

# Annual Report

## 2023-2024



**FAR CHEMICAL & TEXTILE IND. PLC**

Corporate Office: House# 11 (Floor: 5-A), Road # 12, Block # F, Niketon, Gulshan-1, Dhaka.

## VISION

Maintain our position and be the leader in the textile & textile dyeing chemical industry by producing the best quality textile yarn & textile dyeing chemical products, continuously enhancing customer satisfaction and becoming a reliable business partner of our Customers and Suppliers.

Be an employer of choice, with focus on nurturing talent and developing future leaders of the organization. Protect the interest of our shareholders through sustainable growth and value creation.

Preserve the trust of all stakeholders by adopting ethical business practices. Savings foreign currencies by producing import substitute textile & textile dyeing chemical products. Support the society through Corporate Social Responsibility initiatives.



## MISSION

Our Mission is to produce and export best quality textile yarn & textile dyeing chemicals to the garments & textile industries, maintain ethical standard in business operation also ensuring benefit to the shareholders, stakeholders and the society at large.



## Objectives

Our objectives are to conduct transparent business operation within the legal & social frame work with aims to attain the mission reflected by our vision.

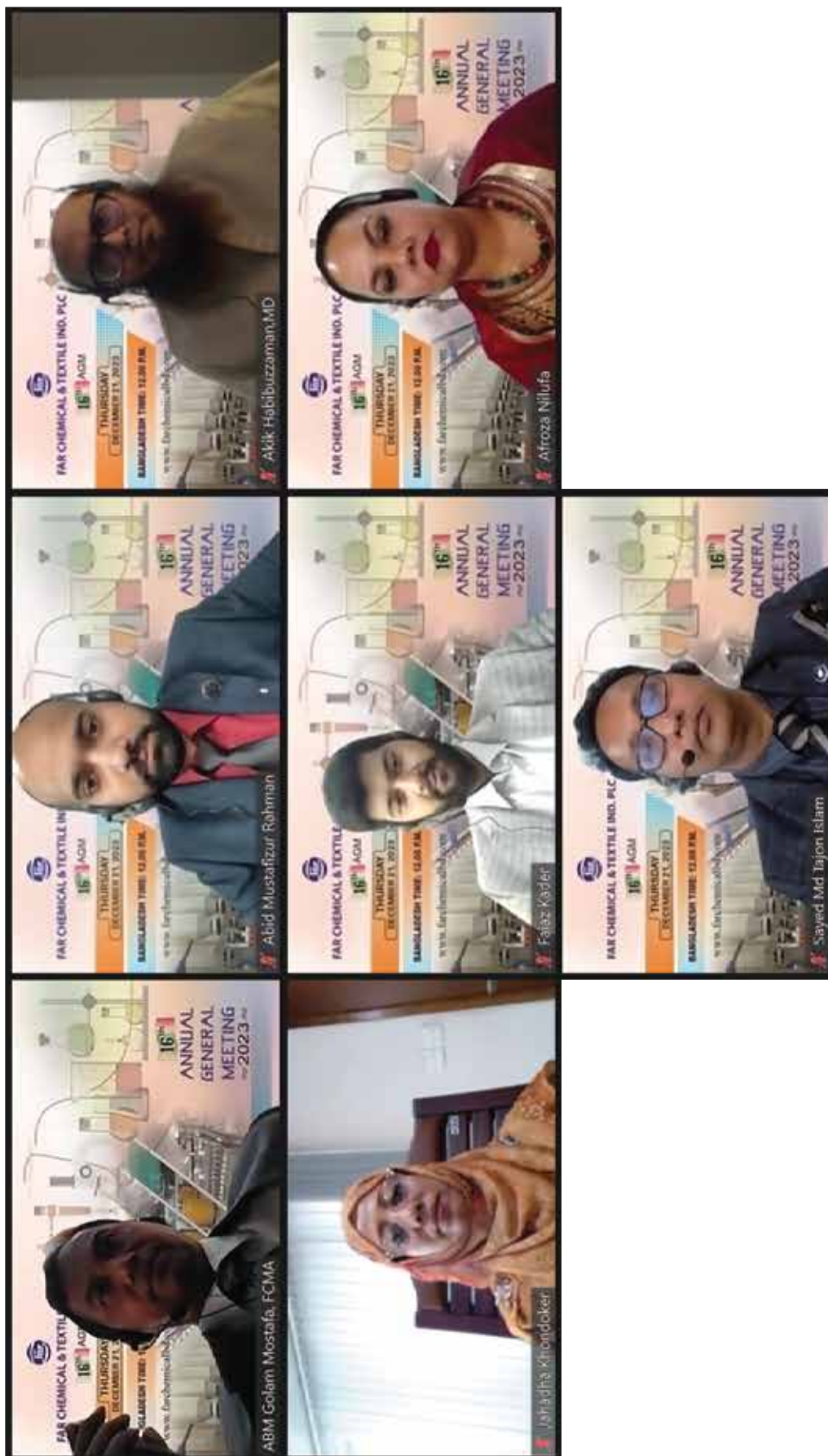


## Corporate Focus

Our vision, mission and objectives are to emphasize on the quality of product, process and services.



## Picture of 16<sup>th</sup> Annual General Meeting -2024



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## Transmittal Letter

November 03, 2024

The  
Shareholders  
Bangladesh Securities and Exchange Commission  
Registrar of Joint Stock Companies & Firms  
Dhaka Stock Exchange Ltd.  
Chittagong Stock Exchange Ltd.

Sub: Annual Report for the year ended June 30, 2024

Dear Sir(s)

We are pleased to enclose a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial Position as at 30th June 2024, Statement of Profit or Loss and other Comprehensive Income, Changes in Equity and Cash Flows for the year ended 30th June 2024 along with notes thereon for your reference and record.

Yours sincerely,



ABM Golam Mostafa FCMA  
Company Secretary

## Notice of the Annual General Meeting


Notice is hereby given that the 17th Annual General Meeting of the shareholders of FAR Chemical & Textile Ind. PLC. will be held Hybrid System on November 24, 2024 (Sunday) 11.30 A.M. (Bangladesh Standard Time) through the virtual link <https://farchemicalbd.bdvirtualagm.com> and Physical Presence at Anando Polli, Borpa, Rupgonj, Narayangonj to transact the following business:

### AGENDA

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30th June, 2024 together with reports of the Auditors and the Directors thereon.
2. To declare “1.00% Cash Dividend” as recommended by the Board of Directors.
3. To elect / re-elect Directors.
4. To elect / re-elect Independent Directors.
5. To appoint Auditors for the financial year 2024-2025 and to fix their remuneration.
6. To appoint Corporate Governance Code Auditors for the financial year 2024-2025 and to fix their remuneration.
7. To transact any other business of the Company with the permission of the Chair.

By order of the Board,

Dhaka.  
October 24, 2024

  
ABM Golam Mostafa FCMA  
Company Secretary

Notes:

- (1) The Record Date of the Company shall be on 13 November, 2024.
- (2) The Shareholders of the Company, whose name will appear in the Depository Register on the record date i.e. 13 November 2024, shall be eligible to attend at the 17th Annual General Meeting and to be entitled for the dividend, if any.
- (3) A member eligible to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote in his/her stead. The Proxy Form, duly stamped, must be deposited at the Share Office at House No: 11 (Floor: 5-A), Road No: 12, Niketon, Gulshan-1, Dhaka-1212 not later than 48 hours before the time fixed for the meeting.
- (4) Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/208/Admin/81, dated 20 June 2018, the soft copy of the Annual Report 2023-2024 will be sent to the email address of the Member available in their Beneficiary Owners (BO) account maintained with the Depository. Members are requested to update their email address through their respective Depository Participant (DP). The soft copy of the Annual Report 2023-2024 will also be available at [www.farchemicaltextile.com](http://www.farchemicaltextile.com)
- (5) Admission to the meeting room will be strictly on production of the attendance slip sent with the Notice as well as verification of signature of Member(s) and/or Proxy-holder(s).
- (6) Members may visit and vote through the link <https://farchemicalbd.bdvirtualagm.com> which will remain open prior from 24 hours of the meeting and continue until closure of the meeting.
- (7) No gift or benefit in cash or kind shall be paid to the holders of equity securities as per Bangladesh Securities & Exchange Commission Notification No. SEC/CMRRCD/2009-193/154 dated 24 October 2013.



## CORPORATE DIRECTORY

### BOARD OF DIRECTORS

|                      |                              |
|----------------------|------------------------------|
| Chairman             | : Mr. Abid Mustafizur Rahman |
| Managing Director    | : Mr. Akik Habibuzzaman      |
| Director             | : Mr. Faiaz Kader            |
| Director             | : Mrs. Jahadha Khondoker     |
| Director             | : Mr. Fatin Kader Fardin     |
| Independent Director | : Mr. Sayed Md. Tajon Islam  |
| Independent Director | : Mrs. Afroza Nilufa Yeasmin |

### AUDIT COMMITTEE

|                  |                              |
|------------------|------------------------------|
| Chairman         | : Mr. Syed Md. Tajon Islam   |
| Member           | : Mr. Fatin Kader Fardin     |
| Member           | : Mrs. Afroza Nilufa Yeasmin |
| Member Secretary | : Mr. ABM Golam Mostafa FCMA |

### NOMINATION & REMUNERATION COMMITTEE (NRC)

|                  |                              |
|------------------|------------------------------|
| Chairman         | : Mr. Syed Md. Tajon Islam   |
| Member           | : Mr. Abid Mustafizur Rahman |
| Member           | : Mr. Faiaz Kader            |
| Member Secretary | : Mr. ABM Golam Mostafa FCMA |

### SENIOR CORPORATE OFFICIALS

|                         |                              |
|-------------------------|------------------------------|
| Company Secretary       | : Mr. ABM Golam Mostafa FCMA |
| Chief Financial Officer | : Mr. Sk. Rezaul Islam       |
| Head of Internal Audit  | : Mr. Gopal Chandra Basak    |
| GM Marketing            | : Mr. Md. Jahidul Islam, MBA |

### STATUTORY AUDITORS

MZ Islam & Co.

Chartered Accountants

Chamber: 10(4-7), Eastern View (10th Floor) 50, DIT Ext. Road, Nayapaltan, Dhaka-1000.

Tel: 88-02-48310365, 88-02-222220092 . E-mail: mzislam.ca@gmail.com

### CORPORATE GOVERNANCE CODE AUDITOR

Mujibur Rahman & Co.

Cost & Management Accountants

Saj Bhaban, Suite # B-2 (1st floor)

27 Bijoy Nagar, Dhaka 1000.

Mobile No: 01716635751

E-mail: mujibfcma2005@gmail.com

## **BANKERS**

Islami Bank Bangladesh PLC, Local Office, Motijheel, Dhaka.

Social Islami Bank PLC, Principal Branch, Motijheel, Dhaka.

Al-Arafah Islami Bank PLC, Pragati Sarani Branch, Middle Badda, Dhaka.

South Bangla Agriculture and Commerce Bank PLC, Principal Branch, Motijheel, Dhaka.

Shahjalal Islami Bank PLC

Dutch Bangla Bank PLC

## **CORPORATE OFFICE**

House # 11 (Floor:5A), Road # 12, Block-F, Niketon, Gulshan-1, Dhaka-1212, Bangladesh.

## **WEBSITE**

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

## **LISTING WITH**

- Dhaka Stock Exchange Ltd. (DSE)
- Chittagong Stock Exchange Ltd. (CSE)

## **REGISTERED OFFICE ADDRESS**

Village: Mir Kutir Chao, Post Office: Mura Para,

PS: Rupgonj, District: Narayangonj.

## **FACTORY ADDRESS**

1) Village: Mir Kutir Chao, Post Office: Mura Para, PS: Rupgonj, District: Narayangonj.

2) Kornogop, Post Office: Rupshi, Upazila: Rupgonj, District: Narayangonj.

## **CORPORATE ACHIEVEMENTS**

1. Year of Incorporation: 22 March, 2007
  2. Year of Conversion to Public Limited Company: 19 June, 2012
  3. Year of Listing with Dhaka Stock Exchange Ltd. (DSE): 08 July, 2014
  4. Year of Listing with Chittagong Stock Exchange Ltd. (CSE): 08 July, 2014
- Authorized Capital: BDT 5,010 Million.



## SHORT BIO-DATA OF DIRECTORS

(New Board of Directors-After Amalgamation)

### Mr. Abid Mostafizur Rahaman, Chairman

Mr. Abid Mustafizur Rahaman MBA, is the Chairman of the company. He has visited many countries of the world in connection of business and gathered huge experience and knowledge in Modern Methods, Technology, Production and Marketing & Management techniques of textile industries. He is well accepted to all in the company because of his friendly attitude and hard working nature. He engaged himself in various social activities.



### Mr. Faiaz Kader, Director

Faiaz Kader, is the youngest director of the company. After completion of BBA he engaged himself with FAR Chemical Industries Ltd. He has traveled many countries like China, Hong Kong, India, Singapore, Thailand, UK, Canada and USA to obtain textile & dyeing industries details like its processing, marketing and administrative activities. He already has shown his skills in company's different activities. His interpersonal skills, leadership behavior, analytical ability and hard working nature made him one of the worthy directors.



### Mr. AKIK HABIBUZZAMAN, Managing Director

Mr. AKIK HABIBUZZAMAN, is the Managing Director of the company. After completion of M.Com, CA (CC), he started his career in the field of Finance & Accounts in different Ready Made Garments, Textile and Yarn Dyeing industries. During his service tenure he worked different capacities like CFO and Head of Corporate affairs. He is a knowledgeable person.



### Mr. Sayed Md. Tajon Islam, Independent Director

Mr. Sayed Md. Tajon Islam is the Independent Director of the company. After completion of MBA, he started his career in Textile and Garments industry. During his service tenure he worked different capacities. He is a knowledgeable person who is not involved with any sponsors/shareholders of the Company.



**Mrs. Jahadha Khondoker**

Mrs. Jahadha Khondoker, is the Director of the company. After completion of Master of Arts from University of Dhaka she started her career in Textiles manufacturing industry. Besides completion of Master degree she also achieved MBA and LLB degree. She achieved the membership certification from ICA (International Cotton Association), UK. She has visited many countries of the world in connection of business and gathered huge experience and knowledge in Modern Methods, Technology, Production and Marketing & Management techniques of textile industries. She is well knowledged in yarn quality, technical details of spinning machinery and general production process & administration.



**Mr. Fatin Kader Fardin, Director**

Fatin Kader Fardin, is the another youngest director of the company. After completion of BBA he engaged himself with FAR Chemical Industries Ltd. He has visited many countries of the world in connection of business and gathered huge experience and knowledge in Modern Methods, Technology, Production and Marketing & Management techniques of textile industries. He already has shown his skills in company's different activities. His interpersonal skills, leadership behavior, analytical ability and hard working nature made him one of the worthy director in the company.



**Mrs. Afroza Nilufa Yeasmin**

Mrs. Afroza Nilufa Yeasmin, is the Independent Director of the company. After completion of MBA, she started her career in the field of different Textile and Yarn Dyeing industries. During her service tenure she worked in different capacities. She is a knowledgeable person who is not involved with any sponsors/shareholders of the Company.



**Mrs. Rafiza Alam Lucky**

Mrs. Rafiza Alam Lucky, Advocate, Bangladesh Supreme Court, is the proposed Independent Director of the Company. Her appointment is yet to complete consent from Bangladesh Securities and Exchange Commission. She has been considered for the Independent Directors due to resignation of Mrs. Afroza Nilufa Yeasmin, Independent director of the company. After completion of B.Com and L.L.B, Mrs. Rafiza Alam Lucky enrolled herself in the Bangladesh Bar Council in 2006 and Dhaka Bar Association in 2006 bearing membership no 8359. She also enrolled in Bangladesh Supreme Court in 2013 bearing membership no 5572. She also obtained L.L.M degree with 1st Class from the Islami University, Kustia in the year 2023. She is a knowledgeable person in the field of Business and Law as her background is in the both field. She does not hold any share of the company and she has no attachment with any sponsors/shareholders of the Company.





August 13, 2024

To,  
The Board of Directors  
From:

## **The Audit Committee**

### **Subject: Report of the Audit Committee.**

The Audit Committee of FAR Chemical & Textile Ind. PLC. oversees the financial reporting process on behalf of the Board of Directors of the Company. The committee reviewed and discussed the financial statements and related schedules with the Company management, accounting principles, control procedures, procedure and task of the internal audit and the external auditors' observations in their reports on the draft financial statements and significant judgment on the preparation & presentation of financial reports of the Company for the year ended 30th June, 2024.

In fulfilling its oversight responsibilities, the Committee discussed with the Company's internal Auditors and Statutory Auditors about the overall scope and plans for their respective audit works. The Committee met with internal auditors, external auditors and management to discuss for the results of their examinations and for their evaluation of the Company's internal control and overall quality of the Company's financial reporting.

The Committee found the statements adequate arrangement to present a true and fair view of the financial status of the Company, and did not find any significant material deviation or any adverse findings in the areas of reporting and disclosures.

Sd/-  
Sayed Md. Tajon Islam  
Chairman  
Audit Committee  
FAR Chemical & Textile Ind. PLC.

## FAR Chemical & Textile Ind. PLC

### Declaration by Managing Director & CFO

Date: September 10, 2024

The Board of Directors

FAR Chemical & Textile Ind. PLC

Corporate office: House No: 11 (Floor: 5-A)

Road No: 12, Block-F, Niketon

Gulshan-1, Dhaka-1212.

### Subject: Declaration on Financial Statements for the year ended on June 30, 2024

Dear Sirs,

Pursuant to the condition No. 1 (5) (xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80: Dated 3 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

1. The Financial Statements of FAR Chemical & Textile Ind. PLC for the year ended on June 30, 2024 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
2. The estimates and judgments related to the financial statement to the reveal a true and fair view;
3. The form and substance of transactions and the Company's state of affairs have been reasonable and fairly presented in its financial statements;
4. To ensure above, the company has taken proper and adequate care in installing a system internal control and maintenance of accounting records;
5. Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
6. The Management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that:

- i. We have reviewed the financial statements for the year ended on June 30, 2024 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,



Akik Habibuzzaman  
Managing Director



Sk. Rezaul Islam  
Chief Financial Officer

## Message from the Chairman

**Bismillahir Rahmnir Rahim,**

Dear Shareholders,

Assalamu Alykum,

On behalf of myself and the Board of Directors, I welcome you all to this 17th Annual General Meeting of your Company. It is my pleasure to present before you the Audited Financial Statements, Auditors Report and Directors Reports for the year ended 30th June 2024.



### **Performance Review:**

In the financial year ended on 30th June 2024, the operating results increased from the previous year due to amalgamation of S.F. Textile Industries Ltd with FAR Chemical & Textile Ind. PLC. Therefore NAV, EPS, revenue, other operation results and performance have been increased.

In the year 2023-2024 turnover of your company has increased from Tk 2,186 million to Tk.3,029 million. Compare to the last year due to start of operation at a large after amalgamation.

### **Marketing & Promotion:**

Your company's activities during the year kept rapidity with the symbolic progress. Improved network among traders and consumers have made potential for our marketing panel to continue the market base. This has become possible due to our commitment to the customers and continuous effort to improve on quality of products and services. We hope to carry on our endeavor through the year ahead at the same speed and competency.

### **Environmental & Ecological Obligation:**

You are entirely aware that maintaining suitable environmental and ecological balance is very important for a healthy society & nationalized improvement. We are evenly concerned and have been patiently pursuing the principle of maintaining appropriate environment, reducing environmental pollution and established a zero tolerance policy in order to make sure that we become environment friendly, not destroyers. We strongly believe that a healthy society can bring out the best for society.

### **Amalgamation:**

The Company has been amalgamated with S.F.Textile Industries Ltd (Transferor Company) as per the Judgment and Order of the Honorable High Court Division of the Supreme Court of Bangladesh, Dated 28th November 2022 and also the consent of Bangladesh Securities and Exchange Commission (Ref: BSEC/LSD/CM-83/2022/993/1414, Dated: October 01, 2023). In this regard the company has declared record date on 31 October 2023. Accordingly both the companies amalgamated on this date.

S.F. Textile Industries Ltd has been producing cotton and polyester Yarn with Annual Capacity of 8,312,500 Kgs.



### **Production of Chemical Unit:**

The Company has constructed a chemical factory at its own premises in Rupgonj, Narayagonj but could not re-start the factory due to non-functioning of some transferred machineries. The Company is unable to import the machineries because these machines becoming more costly for the global impact for the Russia-Ukraine and Isreal-Palestine war and other local and global financial crises. If the company buy the said machineries at a higher price, then it will be very difficult to make a profit. On this ground, the company is waiting for a stable world market.

### **Acknowledgements:**

The world economy is struggling hard to rehabilitate and revive financially. As you know, our revenue is generated from exporting, and due to the unbalanced global factors we faced difficulties in marketing our products on a regular basis. Despite of various limitations and interference your company had continued its success in 2023-2024. However, we have set on a mission of Globalization using all of our experience, expertise and know-how developed in Bangladesh over the years. We are growing our perspective and we can attain this with our spiritual strength on our people and skill.

### **Conclusion:**

I would like to express my sincere thanks to our respected shareholders for extending continuous support and confidence on the Board of Directors of the Company. I would also like to place on record my appreciation of thanks to our bankers and financial institutions BSEC, DSE, CSE, RJSC, Suppliers, Customers and other stakeholders with whom we have been interacted in course of business for their continuous support throughout these challenging times. The success we have achieved so far was only possible because of the collective efforts of all concerned. Once again, I convey my heartiest thanks to all our stakeholders and look forward their continued support and co-operation in future.

Finally, my gratitude goes out to each and every loyal staff and management team member of the company for their efforts despite adverse external factors, to sustain high service levels and support the company with their hard work, dedication and loyalty.

Thanking you all with wishes of healthy and prosperous life.



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**Abid Mustafizur Rahman**  
Chairman

## DIRECTORS' REPORT

Bismillahir Rahmnir Rahim,  
Dear Shareholders,  
Assalamu Alykum,

On behalf of the members of the Board of Directors of your company and on my own behalf, I welcome you all to the 17th Annual General Meeting of FAR Chemical & Textile Ind. PLC. We members of the Board are pleased to present Directors' Report, Auditors' Report and Audited Financial Statements for the year ended 30th June, 2024 before you for your consideration and approval.

