

আরডি®

ANNUAL REPORT
2022-2023



Rangpur Dairy & Food Products Limited

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TABLE OF CONTENT

NO	ITEM	PAGE NO
01	Corporate Directory	02
02	Board of Directors	02
03	Notice of the Annual General Meeting	04
04	Message from Chairman	06
05	Message from Managing Director	07
06	Directors Profile	08
07	Report of the Directors	09
08	Five years Financial History	18
09	Certificate on Review of Financial Statements	19
10	Report of the NRC Committee	20
11	Nomination and Remuneration policy	21
12	Dividend Distribution Policy	22
13	Report of the Audit Committee	24
14	Certificate on Compliance of Corporate Governance code	25
15	Corporate Governance Compliance Report	26
16	Bangla version of Report of the Directors to the shareholder	33
17	Auditors' Report to the shareholder	37
18	Statement of Financial Position	43
19	Statement of Comprehensive Income	44
20	Statement of Changes in Equity	45
21	Statement of Cash Flows	46
22	Notes to the Financial Statements	47
23	Proxy Form and Attendance Slip	81

COMPANY INFORMATION

RANGPUR DAIRY & FOOD PRODUCTS LIMITED

LEGAL STATUS : Public Limited Company

MANAGING DIRECTOR

Mr. M. A. Kabir

BOARD OF DIRECTORS

Mrs. Rumana Kabir	: Chairman
Mr. M. A. Kabir	: Managing Director
Mr. Fahim Kabir	: Director
Concrete & Steel Technologies Ltd. (Represented by Mr. Abu Hena Islam)	: Director
Bidisha International (Represented by Ms. Afrida Farnaz)	: Director
Mr. Md. Rezaul Karim	: Independent Director
Mr. Ahmed Hossain	: Independent Director

Audit Committee

Md. Rezaul Karim	Chairman
M. A. Kabir	Member
Ahmed Hossain	Member
Yeasin Arafat	Secretary

Nomination & Remuneration Committee

Ahmed Hossain	Chairman
Md. Rezaul Karim	Member
Fahim Kabir	Member
Yeasin Arafat	Secretary
Company Secretary	Yeasin Arafat
Head of Internal Audit	Ashraful Alam
Head of Share Department	Ranjit Kumar Basak

SENIOR EXECUTIVES AND OFFICERS

Finance Director	: Mr. Fahim Kabir
Company Secretary	: Mr. Yeasin Arafat
DGM (Commercial)	: Mr. Alimuzzaman
DGM (Factory)	: Mr. Ashraful Alam
DGM (Share Department)	: Mr. Ranjit Kumar Basak

STATUTORY AUDITORS':

Shafiq Basak & Co. Chartered Accountants
Shatabdi Centre, 292 inner Circular Road, Fakirapool, Motijheel, Dhaka-1000.

CORPORATE GOVERNANCE AUDITORS':

N. M. Tareque & Associates, Cost & management Accountants Green City Edge,
89 Kakrail, Dhaka-1000.

BANKERS:

NCC Bank Limited	: Motijheel Branch, Shyamoli Branch & Rangpur Branch.
Islami Bank BD Limited	: Shymoli Branch, Dhaka.
Dutch-Bangla Bank Limited	: Ring Road Branch, Dhaka.
Jamuna Bank Limited	: Dhanmondi Branch, Dhaka.
Meghna Bank Limited	: Motijheel Branch, Dhaka.
Union Bank Limited	: Hatkhola Branch, Dhaka.
Pubali Bank Limited	: Ring Road Branch, Dhaka.
Prime Bank Limited	: Foreign Ex. Branch, Dhaka.

HEAD OFFICE (Present):

23, Adarsha Chayaneer Housing Society (3rd Floor), Adabor, Mohammadpur, Dhaka-1207.

Telephone: 88 02 41023118, Fax: 88 02 9114865, E-mail: corporate@rdmilk.com.bd

Website: www.rdmilk.com

HEAD OFFICE (Old):

22/19, Khiljee Road, Mohammadpur, Dhaka-1207

Telephone: 88 02 41023118, Fax: 88 02 9114865, E-mail: corporate@rdmilk.com.bd

Website: www.rdmilk.com

REGISTERED OFFICE & FACTORY:

Salaipur, Baldipukur, Mithapukur, Rangpur-5460

VISION:

Bringing prosperity into rural families of Bangladesh through co-operative efforts and providing customers with hygienic, affordable and convenient supply of "Fresh and Healthy" food products.

MISSION:

- ✓ To be the market leader in the dairy industry by providing high quality dairy brands to the market.
- ✓ To achieve this for delighting customer s by providing "Fresh and healthy" Food products with high quality and improved nutritional standards.
- ✓ To be a preferred employer by nurturing entrepreneurship, managing career aspirations and providing innovative avenues for employee with enhanced prosperity.
- ✓ We are committed to enhance prosperity and the empowerment of the farming community through our unique "Relationship Farming" Model.

MAJOR MILESTONES OF THE COMPANY

2004	: Incorporated as Private Limited Company
2007	: Started Commercial Operation.
2010	: Conversion to Public Limited Company.
2011	: Public Issue of Share through IPO.

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the 19th Annual General Meeting of the shareholder of RANGPUR DAIRY AND FOODS PRODUCTS LIMITED will be held virtually by using digital platform through link id "<https://rdfood.bdvirtualagm.com>"(as per BSEC's Order No. SEC/SRMIC/94-231/91 dated 31 March 2021) on Wednesday, December 21, 2023 at 11.00 a.m. to transact the following business:

AGENDA

1. To receive, consider and adopt the audited Financial Statements of the company for the year ended June 30, 2023 together with reports of the Directors' and Auditors' thereon.
2. To declare dividends for the year ended as on June 30, 2023.
3. To elect/re-elect Directors of the Company.
4. To appoint Statutory Auditors of the Company for the year 2023-2024 until conclusion of 20th AGM and to fix their remuneration.
5. To re-appoint the professional to certify Corporate Governance Compliance for the year 2023-2024 and fix their remuneration.

Dated: Dhaka
December 05, 2023.

By order of the Board



(Yeasin Arafat)
Company Secretary

NOTES:

- A. The Record Date/Book Closure shall be on December 05, 2023.
- B. The Board recommended 5% cash dividend for all shareholders of the company for the year ended as on June 30, 2023.
- C. Trading of the Company's share in the Stock Exchanges will remain suspended on the Record Date. Members, whose names will appear in the Company's register (Certificated and Depository) at the close of business on the Record Date/Book-closure will be entitled to attend the AGM.
- D. The 19th AGM of the Company would be conducted through Digital Platform in pursuant to the Bangladesh Securities and Exchange's Order.
- E. Shareholders are requested to join the virtual AGM directly through the link "<https://rdfood.bdvirtualagm.com>" Shareholders may submit their questions/comments electronically to corporate@rdmilk.com before 48 hours of commencement of the AGM. Shareholders are requested to visit the Company's website (i.e. www.rdmilk.com) for detail login process to the virtual meeting.
- F. The soft copy of Annual Report will be sent to the e-mail address of the shareholders available in the beneficial owner (BO) accounts. The Annual Report along with the Proxy Form can also be collected, if so required, from the Share Department or can be downloaded from the website of the Company: www.rdmilk.com.
- G. As per BSEC circular no. SEC/CMRRCD/2009-193/154 dated 24.10.2013 "No Gift, Gift Coupon or Food Box shall be given to the Members to participate in the 19th Annual General Meeting.



Photograph of 18th AGM



Photograph of 165th Board Meeting

MESSAGE FROM CHAIRMAN



Dear Shareholder
Assalamu Alaikum,

It is an honor and pleasure for me to welcome you all to the 19th Annual General Meeting of your Company and to present the Annual Report for the year ended June 30, 2023.

Despite of many challenges internal and external, we have significantly increased our productivity by constantly observing to confirming the efficient management system in all aspects. To ensure this competitiveness in the market, we were in track. We expanded our domestic market and foreign market through reforming products quality & distribution system, enriching and diversifying our product portfolio, enhancing the manufacturing capacities in different technical aspects.

Greater interest for capital market as well as investors, the board directors of the company has recommended 5% Cash dividend for the shareholders for the year ended 30th June, 2023 subject to approval of the shareholders at the 19th Annual General Meeting of the company.

We hope the year 2023-24 will continue to be another successful year for Rangpur Dairy and Food Products Limited. We remain confident that we are taking the right actions to continue to grow the businesses and deliver value-for-money to our shareholders. Thank you very much for your continued trust on us.

On behalf of the Board of Directors, I would like to express our strong gratitude for the continued trust, support and confidence place on us by our stakeholders that include our Shareholders, Bankers, Regulatory Agencies, Suppliers, Customers, various people with whom we have interacted in the course of business, management staff, and members of the Company at all levels for their cooperation and sincere efforts in the growth of your Company in these challenging times.

Place: Dhaka
Date: November 01, 2023

Rumana Kabir

Rumana Kabir
Chairman

MESSAGE FROM MANAGING DIRECTOR



Hon'ble Shareholders,

It is an honor and pleasure for me to welcome you all to the 19th Annual General Meeting of Rangpur Dairy and Food Products Limited and to present the Annual Report for the year ended June 30, 2023.

You are all conscious that, almost all companies in the country's manufacturing sector are passing challenging time. Our Company is not exception of this; it is struggling hard in doing good business due to multifaceted crises like rising raw material prices, production costs, higher electricity and fuel costs and high inflation. Even though the sales of the company have increased, profits have also been affected due to the excessive increase in production costs. Most of the Companies are conservative position to reinvest now because of reduced profits viewing the probable uncertainties. But we expansion regularly due to face our commitment.

In spite of various challenges, during the full year 2022-2023 under review, our Company has achieved net profit after tax Tk. 105.10 million as against last year was Tk. 89.52 million. In the year 2022-2023 company's revenue was increased from Tk. 90.19 million to Tk. 121.24 million as against previous year. During the year earnings per share (EPS) was also increased from Tk. 1.18 to Tk. 1.38 as against last year.

My sincere thanks to all the respectable Shareholders for extending their continuous support and confidence in the Board of Directors of your Company. I also like to put on record my sincere appreciation to the Banks, Financial and Regulatory Agencies, Suppliers, Customers, various people with whom we have interacted in the course of business, management staff, and members of the Company at all levels for their cooperation and sincere efforts in the growth of your Company. Thank you all.

Place: Dhaka
Date: November 01, 2023


Engr. M. A. Kabir
Managing Director

Directors' Profile

Mrs. Rumana Kabir: Chairman

Mrs. Rumana Kabir is daughter of Mr. Monirul Huda and Mrs. Nargis Huda. She was born on 12 July 1964. She belongs to a renowned Muslim family in Khulna. She is involved in many social activities and a widely travelled person. She has long business experience through working in different organizations as a director. She completed Masters in Social Science in 1993 from Rajshahi University. Based on her previous experience and record of achievement she is very much confident to shoulder the further expansion of the company as Chairman.

Mrs. Kabir, as a proven dynamic leader, has engaged herself in diversified businesses under the Concrete and steel technologies Ltd. and gathered vast experiences in construction field. She is also a Director of Bangladesh Specialized Hospital. She has also traveled many countries like Thailand, Malaysia, UK, USA, Canada, China, France, German and Italy for strategic business & meeting purpose. She is connected with many social and liberal organizations.

Mr. M. A. Kabir: Managing Director

Mr. M. A. Kabir is the founder Managing Director of the company. He has long business experience through working in different Executive positions both in public and private sector organizations. He completed his B. Sc in civil engineering from BUET in 1984. He obtained TQM training from AOTS Japan in 2006. He is also founder Director of other different companies in the area of Telecom, Consultancy, Trading, Construction and health sector. Mr. Kabir is also founder managing Director of Concrete and Steel Technologies Ltd. and Bangladesh Specialized Hospital Ltd.

Mr. Kabir has gathered a vast experience on Product distribution network in Bangladesh through this responsibility. Mr. Kabir has visited Singapore, Thailand, Malaysia, Turkey, India, China, Japan, UK, Italy, German, France, Denmark, USA and Canada for business purpose during his business career. Based on his previous experience and record of achievement he is very much confident to shoulder the further expansion of the Milk Project as CEO/MD.

Mr. Fahim Kabir : Director

Mr. Fahim is a Director of Rangpur Dairy & Food Products Limited. He has completed his graduation from BRAC University afterwards he has completed masters from UK. He has 08 years business experience through working in different organizations as a director.

Mr. Fahim is also the Director of Bangladesh Specialized Hospital. For Business purpose he has visited Thailand, India, Malaysia, UK, USA, China, France, German, Italy and Singapore.

Ms. Afrida Farnaz : Director (Bidisha International Limited nominated)

Ms. Farnaz, is a nominated Director of Rangpur Dairy & Food Products Limited from Bidisha International Limited. She has 07 years business experience through working in different organizations as an executive director.

She has adequate professional expertise in real estate and constructions business. Ms. Afrida has also associated herself with many social organizations in the Country.

Mr. Abu Hena Islam: Director (Concrete & Steel Technologies Limited nominated)

Mr. Islam is a nominated Director of Rangpur Dairy & Food Products Limited from Concrete & Steel Technologies Limited. He has 16 years business experience through working in different organizations.

Mr. Islam, is a dynamic and energetic personality. He obtained Master of Commerce (Accounting) from National University. He started his career at Power Trade Group and then joined Concrete & Steel Technologies Limited at 2008 and continuing there at present. For Business purpose he has visited Thailand, India, Malaysia, China, Srilanka, Maldives and Singapore.

REPORT OF THE DIRECTORS

For the year ended on June 30, 2023

Dear Respected Shareholders,
Assalamu alaikum,

It gives us pleasure to present you with the Report of the Board of Directors, together with the audited financial statements for the year ended June 30, 2023. We have provided commentary on the company, our business views below, that we hope you will find informative.

BUSINESS OVERVIEWS:

The year under review 2022-23, despite the macroeconomic challenges utmost effort was given to deliver expected volume of growth and financial results. We had to go the entire year through ongoing Russia-Ukraine war. The war impacted the global economy through significant disruptions in trade, food, fuel price, rising of raw materials costs, all of which are contributing to high inflation causing the global financing condition very adverse. In the face of adversity, we acted responsibly across our business operations with continued support from our management, field forces, customers and related others through benchmark measures and innovations.

Most of the Companies are conservative position to reinvest now because of reduced profits viewing the probable uncertainties. But we expansion regularly due to face our commitment. Despite of many challenges internal and external, we have significantly increased our productivity by constantly adhering to confirming the efficient management system in all aspects. To ensure this competitiveness in the market, we expanded our domestic market and foreign market through reforming products the distribution system, enriching and diversifying our product portfolio, enhancing the manufacturing capacities in different technical aspects.

EXPANSION & FUTURE PLAN:

With a view to meet up customers' prospect RDFPL is unremittingly trying its best to add more with perfection of quality for a long period of time. This intention and commitment have helped to gain trust on our product and on our operations of the valued customers. As a commitment to them, we have tried to expand the business for operation and safeguard shareholders' investment. To value our customers' choice, we are thoughtful to expand our business. Some new products will be added in company's basket in the upcoming days.

QUALITY CONTROL & PRODUCT SAFETY:

Quality is our first priority. As a food manufacturing company, our main goal is to provide customers with products that are safe, tasty and made with utmost care. From ingredients to packaging, we only source the best materials. Every new product is tested and approved by the Bangladesh Standards and Testing Institution before it is produced. We conduct a variety of tests on our raw materials as well as finished products. For instance, we test finished products for shelf-life consistency and heat resistance. We aim to use minimal yet efficient packaging, which lists all the information a consumer could need, from ingredients to nutritional facts and certifications. We believe that quality control is intrinsically linked with our company's sustainability. Our employees are trained to adopt Good Manufacturing Practices, which include every type of hygiene.

CREDIT RATING:

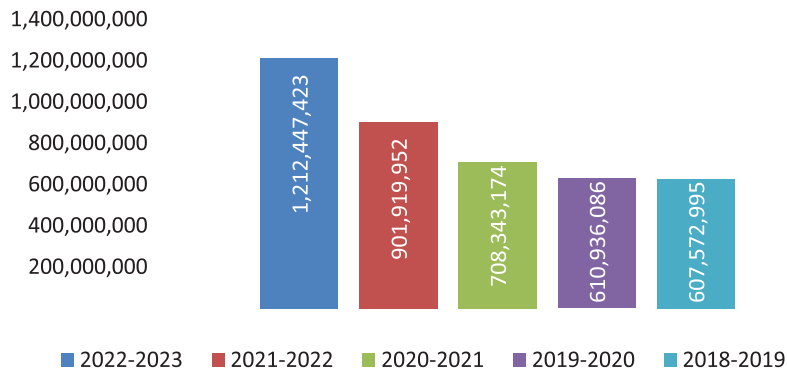
Rangpur Dairy is pleased to advise that Emerging Credit Ratings Limited (ECRL) has declared on July 18, 2023 that it has maintained its credit rating of Company at A long-term and ST-3 short-term with stable outlook, valid until June 30, 2024.

INDUSTRY ANALYSIS:

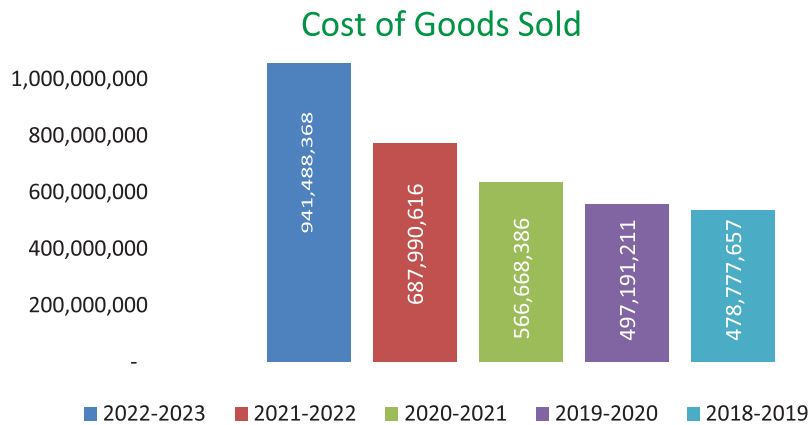
RDFPL is dedicated to produce safe food for the all classes of people of the country as well as the others country in the world. The management is concern to modify the recipe complying the regulations of the country. In maintain the sustainable growth, expense allocation has been made according to the demand of the consumable items market. UHT milk contains the same number of calories and calcium as pasteurized milk. UHT milk has seen large success in much of Europe, where across the continent 7 out of 10 people drink it regularly. In countries with a warmer climate such as Spain, UHT milk is preferred due to the high cost of refrigerated transportation and "inefficient cool cabinets".

FINANCIAL ANALYSIS

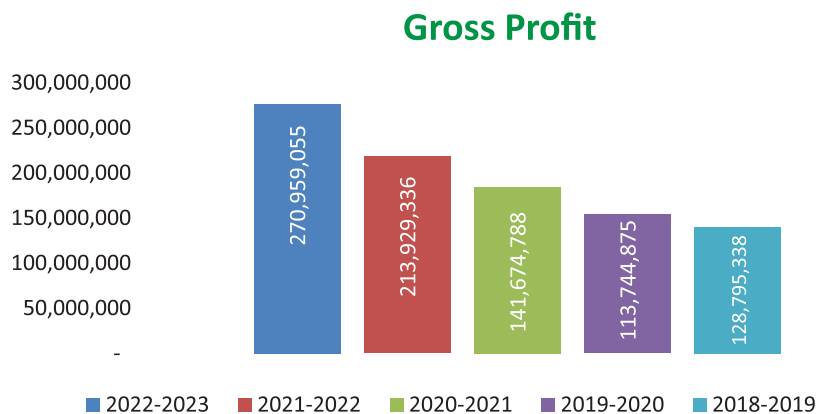
TURNOVER: During the year 2022-2023 turnover of the Company was taka 1,212,447,423 as against last year was taka 901,919,952.



COST OF GOODS SOLD: During the year 2022-2023 cost of goods sold of RDFPL was taka 941,488,368 as against last year was taka 687,990,616.

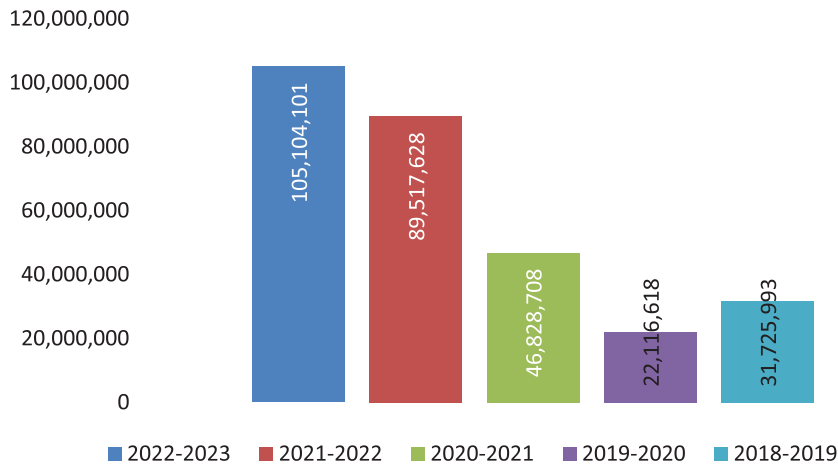


GROSS PROFIT: During the year 2022-2023 Gross profit of Rangpur Dairy earned was taka 270,959,055 as against previous year was taka 213,929,336.



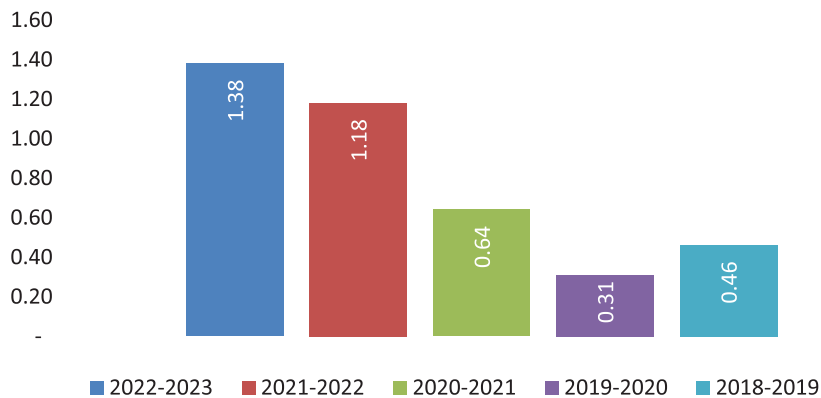
NET PROFIT: During the year 2022-2023 Net profit (after tax) was taka 105,104,101 as against last year was taka 89,517,628.

