

"If you have any query about this document, you may consult issuer, issue manager and underwriters"

PROSPECTUS

For

**PUBLIC OFFERING OF 50,000,000 ORDINARY SHARES OF TK. 10 EACH AT AN ISSUE PRICE OF TK. 25 EACH
INCLUDING A PREMIUM OF TK. 15 PER SHARE TOTALING TO TK. 1,250,000,000**

Of

REGENT TEXTILE MILLS LIMITED

Opening date for subscription: October 14, 2015

Closing date for subscription (Cut-off date): October 25, 2015

MANAGER TO THE ISSUE



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CREDIT RATING STATUS	LONG TERM	SHORT TERM
Entity Rating	A+	ST-3
Validity of Rating	June 17, 2016	December 18, 2015
Date of Rating	June 18, 2015	
Outlook	Stable	
Rated by	Credit Rating Information and Services Limited (CRISL)	

Date of Publication of Abridged Version of Prospectus: September 17, 2015

The Issue shall be placed in "N" Category



Regent Textile Mills Limited

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**"CONSENT OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE
ISSUE/OFFER OF THESE SECURITIES UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969 AND THE
SECURITIES AND EXCHANGE COMMISSION (PUBLIC ISSUE) RULES, 2006. IT MUST BE DISTINCTLY
UNDERSTOOD THAT IN GIVING THIS CONSENT THE COMMISSION DOES NOT TAKE ANY RESPONSIBILITY FOR
THE FINANCIAL SOUNDNESS OF THE ISSUER COMPANY, ANY OF ITS PROJECTS OR THE ISSUE PRICE OF ITS
SECURITIES OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS MADE OR OPINION EXPRESSED WITH
REGARD TO THEM. SUCH RESPONSIBILITY LIES WITH THE ISSUER, ITS DIRECTORS, CHIEF EXECUTIVE
OFFICER/CHIEF FINANCIAL OFFICER, ISSUE MANAGER, UNDERWRITER AND/OR AUDITOR."**

AVAILABILITY OF PROSPECTUS

Prospectus of Regent Textile Mills Limited may be obtained from the Issuer Company, the Manager to the Issue, the Underwriters and the Stock Exchanges as follows:

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Stock Exchanges	Available At	Contact
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Chittagong Stock Exchange Limited CSE Building, 1080, Sheikh Mujib Road, Chittagong-4100	CSE Library	Tel: +88 031 714 632-3 +88 031 720 871 Fax: +88 02 951 39 11-15

Prospectus is also available on the websites of Regent Textile Mills Limited (www.regenttex.com), LankaBangla Investments Limited (www.lankabangla-investments.com), BSEC (www.sec.gov.bd), DSE (www.dsebd.org), CSE (www.csebd.com) and Public Reference room of the Bangladesh Securities and Exchange Commission (BSEC) for reading and study.

Name and Address of the Auditor		
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DEFINITION AND ELABORATION OF THE ABBREVIATED WORDS AND TECHNICAL TERMS USED IN THE PROSPECTUS

AGM	:	Annual General Meeting
Allotment	:	Letter of Allotment of Shares
BAS	:	Bangladesh Accounting Standards
BB	:	Bangladesh Bank
BDT	:	Bangladeshi Taka
BMRE	:	Balancing, Modernization, Rehabilitation and Expansion
BO Account	:	Beneficial Owners Account
BSEC	:	Bangladesh Securities and Exchange Commission
CDBL	:	Central Depository Bangladesh Limited
CIB	:	Credit Information Bureau
CEO	:	Chief Executive Officer
Commission	:	Bangladesh Securities and Exchange Commission
Company / Issuer	:	Regent Textile Mills Limited
Companies Act	:	Companies Act, 1994 (Act. No. XVIII of 1994)
CSE	:	Chittagong Stock Exchange
DSE	:	Dhaka Stock Exchange
EPS	:	Earnings Per Share
ETP	:	Effluent Treatment Plant
FC Account	:	Foreign Currency Account
GBP	:	Great Britain Pound
GDP	:	Gross Domestic Product
GSP	:	Generalized System of Preferences
IPO	:	Initial Public Offering
NAV	:	Net Asset Value
NRB	:	Non-Resident Bangladeshi
P/E	:	Price-Earnings Ratio
RJSC	:	Registrar of Joint Stock Companies and Firms
Rules	:	Securities and Exchange Commission (Public Issue) Rules, 2006
RTML	:	Regent Textile Mills Limited
Securities	:	Shares of Regent Textile Mills Limited
SND Account	:	Short Notice Deposit Account
Subscription	:	Application Money
VAT	:	Value Added Tax

Disclosure in Respect of Issuance of Security in DEMAT Form

As per provision of the Depository Act, 1999 and regulation made there under, shares will be issued in dematerialized condition. All transfer/transmission/splitting will take place in the Central Depository Bangladesh Ltd. (CDBL) system and any further issuance of shares (rights/bonus) will be issued in dematerialized form only.

Conditions under 2CC of the Securities and Exchange Ordinance, 1969

PART-A

1. The company shall go for Initial Public Offer (IPO) for 50,000,000 Ordinary Shares of Tk. 10.00 each at an issue price of Tk. 25.00 per share each, including a premium of Tk. 15.00 per share totaling to Tk. 1,250,000,000.00/- (Taka one hundred twenty five crore only) following the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2006, the Depository Act, 1999 and regulations made there under.
2. The abridged version of the prospectus, as approved by the Commission, shall be published by the issuer in 4 (Four) national daily newspapers (two in Bangla and two in English), within **05 (Five) working days** of issuance of the consent letter. The issuer shall post the full prospectus, vetted by the Bangladesh Securities and Exchange Commission, in the issuer's website and shall also put on the websites of the Commission, stock exchanges, and the issue manager, within **5 (Five) working days** from the date of issuance of this letter and shall remain posted till the closure of the subscription list. The issuer shall submit to BSEC, the stock exchanges and the issue manager a diskette containing the text of the vetted prospectus in "MS - Word" format.
3. Sufficient copies of prospectus shall be made available by the issuer so that any person requesting a copy may receive one. A notice shall be placed on the front of the application form distributed in connection with the offering, informing that interested persons are entitled to a prospectus, if they so desire, and that copies of prospectus may be obtained from the issuer and the issue manager. The subscription application shall indicate in bold type that no sale of securities shall be made, nor shall any money be taken from any person, in connection with such sale until **25 (Twenty five) days** after the prospectus has been published.
4. The company shall submit **40 (Forty)** copies of the printed prospectus to the Bangladesh Securities and Exchange Commission for official record within **5 (Five) working days** from the date of publication of the abridged version of the prospectus in the newspaper.
5. The issuer company and the issue manager shall ensure transmission of the prospectus and abridged version of the prospectus for NRBs through email, simultaneously with publication of the abridged version of the prospectus, to the Bangladesh Embassies and Missions abroad and shall also ensure sending of the printed copies of abridged version of the prospectus to the said Embassies and Missions within **05 (Five) working days** of the publication date by Express Mail Service (EMS) of the postal department. A compliance report shall be submitted in this respect to the BSEC jointly by the issuer and the Issue manager within **02 (Two) working days** from the date of said dispatch of the prospectus.
6. The paper clipping of the published abridged version of the prospectus, as mentioned at **condition no. 2 above**, shall be submitted to the Commission within 24 hours of the publication thereof.
7. The company shall maintain separate bank account(s) for collecting proceeds of the Initial Public Offering and shall also open Foreign Currency (FC) account(s) to deposit the application money of the Non Resident Bangladeshis (NRBs) for IPO purpose, and shall incorporate full particulars of said FC account(s) in the prospectus. The company shall open the above-mentioned accounts for IPO purpose; and close these accounts after refund of over-subscription money. Non-Resident Bangladeshi (NRB) means Bangladeshi citizens staying abroad including all those who have dual citizenship (provided they have a valid Bangladeshi passport) or those, whose foreign passport bear a stamp from the concerned Bangladesh Embassy to the effect that no visa is required for traveling to Bangladesh.
8. The issuer company shall apply to all the stock exchanges in Bangladesh for listing within **7 (Seven) working days** from the date of issuance of this letter and shall simultaneously submit the vetted prospectus with all exhibits, as submitted to BSEC, to the stock exchanges and shall also submit copy of the listing application to BSEC.
9. The following declaration shall be made by the company in the prospectus, namely: -

"Declaration about Listing of Shares with the stock exchange (s):

None of the stock exchange(s), if for any reason, grants listing within **75 (Seventy Five) days** from the closure of subscription, any allotment in terms of this prospectus shall be void and the company shall refund the subscription money within **15 (Fifteen) days** from the date of refusal for listing by the stock exchanges, or from the date of expiry of the said **75 (Seventy Five) days**, as the case may be.

In case of non-refund of the subscription money within the aforesaid **15 (Fifteen) days**, the Directors of the company, in addition to the issuer company, shall be collectively and severally liable for refund of the subscription money, with interest at the rate of **2% (Two Percent) per month** above the bank rate, to the subscribers concerned.

The issue manager, in addition to the issuer company, shall ensure due compliance of the above mentioned conditions and shall submit compliance report thereon to the Commission within **07 (Seven) days** of expiry of the aforesaid **15 (Fifteen) days** time period allowed for refund of the subscription money."

10. The subscription list shall be opened and the sale of securities commenced after **25 (Twenty Five) days** of the publication of the abridged version of the prospectus.
11. The IPO shall stand cancelled and the Issuer shall inform the stock exchanges **within 2 (two) working days** of receiving verification report and information from CDBL to release the application money, if any of the following events occur:
 - (b) Upon closing of the subscription list it is found that the total number of valid applications (in case of under subscription including the number of the underwriter) is less than the minimum requirement as specified in the listing regulations of the stock exchange(s) concerned; or
 - (c) At least 50% of the IPO is not subscribed.
12. **20% of total public offering shall be reserved for ক্ষতিগ্রস্ত ক্ষুদ্র বিনিয়োগকারী, 10% of total public offering shall be reserved for non-resident Bangladeshi (NRB) and 10% for mutual funds and collective investment schemes registered with the Commission, and the remaining 60% shall be open for subscription by the general public. In case of under-subscription under any of the 20% and 10% categories mentioned above, the unsubscribed portion shall be added to the general public category and, if after such addition, there is over subscription in the general public category, the issuer and the managers to the issue shall jointly conduct an open lottery of all the applicants added together.**
13. All the applicants shall first be treated as applied for one minimum market lot of **200 shares worth Taka 5,000/- (Taka five thousand only)**. If, on this basis, there is over subscription, then lottery shall be held amongst the applicants allocating one identification number for each application, irrespective of the application money. In case of over-subscription under any of the categories mentioned hereinabove, the issuer and the issue manager shall jointly conduct an open lottery of all the applications received under each category separately in presence of representatives from the issuer, the stock exchanges and the applicants, if there be any.
14. **An applicant cannot submit more than two applications, one in his/her own name and the other jointly with another person. In case, an applicant submits more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, 15% (fifteen) of the application money will be forfeited by the Commission and the balance amount will be refunded to the applicant.**
15. **The applicants who have applied for more than two applications using same bank account, their application will not be considered for lottery and the Commission will forfeit 15% of their subscription money too.**
16. **Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information in the application shall make the application liable to rejection and subject to forfeiture of 25% of the application money and/or forfeiture of share (unit) before or after issuance of the same by the issuer. The said forfeited application money or share (unit) will be deposited in account of the Bangladesh Securities and Exchange Commission (BSEC). This is in addition to any other penalties as may be provided for by the law.**
17. The company shall furnish the List of Allotees to the Commission and the stock exchange(s) simultaneously in which the shares will be listed, within **24 (Twenty Four) hours** of allotment.
18. In the event of under-subscription of the public offering, the unsubscribed portion of securities shall be taken up by the underwriter(s) (subject to Para -11 above). The issuer must notify the underwriters to take up the underwritten shares within **10 (Ten) days** of the closing of subscription on full payment of the share money within **15 (Fifteen) days** of the issuer's notice. The underwriter shall not share any underwriting fee with the issue manager, other underwriters, issuer or the sponsor group.
19. All issued shares of the issuer at the time of according this consent shall be subject to a **lock-in period of 03 (Three) years** from the date of issuance of prospectus or commercial operation, whichever comes later.

Provided that the persons (other than Directors and those who hold 5% or more shares in the company), who have subscribed to the shares of the company within immediately preceding two years of according

consent shall be subject to a **lock-in period of 01 (One) year** from the date of issuance of prospectus or commercial operation, whichever comes later.

20. If any existing sponsor or director of any company transfers any share to any person, other than existing shareholders, within preceding 12 (twelve) months of submitting any application for raising of capital or initial public offering (IPO), all shares held by those transferee shareholders shall be subject to a **lock-in period of 3 (three) years** from the date of issuance of prospectus for IPO.
21. **In respect of shares of Sponsors/Directors/Promoters (if in paper format) shall be handed over to security custodian bank registered with BSEC and shall remain till completion of lock in and the name and branch of the bank shall be furnished to the Commission jointly by the issuer and Issue manager, along with a confirmation thereof from the custodian bank, within one week of listing of the shares with the stock exchange(s). Or they (shares of Sponsors/ Directors/ Promoters) can be demated and will remain in lock-in under CDBL system and issuer will submit a dematerialization confirmation report generated by CDBL and attested by Managing Director of the company along with lock-in confirmation with BSEC within one week of listing of the shares with the stock exchange(s). In respect of shares other than Sponsors/Directors/Promoters the issuer will ensure their lock-in of those shares and submit a statement to this effect to BSEC.**
22. **The Company shall not declare any benefit/dividend based on the financial statements for the year ended on December 31, 2014 before listing of its capital with stock exchange(s).**
23. Updated Corporate Governance Guideline of the Commission has to comply with and a compliance report thereof shall be submitted to the Commission before 7 (seven) days of opening of subscription.

PART-B

Application Process

Step-1 (Applicant)

1. An applicant for public issue of securities shall submit application/buy instruction to the Stockbroker/ Merchant Banker where the applicant maintains customer account, within the cut-off date (i.e. the subscription closing date), which shall be the **25th (twenty fifth) working day** from the date of publication of abridged version of prospectus.
2. The application/buy instruction may be submitted in prescribed paper or electronic form, which shall contain the Customer ID, Name, BO Account Number, Number of Securities applied for, Total Amount and Category of the Applicant. At the same time:
 - a) Other than non-resident Bangladeshi (NRB) and Foreign applicants shall make the application money and service charge available in respective customer account maintained with the Stockbroker/Merchant Banker. No margin facility, advance or deferred payment is permissible for this purpose. In case the application is made through a margin account, the application money shall be deposited separately and the Stockbroker/Merchant Banker shall keep the amount segregated from the margin account, which shall be refundable to the applicant, if become unsuccessful.
 - b) Non-resident Bangladeshi (NRB) and Foreign applicants shall submit bank drafts (FDD), issued in favor of the Issuer for an amount equivalent to the application money, with their application to the concerned Stockbroker/Merchant Banker. A Non-resident Bangladeshi (NRB) and Foreign applicant may also submit a single draft against 02(two) applications made by him/her, i.e. one in his/her own name and the other jointly with another person. The draft (FDD) shall be issued by the Bank where the applicant maintains NITA/Foreign Currency account debiting the same account. No banker shall issue more than two drafts from any NITA/Foreign Currency account for any public issue. At the same time, the applicant shall make the service charge available in respective customer account maintained with the Stockbroker/Merchant Banker.

Step-2 (Intermediary)

3. The Stockbroker/Merchant Banker shall maintain a separate bank account only for this purpose namely "Public Issue Application Account". The Stockbroker/Merchant Banker shall:
 - a) post the amount separately in the customer account (other than NRB and Foreign applicants), and upon availability of fund, block the amount equivalent to the application money;
 - b) accumulate all the application/buy instructions received up to the cut-off date, deposit the amount in the "Public Issue Application Account" maintained with its bank within the first banking hour of **next working day** of the cut-off date. In case of application submitted by the Stock-dealer or the Merchant Banker's own portfolio, the application amount should also be transferred to the "Public Issue Application Account";

- c) instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard.
4. Banker of the Stockbroker/Merchant Banker shall block the account as requested for, issue a certificate confirming the same and handover it to the respective Stockbroker/Merchant Banker.
5. For Non-resident Bangladeshi (NRB) and Foreign applicants, the Stockbroker/Merchant Banker shall prepare a list containing the draft information against the respective applicant's particulars.
6. The Stockbroker/Merchant Banker shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and Number of Securities applied for, and **within 03 (three) working days** from the cut-off date, send to the respective Exchange, the lists of applicants in electronic (text format with tilde '~' separator) format, the certificate(s) issued by its banker, the drafts received from Non-resident Bangladeshi (NRB) and Foreign applicants and a copy of the list containing the draft information.
7. **On the next working day**, the Exchanges shall provide the Issuer with the information received from the Stockbroker/Merchant Bankers, the drafts submitted by Non-resident Bangladeshi (NRB) and Foreign applicants and the list containing the draft information. Exchanges shall verify and preserve the bankers' certificates in their custody.
8. The application/buy instructions shall be preserved by the Stockbroker/Merchant Bankers up to 6 months from listing of the securities with exchange.

Step-3 (Issuer)

9. The Issuer shall prepare consolidated list of the applications and send the applicants' BOIDs in electronic (text) format in a CDROM to CDBL for verification. The Issuer shall post the consolidated list of applicants on its website and websites of the Exchanges. CDBL shall verify the BOIDs as to whether the BO accounts of the applicants are active or not.
10. **On the next working day**, CDBL shall provide the Issuer with an updated database of the applicants containing BO Account Number, Name, Addresses, Parents' Name, Joint Account and Bank Account information along with the verification report.
11. After receiving verification report and information from CDBL, the Issuer shall scrutinize the applications, prepare category wise consolidated lists of valid and invalid applications and submit report of final status of subscription to the Commission and the Exchanges **within 10 (ten) working days** from the date of receiving information from the Exchanges.
12. The Issuer and the issue manager shall conduct category wise lottery with the valid applications **within 03 (three) working days** from the date of reporting to the Commission and the Exchanges, if do not receive any observation from the Commission or the Exchanges.
13. The Issuer and issue manager shall arrange posting the lottery result on their websites within **06 (six) hours** and on the websites of the Commission and Exchanges within **12 (twelve) hours** of lottery.
14. Within **02 (two) working days** of conducting lottery, the Issuer shall:
 - a) send category wise lists of the successful and unsuccessful applicants in electronic (text format with tilde '~' separator) format to the respective Exchange.
 - b) send category wise lists of unsuccessful applicants who are subject to penal provisions as per conditions of the Consent Letter issued by the Commission in electronic (text format with tilde '~' separator) format to the Commission and Exchanges mentioning the penalty amount against each applicant.
 - c) issue allotment letters in the names of successful applicants in electronic format with digital signatures and send those to respective Exchange in electronic form.
 - d) send consolidated allotment data (BOID and number of securities) in electronic text format in a CDROM to CDBL to credit the allotted shares to the respective BO accounts.

Step-4 (Intermediary)

15. **On the next working day**, Exchanges shall distribute the information and allotment letters to the Stockbroker/Merchant Bankers concerned in electronic format and instruct them to:
 - a) remit the amount of successful (other than NRB and Foreign) applicants to the Issuer's respective Escrow Account opened for subscription purpose, and unblock the amount of unsuccessful applicants;

- b) send the penalty amount of other than NRB and Foreign applicants who are subject to penal provisions to the Issuer's respective Escrow Accounts along with a list and unblock the balance application money;
 16. **On the next working day** of receiving the documents from the Exchanges, the Stockbrokers/Merchant Banker shall request its banker to:
 - a) release the amount blocked for unsuccessful (other than NRB and foreign) applicants;
 - b) remit the aggregate amount of successful applicants and the penalty amount of unsuccessful applicants (other than NRB and foreign) who are subject to penal provisions to the respective 'Escrow' accounts of the Issuer opened for subscription purpose.
 17. **On the next working day** of receiving request from the Stockbrokers/Merchant Bankers, their bankers shall unblock the amount blocked in the account(s) and remit the amount as requested for to the Issuer's 'Escrow' account.
 18. **Simultaneously**, the stockbrokers/Merchant Bankers shall release the application money blocked in the customer accounts; inform the successful applicants about allotment of securities and the unsuccessful applicants about releasing their blocked amounts and send documents to the Exchange evidencing details of the remittances made to the respective 'Escrow' accounts of the Issuer. The unblocked amounts of unsuccessful applicants shall be placed as per their instructions. The Stockbroker/Merchant Banker shall be entitled to recover the withdrawal charges, if any, from the applicant who wants to withdraw the application money, up to an amount of Tk.5.00 (five) per withdrawal.
 19. All drafts submitted by NRB or Foreign applicants shall be deposited in the Issuer's respective 'Escrow' accounts and refund shall be made by the Issuer by refund warrants through concerned stockbroker or merchant banker or transfer to the applicant's bank account through banking channel within 10 (ten) working days from the date of lottery.
- Miscellaneous:**
20. The Issuer, Issue manager(s), Stockbrokers and Merchant Bankers shall ensure compliance of the above.
 21. The bank drafts (FDD) shall be issued considering TT Clean exchange rate of Sonali Bank Ltd. on the date of publication of abridged version of prospectus.
 22. Amount deposited and blocked in the "Public Issue Application Account" shall not be withdrawn or transferred during the blocking period. Amount deposited by the applicants shall not be used by the Stockbrokers/Merchant Bankers for any purpose other than public issue application.
 23. The Issuer shall pay the costs related to data transmission, if claimed by the Exchange concerned up to an amount of Tk.2,00,000.00 (taka two lac) for a public issue.
 24. The Stockbroker/Merchant Bankers shall be entitled to a service charge of Tk.5.00 (taka five) only per application irrespective of the amount or category. The service charge shall be paid by the applicant at the time of submitting application.
 25. The Stockbroker/Merchant Banker shall provide the Issuer with a statement of the remittance and drafts sent.
 26. The Issuer shall accumulate the penalty amount recovered and send it to the Commission through a bank draft/payment order issued in favor of the Bangladesh Securities and Exchange Commission.
 27. The concerned Exchange are authorized to settle any complaints and take necessary actions against any Stockbroker/Merchant Banker in case of violation of any provision of the public issue application process with intimation to the Commission.

PART-C

1. The issuer and the issue manager shall ensure that the abridged version of the prospectus and the full prospectus is published correctly and in strict conformity with the conditions of this letter without any error/omission, as vetted by the Bangladesh Securities and Exchange Commission.
2. The issue manager shall carefully examine and compare the published abridged version of the prospectus on the date of publication with the copy vetted by BSEC. If any discrepancy/ inconsistency is found, both the issuer and the issue manager shall jointly publish a corrigendum immediately in the same newspapers concerned, simultaneously endorsing copies thereof to BSEC and the stock exchange(s) concerned, correcting the discrepancy/inconsistency as required under 'Due Diligence Certificates' provided with BSEC.

3. Both the issuer company and the issue manager shall, immediately after publication of the prospectus and its abridged version, jointly inform the Commission in writing that the published prospectus and its abridged version are verbatim copies of the same as vetted by the Commission.
4. The fund collected through Public Offering shall not be utilized prior to listing with stock exchanges and that utilization of the said fund shall be effected through banking channel, i.e. through account payee cheque, pay order or bank drafts etc.
5. **The company shall furnish status report on utilization of Public Offering proceeds audited by foreign affiliated auditors and authenticated by the board of directors to the Commission and the stock exchanges within 15 (Fifteen) days of the closing of each month until such fund is fully utilized, as mentioned in the schedule contained in the prospectus, and in the event of any irregularity or inconsistency, the Commission may employ or engage any person, at issuer's cost, to examine whether the issuer has utilized the proceeds for the purpose disclosed in the prospectus.**
6. **While auditing the utilization of IPO proceeds, the auditors will perform their jobs under the following terms of reference (TOR) and confirm the same in their report/certificate:**
 - (a) **Whether IPO proceeds have been utilized for the purposes/heads as specified in the prospectus;**
 - (b) **Whether IPO proceeds have been utilized in line with the condition (if any) of the Commission's consent letter;**
 - (c) **Whether utilization of IPO proceeds have been completed within the time schedule/implementation schedule as specified in the published prospectus;**
 - (d) **Whether utilization of IPO proceeds is accurate and for the purpose of the company as mentioned/specified in the published prospectus; and**
 - (e) **The auditors should also confirm that: (i) assets have been procured/imported/constructed maintaining proper/required procedure as well as at reasonable price; and (ii) auditors' report has been made on verification of all necessary documents/papers/vouchers in support of IPO proceeds making reconciliation with Bank Statement.**
7. All transactions, excluding petty cash expenses, shall be effected through the company's bank account(s).
8. Proceeds of the Public Offering shall not be used for any purpose other than those specified in the prospectus. Any deviation in this respect must have prior approval of the shareholders in the shareholders Meeting under intimation to BSEC and stock exchanges.
9. Directors on the Company's Board will be in accordance with applicable laws, rules and regulations.
10. The financial statements should be prepared in accordance with Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS) as required by the Securities and Exchange Rules, 1987.
11. If any quarter or half-year of the financial year ends after publication of the abridged version of prospectus and before listing of its securities with any exchange, the company shall disseminate/transmit/submit the said quarterly/half yearly financial statements in accordance with the Commission's Notification SEC/CMRRCD/2008-183/admin/03-34 dated September 27, 2009 and the section 13 of the Securities and Exchange Rules, 1987.
12. In the event of arising issues concerning Price Sensitive Information as defined under the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সুবিধাভোগী ব্যবসা নিষিদ্ধকরণ) বিধিমালা 1995 after publication of the abridged version of prospectus and before listing of its securities with any exchange, the company shall disseminate/transmit/submit the information as price sensitive in accordance with the Commission's Notification No. SEC/SRMI/200-953/1950 dated October 24, 2000.
13. No issuer of a listed security shall utilize more than 1/3rd (one-third) of the fund raised through IPO for the purpose of loan repayment.

PART-D

1. All the above conditions imposed under section 2CC of the Securities and Exchange Ordinance, 1969 shall be incorporated in the prospectus immediately after the page of the table of contents, with a reference in the table of contents, prior to its publication.
2. The Commission may impose further conditions/restrictions etc. from time to time as and when considered necessary which shall also be binding upon the issuer company.

PART-E

1. As per provision of the Depository Act, 1999 & regulations made there under, shares will only be issued in dematerialized condition. All transfer/transmission/splitting will take place in the Central Depository Bangladesh Ltd. (CDBL) system and any further issuance of shares (Including rights/bonus) will be made in dematerialized form only.

An applicant (including NRB) shall not be able to apply for allotment of shares without Beneficial Owners (BO) account.

2. The company and the issue manager shall ensure due compliance of all the above conditions and the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2006.

GENERAL INFORMATION

LankaBangla Investments Limited, the Issue Manager, has prepared this prospectus based on information provided by Regent Textile Mills Limited and also several discussions with Chairman, Managing Director, Directors and concerned executives of the Company all of which are publicly available. The Board of Directors of Regent Textile Mills Limited hereby confirm that to the best of their knowledge and belief, the information contained herein is true and correct in all material respects and that there are no other material facts, the omission of which, would make any statement herein misleading.

No person is authorized to give any information or to make any representation not contained in this Prospectus and if given or made, any such information or representation must not be relied upon as having been authorized by the Company or the Issue Manager.

The issue, as contemplated in this Prospectus is made in Bangladesh and is subject to the exclusive jurisdiction of the Courts of Bangladesh. Forwarding this Prospectus to any person resident outside Bangladesh in no way implies that the issue is made in accordance with the laws of that country or is subject to the jurisdiction of the laws of that country.

A copy of this Prospectus may be obtained from the Registered Office of Regent Textile Mills Limited, LankaBangla Investments Limited, the Underwriters and the Stock Exchanges where the securities will be traded.

DECLARATIONS AND DUE DILIGENCE CERTIFICATES**Section: II****Declaration about the responsibility of the Director(s), including the CEO of the Company "Regent Textile Mills Limited" in respect of the Prospectus**

This prospectus has been prepared, seen and approved by us, and we, individually and collectively, accept full responsibility for the authenticity and accuracy of the statements made, information given in the prospectus, documents, financial statements, exhibits, annexes, papers submitted to the Commission in support thereof, and confirm, after making all reasonable inquiries that all conditions concerning this public issue and prospectus have been met and that there are no other information or documents the omission of which make any information or statements therein misleading for which the Commission may take any civil, criminal or administrative action against any or all of us as it may deem fit.

We also confirm that full and fair disclosure has been made in this prospectus to enable the investors to make a well informed decision for investment.

Sd/-
Md. Yakub Ali
Chairman

Sd/-
Mashruf Habib
Director

Sd/-
Prof. Syed Ahsanul Alam
Independent Director

Sd/-
Salman Habib
Managing Director

Sd/-
Md. Yasin Ali
Director

Sd/-
Tanvir Habib
Director

Sd/-
Md. Javed Iqbal
Independent Director

Consent of Director(s) to serve as Director(s)

We hereby agree that we have been serving as Director(s) of Regent Textile Mills Limited and continue to act as Director(s) of the Company.

Sd/-
Md. Yakub Ali
Chairman

Sd/-
Mashruf Habib
Director

Sd/-
Prof. Syed Ahsanul Alam
Independent Director

Sd/-
Salman Habib
Managing Director

Sd/-
Md. Yasin Ali
Director

Sd/-
Tanvir Habib
Director

Sd/-
Md. Javed Iqbal
Independent Director

Declaration about filing of Prospectus with the Registrar of Joint Stock Companies and Firms

A dated and signed copy of the Prospectus has been filed for registration with the Registrar of Joint Stock Companies and Firms, Government of the Peoples' Republic of Bangladesh, as required under Section 138(1) of the Companies Act, 1994 on or before the date of publication of the prospectus.

Declaration by the Issuer about the Approval from Bangladesh Securities and Exchange Commission for any Material Changes

In case of any material changes in any agreement, contract, instrument, facts and figures, operational circumstances and statement made in the Prospectus subsequent to the preparation of the Prospectus and prior to its publication shall be incorporated in the Prospectus and the said Prospectus should be published with the approval of the Commission.

For the Issuer

Sd/-

Salman Habib

Managing Director

Regent Textile Mills Limited

Declaration by the Issue Manager about the approval from Bangladesh Securities and Exchange Commission for any Material Changes

In case of any material changes in any agreement, contract, instrument, facts and figures operational circumstances and statements made in the Prospectus subsequent to the preparation of the Prospectus and prior to its publication, shall be incorporated in the Prospectus and the said Prospectus should be published with the approval of the Commission.

For Manager to the Issue

Sd/-

Khandakar Kayes Hasan, CFA

Chief Executive Officer

LankaBangla Investments Limited

Due Diligence Certificate of the Manager to the Issue

Subject: Public offer of 50,000,000 ordinary shares of tk. 10/- each at an issue price of tk. 25/- each including a premium of tk. 15/- per share totaling to tk. 1,250,000,000/- of Regent Textile Mills Limited

We, the under-noted Manager to the Issue to the above-mentioned forthcoming issue, state as follows:

1. We, while finalizing the draft prospectus pertaining to the said issue, have examined various documents and other materials as relevant for adequate disclosures to the investors; and
2. On the basis of such examination and the discussions with the issuer company, its directors and officers, and other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer company.

WE CONFIRM THAT:

- a) the draft prospectus forwarded to the Commission is in conformity with the documents, materials and papers relevant to the issue;
- b) all the legal requirements connected with the said issue have been duly complied with; and
- c) the disclosures made in the draft prospectus are true, fair and adequate to enable the investors to make a well informed decision for investment in the proposed issue.

For Manager to the Issue

Sd/-

Khandakar Kayes Hasan, CFA

Chief Executive Officer

LankaBangla Investments Limited

Due Diligence Certificate of the Underwriter(s)

Subject: Public offer of 50,000,000 ordinary shares of tk. 10/- each at an issue price of tk. 25/- each including a premium of tk. 15/- per share totaling to tk. 1,250,000,000/- of Regent Textile Mills Limited

We, the under-noted Underwriter(s) to the above-mentioned forthcoming issue, state individually and collectively as follows:

1. We, while underwriting the abovementioned issue on a firm commitment basis, have examined the draft prospectus, other documents and materials as relevant to our underwriting decision; and
2. On the basis of such examination and the discussions with the issuer company, its directors and officers, and other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer company.

WE CONFIRM THAT:

- a) all information as are relevant to our underwriting decision have been received by us and the draft prospectus forwarded to the Commission has been approved by us;
- b) we shall subscribe and take up the un-subscribed securities against the above-mentioned public issue within 15 (fifteen) days of calling up thereof by the issuer; and
- c) this underwriting commitment is unequivocal and irrevocable.

For Underwriter(s)

Sd/-

Managing Director/Chief Executive Officer

LankaBangla Investments Limited
Citizen Securities & Investment Limited
First Security Islami Capital & Investment Ltd.
GSP Investments Limited
First Securities Services Limited
EBL Investments Limited

RISK FACTORS & MANAGEMENT'S PERCEPTION ABOUT THE RISKS**Section: III**

The factors described below may conceivably materially affect investors' decisions as investment in equity shares involves a high degree of risk. The company is operating in a globally competitive industry involving both external and internal factors having direct as well as indirect effects on the investments. Investors should carefully consider all of the information in this prospectus, including the risk factors, both external and internal, and management perceptions enumerated hereunder before making investment decision. If any of the following risks actually occur, their business, results of operations and financial condition could suffer, the trading price of their equity share could decline, and investors may lose all or part of their investment.

Interest Rate Risk

The company has established and operated on long term loans and working capital from different banks of interest rate variability. Interest rate risk is dependent/ associated with the fluctuation in market interest rates which depends on macro-economic and market factors like inflation, demand of loan etc. Raise of interest rate increase the cost of funds and may adversely affect the profitability of the company.

Management Perception

The Management of Regent Textile Mills Limited is well aware about the fluctuation of interest rate and affect of cost of funds in financial performance of the company. The management emphasizes on equity based financing to reduce the dependency on borrowings. Moreover, the management is looking forward to import brand new capital machinery for expansion under BMRE and establishing new RMG project which will increase the turnover of the company extensively in the coming years and also reduce the cost of production significantly.

Exchange Rate Risk

Exchange rate risk is a vital factor of the company which mainly depends on overseas sale directly or indirectly and raw materials supply mainly locally (yarn, packing materials, accessories), sometimes on import of dyes chemical, accessories and spares of machinery. If exchange rate is increased against local currency opportunity is created for getting more revenues against the same in local currency and vice-versa.

Management Perception

Regent Textile Mills Limited earns foreign currency from export proceeds by Home Textile products and Fashion Fabrics items and release back to back L/C on foreign currency. The proceeds of the export come after L/C maturity. RTML faces some fluctuation of foreign currency which extends from 1.5% to 2% in perspective of foreign currency reserve in Bangladesh Bank which is insignificant amount. It is expected that the value of taka against USD and EURO may remain stable in future due to increasing foreign reserve in BB. So in case of exchange rate increase the Company will be in a position to enhance its profitability.

Industry Risk and Market Risk

Textile industry is highly competitive but the largest industrial sub sector in Bangladesh. The company faces a number of aggressive competitors within and outside of the country. Textile industry depends on available power, raw materials, global textile market and economic policy of the Government. The world economy plays a major role in textile market and the industry. RTML procures the main raw materials yarn from local market which completely depends on global cotton market. Textile sector is competing with well established manufacturing countries like China, India and Pakistan in terms of pricing and quality.

Management Perception

The company has successfully entered into the market by offering better quality products at competitive terms. The force, which is helping the company for its strong existence, is emergence of back-ward linkage industry. Back-ward linkage industry is supporting for minimizing the lead time and cost of production. Textile industry of Bangladesh is enjoying comparative advantage over other countries despite some threats from local & foreign economic conditions. The global recessions could not affect the company as the earnings were increased in that time and thus RTML is going ahead which proves a strong position of the company against such risk.

Today's ever changing fashion world, style and trends are rapidly moving and textile manufacturers have to cope up with the change. Regent Textile Mills Limited is an efficient woven textile manufacturer who can produce both Fashion Fabrics (Twill, Canvas, Sheeting etc.) and Home textile products (Bed sheet, quilt cover, flat sheet, pillow case etc.). Now across the world, Home Textile became matter of attention for fashion conscious people. RTML firmly ensures quality in production and integration in supply chain with appropriate branding which increases

index of its product demand in world market. Its principal buyers are from Europe and North America who are enjoying GSP facility. Demand of textile product is growing at a rapid pace and support from Government through declaring special financial packages as well as continuation of GSP facility (EU market) will further enhance the industry growth. Besides, in the field of textile, the management of RTML is aware of the changes which take place almost routinely at customer's choice. The factory of RTML is fully equipped to meet the wide-ranging demands of quality conscious customers worldwide.

Technology Related Risk

Modern technology is a vital supplementary for the continuation and sustenance of any export oriented industry. These are the risks associated with the use of technology for manufacturing in an efficient manner. RTML is a technology based industry operating with state-of-the-art textile machinery and continuous technological perfection is an integral part in such a competitive industry.

Management Perception

Regent Textile Mills Limited established with brand new, most modern and state-of-the art European machineries operating with modern technological assistance. The management of the company is very much keen to adopt new technologies. The machineries are modern and procured from renowned and brand supplier like Stork from Netherlands, Goller and Bruckner & Kuster from Germany which would lessen the technological risk to a great extent.

Potential or Existing Government Regulations

The Company operates under the Company's Act 1994 and other related regulations such as Income Tax Ordinance 1984, Income Tax Rules 1984, Value Added Tax (VAT) Act 1991 and Value Added Tax (VAT) Rules 1991. Any abrupt Changes of the policies made by the regulatory authorities may affect the business of the Company.

Management Perception

Textile sector is the largest contributor to GDP and provides mass employment to a certain extent than others. Government is well aware of these issues and functioning to emphasize the growth of Textile sector. RTML is looking forward to find easiest and investment friendly regulations to regularize activities of this backed process sector. However, the promoters' will endeavor to convince the policy makers for adopting favorable terms and conditions which will eventually help the yarn manufacturers of Bangladesh to compete with the firms in low cost locations in the global arena. it has the better resistance ability due to its cost efficient operation process.

Potential Changes in the Global or National Policies

The Company is dependent on imported raw materials partially. Any scarcity due to changes in policy in the international market might dent the production level and profitability. The performance of the company may be affected due to unavoidable circumstances both in Bangladesh and worldwide, as such political turmoil and disturbance in the country may adversely affect the economy in general.

Management Perception

Textile sector is heavily dependent on potential changes in political situation, both nationally and globally. Local situation as political turmoil and annoyance and failure of state relations with buyer's country may affect this sector. Continuation of GSP facilities is also another concerned factor. RTML is aware of these issues and maintain close relationship with various pressure groups to sustain its growth.

History of Non operation

Is there any history of the company to have become non-operative?

Management Perception

The Company does not have any history of non-operation.

Management Risk

The risks associated with ineffective, destructive or underperforming top executives who may impact on operation and future growth of the company.

Management Perception

RTML is keen to develop the human resources. To increase the efficiency of employees, the management of the company has introduced training and development programs. RTML offers competitive packages as well as non-monetary motivation to all ranks. These facilities have enabled the company to achieve a very low employee turnover rate. Moreover, RTML promotes professionalism, team work and alternative leadership ethics in all areas of its activities. Therefore, the management of RTML feels that the company is well prepared to handle the risks in the future.

Operational Risk

Operational risk arises from improper execution of company's business. Moreover, shortage/lack of utility, unavailability of raw materials, labor unrest and general rate increase of raw materials, labor supply and spare parts of machinery, natural calamities like flood, cyclone and earthquake etc may disrupt the production of the company. Although these type of risks may vary from industry to industry.

Management Perception

The overall production process of RTML is monitored by expert professionals to mitigate human error. The company has been arranging training of its core personnel on a continuous basis to cope with the growing challenges of the changing work environment and growing sophistication of technology and processes. RTML established with cost effective brand new and state of the art European textile machinery to increase profitability of the company from very beginning. The company maintains huge raw materials stock and facilitated to keep a rational reserve for any future price escalation of the raw materials.

Raw Material Supply Risk

The primary raw material of RTML is yarn. Even though yarn production of Bangladesh is pretty smooth, it exposes RTML's, raw material supply risk as yarn is made from cotton and cotton is imported from overseas. So any changes in foreign/local policies, any barrier to trade or anything which can disrupt import of cotton will affect RTML.

Management Perception

The risk associated with raw material supply is beyond the control of any manufacturer in the textile industry. RTML management minimizes this risk by maintaining good relationship with the suppliers. Moreover, Bangladesh government encourages exports and foreign investments. That is why the government always try their best to meet the terms and conditions of foreign countries and investors in order to mitigate trade barriers and prevent disputes.

Utility/Gas supply risk

Bangladesh is currently facing crisis in gas supply. Most businesses are heavily dependent on gas for powering their generators and running their machines. If the gas crisis increases government might ration gas which will lead to not having gas for a portion of a day. And this will definitely disrupt the smooth flow of production and increase operational risk.

Managements Perspective

RTML management realizes the power crisis that Bangladesh is going through and the management also knows the importance of preserving the textile industry. That is why RTML is exploring its option in alternative energy. A Diesel generator to power the machines as backup is one of the option. The management is also closely monitoring the government's effort to handle the crisis. In recent years Bangladesh government has embarked in many new projects. In which nuclear power plant is one of the notable ones.

Risk related to the pending litigations of custom duty and its impact on company's profitability

There are three litigations against the company filed by Customs Bond Commisionerate, Chittagong. If the decree of all the three pending litigations go against the company, the company will have to pay BDT 10,883,471 which will have a negative impact on the company's future profitability.

Managements Perspective

Regent Textile Mills Limited closely observes the current status of the subject matter and management is well aware about prospective outcomes from it. However, management is optimistic regarding the issue and most likely it will go in favor of the company.

ISSUE SIZE AND PURPOSE OF THE PUBLIC OFFERING

Section: IV

Capital Structure of the Company

Particulars	No. of Shares	Amount in BDT
Authorized Capital (Tk. 10 each)	150,000,000	1500,000,000
Paid-up Capital (as per audited accounts on December 31, 2014)	60,000,000	600,000,000
Paid-up Capital before IPO	60,000,000	600,000,000
Initial Public Offer (IPO)*	50,000,000	500,000,000
Paid-up Capital after IPO	110,000,000	1100,000,000

*The Company is issuing 50,000,000 ordinary shares of BDT 10 through Initial Public Offering (IPO) at an issue price of BDT 25 each including a premium of BDT 15 per Share totaling to BDT 1,250,000,000.

Use of Proceeds from IPO and Schedule of Implementation

Regent Textile Mills Limited will raise the capital through Initial Public Offering (IPO) in order to meet increasing need for fund for the purpose of BMRE of existing project as well as establishing new RMG project and payment of IPO expenses. The Company will utilize the total proceeds of BDT 1,250,000,000 as per following schedule.

Use of Proceeds	Amount in BDT	Schedule of Implementation
Balancing, Modernization, Rehabilitation and Expansion (BMRE)	824,679,520	Within 12 months of receiving the IPO proceeds
New RMG Project	398,503,962	Within 18 months of receiving the IPO proceeds
IPO expenses	26,816,518	When and as required
Total	1,250,000,000	

The Summary of the BMRE and New RMG Project

Particular	Amount in BDT
Balancing, Modernization, Rehabilitation and Expansion (BMRE)	
Civil Works and others (50,000 sqft. *BDT. 1250)	62,500,000
Machineries- Weaving	408,989,920
Machineries- Dyeing	322,696,000
Machineries- Printing	92,993,600
	887,179,520
New RMG Project	
Land	65,000,000
Land Development	38,449,638
Building & Civil Works (182,000 sqft. *BDT. 1250)	227,500,000
Plant & Machinery- Sewing	388,852,506
Plant & Machinery- Finishing	44,790,840
Plant & Machinery- Boiler, Generator and Compressor	17,677,875
Plant & Machinery- Cutting	72,517,040
Vehicles and Others	47,500,000
	902,287,899
Total	1,789,467,419

The fixed capital outlay of the project has been estimated at BDT. **1,789,467,419** of which BDT **1,223,183,482** will be financed from IPO proceeds. The rest of the amount will be financed by other sources. The IPO proceeds shall be utilized through following schedule.

Department	Model and Supplier	Country of Origin	Unit	Currency	Offered Price	BDT	Total
Balancing, Modernization, Rehabilitation and Expansion (BMRE)							
Weaving	Weaving Loom	Europe/Japan /China	100	USD	4,779,874	382,389,920	408,989,920
	Sectional Warping Machine	Europe/Japan /China	1	USD	332,500	26,600,000	

Dyeing	Continuous Dyeing Machine	Europe/China	1	USD	712,500	57,000,000	322,696,000
	Continuous Bleaching	Europe/China	1	USD	860,700	68,856,000	
	Thermosol Dyeing Range	Europe/China	1	USD	1,140,000	91,200,000	
	Mercerizing Machine	Europe/China	1	USD	437,000	34,960,000	
	Stenter Machine	Europe/China	1	USD	617,500	49,400,000	
	Sinzing & Desizing Tank with Roller	Europe/China	1	USD	266,000	21,280,000	
Printing	Rotary Printing Machine- 16 Color	Europe/China	1	USD	972,420	77,793,600	92,993,600
	Calander Machine	Europe/China	1	USD	190,000	15,200,000	
Sub Total							824,679,520
New RMG Project							
Sewing	Vibemac Pocket Heming Machine	Italy	4	EURO	80,240	6,984,090	388,852,506
	Vibemac Pocket Decoration	Italy	16	EURO	408,476	35,553,751	
	Vibemac Pocket Creaser	Italy	18	EURO	273,870	23,837,645	
	Vibemac Pocket Setter	Italy	36	EURO	1,458,090	126,912,154	
	Vibemac Feed of the Arm	Italy	54	EURO	475,065	41,349,658	
	Vibemac J Stitch	Italy	12	EURO	277,083	24,117,304	
	Vibemac Waist Bend	Italy	18	EURO	376,380	32,760,115	
	Vibemac Loop Attached	Italy	22	EURO	624,580	54,363,443	
	Vibemac Bottom Heming	Italy	35	EURO	303,450	26,412,288	
	Vibemac Label Attach	Italy	12	EURO	190,281	16,562,058	
Finishing	Cloth Winding Inspection Machine	China/Japan /Malaysia	2	USD	12,412.80	993,024	9,651,456
	Band Knife Cutting Machine	China/Japan /Malaysia	2	USD	5,140.80	411,264	
	End Cutter (Long Handle - Push) Mchine complete set	China/Japan /Malaysia	2	USD	1,157.40	92,592	
	Welding Machine complete set	China/Japan /Malaysia	20	USD	5,436.00	434,880	
	Fusing Machine	China/Japan /Malaysia	8	USD	57,600.00	4,608,000	
	Pneumatic Snap Fixing Machine with Light Marker and Safety Guard	China/Japan /Malaysia	8	USD	7,833.60	626,688	
	Thread Trimming Machine	China/Japan /Malaysia	5	USD	3,685.50	294,840	
	Thread Cleaning Machine with Electric Eye Sensor	China/Japan /Malaysia	5	USD	8,550.00	684,000	
	Electric Steam Iron with 3 Meter Teflon Hose	China/Japan /Malaysia	38	USD	7,182.00	574,560	
	Trouser Seam Ironing Table	China/Japan /Malaysia	19	USD	11,645.10	931,608	
Sub Total							398,503,962
Total							1,223,183,482

Sd/-
A.K. Bhattacharyya
Chief Financial Officer

Sd/-
Salman Habib
Managing Director

TERMS OF CONTRACT

As per rule 8B-4(C) of Securities and Exchange Commission (Public Issue) Rules, 2006 there is no contract covering any of the activities of the Issuer Company for which the proceeds of sale of securities from IPO are to be used.

INFORMATION ABOUT THE COMPANY

Section: V

Company Profile

Regent Textile Mills Limited was incorporated on November 30, 1994 as a public Limited company vide Reg. No. CHC-1780. Registered office of the company is at HG Tower, 1182 Jubilee Road, Chittagong-4000 and Factory is situated at East Kalurghat, Charkhidirpur, Bandar, Chittagong.

Commercial operation of the company started in 1999. The company was established on November 30, 1994 by another business group. On March 01, 2005 the current sponsors acquired Regent Textile Mills Limited in fully operative condition and turned around the performance of the company through the sponsor's prudent management skills. From the very beginning of the company the management established strong IT infrastructure and installed customized software to increase efficiency and skill of the employees as well as production quality and capacity.

RTML is a 100% export oriented textile mill for woven fabrics. RTML offers a complete process line from weaving to finishing of RMG fabrics and home furnishing items. It offers 100% cotton woven fabrics of export quality. Constant quality control keeps it in touch with each specific process of production and its fully equipped laboratory and quality control monitor output on a full time basis. RTML marks the start of a new era in textile.

The company is equipped with sound infrastructural arrangement with composite manufacturing facilities having full coverage of weaving, dyeing, printing, sewing, finishing and packing procedures. The company is running with 12.00 million meters weaving and 14.00 million meter dyeing and printing capacity per year. The Textile mills hold a capacity to produce approximately 40,000-50,000 meters fabrics per day. At present, it requires 15,000 kgs ring card and open end cotton yarn (from 6 to 60 counts) per day which are mostly purchased from local spinning mills. The company exports its products to number of world renowned buyers, such as Wall Mart (worldwide) Heimtex AB (Sweden), Red Cats Asia Limited, Princess Groppen AS (Norway), New wave Group SA (Switzerland), Bonfrix (Germany), Silex Vyvoz A Dovož SRO (Czech Republic), Lidl (France) and Siplec.

The Perfect Partner

Regent Textile Mills Limited produces high quality and sophisticated woven fabrics for both Home Textile and RMG Fabric items. Its composite project is planned and equipped with the latest Hi-tec & high quality European machineries. It benefits from the advice of experienced foreign expert & technicians to achieve highest level of quality textile products.

Perfect Fabrics Perfect Quality:

RTML motto marks start of new era in textile. Its motto is perfect fabrics with perfect quality. It never compromises with quality. RTML is ready to cater the needs of the textile world.

Nature of Business

Regent Textile Mills Limited is a 100% export oriented textile mill for high quality woven fabrics and home furnishing items. The company's products variety range from 80 gsm to 400 gsm. Finished home textile products are exported to international market especially to EU market.

Principal Products and Services

Home Textile

- | | |
|------------------------------|-------------------------------|
| • Kitchen Towel | • Pillowcase |
| • Quilt cover Set | • Cushion/Covers |
| • Napkin | • Table Clothes |
| • Bed Sheets and Bed Clothes | • Cretonne |
| • Hospital Sheet | • Fitted Sheet |
| • Curtains | • Other home textile products |
| • Sheet Set | • Flat Sheet |
| • Aprons | |

Dyed & Printed Fabrics

- | | |
|-------------------|----------------------------|
| • Cotton Sheeting | • Cotton Rib Stop |
| • Cotton Twill | • Cotton Bedford Cord |
| • Cotton Canvas | • Cotton Herringbone Twill |

- Cotton Panama Canvas
- Cotton Baby Canvas
- Cotton Calico Canvas
- Cotton Seersucker
- Sateen
- Cotton Doby Horizontal
- Cotton Ottoman
- Cotton Fine Twill
- Cotton Flannel
- Poplin

As Regent Textile Mills Limited is 100% export oriented textile mill, its market for principal products are Sweden, Denmark, Norway, Austria, Germany, USA, Canada, France, Russia and Japan.

Products/Services that accounts for more than 10% of the Company's total Revenue

#	Particulars	Contribution in BDT	Percentage contribution
1	Home Textile	770,741,800	46.53%
2	RMG Fabrics	600,331,700	36.24%

Associates, Subsidiary/Related Holding Company and their core areas of business

Regent Textile Mills Limited does not have any associate, subsidiary or holding company. However, the Directors of the company have interest in various companies which is disclosed in 'Information about Directors and Officials.'

Distribution of Products

Regent Textile Mills Limited is supplying to all the reputed buyers around the world. For distribution of products RTML completely rely on global supply chain solutions to achieve timely delivery in shipment. However, for local distribution, RTML has adequate covered vans for smooth delivery of products. These vans use to deliver products to Chittagong Port for Overseas shipment.

Competitive Condition of Business

Current State of the Industry in Bangladesh

The textile industry is the largest manufacturing sector in Bangladesh, providing employment to approximately 5.5 million people, contributing to around 12 percent of GDP, 40 percent of value addition in manufacturing and 78 percent of the country's export earnings. During the last three decades, Bangladesh textile sector has received a total investment of more than USD 5.5 billion.

According to Global Agricultural Information Network (GAIN) Report (Report Number - BG3005), in 2012-13, raw cotton consumption is estimated at 3.7 million bales, an increase of approximately 12 percent from 2011-12. With a continued rebound in imports, as well as strong demand from the spinning sub-sector, raw cotton consumption is forecasted to reach 3.9 million bales in 2013-14. In 2012-13 consumption of yarn is estimated at 0.98 million tons, an increase of 4.3 percent from 2011-12. Yarn consumption in 2013-14 is forecasted to increase to be 1 million tons. Fabric consumption in 2012-13 is estimated at 6.4 billion meters up by about 4 percent from 2011-12, due to mainly growth in RMG demand. 2013-14 fabric consumption is forecasted to reach 6.6 billion meters.

The international home textile market has traditionally been dependent on countries like China, India, Pakistan and Turkey for their product range. Among textile sector, the growth of home textile was tremendous. Value addition in this sector is also increasing at a good pace along with a continuous growth of backward linkage industries. In the same report (Global Agricultural Information Network, Report Number - BG3005) it has been forecasted that Bangladesh's home textile industry is growing 20% on yearly basis making it a very strong contender amongst these stronghold countries. A huge opportunity is coming ahead as buyers from China and Pakistan are shifting to Bangladesh. In fact export earnings from home textiles can cross USD2.0 billion in the upcoming years according to the expert's anticipation. Bangladesh has mainly exported bedspreads, pillowcases, cushion covers, curtains, carpets, quilts, kitchen aprons, gloves, napkins and tablecloth. The EU countries, UK, USA, Canada, Mexico, Australia, Japan and Dubai were the main destinations.

Home textiles are considered as the highest priority export product by the government of Bangladesh and it enjoys some additional facilities comparing to the other textile export products. In Bangladesh, textile industry gets bank loan with less interest, reduction in income tax, reduced air freight, bond facilities, and technical support and help to search foreign market are some of them. Currently home textile exporters receive 2% extra incentive for export other than US and EU markets.

Bilateral agreements with 28 countries and Generalized System of Preferences (GSP) of the EU are key reasons for Bangladesh RMG products having access to global markets. Bangladesh is now a significant RMG supplier to North America and Europe. Bangladesh has also taken a better position in the USA market through competition. Bangladesh is expected to maintain its tariff-free access to EU under the European GSP, since the GSP is not covered by the Uruguay Round Agreement. Recently Canada has also provided tariff-free access for all the items from Bangladesh. Meantime, the Bangladesh RMG industry has become very competitive as a global standard RMG source. Marketing investments have been made in trading partner economies; end users can often differentiate products with confidence

RTML's Position

RTML is an export oriented textile mill for home textile and woven fabrics. Being a vertically integrated company, Regent Textile Mills Ltd is engaged in every stage of the production process starting from cotton selection to final packed goods. RTML offers an entire process line starting from weaving to finishing of fabrics and home furnishing items.

With huge resources and a steady financial position, RTML's position is close enough to outfit for the growing textile world. RTML understands that style and trends change with time. RTML is continuously in quest of new trends and innovation, and the company is flexible to changes in the industry in order to ensure quality products to meet customers' requirements. RTML is enthusiastic to play an important role in the global textile industry by providing with supreme quality products to industries, businesses, and households.

Projected Market Scenario

The contribution of the home textile sector to the foreign exchange earnings of the country is satisfactory in terms of its size and investment. According to Export Promotion Bureau's statistics report for 'Export performance for the Month of July-June 2012-2013', the country exported approximately USD 791.52 million worth of home textiles in the year 2012-13 while Woven Garments was USD 11039.85 million. This production and export have been projected to grow at a large scale in recent future as the textile production has started to move from the developed countries to developing countries. More than 80 percent of overseas shipments are to the US and the European countries. Though these products are gaining value in the overseas market, there prevail very strong competition from China and Pakistan. The major products of RTML is RMG fabrics and home textile items. Bangladesh exports a major portion of RMG fabrics and home textile items each year. During last five years, exports in this sector have grown significantly. RTML will expand its activities in near future so that it will contribute to the future growth in these products.

Global home textiles market size is about USD 70 billion and is growing at a consistent rate of 5% over the last few years. USA with a market size US\$ 18 billion is world's single biggest market of home textiles followed by European Union with USD 15 billion. World trade in various home textiles product groups crossed USD 12 billion. Bangladesh's exports of home textiles are all set to cross the USD 831.30 million for the year 2013-14.

Competitors

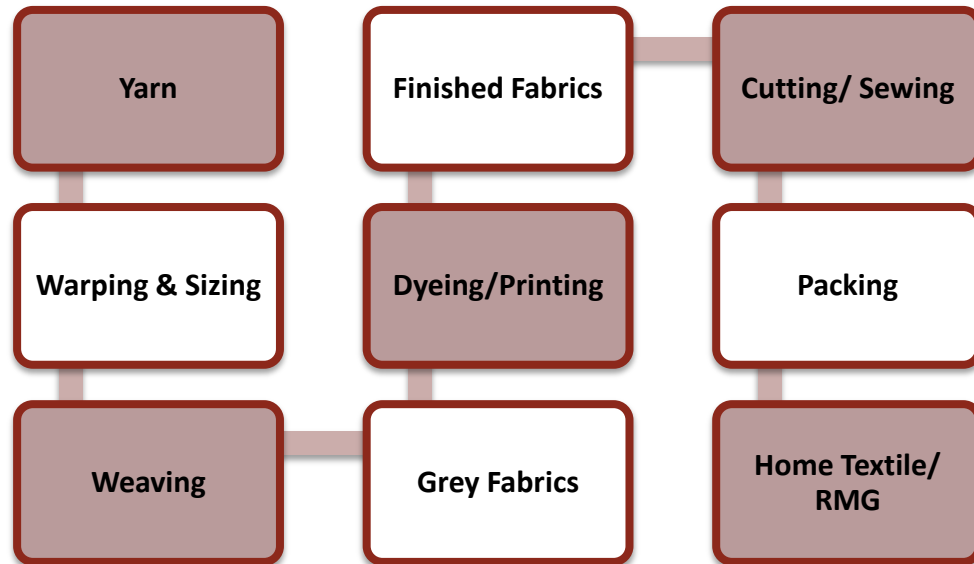
There is a huge demand-supply gap for the products of the Company in the Home Textile market. A huge opportunity is coming ahead as buyers from China and Pakistan are shifting to Bangladesh. In fact, export earnings from home textiles can cross USD 2.0 billion in the upcoming years according to the expert's anticipation. So there is ample of opportunity to grab the market shares. The management of RTML feels the pulse and willing to extend its operation to capture more market shares. The Company has earned a very good reputation in the market due to its superior quality and timely delivery of products. Currently RTML has a market share of 1.70% of home textile products. As there are a huge number of players in this sector, the market share is insignificant which also a clear sign to extend the productivity. Presently a few companies engage in home textile industry who have major stake in the market. Hence, it creates an opportunity for all take advantage of the situation. Major competitors of Regent Textile Mills Limited are:

- Noman Composite Textile Limited
- ACS Textile BD limited
- Aftabunnesa Textiles Limited
- Sunman Textiles Limited
- Saad Musa Fabrics Limited
- Tithi Textile Mills (Pvt.) Limited
- Hamid Fabrics Limited
- Paramount Textile Limited
- Envoy Textiles Limited

Market Aspect

Bangladesh is now well renowned for spinning, fabricating and garmenting capabilities. It's not all about knit products that always remain in the lime light; the home textile sector is also flourishing and contributing to the 'Made in Bangladesh' image around the globe. The home furnishing industry in Bangladesh offers a splendid range of bedspreads, curtains, linen, cushion covers, table covers, kitchen accessories, bath linen, and other home textile products.

Process Flow-chart:



Sources and Availability of Raw Materials and Principal Suppliers

The major raw materials of Regent Textile Mills Limited are yarn and dyes & chemicals. Yarn is procured locally and maximum dyes & chemicals are met through import from overseas. The names of principal suppliers are given below:

Yarns:

#	Name of the suppliers	Address
1	Square Textile Ltd.	Square centre, 48 Mohakhali C/A, Dhaka – 1212, Bangladesh
2	Regent Spinning Mills Ltd.	1182 Jubilee Road, Chittagong, Bangladesh.
3	Thermax Textile Mills Ltd.	30/A, V.I.P. Road (14 th Floor), Nayapoltan, Dhaka-1000.
4	Naheed Composite Textile Mills Ltd.	12, Kawran Bazar, Kazi Nazrul Islam Avenue, Dhaka-1215.
5	Salek Spinning Mills Ltd.	Shafipur, Kaliakair, Gazipur.
6	Akij Textile Mills Ltd	Akij Chamber, 73, Dilkusha C/A, Dhaka-1000.

Dyes & Chemicals:

#	Name of the suppliers	Address
1	Clariant Singapore Pte Ltd.	International Business Park #08-01-04, Singapore - 609917
2	BASF Southeast Asia Pte.Ltd.	7, Temasek Boulevard # 35-01, Suntec Tower one. Singapore-038987
3	Matex International Ltd.	15 Tuas view square, Singapore - 637556
4	Dystar Singapore Pte Ltd.	1A International Business Park # 10-01, Singapore - 609933
5	Alka (Pvt.) Ltd	535-A Peoples Colony No-01, Faisalabad, Pakistan
6	Shinhan Emulsion Co. (BD) Ltd.	Plot No # 33, Sector # 02, CEPZ, Chittagong, Bangladesh.
7	Enzychim Iberica (BD) Ltd.	Plot # 90-91, EPZ Comilla, Bangladesh.

Sources of and requirement for Power, Gas and Water or any other Utilities

Utilities	Requirements	Sources
Power	3.09 MW	The company has one regular line from PBS-Boalkhali for constant supply of electricity. To ensure uninterrupted power supply to the plant, the company has 4(four) gas based captive power plants having capacity of 3.09 MW. The Company also has a Diesel run generator of 230 KVA as a stand by source of power.
Water	64800m ³ /(Annually)	The Company has own Deep Tube well having capacity of 54000m ³ /month to supply water for power house, humidification plant and domestic use as well. The company also has a water treatment plant having capacity of 50m ³ /daily that has been used for dyeing process, Boiler, Cooling tower, ETP and others.
Gas	621126 CM (monthly)	Source of gas supply is Karnaphuli Gas distribution Company Ltd.
Telephone	6 Lines	The Company has Regular line from BTCL.

Customer providing 10% or more revenues

The company's products or services are sold to various customers. However, there are few customers who provide 10% or substantial amount of revenue over the years which are as follows

#	Name of the Customers	Address	Contribution in 2014 (%)	Contribution in 2013 (%)
1	Red Cats Asia Limited	Red Cats Asia Limited 20f Lu Plaza 2 Wing Yip Street Kwun Tong, Kowloon, Hongkong.	27.26	39.88
2	Bon Prix Handelsgesellschaft, MBH	Hallesdorfer, Strass 61, 22179 Hamburg, Deutschland	11.56	-
3	S.A.LA Redoute	57 RUE, Blanchemaillie ,59082 Roubaix, Cedex – 2, France	13.28	04.29
4	Siplec	Siplec Le Partitio 26 Quai Marcel Boyer 94859 Ivry – Sur – Seine, France.	10.31	12.19
5	Hemtex AB Sweden	Hemtex AB, Box No# 495,503,13 Boras, Sweden	12.22	11.42

Regent Textile Mills Limited has buyers worldwide who are renowned in their respective fields. There are no contracts with these customers as well as principal suppliers of raw materials. RTML believes in quality from the very beginning and entrusted by all of its buyers for just in time delivery and its backward linkage industries are supporting for minimizing lead time. The company has undertaken a Long-Term Customer Retention Plan by firmly ensuring quality in every step of production and integration in supply chain with appropriated branding which increases index of its products demand in world market. As a result of the plan undertaken by the company, it has successfully retained Red Cats Asia Limited (27.26% in 2014 and 39.88% in 2013), Siplec (10.31% in 2014 and 12.19% in 2013) and Hemtex AB Sweden (12.22% in 2014 and 11.42% in 2013) in last two years.

Moreover, these three foreign customers (Red Cats Asia Limited, Siplec & Hemtex AB Sweden) generally works as vendor in the world's home textile market who supplies RTML's product directly to different renowned customer/brands i.e. LareDoute, Ellos, Vertbaudet, Kid Interior, Princess Brouppen.

Further, the company is currently exporting its products directly to IKEA, Walmart, H&M & etc. as a part of sustaining its current capacity utilization and yearly sale volume. Increase of installed capacity by BMRE will further enhance the sustainability and growth in sales and it will help to meet the growing global demand of the RTML's products.

Description of Contract with Principal Suppliers/Customers

The company does not have any contract with any of its suppliers/customers.

