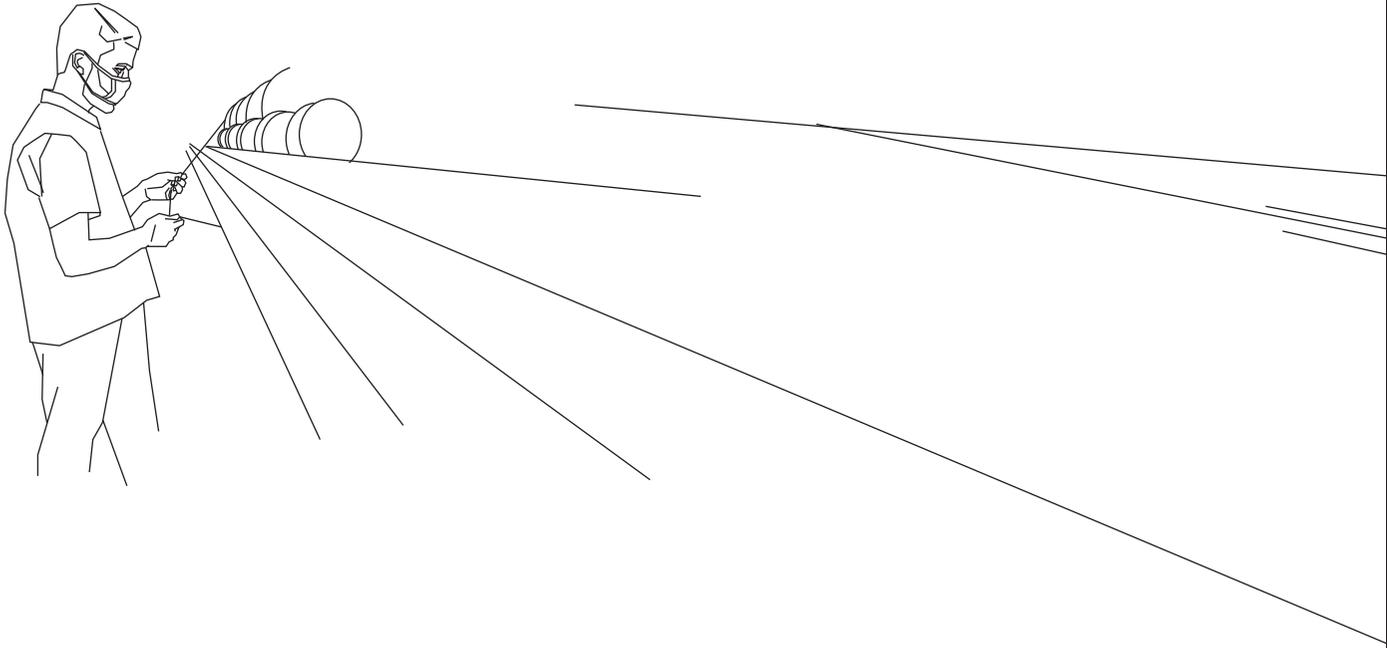




# PARAMOUNT TEXTILE

ANNUAL REPORT  
**2018-19**





PRODUCTION  
**34.96M**  
YARDS  +22.58%

SALES VOLUME  
**35.27M**  +33.40%

SALES REVENUE  
**5673.85M**  +37.73%

GROSS PROFIT  
**855.04M**  +25.13%

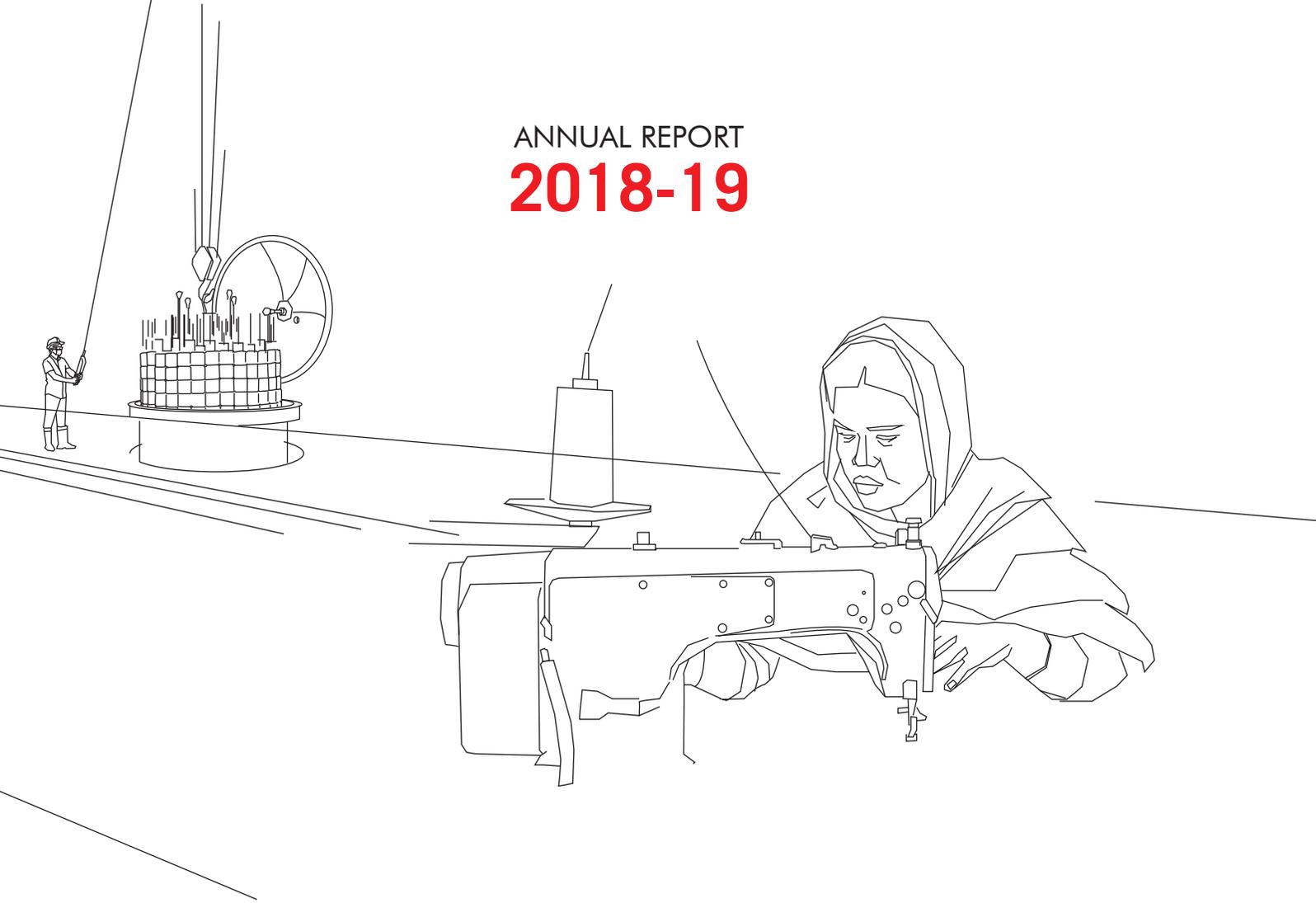
NET PROFIT  
**411.55M**  +48.29%

N A V  
**22.17 TK**  +16.69%

E P S  
**3.04 TK**  +41.40%

N O C F P S  
**4.40 TK**  +64.79%

# ANNUAL REPORT 2018-19



## WELCOME TO PARAMOUNT TEXTILE | WEAVING A COLORFUL FUTURE

Paramount Group of Companies which was established in 1986 has been always praised for their professionalism, code of conduct and quality products. The idea of the textile was embraced in 2004 and its inception was possible in 2006.

The journey started from the year 2006 and within 2 years, commercial production was in full swing. Now, Paramount Textile has produced and exported more than billion yards of fabrics all over the world. Moreover, capacity has grown rapidly ever since and Paramount Textile has now emerged as one of the leading fabrics manufacturer in Bangladesh with the help of latest machineries and equipments, efficient workforce and more than 30 years of extensive experience. Just last year Paramount Textile exported almost USD 67 million worth of merchandise worldwide.

It has been graded as an Oeko-Tex standard 100 export oriented Bangladeshi manufacturer. Paramount manufactures a diversified range of yarn, solid dyed and printed woven fabrics. Only in these 11 years has become one of the leading companies of Bangladesh on which the international clientele can rely. As recognition of performance, Paramount Textile has been awarded the "National Export Trophy" for several years since its inception and for ensuring governance within the company; it has been awarded the "3rd and 5th ICSB National Corporate Governance Award" from the Institute of Chartered Secretaries of Bangladesh.

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**Apart from these,**

the company has been awarded the International Trophy for Quality from Global Trade Leaders' Club, Paris in recognition of its commitment to Quality and Excellence of its Services. We focus on environment-friendly methods and promote safe working conditions for our workers. Paramount has implemented economic and environmentally friendly measures in every part of our Organization to achieve sustainable business goal.

All our relentless endeavors are aimed at adding value to our employees, our customers, other stakeholders and to our country.

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# LETTER OF TRANSMITTAL

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

**Subject: Annual Report for the year ended June 30, 2019.**

Dear Sir (s),

We are pleased to enclose herewith a copy of Annual Report together with Audited Financial Statements comprising Statement of Financial Position, Statement of Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity for the year ended 30th June, 2019 along with notes thereon of Paramount Textile Limited for your kind information and records.

Thanking you,

Sincerely yours,



(Md. Robiul Islam FCS)  
Company Secretary

N.B: The Annual Report 2018-2019 is also available in the Company's website at: [www.paramountgroupbd.com](http://www.paramountgroupbd.com)

# PARAMOUNT TEXTILE LIMITED

House No: 22, (Level2, 5-8)  
Road No: 113/A, Gulshan-2, Dhaka-1212, Bangladesh.

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## NOTICE OF THE 13TH ANNUAL GENERAL MEETING

Notice is hereby given that the 13<sup>th</sup> Annual General Meeting of the members of Paramount Textile Limited will be held on Monday, the 09<sup>th</sup> December, 2019 at 11.00 a.m. at Spectra Convention Center, House # 19, Road # 7, Gulshan-1, Dhaka-1212 to transact the following business:

### AGENDA

1. To receive, consider and adopt the Audited Financial Statements of the company for the year ended 30<sup>th</sup> June, 2019 together with Reports of the Directors' and the Auditors' thereon.
2. To declare dividend for the year ended 30<sup>th</sup> June, 2019.
3. To elect Directors.
4. To approve the appointment of Independent Directors of the Company.
5. To appoint Statutory Auditors and to fix up their remuneration.
6. To appoint Compliance Auditor and to fix up their remuneration.
7. To transact any other business this may be placed before the meeting with the permission of the Chair.

By order of the Board



(Md. Robiul Islam FCS)  
Company Secretary

Dated: 08<sup>th</sup> November, 2019

### Notes:

- (1) The shareholders whose name will appear in the Depository Register on the record date i.e. 18<sup>th</sup> November, 2019 will be entitled to attend in the Annual General Meeting and to receive the dividend.
- (2) A member entitled to attend and vote in the General Meeting may appoint a Proxy to attend and vote in his/her behalf. The proxy form must be affixed with requisite revenue stamp and must be submitted to the Share Office of the company not later than 48 hours before the time fixed for the Annual General Meeting.
- (3) Admission into the meeting room will be allowed strictly on production of the Attendance Slip attached with the Proxy Form upon verification of signature of Member(s) and/or Proxy-holder(s).
- (4) Members bearing BO ID are requested to update their respective BO ID with 12 digits Taxpayer's Identification Numbers (E-TIN) and address through their Depository Participants (DP), failing which Income Tax at source will be deducted from cash dividend @ 15% instead of 10%.
- (5) **No gift or benefit in cash or kind shall be paid / offered to the Shareholders as per Circular No. SEC/CMRRCD/2009-193/154 dated 24 October 2013 of BSEC for attending the AGM.**

# CORPORATE INFORMATION

## COMPANY IDENTITIES:

Registered name of the company	: Paramount Textile Limited
Company Registration No	: C-62154(4163)/06
Tax Identification No	: 7628-0150-0146
VAT Registration No	: 0002873430103

## LEGAL FORM:

A Private Limited Company incorporated in Bangladesh on June 12, 2006 under the Companies Act, 1994 and converted into Public Limited Company on September 19, 2010. The Company was listed with Dhaka Stock Exchange Limited & Chittagong Stock Exchange Limited on November 06, 2013 & November 10, 2013 respectively.

Registered Office	: Navana Tower (Level-7/C) Gulshan-1, Dhaka-1212 Bangladesh.
Corporate Office	: House No.22, (Level 2, 5-7) Road No. 113/A Gulshan 2 Dhaka 1212, Bangladesh
Telephone	: +88-02- 55049833-37 & 39
Fax	: +88-02-55049838
Factory Address	: Village: Gilarchala, P.S: Sreepur District: Gazipur, Bangladesh.
Web Address	: <a href="http://www.paramountgroupbd.com">www.paramountgroupbd.com</a>
E-mail Address	: <a href="mailto:info@paramountgroupbd.com">info@paramountgroupbd.com</a>
Authorized Capital	: BDT 2,000 Million
Paid up Capital	: BDT 1,354.99 Million
Nature of Business	: Manufacturing & Marketing High Quality Yarn & Solid Dyed & Printed Woven Fabrics
Statutory Auditor	: M/S Fames and R Chartered Accountants
Compliance Auditor	: Suraiya Parveen & Associates Chartered Secretaries
Membership	: Bangladesh Textiles Mills Association (BTMA) Bangladesh Association of Publicly Listed Company
Tax Consultant	: Zaman & Associates
Lead Bankers	: Pubali Bank Ltd. HSBC Bank Ltd. Woori Bank Ltd. Eastern Bank Ltd.
Lead Insurer	: Paramount Insurance Company Ltd.
Credit Rating Agency	: Alpha Credit Rating Limited (ACRL) Rated: Long Term – “AA” & Short Term – “ST-1

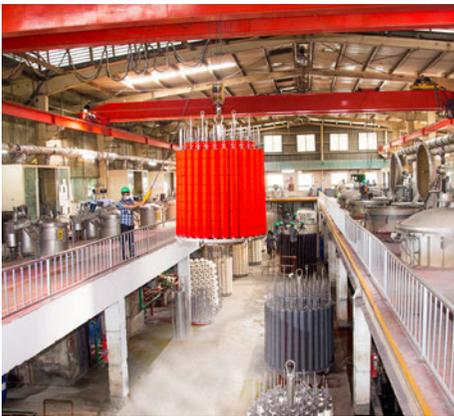
# OUR PRODUCTS

Innovation of quality products is the main motto of Paramount Textile and through this way we offer our customers a diversified range of products to meet their individual needs.



## BASED ON YARNS

100% COTTON, TC/PC & CVC  
 100% LINEN, LINEN, VISCOSE, MODAL, TENCEL (LYOCELL),  
 ECOVERO & THEIR BLENDS, MELANGE, MULTI COLOR NEPPY  
 INJECTED SLUB, GRINDLE  
 COTTON/LYCRA®, COTTON/SILK  
 COTTON/WOOL, RAMIE/COTTON  
 RECYCLED POLYESTER/COTTON  
 COTTON/COOLMAX®

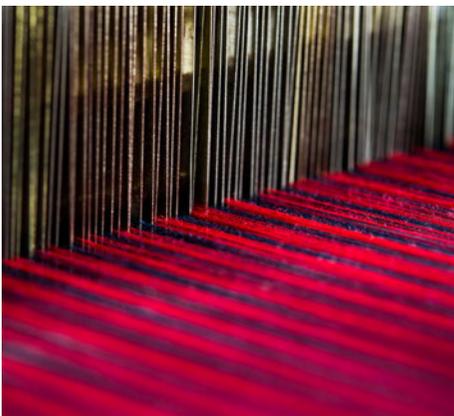


## BASED ON WEAVES/DESIGNS

PLAIN, OXFORD, MATT AND SO ON  
 TWILL, HERRINGBONE, SATIN AND SO ON  
 DOUBLE/ TRIPLE CLOTH, SWISS DOT, BEDFORD CORD,  
 EXTRA WARP/WEFT, WAFFLE, CREPE AND SO ON  
 CHAMBRAY, FIL-A-FIL, PRINCE OF WALES, HOUNDSTOOTH  
 RIPSTOP, VOILE, FLANNEL, CAVALRY, SEERSUCKER  
 4-WAY STRETCH AND SO ON

## BASED ON YARN COUNTS (NE)

10S TO 120S, 16 SLUB TO 40 SLUB, 2/16S TO 2/120S, (10+70D) TO  
 (20+70D), (30+40D) TO (50+40D) AND SO ON



## BASED ON FINISHES

SILKY SOFT, REGULAR SOFT, AIRO, RFD/PFD, PURE,  
 ETI/EASY CARE, WRINKLE FREE, MERCHERIZED, NATURAL  
 STRETCH, SILK PROTEIN, CHINTZ, PRESHRUNK,  
 PAPER/HARD TOUCH, BIO-POLISH, ANTIMICROBIAL,  
 HYDROPHILIC/ABSORBENCY, HYDROPHOBIC/WATER/OIL REPEL-  
 LENT, ANTI-STATIC, ALOE VERA,  
 PEACH, BRUSH, UNSINGED, DIAMOND PEACH, TEFLON™, FLAME  
 RETARDANT, 100% POLYESTER AND MANY MORE

## BASED ON DYESTUFFS

REACTIVE, DISPERSE, VAT, PIGMENT, INDIGO, FLUORESCENT,  
 NATURAL



## BASED ON PRINT TYPES

REACTIVE, PIGMENT, DISCHARGE, GLITTER, BURNOUT AND SO ON

**PARAMOUNT TEXTILE SUPPLIES DYED YARNS FOR  
 KNIT & SWEATER FACTORIES**

PRODUCTION  
**34.96M**  
YARDS

SALES VOLUME  
**35.27M**

SALES REVENUE  
**5673.85M**

GROSS PROFIT  
**855.04M**

NET PROFIT  
**411.55M**

N A V  
**22.17 TK**

E P S  
**3.04 TK**

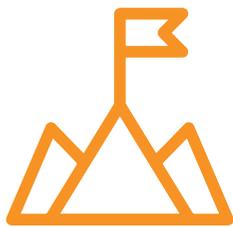
N O C F P S  
**4.40 TK**

# VISION, MISSION CORE VALUES & BUSINESS ETHICS



## OUR VISION

To become the leading and most trusted yarn & solid dyed and printing fabric manufacturer attaining sustainable development through competitive pricing, incorporating new ideas & designs and providing on time delivery through efficient manner.



## OUR MISSION

Paramount Textile is committed to perfection in product quality, establishing state-of-the-art technology, focusing on cost effectiveness through competent workforce for retaining customers' satisfaction and ensuring eco-friendly environment to achieve industry dominance.

## CORE VALUES



## BUSINESS ETHICS

Business ethics refers to contemporary organizational standards, principles, sets of values and norms that govern the actions and behavior of an individual in the business organization. PTL behave towards their stakeholders in the following manner:

- Consumer satisfaction.
- Creating goodwill
- Building strong relationship with Stakeholders
- Survival and growth of business
- Healthy competition
- Stop business malpractices
- Health & Safety Working Environment.
- Minimizing Natural & Environmental Damage



# OUR STRATEGY

The management of the company has set-forth its strategy focusing sustainable development in business. Binding our strategy together are our pillars which define how we interact with customers. They are:

## WINNING WITH BRANDS AND INNOVATION

Customer habits are changing. They are taking newer paths for purchasing and increasingly seeking brands that are purpose-driven and which they can trust. Our brands is a key differentiator in this regard. We are consistently trying to build brand image to fulfill this purpose.

We are constantly innovating across our portfolio to address the unmet needs of our customers. We are focused on strengthening the core, entering into new segments and speeding up innovation cycles.

We are evolving the ways in which we reach our customers with rapid changing preferences. We are thriving to develop new markets for our brands. To capitalize on the growing trend of "safe fabrics" we have been building a strong portfolio of products. We are constantly evaluating and innovating portfolio to win in the future.

## WINNING IN THE MARKETPLACE

To win the marketplace, we have a robust customer development agenda all over the world. We work with customers to understand their demand, focus on fulfilling their demand and tirelessly create new demand through market diversification. This is driven by the "Winning in many ideas" strategy that allows us to get closer to customers by providing tailor made products across categories and geographies.

As far as demand capture is concerned, our focus has been on driving quality of coverage and increasing the product mixture. With respect to demand fulfillment, process and technology interventions have been used for improving service and efficiencies. For demand-generation, our strategy encompasses winning in traditional trade as well as winning in emerging channels like e-commerce.

## WINNING THROUGH CONTINUOUS IMPROVEMENT

We are constantly aligning our products, processes and strategies to the changing market conditions to stay ahead of competition. We focus on business competitiveness through customer centricity, a robust saving programme and product excellence to ensure availability of our products.

We continue to improve on-shelf customer relevant quality standards, thereby enhancing overall customer's experience. "Delighting customer's is central to how we drive quality in our products.

Through sharper financial discipline governing overhead spending, and our zero based budgeting approach, we are reducing cost as well as uncovering new and innovative ways of working. We have a product wise savings programme, driven through cross functional teams of brand building, R&D, supply chain and Finance.

Our production capacity level has increased rapidly. We are focusing on improving the capability of our employees in both factory and head office to insert his/her inner talent for the betterment of the company.

## WINNING WITH PEOPLE

Our people are our biggest strength. They are driven by purpose and are fully empowered to excel in our fast-changing market. We continuously strive to develop the right capabilities and skills needed for different ways of working and new entrepreneurial leadership qualities.

To strengthen the people's agenda through various initiative, we are creating a more flexible and agile mindset in the organization. It involves more collaboration, experimentation through test-and-learn, embracing failure to gain insight and an obsession with customers. An owner's mindset empowers our people to take responsibility for delivering business results. They are empowered and provided with the resources to develop innovations with speed.

Our success depends largely on our ability to attract and retain the most talented individuals. We motivate and inspire them with a mission and a purpose that resonates with the long-term aims and values of the company.

Our people agenda focuses on creating a balanced and inclusive workforce. This focus not only underpins the company's longstanding values. Especially tolerance and respect, but also guarantees the diversity of thought and ideas on which our business depends.

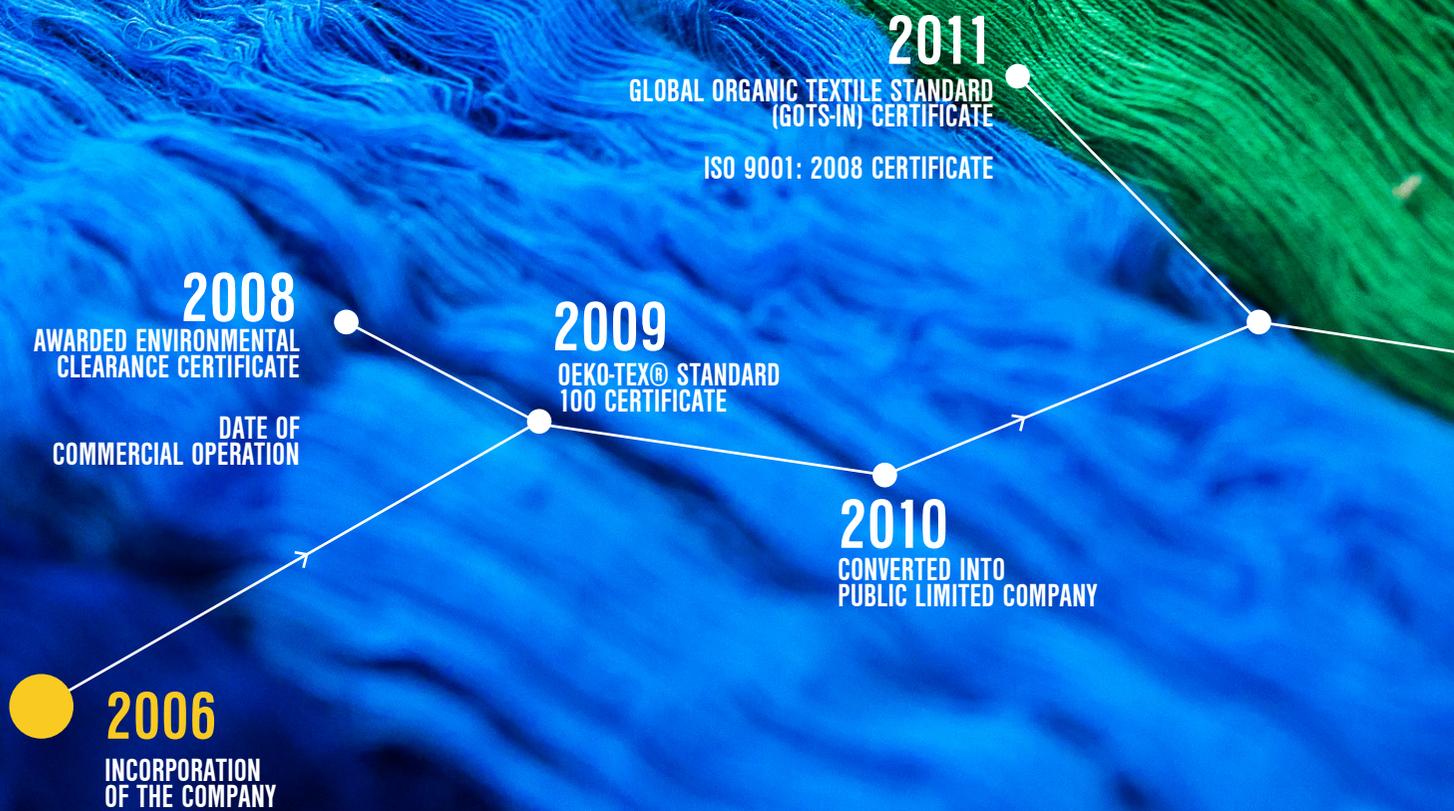
## WINNING WITH ENVIRONMENT FRIENDLY OPERATION & SUSTAINABLE DEVELOPMENT

Our vision has emerged to become one of the leading and most trusted yarn & solid dyed fabric manufacturer attaining sustainable development in business. We focus on environmentally friendly state-of-art machineries and promote safe working conditions for our colleagues. We continuously try to minimize production hazards for our employees through ensure compliance in all aspects and we are always looking to create equal employment opportunities. Our aim is to provide sustainable growth opportunities to everyone.

We are also a very strong advocate of an Eco-friendly and Green environment for ensuring sustainable development and have undertaken multifarious steps like Energy cogeneration in our Factory. To further reduce the carbon footprint, we have a planned afforestation program whereby trees are being planted regularly all over our factory premises.

We strongly adhere to the concept of an ecologically friendly environment and has hence implemented various measures to lower Carbon Dioxide emissions. The heat generated by our capture power plant is recycled and reused as cogeneration energy to operate the Chiller which would have needed about 1000 KW of conventional Electrical Power. This cogenerated Energy is also being used to run a Boiler which have otherwise consumed about 3000 cft of Natural gas. We have Biological ETP (Effluent Treatment Plant) and WTP (Water Treatment Plant) which presents the discharge of waste eater to the surrounding water bodies. The plant also has a Rain harvesting project which provides natural water to our in-house reservoir.

# HISTORY & MILESTONES



**2019**

EPB NATIONAL EXPORT TROPHY FOR 2016-2017  
MANAGING DIRECTOR SELECTED AS C.I.P  
LETTER OF INTENT (LOI) GETTING FROM BPDB FOR  
ESTABLISHING 200 MW POWER PLANT IN BAGHABARI, SIRAJGONJ

**2014**

ORGANIC 100 CONTENT  
STANDARD CERTIFICATE  
MANAGING DIRECTOR SELECTED AS C.I.P

**2016**

EPB NATIONAL EXPORT TROPHY  
"3RD ICSB NATIONAL AWARD 2015" FOR  
CORPORATE GOVERNANCE EXCELLENCE AWARD

**2015**

ISO 14001: 2004 CERTIFICATE

**2013**

CONSENT GETTING FROM BSEC FOR IPO  
LISTED WITH DHAKA &  
CHITTAGONG STOCK EXCHANGE LTD  
EPB NATIONAL EXPORT TROPHY FOR 2010-2011

**2018**

NATIONAL EXPORT TROPHY  
FOR 2014-2015  
NATIONAL EXPORT TROPHY  
FOR 2015-2016  
"5TH ICSB NATIONAL AWARD 2018"  
FOR CORPORATE GOVERNANCE  
EXCELLENCE AWARD  
MANAGING DIRECTOR  
SELECTED AS C.I.P

**2017**

EPB NATIONAL EXPORT TROPHY IN GOLD  
CATEGORY FOR 2013-2014  
MANAGING DIRECTOR SELECTED AS C.I.P  
INTERNATIONAL TROPHY FOR QUALITY FROM  
GLOBAL TRADE LEADERS' CLUB, PARIS  
STARTING ITS PRINTING UNIT

# RECOGNITION & AWARDS

To the greater contribution of the National Exports of the country Paramount Textile Ltd. awarded the National Export Trophy for the financial year 2010-2011, 2011-2012, 2013-14 , 2014-2015, 2015-2016 & 2016-2017.

In recognition of its commitment to quality and excellence of its services Paramount Textile has been awarded the International Trophy for quality from Global Trade Leaders Club, Paris.

For ensuring good governance within the company; the company has been awarded "3rd & 5th ICSB National Corporate Governance Award" from the Institute of Chartered Secretaries of Bangladesh in Textile & RMG Companies sector.



# CODE OF CONDUCT

To ensure safe, efficient and harmonious operations and to fully inform all employees of their responsibilities, certain standards of conduct have been established for the guidance of all employees. The standards mentioned are only a partial list of acceptable behaviour and conduct. Any violation of such acts or omissions will constitute misconduct and lead to disciplinary actions.

## **Purpose**

The purpose of our Code is to set out the values and standards which guide the way we do business. Our business brings with it obligations to comply with the law, adhere to our own policies and principles, exercise good stewardship of our assets and the environment, and behave safely and ethically at all times.

The Code brings together a set of standards, helping to define what PTL expects of its businesses and people regardless of location or background. All employees must follow this Code. By doing so, they will ensure that their activities strengthen the business and support the Group's values. The Code:

- Summarises the legal and ethical standards that affect us all
- Details standards that have a country wide application
- Outlines our obligations and the expectations of our all stakeholders
- Helps us identify key risk areas – and how those risks should be approached
- Gives guidance on how we should resolve difficult questions about business conduct

## **Stakeholders**

Our guiding principles are broken down into four stakeholder groups. Our stakeholders are people with an abiding interest in PTL

- Customers, suppliers and markets – customers who are satisfied and feel understood; suppliers who appreciate us because we are demanding but fair
- Shareholders - who expect the best endeavours from our organisation to maximise the value of their investment
- Employees - who work with enthusiasm and pride because they feel challenged and valued
- Communities – in which we play a practical and positive role, and that appreciate our involvement and contribution.

## **Key steps to maintaining our standards**

- Know what is right
- Do what is right - always
- If you are unsure, ask
- Keep asking until you get an answer.

## **Our guiding principles**

PTL is committed to following a set of core values – our guiding principles. These outline how we expect our people to treat our customers, suppliers and markets, our fellow employees, shareholders, and the communities in which we work and live. Our guiding principles set the tone and overarching objectives of the Code of Conduct. Our individual standards provide the details of what issues we face and how we are expected to respond to them.

## **Communities & Public**

Responsibilities to local communities and the public:

PTL is committed to being a positive contributor to the communities in which we do business. We oppose public corruption, act as responsible stewards of our products and the environment, play a part in supporting activities in the places where PTL operates, and support the fundamental principles of good governance and human rights.

PTL participates in a number of programmes and initiatives in support of these principles. The first obligation of responsible citizenship is to obey the laws of the country and communities in which we do business. Also, as a good corporate citizen, we have a responsibility to behave as a conscientious neighbour. This includes:

- Adherence to safe work practices
- Sound environmental management
- Respect for the principles of human rights
- Measured and appropriate community engagement.

### **Responsibilities to customers, suppliers and markets:**

In all our business dealings, PTL strives to be fair and honest. We will always act in line with all applicable laws and regulations. We will always compete vigorously but fairly, complying with all laws protecting competition and the integrity of markets,

PTL will not knowingly use suppliers who operate in violation of applicable laws and regulations, including local safety, environmental and employment laws. In particular, we will always:

- Compete vigorously but fairly and legally
- Respect the intellectual property and copyright of others
- Promote our products and services accurately and honestly
- Comply with international trade controls
- Strive to ensure our suppliers operate in line with our Code
- Meet government, industry, customers' compliance and PTL's safety and quality standards.

### **Responsibilities to shareholders:**

PTL is committed to promoting the interests of our shareholders by working hard to achieve superior financial results. In pursuing this goal, we will protect PTL's assets and resources, avoid conflicts of interest and self-serving activities including insider trading, and we will be forthright in measuring and reporting our financial performance.

Our shareholders trust us to use our company assets responsibly – to make our businesses grow and ultimately increase the value of their investment. Honest and accurate recording and reporting of information is essential. All financial books, records, accounts and claims must accurately reflect transactions and events, and conform to both generally accepted accounting principles and PTL's system of internal controls. Undisclosed or unrecorded funds, assets, claims or liabilities are not allowed. Employees uncertain about the validity of an entry or process are expected to consult our business assurance and risk audit department. In particular, we will always:

- Avoid conflicts of interest that may interfere with our obligations to PTL
- Create and retain honest, accurate and timely records
- Protect the confidentiality of PTL's proprietary information and information systems
- Respect company time, property and funds

### **Responsibilities to and expectations of employees:**

PTL is committed to fostering a workplace that is safe and that is founded on fair employment practices and mutual respect. We believe in fair treatment and compensation of employees, recognizing and rewarding good performance, and offering opportunities for advancement through promotions and training. In return, we expect employees to adhere to our Code and to take personal responsibility for the upkeep of our standards and good corporate citizenship. In particular, we will always strive for a work environment that:

- Values the safety, health and security of our co-workers
- Values and embraces diversity and equal opportunities
- Prohibits all forms of harassment
- Prohibits the abuse of drugs and alcohol
- Ensures respect for the confidentiality of our employees' personal information
- Encourages caution, moderation and good judgment in the giving and receiving of gifts, favours and entertainment.

## Misconducts

### Acts and omissions which constitute misconduct:

Following are the Acts and Omissions mostly listed in Bangladesh Labour Laws 2006 & amended in 2013 are of serious nature and constitute misconduct which can result in dismissal:

- i. Wilful insubordination or disobedience, whether alone or in combination with others, to any lawful or reasonable order of a superior.
- ii. Theft, fraud or dishonesty in connection with the employers' business or property.
- iii. Taking or giving bribes or any illegal gratification in connection with his or any other Worker's employment under the employer.
- iv. Habitual absence without leave or absence without leave for more than specified days as stated in the company's policy.
- v. Habitual late attendance.
- vi. Habitual breach of any law or rule or regulation applicable to the industrial establishment.
- vii. Riotous or disorderly behaviour in the industrial establishment, or any act subversive of discipline.
- viii. Habitual negligence or neglect of work.
- ix. Frequent repetition of any act or omission for which a fine may be imposed.
- x. Falsifying, tampering with, damaging or causing loss of employers' official records.
- xi. Giving false information regarding his name, age, qualifications or previous experience at the time of employment.
- xii. Disclosing to any unauthorised person any secret or confidential information including proprietary information in regard to processes, dealing and affairs of the company or its affiliates which may come into the possession of the workman in the course of his/her work of otherwise.

Note: An employee can be dismissed without following the disciplinary procedures if he is committed for an offence involving moral turpitude.

Acts and omissions which though not of very serious nature but calls for disciplinary action for corrective measures. Repetition of such acts and omissions would amount to misconduct. Such acts and omission are as follows:

- i. Carrying on any private business without the permission of the Company.
- ii. Refusal to work on a different job.
- iii. Gambling within the Company's premises or premises utilised by the Company.
- iv. Sleeping while on duty.
- v. Theft of any other employee's property inside the Company's premises.
- vi. Leaving the workspot without permission.
- vii. Instigation and or abetment of or attempt at any of the acts of misconduct.
- viii. Non acceptance of a explanation letter and any other communication from the Company, and refusal to accept and/or admit any communication.
- ix. Commission of any act subversive of discipline or good behaviour, drunkenness etc.
- x. Supply and use of toxic material such as heroine, ganja etc. in the Company premises.
- xi. Disregard or disobedience of rules or orders.
- xii. Inefficient, dilatory, careless or wasteful working.

## Employees' Personal Responsibility

### Your personal responsibility to do the right thing – how the Code is enforced

PTL employees must follow the principles and standards contained in our Code. Those that do not follow the Code put themselves, their co-workers and the company at risk. This is not acceptable. A failure by an employee to comply with the Code or any other company policy or requirement, may result in disciplinary action up to and including dismissal, referral for criminal prosecution and legal action to recover losses or damages resulting from such violation.

If you manage or supervise others, you have special responsibilities to make sure your support, train, monitor and enforce compliance with our standards. You should know and understand our Code.

Enforcement of the Code applies to all employees as well as all representatives, consultants and agents doing business on our behalf.

**N.B:** The Company has clearly laid down the Code of Conduct of its Chairperson, other Board Members and the Chief Executive Officer/Managing Director based on the recommendation of the Nomination and Remuneration Committee as per condition no-7 of Corporate Governance Code, 2018 which was issued by Bangladesh Securities and Exchange Commission through its Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated on 3rd June, 2018 and which is available in its website at [www.paramountgroupbd.com](http://www.paramountgroupbd.com)

# MANAGEMENT APPARATUS

## BOARD OF DIRECTORS

Ms. Anita Haque	: Chairman
Mr. Shakhawat Hossain	: Managing Director
Mr. Alock Kumar Das	: Director
Ms. Anita Das	: Director
Mr. A H M Habibur Rahman	: Nominated Director of Paramount Holdings Limited
Mr. A.H.M Abdur Rahman	: Nominated Director of Paramount Spinning Limited
Mr. Mritunjay Kumar Saha FCMA	: Independent Director
Mr. Kazi Md. Firoze Morshed FCMA	: Independent Director

## AUDIT COMMITTEE (AC)

Name	Position in the AC	Position in the Board
Mr. Mritunjay Kumar Saha FCMA	Chairman	Independent Director
Mr. Alock Kumar Das	Member	Director
Mr. AHM Habibur Rahman	Member	Director
Mr. Md. Robiul Islam FCS	Secretary	Company Secretary

## NOMINATION & REMUNERATION COMMITTEE (NRC)

Name	Position in the AC	Position in the Board
Mr. Kazi Md. Firoz Morshed FCMA	Chairman	Independent Director
Ms. Anita Haque	Member	Chairman
Mr. Alock Kumar Das	Member	Director
Mr. Md. Robiul Islam FCS	Secretary	Company Secretary

## COMPANY SECRETARY

Mr. Md. Robiul Islam FCS

## MANAGEMENT TEAM

Mr. Shakhawat Hossain	Managing Director
Mr. A. B. M. Delwar Hossain	Executive Director (Head of Technical)
Mr. Mohammad Jahidul Abedin	Chief Financial Officer
Mr. Mohammad Jamal Mia	Head of Printing Unit
Mr. Md. Abdul Halim	Head of Internal Audit
Mr. Md. Robiul Islam FCS	Company Secretary

# THE BOARD OF DIRECTORS



**MS. ANITA HAQUE**  
CHAIRMAN

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Ms. Anita Haque, Chairman of the Paramount Textile Ltd. An MA in English from Dhaka University, the entrepreneur within knew her calling lay in the swishes of textile. The changing season of style and the texture of fabrics left a longing in her heart for more. Years were spent in assimilating a team of experts to build Paramount textiles from the scratch.

Being a multitalented business personality, she is engaged in the Board of Paramount Insurance Co. Ltd. as Vice-Chairman; Managing Director of Paramount Agro Ltd., and Director of Paramount Spinning Ltd., Foodex International Ltd., Paramount Green Garments Ltd. and Paramount Energy Ltd. Ms. Anita has been involved in various social activities.



**MR. SHAKHAWAT HOSSAIN**  
MANAGING DIRECTOR

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Mr. Shakhawat Hossain is the Managing Director of Paramount Textile Ltd. A Masters in Marketing from Dhaka University, he has always been an enthusiast entrepreneur at heart with challenges being the stepping stones to his vast success. To enrich his knowledge, he has attended various workshops and seminars in home and abroad and also participated in the renowned various textile fairs in Paris, New York, Shanghai and Turkey.

Being a versatile business personality with more than 32 years of experience, he has successfully established the following business enterprises namely, Meghna Bank Ltd., Paramount Insurance Company Ltd., Paramount Textile Ltd., Paramount Energy Ltd., Paramount Agro Ltd., Paramount Holding Ltd., Paramount Spinning Ltd., Foodex International Ltd., Sunrise Chemical Industries Ltd. and Paramount Green Garments Ltd.

Mr. Shakhawat Hossain is also the honorary consul of Portugal in Bangladesh. Besides this, he has been an active member of the Dhaka Chamber of Commerce and Industries, Bangladesh Chamber of Commerce and Industries, Bangladesh Employers Federation and Bangladesh German Chamber of Commerce and Industries.

He is also the distinguished member of Dhaka Club, Gulshan Club, Uttara Club, Kurmitola Golf Club.



**MR. ALOCK KUMAR DAS**  
DIRECTOR

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Mr. Alock Kumar Das is a Director of the Paramount Textile Ltd. He is a visionary business personality and has versatile experience of 31 years in different business sectors. Mr. Alok Das is one of the Sponsor Director of Meghna Bank Ltd., Director of Paramount Insurance Company Ltd., Paramount Holdings Ltd., Paramount Spinning Ltd., Paramount Agro Ltd., Foodex International Ltd., Sunrise Chemicals Ltd., Paramount Green Garments Ltd. and Paramount Energy Ltd. He loves to travel around the world.

He is a distinguished member of Baridhara Club, Banani Club, Youth Club & Narayangonj Club.