### (i) Industry outlook and possible future developments in the industry:

You know that your company's products are the raw materials of textile and garments sector. So our production and sales are depends on uninterrupted production of textile and garment industries. The textile and garments sector has gone through lot of obstacles. But this has not affected the growth of the sector, regardless of rising energy and raw material costs and ever growing labor unrest.

The ongoing global economic crisis effect having an impact on all export dependent economies. Even high performing countries like China and India have recorded slowdowns. Other high performing economies like those of Vietnam, Thailand, Philippines and Indonesia are also suffering badly because of the ongoing crisis.

In contrast, export of textile products from Bangladesh surprisingly remains quite buoyant. Readymade Garments exports have decreased by significant percent, during the year 2023-2024 over the corresponding period of last year.

### (ii) Segment-wise or product –wise performance:

The following table indicates revenue of major products and its contribution percentage for the last two comparative periods:

| Products         | Year ended 30-06-2024 |            | Year ended 30-06-2023 |            |
|------------------|-----------------------|------------|-----------------------|------------|
|                  | Taka                  | Percentage | Taka                  | Percentage |
| Yarn             | 3,029,410,460         | 100.00%    | 2,186,119,544         | 100.00%    |
| Textile Chemical | -                     | -          | -                     | -          |
| Total            | 3,029,410,460         | 100.00%    | 2,186,119,544         | 100.00%    |

### (iii) Risks and concerns:

You know that your company's products selling is directly depends on the production of garments and textile sector. All sectors of the garments and textile industries face many of the same challenges world-wide. This unpredictable impact as well as lack of power problem and labor unrest may cause disruption of production. Price of grid electricity for industries is likely to increase as well. Hence, coming year could be a year when the industries may need to be prepared to pay more for energy and labor. So, this forcing the sector to be more cost effective in the ever challenging international market.

**(i) Analysis of Cost of Goods sold, Gross Profit Margin and Net Profit Margin:**

**(a) Cost of Goods Sold:**

This year's cost of goods sold was Tk.2,788 million as compared to last year's cost of goods sold of Tk. 2,280 million. This is due to the fact that spinning unit has amalgamated with S.F. Textile Industries Ltd, on the other hand chemical unit could not re-start its production. As a result increase of sales and production quantity is only for spinning unit.

**Gross Profit:**

The company has achieved an export turnover of Tk.3,029 million during the year ended 30<sup>th</sup> June, 2024. Last year's turnover was Tk. 2,186 million. The increase of turnover is 38.57% compare to the last year. Gross profit/ (loss) earned during the year was Tk. 240.94 million as compared to last year's Gross profit/ (loss) of Tk. (93.65) million.

**(b) Net Profit:**

Net profit after tax earned during the year was Tk. 30.72 million as compared to last year's Net profit after tax of Tk. (215.45) million. During the year net profit after tax has increased due to amalgamation with S.F. Textile Industries Ltd.

**(ii) Extra-Ordinary gain or loss:**

During the year there was no such gain or loss.

**(iii) Related party transactions:**

During the year the company has carried out transactions with related parties besides the normal course of business, details are given below:

| Name of related party | Relationship  | Nature of Transaction | Transactions during the year | Outstanding Balance as on June 30, 2024 |
|-----------------------|---------------|-----------------------|------------------------------|---|
| Sharp Industries PLC  | Related Party | Loan taken            | -                            | 41,636,964                              |
| MN Industries Ltd     |               |                       | -                            | 84,900,000                              |
| Rezwana Rahman Rini   |               |                       | -                            | 88,600,000                              |
| Rajon Industries Ltd  |               |                       | -                            | 12,500,000                              |
| Total                 |               |                       | -                            | 227,636,964                             |

**(iv) Variance between Quarterly Financial performance and Annual Financial Statements:**

There were significant variances between the Quarterly Financial performance and Annual Financial Statements due to amalgamation with S.F. Textile Industries Ltd.

**(viii) Remuneration to directors including independent directors:**

The remunerations of Directors are as follows:

| Name   | Status               | Director Remuneration | Meeting attending fees | Total Taka |
|--|----------------------|-----------------------|------------------------|------------|
| Mr. Abid Mustafizur Rahman   | Chairman             | -                     | 16,000                 | 16,000     |
| Md. Shirazul Haque (Representative of FAR Pharmaceuticals Ltd.)                        | Managing Director    | 2,00,000              | 8,000                  | 2,08,000   |
| Mr. Akik Habibuzzaman (Representative of Another Life Hospital & Research Center Ltd.) | Managing Director    | 4,00,000              | 8,000                  | 4,08,000   |
| MS. Jahadha Khondoker (Representative of Sadman Industries Ltd.                        | Director             | -                     | 8,000                  | 8,000      |
| Mr. Faiaz Kader (Representative of Sharp Industries PLC.                               | Director             | -                     | 8,000                  | 8,000      |
| Mr. Fatin Kader Fardin (Representative of Sharp Industries Ltd.)                       | Director             | -                     | 8,000                  | 8,000      |
| Md. Mehedi Hasan (Representative of S.S Energy Explosion Ltd.)                         | Director             | -                     | 8,000                  | 8,000      |
| Mr. Sayed Md. Tajon Islam  | Independent Director | -                     | 16,000                 | 16,000     |
| Mrs. Afroza Nilufa Yeasmin   | Independent Director | -                     | 16,000                 | 16,000     |
|  |                      |                       |                        |            |
| <b>Total</b>   |                      | 6,00,000              | 96,000                 | 696,000    |

**(ix) Statement of Directors on Financial Reports:**

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

a) Proper books of account of the issuer company have been maintained.

b) 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.

c) International Accounting Standard(IAS)/International Financial Reporting Standard (IFRS) as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed.

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



a) There are no significant doubts upon the issuer company's ability to continue as a going concern.

f) Minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;

**(x) Deviation from the last year's operating results:**

The operating results in this year is higher than the last year due to amalgamation of the Company with S.F. Textile Industries Ltd. among others. The management's continuous endeavor to grow and sustain the pressure of inter national competitive market.

**(xi) Key operating and financial data of last preceding 5 (five) years:**

Operational Data:

| Particulars                | Year ended as on |               |              |              |             |
|----------------------------|------------------|---------------|--------------|--------------|-------------|
|                            | 30.06.2024       | 30.06.2023    | 30.06.2022   | 30.06.2021   | 30.06.2020  |
| Turnover (Tk)              | 3,029,410,460    | 542,553,420   | 34,872,966   | 591,668,471  | 756,684,767 |
| Gross Profit (Tk)          | 240,935,294      | (207,020,951) | (76,486,626) | (18,054,237) | 90,165,623  |
| Operating Profit (Tk)      | 46,934,950       | 221,260,018   | (86,518,576) | (30,521,286) | 73,027,432  |
| Net Profit before tax (Tk) | 57,972,691       | 239,910,385   | (79,046,633) | (30,949,075) | 72,143,637  |
| Net Profit after tax (Tk)  | 30,723,408       | (44,875,683)  | (84,200,688) | (34,125,897) | 72,143,637  |
| Basic EPS (Tk)             | 0.20             | (1.12)        | (0.39)       | (0.16)       | 0.33        |
| Dividend per share (%)     | Cash: 1.00%      | No Dividend   | No Dividend  | Cash: 1.00%  | Cash: 1.00% |

**(xii) Key operating and financial data of last preceding 5 (five) years:**

Financial Data:

| Particulars               | Year ended as on |               |               |               |               |
|---------------------------|------------------|---------------|---------------|---------------|---------------|
|                           | 30.06.2024       | 30.06.2023    | 30.06.2022    | 30.06.2021    | 30.06.2020    |
| Authorized Capital (Tk)   | 5,010,000,000    | 3,000,000,000 | 3,000,000,000 | 3,000,000,000 | 3,000,000,000 |
| Paid up Capital (Tk)      | 1,530,973,330    | 2,180,934,230 | 2,180,934,230 | 2,180,934,230 | 2,180,934,230 |
| Face value per share (Tk) | 10               | 10            | 10            | 10            | 10            |
| Retained Earnings (Tk)    | 1,222,399,428    | 213,829,612   | 458,705,295   | 808,776,253   | 864,711,493   |
| Current Assets (Tk)       | 2,736,195,204    | 758,587,673   | 278,417,059   | 882,427,099   | 1,156,145,135 |

|                            |               |               |             |             |             |
|----------------------------|---------------|---------------|-------------|-------------|-------------|
| Current Liabilities (Tk)   | 2,554,245,917 | 1,323,431,236 | 808,337,929 | 212,064,285 | 40,836,326  |
| Current Ratio              | 1.07          | 0.57          | 0.34        | 4.16        | 28.31       |
| Quick Ratio                | 0.66          | 0.32          | 0.33        | 3.76        | 15.20       |
| Debt-Equity Ratio          | 0.08          | 0.16          | 0.30        | 0.065       | N/A         |
| Time Interest Earned Ratio | 1.29          | (9.38)        | (120.51)    | (54.45)     | 65.21       |
| Return on Assets           | 0.60%         | (7.84)%       | (2.66)%     | (1.47)%     | 3.73%       |
| Return on Equity           | 0.62%         | (10.23)%      | (3.19)%     | (1.14)%     | 2.37%       |
| Earnings per share         | 0.20          | (1.12)        | (0.39)      | (0.16)      | 0.33        |
| Number of Shares           | 153,097,333   | 218,093,423   | 218,093,423 | 218,093,423 | 218,093,423 |
| Number of Shareholders     | 15,379        | 17,594        | 16,588      | 18,512      | 14,665      |

**(xiii) Dividend:** Our Policy is to offer consistent dividends that closely reflect business performance. As announced by the Company on 24 October 2024, the Board has recommended "1.00% Cash Dividend" per share for all shareholders for the year ended on 30 June 2024 which will be confirmed after approval in the Annual General Meeting of the Company.

**(xiv) Interim Dividend:** Board of Directors confirm that no cash, bonus or stock dividend has been declared as interim dividend and shall not be declared any cash or stock share as interim dividend in future.

**(xv) Number of Board Meetings:**

The Board met 8 times during the year. Following table shows the attendance of Directors in the meeting:

| Name of the Director   | Position             | No of Meeting held during the year | No of Meeting attended |
|--|----------------------|------------------------------------|------------------------|
| Mr. Abid Mustafizur Rahman   | Chairman             | 8                                  | 8                      |
| Mr. Faiaz Kader  | Director             |                                    | 4                      |
| Md. Shirazul Haque (Representative of FAR Pharmaceuticals Ltd.)                        | Managing Director    |                                    | 4                      |
| Mr. Akik Habibuzzaman (Representative of Another Life Hospital & Research Center Ltd.) | Managing Director    |                                    | 4                      |
| Md. Mehedi Hasan (Representative of S.S Energy Explosion Ltd.)                         | Director             |                                    | 4                      |
| Mr. Sayed Md. Tajon Islam  | Independent Director |                                    | 8                      |

|   |                      |  |   |
|---|----------------------|--|---|
| Mrs. Afroza Nilufa Yeasmin                                      | Independent Director |  | 8 |
| Mr.Fatin Kader Fardin (Representative of Sharp Industries Ltd.) | Director             |  | 4 |
| MS. Jahadha Khondoker (Representative of Sadman Industries Ltd) | Director             |  | 4 |

The members who could not attend the meeting were granted leave and outside of the country.

**(xvi) The pattern of shareholding:**

a) Parent/ Subsidiary/ Associated Companies and other related parities

Number of shares held: Nil

b) Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer and Head of Internal Audit:

| Name   | Position               | Number of share held |
|--|------------------------|----------------------|
| Mr. Abid Mustafizur Rahman   | Chairman               | 6,723,439            |
| Another Life Hospital & Research Center Ltd - represented by Akik Habibuzzaman | Managing Director      | 6,780,871            |
| Sharp Industries PLC- represented by Fatin Kader Fardin                        | Director               | 8,667,278            |
| Mr. Faiaz Kader  | Director               | 7,404,578            |
| Sadman Industries Limited - represented by Jahadha Khondoker.                  | Director               | 7,971,959            |
| Mr. ABM Golam Mostafa,FCMA   | Company Secretary      | Nil                  |
| Mr. Sk Rezaul Islam  | CFO                    | Nil                  |
| Mr. Gopal Chandra Basak  | Head of Internal Audit | Nil                  |

c) Senior Corporate Executives :

Number of shares held : Nil

d) Shareholders holding ten percent (10%) or more voting interest in the company: **None**

**(xvii) Appointment/ re-appointment of directors of the company:**

**Retirement:**

Mr Akik Habibuzzaman Managing Director, Ms. Jahadha Khondoker Director, Mr. Fatin Kader Fardin Director and Mr. Faiaz Kader Director of the company will retire.

**Appointment/Re-appointment:**

Being eligible following Directors shall be appointed/re-appointed in the board of Directors of the company as they have shown their interest for appointment/re-appointment:

- a) Mr. Faiaz Kader as a Director
- b) Mr. Akik Habibuzzaman as a Managing Director
- c) Mr. Fatin Kader Fardin as a Director
- d) Ms. Jahadha Khondoker as a Director
- e) Rafiza Alam Lucky as a Independent Director for the 1<sup>st</sup> Term

**(xviii) Director's involvement in other companies:**

| Name of Director       | Position at FAR Chemical & Textile Ind. PLC. | Entitles where he has interests                            | Position in other Companies |
|------------------------|--|--|-----------------------------|
| Abid Mustafizur Rahman | Chairman                                     | Sharp Industries PLC changed from R.N. Spinning Mills Ltd. | Director                    |
|                        |  | Polaris Industries Ltd                                     | Director                    |
|                        |  | Neptune Textile Mills Ltd                                  | Managing Director           |
|                        |  | F&S Industries Limited                                     | Managing Director           |
| Faiaz Kader            | Director                                     | Sharp Industries PLC changed from R.N. Spinning Mills Ltd. | Director                    |
|                        |  | Better Life Hospital Ltd.                                  | Director                    |
| Fatin Kader Fardin     | Director                                     | Sharp Industries PLC changed from R.N. Spinning Mills Ltd. | Director                    |

**(xix) Auditors:**

Present Auditors M.Z. Islam & Co, Chartered Accounts will retire in the 17th AGM at the end of 1<sup>st</sup> year tenure. M.Z. Islam & Co Chartered Accountants offer themselves for auditing accounts and affairs of the Company's Head Office as well as Factory for the year ended 30th June, 2025 with an honorarium of BDT 4,00,000/-(Four Lac) Only.

Accordingly, the Board of Directors of the company has appointed M.Z. Islam & Co Chartered Accountants for the year ended 30th June, 2025 as per order of Bangladesh Securities and Exchange Commission (BSEC) No SEC/CMRRCD/2009-193/174/Admin/61 dated July 08, 2015 as they have conveyed their willingness to accept for appointment, subject to approval of the shareholders in the AGM.

Mujibur Rahman & Co, Cost & Management Accountants were appointed in the last Annual General Meeting as a Corporate Governance Code auditor of the company for the financial year ended on 30th June 2024. Mujibur Rahman & Co, Cost & Management Accountants has expressed their interest for re-appointment as Corporate Governance Code Auditor for the financial year ended on 30th June 2025; accordingly the Board of Directors of the company has re-appointed Mujibur Rahman & Co, Cost & Management Accountants as Corporate Governance Code Auditor for the financial year ended on 30th June 2025 with an honorarium of Tk.50,000/- (Fifty Thousand) only, subject to approval of the shareholders in the AGM.

**(xx) Corporate Governance Compliance Report:**

In accordance with the requirement of the Bangladesh Securities and Exchange Commission, Corporate Governance Report is annexed.



**(xxi) Going Concern:**

The Directors consider that the Company has adequate resources to remain in operation for the foreseeable future and has therefore continued to adopt the going concern basis in preparing the financial statements. However, being a deemed export oriented company it has been facing local and global financial crisis. The company has newly constructed a spinning factory and a chemical factory at Rupgonj, Narayanganj. Although Spinning unit has been producing and exporting yarn, on the other hand chemical unit could not re-start the factory due to non-functioning of some transferred machineries. It will be re-started after importing of some new machinery from the stable world market.

**(xxii) Internal Control System:**

The Company has an internal control system, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Charter. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Board.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Board.

**(xxiii) Minority Shareholders' Protection:**

The Board is and shall be committed to respect the rights of the minority shareholders to voting, right to information, dividends and appraisal of any alteration in Memorandum and Articles.

**(xxiv) Management discussion and analysis:**

The Board of Directors converse on the increase /decrease of revenue, cost of goods sold, gross and net profit margin. The Board also takes instant actions on the inquiry as required.

**(xxv) Subsequent events:**

There is no subsequent event after the date of balance sheet and till the date of this report which could affect the ability of the users of these financial statements to make an appropriate evaluation.

**(xxvi) Audit Committee:**

The Board has constituted the Audit Committee as follows:

|                                 |                              |
|---------------------------------|------------------------------|
| Chairman & Independent Director | : Mr. Syed Md. Tajon Islam   |
| Member                          | : Mr. Fatin Kader Fardin     |
| Member                          | : Mrs. Afroza Nilufa Yeasmin |
| Member Secretary                | : Mr. ABM Golam Mostafa FCMA |

During the reporting period under review, the Committee held five meetings. A detailed of the roles and activities of the Audit Committee has been provided in "The Report of The Audit Committee".

**(xxvii) Nomination and Remuneration Committee (NRC):**

Nomination and Remuneration Committee (NRC) has been formed as follows as per provision of Corporate Governance Guidelines notification No:BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 by Bangladesh Securities and Exchange Commission (BSEC).

|                                 |                              |
|---------------------------------|------------------------------|
| Chairman & Independent Director | : Mr. Sayed Md. Tajon Islam  |
| Member                          | : Mr. Abid Mustafizur Rahman |
| Member                          | : Mr. Faiaz Kader            |
| Member Secretary                | : Mr. ABM Golam Mostafa FCMA |

**Nomination and remuneration policy:**

The Nomination and Remuneration Policy is prepared and adopted in compliance with Corporate Governance Code 2018 of Bangladesh Securities and Exchange Commission in view to formulate and recommend proper, fair, transparent and non-discriminatory nomination and remuneration for the Directors and Top Level Executives of the FAR Chemical & Textile Ind. PLC. The Nomination and Remuneration Policy of Directors and Top Level Executives have been formulated by the Nomination and Remuneration Committee and have been approved by the Board of Directors of FAR Chemical & Textile Ind. PLC. The Nomination and Remuneration Committee has been constituted by the Board of Directors of the Company as a subcommittee to assist the Board under the Condition No. 6 of the Corporate Governance Code 2018 of Bangladesh Securities and Exchange Commission.

NRC is independent and responsible or accountable to the Board of Directors and to the Shareholders of Company.

**Terms of Reference and objective of the NRC:**

The Terms of Reference of the NRC have been defined and adopted by the Board of Directors of the Company. The objective of the NRC is to oversee, assist and guide the Board of Directors:-

- To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration of Directors and Top Level Executives.
- To devise policy on Board's diversity taking into consideration of age, gender, experience, ethnicity, educational background and nationality.
- To the appointment, fixation of remuneration and removal of Directors and Top Level Executives.
- To formulate the criteria in respect to evaluate performance of the Independent Director and the Board.
- To identify the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria.
- To develop, recommend and review the company's human resources and training policies.
- To retain, motivate and promote talent and to ensure long term sustainability of talented Top Level Executive and create competitive advantage.
- To recommend Code of Conduct for the Chairman and other Members of the Board and Managing Director.
- To Implement and monitor policies and processes regarding principles of corporate governance.

**Nomination and Appointment of Directors and Top Level Executives:**

The committee is responsible to ensure that the procedures for nomination and appointment of Directors and Top Level Executive are taken place in transparent, rigorous and non-discriminatory way. The committee also responsible to identify and ascertain the combination of age, gender, educational background, experience, knowledge, ethnicity, diversity, nationality and other relevant personal values & attributes for nomination and appointment of Director and Top Level Executives.

### **Remuneration for Directors and Top Level Executives:**

The committee shall oversee, review and make report with recommendation to the Board the level and composition of remuneration is reasonable and sufficient to attract, motivate and retain suitable, dependable and skilled Director and Top Level Executive. They also consider and review the relationship of remuneration to performance is clear and meets appropriate performance benchmarks, remuneration to Director and Top Level Executive involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

### **Validation of the Policy:**

This policy on Nomination and Remuneration of Directors and Top Level Executives of the Company has been formulated by the Nomination and Remuneration Committee and has been approved by the Board of Directors of FAR Chemical & Textile Ind. PLC.

### **Amendments to the Policy:**

The Board preserves the rights to amend and review time to time the provisions of the policy depending on the legal and other requirements or for a bonafide purpose.

### **Evaluation of Performance:**

Evaluation of performance of Directors be carried out through completion of a preset confidential questionnaire and/or collective feedback or any other effective criteria adopted by the Board yearly or at such intervals of its work, function and performance as may be considered necessary in order to ascertain the effectiveness and to measure the contribution of the Directors as well as the Top Level Executives of the Company.

### **Activities of the NRC carried out during the reporting period:**

The NRC carried out the following activities in line with Committee's Terms of Reference during the reporting period:

- i. Reviewed and recommended the Code of Conduct for the Chairman, other Members of the Board and Managing Director.
- ii. Reviewed the Company's existing policy relating to the remuneration of Directors and Top Level Executives.
- iii. Discussed and decided in regard to formulate the criteria of evaluation of performance of the Board and Independent Directors.
- iv. Reviewed the Company's existing Human Resource and Training policies.

### **(xxviii) Contribution to national exchequer:**

FAR Chemical & Textile Ind. PLC has been contributing tax and VAT as applicable for the listed company.

### **(xxix) Corporate social responsibility (CSR):**

Over the years, your company's commitment to Corporate Social Responsibility (CSR) activities is part and parcel of the Company's business model. Your Company has been contributing to the welfare of the community, research and development and protection of environment.

