Annual Report 2017-2018







NATIONAL FEED MILL LIMITED

ANNUAL REPORT
2017-2018



NATIONAL FEED MILL LIMITED

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NATIONAL FEED MILL LIMITED

Transmittal Letter

To

All Share Holders,

Bangladesh Securities and Exchange Commission,

Registrar of Joint Stock Companies & Firms,

Dhaka Stock Exchange Limited,

Chittagong Stock Exchange Limited.

Subject: Annual Report for the period of 1st July, 2017 to 30th June, 2018

Dear Sir/Madam,

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 2018, 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, 2018, and along with notes thereon of National Feed Mill Limited for your kind information and record.

Sincerely yours,

Md. Arifur Rahman

Company Secretary



Event Highlights of 17th AGM













Event Highlights of 17th AGM















Notice is hereby given that the 18th (Eighteenth) Annual General Meeting (AGM) of National Feed Mill Limited will be held on 27th December, 2018 Thursday, at 11:45 a.m. at NFML Seed Crushing Unit Premises at Uzilab, Shreepur, Gazipur, Bangladesh to transact the following business:

AGENDA:

1. To receive, consider and adopt the Director's Report, the Audited Financial Statement for the year ended 30th June, 2018 and the Auditor's Report thereon;
2. To approve/Declare Dividend for the year ended 30th June, 2018, as recommended by the Board of Director's.
3. To Re-elect/elect Directors as per terms of the relevant provision of the Articles of Association of the company.
4. To appoint Statutory Auditors and professionals for compliance of corporate governance code for 2018-2019 and fix their remuneration.
5. To transact any other business with the permission of the Chair.

By Order of the Board

Dated: Dhaka
3rd December, 2018

(Md. Arifur Rahman)
Company Secretary

Notes:

1. Record Date is November 18, 2018 (Sunday) Shareholder's Name appearing in the Register of Member of the Company on the Record Date will eligible to attend the AGM.
2. A Member entitled to attend and Vote at the Annual General Meeting (AGM) may appoint a PROXY to attend and vote on his/her on behalf. PROXY Form, affixed with requisite revenue stamp, must be submitted at the Head Office of the not later than 48 (Forty Eight) Hours before the time fixed for the Meeting.
3. Members are requested to notify change of address, if any, well ahead, For BO Accounts Holder, the same to be rectified through their respective Depository Participants.
4. Admission to the Venue of the AGM will be allowed on production of the Attendance Slip sent with the notice as well as verification of signature of Member(s) and/or proxy holder (s).
5. Shareholders are requested to register their names in the Counter at the AGM Venue from 10:30 a.m. to 11:00 a.m.

   N.B: No Gift/ Gift Coupon/ Food Box etc. to be distributed at the above mentioned AGM, in compliance with the BSEC Circular No. SEC/CMRRCD/2009/-193-154 dated 24, October 2013.

NATIONAL FEED MILL LIMITED

Corporate Profile

Registered Name	:	National Feed Mill Limited
Legal Status	:	Public Limited Company
Date of Incorporation	:	22nd December, 1999
Business	:	Feed for poultry, shrimp, fishery & cattle
Production Capacity	:	86,400 (MT)
Chairman	:	Farida Jahan Babul
Managing Director	:	Akther Hossain Babul
Chairman of Audit Committee	:	A. Mannan Mir
ChiefFinancial Officer	:	Md. Firoj Alam
Company Secretary	:	Md. Arifur Rahman
Authorized Capital	:	2000 Million
Paid up Capital	:	807.07 Million
Date of Listing with DSE	:	6th January, 2015
Date of Listing with CSE	:	15th December, 2014
Auditors	:	ATA KHAN& Co. Chartered Accountants 67 Motijheel Commercial Area, Dhaka-1000, Bangladesh
Lead Bankers	:	Bank Asia Ltd., Social Islami Bank Ltd., Meghna Bank Ltd.
Corporate Office	:	House # 5, Road # 17, Sector # 07, Uttara, Dhaka-1230 Phone:+88-02-58955943; +88-02-58956783;+88-02-48950746
Registered & Factory Address	:	Baniarchala, Memberbari, Bhabanipur, Gazipur,Bangladesh
Email	:	general@nationalgroup-bd.com
Website	:	www.nationalgroup-bd.com



Factory Highlights











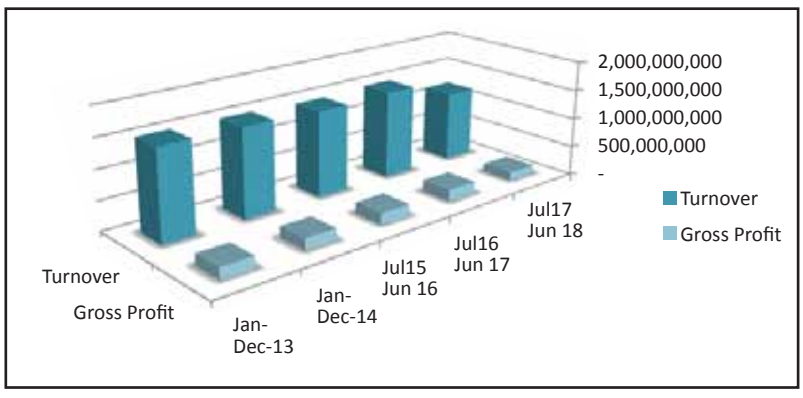


Five Years Financial Summary

Operational Result	July'17 to Jun'18	July'16 to Jun'17	Jan'15 to Jun'16 (18 months)	Jan to Dec'14	Jan to Dec'13
Turnover	1,197,947,998	1,501,338,757	2,250,376,735	1,511,598,211	1,530,273,880
Gross Profit	141,876,252	194,422,883	278,404,110	193,134,713	189,486,326
Profit from Operation	110,848,631	157,284,286	220,711,398	153,872,379	151,088,828
Net Profit Before Tax	53,065,241	95,314,015	130,544,162	74,955,751	77,822,928
Net Profit After Tax	45,310,468	81,301,337	114,459,346	73,861,802	74,045,726
Net Cash Flow from Operation	107,001,001	4,947,800	7,365,131	1,088,615	1,026,203

