



RAHIM TEXTILE MILLS PLC.



ANNUAL REPORT

2024-2025

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IDEA



CAPABILITY



ENERGY



PARTNERSHIP



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44th

**Annual Report
2024-2025**

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Rahim Textile Mills PLC.

Registered Office: 117/A, Tejgaon Industrial Area, Dhaka-1208

Corporate Head Office: Tower One One Seven, 117/A, Tejgaon Industrial Area, Dhaka-1208

Factory: Shafipur, Kaliakoir, Gazipur

Tel: IPT +8809612111177-92, 880-2-8878065, Fax: 880-2-8878064

E-mail: allabj@newasiabd.com, Website: www.rahimtextile.com

RAHIM TEXTILE MILLS PLC.

TRANSMITTAL LETTER

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

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

Dear Sir(s),

We are pleased to enclose a copy of Annual Report together with the Audited Financial Statements comprising Statement of Financial Position as at 30th June, 2025, Statement of Profit or Loss and other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended 30th June, 2025 along with notes thereon for your information and records.

Thanking you,

Yours sincerely



Md. Kamruzzaman
Company Secretary

Dated: November 19, 2025

RAHIM TEXTILE MILLS PLC.

Registered Office: 117/A, Tejgaon Industrial Area, Dhaka-1208
Corporate Head Office: Tower One One Seven, 117/A, Tejgaon Industrial Area, Dhaka-1208

NOTICE OF THE 44th ANNUAL GENERAL MEETING

Notice is hereby given that the **44th ANNUAL GENERAL MEETING** of the shareholders of the Company will be held on **Monday, 15th December, 2025 at 10:00 a.m.** by using Digital (Virtual) Platform through the link <https://www.digitalagmbd.net/rahimtext> to transact the following businesses:

Agenda-1. To receive and adopt the Audited Financial Statements of the company for the year ended 30th June, 2025 together with the Report of the Directors' and the Auditors' thereon.

Agenda-2. To declare dividend for the year ended 30th June, 2025.

Agenda-3. To elect Directors in terms of the relevant provision of Articles of Association.

Agenda-4. To appoint Statutory Auditors for the year 2025-2026 and to fix their remuneration.

Agenda-5. To approve appointment/re-appointment of the Independent Directors.

Agenda-6. To appoint Corporate Governance Compliance Auditors for the year 2025-2026 and to fix their remuneration.

Agenda-7. To consider approval of sale of dyeing of fabric, accessories and washing services to associate/sister companies, if any.

By order of the Board



Md. Kamruzzaman
Company Secretary

Dated: November 19, 2025

Notes:

- (i) The Shareholders whose names appeared in the Share Register of the Company and/or Depository Register of CDBL on the **record date i.e. November 17, 2025** are eligible to attend in the AGM and be entitled to the dividend.
- (ii) Pursuant to the Bangladesh Securities and Exchange Commission's Directive No. BSEC/CMRRCD/2009-193/08 dated March 10, 2021 and BSEC/ICAD/SRIC/2024/318/87 dated March 27, 2024, the AGM will be virtual meeting, which will be conducted via live webcast by using digital platform.
- (iii) **The shareholders are requested to participate at the AGM by login to the following link: <https://www.digitalagmbd.net/rahimtext>**
- (iv) The Shareholders will be able to submit their questions/comments and vote electronically **24 hours** before commencement of the AGM and during the AGM. For logging into the system, the Shareholders need to put their 16-digit Beneficial Owner (BO) ID number/Folio number and other credential as proof of their identity.
- (v) A Shareholder entitled to attend and vote at the AGM may appoint any person as his/her proxy to attend & vote in his/her place. The Proxy form must be affixed with requisite revenue stamp and be deposited at the Corporate Head Office of the Company not less than 48 hours before the time fixed for the meeting.
- (vi) Pursuant to the BSEC Notification, the soft copy of the Annual Report 2024-25 will be sent to the email addresses of the Shareholders available in their BO accounts maintained with the Depository and this Report will also be available in the Company's website at **www.rahimtextile.com**
- (vii) The shareholders are requested to login to the system prior to starting of the meeting **at 10:00 A.M. on Monday, 15 December 2025**. Please contact at +8801709998863 for any queries in accessing the virtual meeting

CORPORATE PHILOSOPHY

Vision

We view business as a means to the material and social well-being of the investors, employees and society at large, leading to accretion of wealth through financial and moral gains as a part of the process of the human civilization.

Mission

Our mission is to produce and provide world class textile and garments products and services and position the country in the higher value segment in the international market.

Objectives

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

Quality Policy

Rahim Textile Mills PLC. is committed to be a provider of world class textile products and services by offering unrivalled quality and satisfying the customers. The Company is committed to avoid use of dyes and chemicals those are health hazard and harmful for the mankind and environment.

CORPORATE GOVERNANCE

Corporate Governance is a discipline by which a Company is controlled and directed. Governance is the path to identify and ensure the ethics, rights and responsibilities among different participants in the Company. Good Corporate Governance is key to its successful sustenance. Corporate Governance of Rahim Textile Mills PLC. is as follows:

Board of Directors

In line with the concept of Good Corporate Management Practice and the provisions of Articles of Association, The Board of Directors, the top management tier is responsible for overall control and supervision of the entire affairs of the Company primarily through strategic planning & budgetary control mechanisms. To this end, The Board of Directors hold periodic meetings to resolve issues of policies and strategies, recording the minutes/decisions for implementation by the Executive Management.

During the year under review the Board of Directors of Rahim Textile Mills PLC. held 06 (Six) meetings to transact various agenda. The intervening gap between the meetings was within the period prescribed under the Companies Act.

The present Board of Directors consist of Eight (8) members including three Independent Directors one of them are female with varied education and experience which provides a balancing character in decision making process.

The present Board of Directors are comprised by the following owners/persons:

Mr. Didar A. Husain	Chairman
Dr. Shamim Matin Chowdhury	Managing Director
Mr. A. Matin Chowdhury	Director
Mr. Azizur Rahim Chowdhury	Director
Ms. Saima Matin Chowdhury	Director
Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.)	Independent Director
Mr. Muhammad Abul Hossain, PhD	Independent Director
Mrs. Shahana Parvin, FCMA	Independent Director

The Board is re-constituted every year by the Members (shareholders) of the Company in the Annual General Meeting through retirement/re-election/election of one-third members.

Separate Role of the Chairman and Managing Director

The positions of Chairman and Managing Director are held by separate persons. Mr. Didar A. Husain is the Chairman of the Company and responsible for the functions of the Board while Dr. Shamim Matin Chowdhury is the Managing Director serves as the Chief Executive Officer (CEO) of the Company.

Independent Director

In compliance of the BSEC Regulations on Good Governance, the Board of Directors as empowered by the Regulations, appointed and re-appointed the following Independent Directors after getting BSEC consent:

- (1) Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.), a retired Major General and a senior Army Officer of Bangladesh Army obtained BA (Honours), MA (Economics) from University of Chittagong and MS from National Defense University, USA, Passed Staff College (psc), former Chairman of the Management Committee of Sena Kalyan Sangstha (SKS), Chairman of Governing Bodies of Cadet Colleges, Chairman of Army Sports Control Boards (ASCB), Founder Vice Chairman of The Trust Bank Ltd, Founder Chairman of Armed Forces Medical College, Founder Vice Chairman of The Radisson Hotel, Vice Chairman of Bangladesh Shooting Federation, Member of the National Sports Control Board (NSCB) and Member of Management Committee of Bangladesh Krira Sikkha Protishthan (BKSP) and Chairman of Audit Committee and Nomination and Remuneration Committee of Rahim Textile Mills PLC. has been re-appointed as an Independent Director of the company for a further period of 3 (three) years with effect from 30th August 2025 after completion his first tenure and

- (2) Muhammad Abul Hossain PhD, former Secretary of the Government of Bangladesh, MA from The Polytechnic of Central London (University of Westminster) UK. PhD in Social Science (Public Administration) Department of Public Administration, Faculty of Social Science, Dhaka University, (PhD in Economics (London School of Economics) could not be finished due to Govt's refusal to grant leave for higher studies), former Major of Bangladesh Army, Passed Staff College (psc) and former Independent Director of Malek Spinning Mills PLC. (A public listed company) has been appointed as an Independent Director of the company for a period of 3 (three) years with effect from 11th July, 2025 and.
- (3) Mrs. Shahana Parvin FCMA, a seasoned finance professional with extensive experience in financial management, budgeting & compliance and a Fellow Member of the Institute of Cost and Management Accountants of Bangladesh (ICMAB) and Independent Director of Index Argo Industries Limited, a public listed company, currently serving as Senior Finance Manager at the Infectious Diseases Division, International Centre for Diarrheal Disease Research, Bangladesh (icddr,b) completed Masters of Business Studies (MBS) in Accounting from National University having more than 18 (Eighteen) years working experience in International and National Organizations has been appointed as an Independent Director of the company for a period of 3 (three) years with effect from 22nd September, 2025.

Role & Responsibilities of the Board of Directors

The main role of the Board of Directors, which is the highest level of authority, is to provide general superintendence, oversee the operations and control the affairs of the Company through appropriate delegation and accountability processes via the lines of command.

However, the Board of Directors hold the ultimate responsibility & accountability with due diligence for conducting the activities of the Company as per provisions of law in the interest of the shareholders, the stakeholders, the state and the society.

The Board of Directors, in fulfillment of its responsibility hold periodic meetings, at least once a quarter and provide appropriate decisions/directions to the Executive Management. Such meetings usually consider operational performance, financial results, review of budgets, capital expenditure, proposals for BMRE or new projects/divisions/product lines, procurement of funds by issue of shares or borrowing, procurement of raw materials, plant & machinery, pricing of products/discounts, recruitment, training and promotion of officers, approval of annual audited accounts, appropriation of profit and recommendation of dividends and other interest of the stakeholders including the employees and workers.

The Board of Directors take special care in designing and articulating productivity and compensation plans of employees and workers and rewarding them appropriately on the basis of quality and quantity of performance as an incentive. Board also remains responsible for removal of operational hazards to life and health of workers, friendly environmental work condition and social relationship as demanded of good citizen in a country.

Chief Financial Officer, Head of Internal Audit and Company Secretary

The Company has appointed Mr. Amit Kumar Saha, as Chief Financial Officer, Md. Jamal Uddin, as Head of Internal Audit and Compliance and Md. Kamruzzaman, as Company Secretary of the Company as per requirement of the Corporate Governance Code 2018 of Bangladesh Securities and Exchange Commission.

Audit Committee of Board

The Board of Directors has re-constituted the Audit Committee of the Board after appointment/ re-appointment of Independent Directors. The Audit Committee consisting of three Non-Executive Directors. The members of the Audit Committee are (1) Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.), Independent Director, Chairman (2) Dr. Shamim Matin Chowdhury, Managing Director, Member and (3) Mr. Azizur Rahim Chowdhury, Director, Member.

The Audit Committee carries out its responsibilities as per the provisions of law and submits its report to the Board of Directors from time to time. The Audit Committee shall also co-ordinate with the Internal and External Auditors as and when required. The Audit Committee ensures that adequate internal checks & balances supported by adequate MIS are in place for detection of errors, frauds and other deficiencies. The other responsibilities include inter alia, not being limited to, the prevention of conflict of interest between the Company and its Directors, officials, customers, suppliers, government and any other interest groups and detect or remove any scope of insider trading in the company's stock. The Audit Committee also ensures compliance of requirements of BSEC and other agencies. The Audit Committee of the Board held 4 (four) Meetings during the year 2024-2025.

Nomination and Remuneration Committee of Board

The Board of Directors has re-constituted the Nomination and Remuneration Committee (NRC) after appointment/re-appointment of Independent Directors. The Nomination and Remuneration Committee consisting of three Non-Executive Directors. The Members of Nomination and Remuneration Committee (NRC) are (1) Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.), Independent Director, Chairman (2) Dr. Shamim Matin Chowdhury, Managing Director, Member and (3) Mr. Azizur Rahim Chowdhury, Director, Member. The Nomination and Remuneration Committee (NRC) held 2 (two) meetings during the year 2024-2025.

The terms of reference of the Nomination and Remuneration Committee inter alia include to determine the Company's policy on specific remuneration packages for executive directors, to review, recommend and/or approve remuneration to whole-time Directors, to review and approve the Remuneration policy of the Company, to formulate criteria for evaluation of Independent Directors and the Board, to devise a policy on Board Diversity, to identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down

and recommend to the Board the appointment or removal of such persons and to discharge such other functions and exercise such other powers as may be delegated/directed by the Board of Directors from time to time.

Executive Management

The Executive Management is led by the Managing Director (CEO) who is appointed by the Board of Directors for a term of 5 years (renewable) with the approval of shareholders in the Annual General Meeting. The Managing Director is supported by professional, well educated, trained and experienced team consisting of Mr. Ghaus Mohammad, Director, HR & Admin, Md. Saiful Islam, Executive Director and Mr. Amit Kumar Saha, Chief Financial Officer and a host of Senior Executives in the hierarchy of management.

Shareholders' Relationship

Corporate Governance issues include how major policy decisions are made in business corporations, how various stakeholders can influence the process, who is held accountable for performance and what performance standards are applied. In a nutshell power and influence are crucial in corporate governance. As shareholders belong to the most important stakeholders, ownership structure has an impact on the balance of power among shareholders. Though sponsors usually hold majority shares required for ordinary resolutions, public shareholders have a definite role and influence in the passing of special resolutions required for changes in the business object, sale of business/productive assets, merger and amalgamation, winding up or dissolution and amendments to Memorandum and Articles of Association for protection of minority interest up to 49.9% of the shareholdings.

The position of shareholders as on 30th June 2025 indicates that the Sponsors of the Company do not hold the required shareholdings (75%) for passing special resolutions. This allows the Public Shareholders (individual & institutions) to play an effective role in protecting their legal corporate rights.

Shareholders Group	Holding
Sponsors/Directors	70.94%
Institutions	7.39%
General Public	21.67%
Foreigners	0
Government	0

The Company holds regularly the Annual General Meeting [Members (Shareholders) Meeting] as per law with adequate Notice and Disclosures in the Directors' Report and the Auditors' Report on Accounts/Notes and Resolutions are passed with consensus and unanimity. All reasonable and practicable suggestions are implemented with good grace.

All enquiries are attended by the Company Secretary, where necessary. Internal Audit team investigates matters of significant merit for consideration by the Management Committee/Managing Director/Audit Committee of Board/Board of Directors as the case may be.

The shareholders as owners, are provided with material information on the Company's operation quarterly and annually. They are also provided routine services by the Company Affairs Division headed by Company Secretary in any company matters which is permissible. The Board is however, responsible to the Members (Shareholders) as well as investors for publication of Price Sensitive Information as per BSEC Regulation. A qualified & experienced person is in charge for all these responsibilities as Company Secretary. The Company has also a web site to provide permissible information/notices/price sensitive information/financial reports and others for the Shareholders and interested investors.

Summary of Unclaimed/Unsettled Dividend (Cash):

Financial Year	Unclaimed/Unsettled cash Dividend Amount (Tk.)
2020-2021	534,454.56
Less: Paid to shareholders	(9,983.76)
Balance of unclaimed cash dividend 2020-2021	524,470.80
Deposited to Capital Market Stabilization Fund (CMSF)	(524,470.80)
Balance	Nil
2021-2022 (a)	117,925.25
2022-2023	No Dividend
2023-2024 (b)	112,237.25
Total unclaimed cash dividend lying with the Company as on 30-06-2025 (a+b)	230,162.50

Financial/Statutory Auditors

The role of the Financial/Statutory Auditors in certification of the financial statement is the most significant aspect of Corporate Governance and protection of interest of the investors. As evident from the Annual Reports, the company rigidly follows the Companies Act, Rules of Bangladesh Securities and Exchange Commission, Listing Regulations, Code of International Financial Reporting Standards (IFRS), International Accounting Standards (IAS) and International Standard of Auditing (ISA) with legally required disclosures of Accounts and Financial Statements.

This has been possible due to the high-level capability and integrity of the Financial/Statutory Auditor of the Company M/s Malek Siddiqui Wali, Chartered Accountants, whose performances have played a very trustworthy role in the protection of interest of the stakeholders of the Company.

Compliance Auditors

The Compliance Auditors is responsible in certification on “Compliance of Conditions of Corporate Governance Code 2018” and any modification thereon of Bangladesh Securities and Exchange Commission as well as the provisions of relevant “Bangladesh Secretarial Standards” of Institute of Chartered Secretaries of Bangladesh (ICSB). M/s. Das Chowdhury Dutta & Co., Chartered Accountants is the Compliance Auditors of Rahim Textile Mills PLC. appointed by its Members (shareholders) in their Annual General Meeting.

Dividend Policy

To comply the Directive of Bangladesh Securities and Exchange Commission (BSEC) Directive No. BSEC/CMRRCD/2021-386/03 dated 14 January, 2021 and Directive No. BSEC/CMRRCD/2009-193 (part-07)/91 dated 13 July, 2025 the Company formulated a Dividend Distribution Policy which have been posted in the official website of the company and disclosed in the Annual Report 2024-25.

Segment Report

Knit Garments Dyeing: This segment now includes all operations related to the dyeing, and washing of knit garments, a strategic shift from the previous focus on woven garments dyeing, printing and washing.

Accessories Manufacturing: This new segment covers the manufacturing and sale of accessories. This represents a new product line and diversification of the company’s revenue streams.

Allocation of expenses: The general overhead and administration overhead are allocated among the reportable segment based on the production volume of products/sales.

Risk Perception

The Company Management perceives investment risk within the national and international economic situation in relation to legal and moral requirements involving inter alia, intellectual property rights, scientific invention, WTO Regulations etc. and monetary and fiscal investment policies and has prepared its production & marketing strategies to meet the challenges from these risks. The Company Management also perceives Financial Risk, Credit Risk, Liquidity Risk, Market Risk, Currency Risk and Interest rate Risk.

Compliances

The company has an established procedure to ensure compliance with all applicable statutory and regulatory requirements. Respective officers are responsible for ensuring proper compliance with applicable laws and regulations.

Corporate Social Responsibilities (CSR)

The Board of Directors is also aware of the Corporate Social Responsibilities (CSR) especially in the areas of gender equality, race-religion-regional equality, non-employment of child labor, human rights, environmental pollution, social-marketing and social-activities.

WE STRIVE FOR

- We in Rahim Textile Mills PLC., strive, above all, for top quality products at the least cost.
- We owe our shareholders and strive for protection of their capital as well as ensure highest return and growth of their assets.
- We strive for best compensation to all the employees who constitute the back-bone of the management and operational strength of the Company.
- We strive for the best co-operation of the creditors and debtors the banks & financial institutions who provide financial support when we need them, the suppliers of raw materials & suppliers who offer them at the best prices at the opportune moments, the providers of utilities- power, gas & water etc. and the customers who buy our products and services by redeeming their claim in time by making prompt payment and by distributing proper product on due dates to our customers.
- We strive for fulfillment of our responsibility to the Government through payment of entire range of due taxes, duties and claims by various public agencies like municipalities etc.
- We strive, as responsible citizen, for a social order devoid of malpractices, anti-environmental behaviors, unethical and immoral activities and corruptive dealings.
- We strive for practicing good-governance in every sphere of activities covering inter alia not being limited to, disclosure & reporting to shareholders, holding AGM in time, distribution of dividends and other benefits to shareholders, reporting/dissemination of price sensitive information etc.
- We strive for equality in sexes, races, religions and regions in all sphere of operation without any discriminatory treatment.
- We strive for an environment free from pollution and poisoning.
- We strive for the achievement of Millennium development goals for the Human Civilization.

CORPORATE REVIEW

I. MANAGEMENT APPARATUS:

(a) BOARD OF DIRECTORS:

Mr. Didar A. Husain	Chairman
Dr. Shamim Matin Chowdhury	Managing Director
Mr. A. Matin Chowdhury	Director
Ms. Saima Matin Chowdhury	Director
Mr. Azizur Rahim Chowdhury	Director
Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.)	Independent Director
Mr. Muhammad Abul Hossain, PhD	Independent Director
Mrs. Shahana Parvin, FCMA	Independent Director

(b) AUDIT COMMITTEE:

Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.)	Chairman
Dr. Shamim Matin Chowdhury	Member
Mr. Azizur Rahim Chowdhury	Member
Md. Kamruzzaman	Secretary

(c) NOMINATION AND REMUNERATION COMMITTEE:

Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.)	Chairman
Dr. Shamim Matin Chowdhury	Member
Mr. Azizur Rahim Chowdhury	Member
Md. Kamruzzaman	Secretary

(d) MANAGEMENT COMMITTEE:

Dr. Shamim Matin Chowdhury	Chairman
Mr. Ghaus Mohammad	Member
Md. Saiful Islam	Member
Mr. Amit Kumar Saha	Member

(e) SENIOR CORPORATE OFFICIALS:

Mr. Ghaus Mohammad	Director, HR & Admin
Md. Saiful Islam	Executive Director
Mr. Amit Kumar Saha	Chief Financial Officer
Mohammad Kamal Hossain	Sr. General Manager
Md. Kamruzzaman	Company Secretary
Md. Jamal Uddin	Head of Internal Audit and Compliance

(f) STATUTORY AUDITORS:

Malek Siddiqui Wali	Chartered Accountants
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(g) COMPLIANCE AUDITORS

M/S Das Chowdhury Datta & Co.	Chartered Accountants
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(h) BANKERS:

- City Bank PLC.
- Mutual Trust Bank PLC.

(i) INSURERS:

- United Insurance Co. Ltd.
- Eastland Insurance Co. Ltd.
- Prime Islami Life Insurance Limited

(j) LISTING:

Dhaka Stock Exchange PLC.

(k) REGISTERED OFFICE:

117/A, Tejgaon Industrial Area, Dhaka-1208.

