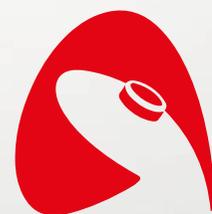


ANNUAL
REPORT
2025

ELEVATING COTTON THROUGH INNOVATION



Aman
Cotton
Fibrous PLC.



TEXTILE

AMANTEX LIMITED
AMAN COTTON FIBROUS PLC.
ANWARA MANNAN TEXTILE MILLS LTD.
AMAN PACKAGING & ACCESSORIES LTD.



COLD STORAGE

AMAN COLD STORAGE LIMITED
MILAN COLD STORAGE LIMITED
A. M. COLD STORAGE LIMITED
AMAN SEEDS STORAGE LIMITED
AMAN AGRO INDUSTRIES LIMITED
AMAN ECONOMIC ZONE LIMITED

CONSTRUCTION MATERIAL

AMAN CEMENT MILLS LTD.
AMAN CEMENT MILLS UNIT-2 LTD.
AMAN PACKAGING LIMITED
AMAN SHIPYARD LIMITED
AKIN CARRIER LIMITED



TRADING

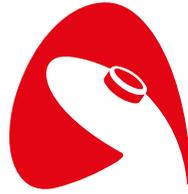
JUVENILE TRADE INTERNATIONAL LTD.
JUVENILE CONSTRUCTION LIMITED
AMAN TRADING CORPORATION
AMAN ASSOCIATES LIMITED
ISLAM BROTHERS & CO.
R S & T INTERNATIONAL

AGRO INDUSTRIES

AMAN FEED PLC.
AMAN CHICKS LIMITED
AMAN BREEDERS LIMITED
AMAN POULTRY & HATCHERY LIMITED
AMAN PLANT TISSUE CULTURE LIMITED
AMAN JUTE FIBROUS LIMITED



AMAN GROUP
www.amangroupbd.com



Aman
Cotton
Fibrous PLC.

ANNUAL
REPORT
2025





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VISION

“To be recognized by the customers as the market leader for hi-tech product innovation, quality product supply and superior service provider to the customers.”



MISSION

“To deliver the promised quality and endeavor towards better research, innovation and development. To be a trusted brand for the customers, suppliers and employees.”



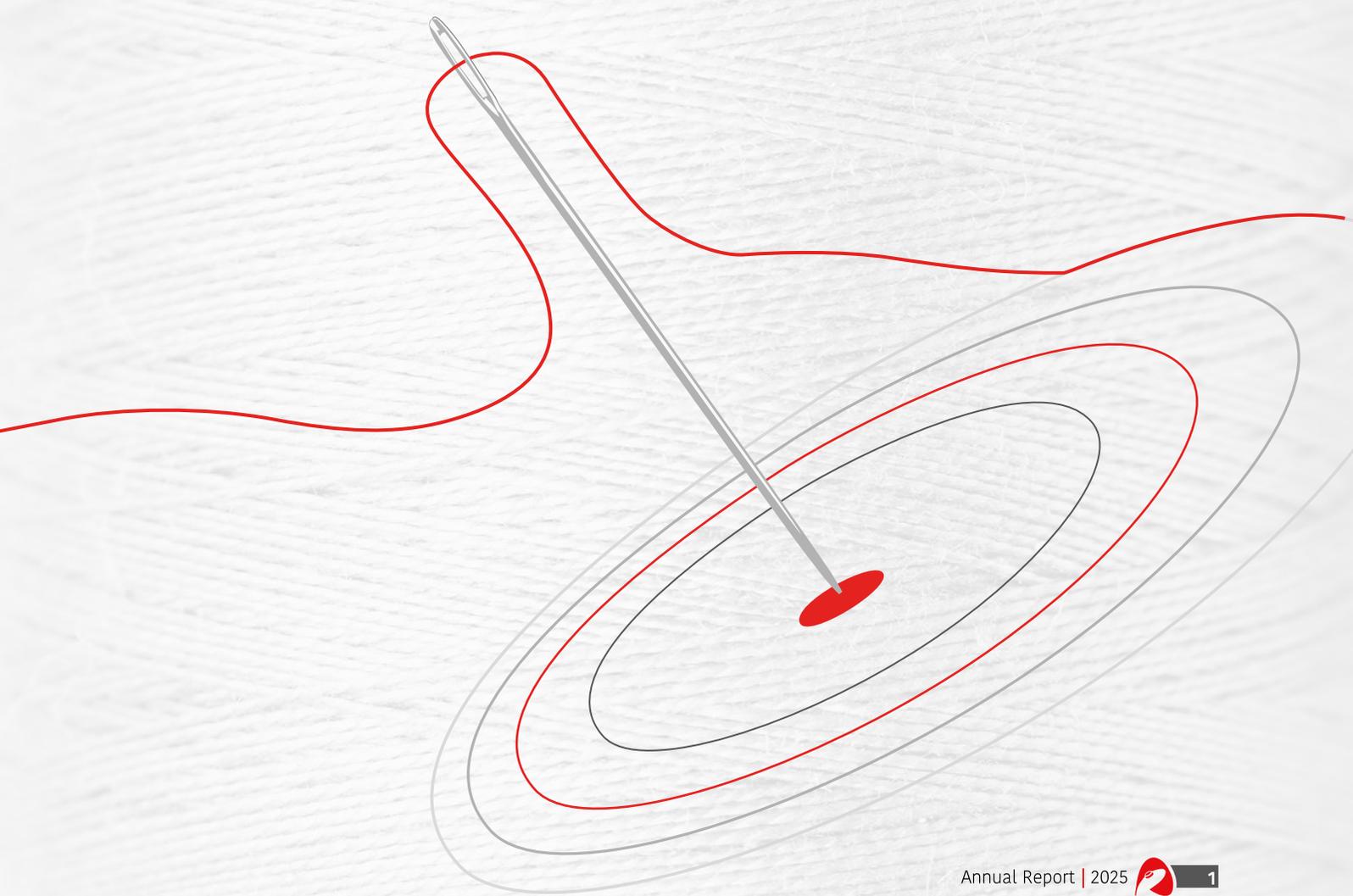
CORE VALUE

To be honest and committed in fair dealings with all stakeholders of the Company.



OUR GOAL

Aman Cotton Fibrous PLC. is primarily engaged in manufacturing of high-quality cotton yarn in Bangladesh; marketing and selling of product in the domestic market as deemed export. The installation of a high-capacity air conditioning and filtration plant has enabled the mill to meet the international standards. The Company manufactures 100% cotton Carded, Combed & Semi-combed ring spun grey yarn for knitting as well as weaving. From the beginning of operation of AMAN COTTON FIBROUS PLC., it has managed to comply with the international standards of management, which was reflected to attain of ISO 9001:2008 Certificate.





STRATEGY

- n Increasing capacity and manufacturing efficiency through modernization of existing facilities and ensuring ESG throughout the organization.
- n By maintaining state-of-the-art manufacturing facilities to ensure the best quality of the products for the customers.
- n Achieve global competitiveness and to derive the full benefit of our demographic and wages advantage;
- n By Achieve technological advancement;
- n By Strengthening financial resources;
- n Show casing highest efficiency through obtaining world class accreditations and standards like ISO9001:2015.





TRANSMITTAL LETTER

To
All the valued Shareholders
Bangladesh Securities and Exchange Commission
Registrar of Joint Stock Companies & Firms
Dhaka Stock Exchange PLC.
Chittagong Stock Exchange PLC.

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

Dear Sir (s)

We are pleased to enclose a copy of Annual Report together with the Audited Financial Statements along with the Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity & Statement of Cash Flows for the year ended 30th June, 2025 with the notes, thereon of Aman Cotton Fibrous PLC. for your information and records.

Yours sincerely

A handwritten signature in black ink, appearing to read "Shariful Islam".

Signature
Shariful Islam, CMA (Final)
Company Secretary



Aman Cotton Fibrous PLC.

Registered Office: Bairagichala, Sreepur, Gazipur, Bangladesh
Corporate Office: 2 Ishakha Avenue, Sector-6, Uttara, Dhaka-1230

Notice of the 20th Annual General Meeting

Notice is hereby given to all the valued shareholders that, the 20th Annual General Meeting of Aman Cotton Fibrous PLC. will be held on Monday, 29th December, 2025 at 12.10pm on the Digital Platform to transact the following businesses:

AGENDA

1. Consideration and adoption of the Directors' Report and Audited Financial Statements of the Company for the year ended 30th June 2025 together with the Auditors' Report thereon.
2. Approval of Dividend for the year ended 30th June 2025 as recommended by the Board of Directors.
3. Appointment & Retire/Re-election of Directors.
4. To appoint Statutory Auditors for the year 2025-2026 and fixation of their remuneration.
5. To appoint Compliance Auditors for the year 2025-2026 and fixation of their remuneration.
6. To transact any other business with the permission of chair.

Date: Dhaka,
07th December, 2025

By order of the Board of Directors

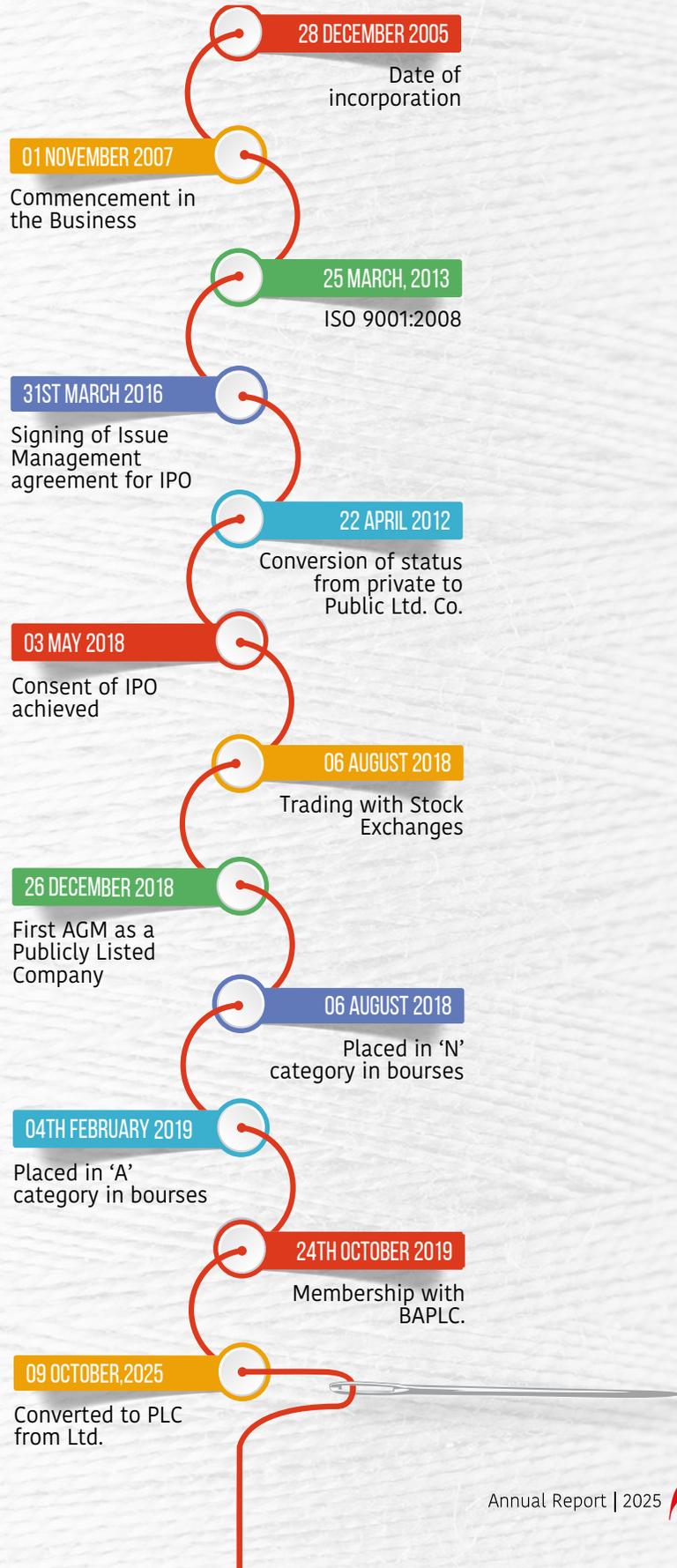
Md. Rafiqul Islam
Managing Director

Notes:

1. Members whose names appeared on the Members/Depository Register as on 'Record Date' i.e. Monday, December 01, 2025 are eligible to attend the 20th Annual General Meeting (AGM) and entitled to receive the dividend.
2. Pursuant to the Bangladesh Securities and Exchange Commission's Order No. BSEC/ICAD/SRIC/2025/318/87 dated 27 March 2024, the AGM will be conducted via live webcast by using digital platform.
3. The Members will be able to submit their questions/comments and vote electronically 24 hours before commencement of the AGM and during the AGM. For logging in to the system, the Members need to put their 16-digit Beneficial Owner (BO) ID number and other credential as proof of their identity by visiting the link <https://amancotton.bdvirtualagm.com>
4. Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, the soft copy of the Annual Report 2024-2025 is being sent to the email addresses of the Members available in their Beneficial Owner (BO) accounts maintained with the Depository. The Members are requested to update their email addresses through their respective Depository Participant (DP). The softcopy of the Annual Report 2024-2025 will also be available on the Company's website at: www.amancotton.com
5. Aman Cotton Fibrous PLC. is concerned about the environment and utilizes natural resources in a sustainable way. We request the members to update their respective BO Account with 12 Digit e-TIN, Bank Account, Mailing Address and Contact Number through their respective Depository Participant (DP) for quicker and easier communication. Such cooperation will help conserve paper and minimize the impact on the environment.
6. The 'Proxy Form', duly filled and stamped at Tk. 20 must be deposited at the Company's Share Office located at 2 Ishakha Avenue, Sector - 6, Uttara, Dhaka-1230 not later than 72 hours before commencement of the AGM.
7. The relevant Brokerage Houses/DPs are requested to provide statement (both hard copy & soft copy) with detailed information on dividends received for the financial year ending on June 30, 2025, to their margin loan holders by December 25, 2025 (Cut-off Date). The statement should include Shareholders Name, BOID Number, Client-wise shareholding position, contact person etc.
8. No Gift or entertainment will be provided as per the BSEC Notification No. SEC/CMRRCD/2009-193/154 dated 24th October, 2013.



HISTORY & MILESTONES



PRODUCTS & SERVICES

The principal product of the Company is combed & carded cotton yarn of different counts. The products are supplied to local textile industries, which are exported mostly to Europe and USA.

Product Name	Sales During the Year 2024-2025 MT	Percentage (%)
Yarn-Carded	2,845	48.37%
Yarn-Combed	3,037	51.63%
Total	5,882	100.00



BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Renewed Certificate

This is to certify that

AMAN COTTON FIBROUS LIMITED

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

This certificate remains current until 31st December, 2025.

CM-2025/229

June 3, 2025

Ref. No:

Date of issue :




Secretary General

CORPORATE INFORMATION

Incorporation as Private PLC. Company	28 December 2005
Commercial Operation Started	01 November 2007
Converted into Public Ltd. Company	22 April 2012
Location of Factory	Boiragirchala, Sreepur, Gazipur
Nature of Business/Product	Yarn-Combed & Carded
Bankers of the company	Islami Bank Bangladesh PLC. Meghna Bank PLC. Standard Bank PLC.
Auditors	AZIZ HALIM KHAIR CHOUDHURY & CO. Chartered Accountants House # 25, Road # 1, Sector-09, Uttara Model Town, Dhaka-1230.
Legal Advisers	LAW VELLE Saiham Sky View Tower 45 Bijoy Nagar Road, Dhaka-1000.
Registered Office	Boiragirchala, Sreepur, Gazipur
Corporate Office	2, Ishakha Avenue, Sector- 6 Uttara, Dhaka-1230
Phone	+880-2-48961691-3, 09606-613000
Fax	880-2-58950510
Email	s.islam@amangroupbd.com
Website	www.amancotton.com





CORPORATE MANAGEMENT



CORPORATE MANAGEMENT

BOARD OF DIRECTORS

Md. Shofiqul Islam
Chairman

Md. Rafiqul Islam
Managing Director

Md. Toufiqul Islam
Director

Md. Rabiul Haque
Nominated Director

A.K.M Delwer Hussain, FCMA
Independent Director

Mohammad Shams-Ul Islam
Independent Director

AUDIT COMMITTEE

A.K.M Delwer Hussain, FCMA
Chairman

Md. Rafiqul Islam,
Member

Md. Toufiqul Islam
Member

Md. Rabiul Haque
Member

Mr. Shariful Islam, CMA (Final)
Member Secretary

MANAGEMENT COMMITTEE

Md. Rafiqul Islam
Managing Director

Md. Toufiqul Islam
Director

Md. Aminul Islam, FCMA
Chief Financial Officer

Md. Humayun Kabir
Head of Internal Audit

Mr. Shariful Islam, CMA (Final)
Company Secretary

NOMINATION & REMUNERATION COMMITTEE

A.K.M Delwer Hussain, FCMA
Chairman
Independent Director

Md. Rafiqul Islam
Member

Md. Toufiqul Islam
Member

Md. Rabiul Haque
Member

Mr. Shariful Islam, CMA (Final)
Member Secretary

BOARD OF DIRECTORS



Md. Shofiqul Islam
Chairman



Md. Rafiqul Islam
Managing Director



Md. Toufiqul Islam
Director



Md. Rabiul Haque
Nominated Director



A.K.M Delwer Hussain, FCMA
Independent Director



Mohammad Shams-Ul Islam
Independent Director



MESSAGE FROM CHAIRMAN'S DESK

Dear Valued Shareholders,

Assalamu-Alaikum

I have the pleasure to welcome you all in the 20th Annual General Meeting of your company for the year ended 30 June 2025 as per provision of the prevailing laws and regulations of the country and also thank you for managing time to attend the meeting. Being Chairman of the Board, I feel immensely honored and privileged to take this opportunity to report officially to our valued shareholders for the year 2025.

There is a sound business strategy behind every successful organization. I am personally committed to ensure that ethical leadership to be continued and embedded in our corporate culture. Aman Cotton Fibrous PLC. culture and value are the key components to our success. It has a root in the fundamental values we had held since our foundation like; operating with cutting edge technologies, putting customers first and always acting with respect and integrity.

The Board of Directors of Aman Cotton Fibrous PLC. has always been remained focused to maximize shareholder's value through formulation of policies and guidelines to ensure sustainable profitability, prudent risk management and good governance. Being the Chairman of your company, my objective is to ensure the Board of Directors actively continues to play their due parts in the upcoming years. I eagerly looking forward to receive your thoughtful inputs.

Now, on behalf of the Board I would take the opportunity to thank our Regulators, Bangladesh Securities and Exchange Commission and Stock Exchanges, National Board of Revenue and other Regulatory Authorities of the Government of the People's Republic of Bangladesh for their continued guidance and support. I would also want to thank our team and all the employees of the company for their tremendous passion, resilience and hard work in adding values for our shareholders and all other stakeholders. I personally remain grateful to the honorable members of the Board for having vested their confidence in my leadership and also for their immense support and guidance.

Let's celebrate and enjoy this auspicious day and would expect your generous effective suggestion with recommendation which will lead our beloved company to attain at the apex of success.



Md. Shofiqul Islam
Chairman



MESSAGE FROM MANAGING DIRECTOR'S DESK

Dear valued Stakeholders,

Assalamu-Alaikum.

I am taking the immense pleasure to welcome you to the 20th Annual General Meeting of your company. We also take the pride of your association with us. As the Managing Director of the company, I convey my heartfelt gratitude to all our respected shareholders for their continued support to the company.

Overview:

Recent years Bangladesh has observed huge political, economic, collapse in banking sector and investment shifts. Apart that global political instability like Russia-Ukraine war, tariff war and dollar hike has imposed significant impact on the businesses, particularly those, which are highly dependent on exports. All together, the year was not easy for us as a result demand of yarn fall drastically in the local and international market. However, the Board of Directors of the company is now analyzing the current situation to take proper decisions based on future scenario.

Marketing:

The market situation was unstable in the previous year due to several factors, including the domestic political factor, collapse of several local banks, ongoing Russia-Ukraine conflict, the rise in the dollar exchange rate in both international and domestic markets, the decline in yarn prices, and the decreased demand for finished fabrics in the local market. Despite these unpredictable and uncontrollable market conditions, our management maintained strong oversight of our targeted sales performance. In addition, our marketing team remained focused and proactive in preserving our market share.

Technology:

The company is endeavoring and adopts new technology in production, quality control, distribution and administration of its products to customers.

Approach to Governance:

The practice of good governance has been embedded into our company's culture since inception of the group. We take the pride to be one of the most compliant companies in the country operating within various frameworks and it enables us to deliver results with integrity. We believe in transparency though compliance of all laws and regulations of the country and support sensible and enforceable regulations.

Approach to Sustainability

The market situation remained unstable throughout the previous year due to several contributing factors, including the political instability, ongoing Russia-Ukraine conflict, the rise in the dollar exchange rate in both international and domestic markets, the decline in yarn prices, and a reduced demand for finished fabrics in the local market. Despite these unpredictable and uncontrollable market conditions, our management exercised strong oversight to ensure progress toward our targeted sales objectives. Furthermore, our marketing team remained focused and proactive in sustaining our market share amid these challenges.

