



SQUARE TEXTILES PLC.

2023-2024

ANNUAL REPORT

Year Ended June 2024



Won
ICMAB Best
Corporate
Award

AA+
Credit Rating
By CRISL



Received
ICSB
National
Award

Non-Stop Dividend
Since Listing 2002



At a Glance

Performance 2023-2024

Standalone

Export Sales 26.45% ↗

2022-2023 BDT 14,967.96 million
2023-2024 BDT 18,926.87 million

Net Profit (AT) 0.98% ↗

2022-2023 BDT 1,071.42 million
2023-2024 BDT 1,081.94 million

Assets 32.00% ↗

2022-2023 BDT 17,584.86 million
2023-2024 BDT 23,212.82 million

NAV 5.38% ↗

Net Assets Value

2022-2023 BDT 46.13 per share
2023-2024 BDT 48.61 per share

EPS 1.10% ↗

Earnings Per Share

2022-2023 BDT 5.43 per share
2023-2024 BDT 5.49 per share

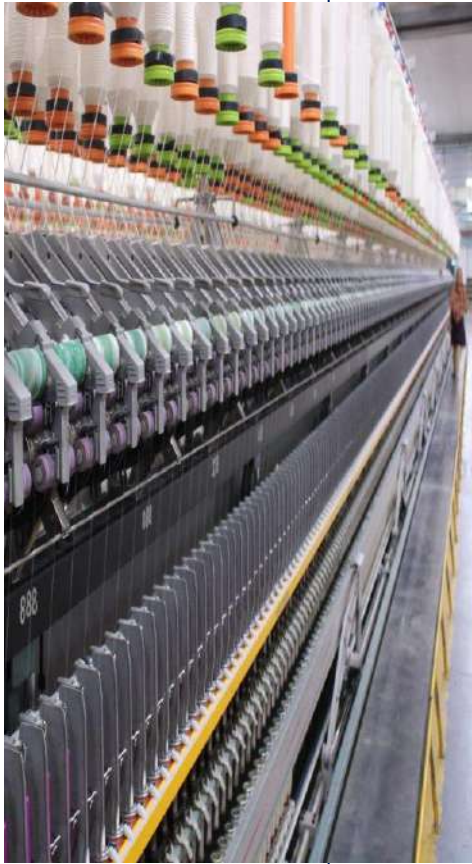
Dividend Payout 6.67% ↗

in Cash

2022-2023 BDT 591.76 million
2023-2024 BDT 631.21 million

Shareholders' Equity 5.39% ↗

2022-2023 BDT 9,098.50 million
2023-2024 BDT 9,588.68 million



About Us

Square Textiles PLC., a yarn manufacturer, was incorporated on October 15, 1994, as a public company limited by shares under the veteran leadership of the Founder Chairman late Samson H Chowdhury with the mission to maximize the production of quality products and services strictly on ethical and moral standards at minimum costs to the society ensuring optimum benefits to the consumers, the shareholders and other stakeholders.

The commercial operations commenced in 1997 with an installed capacity of 30,000 spindles and extended to 60,000 spindles in the following year 1998 to cater to the need of the knit yarn market of the export-oriented RMG industry. The project has been installed with world-reputed state-of-the-art technology from Europe at the back process and ring unit of Chinese origin with SKF Germany drafting zone which is capable to produce excellent quality yarns. In 2000, the turnover stood at BDT 210 crore with a net profit of BDT 40 crore.

Square Tex was listed with the Dhaka and Chittagong Stock Exchange of Bangladesh in 2002 under the Direct Listing Regulation 2001 and has never missed a dividend payment to its shareholders.

At present, the total installed production capacity is 1,73,950 spindles, 5,192 rotor heads, and 3,168 vortex heads.

The Export Sales and Net Profit during the year 2023-2024 stood at BDT 18,927 million and 1,082 million respectively and has around 4,753 employees across the country and abroad.





CONTENTS

☐ About Us	- 01
☐ 29 th AGM Notice	- 07
☐ Board of Directors	- 08
☐ Statement of Value addition	- 10
☐ Chairman's Message	- 11
☐ 5 Years Business Results	- 12
☐ Report from the MD	- 13
☐ Mgt. & Corporate Information	- 14
☐ Corporate Achievement	- 16
☐ Directors' Report (English)	- 17
☐ Management's Discussion & Analysis-	29
☐ Certificate of Compliance	- 34
☐ Status of Compliance	- 35
☐ Directors' Report (Bangla)	- 39
☐ Corporate Governance Report	- 48
☐ Unclaimed/Unsettled Dividend	- 53
☐ Corporate Sustainability	- 54
☐ Audit Committee Report	- 56
☐ Dividend Distribution Policy	- 57
☐ NRC Policy	- 60
☐ Auditors' Report	- 63
☐ Financial Report	
☐ Consolidated	- 70
☐ Standalone	- 92
☐ Subsidiary	- 115
☐ Proxy Form	- 125
☐ Corporate Compliance	- 127

ANNUAL REPORT

Year Ended June 2024

SQUARE TEXTILES PLC.

The Founder



Samson H Chowdhury
1925-2012

*Never stand still. Never slow down and
Never stop thinking.*

VISION & MISSION

VISION

Our conception of business germinated from our vision which sees it as a means to the well-being of the investors, stakeholders, employees and members of the society at large by creating new wealth in the form of goods and services that go to satisfy the wants of all of them without disturbing or damaging the socio-ecological-economic balance of the Mother Earth and the process of human civilization leading to peaceful co-existence of all the living beings.

MISSION

Our mission is the polestar of our vision for maximization of production of quality products and services strictly on ethical and moral standards at minimum costs to the society ensuring optimum benefits to the consumers, the shareholders and other stakeholders.

CORPORATE FOCUS

Our vision is the polestar to our mission that fulfils our objectives with emphasis on the quality of product, process and services blended with good governance that help build the image of the most venerable corporate citizenship at home and abroad.

OBJECTIVE

- To strive hard to optimize profit through conduction of transparent business operations within the legal & Social framework with malice to none and justice for all in respective of gender disparity, caste, creed or religion or region.
- To Increase productivity.
- To create more jobs with minimum investments.
- To be competitive in the internal as well as external markets.
- To maximize export earning with minimum imported in-puts.
- To reduce the income gap between top & bottom categories of employees.



SQUARE
Textiles PLC.
textile@squaregroup.com

SQUARE CENTRE
48 Mohakhali C.A.
Dhaka 1212
Bangladesh

Transmittal Letter

To

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

Annual Report for the year ended June 30, 2024

Dear Madam/Sir(s)

We are pleased to enclose a copy of the Annual Report containing the Directors' Report, and Auditors' Report along with the Audited Financial Statements comprising Statement of Financial Position as at June 30, 2024, Statement of Profit or Loss and other Comprehensive Income, Changes in Equity and Cash Flows for the year ended June 30, 2024 along with notes thereon, all related Consolidated and Subsidiary Financial Statements, Corporate Governance Compliances and others for your information and records.

Yours sincerely.

Sanjib Baran Roy
Company Secretary

Dated: 27 November, 2024

WE STRIVE FOR

We in SQUARE, strive, above all, for top quality products at the least cost reaching the lowest rungs of the economic class of people in the country. We value our social obligations.

We owe our shareholders and strive for the protection of their capital as well as ensure the highest return and growth of their assets.

We strive for the best compensation for all the employees who constitute the backbone of the management and operational strength of the company through a pay - package composed of salary/wages, allowances, bonuses, profit participation, leave/ salary, and superannuation & retirement benefits and other emergency grants & gratis.

We strive for the best cooperation of the creditors and debtors the banks and financial institutions who provide financial support when we need it, the suppliers of raw materials & supplies who offer them at the best prices at the opportune moments, the providers of utilities - power, gas & water etc. and the customers who buy our products & services by redeeming their claim in time by making prompt payment and by distributing proper product on due dates.

We strive for the fulfillment of our responsibility to the Government through payment of the entire range of due taxes, duties, and claims to various public agencies like municipalities, etc.

We strive as responsible citizens, for a social order devoid of malpractices, anti-environmental behaviors, unethical and immoral activities, and corruptive dealings.

We keep away from any discriminatory practices between sexes, races, religions, colors, or political beliefs.

We strive to practice good governance in every sphere of activities covering inter alia, not being limited to, disclosure and reporting to the shareholders by holding the Annual General Meeting on time, distribution of dividends and other benefits to shareholders, reporting /dissemination of price sensitive information, acquisition of shares by insiders, recruitment & promotion of staff, procurement & supplies, sale of assets, etc. All that directly and indirectly affect the interest of concerned groups- the shareholders, the creditors, suppliers, employees, the government, and society in general.



SQUARE TEXTILES PLC.





Notice AGM 2024

Notice is hereby given that the 29th Annual General Meeting of the Members of Square Textiles PLC. will be held on Wednesday the 18th December, 2024 at 11:00 a.m. under virtual platform through the link <https://agmbd.live/squaretextiles2024> to transact the following business:

- Agenda-1: To receive, consider and adopt the Audited Financial Statements for the year ended 30th June, 2024 together with the reports of the Directors' and the Auditors' thereon.
- Agenda-2: To declare a dividend for the year ended 30th June, 2024.
- Agenda-3: To elect Directors in terms of the relevant provision of Articles of Association.
- Agenda-4: To re-appoint the Managing Director of the Company.
- Agenda-5: To approve the appointment of the Independent Director.
- Agenda-6: To appoint Statutory Auditors for the year 2024-2025 and fix their remuneration.
- Agenda-7: To appoint Compliance Auditor for the year 2024-2025 and fix their remuneration.
- Agenda-8: To approve the sale of goods to the sister concern of Square Textiles PLC.

By order of the Board.

Sanjib Baran Roy
Company Secretary

Dated: 27 November, 2024

Notes:

- i) The proxy form must be affixed with requisite revenue stamp and be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.
- ii) Members are requested to submit to the Company's Share Office on or before 14th December 2024, their written option to receive dividend. In case of non-submission of such option with the stipulated time, the dividend will be paid off as deemed appropriate by the Company.
- iii) The Annual Report is available in the Company's web site at www.textile@squaregroup.com

THE DIRECTORS

Square Textiles PLC.

The Board of Directors is comprised of the following distinguished Members:

Mr. Tapan Chowdhury
Chairman

Mrs. Ratna Patra
Vice Chairman

Mr. Samuel S Chowdhury
Managing Director

Mr. Anjan Chowdhury
Director

Mr. Abul Kalam Azad
Independent Director

Mr. Muhammadul Haque
Independent Director

Chairman

Mr. Tapan Chowdhury
Non-Executive Director

Director since the inception of the Company in 1994.
Appointed as Managing Director in 1998.
Elected as Honorable Chairman in 2018.

Science Graduate from the University of Dhaka. Diploma in Marketing & Management, UK.

2nd son of Late Samson H Chowdhury (Founder Chairman).

Managing Director of Square Pharmaceuticals PLC., a listed company.

Prosperous experience of more than 46 years in Textiles, RMG, Pharmaceuticals, Hospitals, IT, Healthcare, Toiletries, Food & Consumer Products, Organic Tea Plantation, Capital Market Operation & Satellite TV Broadcasting.

Sponsor Director in 26 other companies, namely Square Pharmaceuticals Kenya EPZ Ltd., Square Hospitals Ltd., Square Lifesciences Ltd., Square Toiletries Ltd., Square Food & Beverages Ltd., Square Fashions Ltd., Square Denims Ltd., Square Apparels Ltd., Square Air Ltd., Square Health Ltd., and Maasranga Television under the Square Group.



Vice Chairman

Mrs. Ratna Patra
Non-Executive Director



Director since the inception of the Company in 1994.
Appointed as Vice Chairman in 2012.

Arts Graduate from the University of Dhaka.

Only Daughter of Late Samson H Chowdhury (Founder Chairman)

Business experience of more than 22 years in the textiles and pharmaceuticals sector.

Director of Square Pharmaceuticals PLC., a listed company, designated as Vice Chairman.

Sponsor Director and also acting as Vice Chairman of 19 other companies, namely Square Pharmaceuticals Kenya EPZ Ltd., Square Hospitals Ltd., Square Lifesciences Ltd., Square Toiletries Ltd., Square Fashions Ltd., Square Denims Ltd., Square Apparels Ltd., Square Air Ltd., and Maasranga Television under the Square Group.

Managing Director

Mr. Samuel S Chowdhury
Executive Director

Director since the inception of the Company in 1994.
Appointed in the position of Managing Director in 2018.

MBA from the Trinity University, USA.

Eldest Son of Late Samson H Chowdhury (Founder Chairman).

Rich experience of more than 40 years in the pharmaceuticals, textiles, toiletries, media & communication sectors including capital market operations.

Director of Square Pharmaceuticals PLC. (Listed Company) designated as Chairman and also acting as Chairman of 25 other limited companies namely Square Pharmaceuticals Kenya EPZ Ltd., Square Hospitals Ltd., Square Toiletries Ltd., Square Fashions Ltd., Square Food and Beverages Ltd., Square Denims Ltd. Square Apparels Ltd., Square Securities Management Ltd., Square Air Ltd., Sabazpur Tea Company Ltd. and Maasranga Television under the Square Group.



Director

Mr. Anjan Chowdhury
Non-Executive Director

Director since the inception of the Company in 1994.



BBA from the University of South Florida, USA.

Youngest son of Late Samson H Chowdhury (Founder Chairman).

Dignified experience of more than 31 years in Pharmaceuticals, Hospitals, Textiles, RMG, IT, Healthcare, Toiletries, Food & Consumer Products, Organic Tea Plantation, Capital Market Operation & Satellite TV Broadcasting.

Managing Director of 10 limited companies namely Square Toiletries Ltd., Square Food & Beverages Ltd., Square Texcom Ltd., Square Securities Management Ltd., Square Air Ltd. Mediacom Ltd. and Maasranga Television under the Square Group.

Sponsor Director in 15 other limited companies namely Square Pharmaceuticals PLC. (listed), Square Pharmaceuticals Kenya EPZ Ltd., Square Hospitals Ltd., Square Lifesciences Ltd., Square Fashions Ltd., Square Denims Ltd., Square Informatix Ltd., Square Agro Development and Processing Ltd., ASTRAS Ltd., Sabazpur Tea Company Ltd. under the Square Group.

Independent Director

Mr. Abul Kalam Azad

Appointed to the Board in the year July, 2023.

Commerce Graduate, University of Chittagong.
Fellow Member (FCA), Institute of Chartered Accountants of Bangladesh.

Founding Principal and Sole Practitioner of Azad Abul Kalam & Co., Chartered Accountants since 2008.
Founding Partner and Sole Practitioner of Azad Zamir & Co., Chartered Accountants since 1984.
Independent Director of Square Pharmaceuticals PLC.
Former Independent Director, Envoy Textiles Ltd.



Independent Director

Mr. Muhammadul Haque



Appointed to the Board in the year April 2024.

MBA, IBA, University of Dhaka

Veteran Marketer, 36 years.

Former Executive Director Marketing (CMO) of Square Pharmaceuticals PLC.

Independent Director of Square Pharmaceuticals PLC.

The Board of Directors status in accordance with the Constitution and Law:

Constitution

Not less than 3 or more than 15

Type of Mandate

Unitary Board of 6 (six) Directors

Female Member

1 (one)

Male Member

5 (five)

Non-Executive Director

3 (three)

Executive Director

1 (one)

Independent Director

2 (two)

Board Meeting during the year 2023-2024

9 (Nine)

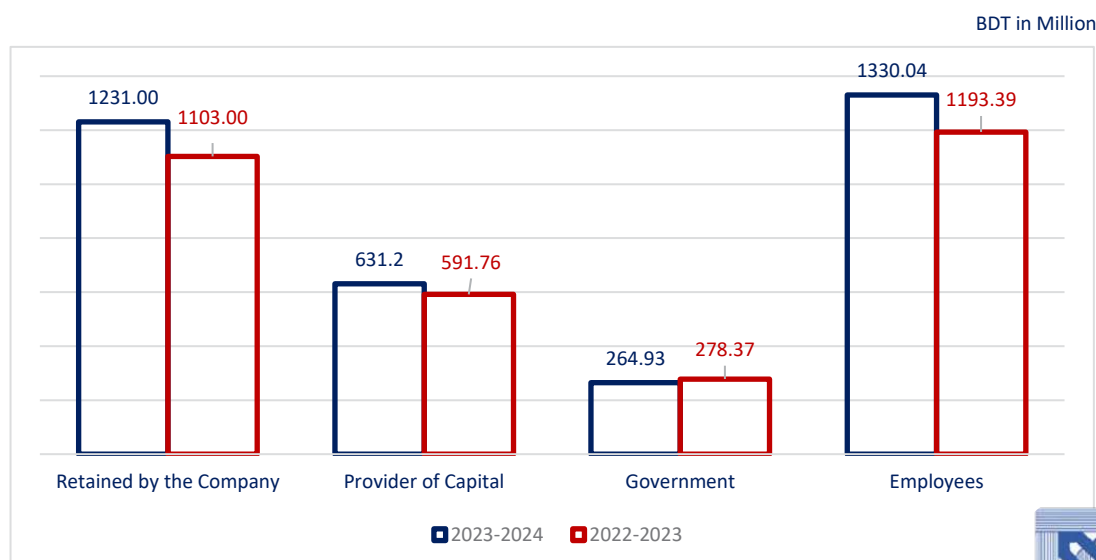
THE DIRECTORS
Square Textiles PLC.

STATEMENT OF VALUE ADDED

Square Textiles PLC.

YEAR ENDED
30 JUNE 2024

	2023-2024	2022-2023
Source of Fund:		
Net Turnover	18,926,870,794	14,967,962,444
Less: Bought in Materials & Services	(15,488,156,175)	(11,853,907,676)
Add: Other Income	18,462,977	52,464,069
Value Added	3,457,177,596	3,166,518,837
Applied in the following Ways:		
Employees	1,330,040,067	1,193,389,658
Salaries Wages Gratuity and Other benefits	1,266,472,342	1,130,762,613
Contribution to workers profit participation & welfare fund	63,567,725	62,627,045
Government	264,932,817	278,373,261
Corporate Tax	189,418,856	181,119,297
Other Government Dues	75,513,961	97,253,964
Provider of Capital	631,206,400	591,756,000
Dividend	631,206,400	591,756,000
Retained by the Company	1,230,998,312	1,102,999,918
Depreciation	780,269,064	623,334,309
Retain Earning	450,729,248	479,665,609
	3,457,177,596	3,166,518,837





MESSAGE FROM THE CHAIRMAN

Dear Shareholders Ladies
and Gentleman

I feel some degree of comfortability in reporting to you at this Annual General Meeting due to overcoming the operational hazards in the global demand and supply chain systems between buyers and producers during the preceding year creating a standoff between them as the world financial crises flashed out, especially amongst the young growing economies as the wars/threats of war started showing the signs of spreading to many hot-spots of the globe.

Due to several monetary and fiscal measures, the RMG Sector retook its position as the largest export earner despite a sharp fall in our foreign currency reserves due to a disproportional increase in the prices of raw materials/machinery that are required to be imported, while prices of our products abroad had grown only marginally. It is expected that as both the Government as well as the industrial entrepreneurs are forging ahead in product and market diversification, the RMG Sector would come out with more and more bargaining power with higher export revenue not too a faraway time.

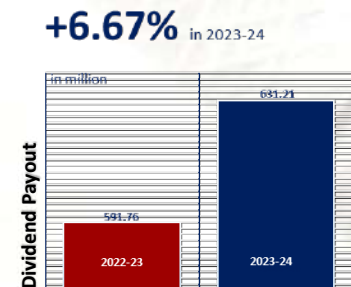
While I believe that the World socio-politico disorders might, nevertheless continue to exist at current levels, or may even escalate, our investors would not exit from the mighty sector which supplies the basic needs of civilization.

I hope the Shareholders and Stakeholders, the Government, and the officers/workers all shall keep in mind that the existence of the sector depends on the joint efforts by all and everyone who must face the threats, standing together shoulder to shoulder in the own common interest.

With best wishes to you all.

Thanking You.


Tapan Chowdhury
Chairman



BUSINESS OPERATIONAL RESULTS SQUARE TEXTILES PLC.



Figures in '000

Particulars	2023-2024	2022-2023	2021-2022	2020-2021	2019-2020
Turnover (Net)	18,926,871	14,967,962	15,624,302	11,924,705	9,505,326
Gross Profit	2,332,757	1,876,842	2,699,982	1,335,718	682,944
Net Profit (Before Tax)	1,271,355	1,252,541	2,129,771	733,098	90,140
Net Profit (After Tax)	1,081,936	1,071,422	1,806,305	621,634	51,362
Shareholders' Equity	9,588,682	9,098,502	8,717,463	7,305,662	6,881,280
Total Assets	23,212,817	17,584,856	15,029,581	15,418,898	14,190,038
Total Current Assets	12,696,385	8,269,586	7,413,708	8,523,673	7,272,823
Total Current Liabilities	10,356,538	8,203,191	5,732,488	5,207,496	7,094,063
Current Ratio	1.23	1.01	1.30	1.64	1.03
Shares Outstanding	197,252,000	197,252,000	197,252,000	197,252,000	197,252,000
Face Value per Share	10.00	10.00	10.00	10.00	10.00
Dividend (Cash)	32%	30%	35%	20%	10%
Dividend (Stock)	-	-	-	-	-
Net Asset Value Per Share (NAV)	48.61	46.13	44.19	37.04	34.89
Net Operating Cash Flow per Share	(11.91)	4.64	15.24	5.64	-0.42
EPS-Earning per Share (Standalone)	5.49	5.43	9.16	3.15	0.26
EPS-Earning per Share (Consolidated)	5.89	5.81	9.93	3.41	0.27
EPS on Share Issued for Cash	42.95	42.53	71.71	24.68	2.04
Quoted Price per Share - DSE	46.20	67.50	66.40	47.50	29.00
Quoted Price per Share - CSE	45.80	67.50	68.80	46.00	29.70
Price Earnings Ratio-DSE (Time)	8.42	12.43	7.25	15.08	111.54
Price Earnings Ratio-CSE (Time)	8.34	12.43	7.51	14.60	114.23
Market Capitalization-DSE (in billion)	9.11	13.31	13.10	9.37	5.72
Market Capitalization-CSE (in billion)	9.03	13.31	13.57	9.07	5.86
Shareholders :	2023-2024	2022-2023	2021-2022	2020-2021	2019-2020
Sponsors/Directors	6	7	7	7	7
Financial & other Institution	291	234	218	249	240
Foreign Investors	1	2	3	3	5
General Public	15,376	15,895	14,644	14,759	16,558
Total -	15,674	16,138	14,872	15,018	16,810
Employees :	2023-2024	2022-2023	2021-2022	2020-2021	2019-2020
Executives	209	203	206	198	187
Non Executives	218	193	189	173	142
Workers	4,326	4,167	4,156	4,105	3,894
Total -	4,753	4,563	4,551	4,476	4,223



REPORT FROM THE MANAGING DIRECTOR

Dear Shareholders, Ladies
and Gentleman

I welcome you on behalf of the Board of Directors to this 29th Annual General Meeting and submit the Annual Report containing the Directors' Report and all other mandatory financial and operating statements with legally required information for a full disclosure to the Shareholders so that they can make a rational/analytical investment decision.

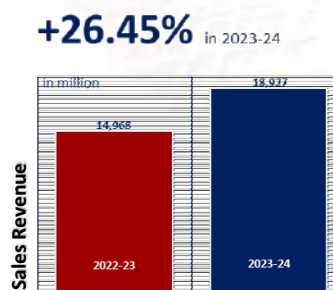
Form a critical review of the comparative study of the consolidated statements of the previous year, you would have a clearer understanding that the Company have made a successful stride on several key indices of operational results over the previous year through strategic policy decisions by the Board of Directors. These include, among others, an increase in long-term investments by over a Billion BDT, nearly BDT 5 Billion in current assets of which only about BDT 2 Billion was involved in current liabilities. This shows that the Management believes that the RMG sector, the largest export and F/C earner would continue to keep the country's financial system, including the F/C Reserve in a reasonably respectable level for continuing the level of development in the GDP growth and employment situation in the coming years.

It is also to be noted that the liquidity position as reflected by the current ratio of 1:1.23 leaves the company in a comfortable position. The EPS at 5.89 during the year is considered satisfactory as compared to the previous year's 5.81.

Considering the world situation of Wars and Skirmishes in almost every nook and corner, the world trade of Textile goods, a necessity for civilization, though is reported to have declined by about 3%, is also expected to recover in the near future.

Thanking You.

Samuel S Chowdhury
Managing Director



MANAGEMENT APPARATUS

Management Committee

Mr. Samuel S Chowdhury Managing Director	Chairman
Mr. Anjan Chowdhury Director	Member
Mr. Md. Kabir Reza Head of Accounts & Finance	Member
Mr. Taslimul Hoque Head of Operations	Member

Audit Committee

Mr. Abul Kalam Azad Independent Director	Chairman
Mrs. Ratna Patra Director	Member
Mr. Anjan Chowdhury Director	Member
Mr. Sanjib Baran Roy Company Secretary	Secretary

Nomination and Remuneration Committee

Mr. Abul Kalam Azad Independent Director	Chairman
Mrs. Ratna Patra Director	Member
Mr. Anjan Chowdhury Director	Member
Mr. Sanjib Baran Roy Company Secretary	Secretary

Operational Head

Ms. Sanchia Chowdhury	Head of Business Strategy
Mr. Eric S Chowdhury	Head of TSD and SCM
Ms. Anika Chowdhury	Head of Business Development
Mr. Taslimul Hoque	Head of Operations
Mr. Anjan Kumar Paul	Head of HR & Admin
Mr. Md. Shahid Raihan	Head of Production
Mr. Avijit Kumar Biswas	Head of Procurement
Mr. Shah Mohammad Faisal	Head of Sales & Marketing
Mr. Rajibul Kabir	Head of Supply Chain Management
Mr. Shah Didarul Islam	Head of Engineering

CFO, Company Secretary and HIAC

Mr. Md. Aminur Rahman, FCMA	Chief Financial Officer
Mr. Sanjib Baran Roy, FCS	Company Secretary
Mr. Md. Mozibur Rahman, FCA	Head of Internal Audit and Compliance



CORPORATE INFORMATION



Statutory Auditors

M/s. K. M. Hasan & Co.
Chartered Accountants
Hometown Apartment, 8 & 9th Floor
87 New Eskaton Road
Dhaka 1000.

Compliance Auditors

M/s Chowdhury Bhattacharjee & Co.
Chartered Accountants
BSEC Bhaban, Level-4, 102 Kazi Nazrul Islam Avenue
Karwan Bazar, Dhaka 1215.

Legal Advisor

Mr. Syed Afzal Hasan Uddin, Bar-at-Law
Ms. Nazia Kabir, Bar-at-Law

Bankers

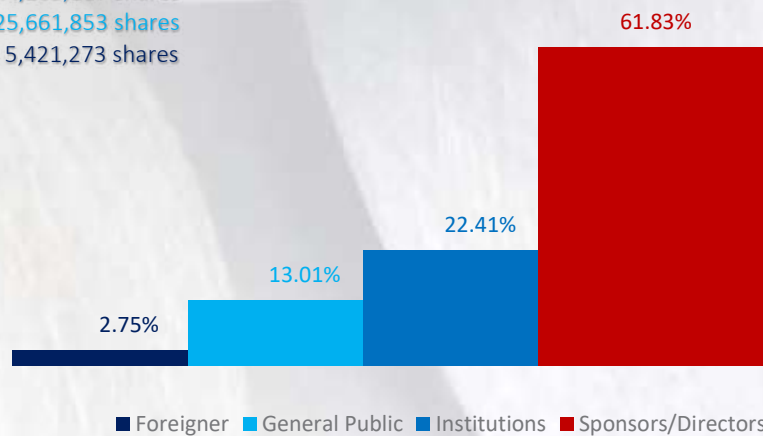
Standard Chartered Bank, HSBC Limited
Prime Bank PLC., City Bank PLC.
Commercial Bank of Ceylon PLC.
Dutch Bangla Bank PLC.

Insurers

Pioneer Insurance Co. Ltd.
Pragati Insurance Co. Ltd.
Eastland Insurance Co. Ltd.

THE OWNERS

Sponsor - 121,959,707 shares
Institutions - 44,209,167 shares
General Public - 25,661,853 shares
Foreigners - 5,421,273 shares



CORPORATE ACHIEVEMENT

SQUARE TEXTILES PLC.

1994

Year of Establishment
(Incorporated as a Public Limited Company)

1997

Year of Operation

2000

- ☞ Awarded Oeko-Tex Standard 100 Certificate
- ☞ Awarded ISO-9001:2008 Certificate

2002

- ☞ Listing with Dhaka Stock Exchange Ltd. Chittagong Stock Exchange Ltd.
- ☞ Awarded CottonUSA Certificate

2003

Awarded SUPIMA license

2007

Awarded Global Organic Textiles Standard (GOTS) Certificate

2008

Awarded Cotton made in Africa (CmiA) Certificate

2009

Awarded USTERIZED Certificate

2024

- ☞ Awarded as Highest Taxpayer in Spinning & Textiles Sector
- ☞ Received ICSB National Award for Corporate Governance Excellence

2023

Won ICMAB Best Corporate Award

2022

Won Export Trophy Gold

2021

- ☞ Won Export Trophy Gold
- ☞ Received ICSB National Award for Corporate Governance Excellence

2020

Awarded "AA" rating in the long term and "ST-1" in short term by CRISL

2018

Won Export Trophy Gold

2017

- ☞ Awarded as Best Taxpayer Textiles Sector
- ☞ Awarded "AA" rating in the long term and "ST-1" in short term by CRISL

2015

Won ICSB National Award Gold for Corporate Governance Excellence.

2011

Authorized Capital BDT 3,000 million

2010

Received HSBC Export Excellence Award.

DIRECTORS' REPORT

Year Ended June 2024



The Board of Directors of the Company is delighted to present its Report for the financial year ended 30 June 2024 before the honorable Shareholders.

The Directors' Report is presented in accordance with the provisions of Section 184 of the Companies Act 1994, Rule 12 (and the schedule there under) of the Bangladesh Securities and Exchange Rules 2020, Corporate Governance Code 2018 of Bangladesh Securities and Exchange Commission and International Accounting Standard-1 as adopted by The Financial Reporting Council, Bangladesh.

OPERATIONAL OVERVIEW:

Textiles Sector

Bangladesh's textile sector is deeply rooted in its rich cultural and economic heritage, evolving over centuries to become a major global player. In ancient times, the region that is now Bangladesh was world-renowned for its production of Muslin, a fine cotton fabric prized for its quality and craftsmanship. During the Mughal era, Dhaka Muslin became a symbol of Bengal's prominence in global trade, with exports reaching Europe, the Middle East, and beyond. However, the British colonization of the Indian subcontinent in the 18th century had a detrimental impact on this thriving industry. British policies favored the import of British-manufactured textiles, causing a sharp decline in local production, particularly affecting the Muslin trade.

After the partition of India in 1947, Bangladesh, then known as East Pakistan, was primarily focused on exporting raw jute rather than developing its cotton and textile manufacturing capabilities. This underdevelopment of the textile sector

continued until Bangladesh gained independence in 1971, marking a new chapter in its economic journey.

Following independence, the government and private sector began rebuilding the economy, and by the late 1970s and early 1980s, Bangladesh started to focus on the Ready-Made Garments (RMG) industry. This shift was driven by favorable trade policies such as the Multi-Fiber Arrangement (MFA), which allowed Bangladesh access to Western markets without the quotas that restricted other countries. Low labor costs and a growing demand for affordable clothing in Europe and the U.S. created a conducive environment for the sector to grow rapidly.

By the 1990s, Bangladesh had established itself as a significant player in the global apparel market. The RMG sector quickly became the backbone of the country's economy, driven by both foreign investment and local entrepreneurship. The sector's growth transformed Bangladesh into one of the world's largest textile exporters, contributing over 80% of its export earnings and providing employment to millions, especially women.

Today, Bangladesh's textile sector remains a cornerstone of its economy, second only to China in global textile exports. The industry is undergoing a transformation, focusing on sustainability, environmental standards, and diversification into higher-value products such as technical textiles. As Bangladesh continues to modernize its textile industry, it is balancing its historical strengths with contemporary demands for ethical production and sustainability, ensuring that it remains competitive in the global market. The sector's growth has not only fueled the country's economic rise but also played a crucial role in social transformation, particularly in empowering women and reducing poverty.

Spinning Sector

The spinning industry plays an integral role to Bangladesh's economy, essential for the prosperity and expansion of its textile and ready-made garment (RMG) sectors. As the main supplier of yarn, the sector plays a foundational role in the production of fabrics, which are essential for manufacturing garments. Given that the RMG industry accounts for more than 80% of the country's export earnings, the spinning sector is critical to maintaining Bangladesh's global competitiveness. It ensures that the textile industry has a steady and reliable supply of yarn, reducing dependency on imports, shortening lead times, and allowing the RMG sector to offer competitively priced products in international markets.

In terms of its impact on employment, the spinning sector is a major source of jobs in Bangladesh. The industry directly employs hundreds of thousands of workers in mills across the country, while indirectly supporting millions more in related industries such as transportation, logistics, and raw material supply. Its role in job creation is particularly significant in rural areas, where employment opportunities are often limited, making the spinning sector a key player in poverty alleviation and economic empowerment.

Economically, the sector helps Bangladesh save valuable foreign exchange. By producing yarn domestically, the country is able to reduce its reliance on imported raw materials like cotton and synthetic fibers. This not only strengthens the country's trade balance but also helps protect the economy from price fluctuations in international markets. Moreover, the spinning sector has attracted substantial investment, both from within Bangladesh and from abroad, fueling the expansion and modernization of spinning mills. This investment has led to improved efficiency, higher-quality production

and greater overall capacity, further boosting the competitiveness of the country's textile exports.

Beyond its direct contributions, the spinning sector also enables Bangladesh to add more value to its textile products. Instead of merely assembling garments from imported materials, the country can produce and export textiles from locally sourced yarn, creating more opportunities for economic diversification. Additionally, the sector is increasingly focused on sustainability. In response to global demand for environmentally responsible products, many mills are adopting green production methods, such as using recycled yarn and minimizing waste. This emphasis on sustainability enhances Bangladesh's reputation as a producer of ethically made textiles, appealing to international buyers who prioritize eco-friendly sourcing.

The Government's support to the spinning sector through various incentives and policies, including duty drawbacks and subsidies will boost up to encourage investment and growth.

Operational Performance

Bangladesh's spinning sector in 2023-2024 has been challenged by several factors, most notably gas shortages, volatile dollar exchange rates, and reduced demand from the ready-made garment (RMG) sector. Many spinning mills have been operating at only 50% capacity due to these issues, significantly increasing production costs and lowering profitability. Additionally, the sharp rise in gas prices and the unstable foreign exchange rate have made it difficult for mills to maintain operations and invest in new equipment.

The global market slowdown, exacerbated by inflation in Western markets, has also led to a decrease in orders for Bangladesh's garment sector, further affecting the spinning industry.

As a result, new investments in spinning have stalled.

Despite these challenges, the sector remains a critical component of Bangladesh's textile supply chain. To mitigate the current difficulties, mills are focusing on cost-cutting measures and skill development for workers. However, long-term sustainability will require more government support, particularly in ensuring stable energy supplies and addressing financial challenges, such as easing access to financing and stabilizing the currency.

Standalone Financial Results

The Revenue from Operations and Operating Profit stood at BDT 18,926.87 and 2,022.73 million, compared to BDT 14,967.96 and 1,573.12 million respectively in the previous year, experiencing an increase of 26.45% and 28.58%.

The Net Profit After Tax increased by 0.98% to BDT 1,081.94 million, compared to BDT 1,071.42 million in the previous year.

Consolidated Financial Results

The Revenue from operations and Operating Profit stood at BDT 20,905.83 and 2,171.29 million, compared to 16,508.16 and 1,687.15 million respectively in the previous year, an increase of 26.64% and 28.70% respectively.

The Net Profit after Tax for the year also registered an increase of 1.44% to BDT 1,161.85 million, as against BDT 1,145.28 million in the previous year.

COMPANY'S OPERATIONS

Square Textiles is one of the leading manufacturers in Bangladesh that makes yarns for knitting and weaving. The company has been in the business for more than 29 years.

Square Textiles focuses on more sustainable and eco-friendly products, namely Organic, BCI,

Tencel, Re-cycle (Cotton and Polyester) etc. They are also developing more value-added products, i.e., Galaxy, Flutter, Lurex, Mozaik, Neppy, Snow, Siro etc., which are more fashion trendy and have higher export value.

Square Textiles' products are widely known by their loyal customers for their superior quality and dedicated services.

CAPACITY/PRODUCTION

Competition in national and international markets has been fierce over the past few years. We have resorted to a more diverse product mix in pursuit of higher margins as a means of production in order to cope with the situation.

Because of this, we have restated the production capacity installation criterion and actual production quantity to make them (The production data) equivalent and comparable.

However, due to various unavoidable circumstances like the short supply of gas, the production efficiency registered declined in 2023-2024 to 94.58% from 97.34% than that of the efficiency of 2022-2023.

The total installed production capacity (at an average of 30s Ring and 14s O/E counts) as on June 30, 2024 was as follows:

<u>Spindles/Rotors</u>	In Nos.	
Particulars	2023-24	2022-23
<u>Installation:</u>		
Spindle Installed	173,950	129,262
Rotor head Installed	5,192	5,192
Vortex head Installed	3,168	3,168
<u>Operation:</u>		
Spindle Operated	173,950	129,262
Rotor head Operated	5,192	5,192
Vortex head Operated	3,168	3,168

Product Capacity Installed

Particulars	2023-24	2022-23
Equivalent to-		in Kg
30s Count (Ring Yarn)	25,138,192	19,234,705
14s Count (O/E Yarn)	12,694,523	11,023,466
30s Count (Vortex Yarn)	10,963,241	10,545,795
Total -	48,795,956	40,803,966

Actual Production

Particulars	2023-24	2022-23
Actual Production	52,341,364	42,586,429
Equivalent to-		in Kg
30s Count (Ring Yarn)	23,600,554	19,043,265
14s Count (O/E Yarn)	11,938,261	10,644,031
30s Count (Vortex Yarn)	10,285,872	10,210,973
Total -	45,824,687	39,898,269

Production Efficiency

Particulars	2023-24	2022-23
Equivalent to-		in %
30s Count (Ring Yarn)	93.88%	94.74%
14s Count (O/E Yarn)	94.04%	94.58%
30s Count (Vortex Yarn)	93.82%	94.27%
Total (Average) -	93.91%	94.58%

COST OF PRODUCTION

The cost of production has varied during the past years primarily due to wide fluctuations in the price of raw cotton, packing materials, fuel and power, and spare parts which were beyond the control of the Management.