(l) CORPORATE HEAD OFFICE:

Tower One One Seven, 117/A, Tejgaon Industrial Area, Dhaka-1208

(m) INVESTORS' RELATION DEPARTMENT:

Md. Kamruzzaman
Fax No-880-2-8878064, E-mail: cs@rahimtextile.com
Tel: 880-2-8878065, Cell: 8801709998863

(n) FACTORY:

Shafipur, Kaliakoir, Gazipur

II. CORPORATE HISTORY:

• Year of Incorporation	: 31 December, 1981
• Year of Commencement of Production	: 01 July, 1987
• Year of Initial Public Offering (IPO)	: 1988
• Stock Exchange Listing date	: 29 March, 1988
• Awarded Oeko-Tex Certificate	: 20 September, 2010
• Awarded Better Cotton Initiative Certificate	: 05 January, 2017
• Awarded Organic Content Standard Certificate	: 31 August, 2016
• Awarded Recycled Claim Standard Certificate	: 30 October, 2020
• Awarded Global Organic Textile Standard Certificate	: 02 April, 2022
• Zero Discharge of Hazardous Chemicals Certificate	: 31 December, 2017
• Higg Index Certificate	: 29 November, 2017
• Authorized Capital	: Tk.500 Million
• Paid Up Capital	: Tk.94.597 Million
• Product Lines	: Knit Dyeing, Seamless Dyeing, Washing and Accessories
• Number of Shareholders (30th June 2025)	: 3,264
• Number of Employees (30th June 2025)	: 344

III. FIVE YEARS OPERATIONAL RESULTS:

(Figures in Thousand Tk.)

Particulars	2024-25	2023-24	2022-23	2021-22	2020-21
Turnover	975,512	1,558,531	1,463,655	1,760,607	1,281,726
Gross Profit	154,956	171,357	33,479	151,774	166,402
Operating Profit	113,944	121,774	(23,205)	89,490	95,967
Net Profit before Tax	17,910	21,271	(105,776)	36,686	33,994
Net Profit after Tax	12,243	9,751	(124,718)	14,954	21,239
Total Assets	1,651,999	1,840,068	1,657,967	1,746,006	1,718,447
Fixed Assets	712,008	677,161	609,891	656,857	720,368
Total Bank Loan	1,115,254	1,289,047	1,200,562	1,051,609	1,115,618
Total Current Assets	816,936	1,162,907	1,048,076	1,089,148	998,079
Total Current Liabilities	1,064,218	1,250,160	1,203,335	1,297,144	1,211,806
Current Ratio	0.77:1	0.93:1	0.87:1	0.84:1	0.82:1
Authorized Capital	500,000	500,000	500,000	500,000	500,000
Paid up Capital	94,597	94,597	94,597	94,597	94,597
Number of shares (Nos.)	9,459,683	9,459,683	9,459,683	9,459,683	9,459,683
Shareholder's Equity	244,299	234,804	225,053	359,230	359,412
Face Value per Share	10	10	10	10	10
Cash Dividend Per Share (%)	10	10	0	10	16
Stock Dividend (%)	0	0	0	0	0
Return on Paid up Capital	10%	10%	0%	10%	16%
Net Assets Value per Share (NAV)	25.83	24.82	23.79	37.97	37.99
Net Operating Cash Flow per Share	38.36	(7.59)	1.69	0.09	0.28
Earnings per share (Tk.)	1.29	1.03	(13.18)	1.58	2.25
Number of Shareholders	3,264	3,402	3,544	3,281	2,861
Number of Employees	344	599	609	646	707
Production Qty. (In Lac yards)	*256.17	202.67	205.50	269.99	233.15

- During the year 2024-2025 Production Qty. includes yard/cones/pcs/kgs due to changes of production pattern.

MESSAGE

FROM THE CHAIRMAN

Dear Shareholders, Ladies and Gentlemen,

It is my pleasure to welcome you on behalf of the Board of Directors to the 44th Annual General Meeting (AGM) of Rahim Textile Mills PLC. I am pleased to present the Annual Report, including the Audited Financial Statements and the Auditors' and Directors' Reports for the fiscal year ended June 30, 2025.

Performance Overview

The global economy has continued to face severe disruptions due to the prolonged Russia-Ukraine war and the ongoing crisis in the Middle East, which have negatively impacted international trade and supply chains. The textile industry of Bangladesh has also been affected by the surge in global energy prices, resulting in higher transportation and production costs. These adverse factors have continued to challenge the sector's performance, and in some areas, conditions have worsened compared to the previous year.

Despite such unfavorable global and domestic circumstances, Rahim Textile Mills PLC. has achieved a net profit of Tk.12,243,255 in FY 2024-2025, a remarkable turnaround compared to the net profit of Tk.9,751,848 in FY 2023-2024. Financial performance improved due to changes of strategic shifting of business pattern by updating business operation from grey fabric of woven garments dyeing, printing and washing to knit garments & seamless dyeing, washing and accessories business, which resulted in increased profit margin by decreasing cost of goods sold though sales turnover decreased from Tk.1,558,531,428 to Tk. 975,512,255 during the reporting period.

Dividend

The Board of Directors declared a 10% cash dividend for the FY 2024-2025 for general shareholders, excluding sponsor shareholders and directors, to prioritize the company's long-term sustainability. For FY 2024-2025, the Board has opted to forgo dividends for sponsor shareholders and directors just like the previous year to maintain liquidity and ensure regular debt servicing, prioritizing the company's long-term health.

Operational Developments

To strengthen our production capabilities and to maintain better profitability as well as considering the new market demand the Board of Directors approved investments in new machinery for Accessories, Seamless Dyeing, as well as Knit Dyeing and Washing facilities, at the existing factory premises, which were disseminated as Price Sensitive Information on 29-04-2024 and 07-11-2024. Accordingly, the Board of Directors in its meeting held on 28-04-2025 approved the decision to close down of the technologically obsolete woven dyeing, printing and finishing facilities due to (a) high energy cost (b) lower demand in market (c) fall in selling price and (d) increase in raw material price. Necessary Price Sensitive Information was published. The company has updated its business operation in respect of Knit garments & Seamless dyeing, washing and accessories business from grey fabric of woven garments dyeing and washing as part of strategic shifting. For the above strategic shifting total capital expenditure of Tk.35.81 crores incurred for new machinery and facilities, these upgrades are expected to significantly enhance the company's performance and operational efficiency.

Commitment to Corporate Governance

The Bangladesh Securities and Exchange Commission (BSEC) has introduced mandatory Corporate Governance Guidelines. The Board remains steadfast in upholding the principles of good governance, accountability, and transparency. Our commitment to best practices ensures compliance with regulatory requirements and effective business management.

Acknowledgment

I would like to extend my heartfelt gratitude to our shareholders, regulatory authorities, including the Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange PLC., Central Depository Bangladesh Limited (CDBL), the Registrar of Joint Stock Companies & Firms (RJSC), our bankers, customers, employees, and all stakeholders for their unwavering support. Your cooperation and dedication have been instrumental in our journey, and we look forward to achieving greater success together.



Didar A. Husain
Chairman

RAHIM TEXTILE MILLS PLC.

DIRECTORS' REPORT TO THE SHAREHOLDERS

FOR THE YEAR 2024-2025

Dear Shareholders,

In terms of provisions of section 184 of the Companies Act 1994, Bangladesh Securities and Exchange Rules 2020, BSEC Notification on CGC dated 03 June, 2018 & any modification thereon and International Financial Reporting Standards (IFRS's), it is the pleasure of the Board of Directors to submit its Report to the Shareholders of the Company for the year ended 30 June, 2025 in the following paragraphs:

Industry outlook and possible future developments in the industry:

The textile and ready-made garment (RMG) industry of Bangladesh continues to dominate the country's export sector, accounting for over 80% of total foreign earnings and employing millions of workers. Despite global economic uncertainties, Bangladesh maintains a positive industry outlook due to its cost competitiveness, skilled labor force and growing international demand for sustainable apparel. In the fiscal year 2024-25 total export in global market stood USD 39.35 billion compared to USD 36.88 billion of the fiscal year 2023-24. The government and private sector are working together to upgrade technology, ensure compliance with environmental and social standards, and diversify into new products such as technical textiles and man-made fiber-based fabrics.

Bangladesh's textile and spinning mills are struggling for production due to a lingering gas and electricity crisis. Additionally, cuts to government incentives for export-oriented textile mills and price hike of gas hurt the value addition of the Textile sector. In the coming years, the industry is expected to experience major transformations driven by sustainability and innovation. Factories are gradually adopting eco-friendly technologies such as waterless dyeing, renewable energy and waste recycling. The use of automation, AI, and digital tools in production management will help reduce wastage and improve efficiency. Moreover, circular economy practices, value addition, and stronger backward linkages are likely to make the sector more resilient and competitive. With strategic planning and investment, Bangladesh can emerge as a global hub for ethical and sustainable textile production.

The turnover growth of the company during past few years are given below:

Year	Company's Growth Rate
2024-2025	(37.41%)
2023-2024	6.48%
2022-2023	(16.87%)
2021-2022	37.36%
2020-2021	1.49%

Due to changes of business pattern, the sales revenue has been fallen by 37.41% during the year 2024-2025 compared to previous year. Previously, the company was involved to dyeing, printing and washing of own grey fabric and selling those products. Those business earned more revenue but less profit margin. During the year, the company introduced new product like Knit Dyeing, Seamless Dyeing, Accessories & Garments wash. The new business operation reduced sales value but increased profitability.

Segment-wise or product wise performance:

The actual production performance for the year under review has decreased due to changes of business as well as production pattern. The company, introduced new production like Knit Dyeing, Seamless Dyeing, Accessories & Garments Wash, which capacity have been utilized for half year only. Resulting, decrease in utilization of production capacity from 67.56% to 42.90% compared to the previous year.

Knit Garments Dyeing: This segment now includes all operations related to the dyeing, and washing of knit garments, a strategic shift from the previous focus on woven garments dyeing, printing and washing.

Accessories Manufacturing: This new segment covers the manufacturing and sale of accessories. This represents a new product line and diversification of the company's revenue streams.

A comparative statement of productions position is given below:

Particulars	2024-2025	2023-2024
Production Capacity:		
a) Dyeing, Printing & Finishing unit (Yard/Kg)	39,368,820	30,000,000
b) Washing (Pcs)	5,850,000	--
c) Accessories (Yard/Cones/Pcs)	<u>14,492,400</u>	<u>--</u>
Total (Yard/Cones/Pcs/Kg)	59,711,220	30,000,000
Actual Production: (Yard/Cones/Pcs/Kg)	25,617,623	20,266,897
Capacity Utilization: (Yard/Cones/Pcs/Kg)	42.90%	67.560%

Risk and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any:

The global economy has continued to face severe disruptions due to the prolonged Russia-Ukraine war and the ongoing crisis in the Middle East, which have negatively impacted international trade and supply chains. The textile industry of Bangladesh has also been affected by the surge in global energy prices, resulting in higher transportation and production costs. These adverse factors have continued to challenge the sector's performance, and in some areas, conditions have worsened compared to the previous year.

Despite such unfavorable global and domestic circumstances, Rahim Textile Mills PLC has demonstrated resilience and operational efficiency by achieving better net profit during the financial year compared to previous year, making a significant change in its production pattern. This positive outcome reflects the Company's strong management capability, efficient production mechanism and the dedication of its skilled workforce, resulting, the Company has successfully sustained profitability amid economic volatility.

Discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin:**(a) Cost of Goods Sold:**

This year's cost of goods sold was Tk. 820.56 million (84.12% of turnover) as compared to last year's cost of goods sold of Tk. 1387.17 million (89.01% of turnover). Production quantities has increased by 5.35 million compared with the preceding year. Accordingly, production capacity utilization during the reporting year was 42.90% only due to utilization of newly production capacity for half year only. The average cost of goods sold has decreased by 4.89% due to strategic changes of production pattern.

(b) Gross Profit:

The Gross Profit earned during the year was Tk.154.96 million (15.88% of turnover) compared to the last years' Gross Profit of Tk. 171.36 million (10.99% of turnover). Gross Profit ratio has increased for changes of production pattern.

(c) Net Profit:

Net Profit (after tax) during the year was Tk. 12.24 million (1.26% of turnover) as compared to last year's Net Profit (after tax) Tk.9.75 million (0.63% of turnover). During the reporting year net profit increased due to strategic shifting production pattern, resulting increase of profit margin though the sales volume decreased. As a result, Net Profit ratio has increased.

Discussion on continuity of any extraordinary activities and their implications (gain or loss):

During the year the company received interest on FDR and other bank accounts Tk.227,880, other income from lapses of PF Tk.11,200, gain on sale of non-current assets Tk.102,538 and Gain on Foreign Currency Translation Tk.28,414. On the other hand, Impairment loss of Non-Current assets held for sale Tk.13,672,737 and Foreign Currency Exchange Loss Tk.91,750 as a result Total Loss stood at Tk. 13,394,455 which has been shown as Non-Operating Income/Loss in note no.25.00 in the Notes of Account.

Detailed discussion on related party transactions:

Related party transactions are depicted in Note no. 32.00 in the Notes of Account.

Statement of utilization of proceeds raised through public issues, right issues and/or any other instruments:

There were no public issues and/or right issues offered during the year.

Explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.:

Initial Public Offering was made on 1988. There were no Repeat Public Offering, Rights Offer, Direct Listing, etc. in the history of the company.

Explanation on any significant variance occurs between Quarterly Financial performance and Annual Financial Statements:

The unaudited Earnings per share (EPS) for 1st quarter was Tk. 0.22, 2nd quarter Tk. 0.49 and 3rd quarter Tk. 0.80. After Audit the Annual Audited Earnings per share (EPS) stood at Tk. 1.29. EPS has gradually increased almost same trend and the reason for quarterly variance between 1st quarter and Annual Financial Statement due to decrease in cost of goods sold for changes of production pattern.

Statement of remuneration paid to the Directors including Independent Directors:

Name of Directors	Designation	Remuneration paid from 1st July 2024 to 30th June 2025 (Tk.)
Mr. Didar A. Husain	Chairman	Nil
Dr. Shamim Matin Chowdhury	Managing Director	Nil
Mr. A. Matin Chowdhury	Director	Nil
Ms. Saima Matin Chowdhury	Director	Nil
Mr. Azizur Rahim Chowdhury	Director	Nil
Lt. Col. Serajul Islam, Bir Protik (BAR) Retd. *	Independent Director	18,500
Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.)	Independent Director	24,889
Mr. Muhammad Abul Hossain, PhD **	Independent Director	Nil
Mrs. Shahana Parvin, FCMA ***	Independent Director	Nil
Total		43,389

Independent Directors remuneration means Board Meeting attendance fees.

The remuneration of Directors including Independent Directors are depicted in Note no.32.03 & 32.05 in the Notes of Account.

- Lt. Col. Serajul Islam. resigned from the position of Independent Director for his personal reason with effect from 13-04-2025.
- ** Mr. Muhammad Abul Hossain, PhD has been appointed as an Independent Director on 11-07-2025.
- *** Mrs. Shahana Parvin, FCMA has been appointed as an Independent Director on 22-09-2025.

Statement of Directors on Financial Reports:

The above reports are depicted in **Annexure-I**

Explanation that significant deviations from the last year's operating results of the company:

Turnover decreased by 37.41% over the last year due to changes of production pattern. Cost of goods sold (COGS) percentage decreased by 4.89% compared to the last year (from 89.01% to 84.12%) due to decrease of production cost for diversification of product pattern. Operating profit increased by 3.87% on sales compared to the last year (from 7.81% to 11.68%) due to decrease of operating and overhead expenses. Net profit after tax percentage on sales increased by 0.63% compared to last year (from 0.63% to 1.26%) due to increase of Gross Profit Margin and decrease of cost of goods sold, administrative and selling expenses and financial expenses.

FINANCIAL RESULTS:

The comparative statements of financial results of the Company for the year 2024-25 as compared to previous year 2023-24 are summarized as follows:

(Tk. in Thousand)

Particulars	2024-25	% on Sales	2023-24	% on Sales	% Increase/ (Decrease) on Turnover	Actual percentage Increase/ (Decrease)
Turnover	975,512	--	1,558,531	--	(37.41%)	(37.41%)
Cost of goods sold	820,557	84.12%	1,387,174	89.01%	(4.89%)	(40.85%)
Gross profit	154,956	15.88%	171,358	10.99%	4.89%	9.57%
Operating expenses	41,012	4.20%	49,584	3.18%	1.02%	(17.29%)
Financial expenses	81,744	8.38%	94,780	6.08%	2.30%	(13.75%)
Operating profit	113,944	11.68%	121,774	7.81%	3.87%	(6.43%)
Net profit (AT)	12,243	1.26%	9,752	0.63%	0.63%	25.54%
Gross profit margin	15.88%	--	10.99%	--	--	--
Net profit margin	1.26%	--	0.63%	--	--	--
Earnings per share (Tk.)	1.29	--	1.03	--	--	--
Face value per share	10	--	10	--	--	--

Key operating and financial data of last preceding 5 (five) years have been presented in summarized form in page no. 09.

Dividend:

For the year 2024-2025 the Board of Directors recommended 10% Cash Dividend Only for the General Shareholders excluding Sponsors and Directors i.e. Tk. 1.00 per share of Tk. 10.00 each for every 01 (One) Ordinary Share held by the shareholders on the record date.

Board's statement to the effect that no bonus shares or stock dividend has been or shall be declared as interim dividend:

No Bonus Shares or Stock Dividend has been declared during the year 2024-2025 as interim dividend.

The total number of Board Meetings held during the year 2024-2025 and attendance by each director, stated in Annexure-I.

Report on the pattern of shareholding as required by clause 1. (5) (xxiii) of the BSEC Notification dated 03 June 2018, stated in Annexure-II.

Appointment/re-appointment of the directors:

Brief resume and other required information of the directors who seek appointment and re-appointment in the ensuing AGM are stated in **Annexure-III**.

Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements:

Management's Discussion and analysis signed by CEO or MD are stated in **Annexure-IV**.

Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) are disclosed in Annexure-A.

Report as well as certificate regarding compliance of conditions of the Corporate Governance Code of Bangladesh Securities & Exchange Commission as required under condition No. 9 of the Code are disclosed in Annexure-B and Annexure-C.

MARKETING:

The management acknowledges the continuing challenges posed by the global economy, including the absence of preferential trade facilities and declining demand from traditional export markets. To overcome these, Rahim Textile Mills

PLC is focusing on a strategic shift toward demand-driven, value-added, and sustainable production models. The Company remains committed to enhancing competitiveness through innovation, diversification, and adherence to international quality and environmental standards, thereby ensuring sustainable growth and long-term business stability.

CLOSE DOWN OF WOVEN FABRIC DYEING, PRINTING, ALL OVER PRINT OF KNIT FABRIC FACILITIES AND INTRODUCTION OF NEW PRODUCT FACILITIES:

The Board of Directors in its meeting held on 28-04-2025 decided to close down of the Woven fabric dyeing, Printing, all over printing on Knit fabric and finishing facilities due to (1) high energy cost (2) lower demand in market (3) fall in selling price and (4) increase in raw material price as well as technologically obsolete of the said facilities.

Considering the market demand, earlier the Board of Directors in its meeting held on 29-04-2024 and 07-11-2024 approved the proposals for installation of new machinery for production of Accessories and Seamless Dyeing facility and Knit Dyeing and Washing facility at the same premises of the existing factory. Necessary Price Sensitive Information were disseminated accordingly. All Machineries already been installed and production of Accessories and Washing facility have been started from October 2024 and Knit fabrics & Seamless Dyeing facility started from January 2025.

CAPITAL EXPENDITURES:

During the year 2024-25 the following capital expenditure were incurred compared to 2023-2024:

(Tk. in million)

Particulars	2024-2025	2023-2024
Plant & Machinery	343.80	4.91
Equipment and Installation	1.67	2.48
Furniture & Fixtures	0.38	0.36
Utility Facility	12.30	71.48
Other Fixed Assets	-	0.09
Total	358.15	79.32

LONG TERM LOAN REPAYMENT:

During the year 2024-25 the company has repaid the Term Loan amounting to Tk. 51,091,557 and the company has availed loan of Tk. 52,150,000. As a result, the Term Loan position including interest as on 30th June, 2025 stood at Tk.380,820,539.

APPROPRIATION OF PROFIT:

The Board of Directors recommended for appropriation of profit as follows:

Retained Earnings brought forward from previous year

: Tk. 67,449,186.00

Less: Dividend distribution for the year 2023-2024

: (Tk. 2,748,631.00)

Balance Surplus brought forward

: Tk. 64,700,555.00

Add: Net Profit after tax during the year 2024-2025

: Tk. 12,243,255.00

Add: Transfer from disposed Assets

: Tk. 2,154,106.00

Add: Transfer of excess depreciation of revalued assets

: Tk. 558,279.00

Total net free surplus available for appropriation

: Tk. 79,656,195.00

Appropriation Proposed:

10% Cash Dividend i.e. Tk. 1.00 per share of Tk. 10.00 each

Only for the General Shareholders excluding Sponsors and Directors

:Tk. 2,748,631.00

Retained Earnings after payment of Dividend

: Tk. 76,907,564.00

DECLARATION OF DIVIDEND:

In the line of proposed appropriation of profit, the Board of Directors proposed and recommended for declaration of a Cash Dividend @ 10% for the year 2024-2025 only for General Shareholders excluding Sponsors and Directors. This will need cash disbursement of Tk.2,748,631.00 out of Retained Earnings (Free Reserve). The balance of the free reserves be retained for ploughing back in the company for meeting liquidity and investment requirement as may be thought fit by Board of Directors. The Cash Dividend will be available only for General Shareholders who hold 2,748,631 shares and whose names appeared in the Share Register of the Company or in the Depository on the Record Date. Sponsors and Directors of the company who hold 6,711,052 shares will not be entitled to the cash dividend.

ELECTION OF DIRECTORS:

Rotation of Directors:

Pursuant to Article clause 120 of the Articles of Association of the Company, **Mr. Didar A. Husain, Director** and **Ms. Saima Matin Chowdhury, Director** shall retire by rotation and being eligible as per Article 121 of the Articles of Association of the Company, they offered themselves for re-election. Brief resume and other information of the above-mentioned directors as per clause 1(5) (xxiv) of BSEC notification dated 3 June, 2018 are depicted in **ANNEXURE-III**.

APPOINTMENT OF STATUTORY AUDITORS:

The existing Auditors of the company **M/s. Malek Siddiqui Wali, Chartered Accountants** retires at this Annual General Meeting on completion of consecutive tenure of three years. As they are not eligible for re-appointment, in accordance with the provision of BSEC Order No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018 and Regulation No. 15(2) & (3) of Stock Exchange (Listing) Regulations, 2015, a new Firm of Chartered Accountants have to be appointed as Auditors for the year 2025-2026.

M/s. Zoha Zaman Kabir Rashid & Co., Chartered Accountants (a panel auditor of BSEC), expressed their interest to be appointed as statutory auditors of the company for the year 2025-2026. In recommendation of the Audit Committee, the

Board recommended M/s. Zoha Zaman Kabir Rashid & Co., Chartered Accountants, House 6/B, Road-32, Level 7 & 8, Gulshan-1, Dhaka-1212, Bangladesh for appointment as statutory auditors of the Company of the year 2025-2026 with fixation of their remuneration.