**(xxx) AWARDS & RECOGNITION:**

Since starting your Company received the following awards and recognitions:

1. Year of Incorporation: 22 March, 2007
2. Year of Conversion to Public Limited Company: 19 June, 2012
3. Year of Listing with Dhaka Stock Exchange Ltd. (DSE): 08 July, 2014
4. Year of Listing with Chittagong Stock Exchange Ltd. (CSE): 08 July, 2014

**(xxxi) WEBSITE:**

The Company maintains a website namely [www.farchemicalbd.com](http://www.farchemicalbd.com) which is linked with the websites of the stock exchanges and it is functional from the date of listing and all disclosures and financials are available in the website of the company.

**(xxxii) Human Resources:**

Human Resources are a fundamental asset across the entire business model. The development of the company builds its competitive advantage on the skills and commitment of its employees, promoting and rewarding pro-activity, goal orientation and teamwork. The HR Department of your company operates with specific policy, manual and plan which is approved by the Board of Directors. We provide on-the-job training and development opportunities to enhance our employees' career progression. Through different training, staff's professional knowledge in corporate operations, occupational and management skills are enhanced. FAR Chemical & Textile Ind. PLC is an equal opportunity employer and does not discriminate on the basis of personal characteristics. Company has employee handbooks outlining terms and conditions of employment, expectations for employees' conduct and behavior, employees' rights and benefits. We establish and implement policies that promote a harmony and respectful workplace.

**(xxxiii) Code of conduct:**

The underlying philosophy of FAR Chemical & Textile Ind. PLC's code is to conduct the business in an ethical manner as well as create a work environment that is conducive for members and stakeholders alike, based on the Company's values and beliefs. Code of Conduct for Board of Directors was framed and followed accordingly in discharging their duties and responsibilities.

**(xxxiv) Directors' responsibilities statement**

Pursuant to the BSEC notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 the Directors confirm that:

i) The financial statements prepared by the management of FAR Chemical & Textile Ind. PLC fairly present its state of affairs, the result of its operations, cash flows and changes in equity.

ii) Proper books of Account of the company have been maintained.

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

iv) International Accounting Standards (IAS)/International Financial Reporting Standards (IFRS) as applicable in Bangladesh have been followed in preparation of the financial statements and any departure therefrom has been adequately disclosed.

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

- vi) There are no doubts upon the Company's ability to continue as a going concern and the accounts have been prepared on going concern basis.
- vii) The significant deviations from previous period in the operating results of the company have been highlighted in the report and the reasons thereof have been explained.
- viii) The key operating and financial data of last 5 years have been disclosed in this report.
- ix) The number of Board Meeting held during the reporting period and the attendance by each director have been disclosed in this report.
- x) The pattern of shareholding is disclosed in this report.
- xi) A compliance status report with requirements of Corporate Governance as required by BSEC is disclosed in Corporate Governance Report and is disclosed in this report.
- xii) Directors' profile is attached in this report and their directorship and business interest in other organizations have been disclosed adequately.

**(xxxv) Company's Amalgamation:**

Amalgamation/Merger of S.F. Textile Industries Ltd. with FAR Chemical & Textile Ind. PLC and Production of Spinning Unit & Chemical Unit are stated below:

The Company has been amalgamated with S.F. Textile Industries Ltd (Transferor Company) as per the Judgment and Order of the Honorable High Court Division of the Supreme Court of Bangladesh, Dated 28<sup>th</sup> November 2022 and also the consent of BSEC (Ref: BSEC/LSD/CM-83/2022/993/1414, Dated: October 01, 2024). In this regard the company has declared record date on 31 October 2024. Accordingly both the companies amalgamated.

**(xxxvi) Auditor's Emphasis of Matter:**

The management of the company informed and well concerned about the following Emphasis of Matter given by the Auditor:

- a) As stated in Note no. 1.01 Amalgamation/Merger of S.F Textile Industries Ltd. with FAR Chemical & Textile Ind. PLC. has been made accordingly. The operation of Chemical unit of FAR Chemical & Textile Ind. PLC is not yet started. No impairment made on the chemical unit refer to IAS 36 for shifting of factory facilities from CEPZ to Rupgonj own premises. The completion of amalgamation process by following the high court order and provision of securities related laws, rules, regulations and the companies act 1994 as well as other laws in force in Bangladesh accordingly amalgamation has been made on October 31, 2023.
- b) Referring to Note no - 5 of the financial statements where inventories represent amount to BDT. **1,052,776,380**. We didn't observe the physical counting of inventories at period end date. The inventory's amount is verified and counted by internal management. People charged with corporate governance provide related certificates on closing balance. Subsequently, during the audit of the financial statements, we observe the process of maintaining physical inventory and consumptions of the inventories.



- a) We draw attention to Note –3.14 of the consolidated financial statements, FAR Chemical & Textile Ind. PLC yet not provided Workers Profit Participation Fund (WPPF) and trustee board not yet approved by the concerned authority. On the other hand, the company didn't maintain other Employee Benefit plans, which include the Contributory Provident Fund and Gratuity Fund.

### **Appreciation:**

The board of directors wishes to place on record their appreciation of thanks to shareholders, customers and suppliers for their continued support. Your Directors also wish to place on record their appreciation for the contribution made by the employees at all levels to the continued growth and prosperity of the company.

The Board would also like to thanks all stakeholders including banks, Insurance Companies, BEPZA, BSEC, DSE, CSE, CDBL, RJSC and various government authorities, trade bodies for their extended co-operation.

We look forward to brighter future for all of us.

On behalf of the Board



Abid Mustafizur Rahman  
Chairman

## Dividend Distribution Policy

### FAR Chemical & Textile Ind. PLC

#### 1.0 Introduction

The Dividend Distribution Policy is prepared and adopted in compliance with the provisions of the Directive No. BSEC/CMRRCD/2021-386/03 dated 14 January, 2021 of the Bangladesh Securities and Exchange Commission (BSEC) about dividend declaration, pay off, disbursement and compliance.

The Board of Directors (the Board) will consider the directive while declaring/recommending dividend on behalf of the Company. The Policy is not an alternative to the decision of the Board for declaring/recommending dividend, which takes into consideration all the relevant circumstances enumerated hereunder or other factors as may be decided by the Board.

#### 2.00 Definitions

"the Act" means Companies Act 1994

"the Company" means FAR Chemical & Textile Ind. PLC.

"AGM" means Annual General Meeting

"Board" means Board of Directors of FAR Chemical & Textile Ind. PLC.

"Shareholders" means Members whose name is registered in the Member Register of the Company/CDBL Report.

"Shares" means Ordinary Equity Shares.

#### 3.00 Concept of Dividend

Dividend is the share of the profit that a Company decides to distribute among its Shareholders in proportion to the amount paid up on shares they hold in the form of Cash and/or Stock(Bonus). The profits earned by the Company can either be retained in the business or can be distributed among the Shareholders as dividend.

#### 4.00 Types of Dividend

The Act deals with two types of dividend - Interim and Final.

\* Interim dividend is the dividend declared by the Board between two AGMs as and when considered appropriate. The Act authorizes the Board to declare interim dividend during any financial year out of the profits for the financial year in which the dividend is sought to be declared and/or out of the surplus in the profit and loss account.

\* Final dividend is recommended for the financial year at the time of approval of the annual financial statements as well as appropriation of profit. The Board shall have the power to recommend final dividend to the shareholders for their approval at the AGM of the Company. Dividend recommended by the Board of Directors cannot be changed prior to holding of the AGM.

#### 5.00 Declaration of Dividend

Subject to the provisions of the Act, dividend shall be declared and paid out of:

a. Profits of the Company for the year for which the dividend is to be paid after setting off carried over previous losses and depreciation not provided in the previous year(s);

b. Undistributed profits of the previous financial years after providing for depreciation in accordance with law and remaining undistributed.

c. Out of a & b both.

Before declaration of dividend, the Company may transfer a portion of its profits to reserves of the Company as may be considered appropriate by the Board at its discretion.

In the event of inadequacy or absence of profits in any financial year, the Company may declare dividend out of free reserves subject to the compliance with the Act and Rules.

## **6.00 Factors Governing Declaration of Dividend**

The decision regarding dividend pay-out is a crucial decision as it determines the amount of profit to be distributed among the shareholders and amount of profit to be retained in business.

The circumstance for dividend pay-out decision depends on various external and internal factors which the Board of Directors shall consider while recommend/declaring dividend including the following:

### **6.01 External Factors:**

The Board shall endeavor to retain a larger portion of profits to build up reserves, in case of Adverse Economic Scenario.

The Board shall evaluate the market trends in terms of technological changes mandating investments, competition impacting profits, etc., which may require the Company to conserve resources.

The Board shall consider the restrictions, if any, imposed by the Act and other applicable laws with regard to declaration of dividend in order to ensure compliance with the applicable laws.

Dividend distribution tax or any tax deduction at source as required by tax regulations, applicable at the time of declaration of dividend may impact the decision with regard to dividend declaration.

Other factors beyond control of the Management like natural calamities, fire, etc. effecting operations of the Company may impact the decision with regard to dividend declaration.

### **6.02 Internal Factors:**

- \*Profitability
- \* Availability and Liquidity of Funds
- \* Capital Expenditure needs for the existing businesses
- \* Expansion/Modernization of the business
- \* Additional investments in subsidiaries/associates of the Company
- \* Cost of raising funds from alternate sources
- \*Cost of servicing outstanding debts
- \*Funds for meeting contingent liabilities
- \*Mergers and Acquisitions
- \*Any other factor as deemed appropriate by the Board.

Apart from the above factors, the Board also considers past dividend history and sense of shareholders' expectations while determining the rate of dividend. The Board may additionally recommend special dividend in special circumstances.

## **7.00 Financial Parameters for Declaring Dividend**

The Company is committed to deliver sustainable value to its stakeholders. The Company shall strive to distribute an optimal and appropriate level of the profits among the shareholders in the form of dividend.

To keep investment attractive and to ensure capital appreciation for the shareholders, the Company shall also endeavor to provide consistent return over a period of time. While deciding on the dividend, micro and macroeconomic parameters for the country in general and the Company in particular shall also be considered.

Taking into consideration the aforementioned factors, the Board shall endeavor to maintain a dividend pay-out.

#### **8.00 Utilization of Retained Earnings**

Subject to the provisions of the Act and other applicable laws, retained earnings may be utilized as under:

- \* Issue of fully paid-up bonus shares
- \* Declaration of dividend-Interim or Final
- \* Augmenting internal resources
- \* Funding for capital expenditure/expansion plans/acquisition;
- \* Repayment of debt
- \* Any other permitted use as may be decided by the Board.

#### **9.00 Parameters for Various Classes of Shares**

Currently, the Company has only one class of shares - Equity Shares. There is no privilege amongst Equity Shareholders of the Company with respect to dividend distribution.

#### **10.00 Circumstances Impacting Dividend Payment**

The Company has been paying dividend to its shareholders and shall continue with the dividend payment. Given here in below are some of the circumstances in which shareholders of the Company may or may not expect dividend payout:

##### **10.01 May Expect Dividend:**

- \* Adequate profits and liquidity
- \* Accumulated profits not warranted for immediate business needs.

##### **10.02 May Not Expect Dividend:**

- \* Non availability of profits for dividend distribution
- \* Funds available for dividend but need to be conserved due to:
  - \* Business needs;
  - \* Adverse economic /market scenario expected in near future;
  - \* Augmenting internal resources.

#### **11.00 Disclosure**

This Dividend Distribution Policy shall be disclosed in the Annual Report of the Company and on the Company's website [www.farchemicalbd.com](http://www.farchemicalbd.com).

If the Company proposes to declare dividend on the basis of any additional parameters apart from those mentioned in the Policy or proposes to change the parameters contained in this Policy, it shall disclose such changes along with the rationale for the same in the Annual Report and on the website.

#### **12.00 Effective Date**

This Policy has been approved by the Board of Directors of the Company at its meeting held on 16th February, 2021 and shall be effective and applicable for dividend, if any, declared from the Financial Year 2020-21 and onwards.

#### **13.00 Review/Amendment**

The Board may amend, abrogate, modify or revise any or all provisions of this Policy. However, amendments in the Act or in the Listing Regulations shall be binding even if not incorporated in this Policy.

## MANAGEMENT DISCUSSION AND ANALYSIS

### OVERVIEW 2023-2024:

Let us present before you a short review on the total operational and financial performance of your company from 01 July 2023 to 30 June 2024.

### ECONOMIC OUTLOOK:

You know that your company's products are the raw materials of garments and textile sector. So our production and sales are depends on uninterrupted production of textile and garment industries. RMG sector is the driver for growth of Bangladesh's economy. It contributes regularly to national GDP. To achieve the \$50 billion export target Bangladesh will have to earn \$20 billion in the next four years as speculated by the industry insiders.

Still Bangladesh remains the world's second largest garment exporter.

As said earlier, we have invested huge to ensure that we are well positioned for continued long-term and profitable growth.

### Accounting policies and changes:

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

### FY 2023-2024 Financial Performance and Position:

The discussions in this section relate to the financial results pertaining to the year that ended June 30, 2024. The financial statements of FAR Chemical & Textile Ind. PLC has been prepared in accordance with the International Accounting Standards (referred to as "IAS"), International Financial Reporting Standards (referred to as "IFRS"), as per the Companies Act, 1994, as amended from time to time. Significant accounting policies used in the preparation of the financial statements are disclosed in the notes to the financial statements. The following table gives an overview of the financial results of the Company:

### Key operating and financial data of last preceding 5 (five) years:

Operational Data:

| Particulars                | Year ended as on |               |              |              |             |
|----------------------------|------------------|---------------|--------------|--------------|-------------|
|                            | 30.06.2024       | 30.06.2023    | 30.06.2022   | 30.06.2021   | 30.06.2020  |
| Turnover (Tk)              | 3,029,410,460    | 542,553,420   | 34,872,966   | 591,668,471  | 756,684,767 |
| Gross Profit (Tk)          | 240,935,294      | (207,020,951) | (76,486,626) | (18,054,237) | 90,165,623  |
| Operating Profit (Tk)      | 46,934,950       | 221,260,018   | (86,518,576) | (30,521,286) | 73,027,432  |
| Net Profit before tax (Tk) | 57,972,691       | 239,910,385   | (79,046,633) | (30,949,075) | 72,143,637  |
| Net Profit after tax (Tk)  | 30,723,408       | (44,875,683)  | (84,200,688) | (34,125,897) | 72,143,637  |
| Basic EPS (Tk)             | 0.20             | (1.12)        | (0.39)       | (0.16)       | 0.33        |
| Dividend per share (%)     | Cash: 1.00%      | No Dividend   | No Dividend  | Cash: 1.00%  | Cash: 1.00% |



**Key operating and financial data of last preceding 5 (five) years:**

Financial Data:

| Particulars                | Year ended as on |               |               |               |               |
|----------------------------|------------------|---------------|---------------|---------------|---------------|
|                            | 30.06.2024       | 30.06.2023    | 30.06.2022    | 30.06.2021    | 30.06.2020    |
| Authorized Capital (Tk)    | 5,010,000,000    | 3,000,000,000 | 3,000,000,000 | 3,000,000,000 | 3,000,000,000 |
| Paid up Capital (Tk)       | 1,530,973,330    | 2,180,934,230 | 2,180,934,230 | 2,180,934,230 | 2,180,934,230 |
| Face value per share (Tk)  | 10               | 10            | 10            | 10            | 10            |
| Retained Earnings (Tk)     | 1,222,399,428    | 213,829,612   | 458,705,295   | 808,776,253   | 864,711,493   |
| Current Assets (Tk)        | 2,736,195,204    | 758,587,673   | 278,417,059   | 882,427,099   | 1,156,145,135 |
| Current Liabilities (Tk)   | 2,554,245,917    | 1,323,431,236 | 808,337,929   | 212,064,285   | 40,836,326    |
| Current Ratio              | 1.07             | 0.57          | 0.34          | 4.16          | 28.31         |
| Quick Ratio                | 0.66             | 0.32          | 0.33          | 3.76          | 15.20         |
| Debt-Equity Ratio          | 0.08             | 0.16          | 0.30          | 0.065         | N/A           |
| Time Interest Earned Ratio | 1.29             | (9.38)        | (120.51)      | (54.45)       | 65.21         |
| Return on Assets           | 0.60%            | (7.84)%       | (2.66)%       | (1.47)%       | 3.73%         |
| Return on Equity           | 0.62%            | (10.23)%      | (3.19)%       | (1.14)%       | 2.37%         |
| Earnings per share         | 0.20             | (1.12)        | (0.39)        | (0.16)        | 0.33          |
| Number of Shares           | 153,097,333      | 218,093,423   | 218,093,423   | 218,093,423   | 218,093,423   |
| Number of Shareholders     | 15,379           | 17,594        | 16,588        | 18,512        | 14,665        |

**Cost of Goods Sold (COGS):**

This year's cost of goods sold was Tk.2,788 million as compared to last year's cost of goods sold of Tk. 2,280 million. This is due to the fact that spinning unit has amalgamated with S.F. Textile Industries Ltd, on the other hand chemical unit could not re-start its production. As a result increase of sales and production quantity is only for spinning unit.

**Gross Profit:**

The company has achieved an export turnover of Tk.3,029 million during the year ended 30<sup>th</sup> June, 2024. Last year's turnover was Tk. 2,186 million. The increase of turnover is 38.57% compare to the last year. Gross profit/ (loss) earned during the year was Tk. 240.94 million as compared to last year's Gross profit/ (loss) of Tk. (93.65) million.

**Net Profit:**

Net profit after tax earned during the year was Tk. 30.72 million as compared to last year's Net profit after tax of Tk. (215.45) million. During the year net profit after tax has increased due to amalgamation with S.F. Textile Industries Ltd.

**Risk and Concerns**

Board of Directors reviews the risk management practices and actions deployed by the Management with respect to identification, impact of global financial crisis assessment, monitoring and mitigation and reporting of key risks while trying to achieve its business objectives.

**Forward-Looking Statements**

Board of Directors and management of the company are looking forward to keep its progress in alignment with industry's growth and have made all preparation to this end. Overall industry is projected to grow in a steady way in next couple of years and your company will be in forefront to be one of the major players in the future booming market. We hope your company's future is bright as it is in shifting process in its own premises at Rupgonj, Narayagonj.



Akik Habibuzzaman  
Managing Director

## CERTIFICATE OF BAPLC



## Report to the Shareholders of FAR Chemical & Textile Ind. PLC on compliance on the Corporate Governance Code

Under condition # 1(5)(xxvii) of CGC



**Mujibur Rahman & Co.**  
Cost & Management Accountants

We have examined the compliance status to the Corporate Governance Code by FAR Chemical & Textile Ind. PLC for the year ended on June 30, 2024. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

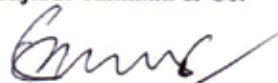
We state that we have obtained all the information and explanations, which we have required, and after due scrutiny and verification thereof, we report that, in our opinion:

- (a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission;
- (b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;
- (c) Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws; and
- (d) The governance of the company is satisfactory.

Place: Dhaka  
Dated: October 20, 2024



For Mujibur Rahman & Co.

