

ANNUAL REPORT 2018

GRAINS FOR
GROWING
BANGLADESH

বড়বাড়ি
তড়াতড়ি

বড়বাড়ি
তড়াতড়ি



AMAN FEED LIMITED

2 Ishakha Avenue Sector# 6, Uttara, Dhaka-1230

Tel: +88 02 7911691-3, +88 02 7911016, +88 02 58956706, Fax: +88 02 8920510



কাজ করি
দেশ গড়ি



Welcome



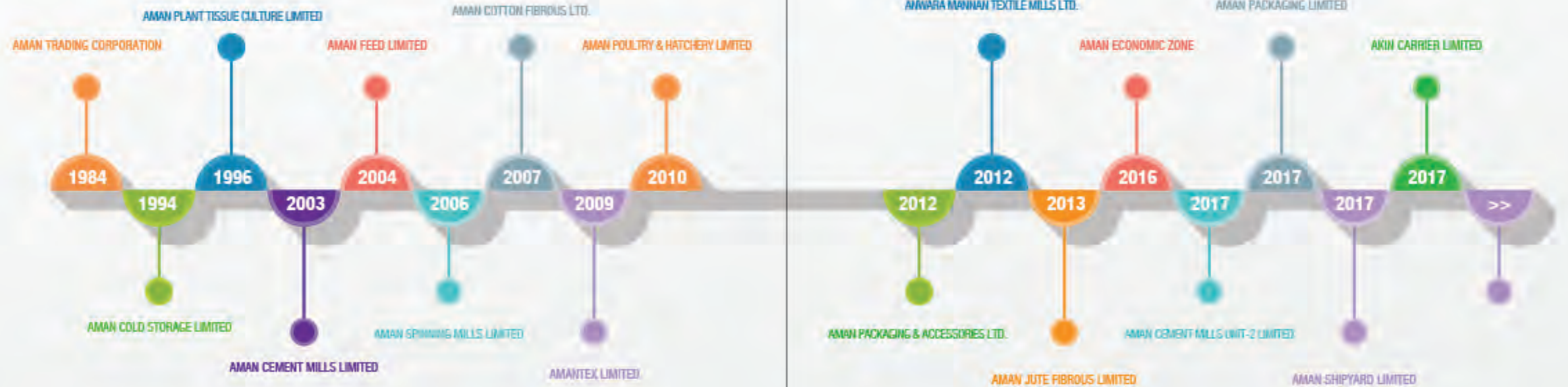
Scan for Corporate Video



কাজ করি
দেশ গড়ি



AMAN GROUP TIMELINE



বাড়বাড়ি
তড়াতড়ি



AMAN GROUP CORPORATE INFORMATION

TEXTILE

AMANTEX LTD.

Address	: Boiragirchala, Sreepur, Gazipur
Product	: Basic T-Shirt, Polo Shirt, Tank Top Hoody Jackets, Bodies For New Born & Infants Leggings, Trouser Top Bottom Set, Etc.
Year of Establishment	: 2008
Year of Commercial Production	: July, 2009
Total Area	: 24,000 Sqr. Mtr.
Total Covered Area	: 51,375 Sqr. Mtr.
Total Manpower	: 4,900 nos.
Production Capacity	: Garments: 8,333 doz/day, Dyeing: 25 M.Ton/day Kitting: 20 M.Ton/day Other facilities: Sueding, Brushing, Printing, Embroidering.

AMANTEX UNIT-2 LTD.

Address	: Boiragirchala, Sreepur, Gazipur
Product	: Basic T-Shirt, Polo Shirt, Tank Top Hoody Jackets, Bodies For New Born & Infants Leggings, Trouser Top Bottom Set, Etc.
Year of Establishment	: 2013
Year of Commercial Production	: 2014
Total Area	: 14,000 Sqr. Mtr.
Total Covered Area	: 41,750 Sqr. Mtr.
Total Manpower	: 4,700 nos.
Production Capacity	: Garments: 6,666 doz/day

AMAN COTTON FIBROUS LIMITED

Address	: Boiragirchala, Sreepur, Gazipur
Product	: Carded Cotton Yarn, Combed Cotton Yarn
Year of Establishment	: 2006
Year of Commercial Production	: 2007
Total Area	: 30,000 Sqr. Mtr.
Total Covered Area	: 18,000 Sqr. Mtr.
Total Manpower	: 890 nos.
Production Capacity	: 6,195 M.Ton/year

AMAN COTTON FIBROUS UNIT-2 LIMITED

Address	: Boiragirchala, Sreepur, Gazipur
Product	: 100% Cotton: Ne 20s/1 to 40/1. Synthetic: Poly Cotton Blend, Viscose, Milange.
Year of Establishment	: On Going
Year of Commercial Production	: On Going
Total Area	: 30,000 Sqr. Mtr.
Total Covered Area	: 18,000 Sqr. Mtr.
Total Manpower	: 890 nos.
Production Capacity	: 6,195 M.Ton/year

ANWARA MANNAN TEXTILES MILLS LTD.

Name of the Company	: Anwara Mannan Textile Mills Ltd.
Address	: Boiragirchala, Sreepur, Gazipur
Product	: Ne 20s/1 to 40s/1, Combed Cotton Yarn Ne 20s/1 to 40s/1, Semi Combed Cotton Yarn Ne 20s/1 to 40s/1
Year of Establishment	: 2010
Year of Commercial Production	: 2012
Total Area	: 50,400 Sqr. Mtr.
Total Covered Area	: 30,000 Sqr. Mtr.
Total Manpower	: 1530 nos.
Production Capacity	: 15,000 M.Ton/Year

AMAN PACKAGING & ACCESSORIES LTD.

Address	: Boiragirchala, Sreepur, Gazipur
Product	: All Kinds of Poly, Twill Tape, Normal Elastic, Gum Tape, Paper Cone
Year of Establishment	: 2014
Year of Commercial Production	: 2015
Total Area	: 5760 Sqr. Mtr.
Total Covered Area	: 5600 Sqr. Mtr.
Total Manpower	: 120 nos.
Production Capacity	: 1. Poly: 8 M.Ton/day 2. Twill Tape: 41600 yds/day 3. Gum Tape: 1.75 M.Ton/day 4. paper Cone: 60000 pcs/day 5. Cartoon: 200000 pcs/day



CONSTRUCTION MATERIALS

AMAN CEMENT MILLS LTD.

Name of the Company	: Aman Cement Mills Limited
Address	: Ullapara R/S, Ullapara, Sirajgonj.
Product	: Portland Cement
Year of Establishment	: 2001
Year of Commercial Launching	: 2003
Total Area	: 21,000 Sqr.mtr
Total Covered Area	: 13,346 Sqr.mtr
Total Manpower	: 300 nos.
Production Capacity	: 750 M. Ton/day

AMAN CEMENT MILLS UNIT-2 LTD.

Name of the Company	: Aman Cement Mills Unit-2 Limited
Address	: Haria, Baiddyer Bazar, Sonargaon, Narayangonj
Product	: Portland & Composite Cement
Year of Commercial Launching	: 2017
Total Area	: 1,08,000 m2
Total Covered Area	: 70,000 m2
Total Manpower	: 350
Production Capacity	: 10,000 TPD



COLD STORAGE

With a view to preserve and storage of table Potato's and Seed Potato these Companies were formed and established 5 (five) Cold Storage and Seed Storage with a total capacity 72,850 MT Potato

AMAN COLD STORAGE LIMITED

Address	Modonhali, Nowahata Pouroshova, Rajshahi
Product	Table Potato & Seed Potato
Year of Establishment	1995
Year of Commercial Launching	1996
Total Area	18,400 Sqr.mtr
Total Covered Area	20,000 Sqr.mtr
Total Manpower	80 nos.
Storing Capacity	14,500 M. Ton

AMAN AGRO INDUSTRIES LIMITED

Address	Mohonpur, Upazilla, Rajshahi
Product	Table Potato
Year of Establishment	2002
Year of Commercial Launching	2003
Total Area	24,600 Sqr.mtr
Total Covered Area	30,000 Sqr.mtr
Total Manpower	100 nos.
Storing Capacity	16,500 M. Ton

MILAN COLD STORAGE LIMITED

Address	BSCIC, Soupara, Rajshahi.
Product	Table Potato & Seed Potato
Year of Establishment	2000
Year of Commercial Launching	2000
Total Area	10,800 Sqr.mtr
Total Covered Area	20,000 Sqr.mtr
Total Manpower	80 nos.
Storing Capacity	14,350 M.Ton

A M COLD STORAGE LIMITED

Address	Kashimbazar, Tanore, Rajshahi
Product	Table Potato
Year of Establishment	2011
Year of Commercial Launching	2012
Total Area	21,600 Sqr.mtr
Total Covered Area	30,000 Sqr.mtr
Total Manpower	100 nos.
Storing Capacity	16,500 M.Ton

AMAN SEEDS STORAGE LIMITED

Address	Madanhati, Paba Rajshahi
Product	Seed Potato
Year of Establishment	2011
Year of Commercial Launching	2012
Total Area	8,100 Sqr.mtr
Total Covered Area	11,620 Sqr.mtr
Total Manpower	60 nos.
Storing Capacity	11,000 M.Ton



AGRO BASED INDUSTRIES

AMAN POULTRY & HATCHERY LIMITED

Address	Fadilpur, Kakonhat, Godagari, Rajshahi.
Product	Day Old Chicks (DOC)
Year of Establishment	2010
Year of Commercial Production	2012
Total Area	18,400 Sqr. Mtr.
Total Covered Area	12,995 Sqr. Mtr.
Total Manpower	500 nos.
Production Capacity	500,000/Week, 84,00,000 Chicks.

AMAN BREEDERS LIMITED

Address	Badhir, Prokash Nagar, Tanore, Rajshahi
Product	Day Old Chicks (DOC)
Year of Establishment	2012
Year of Commercial Production	2013
Total Area	32,374 Sqr. Mtr.
Total Covered Area	10,515 Sqr. Mtr.
Total Manpower	580 nos.
Production Capacity	13,478,400 Nos chicks/Year & 102,000 Nos.

AMAN JUTE FIBROUS LIMITED

Address	Singhagati, Ullapara, Sirajgonj.
Product	Sack, Hessian & Jute Twine
Year of Establishment	2013
Year of Commercial Production	2015
Total Area	50,400 Sqr. Mtr.
Total Covered Area	27,882 Sqr. Mtr.
Total Manpower	3,000 nos.
Production Capacity	60 MT/day, 15000 MT/year

AMAN PLANT TISSUE CULTURE LTD.

Address	Nanikelbaria, Paba, Rajshahi
Product	HYV Potato Seeds
Year of Establishment	2004
Year of Commercial Production	2008
Total Area	92,000 Sqr. Mtr.
Total Covered Area	500 Sqr. Mtr.
Total Manpower	250 nos.
Production Capacity	5,400 M.Ton





TRADING CONCERNS

The Group inherited trading business and constructual business of supplies and construction throughout Bangladesh. The ansector of the group used to enjoy every high reputation in the locality.

The present members of the Board of Directors are the successors of the founder of AMAN TRADING CORPORATION. All the firms are now engaged in importing and marketing of various consumer items keeping in pace with the demand of the time. The Group is now having huge track of import business. These concerns are engaged in import and marketing of different type fo commodities.

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

Head Office	:	2, Ishakha Avenue, Sector-6, Uttara, Dhaka
Registred Office	:	Ali Bhaban (5th floor), 9 Rajuk Avenue, Motijheel C/A, Dhaka-1000
Rajshahi Office	:	115, 116, Rani Bazar, Rajshahi
Chittagong Office	:	South Land Centre, 501, 5 Agrabad C/A, Chittagong
Jessore Office	:	Nur Ali Bhaban (Gr. Floor), Avoy Nagar, Noapara, Jessore
Pabna Office	:	Nagarbari Ghat, Pabna
Chapai Nawabgonj Office	:	Sonamosjid Port, Sonamosjid, Chapainawabgonj.
Product	:	Food Grain, Cereals, Fertilizers, Raw Cotton, Wheat, Maize, Rice, Sugar, Soya meal, Yellow Peas etc. from different parts of globe.
Year of Establishment	:	1984-2003
Total Manpower	:	400 nos.

বড়বড়ি
তড়তড়ি

AmanCem
 দেশ গড়ি প্রতিদিন

ROOPPUR NUCLEAR POWER PLANT

AmanCem is committed to contribute in development

MOVING TOWARDS A DEVELOPED BANGLADESH

Rooppur Nuclear Power Plant is a big step towards energy-efficient Bangladesh. With the strength of 2 ultra-modern VRM machines from Germany and daily 10,000 MT production capacity, AmanCem is committed to contribute in every construction significant for developed Bangladesh.



www.amancem.com

30 Dedicated Bulk Carriers
 24/7 Service | Commitment of Best Quality and Skill

AMAN PACKAGING LIMITED

Address : Boidder Bazar, Sonargaon, Narayangonj
Year of Registration : 2007
Year of Commercial Production : 2017
Total Manpower : 203 nos.
Product & Capacity : Cement Bag: 120,000 Pcs. Per day
Feed Bag: 50,000 Pcs Per day
Spinning Bag/Other Bag: 30,000 Pcs Per day



**NEW PROMISE
NEW COMMITMENT**





AMAN SHIPYARD LTD.

Factory Address : Boidder Bazar, Sonargaon, Narayanganj.
Date of Company Registration : 29 December 2014

Date of Commercial Operation :
DWT 3560 : October 2018
DWT 375 : November 2018

Name of Product and Capacity :
DWT 3560 : 4 Nos., DWT 375: 12 Nos.
DWT 2150 : 4 Nos.
Manpower : 390 Nos.



INDEX

VISION , MISSION, CORE VALUE, OUR GOAL	17
CERTIFICATE	18
PRODUCTS & SERVICES	20
STRATEGY	24
HISTORY & MILESTONES	25
CORPORATE INFORMATION	26
CORPORATE MANAGEMENT	27
BOARD OF DIRECTORS	29
MESSAGE FROM CHAIRMAN'S DESK	30
MESSAGE FROM MANAGING DIRECTOR' DESK	32
THE SHAREHOLDERS	34
CORPORATE GOVERNANCE STATEMENT	36
AUDIT COMMITTEE REPORT	64
DIRECTORS' PROFILE	67
DIRECTORS' REPORT	76
FINANCE	79
BAPLC CERTIFICATE	85
AUDITORS' REPORT TO THE SHAREHOLDERS	86
AUDITED FINANCIAL STATEMENTS	88
NOTICE OF THE 13TH ANNUAL GENERAL MEETING	116
PROXY FORM AND ATTENDANCE SLIP	117
CSR HIGHLIGHTS	

১৬ কোটি মানুষের
খাদ্য নিরাপত্তায়
আমান ফিড অগ্রণী

বাড়াবাড়ি
তাড়াতাড়ি





VISION

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

MISSION

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

CORE VALUE

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

OUR GOAL

To be an innovative provider of high quality feed meal of the poultry & fish rearers to meet the protein deficiency of the country.



**Food Safety Management System
Certificate of Approval**

This is to certify that the FSMS of

Aman Feed Limited

Singhogati, Ullapara, Sirajgonj, Bangladesh

Has been assessed and found to meet the requirements of

ISO 22000:2005

This certificate is valid for the following scope of operations:

Manufacturing, Sales and Marketing of Live Stock Feed

Authorised by:

**Stan Wright
Chief Executive**

Date of Certificate Issue: 15 February 2016

Certificate Valid Until: 14 February 2019

Recertification audit before 14 February 2019. Certified since 15 February 2016.

This certificate is the property of DAS Certification and remains valid subject to satisfactory annual surveillance audits.

SN Registrars (Holdings) Limited

Registration House, 22b Church Street,

Rushden, Northamptonshire,

NN10 9YT, UK

Tel: +44 (0) 1933 381859

Email: info@dascertification.co.uk

Web: www.dascertification.co.uk

Company number: 07659067

Certificate Number: DAS 15801181/27/FSU



Crafting Quality Engaging Efficiency



Environmental Management System

Certificate of Approval

This is to certify that the EMS of

Aman Feed Limited

Singhogati, Ullapara, Sirajgonj
Bangladesh

Has been assessed and found to meet the requirements of

ISO 14001:2015

This certificate is valid for the following scope of operations:

Manufacturing, Sales and Marketing of Live Stock Feed

Authorised by:

**Stan Wright
Director**

Date of Certificate Issue: 23 March 2017

Certificate Valid Until: 14 February 2019

Recertification audit before 14 January 2019. Certified since 15 February 2016.

This certificate is the property of DAS Certification Ltd and remains valid subject to satisfactory annual surveillance audits.

DAS Certification Ltd

Registration House, 22b Church Street,

Rushden, Northamptonshire,

NN10 9YT, UK

Tel: +44 (0) 1933 381859

Email: enquiries@dascertification.co.uk

Web: www.dascertification.co.uk

Certificate Number: DAS 74117479/27/EU Rev:001



Crafting Quality Engaging Efficiency





Products & Services

Aman Feed Mills Ltd. plays an important role in the supply of commercial feed to poultry' livestock and fish farming. AFL distribute its products as 'complete feed' to poultry, fish and livestock industry.

The Company mainly produces 4 (four) categories feed such as Broiler Feed, Layer Feed, Fish Feed and Cattle Feed. The above-mentioned categorized feeds productions are varied on the market demand and it is determined by the management of the company. Two products have more than 10% contribution towards the revenue of the Company. Among the total sales, the four feed products contribute in the following proportion:

Product Name	Sales During the Year 2017-18 (MT)	Percentage (%)
Broiler Feed	54,184	48.90%
Layer Feed	51,159	46.17%
Fish Feed	902	0.81%
Cattle Feed	4,569	4.12%
Total	110,814	100.00

AFL solds the feeds giving priority to greater Rajshahi although it also sells in different areas including Gazipur, Tangail and Mymensingh, Chandpur mainly through dealers. AFL has around 250 dealers apart from few individual customers.



