354,222	15,883,836	12,187,993
5	Furniture & Fixture	8,949,517		8,949,517	10%	4,884,623	406,489	5,291,112	3,658,405
6	Office Equipment	8,314,550		8,314,550	10%	4,411,844	390,271	4,802,115	3,512,435
7	Vehicles	11,820,500		11,820,500	10%	6,674,395	514,611	7,189,006	4,631,494
Balance at 30 Jun 2024		**771,231,522**		**771,231,522**		**324,061,631**	**39,059,323**	**363,120,954**	**408,110,569**

Allocation of Depreciation	Rate of (%)	30 Jun 2024
Manufacturing Expenses	95.00%	37,106,357
Administrative Expenses	3.00%	1,171,780
Selling & Distribution Expenses	2.00%	781,186.46
Total Amount	**100.00%**	**39,059,323**

ORYZA AGRO INDUSTRIES LIMITED
AMORTIZATION SCHEDULE OF INTANGIBLE ASSETS
AS AT 30 JUNE 2025

Annexure-B

Sl. No.	Particulars	Cost			Rate of Amortization (%)	Amortization			Written Down Value as at 30 June 2025
		Balance as at 1st July 2024	Addition during the year	Balance as at 30 June 2025		Balance as at 1st July 2024	Charge during the year	Balance as at 30 June 2025	
1	Software	150,000	-	150,000	20%	149,999	-	149,999	1
Balance at 30.06.25		**150,000**	**-**	**150,000**		**149,999**	**-**	**149,999**	**1**

Allocation of Depreciation	Rate of (%)	30 Jun 2025
Manufacturing Expenses	95.00%	-
Administrative Expenses	3.00%	-
Selling & Distribution Expenses	2.00%	-
Total Amount	**100.00%**	**-**

ORYZA AGRO INDUSTRIES LIMITED
AMORTIZATION SCHEDULE OF INTANGIBLE ASSETS
AS AT 30 JUNE 2024

Annexure-B

Sl. No.	Particulars	Cost			Rate of Amortization (%)	Amortization			Written Down Value as at 30 June 2024
		Balance as at 1st July 2023	Addition during the year	Balance as at 30 June 2024		Balance as at 1st July 2023	Charge during the year	Balance as at 30 June 2024	
1	Software	150,000	-	150,000	20%	149,999		149,999	1
Balance at 30.06.2024		**150,000**	-	**150,000**		**149,999**		**149,999**	**1**

Allocation of Depreciation	Rate of (%)	30 Jun 2024
Manufacturing Expenses	95.00%	
Administrative Expenses	3.00%	
Selling & Distribution Expenses	2.00%	
Total Amount	**100.00%**	

Oryza Agro Industries Limited

Liaison Office: House # 261 (Ground Floor), Road:03, Baridhara DOHS, Dhaka-1206

PROXY FORM

I/We.....of being a .....shareholders of Oryza Agro Industries 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 12th Annual General Meeting of the Company to be held on Saturday, 13th December, 2025 at 11.00 a.m. by using Hybrid System at factory location, Gujikha, Ramgopalpur, Gouripur, Mymensingh or at any adjournment thereof or at any ballot to be taken in consequence hereof.

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

day of 2025

Tk. 20

(Signature Shareholder) (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 registered 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.

Oryza Agro Industries Limited

Liaison Office: House # 261 (Ground Floor), Road:03, Baridhara DOHS, Dhaka-1206

ATTENDANCE SLIP

I hereby record my attendance at 12th Annual General Meeting of the Company being held on Saturday, 13th December, 2025 at 11.00 a.m. by using Hybrid System at factory location, Gujikha, Ramgopalpur, Gouripur, Mymensingh

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

BO ID NO.																

Signed this…… Signature of proxy …… day of..... 2025

N.B. Shareholder attending meeting in person or by Proxy are requested to completed the Attendance slip and deposit same at the entrance of the meeting.

Liaison Office: House # 261 (Ground Floor), Road: 03, Baridhara DOHS, Dhaka-1206
Tel: +88 02 8414946, Fax: +88 02 8414947, Email: info@oryzaagro-bd.com
Factory: Gujikha, Gouripur, Mymensingh, Bangladesh