Financial Position	Jul to Jun'18	Jul to Jun'17	Jan'15 to Jun'16	Jan to Dec'14	Jan to Dec'13
Non Current Assets	359,257,481	375,423,950	389,320,808	312,425,994	328,881,707
Current Assets	1,276,533,767	1,245,234,055	1,088,135,413	1,080,280,874	814,681,000
Share Holders Equity	1,064,796,444	1,019,485,976	938,184,639	835,880,149	582,018,347
Long Term Liability	151,366,756	464,271	733,370	23,270,463	46,284,463

Key Financial Ratio	Jul to Jun'18	Jul to Jun'17	Jan'15 to Jun'16	Jan to Dec'14	Jan to Dec'13
Current Ratio	3.19	2.14	2.09	2.04	1.58
Quick Ratio	1.80	1.20	1.11	1.12	0.70
Debt to Equity Ratio	0.16	0.001	0.002	0.08	0.14
Net Income Ratio	3.78	5.42	5.09	4.89	4.84
Return to Equity	4.35	8.31	12.90	10.42	13.28
Earning per Share	0.56	1.11	1.79	1.77	1.86



NFML at a Glance

National Feed Mill Limited (NFML) incorporated in Bangladesh on 22nd December in 1999 as a Private limited company under the company act 1994 and subsequently it has converted into public Limited Company on June 22 2011. NFML is the leading feed producing feed for poultry, shrimp, fishery and cattle.

After incorporation of the company, we had to arrange necessary financing to procure land, machineries and utility facilities. It took more than two years to complete these above mentioned pre-operational works and the company started commercial operation on October 27, 2003. NFML initially started its commercial operation with the brand new machinery imported from Denmark and initial production capacity was 5.00 MT per hour. To meet growing demand Company expanded its production capacity to another 10.00 MT per hour by setting up 2 new units in the year 2007 and 2008. In the year 2011 NFML installed another locally fabricated 3.00 MT per hour capacity machine. Presently, total production capacity of the company stands at 18 MT per hour. The brand name of the feed products of the company is 'National Feed'.

Our Products:

We are mainly producing feeds for livestock.

1. Broiler Feed	:	Feeds is used for broiler chicken.
2. Layer Feed	:	Layer Feeds is used for layer chicken.
3. Fish Feed	:	Fish Feeds are used for all types of fish.
4. Floating Feed	:	Floating Feeds are used for all types of fish.
5. Cattle Feed	:	Cattle Feed are used for all types of cattle.

National Feed Mill Ltd. converted itself as a public limited company and listed in Chittagong Stock Exchange Ltd. (CSE) and Dhaka Stock Exchange Ltd. (DSE) on December 15, 2014 and January 06, 2015 accordingly after receiving Initial Public Offering (IPO) proceeds, Company installed 2MT/Hour capacity Seed Crushing Plant to produce Soyabean cake and Soyabean oil, which fully used for the company as raw material for feed production. Total capacity of seed Crushing Plant is 1248 MT per month. The plant start its commercial production from May 15, 2016



vision

- We believe to be the leading Feed Mills of the country to thrive our livestock.

mission

- Producing quality product, causing no harm to environment, to cater the solution of Feeding to livestock.

objective

- To give emphasis on continuous development and value addition to be leading feed producer along with serving as a catalyst in the Bangladesh's livestock industry.
- To focus on regular expansion of the project with advanced technology.
- To protect shareholders' interest as well as maximize the wealth of the organization.
- To practice good governance in every sphere of activities.

Board Of Directors & Management Of The Company

Board of Directors

Mrs. Farida Jahan Babul	Chairman
Mr. Akther Hossain Babul	Managing Director
Mr. Adibhossain babul	Director
Mr. Rezaul Karim	Director
Mrs. Lipi Sultana karim	Director
Mr. SM Nurul Alam Chowdhury	Independent Director
Mr. A Mannan Mir	Independent Director

Audit Committee...

Mr. A Mannan Mir Independent Director	Chairman
Mr. Rezaul Karim Director	Member
Mrs. Lipi Sultana karim Director	Member
Mr. Md. Arifur Rahman Company Secretary	Member Secretary

Nomination & Remuneration Committee (NRC)

Mr. SM Nurul Alam Chowdhury, Independent Director	Chairman
Mr. Rezaul Karim, Director	Member
Mrs. Lipi Sultana karim, Director	Member
Mr. Md. Arifur Rahman, Company Secretary	Member Secretary

Chief Financial Officer
Mr. Firoj Alam

Company Secretary
Mr. Md. Arifur Rahman

Profile of the Board of Directors



Mrs. Farida Jahan Babul,
Chairman

Mrs. Farida Jahan Babul is one of the leading woman entrepreneurs of the country. She has been Chairman since 2002. She is actively involved in this business more than 17 years. With dignity & strong personality, she is taking care of National Feed Mill Limited since 2002. She is doing her job effectively which makes massive changes in National Feed Mill Ltd.



Mr. Akther Hossain Babul
Managing Director

Mr Akther Hossain Babul is one of the successful and visionary entrepreneurs in Bangladesh particularly in poultry and poultry feed sector. After returning home from USA in 1990s, he foresaw the prospects of investment in this sector. He is one of the pioneers of poultry sectors who have contribution to building the poultry sector as formal sector.

He took decision of returning to country to serve the motherland by taking investment decision in agro based industry in Bangladesh. Accordingly all of his hard earned foreign currencies brought from USA and invested here as equity for the business. His success history made him courageous to expand business one after another. He is well blended man of strong Personality, religious and leadership. This combination made him a successful Entrepreneur in Bangladesh.

Having traveled to USA, U.K, Germany, France, Belgium, Canada, Denmark, Italy, Netherland, Thailand, India, Malaysia, Singapore, UAE, China etc. Mr. Akther Hossain Babul has become a well composed entrepreneur with regard to business promotion, technology transfer, adaptation with new technology etc to raise his National Group to a desired height.