ব্রয়লার গ্ৰোয়ার ক্লাসিক



পাংগাস ফিনিসার

ব্রয়লার গ্ৰোয়ার



স্পেশাল চিংড়ির খাবার



ব্রয়লার ফিনিসার ক্লাসিক



ডেইরী ক্যাটল

কক/সোনালী ফিনিসার



তেলাপিয়া গ্ৰোয়ার-২

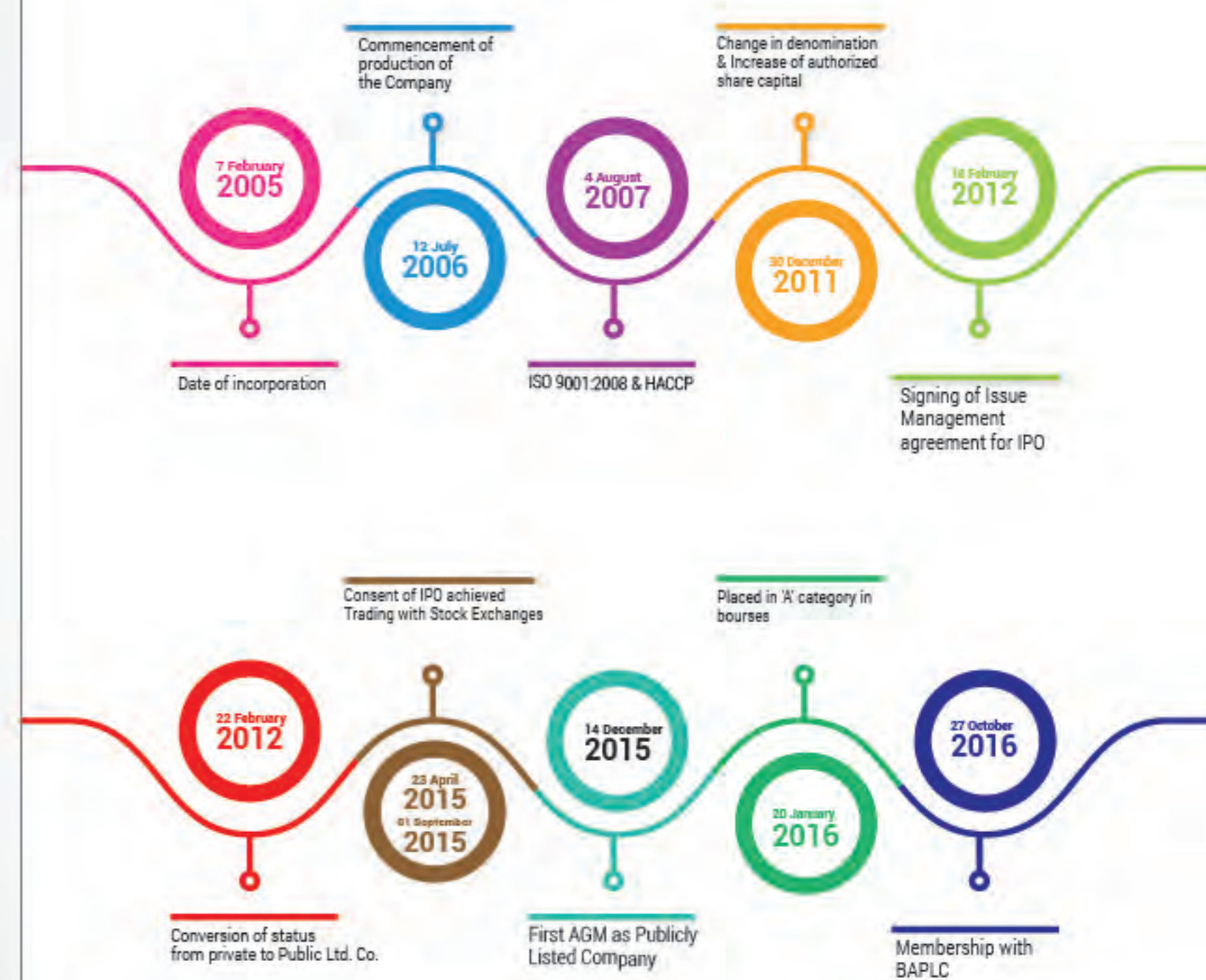


STRATEGY

- Giving continuous effort to attract and retain the best people available in the market.
- Developing and maintaining dependable and long-term relationship with the clients.
- Sustaining solid growth without compromising profitability.
- Maintaining strong relationship with a wide variety of development partners.
- Achieving higher return on equity.
- Grow and diversify sources of fund for operation of the Company.
- Reducing focus on some particular client and giving stress on wide range of clients.
- Embrace internationally accepted corporate governance and established sustainable business practices.
- last, but not the least, developing product range by research, analytical effort and field trials.



History & Milestones



CORPORATE INFORMATION

<p>FEBRUARY 05, 2005</p> <p>Incorporation as Private Limited Company</p>	<p>JULY 12, 2006</p> <p>Commercial Operation Started</p>	<p>FEBRUARY 22, 2012</p> <p>Converted into Public Limited Company</p>
<p>LOCATION OF FACTORY</p> <p>Singhogati, Ullapara, Sirajgonj</p>	<p>BANKERS OF THE COMPANY</p> <p>AB Bank Ltd. National Finance Ltd. Al-Arafah Islami Bank Ltd. Mutual Trust Bank Ltd. Standard Bank Ltd.</p>	<p>AUDITORS</p> <p>Ahmed Zaker & Co. Chartered Accountants Green City Edge, 10th Floor, 89,kakrail, Dhaka- 1000, Bangladesh</p>
<p>LEGAL ADVISOR</p> <p>Dr. Kamal Hossain & Associates Metropolitan Chamber Building (2nd floor) 122-24 Motijheel C/A, Dhaka-1000</p>	<p>LOCATION OF FACTORY</p> <p>Singhogati, Ullapara, Sirajgonj</p>	<p>CORPORATE OFFICE</p> <p>2, Ishakha Avenue, Sector- 6 Uttara, Dhaka-1230</p>
<p>PHONE</p> <p>+880-2-7911691-3 +880-2-8962297</p>	<p>FAX</p> <p>880-2- 58950510</p>	<p>EMAIL & WEBSITE</p> <p>E-mail: cs@amngroupbd.com Website: www.amanfeed.com</p>

CORPORATE MANAGEMENT



CORPORATE MANAGEMENT

BOARD OF DIRECTORS

Md. Rafiqul Islam
Chairman

Md. Shofiqul Islam
Managing Director

Md. Toufiqul Islam
Director

Md. Toriqul Islam
Director

Md. Rabiul Haque
Nominated Director

Mr. Khondker Fowze Muhammed Bin Farid
Independent Director

A.F. M. Shamsul Islam
Independent Director

AUDIT COMMITTEE

A.F. M. Shamsul Islam
Chairman

Md. Shofiqul Islam
Member

Md. Toufiqul Islam
Member

Mohammad Monirul Islam, FCS
Member Secretary

MANAGEMENT COMMITTEE

Md. Shofiqul Islam
Managing Director

Md. Toufiqul Islam
Director

Md. Toriqul Islam
Director

Md. Mukter Hossain Talukder, FCA
Director, Finance

Mohammad Monirul Islam, FCS
Company Secretary

Shankar Kumar Das, ACA
Chief Financial Officer

Shoaib Mohammed Saifullah
Head of Internal Audit



BOARD OF DIRECTORS

Md. Rafiqul Islam
Chairman

Md. Shofiqul Islam
Managing Director

Md. Toufiqul Islam
Director

Md. Toriqul Islam
Director

Md. Rabiul Haque
Nominated Director

Mr. Khondker Fowze Muhammed Bin Farid
Independent Director

A.F. M. Shamsul Islam
Independent Director

MESSAGE FROM CHAIRMAN'S DESK

Dear Valued Shareholders,
Assalamu-Alaikum

I take great pride with immense pleasure to extend a warm welcome to you all at the 13th AGM of Aman Feed Ltd. I am delighted as well as to present respectively the financial performance and achievement of the company for the year ended on 30th June 2018. I hope you all have already received copies of the Annual report containing Audited Financial Statements along with auditor's comments and report of the board of directors. Let me take this prospect, On behalf of the Board to convey my heart-felt gratitude for your continued support and encouragement towards the company & hope this will continue for our initiatives in the coming days as well.

It is indeed your kind patronage and untiring assistance that have always resulted in an enduring success for this company. This distinction comes from its utmost dedication to serve its customers with finest product and services of highest quality and on time delivery. Alhamdulillah, Aman Feed Ltd always affirms this commitment to excellence consistently.

In 2017-2018, our Company has already enhanced its capacity which contributed to the company total sales revenue of Tk. 5,280,184,252 in 2018 from Tk. 4,053,598,905 in 2017 as a result operating profit enhanced by an amount of Tk. 171,506,791, which continued to make strong progress towards achieving our long-term goals and in delivering diverse products and service to our customers as reflected in our operating profit that has increased by 23.65 percent over 2017.

I am confident that the key enablers of our strategy together with our ongoing investment and restructuring of functional areas will support the continued growth of AFL in the years ahead. This year the Board of Directors recommended 20% Cash Dividend and 10% Stock Dividend for all shareholders. In the future we hope to give more dividends to the shareholders of the Company. By the grace of Almighty, management integrity and professionalism, relentless effort of our team, sustainable implementation of our policies, continuous monitoring we were able to keep the wheel moving towards a normative leverage.

I would like to restate that our Board maintains its effective role in policy formulation and discharging best possible Corporate Governance. The Board has always remained focused on maximizing sponsors and shareholders' value through formulating policies and guidelines towards ensuring sustainable profitability, minimizing risks and establishing good governance in all spheres of company's operation. And the Management of the company highly prioritizes Corporate Governance. In compliance with Bangladesh Securities and Exchange Commission (BSEC), regulations and to further strength our corporate governance system two Independent Director had already been included into the Board.

I would like to extend our gratitude to Bangladesh Securities and Exchange Commission (BSEC), National Board of

Revenue

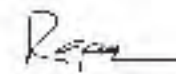
(NBR), Registrar of Joint Stock Companies & Firm (RJSC), Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE), other regulatory bodies and everyone in the AFL family for their valuable guidance, support and cooperation. I would also like to express my sincerest appreciation to my fellow Board Members for their generous assistance, advice and leadership. The Management team and all levels of our devoted employees who worked very hard to take the company forward and accordingly brought tremendous success during this period.

As the Chairman of your company, I believe that the guidance of our Board of Directors, dedicated hard work of the Management team, Cooperation from our business partners and continued invaluable support of our shareholders, will allow the Company to successfully overcome all challenges in 2019 in-shaa-Allah

In anticipation, "Kaj Kori Desh Gori" – our group's key watchword, what I believe would lead your company towards building a stronger Bangladesh with a sustainable growth onward. I beseech Almighty Allah's blessing upon that attainment.

Peace, mercy and blessing of Allah be upon you all.

'Allah hafiz'



Md. Rafiqul Islam
Chairman

MESSAGE FROM MANAGING DIRECTOR'S DESK

Dear valued Stakeholders,
Assalamu-Alaikum

It is an absolute delight and honor for me to present the performance of your company Aman Feed Ltd (AFL) for the financial year 2017-2018. Aman Feed Ltd left behind another victorious period of the journey in terms of sustainable growth and product innovation. We have focused on our goal to set the trend and satisfy our high-end customers through introducing new and unique products as they need. At this joyful moment, I greet you with warm wishes on behalf of the Management. My sincere and earnest gratitude to the Board of Directors of Aman Feed Ltd for letting me work as the leader of this esteemed company.

In the Financial Year 2017-2018, AFL's operating revenue achieved 5,280,184,252 from TK 4,053,598,905. Operating profit increased by Tk. 171,506,791 and the net profit strengthened further to TK 58,339,519 registering a growth of 12.17 percent. We could do this by creating a sound basis for continued success through constantly increased market presence, innovation and product diversification. Moreover, consistent efforts for improving quality of products and service, enhancing revenues through cost efficiency approach across all processes were vital to our success.

Our challenge now is to inspire our people with a vision that we can really become truly a leading feed manufacturing company, the very best to cater the needs of our market. This will help us build a company with sustained growth and gradually make AFL a lure for the most talented people around the Markets.

We always try to apply the guidelines set out by the BSEC, DSE, CSE, NBR and the other regularity authority of Bangladesh for attaining high standards of corporate governance that is fully explained in our corporate governance report. In the coming years, with the best wishes from all of you and sincere efforts put in by our colleagues we will surely do better than before.

I express my sincere thanks to all our valued shareholders, business partners, retailers and customers for their confidence in us and valuable contribution to the company throughout Financial Year 2017-2018. The guidance from



our Board of Directors has always been instrumental in shaping the success of the company. Also we are grateful to millions of our consumers who have been with us, along with their choice and dedication towards us and our brands. We believe passionately in building value for our consumers and shareholders. I would also like to thank the Members of our Board for their valuable and supportive guidance and the efficient handling of business issues. Finally, I would to thank you, our valued shareholders, for your continuing trust in AFL during the past year. I look to the future with optimism and invite you to join us on this course.

Allah Hafez. Ma Assalam

Md. Shofiqul Islam
Managing Director

SHAREHOLDERS



SHAREHOLDING STRUCTURE

Almost half of shareholding structure comprises of three sponsor's directors namely Md. Rafiqul Islam (10.88%), Md. Shofiqul Islam (15.25%) and Md. Toufiqul Islam (15.25%). The rest 58.62 % shareholding includes Md Toriqul Islam (19.63%), General Public (24.15 %), and other Institutions (14.84 %) as on 30th June 2018.



Corporate Governance Statement-2018

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

The Board of Directors of Aman Feed Ltd. is aware that enriched corporate governance ultimately helps win stakeholders confidence. With that maxim, it also acknowledges that responsibility, compliance, transparency and finally accountability are the essence of good corporate governance and which are to be established by means of an effective corporate governance regime. And with that aim the Board ensures the integrity and commitment of its employees, supported by a comprehensive framework of policies, guidelines and internal controls. In this statement of Corporate Governance, we therefore wish to provide insights to the shareholders, investors and other stakeholders on the corporate governance initiatives in the company.

Aman Feed Ltd considers that its corporate governance practices comply with all the aspects of the BSEC Notification No. SEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018. In addition to establish high standard of corporate governance, the Company also considers best governance practices in activities.

Date of this Corporate Governance Statement

This Corporate Governance Statement reflects the corporate governance and other related policies and practices in place for the Aman feed Ltd as on 30 June 2018.

Corporate Governance Framework:

Aman Feed Ltd Corporate Governance framework has been developed and enhanced based on the basic principles and best practices outlined in the following:

- Bangladesh Securities and Exchange Commission (BSEC) Notification on Corporate Governance,
- The Companies Act 1994 and other applicable regulations of Bangladesh, Dhaka and Chittagong Stock Exchange listing regulations
- Laws of the land,
- Standards of Business conduct, policies and Guidelines of the company
- Statement of Risk Management internal control of the company
- Statement of Delegated Authorities of the company
- Local best practices

The Board also continuously reviews its corporate governance frameworks to ensure its relevance, effectiveness and sustainability in addressing future business challenges.

The conducts of all employees of the company, including the Board of Directors are governed by the company's policies, guidelines and standards of Business conduct. Each and every employee, including Director, is expected to live up to the standards of Business conduct and required to confirm their commitment and compliance by executing a declaration of compliance annually.

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

The corporate governance framework of Aman Feed Ltd is directed towards achieving the company's business objectives in a responsible manner. Therefore, in order to comply with the laws, rules, regulations, corporate governance codes, articles of association, policies and procedures, the Company constantly exercises good Board practices, effective control processes, transparent disclosures, well-defined shareholders' right and Board commitments. The manners of adherence to these principles and practices are outlined as follows:

Corporate Compliance:

One of the fundamentals of good governance is corporate compliance to the various laws, rules, and regulations. Compliance helps build trust among the Board Members, Shareholders, customers and other stakeholders including the regulators. As leaders of a compliant company, the Management Team of Aman Feed Ltd adopted strategies that assure compliance with all relevant legal and regulatory requirements. This ensures that good governance cascades right throughout the company. Aman Feed Ltd is subject to close monitoring process of regulatory bodies that focus on transparency and require that Aman Feed Ltd provides accurate and periodic reporting of issues/events and certification where necessary. In this context, the company regularly provides a complete set of financial statements and relevant documents to the Bangladesh Securities and Exchange Commission (BSEC), Stock Exchange, National Board of Revenue (NBR), Registrar of Joint Stock Companies & Firms (RJSC) and all other relevant bodies and authorities. The Company also takes various initiatives to conduct awareness sessions on existing and proposed laws to ensure compliance throughout the company. Overall Aman Feed Ltd has always strived to remain a fully compliant company accommodating every possible way and strategy to ensure the same.

Board Practices

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

Policy on Appointment of Directors:

Aman Feed Ltd does not have its own and separate policy on appointment of Directors, except for the very first Board. The Company always complies with the regulations of the regulatory authorities regarding appointment of Directors. BSEC notifications and Companies Act are strictly followed in this regard. As per the companies Act, 1994, Directors are subject to retirement. At least one-third of the Directors shall retire by rotation in every AGM. As per the Companies Act 1994, a Director may be appointment for a period of three years and the term may be prolonged for another three years. The term of an independent Director is three years and may be lengthened by another three years. With regards to nomination, removal and casual vacancy of the directors, the Company follows all relevant rules and regulations of the respective regulatory bodies.