Number of Employees

Particulars	Officers, Staffs & Workers		Total
	Head Office	Factory	
Not less than Taka 3,000/-	55	1,768	1,823
Less than Taka 3,000/-	-	-	-
Total	55	1,768	1,823

**Currently, there is no part time employee working in RTML (In the given stipulated period).*

Service Rendering Capacity and Current Utilization

Particulars	Installed Capacity		Current Utilization		Percentage of Utilization	
	2014	2013	2014	2013	2014	2013
Weaving	12,000,000	12,000,000	9,342,240	9,409,389	77.85%	78.41%
Dyeing and Printing	14,000,000	14,000,000	11,778,669	13,395,367	84.13%	95.68%
Total	26,000,000	26,000,000	21,120,909	22,804,756	80.99%	87.05%

Description of any Material Patents, Trademarks, Licenses or Royalty Agreements

RTML has several regulatory licenses and certificate in order to continue its operation. The table below lists the company's licenses and certification that are material:

Particular	License Issuer/Issuing Authority	Certificate/ License No	Current Status
Certificate of Incorporation	Registrar of Joint Stock Companies and Firms	CHC-1780/1994	N/A
Certificate for Commencement of Business	Registrar of Joint Stock Companies and Firms	N/A	N/A
TIN Certificate	National Board of Revenue	682886648942	N/A
VAT Certificate	Customs, Excise and VAT Commissionerate	24151001808	N/A
Import Registration Certificate	Office of the Chief Controller of Export & Import	BA-112881	Updated up to 2015-2016
Export Registration Certificate	Office of the Chief Controller of Export & Import	RA-27754	Updated up to 2015-2016
Trade License	Chittagong City Corporation	03091	Updated up to 2015-2016
Fire License	Fire Service & Civil Defense	7033/98-99	Updated up to 2015-2016
Factory License	Ministry of Labor & Employment	2954/Chattragram	Updated up to 2015
Certificate from Department of Environment	Department of Environment Chittagong Division	18881/1998/1088	Updated up to 23.02.2016
BOI License	Board of Investment Bangladesh	9711025-H	N/A
EPB Enrolment Certificate (For GSP Certificate purpose)	Export Promotion Bureau	BD02120	Updated up to 2015-2016
Boiler License	Office of the Chief Inspector of Boilers, Bangladesh	6558	Updated up to 29/02/16
Acid Using License	Office of Deputy Commissioner	197/2013-14	Updated up to 2015-2016
BTMA Membership Certificate	Bangladesh Textile Mills Association	M/No-002-0004-0078	Updated up to December 31, 2015
Certificate of CCCI	Chittagong Chamber of Commerce and Industries	M/GEM/36/116/2013-2014	Updated up to 2015-2016
Bond License	Customs Bond Commissionerate	S4-35/Bond(Sa)/Li/98/12 .01.2001	Updated up to January 11, 2016

DESCRIPTION OF PROPERTY

Section: VI

Location of Principal Plants and Other Property of the Company and their condition

1. The Factory Building and other Property of the Company are mostly located at East Kalurghat, Charkhidirpur, Bandar, Chittagong. The registered office of the company is located at 1182, Jubilee Road, Chittagong, Bangladesh. The company possesses the following fixed assets as on December 31, 2014:

(As per Audited Accounts)

Name of the Asset	Cost value	Revaluation Surplus	Accumulated Depreciation	Written Down Value in Taka as on December 31, 2014
Land & Land Development	147,573,427	909,968,841	-	1,057,542,268
Building and civil construction	292,505,869	101,085,058	94,870,659	298,720,268
Plant & Machinery	903,625,047	-	533,736,300	369,888,747
Equipment & Appliance	121,729,876	-	51,479,436	70,250,440
Motor Vehicles	57,959,324	-	21,339,019	36,620,305
Furniture & Fixture	11,206,699	-	5,901,872	5,304,827
Other Assets	5,829,811	-	2,971,398	2,858,413
Total	1,540,430,053	1,011,053,899	(710,298,684)	1,841,185,268

NB: The above mentioned properties are situated at Company's factory premises and are in good condition.

A. Schedule of land

#	Deed No	Date of Registration	Location of Land			Area in Decimals
			Mouza	Thana	District	
1	4794	22-07-95	Charkhidirpur	Bandar	Chittagong	195
2	L.A. Case No. 50/94-95	02-08-95	Charkhidirpur	Bandar	Chittagong	305
3	1209	13-06-01	Charkhidirpur	Boalkhali	Chittagong	6
4	1207	13-06-01	Charkhidirpur	Boalkhali	Chittagong	14
5	1208	13-06-01	Charkhidirpur	Boalkhali	Chittagong	6
6	1313	13-06-01	Charkhidirpur	Boalkhali	Chittagong	6
7	1252	21-06-01	Charkhidirpur	Boalkhali	Chittagong	12
8	9635	22-11-04	Charkhidirpur	Bandar	Chittagong	14
9	9636	22-11-04	Charkhidirpur	Bandar	Chittagong	18
10	9637	22-11-04	Charkhidirpur	Bandar	Chittagong	10
11	9638	22-11-04	Charkhidirpur	Bandar	Chittagong	9
12	12673	06-11-07	Charkhidirpur	Boalkhali	Chittagong	9.66
Total Area of Land						604.66

Note: Out of total 604.66 decimal of land mutation of 544.99 decimal of land has been completed till the publication of the prospectus.

B. List of Plant and Machineries:

All the machineries, described under are respectively imported, locally purchased and re-conditioned and the said machineries were procured in the name of the Company.

List of Plant of Machineries imported as brand new conditions.

#	Name of Machinery	Department	Quantity	Acquisition Cost in BDT	Country of Origin	Estimated Life Time
1	Knotting Machine with frame	Weaving	1 Set	1,022,533	China	8
2	High Speed Warping Machine	Weaving	1 Set	5,225,455	China	2
3	Sizing Machine	Weaving	1 Set	6,994,887	China	1
4	Projectile Looms	Weaving	14 Nos	5,538,936	Russia	11
5	Flexible Rapiar Loom (GA 47-11)	Weaving	36 Set	13,417,986	China	6
6	Projectile Looms	Weaving	36 sets	38,787,604		14
7	Raising Filter & Metallic Cleaning Brush	Weaving	1344 mtrs & 8 pcs	1,987,728	Italy	13
8	Warp Typing Machine	Weaving	1 no	982,116	European	14
9	Knotting Frame	Weaving	1 no	491,058		14
10	Spindle Winding Machine	Weaving	1 Set	961,120	China	14
11	Sueding (Emerizing) Machine	Dyeing & Printing	1 pc	2,525,847	Germany	8
12	Sueding (Sanding) Machine	Dyeing & Printing	1 Set	1,593,375	Korea	4
13	Heat Setting Stenter Machine with other equipments, spares.	Dyeing & Printing	1 set	31,719,025	Germany	6
14	Cylinder Dryer Machine.	Dyeing & Printing	2 sets	13,954,686	China	1
15	CPB Dyeing Center	Dyeing & Printing	1 set	22,745,134	Germany	11
16	Universal Calender Machine (3 bowl)	Dyeing & Printing	1 set	10,608,801	S. Korea	4
17	Compressive Shrinking Machine	Dyeing & Printing	1 set	22,759,149	UK	4
18	(a) Singeing, Desizing, Chainless Mercerizing, Pad Batch Dyeing, Current Washing, Combined pad-roll Bleaching Range.	Dyeing & Printing	1 set	118,856,629	Germany	4
19	Stork Rotary Screen Printing Machine & all Accessories	Dyeing & Printing	1 set	141,139,507	Holland	4
20	Stenter Machine	Dyeing & Printing	1set	24,316,599	China	7
21	Raising Machine	Dyeing & Printing	2 sets	1,144,404	Germany	7
22	Washing Machine	Dyeing & Printing	1 Set	3,680,702	China	14
23	High Pressure Jet Dyeing Machine	Dyeing & Printing	1 set	3,875,296	Korea	4
24	ZIGER Dyeing Machine	Dyeing & Printing	5 sets	8,441,960	Korea	4
25	Printing Blanket	Dyeing & Printing	1 Pc.	750,340	Germany	11

26	Hydraulic Center Winder	Dyeing & Printing	1 Pc.	338,778	India	1
27	Color Assessment Cabinet/Light Box	Dyeing & Printing	1 no	73,464	India	9
28	Sueding Machine	Dyeing & Printing	1 set	6,136,798	China	14
29	Sanforizing Machine	Dyeing & Printing	1 Set	22,424,883	China	14
30	Plat Screen Bed Plate Printing Machine	Dyeing & Printing	1 Set	2,041,835	China	14
31	Cloth Folding Machine	Folding & Mending	1 no.	348,331	India	8
32	Cloth Folding Machine	Folding & Mending	1 no.	279,664	Pakistan	5
33	Fabrics Inspection & Folding Machine	Folding & Mending	1 set	238,758	India	4
34	Single Folding Machine & Warp Beam Loading Trolley	Folding & Mending	1 unit & 1 Nos	650,214	India	12
35	Nazar Cloth Inspection Machine	Folding & Mending	2 Sets	1,418,316	Pakistan	14
36	Fabrics Inspection and Rolling Machine (1800 MM, 2800 MM)	Warehouse	2 sets	1,077,369	China	8
37	Water Treatment Plant	Utilities	1 set	1,233,749	India	1
38	Water Treatment Plant	Utilities	1 set	1,350,147	India	4
39	Industrial Water Cooling System Machine	Utilities	1 set	2,967,358	Taiwan	10
40	Gas Generator	Utilities	1 set	15,993,221	USA	10
41	Gas Generator	Utilities	1 set	19,274,649	Germany	7
42	Gas Generator	Utilities	1 Set	9,599,881	USA	7
43	Gas Generator	Utilities	2 sets	46,479,815	USA	14
44	Fire Fighting System	Utilities	Total Factory Area	1,519,832	USA	6
45	Cooling Tower	Utilities	1 Set	391,808	USA	7
46	Boiler	Utilities	1 set	5,710,766	India	4
47	Olion Burner	Utilities	1 Unit	2,391,053	Finland	14
48	Shellmax Boiler	Utilities	1 set	7,291,518	India	19
49	Laboratory Equipment's:					
	Super Heater Steamer	Laboratory	1 set	179,482	India	1
	Glycerine Bath Beaker Dyeing Machine	Laboratory	1 set	114,790	India	1
	Lab Padding Mangle	Laboratory	1 set	139,773	India	1
	Lab Setting Curing Chamber	Laboratory	1 set	200,060	India	1
	Lab Sample Dyeing Machine	Laboratory	1 set	95,656	India	1
50	Laboratory Equipment's:					
	(a) Microscopic Pick Counter	Laboratory	1 set	24,320	UK & Swiss	6
	(b) Accudry Standardized Lab	Laboratory	1 set	99,885	UK & Swiss	6
	(c) Crock Meter	Laboratory	1 set	48,748	UK & Swiss	6
	(d) Crocking Cloths	Laboratory	1 set	4,994	UK & Swiss	6
	(e) PH & Temperature Meter	Laboratory	1 set	47,011	UK & Swiss	6
	(f) Verivide Color Assessment Cabinet	Laboratory	1 set	81,211	UK & Swiss	6

	(g) Sparo Lamp Set	Laboratory	1 set	8,686	UK & Swiss	6
	(h) Gyrowash	Laboratory	1 set	492,801	UK & Swiss	6
	(i) Wascator FOAM z	Laboratory	1 set	567,931	UK & Swiss	6
51	Spectrophotometer	Laboratory	1 set	2,225,959	USA	10
52	Light Box	Laboratory	1 set	81,211	India	15
53	Light Box	Laboratory	1 set	18,366	India	15
54	Lab Instrument	Laboratory	1 set	1,526,922	Hong Kong	19
55	Industrial Cleaner	Laboratory	1 unit	649,680	Germany	19
56	Vertical Camera	Design & Engraving	1 no.	24,486	Denmark	4
57	Contact Camera	Design & Engraving	2 nos.	9,795	Germany	4
58	Cloth Cutting Machine	Sewing	5 sets	375,000	Japan	14
59	End Cutter Machine (Semi Auto)	Sewing	1 set	141,560	China	10
60	End Cutter Machine (Auto)	Sewing	1 set	201,200	China	10
61	Needle detector Conveyor Machine	Sewing	1 set	155,000	China	10
62	Needle Picoting Machine	Sewing	1 set	97,000	Japan	15
63	Button Stitch Machine (Auto Type)	Sewing	3 sets	588,000	Japan	6
64	Button Stitch Machine (Manual)	Sewing	4 sets	536,000	Japan	12
65	Bartacking Machine (Manual),(Auto)	Sewing	2 sets	442,000	Japan/ Malaysia/ China	9
66	Lock stitch Button hole machine (1 needle)	Sewing	7 sets	1,495,000	Japan/ Malaysia/ China	12
67	Sewing Machine (2 needle)	Sewing	1 set	132,550	Japan/ Malaysia/ China	9
68	Sewing Machine	Sewing	73 sets	2,206,463	Japan/ Malaysia/ China	9
69	Sewing Machine	Sewing	13 sets	338,150	Japan/ Malaysia/ China	9
70	Sewing Machine	Sewing	15 sets	381,000	Japan/ Malaysia/ China	4
71	Lock stitch Button hole machine (Auto)	Sewing	1 set	582,061	Japan/ Malaysia/ China	12
72	Lock stitch Button machine (Auto)	Sewing	1 set	382,863	China	9
73	Interlock Machine (2 needle 5 thread)	Sewing	42 sets	2,914,323	Japan/ Malaysia/ China	4
74	Sewing Machine (1 needle Auto Timer)	Sewing	20 sets	483,200	Japan/ Malaysia/ China	12
75	Overlock Machine	Sewing	1 set	85,500	China	1
76	Overlock Machine	Sewing	1 set	105,000	Japan/ Malaysia/ China	4
77	Lock stitch (2 needle)	Sewing	2 sets	885,150	Japan	14

78	Eye let Machine Cutting Machine	Sewing	2 nos.	484,000	Japan	13
79	Eye let Machine Cutting Machine	Sewing	4 sets	336,000	Japan	15
80	Swatch cutter	Sewing	1 pc	38,000	China	10
81	Fabric inspection Machine	Sewing	1 pc	152,000	China	10
82	Steam Iron Table	Sewing	2 nos.	72,000	Taiwan	11
83	Steam Iron Table	Sewing	8 nos.	252,225	Taiwan	11
84	Stitching Machine	Stitching	64 nos.	7,597,824	Japan/ China/ Malaysia/ Taiwan	19
85	Effluent Treatment Plant	Utility	1 no	53,686,471	India/ Bangladesh	9

List of Plant of Machineries purchased locally

#	Name of Machineries	Department	Quantity	Acquisition Cost in BDT	Country of Origin	Estimated Life Time
1	Cone Winding Machine	Weaving	1 no.	24,488	Bangladesh	5
2	Warping Beam	Weaving	06 nos	146,928	Bangladesh	11
3	Knotting Machine	Weaving	1 no	859,676	Bangladesh	14
4	Hydro Extractor Machine	Weaving	1 no	306,100	Bangladesh	12
5	Knotting Machine with frame	Weaving	3 nos.	3,035,680	Bangladesh	11
6	Reconing Machine	Weaving	2 nos	1,976,219	Bangladesh	11
7	JT-10 Machine	Dyeing & Printing	2 sets	612,200	Bangladesh	1
8	Batcher Trolley	Dyeing & Printing	2 sets	489,760	Bangladesh	4
9	Seersucker Machine	Dyeing & Printing	1 set	367,320	Bangladesh	1
10	Seersucker Machine	Dyeing & Printing	2 set	1,548,700	Bangladesh	11
11	Batcher	Dyeing & Printing	47 nos.	2,014,138	Bangladesh	10
12	Trolley	Dyeing & Printing	41 nos.	1,004,008	Bangladesh	10
13	Batcher with Trolley	Dyeing & Printing	20 nos	6,825,450	Bangladesh	19
14	Cloth Inspection & Rolling Machine	Warehouse	2 sets	357,124	Bangladesh	8
15	Light Box	Warehouse	1 set	80,000	Bangladesh	15
16	Diesel Generator	Utilities	1 set	1,224,400	Bangladesh	10
17	Air Compressor	Utilities	8 sets	979,520	Bangladesh	10
18	Carrier Compressor	Utilities	01 set	81,423	Bangladesh	1
19	Air Dryer	Utilities	02 sets	171,416	Bangladesh	7
20	PFI Plant (375 KVA)	Utilities	01 set	489,760	Bangladesh	10
21	Electrical Sub-station (440 V)	Utilities	01 set	1,224,400	Bangladesh	1
22	Water Cooling System	Utilities	01 set	60,000	Bangladesh	6
23	Air Compressure	Utilities	02 nos	1,277,358	Bangladesh	14
24	Diesel Generator	Utilities	01 no.	490,000	Bangladesh	14
25	Forklift and others	Utilities	01 no.	3,263,800	Bangladesh	14
26	Compressor	Utilities	05 sets	1,549,500	Bangladesh	19

27	Boiler	Utilities	2 nos	5,585,750	Bangladesh	9
28	Lathe Machine	Workshop	3 nos.	2,250,500	Bangladesh	14
29	Woven	Laboratory	1 set	7,346	Bangladesh	1
30	Woven	Laboratory	1 set	20,000	Bangladesh	5
31	GSM Cutter	Laboratory	1 set	25,000	Bangladesh	10
32	SAF Guard Pull Test Machine	Stitching	1 no.	180,000	Bangladesh	14

List of Plant of Machineries purchased Re Conditioned

#	Name of Machinery	Department	Quantity	Acquisition Cost in BDT	Country of Origin	Estimated Life Time
1	Warping & Sizing Machine	Weaving	2 Sets	3,262,720	Switzerland	6
2	Weaving Loom	Weaving	50 nos	13,810,819	Russia	9
3	Saurer Weaving Loom	Weaving	53 nos	52,973,129	Germany/ Switzerland	4
4	Projectile Looms	Weaving	56 nos	24,956,358	Switzerland	6
5	Continuous Scouring, Bleaching & Washing Machine	Dyeing & Printing	1 set	55,553,667	Germany	9

DECLARATION RELATED TO MACHINERIES

The Plant, Machinery & Equipment of Regent Textiles Mills Limited at its factory; East Kalurghat, Charkhidirpur, Bandar, Chittagong consist of both locally purchased and imported Machineries. We have verified all import and local purchase documents.

This is to certify that we have physically inspected the imported second-hand machinery, as listed in the Annexure, of Regent Textiles Mills Limited and verified the documents with all other concerned papers related to acquisition of the said machinery to assess the reasonableness in prices and economic lives thereof as stated by their foreign suppliers/manufacturers at the time of import.

Based on the aforesaid physical inspection and verification, we certify that –

- the present general condition and operational efficiency of the imported second-hand machinery are fair;
- the remaining economic lives varying from 10 to 12 years of the imported second-hand machinery as estimated by the foreign suppliers/manufacturers at the time of import were fair; and
- the prices of the imported second hand machinery as paid to the foreign suppliers were competitive.

Chittagong

Date: 04 March 2014

Sd/-

Hoda Vasi Chowdhury & Co.

Chartered Accountants

2. All the above-mentioned properties are owned by the company.

3. The Factory Building with measuring 488 decimal of land, all the plant & machineries and all spare parts of the company are under registered mortgaged to the lending bank namely Sonali Bank Limited, Agrabad Corporate Branch, Chittagong. Details of land under mortgage is as under:

#	Deed No	Date of Registration	Khatian No.	Location of Land			Area in Decimals
				Mouza	Thana	District	
1	4794	22-07-1995	RS- 1055, 2312, 1059, 1042, 1031, 1062, 1041/ 1064/ 1027/ 1028, 1036, 946/937, 1012/ 1121, BS- 63, 3, 141/3, 8, 207, 202, 276/ 3/ 284/ 229/ 61, 115, 2, 265/61/62/125,	Char khidirpur	Bandar	Chittagong	183
2	L.A. Case No. 50/94-95	02-08-95	BS. BS. Partial.	Char khidirpur	Bandar	Chittagong	305
Total area of mortgage land							488

4. No land property was taken on lease during Last Five Years.

PLAN OF OPERATION AND DISCUSSION OF FINANCIAL CONDITION Section: VII

Internal and External sources of Cash

The internal sources of the cash of the company are the share capital and retained earnings. The external sources of cash are bank loans.

Particulars	As of December 31, 2014	As of December 31, 2013	As of December 31, 2012
Internal Sources of Cash			
Paid up Capital	600,000,000	600,000,000	500,000,000
Retained Earnings	420,301,405	269,155,962	188,636,772
Sub-Total	1,020,301,405	869,155,962	688,636,772
External Sources of Cash			
Non-Current Portion of Long Term Loan	62,842,479	139,276,028	216,890,838
Current Portion of Long Term Loan	88,261,668	84,845,289	79,765,485
Short Term Loan	475,851,744	533,412,117	130,597,312
Sub-Total	626,955,891	757,533,434	427,253,635
Grand Total	1,647,257,296	1,626,689,396	1,115,890,407

Material Commitments of Capital Expenditure

Regent Textile Mills Limited does not have any material commitment for capital expenditure other than as specified in 'Utilization of IPO Proceeds' under the head of Issue Size and Purpose of the Public Offering of this Prospectus.

Seasonal aspect of the Company's Business

There is no significant seasonal aspect on the company's business. In general, the company's peak order season starts from April to December.

Known Trends, Events or Uncertainties

Political unrest, strike, natural/social disasters are the known events that may affect the company's ability to conduct businesses in full force and may affect its performance in future.

Causes for Material Changes from period to period

	December 31, 2014	December 31, 2013	December 31, 2012
	Taka	Taka	Taka
Revenue	1,656,465,005	1,722,567,233	1,348,903,633
Cost of Goods Sold	(1,283,749,853)	(1,332,765,258)	(1,067,220,005)
Gross Profit/ (Loss)	372,715,152	389,801,975	281,683,628
Operating Expenses			
Administrative Expenses	(43,753,316)	(44,664,302)	(32,555,527)
Selling & Distribution Expenses	(51,232,110)	(59,678,738)	(42,854,591)
	(94,985,426)	(104,343,040)	(75,410,118)
Operating Profit	277,729,726	285,458,935	206,273,510
Financial Expenses	(94,826,861)	(83,785,440)	(44,880,196)
Profit Before Non-operating Income	182,902,865	201,673,495	161,393,314
Income From Sale of Financial Assets	-	-	(11,130,924)
Other Non-operating Income	3,484,287	4,330,024	5,183,796
Profit before Distribution of WPP & WF	186,387,152	206,003,519	155,446,186
Workers Profit Participation & Welfare Fund (WPP & WF)	(9,547,430)	(10,540,253)	(8,025,022)

Net Profit before Tax	176,839,722	195,463,266	147,421,164
Provision for Tax			
Current	(26,525,958)	(13,783,589)	(10,760,418)
Deferred	(1,427,816)	(6,773,504)	(3,390,646)
Net Profit after Tax	148,885,948	174,906,173	133,270,100
Other Comprehensive Income			
Unrealized Gain/(Loss) on Available-for-sale Financial Assets	(2,301,968)	811,477	(10,095,538)
Total Comprehensive Income	146,583,980	175,717,650	123,174,562

Summary Analysis:

Particulars	December 31, 2014	December 31, 2013	December 31, 2012
Sales	1,656,465,005.00	1,722,567,233	1,348,903,633
YoY change in Sales	(0.04)%	28%	3%
Cost of Goods Sold	1,283,749,853.00	1,332,765,258	1,067,220,005
COGS compared to Sales	77%	77%	79%
Gross Profit	372,715,152.00	389,801,975	281,683,628
GP compared to Sales	23%	23%	21%
Total Operating Expenses	94,985,426.00	104,343,040	75,410,118
Op. Expenses compared to Sales	6%	6%	6%
Operating Profit	277,729,726.00	285,458,935	206,273,510
Op. Profit compared to Sales	17%	17%	15%
Net Profit after Tax	148,885,948.00	174,906,173	133,270,100
Net PAT compared to Sales	9%	10%	10%

Causes for Changes in Sales

Regent Textile Mills Limited manages to achieve a continuous growth in sales over the period. Though there is a down trend in sales in 2014, due to global recession, political unrest etc. The slight change in downward trend of growth of the Sales in 2014 is not material in amount. The company manages a significant growth due to management learning curve and economics of scale while increased capacity utilization through adequate working capital facility particularly in 2013, which enhanced the growth. Moreover, diversified value added products as per requirements of buyers also another factor for significant change.

Causes for Changes in COGS

Proportion of cost of goods sold against sales revenue is consistent over the years since 2012. It generally depends on the price level of the raw materials, buyers' nominated suppliers, cost of wages, and depreciation for capital expenditure etc. However, wages cost is also increased in 2013 due to new minimum wages fixed by the Government. COGS has decreased slightly which indicates better management practices and cost efficiency.

Causes for changes in Operating Expenses:

Operating expenses in the year 2013 increased mainly for increase in administrative expense. Company continuously upgrades its management output which facilitates a better position in the market. Increasing trend in selling and distribution expenses maintain similarity in line with Sales.

Changes in Profitability Ratios:

	December 31, 2014	December 31, 2013	December 31, 2012
Gross Profit Margin	22.50%	22.63%	20.88%
Operating Profit Margin	16.77%	16.57%	15.29%
Net Profit Margin	8.99%	10.15%	9.88%
Return on Assets Ratio	4.53%	5.75%	5.12%

Causes for Changes in Profitability Ratio:

Overall financial performance of RTML has been found to be satisfactory. RTML has reported a good and progressive operating profit margin through efficient management of manufacturing cost. Despite of having significant selling, distribution and finance cost - the company has managed to substantiate good net margin over the analyzed period.

Changes in Operating Ratios:

	December 31, 2014	December 31, 2013	December 31, 2012
Accounts Receivable Turnover	2.49	2.48	2.79
Inventory Turnover	2.90	3.45	3.99
Asset Turnover	0.50	0.57	0.52

Causes for Changes in Operating Ratio:

As the company was expecting increase of the price in the Raw Materials in the market hence the company procured huge raw material, which enhanced the inventory and the ratio of the Inventory Turnover was consistently stable. Taking into account of future development of the Company, the management invested in assets such as land, building, etc. from which income doesn't generate at an immediate interval proportionate to the other operating assets so assets turnover is lower but anticipating because of the expansion in near future the revenue and Receivable Asset Turnover will be increased.

Change in Assets of the Company used to pay off any Liabilities

None of the operating assets of the company has been disposed off to pay off any liability of the company.

Loan taken from or given to Holding/Parent Company or Subsidiary Company

Regent Textile Mills Limited does not have any Subsidiary / Associate / Holding Company according to the Companies Act, 1994. Therefore, there is no loan taken from or given to any Subsidiary / Associate / Holding Company.

Future Contractual Liabilities

The Company has no plan to enter into any contractual liabilities other than normal course of business within next one year.

Future Capital Expenditure

The Company does not have any plan for capital expenditure in near future other than as specified in 'Utilization of IPO Proceeds'.

VAT, Income Tax, Customs Duty or other Tax Liability

a. VAT: The Company is exempted from VAT, customs duty and import duty for being 100% export oriented company. The company imports its entire raw material through bonded warehouse. The company is exempted from the above-mentioned liabilities as per the Section 3-(2)-(Ka) of Value Added Tax Act 1991 issued by Ministry of Finance, Government of Bangladesh. On December 31, 2013 the company does not have any VAT obligations.

b. Income Tax: The Company has TIN No-682886648942. Year wise income tax status of the company are depicted below:

Accounting Year	Assessment Year	Status
2009	2010-2011	As per certificate given by DCT of Companies Tax Circle-6, Tax Zone-2, Chittagong Income Tax is settled up to assessment year 2010-2011.
2010	2011-2012	As per certificate given by DCT of Companies Tax Circle-6, Tax Zone-2, Chittagong Income Tax is settled up to assessment year 2011-2012.

2011	2012-2013	As per certificate given by DCT of Companies Tax Circle-67(Companies), Tax Zone-4, Chittagong Income Tax is settled up to assessment year 2012-2013.
2012	2013-2014	As per certificate given by DCT of Companies Tax Circle-67(Companies), Tax Zone-4, Chittagong Income Tax is settled up to assessment year 2013-2014.
2013	2013-2014	As per certificate given by DCT of Companies Tax Circle-67(Companies), Tax Zone-4, Chittagong Income Tax is settled up to assessment year 2014-2015.

c. Customs Duty & Other Liabilities: The Company does not have any outstanding custom duty or similar liabilities as on December 31, 2013 except the following three litigations against the company filed by Customs Bond Commissioner, Chittagong:

CEVT/CASE (CUS)/97/2011 for Tk. 75,29,918

Litigation is for Tk. 75,29,918 in which Tk. 25,29,918 as duty and Tk. 50,00,000 as penalty which subsequently been waived.

On January 30, 2013 the demand by Customs is cancelled by the President of Customs Excise and VAT appellate tribunal. The tribunal also instructed to the Customs Bond Commissioner for adjudication to settle again. Finally the Customs Bond Commissioner issued an order and fixed a date for hearing on June 29, 2014 and verdict of hearing is still pending.

CEVT/CASE (CUS)/226/2013

Customs Bond Commissioner filed the case against RTML because of not taking prior permission for sale of rejected/wastage fabrics to local market. A case against the company subsequently filed in Customs Appellate Tribunal. But the company failed to deposit the required amount within stipulated time. Hence the tribunal did not continue the case. After the circumstance, RTML decided to go to the High Court division (Writ Petition No. 8001 of 2012). As per direction of the High Court, the company submitted necessary documents for Tk. 623,859 (80% i.e. Tk.499,080 through TR challan and 20% i.e. Tk. 124,770 through Bank Guarantee) against Total Tk. 31,19,249.47 (Duty and Penalty). Afterward, RTML submitted the total development to Customs Excise and VAT Appellate Tribunal to re-open the case.

2004-2005/13

In 2006, the Local and Revenue Audit Department raised the objection against the company that the company took the advantage of bond facility to import 'Irgapadel' though which not included in the import list for which RTML get privileged. However, RTML issued a bank guarantee in favor of Commissioner, Customs Bond Commissionerate for Tk. 2,34,304. The Commissioner, Customs Bond Commissionerate, Chittagong, requested to drop the audit complain against the company. But, the Audit department yet to initiate to drop the matter or otherwise.

Financial Lease Commitment during last five (5) years

Regent Textile Mills Limited does not have any financial lease agreement during the last five years except a financial lease agreement with AB Bank Limited and Regent Textile Mills Limited.

Particulars	Lease Agreement for Vehicle
Lessor	AB Bank Limited
Lessee	Regent Textile Mills Limited
Date of Lease Agreement	October 28, 2013
Period of Lease	5 (Five) years
Date of Lease Expiration	October 30, 2018
Description of Leased Asset	To procure motor vehicle for business use
Lease Rent	BDT 500,500 per month
Method to Liquidate	Cash

Operating Lease Agreement during last five (5) years

Particulars	Lease Agreement for Registered and Corporate Office
Lessor	Md. Yakub Ali
Lessee	Regent Textile Mills Limited
Date of Lease Agreement	January 01, 2015
Period of Lease	3 (Three) years
Date of Lease Expiration	December 31, 2017
Description of Leased Asset	2 nd Floor situated at 1182 Jubilee Road, Chittagong 4000, Bangladesh.
Lease Rent	BDT 30,000 per month
Method to Liquidate	Cash

Personnel Related Scheme

Regent Textile Mills Limited has sound human resource policy to ensure the congenial working environment and better career path for its employees. The company's total permanent headcount is 1823 as on December 31, 2014.

A. Earn Leave Benefit: Employees are allowed encashment of un-availed earn leave after twelve months services.

B. Bonus: Employees are given festival bonus in Eids equivalent to one month's gross salary in a year.

C. Maternity Benefit: Females Employees are entitled to maternity benefit up to the birth of two children.

D. Medical Facilities: The company provides free medical consultation and first aid to the employees through own medical officer and medical assistance from the company's medical Centre in the factory premises.

E. Workers' Profit Participation & Welfare Fund: RTML has introduced Workers' Profit Participation & Welfare Fund from 2012 as per requirement of Bangladesh Labour Law, 2006. As on December 31, 2014 the size of the fund stood at BDT 9,547,430.00

F. Provident Fund & Gratuity: As on December 31, 2014, RTML did not have gratuity provision for its employees. Management is planning to introduce in near future.

Breakdown of Estimated Expenses for IPO

The following amounts to be paid to the Issue Manager, Underwriters and other costs are estimated as follows:

#	Particulars	Nature of Expenditure	Amount in BDT (approx.)
Issue Management Fees			
1.	Manager to the Issue Fee	@ 1% of the total amount raised or Tk. 2 million Whichever is lower	2,000,000
2.	VAT against Issue Management Fees	@ 15% of Issue Management Fees	300,000
Listing Related Expenses			
3.	Application Fee for DSE	Fixed	5,000
4.	Listing Fees for Stock Exchange(s) (DSE & CSE)	@ 0.25% on Tk. 100 million and 0.15% on the rest of the amount of paid-up capital; maximum Tk. 2 million for each exchanges	3,500,000
5.	Annual Fee for DSE & CSE	Fixed	200,000
BSEC Fees			
6.	Application Fee	Fixed	10,000
7.	BSEC Consent Fee	Fee @ 0.15% on the public offering amount	1,875,000
IPO Commission			
8.	Underwriting Commission	Commission @ 0.60% on Underwritten Amount	3,750,000
9.	Credit Rating Fees	Actual	115,000
10.	Auditor Certification Fees	Actual	100,000
CDBL Fees and Expenses			
11.	Security Deposit	Fixed	500,000
12.	Documentation Fee	Fixed	2,500
13.	Annual Fee	Fixed	100,000
14.	Connection Fee	Fixed	6,000
15.	IPO Fees	@0.0175% of issue size+0.0175% of Pre-IPO Paid-up Capital	323,750
Printing and Post IPO Expenses			
16.	Publication of Prospectus	Estimated (to be paid at actual)	1,200,000
17.	Abridged version of Prospectus and Notice in 4 daily newspaper	Estimated (to be paid at actual)	850,000
18.	Notice for Prospectus, Lottery, Refund etc. in 4 daily news papers	Estimated (to be paid at actual)	300,000
19.	Lottery Conducting Expenses & BUET Fee	Estimated (to be paid at actual)	1,000,000
20.	Data Processing and Share Software Charge	Estimated (to be paid at actual)	10,200,000
21.	Courier Expense	Estimated (to be paid at actual)	200,000
22.	Stationeries and Other Expenses	Estimated (to be paid at actual)	279,268
Grand Total			26,816,518
N.B.: Actual costs will vary if above mentioned estimates differ and will be adjusted accordingly.			

Revaluation of Company's Assets

Regent Textile Mills Limited has revalued its fixed assets for the first time in the financial year 2011, which has been reflected in the financial statements of the company. Particulars of the revaluation of the company are as follows:

Name of the Valuer	Syful Shamsul Alam & Co. Chartered Accountants
Valuer's Address	Bashar Square, (5 th Floor), 108, Agrabad C/A, Chittagong, Bangladesh.
Date of Signing Revaluation Report	June 15, 2011
Nature of Revalued Assets	Land and Land Development (544.99 decimals), Building & Other Civil Construction and Plant & Machinery (subsequently excluded from the financial statements)
Methods and Significant Assumptions	Location, size of the land, commercial importance and facilities available and likely future appreciation
Notable valuation works done by the valuer	Ananda Shipyard and Slipways Limited
	Modern Poly Industries Limited
	Orion Pharma Limited
	Dutch Bangla Power and Associates Limited
	IEL Consortium and Associates Limited
	The Peninsula Chittagong Limited

Purpose of valuation:

The financial statements of the company have been prepared in accordance with Bangladesh Accounting Standard (BAS) based on historical cost convention previously. However, the value of land, prices of construction materials and equipments have increased due to high inflationary trend and devaluation of local currency. In this circumstance the management has decided to revalue the land, building and plant & machinery to incorporate the fair value of these assets in the financial statements.

Basis of Revaluation:

The Valuer has estimated the value of the assets of the company under Estimated Net Realizable Value method (the market approach) and Depreciated Replacement method (the cost approach) depending on the nature of assets and rationale applicable.

Summary of revaluation of fixed assets as at December 31, 2011 is given below:

#	Class of Fixed Assets	Revalued Area	Revalued Amount (Taka)	Carrying Cost (Taka)	Revaluation Surplus
1	Land & land Development	544 Decimal	979,200,000	69,132,159	909,968,841
2	Building & Other construction	100,000 sft.	219,104,804	118,019,746	101,085,058
Total			1,198,304,804	187,151,905	1,011,053,899

Note: Mentionable that revaluation surplus of Plant and Machinery was TK. 115,848,981.00 which was subsequently excluded according to the board of directors' decision.

AUDITORS' DISCLOSURE REGARDING COMPLIANCE OF REVALUATION

This is to certify that valuation report has been prepared and treated in accordance with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS) and Bangladesh Securities and Exchange Commission (BSEC) and other applicable laws, rules, regulations and guidelines. Also certify that proper accounting treatments, including provisions of tax and other liabilities, have been made in the Financial Statements to consider the valuation.

Chittagong
May 31, 2014

Sd/-
Hoda Vasi Chowdhury & Co.
Chartered Accountants

Transaction between Subsidiary/Holding/Associate Company and the Issuer

The Company has no subsidiary / holding company or associate company. Therefore, no transaction has taken place. However, the Directors of the company are involved in other company which is disclosed in the section 'Information about Directors and Officials' and the transaction with those company also disclosed in section 'Related Party Transaction.'

Auditor's Certificate regarding any allotment of shares to the directors and the subscriber to the Memorandum of Association and Article of Association for any consideration otherwise than for cash

After due verification, we certify that the paid-up capital of Regent Textile Mills Limited as of December 31, 2013 was Taka 600,000,000.00 divided into 60,000,000 Ordinary shares of Taka 10/- each, made up as follows :

Particulars of allotment	Date of Allotment	Number of shares issued		Amount of share capital (Taka)
		Consideration in Cash	Consideration otherwise than Cash/Bonus	
First (Subscription to the Memorandum & Articles of Association at the time of incorporation)	30.11.1994	200,000	-	2,000,000.00
Second Allotment	20.04.1996	80,000	-	800,000.00
Third Allotment	15.10.1996	3,720,000	-	37,200,000.00
Fourth Allotment	08.07.1998	2,500,000	-	25,000,000.00
Fifth Allotment	27.12.2000	3,000,000	-	30,000,000.00
Sixth Allotment	12.04.2011	8,166,660	-	81,666,600.00
Seventh Allotment	18.05.2011	2,333,340	-	23,333,400.00
Eighth Allotment (Bonus Issue)	28.12.2011	-	10,000,000	100,000,000.00
Ninth Allotment (Bonus Issue)	30.09.2012	-	20,000,000	200,000,000.00
Tenth Allotment (Bonus Issue)	30.09.2013	-	10,000,000	100,000,000.00
Total		20,000,000	40,000,000	600,000,000.00

This is also certified that the amounts shown against paid-up capital as cash consideration was deposited in the company's bank account.

The Company, however, has sub-divided the face value of its ordinary share from Taka 100/- to Taka 10/- by passing a special resolution in its extraordinary general meeting held on 31.08.2013 and necessary amendments in the capital clause of the Memorandum and Articles of Association were made accordingly. Hence, the paid up capital of the Company comes to Taka **600,000,000** divided into **60,000,000** ordinary shares of Taka 10/- each.

Chittagong,
Date: 04 March 2014

Sd/-
Hoda Vasi Chowdhury & Co.
Chartered Accountants

Declaration regarding suppression of material information

This is to declare that, to the best of our knowledge and belief, no information, facts or circumstances, which should be disclosed have been suppressed, which can change the terms and conditions under which the offer has been made to the public.

For Issuer,

Sd/-
Salman Habib
Managing Director
Regent Textile Mills Limited

INFORMATION ABOUT DIRECTORS AND OFFICERS

Section: VIII

Directors of the Company

#	Name	Position	Qualification	Age (Years)	Experience (Years)
1	Mr. Md. Yakub Ali	Chairman	BA	63	42
2	Mr. Md. Yasin Ali	Director	M.COM (Marketing)	53	32
3	Mr. Salman Habib	Managing Director	Business Management, BSc. (Hons) from Queen Marry University, UK	26	4
4	Mr. Mashruf Habib	Director	BBA from California State University, USA	30	7
5	Mr. Tanvir Habib	Director	BBA from University of Westminster, UK	24	2
6	Prof. Syed Ahsanul Alam	Independent Director	Masters in Marketing from University of Chittagong	54	21
7	Mr. Md. Javed Iqbal	Independent Director	BBA	33	14

Information regarding Directors and Directorship

#	Name	Position	Date of becoming Director For the first time	Expiry of current term
1	Mr. Md. Yakub Ali	Chairman	28.02.2005	21 st AGM
2	Mr. Md. Yasin Ali	Director	28.02.2005	22 nd AGM
3	Mr. Salman Habib	Managing Director	07.08.2013	23 rd AGM
4	Mr. Mashruf Habib	Director	14.10.2010	21 st AGM
5	Mr. Tanvir Habib	Director	07.08.2013	23 rd AGM
6	Prof. Syed Ahsanul Alam	Independent Director	08.03.2014	22 nd AGM
7	Mr. Md. Javed Iqbal	Independent Director	08.03.2014	22 nd AGM

Director's involvement with other Organizations

Name	Age	Position in RTML	Entities where they have Interest	Legal Status	Business Type	Position in the Entities
Mr. Md. Yakub Ali	63	Chairman	Ali Fashion Limited	Private	RMG	Chairman
			Anowara Apparels Limited	Private	RMG	Chairman
			Anowara Fashion Limited	Private	RMG	Chairman
			Anowara Paper Mills Limited	Private	Paper	Chairman
			Bangladesh Fertilizer & Agro Chemicals Limited	Public	Fertilizer & Agro Chemical	Chairman
			Diamond Cement Limited	Public	Cement	Chairman
			Diamond Pack Limited	Private	Packaging	Chairman
			Habib Printers and Publishers Limited	Private	Printing & Publications	Chairman
			Habib Shares & Securities Limited	Private	Shares & Securities	Managing Director
			Habib Sons	Proprietorship	Salt & Other Commodities	Proprietor

			Habib Steels Limited	Private	Steel	Chairman
			HG Aviation Limited	Private	Airlines	Director
			Legacy Fashion Limited	Private	RMG	Chairman
			Maam Textile Mills Limited	Private	Textile	Chairman
			MTS Re-Rolling Mills Limited	Private	Re-Rolling	Chairman
			Mudys Navigation Limited	Private	Shipping	Chairman
			National Credit & Commerce Bank Limited	Public	Bank	Director
			Noor Garments Limited	Private	RMG	Chairman
			Regent Energy and Power Limited	Public	Energy	Chairman
			Regent Fabrics Limited	Private	Textile	Chairman
			Regent Power Limited	Private	Energy	Chairman
			Regent Spinning Mills Limited	Public	Textile	Chairman
			Regent Weaving Limited	Private	Textile	Chairman
			Siam's Superior Limited	Private	RMG	Chairman
			Valiant Fashion Wear Limited	Private	RMG	Chairman
			Valiant Garments Limited	Private	RMG	Chairman
			Union Cement Mills Limited	Private	Cement	Chairman
			Union Fertilizer Complex Limited	Private	Fertilizer	Chairman
Mr. Md. Yasin Ali	53	Director	Anowara Apparels Limited	Private	RMG	Managing Director
			Anowara Fashion Limited	Private	RMG	Managing Director
			Anowara Paper Mills Limited	Private	Paper	Managing Director
			Bangladesh Fertilizer & Agro Chemicals Limited	Public	Fertilizer & Agro Chemical	Managing Director
			Diamond Cement Limited	Public	Cement	Managing Director
			ANZ Properties Ltd.	Private	Real Estate	Chairman
			Continental Insurance Limited	Public	Insurance	Director
			Diamond Pack Limited	Private	Packaging	Managing Director
			Habib Shares & Securities Limited	Private	Shares & Securities	Chairman
			Meghna Bank Limited	Public	Bank	Director
			Habib Printers & Publishers Limited	Private	Printing & Publication	Managing Director
			Habib Steels Limited	Private	Steel	Managing Director
			HG Aviation Limited	Private	Airlines	Chairman
			Legacy Fashion Limited	Private	RMG	Managing

						Director
			Maam Textile Mills Limited	Private	Textile	Managing Director
			MTS Re-Rolling Mills Limited	Private	Re-Rolling	Managing Director
			Mudys Navigation Limited	Private	Shipping	Managing Director
			Noor Garments Limited	Private	RMG	Managing Director
			Regent Energy and Power Limited	Public	Energy	Managing Director
			Regent Fabrics Limited	Private	Textile	Managing Director
			Regent Power Limited	Private	Energy	Managing Director
			Regent Spinning Mills Limited	Public	Textile	Managing Director
			Regent Weaving Limited	Private	Textile	Managing Director
			Siam's Superior Limited	Private	RMG	Managing Director
			Ali Fashion Limited	Private	RMG	Managing Director
			Southern Medical College & Hospital	Private	Medical College & Hospital	Chairman
			Valiant Fashion Wear Limited	Private	RMG	Managing Director
			Union Cement Mills Limited	Private	Cement	Managing Director
			Union Fertilizer Complex Limited	Private	Fertilizer	Managing Director
			Valiant Garments Limited	Private	RMG	Managing Director
Mr. Salman Habib	26	Managing Director	H G Aviation Limited	Private	Airlines	Director
			Valiant Fashion Wear Limited	Private	RMG	Director
			Valiant Garments Limited	Private	RMG	Director
			Regent Energy and Power Limited	Public	Energy	Director
			DCL Auto Bricks Limited	Private	Bricks	Director
			Regent Spinning Mills Limited	Public	Textile	Director
Mr. Mashruf Habib	30	Director	H G Aviation Limited	Private	Airlines	Managing Director
			Regent Spinning Mills Limited	Public	Textile	Director
			Regent Energy and Power Limited	Public	Energy	Director
			DCL Auto Bricks Limited	Private	Bricks	Director

			Valiant Fashion Wear Limited	Private	RMG	Director
			Valiant Garments Limited	Private	RMG	Director
Mr. Tanvir Habib	24	Director	H G Aviation Limited	Private	Airlines	Shareholder
			DCL Auto Bricks Limited	Private	Bricks	Director
			Valiant Fashion Wear Limited	Private	RMG	Director
			Valiant Garments Limited	Private	RMG	Director
			Siam's Superior Limited	Private	RMG	Director
			Regent Energy and Power Limited	Public	Energy	Shareholder
			Ali Fashion Limited	Private	RMG	Shareholder
			Anowara Apparels Limited	Private	RMG	Shareholder
			Anowara Fashion Limited	Private	RMG	Shareholder
			Anowara Paper Mills Limited	Private	Paper	Shareholder
			Bangladesh Fertilizer & Agro Chemicals Limited	Public	Fertilizer & Agro Chemical	Shareholder
			Diamond Cement Limited	Public	Cement	Shareholder
			Diamond Pack Limited	Private	Packaging	Shareholder
			Habib Printers and Publishers Limited	Private	Printing & Publishing	Shareholder
			Habib Shares & Securities Limited	Private	Shares & Securities	Shareholder
			Mudys Navigation Limited	Private	Shipping	Shareholder
			Habib Steels Limited	Private	Steel	Shareholder
			Noor Garments Limited	Private	RMG	Shareholder
			Legacy Fashion Limited	Private	RMG	Shareholder
			Maam Textile Mills Limited	Private	Textile	Shareholder
			Regent Fabrics Limited	Private	Textile	Shareholder
			Regent Power Limited	Private	Energy	Shareholder
			Union Cement Mills Limited	Private	Cement	Shareholder
			Regent Weaving Limited	Private	Textile	Shareholder
			MTS Re-Rolling Mills Limited	Private	Re-Rolling	Shareholder
			Union Fertilizer Complex Limited	Private	Fertilizer	Shareholder
			Regent Spinning Mills Limited	Public	Textile	Shareholder
Prof. Syed Ahsanul Alam	54	Independent Director	Imperial Development Technologies	Proprietorship	Real Estate Developer	Proprietor
Mr. Md. Jabed Iqbal	33	Independent Director	M/S. Shah Amanath Enterprise	Proprietorship	Trading & Logistics Management	Proprietor

Family relationship among Directors and Top Five Officials

Except the following on the tables a) & b) there are no family relationship between the directors and the top five Executives of the company.

a) Family relationship among Directors:

#	Name	Position	Relationship
1	Mr. Md. Yakub Ali	Chairman	Father of Mashruf Habib and elder brother of Md. Yasin Ali.
2	Mr. Md. Yasin Ali	Director	Father of Salman Habib and younger brother of Md. Yakub Ali.
3	Mr. Salman Habib	Managing Director	Son of Md. Yasin Ali and nephew of Md. Yakub Ali.
4	Mr. Mashruf Habib	Director	Son of Md. Yakub Ali and nephew of Md. Yasin Ali.
5	Mr. Tanvir Habib	Director	Son of Late Md. Mahabub Ali (Ex- Director, Regent Textile Mills Limited) and nephew of Md. Yakub Ali and Md. Yasin Ali.

b) Family relationship among Directors and Top Five Officials:

#	Name	Position	Relationship
1	Mr. Md. Yakub Ali	Chairman	Father of Mashruf Habib and elder brother of Yasin Ali.
2	Mr. Md. Yasin Ali	Director	Father of Salman Habib and younger brother of Yakub Ali.
3	Mr. Salman Habib	Managing Director	Son of Md. Yasin Ali and nephew of Md. Yakub Ali.

Short Bio-Data of Directors

Md. Yakub Ali, Chairman

Mr. Md. Yakub Ali, honorable Chairman of Regent Textile Mills Limited completed his graduation from University of Chittagong. He is a well-known person in the business community having investment in various businesses. He is a visionary entrepreneur and widely experienced in Textile, Apparel, Steel, Bank, Paper, Power and Cement sector. He started his business career in 1973 and established Habib Group where more than 20,000 people are being employed. At present Habib Group is one of the largest and prominent business conglomerates of Bangladesh. Under his strong leadership and guidance, all the business units of Habib Group accomplished the leading position in the industrial sector of the country.

Mr. Md. Yakub Ali is the Chairman of Ali Fashion Ltd., Anowara Fashion Ltd., Anowara Apparels Ltd., Anowara Paper Mills Ltd., Diamond Cement Limited, Diamond Pack Ltd., Habib Printers & Publishers Ltd., Habib Steels Ltd., Legacy Fashion Ltd., Maam Textile Mills Ltd., MTS Re-Rolling Mills Ltd., Mudy's navigation Ltd., Noor Garments Ltd., Regent Fabrics Ltd., Regent Power Ltd., Regent Spinning Mills Ltd., Regent Weaving Ltd., Regent Energy and Power Ltd., Siam's Superior Ltd., Union Cement Mills Ltd., Union Fertilizer Complex Ltd., Valiant Fashion Wear Ltd., Valiant Garments Ltd., Bangladesh Fertilizer & Agro Chemicals Ltd., He is an Ex- Chairman of National Credit and Commerce Bank Limited.

Mr. Md. Yakub Ali is the Managing Director of Habib Shares and Securities Ltd & Director of HG Aviation (Regent Airways) and National Credit and Commerce Bank Limited. He was also the Vice-President of Chittagong Chamber of Commerce and Industry and Director of Chittagong Stock Exchange Limited. He is the proprietor of Habib Sons.

Mr. Md. Yakub Ali, a proactive member of different social welfare related organizations, is the life member of Chittagong Club Ltd., Bhatiary Golf & Country Club, Bangladesh Red Crescent Society & Bangladesh Diabetes Association. He is the founder member of K. S. Nazu Miah High School and Ishaque Meah Primary School.

Md. Yasin Ali, Director

Mr. Md. Yasin Ali, a post graduate in Marketing from the Chittagong University, is the Director of Regent Textile Mills Limited. He is a dynamic business professional. In the year 1983, he started his business career and progressively became an icon in the business arena and corporate community.

Mr. Md. Yasin Ali has been recognized as one of the pre-eminent and distinguished personality in Textile, Apparel, Steel, Paper, Power, cement etc. sector. He aims with a vision to make valuable contribution in the economy of Bangladesh and so provides employment as part of Corporate Social Responsibility. His passion for excellence and cultivating innovations has roped in professionals from different fields to join in the organizations running under his control and explore their hidden talents.

Mr. Md. Yasin Ali is the Managing Director of Ali Fashion Ltd., Anowara Fashion Ltd., Anowara Apparels Ltd., Anowara Paper Mills Ltd., Diamond Cement Limited, Diamond Pack Ltd., Habib Printers & Publishers Ltd., Habib Steels Ltd., Legacy Fashion Ltd., Maam Textile Mills Ltd., MTS Re-Rolling Mills Ltd., Mudy's navigation Ltd., Noor Garments Ltd., Regent Fabrics Ltd., Regent Power Ltd., Regent Spinning Mills Ltd., Regent Weaving Ltd., Regent Energy and Power Ltd., Siam's Superior Ltd., Union Cement Mills Ltd., Union Fertilizer Complex Ltd., Valiant Fashion Wear Ltd., Valiant Garments Ltd., Bangladesh Fertilizer & Agro Chemicals Ltd.

Mr. Md. Yasin Ali is the Chairman of Habib Shares and Securities Ltd, ANZ Properties Ltd., Southern Medical College and Hospital Ltd., H G Aviation (Regent Airways) and Director of Continental Insurance Company Ltd. and Meghna Bank Ltd. He is the member of SAARC Chamber of Commerce and Industry.

He is the President of Rising Stars Club and life member of Chittagong Club, Chittagong Boat Club, Bhatary Gulf Club and connected with number of social welfare related organizations.

Salman Habib, Managing Director

Mr. Salman Habib, aged 26 years, is the Director and Managing Director of Regent Textile Mills Ltd. Prior to his present position; he was serving as Deputy Managing Director of RTML. He graduated in Business Management, BSc. (Hons.) from Queen Mary University, UK. He is the son of Mr. Md. Yasin Ali and Mrs. Salma Yasin. As a Deputy Managing Director, he was successfully looking after all the functions and responsibility given on him by the Board of the Company.

Mr. Salman Habib, is a promising businessman, is also the Director of Regent Spinning Mills Ltd., Valiant Fashion Wear Ltd., Valiant Garments Ltd. H G Aviation Ltd. DCL Auto Bricks Ltd. and Regent Energy & Power Ltd.

Mr. Salman Habib, visited number of countries and acquired practical knowledge and experience about textile industry and others.

Mashruf Habib, Director

Mr. Mashruf Habib, born on 28 June 1985, obtained graduation degree in Business Administration from California State University, USA. He is the only son of Mr. Md. Yakub Ali and Mrs. Anjumanara Begum, is the Managing Director of H G Aviation (Regent Airways). By this time he proved himself to be a dynamic business personality in the business community both nationally and internationally. He started his business career in 2008.

Mr. Mashruf Habib is successfully leading the Regent Airways, the brand name of H G Aviation with his excellent leadership capability. He joined as Director in the Board of Regent Textile Mills Ltd on 14 October 2010. Mr. Mashruf Habib is also the Director of Regent Spinning Mills Ltd., Valiant Fashion Wear Ltd., Valiant Garments Ltd. DCL Auto Bricks Ltd. and Regent Energy & Power Ltd.

Tanvir Habib, Director

Mr. Tanvir Habib, born on 14 June 1990, is the Director of Regent Textile Mills Ltd. He is a Bachelor of Business Administration from University of Westminster, UK. He is the son of late legendary business idol and personality Late Mr. Md. Mahabub Ali, Ex Director of Regent Textile Mills Limited and Mrs. Amina Mahabub. He has a business career of 3 years.

Mr. Tanvir Habib is also the Director of Siam's Superior Ltd., Valiant Fashion Wear Ltd, Valiant Garments Ltd and DCL Auto Bricks Ltd and shareholder of number of other concerns.

Prof. Syed Ahsanul Alam, Independent Director

Prof. Syed Ahsanul Alam (Born 14th June 1960) is a business entrepreneur, investor and a worthy professor of business. He is the founder of Imperial Development Technology, a leading real-estate developer in the country. He is the founder Director of The Chittagong Metropolitan Chamber Of Commerce & Industries.

Prof. Alam graduated with Honors in Management and obtained Masters Degree in Marketing from the University of Chittagong with a First Class. He also obtained post graduate education and training in business from National University of Singapore. He later joined as the Faculty of Business Administration, University of Chittagong. His outspoken presentation on trade and commerce, banking, finance and other economic issues made him a well-known public figure. He is also internationally known for his scholarly publication on economy, business issues, insurance and banking etc. He has first-hand practical experience of more than 20 years of leading corporate bodies in both private and public sector. He was served as Director of Rupali Bank Ltd and Sadharan Bima Corporation.

Prof. Alam, came from a reputed educated business family of Chittagong, is the son of Late Syed Nurul Alam who was a well-known business magnet of Chittagong. He got married with Dr. Sabina Rahman and became father of Son Syed Shaheer and Daughter Neshmeen Faatimah, who are currently studying in USA.

Prof. Alam has visited many countries including USA, Turkey, Singapore, Malaysia, Thailand, India, Indonesia, Hong Kong, etc. Presently, he is a Civil Sponsor in the Mirpur Staff College, the Vice-President of Chittagong University Marketing Association (CUMA), Chief Advisor of Chittagong University Ex-Students Association, Vice-President of Rotary Club of Metropolitan, Chittagong and Chairman -Imperial foundation.

Md. Javed Iqbal, Independent Director

Mr. Md. Javed Iqbal aged 33 years is the son of Mr. Iqbal Meah and Rehana Iqbal who came from a reputed muslim family. He is one of the Independent Directors of Regent Textile Mills Limited.

Mr. Iqbal graduated in Business Administration (BBA). After graduation he focused on business to become a successful businessman and entrepreneur. For the last 14 years of vigorous diving Mr. Iqbal has gained expertise in the fields of trading and logistics management. By this time he has established himself as a promising businessperson in the business community and has proper blending of manufacturing, marketing and finance function to run an organization as an effective profit center.

Credit Information Bureau (CIB) Status

Neither Regent Textile Mills Limited nor any of its Sponsors or Directors or shareholders who hold 5% or more shares in paid-up capital of the issuer is loan defaulter in terms of the CIB Report of the Bangladesh Bank.

Description of Top Executives and Departmental Heads

Name	Age	Position	Educational Qualification	Date of Joining	Experience	Last Five Years' Experience
Mr. Salman Habib	26	Managing Director	Business Management BSc. (Hons.)	01.09.14	4	Serving Regent Textile Mills Ltd. Last 2 years whereas 1 year as Managing Director and 1 year as Deputy Managing Director.
Mr. Mohammed Abdur Rashid	42	Director, Finance & Operations	FCA, FCMA	01.06.12	17	Serving Regent Textile Mills Ltd. Last 3 years; ACS Textile (BD) Limited 7 years, GlaxoSmithKline, BD 2 years and Sanmar Group for 2 years and Aramit Group for 3 years.
Mr. Mohammad Masud Hossain	45	Director, Marketing	MBA	28.11.05	14	Serving Regent Textile Mills Ltd. Last 9 years and before that Young One International for 5 years.
Mr. M.R.H. Sikder	42	Company Secretary	MBA, ITP, ACS	07.12.13	13	Serving Regent Textile Mills Ltd. Last 2 years, before that he served Ananda Group 3 years and Elite Paint & Chemical Industries Ltd for 1.5 years.
Mr. A.K. Bhattacharyya	50	Chief Financial Officer	M.Com CA (CC) ITP	15.07.02	26	Serving Regent Textile Mills Ltd. Last 13 years and before that Arbee Textiles Limited for 13 years.
Mr. Sk. Md. Jan-E-Alam	52	Head of Internal Audit	M. Com (Accounting) CA-Professional Level-3	10.06.09	27	Serving Regent Textile Mills Ltd. Last 6 years and before that Uttara Group of Companies for 10 years
Mr. S.M. Abdur Rahman	38	G.M., Operation	B.Sc. in Textile Technology	20.09.06	14	Serving Regent Textile Mills Ltd. Last 8 years.
Mr. Md. Saiful Islam	49	G.M., Marketing	B.Com	10.07.99	19	Serving Regent Textile Mills Ltd. Last 15 years.
Mr. Ghulam Abbas	50	G.M., Weaving	B.Sc. in Textile Technology	06.07.13	23	Serving Regent Textile Mills Ltd. last 2 years. Before that he served 4 years in Monno Fabrics Ltd.
Mr. Md. Anwar Sadat Siddiqi	44	G.M., Admin, HR & Compliance	M.S.S. (Eco)	25.03.12	22	Serving Regent Textile Mills Ltd. last 3 years. Before that he served 4 years in Greebee (Bangladesh) Ltd.
Mr. Joydip Das Gupta	41	G.M., Marketing	MBA	03.06.02	16	Serving Regent Textile Mills Ltd. Last 12 year.
Mr. Zahid Uddin Ahmad Chowdhury	36	Head of SCM	MSS (Eco) CA (CC)	11.01.14	9	Serving Regent Textile Mills Ltd. Last 2 years, before that he served ACS Textile Miles Ltd. For 5 years
Mr. Md. Iqbal Hossain	57	D.G.M., E & E	B.Sc.(Electrical & Electronics)	28.11.06	31	Serving Regent Textile Mills Ltd. Last 8 years.

Involvement of Directors and Officers in Certain Legal Proceedings

No director or officer of Regent Textile Mills Ltd was involved in any of the following types of legal proceedings in the last 10 (Ten) years:

- Any bankruptcy petition filed by or against any company of which any officer or director of the issuer company filing the prospectus was a director, officer or partner at the time of the bankruptcy.
- Any conviction of director, officer in a criminal proceeding or any criminal proceeding pending against him.
- Any order, judgment or decree of any court of competent jurisdiction against any director, officer permanently or temporarily enjoining, barring, suspending or otherwise limiting the involvement of any director or officer in any type of business, securities or banking activities.
- Any order of the Bangladesh Securities and Exchange Commission, or other regulatory authority or foreign financial regulatory authority, suspending or otherwise limiting the involvement of any director or officer in any type of business, securities or banking activities.

Certain Relationship and Related Transactions

The auditor has certified the following related party transactions which were made in accordance with **BAS-24, which is as follows:**

Name of the Party	Relationship with Company	Nature of Transaction	Transacted Amount in BDT	
			2014	2013
Regent Spinning Mills Limited	Common Director	Supply of Yarn	(1,812,641)	(537,072)
Regent Fabrics Limited	Common Director	Servicing of Fabric	73,605,357	109,543,351
		Short Term Loan		
Regent Weaving Limited	Common Director	Servicing of Fabric	3,230,532	33,374,997
		Short Term Loan		
Anowara Fashions Limited	Common Director	Readymade Garments	56,028,789	23,817,456
Legacy Fashion Limited	Common Director	Readymade Garments	26,553,228	41,410,046
Siam's Superiors Limited	Common Director	Readymade Garments	5,722,483	14,487,925
Valiant Fashion Limited	Common Director	Readymade Garments	19,937,717	4,320,108
Diamond Cement Limited	Common Director	Supply of Cement	(5,341,499)	(5,200,124)
Habib Sons	Common Director	Supply of Chemical	1,000,000	903,440
Directors	Key Management Personnel	Remuneration, Board Meeting Fees and Office Rent	1,519,000	864,000

Except the above transactions and employee benefits the Company neither entered into any transaction nor proposed any transaction during the last 02 (two) years between the issuer and any of the following persons:

- Any Director or Executive officer of the issuer.
- Any director or officer.
- Any person owning 5% or more of the outstanding share of the issuer.
- Any member of the immediate family (including spouse, parents, brothers, sisters, children, and in-laws) of any of the above persons.
- Any transaction or arrangement entered into by the issuer or its subsidiary for a person who is currently a Director or in any way connected with a Director of either the issuer company or any of its subsidiaries/holding company or associate concerns, or who was a Director or connected in any way with a Director at any time during the last three years prior to the issuance of the prospectus.
- The company did not take or give any loan from or to any Director or any person connected with any Director nor did any Director or any person connected with any Director except Loan to Director, Mr. Md. Yasin Ali which is disclosed in related party transaction note 32.
- Any director holding any position, apart from being a director in the issuer company, in any company, society, trust, organization, or proprietorship or partnership firm is already disclosed in involvement of directors with other organizations
- There were no facilities whether pecuniary or non-pecuniary enjoyed by the Directors except salary as mentioned in executive compensation part of the prospectus.

Executive Compensation

a) Remuneration paid to Top Five Salaried officers:

Remuneration paid to top five salaried officers of Regent Textile Mills Limited during last accounting years:

#	Name	Designation	2014	2013
1	Mr. Salman Habib	Managing Director	1,200,000.00	600,000.00
2	Mr. Mohammed Abdur Rashid	Director (Finance & Operations)	2,640,000.00	2,400,000.00
3	Mr. Mohammad Masud Hossain	Director (Marketing)	1,800,000.00	1,620,000.00
4	Mr. A.K. Bhattacharyya	Chief Financial Officer	2,109,000.00	1,809,000.00
5	Mr. S.M. Abdur Rahman	G M (Production)	2,700,000.00	2,460,000.00

b) Aggregate amount of Remuneration paid to Directors and Officers:

Particular	Nature of Payments	2014	2013
Directors	Board Meeting Fees	79,000	24,000
Directors	Remuneration	1,200,000	600,000
Executives & Employees	Salary, Festival Bonus & Other Allowance	6,960,000	6,720,000

c) Remuneration paid to any Director who was not an Officer of the Company:

The company does not pay any remuneration to any director who was not an officer of the company during the last accounting year.

d) Contract for payment of future compensation:

The Company has no contract with any Director/Officer for providing the payment of future compensation.

e) Pay Increase Intention:

There is no material commitment for increase in the pay structure of the employees. However, the company provides annual increment to the employees considering business growth, rate of inflation, performance of the individual's etc.

Options granted to Directors, Officers and Employees

The Company has not offered any option for issue of shares to any of the officers, directors and employees or to any outsiders.

Transaction with the Directors and Subscribers to the Memorandum

Benefit from the Company

The Directors and subscribers to the memorandum of Association have not received any benefit except remuneration directly or indirectly, loan and share money deposited during the last five years.

#	Name	Description	2014	2013	2012	2011	2010
1	Md. Yakub Ali	Remuneration	-	-	-	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	23,210,500
2	Md. Mahabub Ali	Remuneration	-	-	-	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	23,333,400
3	Md. Yasin Ali	Remuneration	-	-	-	-	-
		Loan	-	-	84,537,382	-	-
		Share Money Deposit	-	-	-	-	23,333,400
4	Anjumanara Begum	Remuneration	-	-	-	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	11,605,300

5	Amina Mahabub	Remuneration	-	-	-	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	11,666,600
6	Salma Yasin	Remuneration	-	-	-	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	11,666,600
7	Mashruf Habib	Remuneration	-	-	270,000	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	184,200
8	Tanvir Habib	Remuneration	-	-	-	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	-
9	Tanima Mahabub	Remuneration	-	-	-	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	-
10	Sarfinaz Mahabub	Remuneration	-	-	-	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	-
10	Salman Habib	Remuneration	1,200,000	600,000	-	-	-
		Loan	-	-	-	-	-
		Share Money Deposit	-	-	-	-	-
	Total		1,200,000	600,000	84,807,382	-	105,000,000

Directors and Subscribers' assets to the Company:

Directors and subscribers to the memorandum have not transferred any asset to the Company. Besides, the issuer has not received any assets, services or other consideration from its directors and subscribers to the memorandum except fund against allotment of shares, rent and advance to director.

