

Simtex Industries PLC.

Largest Bangladeshi Sewing Thread Manufacturer



ANNUAL REPORT 2025



www.simtexgroup.com



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LETTER OF TRANSMITTAL

The Shareholders
Bangladesh Securities and Exchange Commission (BSEC)
Registrar of Joint Stock Companies & Firms (RJSC)
Dhaka Stock Exchange PLC.
Chittagong Stock Exchange PLC.

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

Dear Sir(s),

We are pleased to enclose herewith a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial Position as at 30 June 2025, Statement of Profit or Loss and Other Comprehensive Income, Statement of Cash Flows, Statement of Changes in Equity for the year ended on 30 June 2025 along with notes thereon of Simtex Industries PLC. for your kind information and record.

Thanking you

Sincerely Yours'



Saikh Bin Abedin
Company Secretary





Simtex Industries PLC.

Khagan, Birulia, Savar, Dhaka-1341

NOTICE OF THE 18TH ANNUAL GENERAL MEETING

Notice is hereby given to all the Shareholders of Simtex Industries PLC., that the 18th Annual General Meeting (AGM) of the Company will be held on Wednesday, 24th December 2025 at 11:00 a.m. The AGM will be held using the Hybrid Platform through the link: <https://hybridagmbd.net>, and at RAOWA Convention Hall, EAGLE (Hall 3), VIP Road, Mohakhali, Dhaka-1206 to transact the following business:

AGENDA:

01. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30 June 2025, together with the report of the Directors' and Auditors' thereon.
02. To declare Dividend for the year ended June 30, 2025 as recommended by the Board of Directors.
03. To elect Directors as per Articles of Association of the Company.
04. To appoint Statutory Auditors of the Company and Professionals for compliance of Corporate Governance Code and to fix their remuneration.
05. To transact any other business with the permission of the chair.

By order of the Board

Saikh Bin Abedin
Company Secretary

Dated, Dhaka
December 02, 2025

Note:

01. The Shareholders whose names will appear in the Depository Register of CDBL as on the Record Date i.e. November 27, 2025 will be eligible to attend the 18th Annual General Meeting (AGM) and qualify for dividend.
02. A member entitled to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote on his/her behalf. The Proxy Form duly filled, signed and stamped with a revenue stamp of Tk. 20, must be deposited at the registered office of the Company or through e-mail at companysecretary@simtexgroup.com 48 hours before the time fixed for the meeting.
03. The 18th AGM of the Company shall be conducted through a hybrid system in combination with the physical presence of shareholders at the venue of the general meeting and the presence or connection of shareholders by using a digital platform or online platform, pursuant to the Bangladesh Securities and Exchange Commission's (BSEC) Order No. BSEC/ICAD/SRIC/2024/318/09 dated January 16, 2024.
04. The members will be able to submit their questions/comments, and vote electronically 24 hours before commencement of the AGM and also during the AGM. For logging into the system, the members need to enter their 16-digit Beneficial Owner (BO) ID number/ Folio Number and other credentials as proof of their identity by visiting the link: <https://hybridagmbd.net>
05. Pursuant to the Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006/158/208/Admin/81 dated 20 June 2018, the Company will send the Annual Report-2025 in soft formats to the respective e-mail address of the shareholders available in their BO account maintained with Depository Participants (DP). The soft copy of the Annual Report-2025 will be also available on the Company's website at: www.simtexgroup.com

06. We encourage the Members to login to the system prior to the meeting starting time i.e. 11:00 a.m. Bangladesh Standard Time (BST) on December 24, 2025. The Shareholders are requested to take ample time to login and establish their connectivity. The webcast will start at 11.00 a.m. Bangladesh Standard Time (BST). The Shareholders are requested to contact +880 1404451250 in case any technical difficulties arise during accessing the virtual meeting.
07. Members are requested to update their respective BO Accounts with 12 Digit e-TIN, Bank Account, Mailing Address and Contact Number through their respective Depository Participant (DP). Advance Income Tax (AIT) @ 15% (instead of 10%) will be deducted from eligible cash dividend, if anyone fails to update his/her BO Account with the 12 Digit e-TIN on or before the Record Date.
08. The concerned Brokerage Houses/DPs are requested to provide us the statement (both hard copy & soft copy) on or before December 07, 2025 with details of their margin loan holders entitled to Dividend for the year ended 30 June 2025. The statement should include Shareholders Name, BO ID Number, Client-wise shareholding position, contact person etc.
9. No gift/benefit in cash or kind shall be paid/offered to the shareholders as per BSEC circular no. SEC/CMRRCD/2009-193/ 154, Dated, 24 October 2013 for attending the AGM.

FINANCIAL CALENDAR

November
14, 2024 Thursday
Quarter One (Q-1)
Adoption of unaudited
first quarter financial
statements ended
September
30, 2024

January
30, 2025 Thursday
Quarter Two (Q-2)
Adoption of unaudited
second quarter
financial statements
ended
December 31, 2024

April 29, 2024
Tuesday
Quarter Three (Q-3)
Adoption of unaudited
third quarter financial
statements ended
March 31, 2025

October
27, 2025 Monday
Annual
Adoption of audited
financial statements
for the year ended
June 30, 2025

November
27, 2025 Thursday
Record Date
Record Date
in lieu of Book
Clouser

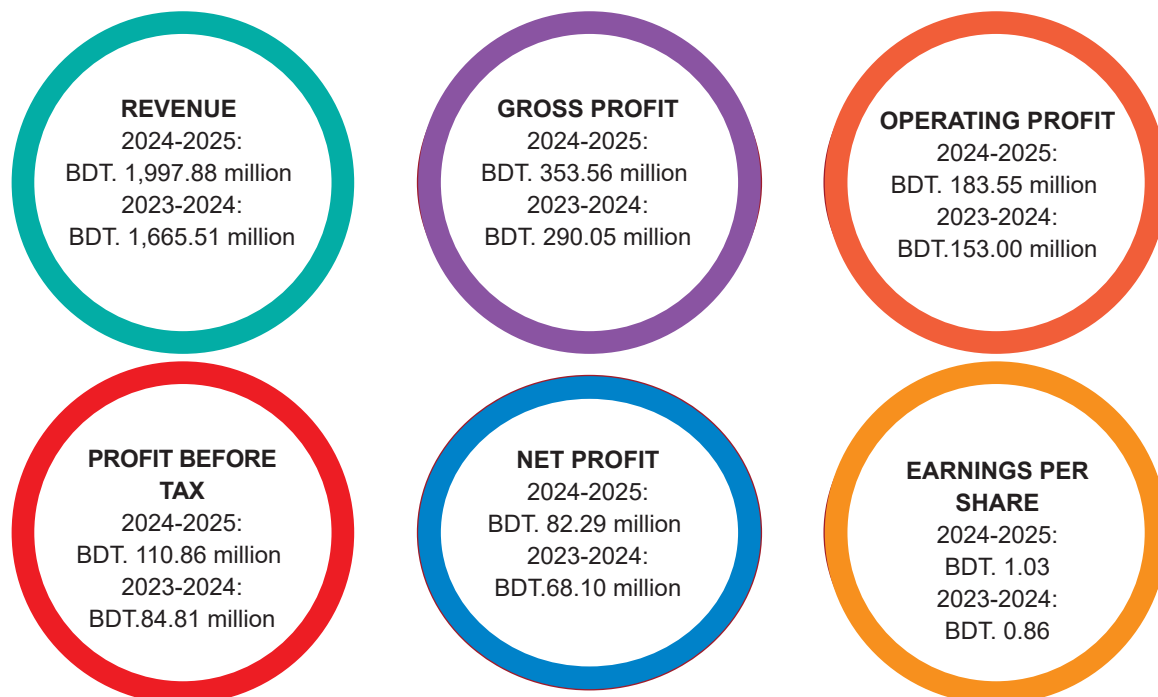
December
02, 2025 Tuesday
AGM Notice
Notice of 18th
Annual General
Meeting

December
02, 2025 Tuesday
Annual Report
Issuance of
Annual Report

December
24, 2025 Wednesday
AGM Day
18th Annual
General Meeting

KEY FINANCIALS

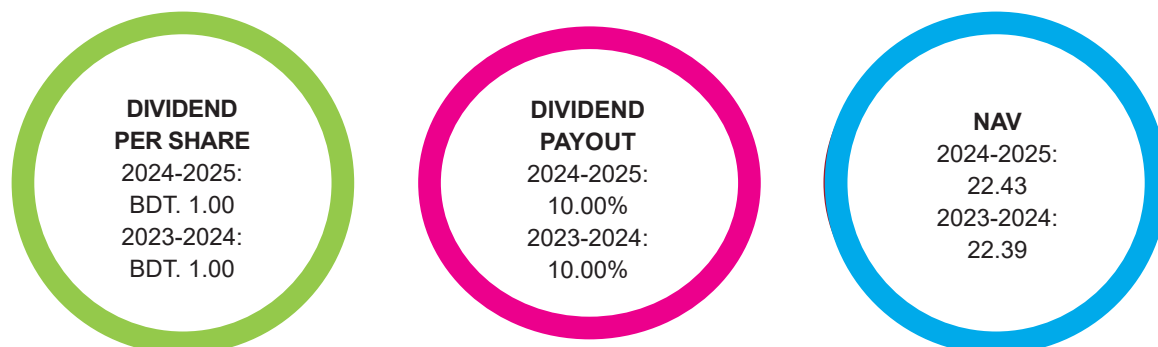
HIGHLIGHTS ON INCOME STATEMENTS



PROFIT AND LOSS STATEMENTS-DERIVATIVES



SHAREHOLDER VALUE CREATION





CORPORATE INFORMATION

Name of the Company	:	Simtex Industries PLC.
Legal Status	:	A Public Company limited by shares registered under Companies Act, 1994 and listed with Dhaka Stock Exchange PLC and Chittagong Stock Exchange PLC
Date of Incorporation	:	C-67047(4539)/2007 dated: 29 May, 2007
Commencement of Commercial Operation	:	July 01, 2009
Production Capacity	:	43.20 Million Cones per year
Registered Office	:	Khagan, Birulia, Savar, Dhaka-1341, Bangladesh
Factory	:	Khagan, Birulia, Savar, Dhaka-1341, Bangladesh
Nature of Business	:	Manufacturer of Sewing Thread
Authorized Capital	:	BDT 1,000.00 million
Paid Up Capital	:	BDT 795.95 million
Date of Approval for IPO	:	July 23, 2015
Date of Listing with DSE	:	November 03, 2015
Date of Listing with CSE	:	October 29, 2015
Principal Bankers	:	Trust Bank Ltd., Millennium Corporate Branch, Dhaka-1206 Southeast Bank Ltd., Principal Branch, Motijheel, Dhaka-1000
Auditors	:	Habib Sarwar Bhuiyan & Co., Chartered Accountants Domino Domicillo, House-121, Flat-B1, Road-10, Block- C, Niketon, Gulshan-1, Dhaka-1212.
Professionals for Compliance Report on Corporate Governance Code	:	Podder and Associates, Cost and Management Accountants 6/A/1, Segunbagicha (Ground Floor), Dhaka-1000
Tax Consultants	:	Pinaki & Associates Ahsandell, 2/A Mymensingh Road (2nd Floor), Shahbag, Dhaka-1000
Credit Rating Agency	:	Credit Rating Information and Services Ltd. (CRISL) Nakshi Homes (1 st , 4 th & 5 th Floor), 6/1/A Segunbagicha Dhaka-1000
Company's Website	:	www.simtexgroup.com
E-mail	:	info@simtexgroup.com



BRIEF HISTORY OF THE COMPANY

Simtex Industries PLC., started its long and prosperous journey in a small infrastructural facility at Mirpur, Dhaka, with a vision to revolutionize the Sewing Thread industry.

Since its inception, Simtex has grown to become Bangladesh's largest national Sewing Thread manufacturer with huge production capacity in order to capture market and become a market leader.

The Company was registered as a Private Limited Company with the Registrar of Joint Stock Companies and Firms Bangladesh, Dhaka under Companies Act, 1994, and subsequently it was converted into a Public Limited Company, raised Capital through IPO and listed with Dhaka Stock Exchange PLC., and Chittagong Stock Exchange PLC. The Company started its commercial operation in 2009.

VISION STATEMENT

To become a market leader in the sewing thread industry through increased productivity and advanced technological applications, to attain quality and absolute customer satisfaction by leveraging on the strengths of our highly skilled and experienced professionals, and infrastructural advantages within this decade.



MISSION STATEMENT

To meet the market needs through closer working relationship with business stakeholders, innovative manufacturing processes, in order to maintain the highest quality customer service.



BOARD OF DIRECTORS AND MANAGEMENT OF THE COMPANY

Board of Directors

Mr. Md. Hafizur Rahman	Acting Chairman and Nominated Director, representing M/S Excel FARMGANIC Limited.
Mr. Neaz Rahman Shaqib	Managing Director
Mr. Md. Ayub Ali	Nominated Director, representing M/S Excel FARMGANIC Limited.
Mr. Md. Hafizur Rahman	Nominated Director, representing M/S Arcturus Limited.
Mr. Md. Abdul Haque Sarder FCS, FCA	Independent Director
Mr. A. T. M. Sarrowar Kamal Chowdhury	Independent Director
Mr. Professor Mohammed Enamul Hye FCS	Independent Director



Audit Committee

Mr. Md. Abdul Haque Sarder FCS, FCA
Independent Director

Chairman

Mr. A. T. M. Sarrowar Kamal Chowdhury
Independent Director

Member

Mr. Md. Ayub Ali
Nominated Director

Member

Mr. Saikh Bin Abedin
Company Secretary

Member Secretary

Mr. Ashis Kumar Saha
Head of Internal Audit



Nomination and Remuneration Committee

Mr. A. T. M. Sarrowar Kamal Chowdhury Independent Director	Chairman
Mr. Md. Abdul Haque Sarder FCS, FCA Independent Director	Member
Mr. Md. Ayub Ali Nominated Director	Member
Mr. Saikh Bin Abedin Company Secretary	Member Secretary



Company Secretary

Mr. Saikh Bin Abedin

Head of Internal Audit

Mr. Ashis Kumar Saha

Chief Financial Officer (CC)

Mr. Md. Hazrat Ali

CORPORATE OVERVIEW

ABOUT SIMTEX INDUSTRIES PLC.

Simtex is the largest national Industrial Sewing Thread manufacturer in Bangladesh and a major player in the textiles crafts market. Simtex supplies to over 400 companies nationwide and to four continents around the world.

In 2000, Simtex started its long and prosperous journey in a small infrastructural mill in Mirpur, Dhaka with the dream of becoming the leading pioneer of sewing thread solution makers in Bangladesh.

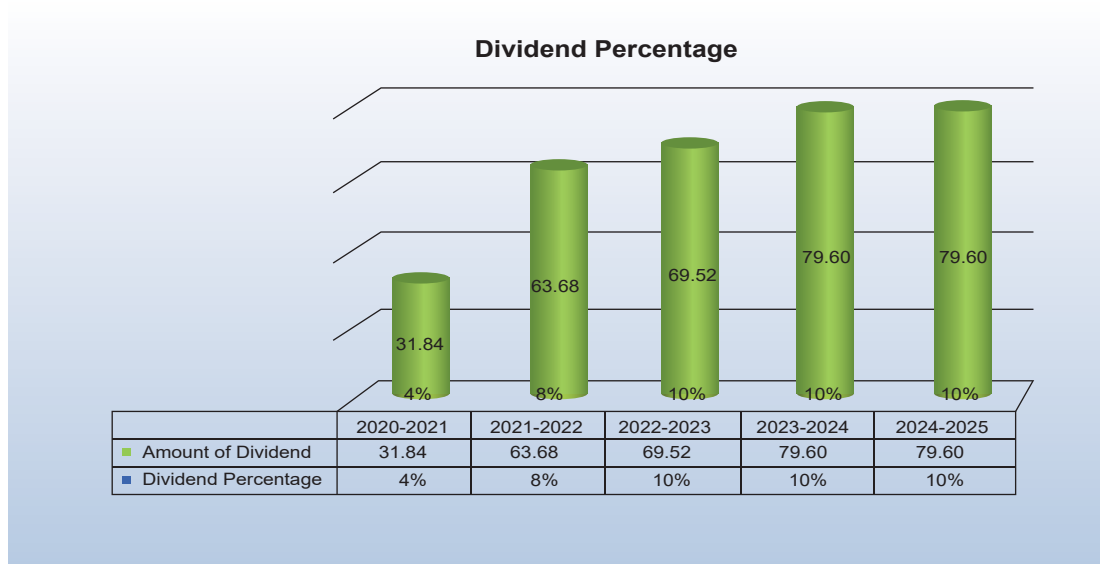
Going through immense growth in the past 25 years, Simtex caters an excellent and rewarding service in the apparel industry with its superior products & reliability in service.

Dividend history from Financial Year 2019-2020 to 2024-2025

Taka in million

Financial Year	Dividend Type	Dividend Percentage	Amount of Dividend
2024-2025	Cash	10%	79.59
2023-2024	Cash	10%	79.59
2022-2023	Cash	10% *	69.52
2021-2022	Cash	8%	63.68
2020-2021	Cash	4%	31.84

*Note: In the financial year 2022-2023, the company declared 10% Cash Dividend for General Shareholders and 6% cash dividend for Sponsors and Directors. In the financial year 2024-2025, the company declared 10% Cash Dividend for all Shareholders.



Simtex Industries PLC., always had an unwavering intent to deliver consistent value to stakeholders, aligned with our commitments.

PROFILE OF THE BOARD OF DIRECTORS



Mr. Md. Hafizur Rahman
Acting Chairman

Mr. Md. Hafizur Rahman joined Simtex Industries PLC., as a Director on the Board of Directors on February 17, 2022, as a nominee of M/s Excel FARMGANIC Limited, one of the shareholders of Simtex Industries PLC.

Mr. Rahman has an illustrious academic record, marked by excellence and consistent achievement. He earned numerous scholarships throughout his educational journey and holds both Bachelor's and Master's degrees in English. To further broaden his global perspective and enhance his professional competence, he pursued several advanced training programs and earned certifications from internationally recognized institutions, including the University of New South Wales (UNSW), Australia, and Cambridge International Assessment Education (CIAE), UK, through

professional development initiatives conducted in Jakarta, Indonesia.

A passionate educationist by profession, Mr. Rahman has dedicated his career to shaping young minds and promoting academic excellence. Over the years, he has served in multiple reputed English-medium institutions across Dhaka as a Lecturer and Head of the Department of English, where he was instrumental in designing innovative teaching methodologies and fostering a culture of learning and critical thinking among students and faculty.

At present, Mr. Rahman is the Founder and Principal of Radius International School, a progressive educational institution located in Uttara, Dhaka, that reflects his vision of providing quality education through modern pedagogical approaches. Under his leadership, the school has earned a reputation for academic rigor, ethical values, and community engagement.

Beyond his educational endeavors, Mr. Rahman brings to the Board of Simtex Industries PLC a strong sense of integrity, analytical acumen, and leadership rooted in intellectual discipline. His diverse experience in academic management and organizational development contributes valuable insights into human resource development, strategic planning, and governance practices. He continues to play an active role in guiding the Company's vision toward sustainable growth, innovation, and good corporate governance.



Mr. Neaz Rahman Shaqib
Managing Director

Mr. Neaz Rahman Shaqib is the Managing Director of Simtex Industries PLC., succeeding his father Mr. Md. Siddiquir Rahman, the founder of Simtex Industries PLC.

He has had a brilliant academic career at home and abroad. Mr. Shaqib completed his IGCSE's from Scholastica, where he also won the Daily Star Academic Award amongst the candidates who took exam from Bangladesh attaining grades with distinction. Later Mr. Shaqib completed the remainder of his high school studies at the United World College of the Atlantic in Wales, United Kingdom, where he attained the International Baccalaureate (IB) Diploma. In order to further his international exposure and knowledge, he later pursued his Undergraduate/Bachelor's (BA/BBA) from Boston

University in the United States of America, with a major in Economics, and a double minor in Business Administration and Communications. Finally, he completed his studies obtaining a Master's (MSc) in International Finance from Nova School of Business and Economics.

Mr. Shaqib is a young, energetic, and innovative businessman. He has been acquainted with the history and the management of Simtex from a young age, gathering knowledge alongside his father, the former Managing Director, and the Founder of the Company, providing him the necessary skills to lead the Company as and when needed. The stakeholders of the company entrusted upon him to lead Simtex Industries PLC., to newer heights while keeping true to the company's mission statement.

Mr. Shaqib is a Member Director of the Bangladesh Apparels Youth Leadership Association (BAYLA), an association that aims to bring together all the youth leaders and owners of businesses in the apparels industry, in order to foster a sustainable growth in the RMG sector of the country. He is also a General Body Member of the Federation of Bangladesh Chambers of Commerce & Industries (FBCCI). During his spare time, he contributes to society through his time at the Rotary Club Altruist Dhaka. He is also a permanent member of Uttara Club Limited. Furthermore, he is also associated with some international social and humanitarian organizations, namely Amnesty International, and is also one of the Founding Members of the Boston based Greek organization, Phi Kappa Tau.



Mr. Md. Ayub Ali
Nominated Director

Mr. Md. Ayub Ali joined Simtex Industries PLC as a Director on the Board of Directors on December 14, 2023, following his nomination by Excel Farmganic Limited, one of the esteemed shareholder companies of Simtex Industries PLC.

Mr. Ali possesses a distinguished educational background, having completed both his Bachelor of Arts (Honours) and Master of Arts degrees from the University of Rajshahi, one of Bangladesh's leading public universities, in 1983 and 1984, respectively. His academic foundation laid the groundwork for a long and successful professional career marked by dedication, leadership, and integrity.

Mr. Ali built an impressive career in the insurance sector, serving with distinction at Reliance Insurance Limited, one of the country's reputed insurance companies, where he held various responsible positions and ultimately served as Vice President from 1989 to 2021. Over his more than three decades of service, he gained vast experience in client relationship management, strategic planning, customer service excellence, and effective decision-making, earning respect from peers and colleagues alike for his professionalism and commitment to organizational success.

With his extensive managerial experience, deep industry insights, and strong interpersonal skills, Mr. Ayub Ali brings valuable expertise to the Board of Simtex Industries PLC. His guidance and leadership contribute to strengthening the Company's governance structure, enhancing operational efficiency, and promoting a culture of accountability and sustainable growth.

Mr. Md. Hafizur Rahman
Nominated Director

Mr. Md. Hafizur Rahman joined the Board of Directors of Simtex Industries PLC., on January 29, 2024, after being nominated by M/S Arcturus Limited, a shareholder of the company. Mr. Rahman holds a B.A. (Honors) and M.A. in Bengali Literature from the University of Dhaka, which he completed in 1979.

With over 37 years of experience in the banking sector, Mr. Rahman has had a distinguished career, starting with Janata Bank PLC, a state-owned institution. He later served as Senior Executive Vice President at SBAC Bank PLC from 2018 to 2020. During his banking career, he gained extensive managerial experience in various roles, including General Manager overseeing corporate branches, Area Head, and Head of the Divisional Office (Dhaka North).



In addition to his extensive banking experience, Mr. Rahman is a qualified professional, having earned the Diplomaed Associate of the Institute of Bankers, Bangladesh (DAIBB) in 1998. He has also participated in various training programs, including a specialized course on the "Legal Process in Recovering Defaulted Non-Performing Loans (NPL)" in Malaysia in 2015.

Beyond his professional achievements, Mr. Rahman is an accomplished poet and lyricist. He has received several prestigious awards for his literary contributions, including the *Shilpacharjja* Award for Poetry in 2003, the *Shadhinata Award* for Poetry in 2009, and the *Joynul Abedin Award* for Lyric in 2011. Additionally, Mr. Rahman has a deep passion for photography, with nearly 49 years of experience. As a renowned photographer, he has been recognized by the Agriculture University of Mymensingh, the Camera Recreation Club in Dhaka, and the Bangladesh Photographic Society.

Mr. Rahman is also an active member of several social and cultural organizations. He is a life member of Bangla Academy Dhaka, a permanent member of the Officers' Club Dhaka and Uttara Officers' Club, a life member of the Dhaka University Alumni Association, and a registered graduate of the University of Dhaka. His diverse talents and contributions to both the banking industry and the cultural community reflect his commitment to excellence and service in multiple spheres of life.



Mr. Md. Abdul Haque Sarder FCS, FCA
Independent Director

Mr. Md. Abdul Haque Sarder FCS, FCA joined Simtex Industries PLC., as an Independent Director in the Board of Simtex Industries PLC., as per the Bangladesh Securities and Exchange Commission, which has accorded approval on October 28, 2024. Mr. Sarder is a Fellow Member of the Institute of Chartered Secretaries of Bangladesh (ICSB). He became a qualified Chartered Secretary and a Member of the Institute in 2003. Mr. Sarder is also a Fellow Member of the Institute of Chartered Accountants of Bangladesh (ICAB). He qualified as a Chartered Accountant and became a member of the Institute in 2004. Mr. Md. Abdul Haque Sarder FCS, FCA, is a practicing Chartered Accountant at Sarder Murshed & Co. Chartered Accountants since 14 December 2021 as Managing Partner.

Mr. Sarder obtained his Bachelors of Commerce degree from Dhaka City College in 1983. He obtained his Master of Commerce degree in Management from the University of Dhaka in 1989. He was working as Sr. General Manager in X Index companies from November 2020 to December 2021. Previously, he was working as a CFO of Julphar Bangladesh Limited (a sister concern of Julphar UAE). He was in practice as a public accountant as a senior partner under MASH Haque, Chartered Accountant. He was working at Syngenta Bangladesh Limited, a Switzerland-based Agri-Company, from 1989 to 2007 in various positions, ending there as Finance Director and Company Secretary.

He is a financial management professional who has a keen interest in leading finance functions with pride and dignity, and can provide value to employers. He is very good in Accounting to Reporting as an SAP expert (trained by Accenture, Singapore) with practical experience and training on IFRS (trained by ICAEW, UK). Mr. Sarder is good at working with the taxation and Treasury functions. He also has a keen interest in working for an IPO with a good network with regulatory authorities.

Mr. A. T. M. Sarrowar Kamal Chowdhury
Independent Director

Mr. A. T. M. Sarrowar Kamal Chowdhury has recently joined Simtex Industries PLC., as an Independent Director on the Board, following the approval from the Bangladesh Securities and Exchange Commission on October 28, 2024. With a robust academic background, Mr. Chowdhury earned his Masters of Commerce in Accounting from the University of Chittagong in 1993, showcasing his commitment to excellence in the field. Before pursuing his higher education, he completed his articleship at Aziz Halim Afzal & Co. Chartered Accountants in 1987, laying a solid foundation for his future endeavors. Currently, he serves as the Finance Director at M/s BizzCrop International, a role he has held since 2019, where he leverages his extensive experience to guide financial strategies. Prior to this, Mr. Chowdhury held the position of Finance Controller at Sea Pearl Beach Resort & Spa Limited from 2018 to 2019, where he played a pivotal role in managing the resort's financial operations. Additionally, he served as the Finance Controller of Sena Hotel Development Limited, the owner of the prestigious Radisson Hotel in Dhaka and Chittagong, from 2007 to 2017. His professional journey began at Berger Paints Bangladesh Limited, where he gained invaluable insights and experience that have shaped his successful career in finance and management. Mr. Chowdhury's diverse background and leadership roles in various organizations highlight his expertise and dedication to the industry.





**Professor Mohammed Enamul Hye FCS
Independent Director**

Upon getting consent from The Bangladesh Securities and Exchange Commission Professor Mohammed Enamul Hye FCS has been appointed as Independent Director of Simtex Industries PLC. His appointment has been approved in the AGM held on December 26, 2024.

Professor Mohammed Enamul Hye FCS completed his graduation with honours and masters in Accounting from the University of Dhaka and served as a Senior Officer in the Janata Bank from 1984 to 1989. During his tenure with Janata Bank, he served in Regional Office, branch, Credit Division of the Head Office, Local Office and Research and Statistics Division of the Bank. During his stay with Janata Bank, he completed Post Graduate Diploma in Bank Management (PGDBM from Bangladesh Institute of Bank Management (BIBM), Dhaka).

Then he joined education service through 1986 BCS and served long 31 years as Lecturer, Assistant Professor, Associate Professor and Professor in different Government colleges. Of these 31 years, he served 16.5 in education administration as Project Director, Research Officer, Assistant Director and Deputy Director of the Directorate of Secondary and Higher Education, Bangladesh, Dhaka and worked in the Planning Wing, Training Wing, Special Education Wing, Government College Wing, General Administration Wing of the Directorate.

He has qualified as a Chartered Secretary from the Institute of Chartered Secretaries of Bangladesh (ICSB and is a FELLOW of the institute). He was an Adjunct Faculty of the Institute of Chartered Secretaries of Bangladesh (ICSB), a part-time teacher of the Uttara University and Queens University, Master Trainer for Creative Question Setting and Curriculum Dissemination Programmes, and teacher trainer in different Government training colleges and institutes, i.e. Nationals.

He is an Executive Member of the America Bangladesh University Foundation. He is an author of different text and reference books. He is a life member of Bangla Academy, Accounting Alumni and a SILVA graduate.



MESSAGE FROM THE CHAIRMAN

Bismillahir Rahmanir Rahim

Respected Members, Shareholders and Other Stakeholders,

Assalamualaikum.

It is my distinct honor to welcome you all to the 18th Annual General Meeting of Simtex Industries PLC. On behalf of the Board of Directors and myself, I extend our heartfelt gratitude for your continued confidence, trust, and unwavering support in Simtex. It gives me great pleasure to present before you the Annual Report for the fiscal year ended June 30, 2025, along with an overview of our performance and progress during the year.

As our core product industrial sewing thread is primarily supplied to the export-oriented Ready-Made Garment (RMG) industry, our business performance remains closely tied to the global RMG sector. Over the past year, this industry continued to face multifaceted challenges stemming from global economic instability. The lingering aftershocks of the COVID-19 pandemic, compounded by ongoing geopolitical conflicts such as the Russia Ukraine war and the Palestine Israel crisis, have disrupted international trade and weakened consumer demand.



On the domestic front, macroeconomic constraints and episodes of civil unrest further impacted industrial output and logistics. Despite these challenges, Simtex has continued to demonstrate resilience and operational adaptability through efficiency improvements, cost optimization, and proactive market engagement.

I am pleased to report that our sales volume and revenue for FY 2024–2025 have shown notable improvement compared to the previous year, reflecting steady progress in both domestic and export segments. The Board of Directors, acknowledging this positive outcome and the Company's sustainable performance, has recommended a 10 % cash dividend for the fiscal year 2024–2025.

As we look ahead, our strategic priorities remain focused on innovation, product diversification, capacity enhancement, and exploring new market opportunities to mitigate cyclical pressures in the RMG sector and strengthen long-term growth.

On this occasion, I wish to express my sincere appreciation to all our dedicated employees for their commitment, hard work, and professionalism. I also extend heartfelt thanks to the Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange PLC, Chittagong Stock Exchange PLC, Registrar of Joint Stock Companies and Firms (RJSC), National Board of Revenue (NBR), Central Depository Bangladesh Limited (CDBL), and our valued shareholders and stakeholders for their continued support, trust, and cooperation.

May the Almighty Allah bless us with wisdom, strength, and success in the years to come.

Yours sincerely

Mr. Md. Hafizur Rahman

Acting Chairman

Simtex Industries PLC.



MESSAGE FROM THE MANAGING DIRECTOR

Bismillahir Rahmanir Rahim,

Assalamualaikum.

It is my great pleasure and privilege to welcome all our respected shareholders to the 18th Annual General Meeting of Simtex Industries PLC., On behalf of the management team, I extend my heartfelt gratitude for your continued confidence, trust, and support in our Company.