The level of costs and their incidence are given below:

Particulars	2023-24	2022-23
Output of Yarn	52,341	42,586

Cost of Major Items

Particulars	2023-24	2022-23
Raw Material Consumed	12,266,550	9,624,989
Packing Materials	195,184	150,877
Fuel/Power etc.	1,811,884	1,411,805
Spare Parts	339,828	287,125
Other Overhead	2,029,144	1,715,282
Total Cost -	16,642,590	13,190,078

Unit Cost/Kg.

Particulars	2023-24	2022-23
Raw Material	234.36	226.01
Packing Materials	3.73	3.54
Fuel/Power etc.	34.62	33.15
Spare Parts	6.49	6.74
Other Overhead	38.77	40.28
Total Unit Cost-	317.97	309.72
Raw Material Cost % of Total Cost-	73.71%	72.97%

The above figure reveals that though the raw material cost per unit increased by 3.69%, packing materials cost increased by 5.37%, Fuel/Power cost increased by 4.43%, Spare Parts cost decreased by -3.71%, and other overhead decreased by -3.75%, which lead to total unit cost increased by 2.66% in 2023-24 over 2022-23. During the year under review, the price of raw cotton in the international market was significantly unstable.

MARKETING OPERATIONS:

Market Exposure

The marketing efforts of the Company have consistently prioritized export sales, as evidenced by the following information:

Particulars	2023-24	2022-23
Export Sales	52,426	42,473
Total -	52,426	42,473

<u>Sales Revenue (Tk.)</u>		in '000
Particulars	2023-24	2022-23
Export Sales	18,926,871	14,967,962
Total -	18,926,871	14,967,962

The above figures show that sales quantity increased by 23.43% and sales revenue increased by 26.45% in 2023-24 over 2022-23.

Unit Selling Prices Attained

The selling prices (Taka/Kg) have changed over the years, as shown below:

Particulars	2023-24	2022-23
Export Sales	361.02	352.41
Total -	361.02	352.41

The above indicates that the selling price increased by 2.44% in 2023-24 over 2022-23 due to the USD conversion rate significantly increasing against BDT in Bangladesh, but yarn price in USD decreased in the domestic and international markets.

CAPITAL EXPENDITURES

In order to continuously upgrade and increase the productive facilities, the Company made an additional net capital expenditure of Tk. 1,981.43 million as follows:

		in '000
Particulars	2023-24	2022-23
Land/Civil Construction	43,627	416,070
Plan & Machinery	1,861,982	1,858,274
Other Fixed Assets	75,822	51,576
Total -	1,981,431	2,325,920

The above investments have enabled the company to increase the rate of production efficiency at a reasonable level over the years. The entire amount has been invested out of its internal generation of funds and bank borrowings.

INDUSTRY OUTLOOK

In the wake of the changing world demand structure, Bangladesh is on the right track to progressive higher demand for garments of mid to higher quality brands due to fiscal war between large economies such as the USA, China, EU, etc.

The sector offers great scope for expansion and doubles the foreign exchange earnings provided the Government rationalizes fiscal/ monetary policies and provides necessary monetary/non-monetary support/incentives to local as well as strategic investors.

LOANS AND GUARANTEES

Details of loans granted and guarantees given during the year under review are depicted in Note No. 13, 15 and 36 of the standalone financial statement.

RELATED PARTY TRANSACTION

Square Textiles has engaged in a number of related party transactions, the details of which are detailed in Note No. 40 of the standalone Accounts.

FOREIGN EXCHANGE EARNED/SAVED

Square Textiles contributed substantially to the Foreign Exchange Reserve of the country during the year under review through its export marketing operation. This amounted to Tk. 58.15 million.

Details are depicted below:

		in '000
Particulars	2023-24	2022-23
Total Export	16,696,651	15,687,889
Less Import		
Raw Materials	14,225,421	11,055,271
Spare Parts	484,422	357,940
Misc. (with BMRE)	1,928,661	1,901,121
Net Export	58,147	2,373,557

FINANCIAL RESULTS

The Company's (standalone) operating financial result for the year ended 30 June, 2024, as compared to the previous year are summarized hereunder:

Particulars	2023-2024	2022-2023	↑↓ in %
Export Sales	18,926,870,794	14,967,962,444	26.45 ↗
Cost of Goods Sold	16,594,114,280	13,091,120,429	26.76 ↗
Gross Profit	2,332,756,514	1,876,842,015	24.29 ↗
Administrative Expenses	279,145,585	277,298,769	0.67 ↗
Selling & Dist. Expenses	30,881,320	26,421,188	16.88 ↗
Operating Income	2,022,729,609	1,573,122,058	28.58 ↗
Finance Cost	706,270,357	310,418,176	127.52 ↗
Non-Operating Income	18,462,977	52,464,069	64.81 ↘
Net profit before WPPF	1,334,922,229	1,315,167,951	1.50 ↗
Contribution WPPF	63,567,725	62,627,045	1.50 ↗
Net profit (Before Tax)	1,271,354,504	1,252,540,906	1.50 ↗
Provision for Income Tax	192,219,533	214,253,443	10.28 ↘
Provision for Deferred Tax	(2,800,677)	(33,134,146)	91.55 ↘
Net Profit (After Tax)	1,081,935,648	1,071,421,609	0.98 ↗
Gross Profit Margin	12.33%	12.54%	0.21 ↘
Net Profit Margin (AT)	5.72	7.16%	1.44 ↘
EPS (Earning Per Share) in Taka	5.49	5.43	1.10 ↗

The Turnover increased by 26.45% along with Gross profit and Net profit (After Tax) by 24.29% and 0.98% respectively during the year 2023-24 in comparison to the previous year.

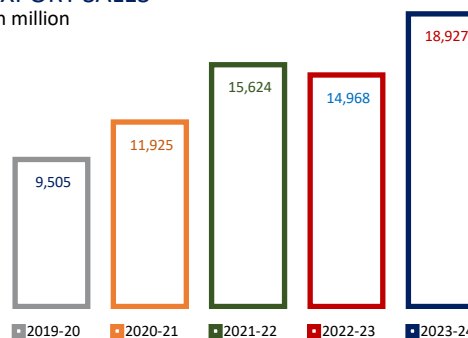
Gross Profit Ratio as well as Net Profit Ratio decreased by 0.21% and 1.44% respectively.

The Financial Result of the Company for the year 2023-24 depicts a slightly higher but return on sales ratio (from 7.16% to 5.72%) significantly decreased due to the crisis of GAS supply as well as the energy cost significantly increased for huge price hike of diesel and GAS, on the other side wages and salary amount significantly increased due to revised wages scale under Labour Law from march 2024.

AA+

Credit Rating By CRISL

EXPORT SALES In million

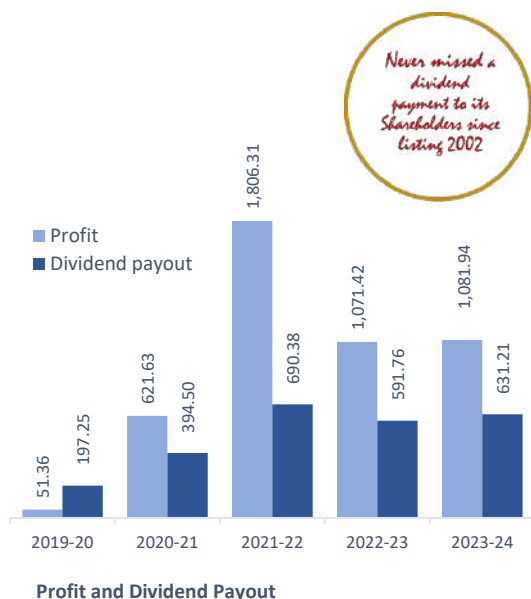


During the period the selling price (in USD) of yarn also decreased due to lower demand in the RMG sector in both local and international markets. These situations influenced to maximization of the unit cost of production and finally led to down profitability during the reporting year than the previous year.

APPROPRIATION OF PROFIT

The Board of Directors recommended the appropriation of the net profit earned for the year ended June 30, 2024 in the following manner:

	in Taka
- Net profit (after tax) for the year ended June 2024.	1,081,935,648
- Recommended for Cash Dividend @32.00%.	631,206,400
- Net Un-appropriated Profit (for ploughing back)	450,729,248



RISK & CONCERN

The international situation in the coming years will largely determine the future of industry and commerce at home and abroad.

It is heartening, however, to see the government is identifying all of the factors that could stymie industry and commerce and taking appropriate measures to cope, as a result of which Bangladesh has begun to improve its position in the World Bank Ranking Hall of Progress' "Doing Business" Index.

INVESTMENT IN SUBSIDIARIES

The Company has invested Tk. 489,333,960 as equity (99.88%) in the capital of Square Texcom Limited. As per provision of the Company Act 1994 Square Texcom Ltd. are a subsidiary of Square Textiles PLC. and as such Directors Report along with Auditors Report & Audited Financial Statement has been included as part of this report.

CREDIT RATING REPORT

The Credit Rating Information and Services Ltd. (CRISL) reaffirmed the credit rating to Square Textiles on the basis of financial and other relevant quantitative and qualitative information on 14 December, 2023.

The reaffirmed ratings are:

Long Term Rating = "AA+", which indicates Higher Safety and Higher Credit Quality.

Short Term Rating = "ST-1", which indicates the Highest Certainty of Timely Repayment.

CONTRIBUTION TO NATIONAL EXCHEQUER

Square Textiles PLC. contributed an amount of Tk. 264.93 million during the year to the National Exchequer as against Tk. 278.37 million in the previous year.

MINORITY INTERESTS

In compliance with Condition No. 1(5) (xvi) of the Corporate Governance Code 2018 of BSEC, the Board hereby confirms that the interests of the minority shareholders have been duly protected in the Company.

EXTRA-ORDINARY ACTIVITIES

The Company did not engage in or continue any extraordinary activities, and as a result, it did not suffer or gain any loss or gain as a result of such activities.

MANAGEMENT'S DISCUSSION & ANALYSIS

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

UNCLAIMED/UNSETTLED DIVIDENDS

Unclaimed/unsettled dividends are taken care of according to directives of the Bangladesh Securities and Exchange Commission and other regulatory authorities from time to time.

Details of unclaimed/unsettled dividends for the years from 2002 to 2023 are presented on page 53 of this report.

CONSOLIDATION OF ACCOUNTS

In terms of the Regulations of the Bangladesh Securities and Exchange Commission (BSEC), the company has consolidated the Accounts following the codes of International Accounting Standard - 28 & IFRS-10 reflecting shareholders' gross benefits/value of investments.

The consolidated financial statements are included in this Annual Report.

ELECTION OF DIRECTOR

Mr. Anjan Chowdhury, Director of Square Textiles PLC, retired as per articles 125 & 126 of the Articles of Association and being eligible, offered themselves for re-election.

A brief resume and other information about the above-mentioned director are depicted in Annexure-ii.

RE-APPOINTMENT OF THE MANAGING DIRECTOR

The Board of Directors in its meeting held on 27th December 2023 re-appointed Mr. Samuel S Chowdhury as Managing Director for a further term of 5 (five) years w.e.f. 31st December, 2023, and it is now placed for the consent of the shareholders.

A brief resume and other information of the Managing Director is depicted in Annexure-II.

APPOINTMENT OF INDEPENDENT DIRECTOR

The Board of Directors has appointed Mr. Muhammadul Hoque as Independent Director on 22nd October, 2024 in compliance with Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 date 16 October, 2023 and it is duly approved by the Bangladesh Securities and Exchange Commission on 10th September, 2024.

A brief resume and other information of the above-mentioned directors is depicted in Annexure-II.

APPOINTMENT OF STATUTORY AUDITORS

M/s K. M. Hasan & Co., Chartered Accountants, is the Statutory Auditors of the Company for the year 2023-2024, submitted an Unqualified Report on the Financial Statements of Square Textiles PLC. for the year ended 30 June, 2024, retires on this 29th Annual General Meeting.

Being eligible they have offered themselves for reappointment as Statutory Auditors of the Square Textiles PLC. for the year 2024-2025.

The Board of Directors, in its meeting held on 22nd October, 2024, recommended their appointment.

APPOINTMENT OF COMPLIANCE AUDITORS

M/s Chowdhury Bhattacharjee & Co., Chartered Accountants, is the compliance Auditors of the Company for the year 2023-2024, retires at this 29th Annual General Meeting.

Being eligible, offered themselves for re-appointment as Compliance Auditor Square Textiles PLC. for the year 2024-2025.

The Board of Directors, in its meeting held on 22nd October, 2024, recommended their appointment.

TO APPROVE THE SALE OF GOODS TO THE SISTER CONCERN OF SQUARE TEXTILES PLC.

Square Textiles PLC. is required to obtain approval of the shareholders with regard to the sale of goods to the sister concern amounting to 10% or above of the total revenue or turnover as shown on the statement of profit or loss and comprehensive income for the immediate preceding financial year as per clause 1 of the Notification No. BSEC/CMRRCD/ 2009-193/10/Admin/118 dated March 22, 2022 by the Bangladesh Securities and Exchange Commission.

DIRECTORS' DECLARATION ON THE FINANCIAL STATEMENTS

As a part of corporate good governance, the Board is accountable for providing a true and fair view of the company's financial performance and status. To that end, the Directors affirm to the best of their knowledge that:

- The Financial Statements of the Company present a true and fair view of the

Company's state of affairs, a result of its operation, cash flows and changes in equity.

- Proper books of accounts as required by the prevailing laws have been maintained.
- Appropriate accounting policies have been constantly applied in the preparation of the financial statements and the accounting estimates are based on reasonable and prudent.
- The financial statements were prepared in accordance with IAS/IFRS as applicable in Bangladesh.
- The internal control system is sound in design and is effectively implemented and monitored.
- There is no significant doubt about the company's ability to continue as a going concern.
- There is no significant deviation from the operating result of the last year.
- Remuneration paid to Mr. Samuel S Chowdhury, Managing Director has been shown in Note # 22 in the notes of accounts.
- Key operating and financial data of the last 5 (five) years have been presented in summarized form in Page No. 12.

CORPORATE GOVERNANCE COMPLIANCE REPORT

In accordance with the requirements of the Corporate Governance Code 2018 of the Bangladesh Securities and Exchange Commission, an additional statement in pursuance of Clause 1 (5), resume of the directors who shall be reappointed, Management Discussion Analysis, Certificate from the CEO and CFO to the Board, Certificate

Directors' Report
Year Ended June 2024

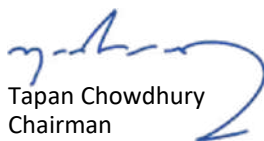
on Compliance of the Conditions of the Corporate Governance Code 2018 by the Compliance Auditors and Status of Compliance are depicted in the Annexures - i, ii, iii, iv, v, and vi respectively.

The Audit Committee Report, the Nomination and Remuneration Policy, and the Dividend Distribution Policy are also presented in the Annual Report.

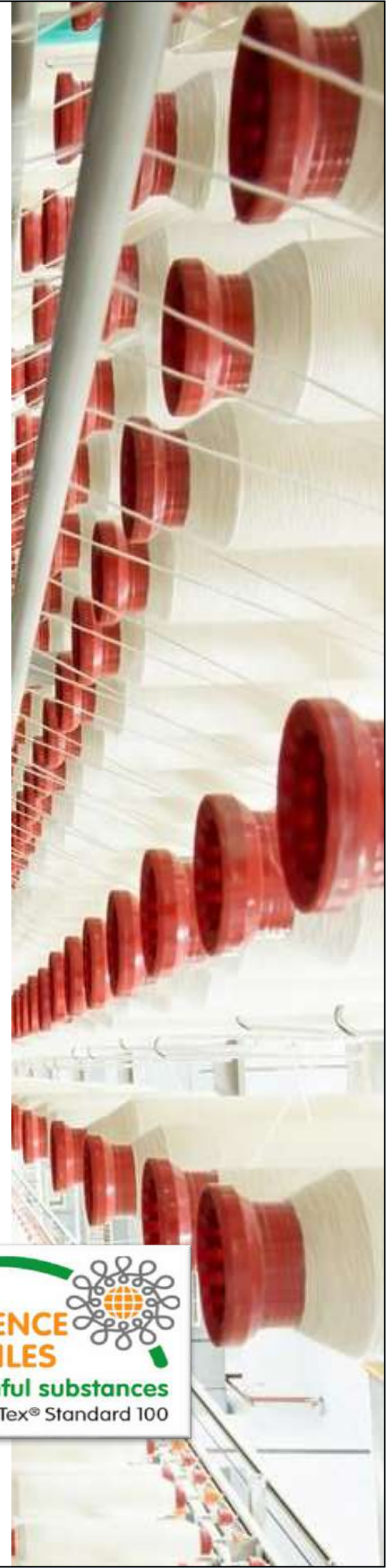
MANAGEMENT APPRECIATION

The Board of Directors records with deep appreciation the performance of the management, the officers, staff and workers whose relentless efforts helped to increase productivity as well as the turnover despite the natural and unnatural adverse factors of production and marketing throughout the country and the world. It is expected the employees and management will continue to improve the results in the interest of shareholders, whose unwavering trust in management has always been an inspiration to the Board of Directors.

The Directors humbly express their gratitude and acknowledge with keen interest the cooperation and unflinching support they have received from various agencies, including the Bangladesh Securities and Exchange Commission, the Stock Exchanges, the National Board of Revenue and other agencies of the public and private sector. We look forward to a brighter future for all of us.


Tapan Chowdhury
Chairman

- In the event of conflict between English text and Bangla text of this report, English text shall prevail.





BOARD MEETING AND ATTENDANCE 2023-2024

Under Condition # 1(5)(xxii) of CGC

Name of the Directors	Position	Meeting Held	Attended
Mr. Tapan Chowdhury	Chairman	9	9
Mrs. Ratna Patra	Vice Chairman	9	9
Mr. Samuel S Chowdhury	Managing Director	9	9
Mr. Anjan Chowdhury	Director	9	9
Mr. Abul Kalam Azad	Independent Director	9	8
Mr. Muhammadul Haque*	Independent Director	-	-

* Appointed on 22-10-2024

PATTERN OF SHAREHOLDING 30 June 2024

Under Condition # 1(5)(xxiii) of CGC

Name of the Shareholders	Status	Shares held	%
i. Parent/Subsidiary/Associated Companies and other related parties.			
ii. Directors, Chief Executive Officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and their Spouses and Minor Children's:			
Mr. Tapan Chowdhury	Chairman	6,588,167	3.34
Mrs. Ratna Patra	Vice Chairman	4,474,493	2.27
Mr. Samuel S Chowdhury	Managing Director	6,181,939	3.13
Mr. Anjan Chowdhury	Director	5,401,909	2.74
Mr. Abul Kalam Azad	Independent Director	-	-
Mr. Muhammadul Haque	Independent Director	-	-
Mr. Md. Aminur Rahman	Chief Financial Officer	-	-
Mr. Sanjib Baran Roy	Company Secretary	-	-
Mr. Mozibur Rahman	Head of Internal Audit & Compliance	25,800	0.013
iii. Executives:			
Mr. Taslimul Hoque	Head of Operations	848	0.0004
Mr. Md. Shahid Raihan	Head of Production	-	-
Mr. Avijit Kumar Biswas	Head of Procurement	-	-
Mr. Shah Mohammad Faisal	Head of Sales & Marketing	-	-
Mr. Rajibul Kabir	Head of Supply Chain Management	-	-
iv. Shareholders Holding 10% or more voting interest in the company:			
Square Pharmaceuticals PLC.	Sponsor Shareholder	91,436,679	46.36



DIRECTORS PROFILE

Who are seeking appointment
Under Condition # 1(5)(xxiv)(a) of CGC

RE-APPOINTMENT OF MANAGING DIRECTOR

Mr. Samuel S Chowdhury

Mr. Samuel S Chowdhury is a Director of the Company since its inception in 1994 and was appointed in the position of Managing Director in 2018. He is the eldest son of late the Samson H Chowdhury, Founder Chairman of the Company.



He obtained a Bachelor's degree from Rajshahi University and Masters in Business Administration from Trinity University, USA.

Mr. Chowdhury has a rich experience of more than

40 years in the pharmaceuticals, textiles, toiletries, media & communication sectors including capital market operations.

Mr. Samuel S Chowdhury is also a director of Square Pharmaceuticals PLC. (Listed Company) designated as Chairman and also acting as Chairman of 25 other limited companies namely Square Pharmaceuticals Kenya EPZ Ltd., Square Hospitals Ltd., Square Toiletries Ltd., Square Fashions Ltd., Square Food and Beverages Ltd., Square Denims Ltd. Square Apparels Ltd., Square Securities Management Ltd., Square Air Ltd., Sabazpur Tea Company Ltd. and Maasranga Television under the Square Group.

RE-APPOINTMENT OF DIRECTOR

Mr. Anjan Chowdhury

Mr. Anjan Chowdhury is a Director of Square Textiles PLC. since its inception in 1994, son of the late Samson H Chowdhury, Founder Chairman of the Company.



He obtained a Bachelor's degree in Business Administration from the University of South Florida, USA, and has a rich experience of more than 31 years in Pharmaceuticals, Hospitals, Textiles, RMG,

IT, Healthcare, Toiletries, Food & Consumer Products, Organic Tea Plantation, Capital Market Operation & Satellite TV Broadcasting.

Managing Director of 10 limited companies namely Square Toiletries Ltd., Square Food & Beverages Ltd., Square Texcom Ltd., Square Securities Management Ltd., Square Air Ltd. Mediacom Ltd. and Maasranga Television under the Square Group

Sponsor Director in 15 other limited companies namely Square Pharmaceuticals PLC. (listed), Square Pharmaceuticals Kenya EPZ Ltd., Square Hospitals Ltd., Square Lifesciences Ltd., Square Fashions Ltd., Square Denims Ltd., Square Informatix Ltd., Square Agro Development and Processing Ltd., ASTRAS Ltd., Sabazpur Tea Company Ltd. under the Square Group.

APPOINTMENT OF INDEPENDENT DIRECTOR

Mr. Muhammadul Haque



Mr. Muhammadul Haque, MBA from IBA, Dhaka University, a veteran marketer, was associated with Square Pharmaceuticals PLC. spanning over 19 years in a senior role.

The last position he held was Executive Director, Marketing.

He also worked for Glaxo Bangladesh Ltd. and ACI Pharmaceuticals PLC. for about 17 years.



MANAGEMENT'S DISCUSSION & ANALYSIS

Under Condition # 1(5)(xxv) of CGC



Pursuant to Condition No. 1 (5) (xxv) of the Corporate Governance Code 2018 of Bangladesh Securities and Exchange Commission, the Management's Discussion & Analysis for the year ended 30 June, 2024 are presented hereunder:

ACCOUNTING POLICIES AND ESTIMATION FOR PREPARATION OF FINANCIAL STATEMENTS:

Square Textiles PLC. follows International Financial Reporting Standards (IFRS) and International Accounting Standards (IAS) along with prevailing local rules and regulations applicable to the preparation of financial statements. Detail descriptions of accounting policies and estimations used for the preparation of the financial statements of the Company are disclosed in Notes No. 2 and 3 to the standalone financial statements.

CHANGES IN ACCOUNTING POLICIES AND ESTIMATION:

Square Tex has been following consistent policies and estimations and there are no such changes in accounting policies or estimations which a material impact on financial statements.

COMPARATIVE ANALYSIS OF FINANCIAL AND OPERATIONAL PERFORMANCE:

The Directors' Report provides the analysis of financial performance and position during the year under review and a detailed comparison of financial performance and position as well as cash flows are presented as part of the financial statements including notes.

However, major areas of financial performance, financial position as well as cash flows with the immediate preceding five years including the effects of inflation are depicted herein below:

Figures Tk. in '000

Particulars	2023-2024	2022-2023	2021-2022	2020-2021	2019-2020	2018-2019
Financial Performance						
Revenue	18,926,871	14,967,962	15,624,302	11,924,705	9,505,326	8,896,244
Gross Profit	2,332,757	1,876,842	2,699,982	1,335,718	682,944	951,351
Net Profit (Before Tax)	1,271,355	1,252,541	2,129,771	733,098	90,140	435,911
Net Profit (After Tax)	1,081,936	1,071,422	1,806,305	621,634	51,362	346,462
Financial Performance (Inflation Adjusted)						
						Base Year
Revenue	13,058,227	11,330,625	12,979,464	10,647,103	8,965,597	8,896,244
Gross Profit	1,609,440	1,420,754	2,242,937	1,192,610	644,165	951,351
Net Profit (Before Tax)	877,147	948,163	1,769,249	654,555	85,022	435,911
Net Profit (After Tax)	746,461	811,058	1,500,539	555,033	48,446	346,462
Financial Position						
Shares Outstanding	197,252,000	197,252,000	197,252,000	197,252,000	197,252,000	197,252,000
Shareholders' Equity	9,588,682	9,098,502	8,717,463	7,305,662	6,881,280	7,224,422
Total Assets	23,212,817	17,584,856	15,029,581	15,418,898	14,190,038	12,954,548
Total Liability	13,624,135	8,486,354	6,312,119	8,113,236	7,308,758	5,730,126
Current Assets	12,696,385	8,269,586	7,413,708	8,523,673	7,272,823	6,396,837
Current Liabilities	10,356,538	8,203,191	5,732,488	5,207,496	7,094,063	5,494,425

Particulars	2023-2024	2022-2023	2021-2022	2020-2021	2019-2020	2018-2019
Financial Position (Inflation Adjusted)						Base Year
Shares Outstanding	136,090,187	149,318,153	163,861,741	176,118,599	186,051,688	197,252,000
Shareholders' Equity	6,615,525	6,887,492	7,241,796	6,522,940	6,490,549	7,224,422
Total Assets	16,015,232	13,311,592	12,485,416	13,766,931	13,384,303	12,954,548
Total Liability	9,399,707	6,424,101	5,243,621	7,243,991	6,893,754	5,730,126
Current Assets	8,759,624	6,260,009	6,158,737	7,610,454	6,859,859	6,396,837
Current Liabilities	7,145,292	6,209,749	4,762,109	4,649,570	6,691,250	5,494,425
Cash Flow						
Net Cash Generated from Operating Activities	(2,349,367)	914,288	3,006,352	1,112,290	(83,287)	(686,379)
Net Cash Used in Investing Activities	(1,975,481)	(2,322,470)	(1,326,347)	(584,615)	(874,167)	(1,432,871)
Net Cash Used in Financing Activities	4,528,310	1,494,874	(2,522,099)	591,164	1,042,556	1,771,675
Cash Flow (Inflation Adjusted)						Base Year
Net Cash Generated from Operating Activities	(1,620,900)	692,109	2,497,445	993,120	(78,558)	(686,379)
Net Cash Used in Investing Activities	(1,362,945)	(1,758,091)	(1,101,827)	(521,980)	(824,530)	(1,432,871)
Net Cash Used in Financing Activities	3,124,220	1,131,607	(2,095,165)	527,827	983,358	1,771,675
Financial Ratio						
Current Ratio	1.23	1.01	1.29	1.64	1.03	1.16
Debt to Equity	1.42	0.93	0.72	1.11	1.06	0.79
Gross Profit Margin (In %)	12.33%	12.54%	17.28%	11.20%	7.18%	10.69%
Net Profit Margin (In %)	5.72%	7.16%	11.56%	5.21%	0.54%	3.89%
Return on Equity (In %)	11.28%	11.78%	20.72%	8.51%	0.75%	4.80%
Return on Assets (In %)	4.66%	6.09%	12.02%	4.03%	0.36%	2.67%
Ordinary Shares Information						
Shares Outstanding	197,252,000	197,252,000	197,252,000	197,252,000	197,252,000	197,252,000
Face Value per Share	10.00	10.00	10.00	10.00	10.00	10.00
Dividend-Cash (In %)	32	30	35	20	10	20
Dividend-Stock (In %)	0	0	0	0	0	0
Dividend Payout (Cash+Stock) in '000	631,206	591,756	690,382	394,504	197,252	394,504
Net Assets Value per Share	48.61	46.13	44.19	37.04	34.89	36.63
Net Operating Cash Flow per Share	-11.91	4.64	15.24	5.64	-0.42	-3.48
EPS-Earnings per Share (Standalone)	5.49	5.43	9.16	3.15	0.26	1.76
EPS-Earnings per Share (Consolidated)	5.89	5.81	9.93	3.41	0.27	2.18
EPS on Share Issued for Cash	42.95	42.53	71.71	24.68	2.04	13.75
Inflation Rate (In %)	9.72	9.74	7.48	5.64	6.02	5.52

Inflation Rate Source: Bangladesh Bureau of Statistics

COMPARISON OF FINANCIAL PERFORMANCES WITH PEER INDUSTRY SCENARIO:

A comparison of financial performances, financial position as well as cash flows for the year ended 30 June, 2023 of 5 (five) spinning companies are presented below in order of market capitalization:

Figures Tk. in '000

Particulars	Square Tex	Paramount Tex	Malek Spinning	Envoy Textiles	Matin Spinning
Financial Performance					
Revenue	14,967,962	8,609,802	3,845,154	11,094,991	7,343,961
Gross Profit	1,876,842	1,323,159	(273,450)	1,632,146	928,908
Net Profit (Before Tax)	1,252,541	1,133,269	(463,264)	517,218	512,671
Net Profit (After Tax)	1,071,422	1,005,174	(499,577)	327,282	427,138
Financial Position					
Shares Outstanding (in Million)	1,972.52	1,628.34	1,936.00	1,677.35	974.90
Shareholders' Equity	9,098,502	5,612,601	4,455,407	6,469,648	5,852,975
Total Assets	17,584,856	20,387,862	7,914,917	20,702,327	10,988,788
Total Liabilities	8,486,354	14,775,261	3,459,509	14,232,680	5,135,812
Current Assets	8,269,586	7,289,079	3,811,995	10,280,964	5,010,134
Current Liabilities	8,203,191	7,047,001	2,310,690	7,896,086	3,820,720
Cash Flow					
Net Cash Generated from Operating Activities	914,288	935,291	(819,761)	1,171,962	484,673
Net Cash Used in Investing Activities	(2,322,470)	(3,055,706)	(69,123)	(694,416)	(731,128)
Net Cash Used in Financing Activities	1,494,874)	2,254,242	666,843	(331,612)	72,053
Market Capitalization (in million)	9,113	11,626	6,040	5,971	4,299

FINANCIAL AND ECONOMIC SCENARIO OF BANGLADESH AND THE GLOBAL (IN BRIEF):**Bangladesh:**

Bangladesh has proven a robust history of development and progress, particularly during times of increased international volatility. Over the past 20 years, fast economic expansion has been backed by a large demographic dividend, trustworthy ready-made garment (RMG) exports, sustained remittance inflows, and stable macroeconomic circumstances.

Bangladesh's story of reducing poverty and growing is truly inspiring. In 1971, Bangladesh was one of the poorest countries in the world. By 2015, it was among the lower-middle income. In 2026, it ought to be off the UN's ranking of the Least Developed Countries (LDCs). Using the world poverty line of \$2.15 a day as a direction, the

percentage of poor people fell from 41.9 percent in 1991 to 13.50 percent in 2016.

Furthermore, there were notable enhancements in human development outcomes across several dimensions.

While the Bangladeshi economy has been slowly recovering from the effects of COVID-19 and the current Russia-Ukraine conflict, the recent downturn in global economic development has been weighing on the country's progress.

Prior to the COVID-19 period, GDP growth in Bangladesh was 7.88 percent in FY 2018-19. The growth rate during the COVID-19 slowed to 3.45 percent in FY 2019-20 before picking up speed to 6.94 percent in FY 2020-21 and 7.10 percent in FY 2021-22. The Bangladesh Bureau of Statistics (BBS) reported that in the current FY 2022-23, the GDP growth rate reached 6.03 percent, as well as the per capita national income reached US\$ 2,765.

The inflation averaged 6.15 percent in the fiscal year 2021-22, up 0.59 percentage points from the fiscal year 2020-21. In the first 10 months of the current fiscal year (July-June, 2024), the average inflation rate is 9.72 percent, compared to 8.85 percent in the same time of the previous fiscal year. The annualized rate of inflation was 9.72 percent in June 2024, compared to 8.85 percent in April 2023. This is a significant increase in the rate of inflation. The government has implemented a number of measures as part of both its fiscal and monetary policies in order to keep inflation at a level that is manageable.

To improve the circumstances in the future, we need to get more investment, fix infrastructure problems that slow things down, make sure of availability of the gas and electricity, get rid of corruption from all sectors, keep the political climate stable, and create more jobs for skilled workers.

However, the government is working assiduously towards the goals of becoming an upper-middle-income country by 2031 and a knowledge-based, lively, and prosperous developed nation by 2041.

The Global:

The Ukraine's war has caused an enormous catastrophe for humanity, which ought to be resolved peacefully. At the same time, economic damage from the conflict is contributing to a significant slowdown in global growth and adding to inflation. Fuel and food prices have increased rapidly, hitting vulnerable populations in low-income countries hardest.

As per the International Monetary Fund (IMF), Global growth is projected to slow from an estimated 6.1 percent in 2021 to 3.6 percent in 2022 and 2023. This is 0.8 and 0.2 percentage points lower for 2022 and 2023 than projected in January. Beyond 2023, global growth is forecast to decline to about 3.3 percent over the medium term.

War-induced commodity price increases and broadening price pressures have led to 2022

inflation projections of 5.7 percent in advanced economies and 8.7 percent in emerging market and developing economies- 1.8 and 2.8 percentage points higher than projected last January.

Monetary policy should stay the course to restore price stability, and fiscal policy should aim to alleviate the cost-of-living pressures while maintaining a sufficiently tight stance aligned with monetary policy.

The implementation of structural reforms has the potential to provide further assistance in reducing inflation by enhancing productivity and alleviating limitations in the supply chain. Moreover, the promotion of multilateral cooperation is crucial in expediting the transition towards green energy and mitigating the risk of fragmentation.

RISKS AND CONCERNS ISSUES RELATED TO THE FINANCIAL STATEMENTS:

Square Tex has exposure to Counterparty Risk, Financial Risk, Credit Risk, Liquidity Risk, and Market Risk arising from the financial statements. The detailed explanation of risk and concerns are explained in Note 3.12 to the consolidated financial statements. Square Tex has sufficient and effective measures/ controls to mitigate the risks and concerns.

FUTURE PLAN OR PROJECTION OR FORECAST:

Square Textiles PLC.'s management is highly concerned with implementing the essential, achievable plans and strategy in terms of sustainability in its performance and financial position, and promises to continue operations for the foreseeable future.


Samuel S Chowdhury
Managing Director





DECLARATION BY CEO AND CFO

UNDER CONDITION # 1(5)(xxvi) OF CGC

The Board of Directors
Square Textiles PLC.
Square Centre, 48 Mohakhali C.A.
Dhaka.

Date: 11 October, 2024

Subject: Declaration on Financial Statements for the year ended on 30th June, 2024.

Dear Sirs,

Pursuant to condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. BSEC/ CMRRCD/ 2006 -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 Square Textiles PLC. for the year ended on 30th June, 2024 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh and any departure therefrom 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 the above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
5. Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
6. The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that: -

- (i) We have reviewed the financial statements for the year ended on 30th June, 2024, and 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 a 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 is fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

Samuel S Chowdhury
Managing Director

Md. Aminur Rahman
Chief Financial Officer



CERTIFICATE OF COMPLIANCE

Under Condition # 1(5)(xxvii) of CGC



Report to the Shareholders of Square Textiles PLC. on compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by **Square Textiles PLC.** for the year ended on **30th June, 2024**. This Code relates to the Notification No. BSEC/ CMRRCD/2006 -158/207/Admin/80 Dated 3 June, 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

- (a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission or not complied (if not complied, specify non-compliances);
- (b) The company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;
- (c) Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws; and
- (d) The governance of the company is satisfactory.

