‘‘পুঁজিবাজারে বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন”

“Investment in capital market involves certain degree of risks. The investors are required to read the prospectus and risk factors carefully, assess their own financial conditions and risk taking ability before making their investment decisions.”

PUBLIC OFFER OF 17,000,000 ORDINARY SHARES

OFFER PRICE TK. 10/- EACH AT PAR, TOTAL SIZE OF FUND TO BE RAISED TK. 170,000,000/-

OPENING DATE FOR SUBSCRIPTION: MAY 02, 2016

CLOSING DATE FOR SUBSCRIPTION: MAY 12, 2016

PROSPECTUS

OF

EVINCE TEXTILES LIMITED

MANAGER TO THE ISSUE

LANKABANGLA INVESTMENTS LIMITED

ISSUE DATE OF THE PROSPECTUS: APRIL 7, 2016

Preliminary Information and Declarations:

ISSUER COMPANY	CONTACT PERSON	CONTACT NUMBER
Evince Textiles Limited Lotus Kamal Tower-One (Level-12), 57, Joar Sahara C/A, Nikunja-2, New Airport Road, Dhaka-1229.	**Mr. Abu Kawser Majumder** Managing Director	Tel: +88-02-8961552-4 Fax: +88-02-8961941 e-mail: evince@evincebd.com website: www.evincetextiles.com

ISSUE MANAGER	CONTACT PERSON	CONTACT NUMBER
LankaBangla Investments Limited Eunoos Trade Center (Level - 21), 52-53, Dilkusha C/A, Dhaka - 1000	**Mr. Khandakar Kayes Hasan, CFA** Chief Executive Officer	Tel: +88 02 7122595 Fax: +88 02 7113585 e-mail: kayes@lankabangla-investments.com website: www.lankabangla-investments.com

UNDERWRITERS	CONTACT PERSON	CONTACT NUMBER
LankaBangla Investments Limited Eunoos Trade Center (Level - 21), 52-53, Dilkusha C/A, Dhaka - 1000	**Mr. Khandakar Kayes Hasan, CFA** Chief Executive Officer	Tel: +88 02 7122595 Fax: +88 02 7113585 e-mail: kayes@lankabangla-investments.com website: www.lankabangla-investments.com
Sonali Investment Limited Sara Tower (11^{th} Floor) 11/A, Toyenbee Circular Road Motijheel C/A, Dhaka-1000	**Mr. Surajit Kumar Saha** Chief Executive Officer (In Charge)	Tel:+88-02-9568777, 9556940, Fax: +88-02-9556940 (Ext-126) e-mail: sonaliinvestmentltd@gmail.com website: www.silbd.com

AUDITORS' OF THE COMPANY	CONTACT PERSON	CONTACT NUMBER
PINAKI & CO. Chartered Accountants Ahsandell, 2/A, Mymensingh Road (2^{nd} Floor), Shahbag, Dhaka-1000	**Mr. Naiem UF Ahmed** Chief Co-ordinator	Ahsandell, 2/A, Mymensingh Road (2nd Floor), Shahbag, Dhaka-1000. Tel# 966-0944, 966-5095 Fax: 88-02-9675756 Email: pinaki_co@yahoo.com

VALUER OF THE COMPANY	CONTACT PERSON	CONTACT NUMBER
M.M. Rahman & Co. Chartered Accountants	**Md. Obaidur Rahman, FCA**	54, Dilkusha C/A, Dhaka-1000. Tel# 956-1605, 956-1553 Fax# 88-02-7162424 Email: m.mrahmah58@yahoo.com

"If you have any query about this document, you may consul the issuer, issue manager and underwriter"
"Prospectus of the EVINCE TEXTILES LIMITED may be obtained from the Issuer Company and Issue Manager".

"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 BANGLADESH SECURITIES AND EXCHANGE COMMISSION (PUBLIC ISSUE) RULES, 2015. 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, MANAGING DIRECTOR, CHIEF FINANCIAL OFFICER, COMPANY SECRETARY, ISSUE MANAGER, ISSUE MANAGER'S CHIEF EXECUTIVE OFFICER, UNDERWRITERS, AUDITOR(S), VALUER AND/OR CREDIT RATING COMPANY (IF ANY)."

'Risks in relation to the First Issue'
"This being the first issue of the issuer, there has been no formal market for the securities of the issuer. The face value of the securities is Tk. 10.00 (ten) and the issue price is Tk. 10/- each i.e the face value. The issue price has been determined and justified by the issuer and the issue manager/bidding by the eligible investors as stated under the paragraph on "Justification of Issue Price" should not be taken to be indicative of the market price of the securities after listing. No assurance can be given regarding an active or sustained trading of the securities or the price after listing."

'General Risk'
"Investment in securities involves a degree of risk and investors should not invest any funds in this offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this offer. For taking an investment decision, investors must rely on their own examination of the issuer and the offer including the risks involved. The securities have not been recommended by the Bangladesh Securities and Exchange Commission (BSEC) nor does BSEC guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of 'risk factors' given on page number(s) (123-134).

Evince Textiles Limited's Absolute Responsibility'
"The issuer, having made all reasonable inquiries, accepts responsibility for and confirms that this prospectus contains all material information with regard to the issuer and the issue, that the information contained in the prospectus are true, fair and correct in all material aspects and are not misleading in any respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect."

AVAILABILITY OF PROSPECTUS

Hard Copy and Soft Copy of the Prospectus and Abridged Version of Prospectus of Evince Textiles Limited may be obtained from the following institutions:

ISSUER COMPANY	CONTACT PERSON	CONTACT NUMBER
Evince Textiles Limited Lotus Kamal Tower-One (Level-12), 57, Joar Sahara C/A, Nikunja-2, New Airport Road, Dhaka-1229.	**Mr. Abu Kawser Majumder** Managing Director	Tel: +88-02-8961552-4 Fax: +88-02-8961941 e-mail: evince@evincebd.com website: www.evincetextiles.com

ISSUE MANAGER	CONTACT PERSON	CONTACT NUMBER
LankaBangla Investments Limited Eunoos Trade Center (Level - 21), 52-53, Dilkusha C/A, Dhaka - 1000	**Mr. Khandakar Kayes Hasan, CFA** Chief Executive Officer	Tel: +88 02 7122595 Fax: +88 02 7113585 e-mail: kayes@lankabangla-investments.com website: www.lankabangla-investments.com

UNDERWRITERS	CONTACT PERSON	CONTACT NUMBER
LankaBangla Investments Limited Eunoos Trade Center (Level - 21), 52-53, Dilkusha C/A, Dhaka - 1000	**Mr. Khandakar Kayes Hasan, CFA** Chief Executive Officer	Tel: +88 02 7122595 Fax: +88 02 7113585 e-mail: kayes@lankabangla-investments.com website: www.lankabangla-investments.com
Sonali Investment Limited Sara Tower (11th Floor) 11/A, Toyenbee Circular Road Motijheel C/A, Dhaka-1000	**Mr. Surajit Kumar Saha** Chief Executive Officer (In Charge)	Tel:+88-02-9568777, 9556940, Fax: +88-02-9556940 (Ext-126) e-mail: sonaliinvestmentltd@gmail.com website: www.silbd.com

STOCK EXCHANGES	AVAILABLE AT	CONTACT NUMBER
Dhaka Stock Exchange Limited (DSE) DSE Library, Research and Information Department, 9/F, Motijheel C/A, Dhaka – 1000.	**Mr. Md. Afzalur Rahman** Manager	Tel: +88 02 956 46 01-7, +88 02 966 69 44-8 Fax:+88 02 956 9755, +88 02 956 47 27 e-mail: research@dsebd.org website: www.dsebd.org
Chittagong Stock Exchange Limited (CSE) CSE Building, 1080, Sheikh Mujib Road, Chittagong – 4100. Dhaka Liaison Office: 52-53, Dilkusha C/A, Dhaka - 1000	**Mr. Mohammad Jabed Sarwar** Assistant Manager	Tel: +88 031 714 632-3 +88 031 720 871 Fax: +88 031 714 101; +88 02 951 39 11-15 e-mail: jabed@cse.com.bd website: www.cse.com.bd

Prospectus is also available on the websites of Evince Textiles Limited **(www.evincetextiles.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 studying.

Date of Publication of Abridged Version of Prospectus: April 5, 2016

Prospectus is published in the following Newspapers:

Name of the Newspaper	Date of Publication	Page number of the Newspaper
The Daily Samakal	April 5, 2016	Page 17
The Daily Bonik Barta	April 5, 2016	Page 10
Daily The Independent	April 5, 2016	Page 13
The Financial Express	April 5, 2016	Page 19

DEFINITIONS AND ACRONYMS/ELABORATION

A		***G***	
AGM	Annual General Meeting	GBP	Great Britain Pound
Allotment	Allotment of shares	GOB	Government of Bangladesh
B		GSP	Global System of Preference
BAS	Bangladesh Accounting Standards	***I***	
BB	Bangladesh Bank	IPO	Initial Public Offering
BDT	Bangladeshi Taka	Issue Manager	LankaBangla Investments Limited
BFRS	Bangladesh Financial Reporting Standards	Issuer	Evince Textiles Limited
BGMEA	Bangladesh Garments Manufacturers and Exporters Association	***L***	
BO A/C	Beneficiary Owner's Account	L/C	Letter of Credit
BOI	Board of Investment	***N***	
BOQ	Bill of Quantity	NAV	Net Asset Value
BSA	Bangladesh Standards on Auditing	NBR	National Board of Revenue
BSEC	Bangladesh Securities and Exchange Commission	NRB	Non Resident Bangladeshi
BTMA	Bangladesh Textile Mills Association	***O***	
C		Offering Price	Price of the Securities of ETL
CDBL	Central Depository Bangladesh Limited	***P***	
CEO	Chief Executive Officer	PE	Price to Earnings
Certificate	Share Certificate	PE Ratio	Price-Earnings Ratio
CFO	Chief Financial Officer	PPA	People Personal Accidents
CIB	Credit Information Bureau	PTS	Primary Textile Sector
Commission	Bangladesh Securities and Exchange Commission		
Companies Act	Companies Act, 1994	***R***	
Company	Evince Textiles Limited	RJSC	Registrar of Joint Stock Companies and Firms
Corporate Office	Head office of the Company	RMG	Ready Made Garments
CSE	Chittagong Stock Exchange Limited	Rules	Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015
D		***S***	
DSE	Dhaka Stock Exchange Limited	Securities	Shares of Evince Textiles Limited
E		SND Account	Short Notice Deposit Account
EFL	Evitex Fashions Limited	Sponsors	The sponsor shareholders of OAL
EPB	Export Promotion Bureau	STD A/C	Short Term Deposit Account
EPS	Earnings Per Share	Subscription	Application Money
ETL	Evince Textiles Limited	***T***	
EU	European Union	Tk.	Taka
EU	European Union	***U***	
Exchanges	Stock Exchanges	USD	United States Dollar
F		***V***	
Fabric Construction	Size and Format of Fabrics	VAT	Value Added Tax
FC A/C	Foreign Currency Account	***W***	
FDR	Fixed Deposit Receipt	WPPF	Workers Profit Participation Fund
FOB	Free on Board		
FY	Fiscal Year		

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SECTION I: EXECUTIVE SUMMARY

ABOUT THE INDUSTRY

Bangladesh's textile and clothing industry can be divided into the Primary Textile Sector (PTS) and export-oriented clothing sub-sectors. The Primary Textiles Sector (PTS) is the backbone of the clothing industry because it provides the backward linkage for both the knit and woven sectors. The textile mills produce the inputs needed by the RMG industry, so there are substantial cost savings. The domestically produced inputs hence play a significant role in reducing lead-time. A correlation between the pattern of export trade in clothing and the growth in spindle capacity shows that whenever Primary Textile Sector achieved substantial growth, apparel exports received a boost. Woven Export has seen around 55% growth in last 5 years which has a positive effect on the woven fabric manufacturers in Bangladesh.

YEAR	EXPORT OF RMG (IN MILLION US$)	TOTAL EXPORT (IN MILLION US$)	% OF RMG'S TO TOTAL EXPORT
2009-10	12,496	16,204	77.12%
2010-11	17,914	22,924	78.15%
2011-12	19,089	24,287	78.60%
2012-13	21,515	27,018	79.63%
2013-14	24,491	30,186	81.13%
2014-15	25,491	31,208	81.68%
2015-16 (July-Feb)	18,128	22,123	81.94%

Source: Export Promotion Bureau

Current Demand and Supply

According to the Bangladesh Garment Manufacturers and Exporters Association (BGMEA), the total fabric requirement in the captive market is about 3 billion yards, of which roughly 85 to 90 percent is imported from countries such as China, India, Hong Kong, Singapore, Thailand, Korea, Indonesia and Taiwan. Fabric demand is increasing at an average rate of 20 percent per year.

There is a big demand and supply gap. Due to the supply gap, it is possible that there will be new entrants. Because of an established marketing platform and a proven track record of performance, Evince Textile does not feel threatened by new entrants.

ABOUT THE ISSUER: Evince Textiles Limited

INCORPORATION	Private Limited Company	June 03, 1999
	Public Limited Company	June 04, 2013
PROFILE OF SUBSIDIARY: Evitex Fashions Limited	Evitex Fashions Limited (EFL) was incorporated as a private Limited company on April 11, 2004 under companies Act 1994. EFL has commenced its commercial operation on May 02, 2005. Registered office of the company is located at Plot No-33, Section-7, Mirpur, Dhaka-1216 and the Factory is situated at Vill./Mouza: Shirirchala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur.	
COMMENCEMENT OF COMMERCIAL OPERATION	May 02, 2003	
FACTORY LOCATION	Vill./Mouza: Shirirchala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur	
NATURE OF BUSINESS	The main activities of the company is concentrated in Manufacturing, Dyeing & Finishing of 100% cotton woven Fabric and exporting the same as a deemed exporter	

FINANCIAL INFORMATION

Amount in BDT

Sl.	Particulars	2014 (Consolidated)	2014	2013 (Consolidated)	2012	2011	2010
1	Turnover	2,337,278,020	1,563,652,870	1,517,655,259	1,500,837,565	1,499,577,271	1,377,601,653
2	Gross Profit	467,457,427	408,191,797	396,465,601	389,924,833	376,605,009	375,966,845
3	Net Profit Before Tax	190,391,020	163,768,860	162,142,950	45,261,101	87,684,578	77,704,767
4	Net Profit after Tax	190,391,020	143,444,400	148,543,079	45,261,101	87,684,578	77,704,767
5	Total Assets	3,281,511,417	3,076,183,776	2,898,055,054	2,754,780,912	2,479,996,413	2,395,208,408
6	Paid-up Capital	1,030,000,000	1,030,000,000	440,000,000	110,500,000	110,500,000	110,500,000
7	Retained Earnings	231,471,599	167,404,108	55,242,546	140,995,097	94,818,179	10,689,949
8	No. of Shares	103,000,000	103,000,000	440,000,000	11,050,000	11,050,000	11,050,000
9	Face Value	10	10	10	10	10	10
10	NAV per share	15.90	15.28	20.05	58.83	39.77	32.92
11	Earnings per Share	1.88	1.64	4.16	3.46	6.72	5.98

FEATURES OF THE ISSUE AND ITS OBJECTS

Offer Price	BDT 10
Number of Shares	17,000,000 Ordinary Shares
Offer Size	BDT 170,000,000
Issue Manager	LankaBangla Investments Limited
Register to the Issue	N/A
Underwriter(s)	LankaBangla Investments Limited
	Sonali Investment Limited
NAV per Share	BDT 17.62
EPS per Share	BDT 1.62
Purpose of Raising Fund	Proceeds from Initial Public Offering (IPO) will be used for civil construction, acquisition & installation of machineries, meet working capital requirement and for IPO expenses.
Date of Implementation	Within 18 months after receiving IPO fund

LEGAL AND OTHER INFORMATION

Name of the Company	Evince Textiles Limited
Private/ Public Company	Public Limited Company
Date of Incorporation	June 03, 1999
Date of Commencement of Business	N/A
Registration Number	C-37874(2174)/99

List of Licenses	Certificate/License No.	Validity
Certificate of Incorporation	C-37874(2174)/99	N/A
TIN Certificate	E-TIN 713093125395	N/A
VAT Certificate	18091017189 Area 180204	N/A
Import Registration Certificate	B-105081	Valid up to 30/06/16
Export Registration Certificate	B-30459	Valid up to 30/06/16
Trade Licence	02-01397 (Previous No- 483)	Valid up to 30/06/16
Trade Licence	Page No-045	Valid up to 30/06/16

Environment Clearance Certificate	N/A	Renewal under process
Fire License	16118/2002	Valid up to 30/06/2016
Board of Investment Certificate	200002011-H	N/A
BTMA Certificate	003-0002-0059	Valid up to 30/06/2016
DCCI Certificate	849	Valid till 05/01/2017
Export Promotion Bureau, Enrollment Certificate	BD02102	Valid up to 30/06/2015
Acid Usage License	08/2004-05	Valid till 30/06/2016
Boiler Certificate	BA:BO:2701	10/06/2016

PROMOTERS' BACKGROUND

MR. ANWAR-UL ALAM CHOWDHURY, CHAIRMAN

Mr. Anwar-ul Alam Chowdhury, Chairman of Evince Textiles Limited, is a dynamic professional businessperson with more than 33 years of experience in business. He established his first venture "Evince Garments Limited" in 1983, and since then he, by dint of his leadership, has achieved a massive expansion in his business ventures – both vertically and horizontally. A number of companies have been set up during the process, and all of those are successfully running.

MS. SHABNAM SHEHNAZ CHOWDHURY, VICE CHAIRMAN

Mrs. Shabnam Shehnaz Chowdhury, Vice Chairman of Evince Textiles Limited, Completed her Master's Degree from University of Dhaka. She has wide experience in Management, Procurement, HR and Internal Audit in the Garments and Textile sector. She holds shares of several organizations. She is associated with various cultural and humanitarian organizations.

MR. ABU KAWSER MAJUMDER, MANAGING DIRECTOR & DIRECTOR

Mr. Abu Kawser Majumder, an MBA from IBA, Dhaka University, is a dynamic and energetic personality. He started his career in Marketing Department in BEXIMCO Group and then joined Argon Denims Limited at 2006 and continuing there at present. He joined as a Director in ETL at December 20, 2012 andstarted to play the role of Managing Director from June 03, 2013.

MR. MD. AKHTER SHAHID, DIRECTOR

Mr. Akhter Shahid is a Director of the company. He completed his Bachelors of Arts Degree in 1983 under University of Dhaka. He has worked in marketing function all along and joined ETL on December 20, 2012. He is responsible for the Merchandising function of the company and therefore plays a vital role in the negotiations with the buyers.

MR. A.K. GOUHOR RABBANI, DIRECTOR

Mr. A.K. Gouhor Rabbani is a Director of the company. He is an MBA from Islamic University of Chittagong. He started his career in Marketing Department in BEXIMCO Group. He is bona fide Businessman. He possesses shareholding in several industrial undertakings.

MR. SHAH ADEEB CHOWDHURY, DIRECTOR

Mr. Shah Adeeb Chowdhury is also a Director of the company. He has graduated from EIILM, Business School, Delhi, India. He joined the company on a full time basis immediately after his graduation and did his internship in different departments of the company. He is currently engaged in different sectors, including "Information Technology", in his attempt to both contribute to the growth and development of the company as well as increase his own knowledge and understanding of the product and the industry as a whole. He possesses share-holdings in several industrial undertakings.

MR. SHAH RAYEED CHOWDHURY, DIRECTOR

Mr. Shah Rayeed Chowdhury is a Director of the company. He has obtained BBA from PACE University New York, USA. He joined the company on full time basis immediately after his graduation. He is currently engaged in different sector including product development and market promotion**.**

MR. FAIZUL HAKIM KHAN, INDEPENDENT DIRECTOR

Mr.Faizul Hakim Khan obtained his Bachelor’s Degree from University of Dhaka in 1970. He has vast experience in Financial and Corporate Management. He has a total working experience of forty two years of which twenty seven years were in public/private banking sector and fifteen years in the private sector in Textile Industry as the Finance Head.

MR. M. SHAHJAHAN BHUIYAN, INDEPENDENT DIRECTOR

Mr. M. Shahjahan Bhuiyan has vast experience in the Banking Industry. Immediately after obtaining his postgraduate degree in Commerce, he served for two years as Lecturer in Faridpur Government College. Later he joined the State Bank of Pakistan (The Then Central Bank of Pakistan) as Trainee Officer under Bank Officials Training Scheme. After the birth of Bangladesh, he opted for Pubali Bank and worked there until the year 1988. Afterwards he served as the Vice President in the City Bank Limited until 1993 until he joined United Commercial Bank Limited (UCBL) in 1993. He left UCBL to join Prime Bank Limited and served their as Managing Director and Chief Executive Officer (CEO) until 2008. He again joined UCBL as Managing Director and CEO and served there until 2012. He was awarded the “Best Banker of the Year-2010” jointly organized by “Institute of Bankers Bangladesh (IBB) & “Bangladesh Institute of Bank Management (BIBM)”.

CAPITAL STRUCTURE AND HISTORY OF CAPITAL RAISING

CAPITAL STRUCTURE OF THE COMPANY

Particulars	No. of Ordinary Shares	Nominal price	Issue price	Amount (BDT)
Before IPO:				
Authorized Capital	150,000,000	10	10	1,500,000,000.00
Issued, Subscribed and Paid up capital	103,000,000	10	10	1,030,000,000.00
Total paid up capital before IPO (A)	**103,000,000**	10	10	**1,030,000,000.00**
After IPO:				
To be issued as IPO (B)	17,000,000	10	10	170,000,000.00
Paid up capital (Post IPO) (A+B)	**120,000,000**	10	10	**1,200,000,000.00**

HISTORY OF CAPITAL RAISING

Date of Allotment	Form of Consideration			Amount (BDT)
	In cash	Other than cash	Bonus Share	
03.06.1999 (At the time of Incorporation)	500,000	-	-	500,000
26.08.2003 (First Allotment)	80,000,000	-	-	80,000,000
03.06.2004 (2nd Allotment)	30,000,000	-	-	30,000,000
26.12.2013 (3rd Allotment)	-	-	245,900,000	245,900,000
30.12.2013 (4th Allotment)	-	83,600,000	-	83,600,000
06.04.2014 (5th Allotment)	590,000,000	-	-	590,000,000
Total	**700,500,000**	**83,600,000**	**245,900,000**	**1,030,000,000**

SUMMARY OF VALUATION REPORT OF SECURITIES

Valuation under Different Methods		Offer Price (BDT)
Method: 1 (A)	NAV per share at current costs with Revaluation Reserve	**17.62**
Method: 1 (B)	NAV per share at current costs without Revaluation Reserve	**14.07**
Method: 2	Earning-based-value per share	**22.89**

SECTION II: CONDITIONS IMPOSED BY THE COMMISSION

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 **17,000,000** ordinary shares of Tk. 10.00 each at par totaling to **Tk. 170,000,000.00 (Taka seventeen crore)** following the Securities and Exchange Ordinance, 1969, the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, the Depository Act, 1999 and rules made thereunder.
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 **02 (two) working days** of issuance of this consent letter. The issuer shall post the full prospectus, vetted by Commission, in the issuer's website and shall also put on the websites of the Commission, stock exchanges, and the issue manager, within **3 (three) 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 the Commission, the stock exchanges and the issue manager a diskette containing the text of the vetted prospectus in "MS -Word" format.
3. The company shall submit **40 (Forty)** copies of the printed prospectus to the Commission for official record within **5 (Five) working days** from the date of publication of the abridged version of the prospectus in the newspaper.
4. The issuer company and the issue manager shall ensure transmission of the prospectus and its abridged version for NRBs through email to the Bangladesh Embassies and Missions abroad within **5 (Five) working days** from the date of publication of the abridged version of the prospectus in the newspaper. A compliance report shall be submitted in this respect to the Commission jointly by the issuer and the Issue Manager within **02 (Two) working** days from the date of said transmission of the prospectus.
5. 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)** 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."
6. The IPO shall stand cancelled and the issuer and issue manger shall inform the Commission **within 2 (two) working days** and release the subscription money within 10 (ten) working days after receiving verification report from CDBL and the information from exchanges to the effect that at least 35% of the IPO in any category is not subscribed.
7. **20% of the securities reserved for general public shall be reserved for ¶wZMÖ¯' ¶z`ª wewb‡qvMKvix. In case of over subscription in the general public category, the issuer and the issue manager shall jointly**

conduct an open lottery. In case of over subscription in the eligible investors category, securities shall be allotted on pro-rata basis as per rules.

8. All applicants under general public category shall apply for minimum market lot of 500 shares worth Taka 5,000/- (Taka five thousand only) and eligible investors shall apply for a market lot or its multiples.
9. **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.**
10. **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.**
11. **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.**
12. 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.
13. Shares not allotted at the time of according this consent, but allotted after listing, in favor of sponsors, directors or shareholders having 5% or more shares through stock dividends, shall be subject to a lock-in period of 02(two) years from the date of issuance of the prospectus.
14. **If any share shares of Sponsors/Directors/Promoters is in paper format, it shall be handed over to securities custodian registered with the Commission and shall remain held till completion of lock-in period and the name of the securities custodian shall be furnished to the Commission jointly by the issuer and issue manager, along with a confirmation thereof from the custodian, within one week of listing of the shares with the stock exchange(s). Or they (shares of Sponsors/ Directors/ Promoters) can be demated and shall remain in lock-in under CDBL system and issuer shall submit a dematerialization confirmation report generated by CDBL and attested by Managing Director of the company along with the lock-in confirmation to the Commission 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 the Commission.**
15. **The company shall not declare any dividend/bonus shares before listing of its capital with any Exchange from the date of this consent for raising of capital.**

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 issue manager shall carefully examine and compare the published prospectus and its abridged version on the date of publication with the copies vetted by the Commission. If any discrepancy 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 the Commission and the stock exchanges concerned. In this regard, the issue manager shall submit a compliance report to the Commission within 5 working days from the date of such publications.
2. The fund collected through Public Offering shall not be utilized prior to listing with Exchange(s) 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.
3. **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 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.**
4. **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.**

5. All transactions, excluding petty cash expenses, shall be effected through the company's bank account(s).

6. Proceeds of the public offering shall not be transferred to any other bank account before listing with the Exchange(s) and 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 the Commission and the exchanges.

7. 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 Rules 13 of the Securities and Exchange Rules, 1987.

8. In the event of arising issues concerning Price Sensitive Information as defined under the wmwKDwiwUR I G·‡PÄ Kwgkb (myweav‡fvMx e¨emv wbwl×KiY) wewagvjv 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.

PART–D

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.
2. The issuer and the issue manager shall ensure due compliance of all the above conditions, the 'Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015' and the listing regulations of the exchanges.
3. 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.

SECTION III: DECLARATION AND DUE DILIGENCE CERTIFICATES

DECLARATION ABOUT THE RESPONSIBILITY OF THE DIRECTOR(S), INCLUDING THE CEO OF EVINCE TEXTILES LIMITED IN RESPECT OF PROSPECTUS

[Rule 4 (1)(d)]

This prospectus has been prepared, seen and approved by us, and we, individually and collectively, accept full responsibility for the authenticity, accuracy and adequacy 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 actions against any or all of us as it may deem fit.

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

Sd/- **Anwar-ul Alam Chowdhury** Chairman	Sd/- **Shabnam Shehnaz Chowdhury** Vice-Chairman	Sd/- **Abu Kawser Majumder** Managing Director
Sd/- **A.K. Gouhor Rabbani** Director	Sd/- **Md. Akhter Shahid** Director	Sd/- **Shah Adeeb Chowdhury** Director
Sd/- **Shah Rayeed Chowdhury** Director	Sd/- **M. Shahjahan Bhuiyan** Independent Director	Sd/- **Faizul Hakim Khan** Independent Director

Date January 13, 2016

DUE DILIGENCE CERTIFICATE OF THE ISSUE MANAGER
[Rule 4(1)(d)]

To

The Bangladesh Securities and Exchange Commission

Sub: Public offer of 17,000,000 Ordinary Shares of Tk. 10/- each at par totaling to Tk. 170,000,000/- of Evince Textiles Limited

Dear Sir:

We, the issue manager(s) to the above-mentioned forthcoming issue, state and confirm as follows:

(1) We have examined all the documents submitted with the application for the above mentioned public issue, visited the premises of the issuer and interviewed the Chairperson, Directors and key management personnel of the issuer in connection with the finalization of the prospectus pertaining to the said issue;

(2) On the basis of such examination and the discussions with the directors, officers and auditors of the issuer, 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.

WE CONFIRM THAT:

(a) The prospectus filed with the Commission is in conformity with the documents, materials and papers relevant to the issue;

(b) All the legal requirements relating to the issue as also in the rules, notification, guidelines, instructions, etc. framed/issued by the Commission, other competent authorities in this behalf and the Government have been duly complied with;

(c) The disclosures made in prospectus are true, fair and adequate to enable the investors to make a well informed decision for investment in the proposed issue and such disclosures are in accordance with the requirements of the Companies Act, 1994, the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015 and other applicable laws;

(d) Besides ourselves, all the intermediaries named in the prospectus are registered with the Commission and that till date such registrations are valid;

(e) We have satisfied ourselves about the capability of the underwriters to fulfill their underwriting commitments;

(f) The proposed activities of the issuer for which the funds are being raised in the present issue fall within the 'main objects' listed in the object clause of the Memorandum of Association or other charter of the issuer and that the activities which have been carried out till now are valid in terms of the object clause of its Memorandum of Association;

(g) Necessary arrangements have been made to ensure that the moneys to be received pursuant to the issue shall be kept in a separate bank account and shall be used for the purposes disclosed in the use of proceeds section of the prospectus;

(h) All the applicable disclosures mandated in the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015 have been made in addition to other disclosures which, in our view, are fair and adequate to enable the investor to make a well informed decision;

(i) We enclose a note explaining how the process of due diligence has been exercised by us in view of the nature of current business background or the issuer, situation at which the proposed business stands, the risk factors, sponsors experiences etc. We also confirm that the due diligence related process, documents and approval memos shall be kept in record by us for the next 5 (five) years after the IPO for any further inspection by the Commission;

(j) We enclose a checklist confirming rule-wise compliance with the applicable provisions of the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015 containing details such as the rule number, its text, the status of compliance, page numbers of the prospectus where the rules has been complied with and our comments, if any;

(k) We also declare that we have managed the public issue of following issuers in the last 05 (five) years:

Sl. No.	Name of the Issue	Publication Date of Prospectus	Listing Year	Issue Price	Dividend Payment History			
					2012	2013	2014	2015
1.	Saiham Cotton Mills Limited	20-Dec-11	2012	20.00	10% C	10% C	10% C	5% C, 10% B
2.	Aamra Technologies Limited	06-Mar-12	2012	24.00	20% B	5% C, 10% B	10% C	10% C
3.	Envoy Textiles Limited	07-Jun-12	2012	30.00	15% C, 5% B	17% C, 3% B	12% C, 3% B	17% C, 5% B
4.	Argon Denims Limited	01-Nov-12	2013	35.00	20% B	6% C, 15% B	20% B	-
5.	The Peninsula Chittagong Limited	25-Feb-14	2014	30.00	-	-	10% C	10% C, 5% B
6.	Aman Feed Limited	29-Apr-15	2015	36.00	-	-	-	10% C, 20% B
7.	United Power Generation & Distribution Company Limited	14-Dec-14	2015	72.00	-	-	35% C	30% C, 10% B
8.	Regent Textile Mills Limited	17-Sep-15	2015	25.00	-	-	-	-

Note: B refers to Bonus/Stock Dividend; C refers to Cash Dividend

For the Issue Manager:

Sd/-
Khandakar Kayes Hasan, CFA
Chief Executive Officer
LankaBangla Investments Limited

Place: Dhaka
Date: January 12, 2016

DUE DILIGENCE CERTIFICATE BY THE UNDERWRITER(S)
[Rule 4 (1)(d)]

To

The Bangladesh Securities and Exchange Commission

Sub: Public offer of 17,000,000 Ordinary Shares of Tk. 10/- each at par totaling to Tk. 170,000,000/- of Evince Textiles Limited

Dear Sir,

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

1. We, while underwriting the above mentioned 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) We are registered with the Bangladesh Securities and Exchange Commission as a merchant banker and eligible to carry out the underwriting activities. Our present paid-up capital stands at Tk. 1,670,000,000.00 (Taka One Hundred Sixty Seven Crore only) and we have the capacity to underwrite a total amount of Tk. 8,350,000,000.00 (Taka Eight Hundred Thirty Five Crore only) as per relevant legal requirements. We have committed to underwrite for up to Tk. 45,500,000.00 (Taka Four Crore Fifty Five Lac only) for the upcoming issue.

b) At present, the following underwriting obligations are pending for us:

Sl. No.	Name of The Company	Amount Underwritten (in BDT)
1.	Aman Cement Mills Limited	40,000,000.00
2.	Aman Cotton Fibrous Limited	37,500,000.00
3.	Energypac Power Generation Limited	7,812,500.00
4.	Supreme Seed Company Limited	22,000,000.00
5.	Pacific Denims Limited	100,000,000.00
6.	LEADS Corporation Limited	151,250,000.00
7.	Galaxy Sweaters & Yarn Dyeing Limited	300,000,000.00
8.	Bengal Poly and Paper Sack Limited	12,500,000.00
9.	Madina Cement Industries Limited	78,375,000.00
10.	IFCO Garments & Textiles Limited	30,000,000.00
11.	VFS Thread Dyeing Limited	30,000,000.00
12.	CARE Specialized Hospital and Research Cen. Ltd.	50,000,000.00
13.	Summit Alliance Port Limited	154,586,100.00
14.	aamra networks limited	52,800,000.00
15.	IDLC Finance Limited	70,000,000.00

16.	Runner Automobiles Limited	20,250,000.00
17.	GPH Ispat Limited	525,000,000.00
18.	STS Holdings Limited	208,250,000.00
19.	Bangladesh Thai Aluminum Limited	30,000,000.00
Total		**1,920,323,600.00**

c) 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;

d) 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

e) This underwriting commitment is unequivocal and irrevocable.

For the Underwriter(s):

Sd/-
Khandakar Kayes Hasan, CFA
Chief Executive Officer
LankaBangla Investments Limited

Place: Dhaka
Date: January 12, 2016

DUE DILIGENCE CERTIFICATE BY THE UNDERWRITER(S)

[Rule 4 (1)(d)]

To

The Bangladesh Securities and Exchange Commission

Sub: **Public offer of 17,000,000 Ordinary Shares of Tk. 10/- each at par totaling to Tk. 170,000,000/- of Evince Textiles Limited**

Dear Sir,

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

1. We, while underwriting the above mentioned 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) We are registered with the Bangladesh Securities and Exchange Commission as a merchant banker and eligible to carry out the underwriting activities. Our present paid-up capital stands at Tk. 2000,000,000 (two hundred crore only) and we have the capacity to underwrite a total amount of Tk. 10,000,000,000 (one thousand crore only) as per relevant legal requirement. We have committed to underwrite for up to Tk. 14,000,000.00 (Taka one crore Forty Lacs only) for the upcoming issue.

b) At present, the following underwriting obligations are pending for us:

Sl. No.	Name of The Company	Amount Underwritten (in BDT)
1.	Express Insurance Limited	50,000,000.00
2.	ACME Laboratories Limited	98,304,000.00
	Total	**148,304,000.00**

c) 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;

d) 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

e) This underwriting commitment is unequivocal and irrevocable.

For the Underwriter(s):

Sd/-
Surajit Kumar Saha
Chief Executive Officer (In Charge)
Sonali Investment Limited

Place: Dhaka
Date: March 30, 2016

SECTION IV: ABOUT THE ISSUER

(a) Name of the issuer, dates of incorporation and commencement of its commercial operations, its logo, addresses of its registered office, other offices and plants, telephone number, fax number, contact person, website address and e-mail address:

Name of the Issuer	Evince Textiles Limited
Date of Incorporation	June 03, 1999
Commencement of Commercial Operations	May 02, 2003
Logo	EVINCE TEXTILES LTD.
Registered Office	Plot No-33, Section-7, Mirpur, Dhaka-1216.
Corporate Office	Lotus Kamal Tower-One (Level-12), 57, Joar Sahara C/A, Nikunja-2, New Airport Road, Dhaka-1229
Factory	Vill./Mouza: Shirirchala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur.
Telephone Number	+88-02-8961552-4
Fax Number	+88-02-896 1941
Contact Person	**Mr. Abu Kawser Majumder** Managing Director
Website Address	www.evincetextiles.com
e-mail Address	evince@evincebd.com

(b) The names of the Sponsors and Directors of the Issuer:

Sl.	Name	Sponsors and Directors
1.	Mr. Anwar-ul Alam Chowdhury	Sponsor and Director
2.	Mrs. Shabnam Shehnaz Chowdhury,	Sponsor and Director
3.	Mr. Abu Kawser Majumder	Director
4.	Mr. Md. Akhter Shahid	Director
5.	Mr. A.K. Gouhor Rabbani	Director
6.	Mr. Shah Adeeb Chowdhury	Director
7.	Mr. Shah Rayeed Chowdhury	Director
8.	Mr. Faizul Hakim Khan	Independent Director
9.	Mr. M. Shahjahan Bhuiyan	Independent Director

(c) The name, logo and address of the auditors and registrar to the issue, along with their telephone numbers, fax numbers, contact persons, website and e-mail addresses:

Name of the Auditor	Pinaki & Co., Chartered Accountants
Logo	
Address	Ahsandell, 2n/A Mymensingh Road (2nd Floor), Shahbag, Dhaka-1000.
Telephone Number	+88-02-9660944, +88-02-9665095
Fax Number	+88-02-9672726
Contact Person	Mr. Naiem UF Ahmed, Chief Coordinator
Website Address	N/A
e-mail Address	pinaki_co@yahoo.com

(d) The name(s) of the stock exchanges where the specified securities are proposed to be listed:

Dhaka Stock Exchange Limited
9/F, Motijheel C/A,
Dhaka – 1000.

Chittagong Stock Exchange Limited
CSE Building, 1080, Sheikh Mujib Road, Chittagong – 4100.

"**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)** 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."

SECTION V: CORPORATE DIRECTORY OF THE ISSUER

Name of the Issuer	Evince Textiles Limited
Date of Incorporation	June 03, 1999
Commencement of Commercial Operations	May 02, 2003
Logo	EVINCE TEXTILES LTD.
Authorized Capital	Tk. 1,500,000,000
Issued, Subscribed and Paid up capital	Tk. 1,030,000,000
REGISTERED OFFICE	Plot-33, Section-7, Mirpur, Dhaka-1216, Bangladesh
CORPORATE OFFICE	Lotus Kamal Tower One (Level-12), 57, Joar Sahara C/A, Nikunja-2, New Airport Road Dhaka-1229.
AUDITOR	**Pinaki and Co.** Chartered Accountants AHSANDELL, 2/A, Mymensingh Road (2nd Floor), Shahbag, Dhaka-1000
MANAGER TO THE ISSUE	**LankaBangla Investments Limited** Eunoos Trade Center (Level - 21), 52-53, Dilkusha C/A, Dhaka - 1000
LEGAL ADVISOR	**Dr. Kamal Hossain & Associates** Chamber Building (Level # 2) 122-124 Motijheel C/A Dhaka-1000
TAX CONSULTANT	**Mr. Amirul Islam** AHSANDELL, 2/A, Mymensingh Road (2nd Floor), Shahbag, Dhaka-1000,
COMPANY SECRETARY	**Md. Mustafa Kamal**
BANKER FOR IPO	**BRAC Bank Limited**

All investors are hereby informed by the Company that the Compliance Officer shall 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 securities issued by the Company and for redressing investors' grievances.

SECTION VI: DESCRIPTION OF THE ISSUER

(a) Summary

(i) **The summary of the industry and business environment of the Issuer:**

Bangladesh's textile and clothing industry can be divided into the Primary Textile Sector (PTS) and export-oriented clothing sub-sectors. The Primary Textiles Sector (PTS) is the backbone of the clothing industry because it provides the backward linkage for both the knit and woven sectors. The textile mills produce the inputs needed by the RMG industry, so there are substantial cost savings. The domestically produced inputs hence play a significant role in reducing lead-time. A correlation between the pattern of export trade in clothing and the growth in spindle capacity shows that whenever Primary Textile Sector achieved substantial growth, apparel exports received a boost. Woven Export has seen around 55% growth in last 5 years which has a positive effect on the woven fabric manufacturers in Bangladesh.

YEAR	EXPORT OF RMG (IN MILLION US$)	TOTAL EXPORT (IN MILLION US$)	% OF RMG'S TO TOTAL EXPORT
2009-10	12,496	16,204	77.12%
2010-11	17,914	22,924	78.15%
2011-12	19,089	24,287	78.60%
2012-13	21,515	27,018	79.63%
2013-14	24,491	30,186	81.13%
2014-15	25,491	31,208	81.68%
2015-16 (July-Feb)	18,128	22,123	81.94%

Source: Export Promotion Bureau

Current Demand and Supply

According to the Bangladesh Garment Manufacturers and Exporters Association (BGMEA), the total fabric requirement in the captive market is about 3 billion yards, of which roughly 85 to 90 percent is imported from countries such as China, India, Hong Kong, Singapore, Thailand, Korea, Indonesia and Taiwan. Fabric demand is increasing at an average rate of 20 percent per year.

There is a big demand and supply gap. Due to the supply gap, it is possible that there will be new entrants. Because of an established marketing platform and a proven track record of performance, Evince Textile does not feel threatened by new entrants.

(ii) **Summary of consolidated financial, operating and other information**

Amount in BDT

Sl.	Particulars	2014 (Consolidated)	2014	2013 (Consolidated)	2012	2011	2010
1	Turnover	2,337,278,020	1,563,652,870	1,517,655,259	1,500,837,565	1,499,577,271	1,377,601,653
2	Gross Profit	467,457,427	408,191,797	396,465,601	389,924,833	376,605,009	375,966,845
3	Net Profit Before Tax	190,391,020	163,768,860	162,142,950	45,261,101	87,684,578	77,704,767
4	Net Profit after Tax	190,391,020	143,444,400	148,543,079	45,261,101	87,684,578	77,704,767
5	Total Assets	3,281,511,417	3,076,183,776	2,898,055,054	2,754,780,912	2,479,996,413	2,395,208,408
6	Paid-up Capital	1,030,000,000	1,030,000,000	440,000,000	110,500,000	110,500,000	110,500,000
7	Retained Earnings	231,471,599	167,404,108	55,242,546	140,995,097	94,818,179	10,689,949
8	No. of Shares	103,000,000	103,000,000	440,000,000	11,050,000	11,050,000	11,050,000
9	Face Value	10	10	10	10	10	10
10	NAV per share	15.90	15.28	20.05	58.83	39.77	32.92
11	Earnings per Share	1.88	1.64	4.16	3.46	6.72	5.98

(b) General Information:

(i) Name and address, telephone and fax numbers of the registered office, corporate head office, other offices, factory, business premises and outlets of the issuer:

Registered Office:	
Address	Plot-33, Section-7, Mirpur, Dhaka-1216, Bangladesh
Telephone	Tel: +88-02-9020491-5
Fax	+88-02-9020490
Corporate Office	
Address	Lotus Kamal Tower One (Level-12), 57, Joar Sahara C/A, Nikunja-2, New Airport Road Dhaka-1229.
Telephone	Tel: +88-02-8961552-4
Fax	+88-02-896 1941
Factory:	
Address	Vill./Mouza: Shirirchala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur
Telephone	Tel: +88-01713 067737
Fax	N/A

(ii) The Board of Directors of the Issuer:

Sl. No.	Name	Designation
1.	Mr. Anwar-ul Alam Chowdhury	Chairman
2.	Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman
3.	Mr. Abu Kawser Majumder	Managing Director& Director
4.	Mr. A.K. Gouhor Rabbani	Director
5.	Mr. Md. Akhter Shahid	Director
6.	Mr. Shah Adeeb Chowdhury	Director
7.	Mr. Shah Rayeed Chowdhury	Director
8.	Mr. Faizul Hakim Khan	Independent Director
9.	Mr. M. Shahjahan Bhuiyan	Independent Director

(iii) Names, addresses, telephone numbers, fax numbers and e-mail addresses of the chairman, managing director, whole time directors, etc. of the issuer;

Sl.	Name and Position	Address	Telephone numbers, Fax numbers and e-mail addresses
1.	Mr. Anwar-ul Alam Chowdhury, Chairman	Plot No. 55, Block-CES(A), Road No. 123, Gulshan Model Town, Dhaka.	+88-02-9020491-5 +88-02-9020490 anwar@evincebd.com
2.	Mrs. Shabnam Shehnaz Chowdhury, Vice Chairman	Plot No. 55, Block-CES(A), Road No. 123, Gulshan Model Town, Dhaka.	+88 02 9020491-5 +88 02 9020490 shabnamshehnaz.sc@gmail.com
3.	Mr. Abu Kawser Majumder, Managing Director & Director	House-39, Road-01, Flat-G-4, Dhanmondi R/A, Dhaka-1205.	+88 02 8961552-4 +88 02 8961941 kawser@evincetextiles.com
4.	Mr. A.K. Gouhor Rabbani, Director	House-78, Road-06, Sheaker Teck, Mohammadpur, Dhaka-1207.	+88 02 8961552-4 +88 02 8961941 gouhor@evincetextiles.com
5.	Mr. Md. Akhter Shahid, Director	House-46, Apt. 302, Road-7, Block-F, Banani, Dhaka.	+88 02 9020491-5 +88 02 9020490 asbabul@evincebd.com
6.	Mr. Shah Adeeb Chowdhury, Director	Plot No. 55, Block-CES(A), Road No. 123, Gulshan Model Town, Dhaka.	+88 02 9020491-5 +88 02 9020490 rayeed@evincebd.com
7.	Mr. Shah Rayeed Chowdhury, Director	Plot No. 55, Block-CES(A), Road No. 123, Gulshan Model Town, Dhaka.	+88 02 9020491-5 +88 02 9020490 chowdhuryadeeb9@gmail.com
8.	Mr. Faizul Hakim Khan, Independent Director	House # 39, Road # 14 A Dhanmondi R/A, Dhaka-1209	+88 02 9020491-5 +88 02 9020490 hakimevince@yahoo.com
9.	Mr. M. Shahjahan Bhuiyan, Independent Director	House # 24/A, Road # 2, Sector # 3, Uttara, Dhaka-1230	+88 02 8954050 +88 02 8954050 shahjahan.bhuiyan@yahoo.com

(iv) Names, addresses, telephone numbers, fax numbers and e-mail addresses of the CFO, company secretary, legal advisor, auditors and compliance officer:

Sl.	Name and Position	Address	Telephone numbers, Fax numbers and e-mail addresses
1.	Khairul Islam Khan, ACA Chief Financial Officer	Lotus Kamal Tower One (Level-12), 57, Joar Shahara C/A, Nikunja-2, Dhaka-1229	+88 02 8961552-4 +88 02 8961941 khairul@evincetextiles.com
2.	Md. Mustafa Kamal Company Secretary	Lotus Kamal Tower One (Level-12), 57, Joar Shahara C/A, Nikunja-2, Dhaka-1229	+88 02 8961552-4 +88 02 8961941 kamalevitex@yahoo.com
3.	Dr. Kamal Hossain & Associates Legal Advisor	Chamber Building (Level # 2) 122-124 Motijheel C/A Dhaka-1000	+88 02 9552946, +88 02 9560655, +88 02 9564954, +88 02 9564953 khossain@citechco.net
4.	PINAKI AND COMPANY Chartered Accountants Auditors	AHSANDELL, 2/A, Mymensingh Road (2nd Floor), Shahbag, Dhaka-1000	+88-02-9660944, +88-02-9665095 +88-02-9672726 pinaki_co@yahoo.com
5.	Abu Kawser Majumder Compliance Officer	Lotus Kamal Tower One (Level-12), 57, Joar Shahara C/A, Nikunja-2, Dhaka-1229	+88 02 8961552-4 +88 02 8961941 kawser@evincetextiles.com

(v) Names, addresses, telephone numbers, fax numbers, contact person, website addresses and e-mail addresses of the issue manager, registrar to the issue etc;

Manager to the Issue

Sl. No.	Name	Address	Telephone numbers and Fax numbers	Contact Person	Website and E-mail addresses
1.	LankaBangla Investments LImited	Eunoos Trade Center (Level - 21), 52-53, Dilkusha C/A, Dhaka - 1000	+88 02 712 25 95 +88 02 711 35 85	Mr. Khandakar Kayes Hasan, CFA	www.lankabangla-investments.com kayes @lankabangla-investments.com

(vi) The following details of credit rating, where applicable:

Since the issue is at par value, therefore Credit Rating Report is not a requirement in accordance with rule no. 3 of 'The Credit Rating Companies Rules 1996.'

(vii) Details of Underwriting

(a) The names, addresses, telephone numbers, fax numbers, contact persons and e-mail addresses of the underwriters and the amount underwritten by them;

Sl.	Name	Address	Telephone Numbers and Fax Number	Contact Person and E-mail	Amount Underwritten (BDT)
1.	LankaBangla Investments Limited	Eunoos Trade Center (Level - 21) 52-53, Dilkusha C/A, Dhaka - 1000	+88 02 712 25 95 +88 02 711 35 85	**Mr. Khandakar Kayes Hasan, CFA** Chief Executive Officer kayes@lankabangla-investments.com	45,500,000
2.	Sonali Investment Limited	Sara Tower (11th Floor), 11/A, Toyenbee Circular Road Motijheel C/A, Dhaka-1000	+88 02 956 87 77, 955 69 40, +88-02-9556940 (Ext-126)	**Mr. Surajit Kumar Saha** Chief Executive Officer (In Charge) sonaliinvestmentltd@gmail.com	14,000,000

(b) Declaration by the underwriters that they have sufficient resources as per the regulatory requirements to discharge their respective obligations;

As per the Declaration by the underwriters (Section III, Due Diligence Certificate of the Underwriters.), they are registered with the Bangladesh Securities and Exchange Commission as a merchant banker and eligible to carry out the underwriting activities and have the adequate capacity to underwrite as per relevant legal requirements.

(c) Major terms and conditions of the underwriting agreements.

1. The Issuer 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 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. In any case within 7 (Seven) days after the expiry of the aforesaid 15(Fifteen) days, the Company shall send proof of subscription and Deposit of Money by the underwriter to the Commission.

(c) Capital Structure:

(i) Authorized, issued, subscribed and paid up capital (number and class of securities, allotment dates, nominal price, issue price and form of consideration);

Particulars	No. of Ordinary Shares	Nominal price	Issue price	Amount in Taka
Before IPO:				
Authorized Capital	150,000,000	10	10	1,500,000,000
Issued, Subscribed and Paid up capital	103,000,000	10	10	1,030,000,000
Total paid up capital before IPO (A)	103,000,000	10	10	1,030,000,000
After IPO:				
To be issued as IPO (B)	17,000,000	10	10	170,000,000
Paid up capital (Post IPO) (A+B)	**120,000,000**	**10**	**10**	**1,200,000,000**

The Company has raised its paid-up capital in following phases:

Date of Allotment	Form of Consideration			Amount (Tk.)
	In cash	Other than cash	Bonus Share	
03.06.1999 (At the time of Incorporation)	500,000	-	-	500,000
26.08.2003 (First Allotment)	80,000,000	-	-	80,000,000
03.06.2004 (2nd Allotment)	30,000,000	-	-	30,000,000
26.12.2013 (3rd Allotment)	-	-	245,900,000	245,900,000
30.12.2013 (4th Allotment)	-	83,600,000	-	83,600,000
06.04.2014 (5th Allotment)	590,000,000	-	-	590,000,000
Total	**700,500,000**	**83,600,000**	**245,900,000**	**1,030,000,000**

Name of the shareholder	Relationship with the issuer	Issue Price	No. of Share	Consideration & Valuation	Reasons for the issue
Anwar-ul Chowdhury	Director	10/-	1,672,000	16,720,000	Acquisition
Shabnam Shehnaz Chowdhury	Director	10/-	1,672,000	16,720,000	
Md. Akhter Shahid	Director	10/-	1,254,000	12,540,000	
Abu Kawser Majumder	Director	10/-	1,881,000	18,810,000	
A.K Gouhor Rabbani	Director	10/-	1,881,000	18,810,000	
Total			8,360,000	83,600,000	

(ii) Size of the present issue, with break-up (number of securities, description, nominal value and issue amount):

Number of Securities to be Offered	Description	Nominal Value (BDT)	Issue Amount (BDT)
17000000	Offer price BDT 10/- Each at Par, total size of fund to be raised BDT. 170,000,000/-	10.00	170,000,000

(iii) Paid up capital before and after the present issue, after conversion of convertible instruments (if any) and share premium account (before and after the issue):

Particulars	Amount in BDT
Paid up capital before the present issue	1,030,000,000
Paid up capital after the present issue	1,200,000,000
Paid up capital after conversion of convertible instruments (if any)	N/A
Share premium account before the present issue	N/A
Share premium account after the present issue	N/A

(iv) Category wise shareholding structure with percentage before and after the present issue and after conversion of convertible instruments (if any);

Directors' & Sponsors' Shareholdings

SL. No.	Name of Director & Sponsor	No. of Share	Percentage (%)		
			Pre-IPO	Post IPO	After conversion
1.	Anwar-ul Alam Chowdhury	6,240,000	6.06%	5.20%	N/A
2.	Shabnam Shehnaz Chowdhury	6,240,000	6.06%	5.20%	N/A
3.	Abu Kawser Majumder	9,900,000	9.61%	8.25%	N/A
4.	A.K. Gouhor Rabbani	9,900,000	9.61%	8.25%	N/A
5.	Md. Akhter Shahid	6,600,000	6.41%	5.50%	N/A
6.	Shah Adeeb Chowdhury	2,560,000	2.49%	2.13%	N/A
7.	Shah Rayeed Chowdhury	2,560,000	2.49%	2.13%	N/A
Total		**4,40,00,000**	**43%**	**37%**	

Other than Directors' & Sponsors' Shareholdings (if there is any capital raising through other than existing shareholders)

Sl. No.	Name of the Shareholders	No. of Share	Percentage (%)		
			Pre-IPO	Post IPO	After conversion
8	Md. Kamrul Hasan	60,000	0.06%	0.05%	N/A
9	Md. Shamim-ul Reza	75,000	0.07%	0.06%	N/A
10	Mohammad Zahidul Haque	30,000	0.03%	0.03%	N/A
11	A.K. Azad Akanda	130,000	0.13%	0.11%	N/A
12	Md. Alkasur Rahman	92,000	0.09%	0.08%	N/A
13	Sumon Kumar Nath	95,000	0.09%	0.08%	N/A
14	Md.Jamal Hossain	93,000	0.09%	0.08%	N/A
15	Md. Afjal Hossain	89,000	0.09%	0.07%	N/A
16	Md. Mustafizur Rahman	200,000	0.19%	0.17%	N/A
17	Md. Moniruzzaman Bhuiyan	90,000	0.09%	0.08%	N/A
18	H.M Tipu Sultan	96,000	0.09%	0.08%	N/A
19	Tazib Uddin Khan	250,000	0.24%	0.21%	N/A
20	Mostafa Kamal Ahmed	150,000	0.15%	0.13%	N/A
21	Khairul Islam Khan	100,000	0.10%	0.08%	N/A
22	Jenifar Alam	100,000	0.10%	0.08%	N/A
23	Md. Shofiul Azam	100,000	0.10%	0.08%	N/A
24	S. Golam Maola	4,400,000	4.27%	3.67%	N/A
25	Anam Akhter	4,800,000	4.66%	4.00%	N/A
26	Nahida Akter	700,000	0.68%	0.58%	N/A
27	Nasima Akter	700,000	0.68%	0.58%	N/A
28	S.M Golam Rabbani	3,500,000	3.40%	2.92%	N/A
29	S. Golam Shibly Nomany	2,000,000	1.94%	1.67%	N/A
30	Jobeda Rabbani	700,000	0.68%	0.58%	N/A
31	Razia Moala	400,000	0.39%	0.33%	N/A
32	Prianka Nomany	2,000,000	1.94%	1.67%	N/A
33	Mohd. Akhter	4,800,000	4.66%	4.00%	N/A
34	Shahnaz Begum	4,800,000	4.66%	4.00%	N/A
35	Md. Arif Mahmud	200,000	0.19%	0.17%	N/A
36	Mohammad Muzahar Hossain	2,000,000	1.94%	1.67%	N/A
37	Md. Humayun Kabir	1,000,000	0.97%	0.83%	N/A
38	Mustafa Habibullah Al Mamun	1,000,000	0.97%	0.83%	N/A
39	Diganta Sweaters Ltd.	5,000,000	4.85%	4.17%	N/A
40	Md. Mahmudur Rahman Khan	1,000,000	0.97%	0.83%	N/A
41	Md. Mahmudur Rahman Khan & Md. Monirul Islam Chowdhury	1,000,000	0.97%	0.83%	N/A
42	Shahed Securities Ltd,	800,000	0.78%	0.67%	N/A
43	Md. Maniruzzaman	80,000	0.08%	0.07%	N/A
44	Md. Golam Faruk	50,000	0.05%	0.04%	N/A
45	Muhammad Nasim Haider	1,225,000	1.19%	1.02%	N/A
46	Freight Care Aviation Service Ltd.	2,500,000	2.43%	2.08%	N/A
47	SG Logistics (Private) Ltd.	2,500,000	2.43%	2.08%	N/A
48	Master Garments Ltd.	800,000	0.78%	0.67%	N/A
49	M. Shahidul Islam	200,000	0.19%	0.17%	N/A
50	Shahnoor Chowdhury	200,000	0.19%	0.17%	N/A

51	Md. Sifat Uddin Beg	100,000	0.10%	0.08%	N/A
52	Md. Jowel Sheikh	100,000	0.10%	0.08%	N/A
53	Evince Design and Fashions Ltd.	2,525,000	2.45%	2.10%	N/A
54	Ms. Samiha Azim	170,000	0.17%	0.14%	N/A
55	Md Ali Azim Khan	1,000,000	0.97%	0.83%	N/A
56	Four Brothers Fashion	3,000,000	2.91%	2.50%	N/A
57	Md. Shamsul Alam	300,000	0.29%	0.25%	N/A
58	Md. Kabiruddin Ahmed	850,000	0.83%	0.71%	N/A
59	Md. Habibur Rahman	750,000	0.73%	0.63%	N/A
60	Ayub Ali Mizi	10,000	0.01%	0.01%	N/A
61	Md. Sohel Ahmed	40,000	0.04%	0.03%	N/A
62	Md. Masudur Rahman	50,000	0.05%	0.04%	N/A
	Total	**59,000,000**	**57%**	**49%**	

(v) Where shares have been issued for consideration in other than cash at any point of time, details in a separate table, indicating the date of issue, persons to whom those are issued, relationship with the issuer, issue price, consideration and valuation thereof, reasons for the issue and whether any benefits have been accrued to the issuer out of the issue;

Sl. No.	Date Of Issue	Persons to whom those are issued	Relationship with the Issuer	Issue price	Consideration and Valuation	Reasons for the issue	Benefits from the Issue
1.	26.12.2013	Mr. Anwar-ul Alam Chowdhury	Chairman	10	Cash	Payment of Dividend	Paid up capital increase
2.		Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	10			
3.		Mr. Abu Kawser Majumder	Managing Director	10			
4.		Mr. A.K. Gouhor Rabbani	Director	10			
5.		Mr. Md. Akhter Shahid	Director	10			
6.		Mr. Shah Rayeed Chowdhury	Director	10			
7.		Mr. Shah Adeeb Chowdhury	Director	10			

(vi) Where shares have been allotted in terms of any merger, amalgamation or acquisition scheme, details of such scheme and shares allotted:

Acquisition Between Evince Textiles Limited and Evitex Fashions Limited

Evince Textiles Limited has acquired the shareholding of its director in Evitex Fashions Limited (EFL) by transferring its own share @ 1:1 basis and acquired total 95% of shares of EFL from its directors and shareholders .Details are given below:

Acquirer	Acquiree	Consideration (BDT)
Evince Textiles Limited	Evitex Fashions Limited	83,600,000

The Directors and Subscribers to the Memorandum of the Company have deposited share money from time to time. In addition, the Company has acquired the shareholding of its director in Evitex Fashions Limited (EFL) by transferring its own share @ 1:1 basis and acquired total 95% of shares of EFL from its directors and shareholders as shown in the following table:

Sl	Shareholders of EFL	Shares held by the shareholders	Share Acquired by ETL	Percentage acquired
1	Mr. Anwar-ul Alam Chowdhury	17,60,000	16,72,000	95%
2	Mr. Shabnam Shehnaz Chowdhury	17,60,000	16,72,000	95%
3	Mr. Abu Kawser Majumder	19,80,000	18,81,000	95%
4	Mr. Gouhor Rabbani	19,80,000	18,81,000	95%
5	Mr. Akhter Shahid	13,20,000	12,54,000	95%
	Total	88,00,000	83,60,000	95%

Note: The transfer price of the shares were fixed at BDT 10/-

(vii) Where the issuer has issued equity shares under one or more employee stock option schemes, date-wise details of equity shares issued under the schemes, including the price at which such equity shares were issued:

The issuer has not issued any equity shares under stock option to its employees.

(viii) If the issuer has made any issue of specified securities at a price lower than the issue price during the preceding two years, specific details of the names of the persons to whom such specified securities have been issued, relation with the issuer, reasons for such issue and the price thereof;

The company doesn't issue any share at a price lower than the issue price during the preceding two years.

(ix) The decision or intention, negotiation and consideration of the issuer to alter the capital structure by way of issue of specified securities in any manner within a period of one year from the date of listing of the present issue:

The Company has no such decision or intention, negotiation and consideration to alter the capital structure by way of issue of specified securities in any manner within a period of one year from the date of listing of the present issue.

(x) The total shareholding of the sponsors and directors in a tabular form, clearly stating the names, nature of issue, date of allotment, number of shares, face value, issue price, consideration, date when the shares were made fully paid up, percentage of the total pre and post issue capital, the lock in period and the number and percentage of pledged shares, if any, held by each of them:

SL	Name of Sponsors & Directors	Nature of Issue	Date of Allotment	No. of Ordinary Share	Face Value & Issue Price	Consideration	Date when shares were made fully paid up	Percentage (%)		*Lock-in Period
								Pre-IPO	Post IPO	
1	Mr. Anwar-ul Alam Chowdhury	Ordinary Shares	03.06.1999, 26.08.2003, 03.06.2004, 26.12.2013, 30.12.2013	62,40,000	10	Cash	03.06.1999, 26.08.2003, 03.06.2004, 26.12.2013, 30.12.2013	6.06%	5.20%	3 Yrs.
2	Mrs. Shabnam Shehnaz Chowdhury	Ordinary Shares	03.06.1999, 26.08.2003, 03.06.2004, 26.12.2013, 30.12.2013	62,40,000	10	Cash	03.06.1999, 26.08.2003, 03.06.2004, 26.12.2013, 30.12.2013	6.06%	5.20%	3 Yrs.
3	Mr. Abu Kawser Majumder	Ordinary Shares	20.12.2012, 26.12.2013, 30.12.2013	99,00,000	10	Cash	20.12.2012, 26.12.2013, 30.12.2013	9.61%	8.25%	3 Yrs.
4	Mr. A.K. Gouhor Rabbani	Ordinary Shares	20.12.2012, 26.12.2013, 30.12.2013	99,00,000	10	Cash	20.12.2012, 26.12.2013, 30.12.2013	9.61%	8.25%	3 Yrs.
5	Mr. Md. Akhter Shahid	Ordinary Shares	20.12.2012, 26.12.2013, 30.12.2013	66,00,000	10	Cash	20.12.2012, 26.12.2013, 30.12.2013	6.41%	5.50%	3 Yrs.
6	Mr. Shah Adeeb Chowdhury	Ordinary Shares	27.02.2013, 26.12.2013	25,60,000	10	Cash	27.02.2013, 26.12.2013	2.49%	2.13%	3 Yrs.
7	Mr. Shah Rayeed Chowdhury	Ordinary Shares	27.02.2013, 26.12.2013	25,60,000	10	Cash	27.02.2013, 26.12.2013	2.49%	2.13%	3 Yrs.
8	Mr. Faizul Hakim Khan	-	-	-	-	-	-	-	-	-
9	Mr. M. Shahjahan Bhuiyan	-	-	-	-	-	-	-	-	-

Note: (i) there is no pledged shares (ii) Lock-in period's starts from the date of Issuance of Prospectus]

(xi) The details of the aggregate shareholding of the sponsors and directors, the aggregate number of specified securities purchased or sold or otherwise transferred by the sponsor and/or by the directors of the issuer and their related parties within six months immediate preceding the date of filing the prospectus.

There occurred no such transaction within six months immediate preceding the date of filing the prospectus;

(xii) The name and address of any person who owns, beneficially or of record, 5% or more of the securities of the issuer, indicating the amount of securities owned, whether they are owned beneficially or of record, and the percentage of the securities represented by such ownership including number of equity shares which they would be entitled to upon exercise of warrant, option or right to convert any convertible instrument.

Sl.	Name	Address	Amount of Securities Owned	Type of Ownership	Shareholding by beneficially or of record ownership (%)	No. of equity shares entitled to upon exercise of warrant, option or right to convert any convertible instrument
1.	Anwar-ul Alam Chowdhury	House -55 ,Road- 123, Block CES (A),Gulshan Dhaka-1212	6,240,000	Sponsors	6.06%	N/A
2.	Shabnam Shehnaz Chowdhury	House -55 ,Road- 123, Block CES (A),Gulshan Dhaka-1212	6,240,000	Sponsors	6.06%	N/A
3.	Abu Kawser Majumder	House- 39, Road- 01, Flat- G-4, Dhanmondi R/A Dhaka-1205	9,900,000	Sponsors	9.61%	N/A
4.	A.K. Gouhor Rabbani	House – 78, Road – 6, Sheaker Teck, Mohammadpur ,Dhaka-1207	9,900,000	Sponsors	9.61%	N/A
5.	Md. Akhter Shahid	House – 46, Road No. – 7, Block-F, Banani,Gulshan, Dhaka 1216	6,600,000	Sponsors	6.41%	N/A

(xiii) The number of securities of the issuer owned by each of the top ten salaried officers, and all other officers or employees as group, indicating the percentage of outstanding shares represented by the securities owned.

SL	Name of Shareholder	Position	Number of Shares	Shareholding % at present
1	Anwar-ulAlam Chowdhury	Chairman	6,240,000	6.06%
2	Shabnam Shehnaz Chowdhury	Vice Chairman	6,240,000	6.06%
3	Abu Kawser Majumder	Managing Director	9,900,000	9.61%
4	A.K. Gouhor Rabbani	Director-Merchandiser	9,900,000	9.61%
5	Md. Akhter Shahid	Director--Marketing	6,600,000	6.41%
6	Mr. Shah Rayeed Chowdhury	Director-Support Service	2,560,000	2.49%
7	Mr. Shah Adeeb Chowdhury	Director-Production	2,560,000	2.49%
8	Khairul Islam Khan, ACA	CFO	100,000	0.10%
9	Lt. Comd. Mohammad Zahidul Haque (Retd)	GM (Purchase)	30,000	0.03%
10	Md. Alkasur Rahman	DGM (Maintenance & Utility)	92,000	0.09%

(d) Description of Business:

(i) The date on which the issuer company was incorporated and the date on which it commenced operations and the nature of the business which the company and its subsidiaries are engaged in or propose to engage in:

Evince Textiles Limited (ETL) was incorporated as a Private Limited Company on June 03, 1999 under the Companies act 1994. It was converted into a Public Limited Company on June 04, 2013.

The commercial operations of the company started on May 02, 2003.

The main activities of the company, Evince Textiles Ltd. (ETL) is concentrated in Manufacturing, Dyeing & Finishing of 100% yarn dyed woven fabric and exporting the same as a deemed exporter.

The Company has only one subsidiary Company named Evitex Fashions Ltd. (EFL). The main activities of EFL is concentrated on manufacturing various types of Garments and exporting the same.

(ii) Location of the project;

The Factory is situated at Vill./Mouza: Shirirchala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur.

(iii) Plant, machinery, technology, process, etc.

Evince Textiles Ltd. has been using sophisticated machineries and technologies in order to produce high quality yarn dyed woven fabric. It helps the Company to be competitive over the competitors in the market because of latest machineries and technologies.

(iv) Details of the major events in the history of the issuer, including details of capacity/facility creation, launching of plant, products, marketing, change in ownership and/or key management personnel etc;

Date of Incorporation	As a private limited company on 3rd June 1999 having a Vide Registration No. C-37874(2174)/99
Conversion of Private to Public Limited Company	Converted into a public limited company on June 04, 2013 with Register of Joint Stock Companies and Firms (RJSC) in Bangladesh under the Companies Act, 1994
Capacity	14,400,000 Yds/Year
Launching of Plant	15.06.2001
Launching of Products	20.01.2003
Launching of Distribution Channel	NA
Date of Commercial Operation	May 02, 2003
Change in ownership and/or key management personnel	NA
Appointment of Independent Director(s)	On March 31, 2014 for the period of 3 (Three) years

(v) Principal products or services of the issuer and markets for such products or services. Past trends and future prospects regarding exports (if applicable) and local market, demand and supply forecasts for the sector in which the product is included with source of data;

The principal product of the Company is 100% deemed export oriented yarn dyed woven fabric in different constructions. The products are supplied to local garments industries, which are exported to European buyers.

According to the Bangladesh Garment Manufacturers and Exporters Association (BGMEA), the total fabric requirement in the captive market is about 3 billion yards, of which roughly 85 to 90 percent is imported from countries such as China, India, Hong Kong, Singapore, Thailand, Korea, Indonesia and Taiwan. Fabric demand is increasing at an average rate of 20 percent per year.

(vi) If the issuer has more than one product or service, the relative contribution to sales and income of each product or service that accounts for more than 10% of the company's total revenues:

The Company produces a single product, which is 100% yarn dyed woven fabric in different construction. It makes 100% contribution in the overall revenue.

(vii) Description of associates, subsidiary and holding company of the issuer and core areas of business thereof:

ETL has no associate or related holding company except for a subsidiary company named Evitex Fashions Limited. The details are given below.

Name of the Company	Core Areas of Business
Evitex Fashions Limited	The main activities of the Company is concentrated in 100% export oriented readymade garments.

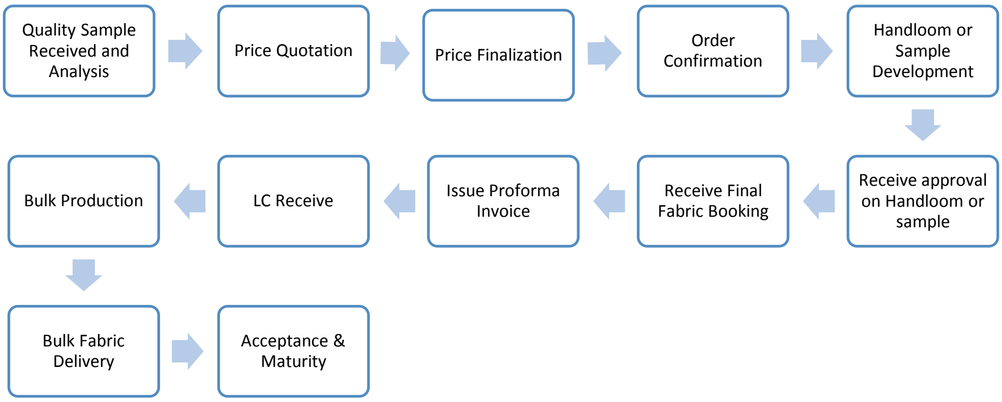
(viii) How the products or services are distributed with details of the distribution channel. Export possibilities and export obligations, if any:

Product (100% deemed export oriented yarn dyed woven fabric) is delivered to different garments industries under the control of ETL by rented vehicle. The areas covered are Dhaka and Chittagong. A detailed process flow is presented below:

<u>Process Flow:</u>

1. First, ETL receives inquiry from clients as well as quality sample or Computer Aided Design (CAD).
2. After analyzing quality sample, they offer competitive price to customers.
3. Next they negotiate with customers and finalize the price
4. Then they get order confirmation and a tentative fabric booking.
5. Next, they develop handloom or sample yardage as per customers' requirements and submit the same to customer. It takes 7 days and 14 days for handloom and sample yardage respectively.
6. Receive approval on development for bulk production.
7. After getting approval, they receive final fabric booking from customer side.
8. Then they issue Pro forma Invoice based on fabric booking. It contains product description, value, delivery date and terms & condition of the order.
9. Next based on PI receipt, garments factory opens L/C.
10. After receiving L/C ETL start bulk production of fabric and submit preproduction sample to customer.
11. Complete fabric production and deliver the fabrics. Sometime deliver partially depends on customer requirements.
12. Submit documents to customer against delivered fabric.
13. Receive documents from customer and submit to Bank for acceptance and maturity purpose.

Process Flow Chart:



(ix) Competitive conditions in business with names, percentage and volume of market shares of major competitors;

The Textile and Apparel industry comprises of over 5000 manufacturers, most of which are Ready Made Garments manufacturers. However, among the listed companies in textile sector, only five companies can be considered as major competitors of ETL.

Name	Volume of Market Share in Million Yds	Percentage of Market share
Thermax Textiles Limited	24.00	19.42%
Paramount Textiles Ltd.	24.00	19.42%
Zaber & Zubair	18.00	14.56%
Akij Textile Mills Ltd.	12.00	9.71%
Silver Line Composite Textile Mills Ltd.	12.00	9.71%
Others	19.20	15.53%

(x) Sources and availability of raw materials, names and addresses of the principal suppliers and contingency plan in case of any disruption;

The major raw material of Evince Textiles Limited is yarn and dyes chemicals that is readily available and can be procured locally and imported from the following sources:

Sl.	Customer Name	Address	Type of Raw Material Purchase
01	Nitin Spinning Ltd	16-17 Km. Stone, Chittor Road, Hamirgarh, Bhilwara (Raj) India	
02	Sportking India Limited	178 Colonel Gurdial Singh Roadm Civil Limes, Ludhiana 141001, Punjab, India.	
03	Nahar Spinning Mills Ltd	Nahar Tower , Industrial Area-A, Ludhiana-1471003, India	Grey Yarn
04	Prasuna Vamsikrishna Spimmimg Mills Pte. Ltd	NH-5 Ganapavaram522619, Nadendla Mandal, Guntur Dist. Andhra Pradesh, India	
05	Vardhman Textiles Ltd	Chavdigarh Road, Ludhina, Punjab, India	
06	GTN Industries Limited	GTN House, Plot 29, Nagarjuna Hills, Punjagutta, Haderabad-500082, India	

Sl.	Customer Name	Address	Type of Raw Material Purchase
07	Zschimmer & Schwarz Mohsdorf Gmbh & Co KG, Germany	Chemnitztalstrasse 1 , 09217 Burgstädt , Germany	Dyes Chemicals
08	Huntsman (Singapore) Pte. Ltd	152 Beach Road#29-00 Gateway East, Singapore 189721	
09	Be Fuwell Enterprise Co. Ltd	1FL. No. 549, Ta-Yu Road, Taoyuan, Taiwan	
10	OH Young Industrial co. Ltd, Korea	MAPO P.O. BOX 170 SEOUL, KOREA 6th Floor, SEM TOP BLDG., 448-16, SHINGIL 5-DONG, YEONGDEUNGPO-KU, SEOUL 150-851, KOREA.	
11	New Look Chem (Singapore) Pte. Ltd	10 Anson Road # 26-04 International Plaza Singapore (079903)	
12	Dystar, Singapore	1A International Business Park, #10-01609933 Singapore, Singapore.	
13	Rudolf , GmbH	Altvaterstraße 58 – 64, 82538 Geretsried, GERMANY	
14	Avocet Dye and Chemical Co. Ltd, England	Birds Royd Lane, Brighouse, West Yorkshire, HD6 1LQ	
15	EHM International Co. Ltd	15 Vlg no. Moo 12 Tumbol Kutbot, Soengsang District, Nakhonratchasima 30330, Thailand	
16	Archroma Singapore, Pte. Ltd	1 International Business Park, No 06-01, The Synergy, Singapore 609917	
17	Sailtex My SDN BHD	Level36, Menara Citibank 156, Jalan ampang 50450, Kuala lumpur, Malaysia.	
18	Rhyme (BD) Singapore Pte. Ltd.	Level 42, Suntec Three, 8 Temasek Boulevard, Singapore 038988.	
19	Textilchemie Dr. Petry GmbH	Ferdinand-Lassaller-str. 57 72770, Reutlingen, Germany.	

Contingency plan: As number of suppliers of raw materials are plenty in the market, if one supplier fails to provide raw material there are always other suppliers available. So there is no possibility of disruption.

(xi) Sources of, and requirement for, power, gas and water; or any other utilities and contingency plan in case of any disruption:

Utilities	Sources and Requirement
POWER	Evince Textiles Limited has a connected load of 630 KW as per the Certificate for waiver from requirement of a license No. BERC\LWC\L\0044\1195.The Company uses 70% of the approved power or 441KW. The required power is available from own captive power generators. Some provision for future expansion in the captive power has also been considered in this regard.
WATER	The required water supply will be available from the own deep tube-well at the project site**.**
GAS	ETL's manufacturing operation depends on Gas supply from Titas Gas Transmission & Distribution Company Ltd.

Contingency plan: The Company has set up a diesel generator having flexibility of duel fuel firing capabilities in case of emergency or non-committal supply lapses.

(xii) Names, address(s), telephone number, web address, e-mail and fax number of the customers who account for 10% or more of the company's products/services with amount and percentage thereof

Customer Name	Address	Telephone Number	Web Address	E-mail	Fax Number	Amount in BDT	Percentage (%)
Elit Garments Ltd.	South Avenue Tower (2nd floor), H# 50, R# 03, 7, Gulshan Avenue, Gulshan-1, Dhaka-1212	02-8859998	www.elite-garments.com	zaman@elite-garments.com	+88 02 988 36 81	48,45,93,643	31.28%
Vision Apparels (Pvt.) Ltd.	Plot M-1/3, Sectin-14, Mirpur, Dhaka-1206	8050521, 9039338, 9012479	www.vision-bd.com	ahagaffar@vision-bd.com	+88 02 903 62 86	23,89,25,069	15.42%

(xiii) Names, address(s), telephone number, web address, e-mail and fax number of the suppliers from whom the issuer purchases 10% or more of its raw material/finished goods with amount and percentage thereof;

Sl. No.	Customer Name	Address	Telephone Number	Web Address	E-mail	Fax Number	Amount in USD	Percentage
01	Nitin Spinning Ltd	16-17 Km. Stone, Chittor Road, Hamirgarh, Bhilwara (Raj) India	911482286110, 286112- 286113	www.nitinspinners.com	yarns@nitinspinners.com	911482286114	2,321,037.54	26.29%
02	Sportking India Limited	178 Colonel Gurdial Singh Roadm Civil Limes, Ludhiana 141001, Punjab, India.	911612845456-457	www.sportking.co.in	msd@ee-pl.com, envision.cs@gmail.com	9101612845458	1,789,253.12	20.27%
03	Nahar Spinning Mills Ltd	Nahar Tower , Industrial Area-A, Ludhiana-1471003, India	911612600701	www.owmnahar.com	aanand@owmnahar.com	91-161-2222942	1,106,942.76	12.54%
04	Prasuna Vamsikrishna Spimmimg Mills Pte. Ltd	NH-5 Ganapavaram522619, Nadendla Mandal, Guntur Dist. Andhra Pradesh, India	8647259694	-	pvk_spinninh@fediffmail.com	8647259502	976,510.08	11.06%
05	Zschimmer & Schwarz Mohsdorf Gmbh & Co	Chemnitztalstrasse 1 , 09217 Burgstädt , Germany	+493724 67-0	www.zschimmer-	info.zsm@zschimmer-	+493724 14600	148,368.00	10.01%

Sl. No.	Customer Name	Address	Telephone Number	Web Address	E-mail	Fax Number	Amount in USD	Percentage
	KG, Germany			schwarz.com	schwarz.com			
06	Huntsman (Singapore) Pte. Ltd	152 Beach Road#29-00 Gateway East, Singapore 189721	880258615104, 58612154	www.huntsman.com	kmnazrul@bol-online.com.	88029613723, 9662337	193,600.00	13.06%
07	Dystar, Singapore	1A International Business Park, #10-01609933 Singapore, Singapore.	6671 2800	http://www.dystar.com	masud.sparkle@gmail.com	6659 1372	334,290.00	22.55%

(xiv) Description of any contract which the issuer has with its principal suppliers or customers showing the total amount and quantity of transaction for which the contract is made and the duration of the contract. If there is not any of such contract, a declaration is to be disclosed duly signed by CEO/MD, CFO and Chairman on behalf of Board of Directors:

The company does not entered into any contract with any of its suppliers or customers.

Declaration regarding Contract with Principal suppliers or customers

We, on behalf of the Board of Directors certify that The Evince Textiles Limited did not enter into any contract with its principal suppliers or customers.

Sd/- **K.I. Khan, ACA** Chife Finanace Officer	Sd/- **Abu Kawser Mojumder** Managing Director	Sd/- **Mr. Anwar-ul Alam Chowdhury** Chairman

(xv) Description of licenses, registrations, NOC and permissions obtained by the issuer with issue, renewal and expiry dates;

Particular	License Issuer/ Issuing Authority	Certificate/License No.	Issue Date	Renewal Date	Expiry Date
Certificate of Incorporation	Register of Joint Stock Companies and Firms, Government of Bangladesh	C-37874(2174)/99	06-03-99	N/A	N/A
TIN Certificate	National Board of Revenue, Government of Bangladesh.	E-TIN 713093125395	04-09-00	N/A	N/A
VAT Certificate	Customs, Excise and VAT Commission rate, Government of Bangladesh.	18091017189 Area 180204	05/29/2002	N/A	N/A
Import Registration Certificate	Office of the Chief Controller of	B-105081	03/30/2000	01-07-15	Valid up to

Particular	License Issuer/ Issuing Authority	Certificate/License No.	Issue Date	Renewal Date	Expiry Date
	Export & Import, Government of Bangladesh				30/06/16
Export Registration Certificate	Office of the Chief Controller of Export & Import, Government of Bangladesh	B-30459	03/30/2000	01-07-15	Valid up to 30/06/16
Trade License	Dhaka City Corporation	02-01397 (Previous No- 483)	06/24/1999	16-07-15	Valid up to 30/06/16
Trade License	Factory (Bhawalgor Union Parishad)	Page No-045	08-01-01	30-08-15	Valid up to 30/06/16
Environment Clearance Certificate	Environment Bureau Gazipur Zilla	N/A	N/A	-	Valid up to 29.03.2017
Fire License	Fire Services and Civil Defense, Government of Bangladesh	16118/2002	06-05-02	24-06-15	Valid up to 30/06/2016
Board of Investment Certificate	Board of Investment, Government of Bangladesh	200002011-H	08-02-00	13-02-00	N/A
BTMA Certificate	Bangladesh Textile Mills Association	003-0002-0059	02/13/2002	06-07-15	Valid up to 30/06/2016
DCCI Certificate	Dhaka Chambers of Commerce	849	11-06-99	21-01-15	Valid till 05/01/2017
Export Promotion Bureau, Enrollment Certificate	Export Promotion Bureau, Government of Bangladesh	BD02102	11-06-03	18-10-15	Valid up to 30/06/2016
Acid Usage License	Ministry of Home Affairs	08/2004-05	12-09-04	01-09-15	Valid till 30/06/2016
Boiler Certificate	Office of the Chief Inspector of Boilers	BA:BO:2701	N/A	10-12-15	10-06-16
		BA:BO: 3969	N/A	10-12-15	10-09-16
		BA:BO: 5828	N/A	28-07-15	25.07.2016
		BA:BO: 3503	N/A	11-10-15	10-06-16
Bond License	Customs Bond Commissionerate, Dhaka	311/CUS-SBW/2003	11-05-03	21-05-15	2014-2015
BERC License	Bangladesh Energy Regulatory Commission	LWC-0039	07-10-07	18-11-15	06-10-16

(xvi) Description of any material patents, trademarks, licenses or royalty agreements;

Evince Textiles Limited has no material patents, trademarks or royalty agreements. However, it has several regulatory licenses and certificates in order to continue its operation.

(xvii) Number of total employees and number of full-time employees:

The company has 1,540 permanent full-time employees as of December 31, 2014. Details are as follows:

(As per Audited Accounts)

Salary Range (Monthly)	Officers & Staffs		Worker	Total
	Head Office	Factory		
Not Less Than Tk. 3,000	20	368	1,152	1,540
Less Than Tk. 3,000	-	-	-	-
Total	**20**	**368**	**1,152**	**1,540**

(xviii) A brief description of business strategy;

ETL has modern machineries and technology that ensures quality products. Quality is main concern while formulating strategy. The company tries to produce goods with cheap cost so that they can get competitive advantages over their competitors. They also believe in providing customizing products to customer as per need basis so that they can get maximum market share of products. So innovation is always there.

(xix) A table containing the existing installed capacities for each product or service, capacity utilization for these products or services in the previous years, projected capacities for existing as well as proposed products or services and the assumptions for future capacity utilization for the next three years in respect of existing as well as proposed products or services. If the projected capacity utilization is higher than the actual average capacity utilization, rationale to achieve the projected levels.

Total actual capacity and its utilization

Products	Unit	Installed Capacity			Capacity utilization for this Products			Actual Capacity Utilization (%)		
		2013	2014	2015	2013	2014	2015	2013	2014	2015
Dyeing (2 shift)	Kg	2,111,400	2,700,000	2,700,000	1,906,172	2,256,366	2,312,775	90.28%	83.57%	85.66%
Weaving (3 shift)	Yds	9,600,000	15,072,000	15,072,000	8,662,080	11,521,869	11,809,916	90.23%	76.45%	78.36%
Finishing (3 shift)	Yds	12,000,000	14,400,000	14,400,000	10,800,000	10,830,557	11,101,321	90.00%	75.21%	77.09%

Estimated capacity and its utilization

Products	Unit	Projected Capacities for Existing and Proposed			Projected Capacity utilization			Projected Capacity Utilization (%)		
		2016	2017	2018	2016	2017	2018	2016	2017	2018
Dyeing (2 shift)	Kg	3,600,000	3,600,000	3,600,000	2,370,595	2,429,859	2,456,280	65.85%	67.50%	68.23%
Weaving (3 shift)	Yds	15,072,000	15,072,000	15,072,000	12,105,164	12,407,793	12,057,600	80.32%	82.32%	80%
Finishing (3 shift)	Yds	14,400,000	14,400,000	14,400,000	11,378,854	11,663,325	11,520,000	79.02%	81.00%	80%

(e) Description of Property

(i) Location and area of the land, building, principal plants and other property of the company and the condition thereof;

The written down value of Property, Plant & Equipments owned by the company as per audited accounts as on December 31, 2014 are stated below:

Name of the Assets	December 31, 2014
Land and Land Development	286,587,042
Building	533,114,647
Plant & Machinery	1,010,245,815
Fire Fighting Equipment	457,043
BMRE	5,678,072
Furniture and Fixtures	4,753,572
Office Equipment	5,086,315
Electricity, Gas & Water Installation	5,571,979
Electrical Equipment	2,006,187
Electric Sub-Station	9,356,161
Installation cost of machinery	3,312,321
False Ceiling & Cooling Ducting	93,175,821
Vehicles	14,800,101
Total	**1,974,145,076**

Location and area of the land:

#	Location of the land	Total Areas of Land (Decimal)
Factory	Vill./Mouza: Shirirchala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur	1089.95

All the Property, Plant & Equipments owned by the company are located in the above-mentioned land except some Furniture and Fixtures and Office Equipment are in the rented corporate office of Evince Textiles Limited i.e Lotus Kamal Tower-One (Level-12), 57, Joar Sahara C/A, Nikunja-2, New Airport Road, Dhaka-1229. All of the above-mentioned Property, Plant & Equipments are in working condition.

