ANNUAL REPORT 2017



ENVOY TEXTILES LIMITED



1ST DENIM PROJECT IN BANGLADESH WITH ROPE DYED TECHNOLOGY



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Letter of Transmittal

All Shareholders,
Registrar of Joint Stock Companies & Firms,
Bangladesh Securities and Exchange Commission,
Dhaka Stock Exchange Limited and
Chittagong Stock Exchange Limited

Sir:

ANNUAL REPORT -2017

I have the pleasure of submitting the Annual Report-2017 of Envoy Textiles Ltd, as required by and prepared in compliance with the provision of the Companies Act, 1994, Securities & Exchange Ordinance 1969, Securities & Exchange Rules 1987, Notification of Bangladesh Securities & Exchange Commission and Dhaka Stock Exchange (Listing) Regulations, 2015

Thank you

In faith,

M Saiful Islam Chowdhury FCS
Company Secretary

Thursday, 16 November 2017
Dhaka

ENVOY TEXTILES LIMITED
Notice of the 22nd Annual General Meeting

Notice is hereby given that the 22nd Annual General Meeting of the Shareholders of Envoy Textiles Limited will be held on Thursday, 14 December 2017 at 10:00AM at Samarai Convention Center, 23/G/7, Panthapath (Opposite to Bashundhara City Market), Dhaka-1205 to transact the following business:

AGENDA

Agenda 1: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30 June 2017 together with the Reports of the Directors' and the Auditors' thereon.

Agenda 2: To declare dividend for the year ended 30 June 2017

Agenda 3: To elect/appoint Directors in accordance with the provision of Articles of Association of the Company.

Agenda 4: To appoint Auditors of the Company for the term until the completion of 23rd Annual General Meeting and fixation of their remuneration.

By order of the Board

M Saiful Islam Chowdhury, FCS
Company Secretary
Thursday, 12 October 2017

Registered Office:
Envoy Tower,
18/E, Lake Circus Kalabagan
West Panthapath, Dhaka-1205

Notes:

(i) Shareholders whose names would appear in the Depository Register on the Record Date i.e. 15 November 2017 shall be eligible to attend the 22nd AGM of the Shareholders of the Company and entitled to Dividend.

(ii) The proxy form must be affixed with requisite revenue stamp and deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.

(iii) The Annual Report-2017 will be available in the Company's website at http://www.envoytextiles.com/investors-reports.php

Special note: As per directive of Bangladesh Securities and Exchange Commission (BSEC), no food or gift will be arranged at the AGM.

EXPLANATORY NOTES

TO THE AGENDA FOR THE 22nd ANNUAL GENERAL MEETING OF SHAREHOLDERS OF ENVOY TEXTILES LTD

[The following Explanatory Statement sets out material facts relating to the businesses to be at the 22nd Annual General Meeting of the Company scheduled for 14 December 2017]

Agenda No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30 June 2017 together with the Reports of the Directors' and the Auditors' thereon.

The Annual Report for 2017 contains the Annual Accounts for the year ended 30 June 2017 together with the Reports of the Auditors' thereon and the report from the Board of Directors.

The Annual Accounts for the financial year 2016-2017 have been executed by the members of the Board and duly approved by the Audit Committee. These Financial Statements have been appropriately reviewed by CEO and CFO of the Company before submission to the Audit Committee. M/S AHMAD & AKHTAR, Chartered Accountants, external Auditors of the Company, has issued an unqualified audit opinion, which has been included in the Annual Accounts for the financial year 2016-2017.

Pursuant to the section 183 & 184 of the Companies Act, 1994, the directors are required to present to the Shareholders at the Annual General Meeting the Directors' Report and Annual Audited Financial Statements including Auditors Report thereon.

It is proposed to adopt the Annual Accounts for the financial year 2016-2017 together with the Reports of the Directors' and the Auditors' thereon.

Agenda No. 2: To declare dividend for the year ended 30 June 2017

Net income attributable to Shareholders amounted to Taka 321.18 million, Earnings per Share (EPS) consequently amounted to Taka 2.05 in Financial Year 2016-2017. The Board of Directors recommended in its Meeting held on 11 October 2017 @ 7% Cash Dividend i.e. Tk.0.70 for every share of Tk.10.00 each and 5% Stock Dividend i.e. 5 shares for every 100 ordinary shares held for the year ended 30 June 2017 to the General Meeting of Shareholders to be held on 14 December 2017. Payment of dividend for the year ended 30 June 2017 as recommended by the Board, if approved at the General Meeting, will be payable on or before 14 January 2018 after the Annual General Meeting according to Bangladesh Securities & Exchange Commission (BSEC) notification No. SEC/CMRRCD/2009-193/18 /Admin/ dated 09 February 2010 in respect of shares held to those members whose names appear in the statement of beneficial owners to be furnished by Central Depository Bangladesh Limited (CDBL) at Record Date on 15 November 2017

Members are requested to submit to the Company's Registered/Corporate Office on or before 21 December 2017, their written option to receive dividend. In case of non-submission of such option within the stipulated time, the dividend will be paid as deemed appropriate by the Company.

Agenda No. 3: To elect/appoint Directors in accordance with the provision of Articles of Association of the Company.

In accordance with Article No. 125 and 126 of the Articles of Association of Envoy Textiles Limited, Mr. Kutubuddin Ahmed, Chairman & Director of the Company and Barrister Shehrin Salam Oishee, Director of the Company to be retired from office of directorship and being eligible offered themselves for re-election.

As the Board of Directors greatly values the contribution of Mr. Kutubuddin Ahmed and Barrister Shehrin Salam Oishee for development of the Company and their commitment shown in their responsibilities as the members of the Board, it is proposed to re-appoint Mr. Kutubuddin Ahmed and Barrister Shehrin Salam Oishee as members of the Board of the Company for a period until retired by rotation as per section 91 of the Companies Act, 1994 and relevant provisions of the Articles of Association.

The Board of Directors in its meeting held on 12 April 2017 appointed Ms. Sumayyah Ahmed and Mr. Ishmam Salam as additional Director to the Board in pursuant to the Article No. 124 of Articles of Association of the Company, they shall hold office upto the date of the ensuing Annual General Meeting of the Company.

Ms. Sumayyah Ahmed is the daughter of Mr. Kutubuddin Ahmed, Chairman of the Company , residing at House#35, Road#12, Baridhara R/A, Dhaka.

And, Mr. Ishmam Salam is the son of Mr. Abdus Salam Murshedy, Managing Director of the Company, residing at House-27B, CEN(D) Road-104, Gulshan-2, Dhaka

The two newly appointed directors have requisite share qualification in the Company. They will retire at the ensuing Annual General Meeting of the Company and being eligible, offered themselves for reappointment.

It is also proposed to re-appoint Ms. Sumayyah Ahmed and Mr. Ishmam Salam as members of the Board of the Company for a period until retired by rotation as per section 91 of the Companies Act, 1994 and relevant provisions of the Articles of Association.

Agenda No. 4: To appoint Auditors of the Company for the term until the completion of 23rd Annual General Meeting and fixation of their remuneration

M/S AHMAD & AKHTAR, Chartered Accountants has carried out the audit of the Company for the year 2016-2017 and completed 2nd year of audit after appointment.

They are eligible to continue in accordance with the provision of BSEC Order No. SEC/CMRRCD/2009-193/174/Admin/ 61 dated 08 July 2015 and Regulation No. 15(3) of Stock Exchanges (Listing) Regulations, 2015 and they have expressed their intention to be reappointed for the next term at an increased fee.

In recommendation of the Audit committee, the Board in its Meeting held on 11 October 2017 proposed for reappointment of M/S AHMAD & AKHTAR, Chartered Accounts to hold office for the period until conclusion of the 23rd Annual General Meeting of the Company, for auditing the accounts for the year ended 30 June 2018

Please also be informed that M/S AHMAD & AKHTAR, Chartered Accounts is in the panel Auditors by BSEC.

It is proposed to appoint M/S AHMAD & AKHTAR, Chartered Accountants, in compliance with the section 210 of the Companies Act, 1994 & BSEC Order No. SEC/CMRRCD/2009-193/174/Admin/ 61 dated 08 July 2015, as the external auditor of the Company charged with the auditing of the Annual Accounts for the financial year 2017-2018 at such amount of remuneration to be fixed at 22nd Annual General Meeting.

Attention to the brokerage houses, merchant bankers & trustee board of funds!

1. The concerned brokerage houses & merchant bankers are requested to provide us with a statement with the details (shareholders name, BO ID number, e-TIN number, gross dividend receivable, applicable tax rate, and net dividend receivable) of their margin loan holders who hold shares of the Company as on the Record Date, along with the name of the contact person in this connection. The brokerage houses & merchant bankers are also requested to provide us with their Bank Account Name, number, routing number etc. on or before 10 December 2017
2. The concerned trustee board of approved superannuation fund or pension fund or gratuity fund or recognized provided fund or workers participation fund are requested to provide us updated tax rebate certificate on or before 10 December 2017

CORPORATE PROFILE

Vision

To become the most trusted quality denim manufacturer in the region through product innovation and on-time performance.

Mission

To achieve global dominance –through:

- Excellence in product quality
- Diversifying products through continuous Product Innovation
- Focusing on Cost effectiveness
- Customer Satisfaction

Values

We value the people we work with. We strive to train, motivate and encourage them to take greater responsibilities; groom them to become outstanding performers; ensure them to conduct business with utmost sincerity, integrity and in the most ethical manner. We work hard to ensure that we make the world a better place to live for the future generations by conducting our business in an environment-friendly way.

Recognition to employees, commitment to customers, service providers and business associates is the principle we uphold at any cost.



About the Company

Incorporated as a Private Limited Company in 1995, before being converted into a Public Limited Company in 2009, Envoy Textiles Limited – a manufacturer of 100% export-oriented denim fabric, is the 1st denim project in Bangladesh with rope-dyed technology and one of the country's leading companies in this sector.

Envoy Textiles Limited went into commercial operations in 2008 and got an associate company- Edge Denims Limited amalgamated with it in 2009, designed for setting off a new era of excellence in management, cost control, and avoidance of complications in business dealings and operations. In June 2012, the company obtained consent, from the Bangladesh Securities and Exchange Commission, for raising funds through Initial Public Offerings (IPO) and thus got listed with DSE and CSE at the end of same year.

The factory of Envoy Textiles is located in Jamirdia, Bhaluka, Mymensingh, around 71 km North from Dhaka City. The total land area, registered in the name of the company, is around of 126 Bigha. The layout plan is so beautifully designed as to produce a very scenic and eye-catching landscape all around.

Spinning Unit

As backward integration of Denim production, Envoy Textiles has its own Spinning unit inside the factory compound with a size of 320,000 sq. ft. floors, producing around 40-45 MT of Yarn per day, with an annual production capacity of 17,500 MT.

The Spinning unit with state-of- the art technology, producing yarn mostly for own consumption for the production of quality Denim fabric.

With all European machineries, the unit came into commercial operation from end of 2016

Products

Envoy Textiles Limited is a leading denim manufacturing company with a yearly production capacity of 50.00 million yards. The Company produces a range of high quality denim products featuring a wide range of yarns and weaves in various shades of indigo and black. The Company specializes in 4.5 oz to 14.75 oz ring and open-end denim, and uses stretch, mill wash, and modern finishing processes for products intended for the new age consumers, featuring ring-ring constructions in pure indigo and sanforized denim. Envoy Textiles specializes in basic indigo products and plans to move up the value chain to cater to the most refined customers.

Research and Development occupies high importance in the company for product innovation, variations, color combinations for picky consumers with exclusive taste. This has contributed, and expected to continue to contribute in the years to come, seizing new opportunities, newer markets and fashionable customers across the globe on an increasing note.

Envoy Textiles Product range consists of -

- 100% cotton denim
- Over dyed denim fabric
- Flat/mercerized denim
- Coated denim
- Dual core
- Blender
- Indigo by Indigo denim
- Stretch denim fabric
- Vintage cross-hatch style denim fabric
- Natural denim
- Cotton/ poly/ spandex
- Performance denim
- Handloom/ Knit look
- 100% Tencel

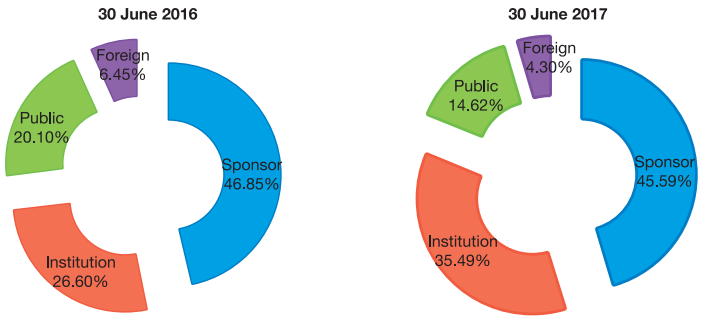
SHAREHOLDING STRUCTURE

As on 30 June 2017

Authorised Capital:	**4,000,000,000**
275,000,000 Ordinary Shares of Tk.10.00 each	2,750,000,000
125,000,000 Redeemable Preference Shares of Tk.10.00 each	1,250,000,000
Issued, Subscribed and Paid up Share Capital:	
156,615,096 Ordinary Shares of Tk.10.00 each	1,566,150,960

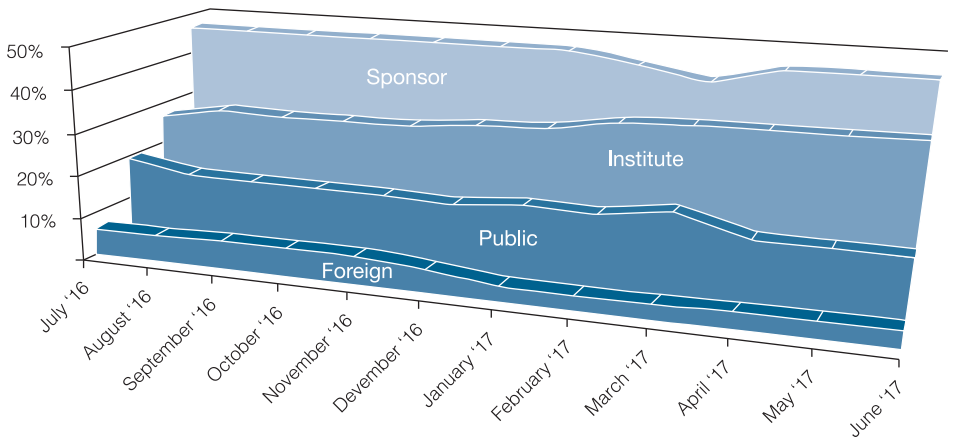
Shareholdings Category	Number of Shares	Amount in Taka	In %
Sponsors/Promoters and Directors	71,385,527	713,855,270	45.59
Institution	55,585,892	555,858,920	35.49
Public	22,897,400	228,974,000	14.62
Foreign	6,746,277	67,462,770	4.30
Total	**156,615,096**	**1,566,150,960**	**100**

Shareholding Structure by Category in Graph



Month-end shareholding structure by category in percentage for the period from July 2016 to June 2017

	July '16	Aug '16	Sep '16	Oct '16	Nov '16	Dec '16	Jan '17	Feb '17	Mar '17	Apr '17	May '17	Jun '17
Sponsor	46.84	46.84	46.84	46.84	46.84	46.84	46.84	44.58	41.55	45.59	45.59	45.59
Institute	26.95	29.69	29.22	29.46	29.47	31.28	31.57	34.39	35.06	35.21	35.25	35.49
Public	19.76	17.03	16.99	16.75	16.75	16.17	17.76	17.21	19.51	14.90	14.86	14.62
Foreign	6.45	6.44	6.95	6.95	6.94	5.71	3.83	3.82	3.88	4.30	4.30	4.30



COMPANY INFORMATION

Legal Form	Envoy Textiles Limited was incorporated on June 18, 1995 as a Private Limited Company under Companies Act, 1994, on September 30, 2009 the Company amalgamated with Edge Denims Limited and on October 25, 2009 it converted into a Public Limited Company. The Company listed with Dhaka & Chittagong Stock Exchange Ltd. in the year 2012
Company Incorporation No.	C -28622(2468)/95
Hong Kong Business Registration No.	55558757-000-04-16-3
Tax Identification Number (TIN)	657558493737
VAT Registration Number	18061005834
BIN Number	000333127
Statutory Auditors	M/S AHMAD & AKHTAR Chartered Accountants BCIC Bhaban 30-31, Dilkusha C/A, Dhaka
Corporate Governance Auditors	M/S ARTISAN Chartered Accountants Shah Ali Tower (6th Floor) 33, Kawran Bazar, Dhaka-1215
Membership	Bangladesh Textiles Mills Association (BTMA) Bangladesh Association of Publicly Listed Company International Chamber of Commerce-Bangladesh Bangladesh Employers Fedaration India-Bangladesh Chamber of Commerce & Industry Korea-Bangladesh Chamber of Commerce & Industry
Legal Advisor	Mr. Md. Fazlur Rahman Khan, Advocate Bangladesh Supreme Court 9/2 Kaji Jashimuddin Road, Dhaka-1217
Registered & Corporate Office	Envoy Tower 18/E, Lake Circus, Kalabagan (West Panthapath) Dhaka- 1205, Phone: +880-2-9102583-90 Fax : +880-2-9103128, 9130126
Representative Office	Unit-H, 16th Floor King Palace Plaza 55 King Yip Street Kwun Tong, Hongkong Phone: +852-23779860, 23779870 Fax : +852-23779899

Factory Address	Jamirdia, Bhaluka Mymensingh, Bangladesh Phone: 0682- 555037-40, Fax : 0682-555008
Web Address	**www.envoytextiles.com**
E-mail Address	**enquiry@envoytextiles.com**
Lead Bankers	**BRAC Bank Limited** 1, Gulshan Avenue Gulshan-1, Dhaka **HSBC Limited** Anchor Tower, 1/1-B Sonargoan Road, Dhaka **Pubali Bank Limited** Mohakhali Corporate Branch 73 Mohakhali C/A, Dhaka- 1212 **Mutual Trust Bank Ltd.** MTB Center, 26 Gulshan Avenue, Dhaka **Standard Chartered Bank** SCB House, 67 Gulshan Avenue, Dhaka
Lead Insurers	**Bangladesh General Insurance Co. Ltd.** 42, Dilkusha C/A, Dhaka-1000. **Progati Insurance Ltd.** 20-21, Kawran Bazar, Dhaka



BOARD COMPOSITION & BOARD COMMITTEE

Board of Directors:

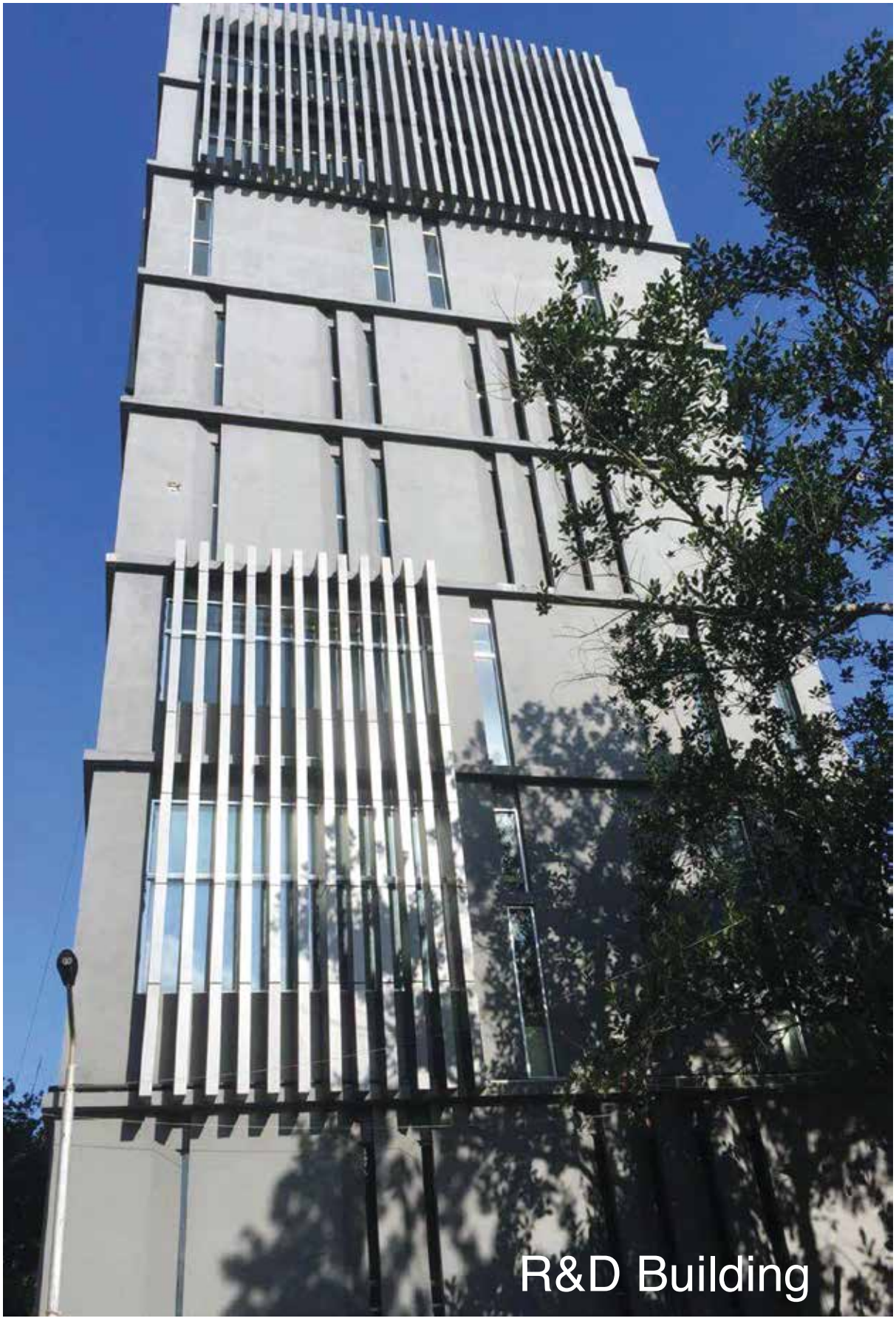
Mr. Kutubuddin Ahmed	Chairman
Mr. Abdus Salam Murshedy	Managing Director
Mrs. Rashida Ahmed	Director
Mrs. Sharmin Salam	Director
Mr. Tanvir Ahmed	Director
Barrister Shehrin Salam Oishee	Director
Ms. Sumayyah Ahmed	Director
Mr. Ishmam Salam	Director
Mr. Abul Kalam Azad, FCA	Independent Director
Mr. Sk. Bashir Ahmed	Independent Director

Audit Committee:

Name	Position in the Audit Committee	Position in the Board
Mr. Abul Kalam Azad, FCA	Chairman	Independent Director
Mrs. Rashida Ahmed	Member	Director
Mr. Tanvir Ahmed	Member	Director
Barrister Shehrin Salam Oishee	Member	Director
Mr. M Saiful Islam Chowdhury FCS	Secretary	Company Secretary

Company Secretary:

Mr. M Saiful Islam Chowdhury FCS	Company Secretary | saiful.chowdhury@envoytextiles.com


R&D Building

BOARD OF DIRECTORS



Kutubuddin Ahmed
Chairman



Abdus Salam Murshedy
Managing Director



Rashida Ahmed
Director



Sharmin Salam
Director



Tanvir Ahmed
Director



Barrister Shehrin Salam Oishee
Director



Sumayyah Ahmed
Director



Ishmam Salam
Director



Abul Kalam Azad, FCA
Independent Director



Sk. Bashir Ahmed
Independent Director

MANAGEMENT TEAM



Tushar Tripathi
Chief Executive Officer



Nanda Dulal Biswas
Head of Production



Shama Proshad Ghosh
Head of Engineering



K. M. Rezaur Rahman
Head of Project Management



Hamimur Rahman
Head of Administration & HR



Mohammad Majibur Rahman
Head of Spinning



Ranah George Abraham
Head of Marketing & Product Development



Mehmet Aykut Cam
Head of R&D



Saiful Islam, FCMA
Chief Financial Officer



Atiqur Rahman
Head of Commercial



M Saiful Islam Chowdhury FCS
Company Secretary



Sajjadul Islam
Head of Information Technology



Md. Nurul Haq
Head of Supply Chain



Mohammad Ataur Rahman, ACMA
Head of Internal Audit



Muhammad Nyem Hasan
Head of Quality Assurance



Emran Hossain
Consultant- Commercial Division



Bazlur Rahman
Consultant- Projecr Management Division



Sabina Velasquez
Consultant- Marketing, HongKong Office

GLOBAL EXPERTS



Tushar Tripathi
Chief Executive Officer



Ranah George Abraham
Head of Marketing & Product Development



Mehmet Aykut Cam
Head of R&D



Birla Mukesh Ramawatar
Head of Production Planning



Yalcin Eren
Assistant General Manager
Research & Development



Halil Veysel Ozgan
Assistant General Manager
Research & Development



Ms. Mao Cui Yun
Manager, Production



Mr. Bhadresh Kumar Ghadiya
Assistant Manager, Production



Sadi Bulun
Technician, R&D



Unsal Unlusoy
Technician, Research & Development



Sabina Velasquez
Consultant- Marketing, HongKong Office

KEY MILESTONE

Incorporation of the Company	:	18 June **1995**
Awarded Environment Clearance Certificate	:	2 January **2008**
Year of Commercial Operation	:	01 March **2008**
Awarded Oeko-Tex Standard Certificate	:	06 May **2009**
Amalgamated with Edge Denims Limited	:	30 September **2009**
Converted to Public Limited Company	:	25 October **2009**
Awarded Organic Exchange (OE) Certificates	:	24 December **2009**
Awarded Global Organic Textiles Standard (GOTS) Certificate	:	09 January **2010**
Awarded ISO- 9001:2008 Certificate	:	16 December **2010**
Awarded ISO- 14001:2008 Certificate	:	16 December **2010**
Awarded EPB National Export Trophy (Gold) for 2009-10	:	30 November **2011**
Relocation of Company's Corporate Office at own premises	:	26 January **2012**
Listed with Dhaka Stock Exchange	:	03 December **2012**
Listed with Chittagong Stock Exchange	:	04 December **2012**
Initiated to set up Spinning Project	:	20 August **2014**
Awarded ICSB National Award 2014 for Corporate Governance Excellence	:	10 November **2015**
Levi's Lab Accreditation	:	5 April **2016**
Leed Platinum Scored by US Green Building Council	:	7 April **2016**
Opening Representative Office in Hong Kong	:	14 April **2016**
Awarded National Export Trophies for 2011-12 and 2012-13	:	28 August **2016**
Started Commercial Operation of Spinning Unit	:	1 October **2016**
Awarded ICSB National Award 2015 for Corporate Governance Excellence	:	24 December **2016**
Awarded National Export Trophies for 2013-14	:	1 January **2017**





PERFORMANCE



Chairman's Report

DEAR SHAREHOLDERS

We are pleased to present you the Annual Report of Envoy Textiles Limited for the year 2016-17

Performance

The Company delivered an average underlying performance in 2016-17

Over the past years a significant amount of investment has been made which has delivered value to stakeholders and created a strong foundation. The Company is now ready for its next phase of growth - sharpening our focus on delivering greater value for our buyers and meeting more of their needs.

New Denim Plants have come to the market recently, and most of the country's denim manufacturers have been expanding their production capacity, where this extended supply of denim fabrics have exceeded the current demand of the buyers. Though the price of cotton has gradually increased by 20-25% throughout last year, unfortunately we didn't realize the increased cost out of fabric selling due to regional market competition.

Production dropped due to power interruption and machine breakdown. Due to low gas pressure, diesel generator was used frequently round the year for an alternative source of power, which incurred a huge expense for generating electricity and it was 193.11% higher than that of the previous year.

A significant amount of depreciation has been charged against profit for newly accumulated fixed assets of around BDT 2,000 million in the FY 2016-17, where a huge financial expense incurred against bank borrowings for acquiring such fixed assets for the spinning project. Financial expenses also incurred for cost of short term bank borrowings to meet up working capital for the extended capacity. Only these three cost components i.e. expenses for electricity, depreciation on fixed assets and interest on borrowings absorbed further about BDT 300 million of profit for the FY 2016-17 as compared to the previous year's profit.

Despite these headwinds, our efforts in re-aligning our business focus to the buyers' demands have helped us to stay resilient and to produce relatively respectable performance in the face of these challenges. During the year, we have managed to turn our business around, while we remained focused on building up our expertise. We believe, we are now better positioned to adopt with any changes and to capture prospective business opportunities.

In the FY2016-17, the Company's recorded a revenue of BDT 6,078.74 million as compared to BDT6,338.37 million (annualized) in the previous year, translating to a 4.10 % decrease in revenue.

Against this backdrop, the Company's financial performance in 2016-17 was broadly satisfactory; with increasing NAV by 2.35% to Tk. 38.51. However, Net Profit after tax of BDT 321.18 million was 31.85% lower than that attained in 2015-16

Research & Development

Research & Development (R&D) is very relevant in today's competitive denim market scenario where buyers are hankering for innovative fabrics and designs.

To attain this, we have recruited an expert R & D team from Turkey; we are expecting to have a competitive edge over our competitors. It can act as a catalyst for speeding up the growth of our organization by introducing breakthrough products in the market. Expenses on R&D can be considered not as expenditure but as an investment.

Proposed Dividend

As an appreciation to our shareholders for their unwavering support, the Board of Directors are pleased to recommend a cash dividend of Tk. 0.70 per ordinary share of TK 10.00 each and 5 bonus shares for every 100 shares for FY2016-17. This is subject to shareholders' approval at the coming Annual General Meeting.

Green Environment

Recently we celebrated LEED Platinum awards on the occasion of 10th year of Business operation of the Company. As you know, Envoy Textiles accorded LEED (Leadership in Energy and Environmental Design) Platinum score, considered to be the highest in standard and prestige, and the first ever achieved by any textile manufacturer in Bangladesh and denim manufacturer in the world.

The Leadership in Energy and Environment Design (LEED) certificate awarded by the U.S. Green Building Council, is a testimony to Company's success in ensuring maximum environmental safety of its workplace.

We will persist with green and sustainable development. We will continue to maintain the standards for safety and environmental protection in order to ensure safe and reliable production operations.

Awards

We have received export trophy in the reporting year from the Ministry of Commerce for the year 2013-14, which is the recognition for earning foreign exchange in contribution to the economic development of the country.

We have been honored ICSB National Award 2015 for excellence in corporate governance in this year; this recognition shows our transparency towards stakeholders and shall inspire us to ensure highest level of governance in days to come.

Issuance of Zero Coupon Bond

We decided to issue a 5-year series Zero Coupon Bond with face value of BDT 1,500.00 Million at a discounted value of BDT 1,224.24 Million through private placement to the potential investors for capital investment in strengthening the production facilities and for settling up the existing high cost debt.

The said Zero Coupon Bond shall be redeemable, non-convertible in nature with a discount rate of 7.75%, this issuance of Bond could save us from the financial risk out of interest rate volatility for a long term.

Performance of Spinning Unit

We are producing quality yarn from our spinning unit with a capacity of 50 MT/day for our Denim fabric production. The running production of yarn is average 40-45 Ton/day, though the commercial operation was started from November 2016, but it took some more times for fine tuning the production process in order to quality fabrics production. We could present you a true performance out of Spinning unit in the coming year 2017-18.

Capital Investment

We have recently set up one dedicated dyeing plant for R & D use, which will help us in reducing lead time for sample development.

We installed 4 Diesel Generators at a cost of around USD 1.5 million for ensuring uninterrupted power supply.

We invested in procuring new Finishing and Inspection machineries for improvement of our Fabric quality.

Appreciation

On behalf of the Board of Directors, we would like to thank our business associates and buyers for their support for all these years, giving us the opportunity to build meaningful working relationships together. We would also like to extend our appreciation to our management team and staff for their dedication and commitment during these challenging times. Finally, we want to express our gratitude to our shareholders who have seen the value in us. We look forward to our journey with you as we continue to create greater shareholders' value in the years to come.