APPOINTMENT/RE-APPOINTMENT OF INDEPENDENT DIRECTORS:

The Board of Directors in its meeting held on August 30, 2025 re-appointed **Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.)** as an Independent Director of the company for a further period of three (3) years with effect from 30th August 2025 after completion of his first tenure. Furthermore, the Board in its meeting held on July 11, 2025 appointed **Mr. Muhammad Abul Hossain, PhD** as an Independent Director of the company for a period of three (3) years with effect from 11th July 2025 and the Board of Directors in its meeting held on September 22, 2025 appointed **Mrs. Shahana Parvin, FCMA** as an Independent Director of the company for a period of three (3) years with effect from 22nd September 2025. The Nomination and Remuneration Committee have been recommended for appointment/re-appointment of the above-mentioned Independent Directors and BSEC issued consent letters regarding the appointment/re-appointment. This have been presented for approval by the shareholders in this Annual General Meeting. Brief resume and other information of the above-mentioned independent directors are depicted in **ANNEXURE-III**.

APPOINTMENT OF CORPORATE GOVERNANCE COMPLIANCE AUDITORS:

M/s. Das Chowdhury Dutta & Co., Chartered Accountants, existing compliance auditors of the company being eligible offered themselves for re-appointment as corporate governance compliance auditors of the company for the year 2025-2026. As recommended by the Audit Committee, the Board proposed the name of M/s. Das Chowdhury Dutta & Co., Chartered Accountants, Well Tower (1st Floor), Flat-A/1, 12/A, Purana Paltan Line, Dhaka for re-appointment as corporate governance compliance auditors of the Company for the year 2025-2026 with fixation of their remuneration.

APPROVAL OF SALE OF DYED FABRIC, ACCESSORIES AND WASHING SERVICES TO ASSOCIATE/SISTER COMPANIES:

The Company (RTM) had entered into contract for providing services of dyeing of fabric as well as dyeing and washing services and sale of accessories to its sister concerns J. M. Fabrics Limited (JMF) and Knit Asia Limited (KAL). In this regard, Price Sensitive Information (PSI) was disseminated on 29th April, 2024 and 07th November 2024 and both the companies have signed Memorandum of Understanding (MOU).

Under this contract during the year 2024-2025 J.M. Fabrics Limited had taken services of dyeing of fabric, washing services and purchase of accessories from Rahim Textile Mills PLC. amounting Tk.313,756,150 and Knit Asia Limited had taken services of dyeing of fabric, washing services and purchase of accessories from Rahim Textile Mills PLC. amounting Tk.277,196,521 according to fair market price based on the Bangladesh export-oriented market. Those transaction exceeded the limit of 10% (ten percent) of the total revenue or turnover for the immediately preceding financial year. The Board of Directors gave guarantees to the above transaction which occurred as per the regular terms and conditions of the trade and no conflict of interest had arisen regarding the transaction.

In Compliance with the BSEC Notification No. BSEC/CMRRCD/2009-193/10/Admin/118 dated 22 March 2021 the Shareholders are requested (excluding the vote of concerned or connected shareholders or directors or related party) to approve the above-mentioned sale and services to J.M. Fabrics Limited and Knit Asia Limited which exceeded 10% (ten percent) or above of the total revenue/turnover for the immediately preceding financial year.

MANAGEMENT'S DISCUSSION & ANALYSIS

Management's Discussion and Analysis signed by the Managing Director presenting detailed analysis of the Company's position and operations along with a brief discussion of changes in the financial statements and other requirements of the Corporate Governance Code is disclosed in **Annexure-IV** of this report.

CORPORATE GOVERNANCE COMPLIANCE REPORT IN ANNEXURE:

We are pleased to confirm that the company has complied with all necessary guidelines in accordance with the requirement of BSEC Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018, Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023 and Notification No. BSEC/CMRRCD/2009-193/76/PRD/151 dated 04 April 2024. The Corporate Governance Compliance Report for 2024-2025 is attached (**Annexure-C**) in Annual Report along with the certificate of Compliance required under the said guidelines.

The company obtained a Certificate from Das Chowdhury Dutta & Co., Chartered Accountants, regarding compliance of conditions of corporate governance codes of the Commission, which is enclosed in the Annual Report as **Annexure-B**.

ACKNOWLEDGEMENT:

The Directors are pleased to express their gratitude for the co-operation and support provided by the Shareholders, Customers, Bankers, Insurance Companies, Suppliers, BSEC, DSE, CDBL, RJSC and dedication by Workers and Employees of the company without whose active support the result would not have been possible.

Looking forward to a bright future for all of us.

On behalf of the Board of Directors,



Didar A. Husain

Chairman

ANNEXURE –I

to the Directors' Report

The Directors also report that:

- Related Party Transactions are depicted in Note no.32.00 in the Notes of Account.
- Remuneration of Directors including Independent Director have been shown in Note no. 32.03 to 32.05 in the Notes of Account.
- The Financial Statements prepared by the management of the Company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- Proper books of account as required by the prevailing law have been maintained.
- Appropriate accounting policies have been followed in formulating the financial statements and accounting estimates were reasonable and prudent.
- The financial statement was prepared in accordance with IAS/IFRS as applicable in Bangladesh and any departure there from has been adequately disclosed.
- The internal control system is sound in design and is effectively implemented and monitored.
- The minority shareholders have been protected from abusive actions by, or in the interest of controlling shareholders acting either directly or indirectly and have effective means of redress.
- There is no significant doubt about the company's ability to continue as a going concern.
- Significant deviation from the operating result compared to the last year is depicted in page no. 13 above.
- Key operating and financial data of last five years have been presented in summarized form in page no. 09
- No bonus shares or stock dividend has been declared during the year 2024-2025 as interim dividend.
- The number of Board Meeting and the attendance of directors during the year 2024-2025 were as follows:

Name of Directors	Position	Meeting Held	Attended
Didar A. Husain	Chairman	06	06
Dr. Shamim Matin Chowdhury	Managing Director	06	06
A. Matin Chowdhury	Director	06	06
Saima Matin Chowdhury	Director	06	05
Azizur Rahim Chowdhury	Director	06	06
Lt. Col. Serajul Islam, Bir Protik (BAR) Retd *	Independent Director	06	03
Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.)	Independent Director	06	04
Mr. Muhammad Abul Hossain, PhD *	Independent Director	06	Nil
Mrs. Shahana Parvin, FCMA *	Independent Director	06	Nil

- Lt. Col. Serajul Islam. resigned from the position of Independent Director for his personal reason with effect from 13-04-2025. Mr. Muhammad Abul Hossain, PhD has been appointed as an Independent Director on 11-07-2025 and Mrs. Shahana Parvin, FCMA has been appointed as an Independent Director on 22-09-2025.
- The pattern of shareholding as required by clause 1. (5) (xxiii) of the BSEC Notification dated 03 June, 2018, stated in **Annexure-II.**
- Information of Directors who seek appointment/re-appointment as required by clause 1. (5) (xxiv) of the BSEC Notification dated 03 June, 2018, stated in **Annexure-III.**
- Status of compliance with the conditions imposed by the Bangladesh Securities and Exchange Commission is enclosed as **Annexure –C.**

ANNEXURE-II

to the Directors' Report

Pattern of Shareholding as on 30th June, 2025:

Name of the Shareholders	Status	Shares held	%
i. Parent/Subsidiary/Associated Companies and other related parties	Nil	Nil	Nil
ii. Directors:			
Didar A. Husain	Chairman	1,789,223	18.91
Dr. Shamim Matin Chowdhury	Managing Director	1,169,359	12.36
A. Matin Chowdhury	Director	1,633,046	17.26
Saima Matin Chowdhury	Director	1,777,168	18.79
Azizur Rahim Chowdhury	Director	342,256	3.62
Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.)	Independent Director	Nil	Nil
Muhammad Abul Hossain, PhD	Independent Director	Nil	Nil
Shahana Parvin, FCMA	Independent Director	Nil	Nil
iii. Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit & Compliance and their Spouses and Minor Children:			
Dr. Shamim Matin Chowdhury	Chief Executive Officer	1,169,359	12.36
Md. Kamruzzaman	Company Secretary	Nil	Nil
Amit Kumar Saha	Chief Financial Officer	Nil	Nil
Md. Jamal Uddin	Head of Internal Audit & Compliance	Nil	Nil
A. Matin Chowdhury	Husband of Dr. Shamim Matin Chowdhury	1,633,046	17.26
Shirin Didar Husain	Wife of Didar A. Husain	249,761	2.64
iv. Executives	Nil	Nil	Nil
v. Shareholders holding 10% or more voting interest in the Company			
Didar A. Husain	Chairman	1,789,223	18.91
Dr. Shamim Matin Chowdhury	Managing Director	1,169,359	12.36
A. Matin Chowdhury	Director	1,633,046	17.26
Saima Matin Chowdhury	Director	1,777,168	18.79

ANNEXURE-III

to the Directors' Report

Brief Resume of the Directors

Re-appointment of Directors:

Mr. Didar A. Husain:

Mr. Didar A. Husain is a renowned and dynamic personality in the Textile Sector of Bangladesh. Just after completing HSC with Honors from Faujdarhat College and while a freshman at Dhaka University, Department of History, he joined the Liberation War of Bangladesh in 1971 and was commissioned in the Bangladesh Army during the war. Having served with the Army with distinction which included being Instructor in the Infantry School for 3 (three) years, he retired as a Major in 1981.

He is the founder sponsor Director of Rahim Textile Mills PLC. since 1981. He has more than 43 (forty-three) years' experience in the Textile Sector. He is the Chairman of Rahim Textile Mills PLC. and Managing Director of Graphics Information System Ltd, and Property Care Services Bangladesh (Pvt.) Ltd. Mr. Husain has been actively involved in the organizational activities of Bangladesh Textile Mills Association (BTMA) and was Vice President for the year 2005 and 2006. He is the Founder Trustee and current Chairman of the Trustee Board of Independent University of Bangladesh (IUB). He is also the Member of the National Council of Bangladesh Diabetic Samity (BADAS). He was also the Member of the Business Advisory Body of CRP (Center for Rehabilitation of the Paralyzed) at Savar.

Ms. Saima Matin Chowdhury:

Ms. Saima Matin Chowdhury is a Director of the Company since 2007, daughter of Mr. A. Matin Chowdhury. She is a bright young executive having High School graduation from Concord Academy, Concord, Massachusetts, USA- B.Sc. from Swarthmore College, Pennsylvania, USA and MBA from Wharton Business School, University of Pennsylvania USA. She has work experience in the United States with Ernst & Young and Victoria's Secret. She has more than 18 (eighteen) years working experience in the textile sector. She is also the Director of Malek Spinning Mills PLC. (listed company), Salek Textile Limited, J.M. Fabrics Limited, Knit Asia Limited, Aurum Sweater Limited, Fatehbagh Tea Company Limited and Design Asia Limited.

Appointment/Re-appointment of Independent Directors:

Re-appointment

Maj. Gen. Muhammed Masudur Rahman:

Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.), a Senior Army Officer of Bangladesh Army obtained BA (Honours) MA (Economics) from University of Chittagong, MS from National Defense University, USA, Passed Staff College (psc), former Chairman of the Management Committee of Sena Kalyan Sangstha (SKS), Chairman of Governing Bodies of Cadet Colleges, Chairman of Army Sports Control Boards (ASCB), Founder Vice Chairman of The Trust Bank Ltd, Founder Chairman of Armed Forces Medical College, Founder Vice Chairman of The Radisson Hotel, Vice Chairman of Bangladesh Shooting Federation, Member of the National Sports Control Board (NSCB), Member of Management Committee of Bangladesh Kira Sikkha Protisthan (BKSP) and present Chairman of the Audit Committee & Nomination and Remuneration Committee (NRC) of Rahim Textile Mills PLC. The Board of Directors has been re-appointed him as an Independent Director of the company for a further period of 3 (three) years with effect from 30th August 2025 after completion his first tenure.

Appointment

Mr. Muhammad Abul Hossain:

Muhammad Abul Hossain Ph.D., former Secretary of the Government of Bangladesh, MA from The Polytechnic of Central London (University of Westminster), UK. Ph.D. in Social Science (Public Administration) Department of Public Administration, Faculty of Social Science, Dhaka University, (Ph.D. in Economics (London School of Economics) could not be finished due to Govt's refusal to grant leave for higher studies), former Major of Bangladesh Army, Passed Staff College (psc) and former Independent Director of Malek Spinning Mills PLC. (A public listed company). The Board of Directors of the Company appointed him as an Independent Director of the company for a period of 3 (three) years with effect from 11th July, 2025.

Mrs. Shahana Parvin:

Mrs. Shahana Parvin FCMA, a seasoned finance professional with extensive experience in financial management, budgeting & compliance and a Fellow Member of the Institute of Cost and Management Accountants of Bangladesh (ICMAB) and Independent Director of Index Argo Industries Limited, a public listed company, currently serving as Senior Finance Manager at the Infectious Diseases Division, International Centre for Diarrheal Disease Research, Bangladesh (icddr,b) completed Masters of Business Studies (MBS) in Accounting from National University has been appointed as an Independent Director of the company for a period of 3 (three) years with effect from 22-09-2025.

ANNEXURE-IV

to the Directors' Report

Management's Discussion and Analysis

Management's Discussion and Analysis of the company's position and operations along with a brief discussion of changes in the financial statements as per condition no 1.5(xv) of Corporate Governance Code dated June 03, 2018.

- (a) The financial statements of the company under reporting have been prepared under historical cost convention other than land & building which stated at revalued amount as a going concern concept and on accrual basis in accordance with generally accepted accounting principles and practice in Bangladesh in compliance with the Companies Act, 1994, the Securities and Exchange Rules 2020, International Accounting Standards (IAS) so far adopted by the Institute of Chartered Accountants of Bangladesh (ICAB), International Financial Reporting Standards (IFRS), Financial Reporting Act. 2015 and other applicable laws and regulations. The Company is a 100% export-oriented industry engaged in production of Accessories, Seamless Dyeing as well as Knit Dyeing and Washing for RMG industries. These capacities are installed in the year 2024-2025 at the existing factory premises at Shafipur, Kaliakoir, Gazipur as per decision of Board of Directors Meeting and Price Sensitive Information were disseminated on April 29, 2024 and November 07, 2024.

Due to (1) high energy cost (2) lower demand in market (3) fall in selling price and (4) increase in raw material price as well as technologically obsolete of the existing facilities, the Board of Directors decided for installation of machinery of Accessories and Seamless Dyeing facility and Knit Dyeing and Washing facility at the same premises. From April 29, 2025 the company has updated its business operation in respect of Knit garments & Seamless dyeing, washing and installation of accessories business from woven grey fabric of dyeing and washing as part of strategic shifting. This strategic shifting was approved by the Board of Directors and necessary Price Sensitive Information was published on April 29, 2025

The following IAS are complied with for the financial statements for the year under review:

IAS-1	Presentation of Financial Statements
IAS-2	Inventories
IAS-7	Statement of Cash Flow
IAS-8	Accounting Policies, Changes in Accounting Estimates and errors
IAS-10	Events after the Reporting Period
IAS-12	Income Taxes
IFRS-5	Non-Current Asset Held for Sale
IFRS-8	Operating Segment
IAS-16	Property, Plant & Equipment
IFRS-15	Revenue from Contracts with Customers
IFRS-16	Leases
IAS-19	Employee Benefits
IAS-21	The Effects of Changes in Foreign Exchange Rates
IAS-23	Borrowing Costs
IAS-24	Related Party Disclosures
IAS-27	Separate Financial Statements
IAS-28	Investment in Associates and Joint Venture (Not Applicable)
IAS-33	Earnings Per Share
IAS-36	Impairment of Assets
IAS-37	Provisions, Contingent Liabilities and Contingent Assets
IAS-38	Intangible Assets (Not Applicable)
IFRS-9	Financial Instruments
IAS-40	Investment Property (Not Applicable)

- (b) Specific accounting policies were selected and applied by the company's management for significant transactions and events that have a material effect within the framework of IAS-1 "Preparation of Financial Statement" for the year ended June 30, 2025. The previous year's figures were presented following the same accounting principles.
- (c) Comparative analysis of financial performance or results and financial position as well as cash flows for current financial year with immediately preceding five years explaining reasons are as follows:

Figures in Million Taka

Particulars	Jul 24 to Jun 25	Jul 23 to Jun 24	Jul 22 to Jun 23	Jul 21 to Jun 22	Jul 20 to Jun 21	Jul 19 to Jun 20
Turnover	975.51	1,558.53	1,463.66	1,760.61	1,281.73	1,262.90
Gross Profit	154.96	171.36	33.48	151.77	166.40	140.78
Net Profit before tax	17.91	21.27	(105.78)	36.69	33.99	8.56
Net Profit after tax	12.24	9.75	(124.72)	14.95	21.24	7.09
Shareholders' Equity	244.30	234.80	225.05	359.23	359.41	348.58
Total Assets	1,652.00	1,840.07	1,657.97	1,746.01	1,718.45	1,692.53
Total Current Assets	816.94	1,162.91	1,048.08	1,089.15	998.08	898.67
Total Current Liabilities	1,064.22	1,250.16	1,203.34	1,297.14	1,211.81	1,096.02
Current Ratio	0.77:1	0.93:1	0.87:1	0.84:1	0.82:1	0.82:1
Net Asset Value per share	25.83	24.82	23.79	37.97	37.99	36.85
Earnings per share (EPS)	1.29	1.03	(13.18)	1.58	2.25	0.75
NOCFPS	38.36	(7.59)	1.69	0.09	0.28	19.60

Turnover:

Turnover has decreased compared to the last few years due to updated of business operation by strategic shifting to knit garments & seamless dyeing, washing and installation of accessories business from grey fabric of woven garments dyeing and washing.

Net Profit after Tax:

Net Profit after tax increased during the year 2024-25 compared to previous year's 2023-24 due to increase in GP margin for changes of business strategy as well as production pattern, resulting reduction of cost of goods sold though the sales volume decreased. On the other hand, in the year 2022-23 company incurred Net Loss, but in the year 2020-21 net profit margin on sales were higher and in the year 2019-20 net profit margin on sales were lower from the year 2024-25.

Earnings Per Share (EPS):

Earnings Per Share (EPS) increased during the year 2024-25 compared to previous year due to increase in GP margin for changing of new product facilities by installation of Accessories and Seamless Dyeing facility and Knit Dyeing and Washing facilities, resulting increase of net profit. On the other hand, in the year 2022-23 EPS was negative, but in the year 2021-22 and 2020-21 EPS was higher and in the year 2019-20 EPS was lower from the year 2024-25.

Net Operating Cash Flow Per Share (NOCFPS):

Net Operating Cash Flow Per Share (NOCFPS) has been significantly increased during the year 2024-25 compared with the financial years 2023-2024, 2022-23, 2021-22, 2020-21 and 2019-20 due to increase of collection against receivable and decrease of payment against inventory purchased.

(d) Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario:

Figures in Million Taka

Particulars	Rahim Textile Mills PLC. June 30, 2025	Evince Textiles Ltd. June 30, 2024	Anlima Yarn Dyeing Ltd. June 30, 2024	M. L. Dyeing & Textile Ind. PLC June 30, 2024
Revenue (Turnover)	975.51	4,068.48	139.23	859.55
Gross Profit	154.96	459.52	(25.32)	64.98
Operating Expenses	41.01	135.99	17.78	19.18
Financial Expenses	81.74	168.68	0.67	12.14
Net Profit before tax	17.91	158.08	(29.03)	39.63
Net Profit after tax	12.24	107.44	(32.24)	31.78
Net Profit in %	1.25%	2.64%	-23.16%	3.70%
Earnings per share (Tk)	1.29	0.58	(1.80)	0.14
NOCFPS (Tk)	38.36	1.01	0.22	0.01
Shares Outstanding	9,459,683	183,744,000	17,867,800	232,434,090
Shareholders' Equity	244.30	2,389.71	153.99	3,087.05
Total Assets	1,652.00	6,143.09	394.99	3,517.14
Total Liabilities	1,407.70	3,753.38	240.99	430.09
Current Assets	816.94	2,581.70	163.21	810.81
Current Liabilities	1,064.22	2,790.53	212.75	271.85

(e) Financial and Economic Scenario of Bangladesh and the Globe (in brief):

The global economy, which had demonstrated a strong recovery from the COVID-19 pandemic and the prolonged Russia-Ukraine conflict, has once again come under strain due to renewed geopolitical tensions. The ongoing world geopolitical crises, coupled with persistent instability and economic uncertainty in various regions, have weakened the pace of global economic growth.

According to the United Nations (UN) publication World Economic Situation and Prospects 2024, the global economy expanded by 2.7 percent in 2023 and is projected to grow by 2.4 percent in 2024 and 2.7 percent in 2025. The World Bank's Global Economic Prospects (June 2025) projects global growth of 2.3 percent in 2025 and 2.7 percent in 2026, compared to 2.6 percent in 2024. Meanwhile, the International Monetary Fund (IMF), in its World Economic Outlook (WEO), forecasts global growth at 3.0 percent in 2025 and 3.1 percent in 2026. Global inflation is expected to decline steadily from 6.8 percent in 2023 to 5.9 percent in 2024, and further to 4.5 percent in 2025. Advanced economies are likely to reach their inflation targets earlier than emerging and developing economies. Core inflation, which excludes food and energy prices, is also anticipated to ease gradually.

The fiscal year 2024–25 was one of the most challenging periods in the recent history of Bangladesh's economy, as several structural and external vulnerabilities became apparent. Supply chain disruptions, coupled with the global rise in commodity, fuel, and food prices, exerted persistent inflationary pressures throughout the year. According to data from the Bangladesh Bureau of Statistics (BBS), the average inflation rate in FY 2024–25 stood at 10.03 percent. Consumer prices remained elevated at over 9 percent for more than a year, despite multiple policy rate increases by the Bangladesh Bank to restrict money supply and curb inflation. This situation underscores the urgent need for effective and coordinated policy measures to bring inflation under control and protect real incomes.

Following a strong post-pandemic rebound with GDP growth of 6.94 percent in FY 2020–21 and 7.10 percent in FY 2021–22 the economy experienced a notable slowdown. The combined effects of global recessionary trends, energy price shocks, and geopolitical disruptions led to a reduction in growth to 5.78 percent in FY 2022–23. Provisional estimates from BBS indicate further moderation, with growth rates of 4.22 percent in FY 2023–24 and 3.97 percent in FY 2024–25. However, there are indications of gradual recovery ahead. The World Bank projects Bangladesh's GDP growth at 5.7 percent in FY 2025, supported by a modest rebound in private consumption and a gradual easing of inflationary pressures.