(ii) Whether the property is owned by the company or taken on lease;

All the assets of the Company are in its own name and no asset are taken as lease except

Lessor	Purpose of Lease	Period of Lease	Lease Amount (BDT)	Monthly Rental Amount (BDT)	Effective date	Expiration date
International Leasing and Financial Services Ltd.	Vehicles Purchase	48 Months	1,650,000/-	49,400/-	04.06.2012	04.06.2016
Nitol Motors Ltd.	Vehicles Purchase	60 Months	1,295,000/-	35,000/-	25.01.2015	25.12.2019

(iii) Dates of purchase, last payment date of current rent (LvRbv) and mutation date of lands, deed value and other costs including details of land development cost:

Deed No.	Dates of purchase	Mutation date	Last payment date of current rent	PLOT NO.	Deed Value	Area of Land (Decimal)	Muted Area of Land (Decimal)
24358	26.12.03	03.11.2004	09.09.2015	C.S- Sabek 250, 22 R.S-1371, 1482	235,000	102	102
3386	22.02.04	25.03.2004	09.09.2015	Sabek C.S-682 R.S-2021	20,000	7.25	7.25
10894	08.06.02	25.03.2004	09.09.2015	Sabek C.S-682; R.S-2022, 2023, 2027, 2024	90,000	26.25	26.25
2836	15.02.04	25.03.2004	09.09.2015	C.S- 682 R.S-2021	77,000	12.25	12.25
336	06.01.02	25.03.2004	09.09.2015	C.S-682 R.S-2021	10,000	3.5	3.5
4133	08.03.04	25.03.2004	09.09.2015	C.S-682 R.S-2023, 2027	60,000	22.5	22.5
14991	10.07.04	20.08.2005	09.09.2015	C.S-682 R.S-2022, 2023, 2224	10,000	2.75	2.75
14905	08.07.04	20.08.2005	09.09.2015	C.S-682 R.S-2022, 2023, 2024	26,000	10	10
2964	13.02.02	20.08.2005	09.09.2015	C.S-252 S.A-252 R.S-1484, 1483	780,000	153	153
18279	29.08.04	21.09.2005	09.09.2015	C.S-691, 246 R.S-2028	110,000	41.75	41.75
24419	01.12.04	21.09.2005	09.09.2015	C.S-254 R.S-1480	200,000	72.13	72.13
3181	17.02.05	20.08.2005	09.09.2015	C.S-250 R.S-1482	45,000	14.5	14.5
3182	17.02.05	20.08.2005	09.09.2015	C.S-682 R.S-2023	8,000	2.5	2.5
3179	17.02.05	20.08.2005	09.09.2015	C.S-682 R.S-2023	30,000	9.63	9.63
3750	24.02.05	20.08.2005	09.09.2015	Sabek C.S.-223, 236, 248; S.A.-207, 208, 325; R.S-1261, 603, 604, 566, 1264, 1265, 1262, 1382	320,000	107.5	107.5
959	13.01.05	20.08.2005	09.09.2015	C.S-682 S.A-269, 682 R.S- 2026, 2027, 188, 2023	42,000	14	14
1672	19.01.05	17.10.2012	09.09.2015	C.S-682 R.S-2023	26,000	8.75	8.75
5457	13.03.05	17.10.2012	09.09.2015	C.S-256, 257 R.S-1388, 1369	210,000	70	70
7543	01.04.04	20.08.2005	09.09.2015	C.S-682 R.S-2022, 2023, 2024	24,000	8.75	8.75
6351	31.03.04	20.08.2005	09.09.2015	C.S-682 R.S-2022, 2023, 2024	67,000	26	26
7096	04.04.05	20.08.2005	09.09.2015	C.S-253, 691, 252	72,000	23	23
17399	29.05.05	30.12.2009	09.09.2015	C.S-250, 691 R.S-1484, 2028	105,000	34.5	34.5
23561	28.09.05	17.10.2012	09.09.2015	C.S-254 S.A-254 R.S-1480	375,000	17.5	17.5

Deed No.	Dates of purchase	Mutation date	Last payment date of current rent	PLOT NO.	Deed Value	Area of Land (Decimal)	Muted Area of Land (Decimal)
24017	29.09.05	30.12.2009	09.09.2015	C.S-246 S.A-246 R.S-1375	785,000	43	43
27932	22.12.05	30.12.2009	09.09.2015	C.S-682 S.A-682 R.S-2027	265,000	12.25	12.25
23296	12.10.06	30.12.2009	09.09.2015	C.S-682 S.A-682 R.S-2023, 2026, 2027	1,040,000	39.75	33.5
11993	15.05.07	30.12.2009	09.09.2015	C.S-682 S.A-682 R.S-2022, 2023, 2024	24,000	0.76	0.76
1989	02.10.04	20.04.2004	09.09.2015	Sabek Dag no. 252; R.S-1484	7,000	2.5	2.5
30770	18.12.07	17.10.2012	09.09.2015	C.S-682 S.A-682 R.S-2027	230,000	7.88	7.88
30789	18.12.07	30.12.2009	09.09.2015	C.S-246, 695; S.A-695; R.S-1487, 2052, 2051	740,000	33.08	33.08
1731	29.01.08	17.10.2012	09.09.2015	C.S-692; S.A-692 R.S-2041, 2056	1,350,000	35	35
4250	02.03.08	17.10.2012	09.09.2015	R.S-682, 2027, 2018	205,000	12	12
22894	07.09.08	17.10.2012	09.09.2015	Sakeb C.S.-250; S.A-693; R.S-1482, 1376, 1383	1,450,000	52.5	52.5
9617	23.04.09	30.12.2009	09.09.2015	S.A-682, R.S-2027	125,000	2.62	2.62
9616	23.04.09	17.10.2012	09.09.2015	C.S-251 S.A-251 R.S-1372	500,000	9.6	9.6
8427	04.05.11	30.12.2009	09.09.2015	C.S-682 Sabek, R.S-2026, 2027	585,000	4.5	4.5
284	11.01.12	30.12.2009	09.09.2015	C.S-691 Sabek, R.S-2028 & C.S-682 Sabek, R.S-2018, 2019	2,000,000	28	28
4388	04.03.12	16.05.2012	09.09.2015	Sabek, C.S.- 223; S.A-250 Sabek, R.S-1482, 1376, 1383, 1482	2,500,000	16.5	16.5
Total					**14,748,000**	**1089.95**	**1083.7**

Development Cost	BDT
Registration and others cost	2,949,600
Land Development Cost	102,401,676
Total Cost of Land Asset	**120,099,276**

(iv) The names of the persons from whom the lands has been acquired/proposed to be acquired along with the cost of acquisition and relation, if any, of such persons to the issuer or any sponsor or director:

Names of the persons from whom the lands have been acquired	Cost of acquisition	Relation
Anwar-ul Alam Chowdhury	780,000	Chairman
Shabnam Shehnaz Chowdhury		Vice Chairman

(v) Details of whether the issuer has received all the approvals pertaining to use of the land

The issuer has received all the approvals pertaining to use of the land.

(vi) If the property is owned by the issuer, whether there is a mortgage or other type of charge on the property, with name of the mortgagee:

Under Mortgage	Deed	Date	Khatian no.	Plot no.	Area in Decimal
EXIM Bank Limited, Gulshan Branch	24358	26.12.03	C.S-33, S.A-441; R.S-532	C.S- Sabek 250, 223; R.S-1371, 1482	102
	3386	22.02.04	S.A-337; R.S-384	Sabek C.S-682; R.S-2021	7.25
	10894	08.06.02	S.A-165, 269, 337; R.S-150, 188, 384	Sabek C.S-682; R.S-2022, 2023, 2027, 202	26.25
	2836	12.02.04	S.A-337; R.S-384	C.S- 682; R.S-2021	12.25
	336	06.01.02	S.A-337; R.S-384	C.S-682; R.S-2021	3.5
	4133	01.03.04	C.S-269, 165; R.S-188,150	C.S-682; R.S-2023, 2027	22.5
	1989	02.10.04	C.S-33; S.A-441; R.S-532	Sabek Dag no. 252; R.S-1484	2.5
Total area under mortgage to EXIM Bank Limited, Gulshan Branch					**176.25**

Pubali Bank Limited, Principal Branch	14991	10.07.04	C.S-269 R.S-188	C.S-682 R.S-2022, 2023, 2224	2.75
	14905	08.07.04	C.S-269 R.S-188	C.S-682 R.S-2022, 2023, 2024	10
	18279	29.08.04	C.S-142, 441 R.S-338, 532	C.S-691, 246 R.S-2028	41.75
	24419	1.1204	C.S- B/679; S.A-181 R.S-342, 343	C.S-254 R.S-1480	72.13
	3181	17.02.05	C.S-33 S.A-441 R.S-532	C.S-250 R.S-1482	14.5
	3179	17.02.05	S.A-269 R.S-188	C.S-682 R.S-2023	9.63
	3750	24.02.05	C.S-33 S.A-441 R.S-532	C.S-252, S.A-252 R.S-1383, 1484	47.5
	959	13.01.05	S.A-165 R.S-150	C.S-682 S.A-269 R.S-2026, 2027, 188, 2023	14
	1672	19.01.05	S.A-269 R.S-188	C.S-682 R.S-2023	8.75
	7543	01.04.04	C.S-269 R.S-188	C.S-682 R.S-2022, 2023,	8.75

				2024	
	6351	25.03.04	C.S-269 R.S-188	C.S-682 R.S-2022, 2023, 2024	26
	7096	04.04.05	C.S-33 S.A-553, 142 R.S-532	C.S-253, 691, 252	23
	17399	29.05.05	C.S-33, 142 S.A-441 R.S-532, 338	C.S-250, 691 R.S-1484, 2028	27
	8427	04.05.11	C.S-B/567, S.A-165, R.S-150	C.S-682 Sabek, R.S-2026, 2027	4.5
	284	11.01.12	C.S 142 Sabek, R.S-338 & S.A-194, R.S-332	C.S-691 Sabek, R.S-2028 & C.S-682 Sabek, R.S-2018, 2019	28
	4388	04.03.12	C.S-33, S.A-441, R.S-532	Sabek, C.S.- 223; S.A-250 Sabek, R.S-1482, 1376, 1383, 1482	16.5
Total area under mortgage to Pubali Bank Limited, Principal Branch					**354.76**
Prime Bank Limited, Motijheel Branch	13409	13.02.02	S.A-441 R.S-532	C.S-252 S.A-252 R.S-1484, 1483	153
	3750	24.02.05	C.S-33 S.A-441 R.S-532	C.S-252, S.A-252 R.S-1383, 1484	60
	3182	17.02.05	S.A-269 R.S-188	C.S-682 R.S-2023	2.5
	17399	29.05.05	C.S-33, 142 S.A-441 R.S-532, 338	C.S-250, 691 R.S-1484, 2028	7.5
	24017	29.05.05	C.S-33 S.A-441 R.S-532	C.S-246 S.A-246 R.S-1375	43
	27932	22.12.05	S.A-165 R.S-150	C.S-682 S.A-682 R.S-2027	12.25
	23296	12.10.06	S.A-165, 269 R.S-150, 188	C.S-682 S.A-682 R.S-2023, 2026, 2027	33.5
	11993	15.05.07	S.A-269 R.S-188	C.S-682 S.A-682 R.S-2022, 2023, 2024	0.76
	30770	18.12.07	C.S-B/567 S.A-165 R.S-150	C.S-682 S.A-682 R.S-2027	7.88
	4250	02.03.08	S.A-194, 196, 165 R.S-332, 366,150	C.S-682 R.S-2017, 2018	12
	9617	23.04.09	S.A-165, R.S-150	S.A-682, R.S-2027	2.62
	22894	07.09.09	S.A-441, R.S-532	S.A-223, R.S-1376	52.5
	5457	13.03.05	C.S-8/828, 19 S.A-159, 421 R.S-810, 811	C.S-256, 257 R.S-1388, 1368	70
	23561	28.09.05	S.A-181 R.S-542	C.S-254 S.A-254 R.S-1480	17.5
	30789	18.12.07	S.A-441, 216, 172 R.S-532, 344, 345	C.S-246 S.A-698 R.S-1487, 2052, 2051	33.08
	1731	29.01.08	S.A-146 R.S-759, 760	C.S-246, 692 S.A-692 R.S-2041, 2056	35
	9616	23.04.09	C.S-1/203 S.A-195 R.S-346	C.S-251 S.A-251 R.S-1372	9.6
Total area under mortgage to Prime Bank Limited, Motijheel Branch					**552.69**
Total area of land under mortgage					**1,083.70**

(vii) **If the property is taken on lease, the expiration dates of the lease with name of the lessor, principal terms and conditions of the lease agreements and details of payment**

Lessor	Purpose of Lease	Period of Lease	Lease Amount (BDT)	Monthly Rental Amount (BDT)	Effective date	Expiration date
International Leasing and Financial Services Ltd.	Vehicles Purchase	48 Months	1,650,000/-	49,400/-	04.06.2012	04.06.2016
Nitol Motors Ltd.	Vehicles Purchase	60 Months	1,295,000/-	35,000/-	25.01.2015	25.12.2019

Major Condition: After completion of the lease payment the ownership of asset will be transferred to the lease.

(viii) **Dates of purchase of plant and machineries along with sellers name, address, years of sale, condition when purchased, country of origin, useful economic life at purchase and remaining economic life, purchase price and written down value;**

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
1	Loom	2002	SOMET	Via Cav. Gianni Radici 4 24020 Colzate (BG), Italy	Brand new	Italy	EUR 555,000	20	8	28,673,229
2	Loom	2002	SOMET	Via Cav. Gianni Radici 4 24020 Colzate (BG), Italy	Brand new	Italy	EUR 675,000	20	8	34,872,846
3	Loom	2003	SOMET	Via Cav. Gianni Radici 4 24020 Colzate (BG), Italy	Brand new	Italy	EUR 423,000	20	9	21,853,650

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
4	Loom	2004	SMIT	Via Enrico degli Scrovegni, 29 - 35131 Padova - Italy	Brand new	Italy	EUR 782,250	20	10	40,413,754
5	Loom	2005	LEONARDO	Unit 619, Chevalir Commercial Center, 8 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong	Brand new	Italy	EUR 1,503,100	20	11	77,655,370
6	Loom	2005	LEONARDO	Unit 619, Chevalir Commercial Center, 8 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong	Brand new	Italy	EUR 1,556,773	20	11	80,428,307
7	Loom	2008	VAMATEX	Unit 619, Chevalir Commercial Center, 8 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong	Brand new	Italy	EUR 652,320	20	14	33,701,118
8	Diesel Generator 500 KVA	2002	FG WILSON	No. 5, Tuas Avenue 3, Singapore 639405	Brand new	UK	USD 96,380.00	20	8	3,823,411

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
9	Gas Generator 315 KVA	2004	Cummins	Cummins Diesel Sales Corporation, 8 Tanjong Penjuru, Jurong Industrial Estate, Singapore 609019	Brand new	UK	USD 167,000	20	10	6,624,918
10	Gas Generator 1431 KVA	2005	Caterpillar	501 Southwest Jefferson Avenue, Peoria, IL, 61630 888-614-4328 United States	Brand new	USA	USD 292,500	20	11	11,603,524
11	Gas Generator 1431 KVA	2007	Caterpillar	502 Southwest Jefferson Avenue, Peoria, IL, 61630 888-614-4328 United States	Brand new	USA	USD 305,000	20	13	12,099,401
12	Gas Generator 1312 KVA	2010	Caterpillar	503 Southwest Jefferson Avenue, Peoria, IL, 61630 888-614-4328 United States	Brand new	USA	USD 360,000	20	16	14,281,261
13	Boiler	2004	Cleaver Brooks	221 Law Street Thomasville, GA 31792, USA	Brand new	USA	USD 76,000	20	10	3,014,933
14	Boiler	2005	Cleaver Brooks	221 Law Street Thomasville, GA	Brand new	USA	USD 79,500	20	11	3,153,778

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
				31792, USA						
15	Boiler	2006	Cleaver Brooks	221 Law Street Thomasville, GA 31792, USA	Brand new	USA	USD 120,000	20	12	4,760,420
16	Boiler	2005	Cleaver Brooks	221 Law Street Thomasville, GA 31792, USA	Brand new	USA	USD 63,000	20	11	2,499,221
17	Air Conditioning plant	2004	Luwa	A Division of Zellweger Luwa AG Wilstrasse 11, CH-8610 Uster Switzerland.	Brand new	SWITZERLAND	CHF 165,000	20	10	7,687,248
18	Air Conditioning plant	2005	Luwa	A Division of Zellweger Luwa AG Wilstrasse 11, CH-8610 Uster Switzerland.	Brand new	SWITZERLAND	CHF 253,000	20	11	11,787,114
19	Absorption Machine	2002	VOLTAS	Voltas Limited, AC & RBG, 2nd Pokhran Road, Thana-400 601, Mahrashtra - India.	Brand new	INDIA	USD 16,500	20	8	654,558

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
20	Cooling Tower	2002	Nihon spindle	20 B, Jalan Perusahaan,Prai Industrial Estate 4,13600 Prai, Penang, Malaysia.	Brand new	MALAYSIA	USD 12,000	20	8	476,042
21	Steem Absorption Chiller	2005	Jiangsu	Ligang Town, Jiangyin City, Jiangsu Province, P.R. China	Brand new	CHINA	USD 108,000	20	11	4,284,378
22	Cooling Tower	2005	Kinsale	Room 4006A, 40th Floor, China Resource Building, 26, Harbor Road, Hong Kong.	Brand new	CHINA	USD 19,500	20	11	773,568
23	High Temperature Heat Exchanger	2011	Shuangliang	Ligang Town, Jiangyin City, Jiangsu Province, P.R. China	Brand new	CHINA	USD 11,500	20	17	456,207
24	Cooling Tower	2004	Cummins	28, Sungei Kadut Street 2, Singapore 729241.	Brand new	Italy	USD 23,000	20	10	912,414
25	Sizing Machine	2002	Benninger	Benninger AG Fabrikstrasse 9240 Uzwil, Switzerland	Brand new	SWITZERLAND	CHF 825,000	20	8	38,436,242

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
26	Sizing Machine	2007	Jupiter	Plot No. 510, Phase IV, G.I.D.C. Vatva, Mehmedabad Road, India	Brand new	INDIA	USD 238,000	20	13	9,441,500
27	Sizing Machine	2005	Osthoff	Strada Trossi, Reg. Borrianina, 13871 Verrone/B1, Italy.	Brand new	Italy	EUR 90,000	20	11	4,649,713
28	Finishing Machine	2005	Comet	Strada Trossi, Reg. Borrianina, 13871 Verrone/B1, Italy.	Brand new	Italy	EUR 254,000	20	11	13,122,523
29	Stentex Tenter Frame	2005	Omni	Auweg 31, D-89233 Neu-Ulm, Germany.	Brand new	Panama	EUR 230,000	20	11	11,882,599
30	Air Compressor	2005	CompAir	Compare Drucklufttechnik GmbH, Argenthaler Str 11, D-55469, Simmem, Germany.	Brand new	Germany	EUR 13,000	20	11	671,625
31	Air Compressor	2005	Boge	Boge Kompressoren, Otto-Boge-Strasse 1-7, D-33739, Bielefeld.	Brand new	Germany	EUR 21,500	20	11	1,110,765

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
32	Air Compressor	2005	CompAir	Compare Drucklufttechnik GmbH, Argenthaler Str 11, D-55469, Simmem, Germany.	Brand new	Germany	EUR 19,000	20	11	981,606
33	Air Compressor	2011	CompAir	Gardner Denver FZE, LOB 16, Office#503, P.O. Box: 61146, Jebel Ali Free Zone, Dubal, United Arab Emirates.	Brand new	Germany	EUR 18,372	20	17	949,161
34	Trav Cleaner	2006	Luwa	Luwa, A Division of Zellweger Luwa AG Wilstrasse 11, CH-8610 Uster Switzerland.	Brand new	SWITZERLAND	CHF 59,965	20	12	2,793,732
35	Dyeing Machine	2005	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien, Taiwan.	Brand new	New Taiwan	USD 646,280	20	11	25,638,037
36	Rewinding Machine	2007	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien,	Brand new	New Taiwan	USD 30,000	20	13	1,190,105

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
				Taiwan.						
37	Dyeing Machine	2008	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien, Taiwan, R.O.C.	Brand new	New Taiwan	USD 1,043,596	20	14	41,399,629
38	Warp Type Machine	2006	Fischer Poege	Graf-Wolfegg-StraBe 23, D-72108, Rottenburg/N.	Brand new	Germany	EUR 20,000	20	12	1,033,270
39	Cloth Inspection Machine	2006	Nazer	Plot No. L-31, Block#22, F.B. Area, Karachi-75950, Pakistan.	Brand new	Pakistan	USD 5,000	20	12	198,351
40	Warp Type Machine	2006	Benninger	Benninger AG Fabrikstrasse 9240 Uzwil, Switzerland.	Brand new	SWITZERLAND	CHF 385,000	20	12	17,936,913
41	Mixing Tank	2006	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien, Taiwan, R.O.C.	Brand new	New Taiwan	USD 750	20	12	29,753
42	Desk Loom	2005	Jiangsu	8 South Liyuan Road, Jiangning, Nanjing 211100,	Brand new	CHINA	USD 1,493	20	11	59,208

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price		Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
				China							
43	Rewinding Machine	2003	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien, Taiwan, R.O.C.	Brand new	New Taiwan	USD	16,000	20	9	634,723
44	Absorption Machine	2005	Mesdan	6 Via Masserino, Puegnago Del Garda, BS 25080, Italy	Brand new	Italy	EUR	31,356	20	11	1,619,975
45	Warp Type Machine	2005	Penguin	The Rookery 46-B, KRK Road, Krishnasamy Nagar II layout Ramanathapuram, India.	Brand new	INDIA	USD	11,000	20	11	436,372
46	Cloth Inspection Machine	2005	Shiaw Tai	100, Sec-2, Nankan Rd. Lu Chu Hsiang, TaoYuan Hsoin, Taiwan.	Brand new	New Taiwan	USD	20,000	20	11	793,403
47	Fork Lift	2006	MCF	No. 1, Tuas West Street Singapore 637444	Brand new	Japan	USD	20,000	20	12	793,403
48	BBT	2004	Grazladio	Via Pellice, 75-	Brand	Italy	EUR	9,950	20	10	

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price		Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
				Rivoli (Torino), Italy	new						514,052
49	BBT	2005	Grazladio	Via Pellice, 75- Rivoli (Torino), Italy	Brand new	Italy	EUR	5,115	20	11	264,259
50	BBT	2006	EAE	EAE Disticaret Koll. Sti. Yusuf Hikmet Kaya Ve Ortigi, Istambul Ataturk Hava Limani, Turkey	Brand new	Turki	USD	13,000	20	12	515,712
51	BBT	2007	EAE	EAE Disticaret Koll. Sti. Yusuf Hikmet Kaya Ve Ortigi, Istambul Ataturk Hava Limani, Turkey	Brand new	Turki	USD	77,355	20	13	3,068,686
52	Beam Trolley	2005	Grande	100, Jalan Sultan Plaza Singapore	Brand new	CHINA	USD	27,450	20	11	1,088,946
53	Rewinding Machine	2008	Tamcol	Flat F, 5/F, Dragon Industrial Building, No. 93 King Lam Street, Lia Chi Kok Kln, Hong Kong	Brand new	CHINA	USD 324,918		20	14	12,889,552
54	Lab Dyeing Machine	2006	Ugolini	Via Lago di misurina, 18-36015 Schio (Vicenza)-	Brand new	Italy	USD	43,000	20	12	1,705,817

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
				Italy						
55	Sampling Loom	2008	CCI TECH	88-3 Cheng Tien Rong Tu Cheng city Taipei 236, Taiwan	Brand new	New Taiwan	USD 63,000	20	14	2,499,221
56	Sludge Pump	2009	Equipwell	Lot 1779, Mukim of Cheras, Jalan Balakong, Bukit Belimbing, Balakong, 43300 Seri Kambangan, Malaysia.	Brand new	MALAYSIA	USD 16,226	20	15	643,688
57	Rewinding Machine	2005	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien, Taiwan, R.O.C.	Brand new	New Taiwan	USD 110,400	20	11	4,379,587
58	Sactional Warping machine	2004	Benninger	AG Ch-9240 Uzwil Schweizerland	Brand new	SWITZERLAND	CHF 300,000	20	10	13,976,815
59	DCI Match Formulation Software	2004	Datacolor	Flat 11, 9/F Wing On Plaza 62 Mody Road Tsimshatsui East, Kowloon Hong Kong	Brand new	USA	USD 28,500	20	10	1,130,600

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
60	Desk Loom	2004	Jiangsu	8 South Liyuan Road, Jiangning, Nanjing 211100, China	Brand new	CHINA	USD 1,360	20	10	53,951
61	Dyeing Machine	2004	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien, Taiwan, R.O.C.	Brand new	New Taiwan	USD 789,200	20	10	31,307,697
62	Rubber Belt	2010	Trelleborg	2 Grand Rue, Steinbach-BP 70-68702 Cernay, Cedex, France	Brand new	France	EUR 8,092	20	16	418,061
63	Singeing Machine	2010	Roteks	Atatürk Osb, 35620 Çiğli/İzmir, Turkey	Second Hand	Germany	EUR 125,200	20	8	6,468,267
64	Sludge Pump	2008	Equipwell	Lot 1779, Mukim of Cheras, Jalan Balakong, Bukit Belimbing, Balakong, 43300 Seri Kambangan, Malaysia.	Brand new	MALAYSIA	USD 36,980	20	14	1,467,003
65	Brushing Machine	2011	Lafer	36015 schio (VI), Italy.	Brand new	Italy	EUR 141,000	20	17	7,284,550

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price		Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
66	Chiller	2012	Thermax	D-13, Midc industrial Area, Rd. AGA Road, Chinchwad, India	Brand new	INDIA	USD	77,000	20	18	3,054,603
67	Filter Pump	2012	Equipwell	Lot 1779, Mukim of Cheras, Jalan Balakong, Bukit Belimbing, Balakong, 43300 Seri Kambangan, Malaysia.	Brand new	MALAYSIA	USD	55,742	20	18	2,211,295
68	Exhaust Fan	2008	Kolowa	No. 1 Lane 88, Sec-2, Yunfu Rd. Yungching, Chnghua, Taiwan	Brand new	New Taiwan	USD	7,480	20	14	296,733
69	Exhaust Fan	2006	Kolowa	No. 1 Lane 88, Sec-2, Yunfu Rd. Yungching, Chnghua, Taiwan	Brand new	New Taiwan	USD	9,700	20	12	384,801
70	Folding Machine	2003	Marubeni	4-2, Ohtemachi 1-chome, Chiyoda-ku, Tokyo 100-8088, Japan	Brand new	Japan	USD	11,600	20	9	460,174
71	Desk Loom	2002	Jiangsu	8 South Liyuan Road, Jiangning, Nanjing 211100,	Brand new	CHINA	USD	1,380	20	8	54,745

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
				China						
72	Vapour Absorption Machine	2002	Misu	2nd Pokharan Road, Thane-400 601, Maharashtra, India	Brand new	INDIA	USD 40,500	20	8	1,606,642
73	Loom	2014	Toyota	Nishiki-Cho, Trad Square (4th floor), 3-20 Kanda Nishiki-Cho, Chiyoda-Ku, Tokyo, Japan	Brand new	Japan	JPY 183,000,000.00	20	20	145,400,133
74	Humidification Plant	2014	Airlin	No-20, Jilin Road, Jhongli Industrial District, Taoyuan, hsien, Taiwan	Brand new	Taiwan	$ 80,000.00	20	20	6,469,458
75	Chiller Machine Unit-1 (Absorption)	2014	Texmartex	D-13, Midc industrial Area, Rd. AGA Road, Chinchwad, India	Brand new	India	$ 83,740.00	20	20	7,179,504
76	Chiller Machine Unit-2 (Absorption)	2014	Texmartex	D-13, Midc industrial Area, Rd. AGA Road, Chinchwad, India	Brand new	India	$ 65,720.00	20	20	5,763,876
77	Generator Machine	2014	Caterpillar	31 Jurong Port road, 06-04/05, Jurong Logistic	Brand new	USA	$ 392,285.00	20	20	31,128,301

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
				Hub, Singapore.						
78	Warp Tying Machine	2014	Staubli	Grossfeldtrasse 71, Ch-7320, Sargans, Switzerland	Brand new	Switzerland	CHF 255,000.00	20	20	22,832,165
79	Cooling Tower Machine	2014	Genius	No. 35-2, Jalan Puteri 4/1, Bandar puteri, 47100 puchong, Selangor, Malaysia	Brand new	Malaysia	$ 7,625.00	20	20	737,989
80	Compressore	2014	Boge	9 Toh Guan Road East -03-01, Singapore 608604	Brand new	EUC	€ 121,971.00	20	20	13,442,711
81	Yarn Dyeing Machine	2014	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien, Taiwan, R.O.C.	Brand new	Taiwan	$ 223,862.00	20	20	18,001,069
82	Sectional Warping	2014	Prashant Gamatex	4/A-1,G.I.D.C Estate, Phase-1, Vatwa, Ahmedabad, India.	Brand new	india	$ 292,920.00	20	20	23,200,241
83	Loom Travelling cleaner	2014	Electro-jet	Ctra Vic A Mnlleu Km 1,5, 08503 Gurb, Spain	Brand new	Spain	€ 30,015.00	20	20	3,491,707

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
84	Automatic Sampling Loom	2014	CCI TECH	88-3 Cheng Tien Rong Tu Cheng city Taipei 236, Taiwan	Brand new	Taiwan	$ 47,508.00	20	20	3,802,909
85	Fork Lift Truck	2014	Mitsubishi	No. 1, Tuas West Street Singapore 637444	Brand new	China	¥ 2,500,000.00	20	20	2,030,909
86	Sizing Machine	2014	Jupiter	Plot No. 510, Phase IV, G.I.D.C. Vatva, Mehmedabad Road, India	Brand new	India	$ 49,000.00	20	20	4,170,782
87	Sample Machine, Yarn Dyeing	2014	Ugolini	Via Lago di misurina, 18-36015 Schio (Vicenza)-Italy	Brand new	Italy	€ 62,782.50	20	20	6,807,702
88	Busbar Trunking, BBT	2014	EAE	EAE Disticaret Koll. Sti. Yusuf Hikmet Kaya Ve Ortigi, Istambul Ataturk Hava Limani, Turkey	Brand new	Turkey	$ 43,000.00	20	20	3,622,231
89	Weaving Machine (Spareparts)	2014	Thermax	D-13, Midc industrial Area, Rd. AGA Road, Chinchwad, India	Brand new	India	$ 5,724.00	20	20	515,958

SL NO	Name of Machineries	Year of Purchase	Seller Name	Seller Address	Condition when Purchase	Country of Origin	Purchase price	Estimated Life at the time of Acquisition	Remaining Economic Life	WDV on 31.12.2014
90	Automatic Fabric Inspection	2014	Shiaw Tai	No. 100, Sec-2, Nan Kan Rd, Lu Chu Hsiang, TaoYuan Hsien, Taiwan.	Brand new	Taiwan	$ 20,000.00	20	20	1,788,600
91	Trolley Machine	2014	Allwin	Plot No. 431, P-A, G.I.D.C. Nr. Apna Bazaar Gas Godown, Odhav, Ahmedabad, India.	Brand new	India	$ 6,730.00	20	20	592,949
92	Soft Cone Winding Machine	2014	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien, Taiwan, R.O.C.	Brand new	Taiwan	$ 180,000.00	20	20	14,110,484
93	Warp Beam	2014	Bharat	Plot No. 15/B, Phase I, GIDC Industrial Estate, Vatva, Ahmedabad, India.	Brand new	India	$ 6,600.00	20	20	524,695
94	Hydroextractor	2014	Centary Faith	No-122, Fu Hsing 2nd Rd., Kon His, Kwei Shang, Tao Yuan Hsien, Taiwan, R.O.C.	Brand new	Taiwan	$ 20,000.00	20	20	1,571,536
	Total									**997,224,642**

(ix) Details of the machineries required to be bought by the issuer, cost of the machineries, name of the suppliers, date of placement of order and the date or expected date of supply, etc.

Name of Machinery	Model & Supplier	Country of Origin	Unit	Currency	Offered/ Quoted Price	BDT	Date of Placement of Order	Date or Expected Date of Supply
Dryer Machine	RF 105 KW & Stalam	Italy	1 Set	EURO	125,000	10,625,000	After receiving of IPO Fund	120 days from placement of order
Dying Machine	TGCH-500 (50X10) &Centary Faith	Taiwan	1 Set	USD	109,200	8,736,000	After receiving of IPO Fund	120 days from placement of order
Hard winding Machine	120 Spindles & Centary Faith	Taiwan	6 Sets	USD	216,000	17,280,000	After receiving of IPO Fund	120 days from placement of order
Auxiliaries	Centary Faith	Taiwan	N/A	USD	65,180	5,214,400	After receiving of IPO Fund	120 days from placement of order
Encoder Sensor photocell, Module Gear wheel load cell, Motor with connector	Itema	Switzerland	N/A	EURO	280,455	23,838,675	After receiving of IPO Fund	120 days from placement of order
Integrated Drive CPU fast "T",EcoderSP24V001 Inverter Gripper "T", Lever Drive RH Gripper Blade, Weft Brake Blade	Ricambi Tessili Speciali	Italy	N/A	EURO	154,831	13,160,635	After receiving of IPO Fund	120 days from placement of order
Cylinder Body as-pistSBC7 V 3.2, Insert V sea Bearing bolt exhaust & accessories	Bangla Trac Ltd.	USA	544.30 kg	USD	109,948	8,795,840	After receiving of IPO Fund	120 days from placement of order
Turbo Retainer Ring Seal & accessories			N/A	BDT	N/A	2,181,188	After receiving of IPO Fund	120 days from placement of order
Piping for Chiller, Boiler, Exhaust & Hot water line	Shapla Enterprise Ltd.	Local	N/A	BDT	N/A	19,456,813	After receiving of IPO Fund	120 days from placement of order
Electrical Cable			N/A	BDT	N/A	5,000,507	After receiving of IPO Fund	120 days from placement of order

(x) In case the machineries are yet to be delivered, the date of quotations relied upon for the cost estimates given shall also be mentioned;

No machineries are required to be bought by the issuer except machineries to be bought from IPO proceeds.

(xi) If plant is purchased in brand new condition then it should be mentioned;

All the assets are in good condition and no re-conditioned or second hand assets or machinery is used by the Company except one Singeing Machine imported as re-conditioned. Based on the Inspection Report of SGS Bangladesh Ltd. Ref: IDHK/15/012 Dated: February 23, 2015 the physical findings of the machine was apparently in order and in operational condition at the time of the inspection of the machinery.

(xii) Details of the second hand or reconditioned machineries bought or proposed to be bought, if any, including the age of the machineries, balance estimated useful life, etc. as per PSI certificates of the said machineries as submitted to the Commission;

Name of Machinery	Age of Machinery	Balance estimated useful life
Singeing Machinery	20 years	8 years

(xiii) A physical verification report by the issue manager(s) regarding the properties as submitted to the Commission;

Visit Report
on
Evince Textiles Limited Limited

Company Overview

Evince Textiles Limited (ETL) was incorporated as a Private Limited Company on June 03, 1999 under the Companies act 1994. It was converted into a Public Limited Company on June 04, 2013. The authorized and paid-up capital of the company is as follows:

Particulars	Amount in Taka
Authorized Capital	1,500,000,000
Paid up Capital	1,030,000,000
The proposed IPO Size (in Tk.)	1,70,000,000
IPO Size (in share)	17,000,000
Face Value	10/-

Registered Office:

The Registered office of the Company is situated at Plot No-33, Section-7, Mirpur, Dhaka-1216

Nature of Business:

The main activities of the company concentrated in Manufacturing, Dyeing & Finishing of 100% cotton woven Fabric and exporting the same as a deemed exporter.

Products

The principal product of the Company is 100% deemed export oriented yarn dyed woven fabric in different constructions. The products are supplied to local garments industries, which are exported to European buyers.

Location of the Factory:

The factory is situated at Vill./Mouza: ShirirChala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur.

Physical Status of Buildings:
During the course of our visit we have identified that both Evince Textiles Ltd. And Evitex Fashions Limited share the office premise located at Plot No-33, Section-7, Mirpur, Dhaka-1216 as their registered offices but separate signboards are placed photos of which are attached below. We have also inspected the factory buildings of Evince Textiles Limited and Evitex Fashions Limited. Both the factories are located in Vill./Mouza: ShirirChala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur.

For the Issue Manager

Sd/-
Khandakar Kayes Hassan, CFA
Chief Executive Officer
LankaBangla Investments Ltd.

Date: December 20, 2015

(xiv) If the issuer is entitled to any intellectual property right or intangible asset, full description of the property, whether the same are legally held by the issuer and whether all formalities in this regard have been complied with;

The issuer is not is entitled to any intellectual property right or intangible asset.

(xv) Full description of other properties of the issuer.

Details of Buildings:

Number of Buildings	Type (Bricks/Tin/Prefabricated Steel)	Total Floor Area (Sft)	Total Building Area	Vacant Land (Decimals)	Cost per sq. ft (BDT)	Total Cost Amount (BDT)	Status of Use
Building-1	Pillar- RCC,Wall-Brick ,Roof-Prefabricated Steel,Hight-25'	23,763	23,762	301.72	1,288	415,012,572	Evince Textiles Limited
Building-2	Pillar- RCC,Wall-Brick, Roof-Prefabricated Steel,Hight-25'	33,880	34,016				Evince Textiles Limited
Building-3	Two Storied Building, Wall-Brick, Roof-RCC slab with false celling and Vibration absorption floor	80,655	72,011				Ground Floor- Evince Textiles Limited & 1st Floor-Evitex Fashions Limited
Building-4	Pillar- RCC,Wall-Brick Roof-Prefabricated Steel with false celling and Vibration absorption floor. Hight-15'	47,600	45,065				Evince Textiles Limited
Building-5	Pillar- RCC,Wall-Brick Roof-Prefabricated Steel with false celling and Vibration absorption floor. Hight-15'	28,832	30,266				Evince Textiles Limited
Building-6	Pillar- RCC,Wall-Brick ,Roof-Prefabricated Steel,Hight-25'	36,167	29,473				Evince Textiles Limited
Other Buildings	Pillar- RCC,Wall-Brick, Roof-Prefabricated Hight-25',Brick work, Hight-8',Floor pucca,Roof- Tin,Hight-	39,391	49,925				Evince Textiles Limited

	12'10",Hight-15'10"						

Details of Vehicles:

The Company at present owns 22 vehicles, which include 13 nos of cars, 1 Jeep, 4 nos of Pull cars and 4 nos of Pick-up Vans. Out of these, only two are under financial lease one is with International Leasing and Financial Services Limited and another is with Nitol Motors Ltd.

(f) PLAN OF OPERATION AND DISCUSSION OF FINANCIAL CONDITION

(a) Internal and external sources of cash:

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

(As per Audited Accounts)

Particulars	As of Dec 31, 2014	As of Dec 31, 2014	As of Dec 31, 2013	As of Dec 31, 2013	As of Dec 31, 2012
	(Separate)	Consolidated	(Separate)	Consolidated	(Separate)
Internal Sources of Cash: :	**(Amount in BDT)**				
Paid up Capital	1,030,000,000	1,030,000,000	440,000,000	440,000,000	110,500,000
Share Money Deposit	-	-	14,000,000		
Retained Earnings	167,404,108	231,471,599	12,935,556	55,242,546	140,995,097
Sub-Total	1,197,404,108	1,261,471,599	466,935,556	495,242,546	251,495,097
External Sources of Cash:					
Long Term Loan	303,768,699	303,768,699	400,349,803	400,349,803	761,291,866
Obligation under Finance Lease	2,105,321	2,105,321	-	-	-
Current Maturity of Long Term Loan	102,290,662	102,290,662	187,318,000	187,318,000	-
Short Term Loan	974,816,547	1,021,475,312	1,158,866,781	1,219,908,271	1,230,742,197
Sub-Total	1,382,981,229	1,429,639,994	1,746,534,584	1,807,576,074	1,992,034,063
Grand Total	**2,580,385,337**	**2,691,111,593**	**2,213,470,140**	**2,302,818,620**	**2,243,529,160**

(b) Any material commitments for capital expenditure and expected sources of funds for such expenditure:

There is no material commitment for expenditure.

(c) Causes for any material changes from period to period in revenues, cost of goods sold, other operating expenses and net income:

The Company's revenue and other income as well as operating expenses and net income have continued to change due to increasing business volume.

(*As per Audited Accounts)*

Particulars	For the year ended on					
	31-Dec-14 (Consolidated)	**31-Dec-14 (Separate)**	**31-Dec-13 (Separate)**	**31-Dec-12 (Separate)**	**31-Dec-11 (Separate)**	**31-Dec-10 (Separate)**
	(Amount in BDT)					
Turnover	2,337,278,020	1,563,652,870	1,517,655,259	1,500,837,565	1,499,577,271	1,377,601,653
Less: Cost of Goods Sold	1,869,820,593	1,155,461,073	1,121,189,659	1,110,912,733	1,122,972,262	1,001,634,808
Gross Profit	**467,457,428**	**408,191,797**	**396,465,601**	**389,924,833**	**376,605,009**	**375,966,845**
Less: Administrative & Other Expenses	101,731,748	73,573,445	64,364,678	67,397,313	57,909,428	43,595,128
Operating Profit	**365,725,680**	**334,618,352**	**332,100,923**	**322,527,520**	**318,695,581**	**332,371,717**
Less: Financial Expenses	178,374,628	172,289,492	213,704,963	278,706,419	232,451,003	254,666,950
Profit Before Other Income	**187,351,052**	**162,328,860**	**118,395,960**	**43,821,101**	**86,244,578**	**77,704,767**
Add. Other Income	3,039,968	1,440,000	43,746,990	1,440,000	1,440,000	-
Net Profit before Tax	**190,391,020**	**163,768,860**	**162,142,950**	**45,261,101**	**87,684,578**	**77,704,767**
Less: Provision for Tax	24,040,830	20,324,459	13,599,871	7,050,275	13,410,487	11,586,031
Net Profit after Tax	166,350,190	143,444,400	148,543,079	38,210,826	74,274,091	66,118,736

Causes for Changes in Sales
Due to efficient management of inventory and overall increasing demand of textiles in the economy, the Company's sales revenue bolstered from the year 2013 to the year 2014. The previous years maintain a stabilize trend in terms of sales.

Causes for Changes in COGS
As the Company increased its production capacity, its raw material consumption, factory overhead expenses and cost of production also increased proportionately. As a result, the Cost of Goods Sold (COGS) also increased year to year.

Causes for Changes in Administrative Expenses
The Company's administrative expenses mainly increased as it paid off a significant amount of remuneration to its directors. However, most of the other expenses under the head has reduced.

Causes for Changes in Operating Profit
As the Company efficiently managed its administrative expenses, it increased only 14.3% in 2014 from 2013, which did not affect the profitability of the Company. In addition, the Company prudently acquired 95% shareholding of Evitex Fashion Limited (EFL), which allowed it to share significant profit of EFL.

Causes for Changes in Other Income
The company acquired a subsidiary i.e Evitex Fashions Limited at December 30, 2013. Hence, EPS had been calculated on Net Profit after tax except other comprehensive income amounting Tk. 42,306,990 resulting from gain on acquisition/bargain purchases.

(d) Any seasonal aspects:

In general, demand for Textile Fabric is prevailed throughout the year but demand goes high from September to March.

Name of Machinery	Age of Machinery	Balance estimated useful life
Singeing Machinery	20 years	8 years
Name of Machinery	Age of Machinery	Balance estimated useful life
Singeing Machinery	20 years	8 years

(e) Any known trends, events or uncertainties that may have material effect on future business:

The known events that may affect the business operations of the Company are:

- Decrease in demand of the readymade garments products in the local and international market,
- Increased production cost
- Scarcity of raw materials,
- Scarcity of gas,
- Technological change,
- Increased competition
- Govt. Policy change towards the industry,
- Political unrest & Hartal,
- Flood and natural calamities.

(f) Any assets of the company used to pay off any liabilities:

None of the operating assets of the Company has been disposed off to liquidate any liabilities of the Company.

(g) Any loan taken from or given to any related party or connected person:

The Company did not take any loan from its Holding/Parent Company or Subsidiary Company or give to afore said.

(h) Any future contractual liabilities the issuer may enter into within next one year:

The Company has no plan to enter into any contract creating future liabilities for the Company except for those which are created in the normal course of business activities.

(i) The estimated amount, where applicable, of future capital expenditure:

The Company does not have any plan for future capital expenditure except for those mentioned in the "Use of IPO Proceeds" section above in this prospectus.

(j) Any VAT, income tax, customs duty or other tax liability which is yet to be paid, including any contingent liabilities:

(i) ***VAT:*** Evince Textiles Limited is 100% export oriented. Government of Bangladesh has declared that there is no VAT on 100% export oriented project except local sale by the Bangladesh Gazzette dated June 06, 2013 General Order No. 25/VAT/2013. As such, The Company does not have any outstanding VAT as on December 31, 2014.

(ii) ***Income Tax:*** As per certificate of the Deputy Commissioner of Taxes, Tax Circle-184 (Companies), Taxes Zone -9, Dhaka, the assessment of the company has been completed up to assessment year 2012-2013. Applicable tax rate is 15.0%. Year wise Income Tax status of the Company is depicted below:

Income Year	Assessment Year	Status	Remarks
2010	2011-2012	Assessment completed	As per certificate given by DCT of Tax Circle-184 (Companies), Tax Zone-9, Dhaka dated 15.07.2013, Income Tax is settled upto assessment year 2011-2012
2011	2012-2013	Assessment completed	As per certificate given by DCT of Tax Circle-184 (Companies), Tax Zone-9, Dhaka dated 20.03.2014, Income Tax is settled upto assessment year 2012-2013. Income Tax paid for the year Tk. 86, 22,569 including interest Tk. 11,24,683.
2012	2013-2014	Assessment completed	As per certificate given by DCT of Tax Circle-184 (Companies), Tax Zone-9, Dhaka dated 29.03.2015, Income Tax is settled upto assessment year 2013-2014.
2013	2014-2015	Return submitted & Assessment Under Process	N/A
2014	2015-2016	Return will be submitted on due date	N/A

(iii) ***Customs Duty:*** There is no custom duty of the Company as on December 31, 2014.

(k) Any financial commitment, including lease commitment, the company had entered into during the past five years:

The Company does not hold any asset under operating lease agreement with any Leasing Company. It is also not obliged to pay any rent. However, the Company currently shares its corporate office with Evince Designs and Fashions Limited (EDAF). The summary of rental agreement with EDAF is as follows:

Address	Area (sft)	Period	Rent per month (BDT)
Lotus Kamal Tower-One (Level-12), 57, Joar Sahara C/A, Nikunja-2, New Airport Road, Dhaka-1229	1,635	From Jan 01, 2015 to Dec 31, 2017	133,661.00

The Company does not hold any asset under financial lease agreement with any Leasing Company except for two vehicles with International Leasing and Financial Services Ltd. and Nitol Motors Ltd. Details are:

Lessor	Purpose of Lease	Period of Lease	Lease Amount (BDT)	Monthly Rental (BDT)	Effective date	Expiration date
International Leasing and Financial Services Ltd.	Vehicles Purchase	48 Months	1,650,000/-	49,400/-	04.06.2012	04.06.2016
Nitol Motors Ltd.	Vehicles Purchase	60 Months	1,295,000/-	35,000/-	25.01.2015	25.12.2019

(l) Details of all personnel related schemes:

Evince Textiles Limited offers a number of benefits, which include short-term employee benefits like Salaries, Wages and Sick Leave and Non-monetary Benefits like Medical Care & Transport Facilities. As a part of Medical Care benefit, it offers Metlife Alico Insurance for executives and insurance from Bangladesh General Insurance Co. Ltd to its workers under People Personal Accidents (PPA) policy.

The company has no provident fund and gratuity fund benefits.

As per Section 232 of Bangladesh Labor Act. 2006, which states that in sub-section 2 "The Government may, by notification in the official Gazette apply this chapter to such other companies as it may specify therein." And in sub-section 3 "Notwithstanding anything contained in sub-section (1) and (2), in industrial sector which is hundred percent export oriented or which is hundred percent foreign invested, the government may, by rules, for the beneficiaries working in such sectors, from sector-wise a central fund consolidating buyers and owners, fund management board, determine amount of donation and procedure for recovery thereof, adopt rules for using money of that fund and relevant other necessary rules. Provided that, such board, may very prior approval of government adopt regulations for the purpose of this section."
That is why the company was not able to make provision for WPPF during the year. However the management of the company has positive intention to implement WPPF after notification in the official Gazette by the Government.

(m) Break down of all expenses related to the public issue:

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

Sl.	Particulars	Nature of Expenditure	Amount in Tk. (approx.)
	Issue Management Fees		
1	Manager to the Issue Fee	1.00% on the public offer amount (including premium) or Tk. 03.00 million whichever is lower.	1,700,000.00
2	VAT against Issue Management Fees	@ 15% on Issue Management Fees	255,000.00
	Listing Related Expenses		
3	Application Fee for Stock Exchanges	Tk. 50,000 for each exchanges	100,000.00
4	Listing Fee for Stock Exchanges (DSE & CSE)	@ 0.25% on Tk. 100 million of paid-up capital and 0.15% on the rest amount of paid-up capital; minimum Tk. 50,000 and Maximum Tk. 10 million for each exchanges	3,800,000.00
5	Annual Fee for DSE & CSE	@ 0.05% on Tk. 100 million of paid-up capital and 0.02% on the rest amount of paid-up capital; minimum Tk. 50,000 and Maximum Tk. 6 lacs for each exchanges	940,000.00
	BSEC Fees		
6	Application Fee	-	10,000.00
7	BSEC Consent Fee	Fee @ 0.40% on the public offering amount	680,000.00
	IPO Commission		
8	Underwriting Commission	Commission @ 0.60% on Underwritten amount	357,000.00
9	Auditor Certification Fees	At Actual	500,000.00
	CDBL Fees and Expenses		
10	Security Deposit	At Actual	500,000.00
11	Documentation Fee	At Actual	2,500.00
12	Annual Fee	At Actual	100,000.00
13	Connection Fee	At Actual	6,000.00
14	IPO Fees	@0.0175% of issue size+0.0175% of Pre-IPO paid up capital	210,000.00
	Printing and Post IPO Expenses		
15	Publication of Prospectus	Estimated (5000 copies)	650,000.00
16	Abridged version of Prospectus and Notice in 4 daily newspaper	Estimated	850,000.00
17	Notice for Prospectus, Lottery, Refund etc. in 4 daily newspaper	Estimated	300,000.00
18	Lottery Conducting Expenses & BUET Fee	Estimated	1,000,000.00
19	Collection of Forms, Data Processing and Share Software Charge	Estimated	2,240,000.00
20	Allotment and Refund	Estimated	300,000.00
21	Stationeries and other expenses	Estimated	200,000.00
Grand Total			**14,700,500.00**
N.B.: Actual costs will vary if above mentioned estimates differ and will be adjusted accordingly.			

(n) If the issuer has revalued any of its assets, the name, qualification and experiences of the valuer and the reason for the revaluation, showing the value of the assets prior to the revaluation separately for each asset revalued in a manner which shall facilitate comparison between the historical value and the amount after revaluation and giving a summary of the valuation report along with basis of pricing and certificates required under the revaluation guideline of the Commission:

The company revalued some of its fixed assets twice, first time on September 09, 2008 and second time on December 31, 2012. The summary of the revaluation is provided below:

Name of the Valuer Company:	M. M. Rahman & Co
Qualification:	Chartered Accountants
Experiences of the Valuer:	CAREW & COMPANY National Cotton Mills Limited Uttara Bank Limited Argon Denims Limited
The Reason for the Revaluation:	Revaluation was made to arrive at a fair value of the fixed assets of Evince Textiles Limited in its financial statements for the year ended December 31, 2012.

Revaluation Made at Cut-Off Date September 09, 2008

Evince Textiles Limited, decided to re-value its Fixed Assets as at September 09, 2008 in order to reflect fair value thereof in its financial statements for the period ended December 31, 2008. With this end in view, G. K Adjusters Ltd. (the Valuer) which is a licensed certified surveyor of the Government of Bangladesh was appointed to carry out such valuation (the work).Revaluation was made to arrive at a fair value of the properties of Evince Textiles Limited in its financial statements for the year ended December 31, 2008.

SL	Name of Assets	Name of the Valuer	Qualification of the Valuer	Date of Revaluation	Carrying amount of the Assets	Value of assets after revaluation	Revaluation Surplus
1	Land and Land Development	M. M. Rahman & Co	Chartered Accountants	**September 09, 2008**	61,712,881	136,560,000	136,560,000
2	Building				165,455,866	348,825,240	348,825,240
Total					**227,168,747**	**485,385,240**	**258,216,493**

Revaluation Made at Cut-Off Date December 31, 2012

Evince Textiles Limited, decided to re-value its Fixed Assets for the second time as at December 31, 2012 in order to reflect fair value thereof in its financial statements for the period ended December 31, 2012. With this end in view, M.M. Rahman& Co. Chartered Accountants (IndependentValuers) was appointed to carry out suchvaluation (the work).

SL	Name of Assets	Name of the Valuer	Qualification of the Valuer	Date of Revaluation	Carrying amount of the Assets	Value of assets after revaluation	Revaluation Surplus
1	Land and Land Development	M. M. Rahman & Co	Chartered Accountants	**December 31, 2012**	178,941,620	270,582,267	91,640,647
2	Building				363,996,031	444,726,185	80,730,154
Total					**542,937,651**	**715,308,452**	**172,370,801**

(o) Where the issuer is a holding/subsidiary company, full disclosure about the transactions, including its nature and amount, between the issuer and its subsidiary/holding company, including transactions which had taken place within the last five years of the issuance of the prospectus or since the date of incorporation of the issuer, whichever is later, clearly indicating whether the issuer is a debtor or a creditor:

There was no transaction between Evince Textiles Limited and its Subsidiary Company Evitex Fashions Limited except the factory rent paid by Evitex Fashions Limited to Evince Textiles Limited.

Sl. No.	Particulars	Area (sft)	Amount (BDT) As on Dec 31, 2014)	Amount (BDT) As on Dec 31, 2013	Amount (BDT) As on Dec 31, 2012	Amount (BDT) As on Dec 31, 2011	Amount (BDT) As on Dec 31, 2010
1.	Factory Rent	24,000	120,000 per month	120,000 per month	120,000 per month	120,000 per month	Nil

Acquisition Between Evince Textiles Limited and Evitex Fashions Limited

Evince Textiles Limited has acquired the shareholding of its director in Evitex Fashions Limited (EFL) by transferring its own share @ 1:1 basis and acquired total 95% of shares of EFL from its directors and shareholders .Details are given below:

Acquirer	Acquiree	Consideration (Amount in BDT)
Evince Textiles Limited	Evitex Fashions Limited	83,600,000

Advance to Evitex Polycot Limited

In the year 2008, Evince Textiles Limited made an advance amounting Tk. 62,998,537 and in 2011 advanced Tk. 16,431,000 to Evitex Polycot Ltd. A Company under common management, with a view to investment in shares. But the management of Evince Textiles Limited realized that the investment may not be viable due to not getting approval of Gas supply from Titas Gas Transmission of Bangladesh. That is why the advanced amount has been realized as full.

Sl. No.	Particulars	Paid/Received	Amount (BDT) As on March 31, 2014	Amount (BDT) As on Dec 31, 2013	Amount (BDT) As on Dec 31, 2012	Amount (BDT) As on Dec 31, 2011	Amount (BDT) As on Dec 31, 2010
1.	Advance to Evitex Polycot Ltd.	Paid	-	-		16,431,000	-
		Received	79,429,537	-	-	-	-

(p) Financial Information of Group Companies: following information for the last three years based on the audited financial statements, in respect of all the group companies of the issuer, wherever applicable, along with significant notes of auditors:

Sl No.	Particulars	Evince Textiles Limited			Evitex Fashions Limited		
		2014	2013	2012	2014	2013	2012
1	Date of Incorporation	June 03, 1999			April 11, 2004		
2	Nature of Business	Yarn Dyed Woven Fabric			Various types of Garments		
3	Equity Capital	1,030,000,000	440,000,000	110,500,000	88,000,000	88,000,000	500,000
4	Reserves						
5	Sales	1,563,652,870	1,517,655,259	1,500,837,565	773,625,150	871,631,089	866,131,089
6	Profit after tax	143,444,400	106,236,089	38,210,826	22,905,789	36,637,412	31,635,956
7	Earnings per share	1.64	2.98	3.46	2.60	4.16	632.70
	Diluted Earnings Per Share	1.64	1.21	0.44	2.60	4.16	3.59
8	Net Asset Value	15.28	19.09	58.83	17.66	15.06	1,917.92
9	The highest and lowest market price of shares during the preceding six months with disclosures for changes in capital structure during the period, if any securities of the group are listed with any exchange;	N/A	N/A	N/A	N/A	N/A	N/A
10	Information regarding significant adverse factors relating to the group;	N/A	N/A	N/A	N/A	N/A	N/A
11	Any of the group companies has become sick or is under winding up;	N/A	N/A	N/A	N/A	N/A	N/A
12	The related business transactions within the group and their significance on the financial performance of the issuer;	Factory Rent	-	-	Factory Rent	-	-
13	Sales or purchase between group companies/ subsidiaries/ associate companies when such sales or purchases exceed in value in the aggregate ten per cent of the total sales or purchases of the issuer and also material items of income or expenditure arising out of such transactions;	N/A	N/A	N/A	N/A	N/A	N/A
14	Where the issuer is a banking company, insurance company, non-banking financial institution or any other company which is regulated and licensed by another primary regulator, a declaration by the board of directors shall be included in the prospectus stating that all requirements of the relevant laws and regulatory requirements of its primary regulator have been adhered to by the issuer;	N/A	N/A	N/A	N/A	N/A	N/A

15	A report from the auditors regarding any allotment of shares to any person for any consideration otherwise than cash along with relationship of that person with the issuer and rationale of issue price of the shares;	N/A	N/A	N/A	N/A	N/A	N/A
16	Any material information, which is likely to have an impact on the offering or change the terms and conditions under which the offer has been made to the public;	N/A	N/A	N/A	N/A	N/A	N/A
17	Business strategies and future plans. Projected statement of financial position, compressive statement of income and earnings per share for the next three accounting years as per the issuers own assessment.	N/A	N/A	N/A	N/A	N/A	N/A

q) Discussion on the results of operations shall inter-alia contain the following:

1) A summary of the past financial results after adjustments as given in the auditor's report containing significant items of income and expenditure;

Particulars	31.12.2014 consolidated	31.12.2014 Separate	31.12.2013 consolidated	31.12.2013 (Separate)	31.12.2012	31.12.2011	31.12.2010
Non-current assets	1,997,436,173	2,056,297,474	1,605,504,485	1,667,618,335	1,633,923,694	1,496,019,519	1,436,411,894
Current assets	1,284,075,244	1,019,886,302	1,292,550,569	1,018,132,871	1,120,857,217	983,976,894	958,796,514
Shareholder's equity	1,637,418,251	1,573,350,760	896,213,352	853,906,360	650,070,272	439,487,113	363,744,242
Non-current liabilities	315,236,736	315,236,736	401,564,940	401,564,940	811,075,866	731,371,161	846,315,522
Current liabilities	1,321,084,457	1,187,596,280	1,593,650,080	1,430,279,906	1,293,634,774	1,309,138,139	1,185,148,644
Turnover	2,337,278,020	1,563,652,870	1,517,655,259	1,517,655,259	1,500,837,565	1,499,577,271	1,377,601,653
Gross profit	467,457,427	408,191,797	396,465,601	396,465,601	389,924,833	376,605,009	375,966,845
Other Income	3,039,968	1,440,000	43,746,990	1,440,000	1,440,000	1,440,000	-
Net profit before tax	190,391,020	163,768,860	162,142,950	119,835,960	45,261,101	87,684,578	77,704,767
Net profit after tax	166,350,190	143,444,400	148,543,079	106,236,089	38,210,826	74,274,091	66,118,736
Total comprehensive income	166,350,190	143,444,400	148,543,079	148,543,079	38,210,826	74,274,091	66,118,736

2) A summary of major items of income and expenditure;

Particulars	31.12.2014 consolidated	31.12.2014 Separate	31.12.2013 consolidated	31.12.2013 (Separate)	31.12.2012	31.12.2011	31.12.2010
Turnover	2,337,278,020	1,563,652,870	1,517,655,259	1,517,655,259	1,500,837,565	1,499,577,271	1,377,601,653
Gross profit	467,457,427	408,191,797	396,465,601	396,465,601	389,924,833	376,605,009	375,966,845
Net profit before tax	190,391,020	163,768,860	162,142,950	119,835,960	45,261,101	87,684,578	77,704,767
Net profit after tax	166,350,190	143,444,400	148,543,079	106,236,089	38,210,826	74,274,091	66,118,736
Total comprehensive income	166,350,190	143,444,400	148,543,079	148,543,079	38,210,826	74,274,091	66,118,736

3) **The income and sales on account of major products or services;**

Product	Sales	Income
110% Yarn Dyed Woven Fabric	2,33,72,78,020	16,63,50,190

4) **In case, other income constitutes more than 10% of the total income, the breakup of the same along with the nature of the income, i.e., recurring or non-recurring;**

There is only one product of the company, which is 100% yarn dyed woven fabric in different construction which contributes to the company's total revenue.

5) **If a material part of the income is dependent upon a single customer or a few major customers, disclosure of this fact along with relevant data. Similarly if any foreign customer constitutes a significant portion of the issuer's business, disclosure of the fact along with its impact on the business considering exchange rate fluctuations**

Sl. No.	Customer Name	For the Year ended on December 31, 2014	
		Turnover (BDT)	Value contribution (%)
1	Elite Garments Ltd.	484,593,643	31.28%
2	Vision Apparels Ltd	238,925,069	15.42%

6) **In case the issuer has followed any unorthodox procedure for recording sales and revenues, its impact shall be analyzed and disclosed.**

The issuer has not followed any unorthodox procedure for recording sales and revenues.

(r) **Comparison of recent financial year with the previous financial years on the major heads of the profit and loss statement, including an analysis of reasons for the changes in significant items of income and expenditure, inter-alia, containing the following:**

Particulars	For the year ended on			
	31-Dec-14 (Consolidated)	31-Dec-14 (Separate)	31-Dec-13 (Separate)	31-Dec-12 (Separate)
	(Amount in BDT)			
Turnover	2,337,278,020	1,563,652,870	1,517,655,259	1,500,837,565
Less: Cost of Goods Sold	1,869,820,593	1,155,461,073	1,121,189,659	1,110,912,733
Gross Profit	**467,457,428**	**408,191,797**	**396,465,601**	**389,924,833**
Less: Administrative & Other Expenses	101,731,748	73,573,445	64,364,678	67,397,313
Operating Profit	**365,725,680**	**334,618,352**	**332,100,923**	**322,527,520**
Less: Financial Expenses	178,374,628	172,289,492	213,704,963	278,706,419
Profit Before Other Income	**187,351,052**	**162,328,860**	**118,395,960**	**43,821,101**
Add. Other Income	3,039,968	1,440,000	1,440,000	1,440,000
Net Profit before Tax	**190,391,020**	**163,768,860**	**119,835,960**	**45,261,101**
Less: Provision for Tax	24,040,830	20,324,459	13,599,871	7,050,275
Net Profit after Tax	**166,350,190**	**143,444,400**	**106,236,089**	**38,210,826**

1) **Unusual or infrequent events or transactions including unusual trends on account of business activity, unusual items of income, change of accounting policies and discretionary reduction of expenses etc.**

Causes for Changes in Sales
Due to efficient management of inventory and overall increasing demand of textiles in the economy, the Company's sales revenue bolstered from the year 2013 to the year 2014.

Causes for Changes in COGS
As the Company increased its production capacity, its raw material consumption, factory overhead expenses and cost of production also increased proportionately. As a result, the Cost of Goods Sold (COGS) also increased.

Causes for Changes in Administrative Expenses
The Company's administrative expenses mainly increased as it paid off a significant amount of remuneration to its directors. However, most of the other expenses under the head has reduced.

Causes for Changes in Operating Profit
As the Company efficiently managed its administrative expenses, it increased only 14.3% in 2014 from 2013, which did not affect the profitability of the Company. In addition, the Company prudently acquired 95% shareholding of Evitex Fashion Limted (EFL), which allowed it to share significant profit of EFL.

2) **Significant economic changes that materially affect or are likely to affect income from continuing operations;**

There are no significant economic changes that may materially affect or are likely to affect income from continuing operations

3) **Known trends or uncertainties that have had or are expected to have a material adverse impact on sales, revenue or income from continuing operations;**

The known events that may affect the business operations of the Company are:

- Decrease in demand of the readymade garments products in the local and international market,
- Increased production cost
- Scarcity of raw materials,
- Scarcity of gas,
- Technological change,
- Increased competition
- Govt. Policy change towards the industry,
- Political unrest & Hartal,
- Flood and natural calamities

4) **Future changes in relationship between costs and revenues, in case of events such as future increase in labor or material costs or prices that will cause a material change are known:**

The issuer is aware of the fact that future is always uncertain that affect business and plan as well. So in future labor price or material price may change. However, revenue is always adjusted and follow the trend in line with production cost. Hence, any change in cost will be reflected in sales price. It is mentioned-worthy that Bangladesh is the 3rd largest Denim producer of the world. So we have strong influence over market to set the trend as well.

5) **The extent to which material increases in net sales or revenue are due to increased sales volume, introduction of new products or services or increased sales prices;**

The issuer is expecting the increased net sales or revenue because of sales volume, new product line and sales price. It is forecasted that we will be able to increase our net sales or revenue around 25 percent on an average for the next 3 years.

6) **Total turnover of each major industry segment in which the issuer operated;**

YEAR	EXPORT OF RMG (IN MILLION US$)	TOTAL EXPORT (IN MILLION US$)	% OF RMG'S TO TOTAL EXPORT
2009-10	12,496	16,204	77.12%
2010-11	17,914	22,924	78.15%
2011-12	19,089	24,287	78.60%
2012-13	21,515	27,018	79.63%
2013-14	24,491	30,186	81.13%
2014-15	25,491	31,208	81.68%
2015-16 (July-Feb)	18,128	22,123	81.94%

7) **Status of any publicly announced new products or business segment;**

The Company did not announce new products or business segment.

8) **The extent to which the business is seasonal.**

In general, demand for Textile Fabric is prevailed throughout the year but demand goes high from September to March.

(s) Defaults or rescheduling of borrowings with financial institutions/banks, conversion of loans into equity along with reasons thereof, lock out, strikes and reasons for the same etc.

The Company has neither rescheduled its borrowings with financial institutions/banks nor converted its loans into equity. There has been no lock out, strikes etc.

(t) Details regarding the changes in the activities of the issuer during the last five years which may had a material effect on the profits/loss, including discontinuance of lines of business, loss of agencies or markets and similar factors;

There were no changes in the activities of the Company during the last five years and had not any material effect on the profits/loss, including discontinuance of lines of business, loss of agencies or markets and similar factors.

(u) Injunction or restraining order, if any, with possible implications;

There was no injunction or restraining order.

(v) Technology, market, managerial competence and capacity built-up;

Our facility is fully equipped with a complete lab for shade matching and color development. The dyeing vessels are of latest models with computerized control systems. Vessel capacities range from 5 kg to 500 kg, supported by three400 kg pressure dryers.There are three Swiss made Ben-Tronic and two Prashant Gamatex, new generation sectional wrappers, based on latest technology, optimum ergonomics and high flexibility enables us to process various kinds of yarn dyed patterns also. The new Ben Size Tec sizing machines with additional new automatic control undertakes all functions needed for a warp. The versatility in weaving is one of our major advantages. Our weaving section contains 156 Italian rapier-weaving machines from SOMET, SMIT and VAMATEX. All looms are capable of 8 colors in the weft and equipped with Electronic Dobby. Furthermore, a number of looms are equipped with double beams with the purpose of handling seersucker and designs with varying warp tension. In additional there are 40 latest Air-jet looms from Toyota Japan which can run upto 850 rpm.

(w) Changes in accounting policies in the last three years:

The management of the Company has not change any accounting policies in the last three years.

(x) Significant developments subsequent to the last financial year: A statement by the directors whether in their opinion there have arisen any circumstances since the date of the last financial statements as disclosed in the prospectus and which materially and adversely affect or is likely to affect the trading or profitability of the issuer, or the value of its assets, or its ability to pay its liabilities within the next twelve months;

There were no significant events occurred subsequent to the last financial year and no adverse effect will happen in the profitability of the issuer.

(y) If any quarter of the financial year of the issuer ends after the period ended in the audited financial statements as disclosed in the prospectus, unaudited financial statements for each of the said quarters duly authenticated by the CEO and CFO of the issuer;

Year-end duly authenticated audited financial statement have been incorporated in the prospectus.

(z) Factors that may affect the results of operations.

There are no such factors that may affect the results of operations.

SECTION VII: MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION

(a) Overview of business and strategies;

(i) Production Process

Evince Textiles Ltd. was commissioned in 2003 with a goal to produce world-class premium yarn dyed fabrics in Bangladesh. Currently the mill is geared to produce over a million yards of cotton shirting fabrics per month. Our product range includes 100% cotton yarn dyed shirting fabrics comprised of a variety of yarn counts: 30's, 40's, 50's, 60's, 70's, 80/2's and 100/2's with a wide range of dobby designs as well as different types of weaves.

Yarn Dyeing

The current yarn dyeing capacity is around 8,000 kg per day. Our facility is fully equipped with a complete lab for shade matching and color development. The dyeing vessels are of latest models with computerized control systems. Vessel capacities range from 5 kg to 500 kg, supported by three400 kg pressure dryers.
The unique combination of small and large drying vessels contributes towards major flexibility while handling a large number of colors and quantities per batch.

Warping

There are three Swiss made Ben-Tronic and two Prashant Gamatex, new generation sectional wrappers, based on latest technology, optimum ergonomics and high flexibility enables us to process various kinds of yarn dyed patterns also.

Sizing

The new Ben Size Tec sizing machines with additional new automatic control undertakes all functions needed for a warp. Present tolerance limits ensure uniform quality, tension, temperatures and squeezing pressure. Also as backup there is one additional Jupiter sizing machine which has all the latest control and technology.

Weaving

The versatility in weaving is one of our major advantages. Our weaving section contains 156 Italian rapier-weaving machines from SOMET, SMIT and VAMATEX. All looms are capable of 8 colors in the weft and equipped with Electronic Dobby. Furthermore, a number of looms are equipped with double beams with the purpose of handling seersucker and designs with varying warp tension. In additional there are 40 latest Air-jet looms from Toyota Japan which can run upto 850 rpm.

Finishing

The in house finishing unit ensures that any fabric that moves out of our factory is of high quality. The finishing plant machineries are carefully selected so that it can customize the process of Yarn Dyed Shirting fabrics. The finishing range is equipped to do numerous kinds of special finishes, namely Carbon Peach, Easy to Iron, Stain Resistant, Nano-Care and Anti Bacteria finish.

Laboratories

Evince Textile contains two separate laboratories. One is a pilot lab for color matching, while the other is a quality control lab that aims in ensuring the quality of finished goods. In addition to the equipments, our dedicated quality control team is assigned to monitor quality at different stages of the production process.

(ii) Design and Development

Special emphasis is given for product design and development. There is in house design team which goes to fair and regularly interact with customer to be updated with latest trend and fashion. The Company's own collection of fabric which are developed brand on the production color and trend for spring / summer and autumn/winter. Along with fabric development and marketing handout hangers the design team creates a garment collection from the same fabrics showcasing silhouettes and wash effects which brings out the best in the developed fabrics.

(b) SWOT ANALYSIS;

Strength

- Established marketing platform and a proven track record of performance
- Large base of experienced professionals
- Diversified business sector exposures
- Uses state of the art technology for production enhancement
- Have backward and forward business linkage support
- Produces textiles for world class companies like Tesco and H&M
- Mill is geared to produce over a million yards of cotton shirting fabrics per month

Weakness

- Lack of coordination between different sectors.
- Major apparel export destination of Bangladesh European Union. Currently the BDT is highly appreciated against the Euro which is lowering the export revenue receipt in BDT.

Opportunities

- Low Labor Cost
- Shift of the Chinese Textile Industry towards industrial products, thereby creating opportunity in Bangladesh RMG Sector
- Huge untapped demand for fabric production
- Several Government incentives like tax benefits, Export Development Fund (EDF) facility, cash benefits are available

Threats

- The Company and the whole industry will be adversely affected if political situation deteriorates.
- Major apparel export destination of Bangladesh is European Union. Currently the BDT is highly appreciated against the Euro which is lowering the export revenue receipt in BDT.
- USA is planning international trade agreement named Trans-Pacific Partnership with 11 Pacific Rim countries. If the deal is passed, least developed countries like Bangladesh will lose market share in US market.

(c) Analysis of the financial statements of last five years with reason(s) of fluctuating revenue/sales, other income, total income, cost of material, finance cost, depreciation and amortization expense, other expense; changes of inventories, net profit before & after tax, EPS etc.

Parameters	December 31, 2014 (Consolidated)	December 31, 2013 (Consolidated)	December 31, 2012	December 31, 2011	December 31, 2010
Revenue/Sales	2,33,72,78,020	1,517,655,259	1,50,08,37,565	1,49,95,77,271	1,37,76,01,653
Other Income	3,039,968	43,746,990	1,440,000	1,440,000	-
Total income	16,63,50,190	1,561,402,249	3,82,10,826	7,42,74,091	6,61,18,736
Cost of material	1,869,820,593	1,121,189,659	1,110,912,733	1,122,972,262	1,001,634,808
Finance Cost	(17,84,16,904)	213,704,963	(27,87,06,419)	(23,24,51,003)	(25,46,66,956)
Depreciation and amortization expense	125,694,831	115,668,276	115,199,572	108,347,324	115,225,837
Other expense	101,731,748	64,364,678	67,397,313	57,909,428	43,595,128
Changes of Inventories	46,35,21,241	46,39,40,341	43,94,80,491	36,33,34,327	15,39,08,455
Net Profit Before Tax	19,03,91,020	162,142,950	4,52,61,101	8,76,84,578	7,77,04,767
Net Profit After Tax	16,63,50,190	148,543,079	3,82,10,826	7,42,74,091	6,61,18,736
Earnings per share	1.88	4.16	3.46	6.72	5.98

Reasons of Fluctuation

Revenue/Sales
The company enjoyed a steady growth in last five years due to increasing demand of textiles. The Company's sales revenue sustained over the period and ensure substantial increase in the year 2014. One of the main reasons behind this was increasing demand of company's product as well as industry support. In addition of that, the capacity utilization is also increased due management efficiency.

Other Income
The company acquired a subsidiary i.e Evitex Fashions Limited at December 30, 2013 amounting Tk. 43,746,990 resulting from gain on acquisition/bargain purchases. Other than that, the company enjoy a stable trend in Other Income.

Total Income
In-fact, combined effect of revenue and other income are reflected in the total income. As such, aforesaid explanation is applicable here also.

Cost of Material
ETL's cost of material is in line with revenue and capacity utilization.

Finance Cost
Finance cost decreased over time due to loan pay off. The company intended to decrease the dependence on external finance and focus on equity based financing.

Depreciation and amortization expense
There is growth of depreciation in the 2014 and 2013 due to acquisition of EFL with ETL.

Other expense
Over the year's trend of other expenses are consistent.

Changes of Inventories
There has been no fluctuation in changes of inventories.

Net Profit before & After Tax
As the Company efficiently managed its administrative expenses, it increased only 14.3% in 2014
From 2013, which did not affect the profitability of the Company. In addition, the Company prudently acquired 95% shareholding of Evitex Fashion Limited (EFL), which allowed it to share significant profit of EFL.

Causes for Fluctuation of EPS
EPS decreased in 2014 as Evince textiles limited acquired Evitex Fashions Limited.

(d) Known trends demands, commitments, events or uncertainties that are likely to have an effect on the company's business;

The known events that may affect the business operations of the Company are:

- Decrease in demand of the readymade garments products in the local and international market,
- Increased production cost
- Scarcity of raw materials,
- Scarcity of gas,
- Technological change,
- Increased competition
- Govt. Policy change towards the industry,
- Political unrest &Hartal,
- Flood and natural calamities.

(e) Trends or expected fluctuations in liquidity;

There are no trends of expected fluctuations in liquidity

(f) Off-balance sheet arrangements those have or likely to have a current or future effect on financial condition.

There are no off-balance sheet arrangements those have or likely to have a current or future effect on financial condition.

SECTION VIII: DIRECTORS AND OFFICERS

a) Name, Father's name, age, residential address, educational qualification, experience and position of each of the directors of the company and any person nominated/represented to be a director, showing the period for which the nomination has been made and the name of the organization which has nominated him;

Sl.	Name	Father's Name	Age	Residential Address	Educational Qualification	Experience	Position	Name of the Institutions and Duration for Nominated Director
1.	Anwar-ul Alam Chowdhury	Late Shah Alam Chowdhury	55	House -55 ,Road-123, Block CES (A),Gulshan Dhaka-1212	MBA	34	Chairman	N/A
2.	Shabnam Shehnaz Chowdhury	Late Dr. Sirajul Islam Chowdhury	48	House -55 ,Road-123, Block CES (A),Gulshan Dhaka-1212	M. Com	25	Vice Chairman	N/A
3.	Abu Kawser Majumder	Abdul Halim Majumder	42	House- 39, Road-01, Flat- G-4, Dhanmondi R/A Dhaka-1205	MBA	14	Managing Director& Director	N/A
4.	A.K. Gouhor Rabbani	Wahid Uddin Ahmed	45	House – 78, Road – 6, Sheaker Teck, Mohammadpur ,Dhaka-1207	MBA	17	Director	N/A
5.	Md. Akhter Shahid	Late Mofiz Uddin Ahammad	57	House – 46, Road No. – 7, Block-F, Banani,Gulshan, Dhaka 1216	B.A	29	Director	N/A
6.	Shah Adeeb Chowdhury	Anwar Ul Alam Chowdhury	28	House -55 ,Road-123, Block CES (A),Gulshan Dhaka-1212	Graduate in Fashion Designing	9	Director	N/A
7.	Shah Rayeed Chowdhury	Anwar Ul Alam Chowdhury ,	25	House -55 ,Road-123, Block CES (A),Gulshan Dhaka-1212	BBA	5	Director	N/A
8.	Faizul Hakim Khan	Late Justice Abdul Hakim Khan	65	House – 39, Road-14 A, Dhanmondi R/A, Dhaka -1209.	Bachelor of Commerce	25	Independent Director	N/A
9.	M. Shahjahan Bhuiyan	Late Mvi Meser Ahmed Bhuiyan	68	House – 24/A, Road – 02, Sec-3, Uttara, Dhaka	M.Com	46	Independent Director	N/A

b) The date on which he first became a director and the date on which his current term of office shall expire;

SL.	Name	Position	Date of becoming Director for the first time	Date of Expiration of Current Term
1.	Anwar-ul Alam Chowdhury	Chairman	June 03, 1999	2016
2.	Shabnam Shehnaz Chowdhury	Vice Chairman	June 03, 1999	2016

3.	Abu Kawser Majumder	Managing Director& Director	December 20, 2012	2018
4.	A.K. Gouhor Rabbani	Director	December 20, 2012	2017
5.	Md. Akhter Shahid	Director	December 20, 2012	2016
6.	Shah Adeeb Chowdhury	Director	March 05, 2013	2017
7.	Shah Rayeed Chowdhury	Director	March 05, 2013	2017
8.	Faizul Hakim Khan	Independent Director	March 31, 2014	2017
9.	M. Shahjahan Bhuiyan	Independent Director	March 31, 2014	2017

c) If any director has any type of interest in other businesses, names and types of business of such organizations. If any director is also a director of another company or owner or partner of any other concern, the names of such organizations;

Name	Directorship/Ownership with other companies	Brief Description	Position
Mr. Anwar-ul Alam Chowdhury	Evince Garments Limited	Readymade Garments	Managing Director
	Evince Paper Converting and Packaging Industries Limited	Manufacturing of shipping carton	
	Evince Design and Fashions Limited	Buying house	
	Evince Accessories Limited	Mamufacturing of buttons	
	Evince Computerized Labels Ltd	Manufacturing of Labels	
	Evince Suisse Limited	Recycling of wastage knit fabrics	
	Evince Labels Limited	Manufacturing of woven labels	
	Argon Denims Limited	Manufacturing of denim fabric	
	Evince Button Industries Limited	Manufacturing of poly button	
	Evince Dress Shirts Limited	Manufacturing of readymade garments	
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Evitex Apparels Ltd	Manufacturing of readymade garments	
	Evitex Polycot Limited	Manufacturing of yarn from wastage cotton	
	Argon Jeans Limited	Manufacturing of readymade garments	
	Argon Spinning Limited	Manufacturing of yarn	
Mrs. Shabnam Shehnaz Chowdhury	Argon Denims Limited	Manufacturing of denim fabric	Chairman
	Evince Paper Converting and Packaging Industries Limited	Manufacturing of shipping carton	Director
	Evince Accessories Limited	Mamufacturing of buttons	
	Evince Suisse Limited	Recycling of wastage knit fabrics	
	Evince Labels Limited	Manufacturing of woven labels	
	Evince Button Industries Limited	Manufacturing of poly button	
	Evince Dress Shirts Limited	Manufacturing of readymade garments	
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Evitex Apparels Ltd	Manufacturing of readymade garments	
	Evitex Polycot Limited	Manufacturing of yarn from wastage cotton	
	Argon Jeans Limited	Manufacturing of readymade garments	
	Argon Spinning Limited	Manufacturing of yarn	
Mr. Abu Kawser Majumder	Evince Design & Fashions Limited	Buying house	Director
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Argon Jeans Limited	Manufacturing of readymade garments	
	Argon Spinning Limited	Manufacturing of yarn	
	Argon Denims Limited	Manufacturing of denim fabric	
Mr. A.K. Gouhor Rabbani	Evince Design & Fashions Limited	Buying house	Director
	Argon Spinning Limited	Manufacturing of yarn	
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Argon Jeans Limited	Manufacturing of readymade garments	
	Argon Denims Limited	Manufacturing of denim fabric	
Mr. Md. Akhter Shahid	Evince Design & Fashions	Buying house	Director

Name	Directorship/Ownership with other companies	Brief Description	Position
	Limited		
	Argon Spinning Limited	Manufacturing of yarn	
	Argon Jeans Limited	Argon Jeans Limited	
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Argon Denims Limited	Manufacturing of denim fabric	
Mr. Shah Adeeb Chowdhury	Argon Denims Limited	Manufacturing of denim fabric	Director
Mr. Shah Rayeed Chowdhury	Argon Denims Limited	Manufacturing of denim fabric	Director
Mr. Faizul Hakim Khan	Argon Denims Limited	Manufacturing of denim fabric	Independent Director
M. Shahjahan Bhuiyan	Argon Denims Limited	Manufacturing of denim fabric	Independent Director

d) Statement of if any of the directors of the issuer are associated with the securities market in any manner. If any director of the Issuer company is also a director of any issuer of other listed securities during last three years then dividend payment history and market performance of that issuer;

Sl. No.	Name of the Issue	Publication Date of Prospectus	Listing Year	Issue Price	Dividend Payment History		
					2012	2013	2014
1	Argon Denims Limited	01-Nov-12	2013	35.00	20% B	6% C, 15% B	20% B

Market performance of Argon Denims Limited

Sl.	Particulars	2012	2013	2014
1	Turnover	1,588,441,173	2,171,292,501	2,521,265,296
2	Gross Profit	325,052,580	461,002,125	577,208,829
3	Net Profit after Tax	135,923,070	226,839,435	287,461,724
4	NAV per share	29.29	33.79	27.00
5	Earnings per Share	4.50	3.15	3.47

Source: Dhaka Stock Exchanges

e) Family relationship among directors and top five officers of the company

Name	Designation	Relationship Relationships
Mr. Anwar-ul Alam Chowdhury	Chairman	Husband of Shabnam Shehnaz Chowdhury and father of Shah Adeeb Chowdhury and Shah Rayeed Chowdhury.
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	Wife of Anwar-ul Alam Chowdhury and Mother of Shah Adeeb Chowdhury and Shah Rayeed Chowdhury.
Mr. Shah Adeeb Chowdhury	Director	Son of Anwar-ul Alam Chowdhury and Shabnam Shehnaz Chowdhury and brother of Mr. Shah Rayeed Chowdhury.
Mr. Shah Rayeed Chowdhury	Director	Son of Anwar-ul Alam Chowdhury and Shabnam Shehnaz ChowdhuryChowdhury and brother of Mr. Shah Adeeb Chowdhury.

Name	Designation	Relationship
Mr. Anwar-ul Alam Chowdhury	Chairman	Husband of Shabnam Shehnaz Chowdhury and father of Shah Adeeb Chowdhury and Shah Rayeed Chowdhury.
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	Wife of Anwar-ul Alam Chowdhury and Mother of Shah Adeeb Chowdhury and Shah Rayeed Chowdhury.
Mr. Abu Kawser Majumder	Managing Director	No Family relation
Mr. A.K. Gouhor Rabbani	Director-	No Family relation

	Merchandiser	
Mr. Md. Akhter Shahid	Director-Marketing	No Family relation

There is no family relationship among any of the directors and any of the top five officers of the company except mentioned above.

f) A very brief description of other businesses of the directors

Name	Directorship/Ownership with other companies	Brief Description	Position
Mr. Anwar-ul Alam Chowdhury	Evince Garments Limited	Readymade Garments	Managing Director
	Evince Paper Converting and Packaging Industries Limited	Manufacturing of shipping carton	
	Evince Design and Fashions Limited	Buying house	
	Evince Accessories Limited	Mamufacturing of buttons	
	Evince Computerized Labels Ltd	Manufacturing of Labels	
	Evince Suisse Limited	Recycling of wastage knit fabrics	
	Evince Labels Limited	Manufacturing of woven labels	
	Argon Denims Limited	Manufacturing of denim fabric	
	Evince Button Industries Limited	Manufacturing of poly button	
	Evince Dress Shirts Limited	Manufacturing of readymade garments	
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Evitex Apparels Ltd	Manufacturing of readymade garments	
	Evitex Polycot Limited	Manufacturing of yarn from wastage cotton	
	Argon Jeans Limited	Manufacturing of readymade garments	
	Argon Spinning Limited	Manufacturing of yarn	
Mrs. Shabnam Shehnaz Chowdhury	Argon Denims Limited	Manufacturing of denim fabric	Chairman
	Evince Paper Converting and Packaging Industries Limited	Manufacturing of shipping carton	Director
	Evince Accessories Limited	Mamufacturing of buttons	
	Evince Suisse Limited	Recycling of wastage knit fabrics	
	Evince Labels Limited	Manufacturing of woven labels	
	Evince Button Industries Limited	Manufacturing of poly button	
	Evince Dress Shirts Limited	Manufacturing of readymade garments	
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Evitex Apparels Ltd	Manufacturing of readymade garments	
	Evitex Polycot Limited	Manufacturing of yarn from wastage cotton	
	Argon Jeans Limited	Manufacturing of readymade garments	
	Argon Spinning Limited	Manufacturing of yarn	
Mr. Abu Kawser Majumder	Evince Design & Fashions Limited	Buying house	Director
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Argon Jeans Limited	Manufacturing of readymade garments	
	Argon Spinning Limited	Manufacturing of yarn	
	Argon Denims Limited	Manufacturing of denim fabric	
Mr. A.K. Gouhor Rabbani	Evince Design & Fashions Limited	Buying house	Director
	Argon Spinning Limited	Manufacturing of yarn	
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Argon Jeans Limited	Manufacturing of readymade garments	
	Argon Denims Limited	Manufacturing of denim fabric	
Mr. Md. Akhter Shahid	Evince Design & Fashions Limited	Buying house	Director
	Argon Spinning Limited	Manufacturing of yarn	
	Argon Jeans Limited	Argon Jeans Limited	
	Evitex Fashions Limited	Manufacturing of readymade garments	
	Argon Denims Limited	Manufacturing of denim fabric	
Mr. Shah Adeeb Chowdhury	Argon Denims Limited	Manufacturing of denim fabric	Director
Mr. Shah Rayeed Chowdhury	Argon Denims Limited	Manufacturing of denim fabric	Director
Mr. Faizul Hakim Khan	Argon Denims Limited	Manufacturing of denim fabric	Independent Director
M. Shahjahan Bhuiyan	-	-	Independent Director

g) Short bio-data of each Director:

Mr. Anwar-ul Alam Chowdhury, *Chairman*
Mr. Anwar-ul Alam Chowdhury, Chairman of Evince Textiles Limited, is a dynamic professional businessperson with more than 33 years of experience in business. He established his first venture “Evince Garments Limited” in 1983, and since then he, by dint of his leadership, has achieved a massive expansion in his business ventures both vertically and horizontally. A number of companies have been set up during the process, and all of those are successfully running.

He obtained his MBA degree from USA in 1983. He has been associated with the activities of Bangladesh Garments Manufacturers and Exporters Association (BGMEA) for over ten years. He was the President of BGMEA during 2007-2008. He brought about significant improvements in the garments sector during his tenure as President. He was also a Director of FBCCI.

Currently, he is a member of Dutch Bangla Chamber, Malaysia Bangladesh Chamber and Diabetic Association of Bangladesh. Mr. Chowdhury is also associated with a number of social and humanitarian organizations.

In recognition of his services, has received “DesherKagoj 2006 Award” and prestigious “AtishDipankar 2008 Award”.

Mrs. Shabnam Shehnaz Chowdhury, Vice Chairman
Mrs. ShabnamShehnazChowdhury, Vice Chairman of Evince Textiles Limited, Completed her Master’s Degree from University of Dhaka. She has wide experience in Management, Procurement, HR and Internal Audit in the Garments and Textile sector. She holds shares of several organizations. She is associated with various cultural and humanitarian organizations.

Mr. Abu Kawser Majumder, Managing Director& Director
Mr. Abu Kawser Majumder, an MBA from IBA, Dhaka University, is a dynamic and energetic personality. He started his career in Marketing Department in BEXIMCO Group and then joined Argon Denims Limited at 2006 and continuing there at present. He joined as a Director in ETL at December 20, 2012 andstarted to play the role of Managing Director from June 03, 2013. He is also a Director of Argon Denims Limited, Argon JeansLimited, Argon Spinning Limited, Evince Designs and Fashions Limited and Evitex Fashion Limited of the Evince Group. He is an excellent business entrepreneur and a bona fide Businessman.

Mr. Md. Akhter Shahid, Director
Mr. Akhter Shahid is a Director of the company. He completed his Bachelors of Arts Degree in 1983 under University of Dhaka. He has worked in marketing function all along and joined ETL on December 20, 2012. He is responsible for the Merchandising function of the company and therefore plays a vital role in the negotiations with the buyers. He possesses share-holdings in several industrial undertakings.

Mr. A.K. Gouhor Rabbani, Director
Mr. A.K. GouhorRabbani is a Director of the company. He is an MBA from Islamic University of Chittagong. He started his career in Marketing Department in BEXIMCO Group. He is bona fide Businessman. He possesses shareholding in several industrial undertakings.

Mr. Shah Adeeb Chowdhury, Director
Mr. Shah Adeeb Chowdhury is also a Director of the company. He has graduated from EIILM, Business School, Delhi, India. He joined the company on a full time basis immediately after his graduation and did his internship in different departments of the company. He is currently engaged in different sectors, including “Information Technology”, in his attempt to both contribute to the growth and development of the company as well as increase his own knowledge and understanding of the product and the industry as a whole. He possesses share-holdings in several industrial undertakings.

Mr. Shah Rayeed Chowdhury, Director
Mr. Shah Rayeed Chowdhury is a Director of the company. He has obtained BBA from PACE University New York, USA. He joined the company on full time basis immediately after his graduation. He is currently engaged in

different sector including product development and market promotion. He is also a Director of Argon Denims Limited.

Mr. Faizul Hakim Khan, Independent Director

Mr.Faizul Hakim Khan obtained his Bachelor's Degree from University of Dhaka in 1970. He has vast experience in Financial and Corporate Management. He has a total working experience of forty two years of which twenty seven years were in public/private banking sector and fifteen years in the private sector in Textile Industry as the Finance Head. During his career he spent more than twenty years in very senior positions.