  
Mohammad Mujibur Rahman FCMA  
Cost & Management Accountants

**Office:**

Saj Bhaban Suite # C-30(15th floor), 27, Bijoy Nagar, Dhaka-1000  
Cell # 01716-635751, E-mail: mujibcma2005@yahoo.com, mujibcma2005@gmail.com, Web: www.taxlabbd.com

## FAR Chemical & Textile Ind. PLC

Status of compliance with the conditions imposed by the Commission's Notification  
No.SEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018 issued under  
section 2CC of the Securities and Exchange Ordinance, 1969:  
(Report under Condition No. 9)

| Condition No | Title  | Compliance Status |              | Remarks |
|--------------|--|-------------------|--------------|---------|
|              |  | Complied          | Not Complied |         |
| 1            | Board of Directors   |                   |              |         |
| 1(1)         | Size of the Board: The total no. of members of the Board shall not be less than 5 (five) and more than 20 (twenty);  | √                 |              |         |
| 1(2)         | Independent Director   |                   |              |         |
| 1(2)(a)      | Number of Independent Director [at least 2 or 1/5 of the total number of directors of the Board whichever is higher : any fraction shall be considered to whole number of an independent Director]<br><br>“ Provided that the Board shall appoint at least 1(one) female independent director in the Board of Directors of the company;  | √                 |              |         |
| 1(2)(b)      | Without contravention of any provision of any other laws, for the purpose of this clause , an “ independent director ” means a director -  |                   |              |         |
| 1(2)(b)(i)   | The independent director who does not hold any share or holds less than 1% shares of the total paid up shares of the company;  | √                 |              |         |
| 1(2)(b)(ii)  | Not being a sponsor and connected with any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds 1% or more shares of the total paid up share capital of the company on the basis of family relationship and his or her family members shall not hold above mentioned shares in the company; | √                 |              |         |
| 1(2)(b)(iii) | who has not been an executive of the company in immediately preceding 2 (two) financial years;   | √                 |              |         |
| 1(2)(b)(iv)  | who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;  | √                 |              |         |



|               |  |   |  |  |
|---------------|--|---|--|--|
| 1(2)(b)(v)    | who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;   | √ |  |  |
| 1(2)(b)(vi)   | who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;  | √ |  |  |
| 1(2)(b)(vii)  | who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;   | √ |  |  |
| 1(2)(b)(viii) | who is not independent director in more than 5 (five) listed companies;  | √ |  |  |
| 1(2)(b)(ix)   | who has not been reported as a defaulter in latest Credit Information Bureau (CIB) report of Bangladesh Bank for non-payment of any loan or advance or obligation to a bank or a Financial Institution; and  | √ |  |  |
| 1(2)(b)(x)    | who has not been convicted for a criminal offence involving moral turpitude;   | √ |  |  |
| 1(2)(c)       | The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM: " Provided that the Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the Company;" | √ |  |  |
| 1(2)(d)       | The post of independent director(s) cannot remain vacant for more than 90 (ninety) days;   | √ |  |  |
| 1(2)(e)       | The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only.   | √ |  |  |
| 1(3)          | <b>Qualification of Independent Director</b>   |   |  |  |
| 1(3)(a)       | Shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to business;  | √ |  |  |

|              |   |   |   |               |
|--------------|---|---|---|---------------|
| 1(3)(b)      | <b>Independent Director shall have following qualifications</b>   |   |   |               |
| 1(3)(b)(i)   | Business leader who is or was a promoter or director of an unlisted company having minimum paid up capital of Tk. 100 million or any listed company or a member of any national or international chamber of commerce or registered business association;  | √ |   |               |
| 1(3)(b)(ii)  | Corporate leader who is or was a top level executive not lower than CEO or MD or DMD or CFO or Head of Finance or Accounts or CS or HIAC or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100 million or of a listed company;  | √ |   |               |
| 1(3)(b)(iii) | "Former or existing official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law: Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service; or" | - |   |               |
| 1(3)(b)(iv)  | University Teacher who has educational background in Economics or Commerce or Business Studies or Law;  | - |   |               |
| 1(3)(b)(v)   | Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a CA or CMA or CFA or Chartered Certified Accountant or CPA or Chartered Management Accountant or Chartered Secretary or equivalent qualification;   | - |   |               |
| 1(3)(c)      | The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);  | √ |   |               |
| 1(3)(d)      | In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission;   | - | - | No such issue |
| 1(4)         | <b>Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer</b>  |   |   |               |

|           |  |   |   |               |
|-----------|--|---|---|---------------|
| 1(4)(a)   | The positions of the Chairperson of the Board and the Managing Director and/ or Chief Executive Officer of the companies shall be filled by different individuals;   | √ |   |               |
| 1(4)(b)   | The Managing Director and/ or Chief Executive Officer of a listed company shall not hold the same position in another listed company;  | √ |   |               |
| 1(4)(c)   | The Chairperson of the Board shall be elected from among the non-executive directors of the company;   | √ |   |               |
| 1(4)(d)   | The Board shall clearly define respective roles and responsibilities of the chairperson and the Managing Director and/ or Chief Executive Officer;   | √ |   |               |
| 1(4)(e)   | In the absence of the chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as chairperson for that particular Board's meeting; the reason of absence of the regular chairperson shall be duly recorded in the minutes. | - | - | No such issue |
| 1(5)      | <b>The Directors' Report to Shareholders:</b><br>The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the companies Act, 1994:-  |   |   |               |
| 1(5)(i)   | Industry outlook and possible future developments in the industry;   | √ |   |               |
| 1(5)(ii)  | Segment-wise or product-wise performance;  | √ |   |               |
| 1(5)(iii) | Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;  | √ |   |               |
| 1(5)(iv)  | A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin;   | √ |   |               |
| 1(5)(v)   | Discussion on continuity of any Extra-Ordinary activities and their implications (gain or loss);   | √ |   | No such issue |
| 1(5)(vi)  | Discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;   | √ |   |               |

|            |  |   |  |  |
|------------|--|---|--|--|
| 1(5)(vii)  | Statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;   | √ |  | No such issue during the year  |
| 1(5)(viii) | An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc;   | √ |  | No such issue  |
| 1(5)(ix)   | An explanation on any significant variance that occurs between Quarterly Financial performance and Annual Financial statements;  | √ |  |  |
| 1(5)(x)    | Statement of remuneration paid to directors including independent directors.   | √ |  | No Remuneration paid to Directors except MD during the period under review |
| 1(5)(xi)   | The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;   | √ |  |  |
| 1(5)(xii)  | Proper books of account of the issuer company have been maintained;  | √ |  |  |
| 1(5)(xiii) | Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;  | √ |  |  |
| 1(5)(xiv)  | International Accounting Standards (IAS) / International Financial Reporting Standards (IFRS) as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed; | √ |  |  |
| 1(5)(xv)   | The system of internal control is sound in design and has been effectively implemented and monitored;  | √ |  |  |

|             |   |   |   |                        |
|-------------|---|---|---|------------------------|
| 1(5)(xvi)   | Minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;                            |   | - | No such issue          |
| 1(5)(xvii)  | There is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed; | √ |   |                        |
| 1(5)(xviii) | An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;  |   | - | No such issue          |
| 1(5)(xix)   | Key operating and financial data of at least preceding 5 (five) years shall be summarized;  | √ |   |                        |
| 1(5)(xx)    | An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;   |   |   | declared cash dividend |
| 1(5)(xxi)   | Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;  | √ | - | No such issue          |
| 1(5)(xxii)  | The total number of Board meetings held during the year and attendance by each director;  | √ |   |                        |
| 1(5)(xxiii) | <b>A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-</b>  |   |   |                        |
|             | (a) Parent or Subsidiary or Associated Companies and other related parties (name-wise details);   | √ |   |                        |
|             | (b) Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);                                     | √ |   |                        |
|             | (c) Executives; and   | √ |   |                        |



|            |  |   |   |     |
|------------|--|---|---|-----|
|            | (d) Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details);   |   | - | N/A |
| 1(5)(xxiv) | <b>In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:-</b>  |   |   |     |
|            | (a) a brief resume of the director   | √ |   |     |
|            | (b) nature of his or her expertise in specific functional areas;   | √ |   |     |
|            | (c) names of companies in which the person also holds the directorship and the membership of committees of the Board;  | √ |   |     |
| 1(5)(xxv)  | <b>Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:</b> |   |   |     |
|            | (a) accounting policies and estimation for preparation of financial statements;  | √ |   |     |
|            | (b) changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;                         | √ |   |     |
|            | (c) comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;  | √ |   |     |
|            | (d) compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;  | √ |   |     |
|            | (e) briefly explain the financial and economic scenario of the country and the globe;  | √ |   |     |

|              |   |   |  |  |
|--------------|---|---|--|--|
|              | (f) risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;  | √ |  |  |
|              | (g) future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;  | √ |  |  |
| 1(5)(xxvi)   | Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A;   | √ |  |  |
| 1(5)(xxvii)  | The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C;  | √ |  |  |
| 1(5)(xxviii) | The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality.  |   |  |  |
| 1(6)         | <b>Meetings of the Board of Directors:</b> The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code. | √ |  |  |
| 1(7)         | <b>Code of Conduct for the Chairperson, other Board members and Chief Executive Officer</b>   |   |  |  |
| 1(7)(a)      | The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;  | √ |  |  |

|         |  |   |   |     |
|---------|--|---|---|-----|
| 1(7)(b) | The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency. | √ |   |     |
| 2       | <b>Governance of Board of Directors of Subsidiary Company</b>  |   |   |     |
| 2(a)    | Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;   | - | - | N/A |
| 2(b)    | At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;  | - | - | N/A |
| 2(c)    | The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;   | - | - | N/A |
| 2(d)    | The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;   | - | - | N/A |
| 2(e)    | The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.   | - | - | N/A |
| 3       | <b>Managing Director (MD) or CEO, CFO, Head of Internal Audit and Compliance (HIAC) and Company Secretary</b>  |   |   |     |
| 3(1)    | <b>Appointment</b>   |   |   |     |
| 3(1)(a) | The Board shall appoint MD or CEO, CS, CFO and HIAC;   | √ |   |     |
| 3(1)(b) | The positions of the MD or CEO, CS, CFO and HIAC shall be filled by different individuals;   | √ |   |     |

|             |   |   |  |  |
|-------------|---|---|--|--|
| 3(1)(c)     | The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time: Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission: Provided further that the remuneration and perquisites of the said FCO or CS shall be shared by appointing companies proportionately; | √ |  |  |
| 3(1)(d)     | The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;   | √ |  |  |
| 3(1)(e)     | The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).  | √ |  |  |
| 3(2)        | <b>Requirement to attend Board of Directors' Meetings:</b><br>MD/CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board provided that CS, CFO and HIAC shall not attend such part of a meetings of the Board relating to their personal matter.  |   |  |  |
| 3(3)        | <b>Duties of MD or CEO and CFO</b>  |   |  |  |
| 3(3)(a)     | The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:  | √ |  |  |
| 3(3)(a)(i)  | these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and   | √ |  |  |
| 3(3)(a)(ii) | these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;   | √ |  |  |
| 3(3)(b)     | The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members   | √ |  |  |

|          |  |   |  |  |
|----------|--|---|--|--|
| 3(3) (c) | The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.  | √ |  |  |
| 4        | <b>Board of Directors' Committee:-</b> For ensuring good governance in the company, the Board shall have at least following subcommittees:   |   |  |  |
| 4(i)     | Audit Committee  | √ |  |  |
| 4(ii)    | Nomination and Remuneration Committee  | √ |  |  |
| 5        | <b>Audit Committee</b>   |   |  |  |
| 5(1)     | <b>Responsibility to the Board of Directors</b>  |   |  |  |
| 5(1)(a)  | The company shall have an Audit Committee as a sub-committee of the Board;   | √ |  |  |
| 5(1)(b)  | The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business; | √ |  |  |
| 5(1)(c)  | The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.  | √ |  |  |
| 5(2)     | <b>Constitution of the Audit Committee</b>   |   |  |  |
| 5(2)(a)  | The Audit Committee shall be composed of at least 3 (three) members;   | √ |  |  |
| 5(2)(b)  | The Board shall appoint members of the Audit Committee who shall be nonexecutive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;                | √ |  |  |
| 5(2)(c)  | All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;              | √ |  |  |



|         |   |   |  |  |
|---------|---|---|--|--|
| 5(2)(d) | When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee; | √ |  |  |
| 5(2)(e) | The company secretary shall act as the secretary of the Committee;  | √ |  |  |
| 5(2)(f) | The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.   | √ |  |  |
| 5(3)    | <b>Chairperson of the Audit Committee</b>   |   |  |  |
| 5(3)(a) | The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;  | √ |  |  |
| 5(3)(b) | In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.   | √ |  |  |
| 5(3)(c) | Chairperson of the Audit Committee shall remain present in the Annual General Meeting   | √ |  |  |
| 5(4)    | <b>Meeting of the Audit Committee</b>   |   |  |  |
| 5(4)(a) | The Audit Committee shall conduct at least its four meetings in a financial year  | √ |  |  |
| 5(4)(b) | The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.   | √ |  |  |
| 5(5)    | <b>Role of Audit Committee:</b> The Audit Committee shall:-   |   |  |  |
| 5(5)(a) | Oversee the financial reporting process;  | √ |  |  |

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| 5(5)(b)        | monitor choice of accounting policies and principles;   | √ |  |  |
| 5(5)(c)        | monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report; | √ |  |  |
| 5(5)(d)        | oversee hiring and performance of external auditors;  | √ |  |  |
| 5(5)(e)        | hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;   | √ |  |  |
| 5(5)(f)        | review along with the management, the annual financial statements before submission to the Board for approval;  | √ |  |  |
| 5(5)(g)        | review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;   | √ |  |  |
| 5(5)(h)        | review the adequacy of internal audit function;   | √ |  |  |
| 5(5)(i)        | review the Management's Discussion and Analysis before disclosing in the Annual Report;   | √ |  |  |
| 5(5)(j)        | review statement of all related party transactions submitted by the management;   | √ |  |  |
| 5(5)(k)        | review Management Letters or Letter of Internal Control weakness issued by statutory auditors;  | √ |  |  |
| 5(5)(l)        | oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;                    | √ |  |  |
| 5(5)(m)        | oversee whether the proceeds raised through IPO or RPO or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission:               | √ |  |  |
| 5(6)           | <b>Reporting of the Audit Committee</b>   |   |  |  |
| 5(6)(a)        | Reporting to the Board of Directors   | √ |  |  |
| 5(6)(a)(i)     | The Audit Committee shall report on its activities to the Board.  | √ |  |  |
| 5(6)(a)(ii)    | The Audit Committee shall immediately report to the Board on the following findings, if any:-   | √ |  |  |
| 5(6)(a)(ii)(a) | report on conflicts of interests;   | √ |  |  |

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| 5(6)(a)(ii)(b) | suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;  | √ |  |  |
| 5(6)(a)(ii)(c) | suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations;  | √ |  |  |
| 5(6)(a)(ii)(d) | any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;   | √ |  |  |
| 5(6)(b)        | <p><b><u>Reporting to the Authorities:</u></b></p> <p>If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.</p> | √ |  |  |
| 5(7)           | <p><b>Reporting to the Shareholders and General Investors:</b> Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the</p> <p>Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.</p>  | √ |  |  |
| 6              | <b>Nomination and Remuneration Committee (NRC)</b>  |   |  |  |
| 6(1)           | <b>Responsibility to the Board of Directors</b>   |   |  |  |
| 6(1)(a)        | The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;  | √ |  |  |

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| 6(1)(b)  | The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;          | √ |  |  |
| 6(1)(c)  | The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).  | √ |  |  |
| 6(2)     | <b>Constitution of the NRC</b>   |   |  |  |
| 6(2)(a)  | The Committee shall comprise of at least three members including an independent director;  | √ |  |  |
| 6(2)(b)  | At least 02 (two) members of the Committee shall be non-executive directors;   | √ |  |  |
| 6(2) (c) | Members of the Committee shall be nominated and appointed by the Board;  | √ |  |  |
| 6(2)(d)  | The Board shall have authority to remove and appoint any member of the Committee;  | √ |  |  |
| 6(2)(e)  | In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;   | √ |  |  |
| 6(2)(f)  | The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee; | √ |  |  |
| 6(2)(g)  | The company secretary shall act as the secretary of the Committee;   | √ |  |  |
| 6(2)(h)  | The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;   | √ |  |  |
| 6(2)(i)  | No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.  | √ |  |  |

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| 6(3)       | <b>Chairperson of the NRC</b>   |   |  |  |
| 6(3)(a)    | The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;  | √ |  |  |
| 6(3)(b)    | In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;                       | √ |  |  |
| 6(3)(c)    | The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders.   | √ |  |  |
| 6(4)       | <b>Meeting of the NRC</b>   |   |  |  |
| 6(4)(a)    | The NRC shall conduct at least one meeting in a financial year;   | √ |  |  |
| 6(4)(b)    | The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;   | √ |  |  |
| 6(4)(c)    | The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h); | √ |  |  |
| 6(4)(d)    | The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.  | √ |  |  |
| 6(5)       | <b>Role of the NRC</b>  |   |  |  |
| 6(5)(a)    | NRC shall be independent and responsible or accountable to the Board and to the shareholders;   | √ |  |  |
| 6(5)(b)    | NRC shall oversee, among others, the following matters and make report with recommendation to the Board;  |   |  |  |
| 6(5)(b)(i) | formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:           |   |  |  |



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| 6(5)(b)(i)(a) | the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;  | √ |  |               |
| 6(5)(b)(i)(b) | the relationship of remuneration to performance is clear and meets appropriate performance benchmarks;  | √ |  |               |
| 6(5)(b)(i)(c) | remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;        | √ |  |               |
| 6(5)(b)(ii)   | devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;  | √ |  |               |
| 6(5)(b)(iii)  | identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board; | √ |  |               |
| 6(5)(b)(iv)   | formulating the criteria for evaluation of performance of independent directors and the Board;  | √ |  |               |
| 6(5)(b)(v)    | identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;  | √ |  |               |
| 6(5)(b)(vi)   | developing, recommending and reviewing annually the company's human resources and training policies;  | √ |  |               |
| 6(5) (c)      | The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual Report.   | √ |  |               |
| 7             | <b>External or Statutory Auditors</b>   |   |  |               |
| 7(1)          | The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:-   |   |  |               |
| 7(1)(i)       | appraisal or valuation services or fairness opinions;   | √ |  | No such issue |

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| 7(1)(ii)   | financial information systems design and implementation;   | √ |  | No such issue |
| 7(1)(iii)  | book-keeping or other services related to the accounting records or financial statements;  | √ |  | No such issue |
| 7(1)(iv)   | broker-dealer services;  | √ |  | No such issue |
| 7(1)(v)    | actuarial services;  | √ |  | No such issue |
| 7(1)(vi)   | internal audit services or special audit services;   | √ |  | No such issue |
| 7(1)(vii)  | any service that the Audit Committee determines;   | √ |  | No such issue |
| 7(1)(viii) | audit or certification services on compliance of corporate governance as required under condition No. 9(1);  | √ |  | No such issue |
| 7(1)(ix)   | any other service that creates conflict of interest.   | √ |  | No such issue |
| 7(2)       | No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company | √ |  | No such issue |
| 7(3)       | Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (AGM or EGM) to answer the Queries of the shareholders.   | √ |  |               |
| 8          | <b>Maintaining a website by the Company</b>  |   |  |               |
| 8(1)       | The company shall have an official website linked with the website of the stock exchange.  | √ |  |               |
| 8(2)       | The company shall keep the website functional from the date of listing.  | √ |  |               |
| 8(3)       | The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).   | √ |  |               |
| 9          | <b>Reporting and Compliance of Corporate Governance</b>  |   |  |               |

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| 9(1) | The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report. | √ |  |  |
| 9(2) | The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.   | √ |  |  |
| 9(3) | The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.   | √ |  |  |

**Independent Auditor's Report**  
To the Shareholders of  
**FAR Chemical & Textile Ind. PLC**

**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the financial statements of FAR Chemical & Textile Ind. PLC (the Company), which comprise the Statement of Financial Position as at June 30, 2024; Statement of Profit or Loss and Other Comprehensive Income; Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information disclosed in notes 1 to 39 and Annexure- A.

In our opinion, the accompanying financial statements of the Company present fairly in all material respects the financial position as at June 30, 2024, and its financial performance and its cash flows for the year then ended in accordance with International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) 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) and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Emphasis of Matter:**

We draw attention on the matters disclosed as below:

1. As stated in Note no. 1.01 Amalgamation/Merger of S.F Textile Industries Ltd. with FAR Chemical & Textile Ind. PLC. has been made accordingly. The operation of Chemical unit of FAR Chemical & Textile Ind. PLC is not yet started. No impairment made on the chemical unit refer to IAS 36 for shifting of factory facilities from CEPZ to Rupgonj own premises. The completion of amalgamation process by following the high court order and provision of securities related laws, rules, regulations and the companies act 1994 as well as other laws in force in Bangladesh accordingly amalgamation has been made on October 31, 2023.
2. Referring to Note no - 7 of the financial statements where inventories represent amount to BDT. 1,052,776,380. We didn't observe the physical counting of inventories at period end date. The inventory's amount is verified and counted by internal management. People charged with corporate governance provide related certificates on closing balance. Subsequently, during the audit of the financial statements, we observe the process of maintaining physical inventory and consumptions of the inventories.

3. We draw attention to Note –3.14 of the consolidated financial statements, FAR Chemical & Textile Ind. PLC yet not provided Workers Profit Participation Fund (WPPF) and trustee board not yet approved by the concerned authority. On the other hand, the company didn't maintain other Employee Benefit plans, which include the Contributory Provident Fund and Gratuity Fund.

### Our key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the financial statements for the year ended on June 30, 2024. These matters were addressed in the context of the audit of the financial statements as a whole and in forming the auditors' opinion thereon and we do not provide a separate opinion on these matters.

In addition to the matter described in the basis for opinion section each matter mentioned below our description of how our audit addressed the matter is provided in the context.

We have fulfilled the responsibilities described in the auditors' responsibilities for the audit of the financial statements section of our report, including in relation to these matters.

Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatements of our financial statements, the results of our audit procedures, including the procedures performed to address the matters below;

| Key Audit Matters  | How our audit addressed the key audit matters   |
|--|---|
| <p><b>Revenue</b></p> <p>Revenue is the most financially significant item in the consolidated statement of profit and loss and other comprehensive income. The company has reported revenue of <b>BDT. 3,029,410,460</b> for the period ended June 30, 2024.</p> <p>Revenue is measured at the fair value of the consideration received, or receivable excluding VAT discounts commission, rebates and other sales taxes where applicable. FAR Chemical &amp; Textile Ind. PLC sales of goods to export customers.</p> <p>See <b>Note- 23.00</b> to the financial statements. The company has taken full contract price as revenue and no warranty provision has been made to the consolidated financial statements because the full amount is reimbursed by the</p> | <p>Our procedures included obtaining an understanding of management's revenue recognition process. We tested a sample of transactions to verify whether the revenue was accounted for in accordance with the revenue recognition policy as disclosed in <b>Note- 3.04</b> of the consolidated financial statements. In addition, we assessed whether the disclosed revenue accounting policy was in accordance with relevant accounting standards.</p> <p>For the revenue recognized throughout the period, we tested selected key controls, including results reviews by management, for their operating effectiveness and performed procedures to gain sufficient audit evidence on the accuracy of the accounting for customer contracts and related financial statement captions.</p> |

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| principal.  |   |
|   | <p>Our audit procedures on implementation of IFRS 15 Revenue from contracts with Customers, we verified management's conclusion from assessing different types of Contracts and the accuracy of the accounting policies in light of the industry specific circumstances and our understanding of the business. We tested the appropriateness of the accounting treatment on a sample basis. In addition, we verified the accuracy of IFRS 15 related party disclosures.</p> <p>These procedures included reading significant new contracts to understand the terms and conditions and their impact on revenue recognition. We performed enquiries with management to understand their risk assessments and inspected meeting minutes to identify relevant changes in their assessments and estimates</p>  |
| <b>Valuation of Inventory</b>   |   |
| <p>The Company had inventory of <b>BDT. 1,052,776,380</b> at June 30, 2024 held in its warehouses and across multiple production lines.</p> <p>Inventories consisting of finished goods and raw material, work in process, to be valued at lower of cost and net realizable value. Cost for stock of finished goods comprises expenditures incurred in the normal course of business in bringing such inventories to present condition and includes, whether applicable, appropriate overheads based on normal level of activity.</p> <p>The company determines cost of inventories using weighted average method. Where necessary, allowance should be provided for damaged, obsolete and slow-moving items to adjust the carrying amounts of inventories to the lower of cost and net realizable value</p> <p>Net realizable value is based on estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.<br/>See note- <b>7.00</b> to the financial statements.</p> | <p>As part of our audit testing against closing inventories, we performed the following audit procedures in response to the assessed risk of material misstatements:</p> <ul style="list-style-type: none"> <li>⇒ Evaluating the design and implementation of key inventory controls operated across the company, including those at a sample of, factory production house, warehouse;</li> <li>⇒ Evaluating internal controls to monitor or keep track of inventory movement;</li> <li>⇒ Comparing the net realizable value. obtained through a detailed review of sales subsequent to the period-end, to the cost price of a sample of inventories;</li> <li>⇒ Reviewing the historical accuracy of inventory provisioning, and the level of inventory write-offs during the period;</li> <li>⇒ Reassessing reasonableness and adequacy of provision required to write down the cost of inventories recognized to net realizable value</li> </ul> |



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|   | <p>against slow moving, obsolete and damaged items to test both accuracy and valuation of reported amount</p> <p>Assessing the appropriateness and presentation of disclosures notes to the financial statements with the requirement of IAS 02 and other relevant IFRSs.</p>   |
| <b>Property, Plant and Equipment</b>  |   |
| <p>Property, plant and equipment (PPE) was recognized at carrying value aggregating to <b>BDT. 5,085,932,311</b> representing over <b>64.93%</b> of total assets of the company on June 30, 2024.</p> <p>Since PPE comprised a significant portion of the company's total assets, it also involves management judgments to determine estimated useful lives to charge depreciation. Besides, PPE is also subject to impairment when any possible indicators exist warranting their impairment review.</p> <p>See <b>note - 4.00</b> to the financial statements</p> | <ul style="list-style-type: none"> <li>⇒ Our audit procedures performed during the audit to address the risks identified consist of the following:</li> <li>⇒ Obtaining and documenting detailed understanding regarding procurement process of PPE and identified relevant control points and their implementation.</li> <li>⇒ Reviewing recognition, measurement and valuation basis of PPE in compliance with requirement of IAS 16: Property, plant and equipment.</li> <li>⇒ Performing test of details against sampled population with supporting evidence as maintained by the company in test the accuracy, valuation of capitalized amount and ownership of the assets.</li> </ul> <p>Assessing the appropriateness and presentation of disclosures notes to the financial statements with the requirement of IAS 16 and other relevant IFRSs.</p> |
| <b>Trade Receivable</b>   |   |
| <p>In the consolidated financial statements, the company Trade Receivable <b>BDT. 1,309,128,163</b> as per <b>Note-8.00</b> representing over 16.71 % of total assets of the company as on June 30, 2024 is initially recognized at cost which is the fair value of the consideration given in return. After initial recognition these are carried at cost less impairment losses due to un- collectability of any amount so recognized.</p>  | <ul style="list-style-type: none"> <li>⇒ Reviewing recognition, measurement and valuation basis in compliance with requirement of IAS 32: Trade Receivables.</li> <li>⇒ Performing test of details sampled population with supporting evidence as maintained by the company to test the accuracy, valuation aging or Trade Receivables,</li> <li>⇒ Assessing the appropriateness and presentation of disclosures notes to the financial statements with the requirement of IAS 39 and other relevant IFRS's 09.</li> </ul>  |

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|   | ⇒ Sending Balance Confirmations requests to selected parties. Verifying subsequent realization against the outstanding balance.  |
| <b>Long Term Loan</b>   |  |
| <p>In the consolidated financial statements, the company reported Long Term Loans of <b>BDT. 393,484,935</b> at the reporting date. This element was considered as key audit matter because this external form of credit facilities availed by the company require fulfillment of several terms and conditions as mentioned in loan sanction letter issued by the bank. Hence, there is potential risk that not all such terms and conditions are adequately disclosed in the financial statements.</p> <p>See note no 15 &amp; 18 to the financial statements.</p> | <p>Our substantive audit procedures adopted during the audit includes the following test or details.</p> <ul style="list-style-type: none"> <li>⇒ Inspecting relevant board minutes in support of bank loans sanctioned and reported during the year in the financial statements.</li> <li>⇒ Testing the accuracy and completeness of outstanding amount carried at the reporting date with loans statements, amortization schedule and corresponding sanction letter from the bank.</li> <li>⇒ Testing the existence of outstanding balances with confirmation letter issued against the said loans by the company.</li> <li>⇒ Recalculating and testing accuracy and completeness of finance costs recognized during the year with loan statements provided by banks.</li> </ul> <p>Assessing the adequacy and appropriateness of disclosures made by the company for the loans availed in accordance.</p> |

### Other Information

Management is responsible for the other information. The other information comprises all of the information in the Annual report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information.

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

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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations and for

such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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.

### **Auditors' 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' 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.

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

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


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

### **Report on other Legal and Regulatory Requirements**

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

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) In our opinion, proper books of accounts, as records and other statutory books as required by law have been kept by the Company so far as it appeared from our examination of these books;
- c) The statements of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts and returns; and
- d) The expenditure incurred was for the purposes of the Company's business.

Place: Dhaka  
Dated: October 24, 2024



Mohammad Fakhrul Alam Patwary FCA  
Enrollment No: 1249  
Managing Partner  
M. Z. Islam & Co.  
Chartered Accountants  
DVC: 2410241249AS312656

## FAR Chemical &amp; Textile Ind. PLC

## Statement of Financial Position

As at June 30, 2024

| Particulars                         | Notes | Amount in Taka       |                      |
|-------------------------------------|-------|----------------------|----------------------|
|                                     |       | June 30, 2024        | June 30, 2023        |
| <b>Assets:</b>                      |       |                      |                      |
| <b>Non Current Assets</b>           |       | <b>5,097,877,671</b> | <b>5,293,347,675</b> |
| Property, Plant & Equipment         | 4.00  | 5,085,932,311        | 5,122,570,427        |
| Capital work in Progress            | 5.00  | -                    | 158,831,888          |
| Security deposit                    | 6.00  | 11,945,360           | 11,945,360           |
| <b>Current Assets</b>               |       | <b>2,736,195,204</b> | <b>2,403,737,726</b> |
| Inventories                         | 7.00  | 1,052,776,380        | 943,385,986          |
| Trade Receivables                   | 8.00  | 1,309,128,163        | 991,652,885          |
| Advance, Deposits and Prepayments   | 9.00  | 44,770,621           | 59,703,277           |
| Investment in Shares                | 10.00 | 82,829,215           | 227,087,789          |
| Cash and Cash equivalents           | 11.00 | 246,690,825          | 181,907,790          |
| <b>Total Assets:</b>                |       | <b>7,834,072,875</b> | <b>7,697,085,401</b> |
| <b>Equity And Liabilities:</b>      |       |                      |                      |
| <b>Equity</b>                       |       | <b>4,980,289,958</b> | <b>4,951,432,679</b> |
| Share Capital                       | 12.00 | 1,530,973,330        | 3,757,890,530        |
| Capital Reserve                     | 13.00 | 2,226,917,200        | -                    |
| Retained Earnings                   | 14.00 | 1,222,399,428        | 1,193,542,149        |
| <b>Non Current Liabilities</b>      |       | <b>299,537,000</b>   | <b>266,777,650</b>   |
| Loan Term Loan                      | 15.00 | 201,002,115          | 165,895,525          |
| Deferred Tax                        | 16.00 | 98,534,885           | 100,882,125          |
| <b>Current Liabilities</b>          |       | <b>2,554,245,917</b> | <b>2,478,875,073</b> |
| Trade Payables                      | 17.00 | 580,370,123          | 388,909,243          |
| Loan Term Loan - Current            | 18.00 | 192,482,820          | 215,611,000          |
| Short Term Borrowings               | 19.00 | 1,685,666,384        | 1,766,550,867        |
| Income Tax Payable                  | 20.00 | 44,131,293           | 66,377,214           |
| Unpaid or Unclaimed Dividend        | 21.00 | 169,631              | 581,528              |
| Creditor & Accrues                  | 22.00 | 51,425,666           | 40,845,221           |
| <b>Total Equity and Liabilities</b> |       | <b>7,834,072,875</b> | <b>7,697,085,401</b> |
| <b>Net Asset Value per share</b>    | 31.00 | <b>32.53</b>         | <b>13.18</b>         |

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



Chairman



Managing Director



Director



Company Secretary



Chief Financial Officer

Signed as per our annexed report on even date.

Place: Dhaka.

Dated: October 24, 2024


  
Mohammod Fakhurul Alam Patwary FCA

ICAB Enrollment No. 1249

Managing Partner

M. Z. Islam &amp; Co.

Chartered Accountants

DVC: 2410241249AS312656

**FAR Chemical & Textile Ind. PLC**Statement of Profit or (Loss) and Others Comprehensive Income  
For the year ended June 30, 2024

| Particulars                              | Notes | Amount in Taka                       |                                      |
|--|-------|--------------------------------------|--------------------------------------|
|  |       | July 01, 2023<br>to<br>June 30, 2024 | July 01, 2022<br>to<br>June 30, 2023 |
| Sales                                    | 23.00 | 3,029,410,460                        | 2,186,119,544                        |
| Less: Cost of goods sold                 | 24.00 | 2,788,475,166                        | 2,279,765,289                        |
| <b>Gross Profit</b>                      |       | <b>240,935,294</b>                   | <b>(93,645,745)</b>                  |
| Less: Operating Expenses                 | 25.00 | 38,715,543                           | 38,407,592                           |
| <b>Operating Income</b>                  |       | <b>202,219,751</b>                   | <b>(132,053,337)</b>                 |
| Less: Financial Expenses                 | 26.00 | 157,252,460                          | 79,470,841                           |
| Add/(Less): Foreign Exchange gain/(loss) | 27.00 | 1,967,659                            | (3,618,521)                          |
| <b>Net Operating Profit</b>              |       | <b>46,934,950</b>                    | <b>(215,142,699)</b>                 |
| Add: Other Income                        | 28.00 | 9,762,186                            | 19,038,133                           |
| Add: Share Profit of Investment          | 29.00 | 1,275,555                            | 1,893,329                            |
| <b>Net Profit Before Tax</b>             |       | <b>57,972,691</b>                    | <b>(194,211,237)</b>                 |
| Less: Income Tax Expenses                | 30.00 | 27,249,283                           | 21,234,102                           |
| <b>Net Profit After Tax</b>              |       | <b>30,723,408</b>                    | <b>(215,445,339)</b>                 |
| <b>Earnings Per Share-EPS</b>            | 32.00 | <b>0.20</b>                          | <b>(0.57)</b>                        |

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



Chairman



Managing Director



Director



Company Secretary



Chief Financial Officer

Signed as per our annexed report on even date.

Place: Dhaka.

Dated: October 24, 2024


  
Mohammad Fakhurul Alam Patwary FCA

ICAB Enrollment No. 1249

Managing Partner

M. Z. Islam &amp; Co.

Chartered Accountants

DVC: 2410241249AS312656



## FAR Chemical & Textile Ind. PLC

Statement of Changes in Equity  
For the year ended June 30, 2024

| Particulars                        | Share Capital        | Capital Reserve      | Retained Earnings    | Total                |
|------------------------------------|----------------------|----------------------|----------------------|----------------------|
| Balance as on July 01, 2023        | 2,180,934,230        | -                    | 1,193,542,149        | 3,374,476,379        |
| Transfer during the year           | (1,453,956,150)      | 1,453,956,150        | -                    | -                    |
| Transfer during the year           | -                    | 772,961,050          | -                    | 772,961,050          |
| Investment realization             | -                    | -                    | (1,866,129)          | (1,866,129)          |
| Addition during the year           | 803,995,250          | -                    | -                    | 803,995,250          |
| Net Profit (Loss) during the year  | -                    | -                    | 30,723,408           | 30,723,408           |
| <b>Balance as at June 30, 2024</b> | <b>1,530,973,330</b> | <b>2,226,917,200</b> | <b>1,222,399,428</b> | <b>4,980,289,958</b> |

## FAR Chemical & Textile Ind. PLC

Statement of Changes in Equity  
For the year ended June 30, 2023

| Particulars                        | Share Capital        | Capital Reserve | Retained Earnings    | Total                |
|------------------------------------|----------------------|-----------------|----------------------|----------------------|
| Balance as on July 01, 2022        | 3,757,890,530        | -               | 1,418,318,136        | 5,176,208,666        |
| Net Profit (Loss) during the year  | -                    | -               | (215,445,339)        | (215,445,339)        |
| Investment realization             | -                    | -               | (9,330,648)          | (9,330,648)          |
| <b>Balance as at June 30, 2023</b> | <b>3,757,890,530</b> | <b>-</b>        | <b>1,193,542,149</b> | <b>4,951,432,679</b> |

  
Chairman


  
Managing Director

  
Director

  
Company Secretary

  
Chief Financial Officer

Place: Dhaka.  
Dated: October 24, 2024

  
Mohammad Fakhurul Alam Patwary FCA  
ICAB Enrollment No. 1249  
Managing Partner  
M. Z. Islam & Co.  
Chartered Accountants  
DVC: 2410241249AS312656

**FAR Chemical & Textile Ind. PLC**Statement of Cash Flows  
For the period ended June 30, 2024

| Particulars  | Amount in Taka.                      |                                      |
|--|--------------------------------------|--------------------------------------|
|  | July 01, 2023<br>to<br>June 30, 2024 | July 01, 2022<br>to<br>June 30, 2023 |
| <b>A .Cash Flow From Operating Activities:</b>           |                                      |                                      |
| Collection from customer & others                        | 2,733,730,299                        | 1,894,147,288                        |
| Payment to Suppliers, employees & others                 | (2,520,599,134)                      | (2,290,912,338)                      |
| Income Tax paid  | (28,188,237)                         | (21,975,130)                         |
| Payment for financial Expenses                           | (157,252,460)                        | (79,470,841)                         |
| <b>Net cash flow from Operating activities</b>           | <b>27,690,468</b>                    | <b>(498,211,021)</b>                 |
| <b>B. Cash Flow From Investing Activities:</b>           |                                      |                                      |
| Paid for Investment                                      | (42,597,117)                         | (67,500,000)                         |
| Security Deposit   | -                                    | (3,000,000)                          |
| Acquisition of Fixed Assets                              | (37,577,619)                         | (186,324,230)                        |
| <b>Net cash used in Investing activities</b>             | <b>(80,174,736)</b>                  | <b>(256,824,230)</b>                 |
| <b>C. Cash Flow From Financing Activities:</b>           |                                      |                                      |
| Receipt of / paid for Short term loan from bank          | 105,380,634                          | 473,697,551                          |
| Paid of Unclaimed dividend                               | (411,897)                            | -                                    |
| Receipt of / paid for Long term loan from bank           | 11,978,410                           | 165,895,525                          |
| <b>Net Cash flow from financing activities</b>           | <b>116,947,147</b>                   | <b>639,593,076</b>                   |
| D. Increase/(Decrease) Cash and Cash Equivalents (A+B+C) | 64,462,879                           | (115,442,175)                        |
| E.Opening Cash and Cash Equivalents                      | 181,907,790                          | 297,019,344                          |
| F. Unrealized Foreign Exchange gain                      | 320,157                              | 330,620                              |
| <b>G. Closing cash and cash equivalents (D+E+F)</b>      | <b>246,690,825</b>                   | <b>181,907,789</b>                   |
| <b>Net Operating Cash Flow Per Share (NOCFPS)</b>        | <b>0.18</b>                          | <b>(1.33)</b>                        |
|  | 33.00                                |                                      |

  
Chairman

  
Managing Director


  
Director

  
Company Secretary

  
Chief Financial Officer

Place: Dhaka.

Dated: October 24, 2024

  
**Mohammad Fakhurul Alam Patwary FCA**  
 ICAB Enrollment No. 1249  
 Managing Partner  
**M. Z. Islam & Co.**  
 Chartered Accountants  
**DVC: 2410241249AS312656**

## **FAR Chemical & Textile Ind. PLC**

### **Notes to the Financial Statements**

For the year ended June 30, 2023

#### **1.00 Reporting Entity**

##### **1.01 Background of the Company**

FAR Chemical & Textile Ind. PLC (the Company') was incorporated in Bangladesh on 22 March 2007 as a Private Limited Company under the Companies Act 1994 vide incorporation no. C-66261(3753)/07, Corporate office is located at House No: 11 (Floor: 5-A), Road No: 12, Niketon, Gulshan-1, Dhaka-1212 and Registered office is situated at Vill: Mirkutir Chao, Post: Murapara, PS: Rupgonj, District: Narayangonj, Bangladesh. The production unit has been shifted from Plot No. 135-136, EPZ, Cumilla to Rupgonj, Narayangonj. The company has been converted to Public Limited Company under the Companies Act 1994 on 19 June 2012 and issue of Public offer of 12,000,000 ordinary shares of Tk. 10.00 each at par totaling to Tk.120,000,000 as Bangladesh Securities and Exchange Commission (BSEC) ref no. BSEC/CI/IPO-220/2013/98 dated February 05, 2014. Name of the company has been changed from FAR Chemical Industries Limited to FAR Chemical & Textile Ind. PLC on 5th March 2023.

The company has been amalgamated with another Spinning Mills namely S.F Textile Industries Ltd on 31<sup>st</sup> October 2023 by complying due process including approval of shareholders and Creditors meeting respectively in EGM and at creditors meeting, Order of Honorable High Court Division of Bangladesh of Supreme Court and Consent of Bangladesh Securities and Exchange Commission (Ref: BSEC/LSD/CM-83/2022/993/1414 dated, October 01, 2023).

##### **1.02 Nature of Business**

a) The principal activities of the Company were to manufacture and export of Chemical products to different export-oriented Textiles, dyeing and Apparels industries.

b) The Company has established a Spinning Mill at Rupgonj, Narayangonj. Present business activity of the company is to carry on textile spinning for 100% export-oriented dyeing/textile industries.

#### **2.00 Basis of Preparation of Financial Statements**

##### **2.01 Statement of Compliance**

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

##### **2.02 Regulatory Compliances**

As required FAR Chemical & Textile Ind. PLC comply with the following major legal provisions in addition to the Companies Act 1994 and other applicable laws and regulations:

The Income Tax Ordinance 1984;

The Income Tax Rules 1984;

The Income Tax Act 2023;

The Value Added Tax Act 2012;

The Value Added Tax Rules 2016

The Customs Act 1969

Bangladesh labour law 2006 (Amended)

The Securities and Exchange Rules, 1987 and

Other related rules and regulations.

**2.03 Measurement Bases used in preparing the Financial Statements**

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

**2.04 Reporting Currency and Level of Precision**

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

**2.05 Preparation and Presentation of Financial Statements of the Company**

The Board of Directors of FAR Chemical & Textile Ind. PLC is responsible for the preparation and presentation of financial statements.

**2.06 Use of Estimates and Judgements**

The preparation of these financial statements in conformity with International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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

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

Note: 4 Property, Plant and Equipment

Note: 6 Inventories

Note: 7 Trade Receivables

Note: 8 Advance, Deposit and Pre-payments

**2.07 Reporting Period**

The financial period of the companies covers four months from 1 July 2023 to June 30, 2024 and is followed consistently.

**2.08 Cash Flow Statement**

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

**2.09 Compliance with the Requirements of Notification of the Securities and Exchange Commission dated 04.06.2008 under ref. # SEC/CMMRPC/2008-181/53/Adm/03/28**

a) Notes to the financial statements marked from 3.00 to 3.19 setting out the policies are unambiguous with respect to the reporting framework on which the accounting policies are based.

b) The accounting policies on all material areas have been stated clearly in the notes marked from 3.00 to 3.19.

c) The accounting standards that underpin the policies adopted by the company can be found in the following places of the notes to the financial statements:

| Sl. No. | Name of the IAS   | IAS's no. |
|---------|---|-----------|
| 1       | Presentation of Financial Statements                          | 1         |
| 2       | Inventories   | 2         |
| 3       | Statement of Cash Flows                                       | 7         |
| 4       | Accounting policies, Changes in accounting Estimates & Errors | 8         |
| 5       | Events after the Reporting Period                             | 10        |
| 6       | Income Taxes  | 12        |
| 7       | Property, Plant and Equipment                                 | 16        |
| 8       | Employees Benefits  | 19        |
| 9       | The Effects of Changes in Foreign Exchange Rates              | 21        |
| 10      | Borrowing Costs   | 23        |
| 11      | Related Party Disclosures                                     | 24        |
| 12      | Accounting and Reporting by Retirement Benefit Plans          | 26        |
| 13      | Interest in Joint Ventures                                    | 31        |
| 14      | Earnings Per Share  | 33        |
| 15      | Impairment of Assets  | 36        |
| 16      | Provision, Contingent Liabilities and Contingent Assets       | 37        |

| SL. No. | Name of the IFRS                          | IFRS No |
|---------|---|---------|
| 1       | Financial Instruments: Disclosures        | 7       |
| 2       | Operating Segments                        | 8       |
| 3       | Financial Instruments                     | 9       |
| 4       | Disclosure of Interests in Other Entities | 12      |
| 5       | Revenue from Contracts with Customers     | 15      |
| 6       | Leases                                    | 16      |

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

### **3.00 Significant Accounting Policies**

#### **3.01 Property, Plant & Equipment**

##### **3.01.1 Recognition and Measurement**

Tangible fixed assets are accounted for according to "IAS 16: Property, plant and equipment", Items of property, plant and equipment are measured at cost or revaluation less accumulated depreciation. The cost of acquisition of an asset comprises its purchase price and any attributable cost of bringing the assets to its working condition for its intended Expenditure incurred after the assets have been put into use, such as repairs maintenance is normally charged off as revenue expenditure in the year in which it incurs. In situation where it can be clearly demonstrated that the expenditure has resulted increase in the future economic benefit expected to be obtained from the asset expenditure is capitalized as an additional cost of the assets.

##### **3.01.2 Depreciation**

Depreciation is provided on Reducing Balance Method. Depreciation is charged at the rates varying from 2.50% to 20% depending on the estimated useful life of assets. Depreciation has been charged on additions during the period of available for utilization of Property, Plant & machinery.

Rates of depreciation of assets considering their useful lives are as follows:

| Category                | Rate  |
|-------------------------|-------|
| Factory Buildings       | 2.50% |
| Plant and Machinery     | 10%   |
| Electrical Installation | 10%   |
| Compressor              | 10%   |
| Forklift                | 10%   |
| Water line Installation | 10%   |
| Office Equipment        | 10%   |
| Furniture & Fixture     | 20%   |

### 3.02 Components of the Financial Statements

According to the International Accounting Standards (IAS)-1 “Presentation of Financial Statements” the complete set of financial statements includes the following components.

- Statement of financial position as at June 30, 2024
- Statement of Profit or Loss and other comprehensive income for the financial period ended on June 30, 2024
- Statement of Cash Flows for the financial period ended on June 30, 2024
- Statement of changes in equity for the financial period ended on June 30, 2024
- Accounting policies and explanatory notes for the financial period ended on June 30, 2024.