Annual General Meeting

Our Annual General Meeting will be held on 14 December 2017

The Notice of AGM, with explanatory notes to the agenda, accompanies this Annual Report and can also be available on our website.

We look forward to welcoming you at 22nd Annual General Meeting of Envoy Textiles Ltd.

With Warm Regards,

Kutubuddin Ahmed
Chairman
Thursday, 16 November 2017
Dhaka



Abdus Salam Murshedy
Managing Director
Thursday, 16 November 2017
Dhaka

Message from Managing Director

We faced significant headwinds, but acted with resilience.

While the profit line was inevitably had an impact from the utility price, adjustments are made to accommodate changing circumstances. The overall operating environment, however, is more complex and volatile than before and the board and management continue to look closely at all the realistically conceivable scenarios for the next years, identifying the opportunities and obstacles that lie ahead, and incorporating them in our planning.

We expect the business environment for the Denim industry to remain challenging as the industry presents a mismatch between its share of global demand and regional market supply.

The management of the Company continues to be committed in exploring and pursuing viable growth opportunities, while managing the risk exposure of the business vigilantly.

The once buyer-driven denim industry now witnesses the manufacturers' innovations where the manufacturers now offer their designs to the buyers. We are making more investment in research and development as to attract buyers through presenting innovative products.

We are increasing the use of modern technology to boost productivity, deliver products on time and meet demand for finer products from global retailers and brands.

We invested for a spinning project with state of the art technology that ensures higher productivity and good quality of yarn to raise output and improve the quality of fabrics, which helped in pursuing for high end market.

I firmly believe that our commitment to good financial performance needs to be matched by a continued focus on being a responsible company, by working with integrity and delivering sustainable business development.

As we look forward to a period of higher volumes and improving margins, we are confident of improving profitability and strengthening cash flows in the coming years.

We believe we are the clear industry leader in providing innovative, value-added products and services with a proven track record in improving buyers' productivity.

We will remain at the leading edge of innovative product development, leveraging our ability to be ahead of our competitors

I look forward to your continued support in our collective journey to build a sustainable and value-creating enterprise.

CORPORATE SOCIAL RESPONSIBILITY (CSR) AT ENVOY TEXTILES LIMITED

In spite of conducting business operation, Envoy Textiles Limited has also taken initiatives to contribute to the society through various CSR program. Among them, a few are:

Pediatric Intensive Care Unit (ICU) cum High Dependency Unit (HDU):
The Company has built a state of the art Pediatric Intensive Care Unit (ICU) cum High Dependency Unit (HDU) at Dhaka Medical College Hospital, under National Institute of Burn & Plastic Surgery, generally known as 'Burn Unit of Dhaka Medical'. This facility is first kind in Bangladesh and prior to this there was no ICU/HDU for pediatric burn patients both in Government and Private Hospitals.
After building this unit, the Company has also taken the responsibility of maintain it at their own responsibility. Which included full cleaning of the premises, laundry of the bed sheet/pillows, etc. and also the maintenance of electrical, mechanical and civil constructions. This 16 bed facility is running with air-conditioners with central oxygen system and with state-of-the-art amenities.

Priority Appointment of Physically Challenged People:
The Company is an equal opportunity employer, but in spite of that, it has prioritized the appointment of physically challenged people. So far, it has appointed 9 physically challenged people and still counting. Among these, most of the appointments were given proactively by the Company, people were being called and job was given promptly. Moreover, the Company looks after these people with extra care and follow-up on regular basis.

Art Competition for Neighborhood Children:
Every Year, the Company conducts an Art Competition for the children around factory premises. The walls for painting and art props are provided by the Company and prizes are also given. The Company also preserves the artwork in their wall at least for a year.

Salaries for 5 Victims of other company:
The Company has taken the responsibility of the families of 5 deceased victims who died in major fire incidents at a Garment Factory. Not being directly linked, but the company is continuously paying them at an amount of their last drawn salary. The payment is being made to the nominees of the victims through Bangladesh Garments Manufacturers and Exporters Association (BGMEA).

Financial Aid to Special Patient:
The Company provides financial aids to special patients. The last case was the person with 'Tree Man Disease'. Mr Bajandar was admitted to Dhaka Medical College Hospital with a rare disease called 'Tree Man Disease'. This is so far an untreatable disease and different international organizations are still trying to find a cure. The Company has provided a special monthly allowance to Mr Bajandar for last one year to maintain his regular expenses.

Continuation of Salary after Separation:
Some employees got discharged from the Company due to their physical condition (loss of leg/hand, stroke, etc.) But being socially responsible, the Company is continuing their monthly salary and also paying their medical expenses like a regular employee.

Ecological Contribution:
A bunch of rabbits were discharged at Bangabandhu Safari Park as a contribution to the nature. The rabbits were born and raised at Factory premises of the Company and were then transferred to Safari Park.

Effluent Treatment Plant (ETP):
The Company has a fully operational Effluent Treatment Plant (ETP) at factory and it discharges only treated water to the nature. On the other hand, being environment friendly, it also re-uses most of the ETP water for other internal usage.

Restoration of Holy Family Red Crescent Hospital:
One of the upcoming CSR Project of the Company is the restoration the front elevation of Holy Family Red Crescent Hospital, Dhaka. Initiatives are taken to bring back the original face of the hospital which was designed by the artist of that time through hand paint.



It is our great pride to declare that, our Chairman, Mr. Kutubuddin Ahmed has been awarded with 'DHL-The Daily Star Business Person of the Year 2016'

GOVERNANCE

Statement on Corporate Governance

Corporate governance is the system by which companies are directed and controlled by the management in the best interest of all the stakeholders, thereby ensuring greater transparency and better and timely financial reporting.

The Board of Directors are responsible for proper governance which includes setting out the Company's strategic aims, providing the necessary leadership to implement such aims, supervising the management of the business and reporting to the shareholders on their stewardships.

Envoy Textiles is committed to continually reviewing all corporate governance policies and practices to ensure the ongoing transparency of the company's practices and the delivery of high standards and quality information to stakeholders.

The maintenance of effective corporate governance remains a key priority of the Board of Envoy Textiles Limited.

Envoy Textiles considers that its corporate governance practices comply with all the aspects of the BSEC Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated August 07, 2012. In addition, to establish high standards of corporate governance, the Company also considers best governance practices in its activities.

Date of this Corporate Governance Statement

This Corporate Governance Statement reflects the corporate governance and other related policies and practices in place for the Envoy Textiles Limited as at 30 June 2017

Board of Directors

Composition

The Board of Envoy Textiles considers that its membership should comprise of directors with an appropriate mix of skills, experience and personal attributes that allow the directors, individually and the Board, collectively, to discharge their responsibilities and duties, under the law, efficiently and effectively, understand the business of the Company and assess the performance of the management.

The composition of the Board embraces diversity. The Directors have a range of local and international experience and expertise, and specialized skills to assist with decision making and leading the company for the benefit of shareholders.

The Board of Envoy Textiles comprises of Ten Directors, including two Independent Directors, who possess a wide range of skills and experience over a range of professions and businesses. Each of the Directors bring in independent judgment and considerable knowledge to perform their roles effectively. The Board of Directors ensures that the activities of the Company are always conducted with adherence to strict and highest possible ethical standards and in the best interests of the stakeholders.

Retirement and Re-election of Directors

As per the Article of Association of the company, at least one-third of the directors are to retire every year and they shall be those who have been longest in the office since their last election. But as for individuals who had been appointed as directors on the same day, their retirement shall (unless they otherwise agree themselves) be determined by lot, but they will remain eligible for re-election.

Independent Directors

Mr. Abul Kalam Azad, FCA was first appointed by the Board on 5 December 2012 as Independent Director, which was duly approved by the Shareholders at 17th Annual General Meeting held on 31 December 2012 for the 1st 3 year term. On retirement, Board reappointed him for the 2nd term of 3 years on 18 November 2015, accordingly approved at 20th AGM.

And, the Board has also appointed Mr. Sk. Bashir Ahmed, B.Sc. Engg. MIE (B) as the second Independent Director on 14 May 2013, accordingly approved by the Shareholders at 18th Annual General Meeting, held on 20 December 2013 for the first three years term in compliance with the Provision 1.2(i)&(iii) of BSEC Notification relating Corporate Governance dated August 7, 2012. After expiry of 1st term, the Board in its meeting held on 11 May 2016 reappointed Mr. Bashir, and accordingly approved his appointment at 21st Annual General Meeting by the Shareholders for 2nd term of 3 years.

Mr. Azad is a fellow member of ICAB, possessing 38 years of professional experience and Mr. Ahmed is a graduate Civil Engineer from BUET, having 24 years of business experience. Both of the Independent Directors hold no shares in the Company.

Role and Responsibilities of the Board

The Board is committed to the Company seeking to achieve superior financial performance and long term prosperity, while meeting stakeholders' expectations of sound corporate governance practices.

The Board of Directors is in full control of the Company's affairs and is also fully accountable to the shareholders.

They firmly believe that the success of the Company largely depends on the credible corporate governance practices adopted by the Company. Taking this into consideration, the Board of Directors of the Company set out its strategic focus and look over the business and related affairs of the Company. The Board also formulates the strategic objectives and policy framework for the Company.

Chairman of the Board

The Chairman of the Board is elected to the office of Chairman by the directors. The Board considers that the Chairman is independent.

Role of the Chairman

The Chairman runs the Board. The Chairman serves as the primary link between the Board and management, and works with the Managing Director and Company Secretary to set the agenda for Board meetings. It is the Chairman's responsibility to provide leadership to the Board and ensure that the Board works effectively and discharges its responsibilities as Directors of the Company.

Chairman of the Board & Managing Director of the Company are different person

The Chairman of the Board is not the Chief Executive of the Company. The role of Chairman and the Managing Director are independent and separate.

Role of the CEO

The CEO is responsible for establishing and executing the Company's operating plan that is necessary to achieve the Company's objectives; as a coach, the CEO works with executives to help them become greater contributors by helping them improve their efficiency and effectiveness.

Conduct for the Board Members

The Board of Directors of Envoy Textiles is committed to the highest standards of conduct in their relationships with its employees, buyers, members, shareholders, regulators and the public.

Board Meeting

Holding of the Board Meeting

The Meetings of the Board of Directors of the Company are normally held at the Registered/Corporate Office of the Company. The meetings are held frequently, at least once in a quarter, to discharge its responsibilities and functions as mentioned above. The Meeting is scheduled well in advance and the notice of each Board meeting is given, in writing, to each director by the Company Secretary.

Number of Board meeting held in the financial year 2016-17

The number of meetings of the Board held during the accounting year, and the attendance of directors at those meetings are disclosed in the Annexure-III of the Directors' Report.

The number of directors required to constitute a quorum at least 1/3rd of the Directors. During the year, total seventeen (17) Board meetings were held.

Role of the Company Secretary

Appointed by the Board, the Company Secretary works with the Chairman of the Board to monitor and enhance corporate governance processes and to ensure that Board policies and procedures are tracked.

Senior Executive

Structure

The Company's management structure comprises of the CEO and the Head of the divisions. The Management Team (MT) is responsible for developing organizational and business strategies and sponsoring innovation and development of best practices across the company. The MT is also responsible for organizational effectiveness and the development of Envoy Textiles values and culture. The MT is responsible for managing performance and key business issues in line with the company's long term strategy and for talent and performance management. The MT is chaired by the CEO and the team meets face to face on a regular basis.

Performance Review

The CEO is responsible for setting financial targets as well as operational and management goals for the members of the MT. Both short term and long term goals form part of the performance management of all senior executives. Long term goals are directly linked to the vision of the company. Short term goals are generally directly linked to objectives of the company.

The Chairman and CEO conduct a detailed review of the performance of senior executives against these goals on quarterly basis.

Remuneration of the Senior Executives

Remuneration of all senior executives, are based on performance review appraisal measuring through quarterly and annual KPI (Key Performance Indicator) appraisal system.

Board Committee

The Board has established a permanent Board Committee to assist advice and make recommendations to the Board on matters falling within their respective responsibilities.

Audit Committee

The Company's Audit Committee is a sub-committee of the Board of Directors of Envoy Textiles Limited formed in compliance with BSEC Corporate Governance notification dated August 7, 2012 and international best practices on Corporate Governance.

Objectives of the Audit Committee

The principal function of the Audit Committee is to exercise and have an oversight over the Company's risk management, financial reporting and regulatory compliance functions.

Composition of Audit Committee including Independent Director

An Audit Committee consisting of the Independent Director as Chairman and three other Directors as member has been constituted in terms of the BSEC guidelines for ensuring good governance practices. The Audit Committee of the Board had held 4 (four) Meetings during the reporting year and examined the coverage of internal and external audit.

The Company Secretary acts as the Secretary of the Audit Committee.

Chairman of the Audit Committee and his qualifications

The Committee is headed by Mr. Abul Kalam Azad, FCA with thirty eight years' of knowledge and experience in the fields of accounting, finance, audit and corporate management. Mr. Azad is a fellow member of the Institute of Chartered Accountants of Bangladesh (ICAB).

The Audit Committee and Internal Audit

Internal Audit is the division within Envoy Textiles that is responsible for reviewing the Company's system of internal controls, including the conduct of regular audits of all operational units. Internal Audit is operationally independent and its members are not involved in the company's operational activities and in that the Head of Internal Audit, in addition to his direct reporting line to the Chairman & CEO, also has access to the Audit Committee.

The Audit Committee is responsible for approving the annual audit plan of Internal Audit Division and reviewing the plan's subsequent implementation. Internal Audit Reports or summaries thereof prepared by Internal Audit Division are reviewed on a regular basis by the committee.

Reporting of Audit Committee

The Audit Committee reports directly to the Board of Directors and under certain circumstances can also report to the Chairman.

Internal Control

Internal Control is a process designed to provide reasonable assurance regarding the achievement of objectives relating to effectiveness and efficiency of operations, reliability of both external and internal financial and non financial reporting, and compliance with applicable laws and regulations at Envoy Textiles. The control system applies to all divisions and departments of the Company's operations.

Secretarial Standard

We strictly comply with the secretarial standard on meetings of the Board of Directors and Annual General Meeting issued by the Institute of Chartered Secretaries of Bangladesh (ICSB).

Communications and Relationship with Shareholders

Envoy Textiles strongly believes that all stakeholders should have access to complete information on its activities, performance and product initiatives. The Company's website www.envoytextiles.com displays, inter alia, the annual report, half yearly report, quarterly report, product offerings, recent announcements and event updates.

All required corporate information is available on the company's website in compliance with the regulation 44(2) of Stock Exchanges Listing Regulation 2015 and always updated on time for the Shareholders.

The Company reports to the shareholders, four times a year, through quarterly, half yearly report and detailed annual report. Every shareholder has the right to attend the annual general meeting, where they can meet and communicate with the directors and express their views regarding the Company's business, its future prospects and other matters of interest. The shareholders are always encouraged to attend the meeting or, if unable to attend, may appoint proxies.

All disclosures required by the Company Act, 1994, Bangladesh Securities and Exchange Commission, Listing Regulations of Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited are made adequately and promptly.

Preparation and Presentation of Financial Statements and Directors' Responsibility

The Companies Act 1994 requires the Directors to prepare financial statements for each accounting year. The Board of Directors accept the responsibility of preparing the financial statements, maintaining adequate records for safeguarding the assets of the Company, preventing and detecting fraud and/or other irregularities, selecting suitable accounting policies and apply those policies, consistently, and making reasonable and prudent judgments and estimates where necessary.

Report of the Audit Committee

The Audit Committee oversees the Company's financial reporting process on behalf of the Board of Directors. The Company's management has the primary responsibility for the financial statements, for maintaining effective internal control over financial reporting, and for assessing the effectiveness of internal control over financial reporting. In fulfilling its oversight responsibilities, the Committee reviewed and discussed the financial statements and the related schedules with Company management, including a discussion of the quality, not just the acceptability, of the accounting principles; the balance between judgments; and the clarity of disclosures in the financial statements.

The Committee discussed with the Company's internal auditors and statutory auditors the overall scope and plans for their respective audits. The Committee meets with the internal auditors and the external audit firm, with or without the presence of the management, to discuss the results of their examinations; their evaluation of the Company's internal control and the overall quality of the Company's financial reporting.

In reliance on the reviews and discussions referred to above, the Committee recommended to the Board of Directors, that the financial statements and related schedules be included in the Annual Report to which the Board has approved,

The Committee is governed by a term of reference in line with requirements of BSEC notification on corporate governance. The Committee held four meetings during the fiscal year 2016-17. The Committee is comprised of four directors including an independent director, who is the Chairman of the Committee as defined by the Bangladesh Securities and Exchange Commission Corporate governance guideline Notification.

During the year 2016-17, the Audit Committee carried out the following activities:

1. Financial Reporting

   Reviewed the quarterly, half-yearly and annual financial statement of the Company with the Chief Financial Officer and Chief Executive Officer, focusing particularly on significant changes to accounting policies and practices, adjustments arising from the audits, in compliance with the accounting standards and other legal requirements before recommending it to the Board for approval.

2. Internal Control and Internal Audit system

   a. Reviewed Internal Control and Internal Audit system periodically.

   b. Reviewed status reports of internal audit to ensure that appropriate actions had been taken to implement the audit recommendations

3. External Audit

   Reviewed with the external auditors, the Company's annual financial statements were discussed with the Chief Executive Officer and Chief Financial Officer, focusing on findings arising from audits, before recommending it to the Board of Directors for approval.

Abul Kalam Azad, FCA
Chairman, Audit Committee

Report of the CEO & CFO

We have reviewed the financial statements of Envoy Textiles Limited which comprise of the Statement of Financial Position as at 30 June 2017, Income Statement, Statement of Changes in Equity, Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory notes.

These Financial Statements have been prepared and presented fairly in accordance with Bangladesh

Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS), the Financial

Institutions Act 1993, the rules and regulations issued by the Bangladesh Bank, the Companies Act 1994 and other applicable laws and regulations. The Company has taken proper and sufficient care in installing a system of internal control, which is reviewed, evaluated and updated on an ongoing basis. The Internal Control & Compliance Department of the Company conducts periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed.

Based on the internal control system of the Company and our review of these financial statements, we, Tushar Tripathi, CEO & Saiful Islam FCMA, CFO of the Company do hereby jointly certify that we have reviewed the financial statements for the year ended 30 June 2017 together with the notes thereon and schedule annexed there to 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 together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.

There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or a violation of the Company's code of conduct.

Saiful Islam, FCMA
Chief Financial Officer
Envoy Textiles Ltd.

Tushar Tripathi
Chief Executive Officer
Envoy Textiles Ltd.



DIRECTORS' REPORT

DIRECTORS' REPORT TO THE SHAREHOLDERS

DEAR SHAREHOLDERS:

In terms of provision of Section 184 of the Companies Act 1994, Rule 12 (and the schedule thereunder) of the Securities and Exchange Rules 1987 and Bangladesh Securities & Exchange Commission Notification, no.SEC/CMRRCD/2006 158/134/Admin/44 dated 7 August 2012 on compliance of corporate governance guidelines, it is the pleasure of the Board of Directors to submit its Report to the Shareholders for the year ended 30 June 2017 in the following paragraphs:

INDUSTRY OUTLOOK

The size of the Global Denim Market stood at USD 56.20 billion. By 2020, the global denim market is forecasted to reach at USD 64.1 billion, while Bangladesh's denim export is expected to reach USD 7 billion by this period.

The Global Denim Market growth rate is estimated about 8 percent a year until 2020, according to data from the Cotton Inc USA

The Denim Industry in Bangladesh would grow further as new entrepreneurs are entering with big investment plans. Currently, Bangladesh has 30 denim mills with annual production capacity of 400 million yards and the total investment is more than $1 billion. Envoy Textiles has a market share of around 12.50%

Bangladesh is the largest denim exporter to the EU and the third largest to the US. Denim export is expected to fetch $7 billion a year for the country.

Bangladesh has overtaken China to become the largest denim supplier to the European Union and secure 21.18 percent market share, the highest.

The country has also become the third largest denim supplier to the US, registering a 12.03 percent market share.

The denim manufacturing industry in Bangladesh is becoming one of the largest in the world, attracting an increasing number of international brands who are sourcing and manufacturing their denim products in the country.

Bangladeshi entrepreneurs supply denim products to major global retailers including Levi's, Diesel, G-Star RAW, H&M, Uniqlo, Tesco, Wrangler, s.Oliver, Hugo Boss, Walmart, and Gap.

THE STATE OF THE COMPANY'S AFFAIRS

Envoy Textiles Limited is a 100% export oriented denim fabric manufacturer and the first denim project in Bangladesh with **Rope Dyed Technology** having a current installed production capacity of 50 million yards denim fabrics per annum.

The Company earned **LEED** (Leadership in Energy and Environmental Design) **Platinum** score, the first ever achieved by any textile manufacturer in Bangladesh and denim manufacturer in the world, is a testimony to Company's success in ensuring maximum environmental safety of its workplace.

The Company started its commercial operation with an initial production capacity of 16 million yards per annum in 2008, over the period the capacity has expanded more than three times.

The Company's attainable optimum running capacity is about 45 million yard of Fabrics per annum from 4.5 oz to 14.75 oz in different recipes, colors and shades.

Company is more focused with product development through research and innovation and its effort is to produce diverse range of denim fabrics to cater in upper market segment.

The Company has its own state of art **Spinning Unit** with a production capacity of 50 MT of yarn per day in same compound.

At the end of 2016, the Spinning Unit came into commercial operation with a running production capacity of average 40-45 MT/day, mostly the yarn from spinning unit consumes for the production of own denim fabric.

Production Capacity verses actual Production for last five years in operation:

Particulars	2016-17	2015-16	2014-15	2013-14	2012-13
Installed Production Capacity (in million yard)	50	50	50.00	50.00	37.00
Actual Production (in million yard)	37.77	*29.62	33.15	26.49	22.84
Capacity Utilized (in percentage)	75.54	78.99	**85.60	**87.00	**87.86
Numbers of Loom Machine in Operation	364	314	314	218	132
Spinning Unit:					
Installed Production Capacity (in million kg)	17.50	-	-	-	-
Actual Production (in million kg)	11.36	-	-	-	-
Capacity Utilized (in percentage)	64.91	-	-	-	-

* for 9 months period

** Extended installed capacity was in trail run.

RISKS AND CONCERNS

Since the Bangladesh Denim Industry is an export-oriented sub-sector, its growth is mostly dependent on the economic stability of importing countries. A repeat of economic recession, high volatility of cotton price in the international market, infrastructural bottlenecks, government stiff textile export policy, and political unrest will surely put the industry at a systematic risk. The Industry is struggling to survive and to be competitive mainly because of the ongoing gas crisis and the frequent hike in energy prices.

Moreover, due to congestion in Chittagong Port freight and handling charges has gone up significantly in recent times, for the consequence, business is becoming more expensive for the local manufacturer.

The Company is aware of its following various risks and concerns and is prepared to meet those by systematic control:

Industry Market Risk-Bangladesh has to compete with other established manufacturers in countries like China, India, Pakistan, Cambodia and Vietnam. India and Pakistan are the two leading denim exporters that have become very lucrative to international buyers as the countries local currency devaluated against the dollar exchange rate. Also the countries have cost advantages being they producing cotton. Besides, Pakistan is enjoying a GSP facility in the EU market. Due to the rising cost in China, buyers are already planning to move to other cost efficient destinations like Bangladesh. Moreover, Bangladesh Denim Textile Industry has a competitive advantage as we have a very developed garments infrastructure and continuously upgrading skills of human resources enabling us to bring out high quality and cost competitive products.

Demand Risk- The demand for denim products is not growing at the expected level, as the younger generation now are more fascinating with electronic gadgets rather than buying fashionable denim wears. Climate changes have a seasonal demand variation and it could have a significant impact in some years.

Financial Risk-Risk and uncertainties for use of estimates in preparation of financial statements has been disclosed under note 4.02 of the Financial Statements.

Raw Material Price Risk-Cotton price in the world market is volatile, since cotton price is directly correlated with crops harvesting. As the Company is operating in intermediary process such price fluctuation can be adjusted within a short lead period.

Foreign Exchange Risk-As payment for Raw Materials is set-off by realization from export proceeds in the same foreign currency. Foreign Exchange rate fluctuation risk is very minimal which is adjusted through natural hedge.

OPERATIONAL PERFORMANCE

Segment-wise

The Company operates in single product line; production of denim fabrics with diverse shade, quality, recipe, color, weight, fashion, etc is only product of the business.

Revenue is generated from different sources; core revenue of the company comes from deemed export through export oriented local RMG against back to back LC

The Company is also exports fabric directly to more than 13 countries around 5-10% of its total production.

Part of revenue is cash incentive from the Govt. on export

A slide of revenue comes from weaving & finishing, B grade fabric sales, sample sales and stock fabric sales.

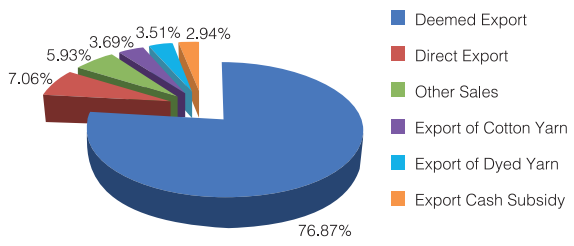
The company is also adding revenue by exporting dyed yarn through export oriented local knit RMG and small volume of yarn through export oriented local denim manufacturers.

Year-on-year segment-wise Revenue performance (all figures in Million BDT):

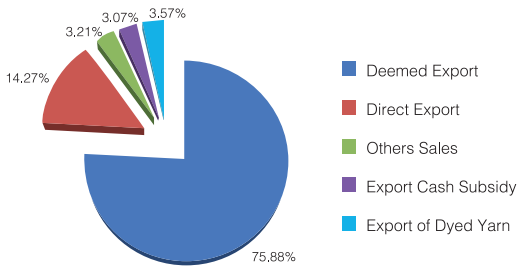
Revenue	2016-17	In %	*2015-16	In %	Difference	In %
Deemed Export	4,672.84	76.87	4,809.59	75.88	(136.75)	(2.16)
Direct Export	429.28	7.06	904.61	14.27	(475.33)	(7.50)
Other Sales	360.56	5.93	203.40	3.21	157.16	2.48
Export of Cotton Yarn	224.26	3.69	-	-	224.26	3.54
Export of Dyed Yarn	213.22	3.51	226.09	3.57	(12.87)	(0.20)
Export Cash Subsidy	178.57	2.94	194.68	3.07	(16.11)	(0.25)
Total	**6,078.73**	**100**	**6,338.37**	**100**	**(259.64)**	**(4.10)**

* Annualized

Revenue Segment for the year 2016-17



Revenue structure for the year 2015-16

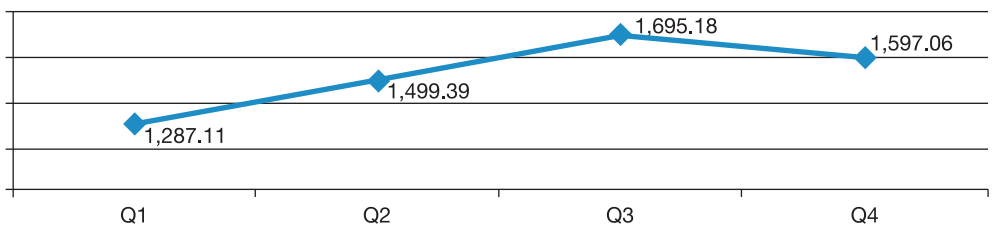


QUARTERLY RESULTS (2016-2017)

Particulars	Q1	Q2	Q3	4Q	Total
Revenue in million BDT	1,287.11	1,499.39	1,695.18	1,597.06	6,078.74
Q to Q in %	-	16.49%	13.06%	(5.79%)	-
NP in million BDT	50.76	87.41	82.68	100.33	321.18
Q to Q in %	-	72.20%	(5.41%)	21.35%	-

Q indicates Quarter

Quarterly Revenue in Graph (All figures in million BDT)



Quarterly Results

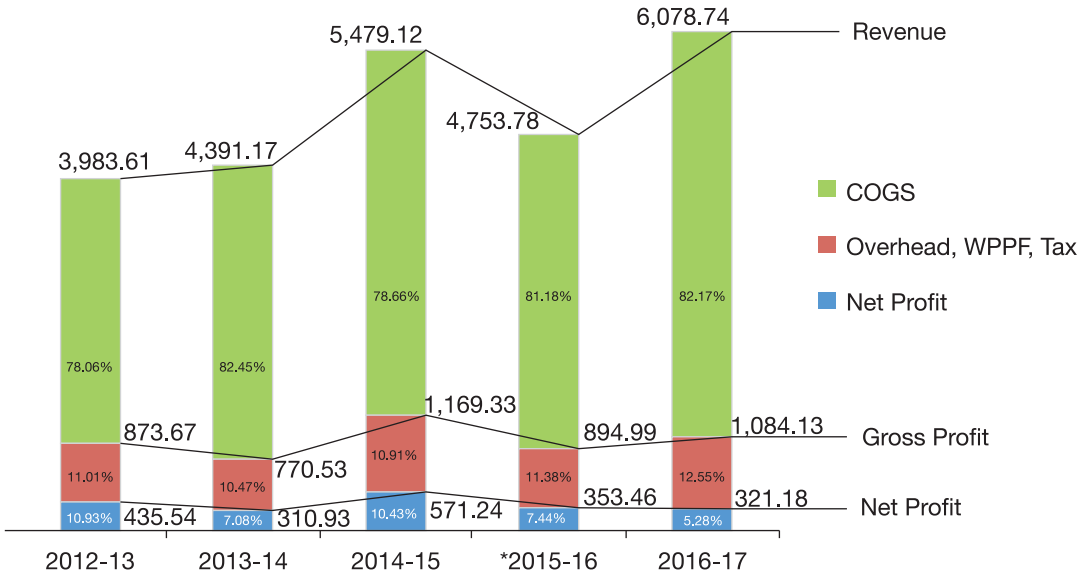
Quarter to quarter revenue earnings were almost in steady flow over the period. It slightly declined in the 4th quarter (March to June 2017) due to halted dispatch for festival holidays during that period and paused production for a few days causing machinery breakdown. The reason for declining net profit in the 3rd quarter was mostly charging for expenses of yearly onetime benefit to the workers and employees, incremental depreciation against fixed assets for spinning project and increased interest expenses against bank borrowing for accumulated fixed assets.