Over the past several years, the global textile and apparel industry has faced unprecedented challenges. Following the severe disruptions caused by the COVID-19 pandemic, global trade and production gradually began to recover, only to encounter renewed uncertainty triggered by geopolitical conflicts, notably the Russia–Ukraine war and the Israel–Palestine crisis. These events, along with inflationary pressures, volatile currency markets, and supply-chain disruptions, have collectively affected the Ready-Made Garment (RMG) industry the primary export sector that drives our demand.



On the domestic front, we have also contended with macroeconomic constraints and episodes of civil unrest, which have posed additional obstacles to production and logistics. Beyond operational disruptions, these challenges have had broader implications on the overall economy, business confidence, industrial productivity, and export order flows, leading to tighter liquidity and increased pressure on input costs. Despite these internal and external headwinds, Simtex Industries PLC., has continued to demonstrate resilience and strategic discipline through efficiency improvements, prudent financial management, and an unwavering commitment to quality and service excellence.

I am pleased to report that our sales volume for FY 2024–2025 has significantly improved compared to the previous fiscal year. Our turnover increased by 19.96%, reflecting healthy demand recovery and effective market positioning. Although operating and financial expenses increased by 24.05% and 11.54%, respectively, Net Profit after Tax and Earnings Per Share (EPS) both recorded growth of approximately 20.85%, underscoring the Company's operational strength and financial prudence. In view of this performance, the Board of Directors has recommended a 10% cash dividend for all shareholders for the fiscal year 2024–2025.

As the largest national manufacturer and exporter of sewing thread in Bangladesh, Simtex remains committed to maintaining international quality standards, competitive pricing, timely delivery, and superior customer service. Our Research and Development department continues to explore new technologies, materials, and process improvements to ensure that we remain ahead of industry trends. We are also proud to have achieved compliance with nearly all international standards, enabling us to compete successfully with leading multinational players.

Looking ahead, our focus will remain on sustainable growth, product diversification, and technological advancement. With our strong installed capacity, motivated workforce, and strategic direction, we are confident in our journey toward achieving market leadership and global recognition.

On this occasion, I wish to convey my sincere appreciation to all members of the Simtex family our dedicated employees, officers, and team members at every level for their loyalty, hard work, and unwavering commitment that continue to be the cornerstone of our success. Furthermore, my heartfelt thanks go to the Board of Directors for their guidance and trust in the management team, as well as to our valued stakeholders, shareholders, and partners for their continued confidence and cooperation in the progress of Simtex Industries PLC.

Additionally, I express my deep gratitude to the Bangladesh Securities & Exchange Commission (BSEC), the Dhaka Stock Exchange PLC (DSE), the Chittagong Stock Exchange PLC (CSE), the Registrar of Joint Stock Companies and Firms (RJSC), the National Board of Revenue (NBR), and the Central Depository Bangladesh Limited (CDBL), along with our valued shareholders, for their invaluable guidance, support, and cooperation during critical times.

Together, we look forward to a future of renewed growth, innovation, and shared prosperity.

Thank You.

Neaz Rahman Shaqib
Managing Director
Simtex Industries PLC.

DIRECTORS' REPORT

Bismillahir Rahmanir Rahim

Dear Shareholders

Assalamualaikum

On behalf of the Board of Directors of Simtex Industries PLC, I am honored to welcome you all to the 18th Annual General Meeting (AGM) of the Company. It is my privilege to present before you the Audited Financial Statements for the year ended June 30, 2025, together with the Auditors' Report and the Directors' Report thereon, in accordance with the provisions of the Companies Act, 1994, the Listing Regulations of Dhaka and Chittagong Stock Exchanges, the guidelines and directives issued by the Bangladesh Securities and Exchange Commission (BSEC), International Financial Reporting Standards, International Accounting Standards, and other applicable rules and regulations.

Background

Simtex Industries PLC., was incorporated with the Registrar of Joint Stock Companies and Firms (RJSC) on May 29, 2007 and was converted to a Public Limited Company on November 15, 2012 under the Companies Act, 1994. The Company floated for Initial Public Offering of shares in July 2015 which was fully subscribed and issued. The Company was listed with Dhaka Stock Exchange Limited (DSE) on November 03, 2015 and Chittagong Stock Exchanges Limited (CSE) on 29 October 2015.

The authorized capital of the Company stands at Tk. 1,000 million, and the paid-up capital at Tk. 795.95 million. Simtex Industries PLC., specializes in the manufacturing of high-quality sewing thread for export-oriented readymade garments, operating as a 100% deemed exporter.

Revenue

Simtex Industries PLC., is a 100% deemed exporter, engaged solely in the business of manufacturing of Sewing Thread used in the export-oriented garments industry. The Company recorded a turnover of Tk. 1,997.88 million during FY 2024–2025, reflecting a 19.96% increase compared to the previous year's turnover of Tk. 1,665.51 million. The Net Profit After Tax (NPAT) stood at Tk. 82.29 million for the year ended June 30, 2025.

The operating financial results of the Company for the year 2024-2025 as compared to previous year are summarized hereunder:

Particulars	2024-2025	2023-2024
Turnover	1,997,875,808	1,665,507,318
Gross Profit	353,563,327	290,049,271
Financial Expenses	76,269,372	68,375,474
Other Income	7,960,980	3,461,598
Net Profit Before Tax (NPBT)	110,857,695	84,809,333
Provision for Taxation	28,562,976	16,710,933
Net Profit After Tax (NPAT)	82,294,720	68,098,400
Gross Margin (Turnover)	17.70%	17.42%
Net Margin Before Tax	5.55%	5.09%
Net Margin After Tax	4.12%	4.09%
Earnings Per Share (EPS) BDT.	1.03	0.86
Number of Shares used to compute EPS	79,595,381	79,595,381

The company has been operating in the market for a long time with reputation and commitment. With long experience in sewing thread manufacturing, we are confident in our belief that we can retain our reputation as a quality manufacturer and one of the market leaders in this field.

Segment Reporting

The Company operates in only a single segment, which is the manufacturing of Sewing Thread through the process of Dyeing & Conning/Winding, for export-oriented garment industries.

Risk and concerns

Changes in global or domestic economic policies can have both positive and negative impacts on the Company. Any scarcity or price fluctuation of raw materials due to shifts in international trade strategies, global politics, or foreign exchange rates may increase production costs and reduce profitability. The Company's performance also depends on macroeconomic stability, inflation, and the overall political and economic environment—both in Bangladesh and abroad.

As garments remain Bangladesh's largest foreign currency earner, the sector has historically enjoyed government support and policy incentives. The sewing thread industry, being an essential backward linkage of the RMG sector, is expected to continue receiving similar priority and facilitation from policymakers in the future. Nevertheless, geopolitical tensions and recessionary trends in major export markets, especially in the Western economies, continue to create uncertainty for the RMG sector.

In this context, Simtex has adopted prudent operational strategies focusing on enhancing efficiency, maintaining strict cost control, and exploring new customer bases and export destinations to diversify its revenue streams. These challenges are expected to persist in the near term, exerting pressure on export demand and production costs.

In response to these challenges, Simtex has adopted a focused operational strategy to strengthen its resilience and sustain growth. The Company prioritizes operational efficiency, enhances productivity, and enforces strict cost control to remain competitive in a challenging market. Additionally, Simtex is actively expanding its customer base by exploring new opportunities and emerging export destinations, thereby diversifying revenue streams and reducing reliance on specific markets.

By reinforcing operational discipline and broadening its market reach, Simtex Industries PLC., remains confident in its ability to navigate global uncertainties and ensure long-term stability and growth.

A comparative position on cost of goods sold, gross margin and net profit margin

Profit from Operation	2024-2025		2023-2024	
	Amount	Percentage	Amount	Percentage
Turnover	1,997,875,808	100%	1,665,507,318	100%
Cost of Goods Sold	1,644,312,481	82.30%	1,375,458,047	82.58%
Gross Profit	353,563,327	17.70%	290,049,271	17.42%
Net Profit for the year	82,294,720	4.12%	68,098,400	4.09%

During FY 2024–2025, the Company achieved steady growth in both sales and profitability. While the cost of goods sold increased proportionally with turnover, Simtex Industries PLC., maintained a consistent gross profit margin through operational efficiency, cost control, and process optimization. Despite market volatility and higher input costs, profitability remained stable, demonstrating the Company's dedication and strong market positioning.

Discussion on scope of extraordinary gain or loss

Extraordinary gains or losses refer to infrequent and unusual gain or loss and which is not part of the Company's ordinary/day to day operations. As for the Company, there was no such gain or loss during the year under reporting.

Related party transactions

All related party transactions have been disclosed in Note No. 38 of the audited financial statements for the year ended June 30, 2025.



Significant variance of financial statements

During the financial year 2024-2025, operational revenue and other income increased reasonably, accompanied by proportional rises in operational, financial, and tax expenses. Despite this, Net Profit After Tax and Earnings Per Share (EPS) showed positive growth.

Sales and cash collection improved, though higher supplier and tax payments led to a decline in Net Operating Cash Flows Per Share (NOCFPS) compared to financial year 2023-2024.

For the financial year 2023-2024, NOCFPS has been rearranged from Tk. 4.94 to Tk. 4.27 due to reclassification of Bank charges, commission, and brokerage were moved from financial to administrative expenses, while collection, discrepancy, payment, and reminder charges were reclassified under selling expenses.

Investment Planning

The Company continues to pursue a prudent investment plan focused on expanding capacity, enhancing productivity, and ensuring sustainable operations. All capital investments are made carefully in alignment with long-term business growth and shareholder value.

Compliance of Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018:

Board Size

The Board of Directors of Simtex Industries PLC., comprises seven (7) members, including three (3) Independent Directors, in accordance with the guidelines of the Bangladesh Securities and Exchange Commission (BSEC).

Independent Directors

Pursuant to receiving the consent of the Bangladesh Securities and Exchange Commission and in compliance with the Commission's regulations in this regard, the Board of Directors have appointed three Independent Directors and approved in the 17th AGM:

1. Mr. Md. Abdul Haque Sarder FCS, FCA

The Board of Directors of Simtex Industries PLC., appointed Mr. Md. Abdul Haque Sarder, FCS, FCA, as an Independent Director of the Company on October 28, 2024, for a term of three (3) years, effective from October 28, 2024 to October 27, 2027, in compliance with the Bangladesh Securities and Exchange Commission (BSEC) Corporate Governance Guidelines. His appointment was subsequently approved by the shareholders at the 17th Annual General Meeting (AGM) of the Company held on December 26, 2024.

2. Mr. A. T. M. Sarwar Kamal Chowdhury

The Board of Directors of Simtex Industries PLC appointed Mr. A. T. M. Sarwar Kamal Chowdhury as an Independent Director of the Company on October 28, 2024, for a tenure of three (3) years, effective from October 28, 2024 to October 27, 2027, in accordance with the provisions of the Bangladesh Securities and Exchange Commission (BSEC) Corporate Governance Guidelines. His appointment was subsequently approved by the shareholders at the 17th Annual General Meeting (AGM) of the Company held on December 26, 2024.

3. Professor Mohammed Enamul Hye FCS

The Board of Directors of Simtex Industries PLC appointed Professor Mohammed Enamul Hye, FCS, as an Independent Director of the Company on December 24, 2024, for a tenure of three (3) years, effective from December 24, 2024 to December 23, 2027, in compliance with the provisions of the Bangladesh Securities and Exchange Commission (BSEC) Corporate Governance Guidelines. His appointment was duly approved by the shareholders at the 17th Annual General Meeting (AGM) of the Company held on December 26, 2024.

Qualification of Independent Directors

Mr. Md. Abdul Haque Sarder FCS, FCA

Mr. Md. Abdul Haque Sarder FCS, FCA is a Fellow Member of the Institute of Chartered Secretaries of Bangladesh (ICSB), becoming a qualified Chartered Secretary in 2003. Additionally, Mr. Sarder also qualified as a Chartered Accountant, becoming a Fellow Member of the Institute of Chartered Accountants of Bangladesh (ICAB) in 2004. He holds a Bachelor's of Commerce from Dhaka City College in 1983, and later obtained his Master's Degree in Commerce (Management) from the University of Dhaka in 1989.



With over three decades of professional experience, Mr. Sarder is currently a Managing Partner at Sarder Murshed & Co., Chartered Accountants. Prior to this, he worked as a Sr. General Manager in X Index companies from November 2020 to December 2021. Prior to that, he was working as a CFO of Julphar Bangladesh Limited (a sister concern of Julphar UAE). He was in practice as a Public Accountant as a Senior Partner under MASH Haque, Chartered Accountants. He also worked at Syngenta Bangladesh Limited, a Switzerland based agriculture company, from May 1989 to June 2007 in various positions, finally serving as the company's Finance Director and Company Secretary.

Mr. A. T. M. Sarrowar Kamal Chowdhury

Mr. Chowdhury holds a Master's degree in Commerce (Accounting) from the University of Chittagong in 1993, after completing his Articleship from Aziz Halim Afzal & Co. Chartered Accountants in 1987. He has served in key financial management roles across multiple organizations, including Berger Paints Bangladesh Ltd., Sea Pearl Beach Resort & Spa Ltd., and at the Sena Hotel Development Limited, owner of the Radisson Hotels in Dhaka and Chittagong. Currently, he is serving as the Finance Director at M/s Bizz Crop International since 2019. His deep expertise in Finance, Accounting, and Management Control adds strategic value to the Company's governance and financial oversight. Mr. Chowdhury's diverse experiences and leadership roles reflect his dedication to the industry.

Professor Mohammed Enamul Hye FCS

Professor Mohammed Enamul Hye FCS completed his Bachelor's (Honors) and Master's degrees in Accounting from the University of Dhaka, and has over three decades of experience in Academia, Public Administration, and Finance. He is a Fellow Member of the Institute of Chartered Secretaries of Bangladesh (ICSB) and has served as an educator, policy researcher, and senior government officer. Professor Hye began his professional career with Janata Bank, serving in various capacities at the Regional Office, Branches, Credit Division of the Head Office, Local Office, and the Research and Statistics Division. During his tenure, he also completed a Post Graduate Diploma in Bank Management (PGDBM) from the Bangladesh Institute of Bank Management (BIBM), Dhaka.

He later joined the education service through the 1986 BCS and served over 31 years as Lecturer, Assistant Professor, Associate Professor, and Professor in different government colleges. Of this tenure, 16.5 years were dedicated to education administration as Project Director, Research Officer, Assistant Director, and Deputy Director at the Directorate of Secondary and Higher Education (DSHE), Bangladesh. He also contributed to the Planning, Training, Special Education, Government College, and General Administration Wings of the Directorate. A Fellow of the Institute of Chartered Secretaries of Bangladesh, Professor Hye has also been an Adjunct Faculty at ICSB, and a part-time lecturer at Uttara University and Queens University. He is a Master Trainer for Creative Question Setting and Curriculum Dissemination Programmes, and has conducted extensive teacher training across government institutions. In addition, he is an Executive Member of the America Bangladesh University Foundation, an author of several academic and reference books, and a Life Member of Bangla Academy, Accounting Alumni, and a SILVA graduate.

Chief Financial Officer (CC), Company Secretary, Head of Internal Audit

As per Corporate Governance Code of BSEC, the company has allocated the responsibilities to the officials as follows:

Chief Financial Officer (CC)	: Mr. Md. Hazrat Ali
Company Secretary	: Mr. Saikh Bin Abedin
Head of Internal Audit	: Mr. Ashis Kumar Saha

Audit Committee

The Audit Committee, as a sub-committee of the Board, has been constituted with two Independent Directors and one Director as members. The Chairman of Audit Committee is Mr. Md. Abdul Haque Sarder FCS, FCA who is an Independent Director. The Company Secretary acts as Secretary to the Audit Committee. This Committee assists the Board of the Company in ensuring that the financial statements reflect accurate and fair view of the affairs of the Company. The Audit Committee is responsible to the Board of Directors with its roles and responsibilities clearly set forth. The roles and functions of the Audit Committee have been stated in the Annual Audit Committee Report which is annexed herewith.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC), a sub-committee of the Board of Directors, has been constituted with one non-executive director and two independent directors, among them an independent director serving the role of chairman of the committee.

The Company Secretary acts as Secretary to the Committee. The Nomination and Remuneration Committee assists the Board in the formulation of the nomination criteria and policies for determining qualifications, positive attributes, experiences, and independence of Directors and top-level executives, as well as policies relating to the formalities in considering the remuneration of the Directors and top-level Executives of the Company. The NRC is responsible to the Board of Directors with its roles and responsibilities are clearly set forth. Since the Corporate Governance Code has been adopted on June 03, 2018, the Company has been taking the necessary steps to be under compliance of it.

External Statutory Auditors

The Bangladesh Securities and Exchange Commission guidelines are being strictly followed in engaging statutory Auditors for the Company.

Maintaining a website

The company has been maintaining an official website (www.simtexgroup.com) that is linked with the websites of the stock exchanges.

Subsidiary Company

The company has no subsidiary company whatsoever.

Duties of CEO and CFO

The provisions of Bangladesh Securities and Exchange Commission regulations have been complied as reflected in the Annual Report.

Directors' Appointment and Re-Appointment

With regard to the appointment, retirement and re-appointment of directors, the company is governed by its Articles of Association, the Companies Act, 1994 and other related regulation.

- i. Accordingly, the following Director(s) of the Board will retire at the next Annual General Meeting, and they will be eligible for re-appointment through election in the AGM:
Mr. Md. Ayub Ali Director

Shareholding pattern

The shareholding of directors at the end of 30 June, 2025 is shown as below:

	Name of the shareholders	Position	Shares held	%
a.	Parent/Subsidiary/Associated companies and other related parties	Nil	Nil	Nil
b.	Directors, Managing Director, Company Secretary, Chief Financial Officer (CC), Head of Internal Audit and Compliance and their Spouse and Minor Children:			
	Mr. Neaz Rahman Shaqib	Managing Director	5,420,955	6.81%
	Excel Farmganic Limited (Represented by: Mr. Md. Ayub Ali and Mr. Md. Hafizur Rahman)	Nominated Director	3,184,000	4.00%
	Arcturus Limited (Represented by: Mr. Md. Hafizur Rahman)	Nominated Director	1,601,000	2.01%
	Mr. Md. Abdul Haque Sarder FCS, FCA	Independent Director	Nil	Nil
	Mr. A. T. M. Sarwar Kamal Chowdhury	Independent Director	Nil	Nil
	Professor Mohammed Enamul Hye FCS	Independent Director	Nil	Nil
	Mr. Md. Hazrat Ali	Chief Financial Officer (Current Charge)	Nil	Nil
	Mr. Saikh Bin Abedin	Company Secretary	Nil	Nil
	Mr. Ashis Kumar Saha	Head of Internal Audit	Nil	Nil
c.	Executives	-	Nil	Nil
c.	Shareholders holding 10% or more voting interest in the Company	Mr. Md. Siddiqur Rahman	14,778,996	18.57%



Directors involved in other Companies:

Sl.	Name	Position in Simtex	Involved in Other Company	Position
1	Mr. Neaz Rahman Shaqib	Managing Director	-	-
2	Mr. Md. Hafizur Rahman	Nominated Director	-	-
3	Mr. Md. Hafizur Rahman	Nominated Director	-	-
4	Mr. Md. Ayub Ali	Nominated Director	-	-
5	Mr. Md. Abdul Haque Sarder FCS, FCA	Independent Director	-	-
6	Mr. A. T. M. Sarrowar Kamal Chowdhury	Independent Director	-	-
7	Professor Mohammed Enamul Hye FCS	Independent Director	-	-

Board Meeting and Attendance

09 (Nine) nos. of Board of Directors Meeting were held during the year. The attendance record of the directors is as given below:

Name of Directors	Meeting Held During His/Her Duration	Attendance
Mr. Md. Hafizur Rahman	09	09
Major General (retd) Dr. Md Sarwar Hossain	01	01
Mr. Neaz Rahman Shaqib	09	09
Mr. Shah Md. Asad Ullah	01	01
Mr. Md. Ayub Ali	09	09
Mr. Md. Hafizur Rahman	09	09
Mr. Md. Abdul Haque Sarder FCS, FCA	07	07
Mr. A. T. M. Sarrowar Kamal Chowdhury	07	06
Professor Mohammed Enamul Hye FCS	03	03

Note:

- The Bangladesh Securities and Exchange Commission (BSEC) has declined to provide consent in respect of appointment of Major General (retd) Dr. Md Sarwar Hossain and Mr. Shah Md. Asad Ullah as Independent Director by issuing letter under reference no. BSEC/ICA/CG/2023/137/Part-1/272 dated September 24, 2024 and the same has been duly complied by the Simtex Industries PLC.
- The Bangladesh Securities and Exchange Commission (BSEC) accorded its consent to the appointment of Mr. Md. Abdul Haque Sarder FCA, FCS and Mr. A.T.M. Sarrowar Kamal Chowdhury as Independent Directors by issuing letter under reference no. BSEC/ICA/CG/2023/Part-1/328 dated October 28, 2024. His appointment has been approved in the AGM held on December 26, 2024.
- The Bangladesh Securities and Exchange Commission (BSEC) accorded its consent to the appointment of Professor Mohammed Enamul Hye FCS as Independent Directors by issuing letter under reference no. BSEC/ICA/CG/2023/137/Part-1/393 dated November 24, 2024. His appointment has been approved in the AGM held on December 26, 2024.

Directors' remuneration

Directors' remuneration is shown in the note no. 25 and 38 of the notes to the Financial Statements.

Statement of Directors on Financial Reports

In accordance with the Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June, 2018; the Directors are pleased to confirm the following:

- The financial statements together with notes thereon have been drawn up in conformity with the Companies Act, 1994 and The Securities and Exchange Rules, 1987. These statements present fairly the Company's state of affairs, the result of its operations, cash flows and changes in equity.
- Proper books of accounts of the company have been maintained.

- c) Appropriate accounting policies have been applied consistently in preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment.
- d) International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as applicable in Bangladesh, have been followed in the preparation of the financial statements.
- e) 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.
- f) The system of internal control is sound and being implemented and monitored effectively.
- g) No bonus shares or stock dividend has been or shall be declared as interim dividend.
- h) Management discussion and analysis signed by Managing Director presenting detailed analysis of the Company's position and operations along with a brief discussion on changes in the financial statements given at Page No. 36
- i) The key operating and financial data for the last five years given at Page No. 37

Going Concern

While approving the financial statements, the directors have made appropriate inquiries and analysis of the significant financial result, as well as other indicators for enabling them to understand the ability of the Company to continue its operation for a foreseeable period. Directors are convinced and have a reasonable expectation that the Company has adequate resources to continue its operation consistently for the foreseeable future. Therefore, the Company adopted the going concern basis in preparing the financial statements.

Significant deviation of Operating Result

During the financial year 2024-2025, operational revenue and other income increased reasonably, accompanied by proportional rises in operational, financial, and tax expenses. Despite this, Net Profit After Tax and Earnings Per Share (EPS) showed positive growth.

Sales and cash collection improved, though higher supplier and tax payments led to a decline in Net Operating Cash Flows Per Share (NOCFPS) compared to financial year 2023-2024.

For the financial year 2023-2024, NOCFPS has been rearranged from Tk. 4.94 to Tk. 4.27 due to reclassification of Bank charges, commission, and brokerage were moved from financial to administrative expenses, while collection, discrepancy, payment, and reminder charges were reclassified under selling expenses.

Dividend Policy

The Board of Directors has established a dividend policy, which forms the basis for the proposals on dividend payments that it makes to the Shareholders taking into consideration the business performance of the Company and its strategic initiatives. The Board believes that it is in the best interest of Simtex Industries PLC., to draw up a long-term and predictable dividend policy. The Board has approved the following dividend policy:

Important highlights of the Dividend Distribution Policy are as follows:

Procedure for payment of dividends

Dividend would be recommended by the Board of Directors based on the Audited Financial Statements of the Company. All requisite approvals and clearances, where necessary shall be obtained before the declaration of dividend. Dividend shall be approved by the Shareholders at the Annual General Meeting (AGM) on the basis of recommendation of the Board of Directors, but no dividend shall exceed the amount recommended by the Directors. No dividend shall be paid from any source outside of the Company's Retained Earnings for the year, or any other unrealized profits. No dividend shall be declared out of the capital reserve account, or the revaluation reserve account, or any unrealized gain, or out of profit earned prior to the incorporation of the company, if any, or through reducing paid-up capital or through doing anything so that the post-dividend retained earnings become negative or a debit balance.

Final dividend

The Board of Directors of the company shall recommend final dividend for the shareholders on the basis of annual audited financial statements and declare to the shareholders who shall be entitled to such dividend. The decision about recommending or not recommending final dividend and entitlement for such dividend, if recommended, shall be taken after considering the interim dividend already distributed and cannot be changed prior to holding of the AGM. In case of declaration of stock dividend for the year, the company shall explain the reason for declaring stock dividend and utilization of such retained amount as capital (stock dividend) shall be disclosed in the annual report.



Entitlement to dividend

The Shareholders whose names would appear in the Register of the company and/or in the Depository participant (DP) on the 'Record Date' would be entitled to receive the dividend and would be eligible to join the AGM and entitled to receive the annual/final dividend.

Payment of dividend

Simtex Industries PLC., shall pay off the final dividend to the entitled shareholders, within 30 (thirty) days from the date of approval by shareholders in AGM.

Cash dividend

Cash dividend shall be distributed in the following manner and procedures:

- Within one (1) day after the record date or one (1) day before the Annual General Meeting (AGM), Simtex Industries PLC., shall deposit an amount equivalent to the declared cash dividend payable for the concerned year into a separate bank account maintained by the Company.
- Simtex Industries PLC., shall pay off cash dividend directly to the bank account of the entitled shareholders as available in the BO account maintained with the depository participant (DP), or the bank account as provided by the shareholders in paper form, through Bangladesh Electronic Funds Transfer Network (BEFTN).
- Simtex Industries PLC., may pay off such cash dividend through bank transfer or any electronic payment system as recognized by the Bangladesh Bank, if not possible to pay off through BEFTN.
- Upon receiving the claim on cash dividend from a stock broker or a merchant banker or a portfolio manager for the margin client or customer who has debit balance or margin loan, or as per intention of the client of stock broker or merchant banker or portfolio manager, Simtex Industries PLC., shall pay off such cash dividend to the Consolidated Customers' Bank Account (CCBA) of the stock broker or to the separate bank account of the merchant banker or portfolio manager through BEFTN.
- In case of non-availability of bank account information or if not possible to distribute cash dividend through BEFTN or electronic payment system, SIMTEX shall issue cash dividend warrant and shall send it by post to the shareholders.

Simtex Industries PLC., shall maintain detailed information of unpaid or unclaimed cash dividend, as per BO account (number-wise or name-wise or folio number-wise) of the shareholders, and shall also disclose the summary of afore-said information in the annual report and shall also report in the statements of financial position (Quarterly/annually) as a separate line item 'Unclaimed Dividend Account'. SIMTEX shall publish the year-wise summary of its unpaid or unclaimed cash dividend in the website.

Stock dividend

Simtex Industries PLC., shall credit stock dividend directly to the BO account or issue the bonus share certificate of the entitled shareholders, as applicable, within 30 (thirty) days of declaration or approval or record date, as the case may be, subject to clearance of the exchange(s) and the Central Depository Bangladesh Limited (CDBL). SIMTEX shall follow the provisions of Regulation 46 of the Depository Regulation, 2003 for issuance of bonus shares. SIMTEX shall maintain a Suspense BO Account for undistributed or unclaimed stock dividend or bonus shares and shall also follow the under mentioned procedures for ensuring the rightful ownership:

- Simtex Industries PLC., shall send at least 3 (three) reminders to the entitled shareholders.
- The Suspense BO Account shall be held under Block Module and such undistributed or unclaimed stock dividend or bonus shares shall not be transferred in any manner except for the purpose of allotting the bonus shares as and when the allottee approaches to the issuer.
- Any corporate benefit in terms of shares accrued on such undistributed or unclaimed stock dividend or bonus shares shall be credited to the Suspense BO Account.
- SIMTEX shall, upon receiving application from the allottee and after proper verification of identity and his entitlement, credit the bonus shares lying with the Suspense BO Account to the BO account of the allottee, or issue bonus shares to the allottee, as applicable, within 15 (fifteen) days of receiving application with an intimation to the Bangladesh Securities and Exchange Commission (BSEC) and Dhaka Stock Exchange Limited (DSE) and Chittagong Stock Exchange Limited (CSE).
- Any voting rights on such undistributed or unclaimed stock dividend or bonus shares shall remain suspended till the rightful ownership claim of the shareholders is established.

Payment of unclaimed or unpaid cash dividend and stock dividend

Simtex Industries PLC., shall not forfeit any unclaimed cash dividend or stock dividend till the claim becomes barred by the law of land in force. SIMTEX shall follow the rules & regulations of the regulators issued from time to time regarding payment of unclaimed or unpaid cash dividend and stock dividend to the entitled shareholders. As per BSEC's requirements we have already transferred the unclaimed or unpaid dividend amount to the CMSF recently. A list of the shareholders by name has been uploaded to our company official website.

Submission of dividend distribution compliance report

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

Dividend

The Board of Directors has recommended 10% cash dividend for All Ordinary Shareholders.

Particulars	2024-2025	2023-2024
Profit available for appropriation:	Amount in Taka	Amount in Taka
Profit/loss after TProfit/loss after Tax	82,294,720	68,098,400
Un-appropriated profit brought forward from previous year	503,158,610	514,655,591
Prior Adjustment	-	-
Total Amount available for appropriation	585,453,330	582,753,991
Appropriation	-	-
Closing Retained Earning at year end (Before proposed final dividend)	585,453,330	582,753,991
Proposed Dividend for the year 2025 (10% cash dividend for All Ordinary Shareholders and in 2024 (10% cash dividend for All Ordinary Shareholders.)	79,595,381	79,595,381
Retained Earnings after proposed dividend	505,857,949	503,158,610

Statutory Auditors

The Auditors of the Company, Habib Sarwar Bhuiyan & Co., Chartered Accountants Domino Domicillo, House-121, Flat-B1, Road-10, Block-C, Niketon, Gulshan-1, Dhaka-1212 has carried out the audit of the company for the year ended June 30, 2025. They were appointed as Statutory Auditor in 17th AGM. As per regulation 15 (2) & (3) of DSE and CSE (listing) regulations, 2015 existing auditor is eligible for re-appointment. Accordingly, the Board of Directors has recommended to appoint M/S Habib Sarwar Bhuiyan & Co, Chartered Accountants as Auditor for the year 2025-2026. Accordingly, a proposal is being placed for Shareholders' approval and fixation of their fees, in the upcoming 18th AGM to be held on December 24, 2025.

Professionals for Compliance of Corporate Governance Code

The Board of Directors has recommended for re-appointment M/S Podder and Associates, Cost and Management Accountants, 6/A/1, Segunbagicha (Ground Floor), Dhaka-1000 as professional for Reporting on Compliance of Governance Code for the year 2024-2025 on their willingness to certify the compliance of Corporate Governance Code as issued by the Bangladesh Securities and Exchange Commission, subject to the approval by the shareholders in the 18th AGM.

Acknowledgment

The Company expresses its sincere thanks and gratitude to the respected shareholders, valued clients, banks, and well-wishers' home and abroad for their wholehearted co-operation and active support.



We are thankful to the Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange PLC. (DSE), Chittagong Stock Exchange PLC. (CSE), Registrar of Joint Stock Companies & Firms (RJSC), Central Depository Bangladesh Limited (CDBL), Government and private sector organizations and many others for extending co-operation and support to our Company.

I, on behalf of the Board, also put on record my deep appreciation for the services and loyalty of the executives, officers, and employees of the Company at all levels without whom the Company could not have achieved this performance and financial gains.

Thanks, are also due to all the Directors of the Company for their excellent, sincere, and dedicated efforts in achieving the Company's result.

I, on behalf of the Board of Directors, take the opportunity to inform you that we welcome any suggestions and opinion to improve our Company's performance and financial stability.