**MS. ANITA DAS**  
DIRECTOR

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Ms. Anita Das is a director of the Paramount Textile Ltd. She is a graduate in Economics from Adamjee Cantonment College. Ms. Anita is also a sponsor director of Paramount Insurance Ltd, Paramount Agro Ltd., Foodex International Ltd. Paramount Spinning Ltd., Paramount Green Garments Ltd. and Paramount Energy Ltd. She is a multitasking business personality, involved in various social activities. She is a well travelled person.



**MR. A.H.M. HABIBUR RAHMAN**  
NOMINATED DIRECTOR

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Mr. A.H.M.Habibur Rahman is the Nominated Director of Paramount Holdings Limited. He is a post graduate in MSS from Jaghannath University, attended various workshops and seminars in home and abroad. He also participated in the world renowned textile fair held in Paris, New York, Shanghai, Turkey etc.

Mr. Rahman is a versatile business personality & has more than 8 years' experience in Textile, Garments, Insurance, Housing, Chemicals and Agro based industries etc.

Apart from this Mr. Rahman is a widely traveled man. For thriving his knowledge & intimating with new ideas & technologies; he has visited most of the countries all over the world. He is also a distinguished member of various social club. He also engaged himself with various social, cultural & philanthropy activities.



**MR. A.H.M. ABDUR RAHMAN**  
NOMINATED DIRECTOR

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Mr. A.H.M. Abdur Rahman is the Nominated Director of Paramount Spinning Limited. He is a post graduate in M.S in Statistics from Shah-Jalal University of Science and Technology, Sylhet. attended various workshops and seminars in home and abroad.

Mr. Rahman is a versatile business personality & has more than 12 years' experience in Textile, Garments, Energy, Manufacturing, Housing and Agro based industries etc. He is a hardworking and dynamic personality and much known in his arena.

Apart from this Mr. Rahman is a widely traveled man. For enriching his knowledge & intimating with new ideas & technologies; he has visited most of the countries all over the world. He is also a distinguished member of various social club. He also engaged himself with various social, cultural & philanthropy activities.



**MR. MRITUNJAY KUMAR SAHA FCMA**  
INDEPENDENT DIRECTOR

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Mr. Mritunjay Kumar Saha FCMA, the Independent Director of the Company has obtained his M.com in Accounting from University of Dhaka. He completed his CMA degree from the Institute of Cost and Management Accountants of Bangladesh (ICMAB). He is a Fellow member of ICMAB. He has long around 27 year's professional experience in the field of Accounts & Finance. He has been participating in various seminars, conferences in home and abroad.



**MR. KAZI MD. FIROZE MORSHED FCMA**  
INDEPENDENT DIRECTOR

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Mr. Kazi Md. Firoze Morshed FCMA, the Independent Director of the Company is a Fellow member of the Institute of Cost & Management Accountants of Bangladesh. He is the partner of SAFE-Q Associates & Co. a Cost & Management Accountants Firm. He obtained his Master Degree in Accounting. Mr. Kazi has around 21 year's professional experience in the field of Accounts & Finance. He has participated in various workshops, seminars, conferences in home and abroad.



**WATER RESERVOIR OF  
FIRE HYDRANT SYSTEM**

# THE MANAGEMENT TEAM



**MR. A.B.M. DELWAR HOSSAIN**  
EXECUTIVE DIRECTOR (HEAD OF TECHNICAL)

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Mr. A.B.M. Delwar Hossain is an Executive Director of the company. He has completed his B.Sc Engineering in Textile from “Bangladesh Textile University” and Post Graduation Diploma in Industrial Management from Bangladesh Institute of Management (BIM). He also participated in many short and long term professional trainings from various International and National institutions.

Mr. Hossain had started his career with Beximco Textile Ltd in the year 1995 as Executive and resigned from there on November 2008 as Sr. Dye House Manager. He has vast knowledge on textile wet processing and diversified experiences to deal with all top class brands. He has joined in Paramount Textile in the year 2008 as Deputy General Manager and currently holding the position of Executive Director and Head of Technical.

Apart from this Mr. Hossain is a widely traveled man. For thriving his knowledge & intimating with new ideas & technologies; he has visited most of the countries of the world. He also engaged himself with various social, cultural & philanthropy activities.



**MR. MD. JAMAL MIA**  
GENERAL MANAGER

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Mr. Md. Jamal Mia is the General Manager of the company. He had completed his B.Sc Engineering in Textile from “Bangladesh Textile University”. He also participated in many shorts and long terms professional trainings from various International and National institutions.

During his wide expand of career Mr. Mia has been working with Divine Group, Knit Concern Group, Palmal Group, Apex Weaving & Finishing Mills Ltd etc. in various managerial capacity. He has vast knowledge on textile wet processing and diversified experiences to deal with all top class brands. Finally he has been joining in Paramount Textile in the year 2017 as General Manager in Printing Unit.

Apart from this Mr. Mia is a widely traveled man. For thriving his knowledge & intimating with new ideas & technologies; he has visited many countries of the world. He also engaged himself with various social, cultural & philanthropy activities.



**MR. MD. ABDUL HALIM**  
HEAD OF INTERNAL AUDIT

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Mr. Md. Abdul Halim is the General Manager of the company. He completed his Master's degree in Management and MBA in Finance. For flourishing his knowledge, he also participated in different professional trainings & programs in home & abroad.

Mr. Halim has made solid contributions to different national & multinational company since 2003 to till now. His wisdom helps the Company to formulate policy & to set-up strategic planning and direction for the entire range of its activities. Involved to set business planning, financial planning, marketing policy, procurement policy, dividend policy, expansion/future business policy and other business affairs in Textile and Energy sector.

Dealing with financial institutions, Government Regulatory Bodies, International vendors, legal bodies, and other concern departments as a part of corporate management policy. He also engaged himself with various social activities.



**MR. MOHAMMAD JAHIDUL ABEDIN**  
CHIEF FINANCIAL OFFICER

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Mr. Mohammad Jahidul Abedin is the Chief Financial Officer of the company. He is a part qualified Chartered Accountant from the Institute Of Chartered Accountants Of Bangladesh (ICAB) & M.Com in Accounting from National University. He has participated in different national and international trainings and programs.

Mr. Abedin is a distinguished person for his diversified career. He has started his first path of career in 2005 & till date he has engaged himself with various renowned national & Multinational Companies in Textile & RMG sectors. Finally in December 30, 2015, he has appointed as Chief Financial Officer in Paramount Textile Ltd. & till date he has been proving his professional endeavor for the betterment of the company. His role covers Corporate Finance, banking, Accounts, Tax & VAT in favor of the Company.

Apart from this Mr. Abedin is a widely travelled person. For flourishing his knowledge & intimating new ideas, he had visited various countries in the world. He also engaged himself with various social activities.



**MR. MD. ROBIUL ISLAM FCS**  
COMPANY SECRETARY

Mr. Md. Robiul Islam is a Fellow Member and Member Secretary of the Dhaka Regional Chapter (DRC) Sub-Committee of the Institute of Chartered Secretaries of Bangladesh (ICSB) and also a Strategic Level learner of Chartered Institute of Management Accountants (CIMA) UK & Institute of Certified General Accountants of Bangladesh (ICGAB). Mr. Islam is a post graduate in Accounting & also has enriched himself through successfully completing LL.B, ITP & Post Graduate Diploma in Human Resource (PGDHR). He has participated in various national & international conferences, trainings & CPD programs.

Mr. Islam was joined in Paramount Textile Ltd. at the mid of 2014 as Assistant Company Secretary. Simultaneously he has been promoted as Company Secretary Effects from 03rd November, 2014. Before joining in Paramount Textile he worked in Ha-Meem Group; one of the largest business conglomerates of the country. During his solid service tenure, he has been working in the area of corporate governance, financial management, social compliance, stakeholder's relations, regulatory management and public communications etc.

Apart from this Mr. Islam is a widely travelled person in home and abroad. For flourishing his knowledge & intimating new ideas, he had visited various countries in the world. He has engaged himself with various social activities and philanthropists activities.



**BIOLOGICAL ETP PLANT**



## CSR & WELFARE ACTIVITIES

CORPORATE SOCIAL RESPONSIBILITY:

CSR is an evolving business practice that incorporates sustainable development by delivering economic, social and environmental benefits for all stakeholders. PTL's Corporate Responsibility initiatives are firmly based on three key pillars of our society, economy and environment and we are responsible for our impact on society, economy and environment. Our corporate social responsibility is about addressing the needs of all the stakeholders in a way that advances our business and makes a positive and meaningful contribution to the society.



We endeavor to achieve our objectives in the area of corporate social responsibility in the following manner:

- Minimizing the environmental impact of our operations
- Supporting charitable ventures, relief operations and environment protection.
- Coming to the aid of the poor and the needy people of the society.
- Maintaining high compliance standard in regard to all relevant laws and regulations of all regulatory bodies.
- Supporting art, education, sports, culture, health-care etc
- Supporting development of the women community.
- Offering competitive pay package and career path to the employees and creating a congenial workplace.
- Enhancing shareholder value by optimizing financial performance at a competitive cost.
- Implementing policies rendering people responsible and accountable
- Continuously improving our CSR performance
- Donating various Govt recognized organization
- Employment to disable person
- Providing fabric to Anjuman Mofidul Islam.

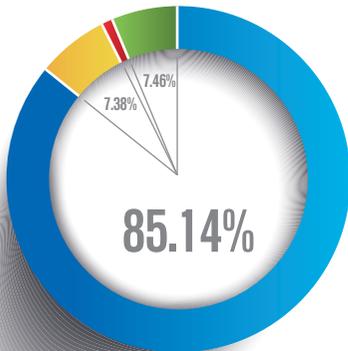
During the year the company had spent around Tk. 20,289,582.00 in CSR and Welfare activities for the betterment of the society.



# OUR PERFORMANCE

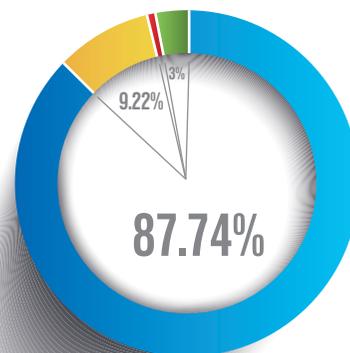
The benefits that our strategy delivers, translate into growth oriented performance and sustainable business for the shareholders and society at large are dictated below:

The segment Wise Performance of the Company Are Given Below:



## SEGMENT WISE REVENUE 2018-19

- Yarn Dyed Fabric (85.14%)
- Knit yarn Dyeing (7.38%)
- Sweater Yarn Dyeing (0.015%)
- Printing (7.46%)



## SEGMENT WISE REVENUE 2017-18

- Yarn Dyed Fabric (87.74%)
- Knit yarn Dyeing (9.22%)
- Sweater Yarn Dyeing (0.04%)
- Printing (3%)

# FINANCIAL PERFORMANCE

## REVENUE REACHED AT

Significant Revenue growth @ 37.73% compare to last year within a competitive business environment

**5673.85**  
**MILLION**  
BDT

## GROSS PROFIT INCREASED AT

Gross profit increased by 25.13% compare to last year

**855.04**  
**MILLION**  
BDT

## EBITDA REACHED AT

EBITDA increased by 19.26% compare to last year

**1346.65**  
**MILLION**  
BDT

## NET PROFIT AFTER TAX STOOD AT

Net Profit after Tax increased by 48.29% compare to last year

**411.55**  
**MILLION**  
BDT

## NOCFPS REACHED AT

NOCFPS increased by 64.79% compare to last year

**4.40 BDT**

## EPS (BASIC) STOOD AT

EPS increased by 41.40% compare to last year Basic EPS

**3.04 BDT**

# NON-FINANCIAL PERFORMANCE

## WATER CONSERVATION PLAN

Reduce water consumption by 20% considering year 2017

### Upcoming Plan:

Rain Water harvesting

Replace water taps with aerator water taps.

Replace single flush with dual flush.

Rest of the machine's cooling water recycling.

## WASTEWATER

Establishing Biological ETP having capacity 4800m<sup>3</sup>/day which reduces 95% capacity of inlet pollution load with cheaper operating cost nearly 6/7 BDT / m<sup>3</sup>.

### Upcoming Plan

ZLD plant Implementation to Recycle, Reuse Waste water from ETP outlet.

## WASTE MANAGEMENT

All wastages in factory ambience are tracked and monitored regularly by tracing hazard and non-hazard categories and kept in Govt. & company's store

## REDUCTION PLAN

Plan to reduce 5% waste considering 2017 as base year

## CHEMICAL MANAGEMENT

According to ZDHC guideline we are implementing the Chemical management from purchase to final disposal.

## CHEMICAL CONSERVATION PLAN

Using Low liquor ratio and energy saving dyeing Machines.

Installation of CRP (Caustic Recovery Plant) reducing the chemical consumptions as well as pollution of load of ETP.

## SUSTAINABLE SOURCING

Organic Yarn sourcing for fabrics production

## HEALTH & WELL-BEING

Ensure benefits to all employees for better livelihood

## RECOGNITION

National Export Trophy: National Export Trophy:

## RECOGNITION FOR QUALITY

Awarded International Trophy for Quality from Global Trade Leaders' Club, Paris

## GOOD GOVERNANCE

Awarded Corporate Governance Excellence Award from ICSB for ensuring good governance within the company

# PTL SHARE INFORMATION

## GENERAL INFORMATION

Authorized Share Capital	: Tk. 2000 Million
Issued and Fully Paid-up Capital	: Tk. 1354.99 Million
Class of Share	: Ordinary Share @ Tk. 10 each
Voting Rights	: One vote per Ordinary Share

## STOCK EXCHANGES LISTING:

The share of the PTL is listed with both Dhaka & Chittagong Stock Exchange Ltd.

## DISTRIBUTION OF SHAREHOLDINGS:

Share Holding Range	30.06.2019			30.06.2018		
	Number of shareholders	No. Of share	Percentage of share holding	Number of shareholders	No. Of share	Percentage of share holding
1 - 500	3689	820,088	0.605	4341	977,494	0.757
501-5000	1099	2,264,432	1.671	1063	2,137,751	1.657
5001 - 10000	242	1,815,942	1.340	222	1,689,234	1.309
10001-20000	177	2,652,956	1.958	160	2,349,868	1.821
20001- 50000	149	4,676,834	3.452	135	4,498,326	3.486
50001- 100000	51	3,698,636	2.730	61	4,516,912	3.500
100001-10,00,000	82	20,014,925	14.771	79	22,888,770	17.737
10,00,001- 50,00,000	11	22,657,931	16.722	11	16,752,827	12.982
50,00,001-1,00,00,000	2	19,499,240	14.391	2	18,570,706	14.391
1,00,00,001- above	4	57,398,845	42.361	4	54,665,569	42.361
<b>Total</b>	<b>5506</b>	<b>135499829</b>	<b>100.00</b>	<b>6078</b>	<b>129,047,457</b>	<b>100.00</b>

## DIVIDEND

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Dividend	9% Stock and 7% Cash	5% Stock and 7% Cash	10% Stock and 5% Cash	10% Stock and 7% Cash	16% Cash
Dividend Pay-out Ratio	52.68%	55.80%	78.13%	92.40%	90.4%

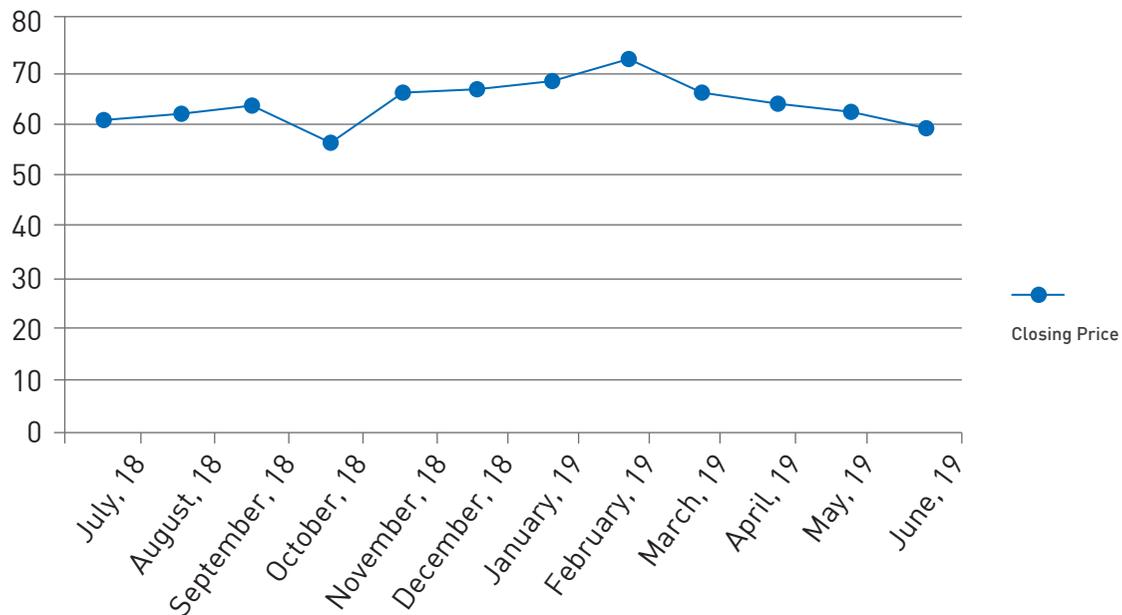
## MARKET VALUE PER SHARE

Particulars	30.06.2019	30.06.2018
Highest during the year	74.3	54.4
Lowest during the year	50.7	32.3
Average during the year	62.5	43.35

## YOUR CAPITAL GAIN IN SHARE RISES FURTHER

Continuing the positive momentum from last year, Financial Year 2018-19 saw PTL's share gaining a healthy 44.18% growth compare to last year average price. This clearly indicates the market's confidence in the positioning of our brand and our potential to fulfill the increasing demand of our customers. Some other factors like new expansion & BMRE investment, getting International and Local award paves the way for higher demand of our shares.

## Closing Price



## INVESTOR'S RELATION

Any information about our financial results, our business outlook and our share is provided on our corporate website at [www.Paramountgroupbd.com](http://www.Paramountgroupbd.com)

## REDRESSAL OF INVESTOR COMPLAINT

Our investor relations team places high degree of importance to investor queries and complains. Every possible step for timely resolution of issues and grievances are taken to ensure investor satisfaction. The mechanism of redressal of investor complain is explained below:

Investors are encouraged to address their queries via e-mail: [info@paramountgroupbd.com](mailto:info@paramountgroupbd.com), [secretary@paramountgroupbd.com](mailto:secretary@paramountgroupbd.com), [share@paramountgroupbd.com](mailto:share@paramountgroupbd.com). Investors can also register their complains and queries through an application to the Company Secretary.

Investor relations team acknowledges the complaint and contacts the investors to confirm the identity:

- Shareholders BO ID
- Shareholders Name
- Other related information based on query

Investor relations team, after confirming the shareholders identity, addresses their queries and provides required information/ guidance

## FREE FLOAT SECURITIES HOLDING

The free float shareholding as in 30th June, 2019 are given below:

<b>1.Total Outstanding Securities</b>			<b>135,499,829</b>
	a. Securities held by Sponsors/Directors	82,318,075	
	b. Securities held by Government	N/A	
	c. Strategic Stakes by Private Corporate Bodies/ Individuals (any holding more than 5% held by an individual/ company be considered as strategic)	N/A	
	d. Securities held by associate companies (Cross holdings)	N/A	
	e. Any other locked-in securities	N/A	
<b>2. Subtotal (a to e)</b>			<b>82,318,075</b>
<b>Total Free Float Securities(1-2)</b>			<b>53,181,754</b>
No. of Sponsors			8
% of free float securities in respect of total securities			39.249%

# INTEGRATED REPORT:

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An integrated report is a concise communication about how an organization's strategy, governance, performance and prospects lead to the creation of value over the short, medium and long term. The main purpose of an integrated report is to improve the quality of information available to shareholders and other stakeholders on a company's real situation.

## SCOPE AND BOUNDARY:

The integrated report covers the period From July 01, 2018 to June 30, 2019. We have referred to the guidelines of Integrated Report, issued by the Institute of Chartered Accountants of Bangladesh (ICAB) in the form of 'Integrated Reporting Checklist', which is in congruence with the integrated reporting framework prototype issued by the International Integrated Reporting Council (IIRC).

In elucidating the Company's operations and financial performance, we have extracted the financial information from the Audited Financial Statements for the year ended 2018-19 with relevant comparative information. The financial statements consistently comply with the requirements of:

- International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs)
- The Companies Act, 1994
- Securities and Exchange ordinance 1969
- Bangladesh Securities and Exchange Rules 1987
- Bangladesh Securities and Exchange Commission Act 1993
- Bangladesh Securities and Exchange Commission IPO Rules 2006
- Any other directives, orders and circulars issued by Bangladesh Securities and Exchange Commission
- Dhaka Stock Exchange (DSE) Listing Regulations, 2015, Chittagong Stock Exchange (CSE) (Listing) Regulations, 2015
- The Income Tax Ordinance, 1984 and Finance Act 2018
- SRO's and other notification issued by National Board of Revenue (NBR)
- The Value Added Tax Act, 2012
- SRO's and other notification issued by National Board of Revenue (NBR)
- Any other applicable laws and regulation

We have extracted the disclosure of non-financial information from our day to day maintained robust MIS reports for the statement of financial position, unless otherwise stated that it has been extracted from a reliable source. Reflecting our integrated thinking, the report extends beyond financial reporting and includes non-financial performance, including opportunities and risks, which have a significant influence on our ability to create value along with the strategies adopted and stakeholder outcomes resulting from strategies.

Furthermore, there have not been any significant changes to the scope, boundary and reporting basis since the last reporting date as of June 30, 2019.

The Sustainability requirements, as elaborated separately in our Sustainability Report, adhere to the guidelines issued by the Global Reporting Initiative (GRI) Standard, UN Sustainability Development Goals (SDGs)

To report our Corporate Governance consistently comply with the requirements of:

- Corporate Governance Code No. BSEC/CMRRCD/2006-158/Admin/80 dated 3 June, 2018 issued by Bangladesh Securities and Exchange Commission (BSEC).
- The Companies Act, 1994
- Securities and Exchange ordinance 1969,
- Bangladesh Securities and Exchange Rules 1987,
- Dhaka Stock Exchange (DSE) Listing Regulations, 2015,
- Chittagong Stock Exchange (CSE) (Listing) Regulations, 2015
- Central depository Bangladesh Limited (CDBL) rules & regulations.

## EXTERNAL ASSURANCE:

The company has obtained external assurance to ensure the trustworthiness on the following reports in the respective period under consideration:

SL.No	Description of Report	External Assurance
01	Audited Financial Statements	M/S Fames and R Chartered Accountants
02	Corporate Governance	Suraiya Parveen & Associates
03	Tax Consultant	Zaman & Associates
04	Credit Rating Agency	Alpha Credit Rating Limited

## COMPARABILITY:

All the information presented in this report is on the same basis as the 2018-19 report in terms of the entities covered, the measurement methods applied and time frames used. The information provided covers all material matters relating to business strategy, risk and areas of critical importance to our stakeholders. The structure of the report has been further developed as part of our continuous focus on improving communication to our stakeholders.

## AVAILABILITY OF THE ANNUAL REPORT

The hard copy & soft copy of the Annual Report has been sent to all shareholders, prior to holding the Annual General Meeting, giving due period of notice. Moreover, for the benefit of all stakeholders, the report has been made available in the website: [//www.Paramountgroupbd.com](http://www.Paramountgroupbd.com)

## RESPONSIBILITY OVER THE INTEGRITY OF THE INTEGRATED REPORT:

I acknowledge the integrity of the disclosures contained in the Annual Report 2018-19 which contained in the Integrated Report presented herewith which comprise the discussion and analysis, disclosures pertaining to stewardship, which should be read in conjunction with the audited financial statements and other reports given in the Financial Reports section of the Annual Report 2018-19. I affirm that the Annual Report 2018-19 presented herewith has been prepared in accordance with all applicable reporting frameworks.



Shakhawat Hossain  
Managing Director



# SUSTAINABILITY REPORTING

## SUSTAINABLE BUSINESS FOR A SUSTAINABLE WORLD



Sustainability reporting enables organizations to consider their impacts of wide range of sustainability issues, enabling them to be more transparent about the risks and opportunities they face. We made our sustainability report on economy, environment, Product, Good Employee practice and social impacts caused by everyday activities of our organization. Our sustainability report presents the organization's values and governance model, and demonstrates the link between its strategy and its commitment to a sustainable world.

Sustainability reporting can help us to measure, understand and communicate economic, environmental, social and governance performance, and based on these we set goals, and manage change more effectively.

### SUSTAINABILITY REPORTING GUIDELINES

Paramount Textile Ltd.'s sustainability reporting has been prepared on the basis of guidelines from the Global Reporting Initiative (GRI). It aims to provide only disclosures and indicators that are material to the business about the economy, Product, environmental, Good Employee Practice and social impacts that really matter.

### SUSTAINABILITY:

ENVIRONMENT  
SOCIAL  
PRODUCT  
ECONOMY  
GOOD EMPLOYEE PRACTICE

### ENVIRONMENT

#### WATER:

Continuously tracks the water consumption by using water flow meter in the factory as well as reduce the consumption through cooling water recycling, re-using hot water of boiler etc.

#### WASTAGE WATER:

- i. We have biological ETP having capacity 4800m<sup>3</sup>/day installed by Italian Brand.
- ii. This is an environmental friendly and conventional solid growth process having about 95% reduction capacity of inlet pollution load with cheaper operating cost nearly 6/7 BDT / m<sup>3</sup>.  
ETP outlet parameters are well-controlled meeting the DoE, BSR as well as all buyers' requirements tested by in house lab as well as third party.



## CHEMICAL MANAGEMENT

According to ZDHC guideline we are implementing the Chemical management from purchase to final disposal.

- i. Chemical Management Policy.
- ii. Chemical Inventory, keeping and displaying SDS.
- iii. Purchasing ZDHC, MRSL Compliant Dyes and Chemicals.
- iv. Monitoring and Controlling ZDHC, MRSL and RSL.
- v. Conducting the Waste Water Test of ZDHC as well as Detox by third party.
- vi. Taking action plan to phase out if any detection of ZDHC.
- vii. Safe handling and Storing plan.
- viii. Chemical Risk Assessment.
- xi. Conducting training about Chemical Management Plan including chemical safe handling and storing, Proper PPE use etc.

## ENERGY SAVINGS:

Our initiatives which we taken to save mother earth by saving energy-

- i. Currently we are using 20 KW solar powers reducing the use of non-renewable fuels.
- ii. Exhaust Gas boiler with capacity of 2 Ton using the Exhaust Gas of Generator and saving 140 m<sup>3</sup>/h of gas. Besides it helps to reduce the amount of hear discharge to the environment.
- iii. Inverter run Air Compressors increase the efficiency of the machine and reduce the consumption of electricity. Total 250 KW/h electrical energy is saving from these compressors.
- iv. Exhaust gas Chiller Plant reuse the exhaust gas from gas generators. This reduces discharged heat in the environment as chiller plant use the heat. 210 KW/h electrical energy is saving from the process.
- v. Old Florescent Lights which are less efficient are replaced with Energy saving and ecofriendly LED Lights that save 130 KW/h electrical energy
- vi. Using transparent sheets in production floor to get sun light at day time. It is saving 50 KW/h electrical energy.
- vii. 80 KW/h electrical energy is saving from 01Sizing Machine,01 Warping Machine & 34 Air Jet Loom by using inverter controlled IE2 motors.
- viii. Total 88 numbers of Picanol rapier machines save 135 KW/h energy as it does not need any compressed air.
- ix. Heat recovery system in Bleaching, Mercerizing & Pad Steam machines are saving 12 tons of steam per day.
- x. Economizers are used at boilers and it save 72 m<sup>3</sup> gas per hour.

## CARBON EMISSION

PTL is very much concern about the reduction & control of carbon emission to the environment. To achieve this target the company has been trying to use all modern machineries in process and adopted a lot process in production to minimize carbon emission. Carbon analyzer is used to check the level of emission all the time.



## WASTE MANAGEMENT

### LIQUID WASTE:

Liquid wastes are collected through industrial drainage system network spread below each production floor, production room and through UPVC piping network which is directly connected to ETP through pipeline. After final treatment of waste water with the help of ETP, the company complies with waste water characteristics guideline of Bangladesh environmental regulation. Every day routine test is carried out to ensure compliance with the waste water regulations.

### SOLID WASTE:

Solid waste are collected and stored in a separate place every day after production. Solid wastes like cartoons, bags etc. which are not directly in contact with products are first shredded into small pieces with the help of shredding machine and then the wastage sold to third party for recycling. Other solid wastes need to be incinerated and buried underground. All wastages in factory ambience are tracked and monitored regularly by inventory Non-hazardous and hazardous are given to government authorized waste collectors for proper disposal

### ENVIRONMENTAL CERTIFICATIONS

As a recognition of our work we have already certified from the below mention body corporate:

- I. Environmental Clearance
- II. Oeko-Tex Standard
- III. Global Organic Textile Standard (GOTS)
- IV. Organic Content Standard (OCS), Standard 100.

## SOCIAL

### PROMOTING EDUCATION

PTL always trying to ensure "Education for all" among all of its employee's children and neighbors. That's why the company has been made a Building at nearby school & also made Mosque, Mandir for enhancing religious sprits

### FAIRNESS IN WORKPLACE

PTL has been nursing to ensure safe and sound working place to all. It has already ensure all modern amenities in working place and always adheres to adopt all sorts of new system in work place.

### EQUAL JOB OPPORTUNITY

PTL has been nursing to ensure safe and sound working place to all. It has already ensure all modern amenities in working place and always adheres to adopt all sorts of new system in work place.



## HEALTH & HYGIENE

PTL has been maintaining health & hygiene issue since the inception of the organization. It's already available all sorts of modern health and hygiene materials to ensure the issues in every aspect of the company.

## SAFETY

Safety is the prima facie concern of PTL. To ensure safety for all the company has already installed & available all sorts of safety instruments within the company

## TREATMENT FOR ALL

PTL has been setting up a medical unit within factory premises through which the company has ensured treatment for all during their work and also provide free medicine as well. Specialist doctors, nurses are always available and ensure 24/7 medical consultancy services through GP Tonic etc. & doctors presence physically.

## FAIR PRICE SHOP

PTL has established a fair price shop into the factory premises for its employees through which the company provide safe food at lower price among all which save the addition time for shopping into the market and give more time in family life.

## PRODUCT

PTL always concern about its products which the company produces to its customers. To ensure quality the company has been using below mention among others:

- Organic Cotton
- BCI standards cotton
- Supima etc among others
- Core Spun yarn
- Linen Yarn
- Viscous Yarn
- Tencel Yarn
- Contimination free yarn
- CMIA Yarn
- Indigo Yarn
- Melange Yarn
- TC Yarn
- Lurex Yarn

## ECONOMY

PTL is one of the major contributors to the economy of Bangladesh in textile industry. During the reporting year total earning proceeds by the Company through export is Tk. 5673.85 Million and deposited Tk. 53.55 Million to the Government Exchequer as corporate tax, VAT,SD and others against the proceeds. The company also pay off Tk. 716.69 Million in its employment purpose during the year whose positive impacts contributes much more into the the national economy.

Following table showing PTL contribution in the national economy in terms of Export business, Tax, VAT, Dividend & Employment generation.

## CONTRIBUTION TO NATIONAL ECONOMY:

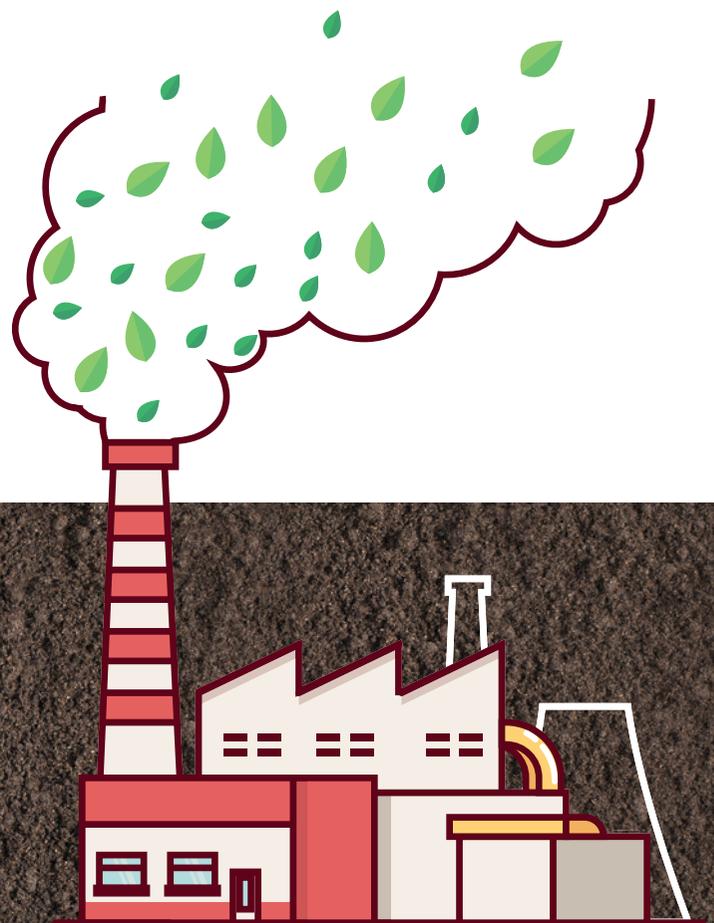
Particulars	2018-19	2017-18
Export Business	5,673.85	4,119.60
Tax, VAT & Others	57.26	50.67
Dividend to Shareholder	154.86	175.97
Employment	716.69	584.31

## GOOD EMPLOYMENT PRACTICES

PTL considers its human resources as its assets. Therefore it is committed to offering competitive compensation, benefits, training and development, congenial working environment to bring dynamism and growth in business. Our Human Resource Strategy is designed to attract, retain and motivate the best people in many ways:

- Merit based Recruitment
- Fair Remuneration Policy
- Positive Working Environment
- Recognize Reward and Reinforce the Right Behavior
- Training and Development
- Equal employment opportunities
- Zero tolerance policy on sexual harassment

We believe this approach attracts new talent, retains valuable employee and underlines the reputation of the company as a good employer.



# RISKS MANAGEMENT

Risk is defined as the chance of exposure to the adverse consequences of uncertain future events. This is an integral part of any organization. As a routine work the company's risk management team work intensively to identification, assessment, and prioritization of risks followed by coordinated and economical application of resources to minimize, monitor, and control the probability and/or impact of unfortunate events or to maximize the risk within the set limit. The risk management team always taking into consideration internal and external factors while taking initiatives to control and mitigate risks considering threat to sustainability and negative impact on environment.

The company's risk management policies are established to identify and analyze the risks faced by the company to set appropriate risk limits and controls and to monitor risks and adherence to limits.

The company has experience to the following risks from its operation;

<b>Operational risk</b>	<b>Credit risk</b>
<b>Liquidity risk</b>	<b>Market risk</b>
<b>Price fluctuation risk</b>	<b>Currency risk</b>
<b>Interest rate risk</b>	<b>Sustainability &amp; Environment impact</b>

The company management has overall responsibility for the establishment and oversight of the company's risk management framework.

## OPERATIONAL RISK

Operational risk addresses the risk associated with fraud, forgery, unauthorized activities, error omission, system failure and external events others. Pre-prescribed Checklist, Credit Inspection report, strong surveillance team etc are in place covering all probable risks associated with company's business and operations. Surprise audits and frequent inspections are also made on a regular basis by internal audit team to make sure that all control tools are functioning properly.

## 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 principally from the company's receivables from subscribers; interconnect operators roaming partners and dealers.

Management has a credit policy in place and the exposure to credit risk is monitored on ongoing basis. In monitoring credit risk, debtors are grouped according to whether they are an individual or legal entity, ageing profile, maturity and existence of previous financial difficulties. Accounts and other receivables are mainly related to the company's subscribers. The exposure of the company to credit risk on accounts receivables is mainly influenced by the individual payment characteristics of post-paid subscribers. Interconnection receivables are normally paid within three months from when they are invoiced and credit risk from this receivable is very minimal. The company employs financial clearing houses to minimize credit risk involving collection of roaming receivables. Credit risk does not arise in respect any other receivables.

At the reporting date, there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position.

## 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. Due to business expansion, presently the company facing little bit liquidity risk to smooth operation. 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.

## MARKET RISK

Market risk is the risk that changes in market conditions, customer behavior, business reputation loss by the country, market prices, such as foreign exchange rates and interest rates will affect the company's income or value of its holding of financial instruments. Due to declining Turkish market business and new factories setting up China, India, Indonesia, Ethiopia etc in the coming days it will be difficult to operate business smoothly. The objective of market risk management is to manage and control market risk exposures within acceptable parameters.

## PRICE FLUCTUATION RISK

PTL along with other companies in the industry faces price fluctuation risk because of volatility of yarn price in the market emanating from fluctuation of raw cotton price in the international market. In recent times the price of yarn has considerably fluctuated in local and global market and the continuance of this will put pressure on the cost of production as well as price of finished goods. PTL procures maximum raw materials (Yarn, Dyes and Chemicals) from abroad and provides the finished goods (fabrics) to some export oriented local garments and buyers. So considering the volatility of raw material price as well as finished goods price in the international market, CRISL foresees that the company is exposed to price fluctuation risk.

## CURRENCY RISK

The company is exposed to currency risk on certain revenues and purchases, resulting receivables and payables, and interest expense and repayments relating to borrowing incurred in foreign currencies. Majority of the company's transactions are denominated in USD. The Company has not entered into any type of derivative instrument in order to hedge currency risk due to stable exchange rate in the country and inflow of USD.

Interest rate risk

Interest rate risk is the risk due to changes in interest rates on borrowing. The risk arises for fluctuation of floating interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at 30 June 2018 due to upward movement in LIBOR rate and a stable money market in the country.

## SUSTAINABILITY & ENVIRONMENT IMPACT

The management is committed to manage and protect environment as an integral part of its business. To reduce environmental footprint, the company has formed an Environmental Management System (EMS) team. Standard environmental policy has been formulated which addresses management of:

- Water use
- Waste Water
- Air Emissions
- Waste management
- Energy and GHG
- Chemical management

The management has efficiently readdressed above issues to ensure sustainable business. We are also a very strong advocate of an Eco-friendly and Green environment for ensuring sustainable development and have undertaken multifarious steps like Energy cogeneration in our Factory. To further reduce the carbon footprint, we have a planned afforestation program whereby trees are being planted regularly all over our factory premises.

Our vision has emerged to become one of the leading and most trusted yarn & solid dyed fabric manufacturer attaining sustainable development in business. We focus on environmentally friendly state-of-art machineries and promote safe working conditions for our colleagues.

As discussed above, it may be deemed that the company is trying to manage its risk within its target limit which is within its control but which depends on macro & world economy situations. The best that can be achieved is reasonable management of the risk to which the company is exposed through a sound management process based on most accurate, timely and intensive manner.



## OUR PEOPLE, OUR PRIDE

### 100% BANGLADESHI MANAGEMENT

Paramount always believe in its manpower and we are the only one who has been appointing 100% Bangladeshi people to drive its stirring through maintaining world class quality. The Company recognizes that its employees are an integral part of the Company and the most important resources in the organisation. They bring values, skills, diversity and expertise to PTL that make up the market leader in the textile sector of the country. It is also the dedication, knowledge and performance of the employees and excellence of the senior management team that consolidate its position as the market superior in the said field. Accordingly, human resource development remains the center piece of its corporate policy. Therefore, the employees, who serve in the Company, are united in their common endeavor to contribute to the strength and growth of the Company.

As strategic initiatives include developing competencies, identifying and nurturing a strong pipeline of competent employees, continually engaging talent and helping employees with their career aspirations.

PTL always concern about the improvement of its existing employees as routine work and hiring the most potential employees through its strong & efficient internal talent hunting team. The company has designed its management team a good blending of young and experienced people though ensuring their best efforts towards the business development of the company. Through this way, the company has become one of the best employers in the textile sector of the country.

### EMPLOYEES IN THE TEXTILE SECTOR OF THE COUNTRY

PTL has been all sorts' facilities & benefits according to Bangladesh Labor Laws and as well as other Regulatory requirements. Among these we are focusing a few of them as below:

#### EQUAL EMPLOYMENT OPPORTUNITY / GENDER DIVERSITY

The Company will maintain a policy of nondiscrimination with all employees and applicants for employment. All aspects of employment within the Company will be governed on the basis of merit, competence and qualifications and will not be influenced in any manner by gender, religion, caste or region or physical disabilities. The company has been appointing a few physically disable people to live like a good citizen not to limited into circle.

#### RECRUITMENT AND SELECTION

PTL always try to recruit the best talent through its Recruitment and Selection Policy which has been framed with the view of recruiting and selecting people who have a strong desire to achieve the Company's vision, and who will assist us in achieving the business results.

#### TRAINING AND DEVELOPMENT

Training and Development activities help new employees learn how to perform their jobs and help existing employees to improve job performance and prepare for higher positions. The primary purpose of training and development in the Company is to assist its employees to improve their skills, knowledge and overall abilities in order to enhance both their personal growth and contribution to achieve of the Company's objectives. The company has given training both home and abroad.

The performance management process enables Appraisers to meet specific development objectives by:

- linking all Training and Development to performance objectives
- prioritizing Training and Development events in terms of business imperatives
- assessing the contribution made by Training & Development

Training and Development Manager will be held accountable to Head of HR for ensuring implementation and monitoring of all throughout the Company.

## COMPENSATION AND BENEFITS

With a view to retain and motivate our employe talent and helping employees to achieve the maximum efficiency and productivity, it is essential that the terms and conditions of employment compare favourably with other companies. To maintain that situation, salary/wages and terms and conditions of employment are reviewed periodically and are matched with market forces. The company has designed its compensation and benefits through offering best packages in the industry.