Cost of Production, COGS, GP Ratio and NP Ratio for last five years (all figures in Million BDT):

Particulars	2016-17	*2015-16	2014-15	2013-14	2012-13
Cost of Raw Materials	3,920.94	2,921.44	3,675.88	3,074.71	2,810.19
Other Production Overhead	1,483.63	920.86	860.61	591.88	467.06
Total Cost of Production	5,404.57	3,842.30	4,536.49	3,666.59	3,277.25
Cost per Yard in BDT	143.09	129.72	136.86	138.43	143.46
% of Raw Materials Cost to Production:	72.55	76.04	81.03	83.85	85.74
Cost of Goods Sold (COGS)	4,994.61	3,858.79	4,309.79	3,620.82	3,109.94
Revenue	6,078.74	4,753.78	5,479.12	4,391.17	3,983.61
% of COGS to Revenue	82.17	81.18	78.66	82.45	78.06
Gross Profit (GP)	1,084.13	894.99	1,169.33	770.35	873.67
GP Ratio	**17.83%**	**18.83%**	**21.34%**	**17.54%**	**21.93%**
Net Profit after Tax	321.18	353.46	571.24	310.93	435.54
NP Ratio	**5.28%**	**7.44%**	**10.43%**	**7.08%**	**10.93%**

* for 9 months period

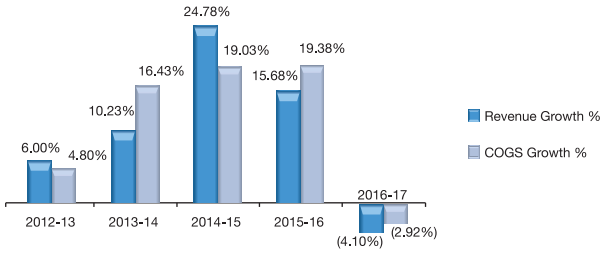
Comparative analysis of COGS, Overheads and Net Profit to Revenue for last five years :



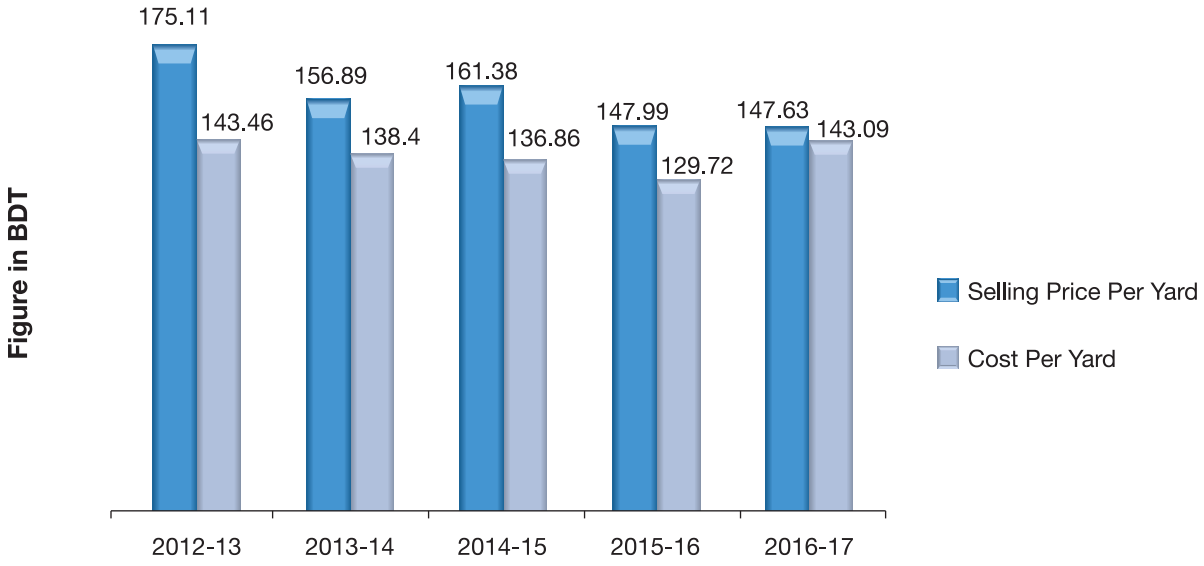
* for 9 months period

Revenue Growth Vs. COGS (all figures in Million BDT):

Year	2016-17	2015-16 (Annualized)	2014-15	2013-14
Revenue	6,078.74	6,338.37	5,479.12	4,391.17
Revenue Growth Rate	(4.10%)	15.68%	24.78%	10.23%
COGS	4,994.61	5,145.05	4,309.79	3,620.82
COGS Growth Rate	(2.92%)	19.38%	19.03%	16.43%



Average Selling Price Vs. Cost of Production per yard for last five years:



Significant events relating to financial operating results:

There was a negative growth of revenue by 4.10% in the year 2016-17 where cost of fabric production did not decline with the same pace during the period. Cotton prices gradually increased by 20-25% over the year and also increased the power cost significantly due to generating electricity frequently through diesel generator, at a high cost power sourcing alternative, for back up emergency power supply. As a result, cost of production of fabric per yard went up by 10.31% as compared to last year.

Increased cost of production didn't realize out of the fabrics selling price because of regional market competition as most of the denim manufacturers have been increased their production capacity in recent periods, for which the supply was overflowed corresponding usual demand of the country. Moreover, a few international buyers have switched over to the emerging African apparel market because of the price benefit.

The production had to close down for a number of days during the year due to upgradation the power connection lines, lead time for integration the different sources of power to mainstream and machines breakdown. For these reasons, targeted production couldn't achieved in the year 2016-17

Net profit dropped off by 31.85% as compared to the previous year annualized profit , as a significant amount of depreciation for accumulated fixed assets has been charged in the year 2016-17, on top of which, there was a huge financial expense incurred against bank borrowings for fresh investment to the spinning project and against short term borrowings to meet up working capital for extended capacity.

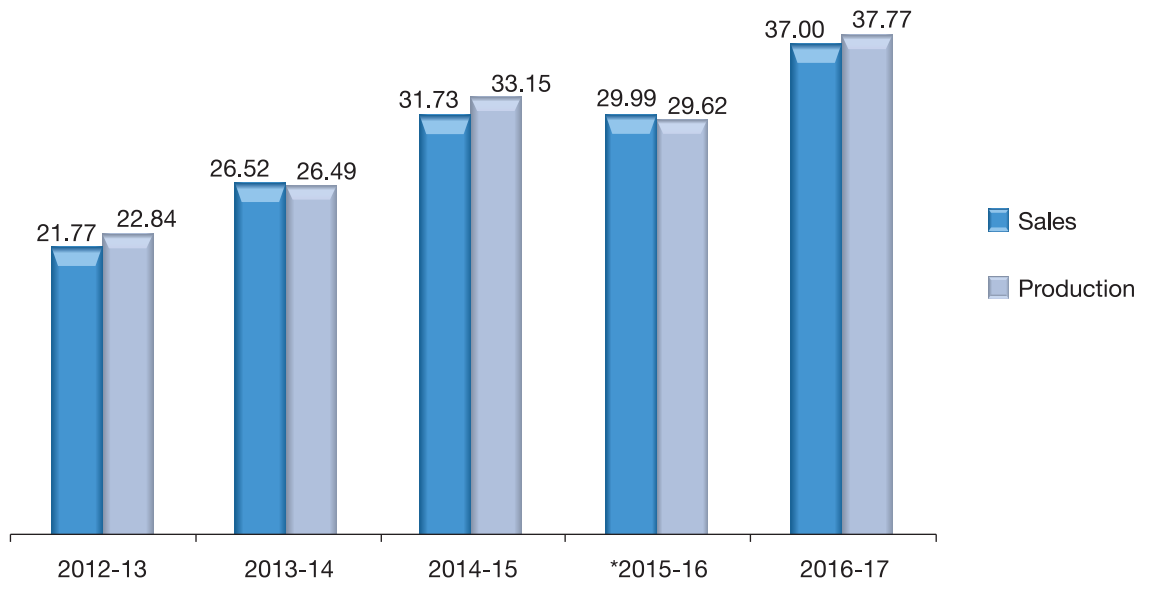
MARKETING OPERATION

Sales of Fabrics (in Million Yards)

	2016-17	*2015-16	2014-15	2013-14	2012-13
Deemed Export- Local RMG	30.30	23.72	24.72	13.17	18.34
Direct Export- International Market	2.55	4.10	5.08	7.60	0.65
Others Fabrics Sales	4.15	2.17	1.93	5.78	2.78
Total Sales of Fabrics	**37.00**	**29.99**	**31.73**	**26.55**	**21.77**
Sales of Yarn (in Million KG)					
Export of Cotton Yarn	1.13	-	-	-	-
Export of Dyed Yarn	1.07	0.85	-	-	-

* for 9 months period

Sales Vs. Production for last five years (Million in Yards)



* for 9 months period

Selling Price Per Yard of Fabric in BDT

	2016-17	2015-16	2014-15	2013-14	2012-13
Deemed Export- Local RMG	154.23	152.10	156.43	177.63	182.39
Export/Direct International Market	168.23	165.48	166.92	162.53	141.61
Others Fabrics Sales	86.85	70.30	210.19	102.21	134.91
Weighted Average Selling Price per Yard	**147.63**	**147.99**	**161.38**	**156.89**	**175.11**
Selling Price Per KG of Yarn in BDT					
Cotton Yarn	198.12	-	-	-	-
Dyed Yarn	199.68	-	-	-	-

Fabrics Sales (In Million BDT)

	2016-17	*2015-16	2014-15	2013-14	2012-13
Deemed Export- Local RMG	4,672.84	3,607.19	3,867.52	2,340.38	3,345.01
Export- International Market	429.28	678.46	847.54	1,234.46	91.58
Others Fabrics Sales	360.56	152.55	406.21	590.92	375.19
Total Sales	**5,462.68**	**4,438.20**	**5,121.27**	**4,165.76**	**3,811.78**

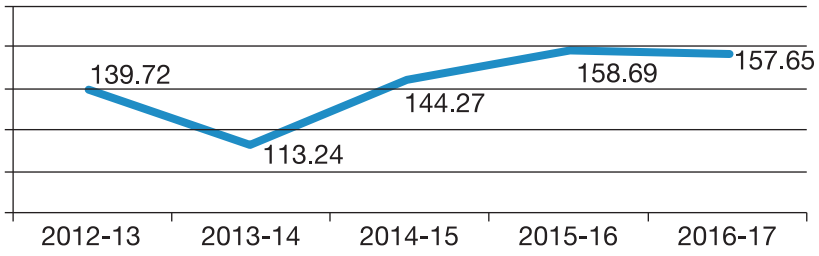
* for 9 months period

CONTRIBUTION TO NATIONAL EXCHEQUER (IN MILLION BDT)

	2016-17	*2015-16	2014-15	2013-14	2012-13
Corporate Income Tax	45.36	29.98	65.80	34.06	46.64
Advance Income Tax (Deducted at Source)	64.73	66.83	60.25	60.48	75.74
VAT	12.27	8.67	5.63	14.04	9.85
Import Duties	32.08	45.48	8.96	1.64	1.17
Stamp Duties	0.59	4.44	0.68	0.38	2.59
License Fees etc.	2.62	3.29	2.95	2.64	3.73
Total	**157.65**	**158.69**	**144.27**	**113.24**	**139.72**

* for 9 months period

Contribution to National Exchequer in Graph



FOREIGN EXCHANGE EARNED/SAVED

(Amount in Million BDT)

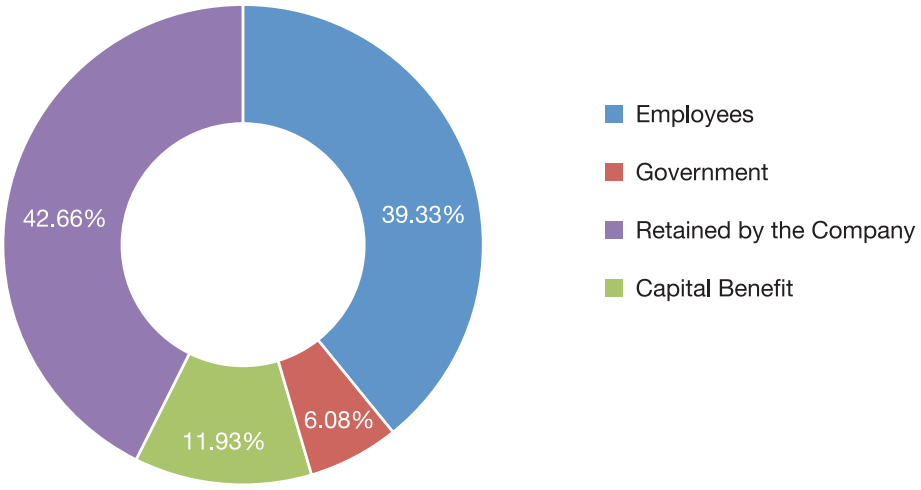
	2016-17	*2015-16	2014-15	2013-14	2012-13
Total Export Earnings	5,539.60	4285.65	4,835.44	3,574.85	3,436.59
(Less) Import Cost:					
Raw Material Yarn	1,507.74	2098.92	3,215.43	2,829.85	2,485.06
Cotton	1,994.94	321.89	-	-	-
Raw Material Dyes & Chemicals	686.56	497.45	563.78	470.23	311.62
Spare Parts	52.02	43.93	58.82	44.30	40.18
Miscellaneous	39.05	15.52	18.76	0.32	0.89
Net Export Earned / Saved	**1,259.29**	**1,307.94**	**978.65**	**230.15**	**598.84**

* for 9 months period

VALUE ADDED STATEMENT

Particulars	Amount June 30, 2017	Amount June 30, 2016
Source of Fund:		
Net Sales Revenue	6,078,738,108	4,753,778,825
Less: Purchase of Raw Materials and Services	(4,550,718,460)	(3,562,399,811)
Other Income	1,384,890	2,266,414
Total	**1,529,404,537**	**1,193,645,427**
Application of Fund:		
Employees		
Salary, Wages and Other Benefits	583,980,526	383,071,291
Contribution to Workers Profit Participation Fund	17,557,807	19,768,748
	601,538,333	**402,840,039**
Government:		
Corporate Income Tax	45,356,147	41,912,126
Other Government Duties	47,567,691	61,880,311
	92,923,838	**103,792,437**
Capital Benefit		
Cash Dividend	**182,429,558**	**228,080,239**
Retained by the Company		
Depreciation & Ammortization	513,765,738	333,550,124
Retained Earnings	138,747,071	125,382,589
	652,512,808	**458,932,713**
Total	**1,529,404,537**	**1,193,645,427**

Distribution of Value addition in 2016-2017



CORPORATE AND FINANCIAL REPORTING FRAMEWORK

The Directors, in accordance with BSEC Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012; confirm compliance with the financial reporting framework for the following:

a. The financial statements prepared by the management of Envoy Textiles, present fairly its state of affairs, the results of its operations, cash flows and changes in equity;
b. Proper books and accounts of the Company have been maintained;
c. Appropriate accounting policies have been consistently applied except for the changes disclosed in the financial statements in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
d. International Accounting Standards (IAS), Bangladesh Accounting Standards (BAS), International Financial Reporting Standards (IFRS), Bangladesh Financial Reporting Standards (BFRS) as applicable in Bangladesh, have been followed in preparation of financial statements and any departure there from has been adequately disclosed.
e. The system of internal control is sound in design and has been effectively implemented and monitored;
f. There was a significant deviation from the operating result of the last year and the reasons thereof have been explained under operational performance Para in this report.
g. There was no significant variance between the quarterly and the Annual financial performance of the company during the year 2016-17
h. There was no extra-ordinary gain or loss during the year 2016-17
i. There were related party transactions during the year 2016-17, which are disclosed in note no. 33 of the financial statements.
j. The CEO and CFO have certified to the Board that they have reviewed the Financial Statements and believe that these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and 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.
k. The CEO and CFO have further certified to the Board that there are, to the best of their knowledge and belief, no transactions made by the company during the year which are fraudulent, illegal or violation of the company's code of conduct.

KEY OPERATING AND FINANCIAL DATA

Key operating and financial information for the last five years as per requirement of the condition 1.5(xviii) of BSEC Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012, are presented as Annexure I titled under Key Operating and Financial data.

SHAREHOLDING PATTERN

Shareholding patterns of the Company as on 30 June 2017, are stated in Annexure II of this report as required by condition 1.5(xxi) of the BSEC Notification dated August 7, 2012

BOARD MEETING, ATTENDANCE & REMUNERATION TO THE DIRECTORS

During the year ended 30 June 2017, a total of seventeen (17) Board Meetings were held and the attendance by the Directors are summarized in Annexure III of this report. The remuneration of the Directors has been mentioned in Note 34.01 & 34.02 of the Financial Statements. The Directors of the Company, including Independent Directors have forgone their meeting attendance fees for the year 2016-17

PROPOSED DIVIDEND

The Board recommended Cash Dividend @ 7% (i.e. Taka 0.70 per share of Taka 10.00 each) and Stock Dividend @ 5% (i.e. 5 Bonus Shares for every 100 ordinary shares held) for the year ended 30 June 2017

DISTRIBUTION OF PROFIT

Considering the need for expansion and product innovation, increasing cost of external sources of fund, the Board of Directors have proposed and recommended for appropriation as follows:

a.	Net Profit after Tax for the year ended 30 June 2017	Taka	321,176,626.00
b.	Proposed appropriation:		
	(i) Cash Dividend	Taka	109,630,567.00
	(ii) Issuance of Stock Dividend	Taka	78,307,548.00
c.	Transferred to Retained Earnings and Reserve	Taka	133,238,511.00

DIRECTORS RE-APPOINTMENT

As per Article- 125 of the Articles of Association of the Company, the following two Directors will retire from the office of directorship of the Company in the ensuing 22nd Annual General Meeting:

Mr. Kutubuddin Ahmed and

Barrister Shehrin Salam Oishee

Being eligible for re-election as per Article- 126 of the Articles of Association of the Company, they applied for a re-appointment.

And, the Board of Directors in its meeting held on 12 April 2017 appointed Ms. Sumayyah Ahmed and Mr. Ishmam Salam as additional Director to the Board in pursuant to the Article No. 124 of Articles of Association of the Company, who shall hold office upto the date of the ensuing Annual General Meeting of the Company.

Ms. Sumayyah Ahmed is the daughter of Mr. Kutubuddin Ahmed, Chairman of the Company , residing at House#35, Road#12, Baridhara R/A, Dhaka.

Mr. Ishmam Salam is the son of Mr. Abdus Salam Murshedy, Managing Director of the Company, residing at House-27B, CEN(D) Road-104, Gulshan-2, Dhaka

Both of new Directors have requisite share qualification in the Company. They will retire at the ensuing Annual General Meeting of the Company and being eligible offered themselves for reappointment.

Brief Resume of appointee Directors are enclosed as Annexure IV in compliance with the Provision 1.5(xxii) of BSEC Notification dated August 7, 2012.

AUDITORS RE-APPOINTMENT

In 21st Annual General Meeting, shareholders appointed M/S AHMAD & AKHTAR, Chartered Accountants, as the external auditors for auditing the financial statements of the Company for the year ended 30 June 2017 at a remuneration of Tk.150,000 until the conclusion of 22nd Annual General Meeting.

The existing Auditors have completed second year of audit. They are eligible to continue in accordance with the provision of BSEC Order No. SEC/CMRRCD/2009-193/174/Admin/ 61 dated 08 July 2015 and Regulation No. 15(3) of DSE (Listing) Regulations, 2015 and they have expressed their intention to be reappointed for the next term at an increased fee.

In recommendation of the Audit committee, the Board in its Meeting held on 11 October 2017 proposed for reappointment of M/S AHMAD & AKHTAR, Chartered Accounts to hold office for the period until conclusion of the next (23rd) Annual General Meeting of the Company for auditing the accounts for the year ended 30 June 2018

CORPORATE GOVERNANCE COMPLIANCE AUDIT

Pursuant to the provision 7(i) of BSEC Notification, No. # SEC/CMRRCD/2006-158/134/Admin/44, dated 07 August 2012, the Board of Directors has appointed M/S, ARTISAN, Chartered Accountants, as practicing Professional Accountant for conducting Corporate Governance Compliance Audit of the Company for the financial year ended 30 June 2017.

The Corporate Governance Compliance Audit Report & certificate thereof is annexed herewith as Annexure VII. The Compliance Audit report does not contain any qualification, reservation or adverse remarks.

FINANCIAL YEAR

The reporting financial year (FY 2016-17) is for a 12 month period, starting from 01 July 2016 to 30 June 2017

The financial year 2015-16 was for 9 months, from 01 October 2015 to 30 June 2016 in compliance with Finance Act 2015 regarding uniform financial year and subsequent directives by Bangladesh Securities and Exchange Commission thereon.

GOING CONCERN

The Directors, having made appropriate enquiries, have satisfied themselves that no material uncertainties that cast significant doubt about the ability of the Company to continue as a going concern have been identified, and they have a reasonable expectation that the Company has adequate financial resources to continue in operational existence for the foreseeable future. Therefore, these financial statements have been prepared on a going concern basis.

UTILIZATION OF PROCEEDS FROM PUBLIC ISSUES

The Company's IPO was made in the year 2012. The proceeds from public issues have been fully utilized and reported accordingly. No further issue by any instrument was made during the reporting period.

STATUS OF CORPORATE GOVERNANCE COMPLIANCE

Status of compliance with the conditions imposed by the Bangladesh Securities and Exchange Commission's Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 is enclosed as Annexure V, VI & VII.

MANAGEMENT APPRECIATION

The Board of Directors record with deep appreciation the performance of the management, the officers, staff and workers whose continuous effort helped increase the productivity as well as the net profit despite the natural and unnatural adverse factors of production and marketing throughout the country and the world. It is expected the employees and the management will continue to improve the results for the interest of shareholders whose unswerving trust in the management has always been an inspiration to the Board of Directors. The Directors express their gratitude and acknowledge with keen interest the cooperation and unflinching support received from various agencies including Bangladesh Securities and Exchange Commission, Stock Exchanges, National Board of Revenue, Board of Investment, Bank/Financial Institutions and other agencies of the public.

On behalf of the Board of Directors,

Kutubuddin Ahmed
Chairman
Thursday, 16 November 2017
Dhaka





SPINNING UNIT

এনভয় টেক্সটাইলস লিমিটেড

শেয়ারহোল্ডারগনের প্রতি পরিচালনা পর্ষদের প্রতিবেদন

সম্মানিত শেয়ারহোল্ডারবৃন্দ :

পরিচালনা পর্ষদ আনন্দের সাথে ৩০ জুন ২০১৭ সমাপ্ত আর্থিক বছরের, কোম্পানী আইন ১৯৯৪ এর ধারা নং ১৮৪, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ রুলস ১৯৮৭ এর ১২ নং বিধির (এবং তফসিল অনুযায়ী) শর্তানুসারে এবং ৭ই আগষ্ট, ২০১২ তারিখের প্রাতিষ্ঠানিক সুশাসন পালনের নির্দেশাবলী সম্পর্কিত বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের জারীকৃত নোটিফিকেশন নং SEC/CMRRCD/2066-158/134/Admin/44 অনুসারে এর প্রতিবেদন সম্মানিত শেয়ারহোল্ডারবৃন্দের কাছে নিম্নোক্ত পরিচ্ছেদগুলোতে পেশ করছেন:

শিল্পের অবস্থান

বর্তমানে বিশ্বে ডেনিমের ৫৬.২০ বিলিয়ন ডলারের একটি বাজার সৃষ্টি হয়েছে; যা ২০২০ সাল নাগাদ ৬৪.১০ বিলিয়নে উন্নীত হওয়ার সম্ভাবনা রয়েছে, যেখানে বিশ্ব বাজারে দেশীয় ডেনিমের রপ্তানী এ সময়ে ৭ বিলিয়ন ডলারে পৌছাবে বলে আশা করা যায়।

ইউ এস এ কটন সংস্থার তথ্য মতে, ২০২০ সাল পর্যন্ত ৮ শতাংশ হারে বাজার প্রবৃদ্ধির সম্ভাবনা আছে।

বাংলাদেশের ডেনিম শিল্প সম্প্রসারিত হচ্ছে, শিল্পোদ্যোক্তরা এখাতে নতুন বিনিয়োগ নিয়ে আসছে, বর্তমানে বাংলাদেশে ৩০টি ডেনিম মিল থেকে বছরে ৪০০ মিলিয়ন গজ কাপড় উৎপাদিত হচ্ছে এবং এখাতে মোট বিনিয়োগ ১ বিলিয়ন ডলার ছাড়িয়ে গেছে।

উল্লেখ্য, দেশীয় বাজারের ১২.৫০ শতাংশ এনভয় টেক্সটাইলসের দখলে আছে।

বাংলাদেশ ডেনিম পণ্য রপ্তানীতে চায়নাকে ছাড়িয়ে ইউরোপীয় ইউনিয়নের দেশগুলোতে ২১.১৮ শতাংশ বাজার দখল করে সর্বোচ্চ স্থানে রয়েছে; এবং যুক্তরাজ্যের ১২.০৩ শতাংশ বাজার বাংলাদেশের দখলে আছে; যা ডেনিম রপ্তানীকারক দেশসমূহের মধ্যে তৃতীয় সর্বোচ্চ।

আন্তর্জাতিক ক্রেতাদের মানসম্মত চাহিদা পূরণের মাধ্যমে বাংলাদেশের ডেনিম শিল্প বিশ্বের বাজারে একটি অন্যতম বৃহত্তম অবস্থানে পৌছতে যাচ্ছে। বিশ্বের সব নামী-দামী ব্র্যান্ড প্রতিষ্ঠানের নিকট বাংলাদেশ থেকে ডেনিম পন্য ও ফেব্রিক্স সরবরাহ হয়ে থাকে।

কোম্পানীর বিষয়াদির অবস্থা

এনভয় টেক্সটাইল্স লিমিটেড বার্ষিক ৫০ মিলিয়ন গজ উৎপাদন ক্ষমতাসম্পন্ন বাংলাদেশে স্থাপিত প্রথম রোপ ডাইয়িং প্রযুক্তির শতভাগ রপ্তানীমূখী ডেনিম ফেব্রিক্স উৎপাদনকারী একটি প্রতিষ্ঠান। কোম্পানী ২০০৮ সালে বার্ষিক ১৬ মিলিয়ন গজ ডেনিম ফেব্রিক্স উৎপাদন ক্ষমতা নিয়ে বানিজ্যিক উৎপাদন শুরু করে এবং এযাবত সময়ে এ উৎপাদন ক্ষমতা তিনগুনে উন্নীত হয়।

এনভয় টেক্সটাইল্স লিমিটেড লীড প্লাটিনাম স্কোরধারী কোম্পানী। এ অর্জন বাংলাদেশের টেক্সটাইলস উৎপাদনকারী প্রতিষ্ঠানের এবং বিশ্বের ডেনিম উৎপাদনকারী প্রতিষ্ঠানের মধ্যে সর্বপ্রথম, যা কোম্পানীর সর্বোচ্চ পরিবেশগত নিরাপত্তার নিশ্চয়তা বিধান করে।

৪.৫ আউন্স থেকে ১৪.৭৫ আউন্সের বিভিন্ন প্রকারের ফেব্রিক্স বর্তমানে সর্বোচ্চ বাৎসরিক প্রায় ৪৫ মিলিয়ন গজ পর্যন্ত উৎপাদন করা সম্ভব।

গবেষনা ও উৎকর্ষ সাধনের মাধ্যমে ফেব্রিক্সের গুনগত মান ও বৈচিত্র সৃষ্টি করে উন্নত বাজার দখল করাই কোম্পানীর অন্যতম লক্ষ্য।

কারখানা প্রাঙ্গনের অভ্যন্তরে দৈনিক ৫০ মেট্রিক টন সূতা উৎপাদনের সক্ষমতায় কোম্পানীর একটি নিজস্ব স্পিনিং ইউনিট স্থাপিত হয়েছে। ২০১৬ সালের শেষ নাগাদ এই কারখানা থেকে বানিজ্যিকভাবে সূতা উৎপাদন শুরু হয় এবং বর্তমানে দৈনিক গড়ে ৪০/৪৫ মেট্রিক টন সূতা উৎপাদিত হচ্ছে, যার সিংহভাগই মানসম্মত কোম্পানীর নিজস্ব ডেনিম ফেব্রিক্স উৎপাদনে ব্যবহৃত হয়।

বিগত ৫ বছরের উৎপাদন ক্ষমতার বিপরীতে প্রকৃত উৎপাদনের চিত্রঃ

বিবরণ	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫	২০১৩-১৪	২০১২-১৩
স্থাপিত উৎপাদন ক্ষমতা (মিলিয়ন গজে)	৫০	৫০	৫০.০০	৫০.০০	৩৭.০০
প্রকৃত উৎপাদন (মিলিয়ন গজে)	৩৭.৭৭	*২৯.৬২	৩৩.১৫	২৬.৪৯	২২.৮৪
ব্যবহৃত উৎপাদন ক্ষমতা (শতাংশে)	৭৫.৫৪	৭৮.৯৯	**৮৫.৬০	**৮৭.০০	**৮৭.৮৬
উৎপাদনে ব্যবহৃত লুম মেশিনের সংখ্যা	৩৬৪	৩১৪	৩১৪	২১৮	১৩২
স্পিনিং ইউনিট ঃ					
স্থাপিত উৎপাদন ক্ষমতা (মিলিয়ন কেজি)	১৭.৫০	-	-	-	-
প্রকৃত উৎপাদন (মিলিয়ন কেজি)	১১.৩৬	-	-	-	-
ব্যবহৃত উৎপাদন ক্ষমতা (শতাংশে)	৬৪.৯১	-	-	-	-

*৯ মাসের হিসাব

** বর্ধিত স্থাপিত ক্ষমতা পরীক্ষামূলক উৎপাদনে ছিল

ঝুঁকি ও এর অবস্থান

বাংলাদেশের ডেনিম শিল্প যেহেতু রপ্তানীমূখী একটি শিল্প, যার সাফল্য বহুলাংশে আমদানীকারক দেশ সমূহের অর্থনৈতিক স্থিতিশীলতার উপর নির্ভরশীল। বৈশ্বিক অর্থনীতিতে মন্দা, আন্তর্জাতিক বাজারে তুলার মূল্যে উঠানামা, অবকাঠামোগত সীমাবদ্ধতা, সরকারী নীতি ব্যবস্থাপনা এবং রাজনৈতিক অস্থিরতা এ শিল্পকে দারুনভাবে প্রভাবিত করতে পারে।

গ্যাসের স্বল্পতা এবং সাম্প্রতিক সময়ে কয়েক দফায় জ্বালানীর মূল্য বৃদ্ধির কারনে পণ্যের উৎপাদন ব্যয় বৃদ্ধি পাওয়ায় এ শিল্প ইতিমধ্যে দারুনভাবে আন্তর্জাতিক বাজারে প্রতিযোগীতার সম্মুখীন হচ্ছে এবং নিজেদের অস্তিত্ব টিকিয়ে রাখার লড়াই করছে। যার ফলসূতিতে দেশীয় উৎপাদনকারীরা প্রতিযোগিতার সক্ষমতা হারাচ্ছে। অধিকন্ত, চট্টগ্রাম বন্দরে সৃষ্ট জটলার কারনে জাহাজ ভাড়া ও পন্য ওঠানামার খরচ সাম্প্রতিক সময়ে অনেক বৃদ্ধি পেয়েছে।

কোম্পানী এর নিম্নোক্ত বিভিন্ন ঝুঁকির বিষয়ে সজাগ রয়েছে এবং এসব ঝুঁকি মোকাবিলায় প্রয়োজনীয় নিয়ন্ত্রনমূলক ব্যবস্থাধীনে আছে ঃ

শিল্পপণ্যের বাজারজনিত ঝুঁকি:

বাংলাদেশকে আন্তর্জাতিক বাজারে চীন, ভারত, পাকিস্তান, কম্বোডিয়া ও ভিয়েতনামের মতো প্রতিষ্ঠিত রপ্তানীকারক দেশগুলোর সাথে প্রতিযোগীতা করতে হয়। ইতিমধ্যে ভারত ও পাকিস্তানে ডলারের বিপরীতে দেশ দুটির স্থানীয় মুদ্রা অবমূল্যায়িত হওয়ায় আন্তর্জাতিক ক্রেতাদের নিকট এসব দেশ থেকে আমদানীকৃত ডেনিম পণ্যের মূল্য সাশ্রয় হচ্ছে। সূতা উৎপাদনকারী দেশ হওয়াতে এদেশ দু'টির পণ্য উৎপাদন খরচ তুলনামূলক ভাবে কম থাকে। এছাড়াও পাকিস্তান ইউরোপীয় ইউনিয়নের বাজারে শুল্কমূক্ত পণ্য রপ্তানী সুবিধা পেয়েছে। অন্যদিকে চীনে ডেনিম পণ্যের উৎপাদন ব্যয় বৃদ্ধির ফলে আন্তর্জাতিক ক্রেতারা অন্যান্য মূল্য সাশ্রয়ী দেশের পাশাপাশি বাংলাদেশমূখী হচ্ছে। এছাড়া বাংলাদেশের একটি সমৃদ্ধ তৈরী পোষাক শিল্প রয়েছে এবং ধারাবাহিক মানবসম্পদ উন্নয়নের মাধ্যমে উন্নত মানের মূল্যসাশ্রয়ী পণ্য উৎপাদনে বাংলাদেশ ইতিমধ্যে সক্ষমতা অর্জন করেছে, যা বাজারঝুঁকি মোকাবিলায় একটি নিয়ামক শক্তি।