### 3.03 Inventories

Inventories are measured at lower of cost and ex-factory net realizable value in compliance with “IAS 2: Inventories”. The cost of inventories is based on weighted average principle and includes expenditure for acquiring the inventories and bringing them to their existing location and condition. Net realizable value is estimated upon selling price in the ordinary course of business less estimated cost of completion. When the inventories are used, the carrying amounts of those inventories are recognized as expense in the year in which the related revenue is recognized.

### 3.04 Revenue

In compliance with the requirements of IFRS 15 Revenue from contracts with customers, Entity recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Revenue is recognized only when following steps match with a transaction;

- Identification of the contract(s) with a customer;
- Identification of the performance obligation in a contract;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contract;
- Recognition revenue when (or as) the entity satisfies a performance obligation by transferring control over goods or services to a customer;

### 3.05 Foreign Currency Transaction/Translation

Foreign currency transactions are translated into Bangladeshi Taka at the exchange rates ruling at the transaction dates according to IAS 21: “The effect of changes in Foreign Exchange Rates”. Monetary assets and liabilities denominated in the foreign currencies are translated at prevailing rates on the balance sheet (financial position) date. Non monetary assets and liabilities denominated in foreign currencies, which are related at historical cost, are translated into Bangladesh Taka at the exchange date ruling at the date of transactions. Foreign exchange fluctuation gain/losses are charged to statement of Profit or Loss and Other Comprehensive Income whenever arise.



### **3.06 Financial Expenses**

Financial costs comprise of interest expense on short term loan. The costs are charged to revenue except those are capitalized in accordance with IAS 23: Borrowing Costs..

### **3.07 Financial Instruments**

Non-derivative financial instruments comprise trade receivables, trade payables, cash and cash equivalents and share capital.

#### **Trade Receivables**

Trade receivables are recognized initially at invoice value and subsequently measured at the remaining amount less allowance for doubtful receivable at the year end, if any. Receivables from foreign currency transactions are recognized in Bangladeshi Taka using exchange rates prevailing on the date of transaction.

#### **Trade Payables**

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

#### **Cash and Cash Equivalents**

Cash and cash equivalents consist of cash in hand and with banks on current and deposit accounts and short term investments which are held and available for use by the company without any restriction. There is insignificant risk of change in value of the same.

#### **Share Capital**

Ordinary shares are classified as equity. Incremental cost directly attributable to the issue of ordinary shares are recognized as a deduction from equity, net of any tax effect.

### **3.08 Taxation**

#### **3.08.1 Current Tax**

Provision for income tax has been made as per the Income Tax Act 2023 as applicable for the publicly listed company.

#### **3.08.2 Deferred Tax**

Deferred tax arises due to temporary difference deductible or taxable for the transaction. A temporary difference between the tax base of an asset or liability and its carrying amount/or amount in the Statement of Financial Position. Deferred tax assets or liability is the year income tax recoverable or payable in future periods recognized in the current period as per "IAS 12: Income Tax. Calculation of deferred tax has shown in note no.30.02.

### **3.09 Provisions**

The preparation of financial statements in conformity with International Accounting Standard IAS - 37 Provisions, Contingent Liabilities and Contingent Assets requires management to make estimates and assumption that affect the reported amounts of revenues and expenses, assets and liabilities, and the disclosure requirements for contingent assets and liabilities during and at the date of the financial statements.

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

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

An appropriate level with regard to an adequate provision for risks and uncertainties has been shown in the Statement of Financial Position. An amount recorded as a provision represents the best estimate of the probable expenditure required to fulfill the current obligation on the date of Statement of Financial Position.

### **3.10 Contingencies**

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

### **3.11 Earnings per Share (EPS)**

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

#### **Basic Earnings**

This represents earnings for the period attributable to the ordinary shareholders. As there are no preference dividend, minority interest or extra ordinary items, the net profit for the year has been considered as fully attributable to ordinary shareholders. Basic earnings per share has been calculated by dividing the net profit or loss by the number of weighted average ordinary share outstanding during the year.

#### **Diluted Earnings per Share (DEPS)**

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and number of ordinary shares outstanding, for the effect of all dilutive potential ordinary shares. However, dilution of EPS is not applicable for these financial statements as there were no potential ordinary shares during the relevant period.

### **3.12 Segment Reporting**

No segmental reporting is applicable for the company as required by "IFRS 08: Operating Segments" as the company operates in a single industry segment during the reporting period.

### **3.13 Event after Statement of Financial Position Date**

In compliance with the requirements of "IAS-10: Event after the reporting period" that provide additional information about the company's position at the date of the financial position are reflected in the financial statements and events after the reporting period that are not adjusting events are disclosed in the notes when materials.

There was no significant event that has been occurred between the statement of financial position date and date on which the financial statements are authorized for issue.

### **3.14 Employee Benefits**

#### **3.14.1 Worker's Profit Participation**

As the company is 100% export oriented industry, As per labor Act 2006, the company need not to establish separate Worker's Profit Participation Fund.

### **3.15 Financial Risk Management Policies**

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

### **Interest Rate Risk**

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The majority of the interest rate exposure arises from short and long term borrowings from banks. The company has no significant risk of fluctuations in interest rates.

### **Foreign Currency Risk**

The company is exposed to foreign currency risk relating to purchases and sales which are denominated in foreign currencies. The company primarily utilizes forward exchange contracts with maturities of less than one year to hedge such financial liabilities denominated in foreign currencies. The forward exchange contracts entered into at the reporting date also relate to anticipated purchases, denominated in foreign currencies, for the subsequent period.

### **Credit Risk**

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the company as and when they fall due.

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

Credit risk is the risk which arises with the possibility that one party to a financial instrument will fail to discharge its obligation and cause the party to incur a financial loss. The company attempts to control credit risk by monitoring credit exposures, limiting transactions with specific counterparties and continually assessing the creditworthiness of counterparties.

Concentrations of credit risk arise when a number of counter parties are engaged in similar business activities or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentration of credit risk indicates the relative sensitivity of the company's performance to developments affecting a particular industry.

### **Liquidity Risk**

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. Prudent liquidity risk management implies maintaining sufficient cash and bank balances and availability of funding through an adequate amount of committed credit facilities. The company aims to maintain flexibility in funding by keeping committed credit lines open.

### **Fair Values**

The fair value is an amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Consequently, difference may arise between the carrying value and the fair value estimates. As at June 30, 2024 the net fair value of all financial assets and financial liabilities are estimated to approximate their carrying values.

Underlying the definition of fair value is the presumption that the company is a going concern without any intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

**3.16 Date of Authorization**

The financial statements were authorized for issue on 24 October, 2024 by the board of the Directors of the company.

**3.17 Impact of war and Increase of Revenue**

There are no going concern threats due to Ukraine and Russia war as the company has adequate resources to continue in future. However, being a deemed export oriented company it has been facing global impact of such war as well local and global financial impact. Export revenue has been increased during the year due to amalgamation with S.F Textile Industries Ltd.

**3.18 Amalgamation/Merger of S.F. Textile Industries Ltd. with FAR Chemical Industries Ltd.:**

Amalgamation/merger of S.F. Textile Industries Ltd. with FAR Chemical Industries Ltd. has been approved by the High Court Division of the Supreme Court of Bangladesh. Shareholders and the Creditors of both the Company has accepted the decision of amalgamation/merger following EGMs and Creditors Meetings. The company has obtained BSEC consent on October 01, 2023 for completion of amalgamation process by following High Court Order and relating rules & regulations. Both the company has been amalgamated as on October 31, 2023.

**3.19 General**

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

ii) Figures for the financial year 2022-2023 have been rearranged wherever considered necessary to ensure comparability with the current year.

| Notes       | Particulars                                     | Amount in Taka.      |                      |
|-------------|---|----------------------|----------------------|
|             |   | June 30, 2024        | June 30, 2023        |
| <b>4.00</b> | <b>Property, Plant &amp; Equipments</b>         |                      |                      |
|             | <b>A. Cost</b>                                  |                      |                      |
|             | Opening balance                                 | 6,501,891,569        | 6,315,567,339        |
|             | Add: Addition during the year                   | 196,409,507          | 186,324,230          |
|             | Less: Disposal                                  | -                    | -                    |
|             | <b>Closing Balance</b>                          | <b>6,698,301,076</b> | <b>6,501,891,569</b> |
|             | <b>B. Accumulated depreciation</b>              |                      |                      |
|             | Opening balance                                 | 1,379,321,142        | 1,169,156,533        |
|             | Add: Charged during the year                    | 233,047,623          | 210,164,609          |
|             | Less: Adjustment During the year                | -                    | -                    |
|             | <b>Closing Balance</b>                          | <b>1,612,368,765</b> | <b>1,379,321,142</b> |
|             | <b>Written down value (A-B)</b>                 | <b>5,085,932,311</b> | <b>5,122,570,427</b> |
|             | The details of the above is given in Annexure-A |                      |                      |
| <b>5.00</b> | <b>Capital Work-in-Progress</b>                 |                      |                      |
|             | Opening balance                                 | 158,831,888          | 1,646,836,891        |
|             | Add: Addition during the year                   | -                    | -                    |
|             | Less: Transferred to PPE                        | (158,831,888)        | (1,488,005,003)      |
|             | <b>Closing Balance</b>                          | <b>-</b>             | <b>158,831,888</b>   |
| <b>6.00</b> | <b>Security Deposit</b>                         |                      |                      |
|             | Electricity Security [REB]                      | 8,945,360            | 8,945,360            |
|             | Electricity Security [REB]                      | 3,000,000            | 3,000,000            |
|             | <b>Total</b>                                    | <b>11,945,360</b>    | <b>11,945,360</b>    |
| <b>7.00</b> | <b>Inventories</b>                              |                      |                      |
|             | Raw Materials                                   | 7.01 320,554,864     | 459,751,908          |
|             | Work in process                                 | 7.02 15,083,735      | 15,362,322           |
|             | Packaging Materials                             | 7.03 2,932,143       | 3,141,734            |
|             | Finished goods                                  | 7.04 710,594,541     | 458,525,581          |
|             | Store items                                     | 7.05 3,611,097       | 6,604,441            |
|             | <b>Total</b>                                    | <b>1,052,776,380</b> | <b>943,385,986</b>   |
| <b>7.01</b> | <b>Raw Materials</b>                            |                      |                      |
|             | Opening Balance                                 | 459,751,908          | 425,751,683          |
|             | Add: Purchase during the year                   | 2,122,128,962        | 1,859,767,340        |
|             | <b>Raw materials available for production</b>   | <b>2,581,880,870</b> | <b>2,285,519,023</b> |
|             | Less: Input to production                       | 2,261,326,006        | 1,825,767,115        |
|             | <b>Closing balance</b>                          | <b>320,554,864</b>   | <b>459,751,908</b>   |
| <b>7.02</b> | <b>Work in process</b>                          |                      |                      |
|             | Opening Balance                                 | 15,362,322           | 11,892,849           |
|             | Add: Addition During the year                   | 2,278,644,463        | 1,838,466,294        |
|             |   | <b>2,294,006,785</b> | <b>1,850,359,143</b> |
|             | Less: Transfer to finished goods                | 2,278,923,050        | 1,834,996,821        |
|             | <b>Closing balance</b>                          | <b>15,083,735</b>    | <b>15,362,322</b>    |

| Notes       | Particulars   | Amount in Taka.      |                      |
|-------------|---|----------------------|----------------------|
|             |   | June 30, 2024        | June 30,2023         |
| <b>7.03</b> | <b>Packaging Materials</b>  |                      |                      |
|             | Opening Balance   | 3,141,734            | 1,208,547            |
|             | Add: Purchase during the year   | 17,108,866           | 14,632,366           |
|             |   | <b>20,250,600</b>    | <b>15,840,913</b>    |
|             | Less: Consumption during the year   | 17,318,457           | 12,699,179           |
|             | <b>Closing balance</b>  | <b>2,932,143</b>     | <b>3,141,734</b>     |
| <b>7.04</b> | <b>Finished Goods</b>   |                      |                      |
|             | Opening Balance   | 458,525,581          | 296,204,034          |
|             | Add: Production during the year   | 3,037,378,918        | 2,442,086,836        |
|             | <b>Production available for export</b>  | <b>3,495,904,499</b> | <b>2,738,290,870</b> |
|             | Less: Cost of goods sold  | 2,785,309,958        | 2,279,765,289        |
|             | <b>Closing balance</b>  | <b>710,594,541</b>   | <b>458,525,581</b>   |
| <b>7.05</b> | <b>Store items</b>  |                      |                      |
|             | Opening Balance   | 6,604,441            | 1,850,189            |
|             | Add: Purchase during the year   | 30,350,354           | 18,368,051           |
|             |   | <b>36,954,795</b>    | <b>20,218,240</b>    |
|             | Less: Consumption during the year   | 33,343,698           | 13,613,799           |
|             | <b>Closing balance</b>  | <b>3,611,097</b>     | <b>6,604,441</b>     |
| <b>8.00</b> | <b>Trade Receivables</b>  |                      |                      |
|             | This is the amount of receivable against export bills as on June 30, 2024. This is considered as good & realizable and is secured by export letter of credit duly accepted by L/C opening bank. |                      |                      |
|             | Opening balance   | 991,652,885          | 661,567,538          |
|             | Add: Export during the year   | 3,029,410,460        | 2,186,119,544        |
|             | Less: Realization during the year   | 2,711,935,182        | 1,856,034,197        |
|             | <b>Closing balance</b>  | <b>1,309,128,163</b> | <b>991,652,885</b>   |

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

| Particulars  | 30-06-2024    | 30-06-2023  |
|--|---------------|-------------|
| i. Receivables considered good and in respect of which the company is fully secured.   | 1,309,128,163 | 991,652,885 |
| ii. Receivables considered good for which the company holds no security other than the debtors personal security.  | -             | -           |
| iii. Receivables considered doubtful or bad.   | -             | -           |
| iv. Receivables due by directors or other officers of the company or any of them either severally or jointly with any other person or debts 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 same management.   | -             | -           |
| vi. The maximum amount due by directors or other officers of the company at any time during the year.  | -             | -           |



| Notes | Particulars | Amount in Taka. |               |
|-------|-------------|-----------------|---------------|
|       |             | June 30, 2024   | June 30, 2023 |

Ageing of the above Receivables is given below;

For the year ended 30-06-2024

| Particulars | Below 6 Months | Above 6 Months | Total         |
|-------------|----------------|----------------|---------------|
| Customers   | 1,309,128,163  | -              | 1,309,128,163 |

For the year ended 30-06-2023

| Particulars | Below 6 Months | Above 6 Months | Total       |
|-------------|----------------|----------------|-------------|
| Customers   | 991,652,885    | -              | 991,652,885 |

#### 9.00 Advances, Deposits & Prepayments

|                      |      |                   |                   |
|----------------------|------|-------------------|-------------------|
| Sundry Advances      | 9.01 | 16,582,384        | 7,860,833         |
| Advance Income Taxes | 9.02 | 28,188,237        | 51,842,444        |
| <b>Total</b>         |      | <b>44,770,621</b> | <b>59,703,277</b> |

#### 9.01 Sundry Advances

|                                      |                   |                  |
|--------------------------------------|-------------------|------------------|
| Advance Salary                       | -                 | 1,879,354        |
| Mr.Uttom Kumar                       | 67,114            | 215,289          |
| Mofazzal & Brothers                  | -                 | 36,827           |
| Karim carrier Services               | -                 | 739,183          |
| Advance to factory                   | 512,334           | -                |
| J.M Transport                        | 556,200           | -                |
| Emerging Credit Rating               | 50,000            | -                |
| S.B Communication                    | 94,326            | -                |
| The linker International             | 50,000            | -                |
| Sajedur Rahman                       | 4,761,814         | 2,325,437        |
| L/C Margin                           | 3,843,900         | 2,322,000        |
| MLD C & F                            | 4,884,194         | -                |
| Maa Khadiza Engineering & Technology | 252,000           | -                |
| Gazi Enterprise                      | -                 | 5,241            |
| Modina Transport trading Corporation | 29,000            | -                |
| Premier Cement                       | 277,000           | -                |
| Power & Automation Intelligence      | 88,000            | -                |
| Hasin Textile                        | 50,000            | -                |
| Masud Enterprise                     | 425,000           | -                |
| Meghna Star Cable & Electrical app   | 28,000            | -                |
| Mother Trade International           | 193,000           | -                |
| Maa Enterprise                       | 288,417           | 205,417          |
| Mita Engineering                     | 132,085           | 132,085          |
| <b>Total</b>                         | <b>16,582,384</b> | <b>7,860,833</b> |

| Notes          | Particulars  | Amount in Taka.           |                    |
|----------------|--|---------------------------|--------------------|
|                |  | June 30, 2024             | June 30,2023       |
| <b>9.02</b>    | <b>Advance Income Tax</b>                          |                           |                    |
|                | Opening Balance                                    | 51,842,444                | 33,588,408         |
|                | Add: Tax deduction at source on Export             | 27,249,283                | 18,681,651         |
|                | Add: Tax deduction at source on Interest Income    | 565,728                   | 1,427,349          |
|                | Add: Tax deduction at source on Dividend           | 373,226                   | 1,866,130          |
|                |  | <b>80,030,681</b>         | <b>55,563,538</b>  |
|                | Less: Adjustment during the year                   | 51,842,444                | 3,721,094          |
|                | <b>Closing Balance</b>                             | <b>28,188,237</b>         | <b>51,842,444</b>  |
| <b>10.00</b>   | <b>Investments</b>                                 |                           |                    |
|                | Investment in Shares                               | <b>10.01</b> 82,829,215   | 83,419,789         |
|                | Advances   | <b>10.02</b> -            | 143,668,000        |
|                | <b>Total</b>                                       | <b>82,829,215</b>         | <b>227,087,789</b> |
| <b>10.01</b>   | <b>Investment in Shares</b>                        |                           |                    |
|                | Investment in M.L.Dyeing Ltd.                      | <b>10.01.A</b> 84,695,344 | 92,750,437         |
|                | Less: Investment realization                       | <b>10.01.B</b> 1,866,129  | 9,330,648          |
|                | <b>Total</b>                                       | <b>82,829,215</b>         | <b>83,419,789</b>  |
| <b>10.01.A</b> | <b>Investment in M.L. Dyeing ltd.</b>              |                           |                    |
|                | M.L Dyeing Ltd (Cost of Investment Tk. 93,306,480) | 83,419,789                | 90,857,108         |
|                | Share of Profit during the year (Note: 23)         | 1,275,555                 | 1,893,329          |
|                | <b>Total</b>                                       | <b>84,695,344</b>         | <b>92,750,437</b>  |
| <b>10.01.B</b> | <b>Investment Realization</b>                      |                           |                    |
|                | Cash Dividend Received                             | 1,866,129                 | 9,330,648          |
|                | <b>Total</b>                                       | <b>1,866,129</b>          | <b>9,330,648</b>   |
| <b>10.02</b>   | <b>Advances</b>                                    |                           |                    |
|                | Far Chemical Industries ltd.                       | -                         | 143,668,000        |
|                | <b>Total</b>                                       | <b>-</b>                  | <b>143,668,000</b> |
| <b>11.00</b>   | <b>Cash and Cash Equivalents</b>                   |                           |                    |
|                | Cash in Hand                                       | 941,612                   | 2,034,557          |
|                | Cash at Bank                                       | <b>11.01</b> 245,749,213  | 179,873,233        |
|                | <b>Total</b>                                       | <b>246,690,825</b>        | <b>181,907,790</b> |

| Notes        | Particulars                           | Amount in Taka.    |                    |
|--------------|---------------------------------------|--------------------|--------------------|
|              |                                       | June 30, 2024      | June 30, 2023      |
| <b>11.01</b> | <b>Cash at Bank</b>                   |                    |                    |
|              | Al-Arafah Islami Bank Ltd             | -                  | 16,004,795         |
|              | Al-Arafah Inlami Bank Ltd, A/C: 0025  | 6,071,871          | -                  |
|              | Al-Arafah Inlami Bank Ltd, A/C: 0017  | 77,019             | -                  |
|              | Al-Arafah Inlami Bank Ltd, A/C: 0047  | 1,579,174          | -                  |
|              | Al-Arafah Inlami Bank Ltd, A/C: 0126  | 162,542,876        | -                  |
|              | Al-Arafah Inlami Bank Ltd, A/C: 0656  | 3,212,798          | -                  |
|              | Al-Arafah Inlami Bank Ltd, A/C: 1702  | 3,087              | -                  |
|              | Al-Arafah Inlami Bank Ltd, A/C: 1591  | 8,130              | -                  |
|              | Al-Arafah Inlami Bank Ltd, A/C: 6088  | 7,189              | -                  |
|              | Social Islami Bank Limited, A/C: 83   | 90,256             | 82,607             |
|              | Social Islami Bank Limited, A/C: 4628 | 321,392            | 322,232            |
|              | SBAC Bank Limited, A/C: 0638          | 1,159,865          | 1,680,589          |
|              | SBAC Bank Limited, A/C: 8372          | 545                | -                  |
|              | Islami Bank BD Ltd, A/C: 0910         | 158,221            | 148,628            |
|              | Shahjalal Islami Bank, A/C: 00028     | 14,337             | 15,257             |
|              | Islami Bank BD Ltd, A/C: 87011        | 101,483            | 3,257,158          |
|              | Islami Bank BD Ltd, A/C: 73206        | 8,678,089          | 31,710,615         |
|              | Islami Bank BD Ltd, A/C: 31608        | 185,232            | 17,439,594         |
|              | Islami Bank BD Ltd, A/C: 58712        | 6,609,088          | 3,908,924          |
|              | Islami Bank BD Ltd, A/C: 33604        | 25,045             | 91,861             |
|              | DBBL, A/C: 12906                      | 6,611              | 11,312             |
|              | SBACBL, A/C: 45848/00496              | 11,529,463         | 56,270             |
|              | SBACBL, A/C: 60000126                 | 5,462,627          | 4,999,693          |
|              | SBACBL, A/C: 26865/3564               | 90,012             | 111,143            |
|              | FDR                                   | 37,814,803         | 100,032,555        |
|              | <b>Total</b>                          | <b>245,749,213</b> | <b>179,873,233</b> |

The Bank balance are in agreement with respective bank statement balances.