However, investors are suggested to see section Material Commitment of Capital Expenditure for further reference.

Net Tangible Assets per Share

The financial calculations presented below are from the audited accounts of 31/12/2014

Particulars	Amount (BDT)
Ordinary Equity Share Capital	600,000,000
Retained Earnings	420,301,405
Revaluation Surplus	996,636,643
Total Shareholder's Equity (31-12-2014)	2,016,938,048
Number of Ordinary Shares outstanding	60,000,000
Net Tangible Assets per share	33.62

Ownership of the Company's Securities

Shareholding Structure

#	Name of Shareholder	Address	Number of Shares Held	Amount (BDT)	Shareholding Percentage (%)	% of Shareholding After IPO
1	Mr. Md. Yakub Ali	14, Palm Palace, Joynagar 01,Chawkbazar, Kotowali, Chittagong	13,263,156	132,631,560	22.11%	12.06%
2	Mr. Md. Yasin Ali		13,333,380	133,333,800	22.22%	12.12%
3	Mrs. Anjumanara Begum		3,556,848	35,568,480	5.93%	3.23%
4	Mrs. Amina Mahabub		8,333,256	83,332,560	13.89%	7.58%
5	Mrs. Salma Yasin		3,486,636	34,866,360	5.81%	3.17%
6	Mr. Mashruf Habib		3,180,000	31,800,000	5.30%	2.89%
7	Mr. Tanvir Habib		5,833,356	58,333,560	9.72%	5.30%
8	Mrs. Tanima Mahabub		2,916,684	29,166,840	4.86%	2.65%
9	Ms. Sarfinaz Mahabub		2,916,684	29,166,840	4.86%	2.65%
10	Mr. Salman Habib		3,180,000	31,800,000	5.30%	2.89%
Total			60,000,000	600,000,000	100.00%	54.55%

*All the above shares are purchased by shareholders from the company/other shareholders except:

#	Name of the Shareholder	Transmission/Transfer
1	Mr. Tanvir Habib	Received after transmission of shares from late Md. Mahub Ali
2	Mrs. Tanima Mahabub	Received after transmission of shares from late Md. Mahub Ali
3	Ms. Sarfinaz Mahabub	Received after transmission of shares from late Md. Mahub Ali
4	Mr. Mashruf Habib	Transferred from Mrs. Anjumanara Begum
5	Mr. Salman Habib	Transferred from Mrs. Salma Yasin

Shareholding of 5% or more of the Company's Securities:

#	Name of Shareholder	Address	Number of Shares Held	Amount (BDT)	Shareholding Percentage (%)	% of Shareholding After IPO
1	Mr. Md. Yakub Ali	14, Palm Palace, Joynagar 01, Chawkbazar, Kotowali, Chittagong	13,263,156	132,631,560	22.11%	12.06%
2	Mr. Md. Yasin Ali		13,333,380	133,333,800	22.22%	12.12%
3	Mrs. Anjumanara Begum		3,556,848	35,568,480	5.93%	3.23%
4	Mrs. Amina Mahabub		8,333,256	83,332,560	13.89%	7.58%
5	Mrs. Salma Yasin		3,486,636	34,866,360	5.81%	3.17%
6	Mr. Mashruf Habib		3,180,000	31,800,000	5.30%	2.89%
7	Mr. Tanvir Habib		5,833,356	58,333,560	9.72%	5.30%
8	Mr. Salman Habib		3,180,000	31,800,000	5.30%	2.89%
Total					90.28%	49.24%

Securities of the Company owned by the Directors and top ten salaried Officers

i) Securities Owned by Directors:

#	Name of Shareholder	Address	Number of Shares Held	Amount (BDT)	Shareholding Percentage (%)	% of Shareholding After IPO
1	Mr. Md. Yakub Ali	14, Palm Palace, Joynagar 01, Chawkbazar,	13,263,156	132,631,560	22.11%	12.06%
2	Mr. Md. Yasin Ali		13,333,380	133,333,800	22.22%	12.12%
3	Mr. Mashruf		3,180,000	31,800,000	5.30%	2.89%

	Habib	Kotowali, Chittagong				
4	Mr. Tanvir Habib		5,833,356	58,333,560	9.72%	5.30%
5	Mr. Salman Habib		3,180,000	31,800,000	5.30%	2.89%
Total				64.65%	35.26%	

ii) Securities Owned by Top Ten Salaried Officers:

#	Name of Shareholder	Address	Number of Shares Held	Amount (BDT)	Shareholding Percentage (%)	% of Shareholding After IPO
1	Mr. Salman Habib	14, Palm Palace, Joynagar 01, Chawkbazar, Kotowali, Chittagong	3,180,000	31,800,000	5.30%	2.89%

FEATURES OF IPO

Section: IX

Determination of Offering Price

The Issue Price is determined by the Company in consultation with the Issue Manager on the basis of assessment of market demand and on the basis of qualitative and quantitative factors for the Shares/Securities offered by the Company. The face value of the shares is BDT 10. The financial data presented in this section are based on our Company's Audited Financial Statements. Investors should also be referred to the sections titled 'Risk Factors' and 'Plan of Operation & Discussion of Financial Conditions' of this Prospectus in order to make an informed investment decision.

The issue price at Tk. 25 each including a premium of Tk. 15 per share is justified as under:

Valuation under Different Methods as prescribed in Clause No. 16(b) of Securities and Exchange Commission (Public Issue) Rules, 2006		
Methods Followed		Amount (BDT)
Method 1 :	Net Asset Value per share at current cost	33.62
Method 2 :	Historical earnings based Value per Share based on weighted average Number of Shares Outstanding	30.77

METHOD 1: VALUATION BASED ON NET ASSET VALUE (NAV) PER SHARE AT CURRENT COST

NAV per share is based on the information of the latest audited financial statements as on December 31, 2014. NAV per share at current costs is **Tk. 33.62** which has been derived by dividing the Total Shareholders' Equity at the year-end considering revaluation surplus by the number of outstanding shares before IPO as shown in the table below:

Particulars	Amount (BDT)
Share Capital	600,000,000
Revaluation Surplus*	996,636,643
Retained Earnings	420,301,405
Total Shareholder's Equity	2,016,938,048
Number of Ordinary Shares outstanding (as on December 31, 2014)	60,000,000
Net Asset Value per share at current cost	33.62

*Regent Textile Mills Limited made revaluation in year 2011 to arrive at a fair market value of assets under revaluation.

METHOD 2: EARNINGS BASED VALUE PER SHARE BASED ON WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING

Earning-based-value per share based on historical information sourced from audited financial statements and statistics from Dhaka Stock Exchange Limited (DSE). The value was calculated by considering weighted net profit after tax for last 5 (five) years as per audited financial statements and market earnings multiple. The weighted average Earnings per share (EPS) is BDT 2.61 and the three months average DSE Market P/E is 11.81. Therefore, Earning-based-value per share has been derived as BDT 30.77.

Historical Earnings Based Value Per Share (EBVPS) Based on weighted average No. of Shares Outstanding				
Year (Ended on December 31)	Number of Shares	Weight of Total Number of Shares	Net Profit After Tax (BDT)	Weighted Net Profit After Tax(BDT)
2010	9,500,000	0.05	101,070,196	4,583,135
2011	30,000,000	0.14	189,980,329	27,204,820
2012	50,000,000	0.24	133,270,100	31,806,706
2013	60,000,000	0.29	174,906,173	50,092,460
2014	60,000,000	0.29	148,885,948	42,640,367
Total	209,500,000	1.00	748,112,746	156,327,489

No. of Shares before IPO	60,000,000
EPS based on Weighted Average of Net Profit After Tax	2.61
Market Earnings Multiple	11.81
Price per share (BDT)	30.77

***Calculation of Relevant P/E Multiple:**

Month	Market P/E	Sector P/E (Textile)
May, 2015	15.68	11.22
June, 2015	15.90	11.90
July, 2015	16.71	12.31
Average P/E Multiple	16.10	11.81
Relevant P/E Multiple: Lower value of last three months average P/E of Market and Textile Sector		11.81

Source: DSE Monthly Review, May 2015, Vol. 30, No. 05, June 2015, Vol. 30, No. 06 and July 2015, Vol. 30, No. 07

Offer Price

Based on the above-mentioned valuation methodologies, as per Securities and Exchange Commission (Public Issue) Rules 2006, the management of the company in consultation with the Issue Manager has set the issue price at **BDT 25.00** including a premium of BDT. 15.00 per share.

Market for the Securities being offered

The issuer shall apply to



Dhaka Stock Exchange Limited (DSE)
9/F, Motijheel C/A, Dhaka - 1000.



Chittagong Stock Exchange Limited (CSE)
CSE Building, 1080 Sheikh Mujib Road, Chittagong

Within 7 (Seven) working days from the date of consent accorded by the Commission to issue prospectus.

Declaration about Listing of Shares with Stock Exchange(s)

None of the stock exchange(s), if for any reason, grants listing within seventy five (75) days from the closure of subscription, any allotment in terms of this prospectus shall be void and the company shall refund the subscription money within fifteen days from the date of refusal for listing by the stock exchanges, or from the date of expiry of the said seventy five (75) days, as the case may be.

In case of non-refund of the subscription money within the aforesaid fifteen (15) days, the company's directors, in addition to the issuer company, shall be collectively and severally liable for refund of the subscription money, with interest at the rate of 2% (Two Percent) per month above the bank rate, to the subscribers concerned.

The Issue Manager, in addition to the Issuer Company, shall ensure due compliance of the above mentioned conditions and submit compliance report, thereon, to the Commission within seven (7) days of expiry of the aforesaid fifteen (15) days time period allowed for refund of the subscription money.

Trading and Settlement

Trading and settlement regulation of the stock exchanges shall apply in respect of trading and settlement of the shares of the Company.

The issue shall be placed in "N" Category with DSE and CSE.

Description of Securities Outstanding or being offered

Dividend, Voting, Preemption Rights

The share capital of the company is divided into Ordinary Shares, carrying equal rights to vote and receive dividend in terms of the relevant provisions of the Companies Act 1994 and the Articles of Association of the company. All Shareholders shall have the usual voting right in person or by proxy in connection with, among others, election of Directors & Auditors and other usual agenda of General Meeting – Ordinary or Extra Ordinary. On a show of hand, every shareholder present in person and every duly authorized representative of a shareholder present at a General Meeting shall have one vote and on a poll every shareholder present in person or by proxy shall have one vote for every share held by him or her.

In case of any additional issue of shares for raising further capital, the existing shareholders shall be entitled to Issue of Right shares in terms of the guidelines issued by the Bangladesh Securities and Exchange Commission from time to time

Conversion and Liquidation Rights

In terms of the provisions of the Companies Act 1994, Articles of Association of the Company and other relevant rules in force, the shares of the Company are freely transferable. The Company shall not charge any fee for registering transfer of shares. No transfer shall be made to a firm, an infant or person of unsound mind.

Dividend Policy

- a) The profit of the company, subject to any special right relating thereto created or authorized to be created by the Memorandum of Association and subject to the provisions of the Articles of Association, shall be divisible among the members in proportion to the capital paid-up on the shares held by them respectively.

- b) No larger dividend shall be declared than is recommended by the Directors, but the Company in its General Meeting may declare a smaller dividend. The declaration of Directors as to the amount of Net Profit of the Company shall be conclusive.
- c) No dividend shall be payable except out of profits of the Company or any other undistributed profits. Dividend shall not carry interest as against the Company.
- d) The Directors may from time to time pay the members such interim dividend as in their judgment the financial position of the Company may justify.
- e) A transfer of shares shall not pass the right to any dividend declared thereon before the registration of transfer.
- f) There is no limitation on the payment of dividends to the common stockholders of the Company.

Other Rights of Shareholders

In terms of provisions of the Companies Act 1994, Articles of Association of the Company and other relevant rules in force, the shares of the Company are transferable. The Company shall not charge any fee, other than Government duties for registering transfer of shares. No transfer shall be made to a minor or person of unsound mind.

The Directors shall present the financial statements as required under the law & International Accounting Standard. Financial statements will be prepared in accordance with the International Accounting Standards consistently applied throughout the subsequent periods and present with the objects of providing maximum disclosure as per law and International Accounting Standard to the shareholders regarding the financial and operational position of the company.

The shareholders shall have the right to receive all periodical statement and reports, audited as well as unaudited, published by the company from time to time. The shareholder holding minimum of 10% shares of paid-up capital of the company shall have the right to requisition Extra-Ordinary General Meeting of the company as provided under Section 84 of the Companies Act, 1994.

Debt Securities

The Company has not issued or planning to issue any debt securities within six months.

SUBSCRIPTION AND MARKET

Section: X

Lock-in Provision

All issued shares of the issuer at the time of according consent to public offering shall be subject to a lock-in period of 3 (Three) years from the date of issuance of prospectus or commercial operation, whichever comes later.

Provided that the persons, other than directors and those who hold 5% or more, who have subscribed to the shares of the Company within immediately preceding 2 (Two) years of according consent, shall be subject to a lock-in period of 1 (One) year from the date of issuance of prospectus or commercial operation, whichever comes later.

The following table indicates the lock-in status of the shareholders of Regent Textile Mills Limited:

Name of Shareholder	Status	No. of Shares Subscribed	Shareholding Percentage (%)	Lock-in Period from the Date of Issuance of Prospectus *
Mr. Md. Yakub Ali	Chairman	13,263,156	22.11%	3 years
Mr. Md. Yasin Ali	Director	13,333,380	22.22%	3 years
Mrs. Anjumanara Begum	Shareholder	3,556,848	5.93%	3 years
Mrs. Amina Mahabub	Shareholder	8,333,256	13.89%	3 years
Mrs. Salma Yasin	Shareholder	3,486,636	5.81%	3 years
Mr. Mashruf Habib	Director	3,180,000	5.30%	3 years
Mr. Tanvir Habib	Director	5,833,356	9.72%	3 years
Mrs. Tanima Mahabub	Shareholder	2,916,684	4.86%	3 years
Ms. Sarfinaz Mahabub	Shareholder	2,916,684	4.86%	3 years
Mr. Salman Habib	Managing Director	3,180,000	5.30%	3 years

***Lock-in Period starts from the date of publication of Abridged Version of Prospectus i.e. September 17, 2015.**

Subscription by and refund to Non-Resident Bangladeshi (NRB)

1. Non-resident Bangladeshi (NRB) and Foreign applicants shall submit bank drafts (FDD), issued in favor of the Issuer for an amount equivalent to the application money, with their application to the concerned Stockbroker/Merchant Banker. A Non-resident Bangladeshi (NRB) and Foreign applicant may also submit a single draft against 02(two) applications made by him/her, i.e. one in his/her own name and the other jointly with another person. The draft (FDD) shall be issued by the Bank where the applicant maintains NITA/Foreign Currency account debiting the same account. No banker shall issue more than two drafts from any NITA/Foreign Currency account for any public issue. At the same time, the applicant shall make the service charge available in respective customer account maintained with the Stockbroker/Merchant Banker.
2. The bank drafts (FDD) shall be issued considering TT Clean exchange rate of Sonali Bank Ltd. on the date of publication of abridged version of prospectus.
3. The Stockbroker/Merchant Banker shall send the bank drafts (FDD) received from Non-resident Bangladeshi (NRB) and Foreign applicants to the Exchanges.
4. The Exchanges shall provide the Issuer with the information received from the Stockbroker/Merchant Bankers, the drafts submitted by Non-resident Bangladeshi (NRB) and Foreign applicants and the list containing the draft information.
5. All drafts submitted by NRB or Foreign applicants shall be deposited in the Issuer's respective 'Escrow' accounts and refund shall be made by the Issuer by refund warrants through concerned stockbroker or merchant banker or transfer to the applicant's bank account through banking channel within 10 (ten) working days from the date of lottery.

Availability of Securities

1. Shares

Securities		Number of shares	Total Amount BDT
A.	20% of IPO of Ordinary Shares shall be reserved for affected small investors. (ক্ষতিগ্রস্ত ক্ষুদ্র বিনিয়োগকারী)	10,000,000	250,000,000
B	10% of IPO of Ordinary Shares shall be reserved for Non- Resident Bangladeshis.	5,000,000	125,000,000
C.	10% of IPO of Ordinary Shares shall be reserved for Mutual funds and Collective Investment schemes registered with the Commission.	5,000,000	125,000,000
D.	The remaining 60% of IPO of Ordinary Shares shall be opened for subscription by the General Public.	30,000,000	750,000,000
Total (A+B+C+D)		50,000,000	1,250,000,000

- All securities as stated in clause A, B, C and D shall be offered for subscription and subsequent allotment by the issuer, subject to any restriction, which may be imposed, from time to time, by the Bangladesh Securities and Exchange Commission.
- In case of over-subscription under any of the categories mentioned in the clause A, B, C and D, the Issue Manager shall conduct an open lottery of all the applications received under each category separately in accordance with the letter of consent issued by the Bangladesh Securities and Exchange Commission.
- In case of under-subscription under any of the 20% and 10% category as mentioned in clause A, B and C, the unsubscribed portion shall be added to the general public category, and, if after such addition there is oversubscription in the general public category the issuer and the issue manager shall jointly conduct an open lottery of all the applicants added together.
- In case of under-subscription of the public offering, the unsubscribed portion of shares shall be taken up by the underwriter(s).
- The lottery as stated in clause 3 and 4 should be conducted in the presence of the representatives of Issuer, Stock Exchange(s) and the applicants, if there be any.

Application for Subscription

- Application/buy instruction for shares may be made for a minimum lot for **200** Ordinary shares to the value of **Taka 5,000/- (Five Thousand Only)**. Prospectus may be obtained from the registered office of the Company, Issue Manager, Underwriters and Stock Exchanges. Application/buy instruction must not be for less than **200** shares. Any application/buy instruction not meeting this criterion will not be considered for allotment purpose.
- An applicant for public issue of securities shall submit application/buy instruction to the Stockbroker/ Merchant Banker where the applicant maintains customer account, within the cut-off date (i.e. subscription closing date).
- The application/buy instruction may be submitted in prescribed paper or electronic form, which shall contain the Customer ID, Name, BO Account Number, Number of Securities applied for, Total Amount and Category of the Applicant.
- Application/buy instruction must be in full name of individuals or limited companies or trusts or societies and not in the name of firms, minors or persons of unsound mind. Application/buy instruction from insurance, financial and market intermediary companies and limited companies must be accompanied by Memorandum and Articles of Association.
- An applicant cannot submit more than two applications, one in his/her own name and the other jointly with another person. In case an applicant makes more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, 15% (fifteen) of the application money will be forfeited by the Commission and the balance amount will be refunded to the applicant.**

6. The applicants who have applied for more than two applications using same bank account, their application will not be considered for lottery and the Commission will forfeit 15% of their subscription money too.
7. **Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information in the application shall make the application liable to rejection and subject to forfeiture of 25% of the application money and/or forfeiture of share (unit) before or after issuance of the same by the issuer. The said forfeited application money or share (unit) will be deposited in account of the Bangladesh Securities and Exchange Commission (BSEC). This is in addition to any other penalties as may be provided for by the law.**
8. An IPO applicant shall ensure his/her BO account remains operational till the process of IPO (including securities allotment or refund of IPO application/buy instruction) is completed. If any BO account mentioned in the application/buy instruction is found closed, the allotted security may be forfeited by BSEC.
9. Bangladeshi Nationals (including non-resident Bangladeshi Nationals working abroad) and Foreign Nationals shall be entitled to apply for shares.
10. Non-resident Bangladeshi (NRB) and Foreign applicants shall submit bank drafts (FDD), issued in favor of the Issuer for an amount equivalent to the application money, with their application to the concerned Stockbroker/Merchant Banker. A Non-resident Bangladeshi (NRB) and Foreign applicant may also submit a single draft against 02(two) applications made by him/her, i.e. one in his/her own name and the other jointly with another person. The draft (FDD) shall be issued by the Bank where the applicant maintains NITA/Foreign Currency account debiting the same account. No banker shall issue more than two drafts from any NITA/Foreign Currency account for any public issue. At the same time, the applicant shall make the service charge available in respective customer account maintained with the Stockbroker/Merchant Banker.
11. The bank drafts (FDD) shall be issued considering TT Clean exchange rate of Sonali Bank Ltd. on the date of publication of abridged version of prospectus.
12. The IPO subscription money collected from successful applicants (other than NRB applicants) by the Stockbrokers/Merchant Bankers will be remitted to the Company's **interest bearing A/C No. 1101202834712001 with BRAC Bank Limited, Agrabad Branch, Chittagong, Bangladesh** for this purpose.
13. The IPO subscription money collected from successful NRB applicants in US Dollar or UK Pound Sterling or EURO shall be deposited to three FC accounts opened by the Company for IPO purpose are as follows:

#	Name of the FC Accounts	Currency	Account No.	Bank
1.	Regent Textile Mills Limited	US Dollar	1101202834712002	BRAC Bank Limited
2.	Regent Textile Mills Limited	GB Pound	1101202834712004	BRAC Bank Limited
3.	Regent Textile Mills Limited	EURO	1101202834712003	BRAC Bank Limited

14. তালিকাভুক্ত ক্ষতিগ্রস্ত ক্ষুদ্র বিনিয়োগকারীগণ সকল পাবলিক ইস্যুতে একক অথবা যৌথ হিসাবের যে কোনটি অথবা উভয়টি হতে সংরচিত ২০% কোটায় আবেদন করতে পারবেন। তবে তারা ইচ্ছা করলে ক্ষতিগ্রস্ত সংরচিত ২০% কোটায় আবেদন না করে সাধারণ বিনিয়োগকারীদের জন্য নির্ধারিত কোটায়ও আবেদন করতে পারবেন।

APPLICATIONS NOT IN CONFORMITY WITH THE ABOVE REQUIREMENTS ARE LIABLE TO BE REJECTED.

PLAN OF DISTRIBUTION

Section: XI

Underwriting of Shares

Initial Public Offering (IPO) is for 50,000,000 Ordinary Shares of Tk. 10 each at a price of Tk. 25 each including a premium of Tk. 15 each total amounting Tk. 1,250,000,000/- (Taka One Hundred Twenty Five Crore only). As per guideline of the Securities and Exchange Commission (Public Issue) Rules, 2006, 50% of the issue has to be underwritten on a firm commitment basis by the following underwriters:

#	Name of Underwriters	Number of Shares Underwritten	Underwriting Amount (BDT)
1.	LankaBangla Investments Limited	20,000,000	500,000,000
2.	Citizen Securities & Investment Limited	1,000,000	25,000,000
3.	First Security Islami Capital & Investment Ltd	1,000,000	25,000,000
4.	GSP Investments Limited	1,000,000	25,000,000
5.	First Securities Services Limited	1,000,000	25,000,000
6.	EBL Investments Limited	1,000,000	25,000,000
Total		25,000,000	625,000,000

Principal terms and conditions of Underwriting Agreement

1. If and to the extent that the shares offered to the public by a Prospectus authorized hereunder shall not have been subscribed and paid for in cash in full by the closing date, the Company shall within 10 (Ten) days of the closure of subscription call upon the underwriter in writing with a copy of said writing to the Bangladesh Securities and Exchange Commission, to subscribe for the shares not subscribed by the closing date and to pay for in cash in full for such unsubscribed shares in cash in full within 15 (Fifteen) days of the date of said notice and the said amount shall have to be credited into shares subscription account within the said period.
2. If payment is made by Cheque/Bank Draft by the underwriter it will be deemed that the underwriter has not fulfilled his obligation towards his underwriting commitment under the Agreement, until such time as the Cheque/Bank Draft has been en-cashed and the Company's account credited.
3. In any case within 7 (seven) days after the expiry of the aforesaid 15 (fifteen) days, the Company shall send proof of subscription and payment by the underwriter to the Commission.
4. In the case of failure by the underwriter to pay for the shares under the terms mentioned above, the said Underwriter will not be eligible to underwrite any issue, until such time the underwriter fulfills the underwriting commitment under the Agreement and also other penalties as may be determined by the Commission may be imposed on the underwriter.
5. In case of failure by any underwriter to pay for the shares within the stipulated time, the Company/Issuer will be under no obligation to pay any underwriting commission under the Agreement.
6. In case of failure by the Company to call upon the underwriter for the aforementioned purpose within the stipulated time, the Company and its Directors shall individually and collectively be held responsible for the consequence and/or penalties as determined by the Bangladesh Securities and Exchange Commission under the law may be imposed on them.

Commission for the Underwriters

The company shall pay to the underwriter an underwriting commission at the rate of **0.60%** of 50% of the public offering amount of the issue value of shares underwritten by them out of the Public Issue.

Right of Underwriters on Company's Board

Underwriters have not acquired any right to have their representatives in the Board of Directors of the Company.

OFFICER OR DIRECTOR OF THE UNDERWRITER(S) ACTING AS DIRECTOR OF THE COMPANY

At present, no Officer or Director of the Underwriter(s) is engaged as the Director of the Company.

Allotment

The company reserves the right of accepting any application, either in whole, or in part. Within 02 (two) working days of conducting lottery, the Issuer shall issue allotment letters in the names of successful applicants in electronic format with digital signatures and send those to respective Stock Exchange in electronic form. On

the next working day, Stock Exchanges shall distribute the information and allotment letters to the Stockbroker/Merchant Bankers concerned in electronic format. The Stockbrokers/Merchant Bankers shall inform the successful applicants about allotment of securities.

MATERIAL CONTRACTS AND OTHERS

Section: XII

Material Contracts

The following are material contracts in the ordinary course of business, which have been entered into by the Company:

- a. Underwriting Agreements between the Company and the Underwriters.
- b. Issue Management Agreement between the Company and LankaBangla Investments Limited.
- c. Contract between the Company and the Central Depository Bangladesh Limited (CDBL).
- d. Credit Rating Agreement between the Company and Credit Rating Information and Services Limited (CRISL).

Copies of the aforementioned contracts and documents and a copy of Memorandum and Articles of Association of the Company and the Consent order from the Bangladesh Securities and Exchange Commission may be inspected on any working day during office hours at the Company's Registered Office.

Manager to the Issue

LankaBangla Investments Limited, Eunoos Trade Center, Level - 21, 52-53, Dilkusha C/A, Dhaka - 1000 is acting as the Manager to the Issue.

The Issue Management Fee for the IPO shall be BDT 2,000,000.00.

CORPORATE DIRECTORY
Section: XIII

Registered & Corporate Office	HG Tower, 1182 Jubilee Road, Chittagong 4000, Bangladesh
Factory Address	East Kalurghat, Charkhidirpur, Bandar, Chittagong, Bangladesh
Auditor	Hoda Vasi Chowdhury & Co. Chartered Accountants Delwar Bhaban (4th Floor), 104, Agrabad C/A, Chittagong-4100, Bangladesh.
Corporate Advisor	Mr. Gopal Bijoy Sinha, FCA Partner, Mohammed Shahidullah & Co. Chartered Accountants A.R Tower (3 rd Floor), 229/A, Sadar Ghat Road, Chittagong
Legal Advisor	Mr. Omar Sadat Barrister-at-Law Advocate, Supreme Court of Bangladesh. House No. 28, (GF), Road no. 23, Gulshan 01, Dhaka.
Tax Consultant	Mr. Md. Abul Kalam Azad 40, Momin Road, Chittagong
Manager to the Issue	LankaBangla Investments Limited Eunoos Trade Centre (Level # 21), 52-53, Dilkusha C/A., Dhaka - 1000
Company Secretary and Compliance Officer	Mr. M.R.H. Sikder, MBA, ITP, ACS HG Tower, 1182 Jubilee Road, Chittagong 4000, Bangladesh
Lead Banker for IPO	BRAC Bank Limited

All investors are hereby informed by the Company that the Company Secretary would be designated as Compliance Officer who will monitor the compliance of the Acts, and rules, regulations, notification, guidelines, conditions, orders/directions etc. issue by the Commission and/or stock exchange(s) applicable to the conduct of the business activities of the Company so as to promote the interest of the investors in the security issued by the Company, and for redressing investors' grievances.

**AUDITORS' REPORT TO THE SHAREHOLDERS OF REGENT TEXTILE MILLS LIMITED
FOR THE YEAR 2013**

Section: XIV

AUDITOR'S REPORT TO THE SHAREHOLDERS OF REGENT TEXTILE MILLS LIMITED

We have audited the accompanying financial statements of REGENT TEXTILE MILLS LIMITED, which comprises the Statement of Financial Position as at 31 December, 2013 and the related Statement of Comprehensive Income, Statement of Cash Flows for the year ended, Statement of changes in Equity and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards (BFRS), the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations. This responsibility includes: designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion:

In our opinion, the Financial Statements prepared in accordance with Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the company's affairs as at 31 December, 2013 and of the results of its operations and its cash flows for the year ended and comply with the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

Further to our opinion in the above paragraph, we state that:

- (i) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- (ii) In our opinion, proper books of account as required by law have been kept by REGENT TEXTILE MILLS LIMITED so far as it appeared from our examination of those books;
- (iii) The Company's Statement of Financial Position and Statement of Comprehensive Income dealt with by the report are in agreement with the books of account and returns.
- (iv) The expenditure incurred was for the purpose of the company's business.

Chittagong, February 16, 2014

Sd/-
Hoda Vasi Chowdhury & Co.
Chartered Accountants

REGENT TEXTILE MILLS LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2013

	Note(s)	31-Dec-2013 Taka	31-Dec-2012 Taka
ASSETS & PROPERTIES			
NON CURRENT ASSETS & PROPERTIES		1,771,479,020	1,638,931,411
Property, Plant and Equipment	4	1,771,479,020	1,638,931,411
CURRENT ASSETS		1,603,938,362	1,069,878,594
Investment	5	55,289,369	45,569,553
Inventories	6	494,358,764	278,907,306
Accounts Receivable	7	694,508,498	484,203,881
Interest Receivables	8	2,367,233	1,756,608
Advances, Deposits and Prepayments	9	263,434,574	256,066,702
Due from Affiliated Companies	10	85,000,000	945,692
Cash and Cash Equivalents	11	8,979,924	2,428,852
TOTAL ASSETS & PROPERTIES		3,375,417,382	2,708,810,005
SHAREHOLDERS' EQUITY & LIABILITIES			
SHAREHOLDERS' EQUITY		1,870,354,067	1,694,636,418
Share Capital	12	600,000,000	500,000,000
Revaluation Surplus	13	1,001,198,106	1,005,999,646
Retained earnings	14	269,155,962	188,636,772
NON CURRENT LIABILITIES		194,384,489	265,225,795
Non current portion of Long Term Loan	16.1	139,276,028	216,890,838
Deferred Tax Liabilities	20.2	55,108,461	48,334,957
CURRENT LIABILITIES		1,310,678,826	748,947,792
Accounts Payable	17	612,803,590	494,743,158
Other Payables	18	65,834,241	33,081,419
Current portion of Long Term Loan	16.1	84,845,289	79,765,485
Short Term Loan	19	533,412,117	130,597,312
Current Tax Liabilities	20.1	13,783,589	10,760,418
TOTAL SHAREHOLDERS' EQUITY & LIABILITIES		3,375,417,382	2,708,810,005
NAV Per Share (Restated)	29.2.1	31.17	28.24
Contingent Liabilities and Commitments	30		

These financial statements should be read in conjunction with the annexed Notes
and were approved by the Board of Directors on 15.02.2014
and were signed on its behalf by:

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

Signed in terms of our separate report of even date annexed

Chittagong, 16.02.2014

Sd/-
CHARTERED ACCOUNTANTS

REGENT TEXTILE MILLS LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2013

	Note(s)	31-Dec-2013 Taka	31-Dec-2012 Taka
Turnover	21	1,722,567,233	1,348,903,633
Cost of Goods Sold	22	(1,332,765,258)	(1,067,220,005)
Gross Profit		389,801,975	281,683,628
Operating Expenses			
Administrative Expenses	23	(44,664,302)	(32,555,527)
Selling and Distribution Expenses	24	(59,678,738)	(42,854,591)
		(104,343,040)	(75,410,118)
Operating Profit		285,458,935	206,273,510
Financial Expenses	25	(83,785,440)	(44,880,196)
Profit before Non-operating Income		201,673,495	161,393,314
Income from Sale of Financial Assets	26	-	(11,130,924)
Other Non-operating Income	27	4,330,024	5,183,796
Profit before Distribution of WPP & WF		206,003,519	155,446,186
Contribution to Workers' Profit Participation & Welfare Fund	18.2.1	(10,540,253)	(8,025,022)
Profit before Tax & Reserve		195,463,266	147,421,164
Provision for Tax			
Current	20.1	(13,783,589)	(10,760,418)
Deferred	20.2	(6,773,504)	(3,390,646)
		(20,557,093)	(14,151,064)
Profit after Tax		174,906,173	133,270,100
Other Comprehensive Income:			
Unrealized Gain/(Loss) on Available-for-sale Financial Assets	5.2	811,477	(10,095,538)
Total Comprehensive Income for the Year		175,717,650	123,174,562
Basic Earnings Per Share (Restated)	29.1.1	2.92	2.22
Diluted Earnings Per Share (Restated)	29.1.2	2.92	2.22

These financial statements should be read in conjunction with the annexed notes
and were approved by the Board of Directors on February 15, 2014
and were signed on its behalf by:

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

Signed in terms of our separate report of even date annexed

Chittagong, 16.02.2014

Sd/-
CHARTERED ACCOUNTANTS

REGENT TEXTILE MILLS LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2013

	<u>Note(s)</u>	31-Dec-2013 Taka	31-Dec-2012 Taka
Cash flows from operating activities			
Cash received from customers	28.1	1,505,095,856	1,074,979,381
Cash paid to supplies	28.2	(1,196,456,106)	(728,756,755)
Cash paid to employees	28.3	(202,474,052)	(161,545,511)
Cash paid for operating expenses	28.4	354,638,986	(72,169,267)
Payment of income tax	28.6	(14,650,614)	(9,162,841)
Payment for WPP&WF	18.2	(8,025,022)	-
Net cash inflow from operating activities (A)		438,129,048	103,345,007
Cash flows from investing activities			
Acquisition of property, plant and equipment	4	(185,783,741)	(65,888,301)
Proceed from sale of property, plant and equipment	28.7	-	4,050,000
Dividend received	28.8	-	333,000
Investment in fixed deposit receipt	5.1	(8,908,340)	149,167
Interest received from fixed deposit receipt	28.9	3,488,859	2,744,951
Net cash outflow from investing activities (B)		(191,203,222)	(58,611,183)
Cash flows from financing activities			
Proceeds from long term loan	16	(72,535,006)	949,317
Cash paid to affiliated companies	28.5	(84,054,308)	
Cash payment for financial expenses	28.10	(83,785,440)	(44,880,196)
Net cash inflow/(outflow) from financing activities (C)		(240,374,754)	(43,930,879)
Net increase of cash and cash equivalents for the year (A+B+C)		6,551,072	802,945
Cash and cash equivalents at the beginning of the year		2,428,852	1,625,907
Cash and cash equivalents at the end of the year		8,979,924	2,428,852
Net Operating Cash Flow Per Share (Restated)	29.3	7.30	1.72

These financial statements should be read in conjunction with the annexed Notes
and were approved by the Board of Directors on 15.02.2014
and were signed on its behalf by:

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

Chittagong,

Sd/-
CHARTERED ACCOUNTANTS

REGENT TEXTILE MILLS LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2013

Amount in Taka

Particulars	Share Capital	Share Money Deposit	Revaluation Reserve	Tax Holiday Reserve	Retained Earnings	Total Equity
Balance as on 01.01.2013	500,000,000	-	1,005,999,646	-	188,636,772	1,694,636,419
Adjustment	-	-	-	-	-	-
Balance as on 01.01.2013	500,000,000	-	1,005,999,646	-	188,636,772	1,694,636,419
Capital Issued	-	-	-	-	-	-
Revaluation Surplus	-	-	-	-	-	-
Revaluation Surplus realized	-	-	(4,801,540)	-	4,801,540	-
Net Profit after Tax	-	-	-	-	174,906,173	174,906,173
Unrealized Gain on Available-for-sale Financial Assets	-	-	-	-	811,477	811,477
Issuance of Bonus Share	100,000,000	-	-	-	(100,000,000)	-
	100,000,000	-	(4,801,540)	-	80,519,189	175,717,649
Balance as at 31.12.2013	600,000,000	-	1,001,198,106	-	269,155,962	1,870,354,068
Balance as on 01.01.2012	300,000,000	-	1,126,902,880	3,920,507	231,288,008	1,662,111,395
Adjustment	-	-	-	-	25,199,442	25,199,442
Balance as on 01.01.2012	300,000,000	-	1,126,902,880	3,920,507	256,487,450	1,687,310,837
Capital Issued	-	-	-	-	-	-
Revaluation Surplus	-	-	(115,848,981)	-	-	(115,848,981)
Revaluation Surplus realized	-	-	(5,054,253)	-	5,054,253	-
Tax Holiday Reserve	-	-	-	(3,920,507)	3,920,507	-
Net Profit after Tax	-	-	-	-	133,270,100	133,270,100
Unrealized Gain on Available-for-sale Financial Assets	-	-	-	-	(10,095,538)	(10,095,538)
Issuance of Bonus Share	200,000,000	-	-	-	(200,000,000)	-
	200,000,000	-	(120,903,234)	(3,920,507)	(67,850,678)	7,325,582
Balance as at 31.12.2012	500,000,000	-	1,005,999,646	-	188,636,772	1,694,636,418

These financial statements should be read in conjunction with the annexed notes
and were approved by the Board of Directors on February 15, 2014
and were signed on its behalf by :

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

REGENT TEXTILE MILLS LIMITED

Notes to the Financial Statements

For the year ended 31 December 2013

1 BACKGROUND AND INFORMATION

1.1 Formation and Legal Status

Regent Textile Mills Limited (hereinafter referred to as "the Company") was incorporated as public company limited by shares on 30 November

1994, vide registration no. CH-C-1780 under the Companies Act, 1994. The Company started its commercial operation on 01 April 1999.

The registered office of the company is located at 1182 Jubilee Road, Chittagong, Bangladesh and the factory is located at Kalurghat, Charkhidirpur, Bandar, Chittagong.

1.2 Nature of Business

The principal activities of the company are manufacturing of fabrics from yarn to support 100% export oriented line items companies like garments industries in Bangladesh and to manufacture Home-Textile goods which are exported against confirmed and irrecoverable letters of credit received from foreign buyers.

2 BASIS OF PREPARATION

2.1 Statement of Compliance

The financial statements of the company under reporting have been prepared in accordance with BAS 1 "Presentation of Financial Statements" under historical cost convention in a going concern concept and on accrual basis. The preparation and disclosures have been made to the Financial Statements in accordance with Generally Accepted Accounting Principles and Practice in Bangladesh in compliance with The Companies Act 1994, The Securities and Exchange Rules 1987, The Listing Regulations of Dhaka Stock Exchange Ltd (DSE) & Chittagong Stock Exchange Ltd. (CSE), International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB), as Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS) and other applicable laws and regulations

In addition, the Company complies with the Income Tax Ordinance 1984, the Income Tax Rules 1984, the Value Added Tax Act 1991 and the Value Added Tax Rules 1991.

2.2 Accounting convention and assumption

The financial statements are prepared under the historical cost convention method.

2.3 Functional and Presentation Currency

The financial statements are expressed in Bangladesh Taka which is both functional currency and reporting currency of the Company. The figures of financial statements have been rounded off to the nearest Taka.

2.4 Use of Estimates and Judgments

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates and underlying assumptions, which are reviewed on an ongoing basis. Revision to accounting estimates is recognized in the period in which the estimates are revised and in any future periods affected.

2.5 Reporting Period

The financial statements of the Company consistently cover one financial year from 01 January 2013 to 31 December 2013 for all reported periods.

2.6 Date of Authorization

The Board of Directors has authorized these financial statements on February 15, 2014

2.7 Preparation and Presentation of Financial Statements of the Company

The Board of Directors of Regent Textile Mills Limited is responsible for the preparation and presentation of financial statements of the Company.

2.8 Comparative Information

Comparative information has been disclosed in respect of the year 2012 for all numeric information in the Financial Statements and also the narrative and descriptive information where it is relevant for understanding of the current years Financial Statements.

Re-arrangement

Comparative figures have been rearranged wherever considered necessary to ensure better comparability with the current period without causing any impact on the profit and value of assets and liability as reported in the financial statement.

2.9 Going Concern

The company has adequate resources to continue in operation for foreseeable future and hence, the financial statements have been prepared on going concern basis. As per management assessment there are no material uncertainties related to events or conditions which may significant doubt upon the Company's ability to continue as a going concern.

3 SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared in compliance with requirement of BASs (Bangladesh Accounting Standards) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) as applicable in Bangladesh. The following BASs are applicable for the financial statements for the year under audit:

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 effects of Changes in Foreign Exchange Rates
BAS-23	Borrowing Costs
BAS-24	Related Party Disclosures
BAS-26	Accounting and Reporting by Retirement Benefit Plans
BAS-33	Earnings per share
BAS-36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets
BFRS-5	Non-current Assets Held for Sale and Discontinued Operations
BAS-32	Financial Instrument: Presentation
BAS-39	Financial Instrument: Recognition and Measurement
BFRS-7	Financial Instrument: Disclosure

3.1 Property, Plant and Equipment (PPE)

i) Recognition of Property, Plant & Equipment

These are capitalized at cost or fair value and subsequently stated net of accumulated depreciation in compliance with the BAS 16 "Property, plant and equipment". The cost of acquisition of an asset comprises of its purchase price and any directly attributable cost inclusive of inward freight, duties and non-refundable taxes for bringing the asset to its operating condition for its intended use.

Expenditure on repairs and maintenance of Property, Plant and Equipment is treated as expense when incurred. Subsequent expenditure on property, Plant and Equipment is only recognized when the expenditure improves the condition of the asset beyond its originally assessed standard of performance.

ii) Depreciation

Depreciation is charged on property, plant and equipment on reducing balance method at the annual rate(s) shown below.

<u>Name of Assets</u>	<u>Rates</u>
Building & Other Construction	5%
Plant & Machinery	10%
Office Equipment	10%
Electrical Installation	10%
Tools & Equipment	15%
Effluent Treatment Plant	10%
Water Pump & Tube Well	10%
Motor Vehicles	15%
Furniture & Fixtures	10%
Gas Line Installation	10%
Other Assets	10%

Depreciation on addition to Property, Plant and Equipment is charged from the next year of acquisition and for deletion / disposal charging of depreciation is suspended from the date of disposal. Total depreciation is distributed as under:

Factory Overhead	90%
Administrative Expenses	5%
Selling & Distribution Expenses	5%

iii) Revaluation of Property, Plant and Equipment

Since inception, the company revalued its Property, Plant and Equipment for the 1st time in the year 2010-2012. Reserve is created by the sum of revaluation surplus and depreciation is charged on the revalued assets except Land and Land Development as per the respective rate of depreciation and transferred the equal amount of depreciation to the equity as per the provision of BAS 16 "Property, plant and equipment".

iv) Retirement and Disposals

An asset is recognized on disposal or when no future economic benefits are expected from its use and subsequent disposal. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset under other income in the Statement of Comprehensive Income.

v) Impairment of Assets

The company reviews the recoverable amount of its assets at each reporting date. If there exist any indication that the carrying amount of assets exceeds the recoverable amount, the company recognizes such impairment loss in accordance with BAS-36 "Impairment of Assets".

3.2 Inventories & Consumables

Inventories comprise of raw materials, work-in-process, finished goods, stores & spares which are valued in accordance with the Para of 21 & 25

of BAS-2 "Inventories" after making due allowance for any obsolete or slow moving item and details of valuation are as follows:

- | | |
|-----------------------|--|
| i) Raw materials | at weighted average cost |
| iii) Finished goods | at cost or net realizable value whichever is lower |
| iii) Work-in-progress | at material cost plus conversion cost |
| iv) Stores & Spares | at cost |

3.3 Revenue Recognition

Revenue from sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and rebates, if any. In compliance with the requirements of BAS 18 "Revenue", revenue is recognized only when:

- The products are invoiced and dispatched to the customers;
- Interest income is accrued on a time basis by reference to the principal outstanding at the effective interest applicable.

3.4 Available-for-Sale Financial Asset

In accordance with BAS 39 "Financial Instruments: Recognition and Measurement" Available-for-Sale Financial Assets are recognized initially at fair value plus transaction costs that are directly attributable to acquisition of the Financial Asset. After initial recognition, these are measured without any deduction for transaction costs that may incur on sale.

Gain or loss arising from change in the fair value on Available-for-Sale Financial Assets is recognized in Other Comprehensive Income.

3.5 Taxation

Income tax expenses comprises current and deferred tax. Income tax expenses is recognized in Statement of Comprehensive Income except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

i) Current Tax

Current tax is the expected tax payable on the taxable income for the year, using tax rate enacted at the reporting date.

In accordance with the section 53BB of the Income Tax Ordinance 1984, taxes were deducted from export proceeds at the realization stage by the Company's bankers during the year at the rate of 0.80% . Taxes thus deducted are to be treated as the final discharge of the Company's tax liabilities u/s 82C of the Income Tax Ordinance 1984.

ii) Deferred Tax

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted at the reporting date. Deferred tax asset or liability does not create a legal recovery / liability from or to the income tax authority.

3.6 Loans and Borrowings

Principal amount of the loans and borrowings are stated at their outstanding amount. Borrowings repayable within twelve months from the end of the reporting period are classified as current liabilities whereas borrowings repayable after twelve months from the end of the reporting period are classified as non-current liabilities. Accrued interest and other charges are classified as current liabilities.

3.7 Foreign Currency Transaction / Translation

Transactions in foreign currencies are translated into Bangladesh Taka at the Exchange rate prevailing on the date of transactions in accordance with BAS - 21 "The Effects of Changes in Foreign Exchange Rate." Monetary assets and liabilities in foreign currencies at the end of the reporting period are translated into Bangladesh Taka at the rate of exchange prevailing at the end of the reporting period. All exchange differences are recognized in the Statement of Comprehensive Income.

3.8 Provision

In accordance with the guidelines as prescribed by BAS 37, provisions are recognized when all the following criteria are met:

- i) When the company has a present obligation as a result of past event;
- ii) When it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation; and
- iii) Reliable estimate can be made of the amount of the obligation.

We have shown the provisions in the Statement of Financial Position at an appropriate level with regard to an adequate provision for risks and uncertainties. An amount recorded as a provision represents the best estimate of the probable expenditure required to fulfill the current obligation on the end of the reporting period.

3.9 Contingent Liabilities and Assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. In accordance with BAS-37 "Provisions, Contingent Liabilities and Contingent Assets" are disclosed in the notes to the financial statements note - 27.

3.10 Statement of Cash flows

Statement of Cash Flows is prepared principally in accordance with BAS 7 "Statement of Cash Flows" and the cash flow from the operating activities have been presented under direct method as prescribed by Securities and Exchange Rules, 1987.

3.11 Events after the Reporting Period

Events after the Reporting Period that provide additional information about the Company's position at the end of the reporting period 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 Note 28 when they are material.

3.12 Borrowing Cost

The company capitalizes borrowing cost for new project such as interest on term loan and other related fees/charges for the period till to commencement of commercial operation and charges the cost to revenue account as financial expenses after commencement of commercial operation.

3.13 Advertisement and Promotional Expenses

All cost associated with advertising and promotional activities are charged out in the year incurred.

3.14 Trade Receivable

i) Recognition and Measurement

Trade receivable consists of due proceeds against sales through L/C with a tenure of 60 days to 120 days and realizable at the maturity date.

ii) Bad and Doubtful Debts

The Company does not make any provision for bad and doubtful debts because its sales / export are based on 100% confirm letter of credit with fixed maturity date.

3.15 Creditors and Accruals

Liabilities are recognized for amounts to be paid in the future for goods and services received, whether or not billed by the supplier.

3.16 Cash and Cash Equivalents

According to BAS 7 "Statement of Cash Flows" cash comprises cash in hand and bank deposit and cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value BAS 1 "Presentation of Financial Statements" provides that cash and cash equivalent are not restricted in use. Considering the provision of BAS 7 and BAS 1, cash in hand and bank balances have been considered as cash and cash equivalents.

3.17 Components of the Financial Statements

According to the Bangladesh Accounting Standards BAS 1 'Presentation of Financial Statements' the complete set of Financial Statements includes the following components:

- i) Statement of Financial Position as at 31 December 2013.
- ii) Statement of Comprehensive Income for the year ended 31 December 2013.
- iii) Statement of Cash Flows for the year ended 31 December 2013.
- iv) Statement of Changes in Equity for the year ended 31 December 2013.
- v) Accounting Policies and Explanatory Notes.

3.18 Earnings Per Share

Earnings Per Share (EPS) is calculated in accordance with the Bangladesh Accounting Standards BAS 33 "Earnings Per Share".

i) Basic Earnings Per Share

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

ii) Diluted Earnings Per Share

As per BAS 33, there is no prospective dilutive securities. So, there was no scope for dilution during the year under audit. However, Diluted

EPS has been presented & calculated as per Rule - 8 Clause - B, sub clause 20 (e) of SEC (Public Issue Rules - 2006)

3.19 Related Party Transactions

The objective of BAS 24 'Related Party Disclosures' is to ensure that an entity's financial statements contain the disclosures necessary to draw attention to the possibility that its financial position and profit or loss may have been affected by the existence of related parties and by transactions and outstanding balances with such parties.

Parties are considered to be related if one party has the ability to control the other party or to exercise significant influence or joint control over the other party in making financial and operating decisions.

A party is related to an entity if: [BAS 24] directly, or indirectly through one or more intermediaries, controls, is controlled by, or is under common control with, the entity has an interest in the entity that gives it significant influence over the entity, has joint control over the entity, the party is a member of the key management personnel of the entity or its parent, the party is a close member of the family of any individual, the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual and the party is a post-employment benefit plan for the benefit of employees of the entity

The Company transacts with related parties and recognize as per BAS 24 'Related Party Disclosures'. Related party transactions have been disclosed under Note - 29.

3.20 Financial Expenses

Financial expenses comprise the interest on external borrowings and bank charges and are recognized as they accrue.

3.21 Employee Benefits

i) Worker's Profit Participation Fund

The company had created a provision for workers as "Worker's Profit Participation & Welfare Fund" by 5% of the net profit in accordance with the requirement of Chapter 15 Section 234 (Kha) of Labour Act 2006.

31-Dec-2013 Taka	31-Dec-2012 Taka
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4 PROPERTY, PLANT AND EQUIPMENT

Detail of Property, Plant & Equipment and Depreciation as on 31 December 2013 are shown in the notes 4.1, 4.2 & 4.3

A. Cost

Opening Balance as on 01 January 2013	2,223,649,777	2,294,442,033
Add: Addition during the year	185,783,741	65,888,301
Less: Deletion during the year	-	20,831,576
	2,409,433,518	2,339,498,758
Less: Revaluation Adjusted during the year	-	115,848,981
Total Cost as on 31 December 2013	2,409,433,518	2,223,649,777

B. Accumulated Depreciation

Opening Balance as on 01 January 2013	584,718,366	547,585,099
Add : Depreciation for the year	53,236,132	53,982,343
	637,954,498	601,567,442
Less : Adjustments during the year	-	16,849,076
Total Depreciation as on 31 December 2013	637,954,498	584,718,366
Written Down Value (WDV), (A-B) as on 31 December 2013	1,771,479,020	1,638,931,411

4.1 Property, Plant and Equipment - at Cost Less Accumulated Depreciation - note 4
(a) Cost:

Particulars	Cost (Amount in Taka)				Depreciation Rate (%)	Depreciation (Amount in Taka)				Written Down Value as on 31.12.2013 (Taka)
	Opening Balance as on 01.01.2013	Addition During the year	Deletion During the year	Closing Balance as on 31.12.2013		Opening Balance as on 01.01.2013	Charged During the year	Adjusted During the year	Closing Balance as on 31.12.2013	
Land and Land Development:										
Free Hold Land	82,358,745	33,100,273	-	115,459,018	-	-	-	-	-	115,459,018
Building:										
Building & Other Construction	209,423,274	44,440,127	-	253,863,401	5%	61,917,456	7,375,291	-	69,292,747	184,570,654
Plant & Machinery:										
Plant & Machinery	752,270,964	63,892,614	-	816,163,578	10%	444,864,567	30,740,640	-	475,605,207	340,558,371
Effluent Treatment Plant	53,686,471	-	-	53,686,471	10%	12,959,662	4,072,681	-	17,032,343	36,654,128
	805,957,435	63,892,614	-	869,850,049		457,824,229	34,813,321	-	492,637,550	377,212,499
Equipment & Appliance:										
Office Equipment	9,990,195	1,116,450	-	11,106,645	10%	2,449,225	754,097	-	3,203,322	7,903,323
Electrical Installation	27,378,717	353,000	-	27,731,717	10%	12,542,991	1,483,573	-	14,026,564	13,705,153
Tools & Equipment	24,773,652	1,877,845	-	26,651,497	15%	19,607,578	774,911	-	20,382,489	6,269,008
Water Pump & Tube Well	5,574,518	3,200,875	-	8,775,393	10%	1,708,940	386,558	-	2,095,498	6,679,895
Gas Line Installation	8,783,196	4,243,370	-	13,026,566	10%	3,043,734	573,946	-	3,617,680	9,408,886
	76,500,278	10,791,540	-	87,291,818		39,352,468	3,973,085	-	43,325,553	43,966,265
Motor Vehicles:										
Motor Vehicles	23,279,317	31,643,107	-	54,922,424	15%	13,393,782	1,482,830	-	14,876,612	40,045,812
Furniture & Fixture:										
Furniture & Fixture	9,278,519	1,884,580	-	11,163,099	10%	4,871,772	440,675	-	5,312,447	5,850,652
Other Assets	5,798,311	31,500	-	5,829,811	10%	2,304,407	349,390	-	2,653,797	3,176,014
As on 31.12.2013	1,212,595,879	185,783,741	-	1,398,379,620		579,664,114	48,434,592	-	628,098,706	770,280,914
As on 31.12.2012	1,167,539,154	65,888,301	20,831,576	1,212,595,879		547,585,100	48,928,090	16,849,076	579,664,114	632,931,765

(b) Revaluation:

Particulars	Revaluation (Amount in Taka)				Depreciation Rate (%)	Depreciation (Amount in Taka)				Written Down Value as on 31.12.2013 (Taka)
	Opening Balance as on 01.01.2013	Revaluation During the year	Adjusted During the year	Closing Balance as on 31.12.2013		Opening Balance as on 01.01.2013	Charged During the year	Adjusted During the year	Closing Balance as on 31.12.2013	
Land and Land Development:										
Free Hold Land	909,968,841	-	-	909,968,841	-	-	-	-	-	909,968,841
Building:										
Building & Other Construction	101,085,058	-	-	101,085,058	5%	5,054,253	4,801,540	-	9,855,793	91,229,265
As on 31.12.2013	1,011,053,899	-	-	1,011,053,899		5,054,253	4,801,540	-	9,855,793	1,001,198,106
As on 31.12.2012	1,126,902,880	-	115,848,981	1,011,053,899		-	5,054,253	-	5,054,253	1,005,999,646

(c) Cost with Revaluation: (a+b)

Particulars	Cost with Revaluation (Amount in Taka)						Depreciation on Rate (%)	Depreciation (Amount in Taka)				Written Down Value as on 31.12.2013 (Taka)
	Opening Balance as on 01.01.2013	Revaluation During the year	Addition During the year	Deletion During the year	Revaluation Adjusted During the year	Closing Balance as on 31.12.2013		Opening Balance as on 01.01.2013	Charged During the year	Adjusted During the year	Closing Balance as on 31.12.2013	
Land and Land Development:												
Free Hold Land	992,327,586	-	33,100,273	-	-	1,025,427,859	-	-	-	-	-	1,025,427,859
Building:												
Building & Other Construction	310,308,332	-	44,440,127	-	-	354,948,459	5%	66,971,709	12,176,831	-	79,148,540	275,799,919
Plant & Machinery:												
Plant & Machinery	752,270,964	-	63,892,614	-	-	816,163,578	10%	444,864,567	30,740,640	-	475,605,207	340,558,371
Effluent Treatment Plant	53,686,471	-	-	-	-	53,686,471	10%	12,959,662	4,072,681	-	17,032,343	36,654,128
	805,957,435	-	63,892,614	-	-	869,850,049		457,824,229	34,813,321	-	492,637,550	377,212,499
Equipment & Appliance:												
Office Equipment	9,990,195	-	1,116,450	-	-	11,106,645	10%	2,449,225	754,097	-	3,203,322	7,903,323
Electrical Installation	27,378,717	-	353,000	-	-	27,731,717	10%	12,542,991	1,483,573	-	14,026,564	13,705,153
Tools & Equipment	24,773,652	-	1,877,845	-	-	26,651,497	15%	19,607,578	774,911	-	20,382,489	6,269,008
Water Pump & Tube Well	5,574,518	-	3,200,875	-	-	8,775,393	10%	1,708,940	386,558	-	2,095,498	6,679,895
Gas Line Installation	8,783,196	-	4,243,370	-	-	13,026,566	10%	3,043,734	573,946	-	3,617,680	9,408,886
	76,500,278	-	10,791,540	-	-	87,291,818		39,352,468	3,973,085	-	43,325,553	43,966,265
Motor Vehicles:												
Motor Vehicles	23,279,317	-	31,643,107	-	-	54,922,424	15%	13,393,782	1,482,830	-	14,876,612	40,045,812
Furniture & Fixture:												
Furniture & Fixture	9,278,519	-	1,884,580	-	-	11,163,099	10%	4,871,772	440,675	-	5,312,447	5,850,652
Other Assets	5,798,311	-	31,500	-	-	5,829,811	10%	2,304,407	349,390	-	2,653,797	3,176,014
As on 31.12.2013	2,223,649,777	-	185,783,741	-	-	2,409,433,519		584,718,366	53,236,132	-	637,954,499	1,771,479,020
As on 31.12.2012	2,294,442,033	-	65,888,301	20,831,576	115,848,981	2,223,649,778		547,585,099	53,982,343	16,849,076	584,718,367	1,638,931,411

4.2 Depreciation Allocated to:

	31-Dec-2013 Taka	31-Dec-2012 Taka	Basis
Factory Overhead - note 22	47,912,519	48,584,109	90%
Administrative Expenses - note 23	2,661,807	2,699,117	5%
Selling and Distribution Expenses - note 24	2,661,807	2,699,117	5%
	53,236,132	53,982,343	100%

Revaluation Surplus

- (i) Effective Date: 15 June 2012
(ii) Independent Valuer: Syful Shamsul Alam & Co. Chartered Accountants.
(iii) Valuation Method: Revaluation of Company's assets were carried out following Estimated Net Realizable Value Method & Depreciated Replacement Cost Method of Valuation based on the nature of the Asset

5 INVESTMENT

Fixed Deposit Receipt - note 5.1

Available-for-sale Financial Assets - note 5.2

31-Dec-2013	31-Dec-2012
Taka	Taka
36,624,645	27,716,305
18,664,724	17,853,248
55,289,369	45,569,553

5.1 Fixed Deposit Receipt - note 5

National Bank Limited, Jubilee Road Branch - note 5.1.1

Mercantile Bank Limited, Agrabad Branch - note 5.1.2

32,211,811	25,630,305
4,412,834	2,086,000
36,624,645	27,716,305

5.1.1 National Bank Limited - note 5.1

NBL FDR 0016-55031974	1,761,644	1,584,298
NBL FDR 0016-55032056	863,501	776,460
NBL FDR 0016-55032072	506,508	455,567
NBL FDR 0016-55032238	425,955	383,160
NBL FDR 0016-55032345	2,437,843	2,192,117
NBL FDR 0016-55032584	603,537	542,784
NBL FDR 0016-55032741	229,651	206,707
NBL FDR 0016-55032997	854,347	768,231
NBL FDR 0016-55033599	642,709	577,995
NBL FDR 0016-55033731	665,008	598,039
NBL FDR 0016-55034309	524,666	471,889
NBL FDR 0016-55034713	999,408	898,623
NBL FDR 0016-55035439	930,017	836,250
NBL FDR 0016-55036305	908,778	817,158
NBL FDR 0016-55037088	1,161,472	1,044,818
NBL FDR 0016-55037492	799,624	719,042
NBL FDR 0016-55037749	1,143,521	1,028,682
NBL FDR 0016-55038268	1,181,735	1,063,031
NBL FDR 0016-55038615	1,323,404	1,190,374
NBL FDR 0016-55038986	1,587,992	1,428,206
NBL FDR 0016-55039349	1,323,404	1,190,374
NBL FDR 0016-55039811	1,212,739	1,090,900
NBL FDR 0016-55041172	1,230,260	1,106,650
NBL FDR 0016-55041412	615,235	553,300
NBL FDR 0016-55041701	985,030	885,700
NBL FDR 0016-55042187	1,368,473	1,221,000
NBL FDR 0016-55042195	560,050	499,650
NBL FDR 0016-55042939	555,550	499,650
NBL FDR 0016-55044051	1,111,150	999,650
NBL FDR 0016-55044638	699,650	-
NBL FDR 0016-55046064	999,650	-
NBL FDR 0016-55046725	999,650	-
NBL FDR 0016-55047252	999,650	-
	32,211,811	25,630,305

5.1.2 Mercantile Bank Limited - note 5.1

MBL FDR 0149988	2,311,834	2,086,000
MBL FDR 0190835	443,000	-
MBL FDR 0191643	700,000	-
MBL FDR 41300238974	958,000	-
	4,412,834	2,086,000

5.1.3 The maturity period of all FDRs is maximum one (1) year with term of auto renewal after maturity.

5.2 Available-for-sale Financial Assets - note 5

IFIC Bank Limited

31-Dec-2013 Taka	31-Dec-2012 Taka
18,664,724	17,853,248
18,664,724	17,853,248

The Details are stated below:

Particulars	No. of Shares	Face Value Per Share	Average Cost	Cost Holding	Quoted Rate Per Share as on 31.12.13	Total Market Value of Share as on 31.12.13	Unrealized Gain/(Loss)
For the year 2013							
IFIC Bank Limited	541,007	10	49.86	26,974,977	34.5	18,664,724	(8,310,253)
For the year 2012							
IFIC Bank Limited	491,825	10	54.85	26,974,977	36.3	17,853,248	(9,121,730)

The above Investment in marketable securities that are designated as available for sale by the management. These are measured at fair value and presented as

current asset and unrealized gain/(loss) from the above investment are recognized as other comprehensive income.

Gain/(Loss) on Marketable Securities (Unrealized):

Unrealized Gain/(Loss) Position (Closing)	(8,310,253)	(9,121,730)
Unrealized Gain/(Loss) Position (Opening)	(9,121,730)	973,808
Gain/(Loss) on Marketable Securities During the year	811,477	(10,095,538)

6 INVENTORIES

Raw Materials - note 22.1 & 34.1	95,242,585	71,133,481
Work- in - Process - note 22 & 34.1	252,914,968	142,784,577
Finished Goods - note 22 & 34.1	89,638,552	39,393,787
Spare Parts & Accessories - note 34.1	56,562,660	25,595,461
	494,358,765	278,907,306

6.1

All carrying amount of inventories are pledged as security for different short term loan facilities with Sonali Bank Limited and National Bank Limited.