Chairman of the Board:

The Chairman of the Company is elected by the Board of Directors and the Board considers the Chairman being independent.

Roles of the Chairman:

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

Roles of the Managing Director:

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

Board Composition:

The Board of Aman Feed Ltd considers that its membership should comprise of directors with an appropriate mix of skills, experience and personal attributes that allow the directors, individually and the Board, collectively, to discharge their responsibilities and duties, under the law, efficiently and effectively, understand the business of the Company and assess the performance of the management.

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

The Board of Aman Feed Ltd, comprise of 7 (Seven) Directors, including two independent Directors who possess a wide range of skills and experience over a range of professions and businesses. Each of directors brings in independent judgment and considerable knowledge to perform their roles effectively. The Board of Directors ensures that the activities of the Company are always conducted with adherence to strict and highest possible ethical standards and in the best interests of the stakeholders.

Role and Responsibilities of the Board:

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

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

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

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

Conduct for the Board Members:

The Board of Directors of Aman Feed Ltd is committed to the highest standards of conduct in their relationship with its employees, buyers, members, shareholders, regulators and the public.

Holding of the Board Meeting:

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

Number of Board meeting held in 2017-2018 (1st July 2017 to 30th June 2018)

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

Name of the Directors	Attendance	Remarks
Md. Rafiqul Islam	8	
Md. Shofiqul Islam	8	
Md. Toufiqul Islam	8	
Md. Toriqul Islam	8	
Md. Azizul Haque	5	Expired as on 4 th April 2018
Mr. Abdul Matin Bhuiyan	6	Resigned from the position of Independent Director
Mr. A. F. M. Shamsul Islam	8	Re-appointed as Independent Director
Mr. Md. Rabiul Haque	2	Appointed as Nominated director dated 4 th April 18

The number of Directors required to constitute a quorum is five (5), out of seven directors. During the period, total 08(eight) Board meeting were held.

Mr. Md. Azizul Haque, Nominated Director of Aman Seed storages Ltd was passed away on 04th April 2018 and Mr. Rabiul Haque has replaced the nominated director of Aman seed Storages with effect from 04th April 2018 as per request letter no. ASSL/2018/10 dated 06th April 2018, Board Meeting date 12/04/2018.

Mr. Abdul Matin Bhuiyan has resigned from his position as an Independent Director on 30th June 2018 and The board of Directors of Aman Feed Limited has appointed Mr. Khondker Fowze Muhammed Bin Farid as an Independent Director as on 30th June 2018 and Mr. A. F. M. Shamsul Islam, re-appointed as Independent Director which is approved by the shareholders in the next Annual General Meeting.

Role of the Chief Financial Officer:

The CFO is responsible for establishing and executing the Company's financial operation plan that is necessary to achieve the Company's objective. The CFO works with executives to help them become greater contributors by helping them improve their efficiency and effectiveness.

Role of the Company Secretary:

Appointed by the board, the Company Secretary works with the Chairman of the Board to monitor and enhance corporate governance processes and to ensure that Board policies and procedures are tracked.

Appraisal of the Board's Performance

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

Senior Executive:

Structure:

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

Performance Review:

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

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

REMUNERATION OF THE SENIOR EXECUTIVES:

Remuneration of all senior executives is based on performance review appraisal measuring through quarterly and annual KPI (Key Performance indicator) appraisal system.

BOARD COMMITTEE

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

AUDIT COMMITTEE

The company's Audit Committee is a sub-committee of the Board of Directors of Aman Feed Ltd formed in compliance with BSEC Corporate Governance notification dated August 7, 2012 and international best practices on Corporate Governance.

OBJECTIVES OF THE AUDIT COMMITTEE

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

COMPOSITION OF AUDIT COMMITTEE INCLUDING INDEPENDENT DIRECTOR

An audit committee consisting of the Independent Director as Chairman and two other Directors as member has been constituted in terms of the BSEC guidelines for ensuring good governance practices. The audit committee of the Board had held 4(Four) Meeting during the reporting period for 12 months and examined the coverage of internal and external audit. The Company Secretary act as the secretary of the Audit Committee. The composition of the Audit Committee is as follows:

1. A.F.M. Shamsul Islam	Chairman
2. Md. Shofiqul Islam	Member
3. Md. Toufiqul Islam	Member
4. Mohammad Monirul Islam, FCS	Member Secretary

Chairman of the Audit Committee and his qualifications:

The Committee is headed by Mr. A.F.M. Shamsul Islam, Independent Director. He is wide experienced personnel particularly in the field of power generation, Transmission and distribution. He served continuously over 35 years in different organization both home and abroad in different position.

The Audit Committee and Internal Audit:

Internal Audit is the division within Aman Feed Ltd that is responsible for reviewing the Company's system of internal controls, including the conduct of regular audits of all operational units. Internal Audit is operationally independent and its members are not involved in the company's operational activities and in that the Head of Internal Audit, in addition to his direct reporting line to the Chairman & Managing Director also has access to the Audit Committee.

The Audit Committee is responsible for approving the annual audit plan of internal Audit Division and reviewing the plan's subsequent implementation. Internal audit reports or summaries thereof prepared by internal Audit Division are reviewed on a regular basis by the committee. The Internal Audit team consists of the following persons:

Reporting of Audit Committee:

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

Internal Control:

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

Communications and Relationship with Shareholders:

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

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

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

Ensuring Participation of Shareholders in AGM

Aman Feed Ltd tries its utmost to ensure that all shareholders can participate in the AGM. Annual Reports are sent at least 2 weeks before the AGM to ensure all shareholders are notified about the event date, place and time. Also, Aman Feed Ltd always ensures that AGM is held at a suitable time and place where all shareholders may attend. Notices to shareholders are made by publication in the daily newspapers and through the digital media as well. To ensure compliance with regulatory bodies, Aman Feed Ltd ensures that it publishes AGM Notice in two widely circulated newspapers, and copies sent to the stock exchanges and BSEC.

The Company continues to have regular communication with the shareholders through the Annual General Meeting, Annual Report, Quarterly updates on financial performance and at any other time in the best interest of the shareholders. Also the Company's website is there to further cater to the information needs of all. In this respect, all the best practices are followed by the Company which helps investors to keep their trust and confidence in the Company. All of the Company's publications to the market may be retrieved through the Company's website. Shareholders are offered the chance to interrogate the Board regarding the operation of the Company. They are also presented the ability to query the Company's auditors concerning topics linked to the audit of the Company's financial statements at the AGM.

Well-defined Shareholders Right:

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

In order to achieve good governance, the Company Secretary acts as a bridge between the shareholders and the Board of Directors of the company who delivers the standard services to its valued shareholders ensuring the well-defined shareholders rights in accordance with applicable laws and the Articles of Association of the Company. Catering to the continuous disclosure requirements, the shareholders are communicated in a routine manner of all major developments that involve the business of the Company, so that they are able to make informed decisions.

Preparation and Presentation of Financial Statements and Directors Responsibility:

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

Report to the Shareholders of Aman Feed Limited on compliance on the Corporate Governance Code

[Certificate as per condition No. 1(5)(xxvii) of BSEC Notification no.
SEC/CMRRCD/2006-158/207/Admin/80 dated 3rd June, 2018]

We have examined the compliance status to the Corporate Governance code by Aman Feed Limited for the year ended on 30 June 2018. This Code relates to the Notification No. SEC/CMRRCD/2006-158/207/Admin/80 dated 3rd 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 the 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:

- 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;
- 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;
- Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws; and
- The Governance of the company is satisfactory.

For **Mahfel Huq & Co**
Chartered Accountants

Sd/-

Md. Abu Kaiser FCA
Senior Partner

Place: Dhaka
Dated: 07 November 2018

AMAN FEED LIMITED COMPLIANCE REPORT ON CORPORATE GOVERNANCE CODE

Status of compliance with the conditions imposed by the Commission's Notification No.SEC/CMRRCD/2006-158/207/Admin/80, dated 3 June2018 issued under section 200 of the Securities and Exchange Ordinance,1969:

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1.	Board of Directors:-			
1 (1)	Size of the Board of Directors The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓		The Aman Feed Limited Board is comprised of 07 (Seven) Directors.
1 (2)	Independent Directors All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following:-			
1 (2) (a)	At least one-fifth (1/5) of the total number of directors in the company's Board shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);	✓		The number of independent director of the company is 02 (Two)
1 (2) (b)	For the purpose of this clause "independent director" means a director-			
1 (2) (b) (i)	who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	✓		
1 (2) (b) (ii)	who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company. Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	✓		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (2) (b) (iii)	who has not been an executive of the company in immediately preceding 2(two) financial years;	✓		
1 (2) (b) (iv)	who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		
1 (2) (b) (v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		
1 (2) (b) (vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market	✓		
1 (2) (b) (vii)	who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	✓		
1 (2) (b) (viii)	who is not independent director in more than 5 (five) listed companies;	✓		
1 (2) (b) (ix)	who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI); and	✓		
1 (2) (b) (x)	who has not been convicted for a criminal offence involving moral turpitude;	✓		
1 (2) (c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM);	✓		
1 (2) (d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety)days; and	✓		
1 (2) (e)	The tenure of office of an independent director shall be for a period of 3 (three)years, which may be extended for 1 (one) tenure only: Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as per the কোম্পানী আইন, ১৯৯৪ (১৯৯৪ সনের ১৮নং আইন) Companies Act, 1994).	✓		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (3)	Qualification of Independent Director.-			
1 (3) (a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business;	✓		
1 (3) (b)	Independent director shall have following qualifications:			
1 (3) (b) (i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association; or	✓		
1 (3) (b) (ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company; or	✓		
1 (3) (b) (iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law; or	✓		
1 (3) (b) (iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	✓		
1 (3) (b) (v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	✓		
1 (3) (c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (3) (d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	-	-	No such special case arose.
1 (4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.-			
1 (4) (a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓		
1 (4) (b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓		
1 (4) (c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓		
1 (4) (d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	✓		
1 (4) (e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
1 (5)	The Directors' Report to Shareholders			
	The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994):-			
1 (5) (i)	An industry outlook and possible future developments in the industry;	✓		
1 (5) (ii)	The segment-wise or product-wise performance;	✓		
1 (5) (iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		
1 (5) (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	✓		
1 (5) (v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	-	-	N/A

Mahfel Huq & Co.

Chartered Accountants

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (5) (vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions.	✓		
1 (5) (vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments	-	-	N/A
1 (5) (viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;	-	-	N/A
1 (5) (ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	✓		
1 (5) (x)	A statement of remuneration paid to the directors including independent directors;	✓		
1 (5) (xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	✓		
1 (5) (xii)	A statement that proper books of account of the issuer company have been maintained	✓		
1 (5) (xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	✓		
1 (5) (xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	✓		
1 (5) (xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	✓		
1 (5) (xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	✓		

Mahfel Huq & Co.

Chartered Accountants

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1 (5) (xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	✓		
1 (5) (xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	✓		
1 (5) (xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓		
1 (5) (xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	-		The Board of Directors Recommended 20% Cash Dividend and 10% Stock Dividend for the year under review.
1 (5) (xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	✓		
1 (5) (xxii)	The total number of Board meetings held during the year and attendance by each director;	✓		
1 (5) (xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-			
1 (5) (xxiii) (a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	-	-	N/A
1 (5) (xxiii) (b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details)	✓		
1 (5) (xxiii) (c)	Executives; and	-	-	N/A
1 (5) (xxiii) (d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details);	✓		
1 (5) (xxiv)	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	✓		
1 (5) (xxiv) (b)	nature of his or her expertise in specific functional areas; and	✓		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1(5)(xxiv)(c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	√		
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	√		
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	-	-	N/A
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	√		
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√		
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	√		
1(5)(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	√		
1(5)(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	√		
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A ; and	√		
1(5)(xxvii)	(xxvii) The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C .	√		

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

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
3	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).			
3 (1)	Appointment			
3 (1) (a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√		
3 (1) (b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		
3 (1) (c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time;	√		
3 (1) (d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	√		
3 (1) (e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	√		
3 (2)	Requirement to attend Board of Directors' Meetings The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	√		
3 (3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)	√		
3 (3) (a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief.	√		
3 (3) (a) (i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
3 (3) (a) (ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	√		
3 (3) (b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	√		
3 (3) (c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		
4	Board of Directors' Committee. - For ensuring good governance in the company, the Board shall have at least following subcommittees:			
4 (i)	(i) Audit Committee; and	√		
4 (ii)	(ii) Nomination and Remuneration Committee.	√		
5	Audit Committee.-			
5(1)	Responsibility to the Board of Directors.			
5 (1) (a)	The company shall have an Audit Committee as a sub-committee of the Board;	√		
5 (1) (b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	√		
5 (1) (c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√		
5 (2)	Constitution of the Audit Committee			
5 (2) (a)	The Audit Committee shall be composed of at least 3(three) members;	√		
5 (2) (b)	The Board shall appoint members of the Audit Committee who shall be nonexecutive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
5 (2) (c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	√		
5 (2) (d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	√		
5 (2) (e)	The company secretary shall act as the secretary of the Committee;	√		
5 (2) (f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		
5 (3)	Chairperson of the Audit Committee			
5 (3) (a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	√		
5 (3) (b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
5 (3) (c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting(AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
5 (4)	Meeting of the Audit Committee			
5 (4) (a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	√		
5 (4) (b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		
5 (5)	Role of Audit Committee The Audit Committee shall:-	√		
5 (5) (a)	Oversee the financial reporting process;	√		
5 (5) (b)	monitor choice of accounting policies and principles;	√		
5 (5) (c)	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5 (5) (d)	oversee hiring and performance of external auditors;	√		
5 (5) (e)	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5 (5) (f)	review along with the management, the annual financial statements before submission to the Board for approval;	√		
5 (5) (g)	review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	√		
5 (5) (h)	review the adequacy of internal audit function;	√		
5 (5) (i)	review the Management's Discussion and Analysis before disclosing in the Annual Report;	√		
5 (5) (j)	review statement of all related party transactions submitted by the management;	√		
5 (5) (k)	review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	√		
5 (5) (l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
5 (5) (m)	oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission; Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results; Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.	-	-	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)	The Audit Committee shall immediately report to the Board on the following findings, if any:			
5 (6) (a) (ii) (a)	report on conflicts of interests;	-	-	N/A
5 (6) (a) (ii) (b)	suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	-	-	N/A
5 (6) (a) (ii) (c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and	-	-	N/A
5 (6) (a) (ii) (d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	-	-	N/A
5 (6) (b)	Reporting to the Authorities If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	-	-	N/A

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
5 (6) (7)	Reporting to the Shareholders and General Investors Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	√		
6	Nomination and Remuneration Committee (NRC).-			
6 (1)	Responsibility to the Board of Directors			
6 (1) (a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	√		
6 (1) (b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	√		
6 (1) (c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	√		
6 (2)	Constitution of the NRC			
6 (2) (a)	The Committee shall comprise of at least three members including an independent director;	√		
6 (2) (b)	All members of the Committee shall be non-executive directors;	√		
6 (2) (c)	Members of the Committee shall be nominated and appointed by the Board;	√		
6 (2) (d)	The Board shall have authority to remove and appoint any member of the Committee;	√		
6 (2) (e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	√		
6 (2) (f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
6 (2) (g)	The company secretary shall act as the secretary of the Committee;	√		
6 (2) (h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	√		
6 (2) (i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	√		
6 (3)	Chairperson of the NRC			
6 (3) (a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	√		
6 (3) (b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	√		
6 (3) (c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.	√		
6 (4)	Chairperson of the NRC			
6 (4) (a)	The NRC shall conduct at least one meeting in a financial year;	√		
6 (4) (b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	√		
6 (4) (c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6 (2) (h);	√		
6 (4) (d)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
6 (5)	Role of the NRC			
6 (5) (a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		
6 (5) (b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:	√		
6 (5) (b) (i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to 13 the remuneration of the directors, top level executive, considering the following:	√		
6 (5) (b) (i) (a)	the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	√		
6 (5) (b) (i) (b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	√		
6 (5) (b) (i) (c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	√		
6 (5) (b) (ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		
6 (5) (b) (iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	√		
6 (5) (b) (iv)	formulating the criteria for evaluation of performance of independent directors and the Board;	√		
6 (5) (b) (v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	√		
6 (5) (b) (vi)	developing, recommending and reviewing annually the company's human resources and training policies;	√		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
6 (5) (c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
7	External or Statutory Auditors.			
7 (1)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:-	✓		
7 (1) (i)	appraisal or valuation services or fairness opinions;	✓		
7 (1) (ii)	financial information systems design and implementation;	✓		
7 (1) (iii)	book-keeping or other services related to the accounting records or financial statements;	✓		
7 (1) (iv)	broker-dealer services;	✓		
7 (1) (v)	actuarial services;	✓		
7 (1) (vi)	internal audit services or special audit services;	✓		
7 (1) (vii)	any service that the Audit Committee determines;	✓		
7 (1) (viii)	audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	✓		
7 (1) (ix)	any other service that creates conflict of interest.	✓		
7 (2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	✓		
7 (3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		
8	Maintaining a website by the Company.-			
8 (1)	The company shall have an official website linked with the website of the stock exchange.	✓		

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
8 (2)	The company shall keep the website functional from the date of listing.	✓		
8 (3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9	Reporting and Compliance of Corporate Governance.			
9 (1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	✓		
9 (2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	✓		
9 (3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	✓		

বড়বাড়ি
তড়াতড়ি



আমান ফিড

সুস্বাদু খাবার, সফল খামার



আমান ফিড লিমিটেড
২, ইশা রো এডিলিউ, সেক্টর-৩, উত্তরা, ঢাকা-১২০০
ফোন: +৮৮ ০২ ৭৯৯৬৬৯৯-০, ৭৯৯৬৬৯৯-১, ৫৮৯৬৬৯৬৬৯৬
ফ্যাক্স: উল্লাপাড়া, সিরাজগঞ্জ, ফোন: +৮৮ ০৭৫২ ৯৫৬৬৬৬৬
www.amanfeed.com

Aman Feed Limited

Certificate on Compliance of Corporate Governance
As per condition no. 6 of Corporate Governance Guidelines

We do hereby certify to the Board that:

1. We have reviewed the Financial Statements of the Company for the year ended 30th June 2018 and that to the best of our Knowledge and belief:
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
2. There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violation of the Company's code of conduct.