The company is very much conscious about employee's benefits. Our employees enjoy enormous benefits from the company. These initiatives have established a good reputation and brought its name and fame in home and abroad. We currently ensure the following benefits to its employee and few are also into consideration-

- The provident fund.
- Service Benefit
- Establishing fare price shop for providing Healty Food
- Continuous Training for the Skill development of the employees
- Earn leave, sick leave, casual leave and maternity leave.
- Night allowance
- Death Insurance
- Festival Bonus
- 24 hours medical facilities
- Housing facilities
- Napkins among the female workers
- Oral saline in summer season
- Winter dress
- Additional two festival leave
- Loan availment from provident fund
- Personal loan at distress time
- Treatment facilities among the helpless employees
- Child care facility for the workers
- Corporate Agreement with various company for confirmng extra benefits
- Corporate Agreement with various Hospital
- Cultural programs in Pohela Boishakh
- Ifter party and allowance
- Annual Picnic
- Inter Cricket/Football match

## PERFORMANCE MANAGEMENT

Managing performance is about identifying what the individual or team must do to achieve business goals, and finding ways to do this better than before. Managing performance is about getting the right job done now, and developing the individual to do a better job tomorrow.

Our business goals are achieved through the performance of all employees in the Company. Performance Management System is the means by which to get alignment of personal goals with business strategy, provide feedback for performance improvement and help identify and exploit the potential of our people. PTL designed the performance management of employees based on its set-forth policy. The Performance appraisal team evaluates the performace of its employees as periodic basis based on their daily activites.

## EMPLOYEE SAFETY & PROTECTION INITIATIVES

The company is committed to managing a safe, secure and healthy working environment. Safety of the employees, customers, suppliers and local communities, and the protection of the physical environment in which PTL operates are the prime importance.

As safety is the highest priority, all protective measures have been taken to avoid all sorts' unexpected accidents as well as others in the workplace which are given below:

We are always very much concern about our employees. To ensure health and safety for the greater benefit of the workers we already took the following initiatives-

## HEALTH AND SAFETY

### FIRE DETECTION SYSTEM:

Addressable Fire Detection System has installed and monitored from fire detection room. All modern detectors are used like smoke detector, heat detector, multi detector, beam detector and aspiration smoke detector

### FIRE FRIGHTENING EQUIPMENT:

Fire extinguishing equipped with ABC Dry powder, Carbon Di-Oxide and Foam Type are available in the factory. Besides these fire blanket, mask, fire beater, fire hook, fire buckets etc. makes the extinguishing system more effective.

### FIRE HYDRANT SYSTEM:

150HP, 1000GPM Electrical pump, 1000 GPM diesel pump and 10 KW jockey pump ensure water during any unwanted fire incident and keeps the factory safe. Sprinkler also used at due places. Our water reservoir & natural sources like lake water supply huge amount of water through the pumps.

### **PUBLIC ADDRESS SYSTEM (PA SYSTEM):**

Whole factory premises is under coverage of PA system which is controlled centrally.

### **LIGHTENING PROTECTION SYSTEM (LPS):**

All Buildings at factory Premises are provided Lightning Protection System (LPS) for the safety of workers and machines. All LPS are Conventional type

### **PERSONAL PROTECTIVE EQUIPMENT:**

Paramount Textile Limited provides all types of personal protective equipment such as fabrics masks, gas masks, surgical masks, welding hand gloves, leather hand gloves, chemical hand gloves, safety shoe, helmets, ear plug, ear muff, gum boot, safety belt, protective eye glass etc. for the employees.

## **EMPLOYEE RELATIONS**

With a view to preserving a positive work environment, the Company's employee relation policies emphasis open door practice in which employee have the right to deal directly with their Superior and other members of management regarding complaints or inequitable condition of employment.

## **COMPLIANCE POLICY**

The company is committed to compliance with Bangladesh Labor Law, 2006 (amended in 2013) and the requirements given by the respective buyers.

To support the implementation of the Bangladesh labor law, the factory shall put into effect internal policies and control mechanisms to identify any potential noncompliance at an early stage and work towards remediation wherever required. This internal audit or compliance system should integrate the monitoring and implementation of compliance-related systems. This system must be supported by an internal compliance team, headed by the compliance Manager, officer and integrates the work of relevant HR, QA and other areas' staff within the factory. The company also generates and keeps records which demonstrate their legal and non-legal compliance.

## **RECOGNITION AND AWARD**

PTL always recognize the contribution of its employees. The company rewarded its employees based on their performance, integrity, Honesty, Innovation, obedience towards the organization etc. based on above the company recognized the best employee and rewarded by monetary, non-monetary & other intangible benefits with an objective to motivate. This reward and recognition is a continuous process.

PTL management organized Residential Program to share the ideas from young and experienced personnel for the sustainable development of the company. The company honours its employees recognizing their long service within the company which dictates sound employer –employee bondage

### **IMPROVEMENT ATTAINED**

- Employees are motivated to work willingly.
- Productivity has been increased significantly
- Become first choice of job seekers in textile industry
- These initiatives have held the worker to do their job in an attentive and efficient manner.

## **RESPONSIBILITIES TOWARDS THE EMPLOYEES:**

PTL is committed to fostering a workplace that is safe and that is founded on fair employment practices and mutual respect. We believe in fair treatment and compensation of employees, recognizing and rewarding good performance, and offering opportunities for advancement through promotions and training. In particular, we will always strive for a work environment that:

- Values and embraces diversity and equal opportunities
- Prohibits all forms of harassment
- Prohibits the abuse of drugs and alcohol
- Ensures respect for the confidentiality of our employees' personal information
- Encourages caution, moderation and good judgment in the giving and receiving of gifts, favors and entertainment.

## HUMAN CAPITAL

Human capital is the economic value of the abilities and qualities of an employee that influence productivity. These qualities include higher education, technical or on-the-job training, health, and values such as punctuality. It is needed for companies to achieve goals, develop and remain innovative.

PTL consider its employees as capital that why the Company is to assist its employees to improve their skills, knowledge and overall abilities in order to enhance both their personal growth and contribution to achieve the vision, mission, goals & objectives of the organization.

### HUMAN RESOURCE ACCOUNTING

Human Resource Accounting is the process of assigning, budgeting, and reporting the cost of human resources incurred in an organization, including wages and salaries and training expenses. This process is used for identifying and measuring data about human resource and communicating this information to the interested parties.

PTL considered following variables for Human Resource Accounting:

- Number of Employees
- Employee Categories
- Employee Benefits
- Performance Recognition
- Training and Development

#### EMPLOYMENT TYPE:

The company has designed its employee categories based on its business volumes and good industry practices. We stated total number of employees engaged in different categories as below:

Particulars	2018-2019
Senior Management	14
Mid-Level Management	31
Entry Level	3,969
Total	4,014

#### TOTAL EMPLOYEES:

The company's total employees are mainly spread over head office to factory and we given the segregation as below:

#### TOTAL EMPLOYEE DISTRIBUTION

Particulars	2018-19	2017-18
Head office	172	167
Factory	3,842	3,220
Total	4,014	3,387

#### EMPLOYEE TRAINING & DEVELOPMENT:

PTL is very much concern about skill development of employees, that's why the company is trying to provide to employees the maximum number of training and development opportunities for their skill development through on the job and off the job training procedures:

Particulars	2018-19		2017-18	
	No. of participants	Total Hours	No. of participants	Total Hours
In house training	3,980	5,970	1,852	2,778
Training by other institute	223	1,309	186	1,198
Total	4,203	7,279	2,038	3,976

**GENDER POSITION OF EMPLOYEE:**

PTL always promote equal employment opportunity in respect of gender. The precise description is given below regarding the issue:

Particulars	2018-19		2017-18	
	Male	Female	Male	Female
Head office	165	7	161	6
Factory	3540	302	2959	261
<b>Total</b>	<b>3705</b>	<b>309</b>	<b>3120</b>	<b>267</b>

**OPERATING INCOME PER EMPLOYEE: In Million**

Particulars	2018-19	2016-17
Operating Income per Employee	1.46	1.41

**OPERATING COST PER EMPLOYEE: In Million**

Particulars	2018-19	2016-17
Operating Income per Employee	0.067	0.061

**PROFIT BEFORE TAX PER EMPLOYEE: In Million**

Particulars	2018-19	2016-17
Profit before Tax per Employee:	0.12	0.097

**PROFIT AFTER TAX PER EMPLOYEE: In Million**

Particulars	2018-19	2016-17
Profit after Tax per Employee:	0.10	0.082



# FINANCIAL HIGHLIGHTS

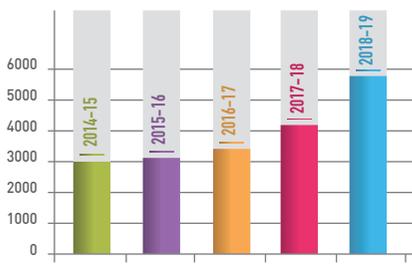
Operational Result	2018-19	2017-18	2016-17	2015-16	2014-15
Turnover	5,673,854,848	4,119,598,956	3,351,654,004	3,018,249,952	2,935,282,617
Gross Profit	855,040,688	683,302,209	563,692,561	531,028,724	582,727,472
Profit from Operations	585,355,621	477,646,814	370,773,540	342,539,903	395,692,166
Net Profit Before Tax	465,398,144	328,725,169	262,445,476	236,655,582	221,059,151
Net Profit/ (loss) After Tax	411,547,146	277,525,709	224,930,663	201,691,086	193,993,676
Net Cash Flows from Operating Activities	596,636,511	344,423,528	856,427,637	280,203,653	381,208,686

Financial Position	2018-19	2017-18	2016-17	2015-16	2014-15
Paid-up Capital	1,354,998,290	1,290,474,570	1,173,158,700	1,096,410,000	10,96,41,000
Shareholders' Equity	3,003,857,287	2,681,784,622	2,469,148,866	2,348,705,956	2,324,504,601
Total Assets	8,236,505,576	7,348,877,232	4,856,270,916	4,819,301,046	4,100,596,502
Non- Current Assets	4,895,856,726	4,416,973,115	2,402,177,940	1,927,477,078	1,905,388,722
Current Assets	3,349,228,121	2,931,904,117	2,454,092,977	2,891,823,968	2,195,207,780
Non-current Liabilities	2,063,471,843	1,974,122,762	507,042,389	242,497,839	44,162,076
Current Liabilities	3,177,271,833	2,689,081,070	1,876,717,193	2,221,778,944	1,724,802,408
Reserve & Surpluses	1,648,858,997	1,391,310,052	1,295,990,166	1,252,295,956	1,228,094,601

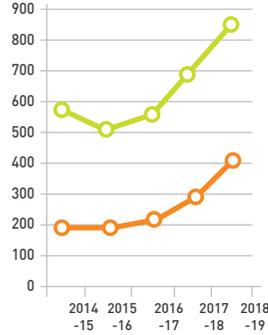
Key Financial Ratio	2018-19	2017-18	2016-17	2015-16	2014-15
Ordinary Shares Outstanding	135,499,829	129,047,457	117,315,870	10,96,41000	10,96,41000
Current Ratio (Times)	0.949	1.09	1.31	1.30	1.27
Quick Ratio (Times)	0.24	0.30	0.50	0.71	0.70
Debt to Equity Ratio (Times)	1.74	1.74	0.96	1.05	0.76
Return on Equity Ratio	13.70	10.35	9.11	8.59	8.35
Return on Total Assets	4.99	3.78	4.63	4.18	4.73
Gross Profit Ratio	15.07	16.59	16.82	17.59	19.85
Net Profit Ratio	7.25	6.74	6.71	6.68	6.61
Return on Capital Employed	0.082	0.059	0.075	0.069	0.082
Price Earning Ratio	20.63	20.16			
Face Value Per Share	10	10	10	10	10
Earnings Per Share (EPS)	3.04	2.15	1.92	1.84	1.77
Net Operating Cash Flows Per Share (NOCFPS)	4.40	2.67	6.64	2.56	3.48
NAV Per Share	22.17	20.78	21.05	21.42	21.20
Dividend Per Share	1.60	1.20	1.50	1.70	1.60
No. of Shareholders	5506	6078	7,694	11,191	14,468
No. of Employees	4014	3387	3,042	2,872	2,565

### TURNOVER

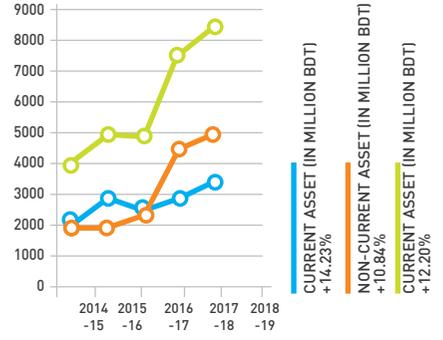
TURNOVER (IN MILLION BDT)  
+37.73%



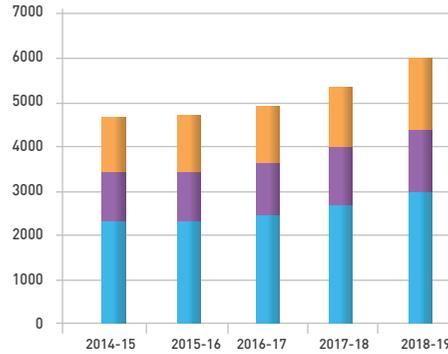
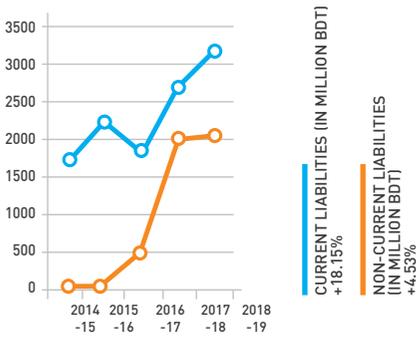
### PROFITABILITY



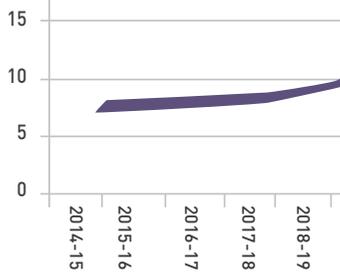
### ASSETS



### LIABILITIES



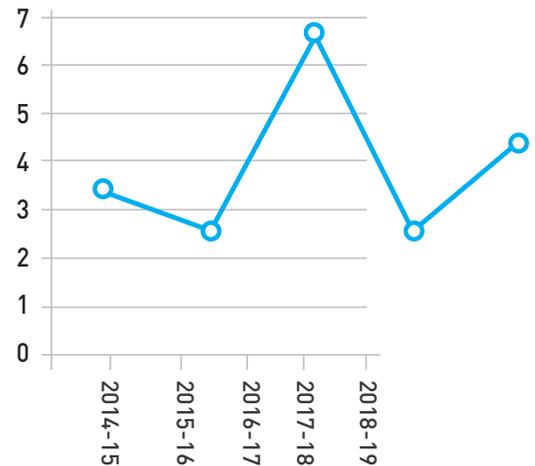
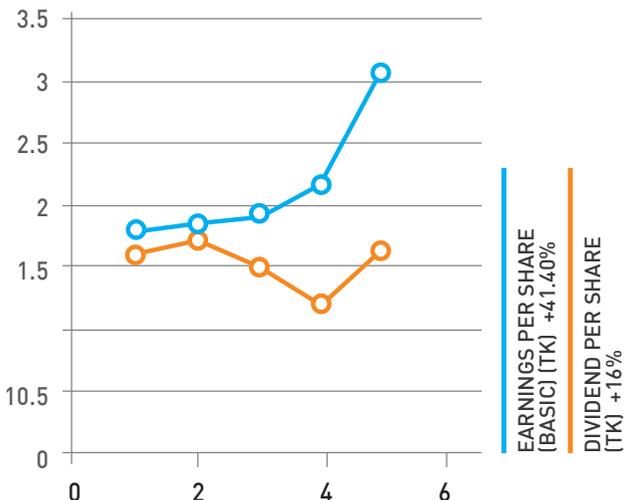
### RETURN ON EQUITY (%) +32.37%



### RETURN ON ASSETS (%) +32.10%



### NOCFPS (%) +64.79%





## MESSAGE FROM THE CHAIRMAN

Dear Shareholders

Ladies and Gentlemen

Assalamu Alaikum,

I have the pleasure to welcome you all in this 13th Annual General Meeting of your Company for the year ended 30th June, 2019. It also gives me enormous contentment to place before you the Annual Report along with the Audited Financial Statements of your Company, Auditors' Report and Directors' Report thereon for the same period.

As you aware of the fact that the company had invested a substantial amount in BMRE expansion earlier and also invested in a 200MW Power Plant in Baghabari, Sirajgonj, Bangladesh. It is under the Private Sector Power Generation Policy of Bangladesh on Build, Own and Operate (BOO) basis jointly with Bangla Trac Ltd where PTL's investment is around 49% of total equity. The company has successfully completed COD where the revenue has already reflected in the Financial Statements of the Company since last couple of months. We sincerely hope the coming years will be more glorious for the company compare to the previous years.

# “ WE BELIEVE THAT GOOD CORPORATE GOVERNANCE IS VERY IMPORTANT FOR SUSTAINABLE DEVELOPMENT OF AN ORGANIZATION ”



We believe that good Corporate Governance is very important for sustainable development of an Organization. For ensuring such governance, your Company has been taking stringent internal control system for mitigating risks. The Company has a powerful Audit Committee (AC) and a Nomination and Remuneration Committee (NRC) as per BSEC Corporate Governance Code 2018 which has been adopted by the company to ensure good governance and mitigating business risk. The Company has also established a strong internal Financial and Operational control framework that provides reasonable assurance to the Board and the Management that the objectives of the business are met within the set parameters.

My special thanks to all my colleagues who have and continue to work very hard for the betterment & growth of the Company. I also express my deepest appreciation to all of our valued customers for their confidence & belief in our products and to the honorable shareholders for their continuous support and interest in the Company. Finally, thanks to my fellow members of the Board for their contribution in our endeavors for the pursuit of excellence.

With best wishes for all,

A handwritten signature in black ink, appearing to read 'Anita Haque'.

(Anita Haque)  
Chairman



## MESSAGE FROM THE MANAGING DIRECTOR

Dear Shareholders

Ladies and Gentlemen

Assalamu Alaikum,

It is indeed a great pleasure and privilege for me to greet all of you to the 13th Annual General Meeting of your Company. I am delighted to place before you the "Annual Report 2018-2019" along with the Audited Financial Statements, the Auditors' Report & the Directors' Report thereon for the year ended 30th June, 2019.

As you are aware of that the company had invested a good amount in BMRE expansion earlier and due to that the management is able to present you a noticeable business growth in all financial indicators whose consecutive impact is 37.73% growth in turnover, 48.29% in net profit after tax, 41.40% in earning per share and 6.69% in NAV compared to the same period of the last year despite of various limitation i.e. scarcity & price hike of Gas and other utility expenses, increases of salaries and wages through efficient management and business acumen. Moreover we believe, we will bring even better news in the near future.

**“ I EARNESTLY HOPE  
OUR COMBINED ENDEAVORS  
WILL DEFINITELY RESULT  
IN ATTAINING  
SUCCESS  
FOR THE COMPANY  
AND ALL ITS STAKEHOLDERS”**

Our long term aim is to achieve stable progress and sustainable growth. We will look forward for achieving this through maximizing our production efficiency by introducing new ideas & technologies and controlling all uncontrollable expenses through Efficient Management Techniques (EMT). Our finance cost is going to rise due to BMRE investment but our CBA will be given advantage regarding the investment

Furthermore your Company has diversified its investment through establishing a 200 MW HSD power plant for focusing electricity to all and whose ultimate result is adding into the Financial Stetements of the Company. We hope coming year would be more favorable for us.

Last but not the least, I would like to take this opportunity on behalf of the Board of Directors and express my sincere admiration to all our valued customers for their confidence in our products, to the employees for their untiring efforts, to the suppliers for their quality raw materials, to the honorable shareholders for their continuous support for the betterment of the Company.

I earnestly hope our combined endeavors will definitely result in attaining success for the Company and all its Stakeholders.

With best wishes for all of us



(Shakhawat Hossain)  
Managing Director

# MANAGEMENT DISCUSSION AND ANALYSIS

As per condition No 1.5 (XXV) of Corporate Governance Code dated on 3rd June, 2018; a Management's Discussion and Analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others are given

## **(A) ACCOUNTING POLICIES:**

Appropriate accounting policies have been consistently followed in formulating the financial statements and accounting estimates are reasonable and prudent. The company has prepared and presented its financial statement as per IAS adopted by the Institute of Chartered Accountants of Bangladesh (ICAB). During the reporting year the company has made an investment in associate company & fixed property that's why whose reflection has given to followed by "BAS-28 Investment on Associates and Joint Venture" and "BAS-40 Investment Property" accordingly.

The following BFRS / BAS are applicable for the financial statements for the period under review:

- BAS-1 Presentation of financial statements
- BAS-2 Inventories
- BAS-7 Statement of Cash Flows
- BAS-8 Accounting policies, Changes in Accounting Estimates and Errors
- BAS-10 Events after the reporting period.
- BAS-12 Income Taxes
- BAS-16 Property, Plant and Equipment
- BAS-18 Revenue
- BAS -19 Employee Benefits
- BAS-21 The Effect of Changes in Foreign Exchange rates
- BAS-23 Borrowing costs
- BAS-24 Related Party Disclosures
- BAS-28 Investment in Associates and Joint Ventures
- BAS-32 Financial Instrument: Presentation
- BAS-33 Earnings per Share
- BAS-34 Interim Financial Reporting
- BAS-37 Provisions, Contingent Liabilities and Contingent Assets
- BAS-39 Financial Instrument: Recognition and Measurement
- BAS-40 Investment Property

## **ESTIMATION FOR PREPARATION OF FINANCIAL STATEMENTS:**

International Accounting Standards (IAS) / Bangladesh Accounting Standards (BAS) / International Financial Reporting Standards (IFRS) / Bangladesh Financial Reporting Standards (BFRS), notification of BSEC for Financial Reporting & Disclosure as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed.

## **(B) CHANGES IN ACCOUNTING POLICIES AND ESTIMATION**

During the year under review there was no changes in accounting policies and estimation in Financial Statements for the year ended 2018-19.

## (C) COMPARATIVE ANALYSIS (INCLUDING EFFECTS OF INFLATION) OF FINANCIAL PERFORMANCE OR RESULTS AND FINANCIAL POSITION WITH IMMEDIATE PRECEDING 5 (FIVE) YEARS:

The comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding 5 (five) years are given below:

Operational Result	2018-19	2017-18	2016-17	2015-16	2014-15
Turnover	5,673,854,848	4,119,598,956	3,351,654,004	3,018,249,952	2,935,282,617
Gross Profit	855,040,688	683,302,209	563,692,561	531,028,724	582,727,472
Profit from Operations	585,355,621	477,646,814	370,773,540	342,539,903	395,692,166
Net Profit Before Tax	465,398,144	328,725,169	262,445,476	236,655,582	221,059,151
Net Profit/ (loss) After Tax	411,547,146	277,525,709	224,930,663	201,691,086	193,993,676
Net Cash Flows from Operating Activities	596,636,511	344,423,528	856,427,637	280,203,653	381,208,686
Paid-up Capital	1,354,998,290	1,290,474,570	1,173,158,700	1,096,410,000	10,96,41,000
Shareholders' Equity	3,003,857,287	2,681,784,622	2,469,148,866	2,348,705,956	2,324,504,601
Total Assets	8,245,084,847	7,348,877,232	4,856,270,917	4,819,301,046	4,100,596,502
Non-Current Assets	4,895,856,726	4,416,973,115	2,402,177,940	1,927,477,078	1,905,388,722
Current Assets	3,349,228,121	2,931,904,117	2,454,092,976	2,891,823,968	2,195,207,780
Non-current Liabilities	2,063,471,843	1,974,122,762	507,042,389	242,497,839	44,162,076
Current Liabilities	3,177,271,833	2,689,081,070	1,876,717,193	2,221,778,944	1,724,802,408
Reserve & Surpluses	1,648,858,997	1,391,310,052	1,295,990,166	1,252,295,956	1,228,094,601
Earnings Per Share (EPS)	3.04	2.15	1.92	1.84	1.77
Net Operating Cash Flows Per Share (NOCFPS)	4.40	2.67	6.64	2.56	3.48
NAV Per Share	22.17	20.78	21.05	21.42	21.20

The company has been maintaining substantial growth compare to each year but in 2018-2019 the company had made substantial growth due to Investment in 200 MW power plant, BMRE expansion and starting Printing unit whose ultimate outcome increases its sales volume as well strengthen other financial indicators. In 2018-2019 the company stood its remarkable growth position considering all sorts of financial data but it's also here mentionable that the liabilities also high due to further investment in BMRE expansion and investment in power plant.

## (D) COMPARISON OF FINANCIAL PERFORMANCE WITH PEER INDUSTRY:

Particulars	Paramount Textile Ltd. as on June 30, 2019	Evince Textile Ltd as on June 30, 2019	Rahim Textile Ltd June 30, 2018	Square Textile Ltd as on June 30, 2018	Shasha Denims Ltd. June 30, 18
Turnover	5,673.85	1,826.67	995.95	9,411.87	7,511.25
Gross Profit	855.04	383.55	157.20	968.59	1,239.44
Operating Expenses	269.69	87.49	57.14	296.34	234.76
Financial Expenses	236	180.74	39.55	107.73	394.52
Net profit before tax	465.40	181.38	61.94	542.58	636.25
Net Profit After tax	411.55	145.18	50.78	457.06	555.76
Net Profit in %	7.25%	7.9%	5.09%	4.86%	7.4%
Earnings per share (EPS)	3.04	0.92	6.50	2.43	4.64
NOCFPS	4.36	2.49	11.36	0.29	2.22

We are comparing these financial data with the most prominent business entity in the peer industry where we found that the company has captured a good market share in the industry keeping good financial stability.

### **(E) FINANCIAL & ECONOMIC SCENARIO OF THE COUNTRY AND THE GLOBE:**

Bangladesh's economy has grown roughly 6% per year since 1996 despite of prolonged periods of political instability, poor infrastructure, endemic corruption, insufficient power supplies, and slow implementation of economic reforms etc. Although more than half of GDP is generated through the services sector, almost half of Bangladeshis are employed in the agriculture sector, with rice as the single-most-important product among others agricultural produces. Garment exports, the backbone of Bangladesh's industrial sector, accounted for more than 80% of total exports and were on track to again surpass \$25 billion in 2017. The sector continues to grow, despite of the need for improvements in factory working conditions to avert further high-profile accidents. But another emerging sectors like IT, medicine, leather etc sectors are rapidly growing up and starting to contributed in the country's economy

Steady export growth in the garment sector combined with remittances from overseas Bangladeshis - which totaled about \$13 billion and 6% of GDP in 2016 - are key contributors to Bangladesh's sustained economic growth and rising foreign exchange reserves. The recent influx of hundreds of millions of additional refugees from Burma will place pressure on the Bangladeshi government's budget and the country's food supplies, which declined in 2017 in part because of adverse weather.

In 2017, global economic growth is estimated to have reached 3.0 per cent, a significant acceleration compared to growth of just 2.4 per cent in 2016, and the highest rate of global growth recorded since 2011. Among the statistics, Bangladesh maintain among a very few 6% + GDP across the world. Labor market indicators continue to improve in a broad spectrum of countries, and roughly two-thirds of countries worldwide experienced stronger growth in 2017 than in the previous year. At the global level, growth is expected to remain steady at 3.0 per cent in 2018 and 2019.

### **(F) RISKS AND CONCERNS ISSUES AND MITIGATION PLAN OF THE COMPANY RELATED TO THE FINANCIAL STATEMENTS:**

The company has given a detailed statement relating to risks and its concerns issues to the financial statements and stated its mitigating plan of that risks which are facing or to be facing in the near future in page no 37 of the Annual Report.

### **(F) FUTURE PLAN OR PROJECTION OR FORECAST FOR COMPANY'S OPERATION, PERFORMANCE AND FINANCIAL POSITION, WITH JUSTIFICATION THEREOF:**

Perfection in every level of total production process is the utmost desire of Paramount Textile and which brings itself the zenith in the textile industry all over the world. The management of the company is always trying to use eco-friendly state of the art machineries in its production process. To keep in mind this, the management is going to substitute & newly adding few capital machineries for smooth and effective production process so that the company will ensure to reduce carbon emissions, less uses of utilities and unavoidable production hazards etc. The company has started its printing unit whose maximum output is coming into financial statements in the coming days and also diversified its investment for establishing a 200 MW HSD power plant with joint venture to maximize the return of its shareholders whose outcome already added in the Financial Statements of the company.

Moreover, being the buyers fashion & choices are changing rapidly; the management of the company is going to take decision for setting up Thermosol dyeing unit & Liquid Ammonia unit and also added hitech state-of-the-art machineries in the present production process to make another milestone in this sector for ensuring competitive advantage. Through these way the management is always trying to make an unique milestone in the country's textile sector.

On behalf of the Company



Shakhawat Hossain  
Managing Director

# VALUE ADDED STATEMENT

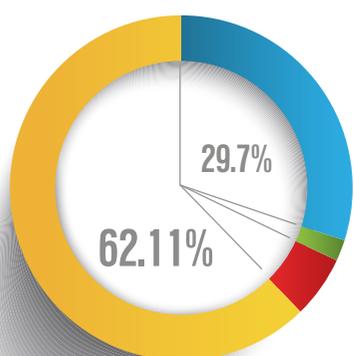
Value Added Statement is a financial statement that depicts wealth created by an organization and how is that wealth distributed among various stakeholders.

Value added is the wealth created by PTL through export business

Particulars	2018-2019	2017-2018
<b>Value added:</b>		
Operating revenue	5,673,854,484	4,119,598,956
Less: Cost of raw materials	(3,275,932,445)	(2,024,822,986)
Add: Other income	20,639,270	14,292,689
Add: Income From associate company	97,102,757	
<b>Value added</b>	<b>2,515,664,066</b>	<b>2,109,068,659</b>
<b>Distribution of value addition:</b>		
<b>Employees</b>		
Salaries wages and other benefits	746,200,055	598,102,911
Contribution to workers profit participation & welfare fund	744,492,041	596,905,183
	1,708,014	1,197,728
<b>Government:</b>	<b>52,151,669</b>	<b>45,258,573</b>
Corporate Tax and others	52,151,669	45,258,573
<b>Shareholders:</b>	<b>154,856,940</b>	<b>175,973,805</b>
Dividend	154,856,940	175,973,805
<b>Retained the Company:</b>	<b>1,562,450,402</b>	<b>1,289,733,370</b>
Depreciation & Amortization	645,257,627	629,230,802
Retain Earning	917,192,775	660,502,568

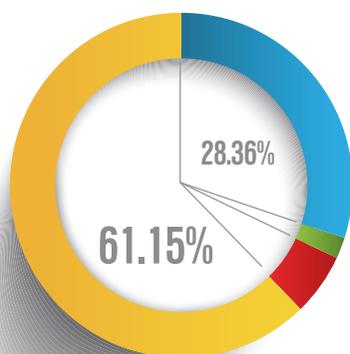
Number of Employees = 4014

Value added per employee = Tk. 626,722



## DISTRIBUTION OF VALUE ADDITION IN 2018-19

- Employees (29.7%)
- Government (2.00%)
- Provider of Capital (6.2%)
- Retyained by the company (62.11%)



## DISTRIBUTION OF VALUE ADDITION IN 2017-18

- Employees (28.36%)
- Government (2.15%)
- Provider of Capital (8.34%)
- Retyained by the company (61.15%)

# MARKET VALUE ADDED (MVA) STATEMENT

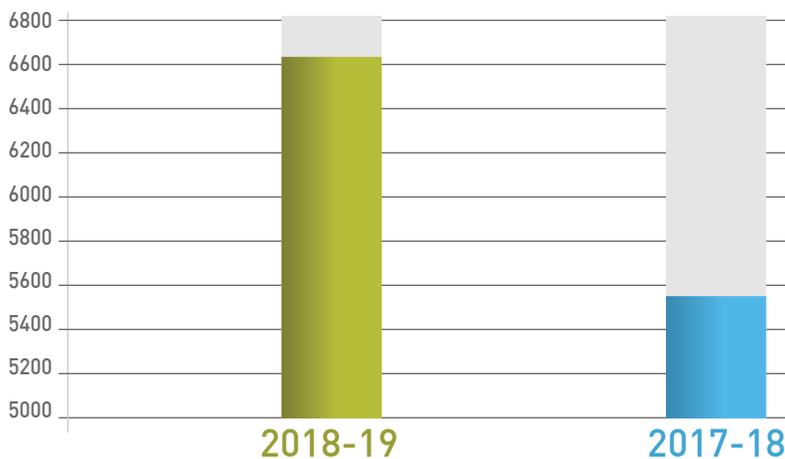
Market value added (MVA) statement reflect the company's external performance evaluated by the market through the share price of the company. Market value added means the difference between the Market Value of a company and the amount investors contributed to it. Higher Market value added are attractive and a good indication for company and it shows that the company created substantial wealth for its shareholder.

MVA= Market Value of the company- Book Value of the company  
The MVA of Paramount Textile Limited hence resulted as below:

Particulars	2018-2019	2017-2018
Market Price Per Share	59.2	53.1
Number of Share	135,499,829	129,047,457
Market Value of the Company	8,021,589,876.8	6,852,419,966.7
Book Value of the Company	1,354,998,290	1,290,474,570
<b>Market Value Added</b>	<b>6,666,591,586.8</b>	<b>5,561,945,396.7</b>

## MARKET VALUE ADDED

**+19.86%**



# DIRECTORS' REPORT

Dear Shareholders,

Assalamualaikum

On behalf of the Board of Directors and on my own behalf I warmly welcome all of you to the 13th Annual General Meeting of your company. The Board of Directors is pleased to take the opportunity to present you the Directors Report for the year ended 30th June, 2019 according to section 184 of the Companies Act, 1994, Rule 12 (and the schedule there under) of the Securities and Exchange Rules, 1987, BSEC Order No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018 and IAS-1 codes as adopted by the Institute of Chartered Accountants of Bangladesh in the following paragraphs:

## Principal Activities:

The principal activities of the company continued to be manufacturing and marketing of yarn dyed woven fabrics to its customers. Besides that the Company also carried out yarn dyeing, solid dyeing and printing facilities business as well.

## Corporate and Financial Reporting Framework:

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

## Industry outlook and possible future developments in the industry:

Country's textiles and clothing sector is segmented into the Textiles Sector (locally known as Primary Textiles Sector or PTS) and the export-oriented clothing (or RMG) sector. The textiles sector spans everything from the conversion of raw cotton to yarn through spinning yarn to weaving gray fabrics as well as finishing, dyeing and printing of gray fabrics.

The Primary Textiles Sector (PTS) is the backbone of the clothing industry because it provides the backward linkage for both the knit and woven sectors. Paramount Textile Limited is engaged in manufacturing of high quality woven fabric that are consumed by the export oriented garments industries in Bangladesh. PTL produces high quality woven fabrics which include 100% cotton dyed yarn fabrics, cotton solid white fabrics, striped and check shirting, stretch fabric etc. The finished products are sold to different buyers / garments units to produce readymade garment for final export. Normally the products are designed based on specification and guidelines of ultimate buyers through maintaining all sorts of compliance requirements. The company produces the fabrics against the back to back L/C of RMG units. The company also has yarn & solid dyeing, fabrics processing facilities & printing facilities to support the core activity.

As the company operates as a backward linkage to the country's export oriented woven RMG manufacturers, the demand of the company's products is derived from the demand of Bangladeshi woven RMG products in the International market. Therefore, the prospects of future growth of the company depend largely on the demand of Bangladeshi woven products in the International markets.

It is expected that the knit garment sector will continue its growth due to several reasons. Firstly, this sector enjoys strong backward linkage capabilities. Secondly, the local exporters can deliver the end products within shorter lead time due to stronger backward linkage capabilities. Hence, the knit garment manufacturers of Bangladesh can deliver highest quality products at a very competitive price compared to other garment exporting nations. Due to global financial crisis, demand for cheap apparel products became even stronger. Many global apparel buyers are now shifting their orders from other countries like China and India to Bangladesh due to growing production costs in those countries.

Similar opportunities exist in the country's woven sector as well. Because the woven garment exporters are still dependent on import for their raw materials, there is substantial opportunity for investment in the backward linkage of woven sector. In line with the growth in the woven sector, it is expected that the growth opportunities in the backward linkage for woven sector would remain over the foreseeable future.

## CAPACITY AND USAGE:

The company has been trying to enhance its production capacity through diversifying its investment. The comparative production capacity last three year is given below:

Particulars	2018-2019	2017-2018	2016-2017
<b>Yarn Dyed Fabric (per day):</b>			
Installed Capacity	110,000 yds	90,000 yds.	74,000 yds.
Actual Production	101,887 yds	86,770 yds.	72,360 yds.
Utilization	92.62%	96.42%	97.78%
<b>Dyed Yarn (per day):</b>			
Installed Capacity	32 ton	32 ton	25 ton
Actual Production	28.93 ton	28.65 ton	20.55 ton
Utilization	90.53%	89.53%	82.20%
<b>Printing (per day):</b>			
Installed Capacity	10 ton per day	10 ton per day	-
Actual Production	9.20 ton per day	9.10 ton per day	-
Utilization	92.00%	91.00%	-

## COST OF PRODUCTION:

The cost of production has varied during the past years primarily due to wide fluctuations in the price of raw cotton, packing materials, fuel & power and spare parts which were beyond the control of the Management. The level of costs and their incidences are given below:

### A) VOLUME OF PRODUCTION:

(IN MILLION)

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Production (Yds.)	34.96	28.52	22.61	22.03	18.36

### B) COST OF MAJOR ITEMS:

(IN MILLION)

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Raw Material Consumed	3103.56	2274.54	1756.43	1,574.60	1,523.11
Fuel/Power etc.	271.92	194.57	140.85	142.88	77.03
Spare Parts	27.73	18.64	29.85	34.19	28.85
Wages and Salaries	624.71	500.64	475.65	390.16	337.47
Other Overhead	783.88	727.03	451.56	435.00	365.20
<b>Product Cost</b>	<b>4811.8</b>	<b>3715.42</b>	<b>2854.34</b>	<b>2576.83</b>	<b>2331.66</b>

The above reveals that the output increased by 22.58% during 2018-19 compared to 2017-2018, but the cost of production increased by 29.51% in 2017-18 due to increase of raw materials, fuel & power, salaries & wages & other overheads etc.

## ALLOCATION OF COST ON SALES:

(IN %)

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Materials consumed	54.70	55.21	52.40	52.73	51.89
Fuel & Power etc.	4.20	4.72	4.20	4.73	2.62
Wages & Salaries	11.01	12.15	12.15	12.93	11.50
Other Factory overhead	14.41	18.10	14.36	15.54	13.42
Administration & Distribution OH	4.75	4.99	5.76	6.24	6.37
Finance Cost	4.16	4.16	3.42	3.06	5.45
Others	6.77	0.89	5.67	4.76	8.74
<b>Total</b>	<b>100.00</b>	<b>100.00</b>	<b>100.00</b>	<b>100.00</b>	<b>100.00</b>

## A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin:

(In Million BDT)

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Cost of Goods Sold	4818.81	3436.30	2787.96	2,504.28	2,352.56
Gross Profit	855.04	683.30	563.69	531.02	582.73
Net Profit	411.55	277.53	224.93	201.69	193.99

The Costs of Goods Sold increase 40.23% compare to last year due to increase of production capacity and in line with raw materials, wages, salaries & other benefits etc. Moreover, the Gross Profit also has increased by 25.13% and the Net Profit after Tax has increased by 48.29% for efficient management.

## Financial Results and Appropriation of Profit:

(In Million BDT)

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Profit before tax	465.40	328.73	262.45	236.66	221.06
Less : Provision for tax	53.50	51.20	37.52	34.96	27.07
Profit after tax	411.55	277.53	224.93	201.70	193.99
Add:	660.50	558.95	520.40	494.15	443.16
Un-appropriated profit b/d	660.50	558.95	520.40	494.15	443.16
Profit available for appropriation	1072.05	836.51	745.33	695.85	637.15
Less :	154.85	176.01	186.38	175.43	143.01
Proposed Cash Dividend	154.85	176.01	186.38	175.43	143.01
Tax Holiday Reserve	-	-	-	-	-
Un-appropriated profit	917.19	660.50	558.95	520.41	494.14

## Market Exposures:

The Company's marketing operations continued to emphasis on export sales over the year as depicted below:

(In Million BDT)

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Sales volume (yards)	35.27	26.44	22.15	21.16	18.54
Sales Revenue (Tk.)	5673.85	4119.59	3351.65	3018.25	2,935.28

## Segment-wise or Product-wise performance:

The Company is producing and marketing high quality yarn & solid dyed woven fabrics in diverse shade, quality, construction, recipes, colors etc. for its buyers to different countries. Beside from this the company also produces Knit yarn dyeing, Sweater yarn dyeing & Printing fabrics as well.

Revenue generates from different source but core revenue of the Company are coming from deemed export through export oriented RMG against back to back LC. The detailed of the segment wise performance are given in page no. 26 of the annual report.

## Quarterly growth performances are shown below:

(in Crore BDT):

Particulars	Q1	Q2	Q3	Q4	Total
Revenue (Million BDT)	143.49	136.35	143.42	144.13	567.39
Growth Q to Q (in %)	-	(4.98)	5.19	0.495	-
Growth Q1 to Q (in %)	-	(4.98)	(0.049)	0.446	-
Net Profit After Tax	8.03	8.24	12.44	12.29	41.15

Being the company already invested huge amount in BMRE expansion and a stable growth is maintaining; that's why there is not any significant variance occurred between quarterly financial performances to Annual Financial Statements.