Thanking you.

On behalf of the Board of Directors

A handwritten signature in black ink, appearing to be "Hafizur Rahman", written over a horizontal line.

Mr. Md. Hafizur Rahman
Acting Chairman

Sl.	Dividend Distribution Compliance Report	
	Under Clause (6) of the Directive No. BSEC/CMRRCD/2021-386/03, dated:14/01/2021	
01	Name of the Issuer/Securities/ Mutual Fund	Simtex Industries PLC.
02	Particulars of Issuer DP	464
03	Type of Dividend (Annual/interim) (Put tick mark (a) on the recommended option)	a) Annual (✓) b) Interim
04	Whether audited or not for Interim Dividend (Put tick mark (a) on the recommended option)	a) Annual (✓) b) Interim
05	Date of recommendation of Dividend by the Board of Directors /Trustee: (Enclose copy of PSI)	October 28, 2024
06	Whether Dividend recommended other than directors or sponsors or any other classes (Put tick mark (a) on the recommended option)	a) Yes b) No (✓)
07	Record date for entitlement	November 24, 2024
08	Rate of Dividend recommended by the Board of Directors/Trustee	10% cash dividend for all shareholders.
09	Dividend recommended-Type (Put tick mark (a) on the recommended option)	a) Cash (✓) b) Stock
10	Securities/mutual fund traded under which categories (Put tick mark (a) on the recommended option)	a) A (✓) b) B c) G d) N
11	Date of transfer to a separate bank account (Pls. mention bank details) or provisional credit of shares/units by CDBL	January 12, 2025, A/C No. 7022-0322000553, Trust Bank Limited, Millennium Corporate Branch, Jahangir Gate, Dhaka.
12	Date of approval of Dividend at AGM	December 26, 2024, Thursday
13	Rate of Dividend approved at AGM- details at Annexure, (if any change)	Approved at AGM same as recommended by the Board of Directors.
14	Date of commencement of disbursement of Cash and Stock Dividend	January 13, 2025
15	Mode of disbursement of Cash Dividend (Put tick mark (a) on the recommended option)	a) BEFTN (✓) b) Bank Transfer (✓) c) MFS <input type="checkbox"/> d) Dividend Warrant (✓) e) Any other mode <input type="checkbox"/>
16	Date of completion of disbursement of Cash Dividend and Stock Dividend [Enclose Bank statements and Corporate Action Processing Report (DP 70)]	January 21, 2025. Enclosed Bank Statement
17	Paid-up-capital of the issuer- before corporate action/entitlement	TK 795,953,810.00
18	Numbers of securities/shares outstanding before corporate action/entitlement:	79,595,381
19	Total cash in taka or stock (nos, shares) dividend as per corporate declaration	Tk. 79,595,381.00

20	Distribution/Disbursement details of Cash & Stock Dividend:	Cash (TK)	Stock (nos)	Annexures
	A. Mode of Dividend payment/credit for the concerned year:	79,595,381.00		
	a) through BEFTN or directly credited to respective BO	76,873,755.00		
	b) through Bank Transfer other than entitled BO -Margin loan	1,117,165.00		
	c) through Bank Transfer	9,500.00		
	d) through Mobile Financial Service (MFS)	-		
	e) through any other mode as approved by Bangladesh Bank	-		
	f) through transfer to Suspense Account for dematerialized Shares (BO wise detailed with reason should be maintained and submitted)	-		
	g) Through issuance of Dividend Warrant or issue of shares to Suspense Account for non-dematerialized securities	1,594,961.00		
21	Total Dividend paid/credited for the concerned year	67,295,682.50		
22	Total unpaid/undistributed Dividend /accrued during the period	12,299,698.50 (Including TDS TK. 9,976,829.40)		
23	Total unpaid/undistributed Dividend /accrued as on 1st day of accounting year (as per Audited Accounts)	4,139,546.00		
24	Transfer to Suspense Account for Demate Shares or any other reasons during the Concerned year			
	A. Mode of Dividend Receipts/payment/credit for the previous years:			
	a) through BEFTN or directly credited to respective BO			
	b) through Bank Transfer			
	c) through Mobile Financial Service (MFS)			
	d) through any other mode as approved by Bangladesh Bank			
	e) through transfer to/from Suspense Account for Demate or Shares any other reasons			
	f) through issuance of Dividend Warrant or issue of shares to Suspense Account for non-dematerialized securities/shares units			
	g) transfer of cash or stocks to the Fund as prescribed or directed by Commission after 3 years or forfeit of share to Suspense Account for non-dematerialized securities	2,032,919.57		
25	Total Dividend paid/credited for previous years:	2,032,919.57		
26	Total unpaid/undistributed Dividend for previous years (23+24-Taka/Nos.	4,139,546.00		
27	Grand Total of unpaid /undistributed Dividend (22+26)	16,439,244.50		
28	Aging of grand Total of unpaid/undistributed Dividend for previous years:			
	More than 3 years; balance	342,492.00		
	More than 4 years; balance	-		
	More than 5 years & above; balance	-		
	Total of unpaid/undistributed Dividend for previous years	4,139,546.00		
	(Supporting bank statements and balances of securities with the Depository)			
Note: Issuer Shall Maintain BO wise detailed Information for all Transfer/credit to suspended Accounts				
With reasons and submit along with bank statements and other supporting documents. The issuer Shall fill up all the applicable fields				



Summary of Unclaimed/Un-Paid Dividend

The summary of the Unclaimed/unsettled Cash Dividend (3 years or more) as on June 30, 2025.

Year of Dividend	Unclaimed/Unsettled Cash dividend as on	Amount in Taka	Record Date	Last Dividend Compliance Report Date
2021-2022	June 30, 2022	1,701,085	Nov 24, 2022	Jan 24, 2023
2022-2023	June 30, 2023	1,952,959	Nov 23, 2023	Jan 31, 2024
2023-2024	June 30, 2024	2,016,709	Nov 24, 2024	Jan 21, 2025

The Summary of the Unclaimed IPO Subscription Money and Dividend transferred to CMSF:

BSEC's Directive No. BSEC/CMRRCD/2021-386/03, dated January 14, 2021, and the Bangladesh Securities and Exchange Commission (Capital Market Stabilization Fund) Rules, 2021, and Commission's letter No. SEC/SRMIC/165-2020/part-1/166, dated July 06, 2021, & Commission's letter No. SEC/SRMIC/165-2020/232, dated June 05, 2021, upon BAPLC'S letter regarding the Extension of time up to August 31, 2021, for transferring funds via the letter with reference no. SEC/SRMIC/165-2020/part-1/182 dated July 19, 2021, and reference no. SEC/SRMIC/165-2020/131 dated March 31, 2022, the company already transferred the unclaimed/unsettled Cash Dividend (3 years or more) by issuing Pay Order in favor of the Capital Market Stabilization Fund (CMSF) and deposited the same to SNF A/C No. 0010311521301, Communal Bank Bangladesh Ltd., Gulshan Corporate Branch as per BSEC instruction. The summary of the transfer is as follows:

Sl. No.	Particulars	Pay order No.	Deposit Date	Amount Deposited to CMSF in Tk
1	Unclaimed Cash dividend for the year 2020-2021	1890074	February 26, 2025	342,492.18

The List of Unclaimed Cash Dividend for the year ended on June 30, 2025 is shown in note 20 in the financial statements.

***It may be noted here that the Company had declared 10% Cash dividend in Financial Year 2024-2025.**

MANAGEMENT DISCUSSION AND ANALYSIS ON FINANCIAL POSITION AND PERFORMANCE

The COVID-19 pandemic marked one of the most challenging periods in recent history, significantly disrupting lives and economies across the globe. As the world gradually moved toward recovery and adjusted to a post-pandemic normal, new and continuing global conflicts—most notably the Russia–Ukraine war, the Palestine–Israel conflict, and escalating geopolitical tensions in the Middle East—have intensified uncertainty and volatility in the global economy. These crises have disrupted supply chains, driven up commodity prices, and placed additional pressure on international trade.

In FY 2024–2025, Bangladesh, too, faced significant domestic challenges. Political instability, including episodes of civil unrest and frequent protests, has contributed to a strained business climate and weakened investor confidence. These factors, coupled with global economic headwinds, continue to weigh heavily on our national economic outlook. As we navigate this complex landscape, resilience, adaptability, and strategic foresight remain critical to sustaining growth and ensuring long-term stability.

Despite these external and internal pressures, Bangladesh’s export revenue in the fiscal year 2023–2024, our export earnings amounted to USD 44,469.74 million. The export target for the current fiscal year 2024–2025 was set at USD 50,000.00 million. During the July–June period of the 2024–2025 fiscal year, the export earnings from the goods sector reached USD 48,283.93 million, which is 8.58% higher than the earnings of USD 44,469.74 million during the same period of the previous fiscal year. This achievement also represents 96.57% of the set export target of USD 50,000.00 million.

An analysis of major product-based exports shows that, during the July–June period of the 2024–2025 fiscal year, a total of eight product sectors—woven garments, knitwear, home textiles, frozen and live fish, agricultural products, jute and jute goods, leather; leather products; and footwear, and engineering products —generated export earnings of USD 44,167.84 million, which accounted for 91.48% of the total export earnings. The sector showing strong performance despite global uncertainties. The diversification of export markets has been a key driver behind the success of the RMG sector during this fiscal year.

Over the past five fiscal years, Simtex Industries PLC., has experienced moderate yet steady sales growth. Our focus on recovery and operational efficiency has allowed us to maintain positive sales and net profit performance. Moving forward, we remain committed to continuing this upward trajectory. We have seen improvements in our collections from receivables, and management is focused on further enhancing net operating cash flows. Our financial performance has demonstrated consistent improvement, with key financial indicators showing positive trends year-on-year. As we continue to build on these gains, we remain optimistic about the future and committed to sustaining our growth.

Simtex Industries PLC., is exposed to both inflationary pressures and foreign exchange risks, given our position as an importer and exporter. To mitigate the impact of foreign exchange volatility, we have implemented effective risk management strategies. Regarding inflation, we actively manage this risk through price adjustments and other tactical measures, ensuring that we remain competitive and resilient in a challenging economic environment.



Neaz Rahman Shaqib
Managing Director

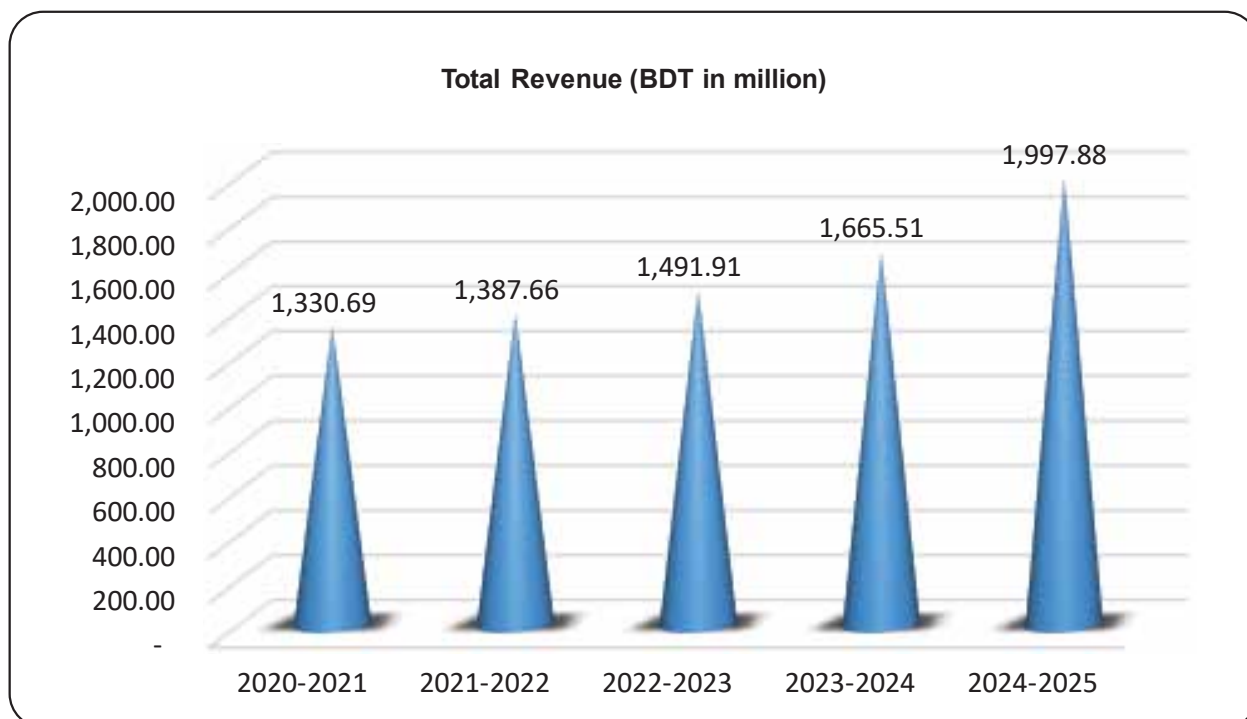
Source: NBR and Export Promotion Bureau (EPB)

FINANCIAL HIGHLIGHTS

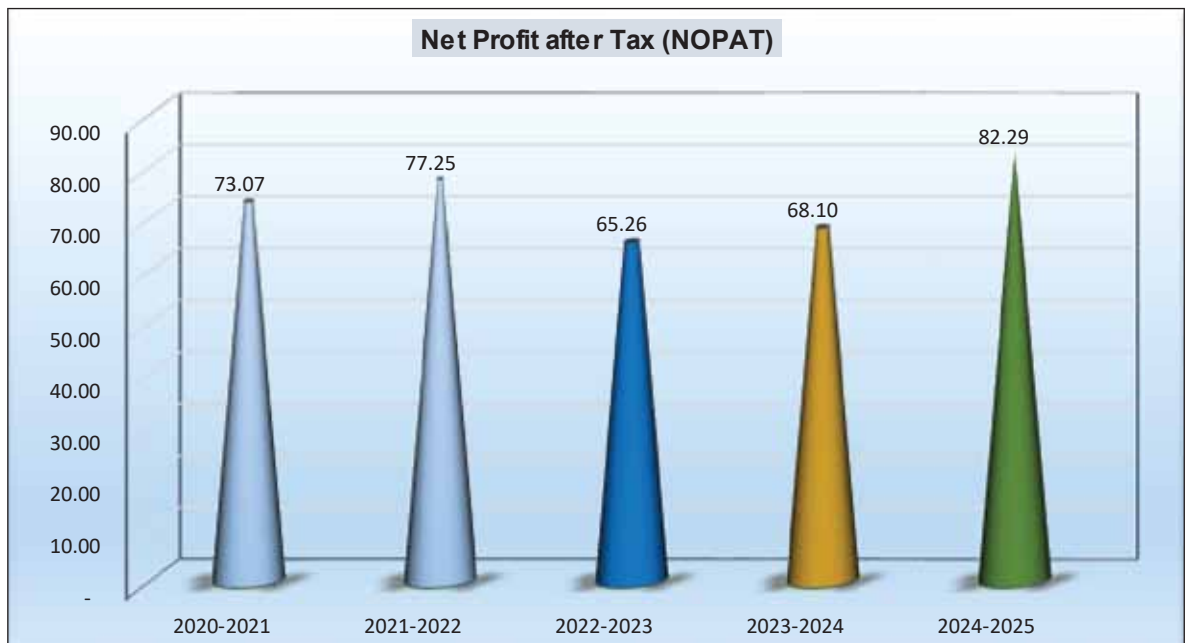
Operational Result	Amount in Taka				
	30 June 2025	30 June 2024	30 June 2023	30 June 2022	30 June 2021
Turnover	1,997,875,808	1,665,507,318	1,491,911,950	1,387,655,587	1,330,609,019
Gross Profit	353,563,327	290,049,271	255,395,401	248,933,094	222,035,767
Profit from Operation	183,552,820	153,000,211	161,239,577	165,614,133	141,978,102
Net Profit before tax	110,857,696	84,809,333	82,509,443	92,038,554	79,295,297
Net Profit after Tax	82,294,720	68,098,400	65,263,041	77,246,469	73,067,444
Net Operating Cash Flow per Share	1.96	4.27	4.94	(0.27)	3.14
Financial Position	30 June 2025	30 June 2024	30 June 2023	30 June 2022	30 June 2021
Non-Current Assets	1,193,747,369	1,223,730,006	1,189,763,715	1,239,925,141	1,306,629,587
Current Assets	1,421,380,644	1,341,394,884	1,405,727,948	1,565,818,044	1,313,055,913
Shareholder's Equity	1,785,076,039	1,782,376,700	1,783,796,444	1,782,209,708	1,736,773,599
Current Liability	717,163,986	619,047,365	642,674,535	797,416,538	610,123,566
Long Term Liability	112,887,988	163,700,825	169,020,684	226,116,939	272,788,335
Key Financial Ratio	30 June 2025	30 June 2024	30 June 2023	30 June 2022	30 June 2021
Current Ratio	1.98	2.17	2.19	1.96	2.15
Quick Ratio	1.58	1.66	1.47	1.27	1.44
Debt to Equity Ratio	0.46	0.44	0.46	0.57	0.45
Net Income Ratio (%)	4.12%	4.09%	4.37%	5.57%	5.49%
Return on Equity (%)	4.61%	3.82%	3.66%	4.33%	4.29%
Earnings Per Share	1.03	0.86	0.82	0.97	0.92

FINANCIAL HIGHLIGHTS IN THE FORM OF GRAPHICAL REPRESENTATION

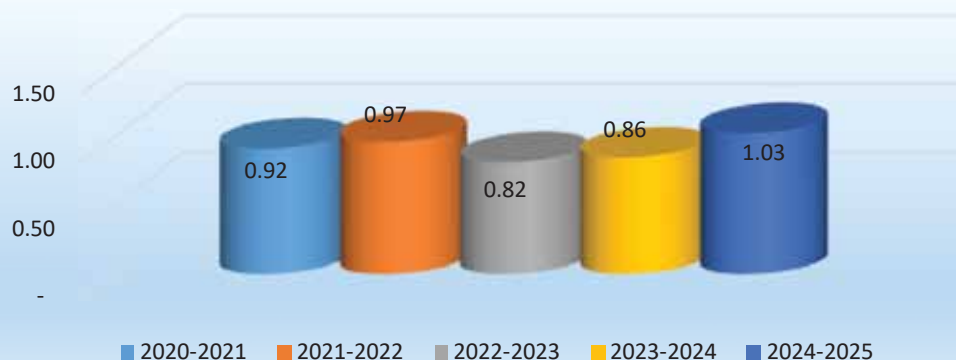
Amount in million



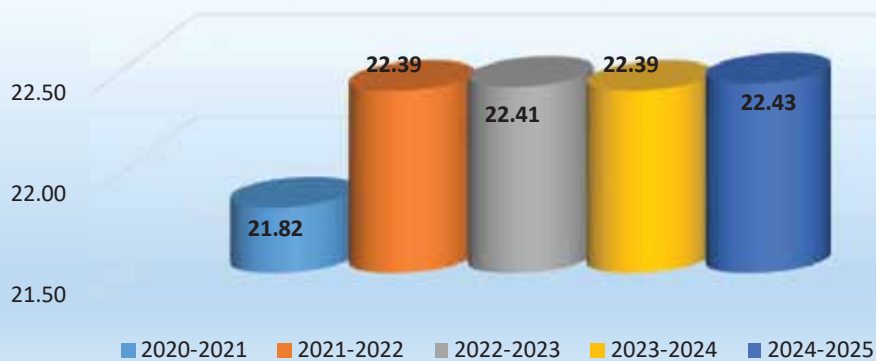
Amount in million



Earning Per Share (EPS)



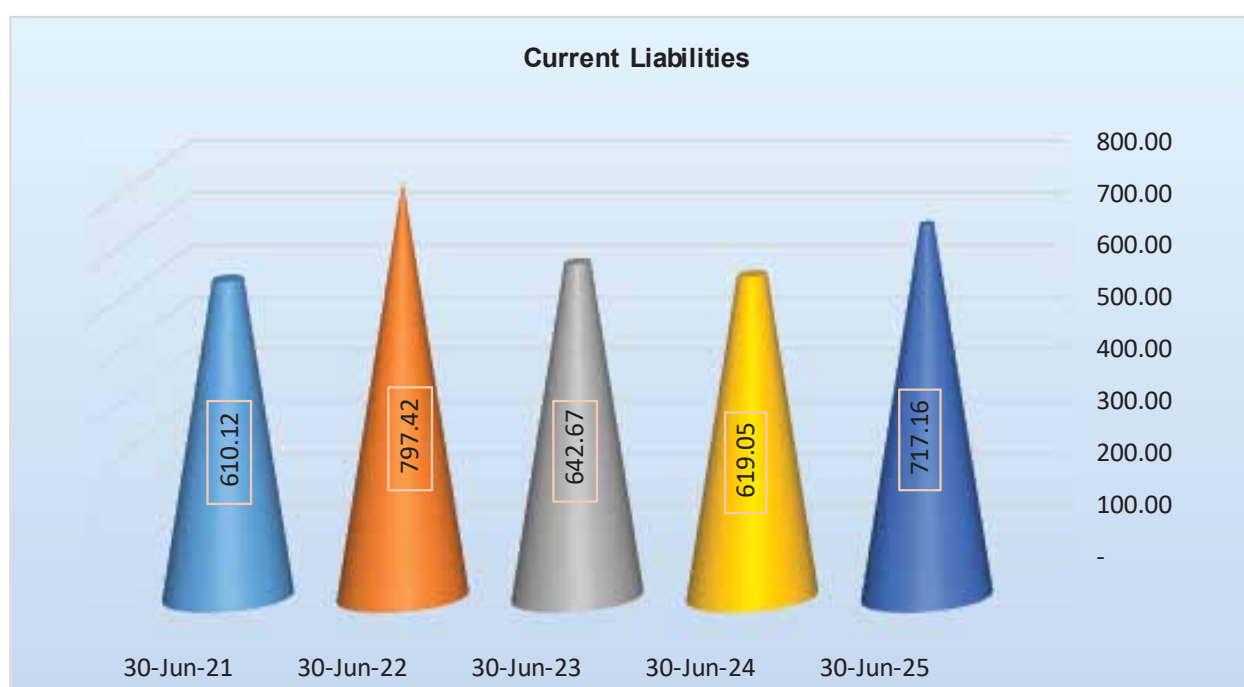
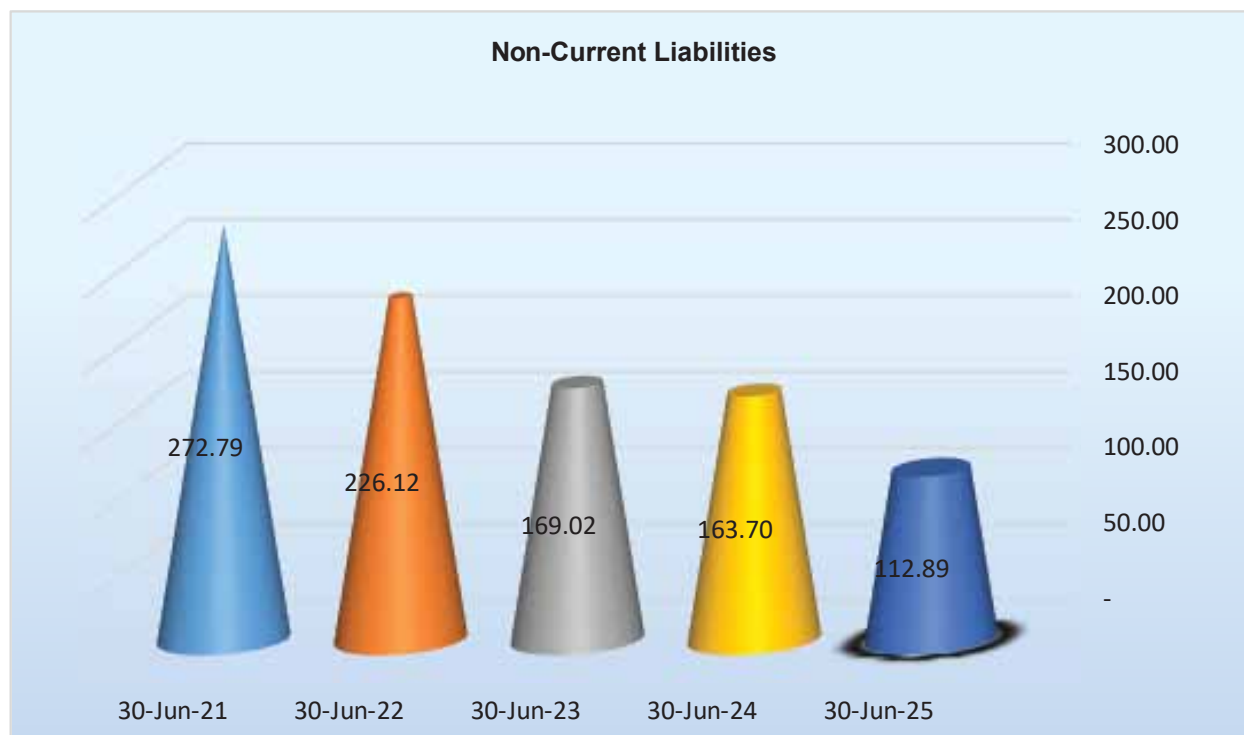
Net Assets Value (NAV) Per Share



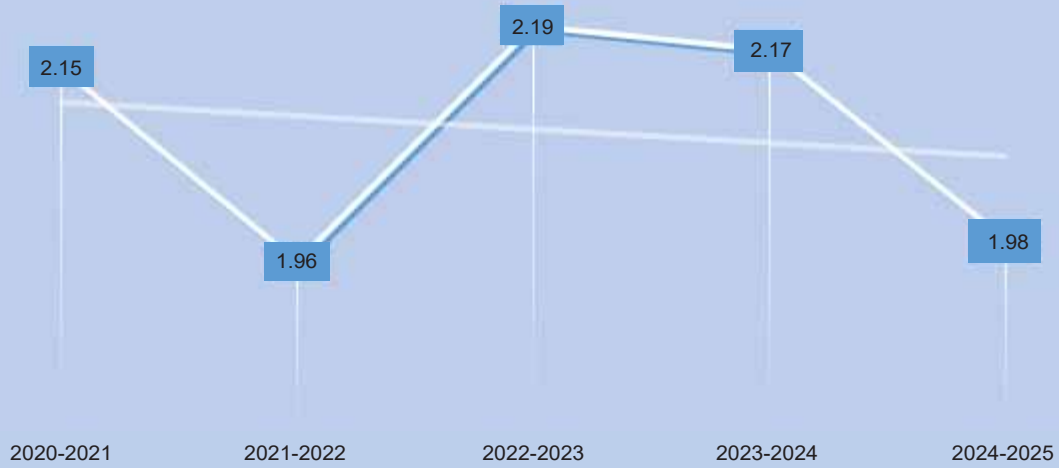
Net Operating Cash Flows Per Share (NOCFPS)



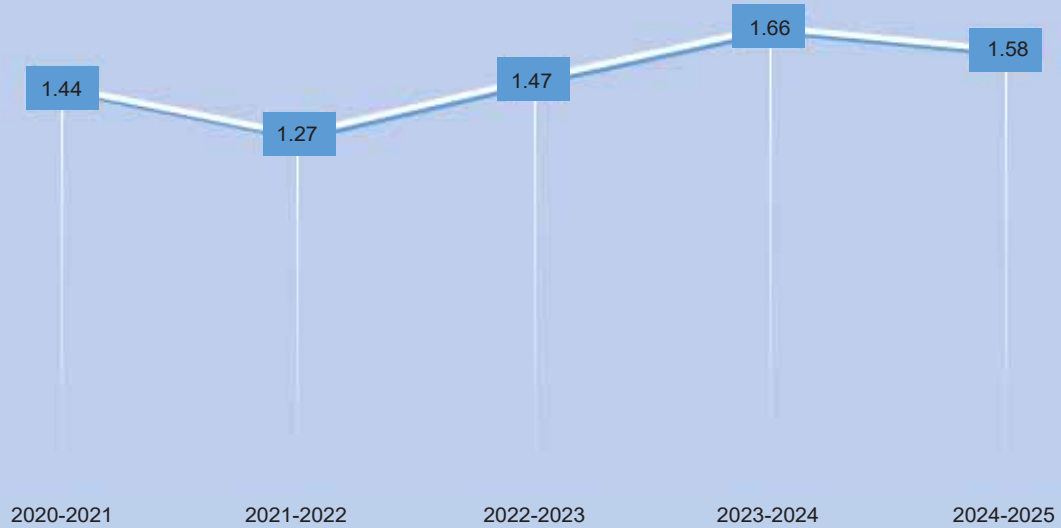
Amount in million



Current Ratio



Quick Ratio



MEMBERSHIP AFFILIATION

Simtex Industries PLC., is Affiliated with the Following Chambers and Association



Bangladesh Association of Publicly Listed Companies (BAPLC)



Bangladesh Garments Accessories & Packaging Manufacturers & Exporters Association (BGAPEA)



Bangladesh Textile Mills Association (BTMA)



India-Bangladesh Chamber of Commerce & Industry (IBCCI)



Bangladesh Sewing Thread Manufacturers & Exporters Association (BSTMEA)

GLIMPSE OF 17th AGM



17th Annual General Meeting





GLIMPSE OF 5th EGM



GLIMPSE OF ACHIEVEMENTS



BGAPMEA EXPORT TROPHY- 2021



BGAPMEA EXPORT TROPHY- 2019



BGAPMEA EXPORT TROPHY- 2018

IFTAR PROGRAM 2025



ALBUM OF ANNUAL PICNIC-2025



DECLARATION BY CEO AND CFO

Date: 27.10.2025

Board of Directors
Simtex Industries PLC.
Khagan, Birulia, Savar, Dhaka-1341

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

Dear Sir,

Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- (1) The Financial Statements of Simtex Industries PLC., for the year ended on 30 June 2025 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- (2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- (3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
- (4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (6) The management's use of the going concern basis of accounting in preparing the financial statements 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 30 June 2025 and that to the best of our knowledge and belief:
 - (a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



Neaz Rahman Shaqib
Managing Director



Md. Hazrat Ali
Chief Financial Officer (CC)

RISK MANAGEMENT & SUSTAINABILITY ANALYSIS

Every business and organization faces certain risks, which may lead to unexpected and adverse events resulting in financial losses or, in extreme cases, operational shutdown. Effective risk management strengthens the Company's ability to achieve its business targets, maintain market share, optimize procurement, manage finances, and fulfill social objectives, while ensuring compliance with legal and regulatory requirements. In doing so, it helps protect and enhance shareholder value.

Simtex Industries PLC., is exposed to a variety of risks inherent in carrying out its business activities. The Company's risk management process enables management to identify, assess, and address these risks in an informed, controlled, and transparent manner. Simtex is committed to managing business risks to an acceptable level, thereby maximizing opportunities while minimizing potential adverse impacts.

The Board of Directors of Simtex Industries PLC., has overall responsibility for risk management. While the Board approves and reviews the Company's risk management policies and strategies, the management is responsible for implementing procedures to execute these policies and strategies. The risks to which the Company is exposed, and the methods adopted to manage them, are discussed below:



(A) Industry Risk and Concentration of Industry Risk

1) Market Demand

Market risk arises when there is a decline in market demand. The Company's sales and revenues are dependent on the overall demand for its products. Any economic downturn, changes in customer requirements, or international factors may adversely affect the demand for the Company's products, potentially impacting its financial performance.

Management Perception

The strong brand loyalty of the Company's products has enabled Simtex Industries PLC to capture a significant market share in its sector. Additionally, the Company continues to expand its market presence and enhance product quality, thereby mitigating potential market risks.

1) Competition and Globalization Effects

Simtex Industries PLC., operates in a free-market economy and is exposed to intense competition from both local and international players. The easy availability of global products in the local market further heightens competition, posing challenges to the Company's profitability.