Place : Dhaka
Dated : 05 November, 2024

Saptam Biswas, FCA
Partner
Enrollment No: 1615
Chowdhury Bhattacharjee & Co.
Chartered Accountants



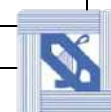


STATUS OF COMPLIANCE

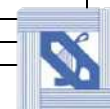
Under Condition # 1(5)(xxvii) of CGC

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
1.00	Board of Directors			
1.(1)	Board Size (minimum - 5 and maximum - 20)	√		
1.(2)	Independent Director			
1.2.(a)	1/5th of the total as Independent Director (ID)	√		
1.2 (b) (i)	Does not hold any share of less than 1% shares in the Company	√		
1.2(b) (ii)	Not a Sponsor of the Company	√		
1.2 (b)(iii)	Who has not been an executive of the company	√		
1.2 (b)(iv)	Does not have other relationship	√		
1.2 (b)(v)	Not a Member or TREC, Director or Officer of any Stock Exchange	√		
1.2 (b)(vi)	Not a Shareholder/Director/Officer of any Member/TREC holder of Stock Exch.	√		
1.2 (b)(vii)	Not a partner or an Executive or was not a partner or an Executive during the preceding 3 (Three) years of the concerned Company's statutory audit firm.	√		
1.2 (b)(viii)	Not an Independent Director in more than five listed Companies.	√		
1.2 (b)(ix)	Not Convicted by a court of competent jurisdiction as a defaulter in payment of any loan/advance to a Bank or a Non-Bank Financial Institution.	√		
1.2 (b)(x)	Not convicted for a Criminal Offence	√		
1.2 (c)	Appointed by the Board and approved by the shareholders in AGM.	√		
1.2 (d)	Post cannot remain vacant more than 90 days.	√		
1.2 (e)	Tenure of the Independent Director.	√		
1.3	Qualification of Independent Director			
1.3(a)	Independent Director shall be a knowledgeable individual.	√		
1.3(b)(i)	Business Leader who is or was a promoter or director of an unlisted company.	√		
1.(3)(b)(ii)	Should be a Corporate Leader/Business Leader.	√		
1(3)(b)(iii)	Former official of the government.	√		
1(3)(b)(iv)	University Teacher who has an educational background in Economics or Commerce or Business Studies or Law.	√		
1(3)(b)(v)	Professional Chartered Accountant/ Secretary or equivalent qualification.	√		
1 (3) (c)	The independent director shall have at least 10(ten) years of experience.	√		
1 (3) (d)	Relaxation in special cases.			N/A
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer			
1(4)(a)	The posts of Chairperson of the board and CEO are different individuals.	√		
1(4)(b)	MD and/or CEO of a listed Company shall not hold the same position in another listed Company.	√		
1(4)(c)	The Chairperson shall be elected from among the non-executive directors.	√		
1(4)(d)	The Board shall clearly define the respective roles and responsibilities of the Chairperson and the Managing Director and/or CEO.	√		
1(4)(e)	In absence of the Chairperson of the Board etc.	√		
1(5)	The Directors' Report to Shareholders :			
1(5)(i)	Industry outlook and possible future developments in the industry	√		
1(5)(ii)	Segment-wise or product-wise performance	√		
1(5)(iii)	Risks and concerns including internal and external risk factors.	√		
1(5)(iv)	Discussion on Cost of Goods sold Gross profit Margin and Net Profit Margin.	√		
1(5)(v)	Discussion on continuity of any extraordinary activities and implications.	√		
1(5)(vi)	Detailed discussion and statement on related party transactions.	√		
1(5)(vii)	Utilization of proceeds from public/rights issues and/or through any others.			N/A
1(5)(viii)	Explanation if the financial results deteriorate after the company goes for IPO, RPO, Rights Offer, Direct Listing, etc.			N/A
1(5)(ix)	Explanation by the Management if significant variance occurs between Quarterly Financial Performance and Annual Financial Statements.			N/A
1(5)(x)	Remuneration to Directors including Independent Director.	√		
1(5)(xi)	Statement that financial statements prepared by the management of the issuer present fairly its state of affairs, the result of its operations, cash flows and changes in equity.	√		
1(5)(xii)	Proper books of account of the issuer company have been maintained.	√		
1(5)(xiii)	Appropriate accounting policies have been consistently applied in preparation to the financial statements and the accounting estimates are based on reasonable and prudent judgment.	√		
1(5)(xiv)	IAS, BAS/ BFRS, 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)	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 in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress.	√		
1(5)(xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern			

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
1(5)(xviii)	Significant deviations from the last year's operation results of the issuer company shall be highlighted and the reasons there of should	√		
1(5)(xix)	Key operating and financial data of at least preceding 5 (Five) years shall be summarized.	√		
1(5)(xx)	If the issuer company has not declared a dividend (cash or stock) for the year, the reasons thereof shall be given.			N/A
1(5)(xxi)	Board's statement to the effect that no bonus shares or stock dividend paid as interim dividend.			N/A
1(5)(xxii)	The number of Board meetings held during the year and attendance by each Director shall be disclosed.	√		
1(5)(xxiii)	A report on the pattern of shareholding disclosing the aggregate (name wise details).	√		
1(5)(xxiii)(a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details).		√	
1(5)(xxiii)(b)	Directors, CEO, Company Secretary, CFO, HIAC and their spouses and minor children (name wise details).	√		
1(5)(xxiii)(c)	Executives	√		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details).	√		
1(5)(xxiv)(a)	A brief resume of the director in case of appointment or	√		
1(5)(xxiv)(b)	Nature of his/her expertise in specific functional areas.	√		
1(5)(xxiv)(c)	Names of the companies in which the person also holds the	√		
1(5)(xxv)	Management discussion and analysis signed by CEO/MD presenting detail analysis of the company's position and operations.			
1(5)(xxv)(a)	Accounting policies and estimation for preparation of financial	√		
1(5)(xxv)(b)	Changes in accounting policies and estimation as well as cash flows on absolute figure for such changes	√		
1(5)(xxv)(c)	Comparative analysis and financial position as well as cash flow for current financial year with immediate preceding five years explaining	√		
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	√		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements.	√		
1(5)(xxv)(g)	Future plan or projection or forecast for company's operation 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(30) shall be disclosed as per	√		
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	√		
1(6)	Meeting of the Board of Directors			
1(6)	Compliance under Bangladesh Secretarial Standards (BSS).	√		
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	√		
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	√		
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	√		
2(b)	Independent Director of holding company also in the subsidiary	√		
2(c)	Minutes of subsidiary to be placed in the meeting of holding	√		
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the	√		
2(e)	The Audit Committee of the holding company shall also review the financial statements in particular the investments made by the	√		
3	Managing Director (MD) or Chief Executive Officer, Chief Financial Officer (CFO), Head of Internal Audit and			
3.1	Appointment			
3(1)(a)	Board shall appoint a MD or CEO, Company Secretary, CFO, and HIAC.	√		
3(1)(b)	The positions of the MD, CEO, CS, CFO & HIAC shall be filled by different	√		
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.	√		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS.	√		
3(1)(e)	MD or CEO, CS, CFO, and HIAC shall not be removed from their position without approval of the Board and be disseminated to the commission	√		
3.2	Requirement to attend Board of Directors' Meetings			
3(2)	MD or CEO, CS, CFO and HIAC shall attend the meetings of the Board.	√		
3.3	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3(3)(a)(i)	The statements do not contain any materially untrue statement or omit any material fact or contain statements that might be	√		
3(3)(a)(ii)	The statements together present a true and fair view of the company's affairs and are in compliance	√		

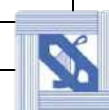


Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
3(3)(b)	The MD or CEO and CFO to certify on due diligence in the Report.	√		
3(3)(c)	The certification of the MD/CEO and CFO shall be disclosed in the Annual	√		
4	Board of Directors' Committee			
4 (i)	Audit Committee	√		
4 (ii)	Nomination and Remuneration Committee	√		
5	Audit Committee			
5.1	Responsibility to the Board of Directors			
5(1) (a)	Company shall have an Audit Committee as a sub-committee of the	√		
5(1) (b)	Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the	√		
5(1) (c)	Audit Committee shall report on its activities to the Board of	√		
5.2	Constitution of the Audit committee			
5(2) (a)	The Audit Committee shall be composed of at least 3 (three)	√		
5(2) (b)	Board shall appoint members of the Audit Committee who shall be non-executive 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	√		
5(2) (d)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to be	√		
5(2) (e)	The Company Secretary shall act as the Secretary of the Audit	√		
5(2)(f)	Quorum of Audit Committee meeting, at least One independent	√		
5.3	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select Chairperson of the Audit Committee who will	√		
5(3)(b)	Absence of the Chairperson of the Audit Committee members to	√		
5(3)(c)	Chairperson of the Audit Committee shall remain present in the	√		
5.4	Meeting of the Audit Committee			
5(4)(a)	The Audit Committee shall conduct at least 4 meetings in a financial year.	√		
5(4)(b)	Quorum of Audit Committee, presence of 2 or 2/3 members whichever is	√		
5.5	Role of Audit Committee			
5(5)(a)	Oversee the financial reporting process.	√		
5(5)(b)	Monitor choice of accounting policies and principles.	√		
5(5)(c)	Internal Audit and Compliance process to ensure that it is adequately	√		
5(5)(d)	Performance of external auditors.	√		
5(5)(e)	Hold meeting with the auditors, review the annual financial statements before submission to the Board for approval or adoption.	√		
5(5)(f)	Review with the management, the annual financial statements before submission to the Board for approval.	√		
5(5)(g)	Review with the management, the Quarterly and half yearly financial statements before submission to the Board for approval.	√		
5(5)(h)	The review 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	√		
5(5)(k)	Review management letters or letter of Internal Control weakness issued by statutory auditors.	√		
5(5)(l)	Oversee determination of audit fees based on scope and magnitude.	√		
5(5)(m)	Oversee whether IPO proceeds utilized as per the published			N/A
5.6	Reporting of the Audit Committee			
5.6 (a)	Reporting to the Board of Directors			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	√		
5(6)(a)(ii)(a)	Report on conflicts of interests.	√		
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process.	√		
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliance including securities related laws, relies and regulation.	√		
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately.	√		
5.6 (b)	Reporting to the Authorities			
5.7	Reporting to the Shareholders and General Investors			
5(7)	Reporting to the Shareholders and General Investors	√		
6	Nomination and Remuneration Committee (NRC)			
6.1	Responsibility to the Board of Directors			
6(1)(a)	The company shall have a NRC as a sub-committee of the Board.	√		
6(1)(b)	NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications	√		
6(1)(c)	The Terms of Reference of the NRC shall be clearly set forth in	√		
6.2	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including	√		
6(2)(b)	All members of the Committee shall be non-executive directors.	√		



Annexure VI

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
6(2)(c)	Members of the Committee shall be nominated and appointed by the	√		
6(2)(d)	Board have authority to remove and appoint any member of the	√		
6(2)(e)	Board shall fill the vacancy within 180 days of such vacancy in the	√		
6(2)(f)	The Chairperson of the Committee may appoint/co-opt any external	√		
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 any remuneration/advisory, other than Director's fees or honorarium form the company.	√		
6.3	Chairperson of the NRC			
6(3)(a)	Board shall select 1 member of the NRC to be Chairperson of the	√		
6(3)(b)	Absence of chairperson, the remaining members may elect one of	√		
6(3)(c)	Chairperson of the NRC shall attend 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.	√		
6(4)(c)	Quorum of NRC meeting, presence of 2 or 2/3 members whichever is	√		
6(4)(d)	Proceedings of NRC meeting shall be recorded in the minutes and such minutes shall be confirmed in the next meeting.	√		
6.5	Role of NRC			
6(5)(a)	NRC shall be independent and responsible/accountable to the Board and to the shareholders.	√		
6(5)(b)(i)(a)	Level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company	√		
6(5)(b)(i)(b)	Relationship of remuneration to performance is clear and meets appropriate performance benchmarks.	√		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long term	√		
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, experience etc.	√		
6(5)(b)(iii)	Identifying persons who are qualified the criteria laid down and recommend their appointment and removal to the Board.	√		
6(5)(b)(iv)	Formulating criteria for evaluation of performance of independent directors and the Board.	√		
6(5)(b)(v)	Identifying company's needs for employees at different levels and determine their selection, transfer or replacement.	√		
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 at a glance in its annual report.	√		
7	External or Statutory Auditors			
7(1)	Issuer company shall not engage its external auditors to perform the following:			
7(1)(i)	Appraisal or valuation services or fairness opinions.	√		
7(1)(ii)	Financial information systems design and implementation.	√		
7(1)(iii)	Book keeping or other service related to the account ion records.	√		
7(1)(iv)	Broker-dealer services	√		
7(1)(v)	Actuarial services	√		
7(1)(vi)	Internal/special audit services.	√		
7(1)(vii)	Any services that the Audit Committee may determine.	√		
7(1)(viii)	Certification services on compliance of corporate governance.	√		
7(1)(ix)	Any other service that may create conflict of interest.	√		
7(2)	No partner or employees of the External/Statutory Auditors audit firms shall possess any share of the company they audit at least during	√		
7(3)	Representative of External Auditors shall remain present in the AGM.	√		
8	Maintaining a website by the company			
8(1)	The company shall have an official website linked with that of the stock	√		
8(2)	The company shall keep the website functional from the date of	√		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned	√		
9	Reporting and Compliance of Corporate Governance			
9(1)	The company shall obtain a certificate from a practicing professional firm on yearly basis regarding the compliance of the conditions of	√		
9(2)	The professional who will provide the certificate on compliance of Corporate Governance shall be appointed by the Shareholders in the	√		
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.	√		



পরিচালনা পর্ষদের প্রতিবেদন

৩০ জুন, ২০২৪ সমাপ্ত আর্থিক বছরের

স্কয়ার টেক্সটাইলস্ পিএলসি
এর সদস্য বৃন্দের জন্যে

কোম্পানির পরিচালনা পর্ষদ সম্মানিত শেয়ারহোল্ডারদের বরাবর ৩০ জুন, ২০২৪ সমাপ্ত আর্থিক বছরের জন্য তাদের প্রতিবেদন উপস্থাপন করতে পেরে আনন্দিত।

পরিচালকদের প্রতিবেদন কোম্পানি আইন ১৯৯৪ এর ধারা ১৮৪, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ বিধিমালা ২০২০ এর বিধি ১২ (এবং এর অধীনে তফসিল), বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের কর্পোরেট গভর্নেন্স কোড ২০১৮ এবং দ্য ফিন্যান্সিয়াল রিপোর্টিং কাউন্সিল, বাংলাদেশ কর্তৃক গৃহীত ইন্টারন্যাশনাল অ্যাকাউন্টিং স্ট্যান্ডার্ড-১ এর বিধান অনুসারে উপস্থাপন করা হয়েছে।

কার্যক্রম পর্যালোচনা:

টেক্সটাইলস্ সেক্টর

বাংলাদেশের টেক্সটাইল সেক্টর তার সমৃদ্ধ সাংস্কৃতিক ও অর্থনৈতিক ঐতিহ্যের গভীরে প্রোথিত, শতাব্দীর পর শতাব্দী ধরে বিবর্তিত হয়ে একটি প্রধান বৈশ্বিক অবদানকারী হিসেবে পরিণত হয়েছে। প্রাচীনকালে, বর্তমান বাংলাদেশের যে অঞ্চলটি মসলিন উৎপাদনের জন্য বিশ্ববিখ্যাত ছিল, যা একটি সূক্ষ্ম সুতি কাপড় যা তার গুণমান এবং কারুকার্যের জন্য বিখ্যাত, মুঘল আমলে, ঢাকা মসলিন বিশ্ব বাণিজ্যে বাংলার বিশিষ্টতার প্রতীক হয়ে ওঠে এবং এটার রপ্তানি ইউরোপ, মধ্যপ্রাচ্য এবং এর বাইরেও পৌঁছেছিল। যাইহোক, ১৮ শতকে ভারতীয় উপমহাদেশে ব্রিটিশ উপনিবেশ এই সমৃদ্ধ শিল্পের উপর ক্ষতিকর প্রভাব ফেলেছিল। ব্রিটিশ নীতিসমূহ ব্রিটিশ-তৈরি টেক্সটাইল আমদানির পক্ষে ছিল, যার ফলে স্থানীয় উৎপাদনে তীব্র পতন ঘটে, বিশেষ করে মসলিন বাণিজ্যকে প্রভাবিত করে।

১৯৪৭ সালে ভারত বিভক্তির পর, বাংলাদেশ, তৎকালীন পূর্ব পাকিস্তান নামে পরিচিত, প্রাথমিকভাবে তার তুলা এবং টেক্সটাইল উৎপাদন ক্ষমতা বিকাশের পরিবর্তে কাঁচা পাট রপ্তানির দিকে মনোনিবেশ বেশি করেছিল। টেক্সটাইল সেক্টরের এই অনুন্নয়ন ১৯৭১ সালে বাংলাদেশ স্বাধীনতা লাভের আগ পর্যন্ত অব্যাহত ছিল, যা তার অর্থনৈতিক যাত্রায় একটি নতুন অধ্যায়ের সূচনা করে।

স্বাধীনতার পর, সরকারী ও বেসরকারী খাত অর্থনীতির পুনর্গঠন শুরু করে এবং ১৯৭০-এর দশকের শেষের দিকে এবং ১৯৮০-এর দশকের শুরুর দিকে, বাংলাদেশ রেডিমেড গার্মেন্টস (আরএমজি) শিল্পে মনোযোগ দিতে শুরু করে। এই পরিবর্তনটির অনুকূল বাণিজ্য নীতি যেমন মাল্টি-ফাইবার অ্যারেঞ্জমেন্ট (এম.এফ.এ) দ্বারা পরিচালিত হয়েছিল, যা অন্যান্য দেশগুলিকে সীমাবদ্ধ করে এমন কোটা ছাড়াই বাংলাদেশকে পশ্চিমা বাজারে প্রবেশের অনুমতি দেয়। কম শ্রম খরচ এবং ইউরোপ এবং মার্কিন যুক্তরাষ্ট্রে শাস্ত্রীয় মূল্যের পোশাকের ক্রমবর্ধমান চাহিদা এই সেক্টরের দ্রুত বৃদ্ধির জন্য একটি অনুকূল পরিবেশ তৈরি করে।

১৯৯০ এর দশকে, বাংলাদেশ বিশ্ব পোশাক বাজারে একটি গুরুত্বপূর্ণ অবদানকারী হিসাবে নিজেকে প্রতিষ্ঠিত করেছিল। বিদেশী বিনিয়োগ এবং স্থানীয় উদ্যোক্তা উভয়ের দ্বারা চালিত আরএমজি সেক্টর দ্রুত দেশের অর্থনীতির মেরুদণ্ড হয়ে ওঠে। এই খাতের প্রবৃদ্ধি বাংলাদেশকে বিশ্বের অন্যতম বৃহত্তম টেক্সটাইল রপ্তানিকারক দেশে পরিণত করে, যা এর রপ্তানি আয়ের ৮০% এরও বেশি অবদান রেখেছে এবং লক্ষ লক্ষ কর্মসংস্থান, বিশেষ করে মহিলাদের কর্মসংস্থান প্রদান করে।

আজ, বাংলাদেশের টেক্সটাইল খাত তার অর্থনীতির মূল ভিত্তি, বিশ্বব্যাপী টেক্সটাইল রপ্তানিতে চীনের পরেই দ্বিতীয়। প্রযুক্তিগত টেক্সটাইলের মতো উচ্চ-মূল্যের পণ্যগুলিতে পরিবেশগত প্রবিধান, স্থায়িত্ব এবং বৈচিত্র্যের উপর জোর দিয়ে, ব্যবসার পরিবর্তন হচ্ছে। যেহেতু বাংলাদেশ তার টেক্সটাইল শিল্পের আধুনিকীকরণ অব্যাহত রেখেছে, এটি নৈতিক উৎপাদন এবং স্থায়িত্বের জন্য সমসাময়িক চাহিদার সাথে তার ঐতিহাসিক শক্তির ভারসাম্য বজায় রাখছে, নিশ্চিত করে যে এটি বিশ্ব বাজারে প্রতিযোগিতামূলক থাকবে। এই সেক্টরের প্রবৃদ্ধি শুধুমাত্র দেশের অর্থনৈতিক উত্থানেই নয় বরং সামাজিক রূপান্তরে বিশেষ করে নারীর ক্ষমতায়ন এবং দারিদ্রতা হ্রাসে গুরুত্বপূর্ণ ভূমিকা পালন করছে।

স্পিনিং সেক্টর

স্পিনিং শিল্প বাংলাদেশের অর্থনীতিতে একটি অবিচ্ছেদ্য ভূমিকা পালন করে, যা এর টেক্সটাইল এবং তৈরি পোশাক খাতের সমৃদ্ধি ও প্রসারের জন্য অপরিহার্য। সুতার প্রধান সরবরাহকারী

হিসেবে, খাতটি কাপড় উৎপাদনে একটি মৌলিক ভূমিকা পালন করে, যা পোশাক তৈরির জন্য অপরিহার্য। দেশের রপ্তানি আয়ের ৮০% এর বেশি তৈরি পোশাক শিল্পের অবদানের প্রেক্ষিতে, বাংলাদেশের বৈশ্বিক প্রতিযোগিতা বজায় রাখার জন্য স্পিনিং সেক্টর গুরুত্বপূর্ণ। এটি নিশ্চিত করে যে টেক্সটাইল শিল্পে সুতার একটি স্থির এবং নির্ভরযোগ্য সরবরাহ রয়েছে, আমদানির উপর নির্ভরতা হ্রাস করা, পরিচালন সময় সংক্ষিপ্ত করা এবং তৈরি পোশাক খাতকে আন্তর্জাতিক বাজারে প্রতিযোগিতামূলক মূল্যের পণ্য সরবরাহ করতে সহযোগিতা করা।

স্পিনিং সেক্টর বাংলাদেশের কর্মসংস্থানের অন্যতম প্রধান উৎস। শিল্পটি সারাদেশের মিলগুলিতে প্রত্যক্ষভাবে হাজার হাজার শ্রমিককে নিয়োগ করে এবং পরিবহন, সরবরাহ এবং কাঁচামাল

সরবরাহের মতো সংশ্লিষ্ট শিল্পগুলিতে পরোক্ষভাবে আরও লক্ষাধিক শ্রমিককে কর্মসংস্থান সহায়তা করে। কর্মসংস্থান সৃষ্টিতে এর ভূমিকা গ্রামীণ এলাকায় বিশেষভাবে তাৎপর্যপূর্ণ, যেখানে কর্মসংস্থানের সুযোগ প্রায়ই সীমিত থাকে, যা স্পিনিং সেক্টরকে দারিদ্র্য বিমোচন এবং অর্থনৈতিক ক্ষমতায়নের ক্ষেত্রে একটি গুরুত্বপূর্ণ ভূমিকা পালন করে।

অর্থনৈতিকভাবে, এই খাতটি বাংলাদেশকে মূল্যবান বৈদেশিক মুদ্রা বাঁচাতে সাহায্য করে। অভ্যন্তরীণভাবে সুতা উৎপাদন করে, দেশটি তুলা এবং কৃত্রিম তন্তুর মতো আমদানি করা কাঁচামালের উপর নির্ভরতা কমাতে সক্ষম। এটি শুধুমাত্র দেশের বাণিজ্য ভারসাম্যকে শক্তিশালী করে না বরং আন্তর্জাতিক বাজারে মূল্যের ওঠানামা থেকে অর্থনীতিকে রক্ষা করতে সহায়তা করে। উপরন্তু, স্পিনিং শিল্প উল্লেখযোগ্য বিদেশী এবং অভ্যন্তরীণ বিনিয়োগ আকর্ষণ করেছে, যা স্পিনিং মিলের আধুনিকীকরণ এবং বৃদ্ধিকে ত্বরান্বিত করেছে। এই বিনিয়োগ দেশের টেক্সটাইল রপ্তানির প্রতিযোগিতামূলক দক্ষতা, উচ্চ মানের উৎপাদন এবং বৃহত্তর সামগ্রিক ক্ষমতার উন্নতির দিকে পরিচালিত করেছে।

এই প্রত্যক্ষ অবদানের বাইরে, স্পিনিং সেক্টর বাংলাদেশকে তার টেক্সটাইল পণ্যগুলিতে আরও মূল্য যোগ করতে সক্ষম করে। শুধু আমদানিকৃত সামগ্রী থেকে পোশাক সংগ্রহের পরিবর্তে, দেশটি স্থানীয়ভাবে উৎপাদিত সুতা থেকে টেক্সটাইল উৎপাদন এবং রপ্তানি করতে পারে, অর্থনৈতিক বৈচিত্র্যের আরও সুযোগ

তৈরি করে। উপরন্তু, সেক্টর ক্রমবর্ধমান স্থায়িত্ব উপর দৃষ্টি নিবদ্ধ করা হয়। পরিবেশগতভাবে দায়ী পণ্যের বৈশ্বিক চাহিদার প্রতিক্রিয়ায়, অনেক কারখানা পরিবেশ বান্ধব উৎপাদন পদ্ধতি গ্রহণ করেছে, যেমন পুনর্ব্যবহৃত সুতা ব্যবহার করা এবং বর্জ্য হ্রাস করা। টেকসইতার উপর এই জোর নৈতিকভাবে তৈরি টেক্সটাইল উৎপাদনকারী হিসেবে বাংলাদেশের সুনাম বাড়ায়, আন্তর্জাতিক ক্রেতাদের কাছে আবেদন করে যারা পরিবেশ বান্ধব সোর্সিংকে অগ্রাধিকার দেয়।

শুল্ক কমানো এবং ভর্তুকি সহ বিভিন্ন প্রণোদনা এবং নীতির মাধ্যমে স্পিনিং সেক্টরে সরকারের সহায়তা বিনিয়োগ ও প্রবৃদ্ধিকে উৎসাহিত করবে।

কর্মদক্ষতা

২০২৩-২০২৪ সালে বাংলাদেশের স্পিনিং সেক্টর বিভিন্ন কারণের দ্বারা চ্যালেঞ্জের সম্মুখীন হয়েছে, বিশেষ করে গ্যাসের ঘাটতি, অস্থির ডলারের বিনিময় হার এবং তৈরি পোশাক (আরএমজি) খাতের চাহিদা কমে যাওয়া। অনেক স্পিনিং মিল এই সমস্যাগুলির কারণে মাত্র ৫০% ক্ষমতায় কাজ করেছে, উল্লেখযোগ্যভাবে উৎপাদন খরচ বৃদ্ধি এবং লাভজনকতা কমেছে। উপরন্তু, গ্যাসের দামের অতিরিক্ত বৃদ্ধি এবং অস্থিতিশীল বৈদেশিক মুদ্রার হার কারখানাগুলির জন্য অপারেশন বজায় রাখা এবং নতুন সরঞ্জামগুলিতে বিনিয়োগ করা কঠিন করে তুলেছে।

বৈশ্বিক বাজারের মন্দা, পশ্চিমা বাজারের মুদ্রাস্ফীতির কারণেও বাংলাদেশের পোশাক খাতের অর্ডার কমে গেছে, যা স্পিনিং শিল্পকে আরও প্রভাবিত করেছে। ফলে স্পিনিংয়ের নতুন বিনিয়োগ থমকে গেছে।

এই চ্যালেঞ্জ সত্ত্বেও, খাতটি বাংলাদেশের টেক্সটাইল সরবরাহ শৃঙ্খলের একটি গুরুত্বপূর্ণ উপাদান হিসাবে রয়ে গেছে। বর্তমান অসুবিধাগুলি প্রশমিত করার জন্য, কারখানাগুলির খরচ কমানোর ব্যবস্থা এবং শ্রমিকদের জন্য দক্ষতা উন্নয়নের দিকে মনোনিবেশ করছে।

যাইহোক, দীর্ঘমেয়াদী স্থায়িত্বের জন্য আরও বেশি সরকারী সহায়তার প্রয়োজন হবে, বিশেষ করে স্থিতিশীল শক্তি সরবরাহ নিশ্চিত করতে এবং আর্থিক চ্যালেঞ্জ মোকাবেলায়, যেমন অর্থায়নে সহজ করা এবং মুদ্রা স্থিতিশীল করা।

পরিচালনা পর্ষদের প্রতিবেদন

৩০ জুন, ২০২৪ সমাপ্ত আর্থিক বছরের

স্কয়ার টেক্সটাইলস্ পিএলসি
এর সদস্য বৃন্দের জন্যে

একক আর্থিক ফলাফল

বিক্রয় রাজস্ব এবং পরিচালন মুনাফা যথাক্রমে ১৮,৯২৬.৮৭ এবং ২,০২২.৭৩ মিলিয়ন টাকায় দাঁড়িয়েছে, গত বছরে যথাক্রমে ১৪,৯৬৭.৯৬ এবং ১,৫৭৩.১২ মিলিয়ন টাকার তুলনায়, ২৬.৪৫% এবং ২৮.৫৮% বৃদ্ধি পেয়েছে।

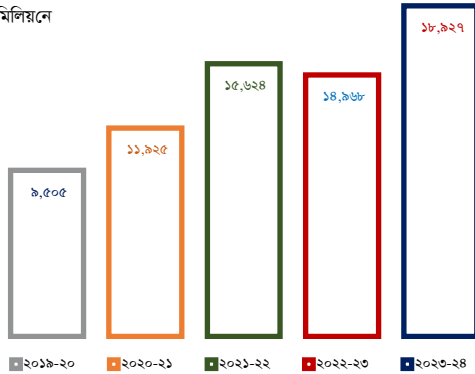
ট্যাক্স-পরবর্তী নিট মুনাফাও ০.৯৮% বৃদ্ধি পেয়ে ১,০৮১.৯৪ মিলিয়ন টাকা হয়েছে, যা গত বছরের ছিল ১,০৭১.৪২ মিলিয়ন টাকা।

সমন্বিত আর্থিক ফলাফল

বিক্রয় রাজস্ব এবং পরিচালন মুনাফা যথাক্রমে ২০,৯০৫.৮৩ এবং ২,১৭১.২৯ মিলিয়ন টাকায় দাঁড়িয়েছে, গত বছরে যথাক্রমে ১৬,৫০৮.১৬ এবং ১,৬৮৭.১৫ মিলিয়ন টাকার তুলনায়, যথাক্রমে ২৬.৬৪% এবং ২৮.৭০% বৃদ্ধি পেয়েছে।

ট্যাক্স-পরবর্তী নিট মুনাফাও ১.৪৪% বৃদ্ধি পেয়ে ১,১৬১.৭৬ মিলিয়ন টাকা হয়েছে, যা গত বছরের ১,১৪৫.২৮ মিলিয়ন টাকা ছিল।

বিক্রয় রাজস্ব
মিলিয়নে



কোম্পানীর ব্যবসায়িক কার্যক্রম

স্কয়ার টেক্সটাইলস্ দেশের অন্যতম বৃহত্তম নিটিং এবং উইভিং সুতা উৎপাদনকারী প্রতিষ্ঠান যা বিগত ২৭ বছর ধরে সফলতার সাথে পরিচালিত হয়ে আসছে।

টেকসই এবং পরিবেশবান্ধব পণ্য যেমন অর্গানিক, বিসিআই, টেনসেল, রি-সাইকেল (তুলা এবং পলিস্টার) প্রভৃতিতে আলোকপাত করে থাকে। এ ছাড়াও গ্যালাক্সি, ফ্লাটার, লোরস্ক, মোজাইক নেপি, সাইরো ইত্যাদি উচ্চ মূল্যমানের রপ্তানিযোগ্য সুতা উৎপাদন করছে।

স্কয়ার টেক্সটাইলস্ গ্রাহকদেরকে উন্নত ও গুনগতমান সম্পন্ন পণ্য এবং সেবা নিশ্চিত প্রদানে অঙ্গীকারবদ্ধ।

উৎপাদন ক্ষমতা/উৎপাদন

বিগত কয়েক বছরে, আমরা জাতীয় এবং আন্তর্জাতিক বাজারে কঠিন প্রতিযোগিতার মুখোমুখি হয়েছি। পরিস্থিতি মোকাবেলা করার জন্য, আমরা একটি বিকল্প উৎপাদন কৌশল হিসাবে উচ্চ মার্জিন সম্পন্ন একাধিক পণ্য মিশ্রণ পদ্ধতি গ্রহণ করেছি।

উৎপাদন দক্ষতা যাচাইয়ে ও পণ্যের একক পরিমাণের সুবিধার্থে সকল প্রকার সুতার একটি নির্দিষ্ট পরিমাপ সূত্র প্রয়োগ করা হয়েছে।

যাইহোক, গ্যাসের স্বল্প সরবরাহের মতো বিভিন্ন অনিবার্য পরিস্থিতির কারণে ২০২৩-২০২৪ সালে উৎপাদন দক্ষতা ২০২২-২০২৩ সালের দক্ষতার তুলনায় ৯৭.৩৪% থেকে ৯৪.৫৮% এ হ্রাস পেয়েছে।

৩০ জুন, ২০২৪ পর্যন্ত মোট স্থাপিত উৎপাদন ক্ষমতা নিচে দেখানো হলো:

স্পিন্ডলস্/রোটরস	সংখ্যায়	
বিবরণ	২০২৩-২৪	২০২২-২৩
স্থাপিত:		
স্থাপিত স্পিন্ডলস্	১৭৩,৯৫০	১২৯,২৬২
স্থাপিত রোটর হেডস্	৫,১৯২	৫,১৯২
স্থাপিত ভরটেক্স হেডস্	৩,১৬৮	৩,১৬৮

সক্রিয়:

সক্রিয়: স্পিন্ডলস্	১৭৩,৯৫০	১২৯,২৬২
সক্রিয়: রোটর হেডস্	৫,১৯২	৫,১৯২
সক্রিয়: ভরটেক্স হেডস্	৩,১৬৮	৩,১৬৮

USTERIZED Certified

স্থাপিত উৎপাদন ক্ষমতা কেজি

বিবরণ	২০২৩-২৪	২০২২-২৩
সমতুল্য উৎপাদন -		
৩০ সিলেব কাউন্ট (রিং ইয়ার্ণ)	২৫,১৩৮,১৯২	১৯,২৩৪,৭০৫
১৪ সিলেব কাউন্ট (ও/ই ইয়ার্ণ)	১২,৬৯৪,৫২৩	১১,০২৩,৪৬৬
৩০ সিলেব কাউন্ট (ভরটেক্স ইয়ার্ণ)	১০,৯৬৩,২৪১	১০,৫৪৫,৭৯৫
মোট -	৪৮,৭৯৫,৯৫৬	৪০,৮০৩,৯৬৬

প্রকৃত উৎপাদন কেজি

বিবরণ	২০২৩-২৪	২০২২-২৩
প্রকৃত উৎপাদন	৫২,৩৪১,৩৬৪	৪২,৫৮৬,৪২৯
সমতুল্য উৎপাদন-		
৩০ সিলেব কাউন্ট (রিং ইয়ার্ণ)	২৩,৬০০,৫৫৪	১৮,২২৩,১৯৮
১৪ সিলেব কাউন্ট (ও/ই ইয়ার্ণ)	১১,৯৩৮,২৬১	১০,৪২৫,৫৬৭
৩০ সিলেব কাউন্ট (ভরটেক্স ইয়ার্ণ)	১০,২৮৫,৮৭২	৯,৯৪১,৬৫২
মোট -	৪৫,৮২৪,৬৮৭	৩৮,৫৯০,৪১৭

উৎপাদন দক্ষতা (%)

বিবরণ	২০২৩-২৪	২০২২-২৩
সমতুল্য উৎপাদন-		
৩০ সিলেব কাউন্ট (রিং ইয়ার্ণ)	৯৩.৮৮%	৯৪.৭৪%
১৪ সিলেব কাউন্ট (ও/ই ইয়ার্ণ)	৯৪.০৪%	৯৪.৫৮%
৩০ সিলেব কাউন্ট (ভরটেক্স ইয়ার্ণ)	৯৩.৮২%	৯৪.২৭%
মোট (গড়) -	৯৩.৯১%	৯৪.৫৮%

উৎপাদন ব্যয়

বিগত বছরগুলোতে কাঁচা তুলা, প্যাকিং দ্রব্যসামগ্রী, বিদ্যুৎ ও জ্বালানী তেল এবং মেশিনের খুচরা যন্ত্রাংশের ক্রয়মূল্যের বৃদ্ধির ফলে উৎপাদন ব্যয় বেড়েছে যা ছিল ব্যবস্থাপনা কর্তৃপক্ষের নিয়ন্ত্রণের বাইরে।

খাতওয়ারী ব্যয়ের পরিমাণ এবং তাদের আনুষঙ্গিক প্রভাব নিচে দেখানো হলো:

বিবরণ	২০২৩-২৪	২০২২-২৩
সূতার উৎপাদন (টন)	৫২,৩৪১	৪২,৫৮৬
বৃহত্তর খাতগুলোর ব্যয় সমূহ		টাকা (,০০০)
বিবরণ	২০২৩-২৪	২০২২-২৩
ব্যবহৃত কাঁচামাল	১২,২৬৬,৫৫০	৯,৬২৪,৯৮৯
প্যাকিং সামগ্রী	১৯৫,১৮৪	১৫০,৮৭৭
জ্বালানী তেল/বিদ্যুৎ ইত্যাদি	১,৮১১,৮৮৪	১,৪১১,৮০৫
খুচরা যন্ত্রাংশ	৩৩৯,৮২৮	২৮৭,১২৫
অন্যান্য খরচ সমূহ	২,০২৯,১৪৪	১,৭১৫,২৮২
মোট ব্যয় -	১৬,৬৪২,৫৯০	১৩,১৯০,০৭৮

প্রতি কেজির মূল্য টাকা

বিবরণ	২০২৩-২৪	২০২২-২৩
ব্যবহৃত কাঁচামাল	২৩৪.৩৬	২২৬.০১
প্যাকিং সামগ্রী	৩.৭৩	৩.৫৪
জ্বালানী তেল/বিদ্যুৎ ইত্যাদি	৩৪.৬২	৩৩.১৫
খুচরা যন্ত্রাংশ	৬.৪৯	৬.৭৪
অন্যান্য খরচ সমূহ	৩৮.৭৭	৪০.২৮
মোট ইউনিট ব্যয় -	৩১৭.৯৭	৩০৯.৭২
মোট শতকরা হিসাবে কাঁচামাল	৭৩.৭১%	৭২.৯৭%

উপরোক্ত আর্থিক বিবরণ হতে প্রতীয়মান হয় যে প্রতি ইউনিট কাঁচামালের খরচ বেড়েছে ৩.৬৯%, প্যাকিং উপকরণের খরচ বেড়েছে ৫.৩৭%, জ্বালানী/বিদ্যুতের খরচ বেড়েছে ৪.৪৩%, খুচরা যন্ত্রাংশের খরচ কমেছে ৩.৭১%, এবং অন্যান্য ওভারহেড কমেছে ৩.৭৫% %, যা ২০২২-২৩ সালের তুলনায় ২০২৩-২৪ সালে মোট ইউনিট খরচ ২.৬৬% বৃদ্ধি করেছে। পর্যালোচনাধীন বছরে আন্তর্জাতিক বাজারে কাঁচা তুলার দাম উল্লেখযোগ্যভাবে অস্থিতিশীল ছিল।

পরিচালনা পর্ষদের প্রতিবেদন

৩০ জুন, ২০২৪ সমাপ্ত আর্থিক বছরের

স্কয়ার টেক্সটাইলস্ পিএলসি
এর সদস্য বৃন্দের জন্যে

বিপণন কার্যক্রম:

বাজার পরিস্থিতি

বিগত বছরের মত এ বছরও কোম্পানী রপ্তানি বিক্রয়ের উপর প্রাধান্য দেয়ার ধারাবাহিকতা বজায় রেখেছে, যা নিম্নরূপঃ

বিক্রয়ের পরিমাণ (কেজি) (,০০০)

বিবরণ	২০২৩-২৪	২০২২-২৩
রপ্তানি বিক্রয়	৫২,৪২৬	৪২,৪৭৩
মোট -	৫২,৪২৬	৪২,৪৭৩

বিক্রয়লব্ধ আয় (,০০০)

বিবরণ	২০২৩-২৪	২০২২-২৩
রপ্তানি বিক্রয়	১৮,৯২৬,৮৭১	১৪,৯৬৭,৯৬২
মোট -	১৮,৯২৬,৮৭১	১৪,৯৬৭,৯৬২

উপরোক্ত পরিসংখ্যান অনুসারে, গত বছরের তুলনায় বিক্রয় এককের পরিমাণ ২৩.৪৩% এবং বিক্রয় রাজস্ব ২৬.৪৫% বৃদ্ধি পেয়েছে।

একক বিক্রয় মূল্য

পূর্ববর্তী বছরের তুলনায় এ বছরে বিক্রয় মূল্য (টাকা/কেজি) উল্লেখযোগ্য ভাবে তারতম্য ঘটেছে যা নীচে দেখানো হলো:

বিবরণ	২০২৩-২৪	২০২২-২৩
রপ্তানি বিক্রয়	৩৬১.০২	৩৫২.৪১
মোট -	৩৬১.০২	৩৫২.৪১

উপরে তথ্য থেকে এটা প্রতীয়মান হয় যে পূর্ববর্তী বছর ২০২২-২০২৩ সালের তুলনায় পর্যালোচনাধীন ২০২৩-২০২৪ সালে বিক্রয় মূল্যে ২.৪৪% বৃদ্ধি হয়েছে, কারণ, ইউএস ডলারের বিপরীতে বাংলাদেশি টাকার মান উল্লেখযোগ্যভাবে হ্রাস পেয়েছে কিন্তু দেশীয় ও আন্তর্জাতিক বাজারে ইউএস ডলার -এ সুতার দাম কমেছে।