## CAPITAL EXPENDITURES:

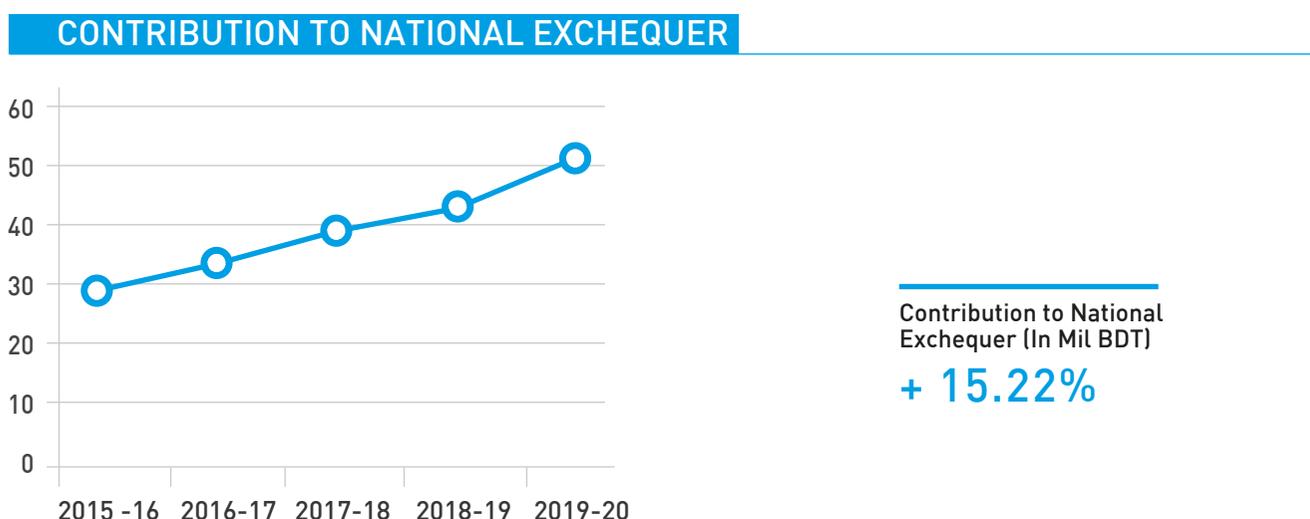
In order to continuously upgrade the production facilities, the company made additional net capital expenditures of Tk. 23.68 Crore during the year which are follows:

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Civil Construction	9.38	31.28	19.70	5.12	1.44
Plant & Machineries	5.39	116.51	9.97	15.18	15.33
Other Fixed Assets	8.91	7.34	13.10	12.64	5.71
<b>Total</b>	<b>23.68</b>	<b>155.13</b>	<b>42.77</b>	<b>32.93</b>	<b>22.48</b>

The above investment will helped increase the production efficiency and whose outcome has been adding in the financial statements.

## 1. CONTRIBUTION TO NATIONAL EXCHEQUER:

The contributions to national exchequer by the company are shown graphically:



## 2. FOREIGN EXCHANGE EARNED/SAVED:

The company contributed substantially to the Foreign Exchange Reserve of the country from its inception through its export marketing operation. The details are given below:

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15 (BDT in Crore)
Total Export Earnings	567.39	411.96	335.16	301.83	293.52
<b>Import costs/expenses</b>	<b>(354.13)</b>	<b>(373.74)</b>	<b>(180.57)</b>	<b>(182.94)</b>	<b>(147.24)</b>
Raw Materials	308.11	236.59	171.58	168.72	131.13
Capital Machinery	46.02	137.15	8.99	14.22	16.11
<b>Net Export Earnings</b>	<b>213.26</b>	<b>38.21</b>	<b>154.59</b>	<b>118.89</b>	<b>146.28</b>

## SIGNIFICANT VARIANCE OVER THE LAST YEAR'S OPERATING PROFIT:

Being the company has invested a huge amount in BMRE project last year and whose outcome came into the accounts from this financial year that's why we found a significant growth between this year operating results compare to last year.

## KEY OPERATING & FINANCIAL DATA:

Key operating and financial data of last five years have been presented in summarized form in page no 44 in the report.

## **MANAGEMENT DISCUSSION AND ANALYSIS:**

A detailed management's discussion and analysis is given in page no. 50 as per condition no. 1(5)(xxv) of Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 which is signed by Managing Director of the company.

## **RESERVES:**

The total reserves of the company stood at tk.1648.86 million details of which are given in the statement of changes in equity in the Financial Statements.

## **DECLARATION OF DIVIDEND:**

The board of directors has recommended 7% cash dividend and 9% stock dividend i.e. total 16% dividend in its meeting 28th October, 2019 for the shareholders for the year June 30, 2019 (subject to the final approval in the forthcoming AGM) whose names will be appear in depository Register of CDBL as on Record date i.e. November 18, 2019.

## **BOARD STATEMENTS REGARDING INTERIM DIVIDEND:**

Being the company has invested huge amount in BMRE expansion and as well invested in Associate Company for establishing 200 MW High Speed Diesel (HSD) based power plant that's why the company didn't declare any Bonus share or Stock dividend during the year.

## **RISK AND CONCERN:**

Paramount Textile operates as a backward linkage to the country's export oriented woven RMG manufactures. That's why; its risk is always associated with the global supply & demand chain, investment risk, intellectual property right, WTO regulation etc. Any economic downturn in the western world has a direct impact on the business, though the demand is increasing day by day from the emerging countries, Bangladesh will become a market which is very vibrant and growing every day.

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

We gave a detailed discussion regarding various types of risk & the mitigating procedures of risk and action taken in line with that in Page No.37 of the Annual Reports.

## **GOING CONCERN:**

While approving the financial statements, the directors have made appropriate enquiries and analyzed the significant financial, operating as well as other indicators for enabling them to understand the ability of the company to continue its operations for a foreseeable period. The board of directors has convinced and had a reasonable expectation that the company has adequate resources to continue its operation consistently for the foreseeable future. Therefore the company adopted the going concern basis in preparing the financial statements.

## **DISCUSSION ON CONTINUITY OF ANY EXTRA-ORDINARY GAIN OR LOSS:**

No event of extra ordinary gain or loss occurred during the reporting period except Income from House Rent which are shown in Note No. 30 of the Notes to the Financial Statements of the Company which would require to adjustment or disclosure in the financial statements

## **RELATED PARTY TRANSACTION:**

During the year the company had carried out considerable numbers of transaction in carrying out its operation with the related parties in its normal courses of business. The name of the related parties, nature of transaction as well as information about the transaction, the amount of transaction, the amount of outstanding balance at the financial year ending have been monitored, disclosed and set out in the Notes No- 38 of the Notes to the Financial Statements in accordance with the provisions of BAS-24 "Related Party Disclosures".

## **UTILIZATION PROCEEDS FROM SECURED ZERO COUPON BOND:**

Bangladesh Securities and Exchange Commission (BSEC) vide their letter No. BSEC/CI/CPLC-76/2017 dated October 31, 2017 has given consent under the provisions of the Securities and Exchange Commission (Private Placement of Debt Securities) Rules, 2012 to the company for raising of capital through issuance of Non-Convertible Zero Coupon Bond amounting to Tk. 50.00 (fifty crore) only through

private placement which will be redeemable by 4 (four) years and around 7.75% coupon rate yearly and IDLC Finance Limited will be work as Mandated Lead Arranger of the instruments. The face value of each Bond is Tk. 1(one) crore and total number of securities is 50 where IDLC Investments Ltd. is the Trustee of the instruments.

To meet the long-term financing requirements for capital expenditures and to pay-off the existing high cost bank liabilities of the company is the main purpose to issue the Bond. As on 30th June, 2019 the company has raised BDT 43.00 (Forty Three) crore from various investors and pay-off Tk. 12.821 crores as installments of the said securities.

The financial results didn't deteriorate after the company's raised the fund through issuance of the said Non-Convertible Zero Coupon Bond.

#### **REMUNERATION TO DIRECTORS:**

The remuneration of Directors including Independent Director has shown in notes no 41 in the Notes of Financial Statements of the Report.

#### **FAIRNESS OF FINANCIAL STATEMENTS:**

The Financial Statements together with the Notes thereon of the Company present true and fair view of the Company's state of affairs result of its operation, cash flows and changes in equity.

#### **BOOKS OF ACCOUNTS:**

The company has been maintaining proper books of accounts as required by the prevailing laws.

#### **APPROPRIATE ACCOUNTING POLICIES:**

The company has been following appropriate accounting policies in formulating the financial statements and accounting estimates which are reasonable and prudent. Due to investment in associate company & fixed property the company has followed "BAS-28 Investment on Associates and Joint Venture" and "BAS-40 Investment Property" accordingly.

#### **APPLICATION OF IAS/BAS & IFRS/BFRS:**

The company has been following International Accounting Standards (IAS) / Bangladesh Accounting Standards (BAS) / International Financial Reporting Standards (IFRS) / Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh in preparation of the financial statements and any departure there from has been adequately disclosed.

#### **INTERNAL CONTROL:**

The Company's internal control system is designed at Board, Management and individual level to provide reasonable assurance regarding the achievement of Company's objectives in respect of effectiveness and efficiency of operations, reliability of financial reporting, risk management, compliance with applicable laws, rules, regulations and Company's policies. The company has strong Internal Audit Department to ensure effective internal control mechanism. The Audit Committee always give their suggestion and recommendation for efficiently accomplishment of their work as and when required.

#### **MINORITY SHAREHOLDERS PROTECTION:**

During the year Minority shareholders of the company have been protected from the abusive actions by, or in the interest of, controlling shareholders action either directly or indirectly through the efficient handling of management.

#### **BOARD AND COMMITTEE MEETINGS & ATTENDANCE:**

The number of Board meetings hold during the year and attendance of directors thereof has disclosed in Annexure-F of this Annual Report.

#### **PATTERN OF SHARE HOLDING OF DIRECTORS:**

The patterns of share holdings of the Directors as on 30th June 2019 are shown in Annexure-G of this report.

#### **CREDIT RATING:**

The Company promoted to AA rating in long term and ST-1 for short term with stable outlook which is rated by Alpha Credit Rating Limited (ACRL) up to 11th April, 2019.

The assigned rating indicates very strong credit quality in Long Term and strongest ability to meet short term financial commitment.

## **CONTRIBUTION TO CSR:**

Social responsibility is an ethical framework and suggest that an entity, be it an organization or individual, has an obligation to act for the benefits of society at large. Social responsibility is a duty every individual has to perform so as to maintain a balance between the economy and ecosystem. Corporate Social responsibility (CSR) is tantamount with responsible business practices of a body corporate. An active CSR practice shall put emphasis and focus on social, environmental and economic sustainability of a body corporate. It is a form of corporate self-regulation which reflects the responsibility of it towards the impact on the society and its own prosperity. Since the inception of Paramount Textile, the company has taken a various activities for the betterment of the people as well as society. The details of the CSR and welfare activities are given in page No.24 of the Annual report.

## **DIRECTOR'S APPOINTMENT, RETIREMENT & RE-APPOINTMENT:**

With regard to the appointment, retirement and re-appointment of Directors, the Company is governed by its Articles of Association & the Companies Act, 1994 and other related Rules & Legislations issued time to time by various Regulators. Accordingly, the following two Directors of the Board will retire from the office of the Company in the ensuing 13th Annual General Meeting:

1. Mr. Alock Kumar Das
2. Mr. AHM Abdur Rahman

Being they are eligible for re-election as per clause No: 100 of the Articles of Association of the Company, they applied for re-election.

Brief resume of the appointee directors is stated in Page No. 18 & 19 in compliance with the provision 1.5 (xxiv) of BSEC Notification dated of June 03, 2018.

## **APPOINTMENT OF INDEPENDENT DIRECTOR:**

The tenure of the Independent Directors of Mr. Mritunjay Kumar Saha, FCMA & Mr. Kazi Md. Firoze Morshed FCMA has expired on 30th September, 2019. Being they are not eligible for re-appointment to act as Independent Director according to condition no. 1.2 (e) of Notification no. BSEC/CMR-RCD/2006-158/207/Admin/80 dated on 3rd June, 2018 of the Bangladesh Securities and Exchange Commission. In recommendation of Nomination & Remuneration Committee the Board of Directors of the Company in its meeting held on 14th October, 2019 has decided to appoint Mr. Yahya A.Z.Khondker & Mr. Md. Jahangir Yahya to act as Independent Director's as well as other Committee member of the company for the next 1 (one) term i.e. next 3 (three) years which will effect from 1st October, 2019 upon getting final approval from the Regulators and Shareholders in the ensuing Annual General Meeting according to condition no. 1.3 (b) of Notification no. BSEC/CMR-RCD/2006-158/207/Admin/80 dated on 3rd June, 2018 of the Bangladesh Securities and Exchange Commission.

## **APPOINTMENT OF STATUTORY AUDITORS:**

The members of the Company appointed M/S FAMES & R Chartered Accountants as Statutory auditors for auditing the financial statements of the Company for the year ended 30th June, 2019 untill the conclusion of the 13th Annual General Meeting at a remuneration of Tk. 2,50,000/- (Taka two lac fifty thousand) only in the 12th AGM of the Company.

Being they have completed third consecutive year of audit and pursuant to Bangladesh Securities and Exchange Commission BSEC Order No. SEC/CMR-RCD/2009-193/174/Admin/61 dated 08th July, 2015 and Regulation No. 15(3) of Dhaka Stock Exchange Ltd. (Listing) Regulations, 2015, the retiring auditors are not eligible for re-appointment as statutory auditors.

In recommendation of the audit committee, the Board of Directors in their meeting held on 28th October, 2019 proposed to appoint M/S MABS & J, Chartered Accountants as statutory auditors of the Company untill the conclusion of the next AGM for auditing the Financial statements for the year ended 30th June, 2020 at a remuneration of Tk. 2,50,000/= (Taka two lac fifty thousand) only for holding the office.

Moreover Statutory Auditors didn't engage with the company to perform any services which are laid down on condition No.-7 on Bangladesh Securities and Exchange Commission Notification No. BSEC/CMR-RCD/2006-158/207/Admin/80.

## **APPOINTMENT OF COMPLIANCE AUDITOR:**

In recommendation of Audit Committee, the Board of Directors of the Company in its meeting held on 28th October, 2019 has proposed to appoint M/S Suraiya Parveen & Associates Chartered Secretaries as Compliance Auditor of the company for certifying compliance of conditions of Corporate Governance Code for the year ended 30th June, 2020 at a remuneration of Tk. 25,000/- only (Taka twenty five thousand) upon getting final approval from the Shareholders of the company.

## **SUBSIDIARY COMPANY:**

The company has no subsidiary company.

## **INVESTMENT IN ASSOCIATED COMPANY:**

The Board of Directors in its meeting held on 7th September, 2017 has decided to form a Consortium whose name would be PPV Energy Consortium with other partners of the consortium for establishing a 200 MW HSD Fired Engine Based Power Plant on Build, Own and Operate (BOO) basis upon getting permission from the concern authority. In the meantime the consortium members has changed due to their personal reason. Finally Paramount Textile Ltd and Bangla Trac Limited has formed new consortium in the name of "Paramount BTrac Energy Consortium" and the Board of Paramount Textile has taken the decision in its -6th January, 2018 meeting regard the issue.

Afterward, Paramount BTrac Energy Consortium has received a Letter of Intent (LOI) dated 27th February, 2018 from Bangladesh Power Development Board (BPDB) for developing a High Speed Diesel (HSD) based power generation facility of 200 MW capacity at Baghabari, Sirajgonj Bangladesh under the Private Sector Power Generation Policy of Bangladesh on Build, Own and Operate (BOO) basis for a period of 05 years commencing from the Commercial Operation Date (COD). Being the offer is lucrative one to invest; the management has decided to give their consent to accept the same. In the meantime, the consortium formed a private limited company in the name of Paramount BTrac Energy Limited from Registrar of Joint Stock Companies and Firms in this purpose. The facility will be implemented and operated by Paramount BTrac Energy Limited, a Special Vehicle Company, whose sponsors are Paramount Textile Limited (PTL) with 49% shareholding and Bangla Trac Limited (BTL) with 51% shareholding where Bangla Trac Ltd will act as Lead & Operating member. Moreover, the company has informed & disseminate all related information to regulators officially and it's other stakeholders through newspapers for their cognizance. As per condition of LOI, in the meantime the PPA & IA have been signed and executed between the company & BPDB.

## **HUMAN RESOURCES:**

As a part of commitment to have a well trained work force, the Company has given more emphasis to develop management skills to suit today's business environment. We are given a comprehensive statement regarding our workforces in Page No 42 the report.

## **COMPLIANCE WITH LAWS AND REGULATIONS:**

The Company was not engaged in any activities contravening the laws and regulations. All those responsible for ensuring compliance with the provision in various laws and regulations did so within the stipulated time.

## **REPORTING AND COMPLIANCE OF CORPORATE GOVERNANCE:**

Pursuant to the provisions of BSEC Notification No. BSEC/CMRRD/2006-158/207/Admin/80, Dated: 3rd June, 2018, the Board of Directors has appointed Suraiya Parveen & Associates, Chartered Secretaries regarding compliance of conditions of Corporate Governance Guidelines of BSEC for the financial year 2018-2019.

The Corporate Governance Compliance Audit Report is annexed herewith as Annexure-B. The report does not contain any qualification, reservation or adverse remark.

## **MANAGEMENT APPRECIATION:**

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

I am also giving thanks to the Registrar of Joint Stock Companies and Firms (RJSC), Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange Ltd. (DSE) and Chittagong Stock Exchange Ltd. (CSE), CDBL, Government and Private Sector Organization and many others for their sincere support and whole hearted co-operation to our company.

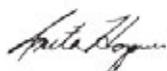
I, on behalf of the Board also put on record my deep appreciation for the services and loyalty of the executives, officers and workers of the company at all levels without which we could not have achieved this result.

To ensure financial security we always welcome your suggestion and opinion to improve present and future services of the company.

I now appeal to the magnanimity of valued shareholders to kindly accept and approve the Auditors' Report, Annual Audited Accounts 2017-2018 and Directors' Report placed before you.

Thanking you,

On behalf of the Board of Directors



(Anita Haque)  
Chairman

## পরিচালনা পর্ষদের প্রতিবেদন

প্রিয় শেয়ারহোল্ডারবৃন্দ,

আসসালামু আলাইকুম।

প্যারামাউন্ট টেক্সটাইল লিঃ এর ১৩তম বার্ষিক সাধারণ সভায় কোম্পানীর পরিচালনা পর্ষদ তথা আমার নিজের পক্ষ থেকে আপনাদের সকলকে আন্তরিক কৃতজ্ঞতা ও শুভেচ্ছা সহ সাদর আমন্ত্রণ জানাচ্ছি। প্যারামাউন্ট টেক্সটাইল লিঃ এর পরিচালনা পর্ষদ সানন্দচিত্তে ৩০ শে জুন ২০১৯ইং তারিখে সমাপ্ত বছরের নিরীক্ষিত আর্থিক বিবরণী, নিরীক্ষকের প্রতিবেদন ও পরিচালনা পর্ষদের প্রতিবেদন ১৯৯৪ সালের কোম্পানী আইন, সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন রুলস ১৯৮৭, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন অর্ডার নং- বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/১৩৪/২০৭/এডমিন/৮০, তারিখ-জুন ০৩, ২০১৮ এবং ইনস্টিটিউট অফ চার্টার্ড একাউন্টেন্টস অফ বাংলাদেশ কর্তৃক গ্রহণকৃত আন্তর্জাতিক একাউন্টিং স্ট্যান্ডার্ড অনুযায়ী আপনাদের নিকট পেশ করতে পেরে খুবই আনন্দিত।

### মূখ্য কার্যক্রম:

কোম্পানীর মূখ্য কার্যক্রম হল ইয়ান ডাইড ফেব্রিক্স উৎপাদন করে ক্রেতাদের কাছে বাজারজাতকরণ করা। এছাড়াও কোম্পানী ইয়ান ডাইং ও সলিড ডাইং ব্যবসা করছে এবং গ্রে ফেব্রিক্স প্রিন্টের ব্যবসা ও শুরু করেছে।

### কর্পোরেট এবং ফাইন্যান্সিয়াল রিপোর্টিং ফ্রেম ওয়ার্ক:

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নির্দেশনা বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/১৩৪/২০৭/এডমিন/৮০, তারিখ-জুন ০৩, ২০১৮ অনুযায়ী পরিচালকবৃন্দ নিম্নোক্ত বিষয় গুলো সম্পর্কে নিশ্চয়তা দিচ্ছে:

### প্রতিষ্ঠানটির সম্ভাব্য ভবিষ্যৎ সমৃদ্ধি:

টেক্সটাইল ও পোশাক শিল্প “প্রাথমিক পোশাক” ও “রপ্তানীমুখী তৈরি পোশাক” এই দুই অংশে বিভক্ত। প্রাথমিক পোশাক শিল্পে তুলা থেকে সূতা, সূতা থেকে বিভিন্ন পর্যায় (সূতা রং করা, কাপড় বুনা, কাপড়ের ফিনিসিং করা, প্রিন্ট করা ইত্যাদি) পোশাক তৈরীর উপযোগী কাপড় তৈরী পর্যন্ত অন্তর্গত।

টেক্সটাইল মিল সমূহ পোশাক শিল্পের মেরুদণ্ড। প্যারামাউন্ট টেক্সটাইল এই শিল্পে অতি উচ্চমানের কাপড় তৈরী করার কাজে নিয়োজিত। কোম্পানীটি ১০০ ভাগ রপ্তানীমুখী ডাইড ওভেন ফেব্রিক্স তৈরী করে থাকে যা বিশ্বের নামী-দামী পোশাক প্রস্তুতকারী ক্রেতা কোম্পানীগুলো পোশাক তৈরীর জন্য ব্যবহার করে। পোশাক ক্রেতা কোম্পানীগুলো তাদের প্রয়োজন এবং পছন্দমত কাপড় তৈরীর জন্য অর্ডার দিয়ে থাকে এবং প্যারামাউন্ট টেক্সটাইল ক্রেতার প্রয়োজন অনুযায়ী কাপড় তৈরী করে তা তাদের মনোনীত গার্মেন্টস ফ্যাক্টরীতে সরবরাহ করে। ব্যাক টু ব্যাক এলসির মাধ্যমে এই কাপড় সরবরাহ করা হয়। সূতা রং করা থেকে শুরু করে পোশাক তৈরীর আগ পর্যন্ত যা যা করা প্রয়োজন তার সবকিছু করার সুবিধা প্যারামাউন্ট টেক্সটাইলে রয়েছে।

যেহেতু তৈরী পোশাকের চাহিদার উপর নির্ভর করে কাপড় তৈরী করা হয়, সেহেতু ফেব্রিক্স মিল সমূহের উন্নয়ন বা সম্প্রসারণ তৈরী পোশাকের চাহিদা এবং তা সম্প্রসারণের উপর নির্ভর করে। যেহেতু খুব কম পারিশ্রমিকে বাংলাদেশে তৈরী পোশাক বানানো সম্ভব তাই এই খাত সম্প্রসারণ এবং উন্নয়নের সমূহ সম্ভাবনা রয়েছে। এ ছাড়াও যেহেতু গত ৮/১০ বছরে বাংলাদেশের ফেব্রিক্স সংক্রান্ত বিভিন্ন পর্যায়ের কারিগরি বিষয়ে অনেক উন্নতি সাধিত হয়েছে এবং শ্রমিক-কর্মচারী ও কর্মকর্তাগণ দক্ষ হয়ে উঠেছে, সেহেতু ক্রেতার সহজেই বাংলাদেশের প্রতি আকৃষ্ট হচ্ছেন বলে ধরে নেয়া যায়। সেক্ষেত্রে প্যারামাউন্ট টেক্সটাইলেরও ভবিষ্যৎ সম্প্রসারণ এবং সমৃদ্ধি অবসম্ভাবী।

### উৎপাদন ক্ষমতা এবং ব্যবহার:

কোম্পানীর ৩০ শে জুন, ২০১৮ইং তারিখ পর্যন্ত উৎপাদন ক্ষমতা নিম্নে দেওয়া হল:

বিবরণ	২০১৮-১৯	২০১৭-১৮	২০১৬-২০১৭
<b>ক. ইয়ান ডাইড ফেব্রিক্স:(প্রতি দিন)</b>			
উৎপাদন ক্ষমতা	১১০,০০০ গজ	৯০,০০০ গজ	৭৪,০০০ গজ
প্রকৃত উৎপাদন	১০১,৮৮৭ গজ	৮৬,৭৭০ গজ	৭২,৩৬০ গজ
ব্যবহার	৯২.৬২%	৯৬.৪২%	৯৭.৭৮%
<b>খ. ডাইড ইয়ান:(প্রতি দিন)</b>			
উৎপাদন ক্ষমতা	৩২ টন	৩২ টন	২৫ টন
প্রকৃত উৎপাদন	২৮.৯৩ টন	২৮.৬৫ টন	২০.৫৫ টন
ব্যবহার	৯০.৫৩%	৮৯.৫৩%	৮২.২০%
<b>খ. প্রিন্টিং:(প্রতি দিন)</b>			
উৎপাদন ক্ষমতা	১০ টন	১০ টন	-
প্রকৃত উৎপাদন	৯.২০ টন	৯.১০ টন	-
ব্যবহার	৯২.০০%	৯১.০০%	-

উৎপাদন মূল্য:

কোম্পানীর উৎপাদন মূল্য গত কয়েক বছর ধরে সুতার মূল্যে, মোড়কীকরণ দ্রব্যে তেল ও গ্যাসের দাম, স্পায়ার পার্টস ইত্যাদির দাম প্রতিনিয়ত উঠানামার কারণে কর্তৃপক্ষের নিয়ন্ত্রণের বাহিরে ছিল। নিম্নে ব্যয়ের হিসাব এবং তার প্রভাব তুলে ধরা হল:

ক. উৎপাদনের পরিমাণ:

(মিলিয়ন গজ)

বিবরণ	২০১৮-১৯	২০১৭-১৮	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫
পরিমাণ	৩৪.৯৬	২৮.৫২	২২.৬১	২২.০৩	১৮.৩৬

খ. প্রধান উপাদানের ব্যয়:

(মিলিয়ন টাকা)

বিবরণ	২০১৮-১৯	২০১৭-১৮	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫
ব্যবহৃত কাঁচামাল	৩১০৩.৫৬	২২৬৫.৩১	১৭৫৬.৪৩	১,৫৭৪.৬০	১,৫২৩.১১
জ্বালানী এবং শক্তি	২৩৮.০৭	১৯৪.৫৭	১৪০.৮৫	১৪২.৮৭	৭৭.০৩
স্পায়ার পার্টস	২৭.৭৩	১৮.৬৪	২৯.৮৫	৩৪.১৯	২৮.৮৫
মজুরী এবং বেতন	৬২৪.৭১	৫০০.৬৪	৪৭৫.৬৫	৩৯০.১৬	৩৩৭.৪৭
অন্যান্য উপরি খরচ	৮১৭.৭৩	৭২৭.০৩	৪৫১.৫৬	৪৩৫.০০	৩৬৫.২০
মোট খরচ	৪৮১১.৮	৩৭০৬.১৯	২৮৫৪.৩৪	২,৫৭৬.৮৩	২,৩৩১.৬৬

কোম্পানীর উৎপাদ ২০১৮-২০১৯ অর্থ বৎসরে বিগত বছরের তুলনায় ২২.৫৮% বৃদ্ধি পেয়েছে। অন্যদিকে কাঁচামাল, মজুরী এবং বেতনাদীসহ অন্যান্য খরচ বৃদ্ধি পাওয়ার কারণে বিগত বছরের তুলনায় ২৯.৮৩% উৎপাদন ব্যয় বৃদ্ধি পায়।

ব্যয়ের বন্টন:

(শতকরা)

বিবরণ	২০১৮-১৯	২০১৭-১৮	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫
ব্যবহৃত কাঁচামাল	৫৪.৭০	৫৪.৯৯	৫৫.৫৬	৫২.৬৬	৫৬.৪০
জ্বালানী এবং শক্তি	৪.২০	৪.৭২	৪.৪৫	৫.০৭	২.৮১
মজুরী এবং বেতন	১১.০১	১২.১৫	১৫.০৪	১৩.৮৪	১২.৩৩
অন্যান্য কারখানা উপরি খরচ	১৪.৪১	১৮.১০	১৪.২৮	১৬.৬৪	১৪.৩৯
বিক্রয় ও প্রশাসনিক খরচ	৪.৭৫	৪.৯৯	৬.১০	৬.৬৮	৬.৮৩
অর্থ ব্যয়	৪.১৬	৪.১৬	৩.৬২	৩.৮৮	৫.৮৫
অন্যান্য	৬.৭৭	০.৮৯	০.৯৫	১.২৪	১.৩৯
মোট ব্যয়	১০০.০০	১০০.০০	১০০.০০	১০০.০০	১০০.০০

বিক্রিত পণ্যের ব্যয়, মোট লাভ এবং নিট লাভ এর বিবরণ:

(মিলিয়ন টাকা)

বিবরণ	২০১৮-১৯	২০১৭-১৮	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫
বিক্রিত পণ্যের ব্যয়	৪৮১৮.৮১	৩৪৩৬.৩০	২৭৮৭.৯৬	২,৪৮৭.৬৬	২,৩৫২.৫৬
মোট লাভ	৮৫৫.০৪	৬৮৩.৩০	৫৬৩.৬৯	৫৩০.৬৫	৫৮২.৭৩
নিট লাভ	৪১১.৫৫	২৭৭.৫৬	২২৪.৯৩	২০১.৮৩	১৯৩.৯৯

কোম্পানীর চলমান অর্থ বছরে বিক্রিত পণ্যের ব্যয়; মজুরী, বেতন এবং অন্যান্য সুবিধাদী বিগত বছরের তুলনায় ২৪.৭৮% বেড়েছে তথাপি দক্ষ ব্যবস্থাপনার জন্য কোম্পানীর মোট লাভ ২৫.১৩% এবং নিট লাভ ৪৮.২৯% গত বছরের তুলনায় বৃদ্ধি পেয়েছে।

আর্থিক ফলাফল ও বন্টনযোগ্য মুনাফা :

(মিলিয়ন টাকা)

বিবরণ	২০১৮-১৯	২০১৭-১৮	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫
কর পূর্ববর্তী মুনাফা	৪৬৫.৪০	৩২৮.৭২	২৬২.৪৫	২৩৬.৬৬	২২১.০৬
বাদঃ আয়কর সঞ্চিতি	৫৩.৫০	৫১.১৭	৩৭.৫২	৩৪.৮৩	২৭.০৭
কর পরবর্তী মুনাফা	৪১১.৫৫	২৭৭.৫৬	২২৪.৯৩	২০১.৮৩	১৯৩.৯৯
যোগঃ	৬৬০.০৫	৫৫৮.৯৫	৫২০.৪০	৪৯৪.১৫	৪৪৩.১৬
অবন্টিত মুনাফা (পূর্ববর্তী জের)	৬৬০.০৫	৫৫৮.৯৫	৫২০.৪০	৪৯৪.১৫	৪৪৩.১৬
বন্টনযোগ্য মুনাফা	১০৭২.০৫	৮৩৬.৫১	৭৪৫.৩৩	৬৯৫.৮৫	৬৩৭.১৫
বাদঃ	১৫৪.৮৬	১৭৬.০১	১৮৬.৩৮	১৭৫.৪৩	১৪৩.০১
প্রস্তাবিত লভ্যাংশ	১৫৪.৮৬	১৭৬.০১	১৮৬.৩৮	১৭৫.৪৩	১৪৩.০১
কর অবকাশ সঞ্চিতি	-	-	-	-	-
অবন্টিত মুনাফা	৯১৯.১৯	৬৬০.৫০	৫৫৮.৯৫	৫২০.৪১	৪৯৪.১৪

**মার্কেট প্রকাশ:**

কোম্পানীর বিক্রয় কার্যক্রম মূলত রপ্তানী বিক্রয়কে গুরুত্ব দিয়ে চলছে যাহার চিত্র নিচে তুলে ধরা হলো:

(মিলিয়ন)

বিবরণ	২০১৮-১৯	২০১৭-১৮	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫
বিক্রয়ের পরিমাণ (পণ্য)	৩৫.২৭	২৬.৪৪	২২.৯৬	২১.১৬	১৮.৫৪
বিক্রয়ের পরিমাণ (টাকা)	৫৬৭.৮৫	৪১১৯.৫৯	৩৩৫১.৬৫	৩০১৮.২৫	২,৯৩৫.২৮

**বিভাগভিত্তিক বা পণ্য ভিত্তিক কর্মক্ষমতা:**

কোম্পানী উচ্চ মান সম্পন্ন বিভিন্ন রং, মাত্রা, মান কনট্রোল প্রণালী ইত্যাদি ওভেন ফেব্রিক তৈরী করছে বিভিন্ন দেশে ক্রেতাদের জন্য। এগুলোর পাশা পাশি কোম্পানী নিট ইয়ার্ন ডাইং, সোয়েটার ইয়ার্ন ডাইং এবং প্রিন্টিং এর ব্যবসা ও করছে।

মূলত: কোম্পানীর রাজস্ব আয় হিসাবে ব্যাক টু ব্যাক এল সির মাধ্যমে তৈরী পোশাক কারখানায় বিক্রয়ের মাধ্যমে অর্জিত হচ্ছে।

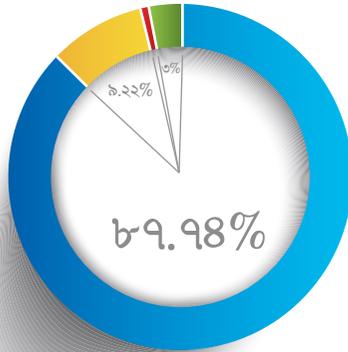
রাজস্ব	২০১৮-১৯	শতকরা (%)	২০১৭-১৮	শতকরা (%)	প্রবৃদ্ধি	
					হ্রাস/বৃদ্ধি (টাকায়)	শতকরা (%)
ইয়ার্ন ডাইড ফেব্রিক্স	৪৮৩০.৪৮	৮৫.১৪	৩৬১৪.৬৫	৮৭.৭৪	১২১৫.৮৩	৩৩.৬৪%
নিট ইয়ার্ন ডাইং	৪১৯.০০	৭.৩৮	৩৭৯.৮৫	৯.২২	৩৯.১৫	১০.৩১%
সোয়েটার ইয়ার্ন ডাইং	.৮৫৫	.১৫	১.৭৪	.০৪	(০.৯২৫)	৫১.৯৭%
প্রিন্টিং	৪২৩.৫২	৭.৪৬	১২৩.৩৫	৩.০০	৩০০.১৭	২৪৩.৩৫%
মোট	৫৬৭৩.৮৫	১০০	৪১১৯.৫৯	১০০	১৫৫৪.২৬	৩৭.৭৩%



**২০১৮-১৯ অর্থবছরে**

অর্জিত রাজস্বের খাতওয়ারী চিত্র

- ইয়ার্ন ডাইড ফেব্রিক্স (৮৫.১৪%)
- নিট ইয়ার্ন ডাইং (৭.৩৮%)
- সোয়েটার ইয়ার্ন ডাইং (০.০১৫%)
- প্রিন্টিং (৭.৪৬%)



**২০১৭-১৮ অর্থবছরে**

অর্জিত রাজস্বের খাতওয়ারী চিত্র

- ইয়ার্ন ডাইড ফেব্রিক্স (৮৭.৭৪%)
- নিট ইয়ার্ন ডাইং (৯.২২%)
- সোয়েটার ইয়ার্ন ডাইং (০.০৪%)
- প্রিন্টিং (৩%)

**প্রান্তিক দক্ষতা**

কোম্পানীর প্রান্তিক দক্ষতা চিত্র নিম্নে তুলে ধরা হলো:

(কোটি টাকা)

বিবরণ	১ম প্রান্তিক	২য় প্রান্তিক	৩য় প্রান্তিক	৪র্থ প্রান্তিক	মোট
রাজস্ব আয় (টাকা)	১৪৩.৪৯	১৩৬.৩৫	১৪৩.৪২	১৪৪.১৩	৫৬৭.৩৯
প্রান্তিক বৃদ্ধির হার (%)	-	(৪.৯৮)	৫.১৯	০.৪৯৫	-
১ম প্রান্তিকের সাথে অন্যান্য প্রান্তিকের বৃদ্ধির হার	-	(৪.৯৮)	(০.০৪৯)	০.৪৪৬	-
কর পরবর্তী মুনাফা	৪.০৩	৮.২৪	১২.৪৪	১২.২৯	৪১.১৫

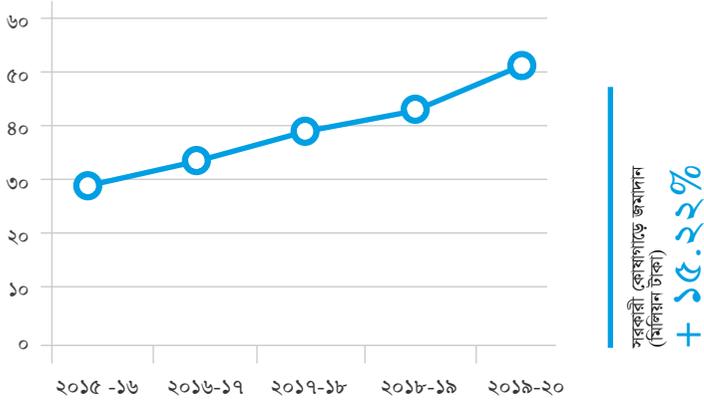
## মূলধনী ব্যয়:

অবিরত উৎপাদন কার্যক্রম উন্নয়নে উক্ত বছরে কোম্পানী অতিরিক্ত ১৫৫.১৩ কোটি টাকা খরচ করে যা নিচে তুলে ধরা হলো:

বিবরণ	২০১৮-১৯	২০১৭-১৮	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫
সিভিল কন্সট্রাকশন	৯.৩৮	৩১.২৮	১৯.৭০	৫.১২	১.৪৪
প্লাস্ট এবং মেশিনারিজ	৫.৩৯	১১৬.৫১	৯.৯৭	১৫.১৮	১৫.৩৩
অন্যান্য স্থায়ী সম্পত্তি	৮.৯১	৭.৩৪	১৩.১০	১২.৬৪	৫.৭১
মোট	২৩.৬৮	১৫৫.১৩	৪২.৭৭	৩২.৯৪	২২.৪৮

## সরকারি কোষাগারে অবদান

প্যারামাউন্ট টেক্সটাইল লিঃ চলমান অর্থ বছরে সরকারি কোষাগারে অবদান নিম্নের চিত্রের মাধ্যমে তুলে ধরা হলো:



## ২. অর্জিত / সঞ্চিত বৈদেশিক মুদ্রা (কোটি টাকা):

বিবরণ	২০১৮-১৯	২০১৭-১৮	২০১৬-১৭	২০১৫-১৬	২০১৪-১৫
মোট রপ্তানী আয়	৫৬৭.৩৯	৪১১.৯৫	৩৩৫.১৬	৩০১.৮৩	২৯৩.৫২
বাদ: আমদানি খরচসমূহ	(৩৫৪.১৩)	(৩৭৩.৭৮)	(১৮০.৫৭)	(১৮২.৯৪)	(১৪৭.২৪)
ব্যবহৃত কাঁচামাল	৩০৮.১১	২৩৬.৫৯	১৭১.৫৮	১৬৮.৭২	১৩১.১৩
মূলধনী যন্ত্রপাতি	৪৬.০২	১৩৭.১৫	৮.৯৯	১৪.২২	১৬.১১
নীট রপ্তানী আয়	২১৩.২৬	৩৮.২১	১৫৪.৫৯	১১৮.৮৯	১৪৬.২৮

## বিগত বছরগুলোর ব্যবসায়িক কার্যক্রমে তাৎপর্যপূর্ণ বিচ্যুতি :

যেহেতু কোম্পানীটি বিগত বৎসরে প্রচুর পরিমানে বিএমআরই এবং বিদ্যুৎ খাতে বিনিয়োগ করেছে, ইতোমধ্যে যার ফলাফল আসতে শুরু করেছে তাই উক্ত বৎসরে ব্যবসায়িক কার্যক্রমে তাৎপর্যপূর্ণ বিচ্যুতি পরিলক্ষিত হয়েছে

## পাঁচ বছরের আর্থিক প্রতিচ্ছবি:

উক্ত বার্ষিক প্রতিবেদনের পাতা-৪৪ তে বিগত পাঁচ বছরের প্রধান ব্যবসায়িক এবং আর্থিক উপাত্ত সংক্ষিপ্ত আকারে তুলে ধরা হয়েছে।

## ব্যবস্থাপনা কর্তৃপক্ষের আলোচনা এবং বিশ্লেষণ:

বিএসইসি এর নোটিফিকেশন বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০ এর কন্ডিশন ১ (৫) (XXV) অনুযায়ী উক্ত রিপোর্টের পৃষ্ঠা নং-৫০ তে ব্যবস্থাপনা কর্তৃপক্ষের বিস্তৃত আলোচনা এবং বিশ্লেষণ প্রদান করা হয়েছে।

## সম্বন্ধিত:

হিসাব বর্ষ শেষে কোম্পানীর মোট সম্বন্ধিত পরিমাণ দাড়িয়েছে ১৬৪৮.৮৬ মিলিয়ন টাকা যা মালিকানা স্বত্ত্বের বিবরণীতে বর্ণিত হয়েছে।

## লভ্যাংশ ঘোষণা:

কোম্পানীর শেয়ার/সিডিবিএল এর ডিপোজিটরী রেজিস্ট্রারে রেকর্ড ডেট নভেম্বর ১৮, ২০১৯ ইং তারিখে বিদ্যমান শেয়ারহোল্ডারগণের জন্য কোম্পানীর পরিচালনা পর্ষদ জুন ৩০, ২০১৯ ইং তারিখে সমাপ্ত বছরের জন্য ৭% নগদ লভ্যাংশ এবং ৯% বোনাস শেয়ার অর্থাৎ সর্বমোট ১৬% লভ্যাংশ প্রস্তাব করছেন যা অনুমোদনের জন্য উপস্থাপন করা হল।