Management Perception

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

2) Raw Materials and Energy Costs

Instability in raw material and energy costs can significantly impact the Company's profitability. For instance, last year's government decision to increase gas prices has placed considerable pressure on production costs for local businesses.

Management Perception

The management believes that effective inventory management, proper sourcing and timing, adherence to economic order quantities, and efficient utilization of credit facilities can help reduce procurement costs. For gas and power, Simtex Industries PLC., operates independently, ensuring low-cost energy and an uninterrupted production process.

3) Raw Materials and Energy Costs

Instability in raw material and energy costs can significantly impact the Company's profitability. For instance, last year's government decision to increase gas prices has placed considerable pressure on production costs for local businesses.

Management Perception

The management believes that effective inventory management, proper sourcing and timing, adherence to economic order quantities, and efficient utilization of credit facilities can help reduce procurement costs. For gas and power, Simtex Industries PLC., operates independently, ensuring low-cost energy and an uninterrupted production process.

(B) Market and Technology-Related Risks

1) Market risks

Market risks refer to the potential impact of adverse market conditions on the Company's sales and profitability. Examples include shortages in raw material supplies, inefficiencies in labor availability, and declines in product demand, all of which reflect challenging external and internal business environments. Such risks may hinder the Company's ability to achieve its business objectives.

Management perception

The Company operates in the backward linkage segment of the Garments Sector in Bangladesh. Its primary product, sewing thread, is ultimately consumed by garment manufacturers, who export their finished goods to international markets. Simtex Industries PLC serves several world-renowned brands as its end consumers.

2) Technology risks

Technology risks arise from rapid advancements that may render existing technology obsolete or reduce its cost efficiency compared to competitors. New entrants adopting more advanced or sophisticated technologies can pose a threat to the Company's operational efficiency and competitive position.

Management perception

The plant and machinery installed in the Company's manufacturing facility, imported from world-renowned brands, are efficient and cost-effective. The management remains vigilant of emerging technological changes to ensure that the Company stays competitive and up-to-date.

(C) Interest Rate Risks

The Company is exposed to fluctuations in market-wide interest rates on bank loans. Interest rates on short-term and long-term loans may vary over time due to several macroeconomic and market-driven factors, including inflationary pressures, increased demand for bank loans, volatility in the money market, restrictive monetary policies, and higher government borrowing from the banking sector. Any increase in interest rates beyond the Company's expectations could adversely affect its cash flow, profitability, and, ultimately, the value of its shares.

Management Perception

The management of Simtex Industries PLC., places strong emphasis on financial management to maintain an optimal capital structure, ensuring that the cost of capital remains minimal. Long-term funding is procured at the lowest possible fixed interest rates, while short-term funding is arranged at reasonable and competitive rates.

(D) Exchange Rate Risks

A business engaged in overseas transactions may face potential losses due to fluctuations in foreign currency rates. These losses may increase as the Bangladesh Taka consistently trends downward against other foreign currencies, and vice versa.

Management Perception

Simtex Industries PLC., conducts its foreign transactions in US Dollars for both exports and imports. When the value of the functional currency fluctuates, exchange rate gains or losses on exports are naturally offset by the corresponding gains or losses on imports. Because the value of exports consistently exceeds the value of imports, these transactions create a net foreign currency balance.

(E) Operational Risks

Possible failures in human resources, breakdowns in production systems, inefficient internal control procedures, and, most importantly, the risks associated with being a first mover in the industry may cause the Company's venture to be unsuccessful.

Management perception

Simtex Industries PLC., has several key experts in the field who possess both academic and practical knowledge and are highly trained. We also provide on-the-job training so employees can continuously improve and refine their skills. Most importantly, Simtex Industries PLC., has procured the latest technology and world-renowned machinery for its plant to ensure smooth production operations. Finally, our research team is dedicated to continuously improving our products to meet customer demand effectively.

(F) Other Risk Factors

The Company may be exposed to other risk factors such as:

- a) potential or existing government regulations,
- b) possible changes in global or national policies,
- c) political unrest,
- d) natural climatic conditions, and
- e) a possible slowdown in Bangladesh's economic growth.

The significant risks related to the Company's business are regularly reviewed, monitored, and reported, and appropriate mitigating measures are evaluated by the Board and Management.

SUSTAINABILITY REPORTING

Sustainability is a balancing act that focuses on avoiding harm to the environment and preventing the depletion of natural resources, thereby supporting long-term ecological balance. Sustainable development is a dynamic process that enables people to realize their potential and improve their quality of life while simultaneously protecting and enhancing the Earth's life-support systems.

Simtex Industries PLC views sustainability as a continuous improvement process that positively influences public perception and enhances financial performance. The Company is committed to keeping stakeholders and the general public informed about the development of its sustainability initiatives and progress, ensuring they remain updated on these important activities.

We recognize the importance of our role in creating truly sustainable products. We embrace our responsibility—as a Company, as a leader, and as an innovator—to contribute to a brighter future for all. Drawing on our legacy of stewardship, we continue to forge new paths toward a future where people are healthy and well-nourished, and where ecosystems are responsibly utilized to support global needs for energy, chemicals, and other resources. Although there is still much to accomplish, we believe we are already contributing meaningfully to that future.



Simtex Industries PLC, based on our sustainability management system, is committed to transparent reporting of our activities and goals to create value for both the Company and its stakeholders.

Environment

As Simtex Industries PLC., always operates with high ethical standards, the Company is committed to environmental excellence. It adopts innovative concepts and eco-friendly technologies that reduce environmental impact and help preserve biodiversity.

Employees

Simtex provides equal employment opportunities to employees at all levels and recruits individuals who are well-qualified and committed to the Company. It fosters a congenial working environment where every individual can be fully integrated and utilize their potential to achieve organizational targets. Simtex Industries PLC's Code of Conduct provides the framework to support this approach.

Associates

To protect human rights, Simtex Industries PLC., is committed to upholding internationally accredited employment and social standards for all its associates, while complying with local and national environmental laws to actively contribute to environmental protection. We believe it is in our collective best interest to support their capacity development so they can contribute to a sustainable future.

Products

To meet the highest expectations of consumers, Simtex Industries PLC., manufactures and delivers world-class, top-quality, safe products, thereby upholding sustainability.

Society

By embracing social responsibility as a commitment to the community and contributing to social development, Simtex provides comprehensive support to the society's most vulnerable areas.

As the Company is highly committed to sustainability, it has developed the following sustainability strategies:

- Risk Management
- Personnel Development
- Environmental Protection
- Occupational Safety
- Social Causes Programs
- Health Protection and Stakeholder Interests

Simtex Industries PLC., consistently strives to implement these strategies through the following sustainability management initiatives:

- Corporate Social Responsibility (CSR)
- Environment-Related Initiatives
- Environmental and Social Obligations
- Integrated Reporting

ENVIRONMENTAL AND SOCIAL OBLIGATIONS

Today, our planet is running out of resources, as it no longer has the natural capacity to compensate for humanity's ecological footprint.

Every business impacts the environment. To minimize negative effects, certain legal obligations must be followed. These requirements are relatively straightforward for any business, including workplaces.

It helps minimize the likelihood of environmental problems and reduces the costs of unnecessary waste and damage, while strengthening the Company's image and helping us gain a competitive advantage.

Environmental protection legislation is continually being reviewed both locally and internationally. To comply with the updated regulations, we consistently adhere to the following environmental obligations:

- **Reduction of Natural Resource Consumption:** We minimize energy and water usage within our premises and processes to conserve resources and reduce overall consumption.
- **Water Treatment Plant Usage:** To prevent environmental hazards, the factory uses a water treatment plant to purify wastewater and mitigate any potential pollution.
- **Responsible Goods Procurement:** We prioritize purchasing products and services that minimize environmental impact for our daily operational needs.
- **Pollution Prevention Practices:** We adopt practices that prevent pollution and conserve natural resources.
- **Equipment Life Extension:** To extend the lifespan of equipment, we implement preventive maintenance schedules, refurbish used equipment, and make strategic purchases.
- **Sensitive Equipment Monitoring:** We regularly monitor sensitive equipment, prevent and repair leaks, and maintain records to ensure optimal operation and environmental safety.

In addition, we regulate work includes disposing, maintaining, servicing and dismantling the disposal, maintenance, servicing and dismantling of refrigerators, freezers, air-conditioning equipment's and heat pumps as well as decommissioning of fire protection equipment and extinguishers.



Environmental compliance has become a fundamental requirement for businesses, and risk management training is an effective way to understand all aspects of environmental compliance. Accordingly, Simtex Industries PLC., organizes several training and certification programs on risk management.

Exceeding environmental obligations not only helps avoid penalties for non-compliance but also creates opportunities for substantial cost savings. Simtex Industries PLC., recognizes such savings by reusing, recycling, and reprocessing materials that would otherwise be discarded as waste.

To strengthen our reputation as a responsible corporate entity, we ensure that our headquarters, factory, and subsidiary companies operate in full alignment with all environmental guidelines.

Moving forward, we remain committed to upholding the highest environmental and social standards to establish Simtex Industries PLC., as a green leader in the industry.



SIMTEX INDUSTRIES PLC.

UPHOLDING THE HIGHEST ENVIRONMENTAL AND SOCIAL STANDARDS

ENVIRONMENT RELATED INITIATIVES

The modern world is changing rapidly. Over time, we have become increasingly dependent on technology, which has both positive and negative impacts on our lives. While new ideas and technologies contribute to human wellbeing, sometimes humans engage in activities that harm ecological systems, the atmosphere, and even our health. Recognizing the importance of a sustainable planet, Simtex Industries PLC., continuously strives to promote environmental preservation and pollution control through the following green initiatives:



Environmental Priority

Simtex Industries PLC., integrates environmental Concerns and their impact into decision-making and Ensures they are considered during the execution of activities.



Environment-Friendly Office

We provide environment-friendly office equipment, information, and solutions that are appreciated by our clients and supported by our employees, contributing to the preservation of the ecosystem.



Minimizing Energy and Water Usage

We are committed to fulfilling our social responsibilities by minimizing the use of energy and water within our premises and factories. This helps conserve resources , reduce waste, and lower costs. and reduce the wastage & cost as well.



Educating Staff on Environmental Principles

We place high priority on educating our staff thoroughly on a routine basis about our environmental principles to ensure that they conform to these principles in performing their duties and responsibilities.



Eco-Friendly Office Equipment

We select computers, monitors, printers, fax machines, copiers, and other office equipment with a focus on functionality, cost-effectiveness, and eco-friendliness.



Switching Off Electronics Devices after Finishing Tasks

The Company's employees are highly conscientious, strictly following the practice of turning off computers, monitors, printers, copiers, lights, and the main switch at the end of each workday, which also helps prevent potential hazards.



Email Correspondence

We usually prefer using email instead of sending memos and faxing documents for reducing time and papers.



Paperless Office

We are trying to set up a paperless office.



CNG Converted Vehicles

Most of the company's vehicles, including the pool cars used for transportation, have been converted to CNG to reduce both air pollution and costs.



Energy Savings Bulbs

We have already installed energy-saving bulbs throughout the office premises and factory to minimize power and electricity consumption.

REPORT ON GOING CONCERN

Day by day, businesses are becoming more competitive and challenging. Every company must assess its ability to continue as a going concern.

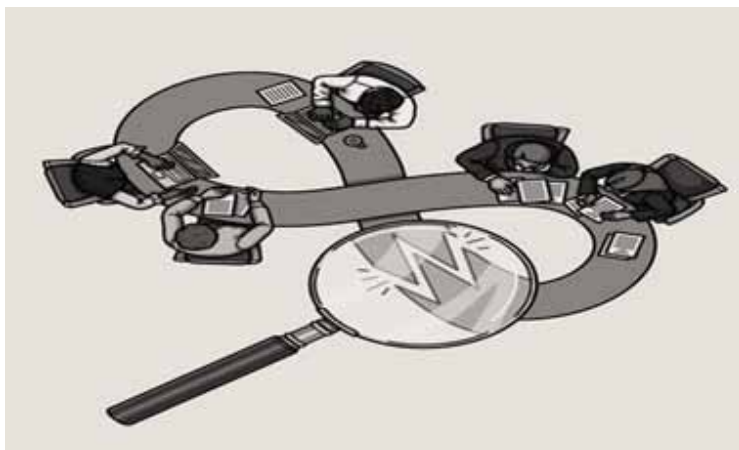
Going concern is a fundamental accounting concept used in preparing a company's financial statements. It assumes that a company will continue its operations and has no intention or need to liquidate or cease trading. This assumption indicates that the business intends to operate for at least the next year, which forms the basis for preparing its financial statements.

The purpose of this going concern statement is to combine the requirements of company law, accounting standards, and listing rules related to going concern.

The Board of Directors of Simtex Industries PLC., has evaluated whether any material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

The Directors assessed the Company's status as a going concern by making appropriate inquiries, including reviewing the budget and the expected outcomes of inherent business risks.

Considering the following major indicators, the Board of Simtex has concluded that the financial statements for the year ended June 2025 have been prepared based on the going concern assumption.



FINANCIAL INDICATIONS

Positive Net Current Assets

SIMTEX has positive net current assets of Tk. 704 million as of June 30, 2025. This indicates the Company's ability to meet its short-term obligations using its short-term assets.

Fixed Term Debt with Realistic Renewal or Repayment

Based on our past experience, it can be said that there is a strong possibility that a major portion of the short-term debt (used for working capital) will be renewed or can be repaid from cash flows.

Less Reliance on Short Term Borrowing/Current Liabilities

At the end of the financial year 2024–2025, the company's total short-term borrowings and current liabilities were Tk. 717 million, representing only 27.42% of total equity and liabilities. This indicates that the company has a low reliance on short-term borrowings.

Continuous Financial Support by Lenders/Valued Investors

The Company has a strong track record and reputation for settling its obligations with lenders, investors, and clients. As a result, we enjoy easy and fair access to funding sources to meet our growing needs.

Positive Key Financial Ratios

The Company's financial ratios indicate strong financial health and good prospects, as evidenced by the financial synopsis presented in the Annual Report.

Consistent Payment of Dividends

The Company has been paying dividends consistently to its shareholders for many years. The financial highlights included in this Annual Report demonstrate the Company's stability and long-term commitment to dividend payments. Since its listing, the Company has paid cash dividends every year, reflecting its long-term operational viability. The Company began paying cash dividends from the time it was listed on the stock exchanges.

Credibility in Payment of Obligations

Simtex has strong credibility in meeting its obligations to lenders and investors. The Company strictly complies with all loan agreement terms and has never defaulted.

Performance Growth

Simtex Industries PLC., maintained sustainable operational performance. The Company's gross profit, operating profit, and net profit were all positive during the reporting period. Gross profit, operating profit, and net profit were BDT 353.56 million, BDT 183.55 million, and BDT 82.29 million respectively. These indicators support the Company's ability to continue in the foreseeable future.

OPERATING INDICATIONS

Key Management Turnover

During the year 2024–2025, the Company experienced only a nominal employee turnover. There were no significant changes in key management positions. Employees maintain strong communication and long-term loyalty toward the Company.

World Class Product

Over the years, SIMTEX has become a trusted partner for its reputed buyers, continuously developing products and keeping up with current trends through its premium, world-class offerings. Its unique features and specifications make SIMTEX stand out to international buyers.

Good Market Reputation and Clients' Satisfaction

Gradually, the Company has built a strong market reputation and high client satisfaction by offering products with varied specifications, compositions, colors, and superior quality, and delivering them to clients in a professional and expert manner. As a result, it has established itself as the largest national industrial sewing thread manufacturer in Bangladesh and a major player in the textiles market.

Corporate Environment and Employee Satisfaction

SIMTEX fosters a very positive corporate environment. It is an excellent workplace with a friendly atmosphere that encourages easy and comfortable communication among employees, keeping them motivated and happy. The Company is committed to honesty and fair treatment for all employees, which helps maintain a strong corporate culture. SIMTEX offers a competitive compensation package, including numerous employee benefits such as festival bonuses, provident fund, worker profit participation fund, incentive and production bonuses, transportation facilities, group insurance, and more.

OTHER INDICATIONS

Maintenance of Sufficient Capital

As of 30 June 2025, the Company's total equity stands at BDT 1,785 million, compared to BDT 1,782 million as of 30 June 2024. The paid-up capital of the Company as of the reporting date is BDT 795.95 million. The Board has recommended a 10% cash dividend for the year 2024–25. This position reflects the Company's ability and intention to continue operations in the foreseeable future and demonstrates its long-term vision.

Satisfactory Credit Rating

Simtex Industries PLC., has been assigned a long-term credit rating of 'A' and a short-term credit rating of 'ST-3' by Credit Rating Information & Services Limited (CRISL), based on audited financial statements, bank liability position, and other available information up to the date of the rating declaration.

PRINCIPLES ON DISCLOSURE OF MATERIAL INFORMATION AND PRICE SENSITIVE INFORMATION

1. PRINCIPLES:

This policy is being adopted in compliance with the Bangladesh Securities and Exchange Commission's Notification No. BSEC/CMRRCD/2021-396/52/ADMIN/140 dated December 28, 2022, published on January 05, 2024. According to Clause No. 3 (2) of the aforesaid Notification, the Company (SIMTEX) is required to prepare Principles on Disclosure of Material Information and Price Sensitive Information following the guidelines provided in Schedule A of the said notification and publish the principles in its website. Accordingly, the Board of Directors of the Company ('the Board') has approved these Principles on Disclosure of Material Information and Price Sensitive Information for the Company at its meeting held on December 14, 2023.

2. OBJECTIVES:

The main objective of these Principles is to ensure that all investors have equal access to important information that may affect their investment decisions and that such information is adequately disseminated in a fair and timely manner in pursuance with the Listing Regulations and to provide an overall governance framework for determination of materiality.

In addition to that objectives are also aimed the following:

- a) To ensure that the Company complies with the disclosure obligations to which it is subject as a publicly traded company as laid down by the Listing Regulations, various securities laws, and any other legislations.
- b) To ensure that the information disclosed by the Company is timely and transparent.
- c) To ensure that corporate documents and public statements are accurate and do not contain any misrepresentation.
- d) To protect the confidentiality of material/price-sensitive information within the context of the Company's disclosure obligations.
- e) To provide a framework that supports and fosters confidence in the quality and integrity of information released by the Company.
- f) To ensure uniformity in the Company's approach to disclosures, raise awareness, and reduce the risk of selective disclosures.

3. DEFINITION:

- i. "Board of Directors" or "Board" means the Board of Directors of Simtex Industries PLC. (SIMTEX), as constituted from time to time.
- ii. "Policy" means this Policy titled The Principles on Disclosure of Material Information and Price Sensitive Information (PSI).
- iii. "Key Managerial Personnel" means Key Managerial Personnel (KMP) including the Managing Director & CEO, Chief Financial Officer (CFO), Company Secretary, and such other officer/s as may be prescribed by the Board of Directors.
- iv. Stock Exchange(s) means Dhaka Stock Exchange and Chittagong Stock Exchange.
- v. Listing Regulations mean Dhaka Stock Exchange (Listing) Regulation 2015 and the Chittagong Stock Exchange (Listing) Regulation 2015.
- vi. "BSEC" means Bangladesh Securities and Exchange Commission.
- vii. "DSE" means Dhaka Stock Exchange PLC.
- viii. "CSE" means Chittagong Stock Exchange PLC.
- ix. "Chairman" means the chairman of the Board of Directors of SIMTEX.
- x. "Director" means the Board of Directors of SIMTEX, so appointed time to time.

xi. “MD and CEO” means the Managing Director and Chief Executive Officer of SIMTEX.

xii. “Company Secretary” means the Company Secretary of the SIMTEX.

xiii. “CFO” means Chief Financial Officer of SIMTEX.

Words or Expressions not defined in this policy shall have the same meaning as given under the Securities and Exchange Ordinance, 1969, Bangladesh Securities and Exchange Commission Act, 1993, the Companies Act, 1994, Deposited Act, 1999, Exchanges Demutualization Act, 2013 and provisions made under the said laws. Further, in case of inconsistency between any provisions of this policy with any existing policy (ies) of the Company, provisions of policy for determination and disclosure of Materiality of Events or Information and Price Sensitivity will prevail.

4. PRICE SENSITIVE INFORMATION (PSI):

The company will consider the following information as the price sensitive information in (PSI) of The Company:

- Information related to the financial report financial results and other basic information related to the financial performance;
- Information related to dividend and corporate declarations;
- Information related to the change of corporate structure (i.e. amalgamation, merger, de-merger, re-structuring, acquisition, winding up, transfer, and transformation, etc.);
- Information related to the change of capital structure;
- Information related to the business extension, change, etc.;
- Any other information as defined by the BSEC as PSI through various rules, regulations, circulars, and directives; and
- Any information published by the BSEC in the official gazette defining as PSI.

5. MATERIAL INFORMATION (MI)

A. Factors related to changes in financial conditions, such as: -

- (a) Changes in financial statements, such as significant decrease or increase in income, expenses, cash flows, receivables, liabilities or assets, etc., and revaluation of most or significant assets or any information or statement or comment regarding revaluation of significant assets or significant decrease-increase;
- (b) The following comparative information in the financial statements:
 - Earnings per share (EPS);
 - Net operating cash flow per share (NOCFPS);
 - Net asset value per share (NAV);
- (c) Material changes in the value or composition of assets of the company;
- (d) Any special instructions or any modification of any special instructions previously given by the regulatory authority of the company regarding the reservation of provisions, and
- (e) Any change in the accounting policies of the company, etc.

B. Information regarding corporate announcements, such as: -

- (a) Any decision relating to dividend;
- (b) The decision to declare or issue rights, bonus issues, or similar benefits to security holders;
- (c) Corporate declarations or other information relating to the receivables of the investors; and
- (d) Any change in dividend distribution policy, etc.

C. Information regarding changes in corporate structure, such as: -

- (a) Acquisition or disposal of any existing assets of the company at least 05% (five percent) or more;
- (b) Merger of the Company with another company;
- (c) Any acquisition or substantial acquisition of shares of any company, etc.
- (d) Demerger of any unit of the company;
- (e) Conversion or winding up of any unit of the Company;

- (f) Changes in corporate operations by way of capital reorganization or merger or demerger;
- (g) Takeover proposal or internal service acquisition proposal of any company;
- (h) Change of ownership that may affect controlling of the Company; and
- (i) Change of name or address, etc.

D. Information regarding changes in capital structure, such as: -

- (a) Any decision regarding private or public or rights offer of securities or changes in its capital structure;
- (b) Systematic repurchase or redemption of securities of the Company;
- (c) Any decision regarding consolidation of shares, exchange of shares, conversion of any security into equity security, or conversion of debentures into shares; and
- (d) Significant changes in rights of security holders, etc.

E. Information regarding expansion, change, etc. of business activities, such as: -

- (a) Any significant development or change in the Company's technology, production or facilities;
- (b) Significant capital investment or significant change in the purpose of the organization;
- (c) Significant new contracts, product, patent, service, or business changes;
- (d) Significant realization of long-term Bad Debts;
- (e) Any change of the Board of Directors or any resignation or termination of the CEO, CFO and Company Secretary;
- (f) Change of statutory auditor or corporate governance compliance auditor and Credit Rating Company or agency;
- (g) Initiation of legal proceedings or development of regulatory matters or any significant judgment or order by the court;
- (h) Change of category of listed security in the stock exchange(s) or company's de-listing from the exchange(s);
- (i) Any significant management contract, investor relations agreement, service agreement, or related party transaction that could materially affect the financial statements of the Company;
- (j) Information relating to the decision of sale or purchase of any fixed asset or renovation or development or expansion of plant or machinery (BMRE) or setting up of new units; and
- (k) Grant or acceptance of significant advances or loans between the inter-company, subsidiary, or associate companies;
- (l) Any kind of loan or related benefits received and provided or exchanged with any directors of the Company.

F. Information related to loan and debt management, such as: -

- (a) Borrowing and repayment of 25% or more of the paid-up capital or net asset value, whichever is higher;
- (b) Mortgage or unmortgaged of any significant assets;
- (c) Failure to repayment of debt to any bank or creditor or letter of credit for more than 06 (six) months;
- (d) Significant new loan agreements; and
- (e) Foreign loan and agreement or investment agreement, etc.

G. Others, such as:-

- (a) Signing of any material agreement or cancellation or substantial amendment of previously declared/signed agreement;
- (b) Loss of any substantial assets of the company or any event affecting its reputation;
- (c) Cancellation or substantial modification of any scheme previously declared; and
- (d) Submission of qualified reports of the company by the auditor, etc.

H. The commission may, by order published in the official gazette, determine any other information to be Material Information.

6. DISCLOSURES ON THE WEBSITE

The Policy will be available on the Company's website: <https://simtexgroup.com>. The Company shall upload on its website all Material Information and Price Sensitive Information and host for a minimum period of 03 (three) years according to requirements by Rule No. 3(4) of the BSEC Prohibition of Insider Trading Rules 2022.

7. TRADING PERIOD RESTRICTION

As per Rule-5(2) of the BSEC Prohibition of Insider Trading Rules 2022, individuals including Sponsors, Directors, Employees, Auditors, persons engaged in audit work, advisors, legal counsel, or beneficial owners of securities are prohibited from buying, selling, receiving, or disposing of any securities of the Company between May 1st of each fiscal year and the approval of annual financials by the Board of Directors.

8. MONITORING AND REPORTING

The 'Key Managerial Personnel' (KMP) are jointly responsible to the Board for monitoring and reporting the implementation of this principle.

9. PRINCIPLES REVIEW

These Principles may be modified as may, in the opinion of the Board, be deemed necessary from time to time based on changing requirements as prescribed by the BSEC with the assistance of KMP and subsequently to be updated to the website.

9.1. REVIEW OF THE POLICY

The Policy may be modified as may, in the opinion of the Board, be deemed necessary.



Neaz Rahman Shaqib
Managing Director



PODDER & ASSOCIATES

Cost and Management Accountants

6/A/1 (Ground Floor), Segun Bagicha, Dhaka-1000.

Phone : 02-57160360, 02-57160425, E-mail: info@thepodders.com; podderassociates@yahoo.com

Web: www.thepodders.com

Annexure-B

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

Report to the Shareholders of SIMTEX INDUSTRIES PLC on compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by Simtex Industries PLC for the year ended on June 30, 2025. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, Dated: 3 June 2018 of the Bangladesh Securities and Exchange Commission.

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

This is 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:

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

Place: Dhaka
Dated: November 12, 2025

For Podder & Associates



Jayanta Kumer Podder
Cost & Management Accountants

Corporate Governance	Income Tax Consultancy	Financing Consultancy	Feasibility & Project Profile	Legal Regulatory Service	Cost Audit
I P O Consultancy	VAT Consultancy	Accountancy Service	Foreign Investment Functions	Business Advisory & Outsourcing	Management & Performance Audit
Secretarial Service	Custom & Excises	Business Automation, MIS & AIS	Liasion Office Support Service	Brand Survey & Product Promotion	HR Consultancy & HR Outsourcing

Simtex Industries PLC.

Status of Compliance with the Corporate Governance Code (CGC) For the year ended 30 June 2025

Status of compliance with the conditions 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. 9.00)

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1	Board of Directors			
1(1)	Size of the Board of Directors			
	The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	√	-	The Boards of Directors are comprised of Seven (7) Directors including Managing Director.
1(2)	Independent Directors			
1(2)(a)	At least 2 (two) directors or One-fifth (1/5) of the total number of directors in the company's board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s):	√	-	There are three (03) Independent Directors on the SIMTEX Board.
1(2)(a)(i)	“Provided that the Board shall appoint at least 1(one) female independent director in the Board of Directors of the company;	-	-	The NRC recommended it in its meeting held on October 12, 2025, and Simtex submitted the application on October 16, 2025, for approval by the Bangladesh Securities and Exchange Commission.
1(2)(b)	Without contravention of any provision of an other laws, for the purpose of this clause,an "independent director" means a director-			
1(2)(b)(i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	√	-	None of the Independent Directors hold any shares of Simtex.
1(2)(b)(ii)	Who is not a sponsor of the company and is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company;	√	-	
1(2)(b)(iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years;	√	-	-
1(2)(b)(iv)	who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	√	-	-
1(2)(b)(v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	√	-	-
1(2)(b)(vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	√	-	-
1(2)(b)(vii)	who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	√	-	-
1(2)(b)(viii)	who is not independent director in more than 5 (five) listed companies;	√	-	-
1(2)(b)(ix)	Who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh bank for non-payment of any loan or advance or obligation to abank or a financial institution;and"	√	-	-

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
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)(c) (1)	"Provided that the Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of recommendation of the Nomination and Remuneration Committee(NRC) of the company;"	✓	-	
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 business;	✓	-	-
1(3)(b)(i)	Business leader who is or was a promoter or director of an unlisted company having minimum paid up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association; or	-	-	N/A
1(3)(b)(ii)	Corporate leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company;	✓	-	-
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law; Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service;or"	✓	-	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 who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	✓	-	
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓	-	-
1(3)(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:			

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓	-	-
1(4)(b)	The Managing Director (MD) and/ or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓	-	-
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓	-	-
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the chairperson and the Managing Director and/ or Chief Executive Officer;	✓	-	-
1(4)(e)	In the absence of the chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓	-	N/A
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;	✓	-	N/A
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 Extra-Ordinary activities and their implications (gain or loss);	✓	-	No such issue arose
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓	-	-
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	✓	-	No such case during the year
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;	✓	-	No such case during the year
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performance and Annual Financial statements;	✓	-	
1(5)(x)	A statement of remuneration paid to the directors including independent directors	✓	-	
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	✓	-	-
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	✓	-	-

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
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 going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	✓	-	-
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	✓	-	-
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓	-	-
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	-	-	The Board of Directors has recommended 10% cash dividend for all ordinary shareholders for the year ended June 30, 2025
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);	-	-	There is no subsidiary Company
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;	✓	-	-
1(5)(xxiv)(c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓	-	-

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	✓	-	-
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓	-	-
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;	✓	-	-
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C.	✓	-	-
1(5)(xxviii)	The Directors' report to the Shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality."	✓	-	-
1(6)	Meetings of the Board of Directors:			
	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	✓	-	-
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	✓	-	
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company	✓	-	

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
2	Governance of Board of Directors of Subsidiary Company There is no subsidiary company			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;		N/A	
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			
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;			
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;			
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			
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)(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;	√	-	-

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
3(3)(a)(ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	✓	-	-
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members	✓	-	-
3(3) (c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓	-	-
3(3) (c)(i)	'Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group reduction of cost or for technical expertise, with prior approval of the commission: Provided further that the remuneration and perquisites of the said CFO or CS shall be shares by appointing companies proportionately;"	✓	-	N/A
4	Board of Directors' Committee:- For ensuring good governance in the company, the Board shall have at least following sub-committees:			
4(i)	Audit Committee	✓	-	In Practice
4(ii)	Nomination and Remuneration Committee	✓	-	In Practice
5	Audit Committee			
5(1)	Responsibility to the Board of Directors			
5(1)(a)	The company shall have an Audit Committee as a sub-committee of the Board;	✓	-	In Practice
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;	✓	-	In Practice
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)(a)	The Audit Committee shall be composed of at least 3 (three) members;	✓	-	The Audit Committee (AC) is comprised of three (3) members, including two (2) Independent Directors.
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 any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	✓	-	-
5(2)(e)	The company secretary shall act as the secretary of the Committee;	✓	-	-

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓	-	-
5(3)(a)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an Independent director;	✓	-	-
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓	-	-
5(3)(c)	Chairperson of the Audit Committee shall remind present in the Annual General Meeting (AGM):	✓	-	-
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	✓	-	-
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓	-	-
5(5)	The Audit Committee shall:-			
5(5)(a)	Oversee the financial reporting process;	✓	-	-
5(5)(b)	Monitor choice of accounting policies and principles;	✓	-	-
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	✓	-	-
5(5)(d)	oversee hiring and performance of external auditors;	✓	-	-
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	✓	-	-
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	✓	-	-
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓	-	-
5(5)(h)	Review the adequacy of internal audit function;	✓	-	-
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	✓	-	-
5(5)(j)	Review statement of all related party transactions submitted by the management;	✓	-	-
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	✓	-	-

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
5(5)(l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;	✓	-	-
5(5)(m)	oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission;	✓	-	N/A
5(6)	Reporting of the Audit Committee			
5(6)(a)	Reporting to the Board of Directors			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	✓	-	
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:-		-	
5(6)(a)(ii)(a)	Report on conflicts of interests;	-	-	No such Incident arose
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;	-	-	No such Incident arose
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations;	-	-	No such Incident arose
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	-	-	No such Incident arose
5(6)(b)	Reporting to the Authorities:			
	If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	-	-	No such reportable incidence arose
5(7)	Reporting to the Shareholders and General Investors:			
	Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	✓	-	-
6	Nomination and Remuneration Committee (NRC). -			
6(1)	Responsibility to the Board of Directors			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	✓	-	
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓	-	

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	✓	-	
6(2)	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	✓	-	
6(2)(b)	At least 02(two) members of the committee shall be non-executive directors;"	✓	-	
6(2) (c)	Members of the Committee shall be nominated and appointed by the Board;	✓	-	
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	✓	-	
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	✓	-	
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	-	-	No such occurrence during the year
6(2)(g)	The company secretary shall act as the secretary of the Committee;	✓	-	
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓	-	
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	✓	-	
6(3)	Chairperson of the NRC			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	✓	-	
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	✓	-	
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders.	✓	-	
6(4)	Meeting of the NRC			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	✓	-	During this year, the Committee held 03 (Three) meeting, complying with the requirement of at least one meeting to be held during the year.
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	-	-	No such case arose after formation of NRC

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
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;	✓	-	
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	✓	-	
6(5) (c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual Report.	✓	-	
7	External or Statutory Auditors			
7(1)	The issuer shall not engage its external or statutory auditors to perform the following services of the company, namely:-			

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

APPLICATION OF INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRS) AND INTERNATIONAL ACCOUNTING STANDARDS (IAS)

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

S/N	Name of IFRSs	IFRSs No.	Status
1	First time adoption of International Financial Reporting Standards	IFRS 1	Not Applicable
2	Shares based Payment	IFRS 2	Not Applicable
3	Business Combinations	IFRS 3	Not Applicable
4	Non-current Assets Held for Sale and Discontinued Operations	IFRS 5	Not Applicable
5	Exploration for and Evaluation of Mineral Resources	IFRS 6	Not Applicable
6	Financial Instruments: Disclosure	IFRS 7	Applied
7	Operating Segments	IFRS 8	Not Applicable
8	Financial Instruments	IFRS 9	Applied
9	Consolidated Financial Statements	IFRS 10	Not Applicable
10	Joint Arrangement	IFRS 11	Not Applicable
11	Disclosure of Interest in other entities	IFRS 12	Not Applicable
12	Fair Value Measurement	IFRS 13	Applied
13	Regulatory deferral accounts	IFRS 14	Not Applicable
14	Revenue from Contracts with Customers	IFRS 15	Applied
15	Leases	IFRS 16	Not Applicable
16	Insurance Contract	IFRS 17	Not Applicable



REPORT OF THE AUDIT COMMITTEE

(For the year ended on 30 June 2025)

Dear Shareholders,

Simtex Industries PLC., established an audit committee as a sub-committee of the Board of Directors and they assist the Board of Directors in fulfilling its oversight responsibilities and ensuring that the financial statements reflect true and fair view.