At present, the economy faces several macroeconomic challenges, including a fragile banking sector, financial account deficits, exchange rate volatility, and a decline in foreign exchange reserves. These factors have weakened the macroeconomic stability that Bangladesh enjoyed for many years characterized by high growth, low inflation, and a robust external sector.

Nonetheless, with appropriate structural reforms, prudent fiscal management, and strengthened monetary and external sector policies, it is expected that Bangladesh will return to a trajectory of high, inclusive, and sustainable economic growth in the near future.

(f) Risk and concerns related to the financial statements and such risk and concerns mitigation plan:

(1) Credit Risk:

Credit risk is the risk of a financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Risk exposures from other financial assets, i.e. Cash at bank and other external receivables are nominal.

(2) Liquidity Risk:

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date. In extreme stressed conditions, the company may get support from the related company in the form of short-term financing.

(3) Market Risk:

Market risk is the risk that any change in market prices such as foreign exchange rates and interest will affect the company's income or the value of its holding financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters.

(4) Currency Risk:

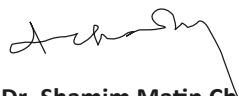
The company is exposed to currency risk on certain purchases such as import of raw material, machineries and equipment. Majority of the company's foreign currency transactions are denominated in USD and relates to procurement of raw materials, machineries and equipment from abroad.

(5) Interest Rate Risk:

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. There was no foreign currency loan which is subject to floating rates of interest. Local loans are, however, not significantly affected by fluctuations in interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

(g) Future plan or projection or forecast for company's operation, performance and financial position:

The Company has, for now, necessary plan outlines to continue its current strategies until any change in national/international business outlook.



Dr. Shamim Matin Chowdhury
Managing Director

Annexure-A

to the Directors' Report

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

Rahim Textile Mills PLC. Declaration by CEO and CFO

Date: October 20, 2025

The Board of Directors
Rahim Textile Mills PLC.
117/A, Tejgaon Industrial Area
Dhaka-1208
Bangladesh

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

Dear Sirs,

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

- (1) The Financial Statements of Rahim Textile Mills PLC. for the year ended on 30th June 2025 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- (2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- (3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
- (4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that:-

- (i) We have reviewed the financial statements for the year ended on 30th June 2025 and that to the best of our knowledge and belief:
 - (a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



(Dr. Shamim Matin Chowdhury)
Managing Director



(Amit Kumar Saha)
Chief Financial Officer

Annexure-B

to the Directors' Report

[Certificate as per condition No.1 (5) (xxvii)] **Report to the Shareholders of Rahim Textile Mills PLC on Compliance on the Corporate Governance Code**

We have examined the compliance status to the Corporate Governance Code by **Rahim Textile Mills PLC for the year ended on 30 June 2025. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023 and Notification No. BSEC/CMRRCD/2009-193/76/PRD/151 dated 04 April 2024** of the Bangladesh Securities and Exchange Commission (BSEC).

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

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

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

- The Company has complied with the conditions **subject to non-applicability of 1(3)(b)(i), 1(3)(b)(ii), 1(3)(b)(iv), 1(5)(vii), 1(5)(viii), 1(5)(xx), 2(a), 2(b), 2(c), 2(d), 2(e), 5(5)(m), 5(6)(b), 6(2)(f)** of the Corporate Governance Code as stipulated in the above-mentioned Corporate Governance Code issued by the Commission and explanation is given in **Annexure-C**;
- The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;
- Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws and
- The Governance of the company is satisfactory.

Dhaka, 09 November 2025



Sunirmal Chowdhury FCA
ICAB Enrollment No. 0500
FRC Enrollment No. CA-001-299
Partner
Das Chowdhury Dutta & Co.
Chartered Accountants
FRC Enrollment No. CAF-001-090

Annexure-C

to the Directors' Report

[As per condition No. 1(5)(xxvii)]**Corporate Governance Compliance Report**

Status of compliance with the conditions imposed by the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018, Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023 and Notification No. BSEC/CMRRCD/2009-193/76/PRD/151 dated 04 April 2024 issued under section 2CC of the Securities and Exchange Ordinance, 1969.

(Report under Condition No. 9)

Condition No.	Title	Complied	Not Complied	Remarks (if any)
1	Board of Directors. -			
1(1)	The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	√		
1(2)	Independent Directors			
1(2) (a)	At least 2 (two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s); Provided that the Board shall appoint at least 1(one) female independent director in the Board of Directors of the company	√		
1(2)(b) (i)	who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	√		
1(2) (b) (ii)	who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company;	√		
1(2) (b) (iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years;	√		
1(2) (b) (iv)	who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	√		
1(2) (b) (v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	√		
1(2) (b) (vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	√		
1(2) (b) (vii)	who is not a partner or an executive or was not a partner or an executive during the preceding 3(three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	√		
1(2) (b) (viii)	who is not independent director in more than 5 (five) listed companies;	√		
1(2) (b) (ix)	who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank for non-payment of any loan or advance or obligation to a bank or a financial institution; and	√		
1(2) (b) (x)	who has not been convicted for a criminal offence involving moral turpitude;	√		
1(2) (c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM): Provided that the Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company;	√		
1(2) (d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days; and	√		
1(2) (e)	The tenure of office of an independent director shall be for a period of 3(three) years, which may be extended for 1(one) tenure only;	√		

Condition No.	Title	Complied	Not Complied	Remarks (if any)
1(3)	Qualification of Independent Director.-			
1(3) (a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business;	√		
1(3) (b) (i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk.100.00 million or any listed company or a member of any national or international chamber of commerce or registered business association; or			Not Applicable
1(3) (b) (ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid-up capital of Tk.100.00 million or of a listed company; or			Not Applicable
1(3) (b) (iii)	Former or existing official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law: Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service; or	√		
1(3) (b) (iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or			Not Applicable
1(3) (b) (v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	√		
1 (3) (c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	√		
1 (3) (d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	√		
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.-			
1 (4) (a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√		
1 (4) (b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company	√		
1 (4) (c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	√		
1 (4) (d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	√		
1 (4) (e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
1(5)	The Directors' Report to Shareholders			
1 (5) (i)	An industry outlook and possible future developments in the industry;	√		
1 (5) (ii)	The segment-wise or product-wise performance;	√		
1 (5) (iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	√		
1 (5) (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	√		
1 (5) (v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	√		
1 (5) (vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	√		
1 (5) (vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;			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 Share Offer, Direct Listing, etc.;			Not Applicable

Condition No.	Title	Complied	Not Complied	Remarks (if any)
1 (5) (ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	√		
1 (5) (x)	A statement of remuneration paid to the directors including independent directors;	√		
1 (5) (xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	√		
1 (5) (xii)	A statement that proper books of account of the issuer company have been maintained;	√		
1 (5) (xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	√		
1 (5) (xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	√		
1 (5) (xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	√		
1 (5) (xvi)	A statement that minority shareholders have been protected from abuse actions by, or in the interest of controlling shareholders acting either directly or indirectly and have effective means of redress;	√		
1 (5) (xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	√		
1 (5) (xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	√		
1 (5) (xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	√		
1 (5) (xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;			Not Applicable
1(5) (xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	√		
1(5) (xxii)	The total number of Board meetings held during the year and attendance by each director;	√		
1(5) (xxiii) (a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	√		
1(5) (xxiii) (b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	√		
1(5) (xxiii) (c)	Executives; and	√		
1(5) (xxiii) (d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details);	√		
1(5) (xxiv) (a)	a brief resume of the director;	√		
1(5) (xxiv) (b)	nature of his or her expertise in specific functional areas; and	√		
1(5) (xxiv) (c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	√		
1(5) (xxv) (a)	accounting policies and estimation for preparation of financial statements;	√		
1(5) (xxv) (b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	√		
1(5) (xxv) (c)	comparative analysis (including effects of inflation) of the financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	√		
1(5) (xxv) (d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√		
1(5) (xxv) (e)	briefly explain the financial and economic scenario of the country and the globe;	√		

Condition No.	Title	Complied	Not Complied	Remarks (if any)
1(5) (xxv) (f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	√		
1(5) (xxv) (g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e. actual position shall be explained to the shareholders in the next AGM;	√		
1(5) (xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3 (3) shall be disclosed as per Annexure-A .	√		
1(5) (xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No.9 shall be disclosed as per Annexure-B and Annexure-C ;	√		
1(5) (xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality.	√		
1(6)	Meetings of the Board of Directors The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	√		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer.-			
1(7) (a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No.6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	√		
1(7) (b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	√		
2	Governance of Board of Directors of Subsidiary Company.-			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;			Not Applicable
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			Not Applicable
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;			Not Applicable
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;			Not Applicable
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			Not Applicable
3	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).-			
3(1) (a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√		
3(1) (b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		
3(1) (c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time: Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission. Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by appointing companies proportionately;	√		
3(1) (d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	√		

Condition No.	Title	Complied	Not Complied	Remarks (if any)
3(1) (e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange (s).	√		
3(2)	Requirement to attend Board of Directors' Meetings The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	√		
3 (3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3 (3) (a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	√		
3(3) (a) (i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√		
3(3) (a) (ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	√		
3(3) (b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	√		
3(3) (c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		
4	Board of Directors' Committee. -			
4(i)	Audit Committee; and	√		
4(ii)	Nomination and Remuneration Committee.	√		
5	Audit Committee. -			
5(1)	Responsibility to the Board of Directors.			
5(1) (a)	The company shall have an Audit Committee as a sub-committee of the Board;	√		
5(1) (b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	√		
5(1) (c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√		
5(2)	Constitution of the Audit Committee			
5(2) (a)	The Audit Committee shall be composed of at least 3 (three) members;	√		
5(2) (b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	√		
5(2) (c)	All members of the Audit Committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	√		
5(2) (d)	When the term of service of any Committee member expires or there is any circumstances causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	√		
5(2) (e)	The company secretary shall act as the secretary of the Committee;	√		
5(2) (f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		
5(3)	Chairperson of the Audit Committee			
5(3) (a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	√		

Condition No.	Title	Complied	Not Complied	Remarks (if any)
5(3) (b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4) (b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
5(3) (c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM):	√		
5(4)	Meeting of the Audit Committee			
5(4) (a)	The Audit Committee shall conduct at least its four meetings in a financial year:	√		
5(4) (b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		
5(5)	Role of Audit Committee			
5(5) (a)	Oversee the financial reporting process;	√		
5(5) (b)	monitor choice of accounting policies and principles;	√		
5(5) (c)	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5(5) (d)	oversee hiring and performance of external auditors;	√		
5(5) (e)	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5(5) (f)	review along with the management, the annual financial statements before submission to the Board for approval;	√		
5(5) (g)	review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	√		
5(5) (h)	review the adequacy of internal audit function;	√		
5(5) (i)	review the Management's Discussion and Analysis before disclosing in the Annual Report;	√		
5(5) (j)	review statement of all related party transactions submitted by the management;	√		
5(5) (k)	review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	√		
5(5) (l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	√		
5(5) (m)	oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission;			Not Applicable
5(6)	Reporting of the Audit Committee			
5(6) (a)	Reporting to the Board of Directors			
5(6) (a) (i)	The Audit Committee shall report on its activities to the Board	√		
5(6) (a) (ii) (a)	report on conflicts of interests;	√		
5(6) (a) (ii) (b)	suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	√		
5(6) (a) (ii) (c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and	√		
5(6) (a) (ii) (d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	√		
5(6) (b)	Reporting to the Authorities			Not Applicable
5(7)	Reporting to the Shareholders and General Investors	√		
6	Nomination and Remuneration Committee (NRC).-			
6(1)	Responsibility to the Board of Directors			
6(1) (a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	√		

Condition No.	Title	Complied	Not Complied	Remarks (if any)
6(1) (b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	√		
6(1) (c)	The Terms of Reference (TOR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No.6(5)(b)	√		
6(2)	Constitution of the NRC			
6(2) (a)	The Committee shall comprise of at least three members including an independent director;	√		
6(2) (b)	At least 02 (two) members of the Committee shall be non-executive directors;	√		
6(2) (c)	Members of the Committee shall be nominated and appointed by the Board;	√		
6(2) (d)	The Board shall have authority to remove and appoint any member of the Committee;	√		
6(2) (e)	In case of death, resignation, disqualification or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	√		
6(2) (f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as adviser who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;			Not Applicable
6(2) (g)	The company secretary shall act as the secretary of the Committee;	√		
6(2) (h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	√		
6(2) (i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	√		
6(3)	Chairperson of the NRC			
6(3) (a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	√		
6(3) (b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	√		
6(3) (c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders;	√		
6(4)	Meeting of the NRC			
6(4) (a)	The NRC shall conduct at least one meeting in a financial year;	√		
6(4) (b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	√		
6(4) (c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No.6(2)(h);	√		
6(4) (d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	√		
6(5)	Role of the NRC			
6(5) (a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		
6(5) (b) (i) (a)	the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	√		
6(5) (b) (i) (b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	√		

Condition No.	Title	Complied	Not Complied	Remarks (if any)
6(5) (b) (i) (c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	√		
6(5) (b) (ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		
6(5) (b) (iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	√		
6(5) (b) (iv)	formulating the criteria for evaluation of performance of independent directors and the Board;	√		
6(5) (b) (v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	√		
6(5) (b) (vi)	developing, recommending and reviewing annually the company's human resources and training policies;	√		
6(5) (c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	√		
7	External or Statutory Auditors. -			
7(1)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:-	√		
7(1) (i)	appraisal or valuation services or fairness opinions;	√		
7(1) (ii)	financial information systems design and implementation;	√		
7(1) (iii)	book-keeping or other services related to the accounting records or financial statements;	√		
7(1) (iv)	broker-dealer services;	√		
7(1) (v)	actuarial services;	√		
7(1) (vi)	internal audit services or special audit services;	√		
7(1) (vii)	any service that the Audit Committee determines;	√		
7(1) (viii)	audit or certification services on compliance of corporate governance as required under condition No.9(1); and	√		
7(1) (ix)	any other service that creates conflict of interest.	√		
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company:	√		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	√		
8	Maintaining a website by the Company. -			
8(1)	The company shall have an official website linked with the website of the stock exchange.	√		
8(2)	The company shall keep the website functional from the date of listing.	√		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	√		
9	Reporting and Compliance of Corporate Governance. -			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the AGM.	√		
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	√		

AUDIT COMMITTEE REPORT

For the Year 2024-2025

Rahim Textile Mills PLC. having an Audit Committee as a sub-committee of the Board of Directors in order to assist the Board of Directors in ensuring and fulfilling its oversight responsibilities.

The Audit Committee comprised by following Members of the Board of Directors:

Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.), Independent Director	-Chairman
Dr. Shamim Matin Chowdhury, Managing Director	-Member
Mr. Azizur Rahim Chowdhury, Director	-Member

Md. Kamruzzaman, Company Secretary acts as the Secretary to the Committee.

Meetings of the Audit Committee:

- The Committee held four (04) meetings during the year.
- The Committee submits its report directly to the Board of Directors.
- Minutes of the Committee meeting are properly recorded.

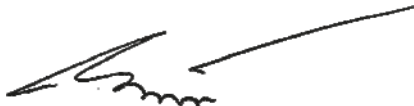
The scope of Audit Committee was defined as under:

- a. Review with the management and recommend to the Board to approve the quarterly and annual financial statements prepared for statutory purpose;
- b. Monitor and oversee choice of accounting policies and principles, internal control, risk management process, auditing matter, hiring and performance of external auditors;
- c. Meeting with the auditors for review of the annual financial statements before submission to the Board for approval;
- d. Review the adequacy of internal audit function, Management's Discussion and Analysis before disclosing in the Annual Report;
- e. Review statement of significant related party transactions submitted by the management;
- f. Carry on a supervision role to safeguard the system of governance and independence of statutory auditors; and
- g. Review and consider the report of internal auditors and statutory auditors' observations on internal control.

Activities carried out during the year 2024-2025:

- The Committee examined and reviewed the fairness of the quarterly and annual financial statements and recommended to the Board for consideration.
- Overseen, reviewed and approved the procedure and task of the internal audit, financial report preparation and the external audit reports.
- Reviewed the Related Party Transactions, Loans, Guarantees and Investments.
- Reviewed the performance of Statutory Auditors and Corporate Governance Compliance Auditors and recommended to the Board for appointment of Statutory Auditors and Corporate Governance Compliance Auditors.

The Committee found adequate arrangement to present a true and fair view of the activities on the financial statements of the company and an appropriate monitoring system within the business and didn't find any material deviation, discrepancies or any adverse finding/observation in the areas of reporting.



Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.)

Chairman

Audit Committee

Date: 23rd October, 2025

Rahim Textile Mills PLC.

Nomination and Remuneration Policy

The Nomination and Remuneration Policy is prepared and adopted in compliance with Corporate Governance Code 2018 of Bangladesh Securities and Exchange Commission in view to formulate and recommend proper, fair, transparent and non-discriminatory nomination and remuneration for the Directors and Top-Level Executives of Rahim Textile Mills PLC.

The Nomination and Remuneration Policy of Directors and Top-Level Executives has been formulated by the Nomination and Remuneration Committee (NRC) and has been approved by the Board of Directors of Rahim Textile Mills PLC.

The Nomination and Remuneration Committee (NRC) has been constituted by the Board of Directors of the Company as a sub-committee to assist the Board under Condition No. 6 of the Corporate Governance Code 2018 of Bangladesh Securities and Exchange Commission. NRC is independent and responsible or accountable to the Board of Directors and the Shareholders of the Company.

The NRC consists of the following Non-Executive Directors of the Board:

Maj. Gen. Muhammed Masudur Rahman, Bir Protik nwc, psc (Retd.), Independent Director	-Chairman
Dr. Shamim Matin Chowdhury, Director	-Member
Mr. Azizur Rahim Chowdhury, Director	-Member

The Terms of Reference of the NRC have been defined and adopted by the Board of Directors of the Company.

Objective:

The objective of the NRC is to oversee, assist and guide the Board of Directors:

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

Amendments to the Policy:

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

Evaluation of performance:

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

Activities of the NRC carried out during the reporting period:

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

- (a) Reviewed the Code of Conduct for the Chairman, other Members of the Board and Managing Director.
- (b) Reviewed the Company's existing policy relating to the remuneration of Directors and Top Level Executives.
- (c) Discussed and decided in regard to formulate the criteria of evaluation of performance of the Board and Independent Directors.
- (d) Reviewed the Company's existing Human Resources and Training policies.

Rahim Textile Mills PLC.

Dividend Distribution Policy

Introduction:

Bangladesh Securities and Exchange Commission (BSEC) issued Directive No. BSEC/CMRRCD/2021-386/03 dated 14 January, 2021 and Directive No. BSEC/CMRRCD/2009-193 (part-07)/91 dated 13 July, 2025 for listed companies to formulate its Dividend Distribution Policy and disclose the policy in the company's annual report and official website. In compliance to this directive, Rahim Textile Mills PLC. ("Rahim Textile" or the "Company") publishes this statement as a guiding framework for the shareholders with regards to the Company's Dividend Policy.

This statement provides a brief outline of the legal and regulatory provisions relating to dividend, key issues in dividend considerations and the procedure for the declaration, approval and payment of dividend.

Relevant Laws and Regulations:

Different legal and regulatory provisions have bearing on dividend policy decisions of the Company. The paragraphs below provide a brief overview of the current provisions relating to dividend policy by a Public Limited Company:

Companies Act:

The Companies Act 1994, the primary legislation regulating the affairs of a company, gives power to the directors to recommend the dividend to be declared by the company which is to be approved by the shareholders in the Annual General Meeting (AGM). The shareholders however, cannot approve any dividend more than what has been recommended by the directors. It also authorizes the directors to pay from time to time, interim dividends to the shareholders if so appears to be justified by the profits of the company. The directors may, before recommending any dividend, set aside out of the profits of the company, such sums as they deem appropriate, as reserve or reserves for ploughing back for planned expansion and for meeting contingencies, or for equalizing dividends or for any other purpose of the company appropriate for utilization of such profits or may employ such profits in the business of the company or otherwise as they think fit. The law further provides that dividends are to be paid out of profits of the year or from any other free undistributed profits/reserves.

Listing Regulations of Stock Exchanges:

There has been a number of listing regulations that have direct or indirect impact on dividend decisions of the company. Shares of a company is traded under different trading categories depending on payment or non-payment of dividend by a company. According to the regulations, a company shall be traded in the "Z Category" (a category with a longer trading settlement time and other restrictive conditions) if it fails to declare cash dividend for two consecutive years. Moreover, a company may among other reasons, be de-listed from the stock exchange if it fails to pay cash/stock dividend for a consecutive period of five years. The listing regulations also require a company to declare in its annual general meeting the reasons, if any for partial or non-distribution of profits as dividend and the plan for utilization of the undistributed profits if there be any.

Income Tax Law:

Bangladesh Income Tax law, provides for additional tax charges to a listed company that retains more than 70% of its net after-tax profit earned in any year. According to the said provisions if a company retains or transfers more than 70% of its after tax profit to reserve or any other fund, an additional 10% tax shall be payable on such retained or transferred fund. Moreover, in order to encourage cash dividend, the tax law requires that if in any income year, the stock dividend declared by a company exceeds the cash dividend, an additional 10% tax shall be imposed on the whole amount of stock dividend declared or undistributed.

Key Considerations in dividend decisions:

The company shall endeavor to maintain a consistent dividend over the year with appropriate consideration of factors relevant to such decisions. It is the Company's practice to declare dividend on annual basis based on annual financial performance. However, the Board may also declare interim dividend based on periodic financial results. Historically the Company declared dividend in either cash or stock or in judicious combination of cash and stock. The company intends to pursue the same policy in future depending on the operating and financial context prevailing at that time.

Multiple internal and external factors might affect Company's dividend decisions. While recommending dividend the Board of Directors shall consider among others:

- Worldwide business situation/scope of investment at home/abroad
- Company's current net earnings, accumulated distributable reserves/surplus and availability of free cash flow
- Potential growth opportunities and investment requirements; assessment of benefits of retention vs pay-out
- Legal and Regulatory compulsion and tax implication of retention and payout

- Any debt/loan covenants restricting dividend announcement
- Persuasion of a target capital structure
- Cost of external finance
- Policy on consistency of the dividend over reasonable and foreseeable future years

Additionally, the Board may consider other factors or circumstances to decide on distribution of dividend for a particular year.