Great Team:

Over the years, a team has been built, full of young energetic force with high motivation, focused on the organizational goal. The orientation of the team triggered to meet the customers' requirements and also to serve all the stakeholders. We believe excellence is not a quality, it a matter of practice what we perform every day. We also believe that, this young energetic team will add a greater value to the company if they are guided and inspired properly.

Our management are keen to build the team who can meet the cutting edge of excellence to deliver the superior services. Continuous training & development program, proper succession planning, appropriate Human resources management policy helped us to build a company with sustained growth and gradually make Aman Cotton Fibrous PLC. a lure for the most talented people around.

Closing Remarks:

I express my sincere thanks to all the shareholders of the company for upholding their confidence on us and our employees for providing their valuable contribution to Aman Cotton Fibrous PLC. throughout 2025. The guidance from our Board of Directors has always been instrumental in shaping the success of the company. We are also grateful to our shareholders who have been with us and appreciated our activities throughout the year 2024-2025. We passionately aimed to continue to build value for our customers and shareholders in the future.

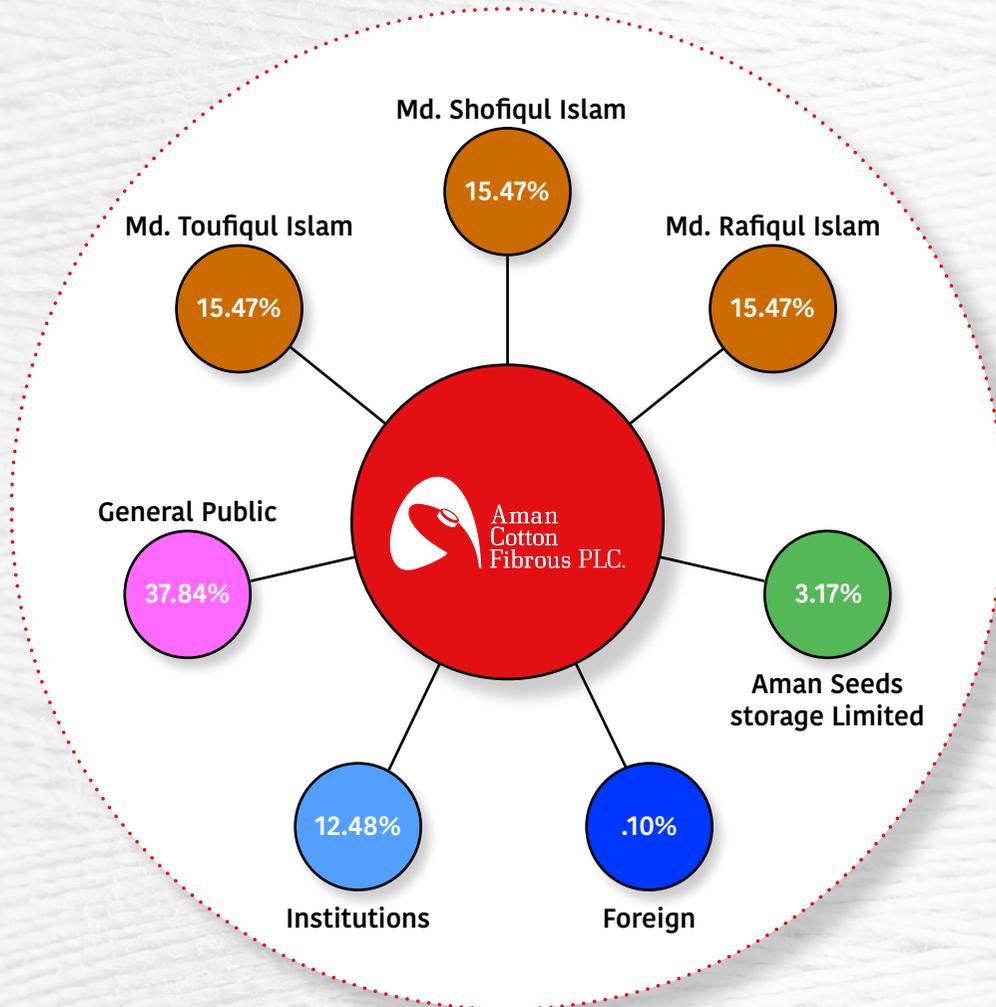
Allah Hafez



Md. Rafiqul Islam
Managing Director

SHAREHOLDING STRUCTURE

Almost half of shareholding structure comprises of three sponsor's directors namely Md. Rafiqul Islam (15.47%), Md. Shofiqul Islam (15.47%) and Md. Toufiqul Islam (15.47%). The rest 53.59 % shareholding includes General Public (37.84%), Foreign (0.10%), Aman Seeds Storage Ltd. (3.17%), and other Institutions (12.48 %) dated 30th September 2025



CORPORATE GOVERNANCE STATEMENT-2025

Corporate governance is the system through which companies are directed and controlled by the Board of Directors and management to safeguard the best interests of all stakeholders, ensuring greater transparency and timely, accurate financial reporting.

The Board of Directors of **Aman Cotton Fibrous PLC** recognizes that strong corporate governance is fundamental to earning and maintaining stakeholders' confidence. Guided by this principle, the Board acknowledges that responsibility, compliance, transparency, and accountability form the core of good governance. These values are embedded through an effective and well-structured governance framework.

The Board is committed to upholding integrity and dedication at every level of the organization, supported by a comprehensive set of policies, guidelines, and internal controls. Through this statement on Corporate Governance, we aim to provide our shareholders, investors, and other stakeholders with clear insights into the governance practices and initiatives undertaken by the company.

Aman Cotton Fibrous PLC. Considers that its corporate governance practices comply with all the aspects of the BSEC Notification No. SEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969 along with Notification No-BSEC/CMRRCD/2009-193/66/PRD/148 dated: 16-10-2023 & No. BSEC/CMRRCD/2009-193/76/PRD/151 dated: 04-04-2024. In addition to establish high standard of corporate governance, the Company also considers best governance practices in activities.

Date of this Corporate Governance Statement

This Corporate Governance Statement reflects the corporate governance and other related policies and practices in place for the Aman Cotton Fibrous PLC. as on 30 June 2025.

Corporate Governance Framework:

Aman Cotton Fibrous PLC. Corporate Governance framework has been developed and enhanced based on the basic principles and best practices outlined in the following:

- The Companies Act 1994 and other circulars of amendment of the companies act came to in effect, time to time. Bangladesh Securities and Exchange Commission (BSEC) Notification on Corporate Governance,
- Listing regulation of, Dhaka and Chittagong Stock Exchange listing regulations
- Any other relevant Laws of the land,
- Standards of Business conduct, policies and Guidelines of the company
- Statement of Risk Management internal control of the company
- Statement of Delegated Authorities of the company
- Best industrial practices
- Decisions taken by the Board of Directors time to time.

The Board reviews its corporate governance frameworks time to time to ensure its relevance, effectiveness and sustainability in terms of addressing future business challenges and compatibility with the effective corporate governance guidelines.

The conducts of all employees of the company, including the Board of Directors are governed by the company's policies, guidelines and standards of Business conduct. Each and every employee, including Directors, uphold the standards of Business conduct as required to confirm their commitments by executing the declared compliance.

The company has always been fully adherent to the above-mentioned corporate governance principles and best practices. This statement on Corporate Governance, together with the statement on risk management and internal control, sets out the manner by which the company has applied the governance principles and best practices.

The corporate governance framework of Aman Cotton Fibrous PLC. is directed towards achieving the company's business objectives in a responsible manner. Therefore, to ensure the compliance of laws, rules,

regulations, corporate governance codes, articles of association, policies and procedures, the Company constantly exercises the best Board practices, effective control processes, transparency disclosures, well-defined shareholders' right and Board commitments. The manners of adherence to these principles and practices are outlined as follows:

Corporate Compliance:

The fundamentals of good governance lie in strict adherence to applicable laws, rules, and regulations, which collectively help to build trust among the Board members, shareholders, customers, and other stakeholders, including regulators. This commitment ensures that the principles of good governance are effectively cascaded throughout the organization.

Aman Cotton Fibrous PLC operates under the close supervision of various regulatory bodies that emphasize transparency and require accurate, timely, and periodic reporting of relevant issues, events, and certifications. In line with these requirements, the company regularly submits a complete set of financial statements and related documents to the **Bangladesh Securities and Exchange Commission (BSEC), Stock Exchanges, National Board of Revenue (NBR), Registrar of Joint Stock Companies and Firms (RJSC)**, and other relevant authorities.

Furthermore, the company undertakes various initiatives to promote awareness and understanding of existing and proposed laws through regular compliance training and communication across all departments. Overall, **Aman Cotton Fibrous PLC** consistently strives to remain a fully compliant organization, implementing every possible measure and strategy to uphold its commitment to good corporate governance.

Board Practices

The Board is responsible to the shareholders for overall success of the Company for its strategic directions, its values and its governance. It provides the leadership necessary for the company to meet its business objectives within the framework of its internal controls. The composition of the Board complies with the requirements that outlined in the BSEC Guideline on Corporate Governance code 2018, the Listing Regulations and those of the generally applied codes of best practices. The Board comprises an admixture of Directors from diverse professional backgrounds with wealth of experience, skills and expertise.

Policy on Appointment of Directors:

The Company is always compliant with all the rules, regulations of the concerned regulatory authorities regarding appointment and reappointment of Directors. Notifications of Bangladesh Securities and exchange Commission (BSEC), Companies Act 1994 and the Article of association of the Company are strictly followed in this regard. As per the companies Act, 1994, Directors are subject to retirement by rotation, which means, at least one-third of the Directors shall retire by rotation in every AGM on seniority basis. As per the Corporate Governance Code 2018, the term of an independent Director is three years and may be lengthened by another three years. Further to that, as per the notification of BSEC, the BSEC will provide the NOC regarding the appointment and reappointment of independent Directors. With regards to nomination, removal and casual vacancy of the directors, the Company follows all relevant rules and regulations of the respective regulatory bodies.

Chairman of the Board:

The Chairman (non-executive) of the Company is elected by the Board of Directors and the Board considers the Chairman being independent.

Roles of the Chairman:

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

Roles of the Managing Director:

- The Managing Director is responsible for driving business operations, leading the development and execution of the company's long-term strategies with a view to creating shareholder value.
- The MD's leadership role also entails being ultimately responsible for all day-to-day management decisions and for implementing the company's long and short-term plans.
- The Managing Director acts as a direct liaison between the Boards and executes the board meeting decision.
- The MD also communicates on behalf of the company to the shareholders, employees, Government authorities, other stakeholders and the public.

Board Composition:

The Board of Aman Cotton Fibrous PLC. Considers that its membership should comprise of Directors with an appropriate composition of skills, experience and personal attributes that allow the Directors, individually and the Board, collectively, to discharge their responsibilities and duties, under the law, efficiently and effectively, understand the business of the Company and assess the performance of the management.

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

The Board of Aman Cotton Fibrous PLC. Comprise of 6 (six) Directors, including two independent Directors who recently joint our Board of Directors. They have wide experience in accounts, budget, and businesses. Independent director brings in independent judgment and considerable knowledge to perform their roles effectively. The Board of Directors ensures that the activities of the Company are always conducted with adherence to strict and highest possible ethical standards and in the best interests of the stakeholders.

Role and Responsibilities of the Board:

The Board is committed to the Company to achieve superior financial performance and long-term prosperity, while meeting stakeholder's expectations of sound corporate governance practices. The Board of Directors is in full controller of the company's affairs and is also fully accountable to the shareholders.

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

Chairman of the Board & Managing Director of the Company is different person:

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

Conduct for the Board Members:

The Board of Directors of Aman Cotton Fibrous PLC. is committed to the highest standards of conduct in their relationship with its employees, buyers, members, shareholders, regulators and the public. The code of conduct of the Board of Directors already formulated and published on the website of the company after duly approved by the Board of Directors after recommendation from Nomination and remuneration committee.

Holding of the Board Meeting:

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

Number of Board meeting held in 2024-2025 (1st July 2024 to 30th June 2025)

The number of meetings of the Board held during the accounting year, and the attendance of Directors at those meeting is disclosed in the as follows:

Name of the Directors	Attendance	Remarks
Md. Rafiqul Islam	4	
Md. Rabiul Haque	4	
A.K.M Delwer Hussain, FCMA	3	Appointment dated: 14/11/2024
Mohammad Shams-UL-Islam	1	Appointment dated: 27/04/2025

Number of Audit Committee meeting held in 2024-2025 (1st July 2024 to 30th June 2025)

The number of meetings of the Board held during the accounting year, and the attendance of Directors at those meeting is disclosed in the as follows:

Name of the Directors	Attendance	Remarks
A.K.M Delwer Hussain, FCMA	3	
Md. Rafiqul Islam	4	
Md. Rabiul Haque	4	
Shariful Islam, CMA(Final), Member Secretary	4	

Role of the Chief Financial Officer:

The CFO is responsible for establishing and executing the Company's financial operation plan that is necessary to achieve the Company's objective. The CFO works with executives to help them become greater contributors by helping them improve their efficiency and effectiveness. Bringing financial transparency in transactions & reporting to the shareholder particularly for the un-audited quarterly financial statement is one of the arenas where the CFO's role is optimum.

Role of the Company Secretary:

Appointed by the board, the Company Secretary works with the Chairman of the Board to monitor and enhance corporate governance processes and to ensure that Board decision, policies and procedures are tracked and implemented. Company Secretary also work as bridge between the management with the shareholders, stakeholder and the regulatory bodies.

Appraisal of the Board's Performance

Since all members of the Board are very experienced, but the company abides by the codes of conduct formulated by the Board and as required by the regulators. The Board members have always taken decisions that have benefited the Company as a whole and they have always performed their duties accordingly.

Senior Executive:

Structure:

The company's management structure comprises by the Managing Director and Head of the divisions. The Management Team (MT) is responsible for developing organizational and business strategy and sponsoring innovation and development of best practices across the company. The MT is also responsible for organizational effectiveness and the development of Aman Cotton Fibrous PLC. Values and culture. The MT is responsible for managing performance and key business issues in line with the company's long-term strategy and for talent and performance management. The MT is chaired by the Managing Director and the team meets face to face on regular basis.

Performance Review:

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

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

REMUNERATION OF THE SENIOR EXECUTIVES:

Remuneration of all senior executives is based on performance review appraisal measuring through quarterly and annual KPI (Key Performance indicator) appraisal system. As per the Corporate Governance Code 2018, the company has formed a Nomination and remuneration Committee (NRC), this committee is headed by an Independent Director. This committee recommend and review and assist the Board of Directors to appoint Directors, selection of top executive and fixation of their remunerations.

BOARD COMMITTEE

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

AUDIT COMMITTEE

The company's Audit Committee is a sub-committee of the Board of Directors of Aman Cotton Fibrous PLC. formed in compliance with BSEC Corporate Governance Code 2018 vide No. SEC/CMRRCD/2006-158/207/ Admin/80, dated 3 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969 along with Notification No-BSEC/CMRRCD/2009-193/66/PRD/148 dated: 16-10-2023 & No. BSEC/CMRRCD/2009-193/76/ PRD/151 dated: 04-04-2024 of the Bangladesh Securities and Exchange Commission and international best practices on Corporate Governance.

OBJECTIVES OF THE AUDIT COMMITTEE

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

COMPOSITION OF AUDIT COMMITTEE INCLUDING INDEPENDENT DIRECTOR

As per the corporate Governance Code 2018, our audit committee is consist of an Independent Director as Chairman and three other Directors as member of the committee. The audit committee of the Board had held 4(Four) Meetings during the reporting period for 12 months and examined the coverage of internal and external audit. The Company Secretary act as the secretary of the Audit Committee. The composition of the Audit Committee is as follows:

Mr. A.K.M Delwer Hussain, FCMA	Chairman
Mr. Md. Rafiqul Islam,	Member
Mr. Md. Toufiqul Islam,	Member
Mr. Md. Rabiul Haque,	Member
Mr. Shariful Islam, CMA (Final)	Member Secretary

Chairman of the Audit Committee and his qualifications:

The Committee is headed by Mr. A.K.M Delwer Hussain, FCMA of the Board and Member of the committee presided over the meeting as per corporate governance code-2018. Mr. A.K.M Delwer Hussain, FCMA appoint of Independent Directors of the company as well as Chairman of the Audit Committee during the reporting period. He was an Ex-Chairman of Bangladesh Sugar and Food Industries Corporation (BSFIC). He joined with BSFIC in September 1996 as Deputy Chief Accountant and retired as Chairman of the Corporation. He also president of South Asian Federation of Accountants (SAFA) and President for the year 2004 and 2013 of the Institute of Chartered Accountants of Bangladesh (ICMAB). He is a wide experience in Accountants Professional, Planning and Budgeting. He also obtained various training nationally and internationally. Mr. A.K.M. DELWER HUSSION, FCMA completed his B. Com (Hon's) and M. Com (Masters) in Accounting from Dhaka University. He is a fellow of Cost and Management Accountants (FCMA) of the Institute of Cost and Management Accountants of Bangladesh (ICMAB), Dhaka, Bangladesh.

The Audit Committee and Internal Audit:

Internal Audit is a department of Aman Cotton Fibrous PLC. that is responsible for reviewing the Company's system of internal controls, including the conduct of regular audits of all operational units. Internal Audit is operationally independent and its members are not involved in the company's operational activities and the Head of Internal Audit, in addition to his direct reporting line to the Audit Committee.

The Audit Committee is responsible for approving the Annual Audit plan of internal Audit Department and reviewing the plan's subsequent implementation. Internal audit reports or summaries thereof prepared by internal Audit department are reviewed on a regular basis by the committee.

Reporting of Audit Committee:

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

Internal Control:

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

Communications and Relationship with Shareholders:

Aman Cotton Fibrous PLC. strongly believes that all stakeholders should have access to complete information on its activities, performance and product initiatives. The Company's web site www.amancotton.com displays, inter alia, the annual report, half yearly report, quarterly report, product offerings, recent announcements and event updates.

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

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

Ensuring Participation of Shareholders in AGM

Aman Cotton Fibrous PLC strives to ensure active participation of all shareholders in the Annual General Meeting (AGM). The Annual Report is distributed at least 21 days prior to the AGM to notify shareholders of the event's date, venue, and time. The company also ensures that the AGM is held at a convenient time and accessible location to facilitate maximum attendance.

Notices to shareholders are published in widely circulated daily newspapers and shared through digital media platforms. In full compliance with regulatory requirements, Aman Cotton Fibrous PLC publishes the AGM Notice in two widely circulated national newspapers and submits copies to the Stock Exchanges and the Bangladesh Securities and Exchange Commission (BSEC).

The company maintains regular and transparent communication with shareholders through the Annual General Meeting, Annual Report, Quarterly Financial Updates, and other relevant disclosures in the best interests of shareholders. Additionally, the company's official website serves as a comprehensive information resource, where all market publications, financial statements, and notices are readily accessible.

During the AGM, shareholders are encouraged to engage with the Board of Directors on matters relating to the company's operations and to raise queries with the external auditors regarding the audit of the financial statements. Through these practices, Aman Cotton Fibrous PLC upholds the highest standards of transparency and corporate governance, fostering continued trust and confidence among its investors and stakeholders.

Well-defined Shareholders Right:

Aman Cotton Fibrous PLC believes that the management of a successful and productive relationship with its shareholders must be underpinned by the importance of maintaining transparency and accountability to its shareholders. The Board ensures through the Company Secretary that all the Shareholders of the company are treated equitably and ensures that the rights of all shareholders are equally protected.

In order to achieve good governance, the Company Secretary acts as a bridge between the shareholders and the Board of Directors of the company who delivers the standard services to its valued shareholders ensuring the well-defined shareholders rights in accordance with applicable laws and the Articles of Association of the Company. Catering to the continuous disclosure

Requirements, the shareholders are communicated in a routine manner of all major developments that involve the business of the Company, so that they are able to make informed decisions.