Sd/-
(Md. Shofiqul Islam)
Managing Director

Sd/-
(Shankar Kumar Das, ACA)
Chief Financial Officer

AUDIT COMMITTEE REPORT

AUDIT COMMITTEE REPORT For the Year ending June 30, 2018

The Audit Committee consists of the following persons:

Mr. A.F.M. Shamsul Islam	- Chairman
Mr. Md. Shofiqul Islam	- Member
Mr. Md. Toufiqul Islam	- Member
Mr. Mohammad Monirul Islam, FCS	- Secretary

The Independent Director, Mr. A.F.M Shamsul Islam acts as the Chairman of the Committee. As per regulatory guidelines, the Company Secretary, Mr. Mohammad Monirul Islam, FCS acts as secretary to the Committee. The Audit Committee, accordingly, performs in absolute coherence and ensures compliance with the Corporate Governance Guidelines promulgated by the Bangladesh Securities and Exchange Commission (BSEC)

The scope of Audit Committee was defined as under:

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

Activities carried out during the year:

The committee reviewed the integrity of the quarterly and annual financial statements and recommended to the Board for consideration. The Committee had overseen, reviewed and approved the procedure and task of the internal audit, financial report preparation and the external audit reports. The Committee found adequate arrangement to present a true and fair view of the activities and the financial status of the company and to ensure that its assets are safeguarded properly.

Sd/-
A.F.M. Shamsul Islam
Chairman
Audit Committee
Date: 25th October, 2018

স্বনির্ভরতাই
সমৃদ্ধি

বাড়বাড়ি
তড়াগড়ি



আমান ফিড
AMAN FEED

বাড়বাড়ি
তড়াগড়ি

DIRECTORS' PROFILE



আমান ফিড
AMAN FEED



CHAIRMAN'S PROFILE

CHAIRMAN

MD. RAFIQU L ISLAM, aged 55 years, an Entrepreneur and businessman of distinction is the Chairman of the Company. He is a Master's of Science with honors from the University of Rajshahi. He has more than 35 years of business experience in diversified business areas. He started his business career in the year 1984 engaging him in a family business named Aman Trading Corporation. He became a successful businessman within a short span of time by dint of his sincerity, honesty and hard working. He has established a good number of companies operating in the field of agriculture, research, cement, garments, textile, dyeing, feed mills, poultry & hatchery project etc. Under his dynamic leadership, Aman Group could establish its position in the corporate arena with a short span of time. He has gradually built a good number of successful business houses now a big conglomerate under the banner of Aman Group which consists of more than 25 companies. Currently, he is the Chairman of Aman Economic Zone Ltd. and Anwara Poultry & Hatchery Ltd. He is also the Managing Director of dozens of companies including Aman Tex Ltd., Aman Cement Mills Ltd., Aman Cold Storage Ltd., Milan Cold Storage Ltd., Aman Agro Industries Ltd., Aman Plant Tissue Culture Ltd., Aman Shipyard Ltd., Aman Green Energy Ltd., Akin Feed Ltd., Anwara Cold Storage Ltd., Aman Steel Mills Ltd., Aman Foods Ltd., Aman Cotton Fibrous Unit-2 Ltd., Aman Tex Unit-2 Ltd., Anwara Mannan Textile Mills Ltd., Aman Foods & Beverage Ltd., Amam Packaging Ltd., Aman Seeds Storage Ltd., Aman Jute Fibrous Ltd., A.M. Cold Storage Ltd., Aman Packaging and Accessories Ltd., Aman Associates Ltd. Mr. Islam is the Director of Aman Poultry & Hatchery Ltd., Aman Heights Limited, Aman Hybrid Seeds Limited and Aman Breeders Ltd. He is also the Proprietor of Islam Brothers & Co. and Aman Trading Corporation.

He visited many countries on personal and business perspective. He is well renowned for his philanthropic work in the locality. He is a Member of the Bangladesh Cement Manufacturers Association, Bangladesh Fertilizer Association, Bangladesh Cold Storage Association, Rajshahi Chamber of Commerce & Industries and a corporate member of Uttara Club, Dhaka. He is also associated with many religious, social and cultural activities.



He started his business career in the year 1984 engaging him in a family business named Aman Trading Corporation. He became a successful businessman within a short span of time by dint of his sincerity, honesty and hard working. He has established a good number of companies operating in the field of agriculture, research, cement, garments, textile, dyeing, feed mills, poultry & hatchery project etc. Under his dynamic leadership, Aman Group could establish its position in the corporate arena with a short span of time.

DIRECTOR'S PROFILE



MD. SHOFIQUIL ISLAM Managing Director

MD. SHOFIQUIL ISLAM, aged 53 years, is the Managing Director of the Company. He is a graduate of Arts. He started his business career in the year 1991 by joining in the family business with a vision to contribute in the generation of employments for the rural mass of the country through establishment of potential industrial units in different disciplines. He is the Chairman of Akin Feed Ltd., Anwara Cold Storage Ltd., Aman Steel Mills Ltd., also the Managing Director of Aman Feed Ltd., Anwara Poultry & Hatchery Ltd., Aman Heights Limited, Aman Hybrid Seeds Limited, Director of Aman Foods & Beverage Ltd., Aman Foods Ltd., Aman Tex Ltd., Aman Cement Mills Ltd., Aman Seeds Storage Ltd., Aman Poultry & Hatchery Ltd., Aman Cold Storage Ltd., Milan Cold Storage Ltd., Aman Agro Industries Ltd., A. M. Cold Storage Ltd., Aman Plant Tissue Culture Ltd., Aman Associates Ltd., Anwara Mannan Textile Mills Ltd., Aman Breeders Ltd., Aman Jute Fibrous Ltd., Aman Packaging & Accessories Ltd., Aman Cotton Fibrous Unit-2 Ltd., Aman Tex Unit-2 Ltd., Juvenile Trade International Ltd., Aman Packaging Ltd., Aman Shipyard Ltd., Aman Green Energy Ltd., Aman Economic Zone Ltd., and Proprietor of M/s Juvenile Construction.

He is a Member of Rajshahi Chamber of Commerce & Industries and Uttara Club, Dhaka. He is also associated with many religious, social and cultural activities.

DIRECTOR'S PROFILE



MD. TOUFIQUIL ISLAM Director

MD. TOUFIQUIL ISLAM, aged 44 years, is the Sponsor Director of the Company. He is a post graduate of Business Administration. He started his business career in the year 1996 by joining in the family business with a vision to contribute in the generation of employments for the mass people of the rural areas of the country through establishment of potential industrial units in different disciplines. He is the Managing Director of Aman Breeders Ltd., Juvenile Trade International Ltd., Aman Economic Zone Ltd., Director of Aman Feed Ltd., Aman Tex Ltd., Aman Cement Mills Ltd., Aman Seeds Storage Ltd., Aman Cold Storage Ltd., Milan Cold Storage Ltd., Aman Agro Industries Ltd., A. M. Cold Storage Ltd., Aman Plant Tissue Culture Ltd., Aman Associates Ltd., Anwara Mannan Textile Mills Ltd., Aman Jute Fibrous Ltd., Aman Packaging & Accessories Ltd., Aman Cotton Fibrous Unit-2 Ltd., Aman Tex Unit-2 Ltd., Aman Foods & Beverage Ltd., Aman Packaging Ltd., Aman Shipyard Ltd., Aman Green Energy Ltd., Akin Feed Ltd., Anwara Poultry & Hatchery Ltd., Anwara Cold Storage Ltd., Aman Steel Mills Ltd., Aman Foods Ltd., Aman Heights Limited, Aman Hybrid Seeds Limited and Proprietor of M/s R S & T International.



DIRECTOR'S PROFILE

MD TORIQUL ISLAM

Director

MD TORIQUL ISLAM, aged 27 years, is the Director of the Company. He is a graduate of Science major in Manufacturing Engineering. He has completed his graduation from a renowned University of Malaysia. He started his business career seven years back. He is the Directors of Aman Cotton Fibrous Ltd., Anwara Mannan Textile Mills Ltd., Juvenile Trade International Ltd., A. M. Cold Storage Ltd., Aman Foods & Beverage Ltd., Akin Feed Ltd., Aman Economic Zone Ltd. And Aman Foods Ltd., Aman Green Engery Ltd. and he also Managing Director of Aman Cement Mills Unit-2 Ltd and Aman Poultry & Hatchery Ltd.



DIRECTOR'S PROFILE

MD. RABIUL HAQUE

Nominated Director

MD. RABIUL HAQUE is a Nominated Director of the Company representing Aman Agro industries limited. He is a Master of Commerce in Accounting from the University of Dhaka. He has also completed Chartered Accountancy course and Bachelor of Laws from National University and Master of Laws from the Uttara University. He has more than 28 years working experience in accounting, finance and corporate affairs matters. He is also a member of Dhaka Bar Association.

DIRECTOR'S PROFILE



KHONDKER FOWZE MUHAMMED BIN FARID

Independent Director

MR. KHONDKER FOWZE MUHAMMED BIN FARID has been introduced as Independent Director of Aman Feed Ltd. on 30th June 2018. He is wide experienced personnel particularly in the Public Works Department, Bangladesh. He served continuously over 30 years in various nationalized sector and retired Additional Chief Engineer under Public Works Department (PWD).

He completed his graduation in B.Sc. Engineering (Civil) in 1980, and obtained MBA in Human Resource Management in 2006. Mr. Farid attended various workshops and seminars held in home and abroad on 'Housing and Sustainable Urban Development' at Quito, Ecuador 'World Cadastre Summit' at Istanbul, Turkey, and attended workshop at 'Managing Big Cities' in France. Etc.

During his service tenure, he had achieved diversified business experience and leadership skills. His knowledge, experience and leadership capabilities derived him to implement the various project, which immense possess his capability of self innovation, motivation and creativity.

DIRECTOR'S PROFILE



A. F. M. SHAMSUL ISLAM

Independent Director

Mr. A. F. M. Shamsul Islam has been introduced as Independent Director of Aman Feed Ltd. on 1st May 2015. Prior to this, he used to work for different organization both home and abroad in different position. Mr. Islam has attained over 35 years of experience in the field of power generation, transmission and distribution.

Upon completion of his graduation in B.Sc. Engineering (Electrical) in 1978 from Rajshahi Engineering College, he joined Rural Electrification Board (REB) as an Assistant Engineer. After that he worked for the Bangladesh Power Development Board (BPDB) and Dhaka Electric Supply Authority (DESA) about 27 years in different senior positions. He obtained Advanced Diploma in "Distribution Engineering" from U.K. during 1993-94 under ODA Scholarship, UK.

Besides these Govt. enterprises, he also worked for Saudi Services and Operating Company (SSOC) Dammam, Saudi Arabia as Chief Electrical Engineer and Dubai Electricity & Water Authority (DEWA) UAE during 1994 – 97. He also worked for the Ministry of Local Govt. Botswana, Africa during 2007-08 as Principal Electrical Engineer (PEE).

Mr. Islam attended various workshops and seminars held in home and abroad. He participated in important seminars and workshops on 'Distribution Engineering', 'Digital Energy Meter' (Industrial), Bulgaria, Current Transformers (CT), India. Etc.

During his service tenure, he attained diversified business experience and leadership. His knowledge, business experience and leading capacity derived him to take the challenging position like Independent Director of Aman Feed Limited.

DIRECTORS' REPORT TO THE SHAREHOLDERS



DIRECTORS' REPORT TO THE SHAREHOLDERS

Dear Valued Shareholders,

Assalamu-alikum,

The Directors have pleasure in submitting Directors' Report together with the Auditors Report and Audited Financial Statements of the your Company for the year ended 30 June 2018. They also placed before you the overall business scenario for the year 2018.

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

Business Operations

The company has aim to maintain uninterrupted production in the factory. As a result, during the year it has produced total 111,762 MT feed of which Broiler Feed 54,631 MT, Layer Feed 51,434 MT, Fish Feed 1052 MT and Cattle Feed 4,644 MT and aggregate earning revenue of Tk. 5,280,184,252. The production capacity utilized in 2017-18 remained almost stable which is approximately 75.41% of its install capacity. You will be pleased to know that the company is under process to increase capacity by establishing Floating Feed Plant. Hopefully, this constructive step helps the company to reach a better position so that the company secures leading position in the feed industry.

Financial Results

During the year the company achieves gross profit of TK. 1,082,979,536 and earlier it was Tk. 871,772,912 The company also recorded the net profit before tax during the year at Tk. 628,874,303 over the last year profit at Tk. 563,310,875 The net profit after tax has increase slightly to the previous year by Tk. 583,39,519. The earnings per share (EPS) and net asset value per share (NAV) is Tk. 4.63 and Tk. 33.68 respectively.

Dividend

The Board of Directors of your company are pleased to recommended 20% Cash Dividend and 10% Stock Dividend to the shareholders of the company for the year ended 30th June 2018, subject to the approval of the shareholders in the 13th Annual General Meeting.

Directors' Appointment & Re-appointment

The name of the present Directors are mentioned in this report. As per section 91(2) and regulation 79 of first schedule of the Companies Act 1994 and Articles 130 of Articles Association of the company, Mr. Md. Rafiqul Islam and Mr. Md. Shofiqul Islam, Director of the company shall retire in the 13th Annual General Meeting by rotation and being eligible, offer himself for re-appointment as per Articles 132 of the Articles of Association of the company. A brief resume, nature of expertise, the name of company in which Mr. Rafiqul Islam and Mr. Md Shofiqul Islam hold directorship is also presented on this report.

Directors' remuneration and related party transactions

The Company carried out a number of transactions with related parties in the normal course of business as detailed below:

Particulars			Jul'17-Jun'18	Jul'16-Jun'17
Name of the party	Relationship with Company	Nature of transaction	Transacted amount in BDT	Transacted amount in BDT
Md. Rafiqul Islam	Chairman & Shareholder	Remuneration	2,400,000	2,400,000
		Board meeting fee	40,000	45,000
Md. Shofiqul Islam	Managing Director & Shareholder	Remuneration	2,400,000	2,400,000
		Board meeting fee	40,000	45,000
Md. Toufiqul Islam	Director & Shareholder	Remuneration	2,400,000	2,400,000
		Board meeting fee	40,000	45,000
Md. Toriqul Islam	Director & Shareholder	Remuneration	2,400,000	2,400,000
		Board meeting fee	40,000	45,000
Md. Azizul Haque	Nominee Director	Board meeting fee	25,000	30,000
Mr. Abdul Matin Bhuiyan	Independent Director	Board meeting fee	30,000	25,000
Mr. A.F.M. Shamsul Islam	Independent Director	Board meeting fee	40,000	25,000
Mr. Rabiul Haque	Nominated Director	Board meeting fee	10,000	-
Aman Cement Mills Ltd.	Common Director	Office rent	90,000	120,000
Aman Group LTD.	Common Director	Office rent	900,000	1,200,000

FINANCE



FINANCIAL HIGHLIGHTS

	2018	2017	2016	2015	2014
ASSETS EMPLOYED					
Total Assets	7,564,392,402	5,454,567,769	4,930,193,178	4,670,320,776	3,198,244,350
Total Current Assets	5,960,917,724	3,852,730,873	3,651,416,169	3,592,316,234	2,376,526,485
Property Plant & Equipment	1,598,623,678	1,378,436,216	1,378,436,216	1,068,043,434	963,718,986
Inventories	2,557,987,621	1,168,598,151	1,209,430,944	1,227,703,169	951,697,925
Accounts Receivable	2,260,787,392	1,754,922,824	1,681,946,640	1,329,532,060	1,242,960,176
FINANCED B					
Share Capital	1,161,600,000	1,056,000,000	960,000,000	80,000,000	60,000,000
Revaluation Reserve	128,536,485	128,536,485	111,485,727	111,485,727	111,485,727
Retained Earnings	2,101,869,956	1,599,298,846	1,690,267,255	1,440,341,133	1,134,774,813
REVENUE AND PROFIT					
Revenue Earned	5,280,184,252	4,053,598,905	3,654,092,037	2,839,770,808	2,641,647,263
Gross Profit	1,082,979,536	871,772,912	813,821,344	612,532,502	564,803,634
Net Profit Before Tax	628,874,303	563,310,875	545,816,350	315,703,280	305,513,050
Net Profit After Tax	537,371,110	479,031,591	429,926,122	305,566,321	298,180,480

Board of Directors Meeting

During the year ended 30 June 2018 nine board meetings were held. The attendance of the Board of Directors' Meeting by each director is shown as follows:

Name of the Directors	Attendance	Remarks
Md. Rafiqul Islam	8	
Md. Shofiqul Islam	8	
Md. Toufiqul Islam	8	
Md. Toriqul Islam	8	
Md. Azizul Haque	5	Expired as on 4 th April 2018
Mr. Abdul Matin Bhuiyan	6	Resigned from the position of Independent Director
Mr. A. F. M. Shamsul Islam	8	Re-appointed as Independent Director
Mr. Md. Rabiul Haque	2	Appointed as Nominated director dated 4 th April 18

Auditors

The present auditor of the company, Ahmed Zaker & Co. Chartered Accountants, has completed audit for the year 2017-18 and they will retire in the 13th Annual General Meeting. As per regulatory compliance the present auditor already completed 3(three) years as a statutory auditor. So there is no scope for re-appointment as a statutory auditor further more. Mahfel Huq & Co., Chartered Accountants express their interest for appointing as a statutory auditor of the company for the financial year 2018-2019 with a remuneration of Tk. 2,50,000 (Two Lac Fifty Thousand) only including TAX and excluding VAT. The audit committee has proposed the name of Mahfel Huq & Co., Chartered Accountants recommend for appointment as statutory auditor of the company with remuneration of Tk. 2,50,000 (Two Lac Fifty Thousand) only which approved by the shareholder in the 13th Annual General Meeting.