Eligibility of shareholders for dividend:

Dividend is declared on the face value of each Equity Share. Unless otherwise stated, all holders of Equity Share and DR (Depository Receipts) whose names appear on the registrar of the Company on the Record Date declared by the Company for entitlement of dividend, are eligible to get the dividend.

Timing of Dividend Announcement and Payment:

Annual dividend decision is taken in the Board Meeting to be held within 120 days from the date of closing of the financial year. Such decisions are based on the results of the audited financial statements. The dividend recommendations made by the directors are notified to the shareholders through stock exchanges, website and public announcements.

Dividend recommended by the Directors are to be placed in the Annual General Meeting (AGM) of the Company for the Shareholders' approval. Dividend are transferred to the respective shareholders' account within 30 days from the date of its approval. Declared cash dividend (declared amount) will be transferred and kept in a separate bank account, which will be maintained solely for the purpose of payment/disbursement of dividend. The transfer must be completed at least 01 (one) day prior to the date of the AGM. Interim Dividend if any declared by the Company, shall be transferred and kept in the dividend account within 15 (fifteen) days from the record date as declared by the Board of Directors and are paid within 30 days from the Record Date fixed by the Company for the entitlement of such dividend. The company shall not maintain the dividend account with those banks where a common director exists between the company and the said banks.

Policy Review and Amendment:

Apart from mandatory revision, modification or amendment as necessitated by the legal and regulatory requirements, the company shall review this policy on periodic basis and make necessary revision or amendment to keep the policy relevant and up to date. The Board of Directors of the company shall approve the revision and/or amendment as it deems fit.

Disclaimer:

The above Policy Statement neither gives a guarantee of dividend to be declared by the Company nor does it constitute a commitment for any future dividend and thus be read as a general guidance on different dividend related issues. The policy upholds the Board's absolute/complete liberty to recommend any dividend in deviation of the policy.

Independent Auditors' Report

To the Shareholders of Rahim Textile Mills PLC

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Rahim Textile Mills PLC which comprise the financial position as at June 30, 2025, 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 notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give true and fair view, in all material respects, of the financial position of the Company as at June 30, 2025, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the company act 1994, the Securities and Exchange Rules, 2020 and other applicable law and regulations.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Risk	Our response
Revenue recognition At the year ended, the company's reported total revenue of Tk. 975,512,255. Revenue is measured net of trade discount and VAT. Time of revenue recognition is matter. The revenue may overstated for the early recognition of revenue to achieve the desire result.	We have tested the design and operating effectiveness of key controls focusing on the following: • Policy of revenue recognition; • Issuance of VAT challan; • Segregation of duties in invoice creation and modification; and • Timing of revenue recognition. Our substantive procedures in relation to the revenue recognition comprises the following: • Obtaining supporting documentation for sales transactions recorded either side of year end as well as credit notes issued after the year end date to determine whether revenue was recognized in the correct period; • VAT is correctly dealt with; • Critically assessing manual journals posted to revenue to identify unusual or irregular items; and • Finally assessed the appropriateness and presentation of disclosures against relevant accounting Standards.
Please see the note 21 in this financial statements.	

Risk	Our response
Valuation of inventory	
The balance of inventory of the Company at the year-end was Tk. 415,535,052 held in the company's warehouse. Inventories should be carried at the lower of cost and net realizable value. As a result, the managements apply judgment in determining the appropriate values of inventory.	We challenged the appropriateness of management's assumptions applied in calculating the value of the inventory and related provisions by: - evaluating the design and implementation of key inventory controls operating across the Company in respect of inventory management; - to attend the physical inventory counts and reconciling the count results to the inventory listings to test the completeness of data; - to review the inventory costing procedures and methodology. - comparing the net realizable value, obtained through a detailed review of sales subsequent to the year-end, to the cost price of a sample of inventories and comparison to the associated provision to assess whether inventory provisions are complete; - reviewing the historical accuracy of inventory provisioning, and the level of inventory write-offs during the year; and - Challenging the completeness of inventory provisions through assessing actual and forecast sales of inventory lines to assess whether provisions for slow- moving/obsolete stock are valid and complete.
Please see the note 6 in this financial statements.	
Measurement and recognition of deferred tax	
The balance of reported deferred tax liability of the company was Tk. 36,367,681 as on June 30, 2025. The risk for the financial statements is that these provisions may not properly measured for all types of temporary difference as per IAs 12: Income Tax.	We obtained an understanding, evaluated the design and tested the operational effectiveness of the Company's key controls over the recognition and measurement of deferred tax. We have assessed the appropriateness of the carrying amounts of net asset value as per tax base and accounting base. We have also assessed the rate of deferred for each temporary difference. Also, we examined the accounting treatment of deferred tax.
Please see the note 15 in this financial statements.	

Other Information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditor's report thereon. We have not been provided the Director's report and other information contained within the annual report except the financial statements to the date of our auditor's report. We expect to obtain the remaining reports of the Annual report after the date of our auditor's report. Management is responsible for the other information.

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

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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Financial Statements:

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

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

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

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

Report on other Legal and Regulatory Requirements:

In accordance with the Companies Act 1994, we also report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b) In our opinion, proper books of accounts, records and other statutory books as required by law have been kept by the Company so far as it appeared from our examinations of those books;
- c) The Statement of Financial Position and Statement of profit and loss and other comprehensive Income, of the Company dealt with by the report are in agreement with the books of account and returns; and
- d) The expenditures incurred and payments made were for the purpose of the company's business.

Malek Siddiqui Wali, Chartered Accountants
RJSC Firm Registration No: P-50041/2022

Dated, Dhaka
October 28, 2025
Data Verification Code (DVC) No. 2510280247AS204137


Md. Waliullah, FCA
Enrolment No: 0247

Rahim Textile Mills PLC.

Statement of Financial Position

As at 30th June 2025

Particulars	Notes	Amount in Tk.	
		30.06.2025	30.06.2024
ASSETS:			
Non Current Assets:			
Property Plant & Equipment	4.00	703,386,076	620,375,915
Capital Work-In-Progress	5.00	8,622,440	56,785,546
Total Non Current Assets		712,008,516	677,161,461
Current Assets:			
Inventories	6.00	415,535,052	456,140,376
Accounts Receivable	7.00	322,325,842	593,153,658
Advances, Deposits & Pre-Payments	8.00	73,218,683	81,091,693
Cash & Bank Balances	9.00	5,856,442	32,521,624
Total Current Assets		816,936,018	1,162,907,351
Non-current Asset Held for Sale	10.00	123,054,634	-
TOTAL ASSETS		1,651,999,169	1,840,068,812
SHARE HOLDER'S EQUITY & LIABILITIES:			
Shareholder's Equity:			
Share Capital	11.00	94,596,830	94,596,830
Retained Earnings	12.00	79,656,195	67,449,186
Revaluation Surplus of Fixed Assets	13.00	70,046,152	72,758,538
Total Shareholder's Equity		244,299,177	234,804,554
Non-Current Liabilities:			
Long Term Loan	14.00	307,114,009	311,342,459
Deferred Tax Liabilities	15.00	36,367,681	43,762,172
Total Non-Current Liabilities		343,481,690	355,104,631
Current Liabilities:			
Accounts Payable	16.00	184,124,888	209,207,318
Current Portion of Long Term Loan	17.00	73,706,530	68,419,637
Short Term Loan From Bank	18.00	734,434,114	909,284,516
Un-Claimed Dividend	19.00	230,162	642,395
Others Provision & Liabilities	20.00	71,722,607	62,605,761
Total Current Liabilities		1,064,218,302	1,250,159,627
Total Liabilities		1,407,699,991	1,605,264,258
TOTAL SHARE HOLDER'S EQUITY & LIABILITIES:		1,651,999,169	1,840,068,812
Net Asset Value (NAV) per share	29.00	25.83	24.82
Par Value Tk. 10.			

The annexed notes are integral part of these financial statements.

These financial statements were approved by the Board of Directors and were signed on it's behalf by.



Md. Kamruzzaman
Company Secretary



Amit Kumar Saha
Chief Financial Officer



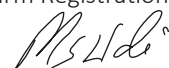
A. Matin Chowdhury
Director



Dr. Shamim Matin Chowdhury
Managing Director

Signed in terms of our separate report of even date annexed.

Malek Siddiqui Wali, Chartered Accountants
RJSC Firm Registration No: P-50041/2022



Md. Waliullah FCA
Enrollment No.: 0247

Place : Dhaka

Date : October 28, 2025.

DVC: **2510280247AS204137**

Rahim Textile Mills PLC.

Statement of Profit or Loss and other Comprehensive income For the year ended 30th June 2025

Particulars	Notes	Dyeing & Washing	Accessories	Amount in Tk.	
		30.06.2025	30.06.2025	30.06.2025	30.06.2024
Sales Revenue	21.00	886,959,876	88,552,379	975,512,255	1,558,531,428
Cost of Goods Sold	22.00	(749,156,296)	(71,400,452)	(820,556,749)	(1,387,173,665)
Gross Profit		137,803,580	17,151,927	154,955,506	171,357,763
Commercial Expenses:					
Administrative & Selling Expenses	23.00	(37,288,811)	(3,722,844)	(41,011,655)	(49,583,623)
Operating Profit Before Financial Expenses		100,514,769	13,429,083	113,943,852	121,774,140
Financial Expenses	24.00	(74,323,939)	(7,420,360)	(81,744,299)	(94,779,892)
Operating Profit before WPPF & WF and Tax		26,190,829	6,008,723	32,199,552	26,994,248
Non Operating Income/(Loss)	25.00	(13,394,455)	-	(13,394,455)	(4,659,684)
Net Profit before WPPF & WF and Tax		12,796,374	6,008,723	18,805,097	22,334,564
Contribution to WPPF & WF	26.00	(609,351)	(286,130)	(895,481)	(1,063,551)
Net Profit / (Loss) before Tax for the year		12187023	5722593	17,909,616	21,271,014
Income Tax Expenses:		(4,376,512)	(1,289,849)	(5,666,361)	(11,519,166)
Current Tax	27.00	(11,875,250)	(1,185,602)	(13,060,852)	(14,357,875)
Prior years (under) / over provision				-	1,355,834
Deferred Tax during the year	15.00	7,498,738	(104,247)	7,394,491	1,482,875
Net Profit / (Loss) for the year after tax		7,810,511	4,432,744	12,243,255	9,751,848
Other comprehensive income:				-	-
Total comprehensive income		7,810,511	4,432,744	12,243,255	9,751,848
Earning Per Share (EPS)	28.00			1.29	1.03
Per Value Tk.10					
Number of shares used to compute EPS				9,459,683	9,459,683

The annexed notes are integral part of these financial statements.

These financial statements were approved by the Board of Directors and were signed on it's behalf by.



Md. Kamruzzaman
Company Secretary



Amit Kumar Saha
Chief Financial Officer



A. Matin Chowdhury
Director



Dr. Shamim Matin Chowdhury
Managing Director

Signed in terms of our separate report of even date annexed.

Malek Siddiqui Wali, Chartered Accountants
RJSC Firm Registration No: P-50041/2022



Md. Waliullah FCA
Enrollment No.: 0247

Place : Dhaka
Date : October 28, 2025.
DVC: **2510280247AS204137**

Rahim Textile Mills PLC.
Statement of Changes in Equity
For the year ended 30th June 2025

Particulars	Share Capital	Revaluation Surplus of Fixed Assets	Retained Earnings	Total
As at 1st July, 2024	94,596,830	72,758,538	67,449,186	234,804,554
Net Profit this period	-	-	12,243,255	12,243,255
Cash Dividend	-	-	(2,748,631)	(2,748,631)
Transfer for disposed Assets		(2,154,106)	2,154,106	
Transfer of Excess Depreciation of Revalued Assets	-	(558,279)	558,279	-
For the year ended 30th June 25	94,596,830	70,046,152	79,656,195	244,299,177

Rahim Textile Mills PLC.
Statement of Changes in Equity
For the year ended 30th June 2024

Particulars	Share Capital	Revaluation Surplus of Fixed Assets	Retained Earnings	Total
As at 1st July, 2023	94,596,830	74,349,538	56,106,338	225,052,706
Net Profit this period	-	-	9,751,848	9,751,848
Cash Dividend	-	-	-	-
Transfer for disposed Assets		(833,859)	833,859	
Transfer of Excess Depreciation of Revalued Assets	-	(757,141)	757,141	-
For the year ended 30th June 24	94,596,830	72,758,538	67,449,186	234,804,554

The annexed notes are integral part of these financial statements.

These financial statements were approved by the Board of Directors and were signed on it's behalf by.



Md. Kamruzzaman
Company Secretary



Amit Kumar Saha
Chief Financial Officer



A. Matin Chowdhury
Director



Dr. Shamim Matin Chowdhury
Managing Director

Signed in terms of our separate report of even date annexed.

Malek Siddiqui Wali, Chartered Accountants
RJSC Firm Registration No: P-50041/2022



Md. Waliullah FCA
Enrollment No.: 0247

Place : Dhaka
Date : October 28, 2025.
DVC: **2510280247AS204137**

Rahim Textile Mills PLC.

Statement of Cash Flows

For the year ended 30th June 2025

Particulars	Notes	Amount in Tk.	
		30.06.2025	30.06.2024
Cash Flow From Operating Activities			
Collections from turnover, bills receivable and other receipts.		1,238,379,149	1,372,125,218
Payment for purchase of raw materials, accessories, creditors and other expenses		(779,719,777)	(1,334,791,940)
Financial Expenses Paid	24.00	(81,744,299)	(94,779,892)
Payment to Employee against contribution to WPPF & WF	20.02	(957,196)	-
Income Tax Paid	8.03(i)	(13,060,852)	(14,357,875)
Net cash generated/(used) in operating activities		362,897,025	(71,804,489)
Cash Flow From Investing Activities			
Acquisition of Property Plant & Equipment		(309,987,798)	(136,108,101)
Disposal of Non Current Assets		97,350,000	2,300,000
Net cash generated/(used) in investing activities		(212,637,798)	(133,808,101)
Cash Flow From Financing Activities			
Long Term Loan received/(repayment) from Bank	14+17	1,058,443	156,911,718
Short Term Loan received/(repayment) from Bank	18.00	(174,850,402)	(68,426,729)
Dividend disbursed to Shareholders	19.00	(2,636,394)	(583)
Dividend transferred to Capital Market Stabilization Fund	19.00	(524,471)	(347,962)
Net cash generated/(used) in financing activities		(176,952,824)	88,136,444
Net Cash Inflow / (Outflow)		(26,693,596)	(117,476,146)
Cash & Cash Equivalent as at July 01, 2024		32,521,624	151,463,739
Foreign Currency Translation Gain/(Loss)	25.00	28,414	(1,465,970)
Cash & Cash Equivalent as at June 30, 2025		5,856,442	32,521,624
Net Operating Cash Flow Per Share (NOCFPS)	31.00	38.36	(7.59)
Per Value Tk.10			
Number of shares used to compute NOCFPS		9,459,683	9,459,683

The annexed notes are integral part of these financial statements.



Md. Kamruzzaman
Company Secretary



Amit Kumar Saha
Chief Financial Officer



A. Matin Chowdhury
Director



Dr. Shamim Matin Chowdhury
Managing Director

Signed in terms of our separate report of even date annexed.

Malek Siddiqui Wali, Chartered Accountants
RJSC Firm Registration No: P-50041/2022



Md. Waliullah FCA
Enrollment No.: 0247

Place : Dhaka
Date : October 28, 2025.
DVC: 2510280247AS204137

RAHIM TEXTILE MILLS PLC.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2025

1.0 Significant Accounting Policies and Relevant Information:

1.1 Legal form of the enterprise:

Rahim Textile Mills PLC. (RTMPLC) was incorporated as a Private Limited Company on 31st December 1981, under the Companies Act 1913 (Repealed in 1994) with Registrar of Joint Stock Companies and Firms, Bangladesh bearing Certificate of Incorporation # C- $\frac{9702}{528}$ of December 31, 1981. Subsequently the company was converted into Public Limited Company in the year of 1988. The Company was listed in the Dhaka Stock Exchange PLC. on 29th March 1988.

1.2 Address of registered office & factory:

The Registered office of the company is situated at “Tower One One Seven”, 117/A, Tejgaon Industrial Area, Dhaka-1208 and its factory office is located at Shafipur, Kaliakoir, Gazipur, Bangladesh.

1.3 Nature of business activities:

Rahim Textile Mills PLC. is a 100% export-oriented industry of RMG sector engaged in Accessories, Seamless Dyeing facilities as well as knit Dyeing and Washing. These capacities are installed in the year of 2024-2025 at the existing factory premises at Shafipur, Kaliakoir, Gazipur as per Board of Directors decision and necessary price Sensitive Information's were disseminated on April 29, 2024 and November 07, 2024

Due to high energy cost, lower demand in international market, fall in selling price and increase in raw material price, the Board of Directors approved the proposal to close down technologically obsolete Woven Fabric Dyeing, Printing, All Over Print on Knit fabric and Finishing facilities of the existing factory in its meeting held on 28th April'2025 and disseminated price sensitive information accordingly.

Our product in the factory is Oeko-Tex @Standard 100, Class 1 certified. We have also certified by Control Union for Organic Content Standard (OCS 100, blended) and proud member of Better Cotton Initiative (BCI). Our major customer includes H&M, Khol's, Gymshark, Next, Womens best, Zalando, Kmart, Decathlon, Eddie Bauer, etc.

1.3 (a) Description of change of business operation:

From April 29, 2025, the company has updated its business operation in respect of knit garments & seamless dying, washing and installation of accessories business from grey fabric of woven garments dying and washing as part of strategic shifting. This strategic shifting was approved by the Board of Directors and related Price Sensitive Information (PSI) was published dated: April 29, 2025.

Investments: For the purposes of above strategic shifting, the company incurred total capital expenditure of Tk.35.81 crores for new machinery and facilities to support the new expansion. The details of the capital expenditure are given below:

SL	Particulars	Tk.(In crore)
01.	Civil Construction	-
02.	Machinery installation	34.38
03.	Others	1.43
	Total	35.81

The cost of investment has been capitalized as Property, Plant and Equipment under the guideline of IAS-16. All these machinery and other assets are installed at the company's existing business premises.

The new reportable segments are:

Knit Garments Dyeing: This segment now includes all operations related to the dyeing, and washing of knit garments, a strategic shift from the previous focus on woven garments dying, printing and washing.

Accessories Manufacturing: This new segment covers the manufacturing and sale of accessories. This represents a new product line and diversification of the company's revenue streams.

In conjunction with the business process changes, the company has also revised its internal reporting and measurement methodologies.

Allocation of expenses: The general Overhead and Administration Overhead are allocated among the reportable segment based on the production volume of products/Sales.

Non-current asset held for sales:

The part of old/existing machinery were disposed and rest of machinery were shown as “Non-Current Asset held for sales” as guided by IFRS 5. Please see note no. 10 of these financial statements for details disclosure.

2.0 Basis of preparation:

2.1 Statement of compliance:

The financial statements of the company under reporting have been prepared under historical cost convention other than land & building which stated at revalued amount as a going concern concept and on accrual basis in accordance with Generally Accepted Accounting Principles and practice in Bangladesh in compliance with the Companies Act, 1994, the Securities and Exchange Rules 1987, International Accounting Standards (IAS) so far adopted by the Institute of Chartered Accountants of Bangladesh (ICAB), International Financial Reporting Standard (IFRS), Financial Reporting Act. 2015 and other applicable laws and regulations.

2.2 Responsibility for preparation and presentation of financial statements:

The Board of Directors is 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) and completion with the requirement of Bangladesh Securities and Exchange Commission rules 1987 and International Accounting Standards (IAS).

2.3 Reporting period:

Financial statements of the company cover the period from 1st July 2024 to 30th June ,2025.

2.4 Components of the financial statements:

Financial Statements includes the following components in accordance with the International Accounting Standard IAS-1 "Presentation of Financial Statements" the complete set of:

- i. Statement of Financial Position as on 30th June 2025;
- ii. Statement of Comprehensive Income for the year ended 30th June 2025;
- iii. Statement of Changes in Equity for the year ended 30th June 2025;
- iv. Statement of Cash Flows for the year ended 30th June 2025;
- v. Accounting Policies and Explanatory Notes.

2.5 Comparative information:

Comparative information has been provided in accordance with in respect of the year 2023-24 for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current period's financial statement.

2.6 Reporting currency and level of precision:

The figures in the financial statements are represents in Bangladesh currency (Taka) which has been rounded off to the nearest Bangladeshi Taka.

2.7 Going Concern:

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

2.8 Foreign currency translation:

Transactions in foreign currencies are translated into Bangladeshi Taka at the exchange rate prevailing on the date of transactions in accordance with IAS- 21 "The Effects of Changes in Foreign Exchange Rate." Foreign Currency balance have been translated into taka at prevailing rate of cutoff date and the difference between translation value or realization value and initial recognition is recognized in the face in statement of comprehensive income.

2.9 Statement of cash flows:

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

2.10 Net Asset Value (NAV) per share:

This has been calculated on the basis of available net worth. However, current year's NAV is also calculated considering the revaluation surplus of revalued assets.

2.11 Earnings per share (EPS):

The company calculates earnings per share (EPS) are according with IAS 33 "Earnings per Share" which has been shown on face of profit and loss account and computation is stated in accounts. This has been arrived at on the basis of profit attributable ordinary shareholder divided by weighted average no of shares.

2.12 Risk and uncertainties for use of estimates in preparation of Financial Statement:

The Preparation of Financial Statement is Conformity with, the International Accounting Standards requires management to make estimates and assumption that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of effects Financial Statements and revenues and expenses during the period reported. Actual results could differ from those estimates. Estimates are used for, accounting of

certain items such as long-term contract, provision for doubtful accounts, depreciation and amortization, employees benefit plans, taxes, reserve and contingencies.

2.13 Compliance with local laws:

As required Rahim Textile Mills PLC. Comply with the following legal provisional in addition to the Companies Act 1994 and other applicable laws and regulations

- i. The Income Tax Act 2023
- ii. The Income Tax Rules 2023
- iii. The Value Added Tax Act 2012
- iv. The Value Added Tax Rules 2016
- v. The Custom act 1969
- vi. Bangladesh Labor law 2006 amend 2018.

2.14 Compliance with International Accounting Standard (IAS):

The financial statements have been prepared in compliance with requirements of IAS's adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh.

2.15 Current Tax:

Current tax is measured at the amount expected to be paid to (or receivable from) the taxation authorities based on taxable profit for the company, using the applicable tax rates as per ITA 2023 and considering the announcement applicable tax rate finance act or SRO, for the company at the end of the reporting period. The provision for the current tax for the year is recognized in profit or loss statement as income tax expenses along with corresponding credit entry of current tax liabilities.