Net Profit



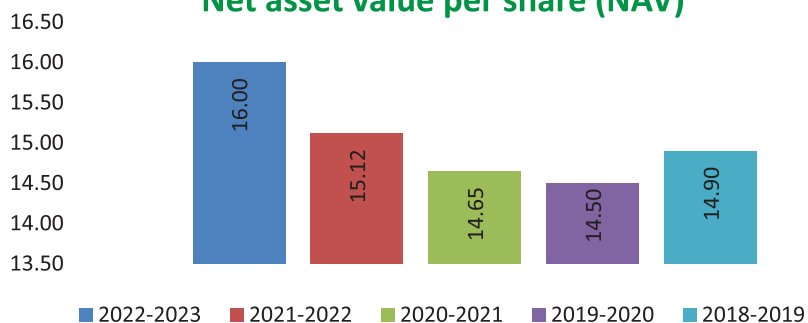
EARNINGS PER SHARE (EPS): During the year earnings per share was taka 1.38 as against last year was taka 1.18.

Earnings per share (EPS)



NET ASSET VALUE PER SHARE (NAV): Net Asset Value per share as on June 30, 2023 was taka 16.00 as against dated June 30, 2022 was taka 15.12.

Net asset value per share (NAV)



BRAND AND COMMUNICATIONS:

For better brand building and communication, the company is investing heavily for long term sustainability & acceptability of the company's product at home adopting new ideas and techniques in the competitive market.

RAW MATERIALS:

RDFPL collects most of the required Raw Milk for its dairy production from locally. The prime raw material is raw milk of Cows which is collect from Rangpur, Kurigram, Joypurhat, Gaibandha, Nilphamari, Lalmonirhat, Thakurgoan, Dinajpur, Bogura, Pabna, Sirajgong and some other District in Bangladesh. We Import some raw materials like Packaging materials, Mango Compound, Banana Compound, Strawberry Compound and Aseptic pack from Denmark, Italy, Vietnam, Malaysia, India and China.

SALES, MARKETING & DISTRIBUTION:

Good & healthy sales picture of company mostly depends on a strong and prompt distribution network. Without the help of such distribution team the sales force could not achieve such target. To accelerate the sales revenue, distribution channel has been developed. More carriers' have been deployed to accomplish the logistic support for the distribution points and dealers. As a result of giving importance more on distribution & sales revenue volume and value has increased for the year 2022-2023. Company expected more growth on sales, but couldn't reach due to stiff competition and consumers' choice. But the sales force tried to reach the undeveloped areas to ensure our products available each and every corner of the country. Due to open Padma Bridge in Bangladesh, our products have been available in the south-west part of Bangladesh.

he company is continuously upgrading & restructuring the network of distribution & distribution and many steps have been taken to improve and strengthening the whole process. The Company gives importance on Direct Sales Mechanism and also open some depot in various area and therefore sales volume is increased from the previous year. We are committed to increase sales volume of products by reaching to our valued consumers with variety of products within shortest possible time.

HUMAN RESOURCES:

Human Resources are a fundamental asset across the entire business model. The development of the company builds its competitive advantage on the skills and commitment of its employees, promoting and rewarding pro-activity, goal orientation and teamwork. The HR Department of your company operates with specific policy, manual and plan designed by the world class

consulting firm and approved by the Board of Directors. We provide on-the-job training and development opportunities to enhance our employees' carrier progression. Through different training, staff's professional knowledge in corporate operations, occupational and management skills are enhanced. Rangpur Dairy & Food products Limited is an equal opportunity employer and does not discriminate on the basis of personal characteristics. RD feels human resource is the engines of company's growth. In order to step up growth of the company, it had adopted dynamic human resource management strategy considering human resource as the power house of its success.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

Over the years, your company's commitment to Corporate Social Responsibility (CSR) activities is part and parcel of the company's business model. During the year your company has been contributing to bring prosperity into rural families of Bangladesh through co-operative efforts and providing customers with hygienic, affordable and convenient supply of "Fresh and Healthy" food products.

GROSS PROFIT MARGIN RATIO:

Gross Profit is the difference between sales and the cost of goods sold $\text{Gross Profit} = (\text{Sales} - \text{Cost of Goods Sold})$ The Gross Profit margin is one indicator to diagnose the financial health of a business. Larger gross profit margins are better for business-the higher the percentage, the more the business retains of each Taka of sales for other expenses and net profit. $\text{Gross Profit Margin \%} = (\text{Gross Profit}/\text{Sales}) \times 100$.

NET PROFIT MARGIN RATIO:

Net Profit is calculated by subtracting expenses including Tax and WPPF & WF from the gross profit, showing what the business has earned (or lost) in a given period of time. $\text{Net Profit} = \text{Gross Profit} - \text{Overhead Expenses with Tax \& WPPF \& WF}$.

FINANCIAL STATEMENT:

The management confirms that the financial statements i.e., the result of its operations, statement of cash flows and changes in equity of Rangpur Dairy & Food Products Limited is prepared and presented fairly

BOOKS OF ACCOUNTS:

The management states that Rangpur Dairy & Food Products Limited has been maintained the proper books of accounts.

ACCOUNTING POLICIES:

The management confirms that Rangpur Dairy & Food Products Limited has been consistently applied the appropriate accounting policies in preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment.

ACCOUNTING STANDARDS:

The management confirms that Rangpur Dairy & Food Products Limited has been followed the International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh in preparation of the financial statements and any departure there from has been adequately disclosed.

INTERNAL CONTROL:

The management confirms that internal control of Rangpur Dairy & Food Products Limited is sound in design and has been effectively implemented and monitored.

RELATED PARTY & TRANSACTIONS:

No related party transaction has been occurred during the year 2022-2023.

SUBSIDIARY AND ASSOCIATES:

There are no Subsidiary and Associates Companies has been occurred during the year.

MINORITY SHAREHOLDERS:

The management confirms that the minority shareholders of Rangpur Dairy & Food Products Limited have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effectively means of redress.

EXTRA-ORDINARY GAIN/(LOSS):

The management confirms that there is no significant extra ordinary gain or loss occurred during the reporting year.

SIGNIFICANT VARIANCE BETWEEN QUARTERLY AND PERIOD ENDED REPORT:

There was no significant difference between quarterly performance and overall period ended performance of the Company.

GOING CONCERN:

The management confirms that there is no significant doubt upon the issuer of company's ability to continue as a going concern.

WEBSITE:

Company maintains a website namely www.rdmilk.com which is linked with the websites of the stock exchanges and all disclosures and financials are available in the website of the company.

FINANCIAL RESULTS AND APPROPRIATIONS:

The Directors of the company submitted to report to its shareholders the financial result of the company for the year ended on June 30, 2023 and their recommendations of earnings for the year under review as follows:

Particulars	FY 2022-2023	FY 2021-2022
Net Profit after tax	105,104,101	89,517,628
Add: Accumulated (Surplus brought forward)	164,470,873	118,347,006
Revalued amount	837,019	862,906
Profit Available for Appropriations	270,411,993	208,727,540
Dividend Paid (2021-2022)	(37,986,978)	(44,256,674)
Proposed Dividend (October 30, 2023)	(37,986,978)	(37,986,978)
Balance Carried Forward	194,438,037	126,483,888

RECOMMENDATION OF DIVIDEND

The Board of Directors is pleased to recommend 5% cash dividend for the year ended June 30, 2023. Payment of the cash dividend as recommended above shall be subject to approval of the shareholders at the 19th Annual General Meeting of the company. Shareholders whose names appeared on the list of shareholders or the CDBL Register on the Record Date of December 05, 2023 shall be entitled to the cash dividend.

AUDIT COMMITTEE:

As per condition no. 5 of BSEC's notification no. BSEC / CMRRCD / 2006-158 / 207 / Admin / 80 dated 3 June, 2018, the Audit Committee consisting of three members including two Independent Directors having prominent reputation and versatile knowledge and experience have been working prudently. The Audit Committee had detailed discussion and analysis on its report as directed by BSEC and the Board with regards to internal audit system, preparation of unaudited periodical accounts, annual financial report and the observations of external auditors.

NOMINATION AND REMUNERATION COMMITTEE:

In accordance with the condition no. 6 of Bangladesh Securities and Exchange Commission's Code of Corporate Governance, BSEC / CMRRCD / 2006 -158 / 207 / Admin / 80 dated 3 June 2018, the Nomination and Remuneration Committee (NRC) a sub-committee of the Board is working.

BOARD MEETINGS:

The Number of Board Meeting held during the year and attendance by each Directors is given in annexure-I.

THE PATTERN OF SHAREHOLDING:

In accordance with the requirement of the Bangladesh Securities and Exchange Commission, "The pattern of shareholding" is annexure-II.

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

The Key operating and financial data of at least preceding 5 (five) years is given in annexure-III.

COMPLIANCE OF CORPORATE GOVERNANCE:

Pursuant to notification No: BSEC/CMRRCD /2006-158 /207/Admin/80 dated 03 June 2019 by Bangladesh Securities and Exchange Commission (BSEC), the Corporate Governance Report and the Auditors' Certificate regarding compliance of conditions of Corporate Governance are made part of the Annual Report and attached in Annexure-B & C

REMUNERATION PAID TO THE DIRECTORS INCLUDING INDEPENDENT DIRECTORS:

This remuneration Provided in the Notes no 40.00 of the audited financial statements.

RETIREMENT AND REAPPOINTMENT OF DIRECTORS:

As per Articles of Association of the Company, one third of the total number of Directors is to retire by rotation in every year. In the forthcoming Annual General Meeting Mr. M. A. Kabir, Ms. Afrida Farnaz and Mr. Rezaul Karim will retire and being eligible, offer themselves for re-appointment and the Board agreed & recommendation to appoint them subject to the approval by the shareholders in the 19th AGM.

APPOINTMENT OF STATUTORY AUDITOR:

Shafiq Basak & Co. Chartered Accountants, having its office at Shatabdi Centre (4th & 6th Floor), 292, Inner Circular Road, Fakirapool, Motijheel, Dhaka. will retire in the 19th AGM and Shafiq Basak & Co. Chartered Accountants being not eligible for re-appointment due to continuously three years audit have been done by them. On willingness and being eligible and recommendation of Audit Committee, the Board of the company has recommended for appoint auditor to Khan Wahab Shafique Rahman & Co, Chartered Accountants, 7, Rajuk Avenue, Motijheel, Dhaka-1000 for the year 2023-2024 subject to the approval by the shareholders in the 19th AGM.

APPOINTMENT OF PROFESSIONAL FIRM WITH RESPECT TO BSEC CORPORATE GOVERNANCE CODE:

As per Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC), Tareque & Associates, Cost & management Accountants, compliance auditors of the company audited the compliance status of the Company for the year 2022-23. Tareque & Associates, Cost & management Accountants retire at this AGM. Being eligible as per 'Corporate Governance Code', the existing Auditors offered themselves to be re-appointed as Compliance Auditors for the year 2023-24. The Board of Directors has concurred with the recommendation of the Audit Committee to re-appoint Tareque & Associates, Cost & management Accountants as Compliance Auditors of the Company for the year 2023-24 subject to approval at this AGM of the Company.

RELATION AND COMMUNICATION WITH THE SHAREHOLDERS:

The Company has been arranging regular Annual General Meetings (AGM) as per Companies Act, 1994 through which shareholders are informed about the Company's progress, important activities and the development activities undertaken during the year under review. As a result, the shareholders, concerned organizations and the people get various information about the Company in due time. The shareholders of the Company are able to collect all required information from our Share Department

RECOGNITION AND COMPLIMENTS:

The Board of Directors extends its' heart felt gratitude to shareholders, related ministry, National Board of Revenue (NBR), Patrons and all concerned with the Food industry for their all-out support to us. The Board of Directors acknowledges gratefully the co-operation of Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange Ltd. (DSE), Chittagong Stock Exchange PLC (CSE) and other regulatory agencies of the Government of Bangladesh. The Board thanks the Banks and the Financial Institutions for their support.

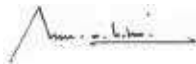
The Board of Directors wishes all levels of officers, employees, buyers, consumers, patrons, well-wishers and all concerned for their sincere contributions towards our business success. We are also grateful to our respected shareholders for their relentless support to the Company.

The shareholders' trustworthiness to the Board of Directors makes them confident and deeply inspired. The management and employees of all levels are committed to uphold this as we march ahead to take Rangpur Dairy & Food Products Limited forward as a leading partner in Bangladesh's business community.

May Allah Subhanahu WaTaa'la accept all our endeavours for the development of our Company, Nation and the Country at large. We pray to the Almighty Allah for His blessings for inspiring the overall progress and prosperity of our beloved Country, The People's Republic of Bangladesh.

Allah Hafiz

Approved by the Board of Directors and signed on its behalf,



M. A. Kabir
Managing Director

Total number of Board Meetings held and attendance therein during the year Condition no. 1(5)(xxii):

During the year 2022-2023 there are 12 Board Meetings were held and attendance by each Director are as follows:

SL	Name of Directors	Meeting attended
1.	Mrs. Rumana Kabir	10
2.	Mr. M. A. Kabir	12
3.	Mr. Fahim Kabir	12
4.	Md. Rezaul Karim	11
5.	Mr. Ahmed Hossain	12
6.	Ms. Afrida Farnaz (Representative of Bidisha International)	09
7.	Mr. Abu Hena Islam (Representative of Concrete & Steel Technologies Ltd.)	12

Annexure-II

As per BSEC guideline Condition no. 1(5)(xxiii) the **pattern of shareholding** status as on June 30, 2023 is given bellow:

Held by Parent/subsidiary/Associated and other related patties Held by Sponsor & Directors:

Nil

Name	Position	No. of shares
Mrs. Rumana Kabir	: Chairman	2,514,721
Mr. M. A. Kabir	: Managing Director	8,174,640
Mr. Fahim Kabir	: Director	2,660,763
Concrete & Steel Technologies Ltd. (Represented by Mr. Abu Hena Islam)	: Corporate Director	8,937,838
Bidisha International (Represented by Ms. Afrida Farnaz)	: Corporate Director	5,153,785
Mr. Md. Rezaul Karim	: Independent Director	Nil
Mr. Ahmed Hossain	: Independent Director	Nil
Mr. S. M. Fakhar-uz-Zaman	: Sponsor	105,060
Mrs. Sultana Parvin	: Sponsor	951,114

Held by Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit:

Name	Designation	No. of shares
Mr. Yeasin Arafat	Company Secretary	Nil
Mr. Ashraful Alam	Head of Internal Audit	Nil

Held by Top 5 Salaried Executives:

Name	Designation	No. of shares
Mr. Yeasin Arafat	Company Secretary	Nil
Mr. Ashraful Alam	DGM (Factory)	Nil
Mr. Alimuzzaman	DGM (Commercial)	Nil
Mr. Ranjit Kumar Basak	DGM (Share)	Nil
Md. Jahangir Alam	Manager (QC)	Nil

Held by Shareholders holding ten percent (10%) or more voting right:

Name	Designation	% of shares
Mr. M. A. Kabir	Managing Director	10.76%
Concrete & Steel Technologies Ltd.	Corporate Director	11.76%

Key operating and financial data of preceding 5 (five) years Condition no. 1(5)(xix)

Particulars	Unit	2022-2023	2021-2022	2020-2021	2019-2020	2018-2019
Authorized Capital	Taka	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000
Paid up Capital	Taka	759,739,560	759,739,560	737,611,230	723,148,270	688,712,640
Share Premium	Taka	130,731,200	130,731,200	130,731,200	130,731,200	130,731,200
Revaluation Reserve	Taka	92,701,698	93,413,163	94,146,634	94,902,789	95,682,329
Retained Earnings	Taka	232,425,015	164,470,873	118,253,267	99,450,223	110,852,131
Non-Current Assets	Taka	970,903,159	855,890,027	776,107,333	765,062,062	759,578,878
Intangible Assets	Taka	3,092,266	2,790,848	3,023,317	2,653,416	2,948,240
Investments	Taka	9,548,636	15,525,881	15,179,686	-	-
Current Assets	Taka	733,628,147	649,047,742	588,362,270	529,003,052	474,758,529
Current Liabilities & Provisions	Taka	406,976,543	292,953,872	238,208,970	178,698,473	159,978,705
Net Current Assets	Taka	326,651,604	356,093,870	350,153,833	350,304,579	314,779,824
Non-current liabilities	Taka	91,505,926	79,154,981	60,604,782	67,029,757	48,380,402
Net Sales Revenue	Taka	1,212,447,423	901,919,952	708,343,174	610,936,086	607,572,995
Cost of Goods Sold	Taka	940,488,368	687,990,616	566,668,386	497,191,211	478,777,657
Gross Profit	Taka	270,959,055	213,929,336	141,674,788	113,744,875	128,795,338
Operating Expenses	Taka	120,240,316	88,027,380	70,188,160	73,344,312	73,589,489
Profit from Operation	Taka	150,718,740	125,901,955	71,486,628	40,400,563	55,205,848
Net Profit before Income Tax	Taka	119,575,679	105,167,286	54,944,024	27,395,704	40,087,553
Net Profit/(Loss) after Income Tax	Taka	105,104,101	89,517,628	46,839,370	22,116,618	31,725,993

1. Liquidity Ratios:					
Current Ratio	1.80	2.22	2.47	2.96	2.97
Quick Ratio	1.14	1.51	1.79	2.14	2.12
Times Interest Earned Ratio	5.45	6.96	4.19	2.97	4.01
Debt to Equity Ratio	0.21	0.16	0.16	0.13	0.12
2. Operating Ratios:					
Accounts Receivable	8.14	6.84	5.85	5.47	5.97
Inventory Turnover	5.09	4.89	4.60	4.34	5.11
Fixed Asset Turnover	1.33	1.10	0.92	0.80	0.83
3. Profitability Ratios:					
Gross Margin	22.35	23.72	20.00	18.62	21.20
Operating Income	12.43	13.96	10.09	6.61	9.09
Net Income	8.67	9.93	6.61	3.62	5.22
Return on Assets	6.17	5.95	3.43	1.71	2.57
Return on Equity	8.65	7.80	4.33	2.11	3.09
Earnings Per Share	1.38	1.18	0.64	0.31	0.46
Net Asset Value Per Share	16.00	15.12	14.65	14.50	14.90

Annexure-A

CERTIFICATE ON REVIEW OF FINANCIAL STATEMENTS

Date: October 29, 2023

Certificate under Condition 1.5 (xxvi) of the Notification No. BSEC/ CMRRCD/2006-158/207/Admin/80 dated June 3, 2018 of the Bangladesh Securities and Exchange Commission

We hereby certify to the Board of Directors of Rangpur Dairy & Food Products Limited that

(1) The Financial Statements of Rangpur Dairy & Food Products Limited for the year ended on June 30, 2023 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;

(2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;

(3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;

(4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;

(5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and

(6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that:

(i) We have reviewed the financial statements for the year ended on June 30, 2023 and that to the best of our knowledge and belief:

(a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.

(ii) To the best of knowledge and belief, there were no transactions entered into by the Company during the year 2022-2023 which were fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.



(M. A. Kabir)
Managing Director



(Fahim Kabir)
Director Finance

NOMINATION AND REMUNERATION COMMITTEE (NRC) REPORT 2022-2023

As per the requirements of the BSEC Code of Corporate Governance the Board of Directors of Rangpur Dairy & Food Products Limited has constituted a Nomination and Remuneration Committee (NRC) in 2020. The NRC is a Sub - Committee of the Board.

Composition of the Committee

The Nomination and Remuneration Committee (NRC) consist of three Directors including one Independent Director. Independent Director is the Chairman of the Committee. The Committee acts as per the terms and conditions of the Corporate Governance Code of BSEC. The Committee members are as follows:

Sl. No.	Name	Position in the Board	Position in the Committee
1	Mr. Ahmed Hossain	Independent Director	Chairman
2	Mr. Rezaul Karim	Independent Director	Member
3	Mrs. Rumana Kabir	Chairperson	Member
4	Mr. Yeasin Arafat	Company Secretary	Secretary

Major Role and Responsibilities of the Committee

- The Committee is an independent sub-committee of the Board and responsible or accountable to the Board and to the shareholders of the Company.
- The Committee discharges the responsibilities and acts as stipulated in the Terms of Reference (ToR) of the Nomination and Remuneration Committee adopted by the Board in line with the Corporate Governance Code 2018.

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

- The NRC conducted 01 (One) meeting during the financial year. The Chairperson, Mr. Ahmed Hossain chaired the meetings where all the members of the Committee were present. The Managing Director, the Finance Director and Head of Human Resources attended the meeting by invitation of the Committee.
- Reviewed the management's proposals for the annual increment/ promotion/ enhancement of salary and renewal of contract appointments of Senior Management of the Company.

On behalf of the Nomination & Remuneration Committee



Ahmed Hossain
Chairman, Nomination and Remuneration Committee
Dhaka, September 30, 2023

Nomination and Remuneration Policy

This Nomination and Remuneration Policy is being formulated in compliance with condition no.6 of the Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC). This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors of Rangpur Dairy & Food Products Limited.

Definitions

“Remuneration” means any money or its equivalent given to any person for services rendered by him and includes perquisites as defined under the Income Tax Ordinance, 1984

“Key Managerial Personnel” (KMP) means:

- i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- ii) Chief Financial Officer;
- iii) Company Secretary; and
- iv) such other officer as may be prescribed.

“Senior Managerial Personnel” (SMP) mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

Objective:

The objective of the policy is to ensure that

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- remuneration to directors, key managerial personnel and senior management 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.

APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

- a. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.
- b. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.

EVALUATION

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 1994, rules and regulations and the policy of the Company.