Patterns of Shareholding Position

Allotment-wise total capital

Particulars of Allotment	Date of Allotment	Number of shares issued		Amount of share capital (Taka)
		No. of share Consideration in Cash	No. of share Consideration other than Cash	
First(subscription to the Memorandum & Articles of Association at the time of incorporation)	07.02.2005	200,000	—	2,000,000.00
Second Allotment (Bonus Share)	01.01.2012	—	98,00,000	98,000,000.00
Third Allotment (Bonus Share)	28.06.2012	—	50,000,000	500,000,000.00
Forth Allotment (IPO Subscription)	24.06.15	20,000,000	—	200,000,000.00
Forth Allotment (Bonus Share)	14.12.15	—	16,000,000	160,000,000.00
Fifth Allotment (Bonus Share)	15.12.16	—	9,600,000	96,000,000.00
Sixth Allotment (Bonus Share)	27.12.2017	—	10,560,000	105,600,000
Total		20,200,000	95,960,000	1,161,600,000.00

INDUSTRY OUTLOOK AND POSSIBLE FUTURE DEVELOPMENTS

The Aman Feed Limited aims to produce the quality product of Broiler Feed, Layer Feed, Fish Feed and Cattle Feed. To consider the focal point, the factory has established with the most modern plant & machineries that are imported from Germany to reach their optimal level. At present, the yearly production capacity of the Company is 1,48,200 MT. The management has a plan to expand its business through construction of floating feed plant, purchase land and construction of Silo's, construction cost of Silo's for storage of raw materials and purchase plant and machineries for enhancement of production capacity.

Product-wise Performance

The Company mainly produces 4 (four) categories feed such as Broiler Feed, Layer Feed, Fish Feed and Cattle Feed. The mentioned categorized feeds productions are varied on the market demand and it is determined by the management of the company. Two products have ten percent or more contribution to wards the revenue of the Company. Among the total sales, the following feed products contribute largely:

Product Name	Sales During the Year 2017-18 (MT)	Percentage (%)
Broiler Feed	54,184	48.90%
Layer Feed	51,159	46.17%
Fish Feed	902	0.81%
Cattle Feed	4,569	4.12%
Total	110,814	100.00

Risk and Concern

Aman Feed Limited (AFL) is operating in a locally competitive industry involving both external and internal factors having direct as well as indirect effects on the investments. The management of Aman Feed Limited carefully considers all risk factors such as interest rate risks, exchange rate risks, industry and market risks and operation risks etc. To consider these risks the management has taken some initiatives to erase risks. The company is emphasis to minimize the dependence on bank borrowing. Since AFL borrows for long term from Banks with interest rate and has a strong equity base, the management perceives that fluctuation of interest rate on borrowing would have little impact upon the performance of the company.

Aman Feed Limited has to import some of its raw materials from foreign market, but those raw materials are also available in local market. Depending on the price of raw materials in foreign and local market, foreign currency rate, lead time, foreign currency rate movement etc we make our decision for procurement of raw materials. However, as a highly profitable company the foreign exchange fluctuation risk is not vital in case of LC retirement.

Industry risks refer to the impact that the country's industrial policy can have on the performance of a specific industry. Due to rapid development in the poultry & fish farming and maintaining of strict product quality, efficient management of ingredient of production, utilization of developed technology, timely decision for expansion of production capacity, development of strong marketing network with skilled human resources etc, the future of AFL is expected to be bright. Since the feed market is gradually expanding with the demand for protein for the increasing population, there are chances of further occupying the market share.

Operational risk arises from improper execution of company's business. This risk can also be summarized as human risk, which occurs due to human error.

The Company manages this risk through a control based environment. This is supported by an independent program of periodic reviews undertaken by internal audit, and by monitoring external operational risk events, which ensure that the Company stays in line which industry best practice and takes account or lessons learned from publicized operational failures within the Feed manufacturing industry.

Cost of Goods sold and Profit Margins:

Revenue increased due to product mix. The company was able to translate most of the revenue into profit, resulting in a 23.65% growth in operating profit to BDT 171,506,791. The cost of Goods sold increased by 31.91 % to BDT 1,015,378,723 due to volume increase and significant product mix, which was off-set through effective cost control and productivity savings initiatives across the company.

Statements of Utilization of proceed raised through public issues:

The company has already completed his utilization procedure of IPO fund within 31st May 2018. The company also informs you that the expansion business unit has already started its commercial operation. As a result company revenue increased as well as profitability was increased.

Going Concern:

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

The system of Internal Control:

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

Human Resource

Development of human resource continues to be a fundamental part of our policy and strength. We arrange periodic training sessions both in house and outdoor for upgrading the skills of our personnel. The company committed to the staff to create a harmonious, comfortable and good work environment and the company also believes that a skills and committed work force can surely improve the company's profitability.

Environmental policies and practices

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

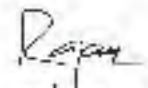
Directors Declaration as to Financial Statements:

The Directors are responsible for the governance of the company and as part of preparation and presentation of the financial statements, the Directors confirm, to the best of their knowledge that:

- the financial statements, prepared by the Management of the company which was scrutinized by the external auditors, present fairly its state of affairs, the result of its operation, cash flows and changes in equity;
- Proper books of account of the company have been maintained
- appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.
- the International Accounting Standards, as applicable in Bangladesh have been followed in preparation of the financial statements and any departure from there has been adequately disclosed
- the system of internal control is sound in design and has been effectively implemented and monitored
- there is no doubt whatsoever upon the company's ability to continue as a going concern
- As required under the BSEC directives the Directors further confirm that:
- the MD and CFO have certified to the Board that they have reviewed the financial statements and affirmed that these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading .
- The MD and CFO have certified to the Board that they have reviewed the financial statements and affirmed that these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.
- The MD and CFO have further certified to the Board that there are, to the best of their knowledge and belief no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the company's codes of conduct.

Acknowledgement

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



Md. Rafiqul Islam
Chairman

BAPLC CERTIFICATE



AUDITORS' REPORT TO THE SHAREHOLDERS OF AMAN FEED LIMITED



Auditors' Report To The Shareholders of Aman Feed Limited

We have audited the accompanying financial statements of Aman Feed Limited, which comprise the Statement of Financial position as at June 30, 2018 along with 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 a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, Companies Act 1994, The Securities and Exchange rules 1987 & other applicable rules & 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.

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of Aman Feed Limited as of June 30, 2018 and of its financial performance for the year then ended in accordance with International Financial Reporting Standards, The Securities and Exchange rules 1987 and comply with the Companies Act 1994 and other applicable laws and regulations.

We also report that:

- 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;
- in our opinion proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books;
- the company's Statement of Financial position, Statement of profit or loss and other comprehensive Income and Statement of Cash flows dealt with by the report are in agreement with the books of accounts;
- the expenditure incurred and payments made were for the purposes of the company's business for the year.

Place: Dhaka
Dated: October 28, 2018

Sd/-
Ahmed Zaker & Co.
Chartered Accountants



FINANCIAL STATEMENT

Aman Feed Limited Statement of financial position As at June 30, 2018

Figures in Taka

Particulars	Notes	30 June 2018	30 June 2017
Assets:			
Property, plant and equipment	3.00	1,598,623,678	1,378,436,216
Capital work in progress	4.00	-	218,549,680
Investment in associate	5.00	4,851,000	4,851,000
Total non-current assets		1,603,474,678	1,601,836,896
Inventories	6.00	2,557,987,621	1,168,598,151
Trade and other receivables	7.00	2,260,787,392	1,754,922,824
Advances, deposits & pre-payments	8.00	842,875,476	479,937,480
Advance income tax	9.00	190,645,149	136,905,344
Cash & cash equivalents	10.00	108,622,086	312,367,074
Total current assets		5,960,917,724	3,852,730,873
Total assets		7,564,392,402	5,454,567,769
Shareholder's equity & liabilities:			
Share capital	11.00	1,161,600,000	1,056,000,000
Share premium	12.00	520,000,000	520,000,000
Dividend equalization reserve	13.00	-	282,000,000
Retained earnings	14.00	2,101,869,956	1,599,298,846
Revaluation surplus	15.00	128,536,485	128,536,485
Total equity		3,912,006,442	3,585,835,332
Long term loan	16.00	25,972,565	21,124,545
Lease obligation	17.00	47,896,238	95,666,457
Deferred tax liability	29.02	83,101,112	69,019,067
Non current liabilities		156,969,915	185,810,070
Short term loan	18.00	3,104,717,207	1,376,123,642
Current portion of long term loan	16.00	6,282,229	3,951,844
Current portion of lease obligation	17.00	44,644,109	44,432,786
Trade payable	19.00	33,342,347	39,366,914
Liabilities for expenses & provisions	20.00	53,653,891	44,430,046
Dividend payable	21.00	1,509,154	771,177
Provision for current tax	29.00	251,267,107	173,845,959
Current liabilities		3,495,416,045	1,682,922,367
Total liabilities and shareholders' equity		7,564,392,402	5,454,567,769
NAV per share	22.00	33.68	33.96

The accompanying notes 1 to 33 form an integral part of these financial statements.

Sd/-
Company Secretary

Sd/-
Chief Financial Officer

Sd/-
Managing Director

Sd/-
Chairman

Signed in terms of separate report of same date.

Place: Dhaka
Date: October 28, 2018.

Ahmed Zaker & Co.
Chartered Accountants

Aman Feed Limited
Statement of Profit or Loss and Other Comprehensive Income
For the year ended June 30, 2018

Particulars	Notes	Figures in Taka	
		30-Jun-18	30-Jun-17
Sales	23.00	5,280,184,252	4,053,598,905
Cost of goods sold	24.00	(4,197,204,716)	(3,181,825,993)
Gross profit		1,082,979,536	871,772,912
Administrative expenses	25.00	(56,214,170)	(47,649,037)
Selling and distribution expenses	26.00	(130,039,808)	(98,905,107)
Operating profit		896,725,558	725,218,767
Financial expenses	27.00	(236,559,948)	(133,768,877)
Other income	28.00	152,407	26,528
Profit before contribution to WPPF		660,318,018	591,476,418
Contribution to WPPF		(31,443,715)	(28,165,544)
Profit before tax		628,874,303	563,310,875
Current tax	29.01	(77,421,147)	(70,584,764)
Deferred tax	29.02	(14,082,045)	(13,694,520)
Net profit after tax		537,371,110	479,031,591
Basic Earning Per Share	30.00	4.63	4.12

The accompanying notes 1 to 33 form an integral part of these financial statements.

Sd/-
Company Secretary

Sd/-
Chief Financial Officer

Sd/-
Managing Director

Sd/-
Chairman

Signed in terms of separate report of same date.

Place: Dhaka
Date : October 28, 2018.

Ahmed Zaker & Co.
Chartered Accountants

Aman Feed Limited
Statement of Changes in Equity
For the year ended June 30, 2018

Particulars	Figures In Taka					
	Share Capital	Share Premium	Dividend equalization reserve	Retained Earnings	Revaluation surplus	Total
Balance as on July 01, 2017	1,056,000,000	520,000,000	282,000,000	1,599,298,846	128,536,485	3,585,835,332
Net Profit for the year	-	-	-	537,371,110	-	537,371,110
Transfer to share capital for stock dividend for the year 2016-2017	105,600,000	-	(70,800,000)	(34,800,000)	-	-
Cash dividend declared	-	-	(211,200,000)	-	-	(211,200,000)
Balance as on June 30, 2018	1,161,600,000	520,000,000	-	2,101,869,956	128,536,485	3,912,006,442

Statement of Changes in Equity
For the year ended June 30, 2017

Particulars	Figures In Taka					
	Share Capital	Share Premium	Dividend equalization reserve	Retained Earnings	Revaluation surplus	Total
Balance as on July 01, 2016	960,000,000	520,000,000	570,000,000	1,120,267,255	111,485,727	3,281,752,982
Net Profit for the year	-	-	-	479,031,591	-	479,031,591
Tax adjusted on revaluation reserve	-	-	-	-	17,050,758	17,050,758
Transfer to share capital for stock dividend for the year 2015-2016	96,000,000	-	(96,000,000)	-	-	-
Cash dividend paid	-	-	(191,702,449)	-	-	(191,702,449)
Cash dividend payable	-	-	(297,551)	-	-	(297,551)
Balance as on June 30, 2017	1,056,000,000	520,000,000	282,000,000	1,599,298,846	128,536,485	3,585,835,332

Sd/-
Company Secretary

Sd/-
Chief Financial Officer

Sd/-
Managing Director

Sd/-
Chairman

Signed in terms of separate report of same date.

Place: Dhaka
Date : October 28, 2018.

Ahmed Zaker & Co.
Chartered Accountants

Aman Feed Limited
Statement of cash flows
For the year ended June 30, 2018

Figures in Taka

Particulars	2017-2018	2016-2017
Cash flows from operating activities:		
Collection from customers	4,774,096,246	3,974,632,965
Collection from other income	10,040,444	23,033,367
Cash paid to suppliers, employees & others	(6,119,926,670)	(3,415,998,616)
Cash generated from operation	(1,335,789,980)	581,667,716
Income tax paid	(53,739,805)	(98,095,273)
Net cash flow from operating activities	(1,389,529,785)	483,572,443
Cash flows from investing activities:		
Acquisition of property, plant & equipment	(33,342,209)	(141,545,506)
Capital work in progress	(12,399,500)	(218,549,680)
Net cash used in investing activities	(45,741,709)	(360,095,186)
Cash flows from financing activities:		
Dividend paid	(210,462,022)	(191,702,449)
Interest paid	(246,224,546)	(160,812,488)
Increase/(Decrease) long term borrowings	4,848,020	21,124,545
Increase/(Decrease) non-current portion of lease obligation	(47,770,220)	(41,245,603)
Increase/(Decrease) short term borrowings	1,728,593,565	134,853,368
Increase/(Decrease) current portion of long term borrowing	2,330,385	3,951,844
Increase/(Decrease) current portion of lease obligation	211,324	5,947,152
Net cash Provided/(Used)from financing activities	1,231,526,507	(217,883,631)
Net Increase/ (Decrease) in cash and cash equivalents	(203,744,988)	(94,406,374)
Cash and cash equivalents at the opening of the year	312,367,074	406,773,447
Cash and cash equivalents at the closing of the year	108,622,086	312,367,073
Net Operating Cash Flow Per Share	(11.96)	4.58

Sd/-
Company Secretary

Sd/-
Chief Financial Officer

Sd/-
Managing Director

Sd/-
Chairman

Signed in terms of separate report of same date.

Place: Dhaka
Date : October 28, 2018.

Ahmed Zaker & Co.
Chartered Accountants

Aman Feed Limited
Notes To The Financial Statements
For the year ended 30 June 2018

1.00 Significant information of the Enterprise

1.01 Legal form of the Enterprise :

Aman Feed Limited (the Company) was incorporated under the Companies Act 1994 on 7 February 2005 as a 'Private' company, limited by shares. Subsequently, the Company has been converted to 'Public' company limited by shares vide extra ordinary general meeting held on 22 February 2012 and after observance of required formalities as per laws the company went into initial public offering vide BSEC consent letter dated 23 April 2015. The company is listed with Chittagong Stock Exchange (CSE) on 30 July 2015 and Dhaka Stock Exchange (DSE) on 18 August 2015 of Bangladesh.

1.02 Registered and Corporate Office of the Company :

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

1.03 Address of the Factory :

The factory of the Company is located at Singhogati, Ullahpara, Sirajganj, Bangladesh.

1.04 Principal Activities and nature of the business:

The Principal activities and the nature of the business of the company is to manufacture high quality Pilatted Poultry Feed, Fish Feed and Cattle Feed. With highest level of product quality and services the Company achieved/earned ISO 9001 Certificate in the year 2008 and HACCP.

2.00 Significant Accounting Policies:

Basis of preparation and presentation of Financial Statements:

2.01 Statement of Compliance:

The financial statements have been prepared and the disclosures of information are made in accordance with the requirements of the Companies Act 1994, The Securities and Exchange Rules 1987 and International Financial Reporting Standards (IFRS) as much as practicable. The statement of financial position and statement of profit or loss and other comprehensive income have been prepared according to IAS 1 Presentation of financial statements on accrual Basis of accounting following going concern assumption under generally accepted accounting principles and practices in Bangladesh and statement of cash flows is prepared according to IAS 7 statement of cash flows.

2.02 Accounting convention and assumption:

The financial statements have been prepared under historical cost convention and, therefore, do not take into consideration the effect of inflation.