Preparation and Presentation of Financial Statements and Directors Responsibility:

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



REPORT TO THE SHAREHOLDERS

[Certificate as per condition no. 1(5) (xxvii) of CGC]

**REPORT TO THE SHAREHOLDERS OF AMAN COTTON FIBROUS PLC. ON
COMPLIANCE ON THE CORPORATE GOVERNANCE CODE**

We have examined the compliance status to the Corporate Governance Code by Aman Cotton Fibrous PLC. for the year ended on 30 June 2025. This Code relates to the Notification SEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969 along with Notification No-BSEC/CMRRCD/2009-193/66/PRD/148 dated: 16-10-2023 & No. BSEC/CMRRCD/2009-193/76/PRD/151 dated: 04-04-2024:

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

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

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

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

Place: Dhaka,
Dated : 13thNovember, 2025



Md. Zillur Rahman, ACA
ICAB enrolment no: 2130
Managing partner
Rahman Sayd Zillur & Co.
Chartered Accountants

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

AMAN COTTON FIBROUS PLC. COMPLIANCE REPORT ON CORPORATE GOVERNANCE CODE

Status of compliance with the conditions imposed by the Commission's Notification No. SEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969 along with Notification No-BSEC/CMRRCD/2009-193/66/PRD/148 dated: 16-10-2023 & No. BSEC/CMRRCD/2009-193/76/PRD/151 dated: 04-04-2024:

(Report under Condition No. 9)

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1.	Board of Directors:			
1 (1)	Size of the Board of Directors The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	√		The Aman Cotton PLC Board is comprised of 06 (Six) Directors.
1 (2)	Independent Directors All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following:-			
	At least 2(two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s):	√		BSEC NOC No. & Date (Regarding the appointment of Mr. Mohammad Shams-Ul-Islam): BSEC/ICA/CG/2023/107/183; Dated- 17-04-2025
1 (2) (a)	Provided that the Board shall appoint at least 1(one) female independent director in the Board of Directors of the company;			Looking for appropriate candidate as per the Corporate Governance Code 2018. The appointment of Female independent Director shall be completed in accordance with the BSEC Notification Ref.No. BSEC/ICAD/CGD/2023/106/Part-I/373 dated: 29-07-2025.
1 (2)(b)	Without contravention of any provision of any other laws, for the purpose of this clause, an "independent director" means a director"			
1 (2)(b) (i)	who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	√		The Independent Director already declare his compliances.
1 (2) (b) (ii)	who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	√		-do-

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (2) (b) (iii)	who has not been an executive of the company in immediately preceding 2(two) financial years;	√		-do-
1 (2) (b) (iv)	who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	√		-do-
1 (2) (b) (v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	√		-do-
1 (2) (b) (vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market	√		-do-
1 (2) (b) (vii)	who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	√		-do-
1 (2) (b) (viii)	who is not independent director in more than 5 (five) listed companies;	√		Self-Declaration is given
1 (2) (b) (ix)	who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank for non-payment of any loan or advance or obligation to a bank or a financial institution; and	√		BSEC has checked it before providing NOC.
1 (2) (b) (x)	who has not been convicted for a criminal offence involving moral turpitude;	√		-do-
1 (2) (c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM): Provided that the Board shall appoint the independent director, subject to prior consent of the commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company;	√		Our Independent Director Mr. Mohammad Shams-Ul-Islam, approval of appointment will be placed in this AGM.
1 (2) (d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days; and	√		
1 (2) (e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only: Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as per the, 1994 (1994) Companies Act, 1994).			N/A

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (3)	Qualification of Independent Director. -			
1 (3) (a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business;	√		
1 (3) (b)	Independent director shall have following qualifications:			
1 (3) (b) (i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or registered business association; or			N/A
1 (3) (b) (ii)	Corporate Leader who is or was a top-level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company; or			N/A
1 (3) (b) (iii)	Former or existing official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law: Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service; or”	√		BSEC has provided NOC considering the issue. The BIO- Data of the Independent Director is given in the Director's Profile of the Company.
1 (3) (b) (iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or			N/A
1 (3) (b) (v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;			N/A
1 (3) (c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	√		The Independent Director has more than 10 years of experience as government officer of Bangladesh Army. The BIO Data is given on the Director's Profile.
1 (3) (d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	-	-	N/A

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.-			
1 (4) (a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√		
1 (4) (b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	√		Regarding Position of MD or CEO: Necessary approval taken from Ministry of Commerce, Govt. of Peoples Republic of Bangladesh.
1 (4) (c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	√		
1 (4) (d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	√		
1 (4) (e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
1 (5)	The Directors' Report to Shareholders The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994):-			
1 (5) (i)	An industry outlook and possible future developments in the industry;	√		
1 (5) (ii)	The segment-wise or product-wise performance;	√		
1 (5) (iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	√		
1 (5) (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	√		
1 (5) (v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	-	-	N/A
1 (5) (vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions	√		Discussed in the Directors Report
1 (5) (vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments	√		Discussed in the Directors Report
1 (5) (viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;	-	-	N/A

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (5) (ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	-	-	N/A
1 (5) (x)	A statement of remuneration paid to the directors including independent directors;	√		Discussed in the Directors Report
1 (5) (xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	√		
1 (5) (xii)	A statement that proper books of account of the issuer company have been maintained	√		
1 (5) (xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment	√		
1 (5) (xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	√		
1 (5) (xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	√		
1 (5) (xvi)	A statement that minority shareholders have been protected from abusive actions by, or acting either directly or indirectly and have effective means of redress;	√		
1 (5) (xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	√		
1 (5) (xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	√		
1 (5) (xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	√		
1 (5) (xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;			Not Applicable
1 (5) (xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;			N/A
1 (5) (xxii)	The total number of Board meetings held during the year and attendance by each director;	√		
1 (5)(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-			

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (5)(xxiii) (a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	√		Discussed in Directors Report
1 (5)(xxiii) (b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details)	√		
1(5) (xxiii)(c)	Executives; and	√		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details);	√		
1(5)(xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders: -			
1(5)(xxiv)(a)	a brief resume of the director	√		
1(5)(xxiv)(b)	nature of his or her expertise in specific functional areas; and	√		
1(5)(xxiv)(c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	√		
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	√		
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	√		No changes occur during the reporting period.
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediately preceding five years explaining reasons thereof;	√		
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√		
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	√		
1(5)(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	√		
1(5)(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	√		
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A;	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C ;	√		
1(5)(xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality."	√		
1(6)	Meetings of the Board of Directors The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	√		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1(7) (a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	√		Already approved and posted
1(7) (b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	√		Do
2	Governance of Board of Directors of Subsidiary Company. -			
2 (a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company	-	-	N/A
2 (b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;	-	-	N/A
2 (c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;	-	-	N/A
2 (d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;	-	-	N/A
2 (e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	-	-	N/A

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
3	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).			
3 (1)	Appointment			
3 (1) (a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√		
3 (1) (b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		
3 (1) (c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time: "Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission: Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by appointing companies proportionately;	√		Regarding Position of MD or CEO: Necessary approval taken from Ministry of Commerce, Govt. of Peoples Republic of Bangladesh.
3 (1) (d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	√		
3 (1) (e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	√		
3 (2)	Requirement to attend Board of Directors' Meetings The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	√		
3 (3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO) :			
3 (3) (a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	√		
3 (3) (a) (i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√		
3 (3) (a) (ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
3 (3) (b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	√		
3 (3) (c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		
4	Board of Directors' Committee. - For ensuring good governance in the company, the Board shall have at least following subcommittees:			
4 (i)	(i) Audit Committee; and	√		
4 (ii)	(ii) Nomination and Remuneration Committee.	√		
5	Audit Committee. -			
5(1)	Responsibility to the Board of Directors.			
5 (1) (a)	The company shall have an Audit Committee as a sub-committee of the Board;	√		
5 (1) (b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	√		
5 (1) (c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√		
5 (2)	Constitution of the Audit Committee			
5 (2) (a)	The Audit Committee shall be composed of at least 3(three) members;	√		
5 (2) (b)	The Board shall appoint members of the Audit Committee who shall be nonexecutive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	√		
5 (2) (c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	√		
5 (2) (d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	√		No issue arises
5 (2) (e)	The company secretary shall act as the secretary of the Committee;	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
5 (2) (f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		
5 (3)	Chairperson of the Audit Committee			
5 (3) (a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	√		
5 (3) (b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
5 (3) (c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	√		
5 (4)	Meeting of the Audit Committee			
5 (4) (a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	√		
5 (4) (b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		
5 (5)	Role of Audit Committee The Audit Committee shall: -			
5 (5) (a)	Oversee the financial reporting process;	√		
5 (5) (b)	monitor choice of accounting policies and principles;	√		
5 (5) (c)	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5 (5) (d)	oversee hiring and performance of external auditors;	√		
5 (5) (e)	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5 (5) (f)	review along with the management, the annual financial statements before submission to the Board for approval;	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
5 (5) (g)	review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	√		
5 (5) (h)	review the adequacy of internal audit function;	√		
5 (5) (i)	review the Management's Discussion and Analysis before disclosing in the Annual Report;	√		
5 (5) (j)	review statement of all related party transactions submitted by the management;	√		
5 (5) (k)	review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	√		
5 (5) (l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	√		
5 (5) (m)	oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission: Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results: Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.	√		Stated in the Director's report
5 (6)	Reporting of the Audit Committee			
5 (6) (a)	Reporting to the Board of Directors			
5 (6) (a) (i)	The Audit Committee shall report on its activities to the Board.	√		
5 (6) (a) (ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:-			
5 (6) (a) (ii) (a)	report on conflicts of interests;	-	-	N/A
5 (6) (a) (ii) (b)	suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	-	-	N/A
5 (6) (a) (ii) (c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and	-	-	N/A

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
5 (6) (a) (ii) (d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	-	-	N/A
5 (6) (b)	Reporting to the Authorities If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board 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 for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	-	-	N/A
5 (7)	Reporting to the Shareholders and General Investors Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	√		
6	Nomination and Remuneration Committee (NRC).-			
6 (1)	Responsibility to the Board of Directors			
6 (1) (a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	√		
6 (1) (b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	√		
6 (1) (c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5) (b).	√		
6 (2)	Constitution of the NRC:			
6 (2) (a)	The Committee shall comprise of at least three members including an independent director;	√		
6 (2) (b)	At least 02 (two) members of the Committee shall be non-executive directors;	√		
6 (2) (c)	Members of the Committee shall be nominated and appointed by the Board;	√		
6 (2) (d)	The Board shall have authority to remove and appoint any member of the Committee;	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
6 (2) (e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;			N/A
6 (2) (f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	√		
6 (2) (g)	The company secretary shall act as the secretary of the Committee;	√		
6 (2) (h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	√		
6 (2) (i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	√		
6 (3)	Chairperson of the NRC			
6 (3) (a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	√		
6 (3) (b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	√		
6 (3) (c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.	√		
6 (4)	Meeting of the NRC			
6 (4) (a)	The NRC shall conduct at least one meeting in a financial year;	√		
6 (4) (b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;			N/A
6 (4) (c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6 (2) (h);	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
6 (4) (d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	√		
6 (5)	Role of the NRC			
6 (5) (a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		
6 (5) (b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:	√		
6 (5) (b) (i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:	√		
6 (5) (b) (i) (a)	the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	√		
6 (5) (b) (i) (b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	√		
6 (5) (b) (i) (c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	√		
6 (5) (b) (ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		
6 (5) (b) (iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	√		
6 (5) (b) (iv)	formulating the criteria for evaluation of performance of independent directors and the Board;	√		
6 (5) (b) (v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	√		
6 (5) (b) (vi)	developing, recommending and reviewing annually the company's human resources and training policies;	√		
6 (5) (c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	√		
7	External or Statutory Auditors. -			
7 (1)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely: -			
7 (1) (i)	appraisal or valuation services or fairness opinions;	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
7 (1) (ii)	financial information systems design and implementation;	√		
7 (1) (iii)	book-keeping or other services related to the accounting records or financial statements;	√		
7 (1) (iv)	broker-dealer services;	√		
7 (1) (v)	actuarial services;	√		
7 (1) (vi)	internal audit services or special audit services;	√		
7 (1) (vii)	any service that the Audit Committee determines;	√		
7 (1) (viii)	audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	√		
7 (1) (ix)	Any other service that creates conflict of interest.	√		
7 (2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	√		
7 (3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	√		
8	Maintaining a website by the Company. -			
8 (1)	The company shall have an official website linked with the website of the stock exchange.	√		
8 (2)	The company shall keep the website functional from the date of listing.	√		
8 (3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	√		
9	Reporting and Compliance of Corporate Governance. -			
9 (1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√		
9 (2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	√		
9 (3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	√		

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

Aman Cotton Fibrous PLC.
Declaration by CEO and CFO

Date: 26th October 2025

The Board of Directors
 Aman Cotton Fibrous PLC.
 2 Ishakha Avenue, Sector-6
 Uttara, Dhaka-1230

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

Dear Sirs

Pursuant to the condition No.1(5)(xxvi) imposed vide the Commission's Notification BSEC/CMRRCD/2003-158/207/ Admin/80 Dated 3 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

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

In this regard, we also certify that:-

(i) We have reviewed the financial statements for the year ended on 30th June 2025 and that to the best of our knowledge and belief:

- (a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.

(ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



Md. Rafiqul Islam
 Managing Director



Md. Aminul Islam, FCMA
 Chief Financial Officer (CFO).

A photograph of a business meeting. In the center, a person wearing a blue and white vertically striped shirt is looking down at a document on a table. To their left, another person's hands are visible, holding a black pen and pointing at a bar chart on the document. To the right, a third person's hand is holding a white marker. The document features a bar chart with blue bars and a red dashed line. The background is slightly blurred, showing other people and office furniture.

AUDIT COMMITTEE REPORT

AUDIT COMMITTEE REPORT

For the Year ending June 30, 2025

The Audit Committee consists of the following persons:

- | | |
|-----------------------------------|------------------|
| • Mr. A.K.M Delwer Hussain, FCMA | Chairman |
| • Mr. Md. Rafiqul Islam, | Member |
| • Mr. Md. Toufiqul Islam, | Member |
| • Mr. Md. Rabiul Haque, | Member |
| • Mr. Shariful Islam, CMA (Final) | Member Secretary |

The Committee is headed by Mr. A.K.M Delwer Hussain, FCMA of the Board and Member of the committee presided over the meeting as per corporate governance code-2018. Mr. A.K.M Delwer Hussain, FCMA appoint of Independent Directors of the company as well as Chairman of the Audit Committee during the reporting period. He was an Ex-Chairman of Bangladesh Sugar and Food Industries Corporation (BSFIC). He joined with BSFIC in September 1996 as Deputy Chief Accountant and retired as Chairman of the Corporation. He also president of South Asian Federation of Accountants (SAFA) and President for the year 2004 and 2013 of the Institute of Chartered Accountants of Bangladesh (ICMAB). He is an experienced professional in accounting, Planning and Budgeting. He also obtained various training nationally and internationally. Mr. A.K.M. DELWER HUSSION, FCMA completed his B. Com (Hon's) and M. Com (Masters) in Accounting from Dhaka University. He is a fellow of Cost and Management Accountants (FCMA) of the Institute of Cost and Management Accountants of Bangladesh (ICMAB), Dhaka, Bangladesh. As per regulatory guidelines, the Company Secretary, Mr. Shariful Islam, CMA (Final) acts as secretary to the Committee. The Audit Committee, accordingly, performs in absolute coherence and ensures compliance with the Corporate Governance Guidelines promulgated by the Bangladesh Securities and Exchange Commission (BSEC).

Major Responsibilities of the Audit Committee:

The role of audit committee has been stipulated by the Corporate Governance Code 2018, which are narrated as below:

- To oversee the financial reporting process and monitoring applications of appropriate accounting policies and principles. And also, to monitor Internal Audit and Compliance process and Compliance Plan and review of the Internal Audit and Compliance Report and function.
- Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors and oversee hiring hold meeting with the external or statutory auditors for review of the annual financial statements and review their performance.
- To review along with the management, the quarterly unaudited financial statements, the Management's Discussion and Analysis before disclosing in the Annual Report, all related party transactions, management Letters or Letter of Internal Control weakness issued by statutory auditors.
- oversee the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission.

Activities carried out during the year:

- Reviewed and recommended the quarterly and annual Financial Statements for the year ended 30th June 2025.
- Approved the Internal Audit Plan, monitored the progress and effected revisions when necessary.
- Discussed Internal Audit reports and findings and guided completion of annual audit plan.
- Monitored the status of implementation of audit action plans and provided guidance to ensure timely completion of action plans.
- Reviewed and recommended related party transaction.
- Reviewed Management Letter issued by the External Auditors in their presence.
- Reviewed and recommended related party transaction.
- Considered and made recommendation to the Board of Directors on the appointment of Arun & Company, Chartered Accountants with a fee of Tk. 4,50,000 (Four Lac Fifty Thousand) only as the statutory auditors and Rahman Sayd Zillur & Co., Chartered Accountants may be re-appointed as Corporate Governance Auditor with a fees of Tk.90,000 (Ninety Thousand) only of the company subject to the approval of the Board of Director and Shareholders in its Upcoming Annual General Meeting.
- Reviewed other matters and incidents of significance as per Audit Committee Charter.

For and on behalf of the Board Audit Committee of Aman Cotton Fibrous PLC.

Mr. A.K.M Delwer Hussain, FCMA

Independent Director & Chairman of the Audit Committee.

Date: 23rd October, 2025.

REPORT OF THE NOMINATION & REMUNERATION COMMITTEE -2025 AMAN COTTON FIBROUS PLC.

The Board of director of Aman Cotton Fibrous PLC. has duly constituted a Nomination and Remuneration committee (NRC), as per the requirements of rule 6 of the BSEC's Corporate Governance code of 2018. The Nomination and Remuneration Committee (NRC) assist the Board in formulating the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of Directors and other top-level executives. The NRC also assists the Board to formulate policy for formal and continued process of considering remuneration/honorarium of Directors and top-level executives. The NRC play a guiding role to the Board of Directors to identify the Company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria.

The report of Nomination and Remuneration Committee is prepared according to the requirement of Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission (BSEC). This report covers nomination and remuneration policies, evaluation criteria and activities of NRC.

1. Overview of the Nomination and Remuneration Policy:

The company follows nomination and remuneration policies, the benchmark of which relies on standard and recognizable in the market context and sufficient to meet the current and future needs of the company. The Board criteria in that respect for Directors and top-level executives and all other employees of the company as follows:

a. Nomination Criteria

- i. Following the Company policies as well as guidelines and applicable country regulations,
- ii. Following a selection process that is transparent in all respects,
- iii. Following a process which is compatible to International Standards and local best practices,
- iv. Recognize core competencies of the respective personnel for the different level of management and employees of the company,
- v. Follow diversity in age, maturity, qualification, expertise and gender discipline,

b. Recruitment and Selection Guidelines

The NRC draws a broad outline of the Companies needs for employees at different levels, as ascertained by the management. The recruitment and selection of the directors, top-level executives and other employees of the Company are made according to the following guidelines:

ÿ **Executive director:** The NRC recommends the candidate(s) for executive director(s), based on nomination by the maturity share shareholders. The Board of Directors appoints the Executive Director/s upon nomination and recommendation of the NRC.

ÿ **Non-executive Director:** The NRC recommends candidate(s) for Non-executive Director(s), based on some criteria:

- a) A non-executive director is a member of a company's board of directors who will not be part of the executive team.
- b) This director typically will not engage in the day-to-day management of the organization but will be involved in policymaking and planning exercises.
- c) This director will be nominated by the majority shareholders, the Government shareholders and other general shareholders.

After being fulfil the above criteria, the Board of Directors appoints the Non-executive Director(s) upon nomination and Recommendation of NRC.

ÿ **Independent Director:** As per the Corporate Governance Code 2018, the Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws,

regulatory requirement and corporate laws that can make meaningful contribution to the business. The independent director should have competence relevant to the sector in which the Company operates, and necessarily should have the qualifications as required by the regulations of BSEC. The Board of Directors appoints Independent Director upon nomination and recommendation of the NRC, which is then approved by shareholders at the Annual General Meeting of the Company after receiving NOC from the Bangladesh Securities and Exchange Commission (BSEC).

- γ **Top level Executive:** The NRC identifies and recommends candidate(s) for top-level executives upon through scrutiny by the Managing Director, Executive Committee and Human Resource Department (HRD) considering relevant qualifications, experience, skills and leadership, as required for the respective position based on the company's internal selection process.

Other Employees:

The NRC sets a guideline to identify the company's needs for employees at different level, and empowers the relevant management of the Company's HRD for selection, transfer, replacement, and promotion of the respective employees based on the Company's internal processes.

c. Remuneration Criteria:

- i. The structure, scale and composition of remuneration/honorarium is reasonable and sufficient to attract, retain and motivate suitable directors, top-level executives and other employees to run the Company efficiently and successfully;
The context of packages, including remuneration/ benefits monthly, yearly and in the long run for all the employees are categorically laid down and meets the appropriate performance benchmark;
- ii. There is a clear balance in benefits between fixed and incentives pay of Executive directors and senior management, reflecting short and long-term performance goal and objectives of the company;
- iii. The remuneration includes bonus, compensation, benefits (or in whatever form) payable to the executive directors, top-level executive and other employees are determined by the NRC based on respective Company policies and guideline, which shall be ratified by the Board as well as when required;
- iv. The remuneration to be paid to the executive directors in accordance with the company's policies and guidelines;
 - a. Increments (if any) to the existing structure of the remuneration are determined by the NRC based on Company's policies and guidelines, which are ratified by the Board as and when required;

2. Evaluation criteria:

a. Executive Directors

The respective line authority of the executive director(s) sets the performance measurement criteria based on the respective role profile and responsibilities through a Company appraisal process at the beginning of each calendar year. The Executive Director(s) prepare the performance document (half-year and year end) the respective line authority then evaluates the performance of the Executive Director(s) according to the measurement criteria.

b. Independent Director and Non-executive Director

The evolution of performance of the Independent Directors (IDs) and Non-executive Director are carried out at least once a year by the Board of directors, according to the following criteria:

- i. Attendance at the Board meeting and committee meetings,
- ii. Participation in the Board meetings and committee meetings,

- iii. Contribution to improving the corporate governance practices of the company,
- c. Top-level Executive and other employees**

The respective line operative of top-level Executives and other employees set the performance measurement criteria based on the respective roles and responsibilities to achieve people and business objectives through Company appraisal processes at the beginning of each calendar year. The employees concerned prepare the performance document (half-year and year end). The respective line authority then evaluates the performance of the employee(s) according to the measurement criteria.