Composition of Audit Committee

As per requirements of BSEC circular, The Board of Directors of Simtex Industries PLC. formed an Audit Committee headed by Company's Independent Director Mr. Md. Abdul Haque Sarder FCS, FCA. The Committee is composed of 3 (three) members of the Board. The members of the Audit Committee are as follows:

Mr. Md. Abdul Haque Sarder FCS, FCA Independent Director	Chairman
Mr. A. T. M. Sarrowar Kamal Chowdhury Independent Director	Member
Mr. Md. Ayub Ali Nominated Director	Member
Mr. Saikh Bin Abedin Company Secretary	Member Secretary

Audit Committee Meeting Attendance record of the Members

Name of Directors	Position	Meeting Held During His/Her Duration	Attended
Mr. Md. Abdul Haque Sarder FCS, FCA	Chairman	4	4
Mr. A. T. M. Sarrowar Kamal Chowdhury	Member	4	4
Mr. Md. Ayub Ali	Member	4	4

The Role and Responsibilities of the Audit Committee

The Role and Responsibilities of the Audit committee are clearly mentioned in the Compliance of Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC) Notification No. SEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 condition no 5.5. The key responsibilities of the Audit Committee are as follows.

- Oversee the financial reporting process.
- Monitor choice of accounting policies and principles.
- Monitor Internal Control Risk Management process.
- Oversee hiring and performance of external auditors.
- Review along with the Management, the quarterly, half yearly and Annual Financial statements before submission to the Board of Directors for approval.
- Hold meeting with the external or statutory Auditors for review of the Financial Statements before submission to the Board of Directors for approval.
- Review the adequacy of internal Audit function.
- Review statement of significant related party transactions submitted by the management.
- Review Management letter/Letter of Internal Control weakness issued by statutory auditors.
- Review the Management's Discussion and Analysis before disclosing in the Annual Report.

During the period under report the committee met Six times and its activities include:

- The financial statements of the quarterly, half yearly and the full year were reviewed by the committee and subsequently recommended to the Board of Directors for adoption, consideration and circulation as per the requirement of Bangladesh Securities & Exchange Commission.
- The committee also reviewed the audited financial statements of the Company for the year ended June 30, 2025. This review incorporated the accounting policies and key judgments and estimates under pinning financial statements as disclosed in Notes to the Accounts.
- The committee also reviewed the work of the internal audit department and made suggestions for improvement.
- The committee reviewed the compliance with existing laws and regulation.
- Approved the internal audit plan.
- Reviewed the effectiveness and independence of the Statuary Auditors and recommended appointment of external auditors.

Audit Committee expressed their sincere thanks to all members of Board, team of Internal Audit, team of Accounts & Finance and Management of the Company for their support.

On behalf of the Committee

A handwritten signature in black ink, appearing to be "Md. Abdul Haque Sarder", written over a horizontal line.

Mr. Md. Abdul Haque Sarder FCS, FCA
Chairman, Audit Committee

REPORT OF THE NOMINATION AND REMUNERATION COMMITTEE (NRC)

The Company has formed a Nomination and Remuneration Committee (NRC) as per notification no. BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03 June 2018.

Members of NRC:

The committee consists of 3 members; which is as follows:

1. Mr. A. T. M. Sarrowar Kamal Chowdhury	Chairman
2. Mr. Md. Abdul Haque Sarder FCS, FCA	Member
3. Mr. Md. Ayub Ali	Member
4. Mr. Saikh Bin Abedin	Secretary Member

The primary role of the Committee is to support and advise the Board on the Company's Remuneration Policy, both for the Board and Key Management Personnel. The Committee is also responsible for driving diversity and inclusion within the organization, establishing and upholding standards of behavior and the company's cultural code. Additionally, the Committee ensures the implementation of appropriate processes for performance-based compensation, aimed at motivating and retaining executives. Furthermore, the Committee works to ensure that the Company can attract and retain top talent, thereby maximizing value for its stakeholders.

During this year, the Committee held 03 (Three) meeting, complying with the requirement of at least one meeting to be held during the year.

NRC Meeting Attendance record of the Members

Name	Position	Meeting Held During His/ Her Duration	Meeting Attended
Mr. A. T. M. Sarrowar Kamal Chowdhury	Chairman	2	2
Mr. Md. Abdul Haque Sarder FCS, FCA	Member	2	2
Mr. Md. Ayub Ali	Member	3	3
Mr. Shah Md. Asad Ullah	Ex-Chairman	1	1
Mr. Md. Hafizur Rahman	Ex-Member	1	1

Terms of Reference:

The terms of reference of the Committee as set out by the Nomination & Remuneration Committee which was adopted by the Board during the year under review, the Committee shall oversee, among others, the following matters and shall recommend the following for review and/or approval of the Board, as the case may be:

- i. The criteria for determining qualifications, positive attributes and independence of a director.
- ii. A policy relating to the remuneration of the directors, top-level executive, considering the following:
 - a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;
 - b. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - 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;
- iii. A policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;
- iv. The plan in relation to identification of 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;

- v. The criteria for evaluation of performance of independent directors and the Board;
- vi. The plan or proposal on company's needs for employees at different levels and the selection, transfer or replacement and promotion criteria/ principles and
- vii. The annual exercise on the developments, recommendations and review of the company's human resources and training policies;

Major Activities during the year:

During the year under review, the Committee carried out the following activities:

- a. Reviewed and ratified the uniform Code of Conduct for the Company which is also applicable to members of the Board and Key Management Personnel and Top-Level Executives as adopted by the Board
- b. Reviewed the available documents of the Company which underly all aspects of individual and collective performance and functioning of the Company
- c. Reviewed the core human resources principles and philosophies of the Company including recruitment, performance evaluation across all levels of members and talent value proposition of the Company
- d. Reviewed Employee Benefit policies to attract the job seekers and retain internal talents. In addition, they also addressed succession planning of the Company to have our future leaders ready according to the requirements, while ensuring extensive training and development plans for the individual and/or group of people.

The NR Committee expressed its sincere thanks to the members of the Board and the Management of the Company for their support in carrying out its duties and responsibilities effectively. The Committee will proceed to function through constant monitoring of the progress of such activities throughout the calendar year.

On behalf of the Committee,

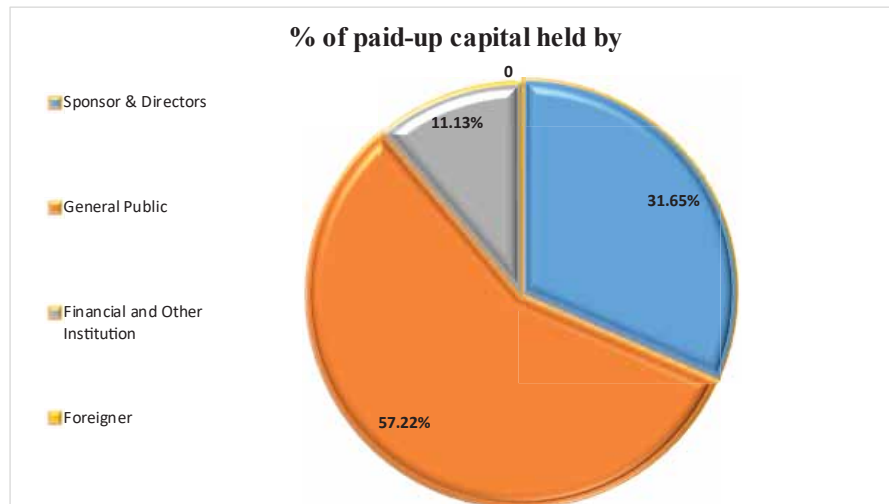


Mr. A. T. M. Sarrowar Kamal Chowdhury
Chairman of
Nomination and Remuneration Committee
& Independent Director

INFORMATION RELATING TO COMPANY CAPITAL

Simtex Industries PLC. is the second largest sewing thread manufacturer in Bangladesh. The Company started its business with paid-up Capital TK. 6.00 million and now it's existing paid-up capital stands at 795.954 million. Authorized Capital of the Company is TK. 1000 million. In 2015 the Company raised its paid-up capital by TK. 300 million through IPO. The Company is listed with DSE and CSE. The Capital Structure of the Company is the nominated as under:

Particulars	Number of Shares	Percentage
Sponsor & Directors:	25,193,095	31.65%
General Public:	45,543,370	57.22%
Financial and Other Institution:	8,858,916	11.13%
Foreigner:	-	-
	79,595,381	100%



The Range of Shareholding as on 30 June, 2025:

Particulars of Investors	Number of Shareholders	Number of Shares	Percentage of Shareholders %
1 to 100 Shares	791	22,081	0.03%
101 to 500 Shares	1,594	562,080	0.71%
501 to 1,000 shares	485	412,502	0.52%
1,001 to 10,000 shares	1,630	6,829,589	8.58%
10,001 to 20,000 shares	262	3,787,954	4.76%
20,001 to 50,000 shares	225	7,148,797	8.98%
50,001 to 1,00,000 shares	76	5,653,129	7.10%
1,00,001 to 10,00,000 shares	75	20,681,328	25.98%
10,00,001 to 50,00,000 shares	8	14,297,970	17.96%
50,00,001 to 1,00,00,000 shares	1	5,420,955	6.81%
1,00,00,001 and above	1	14,778,996	18.57%
Total	5,148	79,595,381	100.00%

CREDIT RATING

Simtex Industries PLC. has been rated as A (Pronounced as single A) for long-term credit rating and ST-3 for Short-term credit rating by Credit Rating Information and Services Ltd. (CRISL) based on audited financial statements up to 30 June, 2024, Bank liability position as on 21 March, 2025 and other available information up to the date of rating declaration. The date of rating was on 23 March, 2025. The outlook on the rating is Stable.



First ISO 9001 : 2015 Certified Credit Rating Company in Bangladesh Operating Since 1995

Setting global standard at national level

CRISL/ CER/ 4294 /25

SIMTEX INDUSTRIES PLC

RATING SPECIFICS

Date of Rating: March 23,2025		Valid up to:March 22,2026	
	Long Term	Short Term	
Entity Rating	A	ST-3	
Outlook	Stable		
Bank Facilities Rating			
Bank/FI	Mode of Exposures (Figures in million)		Bank Loan Rating
	*TLO-TK.115.90		
	**WCLL-TK.1,225.00		
Trust Bank PLC	***WCLQ-TK.128.96		blr A

*TLO-Term Loan Outstanding, **WCLL-Working Capital Loan Limit, ***WCLO-Capital Loan Outstanding

CRISL has reaffirmed the Long Term rating to 'A' (pronounced as single A) and the Short Term rating to 'ST-3' of Simtex Industries PLC ('SIPLC') based on its financials and both relevant qualitative and quantitative information available at the time of the rating. The above ratings have been reassigned due to consistent maintenance of some fundamentals such as equity based capital structure, good financial performance, regular loan repayment status, good infrastructure facilities and experienced management team etc. However, these strengths are somewhat offset by moderate production capacity utilization, moderate operating efficiency, exposure to price fluctuation risk, energy price hike risk, wages escalation risk etc.

The Long Term rating implies that entities rated in this category are adjudged to offer adequate safety for timely repayment of financial obligations. This level of rating indicates a corporate entity with an adequate credit profile. Risk factors are more variable and greater in periods of economic stress than those rated in the higher categories. The Short Term rating indicates good certainty of timely payment. Liquidity factors and company fundamentals are sound. Although ongoing funding needs may enlarge total financing requirements, access to financial markets is good with small risk factors.

CRISL also views the company with "Stable Outlook" for its steady business growth and consistent fundamentals and believes that the company will be able to maintain its fundamentals with the same trend in foreseeable future.



Md. Asaduzzaman Khan
Chief Executive Officer

CREDIT RATING REPORT - RATIONALE

Najshi Homes (1st, 4th & 5th Floor)
6/1/A, Segunbagicha, Dhaka-1000, Bangladesh
Tel: 88-02-953 0991-3, Fax: 88-02-953 0995
E-mail: info@crislbd.com

CERTIFICATE





SIMTEX INDUSTRIES PLC
Khagan, Birulia, Savar
Dhaka - 1341, BANGLADESH



Hohenstein Laboratories
GmbH & Co. KG
74357 Bönnigheim
Germany

Certificate

OEKO-TEX® STANDARD 100

SIMTEX INDUSTRIES PLC

is granted the OEKO-TEX® STANDARD 100 certification
and the right to use the trademark.

SCOPE

Sewing, embroidery and filament thread made of 100 % polyester (recycled), white, disperse dyed, silicone finished, recycled content 100 %: from post-consumer PET bottles; produced using components partly pre-certified according to OEKO-TEX® STANDARD 100.

PRODUCT CLASS

I (baby articles) - Annex 6



This certificate 21.HBD.75506 is valid until
30.11.2026.

SUPPORTING DOCUMENTS

- ✓ Test report : 25.1225169
- ✓ Declaration of conformity in accordance with EN ISO 17050-1 as required by OEKO-TEX®
- ✓ OEKO-TEX® Terms of Use (ToU)

Ivonne Schramm

Dipl.-Ing. (FH) Ivonne Schramm
Global Head of OEKO-TEX® Certification

Further compliance information (REACH, SVHC, POP, GB18401 etc.) can be found on oeko-tex.com/en/faq.

The certificate is based on the test methods and requirements of the OEKO-TEX® STANDARD 100 that were in force at the time of evaluation.

Bönnigheim, 2025-09-24

OEKO-TEX Service GmbH Genferstrasse 23, CH-8002 Zurich





SIMTEX INDUSTRIES PLC
Khagan, Birulia, Savar
Dhaka - 1341, BANGLADESH



Hohenstein Laboratories
GmbH & Co. KG
74357 Bönnigheim
Germany

Certificate

OEKO-TEX® STANDARD 100

SIMTEX INDUSTRIES PLC

is granted the OEKO-TEX® STANDARD 100 certification
and the right to use the trademark.

SCOPE

Sewing, embroidery and filament thread made of 100 % polyester and 100 % polyamide, white, disperse and acid dyed (including neon green); produced using components partly pre-certified according to OEKO-TEX® STANDARD 100.

PRODUCT CLASS

I (baby articles) - Annex 6



This certificate 07.KA.53099 is valid until
31.10.2026.

SUPPORTING DOCUMENTS

- ✓ Test report : 25.1225147
- ✓ Declaration of conformity in accordance with EN ISO 17050-1 as required by OEKO-TEX®
- ✓ OEKO-TEX® Terms of Use (ToU)

Ivonne Schramm

Dipl.-Ing. (FH) Ivonne Schramm
Global Head of OEKO-TEX® Certification

Further compliance information (REACH, SVHC, POP, GB18401 etc.) can be found on oeko-tex.com/en/faq.

The certificate is based on the test methods and requirements of the OEKO-TEX® STANDARD 100 that were in force at the time of evaluation.

Bönnigheim, 2025-09-17

OEKO-TEX Service GmbH Genferstrasse 23, CH-8002 Zurich





BANGLADESH GARMENTS ACCESSORIES & PACKAGING MANUFACTURERS & EXPORTERS ASSOCIATION [BGAPMEA]

বাংলাদেশ গার্মেন্টস্‌ এক্সেসরিজ্‌ এন্ড প্যাকেজিং ম্যানুফ্যাকচারার্স্‌ এন্ড এক্সপোর্টার্স্‌ এসোসিয়েশন (বিজিএসপিএমইএ)

273/3, West Manikdi (3rd FL), ECB Chattar - Mirpur DOHS Link Road, Dhaka Cantonment, Dhaka-1206, Bangladesh. Regd. No.: C.T.O. 290(02)/91

Mobile : 01712 988 982, 01817 564 993, Email : bgapmea@gmail.com, info@bgapmea.org, Web : www.bgapmea.org

Regional Office: Nitya Tower (4th FL), 335 CDA Avenue, IMA Ali Road, Lashori Bazar, Chittagong. Email: bgapmea@region@gmail.com

Certificate no. 257/2025

Membership no. 1253

Membership Certificate

This is to certify that

Simtex Industries Ltd.

of

Khagan, Birulia (Ashulia),

Savar, Dhaka

*is a member of this association. Their membership
is valid up to the 31st December 2025.*

18-01-2025

Date

Acting President



BANGLADESH TEXTILE MILLS ASSOCIATION (BTMA) বাংলাদেশ টেক্সটাইল মিল্‌স এসোসিয়েশন (বিটিএমএ)

Unique Trade Centre (Level 8), 8, Panthapath, Karwan Bazar, Dhaka-1215, Bangladesh, Phone : 48116358,
222248778, 58156619, E-mail : btmasg@gmail.com, btma2@yahoo.com, Website: www.btmadhaka.com

MEMBERSHIP CERTIFICATE

Membership No : 003-0137-1029

Date : 6.1.2025

Simtex Industries Limited

We are pleased to admit M/s

of Khagan, Birulia, Savar, Dhaka.

as a General/An Associate member of this registered Trade Association in the category of Textile Product Processor

The member mill possesses 0 spindles & 0 Rotors for yarn productions, 0 number of Shuttleless Loom,

0 No of Shuttle loom & 0 Knitting machines for fabric production. The annual capacity of the mill in

(i) Cotton/ Polyester/ Texturised Yarn/ Wool/ Acrylic wool manufacturing is 0 kgs.

(ii) Woven/ Knit/ Towel/ Garments/ Fabric/ Hosiery/ Sweater manufacturing is 0 metres.

(iii) Dyeing/ printing finishing is 0 kgs. 0 metres 312000 kgs.

This certificate shall remain valid up to January 2025 - December 2025.



Brig. Gen. Md. Zahid Hossain, msc, psc (retd.)
Secretary General
Bangladesh Textile Mills Association

Additional Secretary General



**BANGLADESH SEWING THREAD MANUFACTURERS
& EXPORTERS ASSOCIATION**

YOUTH TOWER, (9th Floor) 822/2, ROKEYA SARANI, DHAKA-1216.

Certificate No. 026/2024-2025

MEMBERSHIP CERTIFICATE

This is to certify that M/s. SIMTEX INDUSTRIES LTD.
of Klagan, Birulia, Savar, Dhaka, Bangladesh
is a member of this Association. Their Membership is valid upto the 31st day of December, 2025



Date: 08.01.2024


President
Abul Hassem Halder
President
Bangladesh Sewing Thread
Manufacturers & Exporters
Association



GSCS International Ltd.
Rokeya Palace, House 75, Road 19, Sector 11, Uttara, Dhaka -1230, Bangladesh
Tel: +88 02 5508 6965; info@gscsbd.com, Web: www.gscsinfl.org

Scope Certificate

Scope Certificate Number GSS-GRS-20214953

GSCS International Ltd.
certifies that

Simtex Industries PLC
Textile Exchange-ID (TE-ID) : TE-00051383

Client Number TE-20200056

Khagan, Birulia, Savar, 1341, Dhaka, BD-C, Bangladesh, BD
has been audited and found to be in conformity with the

Global Recycled Standard (GRS) (Version 4.0)

Product categories mentioned below (and further specified in the product appendix) conform with the standard(s):

Functional accessories (PC0017)

Process categories carried out under responsibility of the above mentioned organization for the certified products cover:

Preparatory (PR0022), Dyeing (PR0008), Finishing (PR0012), Packing (PR0020)

*The processes marked with an asterisk may be carried out by subcontractors.

This Certificate is valid until: 2026-09-16

Audit criteria: Global Recycled Standard (GRS) 4.0; Content Claim Standard V3.1 ; Textile Exchange Standards Claims Policy V1.3

Place and Date of Issue

Dhaka, 2025-09-17

Last Updated: 2025-09-17

Extended Until: N/A

Status: Active

Certification Body



Standard



M. A. Mottaleb

Name of the Authorized Person
Abdul Mottaleb



Certification Body Licensed by: Textile Exchange; Licensing Code: CB-GSS

Certification Body Accredited by: ANAB ; Accreditation Number: 9126

Inspection Body: GSCS International Ltd.

Auditor(s): N/A

This scope certificate provides no proof that any goods delivered by its holder are Global Recycled Standard (GRS) 4.0 certified. Proof of Global Recycled Standard (GRS) 4.0 certification of goods delivered is provided by a valid transaction certificate (TC) or equivalent covering them.

The issuing body may withdraw this certificate before it expires if the declared conformity is no longer guaranteed.

To authenticate this certificate, please visit www.TextileExchange.org.

C-665

Membership No:111



Date of Issue : 29/06/2025

India-Bangladesh Chamber of Commerce & Industry

Certificate of Membership

This is to certify that Simtex Industries PLC

..... is a Corporate Member of this Chamber

This certificate shall remain valid upto June, 2026


Secretary General



Independent Auditors' Report

To The Shareholders of Simtex Industries PLC.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Simtex Industries PLC. (the 'Company'), which comprise the statement of financial position as at 30 June 2025, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements give true and fair view of the financial position of the Company as at 30 June 2025, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

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

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.

The key audit matters are discussed below, together with an explanation of how the risk and our audit response were tailored to address these specific areas.

Property, plant and Equipment	
See note no. 3.00 to the financial statements.	
The key audit matter	How the matter was addressed in our audit
<p>The carrying value of the PPE amounted to Tk. 1,167,077,409 as at 30 June 2025.</p> <p>There is a risk of:</p> <ul style="list-style-type: none"> Determining which costs meet the criteria for capitalization; Determining the date on which the assets are recognized as property, plant and equipment and depreciation commences; The estimation of economically useful lives and residual values assigned to Fixed assets. <p>We identified the carrying value of property, plant, and equipment as a key audit matter because of the high level of management judgment involved and because of its significance to the financial statements.</p>	<p>Our audit procedures to assess the carrying value of property, plant, and equipment included the following:</p> <ul style="list-style-type: none"> We assessed whether the accounting policies in relation to the capitalization of expenditures are in compliance with IFRS and found them to be consistent. We obtained a listing of capital expenditures incurred during the year and, on a sample basis, checked whether the items were procured based on an internal purchase order that had been properly approved by the responsible individuals. We inspected a sample of invoices and L/C documents to determine whether the classification between capital and operating expenditure was appropriate. We evaluated whether the useful lives determined and applied by the management were in line with historical experience and the market practice. We checked whether the depreciation of PPE items was commenced in a timely manner, by comparing the date of the reclassification from capital in progress to make it ready for use, with the date of the completion of the work.

Revenue Recognition	
See note no. 23.00 to the financial statements.	
The key audit matter	How the matter was addressed in our audit
<p>The Company has reported sales revenue of Tk. 1,997,875,808.</p> <p>All of the Company's sales are made under a sales invoice or, delivery challan. Its products primarily comprise the sale of sewing thread. Revenue is recognized at the point of delivery from the Factory.</p> <p>We identified revenue recognition as a key audit matter because revenue is one of the key performance indicators of the Company, and therefore, there is an inherent risk of manipulation of the timing of recognition of revenue by management to meet specific targets or expectations.</p> <p>As all sales are translated from USD currency to BDT, there is a risk that foreign exchange gain/loss might not be correctly recognized in the Financial Statements.</p>	<p>We have tested the design and operating effectiveness of key controls, focusing on the following:</p> <ul style="list-style-type: none"> • We assessed the appropriateness of revenue recognition accounting policy in line with IFRS 15 "Revenue from contracts with customers". • Tested the internal control over financial reporting. We also assessed the existence and accuracy of the sales recorded. • We performed analytical tests to understand how the revenue has trended over the year, among other parameters. We performed a detailed substantive testing on transactions around the year-end to ensure revenues were recognized in the correct accounting period. We also tested journal entries focusing on sales transactions. • Verified VAT return with General Ledger. • We obtained supporting documents for sales; transactions recorded during the year. • Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards.

Valuation of Receivables	
See note no. 5.00 to the financial statements.	
The key audit matter	How the matter was addressed in our audit
<p>The Company has accounts receivable of Tk. 955,796,640 as at 30 June 2025 from which an amount of Tk. 56,354,280 represents Inland Bill Purchase, which has been deducted to arrive at the net accounts receivable balance of Tk. 899,442,360.</p> <p>Accounts receivable of the Company comprise mainly receivables regarding the sale of yarns, which are secured by a Letter of Credit (L/C).</p>	<p>Our substantive procedures in relation to assessing the valuation of receivables comprise the following:</p> <ul style="list-style-type: none"> • Obtained a list of outstanding receivables. • Reconciliation of receivables ageing to the general ledger. • Conducting cut-off testing at the year-end. • Reviewing the subsequent receipt of receivables balance.

Valuation of Inventories	
See note no. 8.00 to the financial statements.	
The key audit matter	How the matter was addressed in our audit
<p>The amount of inventory is Tk. 209,897,778 as at 30 June 2025, which amounted to 8.03% of the total assets. As per IAS 2, inventories are required to be valued at the lower of cost and net realizable value. Cost of inventories includes purchase cost and cost incurred in bringing inventories to their present location and condition. IAS 2 specifically prohibits certain costs from being excluded from the cost of inventories.</p>	<p>We obtained assurance over the relevance and appropriateness of management's assumptions applied in calculating the value of the inventories by:</p> <ul style="list-style-type: none"> • We observed the Company's year-end inventory count, performed test counts, and reconciled count sheet records to the inventory valuation report to verify the existence of inventories reported in the accounts.

<p>Simtex Industries PLC. values its inventories using the weighted average method, which is a complex process and prone to errors and manipulation. Due to the complex nature of accounting for inventories, there is an increased risk of misstatement in the valuation of inventory items.</p> <p>IAS 2 defines inventories as assets which are: (a) held for sale in the ordinary course of business, (b) in the process of production for such sale, (c) in the form of materials or supplies to be consumed in the production process or rendering of services. There was therefore a risk that assets that do not meet the definition of inventories have been improperly classified as inventory items.</p>	<ul style="list-style-type: none"> • We tested the purchase costs of a sample of inventory items by inspecting invoices. • We assessed the components of the costs included within inventory items to ensure that they conform to the requirements of IAS 2; • We assessed the movement of inventories and analyzed whether closing inventories were valued using the weighted average method. • Testing, on a sample basis, the stock expiry dates and the market price used in assessing the net realizable values of inventories of the related supporting documents; and • Comparing the net realizable value, obtained through a detailed review of sales after the year-end, to the cost price of a sample of inventories.
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Measurement of deferred tax liability

See note no. 15.00 & 30.00 to the financial statements.

The key audit matter	How the matter was addressed in our audit
<p>The net deferred tax liability is Tk. 59,497,418 as at 30 June 2025.</p> <p>Significant judgment is required in relation to deferred tax liabilities as it is dependent on forecasts of future profitability over a number of years.</p>	<p>We carried out the following substantive testing for this item</p> <ul style="list-style-type: none"> • We checked deferred tax expenses and liabilities in the financial statements and calculations, and records. • We obtained an understanding, evaluated the design, and tested the operational effectiveness of the controls over the recognition and measurement of deferred tax liabilities and the assumptions used in estimating the Company's future taxable income. • We involved tax specialists to assess key assumptions, controls, recognition, and measurement of deferred tax liabilities. • We also assessed the appropriateness of presentation of disclosures against IAS-12 income tax.

Bank Loan

See note no. 13.00, 17.00 & 18.00 to the financial statements.

The key audit matter	How the matter was addressed in our audit
<p>The Company reported a long-term loan net off the current portion of Tk. 53,390,570, Current portion of long-term loan of Tk. 71,128,331 and a short-term loan of Tk. 544,859,668, respectively, in the statement of financial position at the reporting date.</p> <p>The above borrowing was considered as key audit matter because this external form of credit facilities availed by the Company required fulfillment of several terms and conditions as mentioned in the sanction letter issued by the lending bank. Any non-compliance with those stipulated terms and conditions might result in subsequent withdrawal and pose a threat to the ongoing operation of the Company. Besides, the risk of material misstatement also lies due to the non-disclosure of all those terms and conditions in the financial statements.</p>	<p>Our substantive audit procedures adopted during the audit include the following tests or details.</p> <ul style="list-style-type: none"> • Inspecting relevant board minutes in support of bank loan reported in the financial statements; • Tracing the existence and completeness of reported borrowings with supporting evidence such as sanction letters, loan certificates, and statements. • Sending out and obtaining confirmation from the lenders. • Recalculating and testing the accuracy and completeness of finance costs charged by the Company during the year, with corresponding loan statements provided by the bank.