2.03 Principal accounting policies:

The specific accounting policies have been selected and applied by the Company's management for significant transactions and events that have a material effect within the framework for preparation and presentation of financial statements. Financial statements have been prepared and presented in compliance with IAS 1 Presentation of financial statements. The previous year's figures were re-arranged according to the same accounting principles. Compared to the previous year, there were no significant changes in the accounting and valuation policies affecting the financial position and performance of the Company. However, changes made to the presentation are explained in the note for each respective item. Accounting and valuation methods are disclosed for reasons of clarity. The Company classified the expenses using the function of expenses method as per IAS 1 Presentation of financial statements.

2.04 Date of Authorization:

The Board of Directors of Aman Feed Ltd. approved these Financial Statements on 28.10.2018

2.05 Reporting Period:

The Financial Statements of the Company cover a period from 01.07.2017 to 30.06.2018.

2.06 Cash Flow Statement:

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

2.07 Recognition of Property Plant & Equipments and Depreciation:

In accordance with the International Accounting Standard adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) as IAS 16 "Property Plant and Equipments. Property Plant & Equipments have been accounted for at cost less accumulated depreciation. Cost includes expenditure that is directly attributable to the acquisition of the items. Depreciation on all Property Plant & Equipments has been applied consistently year to year at the following rate:

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

Method : Depreciation on assets has been charged on reducing balance method. Depreciation on assets begins when it is available for use.

Allocation: Allocation of depreciation was made for Manufacturing unit 95% and for non-manufacturing unit 5%.

Revaluation of assets : The company has revaluated its Land on 15 may, 2013 and incorporated the revaluation surplus in the Financial Statement in that year under reference note # 15.00.

2.08 Impairment:

The carrying amounts of the company's assets are reviewed at each balance sheet date to determine whether there is any indication of impairment in line with Bangladesh Accounting Standard 36: Impairment of Assets. If any such indication exists, then the asset's recoverable amount is estimated and impairment losses are recognized in profit and loss account. No such indication of impairment has been observed till the end of the year.

2.09 Revenue Recognition:

Revenue is recognized only when it is probable that the economic benefit of such transaction has been derived as per "IAS-18".

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

2.10 Inventories:

In compliance with the requirements of IAS 2 "Inventories", the Inventories have been valued at weighted average method, which is consistent in line with the previous year's practice. Inventories are measured at the lower of cost and net realisable value as per para 9 of IAS 2 "Inventories".

2.11 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.

Derivative:

According to IFRS 7: 'Financial Instruments: Disclosures', the Company was not a Party to any derivative contract (financial instruments) at the financial statement date, such as forward exchange contracts, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

Non-Derivative:

Non-derivative financial instruments comprise of accounts and other receivable, borrowings and other payables and are shown at transaction cost as per IAS 39 "Financial Instruments: Recognition and Measurement".

a) Trade and Other Receivables:

These are carried forward at their original invoiced value amount and represents net realizable value. Management considered the entire bills receivable as good and is collectable and therefore, no amount was provided for as bad debt in the current year's account.

2.12 Currency of Reporting and Foreign currency transactions:

Currency of Reporting

The financial statement of the Company has been prepared in the Bangladesh Taka as currency.

Foreign Currency Transactions

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

2.13 Long Term Liabilities:

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

2.14 Contingent Liabilities:

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

2.15 Taxation:

Current Tax:

Provision of tax has been made @ 3% on first 10 lac, 10% on next 20 lac and 15% on balance as per SRO No. 199-Ain-Income Tax/2015 dated 30 June 2015 on the accounting profit made by the Company after making some adjustment with the profit as per ITO 1984 in compliance with IAS-12 "Income Taxes".

Deferred Taxation:

Deferred tax liabilities are the amount of income taxes payable in future years in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future years in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or subsequently enacted at the reporting date. The impact on the account of changes in the deferred tax assets and liabilities for the year ended June 30, 2018 has been recognized in the statement of profit or loss and other comprehensive income as per IAS-12 "Income Taxes".

2.16 Benefits to the employees:

The Company is operating Workers Profit Participation Fund (WPPF) according to Bangladesh Labour Law 2013 and accounted for paying benefits to the employees in accordance with the provisions of International Accounting Standard-19, "Employee Benefit". The NBR approval regarding trustee is under process.

2.17 Borrowing cost:

The borrowing cost is capitalized unless active developments of related assets are interrupted or cease when the borrowing cost directly transferred to the profit and loss account as per IAS-23 "Borrowing Cost".

2.18 Earning Per Share:

The Company calculates Earning Per Share (EPS) in accordance with IAS-33 "Earning Per Share" which has been shown on the face of the Statement of Comprehensive Income and details are shown in Note-30.

Basic Earnings Per Share:

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

Weighted average number of ordinary shares outstanding during the year:

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of shares issued during the year multiplied by a time weighted factor is the number of months the specific shares outstanding as a proportion of the total number of months in the year. Details calculation shown in Note # 30.02.

Diluted earnings per share:

As there is no prospective Dilutive Securities according to IAS-33, Diluted EPS has not been calculated as per SEC Public Issue Rules 2006 in Rule 8, Clause B, sub clause (20), requirement (e) with total existing number of share IASis.

2.19 Events after the Reporting date:

As per IAS -10 "Event after the Balance Sheet Date" are those event favorable and unfavorable, that occur between the end of the reporting period and the date when the financial statement are authorized for issue. Two types of event can be identified:

Those that provide evidence of conditions that existed at the end of the reporting period (adjusting events after reporting date); and

Those that are indicative of conditions that arose after the reporting period (Non-adjusting events after balance sheet date).

2.20 Risk Perception :

There are some internal and external factors that may conceivably materially affect the company's operation of business. The Company Management perceives investment risk within the national and international economic perspectives in relation to legal, financial, economic, and moral requirements involving inter alia, foreign currency fluctuation, interest rate risk, scientific invention, monetary and fiscal investment policies and has prepared its production, financial and marketing strategies to meet the challenges from these risks.

2.21 Related Parties Transactions:

The party is related to the company if the party cast significant influence over the subject matters and also holding the controlling power of the management affairs of the company and any transaction made during the year with the party related therewith is termed as related party transaction as per IAS-24 "Related Party Disclosure". During the year there is no such related party transactions made that has influenced the company's business. Related parties are fully disclosed in Note-31.

2.22 Application of International Accounting Standards (IASs) :

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

IAS-1	Presentation of Financial Statements
IAS-2	Inventories
IAS-7	Statement of Cash Flows
IAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
IAS-10	Events after the Reporting Period
IAS-12	Income Taxes
IAS-16	Property, Plant & Equipment (PPE)
IAS-17	Leases
IAS-18	Revenue
IAS-19	Employee benefits
IAS-21	The effects of changes in Foreign Exchange Rate
IAS-23	Borrowing Cost
IAS-24	Related Party Disclosures
IAS-32	Financial Instruments: Presentation
IAS-33	Earnings Per Share (EPS)
IAS-39	Financial Instruments: Recognition and Measurement
IFRS-7	Financial Instruments: Disclosures

2.23 Information on Financial Statements:

Responsibility for preparation and presentation of financial statements:

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

Components of the Financial Statements:

Following are the component of the financial statements :

- Statement of Financial Position as at June 30, 2018
- Statement of Profit or loss and Other Comprehensive Income for the year ended June 30, 2018
- Statement of Changes in Equity for the year ended June 30, 2018
- Statement of Cash Flows for the year ended June 30, 2018
- Explanatory notes to the financial statements.

Comparative:

Comparative information have been disclosed in respect of the previous year for all numerical information in the financial statements including narrative and descriptive information when it is relevant for understanding of the current year's financial statements.

Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per IAS-8 'Accounting Policies, Changes in Accounting Estimates and Errors'.

3.00 Property, Plant and Equipment [WDV]

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
Land & Land Development	421,650,794	421,380,794
Building & Civil Construction	892,877,458	812,209,610
Plant & Machinery	233,037,330	95,177,809
Vehicles	47,429,897	46,402,018
Furniture & Fixtures	955,810	866,725
Office Equipments	462,523	544,145
Computer & IT Equipments	2,209,866	1,855,115
	1,598,623,678	1,378,436,216

4.00 Capital Work in Progress

Opening balance	218,549,680	205,882,575
Add: During the year	12,399,500	218,549,680
Less: Capitalised to building & Machinaries during the year	(230,949,180)	(205,882,575)
Closing balance	-	218,549,680

This represents amount paid for expanding of infrastructural development like Machinaries, road, drainage, factory premises, workway and inventory shed and depot shed. During the year all the work in Progress are transferred to the schedule of Property, Plant & Equipments.

5.00 Investment in associate

Investment in associate	4,851,000	4,851,000
-------------------------	------------------	------------------

Aman Feed Limited owns 485,100 shares @ Tk. 10 each i.e. Tk. 4,851,000 of Akin Feed Limited which is 49% of total paid up capital. The total paid up capital of Akin Feed Limited is 990,000 shares @ Tk. 10 each i.e. Tk. 9,900,000. Under the equity method, this represents that Aman Feed Limited has significant influence over Akin Feed Limited.

6.00 Inventories

Finished Goods	Note-6.01	125,070,055	87,013,164
Raw Materials in hand	Note-6.02	336,387,904	914,526,589
Packing Materials-in hand	Note-6.03	21,987,182	26,351,095
Goods in Transit	Note-6.04	2,067,163,885	136,136,504
Spare Parts		7,378,595	4,570,800
		2,557,987,621	1,168,598,151

Details of quantity movement of inventories are shown in Annexure - B

6.01 Finished Goods

Value of Inventories			
Broiler Feed		61,726,202	42,073,738
Layer Feed		33,457,710	24,147,176
Fish Feed		26,061,564	19,001,563
Cattle Feed		3,824,579	1,790,687
		125,070,055	87,013,164
Quantity of Inventories [MT]			
Broiler Feed		1,482	1,035
Layer Feed		991	715
Fish Feed		590	440
Cattle Feed		148	72
		3,210	2,262

6.02 Raw Materials

Value of Inventories [Taka]

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
Maize	108,676,936	268,020,568
Wheat & Wheat Flour	2,482,544	5,834,684
Rice Polish & Bran	15,040,322	41,804,150
Meat & Bone Meal	19,777,617	44,623,482
Fishmeal & Dry Fish	10,883,721	38,734,476
Oilcake & Soyabean Meal	173,222,302	500,934,170
Medicine & Chemicals	6,304,461	14,575,058
	336,387,904	914,526,589

In view of the possible price hike in the international market, the Soyabean extraction and maize is imported and kept a large amount of stock to meet the extension of production capacity.

Quantity of Inventories [MT]

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
Maize	5,420	16,301
Wheat & Wheat Flour	99	323
Rice Polish & Bran	427	1,389
Meat & Bone Meal	470	1,463
Fishmeal & Dry Fish	104	307
Oilcake & Soyabean Meal	4,167	12,070
	10,688	31,853

6.03 Packing Materials

Value of Inventories [Taka]

WPP Bag	21,987,182	26,351,095
Quantity of Inventories [PCS]		
WPP Bag	1,062,183	1,145,700

6.04 Goods in Transit

Broiler and Layer Premix	13,378,680	145,403
DDGS	11,560,055	10,049,307
DL Methionine	12,486	100,859
Maize	944,826,367	4,492,991
Process Protein	-	102,448
MBM	298,453	25,515,696
SBM	1,061,195,781	82,998,929
Sodium Bi Carbonate	-	15,429
Spare Parts	57,108	1,328,617
L-Lysine	22,440	3,655,747
Rape Seed	15,000,795	-
Choline Chloride	-	10,036
L-Threonine	8,671	20,518
Floating Fish Feed	23,582	7,700,524
Lime stone	4,275,708	-
DORB	16,497,011	-
MCP	6,749	-
	2,067,163,885	136,136,504

The above Inventories are as per physical Inventory undertaken and valued by the Inventory Team consists of management staff and auditors. Inventories in hand have been valued at lower of cost and net realizable value. Inventories are hypothecated against the fund received as working capital facilities from the relevant Banks.

7.00 Trade and other receivables

Trade Receivable	Note-7.01	2,257,392,948	1,751,304,942
Other Receivable	Note-7.02	3,394,444	3,617,883
		2,260,787,392	1,754,922,824

7.01 Trade Receivable

Opening Balance	1,751,304,942	1,672,339,002
Add: Sales during the year	5,280,184,252	4,053,598,905
Available for Received	7,031,489,194	5,725,937,907
Less: Realized during the year	(4,774,096,246)	(3,974,632,965)
	2,257,392,948	1,751,304,942

7.02 Other Receivable

Interest on bank deposit	3,394,444	3,617,883
	3,394,444	3,617,883

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

Maturity less than 6 months	2,260,787,392	1,754,922,824
Maturity more than 6 months	Nil	Nil
Total	2,260,787,392	1,754,922,824

Debts considered Good & Secured	2,260,787,392	1,754,922,824
Debts considered Good without security	-	-
Debts considered doubtful & bad	-	-
Debts due by directors or other officers & staffs	-	-
Debts due from companies under same management	-	-
Maximum debt due by directors or offocers & staffs at any time	-	-

8.00 Advances, Deposits & Pre-Payments

Security Deposit- Paschimanchal Gas Co. Ltd.	72,138	72,138
Security Deposit- Sirajgonj Palli Bidyut Samity.	2,112,800	2,112,800
	2,184,938	2,184,938

Advance for Store Purchase (Note- 8.01)	693,038,982	362,309,419
Advance Against Marketing Expense	1,003,527	4,420,954
Advance Salary	402,529	1,738,169
L/C Margin	146,245,500	109,284,000
	840,690,538	477,752,542
	842,875,476	479,937,480

8.01 Advance against Store Purchase :

Advance against store purchase represents amount paid to various parties for purchase of RM, Spare parts & other consumable and construction materials.

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

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
Advance exceeding 6 months	2,184,938	2,184,938
Advance not exceeding 6 months	840,690,538	477,752,542
	842,875,476	479,937,480
Advance, deposits & prepayments considered good & secured	842,472,947	478,199,311
Advance, deposit & prepayments considered Good without security	-	-
Advance, deposit & prepayments considered doubtful & bad	-	-
Advance, deposit & prepayments due by directors or other officers & staffs	402,529	1,738,169
Advance, deposit & prepayments due from companies under same management	-	-
Maximum advance due by directors or officers & staffs at any time	-	-
9.00 Advance Income Tax (AIT)		
Opening Balance	136,905,344	38,810,071
Add: Addition during the year	53,739,805	98,095,273
	190,645,149	136,905,344
Less: Adjustment during the year	-	-
	190,645,149	136,905,344
10.00 Cash and Cash Equivalents		
Cash in Hand	7,151,935	2,290,844
Cash at Banks: (Note- 10.01)	101,470,151	310,076,230
	108,622,086	312,367,074
10.01 Details Break-up of Cash at Banks are as follows:		
AB Bank Ltd. Islami Banking Branch Kakrail AWCA-0623	276,086	114,592
Agrani Bank Ltd. Forex Branch, Dhaka CD - 0040262	579,941	581,591
Agrani Bank Ltd. Uttara Branch, Dhaka CD - 700617	10,819,057	13,232,302
Al-Arafah Islami Bank Ltd. A/C No. 6777, Dilkusha Br.	1,506	2,656
Al-Arafah Islami Bank Ltd. Uttara Branch, A/C No. 62639	969,965	1,283,271
Dutch Bangle Bank Ltd. Local Office, Dhaka CD - 101 110 30394	2,802,554	2,389,133
Exim Bank Ltd. Rajuk Avenue Branch A/C No. AWCA -4708	521,674	835,070
Jamuna Bank Ltd., Forex Branch, Dhaka CD-0018-0210008598	584,174	1,008,822
Shahjalal Islami Bank Ltd. Dhaka Main Branch A/C No. AWCD -8936	613,658	5,056,298
Social Islami Bank Ltd., Principal Branch, Dhaka AWCD-21330057421	1,329,137	3,912,091
Standard Bank Ltd. Progati Sarani Br., Dhaka CD-03833000069	1,441,978	359,913
Prime Bank Ltd., Dilkusha Br., AWCD-10811050000737	1,842,249	1,857,596
Prime Bank Ltd., Uttara Branch, AWCD-16440	1,594,806	1,998,436
Sonali Bank Ltd., Forex Corporate Br., Dhaka CD-160833033647	14,433	15,008
Sonali Bank Ltd., Uttara Branch, CD-17764	3,481,565	8,036,911
Sonali Bank Ltd. Ullah para Branch A/C No.2962	33,255	33,255
Bangladesh Krishi Bank, Uttara Branch, CD-503	204,753	1,422,044
BD. Commerce Bank, Principal Br. Dhaka CD -26549	195,811	200,143
Pubali Bank Ltd., Dhaka Stadium Branch CD-0939901041533	3,587,948	14,299,324
Mercantile Bank Ltd. Main Br., Dilkusha, Dhaka CD-80543	9,717	10,522
Mercantile Bank Ltd. Uttara Branch, CD-14261	1,789,740	810,597
National Bank Ltd. Dilkusha Br., Dhaka CD-0002-33147897	231,237	232,537