3. Activity summary of Nomination and Remuneration Committee during the year

a. Formation of NRC committee and its meetings

The board formed the Nomination and Remuneration Committee (NRC) as per the requirement of BSEC Corporate Governance Code with the following composition:

1. A.K.M Delwer Hussain, FCMA	Chairman
2. Md. Rafiqul Islam	Member
3. Md. Toufiqul Islam	Member
4. Md. Rabiul Haque	Member

During 2024- 2025, the committee met twice. The Managing Director, Director-Finance and Head of HR attended the meeting by invitation of the committee. Mr. A.K.M Delwer Hussain, FCMA chairman of the committee. The Chairman guided the committee in its nomination and remuneration incentives, ensuring standard and compliance.

The activities of the inertia during the year were as follows:

- i. Considered the terms of reference of NRC, as approved by the Board,
- ii. Formulated a policy relating to the remuneration of directors, top-level Executive and all employees of the company,
- iii. Formulated the criteria for determining qualification, positive attributes and independence of the Independent Director and the committee review the CV of Independent Director and recommendation to the Board of Directors for appoint of Independent Director after getting approval from BSEC.
- iv. Formulated the criteria of evolution of performance of Independent Directors (IDs) and the Board Members,
- v. Identified criteria for selection, transfer replacement and promotion at different levels of the company,
- vi. Adopted a code of conduct for the Chairman, Director and top-level Executive of the Company.



Mr. A.K.M Delwer Hussain, FCMA
Independent Director and Chairman of NRC Committee.



DIRECTORS' PROFILE





MD. SHOFIQL ISLAM
CHAIRMAN

MD. Shofiqul Islam, aged 61, serves as the Chairman of the Company. A graduate in Arts, he embarked on his entrepreneurial journey in 1991 by joining the family business. With a vision to promote rural employment and establish impactful industrial units. He has played a pivotal role in the expansion of the company's operations.

He is the Chairman of

- Akin Feed Ltd.,
- Aman Cement Mills Ltd.,
- Anwara Cold Storage Ltd.,
- Aman Steel Mills Ltd.,
- Aman Poultry & Hatchery Ltd
- Anwara Feed Ltd
- Akin Logistics Ltd
- North Bengal Flour Mills Ltd

He is the Managing Director of

- Aman Feed PLC.,
- Anwara Poultry & Hatchery Ltd.
- Brothers Cement Mills Ltd

He is the Director of

- Aman Foods & Beverage Ltd.
- Akin Ideas Ltd
- Aman Green Energy Ltd
- Aman Chicks Ltd
- Rajshahi Spinning Mills Ltd.
- Aman Group Ltd
- Aman Rotor Spinning Mills Ltd;
- Aman Heights Limited,
- Aman Hybrid Seeds Limited.,
- Aman Foods Ltd.,
- Aman Cold Storage Ltd.,
- Milan Cold Storage Ltd.,
- A. M Cold Storage Ltd.,
- Aman Associates Ltd.,
- Anwara Mannan Textile Mills Ltd.,
- Aman Breeders Ltd.,
- Aman Jute Fibrous Ltd.,
- Aman Cotton Fibrous Unit-2 Ltd.,
- Aman Tex Unit-2 Ltd.,
- Juvenile Trade International Ltd.,
- Aman Packaging Ltd.,
- Aman Green Energy Ltd.,
- Aman Economic Zone Ltd.,
- Aman Tex Ltd.,
- Aman Seeds Storage Ltd.,
- Aman Agro Industries Ltd.,
- Aman Packaging & Accessories Ltd.,
- Aman Shipyard Ltd.

He is also the Proprietor of

- M/s Juvenile Construction and plays a key role in several other companies under the Aman Group banner.

Beyond his professional endeavors, Mr. Shofiqul Islam actively participates in social, cultural, and religious initiatives. He is a respected member of the Rajshahi Chamber of Commerce & Industries and Uttara Club, Dhaka.



MD. RAFIQL ISLAM
MANAGING DIRECTOR

MD Rafiqul Islam, a distinguished entrepreneur and visionary businessman aged 63 serves as the Managing Director of the Company. He holds a Master's degree in Science with honors from the University of Rajshahi and brings over 38 years of extensive experience in diversified industries.

Mr Islam began his entrepreneurial journey in 1984, joining the family business, Aman Trading Corporation. Through unwavering dedication, integrity, and tireless effort, he swiftly established himself as a successful businessman. Over the years, he has founded and nurtured numerous enterprises spanning agriculture research, cement production, garments, textile dyeing, and Jute mills. Feed mills, poultry, and hatchery projects, Food & beverage under the Banner Aman Group.

Under his dynamic leadership, Aman Group has emerged as a prominent corporate entity, evolving into a conglomerate encompassing more than 35 companies.

Currently, he is the Chairman of

- Aman Economic Zone Ltd.
- Anwara Poultry & Hatchery Ltd.
- Aman Tex Limited.
- Aman Foods and Beverage Ltd.
- Akin Industries Ltd.,
- Akin Fine Industries Ltd.,
- Brothers Cement Mills Ltd
- Aman Breeders Ltd.
- Aman Feed PLC.

He is also the Managing Director of dozens of companies including

- Aman Cement Mills Ltd,
- Aman Heights Limited,
- Aman Associates Ltd.,
- Aman Hybrid Seeds Limited
- Aman Cold Storage Ltd.,
- Milan Cold Storage Ltd,
- Aman Agro Industries Ltd.,
- Aman Plant Tissue Culture Ltd.,
- Aman Shipyard Ltd.
- Aman Green Energy Ltd.
- Akin Feed Ltd,
- Anwara Cold Storage Ltd,
- Aman Steel Mills Ltd.,
- Aman Foods Ltd.,
- Aman Cotton Fibrous Unit-2 Ltd.,
- Aman Tex Unit-2 Ltd.,
- Anwara Mannan Textile Mills Ltd.,
- Aman Packaging Ltd.
- Aman Seeds Storage Ltd.,
- Aman Jute Fibrous Ltd.
- AM Cold Storage Ltd.,
- Aman Packaging and Accessories Ltd.
- Aman Chicks Ltd
- North Bengal Flour Mills Ltd
- Aman Rotor Spinning Mills Ltd
- Akin Ideas Ltd
- Anwara Feed Ltd
- Halima Poultry & Hatchery Ltd
- Akin Logistics Ltd.,
- Rajshahi Spinning Mills Ltd
- Aman Group Ltd

Mr. Islam is the Director of

- Aman Poultry & Hatchery Ltd,

He is the Proprietor of Islam Brothers & Co and Aman Trading Corporation.

His global outlook is enriched by extensive travels for be personal and business purposes. Renowned for his philanthropic contributions, Mr. Islam actively supports various social, cultural, and religious initiatives.

He is an esteemed member of numerous professional and business associations, including the BCMA, BTMA, BGMEA, BJMA, BEZIA, Bangladesh Fertilizer Association, Bangladesh Cold Storage Association, and the Rajshahi Chamber of Commerce & industries Furthermore, he is a corporate member of Uttara Club, Dhaka.

With his leadership and commitment to excellence, MD Rafiqul Islam continues to inspire growth and innovation across Aman Group and beyond.



MD. TOUFIQUL ISLAM
DIRECTOR

MD. Toufiqul Islam, aged 52, is a Sponsor Director of the Company. He holds a postgraduate degree in Business Administration and began his career in 1996, joining the family business with a mission to create employment opportunities in rural Bangladesh by establishing industrial ventures across diverse sectors.

He is the Chairman of

- Aman Plant Tissue Culture Ltd.

He is the Managing Director of

- Aman Breeders Ltd.,
- Aman Foods & Beverage Ltd.,
- Juvenile Trade International Ltd.,
- Aman Economic Zone Ltd.,
- Aman Tex Limited,
- Aman Foods and Beverage Limited.

He is the Director of

- Aman Feed PLC.,
- Aman Steel Mills Ltd
- Aman Foods Ltd
- Halima Poultry & Hatchery Ltd
- Akin Logistics Ltd
- Aman Group Ltd
- Brother Cement Mills Ltd.
- Aman Hybrid Seeds Ltd.
- Rajshahi Spinning Mills Ltd.
- Aman Chicks Ltd.
- North Bengal Flour Mills Ltd.
- Anwara Cold Storage Ltd.
- Anwara Feed Mills Ltd.
- Anwara Poultry & Hatchery Ltd
- Akin Feed Ltd.
- Akin Ideas Ltd.
- Aman Rotor Spinning's Mills Ltd.
- Aman Heights Ltd.
- Aman Seeds Storage Ltd;
- Aman Cold Storage Ltd.,
- Milan Cold Storage Ltd.,
- Aman Agro Industries Ltd.,
- A.M. Cold Storage Ltd.,
- Aman Associates Ltd.,
- Anwara Mannan Textile Mills Ltd.,
- Aman Jute Fibrous Ltd.
- Aman Packaging & Accessories Ltd.,
- Aman Cotton Fibrous Unit-2 Ltd.,
- Aman Tex Unit-2 Ltd;
- Aman Cement Mills Ltd.,
- Aman Packaging Ltd.,
- Aman Shipyard Ltd.,
- Aman Green Energy Ltd., and numerous other companies.

He is the Proprietor of

- M/s RS & T International.

Mr. Toufiq's dynamic leadership has been instrumental in diversifying the business and fostering sustainable growth within the organization.



MD. RABIUL HAQUE

DIRECTOR

Representing Aman Seeds Storage Ltd.

MR. MD. RABIUL HAQUE, a member of Audit Committee is a Masters in Accounting and has completed Chartered Accountancy Course. He also completed Masters in LLM of law. He has more than 33 years working experience in accounting, finance and corporate affairs matters. He is also a member of Dhaka Bar Association.



A.K.M. DELWER HUSSAIN, FCMA

INDEPENDENT DIRECTOR

Mr. A.K.M. DELWER HUSSAIN, FCMA has joined in the Board of directors of Aman Cotton Fibrous PLC. as independent Director. Mr. A.K.M. DELWER HUSSAIN, FCMA, Ex-Chairman of Bangladesh Sugar and Food Industries Corporation (BSFIC). He joined with BSFIC in September 1996 as Deputy Chief Accountant and retired as Chairman of the Corporation. He also president of South Asian Federation of Accountants (SAFA) and President for the year 2004 and 2013 of the Institute of Chartered Accountants of Bangladesh (ICMAB). He is a wide experience in Accountants Professional, Planning and Budgeting. He also obtained various training nationally and internationally. Mr. A.K.M. DELWER HUSSAIN, FCMA completed his B. Com (Hon's) and M. Com (Masters) in Accounting from Dhaka University. He is a fellow of Cost and Management Accountants (FCMA) of the Institute of Cost and Management Accountants of Bangladesh (ICMAB), Dhaka, Bangladesh.



MOHAMMAD SHAMS-UL ISLAM

INDEPENDENT DIRECTOR

Bangladesh Securities and Exchange commission (BSEC) vide letter no: BSEC /ICA /CG /2023 /107/183 dated 17th April, 2025 issued NOC for appointment of Mr. Mohammad Shams-Ul-Islam as independent Director of Aman Cotton Fibrous PLC. Mr. Mohammad Shams-Ul Islam, **during his 27 years of long career has worked in different prominent organization in Different capacity. During the tenure of his service, he was the** Ex- Managing Director of Agrani Bank PLC., Ex-Managing Director of Ansar VDP Unnayan Bank. He attended various national and international seminar and workshops in banking, International Trade & Operational Risks Management, Foreign Trade & Foreign Currency, Anti-Money Laundering & Counter Terrorism Financing etc. He was also the Director of Investment Corporation of Bangladesh (ICB), Padma Bank Limited, Delta Life Insurance Company Limited, Institute of Bankers, Bangladesh (IBB), Bangladesh Institute of Bank Management (BIBM), PDBL etc.

DIRECTORS' REPORT TO THE SHAREHOLDERS



Dear Valued Shareholders,

Assalamu-alikum,

The Directors have pleasure in submitting Directors' Report together with the Auditors Report and Audited Financial Statements of your Company for the year ended 30 June 2025. They also placed before you the overall business scenario for the year 2024-2025.

The Directors' Report is prepared as per companies act 1994 u/s 184 and in compliance with the Corporate Governance of the Bangladesh Securities and Exchange Commission's notification no SEC/CMRRCD/2006-158/207/Admin/80: dated 03 June 2018, the Directors' report that:

Business Operations

The company has aim to maintain uninterrupted production in the factory. As a result, during the year it has produced total 5,093 MT Yarn of which Carded Yarn 2,368 MT, Combed Yarn 2,725 MT and aggregate earning revenue of Tk. 2,320,055,751. The production capacity utilized in 2024-2025 remained almost stable which is approximately 75.42 % of its install capacity.

Financial Results

During the year the company achieves gross profit of TK. 179,784,514 and net profit during the year at Tk. 20,990,944. The earnings per share (EPS) and net asset value per share (NAV) is Tk. 0.21 and Tk. 33.63 respectively.

Dividend

The Board of Directors recommend 10% Cash Dividend to the general shareholders other than Sponsors and Directors Shareholders of the company for the year ended 30th June 2025, subject to the approval of the shareholders in the 20th Annual General Meeting. The dividend will be paid to the shareholders whose names appear in the Central depository system (CDS) as on 01 December, 2025 on record date.

Directors' Appointment & Re-appointment

The name of the present Directors is mentioned in this report. As per section 91(2) and regulation 79 of first schedule of the Companies Act 1994 and Articles 130 of Articles Association of the company, Mr. Md. Toufiqul Islam, Director of the company shall retire in the 20th Annual General Meeting by rotation and being eligible, he has offered his candidature to be re-appointed as per Articles 132 of the Articles of Association of the company. A brief resume, nature of expertise, the name of company in which Mr. Md. Toufiqul Islam hold directorship is also presented on this report (Page 51).

Independent Director's appointment:

A No objection certificate (NOC) has been issued against the proposal for appointment of Mohammad Shams-Ul- Islam as independent Director by the BSEC. The consent was issued through a letter vide no. BSEC/ICA/CG/2023/107/183 dated 17 April, 2025. The proposal for appointment of Mohammad Shams-Ul- Islam has been submitted before the shareholders for their kind approval. His short Bio is available on page no 52.

Directors' remuneration and related party transactions

The party is related to the company if the party cast significant influence over the subject matters and also holding the controlling power of the management affairs of the company and any transaction made during the year with the party related therewith is termed as related party transaction as per IAS-24 "Related Party Disclosure". During the year under audit related party transactions were made that which has influenced the company's business. The details of related party transactions during the year along with the relationship is illustrated below in accordance of IAS 24 :

Name of the Party	Relationship with the Company	Nature of transaction	June 30,2025	June 30,2024
			Transacted amount in BDT	Transacted amount in BDT
Md. Rafiqul Islam	MD & Shareholder	Board Meeting Fee	-	25,000
		Remuneration	-	-
Md. Shofiqul Islam	Director & Shareholder	Board Meeting Fee	-	5,000
Md. Toufiqul Islam	Director & Shareholder	Board Meeting Fee	-	-
Md.Toriqul Islam	Director & Shareholder	Board Meeting Fee	-	-
Md. Rabiul Haque	Nominated Director	Board Meeting Fee	20,000.00	25,000
Md. Iftikhar-Uz-Zaman	Independent Director	Board Meeting Fee	-	5,000
Md. Shams Ul Islam	Independent Director	Board Meeting Fee	5,000.00	-
A.K.M Delwer Hussain	Independent Director	Board Meeting Fee	15,000.00	10,000
Aman Tex Ltd.	Common Director	Sales	2,166,969,326	1,499,547,447
		Receivables	109,002,590	108,464,207
Aman Packaging & Accessories Ltd	Common Director	Purchase	920,000	2,150,690
		Payable	1,402,935	5,350,935
Aman Packaging Ltd	Common Director	Purchase	1,920,620	2,209,506
		Payable	3,048,495	4,627,875
Anwara Mannan Textile Mills Ltd	Common Director	Loan	(65,886,642)	(19,951,470)
		Interest Receivable	106,339,293	106,339,293
Aman Cement Mills unit-2 Ltd	Common Director	Loan	-	34,874,176
		Interest Receivable	42,509,575	42,509,575
Aman Jute Fibrous Ltd	Common Director	Loan	-	-
		Interest Receivable	29,444,918	29,444,918
Aman Feed Ltd.	Common Director	Loan	-	-
		Interest Payable	2,165,750	2,165,750
Aman Cold Storage Ltd	Common Director	Loan	20,210,803	34,210,803
		Interest Receivable	10,400,915	10,400,915
Akin Carrier Ltd	Common Director	Loan	-	-
		Interest Payable	27,839,939	27,839,939
Aman Food Limited.	Common Director	Loan	30,959,207	31,198,967
		Interest Receivable	6,659,662	6,659,662
Aman Tex Ltd.	Common Director	Loan	-	53,859,051
		Interest Receivable	23,486,259	23,486,259
Islam Brothers & Co.	Common Director	Loan	110,560,254	(92,303,444)
		Interest Payable	7,517,604	7,517,604
Aman Food & Beverage Ltd	Common Director	Loan	-	-
		Interest Receivable	198,107	198,107

KEY OPERATING AND FINANCIAL DATA OF AT LEAST PRECEDING 5 (FIVE) YEARS:

	2025	2024	2023	2022	2021
ASSETS EMPLOYED					
Total Assets	5,100,816,228	5,604,338,341	5,377,234,732	5,651,568,039	5,862,975,551
Total Current Assets	3,376,690,468	3,833,783,985	3,585,472,694	3,810,096,316	3,966,382,479
Property Plant & Equipment	1,724,125,760	1,769,809,890	1,791,075,072	1,841,471,723	1,896,593,072
Inventories	1,130,609,045	1,841,956,530	1,556,733,285	1,827,697,536	1,379,263,067
Accounts Receivable	309,395,820	497,380,379	509,380,890	227,524,768	672,816,338
FINANCED BY					
Share Capital	1,008,333,330	1,008,333,330	1,008,333,330	1,008,333,330	1,008,333,330
Revaluation Reserve	273,726,130	265,382,238	265,382,238	265,382,238	265,382,238
Retained Earnings	1,533,684,423	1,553,568,841	1,629,633,659	1,693,726,075	1,651,987,377
REVENUE AND PROFIT					
Revenue Earned	2,320,055,751	1,922,869,489	2,201,134,850	1,665,266,413	1,624,746,802
Gross Profit	179,784,514	153,385,273	175,435,843	183,339,364	327,747,295
Net Profit Before Tax	36,523,190	7,077,447	(64,881,904)	104,370,898	149,525,566
Net Profit After Tax	20,990,944	(25,231,485)	(95,207,841)	76,411,658	125,918,326

UNCLAIMED/UNSETTLED DIVIDEND 2017 TO 2024

The unclaimed/unsettled cash dividend for the year from 2017 to 2021 has been deposited to the Capital Market Stabilization (CMS) Fund as instructed by the Bangladesh Securities and Exchange Commission.

Summary of unclaimed/unsettled cash dividend transferred to CMS Fund (year-wise):

Deposited to CMS Fund:	Amount in Taka
2017-2018	390,480.75
2018-2019	503,794.05
2019-2020	540,396.70
2020-2021	467,249.86
Total Deposited to CMS Fund	1,901,921.36

Unclaimed/unpaid or Undistributed Cash Dividend hold by company (year-wise):

SL#	Financial Year	Sponsor Directors/Directors Unclaimed/Undistributed Cash Dividend Amount (BDT.)	General Shareholders Unclaimed/Undistributed Cash Dividend Amount (BDT.)	Unclaimed/Undistributed Cash Dividend Amount (BDT.)
01	2018-2019	17,280,000.00		17,280,000.00
02	2019-2020	3,240,000.00		3,240,000.00
03	2021-2022		289,930.95	289,930.95
04	2022-2023		231,484.95	231,484.95
05	2023-2024		202,057.95	202,057.95
Grand Total		20,520,000.00	723,473.85	21,243,473.85

Note: Details shown in the company website: www.amancotton.com

Number of Board meeting held in 2024-2025 (1st July 2024 to 30th June 2025)

The number of meetings of the Board held during the accounting year, and the attendance of Directors at those meeting is disclosed in the as follows:

Name of the Directors	Attendance	Remarks
Md. Rafiqul Islam	4	
Md. Rabiul Haque	4	
A.K.M Delwer Hussain, FCMA	3	Appointment dated: 14/11/2024
Mohammad Shams-Ul-Islam	1	Appointment dated: 27/04/2025

Number of Audit Committee meeting held in 2024-2025 (1st July 2024 to 30th June 2025)

The number of meetings of the Board held during the accounting year, and the attendance of Directors at those meeting is disclosed in the as follows:

Name of the Directors	Attendance	Remarks
A.K.M Delwer Hussain, FCMA	3	
Md. Rafiqul Islam	4	
Md. Rabiul Haque	4	
Shariful Islam, CMA(Final), Member Secretary	4	

Auditors

Aziz Halim Khair Choudhury, Chartered Accountants as the external auditor of the company for the year ended 30th June 2025 which approved by the shareholders in its 19th Annual General Meeting. The present auditor of the company, Aziz Halim Khair Choudhury, Chartered Accountants, has completed audit for the year 2024-2025 and they will retire in the 20th Annual General Meeting. The present auditor completed their audit for the period of three consecutive years as per regulatory compliance. Arun & Company, Chartered Accountants expressing their interest to appoint as the statutory auditor of the company for the financial year 2025-2026. The audit committee has reviewed and recommended to appointment of Arun & Company, Chartered Accountants with a remuneration of Tk. 450,000 (Four Lac Fifty Thousand) only for the financial year 2025-2026 and Rahman Sayd Zillur & Co., Chartered Accountants recommended to re-appointment as Corporate Governance Auditor with a remuneration of Tk. 90,000.00 only for the year ended 30th June 2026 of the company, both the appointments are subject to the approval of the shareholders in its upcoming Annual General Meeting.