মূলধনী খরচ সমূহ

প্রযুক্তিগত উন্নয়ন ও পণ্যের উৎপাদনশীলতা বৃদ্ধির জন্য, স্কয়ার টেক্সটাইল ২০২৩-২০২৪ বছরে অতিরিক্ত নীট মূলধন ব্যয় করেছে ১,৯৮১.৪৩ মিলিয়ন টাকা, যা নীচে উপস্থাপন করা হয়েছে:

(,০০০)

বিবরণ	২০২৩-২৪	২০২২-২৩
জমি/নির্মাণ কাজ	৪৩,৬২৭	৪১৬,০৭০
যন্ত্রপাতি	১,৮৬১,৯৮২	১,৮৫৮,২৭৪
অন্যান্য স্থায়ী সম্পদ	৭৫,৮২২	৫১,৫৭৬
মোট -	১,৯৮১,৪৩১	২,৩২৫,৯২০

উপরোক্ত বিনিয়োগগুলি কোম্পানিকে বছরের পর বছর ধরে প্রয়োজনীয় উৎপাদন দক্ষতার হার বজায় রাখতে সহযোগিতা করবে। পুরো অর্থ বিনিয়োগ করা হয়েছে কোম্পানির অভ্যন্তরীণ তহবিল এবং ব্যাংক থেকে নেয়া ঋণের মাধ্যমে।

বৈদেশিক মুদ্রার অর্জন/সঞ্চয়

স্কয়ার টেক্সটাইল তার রপ্তানি এবং ব্যবসায়িক বিপণন কার্যক্রমের মাধ্যমে পর্যালোচনাধীন বছরে দেশের বৈদেশিক মুদ্রার রিজার্ভে যথেষ্ট অবদান রেখেছে। এর পরিমাণ ছিল ৫৮.১৫ মিলিয়ন।

বিস্তারিত নীচে উপস্থাপন করা হয়েছে:

(,০০০)

বিবরণ	২০২৩-২৪	২০২২-২৩
মোট রপ্তানি আয়	১৬,৬৯৬,৬৫১	১৫,৬৮৭,৮৮৯
বাদ: আমদানি খরচ সমূহ:		
কাঁচা তুলা	১৪,২২৫,৪২১	১১,০৫৫,২৭১
খুচরা যন্ত্রাংশ	৪৮৪,৪২২	৩৫৭,৯৪০
বিবিধ (বিএমআরই)	১,৯২৮,৬৬১	১,৯০১,১২১
মোট -	৫৮,১৪৭	২,৩৭৩,৫৫৭

টেক্সটাইলস্ শিল্পের ভবিষ্যত দৃষ্টিভঙ্গি

পরিবর্তিত বিশ্ব চাহিদা কাঠামোর শ্রেষ্ঠপটে মার্কিন যুক্তরাষ্ট্র, চীন, ইউইউ ইত্যাদির মতো বৃহৎ অর্থনীতি সমৃদ্ধ দেশের মধ্যকার আর্থিক প্রতিযোগিতার ফলে বাংলাদেশে উচ্চ মানের ব্যান্ড গার্মেন্টসের প্রগতিশীল ব্যাপক চাহিদা রয়েছে।

এই সেক্টরটির বিস্তৃতির বিশাল সুযোগ রয়েছে এবং দ্বিগুণ বৈদেশিক মুদ্রা আয়ের সম্ভাবনা রয়েছে যদি সরকার রাজস্ব/আর্থিক নীতিকে শিল্পবান্ধব করে এবং স্থানীয় বিনিয়োগকারীদের জন্য প্রয়োজনীয় আর্থিক/অ-আর্থিক সহায়তা/প্রণোদনা প্রদান করে।

পরিচালনা পর্ষদের প্রতিবেদন

৩০ জুন, ২০২৪ সমাপ্ত আর্থিক বছরের

স্টয়ার টেক্সটাইলস্ পিএলসি
এর সদস্য বৃন্দের জন্যে

আর্থিক ফলাফল

পূর্ববর্তী বৎসরের তুলনায় আলোচ্য ৩০ জুন, ২০২৪-এ শেষ হওয়া বছরে কোম্পানীর একক আর্থিক ব্যবস্থাপনার ফলাফল নিম্নে আলোচনা করা হলো:

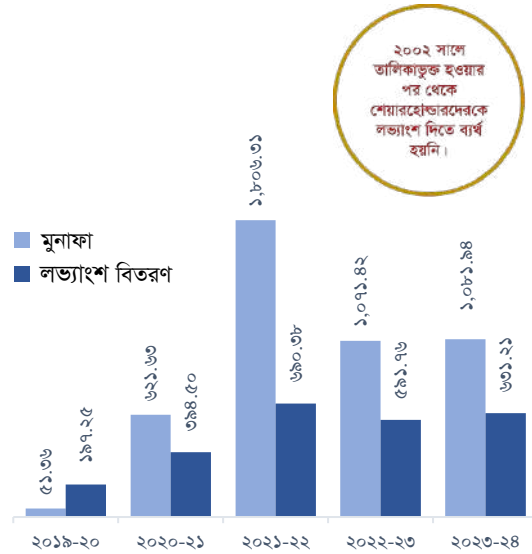
বিবরণ	২০২৩-২০২৪	২০২২-২০২৩	↑↓ শতাংশে
বিক্রয় (রপ্তানি)	১৮,৯২৬,৮৭০,৭৯৪	১৪,৯৬৭,৯৬২,৪৪৪	২৬.৪৫%
বিক্রিত পণ্যের উৎপাদন খরচ	১৬,৫৯৪,১১৪,২৮০	১৩,০৯১,১২০,৪২৯	২৬.৭৬%
মোট মুনাফা	২,৩৩২,৭৫৬,৫১৪	১,৮৭৬,৮৪২,০১৫	২৪.২৯%
প্রশাসনিক ব্যয়	২৭৯,১৪৫,৫৮৫	২৭৭,২৯৮,৭৬৯	০.৬৭%
বিক্রয় এবং বিতরণ খরচ	৩০,৮৮১,৩২০	২৬,৪২১,১৮৮	১৬.৮৮%
পরিচালনা মুনাফা	২,০২২,৭২২,৬০৯	১,৫৭৩,১২২,০৫৮	২৮.৫৮%
আর্থিক খরচ সমূহ	৭০৬,২৭০,৩৫৭	৩১০,৪১৮,১৭৬	১২৭.৫২%
অন্যান্য আয়	১৮,৪৬২,৯৭৭	৫২,৪৬৪,০৬৯	৬৪.৮১%
নীট মুনাফা (ডবিলউ.পি.পি.এফ. এর পূর্বে)	১,৩৩৪,৯২২,২২৯	১,৩১৫,১৬৭,৯৫১	১.৫০%
ডবিলউ.পি.পি.এফ. এ অনুদান	৬৩,৫৬৭,৭২৫	৬২,৬২৭,০৪৫	১.৫০%
নীট মুনাফা (কর পূর্ব)	১,২৭১,৩৫৪,৫০৪	১,২৫২,৫৪০,৯০৬	১.৫০%
আয়কর সঞ্চিতি	১৯২,২১৯,৫৩৩	২১৪,২৫৩,৪৪৩	১০.২৮%
বিলম্বিত আয়কর সঞ্চিতি	(২,৮০০,৬৭৭)	(৩৩,১৩৪,১৪৬)	৯১.৫৫%
নীট মুনাফা (কর পরবর্তী)	১,০৮১,৯৩৫,৬৪৮	১,০১১,৪২১,৬০৯	০.৯৮%
মোট মুনাফা মার্জিন	১২.৩৩%	১২.৫৪%	০.২১%
নীট মুনাফা মার্জিন	৫.৭২	৭.১৬%	১.৪৪%
শেয়ার প্রতি আয় (টাকা)	৫.৪৯	৫.৪৩	১.১০%

গত বছরের তুলনায় ২০২৩-২৪ বছরে মোট মুনাফা এবং নিট মুনাফা (কর-পরবর্তী) যথাক্রমে ২৪.২৯% এবং ০.৯৮% সহ বক্রয় ২৬.৪৫% বৃদ্ধি পেয়েছে।

মোট লাভের অনুপাত এবং নিট লাভের অনুপাত যথাক্রমে ০.২১% এবং ১.৪৪% কমেছে।

২০২৩-২৪ সালের জন্য কোম্পানির আর্থিক ফলাফল সামান্য বৃদ্ধি পেয়েছে কিন্তু বিক্রয় থেকে প্রাপ্যতার অনুপাত (৭.১৬% থেকে ৫.৭২%) কমেছে, গ্যাস সরবরাহের সংকট এবং জ্বালানির মূল্যবৃদ্ধির উল্লেখযোগ্যভাবে বৃদ্ধি পাওয়ায়। অন্যদিকে মজুরি এবং বেতনের পরিমাণও উল্লেখযোগ্যভাবে বৃদ্ধি পেয়েছে ২০২৪ মার্চ মাস থেকে শ্রমআইনের অধীনে সংশোধিত মজুরি স্কেলের কারণে।

স্থানীয় ও আন্তর্জাতিক উভয় বাজারে আর.এম.জি. সেক্টরে কম চাহিদার কারণে এই সময়ের মধ্যে সুতার বিক্রয় মূল্য (ইউ.এস ডলার-এর) হ্রাস পেয়েছে। এই পরিস্থিতিগুলি উৎপাদনের একক ব্যয়কে সর্বাধিকীকরণে প্রভাবিত করে এবং আলোচ্য বছরে আগের বছরের তুলনায় লাভজনকতা হ্রাস পায়।



মুনাফা এবং লভ্যাংশ বিতরণ

পরিচালনা পর্ষদের প্রতিবেদন

৩০ জুন, ২০২৪ সমাপ্ত আর্থিক বছরের

স্কয়ার টেক্সটাইলস্ পিএলসি
এর সদস্য বৃন্দের জন্যে

ঋণ এবং গ্যারান্টি

অনুমোদিত ঋণের বিশদ বিবরণ এবং পর্যালোচনাধীন বছরের মধ্যে প্রদত্ত গ্যারান্টিগুলি একক আর্থিক বিবরণীতে যথাক্রমে নোট নং ১৩, ১৫ এবং ৩৬ এ উপস্থাপন করা হয়েছে।।

রিলেটেড পার্টি লেনদেন

স্কয়ার টেক্সটাইল বেস কয়েকটি রিলেটেড পার্টি ট্রানজেকশনে নিযুক্ত রয়েছে, যার বিশদ বিবরণ স্বতন্ত্র হিসাবের নোট নং ৪০-এ দেখানো হয়েছে।

মুনাফা বন্টন

পরিচালনা পর্ষদ নিম্নোক্ত উপায়ে ৩০ জুন ২০২৪ সমাপ্ত বছরের জন্য নীট মুনাফা বন্টনের প্রস্তাব করেন:

	টাকায়
নীট মুনাফা (কর-পরবর্তী), ২০২৪ সালের জুনে শেষ হওয়া বছরের জন্য।	১,০৮১,৯৩৫,৬৪৮
নগদ লভ্যাংশ প্রস্তাব @ ৩২%	৬৩১,২০৬,৪০০
নীট অবশিষ্ট মুনাফা (ভবিষ্যতে ব্যবসা সম্প্রসারণের জন্যে)	৪৫০,৭২৯,২৪৮

ঝুঁকি এবং উদ্বেগ

আগামী বছর গুলোতে আন্তর্জাতিক ও আন্তর্জাতিক শিল্প ও বাণিজ্যের ভবিষ্যত নির্ধারণ করবে আন্তর্জাতিক বাজার পরিস্থিতি উপর।

তবে এটা খুবই আনন্দের বিষয় যে, সরকার শিল্প ও বাণিজ্যকে বাধাগ্রস্ত করতে পারে এমন সমস্ত কারণকে চিহ্নিত করছেন এবং তা মোকাবেলায় যথাযথ প্রয়োজনীয় বিভিন্ন পদক্ষেপ গ্রহণ করছেন।

যার ফলস্বরূপ বিশ্বব্যাপক র্যাঙ্কিং "ডুইং বিজনেস" সূচকে বাংলাদেশের অবস্থান উন্নিত হতে শুরু করেছে।

সাবসিডিয়ারী কোম্পানীতে বিনিয়োগ

স্কয়ার টেক্সটাইলস্ পিএলসি, স্কয়ার টেক্সকম লিমিটেড-এর মূলধন ইকুইটি হিসাবে ৪৮৯,৩৩৩,৯৬০ টাকা বিনিয়োগ করেছে যা মোট মূলধনের ৯৯.৮৮%।

১৯৯৪ সালের কোম্পানী আইন অনুসারে স্কয়ার টেক্সকম লিমিটেড, স্কয়ার টেক্সটাইলস্ পিএলসি-এর সাবসিডিয়ারী কোম্পানী বিধায় পরিচালনা পর্ষদের প্রতিবেদন এবং নিরীক্ষিত হিসাব এই প্রতিবেদনের সাথে উপস্থাপন করা হয়েছে।

জাতীয় কোষাগারে অবদান

স্কয়ার টেক্সটাইল ২০২৩-২০২৪ অর্থবছরে ২৬৪.৯৩ মিলিয়ন টাকা জাতীয় কোষাগারে জমা দিয়েছে, গত বছরে এটা ২৭৮.৩৭ মিলিয়ন টাকা ছিল।

ক্রেডিট রেটিং রিপোর্ট

ক্রেডিট রেটিং ইনফরমেশন অ্যান্ড সার্ভিসেস লিমিটেড ১৪ ডিসেম্বর, ২০২৩ তারিখে আর্থিক এবং অন্যান্য প্রাসঙ্গিক পরিমাণগত এবং গুণগত তথ্যের ভিত্তিতে স্কয়ার টেক্সটাইলকে সর্বোচ্চ ক্রেডিট রেটিং নিশ্চিত করেছে।

পুনঃনিশ্চিত রেটিংঃ

দীর্ঘমেয়াদী রেটিং = "এএ+", যা উচ্চতর নিরাপত্তা এবং উচ্চতর ক্রেডিট গুণমান নির্দেশ করে।

স্বল্পমেয়াদী রেটিং = "এস.টি.-১", যা সময়মত পরিশোধের সর্বোচ্চ নিশ্চিততা নির্দেশ করে।

মাইনোরিটির স্বার্থ

কর্পোরেট গভর্নেন্স কোডের কোড ১(৫)(xvi) এর সাথে সঙ্গতি রেখে কোম্পানির বোর্ড এর মাধ্যমে নিশ্চিত করে যে মাইনোরিটি শেয়ারহোল্ডারদের স্বার্থ কোম্পানিতে যথাযথভাবে সুরক্ষিত হয়েছে।

বিশেষ কার্যক্রম

কোম্পানীটি কোনও বিশেষ কার্যক্রম গ্রহণ করেনি বা চালিয়ে যায়নি এবং এই ধরনের কার্যক্রম থেকে কোনও প্রকার লাভ-ক্ষতি হয়নি।

ম্যানেজমেন্ট ডিসকাশন এন্ড এনালাইসিস

কোম্পানির পরিচালন অবস্থান, ক্রিয়াকলাপ, আর্থিক বিবরণী এবং অন্যান্য প্রয়োজনীয়তার পরিবর্তনের সংক্ষিপ্ত আলোচনা ব্যবস্থাপনা পরিচালক কর্তৃক স্বাক্ষরিত ম্যানেজমেন্ট ডিসকাশন এন্ড এনালাইসিস এই প্রতিবেদনের সংযোজন-iii এ প্রকাশিত হয়েছে।

পরিচালনা পর্ষদের প্রতিবেদন

৩০ জুন, ২০২৪ সমাপ্ত আর্থিক বছরের

স্কয়ার টেক্সটাইলস পিএলসি
এর সদস্য বৃন্দের জন্যে

দাবিহীন/অনিষ্পত্তিকৃত লভ্যাংশ

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এবং অন্যান্য নিয়ন্ত্রক কর্তৃপক্ষের নির্দেশনা অনুসারে দাবিহীন/ অনিষ্পত্তিকৃত লভ্যাংশের হিসাব সঠিকভাবে রাখা হয়।

২০০২ থেকে ২০২৩ সাল পর্যন্ত দাবিহীন/অনিষ্পত্তিকৃত লভ্যাংশের বিশদ বিবরণ এই প্রতিবেদনের ৫৩ পৃষ্ঠায় উপস্থাপন করা হয়েছে।

হিসাব একত্রীকরণ

বিএসইসি এর বিধিমালা ও ইন্টারন্যাশনাল একাউন্টিং স্ট্যান্ডার্ড-২৮ এবং আইএফআরএস-১০ এর নিয়মাবলী অনুসরণ করে আর্থিক প্রতিবেদন একত্রীকৃত করা হয়েছে যাতে শেয়ারহোল্ডারবৃন্দের সার্বিক মুনাফা/বিনিয়োগ মূল্য সঠিকভাবে নির্ধারণ করা যায়।

স্কয়ার টেক্সটাইল পিএলসি-এর একিভূত আর্থিক প্রতিবেদন এই বার্ষিক প্রতিবেদনে উপস্থাপন করা হয়েছে।

পরিচালক নির্বাচন

সংঘবিধির ১২৫ ও ১২৬ অনুচ্ছেদ অনুযায়ী কোম্পানীর পরিচালক জনাব অঞ্জন চৌধুরী অবসর গ্রহণ করেছেন এবং পুনর্নির্বাচিত হওয়ার যোগ্য বিধায় পুনর্নির্বাচিত হওয়ার ইচ্ছা প্রকাশ করেছেন।

উপরে উল্লিখিত পরিচালকের জীবনবৃত্তান্ত এবং অন্যান্য তথ্য বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের ৩ জুন, ২০১৮ তারিখে প্রজ্ঞাপনের ১.৫ (xxii) সংযুক্তি-ii তে বর্ণিত হয়েছে।

ব্যবস্থাপনা পরিচালকের পুনর্নিয়োগ

পরিচালনা পর্ষদ ২৭শে ডিসেম্বর ২০২৩-এ অনুষ্ঠিত তার সভায় জনাব স্যামুয়েল এস চৌধুরীকে আরও ৫ (পাঁচ) বছরের মেয়াদের জন্য ব্যবস্থাপনা পরিচালক হিসাবে পুনরায় নিযুক্ত করেছেন যা ৩১শে ডিসেম্বর, ২০২৩ কার্যকরী হবে এখন এঁা এবং শেয়ারহোল্ডারদের সম্মতির জন্য উপস্থাপন করা হলো।

ব্যবস্থাপনা পরিচালকের একটি সংক্ষিপ্ত জীবনবৃত্তান্ত এবং অন্যান্য তথ্য সংযুক্তি - ii এ বর্ণিত করা হয়েছে।

স্বতন্ত্র পরিচালকের পুনর্নিয়োগ

কোম্পানীর পরিচালনা পর্ষদ ২২শে অক্টোবর ২০২৪ তারিখে জনাব মুহাম্মাদুল হক-কে বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর বিজ্ঞপ্তি নং বি.এস.ই.সি./সি.এম.এর.এর. সি.ডি./২০০৯-১৯৩/৬৬/ পি.আর.ডি./১৪৮ তারিখ ১৬ অক্টোবর, ২০২৩ প্রতিপালনের লক্ষ্যে নিয়োগ প্রদান করা হয়েছে। এই নিয়োগটি ১০ই সেপ্টেম্বর, ২০২৪ তারিখে বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন দ্বারা যথাযথভাবে অনুমোদিত হয়েছে।

উপরে উল্লিখিত পরিচালকের একটি সংক্ষিপ্ত জীবনবৃত্তান্ত এবং অন্যান্য তথ্য সংযুক্তি - ii এ বর্ণিত করা হয়েছে

বিধিবদ্ধ নিরীক্ষক নিয়োগ

মেসার্স কে এম হাসান অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস, ২০২৩-২০২৪ সালের জন্য কোম্পানির সংবিধিবদ্ধ নিরীক্ষক, স্কয়ার টেক্সটাইল পিএলসি-এর আর্থিক বিবৃতিগুলির উপর একটি আনকোয়ালিফাইড রিপোর্ট জমা দিয়েছে। ৩০ জুন, ২০২৪ সমাপ্ত বছরের জন্য ২৯ তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করছেন।

মেসার্স কে এম হাসান অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস, হোমটাউন অ্যাপার্টমেন্ট, ৮ম ও ৯ম তলা, ৮৭ নিউ ইস্কাটন রোড, ঢাকা ২০২৪-২০২৫ সালের জন্য কোম্পানির নিরীক্ষক হিসেবে নিয়োগের আশ্রয় প্রকাশ করেছেন।

পরিচালনা পর্ষদ ২২ অক্টোবর, ২০২৪ তারিখের সভায় তাদের নিয়োগের সুপারিশ করেছেন।

কমপ্লায়েন্স নিরীক্ষক নিয়োগ

মেসার্স চৌধুরী ভট্টাচার্য্য এন্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস এই বার্ষিক সাধারণ সভায় অবসর গ্রহণ করেছেন এবং যোগ্য বিধায় ২০২৪-২০২৫ এর জন্য কোম্পানির কমপ্লায়েন্স অডিটর হিসাবে নিয়োগ পাওয়ার ইচ্ছা প্রকাশ করেছেন।

পরিচালনা পর্ষদ ২২ অক্টোবর, ২০২৪ তারিখের সভায় তাদের নিয়োগের সুপারিশ করেছেন।

এএ +

ক্রেডিট রেটিং করেছেন
সিআরআইএসএল

স্কার টেক্সটাইলস পিএলসি এর সহযোগি প্রতিষ্ঠানের কাছে পণ্য বিক্রয় অনুমোদন প্রসঙ্গ।

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের ২২ মার্চ, ২০২১ তারিখের বিজ্ঞপ্তি নং BSEC/CMRRCD/ 2009-193/10/Admin/118 এর ধারা ১ অনুযায়ী, স্কার টেক্সটাইল পিএলসি তার সহযোগি প্রতিষ্ঠানের কাছে পণ্য বিক্রির ক্ষেত্রে শেয়ারহোল্ডারদের অনুমোদন প্রয়োজন যদি তা পূর্ববর্তি বছরের মোট রাজস্ব বা টার্নওভারের ১০% বা তার বেশি পরিমাণ হয়।

আর্থিক বিবরণী উপর পরিচালকদের ঘোষণা

কর্পোরেট সুশাসনের একটি অংশ হিসাবে, পরিচালনা পর্ষদ কোম্পানির আর্থিক অবদান এবং অবস্থা-এর একটি সত্যতা এবং গ্রহণযোগ্যতা প্রদানের জন্য দায়বদ্ধ। সেই লক্ষ্যে, পরিচালকগণ তাদের সর্বোত্তম জ্ঞানে নিশ্চিত করেছেন যে:

- ☑ কোম্পানির আর্থিক বিবরণী, কোম্পানির কার্যক্রমের ফলাফল, নগদ প্রবাহ এবং ইকুইটি পরিবর্তনের একটি সত্য এবং ন্যায্য দৃষ্টিভঙ্গি উপস্থাপন করে।
- ☑ প্রচলিত আইন অনুসারে হিসাবের প্রয়োজনীয় সঠিক নথি রক্ষণাবেক্ষণ করা হয়েছে।
- ☑ আর্থিক বিবরণী তৈরিতে একাউন্টিং অনুমানগুলি যুক্তিসঙ্গত এবং বিচক্ষণতার উপর ভিত্তি করে এবং যথাযথ একাউন্টিং নীতিগুলি ক্রমাগত প্রয়োগ করা হয়েছে।
- ☑ বাংলাদেশে প্রযোজ্য আই.এ.এস/ আই.এফ.আর. এস অনুযায়ী আর্থিক বিবরণী প্রস্তুত করা হয়েছে।
- ☑ অভ্যন্তরীণ কন্ট্রোল সিস্টেমটি কাঠামোগত দিক থেকে খুবই কার্যকরী এবং সঠিকভাবে এর প্রয়োগ ও পর্যবেক্ষণ করা হয়।
- ☑ একটি ব্যবসায়-প্রতিষ্ঠান হিসাবে সকল ব্যবসায়িক কার্যক্রম চালিয়ে যাওয়ার ক্ষমতা সম্পর্কে কোন উল্লেখযোগ্য সংশয় নেই।
- ☑ গত বছরের পরিচালনা ফলাফল তুলনায় এ বছর কোন উল্লেখযোগ্য বিচ্যুতি নেই।
- ☑ জনাব স্যামুয়েল এস চৌধুরী, ব্যবস্থাপনা পরিচালক-কে দেওয়া পারিশ্রমিক নোটস অফ একাউন্টস-এর নোট # ২২ এ দেখানো হয়েছে।

- ☑ গত ৫ (পাঁচ) বছরের মূল পরিচালনা এবং আর্থিক তথ্য পৃষ্ঠা নং ১২ এ একটি সংক্ষিপ্ত আকারে উপস্থাপন করা হয়েছে।

কর্পোরেট গভর্নেন্স কমপ্লায়েন্স প্রতিবেদন

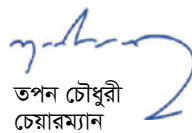
বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের কর্পোরেট গভর্নেন্স কোড ২০১৮-এর ধারা ১(৫) অনুসারে একটি অতিরিক্ত বিবৃতি, পরিচালক পুনর্নিয়োগ প্রার্থীদের জীবনবৃত্তান্ত, ব্যবস্থাপনার আলোচনা বিশ্লেষণ, সিইও এবং সিএফওর কাছ থেকে বোর্ডের উদ্দেশ্যে সনদ, কোম্পানির কমপ্লায়েন্স অডিটরদের সনদ এবং কর্পোরেট গভর্নেন্স কোড ২০১৮ প্রতিপালনের অবস্থা যথাক্রমে সংযুক্তি- i, ii, iii, iv, v ও vi এর মধ্যে বর্ণনা/প্রকাশ করা হলো।

অডিট কমিটির রিপোর্ট, মনোনয়ন ও পারিশ্রমিক নীতি এবং লভ্যাংশ বন্টন নীতিও এই বার্ষিক প্রতিবেদনে উপস্থাপন করা হয়।

ব্যবস্থাপনা কর্তৃপক্ষের স্বীকৃতি

পরিচালনা পর্ষদ ব্যবসায়িক কার্যক্রমে নির্বাহী ব্যবস্থাপনা, কর্মকর্তা ও শ্রমিক কর্মচারীদের অবদানকে গভীরভাবে মূল্যায়ন করেছে। সারা বিশ্বে বাণিজ্য ও উৎপাদনে বিভিন্ন বৈধি প্রভাব থাকা সত্ত্বেও তাদের নিরলস প্রচেষ্টা কোম্পানীকে উৎপাদনের ধারা অব্যাহত রাখতে সাহায্য করেছে। সম্মানিত শেয়ার-হোল্ডারগণ যে আস্থা পরিচালনা পর্ষদের উপর রেখেছেন তা পরিচালনা পর্ষদকে অনুপ্রানিত করে আসছে এবং ব্যবস্থাপনা কর্তৃপক্ষ, নির্বাহী কর্মকর্তা ও কর্মচারীগণ তা ধরে রাখতে সচেষ্ট হবেন।

পরিচালনা পর্ষদ বিনীতভাবে বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, স্টক এক্সচেঞ্জ, জাতীয় রাজস্ব বোর্ড এবং অন্যান্য সরকারি ও বেসরকারি এজেন্সিগুলোকে প্রতিষ্ঠান এর কার্যক্রম পরিচালনায় সহযোগিতা দেয়ার জন্য কৃতজ্ঞতা জানাচ্ছেন। আমরা সকলের ভবিষ্যৎ উন্নয়ন কামনা করি।


তপন চৌধুরী
চেয়ারম্যান

CORPORATE GOVERNANCE

Square Textiles PLC.



Corporate governance is the process of directing and controlling a Company. Governance is the process of identifying and enforcing the company's ethics, rights, and obligations among its various stakeholders.

Good corporate governance is important to its long-term viability. Square Textiles' corporate governance is as follows:

Board of Directors

The Board of Directors, the top management tier, is responsible for overall control and supervision of the company's affairs, primarily through strategic planning and budgetary control mechanisms, in accordance with the concept of Good Corporate Management Practice and the provisions of the Articles of Association. To that purpose, the Board of Directors meets on a regular basis to resolve policy and strategy concerns, with minutes and decisions being recorded for implementation by Executive Management.

During the year under review, the Board of Directors of Square Textiles met 10 (ten) times to transact various agendas. The intervening gap between the meetings was within the period prescribed under the Companies Act.

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

Name of the Director	Position
Mr. Tapan Chowdhury	Chairman
Mrs. Ratna Patra	Vice Chairman
Mr. Samuel S Chowdhury	Managing Director
Mr. Anjan Chowdhury	Director
Mr. Abul Kalam Azad	Independent Director
Mr. Muhammadul Haque	Independent Director

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

Members of the Board of Directors often travel abroad to bring into focus the Company's image and acquire technological gains.

Top Management inaugurates/participates in seminars, training courses, conferences, and various cultural activities of the employees and workers which instill in them a sense of belongingness.

Separate Role of the Chairman and Managing Director

Separate individuals are holding the positions of Chairman and Managing Director.

Mr. Tapan Chowdhury is the Company's Chairman and is responsible for the functions of the Board, while Mr. Samuel S Chowdhury is the Managing Director and acts as the Company's Chief Executive Officer.

Independent Director

In compliance with the BSEC Regulations on Good Governance, the Board of Directors, as empowered by the Regulations, appointed the following persons as non-shareholding Independent Directors with the expectation that their expertise would help contribute to the further disclosure and protect the interests of the stakeholders, investors in general and smaller investors in particular:

- **Mr. Abul Kalam Azad**, a Fellow Member (FCA) of the Institute of Chartered Accountants of Bangladesh. Founding Principal and Sole Practitioner of Azad Abul Kalam & Co., Chartered Accountants, since 2008 and Founding Partner and Sole Practitioner of Azad Zamir & Co., Chartered Accountants, since 1984.



- Mr. Muhammadul Haque, MBA from IBA, a veteran marketer, was associated with Square Pharmaceuticals PLC. spanning over 19 years in a senior role. The last position he held was Executive Director, Marketing. He also worked for Glaxo Bangladesh Ltd. and ACI Pharmaceuticals PLC. for about 17 years.

Board of Directors and its Roles and Responsibilities

The Board of Directors, as the highest level of authority, has the primary responsibility of providing general supervision, overseeing operations, and controlling the affairs of the company through appropriate delegation and accountability processes via the lines of command.

The Board of Directors, as the highest level of authority, has the primary responsibility of providing general supervision, overseeing operations, and controlling the affairs of the company through appropriate delegation and accountability processes via the lines of command.

The Board of Directors, on the other hand, is ultimately responsible for directing the company's operations in compliance with the law and in the best interests of shareholders, stakeholders, the state, and society.

In order to accomplish its responsibilities, the Board of Directors meets at least once per quarter and makes necessary decisions/ directions to the Executive Management. Operational performance, financial results, budget reviews, capital expenditure proposals for BMRE or new projects/ divisions/product lines, procurement of funds through the issue of shares or borrowing, procurement of raw materials, plant & machinery, pricing of products/ discounts, recruitment, training, and promotion of officers, approval of the

annual financial statement, appropriation of profit and recommendation of dividends, and other interests of the stakeholders, including the employees and workers, are usually discussed at such meetings.

The Board of Directors pays special attention to

Board of Directors	
Constitution	Not less than 3 or more than 15 Directors.
Type of Mandate	Unitary Board of 6 Directors
Female	1 (one)
Male	5 (Five)
Non-Executive Directors	3 (three)
Executive Directors	1 (One)
Independent Director	2 (Two)
Meeting held 2023-24	9 (Nine)

establishing and articulating productivity and compensation plans for employees and workers, as well as rewarding them appropriately based on the quality and quantity of their work.

The Board is also responsible for removing operational threats to workers' lives and health, for environmentally friendly working conditions, and for social relationships that are expected of good citizens in a country.

Chief Financial Officer, Company Secretary and Head of Internal Audit and Compliance

The following three qualified professionals have been appointed as CFO, CS, and HIAC of the Company as per the requirement of the Corporate Governance Code 2018 of the Bangladesh Securities and Exchange Commission:



CFO - Mr. Md. Aminur Rahman, a Fellow Cost Management Accountant (FCMA) is delegated to the responsibility of Chief Financial Officer.

CS - Mr. Sanjib Baran Roy, a Fellow Chartered Secretary (FCS) is responsible for the office of the Company Secretary.

HIAC - Mr. Mozibur Rahman, a Fellow Chartered Accountant (FCA) is executing the responsibility of Head of Internal Audit and Compliance.

Audit Committee

The Board of Directors has constituted an Audit Committee of the Board consisting of 3 (three) Non-Executive Directors, namely Mr. Abul Kalam Azad, Independent Director, Mrs. Ratna Patra, Vice Chairman and Mr. Anjan Chowdhury, Director.

Mr. Abul Kalam Azad, the Independent Director is the Chairman of the Committee.

The Audit Committee carries out its responsibilities as per the provisions of law and submits its report to the Board of Directors from time to time. The Audit Committee shall also coordinate with the internal and external auditors as and when required. The Audit Committee ensures that adequate internal checks & balances supported by adequate MIS are in place for the detection of errors fraud and other deficiencies.

The other responsibilities include inter alia, not be limited to, the prevention of conflict of interest between the company and its Directors officials, customers, suppliers, government, and any other interest groups and detecting or removing any scope of insider trading in the company's stock. The Audit Committee also ensures compliance with the requirements of BSEC and other agencies.

The Committee met 4 (four) times during the year under review.

Nomination and Remuneration Committee

The Board of Directors formed a Nomination and Remuneration Committee of the Board comprising of 3 (three) Non-Executive Directors namely Mr. Abul Kalam Azad, Independent Director, Mrs. Ratna Patra, Vice Chairman and Anjan Chowdhury, Director.

Mr. Abul Kalam Azad, the Independent Director is the Chairman of the Committee.

The terms of reference of the Nomination & Remuneration Committee inter alia include determining the Company's policy on specific remuneration packages for executive directors, reviewing, recommending and/or approving remuneration to whole-time Directors, reviewing and approving the

Remuneration Policy of the Company, formulating criteria for evaluation of Independent Directors and the Board, to devise a policy on Board Diversity, to identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board the appointment or removal of such persons and to discharge such other functions and exercise such other powers as may be delegated/ directed by the Board of Directors from time to time.

The Committee met once during the year under review.

Executive Management

The Managing Director, the CEO, is the head of the Executive Management Team which comprises senior executive members of the Company. Within the limits of delegated authority and responsibility by the Board of Directors, Executive Management operates through further delegation of authority at every echelon of line management.

The Executive Management operates within the framework of policy and Planning strategies set by the Top Management with periodic performance reporting for guidance.



The Executive Management is responsible for the preparation of segment plans/sub-segment plans for every profit center with budgetary targets for every item of goods and services and is held accountable for deficiencies, with an appreciation for outstanding and exceptional performances. These operations are continuously carried out by the Executive Management through a series of Committees, Sub-Committees, Adhoc Committees and Standing Committees assisting the line management.

Legal Advisers

In order to avail the best legal services for Good Corporate Governance, the company has empaneled top-ranking legal professionals, namely Mr. Syed Afzal Hasan Uddin, Bar-at-Law and Mrs. Nihad Kabir, Bar-at-Law. They have had long-term fundamental support for the company's good governance efforts.

Shareholders' Relationship

Corporate Governance issues include how major policy decisions are made in business corporations, how various stakeholders can influence the process, who is held accountable for performance and what performance standards are applied. In a nutshell, power and influence are crucial in corporate governance. As shareholders belong to the most important stakeholders, the ownership structure has an impact on the balance of power among shareholders.

Though sponsors usually hold majority shares required for ordinary resolutions, public shareholders have a definite role and influence in the passing of special resolutions required for changes in the business object, sale of business/productive assets, merger and amalgamation, winding up or dissolution and amendments to Memorandum and Articles of Association for protection of minority interest up to 49.9% of the shareholdings.

Shareholding Status 30 June 2024:

Shareholders Group	Holding
Sponsors/Directors	61.83%
Institutions	22.41%
General Public	13.01%
Foreigners	2.75%

The position of shareholders as of 30th June, 2024 indicates that the Sponsors of the Company do not hold the required 75% shareholdings for passing special resolutions. This allows the Public Shareholders (individuals and institutions) to play an effective role in protecting their legal corporate rights. to 49.9% of the shareholdings.

The Company has its Annual General Meeting [Members (Shareholders) Meeting] on a regular basis, as required by law, with proper notice and disclosures in the Directors' Report and the Auditors' Report on Accounts/Notes, and resolutions are passed unanimously. All reasonable and practicable suggestions are implemented with good grace.

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

The shareholders, as owners, are provided with material information on the company's operations quarterly and annually.

They are also provided routine services by the Company Affairs Division headed by the Company Secretary on any company matters which are permissible.

The Board is, however, responsible to the Members (Shareholders) as well as investors for the publication of PSI (Price Sensitive Information) as per regulations of the Bangladesh Securities and Exchange Commission.



The Company has a website to provide permissible information, notices, price sensitive information, financial reports, disclosures, and others to shareholders and interested investors. A qualified Chartered Secretary is in charge of all these responsibilities as Company Secretary.

Dividend Policy

The Board of Directors is committed to exhibiting a continuous dividend distribution policy of accretive wealth (profits) among present and future generations of Members (shareholders). This would allow the Company to increase its capital wealth and continue to exist in perpetuity, benefiting both current and future generations.

Financial/Statutory Auditors

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

All this has been possible due to the high-level capability and integrity of the Financial/Statutory Auditor M/s. K. M. Hasan & Co., Chartered Accountants whose unchallenging performance has played a very trustworthy role in the protection of the interest of the stakeholders of the Company.

Compliance Auditors

The Compliance Auditor is responsible for certification of compliance with the conditions of the Corporate Governance Code 2018 of the

Bangladesh Securities and Exchange Commission as well as the provisions of relevant Bangladesh Secretarial Standards of the Institute of Chartered Secretaries of Bangladesh (ICSB).

M/s. Chowdhury Bhattacharjee & Co., Chartered Accountants, is the Compliance Auditors of Square Textiles PLC. appointed by its Members (shareholders) at their Annual General Meeting.

Segment Report

The Company's operations are carried out on an aggregate basis and are managed as a single operating segment. Accordingly, the company operates in one segment of developing, manufacturing and marketing cotton/yarn for human as well as industrial use.

Risk Perception

The Company's Management perceives investment risk within the national and international economic perspectives in relation to legal and moral requirements involving, inter alia, intellectual property rights, scientific inventions, WTO Regulation, MFA, etc., and monetary and fiscal investment policies and has prepared its production and marketing strategies to meet the challenges from these risks.