চাহিদাজনিত ঝুঁকি:

বর্তমানে বিশ্বের তরুন সমাজ পছন্দসই ডেনিম সামগ্রী ক্রয়ের পরিবর্তে অত্যাধুনিক যোগাযোগ-প্রযুক্তি পণ্যের দিকে অধিক ঝুকে পড়ায় ডেনিম পণ্যের আশান্বিত চাহিদার প্রবৃদ্ধি হচ্ছে না। এছাড়াও কোন কোন বছরে জলবায়ু পরিবর্তনের প্রভাবে সৃষ্ট ঋতু বৈচিত্রের তারতম্যে ডেনিম পণ্যের চাহিদা ব্যাপক ভাবে হ্রাস-বৃদ্ধি হতে পারে।

আর্থিক ঝুঁকি:

হিসাব বিবরণী যে সব অনুমানের মানদন্ডে প্রস্তত করা হয়েছে, সে সব অনুমানজনিত ঝুঁকির বিষয়ে আর্থিক বিবরণীর পদটীকা ৪.০২ এ উল্লেখ করা হয়েছে।

কাঁচামালের মূল্য তারতম্যজনিত ঝুঁকি:

যেহেতু ফেব্রিক্সের অন্যতম কাঁচামাল- সূতার উৎপাদন সরাসরি তুলা উৎপাদনের সাথে নির্ভরশীল এবং তুলা একটি কৃষিজাত পণ্য হওয়ায় এর মূল্য দ্রুত পরিবর্তনশীল। কোম্পানী ডেনিম পণ্য উৎপাদনের মধ্যবর্তী প্রক্রিয়ায় নিয়োজিত বিধায় কাঁচামালের মূল্য তারতম্যের দীর্ঘমেয়াদী কোন প্রভাব নেই।

বৈদেশিক মুদ্রার বিনিময়হারজনিত ঝুঁকি:

যেহেতু সম বৈদেশিক মূদ্রায় কাঁচামালের ক্রয় মূল্য পরিশোধিত হয় পণ্যের রপ্তানী আয় থেকে, ফলে বৈদেশিক মুদ্রার বিনিময় হারের তারতম্য স্বাভাবিকভাবে সমন্বয় হয়ে যায় এবং এ ঝুঁকি খুবই নগন্য।

ব্যবসায়িক কার্যক্রমের দক্ষতা

খাতওয়ারী

কোম্পানী বিভিন্ন প্রকারের শুধুমাত্র ডেনিম ফেব্রিক্সই উৎপাদন ও রপ্তানী করে থাকে।

কোম্পানীর মুনাফা একাধিক খাত থেকে অর্জিত হয়। কোম্পানীর রাজস্বের প্রধান উৎস হলো ব্যাক টু ব্যাক এলসির বিপরীতে রপ্তানীমুখী স্থানীয় পোশাক শিল্পের মাধ্যমে প্রচ্ছন্ন রপ্তানী আয়।

সরাসরি আন্তর্জাতিক ক্রেতাদের নিকট ফেব্রিক্স রপ্তানী থেকেও রাজস্ব অর্জিত হয়। কোম্পানীর মোট উৎপাদনের আনুমানিক ৫ থেকে ১০ শতাংশ ১৩টির অধিক দেশে সরাসরি রপ্তানী হয়ে থাকে।

রাজস্বের একটি অংশ রপ্তানীর উপর সরকারের নগদ সহায়তা থেকে আসে।

সামান্য পরিমানে রাজস্ব রপ্তানীযোগ্য নয় এমন কিছু নিম্নমানের ফেব্রিক্স, স্যাম্পল ফেব্রিক্স ইত্যাদি বিক্রয় থেকে আসে।

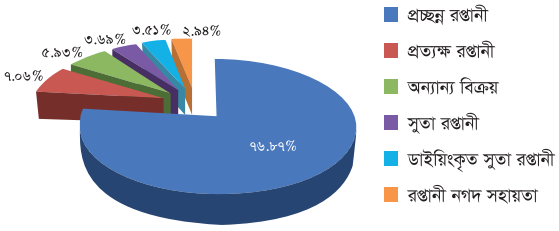
এছাড়াও রপ্তানীমূখী স্থানীয় নীট পোশাক শিল্পের নিকট ডায়িংকৃত সূতা রপ্তানী এবং রপ্তানীমূখী দেশীয় ডেনিম ফেব্রিক্স উৎপাদনকারী প্রতিষ্ঠানের নিকট সূতা রপ্তানী বাবদ কোম্পানীর আরো কিছু রাজস্ব আয় হয়ে থাকে।

গত বছরের তুলনায় এ বছরের অর্জিত রাজস্বের খাতওয়ারী দক্ষতার সারসংক্ষেপ নিম্নরূপ (সকল সংখ্যা মিলিয়ন টাকায়):

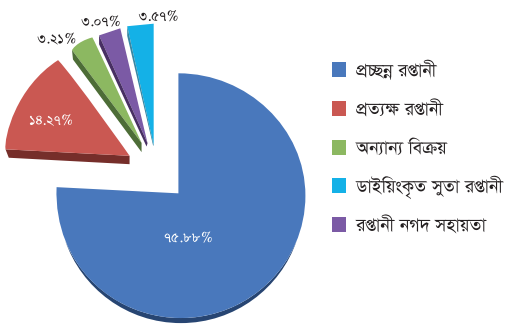
রাজস্বের খাত	২০১৬-১৭	শতাংশে	*২০১৫-১৬	শতাংশে	+/-হ্রাস/বৃদ্ধি টাকায়	শতাংশে
ক) প্রচ্ছন্ন রপ্তানী	৪,৬৭২.৮৪	৭৬.৮৭	৪,৮০৯.৫৯	৭৫.৮৮	(১৩৬.৭৫)	(২.১৬)
খ) প্রত্যক্ষ রপ্তানী	৪২৯.২৮	৭.০৬	৯০৪.৬১	১৪.২৭	(৪৭৫.৩৩)	(৭.৫০)
গ) অন্যান্য ফেব্রিক্স বিক্রয়	৩৬০.৫৬	৫.৯৩	২০৩.৪০	৩.২১	১৫৭.১৬	২.৪৮
ঘ) সুতা রপ্তানী	২২৪.২৬	৩.৬৯	-	-	২২৪.২৬	৩.৫৪
ঙ) ডাইয়িংকৃত সুতা রপ্তানী	২১৩.২২	৩.৫১	২২৬.০৯	৩.৫৭	(১২.৮৭)	(০.২০)
চ) রপ্তানী নগদ সহায়তা	১৭৮.৫৭	২.৯৪	১৯৪.৬৮	৩.০৭	(১৬.১১)	(০.২৫)
মোট	৬,০৭৮.৭৩	১০০	৬,৩৩৮.৩৭	১০০	(২৫৯.৬৪)	(৪.১০)

* বাৎসরিক হিসেবে

২০১৬-১৭ অর্থবছরে অর্জিত রাজস্বের খাত-ওয়ারী চিত্র



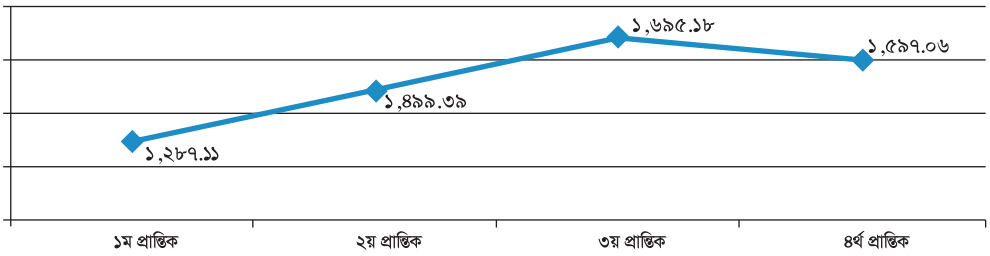
২০১৫-১৬ অর্থবছরে অর্জিত রাজস্বের খাত-ওয়ারী চিত্র



২০১৬-১৭ অর্থবছরের ত্রৈমাসিক ফলাফল:

বিবরণ	১ম প্রান্তিক	২য় প্রান্তিক	৩য় প্রান্তিক	৪র্থ প্রান্তিক	মোট
রাজস্ব আয় (মিলিয়ন টাকায়)	১,২৮৭.১১	১,৪৯৯.৩৯	১,৬৯৫.১৮	১,৫৯৭.০৬	৬,০৭৮.৭৪
প্রান্তিক হ্রাস-বৃদ্ধির হার	-	১৬.৪৯%	১৩.০৬%	(৫.৭৯%)	-
কর পরবর্তী নীট মুনাফা	৫০.৭৬	৮৭.৪১	৮২.৬৮	১০০.৩৩	৩২১.১৮
তুলনামূলক হ্রাস-বৃদ্ধির হার	-	৭২.২০%	(৫.৪১%)	২১.৩৫%	-

ত্রৈমাসিক রাজস্ব আয়ের ফলাফল ঃ ২০১৬-১৭ (মিলিয়ন টাকায়)



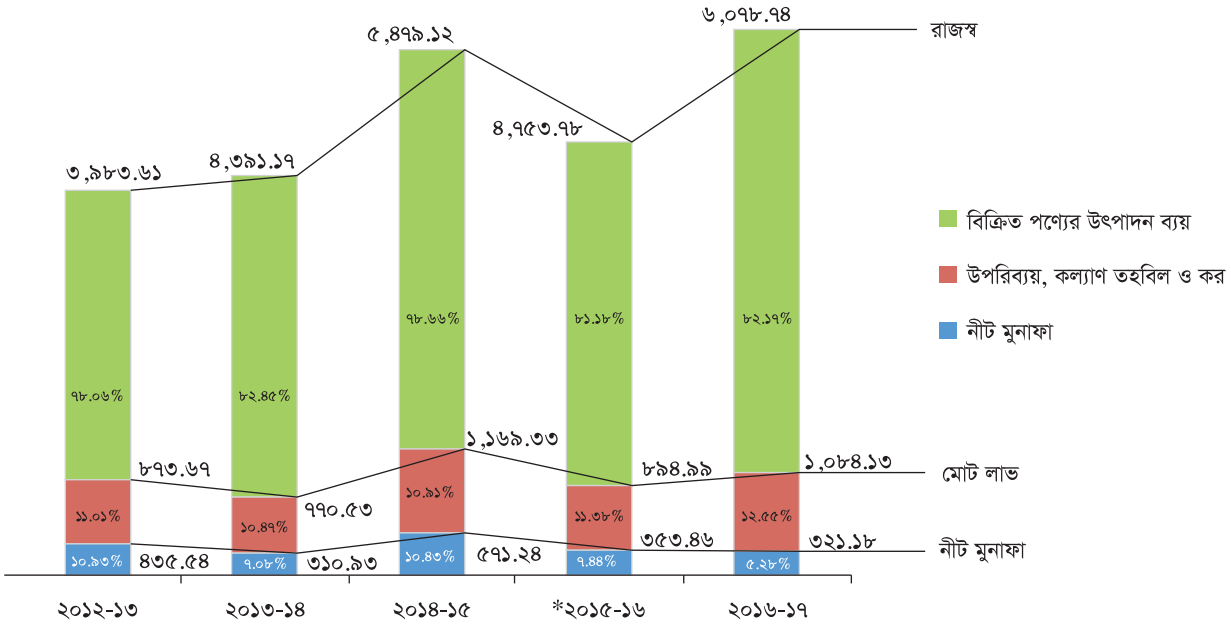
ত্রৈমাসিক তুলনামূলক ফলাফলে মোটামুটিভাবে একটি ভারসাম্যপূর্ণ অবস্থা বিরাজমান ছিল। বৎসরের শেষ প্রান্তিকে (মার্চ থেকে জুন ২০১৭) ঈদের ছুটি ও মেশিনের ত্রুটিগত কারনে সাময়িক উৎপাদন বন্ধ থাকায় রাজস্ব আয় তুলনামূলক ভাবে কমে যায়। তৃতীয় প্রান্তিকে রাজস্ব আয় বৃদ্ধি পাওয়া সত্ত্বেও মুনাফা হ্রাস পাওয়ার অন্যতম কারন হলো - এ সময়ে শ্রমিক কর্মচারীদের এককালীন বাৎসরিক সুবিধা প্রদানের খরচ, নতুন স্থাপিত স্পিনিং ইউনিটের সম্পত্তির অবচয় ধার্য ও বর্ধিত বিনিয়োগ ব্যয় উল্লেখযোগ্য পরিমানে লাভ-লোকসানের বিপরীতে আরোপিত হয়েছিল।

গত ৫ বছরের উৎপাদন ব্যয়, বিক্রিত পন্যের উৎপাদন ব্যয়, মোট মুনাফা হার ও নীট মুনাফা হারের চিত্রঃ (সকল পরিমান মিলিয়ন টাকায়)

বিবরণ	২০১৬-১৭	*২০১৫-১৬	২০১৪-১৫	২০১৩-১৪	২০১২-১৩
কাঁচামাল বাবদ ব্যয়	৩,৯২০.৯৪	২,৯২১.৪৪	৩,৬৭৫.৮৮	৩,০৭৪.৭১	২,৮১০.১৯
অন্যান্য উৎপাদন উপরিখরচ	১,৪৮৩.৬৩	৯২০.৮৬	৮৬০.৬১	৫৯১.৮৮	৪৬৭.০৬
মোট উৎপাদন ব্যয়	৫,৪০৪.৫৭	৩,৮৪২.৩০	৪,৫৩৬.৪৯	৩,৬৬৬.৫৯	৩,২৭৭.২৫
প্রতি গজের উৎপাদন ব্যয়	১৪৩.০৯	১২৯.৭২	১৩৬.৮৬	১৩৮.৪৩	১৪৩.৪৬
উৎপাদন ব্যয়ে কাঁচামালের হার (শতাংশে)	৭২.৫৫	৭৬.০৪	৮১.০৩	৮৩.৮৫	৮৫.৭৪
বিক্রিত পন্যের উৎপাদন ব্যয়	৪,৯৯৪.৬১	৩,৮৫৮.৭৯	৪,৩০৯.৭৯	৩,৬২০.৮২	৩,১০৯.৯৪
রাজস্ব আয়	৬,০৭৮.৭৪	৪,৭৫৩.৭৮	৫,৪৭৯.১২	৪,৩৯১.১৭	৩,৯৮৩.৬১
বিক্রয় মূল্যের তুলনায় ক্রয় মূল্যের হার (শতাংশে)	৮২.১৭	৮১.১৮	৭৮.৬৬	৮২.৪৫	৭৮.০৬
মোট লাভ	১,০৮৪.১৩	৮৯৪.৯৯	১,১৬৯.৩৩	৭৭০.৫৩	৮৭৩.৬৭
মোট মুনাফা হার	১৭.৮৩%	১৮.৮৩%	২১.৩৪%	১৭.৫৪%	২১.৯৩%
কর পরবর্তী নীট মুনাফা	৩২১.১৮	৩৫৩.৪৬	৫৭১.২৪	৩১০.৯৩	৪৩৫.৫৪
নীট মুনাফা হার	৫.২৮%	৭.৪৪%	১০.৪৩%	৭.০৮%	১০.৯৩%

*৯ মাসের হিসাব

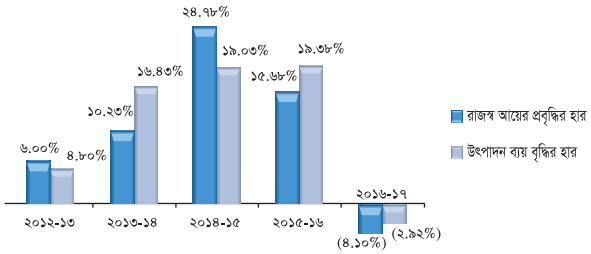
বিগত ৫ বছরের রাজস্ব আয়ের তুলনায় বিক্রিত পণ্যের উৎপাদন ব্যয়, উপরিব্যয় ও নীট মুনাফা হারের তুলনামুলক পর্যালোচনা ঃ



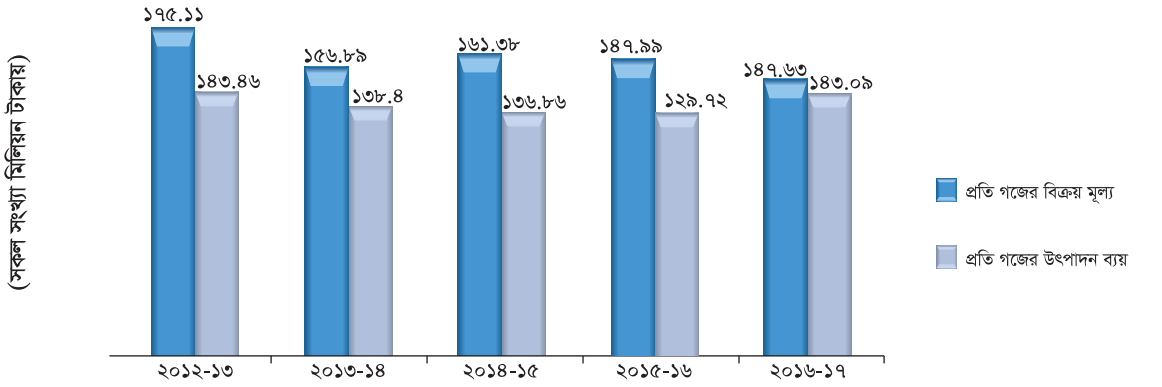
*৯ মাসের হিসাব

রাজস্ব আয়ের বিপরীতে উৎপাদন ব্যয় (সকল সংখ্যা মিলিয়ন টাকায়)

বছর	২০১৬-১৭	২০১৫-১৬ (বাণ্ডসরিক হিসেবে)	২০১৪-১৫	২০১৩-১৪
রাজস্ব আয়	৬,০৭৮.৭৪	৬,৩৩৮.৩৭	৫,৪৭৯.১২	৪,৩৯১.১৭
রাজস্ব আয়ের প্রবৃদ্ধির হার	(৪.১০%)	১৫.৬৮%	২৪.৭৮%	১০.২৩%
বিক্রিত পণ্যের উৎপাদন ব্যয়	৪,৯৯৪.৬১	৫,১৪৫.০৫	৪,৩০৯.৭৯	৩,৬২০.৮২
উৎপাদন ব্যয় বৃদ্ধির হার	(২.৯২%)	১৯.৩৮%	১৯.০৩%	১৬.৪৩%



প্রতি গজ ফেব্রিক্সের গড় বিক্রয়মূল্যের বিপরীতে উৎপাদনব্যয়ের গত ৫ বছরের চিত্র ঃ



পরিচালনগত আর্থিক ফলাফলে প্রভাব বিস্তারকারী গুরুত্বপূর্ন বিষয়সমুহ ঃ

২০১৬-১৭ সালে ফেব্রিক্স বিক্রয় বাবদ রাজস্ব আয় ৪.১০ শতাংশ কমেছে, অন্যদিকে বিক্রিত ফেব্রিক্সের উৎপাদন ব্যয় অনুরুপভাবে কমেনি, বরং বেড়েছে। তুলার ক্রয়মূল্য বছরের শুরু থেকে শেষ পর্যন্ত আনুমানিক ২০ থেকে ২৫ শতাংশ বৃদ্ধি পেয়েছে; এ ছাড়াও নিরবচ্ছিন্ন বিদ্যুৎ সরবরাহের লক্ষ্যে প্রায়শই উচ্চ মূল্যের ডিজেল চালিত জেনারেটরের মাধ্যমে বিদ্যুৎ উৎপাদন করতে হয়েছে। ফলশ্রুতিতে, গত বছরের তুলনায় এ বছর ফেব্রিক্সের উৎপাদন ব্যয় ১০.৩১ শতাংশ বৃদ্ধি পেয়েছে।

অধিকাংশ ডেনিম ফেব্রিক্স উৎপাদনকারী প্রতিষ্ঠান সাম্প্রতিক সময়ে তাদের উৎপাদন ক্ষমতা বৃদ্ধি করায় যোগান স্বাভাবিক চাহিদার তুলনায় বেশী ছিল। বাজার দখলের পারস্পরিক প্রতিযোগীতায় বর্ধিত উৎপাদন ব্যয় ফেব্রিক্সের বিক্রয়মূল্যের সাথে সমন্বয় করা সম্ভব হয়নি। এছাড়াও, অপেক্ষাকৃত কমমূল্যে ফেব্রিক্স আমদানীর সুযোগ সৃষ্টি হওয়ায় কিছু আন্তর্জাতিক ক্রেতা সাম্প্রতিক সময়ে আফ্রিকান দেশগুলোর দিকে ঝুঁকে পড়েছে।

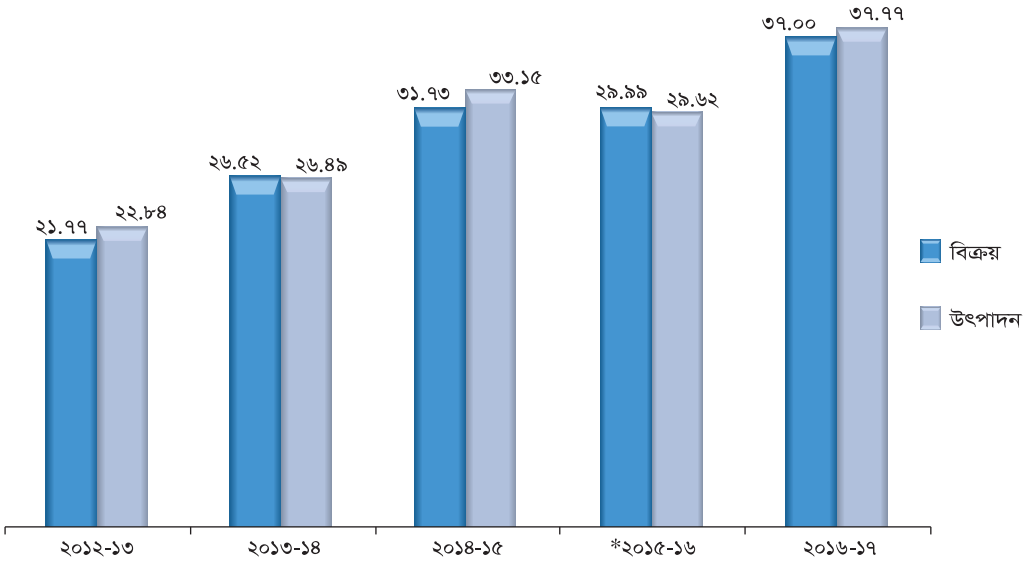
নতুন গ্যাস পাইপ লাইন বসানো ও বিভিন্ন উৎস থেকে প্রাপ্ত বিদ্যুৎ সরবরাহের একিভূতকরণ কাজে ব্যয়িত সময় এবং মেশিনের ত্রুটিগত কারনে কিছুসময়ের জন্য উৎপাদন বন্ধ থাকায় ২০১৬-১৭ সালে উৎপাদনের লক্ষমাত্রা অর্জন করা সম্ভব হয়নি। নতুন স্থাপিত স্পিনিং ইউনিটে বিনিয়োগ ব্যয় বাবদ আর্থিক খরচ, বর্ধিত উৎপাদন ক্ষমতার জন্য চলতি মূলধন বাবদ স্বল্প সময়ের ব্যাংক ঋণের সুদ ও বর্ধিত সম্পত্তির বিপরীতে বৃদ্ধিপ্রাপ্ত অবচয় বাবদ খরচ মুনাফায় বিরুপ প্রভাব ফেলেছে। গত বছরের তুলনায় এ বছর নীট মুনাফা ৩১.৮৫ শতাংশ হ্রাস পেয়েছে।

বিপনণ কার্যক্রম

ফেব্রিক্স বিক্রয়ের পরিমান (মিলিয়ন গজে):

বিবরণ	২০১৬-১৭	*২০১৫-১৬	২০১৪-১৫	২০১৩-১৪	২০১২-১৩
প্রচ্ছন্ন রপ্তানী	৩০.৩০	২৩.৭২	২৪.৭২	১৩.১৭	১৮.৩৪
প্রত্যক্ষ রপ্তানী	২.৫৫	৪.১০	৫.০৮	৭.৬০	০.৬৫
অন্যান্য ফেব্রিক্স বিক্রয়	৪.১৫	২.১৭	১.৯৩	৫.৭৮	২.৭৮
মোট ফেব্রিক্স বিক্রয় (গজ)	৩৭.০০	২৯.৯৯	৩১.৭৩	২৬.৫৫	২১.৭৭
সুতা বিক্রয় (মিলিয়ন কেজিতে)					
সুতা রপ্তানী	১.১৩	-	-	-	-
রঙকৃত সুতা রপ্তানী	১.০৭	০.৮৫	-	-	-

উৎপাদন ও বিক্রয়ের গত ৫ বছরের চিত্র (মিলিয়ন গজে) ঃ



*৯ মাসের হিসাব

প্রতি গজ ফেব্রিক্সের বিক্রয় মূল্য (টাকায়)ঃ

	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫	২০১৩-১৪	২০১২-১৩
প্রচ্ছন্ন রপ্তানী	১৫৪.২৩	১৫২.১০	১৫৬.৪৩	১৭৭.৬৩	১৮২.৩৯
প্রত্যক্ষ রপ্তানী	১৬৮.২৩	১৬৫.৪৮	১৬৬.৯২	১৬২.৫৩	১৪১.৬১
অন্যন্য ফেব্রিক্স বিক্রয়	৮৬.৮৫	৭০.৩০	২১০.১৯	১০২.২১	১৩৪.৯১
প্রতি গজ ফেব্রিক্সের গড় বিক্রয় মূল্য	১৪৭.৬৩	১৪৭.৯৯	১৬১.৩৮	১৫৬.৮৯	১৭৫.১১
সুতার কেজিপ্রতি রপ্তানী মূল্য (টাকায়)					
সুতা	১৯৮.১২	-	-	-	-
রঙকৃত সুতা	১৯৯.৬৮	-	-	-	-

বিক্রয়ের পরিমান (মিলিয়ন টাকায়)ঃ

	২০১৬-১৭	*২০১৫-১৬	২০১৪-১৫	২০১৩-১৪	২০১২-১৩
প্রচ্ছন্ন রপ্তানী	৪,৬৭২.৮৪	৩,৬০৭.১৯	৩,৮৬৭.৫২	২,৩৪০.৩৮	৩,৩৪৫.০১
প্রত্যক্ষ রপ্তানী	৪২৯.২৮	৬৭৮.৪৬	৮৪৭.৫৪	১,২৩৪.৪৬	৯১.৫৮
অন্যন্য ফেব্রিক্স বিক্রয়	৩৬০.৫৬	১৫২.৫৫	৪০৬.২১	৫৯০.৯২	৩৭৫.১৯
মোট বিক্রয়ের পরিমাণ	৫,৪৬২.৬৮	৪,৪৩৮.২০	৫,১২১.২৭	৪,১৬৫.৭৬	৩,৮১১.৭৮

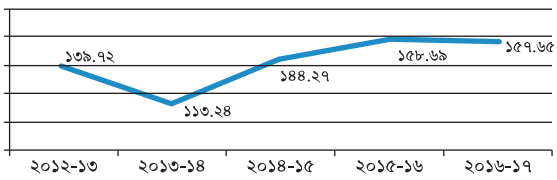
*৯ মাসের হিসাব

জাতীয় কোষাগারে অবদান (মিলিয়ন টাকায়)ঃ

	২০১৬-১৭	*২০১৫-১৬	২০১৪-১৫	২০১৩-১৪	২০১২-১৩
কর্পোরেট আয়কর	৪৫.৩৬	২৯.৯৮	৬৫.৮০	৩৪.০৬	৪৬.৬৪
অগ্রীম আয়কর (উৎস হতে কর্তন)	৬৪.৭৩	৬৬.৮৩	৬০.২৫	৬০.৪৮	৭৫.৭৪
ভ্যাট	১২.২৭	৮.৬৭	৫.৬৩	১৪.০৪	৯.৮৫
আমদানী শুল্ক	৩২.০৮	৪৫.৪৮	৮.৯৬	১.৬৪	১.১৭
ষ্ট্যাম্প শুল্ক	০.৫৯	৪.৪৪	০.৬৮	০.৩৮	২.৫৯
লাইসেন্স ফি ইত্যাদি	২.৬২	৩.২৯	২.৯৫	২.৬৪	৩.৭৩
মোট টাকার পরিমান	১৫৭.৬৫	১৫৮.৬৯	১৪৪.২৭	১১৩.২৪	১৩৯.৭২

*৯ মাসের হিসাব

জাতীয় কোষাগারে অবদানের চিত্র ঃ



অর্জিত/সঞ্চিত বৈদেশিক মুদ্রাঃ

(মিলিয়ন টাকায়)

	২০১৬-১৭	*২০১৫-১৬	২০১৪-১৫	২০১৩-১৪	২০১২-১৩
মোট রপ্তানী আয়	৫,৫৩৯.৬০	৪২৮৫.৬৫	৪,৮৩৫.৪৪	৩,৫৭৪.৮৫	৩,৪৩৬.৫৯
বাদ: আমদানী খরচ সমূহ-					
কাঁচামাল – সুতা	১,৫০৭.৭৪	২০৯৮.৯২	৩,২১৫.৪৩	২,৮২৯.৮৫	২,৪৮৫.০৬
তুলা	১,৯৯৪.৯৪	৩২১.৮৯	-	-	-
কাঁচামাল – ডাইস এবং কেমিক্যাল	৬৮৬.৫৬	৪৯৭.৪৫	৫৬৩.৭৮	৪৭০.২৩	৩১১.৬২
খুচরা যন্ত্রাংশ	৫২.০২	৪৩.৯৩	৫৮.৮২	৪৪.৩০	৪০.১৮
বিবিধ	৩৯.০৫	১৫.৫২	১৮.৭৬	০.৩২	০.৮৯
নীট রপ্তানী আয় / সঞ্চয়	**১,২৫৯.২৯**	**১,৩০৭.৯৪**	**৯৭৮.৬৫**	**২৩০.১৫**	**৫৯৮.৮৪**

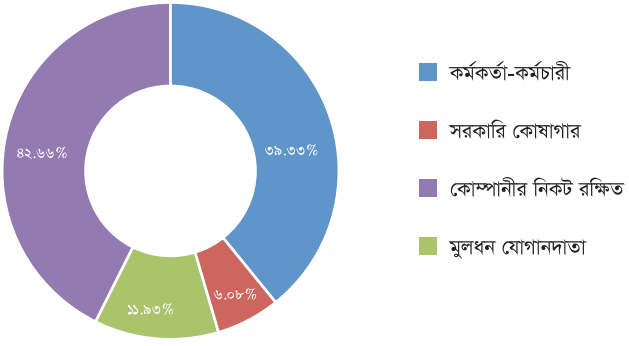
*৯ মাসের হিসাব

মূল্য সংযোজন বিবরণীঃ

বাংলাদেশী মুদ্রায়

বিবরণী	টাকা জুন ৩০, ২০১৭	টাকা সেপ্টেম্বর ৩০, ২০১৬
অর্থের উৎসসমূহঃ		
নীট বিক্রয়	৬,০৭৮,৭৩৮,১০৮	৪,৭৫৩,৭৭৮,৮২৫
বাদ: উপকরণ ও সেবামূল্য	(৪,৫৫০,৭১৮,৪৬০)	(৩,৫৬২,৩৯৯,৮১১)
যোগ: অন্যান্য আয়	১,৩৮৪,৮৯০	২,২৬৬,৪১৪
সর্বমোট টাকা	১,৫২৯,৪০৪,৫৩৭	১,১৯৩,৬৪৫,৪২৭
সংযোজিত মূল্যের প্রয়োগঃ		
কর্মকর্তা-কর্মচারী		
বেতন, মজুরী এবং অন্যান্য সুবিধাদি	৫৮৩,৯৮০,৫২৬	৩৮৩,০৭১,২৯১
মুনাফার অংশ ও কল্যাণ তহবিল	১৭,৫৫৭,৮০৭	১৯,৭৬৮,৭৪৮
	৬০১,৫৩৮,৩৩৩	৪০২,৮৪০,০৩৯
সরকারী কোষাগারঃ		
কর্পোরেট আয়কর	৪৫,৩৫৬,১৪৭	৪১,৯১২,১২৬
অন্যান্য সরকারী পাওনা	৪৭,৫৬৭,৬৯১	৬১,৮৮০,৩১১
	৯২,৯২৩,৮৩৮	১০৩,৭৯২,৪৩৭
মূলধন যোগানদাতাঃ		
লভ্যাংশ	১৮২,৪২৯,৫৫৮	২২৮,০৮০,২৩৯
কোম্পানীর নিকট রক্ষিতঃ		
অবচয়	৫১৩,৭৬৫,৭৩৮	৩৩৩,৫৫০,১২৪
অবন্টিত মুনাফা	১৩৮,৭৪৭,০৭১	১২৫,৩৮২,৫৮৯
	৬৫২,৫১২,৮০৮	৪৫৮,৯৩২,৭১৩
সর্বমোট টাকা	১,৫২৯,৪০৪,৫৩৭	১,১৯৩,৬৪৫,৪২৭