The Pattern of Shareholding:

Name wise details	No. of Shares
(a) Parent/subsidiary/Associated Companies and other related parties:	
Aman Seeds Storage Ltd.	32,00,000
(b) Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit:	
Md. Rafiqul Islam, Director	15,600,000
Md. Shofiqul Islam, Director	15,600,000
Md. Toufiqul Islam, Director	15,600,000
Md. Rabiul Haque, Nominated Director	Nil
Mr. Md. Aminul Islam, FCMA, CFO	Nil
Mr. Shariful Islam, CMA (Final), Company Secretary	Nil
Senior Corporate Executives	Nil
(c) Shareholders holding ten percent (10%) or more voting interest in the company:	
Md. Rafiqul Islam	15,600,000
Md. Shofiqul Islam	15,600,000
Md. Toufiqul Islam	15,600,000
Md. Toriqul Islam	19,816,000

INDUSTRY OUTLOOK AND POSSIBLE FUTURE DEVELOPMENTS

Aman Cotton Fibrous PLC. (AMAN COTTON FIBROUS PLC.) is primarily engaged in manufacturing of high-quality cotton yarn in Bangladesh and marketing and selling of product in the domestic market as deemed export. The installation of a high-capacity air conditioning and filtration plant has enabled the mill to meet the international standards. The Company manufactures 100% cotton Carded; Combed & Semi-combed ring spun grey yarn for knitting as well as weaving. From the beginning of operation of AMAN COTTON FIBROUS PLC., it has managed to comply with the international standards of management, which was reflected to attain of ISO 9001:2008 Certificate. Aman Cotton Fibrous PLC. Possesses an installed capacity of producing 6,780 MT of cotton yarn per year. All the machinery imported from Germany, Switzerland, Italy, Japan & China are contemporary, hi-tech and high-speed most modern machines to spin the finest quality cotton yarn conforming to global standards. The management has a plan to expansion its existing project by acquisition & installation of brand-new European machineries and increasing its existing production capacity.

Product-wise Performance

The Company mainly produces 2 (Two) categories of yarn such as Carded Yarn and Combed Yarn. The mentioned categorized yarn productions are varied on the market demand and it is determined by the management of the company. Among the total sales, the following yarn products contribute largely:

Product Name	Sales During the Year 2024-2025 (MT)	Percentage (%)
Yarn-Carded	2,845	48.37%
Yarn-Combed	3,037	51.63%
Total	5,882	100.00

Risk and Concern

Aman Cotton Fibrous PLC operates in a highly competitive local industry that is influenced by various internal and external factors, each having direct and indirect impacts on investment and performance. The management carefully evaluates key risk factors, including interest rate risk, exchange rate risk, currency fluctuations, industry and market risks, as well as operational risks. To mitigate these risks, the company has implemented several proactive initiatives.

The company places strong emphasis on minimizing its dependence on bank borrowings. Since Aman Cotton Fibrous PLC maintains a solid equity base and primarily secures long-term financing at fixed interest rates, the management believes that any potential fluctuations in interest rates would have a minimal impact on the company's overall performance.

As part of its operations, the company imports a portion of its raw materials from international markets, although these materials are also available locally. Procurement decisions are made based on a combination of factors such as raw material prices in both domestic and foreign markets, lead times, and movements in foreign exchange rates. Given the company's strong financial position and profitability, foreign exchange fluctuation risks are not considered material in the case of Letter of Credit (LC) settlements.

Operational risks may arise periodically in the course of business activities, often as a result of human error or process inefficiencies. Aman Cotton Fibrous PLC manages these risks through a robust control-based environment, reinforced by periodic internal audits and continuous monitoring of external operational risk events. This approach ensures alignment with industry best practices and enables the company to learn from and adapt to lessons derived from operational challenges within the textile sector.

Analysis of Cost of Goods sold, Gross Profit Margin and Profit Margin:

(a) Cost of Goods Sold:

Current period's cost of goods sold was Tk. 2,140,271,237 as compared to last year cost of goods sold of Tk. 1,769,484,215. This is due to the fact that there has been increased in the cost of goods sold during the reporting period. During the reporting period total 5,093 MT Yarn of which Carded Yarn 2,368 MT, Combed Yarn 2,725 MT. Production capacity was utilized during the reporting period 75.42 %.

(b) Gross Profit:

The company has achieved a turnover Tk. 2,320,055,751 during the year ended 30th June 2025 and gross profit earned Tk. 179,784,514.

(c) Net Profit:

Net profit (after tax) earned during the period was Tk. 20,990,944.

STATEMENTS OF UTILIZATION OF PROCEED RAISED THROUGH PUBLIC ISSUES:

The company has already been utilized IPO proceeds fund for meet up of IPO expenses, partial loan repayment and acquisition & installation of machinery is under process of purchasing up to 2025. The shareholders of Aman Cotton Fibrous PLC. approved the extension of time for Utilization of Unutilized fund within the AGM of 2028 or 31st December 2028 (which even comes earlier) in its 19th Annual General Meeting (AGM).

Going Concern:

The Directors are of the opinion that the company is a going concern. Accordingly, Financial Statements are prepared on a going concern basis.

The system of Internal Control:

As there is always degree of uncertainty ahead of our operation, the Board of Directors assures its shareholders that the company has a competent risk management process to ensure that the system of internal control is sound in design and has effectively implemented and monitored. Although it is possible that all risks to the business are not known at present, the company takes reasonable steps to identify material risks that may hamper business results. The company then systematically reviews these risks in light of the changing internal and external environmental in order to assess that control that are in place are adequate to address those risks. This report further encloses a detailed discussion on the internal control framework under the statement of Internal Control.

Human Resource

The development of human resources continues to be a fundamental aspect of our organizational policy and a key source of strength. The company regularly arranges both in-house and external training programs to enhance the skills and capabilities of its employees. Aman Cotton Fibrous PLC is committed to fostering a harmonious, safe, and supportive work environment that encourages growth, motivation, and productivity. The company firmly believes that a skilled and dedicated workforce is essential to driving operational excellence and sustaining long-term profitability.

Environmental policies and practices

Aman Cotton Fibrous PLC. has formulated its environmental and occupational health and safety policies to ensure sustainable and environmentally responsible utilization of resources. The management of Aman Cotton Fibrous PLC. has been giving the top priority to effective use of raw materials and reducing air and water pollution. The company continues to stay committed to 'Fresh Air' by taking water treatment plan, cleaning and safety measures, planting trees and giving in house training sessions to our employees on environmental awareness and conservation.

Directors Declaration as to Financial Statements:

Declaration has been given Annexure-A [As per condition No. 1(5)(xxvi)]. Please see the Annexure-A. page no 40.

Acknowledgement

The Board would like to thank all stakeholders, including investors, suppliers, banks, insurance companies, Registrar of Joint Stock Companies & Firms, Stock exchanges, CDBL, Bangladesh Securities and Exchange Commission and various government authorities for their continued support to Aman Cotton Fibrous PLC.



Md. Shofiqul Islam
Chairman



A person wearing a white dress shirt and a dark blue tie with small white dots is seated at a desk. The person's hands are visible, one holding a pencil and the other resting on a document. The desk is covered with various financial documents, including charts and tables. A red-bordered box is superimposed over the center of the image, containing the text "INDEPENDENT AUDITORS' REPORT".

INDEPENDENT AUDITORS' REPORT

Independent Auditor's Report To the Shareholders of Aman Cotton Fibrous PLC.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Aman Cotton Fibrous PLC. which comprise the Statement of Financial Position as at 30 June 2025 and Statement of Profit or Loss and other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended 30 June 2025, and notes to the financial statements, including a summary of significant accounting policies and other explanatory notes.

In our opinion, the accompanying financial statements of the Company give a true and fair view of the financial position of the Company as at 30 June 2025, and of its financial performance and its cash flows for the year ended 30 June 2025 in accordance with International Financial Reporting Standards (IFRS), The Company Act 1994 and other applicable laws and regulations.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

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

Independence and Other Ethical Responsibilities

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), Bangladesh Securities and Exchange Commission (BSEC) and we have fulfilled our ethical responsibilities in accordance with the IESBA Code and the Institute of Chartered Accountants of Bangladesh (ICAB) Bye Laws.

Emphasis of Matters

1. According to IPO Utilization Audit Reports as of June 30 2025, the company has Un- utilized IPO proceeds amounting BDT. 717,498,337 and the shareholders of Aman Cotton Fibrous PLC has approved the revised time line for fund utilization of IPO proceed up to 31 December 2028.
2. As referred to note #8.0 in the financial statements, the company recorded advances, deposits and prepayments Tk. 574,396,961 which includes advance against Land Purchases Tk. 123,337,500 and Advance against land development Tk. 9,227,119 carry forwarded from several years. During the audit, no movement has occurred against the said balance.
3. As disclosed in Note #8.02 & Note#20 to the financial Statements, these accounts stated balances of Tk. 161,730,263 & Tk. 65,886,642 respectively, the company carried out transaction with related parties without obtaining necessary consent from the Bangladesh Securities and Exchange Commission (BSEC).
4. We draw attention to note#35 to the financial statements where management explained the circumstances of various contingencies; and additional claims of explaining additional income TAX Demand from Income Tax Authority, the uncertainties of getting judgment in favor of the company and managements positions on the same. Our opinion is not modified in respect of this matter.

Key Audit Matters

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

We have fulfilled the responsibilities described in the auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters.

Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatements of the financial statements. These results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on accompanying financial statements.

Risk	Our response to the risk
Turnover	
<p>The Company has made sales of Tk. 2,320,055,751 during the year. In the process of recovering from epidemic of Covid, the Company's sales have been increased about 21% compared to the previous year. Recognition of the revenue has been considered complex to several types of contracts based mainly on export sales, as well as high sales volume comparing to the last few years' performance.</p>	<p>Our procedure to include:</p> <ol style="list-style-type: none"> 1. Reviewing the director's assessment of selecting the major customer, ensuring the veracity of the data presented and assessing management's consideration of this process; 2. Assessing completeness and accuracy of the data used for recognition of revenue; 3. Reviewing the company's revenue recognition policies, accounting guidelines and disclosures to assess conformity with IFRS 15 "Revenue from Contracts with customers". 4. Evaluating the appropriateness of the notes related to the company's revenue.
Refer "Sales" of the Financial Statement	
Long Term Loan	
<p>Long term loans were taken from Meghna Bank PLC</p>	<p>Our procedure to include:</p> <ol style="list-style-type: none"> 1. Testing the effectiveness of the company's control around the recording of loan, interest, and repayments; 2. Obtaining supporting documents of loan taken, utilization of loan ,bank statements, and transaction recorded either side of the year and credit notes issued after the year- end to determine whether the amount recorded in the correct period; 3. Test interest rates application, calculation, and repayments for carrying amount and current and non-current distinguish; 4. Considering the adequacy of the company's disclosure regarding the loan; and <p>The result of our testing is satisfactory and we considered the carrying amount of the loan recognized to be acceptable and recorded correctly</p>
Refer note no. 15 of the Financial Statement	
Inventory	
<p>The company had inventory of Tk. 1,130,609,045 at June 30, 2025 held in the factory, go down and across multiple product lines. Inventories are carried at the lower of cost and net realizable value. As a result, the management applies judgment in determining the appropriate values for slow- moving or obsolete items.</p>	<p>Our procedure to include:</p> <ol style="list-style-type: none"> 1. Evaluating the design and implementation of key inventory controls operating across the company, including stock in the factory and in the go-downs ; 2. Checking the management's inventory count sheet and reconciling the count result to the inventory listing to test the completeness of data; 3. Comparing the net realizable value, obtained through a detailed review of sales subsequent to the year- end, to the cost price of a sample of inventories; 4. Collecting third party valuation to confirm more appropriate valuation

Other information

Management is responsible for the other information. The other information comprises all of the information in the Annual Report other than the consolidated and separate financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

Management is responsible for the preparation and fair presentation of the financial statements of in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 other applicable laws and regulations and the Securities and Exchange Rules 2020 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of Financial Statements

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

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

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

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or

regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, the Securities and Exchange Rules 2020 and relevant notifications issued by Bangladesh Securities and Exchange Commission, we also report that:

- a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b. In our opinion, proper books of accounts, records and other statutory books as required by law have been kept by The Company so far as it appeared from our examinations of those books;
- c. The Financial Statements of the Company together with the annexed notes dealt with by the report are in agreement with the books of accounts and returns.

Dated: 26 October 2025

Signed for and on behalf of
PKF Aziz Halim Khair Choudhury
Chartered Accountants

Signed by:

Dr. Jamshed S.A. Choudhury

Dr. Jamshed S A Choudhury FCA
Senior Partner & International
Liaison Partner ICAB
Enrolment No. 363
DVC: 2510260363AS972747
Dhaka





FINANCIAL STATEMENTS

AMAN COTTON FIBROUS PLC.

Statement of Financial Position

As at 30 June 2025

Particulars	Notes	Amount in Taka	
		30-Jun-25	30-Jun-24
ASSETS:			
Non-Current Assets :			
		1,724,125,760	1,770,554,356
Property, Plant and Equipments	3.00	1,724,125,760	1,769,809,890
Capital Work in Progress	4.00	-	744,466
Current Assets :			
		3,376,690,468	3,833,783,985
Investment in listed Securities	5.00	84,000	107,000
Inventories	6.00	1,130,609,045	1,841,956,530
Accounts and Other Receivables	7.00	309,395,820	497,380,379
Advances, Deposits & Pre-payments	8.00	574,396,961	615,708,842
Cash & Cash Equivalents	9.00	1,362,204,642	878,631,234
Total Assets		<u>5,100,816,228</u>	<u>5,604,338,341</u>
SHAREHOLDERS' EQUITY & LIABILITIES:			
Shareholders' Equity :			
		3,391,054,517	3,402,615,743
Share Capital	10.00	1,008,333,330	1,008,333,330
Share Premium	11.00	575,347,984	575,347,984
Retained Earnings	12.00	1,533,684,423	1,553,568,841
Available for Sale Reserve	13.00	(37,350)	(16,650)
Revaluation Surplus	14.00	273,726,130	265,382,238
Non-Current Liabilities :			
		569,456,390	634,893,555
Long Term Borrowings	15.00	476,984,222	512,712,864
Deferred Tax Liability	16.00	92,472,168	122,180,691
Current Liabilities :			
		1,140,305,321	1,566,829,043
Short term Borrowings	17.00	819,678,951	990,535,210
Long Term Borrowings-Current Maturity	18.00	147,057,840	13,128,723
Accounts Payable	19.00	8,723,522	292,668,454
Inter Company Current Liability	20.00	65,886,642	111,504,176
Liabilities for Expenses & Others	21.00	58,466,931	67,327,062
Unclaimed Dividend Account	22.00	21,274,295	21,538,760
Provision for Income Tax	23.00	19,217,141	70,126,658
Total Liabilities & Shareholders' Equity		<u>5,100,816,228</u>	<u>5,604,338,341</u>
NAV per share with revaluation	24.00	33.63	33.74
NAV per share without revaluation	24.00	30.92	31.87

The accompanying notes form an integral part of this financial statements are to be read in conjunction therewith.

 Company Secretary	 Chief Financial Officer	 Director	 Managing Director	 Chairman
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(Signed as per annexed report on even date)

Dr. Jamshed S.A. Choudhury.

Dr. Jamshed S A Choudhury FCA
Senior Partner
PKF Aziz Halim Khair Choudhury
Chartered Accountants
Enrolment No. 363
DVC: 2510260363AS972747

Place : Dhaka
Date: 26 October 2025

AMAN COTTON FIBROUS PLC.
Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2025

Particulars	Notes	Amount in Taka	
		30-Jun-25	30-Jun-24
Sales			
Less: Cost of Sales	27.00	2,320,055,751	1,922,869,489
Gross Profit	28.00	(2,140,271,237)	(1,769,484,215)
		179,784,514	153,385,273
Less: Operating Expenses:		(41,273,384)	(41,327,671)
Administrative Expenses	29.00	(31,484,999)	(30,839,977)
Selling and Distribution Expenses	30.00	(9,788,385)	(10,487,694)
Operating Profit		138,511,130	112,057,603
Less: Financial Expenses	31.00	(160,885,999)	(148,347,324)
Profit before Other Income		(22,374,869)	(36,289,721)
Add: Non Operating Income	32.00	58,898,059	43,367,169
Profit before Tax		36,523,190	7,077,447
Provision for Tax:		(15,532,246)	(32,308,932)
Current Tax	33.00	(36,894,577)	(29,383,135)
Deferred Tax	16.00	21,362,331	(2,925,797)
Net Profit after Tax		20,990,944	(25,231,485)
Other Comprehensive Income :		8,323,192	(27,900)
Unrealized gain/(loss) on securities available for sale	5.01	(23,000)	(31,000)
Tax on Revaluation Reserve	16.00	8,343,892	-
Related tax	16.00	2,300	3,100
Total Comprehensive Income		29,314,136	(25,259,385)
Basic Earnings Per Share	34.01	0.21	(0.25)

The accompanying notes form an integral part of this financial statements are to be read in conjunction therewith.







Company Secretary **Chief Financial Officer** **Director** **Managing Director** **Chairman**

(Signed as per annexed report on even date)

Dr. Jamshed S.A. Choudhury.

Dr. Jamshed S A Choudhury FCA
Senior Partner
PKF Aziz Halim Khair Choudhury
Chartered Accountants
Enrolment No. 363
DVC: 2510260363AS972747

Place : Dhaka
Date: 26 October 2025

Statement of Changes in Equity

For the year ended 30 June 2025

Amount in Taka

Particulars	Share Capital	Share Premium	Retained Earnings	Available For Sale Reserve	Revaluation Surplus	Total
Balance as on July 01, 2024	1,008,333,330	575,347,984	1,553,568,842	(16,650)	265,382,238	3,402,615,744
Prior Year Adjustment			9,957,971			9,957,971
Profit for the year	-		20,990,944	-	-	20,990,944
Dividend Payable			(50,833,333)	-	-	(50,833,333)
Deferred Tax Adjustment revalued assets					8,343,892	8,343,892
Unrealised gain/(loss)	-		-	(20,700)	-	(20,700)
Balance as on June 30, 2025	1,008,333,330	575,347,984	1,533,684,424	(37,350)	273,726,130	3,391,054,517
Particulars	Share Capital	Share Premium	Retained Earnings	Available For Sale Reserve	Revaluation Surplus	Total
Balance as on July 01, 2023	1,008,333,330	575,347,984	1,629,633,659	11,250	265,382,238	3,478,764,261
Profit for the year	-		(25,231,485)	-	-	(25,231,485)
Dividend Payable			(50,833,333)			(50,833,333)
IPO Expenses						-
Unrealised gain/(loss)	-		-	(27,900)	-	(27,900)
Balance as on June 30, 2024	1,008,333,330	575,347,984	1,553,568,842	(16,650)	265,382,238	3,402,615,744



Company Secretary



Chief Financial Officer



Director



Managing Director

Chairman

(Signed as per annexed report on even date)

AMAN COTTON FIBROUS PLC.

Statement of Cash Flows

For the year ended 30 June 2025

Particulars	Notes	Amount in Taka	
		30-Jun-25	30-Jun-24
Cash Flows from Operating Activities :			
Cash Received from Customer & Others		2,513,987,650	1,931,622,623
Cash Paid to Suppliers, Employees & Others		(1,721,653,792)	(1,719,763,571)
Cash Generated from Operations		792,333,858	211,859,052
Tax paid		(41,232,725)	(51,570,430)
Net Cash Generated from Operating Activities		751,101,133	160,288,622
Cash Flows from Investing Activities:			
Acquisition of Property, Plant & Equipments		(926,516)	(28,868,525)
Work In Progress		744,466	(57,499)
Interest on FDR		52,953,469	46,611,645
Inter company Current Account		(45,617,534)	22,600,865
Dividend Income		-	6,000
Net Cash Used in Investing Activities		7,153,886	40,292,485
Cash Flows from Financing Activities:			
Increase/(Decrease) in Long Term Borrowing		98,200,475	(7,075,847)
Increase/(Decrease) in Short Term Borrowing		(170,856,259)	20,843,050
Increase/(Decrease) in Dividend Payment		(51,097,799)	(50,833,333)
Interest Expenses		(150,928,028)	(148,347,324)
Net Cash flow From/(Used) in Financing Activities		(274,681,611)	(185,413,455)
Net Increase/(Decrease) in cash and cash equivalents		483,573,408	15,167,652
Cash & Cash Equivalents at the beginning including For. Ex. gain/(loss)		878,631,234	863,463,582
Cash & Cash Equivalents at the ending of the year		1,362,204,642	878,631,234
Add: Unrealized foreign exchange gain/(loss) in cash & cash equivalents			
Cash and Cash Equivalents at Closing including For. Ex. gain/(loss)		1,362,204,642	878,631,234
Net operating cash flow per share (NOCFPS)		7.45	1.59

The accompanying notes form an integral part of this financial statements are to be read in conjunction therewith.