Secretarial Standard

Square Textiles makes every effort to adhere to the Secretarial Standard on meetings of the Board of Directors, Members (shareholders), Minutes, and Dividends issued by the Institute of Chartered Secretaries of Bangladesh.

Compliances

Square Textiles has established procedures to ensure compliance with all applicable statutory and regulatory requirements. Respective officers are responsible for ensuring proper compliance with applicable laws and regulations.

UNCLAIMED/UNSETTLED DIVIDEND 2002-2023

Under the Directives # BSEC/SRMIC/2021-198/254
dated 19/10/2021 of BSEC



The status of unclaimed or unsettled cash dividends from 2002 until 2023.

- A. Dividend for the year From 2002 to 2020 deposited to the Capital Market Stabilization (CMS) Fund as instructed by the Bangladesh Securities and Exchange Commission:

For the Years	Amount in Taka
2001-2002 (Dividend Returned)	102,069.00
2002-2003 (Dividend Returned)	152,604.00
2003-2004 (Dividend Returned)	139,500.00
2004-2005 (Dividend Returned)	266,701.10
2005-2006 (Dividend Returned)	731,069.67
2006-2007 (Dividend Returned)	1,234,315.47
2007-2008 (Dividend Returned)	1,337,732.15
2008-2009 (Dividend Returned)	2,100,961.91
2009-2010 (Dividend Returned)	2,606,924.85
2010-2011 (Dividend Returned)	1,341,152.05
2011-2012 (Dividend Returned)	3,216,920.72
2012-2013 (Dividend Returned)	3,367,134.52
2013-2014 (Dividend Returned)	3,043,586.94
2014-2015 (Dividend Returned)	1,331,560.63
2015-2016 (Dividend Returned)	1,484,348.17
2016-2017 (Dividend Returned)	1,055,513.53
2017-2018 (Dividend Returned)	1,209,602.58
2018-2019 (Dividend Returned)	2,111,988.70
2019-2020 (Dividend Returned)	8,42,062.45
Unspecified (not returned/not been chased (2002-2020)	26,267,230.85
Total -	53,100,916.84

- B. Dividends for the last 3 years from 2021 to 2023 lying in the Company:

For the Years	Amount in Taka
2020-2021 (Dividend Returned)	1,215,831.80
2021-2022 (Dividend Returned)	2,245,338.64
2022-2023 (Dividend Returned)	2,324,999.25
Unspecified (not returned/not been cashed (2021-2023)	4,588,724.31
Total -	10,374,894.00

SQUARE TEXTILES PLC.

CORPORATE SUSTAINABILITY

Square Textiles PLC.

At Square Textiles PLC. “Corporate Sustainability” is embedded within the principles and values of the company. Through successful “triple bottom line” performance, focusing on social, environmental and financial factors, the company is able to generate increased earnings, reduce material usage, energy expenditures and wastes, and increase social contribution. The focus on Sustainability has contributed to long-term success for the company over the years.

State of the art Facility

We focus on continuous efforts to introduce innovative means of production that allows for optimum utilization of materials and energy. Our state of the art production facility is equipped with upgraded technologies and machineries that are energy efficient as well environmental friendly. In 2018, we have introduced PCW plant (fabric crushing). We are the pioneer in introducing this technology in Bangladesh.

Ready Recycling Facility

The manufacturing facility is fitted to contain dust and waste discharge to the environment. On a daily basis, 4 (four) out of 6 (six) tons of waste materials, on average, are recycled. Hard wastes are crushed and reused as raw materials in production. Our PCW plant processes garment wastages into fibers. There are no chemical applications in our manufacturing process and hence there are no environmental damage as a result of any spillovers or emissions of harmful gas.

Minimizing Occupational Hazards

We follow stringent safety measures and regularly monitor and review occupational health and safety procedures. We ensure that our factory workers always follow the safety protocols necessary to ensure a hazard free working environment and uninterrupted operations. In regards to such health and safety issue, proper training and awareness are provided to all production employees.

Creating Product Diversity

We believe in “Product Diversity” as a means of economic sustainability. The company has about 40 percent product diversification within our total product port-folio.

This Product Diversity has led to enhancement of the company’s brand image, increased profitability, and risk mitigation. Overall, our emphasis on Corporate Sustain-ability has led us to create a blend of strategies where financial & non-financial aspects are perfectly integrated within the good governance and management practices of the company, as well as engage all stakeholders in an open platform where financial, social and environmental issues are shared and communicated. All these have translated to positive outcomes that is beneficial to all parties within the value chain.



Square Traceable Cotton (STC)

STC is a groundbreaking system in the textile industry, created to monitor cotton throughout its entire supply chain. It offers traceability of cotton fiber from the farm to the final product, addressing both industry needs and consumer concerns. The importance of traceability cannot be overstated. It is essential for verifying the authenticity and ethical sourcing of materials. By implementing systems like STC, brands can demonstrate accountability and foster trust with their consumers. Modern consumers are increasingly demanding transparency in supply chain. They want to know where their products come from and how they are made. This shift has driven the market towards sustainable practices, pushing yarn marketing strategies to prioritize eco-friendly and ethically sourced materials.

The integration of traceability systems by Square Textiles supports this demand. STC is making it easier for businesses to align with consumer values while ensuring a more sustainable future for the fashion industry. For consumers, buying traceable cotton products means supporting ethical production processes & reducing their carbon footprint. The alignment between consumer demand for transparency and sustainable practices fuels a transformative shift in the textile industry towards more responsible sourcing. By leveraging digital passports, brands can offer enhanced transparency. These digital records document every stage of the cotton's journey—beginning with raw fiber and culminating in the final garment. This not only enhances consumer trust but also strengthens the integrity of the supply chain by providing verifiable data at each step



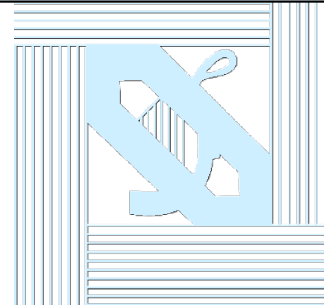
The **modern era of traceability** brings unprecedented opportunities to revolutionize the textile industry through transparency and sustainability. Businesses and consumers hold the power to drive positive change by embracing **Square Traceable Cotton**.

Sustainable Energy Program

Bangladesh is an active partner with UNDP in implementing Sustainable Development Goals (SDGs) also known as the Global Goals, were adopted by all United Nations Member States in 2015 as a universal call to action to end poverty, protect the planet and ensure that all people enjoy peace and prosperity by 2030.

SQUARE Textiles PLC, as a Spinner, it requires 23.50 MWh electricity to run operations. Out of total requirement, 14.00 MWh electricity generated from Natural Gas & HFO and 9.50 MWh outsourced from REB and other Merchant Power Plants. Considering Environment (Our Mother Planet's Health), Cost of Energy, SQUARE Textiles PLC, has implemented Solar Power Project. The Environmental and Fiscal benefits of this Solar Project is as follows;

- ◆ Installation Capacity: 5,833.44 Kwh
- ◆ Service period: 25 Years
- ◆ Energy Generating (Yearly): 6,711,309 Kw (Daily average 5 hours @ 3,791 Kw)
- ◆ Carbon Emission (Yearly): 4,515,963 Kg (Equivalent 2.05 Lac Matured Tree Plantation)
- ◆ Water Savings (Yearly): 57.48 Lac Liters
- ◆ Energy Cost Savings (Yearly): BDT 7.96



AUDIT COMMITTEE REPORT 2023-2024

Under Condition # 5(7) of CGC

Square Textiles PLC. has an Audit Committee as a subcommittee of the Board of Directors in order to assist the Board of Directors in ensuring and fulfilling its oversight responsibilities.

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

Mr. Abul Kalam Azad, Independent Director	- Chairman
Mrs. Ratna Patra, Vice Chairman	- Member
Mr. Anjan Chowdhury, Director	- Member

Mr. Sanjib Baran Roy, Company Secretary acts as the Secretary to the Committee.

The Audit Committee performs its responsibility in harmony with the Corporate Governance Code 2018 of the Bangladesh Securities and Exchange Commission and ensures compliance thereon.

The scope of the Audit Committee was defined as under:

- Review and recommend to the Board to approve the quarterly and annual financial statements prepared for statutory purposes;
- Monitor and oversee the choice of accounting policies and principles, internal control, risk management process, auditing matter, hiring and performance of external auditors;
- Review statements of significant related party transactions submitted by the management.
- Carry on a supervision role to safeguard the systems of governance and independence of statutory auditors and
- Review and consider the report of internal auditors and statutory auditors' observations on internal control.

Major activities carried out during the reporting year 2023-2024:

- ❖ Examined and reviewed the fairness of the quarterly and annual financial statements and recommended them to the Board for consideration.
- ❖ Overseen, reviewed and approved the procedure and task of the internal audit, financial report preparation and external audit reports.
- ❖ Reviewed and recommended Related Party Transactions, Loans, Guarantees and Investments.
- ❖ Considered and made a recommendation to the Board on the appointment and remuneration of Statutory Auditors.

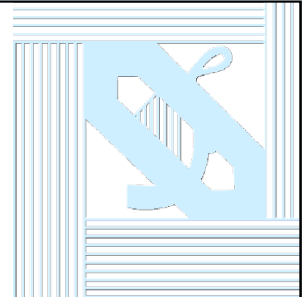
The Committee found the adequate arrangement to present a true and fair view of the activities and the financial status of the company and didn't find any material deviation, discrepancies or any adverse finding/observation in the areas of reporting.

Abul Kalam Azad
Chairman
Audit Committee

Date: 12th October, 2024

DIVIDEND DISTRIBUTION POLICY

SQUARE TEXTILES PLC.



1.00 Introduction

The Dividend Distribution Policy is prepared and adopted in compliance with the provisions of the Directive No. BSEC/CMRRCD/2021-386/03 dated 14 January, 2021 of the Bangladesh Securities and Exchange Commission (BSEC) about dividend declaration, pay off, disbursement and compliance.

The Board of Directors (the Board) will consider the directive while declaring/ recommending dividend on behalf of the Company. The Policy is not an alternative to the decision of the Board for declaring/recommending dividend, which takes into consideration all the relevant circumstances enumerated hereunder or other factors as may be decided by the Board.

2.00 Definitions

“the Act” means Companies Act 1994

“the Company” means Square Textiles PLC.

“AGM” means Annual General Meeting

“Board” means Board of Directors of Square Textiles PLC.

“Shareholders” means Members whose name is registered in the Member Register of the Company.

“Shares” means Ordinary Equity Shares.

3.00 Concept of Dividend

The dividend is the share of the profit that a Company decides to distribute among its Shareholders in proportion to the amount paid-up on shares they hold in the form of Cash and/or Stock (Bonus). The profits earned by the Company can either be retained in the business or can be distributed among the Shareholders as dividends.

4.00 Types of Dividend

The Act deals with two types of dividend - Interim and Final.

- **Interim** dividend is the dividend declared by the Board between two AGMs as and when considered appropriate. The Act authorizes the Board to declare an interim dividend during any financial year out of the profits for the financial year in which the dividend is sought to be declared and/or out of the surplus in the profit and loss account.
- **Final** dividend is recommended for the financial year at the time of approval of the annual financial statements as well as the appropriation of profit. The Board shall have the power to recommend the final dividend to the shareholders for their approval at the AGM of the Company. The Dividend recommended by the Board of Directors cannot be changed prior to holding the AGM.

5.00 Declaration of Dividend

Subject to the provisions of the Act, dividend shall be declared and paid out of:

- a. Profits of the Company for the year for which the dividend is to be paid after setting off carried over previous losses and depreciation not provided in the previous year(s);
- b. Undistributed profits of the previous financial years after providing for depreciation in accordance with law and remaining undistributed.
- c. Out of a & b both.

Before the declaration of the dividend, the Company may transfer a portion of its profits to reserves of the Company as may be considered appropriate by the Board at its discretion.

In the event of inadequacy or absence of profits in any financial year, the Company may declare dividend out of free reserves subject to the compliance with the Act and Rules.

6.00 Factors Governing Declaration of Dividend

The decision regarding dividend pay-out is a crucial decision as it determines the amount of profit to be distributed among the shareholders and amount of profit to be retained in business.

The circumstances for dividend pay-out decision depends on various external and internal factors which the Board of Directors shall consider while recommend/ declaring dividend including the following:

6.01 External Factors:

- The Board shall endeavor to retain a larger portion of profits to build up reserves, in case of Adverse Economic Scenario.
- The Board shall evaluate the market trends in terms of technological changes mandating investments, competition impacting profits, etc., which may require the Company to conserve resources.
- The Board shall consider the restrictions, if any, imposed by the Act and other applicable laws with regard to declaration of dividend in order to ensure compliance with the applicable laws.
- Dividend distribution tax or any tax deduction at source as required by tax regulations, applicable at the time of declaration of dividend may impact the decision with regard to dividend declaration.
- Other factors beyond control of the Management like natural calamities, fire, etc. effecting operations of the Company may impact the decision with regard to dividend declaration.

6.02 Internal Factors:

- Profitability
- Availability and Liquidity of Funds
- Capital Expenditure needs for the existing businesses
- Expansion/Modernization of the business
- Additional investments in subsidiaries/associates of the Company
- Cost of raising funds from alternate sources
- Cost of servicing outstanding debts
- Funds for meeting contingent liabilities
- Mergers and Acquisitions
- Any other factor as deemed appropriate by the Board.

Apart from the above factors, the Board also considers past dividend history and sense of shareholders' expectations while determining the rate of dividend. The Board may additionally recommend special dividends in special circumstances.

7.00 Financial Parameters for Declaring Dividend

The Company is committed to deliver sustainable value to its stakeholders. The Company shall strive to distribute an optimal and appropriate level of the profits among the shareholders in the form of dividend.

To keep investment attractive and to ensure capital appreciation for the shareholders, the Company shall also endeavor to provide consistent return over a period of time. While deciding on the dividend, micro and macroeconomic parameters for the country in general and the Company in particular shall also be considered.

Taking into consideration the aforementioned factors, the Board shall endeavor to maintain a dividend pay-out.

8.00 Utilization of Retained Earnings

Subject to the provisions of the Act and other applicable laws, retained earnings may be utilized as under:

- Issue of fully paid-up bonus shares
- Declaration of dividend-Interim or Final
- Augmenting internal resources
- Funding for capital expenditure/expansion plans/acquisition;
- Repayment of debt
- Any other permitted use as may be decided by the Board.

9.00 Parameters for Various Classes of Shares

Currently, the Company has only one class of shares - Equity Shares. There is no privilege amongst Equity Shareholders of the Company with respect to dividend distribution.

10.00 Circumstances Impacting Dividend Payment

The Company has been paying dividend to its shareholders around three decades and shall endeavor to continue with the dividend payment.

Given here in below are some of the circumstances in which shareholders of the Company may or may not expect dividend pay-out:

10.01 May Expect Dividend:

- Adequate profits and liquidity
- Accumulated profits not warranted for immediate business needs.

10.02 May Not Expect Dividend:

- Non availability of profits for dividend distribution

- Funds available for dividend but need to be conserved due to:
 - Business needs;
 - Adverse economic /market scenario expected in near future;
 - Augmenting internal resources.

11.00 Disclosure

This Dividend Distribution Policy shall be disclosed in the Annual Report of the Company and on the Company's website www.textile.squaregroup.com

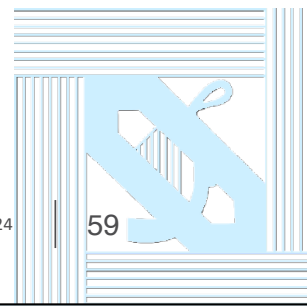
If the Company proposes to declare dividend on the basis of any additional parameters apart from those mentioned in the Policy or proposes to change the parameters contained in this Policy, it shall disclose such changes along with the rationale for the same in the Annual Report and on the website.

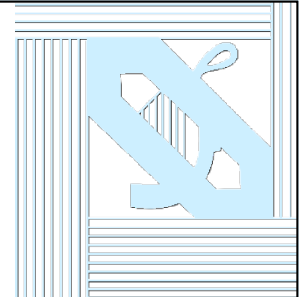
12.00 Effective Date

This Policy has been approved by the Board of Directors of the Company at its meeting held on 1st February, 2021 and shall be effective and applicable for dividend, if any, declared for the Financial Year 2020-21 onwards.

13.00 Review/Amendment

The Board may amend, abrogate, modify or revise any or all provisions of this Policy. However, amendments in the Act or in the Listing Regulations shall be binding even if not incorporated in this Policy.





A. Nomination and Remuneration Policy

1.00 Introduction

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

The Nomination and Remuneration Policy of Directors and Top Level Executives has been formulated by the Nomination and Remuneration Committee and has been approved by the Board of Directors of Square Textiles PLC.

2.00 Definitions

“NRC or the Committee” means Nomination and Remuneration Committee

“the Company” means Square Textiles PLC.

“Board” means Board of Directors of Square Textiles PLC.

“Director” means Member of the Board.

“Top Level Executive” means the Managing Director or Chief Executive Officer, Additional or Deputy Managing Director, Chief Operating Officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and Compliance, Head of Administration and Human Resources or equivalent positions and same level or ranked or salaried officials of the company.

3.00 Nomination and Remuneration Committee

The Nomination and Remuneration Committee has been constituted by the Board of Directors of the Company as a subcommittee to assist the Board under Condition No. 6 of the Corporate Governance Code 2018 of the Bangladesh Securities and Exchange Commission.

NRC is independent and responsible or accountable to the Board of Directors and to the Shareholders of Company.

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

Name of the Members	Position in the Committee
Mr. Abul Kalam Azad Independent Director	- Chairman
Mrs. Ratna Patra Director	- Member
Mr. Anjan Chowdhury Director	- Member

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

4.00 Objective

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

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

- To retain, motivate and promote talent and to ensure long term sustainability of talented Top Level Executive and create competitive advantage.
- To recommend Code of Conduct for the Chairman and other Members of the Board and Managing Director.
- To Implement and monitor policies and processes regarding principles of corporate governance.

5.00 Nomination and Appointment of Directors and Top Level Executives

The committee is responsible to ensure that the procedures for nomination and appointment of Directors and Top Level Executive are taken place in transparent, rigorous and non-discriminatory way. The committee also responsible to identify and ascertain the combination of age, gender, educational background, experience, knowledge, ethnicity, diversity, nationality and other relevant personal values & attributes for nomination and appointment of Director and Top Level Executives.

6.00 Remuneration for Directors and Top Level Executives

The committee shall oversee, review and make a report with a recommendation to the Board the the level and composition of remuneration is reasonable and sufficient to attract, motivate and retain suitable, dependable and skilled Director and Top Level Executive. They also consider and review the relationship of remuneration to performance is clear and meet appropriate performance benchmarks, remuneration to Director and 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.

7.00 Validation of the Policy

This policy on Nomination and Remuneration of Directors and Top Level Executives of the Company has been formulated by the Nomination and Remuneration Committee and has been approved by the Board of Directors of Square Textiles PLC.

8.00 Amendments to the Policy

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

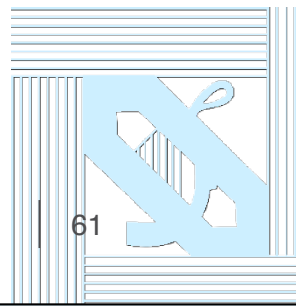
B. Evaluation of Performance

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

C. Activities of the NRC carried out during the reporting period

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

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











CONSOLIDATED



Financial Statement

Year Ended June, 2024

 Statement of Financial Position	- 70
 Statement of Profit or Loss and other Comprehensive Income	- 71
 Statement of Changes in Equity	- 72
 Statement of Cash Flows	- 73
 Basis of Preparation and Presentation	- 74
 Statement Compliance of IFRS	- 75
 Employees Benefit Scheme	- 77
 Financial Risk Management	- 78
 Related Party Transaction	- 89
 Property, Plant & Equipment	- 90



কে. এম হাসান এন্ড কোং
K. M. HASAN & CO.
Chartered Accountants
Hometown Apartment, 8 & 9th Floor
87 New Eskaton Road, Dhaka 1000, Bangladesh.



INDEPENDENT AUDITOR'S REPORT

To the shareholders of Square Textiles PLC.
& It's Subsidiary

REPORT ON THE AUDIT OF THE CONSOLIDATED & SEPARATE FINANCIAL STATEMENTS.

Opinion

We have audited the consolidated financial statements of **SQUARE TEXTILES PLC. and its subsidiary (the 'Group')** as well as the separate financial statements of **SQUARE TEXTILES PLC. (the 'Company')** which comprise the consolidated and separate statement of financial position as at 30 June 2024 and the consolidated and separate statement of profit or loss and other comprehensive income, consolidated and separate statement of changes in equity and consolidated and separate statement of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated and separate financial statements give true and fair view of the consolidated financial position of the Group and the separate financial position of the Company as at 30 June 2024, and of its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

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 consolidated and separate Financial Statements section of our report. We are independent of the Group and the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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



Key audit matter description	How the scope of our audit responded to the key audit matter.
Property, plant and Equipment	
<p>The carrying value of the PPE amounted to Taka 10,023,590,113 and Capital work in progress Taka 974,502,106 as at 30 June 2024. The valuation of Property, Plant and Equipment was identified as a key audit matter due to the significance of this balance to the financial statements.</p> <p>Expenditures are capitalized if they create new or enhance the existing assets, and expensed if they relate to repair or maintenance of the assets. Classification of the expenditures involves judgment. The useful lives of PPE items are based on management's estimates regarding the period during which the asset or its significant components will be used. The estimates are based on historical experience and market practice and take into consideration the physical condition of the assets.</p> <p>See note no. 3.0, 3.1, 3.2, 3.4, 4 & 5 for details.</p>	<p>Our audit included the following procedures:</p> <ul style="list-style-type: none"> • We assessed whether the accounting policies in relation to the capitalization of expenditures are in compliance with IFRS and found them to be consistent. • We obtained a listing of capital expenditures incurred during the year and, on a sample basis, checked whether the items were procured based on internal purchase order that had been properly approved by the responsible individuals. • We inspected a sample of invoices and L/C documents to determine whether the classification between capital and operating expenditure was appropriate. • We evaluated whether the useful lives determined and applied by the management were in line with historical experience and the market practice. • We checked whether the depreciation of PPE items was commenced timely, by comparing the date of the reclassification from capital in progress to ready for use, with the date of the act of completion of the work.
Revenue Recognition	
<p>The Group reported total revenue of Taka 20,905,825,094. Revenue is recognized when the amounts and the related costs are reliably measured and the performance obligation is complete through passing of control to the customers. Revenue from the sale of goods is recognized at the time when the goods are transferred to the buyer and control has passed.</p> <p>We identified revenue recognition as a key audit matter because revenue is one of the key performance indicators of the group and therefore there is an inherent risk of manipulation of the timing of recognition of revenue by management to meet specific targets or expectations.</p>	<p>We have tested the design and operating effectiveness of key controls focusing on the following:</p> <ul style="list-style-type: none"> • We assessed the appropriateness of revenue recognition accounting policy in line with IFRS 15 "Revenue from contracts with customers" • Tested the internal control over financial reporting. We also assessed the existence and accuracy of the sales recorded; • We performed analytical test to understand how the revenue has trended over the year among other parameters, we performed a detailed substantive testing on transactions

INDEPENDENT AUDITOR'S REPORT

To the shareholders of Square Textiles PLC.



কে. এম হাসান এন্ড কোং
K. M. HASAN & CO.
Chartered Accountants

Key audit matter description	How the scope of our audit responded to the key audit matter.
<p>We focused on the proper cut-off sale to the Group's customers. There is a risk of differences between the timing of invoicing of products and the dispatch of the products.</p> <p>See note no. 3.7 & 21 for details.</p>	<p>around the year end to ensure revenues were recognized in the correct accounting period. We also tested journal entries focusing on sales transactions;</p> <ul style="list-style-type: none"> • Verified VAT return with General Ledger. • We obtained supporting documents for sales, transactions recorded during the year; and • Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards.
Valuation of Receivables	
<p>The Group has a trade receivable of Taka 6,343,668,667 as at 30 June 2024.</p> <p>Trade receivable of the group comprise mainly receivables regarding the sale of yarns which is secured by Letter of Credit (L/C).</p> <p>See note no. 3.13 & 8 for details.</p>	<p>Our substantive procedures in relation to the assessing valuation of receivable comprises the following:</p> <ul style="list-style-type: none"> • Obtained a list of outstanding receivables; • Reconciliation of receivables ageing to general ledger; • Conducting cut-off testing at the year-end; • Reviewing subsequent receipt of receivables balance.
Valuation of Inventories	
<p>The amount of inventory is Taka 6,574,079,489 as at 30 June 2024 held in warehouses and across multiple product lines in factory.</p> <p>Inventories are carried at the lower of cost and net realizable value. As a result, management has applied judgement in determining the appropriate values for inventories.</p> <p>While excess holding of inventories could impact efficient use of working capital similarly lower level of inventories can result in stock outs or irregular supply to the market.</p> <p>See note no. 3.5 & 7 for details.</p>	<p>We obtained assurance over relevance and appropriateness of management's assumptions applied in calculating the value of the inventories by:</p> <ul style="list-style-type: none"> • Evaluating the design and implementation of key inventory controls operating across the factory and warehouse; • Reconciling the inventories with opening inventories, purchase, production and sales during the period and with closing inventories; • Testing, on a sample basis the stock expiry dates and the market price used in assessing the net realizable values of inventories of the related supporting documents. • 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.

INDEPENDENT AUDITOR'S REPORT

To the shareholders of Square Textiles PLC.



কে. এম হাসান এন্ড কোং
K. M. HASAN & CO.
 Chartered Accountants

Key audit matter description	How the scope of our audit responded to the key audit matter.
Measurement of deferred tax liability	
<p>The Group reported deferred tax liability is Taka 275,099,266 as at 30 June 2024.</p> <p>Deferred Tax is recognized on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.</p> <p>Significant judgment is required in relation to deferred tax liabilities as it is dependent on forecasts of future profitability over a number of years.</p> <p>See note no. 3.14 & 15 for details.</p>	<p>We carried out the following substantive testing for this item.</p> <ul style="list-style-type: none"> • We checked deferred tax expenses and liabilities in the financial statements and compare them with the Group's calculation and records; • We obtained an understanding, evaluated the design and tested the operational effectiveness of the Group's key controls over the recognition and measurement of deferred tax liabilities and the assumptions used in estimating the Group's future taxable income. • We involved tax specialists to assess key assumptions, controls, recognition and measurement of deferred tax liabilities. • We also assessed the appropriateness of presentation of disclosures against IAS-12 Income Tax.
Long Term Loan and Short Term Loan	
<p>As at 30 June 2024, the reported amount of total long term loan and short term loan is Taka 3,027,234,666 and Taka 10,885,908,176 respectively.</p> <p>We identified the long term loan and short term loan balances as a key audit matter because of the significance of these balances to group's and company's Financial Position.</p> <p>See note no. 3.13 & 16 for details.</p>	<p>We carried out the following substantive testing for this item.</p> <ul style="list-style-type: none"> • Obtaining an understanding of and assessing the design and operating effectiveness of controls designed to ensure that the proper use of loan; • We verified sanction letter, loan schedule and bank statements to confirm the loan outstanding and found that the balance had been reported in the financial statements accurately; • We also sent and obtain the outstanding balance confirmation to the respective bank; • We also checked the financial expenses and classification of loan and repayment schedule as well; and <p>We also checked the recording date of transactions and found the recording date is in line with the loan disbursement date. We also confirmed that the company had paid its installments within due time.</p>

INDEPENDENT AUDITOR'S REPORT

To the shareholders of Square Textiles PLC.



কে. এম হাসান এন্ড কোং
K. M. HASAN & CO.
Chartered Accountants

Key audit matter description	How the scope of our audit responded to the key audit matter.
Related Party Transaction	
<p>The Group has related party transaction and we focused on identification of related parties and disclosure of related party transaction in accordance with IAS-24: Related Party Disclosures.</p> <p>See note no. 3.17 & 34 for details.</p>	<p>We carried out the following substantive testing for this item.</p> <ul style="list-style-type: none">• Evaluated the design and tested the operating effectiveness of controls over identification and disclosure of related party transaction;• Evaluated the transactions among the related parties and tested material accounting balances;• Evaluated the board of Director's approval for related party transaction;• Sent balance confirmation to the related parties to confirm the accuracy and existence of receivables/payables balance; and• Evaluated the disclosures in the Separate and Consolidated Financial Statements in compliance with IAS-24 "Related Party Disclosures".

Other Matter

The financial statements of the Group as at and for the year ended 30 June 2023 were audited by **Ahmed Zaker & Co.** Chartered Accountants, who expressed an unmodified opinion on those statements on 22 October 2023.

The accounting year of the subsidiary company- **Square Texcom Limited** ends on the same date as of the Company. The Financial Statements of Square Texcom Limited was audited by **Chowdhury Bhattacharjee & Co.** Chartered Accountants, and expressed unmodified opinion on those statements on 08 October 2024.

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 auditors 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 the 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 the separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and the separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT

To the shareholders of Square Textiles PLC.



কে. এম হাসান এন্ড কোং
K. M. HASAN & CO.
Chartered Accountants

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

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

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

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

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate 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 International Standards on Auditing (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 consolidated and separate 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 the effectiveness of the Group's and 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in

INDEPENDENT AUDITOR'S REPORT

To the shareholders of Square Textiles PLC.



কে. এম হাসান এন্ড কোং
K. M. HASAN & CO.
Chartered Accountants

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 consolidated and separate 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 (amendment-2020) and the Securities and Exchange Rules-2020, we also report the following:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) In our opinion, proper books of account as required by law have been kept by the Group and the Company so far as it appeared from our examination of these books;
- c) The consolidated and the separate statements of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts and return; and
- d) The expenditure incurred was for the purposes of the Group's and the Company's business.

Place: Dhaka
Dated: 22 October 2024

Md. Farhad Husain Suman FCA
Senior Partner
K. M. HASAN & CO.
Chartered Accountants
Enrollment No.- 1635
DVC: 2410281635AS169565

SQUARE TEXTILES PLC.

AND IT'S SUBSIDIARY

Consolidated Statement of Financial Position As at June 30, 2024

Particulars	Notes	30 June 2024	30 June 2023
		Taka	Taka
ASSETS:			
Non-Current Assets			
		11,054,375,979	9,901,212,553
Property, Plant & Equipment- Carrying Value	04	10,023,590,113	6,455,411,632
Capital Work In Progress and In Transit	05	974,502,106	3,389,517,161
Goodwill	06	56,283,760	56,283,760
Current Assets			
		14,041,861,542	9,308,749,743
Inventories	07	6,574,079,489	4,384,063,319
Trade Receivables	08	6,343,668,667	3,807,809,993
Advances, Deposits & Prepayments	09	642,442,449	560,975,851
Cash & Cash Equivalents	10	481,670,937	555,900,580
TOTAL ASSETS		25,096,237,521	19,209,962,296
SHAREHOLDERS' EQUITY & LIABILITIES:			
Shareholders' Equity			
		10,221,148,570	9,651,143,995
Share Capital	11	1,972,520,000	1,972,520,000
Retained Earnings	12	8,248,628,570	7,678,623,995
Non controlling Interest	13	15,352,206	15,260,040
TOTAL SHAREHOLDERS' EQUITY		10,236,500,776	9,666,404,035
Non-Current Liabilities			
		3,302,333,932	321,935,141
Long Term Borrowings	14	3,027,234,666	40,000,000
Deferred Tax Liability	15	275,099,266	281,935,141
Current Liabilities & Provisions			
		11,557,402,813	9,221,623,120
Short Term Bank Loan (Secured)	16	10,885,908,176	8,588,192,412
Creditors & Other Payables	17	110,490,045	99,431,947
Liabilities for Others Finance	18	277,650,782	222,103,790
Unclaimed Dividend	19	10,374,894	8,294,240
Provision for Income Tax	20	272,978,916	303,600,731
TOTAL LIABILITIES		14,859,736,745	9,543,558,261
TOTAL SHAREHOLDERS' EQUITY & LIABILITIES		25,096,237,521	19,209,962,296
Net Asset Value Per Share	31	51.82	48.93

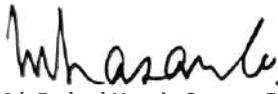
These financial statements should be read in conjunction with the annexed notes.


Tapan Chowdhury
Chairman


Samuel S Chowdhury
Managing Director


Sanjib Baran Roy
Company Secretary

Signed in terms of our separate
report of even date annexed


Md. Farhad Husain Suman, FCA,
Senior Partner, K.M. Hasan & CO.
Chartered Accountants
Enrollment No-1635
DVC: 2410281635AS169565

Date: October 22, 2024
Place: Dhaka

SQUARE TEXTILES PLC.

AND IT'S SUBSIDIARY

Consolidated Statement of Profit or Loss and Other Comprehensive Income For the Year Ended June 30, 2024

Particulars	Notes	2023-2024	2022-2023
		Taka	Taka
Sales Revenue	21	20,905,825,094	16,508,162,222
Cost of Goods Sold	22	(18,399,049,254)	(14,492,669,397)
Gross Profit		2,506,775,840	2,015,492,825
Administrative Overhead	23	(299,899,080)	(297,746,569)
Selling and Distribution Overhead	24	(35,591,310)	(30,593,087)
Profit from Operations		2,171,285,450	1,687,153,169
Finance Cost	25	(758,124,465)	(342,720,350)
Non-Operating Income	26	21,564,641	61,600,708
Profit Before W.P.P.F & W.F		1,434,725,626	1,406,033,527
Allocation for W.P.P.F & W.F	27	(68,320,268)	(66,953,977)
Profit Before Tax		1,366,405,358	1,339,079,550
Income Tax Expense (Current)	28	(211,388,492)	(232,317,017)
Deferred Tax (Expenses) / Income	29	6,835,875	38,598,297
Profit After Tax for The Period		1,161,852,741	1,145,360,830
Non-Controlling Interest		(92,166)	(85,272)
Net Income for the Period		1,161,760,575	1,145,275,558
Other Comprehensive Income		-	-
Total Comprehensive Income		1,161,760,575	1,145,275,558
Earnings Per Share (EPS)	30	5.89	5.81

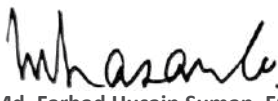
These Financial Statements should be read in conjunction with the Annexed Notes.


Tapan Chowdhury
Chairman


Samuel S Chowdhury
Managing Director


Sanjib Baran Roy
Company Secretary

Signed in terms of our separate
report of even date annexed


Md. Farhad Husain Suman, FCA,
Senior Partner, K.M. Hasan & CO.
Chartered Accountants
Enrollment No-1635
DVC: 2410281635AS169565

Date: October 22, 2024
Place: Dhaka

SQUARE TEXTILES PLC.

AND IT'S SUBSIDIARY

Consolidated Statement of Changes in Equity For the Year Ended June 30, 2024

Particulars	Amount in Taka		
	Share Capital	Retained Earnings	Total
Balance as at June 30, 2023	1,972,520,000	7,678,623,995	9,651,143,995
Net Profit For the Year Ended June 30, 2024	-	1,161,760,575	1,161,760,575
Cash Dividend for 2022-23	-	(591,756,000)	(591,756,000)
Balance As at June 30, 2024	1,972,520,000	8,248,628,570	10,221,148,570

Consolidated Statement of Changes in Equity For the Year Ended June 30, 2023

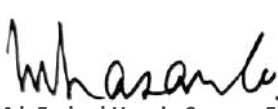
Particulars	Amount in Taka		
	Share Capital	Retained Earnings	Total
Balance as at June 30, 2022	1,972,520,000	7,223,730,437	9,196,250,437
Net Profit For the Year Ended June 30, 2023	-	1,145,275,558	1,145,275,558
Cash Dividend for 2021-22	-	(690,382,000)	(690,382,000)
Balance As at June 30, 2023	1,972,520,000	7,678,623,995	9,651,143,995

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


Tapan Chowdhury
Chairman


Samuel S Chowdhury
Managing Director


Sanjib Baran Roy
Company Secretary


Md. Farhad Husain Suman, FCA,
Senior Partner, K.M. Hasan & CO.
Chartered Accountants
Enrollment No-1635
DVC: 2410281635AS169565

Date: October 22, 2024
Place: Dhaka

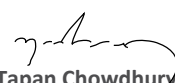
SQUARE TEXTILES PLC.

AND IT'S SUBSIDIARY

Consolidated Statement of Cash flows For the Year Ended June 30, 2024

Particulars	Notes	2023-2024	2022-2023
		Taka	Taka
Cash Flows from Operating Activities:			
Receipts from Sales Revenue		18,369,966,420	17,293,867,845
Exchange Fluctuation Gain (Realization from Transaction)		277,531,062	227,606,107
Receipts/ (Payment) from Other Income/ Expenses		2,731,945	12,594,204
Total Receipts		18,650,229,427	17,534,068,156
Payment to Suppliers and Other Services		(15,830,161,181)	(12,604,235,634)
Paid for Operating & Non-operating Expenses		(4,350,979,573)	(3,657,774,322)
Interest Expenses Paid		(703,084,150)	(225,234,378)
Income Tax Paid		(249,598,672)	(299,600,741)
Total Payments		(21,133,823,576)	(16,786,845,075)
Net Cash Generated / (Used in) from Operating Activities		(2,483,594,149)	747,223,081
Cash Flows from Investing Activities:			
Purchase of Property, Plant & Equipment		(2,027,212,211)	(2,464,802,471)
Sales of Property, Plant & Equipment		5,950,000	4,470,012
Net Cash Generated / (Used in) from Investing Activities		(2,021,262,211)	(2,460,332,459)
Cash Flows from Financing Activities:			
Long Term Loan Received/ (Repaid)		3,748,741,338	(430,000,000)
Short Term Bank Loan Received/ (Repaid)		1,536,209,092	2,928,219,384
Payment of Dividend		(589,675,346)	(690,739,510)
Net Cash Generated / (Used in) from Financing Activities		4,695,275,084	1,807,479,874
Increase/ (Decrease) in Cash & Cash Equivalents		190,418,724	94,370,496
Net effect of foreign currency translation		(264,648,367)	(179,446,077)
Opening Cash & Cash Equivalents		555,900,580	640,976,161
Closing Cash & Cash Equivalents		481,670,937	555,900,580
Net Operating Cash Flows Per Share	32	(12.59)	3.79

These financial statements should be read in conjunction with the annexed notes.


Tapan Chowdhury
Chairman


Samuel S Chowdhury
Managing Director


Sanjib Baran Roy
Company Secretary

Date: October 22, 2024
Place: Dhaka

SQUARE TEXTILES PLC.