## 12.00 Share Capital:

### Authorized Share Capital

501,000,000 Ordinary Shares of Taka 10/= each.

### Authorized Share Capital

Far Chemical & Textile Ind. PLC

S.F Textile Industries Limited

|                      |                      |
|----------------------|----------------------|
| <b>5,010,000,000</b> | <b>5,010,000,000</b> |
|                      |                      |
| 3,000,000,000        | 3,000,000,000        |
| 2,010,000,000        | 2,010,000,000        |
| <b>5,010,000,000</b> | <b>5,010,000,000</b> |

| Notes                | Particulars   | Amount in Taka.            |                           |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|----------------------|---|----------------------------|---------------------------|------------|--------|----------------------|------------|--------|-------------|--------------------|------------|--------|-------------|----------------------|------------|--------|-------------|--------------|--------------------|-------------|----------------------|--|--|
|                      |   | June 30, 2024              | June 30, 2023             |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <b>Issued, subscribed, called-up and paid-up share capital:</b>   |                            |                           |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | 153,097,333 ordinary shares of Tk 10/= each fully paid-up   | <b>1,530,973,330</b>       | <b>3,757,890,530</b>      |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <b>The shareholding position of the company are as under</b>  |                            |                           |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <table> <tr> <th>Name</th><th>No.of shares</th><th>Percentage</th><th>Amount</th></tr> <tr> <td>Sponsors &amp; Directors</td><td>49,959,950</td><td>32.63%</td><td>499,599,500</td></tr> <tr> <td>Other Shareholders</td><td>52,425,448</td><td>34.24%</td><td>524,254,480</td></tr> <tr> <td>General Shareholders</td><td>50,711,935</td><td>33.12%</td><td>507,119,350</td></tr> <tr> <td><b>Total</b></td><td><b>153,097,333</b></td><td><b>100%</b></td><td><b>1,530,973,330</b></td></tr> </table> | Name                       | No.of shares              | Percentage | Amount | Sponsors & Directors | 49,959,950 | 32.63% | 499,599,500 | Other Shareholders | 52,425,448 | 34.24% | 524,254,480 | General Shareholders | 50,711,935 | 33.12% | 507,119,350 | <b>Total</b> | <b>153,097,333</b> | <b>100%</b> | <b>1,530,973,330</b> |  |  |
| Name                 | No.of shares  | Percentage                 | Amount                    |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
| Sponsors & Directors | 49,959,950  | 32.63%                     | 499,599,500               |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
| Other Shareholders   | 52,425,448  | 34.24%                     | 524,254,480               |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
| General Shareholders | 50,711,935  | 33.12%                     | 507,119,350               |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
| <b>Total</b>         | <b>153,097,333</b>  | <b>100%</b>                | <b>1,530,973,330</b>      |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <b>Issued, subscribed, called-up and paid-up share capital</b>  | <b>Before Amalgamation</b> | <b>After Amalgamation</b> |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Far Chemical & Textile Ind.PLC  | 2,180,934,230              | 726,978,080               |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | S.F Textile Industries Limited  | 1,576,956,300              | 803,995,250               |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      |   | <b>3,757,890,530</b>       | <b>1,530,973,330</b>      |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <b>Paid up Capital</b>  |                            |                           |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Paid up Capital at the beginning of the year  | 2,180,934,230              | 3,757,890,530             |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Less : Transfer to Capital reserve  | (1,453,956,150)            | -                         |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Add : Addition during the year **   | 803,995,250                | -                         |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      |   | <b>1,530,973,330</b>       | <b>3,757,890,530</b>      |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | **No of 80,399,525 Ordinary shares of Tk 10. each has been allotted to shareholder of S.F Textile Industries ltd.   |                            |                           |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
| <b>13.00</b>         | <b>Capital Reserve</b>  |                            |                           |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Transfer from paid up capital -Far Chem   | 1,453,956,150              | -                         |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Transfer from paid up capital - S.F Textiles  | 772,961,050                | -                         |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <b>Sub-Total</b>  | <b>2,226,917,200</b>       | -                         |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Less: Transfer to retained earnings   | -                          | -                         |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <b>Total</b>  | <b>2,226,917,200</b>       | -                         |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
| <b>14.00</b>         | <b>Retained Earnings</b>  |                            |                           |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Opening balance   | 1,193,542,149              | 1,418,318,136             |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Add: Current year Profit/Loss   | 30,723,408                 | (215,445,339)             |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      |   | <b>1,224,265,557</b>       | <b>1,202,872,797</b>      |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Less: Investment realization  | 1,866,129                  | 9,330,648                 |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <b>Closing Balance</b>  | <b>1,222,399,428</b>       | <b>1,193,542,149</b>      |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
| <b>15.00</b>         | <b>Long Term Loan</b>   |                            |                           |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | HPSM Loan   | 201,002,115                | 165,895,525               |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <b>Total</b>  | <b>201,002,115</b>         | <b>165,895,525</b>        |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
| <b>16.00</b>         | <b>Deferred tax liabilities</b>   |                            |                           |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Opening balance   | 100,882,125                | 102,865,362               |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | Add: Current year charged   | (2,347,240)                | (1,983,237)               |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |
|                      | <b>Closing Balance</b>  | <b>98,534,885</b>          | <b>100,882,125</b>        |            |        |                      |            |        |             |                    |            |        |             |                      |            |        |             |              |                    |             |                      |  |  |

| Notes  | Particulars                                 | Amount in Taka.      |                      |
|--|---|----------------------|----------------------|
|  |   | June 30, 2024        | June 30, 2023        |
| <b>17.00</b>   | <b>Trade Payables</b>                       |                      |                      |
|  | Trade payables                              | 580,370,123          | 388,909,243          |
|  | <b>Total</b>                                | <b>580,370,123</b>   | <b>388,909,243</b>   |
| <b>18.00</b>   | <b>Term Loan - Current</b>                  |                      |                      |
|  | Term Loan                                   | 192,482,820          | 215,611,000          |
|  | <b>Total</b>                                | <b>192,482,820</b>   | <b>215,611,000</b>   |
| <b>19.00</b>   | <b>Short Term Borrowings</b>                |                      |                      |
|  | EDF/UPAS                                    | 1,363,814,858        | 1,016,613,914        |
|  | IBP Loan                                    | 94,214,562           | 378,631,989          |
|  | Short term borrowings - Unsecured           | 227,636,964          | 371,304,964          |
|  | <b>Total</b>                                | <b>1,685,666,384</b> | <b>1,766,550,867</b> |
| <b>19.02</b>   | <b>Short term borrowings - Unsecured</b>    |                      |                      |
|  | Sharp Industries PLC                        | 41,636,964           | 41,636,964           |
|  | MN Industries Ltd                           | 84,900,000           | 84,900,000           |
|  | Rezwana Rahman Rini                         | 88,600,000           | 88,600,000           |
|  | SF Textile Ind. Ltd.                        | -                    | 143,668,000          |
|  | Rajon Industries Ltd.                       | 12,500,000           | 12,500,000           |
|  | <b>Total</b>                                | <b>227,636,964</b>   | <b>371,304,964</b>   |
| <b>20.00</b>   | <b>Income Tax Payable</b>                   |                      |                      |
|  | Income Tax Payable -Opening                 | 66,377,214           | 46,880,970           |
|  | Add: Charge for the year                    | 29,596,523           | 23,217,339           |
|  |   | <b>95,973,737</b>    | <b>70,098,309</b>    |
|  | Less: Adjustment during the year            | (51,842,444)         | (3,721,095)          |
|  | <b>Closing Balance</b>                      | <b>44,131,293</b>    | <b>66,377,214</b>    |
| <b>21.00</b>   | <b>Unpaid or Unclaimed Dividend Account</b> |                      |                      |
|  | Dividend payables                           | 169,631              | 581,528              |
|  | <b>Total</b>                                | <b>169,631</b>       | <b>581,528</b>       |
| Unclaimed or Undistributed dividend for the financial year 2019-2020 has been transferred to the Capital Market Stabilization Fund on 03-03-2024 as per directive No. BSEC/CMRRCD/2021-386/03 dated 14 January 2021 of Bangladesh Securities and Exchange Commission and The Bangladesh Securities and Exchange Commission (Capital Market Stabilization Fund) Rules 2021. |   |                      |                      |
| <b>22.00</b>   | <b>Creditor &amp; Accrues</b>               |                      |                      |
|  | Electricity Bill                            | 29,326,464           | 23,657,691           |
|  | Salary & Wages                              | 14,470,468           | 11,761,476           |
|  | Director Remuneration and Fees              | 100,000              | 100,000              |
|  | Sundry Creditors                            | 7,178,734            | 4,776,054            |
|  | Audit Fees                                  | 350,000              | 550,000              |
|  | <b>Total</b>                                | <b>51,425,666</b>    | <b>40,845,221</b>    |
|  | <b>22.01</b>                                |                      |                      |

| Notes        | Particulars   | Amount in Taka.  |                  |
|--------------|---|------------------|------------------|
|              |   | June 30, 2024    | June 30, 2023    |
| <b>22.01</b> | <b>Sundry Creditors</b>                             |                  |                  |
|              | Mr. Uttom Kumar Roy                                 | 1,285,713        | 1,285,713        |
|              | Bangladesh Association of Publicly Listed Companies | 50,000           | 50,000           |
|              | Dhaka Stock Exchange Ltd                            | 1,200,000        | 1,200,000        |
|              | Chittagong Stock Exchange Ltd                       | 1,200,000        | 1,200,000        |
|              | Central Depository Bangladesh Ltd                   | -                | 340,899          |
|              | Delta Transport Service                             | 203,800          | 145,300          |
|              | Gazi Enterprise                                     | 62,759           | -                |
|              | Best Aluminium                                      | 225,012          | 55,012           |
|              | M/S Bhuiyan Enterprise                              | 60,000           | -                |
|              | M/S. S.B Communication                              | -                | 18,674           |
|              | M/S. Delta Transport Service                        | 113,300          | -                |
|              | M/S. Purity Trade & Engineering                     | 238,254          | -                |
|              | M/S. Himalaya Logistic                              | 58,000           | -                |
|              | M/S. FR Trade Enterprise                            | 166,200          | -                |
|              | M/S. Karim Carrier                                  | 189,370          | 25,170           |
|              | M/S. Azmi Enterprise                                | 362,159          | 182,159          |
|              | M/S. Rigia Traders                                  | 36,857           | 36,857           |
|              | M/S. Hasin Textile                                  | 1,727,310        | 236,270          |
|              | <b>Total</b>  | <b>7,178,734</b> | <b>4,776,054</b> |



| Notes        | Particulars                            | Amount in Taka                       |                                      |
|--------------|--|--------------------------------------|--------------------------------------|
|              |  | July 01, 2023<br>to<br>June 30, 2024 | July 01, 2022<br>to<br>June 30, 2023 |
| <b>23.00</b> | <b>Sales</b>                           |                                      |                                      |
|              | Revenue from Export                    | 3,029,410,460                        | 2,186,119,544                        |
|              | <b>Total</b>                           | <b>3,029,410,460</b>                 | <b>2,186,119,544</b>                 |
| <b>24.00</b> | <b>Cost of goods sold</b>              |                                      |                                      |
|              | Raw materials consumed                 | 2,261,326,006                        | 1,825,767,115                        |
|              | Packing Materials consumed             | 17,318,457                           | 12,699,179                           |
|              |  | <b>2,278,644,463</b>                 | <b>1,838,466,294</b>                 |
|              | Work in process- opening               | 15,362,322                           | 11,892,849                           |
|              | Work in process- closing               | 15,083,735                           | 15,362,322                           |
|              | <b>Change in work in process</b>       | <b>278,587</b>                       | <b>(3,469,473)</b>                   |
|              | <b>Total consumption</b>               | <b>2,278,923,050</b>                 | <b>1,834,996,821</b>                 |
|              | Add: Manufacturing Overhead            | 531,601,641                          | 399,684,423                          |
|              | Add: Depreciation (Annexure-A)         | 230,019,435                          | 207,405,592                          |
|              | <b>Cost of production</b>              | <b>3,040,544,126</b>                 | <b>2,442,086,836</b>                 |
|              | Finished goods - opening               | 458,525,581                          | 296,204,034                          |
|              | Finished goods - closing               | 710,594,541                          | 458,525,581                          |
|              | <b>Change of finished goods stock</b>  | <b>(252,068,960)</b>                 | <b>(162,321,547)</b>                 |
|              | <b>Total</b>                           | <b>2,788,475,166</b>                 | <b>2,279,765,289</b>                 |
| <b>24.01</b> | <b>Raw materials consumed</b>          |                                      |                                      |
|              | Opening Stock                          | 459,751,908                          | 425,751,683                          |
|              | Add: Purchase during the year          | 2,122,128,962                        | 1,859,767,340                        |
|              | Raw materials available for production | 2,581,880,870                        | 2,285,519,023                        |
|              | Less: Closing Stock                    | 320,554,864                          | 459,751,908                          |
|              | <b>Total</b>                           | <b>2,261,326,006</b>                 | <b>1,825,767,115</b>                 |
| <b>24.02</b> | <b>Packing Materials Consumed</b>      |                                      |                                      |
|              | Opening Stock                          | 3,141,734                            | 1,208,547                            |
|              | Add: Purchase during the year          | 17,108,866                           | 14,632,366                           |
|              | Consumable Item available for packing  | 20,250,600                           | 15,840,913                           |
|              | Less: Closing Stock                    | 2,932,143                            | 3,141,734                            |
|              | <b>Total</b>                           | <b>17,318,457</b>                    | <b>12,699,179</b>                    |

| Notes        | Particulars                                       | Amount in Taka                       |                                      |
|--------------|---|--------------------------------------|--------------------------------------|
|              |   | July 01, 2023<br>to<br>June 30, 2024 | July 01, 2022<br>to<br>June 30, 2023 |
| <b>24.03</b> | <b>Manufacturing overhead</b>                     |                                      |                                      |
|              | Salaries and wages                                | 133,777,601                          | 120,345,087                          |
|              | Electricity Bill                                  | 340,540,962                          | 248,192,732                          |
|              | Fuel, water and power                             | 2,695,547                            | 429,347                              |
|              | Printing and stationary                           | 545,969                              | 833,822                              |
|              | Conveyance expenses                               | 2,470,405                            | 214,736                              |
|              | Insurance & Others                                | 7,643,286                            | 7,132,500                            |
|              | Internet, Telephone & Postage                     | 131,492                              | 80,410                               |
|              | Store and spares consumed (Note-6.05)             | 33,343,698                           | 13,613,799                           |
|              | Rent, rates and taxes                             | 3,165,208                            | 2,891,212                            |
|              | Medical expenses                                  | 303,910                              | 105,274                              |
|              | Food and Tiffin                                   | 775,220                              | 1,787,304                            |
|              | Labor charge                                      | 373,480                              | 1,057,880                            |
|              | Repair and maintenance                            | 2,062,230                            | 453,385                              |
|              | Carrying Charge                                   | 1,634,500                            | 1,849,225                            |
|              | Other overhead                                    | 2,138,133                            | 697,710                              |
|              | <b>Total</b>                                      | <b>531,601,641</b>                   | <b>399,684,423</b>                   |
| <b>25.00</b> | <b>Operating Expenses</b>                         |                                      |                                      |
|              | Warehouse, Distribution & Selling Exp.            | 25.01 18,404,866                     | 18,547,027                           |
|              | Administrative Expenses                           | 25.02 20,310,677                     | 19,860,565                           |
|              | <b>Total</b>                                      | <b>38,715,543</b>                    | <b>38,407,592</b>                    |
| <b>25.01</b> | <b>Warehouse, Distribution &amp; Selling Exp.</b> |                                      |                                      |
|              | Salaries and allowance                            | 8,622,563                            | 7,560,203                            |
|              | Transportation and handling expenses              | 2,864,140                            | 6,469,464                            |
|              | Repairs and maintenance                           | 440,951                              | 204,583                              |
|              | Sales Promotion                                   | 2,296,000                            | 418,740                              |
|              | Rent  | 180,000                              | 180,000                              |
|              | Electricity, water and gas                        | 1,052,342                            | 850,914                              |
|              | Traveling expenses                                | 1,115,153                            | 905,905                              |
|              | Printing & Stationery                             | 61,854                               | 57,961                               |
|              | Entertainment expenses                            | 309,471                              | 422,392                              |
|              | Miscellaneous expenses                            | 450,418                              | 337,760                              |
|              | Sample, test and analysis                         | 64,915                               | 271,893                              |
|              | Depreciation (Annexure-A)                         | 947,059                              | 867,212                              |
|              | <b>Total</b>                                      | <b>18,404,866</b>                    | <b>18,547,027</b>                    |

| Notes        | Particulars   | Amount in Taka                       |                                      |
|--------------|---|--------------------------------------|--------------------------------------|
|              |   | July 01, 2023<br>to<br>June 30, 2024 | July 01, 2022<br>to<br>June 30, 2023 |
| <b>25.02</b> | <b>Administrative Expenses</b>                              |                                      |                                      |
|              | Salaries and allowance                                      | 8,622,563                            | 6,491,282                            |
|              | Postage and telecommunication                               | 489,539                              | 107,790                              |
|              | Traveling, haulage and passage                              | 502,663                              | 508,688                              |
|              | Repair and maintenance                                      | 278,066                              | 531,815                              |
|              | Electricity, fuel and water                                 | 693,121                              | 838,839                              |
|              | Printing and stationery                                     | 688,640                              | 439,290                              |
|              | Rent, rates and taxes                                       | 3,884,132                            | 2,940,357                            |
|              | Subscription and donation                                   | 88,020                               | 366,938                              |
|              | Entertainment   | 175,760                              | 141,641                              |
|              | Legal and professional Charge                               | 81,500                               | 228,000                              |
|              | Audit and professional fees                                 | 1,350,000                            | 550,000                              |
|              | Miscellaneous expenses                                      | 516,272                              | 168,456                              |
|              | News paper and yearicals                                    | 1,772                                | 22,626                               |
|              | Amalgamation Expenses                                       | -                                    | 3,145,108                            |
|              | AGM/EGM Expenses  | 4,500                                | 196,430                              |
|              | Director remuneration                                       | 800,000                              | 600,000                              |
|              | Board meeting attendance fees                               | 53,000                               | 691,500                              |
|              | Depreciation <b>(Annexure-A)</b>                            | 2,081,129                            | 1,891,805                            |
|              | <b>Total</b>  | <b>20,310,677</b>                    | <b>19,860,565</b>                    |
| <b>26.00</b> | <b>Financial Expenses</b>                                   |                                      |                                      |
|              | Interest on Loan  | 157,252,460                          | 79,470,841                           |
|              | <b>Total</b>  | <b>157,252,460</b>                   | <b>79,470,841</b>                    |
| <b>26.01</b> | <b>Interest on loan</b>                                     |                                      |                                      |
|              | Interest on UPAS Loan/EDF Loan/TR                           | 139,540,905                          | 65,901,554                           |
|              | Bank Charge   | 17,711,555                           | 13,569,287                           |
|              | <b>Total</b>  | <b>157,252,460</b>                   | <b>79,470,841</b>                    |
| <b>27.00</b> | <b>Foreign Exchange gain / (loss)</b>                       |                                      |                                      |
|              | Foreign Exchange gain / (loss)                              | 1,967,659                            | (3,653,562)                          |
|              | Foreign Exchange gain / (loss) -Unrealized                  | 78,841                               | 35,041                               |
|              | <b>Total</b>  | <b>1,967,659</b>                     | <b>(3,618,521)</b>                   |
| <b>28.00</b> | <b>Other income</b>   |                                      |                                      |
|              | Sales of Wastage  | 5,067,420                            | 436,393                              |
|              | Interest Income   | 2,828,636                            | 9,271,092                            |
|              | Dividend Income - Cash                                      | 1,866,130                            | 9,330,648                            |
|              | <b>Total</b>  | <b>9,762,186</b>                     | <b>19,038,133</b>                    |
| <b>29.00</b> | <b>Share profit of Investment</b>                           |                                      |                                      |
|              | Profit of M.L Dyeing Ltd from disclosed financial statement | 31,775,126                           | 47,164,387                           |
|              | Percentage of holding                                       | 4.01%                                | 4.01%                                |
|              | <b>Share of Associate profit during the year</b>            | <b>1,275,555</b>                     | <b>1,893,329</b>                     |
| *            | <b>Percentage of holding :</b>                              |                                      |                                      |
|              | Total No. of Share of M.L Dyeing ltd.                       | 232,434,090                          | 232,434,090                          |
|              | Total No. of Share held by the company                      | 9,330,648                            | 9,330,648                            |
|              | <b>Percentage of holding</b>                                | <b>4.01%</b>                         | <b>4.01%</b>                         |