 Company Secretary	 Chief Financial Officer	 Director	 Managing Director	 Chairman
--	--	---	--	---

(Signed as per annexed report on even date)

AMAN COTTON FIBROUS PLC.

Notes to the Financial Statements

For the year ended 30 June 2025

1.00 Significant information of the enterprise:

1.01 Legal form of the Enterprise :

Aman Cotton Fibrous PLC. was incorporated as a private Limited Company with the issuance of certificate of incorporation bearing No-C-403 dated December 28, 2005 by the Registrar of Joint Stock Companies & Firms and the Company commenced its commercial production on November 01, 2007. Subsequently the shareholders in their Extra-ordinary General Meeting held on 22 April, 2012 approved conversion of status of the company from private limited to public limited company.

1.02 Registered and Corporate Office of the Company:

Registered office of the company is situated at Boiragirchala, Shreepur, Gazipur.

Corporate office of the company is situated at 2 , Ishakha Avenue, Sector # 6, Uttara, Dhaka-1230.

1.03 Address of the Factory:

The factory of the Company was established at Boiragirchala, Shreepur, Gazipur.

1.04 Principal Activities and nature of the business

The Principal activities and nature of the business of the company is to manufacture of high quality yarn in Bangladesh and marketing and selling of product in the global and domestic Market.

2.00 Significant Accounting Policies:

2.01 Basis of preparation of Financial Statements:

The Financial Statement of the Company are prepared on a going concern assumption and in accordance with the International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), the Companies Act 1994, The Securities and Exchange rules 2020 and other laws and rules applicable in Bangladesh.

2.02 Accounting Convention

The Financial Statements have been prepared on the Basis of historical cost Basis except land & land development (which have been stated at current cost), monetary assets at realisable value and Investment in listed Securities are carried at fair value Based on the year ended quoted price.

2.03 Date of authorisation :

The Board of Directors of Aman Cotton Fibrous PLC approved this financial Statements on 26 October 2025.

2.04 Reporting Period :

The Financial Statements of the Company cover Period from 01 July , 2024 to 30 June 2025.

2.05 Statement of Cash Flows:

Statement of Cash Flows have been prepared in accordance with IAS 7 " Statement of Cash Flows " and the cash flow from the operating activities are shown under direct method as prescribed.

2.06 Recognition of Property, Plant & Equipment and Depreciation:

In accordance with the International Accounting Standard adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) as IAS 16 "Property, Plant and Equipment" have been accounted for at cost less accumulated depreciation except land and land development. Cost includes expenditure that is directly attributed to the acquisition of the items. Depreciation is charged in addition to fixed assets when it is available for use. Depreciation on all Property, Plant & Equipment have been applied on Reducing Balance method as per decision of the Board at the following rate :

Land & Land Development	-
Building & Civil Construction	2.5%
Plant & Machinery	15%
Electrical Installation	10%
Electrical Equipment	10%
Gas Line Installation	10%
Fire Equipment	15%
Vehicle	20%
Office Equipment	10%
Computer & IT Equipment	20%
Furniture & Fixture	10%



Depreciation has been allocated @ 95% for manufacturing and 5% for non manufacturing expenditure.

Revaluation of assets : The company has revalued its Land on 15 may, 2013 and incorporated the revaluation surplus in the Financial Statement accordingly and shown in note # 16.00

2.07 Impairment :

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impaired loss immediately in statement of comprehensive income unless the asset is carried at revalued amount. Any impaired loss of a revalued asset treated as a revaluation decrease. During the period no impaired loss occurred and not recognized in the Financial Statements.

2.08 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 IFRS-15 'Revenue from contract with Customers'.

Sales revenue is recognized when transactions related to sales are completed and the sales invoices are issued in favor of the buyers and performance obligations are satisfied.

2.09 Valuation of Current Assets:

Accounts Receivable:

These are stated at their original invoice less provision/ write off. Management considered the entire receivable as good and is collectable and therefore, no amount was provided for as bad debt in the current year's financial statement.

Inventories:

In compliance with the requirements of IAS 2 "Inventories", the Inventories have been valued at the lower of cost and net realizable value after making due allowance for any obsolete or slow moving items.

2.10 Financial Instruments:

Derivative:

According to IFRS 7: " Financial Instruments : Disclosures", the Company was not a Party to any derivative contract (financial instruments) at the financial statement date, such as forward exchange contracts, 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 IAS 39 "Financial Instruments: Recognition and Measurement".

2.11 Currency of Reporting and Foreign currency transactions:

Currency of Reporting

The financial statement of the Company has been prepared in the Bangladesh Taka (BDT).

Foreign Currency Transactions

Transactions in foreign currencies are converted into equivalent Taka applying the rate ruling at the date of such transactions as per IAS-21 " The Effect of Changes in Foreign Exchange Rates".

2.12 Long Term Borrowings:

Long term liabilities comprises the amount borrowed from the bank and other Financial Institutions for the long period of time and shown in the accounts at transaction cost as per IAS 39 "Financial Instruments: Recognition and Measurement".

2.13 Contingent Liabilities:

Contingent Liabilities are those which arise due to the past event which shall be settled in the future on the occurrence or non occurrence of some uncertain event, cost of which can be measured reliably as per IAS-37 " Provision, Contingent Liabilities and Contingent Assets". In the year under review there is no such contingent liabilities as well as no commitment is made , to be settled in the future.

2.14 Taxation:

Current Tax

Current tax has been made at the rate of 12% on deemed export as prescribed at SRO No.44/Law/IT/2024 Dt:4/03/2024 on the accounting profit made by the Company making some adjustment with the profit as per Income Tax Act-2023 in compliance with IAS-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 taxes 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 30, 2025 has been recognized in the statement of comprehensive income as per IAS-12 "Income Taxes".

2.15 Employee Benefits:

The Company will participate in the central fund after created by Government following section 232(3) of the Labor Act, 2006 and Rules 212-226 of the Labor Rules-2015 as the company is a 100% export oriented yarn manufacturer for securing benefits to the employees in accordance with the provision of International Accounting Standard (IAS) 19, "Employee Benefit". The company pays two festival bonuses to all employees in every year.

2.16 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 IAS-23 "Borrowing Cost".

2.17 Earning Per Share:

The Company calculates Earning Per Share (EPS) in accordance with IAS-33 "Earning Per Share" which has been shown on the face of the Statement of Profit or Loss and other Comprehensive Income and details are shown in Note-34.01

Basic Earnings Per Share

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

Sl. No.	Particulars
(a)	Earnings attributable to the ordinary shareholders
(b)	Weighted Average Number of Shares
(c)	Earning Per Share

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.

Diluted earnings per share:

No diluted earnings per share is required to be calculated for the period as there was no scope for dilution during the year.

2.18 Information about business segments:

As per IFRS 8 "Operating Segment", this is a distinguishable component of a company that is engaged in providing an individual product or service or a group of related product or service and that is subject to risk and return that are different from those of other business segment. During the year under review the company had no operational segment either business or geographical segments.

2.19 Application of International Accounting Standards (IASs) and International Financial Reporting Standards(IFRS) :

The Financial Statements have been prepared in compliance with requirement of IAS and BFRS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following IASs and IFRS are applicable for the financial statements for the period under review :

IAS- 1 Presentation of Financial Statements

IAS- 2 Inventories

IAS- 7 Statement of Cash Flows

IAS- 8 Accounting Policies, Changes in Accounting Estimates and Errors

IAS- 10 Events after the Reporting Period

IAS- 12 Income Taxes

IAS- 16 Property, Plant and Equipment

IAS- 21 The effects of changes in Foreign Exchange Rate



IAS- 23 Borrowing Cost
IAS- 24 Related Party Disclosure
IAS- 32 Financial Instruments Presentation
IAS- 33 Earning Per Share (EPS)
IAS- 37 Provisions, Contingent Liabilities and Contingent Assets
IFRS- 7 Financial Instruments : Disclosures
IFRS- 9 Financial Instruments
IFRS- 13 Fair Value Measurement
IFRS- 15 Revenue from Contract with Customers

2.20 Responsibility for preparation and presentation of financial statements:

The Company's management and the Board of Directors are responsible for the preparation and presentation of Financial Statements as per section 183 of the companies Act 1994.

2.21 Components of the Financial Statements:

Following are the components of the financial statements

- a) Statement of Financial Position as at June 30, 2025
- b) Statement of Profit or Loss and Other Comprehensive Income for the Year ended June 30, 2025
- c) Statement of Changes in Equity for the Year ended June 30, 2025
- d) Statement of Cash Flows for the Year ended June 30, 2025
- e) Explanatory notes to the financial statements.

2.22 Comparative:

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 and restated whenever considered necessary to ensure comparability with the current year's presentation as per IAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors".

	Amount in Taka	
	30-Jun-2025	30-Jun-2024
3.00 Property, Plant and Equipments:		
Land & Land Development	478,046,073	478,046,073
Building & Civil Construction	1,137,213,196	1,166,372,509
Plant & Machinery	78,512,118	92,367,198
Electrical Installation	2,978,834	3,309,815
Electrical Equipment	24,559,661	26,544,046
Gas Line Installation	377,213	419,126
Fire Equipment	69,619	81,905
Vehicle	712,662	890,828
Office Equipment	139,947	155,497
Computer & IT Equipment	864,108	923,035
Furniture & Fixture	652,327	699,858
	1,724,125,760	1,769,809,890

3.01 Movement of Fixed Assets

Fixed Assets at cost :

Opening Balance	3,343,604,311	3,314,735,786
Add: Addition during the year	926,516	28,868,525
Closing Balance	3,344,530,827	3,343,604,311
Less: Accumulated Depreciation	(1,620,405,068)	(1,573,794,421)
Written Down Value (WDV)	1,724,125,760	1,769,809,890

Details please see Annexure-'A'

4.00 Capital Work in Progress :

A new Sub-Station is being made in Factory at Sreepur, Dist-Gazipur, to increase electrical capacity. This is made up as under :

Opening balance	744,466	686,966
CWIP - Sub-Station	-	28,413,769
Total	744,466	29,100,735
Transferred to fixed assets	(744,466)	(28,356,269)
Closing balance	-	744,466

5.00 Investment in Listed Securities :

This represents investment in listed shares

Market Value of Securities	84,000	107,000
	84,000	107,000

Detail descriptions of the securities are as under.

Name of the Securities	Quantity	Cost Value (Tk)	Market Value (Tk)	Unrealised Gain/(Loss)
CAPMIBBLMF	10,000	125,500	84,000	(41,500)
CAPMIBBLMF (2023-2024)	10,000	125,500	107,000	(18,500)

		Amount in Taka	
		30-Jun-2025	30-Jun-2024
5.01	Unrealized Gain / (Loss) during the year:		
	Unrealized Gain / (Loss) as per Current Year Portfolio Statement	(41,500)	(18,500)
	Unrealized Gain / (Loss) as per Last Year Portfolio Statement	(18,500)	12,500
	Unrealized Gain / (Loss) during the year	(23,000)	(31,000)
6.00	Inventories :		
	Finished Goods 6.01	941,192,050	1,215,151,811
	Working-in-process 6.02	32,849,768	24,100,077
	Raw Materials 6.03	92,251,660	532,557,522
	Packing Materials 6.04	1,225,322	499,902
	Other Materials 6.05	63,090,243	69,647,218
		1,130,609,045	1,841,956,530
6.01	Finished Goods :		
	Value inTaka-		
	Carded	193,992,909	359,399,456
	Combed	747,199,141	855,752,355
		941,192,050	1,215,151,811
	Quantity in MT-		
	Carded	542	1,022
	Combed	2,022	2,336
		2,564	3,358
6.02	Working-in-process		
	Value inTaka-		
	Carded	15,854,389	6,189,745
	Combed	16,995,379	17,910,332
		32,849,768	24,100,077
	Quantity in MT-		
	Carded	44	18
	Combed	46	51
		90	69
6.03	Raw Materials :		
	Value inTaka-		
	Raw Cotton	92,251,660	532,557,522
		92,251,660	532,557,522
	Quantity in MT-		
	Raw Cotton	372	2,125
		372	2,125
6.04	Packing Materials :		
	Value inTaka-		
	CONE	716,909	298,463
	Poly Bag	131,910	1,610
	WPP Bag	376,503	190,814
	Sticker	-	9,015
		1,225,322	499,902

	Amount in Taka	
	30-Jun-2025	30-Jun-2024
Quantity in Pcs & Kgs-		
CONE (pcs.)	199,141	82,907
Poly Bag(kg.)	574	7
WPP Bag (Kg.)	14,472	7,270
Sticker (pcs.)	-	50,109
6.05 Other Materials		
Value inTaka-		
Spare Parts	63,090,243	69,647,218
	63,090,243	69,647,218
7.00 Accounts and Other Receivables:		
Accounts Receivables (Notes-7.01)	105,475,499	293,460,059
Other Receivables (Notes-7.02)	203,920,321	203,920,321
	309,395,820	497,380,379
7.01 Accounts Receivable :		
Opening Balance	293,460,059	305,460,571
Add: Sales during the year	2,320,055,752	1,922,869,489
Available for collection	2,613,515,810	2,228,330,060
Less: Realized/adjustment during the year	(2,507,804,517)	(1,935,998,935)
	105,711,293	292,331,124
Add: Translated Foreign Exchange Gain/(Loss) (Note-32.02)	(235,794)	1,128,934
	105,475,499	293,460,059
There is only related party transaction with Aman Tex Ltd. Details of Related party transactions have been shown in note - 36.		
7.02 Other Receivables :		
Opening Balance	203,920,321	203,920,321
Add: During the year	-	-
Less: Received during the year	-	-
Interest Receivable from Sister Concern	203,920,321	203,920,321
7.03 Disclosure as per Schedule-XI, Part -I, of The Companies Act, 1994		
Maturity less than 6 months	105,475,499	293,460,059
Maturity more than 6 months	203,920,321	203,920,320
	309,395,820	497,380,379
Debts considered Good & Secured	105,475,499	293,460,059
Debts considered Good without security	-	-
Debts considered doubtful & bad	-	-
Debts due by directors or other officers & staffs	203,920,321	203,920,321
Debts due from companies under same management	-	-
Maximum debt due by directors or officers & staffs at any time	-	-
All the debts are considered good as it has been made through letter of credit.		

		Amount in Taka	
		30-Jun-2025	30-Jun-2024
8.00	Advances, Deposits & Pre-Payments :		
	Advances (Note 8.01)	388,739,886	437,741,820
	Loans & Advances (Inter-Company) (Note 8.02)	161,730,263	154,142,996
	Security Deposits (Note 8.03)	21,449,551	21,346,766
	Pre-Payments (Note 8.04)	2,477,260	2,477,260
		574,396,961	615,708,842
8.01	Advances		
	Advance against Income tax (Note: 8.01.1)	36,230,425	82,804,095
	Advance against Purchases	93,060,389	93,734,816
	Advance against Land Purchase	123,337,500	123,337,500
	Advance against Land Development	9,227,119	9,227,119
	Advance against L/C Margin	123,625,600	125,157,306
	Advance to Employee	380,616	708,928
	Advance against Loan Installment	2,288,130	2,288,130
	Advance against C&F agency & Others	590,108	483,926
		388,739,886	437,741,820
8.01.1	Advance income tax:		
	Opening balance	82,804,095	53,507,526
	Add: Addition during the year:		
	TDS on export proceeds realisation	25,114,965	19,441,733
	TDS on FDR Interest Income	10,586,094	9,940,202
	AIT on Cars	356,000	302,500
	TDS on Import	170,922	11,179
	TDS IBBL MSND A/C-5114	2,444	-
	TDS on Dividend Income	-	1,200
	Less: Adjustment during the year	(82,804,095)	(400,246)
	Closing balance	36,230,425	82,804,095
8.02	Loan & Advances (Inter company)		
	Aman Cement Mills Unit 2 Ltd	-	34,874,176
	Aman Cold Storage Ltd	20,210,803	34,210,802
	Aman Food Ltd.	30,959,207	31,198,967
	Islam Brothers & Co.	110,560,254	-
	Aman Tex Ltd.	-	53,859,051
		161,730,263	154,142,996

(During the year, the Company carried out a number of transaction with related parties in the normal course of business. The names of these related parties and nature of these transaction have been set out below in accordance with the provisions of IAS 24 : Related party disclosure.)

Aman Cement Mills Unit 2 Ltd

Opening Balance	34,874,176	37,476,176
Add: Received during the year	437,926,958	330,435,895
	472,801,134	367,912,071
Less: Adjusted during the Year	(472,801,134)	333,037,895
	-	34,874,176

	Amount in Taka	
	30-Jun-2025	30-Jun-2024
Aman Cold Storage Ltd		
Opening Balance	34,210,803	37,045,000
Add: Received during the year	-	-
	34,210,803	37,045,000
Less: Adjusted during the Year	(14,000,000)	(2,834,197)
	20,210,803	34,210,803
Aman Food Ltd.		
Opening Balance	31,198,967	31,198,967
Add: Received during the year	178,760,240	-
	209,959,207	31,198,967
Less: Adjusted during the Year	(179,000,000)	-
	30,959,207	31,198,967
Islam Brothers & Co.		
Opening Balance	91,552,707	-
Add: Received during the year	725,833,464	-
	817,386,171	-
Less: Adjusted during the Year	(927,946,425)	-
	110,560,254	-
Aman Tex Ltd.		
Opening Balance	53,859,051	53,859,051
Add: Received during the year	179,028,500	-
	232,887,551	-
Less: Adjusted during the Year	(232,887,551)	-
	-	53,859,051
8.03 Security Deposits-		
Mymensingh PBS-2 for Electricity Connection	3,246,250	3,246,250
BTCL for T & T Line Connection	18,000	18,000
Titas Gas T & D Co.Ltd. for Gas Connection	9,724,065	9,724,065
Bank Guarantee for Titas Gas Connection	8,461,236	8,358,451
	21,449,551	21,346,766
8.04 Pre-payments		
Insurance	2,477,260	2,477,260
	2,477,260	2,477,260
8.A Disclosure as per Schedule-XI, Part -I, of The Companies Act, 1994		
Maturity less than 6 months	388,739,886	437,741,819
Maturity more than 6 months	23,926,811	23,824,026
	412,666,697	461,565,845

	Amount in Taka	
	30-Jun-2025	30-Jun-2024
Advance, deposits & prepayments considered good & secured	574,396,961	616,568,459
Advance, deposit & prepayments considered Good without security	-	-
Advance, deposit & prepayments considered doubtful & bad	-	-
Advance, deposit & prepayments due by directors or other officers & staffs	-	-
Advance, deposit & prepayments due from companies under same management	-	-
Maximum advance due by directors or officers & staffs at any time	-	-
	574,396,961	616,568,459

8.01.B Advance against Land Purchase:

Advance against land purchase (Land value for Tk. 67,062,500 & subsequent land development for Tk. 56,275,000) at Sreepur, Gazipur total amount of Tk 12,33,37,500

9.00 Cash and Cash Equivalents :

This is made-up as follows:

Cash in hand		783,583	1,015,526
Cash at Banks	9.01	561,504,225	100,193,398
FDR	9.02	799,916,834	777,422,310
		1,362,204,642	878,631,234

Amount in Taka

30-Jun-2025

30-Jun-2024

9.01 Details Break-up of cash at Bank is as follows :

Name of the Bank	Branches	Account No	Currency		
Agrani Bank PLC	Amin Court	200017011845	BDT	37,409	743,801
Agrani Bank PLC	Amin Court	20018864125	BDT	-	30,950,865
Agrani Bank PLC	Paltan	200023881434	BDT	61,539	-
Agrani Bank PLC	Paltan	200023800180	BDT	5,493,431	-
Al Arafah Islami Bank PLC	Uttara	171020069525	BDT	437,242,573	4,373,579
Al Arafah Islami Bank PLC	Uttara	1079580000586	USD	105,982,330	30,834,203
Bank Al- Falah PLC	Motijheel	57012500056625	BDT	27,529	27,529
Bank Asia PLC	Uttara	50101000167	BDT	2,085	4,155
City Bank PLC	Principal	2921399871001	BDT	2,456,242	2,456,242
Commercial Bank of Ceylon	Uttara	1806011188	BDT	814,842	9,848
EXIM Bank PLC	Mawna	11100005232/0948	BDT	-	339
EXIM Bank PLC	Rajuk	1311100014172	BDT	22,174	6,044
EXIM Bank PLC		0185000030451	USD	1,748,219	-
First Security Islami Bank PLC	Dilkusha	10111100029143	BDT	2,751	2,751
Isalmi Bank Bangladesh PLC	Ramna	20501570100217900	BDT	541,003	97,322
Isalmi Bank Bangladesh PLC	Ramna	20501570900005114	BDT	550,817	538,620
Isalmi Bank Bangladesh PLC	Palton	20502060100143306	BDT	-	508
Isalmi Bank Bangladesh PLC	Uttara	20502070100324409	BDT	19,373	20,149
Isalmi Bank Bangladesh PLC	Mawna	20502960100017012	BDT	242,136	78,811
Isalmi Bank Bangladesh PLC	Ramna	20501572600010008	BDT	2,990	14,990
Isalmi Bank Bangladesh PLC	Ramna	20501572500010007	BDT	216,567	188,881
Meghna Bank PLC	Uttara	111211100000001	BDT	-	33,916
ONE Bank PLC	Motijheel	0200200180003	BDT	167,965	169,150
Prime Bank PLC	Uttara	12511060018178	BDT	318,497	610,673
Pubali Bank PLC	Principal	355590143153	BDT	56,965	57,885
Shahjalal Islami Bank PLC	Dhaka Main	40011100015366	BDT	46,377	46,377
Woori Bank	Uttara	964001252	BDT	14,683	14,683
City Bank PLC	Principal	5121399871001	USD	301,707	289,488
City Bank PLC	Principal	5121399871002	EURO	7,988	5,595
Isalmi Bank Bangladesh PLC	Ramna	20501572800000211	USD	5,041,893	28,536,301
Isalmi Bank Bangladesh PLC	Ramna	20501572100010003	USD	84,141	80,693
				561,504,225	100,193,398