## অন্তবর্তীকালীন লভ্যাংশ ঘোষণার ক্ষেত্রে বোর্ডের বিবরণী:

প্যারামাউন্ট টেক্সটাইল লিঃ বিগত বৎসরে বিশাল অংকের বিএমআরই বিনিয়োগ সহ ৪৯% মালিকানার ডিভিডেন্ডে সিরাজগঞ্জ জেলার বাঘাবাড়ি নামক স্থানে ২০০ মে.ও ক্ষমতা সম্পন্ন এইচ এস ডি (ডিজেস) জ্বালানী ভিত্তিক একটি বিদ্যুৎ কেন্দ্র নির্মাণে অর্থায়ন করেছে। তাই চলতি বছর কোম্পানীর পক্ষে কোনরূপ অন্তবর্তীকালীন লভ্যাংশ ঘোষণা করা সম্ভব হয়নি।

## ব্যবসায়িক ঝুঁকি ও অনিশ্চয়তাসমূহঃ

প্যারামাউন্ট টেক্সটাইল লিঃ তৈরী পোষাক শিল্পের ব্যাকওয়ার্ড লিংকেজ হিসাবে ব্যবসা পরিচালনা করে যাচ্ছে। অতএব এর ঝুঁকি সর্বদা বৈশ্বিক চাহিদা ও যোগানের সাথে সম্পর্কযুক্ত। উন্নত বিশ্বের যে কোন ধরনের আর্থিক মন্দা সরাসরি এই ব্যবসার উপর নেতিবাচক প্রভাব ফেলে। বর্তমানে তাদের চাহিদা বৃদ্ধি পাওয়ায় বাংলাদেশের বাজারও দ্রুত বৃদ্ধি পাচ্ছে।

অধিকন্তু সরকারী নীতির উপর এ ঝুঁকি ও উদ্বেগ নির্ভর করে। যাই হোক পোষাক খাত দেশে সর্ববৃহৎ বৈদেশিক মুদ্রা অর্জনকারী খাতে পরিনত হওয়ায় সর্বদা সরকারের বিশেষ প্রনোদনা উপভোগ করছে এবং সরকার এ ধারাবাহিকতা রক্ষা করবেন বলে আশা করা যায়।

উক্ত বার্ষিক প্রতিবেদনের ৩৭ পাতায় কোম্পানি ঝুঁকি ও ঝুঁকি ব্যবস্থাপনা পদ্ধতি তুলে ধরা হয়েছে।

## চলমান ব্যবসা নীতিঃ

অত্র আর্থিক বিবরণী অনুমোদনের প্রাক্কালে পরিচালকবৃন্দ কোম্পানীর তাৎপর্যপূর্ণ আর্থিক, পরিচালন এবং অন্যান্য গুরুত্বপূর্ণ উপাদানসমূহের যথাযথ অনুসন্ধান ও বিশ্লেষণ পূর্বক এই সিদ্ধান্তে উপনীত হয়েছেন যে, কোম্পানী তার বর্তমান কার্যক্রম ভবিষ্যতেও অব্যাহত রাখতে সক্ষম হবে। অধিকন্তু চলমান ব্যবসার নীতি অনুসরণ করে অত্র বছরের আর্থিক বিবরণীসমূহ প্রস্তুত করা হয়েছে।

## এক্সট্রা অর্ডিনারি লাভ ক্ষতির প্রতিবেদনঃ

উল্লেখিত অর্থ বছরে কোম্পানীর তাৎপর্যপূর্ণ কোন এক্সট্রা অর্ডিনারি আয় বা লোকসান হয় নাই যাহা আর্থিক প্রতিবেদনে সমন্বয় বা প্রকাশের প্রয়োজন রয়েছে। তবে টাকা নং ৩০ এ বাড়ি ভাড়া বাবদ আয় সম্পর্কে বর্ণনা দেয়া হয়েছে।

## সম্পর্কিত দল / গোষ্ঠীর লেনদেনঃ

সম্পর্কিত দলের লেনদেন আর্থিক বিবরণী টাকা ৩৮ এ উপস্থাপন করা হয়েছে।

## জিরো কুপন বন্ড হতে প্রাপ্ত অর্থের ব্যবহারঃ

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন বিএসইসি/সিআই/সিপিএলসি ৭৬/২০১৭ পত্রের ভিত্তিতে কোম্পানিকে ৫০ কোটি মূল্যমানের জিরো কুপন বন্ড ছাড়ার অনুমতি প্রদান করেন। যেটি ৪ বছর মেয়াদী এবং ৭.৭৫% কুপন রেটে ইস্যু করা হয়েছে। উক্ত বন্ডের লিড এরেন্সার হিসেবে আইডিএলসি ফাইন্যান্স লিঃ কাজ করেছে এবং আইডিএলসি ইনভেস্টমেন্ট লিঃ ট্রাস্টি হিসেবে কাজ করেছে। কোম্পানীর মূলধনী ব্যয় ও উচ্চ মূল্যের ব্যাংক দায় মিটানোর জন্য এবং দীর্ঘ মেয়াদী অর্থেও যোগান দেওয়ার জন্য উক্ত বন্ড ইস্যু করা হয়। কোম্পানীটি ৩০ শে জুন ২০১৯ ইং তারিখ পর্যন্ত সর্বমোট ৪৩ কোটি টাকা উক্ত বন্ডের বিপরীতে গ্রহন করেছেন এবং প্রায় ১২.৮১ কোটি টাকা উক্ত বন্ডের কিস্তি প্রদান করেছেন।

## আর্থিক বছরের মধ্যে বিচ্যুতি :

প্রতিবেদন অনুযায়ী উক্ত বছরে কোম্পানীর ত্রৈমাসিক আর্থিক বিবরণী সাথে নিরীক্ষিত আর্থিক বিবরণীর তাৎপর্যপূর্ণ কোন বিচ্যুতি নেই।

## পরিচালকবৃন্দের জন্য পারিশ্রমিকঃ

স্বতন্ত্র পরিচালকসহ পরিচালকবৃন্দের পারিশ্রমিক আর্থিক বিবরণী টাকা ৪১ এ দেখানো হয়েছে।

## আর্থিক বিবৃতির নির্ভুলতাঃ

কোম্পানীর আর্থিক বিবরণী এবং এর সংশ্লিষ্ট সংযুক্ত টাকা সমূহ, কোম্পানীর কার্যক্রম, ব্যবসা, নগদ প্রবাহ এবং মালিকানা সমূহে সত্ত্বের পরিবর্তন ইত্যাদি সম্পর্কে সঠিক এবং নির্ভুল চিত্র উপস্থাপন করা হয়েছে।

## হিসাব বইঃ

বিদ্যমান এবং প্রযোজ্য নিয়ম নীতি অনুসরণ করে কোম্পানীর জন্য প্রযোজ্য হিসাব বই সমূহ যথাযথ ভাবে সংরক্ষণ করা হয়।

## হিসাব নীতিঃ

উপযুক্ত হিসাব নীতি অনুসরণ করে কোম্পানীর আর্থিক বিবরণী এবং অনুমানসমূহ প্রণয়ন করা হয়। কোম্পানীটি উক্ত হিসাব বৎসরে BAS-২৮ এবং BAS-40 হিসাব নীতিতে অন্তর্ভুক্ত করেছেন।

## IAS/BAS এবং IFRS/BFRS এর প্রয়োগঃ

কোম্পানীর আর্থিক বিবরণী প্রস্তুতের বা এর কোন অংশ বর্জনের ক্ষেত্রে IAS/BAS/IFRS/BFRS এর নীতিসমূহের যতটুকু বাংলাদেশের উক্ত শিল্পের জন্য প্রযোজ্য ততটুকু অনুসরণ করা হয়।

## অভ্যন্তরীণ নিয়ন্ত্রন :

কার্যকরী ও দক্ষভাবে কোম্পানীর উদ্দেশ্য অর্জন, আর্থিক বিবরণীর নির্ভরশীলতা, ঝুঁকি ব্যবস্থাপনা, কোম্পানীর নীতি ও অন্যান্য প্রয়োগযোগ্য আইন, বিধি ও নিয়মের প্রতিপালনের জন্য কোম্পানীর পরিচালনা পর্যদ, ব্যবস্থাপনা ও ব্যক্তি পর্যায়ের মধ্যে একটি সুসংগঠিত ও দক্ষ অভ্যন্তরীণ নিয়ন্ত্রন ব্যবস্থা প্রণয়ন করা হয়েছে। কোম্পানীর অভ্যন্তরীণ নিয়ন্ত্রন ব্যবস্থা নিশ্চিত করার জন্যে একটি শক্তিশালী অভ্যন্তরীণ নিরীক্ষা বিভাগ কাজ করে যাচ্ছে।

## সংখ্যালঘু গোষ্ঠীর স্বার্থরক্ষা :

দক্ষ ব্যবস্থাপনার মাধ্যমে উক্ত হিসাব বৎসরে কোম্পানীর ব্যবস্থাপনা কর্তৃপক্ষ এর সংখ্যা লঘু শেয়ার হোল্ডারদেও স্বার্থ সংরক্ষিত হবে।

## বোর্ড ও কমিটি মিটিং এবং সদস্যদের উপস্থিতিঃ

কোম্পানীর বোর্ড ও কমিটি সভার সংখ্যা এবং সভায় সদস্যদের উপস্থিতি উক্ত রিপোর্টের সংযুক্তি- F এ উপস্থাপন করা হয়েছে।

## শেয়ার ধারনের ধরনঃ

৩০ শে জুন, ২০১৯ তারিখ পর্যন্ত কোম্পানীর পরিচালকদের শেয়ার ধারনের বিবরণ সংযুক্তি- G হিসেবে রিপোর্টে উপস্থাপন করা হয়েছে।

## ক্রেডিট রেটিং:

কোম্পানীর ক্রেডিট রেটিং “Alpha Credit Rating Limited” কর্তৃক করানো হয়েছে যাহা দীর্ঘ মেয়াদে “ডাবল এ” রেটিং এবং স্বল্প মেয়াদে এসটি - ১ রেটিং অর্জন করেছে এপ্রিল ১১, ২০১৯ পর্যন্ত এবং যাহা কোম্পানীর স্থিতিশীল প্রতিচ্ছবি প্রকাশ করে। বরাদ্দকৃত এই রেটিং দীর্ঘমেয়াদে যথাসময়ে পরিশোধে পর্যাঙ্করূপে নিরাপত্তা এবং স্বল্পমেয়াদে আর্থিক অংগীকার পূরণে শক্তিশালী সামর্থ্য নির্দেশ করে।

## প্রাতিষ্ঠানিক সামাজিক দায়বদ্ধতাকে অবদান :

সামাজিক দায়বদ্ধতা একটি নৈতিক কাঠামো এবং ইহা পরামর্শ দেয় যে কোনও সত্তা, সে সংগঠন বা স্বতন্ত্র ব্যক্তি, সমাজের সুবিধার্থে বৃহত্তর কাজ করার একটি বাধ্যবাধকতা রয়েছে। অর্থনীতি এবং বাস্তবতন্ত্রের মধ্যে ভারসাম্য বজায় রাখতে সামাজিক দায়বদ্ধতা প্রতিটি ব্যক্তিরই পালন করতে হবে। কর্পোরেট সামাজিক দায়বদ্ধতা (সিএসআর) একটি বড়ি কর্পোরেশনের দায়িত্বশীল ব্যবসায়িক অনুশীলনের সাথে সামঞ্জস্য। একটি সক্রিয় সিএসআর অনুশীলন কর্পোরেশনের সামাজিক, পরিবেশগত এবং অর্থনৈতিক স্থায়িত্বের উপর জোর দেয় এবং মনোনিবেশ করবে। এটি কর্পোরেট স্ব-নিয়ন্ত্রণের একটি রূপ যা এটি সমাজের উপর প্রভাব এবং নিজস্ব সমৃদ্ধির দিকে এর দায়বদ্ধতা প্রতিফলিত করে। প্যারামাউন্ট টেক্সটাইল প্রতিষ্ঠার পর থেকে সংস্থাটি জনগণের পাশাপাশি সমাজের উন্নতির জন্য বিভিন্ন কার্যক্রম গ্রহণ করেছে। সিএসআর এবং কল্যাণমূলক কার্যক্রমের বিশদটি বার্ষিক প্রতিবেদনের ২৪ নং পৃষ্ঠায় দেওয়া হয়েছে।

## পরিচালক অবসরগ্রহণ ও পুনঃনিয়োগ :

পরিচালকদের অবসরগ্রহণ ও পুনঃনিয়োগের ক্ষেত্রে কোম্পানীর সংঘবিধি, কোম্পানী আইন ১৯৯৪ এবং নিয়ন্ত্রনকারী সংস্থা সমূহ কর্তৃক বিভিন্ন সময়ে জারীকৃত নিয়ম-কানুন ও প্রজ্ঞাপন অনুসরণ করা হয়েছে। এরই প্রেক্ষিতে নিম্নোক্ত পরিচালকগণ আসন্ন বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন।

১. জনাব অলক কুমার দাস

২. জনাব এএইচএম আবদুর রহমান

যেহেতু তাঁরা কোম্পানীর আর্টিকেল অফ এসোসিয়েশন অনুযায়ী পুনঃ নিয়োগের যোগ্য বিধায় পুনঃনির্বাচিত হওয়ার ইচ্ছা প্রকাশ করেছেন।

পুনঃ নিয়োগের যোগ্য পরিচালকদের বিস্তারিত বৃত্তান্ত পৃষ্ঠা নং ১৩ ও ১৪ তে দেয়া হয়েছে।

## স্বতন্ত্র পরিচালক নিয়োগ :

যেহেতু জনাব মৃত্যুঞ্জয় কুমার সাহা, এফসিএমএ এবং জনাব কাজী মোঃ ফিরোজ মোর্শেদ এফসিএম স্বতন্ত্র পরিচালক হিসেবে দুই মেয়াদ সম্পন্ন করেছেন বিগত ৩০ শে সেপ্টেম্বর, ২০১৯। বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৬-১৫৮/২০৭/এডমিন/৮০, তারিখ-৩ জুন, ২০১৮ শর্ত নং-১.২ (ই) এবং নোটিফিকেশন অনুযায়ী যেহেতু স্বতন্ত্র পরিচালকের পদে পুনর্নিয়োগের জন্য তারা যোগ্য নন। বাংলাদেশ সিকিউরিটি এন্ড এক্সচেঞ্জ কমিশনের শর্ত নং-১.২ এবং নোটিফিকেশন বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৬-১৫৮/২০৭/এডমিন/৮০, তারিখ-৩ জুন, ২০১৮ অনুযায়ী এবং এনআরসি কমিটির সুপারিশক্রমে ১৪ই অক্টোবর, ২০১৯ এ অনুষ্ঠিত কোম্পানীর পরিচালনা পর্ষদ সভায় মিঃ ইয়াহিয়া এ. জেড খন্দকার এবং জনাব মোঃ জাহাঙ্গীর ইয়াহিয়াকে স্বতন্ত্র পরিচালকের পাশাপাশি অন্যান্য কমিটির সদস্য হিসাবে কাজ করার জন্য প্রস্তাব দিয়েছে পরবর্তী ১ (এক) মেয়াদের জন্য অর্থাৎ পরবর্তী ৩ (তিন) বছরের জন্য অর্থাৎ ১ লা অক্টোবর, ২০১৯ যা আগামী বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের ছড়ান্ত অনুমোদন স্বাপেক্ষে কার্যকর হইবে।

## বিধিবদ্ধ নিরীক্ষক নিয়োগ :

কোম্পানীর সদস্যগণ ১২তম বার্ষিক সাধারণ সভায় মেসার্স ফেমস এন্ড আর চার্টার্ড একাউন্টেন্টস কে কোম্পানীর আর্থিক বিবরণী নিরীক্ষা করার জন্য বিধিবদ্ধ নিরীক্ষক হিসেবে মাত্র ২,৫০,০০০/ (দুই লক্ষ পঞ্চাশ হাজার) টাকা পারিশ্রমিকের বিনিময়ে ৩০ শে জুন, ২০১৯ সমাপ্ত বছরের ১৩ তম বার্ষিক সাধারণ সভা সম্পন্ন না হওয়া পর্যন্ত নিয়োগ প্রদান করেন।

যেহেতু মেসার্স ফেমস এন্ড আর চার্টার্ড একাউন্টেন্টস পর পর তিন বছর বিধিবদ্ধ নিরীক্ষক হিসেবে কোম্পানীর দায়িত্ব পালন করেছেন সুতরাং বাংলাদেশ সিকিউরিটি এন্ড এক্সচেঞ্জ কমিশনের আদেশ নং এসইসি/সিএমআরআরসিডি/২০০৯-১৯৩/১৭৪/এডমিন/৬১, তারিখ: ৮ জুলাই, ২০১৫ অনুযায়ী মেসার্স ফেমস এন্ড আর চার্টার্ড একাউন্টেন্টস অবসর গ্রহণ করনো

অডিট কমিটির সুপারিশক্রমে কোম্পানীর পরিচালনা পর্ষদ তাঁদের ২৮শে অক্টোবর, ২০১৯ এর মিটিংয়ে মেসার্স এমএবিএস এন্ড জে কে মাত্র ২,৫০,০০০/ (দুই লক্ষ পঞ্চাশ হাজার) টাকা পারিশ্রমিকের বিনিময়ে ৩০ শে জুন, ২০২০ সমাপ্ত বছরের পরবর্তী বার্ষিক সাধারণ সভা সম্পন্ন না হওয়া পর্যন্ত কোম্পানীর শেয়ারহোল্ডারদের ছড়ান্ত অনুমোদন স্বাপেক্ষে বিধিবদ্ধ নিরীক্ষক হিসেবে নিয়োগের প্রস্তাব করেন। এখানে উল্লেখ্য যে, বিধিবদ্ধ নিরীক্ষক বাংলাদেশ সিকিউরিটি এন্ড এক্সচেঞ্জ কমিশনের শর্ত নং-৭ এবং এক্সচেঞ্জ কমিশন নোটিফিকেশন বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০ অনুযায়ী কোন কাজে, কোম্পানীর সাথে জড়িত না।

## কমপ্লায়েন্স নিরীক্ষক নিয়োগ :

অডিট কমিটির সুপারিশক্রমে কোম্পানীর পরিচালনা পর্ষদ তাঁদের ২৮শে অক্টোবর, ২০১৯ এর সভায় মেসার্স সুরাইয়া পারভিন এন্ড এসোসিয়েটস চার্টার্ড সেক্রেটারিজ কে ২৫,০০০/- (পঁচিশ হাজার টাকা) পারিশ্রমিকের বিনিময়ে পরবর্তী বার্ষিক সাধারণ সভা সমাপ্ত না হওয়া পর্যন্ত ৩০ শে জুন, ২০২০ সমাপ্ত বছরের জন্য আসন্ন বার্ষিক বার্ষিক সাধারণ সভায় কোম্পানীর শেয়ারহোল্ডারদের ছড়ান্ত অনুমোদন স্বাপেক্ষে পুনঃনিয়োগের প্রস্তাব করেন।

## সহায়ক প্রতিষ্ঠান :

প্যারামাউন্ট টেক্সটাইল লিঃ এর কোন সহায়ক প্রতিষ্ঠান নাই।

## সহযোগী প্রতিষ্ঠানে বিনিয়োগ :

কোম্পানীর পরিচালক পর্ষদ তাদের ৭ই সেপ্টেম্বর ২০১৭ ইং তারিখের পর্ষদ সভায় পিপিভি কনসোর্টিয়াম নামে ২০০ মেগাওয়াট এইচএসডি বিদ্যুৎ কেন্দ্র (বিওও) ভিত্তিতে স্থাপন করার জন্য ক্ষমতা প্রাপ্ত কর্তৃপক্ষের অনুমতি স্বাপেক্ষে গঠন করার সিদ্ধান্ত গ্রহণ করেন। পরবর্তীতে উক্ত কনসোর্টিয়ামের সদস্য পরিবর্তন করে বাংলা ট্রেক লিমিটেডের সহিত নতুন কনসোর্টিয়াম গঠন করেন যেটিকে প্যারামাউন্ট বিদ্যুৎ কেন্দ্র কনসোর্টিয়াম নামে নাম করন করা হয়। পিডিবি ২৭ শে ফেব্রুয়ারী ২০১৮ ইং তারিখে তারা Letter of intent এর মাধ্যমে সিরাজগঞ্জ বাঘা বাড়িতে ২০০ মেগাওয়াট বিদ্যুৎ কেন্দ্র স্থাপনের অনুমতি প্রদান করেন। যেটি সিওডি তারিখ হতে ৫ বৎসর পর্যন্ত চলমান থাকবে।

পরবর্তীতে উক্ত কনসোর্টিয়ামে প্যারামাউন্ট টেক্সটাইল লিমিটেড কোম্পানি গঠন করেন, যার প্যারামাউন্ট টেক্সটাইল ৪৯% শেয়ার এবং বাংলা ট্রেক লিঃ ৫১% শেয়ার ধারণ করেন। যেখানে বাংলা ট্রেক লিঃ লিড মেম্বর এবং অপারেটিং সদস্য হিসেবে কাজ করবে। ইতিমধ্যে কোম্পানীও বিপিডিবি এলওআই এর শর্ত মোতাবেক পিপিএ এবং আইএ চুক্তি স্বাক্ষর করেছে এবং ইতোমধ্যে বাণিজ্যিক উৎপাদন শুরু করেছে।

#### মানব সম্পদ:

ব্যবসায়িক অংশীদার হিসাবে কোম্পানী তার মানব সম্পদের ব্যবস্থাপনায় দক্ষতা বৃদ্ধির জন্য এর উক্ত বছরে কর্মকর্তা ও কর্মচারীদের বিভিন্ন প্রশিক্ষণ ও কর্মশালার ব্যবস্থা করেছে। উক্ত বছরের কোম্পানীর ব্যবস্থাপনা এবং কর্মকর্তা ও কর্মচারীদের মধ্যে একটি চমৎকার সম্পর্ক বিদ্যমান ছিল।

#### আইন ও নিয়ম কানুন মেনে চলা:

কোম্পানী আইন ও নিয়ম কানুন ভঙ্গ কোন কর্মকাণ্ডে জড়িত ছিলোনা।

#### প্রতিবেদন এবং কর্পোরেট গভর্নেন্স এর সম্মতি:

বি এস ই সি নোটিফিকেশন নং বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/১৩৪/২০৭/এডমিন/৮০, তারিখ-জুন ০৩, ২০১৮ অনুসারে মেসার্স সুরাইয়া পারভিন এন্ড এসোসিয়েটস কে বি এস ই সি নিয়ম অনুসারে ২০১৮-২০১৯ কমপ্লায়েন্স অডিটর হিসেবে নিযুক্ত করা হয়েছে।

উক্ত কমপ্লায়েন্স রিপোর্ট সংযুক্তি- B হিসাবে সংযুক্ত আছে। উক্ত রিপোর্টে কোন প্রকার বিচ্যুতি বা প্রতিকূল মন্তব্য কোম্পানীর প্রতিকূলে নেই।

#### কৃতজ্ঞতা স্বীকারঃ

সুধীবৃন্দ, বিগত সময়ে আমাদের উপর ন্যস্ত দায়িত্ব পালনের ক্ষেত্রে দেশ ও বিদেশের সকল গ্রাহক এবং শেয়ারহোল্ডারবৃন্দের সহযোগীতা প্রদানের জন্য পরিচালনা পর্ষদের পক্ষ থেকে আমি সবাইকে জানাই আন্তরিক অভিনন্দন ও শুভেচ্ছা।

আমি কৃতজ্ঞতা ও ধন্যবাদ জানাই রেজিস্ট্রার অব জয়েন্ট স্টক কোং এবং ফার্মস, বাংলাদেশ সিকিউরিটি এন্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লিঃ, চট্টগ্রাম স্টক এক্সচেঞ্জ লিঃ, সিডিবিএল, ব্যাংকসমূহ এবং সংশ্লিষ্ট সকল সরকারী ও বেসরকারী সংস্থাসমূহের কর্মকর্তা ও কর্মচারীবৃন্দকে তাঁদের অকৃপন সহযোগীতা প্রদান করার জন্য। যাদের সহযোগীতার কারণেই আমাদের এ সাফল্য অর্জন করা সম্ভব হয়েছে।

আমি কোম্পানীর সকল পরিচালক, কর্মকর্তা, কর্মচারী ও শ্রমিকবৃন্দের নিকট কৃতজ্ঞতা ও ধন্যবাদ জ্ঞাপন করছি। যাদের নিরলস পরিশ্রম ও ত্যাগের কারণে কোম্পানীর এ সাফল্য অর্জন সম্ভব হয়েছে।

পরিশেষে আমি সম্মানিত শেয়ারহোল্ডারবৃন্দকে কোম্পানীর নিরীক্ষিত আর্থিক বিবরণী, নিরীক্ষকের প্রতিবেদন এবং পরিচালকবৃন্দের প্রতিবেদন গ্রহণ এবং অনুমোদন করার জন্য বিনীত অনুরোধ জানাচ্ছি।

সবাইকে আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা জানিয়ে শেষ করলাম,

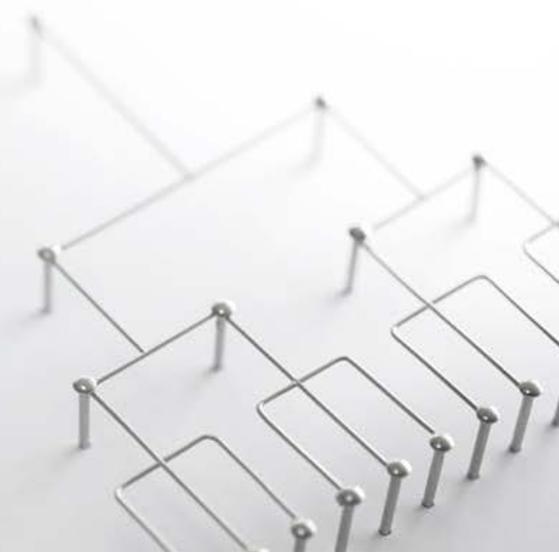
আল্লাহ হাফেজ।

পরিচালনা পর্ষদের পক্ষে,



(আনিতা হক)

চেয়ারম্যান



# STATEMENT OF CORPORATE GOVERNANCE

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

As a part of its growth strategy, the Company believes in adopting the best practices that are followed in the area of Corporate Governance to ensure full transparency and accountability in all its activities, in order to protect the interests of its stakeholders. In this task the Board of Directors considers itself as a trustee of its shareholders and acknowledges its responsibilities towards them through creating and building long term value for the shareholders.

During the year under review, the Board continues its pursuit of achieving these objectives through the adoption and monitoring of corporate strategies, prudent business plans monitoring major risks of the Company's business and ensuring that the company pursues policies and procedures to satisfy its legal and ethical responsibilities.

## BOARD COMPOSITION

The Board comprises eight members, a good blend of executives and non-executives and independent Directors having diverse and professional skills and experiences. The non-executives and independent Directors are from varied businesses and professional backgrounds and their experience enables them to execute independent judgments on the Board where their views carry substantial weight in the decision making. They contribute to the Company's strategy and policy formulation in addition to maintaining its performance as well as its executive management. The profiles of all members of the Board are given on page 13 to 15.

## BOARD DIVERSITY

The company has ensure and maintaing a good blending of equal job oportunites within every lair of the company. To encompassis this principles among total 8 (eight) members into the Board; 2 (two) members came from female representation and two members came from Independent Directors part. There are a good blending of young, energetic, sound education background and expert in business relating with his/her area. A short details of each directots are given Page no. 0000 in the Annual Report.

## RESPONSIBILITIES OF THE BOARD

The Board is collectively responsible to the Company's members as laid down in its Articles of Association and the relevant laws and Regulations. The Board directions are taken at its meetings held as per the Articles of Association. The Company Secretary calls the meetings of the Board and Board Committee, prepares the agenda in consultation with the Chairman of the Board of Directors, the Chairman of sub-committees and the Managing Director of the Company. The Agenda for the meetings of the Board and its Committees, together with the appropriate supporting documents are circulated well in advance of the Meetings. All Board members are entitled to raise other issues as they think pertinent with the overall business of the Company. The Company Secretary is accountable to the Board to ensure that the Board procedures are followed and that applicable rules and regulations are complied with.

## CHAIRPERSON OF THE BOARD:

The Chairperson is a non- executive and responsible to lead the Board. The Chairperson ensures his leadership through facilitating productive & constructive contribution to the Board. The Board considers that the Chairperson is independent in all aspects of the Company.

## **ROLE OF THE CHAIRMAN:**

The Chairperson leads the Board. She serves as the primary link between the Board and management, and set the agenda of the meeting after consulting with the Managing Director and Company Secretary. It is the Chairperson responsibility to provide leadership to the Board and ensure that the Board works effectively & efficiently and discharges its responsibilities as directors of the Company. The Board clearly defined the respective roles and responsibilities of the Chairperson and the Nomination and Remuneration Committee (NRC) has laid down the code of conduct of the Chairperson according to condition no 7 of Corporate Governance Code 2018 as per BSEC Notification No. BSEC/CMRRCS/2006-158/207/Admin/80 as well as best practices.

## **MANAGING DIRECTOR:**

The Managing Director has the overall responsibility for the performance of the Company's business. He is the chief executive of the Board. He is responsible for establishing and executing the Company's overall operating plan that is necessary to achieve the Company's objectives; as a coach. The Board of Directors has been clearly defined the roles & responsibilities of the Managing Director in the Articles of Association of the Company and the Nomination and Remuneration Committee (NRC) has laid down the code of conduct of the Managing Director according to condition no 7 of Corporate Governance Code 2018 as per BSEC Notification No. BSEC/CMRRCS/2006-158/207/Admin/80 as well as best practices. Moreover the Managing Director of the company don't hold the same position in any other listed company.

## **SEPARATE ROLE OF THE CHAIRPERSON AND THE MANAGING DIRECTOR/CEO:**

The position of the Chairman and the Managing Director has filled by different person. The respective roles and responsibilities of the Chairman and the Managing Director are clearly defined by the Board of Directors of the company and the Managing Director serves as Chief Executive Officer of the company.

## **INDEPENDENT DIRECTORS:**

As on June 30, 2019 the Company had eight Directors on its Board, two of whom are Independent Directors. The Company has complied with the notification of the Bangladesh Securities and Exchange Commission with regard to composition of the Board. Mr. Mritunjay Kumar Saha FCMA & Mr. Kazi Md. Firoze Morshed FCMA are the Independent Directors of the Company. They are the distinguished fellow members of the Institute of Cost & Management Accountants of Bangladesh (ICMAB) having more than 20 years professional experience in the field of Accounts, Finance etc. They have no relationship with the Company which can materially interfere with or affect the exercise of their independent judgment. The Board believes their experience and knowledge enable them to provide both effective and constructive contribution to the Board.

## **RETIREMENT AND RE-ELECTION OF DIRECTOR:**

As per the Article of Association of the company, at least one-third of the directors will retire in every year and they shall be those who holding the longest period of office. But in case of appointment in the same date, the retirement shall (unless they otherwise agree themselves) be determined by lottery, but the retiring director will remain eligible for re-election.

## **CODE OF CONDUCT FOR THE CHAIRPERSON, OTHER BOARD MEMBERS AND CHIEF EXECUTIVE OFFICER:**

The Board laid down a code of conduct based on recommendation of the Nomination and Remuneration Committee for the Chairperson, other Board members and Chief Executive Officer/Managing Director of the company and the said code of conduct also posted in the Company's Website which is available at: [www.paramountgroupbd.com](http://www.paramountgroupbd.com)

## **BOARD MEETINGS:**

The Board meets regularly to discharge its duties effectively. During the year 12 (Twelve) Board Meetings were held of the Company and the gap between two meetings did not exceed three months. The annexure-I shows the attendance record for the Board meetings held during the year. The Board approves the Annual Budget and reviews the business plan of the company and gives guidelines for improvement whenever necessary. The management operates within the guidelines, limits, policies as well as the budgetary control which has adopted by the Board. The Board also ensures strict compliance on the regulatory requirements by timely submission of audited / un-audited Financial Statements & any other

related information for protecting shareholder's interest so that the shareholders' will able to assess the overall performance of the Company. The company secretary is also responsible to record the minutes of the meetings as well as keep required books and records in line with the provisions of the Bangladesh Secretarial Standards (BSS) which is adopted by Institute of Chartered Secretaries of Bangladesh (ICSB)

### **BOARD COMMITTEES:**

The Board has established two Sub-committee of the Board; one is (i) Audit Committee and (ii) Nomination & Remuneration Committee, to whom it has delegated some of its responsibilities. The Committee have their own terms of reference through which respective roles and responsibilities are delegated by the Board, which is kept under review and updated regularly to ensure that they remain consistent with the best practice.

### **AUDIT COMMITTEE:**

The company has formed an Audit Committee consisted by 3 (three) members as a sub-committee of the Board, has been constituted by one of the Independent Director as Chairman and two other members of the Board by non-executive directors for ensuring good governance practices within the Company. Mr. Mritunjay Kumar Saha FCMA who represent in the Board as Independent Director is the Chairman of the Committee who has twenty seven years practical knowledge and professional experience in the fields of accounting, finance, audit and corporate management. The Company Secretary is the Secretary of the Audit Committee in addition to the three members. The Committee assists the Board in ensure that the financial statements reflect true and fair view of the state of affairs of the Company anensuring a good monitoring system within the business. Audit Committee is responsible to the Board of Directors for its role and responsibilities that are clearly set forth by the Company and time to time issued notifications by the regulators.

### **NOMINATION & REMUNERATION COMMITTEE:**

The company has formed a NRC committee as a sub-committee of the Board, has been constituted by one of the Independent Director as Chairman and two other members of the Board in line with the newly issued Corporate Governance Code. Mr. Kazi Md. Firoze Morshed FCMA who represent in the Board as Independent Director is the Chairman of the Committee who has twenty one years practical knowledge and professional experience in the fields of accounting, finance, audit and corporate management. The Company Secretary is the Secretary of this Committee. The NRC assist the board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive. The NRC members nominated and appointed by the Board and also responsible to the Board of Directors for its role and responsibilities that are clearly set forth by the Company and time to time issued notifications by the regulators. During the year 1(one) NRC Meeting was held.

### **MANAGEMENT COMMITTEE:**

The Company has formed a Management Committee which is entrusted with the day-to-day operation of the Company. The Managing Director is the head of the Management Committee. Being the Committee, as the Company's management body, is committed to serving the interests of the Company and trying to achieve sustainable growth & focus on value creation within the Company. The members of the Management Committee are jointly accountable for the overall management of the Company and decide on the basic issues of business policy and corporate strategy. The Committee meets in regular intervals or as and when required to review the business performance of the Company and take decisions which they think pertinent in favor of the Company.

### **CHIEF FINANCIAL OFFICER**

The Company has appointed a Chief Financial Officer (CFO). He is a partly qualified Chartered Accountant from the Institute of Chartered Accountants of Bangladesh (ICAB). He is responsible for accounts and finance activities of the Company. The Board of Directors clearly defined the respective roles, responsibilities and duties of the CFO. In compliance with the corporate governance guidelines of the BSEC, the CFO attends in the meetings of the Board of Directors except where he is interested in any matter which is in practice within the company.

## COMPANY SECRETARY

As a part of statutory requirement the Board of Directors of Paramount Textile Limited has appointed a qualified Company Secretary. He is a fellow Member of the Institute of Chartered Secretaries of Bangladesh (ICSB). He is responsible for dealing with corporate & various policies matters of PTL, making bridge between the Board and other Stakeholders, custodian of the Shareholders and also conducts the statutory functions pursuant to the applicable laws and regulations. The Board of Directors clearly defined the roles, responsibilities and duties of the Company Secretary. Company Secretary attends in the meetings of the Board of Directors except where he is interested in any matter which is in practice within the company.

## HEAD OF INTERNAL AUDIT & COMPLIANCE

Paramount Textile Limited has a Head of Internal Audit & Compliance. He is resource personnel in his assigned arena. He is responsible for internal control, internal audit & compliance of the Company among other tasks. The Board of Directors clearly defined his respective roles, responsibilities and duties of the Head of Internal Audit. The HIAC attends in the meetings of the Board of Directors except where he is interested in any matter.

## FINANCIAL REPORTING AND TRANSPARENCY:

The Company has prepared and presented its financial report according to International Accounting Standards (IAS), Bangladesh Accounting Standards (BAS), International Financial Reporting Standards (IFRS), Bangladesh Financial Reporting Standards (BFRS) etc. The Company always very much conscious to disclosure issues so that the financial statements reflects true and fair views and establishes transparency in all aspects within the Company which is also the ultimate motto of the Company.

## INTERNAL CONTROLS:

The Directors are responsible for instituting an internal control system to ensure the effective implementation of all policies and decisions which are taken by the Board in their meeting. The Board ensures that the Company maintains effective control in all significant strategic, financial, organizational and compliance issues.

The Board delegates the responsibility to the Management Committee & the Internal Audit team for establishing and implementing the control system which are appropriate to the business environment in which it operates.

The Company's internal controls highlighted are as follows:

- Clear definition of the organizational structure and delegated authorities to functional management.
- Strategic planning and the related annual planning and quarterly forecasting process.
- Reviewing & establishing control measures within the set frame of the Company's Annual Budget & suggest possible recommendation to solve the variance.
- Procedure for the review and authorization of capital expenditures & investments Accounting and financial reporting policies to ensure the consistency, integrity and accuracy of the Company's accounting records.
- Reporting and review of financial results and other operating statistics as well as the Company's published quarterly and annual financial statements which are based on a standard reporting system.

The Company has an internal audit department headed by the Head of Internal Audit. The internal control system is maintained and reviewed by an internal audit team and reports to the Management and the Audit Committee. The work of the internal auditors is focused on the areas of risk to the Company among others which are determined on the basis of a risk management approach to audit.

## COMPLIANCE WITH THE LAW:

Paramount Textile Limited operates its business within the frame of applicable laws and regulation and which are the fundamental aspects of the Company. To this end, the Company has established set procedures to ensure compliance with all applicable statutory and regulatory requirements. Assigned personnel are responsible for ensuring proper compliance with applicable laws and regulations and this is being followed by the Company.

## COMPANY'S CORPORATE WEBSITES:

The Company has developed its corporate & official website which is linked with also Stock Exchanges. Through which the members, stakeholders, potential investors & others are getting Company's financial, operational, compliance etc information with more vibrant & transparent ways which encourages its stakeholders to communicate their ideas, views etc about the Company in an organized manner.

## INVESTORS RELATIONSHIP DEPARTMENT:

The company has formed an Investors Relationship Department as per instruction of Regulators and the management has clearly defined the roles and responsibilities of the officials of the said department. If anyone has any query they can directly communicate with the officials of this department to redress it. The contract details are given below:

E-mail : [share@paramountgroupbd.com](mailto:share@paramountgroupbd.com)  
Telephone : +880-2 9898624, 55049833-37, 55049839  
Fax : +880-2 55049838

## COMMUNICATION WITH STAKEHOLDERS:

The Company encourages communications with shareholders throughout the year and welcomes their participation at shareholders' meeting. Four times each year, Paramount Textile Limited presented financial reports to its stakeholders regarding its business, financial position and earnings etc. The Company holds its Annual General Meeting normally within the stipulated time frame according to regulatory requirements in each year. Among other things, the members present decided in the Annual General Meeting regarding adoption of financial statements, declaration of dividend and election of the Board members and the appointment of the auditors.



# PARAMOUNT TEXTILE LIMITED

## DECLARATION BY CEO & CFO

ANNEXURE-A  
As per condition No. 1(5) (xxvi)

The Board of Directors,  
Paramount Textile Limited  
House # 22 (Level-6), Road # 113/A,  
Gulshan-2, Dhaka-1212

**Subject: Declaration of Financial Statements for the year ended on 30th June, 2019.**

Dear Sirs,

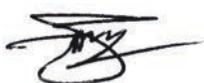
Pursuant to the condition no. 1(5) (xxvi) imposed vide the commission's Notification No. BSEC/CM-RRD/2006-158/207/Admin/80, Dated: 3rd June, 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- (1) The Financial Statements of Paramount Textile Ltd. for the year ended on 30th June, 2018 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 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.