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
National Bank Ltd. Uttara Branch, CD-21648	894,302	3,022,958
Trust Bank Ltd., Uttara Branch, Dhaka CD-0023-0210008000	765,413	3,550
Trust Bank Ltd., Dilkusha Branch, Dhaka CD-2000811	9,388	13,407
Uttara Bank Ltd., Local Office, Dhaka CD- 21-16568	104,271	105,571
Uttara Bank Ltd., Uttara Branch, CD- 1859	3,443,305	1,867,901
Janata Bank Ltd., Uttara, Dhaka CD-64989	3,495,507	4,949,597
Islami Bank BD. Ltd. Rajshahi Branch AWCA-257713	1,664	2,711
Islami Bank BD. Ltd. Ullahpara Branch A/C No. 1020	33,081	2,549,362
BRAC Bank Ltd., Uttara, Dhaka CD -39001	1,316,783	823,582
ONE Bank Ltd.-A/C-8002	697,948	430,648
National Finance Ltd. (FDR)	10,000,000	10,000,000
Prime Bank Limited, Motijheel Branch, SND-10431070068089	21,567	105,655
First Security Islami Bank Ltd-A/C-121, Joinal Market Branch	2,313,972	1,292,230
Social Islami Bank Limited, Principal Branch, FDR	-	200,000,000
ONE Bank Ltd.-A/C-0083	469,699	470,999
Meghna Bank Limited	-	10,500,000
AB Bank Limited, Uttara Branch	271,625	91,735
Islami Bank BD. Ltd. Uttara Branch-A/C-594702	1,977,253	13,857,243
Meghna Bank Ltd. Uttara Branch-A/C-039	45	45
Southeast Bank Ltd. Uttara Branch-A/C-3878	734,145	160,166
NCC Bank - A/C-19783	15,410	1,163,400
Islami Bank Bangladesh Limited-A/C-09600	23,205	24,413
Social Islami Bank Limited-A/C-19263	1,039,456	300,178
Rupali Bank Limited-A/C-01665	443,414	505,037
Bank Asia Limited-A/C-1000278	7,826	-
Modhumoti Bank Limited-A/C-00356	115,115	4,425
Social Islami Bank Limited (MTDR)	40,268,981	-
Union Bank Ltd. -A/C-3656	91,537	139,310
	101,470,151	310,076,230

11.00 Share Capital

This represents the followings:

Authorised Capital:

150,000,000. Ordinary Shares of Taka. 10/= each**1,500,000,000****1,500,000,000**

Issued Subscribed and Paid up capital:

116,160,000. Ordinary Shares of Taka. 10/= each

1,161,600,000**1,056,000,000****11.01 Share Holdings Position:**

The company raised its Paid-up Capital from Tk. 60.00 crore to Tk. 80.00 Crore through initial public offering of 2.00 Crore shares of Tk. 10 each with premium of Tk. 26 per share with due approval from BSEC dated 23 April 2015 & fund deposited Company's account from 28 June 2015 to 13 September 2015. Subsequently, the Board of Directors in their meeting held on 21st October, 2015 recommended 20% stock dividend to all of the shareholders for the year ended 30 June 2015 and the paid up capital increased from Tk. 80 crore to 96 crore (96,000,000 shares @ Tk.10 each). Further, the Board of Directors in their meeting held on 15th December, 2016 recommended 10% stock dividend to all of the shareholders for the year ended 30 June 2016 and the paid up capital increased from Tk. 96 crore to 105.60 crore (105,600,000 shares @ Tk.10 each). Besides this, the Board of Directors in their meeting held on 27th December, 2017 recommended 10% stock dividend to all of the shareholders for the year ended 30 June 2017 and the paid up capital increased from Tk. 105.60 crore to 116.16 crore (116,160,000 shares @ Tk.10 each).

Particulars of shareholders and their share holding position is as under:			Amount in Taka 30 June 2018		Amount in Taka 30 June 2017	
	Name of the Shareholders	30-Jun-18	30-Jun-17			
Md. Rafiqul Islam	12,532,400	11,484,000	10.88%	126,324,000	114,840,000	
Md. Shofiqul Islam	19,819,800	18,018,000	17.06%	198,198,000	180,180,000	
Md. Toufiqul Islam	19,819,800	18,018,000	17.06%	198,198,000	180,180,000	
Md. Toriqul Islam	27,007,200	24,552,000	23.25%	270,072,000	245,520,000	
Aman Agro Industries Ltd.	2,613,600	2,376,000	2.25%	26,136,000	23,760,000	
Aman Cold Storage Ltd.	2,613,600	2,376,000	2.25%	26,136,000	23,760,000	
Milan Cold Storage Ltd.	2,613,600	2,376,000	2.25%	26,136,000	23,760,000	
General public	29,040,000	26,400,000	25.00%	290,400,000	264,000,000	
Total	116,160,000	105,600,000	100%	1,161,600,000	1,056,000,000	

11.02 Classification of Shares by holding :

Slabs by number of shares	No. of shareholders	No. of shareholders	No. of Shares	No. of Shares
Less than 500	2,544	2,369	539,347	489,638
From 501 to 5,000	2,108	1,443	4,075,633	2,775,576
From 5001 to 10000	382	218	2,835,489	1,652,518
From 10,001 to 20,000	247	136	3,623,633	1,998,183
From 20001 to 30000	65	43	1,657,807	1,073,557
From 30,001 to 40,000	43	17	1,499,818	642,732
From 40001 to 50000	23	14	1,080,742	651,036
From 50,001 to 100,000	37	49	2,627,359	3,514,498
From 100,001 to 1,000,000	35	30	8,404,503	7,747,724
Above 1,000,000	15	9	89,815,669	85,054,538
Total	5,499	4,328	116,160,000	105,600,000

12.00 Share premium

Share premium

520,000,000 520,000,000

This represents amount paid by the public shareholders as premium against Initial Public Offering (IPO) @ Tk.26 per share as approved by the Bangladesh Securities and Exchange Commission (BSEC). The total number of public offering shares is 2 crore.

13.00 Dividend Equalization Reserve

Opening balance	282,000,000	570,000,000
Add: Reserve made during the year	-	-
	282,000,000	570,000,000
Less: Transfer to dividend account:		
Cash dividend declared	(211,200,000)	-
Cash dividend paid	-	(191,699,822)
Cash dividend payable	-	(300,178)
Transfer to share capital for stock dividend for the year 2016-2017	(70,800,000)	(95,000,000)
Closing Balance	-	282,000,000

This represents amount transferred to dividend equalisation reserve out of retained earnings during the year 2014-2015 for equalising dividend in future and protecting of the interest of the shareholders. This reserve can be utilised only for issue of dividend as per board decision of the company.

14.00 Retained Earnings

Opening Balance	1,599,298,846	1,120,267,255
Add: Profit for the year	537,371,110	479,031,591
Transfer to share capital for stock dividend for the year 2016-2017	(34,800,000)	-
Closing Balance	2,101,869,956	1,599,298,846

15.00 Revaluation Surplus

Fair Value of Land and Land Development	170,400,000	170,400,000
Less: Book Value of Land and Land Development	39,240,321	39,240,321
Revaluation Surplus	131,159,679	131,159,679
Less: Tax on revaluation Surplus @ 2% as per section 53(H)	(2,623,194)	(2,623,194)
Net Balance of Revaluation surplus	128,536,485	128,536,485

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

Qualification-Chartered Accountants Firm, Enlisting: Panel 'A' auditors of Bangladesh Bank's List.

Date of Revaluation: 15 May, 2013

16.00 Long Term Loan

This represents loan from AB Bank Ltd., Islami Banking Branch, Kakrail, Dhaka for the implementation of the Project.

Opening Balance	25,076,389	-
Add: Received during the year	10,917,940	25,000,000
Add: Charges for the year	25,800	-
Add: Profit / Interest for the year	3,480,865	76,389
	39,500,994	25,076,389
Less: Paid during the year		
Principal	(3,765,335)	-
Interest	(3,480,865)	-
Closing Balance	32,254,794	25,076,389
Less: Current Maturity	(6,282,229)	(3,951,844)
Balance after current maturity	25,972,565	21,124,545

Bank: AB Bank Ltd.

Sanction Limit: Tk. 25,000,000

Sanction Date: 21.06.2017

Tenure: 21.06.2017 to 20.06.2022

Rate of Interest / Profit : @ 11%

Security: Vehicle

17.00 Lease Obligation

National Finance Limited	Note-17.01	44,473,723	88,944,380
Haji Finance Limited	Note-17.02	3,422,515	6,722,078
		47,896,238	95,666,457

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
17.01 National Finance Limited		
This represents loan from National Finance Ltd., Principal Branch, Dhaka for business expansion.		
Opening Balance	130,077,508	162,455,915
Add: Received during the year	-	-
Add: Profit /Interest for the year	14,795,300	18,660,297
	144,872,808	181,116,212
Less: Paid during the year		
Principal	(44,259,333)	(32,378,407)
Interest	(14,795,300)	(18,660,297)
Closing Balance	85,818,175	130,077,508
Less: Current Maturity	(41,344,452)	(41,133,128)
Balance after current maturity	44,473,723	88,944,380
Financial institution: National Finance Limited.		
Sanction Limit : Tk. 200,000,000		
Sanction Date: 02.11.2014		
Tenure : 10.12.2014 to 10.11.2019		
Rate of Interest / Profit : @ 12.00%		
Security : Personal guarantee of all directors of the company.		
17.02 Hajj Finance Limited		
Opening Balance	10,021,735	12,941,779
Add: Received during the year	-	-
Add: Interest for the year	944,105	1,405,731
	10,965,840	14,347,510
Less: Payments made during the year	(4,243,668)	(4,325,775)
Closing Balance	6,722,172	10,021,735
Less : Current Maturity	(3,299,657)	(3,299,657)
Closing balance net of current maturity	3,422,515	6,722,078
Lease Company : Hajj Finance Company Ltd.		
Sanction Date : 02.12.2014		
Maturity Date : 02.12.2019		
Rate of Interest / Profit : @ 11.00%		
Lease Assets : 10 Cars (Reconditioned Sedan cars)		
Type of Lease : Finance Lease		
Reference No. HFCL/BMMCB/FID/CORP-IWI/1214/2042		
18.00 Short Term Loan		
This represents amount sanctioned and disbursed by the following banks as loan against working capital requirements of the company which are fully secured by hypothecation of stock:		
TR for BIM -ABBL , Kakrail, Dhaka	980,364,332	353,724,294
Deferred L/C liability-ABBL	1,260,659,442	833,873,891
Beir - Muajjal - Trust Bank Ltd. Dilkusha, Dhaka	-	180,000,000
Social Islami Bank Limited-UPAS L/C liability	842,611,911	-
Standard Bank Ltd. CC (Hypo)- 519	21,081,523	8,525,457
Balance as on 30 June	3,104,717,207	1,376,123,642

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
19.00 Trade Payable		
Opening balance	39,366,914	13,967,730
Add: Purchased During the year	3,461,886,415	2,932,262,194
	3,501,253,328	2,946,229,924
Less: Paid During the year	3,467,910,981	2,906,863,010
Closing balance	33,342,347	39,366,914
There is no related party transaction.		
20.00 Liabilities for Expenses and provisions		
Salary & Allowances	8,192,374	6,176,574
TA/DA Payable (Sales Staff)	1,257,476	883,989
Audit Fee & VAT	316,250	373,750
Gas Bill	215,126	137,904
Payable-WPPF	41,643,024	35,548,298
TDS Payable	63,751	290,149
VAT Payable	380,846	389,857
Electricity bill	1,585,044	629,525
	53,653,891	44,430,046
20.01 Payable to WPPF		
Opening Balance	35,548,298	31,944,490
Add: Current year provision	31,443,715	28,165,544
Less: Paid during the year	(25,348,990)	(24,561,736)
Closing WPPF	41,643,024	35,548,298
21.00 Dividend payable		
Opening balance	771,177	443,706
Add: Declared during the year	211,200,000	192,000,000
Add: Amount credited for BEFTN outward return	425	29,920
Less: Paid during the year	(210,462,447)	(191,702,449)
Closing balance	1,509,154	771,177
22.00 Net Asset Value Per Share		
22.01 NAV per Share with revaluation :		
Shareholders' Equity including revaluation surplus	3,912,006,442	3,585,835,332
Number of ordinary Shares Outstanding	116,160,000	105,600,000
Net Asset Value - NAV	33.68	33.96
23.00 Sales		
Sales Value in Taka		
Broiler Feed	2,290,528,948	1,753,765,353
Layer Feed	1,775,127,227	1,348,018,688
Fish Feed	1,093,825,393	858,662,231
Cattle Feed	120,702,684	93,152,633
	5,280,184,252	4,053,598,905
Sales Quantity in MT		
Broiler Feed	54,184	42,995
Layer Feed	51,159	39,647
Fish Feed (Rented plant 23,545 MT)	24,447	19,536
Cattle Feed	4,569	3,719
	134,359	105,898

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
24.00 Cost of Goods Sold		
Raw materials consumption (Note-24.01)	3,925,812,677	3,021,586,784
Packing materials consumption (Note-24.02)	118,576,335	80,416,272
Factory Overhead (Note-24.03)	190,872,595	106,549,322
Cost of Production	4,235,261,608	3,208,552,378
Opening Finished Goods	87,013,164	60,286,779
Cost of Goods Available for Sale	4,322,274,771	3,268,839,157
Closing Finished Goods	(125,070,055)	(87,013,164)
Cost of Goods Sold	4,197,204,716	3,181,825,993
24.01 Raw Materials Consumed :		
Opening Raw Materials	914,526,589	1,095,411,472
Purchased during the year [Note-24.01.A]	3,347,673,993	2,840,701,901
Available for Use	4,262,200,581	3,936,113,373
Closing Raw Materials [Note-6.02]	(336,387,904)	(914,526,589)
	3,925,812,677	3,021,586,784
24.01.A Raw Materials Purchased during the year		
Value in Taka :		
Maize	1,498,667,039	1,225,792,208
Wheat & Wheat Flour	12,855,479	9,752,975
Rice Polish & Bran	182,061,937	157,701,277
Meat & Bone Meal	120,526,278	96,265,253
Fish meal & Dry Fish	22,622,873	20,103,502
Oilcake & Soyabean Meal	1,254,495,522	1,103,758,804
Medicine & Chemicals	256,444,864	227,327,881
	3,347,673,993	2,840,701,901
Quantity in MT:		
Maize	74,745	74,027
Wheat & Wheat Flour	512	500
Rice Polish & Bran	5,175	5,211
Meat & Bone Meal	2,866	2,778
Fish meal & Dry Fish	216	158
Oilcake & Soyabean Meal	30,181	26,807
	113,695	109,480
24.02 Packing Materials Consumed		
Opening Packing Materials	26,351,095	8,623,765
Purchased during the year [Note- 24.02.A]	114,212,422	98,143,602
Available for Use	140,563,517	106,767,367
Closing Packing Materials [Note-6.03]	(21,987,182)	(26,351,095)
	118,576,335	80,416,272

24.02.A Packing Materials Purchased During the year

Value in Taka :

WPP Bag

114,212,422

98,143,602

114,212,422

98,143,602

Quantity in PCS.

WPP Bag

5,271,336

4,178,954

5,271,336

4,178,954

24.03 Factory Overhead

Wages & Allowances

16,597,515

14,098,510

Factory Salary & Allowances

31,915,258

21,871,582

Spare Parts

49,908,999

7,671,263

Oil & Lubricants

4,897,612

1,596,045

Daily Labour

29,328,802

13,660,089

Factory Maintenance

2,629,752

4,384,976

Laboratory Expenses

358,321

152,361

Gas Bill

2,089,680

1,335,106

Electricity Bill

10,787,926

5,215,856

VAT on factory rent

60,000

180,000

Factory rent

400,000

1,200,000

Depreciation on Manufacturing Assets

41,898,730

35,183,534

190,872,595

106,549,322

25.00 Administrative Expenses

Salaries & Allowances

21,413,598

17,597,057

Director's Remuneration

9,600,000

9,600,000

Board Meeting Attendance Fee

265,000

260,000

Stationeries

357,903

1,083,212

Postage, Telephone & Internet

2,037,484

467,925

Entertainment

661,834

1,230,274

Crockeries & Utensil

4,030

68,347

Office Rent

990,000

1,320,000

Maintenance expenses

2,121,595

281,569

Fuel & Lubricants

331,227

504,460

Vehicle Maintenance

846,390

895,001

Insurance Premium

1,062,711

92,813

Staff Fooding Expenses

4,008,002

2,510,863

Medical Expenses

513,314

42,035

Licenses & Others

1,070,171

2,399,657

Audit Fees & VAT

316,250

632,500

Rent, Rates & Taxes

3,002,834

534,442

Travelling & Conveyance

3,720,303

5,005,961

Newspaper & yearicals

16,720

6,718

VAT on Office rent

148,500

178,200

Bank Charges

995,828

479,801

Cleaning & Gardening Expenses

32,657

7,339

AGM expenses

150,000

350,250

Share transfer fees

342,623

18,900

Depreciation on Non Manufacturing Assets

2,205,196

1,851,765

56,214,170

47,649,037

26.00 Selling and Distribution Expenses

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
Salaries & Allowances	33,779,693	20,280,294
Target Incentive Bonus	7,176,650	5,852,188
Godown expenses	7,256,346	4,254,242
Advertisement	1,116,434	4,685,159
Travelling & Conveyance	14,140,168	8,744,626
Promotional Expenses	5,839,638	3,970,414
Seminar Expenses	1,331,724	1,506,999
Free Sample	6,894,374	7,324,825
Dealer Sale Target Award Expenses	5,377,472	5,502,914
Carriage Outward	28,918,069	22,812,080
Daily Labour	18,209,240	13,971,367
	130,039,808	98,905,107

27.00 Financial Expenses

Profit / Rent(Interest) on HPSM A/C -ABBL	3,480,865	76,389
Profit(Interest) on Bai Muajjal & TR A/C -ABBL	163,331,730	79,507,573
Interest on CC(Hypo) Loan - Standard Bank Ltd.	4,095,064	3,262,238
Interest on Term loan-NFL	14,795,300	18,660,297
Interest on commercial paper	-	21,350,000
Interest on Bai Muajjal-Trust Bank	25,732,100	26,550,260
Interest on SOD Loan - Social Islami Bank Ltd.	8,987,154	-
Interest on UPAS L/C - Social Islami Bank Ltd.	24,858,228	-
Interest on Lease Obligation - Hajj Finance Limited	944,105	1,405,731
	246,224,546	150,812,488
Less: Interest on FDR	(9,664,598)	(17,043,611)
	236,559,948	133,768,877

28.00 Other Income

Discount	152,407	26,528
Total other income	152,407	26,528

29.00 Provision for current tax**29.01 Current Tax -**

Profit Before Tax except Other Income	628,721,896	563,284,347
Add: Accounting Depreciation	44,103,927	37,035,299
Less: Tax Depreciation	(155,472,185)	(128,332,098)
Taxable Income for the year	517,353,637	471,987,547
Rate of Tax		
Tax on business	77,383,046	70,578,132
Tax under Sec 16 CCC (Turnover Tax @ 0.60%)	19,009,578	14,593,115
Add: Tax on Other Income @ 25%	38,102	6,632
Total Provision for the year	77,421,147	70,584,764

29.01.A Net Tax Liability :

	Amount in Taka 30 June 2018	Amount in Taka 30 June 2017
Opening Balance	173,845,959	103,261,195
Add: Provision made for the year	77,421,147	70,584,764
Add: adjustment	-	-
Total Payable	251,267,107	173,845,959
Less : Tax Paid during the year:		
Tax Liability paid	-	-
Adjustment of Tax Liability	-	-
Total tax paid during the year	-	-
Total tax liability	251,267,107	173,845,959
AIT paid	(53,739,805)	(98,095,273)
Net Tax Liability as at Closing	197,527,302	75,750,686

Provision of tax made @ 3% on first 10 lac, 10% on next 20 lac and 15% on balance as per SRO No. 199-Ain-Income Tax/2015 dated 30 June 2015.