Mr. Adib Hossain Babul
Director

Mr. Adib Hossain Babul is the Director of the Company. He is son of Mr. Akter Hossain Babul & Mrs Farida Jahan Babul. He has obtained his Graduation Degree in Bachelor of Business Administration from USA. As a young entrepreneur Mr. Adib has a vision to achieve success in the agro based industry in Bangladesh.



Mr. Rezaul Karim,
Director

Mr. Rezaul Karim is one of the Directors of the Company. He is a visionary person and successful entrepreneur. He has more than 23 years of experiences in different business at home and abroad. Mr. Karim is obtained his graduation degree in commerce.



Mrs. Lipi Sultana Karim
Director

Mrs. Lipi Sultana Karim is the wife of Mr. Reazaul Karim. She is actively engaged in the agro sector for several years. Mrs. Karim is the Director of National Feed Mill Limited.



Mr. SM. Nurul Alam Chowdhury
Independent Director

Mr. SM. Nurul Alam Chowdhury, has been appointed as the independent director of the company. He has taken his MBA degree from IBA, Dhaka of University at the year 1980 and Banking Diploma Part 1 & 2 from Institute of Bankers, Bangladesh at the year 1980 & 1982 respectively. After completion of his education he started his career as a Banker. Mr. chowdhury has around 33years experience in the different banks with high level management capacity, namely National Bank Ltd., Prime Bank Ltd., Mercantile Bank Ltd. & Premier Bank Ltd. He has participated in various seminars, conferences at home and abroad.



A Mannan Mir
Independent Director

Mr. A Mannan Mir, is another independent director of the company. He has taken his MSS degree in political science from University of Dhaka at the year 1977. After completion of MSS Mr. A Mannan Mir engaged in the automobiles business and working as CEO of Sal Sabeel Cars. till date. He also participated in various Seminars, conferences in home and abroad.

Message from the Chairman



Bismillahir Rahmanir Rahim

Dear honorable shareholders,

It is great pleasure for me to be here with you at 18th Annual General Meeting of National Feed Mill Ltd. (NFML). On behalf of the Board of Directors and myself, I express my cordial thanks and profound gratitude to you for your support and trust. It is my privilege to present to you NFML's Annual Report for the period from 1st July, 2017 to 30th June, 2018.

Bangladesh economy is expanding at a faster rate, and our per capita income is increasing every year. At present Bangladesh GDP growth rate is 7.86% and per capita income is USD 1751. By 2027 it is expected that Bangladesh will be graduated from least developed county. Hence, our economy has a bright prospect. We hope that this prevailing condition will boost up our business in the coming years. With the relentless effort by the Ministry of Fisheries and livestock, this poultry sector has been thriving.

Feed Mill manufacturing industry of Bangladesh has grown to provide support to the livestock, fisheries and poultry Sectors. Out of the three sectors poultry farms consumes the biggest share of the feed. As per internal estimation, demand for poultry feed is 5.08 Million MT/year. As the market size and demand for feed are increasing, the demand for the major raw materials is expected to rise. Since Bangladesh is not self-sufficient in producing these raw materials, we have to import major portions of them from neighboring country India. Rising price of Corn and Soy-bean, due to seasonal variation, creates continuous pressure on the market.

In the Financial year from 1st July 2017 to 30th June 2018, Company's sales turnover was 1197 million comparing to 1501 million in period of 1st July 2016 to 30th June 2017. Total assets have been increased to 1,635,791,249 from 1,620,658,005. EPS is tk. 0.56 comparing to EPS tk. 1.01 in the previous period. NAV is tk.13.19 per share comparing to tk. 13.90 in the last 12 month period. In the last financial year, poultry industry suffered due to price hike in raw material and closing down of many poultry firms. The board of directors pleased to recommend 5% stock dividend for the period.

The Board of Directors of the Company is committed to delivering good Governance and exercise best practices in all respects. Good governance is about managing the business effectively and responsibly and in a way which is honest, transparent, shows

accountability and abiding by the laws of the land. A very competent and experienced Management team is leading the company with their best efforts. The Head of Management team Mr. Akther Hossain Babul (Managing Director) is managing the company with his wisdom and business ethics.

I on behalf of the Board would like to express my sincere thanks to the respected shareholders for the confidence on the Board of the company throughout the year. I am also grateful to the Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange Limited, Chittagong Stock Exchange Limited, Registrar of Joint Stock Companies & Firms, and Central Depository Bangladesh Limited, Banks and Financial Institutions and other stakeholder for their support and patronage extended to the company from time to time.

Thanking you

Regards

Farida J. Babul
(Farida Jahan Babul)
Chairman

Message from the Managing Director



Bismillahir Rahmanir Rahim

Dear honorable shareholders,

I welcome you all in the 18th Annual General Meeting of our company. It is my great pleasure to be here with you at 18th Annual General Meeting of National Feed Mill Ltd. (NFML). On behalf of the Board of Directors and myself, I express my profound gratitude to you for your support and trust in us. It is my privilege to present to you NFML's Annual Report for the period from 1st July, 2017 to 30th June, 2018.

As we all know that our economy is thriving and we have huge potential in the long run. Our economic growth is now 7.86% in FY 2017-18. Hence, our economy has a bright prospect. We hope that this prevailing condition will boost up our business in the coming years. With the relentless effort by the Ministry of Fisheries and livestock, this poultry sector will go long way in future.

Feed Mill manufacturing industry of Bangladesh has grown to provide support to the livestock, fisheries and poultry Sectors. Out of the three sectors poultry farms consumes the biggest share of the feed. As per internal estimation, demand for poultry feed is 5.08 Million MT/year. As the market size and demand for feed are increasing, the demand for the major raw materials is expected to rise. Since Bangladesh is not self-sufficient in producing these raw materials, we have to import major portions of them from neighboring country India. Rising price of Corn and Soy-bean, due to seasonal variation, creates continuous pressure on the market.