AND IT'S SUBSIDIARY

Notes to the Consolidated Financial Statements As at and for the year ended 30 June 2024

1. Establishment and Operations:

1.1 Legal Form of the Enterprises:

Square Textiles PLC. (Here in after said as the company) is a public limited company and its subsidiary, Square Texcom Limited incorporated with the Registrar of Joint Stock Companies and Firms, Dhaka, Bangladesh under Companies Act, 1913 and Companies Act, 1994 respectively. The Square Textiles PLC. is listed with the Dhaka Stock Exchange PLC. and Chittagong Stock Exchange PLC. in 2002.

1.2 Address of Registered office and factory of the company:

a) Registered Office: Square Centre 48, Mohakhali C/A, Dhaka -1212,

b) Factory Office:

i. Saradaganj, Kashimpur, Gazipur

ii. Olipur, Habiganj, Sylhet.

c) Factory Office of Square Texcom Limited: Kathali, valuka, Mymensingh.

1.3 Nature of Business:

The group owns Six (6) units of spinning mills, and a twisting mill. It's activities and operations are related with manufacturing and marketing of Yarns.

2. Summary of significant accounting policies and other material information:

2.1 Statement of Compliance:

The consolidated financial statements have been prepared in conformity with the provisions of the Companies Act, 1994, The Securities and Exchanges Rules 1987, International Financial Reporting Standard (IFRSs) and other relevant rules and regulations.

2.2 Basis of Consolidation:

These consolidated financial statements comprise the consolidated financial position and the consolidated results of operation of the Company and its subsidiaries (collectively referred as 'Group') on a line by line and non-controlling interest are shown separately as a line item of the statement of financial position and statement of comprehensive income.

Subsidiaries:

Subsidiaries are enterprise controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies so as to obtain benefits from its activities. In assessing control, potential voting rights that are presently exercisable are taken into account. The results of operations and total assets and liabilities of subsidiaries are included in the consolidated financial statements on a line by-line basis and the interest of non-controlling shareholders, if any, in results and net assets of subsidiaries are stated separately. The financial statements of subsidiaries are included in consolidated financial statement of the Group from the dated control commence until the date control ceases. Any gain or loss, increase/decrease in non-controlling in subsidiaries without a change control, is recognized as a component of equity.

Transactions Eliminated on Consolidation:

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

2.3 Basis of Preparation:

The consolidated financial statements have been prepared in accordance with the going concern principle and historical cost convention. The significant accounting policies are set out next page.

2.4 Statement on Compliance of International Financial Reporting Standards:

The following IASs and IFRSs are applicable for the financial statements for the year under review:

S/N	Name of the IAS	IAS No.	Status
1	Presentation of Financial Statements	1	Applied
2	Inventories	2	Applied
3	Statement of Cash Flows	7	Applied
4	Accounting Policies, Changes in Accounting Estimates and Errors	8	Applied
5	Events after the reporting period	10	Applied
6	Construction Contracts	11	Replaced by IFRS 15
7	Income Taxes	12	Applied
8	Property, Plant and Equipment	16	Applied
9	Leases	17	Replaced by IFRS 16
10	Revenue	18	Replaced by IFRS 15
11	Employee Benefits	19	Applied
12	Accounting for Government Grants and Disclosure of Government Assistance	20	Not Applicable
13	The Effects of Changes in Foreign Exchange Rates	21	Applied
14	Borrowing Costs	23	Applied
15	Related Party Disclosures	24	Applied
16	Accounting and Reporting by Retirement Benefit Plans	26	Not Applicable
17	Separate Financial Statements	27	Applied
18	Investment In Associates and Joint Ventures	28	Not Applicable
19	Financial Reporting in Hyperinflationary Economics	29	Not Applicable
20	Financial Instruments: Presentation	32	Applied
21	Earnings per share	33	Applied
22	Interim Financial Reporting	34	Applied
23	Impairment of Assets	36	Applied
24	Provisions, Contingent Liabilities and Contingent Assets	37	Applied
25	Intangible Assets	38	Applied
26	Financial Instruments: Recognition and Measurement	39	Replaced by IFRS 9
27	Investment Property	40	Not Applicable
28	Agriculture	41	Not Applicable

S/N	Name of the IFRS	IFRS No.	Status
1	First time adoption of International Financial Reporting Standards	1	Not Applicable
2	Shares based Payment	2	Not Applicable
3	Business Combinations	3	Not Applicable
4	Insurance Contract	4	Not Applicable
5	Non-current Assets Held for Sale and Discontinued Operations	5	Not Applicable
6	Exploration for and Evaluation of Mineral Resources	6	Not Applicable
7	Financial Instruments: Disclosure	7	Applied
8	Operating Segments	8	Not Applicable
9	Financial Instrument	9	Applied
10	Consolidated Financial Statements	10	Applied
11	Joint Arrangement	11	Not Applicable
12	Disclosure of Interest in other entities	12	Applied
13	Fair Value Measurement	13	Applied
14	Regulatory deferral accounts	14	Not Applicable
15	Revenue from Contracts with Customers	15	Applied
16	Leases	16	Applied

2.5 Going Concern:

As per IAS-1 the group is required to make assessment at the end of each year to assess its capability to continue as going concern. The management of the group makes such assessment each year. The group has adequate resources to continue in operation for the foreseeable future and has wide coverage of its liabilities. For this reason, the Directors continue to adopt the going concern assumption while the financial statements have been prepared.

2.6 Accrual Basis:

The consolidated financial statements have been prepared, except cash flow information using the accrual basis of accounting.

2.7 Functional and Presentation Currency

These consolidated financial statements are presented in Bangladesh Taka (BDT or Tk.) which is the group functional currency.

2.8 Structure Contents and Presentation of Financial Statements:

The presentation of the financial statements is in accordance with the guidelines provided by IAS-1.

“Presentation of Financial Statements”. A complete set of financial statements comprise:

- i) Consolidated Statement of Financial Position as at 30 June 2024;
- ii) Consolidated Statement of Profit or Loss and other Comprehensive Income for the year ended 30 June 2024;
- iii) Consolidated Statement of Changes in Equity for the year ended 30 June 2024;
- iv) Consolidated Statement of Cash Flows for the year ended 30 June 2024 and
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the Consolidated Financial Statements for the year ended 30 June 2024.

2.9 Use of Estimates and Judgments:

The preparation of financial statements in conformity with IFRSs requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Estimates and assumptions are reviewed on an ongoing basis.

The estimates and underlying assumptions are based on past experience and various other factors that are believed to be reasonable under the circumstances, the result of which form the basis of making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

In particular, significant areas of estimation uncertainty and critical judgments in applying accounting policies that has the most significant effect on the amount recognized in the financial statements are income tax provision (both current and deferred tax), depreciation and gratuity provision.

2.10 Statement of Cash Flows:

Statement of cash flows has been prepared as per IAS 7: Statement of Cash Flows using Direct Method as per the requirement of Securities and Exchange Rules 2020.

3.0 Property, Plant and Equipment:

As per IAS-16, Property, Plant and Equipment are stated at their historical cost less accumulated depreciation. No depreciation has been charged on the Freehold Land and on the Capital work in progress. Depreciation is charged on all other assets on straight-line method. Depreciation of an asset begins when it is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with IFRS 5 and the date that the assets are derecognized.

Depreciation is computed on the straight-line basis over the estimated useful lives as follows:

Particulars	Useful Life (Years)
Factory Building and other Construction	20
Plant & Machinery	10-15
Laboratory & other Equipment	5-8
Furniture & Fixture	5-8
Motor Vehicles	5
Electrical Installation	5-8

3.1 Subsequent Costs:

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

3.2 Disposal of Fixed Assets:

On disposal of fixed assets, the cost and accumulated depreciation are eliminated and gain or loss on such disposal is reflected in the statement of profit or loss, which is determined with reference to the net book value of the assets and net sales proceeds.

3.3 Impairment of Asset:

The carrying values of all non-current assets are reviewed for impairment, either on a stand-alone basis or as part of a larger cash generating unit, when there is an indication that the assets might be impaired. Additionally, Goodwill, Intangible Assets with indefinite useful lives and Intangible Assets which are not yet available for use are tested for impairment annually. Any provision for impairment is charged to the profit or loss statement in the year concerned.

3.4 Capital Work in Progress:

Capital work in progress consists of cost incurred for acquisition of new plant and machinery, civil structure, factory shed for warehouse etc. which were not ready for use till reporting date.

3.5 Inventories:

As per IAS-2, Inventories comprises of Raw Materials, Raw Materials in transit, Packing Materials, Work in Progress, Finished Goods, and Spare Parts & Spare Parts in transit. Inventories are valued at the lower of cost and net realizable value. Cost comprises invoice value plus applicable handling charges. Net realizable value is based on estimated selling price less estimated cost to completion and selling expenses.

3.6 Employees' Benefit Scheme:

Provident Fund:

The group has established an approved contributory provident fund scheme. A board of trustees wholly administers the fund. No part of the fund is included in the asset of the group.

Gratuity Fund:

Square Textiles Limited establish funded (defined contribution) Gratuity plan and it is approved by NBR.

Group Insurance:

The group has two group insurance schemes for its permanent employees, premium for which is being charged to statement of comprehensive Income.

Worker's Profit & Participation Fund:

The group makes a regular allocation of 5% on net profit before tax to these funds and payment is made to the worker's as per provision of Labor Law 2006 chapter-15 (amended-2018).

3.7 Revenue Recognition:

As per IFRS-15, Revenue is recognized as control is passed, either over time or at a point in time An entity recognizes revenue over time if one of the following criteria is met: the customer simultaneously receives and consumes all of the benefits provided by the entity as the entity performs; the entity's performance

creates or enhances an asset that the customer controls as the asset is created; or the entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date.

Income refers to increases in economic benefits during the accounting period in the form of inflows or enhancements of assets or decreases of liabilities that result in an increase in equity, other than those relating to contributions from equity participants.

3.8 Other Income:

It is recognized on accrual basis.

3.9 Foreign Currency Transactions:

As per IAS-21 Transactions in Foreign Currencies are translated into BDT at the rate of exchange ruling on date of transaction. Monetary assets and liabilities expressed in foreign currencies are translated into BDT at the rate of exchange ruling at the date of Statement of Financial position.

3.10 Borrowing Costs:

As per IAS-23 Borrowing costs are recognized as expenses in the period in which they incurred and capitalized the same that incurred before commencement of commercial operation.

3.11 Advances, Deposits and Prepayments:

Advances are initially measured at cost. After initial recognition, advances are carried at cost less deductions, adjustments or charges to other account heads such as property, plant and equipment, inventory or expenses. Deposits are measured at payment value.

3.12 Due to/ Due from Sister Concerns:

These represent balance amounts due to/ from sister concerns which are derived from short term loan.

3.13 Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Receivables:

Trade Receivables are stated at their nominal value and considered good. No provision has been made for doubtful debt and no amount was written off as bad.

Payables:

Trade Payables are stated at their nominal value.

Cash and Cash Equivalents:

Cash and cash equivalents comprises cash in hand, bank current accounts, other bank deposits free of encumbrance and having maturity dates of three months or less from respective dates of deposit.

Borrowings:

Interest bearing bank loans and overdrafts are recorded at the proceeds received net of direct issue costs. Finance charges are accounted for on an accrual basis.

Financial Risk Management:

The group has exposures to the following risks its use of financial statements:

- Credit risk
- Liquidity risk
- Market risk

The Board of Directors has overall responsibility for the establishment and oversight of the group risk management framework. The Board oversees how management monitors compliance with risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to risks faced by the group. The Board is assisted in its oversight role by Audit Committee.

Internal audit, under the purview of Audit Committee, undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

Credit Risk:

Credit risk is the risk of financial loss to the group if a buyer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the group receivable from customers and investment securities. The group sales are made to renowned RMG Exporting Company. Sales made to the entity are fully secured by Letters of Credit issued by local scheduled banks.

Liquidity Risk:

Liquidity risk is the risk that the group will unable to meet its financial obligations as they fall due. The group approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group reputation. In general, management ensures that it has sufficient cash and cash equivalent to meet expected operational expenses, including the servicing of financial obligation through preparation of the cash forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date. Moreover, the group seeks to maintain short term lines of credit with scheduled commercial banks to ensure payment of obligations in the event that there is insufficient cash to make the required payment.

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

Seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. The Board also monitors dividend trend to ordinary shareholders.

Market Risk:

Market Risk is the risk that changes in market prices such as foreign exchange rates and interest rates will affect the group income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Capital Risk Management:

The group objectives when managing capital are to safeguard the group ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. The Board also monitors dividend trend to ordinary shareholders.

Money Laundering:

The group considers prevention of money laundering risk not only as a compliance requirement imposed by the law of the country but also as one of its ethical business values.

3.14 Taxation:

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of profit or loss and other Comprehensive Income because it excludes items of income or expenses that are taxable or deductible in other years and it further excludes items that are never taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group liability for current tax is calculated using tax rates that have been enacted on date of Statement of Financial Position.

Deferred Tax:

Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted by the date of Statement of Financial Position.

3.15 Lease:

As per IFRS- 16, the entity has no lease. So, there will be no implication regarding IFRS 16 in this financial year.

3.16 Contingent Liabilities and Assets:

Current or possible obligations or assets arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain events which are not within the control of the group.

3.17 Related Party Transaction:

The group has some related party transactions in arm length transactions.

3.18 Segment Reporting:

As per IFRS-8, as there is a single business and geographic segment within which the group operates as such no segment reporting is felt necessary.

3.19 Earnings Per Share:

As per IAS-33, Basis Earning per Share (EPS) has been computed dividing the earnings attributable to the weighted average number of the ordinary shares during the year.

3.20 Comparative Figure:

The comparative figure has been regrouped, reclassified or modified from previously published interim and annual Financial Statements to facilitate any necessary presentational changes to conform to the current year's presentation.

Comparative information has been disclosed in respect of the previous year for all numerical information in the current financial statement. Narrative and descriptive information for comparative information have also been disclosed whenever it is relevant for understanding of current year's financial statements.

3.21 Financial Year:

For this year financial year means, 01 July 2023 to 30 June 2024.

3.22 Events after the Reporting Period:

As per IAS-10 "Events after the Reporting Period" are those events favorable and unfavorable, that occur between the end of the reporting period and the date when the financial statements are authorized for issue.

3.23 Consolidated Financial Statements:

Consolidated Financial Statements comprise the following:

1. Square Textiles PLC.
2. Square Texcom Limited

3.24 General:

Figures have been rounded off to the nearest taka, as it the reporting currency of these financials.

Particulars	June 30, 2024	June 30, 2023
	Taka	Taka
4. Consolidated Property, Plant & Equipment:		
Details of Property, Plant & Equipment and Depreciation as at June 30, 2024 are shown in the annexed schedule-01. Depreciation for the year charged to Factory Overhead (Note-22.3). The break-up of the balances are depicted below:		
A. Fixed Assets at Cost		
Opening Balance	13,434,094,874	13,155,210,134
Addition during the Year	4,442,227,266	431,155,280
Adjustment for Sale/ Obsolete during the Year	(54,060,787)	(152,270,540)
Closing Balance(Cost)	17,822,261,353	13,434,094,874
B. Accumulated Depreciation		
Opening Balance	6,978,683,242	6,446,166,707
Charged during the Year	874,048,785	681,163,538
Adjustment for Sale/Obsolete during the Year	(54,060,787)	(148,647,003)
	7,798,671,240	6,978,683,242
Carrying Value (A-B)	Tk. 10,023,590,113	6,455,411,632
5. Consolidated Capital Work In Progress and In Transit:		
Opening Balance	3,389,517,161	1,355,869,970
Addition during the Year	1,842,398,604	2,413,043,536
Transfer to Property, Plant & Equipment during the Year	(4,257,413,659)	(379,396,345)
Closing Balance (Cost)	Tk. 974,502,106	3,389,517,161
6. Consolidated Goodwill:		
Investment in Square Texcom Ltd. (For 4,330,502 shares of Square Texcom Ltd.)	489,333,960	489,333,960
Less: Face Value of the Shares	433,050,200	433,050,200
	Tk. 56,283,760	56,283,760
7. Consolidated Inventories:		
Stocks of Materials	6,263,123,993	4,153,849,361
Raw Materials	5,595,798,705	3,450,692,005
Raw Materials In Transit	144,714,261	259,344,576
Packing Materials	26,295,509	28,680,944
Work - in - process	276,345,302	221,144,610
Finished Goods	219,970,216	193,987,226
Stocks of Spares	310,955,496	230,213,958
Spares at Store	303,584,838	226,106,447
Spares in Transit	7,370,658	4,107,511
	Tk. 6,574,079,489	4,384,063,319
The basis of valuation is stated in Note -3.5. Carrying amount of inventories pledged as security. No segmentation of stock is required because of homogenous materials and process.		
8. Consolidated Trade Receivables:		
This represents invoice value of goods delivered to customer. This is considered good and collectible.		
Aging of the above balance is as follows:		
Below 60 days	2,991,291,632	1,655,834,475
Within 61-120 days	2,343,643,767	1,471,366,342
Above 120 days	1,008,733,268	680,609,176
	Tk. 6,343,668,667	3,807,809,993

- a) There was no amount due from the Directors (Including Managing Director), Managing Agent, Manager and other Officers of the Company and any of them severally or jointly with any other person.
- b) The carrying amount of Trade Receivable pledged as security
- c) Accounts Receivable is secured, considered as good and is falling due within one year. Classification schedule as required by Schedule XI of Companies Act 1994.

Notes
Consolidated

Particulars	June 30, 2024	June 30, 2023
	Taka	Taka
9. Consolidated Advances, Deposits & Prepayments:		
Advance	437,814,315	413,538,870
Advance Income Tax (Note-9.1)	210,548,304	202,959,939
Salary & PF Current account	10,552,000	9,982,000
Other Expenses	136,199,970	122,803,629
Suppliers & Contractor	80,514,041	77,793,302
Deposits	204,628,134	147,436,981
Security Deposit	190,723,041	133,855,015
Margin on Bank Guarantee	13,905,093	13,581,966
Tk.	642,442,449	560,975,851
9.1 Advance Income Tax		
Opening Balance	202,959,939	203,590,488
Addition during the Year	249,598,672	299,600,741
	452,558,611	503,191,229
Adjustment during the year	(242,010,307)	(300,231,290)
Closing Balance	210,548,304	202,959,939
a) There was no amount due from the Directors (including Managing Director), Managing Agent, Manager and other Officers of the group and any of them severally or jointly with any other person.		
b) There was no amount was due by the associated undertaking.		
c) The advances & deposits considered good & recoverable.		
10. Consolidated Cash & Cash Equivalents:		
a) Cash in hand	4,805,807	8,749,388
b) Cash at Bank:	476,865,130	547,151,192
Standard Chartered Bank	207,826,319	302,922,147
HSBC Bank	116,619,570	103,730,472
Prime Bank PLC.	95,587,354	76,073,675
City Bank PLC.	34,138,677	42,292,072
Commercial Bank of Ceylon	44,809	77,976
Bank Alfalah	388,792	389,517
Janata Bank PLC.	7,401,131	13,950,439
Mutual Trust Bank PLC.	6,708,178	5,033,241
Dutch Bangla Bank PLC.	882,113	648,630
Pubali Bank PLC.	7,268,187	2,033,023
Tk.	481,670,937	555,900,580
Foreign currency account balances have been converted to Taka at the ruling rate at the reporting date.		
11. Share Capital:		
Authorized:	3,000,000,000	3,000,000,000
300,000,000 Ordinary Shares of Tk. 10.00 each		
Issued, Subscribed and Paid up:	1,972,520,000	1,972,520,000
(197,252,000 Ordinary Shares of Tk. 10.00 each fully Paid up)		

Details of Share Capital are shown in the Annexed Schedule-2

Particulars	June 30, 2024	June 30, 2023
	Taka	Taka
12. Retained Earnings:		
Opening Balance	7,678,623,995	7,223,730,437
Add: Profit for the Year	1,161,760,575	1,145,275,558
Less: Cash Dividend paid during the Year	(591,756,000)	(690,382,000)
	Tk. 8,248,628,570	7,678,623,995
13. Non Controlling Interest:		
5,000 shares of Tk 100 at par of Square Texcom Ltd.	500,000	500,000
Shares of Accumulated Profit	14,852,206	14,760,040
	Tk. 15,352,206	15,260,040
a) This represents the minority share holdings in Square Texcom Ltd. as on June 30, 2024.		
b) Voting power is not different with proportion of ownership interest. The company is using equity method of accounting in preparation of consolidated financial statements.		
14. Consolidated Long Term Borrowings (Secured):		
Standard Chartered Bank	1,927,380,952	220,000,000
City Bank PLC.	1,000,000,000	-
Dutch Bangla Bank PLC.	921,191,007	-
Infrastructure Development Company (IDCOL)	120,169,379	-
Less: Current Portion of Long Term Borrowings	(941,506,672)	(180,000,000)
	Tk. 3,027,234,666	40,000,000
These long term Loans are secured against hypothetical of stock, Trade Receivables and Plant & machineries.		
15. Consolidated Deferred Tax Liability:		
Opening Balance	281,935,141	320,533,438
Deferred tax Expenses/ (Income)	(6,835,875)	(38,598,297)
Closing Balance	Tk. 275,099,266	281,935,141
This represents tax liability payable in future due to accumulated taxable temporary differences (Above deferred tax balance create only from difference between accounting basis depreciation and tax basis depreciation on fixed assets).we don't have any other assets or liabilities except fixed assets for provision of Deferred Tax liabilities to present in details form for unused tax losses and unused tax credits.		
a) Deferred Tax Liability is arrived at as follows:		
Carrying Value of Depreciable Fixed Assets	9,301,490,844	5,734,527,461
Less: Tax Base Carrying Value	(7,467,495,733)	(3,854,959,853)
Taxable Temporary Difference	1,833,995,111	1,879,567,608
Tax Rate	15.00%	15.00%
Closing Deferred Tax Liability	275,099,266	281,935,141
Less: Opening Deferred Tax Liability	(281,935,141)	(320,533,438)
Deferred Tax (Income) / Expense	(6,835,875)	(38,598,297)
16. Consolidated Short Term Bank Loan (Secured):		
Revolving Loan	1,095,000,000	1,400,000,000
EDF & UPAS	8,849,401,504	7,008,192,412
Current Portion of Long Term Borrowings	941,506,672	180,000,000
	Tk. 10,885,908,176	8,588,192,412
These short term loans are secured against hypothecation of Stock and Trade Receivables.		

Particulars	June 30, 2024	June 30, 2023
	Taka	Taka
17. Consolidated Creditors & Other Payables:		
Provision for Audit Fees	862,500	747,500
Provision for Utility Bill	94,560,398	89,100,669
Provision for Salary & Allowances	5,220,699	124,563
Others	9,846,448	9,459,215
Tk.	110,490,045	99,431,947
This represents amount payable to regular suppliers of packing materials, utilities, and other services rendered to the company. All suppliers were paid on a regular basis.		
18. Consolidated Liabilities for Others Finance:		
This is made up of the followings:		
PF, WPPF & Other Fund	68,492,730	67,986,053
Provision for Gratuity (Note: 18.01)	-	-
Others	209,158,052	154,117,737
Tk.	277,650,782	222,103,790
18.01. Provision for Gratuity:		
Opening Balance	-	-
Provision made for the period	27,792,171	16,526,810
Payment made during the period	(27,792,171)	(16,526,810)
Closing Balance	-	-
19. Unclaimed Dividend:		
Opening Balance	8,294,240	8,651,750
Addition during The Year	591,756,000	690,382,000
Paid during The Year	(589,675,346)	(690,739,510)
Closing Balance	10,374,894	8,294,240
20. Consolidated Provision for Income Tax:		
Opening Balance	303,600,731	371,515,004
Adjustment with Advance Tax during the year	(242,010,307)	(300,231,290)
Current Year Provision (Note: 20.01)	211,388,492	232,317,017
Closing Balance	272,978,916	303,600,731
20.1 Provision made for the period		
Higher Amount of Tax Under Company-wise Calculation (Please See the Individual Company-wise Notes):		
A) For SQUARE Textiles PLC.	194,888,576	224,950,087
B) For SQUARE Texcom Ltd.	19,168,959	19,815,443
Total Tax Expenses	214,057,535	244,765,530
Adjustment of Short/ (Excess) provision for Prior period	(2,669,043)	(12,448,513)
Income Tax Provision for the period	211,388,492	232,317,017
Calculation of Effective Tax Rate:		
Current Income Tax Expenses	211,388,492	232,317,017
Deferred Tax Expenses/ (Income)	(6,835,875)	(38,598,297)
Total Tax Expenses	204,552,617	193,718,720
Effective Tax Rate (Total Tax Expenses /Profit Before Tax)	14.97%	14.47%

Particulars	2023-2024	2022-2023
	Taka	Taka
21. Consolidated Sales Revenue:		
Sales Comprises the following:		
In Quantity (KG)		
Opening Stock	727,849	572,604
Production during the Year	57,940,733	47,113,174
Available for Sale	58,668,582	47,685,778
Closing Stock	(676,759)	(727,849)
Sales during the year	57,991,823	46,957,929
(To be accounted for as follows)		
Sales Accounted as follows:		
In Quantity (KG)		
Export Sale of Yarns	57,991,823	46,957,929
	57,991,823	46,957,929
In Taka		
Export Sale of Yarns	20,905,825,094	16,508,162,222
	Tk. 20,905,825,094	16,508,162,222
During the period sales increased by BDT 439.77 (26.64%) crore due to increase of yarn production from extension project at Habiganj and some BMRE as well as increased of yarn price.		
22. Consolidated Cost of Goods Sold:		
This is arrived as follows:		
Raw Materials Consumed (Note-22.1)	13,595,864,832	10,677,284,158
Packing Materials Consumed (Note-22.2)	217,263,495	167,873,693
Factory Overhead (Note- 22.3)	4,667,104,609	3,767,898,469
Cost of Goods Manufacturing	18,480,232,936	14,613,056,320
Work-In-Process (Opening)	221,144,610	142,626,650
Work-In-Process (Closing)	(276,345,302)	(221,144,610)
Cost of Production	18,425,032,244	14,534,538,360
Finished Goods (Opening)	193,987,226	152,118,263
Finished Goods (Closing)	(219,970,216)	(193,987,226)
Cost of Goods Sold	Tk. 18,399,049,254	14,492,669,397
22.1. Consolidated Raw Materials Consumed:		
This is arrived as follows:		
In Quantity(KG)		
Opening Stock	14,173,166	12,818,006
Purchase during the year	70,773,474	50,848,568
Raw Materials Available for Consumption	84,946,640	63,666,574
Closing Stock	(23,864,234)	(14,173,166)
Raw Materials Consumed	61,082,406	49,493,408
In Taka		
Opening Stock	3,450,692,005	1,891,092,606
Purchase during the year	15,740,971,532	12,236,883,557
Raw Materials Available for Consumption	19,191,663,537	14,127,976,163
Closing Stock	(5,595,798,705)	(3,450,692,005)
Raw Materials Consumed	13,595,864,832	10,677,284,158
Consumption Ratio on Purchase	86.37%	87.25%

Notes
Consolidated

Particulars	2023-2024	2022-2023
	Taka	Taka
22.2. Consolidated Packing Materials Consumed:		
Opening Stock	28,680,944	25,642,217
Purchase during the year	214,878,060	170,912,420
Available for production	243,559,004	196,554,637
Closing Stock	(26,295,509)	(28,680,944)
Packing Materials Consumed	217,263,495	167,873,693
Consumption Ratio on Purchase	101.11%	98.22%
22.3. Consolidated Factory Overhead:		
Factory Wages, Salary & Allowances	1,234,374,417	1,060,627,971
Travelling & Conveyance	571,215	301,410
Overseas Travelling	1,572,022	1,521,412
Recruitment & Training Expenses	194,282	135,637
Printing Expenses	772,540	510,872
Stationery Expenses	2,164,961	1,949,599
Software & Hardware Support Expenses	3,990,736	3,975,283
Production Workers' Free Lunch	6,478,920	5,945,949
Uniform & Liveries	526,535	462,568
Fuel, Petrol, Light, Diesel etc.	326,664,071	381,696,297
Electricity, Gas & Water	1,668,906,855	1,156,176,589
Factory Consumable Expense	76,400,704	65,579,255
Medical Expenses	2,456,092	2,015,003
Repairs & Maintenance of Vehicles	26,358,592	28,789,792
Papers, Books and Periodicals	16,020	19,654
Industrial All Risk Insurance Premium	33,809,467	32,599,036
Postage, Telephone, Fax & Telex	580,957	501,187
Govt. Tax, VAT & License Fees	4,880,343	8,104,251
Security Services	41,263,992	31,939,469
Spare Parts - Machinery	368,049,252	311,403,860
Group Insurance	1,765,643	1,535,365
Depreciation (Schedule-1)	865,306,993	672,108,010
Total	Tk. 4,667,104,609	3,767,898,469
a) Factory Wages, Salary & Allowances increased significantly (Tk 17.37 crore or 16.38%) due increase of Wages Scale of Textiles sector under Labour Law as well as increased of manpower capacity in extension project at Habiganj.		
b) Fuel, Gas and Electricity cost increased significantly (Tk 45.77 crore or 29.76%) due to price hike of Diesel, Electricity and GAS as well as increased of energy consumption in extension project at Habiganj.		
23. Consolidated Administrative Overhead:		
Salary and Allowances	133,950,191	141,644,407
Directors' Remuneration	63,592,500	63,592,500
Independent Directors' Honorarium	300,000	450,000
Travelling & Conveyance	1,000,358	929,890
Overseas Travelling	14,088,306	17,956,201
Recruitment & Training Expenses	297,304	252,776
Head Office Employees' Free Lunch	3,435,456	3,068,230
Uniform & Liveries	92,300	87,270
Printing Expenses	300,415	230,346
Stationery Expenses	528,841	511,604
Software & Hardware Support Expenses	3,794,250	3,442,321
Postage, Telephone, Fax & Telex	407,142	374,010
Electricity, Gas & Water	3,272,847	2,800,285
Office Consumable Expense	1,523,166	1,584,021
Rental Expenses	19,311,573	14,280,714

Particulars	2023-2024	2022-2023
	Taka	Taka
Vehicles Running & Maintenance	10,397,843	10,707,779
Medical Expenses	847,939	561,203
Group Insurance	535,964	483,529
Bank Charges & Commission	6,083,119	11,911,308
Fees & Subscription	16,149,445	11,030,842
Security Service	3,895,476	440,679
Govt. Tax, Stamp Duty & Licence Fees	5,060,051	334,243
Annual General Meeting Expenses	1,079,552	1,016,383
Audit Fees	1,213,250	1,000,500
Depreciation (Schedule-1)	8,741,792	9,055,528
Total	Tk. 299,899,080	297,746,569

a) Audit Fees represent auditors' remuneration for audit of the Company's Financial Statements for the Year ended.

b) The Rental Expenses incurred to use two floor spaces for office with two "one-year cancellable" (both parties three months notice period) contracts. The Contracts don't offer any buying option or any assurance of post use minimum market price for the used floors. Considering exemptions allowed in IFRS-16 (Shorter contract tenor and small amount of rental expenses) the rental agreements not considered as finance lease.

c) Directors' Remuneration is not included the Member Director of "Audit Committee" and "Nomination & Remuneration Committee"

24. Consolidated Selling & Distribution Overhead:

This is arrived as follows:

Export Sale Expenses	27,552,227	22,398,621
Loading & Unloading	8,039,083	8,194,466
Total	Tk. 35,591,310	30,593,087

25. Consolidated Finance Cost:

This is arrived as follows:

Interest on Deferred LC Loan	519,550,743	261,657,145
Interest on OD	149	4,292
Interest on Short Term Loan	141,434,725	43,208,284
Interest on Long Term Loan	97,138,848	37,850,629
Total	Tk. 758,124,465	342,720,350

Finance cost increased significantly (Tk 41.54 crore or 121.21%) due to increased of interest rate on loan financing as well as increased of loan amount for investment in extension project at Habiganj.

Interest expenses is derived from short-term loan and is recognized on an accrual basis. The finance cost includes no interest on any sort of borrowing from directors including managing director and managers.

26. Consolidated Non-Operating Income:

Interest Income	498,474	11,073,482
Cash Incentive	473,200	537,000
Forfeited Provident Fund	1,760,272	983,721
Gain/ (Loss) on Disposal of Assets	5,950,000	846,475
Forex Exchange Rate Fluctuation Gain/ (Loss)	12,882,695	48,160,030
Total	Tk. 21,564,641	61,600,708

* P.F Forfeiture amount represents the amount forfeited from Employees Provident Fund and returned to the company as per guideline of FRC.

27. Consolidated Allocation for W.P.P.F & W.F :

68,320,268	66,953,977
-------------------	-------------------

This represents 5% of Net Income before Tax after charging the allocation as per provisions of the Companies Profit under Labour Act 2006 (Amended in 2018).

28. Consolidated Provision for Income Tax expense:

211,388,492	232,317,017
--------------------	--------------------

This represents estimated Income Tax on Net Income for the Year and adjustment any short/excess provision for prior years.

**Notes
Consolidated**

Particulars	2023-2024	2022-2023
	Taka	Taka
29. Consolidated Expense/(Income) Deferred Tax:	(6,835,875)	(38,598,297)
This represents tax liability payable in future due to accumulated taxable temporary differences (Above deferred tax balance create only from difference between accounting basis depreciation and tax basis depreciation on fixed assets).		
30. Consolidated Earnings Per Share (EPS):		
The Computation is given below:		
Earning attributable to Ordinary Shares including other income	Tk. 1,161,760,575	1,145,275,558
Number of Ordinary shares	197,252,000	197,252,000
Earnings Per Share	Tk. 5.89	5.81
31. Consolidated Net Asset Value (NAV) Per Share:		
The Computation is given below:		
Equity Attributable to the Owners of the Company	Tk. 10,221,148,570	9,651,143,995
Number of Ordinary shares	197,252,000	197,252,000
Net Asset Value (NAV) Per Share	Tk. 51.82	48.93
32. Consolidated Net Operating Cash flows per Share (NOCFPS):		
The Computation is given below:		
Net Cash Generated (Used in) from Operating Activities	Tk. (2,483,594,149)	747,223,081
Number of Ordinary shares	197,252,000	197,252,000
Net Operating Cash flows per Share (NOCFPS)	Tk. (12.59)	3.79
33. Consolidated Reconciliation of Net Profit with Cash Flows from Operating Activities:		
The Computation is given below:		
Profit After Tax	1,161,760,575	1,145,275,558
Adjustment to reconcile net profit to net cash provided by operating activities :		
Non-cash Expenses:	1,131,861,277	822,011,318
Depreciation	874,048,785	681,163,538
Deferred Tax	(6,835,875)	(38,598,297)
Net effect of foreign currency translation	264,648,367	179,446,077
Non-Operating Items:	(5,857,834)	(761,203)
(Gain)/Loss on Disposal of Assets	(5,950,000)	(846,475)
Profit Ratio of Non controlling Interest	92,166	85,272
Changes in working Capital:	(4,771,358,167)	(1,219,302,592)
(Increase)/Decrease in Inventories	(2,190,016,170)	(1,912,596,842)
(Increase)/Decrease in Accounts Receivable	(2,535,858,674)	785,705,623
(Increase)/Decrease in Advances, Deposits & Prepayments	(81,466,598)	(107,721,189)
Increase/(Decrease) in Creditors & Other Payables	11,058,098	14,531,849
Increase/(Decrease) in Liabilities for Others Finance	55,546,992	68,692,240
Increase/(Decrease) in Income Tax Payable	(30,621,815)	(67,914,273)
Net Cash Generated (Used in) from Operating Activities	(2,483,594,149)	747,223,081

Particulars	2023-2024	2022-2023
	Taka	Taka
34. Related Party Transaction:		
During the year, the Company carried out a number of transactions with related parties in the normal course of business and on an arms' length basis. The name of related parties, nature of relationship and their total value have been set out in accordance with the provisions of IAS 24 : Related Party Disclosure.		
Transaction with Sqaure Pharmaceuticals PLC. (SPL):		
Opening Balance		
Total Received	5,466,850,000	4,035,238,300
Total Paid	Tk. (5,466,850,000)	(4,035,238,300)
Closing Balance- Receivable/ (Payable)	-	-
Transaction with Aegis Services Ltd. (ASL):		
Opening Balance	(31,816)	-
Total Service Received	(47,716,424)	(24,178,804)
Total Paid	Tk. 47,748,240	24,146,988
Closing Balance- Receivable/ (Payable)	-	(31,816)
Transaction with Square Informatix Ltd. (SIL):		
Opening Balance	-	(76,188)
Total Service Received	(3,974,767)	(4,956,760)
Total Paid	Tk. 3,974,767	5,032,948
Closing Balance- Receivable/ (Payable)	-	-
Transaction with Square Hospitals Ltd. (SHL):		
Opening Balance	(255,477)	-
Total Service Received	(2,608,593)	(2,005,809)
Total Paid	Tk. 2,864,070	1,750,332
Closing Balance- Receivable/ (Payable)	-	(255,477)
Transaction with Square Fashions Ltd. (SFL):		
Opening Balance	303,080,480	206,863,139
Total Goods Delivered	1,595,588,644	1,045,498,606
Total Received	Tk. (1,341,883,515)	(949,281,265)
Closing Balance- Receivable/ (Payable)	556,785,609	303,080,480
Transaction with Square Denims Ltd. (SDL):		
Opening Balance	269,349,031	180,748,131
Total Goods Delivered	2,248,397,156	1,034,853,059
Total Received	Tk. (1,746,771,630)	(946,252,159)
Closing Balance- Receivable/ (Payable)	770,974,557	269,349,031
Transaction with Square Apparels Ltd. (SApL):		
Opening Balance	71,756,814	85,409,363
Total Goods Delivered	589,034,347	262,234,442
Total Received	Tk. (564,723,984)	(275,886,991)
Closing Balance- Receivable/ (Payable)	96,067,177	71,756,814

35. Event after the reporting period:

- 35.1** The Board of Directors in it's meeting held on October 22, 2024 approved the financial statements for the year ended June 30,2024. The Board of Directors also authorised the same for issue.
- 35.2** Except above no other significant event occurred till the date of signing the financial statement

SQUARE TEXTILES PLC.
CONSOLIDATED SCHEDULE OF PROPERTY, PLANT & EQUIPMENT
As at June 30, 2024

Schedule-1
Amount in Taka












Particulars	Cost			At 30th June-2024	Depreciation			W.D.V As At 30th June-2024
	At 01st July 2023	During the Period			At 01st July 2023	During the Period		
		Additions	Sales/ Obsoletes			Charged	Adjustments	
Factory:								
Land & Land Development	720,884,171	1,215,100	-	722,099,271	-	-	-	722,099,271
Building-Factory & Utility	1,484,384,482	595,070,965	-	2,079,455,447	703,309,619	78,982,607	-	1,297,163,221
Building-Others	494,246,306	6,731,929	-	500,978,235	310,856,363	20,954,967	-	169,166,905
Sheds	30,082,640	1,498,593	-	31,581,233	25,307,253	1,494,759	-	4,779,221
Plant & Machinery	9,755,108,427	3,235,903,024	(33,690,784)	12,957,320,667	5,258,259,679	624,254,986	(33,690,784)	7,108,496,786
Laboratory Equipment	62,784,665	60,471,732	-	123,256,397	26,815,330	17,769,440	-	44,584,770
Electrical Installation	447,636,076	444,011,273	-	891,647,349	338,622,165	84,520,325	-	423,142,490
Gas Line Installation	49,145,684	-	-	49,145,684	36,879,046	2,454,097	-	39,333,143
Motor Vehicles	176,073,920	49,858,275	(20,370,003)	205,562,192	143,688,336	18,077,580	(20,370,003)	141,395,913
Office Equipment	26,734,499	458,490	-	27,192,989	21,205,142	1,805,571	-	23,010,713
Furniture & Fixture	17,116,778	92,000	-	17,208,778	16,310,366	352,695	-	16,663,061
Computer	4,554,985	332,800	-	4,887,785	4,533,266	47,034	-	4,580,300
Hardware & Software	-	-	-	-	-	-	-	-
Boundary Wall	60,502,377	5,857,383	-	66,359,760	31,756,189	3,960,812	-	35,717,001
Deep Tube-Well	5,050,800	-	-	5,050,800	4,621,475	164,143	-	4,785,618
Safety & Security Equipment	2,549,390	14,961,815	-	17,511,205	2,508,289	207,345	-	2,715,634
Communication and Network Equipment	7,195,200	-	-	7,195,200	6,286,895	438,040	-	6,724,935
Other Assets	43,968,857	20,596,352	-	64,565,209	26,527,540	9,822,592	-	36,350,132
Sub Total- Factory	13,388,019,257	4,437,059,731	(54,060,787)	17,771,018,201	6,957,486,953	865,306,993	(54,060,787)	10,002,285,042
Head Office:								
Motor Vehicles	43,057,071	3,320,000	-	46,377,071	19,282,585	8,277,302	-	27,559,887
Office Equipment	408,396	835,051	-	1,243,447	256,898	75,831	-	332,729
Furniture & Fixture	-	940,320	-	940,320	-	47,016	-	47,016
Computer	310,150	72,164	-	382,314	287,760	13,072	-	300,832
Hardware & Software	2,300,000	-	-	2,300,000	1,369,046	328,571	-	1,697,617
Sub Total- Head Office	46,075,617	5,167,535	-	51,243,152	21,196,289	8,741,792	-	29,938,081
Grand Total: Current Year	13,434,094,874	4,442,227,266	(54,060,787)	17,822,261,353	6,978,683,242	874,048,785	(54,060,787)	10,023,590,113
Grand Total: Last Year	13,155,210,134	431,155,280	(152,270,540)	13,434,094,874	6,446,166,707	681,163,538	(148,647,003)	6,455,411,632

STANDALONE



Financial Statement

Year Ended June, 2024

 Statement of Financial Position	- 92
 Statement of Profit or Loss and other Comprehensive Income	- 93
 Statement of Changes in Equity	- 94
 Statement of Cash Flows	- 95
 Basis of Preparation and Presentation	- 96
 Statement of Compliance of IFRS	- 96
 Employees Benefit Scheme	- 99
 Financial Risk Management	- 100
 Related Party Transaction	- 102
 Property, Plant & Equipment	- 113
 Schedule of Share Capital	- 114

SQUARE TEXTILES PLC.