মূল্য সংযোজন বণ্টনের চিত্র ঃ ২০১৬-২০১৭



কর্পোরেট ও আর্থিক প্রতিবেদনের কাঠামো

৭ই আগষ্ট, ২০১২ তারিখে বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের জারীকৃত নোটিফিকেশন নং SEC/CMRRCD/2066-158/134/Admin/44 এর অধীনে ধারা অনুযায়ী পরিচালকবৃন্দ আর্থিক প্রতিবেদন কাঠামোর নিম্নলিখিত পরিপালন নিশ্চিত করেন ঃ

ক। এনভয় টেক্সটাইল্স লিমিটেড এর ব্যবস্থাপনা কর্তৃক প্রস্তুতকৃত আর্থিক হিসাব বিবরণীতে কোম্পানীর প্রকৃত আর্থিক অবস্থা, ব্যবসায়িক কার্যক্রমের ফলাফল, নগদ প্রবাহ এবং তহবিল পরিবর্তনের ফলাফল যথাযথভাবে নিরুপিত হয়েছে।

খ। কোম্পানীর বহিসমূহ ও হিসাবাদি যথাযথভাবে রক্ষনাবেক্ষন করা হয়েছে।

গ। আর্থিক বিবরণী প্রণয়নে হিসাব সংরক্ষনের স্বীকৃত নীতি সমূহ যথাযথভাবে অনুসরণ করা হয়েছে এবং হিসাবের অনুমানসমূহ যথাযথ মানদন্ডের ভিত্তিতে অনুমিত হয়েছে।

ঘ। আর্থিক বিবরণী প্রণয়নে আন্তর্জাতিক হিসাবরক্ষন মান, বাংলাদেশ হিসাবরক্ষন মান, আন্তর্জাতিক আর্থিক প্রতিবেদনের মান, বাংলাদেশ আর্থিক প্রতিবেদন মানসমূহ যথাযথভাবে অনুসরণ করা হয়েছে।

ঙ। অভ্যন্তরীন নিরীক্ষা পদ্ধতি পরিপূর্ণভাবে বিন্যস্ত ও কার্যকরভাবে প্রয়োগ ও পর্যবেক্ষন করা হয়েছে।

চ। গত বছরের ব্যবসায়িক ফলাফলের সাথে এ বছরের ব্যবসায়িক ফলাফলের একটি দৃশ্যমান তফাৎ রয়েছে এবং এর কারণ সমূহ পরিচালকদের প্রতিবেদনের ব্যবসায়িক দক্ষতা অনুচ্ছেদে বিস্তারিত ভাবে বর্ণনা করা হয়েছে।

ছ। ২০১৬-১৭ অর্থবছরে প্রদর্শিত প্রান্তিক আর্থিক ফলাফল সমূহের সাথে বাৎসরিক আর্থিক ফলাফলের উল্লেখযোগ্য অসংগতি ছিল না।

জ। ২০১৬-১৭ অর্থবছরে কোন প্রকার অসাধারণ প্রকৃতির আয় কিংবা লোকসান ছিল না ।

ঝ। ২০১৬-১৭ অর্থ বছরের স্বার্থ সংশ্লিষ্ট লেনদেনসমুহ বার্ষিক হিসাব বিবরণীর ৩৩নং পদটীকায় উল্লেখ করা হয়েছে।

ঞ-ট। প্রাতিষ্ঠানিক সুশাসন সংক্রান্ত বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের জারীকৃত নোটিফিকেশন এর ৬ নং শর্ত অনুযায়ী, কোম্পানীর সিইও ও সিএফও ৩০শে জুন, ২০১৭ সমাপ্ত বছরের আর্থিক প্রতিবেদন পর্যালোচনাপূর্বক পরিচালক পর্ষদের নিকট যথাযথভাবে প্রত্যয়ন করেছেন।

উল্লেখযোগ্য পরিচালন ও আর্থিক তথ্যাবলী

বিগত ৫ বছরের উল্লেখযোগ্য পরিচালন ও আর্থিক তথ্যাবলী ৭ই আগষ্ট, ২০১২ তারিখে বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের জারীকৃত নোটিফিকেশন নং SEC/CMRRCD/2066-158/134/Admin/44 এর অধীনে শর্ত ১.৫ (XVIII) অনুযায়ী Key Operating & Financial Data শিরোনামে Annexure-I হিসেবে এ প্রতিবেদনের সাথে সংযুক্ত করা হয়েছে।

মালিকানা কাঠামো

৩০শে জুন, ২০১৭ তারিখের মালিকানা কাঠামো ৭ই আগষ্ট, ২০১২ তারিখে বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশনের শর্ত ১.৫(XXI) বিধান মতে Annexure-II এ বিবৃত করা হয়েছে।

বোর্ড সভা, পরিচালকদের উপস্থিতি ও সম্মানী

৩০শে জুন, ২০১৭ সমাপ্ত বছর সময়কালের মধ্যে সর্বমোট ১৭টি পরিচালকমন্ডলীর সভা অনুষ্ঠিত হয়; উক্ত সভা সমূহে পরিচালকদের উপস্থিতির সারসংক্ষেপ চিত্র Annexure-III আকারে এ প্রতিবেদনের সাথে সংযুক্ত হয়েছে। পরিচালকদের সম্মানী আর্থিক প্রতিবেদনের ৩৪.০১ ও ৩৪.০২ নং পদটীকায় উল্লেখ করা হয়েছে। স্বাধীন পরিচালকদ্বয়সহ সকল পরিচালকগণ তাঁদের বোর্ড সভায় উপস্থিতি বাবদ ভাতা পরিহার করেছেন।

প্রস্তাবিত লভ্যাংশ

পরিচালকমন্ডলীর সভায় ৩০শে জুন, ২০১৭ সালের সমাপ্ত বছরের জন্য ৭ শতাংশ হারে নগদ লভ্যাংশ (১০ টাকা মূল্যের প্রতি শেয়ারে জন্য ০.৭০ টাকা) ও ৫ শতাংশ হারে ষ্টক লভ্যাংশ (প্রতি ১০০ শেয়ারের জন্য ৫টি বোনাস শেয়ার) প্রদানের প্রস্তাব করা হয়েছে।

মুনাফার বন্টন

কোম্পানীর উৎপাদন ক্ষমতা বৃদ্ধি ও পণ্যের ক্রমবিকাশ, বহি: উৎসের তহবিল ব্যয় বৃদ্ধির বিবেচনায় পরিচালকমন্ডলী অর্জিত মুনাফার নিম্নরূপ বন্টনের প্রস্তাব ও পরামর্শ দেন ঃ

ক)	৩০শে জুন, ২০১৭ সালের সমাপ্ত সময়কালের কর পরবর্তী নীট মুনাফা	৩২১,১৭৬,৬২৬.০০ টাকা
খ)	প্রস্তাবিত বন্টন:	
	i) নগদ লভ্যংশ	১০৯,৬৩০,৫৬৭.০০ টাকা
	ii) স্টক লভ্যাংশ	৭৮,৩০৭,৫৪৮.০০ টাকা
গ)	সঞ্চিতি তহবিল ও রিজার্ভে স্থানান্তর	১৩৩,২৩৮,৫১১.০০ টাকা

পরিচালকদের পুনঃনিয়োগ

কোম্পানীর সংঘবিধির ১২৫ ধারা অনুযায়ী নিম্নোক্ত পরিচালকদ্বয় অনুষ্ঠেয় ২২তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন:

১) জনাব কুতুবউদ্দিন আহমেদ ও

২) ব্যারিষ্টার শেহরিন সালাম ঐশী

সংঘবিধির ১২৬ ধারা অনুযায়ী উক্ত পরিচালকদ্বয় পূনঃ নিয়োগের যোগ্য বিধায় তাঁরা পুনঃ নির্বাচনের আবেদন করেছেন।

এবং কোম্পানীর সংঘবিধির ধারা ১২৪ এর বিধান মোতাবেক কোম্পানীর পরিচালনা পর্ষদ গত ১২ই এপ্রিল ২০১৭ তারিখে অনুষ্ঠিত বোর্ড সভায় মিস সুমাইয়া আহমেদ ও জনাব ইশমাম সালামকে বোর্ডের অতিরিক্ত পরিচালক হিসেবে নিয়োগদান করেছেন। মিস সুমাইয়া আহমেদের বর্তমান নিবাস বাড়ী নং ৩৫, রোড নং ১২, বারিধারা আবাসিক এলাকা, ঢাকা; যিনি কোম্পানীর চেয়ারম্যান জনাব কুতুবউদ্দীন আহমেদের মেয়ে।

জনাব ইশমাম সালামের বর্তমান নিবাস বাড়ী নং ২৭বি, সি ই এন (ডি), রোড নং ১০৪, গুলশান-২, ঢাকা; যিনি কোম্পানীর ব্যবস্থাপনা পরিচালক জনাব আব্দুস সালাম মুর্শেদীর ছেলে।

উক্ত নবনিযুক্ত পরিচালকদ্বয় কোম্পানীর পরিচালক হওয়ার যোগ্যতাসূচক নূন্যতম শেয়ার ধারণ করেন।

নিয়োগের শর্তানুযায়ী, উক্ত পরিচালকদ্বয় কোম্পানীর আসন্ন বার্ষিক সাধারণ সভায় অবসর গ্রহন করবেন এবং পরবর্তী সময়ের জন্য পরিচালক হিসেবে নিয়োগ পাবার যোগ্য বিধায়, তাঁরা পুনরায় নিয়োগ পেতে আগ্রহ প্রকাশ করেছেন।

৭ই আগষ্ট, ২০১২ তারিখে জারীকৃত বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশনের ধারা ১.৫(xxii) এর বিধান মতে নিয়োগের জন্য আগ্রহী পরিচালকগনের সংক্ষিপ্ত জীবন বৃত্তান্ত Annexure-IV হিসেবে সংযুক্ত করা হয়েছে।

নিরীক্ষকের পূনঃ নিয়োগ

২১তম বার্ষিক সাধারণ সভায় মেসার্স আহমেদ এন্ড আখতার, চার্টার্ড একাউন্টেন্ট কে ১,৫০,০০০.০০ (এক লক্ষ পঞ্চাশ হাজার) টাকা সম্মানীতে ৩০শে জুন, ২০১৭ তারিখে সমাপ্ত বছরের হিসাব নিরীক্ষার জন্য কোম্পানীর নিরীক্ষক হিসেবে ২২তম বার্ষিক সাধারণ সভার সমাপ্তির সময়কাল সময়ের জন্য নিয়োগদান করা হয়।

বর্তমান অডিটর তাঁদের দ্বিতীয় বছরের নিয়োগ পূর্ণ করেছেন। স্টক এক্সচেঞ্জ রেগুলেশন ও বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নির্দেশনা মোতাবেক তাঁরা পূনঃ নিয়োগযোগ্য বিধায় বর্ধিত সম্মানীতে দ্বিতীয় মেয়াদে নিয়োগ পেতে বর্তমান অডিটর আগ্রহ প্রকাশ করেছেন। অডিট কমিটির সুপারিশের প্রেক্ষিতে, মেসার্স আহমেদ এন্ড আখতার, চার্টার্ড একাউন্টেন্ট কে ৩০শে জুন, ২০১৮ তারিখে সমাপ্ত বছরের কোম্পানির হিসাব নিরীক্ষার জন্য গত ১১ই অক্টোবর ২০১৬ তারিখে অনুষ্ঠিত বোর্ড সভায় পরিচালক পর্ষদ তাঁদেরকে ২৩তম বার্ষিক সাধারণ সভার সমাপ্তির সময়কাল সময়ের জন্য কোম্পানীর নিরীক্ষক হিসেবে পূনঃ নিয়োগদানের প্রস্তাব করেছেন।

সুশাসন পরিপালন সংক্রান্ত নিরীক্ষা

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর শর্ত অনুযায়ী মেসার্স আর্টিসান, চার্টার্ড একাউন্টেন্ট কে কোম্পানীর সুশাসন পরিপালন সংক্রান্ত নিরীক্ষাকার্য সম্পাদনের নিমিত্তে ৩০শে জুন, ২০১৭ সমাপ্ত বছরের জন্য এ সংক্রান্ত নিরীক্ষক হিসেবে নিয়োগদান করা হয়েছে। তাদের সুশাসন পরিপালন সংক্রান্ত নিরীক্ষা প্রতিবেদন Annexure-VII আকারে সংযুক্ত হয়েছে।

আর্থিক বছর

কোম্পানীর এই অর্থ বছরটি ১২ মাস সময়কালের জন্য, যা ১লা জুলাই ২০১৬ থেকে শুরু হয়ে ৩০শে জুন ২০১৭ তারিখে শেষ হয়েছে। কোম্পানীর পূর্ববর্তী অর্থ বছর ছিল ৯ মাস সময়কালের যা ১লা অক্টোবর ২০১৫ থেকে শুরু হয়ে ৩০শে জুন ২০১৬ তারিখে শেষ হয়েছিল। সার্বজনীন অর্থ বছর সংক্রান্ত ফাইনান্স এ্যাক্ট ২০১৫ এবং এতদসংক্রান্ত বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর নির্দেশনা মোতাবেক কোম্পানীর অর্থ বছর পরিবর্তিত হয়েছে।

চলমান ব্যবসা

চলমান ধারাবাহিকতায় কোম্পানীর সক্ষমতা নিয়ে পরিচালকদের নিকট সন্দেহের উদ্রেক হয়নি এবং অবিরত ব্যবসা পরিচালনার জন্য প্রয়োজনীয় আর্থিক সক্ষমতা রয়েছে বলে তাঁরা যুক্তিসংগত ভাবে আশা করেন। এ কারনে চলমান ব্যবসার ভিত্তিতে আর্থিক হিসাব বিবরণী প্রস্তত করা হয়েছে।

প্রাথমিক গণ প্রস্তাবের মাধ্যমে সংগৃহীত অর্থের ব্যয়

কোম্পানী ২০১২ সালে প্রাথমিক গণ প্রস্তাবের মাধ্যমে মূলধন সংগ্রহ করেছিল। এই সংগৃহীত মূলধন পুরোপুরি ব্যয়িত হয়েছেএবং তা যথাযথ ভাবে রিপোর্ট করা হয়েছে। প্রতিবেদনের অর্থবছরে কোন মূলধন সংগ্রহ করা হয়নি।

প্রাতিষ্ঠানিক সুশাসন সংক্রান্ত নির্দেশনা পরিপালনের অবস্থান

৭ই আগষ্ট, ২০১২ তারিখে বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন কর্তৃক জারীকৃত প্রাতিষ্ঠানিক সুশাসন সংক্রান্ত নির্দেশনা পরিপালনের অবস্থান এই প্রতিবেদনে Annexure-V, VI ও VII এ সংযুক্ত করা হয়েছে।

ব্যবস্থাপনার উপলব্ধি

কোম্পানীর ব্যবস্থাপনা, কর্মকর্তা-কর্মচারী ও শ্রমিকদের অবিরাম প্রচেষ্টাকে পরিচালকমন্ডলী অত্যন্ত আন্তরিকতার সাথে স্বীকৃত দিচ্ছেন, যাদের নিরলস পরিশ্রমের ফলশ্রুতিতে উৎপাদন, বিক্রয় ও বিপণনে দেশীয় ও বৈশ্বিক নানা প্রতিঘাত স্বত্বেও ক্রমবর্ধমান উৎপাদনশীলতা বজায় রাখা ও কাংখিত মুনাফা অর্জনে কোম্পানী সক্ষম হয়েছে। শেয়ারহোল্ডারদের স্বার্থ সংরক্ষনের নিমিত্তে ব্যবস্থাপনা ও কর্মকর্তা-কর্মচারীবৃন্দের এ ধরনের সহযোগীতার ধারাবাহিক প্রচেষ্টা অব্যাহত রাখবেন বলে পরিচালকমন্ডলী আশা করেন। সর্বপোরী সর্বক্ষেত্রে কোম্পানীর প্রতি শেয়ারহোল্ডারদের অবিচল আস্থা পরিচালকমন্ডলীকে প্রেরণা যুগিয়েছে। বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, ষ্টক এক্সচেঞ্জদ্বয়, জাতীয় রাজস্ব বোর্ড, বিনিয়োগ বোর্ড, কোম্পানী নিবন্ধকের কার্যালয় এবং অন্যান্য সংস্থা সমূহের কাছ থেকে কোম্পানী কর্তৃক গৃহীত নানা সহযোগীতা ও অব্যাহত সমর্থন পরিচালকমন্ডলী কৃতজ্ঞতার সাথে স্বীকৃতি প্রদান করছেন।

পরিচালনা পর্ষদের পক্ষে-
স্বাক্ষরিত
কুতুবউদ্দিন আহমেদ
চেয়ারম্যান



Weaving

ANNEXURE

Annexure to the Directors' Report

Annexure I

Key operating and financial data:

Particulars	2016-17	*2015-16	2014-15	2013-14	2012-13
Revenue	6,078.74	4,753.78	5,479.12	4,391.17	3,983.61
Cost of Goods sold	4,994.61	3,858.79	4,309.79	3,620.82	3,109.94
Gross Profit	**1,084.13**	**894.99**	**1,169.33**	**770.35**	**873.67**
Operating Expenses	271.94	210.26	223.61	198.91	190.79
Financial Expenses	444.85	271.86	279.11	223.45	169.34
Operating Income	**367.33**	**412.87**	**666.61**	**347.99**	**513.54**
Other Income/Loss	1.38	2.27	2.28	8.84	(1.08)
Net Profit before WPPF	**368.71**	**415.14**	**668.89**	**356.83**	**512.46**
Contribution to WPPF	17.56	19.77	31.85	16.99	24.40
Net Profit before Tax	**351.16**	**395.37**	**637.04**	**339.84**	**488.06**
Provision for Income Tax	29.98	41.91	65.80	28.92	52.51
Net Profit after Tax	**321.18**	**353.46**	**571.24**	**310.93**	**435.54**
Gross Profit %	17.83	18.83%	21.34%	17.54%	21.93%
Net Profit %	5.28	7.44%	10.43%	7.08%	10.93%
Numbers of Share Outstanding	**156.61**	**152.05**	**144.81**	**140.60**	**136.50**
Face Value	10.00	10.00	10.00	10.00	10.00
Total Assets	**16,060.34**	**14,213.49**	**11,730.31**	**10,262.56**	**8,901.34**
Total Fixed Assets	10,770.97	10,189.31	7,843.27	7,078.70	6,427.13
Total Current Assets	5,289.36	4,024.17	3,887.03	3,183.86	2,474.21
Total Long Term Liability	3,802.93	3,780.82	2,009.30	1,252.88	780.80
Total Short Term Liability	6,226.51	4,540.48	3,915.95	3,607.14	2,796.88
Shareholders' Equity	6,030.90	5,892.18	5,805.06	5,402.53	5,323.66
Current Ratio	1 : 0.85	1 : 0.89	1 : 0.99	1 : 0.88	1 : 0.88
Net Asset Value(NAV)	38.51	38.75	40.09	38.43	39.00
Net Operating Cash Flows Per Share	(2.00)	1.04	2.08	1.52	9.21
Earnings Per Share (EPS)	2.05	2.32	3.94	2.21	3.19
Cash Dividend Per Share	7%	12.00%	17.00%	12.00%	17.00%
Stock Dividend	5%	3.00%	5.00%	3.00%	3.00%
Year end Market Price (DSE)	39.50	35.00	51.40	54.50	52.90
Year end Market Price (CSE)	39.00	35.10	50.50	56.60	52.80
Year end PE Ratio (DSE)	17.48	9.32	23.94	24.55	16.58
Year end PE Ratio (CSE)	17.26	9.34	23.49	25.49	16.55

* For 9 months period

Annexure II

Pattern of shareholding as on 30 June 2017

Sl. No.	Name of the Shareholders	Position	Shares held	%
(i)	**Parent/subsidiary/ Associated companies and other related parties**			
(ii)	**Directors and Sponsor**			
1	Mr. Kutubuddin Ahmed	Chairman	34,30,452	2.19%
2	Mr. Abdus Salam Murshedy	Managing Director	40,98,452	2.62%
3	Mrs. Rashida Ahmed	Director	31,32,377	2.00%
4	Mrs. Sharmin Salam	Director	34,15,377	2.18%
5	Mr. Tanvir Ahmed	Director	39,15,377	2.50%
6	Ms. Shehrin Salam Oishee	Director	34,15,377	2.18%
7	Ms. Sumayyah Ahmed	Director	31,32,500	2.00%
8	Mr. Ishmam Salam	Director	31,74,106	2.03%
9	Dornick Apparels Limited	Sponsor	1,20,67,794	7.71%
10	Envoy Towers Limited	Sponsor	1,05,41,399	6.73%
11	Pastel Apparels Limited	Sponsor	74,72,948	4.77%
12	Fontina Fashions Limited	Sponsor	72,28,388	4.62%
13	Nadia Garments Limited	Sponsor	32,28,679	2.06%
14	Supreme Apparels Limited	Sponsor	31,32,301	2.00%
15	Mr. Abul Kalam Azad FCA	Independent Director	0	0.00%
16	Mr. Sk. Bashir Ahmed	Independent Director	0	0.00%
(iii)	**Chief Executive Officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and their spouses and children's:**			
1	Mr. Tushar Tripathi	Chief Executive Officer	18,069	0.012%
2	Mr. Saiful Islam, FCMA	Chief Financial Officer	Nil	0%
3	Mr. M Saiful Islam Chowdhury FCS	Company Secretary	Nil	0%
4	Mr. Mohammad Ataur Rahman, ACMA	Head of Internal Audit	Nil	0%
(iv)	**Top 5 salaried Executives other than those Executives mentioned under(iii):**			
1	Mr. Mehmet Aykut Cam	Head of Research & Development	Nil	0%
2	Mr. Ranah George Abraham	Head of Marketing & Product Development	Nil	0%
3	Mr. Nanda Dulal Biswas	Head of Production	Nil	0%
4	Mr. Shama Proshad Ghosh	Head of Engineering	Nil	0%
5	Mr. Yalcin Eren	Assistant General Manager, Research & Development	Nil	0%
(v)	**Shareholders Holding 10% or more (v) voting interest in the Company**		**Nil**	

Annexure III

The number of board meetings and the attendance of directors during the year 2016-17 were as follows:

Name of the Directors	Position	Meeting Held	Attendance
Mr. Kutubuddin Ahmed	Chairman	17	17
Mr. Abdus Salam Murshedy	Managing Director	17	15
Mrs. Rashida Ahmed	Director	17	10
Mrs. Sharmin Salam	Director	17	11
Mr. Tanvir Ahmed	Director	17	12
Ms. Shehrin Salam Oishee	Director	17	11
Ms. Sumayyah Ahmed	Director	05	03
Mr. Ishmam Salam	Director	05	03
Mr. Abul Kalam Azad	Independent Director	17	15
Mr. Sk. Bashir Ahmed	Independent Director	17	14

Annexure IV

Brief Resume of the Directors who seek re-appointment in the ensuing AGM

Name & brief resume of the directors who seek re-appointment in the ensuing AGM	Nature of his/ her expertise in specific functional areas	Names of companies in which the person also holds the directorship	the Membership of committees of the board.
Mr. Kutubuddin Ahmed is the Founder of Envoy Textiles Ltd and Chairman of the Company. He began his business career in 1984 by setting up Envoy Ltd and later he initiated Envoy Group's forward integration journey from Garments into Textiles. An Engineering Graduate from Bangladesh University of Engineering and Technology(BUET), he is focused on the organization's growth by continuously improving the products, services and processes; developing the people; deploying new technologies and working closely with the stakeholders. His primary objective is to accomplish the mission of Envoy Textiles Ltd., which is to be a one of the best world class denim Textiles manufacturers in Asia. Throughout in his business career he has performed exceptionally well and reached to these heights where he has created a benchmark. A widely known business personality, Mr. Ahmed is associated with a number of businesses, trade & sporting organizations.	Corporate Management & Leadership	01. Envoy Garments Ltd. 02. Armour Garments 03. Nadia Garments Ltd. 04. Pastel Apparels Ltd. 05. Astras Garments Ltd. 06. Regal Garments Ltd. 07. Epoch Garments Ltd. 08. Supreme Apparels Ltd. 09. Dornick Apparels Ltd. 10. Fontina Fashions Ltd. 11. Manta Apparels Ltd. 12. Envoy Fashion Ltd. 13. Envoy Design Ltd. 14. Laundry Industries Ltd. 15. KTS Syndicate Ltd. 16. KS Builders Ltd. 17. Canopus Syndicate Ltd. 18. Oyster Syndicate Ltd. 19. Opal Properties Ltd. 20. Executive Suits ltd. 21. Orex Network Ltd. 22. National System Solutions (Pvt.) Ltd. 23. OIA Global Logistics (BD) Ltd. 24. Advanced Comtech Machines Ltd. 25. Lunar International Ltd. 26. Emerald Trading Ltd. 27. Geocentric Ltd. 28. Pinata Air International Ltd.	N/A

Name & brief resume of the directors who seek re-appointment in the ensuing AGM	Nature of his/ her expertise in specific functional areas	Names of companies in which the person also holds the directorship	the Membership of committees of the board.
		29. Peridot International Ltd. 30. KSM Preserves Ltd. 31. Sheltech (Pvt.) Ltd. 32. Sheltech Tower & Apprt. Pvt. Ltd. 33. Sheltech Suit (pvt.) Ltd. 34. Sheltech Cond. (pvt.) Ltd. 35. Superior traders Ltd. 36. Splendor Apts. Ltd. 37. People's Construction Ltd. 38. Sparkle Apts. Ltd. 39. Starlit Apts. (Pvt.) Ltd. 40. Buildings Products Ltd. 41. KTM Media Ltd. 42. Niloy Apartment Ltd. 43. Envoy Shipping Ltd. 44. Machinery Products Ltd. 45. Envoy LPG Products Ltd. 46. New Energy Solution Ltd. 47. Envoy Air Services Ltd. 48. Envoy Products Ltd. 49. Envoy Package Ltd. 50. Envoy Towers Ltd. 51. Olio Apparels Ltd. 52. Texas Dresses Ltd. 53. Regional Power Ltd. 54. Sports Media Ltd. 55. Food Mart International Ltd. 56. Zizzl Restaurant & Bar Ltd. 57. Aero Speed International Ltd. 58. Axis Investment Ltd. 59. Sheltech Engineering Ltd. 60. Bengal Meat Processing Industries Ltd. 61. Sheltech Protection Service Ltd. 62. Sheltech Brokerage Ltd. 63. Emerald Engineering Ltd.	

Name & brief resume of the directors who seek re-appointment in the ensuing AGM	Nature of his/ her expertise in specific functional areas	Names of companies in which the person also holds the directorship	the Membership of committees of the board.
		64. Sheltech Consultant (Pvt.) Ltd. 65. Sheltech Technology Ltd. 66. Shelect Ceramics Ltd. 67. Reliable Power Sources Company Ltd.	
Barrister Shehrin Salam Oishee, Director of the Company, was first appointed to the Board on June 27, 2010. She has excellent academic track record, holds a Bachelor of Law (LLB) from University of London, UK and pursued Barrister from the honorable society of Lincoln's Inn, UK.	Legal Affairs	1. Packing Aid (Pvt.) Ltd. 2. Envoy Garments Ltd. 3. Oishee Accessories Ltd.	Audit Committee
Ms. Sumayyah Ahmed, is the newly appointed as an Additional Director by the Board on 12 April 2017. She has an excellent academic track record, holds a Masters in Marketing and Brand Management from Essex University, UK in the year 2014 She is the only daughter of Mr. Kutubuddin Ahmed, Chairman of the Company. Her vision is to see the Company as an entity with the highest quality in regards to building brands while incorporating new products to meet the competition in the global market.	Brand Management	Food Zone Ltd.	N/A
Mr. Ishmam Salam, is the newly appointed as an Additional Director by the Board on 12 April 2017. He is pursuing his graduation degree in English. He is the son of Mr. Abdus Salam Murshedy, Managing Director of the Company. He hopes to lead the development of business and incorporate traits of corporate culture.	General Administration	N/A	N/A

Annexure V

Compliance of Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012:

1. Board of Directors

1.1 Board Size:

The member of the Board of Directors as on 30 June 2017 stands at 10 (Ten) including two Independent Directors, which are within the limits as specified by BSEC.

1.2 Independent Director:

(i) In terms of the provision under this sub-clause Mr. Abul Kalam Azad, FCA was first appointed by the Board of Envoy Textiles Limited on 5 December 2012 as Independent Director and approved by the Shareholders at 17th Annual General Meeting, held on 31 December 2012.

Later the Board in its meeting held on 18 November 2015 reappointed Mr. Azad for the 2nd term of 3 years and accordingly approved it by the shareholders at 20th AGM, held on 26 December 2015.

And, Mr. Sk. Bashir Ahmed, B. Sc. Engr. MIE (B) was also first appointed by the Board on 14 May 2013 as Independent Director. His appointment approved by the shareholders at 18th AGM, held on 20 December 2013.

The Board in its meeting held on 11 May 2016 reappointed Mr. Bashir for 2nd term of 3 years, and accordingly approved his appointment at 21st Annual General Meeting by the Shareholders for 2nd term of 3 years.

(ii) The Independent Directors meet the entire requirement as prescribed under the sub-clause (ii) of the BSEC Notification under reference.

(iii) As explained in Para(i)

(iv) The post of Independent Director was not vacated for more than 90 days.

(v) The Board of Directors have laid down a Code of Conduct for all members of the Board as follows:

A Director of Envoy Textiles Limited always:

- Seek to use due care in the performance of his/her duties, be loyal to the Company, act in good faith and in a manner such Director reasonably believes to be not opposed to the best interests of the Company;
- Avoids:

  i) Appropriating corporate business opportunities for themselves that are discovered through the use of Company property or information or their position as Board Member;

  ii) Using Company property or information, or their position as Board Member, for personal gain; and

  iii) Competing with the Company;
- Endeavors to avoid having his or her private interests interfere with the interests of the Company;
- Ensures that management is causing the Company's assets, proprietary information and resources to be used by the Company and its employees only for legitimate business purposes of the Company;
- Maintains the confidentiality of information entrusted to them in carrying out their duties and responsibilities, except where disclosure is approved by the Company or legally mandated or if such information is in the public domain;
- Endeavors to deal fairly, and should promote fair dealing by the Company, its employees and agents, with customers, suppliers and employees;
- Complies and endeavors to ensure that the management is causing the Company to comply with applicable laws, rules and regulations;
- Avoids insider trading with respect to the purchase and sale of the Company's securities and

buy or sell securities while in possession of material non-public information about the issuer of that security, whether the issuer is Envoy Textiles or another company;

- Endeavors to ensure that management is causing the Company to promote ethical behavior and to encourage employees to report evidence of illegal or unethical behavior to the CEO & Managing Director of the Company.