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY FOR REMUNERATION TO DIRECTORS/KMP/SENIOR MANAGEMENT PERSONNEL

1. Remuneration to Managing Director / Whole-time Directors:

- a. The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 1994 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- b. The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

2. Remuneration to Non- Executive / Independent Directors:

- a. The Non-Executive / Independent Directors may receive meeting fees and such other remuneration as permissible under the provisions of Companies Act, 1994. The amount of meeting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b. Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (a) above if the following conditions are satisfied:
 - i) The Services are rendered by such Director in his capacity as the professional; and
 - ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

3. Remuneration to Key Managerial Personnel and Senior Management:

- a. The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay in accordance with the Company's Policy.

IMPLEMENTATION

- a. The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- b. The Committee may delegate any of its powers to one or more of its members.

DIVIDEND DISTRIBUTION POLICY

1. Introduction:

The Dividend Distribution Policy prescribes a set of principles/guidelines in relation to declaration and payment of dividend and matters incidental thereto or connected therewith. The said policy has been formulated for ensuring the proper distribution of declared dividend to the shareholders of the company.

This policy has been prepared pursuant to the Directive dated 14th January 2021 bearing reference No. BSEC/C-MRRCD/2021-386/03 issued by the Bangladesh Securities and Exchange Commission (BSEC).

2. Procedure for Declaration of Dividend:

Amount of dividend (basis on the ordinary share of the company of taka 10 each) will be recommended by the Board of Directors on specific agenda of Board Meeting and finally dividend shall be approved by the shareholders at Annual General Meeting (AGM) on the basis of recommendation of the Board of Directors but no dividend shall exceed the amount recommended by the Board of Directors. Mainly, declaration of dividend would be based on the audited financial statements of the company and also considering the following relevant factors:

- Past dividend trends
- Net profit after tax
- Shareholder expectations
- Dividend policy of competitors
- Cash flow position & working capital requirement &
- All applicable regulatory requirements.

3. Entitlement of Dividend:

The shareholders whose names would appear in the Register of Members of the company and/or in the depository on the "Record Date" would be eligible to join in the AGM & entitled to receive the annual/final dividend of the company.

4. Payment/distribution of Dividend:

Company shall pay off final dividend to the entitled shareholders within 30 (thirty) days from the date of approval by the shareholders in AGM. Cash dividend shall be distributed in the following manner & procedures:

- Upon approval from shareholders in AGM, we will keep the whole amount of cash dividend payable declared by the Board of Directors for the concern year in our separate bank account within 10 (ten) days of the AGM.
- Company shall pay off cash dividend directly to the bank account of the entitled shareholders as available in the BO account maintained with the depository participants (DP) or the bank account as provided by the shareholders in paper form through Bangladesh Electronic Funds Transfer Network (BEFTN).
- In case of non-availability of bank account information or if not possible to distribute cash dividend through BEFTN or electronic payment system. Company shall issue cash dividend warrant and shall send it by post to the shareholders.

5. Unpaid or Unclaimed Dividend:

Pursuant to the Directive No. BSEC/CMRRCD/2021-386/03 dated 14.01.2021, the Company shall maintain as separate line item namely "Unclaimed Dividend Account" where unpaid or unclaimed dividend shall be accounted for in audited accounts for a period 3 (three) years and this unpaid or unclaimed cash dividend shall be kept to a separate bank account of the company within one year from the date of declaration or approval or record date. After elapse of the afore- mentioned period, if any dividend remains unpaid or unclaimed or unsettled, such dividend along with accrued interest shall be transferred to the "Capital Market Stabilization Fund" maintained by Bangladesh Securities and Exchange Commission.

6. Procedure for claiming unpaid Dividend:

The procedure for claiming unpaid or unclaimed dividend which are as follows:

- Shareholders are required to make an application for unpaid dividend for latest three years at its registered office address.
- Shareholders may apply in person at Corporate Office of the Company.
- Unpaid Dividends will be paid to the shareholders, upon verification of the relevant BO ID information, cell phone number, NID and email address maintained with the Central Depository of Bangladesh Limited (CDBL).
- Unpaid Dividends will be paid through issuance of Dividend warrant/BEFTN/other banking channels within 15(Fifteen) working days from the application.

7. Disclosure of Dividend Information:

The Company maintains a record of unpaid or unclaimed dividend. Summary of such record shall be available in the Annual Report and in the Quarterly Financial Statements. The Company shall also publish such record in its website in accordance with the Directive No. BSEC/CMRRCD/2021-386/03 dated 14.01.2021.

8. Submission of Dividend Distribution Compliance Report:

The Company shall submit a dividend distribution compliance report to BSEC, DSE & CSE in a specific format issued by the regulator(s) within stipulated time of completion of dividend distribution to the entitled shareholders.

9. General

The dividend Policy would be subject to revision/amendment in accordance with changes in applicable laws or the guidelines issued by BSEC or such other regulatory authority as may be authorized, from time to time, on the subject matter. The Board shall review this Policy annually. Upon recommendation of the Board, the Company reserves its right to alter, modify, add, delete or amend any of the provision of this policy.

Audit Committee Report

Dear Respected Board of Directors and Shareholders
Assalamualaikum

The Audit Committee of Rangpur Dairy & Food Products Limited pleased to present the committee activities report for the year ended on 30 June 2023. The Audit Committee Report presented under condition No. 5(6)(a) of pursuant to the Corporate Governance Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 issued by Bangladesh Securities & Exchange Commission under section 2CC of the Securities and Exchange Ordinance, 1969.

During the year, the Committee held four (4) meetings. The details of attendance at the meetings are given below:

SL	Name	Status	Meeting held	Attendance
1	Md. Rezaul Karim	Chairman	4	4
2	Mr. Ahmed Hossain	Member		4
3	Mr. Fahim Kabir	Member		4
4	Mr. Yeasin Arafat	Secretary		4

Scope of the Audit Committee:

- i) Reviewed the financial and other systems including internal control and its reporting procedure;
- ii) Reviewed the duties, responsibilities, functions, due diligence with due care, objectivity and staffing of internal audit department;
- iii) Recommend to the Board regarding appointment of the external auditors and their terms of appointment;
- iv) Reviewed all the operational policies before being approved by the Board;
 - Reviewed the effectiveness and independence for the statutory auditors;
 - Reviewed along with the management, the quarterly and the half yearly financial statements before submission to the Board for approval.
 - Reviewed along with the management, the annual financial statements before submission to the Board for approval;

Activities of the Audit Committee during the year:

The Committee reviewed the quarterly & annually financial statements and recommended to the Board for consideration. The committee had reviewed and approved the procedure & task of internal audit department and financial report perpetration. The Audit Committee assists the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of the affairs of the Company.

The Audit Committee expressed their sincere thanks to the members of the Board, Management, Statutory and internal auditors for their support in carrying out its duties and responsibility effectively.



Md. Rezaul Karim
Chairman of the Audit Committee

Annexure-B

[Certificate as per condition No. 1(5)(xxvii)]

Report to the Shareholders of Rangpur Dairy & Food Products Limited on compliance of the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by Rangpur Dairy & Food Products Limited for the year ended on 30 June, 2023. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2019 of the Bangladesh Securities and Exchange Commission.

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

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

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

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

Place: Dhaka
Dated: 01/11/2023

N. M. Tareque Associates.

(N. M Tareque, FCMA)
N. M Tareque & Associates
Cost and Management Accountants

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

Rangpur Dairy & Food Products Limited
Compliance Status of Corporate Governance (2022-2023) Code of BSEC
[As per condition No. 1(5)(xxvii)]

Status of compliance with the condition imposed by the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 03 June, 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

(Report Under Condition No. 9)

Condition No.	Title	Compliance Status		Remarks
		Complied	Non-Complied	
1	Board of Directors			
1(1)	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).	√		
1(2)	Independent Directors			
1(2)(a)	At least one fifth (1/5) of Directors should be Independent Directors	√		
1(2)(b)(i)	Independent Director does not hold any share or holds less than 1% share of the total paid-up shares;	√		
1(2)(b)(ii)	Not a Sponsor of the Company or non- connectivity with the company's sponsor or director or shareholder who holds 1% or more shares on the basis of family relationship;	√		
1(2)(b)(iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years;	√		
1(2)(b)(vi)	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)	Not a Shareholder/Director/Officer of any Member/TREC holder of Stock Exchange	√		
1(2)(b)(vii)	Not a partner or an executive or was not a partner or an executive during the preceding 3 (Three) years of the concerned Company's statutory audit firm;	√		
1(2)(b)(viii)	who is not independent director in more than 5 (five) listed companies;	√		
1(2)(b)(ix)	Not Convicted by a court of competent jurisdiction as a defaulter in payment of any loan/advance to a Bank or a Non-Bank Financial Institution;	√		
1(2)(b)(x)	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	√		
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:	√		
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;	√		
1(3)(b)(ii)	Corporate Leader who is or a top level executive of an unlisted company having 100 million paid up capital or of a listed company	√		
1(3)(b)(iii)	Former official of government not below 5th Grade of Salary			N/A
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law			N/A
1(3)(b)(v)	Professional like practicing Advocate, Chartered Accountant/Cost Accountant/Chartered Secretary or equivalent qualification;	√		
1(3)(c)	(c) The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	√		
1(3)(d)	(d) In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.			N/A

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 absence of Chairperson of the Board, for the particular Board Meeting, Chairperson may be elected from one of non-executive directors and to be duly recorded.	√		
1(5)	The Directors' Report to Shareholders			
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);	√		
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;			N/A
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;			N/A
1(5)(i)	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;	√		
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;			N/A
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;			N/A

1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	√		
1(5)(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:	√		
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;	√		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details);	√		
1(5)(xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:			
1(5)(xxiv)(a)	a brief resume of the director;	√		
1(5)(xxiv)(b)	nature of his or her expertise in specific functional areas; and			
1(5)(xxiv)(c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	√		
1(5)(xxv)	Management's Discussion and Analysis signed by CEO or MD			
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;	√		
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)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C .	√		
1(6)	Meetings of the Board of Directors			
1(6)	Compliance under Bangladesh Secretarial Standards (BSS).	√		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC).	√		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website.	√		
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		There is no any subsidiary company of RDFPL.
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		
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:	√		
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	√		
3(3)(a)(i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√		
3(3)(a)(ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	√		
3(3)(b)	MD or CEO and CFO to certify on due diligence in the Report.	√		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		
4	Board of Directors' Committee.			
4(i)	Audit Committee	√		
4(ii)	Nomination and Remuneration Committee.	√		
5	Audit Committee.			
5(1)	Responsibility to the Board of Directors.			
5(1)(a)	The company shall have an Audit Committee as a subcommittee 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 non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	√		
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	√		
5(2)(d)	When the term of service of the Committee member expires, Board shall appoint new Committee member immediately or not later than 1 month of vacancy.			N/A
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)	Absence of Chairperson, the remaining members may elect one of them and reason of absence to be recorded in the minutes.	√		
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM);	√		
5(4)	Meeting of the Audit Committee	√		
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year:	√		

5(4)(b)	Quorum: presence of 2 or 2/3 members whichever is higher and 1 independent director is must.	√		
5(5)	Role of Audit Committee			
5(5)(a)	Oversee the financial reporting process;	√		
5(5)(b)	monitor choice of accounting policies and principles;	√		
5(5)(c)	Internal Audit and Compliance process to ensure that it is adequately resourced.	√		
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 determination of audit fees and evaluate performance of external audit.	√		
5(5)(m)	Oversee whether IPO/RPO proceeds utilized as per the published Prospectus.			No such incident was taken during the year.
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;			No such incident was occurred to report
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;			
5(6)(a)(ii)(c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and			
5(6)(a)(ii)(d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;			
5(6)(b)	Reporting to the Authorities			
5(7)	Reporting to the Shareholders and General Investors	√		
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 sub-committee 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)	The board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;			No such situation was occurred

6(2) (f)	The Chairperson of the Committee may appoint/co-opt any external non-voting expert for valuable advice.			N/A
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)	Absence of the Chairperson of the NRC, the remaining members may elect one of them and the reason of absence to be recorded in the minutes;			N/A
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders;	√		
6(4)	Meeting of the NRC			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	√		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	√		
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 proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	√		
6(5)	Role of the NRC			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:	√		
6(5)(b)(i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:	√		
6(5)(b)(i)(a)	the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	√		
6(5)(b)(i)(b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	√		
6(5)(b)(i)(c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	√		
6(5)(b)(ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		
6(5)(b)(iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	√		
6(5)(b)(iv)	formulating the criteria for evaluation of performance of independent directors and the Board;	√		
6(5)(b)(v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	√		
6(5)(b)(vi)	developing, recommending and reviewing annually the company's human resources and training policies;	√		
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	√		
7	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:	√		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	√		
8	Maintaining a website by the Company.			
8(1)	The company shall have an official website linked with the website of the stock exchange.	√		
8(2)	The company shall keep the website functional from the date of listing.	√		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	√		
9	Reporting and Compliance of Corporate Governance.			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant on yearly basis regarding compliance of conditions of Corporate Governance Code.	√		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the AGM	√		
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the co	√		

পরিচালকমণ্ডলীর প্রতিবেদন

৩০শে জুন ২০২৩ সমাপ্ত বছরের জন্য

প্রিয় শেয়ারহোল্ডারবৃন্দ,
আসসালামু আলাইকুম।

রংপুর ডেইরী অ্যান্ড ফুড প্রোডাক্টস লিমিটেড-এর পরিচালনা পর্ষদ কোম্পানীর ১৯তম বার্ষিক সাধারণ সভায় আপনাদের স্বাগত জানাচ্ছে। আপনাদের সদয় বিবেচনা ও অনুমোদনের জন্য ৩০ জুন ২০২৩ তারিখে সমাপ্ত হিসাব বছরের নিরীক্ষিত আর্থিক প্রতিবেদন ও পরিচালনা পর্ষদের প্রতিবেদন আপনাদের কাছে উপস্থাপন করতে পেরে আমরা আনন্দিত।

ব্যবসায়িক কার্যক্রম:

২০২২-২৩ বছরটি আমাদের কোম্পানী সহ বাংলাদেশের সকল প্রতিষ্ঠানের জন্য একটি চ্যালেঞ্জিং বছর ছিল। তদুপরি প্রত্যাশিত আর্থিক ফলাফল অর্জনে সর্বোচ্চ প্রচেষ্টা অব্যাহত রাখা হয়েছে। রাশিয়া-ইউক্রেন যুদ্ধ চলমান থাকায় বৈশ্বিক অর্থনীতির মন্দার প্রভাবে উল্লেখযোগ্য হারে খাদ্য, জ্বালানী এবং কাঁচামালের দাম বৃদ্ধি পাওয়ায় চরম মূল্যস্ফীতি ঘটে। সকল প্রতিকূলতাকে যথাসম্ভব পাশ কাটিয়ে ব্যবসা পরিচালনার স্বাভাবিক ধারাবাহিকতা অক্ষুণ্ন রাখতে নতুন উপায় উদ্ভাবনের জন্য ব্যবস্থাপনা কর্তৃপক্ষ, সকল স্তরের কর্মকর্তা-কর্মচারী, ভোক্তাসহ অনেকের অকুণ্ঠ সমর্থন ছিল।

দেশের অনেক কোম্পানী অনিশ্চয়তার জন্য পূর্ণ-বিনিয়োগে আত্মহীন। কিন্তু আমাদের কোম্পানী প্রতিশ্রুতি অনুযায়ী পূর্ণ-বিনিয়োগ করার ব্যাপারে বন্ধপরিকর। প্রতিযোগিতামূলক আভ্যন্তরীণ ও আন্তর্জাতিক বাজারে ঠিকে থাকার জন্য আমাদের কোম্পানীর নতুন পণ্য উৎপাদন, পণ্যের উৎপাদন ক্ষমতা বৃদ্ধি ও বিতরণ ব্যবস্থাপনার আধুনিকায়ন করেছে,

কৃষিক্ষেত্রে আমাদের দেশের জিডিপিতে প্রবৃদ্ধি অর্জন, কর্মসংস্থান, গ্রামীণ উন্নয়ন, খাদ্য নিরাপত্তা এবং রপ্তানী আয়ের মাধ্যমে অর্থনীতিতে অত্যন্ত গুরুত্বপূর্ণ ভূমিকা পালন করেছে। এই ঘনবসতিপূর্ণ বাংলাদেশে কৃষি হচ্ছে প্রধান অবলম্বন। জীবন যাত্রার মান উন্নয়নে বিকল্প আয়ের রাস্তাও খুব সীমিত। এই কারণে বাংলাদেশের সমৃদ্ধি জন্য সরকার এবং বিভিন্ন উন্নয়ন সংস্থা কৃষিকে আলোচ্যসূচির শীর্ষে নিয়ে এসেছে। খাদ্য শিল্প বাংলাদেশে একটি দ্রুত বর্ধনশীল শিল্প হিসাবে পরিচিতি পাচ্ছে। খাদ্য শিল্পের সাথে বাংলাদেশের কর্মসংস্থানের উল্লেখযোগ্য ভূমিকা বিদ্যমান। কিন্তু দেশের করনীতি, অর্থনৈতিক অস্থিরতা ও কাঁচা মালের মূল্য বৃদ্ধির কারণে আমাদের উৎপাদন ও অপারেশনাল ব্যয় উল্লেখযোগ্য হারে বৃদ্ধি পায়। কিন্তু তার পরও কর পরিশোধের পর কোম্পানীর বিক্রয় ও নীট মুনাফা গত বছরের তুলনায় বৃদ্ধি পেয়েছে।

দুগ্ধ শিল্প গবেষণা:

যদিও দুগ্ধশিল্প এদেশের একটি অন্যতম পুরনো কৃষি পেশা তবুও বাংলাদেশে এ শিল্পের উন্নয়ন নানাপ্রকার সমস্যার জন্য সন্তোষজনক নয়। এর মধ্যে অন্যতম সমস্যা হল গবাদি পশুর প্রজনন, খাদ্য, ব্যবস্থাপনা, রোগবাহাই, চিকিৎসা এবং উৎপাদিত পণ্যের সঠিক মূল্য নির্ধারণ ও বাজারজাতকরণ। দুগ্ধশিল্প বিভিন্নস্তরে বিন্যাস্ত: প্রথমত : এতে তরলদুধ এবং গুঁড়োদুধ, দ্বিতীয়ত; রয়েছে ফ্লোরড মিক্স সর্বোপরি শেষে আরো রয়েছে ঘি, মাখন, মিষ্টি এবং অন্যান্য দুগ্ধজাত খাদ্য সামগ্রী। দাম ও গুণগতমান বিবেচনায় তরলদুধ এবং গুঁড়োদুধ প্রতিযোগিতায় রয়েছে। তরলদুধ পাস্তুরিত এবং ইউ এইচ টি পদ্ধতিতে প্রক্রিয়াজাত করা হয়। এর মধ্যে ইউ এইচ টি পদ্ধতিতে প্রক্রিয়াজাত দুধ পাস্তুরিত পদ্ধতিতে দুধের তুলনায় বেশী বিশুদ্ধ ও ব্যাকটেরিয়ামুক্ত। তাই ইউ এইচ টি (UHT) পণ্যের জীবন ও গুণগতমান পাস্তুরিত দুধের তুলনায় অনেক ভাল। এই জন্য আমাদের দেশে ইউ এইচ টি পণ্যের চাহিদা দিন দিন বৃদ্ধি পাচ্ছে।

ইউ এইচ টি (UHT) মিক্স:

ইউ এইচ টি প্রক্রিয়ায় উচ্চ তাপমাত্রায় (অর্থাৎ ১৪০ থেকে ১৫০ ডিগ্রী সেলসিয়াস) তরলদুধকে পরিশোধন এবং পরবর্তীতে প্যাকিং ও ব্যাকটেরিয়ামুক্ত করে দীর্ঘ জীবন দান করে। এসেপটিক পদ্ধতিতে তরল দুধকে প্যাকিং করা হয় এবং ৩-৪ মাস পর্যন্ত ৩০-৫০ ডিগ্রী সেলসিয়াস তাপমাত্রায় ১০০% ব্যাকটেরিয়ামুক্ত রাখা যায়। বাংলাদেশের মত উচ্চতাপমাত্রার দেশে তরল দুধ একটি পচনশীল পণ্য হিসাবে বিবেচনা করা হয়। যেহেতু তাপমাত্রা ৪ ডিগ্রী সেলসিয়াস এর উপরে থাকলেই কৃষকের কাছ থেকে সংগৃহীত দুধ বাজারজাত করা পর্যন্ত কোল্ড চেইন মানতে হয়। সে কারণে গ্রাম এবং শহর সর্বত্রই ইউ এইচ টি দুধ অধিকতর গ্রহণযোগ্য। ইউ এইচ টি পণ্যের উৎপাদনে যদিও উৎপাদন ও মোড়কীকরণ খরচ তুলনামূলকভাবে পাস্তুরিত দুধের তুলনায় বেশী হলেও দীর্ঘদিন গুণগত মান ঠিক থাকায় এই পণ্যের ভবিষ্যত সম্ভাবনাময়।

কাঁচামাল:

আমাদের কোম্পানীর প্রধান কাঁচামাল হল গরু হতে সংগৃহীত কাঁচা তরলদুধ। এই কাঁচা তরলদুধ বৃহত্তর রংপুর, দিনাজপুর, পাবনা, রাজশাহী, সিরাজগঞ্জ ছাড়াও বাংলাদেশের অন্যান্য জেলা থেকে সংগ্রহ করা হয়। কাঁচা তরলদুধ ছাড়া ম্যাঙ্গো কম্পাউন্ড, বানানা কম্পাউন্ড, স্ট্রবেরী কম্পাউন্ড, কোকো পাউডার ইত্যাদি কাঁচামাল ডেনমার্ক, ইটালী, ভিয়েতনাম ও মালয়েশিয়া থেকে আমদানী করা হয়। তাছাড়া দেশীয়ভাবে সংগৃহীত অন্যান্য কাঁচামালের মধ্যে চিনি, গ্লুকোজ, ম্যাঙ্গো পাল্প প্রভৃতি উল্লেখযোগ্য।

উৎপাদন ও মান নিয়ন্ত্রন:

আমাদের কোম্পানীতে বিদেশে প্রশিক্ষণপ্রাপ্ত ক্যামিষ্ঠ এবং আধুনিক গবেষণাগার রয়েছে। কোম্পানীর কাঁচামাল সংগ্রহ থেকে শুরু করে বাজারজাতকরণ পর্যন্ত আমাদের উৎপাদিত পণ্যগুলো উন্নত প্রযুক্তি দ্বারা উৎপাদন, মান নিয়ন্ত্রন এবং পরীক্ষা-নিরীক্ষা করা হয়।

বাজারজাতকরণ:

যেহেতু আমাদের দেশে ইউ এইচ টি পণ্য একটি নতুন ধারণা সেহেতু পাস্তুরিত তরল দুধের সাথে ইউ এইচ টি দুধের তুলনামূলক সুবিধার চিত্র তুলে ধরে বাজারজাতকরণ শুরু করা হয়। ইউ এইচ টি পণ্য বাজারজাতকরণে প্রধান ভোক্তা হল ছাত্র-ছাত্রী, বালক-বালিকা, শিক্ষক-শিক্ষিকা, পিতা-মাতা সহ সমাজের সকল শ্রেণী ও পেশার মানুষ। সুতরাং বলা যায় গুনগতমান ঠিক রেখে এই পণ্য দেশব্যাপি বাজারজাত করলে আরডি পণ্যের চাহিদা বহুগুন বিস্তৃত হতে পারে।

মোট বিক্রয়:

২০২২-২০২৩ অর্থবছরে রংপুর ডেইরী অ্যান্ড ফুড প্রোডাক্টস লিমিটেড-এর মোট বিক্রয় ১,২১২,৪৪৭,৪২৩ টাকা যা ২০২১-২০২২ অর্থ বছরে ছিল ৯০১,৯১৯,৯৫২ টাকা।

বিক্রিত পণ্যের ব্যয়:

২০২২-২০২৩ অর্থবছরে কোম্পানীর বিক্রিত পণ্যের মোট ব্যয় ছিল ৯৪১,৪৮৮,৩৬৮ টাকা যা ২০২১-২০২২ অর্থ বছরে ছিল ৬৮৭,৯৯০,৬১৬ টাকা।

মোট লাভ:

২০২২-২০২৩ অর্থবছরে কোম্পানীর মোট লাভ দাঁড়িয়েছে ২৭০,৯৫৯,০৫৫ টাকা যা ২০২১-২০২২ অর্থ বছরে ছিল মোট লাভ ২১৩,৯২৯,৩৩৬ টাকা।

নীট লাভ:

২০২২-২০২৩ অর্থবছরে কোম্পানীর (কর পরবর্তী) নীট লাভ দাঁড়িয়েছে ১০৫,১০৪,১০১ টাকা যা পূর্বের বৎসর ছিল ৮৯,৫১৭,৬২৮ টাকা।

শেয়ার প্রতি আয়:

২০২২-২০২৩ অর্থবছরে কোম্পানীর শেয়ার প্রতি আয় দাঁড়িয়েছে ১.৩৮ টাকা যা ২০২১-২০২২ অর্থবছরে ছিল ১.১৮ টাকা।

শেয়ার প্রতি নীট সম্পদ:

৩০শে জুন ২০২৩ তারিখে কোম্পানীর শেয়ার প্রতি নীট সম্পদ দাঁড়িয়েছে ১৬.০০ টাকা যা ৩০শে জুন ২০২২ তারিখে ছিল ১৫.১২ টাকা।

আর্থিক ফলাফল ও আবন্টন:

পরিচালনা পর্ষদ ৩০শে জুন ২০২৩ সমাপ্ত অর্থ বছরে কোম্পানীর আর্থিক ফলাফল ও আবন্টন আপনাদের কাছে উপস্থাপন করছে

বিবরণ	২০২২-২০২৩ সন	২০২১-২০২২ সন
করপরবর্তী নীট মুনাফা	১০৫,১০৪,১০১	৮৯,৫১৭,৬২৮
যোগ্য পুঞ্জিত উদ্ধৃত (পূর্ববর্তী বছর থেকে আনীত)	১৬৪,৪৭০,৮৭৩	১১৮,৩৪৭,০০৬
পুনঃনির্ধারিত হিসাব থেকে আনীত	৮৩৭,০১৯	৮৬২,৯০৬
বন্টনযোগ্য মুনাফা	২৭০,৪১১,৯৯৩	২০৮,৭২৭,৫৪০
লভ্যাংশ প্রদান (২০২১-২০২২)	(৩৭,৯৮৬,৯৭৮)	(৪৪,২৫৬,৬৭৪)
প্রস্তাবিত লভ্যাংশ (অক্টোবর ৩০, ২০২৩ ইং)	(৩৭,৯৮৬,৯৭৮)	(৩৭,৯৮৬,৯৭৮)
উদ্ধৃত পরবর্তী বছরে স্থানান্তরিত	১৯৪,৪৩৮,০৩৭	১২৬,৪৮৩,৮৮৮

লভ্যাংশ :

২০২৩ সালের ৩০ অক্টোবর অনুষ্ঠিত কোম্পানির পরিচালনা পর্ষদের সভায় ৩০ জুন ২০২৩ সমাপ্ত হিসাব বছরের জন্য ৫% নগদ লভ্যাংশ শেয়ারহোল্ডারবৃন্দকে প্রদানের সুপারিশ করেছেন। ২১ ডিসেম্বর ২০২৩ তারিখে অনুষ্ঠিতব্য কোম্পানীর ১৯তম বার্ষিক সাধারণ সভায় (এজিএম) শেয়ারহোল্ডারদের অনুমোদন সাপেক্ষে যেসব শেয়ার হোল্ডারের নাম Record date ০৫ ডিসেম্বর ২০২৩ তারিখে শেয়ারহোল্ডার রেজিস্ট্রিতে থাকবে, তারা ৫% নগদ লভ্যাংশ পাওয়ার জন্য যোগ্য বলে বিবেচিত হবেন।

অডিট কমিটি

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং বিএসইসি / সিএমআরআরসিডি / ২০০৬-১৫৮ / ২০৭ / এডমিন / ৮০, তারিখ ৩ জুন ২০১৮ এর নির্দেশনা মোতাবেক পরিচালনা পর্ষদ কর্তৃক গঠিত ২ জন ইনডিপেনডেন্ট পরিচালকসহ বহুমুখী পেশাগত অভিজ্ঞতা সম্পন্ন ৩ (তিন) সদস্য বিশিষ্ট অডিট কমিটি কাজ করছে।

নমিনেশন ও রেম্যুনেরেশন (NRC) কমিটি

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের কর্পোরেট গভর্নেন্স কোড (বিএসইসি / সিএমআরআরসিডি / ২০০৬-১৫৮ / ২০৭ / এডমিন / ৮০, তারিখ ৩ জুন, ২০১৮) এর ৬নং শর্ত অনুসারে পরিচালনা পর্ষদের উপ কমিটি হিসেবে ৩ (তিন) সদস্য বিশিষ্ট একটি Nominaion and Remuneraion Commiiee (NRC) কাজ করছে।

অস্বাভাবিক আয় বা ক্ষতিঃ

বাংলাদেশ অ্যাকাউন্টিং স্ট্যান্ডার্ড (বিএএস) ১ অনুসারে আর্থিক বিবরণীতে কোনো ধরনের উল্লেখযোগ্য আয় বা ক্ষতি হয়নি।

প্রান্তিক ও বার্ষিক আর্থিক বিবরণীর মধ্যে উল্লেখযোগ্য বিচ্যুতি :

এ বছর কোম্পানি প্রান্তিক ও বার্ষিক আর্থিক বিবরণীর মধ্যে কোনো ধরনের উল্লেখযোগ্য বিচ্যুতি হয়নি।

মানবসম্পদ ব্যবস্থাপনা:

একটি প্রতিষ্ঠানের উন্নয়নের জন্য সুদক্ষ মানবসম্পদ অত্যাবশ্যিক। প্রতিষ্ঠানের সাফল্য নির্ভর করে বিভিন্ন পদে উপযুক্ত ও দক্ষ মানব সম্পদের ব্যবহার নিশ্চিত করার ওপর। যথাযথ রক্ষণাবেক্ষণ ও অপারেশনের মাধ্যমে প্ল্যান্টের সক্ষমতা বাড়ানোর লক্ষ্যে রংপুর ডেইরী অ্যান্ড ফুড প্রোডাক্টস লিমিটেড এ কাজটি যথেষ্ট সতর্কতা ও নিষ্ঠার সঙ্গে করে আসছে। কোম্পানীর সার্বিক উন্নয়ন ত্বরান্বিত করার লক্ষ্যে মানব সম্পদকে চালিকা শক্তি হিসেবে বিবেচনা করা হয়েছে এবং এ লক্ষ্যে কোম্পানীর ব্যাপক মানবসম্পদ উন্নয়নের কৌশলগ্রহণ করেছে। ব্যবস্থাপনা কর্তৃপক্ষ মানবসম্পদেরও প্রশিক্ষণ ও উন্নয়নমুখী শিক্ষা গ্রহণের উপর অধিকতর গুরুত্বআরোপ করে থাকেন এবং আমরা দক্ষ জনশক্তি গড়ে তোলার জন্য প্রতিনিয়ত কাজ করে যাচ্ছি। নিজ নিজ খাতে কর্মীদের জ্ঞানের পরিধি বাড়াতে রংপুর ডেইরী অ্যান্ড ফুড প্রোডাক্টস লিমিটেড-এর যথাযথ প্রশিক্ষণ ও কর্মশালার আয়োজন করে।

সামাজিক প্রতিশ্রুতি:

সমাজের প্রতি দায়িত্ববোধের দৃষ্টিকোণ থেকে আমরা পরিচালনা করছি বলে বিশ্বাস করি। সেজন্য রংপুর ডেইরী অ্যান্ড ফুড প্রোডাক্টস লিমিটেড-এ আমাদের সকল কার্যক্রম প্রধানত সমাজের মঙ্গলের দিকে লক্ষ্য রেখেই সম্পাদিত হয়ে থাকে। সামাজিক অঙ্গীকারের অংশ হিসাবে কোম্পানী সামাজিক গুরুত্ব সম্পন্ন কাজে সার্বিক সহযোগিতা করে থাকে। আমাদের কোম্পানী পরিবেশ রক্ষায় সর্বদা সচেতন। সামাজিক দায়বদ্ধতা কর্মসূচির অংশ হিসেবে রংপুর ডেইরী অ্যান্ড ফুড প্রোডাক্টস লিমিটেড সামাজিক ও মানবিক বিভিন্ন বিষয়কে সমর্থন করে এবং অবদান রাখে।

করপোরেট কাঠামো:

রংপুর ডেইরী অ্যান্ড ফুড প্রোডাক্টস লিমিটেড-এর সর্বোচ্চ করপোরেট প্লাটফর্ম হচ্ছে পরিচালনা পর্ষদ। কোম্পানির সার্বিক কৌশল ও নীতিগত সিদ্ধান্ত পরিচালনা পর্ষদই নিয়ে থাকে। রংপুর ডেইরী অ্যান্ড ফুড প্রোডাক্টস লিমিটেড-এর পর্ষদে মোট ৭ জন পরিচালক রয়েছেন, যার মধ্যে দুইজন স্বতন্ত্র পরিচালক।

এন আর সি কমিটি:

প্রাতিষ্ঠানিক সুশাসন নির্দেশনা মোতাবেক কোম্পানীর পরিচালনা পর্ষদ যোগ্যতা, ইতিবাচক গুণাবলী এবং নীতি প্রনয়নে বোর্ডকে সহায়তা করার জন্য বোর্ডের একটি সাব কমিটি হিসাবে রংপুর ডেইরী অ্যান্ড ফুড প্রোডাক্টস লিমিটেড ৩ সদস্য বিশিষ্ট একটি এন আর সি কমিটি গঠন করেছে।

পরিচালকমণ্ডলীর নির্বাচন:

কোম্পানীর আর্টিকেলস অফ এ্যাসোসিয়েশন অনুসারে পরিচালক জনাব এম. এ. কবির, জনাবা আফরিদা ফারনাজ ও স্বতন্ত্র পরিচালক জনাব রেজাউল করিম ১৯তম বার্ষিক সাধারণ সভায় অবসর গ্রহন করবেন এবং তাঁরা যোগ্য বিধায় পরিচালক পদে পুনঃ নির্বাচনের প্রস্তাব করা হয় এবং প্রস্তাবনুযায়ী তারা পুনঃ নির্বাচনের জন্যে আত্রহ প্রকাশ করেন। এই আত্রহের প্রেক্ষিতে পরিচালকমণ্ডলী তাদের পুনঃ নিয়োগের জন্য ১৯তম বার্ষিক সাধারণ সভায় শেয়ারহোল্ডার কর্তৃক অনুমোদন সাপেক্ষে অনুমোদন করেছেন

নিরীক্ষক (সংবিধিবদ্ধ):

কোম্পানি আইন ১৯৯৪ এর ২১০ ধারা মোতাবেক বর্তমানে কর্মরত সংবিধিবদ্ধ নিরীক্ষক মেসার্স মেসার্স শফিক বসাক এন্ড কোং চার্টার্ড একাউন্ট্যান্টস ১৯ তম বার্ষিক সাধারণ সভায় অবসর গ্রহন করবেন। যেহেতু তাঁরা পরপর ৩ অর্থবছর নিরীক্ষক হিসাবে কাজ করেছেন সেহেতু বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের ২৭শে জুলাই, ২০১১ এর প্রজ্ঞাপন নংঃ- SEC/CMRRCD/২০০৯-১৯৩/১০৪/অফসরহ অনুসারে অবসর গ্রহণকারী নিরীক্ষক মেসার্স মেসার্স শফিক বসাক এন্ড কোং সংবিধিবদ্ধ নিরীক্ষক হিসাবে ২০২৩-২০২৪ অর্থ বছরের জন্য পুনঃনিয়োগের যোগ্য নয়। কোম্পানির নিরীক্ষা কমিটি ২০২৩-২০২৪ সালের নিরীক্ষক হিসাবে মেসার্স খান ওয়াহাব শফিক রহমান এন্ড কোং, চার্টার্ড একাউন্ট্যান্টসকে নিয়োগের জন্য সুপারিশ করেছেন। পরিচালকমণ্ডলী ২০২৩-২০২৪ সালের জন্য নিরীক্ষক হিসাবে মেসার্স খান ওয়াহাব শফিক রহমান এন্ড কোং, চার্টার্ড একাউন্ট্যান্টসকে নিয়োগের জন্য নিরীক্ষা কমিটির সুপারিশ ১৯তম বার্ষিক সাধারণ সভায় শেয়ারহোল্ডার কর্তৃক অনুমোদন সাপেক্ষে অনুমোদন করেছেন।

নিরীক্ষক (সিজিসি):

বর্তমান নিরীক্ষক (সিজিসি) মেসার্স তারেখ এন্ড এসোসিয়েটেস্, কস্ট এন্ড ম্যানেজম্যান্ট একাউন্ট্যান্টস, ২০২৩-২০২৪ সালের নিরীক্ষা কাজ সম্পন্ন করেছেন এবং যোগ্য বিধায় ২০২৩-২০২৪ হিসাব বছরের জন্য পুনঃনিয়োগ চেয়েছেন এবং পরিচালকমণ্ডলী তাদের নিরীক্ষক (সিজিসি) হিসাবে পুনঃ নিয়োগের সুপারিশ করেছেন।

শেয়ারহোল্ডারগণের সাথে যোগাযোগ ও সম্পর্ক

কোম্পানী আইন মোতাবেক কোম্পানী যথারীতি নিয়মিত বার্ষিক সাধারণ সভা আয়োজন করে আসছে, যার মাধ্যমে শেয়ারহোল্ডারগণকে আর্থিক ফলাফল, অগ্রগতি, গৃহীত গুরুত্বপূর্ণ কার্যক্রম ও উনডুবয়ন সম্পর্কে অবহিত করা হয়। ফলে শেয়ারহোল্ডারগণ ও সংশ্লিষ্ট প্রতিষ্ঠান কোম্পানী সম্পর্কে বিভিন্ন প্রয়োজনীয় তথ্য যথাসময়ে অবহিত হচ্ছেন। শেয়ারহোল্ডারগণ কোম্পানীর শেয়ার বিভাগ থেকে টেলিফোন, মোবাইল ফোন, ই-মেইল ও ওয়েব সাইট (www.rdmilk.com) সহ সরাসরি যোগাযোগের মাধ্যমে প্রতিনিয়ত প্রয়োজনীয় তথ্যাদি সংগ্রহ ও সেবা নিতে পারছেন।

কৃতজ্ঞতা ও ধন্যবাদ জ্ঞাপন

পরিচালনা পর্ষদ সম্মানিত শেয়ারহোল্ডার, খাদ্য শিল্পের সাথে সংশ্লিষ্ট মন্ত্রণালয়সহ জাতীয় রাজস্ব বোর্ড ও শ্রম প্রশাসনের অকুণ্ঠ সমর্থনের জন্য আন্তরিক ধন্যবাদ জানাচ্ছে। বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লি. ও চট্টগ্রাম স্টক এক্সচেঞ্জ লি. সহ সরকারের বিভিন্ন সংস্থা সমূহের সার্বিক সহযোগিতার কথা পরিচালকমণ্ডলী কৃতজ্ঞচিত্তে স্মরণ করছে।

পরিচালনা পর্ষদ ব্যবসায়িক সফলতায় আন্তরিক অবদান রাখা সহ সব পর্যায়ের ক্রেতা-ভোক্তা, পৃষ্ঠপোষক ও শুভানুধ্যায়ীকে সার্বিক সহযোগিতার জন্য আন্তরিক মোবারকবাদ জানাচ্ছে। পাশাপাশি কর্মকর্তা, কর্মচারী ও শ্রমিকবৃন্দের গভীর আন্তরিকতা, অর্থবহ সহযোগিতা, আনুগত্য ও কর্তব্য নিষ্ঠার জন্য ধন্যবাদ জ্ঞাপন করছে।

সম্মানিত শেয়ারহোল্ডারগণ পরিচালনা পর্ষদের ওপর যে আস্থা ও বিশ্বাস রেখেছেন তা তাঁদেরকে গভীরভাবে উৎসাহিত ও অনুপ্রাণিত করেছে। এটি বজায় রাখতে ব্যবস্থাপনা কর্তৃপক্ষ, কর্মকর্তা, কর্মচারী ও শ্রমিকবৃন্দ দৃঢ় প্রতিজ্ঞ। দেশ ও জাতির অব্যাহত উনডুবয়নে আমাদের সব অকৃত্রিম ও নিরলস প্রয়াস আল্লাহপাক কবুল করুন।

পরিশেষে আমাদের প্রিয় জন্মভূমি গণপ্রজাতন্ত্রী বাংলাদেশ, এ দেশের আপামর জনসাধারণ এবং কোম্পানির উত্তরোত্তর উন্নতি, সমৃদ্ধি ও সার্বিক অগ্রগতির জন্য মহান আল্লাহ রাব্বুল আলামীনের দরবারে রহমত কামনা করছি।

আল্লাহ হাফিজ।

পরিচালকমণ্ডলীর পক্ষে



এম. এ. কবির
ব্যবস্থাপনা পরিচালক

Independent Auditor's Report

Rangpur Dairy & Food Products Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Rangpur Dairy & Food Products Limited which comprise the Statement of Financial Position as at 30 June 2023, Statements of profit or Loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects of the statement of financial position of Rangpur Dairy & Food Products Limited as at 30 June 2023, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 2020 and other applicable laws and regulations.

Basis for Opinion

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

Key Audit Matters

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

We have fulfilled the responsibilities described in the Auditors' Responsibilities of the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risk of material misstatements of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Description of key audit matters	Our Response to the key audit matters
<p>1. Appropriateness of implication of leases and disclosure on the impact of the initial application of IFRS 16.</p> <p>The company currently has low value lease agreements at of its offices & ware-house. The leases are short term leases. Resultantly the leases are not treated as right-of-use assets. As such the effect of IFRS 16 is very immaterial compared to the volume of whole financial statements.</p>	<p>With regard to the impact of the initial application of IFRS 16 from the financial year 2023 onward, we assessed the impact determined after the implementation of the new standard. Our audit approach included, among other items:</p> <ul style="list-style-type: none"> • Assessing the accounting estimates made of the different business models of the company. • Assessing the design of the processes set up to account for the transaction in accordance with the new standard. <p>Please refer to the note 26.00 to the financial statements.</p>
<p>2. Impairment of property, plant and equipment.</p> <p>Property, plant and equipment (PPE) represents BDT 967,810,893 being about 56.46% of total assets of the Company which is thus a material item to the financial statements. PPE includes plant and machinery being of total PPE which are sophisticated in nature and most of them are custom made assets. Being different in nature, there is a risk whether market value of those assets could materially fall because of non-marketability and arise risk of impairment.</p> <p>Management's review regarding determination of impairment involves forecasting and discounting future cash flows and estimation of recoverable amounts which are inherently uncertain. This is one of the key judgmental areas that our audit has concentrated on.</p>	<ul style="list-style-type: none"> • Reviewed the management's assessment of impairment taking consideration of the future economic benefits of the assets. • Reviewed the internal control system implemented by management for safeguarding of those assets. • Tested the operating effectiveness of key controls over assets, including observing the process of management's year-end physical count. • Tested on sample basis the physical condition of the assets whether the assets become idle, obsolesces, damage and there is a plant to discontinue or restructure the operation to which the assets belongs. <p>Please refer to note 5.00 to the financial statements.</p>

<p>3. Trade Receivable.</p> <p>Trade receivable BDT 159,976,898 being about 9.33% of the total assets of the Company is a material item to the financial statements.</p> <p>There is a significant risk regarding recoverability of the amounts and misstatement of the items. As such, management is required to make judgments in determining whether accounts receivable are being appropriately valued and also need to make provision for aged accounts receivable, if required.</p>	<ul style="list-style-type: none"> • Tested the operating effectiveness of key controls over accounts receivable. • Being a part of auditor's responsibility as regarding external confirmation as per ISA 505, we requested for external confirmation. • Tested on a sample basis the value disclosed according to the reply obtained. • Assessed whether appropriate provisions have been recognized for aged accounts receivable, if required and evaluating management's basis for determining the recoverability. <p>Please refer to note 9.00 to the financial statements.</p>
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<p>4. WPPF and Welfare Fund.</p> <p>The company makes a Regular allocation of 5 % (of 21,658,099 Tk.) on Net Profit Before Charging such expenses to this fund as per provisions of labor laws-2006 and which is a material item to the financial statements.</p> <p>There is a significant risk regarding payment to the Government fund and Labor welfare fund of the amounts and misstatement of the items. As such, management is required to make judgments in determining whether WPPF and Welfare Fund are being appropriately transferred and also need to make provision for aged WPPF and Welfare Fund, if required.</p>	<ul style="list-style-type: none"> • Tested the operating effectiveness of key controls over WPPF and Welfare Fund. • Being a part of auditor's responsibility as regarding external confirmation, we requested for external confirmation. • Tested on a sample basis the value disclosed according to the reply obtained. • Assessed whether appropriate provisions have been recognized for aged WPPF and Welfare Fund, if required and evaluating management's basis for determining the refundable. <p>Please refer to note 20.00 to the financial statements.</p>
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5. Revenue Recognition

The company recognizes revenue from the sales of Food products when control over goods is transferred to a customer/dealer. The actual point in time when revenue is recognized varies depending on the specific terms and conditions of the sales contracts entered into with customers/dealers. The company has a number of customers operating in various geographies and sales contracts with customers/dealers have a different term relating to the recognition of revenue, the right of return and price adjustments. Sales arrangements in certain jurisdictions lead to material deductions to gross sales in arriving at revenue. We identified the recognition of revenue from sale of products as a key audit matter because;

Revenue is a key performance indicator of the company and there is risk of revenue being overstated due to fraud resulting from pressure to achieve targets.