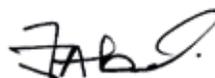
In this regard, we also certify that:

- (i) We have reviewed the financial statements for the year ended on 30th June, 2018 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 my 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,



(Shakhawat Hossain)  
Managing Director



(Mohammad Jahidul Abedin)  
Chief Financial Officer (CFO)



ANNEXURE-B  
[Certificate as per condition No.1 (5) (xxviii)]

Hasan Holdings, (9th Floor),  
52/1, New Eskaton Road, Dhaka-1000  
E-mail: info@suraiyaparveenandassociates.com

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## REPORT TO THE SHAREHOLDERS OF PARAMOUNT TEXTILE LIMITED ON COMPLIANCE ON THE CORPORATE GOVERNANCE CODE

We have examined the compliance status to the Corporate Governance Code by Paramount Textile Limited for the year ended on 30 June 2019. This Code relates to the Notification No. BSEC/CMR-RCD/2006-158/207/Admin/80 dated 3 June, 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

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

Dhaka, Dated  
November 02, 2019

**Suraiya Parveen & Associates**  
Chartered Secretaries

Suraiya Parveen, FCS  
Chartered Secretary in Practice

# COMPLIANCE REPORT ON BSEC'S NOTIFICATION

ANNEXURE-C

Status of Compliance with the conditions imposed by the Commission's Notification No. SEC/CM-RRD/2006-158/207/Admin/80 dated 3rd June, 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

## (Report under condition no. 9)

Condition No.	Title	Status	Remarks
1.0	Board of Directors-		
1(1)	Board's Size: Board members shall not be less than 5 (Five) and more than 20 (Twenty)	Complied	The Board is comprised of 8 (eight) members
1(2)	Independent Directors: Representation of ID in Board		
1(2)(a)	Number of Independent Director: At least 1/5th	Complied	There are two ID in the Board
1(2)(b)	For the purpose of this clause "Independent Director" means a Director-	The ID have declared their compliances	
1(2)(b)(i)	Independent Director do not hold any share or less than 1% (one) percent share of total paid-up shares of the company	Complied	Do
1(2)(b)(ii)	ID is not connected with the company' sponsor or director or shareholder who holds 1% or more share	Complied	Do
1(2)(b)(iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial years	Complied	Do
1(2)(b)(iv)	Independent Directors do not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/associated company	Complied	Do
1(2)(b)(v)	Independent Directors are not the member or TREC holder, directors or officers of any stock exchange	Complied	Do
1(2)(b)(vi)	Who is not the shareholder, directors excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market	Complied	Do
1(2)(b)(vii)	Independent Directors are/were not the partners or executives during preceding three years of any statutory audit firm	Complied	Do
1(2)(b)(viii)	They are not the Independent directors in more than five listed companies	Complied	Do
1(2)(b)(ix)	Who is not convicted by a court of competent jurisdiction as a defaulter in payment of any loan to bank or a non-bank financial institution	Complied	Do

Condition No.	Title	Status	Remarks
1(2)(b)(x)	Who is not been convicted for a criminal offence involving moral turpitude	Complied	Do
1(2)(c)	The independent directors shall be appointed by the board of directors and approved by the shareholders in the Annual General Meeting	Complied	Do
1(2)(d)	The post of independent directors cannot remain vacant for more than 90 days	Complied	No vacancy occurred
1(2)(e)	The tenure of office of an independent directors shall be for a period of three years which may be extended for one term only & Independent director shall not be subject to retirement by rotation as per companies Act, 1994. After completing two term e.g. six (6) years, a time gap of one (1) tenure e.g. three (3) years independent director may be considered for reappointment.	Complied	
1(3)	Qualification of Independent director (ID)		
1(3)(a)	Independent Director shall be knowledgeable individual with integrity	Complied	The qualification justify their abilities as such
1(3)(b)(i)	Business leader who is or was a promoter or director of an unlisted company having minimum paid up capital of Tk. 100 million or any listed company or a member of any national or international chamber of commerce or business association	Not applicable	
1(3)(b)(ii)	Corporate leader who is or was a top level executive not lower than CEO or MD or DMD or CFO or Head of Finance or Accounts or 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 100 million or of a listed company.	Not applicable	
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th grade of the national pay scale (at least bachelor degree in economics or commerce or business or law)	Not applicable	
1(3)(b)(iv)	University teacher who has an educational background in economics or commerce or business studies or law.	Not applicable	
1(3)(b)(v)	Professional or who is or was an advocate practicing at least in the high court division of supreme court or a CA or CMA or CFA or CCA or CPA or CMA or CS or equivalent position.	Complied	Existing 2 (two) ID's are the fellow member of ICMAB
1(3)(c)	The Independent Director shall have at least 10 years of experience in any field mentioned in clause (b)	Complied	

Condition No.	Title	Status	Remarks
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the commission	Not applicable	
1.4	<b>Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer:</b>		
1(4)(a)	The Chairman of the Board and the Managing Director (MD) and /or Chief Executive Officer (CEO) shall be different individuals.	Complied	
1(4)(b)	The MD and/or CEO of a listed company shall not hold the same in another listed company	Complied	
1(4)(c)	The Chairman of the board shall be elected from among the non-executive Directors of the company	Complied	
1(4)(d)	The board shall clearly define respective roles & responsibilities of chairperson and MD and/or CEO	Complied	
1(4)(e)	In the absence of chairperson of the board, remaining members may elect one of themselves from non-executive directors as chairperson & the reason of absence shall be duly recorded in the minutes	Complied	
1.5	<b>The Directors' Report to Shareholders</b>		
1.5 (i)	Industry outlook and possible future developments in the industry	Complied	
1.5 (ii)	Segment-wise or product-wise performance	Complied	
1.5 (iii)	Risk and Concern including external & internal risk factors threat to sustainability & negative impact on environment, if any	Complied	
1.5 (iv)	A discussion on cost of goods sold, gross profit margin and net profit margin	Complied	
1.5 (v)	Discussion on continuity of an Extra-ordinary gain or loss	Complied	
1.5 (vi)	Basis for related party transaction- a statement of all related party transactions should be disclosed in the annual report	Complied	
1.5 (vii)	Utilization of proceeds from public issues, right issues and or through any other instruments	Complied	PTL has issued Non-convertible 5 years Zero coupon bond and utilization also given thereof
1.5 (viii)	An explanation if the financial results deteriorate after the company goes for IPO,RPO, rights Offer, Direct Listing etc.	Not applicable	
1.5 (ix)	Explanation on significant variance occurs between quarterly financial performance and Annual Financial Statements	Complied	
1.5 (x)	A statement of Remuneration to directors including independent director	Complied	
1.5 (xi)	The financial statements prepared by the management of the issuer company present fairly state its affairs, the result of its operation, cash flows and changes in equity	Complied	

Condition No.	Title	Status	Remarks
1.5 (xii)	Proper books of account of the issuer company have been maintained	Complied	
1.5 (xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment	Complied	
1.5 (xiv)	International Accounting Standards (IAS)/ Bangladesh Accounting Standards (BAS)/International Financial Reporting Standards (IFRS)/Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	Complied	
1.5 (xv)	The system of internal control is sound in design and has been effectively implemented and monitored	Complied	
1.5 (xvi)	Minority shareholders have been protected	Complied	
1.5 (xvii)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with the reasons thereof should be disclosed	Complied	
1.5 (xviii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reason thereof should be explained	Complied	
1.5 (xix)	Key operating and financial data of at least preceding five years shall be summarized	Complied	
1.5 (xx)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given	Not applicable	
1.5 (xxi)	No bonus share or stock dividend has been or shall be declared as interim dividend	Not applicable	
1.5 (xxii)	The number of Board meetings held during the year and attendance by each director shall be disclosed.	Complied	
1.5 (xxiii)	<b>Report on the pattern of shareholding disclosing the aggregate number of share held by-</b>		
1.5(xxiii)(a)	Parents/Subsidiary/ Associated companies and other related parties (name wise details)	Complied	
1.5 (xxiii)b	Directors, Chief Executive Officer, Company secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details)	Complied	
1.5 (xxiii) c	Executives	Complied	
1.5 (xxiii)d	Shareholders holding ten percent or more voting interest in the company (name wise details)	Complied	
1.5 (xxiv)	<b>Disclosure on the appointment / reappointment of directors-</b>		

Condition No.	Title	Status	Remarks
1.5 (xxiv)a	A brief resume of the director	Complied	
1.5 (xxiv)b	Nature of his/her expertise in specific functional areas	Complied	
1.5 (xxiv)c	Names of companies in which the person also holds directorship and the membership of committees of the board	Complied	
1.5 (xxv)	A management 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 statement, among others focusing on:	Complied	
1.5(xxv)(a)	Accounting policies & estimation for preparation of financial statements	Complied	
1.5(xxv)(b)	Changes in accounting policies & estimation, if any clearly describing the effect on financial performance or results and financial position as well as cash flows in the absolute figures	Complied	
1.5(xxv)(c)	Comparative analysis (including effect of inflation) of financial performance or results and financial position as well as cash flows in the absolute figures	Complied	
1.5(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario	Complied	
1.5(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe	Complied	
1.5(xxv)(f)	Risks & concerns issued related to the financial statements, explaining such risk and concerns mitigation plan of the company	Complied	
1.5(xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with jurisdiction thereof, i.e. actual position shall be explained to the shareholders in the next AGM	Complied	
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;	Complied	
1.5(xxvii)	The report as well as certificate regarding compliance of conditions of the code as required under condition No.9 shall be disclosed as per Annexure-B & Annexure-C	Complied	
1(6)	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 BSS as adopted by the Institute of Chartered Secretaries of Bangladesh	Complied	
1(7)	<b>Code of Conduct for the Chairperson, other Board members and Chief Executive Officer:</b>		
1(7)(a)	The board shall lay down a code of conduct based on the recommendation of the NRC at condition No.6 for the chairperson of the board, other board members & CEO of the company	Complied	

Condition No.	Title	Status	Remarks
1(7)(b)	The code of conduct as determined by the NRC shall be posted in the website of the company among others prudent conduct & behavior; confidentiality; conflict of interest; compliance with laws , rules & regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency	Complied	
2.00	<b>Governance of Board of Directors of Subsidiary Company: The Company does not have any Subsidiary company</b>		
2 (a)	Provisions relating to the composition of board of holding company shall be made applicable to the composition of the board of subsidiary company	Not applicable	
2 (b)	At least one (1) independent director of the board of the holding company shall be a director in the board of subsidiary company	Not applicable	
2 (c)	The minutes 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.	<b>MD or CEO, CFO, HIAC and CS:</b>		
3 (1)	<b>Appointment</b>		
3(1)(a)	The Board shall appoint MD, CFO, HIAC and CS	Complied	
3(1)(b)	Position of MD, CFO, HIAC and CS shall be filled by different individuals	Complied	
3(1)(c)	The MD or CEO, CFO, HIAC and CS shall not hold any executive position in any other company at the same time	Complied	
3(1)(d)	Board shall clearly define their respective roles, responsibilities and duties of CFO, HIAC & CS	Complied	
3(1)(e)	The MD or CEO, CFO, HIAC and CS shall not be removed from their position without approval of Board as well as immediate dissemination to the commission & stock exchange(s).	Complied Complied	

Condition No.	Title	Status	Remarks
3(2)	Requirements to attend BOD's Meetings-The MD or CEO, CFO, HIAC and CS shall attend Board of Directors meeting	Complied	
3(3)	Duties of MD or CEO and Chief Financial Officer:		
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:	Complied	
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	Complied	
3(3)(b)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws	Complied	
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the annual report	Complied	
4	Board of Directors' committee	Complied	
4(i)	Audit Committee	Complied	
4 (ii)	Nomination and Remuneration Committee	Complied	
5	<b>Audit Committee</b>		
5(1)	<b>Responsibility to the Board of Directors</b>		
5 (1)(a)	Audit Committee shall be the sub-committee of the Board of Directors	Complied	
5 (1)(b)	The committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business	Complied	
5 (1)(c)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing	Complied	
5 (2)	<b>Constitution of the Audit Committee:</b>		
5 (2)(a)	The Audit Committee shall be composed of at least three members	Complied	
5 (2)(b)	Board shall appoint members of Audit Committee from non-executive directors except chairperson including one independent director	Complied	
5 (2)(c)	All members of the audit committee should be financially literate and at least one member shall have accounting or related financial management experience and ten years of such experience.	Complied	
5 (2)(d)	When the terms of service of any committee member expires or there is any circumstances causing any committee member to	Complied	The Board appointed AC member in due time and no vacancy occurred

Condition No.	Title	Status	Remarks
	be unable to hold before expiration of terms of service where number of Committee members falls short than the prescribed number the board shall fill the vacancy immediately or not later than 1 one month in Committee shall be filled		
5 (2)(e)	The company secretary shall act as the secretary of the committee	Complied	
5 (2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least one independent director	Complied	
5(3)	<b>Chairperson of the Audit Committee</b>		
5 (3)(a)	Chairman of the Audit Committee shall be an Independent Director	Complied	
5 (3)(b)	In the absence of the chairperson of the audit committee remaining members may elect one among themselves as Chairperson	Complied	
5 (3)(c)	Presence of Chairman of the Audit Committee in the Annual General Meeting	Complied	
5 (4)	<b>Meeting of the Audit Committee:</b>		
5 (4) (a)	Frequency of Meeting of the Audit Committee	Complied	
5 (4) (b)	Quorum of the Audit Committee Meeting	Complied	
5 (5)	<b>Role of Audit Committee:</b>		
5 (5) (a)	Oversee the financial reporting process	Complied	
5 (5) (b)	Monitor choice of accounting policies and principles	Complied	
5 (5) (c)	Monitor internal audit and compliance process, approval of internal audit and compliance plan and review of these reports	Complied	
5 (5) (d)	Oversee hiring and performance of external auditors	Complied	
5 (5) (e)	Hold meeting with external auditors for review of annual financial statements before submission to the board	Complied	
5 (5) (f)	Review along with the management, the annual financial statements before submission to the board for approval	Complied	
5 (5) (g)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval	Complied	
5 (5) (h)	Review the adequacy of internal audit function	Complied	
5 (5) (i)	Review the Management's discussion and analysis before disclosing in the annual report	Complied	
5 (5) (j)	Review statement of significant related party transactions submitted by the management	Complied	
5 (5) (k)	Review management letters/ letter of internal control weakness issued by statutory auditors and review of these	Not applicable	Such situation didn't occurred

Condition No.	Title	Status	Remarks
5 (5) (l)	Oversee the determination of audit fees and others for effective audit and evaluate performance of external auditors	Complied	
5 (5) (m)	Oversee proceeds raised through initial public offering/ repeat public offering/rights issue the company shall disclose to the audit committee about the uses/applications of funds by major category (capital expenditure, sales and marketing expenses, working capital etc.), on a quarterly basis, as a part of their quarterly declaration of financial results	Complied	
5 (6)	<b>Reporting of the Audit Committee:</b>	Complied	
5 (6) (a)	<b>Reporting to the Board of Directors:</b>		
5 (6) (a) (i)	The audit committee shall report on its activities to the board of directors	Complied	
5 (6) (a) (ii)	<b>Audit committee immediately report to the Board on the following findings-</b>		
5 (6) (a) (ii) (a)	Report on conflict of interest	Complied	The directors have declared their compliance
5 (6) (a) (ii) (b)	Suspected or presumed fraud or irregularity or material defect in the internal audit & compliance process or in the financial statement	Complied	There was no such case during the year
5 (6) (a) (ii) (c)	Suspected infringement of laws, including securities related law, rules and regulations	Complied	Do
5 (6) (a) (ii) (d)	Any other matter which deems necessary shall be disclosed to the board of directors immediately	Complied	Do
5 (6) (b)	Reporting to the authorities: If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and discussed accordingly with the Board and management but they unnecessarily ignored, then inform to commission regarding the findings, upon reporting of such matters to the Board for 3 times or completion of 6(six) months from the date of first reporting to Board, whichever is earlier.	Not applicable	Do
5 (7)	Reporting to the shareholders and general investors	Complied	Activities of AC are disclosed in the Annual Report
6	<b>Nomination and Remuneration Committee (NRC)-</b>		
6(1)(a)	Nomination committee is a sub-committee of the Board	Complied	
6(1)(b)	NRC shall assist the board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors & top level executives as well as considering remuneration of directors, top level executive	Complied	
6(1)(c)	TOR of NRC shall be set forth in writing	Complied	
6 (2)	<b>Constitution of the NRC</b>		

Condition No.	Title	Status	Remarks
6(2)(a)	The committee shall comprise of at least 3 members including an independent director	Complied	
6(2)(b)	All members of the committee shall be non-executive directors	Complied	
6(2)(c)	Members of the committee shall be nominated and appointed by the board	Complied	
6(2)(d)	The board shall have authority to remove and appoint any member of the committee	Complied	
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the committee or any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) of occurring such vacancy	Not applicable	Such situation didn't occurred during the year
6(2)(f)	The chairperson of the committee may appoint or co-opt any external expert or members of staff to committee who shall be non-voting member	Not applicable	Didn't required during the year
6(2)(g)	Company secretary shall act as the secretary of the committee	Complied	
6(2)(h)	Quorum of the NRC shall not constitute without attendance of at least an independent director	Complied	
6(2) (i)	No member of the NRC shall receive any remuneration other than Directors' fees or honorarium from the company	Complied	
6 (3)	<b>Chairperson of the NRC:</b>		
6(3)(a)	The board shall select one member of the NRC to be chairperson of the committee who shall be an independent director	Complied	
6(3)(b)	In the absence of chairperson of NRC, the remaining members may elect one of themselves as chairman of the meeting.	Complied	
6(3)(c)	The chairperson of NRC shall attend the AGM and in the absence of regular chairperson, any member from the NRC shall be selected to attend in AGM	Complied	
6 (4)	<b>Meeting of the NRC</b>		
6(4)(a)	The NRC shall conduct at least 1 meeting in a financial year	Meeting of the NRC	
6(4)(b)	Chairperson may call emergency meeting upon request by member	Complied	
6(4)(c)	Quorum of the NRC	Complied	
6(4)(d)	Record and confirmation of minutes	Complied	
6 (5)	<b>Role of the NRC</b>		
6(5)(a)	NRC shall be independent and responsible or accountable to the board and shareholders	Complied	
6 (5) (b)	<b>NRC shall oversee among others the following matters and make report with recommendation to the Board-</b>		

Condition No.	Title	Status	Remarks
6(5)(b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of director and recommend policy to Board relating to remuneration of the directors, top level executive considering the following-	Complied	
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	Complied	
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks	Complied	
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 company and its goals	Complied	
6(5)(b)(ii)	A policy on boards diversity considering age, gender, experience, ethnicity, educational background & nationality	Complied	
6(5)(b)(iii)	Identifying persons who are qualified to become directors and top level executive in accordance with the criteria laid down and recommend their appointment and removal to the board	Complied	
6(5)(b)(iv)	Formulating the criteria for evaluation of independent directors and the board	Complied	
6(5)(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement or promotion criteria	Complied	
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies	Complied	
6(5)(b)(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.	Complied	
7	<b>External or Statutory Auditors-</b>		
7 (1)	<b>The Company shall not engage its external or statutory auditors to perform the following services-</b>		
7 (1) (i)	Non-engagement in appraisal or valuation services or fairness opinions	Complied	
7 (1) (ii)	Non-engagement in Financial information systems design and implementation	Complied	
7 (1) (iii)	Non-engagement in Book-keeping or other services related to the accounting records or financial statements	Complied	
7 (1) (iv)	Non-engagement in Broker-dealer services	Complied	
7 (1) (v)	Non-engagement in Actuarial services	Complied	

Condition No.	Title	Status	Remarks
7 (1) (vi)	Non-engagement in Internal audit or special audit services	Complied	
7 (1) (vii)	Non-engagement in any other service that the audit committee determines	Complied	
7 (1) (viii)	Audit or certification services on compliance of corporate governance as required under condition: 9(1)	Complied	
7 (1) (ix)	Any other service that creates conflict of interest.	Complied	
7 (2)	No partner or employees and family members 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.	Complied	
7 (3)	Representative of external or statutory auditors shall remain present in the shareholders meeting (AGM or EGM) to answer the queries of the shareholders	Complied	
8	<b>Maintain a Website by the Company-</b>		
8.(1)	The company shall have an official website linked with the websites of the stock exchange	Complied	
8.(2)	The company shall keep the website functional from the date of listing	Complied	
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)	Complied	
9	<b>Reporting and Compliance of Corporate Governance-</b>		
9.(1)	Obtaining Certificate from a professional accountant/ Secretary regarding compliance of conditions of Corporate Governance Guidelines of the BSEC on a yearly basis and disclose it in the Annual Report	Complied	
9(2)	The professional who will provide the certificate on compliance of the code shall be appointed by the shareholders in AGM	Complied	
9(3)	The directors of the company shall state, in accordance with the annexure attached, in the directors' report whether the company has complied with these conditions	Complied	

## REPORT OF THE AUDIT COMMITTEE

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Paramount Textile Limited established an Audit Committee as a Sub-committee of the Board of Directors and they assist the Board of Directors in fulfilling its oversight responsibilities and ensuring that the Financial Statements reflect true and fair view. There are four members in the Audit Committee including one Independent Director. The Independent Director is the Chairman of the Committee. The members of the Audit Committee possess adequate knowledge on business management and all of them are financially literate as per regulatory requirements and also able to analyze and interpret, corporate laws, financial issues and financial statements.

During the year ended on 30th June, 2019 the Committee held 4 (four) meetings in which the Committee reviewed issues relating to business operation, administrative control, Finance and Accounts ,review the financial reporting among other things. The committee has been empowered to examine the matters related to financial and internal control management and other affairs of the company. Relevant departmental heads and other members of the management also attend the meetings as required. The proceedings of the Committee meetings are regularly reported to the Board of Directors. The Attendance record of the members in the meetings was given in Annexure-F.

### OBJECTIVE OF AUDIT COMMITTEE:

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

### The role and responsibilities of the Audit Committee:

The Audit committee has been playing a vital role among the Board, Members and other stakeholders of the company. The role of the Audit committee is clearly set-forth in the ToR. Audit Committee making a bridge between the Board and the Management to strengthen internal control and compliances.

1. Review and recommend to the Board to approve the quarterly, annual financial statements as well as overall financial reporting process prepared for statutory purpose.
2. Reviewed and recommended various pertaining the quarterly and annual financial statements.
3. Monitor and watch over selection of accounting policies and principles, adequacy of internal audit, internal audit & compliance plan & reports, risk management process, auditing matter, hiring, remuneration and performance of external auditors.
4. Appraise significance of related party transactions submitted by the management.
5. Carry on supervisory role to safeguard the systems of governance and independence of statutory auditors.
6. Evaluate and consider the report of internal and statutory auditor's observations on internal control.
7. Conduct audit concerning material violation by the management in carrying out operation of the company.
8. Review Management's Discussion and Analysis report before disclosing in the annual report
9. Review the utilization report of Non-convertible Zero Coupon Bond and proceeds thereon.
10. Review reports of litigation and regulatory compliance matters.

### Activities carried out during the year:

1. The financial statements was reviewed by the committee after the closing of each and every quarter before submission to Board and subsequently recommended to the Board for consideration and approval.
2. The Committee had overseen, reviewed and approved the procedure and task of the internal audit, financial report preparation and the external audit reports and made suggestions for improvement.
3. Holding meeting to review the financial statements with Statutory Auditors & management before submission to the Board
4. Reviewed & recommended to adopt the Board "BAS-28 Investment in Associates and Joint Ventures" & "BAS-40 Investment Property"
5. Reviewed and recommended Board to consider few expenses from financial mode to operating mode.
6. The committee found adequate arrangement to present true and fair view of the activities and the financial status of the company and didn't find any material deviation, discrepancies or any adverse findings/observation in the areas of reporting.
7. Reviewed the appointment of external and compliance auditors and determination of audit fees and others.
8. Reviewed Management's Discussion and Analysis report before disclosing in the annual report
9. Review all related party transactions, its nature etc. submitted by the management.
10. Review the utilization report of Non-convertible Zero Coupon Bond and proceeds thereon.

### REPORTING BY AUDIT COMMITTEE TO THE BOARD:

The Committee regularly reports on its work to the Board. The report includes a summary of the matters addressed in the meeting by the members present and the measures undertaken by the committee.



**Mritunjay Kumar Saha, FCMA**  
Chairman of Audit Committee &  
Independent Director



**Md. Robiul Islam, FCS**  
Member Secretary of Audit Committee &  
Company Secretary

## REPORT OF THE NOMINATION & REMUNERATION COMMITTEE

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The company has formed a NRC committee as a sub-committee of the Board, has been constituted by one of the Independent Director as Chairman and two other members of the Board in line with the newly issued Corporate Governance Code. Mr. Kazi Md. Firoze Morshed FCMA who represent in the Board as Independent Director is the Chairman of the Committee who has twenty one year's practical knowledge and professional experience in the fields of accounting, finance, audit and corporate management. The Company Secretary is the Secretary of this Committee.

The NRC assist the board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence among others of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive. The NRC members nominated and appointed by the Board and also responsible to the Board of Directors for its role and responsibilities that are clearly set forth by the Company and time to time issued notifications by the regulators. During the year 1(one) NRC Meeting was held. The name of the members & their attendance record in the meetings was given in Annexure-F.

### NOMINATION & REMUNERATION POLICY

This Nomination, Remuneration Policy (the "Policy") applies to the Board of Directors (the "Board") and the Top Level Executive (TLE) of Paramount Textile Limited (the "Company").

The expression "Top Level executive" means executive of the Company who are members of its core management team excluding Board of Directors, comprising all members of management, including the functional heads.

This Policy is in compliance with Clause 6 of the Corporate Governance Code, 2018 read along with the applicable rules and regulation of applicable laws thereto. Sub-clause (b) of Clause 6 of the Corporate Governance Code, 2018 states that the Nomination and Remuneration Committee 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;

### Role of the NRC

The roles and responsibilities of the NRC have been clearly mentioned in the Terms and References (ToR) of the Committee as approved by the Board of Directors of Paramount Textile Limited. The committee discharged its responsibility by holding a meeting and provide the Board, management based on its observation considering current situation and suggest what need to be adopt/insert/amend by the company. In the meeting the committee assist/recommended the Board to determine the qualifications, attributes, experiences etc. of directors and top level executives and determine their remuneration and as well.

### EVALUATION CRITERIA OF DIRECTORS/TOP LEVEL EXECUTIVE OF THE COMPANY:

The evaluation/assessment of the Directors and the Top Level Executive of the Company is to be conducted as and when required and to satisfy the requirements of the Corporate Governance Code and as well as company's policy.

The following criteria may assist in determining how effective the performances of the Directors/TLE have been:

- i. Leadership & stewardship abilities;
- ii. Contributing to clearly define corporate objectives & plans;
- iii. Communication of expectations & concerns clearly with subordinates;
- iv. Obtain adequate, relevant & timely information from external sources;
- v. Review & approval achievement of strategic and operational plans, objectives, budgets;
- vi. Regular monitoring of corporate results against projections;
- vii. Identify, monitor & mitigate significant corporate risks;
- viii. Assess policies, structures & procedures;
- ix. Direct, monitor & evaluate KMPs, senior officials;
- x. Review management's succession plan;
- xi. Effective meetings;
- xii. Assuring appropriate board size, composition, independence, structure;
- xiii. Clearly defining roles & monitoring activities of committees;
- xiv. Review of corporation's ethical conduct;

### ACTIVITIES OF NRC DURING THE YEAR:

During the year the NRC accomplished the following activities:

- i. Reviews the status of the Board composition along with their qualification, experience, attributes, independence of board members made recommendation thereof;
- ii. Reviewed the top level executives of the company and placed at different levels and determine their selection criteria, remuneration based on performance among others etc.
- iii. Putting recommendation on the draft code of conduct of the Chairperson, other Board members & Chief Executive Officer to Board.
- iv. Reviews the company's human resources policy and recommended on it.
- v. Overseen other issues within the Code of Conduct of the NRC.

### REPORTING BY THE NRC TO THE BOARD:

The NRC Committee regularly reports on its work to the Board and the report includes a summary of the matters addressed in the meeting. The NRC expressing its view to the Board that the nomination, retirement, re-election & remuneration of directors & top level executives are adequate for presetting true and fair view of the Administration & HR department and also expressed that the internal control of the company is quite well.



**Kazi Md. Firoze Morshed, FCMA**  
Chairman, Nomination &  
Remuneration Committee &  
Independent Director



**Md. Robiul Islam, FCS**  
Member Secretary of NRC &  
Company Secretary

The composition of the Board of Directors and their attendance in the meetings for the year ended 30th June, 2019 are shown below:

Name of Directors	Position	Audit Committee Meeting		
		Meeting Held	Attended	Percentage (%)
Ms. Anita Haque	Chairman	12	11	91.67
Mr. Shakhawat Hossain	Managing Director	12	11	91.67
Mr. Alock Kumar Das	Director	12	12	100.00
Ms. Anita Das	Director	12	12	100.00
Mr. A.H.M. Abdur Rahman	Director	12	12	100.00
Mr. A.H. M. Habibur Rahman	Director	12	09	75.00
Mr. Mritunjay Kumar Saha, FCMA	Independent Director	12	12	100.00
Mr. Kazi Md. Firoze Morshed, FCMA	Independent Director	12	12	100.00

N.B: The Director who could not attend in any meeting was granted leave of absence.

The composition of the Audit Committee and the attendance of its members in the meetings for the year ended 30th June, 2019 are shown below:

Name of Directors	Position	Audit Committee Meeting		
		Meeting Held	Attended	Percentage (%)
Mr. Mritunjay Kumar Saha FCMA	Chairman	4	4	100
Mr. Alock Kumar Das	Member	4	4	100
Mr. A.H.M. Habibur Rahman	Member	4	4	100
Mr. Md. Robiul Islam FCS	Secretary	4	4	100

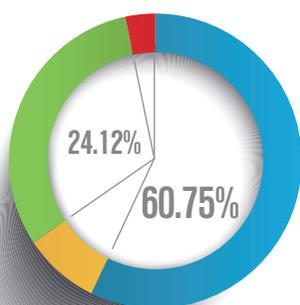
The composition of the Nomination & Remuneration Committee and the attendance of its members in the meetings for the year ended 30th June, 2019 are shown below:

Name of Directors	Position	Audit Committee Meeting		
		Meeting Held	Attended	Percentage (%)
Mr. Kazi Md Firoze Morshed FCMA	Chairman	1	1	100
Ms. Anita Haque	Member	1	1	100
Mr. Alock Kumar Das	Member	1	1	100
Mr. Md. Robiul Islam FCS	Secretary	1	1	100

## ANNEXURE-G

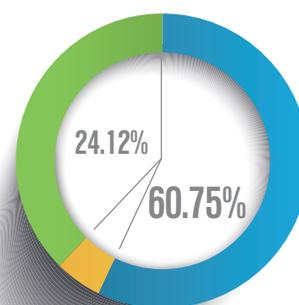
The pattern of shareholding as required by clause 1.5 (xxiii) of the BSEC notification dated 3rd June, 2018 for the year ended 30th June, 2019 state as below:

SL NO	Name of Shareholders	Status	Share Holding	Percentage (%)
i)	Parent/ Subsidiary/ Associated Companies and other related parties	-	-	
ii)	Directors & their Spouses and Minor Children:			
	Ms. Anita Haque (W/o Mr. Shakhawat Hossain)	Chairman	2,580,948	2.00%
	Mr. Shakhawat Hossain (H/o Ms. Anita Haque)	Managing Director	11,347,079	8.79%
	Mr. Alock Kumar Das (H/o Ms. Anita Das)	Director	11,347,079	8.79%
	Ms. Anita Das (W/o Mr. Alock Kumar Das)	Director	2,346,317	2.00%
	Mr. A.H.M. Abdur Rahman (Nominated by PSL)	Director	Nil	-
	Mr. A.H.M. Habibur Rahman (Nominated by PHL)	Director	Nil	-
	Mr. Mritunjay Kumar Saha FCMA	Independent Director	Nil	-
	Mr. Kazi Md. Firoze Morshed FCMA	Independent Director	Nil	-
	The minor children of all the Directors and spouses of the last four Directors mentioned in the above list		Nil	-
iii)	Company Secretary, CFO and Head of Internal Audit & compliances & their Spouses and Minor:			
	Mr. Md. Robiul Islam FCS	Company Secretary	Nil	-
	Mr. Mohammad Jahidul Abedin	CFO	Nil	-
	Mr. Md. Abdul Halim	Head of Internal Audit	Nil	-
	Their Spouses & Minor children		Nil	-
iv)	Executives (Top 5 Salaried Employees):			
	Mr. A. B. M. Delwar Hossain	ED & Head of Technical	Nil	-
	Md. Jamal Mia	GM	Nil	-
	Mr. Md. Shelim Sarder	DGM	Nil	-
	Mr. Md. Mokbular Rahman	AGM	Nil	-
	Mr. Md. Jubaidur Rahman	Sr. Manager	Nil	-
v)	Shareholders holding 10% (Ten percent) or more voting interest in the Company:			
	Paramount Spinning Limited		17,114,847	13.26%
	Paramount Holdings Limited		14,856,564	11.51%



**2018-19**

- Sponsor's & Directors (60.75%)
- Institutions (11.45%)
- General Public (24.13%)
- Foreign (3.67%)



**2017-18**

- Sponsor's & Directors (60.75%)
- Institutions (6.51%)
- General Public (32.73%)

Sl. No.	Name	Designation in the Company	Directorship/Sponsorship Ownership with other Organization	Position
1	Ms. Anita Haque	Chairman	Paramount Green Garments Ltd.	Chairman
			Paramount Agro Ltd.	Managing Director
			Paramount Insurance Company Ltd.	Vice-Chairman
			Paramount Spinning Ltd.	Director
			Foodex International Ltd.	Director
			Paramount Energy Ltd.	Director
2	Mr. Shakhawat Hossain	Managing Director	Meghna Bank Ltd.	Vice-Chairman
			Paramount Insurance Company Ltd.	Sponsor Shareholder
			Paramount Holdings Ltd.	Chairman
			Paramount Agro Ltd.	Chairman
			Sunrise Chemical Industries Ltd.	Managing Director
			Paramount Spinning Ltd.	Managing Director
			Foodex International Ltd.	Chairman
			Paramount Green Garments Ltd.	Managing Director
			Paramount Energy Ltd.	Chairman
			Mount International	Managing Partner
			Paramount Agro	Managing Partner
			Paramount International	Managing Partner
			Foodex International	Managing Partner
3	Mr. Alock Kumar Das	Director	Meghna Bank Ltd.	Sponsor Director
			Paramount Insurance Company Ltd.	Sponsor Shareholder
			Paramount Holdings Ltd.	Managing Director
			Paramount Agro Ltd.	Director
			Sunrise Chemical Industries Ltd.	Director
			Paramount Spinning Ltd.	Director
			Paramount Green Garments Ltd.	Director
			Foodex International Ltd.	Managing Director
			Paramount Energy Ltd.	Director
			Paramount Agro	Managing Partner
			Mount International	Managing Partner
			Paramount International	Managing Partner
			Foodex International	Managing Partner
4	Ms. Anita Das	Director	Paramount Insurance Company Ltd.	Director
			Paramount Agro Ltd.	Director
			Paramount Spinning Ltd.	Director
			Paramount Green Garments Ltd.	Director
			Foodex International Ltd.	Director
			Paramount Energy Ltd.	Director
			Fine Food Traders	Proprietorship
5	Mr. A.H.M. Abdur Rahman	Nominated Director	N/A	N/A
6	Mr. AHM Habibur Rahman	Nominated Director	Paramount Green Garments Ltd.	Director
7	Mr. Mritunjay Kumar Saha FCMA	Independent	N/A	N/A
8	Mr. Kazi Md. Firoze Morshed FCMA	Independent Director	Paramount Insurance Company Ltd	Independent Director



**STATE OF ART  
MACHINARIES**



# INDEPENDENT AUDITOR'S REPORT

## TO THE SHAREHOLDERS

## OF PARAMOUNT TEXTILE LTD

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Paramount Textile Ltd, which comprise the statement of financial position as at 30 June 2019, and the statement of profit or loss and other comprehensive income, statement of cash flows and statement of changes in equity for the year then ended 30 June 2019, and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 30 June 2019, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 and other applicable laws and regulations.

#### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirement that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Going Concern

We draw attention to note # 2.5 to the financial statements describe the matters about going concern issue of the company where it has been mentioned that the credit facilities and resources of the company provides sufficient fund to meet the requirements of its business.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below our description of how our audit addressed the matters provided in that context.

Risk	Our response to the risk
<b>Valuation of Inventory</b>	
<p>Inventories are carried at the lower of cost and net realizable value. As a result, the Directors apply judgment in determining the appropriate values for slow-moving or obsolete items.</p> <p>Inventories are maintained by manual interfaces and inputs, there is a risk that inappropriate management override and/or error may occur.</p>	<p>We challenged the appropriateness of management's assumptions applied in calculating the value of the inventory provisions by:</p> <ul style="list-style-type: none"> <li>➤ evaluating the design and implementation of key inventory controls operating across the company;</li> <li>➤ attending inventory counts and reconciling the count results to the inventory listings to test the completeness of data;</li> <li>➤ 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;</li> <li>➤ reviewing the historical accuracy of inventory provisioning, and the level of inventory write-offs during the year</li> </ul>
See note no 3.3 and 09 to the financial statements	
<b>Impairment of Property, Plant and Equipment</b>	
<p>The economic climate and levels of competition remain challenging for the Group. The Group has completed a Strategic Review and as a result has decided to close or curtail some of its operations. There is therefore a risk that the impairment charge may be misstated.</p> <p>Determining the level of impairment involves forecasting and discounting future cash flows and estimation of recoverable amounts which are inherently uncertain. This is one of the key judgmental areas that our audit has concentrated on</p>	<p>Our audit procedures included, among others, considering the impairment risk associated with the following different types of asset:</p> <ul style="list-style-type: none"> <li>➤ We critically assessed and challenged the company's impairment model. This included consideration of discounted cash flow forecast.</li> <li>➤ We have also considered the adequacy of the company's disclosures about the degree of estimation involved in determining the amount of impairment and the sensitivity to key assumptions involved.</li> </ul>
See note no 3.5 and 05 to the financial statements	
<b>Measurement of Deferred Tax Liability</b>	
<p>The company reports net deferred tax liability as at 30 June, 2019. For which significant judgment is required in relation to deferred tax liabilities as it is probable that taxable profit will be reduced against which the taxable temporary differences can be recognized over a number of years.</p>	<ul style="list-style-type: none"> <li>➤ We obtained an understanding, evaluated the design and tested the operational effectiveness of the company's key controls over the recognition and measurement of DTAs and the assumptions used in estimating the company's future taxable income.</li> </ul>

	<ul style="list-style-type: none"> <li>➤ We also assessed the completeness and accuracy of the data used for the estimations of future taxable income.</li> <li>➤ We involved tax specialists to assess key assumptions, controls, recognition and measurement of DTA's.</li> </ul> <p>Finally assessed the appropriateness and presentation of disclosures against IAS 12 Income Tax.</p>
<b>See note no 18 to the financial statements</b>	

## OTHER INFORMATION

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

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

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

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

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

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

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

## Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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 the following:**

- a) We have obtained all the information and explanation 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 account as required by law have been kept by the Company so far as it appeared from our examination of those books; and
- c) The Company's statement of financial position and statement of profit or loss with by the report are in agreement with the books of account.
- d) The expenditure incurred was for the purpose of the Company's business.