(vi) As explained in Para(i)

1.3 Qualifications of Independent Director (ID)

(i) Mr. Abul Kalam Azad, FCA, the Independent Director is a fellow member of ICAB. Mr Azad has more than 38 years of professional expertise in the field of Accounts, Finance & Corporate Management. He is making meaningful contribution to the business in particular to compliance with financial regulatory, corporate laws and formulates Board policies.

And, Mr. Sk. Bashir Ahmed, the other Independent Director is an Engineering Graduate from Bangladesh University of Engineering and Technology (BUET). He has 24 years of experience in Indenting, Trading, Manufacturing, Marketing, Export, Import and Agro based Business. Mr. Bashir is also an active sports organiser, he currently holds the position of President of Bangladesh Gymnastics Federation and the vice president of Bangladesh Olympic Association & Abahani Cricket Committee respectively. He is also the Chairman of Bangladesh Nirman Cricket School Committee. Both of the Independent Directors hold no shares in the Company.

(ii) As explained in Para(i)

(iii) No relaxation of qualification of ID is required.

1.4 Chairman of the Board and Chief Executive Officer:

The position of the Chairman of the Board and the Chief Executive Officer stand separated. The roles of the Chairman and Managing Director are clearly defined in the Articles of Association of the Company.

1.5 Directors Report to Shareholders:

The entire requirements have been fulfilled.

2 Chief Financial Officer (CFO), Head of Internal Audit (HID) and Company Secretary (CS).

2.1 & 2.2: Appointment & Requirement to attend the Board Meetings

Three separate individuals, each of different specialized discipline, have been appointed. Their roles have been defined by the Board. The CFO and CS regularly attend the Board Meeting.

3. Audit Committee:

The Audit Committee, as a Sub-Committee of the Board, has been constituted with the Independent Director as Chairman and two other Directors. The Company Secretary acts as Secretary to the Committee. Role of the Audit Committee as per provision of the BSEC regulation, have been duly adopted by the Board. The Committee's Reports are being submitted as per the requirement of BSEC.

4. External/Statutory Auditors:

The BSEC guidelines are being strictly followed in engaging statutory Auditors. M/s AHMAD & AKHTAR, existing statutory auditors was appointed only to audit management accounts of the company for the year ended 30 June 2017

5. Subsidiary Company:

Envoy Textiles Limited has no subsidiary company.

6. Duties of CEO & CFO:

The provision of BSEC regulations are being complied with on regular basis.

7. Reporting and Compliance of Corporate Governance:

Certificate on Compliance of Corporate Governance is attached with the Directors Report as Annexure VII

Annexure VI

Status of Compliance with the conditions imposed by the Commission's Notification No.SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 and Notification No.SEC/CMRRCD/2006-158/147/Admin/48 dated 21 July 2013 issued under section 2CC of the Securities and Exchange Ordinance, 1969 is as follows:

Condition No.	Title	Compliance Status (Put √ in the Appropriate Column)		Remarks (if any)
		Complied	Not complied	
1.0	**Board of Directors**			
1.1	The number of the Board members of the company shall not be less than 5(five) and more than 20(twenty).	√		The Board of Directors of Envoy Textiles Limited is comprised of 10 Directors including 2 Independent Directors.
1.2	**Independent Directors**			
1.2 (i)	Independent Directors: At least one fifth (1/5) of the total number of Directors in the company's Board shall be Independent Directors.	√		There are two Independent Directors namely: Mr. Abul Kalam Azad, FCA and Mr. Sk. Bashir Ahmed.
1.2(ii)	For the purpose of this clause "independent director" means a director.	√		The Independent Directors have declared their compliances.
1.2 (ii) a)	Independent Director does not hold any share or holds less than 1% shares of the total paid-up capital.	√		Do
1.2 (ii) b)	Independent Director or his family members are not connected with the Company's any sponsor or Director or Shareholder who holds 1% or more shares.	√		Do
1.2 (ii) c)	Does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/associated companies.	√		Do
1.2 (ii) d)	Independent Director is not a member, Director or officer of any Stock Exchange.	√		Do

1.2 (ii) e)	Independent Director is not a shareholder, Director or officer of any member of Stock Exchange or an intermediary of the capital market.	√		Do
1.2 (ii) f)	Independent Director is not a partner or an executive or was not a partner or an executive during the preceding 3(three) years of any statutory audit firm.	√		Do
1.2 (ii) g)	Independent Director shall not be an Independent Director in more than 3(three) listed companies.	√		Do
1.2 (ii) h)	Independent Director has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial Institution (NBFI).	√		Do
1.2 (ii) i)	Independent Director has not been convicted for a criminal offence involving moral turpitude.	√		Do
1.2 (iii)	Independent Director(s) shall be appointed by the Board of Directors and approved by the shareholders in the AGM.	√		Do
1.2 (iv)	The Post of Independent Director(s) cannot remain vacant for more than 90(ninety) days.	√		
1.2 (v)	The Board shall lay down a code of conduct of all Board members and annual compliance of the code to be recorded.	√		
1.2 (vi)	The tenure of office of an Independent Director shall be for a period of 3 (three) years, which may be extended for 1(one) term only.	√		The independent Directors, Mr. Abul Kalam Azad, FCA and Mr. Sk. Bashir Ahmed, their period has been extended for 1 term of 3 years.
1.3	**Qualification of Independent Directors (ID)**			
1.3 (i)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.	√		

1.3 (ii)	Independent Director should be a Business Leader/Corporate Leader/Bureaucrat/University Teacher with Economics or Business Studies or Law background/Professionals like Chartered Accountants, Cost and Management Accountants, Chartered Secretaries. The Independent Director must have at least 12(twelve) years of corporate management/professional experiences.	√		
1.3 (iii)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission.	Not Applicable		
1.4	**Chairman of the Board and Chief Executive Officer**			
1.4	Chairman and CEO shall be filled by different individuals. Chairman shall be elected from among the Directors. The Board of Directors shall clearly define respective roles and responsibilities of the Chairman and the CEO.	√		
1.5	**The Directors' Report to Shareholders**			
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.	√		
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 gain or loss.	Not Applicable		
1.5 (vi)	Basis for related party transactions-a statement of all related party transactions should be disclosed in the annual report.	√		
1.5 (vii)	Utilization of proceeds from public issues, rights issues and/or through any others instruments.	Not Applicable		
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.	Not Applicable		

1.5 (ix)	If significant variance occurs between Quarterly Financial performance and Annual Financial Statements the management shall explain about the variance on their Annual Report.	Not Applicable		
1.5 (x)	Remuneration to Directors including Independent Directors.	√		
1.5 (xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes 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 prudent judgments	√		
1.5 (xiv)	International Accounting Standards (IAS)/ Bangladesh Accounting Standards (BAS)/International Financial Reporting Standards (IFRS)/Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	√		
1.5 (xv)	The system of internal control is sound in design and has been effectively implemented and monitored.	√		
1.5 (xvi)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed.	√		
1.5(xvii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons there of should be explained.	Not Applicable		
1.5 (xviii)	Key operating and financial data of at least preceding 5 (five) years shall be summarized.	√		

1.5 (xix)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.	Not Applicable		
1.5 (xx)	The number of Board meetings held during the year and attendance by each Director shall be disclosed.	√		
1.5 (xxi)	**The pattern of shareholdings shall be reported to disclose the aggregate number of shares (along with name wise details where stated below) held by:**			
1.5(xxi) a)	Parent/Subsidiary/Associated companies and other related parties (name wise details);	√		
1.5(xxi) b)	Directors, Chief Executive Officer, Company Secretary, and Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details).	√		
1.5(xxi) c)	Executives	√		
1.5(xxi) d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details).	√		
1.5(xxii)	In case of the appointment/re-appointment of a Director the company shall disclose the following information to the shareholders:- a) a brief resume of the Director; b) nature of his/her expertise in specific functional areas; c) Name of companies in which the person also holds the directorship and the membership of committees of the board.	√		
2	**Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS):**			
2.1	The company shall appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal Control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of CFO, The Head of Internal Audit and the CS.	√		
2.2	Attendance of CFO and the Company Secretary in the Board meeting.	√		
3	**Audit Committee**			
3 (i)	The company shall have an Audit Committee as a sub- committee of the Board of Directors.	√		

3 (ii)	The Audit Committee shall assist the Board of Directors in ensuring that the Financial Statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business.	√		
3 (iii)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	√		
3.1	**Constitution of the Audit Committee**			
3.1 (i)	The Audit Committee shall be composed of at least 3(three) members.	√		The Audit Committee has been composed with 5 members.
3.1 (ii)	The Board of Directors shall appoint members of the Audit Committee who shall be Directors of the company and shall include at least 1 (one) Independent Director.	√		The members (3) of the audit committee are the directors of the company and the chairman of the audit committee is an independent director of the company.
3.1 (iii)	All members of the Audit Committee should be "Financially Literate" and at least 1(one) member shall have accounting or related financial management experience: the term financially literate means the ability to read and understand the financial statement i.e. Balance Sheet, Income Statement and Cash Flow Statement and a person will be considered to have accounting or related financial management expertise if (s) he possesses professional qualification or Accounting/Finance Graduate with at least 12 (twelve) years of corporate management/professional experiences.	√		
3.1 (iv)	Casual vacancy in Audit Committee shall be filled by the Board.	√		

3.1 (v)	The Company Secretary shall act as the Secretary of the committee.	√		
3.1 (vi)	The quorum of the Audit Committee (AC) meeting shall not constitute without at least 1 (one) Independent Director.	√		
3.2	**Chairman of the Audit Committee**			
3.2 (i)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairmen of the Audit Committee, who shall be an Independent Director.	√		
3.2 (ii)	Chairman of the Audit Committee shall remain present in the Annual General Meeting (AGM).	√		
3.3	**Role of the Audit Committee**			
3.3 (i)	The role of Audit Committee: Oversee the financial reporting process.	√		
3.3 (ii)	Monitor choice of accounting policies and principles	√		
3.3 (iii)	Monitor Internal Control Risk Management process	√		
3.3 (iv)	Oversee hiring and performance of external Auditors.	√		
3.3 (v)	Review along with the management, the annual financial statements before submission the Board for approval.	√		
3.3 (vi)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval.	√		
3.3 (vii)	Review the adequacy of Internal Audit functions.	√		
3.3 (viii)	Review statement of significant related party transaction submitted by the management.	√		
3.3 (ix)	Review Management letters/Letter of Internal Control weakness issued by statutory auditor.	√		

3.3 (x)	When money is raised through Initial Public Offering (IPO)/ Repeat Public Offering (RPO)/ Rights Issue the company shall disclose to the Audit Committee above the uses / applications of funds by major category (Capital Expenditure, Sales and marketing Expenses, Working Capital etc.), on a quarterly basis, as a part of their quarterly declaration of financial results. Further, on an annual basis, the company shall prepare a statement of funds utilized for the purposes other than those stated in the offer documents/ prospectus.	√		
3.4	**Reporting of the Audit Committee**			
3.4.1 (i)	The Audit Committee shall report on its activities to the Board of Directors.	√		
3.4.1 (ii) a)	Report on conflicts of interest to the Board of Directors.	√		
3.4.1 (ii) b)	Will report any suspected or presumed fraud or irregularities or material defect in the internal control system to the Board.	√		
3.4.1 (ii) c)	Will report any suspected infringement of laws, including securities related laws, rules and regulations to the Board.	√		
3.4.1 (ii) d)	Will report any other matters which shall be disclosed to the Board of Directors immediately.	√		
3.4	**Reporting of the Audit Committee**			
3.4.2	Reporting to the Authorities: If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such findings to the commission, upon reporting of such matters to the Board of Directors for 3 (three) times or completion of a period of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier.	Not Applicable		

3.5	Reporting to the Shareholders and General Investors: report on activities carried out by the Audit Committee, including any report made to the Board of Directors under condition 3.4.1 (ii) above during the year, shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.	√		
4	**External/Statutory Auditors**			
4 (i)	Non-engagement of external/statutory auditors in appraisal or valuation services or fairness opinions.	√		
4 (ii)	Non-engagement of external/statutory auditors in Financial Information Systems Design and implementation.	√		
4 (iii)	Non-engagement of external/statutory auditors in Book-keeping or other services related to the accounting records or financial statements.	√		
4 (iv)	Non-engagement of external/statutory auditors in Broker-dealer services.	√		
4 (v)	Non-engagement of external/statutory auditors in Actuarial Services.	√		
4 (vi)	Non-engagement of external/statutory auditors in Internal Audit services.	√		
4 (vii)	Non-engagement of external/statutory auditors in any other service that the Audit Committee determines.	√		
4 (viii)	No partner or employees of the external audit firm's shall possess any share of the company they audit at least during the tenure of their audit assignment of that company.	√		
4 (ix)	Audit/certification services on compliance of corporate governance as required under clause (i) of condition No. 7.	√		
5	**Subsidiary Company**			
5 (i)	Provisions relating to the composition to the Board of Directors of the holding company shall be maid applicable to the composition of the Board of Directors of the subsidiary company.	Not Applicable		

5 (ii)	At least 1(one) Independent Directors on the Board of Directors of the holding company shall be a Director on the Board of Directors of the subsidiary company.	Not Applicable		
5 (iii)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company.	Not Applicable		
5 (iv)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also.	Not Applicable		
5 (v)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	Not Applicable		
6	**Duties of Chief Executive Officer(CEO) and Chief Financial Officer(CFO)**			
6 (i) a)	The CEO and CFO will certify to the Board that they have reviewed the financial statements and believe that these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.	√		
6 (i) b)	The CEO and CFO will certify to the Board that they have reviewed the financial statements and believe that 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.	√		
6 (ii)	There are, to the best knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violation of the company's code of conduct.	√		

7	Reporting and Compliance of Corporate Governance			
7 (i)	The company shall obtain a certificate from a professional Chartered Secretary/ Accountant (Chartered Accountant/ Cost and Management Accountant/ Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall sent the same to the Shareholders along with the Annual Report on an yearly basis.	√		
7 (ii)	The Directors of the company shall state, in accordance with the Annexure attached, in the Directors' report whether the company has complied with these conditions.	√		



Annexure VII

Certificate on compliance with the conditions of corporate governance guidelines

ARTISAN
Chartered Accountants

Certificate of Compliance to the Shareholders of
Envoy Textiles Limited
On the Conditions of Corporate Governance Guidelines

We have reviewed the statement of compliance of conditions of Corporate Governance Guidelines prepared by the management of **Envoy Textiles Limited** to comply with the Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 7th August 2012 of Bangladesh Securities and Exchange Commission (BSEC) and subsequent amendments made thereon.

The responsibility for compliance with the conditions of Corporate Governance Guideline is that of the Board of Directors of the Company. Our responsibility is to review, to the extent where such compliance can be objectively verified, whether the statement of compliance reflects the status of the Company's compliance with the provisions of the conditions of Corporate Governance Guidelines and report if it does not.

Based on our review, we certify that nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the best practices contained in the conditions of Corporate Governance as applicable to the Company for the period ended June 30, 2017.

Dhaka, 12 October, 2017.

AFM Alamgir FCA
Chief Executive Partner

ARTISAN Chartered Accountants Dhaka



Inspection

AUDITORS' REPORT & FINANCIAL STATEMENTS

আহমদ এন্ড আখতার
AHMAD & AKHTAR
Chartered Accountants

A Correspondent Member Firm of
Russell Bedford International, UK
www.rusellbedford.com

AUDITOR'S REPORT TO THE SHAREHOLDERS OF ENVOY TEXTILES LIMITED

We have audited the accompanying financial statements of ENVOY TEXTILES LIMITED (the company), which comprise the statement of financial position as at 30 June 2017 and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards 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.

Auditor's Responsibility
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion
In our opinion, the financial statements give a true and fair view of the financial position of Envoy Textiles Limited as at June 30, 2017 and its financial performance and its cash flows for the period then ended in accordance with Bangladesh Financial Reporting Standards (BFRSs).

Other Matter

We draw attention to note-4.06 to the financial statements where management explains the rationale behind changing the reporting period of the company to 01 July to 30 June from 01 October to 30 September pursuant to changes in the provision of section 2(35) of the Income Tax Ordinance, 1984 following the enactment of the Finance Act 2015. The company has been prepared the financial statements for the period from 01 October 2015 to 30 June 2016 (9 months), to comply uniform year ending of all companies as on 30 June. Therefore the comparative figure presented in the financial statement of the company are of 9 months.

Report on Other Legal and Regulatory Requirements

In accordance with the Companies Act 1994 and The Securities and Exchange Rules 1987, 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 account as required by law have been kept by the company so far as it appeared from our examination of those books;
(c) the statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows dealt with the report are in agreement with the books of account; and
(d) the expenditure incurred was for the purpose of the company's business.

Date : 12 October 2017
Place : Dhaka

AHMAD & AKHTAR
Chartered Accountants.

AHMAD & AKHTAR
Chartered Accountants

Envoy Textiles Limited
Statement of Financial Position
As at 30 June 2017

Particulars	Notes	Amount in Taka	
		30 June 2017	30 June 2016
ASSETS			
Non-Current Assets		**10,770,972,855**	**10,189,314,866**
Property, Plant & Equipment	5	9,004,214,391	7,077,813,371
Deferred Expenses	6	-	-
Capital Work in Process	7	1,766,758,465	3,111,501,495
Current Assets		**5,289,365,791**	**4,024,174,209**
Inventories & Stores	8	2,155,076,681	1,327,900,307
Material in Transit	9	225,497,732	146,538,006
Trade & Other Receivable	10	2,643,632,850	2,286,854,741
Advance Deposits & Prepayments	11	137,246,819	150,446,676
Investment	12	45,707,026	44,141,400
Cash and Cash Equivalents	13	82,204,684	68,293,079
Total Assets		**16,060,338,647**	**14,213,489,075**
SHAREHOLDERS EQUITY & LIABILITIES			
Authorised Capital	**14**	**4,000,000,000**	**4,000,000,000**
275,000,000 Ordinary Shares of Tk.10/= each.		2,750,000,000	2,750,000,000
125,000,000 Redeemable Preference Shares of Tk.10/= each.		1,250,000,000	1,250,000,000
Shareholders Equity		**6,030,896,848**	**5,892,184,412**
Issued, Subscribed and Paid-up Capital	15	1,566,150,960	1,520,534,920
Share Premium	16	1,120,000,000	1,120,000,000
Revaluation Surplus	17	1,724,109,853	1,721,432,002
Retained Earnings	18	1,292,713,844	1,202,295,300
Tax Holiday Reserve	19	327,922,190	327,922,190
Non-Current Liability		**3,802,929,300**	**3,780,824,192**
Long Term Loan	20	3,755,175,717	3,705,873,517
Deferred Tax Liability	25	47,753,583	74,950,675
Current Liability		**6,226,512,499**	**4,540,480,471**
Long Term Loan (Current Portion)	21	689,750,204	677,628,523
Short Term Liabilities	22	4,850,981,612	3,254,962,172
Trade & Other Payable	23	640,424,536	554,244,624
Provision for Tax	24	45,356,147	53,645,152
Total Shareholders' Equity & Liabilities		**16,060,338,647**	**14,213,489,075**
Net Asset Value per Share (NAV)	**44**	**38.51**	**38.75**
Net Asset Value per Share (Restated)	**44**	**-**	**37.62**

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

Kutubuddin Ahmed
Chairman

Abdus Salam Murshedy
Managing Director

Tanvir Ahmed
Director

Barrister Shehrin Salam Oishee
Director

M. Saiful Islam Chowdhury, FCS
Company Secretary

Signed in terms of our separate report of even date.

Dated: 12 October 2017
Place: Dhaka

AHMAD & AKHTAR
Chartered Accountants.

AHMAD & AKHTAR
Chartered Accountants

Envoy Textiles Limited
Statement of Profit or Loss and Other Comprehensive Income
For the financial year ended 30 June 2017

Particulars	Notes	Amount in Taka	
		30 June 2017	30 June 2016
Revenue	26	6,078,738,108	4,753,778,825
Less: Cost of Goods Sold	27	4,994,609,392	3,858,788,036
Gross Profit		**1,084,128,716**	**894,990,788**
Less: Operating Expenses		**271,944,208**	**210,258,452**
Administrative & General Expenses	28	217,949,450	165,620,728
Selling & Distribution Expenses	29	53,994,758	44,637,724
Profit/ (Loss) from Operation		**812,184,508**	**684,732,336**
Add: Other Income	31	1,384,890	2,266,414
Profit/ (Loss) before Financial Expenses		**813,569,398**	**686,998,750**
Less: Financial Expenses	30	444,855,445	271,855,049
Net Profit/ (Loss) before WPPF		**368,713,953**	**415,143,701**
Less: Provision for Workers Profit Participation Fund	23.02b	17,557,807	19,768,748
Net Profit before Tax		**351,156,146**	**395,374,953**
Less: Provision for Tax		**29,979,520**	**41,912,125**
Current Tax	24	45,356,147	35,092,548
Deferred Tax	25	(15,376,627)	6,819,577
Net Profit after Tax		**321,176,626**	**353,462,828**
Other Comprehensive Income		-	-
Total Comprehensive Income		**321,176,626**	**353,462,828**
Earning Per Share (EPS)			
Basic Earnings Per Share (EPS)	41	**2.05**	**2.32**
Restated Earnings Per Share (EPS)	41	**-**	**2.26**

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

Kutubuddin Ahmed
Chairman

Abdus Salam Murshedy
Managing Director

Tanvir Ahmed
Director

Barrister Shehrin Salam Oishee
Director

M. Saiful Islam Chowdhury, FCS
Company Secretary

Signed in terms of our separate report of even date.

Dated: 12 October 2017
Place: Dhaka

AHMAD & AKHTAR
Chartered Accountants.

Envoy Textiles Limited
Statement of Changes in Equity
For the financial year ended 30 June 2017

Amount in BDT.

Particulars	Share Capital	Share Premium	Revaluation Surplus	Tax Holiday Reserve	Retained Earnings	Total
At the beginning of the year	**1,520,534,920**	**1,120,000,000**	**1,721,432,002**	**327,922,190**	**1,202,295,300**	**5,892,184,412**
Less: Prior Year Adjustment	-	-	14,009,209	-	(14,009,209)	-
Add: Net Profit During the Period	-	-	-	-	321,176,626	321,176,626
Add: Issuence of Bonus Share	45,616,040	-	-		-	45,616,040
Less: Declaration of Dividend-2016	-	-	-	-	(228,080,230)	(228,080,230)
Less: Depreciation on Revaluation Surplus	-	-	(11,331,359)	-	11,331,359	-
Balance as at 30.06.2017	**1,566,150,960**	**1,120,000,000**	**1,724,109,852**	**327,922,190**	**1,292,713,845**	**6,030,896,848**

For the period from 01 October 2015 to 30 June 2016

Amount in BDT.

Particulars	Share Capital	Share Premium	Revaluation Surplus	Tax Holiday Reserve	Retained Earnings	Total
At the beginning of the year	**1,448,128,500**	**1,120,000,000**	**1,729,000,621**	**327,922,190**	**1,180,009,232**	**5,805,060,543**
Less: Prior Year Adjustment	-	-	-	-	(20,157,114)	(20,157,114)
Add: Net Profit During the Period	-	-	-	-	353,462,828	353,462,828
Add: Issuence of Bonus Share	72,406,420	-	-		-	72,406,420
Less: Declaration of Dividend-2015	-	-	-	-	(318,588,265)	(318,588,265)
Less: Depreciation on Revaluation Surplus	-	-	(7,568,619)	-	7,568,619	-
Balance as at 30.06.2016	**1,520,534,920**	**1,120,000,000**	**1,721,432,002**	**327,922,190**	**1,202,295,300**	**5,892,184,412**

Kutubuddin Ahmed
Chairman

Abdus Salam Murshedy
Managing Director

Tanvir Ahmed
Director

Barrister Shehrin Salam Oishee
Director

M. Saiful Islam Chowdhury, FCS
Company Secretary

Signed in terms of our separate report of even date.

Dated: 12 October 2017
Place: Dhaka

AHMAD & AKHTAR
Chartered Accountants.

Envoy Textiles Limited
Statement of Cash Flows
For the financial year ended 30 June 2017

Particulars	Notes	Amount in Taka	
		30 June 17	30 June 16
Cash Flow From Operating Activities: (A)		**5,723,344,889**	**4,621,968,214**
Cash receipts from curtomers		5,721,959,999	4,619,701,800
Cash receipts from other income		1,384,890	2,266,414
		(6,036,681,851)	**(4,463,568,251)**
Cash Payment to Creditors		(5,223,061,847)	(3,922,216,833)
Cash Payment for Operating Expenses		(310,321,347)	(252,577,165)
Income Tax Paid		(45,356,147)	(35,092,548)
Financial Expenses		(457,942,510)	(253,681,705)
Net Cash Provided/(Used) by Operation activities		**(313,336,962)**	**158,399,963**
Cash Flows From Investing Activities: (B)			
Acquisition of Fixed Assets		(2,440,166,758)	(159,254,295)
Investment		(1,565,626)	(1,808,496)
Capital Work in Process		1,293,967,188	(2,541,991,141)
Net Cash Provided /(Used) by Investing Activities		**(1,147,765,196)**	**(2,703,053,932)**
Cash Flows From Financing Activities: (C)			
Long Term Loan		49,302,200	1,806,527,199
Long Term Loan (Current Portion)		12,121,681	271,905,070
Short Term Liabilities		1,596,019,440	753,008,017
Payment of Cash Dividend		(182,429,558)	(244,758,571)
Net Cash Provided/(Used) by Financing Activities		**1,475,013,763**	**2,586,681,715**
Net Increase/(Decrease) in Cash and Cash Equivalents [A+B+C]		**13,911,605**	**42,027,746**
Add: Opening Cash and Cash Equivalents		68,293,079	26,265,332
Closing Cash and Cash Equivalents		**82,204,684**	**68,293,079**
Net Operating Cash Flow per Share (NOCFPS)	43	**(2.00)**	**1.04**
Net Operating Cash Flow per Share (Restated)	43	**-**	**1.01**

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

Kutubuddin Ahmed
Chairman

Abdus Salam Murshedy
Managing Director

Tanvir Ahmed
Director

Barrister Shehrin Salam Oishee
Director

M. Saiful Islam Chowdhury, FCS
Company Secretary

Signed in terms of our separate report of even date.

Dated: 12 October 2017
Place: Dhaka

AHMAD & AKHTAR
Chartered Accountants.

ENVOY TEXTILES LIMITED
NOTES, COMPRISING A SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION FOR THE PERIOD ENDED 30 JUNE 2017

1.00 Legal status and nature of the Company – Disclosure under IAS 1 as adopted by Institution of Chartered Accountants of Bangladesh as BAS 1 "Presentation of Financial Statements"

a. Background of the Company

Envoy Textiles Limited was incorporated as a private company limited by shares registered under the Companies act. 1994, vide registration no. C-28622 (2468)/1995 dated 18 June 1995 and converted into public limited company on 25 October 2009. The registered office of the company is located at Envoy Tower, 18/E Lake Circus Kalabagan (West Panthapath), Dhaka-1205.

Envoy Textiles Limited has taken over the business, all assets and liabilities of Edge Denims Limited (incorporated as a private company limited by shares registered under The Companies act. 1994, vide registration no. C-28622 (2468)/1995 dated 18 June 1995) as per decision of the Extraordinary General Meetings of both the companies held on 19 June 2009 with the consent of the Honorable Supreme Court of Bangladesh, High Court Division vide Company Matters no. 70 of 2009 and No. 71 of 2009 with effect from 30 September 2009 and Edge Denims Limited has no more in existence.

b. Activities of the Company

Envoy Textiles Limited is a manufacturer of 100% export oriented denims fabric with advanced quality denim fabric finishing. It is the first rope denims plant in Bangladesh with highly sophisticated machineries of USA, Europe and Japan. Commercial operation of the company has been started from 01 March 2008.

c. Board of Directors

Sl.	Name	Position
1	Mr. Kutubuddin Ahmed	Chairman
2	Mr. Abdus Salam Murshedy	Managing Director
3	Mrs. Rashida Ahmed	Director
4	Mrs. Sharmin Salam	Director
5	Mr. Tanvir Ahmed	Director
6	Barrister Shehrin Salam Oishee	Director
7	Ms. Sumayyah Ahmed	Director
8	Mr. Ishmam Salam	Director
9	Mr. Abul Kalam Azad, FCA	Independent Director
10	Mr. Sk. Bashir Ahmed	Independent Director

2.00 Compliance with the requirements of notification of the Securities and Exchange Commission dated 04.06.2008 under reference #SEC/CMMRPC/2008181/53/ Adm/03/28.

a. Notes to the financial statements marked from 3.01 to 4.06 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 3.01 to 4.06.

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 Standards	IAS/BAS No.
01.	Presentation of Financial Statements	IAS/BAS - 1
02.	Inventories	IAS/BAS - 2
03.	Statement of Cash Flows	IAS/BAS - 7
04.	Accounting policies, Changes in accounting Estimates and Errors	IAS/BAS - 8
05.	Events after the Reporting Period	IAS/BAS - 10
06.	Income Taxes	IAS/BAS - 12
07.	Property, Plant and Equipment	IAS/BAS - 16
08.	Revenue	IAS/BAS - 18
09.	Employees Benefits	IAS/BAS - 19
10.	The Effects of Changes in Foreign Exchange Rates	IAS/BAS - 21
11.	Borrowing Costs	IAS/BAS - 23
12.	Related Party Disclosures	IAS/BAS - 24
13.	Earnings Per Share	IAS/BAS - 33
14.	Impairment of assets	IAS/BAS - 36

d. The financial statements are in compliance with the Bangladesh Financial Reporting Standards (BFRSs) which are adopted from the International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB).

3.00 Basis of Preparation

3.01 Statement of Compliance

The Financial Statements are prepared in accordance with Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs), the Companies Act 1994, Securities and Exchange Rules 1987 and other applicable laws and regulations.

3.02 Regulatory Compliances

As required Envoy Textiles Limited 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 Value Added Tax Act 1991;
The Value Added Tax Rules 1991;
The Customs Act 1969; and
Bangladesh Labor Law 2006.

3.03 Compliance with International Financial Reporting Standards (IFRS)

The financial statements have been prepared in compliance with requirements of IFRSs, IASs adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) as BFRS and applicable in Bangladesh.

3.04 Measurement Bases used in preparing the Financial Statements.

The elements of financial statements have been measured on "Historical Cost" Basis, which is one of the most commonly adopted base as provided in "the frame-work for the preparation and presentation of financial statements" Issued by the International Accounting Standards Committee (IASC).

3.05 Components of the Financial Statements

According to the International Accounting Standards (IAS)-1 adopted by ICAB as BAS-1 "Presentation of Financial Statements", the complete set of Financial Statements includes the following components.

(i) Statement of Financial Position as at 30 June 2017.
(ii) Statement of Profit of Loss and other Comprehensive Income for financial year ended 30 June 2017;
(iii) Statement of Changes in Equity for financial year ended 30 June 2017;
(iv) Statement of Cash Flows for financial year 30 June 2017;
(v). Notes, Comprising a Summary of Significant Accounting Policies and other Explanatory Information for financial year 30 June 2017;

3.06 Specific accounting policies selected and applied for significant transactions and events.

Property, Plant & Equipment

Property, Plant & Equipment comprises Factory Building, Rest House, Officer and Staff Quarter, Corporate Office Building, Factory Equipment, Furniture & Fixture, Machinery, ETP Cost, Office Equipment, Motor Vehicle, Software etc. Fixed assets are stated at their historical cost less accumulated depreciation. Land, building, other construction, machineries/equipments, ETP cost and office spaces measured and valued at fair value in compliance with Bangladesh Accounting Standards (BASs)-16 "Property, Plant & Equipment".