STATEMENT OF FINANCIAL POSITION As at June 30, 2024

Particulars	Notes	30 June 2024	30 June 2023
		Taka	Taka
ASSETS:			
Non-Current Assets			
		10,516,431,959	9,315,269,810
Property, Plant & Equipment- Carrying Value	04	9,150,327,907	5,965,318,530
Capital Work In Progress and In Transit	05	876,770,092	2,860,617,320
Investment - Long Term (At Cost)	06	489,333,960	489,333,960
Current Assets			
		12,696,384,703	8,269,586,259
Inventories	07	5,941,001,033	3,805,343,652
Trade Receivables	08	5,748,546,987	3,518,327,277
Advances, Deposits & Prepayments	09	592,440,589	512,189,686
Cash & Cash Equivalents	10	414,396,094	433,725,644
TOTAL ASSETS		23,212,816,662	17,584,856,069
SHAREHOLDERS' EQUITY & LIABILITIES:			
Shareholders' Equity			
		9,588,681,769	9,098,502,121
Share Capital	11	1,972,520,000	1,972,520,000
Retained Earnings	12	7,616,161,769	7,125,982,121
Non-Current Liabilities			
		3,267,597,322	283,163,333
Long Term Borrowings	13	3,027,234,666	40,000,000
Deferred Tax Liability	14	240,362,656	243,163,333
Current Liabilities & Provisions			
		10,356,537,571	8,203,190,615
Short Term Bank Loan (Secured)	15	9,748,367,290	7,617,616,928
Creditors & Other Payables	16	92,369,073	88,554,330
Liabilities for Others Finance	17	253,296,948	206,984,241
Unclaimed Dividend	18	10,374,894	8,294,240
Provision for Income Tax	19	252,129,366	281,740,876
TOTAL LIABILITIES		13,624,134,893	8,486,353,948
TOTAL SHAREHOLDERS' EQUITY & LIABILITIES		23,212,816,662	17,584,856,069
Net Asset Value Per Share	29	48.61	46.13

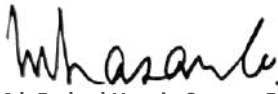
These financial statements should be read in conjunction with the annexed notes.


Tapan Chowdhury
Chairman


Samuel S Chowdhury
Managing Director


Sanjib Baran Roy
Company Secretary

Signed in terms of our separate
report of even date annexed


Md. Farhad Husain Suman, FCA,
Senior Partner, K.M. Hasan & CO.
Chartered Accountants
Enrollment No-1635
DVC: 2410281635AS169565

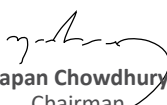
Date: October 22, 2024
Place: Dhaka

SQUARE TEXTILES PLC.

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED JUNE 30, 2024

Particulars	Notes	2023-2024	2022-2023
		Taka	Taka
Sales Revenue	20	18,926,870,794	14,967,962,444
Cost of Goods Sold	21	(16,594,114,280)	(13,091,120,429)
Gross Profit		2,332,756,514	1,876,842,015
Administrative Overhead	22	(279,145,585)	(277,298,769)
Selling and Distribution Overhead	23	(30,881,320)	(26,421,188)
Profit from Operations		2,022,729,609	1,573,122,058
Finance Cost	24	(706,270,357)	(310,418,176)
Non-Operating Income	25	18,462,977	52,464,069
Profit Before W.P.P.F & W.F		1,334,922,229	1,315,167,951
Allocation for W.P.P.F & W.F	26	(63,567,725)	(62,627,045)
Profit Before Tax		1,271,354,504	1,252,540,906
Income Tax Expense (Current)	27	(192,219,533)	(214,253,443)
Deferred Tax (Expenses)/ Income	14	2,800,677	33,134,146
Profit After Tax for The Period		1,081,935,648	1,071,421,609
Other Comprehensive Income		-	-
Total Comprehensive Income		1,081,935,648	1,071,421,609
Earnings Per Share (EPS)	28	5.49	5.43


These Financial Statements should be read in conjunction with the Annexed Notes.


Tapan Chowdhury
Chairman


Samuel S Chowdhury
Managing Director


Sanjib Baran Roy
Company Secretary

Signed in terms of our separate
report of even date annexed


Md. Farhad Husain Suman, FCA,
Senior Partner, K.M. Hasan & CO.
Chartered Accountants
Enrollment No-1635
DVC: 2410281635AS169565

Date: October 22, 2024
Place: Dhaka

SQUARE TEXTILES PLC.

STATEMENT OF CHANGES IN EQUITY For the Year Ended June 30, 2024

Particulars	Amount in Taka		
	Share Capital	Retained Earnings	Total
Balance as at June 30, 2023	1,972,520,000	7,125,982,121	9,098,502,121
Net Profit For the Year Ended June 30, 2024	-	1,081,935,648	1,081,935,648
Cash Dividend for 2022-23	-	(591,756,000)	(591,756,000)
Balance As at June 30, 2024	1,972,520,000	7,616,161,769	9,588,681,769

For the Year Ended June 30, 2023

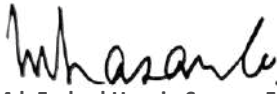
Particulars	Amount in Taka		
	Share Capital	Retained Earnings	Total
Balance as at June 30, 2022	1,972,520,000	6,744,942,512	8,717,462,512
Net Profit For the Year Ended June 30, 2023	-	1,071,421,609	1,071,421,609
Cash Dividend for 2021-22	-	(690,382,000)	(690,382,000)
Balance As at June 30, 2023	1,972,520,000	7,125,982,121	9,098,502,121

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


Tapan Chowdhury
Chairman


Samuel S Chowdhury
Managing Director


Sanjib Baran Roy
Company Secretary


Md. Farhad Husain Suman, FCA,
Senior Partner, K.M. Hasan & CO.
Chartered Accountants
Enrollment No-1635
DVC: 2410281635AS169565

Date: October 22, 2024
Place: Dhaka

SQUARE TEXTILES PLC.

STATEMENT OF CASH FLOWS For the Year Ended June 30, 2024

Particulars	Note	2023-2024	2022-2023
		Taka	Taka
Cash Flows from Operating Activities:			
Receipts from Sales Revenue		16,696,651,084	15,687,889,024
Exchange Fluctuation Gain (Realization from Transaction)		232,721,428	207,499,682
Receipts/ (Payment) from Other Income/ Expenses		2,582,918	12,477,366
Total Receipts		16,931,955,430	15,907,866,072
Payment to Suppliers and Other Services		(14,466,124,743)	(11,210,896,700)
Paid for Operating & Non-operating Expenses		(3,926,236,211)	(3,316,002,598)
Interest Expenses Paid		(660,285,366)	(200,102,799)
Income Tax Paid		(228,675,759)	(266,575,820)
Total Payments		(19,281,322,079)	(14,993,577,917)
Net Cash Generated / (Used in) from Operating Activities		(2,349,366,649)	914,288,155
Cash Flows from Investing Activities:			
Purchase of Property, Plant & Equipment		(1,981,431,213)	(2,325,920,382)
Sales of Property, Plant & Equipment		5,950,000	3,450,001
Net Cash Generated / (Used in) from Investing Activities		(1,975,481,213)	(2,322,470,381)
Cash Flows from Financing Activities:			
Long Term Loan Received/(Repaid)		3,748,741,338	(430,000,000)
Short Term Bank Loan Received/ (Repaid)		1,369,243,690	2,615,614,007
Payment of Dividend		(589,675,346)	(690,739,510)
Net Cash Generated / (Used in) from Financing Activities		4,528,309,682	1,494,874,497
Increase/(Decrease) in Cash & Cash Equivalents		203,461,820	86,692,271
Net effect of foreign currency translation		(222,791,370)	(167,773,124)
Opening Cash & Cash Equivalents		433,725,644	514,806,497
Closing Cash & Cash Equivalents		414,396,094	433,725,644
Net Operating Cash flows per Share	30	(11.91)	4.64

These financial statements should be read in conjunction with the annexed notes.


Tapan Chowdhury
Chairman


Samuel S Chowdhury
Managing Director


Sanjib Baran Roy
Company Secretary

Date: October 22, 2024
Place: Dhaka

SQUARE TEXTILES PLC.

Notes to the Separate Financial Statements As at and for the year ended 30 June 2024

1. Establishment and Operations:

1.1 Legal Form of the Enterprises:

Square Textiles PLC. (Here in after said as the company) was formed and incorporated with the Registrar of Joint Stock Companies and Firms in Bangladesh in 1994 under the Companies Act, 1913 (Now operating under Companies Act, 1994) as public company limited by shares. The company is listed with the Dhaka Stock Exchange PLC. and Chittagong Stock Exchange PLC. in 2002.

1.2 Address of Registered office and factory of the company:

a) Registered Office: Square Centre, 48 Mohakhali C/A, Dhaka -1212,

b) Factory Office:

i. Saradaganj, Kashimpur, Gazipur.

ii. Olipur, Habiganj, Sylhet.

1.3 Nature of Business:

The company owns Five (5) units of spinning mills, and a twisting mill. It's activities and operations are related with manufacturing and marketing of Yarns.

2. Summary of significant accounting policies and other material information:

2.1 Statement of Compliance:

The financial statements have been prepared in conformity with the provisions of the Companies Act 1994 (amended-2020), The Securities and Exchanges Rules 2020, International Financial Reporting Standard and other relevant rules and regulations.

2.2 Basis of Preparation:

The financial statements have been prepared in accordance with the going concern principle and historical cost convention. The significant accounting policies are set out below.

2.3 Statement on Compliance of International Financial Reporting Standards

The following IASs and IFRSs are applicable for the financial statements for the year under review:

S/N	Name of the IAS	IAS No.	Status
1	Presentation of Financial Statements	1	Applied
2	Inventories	2	Applied
3	Statement of Cash Flows	7	Applied
4	Accounting Policies, Changes in Accounting Estimates and Errors	8	Applied
5	Events after the reporting period	10	Applied
6	Construction Contracts	11	Replaced by IFRS 15
7	Income Taxes	12	Applied
8	Property, Plant and Equipment	16	Applied
9	Leases	17	Replaced by IFRS 16
10	Revenue	18	Replaced by IFRS 15
11	Employee Benefit	19	Applied
12	Accounting for Government Grants and Disclosure of Government Assistance	20	Not Applicable
13	The Effects of Changes in Foreign Exchange Rates	21	Applied

S/N	Name of the IAS	IAS No.	Status
14	Borrowing Costs	23	Applied
15	Related Party Disclosures	24	Applied
16	Accounting and Reporting by Retirement Benefit Plans	26	Not Applicable
17	Separate Financial Statements	27	Applied
18	Investment In Associates and Joint Ventures	28	Not Applicable
19	Financial Reporting in Hyperinflationary Economics	29	Not Applicable
20	Financial Instruments: Presentation	32	Applied
21	Earnings per share	33	Applied
22	Interim Financial Reporting	34	Applied
23	Impairment of Assets	36	Applied
24	Provisions, Contingent Liabilities and Contingent Assets	37	Applied
25	Intangible Assets	38	Not Applicable
26	Financial Instruments: Recognition and Measurement	39	Replaced by IFRS 9
27	Investment Property	40	Not Applicable
28	Agriculture	41	Not Applicable

SL	Name of the IFRS	IFRS no.	Status
1	First time adoption of International Financial Reporting Standards	1	Not Applicable
2	Shares based Payment	2	Not Applicable
3	Business Combinations	3	Not Applicable
4	Insurance Contract	4	Not Applicable
5	Non-current Assets Held for Sale and Discontinued Operations	5	Not Applicable
6	Exploration for and Evaluation of Mineral Resources	6	Not Applicable
7	Financial Instruments: Disclosure	7	Applied
8	Operating Segments	8	Not Applicable
9	Financial Instrument	9	Applied
10	Consolidated Financial Statements	10	Applied
11	Joint Arrangement	11	Not Applicable
12	Disclosure of Interest in other entities	12	Applied
13	Fair Value Measurement	13	Applied
14	Regulatory deferral accounts	14	Not Applicable
15	Revenue from Contracts with Customers	15	Applied
16	Leases	16	Applied

2.4 Going Concern:

As per IAS-1 a company is required to make assessment at the end of each year to assess its capability to continue as going concern. The management of the Company makes such assessment each year. The company has adequate resources to continue in operation for the foreseeable future and has wide coverage of its liabilities. For this reason, the Directors continue to adopt the going concern assumption while the financial statements have been prepared.

2.5 Accrual Basis:

The financial statements have been prepared, except cash flow information using the accrual basis of Accounting.

2.6 Structure Contents and Presentation of Financial Statements:

The presentation of the financial statements is in accordance with the guidelines provided by IAS-1:

“Presentation of Financial Statements”. A complete set of financial statements comprise:

- i) Statement of Financial Position as at 30 June 2024;
- ii) Statement of Profit or Loss and other Comprehensive Income for the year ended 30 June 2024;
- iii) Statement of Changes in Equity for the year ended 30 June 2024;
- iv) Statement of Cash Flows for the year ended 30 June 2024 and;
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the Financial Statements for the year ended 30 June 2024.

2.7 Use of Estimates and Judgments:

The preparation of financial statements in conformity with IFRSs requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Estimates and assumptions are reviewed on an ongoing basis.

The estimates and underlying assumptions are based on past experience and various other factors that are believed to be reasonable under the circumstances, the result of which form the basis of making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

In particular, significant areas of estimation uncertainty and critical judgments in applying accounting policies that has the most significant effect on the amount recognized in the financial statements are income tax provision (both current and deferred tax), depreciation and gratuity provision.

2.8 Statement of Cash Flows:

Statement of cash flows has been prepared as per IAS 7: Statement of Cash Flows using Direct Method as per the requirement of Securities and Exchange Rules 2020.

3.0 Property, Plant and Equipment:

As per IAS-16, Property, Plant and Equipment are stated at their historical cost less accumulated depreciation. No depreciation has been charged on the Freehold Land and on the Capital work in progress. Depreciation is charged on all other assets on straight-line method. Depreciation of an asset begins when it is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with IFRS 5 and the date that the assets are derecognized.

Depreciation is computed on the straight-line basis over the estimated useful lives as follows:

Particulars	Useful Life (Years)
Factory Building and other Construction	20
Plant & Machinery	10-15
Laboratory & other Equipment	5-8
Furniture & Fixture	5-8
Motor Vehicles	5
Electrical Installation	5-8

3.1 Subsequent Costs:

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

3.2 Disposal of Fixed Assets:

On disposal of fixed assets, the cost and accumulated depreciation are eliminated and gain or loss on such disposal is reflected in the statement of profit or loss, which is determined with reference to the net book value of the assets and net sales proceeds.

3.3 Impairment of Asset:

The carrying values of all non-current assets are reviewed for impairment, either on a stand-alone basis or as part of a larger cash generating unit, when there is an indication that the assets might be impaired. Additionally, Goodwill, Intangible Assets with indefinite useful lives and Intangible Assets which are not yet available for use are tested for impairment annually. Any provision for impairment is charged to the profit or loss statement in the year concerned.

3.4 Capital Work in Progress:

Capital work in progress consists of cost incurred for acquisition of new plant and machinery, civil structure, factory shed for warehouse etc. which were not ready for use till reporting date.

3.5 Inventories:

As per IAS-2, Inventories comprises of Raw Materials, Raw Materials in transit, Packing Materials, Work in Progress, Finished Goods, Comber Noil, and Spare & Spare Parts in transit. Inventories are valued at the lower of cost and net realizable value. Cost comprises invoice value plus applicable handling charges. Net realizable value is based on estimated selling price less estimated cost to completion and selling expenses.

3.6 Employees' Benefit Scheme:

Provident Fund:

The company has established an approved contributory provident fund scheme. A board of trustees wholly administers the fund. No part of the fund is included in the asset of the group.

Gratuity Fund:

The company establish funded (defined contribution) Gratuity plan and it is approved by NBR.

Group Insurance:

The group has two group insurance schemes for its permanent employees, premium for which is being charged to statement of profit or loss and other comprehensive income.

Worker's Profit & Participation Fund:

The company makes a regular allocation of 5% on net profit before tax to these funds and payment is made to the worker's as per provision of Labor Law 2006 chapter-15 (Amended-2018).

3.7 Revenue Recognition:

As per IFRS-15, Revenue is recognized as control is passed, either over time or at a point in time an entity recognizes revenue over time if one of the following criteria is met: the customer simultaneously receives and consumes all of the benefits provided by the entity as the entity performs; the entity's performance creates or enhances an asset that the customer controls as the asset is created; or the entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date.

Income refers to increases in economic benefits during the accounting period in the form of inflows or enhancements of assets or decreases of liabilities that result in an increase in equity, other than those relating to contributions from equity participants.

3.8 Other Income:

It is recognized on accrual basis.

3.9 Foreign Currency Transactions:

As per IAS-21 Transactions in Foreign Currencies are translated into BDT at the rate of exchange ruling on date of transaction. Monetary assets and liabilities expressed in foreign currencies are translated into BDT at the rate of exchange ruling at the date of Statement of Financial position.

3.10 Borrowing Costs:

As per IAS-23 Borrowing costs are recognized as expenses in the period in which they incurred and capitalized the same that incurred before commencement of commercial operation.

3.11 Advances, Deposits and Prepayments

Advances are initially measured at cost. After initial recognition, advances are carried at cost less deductions, adjustments or charges to other account heads such as property, plant and equipment, inventory or expenses. Deposits are measured at payment value.

3.12 Due to / Due from Sister Concerns:

These represent balance amounts due to /from sister concerns which are derived from short term loan.

3.13 Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Receivables:

Trade Receivables are stated at their nominal value and considered good. No provision has been made for doubtful debt and no amount was written off as bad debt.

Payables:

Trade Payables are stated at their nominal value.

Due to / Due from Related Parties:

Due to /due from related parties are stated at their nominal value.

Investment in Subsidiary:

This is initially stated at cost and subsequently at cost less impairment, if any.

Cash and Cash Equivalents:

Cash and cash equivalents comprises cash in hand, bank current accounts, other bank deposits free of encumbrance and having maturity dates of three months or less from respective dates of deposit.

Borrowings:

Interest bearing bank loans are recorded at the proceeds received net of direct issue costs. Finance charges are accounted for on an accrual basis.

Financial Risk Management:

The company has exposures to the following risks its use of financial statements:

- Credit risk
- Liquidity risk
- Market risk

The Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The Board oversees how management monitors compliance with risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to risks faced by the group. The Board is assisted in its oversight role by Audit Committee. Internal audit, under the purview of Audit Committee, undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

Credit Risk:

Credit risk is the risk of financial loss to the Company if a buyer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivable from customers and investment securities. The Company's sales are made to renowned RMG Exporting Company. Sales made to the entity are fully secured by Letters of Credit issued by local scheduled banks.

Liquidity Risk:

Liquidity risk is the risk that the Company will unable to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. In general, management ensures that it has sufficient cash and cash equivalent

to meet expected operational expenses, including the servicing of financial obligation through preparation of the cash forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date. Moreover, the Company seeks to maintain short term lines of credit with scheduled commercial banks to ensure payment of obligations in the event that there is insufficient cash to make the required payment.

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

Seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. The Board also monitors dividend trend to ordinary shareholders.

Market Risk:

Market Risk is the risk that changes in market prices such as foreign exchange rates and interest rates will affect the Company's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Capital Risk Management:

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. The Board also monitors dividend trend to ordinary shareholders.

Money Laundering:

The company considers prevention of money laundering risk not only as a compliance requirement imposed by the law of the country but also as one of its ethical business values.

3.14 Lease:

As per IFRS- 16, the entity has no lease. So, there will be no implication regarding IFRS 16 in this financial year.

3.15 Taxation:

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of Profit or Loss and other Comprehensive Income because it excludes items of income or expenses that are taxable or deductible in other years and it further excludes items that are never taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted on date of Statement of Financial Position.

Deferred Tax:

Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted by the date of Statement of Financial Position.

3.16 Contingent Liabilities and Assets:

Current or possible obligations or assets arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain events which are not within the control of the company.

3.17 Related Party Transaction:

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

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

The Company transacts with related parties and recognize as per IAS 24 'Related Party Disclosures'. Related party transactions have been disclosed under Note- 40.

3.18 Segment Reporting:

As per IFRS-8, as there is a single business and geographic segment within which the company operates as such no segment reporting is felt necessary.

3.19 Earnings per Share:

As per IAS-33, Basis Earning per Share (EPS) has been computed dividing the earnings attributable to the weighted average number of the ordinary shares during the year.

3.20 Comparative Figure:

The comparative figure has been regrouped, reclassified or modified from previously published interim and annual Financial Statements to facilitate any necessary presentational changes to conform to the current year's presentation.

Comparative information has been disclosed in respect of the previous year for all numerical information in the current financial statement. Narrative and descriptive information for comparative information have also been disclosed whenever it is relevant for understanding of current year's financial statements.

3.21 Financial Year:

For this year financial year means, 01 July 2023 to 30 June 2024.

3.22 Events after the Reporting Period:

As per IAS-10 "Events after the Reporting Period" are those events favorable and unfavorable, that occur between the end of the reporting period and the date when the financial statements are authorized for issue.

3.23 General:

Figures have been rounded off to the nearest taka, as it the reporting currency of these financials.

Particulars	June 30, 2024	June 30, 2023
	Taka	Taka
4. Property, Plant & Equipment:		
Details of Property, Plant & Equipment and Depreciation as at June 30, 2024 are shown in the Annexed Schedule-A. Depreciation for the year charged to Factory Overhead (Note-21.3). The break-up of the balances are depicted below:		
A. Fixed Assets at Cost		
Opening Balance	12,386,487,650	12,087,504,492
Addition during the Year	3,965,278,441	430,455,280
Sale/Obsolete during the Year	(52,013,343)	(131,472,122)
Closing Balance(Cost)	16,299,752,748	12,386,487,650
B. Accumulated Depreciation		
Opening Balance	6,421,169,120	5,926,117,077
Charged during the Year	780,269,064	623,334,309
Adjustment for sale/Obsolete during the Year	(52,013,343)	(128,282,266)
	7,149,424,841	6,421,169,120
Carrying Value (A-B)	TK. 9,150,327,907	5,965,318,530

Particulars	June 30, 2024	June 30, 2023
	Taka	Taka
5. Capital Work In Progress and In Transit:		
Opening Balance	2,860,617,320	965,152,218
Addition during the Year	1,813,805,113	2,274,861,447
Transfer to Property, Plant & Equipment during the Year	<u>(3,797,652,341)</u>	<u>(379,396,345)</u>
Closing Balance(Cost)	<u>876,770,092</u>	<u>2,860,617,320</u>

The Capital work in progress includes Plant & Machinery (Tk/ 278.23 crore), Civil Work (Tk/ 60.33 crore) and other Assets (Tk/ 41.21 crore). This year it has been transferred to Non-current assets is completed and ready for use as per management intention.

6. Investment- Long Term (At Cost):

This represents investments in share of Square Texcom Ltd.

Investment in share of Square Texcom Ltd. (4,330,502 shares of Tk. 100 each)	489,333,960	489,333,960
TK.	<u>489,333,960</u>	<u>489,333,960</u>

Square Texcom Limited, a private limited company incorporated under Companies Act 1994. a subsidiary company of the company holding 99.88% shares.

7. Inventories:

Stocks of Materials	5,646,910,218	3,590,229,344
Raw Materials	5,101,175,763	3,142,303,957
Raw Materials In Transit	102,868,830	51,563,061
Packing Materials	23,317,542	25,289,129
Work - in - process	237,866,325	198,222,447
Finished Goods	181,681,758	172,850,750
Stocks of Spares	294,090,815	215,114,308
Spares at Store	287,182,309	211,452,290
Spares in Transit	6,908,506	3,662,018
TK.	<u>5,941,001,033</u>	<u>3,805,343,652</u>

The basis of valuation is stated in Note-3.5 carrying amount of inventories pledged as security.

8. Trade Receivables:

This represents invoice value of goods delivered to customer. This is considered good and collectible.

Aging of the above balance is as follows:

Below 60 days	2,692,671,907	1,508,747,664
Within 61-120 days	2,118,809,884	1,367,692,572
Above 120 days	937,065,196	641,887,041
TK.	<u>5,748,546,987</u>	<u>3,518,327,277</u>

a) There was no amount due from the Directors (Including Managing Director), Managing Agent, Manager and other Officers of the Company and any of them severally or jointly with any other person.

b) The carrying amount of Trade Debtors pledged as security.

c) Trade Receivable is secured, considered as good and is falling due within one year.

9. Advances, Deposits & Prepayments:

Advance	401,130,226	378,036,110
Advance Income Tax (Note-9.1)	191,379,345	184,534,629
Salary & PF Current account	10,532,000	9,962,000
Other Expenses	120,698,967	107,102,026
Suppliers & Contractor	78,519,914	76,437,455
Deposits	191,310,363	134,153,576
Security Deposit	178,319,241	121,523,215
Margin on Bank Guarantee	12,919,122	12,630,361
Tk.	<u>592,440,589</u>	<u>512,189,686</u>

Particulars	June 30, 2024	June 30, 2023
	Taka	Taka
9.1 Advance Income Tax		
Opening Balance	184,534,629	189,301,230
Addition during the Year	228,675,759	266,575,820
	413,210,388	455,877,050
Adjustment during the year	(221,831,043)	(271,342,421)
Closing Balance	191,379,345	184,534,629
a) There was no amount due from the Directors (Including Managing Director), Managing Agent, Manager and other Officers of the Company and any of them severally or jointly with any other person.		
b) There was no amount was due by the associated undertaking.		
c) The advances & deposits considered good & recoverable.		
10. Cash & Cash Equivalents:		
This is made up of the followings:		
a) Cash in hand	3,354,704	7,779,003
b) Cash at Bank:	411,041,390	425,946,641
Standard Chartered Bank	178,263,683	223,825,374
HSBC Bank	90,855,449	74,346,706
Prime Bank PLC.	85,090,371	63,349,663
City Bank PLC.	34,138,677	42,292,072
Commercial Bank of Ceylon	44,809	77,976
Bank Alfalah	388,792	389,517
Janata Bank PLC.	7,401,131	13,950,439
Mutual Trust Bank PLC.	6,708,178	5,033,241
Dutch Bangla Bank PLC.	882,113	648,630
Pubali Bank PLC.	7,268,187	2,033,023
	Tk. 414,396,094	433,725,644
Foreign currency account balances have been converted to Taka at the ruling rate at the reporting date.		
11. Share Capital:		
This is made up of the followings:		
Authorized:	Tk. 3,000,000,000	3,000,000,000
300,000,000 Ordinary Shares of Tk. 10.00 each		
Issued, Subscribed and Paid up:		
(197,252,000 Ordinary Shares of Tk. 10.00 each fully Paid up)	1,972,520,000	1,972,520,000
	Tk. 1,972,520,000	1,972,520,000
Details of Share Capital are shown in the Annexed Schedule- B		
12. Retained Earnings:		
Opening Balance	7,125,982,121	6,744,942,512
Add: Net income during the Year	1,081,935,648	1,071,421,609
Less: Cash Dividend paid during the Year	(591,756,000)	(690,382,000)
	Tk. 7,616,161,769	7,125,982,121
13. Long Term Borrowings (Secured):		
Standard Chartered Bank	1,927,380,952	220,000,000
City Bank PLC.	1,000,000,000	-
Dutch Bangla Bank PLC.	921,191,007	-
Infrastructure Development Company (IDCOL)	120,169,379	-
Less: Current Portion of Long Term Borrowings	(941,506,672)	(180,000,000)
	Tk. 3,027,234,666	40,000,000
These long term Loans are secured against hypothecation of stock, Trade receivables and Plant & Machinery		

Particulars	June 30, 2024	June 30, 2023
	Taka	Taka
14. Deferred Tax Liability:		
Opening Balance	243,163,333	276,297,479
Deferred Tax Expenses (Income)	(2,800,677)	(33,134,146)
Closing Balance	Tk. 240,362,656	243,163,333

This represents tax liability payable in future due to accumulated taxable temporary differences (Above deferred tax balance create only from difference between accounting basis depreciation and tax basis depreciation on fixed assets).we don't have any other assets or liabilities except fixed assets for provision of Deferred Tax liabilities to present in details form for unused tax losses and unused tax credits.

a) Deferred Tax Liability is arrived at as follows:

Carrying Value of Depreciable Fixed Assets	8,468,157,502	5,284,363,223
Less: Tax Base Carrying Value	(6,865,739,794)	(3,663,274,337)
Taxable Temporary Difference	1,602,417,708	1,621,088,886
Tax Rate	15.00%	15.00%
Closing Deferred Tax Liability	240,362,656	243,163,333
Less: Opening Deferred Tax Liability	(243,163,333)	(276,297,479)
Deferred Tax (Income) / Expense	(2,800,677)	(33,134,146)

15. Short Term Bank Loan (Secured):

Revolving Loan	1,095,000,000	1,400,000,000
EDF & UPAS	7,711,860,618	6,037,616,928
Current Portion of Long Term Borrowings	941,506,672	180,000,000
Tk.	9,748,367,290	7,617,616,928

These short term loans are secured against hypothecation of Stock and Accounts Receivable.

16. Creditors & Other Payables:

Provision for Audit Fees	805,000	690,000
Provision for Utility Bill	79,530,839	81,725,748
Provision for Salary & Allowances	5,220,699	83,168
Others	6,812,535	6,055,414
	92,369,073	88,554,330

This represents amount payable to regular suppliers of packing materials, utilities, and other services rendered to the company. All suppliers were paid on a regular basis.

17. Liabilities for Others Finance:

PF, WPPF & Other Fund	63,738,771	63,411,055
Provision for Gratuity (Note: 17.01)	-	-
Others	189,558,177	143,573,186
Tk.	253,296,948	206,984,241

17.01. Provision for Gratuity:

Opening Balance	-	-
Provision made for the period	24,963,495	15,669,586
Payment made during the period	(24,963,495)	(15,669,586)
Closing Balance	Tk. -	-

Particulars	June 30, 2024	June 30, 2023
	Taka	Taka
18. Unclaimed Dividend:		
Opening Balance	8,294,240	8,651,750
Addition During The Year	591,756,000	690,382,000
Paid During The Year	(589,675,346)	(690,739,510)
Closing Balance	Tk. 10,374,894	8,294,240
* Year-wise Unclaimed Dividend:		
Year: 2019-20	-	1,284,736
Year: 2020-21	2,660,810	3,037,054
Year: 2021-22	3,896,824	3,972,450
Year: 2022-23	3,817,260	-
Total Balance	10,374,894	8,294,240
19. Provision for Income Tax:		
Opening Balance	281,740,876	338,829,854
Adjustment with Advance Tax	(221,831,043)	(271,342,421)
Provision made for the period (Note: 19.01)	192,219,533	214,253,443
Closing Balance	Tk. 252,129,366	281,740,876
19.1 Provision made for the period		
A) Net Current Tax Liability on Profit Basis	194,888,576	224,950,087
B) Tax Liability on Sales Revenue Basis	75,781,335	60,081,706
C) Advance Income Tax (Source Tax) Paid Under ITO-1984	191,379,345	179,534,629
Higher Amount of Tax Under Above Calculation (A:B:C)	194,888,576	224,950,087
Adjustment of Short/ (Excess) provision for Prior period	(2,669,043)	(10,696,644)
Income Tax Provision for the period	192,219,533	214,253,443
A) Net Current Tax Liability on Profit Basis:		
Profit Before Tax	1,271,354,504	1,252,540,906
Less: Non-Operating Income	18,462,977	52,464,069
Net Operating Income Before Tax	1,252,891,527	1,200,076,837
Tax Rate on Net Operating Income Before Tax (as per NBR)	15.00%	15.00%
Tax Rate on Non-Operating Income (as per NBR)	22.50%	22.50%
Income Tax Liability on Operating Profit	187,933,729	180,011,526
Add: Tax Liability on Non-Operating Income	4,154,170	11,804,415
Total Tax Liability on Profit	192,087,899	191,815,941
Deferred Tax Asset / (Liability)	2,800,677	33,134,146
Net Current Tax Liability on Profit Basis	194,888,576	224,950,087
B) Tax Liability on Sales Revenue Basis:		
i) Minimum Tax Rate on Sales Revenue Under ITA-2023	0.60%	0.60%
ii) Applicable For Textiles Business as Per NBR (0.60%/22.50%*15%)	0.400%	0.40%
Sales Revenue and Other Income	18,945,333,771	15,020,426,513
Minimum Tax Amount on Sales Revenue	75,781,335	60,081,706
C) Advance Income Tax (Source Tax) Paid Under ITA-2023:	191,379,345	179,534,629
Since the applicable tax on Profit before tax (Tk. 194,888,576) is higher than the minimum Tax on Revenue under ITA-2023 (Tk. 75,781,335) and source tax deducted under Income Tax Act 2023 (Tk. 191,379,345), so the higher is provided as Tax Expense for the period ended June 30, 2024.		
Calculation of Effective Tax Rate:		
Current Income Tax Expenses	192,219,533	214,253,443
Deferred Tax Asset/ (Liability)	(2,800,677)	(33,134,146)
Total Tax Expenses	189,418,856	181,119,297
Effective Tax Rate (Total Tax Expenses / Profit Before Tax)	14.90%	14.46%

Particulars	2023-2024	2022-2023
	Taka	Taka
20. Sales Revenue:		
Sales Comprises the following:		
In Quantity (KG)		
Opening Stock	639,115	526,011
Production during the Year	52,341,364	42,586,429
Available for Sale	Kg. 52,980,479	43,112,440
Closing Stock	(554,097)	(639,115)
Sales during the year	Kg. 52,426,382	42,473,325
(To be accounted for as follows)		
Sales Accounted as follows:		
Export Sale of Yarns	52,426,382	42,473,325
	Kg. 52,426,382	42,473,325
In Taka		
Export Sale of Yarns	18,926,870,794	14,967,962,444
	Tk. 18,926,870,794	14,967,962,444

During the period sales increased by BDT 395.89 (26.45%) crore due to increased of yarn production from extension project at Habiganj and some BMRE as well as increased of yarn price.