Dated: Dhaka  
28 October 2019



FAMES & R  
Chartered Accountants

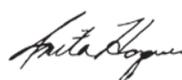
# PARAMOUNT TEXTILE LIMITED

## STATEMENT OF FINANCIAL POSITION

As at June 30, 2019

Particulars	Note	2018-2019	2017-2018
		Taka	Taka
<b>ASSETS</b>			
<b>Non-current assets</b>		<b>4,895,856,726</b>	<b>4,416,973,115</b>
Property, plant and equipment	5.00	3,361,207,498	3,249,956,796
Capital working progress	6.00	310,450,312	656,514,138
Investment in Property	7.00	500,546,159	505,602,181
Investment in Associates	8.00	723,652,757	4,900,000
<b>Current assets</b>		<b>3,349,228,121</b>	<b>2,931,904,117</b>
Inventories	9.00	2,594,427,511	2,126,884,443
Trade receivables	10.00	388,305,693	407,831,276
Advance, deposits & prepayments	11.00	287,948,281	346,126,527
Other receivables	12.00	3,000,000	-
Investments	13.00	50,990,499	38,868,591
Cash & cash equivalents	14.00	24,556,137	12,193,280
<b>TOTAL ASSETS</b>		<b>8,245,084,847</b>	<b>7,348,877,232</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Capital and reserves</b>		<b>3,003,857,287</b>	<b>2,681,784,622</b>
Ordinary share capital	15.00	1,354,998,290	1,290,474,570
Share premium	16.00	540,000,000	540,000,000
Retained earnings		917,192,775	660,502,568
Tax holiday reserve		203,617,141	203,617,141
Holding gain reserve	17.00	(11,950,919)	(12,809,657)
<b>Deferred tax liability</b>	18.00	<b>483,883</b>	<b>3,888,778</b>
<b>Non-current liabilities</b>		<b>2,063,471,843</b>	<b>1,974,122,762</b>
Long term loan	19.00	2,063,471,843	1,974,122,762
<b>Current liabilities</b>		<b>3,177,271,833</b>	<b>2,689,081,070</b>
Trade and other payables	20.00	215,956,069	113,908,645
Liability for expenses	21.00	116,220,447	101,055,429
Short term loan	22.00	2,397,558,620	2,190,294,344
Current portion of long term loan	23.00	418,507,791	262,870,886
Income tax provision	24.00	29,028,906	20,951,765
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>8,245,084,847</b>	<b>7,348,877,232</b>
<b>Net asset value (NAV) per share ( Restated 2018)</b>		<b>22.17</b>	<b>19.79</b>

The annexed notes form an integral part of these financial statements



Chairman



Managing Director



Company Secretary

Signed as per our annexed report of even date


FAMES & R  
CHARTERED ACCOUNTANTS

Dated: Dhaka, October 28, 2019

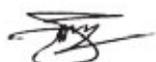
**PARAMOUNT TEXTILE LIMITED**  
**STATEMENT OF COMPREHENSIVE INCOME**  
For the year ended June 30, 2019

Particulars	Note	2018-2019	2017-2018
		Taka	Taka
Revenue	25.00	5,673,854,848	4,119,598,956
Cost of sales	26.00	(4,818,814,160)	(3,436,296,748)
<b>Gross profit</b>		<b>855,040,688</b>	<b>683,302,209</b>
Distribution costs	27.00	(43,588,300)	(35,553,014)
Administrative expenses	28.00	(226,096,767)	(170,102,381)
		<b>(269,685,067)</b>	<b>(205,655,395)</b>
<b>Profit from operations</b>		<b>585,355,621</b>	<b>477,646,814</b>
Finance costs	29.00	(235,991,490)	(162,016,607)
Income from House Rent	30.00	16,368,212	10,645,824
Other income/(loss)	31.00	1,751,890	1,771,756
Exchange gain/ (loss)	32.00	2,519,168	1,875,109
		<b>(215,352,220)</b>	<b>(147,723,918)</b>
<b>Profit/(loss) before WPPF &amp; WF</b>		<b>370,003,401</b>	<b>329,922,896</b>
Contribution to WPPF & WF		(1,708,014)	(1,197,728)
Share of profit/ (Loss) of associates	8.00	97,102,757	
<b>Profit before tax</b>		<b>465,398,144</b>	<b>328,725,169</b>
<b>Tax expenses</b>		<b>(53,850,997)</b>	<b>(51,199,458)</b>
Income tax	33.00	(57,255,893)	(50,673,148)
Deferred tax benefit/ (expense)	34.00	3,404,896	(526,310)
<b>Net profit after tax</b>		<b>411,547,147</b>	<b>277,525,709</b>
<b>Other comprehensive income</b>			
Unrealized loss on investment in shares	35.00	858,738	(6,232,018)
<b>Total comprehensive income</b>		<b>412,405,885</b>	<b>271,293,692</b>
<b>Basic earnings per share( Restated 2018)</b>	36.00	<b>3.04</b>	<b>2.05</b>

The annexed notes form an integral part of these financial statements



Chairman



Managing Director



Company Secretary

Signed as per our annexed report of even date



FAMES & R  
**CHARTERED ACCOUNTANTS**

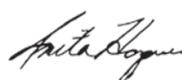
Dated: Dhaka, October 28, 2019

**PARAMOUNT TEXTILE LIMITED****STATEMENT OF CASH FLOWS**

For the year ended June 30, 2019

Particulars	2018-2019	2017-2018
	Taka	Taka
<b>A) Cash flows from operating activities</b>		
<b>Cash received from operating activities</b>		
Cash received from customer	5,693,380,431	3,992,426,281
Cash received from House rent	20,383,160	15,907,680
Cash received from other income	537,903	519,115
	<b>5,714,301,494</b>	<b>4,008,853,076</b>
<b>Cash paid for operating activities</b>		
Cash paid to suppliers	3,475,465,240	2,420,672,034
Wages, salaries & other benefits	624,710,570	500,641,313
Factory overhead	447,666,085	314,157,431
Administrative overhead	203,423,170	143,663,565
Distribution costs	43,588,300	35,553,014
Financial charges	235,991,490	162,016,607
Advance, deposits & pre-payments	38,080,225	43,485,367
Advance, security deposit receipt	2,080,320	2,225,280
Exchange loss/(gain)	(2,519,168)	(1,875,109)
Income tax	49,178,752	43,890,046
	<b>5,117,664,983</b>	<b>3,664,429,548</b>
<b>Net cash flows from operating activities (Note-37.00)</b>	<b>596,636,511</b>	<b>344,423,528</b>
<b>B) Cash flows from investing activities</b>		
<b>Payment of investment in Associates</b>	<b>(621,650,000)</b>	<b>(4,900,000)</b>
Payment against investment property	-	(84,486,846)
Payment against property, Plant, equipment and CWIP	(324,842,421)	(2,362,238,475)
<b>Net cash increase from investing activities</b>	<b>(946,492,421)</b>	<b>(2,451,625,321)</b>
<b>C) Cash flows from financing activities</b>		
Other liabilities	-	(7,001)
Proceeds for bank overdraft	(39,769,376)	439,114,990
Proceeds from loan against trust receipts (LATR)	(75,740,775)	75,740,775
Dividend payment	(90,031,494)	(58,645,307)
Proceeds from term loan	567,760,413	1,619,250,433
<b>Net cash flows used in financing activities</b>	<b>362,218,768</b>	<b>2,075,453,890</b>
<b>Net increase in cash and cash equivalents</b>	<b>12,362,856</b>	<b>(31,747,903)</b>
<b>Cash and cash equivalents at the beginning of year</b>	<b>12,193,280</b>	<b>43,941,183</b>
<b>Cash and cash equivalents at the end of year</b>	<b>24,556,137</b>	<b>12,193,280</b>
<b>Net operating cash flows per share (NOCFPS) ( Restated 2018)</b>	<b>4.40</b>	<b>2.54</b>

The annexed notes form an integral part of these financial statements



Chairman



Managing Director



Company Secretary

Signed as per our annexed report of even date


FAMES & R  
CHARTERED ACCOUNTANTS

Dated: Dhaka, October 28, 2019

**PARAMOUNT TEXTILE LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**

For the year ended June 30, 2019

Particulars	Amount in taka					
	Share Capital	Share Premium	Retained Earnings	Tax Holiday Reserve	Holding Gain Reserve	Total
Balance as at 1 July, 2018	1,290,474,570	540,000,000	660,502,568	203,617,141	(12,809,657)	2,681,784,622
Cash dividend paid to shareholders for the year ended June 30, 2018	-	-	(90,333,220)	-	-	(90,333,220)
Stock dividend paid to shareholders for the year ended June 30, 2018	64,523,720	-	(64,523,720)	-	-	-
Current year	-	-	411,547,147	-	858,738	412,405,885
<b>Total equity</b>	<b>1,354,998,290</b>	<b>540,000,000</b>	<b>917,192,775</b>	<b>203,617,141</b>	<b>(11,950,919)</b>	<b>3,003,857,287</b>

**PARAMOUNT TEXTILE LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**

For the year ended June 30, 2018

Particulars	Amount in taka					
	Share Capital	Share Premium	Retained Earnings	Tax Holiday Reserve	Holding Gain Reserve	Total
Balance as at 1 July, 2017	1,173,158,700	540,000,000	558,950,664	203,617,141	(6,577,639)	2,469,148,866
Cash dividend paid to shareholders for the year ended June 30, 2017	-	-	(58,657,935)	-	-	(58,657,935)
Stock dividend paid to shareholders for the year ended June 30, 2017	117,315,870	-	(117,315,870)	-	-	-
Current year	-	-	277,525,709	-	(6,232,018)	271,293,692
<b>Total equity</b>	<b>1,290,474,570</b>	<b>540,000,000</b>	<b>660,502,568</b>	<b>203,617,141</b>	<b>(12,809,657)</b>	<b>2,681,784,622</b>

  
Chairman

Managing Director

Company Secretary

Signed as per our annexed report of even date

  
**JAMES S. R.**  
CHARTERED ACCOUNTANTS

Dated: Dhaka, October 28, 2019

# PARAMOUNT TEXTILE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

AS AT AND FOR THE YEAR ENDED JUNE 30, 2019

### 1. Introduction

#### 1.1 Industry outlook

The Readymade Garment (RMG) industry of Bangladesh has emerged as a competent garment producer in the world. For nearly last three decades, the export oriented readymade garment (RMG) industry has been one of the major successes of Bangladesh. In this period, not only a world class export-oriented apparel sector has been built in the country but this sector is showing all the potentials of burgeoning into a far more dynamic one to the great benefit of the economy. There are more than 5000 garments industries in the country that employs about 4.2 million workers. But the industry is far from reaching a saturation point. Greater volumes are being imported to traditional importing countries like USA and Canada and, significantly, major new markets in Japan. EU countries Australia, New Zealand, South Africa and others are being explored. From the current trends, it appears that Bangladesh could go on to doubling its production capacity RMG easily and fairly soon with beneficial effects of the same in the form of the substantially increased foreign currency earnings, job creation and reduction of poverty.

The contributory factors of the RMG industry in Bangladesh are global trading agreements, cheap labor cost, government's supportive policy and dynamic private entrepreneurship. This industry has successfully transformed Bangladesh into an export-oriented economy. The RMG industry also becomes the major foreign-currency earning sector with highest rates of absorption of industrial employment. The country entered into the export market apparels in 1978 with only 9 units and earned only \$0.069 million. During the last three decades, this sector has been achieving a phenomenal growth and the export earnings have reached to around \$34.14 billion (\$17.24 billion for woven garments and \$16.90 billion for knit garments) during fiscal year 2016-17. The growth of woven garments has been 12.81% and the growth of knit garments has been 7.47% in FY 2016-17. At an average around 80% of the country's total exports and also provided job for about 4.2 million people, which accounted for more than 18% of country's GDP.

The RMG industry has a great potential to earn more foreign currency from Latin America, South Africa, Russia, South Korea, Malaysia and Japan. It can earn up to US\$400 million by exporting apparels to three Latin American. The country can secure a slice of \$4.0 billion apparels market of China, Brazil and Mexico. It can also grab about 14% of South Africans US\$1.20 billion clothing market if the local exporters make an aggressive foray.

The recent financial crises especially in Europe have reduced export to the European Countries. The economic slow-down of Europe has resulted in a fall of purchasing capacity, which has brought forth a downward tendency in importing apparels from Bangladesh. In order to offset the export reduction in EU and USA, Bangladesh exporters are going to dispatch trade missions to South Africa, Malaysia, Australia and Latin American countries. Following the recent agreement between governments of Bangladesh and India, India will be one of the major export destinations. Moreover the minimum wages of the workers in Bangladesh is one of the lowest in Asia.

#### 1.2 Corporate history of reporting entity

Paramount Textile Limited (PTL) was incorporated in Bangladesh on June 12, 2006 under the Companies Act, 1994 as private limited company. Later, it converted to a public limited company on September 19, 2010. It commenced its manufacturing operation on September 1, 2008.

#### 1.3 Corporation & other offices

The registered office of the company is located at Navana Tower (Level#7), Gulshan C/A, Dhaka-1212, Bangladesh. The industrial units are located at Vill-Gilarchala, P.S. - Sreepur, Dist-Gazipur, Bangladesh.

## 1.4 Nature of business activities

Paramount Textile Ltd. is engaged in manufacturing high quality woven fabric that are consumed by the export oriented garments industries in Bangladesh. PTL produces high quality woven fabrics which include 100% cotton yarn dyed fabrics, cotton solid white fabrics, striped and check shirts, stretch fabric etc. The finished products are sold to different units to produce readymade garment for final export. Normally the products are designed based on specification and guidelines or ultimate buyers. The company produces the fabrics against the back to back L/C of RMG units. The company also has yarn dyeing and fabrics processing facilities to support the core activity. Since the company sells its products to 100% export oriented readymade garments industries it is considered as deemed export. As per Export policy 2009-2019 of Ministry of Commerce, deemed exporters, will enjoy all export facilities including duty-draw-back. Local raw materials used for producing exports and local raw materials used in industries/projects funded by foreign investments will be considered as 'deemed export.

## 1.5 Investment In Associates:

An entity in which an investor has significant influence but which is neither a subsidiary nor an interest in a joint venture is classified as Investment in Associates. Paramount Textile Ltd 49.00% shares of Paramount BTrac Energy Ltd(PBEL) which was incorporated 25th February,2018 and commencing coo from 16th February,2019 as a Private Limited company for establishing a 200 MW HSD Fired Engine Based Power Plant on Build, own and operate (BOO) basis at Baghabari, Sirajgonj, Bangladesh under Bangladesh Power Development Board (BPDB).

## 1.6 Capital structure of the company

Name of shareholders	No. of holding shares	Percentage%
Paramount Spinning Ltd.	17,970,589	13.26%
Paramount Holdings Ltd.	15,599,392	11.51%
Mr. Shakhawat Hossain	11,914,432	8.79%
Mr. Alock Kumar Das	11,914,432	8.79%
Mrs. Samsun Nahar	9,749,620	7.20%
Mrs. Aparna Ghosh	9,749,620	7.20%
Mrs. Anita Haque	2,709,995	2.00%
Mrs. Anita Das	2,709,995	2.00%
General Public & Others	53,181,755	39.25%
<b>Total</b>	<b>135,499,830</b>	<b>100%</b>

## 1.7 MIS and internal control mechanism

The IT system of the company has been found at a developing stage. Currently IT related aspects of the company are been taken care of by 10 IT professionals .The company uses Tally software for accounting and most of the cases use packaged software for daily activities of the management supported by STM vision. The company has a total of 303 PCS desktop & laptop in the head office and factory for daily operation. Moreover, the company also has separate 15 members internal audit team to ensure structured internal control procedure and to safe guard the assets, promote operating efficiency and ensure compliance with applicable policies and regulations of the units. The team directly reports to the Chairman and Managing Director.

## 2. Basis of preparation

### 2.1 Statement of compliance

The financial statements have been prepared and the disclosures of information made in accordance with the requirements of the companies Act 1994, the Bangladesh Securities and Exchange Rules 1987 as application and International Accounting Standards (IAS) & International Financial Reporting Standard (IFRS), adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) and other applicable laws in Bangladesh.

### 2.2 Basis of measurement

The elements of financial statements have been measured on Historical Cost basis, which is one of the most commonly adopted basset provided in the Framework for the preparation and presentation of Financial Statements issued by the International Accounting Standard Committee (IASC) as adopted by the institute of Chartered Accountant of Bangladesh except for

non-derivative financial instrument at fair value through profit or loss or available for sale, which are measured at fair value.

## 2.3 Functional and reporting currency

These financial statements are prepared in Bangladesh taka (BDT) which has been rounded-off to the nearest taka, though the major sales and procurement activities were carried out in US Dollar, EURO, BDT & GBP.

## 2.4 Use of Estimates and Judgments

The preparation of financial statement requires management to make judgment, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. The estimates and underlying assumptions are based on past experience and various other factors that are believed to be reasonable under the circumstances, the result of which form that basis of making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis .Revision to accounting estimates are recognized in the period in which the estimates is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

In particulars, information about significant areas of estimates and judgments in applying accounting policies that have the most significant effect on the amount recognized in the financial statements are described in the following notes,

- Note 5 Property, plant and equipment
- Note 24 Provision for tax

## 2.5 Going concern

The financial statements are prepared on a going concern basis. As per management assessment, there is no material uncertainty relating to events or condition which may cause doubt upon the company's ability to continue as a going concern.

## 2.6 Reporting period

These financial year of the company covers one year from 1st July to 30th June and is followed consistently.

## 3. Significant accounting policies

The accounting policies set out below have been applied in preparation of these financial statements.

### 3.1 Application of Bangladesh Financial Reporting Standards (IFRS)/ Bangladesh Accounting Standards (IAS)

The following IFRS/ IAS are applicable for the financial statements for the period under review:

IAS-1 Presentation of financial statements	IAS-24 Related Party Disclosures
IAS-2 Inventories	IAS-28 Investments in Associates and Joint Ventures
IAS-7 Statement of Cash Flows	IAS-32 Financial Instrument: Presentation
IAS-8 Accounting policies, Changes in Accounting Estimates and Errors	IAS-33 Earnings per Share
IAS-10 Events after the reporting period.	IAS-34 Interim Financial Reporting
IAS-12 Income Taxes	IAS-37 Provisions, Contingent Liabilities and Contingent Assets
IAS-16 Property, Plant and Equipment	IAS-39 Financial Instrument: Recognition and Measurement
IAS-19 Employee Benefits	IAS-40 Investment in property
IAS-21 The Effect of Changes in Foreign Exchange rates	IFRS-15 Revenue from Contracts with Customers
IAS-23 Borrowing costs	

## 3.2 Property, plant and equipment

### 3.2.1 Recognition and measurement

According to IAS 16 “property plant and equipment” items of property, plant and equipment excluding freehold land, freehold building and leasehold building are measured at cost less accumulated depreciation and accumulated impairment losses, if any. Freehold land is measured at cost. Freehold buildings and leasehold buildings are measured at cost less accumulated depreciation. The cost of an item of property, plant and equipment comprises its purchase price, import duties and refundable taxes (after deducting trade discount and rebates) and any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the intended manner.

Part of an item of property plant and equipment having different useful lives, are accounted for as separate items (major components) of property, plant and equipment.

Cost also includes transfer from equity of any gain or loss on qualifying cash flow hedges of foreign currency purchase of property, plant and equipment. Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment

### 3.2.2 Subsequent costs

The cost of replacing or upgrading part of an item of property plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognized in the statement of comprehensive income as incurred.

### 3.2.3 Depreciation

No depreciation is charged on freehold land and capital work in progress (CWIP) as the land has unlimited useful life and CWIP is not yet available for use. Depreciation on other items of property plant and equipment is recognized on reducing balance method basis over the estimated useful lives of each item of property, plant and equipment. Depreciation method, useful lives and residual balance are reviewed each reporting date and adjusted if appropriate.

The annual depreciation rates applicable to the principal categories are:

Building & Other Construction	10%	Air Conditioner	10%
Effluent Treatment Plant (ETP) & Water Treatment Plant (WTP)	10%	Swimming Pool	10%
Plant & Machinery	20%	Motor Vehicles	15%
Loose Tools	10%	Furniture Fixtures & Fittings	10%
Reed Air (Jet)	20%	Factory & Office Equipment	
Electric Installation	15%		10%
Fire Equipment	15%	Telephone Equipment	12%
GAS Installation	20%	Decoration in Office	10%
Generator & Boiler	15%	Transformer	10%
Industrial Rack	10%	Commercial Space	01%

### 3.2.4 Major maintenance activities

The company incurs maintenance costs for all of its major items of property, plant and equipment. Repair and maintenance costs are charged as expenses when incurred.

### 3.2.5 Gain or losses on disposal

An item of property plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognized with other income or general and administrative expense.

### **3.2.6 Borrowing costs**

As per requirement of IAS 23: borrowing costs, directly attributable borrowing costs are capitalized during constructing period for all qualifying assets. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. The borrowing costs that are directly attributable to the acquisition construction or production of a qualifying asset are those borrowing cost that would have been avoided if the expenditure or the qualifying asset had not been made. All other borrowing costs are recognized in statement of comprehensive income in the period in which they are incurred.

### **3.2.7 Capital work in progress**

Capital work in progress consists of acquisition cost of capital components and related installation until the date placed in service. In case of import of components capital work in progress is recognized when risk and rewards are associated with such assets are transferred.

## **3.3 Inventories**

Inventories are valued at lower of cost and net realizable value. Costs of inventories include expenditure incurred in acquiring the inventories production or conversion costs and other costs incurred in bringing them to their existing location and condition. Cost of inventories is determined by using the weighted average cost formula. Where necessary allowance is provided for damaged obsolete and slow moving items to adjust the carrying value of inventories to the lower of cost and net realizable value. Net realizable value is based on estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

## **3.4 Financial instruments**

### **3.4.1 Non-derivatives financial assets**

The company initially recognizes receivables and deposits on the date that they are originated. All other financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the transaction.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the company has legal right to offset the amounts intends either to settle on a net basis or to realize the assets and the liability simultaneously.

Financial assets include cash and cash equivalents short term investments, accounts receivable, other receivables and deposits.

#### **3.4.1.1 Accounts receivable**

Accounts receivable represents the amounts due from institutional customer export customers etc. Accounts receivable stated at original invoice amount without making any provision for doubtful debts because of the fact that export are being based on 100% confirmed letter of credit basis with fixed maturity dates.

#### **3.4.1.2. Advance, deposits & prepayments**

Advances are initially measured at cost. After initial recognition advances are carried at cost less deductions, adjustment or any other changes.

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition prepayments are carried at cost less charges to statements of comprehensive income.

### 3.4.1.3. Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, cash in transit and cash at bank including fixed deposit having maturity of three months or less which are available for use by the company without any restrictions. Temporary negative balance in any bank account that are adjustable and/or repayable on demand form an integral part of the companies cash management are include as a component of cash and cash equivalent. There is insignificant risk of change in value of the sale.

### 3.4.1.4 Available-for-sale financial assets

Available-for-sale financial assets are recognized initially at value plus any directly attributable transaction costs. Subsequent to initial recognition they are measured at fair value and changes therein other than impairment losses and foreign currency differences or available-for-sale debt instruments are recognized in other comprehensive income and presented in the fair value reserved in equity. When an investment is derecognized the gain or loss accumulated in equity is reclassified to statement of comprehensive income. Available-for-sale financial assets comprise investment in stock market.

## 3.4.2 Non-derivative financial liabilities

The company recognizes all financial liabilities on the transaction date which is the date the company becomes a party to the contractual provision of instrument. The company derecognizes a financial liability when its contractual obligations are discharged cancelled or expired. Financial liabilities include trade and other payables liability for expense.

### 3.4.2.1 Trade and other payables

Trade and other payables are recognized when its contractual obligations from past events are certain and settlement of which is expected to result in an outflow from the company of resources embodying economic benefits.

The company recognizes a financial liability at fair value less any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost using the effective interest method.

## 3.5 Impairment

### 3.5.1 Non- derivative financial assets

A financial asset not classified at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after 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.

#### Loans and receivables and held-to-maturity investment securities

The company considers evidence of impairment for loans and receivables and held-to-maturity investment securities at both a specific asset and collective levels. All individually significant receivables and held-to-maturity investment securities are assessed for specific impairment. Those found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Assets that are not individually significant are collectively assessed for impairment by grouping together assets with similar risk characteristics.

#### Available-for-sale financial assets

Impairment losses on available-for-sale financial assets are recognized by reclassifying the losses accumulated in the fair value reserve in equity, to profit or loss. The cumulative loss that is reclassified from equity to profit or loss is the difference between the acquisition cost, net of any principal repayment and amortization, and the current fair value, less any impairment loss recognized previously in profit or loss. Changes in impairment provisions attributable to appli

cation of the effective interest method are reflected as a component of interest income. If, in a subsequent period, the fair value of an impaired available-for-sale debt security increases and the increase can be related objectively to an event occurring after the impairment loss was recognized in profit or loss, then the impairment loss is reversed, with the amount of the reversal recognized in profit or loss. However, any subsequent recovery in the fair value of an impaired available-for-sale equity security is recognized in comprehensive income.

### 3.5.2 Non-derivative non-financial assets

In compliance with IAS 36 “impairment of assets” the carrying amounts of the company’s non-financial assets, other than biological assets, investment property, inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the assets recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time. An impairment loss is recognized if the carrying amount of an asset or its related cash generated unit (CGU) exceeds its estimated recoverable amount.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less cost to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre tax discount rate that reflects current market assessments of the time value of money and the risks specific to the assets or CGU.

For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU.

Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU (group of CGUs), and then to reduce the carrying amounts of the other assets in the CGU (group of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

### 3.6. Taxation

The company is a public limited company, as per the income tax ordinance, 1984 the rate of income tax is 15% on business income, 20% on dividend income and 25% on other income since the company is 100% export oriented Textile industry.

According to IAS 12 “income taxes” deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary difference when they reverse, using tax rates enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

### 3.7 Employee benefits

The company maintains a defined contribution plan and short term employee benefits and post-employment benefits for its eligible permanent employees. The eligibility is determined according to the terms and conditions set forth in the respective deeds as well as rules enforceable as per IAS 19 “employee benefits”.

### 3.7.1 Defined contribution plan

A defined contribution plan is a post employment benefit under which an entity pays fixed contribution into a separate entity and has no legal or constructive obligations to pay fixed contribution into a separate entity and has no legal or constructive obligations to pay further amounts. Obligations for contributions to defined contribution plan are recognized as an employee benefit expense in statement of comprehensive income in period during which related services are rendered by employees. Prepaid contributes are recognized as an asset to the extent that a cash flow refunds or a reduction in future payment is available. Contribution to a defined contribution plan is due for more than twelve months after the end of the period in which the employee render are discounted to the present value.

The company contributions to be a recognized provident fund for its permanent employees eligible to be member of the fund in accordance with the rules of the provident fund constituted under an irrevocable trust. All permanent employees contribute 10% of their basic salary to the provident fund and the company also made equal contribution .The Company recognizes contribution to a defined contribution plan as an expense when an employee has rendered services in exchange for such contribution .The legal and constructive obligation is limited to the amount it agrees to contribute to the fund.

### 3.7.2 Short term employee benefits

Short term employee benefits include bonus, leave encashment etc. Such obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid under short cash bonus or profit sharing plans. If the company has a present, legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### 3.7.3. Contribution to workers profit participation fund & welfare funds (WPPF & WF)

The company has made provision during the period against WPPF & WF in accordance with the Bangladesh Labour Act, 2006 (Amendment 2013) & rule 214 of the Bangladesh Labour Rule, 2015.

### 3.8. Provisions

A provision is recognized in the statement of financial position when the group has a legal or constructive obligation as result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provision is ordinarily measured at the best estimate of the expenditure required to settle the present obligation at the date of statement of financial position. Where the group expects some or all of a provision to be reimbursed the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

### 3.9. Contingencies

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Contingent liabilities and assets are not recognized in the statement of financial position of the company.

### 3.10 Revenue

According to IFRS-15 "Revenues", Revenue from sale of goods is measured at fair value of the consideration received or receivable net off return and allowance trade discount volume rebates exclusive of VAT. Revenue is recognized when the risk and reward of the ownership is transferred to the buyer recovery of the consideration is probable,

the associated cost and possible return of goods can be estimated reliably, and there is no continuing management involvement with the goods sold. Transfer of risk and rewards occurs for the sale of goods when the product is delivered along with dispatch documents and invoiced to customers.

### 3.11 Earnings per share

In complying with IAS 33 “Earnings per Share” The Company presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted earnings per share are determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares.

### 3.12 Foreign currencies

The major activities of the company were carried out in USD, EURO and GBP but record and reported in Bangladesh taka as this is the reporting currency.

The import activities were not subject to any exchange fluctuation. Only the unencumbered portion of export bills was subject to exchange fluctuation which was dealt through statement of comprehensive income of the entity. Foreign currency transactions are recorded at the applicable rates of exchange ruling at the transaction date.

Among the monetary assets and liabilities denominated in foreign currencies the balance sheet date, only the export retention quota account were translated the applicable rates of exchange ruling at that date. Exchange difference on such translation was also dealt through the statement of comprehensive income.

### 3.13 Financial risk management

The company has exposure to the following risks from its use of financial instruments:

- Credit risks
- Liquidity risks
- Market risk
- Price fluctuation risk
- Currency risk
- Interest rate risk

This note presents information about the company’s exposure to each of the above risks, the company’s objectives, policies and processes for measuring and managing risk, and the company’s management of capital.

The company management has overall responsibility for the establishment and oversight of the company’s risk management framework. The company’s risk management policies are established to identify and analyze the risks faced by the company to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company’s activities.

#### 3.13.1 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 rises principally from the company’s receivables from subscribers; interconnect operators roaming partners and dealers.

Management has a credit policy in place and the exposure to credit risk is monitored on ongoing basis.

In monitoring credit risk, debtors are grouped according to whether they are an individual or legal entity, ageing profile, maturity and existence of previous financial difficulties. Accounts and other receivables are mainly related to the company’s subscribers. The exposure of the company to credit risk on accounts receivables is mainly influenced by the individual payment characteristics of post-paid subscribers. Interconnection receivables are normally paid within three months from when they are invoiced and credit risk from this receivable is very minimal. The company employs financial clearing houses to minimize credit risk involving collection of roaming receivables. Credit risk does not arise in respect any other receivables.

At the reporting date, there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position

### **3.13.2 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.

### **3.13.3 Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the company's income or value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters. However, the company does not hold any financial instrument for which market risk arises due to market price movement and thus affect company's income or the value of its holdings of financial instruments.

### **3.13.4 Price fluctuation risk**

PTL along with other companies in the industry faces price fluctuation risk because of volatility of yarn price in the market emanating from fluctuation of raw cotton price in the international market. In recent times the price of yarn has considerably fluctuated in local and global market and the continuance of this will put pressure on the cost of production as well as price of finished goods. PTL procures maximum raw materials (Yarn, Dyes and Chemicals) from abroad and provides the finished goods (fabrics) to some export oriented local garments and buyers. So considering the volatility of raw material price as well as finished goods price in the international market, CRISL foresees that the company is exposed to price fluctuation risk.

### **3.13.5 Currency risk**

The company is exposed to currency risk on certain revenues and purchases, resulting receivables and payables, and interest expense and repayments relating to borrowing incurred in foreign currencies. Majority of the company's transactions are denominated in USD. The Company has not entered into any type of derivative instrument in order to hedge currency risk due to stable exchange rate in the country and inflow of USD.

### **3.13.6 Interest rate risk**

Interest rate risk is the risk due to changes in interest rates on borrowing. The risk arises for fluctuation of floating interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at June 30, 2019 due to having a stable money market in the country.

### **3.14 Financial cost**

Financial costs comprise interest expense on borrowings, unwinding of the discount on provisions and contingent consideration, losses on disposal of available-for-sale financial assets, dividends on preference shares classified as liabilities, fair value losses. On financial assets, dividends on preference shares classified as liabilities, fair value losses on financial assets at fair value through profit or loss, impairment losses recognized on financial assets (other than trade receivable). Borrowing costs that is not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss using the effective interest.

### **3.15 Cash flow statement**

The statement of cash flows has been prepared in accordance with requirements of IAS 7 statement of cash flows. The cash generating from operating activities has been reported using the direct method as prescribed by the securities & exchange rules 1987 and as the benchmark treatment of IAS 7 whereby major classes of gross cash receipts and gross cash payment from operating activities are disclosed

### **3.16 Events after the reporting period**

Events after the reporting period that provide additional information about the company's position at the date of statement of financial position or those that indicate the going concern assumption is not appropriate are reflected in the financial statements. Events after the reporting period that are not adjusting events are disclosed in the notes when it is found to be material.

### **3.17 Transaction with related parties**

The company carried out a number of transactions with related parties in the course of business and on arms length basis. Transactions with related parties have been recognized and disclosed in the relevant notes to the accounts according to IAS 24 "Related Party Disclosures".

### **3.18 Risk and uncertainties for use of estimates in preparation of financial statements.**

Preparation of financial statement in conformity with the Bangladesh Accounting Standards requires management to make estimates and assumption that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statement and revenues and expenses during the period reported. Actual result could differ from those estimates. Estimates are used for accounting of certain items such as depreciation and amortization and taxes.

### **3.19 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 Standard Committee (IASC) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB)

### **3.20 Comparative information**

Comparative information has been disclosed in respect to the year 2017-2018 for all numerical information of the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current period financial statements.

Last year figures have been rearranged where considered necessary to conform to current year's presentation.

### **3.21 Consistency of presentation**

The presentation and classification of all items in the financial statements has been retained from one period to another period unless where it is apparent that another presentation or classification would be more appropriate having regard to the criteria for the selection and application of accounting policies or changes is required by another IFRS.

### **3.22 Level of precision**

The figures in the financial statement have been rounded-off to nearest Taka.

## **4. Components of financial statements**

The financial statement includes the following components as per IAS 1 "presentation of financial statements"

- Statement of financial position as at June 30, 2019.
- Statement of comprehensive income for the year ended June 30, 2019.
- Statement of cash flows for the year ended June 30, 2019.
- Statement of changes in equity for the year ended June 30, 2019.
- Accounting policies and explanatory notes.

Notes	Particulars	2018-2019	2017-2018
		<b>Taka</b>	<b>Taka</b>
5.00	<b>Property, plant and equipment</b>		
	<b>Land &amp; land development</b>		
	Building construction	14,644,811	14,132,811
	Effluent treatment plant (ETP) & water treatment plant (WTP)	1,057,236,291	983,649,518
	Electrical installation	44,189,120	47,712,382
	Gas line installation	96,763,355	113,290,742
	Transformer	18,735,846	9,319,261
	Plant & machinery	1,504,052	1,271,169
	Loose tools	1,807,597,804	1,781,335,207
	Reed air (jet)	78,334	87,038
	Fire equipment	1,403,278	1,754,097
	Factory equipment	19,544,924	19,812,378
	Generator & boiler	4,971,683	4,174,817
	Industrial rack	113,575,440	113,945,725
	Furniture & fixture	10,738,517	11,931,685
	Air conditioner	5,736,364	5,811,655
	Swimming pool	12,516,858	13,158,850
	Office decoration	248,628	276,253
	Office equipment	14,133,400	13,508,743
	Telephone equipment	59,736,679	40,448,255
	Motor vehicles	378,974	430,652
		77,473,139	73,905,560
		<b>3,361,207,498</b>	<b>3,249,956,796</b>
	<b>For further details please refer to annexure A</b>		
6.00	<b>Capital work in progress</b>		
	Building Construction	240,403,409	364,232,372
	ETP & water treatment	11,782,688	7,658,698
	Plant & machinery	58,264,215	284,623,068
		<b>310,450,312</b>	<b>656,514,138</b>
6.01	<b>Movement of capital work in progress</b>		
	Opening balance	656,514,138	456,779,039
	Addition during the year	175,348,258	582,285,947
		<b>831,862,396</b>	<b>1,039,064,986</b>
	Transferred to property, plant & equipment	(521,412,084)	(382,550,849)
	<b>Closing balance</b>	<b>310,450,312</b>	<b>656,514,138</b>
7.00	<b>Investment property</b>		
	Commercial Space	507,717,671	507,717,671
	Less : Accumulated Depreciation	(2,115,490)	-
	Less : Depreciation	(5,056,022)	(2,115,490)
		<b>500,546,159</b>	<b>505,602,181</b>

Capital work in progress represents the assets acquired during the year but yet to be installed.

Investment property represent purchase of commercial Space 9,956 sft consist of three floor at Shikhara Jolchhobi,408 Gulshan North Avenue,Dhaka-1212,which cost price 507,717,671 and charges depreciation @1%.

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
8.00	<b>Investment in Associates</b> (Paramount BTrac Energy Ltd)		
	Opening Investment in Share	4,900,000	4,900,000
	Addition : During the period	621,650,000	-
	Add/Less:Share of Profit/(Loss) of associates	97,102,757	-
		<b>723,652,757</b>	<b>4,900,000</b>
8.01	<b>Share of profit of associate</b>		
	Net Profit attributable to the shareholders of associate	198,168,890	-
	Percentage of holding	49%	-
	<b>Share of net profit</b>	<b>97,102,757</b>	-

The company's investment in associates as 49.00% equity interest at Paramount BTrac Energy Ltd (PBEL). PESEL is a Joint venture company between Paramount Textile Limited and Bangla Trac Limited having formed at 25th February, 2018 and commencing on 16th February, 2019. In financial statement 49.00% equity interest is accounted using equity method in accordance with IAS 28. Investment in an associate is initially recognized at cost and the carrying amount is increased or decreased to, recognize the investor's share of the profit or loss of the investee. The investor's share of investee's profit or loss is recognized in the investor's profit or loss.

9.00	<b>Inventories</b>		
	Chemicals	292,859,028	245,087,617
	Finished goods	594,945,235	601,958,888
	Yarn	1,268,067,801	889,599,328
	Packing & sub material	6,025,147	3,742,025
	Work in process	432,530,300	386,496,585
		<b>2,594,427,511</b>	<b>2,126,884,443</b>

Existence, valuation, completeness and appropriateness of quality and weight of above inventories has been confirmed after carrying out physical verification as on June 30, 2019

For further details please refer to annexure B

10.00	<b>Trade receivables</b>		
	Amount due from trade receivables	389,885,875	409,157,007
	Foreign exchange gain/(loss)	(1,580,182)	(1,325,731)
	(fair value adjustment)	<b>388,305,693</b>	<b>407,831,276</b>

i) Amount due from trade receivables has been disclosed in presentation currency and foreign currency exchange fluctuation has been recognized accordingly.

ii) There are no such trade receivables due from any directors or any other officers of the company.

iii) No receivables are outstanding for a period exceeding six months. All the receivables are considered good and secured by letter of credit.

iv) As per management perception the above trade receivables are collectable thus no provision has been made for any doubtful debts.

10.01	<b>Movement of trade receivables</b>		
	Opening balance	407,831,276	280,658,601
	Addition during the year	5,673,854,848	4,119,598,956
		<b>6,081,686,124</b>	<b>4,400,257,557</b>
	Realized during the year	(5,693,380,431)	(3,992,426,281)
	Closing balance	<b>388,305,693</b>	<b>407,831,276</b>

#### 10.02 Ageing analysis of trade receivables

In compliance with the requirement of paragraph 60 and 61 of IAS 1 "presentation of financial statements" trade receivables has been analyzed as follows

	388,305,693	407,831,276
Less than 06 months	-	-
More than 06 but less than 12 months	-	-
More than 12 months	<b>388,305,693</b>	<b>407,831,276</b>

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
11.00	<b>Advance, deposits &amp; prepayment</b>		
	Advance against salary	5,073,450	13,640,050
	Advance against suppliers	182,029,212	268,238,500
	Advance house/office rent	2,809,735	3,168,635
	Bank guarantee	1,395,537	5,508,927
	Security deposit - CDBL	500,000	500,000
	Imprest fund	7,995,388	1,146,891
	L/C margin deposit	342,112	7,747,166
	Prepaid Expenses	4,042,568	3,170,703
	Discount on Zero Coupon Bond	60,023,719	15,177,595
	Security deposits for internet	7,000	7,000
	Security deposit -PBEL	-	4,091,500
	Security deposits for titas gas	23,716,560	23,716,560
	Telephone line deposit	13,000	13,000
		<b>287,948,281</b>	<b>346,126,527</b>
11.01	All advance, deposit and prepayments are considered good and recoverable.		
11.02	There are no such amount due from any directors or officers of the company other than advance against salary.		
11.03	Advance against salaries are regularly being realized from respective employees' salary.		
11.04	Debts considered good in respect of which the company is fully secured.		
	For further details please refer to annexure C		
12.00	<b>Other receivable</b>		
	House Rent Receivable	3,000,000	-
		<b>3,000,000</b>	<b>-</b>
13.00	<b>Investment</b>		
	Investment in non-listed companies (Meghna Bank Limited)	20,000,000	20,000,000
	Investment in listed companies (market price)	30,990,499	18,868,591
		<b>50,990,499</b>	<b>38,868,591</b>
	The above investment in share has been recognized as "available for sale" financial instrument thus measured in market value as on June 30, 2019		
13.01	<b>Investment in listed companies</b>		
	Investments	31,678,248	30,425,607
	Add : Additon	10,049,183	-
	Realized loss/gain	1,213,987	1,252,641
	<b>Investment in cost price</b>	<b>42,941,418</b>	<b>31,678,248</b>
14.00	<b>Cash &amp; cash equivalent</b>		
	Cash in hand (Note-14.01)	4,953,083	3,865,515
	Cash at banks (Note-14.02)	10,621,255	5,991,295
	Cash at banks (foreign currency) (Note-14.03)	8,981,799	2,336,470
		<b>24,556,137</b>	<b>12,193,280</b>
14.01	<b>Cash in hand</b>		
	Cash (Factory)	1,349,187	91,002
	Cash (office)	3,559,942	3,702,721
	Cash (salary)	43,954	71,792
		<b>4,953,083</b>	<b>3,865,515</b>

Notes	Particulars	2018-2019	2018-2019	2017-2018
		USD	Taka	Taka
<b>14.02</b>	<b>Cash at banks</b>			
	Brac bank-1501202249220001		1,849,547	1,819,296
	Brac bank-1501202249220002		55,675	55,675
	Dutch Bangla Bank Ltd - 1031100041078		106,124	-
	Dutch Bangla Bank Ltd -1161100021942		16,655	41,480
	Dutch bangla bank-2131107690		4,179,271	2,648,189
	Eastern Bank Ltd-1041360385960		335,201	-
	Eastern Bank Ltd-1041060306140		-	36,389
	Jamuna bank-003202100095179517		66,295	66,295
	Mercantile bank-012911100006544		598,578	430,571
	NRB Bank-93625		346,598	2,365
	Pubali Bank-056591028506		156,547	34,895
	Standard chartered bank-0114667301		9,030	8,572
	Standard bank-01833001939		2,366,673	643,419
	Woori bank-CDA 923927289		535,061	204,149
			<b>10,621,255</b>	<b>5,991,295</b>

**14.03 Cash at banks (foreign currency)**

ERQA-EBL-1043100329458	423.20	35,363	-
ERQA -PBL-3555162000626	157.01	13,085	294,043
Margin account (foreign)-EBL-343	935.21	77,996	51,078
Margin account (foreign)-PBL-139	15,391.39	1,282,879	994
HSBC-001012269047	36.24	3,001	1,271,074
HSBC-001012269091	85,949.18	7,176,756	153,192
Woori bank-CDA 923927581	4,788.20	392,719	566,089
	<b>107,680.43</b>	<b>8,981,799</b>	<b>2,336,470</b>

Among the above bank accounts, account maintained in foreign currency has been disclosed in local currency; thus foreign exchange fluctuation gain/(loss) has been recognized.

**15.00 Share Capital**

Authorized capital 200,000,000 ordinary shares of Tk. 10/-	<b>2,000,000,000</b>	<b>2,000,000,000</b>
Issued, subscribed & paid up capital		
Opening balance	1,290,474,570	1,173,158,700
Stock dividend	64,523,720	117,315,870
	<b>1,354,998,290</b>	<b>1,290,474,570</b>

The balance represents 135,499,829 ordinary shares of Tk. 10 each.

**15.01 Composition of Share Holding:**

Particulars	30 June, 2019 No. of Share	%	30 June, 2018 No. of Share	%
Director and Sponsors	82,318,075	60.75%	78,398,171	60.75%
Institution	15,509,595	11.44%	8,407,992	8.04%
General Public	32,694,151	24.13%	42,241,294	31.21%
Foreign Investor	4,978,008	3.67%	-	-
	<b>135,499,829</b>	<b>100%</b>	<b>129,047,457</b>	<b>100%</b>

The distribution Schedule Showing the number of shareholders and thier shareholders in percentage has been disclosed below as a requirement of Listing Regulation of Dhaka and chittagong Stock Exchange.

## 15.02

Range of Holding :

Particulars	No. of Shareholders	No. of Share	Holding %
1 to 500 shares	3,689	820,088	0.605
501 to 5000 Shares	1,099	2,264,432	1.671
5001 to 10000 Shares	242	1,815,942	1.340
10001 to 20000 Shares	177	2,652,956	1.958
20001 to 50000 Shares	149	4,676,834	3.452
50001 to 100000 Shares	51	3,698,636	2.730
100001 to 1000000 Shares	82	20,014,925	14.771
Over 1000000 Shares	17	99,556,016	73.473
	5,506	135,499,829	100

Shares of the company are listed with Dhaka and Chittagong Stock Exchange and quoted at Tk. 53.10 per share 2018 and Tk. 59.20 Per share 2019 in the Dhaka and Chittagong Stock Exchange respectively on 30 June.