		Amount in Taka	
		30-Jun-2025	30-Jun-2024
9.02	Fixed Deposit:		
	Al Arafah Islami Bank PLC MTDR A/C: 0171310102322 (Note: 9.02.1)	158,396,484	156,620,617
	Al Arafah Islami Bank PLC MTDR A/C: 0171320048132 (Note: 9.02.2)	50,000,000	-
	Al Arafah Islami Bank PLC MTDR A/C: 0171320048143 (Note: 9.02.3)	150,000,000	-
	Commercial bank of Cylon FDR A/C: 380600010330 (Note: 9.02.4)	-	206,443,536
	First security Islami bank FDR A/C: 010124300113217 (Note: 9.02.5)	232,412,406	218,114,468
	First security Islami bank FDR A/C: 010124300113218 (Note: 9.02.6)	127,800,960	119,938,685
	First security Islami bank FDR A/C: 010124300113233 (Note: 9.02.7)	81,306,984	76,305,004
	Closing Balance	799,916,834	777,422,310
9.02.1	Al Arafah MTDR A/C: 0171310102322		
	Opening Balance	156,620,617	156,197,589
	Add:	-	-
	Add: Interest received	11,687,938	11,840,306
	Available for collection	168,308,555	168,037,895
	Less: TDS	(2,337,588)	(11,367,278)
	Less: Excise duty	(50,230)	(50,000)
	Less: Interest Transferred to CD A/C	(7,524,253)	-
	Closing Balance	158,396,484	156,620,617
9.02.2	Al Arafah MTDR A/C: 0171320048132		
	Opening Balance	-	-
	Add:	50,000,000	-
	Add: Interest received	-	-
	Available for collection	50,000,000	-
	Less: TDS	-	-
	Less: Excise duty	-	-
	Less: Interest Transferred to CD A/C	-	-
	Closing Balance	50,000,000	-
9.02.3	Al Arafah MTDR A/C: 0171320048143		
	Opening Balance	-	-
	Add:	150,000,000	-
	Add: Interest received	-	-
	Available for collection	150,000,000	-
	Less: TDS	-	-
	Less: Excise duty	-	-
	Less: Interest Transferred to CD A/C	-	-
	Closing Balance	150,000,000	-
9.02.4	Commercial bank of Cylon FDR A/C: 380600010330		
	Opening Balance	206,443,536	201,124,861
	Add:	-	-
	Add: Interest received	7,289,791	6,710,843
	Available for collection	213,733,327	207,835,704
	Less: TDS	(1,457,958)	(1,342,169)
	Less: Excise duty	(100,000)	(50,000)
	Less: Transferred to CD A/C	(212,175,368)	-
	Closing Balance	-	206,443,536

		Amount in Taka	
		30-Jun-2025	30-Jun-2024
9.02.5	First security Islami bank FDR A/C: 010124300113217		
	Opening Balance	218,114,468	206,672,562
	Add: Interest received	17,872,422	14,754,478
	Available for collection	235,986,890	221,427,041
	Less: TDS	(3,574,484)	(3,262,573)
	Less: Excise duty	-	(50,000)
	Less: Transferred to CD A/C	-	-
	Closing Balance	232,412,406	218,114,468
9.02.6	First security Islami bank FDR A/C: 010124300113218		
	Opening Balance	119,938,685	113,646,911
	Add: Interest received	9,827,843	8,113,321
	Available for collection	129,766,529	121,760,232
	Less: TDS	(1,965,569)	(1,771,546)
	Less: Excise duty	-	(50,000)
	Less: Transferred to CD A/C	-	-
	Closing Balance	127,800,960	119,938,685
9.02.7	First security Islami bank FDR A/C: 010124300113233		
	Opening Balance	76,305,004	72,302,176
	Add: Interest received	6,252,475	5,161,696
	Available for collection	82,557,479	77,463,872
	Less: TDS	(1,250,495)	(1,108,868)
	Less: Excise duty	-	(50,000)
	Less: Transferred to CD A/C	-	-
	Closing Balance	81,306,984	76,305,004
10.00	Share Capital - Paid up :		
	Share Capital represents the followings:		
	Authorized:		
	200,000,000 Ordinary Shares of Taka 10 each.	2,000,000,000	2,000,000,000
	Issued subscribed and fully paid up capital:		
	80,000,000 Ordinary shares of Taka 10 each.	800,000,000	800,000,000
	2,08,33,330 Ordinary Shares of Taka 10 each through Initial Public Offering	208,333,330	208,333,330
		1,008,333,330	1,008,333,330

10.01 Share Holding Position :

Particulars of share holders and their share holding position is as under:

Name of the Shareholders	Number of Shares		%	Amount in Taka	
	June 30, 2025	June 30, 2024		June 30, 2025	June 30, 2024
Md. Rafiqul Islam	15,600,000	15,600,000	15.47%	156,000,000	156,000,000
Md. Shofiqul Islam	15,600,000	15,600,000	15.47%	156,000,000	156,000,000
Md. Toufiqul Islam	15,600,000	15,600,000	15.47%	156,000,000	156,000,000
Md. Toriqul Islam	22,800,000	15,600,000	22.61%	228,000,000	156,000,000
Aman Seed Storage Ltd.	3,200,000	3,200,000	3.17%	32,000,000	32,000,000
General Shareholders	28,033,333	35,233,333	27.80%	280,333,330	352,333,330
	100,833,333	100,833,333	100%	1,008,333,330	1,008,333,330

10.02 Classification of shares by holdinging :

Slabs by Number of Shares	Number of Shareholders	No. of Shares	
	June 30, 2025	June 30, 2025	Holding %
Less than 500	3880	748,115	0.74%
From 501 to 5,000	1592	2,230,950	2.21%
From 5,001 to 10,000	450	4,605,773	4.57%
From 10,001 to 20,000	310	3,385,234	3.36%
From 20,001 to 30,000	25	1,901,136	1.89%
From 30,001 to 40,000	15	1,341,825	1.33%
From 40,001 to 50,000	11	506,047	0.50%
From 50,001 to 1,00,000	28	2,043,612	2.03%
From 1,00,001 to 1,000,000	16	4,070,641	4.04%
Above 1,000,000	8	80,000,000	79.34%
	6335	100,833,333	100%

	Amount in Taka	
	30-Jun-2025	30-Jun-2024
11.00 Share premium :		
Eligible investors	375,000,000	375,000,000
General Public	216,666,658	216,666,658
IPO Expenses	(16,318,674)	(16,318,674)
	575,347,984	575,347,984
12.00 Retained Earnings :		
Opening Balance	1,553,568,841	1,629,633,659
Less: Prior Year Adjustment	9,957,971	-
Add: Net profit after Tax during the year	20,990,944	(25,231,485)
Less: Dividend Payable	(50,833,333)	(50,833,333)
	1,533,684,423	1,553,568,841
Note: The amount BDT. 9,957,971 has been adjusted against previous year's loan interest overestimation and repetition of LC Charge Payments		
13.00 Available for sale reserve :		
Opening balance	(18,500)	12,500
Add. Addition during the year	(23,000)	(31,000)
	(41,500)	(18,500)
Adjustment for deferred tax on fair value of share	4,150	1,850
	(37,350)	(16,650)
14.00 Revaluation surplus :		
Revaluation surplus made on Land and Land Development in the year 2013 by the approved enlisted valuer S.H.Khan & Co. Chartered Accountants. Details are shown as follows :		
Fair Value/Market Value	464,338,000	464,338,000
Book Value	185,025,622	185,025,622
	279,312,378	279,312,378
Adjustment for deferred tax on revalued assets	(5,586,248)	(13,930,140)
	273,726,130	265,382,238

Adjustment for deferred tax on revaluation surplus of land has been calculated @ 2% on fair value or market value as per section 53H of the Income Tax Act 2023.

Name of the Valuer : S.H. KHAN & CO. Chartered Accountants. Address: Raz Bhaban (1st floor), 29 Dilkusha C/A, Dhaka-1000. Date of Revaluation: 15 May, 2013

		Amount in Taka	
		30-Jun-2025	30-Jun-2024
15.00	Long Term Borrowings - Net of Current Maturity :		
	This represents amount payable to Union Capital Limited and Meghna Bank Limited.		
	Union Capital Limited (Note 15.01)	-	-
	Megna Bank Limited (Note 15.02)	476,984,222	512,712,864
		476,984,222	512,712,864
15.01	Union Capital Limited		
	This is made up as follows:		
	Opening Balance	-	57,917,244
	Add, Addition made during the year		
	Add: Interest Charged during the year	-	(2,709,407)
		-	55,207,837
	Less: Principal Payment made during the year	-	(51,939,093)
	Less: Interest Payment made during the year	-	(3,268,744)
	Closing Balance at 30 June 2024	-	-
	Less: Current maturity transferred to current Liability		-
	Balance after current maturity	-	-
15.02	Megna Bank PLC		
	This is made up as follows:		
	Opening Balance	525,841,587	475,000,190
	Add: Addition During the Year/Prior Year adjustment	187,271,998	
	Add: Interest Charged during the year	-	50,841,397
		713,113,585	525,841,587
	Less, Payment made during the year/Prior Year Adjustment	(89,071,523)	
	Closing Balance at 30 June 2025	624,042,062	525,841,587
	Less: Current maturity transferred to current Liability	(147,057,840)	(13,128,723)
	Balance after current maturity	476,984,222	512,712,864

15.04	Name of Bank	Nature	Limit	Tenure	Interest rate (%)	Security
	Meghna Bank PLC	Term Loan	58.32 Crore	60 Months	Non Charging	368 Decimal Land

16.00 Deferred Tax :

Particulars	Carrying amount	Tax base	June 30, 2025	Taxable/ deductible temporary difference
				June 30, 2024
Property, plant & equipments except land at cost	1,246,079,687	520,375,661	725,704,025	716,170,345
Accounts receivables	105,475,499	105,711,293	(235,794)	1,128,934
Cash & cash Equivalents	113,158,290	113,894,561	(736,271)	3,005,312
Investment in listed securities	84,000	125,500	(41,500)	(18,500)
Revaluation surplus-PPE-land	464,338,000	185,025,622	279,312,378	279,312,378
Total taxable temporary difference	1,929,135,476	925,132,638	1,004,002,838	999,598,469
Tax on business income			12%	15%
Regular tax			20%	20%
Tax on capital gain of share			10%	10%
Tax on capital gain on land			2%	3%
Closing deferred tax liabilities/ (assets)-at cost			86,890,070	108,252,401
Closing deferred tax liabilities/ (assets)-at fair value of securities			(4,150)	(1,850)
Closing deferred tax liabilities/ (assets)-at revaluation			5,586,248	13,930,140
Total closing deferred tax liabilities/(assets)			92,472,168	122,180,691
Opening deferred tax liabilities/ (assets)-at cost			108,252,401	105,326,604
Opening deferred tax liabilities/ (assets)-at fair value of securities			(1,850)	1,250
Opening deferred tax liabilities/ (assets)-at revaluation			13,930,140	13,930,140
Total opening deferred tax liabilities/(assets)			122,180,691	119,257,994
Deferred tax expense/(income)-at cost			(21,362,331)	2,925,812
Deferred tax expense/(income)-at fair value			(2,300)	(3,100)
Deferred tax expense/(income)-at revaluation			(8,343,892)	-
Total deferred tax expense/ (income)			(29,708,523)	2,922,712

Amount in Taka	
30-Jun-2025	30-Jun-2024

17.00 Short Term Borrowings :

The following represents loan sanctioned by the Islami Bank Bangladesh Ltd, Ramna Branch, Dhaka, Meghna Bank Ltd, Uttara Branch, Dhaka and Standard Bank Ltd, Principal Branch, Dhaka to provide working capital of the company which is fully secured by hypothecation of inventory.

Short Term Loan from Various banks represents LTR, EDF , Mudaraba, CC etc

Islami Bank Bangladesh PLC	792,452,298	770,118,856
Al Arafah Islami Bank PLC	-	35,542,715
Meghna Bank PLC	-	159,380,569
Standard Bank PLC	27,265,159	25,532,026
Margin loan for purchase of listed share from Shahjalal Islami Bank Securities, Dilkusha Branch, Code no - 03850	(38,506)	(38,956)
Total Balance	819,678,951	990,535,210

17.01 Details of the sanction are as under .

Name of Bank	Nature	Sanction Limit	Tenure	Interest rate	Interest rate
Islami Bank Bangladesh PLC., Ramna Br, Dhaka	BAI MURABAHA/ TR/MPI/MDB/MFCI	1,100,000,000	Below one year	13%	9%
Standard Bank PLC, Principal Branch, Motijheel	CC-Hypo	20,000,000	Below one year	13%	9%

Amount in Taka	
30-Jun-2025	30-Jun-2024

18.00 Long Term Borrowings - Current Maturity

147,057,840 **13,128,723**

19.00 Accounts Payable :

Opening Balance	292,668,454	145,468,109
Add: Purchased & advanced during the year	1,056,886,246	1,698,842,259
Available for payment	1,349,554,700	1,844,310,368
Less: Payment & Adjustment made during the year	(1,340,831,178)	(1,551,641,914)
Balance as on June 30	8,723,522	292,668,454

There is no related party transaction except Aman Packaging Ltd and Aman Packaging & Accessories Ltd. for Packing Material Purchase. Details have been shown in note no - 36.

20.00 Inter Company Current Liability

Anwara Mannan Textile Mills Ltd	65,886,642	19,951,469
Islam Brothers & Co.	-	91,552,707
	65,886,642	111,504,176

During the year, the Company carried out a number of transaction with related parties in the normal course of business. The names of these related parties and nature of these transaction have been set out below in accordance with the provisions of ISA 24 : Related party disclosure.

		Amount in Taka	
		30-Jun-2025	30-Jun-2024
Anwara Mannan Textile Mills Ltd			
Opening Balance		19,951,470	16,511,375
Add: Received during the year		179,810,859	314,742,900
		199,762,328	331,254,275
Less: Adjusted during the Year		(133,875,686)	(311,302,806)
		65,886,642	19,951,470
Islam Brothers & Co.			
Opening Balance		-	72,391,936
Add: Received during the year		-	657,922,793
		-	730,314,729
Less: Adjusted during the Year		-	(638,011,285)
		-	92,303,444
21.00	Liabilities for Expenses & Others :		
Gas Bill		32,787,887	38,643,066
Provision for Salary, Allowance & Festival Bonus		17,725,668	16,674,060
TDS & VAT Payable		1,270,702	1,429,650
Audit & Professional fees Payable		614,770	194,150
Electricity		7,978	7,978
Office Rent		853,044	1,875,000
Board Meeting Fee Payable		302,750	302,750
IPO Fund (Refundable)		1,258,444	1,258,443
Credit For Expenses		6,955	3,430
Excess Mobile Bill		(553)	3,374
Transport expense		3,093,892	7,892,208
Liabilities for C & F costs		(284,765)	88,707
Mymensingh polli Biddut Samity-2		579,481	-
Media		-	68,324
Others		105,203	(3,949,410)
Interest expense payable (as per BRPD circular-17, dt 10.06.20)		-	2,486,740
Insurance & others		145,472	348,592
		58,466,931	67,327,062
22.00	Unclaimed Dividend Account		
Opening Balance		21,538,760	22,299,162
Add: Cash dividend declared during the period		50,833,333	50,833,333
Less: TDS on Dividend		(6,686,527)	(7,033,807)
Less: Paid during the period		(44,411,272)	(44,559,928)
		21,274,295	21,538,760
23.00	Provision for tax :		
Opening Balance		70,126,658	63,014,284
Add -Provision for the year		36,894,577	29,383,135
Total Liability		107,021,235	92,397,419
Less: Adjustment during the Period		(87,804,095)	(22,270,761)
Total Tax Liability		19,217,141	70,126,658

		Amount in Taka	
		30-Jun-2025	30-Jun-2024
24.00	Net Asset Value (NAV):		
	NAV per share with revaluation :		
	Shareholders' Equity including revaluation surplus	3,391,054,517	3,402,615,743
	Number of ordinary shares outstanding	100,833,333	100,833,333
	Net Asset Value (NAV) per Share	33.63	33.74
	NAV per share without revaluation :		
	Shareholders' Equity excluding revaluation surplus	3,117,328,387	3,213,326,223
	Number of ordinary shares outstanding	100,833,333	100,833,333
	Net Asset Value (NAV) per Share	30.92	31.87
	Par Value of Share	10.00	10.00
25.00	Net Operating Cash Flow Per Share (NOCFPS):		
	Net Cash Generated from Operating Activities	751,101,133	160,288,622
	Number of ordinary shares outstanding	100,833,333	100,833,333
	Net Operating Cash Flow Per Share (NOCFPS)	7.45	1.59
26.00	Statement of Cash Flows :		
	Statement of Cash Flows have been prepared in accordance with IAS 7 “ Statement of Cash Flows “ and the cash flow from the operating activities are shown under direct method as prescribed. Reconciliation of net profit with cash flows from operating activities :		
	Net profit after Tax	20,990,944	(25,231,485)
	Accounts & other receivable	187,014,886	12,000,511
	Depreciation	46,610,647	50,133,707
	Inventories	711,347,484	(285,223,245)
	Advance deposit prepayments	(5,261,789)	159,182,219
	Accounts payable	(283,944,932)	147,200,345
	Liabilities for exp and others	(8,860,131)	21,449,934
	Deferred tax	(21,341,631)	2,925,797
	Other Comprehensive Income	(21,150)	-
	Provision for Tax	36,894,577	29,383,135
	Finance cost	160,885,999	148,347,324
	Interest on FDR	(52,953,469)	(46,611,645)
	Translation Gain/ (Loss) on Accounts Receivable	235,794	(1,128,934)
	Gain/(Loss) on import payment	-	(3,567,922)
	Translation gain on cash	734,328	3,005,312
	Dividend income	-	(6,000)
	Income Tax Paid	(41,230,425)	(51,570,430)
		751,101,133	160,288,623
27.00	Sales :		
	Carded-Yarn	1,081,730,395	1,557,522,868
	Combed -Yarn	1,238,325,356	365,346,621
		2,320,055,751	1,922,869,489
	Quanty in MT-		
	Carded-Yarn	2,845	4,007
	Combed -Yarn	3,037	920
		5,882	4,927

		Amount in Taka	
		30-Jun-2025	30-Jun-2024
28.00	Cost of Sales :		
	Raw materials consumption [Note-28.01]	1,386,766,019	1,804,410,759
	Packing materials consumption [Note- 28.03]	13,556,988	9,718,411
	Factory Overhead [Note-28.05]	476,663,802	383,746,983
	Prime Cost	1,876,986,808	2,197,876,153
	Opening WIP [Note-6.02]	24,100,077	40,204,332
	Closing WIP [Note-6.02]	(32,849,768)	(24,100,077)
	Cost of prouction	1,868,237,117	2,213,980,408
	Opening finished goods [Note-6.01]	1,215,151,811	802,683,591
	Closing Finished goods [Note 6.01]	(941,192,050)	(1,215,151,811)
	Free Sample Distribution	(1,925,641)	(32,027,973)
	Cost of Sales	2,140,271,237	1,769,484,215
28.01	Raw Materials Consumption :		
	Opening Balance [Note-6.03]	532,557,522	661,077,753
	Purchase during the year [Note-28.02]	946,460,158	1,675,890,528
	Available for use	1,479,017,680	2,336,968,281
	Closing Balance [Note-6.03]	(92,251,660)	(532,557,522)
		1,386,766,019	1,804,410,759
28.02	Raw Materials Purchase :		
	Value in [Taka]		
	Raw Cotton	946,460,158	1,675,890,528
		946,460,158	1,675,890,528
	Quantity in [MT]		
	Raw Cotton	3,843	6,490
		3,843	6,490
28.03	Packing Materials Consumption :		
	Opening Balance [Note-6.04]	499,902	363,836
	Purchase during the year [28.04]	14,282,408	9,854,477
	Available for use	14,782,310	10,218,313
	Closing Balance [Note-6.04]	(1,225,322)	(499,902)
		13,556,988	9,718,411
28.04	Packing Materials Purchase :		
	Value inTaka-		
	CONE	9,219,148	5,047,371
	Poly Bag	1,834,140	2,205,600
	WPP Bag	2,835,620	2,209,506
	Others	395,000	392,000
		14,283,908	9,854,477
	Quantity in Pcs & Kgs-		
	CONE (pcs.)	2,560,874	1,402,050
	Poly Bag(kg.)	7,975	9,580
	WPP Bag (Kg.)	109,062	84,981

	Amount in Taka	
	30-Jun-2025	30-Jun-2024
28.05 Factory Overhead :		
Wages & allowances	90,064,936	63,590,899
Salary and allowances	21,694,582	19,103,914
Repair & Maintenance	4,614,112	2,171,853
Spare Parts & Others	78,407,529	46,431,479
Fuel & Lubricants	11,495,557	10,293,476
Chemical used	2,097,668	1,496,767
Electricity	23,787,537	985,169
Gas Bill	196,839,489	183,480,669
Insurance & Others	71,950	2,766,196
Printing & Stationary	590,490	573,152
Conveyance Bill - Factory	358,945	224,891
Entertainment- Factory	367,012	271,730
Gardening/Farming Expenses	630,918	616,551
Medical & Welfare	110,702	24,317
Food allowance- Factory	764,972	646,590
Miscellaneous Expenses	10,018	39,942
Carriage Inwards	365,775	258,925
Cleaning & Sanitation Expenses	111,496	115,110
Depreciation	44,280,114	47,627,022
	476,663,802	380,718,652
29.00 Administrative Expenses :		
Salary and Allowances	16,186,078	15,552,306
Board meeting fees	40,000	70,000
Office Rent	981,000	981,000
Certificate Expenses	1,124,174	219,679
Festival Bonus - HO	1,364,979	1,246,000
Internet Bill	35,000	16,000
Fax and Mobile Exp	86,342	45,821
Postage and Courier	22,665	12,240
Entertainment & Ifter Bill	163,458	130,021
Local Conveyance	361,855	140,124
Stationery	173,833	170,040
Fuel, Oil and Lubricants	492,223	3,567,366
Fees, Forms and Renewals	4,048,155	3,679
Misc. Expenses	179,076	804,430
Donation & Gift	-	270,250
Medical Expenses	630,706	1,173,000
Audit Fees	1,449,000	221,506
Professional fees	318,850	179,118
Excise Duty	565,653	620,098
Depreciation	2,330,532	2,506,685
Business Promotion Expenses	-	706,328
AGM Expenses	231,000	231,000
Legal Expenses	700,420	1,400,500
	31,484,999	30,839,977

Amount in Taka

30-Jun-2025

30-Jun-2024

Earnings per shares increased as compared same to the previous Financial year due to increased in the export sales

34.02 Diluted Earnings per share :

Profit after tax	20,990,944	(25,231,485)
Total existing number of shares	100,833,333	100,833,333
Diluted Earnings per share	0.21	(0.25)

35.00 Contingent liabilities & Capital Commitments :

a) There is no claim against the company not acknowledged as debt.

b) There is no un-availed credit facilities BDT 178,868,769, other than those in the normal course of business, available to the company as on 30 June, 2025

c) The Income Tax related to the Assessment year 2012-2013, 2016-2017, 2020-2021,2021-2022,2022-2023,2023-24 against the DCT Assesment order is under Appeal Reference with the Tax Authority. As such no additional Tax provision in respect of above year has been made in this year.