Mr. M. Shahjahan Bhuiyan, Independent Director

Mr. M Shahjahan Bhuiyan has vast experience in the Banking Industry. Immediately after obtaining his postgraduate degree in Commerce, he served for two years as Lecturer in Faridpur Government College. Later he joined the State Bank of Pakistan (The Then Central Bank of Pakistan) as Trainee Officer under Bank Officials Training Scheme. After the birth of Bangladesh, he opted for Pubali Bank and worked there until the year 1988. Afterwards he served as the Vice President in the City Bank Limited until 1993 until he joined United Commercial Bank Limited (UCBL) in 1993. He left UCBL to join Prime Bank Limited and served their as Managing Director and Chief Executive Officer (CEO) until 2008. He again joined UCBL as Managing Director and CEO and served there until 2012. He was awarded the "Best Banker of the Year-2010" jointly organized by "Institute of Bankers Bangladesh (IBB) & "Bangladesh Institute of Bank Management (BIBM)".

h) Credit Information Bureau (CIB) Information

Neither the Company nor any of its directors and shareholders who holds 5% or more shares in the paid up capital of the Issuer is loan defaulter as per the CIB report of the Bangladesh Bank.

i) **Name with position, educational qualification, age, date of joining in the company, overall experience (in year), previous employment, salary paid for the financial year of the Chief Executive Officer, Managing Director, Chief Financial Officer, Company Secretary, Advisers, Consultants and all Departmental Heads. If the Chairman, any director or any shareholder received any monthly salary than this information should also be included;**

SL.	Name	Position	Educational Qualification	Age	Date of joining	Overall Experience (in year)	Previous Employment	Salary paid for the financial year 2014
1	Abu Kawser Majumder	Managing Director	MBA	42	20/12/2012	14 years	Director of Argon Denims Limited	4,800,000
2.	Khairul Islam Khan ACA	Chief Financial Officer	Chartered Accountant	45	12/01/2014	17 years	Chief Financial Officer Aman Group	1,200,000
3.	Md. Mustafa Kamal	Company Secretary	M. Com	55	01/06/2008	25 years	Head of ICC, Beximco Limited	1,800,000
4.	Lt. Comd. Mohammad ZahidulHaque (Retd)	Head of Purchase	MBA	47	16/01/2006	27 years	Bangladesh Navy	960,000
5.	Md. Atiqul Akhter	Head of Marketing	MBA	40	01/01/2005	12 years	Beximco Limited	1,800,000
6.	Kazi Badrul Alam	Head of Commercial	MSc	48	01/04/2003	18 years	Tania Textiles Limited	1,200,000

Information of Chairman, any director or any shareholder:

SL.	Name	Position	Educational Qualification	Age	Date of Joining	Overall Experience (in year)	Previous Employment	Salary paid for the financial year 2014
1.	Anwar-ul Alam Chowdhury	Chairman and Executive Director (Finance)	MBA	55	03/06/1999	34 years	Managing Director of Evince Textiles Limited	6,000,000
2.	Shabnam Shehnaz Chowdhury	Vice Chairman and Executive Director (HR and Admin)	Masters	48	06/09/2005	25 years	Chairperson of Argon Denims Limited.	3,600,000
3.	A.K. Gouhor Rabbani	Director and Executive Director (Merchandiser)	MBA	45	23/03/2013	17 years	Director of Argon Denims Limited	4,800,000
4.	Md. Akhter Shahid	Director and Executive Director(Marketing)	B.A	57	23/03/2013	29 years	Director of Argon Denims Limited	3,600,000
5.	Shah Adeeb Chowdhury	Director and Executive Director (Production)	Graduate in Fashion Designing	28	23/03/2013	9 years	Director of Argon Denims Limited	1,200,000
6.	Shah Rayeed Chowdhury	Director and Executive Director(Support Service)	BBA	25	23/03/2013	5 years	Director of Argon Denims Limited	1,200,000

j) **Changes in the key management persons during the last three years. Any change otherwise than by way of retirement in the normal course in the senior key management personnel particularly in charge of production, planning, finance and marketing during the last three years prior to the date of filing the information memorandum. If the turnover of key management personnel is high compared to the industry, reasons should be discussed;**

There was no change in key management persons in the last three years except the Joinning of Chief Financial Officer on 12/01/2014. There is no change otherwise than by way of retirement in the normal course in the senior key management personnel particularly in charge of production, planning, finance and marketing during the last three years prior to the date of filing the Prospectus except Chief Financial Officer. These change occoured only once during last three years which is not high compare to the industry.

k) A profile of the sponsors including their names, father's names, age, personal addresses, educational qualifications, and experiences in the business, positions/posts held in the past, directorship held, other ventures of each sponsor and present position;

Name of the Sponsors	Father's name	Age	Personal Address	Educational Qualification	Experience in the business	Past Positions	Present Positions	Directorship held	Other ventures of each sponsor and present position
Anwar-ul Alam Chowdhury	Late Shah Alam Chowdhury	55	House -55 ,Road-123, Block CES (A),Gulshan Dhaka-1212	MBA	34	Managing Director	Chairman	Since 1999	Evince Garments Limited Evince Paper Converting and Packaging Industries Limited Evince Design and Fashions Limited Evince Accessories Limited Evince Computerized Labels Ltd Evince Suisse Limited Evince Labels Limited Argon Denims Limited Evince Button Industries Limited Evince Dress Shirts Limited Evitex Fashions Limited Evitex Apparels Ltd Evitex Polycot Limited Argon Jeans Limited Argon Spinning Limited
Shabnam Shehnaz Chowdhury	Late Dr. Sirajul Islam Chowdhury	48	House -55 ,Road-123, Block CES (A),Gulshan Dhaka-1212	Masters	25	Director	Vice Chairman	Since 1999	Argon Denims Limited Evince Paper Converting and Packaging Industries Limited Evince Accessories Limited Evince Suisse Limited Evince Labels Limited Evince Button Industries Limited Evince Dress Shirts Limited Evitex Fashions Limited Evitex Apparels Ltd Evitex Polycot Limited Argon Jeans Limited Argon Spinning Limited
Evince Lables Limited	-	-	-	-	-	-	-	-	-

l) If the present directors are not the sponsors and control of the issuer was acquired within five years immediately preceding the date of filing prospectus details regarding the acquisition of control, date of acquisition, terms of acquisition, consideration paid for such acquisition etc.

Following directors are not the sponsors:

SL	Name	Acquisition of Control	Date of Acquisition	Terms of Acquisition	Consideration paid for such Acquisition
1	Mr. Abu Kawser Majumder	Director	20.12.2012	No terms of acquisition	Cash
2	Mr. A.K. Gouhor Rabbani	Director	20.12.2013	No terms of acquisition	Cash
3	Mr. Md. Akhter Shahid	Director	20.12.2014	No terms of acquisition	Cash
4	Mr. Shah Adeeb Chowdhury	Director	27.02.2013	No terms of acquisition	Cash
5	Mr. Shah Rayeed Chowdhury	Director	27.02.2013	No terms of acquisition	Cash
6	Mr. Faizul Hakim Khan	Director	31.03.2014	No terms of acquisition	Independent Director
7	Mr. M. Shahjahan Bhuiyan	Director	31.03.2014	No terms of acquisition	Independent Director

m) If the sponsors/directors do not have experience in the proposed line of business, the fact explaining how the proposed activities would be carried out/managed;

The Issuer intended to issue share for the expansion of existing business and has vast experience in this sector. The Board of Directors believes, their experience in this sector with the capability of the management shall facilate the proposed expansion.

n) Interest of the key management persons;

There is no other interest with the key management except the Directors' Remuneration including Managing Director's remuneration.

o) All interests and facilities enjoyed by a director, whether pecuniary or non-pecuniary;

Sl	Name	Position	Facilities enjoyed by Direcots	TAKA
1	Mr. Anwar-ul Alam Chowdhury	Chairman	Directors' Remuneration	6,000,000
2	Mr. Shabnam Shehnaz Chowdhury	Vice Chairman	Directors' Remuneration	3,600,000
3	Mr. Abu Kawser Majumder	Managing Director	Directors' Remuneration	4,800,000
4	Mr. A.K. Gouhor Rabbani	Director	Directors' Remuneration	4,800,000
5	Mr. Md. Akhter Shahid	Director	Directors' Remuneration	3,600,000
6	Mr. Shah Adeeb Chowdhury	Director	Directors' Remuneration	1,200,000
7	Mr. Shah Rayeed Chowdhury	Director	Directors' Remuneration	1,200,000
8	Mr. Faizul Hakim Khan	Independent Director	N/A	
9	Mr. M. Shahjahan Bhuiyan	Independent Director	N/A	

p) Number of shares held and percentage of shareholding (pre-issue);

SL	Name of Shareholder	Number of Shares	Shareholding Percentage at present (%)
1.	Anwar-ul Alam Chowdhury	6,240,000	6.06%
2.	Shabnam Shehnaz Chowdhury	6,240,000	6.06%
3.	Abu Kawser Majumder	9,900,000	9.61%
4.	A.K. Gouhor Rabbani	9,900,000	9.61%
5.	Md. Akhter Shahid	6,600,000	6.41%
6	Shah Adeeb Chowdhury	2,560,000	2.49%
7	Shah Rayeed Chowdhury	2,560,000	2.49%
	Total	**4,40,00,000**	**43%**

q) Change in board of directors during last three years;

Name	2014	2013	2012
Mr. Anwar-ul Alam Chowdhury	Retired & Re-elect	Elected as Chairman	Existing
Mr. Shabnam Shehnaz Chowdhury	Retired & Re-elect	Elected as Vice Chaiman	Existing
Mr. Abu Kawser Majumder	Existing	Elected as Managing Director	Co-Opt as new director
Mr. A.K. Gouhor Rabbani	Existing	Existing	Co-Opt as new director
Mr. Md. Akhter Shahid	Retired & Re-elect on	Existing	Co-Opt as new director

Mr. Shah Adeeb Chowdhury	Existing	Existing	Co-Opt as new director
Mr. Shah Rayeed Chowdhury	Existing	Existing	Co-Opt as new director
Mr. Faizul Hakim Khan	Appointed as Independent Director	-	-
Mr. M. Shahjahan Bhuiyan	Appointed as Independent Director	-	-

r) Director's engagement with similar business.

None of the directors is engaged with similar business.

SECTION IX: CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

a. Description of any transaction during the last five years, or any proposed transactions certified by the auditors, between the issuer and any of the following persons, giving the name of the persons involved in the transaction, their relationship with the issuer, the nature of their interest in the transaction and the amount of such interest

TO WHOM IT MAY CONCERN

This is to certify that, the Financials Statements of the Evince Textiles Limited furnished for our audit doesn't have any transaction during the last five years, or any proposed transaection, between the issuer and any of the following persons:

I. Any director or sponsor or executive officer of the issuer;
II. Any person holding 5% or more of the outstanding shares of the issuer;
III. Any related party or connected person of any of the above persons;

Except the transactions decribed in the following table:

Related Parties	**Relationship**	**Nature of Transaction**	**2015**		**2014**		**2013**		**2012**		**2011**	
			Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)
Mr. Anwar-ul Alam Chowdhury	Chairman	Remuneration	4,800,000	2,000,000	4,800,000	400,000	4,800,000	400,000	4,800,000	-	4,800,000	-
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	Remuneration	3,600,000	1,500,000	3,600,000	300,000	3,600,000	300,000	3,600,000	-	3,600,000	-
Mr. Abu Kawser Majumder	Managing Director	Remuneration	4,800,000	3,600,000	4,800,000	5,200,000	1,200,000	400,000	-	-	-	-
Mr. A.K. Gouhor Rabbani	Director	Remuneration	4,800,000	3,600,000	4,800,000	5,200,000	1,200,000	400,000	-	-	-	-
Mr. Md. Akhter Shahid	Director	Remuneration	3,600,000	2,700,000	3,600,000	3,900,000	900,000	300,000	-	-	-	-
Mr. Shah Rayeed Chowdhury	Director	Remuneration	1,200,000	900,000	1,200,000	1,300,000	300,000	100,000	-	-	-	-
Mr. Shah Adeeb Chowdhury	Director	Remuneration	1,200,000	900,000	1,200,000	1,300,000	300,000	100,000	-	-	-	-
Evitex Fashions Limited	Subsidiary	Acquisition	-	-	-	-	83,600,000	83,600,000	-	-	-	-
Evitex Fashions Limited	Subsidiary	Factory Rent	1,440,000	-	1,440,000	-	1,440,000	-	1,440,000	-	1,440,000	-
Evince Dress Shirts Ltd.	Under Common Directorship	Advance for Land Purchase	20,500,000	-								
Evitex Fashions Limited	Subsidiary	Adjustment of Advance against Factory Rent	-		-	-	49,784,000	-	-	-	-	-
Evitex Fashions Limited	Subsidiary	Advance Against Factory Rent	-		-	-	216,000	(49,784,000)	34,850,000	(50,000,000)	15,150,000	(15,150,000)
Evince Design and	Under	Selling Expenses	9,130,714	-	15,494,128	-	15,168,083	-	15,000,000	-	14,922,537	-

Related Parties	Relationship	Nature of Transaction	2015		2014		2013		2012		2011	
			Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)
Fashions Ltd.	Common Directorship											
Evitex Polycot Ltd.	Under Common Directorship	Received Back			79,429,537	-	-	-	-	-	-	-
Evitex Polycot Ltd.	Under Common Directorship	Investment in shares			-	-	-	79,429,537	-	79,429,537	16,431,000	79,429,537
Total			**55,070,714**	**15,200,000**	**120,363,665**	**17,600,000**	**162,508,083**	**115,245,537**	**59,690,000**	**29,429,537**	**56,343,537**	**64,279,537**

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki& Company
Chartered Accountants

b. **Transaction or arrangement entered into by the issuer or its subsidiary or associate or entity owned or significantly influenced by 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**

There is no Transaction or arrangement entered into by the issuer or its subsidiary or associate or entity owned or significantly influenced by 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 except the transaction mentioned in Section IX (a).

c. **loans either taken or given from or to any director or any person connected with the director, clearly specifying details of such loan in the prospectus, and if any loan has been taken from any such person who did not have any stake in the issuer, its holding company or its associate concerns prior to such loan, rate of interest applicable, date of loan taken, date of maturity of loan. and present outstanding of such loan**

The company hasn't taken from or given to any loans to any director or any person connected with the director.

SECTION X: EXECUTIVE COMPENSATION

(a) The total amount of remuneration/salary/perquisites paid to the top five salaried officers of the issuer in the last accounting year and the name and designation of each such officer:

The total amount of remuneration/salary/perquisites paid to the top five salaried officers of the company in the last accounting year is as follows:

(As per Audited Accounts)

Sl. No	Name	Designation	Jan-Dec 2014 (BDT) (Consolidated)	Jan-Dec 2014 (BDT) (Separate)
1	Mr. Anwar-ul Alam Chowdhury	Chairman	6,000,000	4,800,000
2	Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	3,600,000	3,600,000
3	Mr. Abu Kawser Majumder	Managing Director	4,800,000	4,800,000
4	Mr. A.K. Gouhor Rabbani	Director- Merchandiser	4,800,000	4,800,000
5	Mr. Md. Akhter Shahid	Director-Marketing	3,600,000	3,600,000
Total			**22,800,000**	**21,600,000**

Note: As per the decision of the board of directors of Evince Textiles Limited held on Sunday, September 06, 2015 at 04:00 PM, the Board has approved the non-claiming of the outstanding remuneration amounting Tk. 10,400,000 from May 2014 to December 2014of Directors namely, Mr. Abu Kawser Majumder, A.K. Gouhor Rabbani, Md. Akhter Shahid, Shah Adeeb Choudhury and Shah Rayeed Choudhury for the period of May 2014 to December 2014.

(b) Aggregate amount paid to all directors and officers as a group during the last accounting year:
Aggregated amount of remuneration paid to all Directors and Officers during the last accounting year is as follows-

(*As per Audited Accounts)*

Sl. No.	Particulars	Nature of Payment	Jan-Dec 2014 (BDT) (Consolidated)	Jan-Dec 2014 (BDT) (Separate)
1	Directors	Board Meeting Fees	Nil	Nil
2	Directors	Remuneration	12,200,000	11,000,000
3	Officers and Executives	Salary and Allowances	29,679,474	29,679,474
Total			**54,879,474**	**40,679,474**

(c) If any shareholder director received any monthly salary/perquisite/benefit it must be mentioned along with date of approval in AGM/EGM, terms thereof and payments made during the last accounting year;

Name of Directors	Monthly salary/perquisite/benefit	Date of approval in AGM/EGM	Terms thereof	Payments made during 2014
Mr. Anwar-ul Alam Chowdhury	400,000	14 th AGM dated March 23, 2013	-	4,400,000
Mrs. Shabnam Shehnaz Chowdhury	300,000	14 th AGM dated March 23, 2013	-	3,300,000
Mr. Abu Kawser Majumder	400,000	14 th AGM dated March 23, 2013	-	-
Mr. A.K. Gouhor Rabbani	400,000	14 th AGM dated March 23, 2013	-	-
Mr. Md. Akhter Shahid	300,000	14 th AGM dated March 23, 2013	-	-
Mr. Shah Rayeed Chowdhury	100,000	14 th AGM dated March 23, 2013	-	-
Mr. Shah Adeeb Chowdhury	100,000	14 th AGM dated March 23, 2013	-	-
Total	**2,000,000**			**7,700,000**

(d) The board meeting attendance fees received by the director including the managing director along with date of approval in AGM/EGM;

No directors including the Managing Director of Evince Textiles Limited received board meeting attendance fees in the last accounting year.

(e) Any contract with any director or officer providing for the payment of future compensation

The Company has not entered into any contract with any of its Directors or Officers for any future compensation packages.

(f) Any Plan to substantially increase remunerations/salaries of Directors and Officers

The Company has no plan for substantially increasing remuneration to its directors and/or officers except for those that are paid as annual increment to their salaries.

(g) Any other benefit/facility provided to the above persons during the last accounting year

No directors and officers of Evince Textiles Limited received any other benefit/facility in the last accounting year except which is disclosed above.

SECTION XI: 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.

SECTION XII: TRANSACTION WITH THE DIRECTORS AND SUBSCRIBERS TO THE MEMORANDUM

a) The names of the directors and subscribers to the memorandum, the nature and amount of anything of value received or to be received by the issuer from the above persons, or by the said persons, directly or indirectly, from the issuer during the last five years along with the description of assets, services or other consideration received or to be received;

Related Parties	Nature of Transaction	Amount in BDT				
		2014	2013	2012	2011	2010
Mr. Anwar-ul Alam Chowdhury	Remuneration	4,800,000	4,800,000	4,800,000	4,800,000	2,400,000
Mrs. Shabnam Shehnaz Chowdhury	Remuneration	3,600,000	3,600,000	3,600,000	3,600,000	1,800,000
Mr. Abu Kawser Majumder	Remuneration	4,800,000	1,200,000	-	-	-
Mr. A.K. Gouhor Rabbani	Remuneration	4,800,000	1,200,000	-	-	-
Mr. Md. Akhter Shahid	Remuneration	3,600,000	900,000	-	-	-
Mr. Shah Rayeed Chowdhury	Remuneration	1,200,000	300,000	-	-	-
Mr. Shah Adeeb Chowdhury	Remuneration	1,200,000	300,000	-	-	-

b) Assets were acquired or to be acquired from the Directors and Subscribers to the Memorandum:

No assets have been acquired from the Directors and Subscribers to the Memorandum within last five years except the following:

Transferor	Transferee	Asset	Deed No.	Date of Acquisition	Date of Transfer	Acquisition Cost (BDT)	Selling Price (BDT)	Price Detemination Method
Anwar-ul Alam Chowdhury	Evince Textiles Limited	Land	2964	June 21, 2000	February 13, 2002	124,000	780,000	Current Market Price
Shabnam Shehnaz Chowdhury				December 06, 2000		230,000		Current Market Price
Total						**354,000**	**780,000**	

The Company has no intention to acquire any other assets from the directors and subscribers to the memorandum

SECTION XIII: OWNERSHIP OF THE COMPANY'S SECURITIES

OWNERSHIP OF THE COMPANY'S SECURITIES

(a) Ownership of the Company's securities:

SL	Name of Shareholder	BO A/C Number	Address	Number of Shares	Shareholding Percentage at present (%)
1	Anwar-ul Alam Chowdhury	1204030047133630	Plot no. 55, Block-CSE (A), Road no. 123, Gulshan Model Town, Dhaka.	6,240,000	6.06%
2	Shabnam Shehnaz Chowdhury	1204030047133643	Plot no. 55, Block-CSE (A), Road no. 123, Gulshan Model Town, Dhaka.	6,240,000	6.06%
3	Abu Kawser Majumder	1604650047133730	House – 39, Flat-G4, Road No-01, Dhanmondi, Dhaka.	9,900,000	9.61%
4	A.K. Gouhor Rabbani	1604650047133619	House-78, Road No-06, Sheakerteck, Mohammadpur, Adabor, Dhaka.	9,900,000	9.61%
5	Md. Akhter Shahid	1604650047133587	Flat# 302, House No 46, Road No-07, Block-F, Banani, Dhaka.	6,600,000	6.41%
6	Shah Adeeb Chowdhury	1204030047133678	Plot no. 55, Block-CSE (A), Road no. 123, Gulshan Model Town, Dhaka.	2,560,000	2.49%
7	Shah Rayeed Chowdhury	1204030047133661	Plot no. 55, Block-CSE (A), Road no. 123, Gulshan Model Town, Dhaka.	2,560,000	2.49%
8	Md. Kamrul Hasan	1201520000655921	Sunny House, 17/2-C (3 rd Floor), Tallabagh, Dhaka-1207.	60,000	0.06%
9	Md. Shamim-ul Reza	1201520039159988	Lotus Kamal Tower-1, (12 th Floor), 57 Joar Sahara C/A, New Airport Road, Nikunja-2, Dhaka-1229.	75,000	0.07%
10	Mohammad Zahidul Haque	1204350051154915	10, Segunbagicha (Flat#C-5), Dhaka-1000.	30,000	0.03%
11	A.K. Azad Akanda	1201900017223837	House#33, Road# 4, Block-D, Arambagh Housing, Section-7, Mirpur, Dhaka.	130,000	0.13%
12	Md. Alkasur Rahman	1203040040429111	House#18, Road#08, Sector#09, Uttara Model Tower, Dhaka-1230.	92,000	0.09%
13	Sumon Kumar Nath	1201580016588031	Flat#2A, House#32, Road#13, Sector#11, Uttara, Dhaka-1230.	95,000	0.09%
14	Md.Jamal Hossain	1203530029004660	Flat#4A, House#32, Road#13, Sector#11, Uttare Moder Town, Dhaka-1230.	93,000	0.09%
15	Md. Afjal Hossain	1202020051177568	Evince Textiles Limited, Plot-33, Section-07, Mirpur, Dhaka-1216.	89,000	0.09%
16	Md. Mustafizur Rahman	1201810015305518	Plot-33, Section-7, Mirpur, Dhaka-1216.	200,000	0.19%
17	Md. Moniruzzaman Bhuiyan	1202400004268163	Saveria, Flat#B5, House#09, Horth Road, Green Road, Dhaka-1205.	90,000	0.09%
18	H.M Tipu Sultan	1203040051666647	Lotus Kamal Tower-1, (7 th Floor), 57 Joar Sahara C/A, New Airport Road, Nikunja-2, Dhaka-1229.	96,000	0.09%
19	Tazib Uddin Khan	1203620032823874	House#15, Road#3, Flat#3B, Old DOHS, Banani, Dhaka-1229.	250,000	0.24%
20	Mostafa Kamal Ahmed	1202830052459838	Amicus Amity, Flat-C5, Plot-371, Road-10, Block-C, Basundhara R/A, Dhaka.	150,000	0.15%
21	Khairul Islam Khan	1202140004060657	Flat#222, Rajanigandha Aprts. 02, Main Road, Rupnagar R/A, Dhaka.	100,000	0.10%
22	Jenifar Alam	1203510052513067	House # 10/6, Road # 02, Jaris Garden, West Masdair, Fatullah, Narayanganj-1400	100,000	0.10%
23	Md. Shofiul Azam	1201960046163199	Chowdhury Bazar Hobigonj.	100,000	0.10%
24	S. Golam Maola	1203410053415931	House#62, Road#05, DOHS, Banani, Dhaka-1206.	4,400,000	4.27%
25	Anam Akhter	1201930053170543	House#01, C-2, Road#140, Gulshan-01, Dhaka-1212.	4,800,000	4.66%
26	Nahida Akter	1203410052982598	House#62, Road#05, DOHS, Banani, Dhaka-1206.	700,000	0.68%
27	Nasima Akter	1203410052980620	House#62, Road#05, DOHS, Banani, Dhaka-1206.	700,000	0.68%
28	S.M Golam Rabbani	1203410052982555	House#62, Road#05, DOHS, Banani, Dhaka-1206.	3,500,000	3.40%
29	S. Golam Shibly Nomany	1203410052982520	House#62, Road#05, DOHS, Banani,	2,000,000	1.94%

SL	Name of Shareholder	BO A/C Number	Address	Number of Shares	Shareholding Percentage at present (%)
			Dhaka-1206.		
30	Jobeda Rabbani	1203410052980698	House#62, Road#05, DOHS, Banani, Dhaka-1206.	700,000	0.68%
31	Razia Moala	1203410052981641	House#62, Road#05, DOHS, Banani, Dhaka-1206.	400,000	0.39%
32	Prianka Nomany	1203410052980671	House#62, Road#05, DOHS, Banani, Dhaka-1206.	2,000,000	1.94%
33	Mohd. Akhter	1201910046177903	House#01, C-2, Road#140, Gulshan-01, Dhaka-1212.	4,800,000	4.66%
34	Shahnaz Begum	1201910047502379	House#01, C-2, Road#140, Gulshan-01, Dhaka-1212.	4,800,000	4.66%
35	Md. Arif Mahmud	1202700044678755	House#49, Flat#A1, Road#01, Dhanmondi R/A, Dhaka.	200,000	0.19%
36	Mohammad Muzahar Hossain	1203410052980491	House#62, Road#05, DOHS, Banani, Dhaka-1206.	2,000,000	1.94%
37	Md. Humayun Kabir	1203510016832393	4 Saidabad, Faridabad, Demra, Dhaka.	1,000,000	0.97%
38	Mustafa Habibullah Al Mamun	1202030051662119	Flat#A1, House#65, Road#5, Old DOHS, Banani Dhaka.	1,000,000	0.97%
39	Diganta Sweaters Ltd.	1205600052162310	Nouzore, Tangail Road, Chandana Chowrasta, Gazipur-1702.	5,000,000	4.85%
40	Md. Mahmudur Rahman Khan	1202280016312829	Flat-3D3, Building-3, Nam Village, Road#2B, Banani, Dhaka.	1,000,000	0.97%
41	Md. Mahmudur Rahman Khan & Md. Monirul Islam Chowdhury	1201820052690892	Flat-3D3, Building-3, Nam Village, Road#2B, Banani, Dhaka. & Flat#D3, Earth Lotus, 33-33/A, Naira Road, Dhaka-1215.	1,000,000	0.97%
42	Shahed Securities Ltd,	1202300037954236	Room # 526, 9/E Motijheel, Dhaka-1000	800,000	0.78%
43	Md. Maniruzzaman	1201900038364897	96/1, West Monipur (Archid), Mirpur, Dhaka-1216.	80,000	0.08%
44	Md. Golam Faruk	1202020005432436	18, Azimpore, Anando Bhaban	50,000	0.05%
45	Muhammad Nasim Haider	1604620033799821	P.O. Box 6533, Dhahran 31311, KSA.	1,225,000	1.19%
46	Freight Care Aviation Service Ltd.	1204030053490019	Safura Tower, 20, Kemal Ataturk Avenue, Banani, Dhaka.	2,500,000	2.43%
47	SG Logistics (Private) Ltd.	1204030053490209	206/A, Tejgaon I/A, Dhaka-1208.	2,500,000	2.43%
48	Master Garments Ltd.	1203280045034913	DIT Avenue (3rd Floor) Motijheel, Dhaka	800,000	0.78%
49	M. Shahidul Islam	1201700000451164	House#253/A, Road#18, Mohakhali DOHS, Mohakhali, Dhaka.	200,000	0.19%
50	Shahnoor Chowdhury	1204090020405505	House#22, Flat#3D, Road#108, Gulshan-2, Dhaka-1212.	200,000	0.19%
51	Md. Sifat Uddin Beg	1202210040266144	98/7 Boro Moghbazar, 4th Floor Ramna-1217.	100,000	0.10%
52	Md. Jowel Sheikh	1202300052908570	Room#532 (4th Floor), 9/E Motijheel, Dhaka-1000.	100,000	0.10%
53	Evince Design and Fashions Ltd.	1204030052953390	Lotus Kamal Tower-1 (Level-12), Joar Sahara C/A, New Airport Road, Nikunja-2, Dhaka-1229.	2,525,000	2.45%
54	Ms. Samiha Azim	1204500053188994	Azim Tower, 217/1, Beribadh, Mohammadpur, Dhaka.	170,000	0.17%
55	Md Ali Azim Khan	1203280007599546	Azim Tower, 217/1, Beribadh, Mohammadpur, Dhaka.	1,000,000	0.97%
56	Four Brothers Fashion	1204500021596824	Azim Tower, 217/1, Beribadh, Mohammadpur, Dhaka.	3,000,000	2.91%
57	Md. Shamsul Alam	1205080019834470	House # 40/A, Dilu Road, New Eskaton, Ramna, Dhaka.	300,000	0.29%
58	Md. Kabiruddin Ahmed	1204730058970110	Haripur, Kachua, Chandpur	850,000	0.83%
59	Md. Habibur Rahman	1203040043932469	PBL Tower, Gulshan-2, Dhaka.	750,000	0.73%
60	Ayub Ali Mizi	1604630059060832	62, Habib Mansion, Banani, Dhaka.	10,000	0.01%
61	Md. Sohel Ahmed	1605550059125559	House # 28, Road # 18, Block-C, Mirpur-12, Dhaka.	40,000	0.04%
62	Md. Masudur Rahman	1201830046710744	House # 28, Road # 18, Block-C, Mirpur-12, Dhaka.	50,000	0.05%
TOTAL				**103,000,000**	**100.00%**

(b) Name and address, age, experience, BO ID Number, TIN number, numbers of shares held including percentage, position held in other companies of all the directors before the public issue;

Name	Experience	Directorship/Ownership with other companies	Position	Age	Address	BO ID Number	TIN NO.	Pre- IPO No. of Shares including %
Anwar-ul Alam Chowdhury	Managing Director of Evince Textiles Limited up to 03.06.2013& Managing Director of Argon Denims Limited till date.	Evince Garments Limited Evince Paper Converting and Packaging Industries Limited Evince Ltd. Evince Design and Fashions Limited Evince Accessories Limited Evince Computerized Labels Ltd Evince Suisse Limited Evince Labels Limited Argon Denims Limited Evince Button Industries Limited Evince Dress Shirts Limited Evitex Fashions Limited Evitex Apparels Ltd Evitex Polycot Limited Argon Spinning Limited	Managing Director	55	House -55 ,Road- 123, Block CES (A),Gulshan Dhaka-1212	1204030047133630	855200310544	6.06%
Shabnam Shehnaz Chowdhury	Director of Evince Textiles Limited for the last five years also Chairperson of Argon Denims Limited.	Evince Paper Converting and Packaging Industries Limited Evince Garments Ltd. Evince Design and Fashions Limited Evince Ltd. Evince Accessories Limited Evince Suisse Limited Evince Labels Limited Evince Computerized Labels Limited Argon Denims Limited Evince Button Industries Limited Evince Dress Shirts Limited Evitex Fashions Limited Evitex Apparels Ltd Evitex Polycot Limited Argon Spinning Limited	Director	48	House -55 ,Road- 123, Block CES (A),Gulshan Dhaka-1212	1204030047133640	770883721429	6.06%
Abu Kawser Majumder	Managing Director of Evince Textiles Limited for three years Director of Argon Denims Limited	Evince Design & Fashions Limited Evitex Fashions Limited Argon Jeans Limited Argon Spinning Limited Argon Denims Limited	Director	42	House- 39, Road- 01, Flat- G-4, Dhanmondi R/A Dhaka-1205	1604650047133730	2691649113348	9.61%

	for four years							
A.K. Gouhor Rabbani	Director of Evince Textiles Limited for two years & Director of Argon Denims Limited for four years.	Evince Design & Fashions Limited Argon Spinning Limited Evitex Fashions Limited Argon Jeans Limited Argon Denims Limited	Director	45	House – 78, Road – 6, Sheaker Teck, Mohammadpur ,Dhaka-1207	1604650047133610	459544516127	9.61%
Md. Akhter Shahid	Director of Evince Textiles Limited for two years & Director of Argon Denims Limited for four years.	Evince Design & Fashions Limited Argon Spinning Limited Argon Jeans Limited Evitex Fashions Limited Argon Denims Limited	Director	57	House – 46, Road No. – 7, Block-F, Banani,Gulshan, Dhaka 1216	1604650047133580	265875321203	6.41%
Shah Adeeb Chowdhury	Director of Evince Textiles Limited for two years & Director of Argon Denims Limited for four years.	Argon Denims Limited	Director	28	House -55 ,Road- 123, Block CES (A),Gulshan Dhaka-1212	1204030047133670	2111010569	2.49%
Shah Rayeed Chowdhury	Director of Evince Textiles Limited for two years & Director of Argon Denims Limited for two years.	Argon Denims Limited	Director	25	House -55 ,Road- 123, Block CES (A),Gulshan Dhaka-1212	1204030047133660	312642869700	2.49%
Faizul Hakim Khan	More than 15 years	Argon Denims Limited	Independent Director	56	House – 39, Road- 14 A, Dhanmondi R/A, Dhaka - 1209.	-	849289233000	-
M. Shahjahan Bhuiyan	More than 15 years	No Directorship/Ownership in any other organization	Independent Director	68	House – 24/A, Road – 02, Sec-3, Uttara, Dhaka	-	346964688242	-

(c) **The average cost of acquisition of equity shares by the directors certified by the auditors;**

This is to certify that all the shares of **Evince Textiles Limited** have been allotted in face value & in cash/bonus and the average cost of acquisition of equity by the directors is Tk. 10.00 each. Necessary particulars of share holdings, allotment date and consideration are given below:

Date of Allotment	Anwar-ul Alam Chowdhury	Shabnam Shehnaz Chowdhury	Abu Kawser Majumder	A.K. Gouhor Rabbani	Md. Akhter Shahid	Shah Adeeb Chowdhury	Shah Rayeed Chowdhury	Evince Labels Ltd.	Consideration	Face value of Share (Tk.)
03.06.1999 (Incorporation)	12,500	12,500	-	-	-	-	-	25,000	Cash	10
26.08.2003	4,000,000	4,000,000	-	-	-	-	-	-	Cash	10
03.06.2004	1,500,000	1,500,000	-	-	-	-	-	-	Cash	10
06.12.2012	12,500	12,500	-	-	-	-	-	(25,000)	Cash	10
20.12.2012	(3,315,000)	(3,315,000)	2,486,260	2,486,260	1,657,480	-	-	-	Cash	10
27.02.2013	(110,500)	(110,500)	-	-	-	110,500	110,500	-	Cash	10
27.03.2013	(442,000)	(442,000)	-	-	-	442,000	442,000	-	Cash	10
26.12.2013	3,688,500	3,688,500	5,532,740	5,532,740	3,688,520	1,229,500	1,229,500	-	Bonus	10
30.12.2013	1,672,000	1,672,000	1,881,000	1,881,000	1,254,000	-	-	-	Acquisition	10
16.07.2014	(518,000)	(518,000)	-	-	-	518,000	518,000	-	Cash	10
19.01.2015	(260,000)	(260,000)	-	-	-	260,000	260,000	-	Cash	10
Total:	**6,240,000**	**6,240,000**	**9,900,000**	**9,900,000**	**6,600,000**	**2,560,000**	**2,560,000**	**-**		

Sd/-
Pinaki and Company
Chartered Accountants

Date: 21.01.2016
Place: Dhaka

(d) A detail description of capital built up in respect of shareholding (name-wise) of the issuer's sponsors/ directors. In this connection, a statement to be included:-

Mr. Anwar-ul Alam Chowdhury

Date of Allotment/Transfer of fully paid-up shares	Consideration	Nature of issue	No of Equity shares	Face value	Issue Price/ Acquisition Price/ Transfer Prices	Cumulative no. of Equity shares	% pre-issue paid up capital	% Post issue paid up capital	Sources of fund
03.06.1999 (Incorporation)	Cash	Ordinary Share	12,500	10	10	12500	0.01%	0.01%	Own Source
26.08.2003	Cash	Ordinary Share	4,000,000	10	10	4,012,500	3.90%	3.34%	
03.06.2004	Cash	Ordinary Share	1,500,000	10	10	5,512,500	5.35%	4.59%	
06.12.2012	Cash	Ordinary Share	12,500	10	10	5,525,000	5.36%	4.60%	
20.12.2012	Cash	Ordinary Share	(3,315,000)	10	10	2,210,000	2.15%	1.84%	
27.02.2013	Cash	Ordinary Share	(110,500)	10	10	2,099,500	2.04%	1.75%	
27.03.2013	Cash	Ordinary Share	(442,000)	10	10	1,657,500	1.61%	1.38%	
26.12.2013	Bonus	Ordinary Share	3,688,500	10	10	5,346,000	5.19%	4.46%	
30.12.2013	Acquisition	Ordinary Share	1,672,000	10	10	7,018,000	6.81%	5.85%	
16.07.2014	Cash	Ordinary Share	(518,000)	10	10	6,500,000	6.31%	5.42%	
19.01.2015	Cash	Ordinary Share	(260,000)	10	10	6,240,000	6.06%	5.20%	

Mrs. Shabnam Shehnaz Chowdhury

Date of Allotment/Transfer of fully paid-up shares	Consideration	Nature of issue	No of Equity shares	Face value	Issue Price/ Acquisition Price/ Transfer Prices	Cumulative no. of Equity shares	% pre-issue paid up capital	% Post issue paid up capital	Sources of fund
03.06.1999 (Incorporation)	Cash	Ordinary Share	12,500	10	10	12500	0.01%	0.01%	Own Source
26.08.2003	Cash	Ordinary Share	4,000,000	10	10	4,012,500	3.90%	3.34%	
03.06.2004	Cash	Ordinary Share	1,500,000	10	10	5,512,500	5.35%	4.59%	
06.12.2012	Cash	Ordinary Share	12,500	10	10	5,525,000	5.36%	4.60%	
20.12.2012	Cash	Ordinary Share	(3,315,000)	10	10	2,210,000	2.15%	1.84%	
27.02.2013	Cash	Ordinary Share	(110,500)	10	10	2,099,500	2.04%	1.75%	
27.03.2013	Cash	Ordinary Share	(442,000)	10	10	1,657,500	1.61%	1.38%	
26.12.2013	Bonus	Ordinary Share	3,688,500	10	10	5,346,000	5.19%	4.46%	
30.12.2013	Acquisition	Ordinary Share	1,672,000	10	10	7,018,000	6.81%	5.85%	
16.07.2014	Cash	Ordinary Share	(518,000)	10	10	6,500,000	6.31%	5.42%	
19.01.2015	Cash	Ordinary Share	(260,000)	10	10	6,240,000	6.06%	5.20%	

Mr. Abu Kawser Majumder

Date of Allotment/Transfer of fully paid-up shares	Consideration	Nature of issue	No of Equity shares	Face value	Issue Price/ Acquisition Price/ Transfer Prices	Cumulative no. of Equity shares	% pre-issue paid up capital	% Post issue paid up capital	Sources of fund
20.12.2012	Cash	Ordinary Share	2,486,260	10	10	2,486,260	2.41%	2.07%	Own

26.12.2013	Bonus	Ordinary Share	5,532,740	10	10	8,019,000	7.79%	6.68%	**Source**
30.12.2013	Acquisition	Ordinary Share	1,881,000	10	10	9,900,000	9.61%	8.25%	

Mr. A.K. Gouhor Rabbani

Date of Allotment/Transfer of fully paid-up shares	Consideration	Nature of issue	No of Equity shares	Face value	Issue Price/ Acquisition Price/ Transfer Prices	Cumulative no. of Equity shares	% pre-issue paid up capital	% Post issue paid up capital	Sources of fund
20.12.2012	Cash	Ordinary Share	2,486,260	10	10	2,486,260	2.41%	2.07%	**Own Source**
26.12.2013	Bonus	Ordinary Share	5,532,740	10	10	8,019,000	7.79%	6.68%	
30.12.2013	Acquisition	Ordinary Share	1,881,000	10	10	9,900,000	9.61%	8.25%	

Mr. Md. Akhter Shahid

Date of Allotment/Transfer of fully paid-up shares	Consideration	Nature of issue	No of Equity shares	Face value	Issue Price/ Acquisition Price/ Transfer Prices	Cumulative no. of Equity shares	% pre-issue paid up capital	% Post issue paid up capital	Sources of fund
20.12.2012	Cash	Ordinary Share	1,657,480	10	10	1,657,480	1.61%	1.38%	**Own Source**
26.12.2013	Bonus	Ordinary Share	3,688,520	10	10	5,346,000	5.19%	4.46%	
30.12.2013	Acquisition	Ordinary Share	1,254,000	10	10	6,600,000	6.41%	5.50%	

Mr. Shah Adeeb Chowdhury

Date of Allotment/Transfer of fully paid-up shares	Consideration	Nature of issue	No of Equity shares	Face value	Issue Price/ Acquisition Price/ Transfer Prices	Cumulative no. of Equity shares	% pre-issue paid up capital	% Post issue paid up capital	Sources of fund
27.02.2013	Cash	Ordinary Share	110,500	10	10	110,500	0.11%	0.09%	**Own Source**
27.03.2013	Cash	Ordinary Share	442,000	10	10	552,500	0.54%	0.46%	
26.12.2013	Bonus	Ordinary Share	1,229,500	10	10	1,782,000	1.73%	1.49%	
16.07.2014	Cash	Ordinary Share	518,000	10	10	2,300,000	2.23%	1.92%	
19.01.2015	Cash	Ordinary Share	260,000	10	10	2,560,000	2.49%	2.13%	

Mr. Shah Rayeed Chowdhury

Date of Allotment/Transfer of fully paid-up shares	Consideration	Nature of issue	No of Equity shares	Face value	Issue Price/ Acquisition Price/ Transfer Prices	Cumulative no. of Equity shares	% pre-issue paid up capital	% Post issue paid up capital	Sources of fund
27.02.2013	Cash	Ordinary Share	110,500	10	10	110,500	0.11%	0.09%	**Own Source**
27.03.2013	Cash	Ordinary Share	442,000	10	10	552,500	0.54%	0.46%	
26.12.2013	Bonus	Ordinary Share	1,229,500	10	10	1,782,000	1.73%	1.49%	
16.07.2014	Cash	Ordinary Share	518,000	10	10	2,300,000	2.23%	1.92%	
19.01.2015	Cash	Ordinary Share	260,000	10	10	2,560,000	2.49%	2.13%	

(e) Detail of shares issued by the company at a price lower than the issue price;

The Company has not issued any share at at a price lower than the issue price

(f) History of significant (5% or more) changes in ownership of securities from inception:

Transferor				Receiver				Date of Transfer
Name of Transferor	**Transfer Quantity**	**% of Transfer**	**Balance of Share holding**	**Name of Receiver**	**Received Quantity**	**% of Recevieg**	**Balance of Shareholding**	
Evince Labels Limited	25,000	50%	-	Anwar-ul Alam Chowdhury	12,500	25%	5,525,000	December 06, 2012
				Shabnam Shehnaz Chowdhury	12,500	25%	5,525,000	

SECTION XIV: CORPORATE GOVERNANCE

(a) Management disclosure regarding compliance with the requirements of Corporate Governance Guidelines of Bangladesh Securities and Exchange Commission

The Company declare that it is in compliance with the requirements of the applicable regulations of Corporate Governance Guidelines of BSEC in respect of corporate governance including constitution of the Board and committees thereof. The corporate governance framework is based on an effective independent Board, separation of the Board's supervisory role from the executive management team and constitution of the Board Committees, as required under applicable law.

Sd/-
Abu Kawser Majumder
Managing Director
Evience Textiles Limited

(b) Compliance report of Corporate Governance requirements certified by Mahfel Haq & Co. to The Members of Evince Textiles Limited and its subsidiary

We have examined compliance to the Bangladesh Securities and Exchange Commission (BSEC) guidelines on Corporate Governance by Evince Textiles Limited (the Company) for the year ended December 31, 2015. These guidelines related to the Notification No. SEC/ CMRRCD/2006-158/134/ Admin/44 dated 7th August 2012, as amended vide notification dated 21 July 2013 and 18 August 2013 of Bangladesh Securities and Exchange Commission (BSEC) on Corporate Governance.

The compliance with the said conditions of Corporate Governance and reporting the status thereof is the responsibility of the management of the Evince Textiles Limited. Our responsibility is to provide a certificate about whether the Evince Textiles Limited is in compliance with the said conditions of Corporate Governance based on our examination. Our examination for the purpose of issuing this certificate was limited to the procedures including implementation thereof as adopted by the Company for ensuring the compliance on the attached statement on the basis of evidence gathered and representation received. It is neither an audit nor an expression of opinion on the financial statements of the Evince Textiles Limited.

Based on the audited financial statement issued by Pinaki and Company, Chartered Accountants dated on March 31, 2016 and our examination condition of compliance status of corporate guidelines issued by the Bangladesh Securities and Exchange Commission (BSEC) Notification No. SEC/CMRRCD/2006-158/134/ Admin/44 dated 7th August 2012, as amended vide notification dated 21 July 2013 and 18 August 2013, in our opinion and to the best of our information and according to the explanations provided by the management to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned guidelines issued by Bangladesh Securities and Exchange Commission (BSEC). We also state that such compliance is neither an assurance as to the future viability of the Company nor a certification on the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Sd/-
Mahfel Haq & Co.
Chartered Accountants

Place -Dhaka.
Date- April 02, 2016

(c) Details relating to the Issuer's Audit Committee and Remuneration Committee

The Company's Board of Directors has been constituted in compliance with the Companies Act, 1994 and in accordance with best practices relating to corporate governance. The Board of Directors functions either as a full board or through various committees constituted to oversee specific operational areas. The Company's executive management provides the Board of Directors with detailed reports on its performance periodically.

SECTION XV: VALUATION REPORT OF SECURITIES PREPARED BY THE ISSUE MANAGER

DETERMINATION OF OFFERING PRICE

Valuation under Different Methods		Offer Price (BDT)
Method: 1 (A)	NAV per share at current costs with Revaluation Reserve	**17.62**
Method: 1 (B)	NAV per share at current costs without Revaluation Reserve	**14.07**
Method: 2	Earning-based-value per share	**22.89**

The detail calculation is illustrated below -

Method 1(A): Net Asset Value (NAV) per share with Revaluation Reserve
NAV per share is based on the information of the latest audited consolidated financial statements as on December 31, 2015. NAV per share at current costs with revaluation reserve is **BDT 17.62** that has been derived by dividing the net assets at the end of the period by the number of outstanding shares before IPO as shown in the table below:

Particulars	Amount in BDT
Paid-up Capital	1,030,000,000
Retained Earnings	418,908,459
Revaluation Surplus*	365,473,708
Total Shareholders' Equity [A]	**1,814,382,168**
No. of Ordinary Shares outstanding as on December 31, 2014 [B]	103,000,000
Net Asset Value (NAV) per share at current costs [A/B]	**17.62**

****Evince Textiles Limited made revaluation of land and land developments in year2012 by independent valuer to arrive at a fair market value of assets under revaluation.***

Method 1(B): Net Asset Value (NAV) per share without Revaluation Reserve
NAV per share is based on the information of the latest audited consolidated financial statements as on December 31, 2015. NAV per share at current costs without revaluation reserve is **BDT 14.07** that has been derived by dividing the net assets at the end of the period by the number of outstanding shares before IPO as shown in the table below:

Particulars	Amount in BDT
Paid-up Capital	1,03,00,00,000
Retained Earnings	418,908,459
Total Shareholders' Equity [A]	**1,448,908,459**
No. of Ordinary Shares outstanding as on December 31, 2015 [B]	103,000,000
Net Asset Value (NAV) per share at current costs [A/B]	**14.07**

Method 2: Earning-based-value per share

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 1.44** and the three months average DSE market P/E is **15.21**.Therefore, Earning-based-value per share has been derived as **BDT 21.88.**

Accounting Year (January - December)	No. of Shares	Weight of No. of Shares	Net Profit After Tax (BDT)	Weighted Net Profit After Tax (BDT)
2011	11050000	0.04	74,274,091	3,016,276
2012	11050000	0.04	38,210,826	1,551,744
2013	44000000	0.16	148,543,079	24,020,196
2014 (Consolidated)	103000000	0.38	166,350,190	62,969,752
2015 (Consolidated)	103000000	0.38	167,728,298	63,491,417
Total	**272,100,000**	**1 .00**	**595,106,484**	**155,049,386**
Weighted Net Profit After Tax during the period 2011 to 2015 [C]				**148,208,124**
No. of shares outstanding as on December 31, 2014 [D]				103000000
Weighted Average Earnings per Share (EPS) [E = C/D]				**1.51**
Average DSE Market P/E [F]				15.21
Earning-based-value per share (BDT) [E × F]				**22.89**

Calculation of Relevant P/E Multiple:

Month	Market P/E
Dec 15	15.23
jan 16	15.22
Feb 16	15.17
Average P/E Multiple	**15.21**

Source: DSE Monthly Review

Offer Price:

Based on the above-mentioned valuation methodologies as per Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, the management of the Company in consultation with the Issue Manager has set the issue price at **BDT 10.00** each at par value.

SECTION XVI: DEBT SECURITIES

Evince Textiles Limited has not issued or planning to issue any debt securities within 6 (six) months.

SECTION XVII: PARTIES INVOLVED AND THEIR RESPONSIBILITIES

Major Parties involved with Evince Textiles Limited		**Responsibilities of the Parties**
Issue Manager	LankaBangla Investments Limited	The ISSUE MANAGER(s) is responsible to comply with all the requirements as per Bangladesh Securities and Exchange Commission (Public Issue) Rules 2015 including preparation and disclosures made in the prospectus and use of the public issue proceeds by the issuer.
Underwriters to Issue	LankaBangla Investments Limited Sonali Investment Limited	The Underwriter(s) is responsible to underwrite the public offering on a firm- commitment basis as per requirement of Bangladesh Securities and Exchange Commission (Public Issue) Rules 2015. In case of under-subscription in any category by up to 35% in an initial public offer, the unsubscribed portion of securities shall be taken up by the underwriter(s)
Auditors	Pinaki & Company Chartered Accountants	Auditors' responsibility is to express an opinion on the consolidated financial statements based on the audit. Auditors conducted the audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards required to comply with relevant ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.
Cost and Management Accountants	Not applicable for the company	N/A
Valuer	M. M. Rahman & Co. Chartered Accountants	The valuer's responsibility is to conduct and prepare an appraisal of valuation of land, factory building & plant as owned by the company. The purpose of the valuation is to identify the fair value of the assets & restate accordingly in the books of account. Accordingly, valuers' have performed the necessary inspection, made relevant enquiries and obtained such further information available for the purpose of providing the opinion on the value of the land, buildings & plants.
Credit Rating Company	Not applicable for the company	N/A

SECTION XVIII: MATERIAL CONTRACTS

a) Major agreements entered into by the issuer:

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

1. Underwriting Agreements between the Company and the Underwriters;
2. Issue Management Agreement between the Company and LankaBangla Investments Limited;

Copies of the aforementioned contracts and documents and a copy of Memorandum of Association and Articles of Association of the Company and the Consent Letter from the Bangladesh Securities and Exchange Commission may be inspected, on any working day during office hours at the Corporate Office of the Company and the Managers to the Issue.

b) Material parts of the agreements and Fees:

Contract	Material parts of the agreements	
Underwriting Agreements with LankaBangla Investments Limited and Sonali Investment Limited	Signing Date:	January 12, 2016
	Tenure:	This Agreement shall be valid until completion of subscription of shares and unless this Agreement is extended or earlier terminated in accordance with the terms of this Agreement
	Principal Terms and Condition:	The Issuer 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 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. In any case within 7 (Seven) days after the expiry of the aforesaid 15(Fifteen) days, the Company shall send proof of subscription and Deposit of Money by the underwriter to the Commission.
	Fees Payable:	The Company shall pay to the underwriter an underwriting commission at the rate of 0.60% of the value of the shares hereby agreed to be underwritten by it

<table>
<tr><th>Contract</th><th colspan="2">Material parts of the agreements</th></tr>
<tr><td rowspan="4">Issue Management Agreement with LankaBangla Investments Limited</td><td>Signing Date:</td><td>January 12, 2016</td></tr>
<tr><td>Tenure:</td><td>This Agreement shall be valid until completion of subscription of shares and unless this Agreement is extended or earlier terminated in accordance with the terms of this Agreement</td></tr>
<tr><td>Principal Terms and Condition:</td><td>1. According to Article 2.1; the scope of the services to be rendered by the ISSUE MANAGER to the ISSUER under this agreement shall cover Regulatory Compliance, Underwriting Co-operation, Issue Arrangements and Public offer and invitation.
2. According to Article 2.2; The ISSUE MANAGER takes the responsibility to take such steps as are necessary to ensure completion of allotment and dispatch of letters of allotment and refund warrants to the applicants according to the basis of allotment approved by the Bangladesh Securities and Exchange Commission. The ISSUER undertakes to bear all expenses relevant to share application processing, allotment, and dispatch of letters of allotment and refund warrant. The ISSUER shall also bear all expenses related to printing and issuance of share certificate and connected govt. stamps and hologram expenses.
3. According to Article 4.1; without prejudice ISSUER hereby declares that it agrees to comply with all statutory formalities under Companies Act, Guidelines issued by Bangladesh Securities and Exchange Commission and other relevant status to enable it to make the issue.
4. According to Article 7.1; The ISSUE MANAGER hereby undertake to keep in strict compliance all information (whether written or oral) proprietary documents and data secured in connection with or as a result of this Agreement (Confidential Information) and shall limit the availability of such information to employees, who have a need to see and use it for the express and limited purpose stated in this Agreement.
5. According to Article 9.1; The Issuer and ISSUE MANAGER shall ensure compliance of the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, The Listing Regulations of Stock Exchanges, The Companies Act, 1994, the Securities and Exchange (Amendment) Act, 2012 and other relevant rules, regulations, practices, directives, guidelines etc.</td></tr>
<tr><td>Fees Payable:</td><td>The Issue Management Fee for the IPO shall be BDT 1,700,000.00.</td></tr>
</table>

SECTION XIX: OUTSTANDING LITIGATIONS, FINE OR PENALTY

a. OUTSTANDING LITIGATIONS AGAINST THE ISSUER OR ANY OF ITS DIRECTORS AND FINE OR PENALTY IMPOSED BY ANY AUTHORITY

The Issuer or director or of Evince Textiles Limited was not involved in any of the following types of legal proceedings are mentioned below;

I. Litigation involving Civil Laws: No litigation
II. Litigation involving Criminal Laws: No litigation
III. Litigation involving Securities, Finance and Economic Laws: No litigation
IV. Litigation involving Labor Laws: No litigation
V. Litigation involving Taxation (Income tax, VAT, Customs Duty and any other taxes/duties) : No litigation
VI. Litigation involving any other Laws: No litigation

b. OUTSTANDING CASES FILED BY THE COMPANY OR ANY OF ITS DIRECTORS

There is no outstanding cases filed by the Issuer or any of its directors to any of the following types of legal proceedings mentioned below;

I. Litigation involving Civil Laws: No Case File.
II. Litigation involving Criminal Laws: No Case File.
III. Litigation involving Securities, Finance and Economic Law: No Case File.
IV. Litigation involving Labor Laws: No Case File.
V. Litigation involving Taxation (Income tax, VAT, Customs Duty and any other taxes/duties) : No Case File.
VI. Litigation involving any other Laws: No Case File.

SECTION XX: RISK FACTORS AND MANAGEMENT'S PERCEPTIONS ABOUT THE RISKS

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.

I. Internal Risk Factors:

a) **Credit Risk:**

The risk of loss of principal or loss of a financial reward stemming from a borrower's failure to repay a loan or otherwise meet a contractual obligation. Credit risk arises whenever a borrower is expecting to use future cash flows to pay a current debt. This is the risk of default on a debt that may arise because of default by the borrower to pay the loan. In operating any business there is always credit risk lies in the business.

Management Perception:

Credit Risk mainly lies with banks and Financial Institutions. Since Evince Textiles Limited is concentrating its business in Manufacturing and exporting the same, the company has enjoyed credit facilities from different financial institutions. However, a certain degree of credit risk lies because of these obligation but the management is well aware and efficiently manage through continuous supervision.

b) **Liquidity Risk:**

The risk that a company may be unable to meet short term financial obligation. This usually occurs due to the inability to convert its current assets to cash without a loss of capital or income. Liquidity is a common phenomenon of the business.

Management Perception:

Evince Textiles Limited is doing its level best to manage working capital management in efficient way to maintain liquidity risk. Management is dealing with accounts payable, inventory and accounts receivable efficiently.

c) **Risk associated with the Issuer's interest in subsidiaries, joint ventures and associates:**

Management Perception:

Evince Textiles Limited has a subsidiary where common directorship prevails. There is certain degree of risk exist for issuer's interest in subsidiary. To mitigate such risk, both the concern has separate management to run the overall operation.

d) **Significant revenue generated from limited number of customers, losing any one or more of which would have a material adverse effect on the issuer.**

Management Perception:

Although two companies i.e, Elite Garments Ltd. And Vision Apparels Ltd contribute 45% of sales, they meet only 7.5% to 10% of their total demand respectively. So there is no risk of non-operation of business with these Companies rather, there is an opportunity to tap an unserved demand of these two Companies. In addition, the management of ETL has long-standing business relationship with these Companies, which will also safeguard any risk of non-operation losing any of these customer.

e) **Dependency on a single or few suppliers of raw materials, failure of which may affect production adversely.**

Management Perception:

In business, having many suppliers of raw materials helps to get competitive advantage of cheaper price of *raw materials. Because, it helps to bargain over price with suppliers. In addition, having many supplier helps to maintain doing business efficiently.*

f) **More than 20% revenue of the issuer comes from sister concern or associate or subsidiary**

Management Perception:
The company doesn't *generate 20% or more revenue from any of its sister concerns or associate or subsidiary.*

g) **Negative earnings, negative cash flows from operating activities, declining turnover or profitability, during last five years, if any.**
The company doesn't have any negative earnings, negative cash flows from operating activities, declining profitability, during last five years. However in 2015, turnover declining from TK. 2,337,278,020 to Tk. 2,123, 831,656 comparing 2014.

Management Perception:
The company doesn't have any negative earnings, negative cash flows from operating activities, declining profitability, during last five years. However declining turnover in 2015 is a normal course of business and hopefully it will be increase in coming years.

h) **Loss making associate/subsidiary/group companies of the issuer.**

Management Perception:
There is no any other interest of ETL to any associate, subsidiary or Group Company except Evitex Fashions Limited, which is the only subsidiary and the company free from making loss.

i) **Financial weakness and poor performance of the issuer or any of its subsidiary or associates**

Management Perception:
Sales is one of the key indicators of success of a business if there is good margin of profit. ETL has been experiencing with increasing sales growth which is boosting up the profitability for last five years. Current and quick ratios are also in favor of the company. The decreasing trend of Debt to Equity ratio means that company is reducing its dependency on debt capital. Moreover, the financial performance of the subsidiary (Evitex Fashions Limited) is also in line with its growth potentials.

j) **Decline in value of any investment**

Management Perception:
The company doesn't not have any investment except Investment in Shares of Evitex Fashions Limited and it is free from decline in value.

k) **Risk associated with useful economic life of plant and machinery, if purchased in second hand or reconditioned.**

Management Perception:
ETL uses branded machineries for overall operation except one machine was bought second hand with useful economic life. Hence, there is a presence of low risk associated with these.

l) **Adverse effect on future cash flow if interest free loan given to related party or such loans taken from directors may recall.**

Management Perception:
There is no as such loan given to related party or loan taken from directors.

m) **Potential conflict of interest, if the sponsors or directors of the issuer are involved with one or more ventures which are in the same line of activity or business as that of the issuer and if any supplier of raw materials or major customer is related to the same sponsors or directors.**

Management Perception:
There is common management with one or more ventures but business activities are not in the same line.

n) **Related party transactions entered into by the company those may adversely affect competitive edge.**

Management Perception:
There is no as such transaction which may adversely affect competitive edge except director's remuneration. However, paying the remunerations to the directors are justified as otherwise, the Company had to hire external employees with the same level of experience and expertise, which would have been more expensive for the Company to bear.

o) **Any restrictive covenants in any shareholders' agreement, sponsors' agreement or any agreement for debt or preference shares or any restrictive covenants of banks in respect of the loan/ credit limit and other banking facilities.**

Management Perception:
There are no restrictive covenants in any shareholders' agreement, sponsors' agreement or any agreement relating to debt or preference shares or any restrictive covenants of Banks in respect of loan or credit limit and other banking facilities.

p) **Business operations may be adversely affected by strikes, work stoppages or increase in wage demands by employees.**

Management Perception:
Employee unrest is part of business and it is important to deal with labor unrest efficiently. ETL has different incentive packages for their employees so that they can be beneficial to such package. Because they believe that employees are very important part of the business.

q) **Seasonality of the business of the issuer**

Management Perception:
Textile sector is the leading industry of our country. Bangladesh is looking forward to earn 50 billion US dollar from this industry in near future. Hence, there is no Seasonality of the business of the issuer.

r) **Expiry of any revenue generating contract that may adversely affect the business**

Management Perception:
The company are not at risk of losing any revenue generating contract that may adversely affect the business.

s) **Excessive dependence on debt financing which may adversely affect the cash flow.**
As per ratio analysis certified by auditor as at December 31, 2015 issued on April 04, 2016 Debt is 1.07 times of equity, which indicates that, the ETL excessive dependence on Debt financing. It may adversely affect the cash flows.

Management Perception:
For last five years the company has been reducing its dependence on debt financing and it is now intended to raise its capital through Initial Public Offering to ensure better capital base.

t) **Excessive dependence on any key management personnel absence of whom may have adverse effect on the issuer's business performance.**

Management Perception:
Corporate Governance is well practiced in ETL. The company also has a well-placed organogram. So any

change in the key management can be replaced with capable professionals.

u) **Enforcement of contingent liabilities which may adversely affect financial condition.**

Management Perception:
The Company does not have any contingent liabilities which may adversely affect financial condition.

v) **Insurance coverage not adequately protect against certain risks of damages.**

Management Perception:
The company has different insurance coverage for all the relating issues that are risky to operating business.

w) **Absence of assurance that directors will continue its engagement with Company after expiry of lock in period.**

Management Perception:
The directors are involved in the business for long time and they will continue the business after expiry of lock in period.

x) **Ability to pay any dividends in future will depend upon future earnings, financial condition, cash flows, working capital requirements and capital expenditure.**

Management Perception:
ETL is a profitable entity over a long time and the profit is on the uptrend. So the management belief that it will be able to pay dividend from earning profit.

y) **History of non-operation, if any and short operational history of the issuer and lack of adequate background and experience of the sponsors.**
History of non-operation indicates weak operational management of the Company. Non-operation leads to negative cash flow, incurring of losses and bankruptcy in worst case scenario.

Management Perception:
As a manufacturer, ETL take their operation very seriously. They know, if operation is stopped for one day that can hamper supply to their customers. In any situation, they do not compromise with their operation. The company started commercial operation from 1999 and they are proud to state that the company has never been non-operative till date.

z) **Risks related to engagement in new type of business, if any.**

Management Perception:
There is no as such risk relating to engagement in new type of business.

aa) **Risk in investing the securities being offered with comparison to other available investment options.**

Management Perception:
Evience Textiles Limited is a profitable entity over long time and the management operate the business efficiently. There is a presence of certain degree of risk associated with investing the securities in the capital market. The potential investors are requested to carefully read the prospectus and understand the business potential of the company before make investment decision.

bb) **Any penalty or action taken by any regulatory authorities for non-compliance with provisions of any law.**

Management Perception:
The management believes that it is highly unlikely of any penalty or action taken by any regulatory authorities for non-compliance with provisions of any law.

cc) **Litigations against the issuer for Tax and VAT related matters and other government claims, along with the disclosures of amount, period for which such demands or claims are outstanding, financial implications and the status of the case**

Management Perception:
The company doesn't have any litigation relating to Tax, VAT or other government claims against the company.

dd) **Registered office or factory building or place of operation is not owned by the issuer.**
Registered office is not owned by the company where the factory building is owned by the Company. Corporate office is in rented premises.

Management Perception:
Registered office is not owned by the company where the factory building is owned by the Company. Corporate office is in rented premises.

ee) **Lack of renewal of existing regulatory permissions/ licenses.**

Management Perception:
There is no such issue relating to lack of existing regulatory permissions/ licenses.

ff) **Failure in holding AGM or declaring dividend or payment of interest by any listed securities of the issuer or any of its subsidiaries or associates**

Management Perception:
There is no incident of failure in holding AGM or declaring dividend or payment of interest by the issuers.

gg) **Issuances of securities at lower than the IPO offer price within one year**

Management Perception:
The company doesn't issue any of its securities at lower than the IPO offer within one year.

hh) **Refusal of application for public issue of any securities of the issuer or any of its subsidiaries or associates at any time by the Commission.**

Management Perception:
Bangladesh Securities and Exchange Commission (BSEC) has not refused of application for public issue of any securities of the issuer or any of its subsidiaries or associates at any time.

II. External Risk Factors:

a) **Interest Rate Risks:**
Interest rate risk refers to the likely changes in the cash flows or future value of a firm on account of changes in the interest rates in the market. Increase in interest rate increases the cost of borrowed funds for a company in case of floating rate loans. Interest/financial charges are paid against the Company's borrowed funds. In the event of unfavorable movement in money markets, rising interest rates could increase the cost of debt and negatively impact profitability

Management Perception:
The Company has paid-off significant amount of loan amounting BDT 419,492,900/- which reduced the amount of interest by BDT 25,200,000/- on an average. This also improved the debt structure of the Company and thus reduced interest rate risk.

Additionally, from the growth of the industry and the positive sales trend, it can be reasonably expected that the turnover of the company will also increase in coming years. This will further reduce the working capital loan requirement of the company.

Exchange Rate Risks:

The company's major raw materials are yarn and dyes chemicals that are procured from both local and foreign sources and the company imports machinery and equipment against payment of international currencies (USD and EURO) but most of transactions occur in US Dollars. Unfavorable volatility or currency fluctuations may increase import cost and thus affect the profitability of the Company.

Management Perception:

The company receives the entire export proceeds in foreign currency and makes majority of the import payments in foreign currency as well. For a given depreciation of Taka against a particular foreign currency like US Dollar, the import payment and export proceeds will both be higher in terms of Taka. In case of an appreciation of Taka against the same currency, the opposite will occur. Hence, the company has a natural hedge against exchange rate risk.

b) **Industry Risks:**

VOLATILITY OF YARN PRICES IN LOCAL AND INTERNATIONAL MARKET:

The company's major raw material is yarn. Currently, it completely depends on external vendors for procurement of yarn. As price of yarn largely depends on production of cotton which in turn is dependent upon environmental conditions, company's cash flows and profitability might adversely be affected at any point of time.

MANAGEMENT PERCEPTION:

Price volatility of cotton and yarn in international market is a common phenomenon, which affects, more or less, all operators belonging to this particular industry segment. So, the nature of relative competency is expected to remain the same. However, Evince management is always watchful about timely yarn procurement from both domestic and foreign markets. The history of efficient yarn procurement establishes the superior sourcing ability of the management.

LABOR UNREST:

Inherently Bangladesh Textile and Garments sector has been affected by labor unrest that might go up to threaten the long-run sustenance of the industry. Any incident of labor unrest would adversely affect the company's operation as well. Most damage might be done in the part of reputation in terms of timely delivery of quality product to foreign buyers. This may affect the long-run profitability of the company as well.

MANAGEMENT PERCEPTION:

The company practices advanced HR policies, and maintains motivating and agile working environment. Regular orientation programs are conducted through on-the-job trainings with supervision of top officials. The organization always pays all wages, salaries and festival bonuses regularly and on time. Besides, the workers are provided with regular attendance of a doctor at the factory premises. All the above factors certainly create labor-friendly environment that translate into incremental productivity and uninterrupted working atmosphere. Nevertheless, existing HR policies are being periodically reviewed for continuous improvements.

SCARCITY OF GAS:

The company needs uninterrupted supply of natural gas to smoothly run day-to-day operation in the factory. In the present scenario, where suppliers cannot ensure uninterrupted supply of gas in industrial sector, the operational and financial performance of the company may be adversely affected.

MANAGEMENT PERCEPTION

The manufacturing operation depends on gas from Titas Gas Transmission & Distribution Company Ltd. However, the manufacturing set up of ETL has flexibility of duel fuel firing capabilities. This enables the company to continue production in case of emergency and non-committal supply lapses.

SCARCITY OF POWER:
The machineries of the company run on electricity that requires approximately 4000 KW of electricity per day. For any severe disruption in power supply, operation of the factory will be hampered that will certainly cut the production volume and thereby lower the profitability.

MANAGEMENT PERCEPTION
Evince Textiles Limited has set up gas Generator to mitigate the power demand and ETL has a connected load of 3370 KW. The average consumption is 2700 KW per day, at rated load factor of 70%. Some provision for future expansion in the captive power has also been considered in this regard.
Company's sales and revenues are dependent on the aggregate demand of its products. Any economic recession, changes in requirements, national income and other related factors may cause to decline the market demand of the company products.

c) **Economic and Political risks:**

Economic risks:
The economy could be adversely affected by various factors such as political or regulatory action, including adverse changes in liberalization policies, social disturbances, terrorist attacks and other acts of violence or war, natural calamities, commodity and energy prices and various other factors. Any significant changes may adversely affect our business and financials.

Management Perception:
Bangladesh economy is booming for last few years. Consistent industrial growth along with increased agricultural production has made the Per Capita Income higher than that of recent years. In addition, favorable government policies and industry friendly policies by other regulatory bodies have proved to be congenial to the economy of the country.

Political risks;
Changes in the existing global or national policies can have either positive or negative impact on the Company's profitability. The performance of the Company may be affected due to unavoidable circumstances in Bangladesh, as such any structural change in textile industry, war, terrorism, political unrest, natural and man-made disasters like the one happened with 'Rana Plaza' in Savar and 'Tazrin Garments' in Savar in the country which may adversely affect the economy in general.

Management Perception:
As a least developed country, Bangladesh enjoys GSP facilities from EU countries. Withdrawal of this facility in the near future is least likely. The organization's management is always conscious about full compliance of the buyer specific requirements on a continuous basis. The company is striving to diversify its international client base through greater marketing initiatives. This will provide the company with greater sustainability against changes in buyer specific policy changes.

d) **Market and Technology-related Risks:**

MARKET DEMAND:
Almost entire revenue of the company is earned through export of woven fabrics. Therefore, fall of price and/or demand in international market may adversely affect the profitability of the company, and thereby the value of shares. Additionally, loss of competitive advantage may negatively impact the earning ability of the company. Diversifying the export markets and building strong brand equity will enable the company to grow and withstanding the market risk.

MANAGEMENT PERCEPTION:
Although currently almost 95% of its total exports go to Europe and residual 5% to USA, the company is focusing on other overseas markets with a view to a more diversified client base. Management is constantly putting emphasis on building brand equity in international markets, which will provide the company with greater flexibility in terms of demand and price elasticity.Besides government incentives, the company enjoys

competitive advantages over its foreign competitors in terms of labor cost. With the introduction of GSP facilities, the company has further cost advantage as now it can easily procure yarn from abroad at lower cost.

RISK FROM CHANGE IN COMPETITIVE DYNAMICS:
The company may face competition from some renowned and strong competitors like Paramount Textiles Limited, BEXIMCO Limited (Textiles division), Purbani Textiles Limited etc. in domestic arena. In addition to that, entrance of any other strong entity might put price pressure and cause a shrink in market share in future.

MANAGEMENT PERCEPTION:
There is a large demand-supply gap for the product of woven fabrics both in local and international markets. Being one of the high quality woven fabric producers in the country, ETL is capable of making full use of the opportunities. The company is comfortably operating for its well-thought-out arrangement of good quality machineries, as well as sound product demand from its customers.

Technology-related risks;
Technology always plays a vital role for any business for ensuring better product quality, for providing better services to the customers and for minimizing costs. Textile is a technology dependent industry and continuous technological improvement is an integral part of this business. Obsolete technology or machineries will make it difficult for any textile company to sustain in such a competitive industry.

Management perception:
As the machinery of the company is very sophisticated and state-of-the art, it is expected that there is very low probability of sudden obsolescence of technology in the near future. Majority of its machinery is imported from globally famed manufacturers from Taiwan, Germany, India, Sweden, USA and Italy. Some of the well-known machines are Panon for warping, yarn dying, sizing, Somet MYTHOS for weaving, and Dhall for finishing. Furthermore, the company will be constantly adding new machinery in its factory for maintaining its production quality and volume.

e) **Potential or existing government regulations:**
The company conducts its business under the Companies Act, 1994, different taxation policy adopted by NBR, Bangladesh Security and Exchange Commission rules and rules adopted by other regulatory bodies. The existing Government rules and regulations are favorable for the Company. Any abrupt changes in the policies may adversely affect the profitability and the operation of the Company.

Management perception:
RMG export is a vital sector for the growth of the economy of Bangladesh. Government incentives and subsidies are crucial to maintain the sustainability and growth of this sector. The Government is aware of this fact. Hence, it is rationally expected that any undue tax or duty will not be imposed that may adversely affect the sector's sustainability. Rather, the Government is keen to support the industry. Finally, any changes in VAT, tax, or duty structure will affect all the operators in the industry. However, ETL has the greater resistance ability due to its cost-efficient operation process.

f) **Potential or existing changes in global or national policies;**
Changes in the existing global or national policies can have either positive or negative impact on the Company's profitability. The performance of the Company may be affected due to unavoidable circumstances in Bangladesh, as such any structural change in textile industry, war, terrorism, political unrest, natural and man-made disasters like the one happened with 'Rana Plaza' in Savar and 'Tazrin Garments' in Savar in the country which may adversely affect the economy in general.

Management perception:
As a least developed country, Bangladesh enjoys GSP facilities from EU countries. Withdrawal of this facility in the near future is least likely. The organization's management is always conscious about full compliance of the buyer specific requirements on a continuous basis. The company is striving to diversify its international client

base through greater marketing initiatives. This will provide the company with greater sustainability against changes in buyer specific policy changes.

g) **Statutory clearances and approvals those are yet to be received by the issuer:**

Management Perception:
The company have collected all the statutory clearance and approval to operate the business. The necessary update and renewal is a continuous process. Hence, there is a limited degree of such risk associated with the company.

h) **Competitive condition of the business;**
ETL is operating in a free market economy regime. The company might have to face stiff competition from its competitors. Easily availability of global products in the local markets adds to the competition, challenging the profitability of the business.

Management Perception:
Bangladesh is the prime source of cheapest labor in the world, gaining comparative advantages for its industries over their global competitors. Other overhead costs are also low in Bangladesh. As a result, the company has been able to maintain its cost of products most competitive. Moreover, over the last few years the company has built a trustworthy relationship with its customers, which helps the company avoid competition with others.

i) **Complementary and supplementary products/services which may have an impact on business of the issuer.**

Management Perception:
The company has not faced any challenges relating to supplementary and complementary products and Management are concerned with the issue. In future, if necessary, management may diversify the product to be competitive over the competitors.

OTHER RISK FACTORS:

a) RISK ASSOCIATED WITH SUPPLY OF RAW MATERIALS:
The main raw material used for producing fabric is grey yarn. Any interruption of supplies of the yarn to the textile industry will hamper the production of the only product of the company i.e. textiles woven fabrics.

MANAGEMENT PERCEPTION:
Evince Textiles Limited always maintains a standard quantity of Raw materials in its store to run smooth production. Therefore, ETL will not fall in problem in the time emergency when any hamper of supply of raw materials.

b) RISK ASSOCIATED WITH SINGLE PARTY EXPOSURE:
Risks associated with Single Party Exposure exist when the Company sells its products to a Single buyer. If the Company's revenues may be in danger if/when, its single buyer is under financial strain.

MANAGEMENT PERCEPTION:
ETL has conducted its business with many foreign and local industries who supply yarn to the Company. Besides, ETL continues search for new supplier for procuring yarn and other chemical raw materials.

c) MANAGEMENT RISK:
Turnover of key managerial personnel, executives and officers may have adverse impact on business, operating results, and future growth.

MANAGEMENT PERCEPTION:
ETL is maintaining a cordial and congenial working environment for its employees. Employees' job satisfaction is reflected in low turnover compared to the industry. Apart from offering competitive

package to its employees, the company continually invests in developing its human capital by way of providing training, and ensuring knowledge flow across the company. Employees are given opportunity to cope with the growing challenges of the changing work environment, increase in customer expectations, and growing sophistication of technology & processes. Additionally, all the functional areas of the company are equipped with adequate human resources, and usual personnel turnover will not adversely affect the regular function of the company. Moreover, building alternative leaders is a prime HR strategy of the company. Therefore, the management of ETL feels that the company is well prepared to handle the situation in the near future.

d) RISK RELATED TO HIGHER OPERATING EXPENSES:

All the top five salaried officers are the directors of the Company, which puts the Company under substantial risk, as significant amount of expense is associated with remuneration, which escalates the risk.

MANAGEMENT PERCEPTION:

Management believes insiders are well-informed, highly skilled internal managers who facilitate effective decision-making. In addition, better operating performance can be ensured since these directors have many years of expertise in this industry. Most importantly, they are less likely to switch to other organizations since they have significant amount of shareholding in the Company, which offsets the switching cost of the officers without any ownership with the Company. This phenomenon will ultimately ensure long-term stability and consistency in decision- making within the organization.

e) RISK ASSOCIATED WITH PAYMENT OF REMUNERATION TO THE DIRECTORS

Seven directors of Evince Textiles Limited (ETL) have been drawing remuneration amounting Tk. 21.00 lakh per month, which may hamper the profitability of the Company.

MANAGEMENT PERCEPTION

The seven Directors of Evince Textiles Limited (ETL) are getting remuneration amounting Tk. 21.00 lakh per month as they hold executive positions in different business functional units. They are drawing such remunerations because they are making significant contributions in the business with their years of knowledge and experience, which is ultimately boosting the performance of the Company. As such, paying the remunerations to the directors are justified as otherwise, the Company had to hire external employees with the same level of experience and expertise, which would have been more expensive for the Company to bear.

f) RISK ASSOCIATED WITH PAYMENT OF SELLING EXPENSES

The Company has been paying selling expenses to common directorship company namely Evince Design and Fashions Limited. Payment of such expenses may hamper the profitability condition of the Companyand put the stakeholders at risk.

MANAGEMENT PERCEPTION

Evince Textiles Limited has not maintained a separate department for product development (i.e designs, construction and development) marketing and selling activities. Such activities are done through separate agent namely Evince Designs and Fashions Ltd. (EDAF) a Company under common management of Evince Textiles Ltd.Evince Textiles Ltd. Pay 1% of revenue as selling expenses.The Company finds it more prudent to use its in house resources such as its own directors for selling activities rather than obtaining them from outside sources because similarly qualified and experienced professionals may charge higher fee, which will be costlier for the Company to bear. In addition, the common directors are much more efficient for the Company to achieve its target export since they are well aware of the whole operation of the business. Therefore, payment of the selling expenses will not put the Company or its stakeholders at risk, rather it will enhance the performance of the Company and stakeholders can reap the benefit.

g) RISK ASSOCIATED WITH SALES TO TWO COMPANIES

Only two companies contribute to 45% sales of Evince Textiles Limited. Non-operation of business with these Companies may jeopardize the profitability of the Company.

MANAGEMENT PERCEPTION

Although two companies contribute 45% of sales, they meet only 7.5% to 10% of their total demand respectively. So there is no risk of non-operation of business with these Companies rather, there is an opportunity to tap an unserved demand of these two Companies. In addition, the management of ETL has long-standing business relationship with these Companies, which will also safeguard any risk of non-operation.

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MANAGEMENT PERCEPTION:

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MANAGEMENT PERCEPTION

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MANAGEMENT PERCEPTION

Although two companies contribute 45% of sales, they meet only 7.5% to 10% of their total demand respectively. So there is no risk of non-operation of business with these Companies rather, there is an opportunity to tap an unserved demand of these two Companies. In addition, the management of ETL has long-standing business relationship with these Companies, which will also safeguard any risk of non-operation.

o) Risk associated with advance given against land purchase amounting to Tk. 25,650,000

Details are as follows

SL No.	**Name of Party**	**Date of Advance**	**Amount of advance**	**Outstanding Balance as on 31.12.15**	**Area of Land** Decimal	**Location of the Land**	**Date of registered Biana Nama**	**Date of expiry of registered Biana Nama**
1	Evince Dress Shirts Limited	08-12-2015 17-12-2015	20,500,000	20,500,000	129	ShirirChala, Bhabanipur, Joydevpur, Gazipur	17-12-2015	16.12.16
2	Mr. Mohammad Ali Kaiya	12-07-2015 28-07-2015 10-08-2015 18-08-2015 19-09-2015 30-09-2015 30-10-2015 15-11-2015 28-11-2015 10-12-2015 20-12-2015	5,150,000	5,150,000	17.5		21-12-2015	20.06.16

If the above mentioned land are not transferred in the name of the company within the expiry date of registered Biana nama, the company may not be able to realize said advance from the related parties.

Management Perception:

The company made advance against land purchase from the parties with a vide registered Biana Nama and shall take necessary actions to land transfer within stipulated time period. The degree of risk associated with such matter is low and management is well aware about this.

SECTION XXI: DESCRIPTION OF THE ISSUE

Issue Size	Number of securities to be issued	Authorized capital	Paid-up capital	Face value and offer price per unit of securities
170,000,000	17,000,000	1,500,000,000	1,030,000,000	10

Number of securities to be entitled for each category of applicants:

Category	Particulars	Number of Shares	Amount in BDT
Eligible Investors (EIs)	10% of IPO i.e. 1,700,000 Ordinary Shares shall be reserved for Mutual Funds as Eligible Investors (EIs)	1,700,000	17,000,000
	40% of IPO i.e. 6,800,000 Ordinary Shares shall be reserved for Other Eligible Investors (EIs)	6,800,000	68,000,000
General Public	10% of IPO i.e. 1,700,000 Ordinary Shares shall be reserved for Non- Resident Bangladeshis (NRB)	1,700,000	17,000,000
	40% of IPO i.e. 6,800,000 Ordinary Shares shall be reserved for ¶wZMÖ¯' ¶z`ª wewb‡qvMKvix and General Public	6,800,000	68,000,000

Holding Structure of Different Classes of Securities Before and After the Isssue

Shareholder Category	No. of Shares	Shareholding Structure (Before Issue)	Shareholding Structure (After Issue)
Sponsors and Directors	44,000,000	42.72%	36.67%
Other than existing shareholders	59,000,000	57.28%	49.17%
Initial Public Offering	17,000,000	-	14.17%
Total	**120,000,000**		

Objective of the issue including financing requirements and feasibility in respect of enhanced paid-up capital:

Net proceeds from Initial Public Offering (IPO) will be used for civil construction, acquisition & installation of machineries, working capital and for IPO expenses.

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 and Branch
1.	**Evince Textiles Limited**	US Dollar	1501202886545002	BRAC Bank Limited Gulshan Branch
2.	**Evince Textiles Limited**	GB Pound	1501202886545003	
3.	**Evince Textiles Limited**	EURO	1501202886545004	

SECTION XXII: USE OF PROCEEDS

a) **Use of net proceeds of the offer indicating the amount to be used for each purpose with head-wise break-up**

Net proceeds from Initial Public Offering (IPO) will be used for civil construction, acquisition & installation of machineries, meet working capital and for IPO expenses. Use of Proceeds and Implementation schedule given under as follows:

Sl No.	Particulars	Amount (BDT)
1	Civil Construction	25,582,788
2	Machineries, Erection, Electrical Fittings, Piping and Installation	114,289,058
3	Working Capital	15,427,654
4	IPO Expenses	14,700,500
Total		**170,000,000**

BREAKDOWN OF USE OF IPO PROCEEDS

1. Civil Construction

CONSTRUCTION OF TWO STORIED WARE HOUSE FOR EVINCE TEXTILES LTD AT SHIRIRCHALA, BHABANIPUR, GAZIPUR	
Length	130 ft
Width	60 ft
Area per floor	7800 Sq. ft
Number of stories	2
Total area	15600 Sq. ft

1.A. Earth Excavation: Earth work in excavation in all type af soil including levelling, dressing, etc. all complete in/c. necessary tools, plants etc.

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Volume (Cft)	Tk/Cft	Amount(Tk.)
F1	6	6	7	4	1008.00	-	
F2	6.5	6.5	7	20	5915.00		
F3	7.25	7.25	7	21	7726.69		
Total					**14649.69**	**6**	**87,898.13**

1.B. Concrete Cement (C.C): 5" thick casting (1:3:6) in cement concrete with cement, sand (F.M. 1.2) picked jhama chips in/c. breaking chips, screening, centering, shuttering, casting curing and finished. All complete as per specification.

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Area (Sft)	Tk/Cft	Amount(BDT)
F1	6	6	6	4	144.00	-	
F2	6.5	6.5	6	20	845.00		
F3	7.25	7.25	6	21	1103.81		
Total					**2092.81**	**50**	**173,000.00**

1.C. Footing casting: Reinforced cement concrete works with a mix proportion of (1:1.5:3) with best coarse screened sand (FM-2.5) and ¾" downgraded stone chips and screening centering placing of rod in position, mixing the aggregates in mixture machine casting in forms compacting by mechanical vibrators and curing as per drawing and specification. (Excluding MS Rod)

Mark	Length (ft)	Width (ft)	Height (ft)	Quantity	Volume (Cft)	Rebar (MT)	Amount(BDT)
F1	5	5	1.25	4	125.00		
F2	5.5	5.5	1.25	20	756.25		
F3	6.25	6.25	1.50	21	1230.47		
Total					**2111.72**	**290**	**612,398.44**

1.D. Column & Pedestals: Reinforced cement concrete works with a mix proportion of (1:1.5:3) with best coarse screened sand (FM-2.5) and ¾" downgraded stone chips and screening centering placing of rod in position, mixing the aggregates in mixture machine casting in forms compacting by mechanical vibrators and curing as per drawing and specification. (Excluding MS Rod)

Mark	Length (ft)	Width (ft)	Height (ft)	Quantity	Volume (Cft)	Rebar (MT)	Amount(BDT)
C1	2.16	2.16	11.00	4	205.29		
C2	2.16	1.25	11.00	20	594.00		
C3	1.50	1.50	11.00	21	519.75		
C4	0.83	1.00	24.00	24	479.81		
Total					**1798.84**	**305tk/cft**	**548,647.54**

1.E. Grade Beam: Reinforced cement concrete works with a mix proportion of (1:1.5:3) with best coarse screened sand (FM-2.5) and ¾" downgraded stone chips and screening centering placing of rod in position, mixing the aggregates in mixture machine casting in forms compacting by mechanical vibrators and curing as per drawing and specification. (Excluding MS Rod)

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Volume (Cft)	Rebar (MT)	Amount(BDT)
GB1	60.00	1.00	1.67	9	901.80		
GB2	130.00	1.00	1.67	5	1085.50		
					1987.30		
FB1	60.00	1.00	1.67	-	-		
Total					**1987.30**	**298tk/cft**	**592,215.40**

1.F. Lintel: Reinforced cement concrete works with a mix proportion of (1:1.5:3) with best coarse screened sand (FM-2.5) and ¾" downgraded stone chips and screening centering placing of rod in position, mixing the aggregates in mixture machine casting in forms compacting by mechanical vibrators and curing as per drawing and specification. (Excluding MS Rod)

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Volume (Cft)	Rebar (MT)	Amount(BDT)
Lintel 1	60.00	0.42	0.50	16	200.16		
	130.00	0.42	0.50	32	873.60		
Total					**1073.76**	**350tk/cft**	**375,816.00**

1.G. Floor casting: Reinforced cement concrete works with a mix proportion of (1:1.5:3) with best coarse screened sand (FM-2.5) and ¾" downgraded stone chips and screening centering placing of rod in position, mixing the aggregates in mixture machine casting in forms compacting by mechanical vibrators and curing as per drawing and specification. (Excluding MS Rod)

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Volume (Cft)	Rebar (MT)	Amount(BDT)
Toilet slab	60.00	130.00	0.50	2	7800.00		
	60.00	130.00	0.50	0	0.00		
	8.00	6.00	0.33	6	95.04		
Total					**7895.04**	**305tk/cft**	**2,407,987.20**

Item Name	Volume of Concrete (cft)	% of steel	Weight of Rebar(MT)	Tk/MT	Amount(BDT)
Footing	2111.7	1%	4.70		
Column	1798.8	2.50%	10.01		
Grade beam	1987.3	2.00%	8.85		
Lintel	1073.8	1.00%	2.39		
Floor	7895.0	1.00%	17.57		
Total			**43.51**	**89000**	**3,872,692.98**

1.I. Brick Flat Soling: One layer of brick flat soling in foundation or in floor with 1st class bricks in/c. preparation of bed and filling the interstices with local sand. All complete as per specification.

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Area(Sft)	Tk/Sft	Amount(BDT)
F1	6	6		4	144.00		
F2	6.5	6.5		20	845.00		
F3	7.25	7.25		21	1103.81		
Floor	60.00	130.00		1	6791.67		

Total	**8884.48**	**35**	**310,956.89**

1.J. 5" Brick Wall: 5" thick Brick work with 1st class bricks in cement mortar (1:4) and making bond with connected walls including curing all complete etc. as specified.