Other Information:

Management is responsible for the other information. The other information comprises all of the information in the Annual Report but does not include the financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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 International Financial Reporting Standards, 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 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 it 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 based on 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 to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest/benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

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

Dated: October 28, 2025
Dhaka.

Habib Sarwar Bhuiyan & Co.
Chartered Accountants
Registration no: CAF-001-010
Signed By:

Md. Habibullah FCA
Managing Partner
Enrolment No. : 411
FRC No. CA-001-397
DVC: 2510280411AS439568

Simtex Industries PLC.
Statement of Financial Position
As at June 30, 2025

Particulars	Notes	Amount in Taka	
		30.06.2025	30.06.2024
Assets:			
A. Non-Current Assets:		1,193,747,369	1,223,730,006
Property, plant & equipment	3.00	1,167,077,409	1,219,028,033
Capital work in progress	4.00	26,669,960	4,701,973
B. Current Assets:		1,421,380,644	1,341,394,884
Accounts receivable	5.00	899,442,360	819,487,229
Advances, deposits & prepayments	6.00	106,810,217	99,448,586
Inventories	8.00	209,897,778	257,446,803
Goods in transit	9.00	78,212,114	58,224,875
Investment in FDR	10.00	114,115,614	86,503,267
Cash & cash equivalents	11.00	12,902,562	20,284,124
Total Assets (A+B)		2,615,128,013	2,565,124,890
Shareholders Equity and Liabilities:			
C. Shareholders' Equity:		1,785,076,039	1,782,376,700
Share capital	12.00	795,953,810	795,953,810
Share premium		300,000,000	300,000,000
Revaluation reserve		103,668,899	103,668,899
Retained earnings		585,453,330	582,753,991
D. Non-Current Liabilities:		112,887,988	163,700,825
Long term loan net off current portion	13.00	53,390,570	106,790,477
Deferred tax	15.00	59,497,418	56,910,348
E. Current Liabilities:		717,163,986	619,047,365
Accounts payable	16.00	7,604,217	2,251,226
Short term loan	17.00	544,859,668	442,162,784
Current portion of long term loan	18.00	71,128,331	59,625,060
Liabilities for expenses	19.00	26,034,526	56,794,643
Dividend payable	20.00	5,670,753	4,139,546
Unclaimed dividend account	21.00	-	-
Provision for income tax	22.00	61,866,491	54,074,106
Total Equity and Liabilities (C+D+E)		2,615,128,013	2,565,124,890
Net Assets Value (NAV) Per Share	36.00	22.43	22.39

The annexed notes (1-40) form an integral part of these financial statements.


Chairman


Managing Director


Director


Chief Financial Officer (CC)


Company Secretary

Habib Sarwar Bhuiyan & Co.
Chartered Accountants
Registration no: CAF-001-010
Signed By:

Signed as per our annexed report of even date.


Md. Habibullah FCA
Managing Partner
Enrolment No. : 411
FRC No. CA-001-397
DVC: 2510280411AS439568

Dated: October 28, 2025
Dhaka.



Simtex Industries PLC.
Statement of Profit or Loss and Other Comprehensive Income
For the year ended June 30, 2025

Particulars	Notes	Amount in Taka	
		2024-2025	2023-2024
A. Turnover	23.00	1,997,875,808	1,665,507,318
B. Cost of goods sold	24.00	1,644,312,481	1,375,458,047
C. Gross Profit (A-B)		353,563,327	290,049,271
D. Operating Expenses		170,010,507	137,049,061
Administrative expenses	25.00	116,879,737	101,470,627
Selling & distribution expenses	26.00	53,130,770	35,578,434
E. Profit from Operation (C-D)		183,552,820	153,000,211
F. Financial expenses	27.00	76,269,372	68,375,474
G. Foreign exchange gain/(loss)		1,156,152	963,466
H. Other income	28.00	7,960,981	3,461,598
I. Net Profit/(loss) Before WPPF (E-F+G+H)		116,400,580	89,049,800
J. Workers profit participation fund		5,542,885	4,240,467
K. Net Profit Before Tax (I-J)		110,857,696	84,809,333
Less: Provision for Tax		28,562,976	16,710,933
Current tax	29.00	25,975,906	15,809,028
Deferred tax	30.00	2,587,070	901,905
Net Profit/(loss) After Tax		82,294,720	68,098,400
Other comprehensive income		-	-
Total Comprehensive Income		82,294,720	68,098,400
Earnings Per Share (EPS)	34.00	1.03	0.86

The annexed notes (1-40) form an integral part of these financial statements.


Chairman


Managing Director


Director


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Company Secretary

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Registration no: CAF-001-010
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Md. Habibullah FCA
Managing Partner
Enrolment No. : 411
FRC No. CA-001-397
DVC: 2510280411AS439568

Simtex Industries PLC.
Statement of Changes in Equity
For the year ended June 30, 2025

Particulars	Amount in Taka				
	Share Capital	Share Premium	Revaluation Reserve	Retained Earnings	Total
Balance as on 01.07.2024	795,953,810	300,000,000	103,668,899	582,753,991	1,782,376,700
Cash dividend	-	-	-	(79,595,381)	(79,595,381)
Net Profit/(loss) After Tax	-	-	-	82,294,720	82,294,720
Balance as on 30.06.2025	795,953,810	300,000,000	103,668,899	585,453,330	1,785,076,039

Simtex Industries PLC.
Statement of Changes in Equity
For the year ended June 30, 2024

Particulars	Amount in Taka				
	Share Capital	Share Premium	Revaluation Reserve	Retained Earnings	Total
Balance as on 01.07.2023	795,953,810	300,000,000	103,668,899	584,173,735	1,783,796,444
Cash dividend	-	-	-	(69,518,143)	(69,518,143)
Net Profit/(loss) After Tax	-	-	-	68,098,400	68,098,400
Balance as on 30.06.2024	795,953,810	300,000,000	103,668,899	582,753,991	1,782,376,700

The annexed notes (1-40) form an integral part of these financial statements.


Chairman


Managing Director


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Company Secretary

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Registration no: CAF-001-010
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Signed as per our annexed report of even date.


Md. Habibullah FCA
Managing Partner
Enrolment No. : 411
FRC No. CA-001-397
DVC: 2510280411AS439568

Dated: October 28, 2025
Dhaka.



Simtex Industries PLC.
Statement of Cash Flows
For the year ended June 30, 2025

Particulars	Note	Amount in Taka	
		2024-2025	2023-2024
Cash Flows from Operating Activities:			
Cash collection from turnover & others	31.00	1,917,920,678	1,604,351,388
Cash paid to suppliers, employee & others	32.00	(1,737,285,149)	(1,247,464,639)
Cash Generated from Operation		180,635,528	356,886,749
Income tax paid	33.00	(24,920,092)	(17,350,839)
A. Net Cash Flows from Operating Activities:		155,715,436	339,535,910
Cash Flows from Investing Activities:			
Investment in FDR		(27,612,346)	(18,230,142)
Received from interest and dividend income		7,905,061	3,461,598
Receive from disposal of property plant & equipment		350,000	-
Payment for acquisition of property, plant & equipment		(26,283,262)	(59,617,342)
Advance for acquisition of property, plant & equipment		5,111,979	6,144,653
Payment for capital work in progress		(30,191,285)	(62,828,306)
B. Net Cash Used in Investing Activities:		(70,719,853)	(131,069,539)
Cash Flows from Financing Activities:			
Payment of cash dividend		(78,064,174)	(69,806,983)
Payment of interest		(76,269,372)	(68,375,474)
Net long term loan received/(payment)		(41,896,635)	(26,985,663)
Net short term loan received/(payment)		102,696,884	(51,895,229)
C. Net Cash Flows from Financing Activities:		(93,533,297)	(217,063,349)
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		(8,537,714)	(8,596,978)
Cash & cash equivalents at the beginning of the year		20,284,124	27,917,636
Foreign exchange gain/(loss)		1,156,152	963,466
Closing Cash & Cash Equivalents at the End of the Year		12,902,562	20,284,124
Net Operating Cash Flows Per Share (NOCFPS)	35.00	1.96	4.27

The annexed notes (1-40) form an integral part of these financial statements.


Chairman


Managing Director


Director


Chief Financial Officer (CC)


Company Secretary

Habib Sarwar Bhuiyan & Co.
Chartered Accountants
Registration no: CAF-001-010
Signed By:

Signed as per our annexed report of even date.

Dated: October 28, 2025
Dhaka.


Md. Habibullah FCA
Managing Partner
Enrolment No. : 411
FRC No. CA-001-397
DVC: 2510280411AS439568

Simtex Industries PLC.

Notes to the financial statements, including material accounting policy information
as at and for the year ended 30 June 2025

1. INCORPORATION AND BUSINESS ACTIVITIES:

1.01 Reporting Entity:

The company namely Simtex Industries PLC., was incorporated as private limited company with the issuance of certificate of incorporation bearing no. C-67047(4539)/2007 dated May 29, 2007 by the Registrar of Joint Stock Companies & Firms. Subsequently the company has been converted into Public Limited Company in 2012. The Company was listed with Dhaka Stock Exchange PLC. (DSE) and Chittagong Stock Exchange PLC. (CSE) in 2015.

1.02 Address of Registered office and factory of the company:

Registered Office of the Company is located at Khagan, Birulia, Savar, Dhaka-1341, Bangladesh.

1.03 Principal activities and nature of the business:

The principal activities and nature of the business of the company is to carry on a Dyeing and conning/Winding of sewing thread. Simtex Industries PLC., is a 100% export oriented Company.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION:

2.01 Statement of Compliance:

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

2.01.1 Other regulatory compliance:

In addition to the above, Simtex Industries PLC., is also required to comply and has complied with the following laws and regulations:

- Financial Reporting Act, 2015;
- The Income Tax Act 2023;
- The Value Added Tax and Supplementary Duty Act 2012;
- The Value Added Tax and Supplementary Duty Rules, 2016;
- The Bangladesh Labor (Amendment) Act 2013;
- Customs Act 1969;
- Sale of Goods Act 1930;
- Negotiable Instrument Act 1881;
- The Securities and Exchange Ordinance, 1969;
- The Securities and Exchange Rules, 1987; and
- Other applicable rules and regulations."

2.02 Basis of Preparation of Financial Statements:

The Company's Financial Statements are prepared on a going concern basis under historical cost convention. The significant accounting policies are set out below.

2.03 Statement on Compliance of International Accounting Standards and International Financial Reporting Standards:

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

Sl.	Name of IAS	IAS No.	Status
1	Presentation of Financial Statements	IAS-1	Applied
2	Inventories	IAS-2	Applied
3	Statement of Cash Flows	IAS-7	Applied

4	Accounting Policies, Changes in Accounting Estimates and Errors	IAS-8	Applied
5	Events after the Reporting Period	IAS-10	Applied
6	Income Taxes	IAS-12	Applied
7	Property, Plant and Equipment	IAS-16	Applied
8	Employee Benefits	IAS-19	Applied
9	The Effects of Changes in Foreign Exchange Rates	IAS-21	Applied
10	Borrowing Costs	IAS-23	Applied
11	Related Party Disclosures	IAS-24	Applied
12	Accounting and Reporting by Retirement Benefit Plans	IAS-26	Not Applicable
13	Investment in Associates and Joint Ventures	IAS-28	Not Applicable
14	Financial Reporting in Hyperinflationary Economics	IAS-29	Not Applicable
15	Financial Instruments: Presentation	IAS-32	Applied
16	Earnings Per Share	IAS-33	Applied
17	Interim Financial Reporting	IAS-34	Applied
18	Impairment of Assets	IAS-36	Applied
19	Provisions, Contingent Liabilities and Contingent Assets	IAS-37	Applied
20	Intangible Assets	IAS-38	Applied
21	Investment Property	IAS-40	Not Applicable
22	Agriculture	IAS-41	Not Applicable

Sl.	Name of IFRS	IFRS No.	Status
1	First time adoption of International Financial Reporting	IFRS 1	Not Applicable
2	Shares based Payment	IFRS 2	Not Applicable
3	Business Combinations	IFRS 3	Not Applicable
4	Insurance Contract	IFRS 4	Not Applicable
5	Non-current Assets Held for Sale and Discontinued Operations	IFRS 5	Not Applicable
6	Exploration for and Evaluation of Mineral Resources	IFRS 6	Not Applicable
7	Financial Instruments: Disclosure	IFRS 7	Applied
8	Operating Segments	IFRS 8	Not Applicable
9	Financial Instruments	IFRS 9	Applied
10	Consolidated Financial Statements	IFRS 10	Not Applicable
11	Joint Arrangement	IFRS 11	Not Applicable
12	Disclosure of Interest in other entities	IFRS 12	Not Applicable
13	Fair Value Measurement	IFRS 13	Applied
14	Regulatory deferral accounts	IFRS 14	Not Applicable
15	Revenue from Contracts with Customers	IFRS 15	Applied
16	Leases	IFRS 16	Not Applicable
17	Insurance Contract	IFRS 17	Not Applicable

2.04 Going Concern:

This financial statements have been prepared on the assumption that the entity is a going concern and will continue its business for the foreseeable future. Hence, it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

The company has adequate resources to continue its operation for the foreseeable future. As such, the directors intended to adopt the 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.

2.05 Accrual Basis:

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

2.06 Changes in Accounting Policies & Estimates:

The preparation of these financial statements is in conformity with IAS/IFRS which requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Estimates and underlying assumptions are reviewed a going basis.

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

In Particular, significant areas of estimation uncertainty and the critical judgment in applying accounting policies that have the most significant effect on the amount recognized in the financial statements are income tax provision (Both current and deferred tax), depreciation and other provisions.

2.07 Cash Flow Statement:

Cash flow statement is prepared in accordance with IAS-7 "Statement of Cash Flows" and the cash flow from the operating activities have been presented under direct method considering the provisions of Paragraph 19 of IAS-7 which provides that "Enterprises are Encouraged to Report Cash Flow from Operating Activities Using the Direct Method". A reconciliation of net profit with cash flows from operating activities making adjustment for non-cash items, for non-operating items and for the net changes in operating accruals is disclosed.

2.08 Property, Plant, Equipment and Depreciation:

As per IAS-16, Property, plant and equipment are stated at their historical cost less accumulated depreciation. No depreciation has been charged on the Land and on the Capital work in progress. The cost of acquisition of an asset comprises of its purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use inclusive of inward freight, duties and non- refundable taxes.

Depreciation has been charged on Property, Plant and Equipment under reducing balance method and depreciation has been charged on addition of assets during the year when it is put in to available for use.

Depreciation of an asset ceases at the earlier if the date that the asset is classified as held for sale (or included in a disposal company that is classified as held for sale) on accordance with IFRS-5 and the date that the assets are derecognized.

The annual rates of depreciation applicable to the principal categories of fixed assets are:

<u>Kind of assets</u>	<u>Rate of Depreciation</u>
a) Land & Development	0%
b) Building & Fabricated Shade	10%
c) Plant & Machinery	10%
d) Trolley	10%
e) Gas and Electrical Line	10%
f) Electrical Equipment	10%
g) Spare Parts and Tools	10%
h) Fire Hydrant System	10%
i) Furniture & Fixture	10%
j) Transport & Vehicle	10%
k) Office Equipment	10%
l) Shade Book	15%
m) Int. Pantan Book	15%
n) Air Condition & Humidification	10%
o) Crockerries	10%
p) Software	20%

Subsequent Cost:

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

Disposal of Fixed Assets:

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

2.09 Revaluation of Property, Plant and Equipment (Land):

Land of the company was revalued and certified by the valuer M/S Ata Khan & Co. Chartered Accountants in their valuation report dated December 31, 2012 and accordingly account for by the company. The Board of Directors of the company has approved the valuation report to incorporate in the accounts dated December 31, 2012.

2.10 Investment in Securities:

Investment in quoted shares initially recognized at cost plus transaction costs that are directly attributable to the acquisition of the shares. After initial recognition, investment in quoted shares revalue at market value at reporting date.

2.11 Revenue Recognition:

In accordance with the provisions of the IFRS-15 "Revenue from Contracts with Customers"; revenue from contracts with customers represents the amount that reflects the considerations to which entity expects to be entitled in exchange for goods supplied and service provided to customers during the period. Revenue from contracts with customers is recognized in the statement of Profit or Loss and Other comprehensive income when the performance obligation (supply of promised goods and services) is satisfied. Performance obligation is satisfied at a point in time when customer obtains the control of goods and services.

Revenue from the sale of goods is recognized when all the following conditions are satisfied:

- a. The company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- b. The company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- c. The amount of revenue can be measured reliably;
- d. It is probable that the economic benefits associated with the transaction will flow to the company; and
- e. The cost incurred or to be incurred in respect of the transaction can be measured reliably.

2.11.1 Other Income:

It is recognized on accrual basis.

2.12 Impairment:

In accordance with the provision of IAS-36 "Impairment of Assets" the carrying values of all non-current assets are reviewed for impairment, either on a stand-alone basis or as part of a larger cash generating unit, when there is an indication that the assets might be impaired. Any provision for impairment is charged to the profit or loss statement in the year concerned. No such indication of impairment has arisen till the date of audit.

2.13 Financial Instrument:

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

Accounts Receivable:

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

Accounts payable and other payable:

These liabilities are recorded at the amount payable for settlement in respect of goods and services received by the company.

Cash and cash equivalents:

Cash and bank balances comprise cash in hand and cash at bank which are held and available for use by the company without any restriction.

Borrowings:

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

Derivative

According to IFRS-7, "Financial Instruments Disclosures" the company was not a party to any derivative contract (financial instruments) at the Balance Sheet Date, such as forward exchange contracts, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

Non-Derivative

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

Financial Risk Management:

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

- Credit risk
- Liquidity risk
- Market risk

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

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

Liquidity Risk: Liquidity risk is the risk that the company will unable to meet its financial obligations as they fall due. The company approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company reputation. In general, management ensures that it has sufficient cash and cash equivalent to meet expected operational expenses, including the servicing of financial obligation through preparation of the cash forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date. The Board also monitors dividend trend to ordinary shareholders.

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

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

2.13.1 Leases

Leases in terms of which the company assumes substantially all the risks and rewards incidental to ownership are classified as finance leases. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value or the present value of the minimum lease payments. The interest rate implicit in the lease has been used to calculate the present value of minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

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

2.14 Valuation of Current Assets:

Inventories:

As per IAS 2, Inventories comprises of Raw Materials, Dyes, Chemical, Packing Materials, Work in Process, Finished Goods. In compliance with the requirements of IAS 2 "Inventories" & with Schedule XI Part-II of the Companies Act 1994, the Inventories have been valued at Cost or Net Realizable value whichever is lower, which is consistent with the previous year practice. Net realizable value is based on estimated selling price in the ordinary course of business less any further cost expected to be incurred to make the sale.

Advances, deposits and prepayments:

Advances are initially measured at cost. After initial recognition advances are carried at cost less deductions or adjustments. 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.

2.15 Creditors and Accrued Expenses:

Liabilities are recognized for amounts to be paid in the future for goods and services received whether or not billed by the supplier.

2.16 Employee Benefit Plan:

Provident Fund:

The Company has Contributory Provident Fund plan which contribute both employer & employee an equal amount. It is approved by NBR. A board of trustees wholly administers the fund. No part of the fund is included in the asset of the company.

Company Insurance:

The Company has a Company Insurance scheme for its permanent employees, premium for which is being charged to statement of Comprehensive Income.

Worker's Profit & Participation Fund:

The company makes a regular allocation of Workers Profit Participation and Welfare Fund (WPPF) for the employees and made provision @ 5% on net profit before Tax as per provision of Labor Law 2006 Chapter-15.

2.17 Number of Employees:

During the year under review, the number of employees stands at 569 and each Employee has been receiving minimum remuneration of Tk. 12,500/- and above per month. There was no part-time employee in the Company during the year under audit.

2.18 Capital Expenditure Commitment:

There was no capital expenditure commitment during the year.

2.18.1 Capacity Utilization:

Particulars	2024-2025	2023-2024
Total Production Capacity in Cones	43,200,000	43,200,000
Capacity Utilization in Cones	30,345,366	25,963,723
Capacity Utilization for the year	70.24%	60.10%

2.18.2 Capital Work in Progress:

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

2.19 Related party disclosure:

Related party is considered if the party is related to the company and exerts significant influence over the day-to-day transactions of the subject gain as per IAS-24.

2.20 Event after the Balance Sheet Date:

As per IAS-10, "events after the reporting period" are those events favorable and unfavorable that occur between the end of the reporting year and the date when the financial statements are authorized for issue. Subsequent to the Statements of Financial Position date, the Board of Directors, in their meeting held on October 27, 2025, recommends a 10% cash dividend for all shareholders held at record date for the year ended 30 June 2025. The dividend proposal is subject to shareholders' approval at the forthcoming Annual General Meeting.

2.21 Foreign Currency Transaction:

Realization and payments in foreign currency are converted into the local currency at the rate of exchange prevailing on the date of receives and payments respectively, as such any gain or loss arisen out of transactions in foreign currency is charged to the related items as per IAS-21. The financial statements are prepared in Bangladeshi Taka which is the Company's functional currency.

2.22 Taxation:

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

Current Tax:

Current Tax is higher of (i) Regular Tax, (ii) Minimum Tax as per section 123 and section 163 of Income Tax Act 2023. Provision for current income tax has been made at the rate of 15% on business income as per SRO 159/2022 and tax provision on other income as prescribed in the Income Tax Act, 2023 on the accounting profit made by the Company in compliance with IAS-12 "Income Taxes". The Company liability for current tax is calculated using tax rates that have been enacted on date of Statement of Financial Position.

Deferred Tax:

Deferred tax is provided for all temporary differences comprising between the tax base of assets and liabilities and their carrying amounts in financial statements in accordance with the provision of IAS-12.

Deferred tax has been recognized in accordance with the provision of IAS 12: Income Taxes, based on the deductible or taxable temporary difference between the carrying amount of assets / liabilities and its tax base. Deferred tax asset or liability is the amount of income tax recoverable or payable in the future periods recognized in the current period. Deferred tax asset or liability does not create a legal recoverability or liability from or to tax authority. Related deferred tax income / expense is recognized in the statement of profit or loss and other comprehensive income. Deferred tax assets and liabilities are offsetted if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity. A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the deductible temporary difference can be utilized. Deferred tax assets are reviewed at each date of statement of financial position and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

During the year the Company has recognized for Deferred Tax as per provision of IAS-12.



2.23 Borrowing Cost:

Borrowing costs that are not directly attributable to the acquisition, construction or production of qualifying assets are recognized in profit or loss using effective interest method. Borrowing cost incurred against loan for expansion of project has been capitalized under effective interest rate method as per IAS-23 "Borrowing Cost".

2.24 Earnings per share:

The company calculates Earnings per Share (EPS) in accordance with IAS-33 "Earnings per Share". The Earnings per share has been calculated using weighted average method.

Basic Earnings per Share:

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

Weighted average number of ordinary shares outstanding during the year:

The basis of computation of number of shares is in line with the provision of IAS-33: Earnings per Share. Therefore, the total number of shares outstanding at the end of the year multiplied by a time weighting factor which is the number of days the specific shares were outstanding as a proportion of total number of days in the year.

Diluted Earnings per Share:

Diluted EPS is calculated if there is any commitment for issuance of equity shares in foreseeable future, i.e., potential shares, without inflow of resources to the Company against such issue. This is in compliance with the requirement of IAS-33. As the company has no dilutive potential ordinary shares, so diluted earnings per share was not calculated.

2.25 Responsibility for preparation and presentation of financial statements:

The company's management and the Board of Directors are responsible for the preparation and presentation of Financial Statements as per section 183 of the Companies Act 1994 and the Corporate Governance guideline provided by Bangladesh Securities and Exchange Commission (BSEC).

2.26 Authorization date for issuing Financial Statements:

The financial statements were authorized by the Board of Directors on 27 October 2025.

2.27 Components of the Financial Statements:

According to IAS 1 "Presentation of the Financial Statements" the complete set of financial statements include the following components:

- a) Statement of Financial Position;
- b) Statement of Profit or Loss and other Comprehensive Income;
- c) Statement of Changes in Equity;
- d) Statement of Cash Flows and
- e) Notes to the financial statements, including material accounting policy information

2.28 Comparative Information and Reclassification:

"Comparative information has been disclosed in respect of the year ended on 30 June, 2024 as per IAS 1, paragraph 36 for all numerical information in the financial statements and also the narrative and descriptive information where it is relevant for comparing of the current financial statements which has prepared for 12 months as per Note 2.29 (ii).

Certain figures in the Statement of Profit or Loss for Financial year 2024-2025 have been reclassified to wherever considered necessary in order to better reflect its nature and function and to ensure better comparability with the current year. These reclassifications include:

- Laboratory test charges previously presented under Administrative Expenses have been reclassified to Factory Overhead (see Note 24.04).
- Bank charges, commission, and brokerage fees previously presented under Financial Expenses have been reclassified between Administrative Expenses and Selling & Distribution Expenses (see Notes 25.00 and 26.00).

These reclassifications were made for presentation purposes only and have no impact on previously reported profit, total comprehensive income, or equity.

2.28.1 Reporting Period:

These financial statements of the company cover a period of twelve months from 01 July, 2024 to 30 June, 2025.

2.29 General:

- i. The figure has been rounded off to the nearest Taka.
- ii. To facilitate comparison, certain relevant balances pertaining to the previous year have been rearranged or re-stated or reclassified whenever considered necessary to conform to current year presentation.



Simtex Industries PLC.
Notes to the Financial Statement
For the year ended June 30, 2025

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
3.00	Property, plant & equipment: Tk. 1,167,077,409		
	Cost		
	Balance as on 01.07.2024	2,199,217,460	2,081,171,717
	Add : Addition during the year	34,506,560	118,045,743
	Less: Disposal during the year	1,084,250	-
	Balance as on 30.06.2025	2,232,639,770	2,199,217,460
	Depreciation		
	Balance as on 01.07.2024	980,189,427	891,710,069
	Add: Depreciation charged during the year	86,163,104	88,479,358
	Less: Disposal during the year	790,170	-
	Balance as on 30.06.2025	1,065,562,361	980,189,427
	Written Down Value as on 30.06.2025	1,167,077,409	1,219,028,033

Details of Property Plant & Equipment and Depreciation are shown in the annexed Schedule- A/1.

4.00 Capital work in progress: Tk. 26,669,960

This is made up as follows:

Balance as on 01.07.2024	4,701,973	302,068
Add: Addition during the year	30,191,285	62,828,306
Less: Transfer to Fixed Asset	(8,223,298)	(58,428,401)
Balance as on 30.06.2025	26,669,960	4,701,973

The amount Tk. 26,669,960 represents CWIP. It will be transferred to fixed asset when it is available for use. Details of Capital Work in Progress are shown in the annexed Schedule- B/1.

5.00 Accounts receivable: Tk. 899,442,360

This is made up as follows:

Accounts Receivable	955,796,640	983,661,353
Less: Inland Bill Purchase	(56,354,280)	(164,174,124)
Total	899,442,360	819,487,229

Note: 5.01

Disclosure as per Schedule XI, Part I, Para (F) of the Companies Act 1994:

I. Debt considered good in respect of which the company is fully secured.

The debtors occurred in the ordinary course of business are considered good and secured against confirmed L/C.

II. Debt considered good for which the company hold no security other than the debtors' personal security.

There is no such debt in this respect as on 30 June 2025.

III. Debt considered doubtful or bad.

The company does not make any provision for doubtful debts as on 30 June 2025, because of the fact that sales/export are being made on 100% confirmed L/C basis with fixed maturity dates.

IV. Debt due by directors or other officers of the company

There is no such debt in this respect as on 30 June 2025.

V. Debt due by Common Management

There are no amount due from sister company under common management as on 30 June 2025.

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024

VI. The maximum amount due by directors or other officers of the company

There is no such debt in this respect as on 30 June 2025.

Aging of Accounts Receivable

The aging of gross trade receivables as at the statement of financial position date was:

Dues within 0-90 days	512,514,542	446,735,011
Dues within 91-180 days	307,349,811	383,194,069
Dues within 181-365 days	58,484,414	61,050,652
Dues more than 365 days	77,447,873	92,681,621
Total	955,796,640	983,661,353

5.01 Inland Bill Purchase (Net off Assets & Liabilities) : Tk. -56,354,280

This is made up as follows:

Trust Bank Limited Millennium Corporate Branch, Dhaka	(56,354,280)	(164,174,124)
Total	(56,354,280)	(164,174,124)

Details of Inland Bill Purchase are shown in the annexed Schedule- C/1.

6.00 Advances, deposits & prepayments: Tk. 106,810,217

This is made up as follows:

Advance Income Tax	Note: 6.01	64,408,458	57,671,887
Advances against expenses		9,490,431	3,781,597
Advances against purchases		6,332,262	11,444,241
Prepaid insurance premium		1,264,395	1,264,412
Others Prepaid Expense		1,468,898	248,267
Advance to Mr. Lt. Col. (Retd.) Md. Anisur Rahman		6,091,255	6,091,255
Others Advance		-	69,354
Advanced against salary		1,871,269	2,994,324
Deposit			
Security Deposit	Note: 6.02	15,883,249	15,883,249
Total		106,810,217	99,448,586

6.01 Advanced Income Tax: Tk. 64,408,458

This is made up as follows:

Balance as on 01.07.2024	57,671,887	40,321,048
Add: AIT from Export Proceeds (Addition during the year)	20,097,389	15,809,028
Add: AIT from Others (Addition during the year)	2,472,203	1,362,359
Add: AIT through payment order for assessment year 2021-2022	1,100,000	179,452
Add: AIT through payment order for Assessment year 2022-2023	1,100,000	-
Add: AIT through payment order for assessment year 2023-2024	150,500	-
Less: Adjustment during the year for assessment year 2023-2024	(18,183,521)	-
Balance as on 30.06.2025	64,408,458	57,671,887

6.02 Security Deposit: Tk. 15,883,249

This represents the amount deposit with utility provider in respect of:

Electricity Demand note (REB)	1,713,800	1,713,800
Bangladesh Telegraph and Telephone Board (BTTB)	16,000	16,000
Custom Bond Commissionerate, Dhaka	956,049	956,049
Titans Gas Transmission & Distribution Ltd.	13,197,400	13,197,400
Total	15,883,249	15,883,249

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024

8.00 Inventories: Tk. 209,897,778

The above balance is made up as follows:

Particulars	30.06.2025		30.06.2024	
	Qty (Kgs/Pcs)	Taka	Qty (Kgs/Pcs)	Taka
Raw material of Yarn	482,411 Kgs	155,320,695	605,768 Kgs	165,654,822
Raw material of Dyes & Chemical	59,025 Kgs	31,217,539	55,688 Kgs	37,801,311
Packing Materials	17, 786 Kgs & 4,551,662 Pcs	5,150,624	60,743 Kgs & 6,117,228 Pcs	11,414,607
Work-in-process	32,742 Kgs	9,544,419	81,750 Kgs	20,777,625
Finished goods	270,424 Cones	8,664,501	380,029 Cones	21,798,438
Total		209,897,778		257,446,803

The inventories listed above were physically checked, counted, and valued by the inventory team, which consists of management staff and internal auditors.

The inventories on hand is valued at the lower of cost and net realizable value.

9.00 Goods in transit: Tk. 78,212,114

The above balance is made up as follows:

Raw materials in transit	78,212,114	58,224,875
Total	78,212,114	58,224,875

The above balance represents goods in transit under various L/C.

10.00 Investment in FDR: Tk. 114,115,614

The above balance is made up as follows:

Investment in FDR	114,115,614	86,503,267
Total	114,115,614	86,503,267

Details of Investment in FDR are shown in the annexed Schedule- D/1.