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NATIONAL FEED MILL LIMITED

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Thanking you

Regards



Akther Hossain Babul
Managing Director

Director's Report

Dear Shareholders,

AssalamuAlaikum,

On behalf of the Board of Directors and I welcome you all to 18th Annual General Meeting. The Board of Directors is pleased to take the opportunity to present you the Audited Financial Statements of the Company for period of 1st July 2017 to 30th June 2018, Auditors' report and the Directors' Report thereon along with Company's performance and other matters in terms of Companies ACT 1994, the guideline issued by Bangladesh Securities and Exchange Commission and Bangladesh Accounting Standards.

BACKGROUND

National Feed Mill Limited was incorporated with the Registrar of Joint Stock Companies and Firms (RJSCF) on December 22, 1999 and has been converted into a Public Limited Company on June 22, 2011 under the Companies Act, 1994. The Authorized capital of the company is Tk. 2,000.00 million and paid up capital 807.07 million.

REVENUE

The Company has been producing quality feeds for consumptions of commercial poultry hatcheries & farms, fish hatcheries & farms, commercial cattle farms and pet animals. At present it markets the products all over Bangladesh, the sale proceeds stood at 1197 million. The company's financial performances for the year period from 1st July 2017 to 30th June 2018 as compared to previous year are summarized hereunder:

Particulars	1st July 2017 to 30th June 2018	1st July 2016 to 30th June 2017
Turnover	1,197,947,998	1,501,338,757
Gross Profit	141,876,252	194,422,883
Provision for Tax	7,351,356	13,188,930
Net Profit After Tax	45,310,468	81,301,337
Gross Profit Margin	11.84%	12.95%
Net Profit Margin	3.78%	5.42%
Earnings Per Share	0.56	1.11
Number of Shares used to compute EPS	80,707,000	80,707,000

Industry outlook and possible future developments in the Industry:

In our country, out of total Protein Consumption approximately 20% Protein comes from poultry. There is a gap still exists between the demand and supply of poultry meat and eggs. Among poultry species, the chicken population is dominant over others, almost 90% chicken followed by 8.00% ducks and a small number of quail and pigeons. Free range 'backyard' and scavenging poultry that are traditionally reared by rural women and children still play an important role in generating family income, in addition to improving the family's diet with eggs and meat.

The growth opportunities for the feed market are immense. Feed market works as the backward linkage of the poultry, livestock, and fisheries industries. According to DLS (Department of Livestock services), the average growth rate for the poultry industry has been 3.62% over the last ten years, whereas the combined growth rate for the three industries is 3.49%, and it is forecasted to grow at this steady rate that leads to the understanding that the market for the feed industry will continue to grow as well

Commercial poultry production in Bangladesh is conducted on an industrial scale and is growing tremendously in spite of recent difficulties but is expected to make a significant contribution to the economic development of the country. A national poultry policy has been approved by the government, which will improve the organization of production and marketing, allowing increased stability and security of output throughout the year.

The sector shows significant development over the last two decades. While there was no use of industrial feed in 1990, currently broiler industry use 100% industrial feed while layer and fish industry use 50% industrial feed and the market size is increasing every year. The government declared poultry and fish farming as a thrust sector and classified as agro based industry. Government also liberalized its policies

by introducing easier loan procedure, lower interest rate, tax holiday etc. National nutrition surveys of Bangladesh indicated the average fish intake was 11.7-13.5 kg/capita/yr for rural and urban populations, with a national average of 12 kg/capita/yr. The availability of non-cereal protein food in Bangladesh has reportedly increased significantly and has had a sustained growth rate of over 8% (eight percent) per annum in the fishery and livestock sectors in recent years.
Now the company has been operated in the market for a long time with reputation and commitment. Having long experience in Fisheries and Livestock sectors we are confident and believe that we can hold our reputation as aquality supplier.

Segment- wise Revenue Earning.

Particulars	1st July 17 – June'18	1st July 16 – June'17
Broiler Feed	584,889,436	713,644,881
Layer Feed	463,139,587	579,402,245
Fish Feed	105,255,586	137,014,934
Cattle Feed	15,865,636	17,774,797
Floating Feed	28,797,753	53,501,900

Risk and concerns
Changes in the existing global or national policies can have either positive or negative impacts for the company. Any scarcity or price hike of raw materials due to change in policy in the international market might hamper the production and profitability.

Moreover, the performance of the company may be affected by the political and economic instability both in Bangladesh and worldwide. Any instance of political turmoil and disturbance in the country may adversely affect the economy in general.

Similarly, risks and concern of the industry depends on the upcoming Government policy as well. However, the increasing awareness as well as continuing branding campaigns for the product the total sale is expected to increase in future. The company took initiative to moderate its production capacity with the latest technology to minimize the market and technological risk.

A discussion on Cost of Goods Sold, Gross Profit and Net Profit

Particulars	1st July 17 – June'18	1st July 16 – June'17
Cost of Goods Sold	1,056,071,746	1,306,915,874
Gross Profit	141,876,746	194,422,883
Net Profit	45,310,468	81,301,337

Discussion on continuity of extraordinary gain or loss
Extraordinary gains or losses refer to infrequent and unusual gain or loss. As for the Company, there was no such gain or loss during the year under reporting.

Related Party Transaction
Related party transactions are presented in note no.7.01 of the financial statements.

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

Board Size:
The number of members of the Board of Directors stands at 07 (including Two Independent Director) which are within the limits given by BSEC.

Independent Directors :
The Boards of Directors has approved the retirement of Mr. S.M Nurul Alam and Mr. A Mannan Mir from the position of Independent Director of the company and also re-elect them as an Independent Director of the company on 14th December 2017 approved in 17th Annual General Meeting of the company.

Qualification of Mr. SM. Nurul Alam Chowdhury, Independent Director

Mr. Nurul Alam Chowdhury, has been appointed as the independent director of the company. He has taken his MBA degree from IBA, Dhaka University at the year 1980 and Banking Diploma Part 1 & 2 from Institute of Bankers, Bangladesh at the year 1980 & 1982 respectively. After completion of his education he starts his career as a Banker. Mr. Nurul Alam chowdhury has around 32 years experience in the bank with high level management capacity in the different banks namely: National bank Ltd., Prime Bank Ltd., Mercantile bank Ltd. & Premier bank Ltd. He has participated in various seminars, conferences home and abroad.