| Notes          | Particulars   | Amount in Taka                       |                                      |
|----------------|---|--------------------------------------|--------------------------------------|
|                |   | July 01, 2023<br>to<br>June 30, 2024 | July 01, 2022<br>to<br>June 30, 2023 |
| <b>30.00</b>   | <b>Income tax expenses</b>                                  |                                      |                                      |
|                | Current tax <b>30.01</b>                                    | 29,596,523                           | 23,217,339                           |
|                | Deferred tax <b>30.02</b>                                   | (2,347,240)                          | (1,983,237)                          |
|                | <b>Total</b>  | <b>27,249,283</b>                    | <b>21,234,102</b>                    |
| <b>30.01</b>   | <b>Current tax</b>  |                                      |                                      |
|                | This has been arrived as under;                             |                                      |                                      |
|                | Current tax on operating income <b>30.01.A</b>              | 27,249,283                           | 18,681,651                           |
|                | Current tax on Dividend Income                              | 373,226                              | 1,866,130                            |
|                | Current tax on other Income                                 | 1,974,014                            | 2,669,558                            |
|                | <b>Total</b>  | <b>29,596,523</b>                    | <b>23,217,339</b>                    |
| <b>30.01.A</b> | <b>Current tax on operating income</b>                      |                                      |                                      |
|                | Net Profit before tax                                       | 57,972,691                           | (194,211,237)                        |
|                | Add: Depreciation as per accounting base                    | 233,047,623                          | 210,164,609                          |
|                | Lees: Profit of Investment                                  | 468,875                              | 1,893,329                            |
|                | Less: Depreciation as per tax base                          | 285,080,357                          | 316,270,304                          |
|                | Less: Other Income  | 9,762,186                            | 19,038,133                           |
|                | Taxable operating income                                    | (4,291,104)                          | (321,248,394)                        |
|                | Income tax @ 15%  | (643,666)                            | (48,187,259)                         |
|                | Tax deducted u/s 163 of Income Tax Act 2023.                | 27,249,283                           | 18,681,651                           |
|                | <b>Current tax, higher one</b>                              | <b>27,249,283</b>                    | <b>18,681,651</b>                    |
| <b>30.02</b>   | <b>Deferred tax</b>   |                                      |                                      |
|                | <b>Property, Plant &amp; Equipment</b>                      |                                      |                                      |
|                | Carrying amount as Accounting base                          | 5,085,932,311                        | 5,122,570,427                        |
|                | Carrying amount as Tax base                                 | 3,879,831,047                        | 4,053,198,623                        |
|                | <b>Difference</b>   | <b>1,206,101,264</b>                 | <b>1,069,371,804</b>                 |
|                | Tax Rate  | 15%                                  | 15%                                  |
|                | Total maximum deferred tax liability at the end of the year | 180,915,190                          | 160,405,771                          |
|                | Total deferred tax liability at the beginning of the year   | 100,882,125                          | 102,865,362                          |
|                | Total maximum deferred tax for the year                     | <b>80,033,065</b>                    | <b>57,540,409</b>                    |
|                | Total tax on operating income for the year                  | 27,249,283                           | 16,268,804                           |
|                | Less: Current tax on operating income for the year          | 29,596,523                           | 18,252,042                           |
|                | Deferred tax as per total tax liability                     | (2,347,240)                          | (1,983,238)                          |
|                | <b>Deferred tax for the year</b>                            | <b>(2,347,240)</b>                   | <b>(1,983,238)</b>                   |

| Notes        | Particulars   | Amount in Taka                       |                                      |
|--------------|---|--------------------------------------|--------------------------------------|
|              |   | July 01, 2023<br>to<br>June 30, 2024 | July 01, 2022<br>to<br>June 30, 2023 |
| <b>31.00</b> | <b>Net Asset Value (NAV) per share</b>                |                                      |                                      |
|              | Net Asset value at the end of the period              | 4,980,289,958                        | 4,951,432,679                        |
|              | No. of Share outstanding at the end of the period     | 153,097,333                          | 375,789,053                          |
|              | <b>Net Asset value (NAV) per share</b>                | <b>32.53</b>                         | <b>13.18</b>                         |
| <b>32.00</b> | <b>Earnings Per Share (EPS)</b>                       |                                      |                                      |
|              | Net profit after tax during the period                | 30,723,408                           | (215,445,340)                        |
|              | Weighted average no. of share as on 30-06-2024        | 153,097,333                          | 375,789,053                          |
|              | <b>Earnings Per Share</b>                             | <b>0.20</b>                          | <b>(0.57)</b>                        |
| <b>32.01</b> | <b>Weighted average No. of Shares</b>                 |                                      |                                      |
|              | <b>Particulars</b>                                    |                                      |                                      |
|              | Opening Share   | 153,097,333                          | 375,789,053                          |
|              | Weight  | 1                                    | 1                                    |
|              | <b>Weighted average No. of Shares</b>                 | <b>153,097,333</b>                   | <b>375,789,053</b>                   |
| <b>33.00</b> | <b>Net operating cash flows per share</b>             |                                      |                                      |
|              | Net operating cash flows                              | 27,690,468                           | (498,211,021)                        |
|              | No. of outstanding share at the end of period         | 153,097,333                          | 375,789,053                          |
|              | <b>Net operating cash flows per share</b>             | <b>0.18</b>                          | <b>(1.33)</b>                        |
| <b>34.00</b> | <b>Reconciliation of cash generated by operations</b> |                                      |                                      |
|              | Net Profit/(Loss) Before Tax                          | 57,972,691                           | (194,211,238)                        |
|              | Add: Depreciation                                     | 233,047,623                          | 210,164,609                          |
|              | Less: Share Profit /Loss of associate                 | (1,275,555)                          | (1,893,329)                          |
|              | Less: Income tax paid                                 | (28,188,237)                         | (21,975,130)                         |
|              | Increase/Decrease in inventory                        | (109,390,394)                        | (206,478,684)                        |
|              | Increase/Decrease in bills receivables                | (317,475,278)                        | (330,085,347)                        |
|              | Add(Less): Increase or decrease in trade payable      | 191,460,880                          | 13,592,725                           |
|              | Increase/Decrease in advance, deposits & prepayments  | (8,721,550)                          | 17,364,521                           |
|              | Increase/Decrease in creditors & accrues              | 10,580,445                           | 15,641,474                           |
|              | Foreign Exchange Gain or Loss                         | (320,157)                            | (330,620)                            |
|              |   | <b>27,690,468</b>                    | <b>(498,211,021)</b>                 |

**35.00 Related party transactions**

During the period, the Company carried out a number of transactions with related parties in the normal course of business. The names of the related parties and nature of these transactions have been set out in accordance with the provision of IAS 24- Related Party Disclosures:

| Name of related party | Nature of Transaction | Amount of Transaction | Outstanding Balance as at June 30, 2024 |
|-----------------------|-----------------------|-----------------------|---|
| Sharp Industries PLC  | Loan                  | -                     | 41,636,964                              |
| <b>Total</b>          |                       |                       | <b>41,636,964</b>                       |

**35.01 Disclosure as per requirement of Schedule XI, part II, note 5 of para 3**

Employee Position ( as on June 30, 2024)

| Salary Range | Officer & Staff |             | Worker      | Total Employee |
|--------------|-----------------|-------------|-------------|----------------|
|              | Factory         | Head Office |             |                |
| Below 9000   | 6               | 0           | 95          | 101            |
| Above 9000   | 12              | 7           | 1252        | 1271           |
| <b>Total</b> | <b>18</b>       | <b>7</b>    | <b>1347</b> | <b>1372</b>    |

**35.02 Disclosure as per requirement of Schedule XI, part II, para 4 of companies act 1994**

Payment to directors within the year of July 1, 2023 to June 30, 2024

**Remuneration & Board Meeting attendance Fees: Tk.696,000**

Directors' are entitled Tk. 2,000 as Board Meeting fee for attending each Board Meeting and Remuneration of Managing Director entitled Tk. 50,000 per month. The break down is as follows:

| Name of Board of Directors  | Designation          | Director Remuneration | Meeting attending fees | Total Taka     |
|---|----------------------|-----------------------|------------------------|----------------|
| Mr. Abid Mustafizur Rahman  | Chairman             | -                     | 16,000                 | 16,000         |
| Md. Shirazul Haque<br>(Representative of FAR Pharmaceuticals Ltd.)                        | MD                   | 200,000               | 8,000                  | 208,000        |
| Mr. Akik Habibuzzaman<br>(Representative of Another Life Hospital & Research Center Ltd.) | MD                   | 400,000               | 8,000                  | 408,000        |
| Md. Mehedi Hasan (Representative of S.S Energy Explosion Ltd.)                            | Director             | -                     | 8,000                  | 8,000          |
| Mr.Fatin Kader Fardin<br>(Representative of Sharp Industries Ltd.)                        | Director             | -                     | 8,000                  | 8,000          |
| Mr. Faiaz Kader(Representative of Sharp Industries PLC.                                   | Director             | -                     | 8,000                  | 8,000          |
| MS. Jahadha Khondoker<br>(Representative of Sadman Industries Ltd.                        | Director             | -                     | 8,000                  | 8,000          |
| Mr. Sayed Md. Tajon Islam   | Independent Director | -                     | 16,000                 | 16,000         |
| Mrs. Afroza Nilufa Yeasmin  | Independent Director | -                     | 16,000                 | 16,000         |
| <b>Total</b>  |                      | <b>600,000</b>        | <b>96,000</b>          | <b>696,000</b> |

**36.00 Events after reporting period (IAS-10)**

There was no significant event that has been occurred between the statement of financial position date and the date on which the financial statements are authorised for issue except note- 3.19.



**37.00 Disclosure as per requirement of Schedule XI, part II, note 5 of para 3****37.01 Quantity wise schedule as required under Para 3, Schedule XI, Part II of the Companies Act, 1994**

Quantity wise schedules of sales, raw material consumed and opening and closing stock of finished goods of Dyeing & Spinning unit relating to the financial statements for the year ended June 30, 2024 are given below:

**i) Sales**

| Particulars                    | June 30, 2024 | June 30, 2023 |
|--------------------------------|---------------|---------------|
| Amount in Taka                 | 3,029,410,460 | 2,186,119,544 |
| Quantity in Kg - Spinning Yarn | 7,866,147     | 6,689,680     |

**ii) Raw Materials - Cotton Consumed in Quantities (Kgs):**

| Particulars                     | June 30, 2024     | June 30, 2023    |
|---------------------------------|-------------------|------------------|
| Opening Stock                   | 1,906,178         | 2,425,045        |
| Purchase                        | 8,924,007         | 7,004,332        |
| <b>Total available</b>          | <b>10,830,185</b> | <b>9,429,377</b> |
| Less: Closing Stock             | 1,344,628         | 1,906,178        |
| <b>Raw Materials - consumed</b> | <b>9,485,557</b>  | <b>7,523,199</b> |

**iii) Particulars in respect of Opening Stock and Closing Stock of Inventories**

| Particulars         | Opening Stock |               | Closing Stock |               |
|---------------------|---------------|---------------|---------------|---------------|
|                     | Quantity      | Amount in Tk. | Quantity      | Amount in Tk. |
| Raw Materials -Yarn | 1,906,178 Kg  | 459,751,908   | 1,344,628 Kg  | 320,554,864   |
| Work in Process     | 61,869 Kg     | 15,362,322    | 63,272 Kg     | 15,083,735    |
| Finished goods      | 1,316,699 Kg  | 458,525,581   | 2,005,015 Kg  | 710,594,541   |

**37.02 Disclosure as per requirement of Schedule XI, part II, para 7**

Details of Capacity as given below:

| Particulars                  | Production Unit | Attainable Capacity | Actual Production | Percentage of Capacity Utilization |
|------------------------------|-----------------|---------------------|-------------------|------------------------------------|
| Cotton Yarn Production in Kg | Spinning Unit   | 13,912,500          | 8,556,283         | 61.50%                             |
| <b>Total</b>                 |                 | <b>13,912,500</b>   | <b>8,556,283</b>  |                                    |

**38.00 Disclosure as per requirement of Schedule XI, Part II, para 8 of Companies Act, 1994.**

**38.01** During the year ended June 30, 2024 total value of import in respect of raw material, spare parts calculated on CIF basis are given as below:

| Particulars            | Amount        |
|------------------------|---------------|
| Raw Materials - Cotton | 2,122,128,962 |
| Spare Parts            | 30,350,354    |

**38.02** The company has not incurred any expenditure in foreign currencies during the period of 01 July, 2023 to 30 June, 2024 on account of royalty, know-how, professional fees, consultancy fees, interest and other matters.

**38.03** Value of both imported and indigenous raw materials, spare parts and components consumed and the percentage of each to the total consumption during the period of 01 July, 2023 to June 30, 2024 are given as below:

| Particulars            | Total Consumption    | Imported Taka.       | (%)  | Local Taka.       | (%)     |
|------------------------|----------------------|----------------------|------|-------------------|---------|
| Raw Materials - Cotton | 2,261,326,006        | 2,261,326,006        | 100% | -                 | 0.00%   |
| Packing Materials      | 17,318,457           | -                    | 0%   | 17,318,457        | 100.00% |
| Store Items            | 33,343,698           | 20,415,873           | 61%  | 12,927,825        | 38.77%  |
| <b>Total</b>           | <b>2,311,988,161</b> | <b>2,281,741,879</b> |      | <b>30,246,282</b> |         |

**38.04** The company has not remitted any amount during the period of 01 July, 2023 to June 30, 2024 in foreign currencies on account of dividend for non-resident shareholders.

**38.05 Earnings in foreign exchange classified under the following heads as follows:**

- i) Total Export for the period ended 30 June 2024 is US\$ 26,588,186.12 which equivalent to BDT. 3,029,410,460.00
- ii) No royalty, know-how, professional and consultancy fees were received.
- iii) No interest and dividend received.
- iv) No other income received.

**39.00 Other commitments, contingencies and relevant information****39.01 Directors' interest in contracts with the company**

There was no transaction resulting in Directors' interest with the Company and no leasing facilities have been made available to the Directors.

## FAR Chemical &amp; Textile Ind. PLC

## Statement of Property, Plant and Equipment (Unit-1)

As at June 30, 2024

Annexure-A

| Particulars                        | Cost                        |                          |          | Rate of Dep. | Depreciation                |                         |                            | Written Down Value as at June 30, 2024 |
|------------------------------------|-----------------------------|--------------------------|----------|--------------|-----------------------------|-------------------------|----------------------------|--|
|                                    | Balance as on July 01, 2023 | Addition during the year | Disposal |              | Balance as on July 01, 2023 | Charged during the year | Adjustment during the year |  |
| Land and Land development          | 1,209,467,171               | -                        | -        | 0%           | -                           | -                       | -                          | 1,209,467,171                          |
| Factory building                   | 323,273,904                 | 159,124,734              | -        | 2.5%         | 6,061,386                   | 11,396,946              | -                          | 464,940,306                            |
| Plant and machinery                | 835,260,970                 | -                        | -        | 10%          | 590,998,522                 | 24,426,245              | -                          | 219,836,203                            |
| Plant and machinery-Spinning Unit  | 1,223,351,996               | -                        | -        | 10%          | 91,751,400                  | 113,160,060             | -                          | 1,018,440,536                          |
| Electrical installation            | 22,049,073                  | 1,679,495                | -        | 10%          | 1,653,680                   | 2,123,514               | -                          | 19,951,374                             |
| Compressor                         | 81,106,070                  | -                        | -        | 10%          | 51,939,952                  | 2,916,612               | -                          | 26,249,506                             |
| Fork lift                          | 15,562,879                  | -                        | -        | 10%          | 10,465,448                  | 509,743                 | -                          | 4,587,688                              |
| Vehicle                            | -                           | 26,946,590               | -        | 10%          | -                           | 449,110                 | -                          | 26,497,480                             |
| Fire Extinguisher                  | -                           | 653,300                  | -        | 10%          | -                           | 10,888                  | -                          | 642,412                                |
| Water line installation            | 3,241,562                   | 1,980,000                | -        | 10%          | 243,117                     | 398,845                 | -                          | 4,579,601                              |
| Office equipment                   | 7,488,939                   | 360,900                  | -        | 10%          | 4,866,394                   | 280,299                 | -                          | 2,703,145                              |
| Furniture and Fixture              | 6,517,737                   | -                        | -        | 20%          | 5,669,359                   | 169,676                 | -                          | 678,702                                |
| <b>Balance as on June 30, 2024</b> | <b>3,727,320,301</b>        | <b>190,745,019</b>       | <b>-</b> |              | <b>763,649,259</b>          | <b>155,841,937</b>      | <b>-</b>                   | <b>2,998,574,124</b>                   |

|                                    |                      |                   |          |  |                    |                    |          |                      |
|------------------------------------|----------------------|-------------------|----------|--|--------------------|--------------------|----------|----------------------|
| <b>Balance as on June 30, 2023</b> | <b>3,643,226,875</b> | <b>84,093,426</b> | <b>-</b> |  | <b>632,498,368</b> | <b>131,150,891</b> | <b>-</b> | <b>2,963,671,042</b> |
|------------------------------------|----------------------|-------------------|----------|--|--------------------|--------------------|----------|----------------------|

| Allocation of depreciation        |             | Amount             |
|-----------------------------------|-------------|--------------------|
| Cost of sales                     | 98.80%      | 153,971,834        |
| Selling and Distribution Expenses | 0.4%        | 561,031            |
| Administrative Expenses           | 0.84%       | 1,309,072          |
| <b>Total</b>                      | <b>100%</b> | <b>155,841,937</b> |

**FAR Chemical & Textile Ind. PLC**  
(S.F. Textile Industries Limited)  
**Statement of Property, Plant & Equipments ( Unit-2)**  
As at June 30, 2024

| Particulars                        | Cost                       |                          |          | Rate of Dep. | Depreciation               |                         |                            | Written Down Value as at June 30, 2024 |
|------------------------------------|----------------------------|--------------------------|----------|--------------|----------------------------|-------------------------|----------------------------|--|
|                                    | Balance as on July 1, 2023 | Addition during the year | Disposal |              | Balance as on July 1, 2023 | Charged during the Year | Adjustment During the year |  |
| Land & Land Development            | 535,381,808                | -                        | -        |              | -                          | -                       | -                          | 535,381,808                            |
| Land Development                   | 31,552,359                 | -                        | -        | 3.33%        | 6,709,720                  | 827,260                 | -                          | 24,015,379                             |
| Building                           | 465,198,324                | 2,246,890                | -        | 2.50%        | 74,207,001                 | 9,802,869               | -                          | 383,435,344                            |
| Plant & Machinery                  | 1,509,856,725              | -                        | -        | 5%           | 410,135,481                | 54,986,062              | -                          | 1,044,735,182                          |
| A/C Plant                          | 68,271,541                 | 289,000                  | -        | 10%          | 35,889,591                 | 3,252,645               | -                          | 29,418,305                             |
| Furniture & Fixture                | 9,168,966                  | 55,844                   | -        | 10%          | 4,761,855                  | 443,503                 | -                          | 4,019,452                              |
| Water line Installation            | 3,371,068                  | 2,560,254                | -        | 10%          | 1,766,610                  | 288,459                 | -                          | 3,876,254                              |
| Office Equipment                   | 691,761                    | 92,500                   | -        | 10%          | 352,700                    | 38,531                  | -                          | 393,030                                |
| Electrical Installation            | 80,983,781                 | -                        | -        | 10%          | 41,961,095                 | 3,902,269               | -                          | 35,120,417                             |
| Computer                           | 586,936                    | -                        | -        | 20%          | 458,686                    | 25,650                  | -                          | 102,600                                |
| Transformer                        | 19,854,217                 | 420,000                  | -        | 10%          | 10,437,142                 | 962,708                 | -                          | 8,874,368                              |
| Vehicles                           | 20,132,186                 | -                        | -        | 10%          | 5,565,932                  | 1,456,625               | -                          | 13,109,629                             |
| Fire Extinguisher                  | 28,625,797                 | -                        | -        | 20%          | 22,715,692                 | 1,182,021               | -                          | 4,728,084                              |
| Air Condition                      | 895,799                    | -                        | -        | 20%          | 710,378                    | 37,084                  | -                          | 148,337                                |
| <b>Balance as on June 30, 2024</b> | <b>2,774,571,268</b>       | <b>5,664,488</b>         | <b>-</b> |              | <b>615,671,883</b>         | <b>77,205,686</b>       | <b>-</b>                   | <b>2,087,358,187</b>                   |
| <b>Balance as on June 30, 2023</b> | <b>2,629,019,934</b>       | <b>43,320,530</b>        | <b>-</b> |              | <b>457,425,175</b>         | <b>79,232,990</b>       | <b>-</b>                   | <b>2,135,682,299</b>                   |

| Allocation of depreciation      |                   |
|---------------------------------|-------------------|
| Manufacturing Expenses          | 98.50%            |
| Administrative Expenses         | 1.00%             |
| Selling & Distribution Expenses | 0.50%             |
|                                 | <b>100%</b>       |
|                                 | <b>77,205,686</b> |



# FAR Chemical & Textile Ind. PLC

Corporate Office: House#11 (Floor: 5A)  
Road # 12, Block-F, Niketon  
Gulshan-1, Dhaka-1212

## PROXY FORM

I/We ..... of  
.....being a shareholder of FAR  
Chemical & Textile Ind. PLC and entitled to vote hereby appoint Mr./Ms ..... as  
my/our proxy to attend and vote for me/us on my/our behalf at the 17<sup>th</sup> Annual General Meeting of the  
Company to be held on Sunday, the 24<sup>th</sup> November, 2024 at 11.30 AM and at any adjournment thereof.  
As witness my/our hand this .....day of.....2024.

\_\_\_\_\_  
(Signature of the Shareholder)

\_\_\_\_\_  
(Signature of Proxy)

Affix  
Twenty Taka  
Revenue  
Stamp

Folio No./BO ID No.

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|
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|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|

NO. of Shares held .....Dated .....

**Note :**

01. A member entitled to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote in his/her behalf.
02. The Proxy Form, duly stamped, must reach at the share office Located at House # 11 (Floor:5A), Road # 12, Block-F, Niketon, Gulshan-1, Dhaka-1212 of the company not less than 48 hours before of the meeting.

# FAR Chemical & Textile Ind. PLC

Corporate Office: House#11 (Floor: 5A)  
Road # 12, Block-F, Niketon  
Gulshan-1, Dhaka-1212

SEAL

## ATTENDANCE SLIP

I/We hereby record my/our attendance at the 17<sup>th</sup> Annual General Meeting of the company  
being held on Sunday, the 24<sup>th</sup> November, 2024 at 11.30 AM.

Name of Shareholder/Proxy .....

Folio No./BO ID No.

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|

NO. of Shares held .....

\_\_\_\_\_  
(Signature of Proxy)

\_\_\_\_\_  
(Signature of the Shareholder)

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





## FAR CHEMICAL & TEXTILE IND. PLC

**Corporate Office** : House # 11 (Floor: 5-A), Road # 12, Block # F, Niketon, Gulshan-1  
Dhaka-1212, Bangladesh. Tel : 88-02-48810052, Fax : 88-02-222283735  
E-mail : [farchemicaltd@gmail.com](mailto:farchemicaltd@gmail.com), [www.farchemicaltextile.com](http://www.farchemicaltextile.com)

**Factory** : Vill: Mirkutirchao, PO: Murapara, PS: Rupgonj, Dist: Narayanganj.



SB Communication  
Cell: 01718 230 234