No depreciation has been charged on the Land and Land Development. Depreciation is charged on all other assets on reducing balance method. Depreciation has been charged on addition from the date of the related assets are ready for use. The rates of depreciation are as follows:

Name of Assets	Rate of Depreciation
Factory Building	3%
Rest House, Officer and Staff Quarter	2%
Building Corporate Office	3%
Factory Equipment	10%
Furniture & Fixture	10%
Machinery	10%
ETP Cost	10%
Office Equipment	10%
Motor Vehicle	20%
Software	20%
Other Construction	5%
Other Assets	5%

Revaluation of Fixed Assets

The fixed assets as on 30 June 2010 have been revalued at fair market value as per decision of the Board of Directors. All fixed assets under land, building, machineries and equipment available on the cut of date on 30 June 2010 were revalued by an independent valuation company named Asian Surveyors Limited. The revaluation of assets has been made at present market value of land, building, machinery and equipment allowing due depreciation on building, machinery and equipment for the month which has already been expired from the estimate total useful life.

Increase in the carrying amount arising on revaluation of land, building, machinery and equipment are credited to "Revaluation Surplus" under share holders equity.

Amount of depreciation on revaluation surplus has been credited to retained earnings by debiting revaluation surplus as per BAS-16: Property, Plant and Equipment.

3.07 Disposal of Fixed Assets

An asset is recognised on disposal or when no future economic benefits are expected from its use and subsequent disposal. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised as gain or loss from disposal of asset under other income in the statement of comprehensive income. There was no disposal of asset during the period.

3.08 Inventories and Stores

Inventories and stores are comprises of raw materials, raw materials in transit, packing materials, work in progress, finished goods, store items and spare & spare parts in transit. Inventories are valued at the lower of the cost and net realizable value.

3.09 Cash and Cash Equivalents

Cash and Cash equivalents comprise cash in hand, bank current accounts, other bank deposits free of encumbrance and having maturity date of three months or less from respective dates of deposit.

3.10 Statement of Cash Flows

Statement of Cash Flows is prepared principally in accordance with IAS 7 as adopted by ICAB as BAS 7 "Statement of Cash Flows" and the cash flows from the operating activities have been presented under direct method as prescribed by the Securities and Exchange Rules, 1987 and considering the provision of paragraph 19 of IAS 7 which provides that "enterprises are encouraged to report cash flows from operating activities using the direct method".

3.11 Taxation

3.11.1 Tax Holiday

The company has enjoyed tax holiday for 4 (four) years commencing from March 01, 2008, under approval of National Board of Revenue (NBR) dated on September 09, 2008. The tax-holiday period of the company expired on February 29, 2012 and due provision for Income Tax has been maintained in the profit or loss and other comprehensive income. During the tax holiday period 40% of net profit of the company is transferred to the tax holiday reserve in proportionately to invest in the areas as specified by the income Tax Ordinance 1984. Income tax provision made after expiry of tax holiday period as per rate prevailing during that period.

3.11.2 Current Tax

Current Tax is the expected tax payable on the taxable income for the period ended, using tax rates enacted or subsequently enacted after the reporting date and any adjustment to tax payable in respect of previous years. Provision for taxation is calculated on the basis of applicable current tax rate and incompliance with Finance Act. 2015.

3.11.3 Deferred Tax

Deferred Tax arises due to temporary difference deductible or taxable for the transaction which is recognized in the income statement. 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 "BAS 12: Income Tax.

3.12 Segment Reporting

Segment Reporting is not applicable for the company this year as the company does not meet the criteria required for segment reporting specified in BFRS-8. "Operating Segment" A Segment reporting is a distinguishable component of an entity that is engaged in providing products within a particular economic environment which is subject to risk and rewards that are different from those of other segments.

3.13 Revenue Recognition

Sales of Goods

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

- The company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- The company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the company; and
- The cost incurred or to be incurred in respect of the transaction can be measured reliably.

Other Income and Expenses:

Other income and expenses are recognized under accrual concept of Bangladesh Accounting Standard (BAS).

3.14 Foreign Currency Transactions

Transactions in Foreign Currencies are translated into BDT at the rate of exchange ruling on date of transaction. Monetary assets and liabilities expressed in foreign currencies are translated into BDT at the rate of exchange ruling at the balance sheet date. Gains or losses resulting from foreign currency transactions are taken to the profit or loss and other comprehensive income.

3.15 Borrowing Costs/Financial Expenses

Borrowing costs directly attributable to the acquisition, construction or production of qualifying asset (as per BAS-23) are incurred in the cost of the asset. Other borrowing cost are recognized as an expense.

3.16 Earning Per Share (EPS)

Basic Earnings per Share (EPS) has been computed dividing the earnings attributable to the weighted average number of the ordinary shares during the period. This has been calculated in compliance with the requirements of BAS-33: Earning Per Share by dividing the basic earnings by the weighted average number of ordinary shares outstanding during the period.

Basic Earnings

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

3.17 Workers Profit Participation Fund (WPPF)

The company has complied with the Labor Law 2006 and introduced workers profit participation fund (5% of Net Profit).

3.18 Financial Instruments

Financial assets and liabilities are recognized on the balance sheet when the company has become a party to a contractual provision of the instrument:

- **Accounts Receivables**
  Accounts Receivables are stated at their nominal value and considered good. No provision has been made for doubtful debt and no amount was written off as bad.

- **Accounts Payables**
  Accounts Payables are stated at their nominal value and no acceptance given by the bank as on 30 June 2017.

- **Due to/Due from Related Parties**
  Due to /due from related parties are stated at nominal value.

- **Borrowings/Secured Loan**
  Interest bearing bank loans and overdrafts are recorded at the proceeds received. Finance charges are accounted for on an accrual basis.

3.19 Event after the Reporting Period

In compliance with the requirements of "BAS-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 note-51 when materials.

4.00 Additional Information

4.01 Responsibility for preparation and presentation of Financial Statements

The Board of Directors are responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act, 1994 and as per the provision of "the framework for the preparation and presentation of financial statements" issued by the International Accounting Standards Board (IASB).

4.02 Risk and uncertainties for use of estimates in preparation of financial statements

The preparation of financial statements in conformity with the International Accounting Standards requires management to make estimates and assumption that affect the report, amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and revenue and expenses during the period reported. Actual results could differ from those of the estimates. Estimates are used for accounting of certain terms such as long term contracts, provision for doubtful accounts, depreciation and amortization, employees benefit plans, taxes reserves and contingencies.

4.03 Reporting Currency and level of precision

The figures in the financial statements represent Bangladesh currency (Taka), which have been rounded off to the nearest integer.

4.04 Going Concern

The company has adequate resources to continue in operation for the foreseeable future. For this reason the Directors continue to adopt going concern basis in preparing the financial statements.

4.05 Period of Financial Statements

Period of financial statements is from 1 July 2016 to 30 June 2017.

4.06 Adjusting of Accounting Period based on Finance Act 2015

The accounting year of Envoy Textiles Ltd. was for the period from 1 October to 30 September. To comply uniform year ending of all companies (except financial institutions) as on 30 June on the basis of amended law by section 2 (35) of Income Tax Ordinance 1984 and Financial Act 2015. The Board of Directors of Envoy Textiles Ltd. has decided to close the accounts as on 30 June. Therefore, comparative figure has been prepared for the period from 01 October 2015 to 30 June 2016 (9 Months).

4.07 General

i. Figures for the period ended 2016 have been rearranged wherever considered necessary to ensure comparability with the current year.

ii. Comparative figures have been presented for the period of 9 (Nine) months.

		Amount in Taka	
		30 June 2017	30 June 2016
5.00	**Property, Plant & Equipments**		
	Opening Balance	6,762,461,518	6,603,207,223
	Add: Addition during the year	2,440,166,758	159,254,295
	Add: Prior Year Adjustment	-	-
	Less : Adjustment during the period	26,305,994	-
	Closing Balance (Restated)	**9,176,322,282**	**6,762,461,518**
	Accumulated Depreciation		
	Opening Balance	1,406,080,149	1,080,098,643
	Charged during the period	502,434,379	325,981,505
	Less : Adjustment during the period	12,296,785	-
	Closing Balance	1,896,217,743	1,406,080,149
	Written Down Value Original Cost	**7,280,104,539**	**5,356,381,369**
	Revaluation		
	Opening Value of Revalued Asset	1,721,432,002	1,729,000,621
	Add : Prior period Adjustment	14,009,209	-
	Less : Depreciation on Revalued Asset	11,331,359	7,568,619
	Written Down Value of Revalued Asset	**1,724,109,852**	**1,721,432,002**
	Total Written Down Value (Restated)	**9,004,214,391**	**7,077,813,371**

Fair Value Measurement

In 30 June 2010 all the property, plant and equipment of the company were revalued by the independent professional valuer Asian Surveyors Limited. Such revaluation is ensured by sufficient regulatory standards that increased carrying amount does not differ materially from their fair value.

****Details have been presented in Schedule-A.**

6.00	**Deferred Expenses**		
	Opening Balance	-	20,157,114
	Add: Addition During the Year	-	-
	Less: Prior period adjustment *	-	20,157,114
	Closing Balance	**-**	**-**

** In response to SEC's vide letter dated 20 December 2015 No: DSE/CGFRC/LC-425/2015/9298 Envoy Textiles Limited has decided to adjust the remaining amount Tk 20,157,114 of Deferred Expenses against Retained Earnings as Prior Adjustment during the period.*

7.00 Details of Capital Work in Progress during the year

Particulars	Opening Balance	Addition	Capitalised	Closing Balance
Civil and other Construction Unit-2	77,603,433	54,408,620	-	132,012,053
Machineries Unit - 2	222,797,255	50,000,000	-	272,797,255
Building Construction-Spinning Unit	866,515,816	-	866,515,816	-
Machineries - Spinning Unit	1,944,584,992	-	582,635,835	1,361,949,157
Balance as at 30.06.2017	**3,111,501,496**	**104,408,620**	**1,449,151,651**	**1,766,758,465**
Balance as at 30.06.2016	**571,007,953**	**2,540,493,542**	**-**	**3,111,501,495**

Payment is made in relation to the construction of the factory building of Envoy Textiles Limited at Jamirdia, Bhaluka, Mymenshingh & installation of plant and machinery, their components and other fixed assets procured which is yet to be capitalized. Construction costs are transferred to PPE when it is complete and ready for intend use.

8.00	**Inventories and Stores**		
	Inventories (Note-8.01)	2,066,126,764	1,256,259,291
	Stores (Note-8.02)	88,949,917	71,641,016
		2,155,076,681	**1,327,900,307**

		Amount in Taka	
		30 June 2017	30 June 2016
8.01	**Inventories**		
	Packaging Material	11,464,965	7,356,256
	Raw Materials-Yarn	299,891,788	275,814,039
	Raw Materials-Cotton	560,915,607	277,606,031
	Raw Materials-Chemicals	210,408,998	121,994,901
	Finished Goods- Fabrics	483,238,404	351,816,846
	Finished Goods- Yarn	222,257,856	-
	Work in Progress	277,949,146	221,671,219
	Less : Provision for tied up inventories	-	-
		2,066,126,764	**1,256,259,291**
8.02	**Stores**		
	Spare Parts & Accessories	88,841,578	71,532,677
	Electrical Goods and Spare parts	108,339	108,339
	Less : Provision for obsolete inventories	-	-
		88,949,917	**71,641,016**

** As the company does not have any tied up inventory, no provision against slow moving inventory has been made.*

Item wise quantity movement of Inventories has been given in Note 46.

9.00	**Material in Transit**		
	Machinery	50,775,842	1,497,599
	Materials in Transit for MRR	-	-
	Materials in Transit Unit -2	-	9,118,119
	Spare Parts	3,242,179	2,626,051
	Yarn	49,619,387	3,334,597
	Cotton	107,973,802	39,088,467
	Chemical	13,886,521	90,873,173
	Total	**225,497,732**	**146,538,006**

Material in Transits are recognised when related cost are incurred before receiving of the same.

10.00	**Trade & Other Receivable**		
	Trade Receivable (Note-10.01)	2,011,582,906	1,701,587,186
	Export Incentive Receivable (Note-10.02)	632,049,944	585,267,555
		2,643,632,850	**2,286,854,741**
10.01	**Trade Receivable**		
	Opening Balance	1,701,587,186	1,570,830,462
	Add: Addition During the Year	5,539,602,125	4,802,056,725
	Less: Realized During the year	5,229,606,405	4,671,300,000
	Closing Balance	**2,011,582,906**	**1,701,587,186**

Trade Receivables are considered fully secured and guaranteed by Bank against letter of credit (L/C) within 120 days. Classification schedule as required by Schedule XI, Part-I of Companies Act 1994 are as follows:

Particulars	Percentage	Amount in (Tk.)	Amount in (Tk.)
Within the Credit cycle up to 4 months	93.90%	1,888,851,885	1,586,555,577
From 4 to 6 months	4.33%	87,085,755	81,604,364
From 6 to 8 months	1.29%	26,038,941	14,725,139
Above 8 months	0.48%	9,606,325	18,702,107
Less: Provision for doubtful debts		-	-
Total	**100%**	**2,011,582,906**	**1,701,587,186**

	Amount in Taka	
	30 June 2017	30 June 2016

Particulars	2017	2016
1. Accounts receivable considered good in respect of which the company in fully secured	2,011,582,906	1,701,587,186
2. Accounts receivable considered good in respect of which the company holds no security other than the debtors' personal security	-	-
3. Accounts Receivable considered doubtful or bad	-	-
4. Accounts Receivable considered due by any director or other office of the company	-	-
5. Accounts Receivable due by Common management	-	-
6. The maximum amount of receivable due by any director or other officer of the company	-	-
Total	**2,011,582,906**	**1,701,587,186**

As on 30 June 2016 the company did not make any provision on the trade receivable as was no indication of impairment.

10.02 Export Incentive Receivable

Opening Balance	585,267,555	581,947,255
Add: Addition during the year	178,574,330	146,013,240
Less: Realized during the year	131,791,941	142,692,940
Closing Balance	**632,049,944**	**585,267,555**

Export incentive are receivable against fabrics export from the Government of Bangladesh.

11.00 Advance, Deposits & Prepayments

Advance (Note-11.01)	33,175,984	26,615,892
Advance Tax and VAT (Note-11.02)	57,844,874	77,954,344
Deposits (Note-11.03)	42,225,961	43,176,440
Prepaid Interest Expenses	4,000,000	2,700,000
	137,246,819	**150,446,676**

11.01 Advance

Advance against Salary	1,702,300	928,300
Advance Office Rent	375,000	375,000
Advance to Driver against Fuel	177,000	166,000
Advance to Employee	346,800	635,549
Advance to Suppliers	22,778,500	1,973,472
Advance against Traveling	321,530	346,390
Advance- to Department for expenses	4,612,135	2,979,815
Advance against Purchase	2,862,719	19,211,366
	33,175,984	**26,615,892**

11.02 Advance Tax and VAT

Advance Income Tax-Export	36,224,245	51,648,989
Advance Income Tax-Import	4,446,186	5,280,039
Advance Income Tax-Incentive	3,953,758	6,731,361
Advance Income Tax-Vehicle	591,000	1,216,500
Advance Income Tax-Dividend	-	22,800
Advance Tax on FDR	114,500	454,605
Advance Tax STD/Other Accounts	26,455	111,323
Income Tax Paid in Advance	12,488,727	12,488,727
	57,844,874	**77,954,344**

		Amount in Taka	
		30 June 2017	**30 June 2016**
11.03	**Deposits**		
	Deposit for Electricity Connection	30,664,060	30,664,060
	Deposit for Gas Connection	9,921,371	7,948,221
	Deposit for Telephone Connection	10,000	10,000
	Margin Against Bank Guarantee	-	174,763
	L/C Margin - Spare Parts	-	2,748,866
	Security Deposits	1,630,530	1,630,530
		42,225,961	**43,176,440**
	All advances, deposits and prepayments are considered regular and recoverable in the normal course of business.		
12.00	**Investment**		
	Investment in Marketable Securities	3,099	9,049
	Fixed Deposit (FDR)	45,703,927	44,132,351
		45,707,026	**44,141,400**
13.00	**Cash and Cash Equivalents**		
	Cash in Hand	5,493,483	2,485,688
	Cash at Bank (Note-13.01)	76,711,201	65,807,391
		82,204,684	**68,293,079**
13.01	**Cash at Bank**		
	BRAC Bank Ltd. FC Account	6,329,459	531,017
	BRAC Bank Ltd. Dividend - 2012	1,652,368	1,639,571
	BRAC Bank Ltd. Offshore Settlement A/C	2,090	2,090
	BRAC Bank Ltd. Supreme - 8002	996,164	995,472
	BRAC Bank Ltd Supreme - FC	140,057	140,057
	Dutch Bangla Bank Ltd. 110.110.14502	4,571	404,130
	Dutch Bangla Bank Ltd.Dividend - 2013	1,946,828	1,923,214
	HSBC Offshore Settlement - 005	4,103,252	12,441,339
	HSBC Dividend - 2014	1,966,335	2,695,962
	HSBC Dividend - 2015	1,827,741	1,834,981
	HSBC ERQ - 047	4,580,598	1,044,258
	Jamuna Bank CD-16275	17,623	-
	Mutual Trust Bank - CD	159,300	65,646
	National Bank Ltd. Bhaluka CD 6897	-	5,463
	National Bank Ltd. CD 2133027865	-	36,927
	Premier Bank Ltd. - 000002	142,596	38,334
	Premier Bank Ltd.- 000017	1,025,781	871,253
	Pubali Bank Ltd. EFCR AC 38	4,633,554	14,636,278
	Pubali Bank Ltd. CM Account	15,475,270	7,507,722
	Pubali Bank Ltd. STD-1275	140,328	139,432
	Margin Account HSBC - 091	29,828,251	18,005,523
	Margin Account Pubali Bank Ltd.	1,739,035	848,722
		76,711,201	**65,807,391**
14.00	**Authorised Capital**		
	275,000,000 Ordinary Shares of Tk.10/= each.	2,750,000,000	2,750,000,000
	125,000,000 Redeemable Preference Shares of Tk.10/= each.	1,250,000,000	1,250,000,000
		4,000,000,000	**4,000,000,000**

		Amount in Taka	
		30 June 2017	**30 June 2016**
15.00	**Issued, Subscribed and Paid up Share Capital**		
	156,615,096 Ordinary Shares of Tk.10/= each.	**1,566,150,960**	**1,520,534,920**

Particulars	Number of Share	Percentage	Taka	Taka
Sponsors/Directors	71,385,527	45.580%	713,855,270	712,285,240
General Shareholder (Individual)	22,897,400	14.620%	228,974,000	305,587,840
General Shareholder (Institution)	55,585,892	35.492%	555,858,920	404,526,850
Foreign Shareholder	6,746,277	4.308%	67,462,770	98,134,990
Total	**156,615,096**	**100%**	**1,566,150,960**	**1,520,534,920**

16.00	**Share Premium**		
	40,000,000 Ordinary Shares of Tk.13/= each	520,000,000	520,000,000
	30,000,000 Ordinary Shares of Tk.20/= each	600,000,000	600,000,000
		1,120,000,000	**1,120,000,000**
17.00	**Revaluation Surplus**		
	Opening balance	1,721,432,002	1,729,000,621
	Add : Prior Year Adjustment	14,009,209	-
	Add: Addition during the year	-	-
	Less: Depreciation during the year	11,331,359	7,568,619
	Closing balance	**1,724,109,853**	**1,721,432,002**

As per BAS-16 and BAS-36 the amount of impairment in excess of earlier revaluation surplus should be charged in the statement of profit or loss and other comprehensive income. In 2010 the management recognised an amount of Tk. 26,305,994 as negative revaluation reserve, instead of recognising the amount as expense. Moreover, the management has been charging depreciation on this negative balance of the revaluation reserve. The managment has already charged Tk. 12,296,785 as negative accumulated depreciation. The adjustment is given in note no. 17, 18 as per BAS 08 "changes in accounting policies, errors and estimates".

18.00	**Retained Earnings**		
	Opening Balance	1,202,295,299	1,180,009,231
	Add : Profit during the year	321,176,626	353,462,828
	Declaration / Payment of Dividend	(228,080,230)	(318,588,265)
	Less: Prior Year Adjustment (Note-17.00)	14,009,209	20,157,114
	Add : Depreciation on Revaluation Surplus	11,331,359	7,568,619
	Closing Balance	**1,292,713,844**	**1,202,295,299**
19.00	**Tax Holiday Reserve**		
	Opening Balance	327,922,190	327,922,190
	Less : Transfer to Retained Earnings	-	-
	Closing Balance	**327,922,190**	**327,922,190**
20.00	**Long Term Loan**		
	BRAC Bank BDT Term Loan	60,999,712	4,468,167
	BRAC Bank Ltd. Offshore Term Loan - 1	-	34,214,494
	BRAC Bank Ltd. Offshore Term Loan - 2	168,014,696	242,687,894
	BRAC Bank Ltd. Offshore Term Loan - 3	1,006,042,389	20,344,753
	HSBC BDT Term Loan	7,392,234	9,666,767
	HSBC Offshore Term Loan - 1	34,742,554	217,507,445
	HSBC Offshore Term Loan - 2	14,441,802	183,948,092
	HSBC Offshore Term Loan - 3	703,288,687	159,274,690
	Pubali Bank Ltd. Project Loan	671,417,821	383,597,252
	MTBL-Offshore Term Loan	179,181,371	-
	Uttara Finance Lease	-	383,417,395
	MTBL-UPAS- Machinery	5,791,500	-
	HSBC - UPAS - Machinery	337,559,569	665,022,645
	Pubali Bank Ltd. - UPAS - Machinery	418,189,857	347,348,398
	BRAC Bank Ltd. - UPAS - Machinery	148,113,525	1,054,375,525
		3,755,175,717	**3,705,873,517**

		Amount in Taka	
		30 June 2017	30 June 2016
21.00	**Long Term Loan (Current Portion)**		
	BRAC Bank Ltd. Offshore Term Loan - 1	34,426,390	68,964,998
	BRAC Bank Ltd. Offshore Term Loan - 2	74,673,197	74,673,197
	HSBC Offshore Term Loan - 1	181,926,407	190,792,430
	HSBC Offshore Term Loan - 2	173,301,898	173,301,898
	Pubali Bank Ltd. Project Loan	225,422,312	169,896,000
		689,750,204	**677,628,523**
22.00	**Short Term Loan**		
	BRAC Bank Ltd- RL	500,000,000	-
	BRAC Bank Ltd. - OD	10,601,301	15,352,433
	MTBL SOD-0084	1,630,082	-
	Commercial Paper Loan	-	700,000,000
	Jamuna Bank Ltd -RL	730,000,000	-
	HSBC - OD Account - 011	531,590	15,991,796
	HSBC Offshore IBP	279,041,304	139,072,062
	HSBC - STL	-	150,000,000
	Premier Bank Ltd. - OD-08	24,473,322	71,749,916
	Pubali Bank Ltd. - UPAS	776,246,807	-
	Pubali Bank Ltd. -STL	900,000,000	-
	Pubali Bank Ltd. - CC - 371	379,128,716	462,525,386
	Standard Chartered - CC-01	325,674	-
	Standard Chartered - UPAS	119,803,427	-
	Standard Chartered - STL	143,213,926	217,763,688
	EDF - BRAC Bank Ltd.	267,853,559	14,378,442
	EDF- Jamuna Bank	95,328,422	-
	EDF - HSBC	152,388,747	340,022,654
	EDF - Pubali Bank Ltd.	470,414,735	1,128,105,793
		4,850,981,612	**3,254,962,171**
23.00	**Trade & Other Payable**		
	Trade Payable (Note-23.01)	555,651,234	442,509,169
	Liabilities for Expenses (Note-23.02)	34,034,289	45,101,748
	Liabilities for Other Finance (Note-23.03)	42,507,961	58,437,288
	Unclaimed Dividend (Note-23.04)	8,231,051	8,196,419
		640,424,536	**554,244,624**
23.01	**Trade Payable**		
	Opening Balance	442,509,169	836,176,370
	Add: Purchase during the year (Note-27.00)	4,320,855,126	2,869,258,660
	Less: Payment During the year	4,207,713,061	3,262,925,861
	Closing Balance	**555,651,234**	**442,509,169**
23.02	**Liabilities for Expenses**		
	Gas Bill Payable	12,344,628	9,747,608
	Audit Fees Payable	172,500	138,000
	Provident Fund Payable	4,679,271	8,728,566
	Payable against Workers Profit Participation Fund (Note-23.02a)	16,837,890	26,487,574
		34,034,289	**45,101,748**
23.02a	**Workers Profit Participation Fund - WPPF**		
	Opening Balance	26,487,574	29,058,475
	Addition during the year (Note-23.02b)	17,557,807	19,768,748
	Less: Payment during the year	27,207,491	22,339,649
		16,837,890	**26,487,574**

		Amount in Taka	
		30 June 2017	30 June 2016
23.02b	**Detail calculation of Workers Profit Participation Fund**		
	Operating Profit for the year	812,184,508	684,732,336
	Add: Other Income	1,384,890	2,266,414
	Less : Financial Expenses for the year	444,855,445	271,855,049
	Net Profit before Tax and WPPF	**368,713,953**	**415,143,701**
	Provision for WPPF @ 5% on NPBT	**17,557,807**	**19,768,748**
	The above fund is managed by a separate Trustee Board as per the respective provision of Labour Law and other laws and regulations prevailing in Bangladesh.		
23.03	**Liabilities for Other Finance**		
	TDS Payable on Salary	-	2,568,263
	Withholding Tax Payable	-	3,740,200
	Withholding VAT Payable	4,673,704	3,520,914
	Interest Payable on Short Term Loan	8,841,913	21,928,978
	Advance Against Sales	28,015,938	25,678,028
	Deposit against IPO subscription	976,406	1,000,906
		42,507,961	**58,437,288**
23.04	**Unclaimed Dividend**		
	Unclaimed Dividend - 2011	124,171	124,171
	Unclaimed Dividend - 2012	1,652,369	1,836,604
	Unclaimed Dividend - 2013	1,804,937	1,805,136
	Unclaimed Dividend - 2014	1,869,564	2,617,467
	Unclaimed Dividend - 2015	1,793,335	1,813,042
	Unclaimed Dividend - 2016	986,677	-
		8,231,051	**8,196,419**
24.00	**Provision for Tax**		
	Opening Balance	53,645,152	64,687,944
	Add: Addition during the year	45,356,147	35,092,548
	Less: Assessment cleared up to 2016	53,645,152	46,135,340
	Closing Balance	**45,356,147**	**53,645,152**
25.00	**Provision for Deferred Tax**		
	Opening Balance	74,950,675	109,946,897
	Less: Adjustment during the year	15,376,627	6,819,577
	Less: Assessment cleared up to 2016	11,820,465	41,815,799
	Closing Balance	**47,753,583**	**74,950,675**
26.00	**Revenue**		
	Export Sales of Fabrics	5,102,123,728	4,198,044,815
	Export Sales of Cotton	224,263,247	-
	Export Sales of Dyed Yarn	213,215,150	169,565,078
	Weaving & Finishing	195,991,748	152,192,787
	B-Grade Sales	133,589,286	79,437,669
	Sample sales	548,520	353,527
	Stock Fabrics Sales	30,432,099	8,171,709
	Export Incentive	178,574,330	146,013,240
		6,078,738,108	**4,753,778,825**
27.00	**Cost of Goods Sold**		
	Opening Stock of Raw Material:		
	a) Yarn	275,814,039	540,996,634
	b) Cotton	277,606,031	-
	b) Chemical	121,994,901	190,919,702
	c) Packaging Material	7,356,256	3,037,061
		682,771,227	**734,953,397**

	Amount in Taka	
	30 June 2017	**30 June 2016**
Add: Purchase during the year		
a) Yarn	1,507,745,054	2,098,920,739
b) Cotton	1,994,974,830	321,893,151
c) Chemical	774,971,499	428,522,251
d) Packaging Material	43,163,743	19,922,518
	4,320,855,126	**2,869,258,660**
Raw Material available for use	**5,003,626,353**	**3,604,212,057**
Less: Closing Stock of Raw Material		
a) Yarn	299,891,788	275,814,039
b) Cotton	560,915,607	277,606,031
c) Chemical	210,408,998	121,994,901
d) Packaging Material	11,464,965	7,356,256
	1,082,681,358	**682,771,227**
Direct Material Consumed		
a) Yarn	1,483,667,305	2,364,103,334
b) Cotton	1,711,665,254	44,287,120
c) Chemical	686,557,402	497,447,052
d) Packaging Material	39,055,034	15,603,323
	3,920,944,995	**2,921,440,830**
Add : Direct Labour / Wages	248,332,695	140,095,133
Total Direct Cost	**4,169,277,690**	**3,061,535,963**
Manufacturing Overhead		
Factory Overhead (Note-32.00)	1,235,289,044	780,765,169
Total Manufacturing Cost	**5,404,566,734**	**3,842,301,132**
Add : Opening Work in Process	221,671,219	181,459,550
Less : Closing Work in Process	277,949,146	221,671,219
Cost of Goods Manufactured	**5,348,288,806**	**3,802,089,463**
Add: Opening Stock of Finished Goods	351,816,846	408,515,419
Total Cost of Goods available for Sale	**5,700,105,652**	**4,210,604,882**
Less: Closing Stock of Finished Goods	705,496,260	351,816,846
Total Cost of Goods Sold	**4,994,609,392**	**3,858,788,036**

		Amount in Taka	
		30 June 2017	30 June 2016
28.00	**Administrative & General Expenses**		
	Salary, Allowance & Bonus	67,605,948	55,336,725
	Audit & other professional fees	472,300	196,500
	Bank Charge and Commission	16,907,214	13,913,322
	Bank Excise Duty	205,650	113,800
	BTMA Certification Expense	519,050	379,500
	Directors' Remuneration	31,315,874	21,202,124
	CSR Expenses	7,507,809	4,625,126
	Employee Death Benefit	-	-
	Electricity	2,426,977	2,304,111
	Entertainment Expenses	2,891,797	1,955,182
	Fuel Expenses	4,597,105	3,703,878
	Incentive Return	754,873	506,495
	Iftary Expenses	2,050,815	-
	Insurance Premium	1,433,137	914,353
	Software Maintenance	1,612,500	-
	License and Renewal fees	2,625,791	6,932,585
	Meternity Leave Benefit	285,264	-
	Medical Bill - HO	1,737,293	509,352
	Govt. & Non Govt. Fees and charges	203,300	-
	Office Maintenance	2,139,176	1,634,779
	Employee's Other Benefit	703,414	602,438
	Contribution to Provident Fund	15,755,540	8,702,106
	Refreshment	813,428	631,614
	Printing & Stationery	824,019	661,961
	Rent Rate & Taxes	1,014,000	1,165,809
	Repair & Maintenance	1,034,910	1,256,168
	Employees Children Scholarship	428,500	451,450
	Security & Protection	23,913	195,000
	Employee Retirement Benefit	1,437,541	3,544,228
	Stamp, Postage & Courier	1,889,721	1,833,450
	Sports & Recreation	916,415	631,801
	Subsidy Fooding for Head Office	1,380,810	992,613
	Surveillance Fees	138,000	-
	Vehicle Maintenance Expenses	1,547,472	1,066,587
	Vehicle Tracking	27,600	35,200
	Visa Processing fees	129,877	-
	Travelling & Conveyance Expenses	2,157,811	1,045,888
	AGM Expenses	485,690	232,550
	Telephone & Mobile Bill	2,945,649	2,091,236
	Training & Development Expenses	113,690	216,498
	VAT Deposit	533,055	-
	Wasa Bill	634,161	510,209
	Depreciation (Annex - A)	35,722,357	25,526,090
		217,949,450	**165,620,728**
29.00	**Selling & Distribution Expenses**		
	Salary and Allowance	38,029,936	33,101,044
	Advertisement	651,060	514,432
	Business Promotion	3,131,534	2,170,554
	Conveyance Marketing	647,120	457,745
	Entertainment	726,925	606,092
	Expenses of Chittagong Branch	1,090,717	913,045
	Hongkong Office	6,174,426	
	Freight Charge - Direct Export	671,952	3,087,070
	Other Benefit	-	451,732
	Travelling Expenses	-	337,741
	Fuel Expenses	1,163,227	964,293
	Vehicle Maintenance Expenses	576,519	569,416
	Sample Production Expenses	1,131,342	1,464,560
		53,994,758	**44,637,724**