- Assessing the appropriateness of the policies in respect of revenue recognition by comparing with applicable accounting standards;
- Evaluating the design, testing the implementation, and operating effectiveness of the company's internal controls over recognition of revenue and measurement of rebates, discounts, returns and chargebacks;
- Assessing manual journals posted to revenue to identify unusual items not already covered by our audit testing;
- Evaluating the adequacy of the financial statement disclosures, including disclosures of key assumptions, judgments, and sensitivities.

Please refer to note 24.00 to the financial statements.

Other Information

Management is responsible for the other information. The other information comprises all of the information other than the financial statements and our auditor's report thereon.

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

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, the Securities and Exchange Rules 2020 and other applicable laws and regulations, we also report the following:

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



Sheikh Zahidul Islam FCA, MBA.

Enrollment No-1394

Partner

Shafiq Basak & Co.

Chartered Accountants

DVC:2311011394AS639578

Date: October 30,2023

Place: Dhaka

Rangpur Dairy & Food Products Limited

Statement of Financial Position

As at June 30, 2023

	Particulars	Notes	Amount in Taka	
			30.06.2023	30.06.2022
IAS 1.51(a)				
IAS 1.10(a),51(b)				
IAS 1.51(c)				
IAS 1.51(d),(e)				
IAS 1.113				
IAS 1.56	Non-current assets		970,903,159	855,890,027
IAS 1.54(a)	Property, Plant & Equipment	5.00	967,810,893	853,099,179
IAS 1.5 (c)	Intangible Assets	6.00	3,092,266	2,790,848
			9,548,636	15,525,881
IAS 1.54(b)	Investment	7.00	9,548,636	15,525,881
	Current assets		733,628,147	649,047,742
IAS 1.54(g)	Inventories	8.00	269,294,160	207,322,418
IAS 1.54(h)	Accounts Receivable	9.00	159,976,898	137,953,590
IAS 1.77	Advances, Deposits & Pre-Payments	10.00	289,356,936	284,929,080
IAS 1.54(i)	Cash & Cash Equivalents	11.00	15,000,153	18,842,654
	Total Assets		1,714,079,942	1,520,463,650
	Shareholder's equity		1,215,597,473	1,148,354,797
IAS 1.79	Share Capital	12.00	759,739,560	759,739,560
IAS 1.78(e)	Share Premium	13.00	130,731,200	130,731,200
IAS 1.54(r)	Revaluation Reserve	14.00	92,701,698	93,413,164
IAS 1.78(e),108	Retained Earnings	15.00	232,425,015	164,470,873
IAS 1.71	Non-current liabilities		91,505,926	79,154,981
IAS 1.55	Long Term Loan	16.00	35,605,440	24,619,273
IAS 1.54(o)	Deferred Tax Liability	17.00	55,900,486	54,535,708
IAS1.69	Current liabilities		406,976,543	292,953,872
IAS 1.61	Current Portion of Long Term Loan		45,063,125	28,954,513
IAS 1.54(k)	Accounts Payable	18.00	25,448,100	27,926,069
IAS 1.54(m)	Short Term Bank Loan	19.00	260,299,895	181,281,703
IAS 1.104	Provision for WPPF and Welfare Fund	20.00	21,658,099	18,052,515
IAS 1.79	Share Application Money	21.00	5,739,018	5,739,018
IAS 12.47	Provision for Current Income Tax	22.00	28,752,759	18,571,512
IAS 1.70	Unclaimed Dividend		1,193,005	691,974
IAS 1.70	Accrued Expenses	23.00	18,822,542	11,736,568
	Total Liabilities		498,482,469	372,108,853
	Total Liabilities & Shareholders Equity		1,714,079,942	1,520,463,650
	Net assets value per share (NAV)	33.00	16.00	15.12

The annexed notes form an integral part of these financial statements.


Rumana Kabir
Chairman


Managing Director


Director Finance


Company Secretary

Subject to our separate report of even date.



Sheikh Zahidul Islam FCA, MBA.
Enrollment No-1394
Partner
Shafiq Basak & Co.
Chartered Accountants
DVC:2311011394AS639578

Date: October 30, 2023
Place: Dhaka

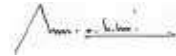
Rangpur Dairy & Food Products Limited
Statement of Profit or Loss and Other Comprehensive Income
For the year ended June 30, 2023

Particulars	Notes	Amount in Taka	
		2022-2023	2021-2022
Revenue	24.00	1,212,447,423	901,919,952
Less: Cost of Goods Sold	25.00	941,488,368	687,990,616
Gross profit		270,959,055	213,929,336
Less: Office & Administrative Expenses	26.00	52,767,259	43,481,098
Less: Marketing & Distribution Expenses	27.00	67,473,057	44,546,282
Profit from operation		150,718,740	125,901,955
Less: Financial Expenses	28.00	28,235,395	18,525,165
Add: Non Operating Income	29.00	3,071,118	3,048,860
Profit before WPPF and Tax		125,554,463	110,425,650
Less: Contribution to WPPF and Welfare Fund		5,978,784	5,258,364
Net Profit before income tax		119,575,679	105,167,286
Less: Current Tax Expenses	30.01	12,981,247	12,227,430
Less / (Add) : Deferred Tax Expenses / (Income) (On Historical Cost Assets)	30.02	1,490,330	3,422,229
Net profit after income tax		105,104,101	89,517,628
Add: Other Comprehensive Income			
On revaluation surplus of Depreciable Assets	30.02.02	(125,553)	(129,436)
Total Comprehensive Income		105,229,654	89,647,063
Earnings per share	31.00	1.38	1.18
Earnings per share (Dilution)	32.00	-	1.18

The annexed notes form an integral part of these financial statements.

Rumana Kabir

Chairman



Managing Director




Director Finance



Company Secretary

Subject to our separate report of even date.



Sheikh Zahidul Islam FCA, MBA.

Enrollment No-1394

Partner

Shafiq Basak & Co.

Chartered Accountants

DVC:2311011394AS639578

Date: October 30, 2023

Place: Dhaka

Rangpur Dairy & Food Products Limited

Statement of Changes in Equity

For the year ended June 30, 2023

Particulars	Amount in Taka			
	Share Capital	Share Premium	Revaluation Reserve	Retained Earnings
Balance at July 1, 2022	759,739,560	130,731,200	93,413,164	164,470,873
Net profit after tax for the period	-	-	-	105,104,101
Depreciation charged on revalued amount	-	-	(837,019)	837,019
Deferred tax Expense / (income) On revaluation surplus of Depreciable Assets	-	-	125,553	-
Dividend paid for the year (Cash dividend)	-	-	-	(37,986,978)
Balance at June 30, 2023	759,739,560	130,731,200	92,701,698	232,425,015
				1,148,354,797
				105,104,101
				125,553
				(37,986,978)
				1,215,597,473

Particulars	Amount in Taka			
	Share Capital	Share Premium	Revaluation Reserve	Retained Earnings
Balance at July 1, 2021	737,611,230	130,731,200	94,146,633	118,347,006
Net profit after tax for the period	-	-	-	89,517,628
Depreciation charged on revalued amount	-	-	(862,906)	862,906
Deferred tax Expense / (income) On revaluation surplus of Depreciable Assets	-	-	129,436	-
Dividend paid for the year (Stock dividend)	22,128,330	-	-	(44,256,666)
Balance at June 30, 2022	759,739,560	130,731,200	93,413,164	164,470,873
				1,148,354,797
				1,080,836,070
				89,517,628
				129,436
				(22,128,336)
				1,148,354,797

Rumana Kabir
Chairman


Managing Director


Director Finance


Company Secretary

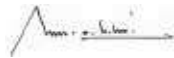
Date: October 30, 2023
Place: Dhaka

Rangpur Dairy & Food Products Limited
Statement of Cash Flows
For the year ended June 30, 2023

Particulars	Amount in Taka	
	2022-2023	2021-2022
A. Cash Flow from Operating Activities:		
Receipts from customers	1,190,424,114	889,584,159
Receipts from non operating income	3,071,118	3,048,860
Payment to suppliers, employees & others	(1,120,873,791)	(785,729,303)
Income Tax Paid	(2,800,000)	(5,877,039)
Net Cash Provided by Operating Activities: (A)	69,821,441	101,026,677
B. Cash Flow from Investing Activities:		
Investments	5,977,245	(346,195)
Acquisition of Property, Plant & Equipment	(147,122,177)	(149,682,152)
Acquisition of Intangible Assets	(645,003)	(77,625)
Net Cash Used by Investing Activities: (B)	(141,789,935)	(150,105,972)
C. Cash Flow from Financing Activities:		
Proceeds from Long term loan	27,094,779	34,311,105
Proceeds from short term Bank loan	79,018,192	11,550,059
Dividend Paid	(37,986,978)	(22,128,336)
Net Cash Used by Financing Activities: (C)	68,125,993	23,732,828
D. Net Cash inflow/ (outflow) (A+B+C)	(3,842,501)	(25,346,468)
E) Cash & Cash equivalents at the beginning of the year	18,842,654	44,189,122
G) Closing Cash & Cash equivalents at the end of the year	15,000,153	18,842,654
Net operating cash flow per share	0.92	1.33
Restated Net operating cash flow per share	34.00	-

Rumana kabir

Chairman



Managing Director



Director Finance



Company Secretary

Date: October 30 ,2023

Place: Dhaka

Rangpur Dairy & Food Products Limited

Notes to the financial statements

For the year ended June 30, 2023

1 Corporate History of the Reporting Entity

1.1 Corporate history

Rangpur Dairy & Food Products Ltd. (The Company) was incorporated in Bangladesh on March 06, 2004 Vide Registration No. C-52012(2307)/2004, as a Private Limited Company under The Companies Act 1994. The company was converted to Public Limited Company from Private Limited Company as at June 24, 2010 and issue of share through IPO as on October 13, 2011.

The principal office of business of the company is situated at 22/19 Khiljee Road, Mohammadpur, Dhaka-1207 and factory is located at Salaipur, Baldipukur, Rangpur-5460. The Company commenced its commercial production on April 14, 2007.

1.2 Nature of business

To produce or manufacture Ultra High Temperature (UHT), pasteurized and flavored milk, ghee, butter, different type of candy and milk products and marketing the same in the domestic market.

2 Basis of preparation

2.1 Statement of compliance

The financial statements have been prepared in accordance with the requirements of the Companies Act 1994, the Securities & Exchange Rules 1987, the International Accounting Standards (IAS), the International Financial Reporting Standards (IFRS) as well as the other applicable laws and regulations.

2.2 Other Regulatory compliances

The Company is required to comply with the following major legal provisions in addition to the Companies Act, 1994 and other applicable laws and regulations:

The Income Tax Ordinance, 1984

The Income Tax Rules, 1984

The Value Added Tax Act (VAT) and SD Act, 2012

The Value Added Tax Rules (VAT), 2016

2.3 Basis of measurement

The financial statements have been prepared under the historical cost convention as modified to include the revaluation of certain property, plant and equipment.

2.4 Functional and presentational currency

The financial statements are prepared and presented in Bangladesh Currency (Taka), which is the company's functional currency. All financial information presented have been rounded off to the nearest Taka except where indicated otherwise.

2.5 Use of estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis.

2.6 Going concern

The company has adequate resources to continue in operation for the foreseeable future. For this reason the directors continue to adopt going concern basis in preparing the financial statements. The current credit facilities and resources of the Company provide sufficient fund to meet the present requirements of its existing business.

2.7 Accrual Basis of Accounting:

The financial statements have been prepared, except for cash flow information, using the accrual basis of accounting. Since the accrual basis of accounting is used, the Company recognizes items as assets, liabilities, equity, income and expenses (the elements of financial statements) when they satisfy the definitions and recognition criteria for those elements in the Framework.

2.8 Materiality and Aggregation:

The Company presents separately each material class of similar items. The Company presents separately items of a dissimilar nature or function unless they are immaterial. Financial statements result from processing large numbers of transactions or other events that are aggregated into classes according to their nature or function.

2.9 Statement of Changes in Equity:

Statement of Changes in Equity has been prepared in accordance with IAS 1 -"Presentation of Financial Statements"

2.10 Changes in Accounting Policies:

The company changes its accounting policy only if the change is required by a IFRS or results in the financial statements providing reliable and more relevant information about the effects of transactions, other events or conditions on the company financial position, financial performance or cash flows. Changes in accounting policies is to be made through retrospective application by adjusting opening balance of each affected components of equity i.e. as if new policy has always been applied.

2.11 Changes in Accounting Estimates:

Estimates arise because of uncertainties inherent within them, judgement is required but this does not undermine reliability. Effect of changes of accounting estimates is included in statement of profit or loss and other than comprehensive income. The preparation of the financial statements are in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies.

2.12 Segment Reporting:

No segmental reporting is applicable for the company as required by IFRS-8: "Operating Segment" as the company operates in a single industry segment and within a single geographical territory.

2.13 Foreign Currency Transaction:

Transaction in foreign currencies are converted into Bangladesh Taka at the Exchange rate prevailing on the date of transaction in accordance with provisions of IAS 21 "The Effects of Changes in Foreign Currency Rate".

2.14 Applicable standards:

The following IASs are applicable for the financial statements:

IAS:1 Presentation of Financial Statements

IAS:2 Inventories

IAS:7 Statements of Cash Flows

IAS:8 Accounting policies, Changes in Accounting Estimates and Errors

IAS:10 Events after the reporting period

IAS:12 Income Taxes

IAS:16 Property, Plant and Equipment

IAS:19 Employee Benefits

IAS:23 Borrowing Costs

IAS:24 Related Party Disclosures

IAS:32 Financial Instruments (Presentation)

IAS:33 Earnings Per Share

IAS:34 Interim Financial Reporting

IAS:37 Provisions, Contingent Liabilities and Assets

IAS:38 Intangible Assets

IFRS: 7 Financial Instruments: Disclosures

IFRS: 9 Financial Instruments

IFRS: 15 Revenue from contracts with customers

IFRS: 16 Leases

2.15 Reporting period

The financial period of the company covers 12 months end from July 1, 2022 to June 30, 2023.

3 Significant accounting policies

The specific accounting policies selected and applied by the company's directors for significant transactions and events that have material effect within the framework of IAS-1 "Presentation of Financial Statements", in preparation and presentation of financial statements have been consistently applied throughout the year and were also consistent with those used in earlier years.

For a proper understanding of the financial statements, these accounting policies are set out below in one place as prescribed by the IAS-1 "Presentation of Financial Statements". The recommendations of IAS-1 relating the format of financial statements were also taken into full consideration for fair presentation.

3.1 Financial instruments

Non-derivative financial instruments comprise trade and other debtors, cash and cash equivalents, short term finance and other payables.

3.2 Property, plant and equipment

These are capitalized at cost of acquisition and subsequently stated at cost or valuation less accumulated depreciation and impairment losses. The cost of acquisition comprises of purchase price, including import duties and non-refundable Taxes and any directly attributable cost of bringing the assets to its working condition for its intended use.

On retirement or otherwise disposal of fixed assets, the cost and accumulated depreciation are eliminated and any gain or loss on such disposal is reflected in the Statement of Profit or Loss and Other Comprehensive Income which is determined with reference to the net book value of assets and the net sales proceeds.

3.2.2 Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliable. The costs of the day-to-day servicing of property, plant and equipment are recognized in the Statement of Profit or Loss and Other Comprehensive Income as incurred.

3.2.3 Measurement of Property, Plant & Equipment after Recognition:

Cost Model

After recognition as an asset, an item of property, plant and equipment shall be carried at its cost less any accumulated depreciation.

Revaluation model

The revaluation model requires an asset, after initial recognition, to be measured at a revalued amount, which is its fair value less subsequent accumulated depreciation.

Where an asset's carrying amount is increased as a result of a revaluation, the increase is recognized in equity under the heading of revaluation reserve. However, the increase is recognized in other comprehensive income to the extent that it reverses a revaluation decrease of the same asset previously recognized in profit or loss.

Where an asset's carrying amount is decreased as a result of a revaluation, the decrease is recognized in other comprehensive income. However, the decrease is recognized in equity to the extent of any credit balance existing in the revaluation reserve in respect of that asset. The decrease recognized in equity reduces the amount accumulated under the heading of revaluation reserve.

The revaluation reserve included in equity in respect of an item of property, plant and equipment is transferred directly to retained earnings when the asset is derecognized. However, some of the surplus is transferred as the asset is used by the Company. In such a case, the amount of the revaluation reserve transferred would be the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost.

3.2.4 Fixed Assets and Depreciation

No depreciation is charged on land & land development. Depreciation on all other fixed assets is computed using the reducing balance method so as to write off the assets over their expected useful life. Depreciation has been charged on additions when the related assets are available for use.

After considering the useful life of assets as per IAS-16, the annual depreciation rates have been applied as under which is considered reasonable by the management:

Particulars	Rate of Depreciation
Factory Building	3%
Furniture & Fixture	10%
Vehicles	10%
Plant & Machinery	10%
Electrical Installation	10%
Office Equipment	10%
Factory Equipment	10%
Generator	5%
Shop Sign	30%

3.2.5 Intangible asset

An Intangible asset is recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the entity and the cost of assets can be measured reliably. Intangible assets have been shown at cost less amortization as per IAS-38 "Intangible Assets" and any impairment loss. Amortization has been charged on diminishing balance method. Amortization on addition of assets has been charged from the date of purchase. Amortization has been charged at the rate of 10%.

3.2.6 Capital work-in-progress

Property, plant and equipment under construction/acquisition is accounted for as capital work-in-progress until construction/acquisition is completed and measured at cost.

3.2.7 Impairment of Assets:

The carrying amounts of property, plant and equipment are reviewed at each Statement of Financial Position date to determine whether there is any indication of impairment loss as per IAS 36: Impairment of Assets. If any such indication exists, recoverable amount is estimated in order to determine the extent of the impairment loss, if any. Impairment loss is recorded on judgmental basis, for which provision may differ in the future years based on the actual experience.

It is difficult to assess the Plant & Machinery every year. There is no indication that assets may be impaired.

3.2.8 Assets Revaluation Reserve:

This represents the difference between the book value and the re-valued amount of land and development Building of the Company as assessed by professional valuers in the year April, 20, 2010. The reserve is not distributable.

3.3 Revenue recognition

Revenue is recognised for a contract with a customer that is within the scope of IFRS-15 only when all of the following criteria are met:

- i) Identify the contract (s) with a customer.
- ii) Identify the performance obligations in the contract.
- iii) Determine the transaction price.
- iv) Allocate the transaction price of the performance obligations in the contracts.
- v) Recognise revenue when (or as) the entity satisfies a performance obligation.

3.4 Inventories

Inventories are valued in accordance with IAS-2 (Inventories) at the lower of cost and net realizable value. The cost of finished goods comprises raw materials, direct labor, other direct and other related production overheads (based on normal capacity) and related depreciation. Net realizable value is based on estimated selling price in the ordinary course of business less any further costs expected to be incurred to make the sale.

Category	Basis of Valuation
Finished Goods	At the lower of cost or Net realizable value. The cost includes allocation of production overheads that relate to bringing the inventories to their present condition and location.
Raw Materials	At the lower of weighted average cost or Net realizable value.
Work In Progress	At the lower of weighted average cost or Net realizable value.
Stationary	At the lower of weighted average cost or Net realizable value.

3.5 Accounts receivables

Receivables are carried at original invoice price. Provision for bad debts are calculated, on a case by case basis after review of the aging schedule and revised every quarter, when any specific risk arises relating to the collectability the amount is written off.

3.6 Cash and cash equivalents

Cash in hand and cash at banks have been considered as Cash and Cash Equivalents for the preparation of these financial statements, which were held and available for use by company without any restriction and there was insignificant risk of changes in value of the same.

3.7 Statements of Cash Flows

Statements of Cash Flows is prepared in accordance with IAS-7 “Statement of Cash Flows” and the cash flows from the operating activities have been presented under direct method.

3.7.01 Foreign Currency Transactions

Foreign currency transactions are recorded, on initial recognition in the functional currency at the spot exchange rate ruling at the transaction date.

At the end of each reporting period in compliance with the provision of (IAS) 21: The Effects of Changes in Foreign Exchange Rates.

- (a) Foreign currency monetary items are translated using the closing rate.
- (b) Non-monetary items that are measured in terms of historical costs in a foreign currency are translated using the exchange rate at the date of the transaction.
- (c) Non-monetary items that are measured at fair value in a foreign currency is translated using the exchange rate at the date when the fair value is determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rate different from those at which they were translated on initial recognition during the period or in previous financial statements is recognized in Statement of Profit or Loss and Other Comprehensive Income in the period in which they arise.