Mark	Length (ft)	Width (ft)	height(ft)	Quantity	Area (Sft)	Tk/Sft	Amount(BDT)
BR1	60.00	0.42	24.00	2	2880.00		
BR2	130.00	0.42	24.00	2	6240.00		
toilet	8.00	0.42	7.00	6	336.00		
	6.00	0.42	7.00	6	252.00		
Total					**9708**	**80**	**776,640**

1.K. 10" Brick Wall: 10" thick Brick work with 1st class bricks in cement mortar (1:4) and making bond with connected walls including curing all complete etc. as specified.

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Volume(cft)	Tk/Sft	Amount(BDT)
BR1	60.00	0.83	4.00	2	400.00		
	130.00	0.83	4.00	2	866.67		
	-	0.83	10.00	-	0.00		
	-	0.83	10.00	-	0.00		
Total					**1266.67**	**170**	**215,333.33**

1.L. Plastering on Wall: Min. 12mm thick C. P (1:4) to Ceiling & wall both inner and outer surface finishing the corners and edges in/c. washing of sand cleaning the surface, scaffolding and curing at least for 7 days etc., all complete as per direction of the E/ch. Ground floor. Min. 6mm thick C. P(1:4) to ceiling, R.C.C. columns, beams, surface of Stair Case & Slab, sunshade, cornices, railings, drop walls, louver fins and finishing the corners and edges in/c. washing of sand cleaning the surface, scaffolding and curing at least for 7 days etc., all complete as per direction of the E/ch.

Mark	Length (ft)	Width (ft)	height(ft)	Quantity	Area(Sft)	Tk/Sft	Amount(BDT)
BR1	60.00	0.42	24.00	4	5760.00		
BR2	130.00	0.42	24.00	4	12480.00		
toilet	8.00	0.42	7.00	12	672.00		
	6.00	0.42	7.00	12	504.00		
Total					**19416.00**	**20**	**388,320.00**

1. M. Earth Back Filling: Earth filling in foundation trenches and plinth in 6" thick layer with earth available within 90m of the building site, watering, leveling and consolidating each layer up to finished level etc., all complete as per specification.

Volume (Cft)	Tk/Sft	Amount(BDT)
12537.97	**3**	**78,606.00**

1.N. Painting: Approved best quality and color Distemper delivered from authorized local agent of the manufacturer in a sealed container, applying to wall and ceiling in 2 coats over a coat of brand specified primer or sealer elapsing specified time for drying/ recoating matt finish including cleaning and sand papering making the surface free from loose and flaky materials, dirt grease, wax, polish, scraping all chalked and scaled materials, applying the paint by brass/ roller and necessary scaffolding etc. all complete in all floors accepted by the Engineer.

Area(Sft)	Tk/Sft	Amount(BDT)
19416.00	15	291,240

1. O. Polythene: Supplying and laying of single layer polythene sheet weighing one kilogram per 6.5 square meter in floor below cement concrete, reinforced concrete slab etc. all complete charge. Direction of the Engineer in in all respects as per

Mark	Length (ft)	Width (ft)	Quantity	Area(Sft)	Tk/Sft	Amount(BDT)
F1	6	6	4	**144**		
F2	6.5	6.5	20	**845**		
F3	7.25	7.25	21	**1104**		
	130.00	60.00	1	**7800.00**		
Total				**9892.81**	**5**	**49,464**

2. P. Sand Filling: Sand filling in foundation trenches and plinth with fine local sand having min. F.M. 0.80 in 6" thick layers in/c. leveling, watering and consolidating each layer up to finished level. All complete as per specification.

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Volume (Cft)	Tk/Cft	Amount(BDT)

Floor	130	60	4	1	31200.00		
Total					**31200.00**	**18**	**561,600**

1.Q. Aluminum Window: Supplying, fitting and fixing Thai aluminum sliding door and window as per standard specification of frame (75mm section) of approved color with 5mm tinted glass including necessary accessories like lock (JAPAN) handle auto door closer, stopper, flash bolt etc. complete in all respect as per drawing and direction of the Engineer-in-charge.

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Area(Sft)	Tk/Sft	Amount(BDT)
Sliding	6.00	4.50	0.00	48	1296.00		
Total					**1296.00**	**280**	**362,880**

1. R. Window Grill: Supplying, fitting and fixing of M.S grill made of M.S solid box (12mmx12mm) including fabricating, welding in each point and painting two coats of synthetic enamel paint over a coat of priming as per drawing and design etc. all complete as per direction of the Engineer-in-charge.

Area(Sft)	Tk/Sft	Amount(BDT)
1296.00	180	233,280

1. S. Floor Tiles: Supplying, fitting and fixing Homogeneous tiles for Toilet floor, Store floor, Pantry room floor & Stair etc. work with (12"x12") size, 20mm thick cement mortar (1:3) base of colored pigment in/c cutting and laying tiles in and raking out the joints with white cement and proper way care and finishing with etc. all complete as per drawing and specification.

Length (ft)	Width (ft)	Quantity	Area(Sft)	Tk/Sft	Amount(BDT)
130.00	60.00	2	15600.00		
Total amount			**15600.00**	**120**	**1,872,000**

1.T. Wall Tiles: Supplying, fitting and Fixing best quality on Toilet wall, Pantry room wall, basin room area wall tiles with 20 mm thick cement mortar (1:3) base of colored pigment in/c cutting and laying tiles in and raking out the joints with white cement and proper way and finishing with care etc. all complete as per drawing and specification.

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Area(Sft)	Tk/Sft	Amount(BDT)
Toilet	65.62	0.50		4	131.24		
	60.00	0.50		4	120.00		
	8.00	0.42	7.00	6	336.00		
	6.00	0.42	7.00	6	252.00		
Total					**839.24**	**115**	**96,513**

1.U. Steel Door						
Mark	**Length (ft)**	**Width (ft)**	**Quantity**	**Area(Sft)**	**Tk/Sft**	**Amount(BDT)**
	10.00	12.00	2	240.00		
Total				**240.00**	**500**	**120,000.00**

1.V. Wooden Door: Supplying and making door and window frames with seasoned wood of required size in/c painting two coats of color to the surface in contact with the walls, fitted and fixed in position, mending good the damages if any. (All sizes of wood are finished).(i/c French polishing three coats over a coat of priming, cleaning, sand papering all complete)

Mark	Length (ft)	Width (ft)	Height(ft)	Quantity	Area(Sft)	Tk/Cft	Amount(BDT)
	2.5		7	6	105.00		
Total amount					**105.00**	**2400**	**252,000**
Total amount for item 2							**14,279,489**

2. Prefabricated steel works: Supply and fitting of prefabricated steel building with column, beam, joist, rafter purlin with best quality 50 grade steel plate, .7mm decking sheet and .475mm profile sheet for roof all accepted by engineer in charge

Area	Unit	Rate/Sft	Amount(BDT)
15600	sft	510.00	7,956,000
Total amount for item 3			**7,956,000**

3. Approach road and drain construction	LS	1,610,000
Total amount for item 4		**1,610,000**

4. Electrical cost	1,581,299
Total amount for item 5	**1,581,299**
TOTAL	**25,426,788**
In words: Two core fifty four lac twenty six thousand seven hundred and eighty seven only	

3. Cost of architectural design and approval of Layout Plan:

Details	Area	Cost per Sft.	Total Cost
Cost of architectural design and approval of Layout Plan	15600 Sq. ft	Tk. 10	156,000

2. Capital Machineries

Department	Name of Machinery	Model & Supplier	Country of Origin	Capacity	Unit	Currency	Offered Price	BDT
Dyeing Section	Dryer Machine	RF 105 KW & Stalam	Italy	4 MT/day	1 Set	EURO	125,000	10,625,000
	Dying Machine	TGCH-500 (50X10) &Centary Faith	Taiwan	1 MT/day	1 Set	USD	109,200	8,736,000
Warping Section	Hard winding Machine	120 Spindles & Centary Faith	Taiwan	2.5 MT/day	6 Sets	USD	216,000	17,280,000
N/A	Auxiliaries	Centary Faith	Taiwan	N/A	N/A	USD	65,180	5,214,400
Loom								
Loom Section	i.Encoder Sensor photocell, Module Gear wheel load cell, Motor with connector	Itema	Switzerland	N/A	N/A	EURO	280,455	23,838,675
	ii. Integrated Drive CPU fast "T",EcoderSP24 V001 Inverter Gripper "T", Lever Drive RH Gripper Blade, Weft Brake Blade	Ricambi Tessili Speciali	Italy			EURO	154,831	13,160,635

Generator-Conversion and Auto Injection								
Generator Section	i.Cylinder Body as-pistSBC7 V 3.2, Insert V sea Bearing bolt exhaust & accessories	Bangla Trac Ltd.	USA	N/A	544.30 kg	USD	109,948	8,795,840
	ii. Turbo Retainer Ring Seal & accessories				N/A	BDT	N/A	2,181,188
Erection cost								
	i. Piping for Chiller, Boiler, Exhaust & Hot water line	Shapla Enterprise Ltd.	N/A	N/A	N/A	BDT	N/A	19,456,813
	ii. Electrical Cable					BDT	N/A	5,000,507
Total BDT for Machinery								**114,289,058**

Sd/-	Sd/-	Sd/-
Khairul Islam Khan	**Abu Kawser Majumder**	**Anwar-ul Alam Chowdhury**
Chief Financial Officer	Managing Director	Chairman

b) **Where the sponsors' contribution or privately placed fund has been brought prior to the public issue and has already been deployed by the issuer, indication of use of such funds in the cash flow statement;**

Indication of use of privately placed fund in the statement of cash flows:

Tk. 590,000,000 (Fifty Nine Crore) has been raised through private placement prior to the public issue on dated April 06, 2014. This fund has already deployed by the issuer in the following manner:

Accounting Years	Item	Amount	Reflected in Cash Flow
2013	Civil Work	5,836,083	In the Statement of Cash flows, the figure is included in the total fixed asset addition under the head investing activities
2014		40,331,455	
2014	Long Term Loan repayment	397,192,970	In the Statement of Cash flows, the figure is included in the Long Term Loan payment under the head of Financing activities (Transaction as follows: Long term Loan Increase Tk. 238,776,169 + Interest Tk. 50,322,227 = Tk. 289,098,396 + Opening Tk. 586,776,103=Total Loan Tk. 875,874,499-Closing Balance Tk. 406,059,361 = Term Loan paid for the year Tk. 469,815,138 only including fund received from placement of Tk. 397,192,970
2014	Working Capital (Inventories)	105,375,451	In the Statement of Cash flows, the figure is included in the Short Term Loan payment under the head of Financing activities
2014	Machineries spares, erection & installation cost	41,264,041	In the Statement of Cash flows, the figure is included in the total fixed asset addition under the head investing activities
		590,000,000	

c) **If one of the objects is an investment in a joint venture, a subsidiary, an associate or any acquisition, details of the form of investment, nature of benefit expected to accrue to the issuer as a result of the investment, brief description of business and financials of such venture:**

The issuer has no objects to investment in a joint venture, a subsidiary, an associate or any acquisition.

d) **If IPO proceeds are not sufficient to complete the project, then source of additional fund must be mentioned. In this connection, copies of contract to meet the additional funds are required to be submitted to the Commission. The means and source of financing, including details of bridge loan or other financial arrangement, which may be repaid from the proceeds of the issue along with utilization of such funds:**

IPO proceeds are sufficient to complete the project.

e) **A schedule mentioning the stages of implementation and utilization of funds received through public offer in a tabular form, progress made so far, giving details of land acquisition, civil works, installation of plant and machinery, the approximate date of completion of the project and the projected date of full commercial operation etc. The schedule shall be signed by the Chief Executive Officer or Managing Director, Chief Financial Officer and Chairman on behalf of Board of Directors of the issuer:**

Sl. No.	Projects	Progress made so Far	Approximate date of Completion of the projects	Projected date of full commercial operation
1	Civil Construction	Civil Construction will be started after receiving of IPO fund	Within 18 months after receiving IPO fund	Within three month of the completion of the project
2	Machineries, Erection, Electrical Fittings, Piping and Installation	Machineries, Erection, Electrical Fittings, Piping and Installation will be started after receiving of IPO fund	Within 18 months after receiving IPO fund	
3	Working Capital	N/A	Within 30 days after receiving IPO fund	N/A

Sd/-	Sd/-	Sd/-
Khairul Islam Khan	**Abu Kawser Majumder**	**Anwar-ul Alam Chowdhury**
Chief Financial Officer	Managing Director	Chairman

f) **If there are contracts covering any of the activities of the issuer for which the proceeds of sale of securities are to be used, such as contracts for the purchase of land or contracts for the construction of buildings, the issuer shall disclose the terms of such contracts, and copies of the contracts shall be enclosed as annexure to the prospectus:**

As per rule Annexure-E (B)(21)(f) there is no contracts covering any of the activities of the issuer for which the proceeds of sale of securities are to be used.

g) **If one of the objects of the issue is utilization of the issue proceeds for working capital, basis of estimation of working capital requirement along with the relevant assumptions, reasons for raising additional working capital substantiating the same with relevant facts and figures and also the reasons for financing short with long term investments and an item wise break-up of last three years working capital and next two years projection:**

The company has working capital requirement mainly for purchase of raw materials
Basis of estimation: On the basis of its projected production, the working capital is estimated.
Relevant assumptions: Capacity will be increased as new instruments will be introduced.
Reasons for raising additional working capital: increasing working capital is required in line with the increasing production capacity.
Item wise break-up of last three years working capital and next two years projection:

Items	2013	2014	2015	2016 (Projected)	2017 (Projected)
Raw materials requirement	781,132,285	796,521,152	787,153,627	786,358,040	878,484,893

h) **Where the issuer proposes to undertake one or more activities like diversification, modernization, expansion, etc., the total project cost activity-wise or project wise, as the case may be:**

The company has planned to expand its existing projects by Machineries, Erection, Electrical Fittings, Piping and Installation & Civil Construction, which have been mentioned in Use of IPO proceeds and projects Implementation schedule.

i) **Where the issuer is implementing the project in a phased manner, the cost of each phase, including the phases, if any, which have already been implemented:**

The company has planned to implement to the existing projects by using IPO proceeds after receiving the funds, which have been mentioned in Use of IPO proceeds and projects Implementation schedule.

j) **The details of all existing or anticipated material transactions in relation to utilization of the issue proceeds or project cost with sponsors, directors, key management personnel, associates and group companies:**

There is no existing or anticipated material transaction in relation to utilization of the issue proceeds or project cost with sponsors, directors, key management personnel, associates and group companies.

k) **Summary of the project appraisal/ feasibility report by the relevant professional people with cost of the project and means of finance, weaknesses and threats, if any, as given in the appraisal/ feasibility report:**

Feasibility report of Evince Textiles Limited

Executive Summary
Evince Textiles Limited (ETL) is a 100% export oriented textile industry which is engaged in manufacturing different types of yarn dyed woven fabric through the integrated manufacturing process of dyeing, weaving and finishing. At Evince Textiles Limited (ETL), we are devoted to provide a single product '**yarn dyed woven fabrics'**.
We are running our business for manufacturing yarn dyed woven fabric in Bangladesh. We have been loved and appreciated by a dedicated and growing group of loyal customers who recognize the difference of our product. Over the years we have gain satisfaction from our customers for providing quality product.

Introduction
Evince Textiles Limited (ETL), one of the leading yarn dyed woven fabric manufacturers in Bangladesh, was incorporated as a private limited company on 3rd June, 1999 having a Vide Registration No. C-37874(2174)/99 and subsequently converted into a public limited company on 4th June 2013. The Company started its commercial operation in 2nd May 2003.

Vision
To seek to attain a position of leadership for manufacturing yarn dyed woven fabric in Bangladesh.

Mission
Committed to the pursuit of excellence through world-class products, innovative processes and empowered employees to provide the highest level of satisfaction to its customers. Our goal is to be one of the leading yarn dyed woven fabric manufacturer in south East Asia.

Nature of Business
The Company is a 100% export oriented textile industry for the purpose of yarn dyed woven fabrics manufacturing and also to deal in the said manufactured products. ETL produces a single product '**yarn dyed woven fabrics'**. Therefore, 100% revenue generated for the company is contributed by its only product yarn dyed woven fabrics.

Principal products of the Company
The company produces a single product '**yarn dyed woven fabrics'** of various specifications, compositions, color and qualities.

Technology Considerations

Power (Captive):	Evince Textiles Ltd has own power generation source by gas generator of 630 Kw capacity.
Water:	Required water is supplied by own Deep Tube Well.
Gas:	ETL needs gas for captive power plant, boiler to generate steam and sinzing operation of fabric. ETL has the permission of Titas Gas Transmission and Distribution Company Limited (TGTDCL) to meet its requirements.

Product Marketplace
ETL is a 100% export oriented textile industry. ETL sells its products through Back to Back L/Cs to the local garments manufacturers and exporters who consume the yarn dyed woven fabrics as raw materials of their goods. The garment manufacturers then export their goods to the overseas markets. Therefore, the final destination of the company's products appears to be the overseas market. Evince Textiles Limited ultimately produces yarn dyed woven fabrics for such world renowned brand name as Tesco, T&T, H&M, C&A, Celio, Jack & Jones, ESPRIT, SPRINGRIELD, Bershka, M&S, Tom Tailor, Target and Carrefour.

Marketing Strategy
On receiving the orders from its customers, Evince Textiles Limited manufactures the products and supplies them to the customers' destination as per their requirements. Since the export of the company is deemed export, it supplies the products to the local destinations.

Methodology
We have considered our historical data of our last couple of year's revenue and expenses. We have also talked with our staffs. The interviews provided us with the relevant information concerning all aspects sales and expenses. The responses to these open-ended questions have allowed us to have a greater depth of knowledge into their opinions and so we were able to address them to the best of our ability. A lot of time was spent working on the interviews; also that each had a different idea that is important to the effects of the implementation of sales growth, and enough background information was included.

Once we have compiled and analyzed all our data and research we as a group, look at all the different options of implementing the living wall and then decide on the best option of the sales, current and future market and our saleable capacity in near future.

Financial Projections
The financial projections for the addition for Evince Textiles Limited (ETL) are highlighted in the table below. These figures account for projected productions, sales and additional staffing requirements. There are many ways to present these projections.

The assumptions for these projections are as follows:

The projected financial statement has been prepared on underlying assumption			
Assumption indicator	**Assumption's Basis**	**Assumptions Years**	
		31-Dec-16	**31-Dec-17**
Capacity Increase	Capacity will be increased as new instruments will be introduced.	0%	10%
Capacity utilization	Capacity utilization will be almost same.	70-75%	70%
Sales Revenue	Sales revenue will be increased for qualitative product.	8%	7.50%
Operating expenses	Operating expenses will be increased due to increase of administrative and distribution expense. IPO expense will also lead to the higher increase of Operating expenses.	8%	10%
Fixed Asset Addition	Fixed Asset will be increased in every year for the purpose of production increase.	84,025,754	61,100,000
Paid up Capital	Paid up Capital will be increased by Tk. 170,000,000 through IPO in the year 2016.	170,000,000	-
Long term Loan Repayment	Tk. 90,000,000 will be paid in 2016 and the current portion will be paid in other years.	188,908,979	240,000,000

Statement of Comprehensive Income (Projected):

Particulars	Amount in Taka			
	2014	**2015**	**2016**	**2017**
Turnover	2,337,278,020	2,123,831,656	2,293,738,188	2,465,768,553
Less: Cost of Goods Sold	1,869,820,593	1,672,600,817	1,806,408,882	1,941,889,549
Gross Profit	**467,457,427**	**451,230,839**	**487,329,306**	**523,879,004**
Less: Administrative, Selling & Other Expenses	101,731,748	97,792,626	105,616,036	116,177,640
Operating Profit	**365,725,679**	**353,438,213**	**381,713,270**	**407,701,364**
Less: Financial Expenses	178,374,628	173,520,216	167,401,833	176,142,017
Profit Before Other Income	**187,351,051**	**179,917,997**	**214,311,437**	**231,559,348**
Add. Other Income	3,039,968	6,965,155	3,138,210	3,452,031
Net Profit before Tax	**190,391,019**	**186,883,152**	**217,449,647**	**235,011,379**
Less: Provision for Tax	24,040,830	19,308,697	31,658,410	28,124,995
Current Tax	15,893,250	16,871,416	18,221,130	19,587,714
Deferred Tax	8,147,580	2,437,280	13,437,280	8,537,280
Net Profit after Tax	**166,350,190**	**167,574,455**	**185,791,237**	**206,886,384**
Other Comprehensive Income :	-	-	-	-
Total Comprehensive Income	**166,350,190**	**167,574,455**	**185,791,237**	**206,886,384**

Means of Finanace

The aforesaid project will be established through using IPO Proceeds.

Conclusion:

The feasibility of the project has been conducted and analyzed from the viewpoint of marketing, financial, management & economic aspects and found to be worthwhile. The projected financial results and the profitability estimated based on historical data shows that the project is viable and lucrative. This projection will help the interested parties to have an idea over the Evince Textiles Limited (ETL).

Sd/-
Abdul Wadud
Waso Engineers & Consultants (BD) Ltd

Date: March 15, 2015
Dhaka.

SECTION XXIII: LOCK-IN

Ordinary shares of the issuer shall be subject to lock-in, from the date of issuance of prospectus or commercial operation, whichever comes later, in the following manner:

(1) All shares held, at the time of according consent to the public offer, by sponsors, directors and shareholders holding 5% or more shares, other than alternative investment funds, for 03(three) years;

(2) All shares allotted, before 02(two) years of according consent to the public offer, to any person, other than alternative investment funds, for 03(three) years

(3) In case any existing sponsor or director of the issuer transfers any share to any person, other than existing shareholders, within preceding 12 (twelve) months of submitting an application for raising of capital or initial public offer (IPO), all shares held by those transferee shareholders, for 03(three) years;

(4) 25% of the shares allotted to eligible investors, for 03 (three) months and other 25% of the shares allotted to them, for 06 (six) months;

(5) All shares held by alternative investment funds, for 01(one) year; and

(6) Shares allotted, within two years of according consent to the public offer, to any person other than the shares mentioned in sub-rules (1), (2), (3), (4), and (5) above, for 01(one) year.

Provided that ordinary shares converted from any other type of securities shall also be subject to lock-in as mentioned above.

(a) The following table indicates the **Lock-in** status of the shareholders of Evince Textiles Limited:

Sl.	Name of the shareholders	BO A/C number	Position	No. of Securities	%	Date of Acquisition	Lock-in Period
1	Anwar-ul Alam Chowdhury	1204030047133630	Chairman	6,240,000	6.06%	03.06.1999	3 years
2	Shabnam Shehnaz Chowdhury	1204030047133643	Vice-Chairman	6,240,000	6.06%	03.06.1999	3 years
3	Abu Kawser Majumder	1604650047133730	Managing Director	9,900,000	9.61%	26.08.2003	3 years
4	A.K. Gouhor Rabbani	1604650047133619	Director	9,900,000	9.61%	26.08.2003	3 years
5	Md. Akhter Shahid	1604650047133587	Director	6,600,000	6.41%	26.08.2003	3 years
6	Shah Rayeed Chowdhury	1204030047133678	Director	2,560,000	2.49%	26.08.2003	3 years
7	Shah Adeeb Chowdhury	1204030047133661	Director	2,560,000	2.49%	26.08.2003	3 years
8	Md. Kamrul Hasan	1201520000655921	Shareholder	60,000	0.06%	06.04.2014	1 year
9	Md. Shamim-ul Reza	1201520039159988	Shareholder	75,000	0.07%	06.04.2014	1 year
10	Mohammad Zahidul Haque	1204350051154915	Shareholder	30,000	0.03%	06.04.2014	1 year
11	A.K. Azad Akanda	1201900017223837	Shareholder	130,000	0.13%	06.04.2014	1 year
12	Md. Alkasur Rahmah	1203040040429111	Shareholder	92,000	0.09%	06.04.2014	1 year
13	Sumon Kumar Nath	1201580016588031	Shareholder	95,000	0.09%	06.04.2014	1 year
14	Md.Jamal Hossain	1203530029004660	Shareholder	93,000	0.09%	06.04.2014	1 year
15	Md. Afjal Hossain	1202020051177568	Shareholder	89,000	0.09%	06.04.2014	1 year
16	Md. Mustafizur Rahman	1201810015305518	Shareholder	200,000	0.19%	06.04.2014	1 year
17	Md. Moniruzzaman Bhuiyan	1202400004268163	Shareholder	90,000	0.09%	06.04.2014	1 year
18	H.M Tipu Sultan	1203040051666647	Shareholder	96,000	0.09%	06.04.2014	1 year
19	Tazib Uddin Khan	1203620032823874	Shareholder	250,000	0.24%	06.04.2014	1 year
20	Mostafa Kamal Ahmed	1202830052459838	Shareholder	150,000	0.15%	06.04.2014	1 year
21	Khairul Islam Khan	1202140004060657	Shareholder	100,000	0.10%	06.04.2014	1 year
22	Jenifar Alam	1203510052513067	Shareholder	100,000	0.10%	06.04.2014	1 year
23	Md. Shofiul Azam	1201960046163199	Shareholder	100,000	0.10%	06.04.2014	1 year

Sl.	Name of the shareholders	BO A/C number	Position	No. of Securities	%	Date of Acquisition	Lock-in Period
24	S. Golam Maola	1203410053415931	Shareholder	4,400,000	4.27%	06.04.2014	1 year
25	Anam Akhter	1201930053170543	Shareholder	4,800,000	4.66%	06.04.2014	1 year
26	Nahida Akhter	1203410052982598	Shareholder	700,000	0.68%	06.04.2014	1 year
27	Nasima Akhter	1203410052980620	Shareholder	700,000	0.68%	06.04.2014	1 year
28	S.M Golam Rabbani	1203410052982555	Shareholder	3,500,000	3.40%	06.04.2014	1 year
29	S. Golam Shibly Nomany	1203410052982520	Shareholder	2,000,000	1.94%	06.04.2014	1 year
30	Jobeda Rabbani	1203410052980698	Shareholder	700,000	0.68%	06.04.2014	1 year
31	Razia Moala	1203410052981641	Shareholder	400,000	0.39%	06.04.2014	1 year
32	Prianka Nomany	1203410052980671	Shareholder	2,000,000	1.94%	06.04.2014	1 year
33	Mohd. Akhter	1201910046177903	Shareholder	4,800,000	4.66%	06.04.2014	1 year
34	Shahnaz Begum	1201910047502379	Shareholder	4,800,000	4.66%	06.04.2014	1 year
35	Md. Arif Mahmud	1202700044678755	Shareholder	200,000	0.19%	06.04.2014	1 year
36	Mohammad Muzahar Hossain	1203410052980491	Shareholder	2,000,000	1.94%	06.04.2014	1 year
37	Md. Humayun Kabir	1203510016832393	Shareholder	1,000,000	0.97%	06.04.2014	1 year
38	Mustafa Habibullah Al Mamun	1202030051662119	Shareholder	1,000,000	0.97%	06.04.2014	1 year
39	Diganta Sweaters Ltd.	1205600052162310	Shareholder	5,000,000	4.85%	06.04.2014	1 year
40	Md. Mahmudur Rahman Khan	1202280016312829	Shareholder	1,000,000	0.97%	06.04.2014	1 year
41	Md. Mahmudur Rahman Khan & Md. Monirul Islam Chowdhury	1201820052690892	Shareholder	1,000,000	0.97%	06.04.2014	1 year
42	Shahed Securities Ltd,	1202300037954236	Shareholder	800,000	0.78%	06.04.2014	1 year
43	Md. Maniruzzaman	1201900038364897	Shareholder	80,000	0.08%	06.04.2014	1 year
44	Md. Golam Faruk	1202020005432436	Shareholder	50,000	0.05%	06.04.2014	1 year
45	Mohammad Nasim Haider	1604620033799821	Shareholder	1,225,000	1.19%	06.04.2014	1 year
46	Freight Care Aviation Service Ltd.	1204030053490019	Shareholder	2,500,000	2.43%	06.04.2014	1 year
47	SG Logistics (Private) Ltd.	1204030053490209	Shareholder	2,500,000	2.43%	06.04.2014	1 year
48	Master Garments Ltd.	1203280045034913	Shareholder	800,000	0.78%	06.04.2014	1 year
49	M. Shahidul Islam	1201700000451164	Shareholder	200,000	0.19%	06.04.2014	1 year
50	Shahnoor Chowdhury	1204090020405505	Shareholder	200,000	0.19%	06.04.2014	1 year
51	Md. Sifat Uddin Beg	1202210040266144	Shareholder	100,000	0.10%	06.04.2014	1 year
52	Md. Jowel Sheikh	1202300052908570	Shareholder	100,000	0.10%	06.04.2014	1 year
53	Evince Design and Fashions Ltd	1204030052953390	Shareholder	2,525,000	2.45%	06.04.2014	1 year
54	Ms. Samiha Azim	1204500053188994	Shareholder	170,000	0.17%	06.04.2014	1 year
55	Md Ali Azim Khan	1203280007599546	Shareholder	1,000,000	0.97%	06.04.2014	1 year
56	Four Brothers Fashion	1204500021596824	Shareholder	3,000,000	2.91%	06.04.2014	1 year
57	Md. Shamsul Alam	1205080019834470	Shareholder	300,000	0.29%	06.04.2014	1 year
58	Md. Kabiruddin Ahmed	1204730058970110	Shareholder	850,000	0.83%	06.04.2014	1 year
59	Md. Habibur Rahman	1203040043932469	Shareholder	750,000	0.73%	06.04.2014	1 year
60	Ayub Ali Mizi	1604630059060832	Shareholder	10,000	0.01%	06.04.2014	1 year
61	Md. Sohel Ahmed	1605550059125559	Shareholder	40,000	0.04%	06.04.2014	1 year
62	Md. Masudur Rahman	1201830046710744	Shareholder	50,000	0.05%	06.04.2014	1 year
	Total			**103,000,000**	**100.00%**		

Note: Lock-in periods starts from the date of Issuance of Prospectus.

SECTION XXIV: MARKETS FOR THE SECURITIES BEING OFFERED

The issuer shall apply to all the relevant exchanges in Bangladesh within 7 (seven) working days from the date of consent for public offer accorded by the Commission.

The Exchange shall complete the listing procedures within a maximum period of 30 (thirty) working days from the date of closure of subscription list.

"**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)** 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."

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.

SECTION XXV: DESCRIPTION OF SECURITIES OUTSTANDING OR BEING OFFERED

Particulars of allotment	Types of Securities Outstanding	Date of Allotment	Subscriber of the Securities Outstanding	Number of Securities	Issue Price
First	Ordinary Shares	03.06.1999	Subscription to the Memorandum & Articles of Association at the time of incorporation	50,000	10
Second	Ordinary Shares	26.08.2003	-	8,000,000	10
Third	Ordinary Shares	03.06.2004	-	3,000,000	10
Fourth	Ordinary Shares	26.12.2013	-	24,590,000	10
Fifth	Ordinary Shares	30.12.2013	-	8,360,000	10
Sixth	Ordinary Shares	06.04.2014	-	59,000,000	10
Total				**103,000,000**	

The Company has issued Ordinary Share to the Subscriber to the Memorandum and other than existing shareholder time to time which has been disclosed in the Section "OWNERSHIP OF THE COMPANY'S SECURITIES".

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.

SECTION XXVI: FINANCIAL STATEMENTS

AUDITORS' REPORT TO THE SHAREHOLDERSOF EVINCE TEXTILES LIMITED AND IT'S SUBSIDIARIES

We have audited the accompanying financial statements of Evince Textiles Limited, which comprise the statement of consolidated financial position as at 31st December 2014, Statement of profit and loss and other Comprehensive Income, consolidated 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 and all related consolidated financial statements of Evince Textiles Limited and its Subsidiaries.

Management's responsibility for the consolidated financial statements
Management is responsible for the preparation and fair presentation of these consolidated 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 misstatements, 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 consolidated 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 relevant ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated 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 consolidated financial statements including financial position of Evince Textiles Limited And Its Subsidiaries, prepared in accordance with Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the Company's/group's affairs as at 31st 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.

We also report that:

a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of these books;
c) the statement of financial position (balance sheet) and Statement of profit and loss and other Comprehensive Income (profit and loss account) dealt with by the report are in agreement with the books of account and returns; and
d) the expenditures incurred were for the purposes of the Company's business.

Sd/-
Dhaka **Pinaki & Company**
Dated: 04.03.2015 Chartered Accountants

EVINCE TEXTILES LIMITED

AND ITS SUBSIDIARIES

Consolidated Statement of Financial Position

As at December 31, 2014

PROPERTIES & ASSETS	Notes	Amount in Taka	
		31-12-14	31-12-13
Non Current Assets		**1,99,74,36,173**	**1,60,55,04,485**
Property, Plant and Equipment	04.00	1,97,41,45,076	1,60,55,04,485
Capital work-in-progress	05.00	2,32,91,097	-
Current Assets		**1,28,40,75,244**	**1,29,25,50,569**
Fixed Deposit		3,48,27,330	2,98,03,075
Inventories	06.00	46,35,21,241	46,39,40,341
Accounts Receivable	07.00	63,98,30,436	49,22,51,370
Advances, Deposits and Pre-payments	08.00	11,70,79,237	28,66,97,096
Cash and Cash Equivalents	09.00	2,88,17,000	1,98,58,687
Total Assets		**3,28,15,11,417**	**2,89,80,55,054**
SHAREHOLDERS' EQUITY & LIABILITIES			
Shareholders' Equity		**1,63,74,18,251**	**89,62,13,352**
Paid-up Capital	10.00	1,03,00,00,000	44,00,00,000
Share Money Deposit	11.00	-	1,40,00,000
Retained Earnings	12.00	23,14,71,599	5,52,42,547
Revaluation Surplus	13.00	37,59,46,652	38,69,70,805
Non-controlling interests	14.00	**77,71,973**	**66,26,684**
Non Current Liabilities		**31,52,36,736**	**40,15,64,940**
Long Lerm Loan	15.00	30,37,68,699	40,03,49,803
Obligation under Finance Lease	16.00	21,05,321	-
Deferred Tax Liabilities	26.02	93,62,716	12,15,137
Current Liabilities		**1,32,10,84,457**	**1,59,36,50,080**
Short Term Loan	17.00	1,02,14,75,312	1,40,72,26,272
Current Maturity of Long Term Loan	15.00	10,22,90,662	-
Accounts Payable	18.00	8,02,67,390	10,08,27,723
Liabilities for Expenses	19.00	5,40,92,335	3,49,08,007
Current Tax Liabilities	26.01.i.A	6,29,58,758	5,06,88,078
Total Shareholders' Equity and Liabilities		**3,28,15,11,417**	**2,89,80,55,054**
Net Assets Value (NAV) Per Share	20.00	**15.90**	**20.05**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Company Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Consolidated Statement of Profit and Loss and other Comprehensive Income
For the Year ended December 31, 2014

Particulars	Note	Amount in BDT	
		2014	2013
Turnover	21.00	2,33,72,78,020	1,51,76,55,259
Less: Cost of Goods Sold	22.00	1,86,98,20,593	1,12,11,89,659
Gross Profit		**46,74,57,427**	**39,64,65,601**
Less: Administrative, Selling & Other Expenses	23.00	10,17,31,748	6,43,64,678
Operating Profit		**36,57,25,679**	**33,21,00,923**
Less: Financial Expenses	24.00	17,83,74,628	21,37,04,963
Profit Before Other Income		**18,73,51,051**	**11,83,95,960**
Add. Other Income	25.00	30,39,968	14,40,000
Net Profit before Tax		**19,03,91,019**	**11,98,35,960**
Less: Provision for Tax		2,40,40,830	1,35,99,871
Current Tax	26.01	1,58,93,250	1,23,84,735
Deferred Tax	26.02	81,47,580	12,15,137
Net Profit after Tax		**16,63,50,190**	**10,62,36,089**
Other Comprehensive Income :	27.00	-	4,23,06,990
Total Comprehensive Income		**16,63,50,190**	**14,85,43,079**
Porfit attributable to:			
Equity holders of the company		16,52,04,900	14,85,43,079
Non-controling interests		11,45,290	-
		16,63,50,190	**14,85,43,079**
Basic Earnings Per Share	28.01	**1.88**	**2.98**
Diluted Earning Per Share		-	**2.41**
Adjusted Earnings Per Share		**1.88**	**-**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Company Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Consolidated Satement of Cash Flows
for the year ended December 31, 2014

Particulars	Notes	Taka	
		31 -12 -2014	31 -????-13
Cash flow from Operating Activities			
Cash received from customers	29.00	2,18,96,98,955	1,63,08,58,202
Cash Received from Evitex Polycot		7,94,29,537	-
Cash paid to suppliers , Employees & others	30.00	(1,75,64,55,122)	(1,10,55,95,995)
Financial Expenses		(17,84,16,904)	(21,37,04,963)
Income Tax payment		(37,93,544)	(68,91,509)
Other Income		30,39,968	14,40,000
Net cash provided by Operating Activities		**33,35,02,890**	**30,61,05,735**
Cash flow from Investing Activities			
Addition to Fixed Assets		(49,43,35,420)	(7,27,62,917)
Capital work-in-progress		(2,32,91,097)	70,00,000
Fixed Deposit		(50,24,255)	-
Net Cash provided by Investing Activities		**(52,26,50,772)**	**(6,57,62,917)**
Cash flow from Financing Activities			
Share Money Deposit		-	1,40,00,000
Share Issue		57,60,00,000	-
Long Term Loan-Increase/(Decrease)		(18,07,16,741)	(36,09,42,063)
Obligation under Finance Lease-Increase/(Decrease)		12,55,897	-
Short Term Loan-Increase/(Decrease)		(19,84,32,960)	11,54,42,585
Net cash provided by Financing Activities		**19,81,06,196**	**(23,14,99,478)**
Increase/(decrease) in Cash and Bank Balances		**89,58,314**	**88,43,340**
Cash and Cash Equivalents on Opening		**1,98,58,687**	**27,60,447**
Cash and Cash Equivalents on Closing		**2,88,17,000**	**1,16,03,787**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Consolidated Statement of Changes in Equity
For the Year ended December 31, 2014

Amount in Taka

Particulars	Share Capital	Retained Earnings	Share Money Deposit	Revaluation Surplus	Total
Balance as at January 01, 2014	**44,00,00,000**	**5,52,42,547**	**1,40,00,000**	**38,69,70,805**	**89,62,13,352**
Share Money Deposit		-	57,60,00,000	-	57,60,00,000
Total Comprehensive Income	-	16,52,04,900	-	-	16,52,04,900
Adjustment for Depreciation on Revaluation	-	1,10,24,152	-	(1,10,24,152)	-
Share Issued on 06.04.2014	59,00,00,000	-	(59,00,00,000)		-
Balance as at December 31, 2014	**1,03,00,00,000**	**23,14,71,599**	**-**	**37,59,46,652**	**1,63,74,18,251**

Consolidated Statement of Changes in Equity
For the Year ended December 31, 2013

Amount in Taka

Particulars	Share Capital	Retained Earnings	Share Money Deposit	Revaluation Surplus	Total
Balance as at January 01, 2013	**11,05,00,000**	**14,09,95,098**	**-**	**39,85,75,175**	**65,00,70,272**
Share Issued on 30.12.2013	8,36,00,000	-	-	-	8,36,00,000
Share Money Deposit		-	1,40,00,000	-	1,40,00,000
Total Comprehensive Income	-	14,85,43,079	-	-	14,85,43,079
Adjustment for Depreciation on Revaluation	-	1,16,04,370	-	(1,16,04,370)	-
Issue of bonus share	24,59,00,000	(24,59,00,000)			-
Balance as at December 31, 2013	**44,00,00,000**	**5,52,42,547**	**1,40,00,000**	**38,69,70,805**	**89,62,13,352**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Company Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

1.1 Legal form of the Company:

a) Evince Textiles Limited

Evince Textiles Limited was incorporated as a Private Limited Company on 3rd June 1999 under the Companies Act 1994 and the company commenced its commercial production on May 02, 2003.It was converted into Public Limited Company on June 04, 2013. Registered office of the company is at Plot No. 33, Sector-7, Mirpur, Dhaka-1216 while Factory is situated at Vill./Mouza: Shirir Chala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur. The principal activity of the company is to manufacture 100% cotton yarn dyed woven Fabrics.

The Company was established with an Authorised Capital of Tk. 100,000,000/- and Paid-up Capital of Tk. 500,000/-. The Authorised capital and Paid-up capital of the company was subsequently raised to Tk. 1,500,000,000/- and Tk. 1,030,000,000/- respectively. The Shares of the company has been denominated from Tk. 100/- to Tk. 10/- per share as at June 04, 2013.

b) Description of Subsidiaries:

Evitex Fashions Limited

Evitex Fashions Limited was incorporated as a Private Limited Company on April 11, 2004 under the Companies Act 1994 and the company commenced its commercial production on May 15, 2005. Registered office of the company is at Plot No. 33, Sector-7, Mirpur, Dhaka-1216 while Factory is situated at Vill./Mouza: Shirir Chala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur. The principal activity of the company is 100% export oriented Readymade Garments. Evince Textiles Limited is now holding 95% shares of the company.

The Company was established with an Authorised Capital of Tk. 100,000,000/- and Paid-up Capital of Tk. 200,000/-. The Paid-up capital of the company was subsequently raised to Tk. 88,000,000/- . The Shares of the company has been denominated from Tk. 100/- to Tk. 10/- per share as at April 21, 2013.

1.1.a Nature of Business:

i. Parent Company:

The main activities of the company concentrated in Manufacturing, Dyeing & Finishing of 100% cotton woven Fabric and exporting the same.

ii. Subsidiary Company:

The main activities of the company concentrated in 100% export oriented Readymade Garments.

1.2 Share Capital :

Particulars	December 31, 2014	December 31, 2013
Authorized Capital: 15,00,00,000 ordinary shares of Tk. 10 each	1,500,000,000	1,500,000,000
Issued, Subscribed and fully paid up: 10,30,00,000 ordinary shares of Tk. 10 each	1,030,000,000	440,000,000

2.0 Basis of Preparation:

2.1 Statements Compliance:

The financial statements have been prepared in accordance with the applicable Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) based on International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs).

2.2 Reporting Period:

Financial statements of the company cover from 01-01-2014 to 31-12-2014.

2.3 Date of Authorization:

The Board of Directors of Evince Textiles Limited approved this Financial Statements on 22-02-2015.

2.4 Reporting Currency and Level of Precision:

Currency of Reporting:

The figure in the financial statements represent Bangladesh Currency (Taka), which have been rounded off to the nearest Taka except where indicates otherwise.

Foreign Currency Transactions

Foreign Currency Transactions in foreign currencies are converted into equivalent taka applying the ruling rate at the date of such transactions as per BAS-21 “The Effects of Changes in Foreign Exchange Rates”.

2.5 Comparative Information:

Comparative information have been disclosed in respect of the previous year for all numerical information in the financial statements including narrative and descriptive information when it is relevant for understanding of the current year’s financial statements.

Previous year’s figure has been re-arranged whenever considered necessary to ensure comparability with the current year’s presentation as per BAS-8 “Accounting Policies, Changes in Accounting Estimates and Errors”.

Comparative information has been provided in accordance with BAS-34 Statement of Financial Position, Statement of profit and loss and other Comprehensive Income, statement of changes in equity and statement of cash flows.

3.0 Significant Accounts Polices:

3.1 Basis of Consolidation:

These consolidated financial statements comprise the consolidated financial position and consolidated results of operations of the company and its subsidiaries (Collectively referred to as "the Group") on a line by line basis together with the Group's share in the net assets of its equity-accounted investees.

BFRS 10 introduced a new control model that focuses on whether the group has power over an investee, exposure or rights to variable returns from its involvement with the investee and ability to use its power to affect those returns. An investor has power over an investee when the investor has existing rights that gives it the current ability to direct the relevant activities that significantly affect the investee's return. Power arises from rights. An investor is exposed, or has rights, to variable returns from its involvement with the investee when the investor's returns from its involvement have the potential to vary as a result of the investee's performance. An investor controls an investee if the investor not only has the power over the investee and exposure or rights to variable returns from its involvement with the investee, but also has the ability to use its power to affect the investor's return from its involvement with the investee.

Subsidiaries

Subsidiaries are enterprises controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that are presently exercisable are taken into account. The results of operations and total assets and liabilities of subsidiary companies are included in the consolidated financial statements on a line-by-line basis and the interest of minority shareholders, if any, in the results and net assets of subsidiaries is stated separately. The financial statements of subsidiaries are included in the consolidated financial statements of the Group from the date that control commences until the date that control ceases. Any gains or losses on increase/decrease in non-controlling interest in subsidiaries without a change in control, is recognized as a component of equity.

Loss of Control

Upon the loss of control, the Group derecognizes the assets and liabilities of the subsidiary, any non-controlling interest and other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognized in profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently it is accounted for as an equity-accounted investee or as an available-for-sale financial asset depending on the level of influence retained.

Transactions eliminated on consolidation
Intra-group balances and transaction, and any unrealized income and expenses arising from intra-group transaction, are eliminated in preparing the consolidated financial statements. Unrealized gain arises from transaction with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

3.2.1 Non-derivative financial Assets
The Entity initially recognizes loans and receivables on the date that they are originated. All other financial assets are recognized initially on the trade date, which is the date that the Entity becomes a party to the contractual provisions of the instrument.

The Entity derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in such transferred financial assets that is created or retained by Entity is recognized as a separate asset or liability.

The Entity classifies non-derivative financial assets into the following categories: Accounts Receivable and Cash and Cash Equivalents.

a. Accounts Receivable
Accounts Receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition Accounts receivables are measured at amortized cost using the effective interest method, less any bad debts provision and the entity has not provision for bad debts provision.

b. Cash and Cash Equivalents
Cash and Cash equivalents comprise cash in hand and cash at bank.

3.2.2 Non-derivative financial liabilities
Financial liabilities are recognised initially on the trade date at which the entity becomes a party to contractual provisions of the instrument.

The entity derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired.

Non-derivative financial liabilities comprises Bills Payable and borrowings.

a. Bills Payable

Bills payables are recognized initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, bills payables are measured at amortised cost using the effective interest method.

b. Borrowings

Interest-bearing borrowing include short term bank loan. Interest-bearing borrowings are recognised initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method.

3.3 Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction form equity, net of any tax effects. Paid-up share capital represents total amount contributed by the shareholders and bonus shares issued by the company to the ordinary shareholders. Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders' meetings. In the event of a winding up of the company, ordinary shareholders rank after all other shareholders and creditors and are fully entitled to any residual proceeds of liquidation.

3.4 Application of Bangladesh Accounting Standards (BASs):

The financial statements have been prepared in compliance with requirement of BAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following BASs are applicable for the financial statements for the period under review:

BAS – 01	Presentation of Financial Statement
BAS – 02	Inventories
BAS – 07	Statements of Cash Flows
BAS – 08	Accounting Policies, Changes in Accounting Estimates and Errors
BAS – 10	Events after the Reporting Period
BAS – 12	Income Taxes
BAS – 16	Property, Plant & Equipment
BAS – 17	Leases
BAS – 18	Revenue
BAS – 23	Borrowing Costs
BAS – 24	Related Party Disclosures
BAS – 33	Earnings per share
BAS – 36	Impairment of Assets
BAS – 37	Provision, Contingent Liabilities and Contingent Assets
BAS – 39	Financial Instruments: Recognition and Measurement
BFRS-10	Consolidated Financial Statement

3.5 Recognition of Property, Plant & Equipment and Depreciation:

Property, Plant & Equipment is stated at cost less depreciation in accordance with BAS-16 "Property, Plant and Equipment". Cost represents cost of acquisition or construction and include purchase price and other directly attributable cost of bringing the assets to working conditions for its intended use. During Financial year 2012 the Company Revalued again the Assets amounting Tk. 172,372,331 by M.M. Rahman & Co., Chartered Accountants after the Revaluation during financial year 2008 amounting Tk. 260,672,242 by G.K. Adjusters Ltd., Licensed Certified Surveyor Government of Bangladesh. No depreciation is charged on land and land development. Depreciation on all other fixed assets is computed using the reducing balance method in amount sufficient to write-off depreciable assets over their estimated useful life. Depreciation on addition is charged when the asset is ready for use. Expenditure for maintenance and repairs are expenses, major replacements, renewals and betterment are capitalized. The cost and accumulated depreciation of depreciable assets retired or otherwise disposed off are eliminated from the assets and accumulated depreciation and any gain or loss on such disposal is reflected in operations for period.

The depreciation rate in this period has been restructured as under:

Sl.	Category of Fixed Assets Rate	Rate
1.	Land and Land Development	-
2.	Building	5%
3.	Plant and Machinery	10%
4.	Fire Fighting Equipment	15%
5.	Factory Renovation	5%
6.	Furniture and Fixtures	10%
7.	Office Equipment	15%
8.	Electricity, Gas and Water Line Installation	10%
9.	Electric Sub-Station	10%
10.	Installation cost of machinery	10%
11.	False Ceiling & Cooling Ducting	15%
12.	Software Installation**	15%
13.	Vehicles	20%

** Software Installation is written off during this year as per management decision.

3.6 Impairment:

In accordance with the provision of BAS 36, the carrying amount of non-financial assets other than inventories of the company involved in the manufacturing of the products. If any such indication exists, then the asset's recoverable amount is estimated and impairment losses are recognized in the statement of comprehensive income. No such indication of impairment has been observed till the end of the year.

3.7 Revaluation of Fixed Assets:

The company revalued its fixed assets for the 1st time in the year 2008 and the 2nd time in the year 2012. Reserve is created in accordance with Bangladesh Accounting Standard (BAS) and Bangladesh Financial Reporting Standards (BFRS) and other applicable laws, rules, regulations and guidelines. Depreciation is charged on the revalued assets except Land and Land Development. Proper accounting treatments, including provisions, tax and other liabilities, have been made in the financial statements to consider the valuation.

3.8 Inventories:

Inventories comprise of Raw Materials, Work-in Process and Finished Goods. They are stated at the lower of cost or net realizable value in accordance with the Para of 21 & 25 of BAS-2 “Inventories” after making due allowance for any obsolete or slow moving item. The cost of inventories is assigned by using weighted average cost. Quantity wise Schedule of inventory as per requirement of companies act 1994 is detailed in Annexure-B.

3.9 Advance, Deposit and Prepayment:

Evince Textiles Limited has been incurred some expenses as Advance, Deposit and Pre-payment that are shown in the notes to Financial Statement in details.

3.10 Accounts Receivable:

These are carried forward at their original invoiced value amount and represents net realizable value. Management considered the entire bills receivable as good and is collectable and therefore, no amount was provided for as bad debt in the current year’s account.

3.11 Statement of Cash Flows:

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

3.12 Cash and Cash Equivalents:

According to BAS-7 ‘Statement of Cash Flows’ cash comprises of cash-in-hand and demand deposits. BAS-1 ‘Presentation of Financial Statements’ provides that cash and cash equivalents are not restricted in use. Considering the provisions of BAS-7 and BAS-1, Cash in hand and Bank Balances have been considered as cash and cash equivalents.

3.13 Long Term Liabilities:

Long Term liabilities comprises the amount borrowed from the bank and other concern for the long period of time and accounted and shown in the accounts at transaction cost as per BAS 39 “Financial Instrument: Recognition and Measurement.”

3.14 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.

3.15 Income Tax:

Current Tax:

Evince Textiles Limited:

Provision for current income tax has been made at the rate of 15% as prescribed in the finance act (এস, আর, ও নং ২০৭-আইন-আয়কর/২০০৮, তারিখ: ৩০.০৬.২০০৮ এস, আর, ও নং ২২১-আইন-আয়কর/২০১১ তারিখ: ০৪.০৭.২০১১ এবং এস, আর, ও নং ২০৭-আইন-আয়কর/২০১৩ তারিখ: ০১.০৭.২০১৩) On the accounting profit made by the company making some adjustment with the profit as per ITO 1984 in compliance with BAS-12 “Income Taxes”.

Evitex Fashions Limited:

Provision for current income tax has been made at the rate of 10% as prescribed in the finance act(এস, আর, ও নং ২০৫-আইন-আয়কর/২০০৫, তারিখ: ০৬.০৭.২০০৫, এস, আর, ও নং ২৬৫-আইন-আয়কর/২০১০ তারিখ: ০১.০৪.২০১০ এবং এস, আর, ও নং ২১৭-আইন-আয়কর/২০১২ তারিখ: ২৭.০৬.২০১২)on the accounting profit made by the company making some adjustment with the profit as per ITO 1984 in compliance with BAS-12 “Income Taxes”.

Deferred Tax:

Deferred tax liabilities are the amount of income taxes payable in future years in respect of taxable temporary differences. Deferred tax assets are the amount of income tax recoverable in future years in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or subsequently enacted at the reporting date. The impact on the account of changes in the deferred tax assets and liabilities for the year ended December 31, 2013 has been recognized in the statement of comprehensive income as per BAS-12 “Income Taxes”.

3.16 Compliance with Local Laws:

The financial statements have been prepared in compliance with requirements of the Companies Act 1994, The Securities and Exchange Rules, 1987 and other relevant local laws and rules.

3.17 Borrowing Cost:

The borrowing cost is capitalized unless active developments of related assets are interrupted or cease when the borrowing cost directly transferred to the profit and Loss account as per BAS-23 “Borrowing Cost”.

3.18 Revenue Recognition:

Revenue from the sales is measured at the fair value of the consideration received or receivable. The company recognizes revenue when risk and rewards associated with ownership has been transferred to buyer, which satisfied all the condition for the revenue recognition as provided in BAS-18 'Revenue Recognition'.

Sales revenue is recognized when transactions related to sales are completed and the sales invoices are issued in favor of the buyers.

3.19 VAT:

The Company's traded income is 100% export oriented so its income is not subject to VAT.

3.20 Components of the Financial Statements:

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

i. Consolidated Statement of Financial Position as at December 31, 2014.
ii. Consolidated Statement of profit and loss and other Comprehensive Income for the year ended December 31, 2014.
iii. Consolidated Statement of Changes in Equity for the year ended December 31, 2014.
iv. Consolidated Statement of Cash flows for the year ended December 31, 2014.
v. Accounting Policies and Explanatory Notes for the year ended December 31, 2014.

3.21 Earnings per Share:

Earning per share (EPS) is calculated in accordance with the Bangladesh Accounting Standard BAS-33 and weighted average number of share has been used as the denominator and details are shown in the Notes to the Financial Statement.

Basic earnings per share:

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

Weighted average number of ordinary shares outstanding during the year:

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of shares issued during the year multiplied by a time-weighted factor is the number of months the specific shares is outstanding as a proportion of the total number of months in the year.

3.22 Responsibility for Preparation and Presentation of Financial Statements:

The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of 'The Framework for the Preparation and Presentation of Financial Statements' issued by the International Accounting Standards Board (IASB).

3.23 Going Concern:

The financial statements are normally prepared on the assumption that an enterprise is a going concern and will continue in operation for the foreseeable future. Hence it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

3.24 Employees Benefits:

Evince Textiles Limited offers a number of benefits which include Short term employee benefits like Salaries, Wages and sick leave. On monetary benefits like Medical care, Car Facilities.

3.25 Events after the Reporting Period:

As per BAS-10 “Event after the Reporting Period” are those event favorable and unfavorable that occur between the end of the reporting year and the date when the financial statement are authorized for issue. Two types of event can be indentified:

Those are provide evidence of conditions that existed at the end of the reporting year (adjusting events after the Reporting Period); and

Those are indicative of conditions that arose after the reporting year (Non-adjusting events after the Reporting Period).

3.26 Financial Instruments:

Derivative:

According to BFRS-7 “Financial Instruments Disclosers”, the company was not a party to any derivative contract (financial instruments) at the financial statement date, such as forward exchange contract, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

Non-Derivative:

Non-derivative financial instruments comprise of accounts and other receivable, borrowings and other payables and are shown at transaction cost as per BAS 39 “Financial Instruments Recognition and Measurement”.

EVINCE TEXTILES LIMITED

AND ITS SUBSIDIARIES

Notes to the Consolidated Financial Statement
as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
04.00	**Property, Plant and Equipment:**		**1,974,145,076**	**1,605,504,485**
	Land and Land Development		286,587,042	286,587,042
	Building		533,114,647	458,688,734
	Plant & Machinery		1,010,245,815	762,360,873
	Fire Fighting Equipment		457,043	466,839
	BMRE		5,678,072	-
	Furniture and Fixtures		4,753,572	4,905,069
	Office Equipment		5,086,315	5,557,993
	Electricity, Gas & Water Installation		5,571,979	6,191,088
	Electrical Equipment		2,006,187	1,779,043
	Electric Sub-Station		9,356,161	10,395,734
	Installation cost of machinery		3,312,321	3,680,357
	False Ceiling & Cooling Ducting		93,175,821	51,814,067
	Sorware Installation		-	17,405
	Vehicles		14,800,101	13,060,243
04.01	**Movement of Consolidated PPE**			
	Opening Balance		**1,605,504,486**	**1,651,820,898**
	Add: Addition during the year		494,335,420	73,018,357
	Closing Balance		**2,099,839,906**	**1,724,839,255**
	Less: Depreciation charged during the year		125,694,830	119,334,769
	Written Down Value (WDV)		**1,974,145,076**	**1,605,504,486**
	For Details please refer to Annexure-'A' (PPE Schedule)			
05.00	**Capital work-in-progress**			
	Civil Construction		23,291,097	
			23,291,097	
	Civil construction started on October 15, 2014 at Factory premises, Shirirchala, Vabanipur, Joydebpur, Gazipu			
06.00	**Inventories**		**463,521,241**	**463,940,341**
	Raw Materials	06.01	221,171,144	223,532,166
	Work in Process	06.02	130,238,395	130,237,639
	Finished Goods	06.03	112,111,702	110,170,536
06.01	**Raw Materials**		**221,171,144**	**223,532,166**
	Yarn	Annex-B	158,298,321	173,967,977
	Sizing Chemical	Annex-B	5,815,876	8,213,266
	ETP Chemical	Annex-B	2,014,870	3,610,509
	Dyes Chemical	Annex-B	2,581,480	13,907,170
	Fabrices	Annex-B	39,870,054	18,178,271
	Accessories	Annex-B	12,590,543	5,654,973
06.02	**Work in Process**		**130,238,395**	**130,237,639**
	Warping	Annex-B	28,267,744	28,048,789
	Sizing	Annex-B	32,122,436	31,873,624
	Dyeing	Annex-B	38,546,924	38,248,348
	Weaving	Annex-B	29,552,641	29,323,734
	Evitex Fashions Ltd.	Annex-B	1,748,650	2,743,144

EVINCE TEXTILES LIMITED

AND ITS SUBSIDIARIES

Notes to the Consolidated Financial Statement
as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
06.03	**Finished Goods**		**112,111,702**	**110,170,536**
	100% Cotton Fabrics	Annex-B	109,085,892	105,076,125
	Finished Shirts	Annex-B	3,025,810	5,094,411
	Details movement of inventories is shown in the Annexure-B			
07.00	**Accounts Receivable**			
	Consolidated Export Bills Receivable	07.01	633,418,917	482,240,503
	Incentive Receivable	07.02	6,411,518	10,010,867
			639,830,436	**492,251,370**
07.01	**Export Bills Receivable :**		**633,418,917**	**482,240,503**
	Export Bills Receivable of ETL		553,215,095	445,922,144
	Export Bills Receivable of EFL		80,203,822	36,318,359
07.02	**Incentive Receivable :**			
	USD 84,362.08 @Tk. 76		**6,411,518**	**10,010,867**
07.03	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Matuarity Less than 6 months		633,418,917	482,240,503
	Matuarity more than 6 months		6,411,518	10,010,867
			639,830,436	**492,251,370**
	Debts considered Goods and Secured		633,418,917	482,240,503
	Debts considered Goods without security		-	-
	Debts considered doubtful and bad		-	-
	Debts due by directors or other officers & staffs		-	-
	Debts due from companies under same management		-	-
	Maximum debt due any directors or officers & staffs at any time		-	-

EVINCE TEXTILES LIMITED

AND ITS SUBSIDIARIES

Notes to the Consolidated Financial Statement

as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	2013
08.00	**Advance, Deposits and Pre-payments**		**117,079,237**	**286,697,096**
	Security Deposit - Gas Connection		8,956,785	8,956,785
	TDS on export sale		39,295,703	36,857,046
	Advance to Evitex Polycot		-	79,429,537
	L/C Margin		1,523,311	12,618,476
	Reserve for BTB LC payment		64,770,438	146,109,085
	Reserve Margin		2,503,000	2,691,000
	Advance against Salary		30,000	35,167
08.01	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Advance exceeding 6 months		8,956,785	88,386,322
	Advance not exceeding 6 months		108,122,452	198,310,774
	Advance, deposit & prepayments considered goods with secured		117,079,237	286,697,096
	Advance, deposit & prepayments considered goods without security		-	-
	Advance, deposit & prepayments considered doubtful & bad		-	-
	Advance, deposit & prepayments due by directors or other officers and st		-	-
	Advance, deposit & prepayments due from companies under same mana		-	-
	Maximum Advance due by directors or officers & staffs at any time		-	-
09.00	**Cash and Cash Equivalent**		**28,817,000**	**19,858,687**
	Cash in Hand	09.01	3,217,429	2,805,054
	Cash at Banks	09.02	25,599,571	17,053,633
09.01	**Cash in Hand :**		**3,217,429**	**2,805,054**
	At Head office		886,514	495,748
	At Factory office		2,330,915	2,309,306
09.02	**Cash at Banks :**		**25,599,571**	**17,053,633**
	Prime Bank IBB#3105		16,297,000	8,163,917
	Prime Bank STD#43193		17,600	35,979
	Prime Bank FCAD#0473		20,691	16,083
	Prime Bank CD#8484		3,448,430	93,200
	Prime Bank FC Held # 2536		3,762,179	-
	Standard Chartered Bank CD A/C		34,575	95,501
	EXIM Bank Parking A/C		-	2,150.14
	The City Bank Limited #52001		737	1,496
	Dhaka Bank CD A/C		59,808	390,452
	Prime Bank CD A/C (EFL)		17,463	3,147,405
	Prime Bank STD A/C (EFL)		281	1,636,846
	Prime Bank ERQ A/C (EFL)		1,859,714	3,410,802
	StanChart Bank (EFL)		-	59,802
	Brac Bank		81,093	-
10.00	**Share Capital**			
	Authorized Capital			
	150,000,000 Ordinary Shares of Tk 10/- each		**1,500,000,000**	**1,500,000,000**
	Issued subscribed and fully paid up capital			
	103,000,000 Ordinary shares of Tk. 10/- each		**1,030,000,000**	**440,000,000**

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Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
10.01	**Breakup of paid up capital:**		**1,030,000,000**	**440,000,000**
	Opening balance		440,000,000	110,500,000
	Add: Share Issued on 26.12.2013		-	245,900,000
	Add: Share Issued on 30.12.2013		-	83,600,000
	Add: Share Issued on 06.04.2014		590,000,000	

10.02 Share holdings Position

Particulars of Shareholders and their share holding position is as under:

Name of Share holders	Number of Shares 2014	Number of Shares 2013	%	Amount in BDT 2014	Amount in BDT 2013
Anwar-ul Alam Chowdhury	6,500,000	7,018,000	6.31%	65,000,000	70,180,000
Shabnam Shehnaz Chowdhury	6,500,000	7,018,000	6.31%	65,000,000	70,180,000
Abu Kawser Majumder	9,900,000	9,900,000	9.61%	99,000,000	99,000,000
A.K. Gouhor Rabbani	9,900,000	9,900,000	9.61%	99,000,000	99,000,000
Md. Akhter Shahid	6,600,000	6,600,000	6.41%	66,000,000	66,000,000
Shah Rayeed Chowdhury	2,300,000	1,782,000	2.23%	23,000,000	17,820,000
Shah Adeeb Chowdhry	2,300,000	1,782,000	2.23%	23,000,000	17,820,000
Other Shareholder	59,000,000	-	57.28%	590,000,000	-
Total	**103,000,000**	**44,000,000**	**100.00%**	**1,030,000,000**	**440,000,000**
Face Value Per share	Tk. 10/-	Tk. 10/-			

10.03 Classification of shares by holding:

Slabs by number of shares	No. of Shareholders 2014	No. of Shareholders 2013	No. of shares 2014	No. of shares 2013
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	2		80,000	-
From 50,001 to 100,000	14		1,270,000	-
From 100,001 to 1,000,000	19		10,600,000	-
Above 1,000,000	21	7	91,050,000	44,000,000
Total	**56**	**7**	**103,000,000**	**44,000,000**

		2014	2013
11.00	**Share Money Deposit**	-	**14,000,000**
	Opening Balance	**14,000,000**	-
	Add. Deposited during the year	576,000,000	14,000,000
		590,000,000	**14,000,000**
	Less. Share Issued on 06.04.2014	590,000,000	-

11.01 Detail of Share money deposit :

	Name of Depositors	2014	2013
i.	Md. Kamrul Hasan	-	600,000
ii.	Md. Shamim - ul Reza	-	750,000
iii.	Mohammad Zahidul Haque	-	300,000
iv.	A. k. Azad Akand	-	1,300,000

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
	v. Md. Alkasur Rahman		-	920,000
	vi. Sumon Kumar Nath		-	950,000
	vii. Md. Jamal Hossain		-	930,000
	viii. Md. Afjal Hossain		-	890,000
	ix. Md. Mustafizur Rahman		-	2,000,000
	x. Md. Moniruzzaman Bhuiyan		-	900,000
	xi. H.M Tipu Sultan		-	960,000
	xii. Tazib Uddin Khan		-	2,500,000
	xiii. Md. Mostafa Kamal		-	1,000,000
			-	**14,000,000**
12.00	**Retained Earnings**			
	Opening Balance		55,242,547	140,995,097
	Add: Current Year Profit after Tax		165,204,900	148,543,079
	Add: Adjustment for Depreciation on revaluation		11,024,152	11,604,370
			231,471,599	**301,142,546**
	Less: Dividend paid (Bonus share issued)		-	(245,900,000)
	Closing Balance		**231,471,599**	**55,242,547**
13.00	**Revaluation Surplus**			
	Opening Balance		386,970,805	398,575,175
	Less : Depreciation on revalued assets		(11,024,152)	(11,604,370)
	Closing Balance		**375,946,652**	**386,970,805**
14.00	**Non-controling Interest**			
	Opening Balance		6,626,684	-
	Paid-up Capital		-	4,400,000
	Retained Earnings		-	2,226,684
	Proportionate profit		1,145,289	-
			7,771,973	**6,626,684**

15.00 Long Term Loan :

This represents amount provided and related by the International Leasing, Prime bank Ltd.,Motijheel Br., Pubali Bank Ltd., Principal branch and LankaBangla Finance Ltd. The breakup of the loans is given below:

Sl.No.	Particulars	Notes / Annex.	2014	2013
	Opening Balance excluding Lease loan		586,776,103	761,291,866
	Add: Loan Received During the Year		238,776,169	-
	Add: Interest Charged During the Year		50,322,227	88,711,811
			875,874,499	**850,003,677**
	Less - Paid during the year :		469,815,138	262,335,874
	Principal		419,492,911	173,624,063
	Interest		50,322,227	88,711,811
	Balance before current maturity		**406,059,361**	**587,667,803**
	Less : Current Maturity		102,290,662	187,318,000
	Balance after current maturity		**303,768,699**	**400,349,803**
15.01	**Long term loan :**			
	Term Loan	15.01.A	406,059,362	586,776,103
	Auto Loan	15.01.B	-	891,700
			406,059,362	**587,667,803**

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Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
15.01.A	**Term Loan:**			
	i) Exim Bank Limited		-	-
	House Building Loan -102		-	9,046,137
	House Building Loan -105		-	24,512,739
	Machinery Loan -101		-	43,945,348
	Machinery Loan -103		-	59,510,134
	ii) Prime Bank Limited		-	-
	Hire Purchase(Chiller-33)		954,179	2,606,418
	Hire Purchase(ETL-60)		1,164,309	2,246,555
	Hire Purchase(Vehicle-32)		280,300	675,592
	Term Loan-15		50,247,475	70,431,971
	Term Loan-48		14,914,852	22,489,244
	Hire Purchase(Singeing Mac 55)		1,877,029	4,404,522
	Hire Purchase(Brushing-0001)		2,215,083	4,062,955
	Hire Purchase(Gen-38)		11,013,184	15,816,832
	Loan Gen(ETP - 41)		1,520,575	3,950,120
	Term Loan-17		56,065,517	
	iii) Pubali Bank Limited		-	-
	Term Loan - 9130		32,837,126	-
	Term Loan - 9434		55,393,640	-
	Term Loan - 9596		18,689,690	-
	Term Loan (650)		90,290,150	202,252,112
	Term Loan(108380)			94,532,967
	iv) The City Bank Limited		-	-
	Term Loan			26,292,456
	v) LankaBangla Finance Ltd.		-	-
	Term Loan		68,596,253	
			406,059,362	**586,776,103**
15.01.B	**Auto Loan:**			
	International Leasing & Financial Services Ltd.			891,700
			-	**891,700**
16.00	**Obligation under Finance Lease**			
	International Leasing & Financial Services Ltd.		768,045	
	Nitol Motors Ltd.		1,337,276	
			2,105,321	
17.00	**Short Term Loan:**			
	i) Exim Bank Limited			
	Exim Bank Ltd.-Deferred Loan		-	9,476,775
	Exim Bank Ltd.-LDBP Loan		10,845,180	35,284,763
	Exim Bank Ltd.-MTR Loan		40,770,866	27,318,611
	Exim Bank Ltd.-SOD(BIAM) Loan		12,231,014	43,032,431
	ii) Prime Bank Limited			
	Prime Bank Ltd.-(SOD General-85)		22,342,660	29,714,688
	Prime Bank Ltd.-(SOD General-76)		-	46,640,545
	Prime Bank Ltd.-Deferred Loan		20,656,669	189,455,946
	Prime Bank Ltd.-IDBP Loan		101,996,239	229,999,746
	Prime Bank Ltd.-LTR Loan		66,638,494	131,091,888
	Prime Bank Ltd. SOD EDF Loan		260,965,536	
	Prime Bank Ltd-Back to Back Loan		2,559,079	29,887,878

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	2013
	Prime Bank- SOD Bonus - 1328200012		-	2,759,563
	Prime Bank- SOD Bonus - 1332900029		-	40,620,000
	Prime Bank- SOD Bonus - 1426800001		6,712,609	-
	SOD A/C (Prime Bank) FD-EFL		13,985,477	15,816,104
	Packing Credit-EFL		24,323,300	25,020,683
	SOD A/C (Prime Bank)-EFL		-	4,427,929
	SOD A/C (Prime Bank)-EFL		-	8,300,213
	SOD-General-EFL		8,349,987	
	FDBP-EFL		-	7,476,561
	iii) Pubali Bank Limited		-	-
	Pubali Bank Ltd.-Deferred Loan		150,001,000	63,966,000
	Pubali Bank Ltd.-IBP Loan		84,118,510	57,054,000
	Pubali Bank Ltd.-LATR Loan		122,466,768	79,976,809
	Pubali Bank Ltd.-OD Loan		72,511,924	72,587,139
	iv) LankaBangla Finance Limited			
	Expenstion Project Loan		-	70,000,000
			1,021,475,312	**1,219,908,272**
	Add. Current Maturity of Long term loan	15.00	-	187,318,000
			1,021,475,311.8	**1,407,226,272**
18.00	**Accounts Payable :**		**80,267,390**	**100,827,723**
	Automation Engineering		-	220,700
	Bangla Trac Ltd.		332,057	100,000
	BGIC Ltd.		-	2,729,678
	BT International		-	82,250
	Bureau Veritas		645,226	209,469
	Chemi World		1,248	2,071,920
	Corona Trade & Transport		1,472,564	
	EFA Enterprise		4,000	216,322
	Falcate paper Tube Co		326,975	
	Gazi Intech		-	43,490
	Globe Multitarde		2,023,851	4,160,329
	Hasib Traders		3,041,250	3,503,000
	Jakson International Ltd.		-	134,500
	Khan Tyre		-	9,330
	National Enterprise		-	231,940
	Newtech Chemical Co.		709,660	441,875

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	2013
	Prime Bank- SOD Bonus - 1328200012		-	2,759,563
	Prime Bank- SOD Bonus - 1332900029		-	40,620,000
	Prime Bank- SOD Bonus - 1426800001		6,712,609	-
	SOD A/C (Prime Bank) FD-EFL		13,985,477	15,816,104
	Packing Credit-EFL		24,323,300	25,020,683
	SOD A/C (Prime Bank)-EFL		-	4,427,929
	SOD A/C (Prime Bank)-EFL		-	8,300,213
	SOD-General-EFL		8,349,987	
	FDBP-EFL		-	7,476,561
	iii) Pubali Bank Limited		-	-
	Pubali Bank Ltd.-Deferred Loan		150,001,000	63,966,000
	Pubali Bank Ltd.-IBP Loan		84,118,510	57,054,000
	Pubali Bank Ltd.-LATR Loan		122,466,768	79,976,809
	Pubali Bank Ltd.-OD Loan		72,511,924	72,587,139
	iv) LankaBangla Finance Limited			
	Expenstion Project Loan		-	70,000,000
			1,021,475,312	**1,219,908,272**
	Add. Current Maturity of Long term loan	15.00	-	187,318,000
			1,021,475,312	**1,407,226,272**
18.00	**Accounts Payable :**		**80,267,390**	**100,827,723**
	Automation Engineering		-	220,700
	Bangla Trac Ltd.		332,057	100,000
	BGIC Ltd.		-	2,729,678
	BT International		-	82,250
	Bureau Veritas		645,226	209,469
	Chemi World		1,248	2,071,920
	Corona Trade & Transport		1,472,564	
	EFA Enterprise		4,000	216,322
	Falcate paper Tube Co		326,975	
	Gazi Intech		-	43,490
	Globe Multitarde		2,023,851	4,160,329
	Hasib Traders		3,041,250	3,503,000
	Jakson International Ltd.		-	134,500
	Khan Tyre		-	9,330
	National Enterprise		-	231,940
	Newtech Chemical Co.		709,660	441,875

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Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
	Scarelet Services		-	275,000
	Sharif Printers		-	13,645
	TMA Corporation		1,396,000	1,307,250
	Colour Confidence		1,691,522	-
	NK Trading		292,285	-
	Unique Auxiliaries Ltd.		2,085,550	-
	RJM Corporation		956,975	-
	Wattson Engineering		-	402,320
	Accounts Payable - Evitex Fashions Ltd.		65,288,228	84,674,705
19.00	**Liabilities for Expenses :**		**54,092,335**	**34,908,007**
	Provision for Gas Bill		11,316,206	10,117,123
	Provision for Salary and Wages		23,168,078	20,113,129
	Parovision for Telephone & Mobile Bill		109,000	98,588
	Provision for Audit fees & VAT		189,750	161,000
	Provision for Directors Remuneration		17,700,000	2,100,000
	AIT Payable		1,605,249	2,308,175
	Electricity Bill		4,052	9,992
20.00	**Net Assets Value (NAV) Per Share**		**15.90**	**20.05**
	Shareholders' Equity		1,637,418,251	882,213,352
	Number of Shares Outstanding	20.A	103,000,000	44,000,000
20.A	**Number of Shares outstanding:**		**103,000,000**	**44,000,000**
	Opening Balance		44,000,000	11,050,000
	Add: Share Issued on 26.12.2013		-	24,590,000
	Add: Share Issued on 30.12.2013		-	8,360,000
	Add: Share Issued on 06.04.2014		59,000,000	-
	Face Value per Share		Tk. 10/-	Tk. 10/-

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Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
21.00	**Turnover**		**2,337,278,020**	**1,517,655,259**
	Export-ETL		1,549,412,817	1,517,655,259
	Export-EFL		769,144,152	-
	Foreign Exchange Gain/(Loss)		18,721,051	-
21.01	**Sales Quantity**			
	Export-ETL	Yds	10,668,949	
	Export-EFL	Pcs	1,933,628	
22.00	**Cost of Goods Sold**		**1,869,820,593**	**1,121,189,659**
	Raw material consumed	22.01	1,397,870,393	781,132,285
	Factory Overhead	22.02	473,892,122	349,475,419
			1,871,762,515	**1,130,607,704**
	Add. Opening Work-in-Process	Annex B	130,237,639	119,723,273
			2,002,000,154	**1,250,330,977**
	Less. Closing Work-in-Process	Annex B	130,238,395	127,494,495
	Cost of Production		**1,871,761,759**	**1,122,836,482**
	Add. Opening Stock of Finished Goods	Annex B	110,170,536	103,429,302
			1,981,932,295	**1,226,265,784**
	Less. Closing Stock of Finished Goods	Annex B	112,111,702	105,076,125
22.01	**Raw Material Consumed**		**1,397,870,393**	**781,132,285**
	Opening Stock of Raw Materials	Annex B	**223,532,166**	**216,327,916**
	Add. Purchase of Raw Materials	Annex B	1,395,509,371	764,503,291
			1,619,041,537	**980,831,207**
	Less: Closing Stock of Raw Materials	Annex B	221,171,144	199,698,922
22.01.1	**Opening Stock of Raw Materials**		**223,532,166**	**216,327,916**
	Yarn	Annex B	173,967,977	182,080,032
	Sizing Chemical	Annex B	8,213,266	4,990,099
	ETP Chemical	Annex B	3,610,509	409,222
	Dyes Chemical	Annex B	13,907,170	28,848,563
	Fabrics	Annex B	18,178,271	-
	Accessories	Annex B	5,654,973	-
22.01.2	**Purchase of Raw Materials and Consumables**		**1,395,509,371**	**764,503,291**
	Yarn	Annex B	688,587,215	665,701,607
	Sizing Chemical	Annex B	7,946,717	13,004,844
	ETP Chemical	Annex B	4,840,889	3,413,015
	Dyes Chemical	Annex B	64,157,956	82,383,825
	Fabrics	Annex B	479,161,251	-
	Accessories	Annex B	150,815,342	-
22.01.3	**Closing Stock of Raw Materials**		**221,171,144**	**199,698,922**
	Yarn	Annex B	158,298,321	173,967,977
	Sizing Chemical	Annex B	5,815,876	8,213,266
	ETP Chemical	Annex B	2,014,870	3,610,509
	Dyes Chemical	Annex B	2,581,480	13,907,170
	Fabrics	Annex B	39,870,054	-
	Accessories	Annex B	12,590,543	-

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Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
22.02	**Factory Overhead**		**473,892,122**	**349,475,419**
	Factory Wages & Salary		262,055,539	163,103,519
	Factory Staff Salary & Allowance		10,145,477	-
	Workers & Employee Welfare		599,869	-
	Packing Materials		2,445,950	2,351,950
	Gas Bill		59,394,410	56,727,459
	Repair & Maintenance with VAT		178,409	2,927,581
	Spare Parts (Imported)		2,997,161	
	Carriage inward with VAT		763,462	3,056,080
	C & F expenses		2,158,040	2,080,609
	Insurance Premium		2,465,509	2,607,825
	Medical expenses		191,760	36,217
	Labour charge		956,589	926,572
	Staff Fooding Expenses		780,389	776,387
	Travelling & Conveyance		665,890	-
	Electrical Maintenance-Electric Equipment		62,667	-
	Spare Parts for Electric Equipment		365,980	-
	Loanding & Unloading Charges		298,754	-
	Power/Fuel/Electricity		81,672	-
	Factory Maintenance-Workshop Bill		78,578	-
	Spare parts for Factory Maintenance		265,876	-
	Air Freight Charges		1,901,003	-
	Workers Allowance		660,200	-
	Depreciation		124,378,938	114,881,220
23.00	**Administrative, Selling & Other Expenses**		**101,731,748**	**64,364,678**
	Salary and Allowances		29,679,474	21,272,284
	Directors' Remuneration		25,200,000	12,300,000
	Telephone & Mobile Bill		1,042,736	1,278,612
	Stationery & Photocopy		791,762	720,783
	Travelling & Conveyance		1,077,172	1,044,462
	Entertainment		889,097	509,278
	Fuel for vehicles		1,031,544	1,045,074
	Vehicle Spareparts		692,769	-
	Vehicle Maintenance with VAT		102,372	1,022,918
	Newspapers and Periodicals		10,589	8,183
	Postage and Courier		135,939	40,580
	Internet Bill with VAT		381,932	545,162
	License Renewal Fees		1,146,283	696,585
	Selling Expenses		15,494,128	15,168,083
	Audit fees & VAT		189,750	115,000
	Bank Charges		13,559,515	7,810,618
	Repairs & Maintenance - Workshop Bill		18,889	-
	Courier Charges		1,257,268	-
	Insurance Premium		1,802,580	-
	Travelling Expenses		3,627,585	-
	C&F Expenses		1,739,701	
	Sample Expenses		422,189	
	Testing Expenses		122,581	
	Depreciation		1,315,893	787,056

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Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
24.00	**Financial Expenses :**		**178,374,628**	**213,704,963**
	Interest from long term browings		50,322,227	88,711,811
	Interest from finance lease		231,662	
	Interest from short term browings		127,820,739	124,993,152
25.00	**Other Income**			
	Interest Income from FDR		3,039,968	1,440,000
26.00	**Provision for Tax**			
26.01	**Current Tax:**			
26.01.A	**Current Tax-ETL**			
	i. Net Profit Before Other Income & Tax		162,328,860	117,997,655
	Add. Depreciation as per Accounting Base		122,382,633	116,066,581
	Less. Depreciation as per Tax base		(184,800,740)	(123,769,186)
	Taxable Income for calculation of Tax		99,910,753	110,295,050
	Tax Rate @		15%	15%
	Current Tax on core business		14,986,613	16,544,258
	Adjust: Over Provision in IY 2011		(4,787,918)	
	Adjust: Under Provision in IY 2012		1,438,185	(4,699,523)
	Current Tax on core business after adjustment		**11,636,880**	**11,844,735**
	ii. Other Income		1,440,000	1,440,000
	Tax Rate @		37.5%	37.5%
	Current Tax on Other Income		**540,000**	**540,000**
	A. Current tax provision for the year		**12,176,880**	**12,384,735**
26.01.B	**Current Tax-EFL**			
	i. Net Profit Before Other Income & Tax of Susidiary		23,582,191	
	Tax Rate @		10%	
	Tax on Business Income		2,358,219	
	Adjust: Under provision in IY 2010		218,163	
			2,576,382	
	ii. Tax on Interest Income from FDR		1,139,988	
	B. Current tax provision for the year		**3,716,370**	
	Total Current tax provision for the year (A+B)		**15,893,250**	
26.01.i	**Net Current Tax Liability**		**62,958,758**	**40,019,746**
	Opening Balance for Current Tax		50,688,077	34,526,521
	Add: Provision for the year		15,893,250	12,384,735
			66,581,327	**46,911,256**
	Less. Arrer Tax paid for the year 2011		3,622,569	5,514,530
	- For the year 2008		-	1,376,979
26.01.i.A	**Net Current Tax Liability**		**62,958,758**	**50,688,078**
	Net Current Liability of Evince Textiles Limited		62,958,758	40,019,746
	Net Current Liability of Evitex Fashions Limited		-	10,668,332

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Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
26.02	**Deferred Tax**			
	Deferred income tax is provided for all temporary timing differednces arising between the tax base of assets and liabilities and their carrying amounts in the financial statementsin accordance with the provisions of BAS-12. Tax rate prevailing at the balance sheet date is used to determine deferred income tax.			
	Tax depreciation		184,800,740	123,769,186
	Accounting depreciation		122,382,633	115,668,276
	Taxable Temporary Difference		62,418,107	8,100,910
	Tax Rate		15%	15%
	Deferred Tax Liability		**9,362,716**	**1,215,137**
	Deferred Tax (Income)/Expenses			
	(DTA)/DTL-Balance at Closing		9,362,716	1,215,137
	(DTA)/DTL-Balance at Opening		1,215,137	-
	Deferred Tax Expenses		**8,147,580**	**1,215,137**
27.00	**Other comprehensive Income:**			
	Gain on acquisition/Bargain purchase:			
	Total Assets of Evitex Fashions Limited		-	295,903,850
	Total Current Liabilities of Evitex Fashions Limited		-	(163,370,176)
	Net Assets of Evitex Fashions Limited		**-**	**132,533,674**
	Less: Consideration Transferred by of Evince Textiles Limited		-	(83,600,000)
			-	**48,933,674**
	Less: Non-controling Interest	14.00	-	(6,626,684)
			-	**42,306,990**
28.00	**Earnings Per Share (EPS)**			
28.01	**Basic Earnings Per Share**		**1.88**	**2.98**
	Net Profit from Core Business		165,204,900	106,236,089
	Weighted Average number of Shares	27.01.A	87,643,836	35,685,808
28.01.A	**Weighted Average Number of Shares**		**87,643,836**	**35,685,808**
	Opening Balance		44,000,000	11,050,000
	Add: Share Issued on 26.12.2013 (Bonus Share)		-	24,590,000
	Add: Share Issued on 30.12.2013 (Weighted 8,360,000x2/365)		-	45,808
	Add: Share Issued on 06.04.2014 (Weighted 59,000,000x270/365)		43,643,836	-
	Face Value of Share		Tk. 10/-	Tk. 10/-
	Total Existing Number of Shares for Diluted EPS			**44,000,000**
	In the absence of dilution of any kind weighted average number of shares shown for adjusted EPS.			
	Weighted Average Number of Shares for Adjusted EPS		**87,643,836**	**-**

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES
Notes to the Consolidated Financial Statement
for the year ended December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2014	Amount in BDT 2013
29.00	**Cash Received from Customers**			
	Turnover (Export)		2,337,278,020	1,517,655,259
	Add. Opening Balance of Accounts Receivable		492,251,370	569,135,955
	Cash available for collection		**2,829,529,390**	**2,086,791,214**
	Less. Closing Balance of Accounts Receivable		639,830,435	455,933,012
			2,189,698,955	**1,630,858,202**
30.00	**Cash paid to suppliers , Employees & others**			
	Purchase		(1,395,509,371)	(764,503,291)
	Accounts Payable		(20,560,338)	5,904,550
	Rent Received in Advance		-	(49,784,000)
	Liability for Expenses		19,184,329	9,804,771
	Factory Expenses		(473,892,122)	(349,475,419)
	Administrative Expenses		(99,447,278)	(64,364,678)
	Selling & Distribution Expenses		(2,284,471)	
	Add. Depreciation		125,694,831	115,668,276
	Advance Deposit and Prepayment		90,359,297	(8,846,206)
			(1,756,455,122)	**(1,105,595,995)**

31.00 Related party Desclosure

The Details of related party transactions during the year alongwith the ralationship is illustrated below in accordance of BAS 24:

Name of the Party	Relationship	Nature of Transaction	Transacted Amount Jan-Dec 2014	Transacted Amount Jan-Dec 2013
Mr. Anwar-ul Alam Chowdhury	Chairman	Remuneration	6,000,000	4,800,000
Mrs. Shabnam Shehnaz Chowd	Vice Chairman	Remuneration	3,600,000	3,600,000
Mr. Abu Kawser Majumder	Managing Director	Remuneration	4,800,000	1,200,000
Mr. A.K. Gouhor Rabbani	Director-Merchandiser	Remuneration	4,800,000	1,200,000
Mr. Md. Akhter Shahid	Director-Marketing	Remuneration	3,600,000	900,000
Mr. Shah Rayeed Chowdhury	Director-Production	Remuneration	1,200,000	300,000
Mr. Shah Adeeb Chowdhury	Director-Support Service	Remuneration	1,200,000	300,000
Evince Design and Fashions Lt		Selling Expenses	15,494,128	-
Total			**40,694,128**	**12,300,000**

32.00 Disclosure of Managerial Remuneration

32.01 The total amount of remuneratin paid to the top five salaried officers of the company in the accounting year is as

Name	Designation	Jan-Dec 2014	Jan-Dec 2013
Mr. Anwar-ul Alam Chowdhury	Chairman	6,000,000	4,800,000
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	3,600,000	3,600,000
Mr. Abu Kawser Majumder	Managing Director	4,800,000	1,200,000
Mr. A.K. Gouhor Rabbani	Director-Merchandiser	4,800,000	1,200,000
Mr. Md. Akhter Shahid	Director-Marketing	3,600,000	900,000
	Total	**22,800,000**	**11,700,000**

32.02 Aggregated amount of remuneration paid to all Directors and Officers during the accounting year is as follows

Sl. No.	Particulars	Nature of Payment	2014	2013
1	Directors	Board Meeting Fees	Nil	Nil
2	Directors	Remuneration	25,200,000	12,300,000
3	Officers and Executives	Salary and Other Allowances	29,679,474	21,272,284
		Total	**54,879,474**	**33,572,284**

33.00 General

a) Audit Fee: Audit fee of Tk. 143,750 Represents only the audit fees and VAT thereon.

b) Number of Employees

i. Evince Textiles Limited

Salary Range (Monthly)	Officers & Staffs		Worker	Total
	Head Office	Factory		
Not Less Than Tk. 3000	20	368	1152	1540
Less Than Tk. 3000	-	-	-	-
Total	**20**	**368**	**1152**	**1540**

ii.Evitex Fashions Limited

Salary Range (Monthly)	Officers & Staffs		Worker	Total
	Head Office	Factory		
Not Less Than Tk. 5,300	35	59	643	737
Less Than Tk. 5,300	-	-	-	-
Total	**35**	**59**	**643**	**737**

c) Events after the Reporting Period:
No material events had occurred after the reporting period to the date of issue of these financial statements, which could effect the values stated in the financial statements.

d) Capital Expenditure Contract:
There is no capital expenditure has been made during the year.

e) Income Tax Assessment:
Income tax assessment of the company up to the Assessment year 2013-2014 has been Completed.

f) WPPF: During the year the company is unable to start making provision for WPPF because of not yet forming Board for fund raise and utilization by the government. As per Sub-Section 3 of Section 232 of Bangladesh Lobour Act 2006 re-placed by the Act No 30, Section 63 of the year 2013, the Board consists of the owner of the 100% Export oriented industries and buyers. The board shall format the rules of determination of subscription, procedure of collection and utilization of fund.

g) Contingent Liabilities & Capital Commitments:
There is no claim against the company not acknowledged debt and no un-availed credit facilities, other than those in the normal course of business, available to the company on December 31, 2014.