Note: Quantity wise schedule of Inventories as required under Schedule XI, Part II of The Companies Act, 1994 is shown in note 34.1

7 Accounts Receivable

Trade Receivable - note 7.1	694,508,498	484,203,881
	694,508,498	484,203,881
7.1 Trade Receivable - note 7		
For sale of RMG - note 7.1.1	320,304,213	221,949,311
For sale of Hometex - note 7.1.2	228,659,481	148,824,433
Cash Incentive - note 7.1.3	152,711,565	114,357,071
Add: Foreign Currency fluctuation gain/(Loss) due to translation of Trade Receivables during the year with reference to BAS 21.	(7,166,761)	(926,934)
	694,508,498	484,203,881
7.1.1 For sale of RMG - note 7.1		
Opening Balance	221,949,311	84,285,319
Add: Sales during the year - note 21	528,209,530	446,978,509
	750,158,841	531,263,828
Less: Realized during the year	429,854,628	309,314,517
	320,304,213	221,949,311
7.1.2 For sale of Hometex - note 7.1		
Opening Balance	148,824,433	40,975,103
Add: Sales during the year - note 21	1,075,140,253	781,798,724
	1,223,964,686	822,773,827
Less: Realized during the year	995,305,205	673,949,394
	228,659,481	148,824,433
7.1.3 Cash Incentive - note 7.1		
Opening Balance	114,357,071	85,946,140
Add: Provision made during the year - note 21	64,133,991	49,151,089
	178,491,062	135,097,229
Less: Realized during the year	25,779,497	20,740,158
	152,711,565	114,357,071

7.2 Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994

	31-Dec-2013 Taka	31-Dec-2012 Taka
Debts exceeding 6 Months	-	-
Other debts less provision	-	-
Debts considered Good & secured	556,013,107	370,773,744
Debts considered Good without security	145,662,152	114,357,071
Debts considered doubtful or Bad	-	-
Debts due by Directors or other Officers	-	-
Debts due from companies under same management	-	-
Maximum debt due by Directors or Officers at any time of the year	-	-
There is no related party transaction including in A/C Receivable except the following:-		
i) Anowara Fashions Limited	23,817,456	4,000,000
ii) Legacy Fashion Limited	41,410,046	18,938,040
iii) Siam's Superiors Limited	14,487,925	34,784,465
iv) Valiant Fashion Wear Limited	4,320,108	262,440
	84,035,535	57,984,945

8 Interest Receivables

Interest Receivable on FDR	2,367,233	1,756,608
	2,367,233	1,756,608

Bank wise Interest

Bank Name	FDR No.	Rate	Maturity Date	31-Dec-2013 Taka	31-Dec-2012 Taka
National Bank Limited	0016-55031974	12.50%	26-Mar-14	171,368	151,472
National Bank Limited	0016-55032056	12.50%	9-Apr-14	79,786	70,498
National Bank Limited	0016-55032072	12.50%	14-Apr-14	45,934	40,595
National Bank Limited	0016-55032238	12.50%	9-May-14	34,933	30,865
National Bank Limited	0016-55032345	12.50%	16-Jun-14	167,670	147,960
National Bank Limited	0016-55032584	12.50%	17-Jul-14	35,017	30,691
National Bank Limited	0016-55032741	12.25%	5-Aug-14	11,583	10,423
National Bank Limited	0016-55032997	12.00%	30-Oct-14	17,664	16,056
National Bank Limited	0016-55033599	12.50%	13-Feb-14	71,674	63,381
National Bank Limited	0016-55033731	12.50%	27-Feb-14	70,925	62,708
National Bank Limited	0016-55034309	12.50%	26-May-14	39,923	35,256
National Bank Limited	0016-55034713	12.25%	6-Aug-14	50,009	44,949
National Bank Limited	0016-55035439	12.50%	18-Jul-14	53,625	20,915
National Bank Limited	0016-55036305	12.50%	2-Feb-14	104,802	92,669
National Bank Limited	0016-55037088	12.50%	4-May-14	97,276	85,958
National Bank Limited	0016-55037492	12.50%	21-Jul-14	45,276	39,911
National Bank Limited	0016-55037749	12.00%	3-Oct-14	33,954	31,031
National Bank Limited	0016-55038268	12.50%	19-Feb-14	129,362	114,420
National Bank Limited	0016-55038615	12.50%	2-Jun-14	97,491	86,497
National Bank Limited	0016-55038986	12.25%	23-Aug-14	70,291	63,139
National Bank Limited	0016-55039349	11.75%	13-Nov-14	20,749	19,176
National Bank Limited	0016-55039811	12.50%	2-Feb-14	139,917	123,774
National Bank Limited	0016-55041172	12.25%	9-Aug-14	60,332	54,245
National Bank Limited	0016-55041412	12.00%	25-Sep-14	19,904	18,202
National Bank Limited	0016-55041701	11.75%	26-Nov-14	11,257	10,317
National Bank Limited	0016-55042187	12.50%	23-Jan-14	162,625	154,123
National Bank Limited	0016-55042195	12.50%	23-Jan-14	66,548	63,062
National Bank Limited	0016-55042939	12.50%	18-Apr-14	49,606	43,835
National Bank Limited	0016-55044051	12.00%	2-Oct-14	33,365	30,480
National Bank Limited	0016-55044638	11.75%	5-Jan-14	82,250	-
National Bank Limited	0016-55046064	12.50%	9-Jun-14	71,181	-
National Bank Limited	0016-55046725	12.25%	21-Aug-14	44,917	-
National Bank Limited	0016-55047252	11.75%	10-Dec-14	6,854	-
Merchantile Bank Limited	41300238974	12.50%	12-Dec-14	2,812	-
Merchantile Bank Limited	190835	12.50%	29-May-14	132,198	-
Merchantile Bank Limited	1911643	12.50%	14-Sep-14	32,394	-
Merchantile Bank Limited	149988	12.50%	21-Dec-14	1,761	-
				2,367,233	1,756,608

8.1 The interest was accrued for the FDR of Tk 36,624,645 maintained with The National Bank Limited, Jubilee Road Branch & Merchantile Bank Limited, Agrabad Branch, Chittagong in different date. [Note- 5.1]

8.2 Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994

Debts exceeding 6 Months
Other debts less provision

Debts considered Good & secured
Debts considered Good without security
Debts considered doubtful or Bad
Debts due by Directors or other Officers
Debts due from companies under same management
Maximum debt due by Directors or Officers at any time of the year

31-Dec-2013 Taka	31-Dec-2012 Taka
2,367,233	1,756,608
-	-
2,367,233	1,756,608
-	-
-	-
-	-
-	-
-	-
-	-
2,367,233	1,756,608

9 ADVANCES, DEPOSITS AND PREPAYMENTS

Advances - note 9.1
Deposits - note 9.2
Prepayments - note 9.3

111,136,539	167,781,898
150,927,596	86,301,637
1,370,439	1,983,167
263,434,574	256,066,702

9.1 Advances - note 9

L/C Margin
For Supply of Yarn - note 9.1.1
For Supply of Chemicals & Accessories - note 9.1.2
For Supply of Stores & Spare - note 9.1.3
For Capital Expenditure - note 9.1.4
For Revenue Expenditure - note 9.1.5
Advance to Employees
Advance Income Tax (Deducted at source)
Advance to Director
Other Advances - note 9.1.6

2,178,315	3,187,990
7,009,346	220,410
17,220,995	8,585,167
5,705,730	5,009,223
4,249,837	2,302,224
58,990,043	52,313,154
558,617	462,561
12,602,008	8,711,812
-	84,537,382
2,621,648	2,451,975
111,136,539	167,781,898

9.1.1 For Supply of Yarn - note 9.1

Akij Textile Mills Limited
Salek Textile
Thermax Textile Mills Limited

3,180,000	-
1,892,042	-
1,937,304	220,410
7,009,346	220,410

9.1.2 For Supply of Chemicals & Accessories - note 9.1

Matex International Limited
Packman Bangladesh Limited
Zehad Garments
Agrana Stareke Gesellschaft MBH
Anil Limitrd
Samuda Chemical Complex Ltd
BASF South East Asia Limited
Safira Endustriyal Kimyasallar San
Paxar Bangladesh Limited
BASF Pakistan Limited
Clariant Pakistan Limited
Madura Coats Private Limited
Alka Pvt. Limited
Prakash Chemical Int. Limited
Textilechemie DR. Pretty GMBH
Palvi Power Tech Sales Pvt. Ltd

4,033,780	-
-	287,395
323,735	323,735
-	1,065,750
2,203,200	-
-	97,807
3,821,400	-
1,504,320	-
-	40,921
-	1,310,400
-	3,600,000
-	219,000
-	671,040
4,388,000	20,502
946,560	946,560
-	2,057
17,220,995	8,585,167

	31-Dec-2013 Taka	31-Dec-2012 Taka
9.1.3 For Supply of Stores & Spares - note 9.1		
Elisabeth Kauffmann	182,100	-
Tempo	79,316	-
Theoly E.U.RI	155,785	-
Vision Tex Co.	21,700	-
Sanzi Textile Mills Ltd	-	9,413
Kuster Textile GMBH	307,363	-
Textile Spares Limited	-	6,250
SPG Prints BV	2,280,000	-
Storks Prints BV	2,679,466	4,993,560
	5,705,730	5,009,223
9.1.4 For Capital Expenditure - note 9.1		
Mr. Md. Hossain Weaver Shed	150,000	150,000
M/s Al-Amin Trading (Green Belt & Embankment)	2,080,037	-
N. Mohammad Engineering Industries Ltd	-	85,000
Pacific Associates	-	47,424
Transworld Bicycle Co. Ltd.	2,000,000	2,000,000
Touhid Furniture	19,800	19,800
	4,249,837	2,302,224
9.1.5 For Revenue Expenditure - note 9.1		
Pioneer Insurance Co. Limited	849,176	842,411
Ideal Printing House	215,319	-
Advance against servicing charges Dyeing & Printing (RFL)	56,043,351	51,456,543
Advance against servicing charges Weaving (RWL)	1,874,997	-
Abdu Rahim & Brothers	7,200	7,200
Md. Nasir Painter	-	7,000
	58,990,043	52,313,154
9.1.6 Other Advances - note 9.1		
Lanka Bangla Investment Limited (Issue Manager)	300,000	300,000
Habib Sons	1,000,000	1,000,000
Advance Design Concept	100,000	-
Employees Welfare Fund	226,440	224,921
Custom Duty	752,072	752,072
Joakim	129,636	129,636
SGS Bangladesh Limited	113,500	45,346
	2,621,648	2,451,975
9.2 Deposits - note 9		
Commissioner of Customs	766,000	766,000
PICOL to BG Margin	10,000	10,000
Bangladesh Telecommunications Company Ltd. (BTCL)	38,150	38,150
Karnaphuly Gas Distribution Company Ltd. (KGDCL)	6,255,708	6,255,708
Global Internet	185	185
Bangladesh Power Development Board (BPDB)	155,200	155,200
Foreign Bill Awaiting Remittance note- 9.2.1	143,702,353	79,076,394
	150,927,596	86,301,637
9.2.1 Foreign Bill Awaiting Remittance note- 9.2		
Merchantile Bank Limited	50,499,795	5,591,323
National Bank Limited	27,261,457	6,827,296
Sonali Bank Limited	65,941,101	66,657,775
	143,702,353	79,076,394

9.3 Prepayments - note 9

Pioneer Insurance Company Limited

31-Dec-2013 Taka	31-Dec-2012 Taka
1,370,439	1,983,167
1,370,439	1,983,167

Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994

Advances exceeding 6 Months

Other advances less provision

4,208,157	394,415
-	-
108,617,541	113,000,576
149,231,052	6,059,090
7,385	29,944
-	84,537,382
-	-
-	-

Advances and deposits considered Good & secured

Advances and deposits considered Good without security

Advances and deposits considered doubtful or Bad

Advances and deposits due by Directors or other Officers

Advances and deposits due from companies under same management.

Maximum advances and deposits due by Directors or Officers at any time of the year.

There is no related party transaction including in Advance, Deposit & Pre-Payment except the following:-

i) Habib Sons

ii) Regent Fabrics Limited (Servicing Charges-Dyeing & Printing)

iii) Regent Weaving Limited (Servicing Charges-Weaving)

iv) Advance to Director

1,000,000	1,000,000
56,043,351	51,456,543
1,874,997	-
-	84,537,382
58,918,348	136,993,925

Advance, Deposit & Pre-payment which are considered doubtful or debt will be written off after 03 year maturity.

10 DUE FROM AFFILIATED COMPANIES

Habib Shares & Securities Limited - note 10.1

Regent Fabrics Limited

Regent Weaving Limited

-	945,692
53,500,000	
31,500,000	
85,000,000	945,692

10.1 Habib Shares & Securities Limited - note 10

Opening Balance

Fund extended during the year

Repaid/ Adjusted during the year

945,692	20,855,676
(945,692)	-
-	20,855,676
-	(19,909,984)
-	945,692

11 CASH AND CASH EQUIVALENTS

Cash in Hand - note 11.1

Cash at Bank - note 11.2

82,173	116,320
8,897,751	2,312,532
8,979,924	2,428,852

11.1 Cash in Hand - note 11

Head Office

Dhaka Office

Factory Office

38,307	55,157
4,946	17,463
38,920	43,700
82,173	116,320

11.2 Cash at Bank: Balances with Schedule Banks - note 11

National Bank Limited, Jubilee Road Br. CD - 3333

National Bank Limited F.C. Account (USD)

National Bank Limited F.C. Account (EURO)

National Bank Limited, Jubilee Road Br. FDR

Mercantile Bank Limited, Jubilee Road Br. FDR

AB Bank Limited, Agrabad Br. Ctg

Sonali Bank, Agrabad Br, F.C Account- 207031100

National Credit & Commerce Bank Limited, Majhirghat Br. CD - 01012165

Al Arafah Islami Bank Ltd, Agrabad Br. CD - 0051020018121

Prime Bank Limited, Agrabad Br. CD - 11013126

Social Islami Bank Limited, Jubilee Road Br. CD - 0231330010611

Dutch Bangla Bank Limited, Agrabad Br. CD - 102-110-19532

Islami Bank Bangladesh Limited, Agrabad Br. CD - 4711

Mercantile Bank Limited, Agrabad Br. CD - 010411100011529

Standard Chartered Bank Ltd., Chittagong Main Br. CD - 01-2854139-01

87,353	23,928
2,051,186	310,555
239,764	-
238,272	958,272
198,000	-
10,027	-
941,231	876,260
47,028	94,150
3,731	4,881
2,276	3,426
8,890	9,580
1,899	25,015
3,638	3,925
4,987,859	379
76,597	2,161
8,897,751	2,312,532

31-Dec-2013 Taka	31-Dec-2012 Taka
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12 SHARE CAPITAL

12.1 Authorized Capital

150,000,000 (2012: 6,000,000) Ordinary Shares of Tk 10 (2012: Tk 100) each

1,500,000,000	600,000,000
1,500,000,000	600,000,000

12.2 Issued, subscribed and paid-up Capital

60,000,000 (2012: 5,000,000) Ordinary Shares of Tk 10 (2012: Tk 100) each

600,000,000	500,000,000
600,000,000	500,000,000

12.3 A. Position of Shares holding as at 31 December 2013

Name of the Shareholders	Nature of Shareholding	Nationality	Percentage (%)	Taka	Taka
Mr. Md. Yakub Ali	Individual	Bangladeshi	22.11	132,631,560	66,315,800
Mr. Md. Yasin Ali	Individual	Bangladeshi	22.22	133,333,800	66,666,900
Mrs. Anjumanara Begum	Individual	Bangladeshi	5.93	35,568,480	33,157,900
Mrs. Amina Mahabub	Individual	Bangladeshi	13.89	83,332,560	41,666,300
Mrs. Salma Yasin	Individual	Bangladeshi	5.81	34,866,360	33,333,200
Mr. Mashruf Habib	Individual	Bangladeshi	5.30	31,800,000	526,300
Mr. Tanvir Habib	Individual	Bangladeshi	9.72	58,333,560	29,166,800
Mrs. Tanimah Mahabub	Individual	Bangladeshi	4.86	29,166,840	14,583,400
Ms. Sarfinaz Mahabub	Individual	Bangladeshi	4.86	29,166,840	14,583,400
Mr. Salman Habib	Individual	Bangladeshi	5.30	31,800,000	-
Total			100	600,000,000	300,000,000

B. The details of the above share holdings are as follows:

Name of the shareholders	Nature of Shareholding	No. of Shares held		Amount in Taka	
		31-Dec-2013	31-Dec-2012	31-Dec-2013	31-Dec-2012
Mr. Md. Yakub Ali	Individual	13,263,156	1,105,263	132,631,560	110,526,300
Mr. Md. Yasin Ali	Individual	13,333,380	1,111,115	133,333,800	111,111,500
Mrs. Anjumanara Begum	Individual	3,556,848	552,632	35,568,480	55,263,200
Mrs. Amina Mahabub	Individual	8,333,256	694,438	83,332,560	69,443,800
Mrs. Salma Yasin	Individual	3,486,636	555,553	34,866,360	55,555,300
Mr. Mashruf Habib	Individual	3,180,000	8,772	31,800,000	877,200
Mr. Tanvir Habib	Individual	5,833,356	486,113	58,333,560	48,611,300
Mrs. Tanimah Mahabub	Individual	2,916,684	243,057	29,166,840	24,305,700
Ms. Sarfinaz Mahabub	Individual	2,916,684	243,057	29,166,840	24,305,700
Mr. Salman Habib	Individual	3,180,000	-	31,800,000	-
Total		60,000,000	5,000,000	600,000,000	500,000,000

C. Distribution schedule of the shares as at 31 December 2013 is given below as required by listing regulations:

Slabs by number of shares	Number of Shareholders	No of Shares	Holding (%)
Less than 500	-	-	-
From 500 to 5,000	-	-	-
From 5,001 to 10,000	-	-	-
From 10,001 to 20,000	-	-	-
From 20,001 to 30,000	-	-	-
From 30,001 to 40,000	-	-	-
From 40,001 to 50,000	-	-	-
From 50,001 to 100,000	-	-	-
From 100,001 to 1,000,000	-	-	-
Above 1,000,000	10	60,000,000	100%
Total	10	60,000,000	100%

13 REVALUATION SURPLUS

Balance as on 01 January 2013	1,005,999,646	1,126,902,880
Addition during the year	-	-
Realized during the year	(4,801,540)	(5,054,253)
Adjusted during the year	-	(115,848,981)
Balance as on 31 December 2013	1,001,198,106	1,005,999,646

Revaluation

Revaluation of Company's assets were carried out by Syful Shamsul Alam & Co. Chartered Accountants following Estimated Net Realizable Value Method & Depreciated Replacement Cost Method of Valuation based on the nature of the Asset as on 31 December 2010. Revaluation Surplus has been credited to Revaluation Reserve Account.

	31-Dec-2013 Taka	31-Dec-2012 Taka
14 RETAINED EARNINGS		
Opening balance	188,636,772	256,487,450
Add: Net Profit after Tax for the year	174,906,173	133,270,100
Add: Revaluation surplus realized	4,801,540	5,054,253
Add: Transfer from Tax Holiday Reserve	-	3,920,507
Add: Unrealized Gain/(Loss) on Sale of Financial Assets	811,477	(10,095,538)
	369,155,962	388,636,772
Less: Bonus Share Issued during the year	100,000,000	200,000,000
	269,155,962	188,636,772
15 TAX HOLIDAY RESERVE		
Opening balance	-	3,920,507
Less: Transfer to Retained Earnings	-	3,920,507
	-	-

15.1 Regent Textile Mills Limited enjoyed Tax Holiday from 01 April 1999 to 31 March 2004 as per sec 46A(2) of Income Tax Ordinance 1984.

16 LONG TERM LOAN		
Sonali Bank Limited, Agrabad Branch - note 16.2	172,947,854	229,703,302
Industrial Promotion & Development Company (IPDC) of BD Limited - note 16.3	51,173,463	66,953,021
	224,121,317	296,656,323
16.1 Due within one year - note 16.2.1, 16.2.2, 16.2.3 & 16.3.1	84,845,289	79,765,485
Due after more than one year - note 16.2.1, 16.2.2, 16.2.3 & 16.3.1	139,276,028	216,890,838
	224,121,317	296,656,323

Break up of Term Loan:

16.2 Sonali Bank Limited - note 16		
Project Loan Account No - 801137000062 - note 16.2.1	114,151,437	136,346,920
BMRE Loan Account No - 801137000277 - note 16.2.2	-	8,069,965
Loan Account (Block) No - 801137000343 - note 16.2.3	58,796,417	85,286,417
	172,947,854	229,703,302

16.2.1 Loan Account No. 801137000062 - note 16.2

Opening Balance	136,346,920	166,937,136
Add: Interest charged during the year	17,665,316	19,079,425
	154,012,236	176,016,561
Less: Payment during the year	39,860,799	39,669,641
	114,151,437	136,346,920
Less: Current portion of term loan	39,860,000	23,237,547
	74,291,437	113,109,373

Limit amount	:	Tk 297,435,000
Purpose	:	Project Loan
Sanction date	:	16-Apr-1998
Interest rate	:	10%
Security	:	Mortgage of 4.88 acres of Land, Building, Plant & Machinery, Inventory, Personal Guarantee from all directors.
Installment size	:	Tk 9,965,000 per quarter
Tenure	:	12 years

31-Dec-2013	31-Dec-2012
Taka	Taka

16.2.2 Loan Account No. 801137000277 - note 16.2

Opening Balance	8,069,965	23,403,188
Add: Interest charged during the year	412,108	2,161,637
	8,482,073	25,554,825
Less: Payment during the year	8,482,073	17,484,860
	-	8,069,965
Less: Current portion of term loan	-	8,069,965
	-	-

Limit amount	:	Tk 93,900,000
Purpose	:	To meet up the liabilities of Leasing Company and acquisition of new plant & machineries.
Sanction date	:	30-Sep-2003
Interest rate	:	9%
Security	:	Mortgage of 4.88 acres of Land, Building, Plant & Machinery, Inventory, Personal Guarantee from all directors.
Installment size	:	Tk 3,870,000 per quarter
Tenure	:	10 years

16.2.3 Loan Account No. 801137000343 - note 16.2

Opening Balance	85,286,417	115,366,682
Add: Interest charged during the year	10,000	10,000
	85,296,417	115,376,682
Less: Payment during the year	26,500,000	30,090,265
	58,796,417	85,286,417
Less: Current portion of term loan	26,304,000	32,678,416
	32,492,417	52,608,001

Limit amount	:	Tk 164,400,000
Purpose	:	To provide monitorium to the project
Sanction date	:	24-Mar-08
Interest rate	:	Nil
Security	:	First charge of fixed and floating asset of the Company
Installment size	:	Tk 6,576,000 per quarter
Tenure	:	11 years

16.2.4 Interest on Term Loan of Sonali Bank Limited are includes Excise Duty of Tk 20,000

16.3 Industrial Promotion & Development Company of Bangladesh Limited - note 16

IPDC Term Loan (Working Capital Loan) - note 16.3.1	51,173,463	66,953,021
	51,173,463	66,953,021

16.3.1 IPDC Term Loan - note 16.3

Opening Balance	66,953,021	-
Add: Loan received during the year	-	75,000,000
Add: Interest charged during the year	10,189,978	7,101,917
	77,142,999	82,101,917
Less: Payment during the year	25,969,536	15,148,896
	51,173,463	66,953,021
Less: Current portion of term loan	18,681,289	15,779,557
	32,492,174	51,173,464

Limit amount	:	Tk 75,000,000
Purpose	:	To meet working capital requirement
Sanction date	:	18-Apr-2013
Interest rate	:	17%
Security	:	Hypothecation of all the Moveable Assets, Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd.
Installment size	:	Tk 2,164,128 per month
No. of Installments	:	48
Tenure	:	4 years

17 Accounts Payable

Trade Payable - note 17.1

31-Dec-2013 Taka	31-Dec-2012 Taka
612,803,590	494,743,158
612,803,590	494,743,158

17.1 Trade Payable - note 17

For Supply of Raw Materials - note 17.1.1

578,062,893 373,260,703

For Revenue Expenditure - Annexure B.c

42,137,998 122,607,875

Add: Foreign Currency fluctuation loss/(gain) due to translation of Trade Payable during the year with reference to BAS 21.

(7,397,301) (1,125,421)

612,803,590 494,743,158
17.1.1 For supply of Raw Materials - note 17.1

Back to Back L/C - Mercantile Bank Ltd.

91,054,430 41,198,113

Back to Back L/C - National Bank Ltd.

123,275,292 83,478,899

Back to Back L/C - Sonali Bank Ltd.

363,733,171 248,583,691

578,062,893 373,260,703
17.1.2 Trade Payable includes transactions with related parties (note - 31) which are stated below:

Regent Spinning Mills Limited

537,072 81,353,973

Diamond Cement Mills Limited

5,200,124 3,764,624

Habib Sons

96,560 233,000

18 Other Payables

Liabilities for Expenses - note 18.1

20,295,835 16,581,193

For Capital Expenditure - Annexure B.b

34,998,153 8,475,204

Workers' Profit Participation & Welfare Fund - note 18.2

10,540,253 8,025,022

65,834,241 33,081,419
18.1 Liabilities for Expenses - note 18

Wages & Salary

15,046,935 11,764,878

Overtime

1,086,394 837,266

Deduction of Tax at Sources

303,354 417,942

Karnapully Gas Distribution Company Limited

3,619,056 3,294,730

Audit fee

75,000 75,000

Electricity Bill

76,236 79,852

Telephone Bill

88,860 111,525

20,295,835 16,581,193
18.2 Workers' Profit Participation & Welfare Fund - note 3.21 & 18

Opening Balance

8,025,022 -

Add: Addition during the year - Note 18.2.1

10,540,253 8,025,022

18,565,275 8,025,022

Less: Paid during the year

8,025,022 -

Closing balance

10,540,253 8,025,022
18.2.1 Break up of WPP & WF - Note 18.2

Profit Before WPP & WF

206,003,519 155,446,186

Add: Depreciation On Revaluation - Note 4.1(b)

4,801,540 5,054,253

210,805,059 160,500,439

Addition during the year

10,540,253 8,025,022

19 SHORT TERM BANK LOAN

	31-Dec-2013 Taka	31-Dec-2012 Taka
Export Development Fund (EDF) - note 19.1	-	1,241,045
Loan against Trust Receipt (LTR) - note 19.2	14,985,292	15,368,705
Packing Credit Loan - note 19.3	34,659,836	30,131,378
Foreign Document Bill Purchase (FDBP) - note 19.4	22,680,342	15,144,125
Cash Credit (CC) Hypo - note 19.5	91,287,647	68,712,059
Hire Purchase Loan - note 19.6	19,799,000	-
Lanka Bangla Finance Limited - note 19.7	350,000,000	-
	533,412,117	130,597,312

19.1 Export Development Fund - note 19

National Bank Ltd., Jubilee Road Branch	-	1,241,045
	-	1,241,045

19.2 Loan against Trust Receipt - note 19

Mercantile Bank Ltd, Agrabad Branch	3,515,490	-
National Bank Ltd., Jubilee Road Branch	11,469,802	15,368,705
	14,985,292	15,368,705

(a) Mercantile Bank Ltd., Agrabad Branch

Limit amount	:	Tk 20,000,000
Purpose	:	For retirement of shipping documents drawn under sight L/C
Interest rate	:	16%
Security	:	Lien on Master Export L/Cs, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	:	1 year

(b) National Bank Ltd., Jubilee Road Branch

Limit amount	:	Tk 20,000,000
Purpose	:	For retirement of shipping documents drawn under sight L/C
Interest rate	:	16.50%
Security	:	Lien on Master Export L/Cs, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	:	180 Days

19.3 Packing Credit Loan - note 19

Mercantile Bank Ltd., Agrabad Branch	4,600,465	2,655,385
Sonali Bank Ltd., Agrabad Branch	22,645,062	23,440,600
National Bank Ltd., Jubilee Road Branch	7,414,309	4,035,393
	34,659,836	30,131,378

(a) Mercantile Bank Ltd, Agrabad Branch

Limit amount	:	Tk 20,000,000
Purpose	:	For payment of factory wages, utility bills, freight charges and other factory expenses
Interest rate	:	7%
Security	:	Lien on Master Export L/Cs
Tenure	:	1 Year

(b) Sonali Bank Ltd, Agrabad Branch

Limit amount	:	Tk 25,000,000
Purpose	:	For payment of factory wages, utility bills, freight charges and other factory expenses
Interest rate	:	7%
Security	:	Lien on Master Export L/Cs
Tenure	:	90 Days

(c) National Bank Ltd, Jubilee Road Branch

Limit amount	:	Tk 10,000,000
Purpose	:	For payment of electric bill, staff salary and other permissible expenses
Interest rate	:	7%
Security	:	Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	:	02 months from the date of submission of export documents (Maximum 120 days from the date of creation.)

31-Dec-2013 Taka	31-Dec-2012 Taka
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19.4 Foreign Document Bill Purchase - note 19

Mercantile Bank Ltd., Agrabad Branch	4,551,600	500,000
Sonali Bank Ltd., Agrabad Branch	11,781,878	9,331,447
National Bank Ltd., Jubilee Road Branch	6,346,864	5,312,678
	22,680,342	15,144,125

(a) Mercantile Bank Ltd., Agrabad Branch

Purpose	:	To facilitate negotiation of export documents
Interest rate	:	16.50%
Security	:	Lien on Master Export L/C
Tenure	:	02 months from the date of submission of export documents.

(b) Sonali Bank Ltd., Agrabad Branch

Purpose	:	To facilitate negotiation of export documents
Interest rate	:	16.50%
Security	:	Lien on Master Export L/C
Tenure	:	02 months from the date of submission of export documents.

(c) National Bank Ltd., Jubilee Road Branch

Purpose	:	To facilitate negotiation of export documents
Interest rate	:	16.50%
Security	:	Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	:	02 months from the date of submission of export documents.

19.5 Cash Credit (Hypo) - note 19

Sonali Bank Ltd., Agrabad Branch, Account No - 001137000054	54,719,745	52,050,873
National Bank Ltd., Jubilee Road Branch, Account No - 001637002234	16,106,540	16,661,186
Mercantile Bank Ltd., Agrabad Branch, Account No - 7200000618	20,461,362	-
	91,287,647	68,712,059

(a) Sonali Bank Ltd., Agrabad Branch

Limit amount	:	Tk 80,000,000
Purpose	:	To meet working capital requirement
Interest rate	:	16%
Security	:	Raw Materials, work-in-Process, Finished Goods, Packing Materials, Store & Spares and Personal Guarantee of all Directors of the Company.
Tenure	:	1 year

(b) National Bank Ltd., Jubilee Road Branch

Limit amount	:	Tk 20,000,000
Purpose	:	To meet working capital requirement
Interest rate	:	16.50%
Security	:	Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	:	90 days to 1 year

(c) Mercantile Bank Ltd., Agrabad Branch

Limit amount	:	Tk 20,000,000
Purpose	:	To meet working capital requirement
Interest rate	:	16%
Security	:	Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	:	1 year

19.6 Hire Purchase Loan - note 19

AB Bank Ltd., Agrabad Branch, Account No - 4101786889490	19,799,000	-
	19,799,000	-

(a) AB Bank Ltd., Agrabad Branch

Purpose	:	To procure motor vehicle
Interest rate	:	15.50%
Security	:	Ownership of vehicle
Tenure	:	5 years

31-Dec-2013	31-Dec-2012
Taka	Taka

19.7 Lanka Bangla Finance Limited - note 19

Opening Balance	-	-
Add: Loan received during the year	760,000,000	-
Add: Interest charged during the year	28,919,078	-
	788,919,078	-
Less: Payment during the year	438,919,078	-
	350,000,000	-

Limit amount	:	Tk 500,000,000
Purpose	:	To meet working capital requirement
Interest rate	:	17%
Security	:	Hypothecation of all the Moveable Assets, Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd.
Tenure	:	180 days

20 PROVISION FOR INCOME TAX

For Current Tax - note 20.1	13,783,589	10,760,418
For Deferred Tax - note 20.2	55,108,461	48,334,957
	68,892,050	59,095,375

20.1 Provision for Current Tax - note 20

Opening Balance	10,760,418	6,364,115
Add: Provision made during the year	13,783,589	10,760,418
	24,544,007	17,124,533
Less: Adjusted during the year - note 20.1.1	(10,760,418)	(6,364,115)
Closing balance	13,783,589	10,760,418

20.1.1 Adjusted during the year - note 20.1

Tax paid in cash	2,048,606	534,279
Adjusted with Advance Income Tax	8,711,812	5,829,836
	10,760,418	6,364,115

20.2 Provision for Deferred Tax - note 20

Opening Balance	48,334,957	44,944,311
Add: Provision made during the year	6,773,504	3,390,646
	55,108,461	48,334,957
Less: Provision realized during the year	-	-
Closing balance	55,108,461	48,334,957

20.2.1 Calculation of Deferred Tax:

Carrying Amount (Taka)	Tax Base (Taka)	Taxable/(Deductible) Temporary Difference (Taka)
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As on 31 December 2013:

Property, Plant and Equipment (Except Land)	654,821,896	287,432,161	367,389,735
Applicable Tax Rate			15%
Deferred Tax Liability			55,108,460

As on 31 December 2012:

Property, Plant and Equipment (Except Land)	550,573,020	228,339,970	322,233,050
Applicable Tax Rate			15%
Deferred Tax Liability			48,334,957

21 TURNOVER

	31-Dec-2013 Taka	31-Dec-2012 Taka
Sales Revenue RMG - note 7.1.1	528,209,530	446,978,509
Sales Revenue Hometex Items - note 7.1.2	1,075,140,253	781,798,724
Service Revenue	55,083,459	70,975,311
Cash Incentive - note 7.1.3	64,133,991	49,151,089
	1,722,567,233	1,348,903,633

21.1 Turnover included Foreign Currency Fluctuation Gain of Tk 22,387,257

Note: Detail of Sales quantity is shown in note 34.1(c)

22 COST OF GOODS SOLD

Raw materials consumed - note 22.1	1,122,656,390	782,429,873
Factory overhead - note 22.2	370,484,024	296,208,780
Cost of Production	1,493,140,414	1,078,638,653
Opening work-in-process	142,784,577	141,083,386
Closing work-in-process - note 6	(252,914,968)	(142,784,577)
Cost of goods manufactured	1,383,010,023	1,076,937,462
Opening finished goods	39,393,787	29,676,330
Cost of goods available for sale	1,422,403,810	1,106,613,792
Closing finished goods - note 6	(89,638,552)	(39,393,787)
	1,332,765,258	1,067,220,005

22.1 Raw materials consumed - note 22

Opening inventory	71,133,481	72,066,412
Add: Purchase during the year - note 22.1.1	1,146,765,494	781,496,942
Total materials available	1,217,898,975	853,563,354
Closing inventory - note 6	(95,242,585)	(71,133,481)
	1,122,656,390	782,429,873

22.1.1 Purchase during the year - note 22.1

Yarn	852,120,587	610,910,870
Grey Fabrics	52,811,493	8,017,386
Dyes & Chemical	171,503,527	126,083,002
Accessories & Trims	62,981,929	35,126,029
Carrying Charges	7,347,958	1,359,655
	1,146,765,494	781,496,942

22.1.2 Purchase included Foreign Currency Fluctuation Loss of Tk 21,626,912

22.2 Factory overhead - note 22

Salaries & Wages	168,467,299	137,103,390
Festival Bonus	10,306,473	7,064,671
Design Charges	10,854,440	3,239,862
Electricity Charges	321,883	345,300
Clearing Charges	4,285,249	2,591,323
Stores & Spares - note 34.1	32,396,276	23,989,707
Fuel & Lubricants	4,134,287	2,287,490
Gas Charges	41,169,578	35,988,515
Indirect Raw Materials	30,382,582	21,985,003
Insurance Premium	3,158,048	2,449,355
Indirect Labor Charges	4,178,279	2,648,081
Medical Expenses	211,811	104,092
Repairs & Maintenance	7,448,842	5,202,793
Servicing Charges	5,256,458	2,625,090
Depreciation - note 4.2	47,912,519	48,584,109
	370,484,024	296,208,780

Note: Detail Quantity wise schedule of Purchase and Consumption is shown in note 34.1

23 ADMINISTRATIVE EXPENSES

	31-Dec-2013 Taka	31-Dec-2012 Taka
Salary & Allowances	19,055,673	13,705,769
Director Remuneration - note 34.3(b)	600,000	270,000
Board Meeting Allowance - Note 34.3(a)	24,000	12,000
Audit Fee - note 34.4	75,000	75,000
Legal and Professional Fees	30,000	492,500
License & Renewal	672,002	1,188,338
Dress and Uniform	310,152	84,936
Electricity Bill	727,962	458,082
Entertainment	2,828,397	2,064,512
Internet Charges	326,264	336,486
Fooding Expenses	894,621	589,635
Milad, mezban and picnic Expenses	927,695	137,375
Office Maintenance	514,895	398,014
Office Rent	240,000	240,000
Paper and Periodicals	15,992	12,394
Postage & Courier Service	282,414	249,171
Printing & Stationery	1,558,515	1,023,676
Staff Welfare	824,360	635,394
Telephone Charges	1,215,208	911,224
Recruitment Expenses	59,800	87,680
Travelling and Others	8,551,539	5,452,266
Vehicle Maintenance	2,268,006	1,431,958
Depreciation - note 4.2	2,661,807	2,699,117
	44,664,302	32,555,527

24 SELLING AND DISTRIBUTION EXPENSES

Salary & Allowances	8,079,736	5,761,592
Business Promotion	9,815,332	4,283,418
Carriage Outward	3,499,618	1,817,658
Commission on Export	1,685,957	1,372,345
Forwarding Expenses	2,932,753	1,575,250
Freight Charges	13,506,382	8,346,360
L/C Charges -Export	9,689,777	10,391,702
Sample Clearing Expenses	3,371,411	2,814,572
Testing Expenses	1,750,207	1,637,862
Trade Fair Expenses	2,685,758	2,154,715
Depreciation - note 4.2	2,661,807	2,699,117
	59,678,738	42,854,591

25 FINANCIAL EXPENSES

Interest Expense - note 25.1	77,546,258	44,042,711
Bank Charges & Commission	6,239,182	837,485
	83,785,440	44,880,196

	31-Dec-2013 Taka	31-Dec-2012 Taka
25.1 Interest Expense - note 25		
Sonali Bank Limited - note 25.1.1	30,542,631	31,712,945
National Bank Limited - note 25.1.2	4,877,163	4,360,526
Mercantile Bank Limited - note 25.1.3	3,017,408	867,323
Industrial Promotion Development Company (BD) Limited - note 25.1.4	10,189,978	7,101,917
Lanka Bangla Finance Limited - note 25.1.5	28,919,078	-
	77,546,258	44,042,711
25.1.1 Sonali Bank Limited - note 25.1		
Interest on Project Loan	17,655,286	19,069,425
Interest on BMRE	392,460	2,146,637
Interest on C.C Hypo	10,696,460	6,735,083
Interest on P.C Loan	1,798,425	1,918,342
Interest on Cash Incentive Loan	-	1,843,458
	30,542,631	31,712,945
25.1.2 National Bank Limited - note 25.1		
Interest on C.C Hypo	2,266,536	2,356,673
Interest on LTR	1,984,554	1,201,320
Interest on PAD	83,380	130,030
Interest on P.C Loan	513,871	446,717
Interest on EDF	20,665	85,555
Interest on FDBP	8,157	140,231
	4,877,163	4,360,526
25.1.3 Mercantile Bank Limited - note 25.1		
Interest on LTR	866,056	737,912
Interest on P.C Loan	590,159	129,411
Interest on SOD	1,561,193	-
	3,017,408	867,323
25.1.4 Industrial Promotion Development Company (BD) Limited - note 25.1		
Interest on Working Capital Loan	10,189,978	7,101,917
	10,189,978	7,101,917
25.1.5 Lanka Bangla Finance Limited - note 25.1		
Interest on Working Capital Loan	28,919,078	-
	28,919,078	-
26 INCOME FROM SALE OF FINANCIAL ASSETS		
IFIC Bank Limited	-	(11,130,924)
	-	(11,130,924)
27 OTHER NON OPERATING INCOME		
Interest on FDR	4,099,484	4,501,559
Dividend Income	-	416,250
Gain on Sale of Non-current Asset	-	67,500
Foreign Currency Fluctuation Gain/(Loss)	230,540	198,487
	4,330,024	5,183,796

		31-Dec-2013 Taka	31-Dec-2012 Taka
28	Related Notes for Statement of Cash Flows		
28.1	Cash received from Customers		
	Turn Over From P/L	21	1,722,567,233
	Change of Trade Receivable without Currency Fluctuation	7.1	(217,471,378)
		1,505,095,856	1,074,979,381
28.2	Cash Paid to Suppliers		
	COGS from P/L without Employee Cost	22	(1,153,991,486)
	Change of Inventories	6	(215,451,459)
	Change of Trade Payable	17.1	125,457,734
	Depreciation of FOH	22.2	47,912,518
	Changes in LTR	19.2	(383,413)
		(1,196,456,106)	(728,756,755)
28.3	Cash Paid to Employees		
	Employee Cost (FOH, Admin, Selling)	22.2	(205,909,181)
	Changes in Salary Payable	18.1	3,531,185
	Changes in Advance Employee cost	9.1	(96,056)
		(202,474,052)	(161,545,511)
28.4	Cash Paid for other operating expenses		
	Administrative Expenses without Employee Cost	23	(25,608,629)
	Selling & Distribution Expenses without Employee Cost	24	(51,599,002)
	Changes in Other Payable	18.1	26,706,406
	Changes in Advance deposits & Prepayments except AIT	9	(3,381,620)
	Depreciation (Admin & Selling)	23	5,323,613
	Changes in Short term Loan without LTR	19	403,198,218
		354,638,986	(72,169,267)
28.5	Cash paid to affiliated company		
	Habib Shares & Securities Limited	10.1	945,692
	Regent Fabrics Limited		(535,000,000)
	Regent Weaving Limited		(315,000,000)
		(849,054,308)	-
28.6	Payment of Income Tax		
	Provision for Income Tax (Income Statement)	20	(20,557,093)
	Changes in Income Tax Provision	20	9,796,675
	Changes in Advance Income Tax except TDS on Dividend	9.1	(3,890,196)
		(14,650,614)	(9,162,841)
28.7	Proceeds from sale of PPE		
	WDV of the Disposed PPE	4.1	-
	Gain on sale	27	-
		-	4,050,000
28.8	Cash receipt from dividend		
	Dividend Income	27	-
	Changes in AIT on dividend	9.1	-
		-	333,000
28.9	Interest Received from FDR		
	Interest Income from FDR	27	4,099,484
	Changes in Interest Receivable	8	(610,625)
		3,488,859	2,744,951
28.10	Cash payment for financial expenses		
	Financial Expense	25	(83,785,440)
		(83,785,440)	(44,880,196)

29 INFORMATION BASED ON PER SHARE

29.1 Earnings Per Share (EPS)

29.1.1 Basic Earnings Per Share

The computation of EPS is given below:

Earnings attributable to the ordinary shareholders from core business

Weighted average number of ordinary shares outstanding during the year(Previous year restead)

Basic Earnings Per Share (From Core Operation)

Earnings attributable to the ordinary shareholders from extraordinary income

Weighted average number of ordinary shares outstanding during the year

Basic Earnings Per Share (From Extra-ordinary Income)

Basic Earnings Per Share (Restated)

29.1.2 Diluted Earnings Per Share

Net Profit after tax

Total existing number of shares outstanding (previous year restated)

Diluted Earning Per Share(Restated)

31-Dec-2013	31-Dec-2012
Taka	Taka

170,576,149	139,217,228
60,000,000	60,000,000
2.84	2.32
4,330,024	(5,947,128)
60,000,000	60,000,000
0.07	(0.10)
2.92	2.22
174,906,172	133,270,100
60,000,000	60,000,000
2.92	2.22

29.1.3 Weighted Average Number of Shares Outstanding during the year:

Opening Balance

Bonus Share Issue in 2012 (considered in full year)

Bonus Share Issue in 2013 (considered in full year)

31-Dec-2013	31-Dec-2012
Taka	Taka
50,000,000	30,000,000
-	20,000,000
10,000,000	10,000,000
60,000,000	60,000,000

29.2 Net Asset Value Per Share (NAV)

Total Assets

Less: Liabilities

Net Asset Value (NAV)

Number of ordinary shares outstanding during the year(Previous year restead)

Net Assets Value (NAV) Per Share (Restated)

3,375,417,383	2,708,810,005
1,505,063,315	1,014,173,587
1,870,354,068	1,694,636,418
60,000,000	60,000,000
31.17	28.24

29.3 Net Operating Cash Flow Per share

Net Operating cash Flows (from statement of cash flows)

Number of ordinary shares outstanding during the year(Previous year restead)

Net Operating cash Flows per share (Restated)

438,129,048	103,345,007
60,000,000	60,000,000
7.30	1.72

31-Dec-2013	31-Dec-2012
Taka	Taka

30 CONTINGENT LIABILITIES, COMMITMENTS AND OTHER INFORMATION

30.1 Contingencies

(a) Bank Guarantees: lies with National Bank Limited, Jubilee Road Branch, Chittagong.

- (i) Karnaphuli Gas Distribution Company Limited - Tk 11,933,000
- (ii) Commissioner of Customs - Tk 7,654,688
- (iii) Pioneer Insurance Company Limited - Tk 100,000

(b) The Company had the following pending litigations against them as of the end of the reporting period:

	<u>Case No</u>	<u>Case filed by</u>	<u>Claim amount</u>
(i)	CEVT/CASE(CUS)/97/2011	Customs Bond Commisionerate, Chittagong	Tk 7,529,918
(ii)	CEVT/CASE(CUS)/226/2013	Do	Tk 3,119,249
(iii)	2004-2005/13	Do	Tk 234,304

* Bank Guarantee has been provided by National Bank Limited for the case# CEVT/CASE(CUS)/97/2012 amount of Tk 7,654,688.

30.2 Directors' interest in contracts with the company

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

30.3 Segment Reporting

As there is a single business and no geographic segment within the company operating as such no segment reporting is felt necessary.

30.4 Credit Facility Not Availed

There was no credit facility available to the company under any contract, but not availed as on 31 DECEMBER 2013 other than trade credit available in the ordinary course of business.

31 EVENTS AFTER THE REPORTING PERIOD

No material events had occurred from the end of the reporting period to the date of issue of this Financial Statements, which could materially affect the values stated in the Financial Statements.

32 RELATED PARTY DISCLOSURES

i) Related party transactions

The Company carried out a number of transactions with related parties in the normal course of business on arms length basis.

SL No.	Name of the Related Parties	Name of the Persons Involved	Relationship	Nature of Transactions	Transaction during the year	Balance as at 31-12-2013	Balance as at 31-12-2012
1	Regent Spinning Mills Limited	Mr. Md. Yakub Ali Mr. Md. Yasin Ali Mr. Mashruf Habib Mr. Salman Habib	Common Director	Supply of Yarn	Dr. 431,262,988 Cr. (350,446,087)	(537,072)	(81,353,973)
2	Regent Fabrics Limited	Mr. Md. Yakub Ali Mr. Md. Yasin Ali Mr. Md. Yakub Ali Mr. Md. Yasin Ali	Do	Servicing of Fabric Short Term Loan	Dr. 18,875,895 Cr. (14,289,087) Dr. 535,000,000 Cr. -	109,543,351	51,456,543
3	Regent Weaving Limited	Mr. Md. Yakub Ali Mr. Md. Yasin Ali Mr. Md. Yakub Ali Mr. Md. Yasin Ali	Do	Servicing of Fabric Short Term Loan	Dr. 1,874,997 Cr. - Dr. 31,500,000 Cr. -	33,374,997	-
4	Anowara Fashions Limited	Mr. Md. Yakub Ali Mr. Md. Yasin Ali	Do	Readymade Garments	Dr. 23,817,456 Cr. (4,000,000)	23,817,456	4,000,000
5	Legacy Fashion Limited	Mr. Md. Yakub Ali Mr. Md. Yasin Ali	Do	Readymade Garments	Dr. 41,410,046 Cr. (18,938,040)	41,410,046	18,938,040
6	Siam's Superiors Limited	Mr. Md. Yakub Ali Mr. Md. Yasin Ali Mr. Tanvir Habib	Do	Readymade Garments	Dr. 14,487,925 Cr. (34,784,465)	14,487,925	34,784,465
7	Valiant Fashion Limited	Mr. Md. Yakub Ali Mr. Md. Yasin Ali Mr. Mashruf Habib Mr. Salman Habib Mr. Tanvir Habib	Do	Readymade Garments	Dr. 4,320,108 Cr. (262,440)	4,320,108	262,440
8	Diamond Cement Limited	Mr. Md. Yakub Ali Mr. Md. Yasin Ali	Do	Supply of Cement	Dr. - Cr. (1,435,500)	(5,200,124)	(3,764,624)
9	Habib Sons	Mr. Md. Yakub Ali Mr. Md. Yasin Ali	Do	Supply of Chemical	Dr. 618,950 Cr. (482,510)	903,440	767,000
10	Directors	Mr. Md. Yakub Ali Mr. Md. Yasin Ali Mr. Mashruf Habib Mr. Salman Habib Mr. Tanvir Habib	Key Management Personnel	Remuneration and Board Meeting Fees	Dr. 864,000 Cr. -	864,000	-
11	Habib Shares & Securities Limited	Mr. Md. Yakub Ali Mr. Md. Yasin Ali	Common Director	Brokerage House	Dr. - Cr. 945,692	-	945,692
12	Managing Director	Mr. Md. Yasin Ali	Key Management	Loan	Dr. - Cr. 84,537,382	-	84,537,382

ii) Particulars of Directors of Regent Textile Mills Limited as at 31 December 2013

Sl. No.	Name	Age	Position in RTML	Involvement in other organizations as owner or partner	Position
1	Mr. Md. Yasin Ali	52	Managing Director	Anowara Apparels Limited	Managing Director
2				Anowara Fashion Limited	Managing Director
3				Anowara Paper Mills Limited	Managing Director
4				Bangladesh Fertilizer & Agro Chemicals Limited	Managing Director
5				Diamond Cement Limited	Managing Director
6				ANZ Properties Ltd.	Chairman
7				Continental Insurance Limited	Director
8				Diamond Pack Limited	Managing Director
9				Habib Shares & Securities Limited	Chairman
10				Meghna Bank Limited	Director
11				Habib Printer & Publishers Limited	Managing Director
12				Habib Steels Limited	Managing Director
13				HG Aviation Limited	Chairman
14				Legacy Fashion Limited	Managing Director
15				Maam Textile Mills Limited	Managing Director
16				MTS Re-Rolling Mills Limited	Managing Director
17				Mudys Navigation Limited	Managing Director
18				Noor Garments Limited	Managing Director
19				Regent Energy and Power Limited	Managing Director
20				Regent Fabrics Limited	Managing Director
21				Regent Power Limited	Managing Director
22				Regent Spinning Mills Limited	Managing Director
23				Regent Weaving Limited	Managing Director
24				Siam's Superior Limited	Managing Director
25				Ali Fashion Limited	Managing Director
26				Southern Medical College & Hospital	Chairman
27				Valiant Fashion Wear Limited	Managing Director
28				Union Cement Mills Limited	Managing Director
29				Union Fertilizer Complex Limited	Managing Director
30				Valiant Garments Limited	Managing Director
31				Habib Sons	Partner

Sl. No.	Name	Age	Position in RTML	Involvement in other organizations as owner or partner	Position
1	Mr. Md. Yakub Ali	62	Chairman	Ali Fashion Limited	Chairman
2				Anowara Apparels Limited	Chairman
3				Anowara Fashion Limited	Chairman
4				Anowara Paper Mills Limited	Chairman
5				Bangladesh Fertilizer & Agro Chemicals Limited	Chairman
6				Diamond Cement Limited	Chairman
7				Diamond Pack Limited	Chairman
8				Habib Printers and Publisher Limited	Chairman
9				Habib Shares & Securities Limited	Managing Director
10				Habib Sons	Managing Partner
11				Habib Steels Limited	Chairman
12				HG Aviation Limited	Director
13				Legacy Fashion Limited	Chairman
14				Maam Textile Mills Limited	Chairman
15				MTS Re-Rolling Mills Limited	Chairman
16				Mudys Navigation Limited	Chairman
17				National Credit & Commerce Bank Limited	Director
18				Noor Garments Limited	Chairman
19				Regent Energy and Power Limited	Chairman
20				Regent Fabrics Limited	Chairman
21				Regent Power Limited	Chairman
22				Regent Spinning Mills Limited	Chairman
23				Regent Weaving Limited	Chairman
24				Siam's Superior Limited	Chairman
25				Valiant Fashion Wear Limited	Chairman
26				Valiant Garments Limited	Chairman
27				Union Cement Mills Limited	Chairman
28				Union Fertilizer Complex Limited	Chairman

Sl. No.	Name	Age	Position in RTML	Involvement in other organizations as owner or partner	Position
1	Mr. Salman Habib	25	Director	H G Aviation Limited	Director
2				Valiant Fashion Wear Limited	Director
3				Valiant Garments Limited	Director
4				Regent Energy & Power Limited	Director
5				DCL Auto Bricks Limited	Director
6				Regent Spinning Mills Limited	Director

Sl. No.	Name	Age	Position in RTML	Involvement in other organizations as owner or partner	Position
1	Mr. Mashruf Habib	29	Director	H G Aviation Limited	Managing Director
2				Regent Spinning Mills Limited	Director
3				Regent Energy & Power Limited	Director
4				DCL Auto Bricks Limited	Director
5				Valiant Fashion Wear Limited	Director
6				Valiant Garments Limited	Director

Sl. No.	Name	Age	Position in RTML	Involvement in other organizations as owner or partner	Position
1	Mr. Tanvir Habib	23	Director	H G Aviation Limited	Shareholder
2				DCL Auto Bricks Limited	Director
3				Valiant Fashion Wear Limited	Director
4				Valiant Garments Limited	Director
5				Siam's Superior Limited	Director
6				Regent Energy and Power Limited	Shareholder
7				Ali Fashion Limited	Shareholder
8				Anowara Apparels Limited	Shareholder
9				Anowara Fashion Limited	Shareholder
10				Anowara Paper Mills Limited	Shareholder
11				Bangladesh Fertilizer & Agro Chemicals Limited	Shareholder
12				Diamond Cement Limited	Shareholder
13				Diamond Pack Limited	Shareholder
14				Habib Printers and Publisher Limited	Shareholder
15				Habib Shares & Securities Limited	Shareholder
16				Mudys Navigation Limited	Shareholder
17				Habib Steels Limited	Shareholder
18				Noor Garments Limited	Shareholder
19				Legacy Fashion Limited	Shareholder
20				Maam Textile Mills Limited	Shareholder
21				MTS Re-Rolling Mills Limited	Shareholder
22				Regent Fabrics Limited	Shareholder
23				Regent Power Limited	Shareholder
24				Union Cement Mills Limited	Shareholder
25				Regent Weaving Limited	Shareholder
26				Union Fertilizer Complex Limited	Shareholder
27				Regent Spinning Mills Limited	Shareholder

33 ATTENDANCE STATUS OF BOARD MEETING OF DIRECTORS

During the year ended 31 December 2013, there were 6 (six) Board Meetings held. The attendance status of all the meetings is as follows:

SL	Name of the Directors	Position	Meeting held	Attendance
1	Mr. Md. Yakub Ali	Chairman	6	6
2	Mr. Md. Yasin Ali	Managing Director	6	6
3	Mr. Mashruf Habib	Director	6	6
4	Mr. Salman Habib	Director	6	3
5	Mr. Tanvir Habib	Director	6	3

34 Disclosure as per requirement of Schedule XI, Part II of The Companies Act 1994
34.1 Quantity wise schedule of Inventory - Para 3 of Schedule XI, Part II

Qty Unit	31-Dec-13		31-Dec-12	
	Qty	Taka	Qty	Taka

(a) Movement of Raw Materials - note 6 & 22:
Opening Inventory

Yarn	Kg	146,158	36,874,676	134,014	31,855,710
Dyes & Chemical	N/A	-	34,258,805	-	40,210,702
Total			71,133,481		72,066,412

Purchase

Yarn	Kg	3,514,673	852,120,587	2,453,966	610,910,870
Dyes & Chemical	N/A	-	171,503,527	-	126,083,002
Grey Fabrics	Mtr.	374,916	52,811,493	109,464	8,017,386
Total			1,076,435,607		745,011,258

Consumption

Yarn	Kg	3,456,201	839,386,196	2,441,822	605,891,904
Dyes & Chemical	N/A	-	160,128,814	-	132,034,899
Grey Fabrics	Mtr.	374,916	52,811,493	109,464	8,017,386
Total			1,052,326,503		745,944,189

Closing Inventory

Yarn	Kg	204,630	49,609,067	146,158	36,874,676
Dyes & Chemical	N/A	-	45,633,518	-	34,258,805
Total			95,242,585		71,133,481

(b) Work-in-Process - note 6 & 22:
Opening Inventory

Yarn	Kg	68,926	18,453,306	83,255	19,919,102
Dyes & Chemicals	N/A	-	1,076,927	-	1,215,570
Grey Fabrics (Weaving)	Mtr.	889,314	80,773,286	798,962	58,058,309
Dyeing, Printing & Finishing	Mtr.	189,500	18,291,346	126,300	10,815,515
Home Tex (Stitching)	N/A	-	24,189,712	-	51,074,890
Total			142,784,577		141,083,386

Closing Inventory

Yarn	Kg	93,736	25,926,928	68,926	18,453,306
Dyes & Chemicals	N/A	-	1,782,659	-	1,076,927
Grey Fabrics (Weaving)	Mtr.	1,291,528	134,400,782	889,314	80,773,286
Dyeing, Printing & Finishing	Mtr.	521,746	71,255,434	189,500	18,291,346
Home Tex (Stitching)	N/A	-	19,549,165	-	24,189,712
Total			252,914,967		142,784,577

Qty Unit	31-Dec-13		31-Dec-12	
	Qty	Taka	Qty	Taka

(c) Movement of Finished Goods - note 6, 21 & 22:

Opening Inventory

Finished Fabrics (RMG)	Mtr.	31,606	3,985,450	9,671	754,306
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	878,504	35,408,337	739,607	28,922,024
Total	Mtr.	910,110	39,393,787	749,278	29,676,330

Production

Finished Fabrics (RMG)	Mtr.	5,284,455	528,266,649	5,274,165	426,184,964
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	8,110,912	961,323,454	4,789,207	650,752,498
Total	Mtr.	13,395,367	1,489,590,103	10,063,372	1,076,937,462

Delivery

Finished Fabrics (RMG)	Mtr.	5,278,360	528,209,530	5,262,230	422,953,820
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	7,832,323	911,135,808	4,550,310	644,266,185
Total	Mtr.	13,110,683	1,439,345,338	9,812,540	1,067,220,005

Closing Inventory

Finished Fabrics (RMG)	Mtr.	37,701	10,168,656	21,606	3,985,450
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	1,158,093	79,469,896	978,504	35,408,337
Total	Mtr.	1,195,794	89,638,552	1,000,110	39,393,787

(d) Movement of Spare Parts & Accessories - note 6 & 22:

Opening Inventory

Stores & Spares	N/A	-	23,500,230	-	12,173,182
Accessories & Trims	N/A	-	2,095,231	-	1,704,595
Total		-	25,595,461	-	13,877,777

Purchase

Stores & Spares	N/A	-	56,712,441	-	35,316,755
Accessories & Trims	N/A	-	62,981,929	-	35,126,029
Total		-	119,694,370	-	70,442,784

Consumption

Stores & Spares	N/A	-	32,396,276	-	23,989,707
Accessories & Trims	N/A	-	56,330,895	-	34,735,393
Total		-	88,727,171	-	58,725,100

Closing Inventory

Stores & Spares	N/A	-	47,816,395	-	23,500,230
Accessories & Trims	N/A	-	8,746,265	-	2,095,231
Total		-	56,562,660	-	25,595,461

Note: Due to diverse and innumerable units of measurement it is not practicable to provide quantities for Home Tex items, Dyes & Chemicals and Spare parts & Accessories.

34.2 Number of Employees - Para 3 of Schedule XI, Part II

Salary Range (Monthly)	Head Office		Factory			Total Employees
	Officer	Staff	Officer	Staff	Worker	
For the year ended 31-12-2013	39	15	196	111	1634	1995
Below 3,000	-	-	-	-	-	-
Above 3,000	39	15	196	111	1634	1995
For the year ended 31-12-2012	32	15	159	38	1347	1591

34.3 Payment information to Directors - Para 4 of Schedule XI, Part II
(a) Aggregate Amount of Remuneration Paid to all Directors

		31-Dec-2013 Taka	31-Dec-2012 Taka
Particulars	Payment Type		
Director's	Board Meeting	24,000	12,000
Director's	Remuneration	600,000	270,000
Director's	Salary & Allowances	6,720,000	4,480,000
		7,344,000	4,762,000

(b) Directors' Remuneration - note 21

Name of the Directors	Designation	Monthly Remuneration	No. of Month	31-Dec-2013 Taka	31-Dec-2012 Taka
Mr. Salman Habib	Director	-	6	600,000	-
Mr. Mashruf Habib	Director	-	-	-	270,000
Total				600,000	270,000

34.4 Auditor's Remuneration - Para 6 of Schedule XI, Part II - note 21

Statutory Audit Fee - Hoda Vasi Chowdhury & Co.

75,000	75,000
75,000	75,000

34.5 Installed Capacity & Utilization of Capacity - Para 7 of Schedule XI, Part II
(a) Weaving

Installed Capacity (In Meter)	12,000,000	12,000,000
Actual Production	9,409,389	8,196,963
Capacity Utilization (%)	78.41%	68.31%

(a) Dyeing and Printing

Installed Capacity (In Meter)	14,000,000	14,000,000
Actual Production	13,395,367	10,063,372
Capacity Utilization (%)	95.68%	71.88%

35 GENERAL

35.1 The amounts in these financial statements have been rounded off to the nearest Taka.

35.2 Bracket figure denotes negative.

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on February 15, 2014 and were signed on its behalf by :

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

Annexure - A: ACCOUNTS RECEIVABLE
(a) For sale of RMG

	31-Dec-2013 Taka	31-Dec-2012 Taka
Afco Abedin Garments Ltd	-	7,740,800
Aftabunessa Textile	4,469,673	1,855,732
Alliance Stitches Ltd.	-	13,160
Angora Fashions Ltd.	5,106,660	7,656,870
Ayman Textile	-	1,224,096
Adila Apparels Limited	3,464,500	-
E-H Fabrics Limited	964,735	-
Cassiopia Apparels Limited	42,533,400	-
Anowara Fashion Limited	23,817,456	4,000,000
Day Fashion Limited	-	10,096,000
First Wear Ltd	8,270,262	-
Ettadi Jeans Limited	-	10,370,572
Eastern Dresses Ltd.	-	2,488,788
Eno Knit Composit Ltd.	-	3,142,359
Garments Home (Pvt.) Ltd.	-	1,418,300
Golded Refit Garments Ltd.	-	666,080
H.I.Apparels Ltd.	27,311,519	10,868,659
Invent Clothing Ltd.	-	4,121,991
Jaycees Apparels Ltd	804,375	-
Jerkin Wears Limited	-	3,261,720
Jamuna Apparels Ltd.	-	7,089,598
Karnafully Shoes Ind. Ltd.	-	3,281,713
Kattali Tex.Ltd.	-	2,882,040
KDS Fashion Ltd	-	433,760
KDS Garments Ind.Ltd	288,600	311,600
Knet Fashion Ltd	-	1,317,384
Kohinoor App. Ltd.	-	2,806,492
Legacy Fashion Ltd	3,532,464	18,938,040
Lynda Fashions Limited	-	5,435,323
MP Textile Mills Limited	37,037	1,322,791
Mac Tex Ind. Limited	-	3,655,680
Mega Star Apparels Limited	492,083	-
Mouly Fashion Ltd	1,604,382	-
M.N.Clothing Ltd.	-	6,732,102
Needle Work Ltd	2,608,071	1,967,308
Orchid Fashion Ltd.	-	614,400
	125,305,217	125,713,358

	31-Dec-2013 Taka	31-Dec-2012 Taka
Pantaloon Design Ltd		6,264,961
Redisson App.Ltd	27,019,527	3,673,804
Rebecca Fashion Ltd.	-	1,506,320
R.B. Industries Ltd	3,051,906	-
Regent Fabrics Limited	8,521,500	-
Ridwan Fashion Ltd	1,883,115	-
Roverko Limited	5,591,332	-
Progressive Apparels Ltd	6,613,998	-
Saad Musa Fabrics Ltd	8,718,512	14,655,224
Sag Fashion Limited	363,636	-
S&S Swimwear Ltd	8,739,104	-
Sajib Fashion Wear Limited	-	3,749,305
Sanguing App. Ltd.	-	1,316,480
Saturn Textile Ltd	6,543,545	3,404,800
Sea Shore Apparels Ltd	697,788	-
Shinest Apparels Ltd	4,609,331	-
Shagore Garments Ltd	-	1,414,500
Siam's Superior Ltd.	4,420,619	34,784,465
Six Fashions Limited	3,626,064	-
Southern Knitwear Ltd	1,465,893	-
Sufi Apparels Ltd	4,557,637	-
Techno Fiber Limited	19,236,360	-
Speed Well Ltd.	-	654,720
Step Three App.Ltd	-	7,457
Super Knitting & Dyeing Mills Ltd.	-	2,612,680
Synergies Sourcing BD Ltd.	297,060	212,820
Wazhico Apparels Ltd	2,532,660	-
Titas Garments Ind. Ltd.	-	21,715,977
Valiant Fashion Wear Ltd	4,320,108	262,440
Virtual Bottoms Limited	1,703,676	-
	124,513,371	96,235,953
Cassiopea Apparels Limited	1,298,846	-
Enayet Garments Limited	1,046,705	-
Garments Home Pvt. Limited	343,044	-
H.I. Apparels Limited	2,331,855	-
Invent Clothing Limited	4,121,991	-
Jamuna Apparels Limited	806,702	-
Legacy Fashion Limited	37,877,582	-
Orchid Fashions Limited	614,400	-
Radisson Apparels Limited	4,587,804	-
R.B. Apparels Limited	186,701	-
Rebacca Fashions Limited	1,506,320	-
Ridwan Fashion Limited	423,259	-
Saad Musa Fabrics Limited	1,213,837	-
Saturn Textile Mills Limited	1,980,167	-
Section Seven Apparels Limited	2,079,106	-
Siam's Supperior Limited	10,067,306	-
	70,485,625	-
	320,304,213	221,949,311

(b) For sale of Hometex

	31-Dec-2013 Taka	31-Dec-2012 Taka
New Wave Group	-	758,432
AGN Money Corp. Ltd	(1,993,718)	-
Bon Prix	7,360,571	-
Hans Wittman	-	(267,189)
3 Suisses France	-	924,560
Be Son Gross	-	1,864,032
Blue Moon	-	(752,622)
C.J.Holdings Ltd.	-	6,185,236
ISO Paint Nordic	3,050,190	-
Princess Groupen AS	9,748,721	-
OTTO GMBH	2,381,761	-
Domotess	(1,100,876)	(1,444,320)
EMC Distribution	507,168	9,220,225
Heinrich Heine GMBH	691,912	-
Gilbert Trading	1,236,131	-
Siplec	74,030,097	3,726,413
ZXY International FZCO	55,538	-
Tissery CIE	-	12,885,824
W.Sweden AB	37,602	-
Silex VYVOZ	3,890,184	-
Red Cats Asia Limited	99,850,146	84,696,771
Heimtex AB	28,914,054	31,027,070
	228,659,481	148,824,433
Total (A+B)	548,963,694	370,773,744

* Tk. 178,406,448 has been realised subsequently from the above receivable as on 31 January 2014.