3.8 Investments

Income on Investment is recognized on accrual basis (if any).

3.9 Borrowing Costs

Financial Expenses (Borrowing Costs) when incurred is added as revenue expenses in accordance with IAS-23 “Borrowing Cost”. Borrowing costs relating to property, plant and equipment year of completion of erection are capitalized, (if any).

3.10 Accrued Expenses and Other Payables

Liabilities are recognized for the goods and services received, whether paid or not for those goods and services. Payables are not interest bearing and are stated at their nominal value.

3.11 Advances, deposits and prepayments

Advances are initially measured at cost. After initial recognition advances are carried at cost less deductions, adjustments or charges to other account heads such as Property, Plant & Equipment or inventory etc.

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition prepayments are carried at cost less charges to statement of Profit or Loss and Other Comprehensive Income.

3.12 Responsibility of the Preparation and Presentation of the Financial Statements

The Board of Directors are responsible for preparing and presenting the financial statements in accordance with IAS, IFRS, the Company Act, 1994 the Securities & Exchange Rules 2020 and other applicable laws including adequate disclosures, who approved and authorized for issue of these financial statements.

3.13 Events after the Reporting Period

In compliance with the requirements of IAS 10: Events After Reporting Period Date, adjusting events that provide additional information about the company's position at the Events After Reporting Period Date are reflected in the financial statements. Events after Reporting Period date that are non adjusting events are disclosed in the notes when material. As at June 30, 2023, the company did not have any adjusting events reporting period.

3.14 Provisions

In accordance with the guidelines as prescribed by IAS-37: Provisions, Contingent Liabilities and Contingent Assets. Provisions are recognized in the following situations:

- a. when the company has an obligation (legal or constructive) as a result of past events;
- b. when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- c. reliable estimates can be made of the amount of the obligation.

3.15 Income Taxes

a) Current Tax

Income Tax is assessed based on SRO No. 199 - law/Income Tax/2015 - Income Tax Ordinance, 1984 Dated June 30, 2015 under section 44, sub-section (4), clause (b).

b) Deferred Tax

The company has adopted deferred tax during the year under review in compliance with the provisions of International Accounting Standard (IAS-12) "Income Taxes". The company's policy of recognition of deferred tax assets/ liabilities is based on temporary differences (Taxable or deductible) between the carrying amount (Book value) of assets and liabilities for financial reporting purposes and its tax base and accordingly deferred tax income/ expenses has been considered to determine net profit after tax and Earning Per Share (EPS) except revaluation portion.

3.16 Earnings Per Share

This has been calculated in compliance with the requirements of IAS 33: Earnings Per Share by dividing the basic earnings by the weighted average number of ordinary shares outstanding during Basic earnings represent earnings for the year attributable to ordinary shareholders. As there was no preference dividend, minority interest or extra ordinary items, the net profit after tax for the year has been considered as fully attributable to the ordinary shareholders.

3.17 Employee Benefits

The following employee benefits has given by the company:

a) Short-term Employee Benefits

- i) Paid Wages, Salaries and no Social Security Contributions;
- ii) Paid 20 (Twenty) days Annual (Casual Leave), 14 (Fourteen) days Medical (Sick Leave)
- iii) Paid Festival Bonuses and 05 (Five) percent WPPF(Workers Profit Participation Fund) as profit-sharing;
- iv) No non-monetary benefit for current employees except lunch facility and accidental medical facilities at work station;

b) Post-employment Benefits

- i) No Retirement benefits has provided to its employees.
- ii) No other post employment benefits such as post-employment life insurance and post employment medical care has provided by the company.

c) Other Long-term Employee Benefits, such as the followings:

- i) No long-term benefit such as long-service leave or sabbatical leave has been provided.
- ii) No jubilee or other long-service benefits has been provided.
- iii) No long-term disability benefits has been paid by the company.

- d) No termination benefits has been provided but paid onetime financial benefit due to death of any employee on the basis of financial condition of employee.

3.18 Comparative Information and Rearrangement Thereof

Comparative information has been disclosed for all numerical information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statements.

3.19 Key Management personl Compensation:

Key management personl compensation include Managing Director and Director remmuration Tk. 5,934,374 which disclosed Notes No. 26 of the financial statements.

4 Additional information on Financial Statements:

4.1 Responsibility for the preparation and presentation of Financial Statements

The Board of Directors and Management of the company are responsible for the preparation and presentation of Financial Statements under section 183 of the Companies Act, 1994, and Corporate Governance guideline issued by the Bangladesh Securities and Exchange Commission.

4.2 Authorization date for issuing Financial Statements

The Financial Statements were authorized by the Board of Directors on October 30, 2023 for issuing after the completion of review.

4.3 Components of the Financial Statements

According to IAS-1 "**Presentation of Financial Statements**" the complete set of Financial Statement includes of the following components

- i) Statement of Financial Position as at June 30, 2023.
- ii) Statement of Profit or Loss and other Comprehensive Income for the year ended June 30, 2023.
- iii) Statement of Changes in Equity for the year ended June 30, 2023.
- iv) Statement of Cash Flows for the year ended June 30, 2023.
- v) Explanatory notes to the Financial Statements.

4.4 Related Party Discloures

The company carried out a number of transactions with related parties in the normal course of business and on arms' length basis. The information as required by IAS-24: Related Party Disclosures has been disclosed in a separate note (note no 40.00) in the Financial Statement.

Particulars	Amount in Taka	
	30.06.2023	30.06.2022

5.00 Property, Plant & Equipment:

Opening Balance (at cost)	1,452,566,135	1,315,110,533
Add: Addition during the year	178,602,841	137,455,602
Less: Adjustment During the Year	-	-
Total	1,631,168,976	1,452,566,135

Depreciation:

Opening Balance	599,466,956	542,026,517
Add: Charged during the year	63,891,127	57,440,439
Less: Adjustment During the Year	-	-
Total	663,358,083	599,466,956

Written Down Value at June 30, (A-B)

	967,810,893	853,099,179
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The details Schedule of Property, Plant & Equipment have been shown in attached **Annexure- A**.

6.00 Intangible Assets:

Opening Balance	2,790,848	3,023,317
Addition during the year	645,003	77,625
	3,435,851	3,100,942
Amortization during the year	(343,585)	(310,094)
Written Down Value as June 30,	3,092,266	2,790,848

Intangible assets include software & various types of long-time license related issues

7.00 Investment :

NCCB Securities & Financial Services Ltd.	1,910,589	2,601,266
NRBC Bank Securities Ltd.	7,638,047	12,924,615
Total	9,548,636	15,525,881

Investment is included in various Companies Stock.

8.00 Inventories:

Raw Materials	213,459,809	148,180,109
Finished Goods	49,644,708	52,636,330
Work In Progress	5,512,393	5,954,967
Stationery	677,250	551,012
Total	269,294,160	207,322,418

9.00 Accounts Receivable:

Accounts Receivable	160,137,035	138,091,681
Less: Expected credit loss	(160,137)	(138,092)
Total	159,976,898	137,953,590

a) Ageing of the above receivables is given Below:

1 to 3 Months	4 to 6 Months	7 to 12 Months	1 Year and above	Total
85,780,428	48,485,896	25,059,256	811,456	160,137,036
85,780,428	48,485,896	25,059,256	811,456	160,137,036

b) Receivables are unsecured but considered good.

c) There is no debt due by or to directors or other officers of the company

d) There is no debt due by the directors and officers within the common management of the company.

e) The details of Accounts Receivable are shown in **Annexure-B**.

f) The receivable figure is regularly realized. As such the effect of expected credit loss is minimal.

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
10.00 Advances, Deposits & Pre-Payments:		
Advance to new office	661,085	661,085
Advance to factory/Chilling	33,623,899	43,088,014
Advance to Parties	132,869,027	96,413,712
Advance for Machinery	92,267,993	123,748,657
Advance income Tax	26,673,413	19,998,768
VAT Current Account	3,122,579	879,904
Security Deposit	138,940	138,940
Total	289,356,936	284,929,080

Annexure- C
Note:10.01

- a) All Advances & Deposits are considered good and recoverable by the management.
b) There is no amount due from Directors or officers of the Company.
c) There is no advances due by or to within the common management of the company.

10.01 Advance for Machinery:

Apon Engineering Workshop	13,620,790	12,987,290
Basic Engineering	23,386,986	20,903,031
Shaheen Enterprise	17,780,470	15,111,670
Techno Prime Engineering	645,255	9,747,132
Chowdhury Enterprise	1,466,972	10,736,292
ESS (Engineering and Support service)	9,696,212	9,193,882
JS Builders	8,666,060	8,666,060
Santek Agencies & Services Ltd.	4,860,450	20,924,319
Sumon Engineering	4,848,375	7,065,576
United Engineering	7,296,423	8,413,405
Total	92,267,993	123,748,657

Aging of Advance for Machinery:

Due to 1-6 months	40,036,746	45,389,320
Due to 7-12 months	24,473,262	43,177,080
Above 1 year	27,757,986	35,182,257
Total	92,267,993	123,748,657

11.00 Cash & Cash Equivalents :

Cash in Hand	8,340,070	6,987,192
Cash at Bank	6,660,083	11,855,462
Total	15,000,153	18,842,654

Note: 11.01
Note: 11.02

11.01 Cash in Hand:

Cash in Hand (Head Office)	7,879,311	6,570,279
Cash in Hand (Factory)	460,759	416,913
Total	8,340,070	6,987,192

11.02 Cash at Bank:

Name of Bank	Name of Branch	Account Number	Amount in Taka	
			30.06.2023	30.06.2022
Islami Bank Bd. Ltd.	Shyamoli Br.	2090900006902	(182,029)	1,247,884
Prime Bank Ltd.	Foreign Ex. Br.	12631060018441	157,810	157,810
Pubali Bank Ltd.	Ring Road Br.	4648901003315	1,234,238	1,803,830
NCC Bank Ltd.	Shyamoli Br.	0055-0325000141	295,098	8,169,498
NCC Bank Ltd.	Motijheel Main	0002-0315000047	4,954	4,954
NCC Bank Ltd.	Motijheel Main	0002-0325000760	(2,000,954)	(1,527,622)
NCC Bank Ltd.	Shyamoli Br.	00550325000409	83,500	83,500
Dutch-Bangla Bank Ltd.	Ring Road Br.	148-120-0004782	997,806	676,258
NCC Bank Ltd.	Shyamoli Br.	0055-0325000516	13,807	363,942
Union Bank Ltd.	Hatkhola Br.	0041210000209	2,762	2,761
Meghna Bank Ltd.	Motijheel Br.	110311100000403	4,508,417	(43,351)
NCC Bank Ltd. (USD)	Motijheel Main	0002-0251008241	1,003,388	850,434
NCC Bank Ltd. (Euro)	Motijheel Main	0002-0253000521	30,111	24,434
NCC Bank Ltd. (GBP)	Motijheel Main	0002-0252000247	32,794	26,895
Jamuna Bank	Dhanmondi Br.	0011-0210014668	197,281	14,236
Meghna Bank (USD)	Motijheel Br.	110316100000002	281,100	-
Total:			6,660,083	11,855,462

Particulars	Amount in Taka	
	30.06.2023	30.06.2022

12.00 Share Capital:

Authorized Capital :

100,000,000 Ordinary Shares of Tk. 10/- each

1,000,000,000	1,000,000,000
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Issued, Subscribed, Called-up & Paid-up Capital:

75,973,956 Ordinary Shares of Tk. 10/- each

759,739,560	759,739,560
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The Shareholding position of the Company is as under:

Name	Status	%	No. of Shares	Amount in Taka	Amount in Taka
Mrs. Rumana Kabir	Chairman	3.31%	2,514,721	25,147,210	25,147,210
Mr. M.A.Kabir	MD	10.76%	8,174,640	81,746,400	81,746,400
Mr. Fahim Kabir	Director	3.50%	2,660,763	26,607,630	26,607,630
Bidisha International Ltd.	Director	6.78%	5,153,785	51,537,850	51,537,850
Concrete and Steel Technology	Director	11.76%	8,937,838	89,378,380	79,378,380
Mr. S.M.Fakharuzaman	Sponsor	0.14%	105,060	1,050,600	1,050,600
Mrs. Sultana Parvin	Sponsor	1.25%	951,114	9,511,140	9,511,140
General Shareholder	General Public	62.49%	47,476,035	474,760,350	484,760,350
Total		100.00%	75,973,956	759,739,560	759,739,560

Details of Number of Shareholders and percentage as under:

Share Holding Range	Percentage (%)	No. of share holders	No. of Shares
01-499 shares	1.91%	6,982	1,401,723
500-5,000 shares	4.49%	2,225	4,149,856
5,001-10,000 shares	3.41%	410	3,183,902
10,001-20,000 shares	4.74%	265	3,889,704
20,001-30,000 shares	3.13%	117	2,907,664
30,001-40,000 shares	2.73%	56	1,980,484
40,001-50,000 shares	1.93%	45	2,090,620
50,001-100,000 shares	6.76%	75	5,602,947
100,001- 1,000,000 shares	24.28%	77	22,579,022
1,000,001- 1,000,000,000 shares	46.62%	9	28,188,034
Total	100.00%		75,973,956

Details of Number of Shares

Opening Number of Shares

75,973,956	73,761,123
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3% Stock Dividend

-	2,212,833
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Closing Number of Shares

75,973,956	75,973,956
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13.00 Share Premium:

Share Premium

130,731,200	130,731,200
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Total:

130,731,200	130,731,200
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The above amount received when issued share through initial public offering.

14.00 Revaluation Reserve:

Opening Balance

93,413,164	94,146,634
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Adjustment during the year

(837,019)	(862,906)
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92,576,145	93,283,728
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(Less)/Add: Transfer Deferred tax Expense / (income) On revaluation surplus of Depreciable Assets to Retained Earnings

125,553	129,436
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Less: Transfer Deferred tax Expense / (income) On revaluation surplus of Non-Depreciable Assets to Retained Earnings

-	-
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Total

92,701,698	93,413,164
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The revaluation reserve includes Land & Land Development and Factory Building of the company. The revalued amount as per valuation report of **Online Survey & Inspection Company**, a licensed certified surveyor, Government of Bangladesh, dated : **April 20, 2010** based on the Financial Statements as on December 31, 2009. The re-valuation surplus amount was **accounted for Tk. 109,112,305** as on December 31, 2010.

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
15.00 Retained Earnings:		
Opening Balance	164,470,873	118,347,006
Prior year adjustment (Unrealized Foreign Currency Gain/(Loss))	-	-
Restated opening balance	164,470,873	118,347,006
Profit/(Loss) during the year	105,104,101	89,517,628
Depreciation charged on revalued amount	837,019	862,906
Dividend paid for the year	(37,986,978)	(44,256,666)
Total	232,425,015	164,470,873
16.00 Long Term Loan:		
Megna Bank Ltd. Note No.16.01	26,899,358	21,090,853
NCC Bank Ltd. Note No.16.02	8,706,082	3,528,420
	35,605,440	24,619,273
16.01 Megna Bank Ltd.		
Opening Balance	47,466,136	19,262,681
Addition during the year	28,660,242	30,071,218
Interest charged during the year	5,336,605	2,807,911
Payment during the year	(16,575,844)	(4,675,674)
	64,887,139	47,466,136
Less: Current Portion Maturity of Long term Loan	37,987,781	26,375,283
	26,899,358	21,090,853
16.02 NCC Bank Ltd.		
Opening Balance	6,107,650	-
Addition during the year	13,020,000	6,440,000
Interest charged during the year	865,466	121,750
Payment during the year	(4,211,690)	(454,100)
	15,781,426	6,107,650
Less: Current Portion Maturity of Long term Loan	7,075,344	2,579,230
	8,706,082	3,528,420

Limits of various facilities extended by Banks are as follows:

Name of the Bank: Meghna Bank Limited

Nature: Term Loan

Sanction Limit: Tk. 117,000,000

Expiry Date: 31.07.2024

Interest Rate: 09 % P.a. subject to revision from time to time.

Securities:

a) Registered mortgage of 358 decimal project land along with factory building and other structure at Vill: salaipur, Baldipukur, Rangpur .

b) Post dated cheque(s) covering the limit.

Name of the Bank: NCC Bank Ltd

Nature: Term Loan

Sanction Limit: Tk. 19,460,000

Validity: 36 Months

Interest Rate: 09 % P.a. subject to revision from time to time.

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
17.00 Deferred Tax Liability:		
Opening Balance	54,535,708	51,242,916
On Historical Cost Assets (Through Retained Earnings relating to previous Years) (Note : 30.02.01)	-	-
	54,535,708	51,242,916
Add: Deferred Tax expenses during the year (Note : 30.02)	1,364,778	3,292,793
On Historical Cost Assets (Through Profit & Loss Accounts)	1,490,330	3,422,229
On Revaluation Reserve of Depreciable Assets (Through OCI)	(125,553)	(129,436)
On Revaluation Reserve of Non-Depreciable Assets (Through OCI)	-	-
Total	55,900,486	54,535,708

Deferred tax liability on taxable temporary differences between carrying amount as per accounts and tax base amounts as on 30.06.2023 has been calculated into accounts in line with IAS-12.

Computation of deferred tax liability on taxable temporary differences and deferred on revaluation increase has been shown at Annexure - E.

18.00 Accounts Payable:

Sundry Creditors	25,448,100	27,926,069
Total	25,448,100	27,926,069

- a) The details have been shown in **Annexure-D**.
b) Sundry creditors represents regular suppliers of raw materials, stationery and others.
c) All creditors were paid on regular basis.

19.00 Short Term Bank Loan :

Meghna Bank Limited (Cash Credit)-017	73,850,202	73,314,036
Meghna Bank Limited (LTR)	30,095,995	7,779,241
NCCBL (LTR)	3,925,312	-
Overdraft Loan	35,812,987	35,814,810
Meghna Bank Limited (Time Loan)	116,615,400	64,373,616
Total	260,299,895	181,281,703

Limits of various facilities extended by Banks are as follows:

Name of the Bank: Meghna Bank Limited
Nature: Cash Credit, Time Loan & Import Loan (LTR)
Sanction Limit: Tk. 304,000,000
Expiry Date: 31.07.2024
Interest Rate: 09 % P.a. subject to revision from time to time.

Securities:

- a) Hypothecation of Stock of raw materials, work-in-process and finished goods duly insured under Bank's mortgage clause.
b) Registered mortgage of 358 decimal project land along with factory building and other structure at Vill: salaipur, Baldipukur, Rangpur .
c) Post dated cheque(s) covering the limit.

Limits of various facilities extended by Banks are as follows:

Name of the Bank: NCC Bank Limited
Nature: L/C & Import Loan (LTR)
Sanction Limit: Tk. 30,000,000
Expiry Date: 27.06.2024

20.00 Provision for WPPF and Welfare Fund:

Opening Balance	18,052,515	15,023,391
Addition during the year	5,978,784	5,258,364
Payment made during the year	(2,373,200)	(2,229,240)
Total	21,658,099	18,052,515

21.00 Share Application money:

General Public	5,002,753	5,002,753
Non- Resident Bangladeshi	736,265	736,265
Total	5,739,018	5,739,018

This represents subscription money received from IPO which is ready for refund on Availability of Bank Account No. That will be refunded whenever claimed by the applicants.

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
22.00 Provision for Current Income Tax:		
Opening Balance	18,571,512	12,221,121
Prior year adjustment (Unrealized Foreign Currency Gain/(Loss))	-	-
Restated opening balance	18,571,512	12,221,121
Current year Tax	12,981,247	12,227,430
	31,552,759	24,448,551
Payment during the year	(2,800,000)	(5,877,039)
Adjust with AIT	-	-
Total	28,752,759	18,571,512

23.00 Accrued Expenses:

Audit fee	216,000	215,000
Electricity Bill	2,287,954	992,469
Salary & Allowances	9,700,504	6,724,500
Tax payable	6,502,336	3,687,851
Other Liabilities	115,748	116,748
Total	18,822,542	11,736,568

All accrued Expenses were paid on regular basis.