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Notes to the Consolidated Financial Statement
as at December 31, 2014

Annexure-A

Schedule of Property, Plant and Equipment

A. COST Schedule :

ITEMS	COST			DEPRECIATION			WDV at 31.12.2014
	Balance at 01.01.14	Addition	Total as at 31.12.14	Balance at 01.01.14	Charged during the year	Total as at 31.12.14	
Land & Land Development	120,099,276	-	120,099,276	-		-	120,099,276
Building	290,619,013	98,592,759	389,211,772	52,413,317	13,142,694	65,556,011	323,655,761
Plant & Machinery	1,240,057,655	333,210,858	1,573,268,513	477,696,782	85,325,916	563,022,698	1,010,245,815
Fire Fighting Equipment	571,089	63,400	634,489	104,250	73,196	177,446	457,043
BMRE	-	5,774,311	5,774,311	-	96,239	96,239	5,678,072
Furniture & Fixtures	6,749,070	353,750	7,102,820	1,844,001	505,247	2,349,248	4,753,572
Office Equipment	10,529,309	396,735	10,926,044	4,971,316	868,413	5,839,729	5,086,315
Electricity, Gas & Water Line Installation	10,951,662	-	10,951,662	4,760,574	619,109	5,379,683	5,571,979
Electrical Equipment	2,147,500	520,000	2,667,500	368,457	292,856	661,313	2,006,187
Electric Sub-Station	18,099,438	-	18,099,438	7,703,704	1,039,573	8,743,277	9,356,161
Installation cost of machinery	6,324,391		6,324,391	2,644,034	368,036	3,012,070	3,312,321
False ceiling & Cooling ducting	80,047,567	51,048,170	131,095,737	28,233,500	9,686,416	37,919,916	93,175,821
Software Installation	24,091	-	24,091	6,686	17,405	24,091	-
Vehicles	24,676,517	4,375,437	29,051,954	11,616,274	2,635,579	14,251,853	14,800,101
Sub - Total	**1,810,896,578**	**494,335,420**	**2,305,231,998**	**592,362,896**	**114,670,679**	**707,033,575**	**1,598,198,424**

B. REVALUATION Schedule :

ITEMS	COST			DEPRECIATION			WDV at 31.12.2014
	Balance at 01.01.14	Addition	Total as at 31.12.14	Balance at 01.01.14	Charged during the year	Total as at 31.12.14	
Land & Land Development	166,487,766	-	166,487,766	-	-	-	166,487,766
Building	266,556,807	-	266,556,807	46,073,769	11,024,152	57,097,921	209,458,886
Sub - Total	**433,044,573**	**-**	**433,044,573**	**46,073,769**	**11,024,152**	**57,097,921**	**375,946,652**
Grand Total	**2,243,941,151**	**494,335,420**	**2,738,276,571**	**638,436,665**	**125,694,831**	**764,131,496**	**1,974,145,076**

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES
Notes to the Consolidated Financial Statement
as at December 31, 2014

Annexure-B

i) Opening Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	460,623	173,967,977
2	Sizing Chemical	Kg	59,259	8,213,266
3	ETP Chemical	Kg	160,467	3,610,509
4	Dyes Chemical	Kg	78,505	13,907,170
	Total		**758,854**	**199,698,922**

ii) Opening Work in Process:

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Warping	Kg	191,279	28,048,789
2	Sizing	Kg	219,273	31,873,624
3	Dyeing	Kg	268,478	38,248,348
4	Weaving	Kg	195,598	29,323,734
	Total		**874,628**	**127,494,495**

iii) Opening Finished Goods

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	100% Cotton Fabrics	Yds	847,046	**105,076,125**

iv) Purchase of Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	2,417,546	688,587,215
2	Sizing Chemical	Kg	57,007	7,946,717
3	ETP Chemical	Kg	213,255	4,840,889
4	Dyes Chemical	Kg	367,897	64,157,956
	Total		**3,055,705**	**765,532,777**

v) Closing Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	555,764	158,298,321
2	Sizing Chemical	Kg	41,721	5,815,876
3	ETP Chemical	Kg	88,761	2,014,870
4	Dyes Chemical	Kg	14,898	2,581,480
	Total		**701,144**	**168,710,547**

vi) Closing Work in Process:

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Warping	Kg	190,890	28,267,744
2	Sizing	Kg	219,801	32,122,436
3	Dyeing	Kg	268,358	38,546,924
4	Weaving	Kg	196,608	29,552,641
	Total		**875,657**	**128,489,745**

vii) Closing Finished Goods

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	100% Cotton Fabrics	Yds	1,008,654	**109,085,892**

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES
Notes to the Consolidated Financial Statement
as at December 31, 2014

viii) Raw Materials Consumed

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	2,322,405	704,256,871
2	Sizing Chemical	Kg	74,545	10,344,107
3	ETP Chemical	Kg	284,961	6,436,528
4	Dyes Chemical	Kg	431,504	75,483,646
	Total		**3,113,415**	**796,521,152**

i) Opening Raw Materials of Evitex Fashions Limited

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Fabrices	Yrds	150,233	18,178,271
2	Accesssories	Variouse Item		5,654,973
	Total			**23,833,244**

ii) Opening Work in Process& Finished goods of Evitex Fashions Limited :

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Shirts (WIP)	Pcs	11,460	2,743,144
2	Shirts (Finished Goods)	Pcs	14,781	5,094,411
	Total			**7,837,555**

iii) Purchase of Evitex Fashions Limited :

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Fabrices	Yrds	4,095,395	479,161,251
2	Accessories	Variouse Item		150,815,342
	Total			**629,976,593**

i) Closing Raw Materials of Evitex Fashions Limited:

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Fabrices	Yrds	340,770	39,870,054
2	Accessories	Variouse Item		12,590,543
	Total			**52,460,597**

ii) Closing Work in Process & Finished goods of Evitex Fashions Limited :

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Shirts (WIP)	Pcs	7,286	1,748,650
2	Shirts (Finished Goods)	Pcs	8,223	3,025,810
	Total			**3,025,809**

iii) Raw Materials Consumed of Evitex Fashions Limited:

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Fabrices	Yrds	3,904,859	457,469,468
2	Accessories	Variouse Item		143,879,772
	Total			**601,349,240**

AUDITORS' REPORT TO THE SHAREHOLDERS OF
EVINCE TEXTILES LIMITED

We have audited the accompanying financial statements of Evince Textiles Limited, which comprise the statement of financial position as at 31st December 2014, Statement of profit and loss and other Comprehensive Income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes and all related financial statements of Evince Textiles Limited.

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 misstatements, 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 relevant 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, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements including financial statements, prepared in accordance with Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the Company's/group's affairs as at 31st 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.

We also report that:

a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;

b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of these books;

c) the statement of financial position (balance sheet) and Statement of profit and loss and other Comprehensive Income (profit and loss account) dealt with by the report are in agreement with the books of account and returns; and

d) the expenditures incurred were for the purposes of the Company's business.

Sd/-

Dhaka
Pinaki & Company

Dated: 04.03.2015
Chartered Accountants

EVINCE TEXTILES LIMITED

Statement of Financial Position

As at December 31, 2014

PROPERTIES & ASSETS	Notes	Amount in Taka	
		31-ডিসে-14	31-ডিসে-13
Non Current Assets		**2,05,62,97,474**	**1,66,76,18,335**
Property, Plant and Equipment	04.00	1,94,94,06,377	1,58,40,18,335
Capital work-in-progress	05.00	2,32,91,097	-
Investment in Shares	06.00	8,36,00,000	8,36,00,000
Current Assets		**1,01,98,86,302**	**1,01,81,32,871**
Inventories	07.00	40,62,86,184	43,22,69,542
Accounts Receivable	08.00	55,96,26,613	45,59,33,012
Advances, Deposits and Pre-payments	09.00	2,79,67,636	11,83,26,530
Cash and Cash Equivalents	10.00	2,60,05,869	1,16,03,787
Total Assets		**3,07,61,83,776**	**2,68,57,51,206**
SHAREHOLDERS' EQUITY & LIABILITIES			
Shareholders' Equity		**1,57,33,50,760**	**85,39,06,360**
Paid-up Capital	11.00	1,03,00,00,000	44,00,00,000
Share Money Deposit	12.00	-	1,40,00,000
Retained Earnings	13.00	16,74,04,108	1,29,35,556
Revaluation Surplus	14.00	37,59,46,652	38,69,70,804
Non Current Liabilities		**31,52,36,736**	**40,15,64,940**
Long Lerm Loan	15.00	30,37,68,699	40,03,49,803
Obligation under Finance Lease	16.00	21,05,321	-
Deferred Tax Liabilities	26.02	93,62,716	12,15,137
Current Liabilities		**1,18,75,96,280**	**1,43,02,79,906**
Short Term Loan	17.00	97,48,16,547	1,34,61,84,781
Current Maturity of Long Term Loan	15.00	10,22,90,662	-
Accounts Payable	18.00	1,49,79,161	1,61,53,022
Liabilities for Expenses	19.00	4,69,35,853	2,79,22,357
Current Tax Liabilities	26.01.A	4,85,74,057	4,00,19,746
Total Shareholders' Equity and Liabilities		**3,07,61,83,776**	**2,68,57,51,206**
Net Assets Value (NAV) Per Share	20.00	**15.28**	**19.09**

Signed as per annexed report on even date

Sd/-		Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

EVINCE TEXTILES LIMITED

Statement of profit and loss and other Comprehensive Income

For the Year ended December 31, 2014

	Note	Amount in BDT	
		2014	2013
Turnover	21.00	1,56,36,52,870	1,51,76,55,259
Less: Cost of Goods Sold	22.00	1,15,54,61,073	1,12,11,89,659
Gross Profit		**40,81,91,797**	**39,64,65,601**
Less: Administrative, Selling & Other Expense	23.00	7,35,73,445	6,43,64,678
Operating Profit		**33,46,18,352**	**33,21,00,923**
Less: Financial Expenses	24.00	17,22,89,492	21,37,04,963
Profit Before Other Income		**16,23,28,860**	**11,83,95,960**
Add. Other Income	25.00	14,40,000	14,40,000
Net Profit before Tax		**16,37,68,860**	**11,98,35,960**
Less: Provision for Tax		2,03,24,459	1,35,99,871
Current Tax	26.01	1,21,76,880	1,23,84,734
Deferred Tax	26.02	81,47,580	12,15,137
Net Profit after Tax		**14,34,44,400**	**10,62,36,089**
Other Comprehensive Income :		-	-
Total Comprehensive Income		**14,34,44,400**	**10,62,36,089**
Basic Earnings Per Share	27.01	**1.64**	**2.98**
Diluted Earnings Per Share		**-**	**2.41**
Adjusted Earnings Per Share		**1.64**	**-**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

EVINCE TEXTILES LIMITED

Satement of Cash Flows

For the Year ended December 31, 2014

Particulars	Notes	Taka	
		31-12-2014	31-12-2013
Cash flow from Operating Activities			
Cash received from customers	28.00	1,45,99,59,268	1,63,08,58,202
Cash Received from Evitex Polycot		7,94,29,537	-
Cash paid to suppliers , Employees & others	29.00	(1,05,17,28,560)	(1,10,55,95,995)
Financial Expenses		(17,23,31,768)	(21,37,04,963)
Income Tax payment		(37,93,544)	(68,91,509)
Other Income		14,40,000	14,40,000
Net cash provided by Operating Activities		**31,29,74,933**	**30,61,05,735**
Cash flow from Investing Activities			
Addition to Fixed Assets		(48,77,70,675)	(7,27,62,917)
Capital work-in-progress		(2,32,91,097)	70,00,000
Net Cash provided by Investing Activities		**(51,10,61,772)**	**(6,57,62,917)**
Cash flow from Financing Activities			
Share Money Deposit		-	1,40,00,000
Share Issue		57,60,00,000	-
Long Term Loan-Increase/(Decrease)		(18,07,16,741)	(36,09,42,063)
Obligation under Finance Lease-Increase/(Decrease)		12,55,897	-
Short Term Loan-Increase/(Decrease)		(18,40,50,234)	11,54,42,584
Net cash provided by Financing Activities		**21,24,88,922**	**(23,14,99,479)**
Increase/(decrease) in Cash and Bank Balances		**1,44,02,082**	**88,43,339**
Cash and Cash Equivalents on Opening		**1,16,03,787**	**27,60,447**
Cash and Cash Equivalents on Closing		**2,60,05,869**	**1,16,03,787**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

EVINCE TEXTILES LIMITED

Statement of Changes in Equity

For the Year ended December 31, 2014

Amount in Taka

Particulars	Share Capital	Retained Earnings	Share Money Deposit	Revaluation Surplus	Total
Balance as at January 01, 2014	**44,00,00,000**	**1,29,35,556**	**1,40,00,000**	**38,69,70,804**	**85,39,06,360**
Share Money Deposit		-	57,60,00,000	-	57,60,00,000
Net Profit after Tax	-	14,34,44,400	-	-	14,34,44,400
Adjustment for Depreciation on Revaluation	-	1,10,24,152	-	(1,10,24,152)	-
Share Issue on 06.04.2014	59,00,00,000		(59,00,00,000)		-
Balance as at December 31, 2014	**1,03,00,00,000**	**16,74,04,108**	**-**	**37,59,46,652**	**1,57,33,50,760**

Statement of Changes in Equity

For the Year ended December 31, 2013

Amount in Taka

Particulars	Share Capital	Retained Earnings	Share Money Deposit	Revaluation Surplus	Total
Balance as at January 01, 2013	**11,05,00,000**	**14,09,95,097**	-	**39,85,75,174**	**65,00,70,271**
Share Issue on 30.12.2013	8,36,00,000	-	-	-	8,36,00,000
Share Money Deposit		-	1,40,00,000	-	1,40,00,000
Net Profit after Tax	-	10,62,36,089	-	-	10,62,36,089
Adjustment for Depreciation on Revaluation	-	1,16,04,370	-	(1,16,04,370)	-
Issue of bonus shares	24,59,00,000	(24,59,00,000)			-
Balance as at December 31, 2013	**44,00,00,000**	**1,29,35,556**	**1,40,00,000**	**38,69,70,804**	**85,39,06,360**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
as at December 31, 2014

1.0 Reporting Entity:

Evince Textiles Limited was incorporated as a Private Limited Company on 3rd June 1999 under the Companies Act 1994 and the company commenced its commercial production on May 02, 2003. It was converted into Public Limited Company on June 04, 2013. Registered office of the company is at Plot No. 33, Sector-7, Mirpur, Dhaka-1216 while Factory is situated at Vill./Mouza: Shirir Chala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur. The principal activity of the company is to manufacture 100% cotton yarn dyed woven Fabrics.

The Company was established with an Authorised Capital of Tk. 100,000,000/- and Paid-up Capital of Tk. 500,000/-. The Authorised capital and Paid-up capital of the company was subsequently raised to Tk. 1,500,000,000/- and Tk. 1,030,000,000/-respectively. The Shares of the company has been denominated from Tk. 100/- to Tk. 10/- per share as at June 04, 2013.

1.1 Nature of Business:

The main activities of the company are concentrated in Manufacturing, Dyeing & Finishing of 100% cotton woven Fabric and exporting the same.

1.2 Share Capital :

Particulars	December 31, 2014	December 31, 2013
Authorized Capital: 15,00,00,000 ordinary shares of Tk. 10 each	1,500,000,000	1,500,000,000
Issued, Subscribed and fully paid up: 10,30,00,000 ordinary shares of Tk. 10 each	1,030,000,000	440,000,000

2.0 Basis of Preparation:

2.1 Statements Compliance:

The financial statements have been prepared in accordance with the applicable Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) based on International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs).

2.2 Reporting Period:

Financial statements of the company cover from 01-01-2014 to 31-12-2014.

2.3 Date of Authorization:

The Board of Directors of Evince Textiles Limited approved this Financial Statements on 22-02-2015.

2.4 Reporting Currency and Level of Precision:

Currency of Reporting:

The figure in the financial statements represent Bangladesh Currency (Taka), which have been rounded off to the nearest Taka except where indicates otherwise.

Foreign Currency Transactions

Foreign Currency Transactions in foreign currencies are converted into equivalent taka applying the ruling rate at the date of such transactions as per BAS-21 “The Effects of Changes in Foreign Exchange Rates”.

2.5 Comparative Information:

Comparative information have been disclosed in respect of the previous year for all numerical information in the financial statements including narrative and descriptive information when it is relevant for understanding of the current year's financial statements.

Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per BAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors".

Comparative information has been provided in accordance with BAS-34 Statement of Financial Position, Statement of profit and loss and other Comprehensive Income, Statement of changes in Shareholders Equity and Statement of Cash Flows.

3.0 Significant Accounts Polices:

3.1 Principal Accounting Policies:

Specific accounting policies were selected and applied by the company's management for significant transactions and events that have a material effect within the framework of BAS-1 "Preparation of Financial Statement" in preparation and presentation of financial statements. The previous period's figures were presented according to the same accounting principles.

3.2 Application of Bangladesh Accounting Standards (BASs):

The financial statements have been prepared in compliance with requirement of BAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following BASs are applicable for the financial statements for the period under review:

BAS – 01 Presentation of Financial Statement
BAS – 02 Inventories
BAS – 07 Statement of Cash Flows
BAS – 08 Accounting Policies, Changes in Accounting Estimates and Errors
BAS – 10 Events after the Reporting Period
BAS – 12 Income Taxes
BAS – 16 Property, Plant & Equipment
BAS – 17 Leases
BAS – 18 Revenue
BAS – 23 Borrowing Costs
BAS – 24 Related Party Disclosures
BAS – 27 Separate Financial Statement
BAS – 33 Earnings per share
BAS – 37 Provision, Contingent Liabilities and Contingent Assets
BAS – 39 Financial Instruments: Recognition and Measurement

3.3 Recognition of Property, Plant & Equipment and Depreciation:

Property, Plant & Equipment is stated at cost less depreciation in accordance with BAS-16 "Property, Plant and Equipment". Cost represents cost of acquisition or construction and include purchase price and other directly attributable cost of bringing the assets to working conditions for its intended use. During Financial year 2012 the Company revalued again the Assets amounting Tk. 172,372,331 by M.M

Rahman & Co., Chartered Accountants after the Revaluation during financial year 2008 amounting Tk. 260,672,242 by G.K. Adjusters Ltd., Licensed Certified Surveyor Government of Bangladesh. No depreciation is charged on land and land development. Depreciation on all other fixed assets is computed using the reducing balance method in amount sufficient to write-off depreciable assets over their estimated useful life. Depreciation on addition is charged when the asset is ready for use. Expenditure for maintenance and repairs are expenses, major replacements, renewals and betterment are capitalized. The cost and accumulated depreciation of depreciable assets retired or otherwise disposed off are eliminated from the assets and accumulated depreciation and any gain or loss on such disposal is reflected in operations for period.

The depreciation rate in this period is as under:

Sl.	Category of Fixed Assets Rate	Rate
1.	Land and Land Development	-
2.	Building	5%
3.	Plant and Machinery	10%
4.	Furniture and Fixtures	10%
5.	Office Equipment	15%
6.	Electricity, Gas and Water Installation	10%
7.	Electric Sub-Station	10%
8.	Installation cost of machinery	10%
9.	False Ceiling & Cooling Ducting	15%
10.	Vehicles	20%

3.4 Impairment:

In accordance with the provision of BAS 36, the carrying amount of non-financial assets other than inventories of the company involved in the manufacturing of the products. If any such indication exists, then the asset's recoverable amount is estimated and impairment losses are recognized in the statement of comprehensive income. No such indication of impairment has been observed till the end of the year.

3.5 Revaluation of Fixed Assets:

The company revalued its fixed assets for the 1st time in the year 2008 and the 2nd time in the year 2012. Reserve is created in accordance with Bangladesh Accounting Standard (BAS) and Bangladesh Financial Reporting Standards (BFRS) and other applicable laws, rules, regulations and guidelines. Depreciation is charged on the revalued assets except Land and Land Development. Proper accounting treatments, including provisions, tax and other liabilities, have been made in the financial statements to consider the valuation.

3.6 Inventories:

Inventories comprise of Raw Materials, Work-in Process and Finished Goods. They are stated at the lower of cost or net realizable value in accordance with the Para of 21 & 25 of BAS-2 "Inventories" after making due allowance for any obsolete or slow moving item. The cost of inventories is assigned by using weighted average cost. Quantity wise Schedule of inventory as per requirement of companies act 1994 is detailed in Annexure-B.

3.7 Advance, Deposit and Prepayment:

Evince Textiles Limited has been incurred some expenses as Advance, Deposit and Prepayment that are shown in the notes to Financial Statements in details.

3.8 Accounts Receivable:

These are carried forward at their original invoiced value amount and represents net realizable value. Management considered the entire bills receivable as good and is collectable and therefore, no amount was provided for as bad debt in the current year's account.

3.09 Statement of Cash Flows:

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

3.10 Cash and Cash Equivalents:

According to BAS-7 'Statement of Cash Flows' cash comprises of cash-in-hand and demand deposits. BAS-1 'Presentation of Financial Statements' provides that cash and cash equivalents are not restricted in use. Considering the provisions of BAS-7 and BAS-1, Cash in hand and Bank Balances have been considered as cash and cash equivalents.

3.11 Long Term Liabilities:

Long Term liabilities comprises the amount borrowed from the bank and other concern for the long period of time and accounted and shown in the accounts at transaction cost as per BAS 39 "Financial Instrument: Recognition and Measurement."

3.12 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.

3.13 Income Tax:

Current Tax

Provision for current income tax has been made at the rate of 15% as prescribed in the finance act (এস, আর, ও নং ২০৭-আইন-আয়কর/২০০৮, তারিখঃ ৩০.০৬.২০০৮ এস, আর, ও নং ২২১-আইন-আয়কর/২০১১ তারিখঃ ০৪.০৭.২০১১ এবং এস, আর, ও নং ২০৭-আইন-আয়কর/২০১৩ তারিখঃ ০১.০৭.২০১৩) on the accounting profit made by the company making some adjustment with the profit as per ITO 1984 in compliance with BAS-12 "Income Taxes".

Deferred Taxation:

Deferred tax liabilities are the amount of income taxes payable in future years in respect of taxable temporary differences. Deferred tax assets are the amount of income tax recoverable in future years in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or subsequently enacted at the reporting date. The impact on the account of changes in the deferred tax assets and liabilities for the year ended December 31, 2014 has been recognized in the statement of comprehensive income as per BAS-12 "Income Taxes".

3.14 Compliance with Local Laws:
The financial statements have been prepared in compliance with requirements of the Companies Act 1994, The Securities and Exchange Rule, 1987 and other relevant local laws and rules.

3.15 Borrowing Cost:
The borrowing cost is capitalized unless active developments of related assets are interrupted or cease when the borrowing cost directly transferred to the Statement of Comprehensive Income as per BAS-23 "Borrowing Cost".

3.16 Revenue Recognition:
Revenue from the sales is measured at the fair value of the consideration received or receivable. The company recognizes revenue when risks and rewards associated with ownership has been transferred to buyer, which satisfied all the condition for the revenue recognition as provided in BAS-18 'Revenue Recognition'.
Sales revenue is recognized when transactions related to sales are completed and the sales invoices are issued in favor of the buyers.

3.17 VAT:
The Company's traded income is 100% export oriented so its income is not subject to VAT.

3.18 Components of the Financial Statements:
According to the Bangladesh Accounting Standard BAS-1 'Presentation of Financial Statements' the complete set of Financial Statements includes the following components:

i. Statement of Financial Position as at December 31, 2014.
ii. Statement of profit and loss and other Comprehensive Income for the year ended December 31, 2014.
iii. Statement of Cash Flows for the year ended December 31, 2014.
iv. Statement of changes in Equity for the year ended December 31, 2014.
v. Accounting Policies and Explanatory Notes for the year ended December 31, 2014.

3.19 Earnings per Share:
Earnings per share (EPS) is calculated in accordance with the Bangladesh Accounting Standard BAS-33 and weighted average number of share has been used as the denominator and details are shown in the Notes to the Financial Statement.

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

Weighted average number of ordinary shares outstanding during the year:
This represents the number of ordinary shares outstanding at the beginning of the year plus the number of shares issued during the year multiplied by a time-weighted factor is the number of months the specific shares is outstanding as a proportion of the total number of months in the year.

3.20 Responsibility for Preparation and Presentation of Financial Statements:
The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of 'The Framework for the Preparation and Presentation of Financial Statements' issued by the International Accounting Standards Board (IASB).

3.21 Going Concern:
The financial statements are normally prepared on the assumption that an enterprise is a going concern and will continue in operation for the foreseeable future. Hence it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

3.22 Employees Benefits:
Evince Textiles Limited offers a number of benefits which include Short term employee benefits like Salaries, Wages, and sick leave. On monetary benefits like Medical care, Car Facilities.

3.23 Events after the Reporting Period:
As per BAS-10 "Event after the Reporting Period" are those event favorable and unfavorable that occur between the end of the reporting year and the date when the financial statement are authorized for issue. Two types of event can be indentified:

Those are provide evidence of conditions that existed at the end of the reporting year (adjusting events after Reporting Period); and
Those are indicative of conditions that arose after the reporting year (Non-adjusting events after Reporting Period).

3.24 Financial Instruments:
Derivative:
According to BFRS-7 "Financial Instruments Disclosers", the company was not a party to any derivative contract (financial instruments) at the financial statement date, such as forward exchange contract, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

Non-Derivative:
Non-derivative financial instruments comprise of accounts and other receivable, borrowings and other payables and are shown at transaction cost as per BAS 39 "Financial Instruments Recognition and Measurement".

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31,December 2014	Amount in BDT 31,December 2013
04.00	**Property, Plant and Equipment:**		**1,949,406,377**	**1,584,018,335**
	Land and Land Development		286,587,042	286,587,042
	Building		533,114,647	458,688,734
	Plant & Machinery		997,224,642	747,273,238
	Furniture and Fixtures		3,650,553	3,679,491
	Office Equipment		4,692,516	5,094,700
	Electricity, Gas & Water Installation		5,571,979	6,191,088
	Electric Sub-Station		9,356,161	10,395,734
	Installtion cost of machinery		3,312,321	3,680,357
	False Ceiling & Cooling Ducting		93,175,821	51,814,067
	Vehicles		12,720,697	10,613,885
04.01	**Movement of PPE**			
	Opening Balance		**1,584,018,335**	**1,626,923,694**
	Add: Addition during the year		487,770,675	72,762,917
	Closing Balance		**2,071,789,010**	**1,699,686,611**
	Less: Depreciation charged during the year		122,382,633	115,668,276
	Written Down Value (WDV)		**1,949,406,377**	**1,584,018,335**
	For Details please refer to Annexure-'A' (PPE Schedule)			
05.00	**Capital work-in-progress**			
	Civil Construction		23,291,097	
			23,291,097	
	Civil construction started on October 15, 2014 at Factory premises, Shirirchala, Vabanipur, Joydebpur, Gazipur.			
06.00	**Investment in Shares**		**83,600,000**	**83,600,000**
	Evitex Fashions Ltd.			
	83,60,000 shares @ Tk. 10/- each.			
07.00	**Inventories (Annexure-B)**		**406,286,184**	**432,269,542**
	Raw Materials	07.01	168,710,547	199,698,922
	Work in Process	07.02	128,489,745	127,494,495
	Finished Goods	07.03	109,085,892	105,076,125
07.01	**Raw Materials**		**168,710,547**	**199,698,922**
	Yarn	Annex-B	158,298,321	173,967,977
	Sizing Chemical	Annex-B	5,815,876	8,213,266
	ETP Chemical	Annex-B	2,014,870	3,610,509
	Dyes Chemical	Annex-B	2,581,480	13,907,170
07.02	**Work in Process**		**128,489,745**	**127,494,495**
	Warping	Annex-B	28,267,744	28,048,789
	Sizing	Annex-B	32,122,436	31,873,624
	Dyeing	Annex-B	38,546,924	38,248,348
	Weaving	Annex-B	29,552,641	29,323,734
07.03	**Finished Goods**		**109,085,892**	**105,076,125**
	100% Cotton Fabrics	Annex-B	109,085,892	105,076,125

Details movement of inventories is shown in the Annexure -B

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31,December 2014	Amount in BDT 31,December 2013
08.00	**Accounts Receivable**			
	Export Bills Receivable	08.01	553,215,095	445,922,145
	Incentive Receivable	08.02	6,411,518	10,010,867
			559,626,613	**455,933,012**
08.01	**Export Bills Receivable :**		**553,215,095**	**445,922,145**
	Opening Balance		**445,922,145**	**569,135,955**
	Add: Sales during the year		1,563,652,870	1,517,655,259
	Available for Received		**2,009,575,015**	**2,086,791,214**
	Less: Realized during the year		1,456,359,920	1,640,869,069
08.02	**Incentive Receivable :**			
	USD 84,362.08 @Tk. 76		**6,411,518**	**10,010,867**
08.03	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Matuarity Less than 6 months		553,215,095	445,922,145
	Matuarity more than 6 months		6,411,518	10,010,867
	Debts considered Goods and Secured		559,626,613	455,933,012
	Debts considered Goods without security		-	-
	Debts considered doubtful and bad		-	-
	Debts due by directors or other officers & staffs		-	-
	Debts due from companies under same management		-	-
	Maximum debt due any directors or officers & staffs at any time		-	-
09.00	**Advance, Deposit and Pre-payments**		**27,967,636**	**118,326,530**
	Security Deposit - Gas Connection		8,956,785	8,956,785
	TDS on export sale	09.01	17,457,540	17,286,565
	Advance to Evitex Polycot		-	79,429,537
	L/C Margin		1,523,311	12,618,476
	Advance against Salary		30,000	35,167

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31,December 2014	Amount in BDT 31,December 2013
09.01	**TDS on export Sales**			
	Opening Balance		17,286,565	
	Add. Paid during the year		7,036,979	
			24,323,544	
	Less: Adjustment for the assessment year 2013-2014		(6,866,004)	
	Closing Balance		**17,457,540**	
09.02	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Advance exceeding 6 months		8,956,785	88,386,322
	Advance not exceeding 6 months		19,010,850	29,940,208
	Advance, deposit & prepayments considered goods with secured		27,967,636	118,326,530
	Advance, deposit & prepayments considered goods without security		-	-
	Advance, deposit & prepayments considered doubtful & bad		-	-
	Advance, deposit & prepayments due by directors or other officers and staffs		-	-
	Advance, deposit & prepayments due from companies under same management		-	-
	Maximum Advance due by directors or officers & staffs at any time		-	-
10.00	**Cash and Cash Equivalents**		**26,005,869**	**11,603,787**
	Cash in Hand	10.01	2,364,849	2,805,009
	Cash at Banks	10.02	23,641,020	8,798,778
10.01	**Cash in Hand :**		**2,364,849**	**2,805,009**
	At Head office		33,934	495,748
	At Factory office		2,330,915	2,309,261
10.02	**Cash At Banks :**		**23,641,020**	**8,798,778**
	Prime Bank IBB#3105		16,297,000	8,163,917
	Prime Bank STD#43193		17,600	35,979
	Prime Bank FCAD#0473		20,691	16,083
	Prime Bank CD#8484		3,448,430	93,200
	Prime Bank FC Held # 2536		3,762,179	-
	Standard Chartered Bank CD A/C		34,575	95,501
	EXIM Bank Parking A/C		-	2,150
	The City Bank Limited #52001		737	1,496
	Dhaka Bank CD A/C		59,808	390,452
11.00	**Share Capital**			
	Authorized Capital			
	150,000,000 Ordinary Shares of Tk 10/- each		**1,500,000,000**	**1,500,000,000**
	Issued subscribed and fully paid up capital			
	103,000,000 Ordinary shares of Tk. 10/- each		**1,030,000,000**	**440,000,000**
11.01	**Breakup of paid up capital:**		**1,030,000,000**	**440,000,000**
	Opening balance		440,000,000	110,500,000
	Add: Share Issued on 26.12.2013		-	245,900,000
	Add: Share Issued on 30.12.2013		-	83,600,000
	Add: Share Issued on 06.04.2014		590,000,000	-

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT	
			31,December 2014	31,December 2013

11.02 Share holdings Position

Particulars of Shareholders and their share holding position is as under:

Name of Share holders	Number of Shares		%	Amount in BDT	
	2014	2013		2014	2013
Anwar-ul Alam Chowdhury	6,500,000	7,018,000	6.31%	65,000,000	70,180,000
Shabnam Shehnaz Chowdhury	6,500,000	7,018,000	6.31%	65,000,000	70,180,000
Abu Kawser Majumder	9,900,000	9,900,000	9.61%	99,000,000	99,000,000
A.K. Gouhor Rabbani	9,900,000	9,900,000	9.61%	99,000,000	99,000,000
Md. Akhter Shahid	6,600,000	6,600,000	6.41%	66,000,000	66,000,000
Shah Adeeb Chowdhry	2,300,000	1,782,000	2.23%	23,000,000	17,820,000
Shah Rayeed Chowdhury	2,300,000	1,782,000	2.23%	23,000,000	17,820,000
Other Shareholders	59,000,000	-	57.28%	590,000,000	-
Total	**103,000,000**	**44,000,000**	**100.00%**	**1,030,000,000**	**440,000,000**
Face Value Per share	**Tk. 10/-**	**Tk. 10/-**			

11.03 Classification of shares by holding:

Slabs by number of shares	No. of Shareholders		No. of shares	
	2014	2013	2014	2013
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	2	-	80,000	-
From 50,001 to 100,000	14	-	1,270,000	-
From 100,001 to 1,000,000	19	-	10,600,000	-
Above 1,000,000	21	7	91,050,000	44,000,000
Total	56	**7**	**103,000,000**	**44,000,000**

		2014	2013
12.00	**Share Money Deposit**	-	**14,000,000**
	Opening Balance	14,000,000	-
	Add. Deposited during the year	576,000,000	**14,000,000**
		590,000,000	**14,000,000**
	Less. Share Issued on 06.04.2014	590,000,000	-

12.01 Detail of Share money deposit :

Sl.	Name of Depositors		
1	Md. Kamrul Hasan	-	600,000
2	Md. Shamim - ul Reza	-	750,000
3	Mohammad Zahidul Haque	-	300,000
4	A. k. Azad Akand	-	1,300,000
5	Md. Alkasur Rahman	-	920,000
6	Sumon Kumar Nath	-	950,000
7	Md. Jamal Hossain	-	930,000
8	Md. Afjal Hossain	-	890,000
9	Md. Mustafizur Rahman	-	2,000,000
10	Md. Moniruzzaman Bhuiyan	-	900,000
11	H.M Tipu Sultan	-	960,000
12	Tazib Uddin Khan	-	2,500,000
13	Md. Mostafa Kamal		1,000,000
		-	**14,000,000**

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31,December 2014	Amount in BDT 31,December 2013
13.00	**Retained Earnings**			
	Opening Balance		12,935,556	140,995,097
	Add: Current Year Profit after Tax		143,444,400	106,236,089
	Add: Adjustment for Depreciation on revaluation		11,024,152	11,604,370
			167,404,108	**258,835,556**
	Less. Dividend paid (Bonus Share Issued)		-	(245,900,000)
	Closing Balance		**167,404,108**	**12,935,556**
14.00	**Revaluation Surplus**			
	Opening Balance		386,970,804	398,575,174
	Less : Depreciation on revalued assets		(11,024,152)	(11,604,370)
	Closing Balance		**375,946,652**	**386,970,804**

15.00 Long Term Loan :

This represents amount provided and related by the International Leasing, Prime bank Ltd.,Motijheel , Pubali Bank Ltd., Principal branch and LankaBangla Finance Ltd. The breakup of the loans is given below :

Sl.No.	Particulars	Notes / Annex.	31,December 2014	31,December 2013
	Opening Balance excluding Lease loan		586,776,103	761,291,866
	Add: Loan Received During the Year		238,776,169	-
	Add: Interest Charged During the Year		50,322,227	88,711,811
			875,874,499	**850,003,677**
	Less - Paid during the year :		469,815,138	262,335,874
	Principal		419,492,911	173,624,063
	Interest		50,322,227	88,711,811
	Balance before current maturity		**406,059,361**	**587,667,803**
	Less : Current Maturity		102,290,662	187,318,000
	Balance after current maturity		**303,768,699**	**400,349,803**
15.01	**Long Term Loan :**			
	Term Loan	15.01.A	406,059,361	586,776,103
	Auto Loan	15.01.B	-	891,700
			406,059,361	**587,667,803**
15.01.A	**Term Loan :**			
	i) Exim Bank Limited			
	House Building Loan -102		-	9,046,137
	House Building Loan -105		-	24,512,739
	Machinery Loan -101		-	43,945,348
	Machinery Loan -103		-	59,510,134
	ii) Prime Bank Limited		-	-
	Hire Purchase(Chiller-33)		954,179	2,606,418
	Hire Purchase(ETL-60)		1,164,309	2,246,555
	Hire Purchase(Vehicle-32)		280,300	675,592
	Term Loan-15		50,247,475	70,431,971
	Term Loan-48		14,914,852	22,489,244
	Hire Purchase(Singeing Mac 55)		1,877,029	4,404,522
	Hire Purchase(Brushing-0001)		2,215,083	4,062,955
	Hire Purchase(Gen-38)		11,013,184	15,816,832
	Loan Gen(ETP - 41)		1,520,575	3,950,120
	Term Loan-17		56,065,517	
	iii) Pubali Bank Limited		-	-
	Term Loan - 9130		32,837,126	-
	Term Loan - 9434		55,393,640	-
	Term Loan - 9596		18,689,690	-
	Term Loan (650)		90,290,150	202,252,112
	Term Loan(108380)		-	94,532,967

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31,December 2014	Amount in BDT 31,December 2013
iv)	**The City Bank Limited**		-	-
	Term Loan		-	26,292,456
v)	**LankaBangla Finance Ltd.**		-	-
	Term Loan		68,596,253	-
			406,059,362	**586,776,103**
15.01.B	**Auto Loan :**			
	International Leasing & Financial Services Ltd.			891,700
			-	**891,700**
16.00	**Obligation Under Finance Lease**			
	International Leasing & Financial Services Ltd.		768,045	
	Nitol Motors Ltd.		1,337,276	
			2,105,321	**-**
17.00	**Short Term Loan :**			
(i)	**Exim Bank Limited**			
	Exim Bank Ltd.-Deferred Loan		-	9,476,775
	Exim Bank Ltd.-LDBP Loan		10,845,180	35,284,763
	Exim Bank Ltd.-MTR Loan		40,770,866	27,318,611
	Exim Bank Ltd.-SOD(BIAM) Loan		12,231,014	43,032,431
(ii)	**Prime Bank Limited**		-	-
	Prime Bank Ltd.-(SOD General-85)		22,342,660	29,714,688
	Prime Bank Ltd.-(SOD General-76)		-	46,640,545
	Prime Bank Ltd.-Deferred Loan		20,656,669	189,455,946
	Prime Bank Ltd.-IDBP Loan		101,996,239	229,999,746
	Prime Bank Ltd.-LTR Loan		66,638,494	131,091,888
	Prime Bank Ltd. SOD EDF Loan		260,965,536	
	Prime Bank Ltd-Back to Back Loan		2,559,079	29,887,878
	Prime Bank- SOD Bonus - 1328200012		-	2,759,563
	Prime Bank- SOD Bonus - 1332900029		-	40,620,000
	Prime Bank- SOD Bonus - 1426800001		6,712,609	-
(iii)	**Pubali Bank Limited**		-	-
	Pubali Bank Ltd.-Deferred Loan		150,001,000	63,966,000
	Pubali Bank Ltd.-IBP Loan		84,118,510	57,054,000
	Pubali Bank Ltd.-LATR Loan		122,466,768	79,976,809
	Pubali Bank Ltd.-OD Loan		72,511,924	72,587,139
(iv)	**LankaBangla Finance Limited**			
	Expenstion Project Loan		-	70,000,000
			974,816,547	**1,158,866,781**
	Add. Current Maturity of Long Term Loan	15.00	-	187,318,000
			974,816,547	**1,346,184,781**

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
as at December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31,December 2014	Amount in BDT 31,December 2013
18.00	**Accounts Payable :**		**14,979,161**	**16,153,022**
	Automation Engineering		-	220,700
	Bangla Trac Ltd.		332,057	100,000
	BGIC Ltd.		-	2,729,678
	BT International		-	82,250
	Bureau Veritas		645,225	209,469
	Chemi World		1,248	2,071,920
	Corona Trade & Transport		1,472,564	-
	EFA Enterprise		4,000	216,322
	Falcate Paper Tube Co		326,975	
	Gazi Intech		-	43,490
	Globe Multitarde		2,023,851	4,160,333
	Hasib Traders		3,041,250	3,503,000
	Jakson International Ltd.		-	134,500
	Khan Tyre		-	9,330
	National Enterprise		-	231,940
	Newtech Chemical Co.		709,660	441,875
	Scarelet Services		-	275,000
	Sharif Printers		-	13,645
	TMA Corporation		1,396,000	1,307,250
	Colour Cnfidence		1,691,522	-
	NK Trading		292,285	-
	Unique Auxiliaries Ltd.		2,085,550	-
	RJM Corporation		956,975	-
	Wattson Engineering		-	402,320
19.00	**Liabilities for Expenses :**		**46,935,853**	**27,922,357**
	Provision for Gas Bill		11,316,206	10,117,123
	Provision for Salary and Wages		16,161,648	13,283,471
	Parovision for Telephone & Mobile Bill		109,000	98,588
	Provision for Audit fees & VAT		143,750	115,000
	Provision for Directors Remuneration		17,600,000	2,000,000
	AIT Payable		1,605,249	2,308,175
20.00	**Net Assets Value (NAV) Per Share**		**15.28**	**19.09**
	Shareholders' Equity with Revaluation		1,573,350,760	839,906,360
	Number of Shares Outstanding	20.01	103,000,000	44,000,000
20.01	**Number of Shares outstanding:**		**103,000,000**	**44,000,000**
	Opening Balance		44,000,000	11,050,000
	Share Issued on 26.12.2013		-	24,590,000
	Share Issued on 30.12.2013		-	8,360,000
	Share Issued on 06.04.2014		59,000,000	-
	Face Value per Share		Tk. 10/-	Tk. 10/-

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
For the year ended December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31,December 2014	Amount in BDT 31,December 2013
21.00	**Turnover**		**1,563,652,870**	**1,517,655,259**
	Sales		1,549,412,817	1,517,655,259
	Add. Foreign Exchange Gain/(Loss)		14,240,053	
21.01	**Sales Quantity:**		**Yds**	
	Export		10,668,949	
22.00	**Cost of Goods Sold**		**1,155,461,073**	**1,121,189,659**
	Raw material consumed	22.01	796,521,152	781,132,285
	Factory Overhead	22.02	363,944,938	349,475,419
			1,160,466,090	**1,130,607,704**
	Add. Opening Work-in-Process	Annex B	127,494,495	119,723,273
			1,287,960,585	**1,250,330,977**
	Less. Closing Work-in-Process	Annex B	128,489,745	127,494,495
	Cost of Production		**1,159,470,840**	**1,122,836,482**
	Add. Opening Stock of Finished Goods	Annex B	105,076,125	103,429,302
			1,264,546,965	**1,226,265,784**
	Less. Closing Stock of Finished Goods	Annex B	109,085,892	105,076,125
22.01	**Raw Material Consumed**		**796,521,152**	**781,132,285**
	Opening Stock of Raw Materials	Annex B	**199,698,922**	**216,327,916**
	Add. Purchase of Raw Materials	Annex B	765,532,777	764,503,291
			965,231,699	**980,831,207**
	Less. Closing Stock of Raw Materials	Annex B	168,710,547	199,698,922
22.01.1	**Opening Raw Material**		**199,698,922**	**216,327,916**
	Yarn	Annex B	173,967,977	182,080,032
	Sizing Chemical	Annex B	8,213,266	4,990,099
	ETP Chemical	Annex B	3,610,509	409,222
	Dyes Chemical	Annex B	13,907,170	28,848,563
22.01.2	**Purchase of Raw Materials**		**765,532,777**	**764,503,291**
	Yarn	Annex B	688,587,215	665,701,607
	Sizing Chemical	Annex B	7,946,717	13,004,844
	ETP Chemical	Annex B	4,840,889	3,413,015
	Dyes Chemical	Annex B	64,157,956	82,383,825
22.01.3	**Closing Raw Material**		**168,710,547**	**199,698,922**
	Yarn	Annex B	158,298,321	173,967,977
	Sizing Chemical	Annex B	5,815,876	8,213,266
	ETP Chemical	Annex B	2,014,870	3,610,509
	Dyes Chemical	Annex B	2,581,480	13,907,170
22.02	**Factory Overhead**		**363,944,938**	**349,475,419**
	Factory Wages & Salary		171,258,695	163,103,519
	Packing Materials		2,445,950	2,351,950
	Gas Bill		59,394,410	56,727,459
	Repairs and Maintenance with VAT		70,520	530,580
	Spare Parts (Imported)		2,084,282	2,397,001
	Carriage inward with VAT		763,462	3,056,080
	C & F expenses		2,158,040	2,080,609
	Insurance Premium		2,465,509	2,607,825
	Medical expenses		46,500	36,217
	Labour charge		956,589	926,572
	Staff Fooding Expenses		780,389	776,387
	Depreciation	Annex-A	121,520,592	114,881,220

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
For the year ended December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31,December 2014	Amount in BDT 31,December 2013
23.00	**Administrative, Selling & Other Expenses**		**73,573,445**	**64,364,678**
	Salary and Allowances		22,335,898	21,272,284
	Directors' Remuneration		24,000,000	12,300,000
	Telephone & Mobile Bill		961,778	1,278,612
	Stationery & Photocopy		567,221	720,783
	Travelling & Conveyance		941,275	1,044,462
	Entertainment		658,246	509,278
	Fuel for vehicles		966,390	1,045,074
	Vehicle Spareparts		692,769	-
	Vehicle Maintenance with VAT		102,372	1,022,918
	Newspapers and Periodicals		6,000	8,183
	Postage and Courier		100,049	40,580
	Internet Bill with VAT		381,932	545,162
	License Renewal Fees		747,493	696,585
	Selling expenses		15,494,128	15,168,083
	Audit fees & VAT		143,750	115,000
	Bank Charges		4,612,103	7,810,618
	Depreciation	Annex-A	862,040	787,056
24.00	**Financial Expenses :**		**172,289,492**	**213,704,963**
	Interest from long term browings		50,322,227	88,711,811
	Interest from finance lease		231,662	-
	Interest from short term browings		121,735,603	124,993,152
25.00	**Other Income**			
	Rental Income		**1,440,000**	**1,440,000**
	The amount represent the income from Evitex Fashions Limited as rent of Factory building @ Tk. 120,000 per month.			
26.00	**Provision for Tax**			
26.01	**Current Tax**			
	Net Profit Before Other Income & Tax		162,328,860	118,395,960
	Add. Depreciation as per Accounting Base		122,382,633	115,668,276
	Less. Depreciation as per Tax base		(184,800,740)	(123,769,186)
	Taxable Income for calculation of Tax		99,910,752	110,295,050
	Tax Rate @		15%	15%
	Current Tax on core business		14,986,613	16,544,257
	Adjust: Over Provision in IY 2011		(4,787,918)	
	Adjust: Under Provision in IY 2012		1,438,185	(4,699,523)
	Current Tax on core business after adjustment		**11,636,880**	**11,844,734**
	Other Income		1,440,000	1,440,000
	Tax Rate @		37.5%	37.5%
	Current Tax on Other Income		**540,000**	**540,000**
	Current tax provision for the year		**12,176,880**	**12,384,734**
26.01.A	**Net Current Tax Liability**		**48,574,057**	**40,019,746**
	Opening Balance for Current Tax		40,019,746	34,526,521
	Add: Provision for the year		12,176,880	12,384,734
			52,196,626	**46,911,255**
	Less. Arrer Tax paid for the year 2011		3,622,569	5,514,530
	- For the year 2008		-	1,376,979

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
For the year ended December 31, 2014

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31,December 2014	Amount in BDT 31,December 2013
26.02	**Deferred Tax**			
	Deferred income tax is provided for all temporary timing differednces arising between the tax base of assets and liabilities and their carrying amounts in the financial statementsin accordance with the provisions of BAS-12. Tax rate prevailing at the balance sheet date is used to determine deferred income tax.			
	Tax depreciation		184,800,740	123,769,186
	Accounting depreciation		122,382,633	115,668,276
	Taxable Temporary Difference		62,418,107	8,100,910
	Tax Rate		15%	15%
	Deferred Tax Liability		**9,362,716**	**1,215,137**
	Deferred Tax (Income)/Expenses			
	(DTA)/DTL-Balance at Closing		9,362,716	1,215,137
	(DTA)/DTL-Balance at Opening		1,215,137	-
	Deferred Tax Expense		**8,147,580**	**1,215,137**
27.00	**Earnings Per Share (EPS)**			
27.01	**Basic Earnings Per Share**		**1.64**	**2.98**
	Net Profit from Core Business		143,444,400	106,236,089
	Weighted Average number of Shares	27.01.A	87,643,836	35,685,808
27.01.A	**Weighted Average Number of Shares**		**87,643,836**	**35,685,808**
	Opening Balance		44,000,000	11,050,000
	Share Issued on 26.12.2013 (Bonus Share)		-	24,590,000
	Share Issued on 30.12.2013 (Weighted 8,360,000x2/365)		-	45,808
	Share Issued on 06.04.2014 (Weighted 59,000,000x270/365)		43,643,836	-
	Face Value of Share		Tk. 10/-	Tk. 10/-
	Total Existing number of Shares for Diluted EPS		**-**	**44,000,000**
	In the absence of dilution of any kind weighted average number of shares shown for adjusted EPS.			
	Weighted Average number of Shares for Adjusted EPS		**87,643,836**	**-**
28.00	**Cash Received from Customers**		**1,459,959,268**	**1,630,858,202**
	Turnover (Export)		1,563,652,870	1,517,655,259
	Add. Opening Balance of Accounts Receivable		455,933,012	569,135,955
	Cash available for collection		**2,019,585,881**	**2,086,791,214**
	Less. Closing Balance of Accounts Receivable		559,626,613	455,933,012
29.00	**Cash paid to suppliers , Employees & others**		**(1,051,728,560)**	**(1,105,595,995)**
	Purchase-Raw Material		(765,532,777)	(764,503,291)
	Accounts Payable		(1,173,860)	5,904,550
	Rent Received in Advance		-	(49,784,000)
	Liability for Expenses		19,013,496	9,804,771
	Factory Expenses		(363,944,938)	(349,475,419)
	Administrative Expenses		(73,573,445)	(64,364,678)
	Add. Depreciation		122,382,633	115,668,276
	Advance Deposit and Prepayment		11,100,332	(8,846,206)

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
For the year ended December 31, 2014

Sl.No.	Particulars

30.00 Related party Desclosure

The Details of related party transactions during the year alongwith the ralationship is illustrated below in accordance of BAS

Name of the Party	Relationship	Nature of Transaction	Transacted Amount	
			Jan-Dec 2014	Jan-Dec 2013
Mr. Anwar-ul Alam Chowdhury	Chairman	Remuneration	4,800,000	4,800,000
Mrs. Shabnam Shehnaz Chowdhu	Vice Chairman	Remuneration	3,600,000	3,600,000
Mr. Abu Kawser Majumder	Managing Director	Remuneration	4,800,000	1,200,000
Mr. A.K. Gouhor Rabbani	Director-Merchandiser	Remuneration	4,800,000	1,200,000
Mr. Md. Akhter Shahid	Director-Marketing	Remuneration	3,600,000	900,000
Mr. Shah Adeeb Chowdhury	Director-Production	Remuneration	1,200,000	300,000
Mr. Shah Rayeed Chowdhury	Director-Support Service	Remuneration	1,200,000	300,000
Evitex Fashions Limited	Subsidiary	Factory Rent	1,440,000	1,440,000
Evince Design and Fashions Ltd.		Selling expenses	15,494,128	-
Total			**40,934,128**	**13,740,000**

31.00 Disclosure of Managerial Remuneration

31.01 The total amount of remuneratin paid to the top five salaried officers of the company in the accounting year is as follows

Name	Designation	Jan-Dec 2014	Jan-Dec 2013
Mr. Anwar-ul Alam Chowdhury	Chairman	4,800,000	4,800,000
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	3,600,000	3,600,000
Mr. Abu Kawser Majumder	Managing Director	4,800,000	1,200,000
Mr. A.K. Gouhor Rabbani	Director-Merchandiser	4,800,000	1,200,000
Mr. Md. Akhter Shahid	Director-Marketing	3,600,000	900,000
	Total	**21,600,000**	**11,700,000**

31.02 Aggregated amount of remuneration paid to all Directors and Officers during the accounting year is as follows

Sl. No.	Particulars	Nature of Payment	Jan-Dec 2014	Jan-Dec 2013
1	Directors	Board Meeting Fees	Nil	Nil
2	Directors	Remuneration	24,000,000	12,300,000
3	Officers and Executives	Salary and Other Allowances	22,335,898	21,272,284
		Total	**46,335,898**	**33,572,284**

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
For the year ended December 31, 2014

Sl.No.	Particulars

32.00 General

a) Audit Fee: Audit fee of Tk. 143,750 Represents only the audit fees and VAT thereon.

b) Number of Employees

Salary Range (Monthly)	Officers & Staffs		Worker	Total
	Head Office	Factory		
Not Less Than Tk. 3000	20	368	1152	1540
Less Than Tk. 3000	-	-	-	-
Total	**20**	**368**	**1152**	**1540**

c) Events after the Reporting Period:
No material events had occurred after thereporting period to the date of issue of these financial statements, which could effect the values stated in the financial statements.

d) Capital Expenditure Contract:
There is no capital expenditure contract has been made during the year.

e) Income Tax Assessment:
Income tax assessment of the company up to the Assessment year 2013-2014 has been Completed

f) WPPF: During the year the company is unable to start making provision for WPPF because of not yet forming Board for fund raise and utilization by the government. As per Sub-Section 3 of Section 232 of Bangladesh Lobour Act 2006 re-placed by the Act No 30, Section 63 of the year 2013, the Board consists of the owner of the 100% Export oriented industries and buyers. The board shall format the rules of determination of subscription, procedure of collection and utilization of the fund.

g) Contingent Liabilities & Capital Commitments:
There is no claim against the company not acknowledged debt and no un-availed credit facilities, other than those in the normal course of business, available to the company on December 31, 2014.

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
As as December 31, 2014

Annexure-A

Schedule of Property, Plant and Equipment

A. COST Schedule :

I T E M S	COST			Rate	DEPRECIATION			WDV at 31.12.2014
	Balance at 01.01.14	Addition	Total as at 31.12.14		Balance at 01.01.14	Charged during the year	Total as at 31.12.14	
Land & Land Development	120,099,276	-	120,099,276	0%	-	-	-	120,099,276
Building	290,619,013	98,592,759	389,211,772	5%	52,413,317	13,142,694	65,556,011	323,655,761
Plant & Machinery	1,220,580,265	333,003,824	1,553,584,089	10%	473,307,027	83,052,419	556,359,447	997,224,642
Furniture & Fixtures	5,255,251	353,750	5,609,001	10%	1,575,760	382,688.71	1,958,448	3,650,553
Office Equipment	9,962,734	396,735	10,359,469	15%	4,868,034	798,919.31	5,666,953	4,692,516
Electricity,Gas & Water Line Installation	10,951,662	-	10,951,662	10%	4,760,574	619,109	5,379,683	5,571,979
Electric Sub-Station	18,099,438	-	18,099,438	10%	7,703,704	1,039,573	8,743,277	9,356,161
Installation cost of machinery	6,324,391	-	6,324,391	10%	2,644,034	368,036	3,012,070	3,312,321
False ceiling & Cooling ducting	80,047,567	51,048,170	131,095,737	15%	28,233,500	9,686,416	37,919,916	93,175,821
Vehicles	21,764,378	4,375,437	26,139,815	20%	11,150,493	2,268,625	13,419,118	12,720,697
Sub - Total	**1,783,703,975**	**487,770,675**	**2,271,474,650**		**586,656,444**	**111,358,481**	**698,014,925**	**1,573,459,725**

B. REVALUATION Schedule :

I T E M S	COST			Rate	DEPRECIATION			WDV at 31.12.2014
	Balance at 01.01.14	Addition	Total as at 31.12.14		Balance at 01.01.14	Charged during the year	Total as at 31.12.14	
Land & Land Development	166,487,766	-	166,487,766	0%	-	-	-	166,487,766
Building	266,556,807	-	266,556,807	5%	46,073,769	11,024,152	57,097,921	209,458,886
Sub - Total	**433,044,573**	**-**	**433,044,573**		**46,073,769**	**11,024,152**	**57,097,921**	**375,946,652**
Grand Total	**2,216,748,548**	**487,770,675**	**2,704,519,223**		**632,730,213**	**122,382,633**	**755,112,846**	**1,949,406,377**

a. Depreciation of Operating Expenses	121,520,592
b. Depreciation of Administrative Expenses	862,040
	122,382,633

EVINCE TEXTILES LIMITED
Notes to the Financial Statement
As as December 31, 2014

Annexure-B

i)Opening Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	460,623	173,967,977
2	Sizing Chemical	Kg	59,259	8,213,266
3	ETP Chemical	Kg	160,467	3,610,509
4	Dyes Chemical	Kg	78,505	13,907,170
Total			**758,854**	**199,698,922**

ii) Opening Work in Process:

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Warping	Kg	191,279	28,048,789
2	Sizing	Kg	219,273	31,873,624
3	Dyeing	Kg	268,478	38,248,348
4	Weaving	Kg	195,598	29,323,734
Total			**874,628**	**127,494,495**

iii) Opening Finished Goods

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	100% Cotton Fabrics	Yds	847,046	**105,076,125**

iv) Purchase of Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	2,417,546	688,587,215
2	Sizing Chemical	Kg	57,007	7,946,717
3	ETP Chemical	Kg	213,255	4,840,889
4	Dyes Chemical	Kg	370,256	64,157,956
Total			**3,058,064**	**765,532,777**

v) Closing Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	555,764	158,298,321
2	Sizing Chemical	Kg	41,721	5,815,876
3	ETP Chemical	Kg	88,761	2,014,870
4	Dyes Chemical	Kg	14,898	2,581,480
Total			**701,144**	**168,710,547**

vi) Closing Work in Process:

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Warping	Kg	190,890	28,267,744
2	Sizing	Kg	219,801	32,122,436
3	Dyeing	Kg	268,358	38,546,924
4	Weaving	Kg	196,608	29,552,641
Total			**875,657**	**128,489,745**

vii) Closing Finished Goods

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	100% Cotton Fabrics	Yds	1,008,654	**109,085,892**

viii) Raw Materials Consumed

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	2,322,405	704,256,871
2	Sizing Chemical	Kg	74,545	10,344,107
3	ETP Chemical	Kg	284,961	6,436,528
4	Dyes Chemical	Kg	433,863	75,483,646
Total			**3,115,774**	**796,521,152**

AUDITORS' REPORT TO THE SHAREHOLDERS OF EVITEX FASHIONS LIMITED

We have audited the accompanying financial statements of Evitex Fashions Limited, which comprise the statement of financial position as at 31st December 2014, Statement of profit and loss and other Comprehensive Income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes and all related financial statements of Evitex Fashions Limited.

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 misstatements, 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 relevant 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, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements including financial statements, prepared in accordance with Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the Company's/group's affairs as at 31st 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.

We also report that:

a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;

b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of these books;

c) the statement of financial position (balance sheet) and Statement of profit and loss and other Comprehensive Income (profit and loss account) dealt with by the report are in agreement with the books of account and returns; and

d) the expenditures incurred were for the purposes of the Company's business.

Dhaka

Dated: 04.03.2015

Sd/-
Pinaki & Company
Chartered Accountants

EVITEX FASHIONS LIMITED

Statement of Financial Position
as at December 31, 2014

Particulars	Note	TAKA 2014	TAKA 2013
PROPERTY AND ASSETS			
NON-CURRENT ASSETS		**2,47,38,698**	**2,14,86,151**
Property, Plant & Equipment	04.00	2,47,38,698	2,14,86,151
CURRENT ASSETS		**26,41,88,941**	**27,44,17,699**
Fixed Deposit	05.00	3,48,27,330	2,98,03,075
Inventory	06.00	5,72,35,057	3,16,70,799
Accounts Receivable	07.00	8,02,03,822	3,63,18,359
Advance Deposit & Prepayments	08.00	8,91,11,601	16,83,70,566
Cash and Cash Equivalents	09.00	28,11,131	82,54,900
TOTAL ASSETS		**28,89,27,639**	**29,59,03,850**
SHAREHOLDERS' EQUITY AND LIABILITIES			
SHAREHOLDERS' EQUITY		**15,54,39,463**	**13,25,33,674**
Paid up Capital	10.00	8,80,00,000	8,80,00,000
Retained Earnings	11.00	6,74,39,463	4,45,33,674
CURRENT LIABILITIES		**13,34,88,175**	**16,33,70,176**
Short Term Borrowing	12.00	4,66,58,764	6,10,41,490
Accounts Payable	13.00	6,52,88,228	8,46,74,705
Liabilities for expenses	14.00	71,56,482	69,85,649
Current Tax Liability	22.01.A	1,43,84,702	1,06,68,331
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		**28,89,27,639**	**29,59,03,850**
Net Asset Value Per Share	15.00	**17.66**	**15.06**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Company Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

EVITEX FASHIONS LIMITED

Statement of profit and loss and other Comprehensive Income

for the year ended December 31, 2014

Particulars	Note	Taka 2014	Taka 2013
Turnover	16.00	**77,36,25,150**	**87,16,31,089**
Less: Cost of Goods Sold	17.00	71,57,99,519	80,41,63,865
Gross profit		**5,78,25,631**	**6,74,67,224**
Less: Office and Administrative Expenses	18.00	2,58,73,833	2,46,00,858
		3,19,51,798	**4,28,66,365**
Less: Selling & Distribution Expenses	19.00	22,84,471	20,55,080
Net Profit before financial Expenses		**2,96,67,327**	**4,08,11,285**
Less: Financial Expenses	20.00	60,85,136	28,14,025
Net Profit after financial Expenses		**2,35,82,191**	**3,79,97,260**
Add : Financial Income	21.00	30,39,968	27,10,975
Net Profit before Tax provision		**2,66,22,159**	**4,07,08,235**
Provision for Income Tax		**37,16,370**	**40,70,823**
Current Tax	22.01	37,16,370	40,70,823
Net Profit after Income Tax		**2,29,05,789**	**3,66,37,411**
Basic Earning Per Share	23.00	**2.60**	**4.16**

Signed as per annexed report on even date

Sd/- **Company Secretary**	**Sd/-** **Director**	**Sd/-** **Managing Director**	**Sd/-** **Pinaki & Company** Chartered Accountants

EVITEX FASHIONS LIMITED

Statement of Cash Flows

for the year ended December 31, 2014

Particulars	Note	Taka 2014	Taka 2013
Cash flow from Operating Activities			
Cash received from customers	24.00	72,97,39,687	92,49,19,226
Cash paid to suppliers and employees	25.00	(70,61,66,562)	(92,18,07,123)
Interest Income		30,39,968	27,10,975
Net cash provided by Operating Activities		**2,66,13,093**	**58,23,076**
Cash flow from Investing Activities			
Addition to fixed Assets		(65,64,745)	(2,55,440)
Capital work-in-progress		-	3,67,458
Fixed Deposit		(50,24,255)	(1,22,39,877)
Net Cash provided by Investing Activities		**(1,15,89,000)**	**(1,21,27,859)**
Cash flow from Financing Activities			
Short Term Loan		(1,43,82,726)	1,55,02,161
Financial Expenses		(60,85,136)	(28,14,025)
Net cash provided by Financing Activities		**(2,04,67,862)**	**1,26,88,136**
Increase/(decrease) in Cash and Bank Balances		**(54,43,769)**	**63,83,353**
Cash and Cash Equivalents on Opening		**82,54,900**	**18,71,547**
Cash and Cash Equivalents on Closing		**28,11,131**	**82,54,900**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Company Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVITEX FASHIONS LIMITED

Statement of Changes in Equity
for the year ended December 31, 2014

Amount in Taka

Particulars	Share Capital	Tax Holiday Reserve	Retained Earnings	Total
Balance as at January 01, 2014	8,80,00,000	-	4,45,33,674	13,25,33,674
Net Profit for the year	-	-	2,29,05,789	2,29,05,789
Balance as at December 31, 2014	**8,80,00,000**	**-**	**6,74,39,463**	**15,54,39,463**

Statement of Changes in Equity
for the year ended December 31, 2013

Amount in Taka

Particulars	Share Capital	Tax Holiday Reserve	Retained Earnings	Total
Balance as at January 01, 2013	5,00,000	76,75,435	8,77,20,828	9,58,96,263
Net Profit for the year	-	-	3,66,37,411	3,66,37,411
Tax Holiday Reserve Transfer to Retained Earnings		(76,75,435)	76,75,435	-
Issue of Bonus Share	8,75,00,000		(8,75,00,000)	-
Balance as at December 31, 2013	**8,80,00,000**	**-**	**4,45,33,674**	**13,25,33,674**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Company Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2014

1.0 Reporting Entity:

Evitex Fashions Limited was incorporated as a Private Limited Company on 11th April 2004 under the Companies Act 1994 and the company commenced its commercial production on May 15, 2005. Registered office of the company is at Plot No. 33, Sector-7, Mirpur, Dhaka-1216 while Factory is situated at Vill./Mouza: Shirir Chala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur. The principal activity of the company is 100% export oriented Readymade Garments.

The Company was established with an Authorised Capital of Tk. 100,000,000/- and Paid-up Capital of Tk. 200,000/-. The Paid-up capital of the company was subsequently raised to Tk. 88,000,000/- . The Shares of the company has been denominated from Tk. 100/- to Tk. 10/- per share as at April 21, 2013.

1.1 Nature of Business:

The main activities of the company is concentrated in 100% export oriented Readymade Garments.

1.2 Share Capital :

Particulars	December 31, 2014	December 31, 2013
Authorized Capital: 1,00,00,000 ordinary shares of Tk. 10 each	100,000,000	100,000,000
Issued, Subscribed and fully paid up: 88,00,000 ordinary shares of Tk. 10 each	88,000,000	88,000,000

2.0 Basis of Preparation:

2.1 Statements Compliance:

The financial statements have been prepared in accordance with the applicable Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) based on International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs).

2.2 Reporting Period:

Financial statements of the company cover from 01-01-2014 to 31-12-2014.

2.3 Date of Authorization:

The Board of Directors of Evitex Fashions Limited approved this Financial Statements on 22-02-2015

2.4 Reporting Currency and Level of Precision:

Currency of Reporting:

The figure in the financial statements represent Bangladesh Currency (Taka), which have been rounded off to the nearest Taka except where indicates otherwise.

Foreign Currency Transactions

Foreign Currency Transactions in foreign currencies are converted into equivalent taka applying the ruling rate at the date of such transactions as per BAS-21 “The Effects of Changes in Foreign Exchange Rates”.

1.5 Comparative Information:

Comparative information have been disclosed in respect of the previous year for all numerical information in the financial statements including narrative and descriptive information when it is relevant for understanding of the current year's financial statements.
Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per BAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors".

Comparative information has been provided in accordance with BAS-34 Statement of Financial Position, Statement of profit and loss and other Comprehensive Income, statement of changes in equity and statement of cash flows.

3.0 Significant Accounts Polices:

3.1 Principal Accounting Policies:

Specific accounting policies were selected and applied by the company's management for significant transactions and events that have a material effect within the framework of BAS-1 "Preparation of Financial Statement" in preparation and presentation financial statements. The previous period's figures were presented according to the same accounting principles.

3.2 Application of Bangladesh Accounting Standards (BASs):

The financial statements have been prepared in compliance with requirement of BAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following BASs are applicable for the financial statements for the period under review:

BAS – 01	Presentation of Financial Statement
BAS – 02	Inventories
BAS – 07	Statement of Cash Flows
BAS – 08	Accounting Policies, Changes in Accounting Estimates and Errors
BAS – 10	Events after the Reporting Period
BAS – 12	Income Taxes
BAS – 16	Property, Plant & Equipment
BAS – 17	Leases
BAS – 18	Revenue
BAS – 23	Borrowing Costs
BAS – 24	Related Party Disclosures
BAS – 33	Earnings per share
BAS – 37	Provision, Contingent Liabilities and Contingent Assets
BAS – 39	Financial Instruments Recognition and Measurement

3.3 Statement of Cash flows:

Statement of Cash Flow is prepared in Accordance with BAS-7 "Statement of Cash Flows" and the Securities and Exchange Rules, 1987 and the cash flow from the operation activities are shown under the direct method as prescribed.

3.4 Recognition of Property, Plant & Equipment and Depreciation:

Property, Plant & Equipment is stated at cost less depreciation in accordance with BAS-16 "Property, Plant and Equipment". Cost represents cost of acquisition or construction and include purchase price and other directly attributable cost of bringing the assets to working conditions for its intended use.

Depreciation on all other fixed assets is computed using the reducing balance method in amount sufficient to write-off depreciable assets over their estimated useful life. Depreciation on addition is charged when the asset is ready for use. Expenditure for maintenance and repairs are expenses, major replacements, renewals and betterment are capitalized. The cost and accumulated depreciation of depreciable assets retired or otherwise disposed off are eliminated from the assets and accumulated depreciation and any gain or loss on such disposal is reflected in operations for period.

The depreciation rate in this period is as under:

Sl.	Category of Property, Plant & Equipment Rate	Rate
Factory/Manufacturing:-		
1.	Machinery	15%
2.	Electrical Installation	15%
3.	Fire Fighting Equipment	15%
4.	Factory Renovation	5%
5.	Furniture's & Fixtures	10%
Administrative/Non Manufacturing:-		
5.	Software Installation *	15%
6.	Office Equipment	15%
7.	Motor Vehicles	15%

* Written down value of Software Installation is written off during this year as per management decision.

3.5 Impairment:

In accordance with the provision of BAS 36, the carrying amount of non-financial assets other than inventories of the company involved in the manufacturing of the products. If any such indication exists, then the asset's recoverable amount is estimated and impairment losses are recognized in the statement of comprehensive income. No such indication of impairment has been observed till the end of the year.

3.6 Inventories:

Inventories comprise of Raw Materials, Work-in Process and Finished Goods. They are stated at the lower of cost or net realizable value in accordance with the Para of 21 & 25 of BAS-2 "Inventories" after making due allowance for any obsolete or slow moving item. The cost of inventories is assigned by using weighted average cost. Quantity wise Schedule of inventory as per requirement of companies act 1994 is detailed in Annexure-B.

3.7 Advance, Deposit and Prepayment:

Evitex Fashions Limited has been incurred some expenses as Advance, Deposit and Prepayment that are shown in the notes to Financial Statements in details.

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2014

3.8 Accounts Receivable:

These are carried forward at their original invoiced value amount and represents net realizable value. Management considered the entire bills receivable as good and is collectable and therefore, no amount was provided for as bad debt in the current year's account.

3.9 Cash and Cash Equivalents:

According to BAS-7 'Statement of Cash Flows' cash comprises of cash-in-hand and demand deposits. BAS-1 'Presentation of Financial Statements' provides that cash and cash equivalents are not restricted in use. Considering the provisions of BAS-7 and BAS-1, Cash in hand and Bank Balances have been considered as cash and cash equivalents.

3.10 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.

3.11 Income Tax:

Current Tax

Provision for current income tax has been made at the rate of 10% as prescribed in the finance act (Gm, Avi, I bs 205-AvBb-AvqKi/2005, ZvwiL: 06.07.2005, Gm, Avi, I bs 265-AvBb-AvqKi/2010 ZvwiL: ০১.০৪.২০১০ Ges Gm, Avi, I bs 217-AvBb-AvqKi/2012 ZvwiL: ২৭.০৬.২০১২) on the accounting profit made by the company making some adjustment with the profit as per ITO 1984 in compliance with BAS-12 "Income Taxes".

3.12 Compliance with Local Laws:

The financial statements have been prepared in compliance with requirements of the Companies Act 1994, The Securities and Exchange Rule, 1987 and other relevant local laws and rules.

3.13 Revenue Recognition:

Revenue from the sales is measured at the fair value of the consideration received or receivable. The company recognizes revenue when risk and rewards associated with ownership has been transferred to buyer, which satisfied all the condition for the revenue recognition as provided in BAS-18 'Revenue Recognition'.

Sales revenue is recognized when transactions related to sales are completed and the sales invoices are issued in favor of the buyers.

3.14 VAT:

The Company's traded income is 100% export oriented so its income is not subject to VAT.

3.15 Components of the Financial Statements:

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

i. Statement of Financial Position as at December 31, 2014.
ii. Statement of profit and loss and other Comprehensive Income for the year ended December 31, 2014.
iii. Statement of Cash flows for the year ended December 31, 2014.
iv. Statement of Changes in Equity for the year ended December 31, 2014.
v. Accounting Policies and Explanatory Notes for the year ended December 31, 2014.

3.16 Earnings per Share:

Earning per share (EPS) is calculated in accordance with the Bangladesh Accounting Standard BAS-33 and weighted average number of share has been used as the denominator and details are shown in the Notes to the Financial Statement.

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

Weighted average number of ordinary shares outstanding during the year:
This represents the number of ordinary shares outstanding at the beginning of the year plus the number of shares issued during the year multiplied by a time-weighted factor is the number of months the specific shares is outstanding as a proportion of the total number of months in the year.

3.17 Responsibility for Preparation and Presentation of Financial Statements:
The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of 'The Framework for the Preparation and Presentation of Financial Statements' issued by the International Accounting Standards Board (IASB).

3.18 Going Concern:
The financial statements are normally prepared on the assumption that an enterprise is a going concern and will continue in operation for the foreseeable future. Hence it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

3.19 Employees Benefits:
Evitex Fashions Limited offers a number of benefits which include Short term employee benefits like Salaries, Wages, sick leave and bonus. On monetary benefits like Medical care, Car Facilities.

3.20 Events after the Reporting Period:
As per BAS-10 "Event after the Reporting Period" are those event favorable and unfavorable that occur between the end of the reporting year and the date when the financial statement are authorized for issue. Two types of event can be indentified:

Those are provide evidence of conditions that existed at the end of the reporting year (adjusting events after Reporting date); and

Those are indicative of conditions that arose after the reporting year (Non-adjusting events after reporting date).

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2014

3.21 Financial Instruments:

Derivative:

According to BFRS-7 "Financial Instruments Disclosers", the company was not a party to any derivative contract (financial instruments) at the financial statement date, such as forward exchange contract, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

Non-Derivative:

Non-derivative financial instruments comprise of accounts and other receivable, borrowings and other payables and are shown at transaction cost as per BAS 39 "Financial Instruments Recognition and Measurement".

EVITEX FASHIONS LIMITED

Notes to the Financial Statements

as at December 31, 2014

No.	Particulars	Note/Annex	Taka 2014	Taka 2013
04.00	**Property, Plant & Equipment:**		**24,738,698**	**21,486,151**
	Factory/Manufacturing:-			
	Machinery		13,021,172	15,087,635
	Electrical Installation		2,006,187	1,779,043
	Fire Fighting Equipment		457,043	466,839
	BMRE		5,678,072	-
	Furnitures & Fixtures		1,103,020	1,225,578
	Administrative/Non Manufacturing:-		-	-
	Software Installation		-	17,405
	Office Equipment		393,799	463,293
	Motor vehicles		2,079,404	2,446,358
04.01	**Movement of PPE**			
	Opening Balance		21,486,151	**24,897,204**
	Add: Addition during the year		6,564,745	255,440
	Closing Balance		**28,050,896**	**25,152,644**
	Less: Depreciation charged during the year		3,312,198	3,666,493
	Written Down Value (WDV)		**24,738,698**	**21,486,151**
	For Details please refer to Annexure-'A' (PPE Schedule)			
05.00	**Fixed Deposit**			
	Opening Balance		**29,803,075**	**17,563,198**
	Add: Addition during the year		12,139,968	12,239,877
			41,943,043	**29,803,075**
	Less: Withdrawn during the year		7,115,713	-
	Closing Balance		**34,827,330**	**29,803,075**
	The entire FDR deposited in Prime Bank Ltd, Motijheel Branch.			
06.00	**Inventory**		**57,235,057**	**31,670,799**
	Fabrices	17.01.03	39,870,054	18,178,271
	Accessories	17.01.03	12,590,543	5,654,973
	WIP	17.00	1,748,650	2,743,144
	Finished Goods	17.00	3,025,810	5,094,411
07.00	**Accounts Receivable**		**80,203,822**	**36,318,359**
	Opening Balance		**36,318,359**	**89,606,496**
	Add: Sales during the year		773,625,150	871,631,089
	Available for Received		**809,943,509**	**961,237,585**
	Less: Realized during the year		729,739,687	924,919,226
07.01	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Matuarity Less than 6 months		**80,203,822**	**36,318,359**
	Matuarity more than 6 months		Nil	Nil
			80,203,822	**36,318,359**
	Debts considered Goods and Secured		80,203,822	36,318,359
	Debts considered Goods without security		-	-
	Debts considered doubtful and bad		-	-
	Debts due by directors or other officers & staffs		-	-
	Debts due from companies under same management		-	-
	Maximum debt due ny directors or officers & staffs at any time		-	-
08.00	**Advance Deposit & Prepayments**		**89,111,601**	**168,370,566**
	Advance Income Tax	08.01	21,838,163	19,570,481
	Reserve Margin		2,503,000	2,691,000
	Reserve for BTB LC payment		64,770,438	146,109,085

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2014

No.	Particulars	Note/Annex	Taka 2014	Taka 2013
08.01	**Advance Income Tax**		**21,838,163**	**19,570,481**
	Opening Balance		19,570,481	12,326,455
	Add: during the year	08.01.A	3,956,327	7,244,026
	Less: Adjustment for the assessment year 2011-2012		(1,688,645)	
08.01.A	**AIT during the year**		**3,956,327**	**7,244,026**
	TDS on Export		3,648,036	6,972,928
	TDS on FDR		308,291	271,098
08.02	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Advance exceeding 6 months		21,838,163	19,570,481
	Advance not exceeding 6 months		67,273,438	148,800,085
			89,111,601	**168,370,566**
	Advance, deposit & prepayments considered goods with secured		-	
	Advance, deposit & prepayments considered goods without security			
	Advance, deposit & prepayments considered doubtful & bad			
	Advance, deposit & prepayments due by directors or other officers and staffs			
	Advance, deposit & prepayments due from companies under same management			
	Maximum Advance due by directors or officers & staffs at any time			
09.00	**Cash and Cash Equivalents**		**2,811,131**	**8,254,900**
	Cash in hand		852,580	45
	Cash at bank	09.01	1,958,551	8,254,855
09.01	**Cash at Bank**		**1,958,551**	**8,254,855**
	Prime Bank CD A/C		17,463	3,147,405
	Prime Bank STD A/C		281	1,636,846
	Prime Bank ERQ A/C		1,859,714	3,410,802
	SCBL Bank		-	59,802
	Brac Bank		81,093	-
10.00	**Share Capital**			
	Authorized Capital			
	10,000,000 Ordinary Shares of Tk 10/- each		**100,000,000**	**100,000,000**
	Paid up capital	10.01	**88,000,000**	**88,000,000**
	8,800,000 shares @ Tk. 10/- each			
10.01	**Breakup of above paid up capital:**		**88,000,000**	**88,000,000**
	Opening balance		88,000,000	500,000
	Add: Issue of Bonus Share		-	87,500,000
	Face Value per share		Tk. 10/-	Tk. 10/-

10.02 **Share holdings Position**

Particulars of Shareholders and their share holding position is as under:

Name of Share holders	Number of Shares 2014	Number of Shares 2013	%	Amount in BDT 2014	Amount in BDT 2013
Anwar-ul Alam Chowdhury	88,000	88,000	1.00%	880,000	880,000
Shabnam Shehnaz Chowdhury	88,000	88,000	1.00%	880,000	880,000
Abu Kawser Majumder	99,000	99,000	1.13%	990,000	990,000
A.K. Gouhor Rabbani	99,000	99,000	1.13%	990,000	990,000
Md. Akhter Shahid	66,000	66,000	0.75%	660,000	660,000
Evince Textiles Limited	8,360,000	8,360,000	95.00%	83,600,000	83,600,000
Total	**8,800,000**	**8,800,000**	**100%**	**88,000,000**	**88,000,000**
Face Value Per share	Tk. 10/-	Tk. 10/-			

EVITEX FASHIONS LIMITED

Notes to the Financial Statements

as at December 31, 2014

No.	Particulars	Note/Annex	Taka 2014	Taka 2013
10.03	**Classification of shares by holding:**			

Slabs by number of shares	Number of Sharesholder 2014	Number of Sharesholder 2013	Amount in BDT 2014	Amount in BDT 2013
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	5	5	4,400,000	4,400,000
From 100,001 to 1,000,000				
Above 1,000,000	1	1	83,600,000	83,600,000
Total	**6**	**6**	**88,000,000**	**88,000,000**

No.	Particulars	Note/Annex	2014	2013
11.00	**Retained Earnings**		**67,439,463**	**44,533,674**
	Opening Balance		44,533,674	87,720,828
	Less: Dividend Paid (Issue of Bonus Share)		-	(87,500,000)
			44,533,674	**220,828**
	Add: Current Year Profit after Tax		22,905,789	36,637,411
	Add: Transfer from Tax Holiday Reserve		-	7,675,435
12.00	**Details of Short Term Borrowing**		**46,658,764**	**61,041,490**
	SOD A/C (Prime Bank) FD		13,985,477	15,816,104
	Packing Credit		24,323,300	25,020,683
	SOD A/C (Prime Bank)		-	4,427,929
	SOD A/C (Prime Bank)		-	8,300,213
	SOD-General		8,349,987	
	FDBP	12.01	-	7,476,561
12.01	**FDBP**		**-**	**7,476,561**
	Sl / **FDBP No**			
	1 / 1760/13		-	4,983,569
	2 / 1801/13		-	2,492,992
13.00	**Accounts Payable**		**65,288,228**	**84,674,705**
	Payable for Raw Material		44,124,075	25,225,024
	Payable for Accessories		19,470,045	59,100,904
	Payable for Packing Material		1,694,108	348,777
14.00	**Liabilities for Expenses**		**7,156,482**	**6,985,649**
	Wages & Overtime		5,269,836	5,335,630
	Factory Salaries		951,714	808,045
	Salary & Allowances		784,880	685,982
	Director Remenuration		100,000	100,000
	Audit fees & VAT		46,000	46,000
	Electicity Bill		4,052	9,992

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2014

No.	Particulars	Note/Annex	Taka 2014	Taka 2013
15.00	**Net Asset Value Per Share**		**17.66**	**15.06**
	Shareholders' Equity		155,439,463	132,533,674
	Outstanding Number of Shares	15.01	8,800,000	8,800,000
	Face Value per Share		Tk. 10/-	Tk. 10/-
15.01	**Outstanding Number of Shares:**		**8,800,000**	**8,800,000**
	Opening Balance		8,800,000	50,000
	Add: Issue of Bonus Share		-	8,750,000
	Face Value per Share		Tk. 10/-	Tk. 10/-

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2014

No.	Particulars	Note/Annex	Taka 2014	Taka 2013
16.00	**Turnover**		**773,625,150**	**871,631,089**
	Export		769,144,152	867,362,188
	Foreign Exchange Gain/(Loss)		4,480,998	4,268,901
16.01	**Export Quantity:**		Pcs	Pcs
	Export		1,933,628	2,321,750
17.00	**Cost of Goods Sold**		**715,799,519**	**804,163,865**
	Raw Material consumed	17.01	601,349,240	693,877,324
	Factory Overhead	17.02	111,387,184	110,558,733
			712,736,424	**804,436,057**
	Add: Opening Work-in -Process		2,743,144	2,647,877
			715,479,568	**807,083,934**
	Less: Closing Work-in -Process		1,748,650	2,743,144
	Cost of Production		**713,730,918**	**804,340,790**
	Add: Opening Stock of Finished Goods		5,094,411	4,917,486
			718,825,329	**809,258,276**
	Less: Closing Sotck of Finished Goods		3,025,810	5,094,411
17.01	**Raw Material Consumed**		**601,349,240**	**693,877,324**
	Opening Stock of Raw Materials	17.01.01	23,833,244	23,571,281
	Add: Purchase during the year	17.01.02	629,976,593	694,139,287
			653,809,837	**717,710,568**
	Less : Closing Stock of Raw Materials	17.01.03	52,460,597	23,833,244
17.01.01	**Opening Stock of Raw Materials**		**23,833,244**	**23,571,281**
	Fabrices		18,178,271	17,975,613
	Accessories		5,654,973	5,595,668
17.01.02	**Purchase of Raw Materials**		**629,976,593**	**694,139,287**
	Fabrices		479,161,251	485,897,501
	Accessories		150,815,342	208,241,786
17.01.03	**Closing Stock Of Raw Materials**		**52,460,597**	**23,833,244**
	Fabrices		39,870,054	18,178,271
	Accessories		12,590,543	5,654,973
17.02	**Factory Overhead**		**111,387,184**	**110,558,733**
	Wages, Overtime, Bonus & Allowance		90,796,844	89,996,906
	Factory Staff Salary & Allowance		10,145,477	9,995,544
	Workers & Employee Welfare		599,869	569,751
	Medical Expenses		145,260	136,967
	Travelling & Conveyace		665,890	626,205
	Machinery Repair & Maintenance		107,889	145,042
	Spare parts for Machinery		912,879	667,065
	Electrical Maintenance-Electric Equipment		62,667	57,823
	Spare parts for Electric Equipment		365,980	231,293
	Loading & Unloading Charges		298,754	205,875
	Power/Fuel/Electricity		81,672	461,006

EVITEX FASHIONS LIMITED

Notes to the Financial Statements

as at December 31, 2014

No.	Particulars	Note/Annex	Taka 2014	Taka 2013
	Factory Maintenance-Workshop Bill		78,578	38,061
	Spare parts for Factory Maintenance		265,876	206,235
	Factory Rent		1,440,000	1,440,000
	Air Freight Charges		1,901,003	1,861,806
	Workers Allowance		660,200	769,200
	Depreciation	Annex-A	2,858,346	3,149,954
18.00	**Administrative Expenses:**		**25,873,833**	**24,600,858**
	Salary & Allowances		7,343,576	6,993,882
	Director Remuniration		1,200,000	1,200,000
	Conveyance		135,897	112,110
	Entertainment		230,851	229,187
	Stationary		224,541	223,804
	Postage & Stamps		35,890	32,498
	Papers & Periodicals		4,589	3,195
	Fuel & Lubricants (Vehicles)		65,154	60,516
	Renewal & Registration		398,790	386,582
	Telephone ,Fax,Mobile & Internet		80,958	48,240
	Repairs & maintenance - workshop bill		18,889	3,000
	Courier Charges		1,257,268	1,246,314
	Insurance Premium		1,802,580	1,759,438
	Miscellaneous Expenses		-	432,721
	Travelling Exp.		3,627,585	3,449,675
	Bank Charges		8,947,412	7,489,699
	Audit Fees & VAT		46,000	46,000
	Preliminery Expenses Written Off		-	367,458
	Depreciation	Annex-A	453,853	516,539
19.00	**Selling & Distribution Expenses**		**2,284,471**	**2,055,080**
	C & F Expenses		1,739,701	1,563,432
	Sample Expenses		422,189	380,750
	Testing Expenses		122,581	110,898
20.00	**Financial Expenses**		**6,085,136**	**2,814,025**
	Interest Expenses		6,085,136	2,814,025
21.00	**Financial Income**		**3,039,968**	**2,710,975**
	Interest Income from FDR		3,039,968	2,710,975
22.00	**Provision for Tax**			
22.01	**Current Tax**			
	i. Net Profit Before Tax		23,582,191	37,997,260
	Add. Depreciation as per Accounting Base		-	-
	Less. Depreciation as per Tax base		-	-
	Taxable Income for calculation of Tax		**23,582,191**	**37,997,260**
	Tax Rate @		10%	10%
	Tax on business Income		2,358,219	3,799,726
	Adjust: Under provision in IY 2010		218,163	-
			2,576,382	**3,799,726**

	ii. Other Income (Interest on FDR)		30,39,968	27,10,975
	Tax Rate @		37.5%	
	Tax on Other Income / TDS		11,39,988	2,71,098
	Current Tax for the year -			
	Tax on business Income		25,76,382	37,99,726
	Tax on Other Income		11,39,988	2,71,098
			37,16,370	**40,70,823**
22.01.A	**Net Current Tax Liability**		**1,43,84,702**	**1,06,68,331**
	Opening Net Balance for Current Tax		1,06,68,331	65,97,508
	Add: Current Tax for the year	22.01	37,16,370	40,70,823
23.00	**Earnings Per Share**		**2.60**	**4.16**
	Net Profit from Core Business		2,29,05,789	3,66,37,411
	Outstanding Number of Shares		88,00,000	88,00,000
	Share Value		Tk. 10/-	Tk. 10/-
23.01	**Weighted Average Number of Shares**			
	Number of Shares		**88,00,000**	**88,00,000**
	Share Value		Tk. 10/-	Tk. 10/-
24.00	**Cash received from customer**		**72,97,39,687**	**92,49,19,226**
	Export		77,36,25,150	87,16,31,089
	Add : Opening Balance of Accounts Receivable		3,63,18,359	8,96,06,496
	Cash available for collection		**80,99,43,509**	**96,12,37,585**
	Less : Closing Balance of Accounts Receivable		8,02,03,822	3,63,18,359
25.00	**Cash paid to suppliers , Employees & others**		**(70,61,66,562)**	**(92,18,07,123)**
	Purchase		(62,99,76,593)	(69,41,39,287)
	Accounts payable		(1,93,86,477)	(4,93,56,023)
	Liability for Expenses		1,70,833	24,22,457
	Factory Expenses		(11,13,87,184)	(11,05,58,733)
	Administrative Expenses		(2,58,73,833)	(2,46,00,858)
	Add. Depreciation		33,12,198	36,66,493
	Selling and distribution Expenses		(22,84,471)	(20,55,080)
	Advance, Deposit and Prepayment		7,92,58,965	(4,71,86,092)

26.00 Related party Desclosure

The Details of related party transactions during the year alongwith the ralationship is illustrated below in accordance of BAS-24

Particulars			**Jan-Dec 2014**	**Jan-Dec 2013**
Name of the Party	**Relationship with the company**	**Nature of Transaction**	**Transacted Amount**	**Transacted Amount**
Mr. Anwar-ul Alam Chowdhury	Managing	Remuneration	12,00,000	12,00,000
Evince Textiles Limited	Parents	Factory Rent	14,40,000	14,40,000
Total			**26,40,000**	**26,40,000**

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2014

No.	Particulars	Note/Annex	Taka 2014	Taka 2013

27.00 Disclosure of Managerial Remuneration

27.01 The total amount of remuneratin paid to the top Five salaried officers of the company in the accounting year is as follows:

Sl No	Name	Designation	Jan-Dec 2014	Jan-Dec 2013
1	Mr. Anwar-ul Alam Chowdhury	Managing Director	1,200,000	1,200,000
2	Mr. Badrul Alam Chowdhury	Executive Director	3,000,000	2,700,000
3	Mr. Protul Kumar Saha	P.C.O	564,000	504,000
4	Mr. Joynal Abedin	Prod. Manager	528,000	456,000
5	Mr. Forhad Ali	Manager- Accounts	-	426,000
6	Mr. Jahangir Alam	Quality Manager	396,000	-
	Total		**5,688,000**	**5,286,000**

27.02 Aggregated amount of remuneration paid to all Directors and Officers during the accounting year is as follo

Sl no	Particulars	Nature of Payment	Jan-Dec 2014	Jan-Dec 2013
1	Directors	Board Meeting Fees	Nil	Nil
2	Directors	Remuneration	1,200,000	1,200,000
3	Officers and Executives	alary and Other Allowance	7,343,576	6,993,882
		Total	**8,543,576**	**8,193,882**

28.00 General

a) Audit Fee: Audit fee of Tk. 46,000 Represents only the audit fees & VAT thereon.

b) No of Employees

Salary Range (Monthly)	Officers & Staffs Head Office	Officers & Staffs Factory	Worker	Total
Not Less Than Tk. 5300	35	59	643	**737**
Less Than Tk. 5300	-	-	-	-
Total	**35**	**59**	**643**	**737**

c) Events after the reporting period: No material events had occurred after the reporting period to the date of issue of these financial statements, which could effect the values stated in the financial

d) Income Tax Assessment: Income tax assessment of the company up to the Assessment year 2010-2011 has been Completed

e) WPPF: During the year the company is unable to start making provision for WPPF because of not yet forming Board for fund raise and utilization by the government. As per Sub-Section 3 of Section 232 of Bangladesh Lobour Act 2006 re-placed by the Act No 30, Section 63 of the year 2013, the Board consists of the owner of the 100% Export oriented industries and buyers. The board shall format the rules of determination of subscription, procedure of collection and utilization of fund.

f) Contingent Liabilities & Capital Commitments:

There is no claim against the company not acknowledged debt and no un-availed credit facilities, other than those in the normal course of business, available to the company on December 31, 2014.