Qualification of A Mannan Mir, Independent Director

Mr. AMannan Mir is another independent director of the company. He has taken his MSS degree in political science from University of Dhaka at the year 1977. After completion of MSS Mr. A Mannan Mir engaged in the automobiles business and working as CEO of Sal Sabeel Cars. till date. He also participated in various Seminars, conferences in home and abroad.

Company Secretary, Chief Financial Officer, Head of Internal Audit

As per corporate governance of BSEC, the company has allocated the responsibilities as follows:

Company Secretary : Md. Arifur Rahman
Chief Financial Officer : Md. Firoj Alam
Head of Internal Audit : Bablu Kumar Dey

Audit Committee

The Audit Committee as a subcommittee of the Board of Director has been constituted with the Independent Director as Chairman and two other Directors. The company Secretary acts as Secretary to the Audit Committee. This committee assists the Board in ensuring that the affairs of the company. Audit committee is responsible clearly set forth. The role of the Audit Committee has stated in the annual audit committee reported it is annexed herewith.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee, as a sub-committee of the Board of Director has been constituted with three board of directors with one Independent director as a chairman. The company Secretary acts as Secretary to the Committee. The Nomination and Remuneration Committee assists 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 of the company. NRC is responsible to the Board of Directors and its roles and responsibilities are clearly set forth. Since the corporate governance code has been adopted on 03 June, 2018, we are in processing to comply with the guidelines.

External Statutory Auditors

The BSEC guidelines are being strictly followed in engaging statutory Auditors for the company.

Maintaining a website

The company has been maintaining an official website, i.e. www.nationalgroup-bd.com which is linked with the website of the stock exchange.

Subsidiary Company

The company has no subsidiary company.

Duties of CEO & CFO

The provision of BSEC regulations have been compiled 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 legislations. Accordingly, the following Directors of the Board will retire in the annual general meeting and both are eligible for re-appointment. The directors are:

1. Mrs Farida Jahan Babul
2. Mrs Lipy Sultana Karim.

NATIONAL FEED MILL LIMITED

Shareholding of Directors

The shareholding of directors at the end of 30 June, 2018 is shown as below:

Name of the shareholders	Position	Shares Held	%
i. Parent/Subsidiary/Associated companies and other related parties	-	-	-
ii. Directors:			
Farida Jahan Babul	Chairman	3,462,294	4.29%
Akther Hossain Babul	Managing Director	14,076,266	17.44%
Adib Hossain Babul	Director	3,738,240	4.63%
Rezaul Karim	Director	1,629,100	2.02%
Lipy Sultana Karim	Director	1,629,100	2.02%
S.M Nurul Alam Chowdhury	Independent Director	Nil	-
A Mannan Mir	Independent Director	Nil	-
iii. Managing Director, Chief Financial Officer, Company Secretary, Head of Internal Audit and their Spouse and Minor Children:			
Farida Jahan Babul	Chairman	3,462,294	4.29%
Akther Hossain Babul	Managing Director	14,076,266	17.44%
Md Firoj Alam	Chief Financial Officer	Nil	-
Md. Arifur Rahman	Company Secretary	Nil	-
iv. Executives:			-
v. Shareholders holding 10% or more voting interest in the company:			
Akther Hossain babul	Managing Director	14,076,266	17.44%

DIRECTORS INVOLVED IN OTHER COMPANIES:

SL	Name	Position in NFML	Involvement	
			Name of the Company	Position
1	Mrs. Farida Jahan Babul	Chairman	1. National Electrode & Electronics Ltd. 2. National Hatchery (Pvt.) Ltd. 3. Karnopur Agro Industries Ltd. 4. Karnopur Hatchery (Pvt.) Ltd.	Director Managing Director Director Director
2	Mr .Akther Hossain Babul	Managing Director	1. National Electrode & Electronics Ltd. 2. National Hatchery (Pvt.) Ltd. 3. Karnopur Agro Industries Ltd. 4. Karnopur Hatchery (Pvt.) Ltd.	Director Director Director Director
3	Mr. Adib Hossain Babul	Director	1. National Hatchery (Pvt.) Ltd.	Director
4	Mr. Rezaul Karim	Director	1. National Hatchery (Pvt.) Ltd.	Director

Board Meeting and Attendance

During the year 7 (Seven) Board Meetings were held. The attendance record of the directors is as given below.

Name of Directors	Attendance
Farida Jahan Babul	6
Akther Hossain Babul	6
Adib Hossain Babul	5
Rezaul Karim	7
Lipi Sultana Karim	7
Mr. Md. Nurul Alam Chowdhury	4
A Mannan Mir	5

Reporting and Compliance of Corporate Governance

Requirement of the above are being complied with and is shown as corporate Governance Annexure B & C.

Directors Remuneration

Directors Remuneration shown in accounts note # 21.02.02 (Managing Director remuneration) and note # 22 (Director Remuneration)

Directors statements 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:

i. The financial statements together with notes thereon have been drawn up in conformity with the Companies Act. 1994 and Bangladesh Securities and Exchange Rules 1987. These statements present fairly the companies state of affairs, the result of its operations, cash flow and changes in equity.

ii. Proper books and accounts of the company have been maintained.

iii. Appropriate accounting policies have been applied consistently in preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment.

iv. The International Financial Reporting standards, as applicable in Bangladesh, have been followed in the preparation of the financial statements.

v. The system of internal control is sound and has been implemented and monitored effectively.

vi. No bonus share or stock dividend has been or shall be declared as interim dividend.

vii. Minority share holders 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.

Internal Control

The Board has ultimate responsibilities to establish the effective system of internal control. To ensure internal control regarding risk management, financial control and compliance legislation, the company already has a strong internal audit department to ensure internal control and compliance.