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
24.00 Revenue:		
Gross Sales Revenue	1,218,552,508	906,598,600
Sales Return	(218,287)	-
	1,218,334,221	906,598,600
VAT	(5,886,798)	(4,678,648)
Total:	1,212,447,423	901,919,952

Note: During The Year the Cimpany Exported an Amount of Taka 96,231,693 Which included Sales Revenue

25.00 Cost of Goods Sold:

Raw materials Consumed	Note: 25.01	760,416,623	573,605,144
Wages		10,431,807	8,119,263
Power Cost	Note: 25.02	58,426,549	34,457,285
Prime Cost		829,274,979	616,181,692
Manufacturing Overhead	Note: 25.03	108,779,193	87,198,982
Cost of Production		938,054,172	703,380,674
Opening Work-In-Progress		5,954,967	3,901,102
Closing Work-In-Progress		(5,512,393)	(5,954,967)
Cost of Goods Manufactured		938,496,746	701,326,809
Opening finished goods		52,636,330	39,300,137
Closing finished goods		(49,644,708)	(52,636,330)
Cost of Goods Sold:		941,488,368	687,990,616

25.01 Raw Materials Consumed:

Opening stock	148,180,109	118,016,433
Purchase during the year	825,696,323	603,768,820
Raw materials available for use	973,876,432	721,785,253
Closing Stock	(213,459,809)	(148,180,109)
Raw materials Consumed:	760,416,623	573,605,144

25.02 Power Cost:

Electricity bill	16,775,423	9,781,135
Fuel & Diesel	41,563,346	24,633,695
Gas Charges	87,780	42,455
Total	58,426,549	34,457,285

25.03 Manufacturing Overhead

Salary & Allowances	44,206,776	31,598,439
Festival Bonus	5,674,807	2,689,120
Entertainment	322,701	222,331
Chilling Center Expenses	529,620	56,208
Factory Maintenance	73,020	341,109
Generator Maintenance	165,000	312,674
Internet Bill	100,766	201,448
Medical Expenses	41,607	22,458
Repair & Maintenance	162,883	58,800
Depreciation	57,502,014	51,696,395
Public Relation	-	-
Total:	108,779,193	87,198,982

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
26.00 Office & Administrative Expenses:		
Salary & Allowances	22,103,388	15,799,220
Director Remuneration	5,934,374	6,000,000
Festival Bonus	8,512,210	4,033,681
Conveyance	72,380	56,047
Entertainment	484,051	333,496
Audit Fee	216,000	200,000
Electric bill	1,295,485	429,210
Fees & Charges	497,519	342,973
Fine & Penalties	-	33,010
Fuel & Oil	658,781	1,042,779
General Expenses	404,387	320,471
Insurance Premium	-	977,960
Meeting Fees	90,200	80,000
Mobile Bill	2,994,702	2,133,438
Office Maintenance	153,650	120,918
Office Rent	73,000	611,200
Photocopy Bill	8,576	3,789
Postage Telex courier	34,680	29,450
Paper & Periodic	5,662	1,520
Printing & Stationary	1,140,197	2,089,403
Repair & Maintenance	254,997	-
Renewal Fee	493,767	500,096
Amortization of Intangible Assets	343,585	310,094
Service Charge	25,000	53,150
Annual Listing Fee	49,750	1,245,797
Design Bill	3,740	336,300
AGM Expenses	383,700	489,099
WASA Bill	79,970	17,924
Fooding Allowance	25,790	31,850
Computer Accessories	33,335	23,780
Legal Fees	5,270	90,400
Depreciation	6,389,113	5,744,044
Total:	52,767,258.94	43,481,098

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
27.00 Marketing & Distribution Expenses :		
Salary & Allowances	44,206,776	31,598,439
TA/DA	11,240,130	6,823,298
Carrying Charges	7,813,159	745,357
Advertising & Publicity	194,017	1,159,621
Tour & Travels	1,450	88,753
Free Sample	80,000	
Distribution Expenses	937,325	-
Vehicle Maintenance	2,715,558	3,034,946
Toll Charge	124,505	150,976
Brand Promotion	-	806,800
Expected Credit Loss	160,137	138,092
Total:	67,473,057	44,546,282
28.00 Financial Expenses:		
Interest on Loan	28,099,335	18,048,395
Bank Charges & Commission	136,060	476,770
Total:	28,235,395	18,525,165
29.00 Non Operating Income:		
Bank Interest	20,278	27,726
Fish Sale	493,500	750,000
Unrealized Foreign Currency Gain/(Loss)	164,530	75,411
Gain from Investment of Share	922,755	1,444,511
Others Income	1,434,855	751,212
Dividend Income	35,200	-
Total:	3,071,118	3,048,860

Note: Others Income Include Sales Of Wastage Matarials and Tyre Tube ,spares etc.

30.00 Income Tax Expense:

Current year Tax	Note: 30.01	12,981,247	12,227,430
Deferred Tax expense/(Income)	Note: 30.02	1,490,330	3,422,229
Total:		14,471,578	15,649,659

Current year tax is considered as regular tax or minimum tax whichever is higher.

30.01 Current year Tax Provision:

i) **Computation of Taxable profit for current tax calculation:**

Net Profit before income tax	119,575,679	105,167,286
Accounting base depreciation	63,891,127	57,440,439
	183,466,805	162,607,725
Tax base depreciation	(95,458,489)	(79,624,859)
Taxable profit for current tax	88,008,317	82,982,866

Taxable profit :

On 1st	1,000,000	3%	30,000	30,000
On Next	2,000,000	10%	200,000	200,000.00
On Rest Amount	85,008,317	15%	12,751,247	11,997,430
Total:	88,008,317		12,981,247	12,227,430

Or,

ii) AIT paid during the year Tk. 6,674,645

Or,

iii) **Calculation of Minimum Tax as per 82C,**

Total Receipt during the year is Tk. 1,221,405,339. So, Current minimum Tax is Tk. 7,328,432. (Tk. 1,221,405,339 @ 0.60%).

Whichever is higher among (I, ii & iii) will be recognised as current year income Tax. Here calculation of Current Tax figure is higher than others.

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
30.02 Deferred Tax Expenses / (Income) During the Year.		
On Historical Cost Assets (Note-30.02.01)	1,490,330	3,422,229
Deferred Tax Expense (Through Profit & Loss Account)	1,490,330	3,422,229
On Revaluation Reserve of Depreciable Non-Current Assets. (Note-30.02.02)	(125,553)	(129,436)
On Revaluation Reserve of Non-Depreciable Non-Current Assets. (Note-30.02.03)	-	-
Deferred Tax Expense (Through Other Comprehensive Income)	(125,553)	(129,436)
30.02.01 <u>Deferred Tax liability / (asset) on Historical Cost.</u>		
<u>A. Carrying Amount Of Accounting Base:</u>		
Property, Plant & Equipment (Annexure- E)	967,810,893	853,099,179
Intangible Assets (Annexure - E)	3,092,266	2,790,848
	970,903,159	855,890,026
Less: Revaluation Increase (For Separate calculation as OCI item)	27,063,604	27,900,623
Net Carrying Cost	943,839,554	827,989,404
Less: Land Value (Avoided as permanent Differences)	165,308,262	143,183,002
Net Carrying Historical cost (Net of Land & Land Development)	778,531,292	684,806,402
<u>B. Tax Based WDV (Estimated Based on 3rd Schedule)</u>	447,295,636	363,506,281
Temporary Taxable / (Deductable) Differences (A-B)	331,235,656	321,300,121
Deferred Tax Liability @ 15% on Temporary Taxable Difference as on 30.06.2023 on Historical Cost of Assets	49,685,348	48,195,018
<u>Deferred Tax Expenses / (Income) on Historical Cost.</u>		
Closing Deferred Tax Liability / (Assets)	49,685,348	48,195,018
Opening Deferred Tax Liability / (Assets)	48,195,018	44,772,790
Deferred Tax Expense up to June 30, 2023	1,490,330	3,422,229
Less: Transfer to Retained Earning relating to previous Years	-	-
Deferred Tax Expense during the year on Historical Cost Assets	1,490,330	3,422,229
30.02.02 <u>Deferred Tax liability / (asset) on Revaluation Reserve of Depreciable Non-Current Assets.</u>		
<u>A. Carrying Amount Of Accounting Base:</u>		
Building (Annexure- E)	27,063,604	27,900,623
<u>B. Tax Based WDV (Estimated Based on 3rd Schedule):</u>	-	-
Temporary Taxable / (Deductable) Differences (A-B)	27,063,604	27,900,623
Deferred Tax Liability @ 15% on Temporary Taxable Difference as on 30.06.2023 on Revaluation Reserve of Depreciable Non-Current Assets.	4,059,541	4,185,093

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
<u>Deferred Tax Expenses / (Income) on Revaluation Reserve of Depreciable Non-Current Assets. (Note : 29.02.02)</u>		
Closing Deferred Tax Liability	4,059,541	4,185,093
Opening Deferred Tax Liability	4,185,093	4,314,529
Deferred Tax Expense during the year on Revaluation Reserve of Depreciable Non-Current Asset (Transfer to Retained Earnings Through Other Comprehensive Income)	(125,553)	(129,436)

30.02.03 Deferred Tax liability / (asset) on Revaluation Reserve of Non-Depreciable Non-Current Assets.

A. Carrying Amount Of Accounting Base:

Land & Land Developments (Annexure- E)	71,853,231	71,853,231
B. Tax Based WDV (Estimated Based on 3rd Schedule):	71,853,231	71,853,231

Temporary Taxable / (Deductable) Differences (A-B)

- -

Deferred Tax Liability @ 3% on Temporary Taxable Difference as on 30.06.2022 on Revaluation Reserve of Non-Depreciable Non-Current Assets.	-	-
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Deferred Tax Expenses / (Income) on Revaluation Reserve of Non-Depreciable Non-Current Assets.

Closing Deferred Tax Liability	-	-
Opening Deferred Tax Liability	-	-
Deferred Tax Expense during the year on Revaluation Reserve of Non-Depreciable Non-Current Asset (Transfer to Retained Earnings Through Other Comprehensive Income)	-	-

31.00 Earnings Per Share:

Net Profit after Income Tax	105,104,101	89,517,628
No. of Share	75,973,956	75,973,956
Earnings per share	1.38	1.18

32.00 Earning per share (dilution) declaration of stock dividend

Net Profit after Income Tax	105,104,101	89,517,628
No. of Share	75,973,956	75,973,956
Earnings per share	1.38	1.18

Particulars	Amount in Taka	
	30.06.2023	30.06.2022
33.00 Net assets value per share (NAV)		
Net assets value	1,215,597,473	1,148,354,797
No. of Share	75,973,956	75,973,956
Net assets value per share	16.00	15.12

34.00 Restated Net operating cash flow per share

Net operating cash flows	101,026,677	64,217,264
No. of Share	75,973,956	75,973,956
Net operating cash flow per share	1.33	0.85

35.00 Reconciliation of Net Profit with cash flows from Operating Activities:

Profit before Tax	119,575,679	105,167,286
Adjustment for:		
Depreciation on property, plant and Equipment	63,891,127	57,440,439
Amortization on intangible asset	343,585	310,094
Financial Expense	28,235,395	18,525,165
	212,045,785	181,442,984
(Increase) / Decrease in Inventories	(61,971,742)	(45,480,062)
(Increase) / Decrease in Accounts Receivable	(22,023,309)	(27,385,980)
(Increase) / Decrease in Advances, Deposits & Payments (excluding advance for Machinery)	(35,908,520)	(17,106,042)
Increase / (Decrease) in Accounts Payable	(2,477,969)	11,260,397
Increase / (Decrease) in Provision for WPPF and Welfare Fund	3,605,584	3,029,124
Increase/(Decrease) Unpaid Dividend	501,031	(1,714,387)
Increase / (Decrease) in Accrued Expenses	7,085,974	6,871,799
	100,856,836	110,917,833
Income Tax paid	(2,800,000)	(5,877,039)
Interest & bank charge paid	(28,235,395)	(18,525,165)
Net Cash Provided by Operating Activities	69,821,441	86,515,629

36.00 Additional Information as per requirement of Companies ACT, 1994

a) Total number of factory employees (received annual salaries & wages Tk 44,206,776 & above) was 350 nos .

b) Total number of head office and Marketing and Distribution officers & employees (received annual salaries & wages Tk. 66,310,163 & above) was 600 nos .

c) Payment to Directors as Remuneration & Perquisite in the Year are shown at Note-26.

37.00 PLANT CAPACITY & UTILIZATION:

Name of Products	Annual Attainable Capacity (Qty.M.Ton)	Actual Production during the year	
		(Qty Ton)	% of Capacity
Fresh and Flavored Milk	25,000	18,655	75

38.00 PAYMENT IN FOREIGN CURRENCY & FOREIGN CURRENCY EARNED :

a) No payment in foreign currency (except import cost of materials) was made in the Period. foreign currency earned By Expoting Products During the Year Exported an Amount of Taka 96,231,693 Which included Sales Revenue

39.00 COMMISSION , BROKERAGE & DISCOUNT TO THE SELLING AGENT :

Company had no selling agent as such no payment of commission, brokerage and discount was made.

Particulars	Amount in Taka	
	30.06.2023	30.06.2022

40.00 RELATED PARTY & TRANSACTIONS :

As per IAS 24 : Related party disclosure and as defined in the Security & Exchange Rules 2020 the related party transaction are as follows:

Directors	30/Jun/2023	30/Jun/2022
Managing	3,600,000	3,600,000
Director	2,400,000	2,400,000
Board meeting	24,000	20,000
Total	6,024,000	6,020,000

The board meeting attendance fees received by the Directors and Company Secretary are as follows:

Name	Designation	No. of Meeting	Attendance	Fee
Mr. M.A.Kabir	Managing Director	12	12	12,000
Mrs. Rumana Kabir	Chairman	12	10	10,000
Mr. Fahim Kabir	Director	12	12	12,000
Afrida Farnaz	Director	12	9	9,000
Abu Hena Islam	Director	12	12	12,000
Ahmed Hossain	Independent Director	12	12	12,000
Rezaul Karim	Independent Director	12	11	11,200
Yeasin Arafat	Company Secretary	12	12	12,000
Total				90,200

41.00 Additional Disclosure as per schedule XI of Companies ACT 1994:

Particulars	Qty (Ton)	Amount (In Taka)
Opening working process	108	5,954,967
Closing working Process	100	5,512,393
Raw Materials Purchases	17,568	825,696,323
Opening Raw Materials	3,153	148,180,109
Closing Raw Materials	4,542	213,459,809
Raw Materials Consumed	16,179	760,416,623
Opening finished goods	731	52,636,330
Closing finished goods	690	49,644,708
Revenue (net off)	16,840	1,212,447,423

42.00 Contingent Assets and Liabilities:

41.01 Contingent Assets

A contingent asset is disclosed when it is a possible asset that arises from the past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

41.02 Contingent Liabilities

A contingent liability is disclosed when it is a possible obligation that arises from the past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

The company has no contingent assets or liabilities which require disclosures under IAS-37. Contingent assets and contingent liabilities are not recognized in the financial statements.

A contingent asset is disclosed as per IAS-37, where an inflow of or economic benefits is probable. A contingent liability is disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

Particulars	Amount in Taka	
	30.06.2023	30.06.2022

42.00 Risks Associated with Financial Instruments:

42.01 Liquidity Risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure as far as possible that it will always have sufficient liquidity to meet its liabilities when due under both normal and stressed conditions without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses including financial obligations through preparation of the cash flow forecast with due consideration of time line of payment of the financial obligation and accordingly arrange for sufficient liquidity / fund to make the expected payment within due date. In extreme stressed conditions the company may get support from the related company in the form of short term financing. Again it is in the position to negotiate with banks for facilities such as - Cash Credit Hypo, Loan against Trust Receipt, Bank Overdraft etc.

42.02 Credit Risk

Credit risk is the risk of a financial loss to the company if a customer or counter party to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables.

The company has basic ways to lower the risk of not getting money-

1. Thoroughly check a new customer's credit record
2. Establish credit limits
3. Develop a standard process for handling and monitoring overdue accounts on an ongoing basis.

Moreover the company has strong credit recovery department. They constantly monitor the credit and the recovery position.

Risk exposures from other financial assets i.e cash at bank and other external receivable are nominal.

42.03 Market Risk

Market risk is the risk that any change in market process such as foreign exchange rates and interest will affect the company's income or the value of its financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters. The company is exposed to these as it has no hedging facility against these sorts of risk.

a) Currency Risk

The company is exposed to currency risk on certain purchases since the company imports materials from abroad, unfavorable volatility of currency fluctuation may affect the profitability of the company.

b) Interest Rate

Interest rate risk is the risk that arises due to changes in interest rates on borrowings.

42.04 Liquidity Risk

Liquidity risk is defined as the risk that the company will not be able to settle its obligations on time or at a reasonable price.

43.00 Events after the reporting period:

The Board of Directors of Rangpur Dairy & Food Products Limited in its Board meeting held on October 30, 2023 recommended 5 % Cash dividends for the year 2022-2023 subject to approval of shareholders in the Eighteenth coming AGM.

Rangpur Dairy & Food Products Limited

Schedule of Property, Plant & Equipment

As at June 30, 2023

Particulars	Cost			Rate of Dep. (%)	Depreciation			Written down value as at June 30, 2023
	Balance as at July 01, 2022	Addition during the year	Balance as at June 30, 2023		Balance as at July 01, 2022	Charged during the year	Balance as at June 30, 2023	
Land & Land Development	143,183,002	22,125,260	165,308,262	-	-	-	165,308,262	
Factory Building	203,644,390	16,483,850	220,128,240	3%	4,838,279	51,200,425	168,927,815	
Furniture & Fixture	8,365,562	73,650	8,439,212	10%	285,489	5,872,868	2,566,344	
Vehicles	72,104,703	16,731,195	88,835,898	10%	3,809,833	41,970,282	46,865,616	
Plant & Machinery	905,181,858	110,399,090	1,015,580,948	10%	447,053,826	496,116,537	519,464,411	
Electrical Installation	27,037,190	446,317	27,483,507	10%	18,680,545	19,543,842	7,939,665	
Office Equipment	11,019,455	512,908	11,532,363	10%	4,805,352	5,447,572	6,084,791	
Factory Equipment	68,205,803	4,996,571	73,202,374	10%	33,111,282	36,867,296	36,335,078	
Generator	11,540,947	6,834,000	18,374,947	5%	3,679,092	4,235,473	14,139,474	
Shop Sign	2,283,225	-	2,283,225	30%	2,026,887	2,103,789	179,436	
Total as at 30.06.2023	1,452,566,135	178,602,841	1,631,168,976	-	599,466,956	663,358,083	967,810,893	
Total as at 30.06.2022	1,315,110,533	137,455,602	1,452,566,135	-	57,440,439	599,466,956	853,099,179	

Annexure-A

Amount in Taka

Allocation of Depreciation:

Administrative	6,389,113
Manufacturing Overhead	57,502,014
	63,891,127

Description	Asset Value Before Revaluation (Tk.)	Revalued Amount (Tk.)	Revaluation Surplus (Tk.)	Revaluation Reserve as at July 01, 2022	Depreciation charged on Revalued Amount			Revaluation Reserve as at June 30, 2023
					Balance as at July 01, 2022	Charged during the year	Balance as at June 30, 2023	
Land and Land Development	33,485,923	105,339,154	71,853,231	-	-	-	71,853,231	
Building	54,287,026	91,546,100	37,259,074	27,900,623	9,358,451	837,019	27,063,604	
Total as at 30.06.2023	87,772,949	196,885,254	109,112,305	27,900,623	9,358,451	837,019	98,916,835	
Total as at 30.06.2022	87,772,949	196,885,254	109,112,305	28,763,529	8,495,545	862,906	99,753,854	

Rangpur Dairy & Food Products Limited
Schedule of Property, Plant & Equipment
Written Down Value of Accounting Base
As on 30.06.2023

Annexure -E

A. On Total (Historical + RevaluedAmount) :

Particulars	Cost including Revalued Amount			Rate of Dep. (%)	Depreciation			Written down value as at June 30, 2023
	Balance as at July 01, 2022	Addition during the year	Balance as at June 30, 2023		Balance as at July 01, 2022	Charged during the year	Balance as at June 30, 2023	
Land & Land Development	143,183,002	22,125,260	165,308,262	-	-	-	165,308,262	
Factory Building	203,644,390	16,483,850	220,128,240	3%	4,838,279	51,200,425	168,927,815	
Furniture & Fixture	8,365,562	73,650	8,439,212	10%	285,489	5,872,868	2,566,344	
Vehicles	72,104,703	16,731,195	88,835,898	10%	3,809,833	41,970,282	46,865,616	
Plant & Machinery	905,181,858	110,399,090	1,015,580,948	10%	49,062,712	496,116,537	519,464,411	
Electrical Installation	27,037,190	446,317	27,483,507	10%	863,297	19,543,842	7,939,665	
Office Equipment	11,019,455	512,908	11,532,363	10%	642,220	5,447,572	6,084,791	
Factory Equipment	68,205,803	4,996,571	73,202,374	10%	3,756,014	36,867,296	36,335,078	
Generator	11,540,947	6,834,000	18,374,947	5%	556,381	4,235,473	14,139,474	
Shop Sign	2,283,225	-	2,283,225	30%	76,901	2,103,789	179,436	
Total as at 30.06.2023	1,452,566,135	178,602,841	1,631,168,976		63,891,127	663,358,083	967,810,893	

B. On Revalued Amount:

Particulars	Revalued Amount		Rate of Dep. (%)	Depreciation		Written down value as at June 30, 2023
	Balance as at July 01, 2022	Addition during the year		Balance as at June 30, 2023	Charged during the year	
Land and Land Development	71,853,231	-	-	-	-	71,853,231
Building	37,259,074	-	3%	837,019	10,195,470	27,063,604
Total as at 30.06.2023	109,112,305	-		837,019	10,195,470	98,916,835

C. On Intangible Amount:

Particulars	WDV		Rate of Dep. (%)	Depreciation		Written down value as at June 30, 2023
	Balance as at July 01, 2022	Addition during the year		Balance as at June 30, 2023	Charged during the year	
Software	2,790,848	645,003	10%	343,585	-	3,092,266
Total as at 30.06.2023	2,790,848	645,003		343,585	-	3,092,266

Rangpur Dairy & Food Products Limited
Schedule of Property, Plant & Equipment
Written Down Value of Tax Base

As on 30.06.2023

Particulars	WDV			Rate of Dep. (%)	Depreciation charged during the year	Balance as at June 30, 2023
	Balance as at July 01, 2022	Addition during the year	Balance as at June 30, 2023			
Land & Land Development	-	22,125,260	22,125,260	-	-	22,125,260
Factory Building	43,053,971	16,483,850	59,537,821	20%	11,907,564	47,630,256
Furniture & Fixture	6,658,408	73,650	6,732,058	10%	673,206	6,058,852
Vehicles	15,421,268	16,731,195	32,152,463	20%	6,430,493	25,721,971
Plant & Machinery	216,514,288	110,399,090	326,913,378	20%	65,382,676	261,530,702
Electrical Installation	41,110,305	446,317	41,556,622	10%	4,155,662	37,400,960
Office Equipment	6,338,212	512,908	6,851,120	10%	685,112	6,166,008
Factory Equipment	30,429,083	4,996,571	35,425,654	10%	3,542,565	31,883,088
Software	652,534	645,003	1,297,537	50%	648,769	648,769
Generator	2,911,873	6,834,000	9,745,873	20%	1,949,175	7,796,698
Shop Sign	416,339	-	416,339	20%	83,268	333,071
Total as at 30.06.2021	363,506,281	179,247,844	542,754,125		95,458,489	447,295,636

Annexure -E

Rangpur Dairy & Food Products Limited
Schedule of Accounts Receivable
As at June 30th, 2023