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Continuation Sheet ....

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at Decembet 31, 2014

Annexure-A

Taka

Particulars	COST			Rate	DEPRECIATION			W.D.V.
	Opening Balances as at 01-01-14	Addition during the year	Total as at 31-12-14		Opening Balances as at 01-01-14	Depreciation for the year	Total as at 31-12-14	as at 31-12-14
Factory/Manufacturing:-								
Machinery	1,94,77,390	2,07,034	1,96,84,424	15%	43,89,755	22,73,497	66,63,252	1,30,21,172
Electrical Equipment	21,47,500	5,20,000	26,67,500	15%	3,68,457	2,92,856	6,61,313	20,06,187
Fire Fighting Equipment	5,71,089	63,400	6,34,489	15%	1,04,250	73,196	1,77,446	4,57,043
BMRE	-	57,74,311	57,74,311	5%	-	96,239	96,239	56,78,072
Furnitures & Fixtures	14,93,819	-	14,93,819	10%	2,68,241	1,22,558	3,90,799	11,03,020
Sub Total	**2,36,89,798**	**65,64,745**	**3,02,54,543**		**51,30,703**	**28,58,346**	**79,89,049**	**2,22,65,494**
Administrative/Non Manufacturing:-								
Software Installation	24,091	-	24,091	-	6,686	17,405	24,091	-
Office Equipment	5,66,575	-	5,66,575	15%	1,03,282	69,494	1,72,776	3,93,799
Motor vehicles	29,12,139	-	29,12,139	15%	4,65,781	3,66,954	8,32,735	20,79,404
Sub Total	**35,02,805**	**-**	**35,02,805**		**5,75,749**	**4,53,853**	**10,29,602**	**24,73,203**
Total	**2,71,92,603**	**65,64,745**	**3,37,57,348**		**57,06,452**	**33,12,198**	**90,18,650**	**2,47,38,698**

EVITEX FASHIONS LTD

Notes to the Financial Statements

as at December 31, 2014

Annexure - B

i) Opening Raw Materials

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Fabrics	Yds	1,50,233	121	1 ,81 ,78 ,271
2	Accesssories	Variouse Item			56 ,54 ,973
	Total				**2,38,33,244**

ii) Opening Work in Process& Finished goods :

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Shirts (WIP)	Pcs	11 ,460	239	27 ,43 ,144
2	Shirts (Finished Goods)	Pcs	14 ,781	345	50 ,94 ,411
	Total				**78,37,555**

iii) Purchase :

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Fabrics	Yds	40,95,395	117	47,91,61,251
2	Accessories	Variouse Item			15,08,15,342
	Total				**62,99,76,593**

i) Closing Raw Materials

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Fabrics	Yds	3,40,770	117	3 ,98 ,70 ,054
2	Accessories	Variouse Item			1 ,25 ,90 ,543
	Total				**5,24,60,597**

ii) Closing Work in Process & Finished goods :

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Shirts (WIP)	Pcs	7 ,286	240	17 ,48 ,650
2	Shirts (Finished Goods)	Pcs	8 ,223	368	30,25,810
	Total				**30,25,809**

iii) Raw Materials Consumed

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Fabrics	Yds	39 ,04 ,859	117	45 ,74 ,69 ,468
2	Accessories	Variouse Item			14 ,38 ,79 ,772
	Total				**60,13,49,240**

(C) Auditors' Certificate regarding statement of Ratio Analysis

EVINCE TEXTILES LIMITED

Statement of Ratio Analysis

for the year ended December 31, 2015, 2014 & 2013 (Consolidated), 2015, 2014, 2013, 2012 & 2011 respectively

Particulars	31.12.2015 Consolidated	31.12.2015	31.12.2014 Consolidated	31.12.2014	31.12.2013 Consolidated	31.12.2013	31.12.2012	31.12.2011
	Ratio	Ratio	Ratio	Ratio	Ratio	Ratio	Ratio	Ratio
Liquidity Ratio								
1. Current Ratio	1.59	1.50	0.97	0.86	0.81	0.71	0.87	0.75
2. Quick Ratio	0.83	0.78	0.53	0.49	0.34	0.33	0.44	0.40
3. Time Interest Earned Ratio	2.12	1.95	2.07	1.95	1.76	1.56	1.16	1.38
4. Debt Equity Ratio	1.07	1.06	1.00	0.96	2.23	2.15	3.24	4.64
Operating Ratio								
1. A/C Receivable Turnover Ratio	2.91	2.39	4.13	3.08	2.86	2.96	2.77	2.56
2. Inventory Turnover Ratio	3.12	2.49	4.03	2.76	2.48	2.57	2.77	4.34
3. Asset Turnover Ratio	0.56	0.43	0.71	0.51	0.52	0.57	0.54	0.60
Profitability Ratio								
1. Gross Margin Ratio	21.61%	26.11%	20.00%	26.11%	26.12%	26.12%	25.98%	25.11%
2. Operating Income Ratio	17.00%	21.14%	15.65%	21.40%	21.88%	21.88%	21.49%	21.25%
3. Net Income Ratio	7.90%	9.39%	7.07%	9.17%	9.79%	7.00%	2.55%	4.95%
4. Return on Assets Ratio	5.18%	4.48%	5.80%	5.32%	5.59%	4.46%	1.64%	3.54%
5. Return on Equity Ratio	9.24%	8.36%	10.09%	9.12%	16.57%	12.44%	5.88%	16.90%
6. Earning per Share	1.62	1.40	1.88	1.64	4.16	2.98	3.46	6.72
7. EBITDA Margin	0.24	0.31	0.21	0.29	0.30	0.30	0.29	0.29
Coverage Ratio								
1. Debt to Total Asset Ratio	0.43	0.45	0.44	0.45	0.62	0.65	0.71	0.79
2. Debt Service Coverage Ratio	0.38	0.36	0.28	0.27	0.20	0.21	0.21	0.21
Cash Flow								
1. Net Operation Cash flow per share	0.93	0.52	3.24	3.04	6.96	6.96	5.91	8.93
2. Net operation cash flow per share/E	0.58	0.37	1.72	1.86	1.67	1.67	1.71	1.33

Date: April 04, 2016

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PINAKI & COMPANY

Chartered Accountants

Industry Average Ratios compare with Evince Textiles Limited

Particulars	31.12.2015 Consolidated		31.12.2015		31.12.2014 Consolidated		31.12.2014		31.12.2013 Consolidated		31.12.2013		31.12.2012		31.12.2011	
	ETL	Indus. Avg.	ETL	Indus. Avg.	ETL	Indus. Avg.	ETL	Indus. Avg.	ETL	Indus. Avg.	ETL	Indus. Avg.	ETL	Indus. Avg.	ETL	Indus. Avg.
Liquidity Ratio																
1. Current Ratio	1.59	1.27	1.35	1.27	0.97	1.49	0.86	1.49	0.81	0.98	0.71	0.98	0.87	0.97	0.75	0.86
2. Quick Ratio	0.83	0.54	0.70	0.54	0.53	0.68	0.49	0.68	0.34	0.54	0.33	0.54	0.44	0.54	0.40	0.27
3. Time Interest Earned Ratio	2.12	2.38	1.95	2.38	2.07	1.93	1.95	1.93	1.76	1.71	1.56	1.71	1.16	1.70	1.38	1.78
4. Debt Equity Ratio	1.06	0.76	0.93	0.76	1.00	0.70	0.96	0.70	2.23	2.55	2.15	2.55	3.24	0.64	4.64	1.12
Operating Ratio																
1. A/C Receivable Turnover Ratio	2.74	3.34	2.39	3.34	4.13	2.73	3.08	2.73	2.86	2.61	2.96	2.61	2.77	4.13	2.56	8.44
2. Inventory Turnover Ratio	3.12	2.26	2.49	2.26	4.03	2.21	2.76	2.21	2.48	2.52	2.57	2.52	2.77	2.54	4.34	2.76
3. Asset Turnover Ratio	0.56	0.72	0.43	0.72	0.71	0.80	0.51	0.80	0.52	0.76	0.57	0.76	0.54	0.74	0.60	0.68
Profitability Ratio																
1. Gross Margin Ratio	0.22	0.20	0.26	0.20	0.20	21.05%	26.11%	21.05%	26.12%	20.81%	26.12%	20.81%	25.98%	21.36%	25.11%	26.73%
2. Operating Income Ratio	17.00%	13.48%	21.14%	13.48%	15.65%	15.24%	21.40%	15.24%	21.88%	17.37%	21.88%	17.37%	21.49%	17.93%	21.25%	21.83%
3. Net Income Ratio	7.90%	6.61%	9.39%	6.61%	7.07%	6.31%	9.17%	6.31%	9.79%	6.07%	7.00%	6.07%	2.55%	6.72%	4.95%	8.16%
4. Return on Assets Ratio	5.18%	5.39%	4.48%	5.39%	5.80%	6.40%	5.32%	6.40%	5.59%	5.26%	4.46%	5.26%	1.64%	5.12%	3.54%	5.57%
5. Return on Equity Ratio	9.24%	8.35%	8.36%	8.35%	10.09%	8.57%	9.12%	8.57%	16.57%	16.31%	12.44%	16.31%	5.88%	18.97%	16.90%	21.78%
6. Earning per Share	1.62	1.77	1.40	1.77	1.88	2.23	1.64	2.23	4.16	3.27	2.98	3.27	3.46	3.47	6.72	3.88
7 EBITDA Margin	0.24	0.08	0.31	0.08	0.21	0.26	0.29	0.26	0.30	0.28	0.30	0.28	0.29	0.22	0.29	0.36
Coverage Ratio																
1. Debt to Total Asset Ratio	0.51	0.43	0.45	0.43	0.44	0.41	0.45	0.41	0.62	0.30	0.65	0.30	0.71	0.36	0.79	0.52
2. Debt Service Coverage Ratio	0.38	0.21	0.36	0.21	0.28	0.27	0.27	0.27	0.20	0.49	0.21	0.49	0.21	0.38	0.21	0.29
Cash Flow																
1. Net Operation Cash flow per share	0.93	3.48	0.52	3.48	3.24	4.01	3.04	4.01	6.96	4.79	6.96	4.79	5.91	(4.90)	8.93	4.91
2. Net operation cash flow per share/EPS	0.58	1.97	0.37	1.97	1.72	1.80	1.86	1.80	1.67	1.46	1.67	1.46	1.71	(1.41)	1.33	1.27

Note:

The stand-alone ratio of the Evince Textiles Limited have been calculated based on Prospectus and Audited Financial Statements and Industry average rations are calculated on the basis of financial data collected from annual report of following publicly traded companies corresponding accounting year.

Sl.	Name of the Company	Considered Accounting years
1	Paramount Textile Limited	for the year ended June 30, 2010, 2011, 2012, 2013 & 2014

Since the Company produce yarn dyed woven fabric therefore we have considered only Paramount Textile Limited, among 44 other listed companes.

For wider range of data, we communicated with Bangladesh Bureau of Statistics, Bangladesh Textile Mills Association and Bangladesh Bank. But, we were informed that none of them maintains such ratios with regars to industry concern.

Analysis:

Industry average ratios are picked from listed company. It is to be noted that, right now, substantial number of companies of the industry are out of capital market.

As at 31.12.2015, ETL's debt equity ratio shows better than the industry average ratios, in case of other years industry average ratios are favorable.

Inventory turnover ratio of ETL is favorable than industry average in the year 2015, 2014 & 2013 and in 2012 & 2011 industry average ratio is favourable. Again in case of return on equity, ETL's ratio is favorable in the recent year except in 2011 & 2012. In case of net operating cash flow per share, ETL's ratio is favorable than industry sector in 2011 & 2012 but rest of the year insdustry ratios are favorable. Besides, aforsaid ratio, all other indurtry average ratios are favorable than stand-alone ratios.

(d) Auditors' report Under Section-135 (1) and Para-24(1) of Part-II of Schedule-III of the Companies Act 1994

EVINCE TEXTILES LIMITED

Statement of Financial Position

as at December 31, 2015, 2014 & 2013 (Consolidated), 2015, 2014, 2013, 2012 & 2011 respectively

Auditors Report in persuance of Section 135(1) under para 24(1) of part II of the Third schedule of the companies Act,1994. We have examined the Financial Statements of Evince Textiles Limited for the year ended 31st December 2014, 2013, 2012, 2011 & 2010 in pursuence of section 135(1) under para 24(1) of part II of the Third schedule of the Companies Act 1994, We report that;

Particulars	31.12.2015 Consolidated	31.12.2015	31.12.2014 Consolidated	31.12.2014	31.12.2013 Consolidated	31.12.2013	31.12.2012	31.12.2011
PROPERTY & ASSETS	**TAKA**	**TAKA**	**TAKA**	**TAKA**	**TAKA**	**TAKA**	**TAKA**	**TAKA**
NON-CURRENT ASSETS	**2,081,813,108**	**2,135,347,273**	**1,997,436,173**	**2,056,297,474**	**1,605,504,485**	**1,667,618,335**	**1,633,923,694**	**1,496,019,519**
Property, Plant and Equipment	2,028,223,908	1,998,158,073	1,974,145,076	1,949,406,377	1,605,504,485	1,584,018,335	1,626,923,694	1,466,399,519
Capital Work-in-Progress	53,589,200	53,589,200	23,291,097	23,291,097	-	-	7,000,000	29,620,000
Investment in Shares	-	83,600,000	-	83,600,000	-	83,600,000	-	-
CURRENT ASSETS	**1,678,036,576**	**1,418,303,683**	**1,284,075,244**	**1,019,886,302**	**1,292,550,569**	**1,018,132,871**	**1,120,857,217**	**983,976,894**
Fixed Deposit	44,553,886	-	34,827,330	-	29,803,075	-	-	-
Inventories	602,785,460	507,349,329	463,521,241	406,286,184	463,940,341	432,269,542	439,480,491	363,334,327
Accounts Receivable	820,522,184	726,907,775	639,830,436	559,626,613	492,251,370	455,933,012	569,135,955	516,195,016
Advance, Deposit and Prepayments	199,442,117	176,268,634	117,079,237	27,967,636	286,697,096	118,326,530	109,480,324	100,053,325
Cash and cash equivalents	10,732,929	7,777,945	28,817,000	26,005,869	19,858,687	11,603,787	2,760,447	4,394,226
TOTAL	**3,759,849,684**	**3,553,650,957**	**3,281,511,417**	**3,076,183,776**	**2,898,055,054**	**2,685,751,206**	**2,754,780,912**	**2,479,996,413**
CAPITAL & LIABILITIES								
Shareholder's Equity	**1,814,382,167**	**1,728,191,421**	**1,637,418,251**	**1,573,350,760**	**896,213,352**	**853,906,360**	**650,070,272**	**439,487,113**
Paid-up Capital	1,030,000,000	1,030,000,000	1,030,000,000	1,030,000,000	440,000,000	440,000,000	110,500,000	110,500,000
Share Money Deposit	-	-	-	-	14,000,000	14,000,000	-	-
Retained earnings	418,908,459	332,717,714	231,471,599	167,404,108	55,242,547	12,935,556	140,995,097	94,818,179
Revaluation Surplus	365,473,708	365,473,708	375,946,652	375,946,652	386,970,805	386,970,804	398,575,175	234,168,934
Non-Controlling Interest	**8,936,355**	**-**	**7,771,973**	**-**	**6,626,684**	**-**	**-**	**-**
NON-CURRENT LIABILITIES	**883,053,643**	**883,053,643**	**315,236,736**	**315,236,736**	**401,564,940**	**401,564,940**	**811,075,866**	**731,371,161**
Long term loan	862,998,265	862,998,265	303,768,699	303,768,699	400,349,803	400,349,803	761,291,866	716,221,161
Obligation under Finance Lease	4,507,145	4,507,145	2,105,321	2,105,321	-	-	-	-
Rent Received In Advance	-	-	-	-	-	-	49,784,000	15,150,000
Deferred Tax Liabilities	15,548,232	15,548,232	9,362,716	9,362,716	1,215,137	1,215,137	-	-
CURRENT LIABILITIES	**1,053,477,519**	**942,405,893**	**1,321,084,457**	**1,187,596,280**	**1,593,650,080**	**1,430,279,906**	**1,293,634,774**	**1,309,138,139**
Short term loan	769,474,669	741,170,086	1,021,475,312	974,816,547	1,407,226,272	1,346,184,781	1,230,742,196	1,252,991,840
Current Maturity of Long Term Loan	94,901,254	94,901,254	102,290,662	102,290,662	-	-	-	-
Accounts Payable	64,148,918	6,572,347	80,267,390	14,979,161	100,827,723	16,153,022	10,248,472	7,245,286
Liabilities for Expenses	63,690,207	54,786,123	54,092,335	46,935,853	34,908,007	27,922,357	18,117,585	21,424,767
Provision for Tax	61,262,470	44,976,083	62,958,758	48,574,057	50,688,078	40,019,746	34,526,521	27,476,246
TOTAL	**3,759,849,684**	**3,553,650,957**	**3,281,511,417**	**3,076,183,776**	**2,898,055,054**	**2,685,751,206**	**2,754,780,912**	**2,479,996,413**
Net Asset Value (NAV) per Share	**17.62**	**16.78**	**15.90**	**15.28**	**20.05**	**19.09**	**58.83**	**39.77**

Due to share split on June 04, 2013 of face value per share from Tk. 100/- to Tk. 10/-. Restated NAV (per share of Tk. 10/-) for the year ended December 31, 2012 and 2011 stood at Tk. 58.83 and Tk. 39.77 respectively.

Sd/-

Date: April 04, 2016

PINAKI & COMPANY
Chartered Accountants

EVINCE TEXTILES LIMITED

Statement of Profit and Loss and other Comprehensive Income

for the year ended December 31, 2015 & 2014 (Consolidated), 2015, 2014, 2013, 2012 & 2011 respectively

Particulars	2015 Consolidated	2015	2014 Consolidated	2014	2013	2012	2011
	TAKA	TAKA	TAKA	TAKA	TAKA	TAKA	TAKA
Turnover	2,123,831,656	1,537,796,820	2,337,278,020	1,563,652,870	1,517,655,259	1,500,837,565	1,499,577,271
Less: Cost of goods sold	1,664,902,656	1,136,309,927	1,869,820,593	1,155,461,073	1,121,189,659	1,110,912,733	1,122,972,262
Gross Profit	**458,929,000**	**401,486,893**	**467,457,427**	**408,191,797**	**396,465,601**	**389,924,833**	**376,605,009**
Less: Administrative, Selling & Other Expense	97,792,627	76,466,818	101,731,748	73,573,445	64,364,678	67,397,313	57,909,428
Operating Profit	**361,136,373**	**325,020,075**	**365,725,679**	**334,618,352**	**332,100,923**	**322,527,520**	**318,695,581**
Less: Financial Expenses	173,520,216	167,383,903	178,374,628	172,289,492	213,704,963	278,706,419	232,451,003
Profit Before Other Income	**187,616,157**	**157,636,171**	**187,351,052**	**162,328,860**	**118,395,960**	**43,821,101**	**86,244,578**
Add. Other Income	7,287,146	1,440,000	3,039,968	1,440,000	43,746,990	1,440,000	1,440,000
Net Profit Before Tax	**194,903,303**	**159,076,171**	**190,391,020**	**163,768,860**	**162,142,950**	**45,261,101**	**87,684,578**
Less: Provision for Tax	27,175,006	14,635,510	24,040,830	20,324,459	13,599,871	7,050,275	13,410,487
Current Tax	20,989,489	8,449,993	15,893,250	12,176,880	12,384,735	7,050,275	13,410,487
Deferred Tax	6,185,516	6,185,516	8,147,580	8,147,580	1,215,137	-	-
Net Profit after Tax	**167,728,298**	**144,440,661**	**166,350,190**	**143,444,400**	**148,543,079**	**38,210,826**	**74,274,091**
Other Comprehensive Income:	-	-	-	-	-	-	-
Total Comprehensive Income	**167,728,298**	**144,440,661**	**166,350,190**	**143,444,400**	**148,543,079**	**38,210,826**	**74,274,091**
Profit attributable to:							
Equity holders of the company	166,563,916	144,440,661	165,204,901	143,444,400	148,543,079	38,210,826	74,274,091
Non-controlling interest	1,164,382	-	1,145,289	-	-	-	-
	167,728,298	**144,440,661**	**166,350,190**	**143,444,400**	**148,543,079**	**38,210,826**	**74,274,091**
Basic Earnings per Share	**1.62**	**1.40**	**1.88**	**1.64**	**4.16**	**3.46**	**6.72**

Due to share split on June 04, 2013 of face value per share from Tk. 100/- to Tk. 10/-. Restated EPS (per share of Tk. 10/-) for the year ended December 31, 2012 and 2011 stood at Tk. 3.46 and Tk. 6.72 respectively.

In 2013, EPS had been calculated on Net Profit after tax except other comprehensive income amounting Tk. 42,306,990 resulting from gain on acquisition/bargain purchases. However, now EPS has been calculated after consideration gain on acquisition/bargain purchases.

Sd/-

Date: April 04, 2016

PINAKI & COMPANY
Chartered Accountants

Points to be noted:

A. The Company was incorporated on June 03, 1999 and converted to public limited company on June 04, 2013.

B. Dividend Declared (Additional disclosure as per requirement from the Securities & Exchanges Commission):

Year	Cash Dividend	Stock Dividend	Total Dividend
2015	N/A	N/A	N/A
2014	N/A	N/A	N/A
2013	N/A	222.53%	222.53%
2012	N/A	N/A	N/A
2011	N/A	N/A	N/A

C. The Consolidated Statement of Assets and Liabilities (Consolidated Statement of Financial Position) as at December 31, 2015, 2014 & 2013 and the Statement of Assets & Liabilities (Statement of Financial Position) as at December 31, 2015, 2014, 2013, 2012 & 2011 of the Company are enclosed and has been duly certified by us.

D. The Consolidated Statement of Operating Results (Consolidated Statement of Comprehensive Income) for the year ended December 31, 2015 & 2014 and The Statement of Operating Result (Statement of Comprehensive Income) for the year ended December 31, 2015, 2014, 2013, 2012 & 2011 of the Company are enclosed and has been duly certified by us.

E. The Consolidated Statement of Cash Flows for the year ended December 31, 2015 & 2014 and The Statement of Cash Flows for the year ended December 31, 2015, 2014, 2013, 2012 & 2011 of the Company are enclosed and has been duly certified by us.

F. The Company has a subsidiary.

G. Figures related to previous years have been rearranged wherever considered necessary.

Sd/-
Pinaki & Company
Chartered Accountants

Dhaka,
Date : March 31, 2016

(e) Financial Work Sheet Analysis:

Prticulars	Unadjusted Trial Balance		Adjusted Trial Balance		Adjusted Trial Balance		Statement of Profit or Loss and other comprehensive Income		Statement of Changes in Equity		Statement of Financial Position	
	Debit	Credit	Debit	Credit	Debit	Credit	Debit	Credit	Debit	Credit	Debit	Credit
Property, Plant and Equipment	2,940,918,718	-	-	-	2,940,918,718	-	-	-	-	-	2,940,918,718	-
Capital Work-in-Progress	53,589,200	-	-	-	53,589,200	-	-	-	-	-	53,589,200	-
Fixed Deposit	34,827,330	-	9,726,556	-	44,553,886	-	-	-	-	-	44,553,886	-
Inventories	602,785,460	-	-	-	602,785,460	-	-	-	-	-	602,785,460	-
Accounts Receivable	820,522,184	-	-	-	820,522,184	-	-	-	-	-	820,522,184	-
Advance, Deposit and Prepayments	199,442,117	-	-	-	199,442,117	-	-	-	-	-	199,442,117	-
Cash and cash equivalents	10,732,929	-	-	-	10,732,929	-	-	-	-	-	10,732,929	-
Paid-up Capital	-	1,030,000,000	-	-	-	1,030,000,000	-	-	-	-	-	1,030,000,000
Retained earnings	-	231,471,599	-	20,872,944	-	252,344,543	-	-	-	166,563,916	-	418,908,459
Revaluation Surplus	-	375,946,652	10,472,944	-	-	365,473,708	-	-	-	-	-	365,473,708
Non-Controlling Interest	-	7,771,973	-	-	-	7,771,973	-	-	-	1,164,381	-	8,936,355
Long term loan	-	862,998,265	-	-	-	862,998,265	-	-	-	-	-	862,998,265
Obligation under Finance Lease	-	4,507,145	-	-	-	4,507,145	-	-	-	-	-	4,507,145
Deferred Tax Liabilities	-	9,362,716	-	6,185,516	-	15,548,232	-	-	-	-	-	15,548,232
Short term loan	-	769,474,669	-	-	-	769,474,669	-	-	-	-	-	769,474,669
Current Maturity of Long Term Loan	-	94,901,254	-	-	-	94,901,254	-	-	-	-	-	94,901,254
Accounts Payable	-	64,148,918	-	-	-	64,148,918	-	-	-	-	-	64,148,918
Liabilities for Expenses	-	74,090,207	10,400,000	-	-	63,690,207	-	-	-	-	-	63,690,207
Provision for Tax	-	62,958,758	1,696,288	-	-	61,262,470	-	-	-	-	-	61,262,470
Turnover	-	2,123,831,656	-	-	-	2,123,831,656	-	2,123,831,656	-	-	-	-
Cost of goods sold excluding depreciation	1,549,910,036	-	-	32,412,333	1,517,497,703	-	1,517,497,703	-	-	-	-	-
Administrative, Selling & Other Expenses excluding depreciation	96,634,264	-	-	-	96,634,264	-	96,634,264	-	-	-	-	-
Financial Expenses	173,520,216	-	-	-	173,520,216	-	173,520,216	-	-	-	-	-
Other Income	-	7,287,146	-	-	-	7,287,146	-	7,287,146	-	-	-	-
Accumulated Depreciation	-	764,131,496	-	148,563,315	-	912,694,811	-	-	-	-	-	912,694,811
Depreciation	-	-	148,563,315	-	148,563,315	-	148,563,315	-	-	-	-	-
Current Tax Expenses	-	-	20,989,489	-	20,989,489	-	20,989,489	-	-	-	-	-
Deferred Tax	-	-	6,185,516	-	6,185,516	-	6,185,516	-	-	-	-	-
Net Profit After Tax	-	-	-	-	-	-	167,728,298	-	167,728,298	-	-	-
	-	-	-	-	-	-	-	-	-	-	-	-
	6,482,882,455	**6,482,882,454**	**208,034,108**	**208,034,108**	**6,635,934,998**	**6,635,934,998**	**2,131,118,802**	**2,131,118,802**	**167,728,298**	**167,728,297**	**4,672,544,494**	**4,672,544,494**

Financial Spread Sheet Analysis:

Statement of Financial Position

Particulars	31.12.2015 Consolidated		31.12.2015		31.12.2014 Consolidated		31.12.2014		31.12.2013 Consolidated		31.12.2013		31.12.2012		31.12.2011	
	Amount BDT	% on Total Asset	Amount BDT	% on Total Asset	Amount BDT	% on Total Asset	Amount BDT	% on Total Asset	Amount BDT	% on Total Asset	Amount BDT	% on Total Asset	Amount BDT	% on Total Asset	Amount BDT	% on Total Asset
PROPERTY & ASSETS																
NON-CURRENT ASSETS	**2,081,813,108**	**55.37%**	**2,135,347,273**	**60.09%**	**1,997,436,173**	**60.87%**	**2,086,595,577**	**67.17%**	**1,605,504,485**	**55.40%**	**1,667,618,335**	**62.09%**	**1,633,923,694**	**59.31%**	**1,496,019,519**	**60.32%**
Property, Plant and Equipment	2,028,223,908	53.94%	1,998,158,073	56.23%	1,974,145,076	60.16%	1,949,406,377	62.75%	1,605,504,485	55.40%	1,584,018,335	58.98%	1,626,923,694	59.06%	1,466,399,519	59.13%
Capital Work-in-Progress	53,589,200	1.43%	53,589,200	1.51%	23,291,097	0.71%	53,589,200	1.73%	-	0.00%	-	0.00%	7,000,000	0.25%	29,620,000	1.19%
Investment in Shares	-		83,600,000		-	0.00%	83,600,000	2.69%	-	0.00%	83,600,000	3.11%	-	0.00%	-	0.00%
CURRENT ASSETS	**1,678,036,576**	**44.63%**	**1,418,303,683**	**39.91%**	**1,284,075,244**	**39.13%**	**1,019,886,302**	**32.83%**	**1,292,550,569**	**44.60%**	**1,018,132,871**	**37.91%**	**1,120,857,217**	**40.69%**	**983,976,894**	**39.68%**
Fixed Deposit	44,553,886	1.18%		0.00%	34,827,330	1.06%	-	0.00%	29,803,075	1.03%	-	0.00%	-	0.00%	-	0.00%
Inventories	602,785,460	16.03%	507,349,329	14.28%	463,521,241	14.13%	406,286,184	13.08%	463,940,341	16.01%	432,269,542	16.09%	439,480,491	15.95%	363,334,327	14.65%
Accounts Receivable	820,522,184	21.82%	726,907,775	20.46%	639,830,436	19.50%	559,626,613	18.01%	492,251,370	16.99%	455,933,012	16.98%	569,135,955	20.66%	516,195,016	20.81%
Advance, Deposit and Prepayments	199,442,117	5.30%	176,268,634	4.96%	117,079,237	3.57%	27,967,636	0.90%	286,697,096	9.89%	118,326,530	4.41%	109,480,324	3.97%	100,053,325	4.03%
Cash and cash equivalents	10,732,929	0.29%	7,777,945	0.22%	28,817,000	0.88%	26,005,869	0.84%	19,858,687	0.69%	11,603,787	0.43%	2,760,447	0.10%	4,394,226	0.18%
TOTAL	**3,759,849,684**	**100%**	**3,553,650,957**	**100%**	**3,281,511,417**	**100%**	**3,106,481,879**	**100%**	**2,898,055,054**	**100%**	**2,685,751,206**	**100%**	**2,754,780,912**	**100%**	**2,479,996,413**	**100%**
CAPITAL & LIABILITIES																
Shareholder's Equity	**1,814,382,168**	**48.26%**	**1,728,191,421**	**48.63%**	**1,637,418,251**	**49.90%**	**1,573,350,760**	**51.15%**	**896,213,352**	**30.92%**	**853,906,360**	**31.79%**	**650,070,272**	**23.60%**	**439,487,113**	**17.72%**
Paid-up Capital	1,030,000,000	27.39%	1,030,000,000	28.98%	1,030,000,000	31.39%	1,030,000,000	33.48%	440,000,000	15.18%	440,000,000	16.38%	110,500,000	4.01%	110,500,000	4.46%
Share Money Deposit	-		-			0.00%		0.00%	14,000,000	0.48%	14,000,000	0.52%	-	0.00%	-	0.00%
Retained earnings	418,908,459	11.14%	332,717,714	9.36%	231,471,599	7.05%	167,404,108	5.44%	55,242,547	1.91%	12,935,556	0.48%	140,995,097	5.12%	94,818,179	3.82%
Revaluation Surplus	365,473,708	9.72%	365,473,708	10.28%	375,946,652	11.46%	375,946,652	12.22%	386,970,805	13.35%	386,970,804	14.41%	398,575,175	14.47%	234,168,934	9.44%
Non-Controlling Interest	**8,936,355**	**0.24%**	**-**		**7,771,973**	**0.24%**	**-**		**6,626,684**	**0.23%**	**-**		**-**		**-**	
NON-CURRENT LIABILITIES	**883,053,642**	**23.49%**	**883,053,642**	**24.85%**	**315,236,736**	**9.61%**	**315,236,736**	**10.25%**	**401,564,940**	**13.86%**	**401,564,940**	**14.95%**	**811,075,866**	**29.44%**	**731,371,161**	**29.49%**
Long term loan	862,998,265	22.95%	862,998,265	24.28%	303,768,699	9.26%	303,768,699	9.87%	400,349,803	13.81%	400,349,803	14.91%	761,291,866	27.64%	716,221,161	28.88%
Obligation under Finance Lease	4,507,145	0.12%	4,507,145	0.13%	2,105,321	0.06%	2,105,321	0.07%	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Rent Received In Advance	-				-	0.00%	-	0.00%	-	0.00%	-	0.00%	49,784,000	1.81%	15,150,000	0.61%
Deferred Tax Liabilities	15,548,232	0.41%	15,548,232	0.44%	9,362,716	0.29%	9,362,716	0.30%	1,215,137	0.04%	1,215,137	0.05%	-	0.00%	-	0.00%
CURRENT LIABILITIES	**1,053,477,519**	**28.02%**	**942,405,893**	**26.52%**	**1,321,084,457**	**40.26%**	**1,187,596,280**	**38.61%**	**1,593,650,080**	**54.99%**	**1,430,279,906**	**53.25%**	**1,293,634,774**	**46.96%**	**1,309,138,139**	**52.79%**
Short term loan	769,474,669	20.47%	741,170,086	20.86%	1,021,475,312	31.13%	974,816,547	31.69%	1,407,226,272	48.56%	1,346,184,781	50.12%	1,230,742,196	44.68%	1,252,991,840	50.52%
Current Maturity of Long Term Loan	94,901,254	2.52%	94,901,254	2.67%	102,290,662	3.12%	102,290,662	3.33%	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Accounts Payable	64,148,918	1.71%	6,572,347	0.18%	80,267,390	2.45%	14,979,161	0.49%	100,827,723	3.48%	16,153,022	0.60%	10,248,472	0.37%	7,245,286	0.29%
Liabilities for Expenses	63,690,207	1.69%	54,786,123	1.54%	54,092,335	1.65%	46,935,853	1.53%	34,908,007	1.20%	27,922,357	1.04%	18,117,585	0.66%	21,424,767	0.86%
Provision for Tax	61,262,470	1.63%	44,976,083	1.27%	62,958,758	1.92%	48,574,057	1.58%	50,688,078	1.75%	40,019,746	1.49%	34,526,521	1.25%	27,476,246	1.11%
TOTAL	**3,759,849,683**	**100%**	**3,553,650,957**	**100%**	**3,281,511,417**	**100%**	**3,076,183,776**	**100%**	**2,898,055,054**	**100%**	**2,685,751,206**	**100%**	**2,754,780,912**	**100%**	**2,479,996,413**	**100%**

Particulars	2015 Consolidated		2015		2014 Consolidated		2014		2013		2012		2011	
	Amount BDT	% on Sales	Amount BDT	% on Sales	Amount BDT	% on Sales	Amount BDT	% on Sales	Amount BDT	% on Sales	Amount BDT	% on Sales	Amount BDT	% on Sales
Turnover	2,123,831,656	100.00%	1,537,796,820	100.00%	2,337,278,020	100.00%	1,563,652,870	100.00%	1,517,655,259	100.00%	1,500,837,565	100.00%	1,499,577,271	100.00%
Less: Cost of goods sold	1,664,902,656	78.39%	1,136,309,927	73.89%	1,869,820,593	80.00%	1,155,461,073	73.89%	1,121,189,659	73.88%	1,110,912,733	74.02%	1,122,972,262	74.89%
Gross Profit	**458,929,000**	**21.61%**	**401,486,893**	**26.11%**	**467,457,427**	**20.00%**	**408,191,797**	**26.11%**	**396,465,601**	**26.12%**	**389,924,833**	**25.98%**	**376,605,009**	**25.11%**
Less: Administrative, Selling & Other Expenses	97,792,627	4.60%	76,466,818	4.97%	101,731,748	4.35%	73,573,445	4.71%	64,364,678	4.24%	67,397,313	4.49%	57,909,428	3.86%
Operating Profit	**361,136,373**	**17.00%**	**325,020,075**	**21.14%**	**365,725,679**	**15.65%**	**334,618,352**	**21.40%**	**332,100,923**	**21.88%**	**322,527,520**	**21.49%**	**318,695,581**	**21.25%**
Less: Financial Expenses	173,520,216	8.17%	167,383,903	10.88%	178,374,628	7.63%	172,289,492	11.02%	213,704,963	14.08%	278,706,419	18.57%	232,451,003	15.50%
Profit Before Other Income	**187,616,157**	**8.83%**	**157,636,171**	**10.25%**	**187,351,052**	**8.02%**	**162,328,860**	**10.38%**	**118,395,960**	**7.80%**	**43,821,101**	**2.92%**	**86,244,578**	**5.75%**
Add. Other Income	7,287,146	0.34%	1,440,000	0.09%	3,039,968	0.13%	1,440,000	0.09%	43,746,990	2.88%	1,440,000	0.10%	1,440,000	0.10%
Net Profit Before Tax	**194,903,303**	**9.18%**	**159,076,171**	**10.34%**	**190,391,020**	**8.15%**	**163,768,860**	**10.47%**	**162,142,950**	**10.68%**	**45,261,101**	**3.02%**	**87,684,578**	**5.85%**
Less: Provision for Tax	27,175,006	1.28%	14,635,510	0.95%	24,040,830	1.03%	20,324,459	1.30%	13,599,871	0.90%	7,050,275	0.47%	13,410,487	0.89%
Current Tax	20,989,489	0.99%	8,449,993	0.55%	15,893,250	0.68%	12,176,880	0.78%	12,384,735	0.82%	7,050,275	0.47%	13,410,487	0.89%
Deferred Tax	6,185,516	0.29%	6,185,516	0.40%	8,147,580	0.35%	8,147,580	0.52%	1,215,137	0.08%		0.00%		0.00%
Net Profit after Tax	**167,728,298**	**7.90%**	**144,440,661**	**9.39%**	**166,350,190**	**7.12%**	**143,444,400**	**9.17%**	**148,543,079**	**9.79%**	**38,210,826**	**2.55%**	**74,274,091**	**4.95%**
Other Comprehensive Income:	-			0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Total Comprehensive Income	**167,728,298**	**7.90%**	**144,440,661**	**9.39%**	**166,350,190**	**7.12%**	**143,444,400**	**9.17%**	**148,543,079**	**9.79%**	**38,210,826**	**2.55%**	**74,274,091**	**4.95%**
Profit attributable to:														
Equity holders of the company	166,563,916	99.31%	144,440,661	100.00%	165,204,901	99.31%	143,444,400	100.00%	148,543,079	100.00%	38,210,826	100.00%	74,274,091	100.00%
Non-controlling interest	1,164,382	0.69%	-		1,145,289	0.69%	-		-		-		-	
	167,728,298	**100.00%**	**144,440,661**	**100.00%**	**166,350,190**	**100.00%**	**143,444,400**	**100.00%**	**148,543,079**	**100.00%**	**38,210,826**	**100.00%**	**74,274,091**	**100.00%**
Earning per Shares	**1.62**		**1.40**		**1.88**		**1.64**		**4.16**		**3.46**		**6.72**	
EBITDA Margin	**24.34%**		**30.69%**		**21.16%**		**29.32%**		**29.60%**		**29.26%**		**28.54%**	

Statement of Cash Flow

Particulars	2015 Consolidated	2015	2014 Consolidated	2014	2013	2012	2011
Net cash provided by operating activities	95,861,611	53,085,726	511,919,793	485,306,703	306,105,735	55,857,311	146,992,749.85
Net Cash provided by investing activities	(242,666,805)	(224,525,268)	(522,650,772)	(511,061,773)	(65,762,917)	(80,312,151)	(167,513,614)
Net cash provided by financing activities	128,721,124	153,211,617	19,689,293	40,157,152	(231,499,478)	22,821,061	23,130,655
Increase/(decrease) in cash and bank balances	**(18,084,071)**	**(18,227,924)**	**8,958,313**	**14,402,082**	**8,843,339**	**(1,633,779)**	**2,609,790**
Cash and Cash equivalents on opening	**28,817,000**	**26,005,869**	**19,858,687**	**11,603,787**	**2,760,447**	**4,394,226**	**1,784,436**
Cash and Cash equivalents on closing	**10,732,929**	**7,777,944**	**28,817,000**	**26,005,869**	**11,603,787**	**2,760,447**	**4,394,226**
Net Operation Cash flow per share	0.93	0.52	3.24	3.04	6.96	5.91	8.93
Net operation cash flow per share/EPS	0.58	0.37	1.72	1.86	1.67	1.71	1.33

(f) Earnings per Share (EPS) on fully diluted basis (The total existing no. of shares):

Particulars	Amount in Taka (Consolidated)	Amount in Taka (Separate)
	2015	2015
Profit Attributable / Net profit after Tax	166,563,916	144,440,661
No. of shares before IPO	103,000,000	103,000,000
Earnings per Share (EPS)	**1.62**	**1.40**

(g) Net profit excluding Extra-ordinary income or non-recurring income coming from other than core operations:

Particulars	Amount in Taka (Consolidated)	Amount in Taka (Separate)
	2015	2015
Net profit before Tax	194,903,303	159,076,171
Less: Other Income	7,287,146	1,440,000
Net profit before tax except other income	**187,616,157**	**157,636,171**
Less: Deferred Tax Expenses	6,185,516	6,185,516
Less: Provision for Taxation	20,989,489	8,449,993
Net profit after tax except other income	**160,441,152**	**143,000,661**

Earnings per shares excluding extra-ordinary income or non-recurring income coming from other than core operations:

Particulars	Amount in Taka (Consolidated)	Amount in Taka (Separate)
	2014	2014
Net profit before Tax	194,903,303	159,076,171
Less: Other Income	7,287,146	1,440,000
Net profit before tax except other income	**187,616,157**	**157,636,171**
Less: Deferred Tax Expenses	6,185,516	6,185,516
Less: Provision for Taxation	20,989,489	8,449,993
Net profit after tax except other income	**160,441,152**	**143,000,661**
No. of shares	103,000,000	103,000,000
Earnings per Share (EPS)	**1.56**	**1.39**

(h) Quarterly or half-yearly EPS should not be annualized while calculating the EPS:

Not applicable for Evicne Textilles Limited.

(i) Net Asset Value per Share:
a) Net Asset Value without Revaluation Reserve:
b) Net Asset Value with Revaluation Reserve:

Particulars	Amount in Taka (Consolidated)	Amount in Taka (Separate)
	2015	2015
Paid-up Capital	1,030,000,000	1,030,000,000
Retained earnings	418,908,459	332,717,714
Revaluation Surplus	365,473,708	365,473,708
Total Shareholders' Equity (without Revaluation Reserve)	**1,448,908,459**	**1,362,717,714**
Total Shareholders' Equity (with Revaluation Reserve)	**1,814,382,168**	**1,728,191,421**
Total Number of Ordinary Share	103,000,000	103,000,000
a) Net Assets Value (NAV) at BDT 10.00 per share (without Rev. Reserve)	**14.07**	**13.23**
b) Net Assets Value (NAV) at BDT 10.00 per share (with Rev. Reserve)	**17.62**	**16.78**

(k) Auditors Certificates:

(i) Statement of Long Term and Short Term Borrowings Including Borrowing from Related Party or Connected Persons

After due verification, we certify that the Long Term and Short Term Borrowings Including Borrowing from Related Party or Connected Persons of Evince Textiles Limited for the last five years made upas follows:

For the Year ended December 31, 2015:

Name Of the Parties	Nature of Relationship	Nature of Borrowings	Balance as on 31 Dec. 2015	Interest Rate (%)	Interest Paid (BDT)	Interest Accrued (BDT)
Pubali Bank Ltd.	Lender	Long term	338,179,883	14.5%	91,417,513	Nil
Modhumoti Bank Ltd.	Lender	Long term	558,194,000	13.5%		
International Leasing	Lender	Long term	324,822	19.0%		
Nitol Motors Ltd.	Lender	Long term	1,161,957	19.0%		
LankaBangla Finance	Lender	Long term	60,368,588	16.0%		
LankaBangla Finance	Lender	Long term	4,177,414	13.0%		
Sub Total			**962,406,664**		**91,417,513**	Nil
Pubali Bank Ltd.	Lender	Short Term	401,272,181	14.5%	75,966,390	Nil
Modhumoti Bank Ltd.	Lender	Short Term	339,897,905	13.5%		
Sub Total			**741,170,086**		**75,966,390**	Nil
Grand Total			**1,703,576,750**		**167,383,903**	Nil

For the Year ended December 31, 2014:

Name Of the Parties	Nature of Relationship	Nature of Borrowings	Balance as on 31 Dec. 2014	Interest Rate (%)	Interest Paid (BDT)	Interest Accrued (BDT)
Prime Bank Limited	Lender	Long term	140,252,503	14.0%		
Pubali Bank Ltd.	Lender	Long term	197,210,606	14.5%		
International Leasing	Lender	Long term	768,045	19.0%		
Nitol Motors Ltd.	Lender	Long term	1,337,276	19.0%		
LankaBangla Finance	Lender	Long term	68,596,253	16.0%		
Sub Total			**408,164,683**		**50,553,889**	Nil
Prime Bank Limited	Lender	Short Term	481,871,286	14.0%		
Exim Bank Ltd.	Lender	Short Term	63,847,060	17.0%		
Pubali Bank Ltd.	Lender	Short Term	429,098,202	14.5%		
Sub Total			**974,816,547**		**121,735,603**	Nil
Grand Total			**1,382,981,230**		**172,289,492**	Nil

For the Year ended December 31, 2013:

Name Of the Parties	Nature of Relationship	Nature of Borrowings	Balance as on 31 Dec. 2013	Interest Rate (%)	Interest Paid (BDT)	Interest Accrued (BDT)
Prime Bank Limited	Lender	Long term	126,684,211	15.5%		
Exim Bank Ltd.	Lender	Long term	137,014,358	12.5%		
Pubali Bank Ltd.	Lender	Long term	296,785,079	15.0%		
The City Bank Ltd.	Lender	Long term	26,292,456	14.5%		
International Leasing	Lender	Long term	891,700	19.0%		
Sub Total			**587,667,803**		**88,711,811**	Nil
Prime Bank Limited	Lender	Short Term	700,170,254	15.5%		
Exim Bank Ltd.	Lender	Short Term	115,112,579	17.0%		
Pubali Bank Ltd.	Lender	Short Term	273,583,948	15.0%		
LankaBangla Finance	Lender	Short Term	70,000,000	17.0%		
Sub Total			**1,158,866,781**		**124,993,152**	Nil
Grand Total			**1,746,534,584**		**213,704,963**	Nil

For the Year ended December 31, 2012:

Name Of the Parties	Nature of Relationship	Nature of Borrowings	Balance as on 31 Dec. 2012	Interest Rate (%)	Interest Paid (BDT)	Interest Accrued (BDT)
Prime Bank Limited	Lender	Long term	163,395,577	15.5%		
Exim Bank Ltd.	Lender	Long term	203,853,897	12.5%		
Pubali Bank Ltd.	Lender	Long term	343,757,185	15.0%		
The City Bank Ltd.	Lender	Long term	44,959,132	14.5%		
International Leasing	Lender	Long term	1,304,200	19.0%		
IIDFC	Lender	Long term	4,021,876	18.0%		
Sub Total			**761,291,866**		**96,635,014**	Nil
Prime Bank Limited	Lender	Short Term	851,391,649	15.5%		
Exim Bank Ltd.	Lender	Short Term	95,810,836	17.0%		
Pubali Bank Ltd.	Lender	Short Term	283,539,711	15.0%		
Sub Total			**1,230,742,197**		**90,091,315**	Nil
Grand Total			**1,992,034,063**		**186,726,329**	Nil

For the Year ended December 31, 2011:

Name Of the Parties	Nature of Relationship	Nature of Borrowings	Balance as on 31 Dec. 2011	Interest Rate (%)	Interest Paid (BDT)	Interest Accrued (BDT)
Prime Bank Limited	Lender	Long term	60,119,619	15.0%		
Exim Bank Ltd.	Lender	Long term	267,584,520	12.5%		
Pubali Bank Ltd.	Lender	Long term	317,823,080	15.0%		
The City Bank Ltd.	Lender	Long term	55,977,903	14.5%		
Internation Leasing	Lender	Long term		19.0%		
IIDFC	Lender	Long term	14,716,041	18.0%		
Sub Total			**716,221,162**		**111,014,280**	Nil
Prime Bank Limited	Lender	Short Term	801,865,394	15.0%		
Exim Bank Ltd.	Lender	Short Term	83,603,173	17.0%		
Pubali Bank Ltd.	Lender	Short Term	367,523,273	15.0%		
Sub Total			**1,252,991,840**		**113,554,334**	Nil
Grand Total			**1,969,213,002**		**224,568,614**	Nil

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki & Company
Chartered Accountants

(ii) Statement of Principal Terms of Secured Loans and Assets on which Charge have been Created against Those Loans

Particulars	2015	2014	2013	2012	2011
Names of lenders	Prime Bank Limited	Prime Bank Limited	Prime Bank Limited	Prime Bank Limited	Prime Bank Limited
Purpose	Nil	Capital Machinery	Capital Machinery	Capital Machinery	Capital Machinery
Status of Asset Charged	Nil	Land Mortgaged	Land Mortgaged	Land Mortgaged	Land Mortgaged
Sanctioned Amount	Nil	253,329,000	253,329,000	253,329,000	253,329,000
Rate of Interest	Nil	14.0%	15.5%	15.5%	15.0%
Primary Security/Collateral/Other Security	Nil	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques
Re-payment schedule	Nil	60 Installment	60 Installment	60 Installment	60 Installment
Status (Current Balance)	Nil	140,252,503	126,684,211	163,395,577	60,119,619

Particulars	2015	2014	2013	2012	2011
Names of lenders	Pubali Bank Limited	Pubali Bank Limited	Pubali Bank Limited	Pubali Bank Limited	Pubali Bank Limited
Purpose	Capital Machinery	Capital Machinery	Capital Machinery	Capital Machinery	Capital Machinery
Status of Asset Charged	Land Mortgaged	Land Mortgaged	Land Mortgaged	Land Mortgaged	Land Mortgaged
Sanctioned Amount	420,000,000	420,000,000	420,000,000	420,000,000	420,000,000
Rate of Interest	14.5%	14.5%	15.0%	15.0%	15.0%
Primary Security/Collateral/Other Security	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques
Re-payment schedule	60 Installment	60 Installment	60 Installment	60 Installment	60 Installment
Status (Current Balance)	739,452,064	197,210,606	296,785,079	343,757,185	317,823,080

Particulars	2015	2014	2013	2012	2011
Names of lenders	EXIM Bank Limited	EXIM Bank Limited	EXIM Bank Limited	EXIM Bank Limited	EXIM Bank Limited
Purpose	Nil	Capital Machinery	Capital Machinery	Capital Machinery	Capital Machinery
Status of Asset Charged	Nil	Land Mortgaged	Land Mortgaged	Land Mortgaged	Land Mortgaged
Sanctioned Amount	Nil	300,000,000	300,000,000	300,000,000	300,000,000
Rate of Interest	Nil	12.5%	12.5%	12.5%	12.5%
Primary Security/Collateral/Other Security	Nil	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques
Re-payment schedule	Nil	Nil	64 Installment	64 Installment	64 Installment
Status (Current Balance)	Nil	Nil	137,014,358	203,853,897	267,584,520

Particulars	2015	2014	2013	2012	2011
Names of lenders	International Leasing and Finance Services Ltd.	International Leasing and Finance Services Ltd.	International Leasing and Finance Services Ltd.	International Leasing and Finance Services Ltd.	International Leasing and Finance Services Ltd.
Purpose	Vehicles	Vehicles	Vehicles	Vehicles	Vehicles
Status of Asset Charged					
Sanctioned Amount	1,950,000	1,950,000	1,950,000	1,950,000	Nil
Rate of Interest	19.0%	19.0%	19.0%	19.0%	Nil
Primary Security/Collateral/Other Security	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques
Re-payment schedule	60 Installment	60 Installment	60 Installment	60 Installment	NIl
Status (Current Balance)	324,822	768,045	891,700	1,304,200	Nil

Particulars	2015	2014	2013	2012	2011
Names of lenders	Nitol Motors	Nitol Motors	NA	NA	NA
Purpose	Vehicles	Vehicles	NA	NA	NA
Status of Asset Charged	Vehicles	Vehicles	NA	NA	NA
Sanctioned Amount	2,100,000	2,100,000	NA	NA	NA
Rate of Interest	19.0%	19.0%	NA	NA	NA
Primary Security/Collateral/Other Security	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	NA	NA	NA
Re-payment schedule	60 Installment	60 Installment	NA	NA	NA
Status (Current Balance)	1,161,957	1,337,276	NA	NA	NA

Particulars	2015	2014	2013	2012	2011
Names of lenders	LankaBangla Finance Ltd.	LankaBangla Finance Ltd.	NA	NA	NA
Purpose	Expansion Project	Expansion Project	NA	NA	NA
Status of Asset Charged			NA	NA	NA
Sanctioned Amount	70,966,205	70,966,205	NA	NA	NA
Rate of Interest	16.0%	16.0%	NA	NA	NA
Primary Security/Collateral/Other Security	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	NA	NA	NA
Re-payment schedule	60 Installment	60 Installment	NA	NA	NA
Status (Current Balance)	60,368,588	68,596,253	NA	NA	NA

Particulars	2015	2014	2013	2012	2011
Names of lenders	The City Bank Ltd.	The City Bank Ltd.	The City Bank Ltd.	The City Bank Ltd.	The City Bank Ltd.
Purpose	Nil	Nil	Machinery	Machinery	Machinery
Status of Asset Charged	Nil	Nil			
Sanctioned Amount	Nil	Nil			
Rate of Interest	Nil	Nil	14.5%	14.5%	14.5%
Primary Security/Collateral/Other Security	Nil	Nil	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques
Re-payment schedule	Nil	Nil	36 Installment	36 Installment	36 Installment
Status (Current Balance)	Nil	Nil	6,292,456	44,959,132	55,977,903

Particulars	2015	2014	2013	2012	2011
Names of lenders	IIDFC	IIDFC	IIDFC	IIDFC	IIDFC
Purpose	Nil	Nil	Nil	Machinery	Machinery
Status of Asset Charged	Nil	Nil	Nil		
Sanctioned Amount	Nil	Nil	Nil	44,000,000	44,000,000
Rate of Interest	Nil	Nil	Nil	18.0%	18.0%
Primary Security/Collateral/Other Security	Nil	Nil	Nil	personal Gurantee of Directors, Undated Cheques	personal Gurantee of Directors, Undated Cheques
Re-payment schedule	Nil	Nil	Nil	38 Installment	38 Installment
Status (Current Balance)	Nil	Nil	Nil	4,012,876	14,716,041

Sd/-
Pinaki & Company
Chartered Accountants

Place: Dhaka

Date: 31 March, 2016

(iii) Statement of Unsecured Loans with Terms & Conditions

TO WHOM IT MAY CONCERN

This is to certify that Evince Textiles Limited has not taken any unsecured loan from any person/body/related party from January 01, 2011 to December 31, 2015.

Place: Dhaka

Date: March 31, 2016

Sd/-
Pinaki & Company
Chartered Accountants

(iv)Statement of Inventories

Items	December 31, 2015	December 31, 2014	December 31, 2013	December 31, 2012	December 31, 2011
Raw Materials	219,779,204	168,710,547	199,698,922	216,327,915	176,164,457
Packing Materials	-	-	-	-	-
Stock-In-Process	149,489,745	128,489,745	127,494,495	119,723,272	103,773,020
Finished Goods	138,080,380	109,085,892	105,076,125	103,429,302	83,396,850
Consumable Items	-	-	-	-	-
Store & Spares parts	-	-	-	-	-
Trading Goods	-	-	-	-	-
Total	**507,349,329**	**406,286,184**	**432,269,542**	**439,480,489**	**363,334,327**

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki & Company
Chartered Accountants

(v) Statement of Trade Receivables

Particulars	Amount in BDT				
	2015	2014	2013	2012	2011
General	726,907,775	559,626,613	455,933,012	569,135,955	516,195,016
From Related Party	Nil	Nil	Nil	Nil	Nil
From Connected Persons	Nil	Nil	Nil	Nil	Nil
Total	**726,907,775**	**559,626,613**	**455,933,012**	**569,135,955**	**516,195,016**

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki & Company
Chartered Accountants

(vi) Statement of Loan Given by the Issuer Including Loans to Related Party or Connected Persons

TO WHOM IT MAY CONCERN

This is to certify that Evince Textiles Limited had not given any loan to related party or connected persons form January 01, 2011 to December 31, 2015.

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki & Company
Chartered Accountants

(vii) Statement of Other Income

Particulars	**Amount in BDT**				
	2015	**2014**	**2013**	**2012**	**2011**
Interest Income	-	-	-	-	-
Dividend Income	-	-	-	-	-
Discount Received	-	-	-	-	-
Other Non-Operating Income-Factory Rent	1,440,000	1,440,000	1,440,000	1,440,000	1,440,000
Other Non-Operating Income-Burgain Purchase	-	-	42,306,990	-	-
Total	**1,440,000**	**1,440,000**	**43,746,990**	**1,440,000**	**1,440,000**

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki & Company
Chartered Accountants

(viii) Statement of Turnover

Particulars	**Amount in BDT**				
	2015	**2014**	**2013**	**2012**	**2011**
In Cash	-	-	-	-	-
Through Banking Channel	1,537,796,820	1,563,652,870	1,517,655,259	1,500,837,565	1,499,577,271
Total	**1,537,796,820**	**1,563,652,870**	**1,517,655,259**	**1,500,837,565**	**1,499,577,271**

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki & Company
Chartered Accountants

(ix) Statement of Related Party Transaction

TO WHOM IT MAY CONCERN

This is to certify that, the Financials Statements of the Evince Textiles Limited furnished for our audit doesn't have any transaction during the last five years, or any proposed transaction, between the issuer and any of the following persons:

I. Any director or sponsor or executive officer of the issuer;
II. Any person holding 5% or more of the outstanding shares of the issuer;
III. Any related party or connected person of any of the above persons;

Except the transactions described in the following table:

Related Parties	Relationship	Nature of Transaction	2015		2014		2013		2012		2011	
			Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)
Mr. Anwar-ul Alam Chowdhury	Chairman	Remuneration	4,800,000	2,000,000	4,800,000	400,000	4,800,000	400,000	4,800,000	-	4,800,000	-
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	Remuneration	3,600,000	1,500,000	3,600,000	300,000	3,600,000	300,000	3,600,000	-	3,600,000	-
Mr. Abu Kawser Majumder	Managing Director	Remuneration	4,800,000	3,600,000	4,800,000	5,200,000	1,200,000	400,000	-	-	-	-
Mr. A.K. Gouhor Rabbani	Director	Remuneration	4,800,000	3,600,000	4,800,000	5,200,000	1,200,000	400,000	-	-	-	-
Mr. Md. Akhter Shahid	Director	Remuneration	3,600,000	2,700,000	3,600,000	3,900,000	900,000	300,000	-	-	-	-
Mr. Shah Rayeed Chowdhury	Director	Remuneration	1,200,000	900,000	1,200,000	1,300,000	300,000	100,000	-	-	-	-
Mr. Shah Adeeb Chowdhury	Director	Remuneration	1,200,000	900,000	1,200,000	1,300,000	300,000	100,000	-	-	-	-
Evitex Fashions Limited	Subsidiary	Acquisition	-	-	-	-	83,600,000	83,600,000	-	-	-	-
Evitex Fashions Limited	Subsidiary	Factory Rent	1,440,000	-	1,440,000	-	1,440,000	-	1,440,000	-	1,440,000	-
Evince Dress Shirts Ltd.	Under Common Directorship	Advance for Land Purchase	20,500,000	-								
Evitex Fashions Limited	Subsidiary	Adjustment of Advance against Factory Rent	-		-	-	49,784,000	-	-	-	-	-
Evitex Fashions Limited	Subsidiary	Advance Against Factory Rent	-		-	-	216,000	(49,784,000)	34,850,000	(50,000,000)	15,150,000	(15,150,000)
Evince Design and Fashions Ltd.	Under Common Directorship	Selling Expenses	9,130,714	-	15,494,128	-	15,168,083	-	15,000,000	-	14,922,537	-

Related Parties	Relationship	Nature of Transaction	2015		2014		2013		2012		2011	
			Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)	Value of transaction during the year	Balance at year end. Receivable/ (Payable)
Evitex Polycot Ltd.	Under Common Directorship	Received Back			79,429,537	-	-	-	-	-	-	-
Evitex Polycot Ltd.	Under Common Directorship	Investment in shares			-	-	-	79,429,537	-	79,429,537	16,431,000	79,429,537
Total			**55,070,714**	**15,200,000**	**120,363,665**	**17,600,000**	**162,508,083**	**115,245,537**	**59,690,000**	**29,429,537**	**56,343,537**	**64,279,537**

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki& Company
Chartered Accountants

(x) Reconciliation of Business Income Shown in Tax Return with Net Income Shown in Audited Financial Statements

Particulars	Amount in BDT				
	2015	2014	2013	2012	2011
Income Shown in Audited Financial Statement	-	162,328,860	118,395,960	43,401,832	85,803,246
Add. Accounting Depreciation	-	122,382,633	15,668,276	-	-
Less. Depreciation as per tax Base	-	(184,800,740)	123,769,186)	-	-
	-	**99,910,753**	**110,295,050**	**43,401,832**	**85,803,246**
Add. Other income	-	1,440,000	1,440,000	1,440,000	1,440,000
Income Shown in Tax Return	**-**	**101,350,753**	**111,735,050**	**44,841,832**	**87,243,246**

* For the year 2015, Income tax return not yet submitted.

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki & Company
Chartered Accountants

(xi) Auditors' Discloser Regarding Confirmation That All Receipts And Payments Of The Issuer Above Tk.5,00,000/- (Taka Five Lac) Were Made Through Banking Channel

TO WHOM IT MAY CONCERN

This is to certify that all receipts and payments excepting adjustment entries (specimen sheet enclosed) of The Evince Textiles Limited above Tk. 5,00,000/- (Five lac) were made through banking channel for the year ended December 31 2011 to December 31, 2015.

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki & Company
Chartered Accountants

Evince Textiles Limited
Adjusting Entries Tk. 500,000 and above

Sl. No.	Date	Vr. No	Purpose	Amount (Tk.)
1.	20.08.2013	3832	Adjustment of advance factory rent	49,784,000
2.	07.09.2015	4126	Adjustment of Non-Claimed Directors' Remuneration	10,400,000

(xii) Auditors' Discloser Regarding Confirmation that Bank Statements of the Issuer are in Conformity with Its Books of Accounts

TO WHOM IT MAY CONCERN

This is to certify that Bank Statements of the Evince Textiles Limited are in conformity with its books of accounts for the year ended 31 December 2011 to 31 December 2015.

Place: Dhaka

Date: 31 March, 2016

Sd/-
Pinaki & Company
Chartered Accountants

(xiii) Statement of Payment Status of TAX, VAT and Other Taxes/Duties

Particulars	Payment Status				
	2015	**2014**	**2013**	**2012**	**2011**
TAX	8,297,966	10,659,548	15,935,091	-	5,000,000
VAT	Exempted	Exempted	Exempted	Exempted	Exempted
Other Taxes/Duties	NA*	NA*	NA*	NA*	NA*

*Import under Bond Facilities

Sd/-
Pinaki & Company
Chartered Accountants

Place: Dhaka

Date: 31 March, 2016

SECTION XXVII: PUBLIC ISSUE APPLICATION PROCEDURE

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:
    d) 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;
    e) 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";
    f) 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:
    e) send category wise lists of the successful and unsuccessful applicants in electronic (text format with tilde '~' separator) format to the respective Exchange.
    f) 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.
    g) issue allotment letters in the names of successful applicants in electronic format with digital signatures and send those to respective Exchange in electronic form.
    h) 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:
    c) 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;
    d) 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:

   c) release the amount blocked for unsuccessful (other than NRB and foreign) applicants;

   d) 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.

All eligible Stock Brokers and Merchant Bankers shall receive the IPO Subscription.

APPLICATION FORM

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**

SECTION XXVIII: AUDITORS' ADDITIONAL DISCLOSURE

Query- 01:
Disclosure regarding installed capacity, utilization & consumption as per Schedule XI part-II, para 7 of the companies Act 1994 is required;

Reply:
Information as per requirement of schedule XI, part-II, para-7:

Stage	***CAPACITY AND UTILIZATION***					
	Unit	***Installed for***	***Jan-Dec, 2014***		***Jan-Dec, 2013***	
		12 months	***Utilization***	***Percentage (%)***	***Utilization***	***Percentage (%)***
Dyeing (2 shift)	*Kg*	*2,700,000*	*2,256,366*	*83.57%*	*1,906,172*	*70.60%*
Weaving (3 shift)	*Yds*	*15,072,000*	*11,521,869*	*76.45%*	*8,662,080*	*57.47%*
Finishing (3 shift)	*Yds*	*14,400,000*	*10,830,557*	*75.21%*	*10,800,000*	*75.00%*

Query- 02:
It appears form notes No. 16.00 and 24.00 to the audited F/S for the year ended on 31st December 2014 that finance charges of lease were not added to 'obligation under lease finance'. It is required to confirm whether assets and liabilities were recognized as per para 20 of BAS -17. If not, it is required to ascertain its consequences. Disclosures as para 31 of BAS-17 are required;

Reply:
Assets and liabilities were recognized as per para 20 of BAS -17.

Disclosure as per para 31 of BAS-17 as under;

(1) Name of the leasor: International Leasing and Financial Services Ltd.
Purpose of Lease: Car (Toyota X filder, year 2006, CC: 1500)
Lease Amount: Tk. 1,650,000/- (Sixteen Lac Fifty thousand)
Lease Period: 04.06.2012 to 04.06.2016
Number of Installment: 48 nos.
Installment Size: Tk. 49,400/- (Forty Nine Thousand Four hundred)

(2) Name of the leasor: Nitol Motors Ltd.
Purpose of Lease: Cover Van (TATA, year 2011, CC: 2956)
Lease Amount: Tk. 1,295,000/- (Twelve Lac Ninety Five thousand)
Lease Period: 25.01.2015 to 25.12.2019
Number of Installment: 60 nos.
Installment Size: Tk. 35,000/- (Thirty Five Thousand)

Query- 03:
It is required to disclose detailed information regarding perquisite, benefit in cash or kind as per Schedule XI, Part-II, 4 including sub-para (f) of the Companies Act, 1994;

Reply:
No Perquisite or benefit either in cash or kind were paid to the directors of the company.

Query- 04:
It appears from assets schedule (consolidated) that 'Plant & Machinery' and 'Installation cost of machinery' have been presented separately. As such, explanation for separate presentation is required;

Reply:
Since the record of installation cost of machinery was kept separately in the books of accounts of the company, the amount was shown separately in the asset schedule.

Query- 05:
Detailed disclosures regarding 'capital work-in-progress' amounting Tk. 2.32 crore are required;

Reply:
It has been observed that more than 90% of total civil construction covering most of building were found to have been totally in use of operation and as such Tk. 38.92 crore were capitalized under the head "Building and Civil Construction". The rest Tk. 2.32 crore represents 5.59% of the total building cost covering construction of all types of building were shown as "Capital Work-in Progress". In addition to that further expenditure in this regard are yet to be incurred to complete the total construction.

Query- 06:
Detailed calculations of restatement in retained earnings in the year 2013 is required;

Reply:
Detailed calculations of restatement in retained earnings in the year 2013 is as follows;

Previous Loss Adjustment	*106,894,465*
3 years depreciation added back with R/E	*(26,503,308)*
Add. Depreciation not charged earlier	*8,385,358*
	88,776,515

Query- 07:
It appears from note No. 7.03 to the audited financial statements (consolidated) that accounts receivables amounting Tk. 64.11 lakh with aging of 6 (six) months is not considered good. As such, the detailed disclosures are required;

Reply:
Note No. 7.03 will be Read as under;

Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994	***2014***	***2013***
Maturity Less than 6 months	*633,418,917*	*482,240,503*
Maturity more than 6 months	*6,411,518*	*10,010,867*
	639,830,436	***492,251,370***
Debts considered Good and Secured	*633,418,917*	*482,240,503*
Debts considered Good without security	*6,411,518*	*10,010,867*
Debts considered doubtful and bad	-	-
Debts due by directors or other officers & staffs	-	-
Debts due from companies under same management	-	-
Maximum debt due any directors or officers & staffs at any time	-	-

Since the total receivables are under the process of banking transaction, the actual realization takes some time but these are 100% good even though falls under time gap of more than 6 months.

Query- 08:
It appears that tax paid shown in the cash flow statement (consolidated and subsidiary company) did not include TDS on export sales amounting Tk. 22.67 lakh which was included under the head of 'payment to suppliers, employees and others'. As such, an explanation along with disclosures is required;

Reply:
Cash flow from Operating Activities will be read as under;

	2014	*2013*
Cash flow from Operating Activities		
Cash received from customers	*2,189,698,955*	*1,630,858,202*
Cash Received from Evitex Polycot	*79,429,537*	*-*
Cash paid to suppliers , Employees & others	*(1,754,187,440)*	*(1,095,175,434)*
Financial Expenses	*(178,416,904)*	*(213,704,963)*
Income Tax payment	*(6,061,226)*	*(17,312,070)*
Other Income	*3,039,968*	*1,440,000*
Net cash provided by Operating Activities	***333,502,890***	***306,105,735***

Query- 09:
It appears from the note No. 15.00 to the audited F/S (consolidated) that current maturity of long term loan stood Tk. 18.73 crore at as on 31 December 2013. But the same was not shown at the respective column of the statement of financial position. In this regard, an explanation along with disclosures is required;

Reply:
Note No. 15.00 to the audited F/S (Consolidated) will be read as under;

	Note	*2014*	*2013*
Current Liabilities			
Short Term Loan	*17.00*	*1,021,475,312*	*1,219,908,272*
Current Maturity of Long Term Loan	*15.00*	*102,290,662*	*187,318,000*
Accounts Payable	*18.00*	*80,267,390*	*100,827,723*
Liabilities for Expenses	*19.00*	*54,092,335*	*34,908,007*
Current Tax Liabilities	*26.01.i.A*	*62,958,758*	*50,688,078*
		1,321,084,457	***1,593,650,080***

Query- 10:
Disclosures regarding auto loan (note No. 15.01.B) and obligation under lease finance (Note No. 16.00) (consolidated) are required;

Reply:
Disclosure regarding auto loan and obligation under lease finance is as under;

(1) *Name of the leaser: International Leasing and Financial Services Ltd.*
Purpose of Lease: Car (Toyota X filder, year 2006, CC: 1500)
Lease Amount: Tk. 1,650,000/- (Sixteen Lac Fifty thousand)
Lease Period: 04.06.2012 to 04.06.2016
Number of Installment: 48 nos.
Installment Size: Tk. 49,400/- (Forty Nine Thousand Four hundred)

(2) *Name of the leaser: Nitol Motors Ltd.*
Purpose of Lease: Cover Van (TATA, year 2011, CC: 2956)
Lease Amount: Tk. 1,295,000/- (Twelve Lac Ninety Five thousand)
Lease Period: 25.01.2015 to 25.12.2019
Number of Installment: 60 nos.
Installment Size: Tk. 35,000/- (Thirty Five Thousand)

Obligation under lease finance as per note no. 16 (Consolidated) are as follows;

	2014	2013
Obligation under Finance Lease		
International Leasing & Finance Services Ltd.	*768,045*	*891,700*
Nitol Motors Ltd.	*1,337,276*	*-*
	2,105,321	***891,700***

Query- 11:
Detailed calculation of 'long term loan – increase/(decrease)', 'obligation under finance lease- increase/(decrease)' and 'short term loan – increase/(decrease)' under cash flow statements (consolidated) are required to disclose;

Reply:
Detailed calculation of 'long term loan – increase/(decrease)', 'obligation under *finance lease- increase/(decrease)' and 'short term loan – increase/(decrease)' are as under;*

	2014	2013
Cash flow from Financing Activities		
Share Money Deposit	*-*	*14,000,000*
Share Issue	*576,000,000*	*-*
Long Term Loan-Increase/(Decrease)	*(180,716,741)*	*(169,189,687)*
Obligation under Finance Lease-Increase/(Decrease)	*1,255,897*	*(4,434,376)*
Short Term Loan-Increase/(Decrease)	*(198,432,960)*	*(71,875,416)*
Net cash provided by Financing Activities	***198,106,196***	***(231,499,479)***

Query- 12:
Compliance regarding condition No. 6 of the capital raising consent letter dated 3rd December 2013 on account of asset acquisition, cash in hand, other payments etc. utilization of capital raised in 2014 is required;

Reply:
Transactions relating to asset acquisition and other payment except petty cash and wages have been made through bank.
Evince Textiles Limited has utilized the fund as per condition mentioned in the consent letter.
Utilization of capital raised in 2014 is as follows;

Particulars	**Amount Tk.**	
Amount of Capital raise		**590,000,000**
Utilization:		
A. Loan repayment	397,192,970	
B. Working Capital (Inventories)	105,375,451	
C. Machineries spares, erection & installation cost	41,264,041	
D. Civil Work	46,167,538	
Total		**590,000,000**

Query- 13:

It appears that advance received from the subsidiary company against factory rent which was returned back in 2013 was not included in the related transaction for the year 2013;

Reply:
We appreciate your finding and thereby submit revise statement to that effect for your necessary satisfaction.

Name of the Party	***Relationship***	***Nature of Transaction***	***Transacted Amount***	
			Jan-Dec 2014	***Jan-Dec 2013***
Mr. Anwar-ul Alam Chowdhury	*Chairman*	*Remuneration*	*6,000,000*	*4,800,000*
Mrs. Shabnam Shehnaz Chowdhury	*Vice Chairman*	*Remuneration*	*3,600,000*	*3,600,000*
Mr. Abu Kawser Majumder	*Managing Director*	*Remuneration*	*4,800,000*	*1,200,000*
Mr. A.K. Gouhor Rabbani	*Director-Merchandiser*	*Remuneration*	*4,800,000*	*1,200,000*
Mr. Md. Akhter Shahid	*Director-Marketing*	*Remuneration*	*3,600,000*	*900,000*
Mr. Shah Rayeed Chowdhury	*Director-Production*	*Remuneration*	*1,200,000*	*300,000*
Mr. Shah Adeeb Chowdhury	*Director-Support Service*	*Remuneration*	*1,200,000*	*300,000*
Evitex Fashions Limited	*Subsidiary*	*Rent Received in Advance*	*-*	*49,784,000*
Evince Design and Fashions Ltd.		*Selling Expenses*	*15,494,128*	*15,168,083*
Total			***40,694,128***	***77,252,083***

Query- 14:
It appear that advance tax paid under 'advances, deposits and pre-payment' for the year 2013 of the parent company was not shown under tax paid in the cash flow statements. Disclosures along with explanation are required;

Reply:
Cash flow from Operating Activities will be read as under;

	2014	***2013***
Cash flow from Operating Activities		
Cash received from customers	*2,189,698,955*	*1,630,858,202*
Cash Received from Evitex Polycot	*79,429,537*	*-*
Cash paid to suppliers , Employees & others	*(1,754,187,440)*	*(1,095,175,434)*
Financial Expenses	*(178,416,904)*	*(213,704,963)*
Income Tax payment	*(6,061,226)*	*(17,312,070)*
Other Income	*3,039,968*	*1,440,000*
Net cash provided by Operating Activities	***333,502,890***	***306,105,735***

Query- 15:
It is required to certify to the effect that all the conditions while tax holiday reserve transferred to retained earnings of the subsidiary were complied with;

Reply:
Evitex Fashions Ltd. have successfully completed the tax holiday period after fulfilling the conditions thereto at the satisfaction of tax authority. At the end of tax holiday period of Evitex Fashions Limited the free reserve appearing to that effect, balance have been transferred to General Reserve.

Query- 16:
It appears that the statements of comprehensive income for the year ended on 31 December 2013 were consolidated rather the statement of financial position for the year ended on 31 December 2013. It is required to certify that such partial consolidation complies with BAS 27;

Reply:
Since there did not take place any transaction on 31st December 2013, the consolidation was made on the basis of balance on 31st December 2013. Naturally total consolidation was reflected on the statement of financial position as on 31st December 2013.

Query- 17:
The accounting treatment of finance lease along with detailed calculation is required to submit;

Reply:
The accounting treatment regarding finance lease has been done as under;

a. At the time of acquisition of lease finance the entry is
Lease Asset Dr.
Obligation under Lease Finance Cr.
(Only principal Amount)

b. At the time of installment payment the entry is
Obligation under Lease Finance (Principal value) Dr.
Interest Account Dr.
Bank Account Cr.

Query- 18:
Disclosures regarding material imported and earnings from export as per Schedule XI, Part II, Para 8 of the Companies Act, 1994 are required;

Reply:
It is confirmed that imported goods are recorded C.I.F value basis and exported goods at FOB value basis.

Raw Material (Import)

Sl. No.	***Name of Items***	***Unit***	***Quantity***	***Amount in USD***	***Amount in Taka***
1	*Yarn*	*Kg*	*2,417,546*	*8,942,691*	*688,587,215*
2	*Sizing Chemical*	*Kg*	*57,007*	*103,204*	*7,946,717*
3	*ETP Chemical*	*Kg*	*213,255*	*62,869*	*4,840,889*
4	*Dyes Chemical*	*Kg*	*367,897*	*833,220*	*64,157,956*
5	*Fabric*	*Yds.*	*4,095,395*	*6,222,873*	*479,161,251*
6	*Accessories*	*Various Item*		*1,958,641*	*150,815,342*
	Total				***1,395,509,371***

Export

Sl. No.	***Name of Items***	***Unit***	***Quantity***	***Amount in USD***	***Amount in Taka***
1	*Woven Fabric*	*Yds.*	*10,668,949*	*20,387,010*	*1,549,412,817*
2	*Shirts*	*Pcs*	*1,933,628*	*10,120,317.79*	*769,144,152*
					2,318,556,969

Query- 19:
It appears from the draft prospectus (pg 115) that the issuer company was paying selling expense to a common director company namely Evince Design and Fashion Limited. As such, it is required to confirm that such transactions have been being made on arm's length basis.

Reply:
Evince Textiles Limited has not maintained a separated department for product development (i.e. design & construction development), marketing and selling activities. Such activities are done through the separate entity namely Evince Design and Fashions Ltd. who are specialized in product design and development. The Expenses amounting to Tk. 1.55 crore was incurred on arms length basis for this purpose which comes to 1% of the export value as Selling Expenses.

Query- 20:
It is required to confirm whether remuneration paid to directors contradicts with the provision of section 104 of the Companies Act, 1994. Reasons are required to be specified;

Reply:
Remuneration paid to the director has been approved by the shareholders in AGM as per section 104 of the Companies Act. 1994.

Query- 21:
It is required to confirm whether directors remunerations are shown under statement submitted to the 'Income Tax Authority' under section 108. If not, it is required to specify how the amount are shown to the 'Income Tax Authority';

Reply:
Due procedure under section 108 of Income Tax Ordinance is being maintained in this regard.

Query- 22:
Name-wise schedule of Accounts Receivables (note 8.01) mentioning name, address, telephone numbers, amount realized up to date of singing audit report with bank name and balance outstanding on that date are required to disclose;

Reply:
Details statement is enclosed herewith in annexure-1.

Query- 23:
Detailed disclosures of building (like no. of floors, Sq. feet etc.) amounting to Tk. 53,31,14,467.00 as shown in note 4.00 are required;

Reply:
Building area is as follows:

Sl. No.	***Name of Building***	***No. of Floor***	***Area (sft)***
1	*Building-01*	*One with Mezzanine floor*	*23,763*
2	*Building-02*	*One with Mezzanine floor*	*33,880*
3	*Building-03 (2 storied)*	*Two with Mezzanine floor*	*80,655*
4	*Building-04*	*One*	*47,600*
5	*Building-05*	*One*	*28,832*
6	*Building-06*	*One with Mezzanine floor*	*36,167*
7	*Others Building*	*Two*	*39,391*
8	*Boundary wall*	*-*	*31,960*
	Total		***322,248***

Tk. 53,31,14,467.00 represents the written down value with revaluation surplus.

Query- 24:
Separate disclosure of land and land development expenses along with detailed description of land development expenses are required;

Reply:
Land and land development expenses is as follows;

Deed Value	*Tk. 14,748,000*
Registration and other expenses	*Tk. 2,949,600*
Land Development Expenses	*Tk. 102,401,676*
Total	***Tk. 120,099,276***

Land development expenses included earth filling, sand filling, leveling, rolling activities etc.

Query- 25:
Date of investment in Evitex Fashion Ltd. amounting to Tk. 83,600,000.00 and amount of dividend(s) received from Evitex Fashion Ltd. are required;

Reply:
The company made investment on 30/12/02013 in Evitex Fashions Limited as per approval of Bangladesh Securities and Exchange Commission after which only one year have passed. We observed that the company attained profit during the subsequent period of one year. The moment Evitex Fashions Limited declares dividend to that effect, we would make due accrual in the company's account.

Query- 26:
Mode of advance to Evitex Polycot amounting to Tk. 7,94,29,537.00 as shown in note 8.00 are required to furnish;

Reply:
The amount of advance to Evitex Polycot Ltd. is an accumulated figure continuing from the year 2008 However the amount has been realized as full and final settlement through Banking channel.

Query- 27:
Explanation regarding the item 'Reserve For BTB LC Payment' as shown in note 8.00 are required;

Reply:
Reserve for Back to back LC payment represents retention money from the export proceed for payment of Back to back LC.

Query- 28:
It is required to confirm whether provisions for 'Directors Remuneration' amounting to Tk. 1,77,000.00 & provision for salary & wages are subsequently paid/not as shown in note 19;

Reply:
Tk. 47.00 lac of directors' remuneration has already been paid and provision for salary & wages has subsequently been cleared.

Query- 29:
Explanation regarding rent received in advance (Tk. 4,97,84,000) as shown in note 30.00 is required;

Reply:
The amount represents rental charges for use of factory premises by Evitex Fashions Limited. The amount has been subsequently adjusted.

Query- 30:
Basis of valuation of shares of Evitex Fashion Ltd. at the time of acquisition is required;

Reply:
Evince Textiles Limited has been holding 95% of Total shares of Evitex Fashions Limited. On the date of acquisition a vendor's agreement has been executed with a total net asset at Tk. 9,58,96,264 on the basis of share at 1:1 ratio.

Query- 31:
It appears form prospectus that 45% of sales are made to Elite Garments Ltd. and Vision Apparels Ltd. It is required to disclose whether any relationship exist with Evince Textiles Ltd. or its directors or shareholders with these two companies. Amount of sales during 2014 & outstanding as on 31/12/14, subsequent realization on sign of audit report from them with name of bank, amount, date etc are required to disclose;

Reply:
There do not exist any other than business relation with Elite Garments Ltd. and Vision Apparels Ltd. and no directors or shareholders are in any way connected with Evince Textiles Limited.
Details of sales during 2014 and the position of outstanding as at 31/12/14 together with subsequent realization position is shown as under;

Sl No	***Party Name***	***Sales during 2014***		***Receivable as on 31/12/14***		***Realized USD upto signing Date***	***Bank***
		USD	***BDT***	***USD***	***BDT***		
01	*Elite Garments Ltd*	*6,376,232*	*484,593,643*	*1,027,642*	*78,100,810*	*870,690*	*Prime Bank Ltd. & Pubali Bank Ltd.*
02	*Vision Apparels (Pvt.) Ltd*	*3,143,751*	*238,925,069*	*1,619,581*	*123,088,136*	*1,148,279*	*Prime Bank Ltd. & Pubali Bank Ltd.*

Query- 32:
It appears from the schedule of 'Property, Plant & Equipment' of Evince Textile Ltd. (parent's accounts) that the cost of building as at 31/12/14 is Tk. 38,92,11,772.00. After physical verification, disclosure regarding type (bricks/tin/prefabricated steel) & total number of buildings, number of floors, total floor area, total building area, vacant area, cost per sq.ft., total cost, status of all buildings owned & used by the company or by other companies of group is required;

Reply:
Following the letter of Bangladesh Securities and Exchange Commission we made a physical inventory on 27.07.2015 and our observation is detailed in annexure-2.

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Annexure-01

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ACCOUNTS RECEIVABLE STATEMENT OF EVINCE TEXTILES LIMITED

Sl No	Party Name	Address	Telephone No.	Receivable		Realized USD (Up to 04.03.15)	Balance	Bank Name
				USD	BDT		USD	
01	A.G. Dresses Ltd	Plot-9, Block-C, Tongi Insdusrial Area, Himaridghi, Tongi, Gazipur.	8963398	83,772.25	6,366,691.00	29,655.05	54,117.20	Prime Bank Ltd.
02	Aman Graphics & Design Ltd	Nazim Nagar, Hemaetpur, Savar, Dhaka.	8816390	134,778.43	10,243,160.68	61,788.47	72,989.96	Prime Bank Ltd., EXIM Bank Ltd., Pubali Bank Ltd.
03	Aman Knitting Ltd	Nazim Nagar, Hemaetpur, Savar, Dhaka.	8816390	148,415.64	11,279,588.64	120,180.84	28,234.80	Prime Bank Ltd. & EXIM Bank Ltd.
04	Amternet Ltd	Kasba Tower, 160 West Rajashan,Savar, Dhaka	9814200-6	42,675.05	3,243,303.80	42,675.05	-	EXIM Bank Ltd.
05	Armour Garments Ltd	97 DIT Road, Rampura, Dhaka-1219	9102583, 9132977	73,851.65	5,612,725.40	31,522.74	42,328.91	Prime Bank Ltd.
06	BHIS Apparels Ltd	671, Datta Para, Hossain Market, Tongi, Gazipur	9816802	138,860.85	10,553,424.60	138,860.85	-	EXIM Bank Ltd. & Prime Bank Ltd.
07	Binni Garments Ltd	164/1, South Kamlapur, Dhaka-1217	8319031	47,124.90	3,581,492.40	35,923.30	11,201.60	Pubali Bank Ltd.
08	Cho Apparels Ltd			4,510.00	342,760.00	-	4,510.00	Prime Bank Ltd.
09	Continental Garments Ltd	Bora Rangamatia, Zirabo, Ashulia Savar, Dhaka	7709124, 7791252	6,836.25	519,555.00	6,836.25	-	Prime Bank Ltd.

10	Dekko Apparels Ltd	Suvastu Zenim Plaza, H#16 (Old#27), Dhanmondi R/A, Dhaka-1209	9132934, 9132944	26,818.75	2,038,225.00	7,586.20	19,232.55	Prime Bank Ltd.
11	Dekko Garments Ltd	Suvastu Zenim Plaza, H#16 (Old#27), Dhanmondi R/A, Dhaka-1209	9132934, 9132944	198,425.50	15,080,338.00	170,941.70	27,483.80	Prime Bank Ltd.
12	E. H. Fashions Ltd	221-225 Satais, Khortoil, Gazipura, Gazipur		40,469.45	3,075,678.20	40,469.45	-	Pubali Bank Ltd.
13	East West Fashion Garments Ltd.	Chanyanaz, K.B. Bazar, Gazipur.	8878741	7,672.80	583,132.80	7,672.80	-	EXIM Bank Ltd.
14	Elite Garments Ltd	South Avenue Tower (2nd floor), H# 50, R# 03, 7, Gulshan Avenue, Gulshan-1, Dhaka-1212	8859998	1,027,642.24	78,100,810.24	870,689.64	156,952.60	Prime Bank Ltd. & Pubali Bank Ltd.
15	Epyllion Garments Ltd	Plot # I/6, Road # 6, Section-7, Mirpur I/A, Dhaka-1216	9840498	11,172.52	849,111.52	7,218.02	3,954.50	Pubali Bank Ltd.
16	Fashion Network ltd	86, Elephant Road, Dhaka-1205	9660652	7,605.00	577,980.00	-	7,605.00	Prime Bank Ltd.
17	Global Garments Ltd			36,769.80	2,794,504.80	-	36,769.80	Pubali Bank Ltd.
18	Globus Garments Ltd	Suvastu Zenim Plaza, H#16 (Old#27), Dhanmondi R/A, Dhaka-1209	9132934, 9132944	280,018.70	21,281,421.20	198,133.20	81,885.50	Prime Bank Ltd.
19	Honeywell Garments Ltd	Plot# 1010m1011,Ambagh Mouza Baghia, Konabari, Gazipur		18,198.00	1,383,048.00	18,198.00	-	Pubali Bank Ltd.
20	Intraco Design Ltd	241-243 SOUTH AZAMPUR,241-243 SOUTH AZAMPUR, AZAMPUR, UTTARA, DHAKA-123	8953914	48,655.45	3,697,814.20	2,889.70	45,765.75	Prime Bank Ltd. & EXIM Bank Ltd.