Going Concern

While approving the financial statements, the directors have made appropriate enquiries and analyzed the significant financial, operating 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 resource 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

Significant deviation from the last year's operating result of the Company has been discussed in the accounts note No. 2.13 & 2.14

Dividend

The Board of Directors has recommended 5% stock dividend for the existing shareholders for the year of 1st July 2017 to 30th June 2018 subject to the approval in the forthcoming AGM and the dividend entitled to the persons whose names will appear in the share register of the company and/or depository register of CDBL as on record date i.e. 18 thNovember, 2018.

Statutory Auditors

The Auditors of the Company, ATA KHAN &Co. Chartered Accountants, 67 Motijheel Commercial Area, Dhaka-1000, has carried out the audit of the company for the year ended 30 June 2018. They were appointed as Statutory Auditor in 17th AGM. The audit firm is eligible for reappointment and have also expressed their willingness for reappointment for the financial year 2018-2019.

Professionals for Compliance of Corporate Governance Codes

The board has appointed M/s. Mazumdar Sikder and Associates 105/A 3rd Floor, Kakrail, Dhaka 1000 as professional for Report on Compliance Governance Codes for the year 2017-18.

Acknowledgment

I take this opportunity, on behalf of the Board of Directors, to express my heartfelt gratitude to our entire valued clients, shareholders and well-wishers home and aboard for their wholehearted co-operation and active support in discharging the responsibilities reposed on me and the Board during the year.

I also thank Registrar of Joint Stock Companies & Firms (RJSC), Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange Ltd. (DSE), Chittagong Stock Exchange Ltd. (CSE), Government and private sector Organization and many others for their sincere support and whole hearted co-operation 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 which we could not have achieved this result. Thanks are also due to all directors, all executives, officers, staff and workers of the company for their excellent, sincere, dedicated efforts in achieving company's target during the year. To ensure financial security we always welcome your suggestions and opinion to improve present and future services of the company.

I would like to appeal to the valued shareholders to kindly accept and approve the Auditors' Report, Annual Audited Financial Statements for the year of 1st July 2017 to 30th June 2018 and Directors' Report placed before you.

Thanking you,

On behalf of the Board of Directors,

Farida J. Babul

Farida Jahan Babul
Chairman

Management Discussion and Analysis on Financial Position and Performance

For last five financial years the company continued a moderate in sales. The sales stood in the year is Tk 1, 197,947,998, Profit from Operations is Tk. 110,848,631 Net profit after tax is Tk. 45,310,468. In the last five financial years, net operating cash flow per share was positive. . In the backdrop of above scenario, it indicates the company has good promise in the long run.
Accounting policy and estimation for preparing financial statements have been remained same as it was before. Hence, there is no effect in this regard.

Peer companies of National Feed Mills Ltd. are Aman Feed Ltd. are as follows.

Indicator	2017-2018		2016-2017	
	NFML	Aman Feed Ltd.	NFML	Aman Feed Ltd.
Sales	1,197,947,998		1,501,338,757	4,053,598,905
Net Profit after Tax	45,310,468		81,301,337	479,031,511
Net Cash Flow Per Share	1.33		0.07	4.58
EPS	0.56		1.01	4.54
NAVS	13.19		13.90	33.96

The financial information of Aman Feed Ltd. is not available for the FY-17-18 on their web side as well as our hand to present with our financial information's.

The economic scenario of Bangladesh has been good. In last fiscal year Bangladesh enjoyed 7.86% economic growth. Per capita income has been increased to USD 1,751 in 2017-18, which was USD 1,610 in FY 2016-17. We are going to be middle income country by 2027. . Global growth for 2018–19 is projected to remain steady at its 2017 level. Global growth is projected at 3.7 percent for 2018–19.

As far as risk are concerned, National Feed Mill Ltd. has faced the inflation risk. In terms of inflation, this can be adjusted with its sales price. Hence the company can mitigate the risk as well.After discussion with the Top Management, sales department the company management decided to rise up the sales volume from comming days as well as raise the profitability for the company.

Akther Hossain Babul
Managing Director

NATIONAL FEED MILL LIMITED

CEO & CFO's Declaration to the Board of Directors

Date : 28 Oct, 2018
The Board of Directors
National Feed Mill Limited
Corporate Office: House # 5, Road # 17,
Sector # 07, Uttara, Dhaka-1230, Bangladesh.

Subject: Declaration on Financial Statement for the year ended on 30 June 2018

Dear Sirs,

Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/2017/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 National Feed Mill Limited for the year ended on 30 June 2018 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 2018 and that to the best of our knowledge and belief:

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

(b) these statements 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,

Akhter Hossain Babul
Managing Director

Md. Firoj Alam
Chief Financial Officer

Audit Committee Report
(1stJuly 2017 to 30thJune 2018)

National Feed Mill Limited established an audit committee as a sub-committee of the Board of Directors. The committee supports the Board in fulfilling its oversight responsibilities.

The audit committee of National Feed Mill Limited of the following Board members:

Mr. A.Mannan Mir (Independent Director)	: Chairman
Rezaul Karim (Director)	: Member
Lipi Sultana Karim (Director)	: Member

Terms of Reference

- To review all internal and external audit report.
- To recommend the statutory annual audited financial statements to the Board of Directors for approval.
- To review the finding of the internal and external auditors.
- To review and approve the Annual "Audit Plan" of the Internal Audit Department.
- To monitor the implementation of the recommendations of the Internal and External auditors.
- Oversee hiring and performance of external auditors
- To review the quarterly, half yearly and annual financial statements before submission to the Board.
- To review the quarterly, half yearly and annual financial statements before submission to the Board.
- To review the company's statement on internal control systems prior to endorsement by the Board.
- To Review statement of significant related party transactions submitted by the management.

Activities carried out during the year
The committee reviewed the integrity of the quarterly and annual financial statement and recommended to the Board for consideration. The Committee had overseen, reviewed and approved the procedure and task of the internal audit, financial report preparation and the external audit report. The Committee found adequate arrangement to present a true and fair view of the activities and the financial status of the company and didn't find any material deviation, discrepancies or any adverse finding/observation in the areas of reporting.