3.00 Significant accounting policies:

3.01 Principal accounting policies:

Specific accounting policies were selected and applied by the company's management for significant transactions and events that have a material effect within the framework of IAS-1 "Preparation of Financial Statement". The previous year's figures were presented following the same accounting principles.

3.02 Recognition of property, plant and equipment and depreciation:

Property Plant and Equipment's are stated at their historical cost less accumulated depreciation in accordance with IAS-16 "Property, Plant and Equipment". Cost represents cost of acquisition or construction and includes purchase price and other directly attributable cost of bringing the assets to working conditions for its intended use.

Depreciation has been charged on assets including particular revalued assets, where applicable, at the rates varying from 10% to 15% applying reducing balance method irrespective which is allocated to Cost of Goods Sold and Administrative Overhead proportionately. No depreciation was charged on land and land development.

Impairment test has been done at the end of reporting year and no impairment of assets were identified. Thus, the assets were depreciated as per regular policy of the company.

The annual depreciation rates are applied on principal category of assets as below:

Category of Property Plant & Equipment's	Rate	Category of Property Plant & Equipment's	Rate
Building and Civil Structure	10%	Utility Facility	15%
Plant and Machinery	10%	Transport Facility	15%
Equipment and Installation	15%	Other Assets	15%
Furniture and Fixtures	10%	Land and Land Development	0%

3.03 Revaluation of Property Plant & Equipment's:

When PPE are carried at revalued amount, The revalued statement arising on revaluation (difference between revalued amount and WDV of revalued asset at revaluation date) recognized in other comprehensive income and necessary deferred tax provision is recognized. The access depreciation, net of deferred tax, are transferred from revaluation reserve to retained earnings through to statements of change in equity. It is relevant to note that some assets were revalued in June 30, 2007 by M/S. Asian Surveyors Limited.

3.04 Inventories:

Inventories comprise of Raw Materials, Dyes and Chemical, Grey Fabrics, Spare parts, Work in Progress and WIP Finished stage. They are stated at the lower of cost or net realizable value in accordance with the Para 21 and 25 of IAS-2 " Inventories" after making due allowance for any obsolete or slow-moving item. The cost of inventories is assigned by using average cost.Net realizable value is determined after deducting the estimated cost of completion and or cost to be incurred for the sale from sales price.

3.05 Accounts receivables:

Receivables are recognized, when goods are sold to customers and subsequently account for at amortized cost under IFRS 9. These are carried at original at invoice amount, trade & other receivables are unsecured and considered goods and collectible. The credit period, under confirm LC, of sold goods is between 90 days to 120 days and at sight LC.

3.06 Cash and cash equivalent:

According to IAS-7 'Statement of Cash Flows' comprise of cash-in-hand and demand deposits and cash equivalents are short terms, highly liquid investments that are readily convertible to know amounts of cash and which are subject to and insignificant risk of changes in value, IAS-1. Presentation of Financial Statements' provides that cash and cash equivalents are not restricted in use. Considering the provisions of IAS-7 and IAS- 1, Cash in hand and Bank balances have been considered as cash and cash equivalents.

3.07 Accounts payable:

This has been recognized for the amounts to be paid in future for goods and services received, whether or not billed by the suppliers.

3.08 Others Liabilities:

This has been recognized for amounts to be paid within short time for expenses and utilities services etc.

3.09 Revenue Recognition:

In compliance with the requirements of IFRS 15: Revenue from contracts with customers, the Revenue is recognized when (or as) the company satisfies a performance obligation relating to sales contract with customers. Revenue is measured at the fair value of consideration received or receivable

3.10 Other Income and expenses:

Other income and expenses are recognized under accrual concept of International Accounting Standard (IAS)

3.11 Bad and doubtful debts:

No provision for bad and doubtful debt was made as the company's sales / export are based on 100% confirmed letter of credit with fixed maturity date.

3.12 Contribution to Workers' profit participation fund:

The company made provision for worker's profit participation fund at 5% of the net profit before tax as per provision of the complained profit and is payable to the workers as per law. Bangladesh Sromo Ain-2006 amend by 2018.

3.13 Income tax provision:

This has been recognized in the profit or loss account except to the extent that it relates directly to equity and income tax provision is made in accordance with IAS-12 following the applicable tax rate 15 % for SRO No. 2021-22 SRO # 159-Ain/Income Tax/2022 U/S-44 textile sector industries in accordance with the provisions of Income Tax Ordinance 1984.

3.14 Deferred tax:

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the carrying amounts of said assets and liabilities at taxation purposes multiplied by applicable tax rate. The movement of deferred tax balance at the beginning and deferred tax balance at the period end is accounted for through the profit/loss statement or other comprehensive income or equity as appropriate.

3.15 Basic Earnings:

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

3.16 Basic earnings per share:

Basic Earnings per share is calculated by dividing the net profit or loss (earnings) for the year attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding.

3.17 Diluted earnings per share:

No diluted EPS is required to be calculated for the year, as there was no scope for dilution during the year under review.

3.18 General Comments & Observations:

- a. All shares have been fully called and paid up. There were no preference shares issued by the company.
- b. There was no bank guarantee issued by the company on behalf of their directors or the company itself except bank loan.
- c. The company has not incurred any foreign currency against royalties, technical fees etc.
- d. Auditors are paid only statutory audit fee approved by the shareholders in the last AGM.
- e. There were no foreign exchanges remitted to the relevant shareholders during the year under audit.
- f. There has no claim against the company not acknowledged as debit at the date of Financial Statement.
- g. No amount of money was expended by the company for compensating any number of the board of special service.

3.19 Application of Bangladesh Accounting Standards (IAS):

IAS-1	Presentation of Financial Statements	Complied with
IAS-2	Inventories	Complied with
IAS-7	Statement of Cash Flow	Complied with
IAS-8	Accounting Policies, Changes in Accounting Estimates and errors.	Complied with
IAS-10	Events after the Reporting Period	Complied with
IAS-12	Income Taxes	Complied with
IFRS-5	Non-Current Asset Held for Sale	Complied with
IFRS-8	Operating Segment	Complied with
IAS-16	Property, Plant and Equipment	Complied with
IFRS-15	Revenue from Contracts with Customers	Complied with
IFRS-16	Leases	Complied with
IAS-19	Employee Benefits	Complied with
IAS-21	The Effects of Changes in Foreign Exchange Rates	Complied with
IAS-23	Borrowing Costs	Complied with
IAS-24	Related Party Disclosures	Complied with
IAS-27	Separate Financial Statements	Complied with
IAS-28	Investment in Associates and Joint Venture	N/A
IAS-33	Earning Per Share	Complied with
IAS-36	Impairment of Assets	Complied with
IAS-37	Provisions, Contingent Liabilities and Contingent Assets	Complied with
IAS-38	Intangible Assets	N/A
IFRS-9	Financial Instruments:	Complied with
IAS-40	Investment Property	N/A

3.20 Retirement and other Benefit to the employees:

The Company has operated contributory provident fund @ 7% contribution of basic salary from each side and separately administered by the trusty of fund, Worker participation fund, life insurance and retirement benefit to its employees.

3.21 Event after the Reporting Period:

In compliance with the requirements of “IAS-10 Event after the reporting period” that provide additional information about the company’s position at the date of the financial position are reflected in the financial statements and even after the reporting period that are not adjusting events are disclosed in the note-36.00 when materials.

3.22 Financial Risk Management:

The company management has overall responsibility for the establishment and oversight of the company’s risk management framework. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company’s activities. The company has exposure to the following risks its use of financial instruments.

3.22.1 Credit risk:

Credit risk is the risk of a financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the company’s receivables. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Risk exposures from other financial assets, i.e. Cash at bank and other external receivables are nominal.

3.22.2 Liquidity risk:

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company’s approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company’s reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date. In extreme stressed conditions, the company may get support from the related company in the form of short-term financing.

3.22.3 Market risk:

Market risk is the risk that any change in market prices such as foreign exchange rates and interest will affect the company's income or the value of its holdings financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters.

3.23 Currency risk:

The company is exposed to currency risk on certain purchases such as import of raw material, machineries and equipment Majority of the company's foreign currency transactions are denominated in USD and relates to procurement of raw materials, machineries and equipment from abroad.

3.24 Interest rate risk:

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. There was no foreign currency loan which is subject to floating rates of interest. Local loans are, however, not significantly affected by fluctuations in interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date

3.25 Impairment of Asset

Accounts receivable and other receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flows of that asset, that can be estimated reliably. Objective evidence that financial assets are impaired can include default or delinquency by a debtor, indications that a debtor or issuer will enter bankruptcy etc.

3.26 Operating Segment:

In the year of 2023-24, the company is prepared and reported it's financial statement as single operating segment. However, as part of the strategic shifting, during the year the company is reporting two reportable segment under IFRS.8

3.27 Lease Accounting:

Changes to the company's accounting policies have been made as required, in accordance with the transitional provisions in the respective IFRS 16 Lease.

IFRS 16 supersedes IAS 17 Leases. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

The company adopted IFRS 16 using the modified retrospective method of adoption with the date of initial application of 1 January 2019. Under this method, the standard is applied retrospectively with the cumulative effect of initially applying the standard recognised at the date of initial application. The company elected to use the transition practical expedient to not reassess whether a contract is, or contains a lease at 1 January 2019. Instead, the company applied the standard only to contracts that were previously identified as leases applying IAS 17 at the date of initial application.

The IFRS 16 requires to recognise the present value of minimum lease payment under the lease agreement as asset and Liability namely "Right to Use of Asset" and "Lease Liability" respectively. However, IFRS 16 also allows the company to recognise the lease payment as expenses in respect of short-term lease agreement and lease for which the underlying asset is of short term (temporary) lease and low value. The head office lease agreement of the company is fallen in second category. As such, lease (rental) payment was recognised as expenses in the Profit or Loss statement, when they incurred, for short term (temporary) lease and low value lease agreement.

Subsequent Measurement:

The lease liability:

Upon initial recognition, the lease liability is being accounted for using amortised cost. Meaning that the initial liability is added by finance charge at company's incremental borrowing cost less subsequent rental payment on monthly basis.

Right to Use of assets:

The leased assets (Right to Use of Asset) are depreciated over its useful life on monthly basis using straight line depreciation method.

04.00 Property, Plant & Equipment :

Details of Property, Plant & Equipment and Depreciation as on 30th June, 2025 are shown in the Schedule A-1. This is arrived at as follows:

Cost :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening balance	1,355,682,212	1,342,246,454
Add : Addition during the year	358,150,903	79,322,555
Less: Adjustment during the year	(552,981,882)	(65,886,796)
Closing balance	1,160,851,233	1,355,682,212

Accumulated Depreciation :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening balance	821,051,728	819,825,292
Add : Depreciation during the year	72,509,110	53,589,695
Less: Adjustment during the year	(353,172,410)	(52,363,260)
Closing balance	540,388,427	821,051,727
Written Down Value of Cost at Reporting Date	620,462,807	534,630,485

Revaluation of Property, Plant & Equipment :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening balance	118,251,997	123,251,997
Addition during the year	-	-
Less: Adjustment during the year on Revaluation	(11,339,721)	(5,000,000)
Written Down Value at Reporting Date:	106,912,276	118,251,997

Accumulated Depreciation :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening balance	32,506,567	35,781,954
Add : Depreciation during the year	656,799	890,754
Less: Adjustment during the year on Revaluation	(9,174,359)	(4,166,141)
Closing balance	23,989,007	32,506,567
Written Down Value at Reporting Date:	82,923,269	85,745,431
Written Down Value of Property, Plant & Equipment at Reporting	703,386,076	620,375,915

04.01 The factory land has charged to the Mutual Trust Bank PLC. and pariparsu agreement was also made with City Bank PLC. and Mutual Trust Bank PLC. for same properties against bank loan facilities.

05.00 Capital Work-In-Progress :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	56,785,546	-
Add : Payment during this year	291,655,605	133,176,496
Less : Capital working progress transfer to CAPEX	(339,818,711)	(76,390,951)
Closing Balance	8,622,440	56,785,546

06.00 Inventories :

The total amount is arrived as follows :

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Dyes & Chemicals	06.01	225,331,470	107,943,895
Grey Fabrics/Yarn	06.02	123,258,947	208,387,105
Printing, Design & Packing Material	06.03	9,689,659	9,913,773
Spares & Stores	06.03	24,417,894	18,271,352
Work in Process	06.04	9,897,194	43,599,604
Work in Process (Finished Stage)	06.05	22,939,888	68,024,647
Closing Balance		415,535,052	456,140,376

06.01 Dyes & Chemicals :

Items	30.06.2025		30.06.2024	
	Qty. (Kg)	Tk.	Qty. (Kg)	Tk.
Dyes	67,125	96,134,444	37,259	53,525,462
Chemicals	440,947	129,197,026	198,644	54,418,433
Closing Balance	508,073	225,331,470	235,903	107,943,895

06.02 Grey Fabrics/Yarn :

Items	30.06.2025		30.06.2024	
	Qty. (yards)	Tk.	Qty. (yards)	Tk.
Grey Fabrics/Yarn	<u>332,942</u>	<u>123,258,947</u>	<u>1,700,069</u>	<u>208,387,105</u>

06.03 Printing & Design Materials & Spares Accessories :

Items	30.06.2025		30.06.2024	
	Tk.		Tk.	
Printing, Design & Packing Materials	9,689,659		9,913,773	
Spare Parts & Stores	24,417,894		18,271,352	
Closing Balance	<u>34,107,553</u>		<u>28,185,125</u>	

06.04 Work-In-Process :

Items	30.06.2025		30.06.2024	
	Qty. (yards)	Tk.	Qty. (yards)	Tk.
Work-In-Process	<u>108,195</u>	<u>9,897,194</u>	<u>569,133</u>	<u>43,599,604</u>

06.05 Work in Process (Finished Stage) :

Items	30.06.2025		30.06.2024	
	Qty. (yards)	Tk.	Qty. (yards)	Tk.
Work in Process (Finished Stage)	<u>196,568</u>	<u>22,939,888</u>	<u>756,815</u>	<u>68,024,647</u>

06.06 Physical counting of the stock was carried out at the year end.**06.07 Inventories are valued at lower of average cost and net realizable value****06.08 The inventories are collateralised against short term loan.****07.00 Accounts Receivable:**

The total amount is arrived as follows :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	593,153,658	398,479,883
Add: Addition During the Year	975,579,631	1,566,731,428
Less :Collection During the Year	<u>(1,246,407,447)</u>	<u>(1,372,057,653)</u>
Closing Balance	<u>322,325,842</u>	<u>593,153,658</u>

07.01 Receivable on operational activity:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	584,953,658	398,479,883
Add : Sales During the Year	975,512,255	1,558,531,428
Less : Realized During the Year	<u>(1,238,207,447)</u>	<u>(1,372,057,653)</u>
Closing Balance	<u>322,258,466</u>	<u>584,953,658</u>

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

07.02 Aging of the Receivable :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Below 30 days	99,241,238	148,565,779
Within 31-60 days	60,309,707	104,737,027
Within 61-90 days	57,863,647	106,230,768
Within 91 -120 days	57,733,427	118,548,490
Within 121 -180 days	47,110,447	106,871,594
Within 181 -365 days	-	-
Total	<u>322,258,466</u>	<u>584,953,658</u>

07.03 The above amount is receivable from debtors against confirm export L/C & credit sales. It considered as good**07.04 Machine Disposal Receivable :**

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	8,200,000	-
Add: Addition During the Year	-	8,200,000
Less :Collection During the Year	<u>(8,200,000)</u>	<u>-</u>
Closing Balance	<u>-</u>	<u>8,200,000</u>

07.05 Other Receivable :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
FDRs Interest Receivable	56,176	-
PF laps receivable (employer portion)	11,200	-
Total	<u>67,376</u>	<u>-</u>

FDR's interest receivable represents the provision of interest receivable on FDR's up to 30.06.2025.

07.06 Disclosure as per paragraph (CHA) (4 and 5) of Schedule 11 of companies Act 1994.

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Related Party	32.01	45,110,712	13,049,645
Other Parties		277,147,754	571,904,013
Total		322,258,466	584,953,658

08.00 Advance Deposit & Pre-payments :

This consists as follows:

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Security Deposits for long Term	08.01	19,914,568	18,993,662
Advance & Prepayments	08.02	25,885,388	30,310,370
Advance Income Tax	08.03	27,418,726	31,787,661
Closing Balance		73,218,683	81,091,693

08.01 Security Deposit for Long Term :

Particulars		Amount in Tk.	
		30.06.2025	30.06.2024
Security Deposit to CDBL		100,000	100,000
Security Deposit to Titas Gas		7,144,487	7,144,487
Security Deposit to Grameen Phone		5,616	5,616
Security Deposit to REB		2,795,580	2,795,580
Security Margin Against Bank Guarantee		9,818,885	8,897,979
Deposit to DGDP (Army) for Sales Contract		50,000	50,000
Closing Balance		19,914,568	18,993,662

08.02 Advance & Prepayments :

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Advance for Local Procurement		2,441,015	3,768,200
Advance to Office Work & Others		323,086	849,750
Advance to United Insurance Company Ltd.		1,597,756	1,680,257
Material in Transit	08.02.A.	21,523,531	24,012,163
Closing Balance		25,885,388	30,310,370

08.02.A. Material in Transit :

Particulars		Amount in Tk.	
		30.06.2025	30.06.2024
Opening Balance		24,012,163	5,843,774
Add : Payment during this year		279,583,029	852,736,955
Less : Transfer to purchase A/C		(282,071,661)	(834,568,566)
Closing Balance		21,523,531	24,012,163

08.03 Advance Income Tax :

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Advance Income Tax -Export	Note 08.03-A	25,925,936	29,269,995
Advance Income Tax -Vehicle	Note 08.03-B	490,000	514,500
Advance Income Tax -Import & Others	Note 08.03-C	956,824	1,985,259
Advance Income Tax -FDR	Note 08.03-D	45,966	17,907
Closing Balance		27,418,726	31,787,661

08.03 (i) Advance Income Tax Deducted at Source :

Particulars		Amount in Tk.	
		30.06.2025	30.06.2024
Opening balance		31,787,661	26,638,660
Add : Addition during this year		13,060,852	14,357,875
Less : Tax adjustment		(17,429,787)	(9,208,874)
Closing Balance		27,418,726	31,787,661

08.03-A Advance Income Tax -Export

Particulars		Amount in Tk.	
		30.06.2025	30.06.2024
Opening Balance		29,269,995	23,830,328
Add: Addition during the year		12,403,559	13,522,379
Less: Adjustments		(15,747,617)	(8,082,712)
Closing Balance		25,925,936	29,269,995

08.03-B Advance Income Tax -Vehicle

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	514,500	348,000
Add: Addition during the year	146,500	343,500
Less: Adjustments	(171,000)	(177,000)
Closing Balance	490,000	514,500

08.03-C Advance Income Tax -Import & Others

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	1,985,259	2,437,086
Add: Addition during the year	477,278	479,546
Less: Adjustments	(1,505,713)	(931,373)
Closing Balance	956,824	1,985,259

08.03-D Advance Income Tax -FDR

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	17,907	23,246
Add: Addition during the year	33,515	12,451
Less: Adjustments	(5,456)	(17,789)
Closing Balance	45,966	17,907

08.04 Security deposit are made to statutory authorities and it will be realized when the service received from government authority will discontinue.

08.05 In the opinion of the Directors, all of the current assets , loans and advances considered goods and realizable in the ordinary course of business , at a value at least equal to the amount at which they are stated in the Financial Position.

08.06 There was no outstanding balance due to Directors.

08.07 Guarantee Margin includes Guarantee issued to Titag gas.

08.08 Maturity Analysis of Advance :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Advance adjustable/realizable within 1 (one) year	53,304,114	62,098,031
Advance adjustable/realizable above 1 (one) year	19,914,568	18,993,662
Total :	73,218,683	81,091,693

09.00 Cash and Bank Balance:

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Cash in Hand	09.01	185,592	79,758
Cash at Bank	09.02	5,670,850	32,441,866
Closing Balance		5,856,442	32,521,624

09.01 Cash in Hand :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Cash in hand - (Head Office)	42,495	41,360
Cash in hand - (Factory)	143,097	38,398
Closing Balance	185,592	79,758

09.02 Cash at Bank Balance:

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
AB Bank PLC.	09.02 (i)	29,218	30,249
City Bank PLC	9.02 (ii)	2,148,132	7,697,333
IFIC Bank PLC.	09.02 (iii)	458,188	458,188
Mutual Trust Bank PLC.	09.02 (iv)	3,035,312	24,256,096
Closing Balance		5,670,850	32,441,866

09.02 (i) AB Bank PLC.

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Current Account-4005 240125 001	28,500	29,535
Current Account-4005 240125 002	148	143
Current Account-4005 240125 003	55	55
DAD Account-4005 240125 251	516	516
Closing Balance	29,218	30,249

09.02 (ii) City Bank PLC.

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Current Account-1101 06862 6001	137,805	52,822
Current Account-3101 06862 6002	410	524,325
Current Account-3101 06862 6004	113,439	-
ERQ Account- 5121 06862 6001	1,889,123	6,305,445
FBPAR Account-1000 24100 1071	7,355	814,741
Closing Balance	2,148,132	7,697,333

09.02 (iii) IFIC Bank PLC.

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Current Account- 1001 113304 001	458,188	458,188
Closing Balance	458,188	458,188

09.02 (iv) Mutual Trust Bank PLC.

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Current Account- 0046 021000 9262	(1,199,839)	8,751,189
FDR Account- 1306 0001 45389	1,486,766	1,426,979
FDR Account- 1306 0111 16934	2,118,271	-
ERQ Account- 0046 026000 0882	163,250	8,041,631
Current Account- 1301 01017 9267	104,696	105,996
FBPAR Account- 0108 026000 2189	84	81
FBPAR Account- 1302 00000 2572	362,084	5,930,220
Closing Balance	3,035,312	24,256,096

09.03 Cash in hand was physically counted at the end of the year and found in order.

09.04 The Bank Balances were confirmed and reconciled with Bank statements and found in order.

09.05 It includes foreign currency available balance USD \$ 19,894.14 as on 30th June 2025 (2024 USD \$ 180,427.81) equivalent of Tk. 2,421,895.68 as on 30th June 2025 (2024 Tk. 21,092,118.04).