21	Jamuna Fashion wear Ltd	Plot # 75, Road # 05,Section-02, Block-K, Rupnagar I/A, Mirpur, Dhaka-1216	8031342	111,568.72	8,479,222.72	-	111,568.72	Prime Bank Ltd.
22	Knit Concern Ltd	62,Water Works Road, Godnail, Narayangonj	7641086, 7641088	7,310.00	555,560.00	3,570.00	3,740.00	EXIM Bank Ltd.
23	Kumudini Apparels Ltd	72,Sirajjuddowla Road, Khanpur, Narayanganj	7633543, 7633545	62,642.47	4,760,827.72	38,635.20	24,007.27	Pubali Bank Ltd. & EXIM Bank Ltd.
24	Lusaka Fashions Ltd	Zirabo (Pukurpar), Savar, Dhaka	7708900~4	366,586.55	27,860,577.80	72,861.87	293,724.68	Prime Bank Ltd.
25	Manta Apparels ltd	Ashulia, Savar, Dhaka	7702352, 7702658, 7702659	130,164.05	9,892,467.80	21,863.50	108,300.55	Prime Bank Ltd.
26	Medona Fashions Ltd	Sikder Plaza (4th Floor) House 79 Block -M , Bananin Dhaka - 1213	9880343	77,882.70	5,919,085.20	77,882.70	-	Prime Bank Ltd.
27	Medona Garments Ltd	Sikder Plaza (4th Floor) House 79 Block -M , Bananin Dhaka - 1213	9880343	9,058.58	688,452.08	9,058.58	-	Prime Bank Ltd.
28	MG Shirtex Ltd	Lotus Kamal Tower One (Level-10), 57, Joar Sahara C/A, New Airport Road, Dhaka-1229	8952704	186,636.57	14,184,379.32	123,822.66	62,813.91	Prime Bank Ltd.
29	Mikkif Apparels Ltd	67, Malibagh Chowdhury Para, D.I.T. Road, Rumpura, Dhaka-1219	9897915	45,121.80	3,429,256.80	45,121.80	-	Prime Bank Ltd. & EXIM Bank Ltd.
30	Millenium Garments Ltd	Zirabo, Ashulia, Savar, Dhaka-1341	7708167, 7708760	71,767.00	5,454,292.00	71,767.00	-	Prime Bank Ltd.
31	Newage Apaparels Ltd	42-I Indira Road, Dhaka-1215	8112704, 8116951, 8130336	283,002.31	21,508,175.56	252,886.35	30,115.96	Prime Bank Ltd.
32	Newage Garments Ltd	42-I Indira Road, Dhaka-1215	8112704, 8116951, 8130336	242,831.04	18,455,159.04	179,012.12	63,818.92	Prime Bank Ltd.

33	Olio Apparels ltd	406-B, Khilgaon Chowdhurypara, Dhaka-1219	7214437, 7211228, 7214908	16,690.15	1,268,451.40	16,690.15	-	Prime Bank Ltd.
34	Panorama Garments Ltd	Vogra (Basan Sarak), P.O-National University, Gazipur Sadar, Gazipur	9293251	214,240.38	16,282,268.88	214,240.38	-	Pubali Bank Ltd.
35	Ribline Fashions Ltd	Plot# B, 491-492, Basic Industrial Area, Shasongaon, Fatullah, Narayangaj-1400	7672437	53,919.50	4,097,882.00	53,919.50	-	Prime Bank Ltd.
36	Russel Garments Ltd	56/1, S.M. Maleh Road, Narayangonj.	7630997, 7641341, 7630680	973,116.23	73,956,833.48	268,701.00	704,415.23	Prime Bank Ltd., Pubali Bank Ltd. & EXIM Bank Ltd.
37	S. F. Denims Ltd	225, Tejgaon I/A (2nd Floor), Dhaka-1208	8851256~7	30,092.90	2,287,060.40	30,092.90	-	Pubali Bank Ltd. & EXIM Bank Ltd.
38	Section Seven Ltd	Plot-1&2, Sector-6/A, CEPZ, Chittagong	031-741961	196,402.14	14,926,562.64	142,329.04	54,073.10	Pubali Bank Ltd.
39	Shirt Makers Ltd	Kaptai Raster Matha,Kalurghat I/A, Chandgaon, Chittagong	031-741961	50,083.56	3,806,350.56	50,083.56	-	Prime Bank Ltd. & EXIM Bank Ltd.
40	Starling Creation Ltd	Beron, Earpur Union, Ashulia, Dhaka	8828122, 8811543	43,120.00	3,277,120.00	32,819.60	10,300.40	Prime Bank Ltd.
41	The Shanin corporatio n	Shanta Western Tower (level-7), 186, Tejgaon I/A, Tejgaon, Dhaka-1208	8878717~22	122,696.80	9,324,956.80	52,032.55	70,664.25	Prime Bank Ltd.
42	Tosrifa Industries Ltd	Holding No-4/2A, Plot-49 & 57, 135 Gopalpur, Munnu Nagar, Tongi, Gazipur	9817461	9,567.90	727,160.40	9,567.90	-	Pubali Bank Ltd.
43	Unitrade FashionS Ltd	House# 470 (4th Floor), Road#31, New DOHS, Mohakhali, Dhaka-1206	8816856~7	5,621.40	427,226.40	-	5,621.40	EXIM Bank Ltd.

44	Vertex Wear Ltd	Varari, Rajfulbaria, Tetuljhora, Savar, Dhaka	774360-5	49,531.35	3,764,382.60	-	49,531.35	Prime Bank Ltd.
45	Vision Apparels (Pvt.) Ltd	Plot M-1/3, Sectin-14, Mirpur, Dhaka-1206	8050521, 9039338, 9012479	1,619,580.74	123,088,136.24	1,148,278.99	471,301.75	Prime Bank Ltd. & Pubali Bank Ltd.
				7,363,508.07	**559,626,613**	**4,706,478.61**	**2,657,029.46**	

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Annexure-02

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PHYSICAL VERIFICATION REPORT OF BUILDING AND CIVIL CONSTRUCTION OF EVINCE TEXTILES LIMITED

Particular	Types	Floor Area Sft.	No. of Building	No. of Floor	Users	Total Building Area(Sft)	Occupied Land Area (Decimal)	Vacant Land Area (Decimal)
Building-1	Pillar-RCC,Wall-Brick ,Roof-Prefabricated Steel,Hight-25'	23,763	1	One with Mezzanine floor	Evince Textiles Limited	23,762	781.98	301.72
Building-2	Pillar-RCC,Wall-Brick, Roof-Prefabricated Steel,Hight-25'	33,880	1	One with Mezzanine floor	Evince Textiles Limited	34,016		
Building-3	Two Storied Building, Wall-Brick, Roof-RCC slab with false celling and Vibration absorption floor	80,655	1	Two with Mezzanine floor	Ground Floor-Evince Textiles Limited & 1st Floor-Evitex Fashions Limited	72,011		
Building-4	Pillar-RCC,Wall-Brick Roof-Prefabricated Steel with false celling and Vibration absorption floor. Hight-15'	47,600	1	One	Evince Textiles Limited	45,065		

Building-5	Pillar-RCC,Wall-Brick Roof-Prefabricated Steel with false celling and Vibration absorption floor. Hight-15'	28,832	1	One	Evince Textiles Limited	30,266		
Building-6	Pillar-RCC,Wall-Brick ,Roof-Prefabricated Steel,Hight-25'	36,167	1	One with Mezzanine floor	Evince Textiles Limited	29,473		
Others Building	Pillar-RCC,Wall-Brick, Roof-Prefabricated Hight-25',Brick work, Hight-8',Floor pucca,Roof-Tin,Hight-12'10",Hight-15'10"	39,391	11	Two	Evince Textiles Limited	49,925		
Boundary Wall	Pillar-RCC,Wall-Brick & Hight-8'	31,960				31,960		
Total		**322,248**	**17**			**316,477**	**781.98**	**301.72**
Total Cost	**Tk.415,012,572**							
Cost per Sft.	**Tk. 1,288**							

Sd/-
Pinaki & Company
Chartered Accountants

Auditors Supplementary Disclosure

1. Auditor's disclosure regarding outstanding salary. Since when it is due? Amount outstanding. Current status. If directors have decided to forgo, Auditors' must disclose that and also show the accounting effect of next year.

Reply:
As per the decision of the board of directors of Evince Textiles Limited held on Sunday, September 06, 2015 at 04:00 PM, the Board has approved the non-claiming of the outstanding remuneration amounting Tk. 10,400,000 from May 2014 to December 2014. The directors are namely, Mr. Abu Kawser Majumder Tk. 3,200,000, Mr. A.K. Gouhor Rabbani Tk. 3,200,000, Mr. Md. Akhter Shahid Tk. 2,400,000, Mr. Shah Adeeb Choudhury Tk. 800,000 and Mr. Shah Rayeed Choudhury Tk. 800,000. The due payment period, amount outstanding, current status and accounting effect of next year are presented below.

Name	***Outstanding***		***Paid***	***Non-claimed amount***		***Remuneration Effect From***
Anwar-ul Alam Chowdhury	*400,000*	*Dec, 14 = 1 Month*	*400,000*	-	-	*From January 2006*
Shabnam Shehnaz Chowdhury	*300,000*	*Dec, 14 = 1 Month*	*300,000*	, -	-	*From January 2006*
Abu Kawser Majumder	*5,200,000*	*Dec,13 to Dec,14 = 13 Months*	*2,000,000*	*3,200,000*	*May,14 to Dec,14 = 8 Months*	*From October 2013*
A.K. Gouhor Rabbani	*5,200,000*	*Dec,13 to Dec,14 = 13 Months*	*2,000,000*	*3,200,000*	*May,14 to Dec,14 = 8 Months*	*From October 2013*
Md. Akhter Shahid	*3,900,000*	*Dec,13 to Dec,14 = 13 Months*	*1,500,000*	*2,400,000*	*May,14 to Dec,14 = 8 Months*	*From October 2013*
Shah Adeeb Chowdhury	*1,300,000*	*Dec,13 to Dec,14 = 13 Months*	*500,000*	*800,000*	*May,14 to Dec,14 = 8 Months*	*From October 2013*
Shah Rayeed Chowdhury	*1,300,000*	*Dec,13 to Dec,14 = 13 Months*	*500,000*	*800,000*	*May,14 to Dec,14 = 8 Months*	*From October 2013*
	17,600,000		***7,200,000***	***10,400,000***		

Accounting Effect:
Provision for Directors' Remuneration *Dr.*
Retained Earnings *Cr.*
The above mentioned accounting effect will be taken into consideration during the audit of next financial year i.e. 2015.

2. Disclosure from the Auditor regarding impairment of asset.
Reply:
In our opinion there do not exists any indication of Impairment loss in the fixed assets of the company.

3. Disclosure from the Auditor regarding land development cost not depreciated as per para-59 of BAS-16.
Reply:
The land under reference was developed in a normal way to make it fit for use for the purpose and there was no case of dismantlement, removal and restoration on the land.

4. Disclouser of Auditor regading impairment of Subsidiary:
Reply:
Evitex Fashions Limited has sold the asssets to the parent company by lower than the book value of the assets. At that time, it was justified price.

SECTION XXIX: MANAGEMENT DISCLOSURES

1. **Justification required regarding 35 years rent in advance;**
   Evince Textiles Limited received Tk. 5.00 crore (Tk. 15,150,000 in 2011and Tk. 34,850,000 in 2012) from sister concern as advance against factory rent @ of Tk. 120,000 per month (i.e.approximately 35 years rent is taken in advance). The management of the Company has provided following disclosures in this connection.

   For the enhancement of capacity building we have received Tk. 5.00 Crore (Tk. 15,150,000 in 2011 and Tk. 34,850,000 in 2012) as advance factory rent from Evitex Fashions Ltd. for the construction of the factory building keeping in consideration the use of space by Evitex Fashions Ltd. The transaction was made through a Memorandum of Understanding (MoU) dated January 1, 2011 executed between Evitex Fashions Ltd. and Evince Textiles Ltd.In the year 2012, the advance of Tk. 5.00 Crore has been partially adjusted @Tk. 18,000 per month totaling Tk. 216,000 with advance against factory rent. Subsequently, in 2013, the remaining amount of Tk. 49,784,000 has been adjusted through inter-bond transfer with the prior approval from Customs bond Commissionerate.

2. **Detailed disclosures regarding cash amounting Tk. 7.94 crore received from Evitex Polycot are required;**

   Evince Textiles Limited has invested Tk.79,429,537 (Tk.16,431,000in 2008 and Tk. 62,998,537 in 2011) in Evitex Polycot Limited, a sister concern under common management of Evince Textiles Ltd. It was shown as share money deposit in the accounts of Evitex Polycot. But the management of Evince Textiles Limited realized that the investment may not be viable due to not getting approval of Gas supply from Titas Gas Transmission of Bangladesh for a considerable amount of time. That is why the advanced amount has been realized as fully through banking channel during Accounting Year of 2014.

3. **Disclosure regarding selling expenses amounting Tk. 1.55 crore of the parent company is required;**

   Evince Textiles Limited has not maintained a separate department for product development (i.e. design & construction development), marketing and selling activities. Such activities are done through a separate entity named Evince Design and Fashions Ltd., a sister concern under common directorship, who are specialized in product design and development. The Expenses amounting to Tk. 1.55 crore are incurred within arms' length basis for this purpose which comes to 1% of the export value as Selling Expenses.

4. **Disclosures on the rationales regarding 'air freight charges' of the subsidiary company;**

   Due to political unrest in our country, few shipments of Evitex Fashions Limited were missed that is why it exported by Air and incurred 'air freight charges'.

5. **Disclosure stating the reasons for decreasing gross margin ratio, operating income ratio and EPS in 2014;**

   The Gross margin ratio and Operating income ratio of Evince Textiles Limited has remained consistent whereas the Gross margin ratio and Operating income ratio of Evitex Fashions Limited (direct exporter) decreased as few shipments delayed due to political unrest during the period which ultimately affected the consolidated gross margin ratio and operating income ratio. Number of shares increased through issuance of new shares in cash which is yet to contribute towards generating profit, due to increased number of shares outstanding EPS has been decreased for the time being. It is mentionable here that profitability of the Company is in an upward trend.

6. **Disclosures regarding WPPF not being maintained;**

As per Section 232 of Bangladesh Labor Act. 2006, which states that in sub-section 2 “The Government may, by notification in the official Gazette apply this chapter to such other companies as it may specify therein.” And in Sub-section 3 “Notwithstanding anything contained in sub-section (1) and (2), in industrial sector which is hundred percent export oriented or which is hundred percent foreign invested, the government may, by rules, for the beneficiaries working in such sectors, from sector-wise a central fund consolidating buyers and owners, fund management board, determine amount of donation ad procedure for recovery thereof, adopt rules for using money of that fund and relevant other necessary rules. Provided that, such board, may very prior approval of government adopt regulations for the purpose of this section.”

That is why the company was not able to make provision for WPPF during the year. However the management of the company has positive intention to implement WPPF after notification in the official Gazette by the Government.

7. **Disclosures regarding usages, possessions, status, locations etc. of 1089.95 decimal lands;**

The usage, possessions, status, locations etc. of 1089.95 decimal lands are shown below:

Usage	Possessions	Status	Locations
Upto December 2013 398.88 decimal of lands has been used for civil construction. Subsequently in 2014 136.84, 156.63 and 89.63 decimal of land totaling 781.98 decimals have been used for the same purpose. Rest 307.97 decimal of land has been used for road, garden and open space.	The area is under the possession of the Company and has been demarketed by boundary wall.	Same as usage	Mouza: Mahona, Bhabanipur, UP: Mirzapur, PS: GazipurSadar, Zilla: Gazipur

8. **Disclosure regarding selling expenses and terms of contract (if any);**

We are not maintaining a separate department for product development (i.e. design & construction development), marketing and selling activities. Such activities are done through the separate entity namely Evince Design and Fashions Ltd. who are specialized in product design and development. The Expenses amounting to Tk. 1.55 crore was incurred for this purpose which comes to 1% of the export value as Selling Expenses. The risk relating to such selling expenses and management perception has been incorporated in the draft prospectus.

9. **Disclosure explaining the reasons on current liabilities exceeding current assets from 2010 to 2014;**

Current liabilities exceeds current assets from 2010, 2011, 2012, 2013 & 2014 because current portion of long term loan has been added to current liability and for economic recession in the world economy our export has been fallen but we have to import raw materials for smooth operation our production that is why our current liability has increased.

10. **Disclosure regarding outstanding salary of Directors;**

As per Auditors' Additional Disclosure. The details of Directors' outstanding remuneration are as follows:

Sl. No.	Name	Outstanding as on December 31, 2015	Paid	Outstanding Balance as on September 6, 2015
1.	Anwar-ul Alam Chowdhury	400,000	400,000	-
2.	ShabnamShehnaz Chowdhury	300,000	300,000	-
3.	Abu KawserMajumder	5,200,000	2,000,000	3,200,000
4.	A.K. Gouhor Rabbani	5,200,000	2,000,000	3,200,000
5.	Md. Akhter Shahid	3,900,000	1,500,000	2,400,000
6.	Shah Adeeb Chowdhury	1,300,000	500,000	800,000
7.	Shah Rayeed Chowdhury	1,300,000	500,000	800,000
		17,600,000	**7,200,000**	**10,400,000**

As per the decision of the Board of Directors of Evince Textiles Limited held on September 6, 2015, the Board has approved the non-claiming of the outstanding remuneration amounting Tk. 10,400,000.

11. **Explanation regarding income tax payment of Subsidiary Company;**

Subsidiary company i.e. Evitex Fashions Limited had paid Income Tax amounting to Tk. 3,956,327 during 2014 as advance income Tax, which was shown under the main line item 'Cash paid to suppliers, Employees and others' of the cash flow statement under 'Advance, Deposit and Prepayment'.

12. **Disclosure regarding cash paid to suppliers and others as shown in consolidated cash flow statement for the year 2014;**

Cash paid to Suppliers, Employees and others	Taka
Evince Textiles Limited	1,051,728,560
Evitex Fashions Limited	706,166,562
	1,757,895,122
Consolidated	1,756,455,122
Difference	**1,440,000**

The amount taka 1,440,000 is the rental income of Evince Textiles Limited and the expenses of Evitex Fashions Limited. That's why the amount has been eliminated during consolidation.

Sd/-
Abu Kawser Majumder
ManagingDirector
Evince Textiles Limited

DISCLOSURE REGARDING IMPORT OF NEW MACHINERIES ALTHOUGH CURRENT PRODUCTION CAPACITY IS NOT FULLY UTILIZED

New and advanced machineries will be imported by using IPO fund although existing machineries are utilized 80% of the current capacity because the Company wants to produce more upgraded and standard quality product in the competitive market, which cannot be produced with the existing machineries.

For Issuer,

Sd/-
Abu Kawser Majumder
ManagingDirector
Evince Textiles Limited

DECLARATION FOR NON-CLAIM OF OUTSTANDING REMUNERATION

We the under signed declared for non-claiming of the outstanding remuneration for the period of May 2014 to December 2014 i.e eight months for the wellbeing of the Company. Details of non-claiming amount Tk. 1,04,00,000 is as under;

Name	Amount Tk.	Period
Abu Kawser Majumder	3,200,000	May,14 to Dec,14 = 8 Months
A.K. Gouhor Rabbani	3,200,000	May,14 to Dec,14 = 8 Months
Md. Akhter Shahid	2,400,000	May,14 to Dec,14 = 8 Months
Shah Adeeb Chowdhury	800,000	May,14 to Dec,14 = 8 Months
Shah Rayeed Chowdhury	800,000	May,14 to Dec,14 = 8 Months
Total Amount	***10,400,000***	

Sd/-
Abu Kawser Majumder
Managing Director

Sd/-
A.K. Gouhor Rabbani
Director

Sd/-
Md. Akhter Shahid
Director

Sd/-
Shah Adeeb Chowdhury
Director

Sd/-
Shah Rayeed Chowdhury
Director

Statement regarding any material change including raising of paid-up capital after the date of audited financial statements

This is to certify that "Evince Textiles Limited" has not made any material change including raising of paid-up capital after the date of audited financial statements (December 31, 2014) as included in the prospectus.

Sd/-
Khairul Islam Khan, ACA
Chief Financial Officer
Evince Textiles Limited

Sd/-
Abu Kawser Majumder
Managing Director
Evince Textiles Limited

Date: March 30, 2016

Statement regarding Cost Audit

This is to certify that, as per provision of the Companies Act 1994, cost audit by professional Accountant is not applicable for "Evince Textiles Limited".

Khairul Islam Khan, ACA	**Khandakar Kayes Hasan**	**Abu Kawser Majumder**
Chief Financial Officer	Chief Executive Officer	Managing Director
Evince Textiles Limited	LankaBangla Investments Limited	Evince Textiles Limited

Date: March 30, 2016

Section XXX: DISCLOSURE BY THE ISSUE MANAGER

DECLARATION REGARDING JUSTIFICATION OF REVALUED FIGURE OF BUILDING COMPARING ORIGINAL COST

Based on the revaluation report prepared by M.M Rahman Chartered Accountants Firm dated December 31, 2012 the revalued figure of the building compared to the original cost is justified.

For Manager to the Issue

Sd/-
Khandakar Kayes Hasan, CFA
Chief Executive Officer
LankaBangla Investments Limited

DECLARATION FROM ISSUE MANAGER REGARDING SMOOTH PRODUCTION WITHOUT ELECTRICITY CONNECTION

After inspecting the Certificate for waiver from requirement of a license No. BERC\LWC\L\0044\1195 for the captive generator by Bangladesh Energy Regulatory Board which is 630KW and the current usage of the Company which is 70% of the approved load factor i.e 441KW, it appears that the power generated by the captive generator of Evince Textiles Limited is sufficient to fulfill the required power for smooth production. We have also learned that the Company uses its own captive power generator as depending on the electricity connection provided by government sources like Power Development Board or Bangladesh Energy Regulatory Board hampers the smooth production sometimes due to power failure. To control such disruption Company uses its own generators.

For Manager to the Issue

Sd/-
Khandakar Kayes Hasan, CFA
Chief Executive Officer
LankaBangla Investments Limited

SECTION XXXI: FINANCIAL STATEMENTS

AUDITORS' REPORT TO THE SHAREHOLDERSOF EVINCE TEXTILES LIMITED AND IT'S SUBSIDIARIES

We have audited the accompanying financial statements of Evince Textiles Limited, which comprise the statement of consolidated financial position as at 31st December 2015, Statement of profit and loss and other Comprehensive Income, consolidated 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 and all related consolidated financial statements of Evince Textiles Limited and its Subsidiaries.

Management's responsibility for the consolidated financial statements
Management is responsible for the preparation and fair presentation of these consolidated 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 misstatements, 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 consolidated 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 relevant ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated 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 consolidated financial statements including financial position of Evince Textiles Limited And Its Subsidiaries, prepared in accordance with Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the Company's/group's affairs as at 31st December 2015 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.

We also report that:
a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of these books;
c) the statement of financial position (balance sheet) and Statement of profit and loss and other Comprehensive Income (profit and loss account) dealt with by the report are in agreement with the books of account and returns; and
d) the expenditures incurred were for the purposes of the Company's business.

Sd/-
Pinaki & Company
Chartered Accountants

Dhaka

Dated: March 31, 2016

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Consolidated Statement of Financial Position
As at December 31, 2015

PROPERTIES & ASSETS	Notes	Amount in Taka	
		31-Dec-15	31-Dec-14
Non Current Assets			
Property, Plant and Equipment	04.00	2,028,223,908	1,974,145,076
Capital work-in-progress	05.00	53,589,200	23,291,097
		2,081,813,108	**1,997,436,173**
Current Assets			
Fixed Deposit		44,553,886	34,827,330
Inventories	06.00	602,785,460	463,521,241
Accounts Receivable	07.00	820,522,184	639,830,436
Advances, Deposits and Pre-payments	08.00	199,442,117	117,079,237
Cash and Cash Equivalents	09.00	10,732,929	28,817,000
		1,678,036,576	**1,284,075,244**
Total Assets		**3,759,849,684**	**3,281,511,417**
SHAREHOLDERS' EQUITY & LIABILITIES			
Shareholders' Equity			
Paid-up Capital	10.00	1,030,000,000	1,030,000,000
Retained Earnings	11.00	418,908,459	231,471,599
Revaluation Surplus	12.00	365,473,708	375,946,652
		1,814,382,167	**1,637,418,252**
Non-controlling interests	13.00	**8,936,355**	**7,771,973**
Non Current Liabilities			
Long Lerm Loan	14.00	862,998,265	303,768,699
Obligation under Finance Lease	15.00	4,507,145	2,105,321
Deferred Tax Liabilities	25.02	15,548,232	9,362,716
		883,053,643	**315,236,736**
Current Liabilities			
Short Term Loan	16.00	769,474,669	1,021,475,311
Current Maturity of Long Term Loan	14.00 & 15.00	94,901,254	102,290,662
Accounts Payable	17.00	64,148,918	80,267,390
Liabilities for Expenses	18.00	63,690,207	54,092,335
Current Tax Liabilities	25.01.i	61,262,470	62,958,758
		1,053,477,519	**1,321,084,456**
Total Shareholders' Equity and Liabilities		**3,759,849,684**	**3,281,511,417**
Net Assets Value (NAV) Per Share	19.00	**17.62**	**15.90**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	**Sd/-**
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Consolidated Statements of Profit and Loss and other Comprehensive Income
For the Year ended December 31, 2015

Particulars	Note	Amount in BDT	
		2015	2014
Turnover	20.00	2,123,831,656	2,337,278,020
Less: Cost of Goods Sold	21.00	1,664,902,656	1,869,820,593
Gross Profit		**458,929,000**	**467,457,427**
Less: Administrative, Selling & Other Expenses	22.00	97,792,627	101,731,748
Operating Profit		**361,136,373**	**365,725,679**
Less: Financial Expenses	23.00	173,520,216	178,374,628
Profit Before Other Income		**187,616,157**	**187,351,051**
Add. Other Income	24.00	7,287,146	3,039,968
Net Profit before Tax		**194,903,303**	**190,391,019**
Less: Provision for Tax	25.00	27,175,006	24,040,830
Current Tax	25.01	20,989,489	15,893,250
Deferred Tax	25.02	6,185,516	8,147,580
Net Profit after Tax		**167,728,298**	**166,350,190**
Other Comprehensive Income :		-	-
Total Comprehensive Income		**167,728,298**	**166,350,190**
Profit attributable to:			
Equity holders of the company		166,563,916	165,204,900
Non-controling interests	13.00	1,164,382	1,145,289
		167,728,298	**166,350,190**
Basic Earnings Per Share	26.00	**1.62**	**1.88**
Adjusted Earning Per Share		**1.62**	**1.60**

Comapny Secretary **Director** **Managing Director**

Sd/-	Sd/-	Sd/-	Sd/-
Company Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Consolidated Statement of Changes in Equity
For the Year ended December 31, 2015

Amount in Taka

Particulars	Share Capital	Retained Earnings	Share Money Deposit	Revaluation Surplus	Total
Balance as at January 01, 2015	**1,030,000,000**	**231,471,599**	**-**	**375,946,653**	**1,637,418,252**
Total Comprehensive Income	-	166,563,916	-	-	166,563,916
Adjustment for Depreciation on Revaluation	-	10,472,944	-	(10,472,944)	-
Adjustment of Directors' Remuneration		10,400,000	-		10,400,000
Balance as at December 31, 2015	**1,030,000,000**	**418,908,459**	**-**	**365,473,709**	**1,814,382,168**

Consolidated Statement of Changes in Equity
For the Year ended December 31, 2014

Amount in Taka

Particulars	Share Capital	Retained Earnings	Share Money Deposit	Revaluation Surplus	Total
Balance as at January 01, 2014	**440,000,000**	**55,242,547**	**14,000,000**	**386,970,805**	**896,213,351**
Share Money Deposit	-	-	576,000,000	-	576,000,000
Total Comprehensive Income	-	165,204,900	-	-	165,204,900
Adjustment for Depreciation on Revaluation	-	11,024,152	-	(11,024,152)	-
Share Issued on 06.04.2014	590,000,000	-	(590,000,000)	-	-
Balance as at December 31, 2014	**1,030,000,000**	**231,471,599**	**-**	**375,946,653**	**1,637,418,252**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Consolidated Satement of Cash Flows
For the Year ended December 31, 2015

Particulars	Notes	Taka	
		31-Dec-15	31-Dec-14
Cash flow from Operating Activities			
Cash received from customers	27.00	1,946,988,908	2,189,698,956
Cash paid to suppliers , Employees & others	28.00	(1,843,046,101)	(1,674,757,905)
Income Tax paid		(11,519,344)	(6,061,226)
Other Income		3,438,146	3,039,968
Net cash provided by Operating Activities		**95,861,610**	**511,919,794**
Cash flow from Investing Activities			
Addition to Fixed Assets		(179,351,050)	(494,335,420)
Capital work-in-progress		(53,589,200)	(23,291,097)
Fixed Deposit		(9,726,556)	(5,024,255)
Net Cash provided by Investing Activities		**(242,666,806)**	**(522,650,772)**
Cash flow from Financing Activities			
Share Issue		-	576,000,000
Financial Expenses		(173,520,216)	(178,416,904)
Long Term Loan-Increase/(Decrease)		550,683,110	(180,716,741)
Obligation under Finance Lease-Increase/(Decrease)		3,558,872	1,255,897
Short Term Loan-Increase/(Decrease)		(252,000,642)	(198,432,960)
Net cash provided by Financing Activities		**128,721,124**	**19,689,292**
Increase/(decrease) in Cash and Bank Balances		**(18,084,071)**	**8,958,313**
Cash and Cash Equivalents on Opening		**28,817,000**	**19,858,687**
Cash and Cash Equivalents on Closing		**10,732,929**	**28,817,000**
Net Operating Cash flow per shares	29.00	**0.93**	**4.97**

Signed as per annexed report on even date

Sd/- Sd/- Sd/-

Comapny Secretary **Director** **Managing Director** **Pinaki & Company**
Chartered Accountants

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Notes to the Consolidated Financial Statement
as at December 31, 2015

1.1 Legal form of the Company:

A) Evince Textiles Limited

Evince Textiles Limited was incorporated as a Private Limited Company on 3rd June 1999 under the Companies Act 1994 and the company commenced its commercial production on May 02, 2003.It was converted into Public Limited Company on June 04, 2013. Registered office of the company is at Plot No. 33, Sector-7, Mirpur, Dhaka-1216 while Factory is situated at Vill./Mouza: Shirir Chala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur. The principal activity of the company is to manufacture 100% cotton yarn dyed woven Fabrics.

The Company was established with an Authorised Capital of Tk. 100,000,000/- and Paid-up Capital of Tk. 500,000/-. The Authorised capital and Paid-up capital of the company was subsequently raised to Tk. 1,500,000,000/- and Tk. 1,030,000,000/- respectively. The Shares of the company has been denominated from Tk. 100/- to Tk. 10/- per share as at June 04, 2013.

B) Description of Subsidiaries:

Evitex Fashions Limited

Evitex Fashions Limited was incorporated as a Private Limited Company on April 11, 2004 under the Companies Act 1994 and the company commenced its commercial production on May 15, 2005. Registered office of the company is at Plot No. 33, Sector-7, Mirpur, Dhaka-1216 while Factory is situated at Vill./Mouza: Shirir Chala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur. The principal activity of the company is 100% export oriented Readymade Garments. Evince Textiles Limited is now holding 95% shares of the company.

The Company was established with an Authorised Capital of Tk. 100,000,000/- and Paid-up Capital of Tk. 200,000/-. The Paid-up capital of the company was subsequently raised to Tk. 88,000,000/- . The Shares of the company has been denominated from Tk. 100/- to Tk. 10/- per share as at April 21, 2013.

1.2 Nature of Business:

i. Parent Company:

The main activities of the company concentrated in Manufacturing, Dyeing & Finishing of 100% cotton woven Fabric and exporting the same.

ii. Subsidiary Company:

The main activities of the company concentrated in 100% export oriented Readymade Garments.

1.3 Share Capital:

Particulars	**December 31, 2015**	**December 31, 2014**
Authorized Capital:		
15,00,00,000 ordinary shares of Tk. 10 each	1,500,000,000	1,500,000,000
Issued, Subscribed and fully paid up:		
10,30,00,000 ordinary shares of Tk. 10 each	1,030,000,000	1,030,000,000

2.0 Basis of Preparation:

2.1 Statements Compliance:

The financial statements have been prepared in accordance with the applicable Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) based on International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs).

2.2 Reporting Period:
Financial statements of the company cover from 01-01-2015 to 31-12-2015.

2.3 Date of Authorization:
The Board of Directors of Evince Textiles Limited approved this Financial Statements on 20-03-2016.

2.4 Reporting Currency and Level of Precision:
Currency of Reporting:
The figure in the financial statements represent Bangladesh Currency (Taka), which have been rounded off to the nearest Taka except where indicates otherwise.

Foreign Currency Transactions
Foreign Currency Transactions in foreign currencies are converted into equivalent taka applying the ruling rate at the date of such transactions as per BAS-21 "The Effects of Changes in Foreign Exchange Rates".

2.5 Comparative Information:
Comparative information has been disclosed in respect of the previous year for all numerical information in the financial statements including narrative and descriptive information when it is relevant for understanding of the current year's financial statements.
Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per BAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors".
Comparative information has been provided in accordance with BAS-34 Statement of Financial Position, Statement of profit and loss and other Comprehensive Income, statement of changes in equity and statement of cash flows.

3.0 Significant Accounts Polices:
3.1 Basis of Consolidation:
These consolidated financial statements comprise the consolidated financial position and consolidated results of operations of the company and its subsidiaries (Collectively referred to as "the Group") on a line by line basis together with the Group's share in the net assets of its equity-accounted investees.

BFRS 10 introduced a new control model that focuses on whether the group has power over an investee, exposure or rights to variable returns from its involvement with the investee and ability to use its power to affect those returns. An investor has power over an investee when the investor has existing rights that gives it the current ability to direct the relevant activities that significantly affect the investee's return. Power arises from rights. An investor is exposed, or has rights, to variable returns from its involvement with the investee when the investor's returns from its involvement have the potential to vary as a result of the investee's performance. An investor controls an investee if the investor not only has the power over the investee and exposure or rights to variable returns from its involvement with the investee, but also has the ability to use its power to affect the investor's return from its involvement with the investee.

Subsidiaries
Subsidiaries are enterprises controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that are presently exercisable are taken into account. The results of operations and total assets and liabilities of subsidiary companies are included in the consolidated financial statements on a line-by-line basis and the interest of minority shareholders, if any, in the results and net assets of subsidiaries is stated separately. The financial statements of subsidiaries are included in

the consolidated financial statements of the Group from the date that control commences until the date that control ceases. Any gains or losses on increase/decrease in non-controlling interest in subsidiaries without a change in control, is recognized as a component of equity.

Loss of Control
Upon the loss of control, the Group derecognizes the assets and liabilities of the subsidiary, any non-controlling interest and other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognized in profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently it is accounted for as an equity-accounted investee or as an available-for-sale financial asset depending on the level of influence retained.

Transactions eliminated on consolidation
Intra-group balances and transaction, and any unrealized income and expenses arising from intra-group transaction, are eliminated in preparing the consolidated financial statements. Unrealized gain arises from transaction with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

3.2.1 Non-derivative financial Assets
The Entity initially recognizes loans and receivables on the date that they are originated. All other financial assets are recognized initially on the trade date, which is the date that the Entity becomes a party to the contractual provisions of the instrument.

The Entity derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in such transferred financial assets that is created or retained by Entity is recognized as a separate asset or liability.

The Entity classifies non-derivative financial assets into the following categories: Accounts Receivable and Cash and Cash Equivalents.

a. Accounts Receivable
Accounts Receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition Accounts receivables are measured at amortized cost using the effective interest method, less any bad debts provision and the entity has not provision for bad debts provision.

b. Cash and Cash Equivalents
Cash and Cash equivalents comprise cash in hand and cash at bank.

3.2.2 Non-derivative financial liabilities
Financial liabilities are recognised initially on the trade date at which the entity becomes a party to contractual provisions of the instrument.
The entity derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired.
Non-derivative financial liabilities comprise Bills Payable and borrowings.

a. Bills Payable
Bills payables are recognized initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, bills payables are measured at amortised cost using the effective interest method.

b. Borrowings
Interest-bearing borrowing include short term bank loan. Interest-bearing borrowings are recognised initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method.

3.3 Share Capital
Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction form equity, net of any tax effects. Paid-up share capital represents total amount contributed by the shareholders and bonus shares issued by the company to the ordinary shareholders. Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders' meetings. In the event of a winding up of the company, ordinary shareholders rank after all other shareholders and creditors and are fully entitled to any residual proceeds of liquidation.

3.4 Application of Bangladesh Accounting Standards (BASs):
The financial statements have been prepared in compliance with requirement of BAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following BASs are applicable for the financial statements for the period under review:
BAS – 01 Presentation of Financial Statement
BAS – 02 Inventories
BAS – 07 Statements of Cash Flows
BAS – 08 Accounting Policies, Changes in Accounting Estimates and Errors
BAS – 10 Events after the Reporting Period
BAS – 12 Income Taxes
BAS – 16 Property, Plant & Equipment
BAS – 17 Leases
BAS – 18 Revenue
BAS – 23 Borrowing Costs
BAS – 24 Related Party Disclosures
BAS – 33 Earnings per share
BAS – 36 Impairment of Assets
BAS – 37 Provision, Contingent Liabilities and Contingent Assets
BAS – 39 Financial Instruments: Recognition and Measurement
BFRS-10 Consolidated Financial Statement

3.5 Recognition of Property, Plant & Equipment and Depreciation:
Property, Plant & Equipment is stated at cost less depreciation in accordance with BAS-16 "Property, Plant and Equipment". Cost represents cost of acquisition or construction and include purchase price and other directly attributable cost of bringing the assets to working conditions for its intended use. During Financial year 2012 the Company Revalued again the Assets amounting Tk. 172,372,331 by M.M. Rahman & Co., Chartered Accountants after the Revaluation during financial year 2008 amounting Tk. 260,672,242 by G.K. Adjusters Ltd., Licensed Certified Surveyor Government of Bangladesh. No depreciation is charged on land and land development. Depreciation on all other fixed assets is computed using the reducing balance method in amount sufficient to write-off depreciable assets over their estimated useful life. Depreciation

on addition is charged when the asset is ready for use. Expenditure for maintenance and repairs are expenses, major replacements, renewals and betterment are capitalized. The cost and accumulated depreciation of depreciable assets retired or otherwise disposed off are eliminated from the assets and accumulated depreciation and any gain or loss on such disposal is reflected in operations for period.
The depreciation rate in this period has been restructured as under:

Sl.	Category of Fixed Assets Rate	Rate
1.	Land and Land Development	-
2.	Building	5%
3.	Plant and Machinery	10%
4.	Fire Detection System & Equipment	15%
5.	Balancing, Modernization, Rehabilitation & Expansion	5%
6.	Furniture and Fixtures	10%
7.	Office Equipment	15%
8.	Electricity, Gas and Water Line Installation	10%
9.	Electric Sub-Station	10%
10.	Installation cost of machinery	10%
11.	False Ceiling & Cooling Ducting	15%
12.	Vehicles	20%

3.6 Impairment:

In accordance with the provision of BAS 36, the carrying amount of non-financial assets other than inventories of the company involved in the manufacturing of the products. If any such indication exists, then the asset's recoverable amount is estimated and impairment losses are recognized in the statement of comprehensive income. No such indication of impairment has been observed till the end of the year.

3.7 Revaluation of Fixed Assets:

The company revalued its fixed assets for the 1st time in the year 2008 and the 2nd time in the year 2012. Reserve is created in accordance with Bangladesh Accounting Standard (BAS) and Bangladesh Financial Reporting Standards (BFRS) and other applicable laws, rules, regulations and guidelines. Depreciation is charged on the revalued assets except Land and Land Development. Proper accounting treatments, including provisions, tax and other liabilities, have been made in the financial statements to consider the valuation.

3.8 Inventories:

Inventories comprise of Raw Materials, Work-in Process and Finished Goods. They are stated at the lower of cost or net realizable value in accordance with the Para of 21 & 25 of BAS-2 "Inventories" after making due allowance for any obsolete or slow moving item. The cost of inventories is assigned by using weighted average cost. Quantity wise Schedule of inventory as per requirement of companies act 1994 is detailed in Annexure-B.

3.9 Advance, Deposit and Prepayment:

Evince Textiles Limited has been incurred some expenses as Advance, Deposit and Pre-payment that are shown in the notes to Financial Statement in details.

3.10 Accounts Receivable:

These are carried forward at their original invoiced value amount and represents net realizable value. Management considered the entire bills receivable as good and is collectable and therefore, no amount was provided for as bad debt in the current year's account.

3.11 Statement of Cash Flows:

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

3.12 Cash and Cash Equivalents:

According to BAS-7 'Statement of Cash Flows' cash comprises of cash-in-hand and demand deposits. BAS-1 'Presentation of Financial Statements' provides that cash and cash equivalents are not restricted in use. Considering the provisions of BAS-7 and BAS-1, Cash in hand and Bank Balances have been considered as cash and cash equivalents.

3.13 Long Term Liabilities:

Long Term liabilities comprises the amount borrowed from the bank and other concern for the long period of time and accounted and shown in the accounts at transaction cost as per BAS 39 "Financial Instrument: Recognition and Measurement."

3.14 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.

3.15 Income Tax:

Current Tax:

Evince Textiles Limited:

Provision for current income tax has been made at the rate of 15% as prescribed in the finance act (এস, আর, ও নং ২০৭-আইন-আয়কর/২০০৮, তারিখ: ৩০.০৬.২০০৮ এস, আর, ও নং ২২১-আইন-আয়কর/২০১১ তারিখ: ০৪.০৭.২০১১ এবং এস, আর, ও নং ২০৭-আইন-আয়কর/২০১৩ তারিখ: ০১.০৭.২০১৩) On the accounting profit made by the company as per ITO 1984 in compliance with BAS-12 "Income Taxes".

Evitex Fashions Limited:

Provision for current income tax has been made at the rate of 35% as prescribed in the PARIPATRO – 2014 (Income Tax) Sl. No. 51 (Tha) Page-69 on the accounting profit made by the company as per ITO 1984 in compliance with BAS-12 "Income Taxes".

Deferred Tax:

Evince Textiles Limited:

Deferred tax liabilities are the amount of income taxes payable in future years in respect of taxable temporary differences. Deferred tax assets are the amount of income tax recoverable in future years in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or subsequently enacted at the reporting date. The impact on the account of changes in the deferred tax assets and liabilities for the year ended December 31, 2015 has been recognized in the statement of comprehensive income as per BAS-12 "Income Taxes".

Evitex Fashions Limited:

Deferred income tax is provided for all temporary timing differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements in accordance with the provisions of BAS-12. Tax rate prevailing at the balance sheet date is used to determine deferred income tax. The tax authority allowed and accept the accounting depreciation as their tax depreciation i.e. Tax depreciation and accounting depreciation are same, so the temporary difference not arose. For this, deferred tax liability is nil.

3.16 Compliance with Local Laws:
The financial statements have been prepared in compliance with requirements of the Companies Act 1994, The Securities and Exchange Rules, 1987 and other relevant local laws and rules.

3.17 Borrowing Cost:
The borrowing cost is capitalized unless active developments of related assets are interrupted or cease when the borrowing cost directly transferred to the profit and Loss account as per BAS-23 "Borrowing Cost".

3.18 Revenue Recognition:
Revenue from the sales is measured at the fair value of the consideration received or receivable. The company recognizes revenue when risk and rewards associated with ownership has been transferred to buyer, which satisfied all the condition for the revenue recognition as provided in BAS-18 'Revenue Recognition'.
Sales revenue is recognized when transactions related to sales are completed and the sales invoices are issued in favor of the buyers.

3.19 VAT:
The Company's traded income is 100% export oriented so its income is not subject to VAT.

3.20 Components of the Financial Statements:
According to the Bangladesh Accounting Standard BAS-1 'Presentation of Financial Statements' the complete set of Financial Statements includes the following components:
i. Consolidated Statement of Financial Position as at December 31, 2015.
ii. Consolidated Statement of profit and loss and other Comprehensive Income for the year ended December 31, 2015.
iii. Consolidated Statement of Changes in Equity for the year ended December 31, 2015.
iv. Consolidated Statement of Cash flows for the year ended December 31, 2015.
v. Accounting Policies and Explanatory Notes for the year ended December 31, 2015.

3.21 Earnings per Share:
Earning per share (EPS) is calculated in accordance with the Bangladesh Accounting Standard BAS-33 and weighted average number of share has been used as the denominator and details are shown in the Notes to the Financial Statement.

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

Weighted average number of ordinary shares outstanding during the year:
This represents the number of ordinary shares outstanding at the beginning of the year plus the number of shares issued during the year multiplied by a time-weighted factor is the number of months the specific shares is outstanding as a proportion of the total number of months in the year.

3.22 Responsibility for Preparation and Presentation of Financial Statements:

The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of 'The Framework for the Preparation and Presentation of Financial Statements' issued by the International Accounting Standards Board (IASB).

3.23 Going Concern:

The financial statements are normally prepared on the assumption that an enterprise is a going concern and will continue in operation for the foreseeable future. Hence it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

3.24 Employees Benefits:

Evince Textiles Limited offers a number of benefits which include Short term employee benefits like Salaries, Wages and sick leave. On monetary benefits like Medical care, Car Facilities.

3.25 Events after the Reporting Period:

As per BAS-10 "Event after the Reporting Period" are those event favorable and unfavorable that occur between the end of the reporting year and the date when the financial statement are authorized for issue. Two types of event can be indentified:
Those are providing evidence of conditions that existed at the end of the reporting year (adjusting events after the Reporting Period); and
Those are indicative of conditions that arose after the reporting year (Non-adjusting events after the Reporting Period).

3.26 Financial Instruments:

Derivative:

According to BFRS-7 "Financial Instruments Disclosers", the company was not a party to any derivative contract (financial instruments) at the financial statement date, such as forward exchange contract, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

Non-Derivative:

Non-derivative financial instruments comprise of accounts and other receivable, borrowings and other payables and are shown at transaction cost as per BAS 39 "Financial Instruments Recognition and Measurement".

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Notes to the Consolidated Financial Statement
As at December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31-Dec-15	Amount in BDT 31-Dec-14
04.00	**Property, Plant and Equipment:**			
	Land and Land Development		304,597,442	286,587,042
	Building		652,749,094	533,114,647
	Plant & Machinery		937,244,103	1,013,558,136
	Fire Detection System & Equipment		7,779,469	457,043
	Balancing, Modernization, Rehabilitation & Expansion		5,864,168	5,678,072
	Furniture and Fixtures		4,408,635	4,753,572
	Office Equipment		4,612,212	5,086,315
	Electricity, Gas & Water Installation		5,014,781	5,571,979
	Electrical Equipment		2,109,959	2,006,187
	Electric Sub-Station		8,420,545	9,356,161
	False Ceiling & Cooling Ducting		79,199,448	93,175,821
	Vehicles		16,224,051	14,800,101
			2,028,223,908	**1,974,145,076**
04.01	**Movement of Consolidated PPE**			
	Opening Balance		**1,974,145,076**	**1,605,504,486**
	Add: Addition during the year		202,642,147	494,335,420
	Closing Balance		**2,176,787,223**	**2,099,839,906**
	Less: Depreciation charged during the year		148,563,315	125,694,830
	Written Down Value (WDV)		**2,028,223,908**	**1,974,145,076**
	For Details please refer to Annexure-'A' (PPE Schedule)			
05.00	**Capital work-in-progress**			
	Civil Construction		53,589,200	23,291,097
			53,589,200	**23,291,097**
06.00	**Inventories**			
	Raw Materials	06.01	309,580,709	221,171,144
	Work in Process	06.02	151,834,964	130,238,395
	Finished Goods	06.03	141,369,787	112,111,702
			602,785,460	**463,521,241**
06.01	**Raw Materials**			
	Yarn	Annex-B	167,301,149	158,298,321
	Sizing Chemical	Annex-B	9,105,230	5,815,876
	ETP Chemical	Annex-B	4,309,853	2,014,870
	Dyes Chemical	Annex-B	39,062,972	2,581,480
	Fabrices	Annex-B	70,503,162	39,870,054
	Accessories	Annex-B	19,298,343	12,590,543
			309,580,709	**221,171,144**
06.02	**Work in Process**			
	Warping	Annex-B	32,887,744	28,267,744
	Sizing	Annex-B	37,372,436	32,122,436
	Dyeing	Annex-B	44,846,924	38,546,924
	Weaving	Annex-B	34,382,641	29,552,641
	Evitex Fashions Ltd.	Annex-B	2,345,219	1,748,650
			151,834,964	**130,238,395**
06.03	**Finished Goods**			
	100% Cotton Fabrics	Annex-B	138,080,380	109,085,892
	Finished Shirts	Annex-B	3,289,407	3,025,810
			141,369,787	**112,111,702**

Notes to the Consolidated Financial Statement
As at December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31-Dec-15	Amount in BDT 31-Dec-14
07.00	**Accounts Receivable**			
	Consolidated Export Bills Receivable	07.01	814,452,203	633,418,917
	Incentive Receivable	07.02	6,069,981	6,411,518
			820,522,184	**639,830,436**
07.01	**Export Bills Receivable :**			
	Export Bills Receivable of ETL		720,837,794	553,215,095
	Export Bills Receivable of EFL		89,765,409	80,203,822
	Commission Receivable of EFL		3,849,000	-
			814,452,203	**633,418,917**
07.02	**Incentive Receivable :**			
	USD 79,868.17		**6,069,981**	**6,411,518**
07.03	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Matuarity Less than 6 months		814,452,203	633,418,917
	Matuarity more than 6 months		6,069,981	6,411,518
			820,522,184	**639,830,436**
	Debts considered Good and Secured		814,452,203	633,418,917
	Debts considered Good without security		-	-
	Debts considered doubtful and bad		-	-
	Debts due by directors or other officers & staffs		-	-
	Debts due from companies under same management		-	-
	Maximum debt due any directors or officers & staffs at any time		-	-
08.00	**Advance, Deposits and Pre-payments**			
	Security Deposit - Gas Connection		8,956,785	8,956,785
	TDS on export sale		28,129,269	39,295,703
	L/C Margin		-	1,523,311
	FC held account		127,257,811	-
	Reserve for BTB LC payment		4,681,312	64,770,438
	Reserve Margin		4,070,439	2,503,000
	Issue Management fees		575,000	-
	Advance to differenttech Ltd.		20,000	-
	Advance against Land Purchase		25,650,000	-
	Advance against Salary		101,500	30,000
			199,442,117	**117,079,237**
08.01	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Advance exceeding 6 months		8,956,785	8,956,785
	Advance not exceeding 6 months		190,485,331	108,122,452
	Advance, deposit & prepayments considered good with secured		199,442,117	117,079,237
	Advance, deposit & prepayments considered good without security		-	-
	Advance, deposit & prepayments considered doubtful & bad		-	-
	Advance, deposit & prepayments due by directors or other officers and staffs		-	-
	Advance, deposit & prepayments due from companies under same management		-	-
	Maximum Advance due by directors or officers & staffs at any time		-	-
09.00	**Cash and Cash Equivalent**			
	Cash in Hand	09.01	4,362,647	3,217,429
	Cash at Banks	09.02	6,370,282	25,599,571
			10,732,929	**28,817,000**

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31-Dec-15	Amount in BDT 31-Dec-14
09.01	**Cash in Hand :**			
	At Head office		613,441	886,514
	At Factory office		3,749,206	2,330,915
			4,362,647	**3,217,429**
09.02	**Cash at Banks :**			
	Prime Bank IBB#3105		1,975,679	16,297,000
	Prime Bank STD#43193		123,858	17,600
	Prime Bank FCAD#0473		-	20,691
	Prime Bank CD#8484		45,020	3,448,430
	Prime Bank FC Held # 2536		-	3,762,179
	Standard Chartered Bank CD A/C		44,831	34,575
	EXIM Bank CD A/C		33,729	-
	The City Bank Limited #52001		-	737
	Modhumoti Bank - CD A/C		156,143	-
	Dhaka Bank CD A/C		1,532,577	59,808
	Prime Bank CD A/C (EFL)		153,172	17,463
	Prime Bank STD A/C (EFL)		20,389	281
	Prime Bank ERQ A/C (EFL)		2,180,957	1,859,714
	Shahjalal Bank CD A/C (EFL)		720	-
	Brac Bank		103,206	81,093
			6,370,282	**25,599,571**
10.00	**Share Capital**			
	Authorized Capital			
	150,000,000 Ordinary Shares of Tk 10/- each		**1,500,000,000**	**1,500,000,000**
	Issued subscribed and fully paid up capital			
	103,000,000 Ordinary shares of Tk. 10/- each		**1,030,000,000**	**1,030,000,000**
10.01	**Breakup of paid up capital:**			
	Opening balance		1,030,000,000	440,000,000
	Add: Share Issued on 06.04.2014			590,000,000
			1,030,000,000	**1,030,000,000**
10.02	**Share holdings Position**			

Particulars of Shareholders and their share holding position is as under:

Name of Share holders	Number of Shares 2015	Number of Shares 2014	%	Amount in BDT 2015	Amount in BDT 2014
Anwar-ul Alam Chowdhury	6,240,000	6,500,000	6.06%	62,400,000	65,000,000
Shabnam Shehnaz Chowdhury	6,240,000	6,500,000	6.06%	62,400,000	65,000,000
Abu Kawser Majumder	9,900,000	9,900,000	9.61%	99,000,000	99,000,000
A.K. Gouhor Rabbani	9,900,000	9,900,000	9.61%	99,000,000	99,000,000
Md. Akhter Shahid	6,600,000	6,600,000	6.41%	66,000,000	66,000,000
Shah Rayeed Chowdhury	2,560,000	2,300,000	2.49%	25,600,000	23,000,000
Shah Adeeb Chowdhry	2,560,000	2,300,000	2.49%	25,600,000	23,000,000
Other Shareholder	59,000,000	59,000,000	57.28%	590,000,000	590,000,000
Total	**103,000,000**	**103,000,000**	**100.00%**	**1,030,000,000**	**1,030,000,000**
Face Value Per share	Tk. 10/-	Tk. 10/-			

EVINCE TEXTILES LIMITED
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Notes to the Consolidated Financial Statement
As at December 31, 2015

Sl.No.	Particulars		Notes / Annex.	Amount in BDT 31-Dec-15	Amount in BDT 31-Dec-14
10.03	**Classification of shares by holding:**				
	Slabs by number of shares	**No. of Shareholders**		**No. of shares**	
		2015	**2014**	**2015**	**2014**
	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	2	2	80,000	80,000
	From 50,001 to 100,000	14	14	1,270,000	1,270,000
	From 100,001 to 1,000,000	19	19	10,600,000	10,600,000
	Above 1,000,000	21	21	91,050,000	91,050,000
	Total	**56**	**56**	**103,000,000**	**103,000,000**

		31-Dec-15	31-Dec-14
11.00	**Retained Earnings**		
	Opening Balance	231,471,599	55,242,547
	Add: Current Year Profit after Tax	166,563,916	165,204,900
	Add: Adjustment for Depreciation on revaluation	10,472,944	11,024,152
	Add: Previous years' adjustment	10,400,000	-
	Closing Balance	**418,908,459**	**231,471,599**
12.00	**Revaluation Surplus**		
	Opening Balance	375,946,652	386,970,805
	Less : Depreciation on revalued assets	(10,472,944)	(11,024,152)
	Closing Balance	**365,473,708**	**375,946,652**
13.00	**Non-controling Interest**		
	Opening Balance	7,771,973	6,626,684
	Proportionate profit	1,164,382	1,145,289
		8,936,355	**7,771,973**

14.00 Long Term Loan :

This represents amount provided and related by the Modhumoti Bank Ltd., Pubali Bank Ltd., and LankaBangla Finance Ltd. The breakup of the loans is given below:

	31-Dec-15	31-Dec-14
Opening Balance	406,059,361	586,776,103
Add: Loan Received During the Year	791,520,228	238,776,169
Add: Interest Charged During the Year	90,975,232	50,322,227
	1,288,554,821	**875,874,499**
Less - Paid during the year :	331,812,350	469,815,138
Principal	264,475,331	419,492,911
Interest	67,337,019	50,322,227
Balance before current maturity	**956,742,471**	**406,059,361**
Less : Current Maturity	93,744,206	102,290,662
Balance after current maturity	**862,998,265**	**303,768,699**

14.01 Term Loan:

	31-Dec-15	31-Dec-14
Prime Bank Limited	-	140,252,503
Pubali Bank Limited	338,179,883	197,210,606
LankaBangla Finance Ltd.	60,368,588	68,596,253
Modhumoti Bank Ltd.	558,194,000	-
	956,742,471	**406,059,361**

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 31-Dec-15	Amount in BDT 31-Dec-14
15.00	**Obligation under Finance Lease**			
	This represents amount provided and related by the International Leasing and Financial Services Ltd., Nitol Motors Ltd. and LankaBangla Finance Ltd. The breakup of the loans is given below :			
	Opening Balance		**2,105,321**	**891,700**
	Add: During the Year		4,280,000	1,720,000
	Add: Interest Charged During the Year		442,281	231,662
			6,827,602	**2,843,362**
	Less - Paid during the year :		1,163,409	738,041
	Principal		721,128	548,655
	Interest		442,281	189,386
	Balance before current maturity		**5,664,193**	**2,105,321**
	Less : Current Maturity		1,157,048	-
	Balance after current maturity		**4,507,145**	**2,105,321**
15.01	**Details of Obligation under Finance Lease**			
	International Leasing & Financial Services Ltd.		324,822	768,045
	Nitol Motors Ltd.		1,161,957	1,337,276
	LankaBangla Finance Ltd.		4,177,414	
			5,664,193	**2,105,321**
16.00	**Short Term Loan**			
	SOD General-85		-	22,342,660
	SOD General-76		-	-
	Deferred Loan		104,995,950	170,657,669
	IDBP Loan		169,217,737	196,959,929
	LTR Loan		150,742,558	229,876,128
	EDF Loan		193,074,588	260,965,536
	Back to Back Loan		3,465,934	2,559,079
	Cash Credit Loan		47,370,423	-
	SOD General		13,709,800	8,349,987
	SOD A/C		3,321,547	20,698,086
	SOD(BIAM) Loan		-	12,231,014
	OD Loan		72,302,895	72,511,924
	Packing Credit		11,273,237	24,323,300
			769,474,669	**1,021,475,311**
17.00	**Accounts Payable :**			
	Bangla Trac Ltd.		1,694,574	332,057
	Prime Insurance Co. Ltd.		1,175,656	-
	Sarabor Trading Co.		1,263,293	-
	Bureau Veritas		395,000	645,226
	Chemi World		-	1,248
	Corona Trade & Transport		860,064	1,472,564
	EFA Enterprise		46,500	4,000
	Falcate paper Tube Co		463,975	326,975
	Globe Multitarde		-	2,023,851
	Hasib Traders		-	3,041,250
	Newtech Chemical Co.		-	709,660
	TMA Corporation		-	1,396,000
	Colour Confidence		-	1,691,522
	NK Trading		673,285	292,285
	Unique Auxiliaries Ltd.		-	2,085,550
	RJM Corporation		-	956,975
	Accounts Payable - Evitex Fashions Ltd.		57,576,572	65,288,228
			64,148,918	**80,267,390**

EVINCE TEXTILES LIMITED
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Notes to the Consolidated Financial Statement
As at December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT	
			31-Dec-15	**31-Dec-14**
18.00	**Liabilities for Expenses :**			
	Gas Bill		15,619,694	11,316,206
	Salary and Wages with PF Contribution		26,016,125	23,168,078
	Telephone & Mobile Bill		81,060	109,000
	Audit fees & VAT		189,750	189,750
	Directors' Remuneration		15,300,000	17,700,000
	Selling Expenses		1,481,734	-
	Office Rent		490,500	-
	AIT & VAT Payable		4,495,006	1,605,249
	Electricity Bill		16,338	4,052
			63,690,207	**54,092,335**
19.00	**Net Assets Value (NAV) Per Share**		**17.62**	**15.90**
	Shareholders' Equity		1,814,382,167	1,637,418,252
	Total Number of Shares	19.01	103,000,000	103,000,000
19.01	**Total Number of Shares**			
	Opening Balance		103,000,000	44,000,000
	Add: Share Issued on 06.04.2014		-	59,000,000
			103,000,000	**103,000,000**
	Face Value per Share		Tk. 10/-	Tk. 10/-

Notes to the Consolidated Financial Statement
For the Year ended December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
20.00	**Turnover**			
	Export-ETL		1,521,785,588	1,549,412,817
	Export-EFL		582,771,986	769,144,152
	Foreign Exchange Gain/(Loss)		19,274,082	18,721,051
			2,123,831,656	**2,337,278,020**
20.01	**Sales Quantity**			
	Export-ETL	Yds	11,165,791	10,668,949
	Export-EFL	Pcs	1,346,702	1,933,628
21.00	**Cost of Goods Sold**			
	Raw material consumed	21.01	1,205,896,932	1,397,870,393
	Factory Overhead	21.02	509,860,379	473,892,122
			1,715,757,310	**1,871,762,515**
	Add. Opening Work-in-Process	Annex B	130,238,395	130,237,639
			1,845,995,705	**2,002,000,154**
	Less. Closing Work-in-Process	Annex B	151,834,964	130,238,395
	Cost of Production		**1,694,160,741**	**1,871,761,759**
	Add. Opening Stock of Finished Goods	Annex B	112,111,702	110,170,536
			1,806,272,443	**1,981,932,295**
	Less. Closing Stock of Finished Goods	Annex B	141,369,787	112,111,702
			1,664,902,656	**1,869,820,593**
21.01	**Raw Material Consumed**			
	Opening Stock of Raw Materials	Annex B	**221,171,144**	**223,532,166**
	Add. Purchase of Raw Materials	Annex B	1,294,306,496	1,395,509,371
			1,515,477,640	**1,619,041,537**
	Less: Closing Stock of Raw Materials	Annex B	309,580,709	221,171,144
			1,205,896,932	**1,397,870,393**
21.01.1	**Opening Stock of Raw Materials**			
	Yarn	Annex B	158,298,321	173,967,977
	Sizing Chemical	Annex B	5,815,876	8,213,266
	ETP Chemical	Annex B	2,014,870	3,610,509
	Dyes Chemical	Annex B	2,581,480	13,907,170
	Fabrics	Annex B	39,870,054	18,178,271
	Accessories	Annex B	12,590,543	5,654,973
			221,171,144	**223,532,166**
21.01.2	**Purchase of Raw Materials and Consumables**			
	Yarn	Annex B	648,297,875	688,587,215
	Sizing Chemical	Annex B	19,307,811	7,946,717
	ETP Chemical	Annex B	23,345,941	4,840,889
	Dyes Chemical	Annex B	147,270,657	64,157,956
	Fabrics	Annex B	358,090,543	479,161,251
	Accessories	Annex B	97,993,669	150,815,342
			1,294,306,496	**1,395,509,371**
21.01.3	**Closing Stock of Raw Materials**			
	Yarn	Annex B	167,301,149	158,298,321
	Sizing Chemical	Annex B	9,105,230	5,815,876
	ETP Chemical	Annex B	4,309,853	2,014,870
	Dyes Chemical	Annex B	39,062,972	2,581,480
	Fabrics	Annex B	70,503,162	39,870,054
	Accessories	Annex B	19,298,343	12,590,543
			309,580,709	**221,171,144**

EVINCE TEXTILES LIMITED
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Notes to the Consolidated Financial Statement
For the Year ended December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
21.02	**Factory Overhead**			
	Wages & Salary with PF Contribution		269,009,237	262,055,539
	Factory Staff Salary & Allowance		12,340,434	10,145,477
	Workers & Employee Welfare		467,484	599,869
	Packing Materials with VAT		567,100	2,445,950
	Gas Bill		68,906,628	59,394,410
	Repair & Maintenance with VAT		150,280	178,409
	Spare Parts (Imported)		2,643,975	2,997,161
	Carriage inward with VAT		584,333	763,462
	C & F expenses		2,250,780	2,158,040
	Insurance Premium		2,545,670	2,465,509
	Medical expenses		138,050	191,760
	Labour charge		434,785	956,589
	Staff Fooding Expenses		689,674	780,389
	Travelling & Conveyance		628,750	665,890
	Electrical Maintenance-Electric Equipment		82,133	62,667
	Spare Parts for Electric Equipment		265,340	365,980
	Loanding & Unloading Charges		-	298,754
	Power/Fuel/Electricity		79,511	81,672
	Factory Maintenance-Workshop Bill		82,867	78,578
	Spare parts for Factory Maintenance		123,760	265,876
	Air Freight Charges		464,635	1,901,003
	Workers Allowance		-	660,200
	Depreciation		147,404,952	124,378,938
			509,860,379	**473,892,122**
22.00	**Administrative, Selling & Other Expenses**			
	Salary with PF Contribution		34,280,243	29,679,474
	Managing Director's Remuneration		6,000,000	6,000,000
	Directors' Remuneration		19,200,000	19,200,000
	Telephone & Mobile Bill		1,270,874	1,042,736
	Stationery & Photocopy		404,020	791,762
	Travelling & Conveyance		1,314,300	1,077,172
	Entertainment		1,315,530	889,097
	Fuel for vehicles		1,248,981	1,031,544
	Vehicle Spareparts		1,095,236	692,769
	Vehicle Maintenance with VAT		90,870	102,372
	Newspapers and Periodicals		22,280	10,589
	Postage and Courier		250,740	135,939
	Internet Bill with VAT		276,000	381,932
	License Renewal Fees		1,293,113	1,146,283
	Office Rent with VAT		1,603,935	-
	Selling Expenses		9,130,714	15,494,128
	Audit fees & VAT		189,750	189,750
	Bank Charges		12,398,584	13,559,515
	Repairs & Maintenance - Workshop Bill		61,800	18,889
	Courier Charges		453,290	1,257,268
	Insurance Premium		970,983	1,802,580
	Travelling Expenses		2,034,219	3,627,585
	C&F Expenses		1,316,541	1,739,701
	Sample Expenses		319,497	422,189
	Testing Expenses		92,765	122,581
	Depreciation		1,158,362	1,315,893
			97,792,627	**101,731,748**

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Notes to the Consolidated Financial Statement
For the Year ended December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
23.00	**Financial Expenses :**			
	Interest from long term browings		90,719,457	50,322,227
	Interest from finance lease		442,281	231,662
	Interest from short term browings		82,358,478	127,820,739
			173,520,216	**178,374,628**
24.00	**Other Income**			
	Interest Income from FDR		3,438,146	3,039,968
	Commission		3,849,000	-
			7,287,146	**3,039,968**
25.00	**Provision for Tax**			
25.01	**Current Tax:**			
25.01.A	**Current Tax-ETL**			
	i. Net Profit Before Other Income & Tax		157,636,171	162,328,860
	Add. Depreciation as per Accounting Base		145,475,468	122,382,633
	Less. Depreciation as per Tax base		(249,130,351)	(184,800,740)
	Taxable Income for calculation of Tax		53,981,289	99,910,753
	Tax Rate @		15%	15%
	Current Tax on core business		8,097,193	14,986,613
	Adjustment of income tax of previous years		-	(3,349,733)
	Current Tax on core business after adjustment		**8,097,193**	**11,636,880**
	ii. Other Income (Factory Rent)		1,440,000	1,440,000
	Less: Repairs & Maintenance @ 30%		432,000	
			1,008,000	**1,440,000**
	Tax Rate @		35%	37.50%
	Current Tax on Other Income		**352,800**	**540,000**
	A. Current tax provision for the year		**8,449,993**	**12,176,880**
25.01.B	**Current Tax-EFL**			
	i. Net Profit Before Other Income & Tax of Susidiary		28,539,986	23,582,191
	Tax Rate @		35%	10%
	Tax on Business Income		9,988,995	2,358,219
	Adjust: Under provision in IY 2010		-	218,163
			9,988,995	**2,576,382**
	ii. Tax on Other Income/Interest Income from FDR		2,550,501	1,139,988
	B. Current tax provision for the year		**12,539,496**	**3,716,370**
	Total Current tax provision for the year (A+B)		**20,989,489**	**15,893,250**
25.01.i	**Net Current Tax Liability**			
	Opening Balance for Current Tax		62,958,758	50,688,077
	Less: Previous years' adjustment		(21,058,371)	-
			41,900,387	**50,688,077**
	Add: Provision for the year		20,989,489	15,893,250
			62,889,876	**66,581,327**
	Less. Arrear Tax paid		(1,627,406)	3,622,569
			61,262,470	**62,958,758**

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
25.02	**Deferred Tax**			
	Deferred income tax is provided for all temporary timing differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements in accordance with the provisions of BAS-12. Tax rate prevailing at the balance sheet date is used to determine deferred income tax.			
	Tax depreciation		249,130,351	184,800,740
	Accounting depreciation		145,475,468	122,382,633
	Taxable Temporary Difference		103,654,883	62,418,107
	Tax Rate		15%	15%
	Deferred Tax Liability		**15,548,232**	**9,362,716**
	Deferred Tax (Income)/Expenses			
	(DTA)/DTL-Balance at Closing		15,548,232	9,362,716
	(DTA)/DTL-Balance at Opening		9,362,716	1,215,137
	Deferred Tax Expenses		**6,185,516**	**8,147,580**
26.00	**Earnings Per Share (EPS)**			
26.01	**Basic Earnings Per Share**		**1.62**	**1.88**
	Net Profit from Core Business		166,563,916	165,204,900
	Weighted Average number of Shares	26.01.A	103,000,000	87,643,836
26.01.A	**Weighted Average Number of Shares**			
	Opening Balance		103,000,000	44,000,000
	Add: Share Issued on 06.04.2014 (Weighted 59,000,000x270/365)			43,643,836
			103,000,000	**87,643,836**
	Face Value of Share		Tk. 10/-	Tk. 10/-
	Total Number of Shares for Adjusted EPS		**103,000,000**	**103,000,000**
27.00	**Cash Received from Customers**			
	Turnover (Export)		2,123,831,656	2,337,278,020
	Add. Opening Balance of Accounts Receivable		639,830,436	492,251,370
	Cash available for collection		**2,763,662,092**	**2,829,529,390**
	Less. Closing Balance of Accounts Receivable		816,673,184	639,830,436
			1,946,988,908	**2,189,698,956**
28.00	**Cash paid to suppliers , Employees & others**			
	Purchase		(1,294,306,496)	(1,395,509,370)
	Accounts Payable		(16,118,471)	(20,560,337)
	Liabilities for Expenses	28.01	19,997,872	19,184,328
	Factory Expenses		(509,860,379)	(473,892,122)
	Administrative Expenses		(97,792,627)	(101,731,749)
	Add. Depreciation		148,563,315	125,694,831
	Advance Deposit and Prepayment		(93,529,313)	172,056,516
			(1,843,046,101)	**(1,674,757,905)**
28.01	**Liabilities for Expenses**			
	Opeing Balance		**54,092,335**	**34,908,007**
	Less: Adjustment (Non-cash Item) (non claim of directors' renumeration)		(10,400,000)	-
			43,692,335	**34,908,007**
	Closing Balance		63,690,207	54,092,335
	Increase through cash		**19,997,872**	**19,184,328**

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
29.00	**Net Operating Cash flow per shares**		**0.93**	**4.97**
	Net cash provided by operating activities		95,861,610	511,919,794
	Total Number of shares	19.01	103,000,000	103,000,000

30.00 Related party Desclosure

The Details of related party transactions during the year alongwith the ralationship is illustrated below in accordance of BAS 24:

Name of the Party	Relationship	Nature of Transaction	Transacted Amount 12/31/2015	Transacted Amount 12/31/2014
Mr. Anwar-ul Alam Chowdhury	Chairman	Remuneration	6,000,000	6,000,000
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	Remuneration	3,600,000	3,600,000
Mr. Abu Kawser Majumder	Managing Director	Remuneration	4,800,000	4,800,000
Mr. A.K. Gouhor Rabbani	Director-Merchandiser	Remuneration	4,800,000	4,800,000
Mr. Md. Akhter Shahid	Director-Marketing	Remuneration	3,600,000	3,600,000
Mr. Shah Rayeed Chowdhury	Director-Production	Remuneration	1,200,000	1,200,000
Mr. Shah Adeeb Chowdhury	Director-Support Service	Remuneration	1,200,000	1,200,000
Evince Design and Fashions Ltd.	Under common directorship	Selling Expenses	9,130,714	15,494,128
Evitex Polycot Ltd.	Under common directorship	Advance received back	-	79,429,537
Evince Dress Shirts Ltd.	Under common directorship	Advance for Land purchase	36,700,000	-
Total			**71,030,714**	**120,123,665**

* Transaction between ETL & EFL i.e. Parent & subsediary for Tk. 1,440,000 as Factory Rent is eleminated as per BAS-27.

31.00 Disclosure of Managerial Remuneration

31.01 The total amount of remuneratin paid to the top five salaried officers of the company in the accounting year is as follows:

Name	Designation	12/31/2015	12/31/2014
Mr. Anwar-ul Alam Chowdhury	Chairman	6,000,000	6,000,000
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	3,600,000	3,600,000
Mr. Abu Kawser Majumder	Managing Director	4,800,000	4,800,000
Mr. A.K. Gouhor Rabbani	Director-Merchandiser	4,800,000	4,800,000
Mr. Md. Akhter Shahid	Director-Marketing	3,600,000	3,600,000
	Total	**22,800,000**	**22,800,000**

31.02 Aggregated amount of remuneration paid to all Directors and Officers during the accounting year is as follows:

Sl. No.	Particulars	Nature of Payment	2015	2014
1	Directors	Board Meeting Fees	Nil	Nil
2	Directors	Remuneration	19,200,000	19,200,000
3	Officers and Executives	Salary and Other Allowances	34,280,243	29,679,474
		Total	**53,480,243**	**48,879,474**

32.00 General

a) Audit Fee: Audit fee of Tk. 143,750 Represents only the audit fees and VAT thereon.

b) Number of Employees

i. Evince Textiles Limited:

Salary Range (Monthly)	Officers & Staffs Head Office	Officers & Staffs Factory	Worker	Total
Not Less Than Tk. 3000	17	368	1152	1537
Less Than Tk. 3000	-	-	-	-
Total	**17**	**368**	**1152**	**1537**

ii.Evitex Fashions Limited:

Salary Range (Monthly)	Officers & Staffs		Worker	Total
	Head Office	Factory		
Not Less Than Tk. 5,300	36	63	636	735
Less Than Tk. 5,300	-	-	-	-
Total	**36**	**63**	**636**	**735**

c) Events after the Reporting Period:

No material events had occurred after the reporting period to the date of issue of these financial statements, which could effect the values stated in the financial statements.

d) Capital Expenditure Contract:

There is no capital expenditure has been made during the year.

e) Income Tax Assessment:

Income tax assessment of the company up to the Assessment year 2013-2014 has been Completed.

f) WPPF:

During the year the company is unable to start making provision for WPPF because of not yet forming Board for fund raise and utilization by the government. As per Sub-Section 3 of Section 232 of Bangladesh Labour Act 2006 re-placed by the Act No 30, Section 63 of the year 2013, the Board consists of the owner of the 100% Export oriented industries and buyers. The board shall format the rules of determination of subscription, procedure of collection and utilization of fund.

g) Contingent Liabilities & Capital Commitments:

There is no claim against the company not acknowledged debt and no un-availed credit facilities, other than those in the normal course of business, available to the company on December 31, 2015.

EVINCE TEXTILES LIMITED
AND ITS SUBSIDIARIES

Notes to the Consolidated Financial Statement
As at December 31, 2015

Annexure-A
Schedule of Property, Plant and Equipment

A. COST Schedule :

ITEMS	COST			DEPRECIATION			WDV at 31.12.2015
	Balance at 01.01.15	Addition	Total as at 31.12.15	Balance at 01.01.15	Charged during the year	Total as at 31.12.15	
Land & Land Development	120,099,276	18,010,400	138,109,676	-	-	-	138,109,676
Building	389,211,772	146,606,400	535,818,172	65,556,011	16,499,008	82,055,019	453,763,153
Plant & Machinery	1,579,592,904	25,060,400	1,604,653,304	566,034,768	101,374,433	667,409,201	937,244,103
Fire Detection System & Equipment	634,489	7,390,982	8,025,471	177,446	68,556	246,002	7,779,469
Balancing, Modernization, Rehabilitation & Expansion	5,774,311	470,000	6,244,311	96,239	283,904	380,143	5,864,168
Furniture & Fixtures	7,102,820	130,420	7,233,240	2,349,248	475,357	2,824,605	4,408,635
Office Equipment	10,926,044	288,845	11,214,889	5,839,729	762,947	6,602,677	4,612,212
Electricity, Gas & Water Line Installation	10,951,662	-	10,951,662	5,379,683	557,198	5,936,881	5,014,781
Electrical Equipment	2,667,500	404,700	3,072,200	661,313	300,928	962,241	2,109,959
Electric Sub-Station	18,099,438	-	18,099,438	8,743,277	935,616	9,678,893	8,420,545
False ceiling & Cooling ducting	131,095,737	-	131,095,737	37,919,916	13,976,373	51,896,289	79,199,448
Software Installation	24,091	-	24,091	24,091	-	24,091	-
Vehicles	29,051,954	4,280,000	33,331,954	14,251,853	2,856,050	17,107,903	16,224,051
Sub - Total	**2,305,231,998**	**202,642,147**	**2,507,874,145**	**707,033,575**	**138,090,370**	**845,123,945**	**1,662,750,200**

B. REVALUATION Schedule :

ITEMS	COST			DEPRECIATION			WDV at 31.12.2015
	Balance at 01.01.15	Addition	Total as at 31.12.15	Balance at 01.01.15	Charged during the year	Total as at 31.12.15	
Land & Land Development	166,487,766	-	166,487,766	-	-	-	166,487,766
Building	266,556,807	-	266,556,807	57,097,921	10,472,944	67,570,866	198,985,941
Sub - Total	**433,044,573**	-	**433,044,573**	**57,097,921**	**10,472,944**	**67,570,866**	**365,473,707**
Grand Total	**2,738,276,571**	**202,642,147**	**2,940,918,718**	**764,131,496**	**148,563,315**	**912,694,811**	**2,028,223,907**

EVINCE TEXTILES LIMITED

AND ITS SUBSIDIARIES

Statement of Inventory

As at December 31, 2015

Annexure-B

i) Opening Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	555,764	158,298,321
2	Sizing Chemical	Kg	41,721	5,815,876
3	ETP Chemical	Kg	88,761	2,014,870
4	Dyes Chemical	Kg	14,898	2,581,480
	Total		**701,144**	**168,710,547**

ii) Opening Work in Process:

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Warping	Kg	190,890	28,267,744
2	Sizing	Kg	219,801	31,122,436
3	Dyeing	Kg	268,358	38,546,924
4	Weaving	Kg	196,608	29,552,641
	Total		**875,657**	**127,489,745**

iii) Opening Finished Goods

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	100% Cotton Fabrics	Yds	1,008,654	**109,085,892**

iv) Purchase of Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	2,215,646	648,297,875
2	Sizing Chemical	Kg	258,506	19,307,811
3	ETP Chemical	Kg	212,024	23,345,941
4	Dyes Chemical	Kg	261,285	147,270,657
	Total		**2,947,460**	**838,222,284**

v) Closing Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	571,774	167,301,149
2	Sizing Chemical	Kg	121,907	9,105,230
3	ETP Chemical	Kg	39,141	4,309,853
4	Dyes Chemical	Kg	69,305	39,062,972
	Total		**802,127**	**219,779,204**

vi) Closing Work in Process:

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Warping	Kg	205,548	32,887,744
2	Sizing	Kg	223,787	37,372,436
3	Dyeing	Kg	253,372	44,846,924
4	Weaving	Kg	214,892	34,382,641
	Total		**897,599**	**149,489,745**

vii) Closing Finished Goods

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	100% Cotton Fabrics	Yds	1,356,828	**138,080,380**

EVINCE TEXTILES LIMITED

AND ITS SUBSIDIARIES

Statement of Inventory

As at December 31, 2015

Annexure-B

viii) Raw Materials Consumed

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	2,199,635	639,295,047
2	Sizing Chemical	Kg	178,320	16,018,456
3	ETP Chemical	Kg	261,643	21,050,958
4	Dyes Chemical	Kg	206,878	110,789,166
	Total		**2,846,477**	**787,153,627**

i) Opening Raw Materials of Evitex Fashions Limited

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Fabrices	Yrds	340,770	39,870,054
2	Accesssories	Variouse Item		12,590,543
	Total			**52,460,597**

ii) Opening Work in Process& Finished goods of Evitex Fashions Limited :

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Shirts (WIP)	Pcs	7,286	1,748,650
2	Shirts (Finished Goods)	Pcs	8,223	3,025,810
	Total			**4,774,460**

iii) Purchase of Evitex Fashions Limited :

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Fabrices	Yrds	2,984,088	358,090,543
2	Accessories	Variouse Item		97,993,669
	Total			**456,084,212**

i) Closing Raw Materials of Evitex Fashions Limited:

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Fabrices	Yrds	587,526	70,503,162
2	Accessories	Variouse Item		19,298,343
	Total			**89,801,505**

ii) Closing Work in Process & Finished goods of Evitex Fashions Limited :

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Shirts (WIP)	Pcs	5,956	2,345,219
2	Shirts (Finished Goods)	Pcs	8,371	3,289,407
	Total			**3,289,406**

iii) Raw Materials Consumed of Evitex Fashions Limited:

SL NO	Name of Items	Unit	Quantity	Amount in Taka
1	Fabrices	Yrds	2,737,332	327,457,436
2	Accessories	Variouse Item		91,285,869
	Total			**418,743,305**

AUDITORS' REPORT TO THE SHAREHOLDERS OF EVINCE TEXTILES LIMITED

We have audited the accompanying financial statements of Evince Textiles Limited, which comprise the statement of financial position as at 31st December 2015, Statement of profit and loss and other Comprehensive Income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes and all related financial statements of Evince Textiles Limited.

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 misstatements, 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 relevant 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, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements including financial statements, prepared in accordance with Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the Company's/group's affairs as at 31st December 2015 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.

We also report that:

a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;

b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of these books;

c) the statement of financial position (balance sheet) and Statement of profit and loss and other Comprehensive Income (profit and loss account) dealt with by the report are in agreement with the books of account and returns; and

d) the expenditures incurred were for the purposes of the Company's business.

Dhaka
Dated: March 31, 2016

Sd/-
Pinaki & Company
Chartered Accountants

EVINCE TEXTILES LIMITED

Statement of Financial Position
As at December 31, 2015

PROPERTIES & ASSETS	Notes	Amount in Taka 2015	Amount in Taka 2014
Non Current Assets			
Property, Plant and Equipment	04.00	1,998,158,073	1,949,406,377
Capital work-in-progress	05.00	53,589,200	23,291,097
Investment in Shares	06.00	83,600,000	83,600,000
		2,135,347,273	**2,056,297,474**
Current Assets			
Inventories	07.00	507,349,329	406,286,184
Accounts Receivable	08.00	726,907,775	559,626,613
Advances, Deposits and Pre-payments	09.00	176,268,634	27,967,636
Cash and Cash Equivalents	10.00	7,777,945	26,005,869
		1,418,303,683	**1,019,886,302**
Total Assets		**3,553,650,957**	**3,076,183,776**
Shareholders' Equity			
Paid-up Capital	11.00	1,030,000,000	1,030,000,000
Retained Earnings	12.00	332,717,714	167,404,108
Revaluation Surplus	13.00	365,473,708	375,946,652
		1,728,191,421	**1,573,350,760**
Non Current Liabilities			
Long Lerm Loan	14.00	862,998,265	303,768,699
Obligation under Finance Lease	15.00	4,507,145	2,105,321
Deferred Tax Liabilities	25.02	15,548,232	9,362,716
		883,053,642	**315,236,736**
Current Liabilities			
Short Term Loan	16.00	741,170,086	974,816,547
Current Maturity of Long Term Loan	14.00 & 15.00	94,901,254	102,290,662
Accounts Payable	17.00	6,572,347	14,979,161
Liabilities for Expenses	18.00	54,786,123	46,935,853
Current Tax Liabilities	25.01.A	44,976,083	48,574,057
		942,405,893	**1,187,596,281**
Total Shareholders' Equity and Liabilities		**3,553,650,957**	**3,076,183,776**
Net Assets Value (NAV) Per Share	19.00	**16.78**	**15.28**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Company Secretary	**Director**	**Manging Director**	**Pinaki & Company**
			Chartered Accountants

EVINCE TEXTILES LIMITED

Statement of profit and loss and other Comprehensive Income
For the year ended December 31, 2015

Particulars	Notes	Amount in Taka 2015	Amount in Taka 2014
Turnover	20.00	**1,537,796,820**	**1,563,652,870**
Less: Cost of Goods Sold	21.00	1,136,309,927	1,155,461,073
Gross Profit		**401,486,893**	**408,191,797**
Less: Administrative, Selling & Other Expenses	22.00	76,466,818	73,573,445
Operating Profit		**325,020,075**	**334,618,352**
Less: Financial Expenses	23.00	167,383,903	172,289,492
Profit Before Other Income		**157,636,171**	**162,328,860**
Add. Other Income	24.00	1,440,000	1,440,000
Net Profit before Tax		**159,076,171**	**163,768,860**
Less: Provision for Tax		14,635,510	20,324,460
Current Tax	25.01	8,449,993	12,176,880
Deferred Tax	25.02	6,185,516	8,147,580
Net Profit after Tax		144,440,661	143,444,400
Other Comprehensive Income :		-	-
Total Comprehensive Income		**144,440,661**	**143,444,400**
Basic Earnings Per Share	26.01	1.40	1.64
Adjusted Earnings Per Share		1.40	1.39

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Company Secretary	**Director**	**Manging Director**	**Pinaki & Company** Chartered Accountants

EVINCE TEXTILES LIMITED

Statement of Changes in Equity
For the year ended December 31, 2015

Amount in Taka

Particulars	Share Capital	Retained Earnings	Share Money Deposit	Revaluation Surplus	Total
Balance as at January 01, 2015	**1,030,000,000**	**167,404,108**	**-**	**375,946,652**	**1,573,350,760**
Net Profit after Tax	-	144,440,661	-	-	144,440,661
Adjustment for Depreciation on Revaluation	-	10,472,944	-	(10,472,944)	-
Adjustment of Directors' Remuneration	-	10,400,000	-	-	10,400,000
Balance as at June 30, 2015	**1,030,000,000**	**332,717,714**	**-**	**365,473,708**	**1,728,191,421**

Statement of Changes in Equity
For the year ended December 31, 2014

Amount in Taka

Particulars	Share Capital	Retained Earnings	Share Money Deposit	Revaluation Surplus	Total
Balance as at January 01, 2014	**440,000,000**	**12,935,556**	**14,000,000**	**386,970,804**	**853,906,360**
Share Money Deposit	-	-	576,000,000	-	576,000,000
Net Profit after Tax	-	143,444,400	-	-	143,444,400
Adjustment for Depreciation on Revaluation	-	11,024,152	-	(11,024,152)	-
Share issue on 06.04.2014	590,000,000	-	(590,000,000)		-
Balance as at June 30, 2014	**1,030,000,000**	**167,404,108**	**-**	**375,946,652**	**1,573,350,760**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVINCE TEXTILES LIMITED

Satement of Cash Flows

For the year ended December 31, 2015

Particulars	Notes	Taka 2015	Taka 2014
Cash flow from Operating Activities			
Cash received from customers	27.00	1,370,515,658	1,459,959,269
Cash paid to suppliers, Employees & others	28.00	(1,310,571,966)	(972,299,022)
Income Tax paid		(8,297,966)	(3,793,544)
Other Income		1,440,000	1,440,000
Net cash provided by Operating Activities		**53,085,726**	**485,306,703**
Cash flow from Investing Activities			
Addition to Fixed Assets		(170,936,068)	(487,770,675)
Capital Work in Process		(53,589,200)	(23,291,097)
Net Cash provided by Investing Activities		**(224,525,268)**	**(511,061,772)**
Cash flow from Financing Activities			
Share Issue		-	576,000,000
Financial Expenses		(167,383,903)	(172,331,771)
Long Term Loan-Increase/(Decrease)		550,683,110	(180,716,741)
Obligation under Finance Lease-Increase/(Decrease)		3,558,872	1,255,897
Short Term Loan-Increase/(Decrease)		(233,646,461)	(184,050,234)
Net cash provided by Financing Activities		**153,211,617**	**40,157,151**
Increase/(decrease) in Cash and Bank Balances		**(18,227,924)**	**14,402,082**
Cash and Cash Equivalents on Opening		**26,005,869**	**11,603,787**
Cash and Cash Equivalents on Closing		**7,777,945**	**26,005,869**
Net Operating Cash Flow per share	29.00	**0.52**	**4.71**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapany Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
as at December 31, 2015

1.0 Reporting Entity:

Evince Textiles Limited was incorporated as a Private Limited Company on 3rd June 1999 under the Companies Act 1994 and the company commenced its commercial production on May 02, 2003. It was converted into Public Limited Company on June 04, 2013. Registered office of the company is at Plot No. 33, Sector-7, Mirpur, Dhaka-1216 while Factory is situated at Vill./Mouza: Shirir Chala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur. The principal activity of the company is to manufacture 100% cotton yarn dyed woven Fabrics.