Annexure-B

SL NO	Particulars	Amount in Taka	
		30.06.2023	30.06.2022
1	3-5 Shopping Mall (Uttara)	46,227	46,227
2	Academia School Canteen	7,695	7,695
3	Abdul Azij Enterprise	1,790,235	1,693,197
4	Aklima Enterprise	4,480,592	3,860,348
5	AKS Store	1,632,594	1,430,012
6	Alif Enterprise	1,664,981	1,427,716
7	Allahar Dan Store		3,836,682
8	Ammazan Enterprise	1,633,543	1,520,736
9	Anik Enterprise	-	3,916,224
10	Anurag Super Shop	7,383	7,383
11	Arif & Arian Enterprise	1,521,640	1,536,990
12	Aroma Bazar Ltd.	29,322	29,322
13	Babu Store	3,263,179	3,082,817
14	Badda Van	3,417,818	3,002,448
15	Baipal Van	2,824,648	2,343,926
16	Bangshal Van	1,939,629	1,456,211
17	Bangladesh Specialized Hospital Ltd.	643,901	591,558
18	Bhai Bhai Electronics	1,593,426	1,622,119
19	Bhai Bhai Enterprise	1,759,432	1,649,142
20	Bhai Bhai General Store(Surma)	1,571,659	1,717,965
21	Bismilla D. Store	1,680,099	1,449,071
22	Bismillah Traders (Gazipur)	1,636,824	
23	Bismillah Ent (Saver)	1,733,510	1,651,033
24	Bandu Traders	1,440,530	1,652,970
25	Chittagong Van	2,529,219	2,346,337
26	Daily Super Shop	12,116	10,499
27	Depot Sales	2,515,000	2,307,566
28	Dakhinkhan Van	2,177,105	1,862,587
29	Delowar Store (Chandpur)	1,214,336	
30	Demra Van	1,476,144	1,408,082
31	D.R.M.C General Store	31,662	31,662
32	Feni Van	3,231,623	2,088,278
33	Ferdousi Traders	1,215,106	1,051,601
34	Hossain Enterprise		3,455,309
35	Ibrahim Enterprise	1,478,390	1,590,783
36	Incentive Receivle	15,142,088	2,940,972
37	Jamal Store	1,783,060	1,857,084
38	Kallanpur Van	1,868,241	1,760,178
39	Kamringirchor Van	1,654,483	1,396,265
40	Kawranbazar Van	2,926,588	2,972,779
41	Kashem Store(Kernigonj)	1,436,682	-
42	Kazi Traders(sunaimuri)	1,849,566	-
43	Khandaker Enterprise	2,262,080	2,780,620
44	Khan Traders (Chandpur)	1,460,736	-
45	Konjumer Mega Shop	1,835	1,835
46	Krishibid Bazar (Kazipara)	19,990	19,990
47	Lalmai Food Products Ltd.	53,325	53,325
48	Ma Auto Traders	1,646,490	1,541,460

SL NO	Particulars	Amount in Taka	
		30.06.2023	30.06.2022
49	Ma Departmental Store	2,499,775	1,999,374
50	Majjdee Van	4,362,163	2,760,939
51	Manikdi Van	2,029,650	1,866,417
52	Maniknagor Van	1,837,085	1,672,751
53	Mahmud Enterprise	614,698	414,147
54	Majjvandare Entprise (CTG)	1,363,489	-
55	Ma Traders	1,514,079	1,607,853
56	Meena Bazar (DM)	230,805	266,381
57	Minu Bazer	42,858	42,858
58	Mehedi Mart (Rangdhanu Builders)	76,423	90,882
59	Mirpur Van	3,122,673	3,089,368
60	Molla Kazimuddin	-	1,331,329
61	Mogbazar Van	1,495,535	1,309,532
62	Momin Enterprise	1,623,287	1,423,288
63	Mr.Shawkat Ali (Banani)	317,499	281,809
64	Nandan Mega Shop(Dhanmondi)	25,559	25,559
65	Nasrin Traders(Rng)	9,514,703	9,041,308
66	Nur Kabir Enterprise(Feni)	1,665,394	-
67	Pick & Pay	88,098	92,129
68	Pinki Enterprise (Tongi)	2,880,262	3,380,622
69	Prince Bazar (Mirpur 1)	39,107	56,433
70	Prince Bazar (Mohammadpur)	8,800	1,412
71	Prince Bazar (Pallabi)	3,511	9,534
72	Prince Bazer (Shyamoli)	16,983	16,955
73	Prova Enterprise	4,763,061	4,595,064
74	Prantee Enterprise	1,331,329	-
75	Rahim Afrooz Super Store Ltd.	1,173,072	794,938
76	Rahman Enterprise	2,058,850	1,885,508
77	Rozba Traders	1,989,739	2,098,974
78	Saddam enterprise	1,290,845	1,433,908
79	Saima Enterprise	1,633,611	1,730,334
80	Shahdat Enterprise(Laxmi)	1,455,309	-
81	Shikder Organic Market	70,731	63,849
82	Sourav Enterprise	1,654,742	1,854,474
83	Sharam Traders (Feni)	1,516,224	-
84	Shwapno Shopping Mall	1,546,238	1,377,722
85	Saver Van	2,227,295	2,145,244
86	Sinha Enterprise	1,770,782	1,938,187
87	Sobahan V. Store	5,087,474	4,874,578
88	Suha Enterprise	2,002,306	1,893,306
89	S. R Enterprise	2,091,345	2,219,443
90	Talukder Enterprise(Rangpur)	1,824,603	2,103,446
91	Trust Family Needs	49,883	51,544
92	Trust Family Needs-2	24,129	24,129
93	Unimart(Gulshan)	61,324	62,689
94	Uttara Bazar	26,676	26,676
95	Uttara Sector Van	2,150,766	2,150,766
96	Vai Vai Enterprise	1,548,650	1,898,736
97	Zakia Traders	1,110,878	1,078,282
	Total	160,137,035	138,091,681
Less:	Expected credit loss	(160,137)	(138,092)
	Closing Balance	159,976,898	137,953,590

Rangpur Dairy & Food Products Limited
Schedule of Advance to Parties
As at June 30th, 2023

Annexure-C

	Particulars	Amount in Taka	
		30.06.2023	30.06.2022
1	Advance to Fish Project	19,826,353	19,226,353
2	Alam Tyre and Battery	29,550	29,550
3	Ali Enterprise	4,900,000	-
4	Apurbo Ad. Media	2,035,117	2,035,117
5	Ahmed Associates	29,385	24,497
6	Akij Partical Boad Mills Ltd.	82,800	82,800
7	Alauddin Engineering Works	75,000	75,000
8	Alfa International	400,000	-
9	Al-Muqsit Trading House	398,756	-
10	Amigo Foods & Agrovet Ltd.	316,558	-
11	Anower Trading	152,600	152,600
12	Bangla Trac Ltd.	566,281	279,406
13	Bdcom Online Ltd.	75,302	7,375
14	Brack Dairy & Food Project	1,170,000	1,170,000
15	BSMC	8,106,892	8,390,000
16	BD Jobs	57,330	-
17	Barishal Boiler Store	5,350,000	-
18	Bengal Flexipak Ltd.	392,924	-
19	Bilal Trading Pte Ltd.	100,000	-
20	Bangladesh Pertorchemical Co.Ltd.	687,100	-
21	Best Business Bond	198,625	122,375
22	BRB Cables	128,925	684,738
23	Clasic Freight Ltd	-	957,275
24	CMYK Digital Ltd	1,560,400	846,400
25	Community Agro Food	73,706	292,473
26	Crown Creation	2,960,000	2,000,000
27	Codware Ltd.	43,000	-
28	Crystral Trading	-	1,359,125
29	DITF	2,695,530	2,695,530
30	Digital Engravers	303,923	277,919
31	Dolphine Computer Ltd.	120,050	-
32	ESS paper & Packaging	99,948	-
33	Eamu Corporation	160,701	-
34	Emerging Credit Rating Ltd.	39,000	-
35	Energypac Engineering Ltd.	290,000	-
36	Enviornmental Services & Design	300,000	-
37	Food Plast International	13,069,818	9,203,980
38	Faridpur Special Gayoa Ghee	-	2,993,150
39	Fresh Plastic	-	120,064
40	Deshi Consumer Products Ltd.	2,833,850	-
41	Gorashal Container	342,608	342,607
42	Golden Trading	41,290	-
43	Green View Plastic	50,000	50,000
44	Hawllader Enterpirse	150,000	150,000
45	Hatim Industries	291,209	291,209
46	Habib Industries	244,420	-

	Particulars	Amount in Taka	
		30.06.2023	30.06.2022
47	4H Pacaging & Accessories	43,311	-
48	Hasan Chemical	390,143	-
49	Hawladar Enterprise	-	150,000
50	Henan Weihua Machinery Imp and Expo co ltd	-	414,442
51	IFAD Autos	1,694,111	1,645,944
52	Icon Media	139,200	139,200
53	Infinite Media	3,120,304	2,538,857
54	Intercloud Ltd.	45,675	-
55	IPI. S.R.L Socio Unico	957,749	-
56	Janani Traders	958,262	-
57	Janani Enterprise	358,075	358,075
58	Japan Air Malaysia Snd Bhd	182,065	183,435
59	Jbdeal Sdn Bhd	15,366	-
60	Jilani Trading Corporation	2,459,220	-
61	Jist Industrial Co. Ltd.	158,268	-
62	J.S Packaging	270,000	-
63	Jobbar Food Products	-	27,130
64	Khan Engraving	34,500	34,500
65	K. Ferdows	868,166	-
66	KR Flexipack Ltd.	984,200	-
67	Littlegeeks It Ltd	77,269	26,850
68	Light Electric	130,000	-
69	LC Margin	1,063,908	-
70	Jessor autos	-	189,450
71	Meghna Automation	4,198,000	4,198,000
72	Maria Engineering	3,128,689	3,128,689
73	Meghna Insurance Co	1,320,826	298,048
74	Maas Business Pte. Ltd.	25,885	-
75	Marvel Freight Ltd.	54,500	-
76	Masum Refrigeration	6,718,000	-
77	Meghna Pvc Ltd.	882,000	-
78	Modern Enterprise	5,100	-
79	Mohananda Vally	75,500	-
80	Monaz Airtechnology Ltd.	26,875	-
81	M/S. Bari	30,637	-
82	Mostofa Enterprise	-	1,518,751
83	Monaj Air Technology	-	26,875
84	MH Motors	466,655	466,655
85	Mr. Asraf	1,033,198	1,033,198
86	Mr. Shakwat	31,320	31,320
87	National Art Press	62,490	62,490
88	Nikuth Packaging	11,000	11,000
89	Nasir Glassware & Tube Industries Ltd.	4,637	-
90	Ningbo Zhengmao Trading	10	-
91	Orana Vietnam Co Ltd	-	5,376,375
	Pacific International	49,842	-
92	Purplebot Digital Ltd.	1,263,656	-
93	Plastoccats Limited	944,050	-
94	Premiaflex Plastic Ltd.	623,401	-
95	Pandin Trade International	28,000	-
96	Parakha Agro Industries Ltd.	1,086,796	-
97	Plus Distribution	2,634,450	3,500,000

	Particulars	Amount in Taka	
		30.06.2023	30.06.2022
98	Powertrade Bulding Products	8,378,750	-
99	PUMA Engineering	219,500	89,000
100	Pioner Insurance Co	135,135	135,135
101	Rsk Marketing Ltd.	81,200	9,400
102	Ripon Perfumary	25,550	25,550
103	Rahim Steel Ltd	1,849,250	1,849,250
104	Runner Motors Ltd.	793,042	793,042
105	Reayd Trading & Bone Mill	166,818	-
106	R.K. Jute Mills Ltd.	180,000	-
107	Rupali Oil Mills	250,000	-
108	Ryans Archive	4,600	-
109	Rahim Afroz	761,000	761,000
110	Rainbow Software Ltd.	79,720	-
111	S.S Industries	-	1,153,399
112	Shakawat Hossain	443,480	343,480
113	Star Home International	346,702	238,702
114	S K Builder	-	5,362,600
115	Satcom It ltd	216,250	56,250
116	Security Money (Cilling)	274,737	110,737
117	Shahara Power	2,924,623	3,783,860
118	Shamahar Information Technology	94,500	25,500
119	Smart Digital System	65,000	65,000
120	Surjo Ent	-	16,000
121	Sujara Corporation	16,000	17,750
122	Shenzhen Oretouch Business ltd	35,500	35,500
123	Sabbir Enterprise	44,000	-
124	Siam Chemical	33,450	-
125	Siam Enterprise & Siam Plastic	1,533,323	-
126	S.M Oil Traders	471,718	-
127	Star Seven Printing & Packaging.	464,665	-
128	Swopnil Trading	523,500	-
129	Thai Collection	20,000	-
130	Tinstar Internatinal Trading Company Ltd.	134,112	-
131	Vegan Agro Ltd.	-	88,804
132	Wire Digital Multimedia	112,108	-
133	World Engineering & Technology	774,521	1,441,321
134	Zaman Trading	-	154,342
135	Zaman & Sons	822,750	-
136	ZK Foils Limited	450,000	-
137	Zisan Food Ltd	739,263	639,263
Total:		132,869,027	96,413,712

Rangpur Dairy & Food Products Limited
Schedule of Accounts Payable
As at June 30, 2023

S/I	Particulars	Annexure-D	
		Amount in Taka	
		30.06.2023	30.06.2022
1	Ava Enterprise	5,846,920	2,234,044
2	Aristo corporation Ltd	45,065	56,810
3	Akas Technology	-	500
4	Al Mostofa Printing & Packaging	49,630	49,630
5	Amigo Foods & Agrovvet Ltd.	-	182,230
6	Akota Oil Mills	313,173	-
7	Anchor Exim USA Ltd.	34,453	-
8	Asia Perfumery House	203,750	-
9	Asia plastic container	41,517	478,800
10	Bangla Tack	15,000	15,000
11	Bengal Plexipack Ltd	-	409,367
12	Bhai Bhai Automobile & Body Builders	-	22,000
13	Billal enterprise	-	16,835
14	Bright Plastic Industries	195,520	100,799
15	Brothers Plastic Industries Ltd	74,805	74,805
16	Babul Refregeration	165,308	177,768
17	BASF Germany	4,145,943	-
18	Banglalimk Digital Communication Ltd.	306,437	-
19	Bhuyan Trade House	126,291	126,291
20	Bonoful	50,618	146,532
21	Desh Bondu Food and bevarage	-	460,350
22	Capak Industry Inc.	157,571	157,571
23	Coloned Food Products	103,543	-
24	Crystal Trading	370,375	-
25	Discover It	-	11,700
26	Dolphin Computers	-	62,200
27	Deen Islam Tin Container	-	5,642
28	Deshi Consumer Products	460,350	66,570
29	Emerging Credit Rating Ltd	-	21,000
30	Emu Corporation	-	10,624
31	Eqra Perfumery	65,680	62,290
32	ESS paper & Packaging	-	436,267
33	Expression Ltd	-	1,500
34	Emtiaz Enterprise	131,741	-
35	Eco Green Corporation	52,504	345,864
36	Farhan and brothers	135,200	135,200
37	Fresh pack Industries	74,910	75,094
38	Faridpur Spacial Gaoa Ghee	39,640	-
39	Fresh Plastic and Printing Packaging	66,248	-
40	GBC product	165,411	165,411
41	Golden Trading	757,500	26,710
42	Hasan Chemical	-	397,957
43	Keya Enterprise	162,000	69,100
44	Help Lift Program	76,500	76,500
45	Hasna Filling Station	51,520	51,520
46	K. Ferdows	-	383,552
47	KR Flexipack Ltd.	-	251,343
48	Mamata Dairy & Food Product Ltd.	99,552	99,552

S/I	Particulars	Amount in Taka	
		30.06.2023	30.06.2022
49	Nasir Glassware & Tube Industries Ltd.	-	74,978
50	Imtiaz Ent	55,620	55,620
51	Ishaan Enterprise	68,082	85,234
52	Infinite Exim International	196,275	40,625
53	Impex Enargy Ltd.	149,600	-
54	IPI SRL Socio Unico	-	6,925,201
55	Janoni Traders	-	458,933
56	Jilani Trading corporation	-	53,800
57	Jabbar Food Products	57,350	-
58	Jessor Autos	1,000	-
59	Jaya Marketing	1,445,404	-
60	Jist Industrial co Ltd	-	6,632
61	Kashem Varities Store	197,275	-
62	Lucy Enterprise	-	320
63	LC Margin	-	124,027
64	Lily Dairy	37,767	37,767
65	M/S Bari	-	13,013
66	Manikgonj Color Print	-	203,403
67	Mahadi Enterprise	-	74,968
68	Mehedi Enterprise	74,968	-
69	Mukta Store	132,460	132,060
70	Mama Auto Mobile	193,800	193,800
71	Mohona Trading	-	20,175
72	Mosdern Ent	-	8,900
73	Masterem Bd	-	75,000
74	Mominul Khari ghar	-	50,734
75	Mim Packaging and Accesories	-	2,130
76	Mansoor & Sons	-	37,314
77	Maritme Enterprenure Pvt Ltd	60,242	277,725
78	Muslim Food Products	63,376	-
79	Micron Industries PVT Ltd	2,400,000	-
80	Mostofa Enterprise	11,909	-
81	Nasir Glassware & Tube Industries Ltd.	-	106,840
82	National Rubber	176,840	50,000
83	Nawmi Enterprise	-	30
84	Native Studio	50,000	-
85	Nator Food Agro & Plastic Ltd.	100,810	-
86	Oshin Enterprise	73,301	760,156
87	Orana Vietnam Co. Ltd.	73,857	-
88	Polycord ltd	-	38,250
89	Polycon	-	9,463
90	Popular Trading	88,350	-
91	Plastoccatats Limited	-	392,000
92	Premiaflex Plastic Ltd.	-	9,852
93	Promi agro Food ltd	93,985	293,985
94	Parakha Agro Industries Ltd	-	4,045,571
95	Pacific International	-	134,058
96	Perfect Pack	-	19,241
97	Perfect Gravure System	111,906	111,906
98	Padma Plastic Factory	-	-
99	Pluscon BD	85,000	68,000
100	Rangs Motors Ltd.	94,660	94,660
101	Reyad Trading	-	1,182
102	Rifa Plastic & Packaging Manufacturing Ind. Ltd.	37,923	187,923
103	R.K International	-	10,100
104	Padma Plastic Factory	290,680	310,550

S/I	Particulars	Amount in Taka	
		30.06.2023	30.06.2022
105	Rubel Poly Corner	-	34,483
106	Rupali Filling Station	837,625	-
107	Rapid tack Ltd.	28,495	-
108	RK Jute Mills	-	21,600
109	Rabeya Enterprise	-	4,875
110	Sadia Plastic	-	47,444
111	Safa Traders	30,000	235,255
112	Seam Agro Food Ltd	-	75,998
113	Sahi Food products	53,491	53,491
114	Shapla Foods	76,832	76,832
115	Saharasti Plastic	-	8,480
116	Sam saad Store	170,400	170,400
117	Shohana Store	-	27,720
118	SATCOM IT LTD.	75,998	-
119	Siam Chemical	-	157,550
120	Siraj Stationery	-	5,846
121	SM Corporation	256,450	555,200
122	S M Oil Trades	-	628,945
123	Sonali Agencies	-	140,992
124	SS Metal	-	181,834
125	Siam Enterprise & Siam Plastic	-	270,688
126	Sincos Engeneer Ltd.	125,455	41,098
127	Star Tech & Enginnering Ltd.	55,050	55,050
128	Star seven Printing and Packaging	-	35,600
129	Sultan Trade House	32,750	150,000
130	Sun Dairy & Agro Products Ltd.	-	9,000
131	Shoma Food Products	28,440	355,560
132	Sumaiya Plastic	98,913	179,213
133	Safety Trade Int.	150,000	-
134	Salam Wood Ghor	124,982	-
135	SK Pakaging	825,651	-
136	SS Industries	97,522	-
137	Suzara Corporation	375,150	-
138	Surma Filling Station	-	528
139	Swopnil Trading	-	226,500
140	Taj Plastic Industry	-	30,178
141	Thane Syestem	118,200	-
142	Toha Corporation	-	86,430
143	Trust Infinity Farm Bd	-	1,100
144	Tohomul Khari Ghar	-	190,298
145	Totalplas Industries ltd	75,290	261,740
146	Vegan Agro Ltd	523,500	40,000
147	Victoria Scientific Traders	-	34,430
148	Wit Packaging	-	164,675
149	Wintel Int.	190,000	190,000
150	Khan Wahab Shafique Rahman & Co.	24,000	24,000
151	Century Paper & Stationery	-	19,605
152	Group 50 Agro Food	66,792	66,792
153	Habib Industries	-	5,580
Total:		25,448,100	27,926,069



Rangpur Dairy & Foods Products Limited
22/19, Khiljee Road, Mohammadpur, Dhaka-1207

PROXY FORM

I/We.....(Name)
of(Address)
being a member of **Rangpur Dairy & Foods Products Limited** and entitled to vote hereby appoint
Mr./Mrs./Miss.....(Name)
of(Address)
as my/our proxy to attend and vote for me/us and on my/our behalf at the 19th ANNUAL GENERAL MEETING of the Company to be held on Thursday the **December 21, 2023** at 11.00 a.m. virtually by using digital platform through link: <https://rdfood.bdvirtualagm.com> and at any adjournment thereof. Signed

**Revenue Stamp
20/-**

Signature of Shareholder(s) Signature of the Proxy:

BO ID:

No. of Shares held:

.....
Authorized Signature
Rangpur Dairy & Foods Products Limited

.....
Signature verified

Note:>The Proxy Form, duly completed, signed and affixed with revenue stamp must be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting. Proxy will be invalid if not signed and stamped as explained above.

>Signature of the shareholder should match with the Specimen Signature registered with the Company.



Rangpur Dairy & Foods Products Limited
22/19, Khiljee Road, Mohammadpur, Dhaka-1207

ATTENDANCE SLIP

I/We hereby record my attendance at the 19th ANNUAL GENERAL MEETING of **Rangpur Dairy & Foods Products Limited** being held on Thursday the **December 21, 2023**

Signature of Shareholder(s) Signature of the Proxy:

Name of Shareholder(s) Name of Proxy.....

BO ID:

No. of Shares held:

.....
Authorized Signature
Rangpur Dairy & Foods Products Limited.

Note: Please complete the attendance slip and hand it over at the entrance of the meeting venue.

Banana Milk

Milk Added Drinks



Rangpur Dairy & Food Products Limited

23, Adarsha Chayaneer Housing Society, Ring Road, Adabor, Dhaka-1207, Bangladesh

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