21. Cost of Goods Sold:

Raw Materials Consumed (Note-21.1)	12,266,549,586	9,624,988,734
Packing Materials Consumed (Note-21.2)	195,183,911	150,876,500
Factory Overhead (Note- 21.3)	4,180,855,669	3,414,212,072
Cost of Goods Manufacturing	16,642,589,166	13,190,077,306
Work-In-Process (Opening)	198,222,447	131,982,572
Work-In-Process (Closing)	(237,866,325)	(198,222,447)
Cost of Production	16,602,945,288	13,123,837,431
Finished Goods (Opening)	172,850,750	140,133,748
Finished Goods (Closing)	(181,681,758)	(172,850,750)
Cost of Goods Sold	Tk. 16,594,114,280	13,091,120,429

21.1. Raw Materials Consumed:

In Quantity(KG)

Opening Stock	12,763,940	11,869,482
Purchase during the year	64,182,338	45,544,940
Raw Materials Available for Consumption	76,946,278	57,414,422
Closing Stock	(21,785,098)	(12,763,940)
Raw Materials Consumed	Kg. 55,161,180	44,650,482

In Taka

Opening Stock	3,142,303,957	1,712,022,186
Purchase during the year	14,225,421,392	11,055,270,505
Raw Materials Available for Consumption	17,367,725,349	12,767,292,691
Closing Stock	(5,101,175,763)	(3,142,303,957)
Raw Materials Consumed	Tk. 12,266,549,586	9,624,988,734

Consumption Ratio on Purchase

86.23%

87.06%

Particulars	2023-2024	2022-2023
	Taka	Taka
21.2. Packing Materials Consumed:		
Opening Stock	25,289,129	23,320,421
Purchase during the year	193,212,324	152,845,208
Available for production	218,501,453	176,165,629
Closing Stock	(23,317,542)	(25,289,129)
Packing Materials Consumed	Tk. 195,183,911	150,876,500
Consumption Ratio on Purchase	101.02%	98.71%
21.3. Factory Overhead:		
Factory Wages, Salary & Allowances	1,080,835,238	938,088,170
Travelling & Conveyance	388,790	168,445
Overseas Travelling	1,513,502	1,521,412
Recruitment & Training Expenses	132,793	110,350
Printing Expenses	611,424	382,023
Stationery Expenses	1,859,878	1,668,456
Software & Hardware Support Expenses	3,171,692	3,124,725
Production Workers' Free Lunch	5,809,356	5,194,633
Uniform & Liveries	453,710	409,718
Fuel, Petrol, Light, Diesel etc.	309,708,624	353,016,708
Electricity, Gas & Water	1,502,175,014	1,058,788,230
Factory Consumable Expense	71,003,662	60,764,452
Medical Expenses	1,905,581	1,687,266
Repairs & Maintenance of Vehicles	23,622,137	26,118,022
Papers, Books and Periodicals	12,120	12,148
Industrial All Risk Insurance Premium	25,423,992	25,469,281
Postage, Telephone, Fax & Telex	532,951	469,410
Govt. Tax, VAT & License Fees	3,957,270	7,390,102
Security Services	34,846,129	27,092,935
Spare Parts - Machinery	339,827,968	287,125,071
Group Insurance	1,536,566	1,331,734
Depreciation (Schedule-A)	771,527,272	614,278,781
Total	Tk. 4,180,855,669	3,414,212,072

Factory Wages, Salary & Allowances increased significantly (Tk 14.27 crore or 15.22%) due increase of Wages Scale of Textiles sector under Labour Law as well as increased of manpower capacity in extension project at Habiganj.

Fuel, Gas and Electricity cost increased significantly (Tk 40.01 crore or 28.34%) due to price hike of Diesel, Electricity and GAS as well as increased of energy consumption in extension project at Habiganj.

22. Administrative Overhead:

Salary and Allowances	122,044,604	129,081,943
Directors' Remuneration	63,592,500	63,592,500
Independent Directors' Honorarium	300,000	450,000
Travelling & Conveyance	940,778	879,140
Overseas Travelling	8,437,720	12,709,115
Recruitment & Training Expenses	297,304	252,776
Head Office Employees' Free Lunch	3,368,588	3,008,340

Particulars	2023-2024	2022-2023
	Taka	Taka
Uniform & Liveries	87,960	83,130
Printing Expenses	280,943	224,018
Stationery Expenses	523,732	482,571
Software & Hardware Support Expenses	3,294,723	2,976,830
Postage, Telephone, Fax & Telex	405,121	373,930
Electricity, Gas & Water	3,272,847	2,800,285
Office Consumable Expense	1,475,590	1,529,921
Rental Expenses	19,311,573	14,280,714
Vehicles Running & Maintenance	9,952,895	10,203,945
Medical Expenses	842,332	560,703
Group Insurance	514,724	469,574
Bank Charges & Commission	4,910,546	10,937,810
Fees & Subscription	15,880,971	10,749,122
Security Service	3,895,476	440,679
Govt. Tax, Stamp Duty & Licence Fees	4,641,064	265,812
Annual General Meeting Expenses	1,079,552	1,016,383
Audit Fees	1,052,250	874,000
Depreciation (Schedule-A)	8,741,792	9,055,528
Total	Tk. 279,145,585	277,298,769

- a) Audit Fees represent auditors' remuneration for audit of the Company's Financial Statements for the Year ended.
- b) The Rental Expenses incurred to use two floor spaces for office with two "one-year cancellable" (both parties three months notice period) contract. The Contracts don't offer any buying option or any assurance of post use minimum market price for the used floors. Considering exemptions allowed in IFRS-16 (Shorter contact tenor and small amount of rental expenses) the rental agreements not considered as finance lease.
- c) Directors' Remuneration is not included the Member Director of "Audit Committee" and "Nomination & Remuneration Committee"

23. Selling & Distribution Overhead:

Export Sale Expenses	24,283,588	19,466,822
Loading & Unloading	6,597,732	6,954,366
Total	Tk. 30,881,320	26,421,188

24. Finance Cost:

Interest on Deferred LC Loan	467,696,635	229,355,015
Interest on OD	149	4,248
Interest on Short Term Loan	141,434,725	43,208,284
Interest on Long Term Loan	97,138,848	37,850,629
Total	Tk. 706,270,357	310,418,176

Finance cost increased significantly (Tk 39.59 crore or 127.52%) due to increased of interest rate on loan financing as well as increased of loan amount for investment in extension project at Habiganj.

Interest expenses is derived from Long Term Loan, Short Term Loan and is recognized on an accrual basis. The finance cost includes no interest on any sort of borrowing from directors including managing director and managers.

25. Non-Operating Income:

Interest Income	455,464	11,042,398
Cash Incentive	473,200	537,000
Forfeited Provident Fund	1,654,255	897,968
Gain/ (Loss) on Disposal of Assets	5,950,000	260,145
Forex Exchange Rate Fluctuation Gain/ (Loss)	9,930,058	39,726,558
Total	Tk. 18,462,977	52,464,069

* P.F Forfeiture amount represents the amount forfeited from Employees Provident Fund and returned to the company as per guideline of FRC.

**Notes
Standalone**

Particulars	2023-2024	2022-2023
	Taka	Taka
26. Allocation for W.P.P.F & W.F:	63,567,725	62,627,045
This represents 5% of Net Income before Tax after charging the allocation as per provisions of the Companies Profit under Labour Act 2006 (Amended in 2018).		
27. Income Tax Expense for the Year:	192,219,533	214,253,443
This represents estimated Income Tax on Net Income for the Year and adjustment any short/excess provision for prior years.		
28. Earnings Per Share (EPS):		
Earning attributable to Ordinary Shares including other income	Tk. 1,081,935,648	1,071,421,609
Number of Ordinary shares	197,252,000	197,252,000
Earnings Per Share	Tk. 5.49	5.43
29. Net Asset Value (NAV) Per Share:		
Equity Attributable to the Owners of the Company	Tk. 9,588,681,769	9,098,502,121
Number of Ordinary shares	197,252,000	197,252,000
Net Asset Value (NAV) Per Share	Tk. 48.61	46.13
30. Net Operating Cash flows per Share (NOCFPS):		
Net Cash Generated (Used in) from Operating Activities	Tk. (2,349,366,649)	914,288,155
Number of Ordinary shares	197,252,000	197,252,000
Net Operating Cash flows per Share (NOCFPS)	Tk. (11.91)	4.64
31. Reconciliation of Net Profit with Cash Flows from Operating Activities:		
Profit After Tax	1,081,935,648	1,071,421,609
Adjustment to reconcile net profit to net cash provided by operating activities :		
Non-cash Expenses:	1,000,259,757	757,973,287
Depreciation	780,269,064	623,334,309
Deferred Tax	(2,800,677)	(33,134,146)
Net effect of foreign currency translation	222,791,370	167,773,124
Non-Operating Items:	(5,950,000)	(260,145)
(Gain)/Loss on Disposal of Assets	(5,950,000)	(260,145)
Changes in working Capital:	(4,425,612,054)	(914,846,596)
(Increase)/Decrease in Inventories	(2,135,657,381)	(1,562,001,355)
(Increase)/Decrease in Accounts Receivable	(2,230,219,710)	719,926,580
(Increase)/Decrease in Advances, Deposits & Prepayments	(80,250,903)	(94,884,732)
Increase/(Decrease) in Creditors & Other Payables	3,814,743	12,879,384
Increase/(Decrease) in Liabilities for Others Finance	46,312,707	66,322,505
Increase/(Decrease) in Income Tax Payable	(29,611,510)	(57,088,978)
Net Cash Generated (Used in) from Operating Activities	(2,349,366,649)	914,288,155
32. Number of Employees:		
No. of Employees:		
Below Tk. 120,012.00 p.a	-	-
Tk. 120,012.00 and Above	4,753	4,563
	4,753	4,563
Amount in Taka		
Below Tk. 120,012.00 p.a	-	-
Tk. 120,012.00 and Above	1,202,879,842	1,067,170,113
	Tk. 1,202,879,842	1,067,170,113

There is no Salary/Wages/Remuneration below Tk.10,001/- per month with w.e.f March-2024.

Particulars	2023-2024	2022-2023
	Taka	Taka
33. Key Management Personnel Compensation:		
During the year, the amount of compensation paid to Key Management Personnel including Board of Directors is as under (As para 17 of IAS 24):		
Short Term Employee Benefits	109,626,294	114,537,591
Post Employment Benefits	18,601,500	11,101,539
Other Long Term Benefits	-	-
Termination Benefits	-	-
Share Based Payment	-	-
34. Capital Expenditure Commitment:		
Contract for capital expenditure are being executed by the Contractors and running bills are accounted for but the unfinished contracts has not been reflected in this Financial Statements.		
35. Claim Acknowledgement:		
There was no claim against the Company not acknowledged as debt as on June 30, 2024.		
36. Contingent Liability:		
Contingent liabilities at the Balance Sheet date are as follows;		
36.1 Guarantee Issued by Bank in favor of Vendor (Utility, Insurance etc):		
Standard Chartered Bank	7,582,032	7,582,032
HSBC Bank Ltd.	4,011,670	4,011,670
Prime Bank PLC.	135,398,668	135,398,668
City Bank PLC.	96,000,205	35,915,205
Bank Alfalah	17,409,336	17,409,336
Total	Tk. 260,401,911	200,316,911
36.2 Contingent Liability under Import LC:		
Standard Chartered Bank	452,439,782	421,554,772
HSBC Bank Ltd.	926,882,746	942,693,302
Prime Bank PLC.	277,966,191	171,352,341
City Bank PLC.	734,735,343	626,533,991
Total	Tk. 2,392,024,062	2,162,134,406
37. Production Capacity and Utilization:		
Capacity Installed: (In Qty.)		
No. of Spindles Installed	173,950	129,262
No. of Rotor Heads Installed	5,192	5,192
No. of Vortex Heads Installed	3,168	3,168
Capacity Utilised: (In Qty.)		
No. of Spindles Operated	173,950	129,262
No. of Rotor Heads Operated	5,192	5,192
No. of Vortex Heads Operated	3,168	3,168
Production Target (In Kg):		
-At Equivalent 30s Count (Ring Yarn)	25,138,192	19,234,705
- At Equivalent 14s Count (O/E Yarn)	12,694,523	11,023,466
- At Equivalent 30s Count (Vortex Yarn)	10,963,241	10,545,795
	48,795,956	40,803,966
Actual Production (In Kg):		
-At Equivalent 30s Count (Ring Yarn)	23,600,554	18,223,198
- At Equivalent 14s Count (O/E Yarn)	11,938,261	10,425,567
- At Equivalent 30s Count (Vortex Yarn)	10,285,872	9,941,652
	45,824,687	38,590,417

During the last few years we had to face hard competition in the national & international market. To cope with the situation we have adopted multiple product mix to attain high margin as strategy of value addition through product differentiation. Hence, we have restated the production capacity installation criterion and actual production quantity to make them (The production data) equivalent & comparable.

Particulars	2023-2024	2022-2023
	Taka	Taka
38 Dividend Paid to the Shareholders:		
During the year under review total cash dividend amounting to Tk. 591,756,000 has been paid to the shareholders.		
39. Credit Facility:		
There was no credit facility available to the Company under any contract other than bank credit facility and trade credit available in the ordinary course of business.		
40. Related Party Transaction:		
During the year, the Company carried out a number of transactions with related parties in the normal course of business and on an arms' length basis. The name of related parties, nature of relationship and their total value have been set out in accordance with the provisions of IAS 24 : Related Party Disclosure.		
Transaction with Sqaure Pharmaceuticals PLC. (SPL):		
Opening Balance		
Total Received	5,466,850,000	4,035,238,300
Total Paid	(5,466,850,000)	(4,035,238,300)
Closing Balance- Receivable/ (Payable)	Tk. -	-
Transaction with Aegis Services Ltd. (ASL):		
Opening Balance	(31,816)	-
Total Service Received	(47,716,424)	(24,178,804)
Total Paid	47,748,240	24,146,988
Closing Balance- Receivable/ (Payable)	Tk. -	(31,816)
Transaction with Square Informatix Ltd. (SIL):		
Opening Balance	-	(76,188)
Total Service Received	(3,974,767)	(4,956,760)
Total Paid	3,974,767	5,032,948
Closing Balance- Receivable/ (Payable)	Tk. -	-
Transaction with Square Hospitals Ltd. (SHL):		
Opening Balance	(255,477)	-
Total Service Received	(2,608,593)	(2,005,809)
Total Paid	2,864,070	1,750,332
Closing Balance- Receivable/ (Payable)	Tk. -	(255,477)
Transaction with Square Fashions Ltd. (SFL):		
Opening Balance	303,080,480	206,863,139
Total Goods Delivered	1,595,588,644	1,045,498,606
Total Received	(1,341,883,515)	(949,281,265)
Closing Balance- Receivable/ (Payable)	Tk. 556,785,609	303,080,480
Transaction with Square Denims Ltd. (SDL):		
Opening Balance	269,349,031	180,748,131
Total Goods Delivered	2,248,397,156	1,034,853,059
Total Received	(1,746,771,630)	(946,252,159)
Closing Balance- Receivable/ (Payable)	Tk. 770,974,557	269,349,031
Transaction with Square Apparels Ltd. (SApL):		
Opening Balance	71,756,814	85,409,363
Total Goods Delivered	589,034,347	262,234,442
Total Received	(564,723,984)	(275,886,991)
Closing Balance- Receivable/ (Payable)	Tk. 96,067,177	71,756,814
41. Event after Balance sheet date:		
41.01 The Board of Directors in it's meeting held on October 22, 2024 approved the financial statements for the year ended June 30, 2024. The Board of Directors also authorised the same for issue.		
41.02 The Board of Directors of SQUARE Textiles PLC. as it's 29th board meeting held on October 22, 2024 has recommended @ 32.00% cash dividend {i.e. Tk. 3.20 (Tk. Three and Twenty Paise) per share} for the year ended June 30, 2024. These dividends are subject to the approval by the shareholders at the forthcoming Annual General Meeting of the company. The total amount of Proposed Cash Dividend for the year 2023-24 is calculated at Tk. 63,12,06,400/-		
41.03 Except above no other significant event occurred till the date of signing the financial statements.		

SQUARE TEXTILES PLC.

SCHEDULE OF PROPERTY, PLANT & EQUIPMENT

As at June 30, 2024

Schedule-A
Amount in Taka

Particulars	Cost			Depreciation			W.D.V As At 30th June-2024
	At 01st July 2023	During the Period		At 01st July 2023	During the Period		
		Additions	Sales/ Obsolete		Charged	Adjustments	
Factory:							
Land & Land Development	680,955,307	1,215,100	-	682,170,407	-	-	682,170,407
Building-Factory & Utility	1,356,865,895	595,070,965	-	1,951,936,860	635,410,007	72,907,301	1,243,619,552
Building-Others	379,562,365	6,731,929	-	386,294,294	265,124,347	13,715,973	107,453,974
Sheds	22,346,112	1,498,593	-	23,844,705	17,570,725	1,494,759	4,779,221
Plant & Machinery	9,068,073,480	2,811,981,749	(31,643,340)	11,848,411,889	4,884,379,918	553,371,392	6,442,303,919
Laboratory Equipment	62,322,199	60,471,732	-	122,793,931	26,352,864	17,769,440	78,671,627
Electrical Installation	410,440,351	406,183,723	-	816,624,074	302,025,541	79,225,824	435,372,709
Gas Line Installation	43,678,531	-	-	43,678,531	32,726,282	2,087,291	34,813,573
Motor Vehicles	164,243,920	46,658,275	(20,370,003)	190,532,192	131,858,336	17,544,247	129,032,580
Office Equipment	25,075,849	458,490	-	25,534,339	19,742,982	1,702,001	4,089,356
Furniture & Fixture	15,868,717	92,000	-	15,960,717	15,188,335	282,617	489,765
Computer	4,052,623	332,800	-	4,385,423	4,031,178	46,760	307,485
Boundary Wall	51,420,826	5,857,383	-	57,278,209	28,425,741	3,321,567	31,747,308
Deep Tube-Well	2,730,800	-	-	2,730,800	2,697,239	5,837	2,703,076
Safety & Security Equipment	2,243,507	14,961,815	-	17,205,322	2,202,406	207,345	14,795,571
Communication and Network Equipment	7,007,669	-	-	7,007,669	6,154,365	422,326	430,978
Other Assets	43,523,882	8,596,352	-	52,120,234	26,082,565	7,422,592	33,505,157
Sub Total - Factory	12,340,412,033	3,960,110,906	(52,013,343)	16,248,509,596	6,399,972,831	771,527,272	7,119,486,760
Head Office:							
Motor Vehicles	43,057,071	3,320,000	-	46,377,071	19,282,585	8,277,302	18,817,184
Office Equipment	408,396	835,051	-	1,243,447	256,898	75,831	910,718
Furniture & Fixture	-	940,320	-	940,320	-	47,016	893,304
Computer	310,150	72,164	-	382,314	287,760	13,072	300,832
Hardware & Software	2,300,000	-	-	2,300,000	1,369,046	328,571	1,697,617
Sub Total - Head Office	46,075,617	5,167,535	-	51,243,152	21,196,289	8,741,792	21,305,071
Grand Total: Current Year	12,386,487,650	3,965,278,441	(52,013,343)	16,299,752,748	6,421,169,120	780,269,064	7,149,424,841
Grand Total: Last Year	12,087,504,492	430,455,280	(131,472,122)	12,386,487,650	5,926,117,077	623,334,309	6,421,169,120

SQUARE TEXTILES PLC.

Position of Share Holdings
As on June 30, 2024

Position of shareholding of ordinary shares as on June 30, 2024

Schedule-B

SI No.	Share Holders' Group	2023-2024		2022-2023	
		No. of Shares	% of Holding	No. of Shares	% of Holding
1	Sponsors	121,959,707	61.83	121,959,707	61.83
2	Foreign Investors	5,421,273	2.75	6,062,644	3.07
3	Financial and other Institutions	44,209,167	22.41	44,215,173	22.42
4	General Public	25,661,853	13.01	25,014,476	12.68
	Total -	197,252,000	100.00	197,252,000	100.00

Distribution schedule of each class of Equity security setting out the number of Holders and Percentage as on 30 June, 2024







SI No.	Range of Holdings	As per Folio		As per BO ID		Total Share Holding`	% of Holding
		No. of holders	Holdings	No. of holders	Holdings		
1	Less than 500 shares	3,499	285,952	7,485	952,023	1,237,975	0.63
2	500 to 5,000 shares	245	277,685	3,606	5,659,956	5,937,641	3.01
3	5001 to 10,000 shares	7	54,221	374	2,764,649	2,818,870	1.43
4	10,001 to 20,000 shares	4	58,452	195	2,826,221	2,884,673	1.46
5	20,001 to 30,000 shares	2	54,478	69	1,734,643	1,789,121	0.91
6	30,001 to 40,000 shares	2	65,762	34	1,209,386	1,275,148	0.65
7	40,001 to 50,000 shares	3	140,791	29	1,370,569	1,511,360	0.77
8	50,001 to 100,000 shares	2	168,484	46	3,287,014	3,455,498	1.75
9	100,001 to 1,000,000 shares	6	3,321,345	49	16,384,868	19,706,213	9.99
10	Over 1,000,000 shares	8	61,895,160	9	94,740,341	156,635,501	79.40
	Total	3,778	66,322,330	11,896	130,929,670	197,252,000	100.00

SUBSIDIARY



Financial Statement

Year Ended June, 2024

 Directors' Report	- 116
 Auditors' Report	- 118
 Statement of Financial Position	- 120
 Statement of Profit or Loss and other Comprehensive Income	- 121
 Statement of Changes in Equity	- 122
 Statement of Cash Flows	- 123

SQUARE TEXCOM LIMITED

DIRECTORS' REPORT

to the Members

Year ended
30 June, 2024.

I have the pleasure on behalf of the Board of Directors submitting to you its Report along with its audited accounts containing the Statement of Financial Position as of June 30, 2024, Statement of Profit or loss and other Comprehensive Income, Changes in Equity and Cash Flows for the year ended June 30, 2024, and the Auditor's Report thereon in terms of the provisions of section 184 of the Companies Act 1994 and IAS codes:

MARKET OPERATIONS

Similar to the Square Textiles PLC, Square Texcom Limited has been also based on exports at 100%. This is in line with the group's policy of export production in the greater interest of the Company.

SHAREHOLDING

The Company has issued a total of 43,35,502 shares of Tk. 100 each. The present shareholding pattern of the company is as follows:

Name of the Shareholders	Shareholding (shares)	(%)
Mr. Samuel S Chowdhury	1,166	0.03
Mr. Tapan Chowdhury	1,166	0.03
Mr. Anjan Chowdhury	1,166	0.03
Mrs. Ratna Patra	1,166	0.03
Mrs. Anita Chowdhury	336	0.01
M/s Square Textiles PLC.	43,30,502	99.87
Total -	43,35,502	100.00

On the basis of the above shareholdings, Square Texcom Limited has the status of a subsidiary of Square Textiles PLC.

BOARD OF DIRECTORS

The following persons are the Members of the Board of Directors of the Company:

Mr. Samuel S Chowdhury	Chairman
Mrs. Ratna Patra	Vice-Chairman
Mr. Anjan Chowdhury	Managing Director
Mr. Tapan Chowdhury	Director
Mr. Abul Kalam Azad	Director
(Nominee of Square Textiles PLC.)	

OPERATIONAL RESULTS

The operational performance during the years 2023-2024, along with a comparison with 2022-2023, is as follows:

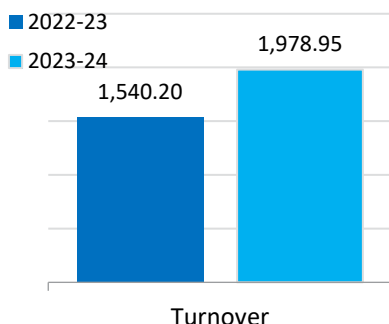
Particulars	In million	
	2023-24	2022-23
Turnover	1,978.95	1,540.20
Gross Profit	174.02	138.65
Net Profit (AT)	79.92	73.94
Gross Margin	8.79	9.00%
Net Margin (AT)	4.04	4.80%
Earning Per Shares	18.43	17.05
Par value Tk. 100		

The above reveals that the Turnover, Gross Profit and Net Profit (AT) increased by 28.45%, 25.51% and 8.08% respectively during the year under review.

The company's financial results for 2023-2024 show a positive business result due to increase of yarn production by 1,073 ton from BMRE

Year ended
30 June, 2024.

project as well as increased of Yarn price in spite of the GAS supply crisis, rising energy costs, significant diesel price increases, and USD exchange rate.



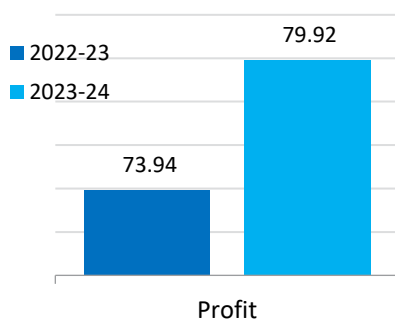
CAPITAL EXPENDITURE

A contract for capital expenditure is being executed by the Contractors and running bills are accounted for but the unfinished contracts have not been reflected in this Financial Statements.

APPROPRIATION OF PROFIT

The Board of Directors decided to transfer the entire profit to the General Reserve for ploughing back in the long-term interest of the shareholders.

As such the Board of Directors did not recommend for declaration of any dividend for the year 2023-2024.



FINANCIAL POSITION

The Statement of Financial Position as on 30 June, 2024, Statement of Profit or Loss and other Comprehensive Income, Changes in Equity and Cash Flows ended at 30 June, 2024 are placed herewith.

APPOINTMENT OF AUDITORS

M/s. Chowdhury Bhattacharjee & Co., Chartered Accountants, Auditors of the Company, retire at this Annual General Meeting and being eligible have offered themselves for appointment as Auditors for the year 2024-2025 and re-fixation of their remuneration.

ACKNOWLEDGEMENT

The Board of Directors thankfully acknowledges the devotion and dedication of all the workers, employees and officers without which the Company's operation could not have attained the successes as reported above.

The Board also records with appreciation the support, service and co-operation rendered by all concerned.

Samuel S Chowdhury
Chairman

চৌধুরী ভট্টাচার্য্য এন্ড কোং
CHOWDHURY BHATTACHARJEE & CO.
CHARTERED ACCOUNTANTS

DHAKA OFFICE : 47/2, Indira Road, Dhaka-1215
Ph : 9123236, Fax : 8802-8120187
CTG. OFFICE : 922, Jubilee Road, Ctg.-4000
Ph : 031-614907 (O) 624228 (R)

INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDERS' OF SQUARE TEXCOM LIMITED

Opinion

We have audited the accompanying Financial Statements of Square Texcom Limited, which comprises the Statement of Financial Position as at 30 June, 2024 Statement of Profit or Loss and other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended and Notes to the Financial Statements, including a summary of significant accounting policies.

In our opinion, the Financial Statements prepared in accordance with International Financial Reporting Standards (IFRS), give a true and fair view of the state of the company's affairs as at 30 June, 2024 and of the results of its operations and its Cash Flows for the year then ended and comply with the Companies Act 1994 and other applicable laws and regulations.

Basis for Opinion

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidences that is sufficient and appropriate to provide a basis for audit 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

চৌধুরী ভট্টাচার্য্য এন্ড কোং
CHOWDHURY BHATTACHARJEE & CO.
CHARTERED ACCOUNTANTS

DHAKA OFFICE : 47/2, Indira Road, Dhaka-1215
Ph : 9123236, Fax : 8802-8120187
CTG. OFFICE : 922, Jubilee Road, Ctg.-4000
Ph : 031-614907 (O) 624228 (R)

internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidences obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidences obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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



Saptam Biswas, FCA

Partner, Chowdhury Bhattacharjee & Co.
(Chartered Accountants)

Enrollment No: 1615
DVC: 2410081615AS730109

October 08, 2024
Dhaka

SQUARE TEXCOM LIMITED

Statement of Financial Position As at June 30, 2024

Particulars	30 June, 2024		30 June, 2023	
		Taka		Taka
ASSETS:				
Non-Current Assets				
Property, Plant & Equipment- Carrying Value	04	873,262,206	490,093,102	
Capital Work In Progress	05	97,732,014	528,899,841	
		970,994,220	1,018,992,943	
Current Assets				
Inventories	06	633,078,456	578,719,667	
Trade Receivable	07	595,121,680	289,482,716	
Advances, Deposits & Prepayments	08	50,001,860	48,786,165	
Cash & Cash Equivalents	09	67,274,843	122,174,936	
		1,345,476,839	1,039,163,484	
TOTAL ASSETS		2,316,471,059	2,058,156,427	
SHAREHOLDERS' EQUITY & LIABILITIES:				
Shareholders' Equity				
Share Capital	10	433,550,200	433,550,200	
Retained Earnings	11	647,319,007	567,401,914	
		1,080,869,207	1,000,952,114	
Non-Current Liabilities				
Deferred Tax Liability	12	34,736,610	38,771,808	
		34,736,610	38,771,808	
Current Liabilities & Provisions				
Short Term Bank Loan (Secured)	13	1,137,540,886	970,575,484	
Creditors & Other Payables	14	18,120,972	10,877,617	
Liabilities for Others Finance	15	24,353,834	15,119,549	
Provision for Income Tax	16	20,849,550	21,859,855	
		1,200,865,242	1,018,432,505	
TOTAL LIABILITIES		1,235,601,852	1,057,204,313	
TOTAL SHAREHOLDERS' EQUITY & LIABILITIES		2,316,471,059	2,058,156,427	
	26	249.31	230.87	


Anjan Chowdhury
Managing Director


Samuel S Chowdhury
Chairman


Md. Ashrafur Rahman
Company Secretary


Saptam Biswas, FCA
Partner, Chowdhury Bhattacharjee & Co.
(Chartered Accountants)
Enrollment No: 1615
DVC: 2410081615AS730109

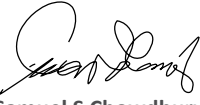
October 08, 2024
Dhaka

SQUARE TEXCOM LIMITED

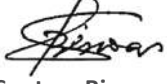
Statement of Profit or Loss and Other Comprehensive Income For the Year Ended June 30, 2024

Particulars		2023-2024	2021-2022
		Taka	Taka
Sales Revenue	17	1,978,954,300	1,540,199,778
Cost of Goods Sold	18	1,804,934,974	1,401,548,968
Gross Profit		174,019,326	138,650,810
Administrative Overhead	19	20,753,495	20,447,800
Selling and Distribution Overhead	20	4,709,990	4,171,899
Profit from Operations		148,555,841	114,031,111
Finance Cost	21	51,854,108	32,302,174
Non-Operating Income	22	3,101,664	9,136,639
Profit Before W.P.P.F & W.F		99,803,397	90,865,576
Allocation for W.P.P.F & W.F	23	4,752,543	4,326,932
Profit Before Tax		95,050,854	86,538,644
Income Tax Expense (Current)	16	19,168,959	18,063,574
Deferred Tax Expenses (Income)	12	(4,035,198)	(5,464,151)
Profit After Tax for The Period		79,917,093	73,939,221
Earnings Per Share (EPS)	25	18.43	17.05


Anjan Chowdhury
Managing Director


Samuel S Chowdhury
Chairman


Md. Ashrafur Rahman
Company Secretary


Saptam Biswas, FCA
Partner, Chowdhury Bhattacharjee & Co.
(Chartered Accountants)
Enrollment No: 1615
DVC: 2410081615AS730109

October 08, 2024
Dhaka

SQUARE TEXCOM LIMITED

Statement of Changes in Equity For the Year Ended June 30, 2024

Amount in Taka

Particulars	Share Capital	Retained Earnings	Total
Balance as at July 01, 2023	433,550,200	567,401,914	1,000,952,114
Net Profit For the Year Ended June 30, 2024	-	79,917,093	79,917,093
Balance As at June 30, 2024	433,550,200	647,319,007	1,080,869,207

For the Year Ended June 30, 2023

Amount in Taka

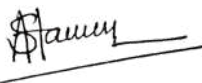
Particulars	Share Capital	Retained Earnings	Total
Balance as at July 01, 2022	433,550,200	493,462,693	927,012,893
Net Profit For the Year Ended June 30, 2023	-	73,939,221	73,939,221
Balance As at June 30, 2023	433,550,200	567,401,914	1,000,952,114



Anjan Chowdhury
Managing Director



Samuel S Chowdhury
Chairman



Md. Ashrafur Rahman
Company Secretary



Saptam Biswas, FCA
Partner, Chowdhury Bhattacharjee & Co.
(Chartered Accountants)
Enrollment No: 1615
DVC: 2410081615AS730109

October 08, 2024
Dhaka

SQUARE TEXCOM LIMITED


Statement of Cash flows For the Year Ended June 30, 2024

Particulars	2023-2024	2022-2023
	Taka	Taka
Cash Flows from Operating Activities:		
Receipts from Sales Revenue	1,673,315,336	1,605,978,821
Exchange Fluctuation Gain (Realization from Transaction)	44,809,634	20,106,425
Receipts/ (Payment) from Other Income/ Expenses	149,027	116,838
Total Receipts	1,718,273,997	1,626,202,084
Payment for Supplies and Other Services	(1,364,036,438)	(1,393,338,934)
Paid for Operating & Non-operating Expenses	(424,743,362)	(341,771,724)
Interest Expenses Paid	(42,798,784)	(25,131,579)
Income Tax Paid	(20,922,913)	(33,024,921)
Total Payments	(1,852,501,497)	(1,793,267,158)
Net Cash Flow From (Used in) Operating Activities	(134,227,500)	(167,065,074)
Cash Flows from Investing Activities:		
Purchase of Property, Plant & Equipment	(45,780,998)	(138,882,089)
Sales of Property, Plant & Equipment	-	1,020,011
Net Cash Generated (Used in) from Investing Activities	(45,780,998)	(137,862,078)
Cash Flows from Financing Activities:		
Short Term Bank Loan Received/ (Repaid)	166,965,402	312,605,377
Net Cash Generated (Used in) from Financing Activities	166,965,402	312,605,377
Increase/ (Decrease) in Cash & Cash Equivalents	(13,043,096)	7,678,225
Net effect of foreign currency translation	(41,856,997)	(11,672,953)
Opening Cash & Cash Equivalents	122,174,936	126,169,664
Closing Cash & Cash Equivalents	67,274,843	122,174,936
Net Operating Cash Flows Per Share	(30.96)	(38.53)


Anjan Chowdhury
Managing Director


Samuel S Chowdhury
Chairman


Md. Ashrafur Rahman
Company Secretary


Saptam Biswas, FCA
Partner, Chowdhury Bhattacharjee & Co.
(Chartered Accountants)
Enrollment No: 1615
DVC: 2410081615AS730109

October 08, 2024
Dhaka



**Products of
Square Tex**

Yarns

100% Viscose & Blended
100% Tencel & Blended
100% Modal & Blended
100% Cotton Combed
100% Cotton Karded
Duo Core Spun
Open end Slub
Core Spun
OpenEnd
Compact
Organic
Vortex
Neppy
Inject
Pima
Cmia
Siro
Slub
Flex



SQUARE
Textiles PLC.

SQUARE TEXTILES PLC.

Square Centre, 48, Mohakhali Commercial Area
Dhaka-1212

PROXY FORM

I/We _____

of _____

being a member of Square Textiles PLC., do hereby appoint

Mr./Mrs./Miss _____

of _____

as my/our proxy to attend and vote for me/us on my/our behalf at the 29th Annual General Meeting of the Company to be held on Wednesday the 18th December, 2024 at 11:00 a.m. under virtual platform through the link <https://agmbd.live/squaretextiles2024>.

As witness my hand this day of _____ 2024.

Signature of the Proxy
Dated:

Signature of the Member
Dated:

Folio/BOID

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

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

Affix
Revenue
Stamp

Signature Verified

Authorized Signatory
Square Textiles PLC.

স্কার টেক্সটাইলস্ পিএলসি.

স্কার সেন্টার, ৪৮ মহাখালী বাণিজ্যিক এলাকা, ঢাকা-১২১২

প্রস্তুতি ফর্ম

আমি/আমরা _____

ঠিকানা _____

স্কার টেক্সটাইলস্ পিএলসি. এর সদস্য হিসেবে

জনাব/ জনাবা _____

ঠিকানা _____

আমরা/আমাদের প্রতিনিধি হিসেবে আগামী রোজ বুধবার, ১৮ই ডিসেম্বর, ২০২৪ সকাল ১১:০০ ঘটিকায় ভারুয়াল প্ল্যাটফর্ম এর অধিনে <https://agmbd.live/squaretextiles2024> লিঙ্ক এর মাধ্যমে অনুষ্ঠিতব্য কোম্পানীর ২৯তম বার্ষিক সাধারণ সভায় এবং এর মূলতবী ঘোষিত সভায় আমার/আমাদের পক্ষে উপস্থিত থাকিবার এবং ভোট প্রদান করিবার জন্য নিযুক্ত করিলাম।

স্বাক্ষর হিসেবে অদ্য, ২০২৪ তারিখে আমি/আমরা এই দলিলে সজ্ঞানে স্বাক্ষর করিলাম।

প্রতিনিধির স্বাক্ষর তারিখ: _____ সদস্যের স্বাক্ষর তারিখ: _____

ফলিও/বিওআইডি নম্বর

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

বিঃ দ্রঃ বার্ষিক সাধারণ সভায় যোগদানের অধিকারী শেয়ার হোল্ডার তার পরিবর্তে বার্ষিক সাধারণ সভায় যোগদানের জন্য একজন প্রতিনিধি নিয়োগ করিতে পারেন। প্রস্তুতি ফর্ম যথাযথ পূরণের পর সভা অনুষ্ঠানের ৪৮ ঘন্টা পূর্বে কোম্পানীর রেজিস্টার্ড অফিসে জমা দিতে হইবে

রাজেশ
স্ট্যাম্প
সংযুক্ত
করুন

স্বাক্ষর পরীক্ষিত

অনুমোদনকারীর স্বাক্ষর
স্কার টেক্সটাইলস্ পিএলসি.

CORPORATE PROFILE

Date of Incorporation

15 October 1994

Authorized Capital

BDT 3,000 million

Paid-up Capital

BDT 1,972.52 million

Business Line

Manufacturing and Marketing of 100% Export oriented Viscose, Tencel, Modal and Cotton (Natural and Artificial fibers) yarns.

Registered Office

Square Centre
48, Mohakhali C.A.
Dhaka-1212
Bangladesh

Factories

1. Sardagonj, Kashimpur
Gazipur, Bangladesh
2. Olipur, Hobigonj
Bangladesh

Listing in 2002

Dhaka Stock Exchange PLC.
Chittagong Stock Exchange PLC.

Subsidiary Company

Square Texcom Ltd.

Phone

880-2-8833047-56,
Ext-229, 585

Website

www.textile.squaregroup.com

Email

cs@squaregroup.com

CORPORATE COMPLIANCE

For the Financial Year 2022-2023

Dividend Recommended

23 October 2023

Record Date for 28th AGM

16 November 2023

28th Annual General Meeting

14 December 2023

Dividend Issued

10 January 2024

For the Financial Year 2023-2024

Publication of 1st Qtr. Financial Report

14 November 2023

Publication of 2nd Qtr. Financial Report

31 January 2024

Publication of 3rd Qtr. Financial Report

29 April 2024

Transfer of Unclaimed/Unsettled cash dividend 2019 to CMS Fund

09 May 2024

Dividend Recommended

22 October 2024, 32% (Cash)

Audited Financial Report to BSEC, DSE and CSE

11 November 2024

Record Date for 29th AGM

21 November 2024

Notice of 29th AGM

27 November 2024

29th Annual General Meeting

18 December 2024

Dividend Payable

By 16 January 2025





Registered Address

Corporate Headquarters
Square Centre
48 Mohakhali Commercial Area,
Dhaka, Bangladesh
Phone: +88-02-9859007, 8833047-56
www.textile.squaregroup.com

SQUARE TEXTILES PLC.