Annexure - B: ACCOUNTS PAYABLE
a For Supply Of Raw Materials
(i) Back to Back L/C In Mercantile Bank:

L/C Number	Merchandise	31-Dec-2013 Taka	L/C Number	Merchandise	31-Dec-2012 Taka
174313040161	Accessories	515,200	174312040254	Accessories	370,761
174313040160	Accessories	790,960	174312060110	Accessories	219,000
174313040172	Accessories	648,392	174312040318	Accessories	1,117,592
174313040112	Accessories	1,356,851	174312040259	Accessories	127,840
174313040167	Accessories	356,000	174312060116	Dyes & Chemical	671,040
174313040188	Accessories	284,000	174312040322	Dyes & Chemical	1,692,000
174313040119	Accessories	529,448	174312060101	Dyes & Chemical	1,310,400
174313040169	Accessories	340,948	174312060104	Dyes & Chemical	1,800,000
174313040186	Accessories	498,532	174312060091	Dyes & Chemical	1,056,000
174313040168	Accessories	874,739	174312060092	Dyes & Chemical	2,275,200
174313060058	Dyes & Chemical	1,464,800	174312040339	Dyes & Chemical	920,000
174313060022	Dyes & Chemical	2,141,400	174312120037	Dyes & Chemical	832,000
174313060056	Dyes & Chemical	1,854,720	174312040144	Yarn	4,200,800
174313060054	Dyes & Chemical	1,968,000	174312040250	Yarn	1,656,000
174313060019	Dyes & Chemical	2,280,000	174312040270	Yarn	1,100,000
174313060055	Dyes & Chemical	946,560	174312040271	Yarn	1,656,000
174313040148	Yarn	2,816,000	174312040315	Yarn	2,208,000
174313040066	Yarn	2,680,000	174312040319	Yarn	3,080,000
174313040111	Yarn	2,160,000	174312040337	Yarn	1,540,000
174313040175	Yarn	3,000,000	174312040252	Yarn	4,158,000
174313040099	Yarn	23,448,000	174312040253	Yarn	3,984,000
174313040118	Yarn	14,640,000	174312040260	Yarn	3,984,000
174313040170	Yarn	2,200,000	174310040198	Yarn	1,239,480
174313040176	Yarn	11,936,000	-	-	-
174313040106	Yarn	5,220,400	-	-	-
174313040171	Yarn	1,904,000	-	-	-
174313040115	Yarn	2,960,000	-	-	-
174313040198	Yarn	1,239,480	-	-	-
Total		91,054,430	Total		41,198,113

(ii) Back to Back L/C In National Bank:

L/C Number	Merchandise	31-Dec-2013 Taka	L/C Number	Merchandise	31-Dec-2012 Taka
094213060009	Dyes & Chemical	909,440	094212040031	Accessories	188,000
094213040060	Accessories	723,230	094212040061	Accessories	641,000
094213040057	Accessories	381,862	094212040068	Accessories	549,687
094213040051	Accessories	1,010,949	094212040055	Accessories	524,527
094213040026	Accessories	800,831	094212040057	Accessories	58,800
094213040027	Accessories	429,139	094212040045	Accessories	1,723,273
094213040033	Accessories	544,796	094212040051	Accessories	333,120
094213040054	Accessories	423,281	094212040056	Accessories	419,224
094213040041	Accessories	456,566	094212060008	Dyes & Chemical	2,926,400
094213040049	Accessories	911,729	094212060009	Dyes & Chemical	1,800,000
094213060012	Dyes & Chemical	2,203,200	094212040062	Dyes & Chemical	714,240
094213060010	Dyes & Chemical	2,077,600	094212040047	Dyes & Chemical	504,252
094213060061	Dyes & Chemical	334,125	094212040054	Dyes & Chemical	450,120
094213060014	Dyes & Chemical	2,038,120	094212040067	Dyes & Chemical	512,256
094213040029	Dyes & Chemical	288,576	094212040021	Dyes & Chemical	1,531,200
094213040042	Dyes & Chemical	244,488	094212040022	Dyes & Chemical	832,000
094213040046	Dyes & Chemical	488,000	094212040048	Yarn	7,056,000
094213060011	Dyes & Chemical	946,560	094212040017	Yarn	9,744,000
094213060013	Dyes & Chemical	1,680,000	094212040039	Yarn	1,938,000

L/C Number	Merchandise	31-Dec-2013 Taka	L/C Number	Merchandise	31-Dec-2012 Taka
094213040011	Yarn	1,664,000	094212040046	Yarn	1,840,000
094213040052	Yarn	2,822,000	094212040049	Yarn	2,040,000
094213040035	Yarn	5,920,000	094212040050	Yarn	2,160,000
094213040038	Yarn	3,000,000	094212040059	Yarn	2,200,000
094213040047	Yarn	1,820,000	094212040060	Yarn	6,624,000
094213040048	Yarn	2,960,000	094212040065	Yarn	2,926,000
094213040058	Yarn	3,000,000	094212040066	Yarn	2,240,000
094213040059	Yarn	2,960,000	094212040042	Yarn	3,744,000
094213040064	Yarn	4,740,000	094212040043	Yarn	6,137,600
094213040025	Yarn	8,680,000	094212040044	Yarn	3,456,000
094213040030	Yarn	29,104,000	094212040052	Yarn	3,638,400
094213040032	Yarn	2,896,000	094212040053	Yarn	3,638,400
094213040044	Yarn	1,232,000	094212040069	Yarn	1,640,000
094213040045	Yarn	7,304,000	094212040029	Yarn	4,680,000
094213040043	Yarn	2,544,000	094212040058	Yarn	2,556,400
094213040050	Yarn	1,908,000	094212030004	Dyes & Chemical	1,512,000
094213040056	Yarn	1,908,000	-	-	-
094213040031	Yarn	2,224,000	-	-	-
094213040037	Yarn	2,184,000	-	-	-
094213040034	Yarn	3,540,000	-	-	-
094213040036	Yarn	2,704,000	-	-	-
094213040040	Yarn	1,904,000	-	-	-
094213040053	Yarn	1,780,800	-	-	-
094213040055	Yarn	1,908,000	-	-	-
094213040062	Yarn	3,372,000	-	-	-
094213040063	Yarn	2,304,000	-	-	-
Total		123,275,292	Total		83,478,899

(iii) **Back to Back L/C In Sonali Bank:**

L/C Number	Merchandise	31-Dec-2013 Taka	L/C Number	Merchandise	31-Dec-2012 Taka
034213040970	Accessories	481,553	034212041031	Accessories	826,678
034213040567	Accessories	627,880	034212040673	Accessories	637,800
034213040787	Accessories	816,009	034212041101	Accessories	644,600
034213040729	Accessories	105,200	034212040970	Accessories	369,580
034213040644	Accessories	1,015,219	034212041126	Accessories	458,403
034213040937	Accessories	1,486,874	034212040806	Accessories	154,546
034213040730	Accessories	263,640	034212040672	Accessories	660,905
034213040441	Accessories	133,105	034212040795	Accessories	253,198
034213040802	Accessories	280,014	034212040968	Accessories	421,874
034213040688	Accessories	475,412	034212041083	Accessories	374,358
034213040410	Accessories	117,446	034212040967	Accessories	411,421
034213040858	Accessories	1,355,733	034212040842	Accessories	370,150
034213040862	Accessories	471,905	034212040676	Accessories	161,653
034213040465	Accessories	213,600	034212040707	Accessories	130,540
034213060166	Dyes & Chemical	1,296,000	034212040787	Accessories	779,396
034213060128	Dyes & Chemical	1,488,000	034212040969	Accessories	1,096,097
034213060140	Dyes & Chemical	2,226,800	034212040784	Accessories	325,800
034213060194	Dyes & Chemical	1,504,320	034212040692	Dyes & Chemical	247,000
034213060190	Dyes & Chemical	1,085,600	034212041030	Dyes & Chemical	251,000
034213060126	Dyes & Chemical	1,800,000	034212060198	Dyes & Chemical	1,065,750
034213060138	Dyes & Chemical	1,201,760	034212041152	Dyes & Chemical	572,000
034213060145	Dyes & Chemical	1,302,840	034212060131	Dyes & Chemical	1,800,000
034213060186	Dyes & Chemical	1,390,732	034212060208	Dyes & Chemical	1,800,000
034213060165	Dyes & Chemical	2,416,800	034212060102	Dyes & Chemical	762,560
034213120050	Dyes & Chemical	1,814,400	034212060156	Dyes & Chemical	1,355,760
034213120060	Dyes & Chemical	1,725,600	034212060195	Dyes & Chemical	1,941,324
034213120076	Dyes & Chemical	2,463,360	034212120070	Dyes & Chemical	1,584,000
034213040399	Dyes & Chemical	193,200	034212060164	Dyes & Chemical	967,680
034213040411	Dyes & Chemical	1,018,560	034212040645	Dyes & Chemical	666,720
034213040859	Dyes & Chemical	757,440	034212060157	Dyes & Chemical	2,430,000
034213060115	Dyes & Chemical	2,272,000	034212060194	Dyes & Chemical	2,552,960

L/C Number	Merchandise	31-Dec-2013 Taka	L/C Number	Merchandise	31-Dec-2012 Taka
034213060191	Dyes & Chemical	673,400	034212041105	Dyes & Chemical	1,224,350
034213040412	Dyes & Chemical	480,000	034212041021	Dyes & Chemical	640,000
034213060127	Dyes & Chemical	2,086,160	034212060161	Dyes & Chemical	2,700,000
034213060139	Dyes & Chemical	2,307,760	034212120038	Dyes & Chemical	1,040,000
034213060199	Dyes & Chemical	1,994,860	034212060217	Dyes & Chemical	946,560
034213060192	Dyes & Chemical	2,180,000	034212040797	Dyes & Chemical	360,000
034213060198	Dyes & Chemical	2,180,000	034212040940	Dyes & Chemical	360,000
034213060202	Dyes & Chemical	2,208,000	034212040946	Dyes & Chemical	704,822
034213060149	Dyes & Chemical	2,323,200	034212040703	Dyes & Chemical	335,990
034213060167	Dyes & Chemical	2,116,800	034212060160	Dyes & Chemical	861,420
034213060188	Dyes & Chemical	2,116,800	034212060203	Dyes & Chemical	1,768,800
034213120041	Dyes & Chemical	1,080,000	034212060207	Dyes & Chemical	1,764,800
034213120054	Dyes & Chemical	857,600	034212040705	Yarn	5,657,200
034213120061	Dyes & Chemical	857,600	034212040883	Yarn	1,456,000
034213040803	Dyes & Chemical	1,120,000	034212040943	Yarn	2,240,000
034213040553	Dyes & Chemical	647,466	034212041055	Yarn	2,240,000
034213040621	Dyes & Chemical	843,010	034212040482	Yarn	3,744,000
034213040887	Dyes & Chemical	881,370	034212040600	Yarn	8,648,000
034213040690	Yarn	2,816,000	034212040611	Yarn	2,160,000
034213040203	Yarn	-	034212040640	Yarn	961,920
034213040810	Yarn	-	034212040642	Yarn	1,296,000
034213041019	Yarn	-	034212040661	Yarn	3,639,600
034213040142	Yarn	-	034212040664	Yarn	4,004,000
034213040351	Yarn	1,500,000	034212040667	Yarn	1,080,000
034213040423	Yarn	864,000	034212040671	Yarn	3,888,000
034213040427	Yarn	1,584,000	034212040680	Yarn	1,656,000
034213040428	Yarn	7,392,000	034212040682	Yarn	1,656,000
034213040522	Yarn	1,857,600	034212040683	Yarn	2,160,000
034213040523	Yarn	3,000,000	034212040694	Yarn	6,796,000
034213040656	Yarn	2,464,000	034212040702	Yarn	2,160,000
034213040678	Yarn	6,120,000	034212040804	Yarn	6,480,000
034213040772	Yarn	5,104,000	034212040806	Yarn	2,160,000
034213040890	Yarn	1,344,588	034212040809	Yarn	2,080,000
034213040951	Yarn	2,160,000	034212040810	Yarn	2,160,000
034213040737	Yarn	1,478,400	034212040811	Yarn	1,296,000
034213040738	Yarn	2,035,200	034212040860	Yarn	1,792,000
034213040739	Yarn	985,600	034212040887	Yarn	7,592,000
034213040894	Yarn	1,272,000	034212040941	Yarn	672,000
034213040895	Yarn	1,908,000	034212041006	Yarn	2,080,000
034213040896	Yarn	2,464,000	034212041007	Yarn	1,536,000
034213040905	Yarn	2,544,000	034212041008	Yarn	924,000
034213040104	Yarn	-	034212041019	Yarn	3,360,000
034213040262	Yarn	1,472,000	034212041022	Yarn	3,360,000
034213040377	Yarn	4,440,000	034212041135	Yarn	1,104,000
034213040396	Yarn	-	034212041153	Yarn	1,308,000
034213040431	Yarn	6,720,000	034212040774	Yarn	1,638,000
034213040457	Yarn	1,840,000	034212040514	Yarn	1,406,000
034213040552	Yarn	5,280,000	034212040515	Yarn	2,400,000
034213040606	Yarn	4,700,800	034212040601	Yarn	2,496,000
034213040620	Yarn	1,320,000	034212040633	Yarn	809,600
034213040645	Yarn	650,000	034212040644	Yarn	3,840,000
034213040646	Yarn	979,000	034212040662	Yarn	2,048,000
034213040647	Yarn	1,020,000	034212040663	Yarn	882,000
034213040648	Yarn	1,472,000	034212040675	Yarn	5,352,000
034213040663	Yarn	7,880,000	034212040678	Yarn	2,048,000

L/C Number	Merchandise	31-Dec-2013 Taka	L/C Number	Merchandise	31-Dec-2012 Taka
034213040676	Yarn	2,280,000	034212040679	Yarn	1,056,000
034213040679	Yarn	2,640,000	034212040681	Yarn	2,635,200
034213040714	Yarn	2,704,000	034212040704	Yarn	2,040,000
034213040715	Yarn	4,568,000	034212040751	Yarn	1,563,600
034213040809	Yarn	4,968,000	034212040752	Yarn	1,303,400
034213040888	Yarn	1,132,000	034212040753	Yarn	665,600
034213040939	Yarn	1,824,000	034212040769	Yarn	2,320,000
034213040950	Yarn	2,920,000	034212040770	Yarn	2,088,000
034213040957	Yarn	1,526,400	034212040773	Yarn	4,600,000
034213040958	Yarn	1,243,840	034212040785	Yarn	378,000
034213040968	Yarn	1,017,600	034212040786	Yarn	1,866,400
034213041004	Yarn	5,048,000	034212040805	Yarn	4,936,000
034213040429	Yarn	2,880,000	034212040826	Yarn	3,402,000
034213040432	Yarn	2,880,000	034212040884	Yarn	703,800
034213040439	Yarn	21,102,000	034212040945	Yarn	2,560,000
034213040458	Yarn	2,160,000	034212041018	Yarn	2,560,000
034213040521	Yarn	1,820,000	034212041053	Yarn	2,528,000
034213040569	Yarn	2,160,000	034212041081	Yarn	1,104,000
034213040689	Yarn	3,000,000	034212041084	Yarn	1,658,000
034213040742	Yarn	4,400,000	034212041085	Yarn	3,072,000
034213040810	Yarn	7,700,000	034212041102	Yarn	2,560,000
034213040822	Yarn	2,880,000	034212041136	Yarn	2,560,000
034213040857	Yarn	2,960,000	034212040251	Yarn	2,800,000
034213040860	Yarn	6,370,000	034212040660	Yarn	1,218,000
034213040861	Yarn	2,960,000	034212041103	Yarn	2,750,000
034213040900	Yarn	5,064,000	034212040124	Yarn	199,276
034213040907	Yarn	7,320,000	034212040552	Yarn	2,912,000
034213040908	Yarn	1,480,000	034212040693	Yarn	1,350,000
034213040938	Yarn	3,000,000	034212040750	Yarn	1,760,000
034213040949	Yarn	1,480,000	034212040794	Yarn	8,816,400
034213040969	Yarn	2,960,000	034212040803	Yarn	5,824,000
034213040983	Yarn	2,920,000	034212040855	Yarn	3,638,400
034213041005	Yarn	2,920,000	034212040939	Yarn	1,212,800
034213040124	Yarn	199,276	034212041020	Yarn	3,032,000
034213040551	Yarn	3,000,000	034212041043	Yarn	2,800,000
034213040568	Yarn	2,160,000	034212041054	Yarn	3,280,000
034213040570	Yarn	2,370,000	034212041086	Yarn	2,184,000
034213040605	Yarn	2,960,000	034212041104	Yarn	1,600,000
034213040633	Yarn	2,960,000	-	-	-
034213040662	Yarn	4,368,000	-	-	-
034213040677	Yarn	1,204,000	-	-	-
034213040716	Yarn	2,224,000	-	-	-
034213040740	Yarn	1,860,000	-	-	-
034213040811	Yarn	2,184,000	-	-	-
034213041006	Yarn	2,120,000	-	-	-
034213040610	Yarn	40,930,332	-	-	-
034213040609	Yarn	1,200,000	-	-	-
034213060207	Spare Parts	2,280,000	-	-	-
034213060174	Spare Parts	2,265,600	-	-	-
034213060436	Yarn	5,924,000	-	-	-
03421300632	Yarn	2,640,000	-	-	-
034213040786	Yarn	6,928,000	-	-	-
034213040437	Yarn	2,872,000	-	-	-
034213990005	Chemical	1,373,907	-	-	-
Total		363,733,171	Total		248,583,691

b For Capital Expenditure

Particulars	31-Dec-2013 Taka	31-Dec-2012 Taka
Automation Engineering & Controls Limited	-	121,658
Billal Borring & Engineering Works	14,000	122,000
IT Configure Systems Limited	168,200	168,200
Monir Brothers	54,023	255,304
Al-Amin Trading	71,644	1,035,053
Galaxy Enterprise	1,687,779	1,008,117
Holy Cables Suppliers	-	347,000
Mitali Agencies(Gas)	-	95,000
Nasir Brothers	282,528	524,470
Navana CNG Limited	-	34,500
Power Line Computer	52,600	94,950
The Simco Refrigeration	18,000	41,002
Total Machinery & Chemcial Suppliers	3,000	3,000
Wuxi Jinzeng Tex Machinery Co	20,137,005	14,976
Benevolent Textile Services	658,114	845,350
Computer Source	195,000	-
Diamond Cement Mills Limited	5,200,124	3,764,624
Juki Bangladesh Limited	6,456,136	-
Total	34,998,153	8,475,204
#		
There is no related party transaction included in capital expenditure except the following:		
Diamond Cement Mills Limited	5,200,124	3,764,624
#		
	5,200,124	3,764,624

c For Revenue Expenditure

Agrani Hardware	116,613	332,074
Akash Hardware	-	29,197
A. Nabi Store	-	280,068
Azad Trading	282,469	281,589
B-Amin & Sons	504,594	465,414
BMC Thread & Crafts	36,658	179,533
BRB Chemical	500	500
Chistia Engineering & Co	9,600	-
Chistia Traders	35,785	35,785
Chowdhury Motors	520	520
Delcot Limited	6,239	151,239
Eastern Motors Limited	22,500	-
Hasan Enterprise	16,430	-
J.B. Enterprise (Fire Extinguisher)	41,340	-
Liberty Tools & Mills Stores	648,145	599,645
Liton & Brothers	265,535	84,720
Loknath Dyes & Chemical	298,654	308,579
Madina Machinery	210,575	81,810
Meera Enterprise	281,360	218,720
Mekka Madina Hardware	14,930	79,530
Mitali Polythene Stores	790,998	758,298
Mitali Stone Pvt. Limited	349,436	158,933
Mr. Ali Akbar	545,808	715,592
A.Hai Trading	-	56,000
A.K. Trading	385,850	490,600
Ali Hardware Stores	1,514,427	874,197
G.S. Traders	459,378	232,341
Khawja Stationery	-	35,240
Mishuk Electric Co	93,629	143,629
Ruma Store	18,290	-
Salam Enterprise	78,000	128,001
Shaibal Enterprise	528,068	437,660
NPL Enterprise	196,338	223,838
Pacific Chemitrade Co.	14,250	-
Paradise Cables Limited	100,470	62,049
Popular Bearing	356,863	68,560
Rashed & Brothers	122,372	122,372
Rupa Flywood Centre	93,220	-
Scientific & Surgical Mart	53,080	61,660

Particulars	31-Dec-2013 Taka	31-Dec-2012 Taka
Shah Amanat Traders	37,720	320
Shah Jalal Machinery	973,370	530,710
S.H.B. Trading	285,201	-
Shohel & Brothers	229,620	453,980
Star Trade Line	73,800	26,400
A3 Color Chem Limited	192,640	242,640
AAmara Network	8,004	16,500
Abser & Elias Enterprise Limited	92,482	132,691
A.H. Fabrics & Sizing Mills Limited	15,862	15,862
Ajmeer Engineering Workshop	856,148	909,925
Al- Sheikh Textile Services	164,965	124,065
Automation Engineering & Controls	77,998	-
Anex Engineering & Electric Co	-	35,670
Auto Tech Engineers	6,500	11,000
Azad Engineering Workshop	368,601	518,601
Baqasra Enterprise	-	80,600
Bangladesh Office Equipment	2,300	2,300
Bangladesh Trade Syndicate	306,320	402,920
Bangla Trac Limited	20,219	1,455,742
BASF Bangladesh Limited	13,313	13,313
Be Fresh	104,000	-
Bonanza	45,240	98,026
Brightex Washing Plant	54,210	-
Bureau Veritas Consumer Products Services Ltd	11,892	20,458
Car Cold & AC Service Centre	15,500	-
Cars Auto Electric & AC Service	45,350	13,950
Chemitec	149,800	146,000
DHL Worldwide Express Bd Limited	343,133	242,146
Dystar	-	117,000
East West Linker	746,449	1,885,318
Elias & Brothers	46,400	-
Electronics Component	-	34,325
Embroidery Veiv	2,408	177,408
E-Tech Limited	107,440	514,350
Fahim Electronics Gallery	3,500	3,500
Habib Sons	96,560	233,000
Harmony Auto Research Engineering	132,848	21,000
Hotel Favour Inn International	-	12,650
Ichamoti Engineering	17,170	17,170
Ideal Printing House	-	182,331
Image Settings	2,639	-
In Between	280,410	164,000
Intercon Fabrics	35,480	35,480
Interlink Textile	-	107,406
International Office Machine Limited	24,600	30,800
ITS Lab Test Bangladesh Limited	11,199	11,199
Jahan Enterprise	-	146,478
Jamuna Trading Company Limited	735,933	464,424
J. International Chemicals	8,000	-
J.K.Constructions	102,692	-
Juthi Enterprise	68,890	21,575
Kawsar Engineering & Technologist	56,794	-
Maf Newsprint Mills Limited	109,081	-
Latex Limited	362,976	68,000
Mac Textile Limited	573,130	8,000
Madina Machineries	133,600	60,850
Magnus Textile Services Limited	218,160	287,227

Particulars	31-Dec-2013 Taka	31-Dec-2012 Taka
Memory Textile Mills Limited	1,835	1,835
Mithila Textile	1,023,434	-
Mitali Agencies	-	52,601
Moly Enterprise	28,003	-
Adfia Fabrics	2,678	2,678
Al-Amin Engineering Works	118,638	188,738
Al-Amin Motors	8	8
Al-Madina Engineering Works	21,500	45,000
Anowara Fabrics	54	-
Bayezid Enterprise	2,800	2,800
Famous Engineering Workshop	140,446	240,446
H.M. Hero Chemicals	381,025	637,775
Hoque Engineering Works	80,000	-
Ibrahim Kadri Enterprise	123,100	24,868
Karnaphuly Traders	40,000	40,000
Kazi Engineering Workshop	133,300	102,000
Kimia Fabrics	182,300	-
D.N. Fabrics	2,539	-
K.H. Associates	416,501	504,706
Enam Enterprise	84,675	-
Khurshed Alam Enterprise	115,000	-
Mabia Engineering Workshop	173,320	1,832,849
M.H. Engineering Works	-	136,511
Mohanagar Materials Stores	2,280	2,280
Saifuddin Brothers	126,712	181,508
Saima Refrigeration Works	30,000	-
Sekandar Steel Mart	6,500	-
Shahjalal Army Enterprise	-	52,756
Sharmeen Read Shop	103,385	221,165
S.R. Enterprise	111,370	57,670
Multi Steel Custing Unit 02	108,260	94,153
National Engineering & Rubber Works	312,133	401,236
New Look International	471,700	90,000
Nobi Beding Cloth Store	-	3,250
Noman Hometextile Mills Limited	(3,938)	185,927
Noman Textile Mills Limited	(70,955)	250,245
Nongar Ad Firm	19,206	-
Onib Textile	20,649	-
Rahim Transport	30,000	53,500
Prativa Transport	16,450	-
Rahima Afrooz Distribution Ltd	69,680	-
Rainbow Express Parcel Services Limited	658,679	379,747
Rajdhani Associate	-	20,401
Ritz Textile	10,463	10,463
R.M.International	34,650	23,880
RM System Ltd	72,000	-
R.R. Cargo Services	910,000	195,350
RQS Automobiles	16,700	-
Rupali Cargo Services Ltd	47,093	-
Sabah Car Decoration	4,400	4,400
Sabur Engineering Works	7,000	-
S. Alam Engineering Works	144,079	236,779
Swapan Engineering Works	79,300	-
Sayba Machinery	-	52,000
S.F. Ahmed & Co.	-	7,500
Shah Majidia Food Products	144,770	91,672
Shah Samiuddin Faruki Motors Works	23,389	125,054
Sharif Enterprise	399,000	-

Particulars	31-Dec-2013 Taka	31-Dec-2012 Taka
S.K. Marine	40,000	-
Swadesh Auto Limited	5,980	-
System Control	120,953	6,500
Taj Surgical Mart	192,000	-
Tania Transport Agency	1,159,190	-
Tex Concern	162,700	-
Texeem Engineering	10,000	10,000
Two Star Engineering Workshop	21,650	9,750
Tower Inn International	7,965	-
Universal Linkers	(2,000,000)	-
Uttara Digi Key	36,320	-
Vision Tex Co.	-	14,600
VTS	11,810	11,810
Zamson & Co	1,000,000	-
Ahala Printers	324,121	62,953
Akter Metal	367,884	620,180
Alliance Bedware Ltd	67,629	-
Alpha Printing & Packaging	1,043,134	1,523,571
Box Maker	980,947	-
Brota Packages	1,593	1,593
Choose Accessories Ltd	338,424	1,452,855
Coats Bangladesh Ltd	657,604	210,000
High Speed Packaging & Accessories Limited	26,294	26,294
Home tex Accessories	101,554	101,280
HRM Accessories Ltd	716,288	-
Molly Enterprise	-	21,102
Masswell Packages Limited	-	54,692
Mim Accessories	1,466,172	1,462,313
Nanziba Accessories	7	7
Poly Zone	36,750	36,750
Packman Bangladesh Limited	244,671	-
Samuda Chemical Complex Limited	129,193	-
Prime Paper Converting & Packaging Industries	-	633,876
QNS Industries Ltd	861,072	577,069
Rajdhani Associates	20,401	-
Regal Poly Packaging Limited	351,104	351,104
Rising Poly Limited	-	49,126
Royal Tech Bangladesh Limited	37,429	37,429
Sea Mark	346,858	-
Star Plastic Co.	50	50
Touch Pack Limited	567,494	4,575,014
Touch Paper Products	184,641	278,045
UP Thread Industries	55,200	-
AAM Trading	558,906	274,800
A.N. Textile Services	264,000	-
Colors Collection	270,000	145,000
Swiss Color Limited	34,250	-
Dysing Chem Corporation	526,750	265,465
Fast Corporation Pvt. Limited	-	1,250,500
J.B. Enterprise	881,600	1,029,920
Matex Bangladesh Limited	-	48,000
Shaha International	435,000	435,000
Mahmud Denim Limited	59,600	59,600
Naheed Composit Textile Limited	4,019,471	47,111
Regent Spinning Mills Limited	537,072	81,353,973
Square Textile Mills Limited	1,016,686	1,221,589
Total	42,137,998	122,607,875

There is no related party transaction included in Revenue Expenditure except the following:

Regent Spinning Mills Limited	537,072	81,353,973
Habib Sons	96,560	233,000
	633,632	81,586,973

Auditor's Additional Disclosure

Section: XV

With reference to letter # BSEC/CI/IPO-232/2014/323 dated May 11, 2014 of Bangladesh Securities and Exchange Commission, we are pleased to provide hereunder the additional disclosures relating to the financial statements of Regent Textile Mills Limited for the year ended December 31, 2013:

1. Book Value of second-hand/reconditioned plant & machineries as on 31.12.12.

Auditors Explanation: Book Value of second-hand/reconditioned plant & machineries as on 31.12.12.

#	Name of Machinery	Department	Quantity	Acquisition Cost in BDT	WDV
1	Warping & Sizing Machine	Weaving	2 Sets	3,262,720	1,023,876
2	Weaving Loom	Weaving	50 nos	13,810,819	5,945,105
3	Saurer Weaving Loom	Weaving	53 nos	52,973,129	13,299,899
4	Projectile Looms	Weaving	56 nos	24,956,358	7,831,570
5	Continuous Scouring, Bleaching & Washing Machine	Dyeing & Printing	1 set	41,689,552	18,343,660
Total Plant & Machinery (Re-condition)				136,692,578	43,979,544

2. Audited financial statements for the year ended on 31.12.2012 and 31.12.2011 are not properly signed as per section 189 of the Companies Act, 1994.

Auditors Explanation: Audited Financial Statements for the year ended on 31.12.12 and 31.12.11 in line with section 189 of the companies Act, 1994 has been attached with Regent Textile Mills Limited Letter.

3. Calculation of cash incentives with documents

Auditors Explanation: Bangladesh Bank has been providing cash assistance to Textile Sector to encourage export and utilization of local raw materials. In this connection, Bangladesh Bank published the notification in FE Circular no 09, dated March 05, 2001. According to the aforementioned circular Regent Textile Mills Limited is entitled to cash assistance at the rate of 5% on total export proceed. However, the company, with respect to prudence concept, has estimated the income from cash assistance at the rate of 4% instead of 5% in the financial statements prior to actual receipt.

Particulars	Taka 2013	Taka 2012
Sales Revenue RMG	528,209,530	446,978,509
Sales Revenue Hometex Items/ Deemed Export	1,075,140,253	781,798,724
Total Export Sales	1,603,349,783	1,228,777,233
Cash Incentive @4%	64,133,991	49,151,089

4. Justification of giving loan to the affiliated companies Regent Fabrics Limited & Regent Weaving Limited which are still outstanding

Auditors Explanation: Company Management takes decision about best way to run their business and auditor cannot take part in any such decision. The findings about allowing loan to two affiliates are as under: Regent Fabrics Limited performs the dyeing and printing of Regent Textile Mills Limited's product prior to marketing and Regent Weaving Limited performs the weaving of fabrics for Regent Textile Mills Limited under servicing basis. Management feels it is the interest of the Regent Textile Mills Limited to keep to these two affiliates running. The loan to both the units has since been realized.

5. Adjustment of Tk. 25,199,442 and Tk. 43,926,878 in the statement of changes in equity for the year ended December 31, 2012 and December 31, 2011 respectively

Auditors Explanation: Company's investment in shares were not valued at market price during 31.12.2011 which was restated in the accounts of 2012 also no provision for deferred tax was made up to 31 December 2011. Retained Earnings as per signed financial statements as on 31 December 2011 was Taka 231,288,008. The

restated amount of Retained Earnings as on 31 December 2011 was Tk. 256,487,450. The detail of adjustments are given below :

Adjustments of Retained Earnings

Particulars	Taka
Opening balance	165,533,314
Add: Net Profit after Tax for the year	189,980,328
Add: Unrealized Gain/(Loss) on Sale of Financial Assets (Note – 5.2 of Financial Statement as on 31.12.12)	973,808
	356,487,450
Less: Bonus Share Issued during the year	100,000,000
Balance as on 31.12.2011 (Restated)	256,487,450
Balance as on 31.12.2011 (Reported)	231,288,008
Balancing Figure	25,199,442

Changes in Profit

Particulars	Taka
Profit As per S F Ahmed Accounts	121,827,816
Income from Sale of Financial Assets included by us not treated as income earlier	69,169,945
Deferred Tax Provision by us not provisioned earlier year	(1,017,433)
Profit As per HodaVasi Chowdhury & Co Accounts	89,980,328
Income from Sale of Financial Assets included by us not treated as income earlier	
Income from Sale of Financial Assets for the year 2011	55,476,397
Income from Sale of Financial Assets for the year 2010 not included in income	13,693,548
	69,169,945

Income from Sale of Financial Assets for the year 2011

Movement of Investment in Securities of IFIC Bank Limited

For the Year 2011														
Particulars	Opening		Bonus	Split	Purchase		Sales		Closing			Sales price per share	Sales Vale Taka	Profit/(Loss) Taka
	Qty	Taka	Qty	Qty	Qty	Taka	Qty	Taka	Qty	Taka	Avg. Price			
01.01.2011	70,283	35,777,918	-	-	-	-	-	-	70,283	35,777,918	509.0551	-	-	-
02.01.11 to 16.01	70,283	35,777,918	-	-	-	-	-63,995	-32,576,979	6,288	3,200,938	509.0551	1,364.53	87,323,195	54,746,215
31.07.11 (Bonus)	6,288	3,200,938	1,697	-	-	-	-	-	7,985	3,200,938	400.8689	-	-	-
14.11.11 to 16.11	7,985	3,200,938	-	-	-	-	-3,000	-1,202,607	4,985	1,998,332	400.8689	644.2627	1,932,788	730,181
29.11.11	4,985	1,998,332	-	-	3,000	2,137,635	-	-	7,985	4,135,967	517.967	-	-	-
04.12.11 (Split)	7,985	4,135,967	-	71,865	-	-	-	-	79,850	4,135,967	51.7967	-	-	-
22.12.11 to 26.12	79,850	4,135,967	-	-	200,000	14,059,950	-	-	279,850	18,195,917	65.0202	-	-	-
Y/E: 31.12.2011	70,283	35,777,918	1,697	71,865	203,000	16,197,585	-66,995	-33,779,586	279,850	18,195,917	65.0202	-	89,255,983	55,476,397

Income from Sale of Financial Assets for the year 2010 not included in income

Entry Made Actual Adjustment

Profit from Sale of Financial Assets 29,499,013 43,192,561 13,693,548

For the Year 2010										
Particulars	Opening		Bonus	Purchase	Sales		Closing		Sales Value	Profit/(Loss)
	Qty	Taka	Qty	Qty	Qty	Taka	Taka	Avg. Price	Taka	Taka
10.06.2010	107,299	65,221,849	-	-	-	-	65,221,849	607.8514	-	-
13.06.10 to 21.07.10	107,299	65,221,849	-	-	-56,945	-34,614,099	30,607,750	607.8514	57,190,447	22,576,348
29.07.10 to 02.08.10	50,354	30,607,750	-	16,125	-	-	47,496,365	714.4567	-	-
10.08.10 (Bonus)	66,479	47,496,365	26,824	-	-	-	47,496,365	509.0551	-	-
29.12.10 to 30.12.10	93,303	47,496,365	-	-	-23,020	-11,718,448	35,777,918	509.0551	32,334,661	20,616,213
Y/E: 31.12.2010	107,299	65,221,849	26,824	16,125	-79,965	-46,332,547	35,777,918	509.0551	89,525,108	43,192,561

Deferred Tax Provision by us not provisioned earlier year:

Particulars	2012-13	2011-12	Current Year
Accounting WDV (Except Land)	543,770,627	572,802,822	-29,032,195
Tax WDV (Except Land)	244,141,886	279,956,969	-35,815,083
Temporary Taxable Difference	299,628,741	292,845,853	6,782,888
	15	15	15
Applicable Tax Rate (%)			
Deferred tax provision	44,944,311	43,926,878	1,017,433

Adjustment of Deferred Tax Provision

Adjustment of Taka 43,926,878 was made to account for deferred tax provision which was not made in the Financial Statement as on 31 December 2011.

Particulars	2011-12
Accounting WDV (Except Land)	572,802,822
Tax WDV (Except Land)	279,956,969
Temporary Taxable Difference	292,845,853
Applicable Tax Rate	15%
Deferred tax provision	43,926,878

6. Explanation of inclusion of changes in 'short term loan without LTR' amounting Tk. 403,198,218 in the cash flow from operating activities section of the cash flow statement for the year ended for the year ended December 31,2013.

Auditors Explanation: We have considered 'short term loan without LTR' amounting Tk. 403,198,218 in cash flow from operating activities in light of BAS-7, Para-14 & 15 but it is also authentic to treat this as cash flow from financing activities as per BAS-7, Para-17. Therefore, with respect to Para-17 of BAS-7 we are disclosing the cash flow from 'short term loan without LTR' amounting to Tk. 403,198,218 as cash flow from Financing Activities in Auditors' Report under Section 135(I) and paragraph 24(1) of part II of Third Schedule Companies Act 1994. In this light, the company management will restate the Statement of Cash Flows in the subsequent Financial Statements for the year ended 31 December 2014 accordingly.

7. Auditor's report under section 135(1), paragraph 24(1) of part- II of third schedule of the companies Act 1994.

Auditors Explanation: Auditor's report under section 135(1), paragraph 24(1) of part- II of third schedule of the companies Act 1994 has been attached with Regent Textile Mills Limited Letter.

- 8. Earnings Per Share (EPS) should be correctly disclosed on fully diluted basis (with the total existing number of share) and the weighted average number of shares basis as per the commission's notification no SEC/CMRRCD/2008/115/Admin/30 dated October 05, 2011.**

Auditors Explanation: Earnings Per Share (EPS) has been properly disclosed in line with BSEC notification no SEC/CMRRCD/2008/115/Admin/30 dated October 05, 2011 in the Note No # 29.1.2 and 29.1.3 of Audited Financial Statements for the year ended on 31.12.2013.

Particulars	31.12.13	31.12.12	31.12.11	31.12.10	31.12.09
Net Profit after tax	174,906,172	133,270,100	189,980,329	101,070,196	62,370,182
Total existing number of shares outstanding (previous year restated)	60,000,000	60,000,000	60,000,000	60,000,000	60,000,000
Diluted Earnings Per Share	2.92	2.22	3.17	1.68	1.04

- 9. All extra-ordinary income or non-recurring income coming from other than core operation should be shown separately while showing the Net Profit as well as the Earnings Per Share in draft prospectus as per Commission's notification no SEC/CMRRCD/2008/115/Admin/30 dated October 05, 2011.**

Auditors Explanation: Extra-Ordinary income or non-recurring income coming from other than core operation.

Particulars	2013	2012	2011	2010	2009
Other income	4,330,024	5,183,796	1,942,834	1,401,711	3,074,133
Income from Sale of Financial Assets	-	(11,130,924)	69,169,945	29,499,013	-
Extra-Ordinary Income	<u>4,330,024</u>	<u>(5,947,128)</u>	<u>71,112,779</u>	<u>30,900,724</u>	<u>3,074,133</u>

Net Profit excluding extra-ordinary income or non-recurring income other than core operations:

Particulars	2013	2012	2011	2010	2009
Profit before tax	195,463,265	147,421,164	197,361,876	108,253,840	67,536,755
Less: Other income	4,330,024	5,183,796	1,942,834	1,401,711	3,074,133
Less: Income from Sale of Financial Assets	-	(11,130,924)	69,169,945	29,499,013	-
Net profit before tax except other income	191,133,241	153,368,292	126,249,097	77,353,116	64,462,622
Less: Current tax Expenses from operational income	13,783,589	10,760,418	6,364,115	7,183,644	5,166,573
Less: Deferred tax expenses	6,773,504	3,390,646	1,017,433	-	-
Net profit excluding extra-ordinary income	170,576,148	139,217,228	118,867,549	70,169,472	59,296,049

Earnings Per Share (EPS) excluding extra-ordinary income or non-recurring income other than core operations:

Particulars	2013	2012	2011	2010	2009
Net profit excluding extra ordinary income	170,576,148	139,217,228	118,867,549	70,169,472	59,296,049
Weighted Average Number of shares (previous year restated)	60,000,000	60,000,000	56,864,383	49,500,000	49,500,000
Basic Earnings Per Share	2.84	2.32	2.09	1.42	1.20
Diluted Earnings Per Share	2.84	2.32	1.98	1.17	0.99

The Company has split its share's Face Value to Tk.10 from date 31.08.2013. EPS is restated in 2012, 2011, 2010, 2009 at a price of Tk.

10. Ratios as per rule 8B (20) (C) of securities & Exchange Commission (Public Issue) Rules 2006 should be submitted with the correct EPS.

Auditors Explanation: Ratios as per rule 8B (20) (C) of securities & Exchange Commission (Public Issue) Rules 2006 has been attached with the issuer letter.

11. Rent Payment to the Chairman Mr. Md. Yakub Ali shall be included in the related party transactions

Auditors Explanation: The said payment has been included under Note- 32 i).10 Related Party Transactions under the nature of transaction column and is included in Office rent expenses under administrative expenditure.

12. Auditors' Certificate as required under section-6 of the revaluation guideline no SEC/CMRRCD/2009-193/150/Admin dated August 18, 2013.

Auditors Explanation: As per requirement, we have enclosed a certificate on Revaluation of Assets.

Chittagong, May 31, 2014

Sd/-
Hoda Vasi Chowdhury & Co.
Chartered Accountants

Auditor's Report under Section 135(1) of Para 24(1) Part-II 54. of the 3rd Schedule of the Companies Act, 1994

Section: XVI

REGENT TEXTILE MILLS LIMITED
Auditors' Report under Section 135(1) and paragraph 24(1) of part II of Third Schedule of Companies Act 1994

For the year ended 31 December 2010 to 31 December 2014

We have examined the financial statements of Regent Textile Mills Limited for the year ended 31 December, 2014, 2013 & 2012 audited by Hoda Vasi Chowdhury & Co, Chartered Accountants and for the year ended 31 December, 2011 & 2010 audited by S. F. Ahmed & Co., Chartered Accountants in pursuance of section 135(1) under para 24(1) of part II of the third Schedule of the Companies Act, 1994. We report that:

STATEMENT OF FINANCIAL POSITION

	31-Dec-2014 Taka	31-Dec-2013 Taka	31-Dec-2012 Taka	31-Dec-2011 Taka (Restated)	31-Dec-2010 Taka
ASSETS & PROPERTIES					
NON CURRENT ASSETS					
Property, Plant & Equipment (Restated)	1,841,185,268	1,771,479,020	1,638,931,411	1,746,856,934	642,033,981
	1,841,185,268	1,771,479,020	1,638,931,411	1,746,856,934	642,033,981
CURRENT ASSETS					
Inventory	59,455,286	55,289,369	45,569,553	47,035,197	54,419,030
Accounts Receivables	390,036,561	494,358,765	278,907,306	256,703,905	281,590,292
Interest Receivables	666,478,246	694,508,498	484,203,881	295,743,945	163,395,017
Advances, Deposits & Prepayments	2,714,770	2,367,233	1,756,608	-	-
Due From Affiliated Companies	199,687,482	348,434,574	256,066,702	123,398,350	146,042,187
Sundry Receivables	27,740,125	-	945,692	20,855,676	11,052,728
Cash & Cash Equivalents	4,963,100	8,979,924	2,428,852	1,625,907	22,989,181
TOTAL ASSETS & PROPERTIES	3,192,260,838	3,375,417,383	2,708,810,005	2,492,219,914	1,321,522,416
SHAREHOLDERS' EQUITY & LIABILITIES					
SHAREHOLDERS' EQUITY					
Share Capital	2,016,938,048	1,870,354,068	1,694,636,418	1,687,310,837	413,380,699
Revaluation Surplus	600,000,000	600,000,000	500,000,000	300,000,000	95,000,000
Tax Holiday Reserve	996,636,643	1,001,198,106	1,005,999,646	1,126,902,880	-
Share Money Deposit	-	-	-	3,920,507	3,920,507
Retained Earnings	420,301,405	269,155,962	188,636,772	256,487,450	105,000,000
					209,460,192
NON CURRENT LIABILITIES					
Non Current Portion of Long Term Loan	119,378,756	194,384,489	265,225,795	279,587,345	356,770,978
Deferred Tax Liabilities	62,842,479	139,276,028	216,890,838	234,643,034	356,770,978
	56,536,277	55,108,461	48,334,957	44,944,311	-
CURRENT LIABILITIES AND PROVISIONS					
Accounts Payable	1,055,944,034	1,310,678,826	748,947,792	525,321,732	551,370,739
Other Payables	428,066,894	612,803,590	494,743,158	316,421,639	428,509,664
Current Portion of Long Term Loan	37,237,770	65,834,241	33,081,419	14,000,091	12,066,377
Short Term Loan	88,261,668	84,845,289	79,765,485	61,063,972	-
Due To Affiliated Companies	475,851,744	533,412,117	130,597,312	127,471,915	103,611,054
Current Tax Liabilities	-	-	-	-	-
	26,525,958	13,783,589	10,760,418	6,364,115	7,183,644
TOTAL SHAREHOLDERS' EQUITY & LIABILITIES	3,192,260,838	3,375,417,383	2,708,810,005	2,492,219,914	1,321,522,416

Sd/-
Hoda Vasi Chowdhury & Co.
CHARTERED ACCOUNTANTS

Date: Chittagong, 15.04.2015

Statement of Comprehensive Income of Regent Textile Mills Limited is as under :

	31-Dec-2014 Taka	31-Dec-2013 Taka	31-Dec-2012 Taka	31-Dec-2011 Taka (Restated)	31-Dec-2010 Taka
Revenue					
Cost of Goods Sold	1,656,465,005 (1,283,749,853)	1,722,567,233 (1,332,765,258)	1,348,903,633 (1,067,220,005)	1,311,462,731 (1,071,390,280)	1,183,956,343 (971,864,269)
Gross Profit / (Loss)	372,715,152	389,801,975	281,683,628	240,072,451	212,092,074
Operating Expenses					
Administrative Expenses	(43,753,316)	(44,664,302)	(32,555,527)	(30,075,884)	(28,773,991)
Selling & Distribution Expenses	(51,232,110)	(59,678,738)	(42,854,591)	(44,993,242)	(67,613,236)
	(94,985,426)	(104,343,040)	(75,410,118)	(75,069,126)	(96,387,227)
Operating Profit	277,729,726	285,458,935	206,273,510	165,003,325	115,704,847
Financial Expenses	(94,826,861)	(83,785,440)	(44,880,196)	(38,754,227)	(38,351,731)
Profit Before Non-operating Income	182,902,865	201,673,495	161,393,314	126,249,098	77,353,116
Income From Sale of Financial Assets	-	-	(11,130,924)	69,169,945	29,499,013
Other Non-operating Income	3,484,287	4,330,024	5,183,796	1,942,834	1,401,711
Profit before Distribution of WPP & WF	186,387,152	206,003,519	155,446,186	197,361,877	108,253,840
Workers Profit Participation & Welfare Fund (WPP & WF)	(9,547,430)	(10,540,253)	(8,025,022)	-	-
Net Profit before Tax	176,839,722	195,463,266	147,421,164	197,361,877	108,253,840
Provision for Tax					
Current	(26,525,958)	(13,783,589)	(10,760,418)	(6,364,115)	(7,183,644)
Deferred	(1,427,816)	(6,773,504)	(3,390,646)	(1,017,433)	-
Net Profit after Tax	148,885,948	174,906,173	133,270,100	189,980,329	101,070,196
Other Comprehensive Income					
Unrealized Gain/(Loss) on Available-for-sale Financial Assets	(2,301,968)	811,477	(10,095,538)	973,808	-
Total Comprehensive Income	146,583,980	175,717,650	123,174,562	190,954,137	101,070,196
Basic Earnings Per Share	2.48	2.92	2.22	3.34	2.04
Diluted Earnings Per Share	2.48	2.92	2.22	3.17	1.68

Sd/-
Hoda Vasi Chowdhury & Co.
CHARTERED ACCOUNTANTS

Date: Chittagong, 15.04.2015

Statement of Cash flows of Regent Textile Mills Limited is as under :

	31-Dec-2014 Taka	31-Dec-2013 Taka	31-Dec-2012 Taka	31-Dec-2011 Taka	31-Dec-2010 Taka
Cash flows from Operating Activities					
Cash Received from Customers	1,688,534,370	1,505,095,856	1,074,979,381	1,263,651,185	1,027,588,767
Cash Paid to suppliers	(1,119,357,687)	(1,196,456,106)	(728,756,755)	(974,183,407)	(855,532,872)
Other Receipts: Current Period	-	-	-	-	1,401,711
Cash Paid to Employees	(213,498,915)	(202,474,052)	(161,545,511)	(157,473,340)	-
Cash Paid to Operating Expenses	(26,697,124)	(48,559,232)	(92,190,979)	(32,616,200)	-
Income Tax Paid	(10,094,778)	(14,650,614)	(9,162,841)	284,872	(5,397,886)
Payment for WPP & WF	(10,540,253)	(8,025,022)	-	-	-
Net cash inflow/(outflow) from operating activities (A)	308,345,613	34,930,830	83,323,295	99,663,110	168,059,720
Cash flows from investing activities					
Acquisition of property, plant and equipment	(142,050,433)	(185,783,741)	(65,888,301)	(30,199,134)	(111,301,447)
Proceed from Sale of Property, Plant & Equipment	-	-	4,050,000	-	-
Investment in Shares	-	-	-	-	10,802,819
Dividend Received	-	-	333,000	-	-
Investment in Fixed Deposit Receipt	(6,467,886)	(8,908,340)	149,167	(6,883,440)	(6,260,354)
Interest Received from Fixed Deposit Receipt	4,300,411	3,488,859	2,744,951	1,942,834	-
Net cash inflow/(outflow) from investing activities (B)	(144,217,908)	(191,203,222)	(58,611,183)	(35,139,740)	(106,758,982)
Cash flows from financing activities					
Proceed from Long term loan	(73,017,170)	(72,535,006)	949,317	(61,063,973)	(182,697,077)
Share Money Deposit	-	-	-	-	105,000,000
Changes in Short Term Loan without LTR	(57,560,373)	403,198,218	20,021,712	23,860,861	93,997,764
Temporary advance against Cash Assistance	-	-	-	-	6,000,000
Cash Received/(Paid) from Affiliated Companies	57,259,875	(84,054,308)	-	11,052,728	(47,823,750)
Cash Payment for financial expenses	(94,826,861)	(83,785,440)	(44,880,196)	(38,754,227)	(38,351,731)
Net cash inflow/(outflow) from financing activities (C)	(168,144,529)	162,823,464	(23,909,167)	(64,904,611)	(63,874,794)
Net increase of cash and cash equivalents for the year (A)	(4,016,824)	6,551,072	802,945	(381,241)	(2,574,056)
Cash and cash equivalents at the beginning of the year	8,979,924	2,428,852	1,625,907	2,007,148	4,581,204
Cash and cash equivalents at the end of the year	4,963,100	8,979,924	2,428,852	1,625,907	2,007,148

Date: Chittagong, 15.04.2015

Sd/-
Hoda Vasi Chowdhury & Co.
CHARTERED ACCOUNTANTS

Points to be noted :

- A.** The Company was incorporated as Public Limited Company on 30 November, 1994.
- B.** Dividend Declared (Additional disclosure as per requirement from the Bangladesh Securities & Exchange Commission)

Year	Cash Dividend	Stock Dividend	Total Dividend
2010	0%	0%	0%
2011	0%	50.00%	50.00%
2012	0%	66.67%	66.67%
2013	0%	20%	20%
2014	0%	0%	0%

- C.** Statement of Financial Position as at 31 December 2014, 2013, 2012, 2011 & 2010 of the company has been duly certified by us.
- D.** Statement of Comprehensive Income for the year ended 31 December 2014, 2013, 2012, 2011 & 2010 of the company has been duly certified by us.
- E.** Statement of Cash Flows for year ended 31 December 2014, 2013, 2012, 2011 & 2010 of the company are enclosed and certified by us.
- F.** No proceeds or part of proceeds of the issue of shares were applied directly or indirectly by the company in the purchase of any other business.
- G.** Figures related to previous years have been rearranged wherever considered necessary

Date: Chittagong, 15.04.2015

Sd/-
Hoda Vasi Chowdhury & Co.
CHARTERED ACCOUNTANTS

Auditors' Certificate regarding Statement of Ratio Analysis of last five years

Section: XVII

REGENT TEXTILE MILLS LIMITED Statement of Ratio Analysis For the year ended 31 December 2010 to 31 December 2014

The following ratios have been computed from the audited financial statements of Regent Textile Mills Limited for the year ended 31 December 2014, 2013, 2012, 2011 & 2010 :

We have examined the calculation of the above ratios of Regent Textile Mills Limited for the year ended 31 December 2014, 2013, 2012, 2011 & 2010 found them correct. The details calculation is presented in Annexure-A.

SL.	Name of Ratio	31-Dec-14	31-Dec-13	31-Dec-12	31-Dec-11	31-Dec-10
		Result	Result	Result	Result	Result
A	Liquidity Ratios					
1	Current Ratio	1.28	1.22	1.43	1.42	1.23
2	Quick Ratio	0.91	0.85	1.06	0.93	0.72
3	Times Interest Earned Ratio	3.14	3.68	4.68	4.36	3.11
4	Debt to Equity Ratio (Times)	0.58	0.80	0.60	0.48	2.20
B	Operating Ratios					
1	Accounts Receivable Turnover Ratio (Times)	2.49	2.48	2.79	4.43	7.25
2	Inventory Turnover Ratio (Times)	2.90	3.45	3.99	3.98	4.09
3	Assets Turnover Ratio (Times)	0.50	0.57	0.52	0.69	1.01
C	Profitability Ratios					
1	Gross Margin Ratio (%)	22.50%	22.63%	20.88%	18.31%	17.91%
2	Operating Income Ratio(%)	16.77%	16.57%	15.29%	12.58%	9.77%
3	Net Income Ratio (%)	8.99%	10.15%	9.88%	14.49%	8.54%
4	Return on Assets Ratio (%)	4.53%	5.75%	5.12%	9.96%	8.62%
5	Return On Equity Ratio (%)	7.38%	9.35%	7.86%	11.26%	24.45%
6	Basic Earnings Per Share	2.48	2.92	2.22	3.34	2.04

Date: Chittagong, 15.04.2015

Sd/-
Hoda Vasi Chowdhury & Co.
CHARTERED ACCOUNTANTS

Annexure- A

SL.	Name of Ratio	Formula	31-Dec-14		31-Dec-13		31-Dec-12		31-Dec-11		31-Dec-10	
			Calculation	Result	Calculation	Result	Calculation	Result	Calculation	Result	Calculation	Result
A	Liquidity Ratios											
1	Current Ratio	Current Assets Current Liability	1,351,075,570 1,055,944,034	1.28	1,603,938,363 1,310,678,826	1.22	1,069,878,594 748,947,792	1.43	745,362,980 525,321,732	1.42	679,488,435 551,370,739	1.23
2	Quick Ratio	Current Assets-Inventory Current Liability	961,039,009 1,055,944,034	0.91	1,109,579,598 1,310,678,826	0.85	790,971,288 748,947,792	1.06	488,659,075 525,321,732	0.93	397,898,143 551,370,739	0.72
3	Times Interest Earned Ratio	Operating Income Net Interest Expense	277,729,726 88,587,679	3.14	285,458,935 77,546,258	3.68	206,273,510 44,042,711	4.68	165,003,325 37,842,969	4.36	115,704,847 37,157,880	3.11
4	Debt to Equity Ratio (Times)	Total Debt Total Shareholders Equity	1,175,322,790 2,016,938,048	0.58	1,505,063,315 1,870,354,068	0.80	1,014,173,587 1,694,636,418	0.60	804,909,077 1,687,310,837	0.48	908,141,717 413,380,699	2.20
B	Operating Ratios											
1	Accounts Receivable Turnover Ratio (Times)	Gross Turnover Accounts Receivable	1,656,465,005 666,478,246	2.49	1,722,567,233 694,508,498	2.48	1,348,903,633 484,203,881	2.79	1,311,462,731 295,743,945	4.43	1,183,956,343 163,395,017	7.25
2	Inventory Turnover Ratio (Times)	Cost of Sales Average Inventory	1,283,749,853 442,197,663	2.90	1,332,765,258 386,633,036	3.45	1,067,220,005 267,805,606	3.99	1,071,390,280 269,147,099	3.98	971,864,269 237,805,700	4.09
3	Assets Turnover Ratio (Times)	Gross Turnover Average Total Assets	1,656,465,005 3,283,839,111	0.50	1,722,567,233 3,042,113,694	0.57	1,348,903,633 2,600,514,960	0.52	1,311,462,731 1,906,871,165	0.69	1,183,956,343 1,172,020,416	1.01
C	Profitability Ratios											
1	Gross Margin Ratio (%)	Gross Profit Total Sales	372,715,152 1,656,465,005	22.50%	389,801,975 1,722,567,233	22.63%	281,683,628 1,348,903,633	20.88%	240,072,451 1,311,462,731	18.31%	212,092,074 1,183,956,343	17.91%
2	Operating Income Ratio (%)	Operating Profit Total Sales	277,729,726 1,656,465,005	16.77%	285,458,935 1,722,567,233	16.57%	206,273,510 1,348,903,633	15.29%	165,003,325 1,311,462,731	12.58%	115,704,847 1,183,956,343	9.77%
3	Net Income Ratio (%)	Profit After Tax Total Sales	148,885,948 1,656,465,005	8.99%	174,906,173 1,722,567,233	10.15%	133,270,100 1,348,903,633	9.88%	189,980,329 1,311,462,731	14.49%	101,070,196 1,183,956,343	8.54%
4	Return on Assets Ratio (%)	Profit After Tax Average Total Assets	148,885,948 3,283,839,111	4.53%	174,906,173 3,042,113,694	5.75%	133,270,100 2,600,514,960	5.12%	189,980,329 1,906,871,165	9.96%	101,070,196 1,172,020,416	8.62%
5	Return On Equity Ratio (%)	Profit After Tax Share Holders Equity	148,885,948 2,016,938,048	7.38%	174,906,173 1,870,354,068	9.35%	133,270,100 1,694,636,418	7.86%	189,980,329 1,687,310,837	11.26%	101,070,196 413,380,699	24.45%
6	Basic Earnings Per Share	Profit After Tax No. of Shares	148,885,948 60,000,000	2.48	174,906,173 60,000,000	2.92	133,270,100 60,000,000	2.22	189,980,329 56,864,383	3.34	101,070,196 49,500,000	2.04

*The Company has split its share's Face Value to Tk.10 from date 31.08.2013. EPS is restated in 2012, 2011, 2010 at a price of Tk.10

Date: Chittagong, 15.04.2015

Sd/-
Hoda Vas Chowdhury & Co.
CHARTERED ACCOUNTANTS

Management Additional Disclosure as per requirement Bangladesh Securities and Exchange Commission Section XVIII

Query: Management disclosure regarding variation in sales in the last 03 (three) years.

Reply: The company's sales revenue for the last 3 (three) years (2011, 2012 and 2013) have been gradually increased due to following grounds:

1. The company has invested to increase production capacity.
2. Increased capacity utilization through adequate working capital facility particularly in 2013
3. To grab orders for value added products as per requirements of buyers

Query: Management disclosure regarding substantial increase of short term loan in the year ended December 31, 2013.

Reply: The Company's revenue increased 27.70% in the year 2013 than that of 2012 because of more orders particularly home textiles and growing demand by the customers of the company. We are well aware that to meet the growing demand of buyers we have to maintain adequate buffer stock of raw materials particularly grey fabrics and dyes and chemicals.

RTML has changed its financial strategy to avail cost effective treasury management. Once RTML has discounted on its all receivables bills resulting substantial financial benefits goes to bank's pockets. Subsequently (2012 and 2013), RTML has stopped its discounting facility through IBP/FDBP) resulting Company can save its foreign earnings through parsimony.

It may be mentioned here that, we have already adjusted Tk. 30,0 million with Lankabangla Finance Limited by May 2014.

Query: It is observed that the company earned 60.98% and 63.49% if its revenue from only 03 (three) foreign customers for the year ended on December 31, 2012 and December 31, 2013 respectively. There are no contracts with these customers as well as with the principal suppliers of raw materials. Explain the company's strategies to retain these customers and alternative measures to sustain with the sales volume.

Reply: Regent Textile Mills Limited has buyers worldwide who are renowned in their respective fields. There are no contracts with these customers as well as principal suppliers of raw materials. RTML believes in quality from the very beginning and entrusted by all of its buyers for just in time delivery and its backward linkage industries are supporting for minimizing lead time. The company has undertaken a Long-Term Customer Retention Plan by firmly ensuring quality in every step of production and integration in supply chain with appropriated branding which increases index of its products demand in world market. As a result of the plan undertaken by the company, it has successfully retained Red Cats Asia Limited (39.88% in 2013 & 43.38% in 2012), Siplec (12.19% in 2013 & 2.04% in 2012) and Hemtex AB Sweden (11.42% in 2013 & 15.56% in 2012) in last two years. Moreover, these three foreign customers (Red Cats Asia Limited, Siplec&Hemtex AB Sweden) generally works as vendor in the world's home textile market who supplies RTML's product directly to different renowned customer/brands i.e. LareDoute, Ellos, Vertbaudet, Kid Interior, Princess Brouppen etc.

Further, the company is currently exporting its products directly to IKEA, Walmart, H&M & etc. as a part of sustaining its current capacity utilization and yearly sale volume. Increase of installed capacity by BMRE will further enhance the sustainability & growth in sales and it will help to meet the growing global demand of the RTML's products.

Query: Regent Textile Mills Limited didn't recognized depreciation on addition of fixed assets on the addition of fixed assets, which is non-compliance line with Paragraph 55 of BAS 16 and Paragraph 18 of BAS 1.

Reply: The management of Regent Textile Mills Limited in their 124th Board meeting has decided to comply with Paragraph 55 of BAS 16 and Paragraph 18 of BAS 1 in the financial statement to be prepared for the year ended on December 31, 2014.

Sd/-

Salman Habib

Managing Director

Regent Textile Mills Limited

CREDIT RATING REPORT On REGENT TEXTILE MILLS LIMITED

REPORT: RR/6689/15

*This is a credit rating report as per the provisions of the Credit Rating Companies Rules 1996. CRISL's entity rating is valid one year for long-term rating and 6 months for short term rating. CRISL's Bank loan rating (blr) is valid one year for long term facilities and up-to 365 days (according to tenure of short term facilities) for short term facilities. After the above periods, these ratings will not carry any validity unless the entity goes for surveillance.
CRISL followed Corporate Rating Methodology published in CRISL website www.crislbd.com*

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Entity Rating:
Long Term: A+
Short Term: ST-3

REGENT TEXTILE MILLS LIMITED

ACTIVITY

Export oriented fabrics &
home furnishing products
manufacturer

**DATE OF
INCORPORATION**
November 30, 1994

CHAIRMAN
Md. Yakub Ali

MANAGING DIRECTOR
Salman Habib

EQUITY
Tk.2,016.94 million

TOTAL ASSETS
Tk.3,192.27 million

Date of Rating: June 18, 2015		Valid up to: June 17, 2016	
	Long Term		Short Term
Entity Rating	A+		ST-3
Outlook	Stable		
Bank Facilities Rating			
Banks	Mode of Exposures (Figures in millions)		Ratings
Sonali Bank Limited	TLO* of Tk.101.00		blrA+
	WCL**of Tk.485.00		blrA+
Mercantile Bank Ltd.	WCL of Tk.290.00		blrA+
	TLO of Tk.14.71		blrA+
National Bank Ltd.	WCL of Tk.303.60		blrA+
IPDC	TLO of Tk.23.74		blrA+
Lanka Bangla Finance Limited	WCL of Tk.500.00		blrA+
Fareast Finance & Investment Limited	WCL of Tk.200.00		blrA+
AB Bank Limited	TLO of Tk.15.51 million		blrA+

*TLO-Term Loan Outstanding **WCL- Working Capital Limit

1.0 RATIONALE

CRISL has reaffirmed the Long term rating of 'A+' (pronounced as single A plus) and Short term rating of 'ST-3' to Regent Textile Mills Limited (RTML) based on its financials and other relevant quantitative and qualitative information up-to the date of rating. The above rating has been reassigned due to consistent maintenance of some fundamentals such as good business and profitability performance, good infrastructural arrangement, sister concern of Habib Group, equity based capital structure, good funding flexibility, good infrastructural arrangement, regular loan repayment history etc. However, the above are constrained, to some extent, by factors such as fluctuating revenue, moderate corporate governance practices, risk of raw material supply, operational, political instability etc.

Entities rated in this category are adjudged to offer adequate safety for timely repayment of financial obligations. This level of rating indicates a corporate entity with an adequate credit profile. Risk factors are more variable and greater in periods of economic stress than those rated in the higher categories. The short term rating indicates good certainty of timely payment. Liquidity factors and company fundamentals are sound. Although ongoing funding needs may enlarge total financing requirements, access to financial markets is good with small risk factors.

CRISL also placed the company with "Stable Outlook" considering that the existing fundamentals may remain same in the foreseeable future.

2.0 CORPORATE PROFILE

2.1 The Genesis

Regent Textile Mills Limited (RTML), an export oriented fabrics and home furnishing products manufacturer, was incorporated as a public limited company on November 30, 1994 and went into commercial operation on April 01, 1999. The company's paid up capital stood at Tk.600.00 million against an authorized capital of Tk.1,500.00 million. The company is equipped with sound infrastructural arrangement with composite manufacturing facilities having full coverage of weaving, dying, printing, sewing, finishing and packing procedures. The company has been running with 12.00 million meters weaving and 14.00 million meter dying and printing capacity per year. The company is being established as an export oriented textile manufacturer under the leadership of Mr. Md. Yasin Ali - who is the key sponsor of the company. The corporate office is addressed at HG Tower (2nd Floor), 1182 Jubilee Road,

CREDIT RATING REPORT On REGENT TEXTILE MILLS LIMITED

Chittagong with its factory location at East Kalurghat, Charkhidirpur, Bandar, Chittagong.

CRISL rated RTML in the previous year based on its fundamentals it was assigned 'A+' (pronounced as single A plus) rating in the Long Term and 'ST-3' rating in the Short Term. The company carried the rating comforts such as regular business growth, equity based capital structure, good funding flexibility, good infrastructural arrangement etc. with some constraints. This report is being prepared as a part of rating surveillance, which covers the changes that took place in the fundamentals of the company, which might have an impact on the above ratings.