29.02 Deferred Tax

Carrying Amount of the PPE (Except Land)	1,176,972,884	957,055,422
Tax Base of the PPE (Except Land)	622,965,468	514,416,264
Taxable Temporary Difference	554,007,416	442,639,157
Tax Rate	15%	15%
Deferred Tax Liability (except revaluation)	83,101,112	66,395,874
Add : Tax on revaluation surplus (Note # 15.00)	-	-
Total deferred tax liability	83,101,112	66,395,874
Opening Deferred Tax Liability	69,019,067	72,375,306
Add : Tax on revaluation surplus (Note # 15.00)	-	(17,050,758)
Add: Provision	14,082,045	13,694,520
Total deferred tax liability as at 30 June	83,101,112	69,019,067
Deferred Tax Liability as at 30 June (except revaluation)	83,101,112	66,395,874
Deferred Tax Liability at opening balance	69,019,067	52,701,354
Deferred Tax Expenses /Income	14,082,045	13,694,520

30.00 Earning Per Share (EPS)**30.01 Basic Earning Per Share :**

	4.63	4.12
Net Profit from the Core Business	537,256,805	479,011,695
Weighted average no. of shares outstanding	116,160,000	116,160,000
Basic EPS on Core Business	4.63	4.12
Extra Ordinary Income (Other Income net off Tax)	114,305	19,896
Weighted average no. of shares outstanding	116,160,000	116,160,000
Basic EPS on Extra Ordinary Income	0.0010	0.0002

30.02 Weighted average /Total existing number of shares :

Total existing number of shares		
Opening number of shares outstanding [considered FV Tk.10 each]	105,600,000	105,600,000
Add - Issued during the year	-	-
Add - Stock dividend issued during the year	10,560,000	10,560,000
	116,160,000	116,160,000

31.00 Related party disclosures:

The details of related party transactions during the year along with the relationship is illustrated below in accordance with IAS 24 :

Particulars			Jul'17-Jun'18	Jul'16-Jun'17
Name of the party	Relationship with Company	Nature of transaction	Transacted amount in BDT	Transacted amount in BDT
Md. Rafiqul Islam	Chairman & Shareholder	Remuneration	2,400,000	2,400,000
		Board meeting fee	40,000	45,000
Md. Shofiqul Islam	Managing Director & Shareholder	Remuneration	2,400,000	2,400,000
		Board meeting fee	40,000	45,000
Md. Toufiqul Islam	Director & Shareholder	Remuneration	2,400,000	2,400,000
		Board meeting fee	40,000	45,000
Md. Toriqul Islam	Director & Shareholder	Remuneration	2,400,000	2,400,000
		Board meeting fee	40,000	45,000
Md. Azizul Haque	Nominee Director	Board meeting fee	25,000	30,000
Mr. Abdul Matin Bhuiyan	Independent Director	Board meeting fee	30,000	25,000
Mr. A.F.M. Shamsul Islam	Independent Director	Board meeting fee	40,000	25,000
Mr. Md. Rabiul Haque	Nominated Director	Board meeting fee	10,000	-
Aman Cement Mills Ltd.	Common Director	Office rent	90,000	120,000
Aman Group LTD.	Common Director	Office rent	900,000	1,200,000

32.00 Disclosure of managerial remuneration:

32.01 The total amount of remuneration paid to the top five salaried Officers of the company during the period is as follows :

Name	Designation	Jul'17-Jun'18	Jul'16-Jun'17
Md. Shofiqul Islam	Managing Director	2,400,000	2,400,000
Shankar Kumar Das, ACA	Chief Financial Officer	756,689	870,841
Mohammad Asaduzzaman, ACS	Company Secretary (Former)	-	580,781
Mohammad Monirul Islam, FCS	Company Secretary	1,325,402	155,864

32.02 Aggregate amount of remuneration paid to all Officers during the accounting period is as follows :

Particulars	Nature of Payment	Jul'17-Jun'18	Jul'16-Jun'17
Directors	Board meeting fee	265,000	260,000
Directors	Remuneration	9,600,000	9,600,000
Officers & Executives	Salary, bonus & other allowances	94,285,199	46,562,941

33.00 General :

- a) **PF & Gratuity:** The company has no PF & Gratuity Funds scheme as such no provision has been made in the Financial statements as at 30.06.2018.
b) The figure has been rounded off to the nearest Taka.

c) Capacity of production :

Capacity utilization during the year is as under:

The actual production increased from the last year. Details of production capacity and utilization are as follows:

Description of Products	Installed capacity (MT)		Actual production (MT)		Capacity utilization (%)	
	Jun-18	Jun-17	Jun-18	Jun-17	Jun-18	Jun-17
Poultry, fish & cattle feed	148,200	105,000	111,762	87,766	75.41%	83.59%

The production is 75.41% of the installed capacity as detailed below:

	Jun-18	Jun-17
1) Capacity from July to June = 12 month	148,200	105,000
Weighted average capacity of production	148,200	105,000
Actual production	111,762	87,766
Percentage of actual production to weighted average capacity	75.41%	83.59%

d) No. of Employees:

Salary Range (Monthly)	Officers & Staffs		Worker (permanent)	Total
	Head Office	Factory		
Not Less than Taka 3,000/=	171	210	10	391
Less than taka 3,000/=	-	-	-	-
Total	171	210	10	391

e) **Events after the balance sheet date :** Subsequent to the Statement of Financial Position date, the Board of Directors in their meeting held on 28 October, 2018 recommended 20% cash dividend to the general public shareholders including Sponsors/ Directors shareholders & 10% Stock dividend to the all shareholders for the year ended June 30, 2018. The dividend has been approved by the shareholders at the Annual General Meeting on 19 December 2018 and will be paid accordingly.

f) **WPPF:** The company considered and operating WPPF @ 5% on its profit according to Bangladesh Labour Law 2006.

g) Contingent liabilities & capital commitments:

There is no claim against the company, not acknowledged as debt and no un-availed credit facilities, other than those in the normal course of business, available to the company on 30 June, 2018.

AMAN FEED LIMITED
Property Plant & Equipments
As at June 30, 2018

Annexure - A

(a) COST :

P A R T I C U L A R S	C O S T			Rate of Depreciation	D E P R E C I A T I O N			Written down value as at 30.06.2018
	Opening Balance as at 01.07.2017	Addition During the year	Total as at 30.06.2018		Opening Balance as at 01.07.2017	Addition During the year	Total as at 30.06.2018	
Land & Land Development	421,380,794	270,000	421,650,794	-	-	-	421,650,794	
Building & Civil Construction	900,443,610	101,096,618	1,001,540,228	2.5%	20,428,770	108,662,770	892,877,458	
Plant & Machinery	297,141,581	153,127,647	450,269,228	15%	15,268,126	217,231,898	233,037,330	
Vehicle	56,477,725	8,694,620	75,172,345	15%	7,666,741	27,742,448	47,429,897	
Furniture & Fixture	1,909,379	195,286	2,104,665	10%	106,201	1,148,855	955,810	
Office Equipment	1,845,838	-	1,845,838	15%	81,622	1,383,315	462,523	
Computer & IT Equipment	3,163,664	907,218	4,070,882	20%	552,467	1,861,016	2,209,866	
Balance as on 30.06.2018	1,692,362,591	264,291,389	1,956,653,980		313,926,375	44,103,927	1,598,623,678	
Balance as on 30.06.2017	1,344,934,510	347,428,081	1,692,362,591		276,891,076	37,035,299	1,378,436,216	

Allocation of Depreciation :	2017-2018	2016-2017
Manufacturing 95%	41,898,730	37,528,158
Other than Manufacturing 5%	2,205,196	1,975,166
	44,103,927	39,503,324

Annexure - B

AMAN FEED LIMITED
Statement of Inventory Movement
For the year ended 30 June 2018

Quantity in MT

FINISHED GOODS :

Items	Opening Balance as on 01.07.2017	Production during the year	Sales during the year	Closing Balance as at 30.06.2018
Broiler Feed	1,035	54,631	54,184	1,482
Layer Feed	715	51,434	51,159	991
Fish Feed	440	1,052	902	590
Cattle Feed	72	4,644	4,569	148
Total Quantity (MT)	2,262	111,762	110,814	3,210

RAW MATERIALS :

Quantity in MT

Items	Opening Balance as on 01.07.2017	Purchased during the year	Consumption during the year	Closing Balance as at 30.06.2018
Maize	16,301	74,745	85,626	5,420
Wheat & Wheat Flour	323	512	736	99
Rice Polish & Bran	1,389	5,175	6,136	427
Meat & Bone Meal	1,463	2,866	3,859	470
Fishmeal & Dry Fish	307	216	419	104
Oilcake & Soyabean Extrac.	12,070	30,181	38,084	4,167
Total Quantity (MT)	31,853	113,695	134,860	10,688

PACKING MATERIALS :

Quantity in Pcs.

Items	Opening Balance as on 01.07.2017	Purchased during the year	Consumption during the year	Closing Balance as at 30.06.2018
WPP Bag	1,145,700	5,271,336	5,354,853	1,062,183
Total Quantity (Pcs.)	1,145,700	5,271,336	5,354,853	1,062,183

Aman Feed Ltd.

Registered Office: Singhogati, Ullapara, Sirajganj
Corporate Office: 2 Ishakha Avenue, Sector-6, Uttara, Dhaka-1230

Notice of the 13th Annual General Meeting

Notice is hereby given to all shareholders of Aman Feed Limited that the 13th Annual General Meeting of the Company will be held on Wednesday, December 19, 2018 at 11:30 am at Singhogati, Ullapara, Sirajganj to transact the following businesses:

AGENDA

1. Consideration and adoption of the Directors' Report and the Audited Financial Statements of the Company for the year ended 30th June 2018 together with the Auditors' Report thereon.
2. Declaration of Dividend for the year ended 30th June 2018 as recommended by the Board of Directors.
3. Election/Re-election of Directors.
4. Appointment of Auditors and fixation of their remuneration.
5. Utilization Status of IPO Proceeds.

Date
December 03, 2018

By order of the Board of Directors
Sd/-
Mohammad Monirul Islam, FCS
Company Secretary

Notes:

1. Members whose names appeared on the Members/Depository Register as on 'Record Date' i.e. November 25, 2018 are eligible to attend the 13th Annual General Meeting (AGM) and receive dividend.
2. A Member entitled to attend and vote at the AGM may appoint a Proxy to attend and vote in his/her stead.
3. The 'Proxy Form', duly filled and stamped at Tk. 20 must be deposited at the Company's Share Office located at 2 Ishakha Avenue, Sector – 6, Uttara, Dhaka-1230 not later than 72 hours before commencement of the AGM.
4. Members/Proxies are requested to record their entry in the AGM well in time on December 19, 2018. The registration counter will open at 10:30 am on the AGM date.
5. In case of non-receipt of Annual Report 2018 of the Company sent through courier, Members may collect the same from the Company's Share Office within December 19, 2018. No additional Annual Report will be distributed at AGM venue. Annual Report is available in Investor Relations section of the Company's website: www.amanfeed.com
6. Aman Feed Limited is concerned about the environment and utilizes natural resources in a sustainable way. We request the members to update their email address and contact number (mobile/fixed phone) with their respective Depository Participant (DP) for quicker and easier communication. Such cooperation will help conserve paper and minimize the impact on the environment.
7. In Compliance with the Bangladesh Securities and Exchange Commission's Circular (No. SEC/CMRRCD/2009-193/154 dated October 24, 2013) no food or gift will be arranged at the AGM.

AMAN FEED LIMITED

Registered Office: Singhogati, Ullapara, Sirajganj
Corporate office: 2 Ishakha Avenue, Sector – 6, Uttara, Dhaka-1230

PROXY FORM

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

I/We of (Address)

being shareholder(s) of Aman Feed Limited hereby appoint of
as my/ our proxy to attend and vote for me/us and on my/our behalf at the 13th Annual General Meeting to be held on **Wednesday the 19th December 2018** at 11.30 a.m. at the Factory Premises, Singhogati, Ullapara, Sirajganj and any adjournment thereof and the poll may be taken in consequence thereof. As witness my/our hand this..... day of 2018.

(Signature of the Proxy)

Revenue
Stamp

(Signature of the Shareholder)
BO Account No.

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

Authorized Signature
Aman Feed Limited

Signature Verified

AMAN FEED LIMITED SHAREHOLDERS' ATTENDANCE SLIP

I/We hereby record my/our presence at the 13th Annual General Meeting of the Company on 19th December 2018 at the Factory Premises, Singhogati, Ullapara, Sirajganj.

Name of Shareholder/Proxy.....
BO Account No..... holding of Ordinary shares of
Aman Feed Limited.

Signature of Shareholder(s)

N.B.

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

CSR HIGHLIGHTS

MISSION

Our mission is to establish labor intensive industries blending the latest technologies upholding ownership by the employees along with conservation of environment with precise commitment to the society and contribute substantially to GDP through sustainable growth.

VISION

To be a leader in fulfilling country's basic needs through industrialization with total Quality.

MAJOR ACHIEVEMENT OF AMAN GROUP LIMITED

1. The chairman and Managing Director of Aman Group Limited awarded as a commercially Important Person (CIP Export-2013).
2. Aman group Limited enlisted and obtained a license of economic zone namely Aman Economic Zone Limited situated at the bank of River Meghna, Sonargaon, Narayanganj. Inaugurated by Honorable Prime Minister of Gov't of the People's Republic of Bangladesh Sheikh Hasina on 28th of Feb 2016.
3. With a pronouncement of creating job opportunity for a fleet of 32000 work force by the year of 2021, Aman group presently succeeded to be driven by 16000 (Sixteen thousand) direct manpower towards its vision.

CORPORATE SOCIAL RESPONSIBILITIES

Enhancing the business in aiming the harmony between Social obligations and building the nation, Aman group since its inception has been engaged itself in executing altruistic and philanthropic activities as a part of its social commitment to the society through a high ethical standard. Endowment to Hon'ble prime Minister's education Assistance Trust fund is one of the recognition of Aman group's CSR engagement to the state-run level.

CSR management at AmanGroup is being implemented presently based on the sectors outlined below in brief :

RESIDENTIAL ACCOMMODATION & FOOD SUBSIDIES

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

HUMAN RESOURCE DEVELOPMENT & EMPLOYEE WELFARE

The Group has established some training center in different unit & recruitments of trainees are made directly. After successful training they placed in various sections of different unit. The Company undertakes various motivational activities to improve human values, mutual understanding, interpersonal relationship and loyalty among the officers and employees. Besides of that the company arranges multiple social, cultural, religious and entertainment programs.

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

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

DONATION FOR ADMISSION IN HIGHER EDUCATIONAL INSTITUTION

Group provides donation for the meritorious students of the worker-staff families for admission in higher classes.

CONSERVATION OF NATURE

Considering conservation of nature the RMG unit of Group has been equipped with a biological Effluent Treatment Plant. This has ensured discharge of chemical free liquid wastes.

DISASTER RELIEF

Aman group always enthusiastically reluctant to be engaged with diversified support program to the victims of cold wave, flood or natural disaster, the group distributes warm clothes to the destitute every winter season.

EDUCATIONAL INFRASTRUCTURAL DEVELOPMENT

The Group donates for repair & constructions of educational institutions belonging to general education & religious education after assessing the need.

GAMES & SPORTS

The Group has been funding a cricket club in the name of one of its concern. Group also participated in funding first ever arranged Bangabandhu&Bangamata Gold Cup Football Tournament in the country.

NATIONAL DAYS CELEBRATION

Group actively contribute and participates in observing the national days like Independence day, May Day, Victory Day with the District and Upazilla Administration and concerned agencies of the Government wherever possible.

Last but not the least the Group has formed and registered with the relevant agency of the Government one non-profit organization in the name & style:

AMAN FOUNDATION

In order to implement programs related to social causes with more dedication, the Group has established Aman Foundation. The aims of the foundation shall be to establish a residential university for the pupils from poor families with financial assistance for making them self sufficient through economic activities with health care facilities at nominal cost.