11.00 Cash & cash equivalents: Tk. 12,902,562

This is made up as follows:

Cash in hand		2,619,744	4,625,035
Cash at bank	Note: 11.01	10,282,818	15,659,089
Total		12,902,562	20,284,124

11.01 Cash at bank: Tk. 10,282,818

The above has been made up as follows:

Name of Bank	A/C NO.		
DBBL	SND-5982	2,143	-
Jamuna Bank Ltd.	CD-8310	10,433	-
Trust Bank Ltd.	CD-118	565,477	2,282,623
Trust Bank Ltd.	SND-53	31,990	33,443
Trust Bank Ltd.	SND-384	-	331,906
Trust Bank Ltd.	SND 437	1,742,842	1,714,467
Trust Bank Ltd.	SND-0553	2,015,748	-
Trust Bank Ltd.	DAD-0031	3,420,612	8,208,791

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
	Trust Bank Ltd. DAD-0059	22,352	-
	Trust Bank Ltd. SND-151	151,726	488,986
	Trust Bank Ltd. ERQ-0029	4,040	2,133
	Trust Bank Ltd. SND-0491	1,997,991	2,112,193
	Nagad (MFS) MW-51300	-	89,701
	Mercantile Bank Ltd. CD-9631	279,140	280,900
	Southeast Bank Ltd. CD-8059	38,324	40,379
	NCC Bank Ltd. CD-20020	-	73,567
	Mercantile Bank Ltd. CD-7632	-	-
	Total	10,282,818	15,659,089

The management physically counted the cash on hand at year-end. All bank balances were reconciled and confirmed with bank statements.

12.00 Share capital: Tk. 795,953,810

This is made up as follows:

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 & Paid up Capital

58,750,000 Ordinary Shares of Tk.10 each fully paid-up in cash

587,500,000	587,500,000
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20,845,381 Ordinary shares of Tk. 10 each fully paid-up in bonus share

208,453,810	208,453,810
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79,595,381 Ordinary Shares of Tk.10 each

795,953,810	795,953,810
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Bonus Fraction share of 0.25 and its value of Tk. 2.50 are excluded from above share capital.

The Distribution Schedule showing the number of Shareholders and corresponding holding percentage under DSE & CSE Listing Regulation 37 on June 30, 2025:

Particulars of Investors	Number of Shareholders	Number of Shares	Percentage of Shareholding
1 to 100 Shares	791	22,081	0.03%
101 to 500 Shares	1,594	562,080	0.71%
501 to 1,000 shares	485	412,502	0.52%
1,001 to 10,000 shares	1,630	6,829,589	8.58%
10,001 to 20,000 shares	262	3,787,954	4.76%
20,001 to 50,000 shares	225	7,148,797	8.98%
50,001 to 100,000 shares	76	5,653,129	7.10%
100,001 to 1,000,000 shares	75	20,681,328	25.98%
1,000,001 to 5,000,000 shares	8	14,297,970	17.96%
5,000,001 to 10,000,000 shares	1	5,420,955	6.81%
Over 10,000,000 shares	1	14,778,996	18.57%
Total	5,148	79,595,381	100.00%

Composition of Shareholding

Particulars	30.06.2025		30.06.2024	
	No of Shares	Percentage (%)	No of Shares	Percentage (%)
Sponsors & Directors	25,193,095	31.65%	25,193,095	31.65%
General Public	45,543,370	57.22%	46,772,160	58.76%
Financial and Other	8,858,916	11.13%	7,630,126	9.59%
Total	79,595,381	100%	79,595,381	100%

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
13.00	Long term loan net off current portion: Tk. 53,390,570		
	Trust Bank Ltd.	124,518,902	166,415,537
	Total Term Loan Outstanding	124,518,902	166,415,537
	Less: Current Portion	71,128,331	59,625,060
	Total	53,390,570	106,790,477

The loan sanctioned from Trust Bank Ltd against various Investment facilities through five BDT HPSM Loan bearing @11.89% to 13.55% interest and an USD Off-shore Loan bearing interest @8% . This Loans are secured by registered mortgage of 783.19 Decimal land and a Flat 1637.58 sft. located at Khagan, Gouripur, Bashaid, Aukpara , Ashulia and Ultra Dhaka, Capital Machineries and personal guarantee of all Directors of the Company. This Loan is repayable in monthly and quarterly installments as per sanction letter.

15.00	Deferred tax: Tk. 59,497,418		
	Carrying Value	1,167,077,409	1,219,028,033
	Less: Tax Base	770,427,956	839,625,712
	Temporary/(Deductible) Difference	396,649,453	379,402,321
	Effective Tax Rate	15%	15%
	Deferred Tax Liability/(Asset)	59,497,418	56,910,348

Details of Tax Base are shown in the annexed Schedule- A/2.

This represents tax liability payable in future due to accumulated taxable temporary differences (Above deferred tax balance create only from difference between accounting basis depreciation and tax basis depreciation on fixed assets). We don't have any other assets or liabilities except fixed assets for provision of Deferred Tax liabilities. Tax Base has been re-measured based on the final tax assessment for Assessment Year 2023–2024.

16.00	Accounts payable: Tk. 7,604,217		
	Nitol Insurance Co.Ltd.	658,778	550,488
	Federal Insurance Company Ltd.	106,636	53,488
	Crystal Insurance Company Ltd.	358,336	-
	Excel Trade Link	468,500	1,324,800
	Hawa Enterprise	494,700	300,700
	Others Payable	5,082,397	-
	The Jaman Transport Agency	200,000	-
	Tina Trading	20,300	-
	Shinepukur Ceramics Limited	109,070	-
	NITS Service (Pvt.) Ltd.	10,500	-
	N.A Motors	14,000	21,750
	Tangail Tyre & Battery	81,000	-
	Total	7,604,217	2,251,226

This represents amount payable to regular suppliers and other services rendered to the Company. All suppliers were paid on a regular basis.

16.01	Disclosure for Accounts Payable		
	Maturity less than 6 months	7,604,217	2,251,226
	Maturity more than 6 months	-	-
	Total	7,604,217	2,251,226

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
17.00	Short term loan: Tk. 544,859,668		
	Cash Credit Loan (CC) Note: 17.01	702,559	16,478,251
	Deferred L/C	544,157,109	425,684,533
	Total	544,859,668	442,162,784
17.01	Cash Credit Loan (CC): Tk. 702,559		
	Name of Bank		
	Trust Bank Ltd. (Bai Muajjal WC)	702,559	7,352,016
	Trust Bank Bai Muajjal	-	9,126,235
	Total	702,559	16,478,251
18.00	Current portion of long term loan: Tk. 71,128,331		
	Trust Bank Limited	71,128,331	59,625,060
	Total	71,128,331	59,625,060
19.00	Liabilities for expenses: Tk. 26,034,526		
	Audit and professional fees	474,375	474,375
	Electricity bill	406,325	224,833
	Gas bill	5,158,142	5,703,434
	Internet bill	26,300	57,275
	Accrued for Listing Fees	198,987	-
	Managing Director remuneration	250,000	250,000
	Other payable	144,000	34,259,887
	Provident fund	321,701	314,321
	Provision for WPPF	5,542,885	4,240,467
	Salary & wages	13,396,450	11,150,131
	Telephone and mobile bill	115,361	119,920
	Total	26,034,526	56,794,643
20.00	Dividend payable: Tk. 5,670,753		
	Balance as on 01.07.2024	4,139,546	2,307,194
	Add: Addition during the year	79,595,381	69,518,143
	Less: Payment during the year	(77,721,682)	(67,685,791)
	Less: Transferred to Unclaimed dividend account	(342,492)	-
	Balance as on 30.06.2025	5,670,753	4,139,546
	Year	No. of Shareholders	Amount
	2021-22	541	1,701,085
	2022-23	473	1,952,959
	2023-24	485	2,016,709
	Total	1499	5,670,753
21.00	Unclaimed dividend account: Tk. 0		
	Balance as on 01.07.2024	-	2,121,192
	Addition during the year (Transferred from FY 2020-2021)	342,492	-
	Adjustment of fraction share	-	-
	Payment to CMSF during the year (FY 2020-2021)	(342,492)	(2,121,192)
	Balance as on 30.06.2025	-	-

Simtex Industries PLC.



Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
24.03	Packing Materials Consumption: Tk. 119,817,821		
	Opening inventory	11,414,607	9,249,542
	Add: Purchased during the year	113,553,838	91,425,929
	Less: Closing inventory	5,150,624	11,414,607
	Total	119,817,821	89,260,864
24.04	Factory Overhead: Tk. 311,051,211		
	Boiler operating expenses	709,960	-
	Compliance expenses	187,233	27,000
	Depreciation	78,297,638	81,184,758
	Earned leave	2,832,521	1,139,163
	Electricity bill	4,969,404	4,243,167
	ETP. operating expense	2,160,760	1,007,300
	Factory gardening expenses	391,395	189,755
	Factory labour loading & unloading	726,952	606,385
	Factory printing & stationary	219,580	567,288
	Festival bonus	5,414,881	5,659,869
	Fire Extinguishing Expenses	587,035	103,207
	Fuel & lubricant	2,129,110	2,053,265
	Gas bill	84,153,806	78,270,095
	Laboratory test charge	1,310,347	855,237
	Motivation and Other Allowance	311,500	50,040
	Overtime	7,744,312	7,677,609
	Production incentives	125,030	45,212
	Repair & maintenance	3,634,957	1,767,145
	Staff Welfare	67,000	29,000
	Technical Studies	53,238	80,211
	Tiffin allowance	1,783,629	1,274,414
	Wages and allowances	113,158,735	98,515,413
	WTP Operating Expenses	82,188	-
	Total	311,051,211	285,345,533
25.00	Administrative expenses : Tk. 116,879,737		
	AGM expenses	546,900	357,625
	Audit and professional fees	1,071,658	725,832
	Bank charges, commission & brokerage fees	3,668,684	3,974,973
	Board meeting attendance fee	575,000	414,000
	Canteen subsidy	1,476,705	1,228,810
	Car maintenance	1,868,842	1,298,103
	Computer accessories expenses	1,130,437	732,014
	Conveyance	1,667,729	980,913
	Credit rating fee	107,500	107,500
	Depreciation	7,865,466	7,294,600
	Electrical expenses	660,350	748,482
	Entertainment	1,751,410	1,159,421
	Environmental expenses	823,680	514,530
	ERP software expenses	31,500	27,000
	Fees forms and renewal	1,372,150	996,288
	Festival bonus	6,366,165	4,403,838
	Food allowances	420,440	264,937
	Fuel & lubricant	3,615,355	1,914,312
	Group insurance for employees	64,975	60,030
	Iftar expenses	966,556	1,023,562

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
	Insurance	1,896,612	1,896,580
	Internet bill	675,349	783,873
	Legal and consultancy fees	5,750,042	8,594,996
	Listing fees (DSE & CSE)	795,954	795,954
	Managing Director remuneration	3,125,000	1,980,000
	Medical expenses	1,178,210	755,958
	Miscellaneous expenses	534,102	494,842
	News papers & periodical	23,032	142,126
	Office maintenance	673,598	781,137
	Pick & drop facility	1,284,000	888,000
	Picnic	1,785,000	1,610,500
	Postage & courier	318,475	304,871
	Provident fund	3,759,788	3,158,888
	Salary & allowance	52,757,410	45,815,273
	Security service	-	575,221
	Staff uniform	130,622	126,205
	Staff welfare	160,164	82,280
	Stationery expenses	3,207,567	2,077,910
	Subscription and donation	395,100	248,500
	Telephone and mobile bill	1,426,099	1,469,107
	Tours & travelling expenses	931,241	637,331
	Web design & maintenance	20,870	24,305
	Total	116,879,737	101,470,627

a) Reclassification of Comparative Figures

The Company reclassified the laboratory test charge of Tk 855,237 from Administrative Expenses (Note 25.00) for the financial year 2023–2024 to Factory Overhead (Note 24.04) in order to better reflect its nature and function. This reclassification has no impact on previously reported profit, total comprehensive income, or equity.

b) Auditors' remuneration

TK 345,000 auditors' remuneration for audit during the year 2024-2025 is included in "Audit and Professional Fees".

c) Payment/Perquisites to Directors and officers

The aggregate amount paid/ provided during the year in respect of Directors and Officers of the Company as defined in the Securities and Exchange Rules 1987 are disclosed below:

Particulars

Managing Director Remuneration	3,125,000	1,980,000
Board Meeting fee	575,000	414,000

i) The Board of Directors have drawn Tk. 10,000/- Per Board meeting attendance fees during the year under review.

ii) No money was given to any directors for rendering special services to the Company.

iii) Nine (09) meeting of the Board of Directors and Four (04) meeting of the Audit Committee were held during the period.



Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
26.00	Selling & distribution expenses: Tk. 53,130,770		
	Advertisement	3,214,620	3,034,276
	Collection and C & F charges	1,178,944	721,310
	Conveyance	2,675,415	1,264,217
	Expenses for product development	867,525	695,197
	Export realization charge	29,481,250	17,447,423
	Fair And Exhibition	669,144	-
	Food allowance	581,020	465,142
	Foreign travelling expenses	1,102,972	1,725,167
	Fuel & lubricant for vehicle	3,743,441	2,832,514
	Office rent	-	393,160
	Promotional expenses	3,978,468	2,278,505
	Sample expenses	1,649,800	1,394,408
	Sales Incentive	97,459	-
	UP expenses	908,600	1,205,500
	Vehicle running expenses	2,868,112	1,837,115
	Vehicle tracking service	114,000	99,500
	Zone Allowance	-	185,000
	Total	53,130,770	35,578,434

27.00 Financial expenses: Tk. 76,269,372

This is made up as follows:

Interest expenses	76,269,372	68,375,474
Total	76,269,372	68,375,474

a) Reclassification of Comparative Figures

The Company reclassified the Bank charges, commission & brokerage fees of Tk. 15,737,496 previously presented under Financial expenses (Note 27.00) for the financial year 2023–2024 to Administrative Expenses (Note 25.00) and Selling & distribution expenses (Note 26.00) in order to better reflect its nature and function as follows:

- Tk. 3,974,973 has been reclassified to Administrative Expenses (Note 25.00) under Bank charges, commission & brokerage fees
- Tk 11,762,523 has been reclassified to Selling & distribution expenses (Note 26.00) under Export realization charge, increasing the figure from Tk 5,684,900 to Tk 17,447,423.

This reclassification has no impact on previously reported profit, total comprehensive income, or equity.

b) Interest expenses

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

28.00 Other income: Tk. 7,960,981

This is made up as follows:

Interest Income	7,809,061	3,365,599
Gain/(Loss) on disposal of Vehicle	55,920	-
Other Income	96,000	96,000
Total	7,960,981	3,461,598

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
29.00	Current tax : Tk. 25,975,906		
i.	Regular tax: Tk. 21,660,436		
	This is made up as follows:		
	Particulars		
	Net profit before tax	110,857,696	84,809,333
	Add: Accounting depreciation	86,163,104	88,479,357
	Less: Tax depreciation	(55,271,552)	(94,492,060)
	Less: Profit other than business income	(9,117,133)	(3,461,597)
	Profit/(loss) from business	132,632,114	75,335,033
	Income tax on business income (15%)	19,894,817	11,300,255
	Income Tax on foreign exchange gain/(Loss) (15%)	173,423	-
	Income Tax on other income (20%)	1,592,196	778,859
	Sub-Total	21,660,436	12,079,114
	Under provision		
	Assessment Year 2021-2022	1,402,536	-
	Assessment Year 2022-2023	1,415,534	-
	Assessment Year 2023-2024	1,497,400	-
	Sub-Total	4,315,470	-
	Total	25,975,906	12,079,114
ii.	Minimum tax: Tk. 20,069,929		
	This is made up as follows:		
	Gross receipt from turnover & others	1,997,875,808	1,665,507,318
	Foreign exchange gain/(loss)	1,156,152	963,466
	Other income	7,960,981	3,461,598
	Total gross receipts	2,006,992,941	1,669,932,382
	Minimum tax on gross receipts	20,069,929	10,019,594
	Total	20,069,929	10,019,594
iii.	Advance tax: Tk. 20,608,889		
	This is made up as follows:		
	AIT from export proceeds	20,097,389	15,809,028
	AIT on Vehicle	511,500	-
	AIT from others	1,960,703	1,362,359
	AIT through payment order for assessment year 2021-2022	1,100,000	179,452
	AIT through payment order for assessment year 2023-2024	1,100,000	-
	AIT through payment order for Assessment year 2022-2023	150,500	-
	Total	24,920,092	17,350,839

Current Tax is higher of (i) Regular Tax, (ii) Minimum Tax, as per section 123 and section 163 of Income Tax Act 2023. Provision for current income tax has been made at the rate of 15% on business income as per SRO 159/2022. and tax provision on other income as prescribed in the Income Tax Act, 2023.

Effective Tax Rate	25.77%	19.70%
Effective Tax Rate = Tax expenses/ profit before tax		

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
30.00	Deferred tax: Tk. 2,587,070		
	This is made up as follows:		
	Total Deferred Tax	59,497,418	56,910,348
	Less: Opening Balance	56,910,348	56,008,443
	Total	2,587,070	901,905
31.00	Cash collection from turnover & others: Tk. 1,917,920,678		
	Revenue	1,997,875,808	1,665,507,318
	Opening Accounts Receivable	819,487,229	758,331,300
	Closing Accounts Receivable	(899,442,360)	(819,487,229)
	Total	1,917,920,678	1,604,351,388
32.00	Cash paid to suppliers, employee & others: Tk. -1,737,285,149		
	Cost of goods sold	(1,644,312,481)	(1,375,458,047)
	Administrative expenses	(116,879,737)	(101,470,627)
	Selling & distribution expenses	(53,130,770)	(35,578,434)
	Depreciation	86,163,104	88,479,357
	Advance deposit & prepayments	(5,737,039)	4,998,944
	Inventory	47,549,025	145,174,920
	Goods in transit	(19,987,239)	(2,882,054)
	Accounts payable	5,352,991	931,476
	Liabilities for expenses	(32,062,535)	32,465,298
	WPPF	(4,240,467)	(4,125,472)
	Total	(1,737,285,149)	(1,247,464,639)
33.00	Income tax paid: Tk. -24,920,092		
	AIT paid during the year	(22,569,592)	(17,171,387)
	AIT paid through payment order	(2,350,500)	(179,452)
	Total	(24,920,092)	(17,350,839)
34.00	Earnings Per Share (EPS)		
	Net Profit after Taxes	82,294,720	68,098,400
	Number of Shares for respected year	79,595,381	79,595,381
	Earnings per share (Taka) (Basic)	1.03	0.86
	Net Profit after Taxes	82,294,720	68,098,400
	Weighted Average Number of Share	79,595,381	79,595,381
	Earnings per share (Taka) (Adjusted)	1.03	0.86
	Weighted average/Total existing number of share:		
	Opening number of share outstanding	79,595,381	79,595,381
	Add: Issued during the period	-	-
	Total	79,595,381	79,595,381
35.00	Net Operating Cash Flows per Share (NOCFPS)		
	Cash Flows from Operating Activites	155,715,436	339,535,910
	Number of Shares	79,595,381	79,595,381
	Net Operating Cash Flows per Share (NOCFPS)	1.96	4.27

Prior year NOCFPS has been restated for expense reclassification (Note 39).

Notes	Particulars	Amount in Taka	
		2024-2025	2023-2024
36.00	Net Assets Value (NAV) Per Share		
	Net Asset Value	1,785,076,039	1,782,376,700
	Number of Shares	79,595,381	79,595,381
	Net Assets Value (NAV) Per Share	22.43	22.39

37.00 Reconciliation of net income with cash flows from operating activities

Clause No. 5 (2) (e) of Notification No. BSEC/CMRRCD/2006-158/208/Admin/81, Dated: 20 June 2018:

Profit Before Tax	110,857,696	84,809,333
Adjustment for:		
Depreciation on Property, Plant and Equipment	86,163,104	88,479,358
Other Income	(7,960,981)	(3,461,598)
Workers Profit Participation Fund	5,542,885	4,240,467
Foreign Exchange (Gain)/Loss	(1,156,152)	(963,466)
Financial Expenses	76,269,372	68,375,474
	269,715,923	241,479,568
Less: (Increase)/ Decrease in Accounts Receivable	(79,955,130)	(61,155,929)
Less: (Increase)/ Decrease in Inventory	27,561,786	142,292,865
Less: Increase/ (Decrease) in Trade and Other Payables	5,352,991	931,476
Less: (Increase)/ Decrease in Advance, Deposit & Prepayments	(5,737,039)	4,998,944
Less: Increase/ (Decrease) in Liabilities for Expenses	(36,303,002)	28,339,826
	180,635,528	356,886,749
Less: Income Tax Paid	(24,920,092)	(17,350,839)
Net Cash Generated from Operating Activities	155,715,436	339,535,910

Note: 33

38.00 Related party transactions

During the year, the Company carried out a several number of transactions with key management personnel in the normal course of business. The names of the related parties and nature of these transactions have been disclosed in accordance with the provision of IAS-24.

The following related party transactions have appeared during the year.

SL.	Name	Type of transeptions	Amount in Tk
i.	Mr. Md. Hafizur Rahman	Board Meeting Attendance Fees	74,750
ii.	Mr. Neaz Rahman Shaqib	Remuneration and Board Meeting	3,199,750
iii.	Mr. Major General (retd) Md. Sarwar Hossain	Board Meeting Attendance Fees	5,750
iv.	Mr. Md. Ayub Ali	Board Meeting & Audit Committee	109,250
v.	Mr. Md. Hafizur Rahman	Board Meeting Attendance Fees	74,750
vi.	Mr. Shah Md. Asad Ullah	Board Meeting Attendance Fees	5,750
vii.	Mr. Md. Abdul Haque Sarder FCS, FCA	Board Meeting & Audit Committee	97,750
viii.	Mr. A. T. M. Sarrowar Kamal Chowdhury	Board Meeting & Audit Committee	92,000
ix.	Professor Mohammed Enamul Hye, FCS	Board Meeting Attendance Fees	40,250

Directors under Serial numbers iii and vi have been dropped with effect from September 24, 2024, from the board as per BSEC's Directive.

Directors under serial numbers vii and viii have joined the board on October 28, 2024 and serial number ix on December 24, 2024.

39.00 Reason for significant variance

During the financial year 2024-2025, operational revenue and other income increased reasonably, accompanied by proportional rises in operational, financial, and tax expenses. Despite this, Net Profit After Tax and Earnings Per Share (EPS) showed positive growth.

Sales and cash collection improved, though higher supplier and tax payments led to a decline in Net Operating Cash Flows Per Share (NOCFPS) compared to financial year 2023-2024.

For the financial year 2023-2024, NOCFPS has been rearranged from Tk. 4.94 to Tk. 4.27 due to reclassification of Bank charges, commission, and brokerage were moved from financial to administrative expenses, while collection, discrepancy, payment, and reminder charges were reclassified under selling expenses.

40.00 Date of Authorisation

The Board of directors has authorised these financial statements for issue on 27 October 2025.

Simtex Industries PLC.
Schedule of Property, Plant & Equipment
As at 30 June 2025

Schedule-A/1
Amount in Taka

Particulars	Cost			Rate	Depreciation			Written Down Value as on 30.06.2025
	Balance as on 01.07.2024	Addition during the Year	Disposal during the year		Balance as on 01.07.2024	Charged during the Year	Disposal during the year	
Factory:								
Land & Development	268,856,287	4,127,700	-	0%	-	-	-	272,983,987
Building & Fabricated Shade	475,675,935	3,938,705	-	10%	275,626,009	20,261,323	-	183,727,308
Plant and Machinery	999,167,781	10,546,703	-	10%	534,260,274	46,877,038	-	428,577,172
Trolley	205,908	-	-	10%	94,496	11,141	-	105,637
Gas and Electrical Line	10,959,780	-	-	10%	5,254,561	570,522	-	5,134,697
Electrical Equipment	89,918,564	2,984,704	-	10%	50,221,249	4,015,392	-	38,666,627
Spare Parts & Tools	59,113,453	9,557,752	-	10%	28,164,359	3,718,266	-	36,788,580
Fire Hydrant System	36,778,360	-	-	10%	12,822,055	2,395,631	-	21,560,675
Furniture and Fixture	9,298,290	82,400	-	10%	4,815,047	448,324	-	4,117,319
Sub Total	1,949,974,359	31,237,964	-		911,258,049	78,297,638	-	991,656,635
Office:								
Transport & Vehicles	75,426,524	-	1,084,250	10%	32,447,552	4,288,489	790,170	38,416,403
Office Equipment	27,280,931	2,449,470	-	10%	13,950,227	1,472,802	-	14,307,372
Furniture and Fixture	18,052,054	-	-	10%	11,011,076	704,098	-	6,336,880
Shade Book	177,000	262,300	-	15%	149,607	30,339	-	259,354
Int. Pantan Book	277,750	195,825	-	15%	109,405	47,742	-	316,428
Air Condition & Humidification	23,045,707	346,821	-	10%	10,265,251	1,290,829	-	11,836,448
Crockeries	292,092	14,180	-	10%	157,625	14,865	-	133,782
Software	1,022,144	-	-	20%	840,634	36,302	-	145,208
Sub Total	145,574,202	3,268,596	1,084,250		68,931,378	7,865,466	790,170	71,751,874
Revaluation Surplus:								

Particulars	Cost			Rate	Depreciation			Written Down Value as on 30.06.2025
	Balance as on 01.07.2024	Addition during the Year	Disposal during the year		Balance as on 01.07.2024	Charged during the Year	Disposal during the year	
Land & Development	103,668,899	-	-	0%	-	-	-	103,668,899
Sub Total	103,668,899	-	-		-	-	-	103,668,899
Grand Total (as on 30.06.2025)	2,199,217,460	34,506,560	1,084,250		980,189,427	86,163,104	790,170	1,167,077,409
Grand Total (as on 30.06.2024)	2,081,171,717	118,045,743	-		891,710,069	88,479,358	-	1,219,028,033

Allocation of Depreciation Expenses:

Factory	78,297,638
Administrative	7,865,466
Total	86,163,104

Simtex Industries PLC.
Schedule of Property, Plant & Equipment
For the Year ended 30 June 2025

Tax Base		Schedule-A/2						
Particulars	Written Down Value as on 01.07.2024	Addition during the year	Revaluation Surplus	Disposal	Balance as on 30.06.2025	Rate	Depreciation during the year	Written Down Value as on 30.06.2025
Factory:								
Land & Development	268,856,287	4,127,700	-	-	272,983,987	0%	-	272,983,987
Building & Fabricated Shade	122,448,720	3,938,705		-	126,387,425	10%	12,638,742	113,748,683
Plant and Machinery	278,524,447	10,546,703		-	289,071,150	10%	28,907,115	260,164,035
Trolley	86,712	-	-	-	86,712	10%	8,671	78,041
Gas and Electrical Line	3,757,601	-		-	3,757,601	10%	375,760	3,381,841
Electrical Equipment	32,103,588	2,984,704		-	35,088,292	10%	3,508,829	31,579,463
Spare Parts & Tools	21,786,404	9,557,752		-	31,344,156	10%	3,134,416	28,209,740
Fire Hydrant System	3,633,774	-		-	3,633,774	10%	363,377	3,270,397
Furniture and Fixture	10,683,495	82,400		-	10,765,895	10%	1,076,590	9,689,305
Sub Total	741,881,029	31,237,964	-	-	773,118,993		50,013,500	723,105,493
Office:								
Transport & Vehicles	29,671,968	-	-	1,084,250	28,587,718	10%	2,858,772	25,728,946
Office Equipment	12,688,609	2,449,470	-	-	15,138,079	10%	1,513,808	13,624,271
Furniture and Fixture		-	-	-	-	10%	-	-
Shade Book	43,115	262,300	-	-	305,415	10%	30,542	274,873
Int Pantton Book	176,693	195,825	-	-	372,518	10%	37,252	335,266
Air Condition & Humidification	7,658,843	346,821	-	-	8,005,664	10%	800,566	7,205,098
Crockeries	88,464	14,180	-	-	102,644	10%	10,264	92,380
Software	68,477	-	-	-	68,477	10%	6,848	61,629
Sub Total	50,396,169	3,268,596	-	1,084,250	52,580,515		5,258,052	47,322,463
Grand Total	792,277,198	34,506,560	-	1,084,250	825,699,508	-	55,271,552	770,427,956

Note: Tax Base has been re-measured based on the final tax assessment for AY 2023-2024.