The Company was established with an Authorised Capital of Tk. 100,000,000/- and Paid-up Capital of Tk. 500,000/-. The Authorised capital and Paid-up capital of the company was subsequently raised to Tk. 1,500,000,000/- and Tk. 1,030,000,000/-respectively. The Shares of the company has been denominated from Tk. 100/- to Tk. 10/- per share as at June 04, 2013.

1.1 Nature of Business:

The main activities of the company are concentrated in Manufacturing, Dyeing & Finishing of 100% cotton woven Fabric and exporting the same.

Share Capital:

Particulars	December 31, 2015	December 31, 2014
Authorized Capital: 15,00,00,000 ordinary shares of Tk. 10 each	1,500,000,000	1,500,000,000
Issued, Subscribed and fully paid up: 10,30,00,000 ordinary shares of Tk. 10 each	1,030,000,000	1,030,000,000

2.0 Basis of Preparation:

2.1 Statements Compliance:

The financial statements have been prepared in accordance with the applicable Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) based on International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs).

2.2 Reporting Period:

Financial statements of the company cover from 01-01-2015 to 31-12-2015.

2.3 Date of Authorization:

The Board of Directors of Evince Textiles Limited approved this Financial Statements on 20-03-2016.

2.4 Reporting Currency and Level of Precision:

Currency of Reporting:

The figure in the financial statements represent Bangladesh Currency (Taka), which have been rounded off to the nearest Taka except where indicates otherwise.

Foreign Currency Transactions:

Foreign Currency Transactions in foreign currencies are converted into equivalent taka applying the ruling rate at the date of such transactions as per BAS-21 “The Effects of Changes in Foreign Exchange Rates”.

2.5 Comparative Information:

Comparative information have been disclosed in respect of the previous year for all numerical information in the financial statements including narrative and descriptive information when it is relevant for understanding of the current year’s financial statements.

Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per BAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors".
Comparative information has been provided in accordance with BAS-34 Statement of Financial Position, Statement of profit and loss and other Comprehensive Income, Statement of changes in Shareholders Equity and Statement of Cash Flows.

3.0 Significant Accounts Polices:

3.1 Principal Accounting Policies:

Specific accounting policies were selected and applied by the company's management for significant transactions and events that have a material effect within the framework of BAS-1 "Preparation of Financial Statement" in preparation and presentation of financial statements. The previous period's figures were presented according to the same accounting principles.

3.2 Application of Bangladesh Accounting Standards (BASs):

The financial statements have been prepared in compliance with requirement of BAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following BASs are applicable for the financial statements for the period under review:

BAS – 01 Presentation of Financial Statement
BAS – 02 Inventories
BAS – 07 Statement of Cash Flows
BAS – 08 Accounting Policies, Changes in Accounting Estimates and Errors
BAS – 10 Events after the Reporting Period
BAS – 12 Income Taxes
BAS – 16 Property, Plant & Equipment
BAS – 17 Leases
BAS – 18 Revenue
BAS – 23 Borrowing Costs
BAS – 24 Related Party Disclosures
BAS – 27 Separate Financial Statement
BAS – 33 Earnings per share
BAS – 37 Provision, Contingent Liabilities and Contingent Assets
BAS – 39 Financial Instruments: Recognition and Measurement

3.3 Recognition of Property, Plant & Equipment and Depreciation:

Property, Plant & Equipment is stated at cost less depreciation in accordance with BAS-16 "Property, Plant and Equipment". Cost represents cost of acquisition or construction and include purchase price and other directly attributable cost of bringing the assets to working conditions for its intended use. During Financial year 2012 the Company revalued again the Assets amounting Tk. 172,372,331 by M.M Rahman & Co., Chartered Accountants after the Revaluation during financial year 2008 amounting Tk. 260,672,242 by G.K. Adjusters Ltd., Licensed Certified Surveyor Government of Bangladesh. No depreciation is charged on land and land development. Depreciation on all other fixed assets is computed using the reducing balance method in amount sufficient to write-off depreciable assets over their estimated useful life. Depreciation on addition is charged when the asset is ready for use. Expenditure for maintenance and repairs are expenses, major replacements, renewals and betterment are capitalized. The cost and accumulated depreciation of depreciable assets retired or otherwise disposed off are eliminated from the assets and accumulated depreciation and any gain or loss on such disposal is reflected in operations for period.
The depreciation rate in this period is as under:

Sl.	Category of Fixed Assets Rate	Rate

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
as at December 31, 2015

1.	Land and Land Development	-
2.	Building	5%
3.	Plant and Machinery	10%
4.	Furniture and Fixtures	10%
5.	Office Equipment	15%
6.	Electricity, Gas and Water Installation	10%
7.	Electric Sub-Station	10%
8.	False Ceiling & Cooling Ducting	15%
9.	Vehicles	20%

3.4 Impairment:

In accordance with the provision of BAS 36, the carrying amount of non-financial assets other than inventories of the company involved in the manufacturing of the products. If any such indication exists, then the asset's recoverable amount is estimated and impairment losses are recognized in the statement of comprehensive income. No such indication of impairment has been observed till the end of the year.

3.5 Revaluation of Fixed Assets:

The company revalued its fixed assets for the 1st time in the year 2008 and the 2nd time in the year 2012. Reserve is created in accordance with Bangladesh Accounting Standard (BAS) and Bangladesh Financial Reporting Standards (BFRS) and other applicable laws, rules, regulations and guidelines. Depreciation is charged on the revalued assets except Land and Land Development. Proper accounting treatments, including provisions, tax and other liabilities, have been made in the financial statements to consider the valuation.

3.6 Inventories:

Inventories comprise of Raw Materials, Work-in Process and Finished Goods. They are stated at the lower of cost or net realizable value in accordance with the Para of 21 & 25 of BAS-2 "Inventories" after making due allowance for any obsolete or slow moving item. The cost of inventories is assigned by using weighted average cost. Quantity wise Schedule of inventory as per requirement of companies act 1994 is detailed in Annexure-B.

3.7 Advance, Deposit and Prepayment:

Evince Textiles Limited has been incurred some expenses as Advance, Deposit and Prepayment that are shown in the notes to Financial Statements in details.

3.8 Accounts Receivable:

These are carried forward at their original invoiced value amount and represents net realizable value. Management considered the entire bills receivable as good and is collectable and therefore, no amount was provided for as bad debt in the current year's account.

3.09 Statement of Cash Flows:

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

3.10 Cash and Cash Equivalents:

According to BAS-7 'Statement of Cash Flows' cash comprises of cash-in-hand and demand deposits. BAS-1 'Presentation of Financial Statements' provides that cash and cash equivalents are not restricted in use. Considering the provisions of BAS-7 and BAS-1, Cash in hand and Bank Balances have been considered as cash and cash equivalents.

3.11 Long Term Liabilities:
Long Term liabilities comprises the amount borrowed from the bank and other concern for the long period of time and accounted and shown in the accounts at transaction cost as per BAS 39 "Financial Instrument: Recognition and Measurement."

3.12 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.

3.13 Income Tax:
Current Tax:
Provision for current income tax has been made at the rate of 15% as prescribed in the finance act (এস, আর, ও নং ২০৭-আইন-আয়কর/২০০৮, তারিখ: ৩০.০৬.২০০৮ এস, আর, ও নং ২২১-আইন-আয়কর/২০১১ তারিখ: ০৪.০৭.২০১১ এবং এস, আর, ও নং ২০৭-আইন-আয়কর/২০১৩ তারিখ: ০১.০৭.২০১৩) on the accounting profit made by the company as per ITO 1984 in compliance with BAS-12 "Income Taxes".

Deferred Tax:
Deferred tax liabilities are the amount of income taxes payable in future years in respect of taxable temporary differences. Deferred tax assets are the amount of income tax recoverable in future years in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or subsequently enacted at the reporting date. The impact on the account of changes in the deferred tax assets and liabilities for the year ended December 31, 2015 has been recognized in the statement of comprehensive income as per BAS-12 "Income Taxes".

3.14 Compliance with Local Laws:
The financial statements have been prepared in compliance with requirements of the Companies Act 1994, The Securities and Exchange Rule, 1987 and other relevant local laws and rules.

3.15 Borrowing Cost:
The borrowing cost is capitalized unless active developments of related assets are interrupted or cease when the borrowing cost directly transferred to the Statement of Comprehensive Income as per BAS-23 "Borrowing Cost".

3.16 Revenue Recognition:
Revenue from the sales is measured at the fair value of the consideration received or receivable. The company recognizes revenue when risks and rewards associated with ownership has been transferred to buyer, which satisfied all the condition for the revenue recognition as provided in BAS-18 'Revenue Recognition'.
Sales revenue is recognized when transactions related to sales are completed and the sales invoices are issued in favor of the buyers.

3.17 Value Added Tax (VAT):
The Company's traded income is 100% export oriented so its income is not subject to Value Added Tax (VAT).

3.18 Components of the Financial Statements:
According to the Bangladesh Accounting Standard BAS-1 'Presentation of Financial Statements' the complete set of Financial Statements includes the following components:

i. Statement of Financial Position as at December 31, 2015.
ii. Statement of profit and loss and other Comprehensive Income for the year ended December 31, 2015.
iii. Statement of Cash Flows for the year ended December 31, 2015.
iv. Statement of changes in Equity for the year ended December 31, 2015.
v. Accounting Policies and Explanatory Notes for the year ended December 31, 2015.

3.19 Earnings per Share:

Earnings per share (EPS) is calculated in accordance with the Bangladesh Accounting Standard BAS-33 and weighted average number of share has been used as the denominator and details are shown in the Notes to the Financial Statement.

Basic earnings per share:

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

Weighted average number of ordinary shares outstanding during the year:

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of shares issued during the year multiplied by a time-weighted factor is the number of months the specific shares is outstanding as a proportion of the total number of months in the year.

3.20 Responsibility for Preparation and Presentation of Financial Statements:

The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of 'The Framework for the Preparation and Presentation of Financial Statements' issued by the International Accounting Standards Board (IASB).

3.21 Going Concern:

The financial statements are normally prepared on the assumption that an enterprise is a going concern and will continue in operation for the foreseeable future. Hence it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

3.22 Employees Benefits:

Evince Textiles Limited offers a number of benefits which include Short term employee benefits like Salaries, Wages, and sick leave. On monetary benefits like Medical care, Car Facilities.

3.23 Events after the Reporting Period:

As per BAS-10 "Event after the Reporting Period" are those event favorable and unfavorable that occur between the end of the reporting year and the date when the financial statement are authorized for issue. Two types of event can be indentified:

Those are provide evidence of conditions that existed at the end of the reporting year (adjusting events after Reporting Period); and

Those are indicative of conditions that arose after the reporting year (Non-adjusting events after Reporting Period).

3.24 Financial Instruments:

Derivative:

According to BFRS-7 "Financial Instruments Disclosers", the company was not a party to any derivative contract (financial instruments) at the financial statement date, such as forward exchange contract, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

Non-Derivative:

Non-derivative financial instruments comprise of accounts and other receivable, borrowings and other payables and are shown at transaction cost as per BAS 39 "Financial Instruments Recognition and Measurement".

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
As at December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
04.00	**Property, Plant and Equipment:**			
	Land and Land Development		304,597,442	286,587,042
	Building		659,073,485	539,439,038
	Plant & Machinery		919,780,215	994,212,572
	Furniture and Fixtures		3,415,917	3,650,553
	Office Equipment		4,199,683	4,692,516
	Electricity, Gas & Water Installation		5,014,781	5,571,979
	Electric Sub-Station		8,420,545	9,356,161
	False Ceiling & Cooling Ducting		79,199,447	93,175,821
	Vehicles		14,456,557	12,720,697
			1,998,158,073	**1,949,406,377**
04.01	**Movement of PPE (Annexure-A)**			
	Opening Balance		**1,949,406,377**	**1,584,018,335**
	Add: Addition during the year		194,227,165	487,770,675
	Closing Balance		**2,143,633,541**	**2,071,789,010**
	Less: Depreciation charged during the year		145,475,468	122,382,633
	Written Down Value (WDV)		**1,998,158,073**	**1,949,406,377**
05.00	**Capital work-in-progress**			
	Civil Construction		53,589,200	23,291,097
			53,589,200	**23,291,097**
06.00	**Investment in Shares**			
	Evitex Fashions Ltd.		**83,600,000**	**83,600,000**
	83,60,000 shares @ Tk. 10/- each.			
07.00	**Inventories (Annexure-B)**			
	Raw Materials	07.01	219,779,204	168,710,547
	Work in Process	07.02	149,489,745	128,489,745
	Finished Goods	07.03	138,080,380	109,085,892
			507,349,329	**406,286,184**
07.01	**Raw Materials**			
	Yarn	Annexure-B	167,301,149	158,298,321
	Sizing Chemical	Annexure-B	9,105,230	5,815,876
	ETP Chemical	Annexure-B	4,309,853	2,014,870
	Dyes Chemical	Annexure-B	39,062,972	2,581,480
			219,779,204	**168,710,547**
07.02	**Work in Process**			
	Warping	Annexure-B	32,887,744	28,267,744
	Sizing	Annexure-B	37,372,436	32,122,436
	Dyeing	Annexure-B	44,846,924	38,546,924
	Weaving	Annexure-B	34,382,641	29,552,641
			149,489,745	**128,489,745**
07.03	**Finished Goods**			
	100% Cotton Fabrics	Annexure-B	138,080,380	109,085,892
			138,080,380	**109,085,892**
08.00	**Accounts Receivable**			
	Export Bills Receivable	08.01	720,837,794	553,215,095
	Incentive Receivable	08.02	6,069,981	6,411,518
			726,907,775	**559,626,613**

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
As at December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
08.01	**Export Bills Receivable :**			
	Opening Balance		**553,215,095**	**445,922,145**
	Add: Sales during the year		1,537,796,820	1,563,652,870
	Available for Received		**2,091,011,915**	**2,009,575,015**
	Less: Realized during the period		1,370,174,121	1,456,359,920
	Closing Balance		**720,837,794**	**553,215,095**
08.02	**Incentive Receivable :**			
	USD 79,868.17		**6,069,981**	**6,411,518**
08.03	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Matuarity Less than 6 months		720,837,794	553,215,095
	Matuarity more than 6 months		6,069,981	6,411,518
	Debts considered Good and Secured		720,837,794	553,215,095
	Debts considered Good without security		6,069,981	6,411,518
	Debts considered doubtful and bad		-	-
	Debts due by directors or other officers & staffs		-	-
	Debts due from companies under same management		-	-
	Maximum debt due any directors or officers & staffs at any time		-	-
09.00	**Advance, Deposit and Pre-payments**			
	Security Deposit - Gas Connection		8,956,785	8,956,785
	TDS on export sale	09.01	13,707,538	17,457,540
	L/C Margin		-	1,523,311
	FC held account	09.02	127,257,811	-
	Advance against Salary		101,500	30,000
	Issue Management fees		575,000	-
	Advance to diffenttech Ltd.		20,000	-
	Advance against Land Purchase		25,650,000	-
			176,268,634	**27,967,636**
09.01	**TDS on export Sales**			
	Opening Balance		17,457,540	17,286,565
	Add. Paid during the period		6,670,560	7,036,979
			24,128,099	24,323,544
	Less: Adjustment for the assessment year 2014-2015/2013-2014		(10,420,561)	(6,866,004)
	Closing Balance		**13,707,538**	**17,457,540**
09.02	**FC held account**			
	Prime Bank Ltd.		2,949,585	3,762,179
	Modhumoti Bank Ltd.		124,308,226	-
			127,257,811	**3,762,179**
09.03	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Advance exceeding 6 months		8,956,785	8,956,785
	Advance not exceeding 6 months		167,311,849	19,010,850
	Advance, deposit & prepayments considered good with security		175,572,134	27,937,636
	Advance, deposit & prepayments considered good without security		101,500	30,000
	Advance, deposit & prepayments considered doubtful & bad		-	-
	Advance, deposit & prepayments due by directors or other officers and staffs		-	-
	Advance, deposit & prepayments due from companies under same management		-	-
	Maximum Advance due by directors or officers & staffs at any time		-	-

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
as at June 30, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
10.00	**Cash and Cash Equivalents**			
	Cash in Hand	10.01	3,866,107	2,364,849
	Cash at Banks	10.02	3,911,838	23,641,020
			7,777,945	**26,005,869**
10.01	**Cash in Hand :**			
	At Head office		116,901	33,934
	At Factory office		3,749,206	2,330,915
			3,866,107	**2,364,849**
10.02	**Cash At Banks :**			
	Prime Bank IBB#3105		1,975,679	16,297,000
	Prime Bank STD#43193		123,858	17,600
	Prime Bank FCAD#0473		-	20,691
	Prime Bank CD#8484		45,020	3,448,430
	Prime Bank FC Held # 2536		-	3,762,179
	Standard Chartered Bank CD A/C		44,831	34,575
	EXIM Bank CD A/C		33,729	-
	The City Bank Limited #52001		-	737
	Modhumoti Bank - CD A/C		156,143	-
	Dhaka Bank CD A/C		1,532,577	59,808
			3,911,838	**23,641,020**
11.00	**Share Capital**			
	Authorized Capital			
	150,000,000 Ordinary Shares of Tk 10/- each		**1,500,000,000**	**1,500,000,000**
	Issued subscribed and fully paid up capital			
	103,000,000 Ordinary shares of Tk. 10/- each		**1,030,000,000**	**1,030,000,000**
11.01	**Breakup of paid up capital:**			
	Opening balance		1,030,000,000	440,000,000
	Add: Share Issued on 06.04.2014		-	590,000,000
			1,030,000,000	**1,030,000,000**

11.02 Share holdings Position

Particulars of Shareholders and their share holding position is as under:

Name of Share holders	Number of Shares 2015	Number of Shares 2014	%	Amount in BDT 2015	Amount in BDT 2014
Anwar-ul Alam Chowdhury	6,240,000	6,500,000	6.06%	62,400,000	62,400,000
Shabnam Shehnaz Chowdhury	6,240,000	6,500,000	6.06%	62,400,000	62,400,000
Abu Kawser Majumder	9,900,000	9,900,000	9.61%	99,000,000	99,000,000
A.K. Gouhor Rabbani	9,900,000	9,900,000	9.61%	99,000,000	99,000,000
Md. Akhter Shahid	6,600,000	6,600,000	6.41%	66,000,000	66,000,000
Shah Adeeb Chowdhry	2,560,000	2,300,000	2.49%	25,600,000	25,600,000
Shah Rayeed Chowdhury	2,560,000	2,300,000	2.49%	25,600,000	25,600,000
Other Shareholders	59,000,000	59,000,000	57.28%	590,000,000	590,000,000
Total	**103,000,000**	**103,000,000**	**100.00%**	**1,030,000,000**	**1,030,000,000**
Face Value Per share	Tk. 10/-	Tk. 10/-			

EVINCE TEXTILES LIMITED

Notes to the Financial Statement

as at June 30, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014

11.03 Classification of shares by holding:

Slabs by number of shares	No. of Shareholders 2015	No. of Shareholders 2014	No. of shares 2015	No. of shares 2014
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	2	2	80,000	80,000
From 50,001 to 100,000	14	14	1,270,000	1,270,000
From 100,001 to 1,000,000	19	19	10,600,000	10,600,000
Above 1,000,000	21	21	91,050,000	91,050,000
Total	56	**56**	**103,000,000**	**103,000,000**

12.00 Retained Earnings

	2015	2014
Opening Balance	167,404,108	12,935,556
Add: Current Year Profit after Tax	144,440,661	143,444,400
Add: Adjustment for Depreciation on revaluation	10,472,944	11,024,152
Add: Previous years' adjustment	10,400,000	-
Closing Balance	**332,717,714**	**167,404,108**

13.00 Revaluation Surplus

	2015	2014
Opening Balance	375,946,652	386,970,804
Less : Depreciation on revalued assets	(10,472,944)	(11,024,152)
Closing Balance	**365,473,708**	**375,946,652**

14.00 Long Term Loan :

This represents amount provided and related by the Prime bank Ltd., Pubali Bank Ltd., Modhumoti Bank Ltd. and LankaBangla Finance Ltd. The breakup of the loans is given below :

	2015	2014
Opening Balance excluding Lease loan	406,059,361	586,776,103
Add: Loan Received During the Year	791,520,228	238,776,169
Add: Interest Charged During the Year	90,975,232	50,322,227
	1,288,554,821	**875,874,499**
Less - Paid during the year :	331,812,350	469,815,138
Principal	264,475,331	419,492,911
Interest	67,337,019	50,322,227
Balance before current maturity	**956,742,471**	**406,059,361**
Less : Current Maturity	93,744,206	102,290,662
Balance after current maturity	**862,998,265**	**303,768,699**

14.01 Term Loan :

	2015	2014
Prime Bank Limited	-	140,252,503
Pubali Bank Limited	338,179,883	197,210,606
LankaBangla Finance Ltd.	60,368,588	68,596,253
Modhumoti Bank Ltd.	558,194,000	-
	956,742,471	**406,059,361**

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
15.00	**Obligation Under Finance Lease**			
	This represents amount provided and related by the International Leasing and Financial Services Ltd., Nitol Motors Ltd. and LankaBangla Finance Ltd. The breakup of the loans is given below :			
	Opening Balance		**2,105,321**	**891,700**
	Add: During the Year		4,280,000	1,720,000
	Add: Interest Charged During the Year		442,281	231,662
			6,827,602	**2,843,362**
	Less - Paid during the year :		1,163,409	738,041
	Principal		721,128	548,655
	Interest		442,281	189,386
	Balance before current maturity		**5,664,193**	**2,105,321**
	Less : Current Maturity		1,157,048	-
	Balance after current maturity		**4,507,145**	**2,105,321**
15.01	**Details of Obligation Under Finance Lease**			
	International Leasing & Financial Services Ltd.		324,822	768,045
	Nitol Motors Ltd.		1,161,957	1,337,276
	LankaBangla Finance Ltd.		4,177,414	-
			5,664,193	**2,105,321**
16.00	**Short Term Loan :**			
	SOD General-85		-	22,342,660
	Deferred Loan		104,995,950	170,657,669
	IDBP Loan		169,217,737	196,959,929
	LTR Loan		150,742,558	229,876,128
	EDF Loan		193,074,588	260,965,536
	Back to Back Loan		3,465,934	2,559,079
	Cash Credit Loan		47,370,423	-
	SOD Bonus - 1426800001		-	6,712,609
	SOD(BIAM) Loan		-	12,231,014
	OD Loan		72,302,895	72,511,924
			741,170,086	**974,816,547**
17.00	**Accounts Payable :**			
	Bangla Trac Ltd.		1,694,574	332,057
	Prime Insurance Co. Ltd.		1,175,656	-
	Sarabor Trading co.		1,263,293	-
	Bureau Veritas		395,000	645,225
	Chemi World		-	1,248
	Corona Trade & Transport		860,064	1,472,564
	EFA Enterprise		46,500	4,000
	Falcate Paper Tube Co		463,975	326,975
	Globe Multitarde		-	2,023,851
	Hasib Traders		-	3,041,250
	Newtech Chemical Co.		-	709,660
	TMA Corporation		-	1,396,000
	Colour Cnfidence		-	1,691,522
	NK Trading		673,285	292,285
	Unique Auxiliaries Ltd.		-	2,085,550
	RJM Corporation		-	956,975
			6,572,347	**14,979,161**

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
as at June 30, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
18.00	**Liabilities for Expenses :**			
	Gas Bill		15,619,694	11,316,206
	Salary and Wages with PF Contribution		17,274,379	16,161,648
	Telephone & Mobile Bill		81,060	109,000
	Audit fees & VAT		143,750	143,750
	Directors' Remuneration	18.01	15,200,000	17,600,000
	Selling Expenses		1,481,734	-
	Office Rent		490,500	-
	AIT & VAT Payable		4,495,006	1,605,249
			54,786,123	**46,935,853**
18.01	**Direcotors' Remuneration**			
	Opening Balance		**17,600,000**	**2,000,000**
	Add: made during the year		24,000,000	24,000,000
	Less: Paid during the year		(16,000,000)	(8,400,000)
			25,600,000	**17,600,000**
	Less: Transfer to Retained earning due to decision for non-claiming of unpaid remuneration		(10,400,000)	-
			15,200,000	**17,600,000**
19.00	**Net Assets Value (NAV) Per Share**		**16.78**	**15.28**
	Shareholders' Equity with Revaluation		1,728,191,421	1,573,350,760
	Number of Shares Outstanding	19.01	103,000,000	103,000,000
19.01	**Number of Shares outstanding:**		**103,000,000**	**103,000,000**
	Opening Balance		103,000,000	44,000,000
	Share Issued on 06.04.2014		-	59,000,000
	Face Value per Share		Tk. 10/-	Tk. 10/-

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
For the year ended December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
20.00	**Turnover**			
	Export		1,521,785,588	1,549,412,817
	Add. Exchange Gain		16,011,232	14,240,053
			1,537,796,820	**1,563,652,870**
20.01	**Sales Quantity:**		**Yds**	**Yds**
	Export		11,165,791	10,668,949
21.00	**Cost of Goods Sold**			
	Raw material consumed	21.01	787,153,627	796,521,152
	Factory Overhead	21.02	399,150,788	363,944,938
			1,186,304,416	**1,160,466,090**
	Add. Opening Work-in-Process	Annex B	128,489,745	127,494,495
			1,314,794,161	**1,287,960,585**
	Less. Closing Work-in-Process	Annex B	149,489,745	128,489,745
	Cost of Production		**1,165,304,416**	**1,159,470,840**
	Add. Opening Stock of Finished Goods	Annex B	109,085,892	105,076,125
			1,274,390,308	**1,264,546,965**
	Less. Closing Stock of Finished Goods	Annex B	138,080,380	109,085,892
			1,136,309,927	**1,155,461,073**
21.01	**Raw Material Consumed**			
	Opening Stock of Raw Materials	Annex B	**168,710,547**	**199,698,922**
	Add. Purchase of Raw Materials	Annex B	838,222,284	765,532,777
			1,006,932,831	**965,231,699**
	Less. Closing Stock of Raw Materials	Annex B	219,779,204	168,710,547
			787,153,627	**796,521,152**
21.01.1	**Opening Raw Material**			
	Yarn	Annex B	158,298,321	173,967,977
	Sizing Chemical	Annex B	5,815,876	8,213,266
	ETP Chemical	Annex B	2,014,870	3,610,509
	Dyes Chemical	Annex B	2,581,480	13,907,170
			168,710,547	**199,698,922**
21.01.2	**Purchase of Raw Materials**			
	Yarn	Annex B	648,297,875	688,587,215
	Sizing Chemical	Annex B	19,307,811	7,946,717
	ETP Chemical	Annex B	23,345,941	4,840,889
	Dyes Chemical	Annex B	147,270,657	64,157,956
			838,222,284	**765,532,777**
21.01.3	**Closing Raw Material**			
	Yarn	Annex B	167,301,149	158,298,321
	Sizing Chemical	Annex B	9,105,230	5,815,876
	ETP Chemical	Annex B	4,309,853	2,014,870
	Dyes Chemical	Annex B	39,062,972	2,581,480
			219,779,204	**168,710,547**
21.02	**Factory Overhead**			
	Wages & Salary with PF Contribution		176,396,456	171,258,695
	Packing Materials with VAT		567,100	2,445,950
	Gas Bill		68,906,628	59,394,410
	Repairs and Maintenance with VAT		70,947	70,520
	Spare Parts (Imported)		1,967,543	2,084,282
	Carriage inward with VAT		584,333	763,462
	C & F expenses		2,250,780	2,158,040
	Insurance Premium		2,545,670	2,465,509
	Medical expenses		48,786	46,500

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
For the year ended December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
	Labour charge		434,785	956,589
	Staff Fooding Expenses		689,674	780,389
	Depreciation	Annex-A	144,688,086	121,520,592
			399,150,788	**363,944,938**
22.00	**Administrative, Selling & Other Expenses**			
	Salary with PF Contribution		26,569,488	22,335,898
	Managing Director's Remuneration		4,800,000	4,800,000
	Directors' Remuneration		19,200,000	19,200,000
	Telephone & Mobile Bill		1,180,106	961,778
	Stationery		257,820	567,221
	Travelling & Conveyance		1,190,760	941,275
	Entertainment		1,176,450	658,246
	Fuel for vehicles		1,182,239	966,390
	Vehicle Spareparts		1,095,236	692,769
	Vehicle Maintenance		90,870	102,372
	Newspapers and Periodicals		16,780	6,000
	Postage and Courier		209,870	100,049
	Internet Bill with VAT		276,000	381,932
	License Renewal Fees		947,493	747,493
	Office Rent with VAT		1,603,935	-
	Selling expenses		9,130,714	15,494,128
	Audit fees & VAT		143,750	143,750
	Bank Charges		6,607,926	4,612,103
	Depreciation	Annex-A	787,382	862,040
			76,466,818	**73,573,445**
23.00	**Financial Expenses :**			
	Interest from long term browings		90,975,232	50,322,227
	Interest from finance lease		442,281	231,662
	Interest from short term browings		75,966,390	121,735,603
			167,383,903	**172,289,492**
24.00	**Other Income**			
	Rental Income		**1,440,000**	**1,440,000**
	The amount represent the income from Evitex Fashions Limited as rent of Factory building @ Tk. 120,000 per month.			
25.00	**Provision for Tax**			
25.01	**Current Tax**			
	Net Profit Before Other Income & Tax		157,636,171	162,328,860
	Add. Depreciation as per Accounting Base		145,475,468	122,382,633
	Less. Depreciation as per Tax base		(249,130,351)	(184,800,740)
	Taxable Income for calculation of Tax		53,981,288	99,910,753
	Tax Rate @		15%	15%
	Current Tax on core business		8,097,193	14,986,613
	Adjustment of income tax of previous years		-	(3,349,733)
	Current Tax on core business after adjustment		**8,097,193**	**11,636,880**
	Other Income (Factory Rent)		1,440,000	1,440,000
	Less: Repairs & Maintenance @ 30%		(432,000)	-
			1,008,000	**1,440,000**
	Tax Rate @		35%	37.50%
	Current Tax on Other Income		**352,800**	**540,000**
	Current tax provision for the year		**8,449,993**	**12,176,880**

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
For the year ended December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
25.01.A	**Current Tax Liability**			
	Opening Balance for Current Tax		48,574,057	40,019,746
	Less: Previous years Adjustment		(10,420,561)	-
			38,153,496	**40,019,746**
	Add: Provision for the year		8,449,993	12,176,880
			46,603,489	**52,196,626**
	Less. Arrear Tax paid		(1,627,406)	(3,622,569)
			44,976,083	**48,574,057**
25.02	**Deferred Tax**			

Deferred income tax is provided for all temporary timing differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements in accordance with the provisions of BAS-12. Tax rate prevailing at the balance sheet date is used to determine deferred income tax.

Sl.No.	Particulars	Notes / Annex.	2015	2014
	Tax depreciation		249,130,351	184,800,740
	Accounting depreciation		145,475,468	122,382,633
	Taxable Temporary Difference		103,654,883	62,418,107
	Tax Rate		15%	15%
	Deferred Tax Liability		**15,548,232**	**9,362,716**
	Deferred Tax (Income)/Expenses			
	(DTA)/DTL-Balance at Closing		15,548,232	9,362,716
	(DTA)/DTL-Balance at Opening		9,362,716	1,215,137
	Deferred Tax Expense/(Income)		**6,185,516**	**8,147,580**
26.00	**Earnings Per Share (EPS)**			
26.01	**Basic Earnings Per Share**		**1.40**	**1.64**
	Net Profit from Core Business		144,440,661	143,444,400
	Weighted Average number of Shares	26.01.A	103,000,000	87,643,836
26.01.A	**Weighted Average Number of Shares**		**103,000,000**	**87,643,836**
	Opening Balance		103,000,000	44,000,000
	Share Issued on 06.04.2014 (Weighted 59,000,000x85/365)		-	43,643,836
	Face Value of Share		Tk. 10/-	Tk. 10/-
	Weighted Average number of Shares for Adjusted EPS		**103,000,000**	**103,000,000**
27.00	**Cash Received from Customers**			
	Turnover (Export)		1,537,796,820	1,563,652,870
	Add. Opening Balance of Accounts Receivable		559,626,613	455,933,012
	Cash available for collection		**2,097,423,433**	**2,019,585,882**
	Less. Closing Balance of Accounts Receivable		726,907,775	559,626,613
			1,370,515,658	**1,459,959,269**
28.00	**Cash paid to suppliers , Employees & others**			
	Purchase-Raw Material		(838,222,284)	(765,532,777)
	Accounts Payable		(8,406,814)	(1,173,860)
	Liability for Expenses	28.01	18,250,270	19,013,496
	Factory Overhead		(399,150,788)	(363,944,938)
	Administrative, Selling & Other Expenses		(76,466,818)	(73,573,445)
	Add. Depreciation		145,475,468	122,382,633
	Advance, Deposit and Prepayment		(152,051,000)	90,529,869
			(1,310,571,966)	**(972,299,022)**

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
For the year ended December 31, 2015

Sl.No.	Particulars	Notes / Annex.	Amount in BDT 2015	Amount in BDT 2014
28.01	**Liability for Expenses**			
	Opening Balance		**46,935,853**	27,922,357
	Less: Adjustment (non-cash item) (Non claim of directors' remuneration		(10,400,000)	-
			36,535,853	**27,922,357**
	Closing Balance		54,786,123	46,935,853
	Increase through cash		**18,250,270**	**19,013,496**
29.00	**Net Operating Cash Flow per share**		**0.52**	**4.71**
	Net cash provided by Operating Activities		53,085,726	485,306,703
	Number of Shares Outstanding	19.01	103,000,000	103,000,000

30.00 Related party Desclosure

The Details of related party transactions during the year alongwith the ralationship is illustrated below in accordance of BAS 24:

Name of the Party	Relationship	Nature of Transaction	Transacted Amount 2015	Transacted Amount 2014
Mr. Anwar-ul Alam Chowdhury	Chairman	Remuneration	4,800,000	4,800,000
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	Remuneration	3,600,000	3,600,000
Mr. Abu Kawser Majumder	Managing Director	Remuneration	4,800,000	4,800,000
Mr. A.K. Gouhor Rabbani	Director-Merchandiser	Remuneration	4,800,000	4,800,000
Mr. Md. Akhter Shahid	Director-Marketing	Remuneration	3,600,000	3,600,000
Mr. Shah Adeeb Chowdhury	Director-Production	Remuneration	1,200,000	1,200,000
Mr. Shah Rayeed Chowdhury	Director-Support Service	Remuneration	1,200,000	1,200,000
Evitex Fashions Limited	Subsidiary	Factory Rent	1,440,000	1,440,000
Evince Design and Fashions Ltd.	Under Common Directorship	Selling expenses	9,130,714	15,494,128
Evitex Polycot Ltd.	Under Common Directorship	Advance Received Back	-	79,429,537
Evince Dress Shirts Ltd.	Under Common Directorship	Advance for Land Purchase	20,500,000	-
Total			**55,070,714**	**120,363,665**

31.00 Disclosure of Managerial Remuneration

31.01 The total amount of remuneratin paid to the top five salaried officers of the company in the accounting year is as follows

Name	Designation	2015	2014
Mr. Anwar-ul Alam Chowdhury	Chairman	4,800,000	4,800,000
Mrs. Shabnam Shehnaz Chowdhury	Vice Chairman	3,600,000	3,600,000
Mr. Abu Kawser Majumder	Managing Director	4,800,000	4,800,000
Mr. A.K. Gouhor Rabbani	Director-Merchandiser	4,800,000	4,800,000
Mr. Md. Akhter Shahid	Director-Marketing	3,600,000	3,600,000
	Total	**21,600,000**	**21,600,000**

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
For the year ended December 31, 2015

Sl.No.	Particulars

31.02 Aggregated amount of remuneration paid to all Directors and Officers during the accounting year is as follows:

Sl. No.	Particulars	Nature of Payment	2015	2014
1	Directors	Board Meeting Fees	Nil	Nil
2	Directors	Remuneration	24,000,000	24,000,000
3	Officers and Executives	Salary and Other Allowances	26,569,488	22,335,898
		Total	**50,569,488**	**46,335,898**

32.00 General

a) Audit Fee: Audit fee of Tk. 143,750 Represents only the audit fees and VAT thereon.

b) Number of Employees

Salary Range (Monthly)	Officers & Staffs		Worker	Total
	Head Office	Factory		
Not Less Than Tk. 3000	17	368	1152	1537
Less Than Tk. 3000	-	-	-	-
Total	**17**	**368**	**1152**	**1537**

c) Events after the Reporting Period:
No material events had occurred after thereporting period to the date of issue of these financial statements, which could effect the values stated in the financial statements.

d) Capital Expenditure Contract:
There is no capital expenditure contract has been made during the year.

e) Income Tax Assessment:
Income tax assessment of the company up to the Assessment year 2014-2015 has been Completed.

f) WPPF:
During the year the company is unable to start making provision for WPPF because of not yet forming Board for fund raise and utilization by the government. As per Sub-Section 3 of Section 232 of Bangladesh Labour Act 2006 re-placed by the Act No 30, Section 63 of the year 2013, the Board consists of the owner of the 100% Export oriented industries and buyers. The board shall format the rules of determination of subscription, procedure of collection and utilization of the fund.

g) Contingent Liabilities & Capital Commitments:
There is no claim against the company not acknowledged debt and no un-availed credit facilities, other than those in the normal course of business, available to the company on December 31, 2015.

EVINCE TEXTILES LIMITED

Notes to the Financial Statement
As at December 31, 2015

Annexure-A

Schedule of Property, Plant and Equipment

A. COST Schedule :

ITEMS	COST			Rate	DEPRECIATION			WDV at 31.12.2015
	Balance at 01.01.15	Addition	Total as at 31.12.15		Balance at 01.01.15	Charged during the year	Total as at 31.12.15	
Land & Land Development	120,099,276	18,010,400	138,109,676	0%	-	-	-	138,109,676
Building	395,536,163	146,606,400	542,142,563	5%	65,556,011	16,499,008	82,055,019	460,087,543
Plant & Machinery	1,553,584,089	24,988,900	1,578,572,989	10%	559,371,517	99,421,257	658,792,774	919,780,215
Furniture & Fixtures	5,609,001	130,420	5,739,421	10%	1,958,448	365,055	2,323,504	3,415,917
Office Equipment	10,359,469	211,045	10,570,514	15%	5,666,953	703,877	6,370,831	4,199,683
Electricity,Gas & Water Line Installation	10,951,662	-	10,951,662	10%	5,379,683	557,198	5,936,881	5,014,781
Electric Sub-Station	18,099,438	-	18,099,438	10%	8,743,277	935,616	9,678,893	8,420,545
False ceiling & Cooling ducting	131,095,737	-	131,095,737	15%	37,919,916	13,976,373	51,896,290	79,199,447
Vehicles	26,139,815	4,280,000	30,419,815	20%	13,419,118	2,544,139	15,963,258	14,456,557
Sub - Total	**2,271,474,650**	**194,227,165**	**2,465,701,815**		**698,014,925**	**135,002,524**	**833,017,449**	**1,632,684,366**

B. REVALUATION Schedule :

ITEMS	COST			Rate	DEPRECIATION			WDV at 31.12.2015
	Balance at 01.01.15	Addition	Total as at 31.12.15		Balance at 01.01.15	Charged during the year	Total as at 31.12.15	
Land & Land Development	166,487,766	-	166,487,766	0%	-	-	-	166,487,766
Building	266,556,807	-	266,556,807	5%	57,097,921	10,472,944	67,570,865	198,985,942
Sub - Total	**433,044,573**	**-**	**433,044,573**		**57,097,921**	**10,472,944**	**67,570,865**	**365,473,708**
Grand Total	**2,704,519,223**	**194,227,165**	**2,898,746,388**		**755,112,846**	**145,475,468**	**900,588,314**	**1,998,158,073**

a. Depreciation of Operating Expenses	144,688,086
b. Depreciation of Administrative Expenses	787,382
	145,475,468

EVINCE TEXTILES LIMITED

Statement of Inventory

As at December 31, 2015

Annexure-B

i)Opening Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	555,764	158,298,321
2	Sizing Chemical	Kg	41,721	5,815,876
3	ETP Chemical	Kg	88,761	2,014,870
4	Dyes Chemical	Kg	14,898	2,581,480
Total			**701,144**	**168,710,547**

ii) Opening Work in Process:

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Warping	Kg	190,890	28,267,744
2	Sizing	Kg	219,801	31,122,436
3	Dyeing	Kg	268,358	38,546,924
4	Weaving	Kg	196,608	29,552,641
Total			**875,657**	**127,489,745**

iii) Opening Finished Goods

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	100% Cotton Fabrics	Yds	1,008,654	**109,085,892**

iv) Purchase of Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	2,215,646	648,297,875
2	Sizing Chemical	Kg	258,506	19,307,811
3	ETP Chemical	Kg	212,024	23,345,941
4	Dyes Chemical	Kg	261,285	147,270,657
Total			**2,947,460**	**838,222,284**

v) Closing Raw Materials

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	571,774	167,301,149
2	Sizing Chemical	Kg	121,907	9,105,230
3	ETP Chemical	Kg	39,141	4,309,853
4	Dyes Chemical	Kg	69,305	39,062,972
Total			**802,127**	**219,779,204**

vi) Closing Work in Process:

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Warping	Kg	205,548.40	32,887,744
2	Sizing	Kg	223,787.04	37,372,436
3	Dyeing	Kg	253,372.45	44,846,924
4	Weaving	Kg	214,891.51	34,382,641
Total			**897,599**	**149,489,745**

vii) Closing Finished Goods

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	100% Cotton Fabrics	Yds	1,356,828	**138,080,380**

viii) Raw Materials Consumed

Sl. No.	Name of Items	Unit	Quantity	Amount in Taka
1	Yarn	Kg	2,199,635	639,295,047
2	Sizing Chemical	Kg	178,320	16,018,456
3	ETP Chemical	Kg	261,643	21,050,958
4	Dyes Chemical	Kg	206,878	110,789,166
Total			**2,846,477**	**787,153,627**

AUDITORS' REPORT TO THE SHAREHOLDERS OF EVITEX FASHIONS LIMITED

We have audited the accompanying financial statements of Evitex Fashions Limited, which comprise the statement of financial position as at 31st December 2015, Statement of profit and loss and other Comprehensive Income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes and all related financial statements of Evitex Fashions Limited.

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 misstatements, 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 relevant 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, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion
In our opinion, the financial statements including financial statements, prepared in accordance with Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the Company's/group's affairs as at 31st December 2015 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.

We also report that:
a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of these books;
c) the statement of financial position (balance sheet) and Statement of profit and loss and other Comprehensive Income (profit and loss account) dealt with by the report are in agreement with the books of account and returns; and
d) the expenditures incurred were for the purposes of the Company's business.

Dhaka

Dated: March 31, 2016

Sd/-
Pinaki & Company
Chartered Accountants

EVITEX FASHIONS LIMITED

Statement of Financial Position
as at December 31, 2015

Particulars	Note	TAKA 2015	TAKA 2014
PROPERTY AND ASSETS			
NON-CURRENT ASSETS		**30,065,833**	**24,738,698**
Property, Plant & Equipment	04.00	30,065,833	24,738,698
CURRENT ASSETS		**259,732,891**	**264,188,941**
Fixed Deposit	05.00	44,553,886	34,827,330
Inventory	06.00	95,436,131	57,235,057
Accounts Receivable	07.00	93,614,409	80,203,822
Advance Deposit & Prepayments	08.00	23,173,482	89,111,601
Cash and Cash Equivalents	09.00	2,954,984	2,811,131
TOTAL ASSETS		**289,798,724**	**288,927,639**
SHAREHOLDERS' EQUITY AND LIABILITIES			
SHAREHOLDERS' EQUITY		**178,727,098**	**155,439,463**
Paid up Capital	10.00	88,000,000	88,000,000
Retained Earnings	11.00	90,727,098	67,439,463
CURRENT LIABILITIES		**111,071,626**	**133,488,175**
Short Term Borrowing	12.00	28,304,583	46,658,764
Accounts Payable	13.00	57,576,572	65,288,228
Liabilities for expenses	14.00	8,904,084	7,156,482
Current Tax Liability	22.01.A	16,286,388	14,384,701
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		**289,798,724**	**288,927,638**
		(0.01)	0.78
Net Asset Value Per Share	15.00	**20.31**	**17.66**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVITEX FASHIONS LIMITED

Statement of profit and loss and other Comprehensive Income

for the year ended December 31, 2015

Particulars	Note	Taka 2015	Taka 2014
Turnover	16.00	**586,034,836**	**773,625,150**
Less: Cost of Goods Sold	17.00	530,032,729	715,799,519
Gross profit		**56,002,107**	**57,825,631**
Less: Office and Administrative Expenses	18.00	19,597,005	25,873,833
		36,405,102	**31,951,797**
Less: Selling & Distribution Expenses	19.00	1,728,803	2,284,471
Net Profit before financial Expenses		**34,676,299**	**29,667,326**
Less: Financial Expenses	20.00	6,136,313	6,085,136
Net Profit after financial Expenses		**28,539,986**	**23,582,191**
Add : Other Income	21.00	7,287,146	3,039,968
Net Profit before Tax provision		**35,827,132**	**26,622,159**
Provision for Income Tax		**12,539,496**	**3,716,370**
Current Tax	22.00	12,539,496	3,716,370
Net Profit after Income Tax		**23,287,636**	**22,905,789**
Basic Earning Per Share	23.00	**2.65**	**2.60**

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVITEX FASHIONS LIMITED

Statement of Changes in Equity
for the year ended December 31, 2015

Amount in Taka

Particulars	Share Capital	Retained Earnings	Total
Balance as at January 01, 2015	88,000,000	67,439,463	155,439,463
Net Profit for the year	-	23,287,636	23,287,636
Balance as at December 31, 2015	**88,000,000**	**90,727,098**	**178,727,098**
			0.01

Statement of Changes in Equity
for the year ended December 31, 2014

Amount in Taka

Particulars	Share Capital	Retained Earnings	Total
Balance as at January 01, 2014	88,000,000	44,533,674	132,533,674
Net Profit for the year	-	22,905,789	22,905,789
Balance as at December 31, 2014	**88,000,000**	**67,439,463**	**155,439,463**
			0.01

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company**
			Chartered Accountants

EVITEX FASHIONS LIMITED

Statement of Cash Flows

for the year ended December 31, 2015

Particulars	Note	Taka 2015	Taka 2014
Cash flow from Operating Activities			
Cash received from customers	24.00	576,473,249	729,739,687
Cash paid to suppliers and employees	25.00	(533,914,132)	(703,898,881)
Income Tax Paid		(3,221,378)	(2,267,682)
Other Income		3,438,146	3,039,968
Net cash provided by Operating Activities		**42,775,885**	**26,613,093**
Cash flow from Investing Activities			
Addition to fixed Assets		(8,414,982)	(6,564,745)
Fixed Deposit		(9,726,556)	(5,024,255)
Net Cash provided by Investing Activities		**(18,141,538)**	**(11,589,000)**
Cash flow from Financing Activities			
Short Term Loan		(18,354,181)	(14,382,726)
Financial Expenses		(6,136,313)	(6,085,136)
Net cash provided by Financing Activities		**(24,490,494)**	**(20,467,862)**
Increase/(decrease) in Cash and Bank Balances		**143,854**	**(5,443,769)**
Cash and Cash Equivalents on Opening		**2,811,131**	**8,254,900**
Cash and Cash Equivalents on Closing		**2,954,984**	**2,811,131**
		0.42	0.17
Net Operation Cash Flow per share	26.00	**4.86**	**3.02**

Signed as per annexed report on even date

Sd/-	Sd/-	Sd/-	Sd/-
Comapny Secretary	**Director**	**Managing Director**	**Pinaki & Company** Chartered Accountants

EVITEX FASHIONS LIMITED

Notes to the Financial Statement
as at December 31, 2015

1.0 Reporting Entity:

Evitex Fashions Limited was incorporated as a Private Limited Company on 11th April 2004 under the Companies Act 1994 and the company commenced its commercial production on May 15, 2005. Registered office of the company is at Plot No. 33, Sector-7, Mirpur, Dhaka-1216 while Factory is situated at Vill./Mouza: Shirir Chala, P.O.: Bhabanipur, P.S.: Joydevpur, Dist: Gazipur. The principal activity of the company is 100% export oriented Readymade Garments.

The Company was established with an Authorised Capital of Tk. 100,000,000/- and Paid-up Capital of Tk. 200,000/-. The Paid-up capital of the company was subsequently raised to Tk. 88,000,000/-. The Shares of the company has been denominated from Tk. 100/- to Tk. 10/- per share as at April 21, 2013.

1.1 Nature of Business:

The main activities of the company are concentrated in 100% export oriented Readymade Garments.

Share Capital:

Particulars	December 31, 2015	December 31, 2014
Authorized Capital: 1,00,00,000 ordinary shares of Tk. 10 each	100,000,000	100,000,000
Issued, Subscribed and fully paid up: 88,00,000 ordinary shares of Tk. 10 each	88,000,000	88,000,000

2.0 Basis of Preparation:

2.1 Statements Compliance:

The financial statements have been prepared in accordance with the applicable Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) based on International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs).

2.2 Reporting Period:

Financial statements of the company cover from 01-01-2015 to 31-12-2015.

2.3 Date of Authorization:

The Board of Directors of Evitex Fashions Limited approved this Financial Statements on 20-03-2016.

2.4 Reporting Currency and Level of Precision:

Currency of Reporting:

The figure in the financial statements represent Bangladesh Currency (Taka), which have been rounded off to the nearest Taka except where indicates otherwise.

Foreign Currency Transactions:

Foreign Currency Transactions in foreign currencies are converted into equivalent taka applying the ruling rate at the date of such transactions as per BAS-21 “The Effects of Changes in Foreign Exchange Rates”.

2.5 Comparative Information:

Comparative information has been disclosed in respect of the previous year for all numerical information in the financial statements including narrative and descriptive information when it is relevant for understanding of the current year’s financial statements.

Previous year’s figure has been re-arranged whenever considered necessary to ensure comparability with the current year’s presentation as per BAS-8 “Accounting Policies, Changes in Accounting Estimates and Errors”.

EVITEX FASHIONS LIMITED

Notes to the Financial Statement
as at December 31, 2015

Comparative information has been provided in accordance with BAS-34 Statement of Financial Position, Statement of profit and loss and other Comprehensive Income, statement of changes in equity and statement of cash flows.

3.0 Significant Accounts Polices:

3.1 Principal Accounting Policies:

Specific accounting policies were selected and applied by the company's management for significant transactions and events that have a material effect within the framework of BAS-1 "Preparation of Financial Statement" in preparation and presentation financial statements. The previous period's figures were presented according to the same accounting principles.

3.2 Application of Bangladesh Accounting Standards (BASs):

The financial statements have been prepared in compliance with requirement of BAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following BASs are applicable for the financial statements for the period under review:

BAS – 01 Presentation of Financial Statement
BAS – 02 Inventories
BAS – 07 Statement of Cash Flows
BAS – 08 Accounting Policies, Changes in Accounting Estimates and Errors
BAS – 10 Events after the Reporting Period
BAS – 12 Income Taxes
BAS – 16 Property, Plant & Equipment
BAS – 17 Leases
BAS – 18 Revenue
BAS – 23 Borrowing Costs
BAS – 24 Related Party Disclosures
BAS – 33 Earnings per share
BAS – 37 Provision, Contingent Liabilities and Contingent Assets
BAS – 39 Financial Instruments Recognition and Measurement

3.3 Statement of Cash flows:

Statement of Cash Flow is prepared in Accordance with BAS-7 "Statement of Cash Flows" and the Securities and Exchange Rules, 1987 and the cash flow from the operation activities are shown under the direct method as prescribed.

3.4 Recognition of Property, Plant & Equipment and Depreciation:

Property, Plant & Equipment is stated at cost less depreciation in accordance with BAS-16 "Property, Plant and Equipment". Cost represents cost of acquisition or construction and include purchase price and other directly attributable cost of bringing the assets to working conditions for its intended use. Depreciation on all other fixed assets is computed using the reducing balance method in amount sufficient to write-off depreciable assets over their estimated useful life. Depreciation on addition is charged when the asset is ready for use. Expenditure for maintenance and repairs are expenses, major replacements, renewals and betterment are capitalized. The cost and accumulated depreciation of depreciable assets retired or otherwise disposed off are eliminated from the assets and accumulated depreciation and any gain or loss on such disposal is reflected in operations for period.

The depreciation rate in this period is as under:

Sl.	**Category of Property, Plant & Equipment Rate**	**Rate**
Factory/Manufacturing: -		
1.	Machinery	15%

2.	Electrical Installation	15%
3.	Fire Detection System & Equipment	15%
4.	Balancing, Modernization, Rehabilitation & Expansion	5%
5.	Furniture's & Fixtures	10%
Administrative/Non-Manufacturing: -		
6.	Office Equipment	15%
7.	Motor Vehicles	15%

3.5 Impairment:

In accordance with the provision of BAS 36, the carrying amount of non-financial assets other than inventories of the company involved in the manufacturing of the products. If any such indication exists, then the asset's recoverable amount is estimated and impairment losses are recognized in the statement of comprehensive income. No such indication of impairment has been observed till the end of the year.

3.6 Inventories:

Inventories comprise of Raw Materials, Work-in Process and Finished Goods. They are stated at the lower of cost or net realizable value in accordance with the Para of 21 & 25 of BAS-2 "Inventories" after making due allowance for any obsolete or slow moving item. The cost of inventories is assigned by using weighted average cost. Quantity wise Schedule of inventory as per requirement of companies act 1994 is detailed in Annexure-B.

3.7 Advance, Deposit and Prepayment:

Evitex Fashions Limited has been incurred some expenses as Advance, Deposit and Prepayment that are shown in the notes to Financial Statements in details.

3.8 Accounts Receivable:

These are carried forward at their original invoiced value amount and represents net realizable value. Management considered the entire bills receivable as good and is collectable and therefore, no amount was provided for as bad debt in the current year's account.

3.9 Cash and Cash Equivalents:

According to BAS-7 'Statement of Cash Flows' cash comprises of cash-in-hand and demand deposits. BAS-1 'Presentation of Financial Statements' provides that cash and cash equivalents are not restricted in use. Considering the provisions of BAS-7 and BAS-1, Cash in hand and Bank Balances have been considered as cash and cash equivalents.

3.10 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.

3.11 Income Tax:

Current Tax

Provision for current tax has been made at the rate of 35% as prescribed in the PARIPATRO – 2014 (Income Tax) Sl. No. 51 (Tha) Page-69 on the accounting profit made by the company as per ITO 1984 in compliance with BAS-12 "Income Taxes".

Deferred Tax

Deferred income tax is provided for all temporary timing differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements in accordance with the provisions of BAS-12. Tax rate prevailing at the balance sheet date is used to determine deferred income tax. The tax authority allowed and accept the accounting depreciation as their tax depreciation i.e. Tax depreciation and accounting depreciation are same, so the temporary difference not arose. For this, deferred tax liability is nil.

3.12 Compliance with Local Laws:

The financial statements have been prepared in compliance with requirements of the Companies Act 1994, The Securities and Exchange Rule, 1987 and other relevant local laws and rules.

3.13 Revenue Recognition:

Revenue from the sales is measured at the fair value of the consideration received or receivable. The company recognizes revenue when risk and rewards associated with ownership has been transferred to buyer, which satisfied all the condition for the revenue recognition as provided in BAS-18 'Revenue Recognition'.

Sales revenue is recognized when transactions related to sales are completed and the sales invoices are issued in favor of the buyers.

3.14 Value Added Tax (VAT):

The Company's traded income is 100% export oriented so its income is not subject to Value Added Tax (VAT).

3.15 Components of the Financial Statements:

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

i. Statement of Financial Position as at December 31, 2015.
ii. Statement of profit and loss and other Comprehensive Income for the year ended December 31, 2015.
iii. Statement of Cash flows for the year ended December 31, 2015.
iv. Statement of Changes in Equity for the year ended December 31, 2015.
v. Accounting Policies and Explanatory Notes for the year ended December 31, 2015.

3.16 Earnings per Share:

Earnings per share (EPS) is calculated in accordance with the Bangladesh Accounting Standard BAS-33 and weighted average number of share has been used as the denominator and details are shown in the Notes to the Financial Statement.

Basic earnings per share:

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

Weighted average number of ordinary shares outstanding during the year:

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of shares issued during the year multiplied by a time-weighted factor is the number of months the specific shares is outstanding as a proportion of the total number of months in the year.

3.17 Responsibility for Preparation and Presentation of Financial Statements:

The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of 'The Framework for the Preparation and Presentation of Financial Statements' issued by the International Accounting Standards Board (IASB).

3.18 Going Concern:

The financial statements are normally prepared on the assumption that an enterprise is a going concern and will continue in operation for the foreseeable future. Hence it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

3.19 Employees Benefits:

Evitex Fashions Limited offers a number of benefits which include Short term employee benefits like Salaries, Wages, sick leave and bonus. On monetary benefits like Medical care, Car Facilities.

3.20 Events after the Reporting Period:

As per BAS-10 “Event after the Reporting Period” are those event favorable and unfavorable that occur between the end of the reporting year and the date when the financial statement is authorized for issue. Two types of event can be indentified:

Those are providing evidence of conditions that existed at the end of the reporting year (adjusting events after Reporting date); and

Those are indicative of conditions that arose after the reporting year (Non-adjusting events after reporting date).

3.21 Financial Instruments:

Derivative:

According to BFRS-7 “Financial Instruments Disclosers”, the company was not a party to any derivative contract (financial instruments) at the financial statement date, such as forward exchange contract, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

Non-Derivative:

Non-derivative financial instruments comprise of accounts and other receivable, borrowings and other payables and are shown at transaction cost as per BAS 39 “Financial Instruments Recognition and Measurement”.

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2015

No.	Particulars	Note/Annex	Taka 2015	Taka 2014
04.00	**Property, Plant & Equipment**		**30,065,833**	**24,738,698**
	Factory/Manufacturing			
	Machinery		11,139,496	13,021,172
	Electrical Installation		2,109,959	2,006,187
	Fire Detection System & Equipment		7,779,469	457,043
	Balancing, Modernization, Rehabilitation & Expansion		5,864,169	5,678,072
	Furnitures & Fixtures		992,718	1,103,020
	Administrative/Non Manufacturing		-	-
	Office Equipment		412,529	393,799
	Motor vehicles		1,767,494	2,079,404
04.01	**Movement of PPE**			
	Opening Balance		24,738,698	**21,486,151**
	Add: Addition during the year		8,414,982	6,564,745
	Closing Balance		**33,153,680**	**28,050,896**
	Less: Depreciation charged during the year		3,087,846	3,312,198
	Written Down Value (WDV)		**30,065,834**	**24,738,698**
05.00	**Fixed Deposit**			
	Opening Balance		**34,827,330**	**29,803,075**
	Add: Addition during the year		9,726,556	12,139,968
			44,553,886	**41,943,043**
	Less: Withdrawn during the year		-	7,115,713
	Closing Balance		**44,553,886**	**34,827,330**
	The entire FDR deposited in Prime Bank Ltd, Motijheel Branch.			
06.00	**Inventory**		**95,436,131**	**57,235,057**
	Fabrices	17.01.03	70,503,162	39,870,054
	Accessories	17.01.03	19,298,343	12,590,543
	WIP	17.00	2,345,219	1,748,650
	Finished Goods	17.00	3,289,407	3,025,810
07.00	**Accounts Receivable**		**93,614,409**	**80,203,822**
	Export Bills Receivable	07.01	89,765,409	80,203,822
	LC Commission Receivable		3,849,000	-
07.01	**Export Bills Receivable**		**89,765,409**	**80,203,822**
	Opening Balance		**80,203,822**	**36,318,359**
	Add: Sales during the year		586,034,836	773,625,150
	Available for Received		**666,238,658**	**809,943,509**
	Less: Realized during the year		576,473,249	729,739,687
07.02	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Matuarity Less than 6 months		**89,765,409**	**80,203,822**
	Matuarity more than 6 months		Nil	Nil
			89,765,409	**80,203,822**
	Debts considered Good and Secured		89,765,409	80,203,822
	Debts considered Good without security		-	-
	Debts considered doubtful and bad		-	-
	Debts due by directors or other officers & staffs		-	-
	Debts due from companies under same management		-	-
	Maximum debt due ny directors or officers & staffs at any time		-	-

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2015

No.	Particulars	Note/Annex	Taka 2015	Taka 2014
08.00	**Advance Deposit & Prepayments**		**23,173,482**	**89,111,601**
	Advance Income Tax	08.01	14,421,731	21,838,163
	Reserve Margin		4,070,439	2,503,000
	Reserve for BTB LC payment		4,681,312	64,770,438
08.01	**Advance Income Tax**		**14,421,731**	**21,838,163**
	Opening Balance		21,838,163	19,570,481
	Add: during the year	08.01.A	3,221,378	3,956,327
	Less: Adjustment for the assessment completion of previous years		(10,637,810)	(1,688,645)
08.01.A	**AIT during the year**		**3,221,378**	**3,956,327**
	TDS on Export		2,899,388	3,648,036
	TDS on FDR		321,990	308,291
08.02	**Disclosure as per Schedule-XI, Part-I of the Companies Act, 1994**			
	Advance exceeding 6 months		14,421,731	21,838,163
	Advance not exceeding 6 months		8,751,751	67,273,438
			23,173,482	**89,111,601**
	Advance, deposit & prepayments considered good with secured		-	
	Advance, deposit & prepayments considered good without security			
	Advance, deposit & prepayments considered doubtful & bad			
	Advance, deposit & prepayments due by directors or other officers and staffs			
	Advance, deposit & prepayments due from companies under same management			
	Maximum Advance due by directors or officers & staffs at any time			
09.00	**Cash and Cash Equivalents**		**2,954,984**	**2,811,131**
	Cash in hand		496,540	852,580
	Cash at bank	09.01	2,458,444	1,958,551
09.01	**Cash at Bank**		**2,458,444**	**1,958,551**
	Prime Bank CD A/C		153,172	17,463
	Prime Bank STD A/C		20,389	281
	Prime Bank ERQ A/C		2,180,957	1,859,714
	Shahjalal Bank CD A/C		720	-
	Brac Bank		103,206	81,093
10.00	**Share Capital**			
	Authorized Capital			
	10,000,000 Ordinary Shares of Tk 10/- each		**100,000,000**	**100,000,000**
	Paid up capital	10.01	**88,000,000**	**88,000,000**
	8,800,000 shares @ Tk. 10/- each			
10.01	**Breakup of above paid up capital:**		**88,000,000**	**88,000,000**
	Opening balance		88,000,000	88,000,000
	Add: Issue of Bonus Share		-	-
	Face Value per share		Tk. 10/-	Tk. 10/-

EVITEX FASHIONS LIMITED

Notes to the Financial Statements

as at December 31, 2015

No.	Particulars	Note/Annex	Taka 2015	Taka 2014

10.02 Share holdings Position

Particulars of Shareholders and their share holding position is as under:

Name of Share holders	Number of Shares 2015	Number of Shares 2014	%	Amount in BDT 2015	Amount in BDT 2014
Anwar-ul Alam Chowdhury	88,000	88,000	1.00%	880,000	880,000
Shabnam Shehnaz Chowdhury	88,000	88,000	1.00%	880,000	880,000
Abu Kawser Majumder	99,000	99,000	1.13%	990,000	990,000
A.K. Gouhor Rabbani	99,000	99,000	1.13%	990,000	990,000
Md. Akhter Shahid	66,000	66,000	0.75%	660,000	660,000
Evince Textiles Limited	8,360,000	8,360,000	95.00%	83,600,000	83,600,000
Total	**8,800,000**	**8,800,000**	**100%**	**88,000,000**	**88,000,000**
Face Value Per share	Tk. 10/-	Tk. 10/-			

10.03 Classification of shares by holding:

Slabs by number of shares	Number of Sharesholder 2015	Number of Sharesholder 2014	Amount in BDT 2015	Amount in BDT 2014
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	5	5	4,400,000	4,400,000
From 100,001 to 1,000,000				
Above 1,000,000	1	1	83,600,000	83,600,000
Total	**6**	**6**	**88,000,000**	**88,000,000**

No.	Particulars	2015	2014
11.00	**Retained Earnings**	**90,727,098**	**67,439,463**
	Opening Balance	67,439,463	44,533,674
	Add: Current Year Profit after Tax	23,287,636	22,905,789
12.00	**Short Term Borrowing**	**28,304,583**	**46,658,764**
	SOD A/C (Prime Bank) FD	13,709,800	13,985,477
	Packing Credit	11,273,237	24,323,300
	SOD-General	3,321,547	8,349,987
13.00	**Accounts Payable**	**57,576,572**	**65,288,228**
	Payable for Raw Material	43,982,723	44,124,075
	Payable for Accessories	12,451,956	19,470,045
	Payable for Packing Material	1,141,892	1,694,108
14.00	**Liabilities for Expenses**	**8,904,084**	**7,156,482**
	Wages & Overtime	7,046,111	5,269,836
	Factory Salaries	1,007,174	951,714
	Salary & Allowances	688,460	784,880
	Director Remenuration	100,000	100,000
	Audit fees & VAT	46,000	46,000
	Electicity Bill	16,338	4,052

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2015

No.	Particulars	Note/Annex	Taka 2015	Taka 2014
15.00	**Net Asset Value Per Share**		**20.31**	**17.66**
	Shareholders' Equity		178,727,098	155,439,463
	Outstanding Number of Shares	15.01	8,800,000	8,800,000
	Face Value per Share		Tk. 10/-	Tk. 10/-
15.01	**Outstanding Number of Shares:**		**8,800,000**	**8,800,000**
	Opening Balance		8,800,000	8,800,000
	Face Value per Share		Tk. 10/-	Tk. 10/-

EVITEX FASHIONS LIMITED

Notes to the Financial Statements

for the year ended December 31, 2014

No.	Particulars	Note/Annex	Taka 2015	Taka 2014
16.00	**Turnover**		**586,034,836**	**773,625,150**
	Export		582,771,986	769,144,152
	Foreign Exchange Gain/(Loss)		3,262,850	4,480,998
16.01	**Export Quantity:**		Pcs	Pcs
	Export		1,346,702	1,933,628
17.00	**Cost of Goods Sold**		**530,032,729**	**715,799,519**
	Raw Material consumed	17.01	418,743,305	601,349,240
	Factory Overhead	17.02	112,149,590	111,387,184
			530,892,895	**712,736,424**
	Add: Opening Work-in -Process		1,748,650	2,743,144
			532,641,545	**715,479,569**
	Less: Closing Work-in -Process		2,345,219	1,748,650
	Cost of Production		**530,296,326**	**713,730,919**
	Add: Opening Stock of Finished Goods		3,025,810	5,094,411
			533,322,136	**718,825,329**
	Less: Closing Sotck of Finished Goods		3,289,407	3,025,810
17.01	**Raw Material Consumed**		**418,743,305**	**601,349,240**
	Opening Stock of Raw Materials	17.01.01	52,460,597	23,833,244
	Add: Purchase during the year	17.01.02	456,084,212	629,976,593
			508,544,810	**653,809,837**
	Less : Closing Stock of Raw Materials	17.01.03	89,801,505	52,460,597
17.01.01	**Opening Stock of Raw Materials**		**52,460,597**	**23,833,244**
	Fabrices		39,870,054	18,178,271
	Accessories		12,590,543	5,654,973
17.01.02	**Purchase of Raw Materials**		**456,084,212**	**629,976,593**
	Fabrices		358,090,543	479,161,251
	Accessories		97,993,669	150,815,342
17.01.03	**Closing Stock Of Raw Materials**		**89,801,505**	**52,460,597**
	Fabrices		70,503,162	39,870,054
	Accessories		19,298,343	12,590,543
17.02	**Factory Overhead**		**112,149,590**	**111,387,184**
	Wages, Overtime, Bonus & Allowance		92,612,781	90,796,844
	Factory Staff Salary & Allowance		12,340,434	10,145,477
	Workers & Employee Welfare		467,484	599,869
	Medical Expenses		89,264	145,260
	Travelling & Conveyace		628,750	665,890
	Machinery Repair & Maintenance		79,333	107,889
	Spare parts for Machinery		676,432	912,879
	Electrical Maintenance-Electric Equipment		82,133	62,667
	Spare parts for Electric Equipment		265,340	365,980
	Loading & Unloading Charges		-	298,754
	Power/Fuel/Electricity		79,511	81,672

EVITEX FASHIONS LIMITED

Notes to the Financial Statements

for the year ended December 31, 2014

No.	Particulars	Note/Annex	Taka 2015	Taka 2014
	Factory Maintenance-Workshop Bill		82,867	78,578
	Spare parts for Factory Maintenance		123,760	265,876
	Factory Rent		1,440,000	1,440,000
	Air Freight Charges		464,635	1,901,003
	Workers Allowance		-	660,200
	Depreciation	Annex-A	2,716,866	2,858,346
18.00	**Administrative Expenses:**		**19,597,005**	**25,873,833**
	Salary & Allowances		7,710,755	7,343,576
	Managing Director's Remuniration		1,200,000	1,200,000
	Conveyance		123,540	135,897
	Entertainment		139,080	230,851
	Stationary		146,200	224,541
	Postage & Stamps		40,870	35,890
	Papers & Periodicals		5,500	4,589
	Fuel & Lubricants (Vehicles)		66,742	65,154
	Renewal & Registration		345,620	398,790
	Telephone ,Fax,Mobile & Internet		90,768	80,958
	Repairs & maintenance - workshop bill		61,800	18,889
	Courier Charges		453,290	1,257,268
	Insurance Premium		970,983	1,802,580
	Travelling Exp.		2,034,219	3,627,585
	Bank Charges		5,790,658	8,947,412
	Audit Fees & VAT		46,000	46,000
	Depreciation	Annex-A	370,981	453,853
19.00	**Selling & Distribution Expenses**		**1,728,803**	**2,284,471**
	C & F Expenses		1,316,541	1,739,701
	Sample Expenses		319,497	422,189
	Testing Expenses		92,765	122,581
20.00	**Financial Expenses**		**6,136,313**	**6,085,136**
	Interest Expenses		6,136,313	6,085,136
21.00	**Other Income**		**7,287,146**	**3,039,968**
	Interest Income from FDR		3,438,146	3,039,968
	LC Commission		3,849,000	-
22.00	**Provision for Tax**			
22.01	**Current Tax**			
	i. Net Profit Before Tax		28,539,986	23,582,191
	Tax Rate @		35%	10%
	Tax on business Income		9,988,995	2,358,219
	Adjust: Under provision of income tax		-	218,163
			9,988,995	**2,576,382**

EVITEX FASHIONS LIMITED

Notes to the Financial Statements

for the year ended December 31, 2014

No.	Particulars	Note/Annex	Taka 2015	Taka 2014
ii.	Other Income (Interest on FDR)		7,287,146	3,039,968
	Tax Rate @		35%	37.5%
	Tax on Other Income / TDS		**2,550,501**	**1,139,988**
	Current Tax for the year		**12,539,496**	**3,716,370**
22.01.A	**Current Tax Liability**		**16,286,388**	**14,384,701**
	Opening Net Balance for Current Tax		14,384,701	10,668,331
	Less: Adjustement of previous years		(10,637,810)	-
			3,746,891	**10,668,331**
	Add: Current Tax for the year		12,539,496	3,716,370

22.02 Deferred Tax

Deferred income tax is provided for all temporary timing differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements in accordance with the provisions of BAS-12. Tax rate prevailing at the balance sheet date is used to determine deferred income tax.

No.	Particulars	Note/Annex	2015	2014
	Tax depreciation (Tax Authority allowed the Accounting Depreciation)		3,087,846	3,312,199
	Accounting depreciation		3,087,846	3,312,199
	Taxable Temporary Difference		-	-
	Tax Rate		35%	10%
	Deferred Tax Liability		**-**	**-**
23.00	**Earnings Per Share**		**2.65**	**2.60**
	Net Profit from Core Business		23,287,636	22,905,789
	Total Existing Number of Shares		8,800,000	8,800,000
	Share Value		Tk. 10/-	Tk. 10/-
23.01	**Total Existing Number of Shares**			
	Number of Shares		**8,800,000**	**8,800,000**
	Share Value		Tk. 10/-	Tk. 10/-
24.00	**Cash received from customer**		**576,473,249**	**729,739,687**
	Export		586,034,836	773,625,150
	Add : Opening Balance of Accounts Receivable		80,203,822	36,318,359
	Cash available for collection		**666,238,658**	**809,943,509**
	Less : Closing Balance of Accounts Receivable		89,765,409	80,203,822
25.00	**Cash paid to suppliers , Employees & others**		**(533,914,132)**	**(703,898,881)**
	Purchase		(456,084,212)	(629,976,593)
	Accounts payable		(7,711,656)	(19,386,477)
	Liability for Expenses		1,747,602	170,833
	Factory Expenses		(112,149,590)	(111,387,184)
	Administrative Expenses		(19,597,005)	(25,873,833)
	Add. Depreciation		3,087,846	3,312,198
	Selling and distribution Expenses		(1,728,803)	(2,284,471)
	Advance, Deposit and Prepayment		58,521,687	81,526,647
26.00	**Net Operation Cash Flow per share**		**4.86**	**3.02**
	Net cash provided by Operating Activities		42,775,885	26,613,093
	Total Existing Number of Shares	23.01	8,800,000	8,800,000

EVITEX FASHIONS LIMITED

Notes to the Financial Statements

for the year ended December 31, 2014

No.	Particulars	Note/Annex	Taka 2015	Taka 2014

26.00 Related party Desclosure

The Details of related party transactions during the year alongwith the ralationship is illustrated below in accordance of BAS-24:

Particulars			Jan-Dec 2015	Jan-Dec 2014
Name of the Party	**Relationship with the company**	**Nature of Transaction**	**Transacted Amount**	**Transacted Amount**
Mr. Anwar-ul Alam Chowdhury	Managing Director	Remuneration	1,200,000	1,200,000
Evince Textiles Limited	Parent Company	Factory Rent	1,440,000	1,440,000
Total			**2,640,000**	**2,640,000**

27.00 Disclosure of Managerial Remuneration

27.01 The total amount of remuneratin paid to the top Five salaried officers of the company in the accounting year is as follows:

Sl No	Name	Designation	2015	2014
1	Mr. Anwar-ul Alam Chowdhury	Managing Director	1,200,000	1,200,000
2	Mr. Badrul Alam Chowdhury	Executive Director	3,000,000	3,000,000
3	Mr. Protul Kumar Saha	P.C.O	624,000	564,000
4	Mr. Joynal Abedin	Prod. Manager	588,000	528,000
5	Mr. Forhad Ali	Manager- Accounts	546,000	526,000
6	Mr. Jahangir Alam	Quality Manager	432,000	396,000
	Total		**6,390,000**	**6,214,000**

27.02 Aggregated amount of remuneration paid to all Directors and Officers during the accounting year is as follows:

Sl no	Particulars	Nature of Payment	2015	2014
1	Directors	Board Meeting Fees	Nil	Nil
2	Directors	Remuneration	1,200,000	1,200,000
3	Officers and Executives	Salary and Other Allowances	7,710,755	7,343,576
Total			**8,910,755**	**8,543,576**

28.00 General:

a) Audit Fee: Audit fee of Tk. 46,000 Represents only the audit fees & VAT thereon.

b) No of Employees:

Salary Range (Monthly)	Officers & Staffs		Worker	Total
	Head Office	Factory		
Not Less Than Tk. 5300	36	63	636	**735**
Less Than Tk. 5300	-	-	-	-
Total	**36**	**63**	**636**	**735**

c) Events after the reporting period:

No material events had occurred after the reporting period to the date of issue of these financial statements, which could effect the values stated in the financial statements.

d) Income Tax Assessment:

Income tax assessment of the company up to the Assessment year 2013-2014 has been Completed.

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
for the year ended December 31, 2014

No.	Particulars

e) WPPF:

During the year the company is unable to start making provision for WPPF because of not yet forming Board for fund raise and utilization by the government. As per Sub-Section 3 of Section 232 of Bangladesh Lobour Act 2006 re-placed by the Act No 30, Section 63 of the year 2013, the Board consists of the owner of the 100% Export oriented industries and buyers. The board shall format the rules of determination of subscription, procedure of collection and utilization of fund.

f) Contingent Liabilities & Capital Commitments:

There is no claim against the company not acknowledged debt and no un-availed credit facilities, other than those in the normal course of business, available to the company on December 31, 2015.

EVITEX FASHIONS LIMITED

Notes to the Financial Statements
as at December 31, 2015

Annexure-A

Taka

Particulars	COST			Rate	DEPRECIATION			W.D.V.
	Opening Balances as at 01-01-15	Addition during the year	Total as at 31-12-15		Opening Balances as at 01-01-15	Depreciation for the year	Total as at 31-12-15	as at 31-12-15
Factory/Manufacturing:-								
Machinery	19,684,424	71,500	19,755,924	15%	6,663,252	1,953,176	8,616,428	11,139,496
Electrical Equipment	2,667,500	404,700	3,072,200	15%	661,313	300,928	962,241	2,109,959
Fire Detection System & Equipment	634,489	7,390,982	8,025,471	15%	177,446	68,556	246,002	7,779,469
Balancing, Modernization, Rehabilitation & Expansion	5,774,311	470,000	6,244,311	5%	96,239	283,904	380,142	5,864,169
Furnitures & Fixtures	1,493,819	-	1,493,819	10%	390,799	110,302	501,101	992,718
Sub Total	**30,254,543**	**8,337,182**	**38,591,725**		**7,989,049**	**2,716,866**	**10,705,914**	**27,885,811**
Administrative/Non Manufacturing:-								
Software Installation	24,091	-	24,091	-	24,091	-	24,091	-
Office Equipment	566,575	77,800	644,375	15%	172,776	59,070	231,846	412,529
Motor vehicles	2,912,139	-	2,912,139	15%	832,735	311,911	1,144,645	1,767,494
Sub Total	**3,502,805**	**77,800**	**3,580,605**		**1,029,602**	**370,981**	**1,400,582**	**2,180,023**
Total	**33,757,348**	**8,414,982**	**42,172,330**		**9,018,650**	**3,087,846**	**12,106,497**	**30,065,833**

EVITEX FASHIONS LTD

Notes to the Financial Statements
as at December 31, 2015

Annexure - B

i) Opening Raw Materials

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Fabrics	Yds	340,770	117	39,870,054
2	Accesssories	Variouse Item			12,590,543
	Total				**52,460,597**

ii) Opening Work in Process& Finished goods :

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Shirts (WIP)	Pcs	7,286	240	1,748,650
2	Shirts (Finished Goods)	Pcs	8,223	368	3,025,810
	Total				**4,774,460**

iii) Purchase :

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Fabrics	Yds	2,984,088	120	358,090,543
2	Accessories	Variouse Item			97,993,669
	Total				**456,084,212**

i) Closing Raw Materials

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Fabrics	Yds	587,526	120	70,503,162
2	Accessories	Variouse Item			19,298,343
	Total				**89,801,505**

ii) Closing Work in Process & Finished goods :

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Shirts (WIP)	Pcs	5,956	394	2,345,219
2	Shirts (Finished Goods)	Pcs	8,371	393	3,289,407
	Total				**3,289,406**

iii) Raw Materials Consumed

SL NO	Name of Items	Unit	Quantity	Rate	Amount in Taka
1	Fabrics	Yds	2,737,331	120	327,457,436
2	Accessories	Variouse Item			91,285,869
	Total				**418,743,305**

COMPLIANCE REPORT ON BSEC`S NOTIFICATION
EVINCE TEXTILES LIMITED

Status of Compliance with the conditions imposed by the Commission`s Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 as amended vide notification dated 21 July 2013 and 18 August 2013 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

Condition No.	Title	Compliance status (put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1	**Board of Director**			
1.1	**Board's size**			
	The number of the Board members of the company shall not be less than 5 (five) or more than 20 (twenty)	√		
1.2	**Independent Directors**			
1.2 (i)	At least one fifth (1/5) of the total number of directors in the company's board shall be independent directors;	√		
1.2 (ii) a)	Independent Directors do not hold any share in the company or holds less than one percent (1%) share of the total paid-up shares of the company;	√		
1.2(ii) b)	Independent Directors are not sponsor of the company and are not connected with the company's any sponsor or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship. Their family members also should not hold above mentioned shares in the company.	√		
1.2 (ii) c)	Independent Directors do not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary /associated companies;	√		
1.2 (ii) d)	Independent Directors are not a member, director or officer of any stock exchange;	√		
1.2 (ii) e)	Independent Directors are not a shareholder, Director or officer of any member of stock exchange or an intermediary of the capital market;	√		
1.2 (ii) f)	Independent Directors are not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm;	√		
1.2 (ii) g)	Independent Director shall not be an independent director in more than 3 (three) listed companies;	√		
1.2 (ii) h)	Independent Director has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial Institution (NBFI);	√		
1.2 (ii) i)	Independent Directors has not been convicted for a criminal offence involving moral turpitude:	√		
1.2 (iii)	Independent Director(s) shall be nominated by the Board of Directors and approved by the shareholders in the Annual General Meeting (AGM).	√		
1.2 (iv)	The post of Independent Director(s) cannot remain vacant for more than 90 (ninety) days			N/A
1.2(v)	The board shall lay down a code of conduct of all board members and annual compliance of the code to be recorded.	√		
1.2(vi)	The tenure of office of an independent directors shall be for a period of 3 (three) years, which may be extended for 1(one) term only.	√		
1.3	**Qualification of Independent Director (ID)**			

Condition No.	Title	Compliance status (put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.3 (i)	Independent Director shall be knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.	√		
1.3 (ii)	The independent director must have at least 12 (Twelve) years of corporate management / professional experience	√		
1.3 (iii)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission.			N/A
1.4	**Chairman of the Board and Chief Executive Officer**			
	The positions of Chairman of the Board and Chief Executive Officer of the Companies shall be filled by different individuals. The Chairman of the Company shall be elected from among of the Directors of the Company. The Board of the Director shall clearly define respective roles and responsibilities of the Chairman and the Chief Executive Officer (CEO).	√		
1.5	**The Directors' report of the Shareholders**			
	The Directors' of the company shall include the following additional statements in the Director`s report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994)			
1.5(i)	Industry outlook and possible future developments in the industry	√		
1.5(ii)	Segment-wise or product-wise performance	√		
1.5(iii)	Risks and concerns	√		
1.5 (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin	√		
1.5(v)	Discussion on continuity of any Extra-Ordinary gain or loss			N/A
1.5(vi)	Basis for related party transaction-a statement of all related party transactions should be disclosed in the annual report.	√		
1.5(vii)	Utilization of proceeds from public issues, right issues and/or through any others instruments.			N/A
1.5 (viii)	An explanation if the financial results deteriorate after the company goes for IPO, RPO, Rights Offer, Direct Listing etc.			N/A
1.5(ix)	If significant variance occurs between Quarterly Financial performance and Annual Financial Statements the management shall explain about the variance on their Annual Report.			N/A
1.5(x)	Remuneration to directors including independent director.	√		Independent Directors have hot paid any remuneration
1.5(xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the results of its operation, cash flows and changes in equity.	√		
1.5(xii)	Proper books of account of the issuer company have been maintained.	√		
1.5(xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.	√		
1.5(xiv)	International Accounting Standards (IAS)/ Bangladesh Accounting Standards (BAS). International Financial Reporting Standards (IFRS)/Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately	√		

Condition No.	Title	Compliance status (put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	disclosed			
1.5(xv)	The system of internal control is sound in design and has been effectively implemented and monitored	√		
1.5(xvi)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed	√		
1.5(xvii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained			N/A
1.5(xviii)	Key operating and financial data of at least preceding 5 (five) years shall be summarized	√		
1.5(xix)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given			Business Growth & Re-Investment
1.5(xx)	The number of Board meetings held during the year and attendance by each director shall be disclosed	√		
1.5 (xxi)	**The pattern of Shareholding shall be reported to disclose the aggregate number of shares (along with name wise details where stated below) held by:-**			
1.5(xxi)a.	Parent/Subsidiary/Associated Companies and other related parties (name wise details)	√		
1.5(xxi)b.	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details)	√		
1.5(xxi)c.	Executives	√		
1.5(xxi)d.	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details)	√		
1.5(xxii)	**In case of appointment / re-appointment of a director the company shall disclose the following information to the share holders:**			
1.5(xxii)a)	A brief resume of the director	√		
1.5(xxii)b)	Nature of his/her expertise in specific functional areas	√		
1.5(xxii)c)	Name of the Companies in which the person also holds the directorship and the membership of committees of the board.	√		
2.0	**Chief Financial Officer, Head of Internal Audit and Company Secretary**			
2.1	**Appointment**			
	The company shall appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal Control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of the CFO, the Head of Internal Audit and the CS.	√		
2.2	**Requirement to attend the Board Meetings**			
	The CFO and the Company Secretary of the Companies shall attend the meetings of the Board of Directors, provided that the CFO and/or the Company Secretary shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating to their personal matters.	√		
3.00	**Audit Committee**			
3 (i)	The Company shall have an Audit Committee as a sub-committee of the Board of Directors.	√		
3 (ii)	The Audit Committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state	√		

Condition No.	Title	Compliance status (put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	of affairs of the company and in ensuring a good monitoring system within the business.			
3 (iii)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	√		
3.1	**Constitution of the Audit committee**			
3.1(i)	The Audit Committee shall be composed of at least 3 (three) members.	√		
3.1(ii)	The Board of Directors shall appoint members of the Audit Committee who shall be directors of the company and shall include at least 1 (one) Independent Director.	√		
3.1(iii)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience.	√		
3.1(iv)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to the unable to hold office until expiration of the term of service, thus making the number of the committee members to be lower than the prescribed number of 3 (three) persons, the Board of Directors shall appoint the new Committee member(s) to fill up the vacancy(ies) immediately or not later than 1 (one) month from the date of vacancy(ies) in the Committee to ensure continuity of the performance of work of the Audit Committee.			N/A
3.1(v)	The company secretary shall act as the secretary of the Committee.	√		
3.1(vi)	The quorum of the Audit Committee meeting shall not constitute without at least 1(one) independent director.	√		
3.2	**Chairman of the Audit Committee**			
3.2(i)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director.	√		
3.2(ii)	Chairman of the Audit Committee shall remain present in the Annual General Meeting (AGM).	√		
3.3	**Role of Audit Committee shall include the following:**			
3.3 (i)	Oversee the financial reporting process.	√		
3.3 (ii)	Monitor choice of accounting policies and principles.	√		
3.3 (iii)	Monitor Internal Control Risk management process	√		
3.3 (iv)	Oversee hiring and performance of external auditors.	√		
3.3 (v)	Review along with the management, the annual financial statements before submission to the board for approval.	√		
3.3 (vi)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval.	√		
3.3 (vii)	Review the adequacy of internal audit function.	√		
3.3 (viii)	Review statement of significant related party transactions submitted by the management.	√		
3.3(ix)	Review Management Letters/Letter of Internal Control weakness issued by statutory auditors.	√		
3.3(x)	When money is raised through IPO/RPO/Rights Issue the company shall disclose to the Audit Committee about the uses/applications of funds by major category (capital expenditure, sales and marketing expenses, working capital, etc.) on a quarterly basis, as a p art of			N/A

Condition No.	Title	Compliance status (put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	their quarterly declaration of financial results. Further, on an annual basis, the company shall prepare a statement of funds utilized for the purposes other than those stated in the offer document/prospectus.			
3.4	**Reporting of the Audit Committee**			
3.4.1	**Reporting of the Board of Directors**			
3.4.1(i)	The Audit Committee shall report on its activities to the Board of Directors.	√		
3.4.1(ii)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any :-			
3.4.1 (ii) a)	Report on conflicts of interests;			N/A
3.4.1(ii) b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;			N/A
3.4.1(ii)c)	Suspected infringement of laws, including securities related laws, rules and regulations;			N/A
3.4.1.(ii)d)	Any other matter which shall be disclosed to the Board of Directors immediately			N/A
3.4.2	Reporting to the Authorities.			
	If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the commission, upon reporting of such matters to the Board of Directors for three times or completion of a period of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier.			N/A
3.5	Reporting to the Shareholders and General Investors.			
	Report on activities carried out by the Audit Committee, including and report made to the Board of Directors under conditions 3.4.1 (ii) above during the year, shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.	√		
4.00	**External/Statutory Auditors**			
4 (i)	Appraisal or valuation services or fairness opinions.	√		
4 (ii)	Financial information systems design and implementation.	√		
4(iii)	Book-keeping or other services related to the accounting records or financial statements.	√		
4(iv)	Broker-dealer services	√		
4(v)	Actuarial services.	√		
4(vi)	Internal audit services.	√		
4(vii)	Any other service that the Audit Committee determines.	√		
4(viii)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company.	√		
5.00	**Subsidiary Company**			
5 (i)	Provision relating to the composition of the Board of Directors of the holding company shall be made applicable to the composition of the Board of Directors of the subsidiary company.	√		
5(ii)	At least 1 (one) independent director on the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company.	√		Appointed on 27/09/2015
5(iii)	The minutes of the Board meeting of the subsidiary company shall be placed for review Board meeting of the holding company.	√		
5 (iv)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the	√		

Condition No.	Title	Compliance status (put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	subsidiary company also.			
5 (v)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	√		
6	**Duties of CEO and CFO**			
6 (i)	The CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief.	√		
6(i)a)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.	√		
6 (i) b)	These statements together present a true and fair view of the company`s affairs and are in compliance with existing accounting standards and applicable laws.	√		
6 (ii)	There are, to the best of knowledge and belief, no transaction entered into by the company during the year which are fraudulent, illegal or violation of the company`s code of conduct.	√		
7.00	**Reporting and Compliance of Corporate Governance**			
7(i)	The company shall obtain a certificate from a Professional Accountant/Secretary (Chartered Accountant/Cost & Management Accountant/Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall send the same to the shareholders along with the Annual Report on a yearly basis.	√		
7(ii)	The directors of the company shall state, in accordance with the Annexure attached, in directors' report whether the company has complied with these conditions.	√		

Sd/-
Abu Kawser Majumder
Managing Director

Date April 02, 2016