2.2 Ownership Pattern

Presently, the ownership of RTML is concentrated within the family members of the Chairman and the Managing Director of the company. Total 60,000,000 shares of Tk.10/- each are divided among 10 members. Shareholding status as on December 31, 2014 has been delineated below:

Family concentrated ownership structure

Shareholders	Designation	Age	Academic Qualification	No. of Shares	Shareholding (%)
Mr. Md. Yakub Ali	Chairman	63	B. A.	13,263,156	22.11
Mr. Salman Habib	Managing Director	26	BBA	3,180,000	5.30
Mr. Md. Yasin Ali	Director	53	M.Com. (Mkt.)	13,333,380	22.22
Mr. Mashruf Habib	Director	29	BBA	3,180,000	5.30
Mr. Tanvir Habib	Director	24	BBA	5,833,356	9.72
Ms. Anjumanara Begum	Shareholder	56	B.A.	3,556,848	5.93
Ms. Amina Mahabub	Shareholder	49	B.A.	8,333,256	13.89
Ms. Salma Yasin	Shareholder	48	B.Com.	3,486,636	5.81
Ms. Tanima Mahabub	Shareholder	26	BBA	2,916,684	4.86
Ms. Sharfinaz Mahabub	Shareholder	15	Student	2,916,684	4.86
Total				60,000,000	100.00

2.3 Product and Market Position

The company is producing high quality fabrics and home textile products where the quality of fabrics ranges from 80 gsm to 400 gsm (Gram per Square Meter) and width of these fabrics ranges from 48"-132". The company also provides dyeing and printing service to other local manufacturers through its un-utilized in-house capacity. The company runs with annual weaving production capacity of 12.00 million meter from which RTML exports about 60% of its fabrics as home textile and rest are supplied to local RMG exporters. The company sometimes supplies fabrics to its affiliated concern, Regent Fabrics Limited. RTML has broad customer base for its home textile and RMG in Germany, Hong Kong, Norway, France and Bangladesh. Having weaving, dyeing and printing facilities the company ensures highest quality of the finished products.

3.0 CORPORATE GOVERNANCE

3.1 Board of Directors

Few changes have been noticed in the Board of Directors of RTML during the period under surveillance. Presently, the Board consists of seven members including two independent Directors. Mr. Md. Yakub Ali is the Chairman of RTML. Mr. Md. Yasin Ali reappointed as Director from Managing Director and Mr. Salman Habib reappointed as Managing Director from Deputy Managing Director. The Board mainly deals with strategic areas of business operation and provides specific guidance to keep the company in the real track. A brief about the board members are as follows:

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Name of the Directors	Designation	Relationship	Age (Yrs.)	Academic Qualification	Experience (Years)
Mr. Md. Yakub Ali	Chairman	Self	63	B. A.	42

CREDIT RATING REPORT On REGENT TEXTILE MILLS LIMITED

Experienced Board of directors

Mr. Salman Habib	Managing Director	Nephew of Chairman	26	BBA	04
Mr. Md. Yasin Ali	Director	Brother of Chairman	53	M.Com. (Mkt.)	32
Mr. Mashruf Habib	Director	Son of Chairman	29	BBA	07
Mr. Tanvir Habib	Director	Nephew of Chairman	24	BBA	04
Mr. Md. Javed Iqbal	Independent Director	-	32	BBA	13
Prof. Syed Ahsanul Alam	Independent Director	-	55	M. Com (Mkt.)	20

3.2 Board Committee

The Board Committee has been formed with Audit Committee, Executive Committee and Remuneration Committee headed by the two independent directors' i.e. Mr. Md. Javed Iqbal and Prof. Syed Ahsanul Alam. The committee is responsible for looking after the interest of all stakeholders of the company.

3.3 Corporate Management

An experienced management team having wide exposures in textile industry looks after the operation of RTML. A brief about the key management has been presented below:

Experienced management team

Name	Designation	Academic Qualifications	Age (Year)	Experience (Years)	
				With RTML	Total
Mr. Md. Abdur Rashid	Director (Finance & Operations)	FCA, FCMA	42	03	16
Mr. Md. Masud Hossain	Director (Marketing)	MBA	45	07	14
Mr. M. R. H. Sikder	Company Secretary	MBA, ITP, ACS	42	02	13
Mr. A. K. Bhattacharyya	Chief Financial Officer	M. Com, CA (CC)	50	13	26
Mr. SK. Md. Jan-E- Alam	Director (Audit)	B. Com (Accounting) CA (Part-2)	52	06	27
Mr. S. M. Abdur Rahman	GM (Production)	B. Sc. in Textile Technology	38	09	14
Mr. Saiful Islam	GM (Marketing)	B. Com	49	15	19
Mr. Ghulam Abbad	GM (Weaving)	B.Sc. in Textile Technology	50	02	25
Mr. Md. Anwar Sadat Siddiqi	GM (Admin, HR & Compliance)	M.S.S (Eco.)	44	03	22
Mr. Joydip Das Gupta	GM (Marketing)	MBA	41	12	16
Mr. Md. Iqbal Hossain	DGM (E & E)	B. Sc. Engineer (E & E)	57	09	31
Mr. Zahid Ahmed Chowdhury	Head of Supply Chain Management	M.S.S (Eco.)	36	02	09

3.4 Human Resource Management

The company is yet to implement service rule for human resources management, thus it is practicing undocumented policies in these regards. However, the company has structured a HR manual containing comprehensive policies for HR management both in Head office and factory, which may be implemented within short. The monthly wages of the factory workers is not less than Tk.5,300 per month. The total staff strength of the company stood at 1,955 as on December 31, 2014 out of which 1,634 are workers and 361 are officers and staffs. The company provides essential training to the employees. In addition to compensation package, RTML provides pick and drop facilities to the officials, two festival bonuses, gratuity, Workers Profit Participation Fund (WPPF), earned leave encashment, subsidized food, annual sick leave etc. to its workers and staffs. The company is fully compliant in terms of fire fighting instrument, emergency exit, canteen facilities, doctor facilities, child care facilities etc.

CREDIT RATING REPORT

On

REGENT TEXTILE MILLS LIMITED

3.5 IT Infrastructure and MIS

Application of information technology in every phase of textile industry is vital. Integrated software provides real time information to the management to take prudent decision. RTML has established adequate IT infrastructure. The company has well established IT Department and also has in-house developed customized software to disseminate information promptly on Sales, Delivery, VAT Accounting, Store Management, Accounts and others. However, the company is yet to establish any integrated Enterprise Resource Planning (ERP) software. The MIS department with sufficient professionals is working in the factory and is connected with the corporate office that facilitates to record and disseminate information prudently. The IT department is headed by Mr. Abu Naser Md. Hossain (B. Sc. in Computer Science) having 13 years of exposures in relevant field. Mr. Abu Naser is assisted by 4 IT executives.

3.6 Internal Control System

The company has internal audit department with six professionals which performs various types of tests and concludes on the adequacy of the control system. Subsequently, the department reports to the Managing Director as well as to the Director (Finance & Operations). The Audit committee of the board has been looking after the internal control system of the company.

4.0 BUSINESS ANALYSIS

4.1 Infrastructural Arrangement

The plant of RTML is located at East Kalurghat, Charkhidirpur, Bandar, Chittagong on adequate land area. For regular power supply, the project has four gas based generator with capacity of 3.09 MW. In addition, the company also maintains REB line with capacity of 130 KW. RTML has two separate gas line (industry and power line) having agreement with Karnaphuli Gas Distribution Co. Ltd. for the supply of 4,04722 m³ gas and 2,16404 m³ per month respectively. To produce fabrics from yarn, RTML has to go through four chronological steps starting from weaving, going to dyeing & printing, folding & mending, ending with stitching to have woven fabric as final products. For weaving, the company has total 139 loom in three weaving units (Weaving Unit-1, Weaving Unit-2 and Weaving Unit-3) of different brands like Sulzar PU of Switzerland, Sulzer-TW 11 of Switzerland, Rapier of China, Saurer-400 of France and Sulzer New STB of Russia. There are 16 machineries of James of England and Gretagmacbeth of USA brand and the company also has 93 local machineries for dyeing and printing purpose. The company has water treatment plant with a capacity of 70 m³ per hour. It has built a chemical based ETP for purifying its effluent from dyeing factory which has capacity to purify 60 Ton per hour. To ensure the superior quality of the product starting from raw materials to finished goods, RTML uses modern machineries having well equipped laboratory set up. At the same time, different quality control (QC) staffs monitor each product in each stages of production.

The company is covered by Industrial All Risk (IAR) insurance to protect Factory Building, Machinery, Furniture & Fixture and stock of raw materials, work in process and finished goods of Tk.1,209.30 million with Pioneer Insurance Co. Ltd. as a leader, together with Co-insurers namely Pragati Insurance Ltd., Bangladesh General Insurance Co. Ltd. and Agrairi Insurance Company Ltd up to July 20, 2015 with yearly premium of 16.50% of total coverage value.

4.2 Future Expansion Plan

The company has been in the process of expansion since inception of its operation. As per their business planning, the company will go through some expansion work in its existing textile unit like addition of new automated loom machine, replacement of some old machineries etc. Through the expansion plan the company's present weaving as well as dyeing and printing capacity would be doubled. In addition to above expansion plan, RTML also plans to establish a new forward integration of RMG unit (woven products like trouser) at Hulain, Patiya, Chittagong on a total land area of 2.07 acre to utilize the finished woven fabrics of RTML.

**Adequate
infrastructural
arrangement**

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REGENT TEXTILE MILLS LIMITED

4.3 Procurement Strategy

Cotton yarn is the major raw materials for the weaving industry. RTML procures cotton yarn mainly from local market as well as from its affiliated concerns. In FY2014, yarn procurement pie of the company has been occupied by its affiliated concern Regent Spinning Mills Ltd. and rest have been from different local textile mills like Square Textile Mills Ltd., Thermax Textile Mills Limited, Naheed Composite Mills Limited and Chin Hung Fibres Ltd. The company procures dyes chemicals, spare parts & loose tools and packing accessories from local sources like Touch Pack Limited, High Speed Packaging & Accessories Limited, Home Tex Accessories Limited, Mim Accessories, Swiss color Limited, Colors Collection, Dying Chem Corporation, Huntsman, Matex International, Rising Poly Limited, Alpha Printing & Packaging Limited etc. The procurement of above mentioned items are executed through L/C or on cash basis.

4.4 Marketing and Distribution Strategy

The quality product of RTML attracts customers from different developed countries including Sweden, France, Austria, Norway, Germany, Canada and Australia. RTML has a skilled merchandizing department supervised by the Chairman himself as well as the Managing Director. Buyer portfolio of RTML for home textile includes LA Redoute of Hongkong, Siplec of France, Hemtex of Sweden, Princes Grupeen As of Sweden, CJ Holding Limited of Hongkong and other includes Tissery ET CIE SA ZI Perica of France. The company distributes its products directly to the customer's mostly through marine ways. In case delay in shipment the company sometimes makes air shipment although same cases are insignificant. The major customers of the company are repeat buyers.

5.0 INDUSTRY OUTLOOK

Potential industry

Textiles have been an extremely important part of Bangladesh's economy for a very long time for a number of reasons. Bangladesh is the world's second biggest exporter of clothing after China. Readymade garments make up 80 percent of the country's \$30 billion in annual exports and 15 percent share of GDP. Consultancy firm McKinsey and Company has said, Bangladesh could double its garments exports in the next 10 years. In Asia, Bangladesh is the one of the biggest largest exporter of textile products providing employment to a great share percent of the work force in the country. Currently, the textile industry accounts for 45% of all industrial employment in the country and contributes 5% of the total national income. However, although the industry is one of the largest in Bangladesh and is still expanding, it faces massive challenges, principally because the country does not produce enough of the raw materials necessary, unfavorable trade policies, and inadequate incentives for expansion. As a result, Bangladesh's textile industry relies heavily on imports, and the country does not earn as much foreign exchange from its textile industry as it should. Due to increasing demand of sustainable apparel design, environmental changes, market competition unpredictable consumer demand, market trends of variety, short product life cycles and low barriers of entry the textile and apparel industry is one of the most highly competitive manufacturing sectors in the world. As obstacles to trade among nations have declined due to improved transportation systems, technology transfer and Government cooperation, the industry has seen a rapid increase in globalization and competition. The all Bangladesh textile mills association and individuals needs to enhance the quality of its products. However, the potentials in the RMG can be realized only if the challenges in some areas like – infrastructures, compliances, workforces supply, suppliers' performances, raw materials, political stability are tackled. Bangladesh textile industry is going through one of the toughest periods in day after day. The global recession which has hit the global textile really hard is not the only cause for concern. Serious internal issues also affected Bangladesh textile industry very badly. The high cost of production resulting from an instant rise in the energy costs has been the primary cause of concern for the industry. Depreciation, double digit inflation and high cost of financing has seriously affected the growth in the textile industry. It is getting more and more difficult for the exporters to travel abroad to grape potential buyers. Bangladesh's textile industry is lacking in research and development (R and D). The production capability is very low due to obsolete machinery and technology. Bangladesh is facing high cost of production due to several factors like the hike in electricity tariff, the increase in interest rate, energy crisis, devaluation of Bangladeshi taka (little relief for the time being), increasing cost of inputs, political instability, removal of subsidy and internal dispute. The above all factor increase the

CREDIT RATING REPORT On REGENT TEXTILE MILLS LIMITED

cost of production which decreases the exports. Govt. should provide subsidy to the textile industry for the survival of this industry. Finally, wholehearted joint efforts from manufacturers, buyers, suppliers, Government, and other stockholders are highly expected to accomplish the development of potential and sustainable textile industries growth in Bangladesh.

6.0 BUSINESS PERFORMANCE

**Good business and
profitability
performance**

<i>(Financial year ended on December)</i>			
Indicators	FY2014	FY2013	FY2012
Weaving (in Million meter)			
Capacity	12.00	12.00	12.00
Production	9.34	9.41	8.20
Capacity Utilization	77.85	78.33	68.33
Dyeing & Printing (in Million meter)			
Capacity	14.00	14.00	14.00
Production	11.78	13.40	10.06
Capacity Utilization	84.13	95.71	71.86
Revenue Sources:			
i) RMG	600.34	528.21	446.98
ii) Hometex	770.74	1,075.14	781.80
iii) Service	230.55	55.08	70.98
iv) Cash incentives	54.84	64.13	49.15
Total Revenue (in Million Tk.)	1,656.47	1,722.57	1,348.90
Revenue Growth (%)	(3.84)	27.70	-
Cost of Goods Sold (COGS) (in Million Tk.)	1,283.75	1,332.77	1,067.22
COGS Growth (%)	(3.68)	24.88	-
Gross Profit (in Million Tk.)	372.72	389.81	281.68
Profit from Operation (in Million Tk.)	277.74	285.47	206.27
Growth of Operating Profit (%)	(2.71)	30.40	-
Profit After Tax (PAT) (in Million Tk.)	148.89	174.91	133.26
Profit Growth (%)	(14.88)	31.25	9.38

According to the provided financials, RTML has been experiencing a fluctuating business performance for the last three years. RTML earns revenue from different sources where revenue from Home Tex exports occupied around 46.53% of total revenue in FY2014 which was 62.62% in FY2013. However, revenue from exporting RMG (fabrics provided to RMG industry) has been growing regularly having significant but fluctuating contribution hometex. It has faced revenue and profitability fall in FY2014 due significant export fall of hometex. The company provides dying and printing service to the outsiders with its unutilized capacity which has been found to be in reducing trend in line with increasing trend of in-house requirements. Government cash incentives on FOB value of export has also made a significant contribution on the company's revenue. Above all, the company has been running the operation with good profitability volume despite the industry has been passing through significant hurdles.

7.0 FINANCIAL PERFORMANCE

**Good profitability
performance**

Indicators	FY2014	FY2013	FY2012
Return on Average Assets After Tax (ROAA) %	4.53	5.75	5.12
Return on Average Equity After Tax (ROAE) %	7.66	9.81	7.88
Return on Average Capital Employed (ROACE) (After tax) %	7.09	8.69	6.79
Gross Profit Margin %	22.50	22.63	20.88
Operating Profit Margin %	16.77	16.57	15.29
Net Profit Margin %	8.99	10.15	9.88
Cost to Revenue Ratio %	77.50	77.37	79.12
Administrative Exp to Revenue Ratio %	2.64	2.59	2.41
Selling & Distribution Cost to Revenue Ratio %	3.09	3.46	3.18
Finance Cost to Revenue Ratio %	5.72	4.86	3.33

Overall financial performance of RTML has been found to be good. ROAA, ROAE and ROACE of the company decreased due to fall of net profit with increase of respective base. RTML has

CREDIT RATING REPORT On REGENT TEXTILE MILLS LIMITED

reported a good and progressive operating profit margin for the last three years through efficient management of manufacturing cost. Despite of having significant selling, distribution and finance cost - the company has managed to substantiate good net margin over the analyzed period.

8.0 LIQUIDITY AND CASH FLOW ANALYSIS

Good funding flexibility

Indicators	Dec-14	Dec-13	Dec-12
Current Ratio (X)	1.28	1.22	1.43
Quick Ratio (X)	0.91	0.85	1.06
Cash Conversion Cycle (Days)	119	80	59
Net Cash Inflow from Operating Activities (in Million Tk.)	308.35	354.07	103.34
Net cash outflow from investing activities (in Million Tk.)	(144.22)	(191.20)	(58.61)
Net cash outflow from financing activities (in Million Tk.)	(168.14)	(156.32)	(43.93)
Cash at the end of year (in Million Tk.)	4.96	8.98	2.43

Regent Textile Mills Limited (RTML) has been operating with moderate liquidity. The company's liquidity ratios have been found under the level of expectation in some cases. Despite substantial staggering to the L/C payables, long inventory holding period with long export bill receivable period elongated the ultimate cash conversion cycle. To bridge the liquidity gap, the company enjoys funded facility from commercial bank in addition to non-funded exposures.

In analyzing the cash flow position of RTML, it has been revealed that the company has ensured generation of cash inflow from operating activities in the last three years which has been found to be substantial in FY2014. Adequate cash inflow from operating activities has facilitated to invest fund in the fields of acquisition of freehold land for new forward integration unit, which will enhance the company's business volume and profitability. The same also has facilitated to serve the long term debt and interest expenses on a regular basis.

9.0 CAPITAL STRUCTURE AND LEVERAGE

Equity based capital structure

Solvency Indicators	Dec-14	Dec-13	Dec-12
Leverage Ratio (X)	0.58	0.80	0.60
Bank Borrowing to Equity (X)	0.31	0.41	0.25
Internal Capital Generation (%)	7.66	9.81	7.88
Net Asset Value (NAV) Per share	33.62	31.17	33.89

RTML is an equity based company. As on December 31, 2014 - total asset of the company stood at Tk.3,192.27 million which has been financed by shareholder's equity of Tk.2,016.94 million (63.18%), short term bank loan of Tk.475.85 million (14.91%), long term bank loan of Tk.62.84 million (1.97%) and the rest by other current and non-current liabilities of Tk.636.64 million (19.94%). Both leverage ratio and NAV per share of the company have been found at a comfortable level over the last three years.

10.0 DEBT SERVICE CAPACITY

Comfortable debt service coverage position

Indicators	Dec-14	Dec-13	Dec-12
Debt Service Coverage Ratio (X)	1.90	2.02	2.30
Interest Coverage Ratio (X)	2.86	3.33	4.28

While analyzing the credit worthiness of the company, it has been revealed that the company has been utilizing the revolving and term loan limits duly. The profit generation of the company has been found to be sufficient to serve the debt service/interest obligation. Interest coverage ratio of the company deteriorated slightly due to increase of financial charges over the years although it has still been found at a comfortable level. Debt service coverage position has been historically found to be comfortable.

CREDIT RATING REPORT On REGENT TEXTILE MILLS LIMITED

11.0 FINANCIAL INSTITUTIONS LIABILITIES & SECURITY ARRANGEMENT

11.1 Liability Position

The company has been enjoying various project loan, term loan and working capital facilities from different bank and financial institution. A summarized position of the above as on May 31, 2015 stands as follows:

(Figures in Million Tk.)

Name of Banks/FIs	Modes	Limit		Outstanding		Repayment Status
		Non-funded	Funded	Non-funded	Funded	
Sonali Bank Ltd.	Term Loan	-	272.84	-	75.21	Regular
	Term Loan (Blocked)	-	164.40	-	25.79	
	L/C, Bill, CC, PCC	350.00	135.00	103.59	91.55	
Mercantile Bank Ltd.	L/C (BTB), LTR, PC, SOD	250.00	60.00	123.11	44.12	Regular
	Hire Purchase		19.21	-	14.71	
National Bank Ltd.	L/C (BTB, Sight), LDBP/FDBP, LTR, PC, CC, L/G, PAD	233.60	70.00	6.18	36.83	Regular
IPDC	Term Loan	-	75.00	-	23.74	Regular
Lanka Bangla Finance Limited	Short Term Loan	-	500.00	-	129.40	Regular
Fareast Finance & Investment Ltd	Short Term Loan		200.00	-	200.00	Regular
AB Bank Limited	Hire Purchase		20.80	-	15.51	Regular
Total		833.60	1,517.25	232.88	656.86	

Regular loan
repayment history

The repayment performance of each of the bank loan is good and in the last two years, the company reported that there was no irregular track record in the credit history.

11.2 Security Arrangement

Name of Banks/FIs	Security Arrangement
Sonali Bank Limited	Primary Security: - Hypothecation of Stock Secondary Security: - Registered mortgage of 488.33 decimal land valuing Tk.200.75 million Support/Guarantee: - Personal Guarantee
Mercantile Bank Limited	Primary Security: - Hypothecation of all plants & machineries - Lien of original Export L/Cs Support/Guarantee: - Personal Guarantee from all the directors individually - Cross Corporate Guarantee
National Bank Limited	Primary Security: - Lien on valid export L/C - Lien on import documents 10% cash margin on L/C(Sight) & BG (SG) limit - Hypo of all existing machinery valuing Tk.328.87 million & future machineries, raw materials, work in process and finished knit garments duly insured with Bank's mortgage clause covering all possible risks Secondary Security: - Lien on FDR Support/Guarantee: - Personal Guarantee

CREDIT RATING REPORT

On

REGENT TEXTILE MILLS LIMITED

IPDC	Primary Security: - Hypothecation of all movable assets - Demand promissory note along with letter of continuation Support/Guarantee - Personal Guarantee from all the directors of RTML - Corporate guarantee of Habib Steels Limited - Security cheques for the entire facility amount - Post dated cheques for monthly loan installments
LankaBangla Finance Limited	Primary Security: - Hypothecation of all movable assets - Demand promissory note along with letter of continuation Support/Guarantee - Personal Guarantee from all the directors of RTML - Corporate guarantee of Habib Steels Limited - Post dated cheques for monthly loan installments
Fareast Finance & Investment Ltd	Primary Security: - Hypothecation of all movable assets Support/Guarantee - Personal Guarantee from all the directors of Regent Fabrics Limited - Corporate guarantee of Regent Fabrics Limited and Regent Power Limited - Post dated cheques
AB Bank Limited	Primary Security: - Hypothecation of the vehicle to be purchased Support/Guarantee - Personal and Corporate Guarantee

On the same date, RTML's stock and export bill receivables stood at Tk.458.21 million and Tk.83.24 million respectively. Outstanding buyer order stood at Tk.191.98 million as on May 31, 2015. Such status of revolving assets has been found to be comfortable against the existing funded and non-funded outstanding.

12.0 RISK ANALYSIS

12.1 Compliance Risk

Compliance in textile and garments manufacturing is a key requirement for most of the reputed global garments buyers. Both social and environmental compliances are important as social compliance is a legal requirement that takes into account minimum labor standards, occupational safety measures and environmental concern. Environmental compliance standard is formulated to ensure environmental laws in industries and in broad sense to control pollution of water, land, air and optimum use of water, energy and resources. Now a day, compliance to standard is more important factor to achieve a garments export order than the product quality. While conducting factory visit, it has been found that the company has moderate exposure to compliance risk.

12.2 Wages Escalation Risk

Recently Bangladesh Government has raised the minimum wages for garment and textiles workers to Tk.5,300 per month (more than 50% raise on previous wages), which will have impact on the profitability of the company unless the company has the capacity to shift the burden to the buyers in the form of enhanced price of the garments. CRISL views that above increase in wages will be a direct hit on the cost of production, may affect the profit margin to a large extent. However, RTML has been concentrating on recruiting efficient workers only instead of fresh worker in order to produce maximum output with minimum no. of workers.

12.3 Political Instability and Governance Risk

Bangladesh's readymade garment (RMG) including textile sector faces some daunting challenges. The collapse of Rana Plaza in Savar that claimed over one thousand lives has unleashed the governance problem in the sector in particular and in the country in general. Moreover, Bangladesh's ongoing political crisis is increasingly making the global buyers cautious in posting new orders badly affecting its reputation as an important procurement location of RMG products. However, the sector needs more constructive advice than criticism given its systemic importance as far as Bangladesh economy is concerned.

CREDIT RATING REPORT

On

REGENT TEXTILE MILLS LIMITED

12.4 Regulatory Risk

The Government is timely monitoring the work environment and often fixing the minimum wage rate. Non compliance of this can give rise to worker unrest. In spite of the promulgation of laws by the Government, the majority of garment workers remain deprived of their legal rights. Some of the issues which still remain neglected include minimum basic salary, working hours, overtime calculation, off day in a week and yearly increment. In addition to that the company operates under export/import policy, taxation policy adopted by NBR and rules adopted by other regulatory organizations. Any unexpected changes in the policies formed by those bodies will impact the business of the company adversely. So considering the above CRISL views that, the company is exposed to regulatory risk to some extent.

12.5 Raw Material Supply Risk

RTML has a partial backward linkage for yarn which somewhat ensures smooth supply (55.58%) of this key raw material and rest are procured other local sources. Despite the fact, the company has exposure to raw material supply risk as Bangladesh is fully dependent on overseas supply of cotton, the ultimate raw material of the company's product. Import based supplies are likely to be affected by any uncontrollable event or country risk to transaction or political barrier. Since inception, the company did not face any such uncontrollable events and is confident to manage with alternate arrangement at a shorter notice.

12.6 Gas Supply Risk

Currently most of the part of the country has been facing gas crisis which is an essential requirement for textile industry for uninterrupted production. At present the plant has sufficient gas pressure. However, in the wake of serious gas crisis – the Government may limit or suspend the supply of gas for a part of working day which may interrupt the smooth operation of the company.

12.7 Price Fluctuation Risk

Price of raw materials as well as finished goods fluctuates in international market as well as in local market. RTML procures its required raw material like yarn from its sister concern as well as other local sources through back to back L/C and it vastly depends on raw material price of global market. This is beyond the control of local companies which put pressure on cost of production as well as price of finished goods.

12.8 On Time Delivery Risk

Due to cost minimization, all the home tex and RMG manufacturing companies try to deliver the goods through Chittagong port on time. But dependency on imported raw material and accessories, reduced lead time by the buyers, low efficiency of labor and port management and drawback of other infrastructural facilities and political instability makes it difficult to deliver the goods on time. Thus, the company may be exposed to on time delivery risk.

13.0 OBSERVATION SUMMARY

Rating Comfort: - Good business and profitability performance - Good infrastructural arrangement - Sister concern of Habib Group - Equity based capital structure - Good funding flexibility - Good infrastructural arrangement - Regular loan repayment history	Rating Concern: - Fluctuating revenue - Moderate corporate governance practices - Raw material supply risk - Operational risk due to lack of gas supply - Political instability risk
Business Prospects: - Expansion of backward and forward linkage - Expanding export channel	Business Challenges: - Ensuring cost effective operation - Exposure to utility crisis

14.0 PROSPECTS

Despite the inherent limitations of the industry, being one of the leading composite textile

CREDIT RATING REPORT
On
REGENT TEXTILE MILLS LIMITED

mills in Bangladesh, RTML is capable of making full use of the opportunities. The company is definitely in the comfort zone for its sound production facilities equipped with modern technology, good financial performance and cost effective operation. It is expected that in today's competitive market the company will be able to keep its momentum and take the leadership in its area of operation.

END OF THE REPORT

(Information used herein is obtained from sources believed to be accurate and reliable. However, CRISL does not guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. Rating is an opinion on credit quality only and is not a recommendation to buy or sell any securities. All rights of this report are reserved by CRISL. Contents may be used by news media and researchers with due acknowledgement)

[We have examined, prepared, finalized and issued this report without compromising with the matters of any conflict of interest. We have also complied with all the requirements, policy procedures of the BSEC rules as prescribed by the Bangladesh Securities and Exchange Commission.]

CREDIT RATING REPORT

On

REGENT TEXTILE MILLS LIMITED

CRISL RATING SCALES AND DEFINITIONS LONG-TERM RATINGS OF CORPORATE

RATING	DEFINITION
AAA Triple A (Highest Safety)	Investment Grade Entity rated in this category is adjudged to be of best quality, offer highest safety and have highest credit quality. Risk factors are negligible and risk free, nearest to risk free Government bonds and securities. Changing economic circumstances are unlikely to have any serious impact on this category of companies.
AA+, AA, AA- (Double A) (High Safety)	Entity rated in this category is adjudged to be of high quality, offer higher safety and have high credit quality. This level of rating indicates a corporate entity with a sound credit profile and without significant problems. Risks are modest and may vary slightly from time to time because of economic conditions.
A+, A, A- Single A (Adequate Safety)	Entity rated in this category is adjudged to offer adequate safety for timely repayment of financial obligations. This level of rating indicates a corporate entity with an adequate credit profile. Risk factors are more variable and greater in periods of economic stress than those rated in the higher categories.
BBB+, BBB, BBB- Triple B (Moderate Safety)	Entity rated in this category is adjudged to offer moderate degree of safety for timely repayment of financial obligations. This level of rating indicates that a company is under-performing in some areas. Risk factors are more variable in periods of economic stress than those rated in the higher categories. These entities are however considered to have the capability to overcome the above-mentioned limitations.
BB+, BB, BB- Double B (Inadequate Safety)	Speculative Grade Entity rated in this category is adjudged to lack key protection factors, which results in an inadequate safety. This level of rating indicates a company as below investment grade but deemed likely to meet obligations when due. Overall quality may move up or down frequently within this category.
B+, B, B- Single B (Risky)	Entity rated in this category is adjudged to be with high risk. Timely repayment of financial obligations is impaired by serious problems which the entity is faced with. Whilst an entity rated in this category might be currently meeting obligations in time through creating external liabilities.
CCC+, CCC, CCC- Triple C (Vulnerable)	Entity rated in this category is adjudged to be vulnerable and might fail to meet its repayments frequently or it may currently meeting obligations in time through creating external liabilities. Continuance of this would depend upon favorable economic conditions or on some degree of external support.
CC+, CC, CC- Double C (High Vulnerable)	Entity rated in this category is adjudged to be very highly vulnerable. Entity might not have required financial flexibility to continue meeting obligations; however, continuance of timely repayment is subject to external support.
C+, C, C- Single C (Extremely Speculative)	Entity rated in this category is adjudged to be with extremely speculative in timely repayment of financial obligations. This level of rating indicates entities with very serious problems and unless external support is provided, they would be unable to meet financial obligations.
D (Default)	Default Grade Entity rated in this category is adjudged to be either already in default or expected to be in default.

Note: For long-term ratings, CRISL assigns + (Positive) sign to indicate that the issue is ranked at the upper-end of its generic rating category and - (Minus) sign to indicate that the issue is ranked at the bottom end of its generic rating category. Long-term ratings without any sign denote mid-levels of each group.

SHORT-TERM RATINGS OF CORPORATE

ST-1	Highest Grade Highest certainty of timely payment. Short-term liquidity including internal fund generation is very strong and access to alternative sources of funds is outstanding. Safety is almost like risk free Government short-term obligations.
ST-2	High Grade High certainty of timely payment. Liquidity factors are strong and supported by good fundamental protection factors. Risk factors are very small.
ST-3	Good Grade Good certainty of timely payment. Liquidity factors and company fundamentals are sound. Although ongoing funding needs may enlarge total financing requirements, access to capital markets is good. Risk factors are small.
ST-4	Moderate Grade Moderate liquidity and other protection factors qualify an entity to be in investment grade. Risk factors are larger and subject to more variation.
ST-5	Non-Investment/Speculative Grade Speculative investment characteristics. Liquidity is not sufficient to ensure discharging debt obligations. Operating factors and market access may be subject to a high degree of variation.
ST-6	Default Entity is in default or is likely to default in discharging its short-term obligations. Market access for liquidity and external support is uncertain.

CREDIT RATING REPORT

On

REGENT TEXTILE MILLS LIMITED

CRISL RATING SCALES AND DEFINITIONS

BANK LOAN/ FACILITY RATING SCALES AND DEFINITIONS- LONG-TERM

RATING	DEFINITION
<i>blr AAA</i> (blr Triple A) (Highest Safety)	Investment Grade Bank Loan/ Facilities enjoyed by banking clients rated in this category are adjudged to have highest credit quality, offer highest safety and carry almost no risk. Risk factors are negligible and almost nearest to risk free Government bonds and securities. Changing economic circumstances are unlikely to have any serious impact on this category of loans/ facilities.
<i>blr AA+, blr AA,</i> <i>blr AA-</i> (Double A) (High Safety)	Bank Loan/ Facilities enjoyed by banking clients rated in this category are adjudged to have high credit quality, offer higher safety and have high credit quality. This level of rating indicates that the loan / facilities enjoyed by an entity has sound credit profile and without any significant problem. Risks are modest and may vary slightly from time to time because of economic conditions.
<i>blr A+, blr A,</i> <i>blr A-</i> Single A (Adequate Safety)	Bank Loan/ Facilities rated in this category are adjudged to carry adequate safety for timely repayment/ settlement. This level of rating indicates that the loan / facilities enjoyed by an entity have adequate and reliable credit profile. Risk factors are more variable and greater in periods of economic stress than those rated in the higher categories.
<i>blr BBB+, blr BBB,</i> <i>blr BBB-</i> Triple B (Moderate Safety)	Bank Loan/ Facilities rated in this category are adjudged to offer moderate degree of safety for timely repayment /fulfilling commitments. This level of rating indicates that the client enjoying loans/ facilities under-performing in some areas. However, these clients are considered to have the capability to overcome the above-mentioned limitations. Cash flows are irregular but the same is sufficient to service the loan/ fulfill commitments. Risk factors are more variable in periods of economic stress than those rated in the higher categories.
<i>blr BB+, blr BB,</i> <i>blr BB-</i> Duble B (Inadequate Safety)	Speculative/ Non investment Grade Bank Loan/ Facilities rated in this category are adjudged to lack key protection factors, which results in an inadequate safety. This level of rating indicates loans/ facilities enjoyed by a client are below investment grade. However, clients may discharge the obligation irregularly within reasonable time although they are in financial/ cash problem. These loans / facilities need strong monitoring from bankers side. There is possibility of overcoming the business situation with the support from group concerns/ owners. Overall quality may move up or down frequently within this category.
<i>blr B+, blr B,</i> <i>blr B-</i> Single B (Somewhat Risk)	Bank Loan/ Facilities rated in this category are adjudged to have weak protection factors. Timely repayment of financial obligations may be impaired by problems. Whilst a Bank loan rated in this category might be currently meeting obligations in time, continuance of this would depend upon favorable economic conditions or on some degree of external support. Special monitoring is needed from the financial institutions to recover the installments.
<i>blr CCC+, blr CCC,</i> <i>blr CCC-</i> Triple C (Risky)	Risky Grade Bank Loan/ Facilities rated in this category are adjudged to be in vulnerable status and the clients enjoying these loans/ facilities might fail to meet its repayments frequently or it may currently meeting obligations through creating external support/liabilities. Continuance of this would depend upon favorable economic conditions or on some degree of external support. These loans / facilities need strong monitoring from bankers side for recovery.
<i>blr CC+, blr CC,</i> <i>blr CC-</i> Double C (High Risky)	Bank Loan/ Facilities rated in this category are adjudged to carry high risk. Client enjoying the loan/ facility might not have required financial flexibility to continue meeting obligations; however, continuance of timely repayment is subject to external support. These loans / facilities need strong monitoring from bankers side for recovery.
<i>blr C+, blr C,</i> <i>blr C-</i> (Extremely Speculative)	Bank Loan/ Facilities rated in this category are adjudged to be extremely risky in timely repayment/ fulfilling commitments. This level of rating indicates that the clients enjoying these loan/ facilities are with very serious problems and unless external support is provided, they would be unable to meet financial obligations.
<i>blr D</i> (Default)	Default Grade Entities rated in this category are adjudged to be either already in default or expected to be in default.

SHORT-TERM RATINGS

<i>blr ST-1</i>	Highest Grade Highest certainty of timely payment. Short-term liquidity including internal fund generation is very strong and access to alternative sources of funds is outstanding. Safety is almost like risk free Government short-term obligations.
<i>blr ST-2</i>	High Grade High certainty of timely payment. Liquidity factors are strong and supported by good fundamental protection factors. Risk factors are very small.
<i>blr ST-3</i>	Good Grade Good certainty of timely payment. Liquidity factors and company fundamentals are sound. Although ongoing funding needs may enlarge total financing requirements, access to capital markets is good. Risk factors are small.
<i>blr ST-4</i>	Satisfactory Grade Satisfactory liquidity and other protection factors qualify issues as to invest grade. Risk factors are larger and subject to more variation.
<i>blr ST-5</i>	Non-Investment Grade Speculative investment characteristics. Liquidity is not sufficient to insure against disruption in debt service. Operating factors and market access may be subject to a high degree of variation.
<i>blr ST-6</i>	Default Institution failed to meet financial obligations

**AUDITORS' REPORT TO THE SHAREHOLDERS OF REGENT TEXTILE MILLS LIMITED
FOR THE YEAR 2014** Section: XX**AUDITORS' REPORT TO THE SHAREHOLDERS
OF
REGENT TEXTILE MILLS LIMITED**

We have audited the accompanying financial statements of **REGENT TEXTILE MILLS LIMITED**, which comprises the Statement of Financial Position as at 31 December 2014 and the related Statement of Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards (BFRS), the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations. This responsibility includes: designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion:

In our opinion, the Financial Statements prepared in accordance with Bangladesh Accounting Standard (BAS) & Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the company's affairs as at 31 December 2014 and of the results of its operations and its cash flows for the year then ended and comply with the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

Further to our opinion in the above paragraph, we state that:

- (i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- (ii) in our opinion, proper books of account as required by law have been kept by **REGENT TEXTILE MILLS LIMITED** so far as it appeared from our examination of those books;
- (iii) the Company's Statement of Financial Position & Statement of Comprehensive Income dealt with by the report are in agreement with the books of account and returns;
- (iv) the expenditure incurred was for the purpose of the Company's business.

Chittagong, 15 April, 2015

Sd/-
Hoda Vasi Chowdhury & Co.
Chartered Accountants

REGENT TEXTILE MILLS LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2014

	<u>Note(s)</u>	31-Dec-2014 Taka	31-Dec-2013 Taka
ASSETS & PROPERTIES			
NON CURRENT ASSETS & PROPERTIES		1,841,185,268	1,771,479,020
Property, Plant and Equipment	4	1,841,185,268	1,771,479,020
CURRENT ASSETS		1,351,075,570	1,603,938,362
Investment	5	59,455,286	55,289,369
Inventories	6	390,036,561	494,358,764
Accounts Receivable	7	666,478,246	694,508,498
Interest Receivables	8	2,714,770	2,367,233
Advances, Deposits and Prepayments	9	199,687,482	263,434,574
Due from Affiliated Companies	10	27,740,125	85,000,000
Cash and Cash Equivalents	11	4,963,100	8,979,924
TOTAL ASSETS & PROPERTIES		3,192,260,838	3,375,417,382
SHAREHOLDERS' EQUITY & LIABILITIES			
SHAREHOLDERS' EQUITY		2,016,938,048	1,870,354,067
Share Capital	12	600,000,000	600,000,000
Revaluation Surplus	13	996,636,643	1,001,198,106
Retained Earnings	14	420,301,405	269,155,961
NON CURRENT LIABILITIES		119,378,756	194,384,489
Non current portion of Long Term Loan	15.1	62,842,479	139,276,028
Deferred Tax Liabilities	19.2	56,536,277	55,108,461
CURRENT LIABILITIES		1,055,944,034	1,310,678,826
Accounts Payable	16	428,066,894	612,803,590
Other Payables	17	37,237,770	65,834,241
Current portion of Long Term Loan	15.1	88,261,668	84,845,289
Short Term Loan	18	475,851,744	533,412,117
Current Tax Liabilities	19.1	26,525,958	13,783,589
TOTAL SHAREHOLDERS' EQUITY & LIABILITIES		3,192,260,838	3,375,417,382
NAV Per Share	27.2	33.62	31.17
Contingent Liabilities and Commitments	28		

These financial statements should be read in conjunction with the annexed Notes
and were approved by the Board of Directors on 14.04.2015
and were signed on its behalf by:

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

Signed in terms of our separate report of even date annexed

Chittagong, April 15, 2015

Sd/-
Hoda Vasi Chowdhury & Co.
CHARTERED ACCOUNTANTS

REGENT TEXTILE MILLS LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2014

	Note(s)	31-Dec-2014 Taka	31-Dec-2013 Taka
Turnover	20	1,656,465,005	1,722,567,233
Cost of Goods Sold	21	(1,283,749,853)	(1,332,765,257)
Gross Profit		372,715,152	389,801,976
Operating Expenses			
Administrative Expenses	22	(43,753,316)	(44,664,302)
Selling and Distribution Expenses	23	(51,232,110)	(59,678,738)
		(94,985,426)	(104,343,040)
Operating Profit		277,729,726	285,458,936
Financial Expenses	24	(94,826,861)	(83,785,440)
Profit before Non-operating Income		182,902,865	201,673,496
Other Non-operating Income	25	3,484,287	4,330,024
Profit before Distribution of WPP & WF		186,387,152	206,003,520
Contribution to Workers' Profit Participation & Welfare Fund	17.2.1	(9,547,430)	(10,540,253)
Profit before Tax & Reserve		176,839,722	195,463,267
Provision for Tax			
Current	19.1	(26,525,958)	(13,783,589)
Deferred	19.2	(1,427,816)	(6,773,504)
		(27,953,774)	(20,557,093)
Profit after Tax		148,885,948	174,906,174
Other Comprehensive Income:			
Unrealized Gain/(Loss) on Available-for-sale Financial Assets	5.2	(2,301,968)	811,477
Total Comprehensive Income for the Year		146,583,980	175,717,651
Basic Earnings Per Share	27.1.1	2.48	2.92
Diluted Earnings Per Share	27.1.2	2.48	2.92

These financial statements should be read in conjunction with the annexed notes
and were approved by the Board of Directors on 14.04.2015
and were signed on its behalf by:

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

Signed in terms of our separate report of even date annexed

Chittagong, April 15, 2015

Sd/-
Hoda Vasi Chowdhury & Co.
CHARTERED ACCOUNTANTS

REGENT TEXTILE MILLS LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2014

	<u>Note(s)</u>	31-Dec-2014 Taka	31-Dec-2013 Taka
Cash flows from operating activities			
Cash received from customers	26.1	1,688,534,370	1,505,095,855
Cash paid to supplies	26.2	(1,119,357,687)	(1,196,072,692)
Cash paid to employees	26.3	(213,498,915)	(202,474,052)
Cash paid for operating expenses	26.4	(26,697,124)	(48,559,232)
Payment of income tax	26.6	(10,094,778)	(14,650,614)
Payment for WPP&WF	17.2	(10,540,253)	(8,025,022)
Net cash inflow from operating activities (A)		308,345,613	35,314,244
Cash flows from investing activities			
Acquisition of property, plant and equipment	4	(142,050,433)	(185,783,741)
Investment in fixed deposit receipt	5.1	(6,467,886)	(8,908,340)
Interest received from fixed deposit receipt	26.7	4,300,411	3,488,859
Net cash outflow from investing activities (B)		(144,217,908)	(191,203,222)
Cash flows from financing activities			
Proceeds from long term loan	15	(73,017,170)	(72,535,006)
Proceeds from Short term loan	18	(57,560,373)	402,814,805
Cash paid to affiliated companies	26.5	57,259,875	(84,054,308)
Cash payment for financial expenses	26.8	(94,826,861)	(83,785,440)
Net cash inflow/(outflow) from financing activities (C)		(168,144,529)	162,440,051
Net increase of cash and cash equivalents for the year (A+B+C)		(4,016,824)	6,551,072
Cash and cash equivalents at the beginning of the year		8,979,924	2,428,852
Cash and cash equivalents at the end of the year		4,963,100	8,979,924
Net Operating Cash Flow Per Share	27.3	5.14	0.59

These financial statements should be read in conjunction with the annexed Notes
and were approved by the Board of Directors on 14.04.2015
and were signed on its behalf by:

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

Chittagong, April 15, 2015

Sd/-
Hoda Vasi Chowdhury & Co.
CHARTERED ACCOUNTANTS

REGENT TEXTILE MILLS LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2014

Particulars	Amount in Taka			
	Share Capital	Revaluation Reserve	Retained Earnings	Total Equity
Balance as on 01.01.2014	600,000,000	1,001,198,106	269,155,962	1,870,354,068
Balance as on 01.01.2014	600,000,000	1,001,198,106	269,155,962	1,870,354,068
Revaluation Surplus realized	-	(4,561,463)	4,561,463	-
Net Profit after Tax	-	-	148,885,948	148,885,948
Unrealized Gain on Available-for-sale Financial Assets	-	-	(2,301,968)	(2,301,968)
Issuance of Bonus Share	-	-	-	-
	-	(4,561,463)	151,145,443	146,583,980
Balance as at 31.12.2014	600,000,000	996,636,643	420,301,405	2,016,938,048
Balance as on 01.01.2013	500,000,000	1,005,999,646	188,636,772	1,694,636,418
Adjustment	-	-	-	-
Balance as on 01.01.2013	500,000,000	1,005,999,646	188,636,772	1,694,636,418
Revaluation Surplus realized	-	(4,801,540)	4,801,540	-
Net Profit after Tax	-	-	174,906,173	174,906,173
Unrealized Gain on Available-for-sale Financial Assets	-	-	811,477	811,477
Issuance of Bonus Share	100,000,000	-	(100,000,000)	-
	100,000,000	(4,801,540)	80,519,190	175,717,650
Balance as at 31.12.2013	600,000,000	1,001,198,106	269,155,962	1,870,354,068

These financial statements should be read in conjunction with the annexed notes
and were approved by the Board of Directors on 14.04.2015
and were signed on its behalf by :

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

Sd/-
Hoda Vasi Chowdhury & Co.
Chartered Accountants

REGENT TEXTILE MILLS LIMITED
Notes to the Financial Statements
For the year ended 31 December 2014

1 BACKGROUND AND INFORMATION

1.1 Formation and Legal Status

Regent Textile Mills Limited (hereinafter referred to as "the Company") was incorporated as public company limited by shares on 30 November 1994, vide registration no. CH-C-1780 under the Companies Act, 1994. The Company started its commercial operation on 01 April 1999.

The registered office of the company is located at 1182 Jubilee Road, Chittagong, Bangladesh and the factory is located at Kalurghat, Charkhidirpur, Bandar, Chittagong.

1.2 Nature of Business

The principal activities of the company are manufacturing of fabrics from yarn to support 100% export oriented line items companies like garments industries in Bangladesh and to manufacture Home-Textile goods which are exported against confirmed and irrecoverable letters of credit received from foreign buyers.

2 BASIS OF PREPARATION

2.1 Statement of Compliance

The financial statements of the company under reporting have been prepared in accordance with BAS 1 "Presentation of Financial Statements" under historical cost convention in a going concern concept and on accrual basis. The preparation and disclosures have been made to the Financial Statements in accordance with Generally Accepted Accounting Principles and Practice in Bangladesh in compliance with The Companies Act 1994, The Securities and Exchange Rules 1987, The Listing Regulations of Dhaka Stock Exchange Ltd (DSE) & Chittagong Stock Exchange Ltd. (CSE), International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB), as Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS) and other applicable laws and regulations

In addition, the Company complies with the Income Tax Ordinance 1984, the Income Tax Rules 1984, the Value Added Tax Act 1991 and the Value Added Tax Rules 1991.

2.2 Accounting convention and assumption

The financial statements are prepared under the historical cost convention method.

2.3 Functional and Presentation Currency

The financial statements are expressed in Bangladesh Taka which is both functional currency and reporting currency of the Company. The figures of financial statements have been rounded off to the nearest Taka.

2.4 Use of Estimates and Judgments

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates and underlying assumptions, which are reviewed on an ongoing basis. Revision to accounting estimates is recognized in the period in which the estimates are revised and in any future periods affected.

2.5 Reporting Period

The financial statements of the Company consistently cover one financial year from 01 January 2014 to 31 December 2014 for all reported periods.

2.6 Date of Authorization

The Board of Directors has authorized these financial statements on

2.7 Preparation and Presentation of Financial Statements of the Company

The Board of Directors of Regent Textile Mills Limited is responsible for the preparation and presentation of financial statements of the Company.

2.8 Comparative Information

Comparative information has been disclosed in respect of the year 2012 for all numeric information in the Financial Statements and also the narrative and descriptive information where it is relevant for understanding of the current years Financial Statements.

Re-arrangement

Comparative figures have been rearranged wherever considered necessary to ensure better comparability with the current period without causing any impact on the profit and value of assets and liability as reported in the financial statement.

2.9 Going Concern

The company has adequate resources to continue in operation for foreseeable future and hence, the financial statements have been prepared on going concern basis. As per management assessment there are no material uncertainties related to events or conditions which may significant doubt upon the Company's ability to continue as a going concern.

3 SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared in compliance with requirement of BASs (Bangladesh Accounting Standards) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) as applicable in Bangladesh. The following BASs are applicable for the financial statements for the year under audit:

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 effects of Changes in Foreign Exchange Rates
BAS-23	Borrowing Costs
BAS-24	Related Party Disclosures
BAS-26	Accounting and Reporting by Retirement Benefit Plans
BAS-33	Earnings per share
BAS-36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets
BFRS-5	Non-current Assets Held for Sale and Discontinued Operations
BAS-32	Financial Instrument: Presentation
BAS-39	Financial Instrument: Recognition and Measurement
BFRS-7	Financial Instrument: Disclosure

3.1 Property, Plant and Equipment (PPE)

i) Recognition of Property, Plant & Equipment

These are capitalized at cost or fair value and subsequently stated net of accumulated depreciation in compliance with the BAS 16

"Property, plant and equipment". The cost of acquisition of an asset comprises of its purchase price and any directly attributable cost

inclusive of inward freight, duties and non-refundable taxes for bringing the asset to its operating condition for its intended use.

Expenditure on repairs and maintenance of Property, Plant and Equipment is treated as expense when incurred. Subsequent expenditure on property, Plant and Equipment is only recognized when the expenditure improves the condition of the asset beyond its originally assessed standard of performance.

ii) Depreciation

Depreciation is charged on property, plant and equipment on reducing balance method at the annual rate(s) shown below.

<u>Name of Assets</u>	<u>Rates</u>
Building & Other Construction	5%
Plant & Machinery	10%
Office Equipment	10%
Electrical Installation	10%
Tools & Equipment	15%
Effluent Treatment Plant	10%
Water Pump & Tube Well	10%
Motor Vehicles	15%
Furniture & Fixtures	10%
Gas Line Installation	10%
Other Assets	10%

Depreciation is charged for full year on addition and at the time of deletion / disposal no depreciation is charged. Total depreciation is distributed as under:

Factory Overhead	90%
Administrative Expenses	5%
Selling & Distribution Expenses	5%

iii) Revaluation of Property, Plant and Equipment

Since inception, the company revalued its Property, Plant and Equipment for the 1st time in the year 2010-2012. Reserve is created by the sum of revaluation surplus and depreciation is charged on the revalued assets except Land and Land Development as per the respective rate of depreciation and transferred the equal amount of depreciation to the equity as per the provision of BAS 16 "Property, plant and equipment".

iv) Retirement and Disposals

An asset is recognized on disposal or when no future economic benefits are expected from its use and subsequent disposal. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset under other income in the Statement of Comprehensive Income.

v) Impairment of Assets

The company reviews the recoverable amount of its assets at each reporting date. If there exist any indication that the carrying amount of assets exceeds the recoverable amount, the company recognizes such impairment loss in accordance with BAS-36 "Impairment of Assets".

3.2 Inventories & Consumables

Inventories comprise of raw materials, work-in-process, finished goods, stores & spares which are valued in accordance with the Para of 21 & 25 of BAS-2 "Inventories" after making due allowance for any obsolete or slow moving item and details of valuation are as follows:

i) Raw materials	at weighted average cost
iii) Finished goods	at cost or net realizable value whichever is lower
iii) Work-in-progress	at material cost plus conversion cost
iv) Stores & Spares	at cost

3.3 Revenue Recognition

Revenue from sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and rebates, if any. In compliance with the requirements of BAS 18 "Revenue", revenue is recognized only when:

- i) The products are invoiced and dispatched to the customers;
- ii) Interest income is accrued on a time basis by reference to the principal outstanding at the effective interest applicable.

3.4 Available-for-Sale Financial Asset

In accordance with BAS 39 "Financial Instruments: Recognition and Measurement" Available-for-Sale Financial Assets are recognized initially at fair value plus transaction costs that are directly attributable to acquisition of the Financial Asset. After initial recognition, these are measured without any deduction for transaction costs that may incur on sale.

Gain or loss arising from change in the fair value on Available-for-Sale Financial Assets is recognized in Other Comprehensive Income.

3.5 Taxation

Income tax expenses comprises current and deferred tax. Income tax expenses is recognized in Statement of Comprehensive Income

except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

i) Current Tax

Current tax is the expected tax payable on the taxable income for the year, using tax rate enacted at the reporting date.

In accordance with the section 53BB of the Income Tax Ordinance 1984, taxes were deducted from export proceeds at the realization stage by the Company's bankers during the year at the rate of 0.80% & 0.30%. Taxes thus deducted are to be treated as the final discharge of the Company's tax liabilities u/s 82C of the Income Tax Ordinance 1984.

ii) Deferred Tax

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted at the reporting date. Deferred tax asset or liability does not create a legal recovery / liability from or to the income tax authority.

3.6 Loans and Borrowings

Principal amount of the loans and borrowings are stated at their outstanding amount. Borrowings repayable within twelve months from the end of the reporting period are classified as current liabilities whereas borrowings repayable after twelve months from the end of the reporting period are classified as non-current liabilities. Accrued interest and other charges are classified as current liabilities.

3.7 Foreign Currency Transaction / Translation

Transactions in foreign currencies are translated into Bangladesh Taka at the Exchange rate prevailing on the date of transactions in accordance with BAS - 21 "The Effects of Changes in Foreign Exchange Rate." Monetary assets and liabilities in foreign currencies at the end of the reporting period are translated into Bangladesh Taka at the rate of exchange prevailing at the end of the reporting period. All exchange differences are recognized in the Statement of Comprehensive Income.

3.8 Provision

In accordance with the guidelines as prescribed by BAS 37, provisions are recognized when all the following criteria are met:

- i) When the company has a present obligation as a result of past event;
- ii) When it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation; and
- iii) Reliable estimate can be made of the amount of the obligation.

We have shown the provisions in the Statement of Financial Position at an appropriate level with regard to an adequate provision for risks and uncertainties. An amount recorded as a provision represents the best estimate of the probable expenditure required to fulfill the current obligation on the end of the reporting period.

3.9 Contingent Liabilities and Assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. In accordance with BAS-37 "Provisions, Contingent Liabilities and Contingent Assets" are disclosed in the notes to the financial statements note - 28.

3.10 Statement of Cash flows

Statement of Cash Flows is prepared principally in accordance with BAS 7 "Statement of Cash Flows" and the cash flow from the operating activities have been presented under direct method as prescribed by Securities and Exchange Rules, 1987.

3.11 Events after the Reporting Period

Events after the Reporting Period that provide additional information about the Company's position at the end of the reporting period 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 Note 29 when they are material.

3.12 Borrowing Cost

The company capitalizes borrowing cost for new project such as interest on term loan and other related fees/charges for the period till to commencement of commercial operation and charges the cost to revenue account as financial expenses after commencement of commercial operation.

3.13 Advertisement and Promotional Expenses

All cost associated with advertising and promotional activities are charged out in the year incurred.

3.14 Trade Receivable

i) Recognition and Measurement

Trade receivable consists of due proceeds against sales through L/C with a tenure of 60 days to 120 days and realizable at the maturity date.

ii) Bad and Doubtful Debts

The Company does not make any provision for bad and doubtful debts because its sales / export are based on 100% confirm letter of credit with fixed maturity date.

3.15 Creditors and Accruals

Liabilities are recognized for amounts to be paid in the future for goods and services received, whether or not billed by the supplier.

3.16 Cash and Cash Equivalents

According to BAS 7 "Statement of Cash Flows" cash comprises cash in hand and bank deposit and cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value BAS 1 "Presentation of Financial Statements" provides that cash and cash equivalent are not restricted in use. Considering the provision of BAS 7 and BAS 1, cash in hand and bank balances have been considered as cash and cash equivalents.

3.17 Components of the Financial Statements

According to the Bangladesh Accounting Standards BAS 1 'Presentation of Financial Statements' the complete set of Financial Statements includes the following components:

- i) Statement of Financial Position as at 31 December 2014.
- ii) Statement of Comprehensive Income for the year ended 31 December 2014.
- iii) Statement of Cash Flows for the year ended 31 December 2014.
- iv) Statement of Changes in Equity for the year ended 31 December 2014.
- v) Accounting Policies and Explanatory Notes.

3.18 Earnings Per Share

Earnings Per Share (EPS) is calculated in accordance with the Bangladesh Accounting Standards BAS 33 "Earnings Per Share".

i) Basic Earnings Per Share

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

ii) Diluted Earnings Per Share

As per BAS 33, there is no prospective dilutive securities. So, there was no scope for dilution during the year under audit. However, Diluted EPS has been presented & calculated as per Rule - 8 Clause - B, sub clause 20 (e) of SEC (Public Issue Rules - 2006)

3.19 Related Party Transactions

The objective of BAS 24 'Related Party Disclosures' is to ensure that an entity's financial statements contain the disclosures necessary to draw attention to the possibility that its financial position and profit or loss may have been affected by the existence of related parties and by transactions and outstanding balances with such parties.

Parties are considered to be related if one party has the ability to control the other party or to exercise significant influence or joint control over the other party in making financial and operating decisions.

A party is related to an entity if: [BAS 24] directly, or indirectly through one or more intermediaries, controls, is controlled by, or is under common control with, the entity has an interest in the entity that gives it significant influence over the entity, has joint control over the entity, the party is a member of the key management personnel of the entity or its parent, the party is a close member of the family of any individual, the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual and the party is a post-employment benefit plan for the benefit of employees of the entity

The Company transacts with related parties and recognize as per BAS 24 'Related Party Disclosures'. Related party transactions have been disclosed under Note - 30.

3.20 Financial Expenses

Financial expenses comprise the interest on external borrowings and bank charges and are recognized as they accrue.

3.21 Employee Benefits

i) Worker's Profit Participation Fund

The company had created a provision for workers as "Worker's Profit Participation & Welfare Fund" by 5% of the net profit in accordance with the requirement of Chapter 15 Section 234 (Kha) of Labour Act 2006.

31-Dec-2014 Taka	31-Dec-2013 Taka
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4 PROPERTY, PLANT AND EQUIPMENT

Detail of Property, Plant & Equipment and Depreciation as on 31 December 2014 are shown in the notes 4.1, 4.2 & 4.3

A. Cost

Opening Balance as on 01 January 2014	2,409,433,518	2,223,649,777
Add: Addition during the year	142,050,433	185,783,741
	2,551,483,951	2,409,433,518
Total Cost as on 31 December 2014	2,551,483,951	2,409,433,518

B. Accumulated Depreciation

Opening Balance as on 01 January 2014	637,954,498	584,718,366
Add : Depreciation for the year	72,344,185	53,236,132
	710,298,683	637,954,498
Total Depreciation as on 31 December 2014	710,298,683	637,954,498

Written Down Value (WDV), (A-B) as on 31 December 2014	1,841,185,268	1,771,479,020
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4.1 Property, Plant and Equipment - at Cost Less Accumulated Depreciation - note 4

(a)

Cost:

Particulars	Cost (Amount in Taka)			Depreciation Rate (%)	Depreciation (Amount in Taka)			Written Down Value as on 31.12.2014 (Taka)
	Opening Balance as on 01.01.2014	Addition During the year	Deletion During the year		Opening Balance as on 01.01.2014	Charged During the year	Closing Balance as on 31.12.2014	
Land and Land Development:								
Free Hold Land	115,459,018	32,114,409	-	-	-	-	-	147,573,427
Building:								
Building & Other Construction	253,863,401	38,642,468	-	5%	69,292,747	11,160,656	80,453,403	212,052,466
Plant & Machinery:								
Plant & Machinery	816,163,578	33,774,998	-	10%	475,605,207	37,433,337	513,038,544	336,900,032
Effluent Treatment Plant	53,686,471	-	-	10%	17,032,343	3,665,413	20,697,756	32,988,715
	869,850,049	33,774,998	-		492,637,550	41,098,750	533,736,300	369,888,747
Equipment & Appliance:								
Office Equipment	11,106,645	504,907	-	10%	3,203,322	840,823	4,044,145	7,567,407
Electrical Installation	27,731,717	33,179,363	-	10%	14,026,564	4,688,452	18,715,016	42,196,064
Tools & Equipment	26,651,497	-	-	15%	20,382,489	940,351	21,322,840	5,328,657
Water Pump & Tube Well	8,775,393	-	-	10%	2,095,498	667,990	2,763,488	6,011,906
Gas Line Installation	13,026,566	753,788	-	10%	3,617,680	1,016,267	4,633,947	9,146,407
	87,291,818	34,438,058	-		43,325,553	8,153,883	51,479,436	70,250,440
Motor Vehicles:								
Motor Vehicles	54,922,424	3,036,900	-	15%	14,876,612	6,462,407	21,339,019	36,620,305
Furniture & Fixture:								
Furniture & Fixture	11,163,099	43,600	-	10%	5,312,447	589,425	5,901,872	5,304,827
Other Assets	5,829,811	-	-	10%	2,653,797	317,601	2,971,398	2,858,413
As on 31.12.2014	1,398,379,620	142,050,433	-		628,098,706	67,782,722	695,881,428	844,548,625
As on 31.12.2013	1,212,595,879	185,783,741	-		579,664,114	48,434,592	628,098,706	770,280,914

(b) Revaluation:

Particulars	Revaluation (Amount in Taka)			Depreciation Rate (%)	Depreciation (Amount in Taka)			Written Down Value as on 31.12.2014 (Taka)
	Opening Balance as on 01.01.2014	Revaluation During the year	Adjusted During the year		Opening Balance as on 01.01.2014	Charged During the year	Closing Balance as on 31.12.2014	
Land and Land Development:								
Free Hold Land	909,968,841	-	-	-	-	-	-	909,968,841
Building:								
Building & Other Construction	101,085,058	-	-	5%	9,855,793	4,561,463	14,417,256	86,667,802
As on 31.12.2014	1,011,053,899	-	-		9,855,793	4,561,463	14,417,256	996,636,643
As on 31.12.2013	1,011,053,899	-	-		5,054,253	4,801,540	9,855,793	1,001,198,106

(c) Cost with Revaluation: (a+b)

Particulars	Cost with Revaluation (Amount in Taka)					Depreciation Rate (%)	Depreciation (Amount in Taka)				Written Down Value as on 31.12.2014 (Taka)
	Opening Balance as on 01.01.2014	Revaluation During the year	Addition During the year	Deletion During the year	Revaluation Adjusted During the year		Closing Balance as on 31.12.2014	Charged During the year	Adjusted During the year	Closing Balance as on 31.12.2014	
Land and Land Development:											
Free Hold Land	1,025,427,859	-	32,114,409	-	-	-	1,057,542,268	-	-	-	1,057,542,268
Building:											
Building & Other Construction	354,948,459	-	38,642,468	-	-	5%	393,590,927	15,722,119	-	94,870,659	298,720,268
Plant & Machinery:											
Plant & Machinery	816,163,578	-	33,774,998	-	-	10%	849,938,576	37,433,337	-	513,038,544	336,900,032
Effluent Treatment Plant	53,686,471	-	-	-	-	10%	53,686,471	3,665,413	-	20,697,756	32,988,715
	869,850,049	-	33,774,998	-	-		903,625,047	41,098,750	-	533,736,300	369,888,747
Equipment & Appliance:											
Office Equipment	11,106,645	-	504,907	-	-	10%	11,611,552	840,823	-	4,044,145	7,567,407
Electrical Installation	27,731,717	-	33,179,363	-	-	10%	60,911,080	4,688,452	-	18,715,016	42,196,064
Tools & Equipment	26,651,497	-	-	-	-	15%	26,651,497	940,351	-	21,322,840	5,328,657
Water Pump & Tube Well	8,775,393	-	-	-	-	10%	8,775,393	667,990	-	2,763,488	6,011,906
Gas Line Installation	13,026,566	-	753,788	-	-	10%	13,780,354	1,016,267	-	4,633,947	9,146,407
	87,291,818	-	34,438,058	-	-		121,729,876	8,153,883	-	51,479,436	70,250,440
Motor Vehicles:											
Motor Vehicles	54,922,424	-	3,036,900	-	-	15%	57,959,324	6,462,407	-	21,339,019	36,620,305
Furniture & Fixture:											
Furniture & Fixture	11,163,099	-	43,600	-	-	10%	11,206,699	589,425	-	5,901,872	5,304,827
Other Assets	5,829,811	-	-	-	-	10%	5,829,811	317,601	-	2,971,398	2,858,413
As on 31.12.2014	2,409,433,518	-	142,050,433	-	-		2,551,483,952	72,344,185	-	710,298,684	1,841,185,268
As on 31.12.2013	2,223,649,777	-	185,783,741	-	-		2,409,433,519	53,236,132	-	637,954,499	1,771,479,020

31-Dec-2014	31-Dec-2013	Basis
Taka	Taka	
65,109,767	47,912,519	90%
3,617,209	2,661,807	5%
3,617,209	2,661,807	5%
72,344,185	53,236,133	100%

4.2 Depreciation Allocated to:

Factory Overhead - note 21.2
Administrative Expenses - note 22
Selling and Distribution Expenses - note 23

4.3 Revaluation Surplus

- (i) Effective Date: 15 June 2012
(ii) Independent Valuer: Sybil Shamsul Alam & Co. Chartered Accountants.
(iii) Valuation Method: Revaluation of Company's assets were carried out following Estimated Net Realizable Value Method & Depreciated Replacement Cost Method of Valuation based on the nature of the Asset

5 INVESTMENT

Fixed Deposit Receipt - note 5.1

Available-for-sale Financial Assets - note 5.2

5.1 Fixed Deposit Receipt - note 5

National Bank Limited, Jubilee Road Branch - note 5.1.1

Mercantile Bank Limited, Agrabad Branch - note 5.1.2

5.1.1 National Bank Limited - note 5.1

	31-Dec-2014 Taka	31-Dec-2013 Taka
	43,092,531	36,624,645
	16,362,755	18,664,724
	59,455,286	55,289,369
	38,462,090	32,211,811
	4,630,441	4,412,834
	43,092,531	36,624,645
NBL FDR 0016-55031974	1,958,942	1,761,644
NBL FDR 0016-55032056	960,334	863,501
NBL FDR 0016-55032072	563,179	506,508
NBL FDR 0016-55032238	473,564	425,955
NBL FDR 0016-55032345	2,711,212	2,437,843
NBL FDR 0016-55032584	671,124	603,537
NBL FDR 0016-55032741	254,658	229,651
NBL FDR 0016-55032997	946,305	854,347
NBL FDR 0016-55033599	714,703	642,709
NBL FDR 0016-55033731	739,511	665,008
NBL FDR 0016-55034309	583,380	524,666
NBL FDR 0016-55034713	1,108,631	999,408
NBL FDR 0016-55035439	1,033,683	930,017
NBL FDR 0016-55036305	1,010,055	908,778
NBL FDR 0016-55037088	1,291,250	1,161,472
NBL FDR 0016-55037492	889,271	799,624
NBL FDR 0016-55037749	1,266,130	1,143,521
NBL FDR 0016-55038268	1,313,793	1,181,735
NBL FDR 0016-55038615	1,471,400	1,323,404
NBL FDR 0016-55038986	1,762,179	1,587,992
NBL FDR 0016-55039349	1,462,459	1,323,404
NBL FDR 0016-55039811	1,348,284	1,212,739
NBL FDR 0016-55041172	1,365,006	1,230,260
NBL FDR 0016-55041412	681,368	615,235
NBL FDR 0016-55041701	1,088,234	985,030
NBL FDR 0016-55042187	1,521,539	1,368,473
NBL FDR 0016-55042195	622,745	560,050
NBL FDR 0016-55042939	617,739	555,550
NBL FDR 0016-55044051	1,230,262	1,111,150
NBL FDR 0016-55044638	778,050	699,650
NBL FDR 0016-55046064	1,111,150	999,650
NBL FDR 0016-55046725	1,108,900	999,650
NBL FDR 0016-55047252	1,104,400	999,650
NBL FDR 0016-55049471	999,650	
NBL FDR 0016-55048556	1,699,000	
	38,462,090	32,211,811

5.1.2 Mercantile Bank Limited - note 5.1

MBL FDR 0149988	-	2,311,834
MBL FDR 0190835	492,837	443,000
MBL FDR 0191643	772,449	700,000
MBL FDR 41300238974	1,057,155	958,000
MBL FDR 41300239162	634,000	-
MBL FDR 41300239323	186,000	-
MBL FDR 0243332	99,000	-
MBL FDR 0243413	261,000	-
MBL FDR 0243232	930,000	-
MBL FDR 41300239559	198,000	-
	4,630,441	4,412,834

5.1.3 The maturity period of all FDRs is maximum one (1) year with term of auto renewal after maturity.

5.2 Available-for-sale Financial Assets - note 5
IFIC Bank Limited

31-Dec-2014 Taka	31-Dec-2013 Taka
16,362,755	18,664,724
16,362,755	18,664,724

The Details are stated below:

Particulars	No. of Shares	Face Value Per Share	Average Cost	Cost Holding	Quoted Rate Per Share as on 31.12.14	Total Market Value of Share as on 31.12.14	Unrealized Gain/(Loss)
For the year 2014							
IFIC Bank Limited	622,158	10	43.36	26,974,977	26.3	16,362,755	(10,612,221)
For the year 2013							
IFIC Bank Limited	541,007	10	49.86	26,974,977	34.5	18,664,724	(8,310,253)

The above Investment in marketable securities that are designated as available for sale by the management. These are measured at fair value and presented as current asset and unrealized gain/(loss) from the above investment are recognized as other comprehensive income.