Deferred Tax

Carrying Value

Tax Base

Temporary Difference

Tax rate

1,167,077,409
770,427,956
396,649,453

15%

Total Deferred Tax

Less: Opening Balance

Deferred Tax Expenses

59,497,418
56,910,348
2,587,070

Simtex Industries PLC.
Capital Work in Progress
As at 30 June 2025



Schedule-B/1

SL.	Particular/ LC	Value (BDT)	Insurance	Credit Report Charges	LC Acceptance Commission	LC Commission	LC Amendment Charge	Swift & Other Charges	C & F Expenses (Import)	Amount In Taka	Remarks
1	FTT#0007-25	757,128	3,176	-	-	-	-	2,750	1,264,761	2,027,815	
2	FTT#0014-25	305,479	1,290	-	-	-	-	-	65,537	372,306	
3	Construction of Main Entrance	1,035,790	-	-	-	-	-	-	-	1,035,790	
4	Ongoing construction	1,752,614	-	-	-	-	-	-	-	1,752,614	
5	FTT#150028	909,097	3,710	-	-	-	-	-	-	912,807	
6	L/C# 236125020024	20,313,000	96,181	21,545	81,752	49,601	1,500	5,050	-	20,568,628	
	Balance as on 30.06.2025	25,073,108	104,357	21,545	81,752	49,601	1,500	7,800	1,330,298	26,669,960	
	Balance as on 30.06.2024	4,657,049	23,757	-	-	16,167	-	5,000	-	4,701,973	

Simtex Industries PLC.
Schedule of Inland Bill Purchase
As at 30 June 2025

Schedule-C/1

SL.	Date of IBP Purchase	Ref. No.	Amount in Taka
1	26-Feb-25	8017-1019012065	1,189,920
2	15-May-25	8017-1019013715	2,871,960
3	15-May-25	8017-1019013797	1,911,720
4	15-May-25	8017-1019013788	2,498,160
5	15-May-25	8017-1019013877	1,395,240
6	15-May-25	8017-1019013813	2,963,160
7	15-May-25	8017-1019013831	1,850,040
8	15-May-25	8017-1019013902	1,208,760
9	15-May-25	8017-1019013920	1,205,160
10	15-May-25	8017-1019013939	1,582,320
11	15-May-25	8017-1019013895	2,232,840
12	15-May-25	8017-1019013957	1,228,200
13	15-May-25	8017-1019013948	3,069,960
14	15-May-25	8017-1019013868	1,634,040
15	15-May-25	8017-1019013911	2,198,640
16	15-May-25	8017-1019013984	2,610,240
17	15-May-25	8017-1019013975	1,127,280
18	15-May-25	8017-1019013966	2,286,240
19	15-May-25	8017-1019013993	1,178,520
20	4-Jun-25	8017-1019014401	1,618,800
21	4-Jun-25	8017-1019014410	1,477,800
22	4-Jun-25	8017-1019014438	1,719,960
23	4-Jun-25	8017-1019014447	1,398,960
24	4-Jun-25	8017-1019014465	2,109,720
25	4-Jun-25	8017-1019014483	2,117,520
26	4-Jun-25	8017-1019014492	1,566,240
27	4-Jun-25	8017-1019014509	2,054,520
28	4-Jun-25	8017-1019014518	2,346,120
29	4-Jun-25	8017-1019014527	3,702,240
Total			56,354,280

Simtex Industries PLC.
Schedule of FDR as on 30 June 2025

SL.	Particulars	Issue Date	Balance as on 01.07.2024	TRF From TBL-151	TRF From TBL-118	TRF From JBL-8310	Interest	AIT	Bank Charge	TRF To TBL- 118	Previous year accrued interest	Schedule - D/1	
												Balance as on 30.06.2025	
1	7022-0331028589	15-Jul-18	62,369	-	-	-	5,316	1,063	-	-	-	66,622	
2	7022-0331031011	24-Sep-18	62,689	-	-	-	5,608	1,121	-	-	-	67,176	
3	7022-0331040645	30-Sep-19	236,332	-	-	-	21,447	4,290	150	-	-	253,339	
4	7022-0331047040	27-Feb-20	642,349	-	-	-	30,623	6,124	-	666,848	-	-	
5	7022-0331047139	1-Mar-20	853,109	-	-	-	26,056	5,211	-	873,954	-	-	
6	7022-0331047148	1-Mar-20	876,082	-	-	-	26,759	5,351	-	897,490	-	-	
7	7022-0331047157	1-Mar-20	1,063,547	-	-	-	32,484	6,497	-	1,089,534	-	-	
8	7022-0331047237	3-Mar-20	395,562	-	-	-	12,082	2,416	-	405,228	-	-	
9	7022-0331047246	3-Mar-20	326,628	-	-	-	9,976	1,995	-	334,609	-	-	
10	7022-0331051240	26-Jul-20	522,999	-	-	-	45,227	9,045	500	-	-	558,681	
11	7022-0331051884	9-Aug-20	476,019	-	-	-	22,219	4,444	-	493,794	-	-	
12	7022-0331052347	24-Aug-20	609,703	-	-	-	28,696	5,739	-	632,660	-	-	
13	7022-0331052856	10-Sep-20	427,777	-	-	-	38,282	7,656	150	-	-	458,253	
14	7022-0331052865	10-Sep-20	516,057	-	-	-	46,177	9,235	500	-	-	552,498	
15	7022-0331052874	13-Sep-20	516,109	-	-	-	45,710	9,143	500	-	-	552,176	
16	7022-0331052883	13-Sep-20	419,966	-	-	-	37,200	7,440	150	-	-	449,576	
17	7022-0331052936	14-Sep-20	427,831	-	-	-	37,946	7,589	150	-	-	458,038	
18	7022-0331052945	14-Sep-20	427,831	-	-	-	37,946	7,589	150	-	-	458,038	
19	7022-0331053784	5-Oct-20	228,667	-	-	-	19,230	3,846	150	-	-	243,901	
20	7022-0331053882	11-Oct-20	119,598	-	-	-	9,933	1,987	150	-	-	127,393	
21	7022-0331053926	12-Oct-20	491,338	-	-	-	40,865	8,173	500	-	-	523,531	
22	7022-0331054050	15-Oct-20	147,196	-	-	-	12,293	2,459	150	-	-	156,880	
23	7022-0331054130	19-Oct-20	404,288	-	-	-	33,952	6,790	150	-	-	431,300	
24	7022-0331054149	19-Oct-20	499,173	-	-	-	41,914	8,383	500	-	-	532,204	
25	7022-0331054612	3-Nov-20	179,122	-	-	-	15,969	3,193	150	-	-	191,748	
26	7022-0331054989	12-Nov-20	275,275	-	-	-	12,895	2,579	150	285,441	-	-	
27	7022-0331054998	12-Nov-20	198,507	-	-	-	9,299	1,860	150	205,796	-	-	
28	7022-0331055004	12-Nov-20	387,641	-	-	-	18,158	3,631	150	402,018	-	-	

Simtex Industries PLC.
Schedule of FDR as on 30 June 2025

SL.	Particulars	Issue Date	Balance as on 01.07.2024	TRF From TBL-151	TRF From TBL-118	TRF From JBL-8310	Interest	AIT	Bank Charge	TRF To TBL- 118	Previous year accrued interest	Balance as on 30.06.2025
29	7022-0331055013	12-Nov-20	525,990	-	-	-	24,639	4,927	150	545,552	-	-
30	7022-0331055068	15-Nov-20	244,164	-	-	-	11,478	2,296	150	253,197	-	-
31	7022-0331055077	15-Nov-20	244,164	-	-	-	11,478	2,296	150	253,197	-	-
32	7022-0331055120	16-Nov-20	251,748	-	-	-	11,849	2,370	150	261,077	-	-
33	7022-0331055255	23-Nov-20	278,644	-	-	-	13,223	2,645	150	289,072	-	-
34	7022-0331055273	24-Nov-20	442,254	-	-	-	20,815	4,163	150	458,756	-	-
35	7022-0331055282	24-Nov-20	55,640	-	-	-	5,070	1,014	-	-	-	59,695
36	7022-0331055406	30-Nov-20	819,987	-	-	-	39,137	7,827	500	850,797	-	-
37	7022-0331055522	6-Dec-20	430,736	-	-	-	13,156	2,631	150	441,111	-	-
38	7022-0331055531	6-Dec-20	414,060	-	-	-	12,647	2,530	150	424,027	-	-
39	7022-0331055540	6-Dec-20	430,736	-	-	-	13,156	2,631	150	441,111	-	-
40	7022-0331055559	6-Dec-20	250,627	-	-	-	7,655	1,531	150	256,600	-	-
41	7022-0331055568	6-Dec-20	149,455	-	-	-	4,565	913	150	152,957	-	-
42	7022-0331055639	7-Dec-20	142,698	-	-	-	12,744	2,548	150	-	-	152,744
43	7022-0331055791	14-Dec-20	260,541	-	-	-	23,108	4,622	150	-	-	278,877
44	7022-0331056058	29-Dec-20	141,606	-	-	-	12,786	2,558	150	-	-	151,684
45	7022-0331056398	10-Jan-21	49,193	-	-	-	4,081	816	-	-	-	52,458
46	7022-0331056594	13-Jan-21	60,129	-	-	-	5,008	1,001	-	-	-	64,136
47	7022-0331056601	13-Jan-21	503,364	-	-	-	41,923	8,385	500	-	-	536,402
48	7022-0331056745	19-Jan-21	452,072	-	-	-	37,966	7,593	150	-	-	482,295
49	7022-0331056754	19-Jan-21	540,271	-	-	-	45,367	9,073	500	-	-	576,065
50	7022-0331056978	27-Jan-21	455,468	-	-	-	38,666	7,734	150	-	-	486,250
51	7022-0331057815	25-Feb-21	118,491	-	-	-	5,590	1,118	-	122,963	-	-
52	7022-0331058083	7-Mar-21	634,397	-	-	-	56,657	11,331	500	-	-	679,222
53	7022-0331058323	16-Mar-21	266,822	-	-	-	23,494	4,699	150	-	-	285,466
54	7022-0331058332	16-Mar-21	987,361	-	-	-	86,895	17,379	3,000	-	-	1,053,877
55	7022-0331058350	18-Mar-21	419,885	-	-	-	37,119	7,423	150	-	-	449,430
56	7022-0031059046	11-Apr-21	656,645	-	-	-	54,543	10,908	500	-	-	699,779
57	7022-0331059153	13-Apr-21	468,537	-	-	-	39,028	7,806	150	-	-	499,609
58	7022-0331061837	1-Sep-21	459,197	-	-	-	40,856	8,171	150	-	-	491,732
59	7022-0331061999	5-Sep-21	1,095,155	-	-	-	33,450	6,690	-	1,121,915	-	-
60	7022-0331062541	15-Sep-21	464,860	-	-	-	41,284	8,257	150	-	-	497,737

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SL.	Particulars	Issue Date	Balance as on 01.07.2024	TRF From TBL-151	TRF From TBL-118	TRF From JBL-8310	Interest	AIT	Bank Charge	TRF To TBL-118	Previous year accrued interest	Balance as on 30.06.2025
61	7022-0331062658	16-Sep-21	290,346	-	-	-	25,566	5,113	150	-	-	310,648
62	7022-0331063059	26-Sep-21	696,193	-	-	-	62,503	12,501	500	-	-	745,695
63	7022-0331063068	26-Sep-21	470,314	-	-	-	42,227	8,446	150	-	-	503,945
64	7022-0331063693	5-Oct-21	1,157,068	-	-	-	95,278	19,055	3,000	-	-	1,230,291
65	7022-0331063737	6-Oct-21	3,085,149	-	-	-	254,491	50,897	3,000	-	-	3,285,743
66	7022-0331063782	7-Oct-21	448,940	-	-	-	36,924	7,385	150	-	-	476,329
67	7022-0331063933	11-Oct-21	2,084,181	-	-	-	173,089	34,618	3,000	-	-	2,219,652
68	7022-0331064030	12-Oct-21	1,407,704	-	-	-	117,051	23,410	3,000	-	-	1,498,346
69	7022-0331064227	17-Oct-21	1,048,276	-	-	-	87,748	17,550	3,000	-	-	1,115,474
70	7022-0331064334	21-Oct-21	452,470	-	-	-	38,103	7,621	150	-	-	482,802
71	7022-0331064450	24-Oct-21	1,174,830	-	-	-	99,284	19,857	3,000	-	-	1,251,258
72	7022-0331064512	25-Oct-21	1,798,406	-	-	-	152,218	30,444	3,000	-	-	1,917,180
73	7022-0331064898	4-Nov-21	460,398	-	-	-	41,104	8,221	150	-	-	493,131
74	7022-0331065744	24-Nov-21	467,333	-	-	-	42,586	8,517	150	-	-	501,252
75	7022-0331066181	2-Dec-21	472,984	-	-	-	42,109	8,422	150	-	-	506,521
76	7022-0331066494	13-Dec-21	1,646,144	-	-	-	145,769	29,154	3,000	-	-	1,759,759
77	7022-0331066841	21-Dec-21	789,374	-	-	-	70,189	14,038	500	-	-	845,025
78	7022-0331066985	23-Dec-21	435,430	-	-	-	38,869	7,774	150	-	-	466,375
79	7022-0331067055	27-Dec-21	1,233,091	-	-	-	110,879	22,175	3,000	-	-	1,318,795
80	7022-0331067626	9-Jan-22	433,723	-	-	-	35,930	7,186	150	-	-	462,316
81	7022-0331069740	9-Feb-22	448,930	-	-	-	40,338	8,067	150	-	-	481,051
82	7022-0331069759	9-Feb-22	443,580	-	-	-	39,857	7,971	150	-	-	475,316
83	7022-0331070318	16-Feb-22	453,498	-	-	-	41,114	8,223	150	-	-	486,239
84	7022-0331070596	24-Feb-22	459,235	-	-	-	41,847	8,369	150	-	-	492,562
85	7022-0331071282	13-Mar-22	592,324	-	-	-	52,462	10,494	500	-	-	633,792
86	7022-0331071291	13-Mar-22	465,011	-	-	-	41,190	8,238	150	-	-	497,813
87	7022-0331071568	21-Mar-22	470,226	-	-	-	41,815	8,362	150	-	-	503,529
88	7022-0331071880	28-Mar-22	475,865	-	-	-	42,884	8,577	500	-	-	509,672
89	7022-0331071899	28-Mar-22	32,115	-	-	-	2,895	579	-	-	-	34,431
90	7022-0331072478	10-Apr-22	473,267	-	-	-	39,260	7,852	150	-	-	504,525
91	7022-0331073011	20-Apr-22	420,767	-	-	-	35,385	7,078	150	-	-	448,924

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SL.	Particulars	Issue Date	Balance as on 01.07.2024	TRF From TBL-151	TRF From TBL-118	TRF From JBL-8310	Interest	AIT	Bank Charge	TRF To TBL-118	Previous year accrued interest	Balance as on 30.06.2025
92	7022-0331073502	9-May-22	430,380	-	-	-	38,673	7,735	150	-	-	461,167
93	7022-0331073753	16-May-22	434,947	-	-	-	39,433	7,886	150	-	-	466,344
94	7022-0331074083	22-May-22	440,545	-	-	-	40,245	8,050	150	-	-	472,591
95	7022-0331074412	29-May-22	446,429	-	-	-	40,987	8,198	150	-	-	479,068
96	7022-0331075519	14-Jun-22	451,782	-	-	-	40,071	8,014	150	-	-	483,689
97	7022-0331075617	15-Jun-22	457,116	-	-	-	40,596	8,119	150	-	-	489,443
98	7022-0331076054	23-Jun-22	462,357	-	-	-	41,272	8,254	150	-	-	495,225
99	7022-0331076509	30-Jun-22	468,128	-	-	-	42,484	8,497	150	-	-	501,965
100	7022-0331076992	7-Jul-22	465,197	-	-	-	38,432	7,687	150	-	-	495,792
101	7022-0331077535	24-Jul-22	470,690	-	-	-	39,797	7,960	150	-	-	502,377
102	7022-0331077866	31-Jul-22	418,421	-	-	-	35,664	7,133	150	-	-	446,802
103	7022-0331078187	4-Aug-22	426,013	-	-	-	38,034	7,608	150	-	-	456,289
104	7022-0331079104	23-Aug-22	433,227	-	-	-	39,626	7,925	150	-	-	464,778
105	7022-0331079239	24-Aug-22	438,564	-	-	-	39,963	7,993	150	-	-	470,384
106	7022-0331079757	4-Sep-22	444,096	-	-	-	39,588	7,917	150	-	-	475,617
107	7022-0331079935	7-Sep-22	449,432	-	-	-	40,143	8,030	150	-	-	481,395
108	7022-0331081306	22-Sep-22	454,721	-	-	-	40,514	8,103	150	-	-	486,982
109	7022-0331081548	27-Sep-22	460,214	-	-	-	41,401	8,280	150	-	-	493,185
110	7022-0331081780	2-Oct-22	457,565	-	-	-	37,541	7,509	150	-	-	487,447
111	7022-0331082172	11-Oct-22	462,935	-	-	-	38,456	7,691	150	-	-	493,550
112	7022-0331082921	23-Oct-22	468,320	-	-	-	39,544	7,909	150	-	-	499,805
113	7022-0331083653	1-Nov-22	418,591	-	-	-	37,243	7,448	150	-	-	448,236
114	7022-0331084063	8-Nov-22	425,671	-	-	-	38,200	7,640	150	-	-	456,081
115	7022-0331084492	15-Nov-22	431,095	-	-	-	39,034	7,807	150	-	-	462,172
116	7022-0331084830	24-Nov-22	436,380	-	-	-	39,764	7,953	150	-	-	468,041
117	7022-0331085688	11-Dec-22	441,702	-	-	-	39,553	7,911	150	-	-	473,194
118	7022-0331086374	21-Dec-22	446,864	-	-	-	39,736	7,947	150	-	-	478,503
119	7022-0331087060	3-Jan-23	444,535	-	-	-	36,523	7,305	150	-	-	473,603
120	7022-0331087471	9-Jan-23	449,796	-	-	-	37,262	7,452	150	-	-	479,456
121	7022-0331088498	22-Jan-23	455,160	-	-	-	38,381	7,677	150	-	-	485,714

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SL.	Particulars	Issue Date	Balance as on 01.07.2024	TRF From TBL-151	TRF From TBL-118	TRF From JBL-8310	Interest	AIT	Bank Charge	TRF To TBL-118	Previous year accrued interest	Balance as on 30.06.2025
122	7022-0331089068	29-Jan-23	460,441	-	-	-	39,193	7,839	150	-	-	491,645
123	7022-0331090234	9-Feb-23	470,204	-	-	-	42,251	8,450	150	-	-	503,855
124	7022-0331090770	20-Feb-23	417,906	-	-	-	38,080	7,616	150	-	-	448,220
125	7022-0331091368	2-Mar-23	423,250	-	-	-	37,681	7,536	150	-	-	453,245
126	7022-0331091699	7-Mar-23	428,549	-	-	-	38,277	7,656	150	-	-	459,020
127	7022-0331092018	14-Mar-23	433,877	-	-	-	38,483	7,697	150	-	-	464,513
128	7022-0331092303	27-Mar-23	439,197	-	-	-	39,509	7,902	150	-	-	470,654
129	7022-0331092732	3-Apr-23	436,742	-	-	-	35,882	7,177	150	-	-	465,297
130	7022-0331093268	12-Apr-23	442,011	-	-	-	36,769	7,354	150	-	-	471,276
131	7022-0331093811	25-Apr-23	447,343	-	-	-	37,875	7,575	150	-	-	477,493
132	7022-0331094338	3-May-23	455,051	-	-	-	40,574	8,114	150	-	-	487,361
133	7022-0331094436	8-May-23	467,373	-	-	-	41,942	8,388	150	-	-	500,777
134	7022-0331094632	11-May-23	462,254	-	-	-	41,643	8,329	150	-	-	495,418
135	7022-0331095060	18-May-23	467,277	-	-	-	42,471	8,494	150	-	-	501,104
136	7022-0331095471	30-May-23	415,871	-	-	-	38,137	7,628	150	-	-	446,230
137	7022-0331095748	6-Jun-23	420,780	-	-	-	37,559	7,512	150	-	-	450,677
138	7022-0331096238	14-Jun-23	426,089	-	-	-	37,793	7,558	150	-	-	456,174
139	7022-0331096729	22-Jun-23	431,189	-	-	-	38,417	7,684	150	-	-	461,772
140	7022-0331097273	5-Jul-23	429,052	-	-	-	35,348	7,070	150	-	-	457,180
141	7022-0331097960	18-Jul-23	434,347	-	-	-	36,427	7,286	150	-	-	463,338
142	7022-0331098307	26-Jul-23	439,572	-	-	-	37,267	7,453	150	-	-	469,236
143	7022-0331098754	7-Aug-23	449,066	-	-	-	40,247	8,050	150	-	-	481,113
144	7022-0331098969	14-Aug-23	433,736	-	-	-	39,223	7,845	150	-	-	464,964
145	7022-0331099413	22-Aug-23	51,666	-	-	-	4,720	943	-	-	-	55,443
146	7022-0331099566	23-Aug-23	454,407	-	-	-	41,564	8,312	150	-	-	487,509
147	7022-0331100179	7-Sep-23	413,116	-	-	-	36,899	7,380	150	-	-	442,485
148	7022-0331100624	13-Sep-23	418,365	-	-	-	37,058	7,412	150	-	-	447,861
149	7022-0331100937	20-Sep-23	423,375	-	-	-	37,573	7,515	150	-	-	453,283
150	7022-0331101954	5-Oct-23	421,563	-	-	-	34,730	6,947	150	-	-	449,196
151	7022-0331102211	12-Oct-23	426,740	-	-	-	35,497	7,099	150	-	-	454,988
152	7022-0331102542	22-Oct-23	431,962	-	-	-	36,424	7,285	150	-	-	460,951
153	7022-0331103149	2-Nov-23	437,366	-	-	-	38,946	7,789	150	-	-	468,373

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SL.	Particulars	Issue Date	Balance as on 01.07.2024	TRF From TBL-151	TRF From TBL-118	TRF From JBL-8310	Interest	AIT	Bank Charge	TRF To TBL-118	Previous year accrued interest	Balance as on 30.06.2025
154	7022-0331103612	14-Nov-23	413,834	-	-	-	37,424	7,485	150	-	-	443,623
155	7022-0331103925	22-Nov-23	419,127	-	-	-	38,288	7,657	150	-	-	449,608
156	7022-0331104344	4-Dec-23	424,065	-	-	-	37,804	7,560	150	-	-	454,159
157	7022-0331105012	14-Dec-23	429,314	-	-	-	38,078	7,615	150	-	-	459,627
158	7022-0331105807	26-Dec-23	434,596	-	-	-	39,020	7,803	150	-	-	465,663
159	7022-0331105870	27-Dec-23	102,145	-	-	-	9,187	1,837	150	-	-	109,345
160	7022-0331106628	9-Jan-24	434,257	-	-	-	35,974	7,194	150	-	-	462,887
161	7022-0331107350	16-Jan-24	404,041	-	-	-	33,793	6,759	150	-	-	430,925
162	7022-0331108288	25-Jan-24	409,212	-	-	-	34,647	6,930	150	-	-	436,779
163	7022-03310108699	6-Feb-24	414,770	-	-	-	37,126	7,425	150	-	-	444,321
164	7022-0331109867	19-Feb-24	419,830	-	-	-	38,206	7,641	150	-	-	450,245
165	7022-0331110337	28-Feb-24	424,890	-	-	-	39,010	7,802	150	-	-	455,948
166	7022-0331110891	6-Mar-24	429,950	-	-	-	38,377	7,675	150	-	-	460,502
167	7022-0331111354	12-Mar-24	424,890	-	-	-	38,073	7,614	150	-	-	455,199
168	7022-0331111836	21-Mar-24	429,950	-	-	-	38,232	7,647	150	-	-	460,385
169	7022-0331112184	1-Apr-24	412,594	-	-	-	33,196	6,639	300	-	7,594	431,257
170	7022-0331113209	17-Apr-24	416,321	-	-	-	34,330	6,866	300	-	6,321	437,164
171	7022-0331113530	23-Apr-24	420,879	-	-	-	35,032	7,007	300	-	5,879	442,725
172	7022-0331113932	29-Apr-24	425,425	-	-	-	35,741	7,148	300	-	5,425	448,293
173	7022-0331114833	12-May-24	430,495	-	-	-	38,325	7,665	300	-	5,495	455,360
174	7022-0331115305	19-May-24	409,489	-	-	-	36,848	7,369	300	-	4,489	434,179
175	7022-0331115725	27-May-24	413,679	-	-	-	37,562	7,513	300	-	3,679	439,749
176	7022-0331116555	6-Jun-24	417,628	-	-	-	37,032	7,406	300	-	2,628	444,326
177	7022-0331117287	13-Jun-24	421,884	-	-	-	37,194	7,440	300	-	1,884	449,454
178	7022-0331117821	25-Jun-24	425,561	-	-	-	38,076	7,616	300	-	561	455,160
179	7022-0331118526	2-Jul-24	-	405,000	-	-	25,249	5,050	300	-	-	424,899
180	7022-0331119034	9-Jul-24	-	410,000	-	-	25,883	5,176	300	-	-	430,407
181	7022-0331119767	18-Jul-24	-	415,000	-	-	26,619	5,324	300	-	-	435,995
182	7022-0331120933	7-Aug-24	-	420,000	-	-	27,145	5,429	300	-	-	441,416
183	7022-0331121218	12-Aug-24	-	405,000	-	-	26,404	5,281	300	-	-	425,823
184	7022-033111370	14-Aug-24	-	410,000	-	-	26,823	5,364	300	-	-	431,159

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SL.	Particulars	Issue Date	Balance as on 01.07.2024	TRF From TBL-151	TRF From TBL-118	TRF From JBL-8310	Interest	AIT	Bank Charge	TRF To TBL-118	Previous year accrued interest	Balance as on 30.06.2025
185	7022-0331121950	22-Aug-24	-	415,000	-	-	27,526	5,504	300	-	-	436,722
186	7022-0331122882	2-Sep-24	-	420,000	-	-	28,307	5,661	300	-	-	442,346
187	7022-0331123074	5-Sep-24	-	425,000	-	-	28,645	5,729	300	-	-	447,616
188	7022-0331123645	11-Sep-24	-	400,000	-	-	24,890	4,978	300	-	-	419,612
189	7022-0331124920	23-Sep-24	-	405,000	-	-	25,527	5,106	300	-	-	425,121
190	7022-0331125858	3-Oct-24	-	410,000	-	-	16,234	3,247	150	-	-	422,837
191	7022-0331126419	7-Oct-24	-	415,000	-	-	16,524	3,305	150	-	-	428,069
192	7022-0331127123	16-Oct-24	-	420,000	-	-	16,931	3,386	150	-	-	433,395
193	7022-0331128051	27-Oct-24	-	425,000	-	-	17,390	3,478	150	-	-	438,762
194	7022-0331128686	4-Nov-24	-	400,000	-	-	16,538	3,307	150	-	-	413,081
195	7022-0331129372	12-Nov-24	-	405,000	-	-	16,925	3,385	150	-	-	418,390
196	7022-0331130226	21-Nov-24	-	410,000	-	-	17,339	3,467	150	-	-	423,722
197	7022-0331131083	3-Dec-24	-	415,000	-	-	17,782	3,556	150	-	-	429,076
198	7022-0331131761	11-Dec-24	-	420,000	-	-	17,997	3,599	150	-	-	434,248
199	7022-0331133027	23-Dec-24	-	425,000	-	-	18,000	3,600	150	-	-	439,250
200	7022-0331134106	2-Jan-25	-	400,000	-	-	7,500	1,500	150	-	-	405,850
201	7022-0331134811	8-Jan-25	-	405,000	-	-	7,594	1,519	150	-	-	410,925
202	7022-0331135696	14-Jan-25	-	410,000	-	-	7,688	1,538	150	-	-	416,000
203	7022-0331136417	22-Jan-25	-	415,000	-	-	7,781	1,556	150	-	-	421,075
204	7022-0331137023	28-Jan-25	-	420,000	-	-	7,875	1,575	150	-	-	426,150
205	7022-0331138139	6-Feb-25	-	425,000	-	-	7,969	1,594	150	-	-	431,225
206	7022-0331139325	17-Feb-25	-	400,000	-	-	7,500	1,500	150	-	-	405,850
207	7022-0331140162	24-Feb-25	-	405,000	-	-	7,594	1,519	150	-	-	410,925
208	7022-0331140706	2-Mar-25	-	410,000	-	-	7,688	1,538	150	-	-	416,000
209	7022-0331141518	9-Mar-25	-	415,000	-	-	7,781	1,556	150	-	-	421,075
210	7022-0331142179	13-Mar-25	-	420,000	-	-	7,875	1,575	150	-	-	426,150
211	7022-0331142697	19-Mar-25	-	425,000	-	-	9,563	1,913	150	-	-	432,500
212	7022-0331143258	24-Mar-25	-	400,000	-	-	7,500	1,500	150	-	-	405,850
213	7022-0331133152	26-Dec-24	-	-	567,000	-	21,412	4,282	500	-	-	583,630
214	7022-0331133161	26-Dec-24	-	-	256,000	-	9,669	1,934	150	-	-	263,585
215	7022-0331133170	26-Dec-24	-	-	567,000	-	21,412	4,282	500	-	-	583,630

Simtex Industries PLC.
Schedule of FDR as on 30 June 2025

SL.	Particulars	Issue Date	Balance as on 01.07.2024	TRF From TBL-151	TRF From TBL-118	TRF From JBL-8310	Interest	AIT	Bank Charge	TRF To TBL-118	Previous year accrued interest	Balance as on 30.06.2025
216	7022-0331133189	26-Dec-24	-	-	610,000	-	23,038	4,608	500	-	-	627,930
217	7022-0331133198	26-Dec-24	-	-	283,000	-	10,689	2,138	150	-	-	291,401
218	7022-0331133205	26-Dec-24	-	-	567,000	-	21,412	4,282	500	-	-	583,630
219	7022-0331134759	8-Jan-25	-	-	569,000	-	10,669	2,134	500	-	-	577,035
220	7022-0331134768	8-Jan-25	-	-	233,000	-	4,369	874	150	-	-	236,345
221	7022-0331134777	8-Jan-25	-	-	567,000	-	10,631	2,126	500	-	-	575,005
222	7022-0331134786	8-Jan-25	-	-	567,000	-	10,631	2,126	500	-	-	575,005
223	7022-0331134795	8-Jan-25	-	-	567,000	-	10,631	2,126	500	-	-	575,005
224	7022-0331135249	12-Jan-25	-	-	200,000	-	3,750	750	150	-	-	202,850
225	7022-0331136819	27-Jan-25	-	-	120,000	-	2,250	450	150	-	-	121,650
226	7022-0331137158	30-Jan-25	-	-	570,000	-	10,688	2,138	500	-	-	578,050
227	7022-0331137176	30-Jan-25	-	-	570,000	-	10,688	2,138	500	-	-	578,050
228	7022-0331137194	30-Jan-25	-	-	575,000	-	10,781	2,156	500	-	-	583,125
229	7022-0331137201	30-Jan-25	-	-	570,000	-	10,688	2,138	500	-	-	578,050
230	7022-0331130100	19-Nov-24	-	-	1,440,000	-	60,694	12,139	3,000	-	-	1,485,555
231	7022-0331144695	7-Apr-25	-	405,000	-	-	7,088	-	-	-	-	412,088
232	7022-0331145336	10-Apr-25	-	410,000	-	-	6,919	-	-	-	-	416,919
233	7022-0331146095	17-Apr-25	-	415,000	-	-	6,398	-	-	-	-	421,398
234	7022-0331146540	21-Apr-25	-	420,000	-	-	6,125	-	-	-	-	426,125
235	7022-0331147638	29-Apr-25	-	425,000	-	-	5,490	-	-	-	-	430,490
236	7022-0331148548	7-May-25	-	400,000	-	-	4,500	-	-	-	-	404,500
237	7022-0331149289	14-May-25	-	405,000	-	-	3,966	-	-	-	-	408,966
238	7022-0331149789	18-May-25	-	410,000	-	-	3,673	-	-	-	-	413,673
239	7022-0331150302	24-May-25	-	415,000	-	-	3,199	-	-	-	-	418,199
240	7022-0331151230	29-May-25	-	420,000	-	-	2,800	-	-	-	-	422,800
241	7022-0331152168	3-Jun-25	-	425,000	-	-	2,391	-	-	-	-	427,391
242	7022-0331152739	16-Jun-25	-	400,000	-	-	1,167	-	-	-	-	401,167
243	7022-0331153649	22-Jun-25	-	405,000	-	-	675	-	-	-	-	405,675
244	7022-0331154086	25-Jun-25	-	410,000	-	-	427	-	-	-	-	410,427
245	7022-0331154540	30-Jun-25	-	415,000	-	-	-	-	-	-	-	415,000
246	0614338/2301002573491	25-Jun-25	-	-	-	4,000,000	6,111	-	-	-	-	4,006,111
Total			86,503,267	20,205,000	9,398,000	4,000,000	7,845,468	1,556,913	75,550	12,159,703	43,955	114,115,614



SIMTEX INDUSTRIES PLC.

Registered Office: Khagan, Birulia, Savar, Dhaka

PROXY FORM

I/We
Of.....being a shareholders of Simtex Industries PLC. and entitle to
vote, hereby appoint Mr./Mrs./Miss.....
of as my/ our
proxy in my/ our absence to attend and vote for me/ us and on my/ our behalf at the 18th Annual General
Meeting (AGM) of the Company will be held on Wednesday, 24th December 2025 at 11:00 a.m. The AGM
will be held using the Hybrid Platform through the link: <https://simtex.hybridagmbd.net>, and at RAOWA Convention
Hall, EAGLE (Hall 3), VIP Road, Mohakhali, Dhaka-1206.

Signature of Shareholder

Dated.....2025

Revenue
Stamp
20.00

Signature of proxy

BO A/C No.

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No. of Shares:

Note:

- 1) The proxy form duly filled, signed and stamped with a revenue stamp of Tk.20, must be deposited at the registered office of the Company or through e-mail at companysecretary@simtexgroup.com 48 hours before the time fixed for the meeting.
- 2) Signature of the Shareholder must be in accordance with Specimen Signature recorded with the Company.



SIMTEX INDUSTRIES PLC.

Registered Office: Khagan, Birulia, Savar, Dhaka

ATTENDANCE SLIP

I do hereby record my/our attendance at 18th Annual General Meeting (AGM) of the company will be held on Wednesday, 24th December 2025 at 11:00 a.m. The AGM will be held using the Hybrid Platform through the link: <https://simtex.hybridagmbd.net>, and at RAOWA Convention Hall, EAGLE (Hall 3), VIP Road, Mohakhali, Dhaka-1206.

Shareholder/ Proxy.....

BO ID:

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Signature.....

Date.....

Note:

- ◆ Shareholders attending the meeting in person or by Proxy under virtual platform are requested to completed the Attendance slip and deposit same at the registered office of the Company before the meeting.
- ◆ As per directive of Bangladesh Securities and Exchange Commission (BSEC), no food or gift will be arranged at the AGM.



Factory, Registered Office and Share Office:
Khagan, Birulia (Ashulia), Savar, Dhaka-1341
Bangladesh. Hotline: +88 01759 666 333
E-mail: info@simtexgroup.com, Web: www.simtexgroup.com