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
16.00	<b>Share premium</b> Share premium received on 30,000,000 shares at Tk.18/- each	540,000,000 540,000,000	540,000,000 540,000,000
17.00	<b>Holding gain reserve</b> Investment in market price Investment in cost price	30,990,499 (42,941,418) (11,950,919)	18,868,591 (31,678,248) (12,809,657)

For further details please refer to annexure D

## 18.00

**Deferred tax (assets) / liability**

Deferred tax (assets) / liability is arrived as follows

Particulars	Carrying value as at June30,2019	Tax base value as at June 30,2019	Taxable/ (Deductible) temporary difference
<b>For the year ended June 30, 2019</b>			
Property, plant and equipment	3,361,207,498	3,308,416,689	52,790,809
Provident fund	(2,770,388)	-	(2,770,388)
WPPF & WF	(34,315,195)	-	(34,315,195)
Post employment benefit	(4,512,062)	-	(4,512,062)
			<b>11,193,164</b>
Effective tax rate			15%
<b>Deferred tax liability/ (assets) excluding holding gain reserve (A)</b>			<b>1,678,975</b>
Holding gain reserve	(11,950,919)		(11,950,919)
Effective tax rate			10%
<b>Deferred tax liabilities/ (assets) on holding gain reserve (B)</b>			<b>(1,195,092)</b>
<b>Deferred tax liability / (assets) (A+B)</b>			<b>483,883</b>
<b>For the year ended June 30, 2018</b>			
Property, plant and equipment	3,249,956,796	3,174,412,369	75,544,428
Provident fund	(3,473,819)	-	(3,473,819)
WPPF & WF	(32,622,078)	-	(32,622,078)
Post employment benefit	(4,983,571)	-	(4,983,571)
			<b>34,464,960</b>

Particulars	Carrying value as at June30,2019	Tax base value as at June 30,2019	Taxable/ (Deductible) temporary difference
Effective tax rate			15%
<b>Deferred tax liability/ (assets) excluding holding gain reserve (A)</b>			<b>5,169,744</b>
Holding gain reserve	(12,809,657)		(12,809,657)
Effective tax rate			10%
Deferred tax liabilities/ (assets) on holding gain reserve (B)			(1,280,966)
<b>Deferred tax liability / (assets) (A+B)</b>			<b>3,888,778</b>

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
<b>19.00</b>	<b>Long term loan</b>		
	HSBC	289,623,074	449,407,547
	Zero Coupon Bond	221,250,000	68,750,000
	IDLC Finance Ltd	25,626,212	246,525,604
	Pubali Bank Ltd.	1,204,376,539	1,209,439,611
	Lanka Bangla Finance Ltd	322,596,018	-
		<b>2,063,471,843</b>	<b>1,974,122,762</b>
<b>20.00</b>	<b>Trade and other payables</b>		
	Trade payables ( Note-20.01)	215,956,069	113,301,437
	Other payables (Note-20.02)	-	607,208
		<b>215,956,069</b>	<b>113,908,645</b>
<b>20.01</b>	<b>Trade payables</b>		
	Deferred liabilities (import)	198,446,602	82,327,150
	Deferred liabilities (local)	17,744,697	31,201,819
	Foreign exchange gain/(loss) (fair value adjustment)	(235,230)	(227,532)
		<b>215,956,069</b>	<b>113,301,437</b>
	<p>i) Amount due to trade payables in foreign currency has been disclosed in presentation local currency and foreign currency exchange fluctuation has been recognized accordingly.</p> <p>ii) This amount represents balance due to suppliers.</p> <p>iii) All trade payables has been paid as per terms and regular basis.</p>		
<b>20.01.01</b>	<b>Ageing analysis of trade payables</b>		
	In compliance with the requirement of paragraph 60 and 61 of BAS 1 "presentation of financial statements" trade payables has been analyzed as follows:		
	Less than 06 months	215,956,069	113,301,437
	More than 06 but less than 12 months	-	-
	More than 12 months	-	-
		<b>215,956,069</b>	<b>113,301,437</b>
<b>20.02</b>	<b>Other payables</b>		
	Deferred liabilities (capital machinery)	-	607,208
		<b>-</b>	<b>607,208</b>
	<p>i) This amount represents balance due to suppliers of indirect materials.</p> <p>ii) All payables has been paid as per terms and regular basis.</p>		

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
21.00	<b>Liability for expenses</b>		
	GAS bill payable	18,308,077	15,753,339
	Security Deposit	3,174,400	3,174,400
	Security deposit against investment property	7,604,160	7,604,160
	Advance receive from investment property	3,066,920	5,147,240
	Other expenses	33,035,762	19,088,413
	Provident fund payable	2,770,388	3,473,819
	Post employment benefit	4,512,062	4,983,571
	VAT payable	324,218	360,962
	TDS payable		1,391,193
	Telephone bill payable	13,975	22,809
	Electricity bill payable	4,753,588	3,393,469
	Unallocated application fees	1,645,375	1,645,375
	Dividend & fraction shareholder	2,296,327	1,994,601
	Provision for WPPF & WF (Note-21.01)	34,315,195	32,622,078
	Audit & professional fees payable	400,000	400,000
		<b>116,220,447</b>	<b>101,055,429</b>
21.01	During the Period tk.14,897/- has been deducted by bank from export bill on account of worker profit participation.		
22.00	<b>Short term loan</b>		
	LATR & PAD PBL & HSBC	-	75,740,775
	UPAS PBL & HSBC	845,714,393	694,518,114
	EDF EBL & HSBC	617,858,626	446,280,478
	Bank overdraft /STL PBL	501,121,976	618,716,000
	HSBC	276,493,333	150,991,828
	EBL	24,970,292	72,647,149
	Woori Bank	131,400,000	131,400,000
		<b>2,397,558,620</b>	<b>2,190,294,344</b>
23.00	<b>Current portion of long term loan</b>		
	HSBC	80,410,862	70,116,516
	Zero Coupon Bond	107,500,000	27,500,000
	IDLC Finance Ltd	22,457,076	31,657,080
	Pubali Bank Ltd.	157,591,373	133,597,290
	Lanka Bangla Finance Ltd	50,548,480	-
		<b>418,507,791</b>	<b>262,870,886</b>
24.00	<b>Provision for tax</b>		
	Opening balance	20,951,765	14,168,662
	Less: Paid during the year	(18,907,416)	(12,259,788)
		<b>2,044,349</b>	<b>1,908,874</b>
	Add : Provision for the year ( Note-33.00)	57,255,893	50,673,148
		<b>59,300,242</b>	<b>52,582,022</b>
	Less: Advance income tax	(29,954,912)	(31,630,257)
	Less: Adjusment previous Year	(316,424)	-
		<b>29,028,906</b>	<b>20,951,765</b>
25.00	<b>Revenue</b>		
	Yarn dyed fabrics	4,830,474,850	3,614,659,649
	Knit yarn dyeing	419,003,249	379,848,433
	Sweater yarn dyeing	855,381	1,742,504
	Printing	423,521,368	123,348,370
		<b>5,673,854,848</b>	<b>4,119,598,956</b>

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
26.00	<b>Cost of sales</b>		
	<b>Opening stock</b>		
	Raw materials	1,138,428,970	966,601,934
	Work-in-process	386,496,585	226,703,002
		<b>1,524,925,555</b>	<b>1,193,304,936</b>
	Purchase during the year (Note-26.01)	3,578,119,872	2,606,163,777
	<b>Goods available for use</b>	<b>5,103,045,427</b>	<b>3,799,468,713</b>
	Less: Closing stock		
	Raw materials	1,566,951,976	1,138,428,970
	Work-in-process	432,530,300	386,496,585
	<b>Materials consumed</b>	<b>3,103,563,151</b>	<b>2,274,543,158</b>
	<b>Add: conversion cost</b>		
	Wages, salaries & other benefits (Note-26.02)	624,710,570	500,641,313
	Factory overhead ( Note-26.03)	1,083,526,786	940,242,737
	<b>Cost of production</b>	<b>4,811,800,507</b>	<b>3,715,427,208</b>
	Add: Opening stock of finished goods	601,958,888	322,828,428
		5,413,759,395	4,038,255,636
	Less: Closing stock of finished goods	594,945,235	601,958,888
		<b>4,818,814,160</b>	<b>3,436,296,748</b>
26.01	<b>Purchase</b>		
	<b>Raw materials</b>		
	Purchase of dyeing ,finishing & printing chemicals	735,295,084	469,198,878
	Purchase of yarn	2,414,288,822	1,950,041,608
	Purchase of Grey Fabrics	82,516,260	-
	Insurance premium (marine)	14,884,701	12,577,635
	Carriage inwards	39,453,520	12,771,349
	C & F expenses	26,221,012	23,636,250
	Acceptance commission	4,432,306	4,160,980
	Charges on UPAS ( Discounting & Confirmation)	124,373,951	48,009,817
	Charges on EDF (Discountung & Confirmation)	28,172,979	9,235,284
	L/C Opening commission	3,860,655	4,612,109
	<b>Packing materials</b>		
	Purchase of poly bag	18,077,905	9,121,357
	Purchase of plastic bag	1,270,900	4,317,480
	<b>Sub- materials</b>		
	Purchase of paper/plastic cone	26,295,100	20,985,855
	Purchase of plastic bobin	8,861,200	3,988,900
	Purchase of Printing Plate		4,562,407
	Purchase of sizing chemicals	44,159,429	25,607,958
	Purchase of textile wax	687,545	580,490
	Purchase of paper tube	5,268,503	2,755,420
		<b>3,578,119,872</b>	<b>2,606,163,777</b>
26.02	<b>Wages, salaries &amp; other benefits</b>		
	Overtime, holiday & other allowance	62,920,497	45,176,088
	House rent to factory workers	11,359,800	11,317,100
	Provident Fund (Note-26.04)	7,806,660	5,989,468
	Insurance premium (factory workers)	1,919,249	1,613,589
	Earn leave expenses	1,636,660	10,801,982
		<b>624,710,570</b>	<b>500,641,313</b>

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
<b>26.03</b>	<b>Factory overhead</b>		
	Conveyance	1,923,212	1,446,000
	Commission on bank guarantee	842,051	2,334,610
	Depreciation-manufacturing	621,803,947	608,235,286
	Electricity Bill	42,241,589	4,076,745
	Entertainment	3,657,969	2,570,114
	ETP & WTP maintenance	1,513,138	3,188,758
	Food allowance	6,674,745	5,274,315
	Fuel & lubricants	8,379,632	5,402,600
	Gas bill	229,686,215	189,163,378
	Insurance premium (fire)	12,434,404	10,012,678
	Lab test expenses	11,050,389	6,833,632
	Medicare exp	1,877,089	1,862,874
	Miscellaneous exp	563,662	561,010
	Mobile bill	488,457	387,650
	Municipal tax	601,709	486,633
	Night allowance	273,724	217,400
	Purchase of ETP chemicals	3,153,842	5,275,259
	Purchase of generator & boiler chemicals	1,709,508	1,182,319
	Purchase of machine oil	2,607,967	5,057,847
	Repair & maintenance	57,586,941	39,219,945
	Repair & maintenance-car	9,536,334	5,416,797
	Spare parts	27,733,840	18,644,424
	Stationery	7,153,394	5,522,942
	Tour & travel <b>(Note-26.05)</b>	20,877,441	17,056,672
	Allocation of post employment benefit <b>(Note-26.06)</b>	855,045	812,849
	Compliance and safety	7,378,878	-
	Uniform & Liveries	921,664	-
		<b>1,083,526,786</b>	<b>940,242,737</b>
<b>26.04</b>	<b>Allocation of provident fund</b>		
	Wages, salaries & other benefits @ 70%	7,806,660	5,989,468
	Administrative overhead @ 30%	3,345,711	2,566,915
		<b>11,152,371</b>	<b>8,556,383</b>
<b>26.05</b>	<b>Allocation of tour &amp; travel expenses</b>		
	Factory overhead @ 48%	20,877,441	17,056,672
	Administrative overhead @ 52%	22,617,228	18,478,061
		<b>43,494,669</b>	<b>35,534,733</b>
<b>26.06</b>	<b>Allocation of post employment benefit</b>		
	Factory overhead	855,045	812,849
	Administrative overhead	95,005	90,317
		<b>950,050</b>	<b>903,165</b>
<b>27.00</b>	<b>Distribution costs</b>		
	BTMA certificate fees	825,425	291,000
	Courier charges	4,324,007	2,697,938
	Cost of free sample	5,848,000	4,382,103
	C & F expenses (export)	558,636	369,781
	Entertainment (buyer)	2,442,125	1,933,149
	Fuel, running, maintenance & carriage outwards	19,875,044	19,117,351
	Insurance premium (fire)	558,704	450,983
	Loading & unloading	5,253,197	4,039,364
	Miscellaneous expense	1,514,700	1,481,600
	Repair and maintenance of vehicles	2,388,462	789,745
		<b>43,588,300</b>	<b>35,553,014</b>

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
28.00	<b>Administrative expenses</b>		
	Advertisement exp.	1,058,563	799,476
	AGM expenses	824,426	726,370
	Audit & professional fees	1,783,928	421,750
	Books & periodicals	122,250	90,110
	CDBBL charge	562,477	-
	Conveyance	1,260,602	830,553
	Credit rating fees	618,429	1,045,491
	Cookeries	114,115	94,232
	Depreciation-administrative	23,453,680	20,995,516
	Donation & subscription	20,289,582	302,084
	Electricity bill	1,631,609	1,561,648
	Entertainment	227,738	116,593
	Fees for certificates	1,525,873	845,940
	Food allowance	1,947,141	1,832,792
	Forms, fees & renewal fees	338,492	481,348
	Fuel & lubricants	3,186,786	5,157,743
	Internet exp	1,333,955	913,427
	Insurance Premium-Car	382,430	-
	Listing fees	1,452,774	1,736,599
	Loss on sale of Car	1,267,000	-
	Medicare exp	828,290	861,231
	Membership fees	209,372	141,890
	Miscellaneous exp	406,233	278,703
	Mobile bill	2,834,086	2,581,758
	Newspaper	29,572	30,542
	Office maintenance	2,208,956	1,819,919
	Office rent	6,085,800	4,914,125
	Postage	10,570	10,412
	Promotional expenses	492,675	70,357
	Provident fund <b>(Note-26.04)</b>	3,345,711	2,566,915
	Remuneration	27,800,000	12,600,000
	Repair & maintenances-Car	1,309,134	1,383,999
	Software development	405,276	104,500
	RJSC filling fees	-	13,415
	Salary, allowance & festival bonus	91,981,471	83,663,870
	Sports equipment	12,500	78,605
	Annual report printing	136,786	717,730
	Stationery	1,663,989	1,508,971
	Telephone exp	76,289	96,290
	Tours & travels <b>(Note-26.05)</b>	22,617,228	18,478,061
	Allocation of post employment benefit <b>(Note-26.06)</b>	95,005	90,317
	Training & development	165,974	139,100
		<b>226,096,767</b>	<b>170,102,381</b>
29.00	<b>Finance Cost</b>		
	Bank charge	2,260,791	1,372,912
	Finance arrangement expenses	4,636,855	6,821,488
	Interest on bank overdraft	55,837,996	42,544,451
	Interest on loan (LATR)	476,280	4,373,840
	Interest on loan (IBP)	70,339,473	37,142,738
	Interest on term loan	67,960,603	55,993,408
	Interest on Zero Coupon Bond	16,575,810	1,011,840
	L/C charge	1,137,000	971,600
	Remittance collection charge	14,819,236	10,420,236

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
	Stamp charges	163,592	132,180
	Swift charges	1,948,457	1,397,765
	Interest income on FDR	(164,603)	(165,851)
		<b>235,991,490</b>	<b>162,016,607</b>
<b>30.00</b>	<b>Income from House Rent</b>		
	Income from house rent ( investment property)	23,383,160	15,208,320
	Less : Maintenance cost including depreciation	(7,014,948)	(4,562,496)
		<b>16,368,212</b>	<b>10,645,824</b>
<b>31.00</b>	<b>Other income</b>		
	Dividend income	155,031	149,493
	Interest income	75,022	36,542
	Profit on sale of car	292,900	320,000
	Wastage sales	14,950	13,080
	Profit on sale of share	1,213,987	1,252,641
		<b>1,751,890</b>	<b>1,771,756</b>
<b>32.00</b>	<b>Exchange gain/ (loss)</b>		
	Foreign currency fluctuation gain/(loss)	2,519,168	1,875,109
		<b>2,519,168</b>	<b>1,875,109</b>
<b>33.00</b>	<b>Income tax</b>		
	Income tax from operational income (Note-33.01)	52,290,925	47,300,347
	Income tax on other income (Note-33.02)	872,915	711,345
	Income tax on house rent income(Note-33.03)	4,092,053	2,661,456
		<b>57,255,893</b>	<b>50,673,148</b>
	Less: Tax rebate	-	-
		<b>57,255,893</b>	<b>50,673,148</b>
	Add/ (less): Income tax refund/ adjustment	-	-
		<b>57,255,893</b>	<b>50,673,148</b>
<b>33.01</b>	<b>Income tax from operational income</b>		
	Profit before tax	465,398,144	328,725,168
	Add/(less): exchange loss/gain	(2,519,168)	(1,875,109)
	Add/(less): other income	(1,751,890)	(1,771,756)
	Add/(less) : House rent income	(16,368,212)	(10,645,824)
	Add/(less):Share of profit/(Loss) of associates	(97,102,757)	
	Add/(less) : Post employment benefit	950,050	903,165
	Taxable income	<b>348,606,167</b>	<b>315,335,644</b>
	Tax rate	15%	15%
	Income tax on operational income	<b>52,290,925</b>	<b>47,300,347</b>
<b>33.02</b>	<b>Income tax on other income</b>		
	Other income (75,022+2,519,168+14,950+292,900)*25%	725,510	561,183
	Dividend income (1,55,031-25,000)*20%	26,006	24,899
	Profit on sale of share (realized profit) (1,213,987*10%)	121,399	125,264
		<b>872,915</b>	<b>711,345</b>
<b>33.03</b>	<b>Income tax on house rent income</b>		
	Income from House Rent (23,383,160-7,014,948)*25%	4,092,053	2,661,456
		<b>4,092,053</b>	<b>2,661,456</b>
<b>34.00</b>	<b>Deferred tax expenses / benefit</b>		
	Deferred tax liability as on previous year	3,888,778	3,362,468
	Deferred tax liability as on current year	483,883	3,888,778
	Deferred tax benefit/expenses during the year	3,404,896	(526,310)
<b>35.00</b>	<b>Unrealized gain/ (loss) on investment in shares</b>		
	Cost price	42,941,418	31,678,248
	Market price	(30,990,499)	(18,868,591)

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
	<b>Unrealized gain/(loss)</b>	(11,950,919)	(12,809,657)
	Less: opening balance (provision)	(12,809,657)	(6,577,639)
	<b>Gain/(loss) on marketable securities during the year</b>	<b>858,738</b>	<b>(6,232,018)</b>
<b>36.00</b>	<b>Basic earnings per share- EPS (Restated 2018)</b>		
	Net profit after tax	411,547,147	277,525,709
	Weighted average number of shares (Note-36.02)	135,499,830	135,499,830
	<b>Earnings per share</b>	<b>3.04</b>	<b>2.05</b>
<b>36.01</b>	<b>Basic earnings per share (EPS)</b>		
	Net profit after tax	411,547,147	277,525,709
	Number of share	135,499,830	129,047,457
	<b>Earnings per share</b>	<b>3.04</b>	<b>2.15</b>
	1) Earnings per share has been calculated in accordance with IAS - 33: earnings per share (EPS).		
	2) At present we are enhancing production capacity as well as export volume has been increased significantly and also included 49% profit of associates company, which is positively influence to enhance current earning Earnings per share (EPS)		
<b>36.02</b>	<b>Number of shares</b>		
	Number of shares at the beginning of the year	129,047,457	117,315,870
	Add: bonus shares issued during the year	6,452,373	11,731,587
	<b>Closing number of shares</b>	<b>135,499,830</b>	<b>129,047,457</b>
	Face value of share tk. 10/- per share		
<b>37.00</b>	<b>Reconciliation of net income with cash flows from operating activities</b>		
	Net Profit (As per Statement of Profit or Loss and Other Comprehensive Income)	<b>411,547,147</b>	<b>277,525,709</b>
	<b>Adjustments to Reconciled with non cash items, non-operating items and net changes of the operating accruals :</b>		
	<b>Non-Cash Items :</b>	<b>558,377,165</b>	<b>638,600,793</b>
	Depreciation	650,313,649	631,346,292
	Income Tax provision	4,672,246	7,309,414
	WPPF & WF Provision	1,708,014	1,197,728
	Share of profit/ (Loss) of associates	(97,102,757)	-
	Profit on sale of share	(1,213,987)	(1,252,641)
	<b>Changes in operating accruals :</b>	<b>(373,287,800)</b>	<b>(571,702,975)</b>
	Increase/ Decrease in Trade receivables	16,525,583	(126,473,315)
	Increase/ Decrease in Inventory	(467,543,068)	(610,751,079)
	Increase/ Decrease trade payables and others	102,654,632	185,491,743
	Increase/ Decrease in Liability for Expenses	15,235,598	25,740,324
	Increase/Decrease in Advance & Prepayment	(38,080,225)	(43,485,367)
	Increase/ Decrease in Security deposit	(2,080,320)	(2,225,280)
	<b>Net Cash flows from operating activities</b>	<b>596,636,511</b>	<b>344,423,528</b>

### 38.00 Related party disclosures

During the year ended June 30, 2019 the company entered into a number of transactions with related parties in the normal course of business. All these transaction takes place in an arm length basis. Name of the related parties, nature of these transactions and amount thereof been set out below in accordance with the provisions of IAS 24: Related party disclosure.

Name of related parties	Nature of transaction	Transaction during the year	Balance/ outstanding as on June 30, 2019	Balance/ outstanding as on June 30, 2018
Paramount Insurance Co. Ltd.	Insurance	31,822,070	3,824,163	3,824,163
Paramount Insurance Co. Ltd.	Investment	-	10,887,548	10,887,548
Paramount BTrac Energy Ltd.	House Rent	80,000,000	3,000,000	-

### 39.00 Capital expenditure commitment

Particulars	Contract value	Paid during the period	Balance
Edison Electronics Ltd	7,448,000	7,448,000	-
Green Design Solution	4,375,701	4,370,701	5,000
BBS Cables Ltd	8,735,082	8,735,082	-
Bangladesh Building system Ltd	5,621,180	5,621,180	-

### 40.00 Number of employees

In compliance with the requirement of Schedule XI, Part II, Para 3 of Company Act 1994 following has been disclosed

Notes	Particulars	2018-2019	2017-2018
		Taka	Taka
<b>Factory:</b>			
	Number of full time employees (officers & staff)	718	678
	Number of full time employees (workers)	3,124	2,542
		<b>3,842</b>	<b>3,220</b>
<b>Head office</b>			
	Number of full time employees (officers & staff)	105	101
	Number of full time employees (Workers)	67	66
		172	167
		<b>4,014</b>	<b>3,387</b>

\* All employees received more then tk 6000 per month

### 41.00 Key management personnel compensation

In compliance with the requirement of Schedule XI, Para 4 of company Act 1994 and Para 17 of IAS 24 following has been disclosed.

- No remuneration, board meeting attendance fees is provided to any of the directors of the company except managing director.
- As per management decision, the following amount has been paid for the year ended June 30, 2019

Name	Designation	Short term benefits		Post employment benefit (provident fund)	Other long term benefit	Termination benefit	Share based benefit
		Remuneration / salary (Taka)	Bonus				
Mr. Shakhawat Hossain	Managing Director	24,000,000	N/A	N/A	N/A	N/A	N/A
A.B.M Delwar Hossain	Executive Director	2,614,008	360,668	10% of basic salary	N/A	N/A	N/A
Md. Jamal Mia	General Manager	3,010,000	450,000	10% of basic salary	N/A	N/A	N/A
Mr. Jahidul Abedin	Chief Financial Officer	2,472,000	200,000	10% of basic salary	N/A	N/A	N/A
Shah Aziz, ACMA	Deputy General Manager	1,440,000	160,000	10% of basic salary	N/A	N/A	N/A
Mr. Robiul Islam, FCS	Company Secretary	1,204,500	102,500	10% of basic salary	N/A	N/A	N/A

**42.00 Capacity and usage**

In compliance with the requirement of Schedule XI, Part II, Para 7 of Company Act 1994 following has been disclosed.

Particulars	2018-2019	2017-2018
	Taka	Taka
<b><u>Yarn dyed fabric</u></b>		
Installed capacity	110,000 yds per day	90,000 yds per day
Actual production	101,887 yds per day	86,770 yds per day
Utilization	92.62%	96.42%
<b><u>Dyed yarn</u></b>		
Installed capacity	32 ton/per day	32 ton/per day
Actual production	28.93 ton/per day	28.65 ton/per day
Utilization	90.53%	89.53%
<b><u>Printing</u></b>		
Installed capacity	10 ton/per day	10 ton/per day
Actual production	9.20 ton/per day	9.10 ton/per day
Utilization	92.00%	91.00%

**43.00 Transaction in foreign currency**

During the year following transactions took place in foreign currency

Particulars	2018-2019	2017-2018
	Taka	Taka
<b>CIF value of import</b>		
Yarn	2,357,553,035	1,904,215,630
Chemical	723,530,363	461,691,696
Capital machinery	460,206,690	1,371,550,669
	<b>3,541,290,087</b>	<b>3,737,457,995</b>
FOB value of export	<b>5,673,854,848</b>	<b>4,119,598,956</b>

**44.00 Credit facility**

No credit facilities were availed by the company under any contract other than bank credit facility and trade credit which took place in the ordinary course of business.

**45.00 Contingent liability**

Particulars	2018-2019	2017-2018
	Taka	Taka
Letter of credit	252,015,185	685,687,897
	<b>252,015,185</b>	<b>685,687,897</b>

**46.00 Capital management**

- The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Capital consist of total equity attributable to the equity holders.
- In order to maintain or adjust the capital structure, the group may adjust the amount of dividend or obtain long term debt.
- No changes were made in the objectives, policies or processes for managing capital during the year.
- The company is not subject to any externally imposed capital requirement.

**46.01.01 Exposure to credit risk**

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

Particulars	2018-2019	2017-2018
	Taka	Taka
Trade receivable	388,305,693	407,831,276
Security deposit	24,236,560	28,328,060
Cash and cash equivalent	24,556,137	12,193,280
	<b>437,098,390</b>	<b>448,352,616</b>

**46.01.02 Impairment losses**

The accounts receivables were created for sales made to foreign customers in the ordinary course of business. All sales were made through letter of credit. Thus as per management perception, recognition of any impairment losses were not necessary.

**46.02 Liquidity risk**

The requirement is determined in advance through cash flow projections and credit lines with banks are negotiated accordingly.

<b>As at June 30, 2019</b>					
<b>Particulars</b>	<b>Carrying amount</b>	<b>Contractual cash flows</b>	<b>Within 6 months or less</b>	<b>Within 6-12 months</b>	<b>Within 1-6 years</b>
Trade payables	215,956,069	215,956,069	215,956,069	-	-
Term loan	2,481,979,634	2,481,979,634	209,253,895	209,253,895	2,063,471,843
Liabilities for expenses	116,220,447	116,220,447	116,220,447	-	-
	<b>2,814,156,150</b>	<b>2,814,156,150</b>	<b>541,430,411</b>	<b>209,253,895</b>	<b>2,063,471,843</b>

<b>As at June 30, 2018</b>					
<b>Particulars</b>	<b>Carrying amount</b>	<b>Contractual cash flows</b>	<b>Within 6 months or less</b>	<b>Within 6-12 months</b>	<b>Within 1-6 years</b>
Trade payables	113,301,437	113,301,437	113,301,437	-	-
Other payables	607,208	607,208	607,208	-	-
Term loan	2,236,993,648	2,236,993,648	131,435,443	131,435,443	1,974,122,762
Liabilities for expenses	101,055,429	101,055,429	101,055,429	-	-
	<b>2,451,957,722</b>	<b>2,451,957,722</b>	<b>346,399,517</b>	<b>131,435,443</b>	<b>1,974,122,762</b>

**46.03 Exposure to currency risk**

The company's exposure to foreign currency risk was as follows based on notional amounts

**Foreign currency denominated assets**

Accounts receivables

<b>2018-2019</b>	<b>2017-2018</b>
<b>Taka</b>	<b>Taka</b>

388,305,693      407,831,276

**388,305,693**      **407,831,276**

**Foreign currency denominated liabilities**

Trade payables  
Capital machinery

198,446,602      82,327,150

460,206,690      1,287,297,421

**658,653,292**      **1,369,624,571**

**Net exposure**

**(270,347,599)**      **(961,793,295)**

The following significant exchange rates are applied during the year:

Exchange rate as at

US dollar (average)

<b>2018-2019</b>	<b>2017-2018</b>
<b>Taka</b>	<b>Taka</b>

83.10

81.75

**46.04 Accounting classification and fair values**

Fair value of financial assets and liabilities together with carrying amount shown in the statement of financial position are as follows:

	2018-2019	
	Carrying amount	Fair value
<b>Loans and receivables</b>		
Trade receivables	388,305,693	388,305,693
Cash and cash equivalent	24,556,137	24,556,137
<b>Available for sale financial instrument</b>		
Investment in share	30,990,499	30,990,499
<b>Liabilities carried at amortized costs</b>		
Term loan-non current portion	2,063,471,843	2,063,471,843
Trade and other payables	215,956,069	215,956,069
Liability for expense	116,220,447	116,220,447

	2017-2018	
	Carrying amount	Fair value
<b>Loans and receivables</b>		
Trade receivables	407,831,276	407,831,276
Cash and cash equivalent	12,193,280	12,193,280
<b>Available for sale financial instrument</b>		
Investment in share	18,868,591	18,868,591
<b>Liabilities carried at amortized costs</b>		
Term loan-non current portion	1,974,122,762	1,974,122,762
Trade and other payables	113,908,645	113,908,645
Liability for expense	101,055,429	101,055,429

**47.00 Events after reporting period (BAS-10)**

i) The financial statements were authorized for issue on 28th October 2019 by the Board of Directors who had the power to amend the financial statements after issue. There is no other significant event that has occurred between the Financial Position date and the date when the financial statements were authorized for issue by the Board of Directors of the company.

ii) Subsequent to the financial position date, the Board of Directors has recommended 7% cash and 9% stock dividend in its Board meeting held on 28th October 2019. The dividend proposal is subject to shareholder's approval at the forthcoming AGM.

Except the fact as stated above, no circumstances have arisen since the statement of financial position date which would require adjustments, or disclosure in the financial statements.



**Chairman**



**Managing Director**



**Company Secretary**

Dated: 28th October, 2019  
Dhaka

**PARAMOUNT TEXTILE LIMITED**  
**Schedule of Property, Plant & Equipment**  
**As at June 30, 2019**

Particulars	Cost					Rate of Dep. (%)	Depreciation			Written Down Value as at 30-06-19	
	Opening Balance as on 01-07-18	Transfer from CWIP	Addition for the year	Adjustment for the year	Closing Balance as on 30-06-19		Opening Balance as on 01-07-18	Charge for the year	Adjustment for the year		Closing Balance as on 30-06-19
Land & Land Development	14,132,811		512,000	-	14,644,811	0%	-	-	-	14,644,811	
Building Construction	1,431,182,706	97,230,513	93,826,959	-	1,622,240,178	10%	117,470,699	-	565,003,887	1,057,236,291	
Effluent Treatment Plant (ETP) & Water Treatment Plant (WTP)	91,415,805		1,386,640	-	92,802,445	10%	4,909,902	-	48,613,325	44,189,120	
Electrical Installation	234,585,942		548,500	-	235,134,442	15%	17,075,886	-	138,371,087	96,763,355	
Gas Line Installation	30,161,298		14,100,547	-	44,261,845	20%	4,683,962	-	25,525,999	18,735,846	
Transformer	2,949,000		400,000	-	3,349,000	10%	167,117	-	1,844,948	1,504,052	
Plant & Machinery	3,881,924,764	424,181,571	53,980,477	-	4,360,086,812	20%	451,899,451	-	2,552,489,008	1,807,597,804	
Loose Tools	169,815			-	169,815	10%	82,776	-	91,480	78,334	
Reed Air (Jet)	9,715,003			-	9,715,003	20%	350,819	-	8,311,725	1,403,278	
Fire Equipment	28,442,040		3,181,650	-	31,623,690	15%	3,449,104	-	12,078,766	19,544,924	
Factory Equipment	8,284,811		1,349,276	-	9,634,087	10%	552,409	-	4,662,404	4,971,683	
Generator & Boiler	328,288,514		19,672,440	-	347,960,954	15%	20,042,725	-	234,385,514	113,575,440	
Industrial Rack	26,229,600		-	-	26,229,600	10%	1,193,169	-	15,491,084	10,738,517	
<b>Sub Total (Manufacturing)</b>							<b>2,985,065,279</b>		<b>3,606,869,226</b>	<b>3,190,983,455</b>	
Furniture & Fixture	11,644,961	-	562,083	-	12,207,044	10%	637,374	-	6,470,680	5,736,364	
Air Conditioner	18,771,219	-	748,770	-	19,519,989	10%	1,390,762	-	7,003,131	12,516,858	
Swimming Pool	436,288	-		-	436,288	10%	27,625	-	187,660	248,628	
Office Decoration	18,462,652	-	2,195,035	-	20,657,687	10%	1,570,378	-	6,524,287	14,133,400	
Office Equipment	58,468,209	-	25,925,833	-	84,394,042	10%	6,637,409	-	24,657,363	59,736,679	
Telephone Equipment	1,136,320	-		-	1,136,320	12%	51,678	-	757,346	378,974	
Motor Vehicles	119,783,766	-	18,430,133	4,746,000	133,467,899	15%	13,138,454	3,021,900	55,994,760	77,473,139	
<b>Sub Total (Administrative)</b>							<b>81,163,449</b>	<b>3,021,900</b>	<b>101,595,229</b>	<b>170,224,042</b>	
<b>Total (As at June, 2019)</b>	<b>6,316,185,524</b>	<b>521,412,084</b>	<b>236,820,343</b>	<b>4,746,000</b>	<b>7,069,671,951</b>		<b>3,066,228,728</b>	<b>3,021,900</b>	<b>3,708,464,455</b>	<b>3,361,207,498</b>	
<b>Total (As at June, 2018)</b>	<b>4,383,751,826</b>	<b>382,550,849</b>	<b>1,551,237,849</b>	<b>1,355,000</b>	<b>6,316,185,524</b>		<b>2,438,352,924</b>	<b>1,355,000</b>	<b>3,066,228,728</b>	<b>3,249,956,796</b>	

Annexure-A

**PARAMOUNT TEXTILE LIMITED**

**FAMES & R**  
**Chartered Accountants**

As at June 30, 2019

**Schedule of Inventories****Annexure-B****Quantitative movement of inventories for the year ended 30 June 2019**

In compliance with the discloser requirement of Schedule XI of the Companies Act, 1994 movement of inventories has been disclosed as follows:

Particulars	Unit	Opening Stock		Purchases/ Production		Consumption/ Sales		Closing Stock	
		Qty	Value	Qty	Value	Qty	Value	Qty	Value
<b>Raw materials</b>									
Yarn	Kgs	2,866,692	889,599,328	7,948,011	2,662,583,617	7,102,164	2,284,115,144	3,712,539	1,268,067,801
Dyes & chemicals	Kgs	1,537,589	245,087,617	4,770,092	810,915,673	4,685,781	763,144,262	1,621,900	292,859,028
Packing & sub material	Various	645,177	3,742,025	19,021,924	104,620,582	18,679,372	102,337,460	987,729	6,025,147
<b>Work in progress</b>									
Yarn	Kgs	425,834	146,784,162	7,102,164	2,485,757,266	7,211,698	2,519,732,211	316,300	112,809,217
Fabrics	Yds	2,208,696	239,712,422	35,697,903	4,569,331,610	34,960,720	4,489,322,950	2,945,879	319,721,082
<b>Finished goods</b>									
Finished fabric	Yds	4,618,343	601,958,888	34,960,720	4,811,800,507	35,265,296	4,818,814,160	4,313,767	594,945,235

**Schedule of Advance, Deposits & Prepayments**

As at June 30, 2019

**Annexure-C****Disclose information regarding advance deposits & prepayments as on June 30, 2019**

In compliance with the requirement of Schedule of XI, part 1, para (J) of the companies Act, 1994 aging of the advances except security deposits (Titas), security deposit CDBL, bank guarantee & security deposit for telephone line for utilities are given below:

	June 30, 2019		June 30, 2018	
	Below six months	Over six months	Below six months	Over six months
L/C margin deposit	342,112		7,747,166	-
Advance against salary	3,207,418	1,866,032	4,774,018	8,866,032
Advance office/house rent	2,533,702	276,033	82,867	3,085,768
Advance to construction party, suppliers & others	227,932,932	26,157,955	258,988,683	28,745,006
Advance against security	19,256,274	6,375,823	24,856,955	8,980,032

There are no advance due for payment for more than 6 months from the date of statement of financial position except as mentioned above.

**Paramount Textile Limited**  
**Schedule of Investment**  
**As on June 30, 2019**

**Annexure-D**

Name of the Company	Cost Price as on 30-06-2019	Market Price as on 30-06-2019	Unrealized gain/(loss)
Aamra technologies Limited	1,647,401	1,103,900	(543,501)
Bangladesh Welding Electrodes Ltd.	250,230	164,000	(86,230)
Golden Son Ltd.	2,225,763	500,922	(1,724,841)
Islami Insurance Bangladesh Limited	815,333	657,000	(158,333)
Khan Brothers PP Woven Bag Industries Limited	1,935,800	804,431	(1,131,369)
M.L. Dyeing Limited	1,991,860	1,340,000	(651,860)
Rupali Bank Ltd.	5,218,266	4,181,436	(1,036,830)
Summit Alliance Port Limited	3,192,252	1,522,430	(1,669,822)
Bangladesh Building Systems Ltd.	417,075	309,100	(107,975)
The City Bank Ltd.	1,660,557	1,167,600	(492,957)
Eastern Housing Ltd	600,498	538,000	(62,498)
IFIC Bank Ltd	1,423,550	1,144,000	(279,550)
Islami Bank Bangladesh Limited	4,323,869	2,832,000	(1,491,869)
Mercantile Bank Ltd	1,874,675	1,633,000	(241,675)
Paramount Insurance Company Ltd.	10,887,548	10,036,775	(850,773)
Premier Bank Ltd	1,614,025	1,339,800	(274,225)
Shasha Denims Limited	1,486,897	990,820	(496,077)
Western Marine Shipyard Limited	1,375,819	725,285	(650,534)
<b>Total</b>	<b>42,941,418</b>	<b>30,990,499</b>	<b>(11,950,919)</b>

# PARAMOUNT TEXTILE LIMITED

House # 22 (Level 2, 5-8). Road No. 113/A, Gulshan-2, Dhaka-1212

Affix  
Tk.20  
Revenue  
Stamp

## PROXY FORM

I/We.....of.....  
being a shareholder of **PARAMOUNT TEXTILE LIMITED** and entitled to vote hereby appoint Mr./Ms.  
.....as my / our proxy to attend and vote for me / us and on my/  
our behalf at the **13<sup>th</sup> ANNUAL GENERAL MEETING** of the Company to be held on December 9, 2019 at 11.00 a.m at  
Spectra Convention Centre (Kings Hall) House # 19, Road # 7, Gulshan-1, Dhaka-1212.

As witness my / our hand this.....day of.....2018.

.....  
Signature Shareholder

.....  
Signature of Proxy

BO ID No.

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

No. of Shares held \_\_\_\_\_

Dated \_\_\_\_\_

### Notes:

01. This Form of Proxy, duly completed must be deposited at least 48 hours before the meeting of the company's share department at House# 22 (Level 2, 5-8) Road No.-113/A, Gulshan-2, Dhaka-1212
02. Proxy is invalid if not signed and stamped as indicated above.

# PARAMOUNT TEXTILE LIMITED

House # 22 (Level 2, 5-8),Road No. 113/A, Gulshan-2, Dhaka-1212

## ATTENDANCE SLIP

I/We hereby record my / our attendance at the **13<sup>th</sup> ANNUAL GENERAL MEETING** of the Company being held on  
December 9, 2019 at 11.00 a.m at Spectra Convention Centre. House # 19, Road # 7, Gulshan-1, Dhaka-1212.

Name of Member/proxy:.....

BD ID No.

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

No. of Shares held.....

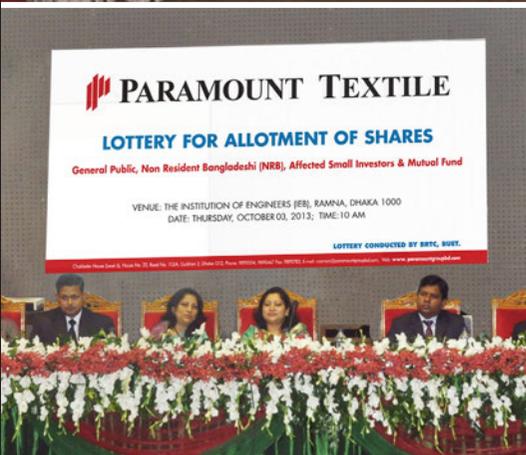
.....  
Signature Shareholder

.....  
Signature of Proxy

Dated.....

**Note:** 1) Shareholders attending the meeting in person or by proxy are requested to complete Attendance slip and deposit the same at the entrance of the meeting hall.

**2) No gift or benefit in cash or kind shall be paid / offered to the Shareholders as per Circular No. SEC/CMRRCD/2009-193/154 dated 24 October 2013 of BSEC for attending the AGM.**



# Weaving a colorful future

## PARAMOUNT TEXTILE LIMITED

### OFFICE:

House NO. 22 (Level 2, 5-8), Road No. 113/A  
Gulshan-2, Dhaka-1212,  
Telephone: 9890534, 9890467, Fax: 9890783  
E-mail: info@paramountgroupbd.com

### FACTORY:

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Thana: Sreepur, Dist: Gazipur, Bangladesh  
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