Gain/(Loss) on Marketable Securities (Unrealized):

Unrealized Gain/(Loss) Position (Closing)	(10,612,221)	(8,310,253)
Unrealized Gain/(Loss) Position (Opening)	(8,310,253)	(9,121,730)
Gain/(Loss) on Marketable Securities During the year	(2,301,968)	811,477

6 INVENTORIES

Raw Materials - note 21.1 & 32.1(a)	84,748,181	95,242,585
Work- in - Process - note 21 & 32.1(b)	227,997,831	252,914,968
Finished Goods - note 21 & 32.1(c)	43,518,778	89,638,552
Spare Parts & Accessories - note 32.1(d)	33,771,771	56,562,660
	390,036,561	494,358,765

6.1 All carrying amount of inventories are pledged as security for different short term loan facilities with Sonali Bank Limited and National Bank Limited.

Note: Quantity wise schedule of Inventories as required under Schedule XI, Part II of The Companies Act, 1994 is shown in note 32.1

7 Accounts Receivable

Trade Receivable - note 7.1	666,478,246	694,508,498
	666,478,246	694,508,498
7.1 Trade Receivable - note 7		
For sale of RMG - note 7.1.1	381,473,413	320,304,213
For sale of Hometex - note 7.1.2	106,439,798	228,659,481
Cash Incentive - note 7.1.3	174,525,922	152,711,565
Add: Foreign Currency fluctuation gain/(Loss) due to translation of Trade Receivables during the year with reference to BAS 21.	4,039,113	(7,166,761)
	666,478,246	694,508,498
7.1.1 For sale of RMG - note 7.1		
Opening Balance	320,304,213	221,949,311
Add: Sales during the year - note 20	600,331,700	528,209,530
	920,635,913	750,158,841
Less: Realized during the year	539,162,500	429,854,628
	381,473,413	320,304,213
7.1.2 For sale of Hometex - note 7.1		
Opening Balance	228,659,481	148,824,433
Add: Sales during the year - note 20	770,741,800	1,075,140,253
	999,401,281	1,223,964,686
Less: Realized during the year	892,961,483	995,305,205
	106,439,798	228,659,481
7.1.3 Cash Incentive - note 7.1		
Opening Balance	152,711,565	114,357,071
Add: Provision made during the year - note 20	54,842,940	64,133,991
	207,554,505	178,491,062
Less: Realized during the year	33,028,583	25,779,497
	174,525,922	152,711,565

7.2 Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994

Debts exceeding 6 Months
Other debts less provision

Debts considered Good & secured
Debts considered Good without security
Debts considered doubtful or Bad
Debts due by Directors or other Officers
Debts due from companies under same management
Maximum debt due by Directors or Officers at any time of the year

There is no related party transaction including in A/C Receivable except the following:-

- i) Anowara Fashions Limited
- ii) Legacy Fashion Limited
- iii) Siam's Superiors Limited
- iv) Valiant Fashion Wear Limited

31-Dec-2014 Taka	31-Dec-2013 Taka
-	-
-	-
351,219,684	471,977,572
174,525,922	145,662,152
-	-
-	-
136,693,527	84,035,535
-	-
662,439,133	701,675,259
41,068,638	23,817,456
26,553,228	41,410,046
38,771,545	14,487,925
30,300,116	4,320,108
136,693,527	84,035,535
2,714,770	2,367,233
2,714,770	2,367,233

8 Interest Receivables

Interest Receivable on FDR

Bank wise Interest

Bank Name	FDR No.	Rate	Maturity Date	31-Dec-2014 Taka	31-Dec-2013 Taka
National Bank Limited	NBL FDR 0016-55031974	12.50%	26-Mar-15	190,452	171,368
National Bank Limited	NBL FDR 0016-55032056	12.50%	9-Apr-15	88,698	79,786
National Bank Limited	NBL FDR 0016-55032072	12.50%	14-Apr-15	51,038	45,934
National Bank Limited	NBL FDR 0016-55032238	12.50%	9-May-15	38,806	34,933
National Bank Limited	NBL FDR 0016-55032345	12.50%	16-Jun-15	186,396	167,670
National Bank Limited	NBL FDR 0016-55032584	12.50%	17-Jul-15	38,916	35,017
National Bank Limited	NBL FDR 0016-55032741	12.25%	5-Aug-15	12,825	11,583
National Bank Limited	NBL FDR 0016-55032997	12.00%	30-Oct-15	19,557	17,664
National Bank Limited	NBL FDR 0016-55033599	12.50%	13-Feb-15	79,660	71,674
National Bank Limited	NBL FDR 0016-55033731	12.50%	27-Feb-15	78,830	70,925
National Bank Limited	NBL FDR 0016-55034309	12.50%	26-May-15	44,361	39,923
National Bank Limited	NBL FDR 0016-55034713	12.25%	6-Aug-15	55,455	50,009
National Bank Limited	NBL FDR 0016-55035439	12.50%	18-Jul-15	59,580	53,625
National Bank Limited	NBL FDR 0016-55036305	12.50%	2-Feb-15	116,437	104,802
National Bank Limited	NBL FDR 0016-55037088	12.50%	4-May-15	108,053	97,276
National Bank Limited	NBL FDR 0016-55037492	12.50%	21-Jul-15	50,330	45,276
National Bank Limited	NBL FDR 0016-55037749	12.00%	3-Oct-15	37,562	33,954
National Bank Limited	NBL FDR 0016-55038268	12.50%	19-Feb-15	143,696	129,362
National Bank Limited	NBL FDR 0016-55038615	12.50%	2-Jun-15	108,311	97,491
National Bank Limited	NBL FDR 0016-55038986	12.25%	23-Aug-15	77,952	70,291
National Bank Limited	NBL FDR 0016-55039349	11.75%	13-Nov-15	22,912	20,749
National Bank Limited	NBL FDR 0016-55039811	12.50%	2-Feb-15	155,427	139,917
National Bank Limited	NBL FDR 0016-55041172	12.25%	9-Aug-15	66,885	60,332
National Bank Limited	NBL FDR 0016-55041412	12.00%	25-Sep-15	22,031	19,904
National Bank Limited	NBL FDR 0016-55041701	11.75%	26-Nov-15	12,432	11,257
National Bank Limited	NBL FDR 0016-55042187	12.50%	23-Jan-15	180,683	162,625
National Bank Limited	NBL FDR 0016-55042195	12.50%	23-Jan-15	73,951	66,548
National Bank Limited	NBL FDR 0016-55042939	12.50%	18-Apr-15	55,125	49,606
National Bank Limited	NBL FDR 0016-55044051	12.00%	2-Oct-15	36,908	33,365
National Bank Limited	NBL FDR 0016-55044638	11.75%	5-Jan-15	91,421	82,250
National Bank Limited	NBL FDR 0016-55049471	9.25%	9-Jun-15	20,548	71,181
National Bank Limited	NBL FDR 0016-55048556	10.00%	21-Aug-15	91,085	44,917
National Bank Limited	NBL FDR 0016-55046064	12.50%	10-Dec-15	79,092	6,854
National Bank Limited	NBL FDR 0016-55046725	12.25%	12-Dec-15	49,808	2,812
National Bank Limited	NBL FDR 0016-55047252	11.75%	29-May-15	7,570	132,198
Merchantile Bank Limited	MBL FDR 0190835	10.25%	30-May-15	30,169	32,394
Merchantile Bank Limited	MBL FDR 0191643	8.00%	15-Sep-15	18,539	1,761
Merchantile Bank Limited	MBL FDR 41300238974	8.75%	22-Dec-15	4,882	-
Merchantile Bank Limited	MBL FDR 41300239162	11.00%	9-Mar-15	57,729	-
Merchantile Bank Limited	MBL FDR 41300239323	10.50%	17-Apr-15	14,051	-
Merchantile Bank Limited	MBL FDR 0243332	8.00%	6-Feb-15	1,232	-
Merchantile Bank Limited	MBL FDR 0243413	8.75%	29-Mar-15	127	-
Merchantile Bank Limited	MBL FDR 0243232	8.00%	2-Sep-15	25,007	-
Merchantile Bank Limited	MBL FDR 41300239559	9.50%	19-Jun-15	10,241	-
				2,714,770	2,367,233

- 8.1 The interest was accrued for the FDR of Tk 4,30,92,531 maintained with The National Bank Limited, Jubilee Road Branch & Merchantile Bank Limited, Agrabad Branch, Chittagong in different date. [Note- 5.1]

8.2 Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994

Debts exceeding 6 Months
Other debts less provision

Debts considered Good & secured
Debts considered Good without security
Debts considered doubtful or Bad
Debts due by Directors or other Officers
Debts due from companies under same management
Maximum debt due by Directors or Officers at any time of the year

31-Dec-2014 Taka	31-Dec-2013 Taka
2,714,770	2,367,233
-	-
2,714,770	2,367,233
-	-
-	-
-	-
-	-
-	-
2,714,770	2,367,233

9 ADVANCES, DEPOSITS AND PREPAYMENTS

Advances - note 9.1
Deposits - note 9.2
Prepayments - note 9.3

93,600,956	111,136,539
104,965,288	150,927,596
1,121,238	1,370,439
199,687,482	263,434,574

9.1 Advances - note 9

L/C Margin
For Supply of Yarn - note 9.1.1
For Supply of Chemicals & Accessories - note 9.1.2
For Supply of Stores & Spare - note 9.1.3
For Capital Expenditure - note 9.1.4
For Revenue Expenditure - note 9.1.5
Advance to Employees
Advance Income Tax (Deducted at source)
Other Advances - note 9.1.6

488,293	2,178,315
3,881,159	7,009,346
19,039,401	17,220,995
2,555,606	5,705,730
4,730,037	4,249,837
50,140,530	58,990,043
705,354	558,617
8,913,197	12,602,008
3,147,379	2,621,648
93,600,956	111,136,539

9.1.1 For Supply of Yarn - note 9.1

Akij Textile Mills Limited
Panna Textile Industries Ltd
Salek Textile
Thermax Textile Mills Limited

-	3,180,000
3,881,159	
-	1,892,042
-	1,937,304
3,881,159	7,009,346

9.1.2 For Supply of Chemicals & Accessories - note 9.1

Matex International Limited
Packman Bangladesh Limited
Zehad Garments
Agrana Stareke Gesellschaft MBH
Anil Limitrd
Samuda Chemical Complex Ltd
Shyam Sundar Export House
Archroma Singapore PTE Ltd
BASF South East Asia Limited
Safira Endustriyal Kimyasallar San
PT Tritunggal Multi Chemicals
Korino Kimya Tekst
Zhejiang Ruihua Chemical Co. Ltd
Prakash Chemical Int. Limited
Textilechemie DR. Pretty GMBH

4,383,308	4,033,780
2,885	-
-	323,735
937,860	-
-	2,203,200
346,605	-
1,840,800	
1,074,060	
1,601,827	3,821,400
-	1,504,320
1,946,646	
2,275,416	
1,813,500	
1,893,598	4,388,000
922,896	946,560
19,039,401	17,220,995

	31-Dec-2014 Taka	31-Dec-2013 Taka
9.1.3 For Supply of Stores & Spares - note 9.1		
Elisabeth Kauffmann	360,246	182,100
Tempo	-	79,316
Theoly E.U.R.I	-	155,785
Vision Tex Co.	-	21,700
Interlink Textile	119,000	-
Kuster Textile GMBH	-	307,363
SPG Prints BV	2,076,360	2,280,000
Storks Prints BV	-	2,679,466
	2,555,606	5,705,730
9.1.4 For Capital Expenditure - note 9.1		
Mr. Md. Hossain Weaver Shed	150,000	150,000
M/s Al-Amin Trading (Green Belt & Embankment)	2,580,037	2,080,037
Transworld Bicycle Co. Ltd.	2,000,000	2,000,000
Touhid Furniture	-	19,800
	4,730,037	4,249,837
9.1.5 For Revenue Expenditure - note 9.1		
Pioneer Insurance Co. Limited	849,176	849,176
Ideal Printing House	188,390	215,319
Advance against servicing charges Dyeing & Printing (RFL)	45,865,232	56,043,351
Advance against servicing charges Weaving (RWL)	3,230,532	1,874,997
Abdu Rahim & Brothers	7,200	7,200
	50,140,530	58,990,043
9.1.6 Other Advances - note 9.1		
Lanka Bangla Investment Limited (Issue Manager)	912,000	300,000
Habib Sons	1,000,000	1,000,000
Advance Design Concept	-	100,000
Employees Welfare Fund	214,999	226,440
Custom Duty	777,244	752,072
Joakim	129,636	129,636
SGS Bangladesh Limited	113,500	113,500
	3,147,379	2,621,648
9.2 Deposits - note 9		
Commissioner of Customs	1,112,551	766,000
PICOL to BG Margin	10,000	10,000
Bangladesh Telecommunications Company Ltd. (BTCL)	38,150	38,150
Kamaphuly Gas Distribution Company Ltd. (KGDCL)	6,255,708	6,255,708
Global Internet	185	185
Bangladesh Power Development Board (BPDB)	155,200	155,200
Foreign Bill Awaiting Remittance note- 9.2.1	97,393,494	143,702,353
	104,965,288	150,927,596
9.2.1 Foreign Bill Awaiting Remittance note- 9.2		
Merchantile Bank Limited	11,821,864	50,499,795
National Bank Limited	3,381,994	27,261,457
Sonali Bank Limited	82,189,636	65,941,101
	97,393,494	143,702,353

9.3 Prepayments - note 9

Pioneer Insurance Company Limited

31-Dec-2014 Taka	31-Dec-2013 Taka
1,121,238	1,370,439
1,121,238	1,370,439

Disclosure as per Schedule-XI, Part-I, of The Companies Act, 1994

Advances exceeding 6 Months

Other advances less provision

Advances and deposits considered Good & secured

Advances and deposits considered Good without security

Advances and deposits considered doubtful or Bad

Advances and deposits due by Directors or other Officers

Advances and deposits due from companies under same management.

Maximum advances and deposits due by Directors or Officers at any time of the year.

10,708,755	4,208,157
-	-
97,393,494	108,617,541
91,585,233	150,601,491
-	7,385
-	-
-	-
-	-
199,687,482	263,434,574

There is no related party transaction including in Advance, Deposits & Pre-Payments excepts the following:

i) Habib Sons

ii) Regent Fabrics Limited (Servicing Charge- Dyeing & Printing)

iii) Regent Weaving Limited (Service Charge - Weaving)

1,000,000	1,000,000
45,865,232	56,043,351
3,230,532	1,874,997
50,095,764	58,918,348

Advance, Deposits & Pre-Payments which are considered doubtful or debt will be written off after 3 years maturity.

10 DUE FROM AFFILIATED COMPANIES

Habib Shares & Securities Limited - note 10.1

Regent Fabrics Limited - note 10.2

Regent Weaving Limited -note 10.3

-	-
27,740,125	53,500,000
-	31,500,000
27,740,125	85,000,000

10.1 Habib Shares & Securities Limited - note 10

Opening Balance

Fund extended during the year

Repaid/ Adjusted during the year

-	945,692
-	(945,692)
-	-
-	-

10.2 Regent Fabrics Limited - note 10

Opening Balance

Fund extended during the year

Repaid/ Adjusted during the year

53,500,000	-
55,318,223	53,500,000
108,818,223	53,500,000
(81,078,098)	-
27,740,125	53,500,000

10.3 Regent Weaving Limited - note 10

Opening Balance

Fund extended during the year

Repaid/ Adjusted during the year

31,500,000	-
-	31,500,000
31,500,000	31,500,000
(31,500,000)	-
-	31,500,000

11 CASH AND CASH EQUIVALENTS

Cash in Hand - note 11.1

Cash at Bank - note 11.2

95,833	82,173
4,867,267	8,897,751
4,963,100	8,979,924

11.1 Cash in Hand - note 11

Head Office

Dhaka Office

Factory Office

54,693	38,307
20,755	4,946
20,385	38,920
95,833	82,173

11.2 Cash at Bank: Balances with Schedule Banks - note 11

National Bank Limited, Jubilee Road Br. CD - 3333

National Bank Limited F.C. Account (USD)

National Bank Limited F.C. Account (EURO)

National Bank Limited, Jubilee Road Br. FDR

Mercantile Bank Limited, Jubilee Road Br. FDR

AB Bank Limited, Agrabad Br. Ctg

Sonali Bank, Agrabad Br, F.C Account- 207031100

National Credit & Commerce Bank Limited, Majhirhat Br. CD - 01012165

Al Arafah Islami Bank Ltd, Agrabad Br. CD - 0051020018121

Prime Bank Limited, Agrabad Br. CD - 11013126

Social Islami Bank Limited, Jubilee Road Br. CD - 0231330010611

Dutch Bangla Bank Limited, Agrabad Br. CD - 102-110-19532

Islami Bank Bangladesh Limited, Agrabad Br. CD - 4711

Mercantile Bank Limited, Agrabad Br. CD - 010411100011529

Standard Chartered Bank Ltd., Chittagong Main Br. CD - 01-2854139-01

59,999	87,353
2,932,336	2,051,186
47,484	239,764
474,272	238,272
61,000	198,000
-	10,027
667,415	941,231
15,599	47,028
2,581	3,731
1,126	2,276
8,890	8,890
49,832	1,899
3,350	3,638
471,127	4,987,859
72,256	76,597
4,867,267	8,897,751

31-Dec-2014 Taka	31-Dec-2013 Taka
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12 SHARE CAPITAL

12.1 Authorized Capital

150,000,000 Ordinary Shares of Tk 10 each

1,500,000,000	1,500,000,000
1,500,000,000	1,500,000,000

12.2 Issued, subscribed and paid-up Capital

60,000,000 Ordinary Shares of Tk 10 each

600,000,000	600,000,000
600,000,000	600,000,000

12.3 A. Position of Shares holding as at 31 December 2014

Name of the Shareholders	Nature of Shareholding	Nationality	Percentage (%)	Taka	Taka
Mr. Md. Yakub Ali	Individual	Bangladeshi	22.11	132,631,560	132,631,560
Mr. Md. Yasin Ali	Individual	Bangladeshi	22.22	133,333,800	133,333,800
Mrs. Anjumanara Begum	Individual	Bangladeshi	5.93	35,568,480	35,568,480
Mrs. Amina Mahabub	Individual	Bangladeshi	13.89	83,332,560	83,332,560
Mrs. Salma Yasin	Individual	Bangladeshi	5.81	34,866,360	34,866,360
Mr. Mashruf Habib	Individual	Bangladeshi	5.30	31,800,000	31,800,000
Mr. Tanvir Habib	Individual	Bangladeshi	9.72	58,333,560	58,333,560
Mrs. Tanimah Mahabub	Individual	Bangladeshi	4.86	29,166,840	29,166,840
Ms. Sarfinaz Mahabub	Individual	Bangladeshi	4.86	29,166,840	29,166,840
Mr. Salman Habib	Individual	Bangladeshi	5.30	31,800,000	31,800,000
Total			100	600,000,000	600,000,000

B. The details of the above share holdings are as follows:

Name of the shareholders	Nature of Shareholding	No. of Shares held		Amount in Taka	
		31-Dec-2014	31-Dec-2013	31-Dec-2014	31-Dec-2013
Mr. Md. Yakub Ali	Individual	13,263,156	13,263,156	132,631,560	132,631,560
Mr. Md. Yasin Ali	Individual	13,333,380	13,333,380	133,333,800	133,333,800
Mrs. Anjumanara Begum	Individual	3,556,848	3,556,848	35,568,480	35,568,480
Mrs. Amina Mahabub	Individual	8,333,256	8,333,256	83,332,560	83,332,560
Mrs. Salma Yasin	Individual	3,486,636	3,486,636	34,866,360	34,866,360
Mr. Mashruf Habib	Individual	3,180,000	3,180,000	31,800,000	31,800,000
Mr. Tanvir Habib	Individual	5,833,356	5,833,356	58,333,560	58,333,560
Mrs. Tanimah Mahabub	Individual	2,916,684	2,916,684	29,166,840	29,166,840
Ms. Sarfinaz Mahabub	Individual	2,916,684	2,916,684	29,166,840	29,166,840
Mr. Salman Habib	Individual	3,180,000	3,180,000	31,800,000	31,800,000
Total		60,000,000	60,000,000	600,000,000	600,000,000

C. Distribution schedule of the shares as at 31 December 2014 is given below as required by listing regulations:

Slabs by number of shares	Number of Shareholders	No of Shares	Holding (%)
Less than 500	-	-	-
From 500 to 5,000	-	-	-
From 5,001 to 10,000	-	-	-
From 10,001 to 20,000	-	-	-
From 20,001 to 30,000	-	-	-
From 30,001 to 40,000	-	-	-
From 40,001 to 50,000	-	-	-
From 50,001 to 100,000	-	-	-
From 100,001 to 1,000,000	-	-	-
Above 1,000,000	10	60,000,000	100%
Total	10	60,000,000	100%

13 REVALUATION SURPLUS

Balance as on 01 January 2014	1,001,198,106	1,005,999,646
Less: Realized during the year- Note: 4.1(b)	(4,561,463)	(4,801,540)
Balance as on 31 December 2014	996,636,643	1,001,198,106

Revaluation

Revaluation of Company's assets were carried out by Syful Shamsul Alam & Co. Chartered Accountants following Estimated Net Realizable Value Method & Depreciated Replacement Cost Method of Valuation based on the nature of the Asset as on 31 December 2010. Revaluation Surplus has been credited to Revaluation Reserve Account.

14 RETAINED EARNINGS

	31-Dec-2014 Taka	31-Dec-2013 Taka
Opening balance	269,155,962	188,636,772
Add: Net Profit after Tax for the year	148,885,948	174,906,173
Add: Revaluation surplus realized	4,561,463	4,801,540
Add: Unrealized Gain/(Loss) on Sale of Financial Assets	(2,301,968)	811,477
	<u>420,301,405</u>	<u>369,155,962</u>
Less: Bonus Share Issued during the year	-	100,000,000
	<u>420,301,405</u>	<u>269,155,962</u>

15 LONG TERM LOAN

Sonali Bank Limited, Agrabad Branch - note 15.2	118,803,288	172,947,854
Industrial Promotion & Development Company (IPDC) of BD Limited - note 15.3	<u>32,300,859</u>	<u>51,173,463</u>
	<u>151,104,147</u>	<u>224,121,317</u>

15.1 Due within one year - note 15.2.1, 15.2.2, 15.2.3 & 15.3.1	88,261,668	84,845,289
Due after more than one year - note 15.2.1, 15.2.2, 15.2.3 & 15.3.1	<u>62,842,479</u>	<u>139,276,028</u>
	<u>151,104,147</u>	<u>224,121,317</u>

Break up of Term Loan:

15.2 Sonali Bank Limited - note 15

Project Loan Account No - 801137000062 - note 15.2.1	85,996,871	114,151,437
Loan Account (Block) No - 801137000343 - note 15.2.3	<u>32,806,417</u>	<u>58,796,417</u>
	<u>118,803,288</u>	<u>172,947,854</u>

15.2.1 Loan Account No. 801137000062 - note 15.2

Opening Balance	114,151,437	136,346,920
Add: Interest charged during the year	<u>13,349,888</u>	<u>17,665,316</u>
	<u>127,501,325</u>	<u>154,012,236</u>
Less: Payment during the year	<u>41,504,454</u>	<u>39,860,799</u>
	<u>85,996,871</u>	<u>114,151,437</u>
Less: Current portion of term loan	<u>39,860,000</u>	<u>39,860,000</u>
	<u>46,136,871</u>	<u>74,291,437</u>

Limit amount	:	Tk 297,435,000
Purpose	:	Project Loan
Sanction date	:	16-Apr-1998
Interest rate	:	10%
Security	:	Mortgage of 4.88 acres of Land, Building, Plant & Machinery, Inventory & Personal Guarantee
	:	from all directors.
Installment size	:	Tk 9,965,000 per quarter
Tenure	:	12 years

15.2.2 Loan Account No. 801137000277 - note 15.2

	31-Dec-2014 Taka	31-Dec-2013 Taka
Opening Balance	-	8,069,965
Add: Interest charged during the year		412,108
	-	8,482,073
Less: Payment during the year		8,482,073
	-	-
Less: Current portion of term loan		-
	-	-

Limit amount	:	Tk 93,900,000
Purpose	:	To meet up the liabilities of Leasing Company and acquisition of new plant & machineries.
Sanction date	:	30-Sep-2003
Interest rate	:	9%
Security	:	Mortgage of 4.88 acres of Land, Building, Plant & Machinery, Inventory, Personal Guarantee from all directors.
Installment size	:	Tk 3,870,000 per quarter
Tenure	:	10 years

15.2.3 Loan Account No. 801137000343 - note 15.2

Opening Balance	58,796,417	85,286,417
Add: Interest / Excise Duty during the year	10,000	10,000
	58,806,417	85,296,417
Less: Payment during the year	26,000,000	26,500,000
	32,806,417	58,796,417
Less: Current portion of term loan	26,304,000	26,304,000
	6,502,417	32,492,417

Limit amount	:	Tk 164,400,000
Purpose	:	To provide monitorium to the project
Sanction date	:	24-Mar-08
Interest rate	:	Nil
Security	:	First charge of fixed and floating asset of the Company
Installment size	:	Tk 6,576,000 per quarter
Tenure	:	11 years

15.2.4 Interest on Term Loan of Sonali Bank Limited are includes Excise Duty of Tk 10,000

15.3 Industrial Promotion & Development Company of Bangladesh Limited - note 15

IPDC Term Loan (Working Capital Loan) - note 15.3.1	32,300,859	51,173,463
	32,300,859	51,173,463

15.3.1 IPDC Term Loan - note 15.3

Opening Balance	51,173,463	66,953,021
Add: Loan received during the year	-	-
Add: Interest charged during the year	6,882,013	10,189,978
	58,055,476	77,142,999
Less: Payment during the year	25,754,617	25,969,536
	32,300,859	51,173,463
Less: Current portion of term loan	22,097,668	18,681,289
	10,203,191	32,492,174

Limit amount	:	Tk 75,000,000
Purpose	:	To meet working capital requirement
Sanction date	:	18-Apr-2013
Interest rate	:	17%
Security	:	Hypothecation of all the Moveable Assets, Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd.
Installment size	:	Tk 2,122,310 per month
No. of Installments	:	48
Tenure	:	4 years

16 Accounts Payable

Trade Payable - note 16.1

31-Dec-2014 Taka	31-Dec-2013 Taka
428,066,894	612,803,590
428,066,894	612,803,590

16.1 Trade Payable - note 16

For Supply of Raw Materials - note 16.1.1

342,346,359 578,062,893

For Revenue Expenditure - Annexure B.(c)

80,517,761 42,137,998

Add: Foreign Currency fluctuation loss/(gain) due to translation of Trade Payable during the year with reference to BAS 21.

5,202,773 (7,397,301)

428,066,894 612,803,590
16.1.1 For supply of Raw Materials - note 16.1

Back to Back L/C - Mercantile Bank Ltd.

42,199,745 91,054,430

Back to Back L/C - National Bank Ltd.

41,772,997 123,275,292

Back to Back L/C - Sonali Bank Ltd.

258,373,618 363,733,171

342,346,359 578,062,893
16.1.2 Trade Payable includes transactions with related parties (note - 30) which are stated below:

Regent Spinning Mills Limited

1,812,641 537,072

Diamond Cement Mills Limited

5,341,139 5,200,124

Habib Sons

- 96,560

17 Other Payables

Liabilities for Expenses - note 17.1

20,592,134 20,295,835

For Capital Expenditure - Annexure B.(b)

7,098,206 34,998,153

Workers' Profit Participation & Welfare Fund - note 17.2

9,547,430 10,540,253

37,237,770 65,834,241
17.1 Liabilities for Expenses - note 17

Wages & Salary

15,658,104 15,046,935

Overtime

343,441 1,086,394

Deduction of Tax at Sources

562,528 303,354

Kamapully Gas Distribution Company Limited

3,777,618 3,619,056

Audit fee

75,000 75,000

Electricity Bill

76,818 76,236

Telephone Bill

98,625 88,860

20,592,134 20,295,835
17.2 Workers' Profit Participation & Welfare Fund - note 3.21 & 17

Opening Balance

10,540,253 8,025,022

Add: Addition during the year - Note 17.2.1

9,547,430 10,540,253

20,087,683 18,565,275

Less: Paid during the year

10,540,253 8,025,022

Closing balance

9,547,430 10,540,253
17.2.1 Break up of WPP & WF - Note 17.2

Profit Before WPP & WF

186,387,152 206,003,519

Add: Depreciation On Revaluation - Note 4.1(b)

4,561,463 4,801,540

190,948,615 210,805,059

Addition during the year

9,547,431 10,540,253

18 SHORT TERM BANK LOAN

	31-Dec-2014 Taka	31-Dec-2013 Taka
Loan against Trust Receipt (LTR) - note 18.1	4,850,922	14,985,292
Packing Credit Loan - note 18.2	36,112,979	34,659,836
Foreign Document Bill Purchase (FDBP) - note 18.3	2,091,960	22,680,342
Cash Credit (CC) Hypo - note 18.4	98,067,413	91,287,647
Hire Purchase Loan - note 18.5	33,342,055	19,799,000
Lanka Bangla Finance Limited - note 18.6	101,386,415	350,000,000
Fareast Finance & Investment Limited- note-18.7	200,000,000	-
	475,851,744	533,412,117

18.1 Loan against Trust Receipt - note 18

Mercantile Bank Ltd, Agrabad Branch	-	3,515,490
National Bank Ltd., Jubilee Road Branch	4,850,922	11,469,802
	4,850,922	14,985,292

(a) Mercantile Bank Ltd., Agrabad Branch

Limit amount	:	Tk 20,000,000
Purpose	:	For retirement of shipping documents drawn under sight L/C
Interest rate	:	16%
Security	:	Lien on Master Export L/Cs, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	:	1 year

(b) National Bank Ltd., Jubilee Road Branch

Limit amount	:	Tk 25,000,000
Purpose	:	For retirement of shipping documents drawn under sight L/C
Interest rate	:	15.50%
Security	:	Lien on Master Export L/Cs, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	:	180 Days

18.2 Packing Credit Loan - note 18

Mercantile Bank Ltd., Agrabad Branch	3,304,904	4,600,465
Sonali Bank Ltd., Agrabad Branch	27,367,753	22,645,062
National Bank Ltd., Jubilee Road Branch	5,440,322	7,414,309
	36,112,979	34,659,836

(a) Mercantile Bank Ltd, Agrabad Branch

Limit amount	:	Tk 20,000,000
Purpose	:	For payment of factory wages, utility bills, freight charges and other factory expenses
Interest rate	:	7%
Security	:	Lien on Master Export L/Cs
Tenure	:	1 Year

(b) Sonali Bank Ltd, Agrabad Branch

Limit amount	:	Tk 35,000,000
Purpose	:	For payment of factory wages, utility bills, freight charges and other factory expenses
Interest rate	:	7%
Security	:	Lien on Master Export L/Cs
Tenure	:	90 Days

(c) National Bank Ltd, Jubilee Road Branch

Limit amount	:	Tk 20,000,000
Purpose	:	For payment of electric bill, staff salary and other permissible expenses
Interest rate	:	7%
Security	:	Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.
Tenure	:	02 months from the date of submission of export documents (Maximum 120 days from the date of creation.)

	31-Dec-2014 Taka	31-Dec-2013 Taka
18.3 Foreign Document Bill Purchase - note 18		
Mercantile Bank Ltd., Agrabad Branch	-	4,551,600
Sonali Bank Ltd., Agrabad Branch	2,091,960	11,781,878
National Bank Ltd., Jubilee Road Branch	-	6,346,864
	2,091,960	22,680,342
(a) Mercantile Bank Ltd, Agrabad Branch		
Purpose	: To facilitate negotiation of export documents	
Interest rate	: 16.50%	
Security	: Lien on Master Export L/C	
Tenure	: 02 months from the date of submission of export documents.	
(b) Sonali Bank Ltd., Agrabad Branch		
Purpose	: To facilitate negotiation of export documents	
Interest rate	: 16.50%	
Security	: Lien on Master Export L/C	
Tenure	: 02 months from the date of submission of export documents.	
(c) National Bank Ltd, Jubilee Road Branch		
Purpose	: To facilitate negotiation of export documents	
Interest rate	: 16.50%	
Security	: Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.	
Tenure	: 02 months from the date of submission of export documents.	
18.4 Cash Credit (Hypo) - note 18		
Sonali Bank Ltd., Agrabad Branch, Account No - 001137000054	60,073,781	54,719,745
National Bank Ltd., Jubilee Road Branch, Account No - 001637002234	23,972,938	16,106,540
Mercantile Bank Ltd., Agrabad Branch, Account No - 7200000618	14,020,695	20,461,362
	98,067,413	91,287,647
(a) Sonali Bank Ltd., Agrabad Branch		
Limit amount	: Tk 100,000,000	
Purpose	: To meet working capital requirement	
Interest rate	: 16%	
Security	: Raw Materials, work-in-Process, Finished Goods, Packing Materials, Store & Spares and Personal Guarantee of all Directors of the Company.	
Tenure	: 1 year	
(b) National Bank Ltd., Jubilee Road Branch		
Limit amount	: Tk 30,000,000	
Purpose	: To meet working capital requirement	
Interest rate	: 15.50%	
Security	: Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.	
Tenure	: 90 days to 1 year	
(c) Mercantile Bank Ltd., Agrabad Branch		
Limit amount	: Tk 20,000,000	
Purpose	: To meet working capital requirement	
Interest rate	: 16%	
Security	: Lien on Master Export L/C, Import Documents, Raw Materials, WIP, Finished Goods, Lien of FDR, Personal & Corporate Guarantee.	
Tenure	: 1 year	
18.5 Hire Purchase Loan - note 18		
AB Bank Ltd., Agrabad Branch, Account No - 4101786889490	16,601,715	19,799,000
Mercantile Bank Limited, Agrabad Branch, Account No-010472700001003	16,740,340	-
	33,342,055	19,799,000
(a) AB Bank Ltd., Agrabad Branch		
Purpose	: To procure motor vehicle	
Interest rate	: 15.50%	
Security	: Ownership of vehicle	
Tenure	: 5 years	
(b) Mercantile Bank Ltd., Agrabad Branch		
Purpose	: To procure Capital Machinery	
Interest rate	: 15.50%	
Security	:	
Tenure	: 5 years	

	31-Dec-2014 Taka	31-Dec-2013 Taka	
18.6 Lanka Bangla Finance Limited - note 18			
Opening Balance	350,000,000	-	
Add: Loan received during the year	515,000,000	760,000,000	
Add: Interest charged during the year	66,722,870	28,919,078	
	931,722,870	788,919,078	
Less: Payment during the year	830,336,455	438,919,078	
	101,386,415	350,000,000	
Limit amount	: Tk 500,000,000		
Purpose	: To meet working capital requirement		
Interest rate	: 15.50%		
Security	: Hypothecation of all the Moveable Assets, Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd.		
Tenure	: 180 days		
18.7 Fareast Finance Limited - note 18			
Opening Balance	-	-	
Add: Loan received during the year	200,000,000	-	
Add: Interest charged during the year	15,405,930	-	
	215,405,930	-	
Less: Payment during the year	15,405,930	-	
	200,000,000	-	
Limit amount	: Tk 20,00,00,000		
Purpose	: To meet working capital requirement		
Interest rate	: 15.25%		
Security	: Hypothecation of all the Moveable Assets, Personal Guarantee of all the Directors, Corporate Guarantee of Habib Steels Ltd.		
Tenure	: 365 days		
19 PROVISION FOR INCOME TAX			
For Current Tax - note 19.1	26,525,958	13,783,589	
For Deferred Tax - note 19.2	56,536,277	55,108,461	
	83,062,235	68,892,050	
19.1 Provision for Current Tax - note 19			
Opening Balance	13,783,589	10,760,418	
Add: Provision made during the year	26,525,958	13,783,589	
	40,309,547	24,544,007	
Less: Adjusted during the year - note 19.1.1	(13,783,589)	(10,760,418)	
Closing balance	26,525,958	13,783,589	
19.1.1 Adjusted during the year - note 19.1			
Tax paid in cash	1,181,581	2,048,606	
Adjusted with Advance Income Tax	12,602,008	8,711,812	
	13,783,589	10,760,418	
19.2 Provision for Deferred Tax - note 19			
Opening Balance	55,108,461	48,334,957	
Add: Provision made during the year	1,427,816	6,773,504	
	56,536,277	55,108,461	
Less: Provision realized during the year	-	-	
Closing balance	56,536,277	55,108,461	
19.2.1 Calculation of Deferred Tax:			
	Carrying Amount (Taka)	Tax Base (Taka)	Taxable(Deductible)) Temporary Difference (Taka)
As on 31 December 2014:			
Property, Plant and Equipment (Except Land)	696,975,198	320,066,687	376,908,511
Applicable Tax Rate			15%
Deferred Tax Liability			56,536,277
As on 31 December 2013:			
Property, Plant and Equipment (Except Land)	654,821,896	287,432,161	367,389,735
Applicable Tax Rate			15%
Deferred Tax Liability			55,108,460

20 TURNOVER

	42,004 Taka	31-Dec-2013 Taka
Sales Revenue RMG - note 7.1.1	600,331,700	528,209,530
Sales Revenue Hometex Items - note 7.1.2	770,741,800	1,075,140,253
Service Revenue	230,548,565	55,083,459
Cash Incentive - note 7.1.3	54,842,940	64,133,991
	1,656,465,005	1,722,567,233

20.1 Turnover included Foreign Currency Fluctuation Gain of Tk 16,291,243

Note: Detail of Sales quantity is shown in note 32.1(c)

21 COST OF GOODS SOLD

Raw materials consumed - note 21.1	856,115,234	1,122,656,390
Factory overhead - note 21.2	356,597,708	370,484,024
Cost of Production	1,212,712,942	1,493,140,414
Opening work-in-process	252,914,968	142,784,577
Closing work-in-process - note 6	(227,997,831)	(252,914,968)
Cost of goods manufactured	1,237,630,079	1,383,010,023
Opening finished goods	89,638,552	39,393,787
Cost of goods available for sale	1,327,268,631	1,422,403,810
Closing finished goods - note 6	(43,518,778)	(89,638,552)
	1,283,749,853	1,332,765,258

21.1 Raw materials consumed - note 21

Opening inventory	95,242,585	71,133,481
Add: Purchase during the year - note 21.1.1	845,620,830	1,146,765,494
Total materials available	940,863,415	1,217,898,975
Closing inventory - note 6	(84,748,181)	(95,242,585)
	856,115,234	1,122,656,390

21.1.1 Purchase during the year - note 21.1

Yarn	603,160,932	852,120,587
Grey Fabrics	74,948,455	52,811,493
Dyes & Chemical	109,425,100	171,503,527
Accessories & Trims	52,354,733	62,981,929
Carrying Charges	5,731,610	7,347,958
	845,620,830	1,146,765,494

21.1.2 Purchase included Foreign Currency Fluctuation Loss of Tk 9,097,082

21.2 Factory overhead - note 21

Salaries & Wages	173,889,232	168,467,299
Festival Bonus	11,010,434	10,306,473
Design Charges	2,773,040	10,854,440
Electricity Charges	302,678	321,883
Clearing Charges	2,067,460	4,285,249
Stores & Spares - note 32.1 (d)	27,036,315	32,396,276
Fuel & Lubricants	4,441,181	4,134,287
Gas Charges	42,478,874	41,169,578
Indirect Raw Materials	12,144,980	30,382,582
Insurance Premium	2,359,235	3,158,048
Indirect Labor Charges	2,135,279	4,178,279
Medical Expenses	128,045	211,811
Repairs & Maintenance	6,650,010	7,448,842
Servicing Charges	4,071,178	5,256,458
Depreciation - note 4.2	65,109,767	47,912,519
	356,597,708	370,484,024

Note: Details Quantity wise schedule of Purchase and Consumption is shown in note 32.1

22 ADMINISTRATIVE EXPENSES

	31-Dec-2014 Taka	31-Dec-2013 Taka
Salary & Allowances	19,802,083	19,055,673
Director Remuneration - note 32.3(b)	1,200,000	600,000
Board Meeting Allowance - Note 32.3(a)	79,000	24,000
Audit Fee - note 32.4	75,000	75,000
Legal and Professional Fees	325,000	30,000
License & Renewal	711,338	672,002
Dress and Uniform	80,020	310,152
Electricity Bill	897,363	727,962
Entertainment	2,156,951	2,828,397
Internet Charges	384,535	326,264
Fooding Expenses	1,153,056	894,621
Milad, mezban and picnic Expenses	44,988	927,695
Office Maintenance	898,707	514,895
Office Rent	240,000	240,000
Paper and Periodicals	11,581	15,992
Postage & Courier Service	296,890	282,414
Printing & Stationery	1,267,690	1,558,515
Staff Welfare	589,950	824,360
Telephone Charges	1,215,973	1,215,208
Recruitment Expenses	-	59,800
Travelling and Others	6,472,982	8,551,539
Vehicle Maintenance	2,233,000	2,268,006
Depreciation - note 4.2	3,617,209	2,661,807
	43,753,316	44,664,302

23 SELLING AND DISTRIBUTION EXPENSES

Salary & Allowances	8,518,645	8,079,736
Business Promotion	8,448,776	9,815,332
Carriage Outward	1,732,820	3,499,618
Commission on Export	1,385,758	1,685,957
Forwarding Expenses	1,833,805	2,932,753
Freight Charges	10,389,164	13,506,382
L/C Charges -Export	9,360,959	9,689,777
Sample Clearing Expenses	2,599,110	3,371,411
Testing Expenses	1,741,681	1,750,207
Trade Fair Expenses	1,604,183	2,685,758
Depreciation - note 4.2	3,617,209	2,661,807
	51,232,110	59,678,738

24 FINANCIAL EXPENSES

Interest Expense - note 24.1	89,634,355	77,546,258
Bank Charges & Commission	5,192,506	6,239,182
	94,826,861	83,785,440

	42,004 Taka	31-Dec-2013 Taka
24.1 Interest Expense - note 24		
Sonali Bank Limited - note 24.1.1	24,665,997	30,542,631
National Bank Limited - note 24.1.2	2,599,973	4,877,163
Mercantile Bank Limited - note 24.1.3	6,118,704	3,017,408
Industrial Promotion Development Company (BD) Limited - note 24.1	6,824,268	10,189,978
Lanka Bangla Finance Limited - note 24.1.5	40,920,083	28,919,078
Fareast Finance & Investment Limited - note-24.1.6	5,695,336	-
AB Bank Limited - note-24.1.7	2,809,994	-
	89,634,355	77,546,258
24.1.1 Sonali Bank Limited - note 24.1		
Interest on Project Loan	13,339,728	17,655,286
Interest on BMRE	-	392,460
Interest on C.C Hypo	9,048,644	10,696,460
Interest on P.C Loan	2,277,625	1,798,425
	24,665,997	30,542,631
24.1.2 National Bank Limited - note 24.1		
Interest on C.C Hypo	1,408,777	2,266,536
Interest on LTR	741,285	1,984,554
Interest on PAD	3,783	83,380
Interest on P.C Loan	446,128	513,871
Interest on EDF	-	20,665
Interest on FDBP	-	8,157
	2,599,973	4,877,163
24.1.3 Mercantile Bank Limited - note 24.1		
Interest on LTR	835,703	866,056
Interest on P.C Loan	492,844	590,159
Interest on HP Loan	2,110,792	-
Interest on FDBP / LDBP	607,175	-
Interest on SOD	2,072,190	1,561,193
	6,118,704	3,017,408
24.1.4 Industrial Promotion Development Company (BD) Limited - note 24.1		
Interest on Working Capital Loan	6,824,268	10,189,978
	6,824,268	10,189,978
24.1.5 Lanka Bangla Finance Limited - note 24.1		
Interest on Working Capital Loan	66,607,861	28,919,078
Interest received on Working Capital Loan	(25,687,778)	-
	40,920,083	28,919,078
24.1.6 Fareast Finance & Investment Limited - note 24.1		
Interest on Working Capital Loan	5,695,336	-
	5,695,336	-
24.1.7 AB Bank Limited - note 24.1		
Hire Purchase Loan	2,809,994	-
	2,809,994	-
25 OTHER NON OPERATING INCOME		
Interest on FDR	4,647,948	4,099,484
Foreign Currency Fluctuation Gain/(Loss)	(1,163,661)	230,540
	3,484,287	4,330,024

		31-Dec-2014 Taka	31-Dec-2013 Taka
26	Related Notes for Statement of Cash Flows		
	note(s)		
26.1	Cash received from Customers		
	Turn Over From P/L	20 1,656,465,005	1,722,567,233
	Change of Trade Receivable without Currency Fluctuation	7.1 32,069,365	(217,471,378)
		1,688,534,370	1,505,095,855
26.2	Cash Paid to Suppliers		
	COGS from P/L without Employee Cost	21 (1,098,850,187)	(1,153,991,486)
	Change of Inventories	6 104,322,203	(215,451,458)
	Change of Trade Payable	16.1 (189,939,470)	125,457,734
	Depreciation of FOH	21.2 65,109,767	47,912,518
		(1,119,357,687)	(1,196,072,692)
26.3	Cash Paid to Employees		
	Employee Cost (FOH, Admin, Selling)	21.2 (213,220,394)	(205,909,181)
	Changes in Salary Payable	17.1 (131,784)	3,531,185
	Changes in Advance Employee cost	9.1 (146,737)	(96,056)
		(213,498,915)	(202,474,052)
26.4	Cash Paid for other operating expenses		
	Administrative Expenses without Employee Cost	22 (23,951,233)	(25,608,629)
	Selling & Distribution Expenses without Employee Cost	23 (42,713,465)	(51,599,002)
	Changes in Other Payable	17.1 (27,471,863)	26,706,406
	Changes in Advance deposits & Prepayments except AIT	9 60,205,019	(3,381,620)
	Depreciation (Admin & Selling)	22 7,234,418	5,323,614
		(26,697,124)	(48,559,232)
26.5	Cash paid to affiliated company		
	Habib Shares & Securities Limited	10.1 -	945,692
	Regent Fabrics Limited	10.2 25,759,875	(53,500,000)
	Regent Weaving Limited	10.3 31,500,000	(31,500,000)
		57,259,875	(84,054,308)
26.6	Payment of Income Tax		
	Provision for Income Tax (Income Statement)	19 (27,953,774)	(20,557,093)
	Changes in Income Tax Provision	19 14,170,185	9,796,675
	Changes in Advance Income Tax except TDS on Dividend	9.1 3,688,811	(3,890,196)
		(10,094,778)	(14,650,614)
26.7	Interest Received from FDR		
	Interest Income from FDR	25 4,647,948	4,099,484
	Changes in Interest Receivable	8 (347,537)	(610,625)
		4,300,411	3,488,859
26.8	Cash payment for financial expenses		
	Financial Expense	24 (94,826,861)	(83,785,440)
		(94,826,861)	(83,785,440)

27 INFORMATION BASED ON PER SHARE

27.1 Earnings Per Share (EPS)

27.1.1 Basic Earnings Per Share

The computation of EPS is given below:

Earnings attributable to the ordinary shareholders from core business	145,401,661	170,576,148
Weighted average number of ordinary shares outstanding during the year(Previous year restead)	60,000,000	60,000,000
Basic Earnings Per Share (From Core Operation)	2.42	2.84
Earnings attributable to the ordinary shareholders from extraordinary income	3,484,287	4,330,024
Weighted average number of ordinary shares outstanding during the year	60,000,000	60,000,000
Basic Earnings Per Share (From Extra-ordinary Income)	0.06	0.08
Basic Earnings Per Share (Restated)	2.48	2.92

27.1.2 Diluted Earnings Per Share

Net Profit after tax	148,885,948	174,906,172
Total existing number of shares outstanding (previous year restated)	60,000,000	60,000,000
Diluted Earnings Per Share (Restated)	2.48	2.92

27.1.3 Weighted Average Number of Shares Outstanding during the year:

	31-Dec-14	31-Dec-13
Opening Balance	60,000,000	50,000,000
Bonus Share Issue in 2013	-	10,000,000
	60,000,000	60,000,000

31-Dec-2014 Taka	31-Dec-2013 Taka
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27.2 Net Asset Value Per Share (NAV)

Total Assets	3,192,260,838	3,375,417,382
Less: Liabilities	1,175,322,790	1,505,063,315
Net Asset Value (NAV)	2,016,938,048	1,870,354,067
Number of ordinary shares outstanding during the year	60,000,000	60,000,000
Net Assets Value (NAV) Per Share	33.62	31.17

27.3 Net Operating Cash Flow Per share

Net Operating cash Flows (from statement of cash flows)	308,345,613	35,314,244
Number of ordinary shares outstanding during the year	60,000,000	60,000,000
Net Operating cash Flows per share	5.14	0.59

28 CONTINGENT LIABILITIES, COMMITMENTS AND OTHER INFORMATION

28.1 Contingencies

(a) Bank Guarantees: lies with National Bank Limited, Jubilee Road Branch, Chittagong.

- (i) Karnaphuli Gas Distribution Company Limited - Tk 11,933,000
- (ii) Commissioner of Customs - Tk 7,654,688
- (iii) Pioneer Insurance Company Limited - Tk 100,000

(b) The Company had the following pending litigations against them as of the end of the reporting period:

	<u>Case No</u>	<u>Case filed by</u>	<u>Claim amount</u>
(i)	CEVT/CASE(CUS)/97/2011	Customs Bond Commisionerate, Chittagong	Tk 7,529,918
(ii)	CEVT/CASE(CUS)/226/2013	Do	Tk 3,119,249
(iii)	2004-2005/13	Do	Tk 234,304

* Bank Guarantee has been provided by National Bank Limited for the case# CEVT/CASE(CUS)/97/2012 amount of Tk 7,654,688.

28.2 Directors' interest in contracts with the company

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

28.3 Segment Reporting

As there is a single business and no geographic segment within the company operating as such no segment reporting is felt necessary.

28.4 Credit Facility Not Availed

There was no credit facility available to the company under any contract, but not availed as on 31 DECEMBER 2014 other than trade credit available in the ordinary course of business.

29 EVENTS AFTER THE REPORTING PERIOD

No material events had occurred from the end of the reporting period to the date of issue of this Financial Statements, which could materially affect the values stated in the Financial Statements.

30 RELATED PARTY DISCLOSURES

i) Related party transactions

The Company carried out a number of transactions with related parties in the normal course of business on arms length basis.

SL No.	Name of the Related Parties	Name of the Persons Involved	Relationship	Nature of Transactions	Transaction during the year		Balance as at 31-12-2014	Balance as at 31-12-2013
1	Regent Spinning Mills Limited	Mr. Md. Yakub Ali	Common Director	Supply of Yarn	Dr.	178,058,400	(1,812,641)	(537,072)
		Mr. Md. Yasin Ali			Cr.	(179,333,969)		
		Mr. Mashruf Habib						
		Mr. Salman Habib						
2	Regent Fabrics Limited	Mr. Md. Yakub Ali	Do	Servicing of Fabric	Dr.	-	73,605,357	109,543,351
		Mr. Md. Yasin Ali		Short Term Loan	Cr.	(10,178,119)		
					Dr.	55,318,223		
					Cr.	81,078,098		
3	Regent Weaving Limited	Mr. Md. Yakub Ali	Do	Servicing of Fabric	Dr.	1,355,535	3,230,532	33,374,997
		Mr. Md. Yasin Ali		Short Term Loan	Cr.	-		
					Dr.			
					Cr.	31,500,000		
4	Anowara Fashions Limited	Mr. Md. Yakub Ali	Do	Readymade Garments	Dr.	121,680,765	56,028,789	23,817,456
		Mr. Md. Yasin Ali			Cr.	(89,469,432)		
5	Legacy Fashion Limited	Mr. Md. Yakub Ali	Do	Readymade Garments	Dr.	84,842,628	26,553,228	41,410,046
		Mr. Md. Yasin Ali			Cr.	(99,699,446)		
6	Siam's Superiors Limited	Mr. Md. Yakub Ali	Do	Readymade Garments	Dr.	78,441,024	5,722,483	14,487,925
		Mr. Md. Yasin Ali			Cr.	(87,206,466)		
		Mr. Tanvir Habib						
7	Valiant Fashion Limited	Mr. Md. Yakub Ali	Do	Readymade Garments	Dr.	60,600,232	19,937,717	4,320,108
		Mr. Md. Yasin Ali						
		Mr. Mashruf Habib						
		Mr. Salman Habib						
		Mr. Tanvir Habib			(44,982,623)			
8	Diamond Cement Limited	Mr. Md. Yakub Ali	Do	Supply of Cement	Dr.	-	(5,341,499)	(5,200,124)
		Mr. Md. Yasin Ali			Cr.	(141,375)		
9	Habib Sons	Mr. Md. Yakub Ali	Do	Supply of Chemical	Dr.	359,925	1,000,000	903,440
					Cr.	(263,365)		
10	Directors	Mr. Md. Yakub Ali	Key Management Personnel	Remuneration, Board Meeting Fees and Office Rent	Dr.	1,519,000	1,519,000	864,000
		Mr. Md. Yasin Ali						
		Mr. Mashruf Habib						
		Mr. Salman Habib			Cr.	-		
		Mr. Tanvir Habib						
		Mr. Prof. Syed Ahsanul Alam						
Mr. Md. Javed Iqbal								

ii) Particulars of Directors of Regent Textile Mills Limited as at 31 December 2014

SL	Name of Directors	BOD of RTML	Entities where they have interests	Position
1	Mr. Md. Yakub Ali	Chairman	Ali Fashion Limited	Chairman
			Anowara Apparels Limited	
			Anowara Fashions Limited	
			Anowara Paper Mills Limited	
			Diamond Cement Limited	
			Diamond Pack Limited	
			Habib Printer & Publishers Limited	
			Habib Steels Limited	
			Legacy Fashion Limited	
			Maam Textile Mills Limited	
			MTS Re-Rolling Mills Limited	
			Mudys Navigation Limited	
			Noor Garments Limited	
			Regent Fabrics Limited	
			Regent Power Limited	
			Regent Spinning Mills Limited	
			Regent Weaving Limited	
			Regent Energy & Power Limited	
			Saims Superior Limited	
			Union Cement Mills Limited	
			Union Fertilizer Complex Limited	
			Valiant Fashion Wear Limited	
			Valiant Garments Limited	
2	Mr. Md. Yasin Ali	Director	Habib Share & Securities Limited	Managing Director
			Bangladesh Fertilizer & Agro Chemicals Limited	Director
			HG Aviation Limited	
			National Credit and Commerce Bank Limited	
			Habib Sons	Proprietor
			ANZ Properties Limited	Chairman
			HG Aviation Limited	
			Southern Medical College & Hospital	
			Habib Share & Securities Limited	
			Ali Fashion Limited	Managing Director
			Anowara Apparels Limited	
			Anowara Fashions Limited	
			Anowara Paper Mills Limited	
			Bangladesh Fertilizer & Agro Chemicals Limited	
			Diamond Cement Limited	
			Diamond Pack Limited	
			Habib Printer & Publishers Limited	
			Habib Steels Limited	
			Legacy Fashion Limited	
			Maam Textile Mills Limited	
			MTS Re-Rolling Mills Limited	
			Mudys Navigation Limited	
			Noor Garments Limited	
			Regent Fabrics Limited	
			Regent Power Limited	
			Regent Spinning Mills Limited	
			Regent Weaving Limited	
			Regent Energy & Power Limited	
			Saims Superior Limited	
			Union Cement Mills Limited	
			Union Fertilizer Complex Limited	
			Valiant Fashion Wear Limited	
			Valiant Garments Limited	
			Meghna Bank Limited	Director
			Continental Insurance Company Limited	

SL	Name of Directors	BOD of RTML	Entities where they have interests	Position
3	Mr. Mashruf Habib	Director	HG Aviation Limited	Managing Director
			Regent Spinning mills Limited	Director
			Regent Energy & Power Limited	
			DCL Auto Bricks Limited	
			Valiant Fashion Wear Limited	
			Valiant Garments Limited	
4	Mr. Salman Habib	Managing Director	HG Aviation Limited	Director
			Regent Spinning Mills Limited	
			Regent Energy & Power Limited	
			DCL Auto Bricks Limited	
			Valiant Fashion Wear Limited	
			Valiant Garments Limited	
5	Mr. Tanvir Habib	Director	DCL Auto Bricks Limited	Director
			Valiant Fashion Wear Limited	
			Valiant Garments Limited	
			Siam's Superior Limited	
			HG Aviation Limited	
			Regent Spinning Mills Limited	Shareholder
			Regent Energy & Power Limited	
			Ali Fashion Limited	
			Anowara Apparels Limited	
			Anowara Fashions Limited	
			Anowara Paper Mills Limited	
			Bangladesh Fertilizer & Agro Chemicals Limited	
			Diamond Cement Limited	
			Diamond Pack Limited	
			Habib Printer & Publishers Limited	
			Habib Steels Limited	
			Legacy Fashion Limited	
			Maam Textile Mills Limited	
			MTS Re-Rolling Mills Limited	
			Mudys Navigation Limited	
			Noor Garments Limited	
			Regent Fabrics Limited	
			Regent Power Limited	
			Regent Weaving Limited	
			Union Cement Mills Limited	
			Union Fertilizer Complex Limited	
			Habib Share & Securities Limited	

31 ATTENDANCE STATUS OF BOARD MEETING OF DIRECTORS

During the year ended 31 December 2014, there were 5 (Five) Board meetings and 1(One) Audit Committee meeting total 6 (Six) Meetings held. The attendance status of all the meetings is as follows:

SL	Name of the Directors	Position	Meeting held	Attendance
1	Mr. Md. Yakub Ali	Chairman	6	4
2	Mr. Md. Yasin Ali	Director	6	5
3	Mr. Mashruf Habib	Director	6	2
4	Mr. Salman Habib	Managing Director	6	5
5	Mr. Tanvir Habib	Director	6	4
6	Mr. Prof. Syed Ahsanul Alam	Independent Director	6	2
7	Mr. Md Javed Iqbal	Independent Director	6	1

32 Disclosure as per requirement of Schedule XI, Part II of The Companies Act 1994
32.1 Quantity wise schedule of Inventory - Para 3 of Schedule XI, Part II

Qty Unit	31-Dec-14		31-Dec-13	
	Qty	Taka	Qty	Taka

(a) Movement of Raw Materials - note 6 & 21:
Opening Inventory

Yarn	Kg	204,630	49,609,067	146,158	36,874,676
Dyes & Chemical	N/A	-	45,633,518	-	34,258,805
Total			95,242,585		71,133,481

Purchase

Yarn	Kg	2,524,660	603,160,932	3,514,673	852,120,587
Dyes & Chemical	N/A	-	109,425,100	-	171,503,527
Grey Fabrics	Mtr.	541,144	74,948,455	374,916	52,811,493
Total			787,534,487		1,076,435,607

Consumption

Yarn	Kg	2,578,565	615,995,043	3,456,201	839,386,196
Dyes & Chemical	N/A	-	107,085,393	-	160,128,814
Grey Fabrics	Mtr.	541,144	74,948,455	374,916	52,811,493
Total			798,028,891		1,052,326,503

Closing Inventory

Yarn	Kg	150,725	36,774,956	204,630	49,609,067
Dyes & Chemical	N/A	-	47,973,225	-	45,633,518
Total			84,748,181		95,242,585

(b) Work-in-Process - note 6 & 21:
Opening Inventory

Yarn	Kg	93,736	24,896,379	68,926	18,453,306
Dyes & Chemicals	N/A	-	1,798,321	-	1,076,927
Grey Fabrics (Weaving)	Mtr.	1,291,528	135,436,139	889,314	80,773,286
Dyeing, Printing & Finishing	Mtr.	521,746	71,234,963	189,500	18,291,346
Home Tex (Stitching)	N/A	-	19,549,165	-	24,189,712
Total			252,914,967		142,784,577

Closing Inventory

Yarn	Kg	71,933	19,493,963	93,736	24,896,379
Dyes & Chemicals	N/A	-	1,404,552	-	1,798,321
Grey Fabrics (Weaving)	Mtr.	1,181,347	125,866,749	1,291,528	135,436,139
Dyeing, Printing & Finishing	Mtr.	485,850	66,075,620	521,746	71,234,963
Home Tex (Stitching)	N/A	-	15,156,947	-	19,549,165
Total			227,997,831		252,914,967

Qty Unit	31-Dec-14		31-Dec-13	
	Qty	Taka	Qty	Taka

(c) Movement of Finished Goods - note 6 & 21:

Opening Inventory

Finished Fabrics (RMG)	Mtr.	37,701	5,582,569	31,606	3,985,450
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	1,158,093	84,055,983	878,504	35,408,337
Total	Mtr.	1,195,794	89,638,552	910,110	39,393,787

Production

Finished Fabrics (RMG)	Mtr.	5,469,727	595,453,401	5,284,455	529,806,649
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	6,308,942	729,500,325	8,110,912	959,783,454
Total	Mtr.	11,778,669	1,324,953,726	13,395,367	1,489,590,103

Delivery

Finished Fabrics (RMG)	Mtr.	5,502,764	600,331,700	5,278,360	528,209,530
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	6,884,525	770,741,800	7,831,323	911,135,808
Total	Mtr.	12,387,289	1,371,073,500	13,109,683	1,439,345,338

Closing Inventory

Finished Fabrics (RMG)	Mtr.	4,664	704,270	37,701	5,582,569
Finished Fabrics & Finished Goods (Home Tex)	Mtr.	582,510	42,814,508	1,158,093	84,055,983
Total	Mtr.	587,174	43,518,778	1,195,794	89,638,552

(d) Movement of Spare Parts & Accessories - note 6 & 21:

Opening Inventory

Stores & Spares	N/A	-	47,816,395	-	23,500,230
Accessories & Trims	N/A	-	8,746,265	-	2,095,231
Total		-	56,562,660	-	25,595,461

Purchase

Stores & Spares	N/A	-	9,576,251	-	56,712,441
Accessories & Trims	N/A	-	52,354,733	-	62,981,929
Total		-	61,930,984	-	119,694,370

Consumption

Stores & Spares	N/A	-	27,036,315	-	32,396,276
Accessories & Trims	N/A	-	57,685,558	-	56,330,895
Total		-	84,721,873	-	88,727,171

Closing Inventory

Stores & Spares	N/A	-	30,356,331	-	47,816,395
Accessories & Trims	N/A	-	3,415,440	-	8,746,265
Total		-	33,771,771	-	56,562,660

Note: Due to diverse and innumerable units of measurement it is not practicable to provide quantities for Home Tex items, Dyes & Chemicals and Spare parts & Accessories.