Assessment Year	Amount	Remark
2012-2013	2,065,030	Disputed(Reference File has submitted to the High Court Division U/S 160 of ITO 1984
2016-2017	2,296,910	-
2020-2021	7,997,049	-
2021-2022	14,507,343	Appeal Under Process
2022-2023	25,157,863	Tribunal Submitted
2023-2024	6,513,924	
Total	58,538,119	

d) Capital Commitments under the head advance against land purchase at Sreepur, Gazipur for Tk 12,33,37,500.00 represents the following:

Name of Party	Date of Registered Baina	Deed no.	DCM	Total Advance as on June 30, 2025	Total Advance as on June 30, 2024
Islam Brothers	29.06.2016	8750	277.5	108,275,000	108,275,000
Anwara Mannan Textile Mills Ltd	29.06.2016	8751	38.75	15,062,500	15,062,500
Total			316.25	123,337,500	123,337,500

36.00 Related Party Disclosure :

The party is related to the company if the party cast significant influence over the subject matters and also holding the controlling power of the management affairs of the company and any transaction made during the year with the party related therewith is termed as related party transaction as per IAS-24 "Related Party Disclosure". During the year under audit related party transactions were made that which has influenced the company's business. The details of related party transactions during the year along with the relationship is illustrated below in accordance of IAS 24 :

Name of the Party	Relationship with the Company	Nature of transaction	June 30,2025	June 30,2024
			Transacted amount in BDT	Transacted amount in BDT
Md. Rafiqul Islam	MD & Shareholder	Board Meeting Fee	-	25,000
		Remuneration	-	-
Md. Shofiqul Islam	Director & Shareholder	Board Meeting Fee	-	5,000
Md. Toufiqul Islam	Director & Shareholder	Board Meeting Fee	-	-
Md.Toriqul Islam	Director & Shareholder	Board Meeting Fee	-	-
Md. Rabiul Haque	Nominated Director	Board Meeting Fee	20,000.00	25,000
Md. Iftikhar-Uz-Zaman	Independent Director	Board Meeting Fee	-	5,000
Md. Shams Ul Islam	Independent Director	Board Meeting Fee	5,000.00	-
Md. Delower Hossain	Independent Director	Board Meeting Fee	15,000.00	10,000
Aman Tex Ltd.	Common Director	Sales	2,166,969,326	1,499,547,447
		Receivables	109,002,590	108,464,207
Aman Packaging & Accessories Ltd	Common Director	Purchase	920,000	2,150,690
		Payable	1,402,935	5,350,935
Aman Packaging Ltd	Common Director	Purchase	1,920,620	2,209,506
		Payable	3,048,495	4,627,875
Anwara Mannan Textile Mills Ltd	Common Director	Loan	(65,886,642)	(19,951,470)
		Interest Receivable	106,339,293	106,339,293
Aman Cement Mills unit-2 Ltd	Common Director	Loan	-	34,874,176
		Interest Receivable	42,509,575	42,509,575
Aman Jute Fibrous Ltd	Common Director	Loan	-	-
		Interest Receivable	29,444,918	29,444,918
Aman Feed Ltd.	Common Director	Loan	-	-
		Interest Payable	2,165,750	2,165,750
Aman Cold Storage Ltd	Common Director	Loan	20,210,803	34,210,803
		Interest Receivable	10,400,915	10,400,915
Akin Carrier Ltd	Common Director	Loan	-	-
		Interest Payable	27,839,939	27,839,939
Aman Food Limited.	Common Director	Loan	30,959,207	31,198,967
		Interest Receivable	6,659,662	6,659,662
Aman Tex Ltd.	Common Director	Loan	-	53,859,051
		Interest Receivable	23,486,259	23,486,259
Islam Brothers & Co.	Common Director	Loan	110,560,254	(92,303,444)
		Interest Payable	7,517,604	7,517,604
Aman Food & Beverage Ltd	Common Director	Loan	-	-
		Interest Receivable	198,107	198,107

37.00 Disclosure of Managerial Remuneration :**37.01 Total amount of remuneration paid to directors during the year is as follows:**

Particulars			June 30,2025	June 30, 2024
Name	Designation	Nature of trans-action	Transacted amount in BDT	Transacted amount in BDT
Md. Rafiqul Islam	MD & Shareholder	Board Meeting Fees	-	25,000
Md. Shofiqul Islam	Director & Shareholder	Board Meeting Fees	-	5,000
Md. Shams Ul Islam	Independent Director	Board Meeting Fees	5,000.00	
Md. Rabiul Haque	Nominated Director	Board Meeting Fees	20,000.00	25,000
Md. Iftikhar-Uz-Zaman	Independent Director	Board Meeting Fees	-	5,000
Md. Delower Hossain	Independent Director	Board Meeting Fees	15,000.00	10,000
Total			40,000	70,000

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

Name	Designation	June 30,2025	June 30, 2024
Md. Aminul Islam	CFO	2,470,000	-
Bishwazit Chakraborty	Executive Director - Factory	6,295,000	5,400,000
Md. Ismail Hossain	DGM - Maintenance & Utility	3,210,000	1,610,000
K M Ziaul Monir	AGM-Marketing	1,910,000	-
Md. Ahsan Ullah	Manager- Finance & Accounts	1,221,000	-
Md. Mamun-Ur-Rashid Chowdhury	CFO	-	4,080,000
Md. Rejwanul Huq	AGM - Finance & Accounts	-	1,105,000
Total		15,106,000	12,195,000

37.03 Aggregate amount of remuneration paid to all directors and Officers during the Period is as follows :

Particulars	Nature of Payment	June 30,2025	June 30, 2024
Directors	Board meeting Fee	40,000	70,000
Officers & Executives	Salary, Bonus & Other allowaces	37,880,660	35,902,220
Total		37,920,660	35,972,220

38.00 General :**38.01 Audit Fee :****38.02 Employee long term benefit :**

The Company has no Gratuity Fund & PF scheme as yet as such no provision has been made in the financial statement.

38.03 Capacity of Production :

Particulars	June 30, 2025	June 30, 2024
Licensed Capacity in Metric Ton	6,780	6,780
Installed Capacity in Metric Ton	6,780	6,780
Utilized Capacity in Metric Ton	5,114	6,159
Percentage of Capacity Utilized	75.42%	90.83%

38.04 Number of Employees :

Salary Range (Monthly)	Officers & Staffs		Worker (Permanent)	Worker (Permanent)
	Head Office	Factory		
Not Less than Taka 10001/-	12	104.00	343.00	448
Less than Taka 10001/-	-	8.00	154.00	24
Total	12	112.00	497.00	472

38.05 Events after the Reporting Period:

As per IAS -10 “ Event after the Reporting Period” are those events 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 identified:

Those that provide evidence of conditions that existed at the end of the reporting year (adjusting events after reporting date); and Those that are indicative of conditions that arose after the reporting year (Non-adjusting events after balance sheet date).

Subsequent to the Statement of Financial Position date, the Board of Directors in their meeting held on October 26, 2025 recommended 10% cash dividend to the general Shareholders excluding sponsors directors shareholders of the company for the year ended June 30, 2025. The dividend will be paid subject to the shareholders approval at the forthcoming Annual General Meeting.

38.06 There is no interest capitalized during the year.**39.00 WPPF :**

The company got a legal opinion from the Lawyer’s and it appears that WPPF is not applicable for Aman Cotton Fibrous PLC as it is a 100% export oriented industry as per section 232(3) of the Labor Act, 2006 and Rules 212-226 of the Labor Rules-2015 . The Company will participate in the central fund after creation by Government in compliance with above section and rules.

We have obtained a legal opinion from the Lawyer’s and it appears that WPPF is not applicable for Aman Cotton Fibrous Limited as 100% export oriented industry as per section 232(3) of the Labor Act, 2006 and Rules 212-226 of the Labor Rules-2015 . The Company will participate in the central fund after creation by Government in compliance with above section and rules. According to the law along with lawyer’s opinion, the balance of WPPF payable has been transferred to accumulated retained earnings.

We have obtained a legal opinion from the Lawyer’s and it appears that WPPF is not applicable for Aman Cotton Fibrous Limited as 100% export oriented industry as per section 232(3) of the Labor Act, 2006 and Rules 212-226 of the Labor Rules-2015 . The Company will participate in the central fund after creation by Government in compliance with above section and rules. According to the law along with lawyer’s opinion, the balance of WPPF payable has been transferred to accumulated retained earnings.

40.00 Disclosure as per requirement of schedule XI, part II, para 8 of Company Act 1994

Disclosure requirement of schedule XI, part II, para 8 (b & d) of Company Act 1994 CIF Value of Raw Cotton, Spare Parts, Packing Materials and Capital Machinery (BDT) and Consumption.

Particulars	Local Purchase	Import	Total	Consumed	% of Consumption
Raw Cotton	-	946,460,158	946,460,158	1,386,766,019	94%
Spare Parts & Others	31,569,406	41,578,379	71,850,554	77,110,298	5%
Packing Materials	14,282,408	-	14,282,408	13,556,988	1%
Capital Machinery	-	-	-		
Total	45,851,814	988,038,537	1,032,593,120	1,477,433,304	100%

In the period under review the company did not remit any amount as dividend, technical know how, royalty, professional consultation fees, interest and other matters either its shareholders or others.

FOB Value of Export:

The FOB value of export for the Year Ended June 30, 2025 is as follows:

Particulars	In Foreign Currency \$	In BDT
Export	\$19,276,065	2,320,055,751

AMAN COTTON FIBROUS PLC

Schedule of Property, Plant & Equipments

(a) COST :

ASSET ITEMS	C O S T			Rate	D E P R E C I A T I O N			Written down value as on 30.06.2025
	Balance as at 01.07.2024	Additions	Disposals/ adjustments/ transfer		Balance as at 30.06.2025	Charged During the Year	Disposals/ adjustments	
Land & Land Development	198,733,695	-	-	-	-	-	198,733,695	
Building & Civil Construction	1,432,215,710	-	-	2.5%	265,843,201	-	1,137,213,196	
Plant & Machinery	1,353,036,524	-	-	15%	1,260,669,326	-	78,512,118	
Electrical Installation	13,388,299	744,466	-	10%	10,078,484	-	2,978,834	
Electrical Equipment	33,543,095	-	-	10%	6,999,049	-	24,559,661	
Gas Line Installation	2,805,322	-	-	10%	2,386,196	-	377,213	
Fire Equipment	2,286,100	-	-	15%	2,204,195	-	69,619	
Vehicle	19,794,494	-	-	20%	18,903,666	-	712,662	
Office Equipment	1,088,717	-	-	10%	933,220	-	139,947	
Computer & IT Equipment	3,059,006	157,100	-	20%	2,135,971	-	864,108	
Furniture & Fixture	4,340,971	24,950	-	10%	3,641,113	-	652,327	
Balance as on 30.06.2025 (a)	3,064,291,933	926,516	-		1,573,794,421	-	1,444,813,382	

ANNEXURE-A

(b) REVALUATION :

ASSET ITEMS	C O S T			Rate	D E P R E C I A T I O N			Written down value as on 30.06.2025
	Balance as at 01.07.2024	Additions	Disposals/ adjustments/ transfer		Balance as at 30.06.2025	Charged During the Year	Disposals/ adjustments	
Land & Land Development	279,312,378	-	-	-	-	-	279,312,378	
Balance as on 30.06.2025 (b)	279,312,378	-	-		-	-	279,312,378	
C. Total (a+b)								
Balance as on 30.06.2025 (a+b)	3,343,604,311	926,516	-	-	1,573,794,421	-	1,724,125,760	

Annual Report | 2025



Allocation of Depreciation	Ratio	30 June, 2025
Manufacturing	95%	44,280,114
Non Manufacturing	5%	2,330,532
		46,610,646

Balance as on 30.06.2024	3,314,735,786	28,868,525	-	1,523,660,714	50,133,707	-	1,573,794,421	1,769,809,890
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ISO 9001:2015

Certificate of Registration

This is to Certify that
Quality Management System of

AMAN COTTON FIBROUS LTD.

CORPORATE OFFICE: 2, ISHAKHA AVENUE, SECTOR 6, UTTARA,
DHAKA 1230, BANGLADESH

FACTORY: BOIRAGIRCHALA, SREEPUR, GAZIPUR, BANGLADESH

has been assessed and found to conform to the requirements of
ISO 9001:2015
for the following scope :

MANUFACTURER AND EXPORTER OF COTTON YARN

Certificate No: **28E00034**
Initial Registration Date : 01/12/2025 Issuance Date : 01/12/2025
Date of Expiry : 30/11/2028
1st Surv. Due : 01/11/2026 2nd Surv. Due : 01/11/2027

Director



(Scan to Verify)

Certificate Verification: The Certification Validity can be checked at www.aqcworld.com at Clients Directory.
Certificate is the property of Assurance Quality Certification LLC (AQC) located at Sharjah Media City, SHAMS, Sharjah, UAE.
Email: info@aqcworld.com and shall be returned immediately when demanded.
*Validity of the Certificate is subject to successful completion of surveillance audits on or before of due date.

CSR HIGHLIGHTS

CORPORATE SOCIAL RESPONSIBILITIES

Enhancing its business with a vision of achieving harmony between social obligations and nation-building, Aman Group has, since its inception, been engaged in various altruistic and philanthropic activities as part of its commitment to society. As part of its national-level contribution, the Group extends support through Education Assistance Fund, demonstrating its dedication to uplifting communities and contributing to social development initiatives.

CSR management at Aman Group is currently implemented across several key sectors, outlined below in brief:

RESIDENTIAL ACCOMMODATION AND FOOD SUBSIDIES

The Group has dormitories in many of its establishments. The prominent are in the RMG, Cement, Feed and Poultry & Hatchery Industry. In all the dormitories foods are provided at subsidized price with free accommodation.

HUMAN RESOURCE DEVELOPMENT AND EMPLOYEE WELFARE

The Group has established Training Centres in different units and recruits' trainees directly. After successful training, they are placed in various sections of different units. The company undertakes motivational activities to improve human values, mutual understanding, interpersonal relationships, and loyalty among the officers and employees. The company also arranges multiple social, cultural, religious, and entertainment programs.

DONATION FOR MEDICAL TREATMENT AND REHABILITATION OF VICTIMS OF ACCIDENT/DEATH

In case of accidents either inside or outside the mill-factories, the Group extends medical assistance. In case of accidental or sudden death, the Group assists the family of the deceased with preference of employment for a suitable family member.

DONATION FOR ADMISSION IN HIGHER EDUCATIONAL INSTITUTION

The Group provides donations for meritorious students of worker-staff families for admission in higher education.

CONSERVATION OF NATURE

Aman Group is deeply committed to environmental stewardship. Our RMG factory holds LEED Platinum certification, recognised as one of the world's leading green industrial facilities with minimal environmental impact. The unit features a state-of-the-art biological Effluent Treatment Plant that ensures all liquid waste is discharged chemical-free, fully complying with stringent international environmental standards.

We actively promote greenery across our industrial premises and corporate offices, enthusiastically supporting tree-plantation drives and landscaping initiatives in all group companies. These efforts underscore our enduring dedication to preserving nature and building a sustainable future.

DISASTER RELIEF

Aman Group remains committed to supporting communities affected by natural calamities through structured and compassionate relief initiatives. During the winter season, the Group distributes warm clothing to vulnerable and underprivileged individuals. In times of flooding, the Group extends further assistance by providing both essential food items and clothing to affected households.

EDUCATIONAL INFRASTRUCTURAL DEVELOPMENT

The Group donates for the repair and construction of educational institutions belonging to both general and religious education after assessing the need.

GAMES AND SPORTS

The Group has been funding a cricket club under one of its concerns, contributing to the development of young athletes and encouraging participation in competitive sports. In addition, the Group actively supports a wide range of sporting activities across the country. Its involvement extends to both national-level tournaments and local community-based events, reflecting the Group's commitment to promoting physical fitness, teamwork, and a vibrant sporting culture.

NATIONAL DAYS CELEBRATION

The Group actively contributes and participates in observing national days such as Independence Day, May Day, and Victory Day in collaboration with District and Upazila Administrations and relevant government agencies.

AMAN FOUNDATION

To implement social development programs with greater dedication, the Group has established a non-profit organization named Aman Foundation. The Foundation aims to establish a residential university for pupils from low-income families and provide financial assistance to help them become self-sufficient, along with offering healthcare facilities at a nominal cost.



AMAN COTTON FIBROUS PLC.
 Registered Office: Bairagichala, Sreepur, Gazipur, Bangladesh
 Corporate Office: 2 Ishakha Avenue, Sector-6, Uttara, Dhaka-1230

**PROXY
FORM**

Shareholders BO A/C No.	No. of Shares held

I/We.....
 of(Address)
being shareholder(s) of Aman Cotton Fibrous PLC. hereby
 appoint ofas my/ our proxy to attend
 and vote for me/us and on my/our behalf at the 20th Annual General Meeting to
 be held on Monday the 29th December 2025 at 12:10 p.m. at the digital Platform
 and any adjournment thereof and the poll may be taken in consequence thereof.
 As witness my/our hand this..... day of 2025.

 (Signature of the Proxy)

 (Signature of the Shareholder)
 BO Account No



Note: The proxy form duly completed must be deposited at the Company's Corporate Office not later than 48 hours before the time fixed for the meeting, otherwise the proxy form will not be accepted.

 Authorized Signature
Aman Cotton Fibrous PLC.

 Signature Verified



AMAN COTTON FIBROUS PLC.
 Registered Office: Bairagichala, Sreepur, Gazipur, Bangladesh
 Corporate Office: 2 Ishakha Avenue, Sector-6, Uttara, Dhaka-1230

I/We hereby record my/our presence at the 20th Annual General Meeting of the Company on 29th December 2025 at 12:10 pm at the digital platform.

Name of Shareholder/Proxy

BO Account No..... Holding of

Ordinary shares of Aman Cotton Fibrous PLC.

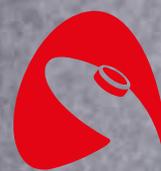
 Signature of Shareholder(s)

Note:

1. Please note that AGM can only be attended by the honorable shareholder or properly constituted proxy.
2. Please present this slip at the Reception Desk.



**ELEVATING COTTON
THROUGH INNOVATION**



Aman
Cotton
Fibrous PLC.



REGISTERED OFFICE

Aman Cotton Fibrous PLC.
Boiragirchala, Sreepur, Gazipur

CORPORATE OFFICE

Aman Cotton Fibrous PLC.
2 Ishakha Avenue, Sector: 6,
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PH: +880-2-48961691-3, 09606-613000
FAX: 88 02 58950510
Email: s.islam@amangroupbd.com

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