		Amount in Taka	
		30 June 2017	30 June 2016
30.00	**Financial Expenses**		
	Interest on BRAC Bank Ltd. Offshore Term Loan - 1	7,021,146	7,635,148
	Interest on BRAC Bank Ltd. Offshore Term Loan - 2	17,838,125	5,273,112
	Interest on BRAC Bank Ltd. Offshore Term Loan - 3	28,157,753	32,124
	Interest on BRAC Bank BDT Term Loan	4,319,059	100,519
	Interest on HSBC BDT Term Loan	673,517	591,261
	Interest on HSBC Offshore Term Loan - 1	18,114,494	22,855,095
	Interest on HSBC Offshore Term Loan - 2	16,701,692	19,530,127
	Interest on HSBC Offshore Term Loan - 3	28,608,040	1,381,631
	Interest on MTBL Offshore Term Loan	1,476,384	-
	Interest on Pubali Bank Ltd. Term Loan	56,876,881	45,925,020
	Interest on Lease Finance - Uttara Finance	20,822,750	15,739,202
	Interest on HSBC - IBP	8,608,883	11,870,919
	Interest on BRAC Bank Ltd. - OD	816,226	1,079,064
	Interest on BRAC Bank Ltd. - STL	20,892,234	-
	Interest on Commercial Paper Loan	45,168,507	39,113,889
	Interest on BRAC Bank Ltd. - EDF	4,245,692	2,572,044
	Interest on HSBC - EDF	8,526,914	12,094,457
	Interest on Pubali Bank Ltd. - EDF	46,184,010	8,214,391
	Interest on HSBC - OD	2,126,234	2,176,943
	Interest on HSBC - RL	6,839,894	8,386,314
	Interest on Jamuna Bank - RL	34,349,633	-
	Interest on Pubali Bank Ltd. - CC	31,216,211	37,610,840
	Interest on Pubali Bank Ltd. - STL	6,104,167	-
	Interest on Premier Bank Ltd. - CC	3,537,364	3,079,651
	Interest on SCB - RL	15,497,968	8,439,361
	Interest on Brace Bank - UPAS	4,003,157	12,836,315
	Interest on HSBC - UPAS	917,737	346,841
	Interest on PBL - UPAS	5,210,773	4,970,781
		444,855,445	**271,855,049**
31.00	**Other Income**		
	Interest Income	1,384,890	2,268,171
	Less: Loss on Investment in Marketable Securities	-	1,757
		1,384,890	**2,266,414**

		Amount in Taka	
		30 June 2017	**30 June 2016**
32.00	**Factory Overhead**		
	Salary, Allowances and Bonus	157,249,890	100,166,560
	C & F expenses	3,738,640	3,762,419
	Chiller Maintenance	320,000	58,000
	Conveyance	132,449	84,244
	Electricity Expenses	231,145,925	59,145,012
	Entertainment	3,403,010	3,215,466
	Fuel, Oil & Lubricant	8,145,786	7,961,974
	Gas Bill	138,434,986	119,072,998
	Fuel for Machinery	3,852,116	37,791,558
	Insurance Premium	7,492,755	5,982,439
	Lab Expenses	724,928	498,000
	Medical Expenses	3,964,142	2,937,201
	Medicine	555,733	214,843
	Miscellaneous Expenses	525,688	465,551
	Employees Other Benefit	457,413	321,066
	Overtime	25,690,643	24,467,599
	Painting Expenses	1,597,708	1,061,876
	Repair & Maintenance - Generator	13,352,694	10,034,396
	Spare Parts & Machine Maintenance	38,670,695	33,895,803
	Factory Maintenance	17,642,516	15,521,049
	Fire Fighting Maintenance	941,811	907,805
	Sample Cost	4,337,583	-
	Security and Protection	8,347,966	4,405,478
	Site Maintenance	2,743,699	2,606,157
	Stationery	1,192,488	1,094,959
	Telephone, Mobile and Internet Bills	2,722,412	1,459,526
	Test and Examination	1,674,510	1,290,573
	Traveling & Conveyance	3,697,887	3,149,112
	Uniform	417,048	375,975
	Vehicle Maintenance Expenses	1,079,737	761,724
	Worker Free Tiffin	25,906,928	10,847,035
	Worker Free Fooding	47,085,878	19,184,737
	Depreciation (Annex-A)	478,043,380	308,024,034
		1,235,289,044	**780,765,169**

33.00 Related Party Disclosure under BAS-24

33.01 During the reporting period from 1 July 2016 to 30 June 2017 following transactions incurred with related party as per BAS-24 Para- 21 in the form of Sales of Finished goods against export LC:

Amount in Taka

Particulars	Opening	Addition	Adjustment/ Realized	Balance
M/S Armour Garments Ltd	8,750,051	71,935,458	69,805,406	10,880,103
M/S Envoy Fashion Ltd.	7,171,065	32,563,640	24,313,946	15,420,759
M/S Epoch Garments Ltd.	-	16,691,002	3,537,888	13,153,114
M/s Manta Apparels Ltd.	4,610,580	18,129,521	15,950,911	6,789,190
M/S Olio Apparels Ltd.	5,373,002	62,325,682	45,998,585	21,700,099
M/S Regal Garments Ltd.	3,167,480	31,616,011	26,936,745	7,846,746
Total	**29,072,178**	**233,261,314**	**186,543,481**	**75,790,011**

33.02 Related Party Disclosure as per BAS-24 Para-17 regarding Key management personnel compensation

(a) Short-term employee benefits;	Monthly Salary
	Two Festival Bonus
	Medical assistance for own and Family.
	Earn Leave encashment as per Labor Law- 2006.
	Profit participation as company act- 1994
(b) Post-employment benefits;	Contributory Provident Fund @ 8.33% of Basic Salary.
	Long term service benefit.
(c) Other long- term benefits;	Group Insurance Policy with Fareast Life Insurance Co.
(d) Termination benefits;	As per Labor Law- 2006.
(e) Share-based payment;	Nil

34.00 Disclosure of Directors Remuneration and Meeting attendance fees under Para 4 of Schedule XI part II of the Companies Act. 1994

34.01 Directors have received the following remuneration from the company during the year ended 30 June, 2017

Name	Position	No. of Month	2016 (Tk.)	No. of Month	2015 (Tk.)
Mr. Kutubuddin Ahmed	Chairman	12	10,505,250	9	7,375,875.00
Mr. Abdus Salam Murshedy	Managing Director	12	10,505,250	9	7,375,875
Mrs. Rashida Ahmed	Director	12	1,609,062	9	1,100,062
Mrs. Sharmin Salam	Director	12	1,609,062	9	1,100,062
Mr. Tanvir Ahmed	Director	12	3,143,125	9	2,125,125
Barrister Shehrin Salam Oishee	Director	12	3,143,125	9	2,125,125
Ms. Sumayyah Ahmed	Director	2	400,500	-	-
Mr. Ishmam Salam	Director	2	400,500	-	-
Total			**31,315,874**		**21,202,124**

34.02 Independent Directors have received the following meeting attendance fees during the Year ended 30 June,2017

Name	Position	No. of Month	2017 (Tk.)	2016 (Tk.)
Mr. Abul Kalam Azad, FCA	Independent Director	12	Nil	Nil
Mr. Sk. Bashir Ahmed	Independent Director	12	Nil	Nil
Total			**-**	**-**

34.03 Disclosures under Para 3 of schedule XI Para II of the Companies Act. 1994.

Salary Range (Monthly)	Office & Staff		Worker	Total Employee
	Head Office	Factory		
Below 5,560	Nil	Nil	Nil	Nil
Above 5,560	147	282	2,218	2,647

35.00 Disclosures under Para 6 of schedule XI part II of the Companies Act. 1994.

Amount Paid to Auditors

Name	Purpose	2017 (Tk.)	2016 (Tk.)
Ahmad & Akhtar, Chartered Accountants	Audit Fee	120,000	-
ARTISAN, Chartered Accountants	Audit Fee	23,000	-
TUV RHEINLAND Bangladesh PVT. Limited	Audit Fee	156,800	-
MABS & J Partners	Audit Fee	-	185,000
Ahmad & Akhtar, Chartered Accountants	Audit Fee	-	11,500
Total		**299,800**	**196,500**

36.00 Disclosures under Para 8 of schedule XI part II of the Companies Act. 1994. Transaction in Foreign Currency

Particulars	Amount in (Tk.)
CIF value of import:	
1. Raw materials	
(a) Yarn	1,507,745,054
(b) Cotton	1,994,974,830
(c) Dyes & Chemicals	686,557,401
2. Accessories / Spare Parts	52,023,389
3. Capital Machinery	1,298,323,680
Total CIF value of import:	**5,539,624,354**
FOB value of Export	**5,539,602,125**

37.00 Disclosures under Para 8 of schedule XI part II of the Companies Act. 1994. Particulars of Foreign Shareholders

Name	No of Shareholders	%	Value of Shares
SSBTFORSSLUX A/C AN50EMMFSSCSP	3,907,984	2.50	39,079,840
SSBTFORSSLUXA/CAN50EMMFS(FN:M	1,487,012	0.95	14,870,120
BBH A/C SEI IITEMEF	794,425	0.51	7,944,250
Foreign Individuals	556,856	0.36	5,568,560
Total	**6,746,277**	**4.31**	**67,462,770**

38.00 Disclosures under Para 8 of schedule XI part II of the Companies Act. 1994.

Imported and local raw materials and spare parts consumed during period ended 30 June,2017

Raw materials:	Qty. (Ton)	Amount in BDT	% on Consumption
1. Yarns	9058 (Ton)	1,483,667,305	37.34%
2. Cotton	12468 (Ton)	1,711,665,254	43.08%
2. Dyes & Chemicals	4401 (Ton)	686,557,401	17.28%
3. Packaging Materials	Various	39,055,034	0.98%
4. Spare Parts	Various	52,023,389	1.31%
		3,972,968,383	**100%**

39.00 Disclosures under Para 7 of schedule XI part II of the Companies Act. 1994. Capacity Utilization (Period ended 01 July, 2016 to 30th June- 2017)

Description of Products	Installed Capacity (Yards)		Actual Production (Yards)		Capacity Utilization	
	Sept-17	Sept-16	Sept-17	Sept-16	Sept-16	Sept-17
Denim Fabrics Unit-1	24,000,000	24,000,000	18,510,172	14,778,000	77.13%	61.58%
Denim Fabrics Unit-2	26,000,000	26,000,000	19,265,690	14,846,453	74.10%	57.10%
Spinning Unit (in KG)	17,500,000	-	11,359,388	-	64.91%	0.00%

40.00 Aging of Account Receivable under Part I of Schedule XI of the Companies Act, 1994

Particulars	Amount 2017	%	Amount 2016	%
Within the Credit cycle upto 4 Months	1,888,851,885	93.90%	1,586,555,577	93.24%
From 4 to 6 Months	87,085,755	4.33%	81,604,364	4.80%
From 6 to 8 Months	26,038,941	1.29%	14,725,139	0.865%
Above 8 Months	9,606,325	0.48%	18,702,107	1.10%
Total-	**2,011,582,906**	**100%**	**1,701,587,187**	**100%**

	Amount in Taka	
	30 June 2017	**30 June 2016**
41.00 Basic Earnings Per Share (EPS):		
Profit After Tax	321,176,626	353,462,828
Number of Shares Outstanding at 30.06.2017 (Note-15)	156,615,096	152,053,492
Basic Earnings Per Shares (EPS)	**2.05**	**2.32**
Restated Earnings per Share	**-**	**2.26**

42.00 Computation of Number of Shares after Balance Sheet date

Number of Shares Outstanding as at 30.09.2016	152,053,492	144,812,850
Declaration of Stock Dividend @ 3.00% dated:	4,561,604	7,240,642
Number of Shares Outstanding at 30.06.2016	**156,615,096**	**152,053,492**

		Amount in Taka	
		30 June 2017	30 June 2016
43.00	**Net Operating Cash Flow per Share (NOCFPS)**		
	Net Operating Cash Flow	(313,336,962)	158,399,963
	No. of Share outstanding	156,615,096	152,053,492
	Net Operating Cash Flow per Share (NOCFPS)	**(2.00)**	**1.04**
	Net Operating Cash Flow per Share (Restated)	**-**	**1.01**
44.00	**Net Assets Value (NAV) Per Share**		
	Total Assets	16,060,338,647	14,213,489,075
	Less: Total Liability	10,029,441,799	8,321,304,663
	A. Net Assets	**6,030,896,848**	**5,892,184,412**
	B. Total Number of Share during the year	156,615,096	152,053,492
	Net Assets Value (NAV) per share (A/B)	**38.51**	**38.75**
	Net Assets Value (NAV) per share (Restated)	**-**	**37.62**

45.00 Income Tax Assessment Status:

Acct. Year	Income Year	Assessment Year	Provision for Income Tax	Liabilities as per Asst. Order	Advance Income Tax Paid	Remarks
30-Sep-11	2011-12	2012-13	130,490	1,371,420	3,698,280	Tribunal revised
30-Sep-12	2012-13	2013-14	27,265,552	32,657,745	28,165,703	Tribunal revised
30-Sep-13	2013-14	2014-15	52,514,926	23,795,943	39,439,435	Tribunal revised
30-Sep-14	2014-15	2015-16	28,920,085	30,126,031	29,136,448	Assessment Complete
Assessment complete upto year 2014			(87,951,139)	(87,951,139)	(87,951,139)	
Balance carry forward			**20,879,914**	**-**	**12,488,727**	
30-Sep-15	2015-16	2016-17	65,803,788	30,373,069	31,408,532	Assessment Complete
30-Jun-16	2015-16	2016-17	41,912,126	35,092,548	35,092,548	Assessment Complete
Assessment complete upto year 2016			**(65,465,617)**	**(65,465,617)**	**(65,465,617)**	
30-Jun-17	2016-17	2017-16	29,979,520		45,336,147	N/A
Balance carry forward			**93,109,730**		**57,844,874**	

46.00 Information relating to Quantity of Purchase, Production, Sale of Stock (Major Items only):

a) Raw Materials:

Particulars	Opening Stock on 01.07.2016	Purchase	Total	Consumption	Closing Stock on 30.06.2017	Unit
Yarn	1,316,486	9,204,793	10,521,279	9,057,798	1,463,481	KG
Cotton	2,397,314	14,532,159	16,929,473	12,468,424	4,461,049	KG
Dyes & Chemical	1,100,942	4,967,766	6,068,708	4,401,009	1,667,699	KG

b) Sales:

Particulars	Opening Stock on 01.07.2016	Production	Available for Sale	Closing Stock on 30.06.2017	Sales During the Year	Unit
Finished Fabrics	2,639,270	37,775,862	40,415,132	3,413,194	37,001,938	Yards

c) Finished Goods:

Particulars	Opening Stock on 01.07.2016	Production	Available for Sale	Sales During the Year	Closing Stock on 30.06.2017	Unit
Finished Fabrics	2,639,270	37,775,862	40,415,132	37,001,938	3,413,194	Yards
Finished Good-Yard	-	11,359,388	11,359,388	10,306,113	1,053,275	KG

47.00 Commission
Commission/Bonus has been paid to sales agents during the period under audit.

48.00 Brokerage or Discount
No brokerage was paid against sales during the year under audit.

49.00 Board Meeting & Board Members
There were 10 members in the Board of Directors of the Company and 17 Board Meetings were held in the period under review.

50.00 Acknowledgement of Claims
There no claim against the company not acknowledged as debt at the date of Financial Position.

51.00 Declaration of Dividend:
The Board has declared Dividend @ 12.00% on paid up capital for the year ended 30 June 2017 as per decision of the Board of Directors in their meeting held on 11 October 2017 out of which cash dividend is 7.00% (i.e. Tk. 0.70 per share of Tk. 10 each) and 5.00% stock dividend (i.e. 5.00 bonus shares for every 100 shares held).

Envoy Textiles Limited
Schedule of Property, Plant & Equipment
As at 30 June 2017

Schedule A

Amount in Taka

Sl. No.	Particulars	COST/REVALUATION							Rate %	DEPRECIATION							Written down Value			Written Down Value 30.06.16
										On Cost				On Revaluation Surplus						
		Balance as at 01.07.16	Addition During the Period	Addition Against Unit-3	Adjustment for Impairment	Total as at 30.06.17	Revaluation Surplus	Total Cost as at 30.06.17		Balance as at 01.07.16	Charged during the year	Over Charged	Accumulated Depreciation 30.06.17	Balance as at 01.07.16	Charged during the year	Accumulated Depreciation 30.06.17	Orginal Cost as at 30.06.17	Revaluation Surplus as at 30.06.17	Total as at 30.06.17	
1	Building Factory	880,195,791	34,904,589	823,858,511	-	1,738,958,891	126,551,138	1,865,510,029	3%	87,646,060	36,657,938.43		124,303,999	21,119,244	3,162,957	24,282,201	1,614,654,893	102,268,937	1,716,923,829	897,981,625
2	Rest house, Officer & Staff quarter	406,687,605	-	-	-	406,687,605	94,417,320	501,104,925	2%	17,182,129	7,790,109.51		24,972,239	10,772,055	1,672,905	12,444,961	381,715,366	81,972,359	463,687,725	473,150,740
3	Building Corporate Office	295,347,030	3,224,256	-	-	298,571,286	228,246,975	526,818,261	3%	40,672,057	7,688,613.04		48,360,670	38,090,559	5,704,692	43,795,252	250,210,616	184,451,723	434,662,340	444,831,389
4	Factory Equipment	126,985,337	12,248,272	73,048,672	-	212,282,282	-	212,282,282	10%	33,496,062	13,613,774.72		47,109,837	-	-	-	165,172,445	-	165,172,445	93,489,275
5	Furniture and Fixture	65,602,003	2,302,470	6,048,184	-	73,952,657	-	73,952,657	10%	20,817,563	4,895,976.73		25,713,539	-	-	-	48,239,118	-	48,239,118	44,784,440
6	Land and Land Development	148,626,512	-	510,000	-	149,136,512	1,343,772,667	1,492,909,179		-	-		-	-	-	-	149,136,512	1,343,772,667	1,492,909,179	1,492,399,179
7	Machinery & Equipment	4,282,479,313	87,255,320	1,211,068,360	26,305,994	5,554,496,999	-	5,554,496,999	10%	1,082,010,888	384,963,026.51	12,296,785	1,454,677,129	-	-	-	4,099,819,870	-	4,099,819,870	3,186,459,216
8	ETP Cost	94,804,786	-	-	-	94,804,786	6,348,927	101,153,714	10%	20,810,404	7,399,438.23		28,209,842	2,967,818	338,111	3,305,929	66,594,944	3,042,999	69,637,943	77,375,492
9	Office Equipment	43,103,623	5,052,811	42,544,144	-	90,700,578	-	90,700,578	10%	9,691,418	5,721,068.27		15,412,486	-	-	-	75,288,092	-	75,288,092	33,412,205
10	Motor Vehicle	97,829,610	134,990	-	-	97,964,600	-	97,964,600	20%	44,360,026	10,707,415.80		55,067,442	-	-	-	42,897,158	-	42,897,158	53,469,583
11	Software and other Intangable	42,735,827	17,437,267	-	-	60,173,094	-	60,173,094	20%	11,604,160	7,970,060.11		19,574,229	-	-	-	40,598,874	-	40,598,874	31,131,667
12	Other Construction	123,311,865	10,093,928	28,894,991	-	162,300,784	12,310,563	174,611,347	5%	14,707,440	6,404,944.21		21,112,384	3,256,703	452,693	3,709,396	141,188,400	8,601,167	149,789,567	117,658,285
13	Others Assets	154,752,214	23,768,072	57,771,920	-	236,292,206	-	236,292,206	5%	23,081,941	8,622,013.48		31,703,954	-	-	-	204,588,252	-	204,588,252	131,670,274
	Total	**6,762,461,517**	**196,421,975**	**2,243,744,782**	**26,305,994**	**9,176,322,281**	**1,811,647,590**	**10,987,969,871**		**1,406,080,148**	**502,434,379**	**12,296,785**	**1,896,217,742**	**76,206,379**	**11,331,359**	**87,537,738**	**7,280,104,539**	**1,724,109,853**	**9,004,214,391**	**7,077,813,371**

Depreciation Allocation	Percentage	Amount
Factory Overhead	93.05%	**478,043,380**
Administrative & General Expenses	6.95%	**35,722,357**
Rest house, Officer & Staff quarter	2.05%	**10,532,198**
Building Corporate Office	3.04%	**15,618,478**
Furniture and Fixture	1.06%	**5,445,917**
Software	0.82%	**4,212,879**
Total	**100.00%**	**513,765,737**



ETP Plant for Safe Environment

AT A GLANCE 2016-2017



Directors at 21st AGM



Shareholders at 21st AGM



Secretary General of UNCTAD along with other UN officials During Factory Visit



Secretary General of UNCTAD Visiting Production Floor



Business Contract Signing Ceremony



Birthday Celebration



Best Employee Award



Division Heads with the Directors



CSR with Prothom Alo Trust



DoE Official During Factory Visit



Annual Prize Distribution & Cultural Program



Loan Agreement Signing Ceremony



Foreign Students Intern Certification Program



Employee Farewell

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Ref. No: CM-2017/054

BAPLC

Date of issue : 15th February 2017

Renewed Certificate

This is to certify that

ENVOY TEXTILES LIMITED

is an Ordinary Member of Bangladesh Association of Publicly Listed Companies *and is entitled to all the rights and privileges appertaining thereto.*

This certificate remains current until 31st December 2017.

Bangladesh Association of Publicly Listed Companies ★ BAPLC

Secretary-General
(Acting)

এনভয় টেক্সটাইলস লিমিটেড

কর্পোরেট/রেজিষ্টার্ড অফিসঃ এনভয় টাওয়ার
(৬ষ্ঠ-৯ম তলা), ১৮/ই, লেক সার্কাস কলাবাগান, পশ্চিম পান্থপথ, ঢাকা-১২০৫

২২তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এই মর্মে সংশ্লিষ্ট সকলকে জানানো যাচ্ছে যে, এনভয় টেক্সটাইল্স লিমিটেড এর সম্মানিত শেয়ারহোল্ডারদের ২২তম বার্ষিক সাধারণ সভা আগামী ১৪ই ডিসেম্বর ২০১৭, বৃহস্পতিবার, সকাল ১০.০০ ঘটিকায় সামারাই কনভেনশন সেন্টার, ২৩/জি/৭ পান্থপথ (বসুন্ধরা সিটি মার্কেটের বিপরীতে), ঢাকা-১২০৫ এ নিম্নবর্ণিত বিষয়সমূহ আলোচনা ও সিদ্ধান্ত গ্রহনের নিমিত্তে অনুষ্ঠিত হবেঃ

আলোচ্যসূচী

আলোচ্যসূচী ১ঃ ৩০শে জুন, ২০১৭ তারিখে সমাপ্ত বছরের নিরীক্ষিত আর্থিক হিসাব বিবরনী এবং এর উপর পরিচালনা পর্ষদ ও নিরীক্ষকদের প্রতিবেদন গ্রহণ, বিবেচনা ও অনুমোদন।

আলোচ্যসূচী ২ঃ ৩০শে জুন, ২০১৭ তারিখে সমাপ্ত বছরের লভ্যাংশ ঘোষনা।

আলোচ্যসূচী ৩ঃ অত্র কোম্পানীর সংঘ-বিধি অনুযায়ী পরিচালকমন্ডলী নির্বাচন/নিয়োগদান।

আলোচ্যসূচী ৪ঃ নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ।

পরিচালনা পর্ষদের নির্দেশক্রমে

এম সাইফুল ইসলাম চৌধুরী, এফসিএস
কোম্পানী সচিব
বৃহস্পতিবার, ১২ই অক্টোবর ২০১৭

রেজিষ্টার্ড অফিসঃ
এনভয় টাওয়ার
১৮/ই, লেক সার্কাস কলাবাগান
পশ্চিম পান্থপথ, ঢাকা-১২০৫

দ্রষ্টব্যঃ

- ২২তম বার্ষিক সাধারণ সভার 'রেকর্ড ডেট' আগামী ১৫ নভেম্বর, ২০১৭। উক্ত তারিখে যে সকল শেয়ারহোল্ডারের নাম সিডিএস ব্যবস্থাধীন শেয়ার রেজিস্টারে অন্তর্ভুক্ত থাকবে, তাঁরা সভায় উপস্থিত থেকে কার্যক্রমে অংশগ্রহণ করতে পারবেন এবং লভ্যাংশ গ্রহনের উপযুক্ত বলে বিবেচিত হবেন।
- যথাযথভাবে পূরণকৃত প্রয়োজনীয় মূল্যের রাজস্ব ষ্ট্যাম্প সংযুক্ত প্রক্সি ফরম বা পাওয়ার অব এটর্নি সভা শুরুর অন্তত ৪৮ ঘন্টা পূর্বে, অবশ্যই কোম্পানীর রেজিষ্টার্ড অফিসে জমা দিতে হবে।
- বার্ষিক প্রতিবেদন-২০১৭ কোম্পানীর ওয়েবসাইট www.envoytextiles.com থেকেও সংগ্রহ করা যাবে।

বিশেষ দ্রষ্টব্য ঃ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নির্দেশনা অনুযায়ী আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার উপহার/খাবার প্রদানের ব্যবস্থা থাকবে না।



OUR ACHIEVEMENTS

ENVOY TEXTILES LIMITED

The 1st Denim Project in Bangladesh with Rope Dyed Technology

PLATINUM LEED CERTIFIED

by U.S. Green Building Council

LEED: Leadership in Energy and Environmental Design

- The 1st Platinum among all **Denim mills** in the **WORLD**
- The 1st & Only Platinum among all **Textile mills** in **BANGLADESH**

COMPANY FEATURES

- 50 million yards per annum capacity
- State-of-the-art technology
- Lab Accredited by LEVI's & TEMA
- Built on 42 acres of land

EMPLOYEE WELFARE & CSR

More than 40 schemes, including

- Profit Sharing
- Medical Assistance
- Scholarships
- Priority Appointment for Physically Challenged
- Pediatric ICU/HDU at Burn Unit of Dhaka Medical College Hospital, etc.

AWARDS

- National Export Trophy
- ICSB National Award for Excellence in Corporate Governance



www.envoytextiles.com

Envoy Textiles Limited

Corporate & Registered Office: Envoy Tower (5th– 8th Floor)
18/E, Lake Circus Kalabagan, West Panthapath, Dhaka-1205

Proxy Form

I/We _____
of _____
_____ a Member of Envoy Textiles Limited, hereby appoint
a. Mr./Ms. _____
of _____ or failing him /her
b. Mr./Ms. _____
of _____
either of them may, in writing, appoint anyone to act as my proxy at the 22nd Annual General Meeting of the Company to held on Thursday, 14 December 2017 and at any adjournment thereof.
As witness by our hand on this _____ day of _____ 2017

Shareholder's
Signature :_____
Name :_____
BO A/C No. :_____

Witness
Signature :_____
Name :_____
Address :_____

Specimen Signature of the proxies

a. _____

Name

b. _____

Name

Revenue Stamp

Note: The proxy form duly completed must be deposited at the Company's registered office, Envoy Tower, 18/E, Lake Circus Kalabagan, West Panthapath, Dhaka-1205, by 10.00AM of 12 December 2017, otherwise the proxy form will not be accepted.

এনভয় টেক্সটাইলস লিমিটেড

কর্পোরেট/রেজিষ্টার্ড অফিসঃ এনভয় টাওয়ার (৬ষ্ঠ-৯ম তলা), ১৮/ই
লেক সার্কাস কলাবাগান, পশ্চিম পান্থপথ, ঢাকা-১২০৫

প্রতিনিধিপত্র

আমি/আমরা _____

ঠিকানা _____

_____ এনভয় টেক্সটাইল্স লিমিটেড-এর সদস্য হিসেবে

ক. জনাব/বেগম _____

ঠিকানা _____

_____ অথবা তার অনুপস্থিতিতে

খ. জনাব/বেগম _____

ঠিকানা _____

কে বা তাদের যেকোনো একজনকে আমার/আমাদের প্রতিনিধি হিসেবে আমার/আমাদের অনুপস্থিতিতে বৃহস্পতিবার, ১৪ ডিসেম্বর ২০১৭ তারিখে অনুষ্ঠিতব্য কোম্পানীর ২২তম বার্ষিক সাধারণ সভায় এবং তার মূলতবি ঘোষিত সভায় উপস্থিত হওয়া ও ভোটদানের জন্য নিযুক্ত করলাম। সাক্ষ্য হিসেবে আজ _____ তারিখে, আমার হাতে সাক্ষরিত।

শেয়ার হোল্ডার

স্বাক্ষর :_____

নাম :_____

বিও নম্বর :_____

স্বাক্ষী

স্বাক্ষর :_____

নাম :_____

ঠিকানা :_____

প্রতিনিধির নমুনা স্বাক্ষর

ক. _____

নাম

খ. _____

নাম

রেভিনিউ
স্ট্যাম্প

বিশেষ দ্রষ্টব্য: প্রতিনিধিপত্র যথাযথভাবে স্বাক্ষর করে ১২ ডিসেম্বর ২০১৭ সকাল ১০.০০ টার মধ্যে কোম্পানীর নিবন্ধিত কার্যালয় এনভয় টাওয়ার, ১৮/ই, লেক সার্কাস কলাবাগান, পশ্চিম পান্থপথ, ঢাকা-১২০৫ এ অবশ্যই জমা দিতে হবে। অন্যথায় প্রতিনিধিপত্রটি গ্রহন যোগ্য হবে না।

Envoy Textiles Limited

Corporate & Registered Office: Envoy Tower (5th– 8th Floor)
18/E, Lake Circus Kalabagan, West Panthapath, Dhaka-1205

SHAREHOLDER'S ATTENDANCE SLIP

I/We hereby record my attendance at the 22nd ANNUAL GENERAL MEETING being held on Thursday, 14 December 2017 at 10.00AM, at Samarai Convention Center, 23/G/7, Panthapath, Dhaka.

Name of Member(s) ----------

Name of Proxy ---------- Signature of Proxy ----------

BO A/C # | | | | | | | | | | | | | | | |

Signature of Shareholder(s)

NB 1. Please note that 22nd ANNUAL GENERAL MEETING can only be attended by the honorable shareholder or properly constituted proxy. Therefore, any friend or children accompanying with honorable shareholder or proxy cannot be allowed into the meeting.

2. Please present this slip at the Registration Desk. Signature must match with your recorded signature.



GREEN BUILDING CERTIFICATION



ENVIRONMENTAL MANAGEMENT SYSTEM



CARBON FOOTPRINT CERTIFICATE:



ORGANIC CERTIFICATE



ORGANIC CERTIFICATE



ORGANIC CERTIFICATE



SUSTAINABLE COTTON SOURCING



TESTED FOR HARMFUL SUBSTANCE CERTIFICATE



CLEANER FOR TEXTILES PROJECT



QUALITY MANAGEMENT SYSTEM



SOCIAL COMPLIANCE INITIATIVE

OUR GLOBAL STANDARD'S















Envoy Textiles Limited

CORPORATE OFFICE
Envoy Tower: 18/E, Lake Circus, Kalabagan
West Panthapath, Dhaka-1205, Bangladesh

FACTORY
Jamirdia, Bhaluka, Mymensingh, Bangladesh

REPRESENTATIVE OFFICE
Unit-H, 16th Floor, King Palace Plaza,
55 King Yip Street, Kwun Tong, Kowloon, Hong Kong

www.envoytextiles.com