On behalf of the Audit Committee

A. Mannan Mir
Chairman Audit Committee

MAZUMDAR SIKDER AND ASSOCIATES
Cost & Management Accountants

CERTIFICATE ON CORPORATE GOVERNANCE COMPLIANCE OF NATIONAL FEED MILL LIMITED

We have examined the compliance to the BSEC guidelines on Corporate Governance by National Feed Mill Limited for the year ended 30th June, 2018. These guidelines relate to the Notification no. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June, 2018 of the Bangladesh Securities and Exchange Commission.

Such compliance to the codes of Corporate Governance is the responsibility of the Company. Our examination for the purpose of issuing this Certificate was limited to the procedures including implementation thereof as adopted by the Company for ensuring the compliance on the attached statement on the basis of evidence gathered and representation received.

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

(a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission except condition no.6(4) & 6(5).

(b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;

(c) Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws ; and

(d) The governance of the company is satisfactory.

Place : Dhaka
Date : November 22, 2017

For Mazumdar Sikder and Associates

Md. Salauddin Sikder FCMA
Cost & Management Accountants

105/A (3rd Floor), Kakrail, Dhaka-1000, Phone: 02-8300376, Fax: 02-8300375

National Feed Mill Ltd.

Status of Compliance with the Corporate Governance Guideline (CGC)

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:

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 the board members of the company shall not be less than 5 (five) and more than 20 (twenty)	✓		
1.2	**Independent Directors**			
1.2(a)	At least on fifth (1/5) of the total number of directors in the company's board shall be independent directors0	✓		
1.2 (b	For the purpose of this clause 'independent director' means a director-	✓		
1.2 (b) (i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	✓		
1.2 (b)(ii)	who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members 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 convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI);	✓		
1.2 (b)(x)	who has not been convicted for a criminal offence involving moral turpitude;	✓		
1.2 (c)	Independent director shall be appointed by the Board of Directors and approved by the shareholders in the Annual General Meeting (AGM);	✓		

NATIONAL FEED MILL LIMITED

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.2 (d)	The post of independent director 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) term only;	✓		
1.3	**Qualification of Independent Director(ID)**			
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)	Independent Director shall have following qualifications			
1.3 (b)(i)	Business leader who is or was a promoter or director of an unlisted company having minimum paid up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association; or	✓		
1.3(b)(ii)	Corporate leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company;	✓		
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;	-		
1.3 (b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law;	-		
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 may be relaxed subject to prior approval of the Commission;			No such issue arose
1.4	**Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer**			
1.4 (a)	The positions of the Chairperson of the Board and the Managing Director 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;	✓		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.4 (d)	The Board shall clearly define respective roles and responsibilities of the chairperson and the Managing Director and/ or Chief Executive Officer;	✓		
1.4 (e)	In the absence of the chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
1.5	**The Directors' Report to Shareholders**			
	The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the companies Act, 1994 (Act No. XVIII of 1994):-			
1.5 (i)	An industry outlook and possible future developments in the industry;	✓		
1.5 (ii)	The Segment-wise or product-wise performance;	✓		
1.5 (iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		
1.5 (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin;	✓		
1.5 (v)	A discussion on continuity of any Extra-Ordinary gain or loss;	-		N/A
1.5 (vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		
1.5 (vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	-		N/A
1.5 (viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc.;			N/A
1.5 (ix)	An explanation on any significant variance that occurs between Quarterly Financial performance and Annual Financial statements;			No such matter to explain
1.5 (x)	A statement of remuneration paid to the directors including independent directors	✓		
1.5 (xi)	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)	Proper books of account of the issuer company have been maintained;	✓		
1.5 (xiii)	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)	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)	The system of internal control is sound in design and has been effectively implemented and monitored;	✓		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.5 (xvi)	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)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should 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;			No such matter to explain
1.5 (xix)	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 declared dividend
1.5 (xxi)	Board statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	✓		
1.5 (xxii)	The total number of Board meetings held during the year and attendance by each director shall be disclosed;	✓		
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/Subsidiary/Associated Companies and other related parties (name wise details);	✓		
1.5 (xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit 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/re-appointment of a director the company shall disclose the following information to the shareholders:			
1.5 (xxiv)(a)	A brief resume of the director;	✓		
1.5 (xxiv)(b)	Nature of his/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;	✓		
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 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;	✓		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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)	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;	✓		
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.	✓		
1.6	**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).	✓		
1.7	**Code of Conduct for the Chairperson, other Board members and Chief ExecutiveOfficer**			
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;	✓		Based on the recommendation of NRC, code of Conduct will be complied within stipulated time.
1.7 (b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.			willl be complied within stipulated time
2	**Governance of Board of Directors of Subsidiary Company**			
2 (a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;			N/A
2 (b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			N/A
2 (c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;			N/A
2 (d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;			N/A