10.00 Non-current Asset Held for Sale:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Non Current Asset Held for Sale (Carrying Value)	136,727,371	-
Less: Impairment Loss on Non Current Assets held for Sale	(13,672,737)	-
Non Current Asset Held for Sale (Recoverable Value)	123,054,634	-

In reference to the board of directors meeting dated 28.04.2025 the company has decided to dispose old machinery used in dyeing operation and the said assets were accounted for under IFRS-5 and disclosed as 'non-current asset held for sale' in current assets section of the Statement of Financial Position. The IFRS-5 requires to measure the Non-current assets held for sale to accounted at lower of carrying value (WDV) and net selling price and the company has accounted for accordingly.

Provision disclosure

During the year, the machineries which were sold, it was observed that the average sales price exceed the written-down value. But during the period from July'25 to Sep'25 few machines were sold and incurred loss average 9.52% on written down value. We anticipate 10% loss may be incurred for the remaining machinery held for sale. Therefore, we are considering 10% loss of the written-down value for the remaining assets.

11.00 Share Capital :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
a) Authorized Capital :		
50,000,000 Ordinary Shares of Tk. 10/- each	500,000,000	500,000,000
b) Issued, Called & Paid up Capital :Tk. 94,596,830		
9,459,683 Ordinary shares of Tk. 10/- each fully paid up	94,596,830	94,596,830

(i) Composition of Shareholding :

Particulars	30.06.2025		30.06.2024	
	No. of Share	%	No. of Share	%
Sponsors & Directors	6,711,052	70.94%	6,711,052	70.94%
Government	-	0.00%	-	0.00%
Institutions	698,402	7.39%	694,909	7.35%
Foreign Investors	-	0.00%	-	0.00%
General Investors /Public	2,050,229	21.67%	2,053,722	21.71%
Closing Balance	9,459,683	100.00%	9,459,683	100.00%

Details of Sponsors & Directors Share Capital are as Follows :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
01. A.Matin Chowdhury	16,330,460	16,330,460
02. Dr. Shamim Matin Chowdhury	11,693,590	11,693,590
03. Didar A. Husain	17,892,230	17,892,230
04. Saima Matin Chowdhury	17,771,680	17,771,680
05. Azizur Rahim Chowdhury	3,422,560	3,422,560
06. Maj. Gen Muhammed Masudur Rahman Bir Protik nwc. Psc (Retd.) (Independent Director)	-	-
07. Lt. Col Serajul Islam, Bir Protik (BAR) Retd.(Independent Director)	-	-
	67,110,520	67,110,520

Lt. Col Serajul Islam resigned from the post of Independent Director for his personal reason with effect from 13.04.2025

Details of the Share holding as on 30.06.2025 are given below :

Holding Range	No. of Holders	No. of Share	Percentage
1 - 50	1,109	39,019	0.41%
51-500	1,402	318,646	3.37%
501-5,000	685	883,913	9.34%
5,001-10,000	33	239,704	2.53%
10,001-20,000	19	263,909	2.79%
20,001-30,000	7	178,545	1.89%
30,001-40,000	1	35,000	0.37%
40,001-50,000	-	-	-
50,001-100,000	-	-	-
100,001-1,000,000	4	1,132,151	11.97%
1,000,000 to above	4	6,368,796	67.33%
Total:	3,264	9,459,683	100.00%

11.01 The total number of share holding by Sponsors & Directors and others same as on 30th June 2025 from that of 30th June 2024 due to no declaration and allotment of Stock Dividend for the year of 2023-2024.

11.02 Detailed Break-up of paid up capital :

Bangladesh Securities and Exchange Commission notification no BSEC/CMRRCD/2006-158/208/Admin/81 dated June 20, 2018, 5(2) (a)

Year	Status	% of Bonus Share	Addition of Share	Paid up Share	Paid up Capital Amount
1988	After IPO	-	-	1,820,000	18,200,000
2010-11	Bonus	10%	182,000	2,002,000	20,020,000
2011-12	Bonus	10%	200,200	2,202,200	22,022,000
2012-13	Bonus	25%	550,550	2,752,750	27,527,500
2013-14	Bonus	26%	715,715	3,468,465	34,684,650
2014-15	Bonus	40%	1,387,386	4,855,851	48,558,510
2015-16	Bonus	40%	1,942,340	6,798,191	67,981,910
2016-17	Bonus	15%	1,019,729	7,817,920	78,179,200
2017-18	Bonus	10%	781,792	8,599,712	85,997,120
2018-19	Bonus	10%	859,971	9,459,683	94,596,830

12.00 Retained Earnings:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	67,449,186	56,106,338
Transfer from disposed Assets	2,154,106	833,859
	69,603,292	56,940,197
Add : Profit during this year	12,243,255	9,751,848
Less : Declaration & payment of cash Dividend	(2,748,631)	-
Add : Excess Depreciation on Revaluation Assets Adjustments	558,279	757,141
Closing Balance	79,656,195	67,449,186

13.00 Revaluation Surplus of Fixed Assets :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	72,758,538	74,349,538
Less: Adjustment of cost during the year	(2,154,106)	(833,859)
	70,604,432	73,515,679
Less: Excess Depreciation Adjustment during the year	(558,279)	(757,141)
Closing Balance	70,046,152	72,758,538

13.01 Land, Building, Plant & Machinery were revalued on 30.07.2007 by M/S Asian Surveyors Ltd. 28 dilkhusha C/A, 12th floor, Suite No.1203, Dhaka-1000 a firm of professional valuer on the basis of present market price prevailing in the country. The valuation of land was assessed on the basis of market price prevailing in the locality, Valuation of Building were assessed on the basis of present construction cost, Present market value of plant & Machinery has been estimated on the basis of devaluation of Bangladesh currency, inflation over the years, Increase of price level in international market.

14.00 Long Term Loan :

The consists of the above head as follows :

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Long Term loan from Mutual Trust Bank PLC.		380,820,539	379,762,096
Total Loan Amount		380,820,539	379,762,096
Less: Current portion of Long Term Loan	17.00	(73,706,530)	(68,419,637)
Closing Balance		307,114,009	311,342,459

14.01

Name of Bank	Sanction Limit	Outstanding Amount	Terms and conditions of sanction letter
Mutual Trust Bank PLC.	408.00 Million	380.82 Million	Purpose :Imported capital machinery and new construction.
			Tenor : 6 Years from the date of 1st disbursement and 1 year moratorium period.
			Repayment : 20 (Twenty) quarterly installment
			Installment Size : Tk. 30,935,710/= Per Quarter
			Rate of Interest : 12.00 % PA.
			Date of maturity : June 2030
			Corporate Guarantee: JM Fabrics Ltd.
			Security agreement : Personal gurantee of all the Directors of Rahim Textile Mills PLC. The factory land has charged to the Mutual Trust Bank PLC. and pariparsu agreement was also made with City Bank PLC. for same properties against bank loan facilities.

15.00 Deferred Tax Liabilities :

Particulars	Note	Dyeing & Washing	Accessories	Amount in Tk.	
				30.06.2025	30.06.2024
Deferred tax liability as on June 30, 2025	15.01			36,367,681	43,762,172
Deferred tax liability as on June 30, 2024				43,762,172	45,245,047
Deferred tax increased/(decreased) during the period		(7,498,738)	104,247	(7,394,491)	(1,482,875)

15.01 Deferred tax liability for the year is arrived as follows:

A. Calculation of deferred tax of tangible temporary difference of property, plant and equipment

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
WDV of Property, plant and equipment as account base		729,172,068	520,285,112
WDV of Property, plant and equipment as tax base		569,745,221	314,282,732
Taxable temporary difference		159,426,847	206,002,380
Tax rate		15.00%	15.00%
Deferred tax liability		23,914,027	30,900,357

B. Calculation of deferred tax of tangible temporary difference on revaluation of property, plant and equipment

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Revalued value of land and land development		78,760,479	78,760,479
WDV of Revalued value of other than land and land development		4,174,046	6,984,952
Taxable value temporary difference		82,934,525	85,745,431
Tax rate		15.00%	15.00%
Deferred tax liability			
On land and land development		11,814,072	11,814,072
On other than land and land development		626,107	1,047,743
Deferred tax liability on revalued assets		12,440,179	12,861,815

C. Calculation of deferred tax of tangible temporary difference on Unrealized FDR interest

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Unrealised Bank Interest on FDRs		56,176	-
Taxable value temporary difference		56,176	-
Tax rate		20.00%	-
Deferred tax liability		11,235	-

D. Calculation of deferred tax of tangible temporary difference on PF laps receivable

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
PF laps receivable (employer portion)		11,200	-
Taxable value temporary difference		11,200	-
Tax rate		20.00%	-
Deferred tax liability		2,240	-
Total deferred tax liability (A+B+C+D)		36,367,681	43,762,172

15.02 Deferred tax expenses:**A. Calculation of deferred tax expenses of property, plant and equipment**

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Deferred tax liability other than revalued assets as at June 30, 2025		23,914,027	30,900,357
Deferred tax liability other than revalued assets as at June 30, 2024		30,900,357	32,124,540
Adjustment in deferred tax expenses other than revalued assets		(6,986,330)	(1,224,183)

B. Adjustment of revaluation surplus for deferred tax

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Deferred tax liability for revalued assets as at Jun 30, 2025		12,440,179	12,861,815
Deferred tax liability for revalued assets as at June 30, 2024		12,861,815	13,120,507
Adjustment of revaluation surplus for deferred tax		(421,636)	(258,692)

C. Calculation of deferred tax expenses of Unrealised Bank Interest on FDRs

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Deferred tax liability of Unrealised Bank Interest on FDRs as at June 30, 2025		11,235	-
Deferred tax liability of Unrealised Bank Interest on FDRs as at June 30, 2024		-	-
Adjustment in deferred tax expenses on FDR interest		11,235	-

D. Calculation of deferred tax expenses of PF laps receivable

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Deferred tax liability of PF laps receivable as at June 30, 2025		2,240	-
Deferred tax liability of PF laps receivable as at June 30, 2024 -		-	-
Adjustment in deferred tax expenses on FDR interest		2,240	-
Net deferred tax expenses during the year (A+B+C+D)		(7,394,491)	(1,482,875)

16.00 Accounts Payable:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Below 30 days	57,553,310	62,759,024
Within 31-60 days	32,333,860	28,568,870
Within 61-90 days	35,192,520	45,014,230
Within 91 -120 days	31,839,432	34,222,326
Within 121 -180 days	27,205,766	38,642,868
Within 181 -365 days	-	-
Closing Balance	184,124,888	209,207,318

16.01 Trade Creditors for supply of fabrics, chemicals, spareparts of machineries & service charges are the regular suppliers of the Company and the amount are due on account. Most of the bills have been paid within 180 days.

17.00 Current Portion of Long Term Loan:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Long Term loan from Mutual Trust Bank PLC.	73,706,530	68,419,637
Total	73,706,530	68,419,637

18.00 Short Term Loan from Bank

The consists of this head as follows:

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
AB Bank PLC.	18.01	(70,690)	(72,225)
City Bank PLC.	18.02	288,270,933	347,748,524
Mutual Trust Bank PLC.	18.03	446,233,871	561,608,217
Total		734,434,114	909,284,516

18.01 AB Bank PLC.

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Cash Credit Account- 4005240125000	(70,690)	(72,225)
Total	(70,690)	(72,225)

18.02 City Bank PLC.

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Cash Credit Account- 6331068626001	(57,941)	8,670,387
Inland Document Bill Purchase A/C- 6581 06862 6001 & 9911 -	45,640,094	
EDF/BTB/UPAS Liability	288,328,874	293,438,043
Total	288,270,933	347,748,524

18.03 Mutual Trust Bank PLC.

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Cash Credit Account- 00460134000129	21,812,904	12,184,306
Short Term Loan A/C-2403 0001 5742-Salary	5,993,029	-
Inland Document Bill Purchase A/C	-	35,691,236
Deferred/UPAS/BTB Liability	17,643,450	-
EDF Liability	400,784,488	513,732,675
Total	446,233,871	561,608,217

18.04

Particulars	City Bank PLC.	Mutual Trust Bank PLC.
Sanction Facility	80.00 Crore	129.87 Crore
Tenor	1 year renewable	1 year renewable
Repayment Terms	N/A	N/A
Installment Size	N/A	N/A
Interest Rate	13.00%	12.50%
Security	Pari-Passue security of Stock & Book Debts sharing agreement.	

19.00 Unclaimed Dividend :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening Balance	642,395	990,940
Add : Cash Dividend during this year	2,748,631	-
Total Unclaimed Dividend	3,391,026	990,940
Less : Dividend disbursed during this year	(2,636,394)	(583)
Less : Dividend transferred to Capital Market Stabilization Fund	(524,471)	(347,962)
Closing Balance	230,162	642,395

As per BSEC Directive No. BSEC/CMRRCD/2021-386/03 dated 14 January 2021 and Letter No. SEC/SRMIC/165-2020/part-1/182 dated 19 July 2021 the company transferred Un-claimed cash dividend Tk. 524,471 up to 30th June 2021 to the Capital Market Stabilization Fund(CMSF) on 5th february 2025.

19.01 Unclaimed Dividend :

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Unclaimed Dividend -2020-21	-	524,470
Unclaimed Dividend -2021-22	117,925	117,925
Unclaimed Dividend -2023-24	112,237	-
Total	230,163	642,395

19.02 This is the amount which represents dividend warrant issued but not presented to the bank for payment.

20.00 Others Provision & Liabilities :

The consists of this head as follows:

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Liability for Expenditure	20.01	19,502,046	29,754,550
Provision For WPPF & WF	20.02	1,001,836	1,063,551
Provision For Income Tax	20.03	27,418,725	31,787,661
Advance deposit against Machinery Sale	20.04	23,800,000	-
Total		71,722,607	62,605,761

20.01 Liability for Expenditure :

The consists of this head as follows:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Salary Payable	5,980,140	9,092,025
Wages Payable	3,748,096	4,242,870
Overtime Payable	821,538	649,952
Electricity Bills Payable	245,713	1,106,769
Audit fees	172,500	161,000
Gas Bill Payable	7,813,561	13,695,372
Cell Phone & Telephone Bill Payable	-	71,638
Payable to PF Employees' Contribution	126,372	261,842
Payable to PF Employer's Contribution	126,372	261,842
Leave Encashment payable	467,754	-
Employees Income Tax Against Salary	-	211,240
Total	19,502,046	29,754,550

20.02 Provision For WPPF & WF:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Opening balance	1,063,551	-
Less: Paid to WPPF & WF Members A/C	(957,196)	-
Add: Provided this year @ 5% (Note-25)	895,481	1,063,551
Closing balance	1,001,836	1,063,551

a) The company established a separate trustee board for maintenance of WPPF as per Labour Law, 2006 and all payments of WPPF are administer by this board of trustee.

20.03 Provision For Income Tax:

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Opening Balance		31,787,661	27,994,493
Add: Income Tax for the current year	27.00	13,060,852	14,357,875
Less: Adjustment during the year		(17,429,787)	(10,564,708)
Closing Balance		27,418,725	31,787,661

a). A liability adjustment has been made for the Financial Year 2024–2025 to reflect the completion of the company tax assessment for the financial year 2022–23

20.04 Advance deposit Against Machinery Sale

Particulars	Note	Amount in Tk.	
		30.06.2025	30.06.2024
Opening Balance		-	-
Add: Advance deposit against Machinery Sale		23,800,000	-
Less: Adjustment during the year		-	-
Closing Balance		23,800,000	-

21.00 Sales Revenue :

Particulars	Amount in Tk.			
	Dyeing & Washing	Accessories	30.06.2025	30.06.2024
Sales to Customers	384,559,584	-	384,559,584	1,181,872,579
Sales to Related Parties	502,400,292	88,552,379	590,952,671	376,658,849
Total Sales Revenue :	886,959,876	88,552,379	975,512,255	1,558,531,428

Due to change of business pattern, the sales revenue has been fallen during the year from Tk. 155.85 to Tk.97.55 crore. Previously, the company was involved to dying, printing and washing of own grey fabric and selling those products. Those business earn more revenue but less profit. During the year, the company introduce new product like Knit Dying, Seamless Dyeing, Accessories & Garments wash capacity utilized for half year only. The new business operation reduce sales value but better profitability.

22.00 Cost of Goods Sold:**Raw Material Consumed :**

Particulars	Note	Dyeing & Washing	Accessories	30.06.2025	Percentage	30.06.2024
				Amount in Tk.		Amount in Tk.
Grey Fabrics/Yarn	22.01	120,427,072	35,183,564	155,610,636	49.12%	550,358,277
Dyes & Chemicals	22.02	149,927,299	-	149,927,299	47.33%	230,511,549
Printing & Design Materials	22.03	10,415,972	836,795	11,252,767	3.54%	48,704,108
Raw Material Consumed / Used		280,770,343	36,020,359	316,790,702	100%	829,573,934
Add: Direct Wages & Salaries including bonus		151,849,216	15,160,335	167,009,551		182,637,310
Prime Cost		432,619,559	51,180,694	483,800,253		1,012,211,244
Factory Overhead	22.04	234,552,093	23,417,233	257,969,326		340,822,537
Total Manufacturing Cost	Qty. (yards)	667,171,652	74,597,927	741,769,580	Qty. (yards)	1,353,033,781
Add: Opening Work in Process	569,133	43,599,604	-	43,599,604	710,221	62,087,093
Cost of Goods Available for Use	569,133	710,771,256	74,597,927	785,369,184	710,221	1,415,120,874
Less: Closing Work in process	108,195	8,319,594	1,577,600	9,897,194	569,133	43,599,604
Cost of Goods Production	Qty. (yards)	702,451,662	73,020,327	775,471,990	Qty. (yards)	1,371,521,270
Add: Opening Finished Goods	756,815	68,024,647	-	68,024,647	784,878	83,677,042
Cost of Goods Available for Sales	756,815	770,476,309	73,020,327	843,496,637	784,878	1,455,198,312
Less: Closing Finished Goods	196,568	21,320,013	1,619,875	22,939,888	756,815	68,024,647
Cost of Goods Sold :		749,156,296	71,400,452	820,556,749		1,387,173,665

22.01 Grey Fabrics/Yarn Consumed :

Name of Products:	Qty. (yards)	Dyeing & Washing	Accessories	30.06.2025	30.06.2024	
				Amount in Tk.	Qty. (yards)	Amount in Tk.
Opening Stock	1,700,069	208,387,105	-	208,387,105	1,430,245	162,339,608
Purchase During the year (A)	326,694	8,236,724	62,245,754	70,482,478	5,012,333	596,405,774
Raw materials available for use	2,026,763	216,623,829	62,245,754	278,869,583	6,442,578	758,745,382
Less : Closing Stock	(332,942)	(96,196,757)	(27,062,190)	(123,258,947)	(1,700,069)	(208,387,105)
Raw Materials used/Consumed	1,693,821	120,427,072	35,183,564	155,610,636	4,742,509	550,358,277

22.02 Dyes & Chemicals Consumed :

Name of Products:	Qty. (kgs)	Dyeing & Washing	Accessories	30.06.2025	30.06.2024	
				Amount in Tk.	Qty. (kgs)	Amount in Tk.
Opening Stock	235,903	107,943,895	-	107,943,895	273,629	109,993,059
Purchase during the year (B)	957,262	267,314,874	-	267,314,874	790,347	228,462,385
Raw materials available for use	1,193,165	375,258,769	-	375,258,769	1,063,976	338,455,444
Less : Closing Stock	(508,073)	(225,331,470)	-	(225,331,470)	(235,903)	(107,943,895)
Raw Materials used/Consumed	685,092	149,927,299	-	149,927,299	828,073	230,511,549

22.03 Printing & Design and Other Materials, Spares & Accessories Consumed :

Name of Products:	Qty. (kgs)	Dyeing & Washing	Accessories	30.06.2025	30.06.2024	
				Amount in Tk.	Qty. (kgs)	Amount in Tk.
Opening Stock	Uncountable	28,185,125	-	28,185,125	Uncountable	33,798,808
Purchase during the year (C)	Uncountable	14,504,880	2,670,315	17,175,195	Uncountable	43,090,425
Design & Spares available for use	-	42,690,005	2,670,315	45,360,320	-	76,889,233
Less : Closing Stock	Uncountable	(32,274,033)	(1,833,520)	(34,107,553)	Uncountable	(28,185,125)
Design & Spares used/Consumed		10,415,972	836,795	11,252,767	-	48,704,108

(A) Procurement / Supplied by Raw Materials :

Name of Products:	Qty. (yards)	Dyeing & Washing	Accessories	30.06.2025	Qty. (yards)	30.06.2024
				Amount in Tk.		Amount in Tk.
Grey Fab/Yarn Import	301,297	7,908,723	59,018,184	66,926,907	5,012,333	596,405,774
Grey Fab/Yarn Local import	25,397	328,001	3,227,570	3,555,571	-	-
Purchased during the year	326,694	8,236,724	62,245,754	70,482,478	5,012,333	596,405,774

(B) Dyes & Chemicals :

Name of Products:	Qty. (yards)	Dyeing & Washing	Accessories	30.06.2025	Qty. (yards)	30.06.2024
				Amount in Tk.		Amount in Tk.
Dyes & Chemical Import	457,955	183,131,822	-	183,131,822	790,347	228,462,385
Local Import	499,306	84,183,053	-	84,183,053	-	-
Purchased during the year	957,262	267,314,874	-	267,314,874	790,347	228,462,385

(C) Printing & Design and Other Material, Spares & Accessories :

Name of Products:	Dyeing & Washing	Accessories	30.06.2025	30.06.2024
			Amount in Tk.	Amount in Tk.
Imported	10,527,631	-	10,527,631	9,700,407
Local Purchase	3,977,249	2,670,315	6,647,564	33,390,018
Purchased during the year	14,504,880	2,670,315	17,175,195	43,090,425

22.04 Factory Overhead :

Particulars	Amount in Tk.			
	Dyeing & Washing	Accessories	30.06.2025	30.06.2024
Gas Charges	139,690,305	13,946,413	153,636,718	233,061,691
Electricity Charges	5,581,609	557,257	6,138,866	17,418,417
Insurance Premium	1,527,732	152,526	1,680,257	1,769,402
Uniform & Liveries	-	-	-	39,860
Repairs & Maintenance	2,633,164	262,890	2,896,054	2,859,316
Telephone Charges	348,490	34,793	383,283	939,452
Travelling & Conveyance	3,807,148	380,098	4,187,246	6,403,779
Fees, Forms & Stamps	2,619,800	261,556	2,881,356	2,687,404
Fuel Lubricant	4,844,662	483,682	5,328,344	12,349,640
Medical expenses	59,648	5,955	65,603	191,908
Contribution to P.F.	1,731,466	172,866	1,904,332	2,478,965
Entertainment	560,131	55,922	616,053	891,709
Stationery	982,823	98,123	1,080,946	1,165,559
Testing Charges	493,721	49,292	543,013	689,693
Rent, Rates & Taxes	528,239	52,738	580,977	33,750
Back Processing Charges	807,951	80,664	888,615	1,207,965
Compliance Expenses	457,273	45,653	502,926	754,592
Service Expenses & VAT expense	637,412	63,638	701,050	-
Food & Refreshment Expenses for Staff & Workers.	673,925	67,283	741,208	710,394
Lab Expenses	42,343	4,227	46,570	268,592
Survey & Inspection Expenses	-	-	-	420,000
Depreciation	66,524,255	6,641,654	73,165,909	54,480,449
Total Factory Overhead	234,552,093	23,417,233	257,969,326	340,822,537