32.2 Number of Employees - Para 3 of Schedule XI, Part II

Salary Range (Monthly)	Head Office		Factory			Total Employees
	Officer	Staff	Officer	Staff	Worker	
For the year ended 31-12-2014	39	16	180	101	1487	1823
Below 3,000	-	-	-	-	-	-
Above 3,000	39	16	180	101	1487	1823
For the year ended 31-12-2013	39	15	196	111	1634	1995

32.3 Payment information to Directors - Para 4 of Schedule XI, Part II

(a) Aggregate Amount of Remuneration Paid to all Directors

Particulars	Payment Type	31-Dec-2014	31-Dec-2013
		Taka	Taka
Director's	Board Meeting	79,000	24,000
Director's	Remuneration	1,200,000	600,000
Director's	Salary & Allowances	6,960,000	6,720,000
		8,239,000	7,344,000

(b) Directors' Remuneration - note 21

Name of the Directors	Designation	Monthly Remuneration	No. of Month	31-Dec-2014 Taka	31-Dec-2013 Taka
Mr. Salman Habib	Director	-	12	1,200,000	600,000
Mr. Mashruf Habib	Director	-	-	-	-
Total				1,200,000	600,000

32.4 Auditor's Remuneration - Para 6 of Schedule XI, Part II - note 21

Statutory Audit Fee - Hoda Vasi Chowdhury & Co.	75,000	75,000
	75,000	75,000

32.5 Installed Capacity & Utilization of Capacity - Para 7 of Schedule XI, Part II

(a) Weaving

Installed Capacity (In Meter)	12,000,000	12,000,000
Actual Production	9,342,240	9,409,389
Capacity Utilization (%)	77.85%	78.41%

(a) Dyeing and Printing

Installed Capacity (In Meter)	14,000,000	14,000,000
Actual Production	11,778,669	13,395,367
Capacity Utilization (%)	84.13%	95.68%

33 GENERAL

33.1 The amounts in these financial statements have been rounded off to the nearest Taka.

33.2 Bracket figure denotes negative.

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 14.04.2015 and were signed on its behalf by :

Sd/-
COMPANY SECRETARY

Sd/-
DIRECTOR

Sd/-
MANAGING DIRECTOR

Annexure - A: ACCOUNTS RECEIVABLE
(a) For sale of RMG

	31-Dec-2014 Taka	31-Dec-2013 Taka
	-	-
Aftabunessa Textile	3,223,038	4,469,673
Angora Fashions Ltd.	2,070,432	5,106,660
Adila Apparels Limited	-	3,464,500
E-H Fabrics Limited	-	964,735
Cassiopia Apparels Limited	598,457	42,533,400
Anowara Fashion Limited	56,028,788	23,817,456
Argenta Garments Limited	4,221,024	
First Wear Ltd	-	8,270,262
Eastern Dresses Ltd.	222,300	-
Famous Design Ltd	2,459,574	
Flash Apparels Limited	1,462,032	
Jean Express Limited	641,550	
Garments Home (Pvt.) Ltd.	970,792	-
Golded Refit Garments Ltd.	2,827,501	-
H.I.Apparels Ltd.	16,453,047	27,311,519
Invent Clothing Ltd.	4,121,991	-
Jaycees Apparels Ltd	-	804,375
Jamuna Apparels Ltd.	806,702	-
Karnafully Shoes Ind. Ltd.	5,278,962	-
Kay Garments Limited	6,663,969	
KDS Garments Ind.Ltd	-	288,600
Legacy Fashion Ltd	26,553,228	3,532,464
MP Textile Mills Limited	-	37,037
Mellow Fashion Limited	4,047,030	
Monika Apparels Limited	1,801,800	
Moon Fashion Limited	1,750,320	
M-Yew Fashion Limited	6,961,032	
Naba Exports Limited	1,931,319	
Mega Star Apparels Limited	-	492,083
Mouly Fashion Ltd	-	1,604,382
Nemsen Fashion Management Limited	1,034,405	
Olira Fashion Limited	3,526,454	
Panagea Fashion Wear Limited	5,304	
Needle Work Ltd	-	2,608,071
Orchid Fashion Ltd.	614,400	-
	156,275,451	125,305,217

	31-Dec-2014	31-Dec-2013
	Taka	Taka
Redisson App.Ltd	33,926,248	27,019,527
Rebecca Fashion Ltd.	1,506,320	-
Saad Musa Fabrics Limited	983,856	-
Clifton Apparels Limited	4,089,591	-
Afrak Dressess Limited	1,069,000	-
Well Mart Limited	674,988	-
Benchmark Apparels Limited	1,827,000	-
Desh Denim Limited	98,504	-
Brist Garments Limited	82,800	-
Humaira Trading	5,900,000	-
Other Sales	80,000,000	-
R.B. Industries Ltd	-	3,051,906
Regent Fabrics Limited	-	8,521,500
Ridwan Fashion Ltd	2,276,903	1,883,115
Rashad Industries Limited	2,980,770	-
Roverko Limited	-	5,591,332
Progressive Apparels Ltd	23,282,389	6,613,998
Saad Musa Fabrics Ltd	-	8,718,512
Sag Fashion Limited	2,919,189	363,636
S&S Swimwear Ltd	1,909,931	8,739,104
Saturn Textile Ltd	3,366,846	6,543,545
Sea Shore Apparels Ltd	-	697,788
Shinest Apparels Ltd	-	4,609,331
Siam's Superior Ltd.	-	4,420,619
Six Fashions Limited	-	3,626,064
Southern Knitwear Ltd	6,630	1,465,893
Sufi Apparels Ltd	2,797,218	4,557,637
Techno Fiber Limited	-	19,236,360
Synergies Sourcing BD Ltd.	-	297,060
Wazhico Apparels Ltd	-	2,532,660
Valiant Fashion Wear Ltd	-	4,320,108
Virtual Bottoms Limited	-	1,703,676
	169,698,183	124,513,371
Cassiopea Apparels Limited	-	1,298,846
Enayet Garments Limited	-	1,046,705
Garments Home Pvt. Limited	-	343,044
H.I. Apparels Limited	-	2,331,855
Valiant Fashion Wear Limited	19,937,717	-
Invent Clothing Limited	-	4,121,991
TSR Apparels Limited	1,191,061	-
Jamuna Apparels Limited	-	806,702
Legacy Fashion Limited	-	37,877,582
Orchid Fashions Limited	-	614,400
Radission Apparels Limited	-	4,587,804
R.B. Apparels Limited	-	186,701
Rebacca Fashions Limited	-	1,506,320
Uttara Design Limited	1,104,480	-
Vertax Apparels Limited	4,722,120	-
Wazhico Apparels Limited	3,418,508	-
Ridwan Fashion Limited	-	423,259
Sidma Fashion Limited	8,734,258	-
Smart Jacket Limited	4,875,000	-
Sunman Textile Limited	2,947,074	-
Saad Musa Fabrics Limited	1,270,269	1,213,837
Saturn Textile Mills Limited	6,630	1,980,167
Section Seven Apparels Limited	1,570,179	2,079,106
Siam's Superior Limited	5,722,483	10,067,306
	55,499,779	70,485,625
	381,473,413	320,304,213

(b) For sale of Hometex

AGN Money Corp. Ltd
Bon Prix
Brendgaard Textile Agency
Daylight Reklam
KGS Sourcing
Tokmanni OY
ISO Paint Nordic
Princess Groupen AS
OTTO GMBH
Domotess
EMC Distribution
Heinrich Heine GMBH
Gilbert Trading
Siplec
ZXY International FZCO
Suzukawaorifu Co. Ltd
W.Sweden AB
Silex VYVOZ
Red Cats Asia Limited
Heintex AB

	31-Dec-2014 Taka	31-Dec-2013 Taka
		-
	(1,993,718)	(1,993,718)
	3,212,315	7,360,571
	(92,505)	-
	1,946,293	-
	46,844,909	-
	-	-
	-	3,050,190
	7,912,055	9,748,721
	6,430,536	2,381,761
	(1,006,850)	(1,100,876)
	507,168	507,168
	-	691,912
	-	1,236,131
	18,629,816	74,030,097
	55,538	55,538
	(25,238)	-
	(1,118,898)	37,602
	-	3,890,184
	5,211,509	99,850,146
	19,926,868	28,914,054
	106,439,798	228,659,481
Total (A+B)	487,913,211	548,963,694

* Tk. 184,439,821 has been realised subsequently from the above receivable as on 31 January 2015.

Annexure - B: ACCOUNTS PAYABLE

a For Supply Of Raw Materials

(i) Back to Back L/C In Mercantile Bank:

L/C Number	Merchandise	31-Dec-2014 Taka	L/C Number	Merchandise	31-Dec-2013 Taka
174314040210	Accessories	392,586	174313040161	Accessories	515,200
174314040220	Accessories	394,195	174313040160	Accessories	790,960
174314040201	Accessories	334,910	174313040172	Accessories	648,392
174314040290	Accessories	95,870	174313040112	Accessories	1,356,851
174314040221	Accessories	170,581	174313040167	Accessories	356,000
174314060108	Dyes & Chemical	1,074,060	174313040188	Accessories	284,000
174314060046	Dyes & Chemical	1,148,160	174313040119	Accessories	529,448
174314040286	Dyes & Chemical	860,000	174313040169	Accessories	340,948
174314060100	Dyes & Chemical	1,394,250	174313040186	Accessories	498,532
174314040285	Dyes & Chemical	476,037	174313040168	Accessories	874,739
174314060111	Dyes & Chemical	922,896	174313060058	Dyes & Chemical	1,464,800
174314040104	Yarn	2,028,000	174313060022	Dyes & Chemical	2,141,400
174314040265	Yarn	2,808,000	174313060056	Dyes & Chemical	1,854,720
174314040171	Yarn	2,421,900	174313060054	Dyes & Chemical	1,968,000
174314040222	Yarn	4,726,800	174313060019	Dyes & Chemical	2,280,000
174314040240	Yarn	3,978,000	174313060055	Dyes & Chemical	946,560
174314040241	Yarn	2,535,000	174313040148	Yarn	2,816,000
174314040261	Yarn	1,614,600	174313040066	Yarn	2,680,000
174314040043	Yarn	1,618,500	174313040111	Yarn	2,160,000
174314040266	Yarn	2,340,000	174313040175	Yarn	3,000,000
174314040270	Yarn	2,145,000	174313040099	Yarn	23,448,000
174314040289	Yarn	2,145,000	174313040118	Yarn	14,640,000
174314040271	Yarn	1,723,800	174313040170	Yarn	2,200,000
174314040216	Yarn	4,851,600	174313040176	Yarn	11,936,000
			174313040106	Yarn	5,220,400
			174313040171	Yarn	1,904,000
			174313040115	Yarn	2,960,000
			174313040198	Yarn	1,239,480
Total		42,199,745	Total		91,054,430

(ii) Back to Back L/C In National Bank:

L/C Number	Merchandise	31-Dec-2014 Taka	L/C Number	Merchandise	31-Dec-2013 Taka
094214060011	Dyes & Chemical	937,860	094213060009	Dyes & Chemical	909,440
094214040062	Accessories	105,770	094213040060	Accessories	723,230
094214040051	Accessories	684,909	094213040057	Accessories	381,862
094214040055	Accessories	584,534	094213040051	Accessories	1,010,949
094214040061	Accessories	231,599	094213040026	Accessories	800,831
094214060010	Dyes & Chemical	1,819,135	094213040027	Accessories	429,139
094214060009	Dyes & Chemical	1,891,500	094213040033	Accessories	544,796
094214060012	Dyes & Chemical	1,840,800	094213040054	Accessories	423,281
094214012001	Dyes & Chemical	911,040	094213040041	Accessories	456,566
094214040035	Yarn	1,423,500	094213040049	Accessories	911,729
094214040063	Yarn	2,691,000	094213060012	Dyes & Chemical	2,203,200
094214040049	Yarn	2,808,000	094213060010	Dyes & Chemical	2,077,600
094214040050	Yarn	4,524,000	094213060061	Dyes & Chemical	334,125
094214040053	Yarn	2,067,000	094213060014	Dyes & Chemical	2,038,120
094214040056	Yarn	3,689,400	094213040029	Dyes & Chemical	288,576
094214040060	Yarn	2,613,000	094213040042	Dyes & Chemical	244,488
094214040054	Yarn	2,000,700	094213040046	Dyes & Chemical	488,000
094214040057	Yarn	2,737,800	094213060011	Dyes & Chemical	946,560
094214040058	Yarn	709,800	094213060013	Dyes & Chemical	1,680,000

L/C Number	Merchandise	31-Dec-2014 Taka	L/C Number	Merchandise	31-Dec-2013 Taka
094214040059	Yarn	585,000	094213040011	Yarn	1,664,000
094214040037	Yarn	1,092,000	094213040052	Yarn	2,822,000
094214040039	Yarn	1,538,550	094213040035	Yarn	5,920,000
094214040041	Yarn	1,080,300	094213040038	Yarn	3,000,000
094214040042	Yarn	1,731,600	094213040047	Yarn	1,820,000
094214040052	Yarn	1,474,200	094213040048	Yarn	2,960,000
			094213040058	Yarn	3,000,000
			094213040059	Yarn	2,960,000
			094213040064	Yarn	4,740,000
			094213040025	Yarn	8,680,000
			094213040030	Yarn	29,104,000
			094213040032	Yarn	2,896,000
			094213040044	Yarn	1,232,000
			094213040045	Yarn	7,304,000
			094213040043	Yarn	2,544,000
			094213040050	Yarn	1,908,000
			094213040056	Yarn	1,908,000
			094213040031	Yarn	2,224,000
			094213040037	Yarn	2,184,000
			094213040034	Yarn	3,540,000
			094213040036	Yarn	2,704,000
			094213040040	Yarn	1,904,000
			094213040053	Yarn	1,780,800
			094213040055	Yarn	1,908,000
			094213040062	Yarn	3,372,000
			094213040063	Yarn	2,304,000
Total		41,772,997	Total		123,275,292

(iii) **Back to Back L/C In Sonali Bank:**

L/C Number	Merchandise	31-Dec-2014 Taka	L/C Number	Merchandise	31-Dec-2013 Taka
034214040555	Accessories	341,480	034213040970	Accessories	481,553
034214040608	Accessories	314,016	034213040567	Accessories	627,880
034214040468	Accessories	428,766	034213040787	Accessories	816,009
034214040488	Accessories	307,427	034213040729	Accessories	105,200
034214040579	Accessories	263,633	034213040644	Accessories	1,015,219
034214040467	Accessories	580,000	034213040937	Accessories	1,486,874
034214040718	Accessories	436,400	034213040730	Accessories	263,640
034214040645	Accessories	404,217	034213040441	Accessories	133,105
034214040784	Accessories	431,638	034213040802	Accessories	280,014
034214040489	Accessories	529,436	034213040688	Accessories	475,412
034214040646	Accessories	172,578	034213040410	Accessories	117,446
034214040580	Accessories	490,321	034213040858	Accessories	1,355,733
034214040715	Accessories	365,939	034213040862	Accessories	471,905
034214040553	Accessories	700,861	034213040465	Accessories	213,600
034214040372	Accessories	428,171	034213060166	Dyes & Chemical	1,296,000
034214040439	Accessories	342,551	034213060128	Dyes & Chemical	1,488,000
034214040667	Accessories	243,145	034213060140	Dyes & Chemical	2,226,800
034214040702	Accessories	127,268	034213060194	Dyes & Chemical	1,504,320
034214040587	Accessories	418,898	034213060190	Dyes & Chemical	1,085,600
034214040607	Accessories	379,942	034213060126	Dyes & Chemical	1,800,000
034214040773	Accessories	775,849	034213060138	Dyes & Chemical	1,201,760
034214040598	Accessories	312,000	034213060145	Dyes & Chemical	1,302,840
034214040581	Accessories	461,678	034213060186	Dyes & Chemical	1,390,732
034214040701	Accessories	389,397	034213060165	Dyes & Chemical	2,416,800
034214040560	Accessories	299,625	034213120050	Dyes & Chemical	1,814,400
034214060134	Dyes & Chemical	1,601,827	034213120060	Dyes & Chemical	1,725,600
034214060101	Dyes & Chemical	1,059,786	034213120076	Dyes & Chemical	2,463,360
034214060116	Dyes & Chemical	1,806,948	034213040399	Dyes & Chemical	193,200
034214120055	Dyes & Chemical	1,242,540	034213040411	Dyes & Chemical	1,018,560
034214120069	Dyes & Chemical	1,683,396	034213040859	Dyes & Chemical	757,440
034214060092	Dyes & Chemical	1,326,600	034213060115	Dyes & Chemical	2,272,000

L/C Number	Merchandise	31-Dec-2014 Taka	L/C Number	Merchandise	31-Dec-2013 Taka
034214040480	Dyes & Chemical	1,109,280	034213060191	Dyes & Chemical	673,400
034214040531	Dyes & Chemical	871,800	034213040412	Dyes & Chemical	480,000
034214040785	Dyes & Chemical	518,100	034213060127	Dyes & Chemical	2,086,160
034214060140	Dyes & Chemical	2,384,460	034213060139	Dyes & Chemical	2,307,760
034214060152	Dyes & Chemical	1,998,048	034213060199	Dyes & Chemical	1,994,860
034214060133	Dyes & Chemical	1,946,646	034213060192	Dyes & Chemical	2,180,000
034214060147	Dyes & Chemical	1,946,646	034213060198	Dyes & Chemical	2,180,000
034214060194	Dyes & Chemical	1,504,320	034213060202	Dyes & Chemical	2,208,000
034214060131	Dyes & Chemical	1,379,664	034213060149	Dyes & Chemical	2,323,200
034214060084	Dyes & Chemical	922,896	034213060167	Dyes & Chemical	2,116,800
034214060121	Dyes & Chemical	1,971,216	034213060188	Dyes & Chemical	2,116,800
034214060153	Dyes & Chemical	1,813,500	034213120041	Dyes & Chemical	1,080,000
034214040711	Dyes & Chemical	525,235	034213120054	Dyes & Chemical	857,600
034214040540	Yarn	2,037,750	034213120061	Dyes & Chemical	857,600
034214040636	Yarn	2,037,750	034213040803	Dyes & Chemical	1,120,000
034214040665	Yarn	4,075,500	034213040553	Dyes & Chemical	647,466
034214040416	Yarn	1,072,500	034213040621	Dyes & Chemical	843,010
034214040215	Yarn	755,508	034213040887	Dyes & Chemical	881,370
034214040295	Yarn	14,313,000	034213040690	Yarn	2,816,000
034214040420	Yarn	1,205,100	034213040203	Yarn	-
034214040520	Yarn	1,326,000	034213040810	Yarn	-
034214040521	Yarn	6,052,800	034213041019	Yarn	-
034214040529	Yarn	1,825,200	034213040142	Yarn	-
034214040534	Yarn	5,460,000	034213040351	Yarn	1,500,000
034214040537	Yarn	1,306,500	034213040423	Yarn	864,000
034214040541	Yarn	1,014,000	034213040427	Yarn	1,584,000
034214040562	Yarn	1,989,000	034213040428	Yarn	7,392,000
034214040578	Yarn	3,946,800	034213040522	Yarn	1,857,600
034214040585	Yarn	811,200	034213040523	Yarn	3,000,000
034214040599	Yarn	2,464,800	034213040656	Yarn	2,464,000
034214040601	Yarn	2,028,000	034213040678	Yarn	6,120,000
034214040638	Yarn	1,014,000	034213040772	Yarn	5,104,000
034214040644	Yarn	5,382,000	034213040890	Yarn	1,344,588
034214040662	Yarn	1,014,000	034213040951	Yarn	2,160,000
034214040663	Yarn	3,705,000	034213040737	Yarn	1,478,400
034214040765	Yarn	2,613,000	034213040738	Yarn	2,035,200
034214040781	Yarn	5,226,000	034213040739	Yarn	985,600
034214040796	Yarn	4,276,350	034213040894	Yarn	1,272,000
034214040272	Yarn	4,165,200	034213040895	Yarn	1,908,000
034214040332	Yarn	1,778,400	034213040896	Yarn	2,464,000
034214040415	Yarn	2,418,000	034213040905	Yarn	2,544,000
034214040451	Yarn	865,800		Yarn	-
034214040452	Yarn	2,927,730	034213040262	Yarn	1,472,000
034214040453	Yarn	865,800	034213040377	Yarn	4,440,000
034214040466	Yarn	1,274,130		Yarn	-
034214040483	Yarn	2,889,900	034213040431	Yarn	6,720,000
034214040490	Yarn	3,299,400	034213040457	Yarn	1,840,000
034214040498	Yarn	924,300	034213040552	Yarn	5,280,000
034214040501	Yarn	1,158,300	034213040606	Yarn	4,700,800
034214040503	Yarn	4,087,200	034213040620	Yarn	1,320,000
034214040535	Yarn	776,880	034213040645	Yarn	650,000
034214040563	Yarn	1,290,120	034213040646	Yarn	979,000
034214040583	Yarn	2,355,600	034213040647	Yarn	1,020,000
034214040600	Yarn	2,355,600	034213040648	Yarn	1,472,000
034214040606	Yarn	3,978,000	034213040663	Yarn	7,880,000

L/C Number	Merchandise	31-Dec-2014 Taka	L/C Number	Merchandise	31-Dec-2013 Taka
034214040622	Yarn	994,500	034213040676	Yarn	2,280,000
034214040637	Yarn	2,340,000	034213040679	Yarn	2,640,000
034214040643	Yarn	4,680,000	034213040714	Yarn	2,704,000
034214040664	Yarn	1,755,000	034213040715	Yarn	4,568,000
034214040666	Yarn	2,340,000	034213040809	Yarn	4,968,000
034214040691	Yarn	1,755,000	034213040888	Yarn	1,132,000
034214040717	Yarn	1,638,000	034213040939	Yarn	1,824,000
034214040719	Yarn	3,393,000	034213040950	Yarn	2,920,000
034214040749	Yarn	432,120	034213040957	Yarn	1,526,400
034214040756	Yarn	585,000	034213040958	Yarn	1,243,840
034214040766	Yarn	1,033,500	034213040968	Yarn	1,017,600
034214040768	Yarn	1,072,500	034213041004	Yarn	5,048,000
034214040110	Yarn	2,847,000	034213040429	Yarn	2,880,000
034214040274	Yarn	8,541,000	034213040432	Yarn	2,880,000
034214040375	Yarn	1,014,000	034213040439	Yarn	21,102,000
034214040393	Yarn	4,056,000	034213040458	Yarn	2,160,000
034214040408	Yarn	2,028,000	034213040521	Yarn	1,820,000
034214040410	Yarn	709,800	034213040569	Yarn	2,160,000
034214040423	Yarn	811,200	034213040689	Yarn	3,000,000
034214040424	Yarn	1,363,830	034213040742	Yarn	4,400,000
034214040450	Yarn	1,809,600	034213040810	Yarn	7,700,000
034214040484	Yarn	2,847,000	034213040822	Yarn	2,880,000
034214040512	Yarn	2,847,000	034213040857	Yarn	2,960,000
034214040513	Yarn	1,392,300	034213040860	Yarn	6,370,000
034214040514	Yarn	596,700	034213040861	Yarn	2,960,000
034214040527	Yarn	1,565,850	034213040900	Yarn	5,064,000
034214040528	Yarn	1,281,150	034213040907	Yarn	7,320,000
034214040530	Yarn	2,808,000	034213040908	Yarn	1,480,000
034214040561	Yarn	1,950,000	034213040938	Yarn	3,000,000
034214040582	Yarn	1,909,050	034213040949	Yarn	1,480,000
034214040692	Yarn	737,100	034213040969	Yarn	2,960,000
034214040693	Yarn	737,100	034213040983	Yarn	2,920,000
034214040694	Yarn	982,800	034213041005	Yarn	2,920,000
034214040746	Yarn	2,808,000	034213040124	Yarn	199,276
034214040767	Yarn	1,989,000	034213040551	Yarn	3,000,000
034214040797	Yarn	689,130	034213040568	Yarn	2,160,000
034214040798	Yarn	936,000	034213040570	Yarn	2,370,000
034214040799	Yarn	507,000	034213040605	Yarn	2,960,000
034214040803	Yarn	1,618,110	034213040633	Yarn	2,960,000
034214040273	Yarn	2,258,100	034213040662	Yarn	4,368,000
034214040411	Yarn	1,569,750	034213040677	Yarn	1,204,000
034214040469	Yarn	858,390	034213040716	Yarn	2,224,000
034214040499	Yarn	2,485,080	034213040740	Yarn	1,860,000
034214040522	Yarn	2,761,200	034213040811	Yarn	2,184,000
034214060154	Spare Parts	2,076,360	034213041006	Yarn	2,120,000
034214040794	Chemical	672,720	034213040610	Yarn	40,930,332
034214060143	Chemical	2,275,416	034213040609	Yarn	1,200,000
034214060144	Grey Fabrics	5,179,200	034213060207	Spare Parts	2,280,000
034214040626	Yarn	2,425,800	034213060174	Spare Parts	2,265,600
034214040567	Yarn	10,491,000	034213060436	Yarn	5,924,000
			03421300632	Yarn	2,640,000
			034213040786	Yarn	6,928,000
			034213040437	Yarn	2,872,000
			034213990005	Chemical	1,373,907
Total		258,373,618	Total		363,733,171

b For Capital Expenditure

Particulars	31-Dec-2014 Taka	31-Dec-2013 Taka
Billal Borring & Engineering Works	-	14,000
IT Configure Systems Limited	88,200	168,200
Monir Brothers	143,619	54,023
Al-Amin Trading	312,401	71,644
Galaxy Enterprise	1,212,500	1,687,779
Mitali Agencies(Gas)	(100,000)	-
Nasir Brothers	38,328	282,528
Navana CNG Limited	18,000	-
Power Line Computer	28,530	52,600
The Simco Refrigeration	(44,200)	18,000
Total Machinery & Chemcial Suppliers	3,000	3,000
Wuxi Jinzeng Tex Machinery Co	14,976	20,137,005
Benevolent Textile Services	41,713	658,114
Computer Source	-	195,000
Diamond Cement Mills Limited	5,341,139	5,200,124
Juki Bangladesh Limited	-	6,456,136
Total	7,098,206	34,998,153

There is no related party transaction included in capital expenditure except the following:

Diamond Cement Mills Limited

5,341,139	5,200,124
5,341,139	5,200,124

c For Revenue Expenditure

Agrani Hardware	31,415	116,613
Abir Motors	55,266	-
Azad Trading	106,119	282,469
Azam Trading Corporation	21,990	-
B-Amin & Sons	128,261	504,594
Bangladesh Cables Suppliers	276,174	-
Bangladesh Suppliers	740	-
BMC Thread & Crafts	36,658	36,658
BRB Chemical	500	500
Chistia Engineering & Co	-	9,600
Chistia Traders	35,785	35,785
Chittagong Lime Suppliers	48,000	-
Chowdhury Motors	56,800	520
Colour Cube	74,205	-
Delcot Limited	65,083	6,239
Eastern Motors Limited	274,800	22,500
Foreign Cables Suppliers	3,990	-
Gousia Automobiles	3,200	-
Hasan Enterprise	-	16,430
J.B. Enterprise (Fire Extinguisher)	34,140	41,340
Liberty Tools & Mills Stores	240,905	648,145
Liton & Brothers	74,418	265,535
Loknath Dyes & Chemical	142,364	298,654
Maa Motors	20,210	-
Madina Machinery	36,300	210,575
Mahmood Enterprise	75,585	-
Meera Enterprise	9,410	281,360
Mekka Madina Hardware	-	14,930
Mitali Polythene Stores	867,456	790,998
Mitali Stone Pvt. Limited	99,474	349,436
Mizan Enterprise	123,053	-
Mr. Ali Akbar	(103,385)	545,808
A.K. Trading	132,600	385,850
Ali Hardware Stores	1,223,286	1,514,427
G.S. Traders	349,764	459,378
Khawja Stationery	60,841	-
Mishuk Electric Co	295,023	93,629
Ruma Store	10,740	18,290
Salam Enterprise	38,000	78,000
Shaibal Enterprise	359,057	528,068
Multi System Solution	123,100	-
Nasir Iron Mart	114,855	-
NPL Enterprise	394,538	196,338
Pacific Chemitrade Co.	28,500	14,250
Paradise Cables Limited	-	100,470
Popular Bearing	66,737	356,863
Rashed & Brothers	42,372	122,372
Rupa Flywood Centre	-	93,220
Scientific & Surgical Mart	22,500	53,080
Shah Amanat Traders	78,033	37,720
Shah Jalal Machinery	269,520	973,370
S.H.B. Trading	74,014	285,201
Shohel & Brothers	69,620	229,620
Shuruchi Tools Center	36,680	-
Siraj Stationery	75,421	-
S.R. Machinery	31,700	-
Star Trade Line	12,200	73,800
A3 Color Chem Limited	192,640	192,640
A.A.Enterprise	345,000	-
AAMara Network	137,094	8,004
Abedin Enterprise	77,580	-
Abser & Elias Enterprise Limited	159,857	92,482
A.H. Fabrics & Sizing Mills Limited	15,862	15,862
Ajmeer Engineering Workshop	856,148	856,148
Alam Battery House	28,100	-
Al- Sheikh Textile Services	190,215	164,965
Arafat Enterprise	175,590	-
Arif Store	9,760	-

Atlantic Traders	995,971	-
Avenue Trade & Engineering Ltd	197,200	-
Automation Engineering & Controls	-	77,998
Auto Tech Engineers	-	6,500
Azad Engineering Workshop	368,601	368,601
Bangladesh Office Equipment	2,300	2,300
Bangladesh Trade Syndicate	362,517	306,320
Bangla Trac Limited	477,663	20,219
BASF Bangladesh Limited	13,313	13,313
BD Jobs.Com	114	-
Be Fresh	735,373	104,000
Belal Motors	1,500	-
Bonanza	12,265	45,240
Brightex Washing Plant	25,090	54,210
Bureau Veritas Consumer Products Services Ltd	23,248	11,892
Car Cold & AC Service Centre	16,000	15,500
Cars Auto Electric & AC Service	45,350	45,350
Chandina Engineering Workshop	4,000	-
Chemitec	330,600	149,800
Chittagong Tools Centre	29,112	-
DHL Worldwide Express Bd Limited	172,308	343,133
East West Linker	4,565,989	746,449
Elias & Brothers	209,600	46,400
Embroidery Veiv	2,408	2,408
E-Tech Limited	993,415	107,440
Euro International	16,000	-
Excelior Express	9,000	-
Famous Computer	7,700	-
FS Bearing House	175,120	-
Genuine Motors	6,000	-
GH Prints	438,965	-
Gias Enterprise	10,900	-
Grihayan Ltd	25,000	-
H.Ali Mills Store	1,425	-
Fahim Electronics Gallary	-	3,500
Habib Sons	-	96,560
Harmony Auto Research Engineering	24,118	132,848
Ichamoti Engineering	17,170	17,170
Image Settings	8,705	2,639
In Between	110,000	280,410
Intercon Fabrics	35,480	35,480
Kuster Textile GMBH	102,467	-
International Office Machine Limited	104,400	24,600
Irika Enterprise	146,894	-
ITS Lab Test Bangladesh Limited	48,703	11,199
Sky Net World Wide Express	22,144	-
Jamuna Bearing House	7,000	-
Jahan Textile	2,348	-
Jamuna Trading Company Limited	246,297	735,933
Janata Electric Store	11,125	-
Johadia Paribahan Sangtha	1,208,900	-
J. International Chemicals	-	8,000
J.K.Constructions	102,692	102,692
Juthi Enterprise	31,595	68,890
Kamaphully Insurance Co. Ltd	2,462	-
Kazi Engineering Workshop	4,450	-
Kawsar Engineering & Technologist	-	56,794
Maf Newsprint Mills Limited	109,081	109,081
Latex Limited	292,103	362,976
Mac Textile Limited	8,588	573,130
Mamata Traders	220,850	-
Ma Moni Gas Weilding	800	-
Madina Machinerics	-	133,600
Magnus Textile Services Limited	80,607	218,160
Memory Textile Mills Limited	1,835	1,835
Mark Engineering	57,946	-
Meem Electronics	1,660	-
Mithila Textile	(41,880)	1,023,434
MJL Bangladesh Ltd	(840)	-
Mohammadia Pipe House	3,465	-
Mohammad Siddique	41,498	-
Mitali Agencies	50,726	-
Moly Enterprise	84,696	28,003
MRF Trading Co. Ltd	11,600	-
Adfia Fabrics	2,563	2,678
Al-Amin Engineering Works	-	118,638
Al-Amin Motors	8	8
Al-Madina Engineering Works	-	21,500
Anowara Fabrics	-	54
Bayezid Enterprise	2,800	2,800
Famous Engineering Workshop	140,446	140,446
H.M. Hero Chemicals	340,445	381,025
Hoque Engineering Works	65,000	80,000
Ibrahim Kadri Enterprise	143,050	123,100
Kamaphully Traders	40,000	40,000
Kazi Engineering Workshop	-	133,300
Kimia Fabrics	22,058	182,300
D.N. Fabrics	2,539	2,539
K.H. Associates	193,842	416,501
Enam Enterprise	-	84,675
Khurshed Alam Enterprise	115,000	115,000
Mabia Engineering Workshop	173,320	173,320
M.H. Engineering Works	82,663	-
Mohanagar Materials Stores	2,280	2,280
Saifuddin Brothers	41,193	126,712

Saima Refrigeration Works	43,360	30,000
Sekandar Steel Mart	6,500	6,500
Shameen Read Shop	151,893	103,385
S.R. Enterprise	203,480	111,370
Multi Trade	860,000	-
My Maa International	91,972	-
Nannu Textile Mills Limited	(200,000)	-
Multi Steel Custing Unit 02	-	108,260
National Engineering & Rubber Works	138,955	312,133
National Trading	2,665	-
New Look International	35,700	471,700
Nobi Beding Cloth Store	-	-
Noman Hometextile Mills Limited	(3,938)	(3,938)
Noman Textile Mills Limited	(70,955)	(70,955)
Nongar Ad Firm	-	19,206
Onib Textile	20,649	20,649
Padma Weaving Limited	(519)	-
Peoples Mills Store	(200)	-
Quality Tools & Mills Store	12,000	-
Rahim Transport	31,900	30,000
Prativa Transport	-	16,450
Rahima Afroz Distribution Ltd	-	69,680
Rainbow Express Parcel Services Limited	214,337	658,679
Rajdhani Associate	20,401	-
Rashid Enterprise	32,500	-
Ritz Textile	10,463	10,463
R.M.International	116,890	34,650
RM System Ltd	-	72,000
R.R. Cargo Services	5,741	910,000
RQS Automobiles	64,400	16,700
Rupali Cargo Services Ltd	5,200	47,093
Sabah Car Decoration	4,400	4,400
Sabur Engineering Works	60,000	7,000
S. Alam Engineering Works	24,079	144,079
Satata Refregeration Suppliers	13,460	-
Swapan Engineering Works	71,846	79,300
SGS Bangladesh Limited	80,588	-
Shawon Paribahan	23,150	-
Shah Majidia Food Products	3,104	144,770
Shah Samiuddin Faruki Motors Works	-	23,389
Sharif Enterprise	-	399,000
S.K. Marine	-	40,000
Shore to Shore BD Limited	18,458	-
Spark International	20,700	-
S.R. Corporation	(5,200)	-
S.R. Enterprise	7,925	-
Star Lucky Store	3,300	-
Swadesh Auto Limited	5,980	5,980
System Control	100,953	120,953
Tajarat Trade Corporation	39,500	-
Taj Traders Pvt. Ltd	747,170	-
Taj Surgical Mart	-	192,000
Tania Transport Agency	377,470	1,159,190
Tex Concern	188,100	162,700
Texeem Engineering	10,000	10,000
Titu Thai Alluminium	91,539	-
Two Star Engineering Workshop	9,750	21,650
Tower Inn International	-	7,965
Universal Rubber Works	4,800	-
United Trade Centre	232,000	-
Universal Linkers	(2,000,000)	(2,000,000)
Uttara Digi Key	-	36,320
VTS	11,810	11,810
Zamson & Co	-	1,000,000
Ahala Printers	337,454	324,121
Akter Metal	589,299	367,884
Alliance Bedware Ltd	-	67,629
Alpha Printing & Packaging	888,745	1,043,134
Box Maker	24,585	980,947
Brota Packages	1,593	1,593
Choose Accessories Ltd	3,285,731	338,424
Coats Bangladesh Ltd	248,513	657,604
Corrg. Sheet Packaging Industries Ltd	134,125	-
Farmin Poly & Packaging Ltd	139,408	-
High Speed Packaging & Accessories Limited	26,294	26,294
Home tex Accessories	85,608	101,554
HRM Accessories Ltd	2,407,295	716,288
Jans Elastica	10,979	-
Mim Accessories	3,909,996	1,466,172
J.S. International	347,481	-
Nanziba Accessories	7	7
Poly Zone	36,750	36,750
Packman Bangladesh Limited	-	244,671
Samuda Chemical Complex Limited	-	129,193
Prime Paper Converting & Packaging Industries	1,007,038	-
QNS Industries Ltd	668,578	861,072
Rajdhani Associates	-	20,401
Regal Poly Packaging Limited	39,104	351,104
Rising Poly Limited	-	-
Royal Tech Bangladesh Limited	37,429	37,429
Sham Pack Limited	6	-
Sea Mark	358,596	346,858
Shams Accessories	129,463	-
Star Plastic Co.	50	50
Touch Pack Limited	1,116,961	567,494

Touch Paper Products	245,762	184,641
UP Thread Industries	67,247	55,200
AAM Trading	14,906	558,906
A.N. Textile Services		264,000
Colors Collection	237,500	270,000
Swiss Color Limited	34,250	34,250
Dysing Chem Corporation	32,401	526,750
J.B. Enterprise	975,300	881,600
Matex Bangladesh Limited	49,500	-
Shaha International	435,000	435,000
Ashik Composit Textile Mills Ltd	1,706,250	-
Mahmud Denim Limited	59,600	59,600
Naheed Composit Textile Limited	16,040,876	4,019,471
Thermax Textile Mills Ltd	989,006	-
Regent Spinning Mills Limited	1,812,641	537,072
Square Textile Mills Limited	16,311,356	1,016,686
Total	80,517,761	42,137,998

There is no related party transaction included in Revenue Expenditure except the following:

Regent Spinning Mills Limited	1,812,641	537,072
Habib Sons	-	96,560
	1,812,641	633,632

Step-1 (Applicant)

1. An applicant for public issue of securities shall submit application/buy instruction to the Stockbroker/Merchant Banker where the applicant maintains customer account, within the cut-off date (i.e. the subscription closing date), which shall be the **25th (twenty fifth) working day** from the date of publication of abridged version of prospectus.
2. The application/buy instruction may be submitted in prescribed paper or electronic form, which shall contain the Customer ID, Name, BO Account Number, Number of Securities applied for, Total Amount and Category of the Applicant. At the same time:
 - a. Other than non-resident Bangladeshi (NRB) and Foreign applicants shall make the application money and service charge available in respective customer account maintained with the Stockbroker/Merchant Banker. No margin facility, advance or deferred payment is permissible for this purpose. In case the application is made through a margin account, the application money shall be deposited separately and the Stockbroker/Merchant Banker shall keep the amount segregated from the margin account, which shall be refundable to the applicant, if become unsuccessful.
 - b. Non-resident Bangladeshi (NRB) and Foreign applicants shall submit bank drafts (FDD), issued in favor of the Issuer for an amount equivalent to the application money, with their application to the concerned Stockbroker/Merchant Banker. A Non-resident Bangladeshi (NRB) and Foreign applicant may also submit a single draft against 02(two) applications made by him/her, i.e. one in his/her own name and the other jointly with another person. The draft (FDD) shall be issued by the Bank where the applicant maintains NITA/Foreign Currency account debiting the same account. No banker shall issue more than two drafts from any NITA/Foreign Currency account for any public issue. At the same time, the applicant shall make the service charge available in respective customer account maintained with the Stockbroker/Merchant Banker.

Step-2 (Intermediary)

3. The Stockbroker/Merchant Banker shall maintain a separate bank account only for this purpose namely "Public Issue Application Account". The Stockbroker/Merchant Banker shall:
 - a. post the amount separately in the customer account (other than NRB and Foreign applicants), and upon availability of fund, block the amount equivalent to the application money;
 - b. accumulate all the application/buy instructions received up to the cut-off date, deposit the amount in the "Public Issue Application Account" maintained with its bank within the first banking hour of next working day of the cut-off date. In case of application submitted by the Stock-dealer or the Merchant Banker's own portfolio, the application amount should also be transferred to the "Public Issue Application Account";
 - c. instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard.
4. Banker of the Stockbroker/Merchant Banker shall block the account as requested for, issue a certificate confirming the same and handover it to the respective Stockbroker/Merchant Banker.
5. For Non-resident Bangladeshi (NRB) and Foreign applicants, the Stockbroker/Merchant Banker shall prepare a list containing the draft information against the respective applicant's particulars.
6. The Stockbroker/Merchant Banker shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and Number of Securities applied for, and **within 03 (three) working days** from the cut-off date, send to the respective Exchange, the lists of applicants in electronic (text format with tilde '~' separator) format, the certificate(s) issued by its banker, the drafts received from Non-resident Bangladeshi (NRB) and Foreign applicants and a copy of the list containing the draft information.
7. **On the next working day**, the Exchanges shall provide the Issuer with the information received from the Stockbroker/Merchant Bankers, the drafts submitted by Non-resident Bangladeshi (NRB) and Foreign applicants and the list containing the draft information. Exchanges shall verify and preserve the bankers' certificates in their custody.
8. The application/buy instructions shall be preserved by the Stockbroker/Merchant Bankers up to 6 months from listing of the securities with exchange.

Step-3 (Issuer)

9. The Issuer shall prepare consolidated list of the applications and send the applicants' BOIDs in electronic (text) format in a CDRom to CDBL for verification. The Issuer shall post the consolidated list

of applicants on its website and websites of the Exchanges. CDBL shall verify the BOIDs as to whether the BO accounts of the applicants are active or not.

10. **On the next working day**, CDBL shall provide the Issuer with an updated database of the applicants containing BO Account Number, Name, Addresses, Parents' Name, Joint Account and Bank Account information along with the verification report.
11. After receiving verification report and information from CDBL, the Issuer shall scrutinize the applications, prepare category wise consolidated lists of valid and invalid applications and submit report of final status of subscription to the Commission and the Exchanges **within 10 (ten) working days** from the date of receiving information from the Exchanges.
12. The Issuer and the issue manager shall conduct category wise lottery with the valid applications **within 03 (three) working days** from the date of reporting to the Commission and the Exchanges, if do not receive any observation from the Commission or the Exchanges.
13. The Issuer and issue manager shall arrange posting the lottery result on their websites within **06 (six) hours** and on the websites of the Commission and Exchanges within **12 (twelve) hours** of lottery.
14. Within **02 (two) working days** of conducting lottery, the Issuer shall:
 - a. send category wise lists of the successful and unsuccessful applicants in electronic (text format with tilde '~' separator) format to the respective Exchange.
 - b. send category wise lists of unsuccessful applicants who are subject to penal provisions as per conditions of the Consent Letter issued by the Commission in electronic (text format with tilde '~' separator) format to the Commission and Exchanges mentioning the penalty amount against each applicant.
 - c. issue allotment letters in the names of successful applicants in electronic format with digital signatures and send those to respective Exchange in electronic form.
 - d. send consolidated allotment data (BOID and number of securities) in electronic text format in a CDROM to CDBL to credit the allotted shares to the respective BO accounts.

Step-4 (Intermediary)

15. **On the next working day**, Exchanges shall distribute the information and allotment letters to the Stockbroker/Merchant Bankers concerned in electronic format and instruct them to:
 - a) remit the amount of successful (other than NRB and Foreign) applicants to the Issuer's respective Escrow Account opened for subscription purpose, and unblock the amount of unsuccessful applicants;
 - b) send the penalty amount of other than NRB and Foreign applicants who are subject to penal provisions to the Issuer's respective Escrow Accounts along with a list and unblock the balance application money;
16. **On the next working day** of receiving the documents from the Exchanges, the Stockbrokers/Merchant Banker shall request its banker to:
 - a) release the amount blocked for unsuccessful (other than NRB and foreign) applicants;
 - b) remit the aggregate amount of successful applicants and the penalty amount of unsuccessful applicants (other than NRB and foreign) who are subject to penal provisions to the respective 'Escrow' accounts of the Issuer opened for subscription purpose.
17. **On the next working day** of receiving request from the Stockbrokers/Merchant Bankers, their bankers shall unblock the amount blocked in the account(s) and remit the amount as requested for to the Issuer's 'Escrow' account.
18. **Simultaneously**, the stockbrokers/Merchant Bankers shall release the application money blocked in the customer accounts; inform the successful applicants about allotment of securities and the unsuccessful applicants about releasing their blocked amounts and send documents to the Exchange evidencing details of the remittances made to the respective 'Escrow' accounts of the Issuer. The unblocked amounts of unsuccessful applicants shall be placed as per their instructions. The Stockbroker/Merchant Banker shall be entitled to recover the withdrawal charges, if any, from the applicant who wants to withdraw the application money, up to an amount of Tk.5.00 (five) per withdrawal.
19. All drafts submitted by NRB or Foreign applicants shall be deposited in the Issuer's respective 'Escrow' accounts and refund shall be made by the Issuer by refund warrants through concerned stockbroker or merchant banker or transfer to the applicant's bank account through banking channel within 10 (ten) working days from the date of lottery.

Miscellaneous:

20. The Issuer, Issue manager(s), Stockbrokers and Merchant Bankers shall ensure compliance of the above.
21. The bank drafts (FDD) shall be issued considering TT Clean exchange rate of Sonali Bank Ltd. on the date of publication of abridged version of prospectus.
22. Amount deposited and blocked in the "Public Issue Application Account" shall not be withdrawn or transferred during the blocking period. Amount deposited by the applicants shall not be used by the Stockbrokers/Merchant Bankers for any purpose other than public issue application.
23. The Issuer shall pay the costs related to data transmission, if claimed by the Exchange concerned up to an amount of Tk.2,00,000.00 (taka two lac) for a public issue.
24. The Stockbroker/Merchant Bankers shall be entitled to a service charge of Tk.5.00 (taka five) only per application irrespective of the amount or category. The service charge shall be paid by the applicant at the time of submitting application.
25. The Stockbroker/Merchant Banker shall provide the Issuer with a statement of the remittance and drafts sent.
26. The Issuer shall accumulate the penalty amount recovered and send it to the Commission through a bank draft/payment order issued in favor of the Bangladesh Securities and Exchange Commission.
27. The concerned Exchange are authorized to settle any complaints and take necessary actions against any Stockbroker/Merchant Banker in case of violation of any provision of the public issue application process with intimation to the Commission.

LIST OF THE STOCKBROKERS / MERCHANT BANKERS TO RECEIVE IPO APPLICATION

DSE STOCKBROKERS			DSE STOCKBROKERS			DSE STOCKBROKERS		
SL. No	Name of TREC Holder Companies	TREC	SL. No	Name of TREC Holder Companies	TREC	SL. No	Name of TREC Holder Companies	TRE C
1	A B Ispahani Securities Ltd.	001	80	MAM Securities Ltd.	086	159	Tobarrak Securities Ltd.	172
2	S & H Equities Ltd.	002	81	Farida Raquib Securities Ltd.	087	160	Hazrat Amanat Shah Securities Ltd.	173
3	Shyamol Equity Management Ltd.	003	82	Asia Securities Ltd.	088	161	T. A. Khan Securities Co. Ltd.	174
4	Phoenix Securities Limited	004	83	Uniroyal Securities Ltd.	089	162	BLI Securities Limited.	175
5	Harun Securities Ltd.	005	84	Md. Fakhru'l Islam Securities Ltd.	090	163	Peoples Equities Ltd.	176
6	A. K. Khan Securities Ltd.	006	85	Md. Shahidullah Securities Ltd.	091	164	Anchor Securities Limited	177
7	Apex Investment Limited	007	86	Al-Haj Securities & Stocks Ltd.	093	165	Beximco Securities Limited.	178
8	Crest Securities Ltd.	008	87	SIBL Securities Ltd.	094	166	JKC Securities Ltd.	179
9	International Leasing Securities Limited	009	88	Salta Capital Ltd.	095	167	Commerce Bank Securities and Investment Ltd.	180
10	Khwaja Equity Services Limited	010	89	Jamal Ahmed Securities Ltd.	097	168	UCB Capital Management Limited	181
11	BRAC EPL STOCK BROKERAGE LTD.	011	90	Dhanmondi Securities Ltd.	098	169	Nur-E-Alam Siddique & Company Ltd.	182
12	Pasha Capital Ltd.	012	91	Country Stock (Bangladesh) Ltd.	099	170	C-Maart Securities Limited.	183
13	MAH Securities Ltd.	013	92	ARC Securities Ltd.	100	171	Razzak Securities Ltd.	184
14	DMR Securities Services Ltd.	014	93	Dayton Holdings Ltd.	101	172	Delta Capital Limited.	185
15	ACE Capital Management Services Ltd.	016	94	Howlader Equity Services Ltd.	102	173	G M F Securities Ltd.	186
16	Adil Securities Limited	017	95	Prime Islami Securities Ltd.	104	174	Habibur Rahman Securities Ltd.	187
17	Greenland Equities Ltd.	018	96	Ali Securities Co. Ltd.	105	175	Globe Securities Limited.	189
18	Azam Securities Limited	019	97	Island Securities Ltd.	106	176	Salam & Company Ltd.	190
19	BDBL Securities Ltd.	020	98	Islami Bank Securities Ltd.	107	177	Eminent Securities Limited	191
20	Royal Capital Ltd.	021	99	Remons Investment & Securities Ltd.	108	178	IFIC Securities Ltd.	192
21	A. R. Chowdhury Securities Ltd.	022	100	Unique Share Management Ltd.	109	179	DBL Securities Limited	193
22	Ershad Securities Ltd.	023	101	EtiHAD Securities Ltd.	110	180	Parkway Securities Limited	194
23	Vision Capital Management Ltd.	024	102	Surma Securities Holding Co. Ltd.	111	181	Jahan Securities Ltd.	195
24	Arena Securities Ltd.	025	103	Nouvelle Securities Ltd.	112	182	M & Z Securities Ltd.	196
25	EBL Securities Limited.	026	104	CMSL Securities Limited.	113	183	MTB Securities Ltd.	197
26	SAR Securities Ltd.	027	105	Ahmed Iqbal Hasan Securities Ltd.	114	184	Coast To Coast Securities Ltd.	198
27	Sadeque Finance Management Ltd	028	106	Nabiul Karim Securities Ltd.	115	185	Stock & Bond Limited.	199
28	Kazi Firoz Rashid Securities Ltd.	029	107	Murshed Securities Ltd.	116	186	Total Communication Ltd.	200
29	BD Finance Securities Ltd.	030	108	A N F Management Company Ltd.	117	187	AB Securities Ltd.	201
30	ETBL Securities & Exchange Ltd.	031	109	Saad Securities Ltd.	118	188	Prilink Securities Ltd.	202
31	Bulbul Securities Ltd.	032	110	Dragon Securities Ltd.	119	189	NBL Securities Limited	203
32	Ibrahim Securities Ltd.	033	111	Sheltech Brokerage Limited	120	190	Synthia Securities Ltd.	204
33	B & B Enterprise Limited	034	112	SCL Securities Limited.	121	191	A. M. Securities & Financial Services Ltd.	205
34	Rashid Investment Services Ltd.	035	113	K-Securities and consultants Ltd	122	192	Modern Equity Limited	206
35	Daulatunnessa Equities Limited.	037	114	Shahed Securities Limited	123	193	United Enterprises & Co. Ltd.	207
36	Quayum Securities Ltd.	038	115	A. B. S. Safdar & Co. Ltd.	124	194	Oshadhi Securities Ltd.	208
37	Shahiq Securities Ltd.	039	116	Rose Securities Ltd.	125	195	Mondol Securities Ltd.	209
38	Haji Ahmad Brothers Securities Ltd.	041	117	Dynamic Securities Consultants Ltd.	126	196	Wifang Securities Ltd.	210
39	Rapid Securities Ltd.	042	118	Doha Securities Ltd.	127	197	AD Holdings Limited	213
40	AB & Co. Ltd.	043	119	R N I Securities Ltd.	128	198	Pubali Bank Securities Limited.	214
41	M-Securities Ltd.	044	120	ICB Securities Trading Company Limited.	129	199	Mika Securities Ltd.	215
42	Federal Securities And Investment Limited.	045	121	Thea Securities Ltd.	130	200	Sharp Securities Limited	216
43	SAHCO Securities Ltd.	046	122	Harpoon Securities Ltd.	131	201	Rasti Securities Consultant Ltd.	217
44	Khurshid Securities Ltd.	047	123	LankaBangla Securities Ltd.	132	202	Nexus Securities Limited	218
45	Aries Securities Ltd.	048	124	DSPM Securities Ltd	133	203	Prime Bank Securities Ltd	219
46	Al-Muntaha Trading Co. Ltd.	049	125	Moshihor Securities Ltd.	134	204	BRB Securities Ltd.	220
47	Imtiyaz Husain Securities Ltd.	050	126	Kazi Equities Limited	135	205	Treasure Securities Limited	221
48	S B Securities Ltd.	051	127	SECURITIES BROKING & MANAGEMENT SERVICES LTD.	136	206	A. L. Securities Ltd.	222
49	M. Zubair Securities Ltd.	052	128	Alliance Securities & Management Ltd.	137	207	Mirror Financial Management Ltd	223
50	Mian Abdur Rashid Securities Limited	053	129	Al-Haja Jahanara Securities Ltd.	138	208	Mercantile Bank Securities Limited	224
51	UGC SECURITIES LTD.	054	130	ALOCO Securities Ltd.	139	209	SHOHRAB SECURITIES & TRADE LTD.	225
52	Transcon Securities Limited	055	131	Hedayetullah Securities Ltd.	140	210	Fareast Stocks & Bonds Ltd.	226
53	Alpha Equities Ltd.	056	132	Midway Securities Ltd.	142	211	United Financial Trading Co. Ltd	227
54	Hasan Securities Ltd.	057	133	K.H.B. Securities Ltd.	143	212	Conmark Limited	228
55	IDLC Securities Ltd.	058	134	City Brokerage Limited	145	213	Modern Securities Ltd.	229
56	Green Delta Securities Ltd.	059	135	Cosmopolitan Traders (Pvt) Ltd.	146	214	Expo Traders Ltd.	230
57	Global Securities Ltd.	060	136	Fortune Securities (PVT) Ltd.	147	215	Akij Securities Ltd.	231
58	NCCB Securities and Financial Services Ltd	061	137	Joytun Securities Intl. Ltd.	148	216	Popular Life Insurance Company Ltd.	232
59	Reliance Brokerage Services Ltd.	062	138	Shakil Rizvi Stock Limited	149	217	Shahjalal Islami Bank Securities Ltd.	233
60	Banco Securities Limited	063	139	AHC Securities Limited	151	218	AIBL Capital Market Services Ltd.	234
61	Shahjahan Securities Ltd.	064	140	Bangladesh Shilpa Bank (BSB)	152	219	PHP Stocks & Securities Ltd.	235
62	ASENZ Securities Ltd.	065	141	Bali Securities Ltd.	153	220	Premier Bank Securities Ltd.	236
63	E- Securities Ltd.	066	142	Indicate Securities Consultants Ltd.	154	221	Bank Asia Securities Limited	237
64	Sinha Securities Ltd.	067	143	EMES Securities Ltd.	155	222	IIDFC Securities Limited	238
65	Popular Equities Limited	068	144	Standard Bank Securities Ltd.	156	223	Dhaka Securities Ltd	239
66	Mohammad Talha & Co. Ltd.	069	145	Gateway Equity Resources Ltd.	157	224	A N W Securities Ltd.	240
67	First Capital Securities Ltd.	070	146	Investment Promotion Service Ltd.	158	225	One Securities Ltd.	241
68	SBC Securities & Investment Ltd.	071	147	Peace Securities Ltd	159	226	Trust Bank Securities Ltd.	242
69	H R Securities & Investment Ltd.	072	148	Anwar Securities Ltd.	160	227	DLIC Securities Ltd.	243
70	Prudential Securities Limited	073	149	Trustee Securities Ltd.	162	228	NLI Securities Limited	244
71	HAC Securities Ltd.	074	150	SES Company Limited.	163	229	Meghna Life Securities and Investment Ltd	245
72	Multi Securities & Services Limited	075	151	Mona Financial Consultancy & Securities Ltd.	164	230	Rupali Bank Securities Ltd.	246
73	Square Securities Management Ltd.	076	152	Haji Mohammad Ali Securities Ltd.	165	231	BD Sunlife Securities Ltd.	248
74	Royal Green Securities Limited.	077	153	Times Securities Limited	166	232	Sterling Stocks & Securities Ltd.	249
75	R. N. Trading Limited.	078	154	Khurshid Alam Securities Ltd.	167	233	Uttara Bank Securities Ltd.	250
76	PFI Securities Limited.	079	155	Subvalley Securities Ltd.	168			
77	Latif Securities Limited	080	156	Merchant Securities Limited.	169			
78	Tamha Securities Limited	081	157	Fareast Islami Securities Ltd.	170			
79	Desa Securities Limited	085	158	Shah Mohammad Sagir & Co. Ltd	171			

CSE STOCKBROKERS			CSE STOCKBROKERS			MERCHANT BANKERS		
Sl. No	Name of TREC Holder Companies	TREC	Sl. No	Name of TREC Holder Companies	TREC	Sl. No	Merchant Banker Name	M. Bank Sl. No.
1	Alpha Securities Ltd.	001	77	EIC Securities Ltd.	098	1	AAA Finance & Investment Limited.	03-001
2	ISPI Securities Ltd.	002	78	Ten Stars (Pvt.) Ltd.	100	2	AB Investment Limited	03-002
3	Meenhar Securities Ltd.	003	79	Secure Capital Limited	020	3	AFC Capital Ltd.	03-003
4	South Asia Securities Ltd.	004	80	Mona Financial Consultancy & Securities Ltd.	103	4	AIBL Capital Management Ltd.	03-004
5	Island Securities Ltd.	005	81	Jalalabad Securities Ltd.	104	5	Alpha Capital Management Ltd.	03-005
6	Chittagong Capital Ltd.	006	82	Pubali Bank Securities Ltd.	105	6	BD Finance Capital Holdings Limited	03-006
7	British Bengal Securities Ltd.	008	83	N.C. Securities Ltd.	107	7	BLI Capital Limited	03-007
8	Saya Securities Ltd.	010	84	Moharam Securities Ltd.	108	8	BMSL Investment Ltd.	03-008
9	First Capital Securities Ltd.	011	85	Sanmar Capital Management Ltd.	109	9	BRAC EPL Investments Limited	03-009
10	BRAC EPL Stock Brokerage Ltd.	013	86	Starport Securities Ltd.	110	10	City Bank Capital Resources Ltd.	03-010
11	Stock & Security Linkway Ltd.	014	87	Lotus Shares & Securities Ltd.	112	11	EBL Investments Ltd.	03-011
12	UCB Capital Management Limited.	015	88	Cordial Securities Ltd.	113	12	EC Securities Limited	03-012
13	Adams Securities Ltd.	016	89	Hassan Shares & Securities Ltd.	114	13	EXIM Islami Investment Ltd.	03-013
14	North West Securities Ltd.	019	90	Vantage Securities Ltd.	115	14	FAS Capital Management Ltd.	03-014
15	EBL Securities Ltd.	021	91	Megacity Securities Ltd.	116	15	First Securities Services Ltd.	03-015
16	Salta Capital Ltd.	022	92	Hallmark Securities Ltd.	117	16	First Security Islami Capital & Investments Ltd.	03-016
17	Azim Securities Ltd.	023	93	IDLC Securities Ltd.	119	17	Grameen Capital Management Ltd.	03-017
18	Uttara Exchange & Securities Ltd.	024	94	Western Security Investment Mgt. Ltd.	120	18	Green Delta Capital Ltd.	03-018
19	Sylhet Metro City Securities Ltd.	025	95	Jesco Capital Management Ltd.	121	19	ICB Capital Management Ltd.	03-019
20	Be Rich Ltd.	027	96	Firstlead Securities Ltd.	122	20	IDLC Investments Ltd.	03-020
21	RAK Capital Ltd.	028	97	Far East Shares & Securities Ltd.	123	21	IIDFC Capital Ltd.	03-021
22	Nizams Shares & Securities Ltd.	029	98	S. N. Securities Ltd.	125	22	IL Capital Ltd.	03-022
23	JIC Securities Ltd.	030	99	Amin Securities & Consultants Ltd.	128	23	Imperial Capital Limited	03-023
24	PHP Stocks & Securities Ltd.	031	100	Muntaha Shares & Capital Ltd.	129	24	Jamuna Bank Capital Management Ltd.	03-024
25	A.A. Securities Ltd.	032	101	Green Delta Securities Ltd.	130	25	Janata Capital and Investment Ltd.	03-025
26	Synet Securities Ltd.	033	102	Phoenix Securities Ltd.	131	26	LankaBangla Investments Ltd.	03-026
27	Pioneer Shares & Securities Ltd.	034	103	NCCB Securities and Financial Services Ltd.	132	27	MTB Capital Ltd.	03-027
28	Vanguard Shares & Securities Ltd.	036	104	City Brokerage Ltd.	133	28	PLFS Investments Ltd.	03-028
29	Hillcity Securities Ltd.	037	105	Shahjalal Islami Bank Securities Ltd.	134	29	Prime Bank Investment Ltd.	03-029
30	S.R. Capital Ltd.	038	106	Popular Life Insurance Company Ltd.	135	30	Prime Finance Capital Management Ltd.	03-030
31	Base Capital Ltd.	040	107	Premier Leasing Securities Ltd.	136	31	Rupali Investment Ltd.	03-031
32	Remons Investment & Securities Ltd.	042	108	Fareast Stocks & Bonds Ltd.	138	32	SBL Capital Management Ltd.	03-032
33	United Financial Trading Co. Ltd.	043	109	AIBL Capital Market Services Ltd.	139	33	Sonali Investment Ltd.	03-033
34	3A & Company Ltd.	044	110	SIBL Securities Ltd.	142	34	Southeast Bank Capital Services Ltd.	03-034
35	ZATL Securities Ltd.	045	111	Prime Islami Securities Ltd.	145	35	Swadesh Investment Management Limited	03-035
36	Hefazatur Rahman & Co. Ltd.	046	112	Islami Bank Securities Ltd.	146	36	Trust Bank Investment Limited	03-036
37	Kishwar Security Investment Ltd.	047	113	Jamuna Bank Securities Ltd.	147	37	UniCap Investments Limited	03-037
38	Impel Shares & Securities Ltd.	049	114	One Securities Ltd.	148	38	Uttara Finance and Investment Ltd.	03-038
39	Mirpur Securities Ltd.	050				39	Agrani Equity & Investment Limited	03-039
40	E-Securities Ltd.	052				40	Banco Finance and Investment Limited	03-040
41	Royal Capital Ltd.	053				41	BetaOne Investments Limited	03-041
42	Habib Shares & Securities Ltd.	054				42	CAPM Advisory Limited	03-042
43	Prime Financial Consultants & Equities Ltd.	055				43	GSP Investments Limited	03-043
44	Kabir Securities Ltd.	056				44	RACE Portfolio & Issue Management Limited	03-044
45	Eastern Shares & Securities Ltd.	058				45	Royal Green Capital Market Limited	03-045
46	Reliance Securities Consultant Ltd.	059						
47	Chittagong Shares & Securities Ltd.	060						
48	CMSL Securities Ltd.	061						
49	Prudential Capital Ltd.	062						
50	Associated Capital Securities Ltd.	063						
51	Platinum Securities Ltd.	064						
52	Finvest Services Ltd.	066						
53	Super Shares & Securities Ltd.	067						
54	T.K. Shares & Securities Ltd.	069						
55	Ahmed Securities Services Ltd.	070						
56	Chowdhury Securities Ltd.	073						
57	Raja Securities Ltd.	074						
58	Sohel Securities Ltd.	076						
59	Century Securities Ltd.	079						
60	International Leasing Securities Limited	080						
61	DBL Securities Ltd.	081						
62	UniCap Securities Ltd.	082						
63	Abacus Securities Ltd.	083						
64	Skys Securities Ltd.	084						
65	Galaxy Capital Ltd.	085						
66	A M Securities and Financial Services Ltd.	086						
67	Purabi Securities Ltd.	087						
68	Reliance Brokerage Services Ltd.	088						
69	D.N. Securities Ltd.	089						
70	LankaBangla Securities Ltd.	091						
71	Square Securities Management Ltd.	092						
72	Holy City Securities Ltd.	093						
73	Inter Continental Securities Ltd.	094						
74	PFI Securities Ltd.	095						
75	International Securities Co. Ltd.	096						
76	Multi Securities & Services Ltd.	097						

শেয়ারবাজারে বিনিয়োগ ঝুঁকিপূর্ণ, জেনে ও বুঝে বিনিয়োগ করুন।

APPLICATION FOR PUBLIC ISSUE

Date:

Name of applicant	:															
Client Code	:															
BO ID No.	:															
Category of applicant	:															
Name of the Company	:															
Number of Shares	:	 Shares of Tk. each														
Total amount in Tk.	:															
Amount in word	:															

Applicants

Authorized Officer