23.00 Administrative & Selling Expenses :

Particulars	Note	Amount in Tk.			
		Dyeing & Washing	Accessories	30.06.2025	30.06.2024
Director's Remuneration		-	-	-	-
Salary & Allowances		22,548,768	2,251,226	24,799,994	32,392,822
Festival Bonus		1,877,050	187,401	2,064,451	2,298,456
Electricity Charges		1,594,949	159,237	1,754,186	1,275,569
Stationery		251,172	25,076	276,248	236,610
Advertisement		417,803	41,713	459,516	408,381
Insurance Premium		61,795	6,170	67,965	62,100
Telephone Charges		210,557	21,022	231,579	237,371
Travelling & Conveyance		597,560	59,659	657,219	1,070,616
Fees, Forms & Stamps		613,536	61,254	674,790	995,622
Donation & Subscription		54,553	5,447	60,000	60,000
Selling & Distribution Expenses		1,150,164	114,830	1,264,994	1,827,014
Cleaning Services		540,279	53,940	594,219	512,890
Newspaper, Books & Periodicals		546	54	600	2,480
Postage & Courier		3,128	312	3,440	3,940
Repairs & Maintenance		2,437	243	2,680	83,650
Head Office Rent		5,945,915	593,629	6,539,544	6,539,544
Annual General Meeting Expenses		140,248	14,002	154,250	123,450
Entertainment		16,549	1,652	18,201	14,504
Contribution to P.F.		452,112	45,138	497,250	546,694
Audit Fees	23.01	240,490	24,010	264,500	253,000
Board Meeting Fees		39,450	3,939	43,389	60,000
Food & Refreshment Expenses for Staff		529,751	52,889	582,640	578,910
Total		37,288,811	3,722,844	41,011,655	49,583,623

23.01 Audit Fees :

Particulars	Amount in Tk.			
	Dyeing & Washing	Accessories	30.06.2025	30.06.2024
Statutory Audit Fee-Malek Siddiqui Wali	156,841	15,659	172,500	161,000
Provident Fund Audit Fee-Malek Siddiqui Wali	31,368	3,132	34,500	34,500
Corporate Governance Compliance Audit Fee	26,140	2,610	28,750	28,750
AGM Scrutinizer's report Fees-Das Chowdhury Dutta & Co.	26,140	2,610	28,750	28,750
Total	240,490	24,010	264,500	253,000

24.00 Financial Expenses :

Particulars	Amount in Tk.			
	Dyeing & Washing	Accessories	30.06.2025	30.06.2024
Bank Charges & Commission	645,331	64,429	709,760	916,606
Excise Duty	313,501	31,299	344,800	491,179
Bank Interest on Overdraft	3,076,398	307,142	3,383,539	3,064,939
Bank Interest on STL	1,350,494	134,831	1,485,325	5,821,709
Bank Interest on IDBP Loan	1,083,973	108,222	1,192,195	3,706,539
Bank Interest on EDF & UPAS	23,951,852	2,391,307	26,343,159	36,622,188
Bank Interest on Long Term Loan	43,902,390	4,383,131	48,285,521	44,156,732
Total	74,323,939	7,420,360	81,744,299	94,779,892

25.00 Non Operating Income/(Loss) :

Particulars	Amount in Tk.			
	Dyeing & Washing	Accessories	30.06.2025	30.06.2024
Interest received on FDR & Dividend Account	227,880	-	227,880	67,565
Other Income from PF Laps (employer portion)	11,200	-	11,200	-
Revenue Gain/(loss) on Sale of Non Current Assets.	102,538	-	102,538	(3,857,395)
Foreign Currency Translation Gain/(Loss)	28,414	-	28,414	(1,465,970)
Gain/(Loss) on Foreign Currency Exchange rate	(91,750)	-	(91,750)	596,116
Impairment Loss on Non Current Held for Sale Note-10	(13,672,737)	-	(13,672,737)	-
Total	(13,394,455)	-	(13,394,455)	(4,659,684)

25.01 Gain/(Loss) on Disposal of Non Current Assets:

Particulars	Amount in Tk.			
	Dyeing & Washing	Accessories	30.06.2025	30.06.2024
Cost Value on sale of Machinery	227,534,285	-	227,534,285	65,886,796
Revaluation of sale of Machinery	11,266,775	-	11,266,775	5,000,000
Less :Accumulated depreciation of disposal machine	(173,553,598)	-	(173,553,598)	(56,529,401)
Written Down Value	65,247,462	-	65,247,462	14,357,395
Sale Proceeds from disposal of Machineries.	65,350,000	-	65,350,000	10,500,000
Profit/(Loss) on sale of Non Current Assets.	102,538	-	102,538	(3,857,395)

26.00 Provision for WPPF & WF

Particulars	Amount in Tk.			
	Dyeing & Washing	Accessories	30.06.2025	30.06.2024
Contribution this year @ 5%				
(Net profit before WPPF & WF)	609,351	286,130	895,481	1,063,551
	609,351	286,130	895,481	1,063,551

27.00 Income Tax Provision (Current Tax)

Particulars	Amount in Tk.			
	Dyeing & Washing	Accessories	30.06.2025	30.06.2024
Current tax provision	11,875,250	1,185,602	13,060,852	14,357,875
	11,875,250	1,185,602	13,060,852	14,357,875

**Current Tax :
(Higher of i,ii,iii)**

Particulars		Rate of tax	Amount in Tk.	
			30.06.2025	30.06.2024
i) Regular Tax				
Operating Profit before WPPF & WF and Tax			32,199,552	26,994,248
Add depreciation as per accounting based			73,165,909	54,480,449
Less depreciation as per tax based			(63,305,025)	(47,328,198)
Income/(Loss) from business			42,060,437	34,146,499
Tax rate on business income		15.00%	6,309,066	5,121,975
Tax on non operating income:				
Tax on FDR and bank interest		227,880 20.00%	45,576	13,513
Tax on PF Laps (employer portion)		11,200 20.00%	2,240	-
Tax on Sale of Non-current Asset		102,538 20.00%	20,508	
Total tax liability			6,377,389	5,135,488
ii) Minimum tax U/S-163				
Tax deducted at source			13,060,852	14,357,875
iii) Minimum tax U/S-163(4)				
	Amount	Rate of tax	30.06.2025	30.06.2024
On turnover	975,512,255	1.00%	9,755,123	9,351,189
Other income	341,618	1.00%	3,416	405
	975,853,873		9,758,539	9,351,594

27.01 Calculation of effective tax rate calculation

Particulars	Based Amount	Effective Tax Rate	30.06.2025	30.06.2024
			Tax Amount	Tax Amount
Business Income	42,060,437	15.00%	6,309,066	5,121,975
Other Income	227,880	20.00%	45,576	13,513
	42,288,317	15.03%	6,354,642	5,135,488
Deductible Temporary difference		-17.49%	(7,394,491)	(1,482,875)
Prior Year adjustment		0.00%		(1,355,834)
Effect of Minimum Tax		15.86%	6,706,211	9,222,387
		13.40%	5,666,361	11,519,166

28.00 Earnings Per Share (EPS):

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Basic Earnings Per Share (EPS)		
A. Net Profit/ (Loss) after Tax for this year	12,243,255	9,751,848
B. Weighted average Number of Share	9,459,683	9,459,683
Earning per share (EPS). (A/B)	1.29	1.03

28.01 Disclosure of EPS : as per clause 5(2)c of the BSEC notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June, 2018 :

Earning Per Share (EPS) has been increased from Tk.1.03 per share to Tk. 1.29 per share during the financial year 2024-25 due to changing of new product facilities by installation of Accessories and Seamless Dyeing facility and Knit Dyeing and washing facilities resulting increase of net profit.

28.02 Computation of Number of Shares after reporting date:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Number of Shares Outstanding (Opening Balance)	9,459,683	9,459,683
Declaration of Stock Dividend	-	-
Number of Shares Outstanding as at 30.06.2025	9,459,683	9,459,683

29.00 Net Assets Value (NAV) Per Share:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Total Assets	1,651,999,169	1,840,068,812
Less : Total Liability	(1,407,699,992)	(1,605,264,258)
A. Net Assets	244,299,178	234,804,554
B. Total Number of Share outstanding at the year end	9,459,683	9,459,683
Net Assets Value (NAV) Per Share (A/B)	25.83	24.82

29.01 Disclosure of NAV : as per clause 5(2)b of the BSEC notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June,2018 :

Net Assets Value per share (NAV) has been increased compared to financial year 2023-24 due to increase of retained earnings.

30.00 Reconciliation from net profit to net operating cash flow :

Disclosure with calculation: as per clause 5(2)e of the BSEC notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated: 20 June, 2018:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Operating Profit/(Loss)	113,943,852	121,774,140
Depreciation	73,165,909	54,480,449
Financial Expenses	(81,744,299)	(94,779,892)
Non Operating Income/(Loss)	147,330	663,681
Accounts Receivable (Increase)/Decrease	262,627,816	(186,473,775)
Inventories (Increase)/Decrease	40,605,324	(4,244,766)
Advance, Deposit & Prepayment (Increase)/Decrease	3,504,075	(29,705,931)
Accounts Payable & Other Liability Increase/(Decrease)	(25,082,430)	88,785,529
Payment to Employee against Contribution to WPPF	(957,196)	-
Liability for Expenditure Increase/(Decrease)	(10,252,504)	(7,946,049)
Income Tax Paid	(13,060,852)	(14,357,875)
Total	362,897,025	(71,804,489)

31.00 Net Operating Cash Flow Per Share (NOCFPS)

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
A. Net Operating Cash Flow	362,897,025	(71,804,489)
B. Number of Shares outstanding at the year end	9,459,683	9,459,683
Net Operating Cash Flow Per Share (NOCFPS) (A/B)	38.36	(7.59)

31.01 Disclosure of NOCFPS : as per clause 5(2)d of the BSEC notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated: 20 June, 2018:

Net Operating cash flow per share (NOCFPS) has been increased significantly compared to financial year June 30, 2024 due to reduction of investment in working capital namely- decrease of receivable significantly, decrease of inventory. Please see the detail calculation of operating cash flow in the note no.30

32.00 Related Party Disclosure Under IAS-24**32.01 Related Party Transaction :**

Related parties disclosure : As per IAS 24 Para 21 in the from sales of finished goods against export L/C.

The company, in normal course of business carried out a number of transactions with other entities that fall within the definition of related party contained in International Accounting Standard 24. Related Party Disclosures. All transactions involving related parties arising in normal course of business are conducted on an arm's length basis at commercial rates on the same terms and conditions as applicable to the third parties. Details of transactions with related parties and business with them as at 30 June 2025 were as follows :

Name of Sister Concern	Nature of Relationship	Nature of Business	Opening Balance	Transition		Closing Balance
				Dr./ Sales	Cr./ Realization	
J.M. Fabrics Limited	Common Director	Sales	-	313,756,150	313,756,150	-
Knit Asia Limited	Common Director	Sales	13,049,645	277,196,521	245,135,455	45,110,712
Hejaz Publications Ltd.	Common Director	Office Rent	-	6,539,544	6,539,544	-
Total Amount			13,049,645	597,492,215	565,431,148	45,110,712

Particular transaction with the related party (JM Fabrics Ltd & Knit Asia Ltd) was exceeded ten percent of revenue of the company for the immediate preceding financial year. As such, we will place the matter for approval in respect of related party transaction from the honorable shareholders of the company as required by BSEC directive.

32.02 Related party disclosure as per IAS-24 Para 17 regarding key management personnel compensation :

Short term employees benefits	Monthly Salary Two Festival Bonus Medical Assistance Profit Participant
Post Employment Benefits	Provident Fund Retirement benefits
Other long term benefits	Life insurance
Termination Benefits	As per company policy
Share Based payment	Company does not provided any share based payment

32.03 Disclosure of director remuneration and attendance fees under para - 4 of schedule XI part II of the companies act 1994 :

Name	Position	2024-2025	2023-2024
Mr. Didar A. Husain	Chairman	Nil	Nil
Dr. Shamim Matin Chowdhury	Managing Director	Nil	Nil
Mr. A. Matin Chowdhury	Director	Nil	Nil
Ms. Saima Matin Chowdhury	Director	Nil	Nil
Mr. Azizur Rahim Chowdhury	Director	Nil	Nil

In the financial year 2024-25 none of the Director had taken salary and festival bonus for the greater interest of the company.

32.04 Remuneration to Directors and Executives :

Particulars	2024-2025		2023-2024	
	Directors	Executive	Directors	Executive
Basic Salary	-	4,034,949	-	3,186,207
House Rent Allowance	-	2,017,474	-	1,593,103
Festival Bonus	-	330,903	-	350,000
Conveyance Allowance	-	605,242	-	477,931
Medical Allowance	-	403,495	-	318,621
Total	-	7,392,063	-	5,925,862
Number of person	-	5	-	2

No meeting fee has been paid to the sponsor Directors during the year.

32.05 Independent director have received the following meeting attendance fees :

Name	Position	2024-2025	2023-2024
Maj. Gen Muhammed Masudur Rahman Bir Protik nwc. Psc (Retd.)	Independent Director	24,889	30,000
Lt. Col Serajul Islam, Bir Protik (BAR) Retd.	Independent Director	18,500	30,000

32.06 Disclosure under para 3 of the schedule XI para II of the companies act 1994 :

Particulars	Range		No of employees			Total
			Head Office	Factory	Worker	
Salary	-	10,000	Nil	Nil		-
Salary	10,001	14,999	3	7		10
Salary	15,000	29,999	8	44		52
Salary	30,000	59,999	7	30		37
Salary	60,000	99,999	7	8		15
Salary	100,000	Above	1	3		4
Wages	-	10,000			Nil	-
Wages	10,001	13,000			55	55
Wages	13,001	15,000			43	43
Wages	15,001	Above			128	128
Total			26	92	226	344

32.07 Disclosure of Remuneration for External Auditors under para b of schedule XI part II of the Companies Act 1994 :

Malek Siddique Wali has been appointed as a statutory auditor and fixes their remuneration of Tk. 150,000+VAT by the honorable shareholder of the company in the last AGM (43rd AGM). No other fees was paid to the auditor for any other services.

33.00 Disclosure of production shortfall and achievement under para 7 schedule XI Para II of the Companies Act 1994 :

Particulars	Unit Measurement	Quantity	
		30.06.2025	30.06.2024
Production Capacity of Dyeing, Printing & Finishing	Yard/Kg	39,368,820	30,000,000
Production Capacity of Washing	Pcs	5,850,000	-
Production Capacity of Accessories	Yard/Cones/Pcs	14,492,400	-
Total Production Capacity	Yard/Cones/Pcs/Kg	59,711,220	30,000,000
Actual Production	Yard/Cones/Pcs/Kg	25,617,623	20,266,897
% Achievement	%	42.90%	67.56%
Short Fall	Yard/Cones/Pcs/Kg	34,093,597	9,733,103

The utilization of production capacity percentage decreased due to change of business as well production pattern. During the year, The company introduce new production line knit dyeing, seamless dyeing, accessories & garments wash capacity utilized for half year only, hence the production achievement has decreased from 67.56% to 42.90% compared to the last financial year 2023-24.

34.00 Disclosure of Imported and Local raw material consumption under para 8 schedule XI part II of Companies Act 1994:

Value of Dyes & Chemical, Design & Spare parts, Packing Materials and Capital Machinery (BDT) :

Particulars	Local Purchase	Import	Total Import & Purchase	Consumed
Grey Fab/Yarn	3,555,571	66,926,907	70,482,478	155,610,636
Dyes & Chemical	84,183,053	183,131,822	267,314,874	149,927,299
Printing, Design & Spare Parts & Packing etc.	6,647,564	10,527,631	17,175,195	11,252,767
Total	94,386,188	260,586,360	354,972,548	316,790,702

35.00 Contingent Liabilities :

The company has Tk. 54,836,187 contingent liabilities against Letter of Credit (EDF & UPAS Liability) and Bank Guarantee for the year ended 30th June, 2025. The break up of the amount is as follows:

Particulars	Amount in Tk.	
	30.06.2025	30.06.2024
Letter of Credit (City Bank PLC.)	24,230,432	92,441,046
Letter of Credit (Mutual Trust Bank PLC.)	10,601,621	162,733,541
Bank Guarantee (AB Bank PLC.)	1,971,911	1,971,911
Bank Guarantee (Mutual Trust Bank PLC.)	18,032,223	16,012,611
TOTAL	54,836,187	273,159,109

36.00 Events after the reporting period :

The Board of Directors of the company has approved the financial statements as on October 26, 2025 and they recommended 10% cash dividend for the financial year 30th June 2025.

Except the fact stated above, on circum-stances have arisen that to be disclosed as note or adjusted in the financial statements.

Rahim Textile Mills PLC.
Property, Plant & Equipment
As at 30th June 2025

Particulars	COST				Rate (%)	DEPRECIATION				Written down value as on 30.06.25
	Balance as on 01.07.24	Addition During the Year	Adjustment During the Year	Total as on 30.06.25		Balance as On 01.07.24	Charges During the Year	Adjustment During the Year	Total as on 30.06.25	
Land & Land Development	14,345,373	-	-	14,345,373	-	-	-	-	-	14,345,373
Building And Civil Structure	348,564,276	-	-	348,564,276	10%	208,955,855	13,960,842	-	222,916,697	125,647,579
Plant & Machinery	779,227,523	343,803,372	552,981,882	570,049,013	10%	515,570,461	40,004,349	353,172,410	202,402,400	367,646,613
Equipement And Installation	52,990,759	1,665,608	-	54,656,367	15%	37,619,463	2,463,095	-	40,082,558	14,573,809
Furniture & Fixtures	14,118,077	381,341	-	14,499,418	10%	7,681,753	677,442	-	8,359,195	6,140,223
Utility Facility	111,596,645	12,300,582	-	123,897,227	15%	25,366,221	14,056,144	-	39,422,365	84,474,862
Transport Facility	12,863,931	-	-	12,863,931	15%	9,608,937	488,249	-	10,097,186	2,766,745
Other Assets	21,975,628	-	-	21,975,628	15%	16,249,038	858,988	-	17,108,027	4,867,601
As at 30th Jun 2025	1,355,682,212	358,150,903	552,981,882	1,160,851,233		821,051,728	72,509,110	353,172,410	540,388,427	620,462,807

Revalued Property Plant & Equipments As on 30th June 2025

Particulars	COST				Rate (%)	DEPRECIATION				Written down value as on 30.06.25
	Balance as on 01.07.24	Addition During the Year	Adjustment During the Year	Total as on 30.06.25		Balance as On 01.07.24	Charges During the Year	Adjustment During the Year	Total as on 30.06.25	
Land & Land Development	78,760,479	-	-	78,760,479	-	-	-	-	-	78,760,479
Building And Civil Structure	24,745,906	-	-	24,745,906	10%	20,438,437	430,747	-	20,869,184	3,876,722
Plant & Machinery	11,339,721	-	11,339,721	0.00	10%	8,998,790	175,570	9,174,359	0	(0)
Utility Facility	3,405,891	-	-	3,405,891	15%	3,069,340	50,483	-	3,119,823	286,068
Sub Total as at 30.06.25	118,251,997	-	11,339,721	106,912,276		32,506,567	656,799	9,174,359	23,989,007	82,923,269
Grand Total as at 30.06.25	1,473,934,209	358,150,903	564,321,603	1,267,763,509		853,558,295	73,165,909	362,346,770	564,377,434	703,386,076
Total as at 30.06.24	1,465,498,451	79,322,555	70,886,796	1,473,934,209		855,607,246	54,480,449	56,529,401	853,558,295	620,375,914

Depreciation charged to :

A i) Depreciation of Cost Of Goods Sold.

73,165,909

B) Depreciation of Administrative & Selling Expenses.

-

73,165,909

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Renewed Certificate

This is to certify that

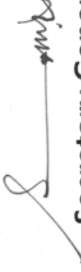
RAHIM TEXTILE MILLS PLC.

*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, 2025.

Ref. No: CM-2025/094

Date of issue : February 11, 2025


Secretary General



Rahim Textile Mills PLC

Registered Office: 117/A, Tejgaon Industrial Area, Dhaka-1208, Bangladesh
Corporate Head Office: Tower One One Seven, 117/A, Tejgaon Industrial Area, Dhaka-1208, Bangladesh

PROXY FORM

I/We

of

being a member of Rahim Textile Mills PLC. and a holder of shares

hereby appoint Mr/Mrs/Miss.....

of.....

as my/our proxy to attend and vote for me/us on my/our behalf at the 44th Annual General Meeting of the Company to be held on Monday, December 15, 2025 at 10.00 a.m. under virtual platform through the link **<https://www.digitalagmbd.net/rahimtext>**

As witness my hand this day2025

**Affix Revenue
Stamp**

Signature of the Proxy

Dated:

Signature of the Member

Dated:

Folio/BO ID

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Note: A member entitled to attend and vote at the Annual General Meeting may appoint proxy to attend and vote in his/her stead. The proxy form should reach at the Corporate Head Office of the Company not less than 48 hours before the time fixed for the meeting.

Signature Verified

Authorized Signature
Rahim Textile Mills PLC.

RAHIM TEXTILE MILLS PLC.

REGISTERED OFFICE:

117/A, TEJGAON INDUSTRIAL AREA, DHAKA-1208, BANGLADESH

CORPORATE HEAD OFFICE:

TOWER ONE ONE SEVEN, 117/A, TEJGAON INDUSTRIAL AREA, DHAKA-1208

TEL: IPT +8809612111177-92, 880-2-8878065, FAX: 880-2-8878064

E-MAIL: ALLABJ@NEWASIABD.COM, WEBSITE: WWW.RAHIMTEXTILE.COM

FACTORY:

SHAFIPUR, KALIAKOIR, GAZIPUR