NATIONAL FEED MILL LIMITED

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
2 (e)	The Audit Committee of the holding company shall also review the financialStatements, in particular the investments made by the subsidiary company.			N/A
3	**Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).-**			
3.1	**Appointment**			
3.1 (a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓		
3.1 (b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓		
3.1 (c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time;	✓		
3.1 (d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		
3.1 (e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	✓		
3.2	**Requirement to attend the Board Meetings**			
	The MD or CEO, CS, CFO and HIAC of the companies shall attend the meetings of the Board of Directors provided that the CS, CFO and /or the HIAC shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating of their personal matters.	✓		
3.3	**Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)**			
3.3 (a)	The MD or CEO and CFO have reviewed financial statements for the year 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;	✓		
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)	This is also certified that no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	✓		
3.3 (c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		
4	**Board of Directors' Committee**			
	For ensuring good governance in the company, the Board shall have at least following subcommittees:			
4 (i)	Audit Committee;	✓		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
4 (ii)	Nomination and Remuneration Committee;	✓		
5	**Audit Committee**			
5.1	**Responsibility to the Board of Directors**			
5.1 (a)	The company shall have an Audit Committee as a sub-committee of the Board of Directors;	✓		
5.1 (b	The Audit Committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	✓		
5.1 (c)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	✓		
5.2	**Constitution of Audit Committee**			
5.2 (a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		
5.2 (b)	The Board of Directors shall appoint members of the Audit Committee who shall be directors of the company and shall include at least 1 (one) independent director;			
5.2 (c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	✓		
5.2 (d)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to be unable to hold office until 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 of Directors shall appoint the new Committee member(s) to fill up the vacancy(ies) immediately or not later than 1 (one) month from the date of vacancy(ies) in the Committee to ensure continuity of the performance of work of the Audit Committee;	✓		
5.2 (e)	The company secretary shall act as the secretary of the Committee;	✓		
5.2 (f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		
5.3	**Chairman of the Audit Committee**			
5.3 (a)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director;	✓		
5.3 (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.			No such incident arose
5.3 (c)	Chairman of the audit committee shall remain present in the Annual General Meeting (AGM).	✓		
5.4	**Meeting of the Audit Committee**			
5.4 (a)	The Audit Committee shall conduct at least its four meetings in a financial year;	✓		

NATIONAL FEED MILL LIMITED

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5.4 (b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓		
5.5	Role of Audit Committee shall include the following:			
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 significant related party transactions submitted by the management;	✓		
5.5 (k)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors;	✓		
5.5 (l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;	✓		
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 of Directors.	✓		
5.6 (a)(ii)	The Audit committee shall immediately report to the Board of Directors 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 in the internal control system;			No such incident arose
5.6 (a) (ii)(c)	Suspected infringement of laws, including securities related laws, rules and regulations; and			No such incident arose
5.6 (a) (ii)(d)	Any other matter which shall be disclosed to the Board of Directors immediately			No such incident arose

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5.4 (b)	**Reporting to the Authorities**			
	If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors 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 of Directors for three times or completion of a period of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier.			No such incident arose
5.7	**Reporting to the Shareholders and General Investors**			
	Report on activities carried out by Audit Committee, including any report made to the Board of Directors under condition 5(6)(a)(ii) above during the year shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.	✓		
6	**Nomination and Remuneration Committee (NRC)**			
6.1	**Responsibility to the Board of Directors**			
6.1 (a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	✓		
6.1(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓		
6.1(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	-		Will be formulated and complied.
6.2	**Constitution of the NRC**			
6.2 (a)	The Committee shall comprise of at least three members including an independent director;	✓		
6.2 (b)	All members of the Committee shall be non-executive directors;	✓		
6.2 (c)	Members of the Committee shall be nominated and appointed by the Board;	✓		
6.2 (d)	The Board shall have authority to remove and appoint any member of the Committee;	✓		
6.2 (e)	In case of death, resignation, disqualification, or removal of any member of the Committee, 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;	✓		
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;	✓		

NATIONAL FEED MILL LIMITED

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6.2 (i)	No member of the NRC shall receive any remuneration for any advisory 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 theCommittee, 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**			
	The company will comply all related codes of this conditions within stipulated time.			
6.4 (a)	The NRC shall conduct at least one meeting in a financial year;	-		
6.4 (b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	-		
6.4 (c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	-		
6.4 (d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	-		
6.5	**Role of the NRC**			
	The company will comply all related codes of this conditions within stipulated time			
6.5 (a)	NRC shall be independent and accountable to the Board and shareholders;	-		
6.5 (b)	NRC shall oversee, among others, the following matters:			
6.5 (b)(i)	Formulating the criteria for determining qualifications, positive attributes andindependence of a director and recommend a policy to the Board, 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;	-		
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;	-		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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;	-		
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/Statutory Auditors.**			
7.1	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:-	✓		
7.1 (i)	Appraisal or valuation services or fairness opinions;	✓		
7.1 (ii)	Financial information systems design and implementation	✓		
7.1 (iii)	Book-keeping or other services related to the accounting records or financial statements;	✓		
7.1 (iv)	Broker-dealer services;			
7.1 (v)	Actuarial services;	✓		
7.1 (vi)	Internal audit services or special audit services;	✓		
7.1 (vii)	any service that the Audit Committee determines;	✓		
7.1 (viii)	Audit/certification services on compliance of corporate governance as required under clause (i) of 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 (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		
8	**Maintaining a website by the Company**	✓		
8.1	The company shall have an official website linked with the website of the stock exchange;	✓		
8.2	The company shall keep the website functional from the date of listing;	✓		
8.3	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9	**Reporting and Compliance of Corporate Governance**			
9.1	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	✓		
9.2	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting;			Will appoint in the next AGM
9.3	The directors of the company shall state, in accordance with the **Annexure** attached, in the directors' report whether the company has complied with these conditions.			

Independent Auditors' Report

To The Shareholders of National Feed Mill Limited

We have audited the accompanying financial statements of National Feed Mill Limited, which comprise the Statement of Financial position as at June 30, 2018 along with Statement of Profit or loss and other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, Companies Act 1994, The Securities and Exchange rules 1987 & other applicable rules & Regulations. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

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

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

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

Opinion

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

Report on Orher Legal and Regulartory Requirement

In accordance With companies ACT 1994 and the securities and exchange rules 1987, we also report the following

a) We have obtained all the information and explanations which to the best of our knowledge and belief were Wnecessary for the purpose of our audit and made due verification thereof;

b) In our opinion proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books;

c) The company's Statement of Financial position, Statement of Profit or Loss and other comprehensive Income and Statement of Cash flows dealt with by the report are in agreement with the books of accounts;

d) The expenditure incurred and payments made were for the purposes of the company's business for the year.

Place: Dhaka
Dated: October 28, 2018

ATA KHAN & CO.
Chartered Accountants

National Feed Mill Limited
Statement of Financial Position
As at June 30, 2018

Particulars	Notes	Amount in Taka	
		30.06.2018	30.06.2017
ASSETS			
Non-Current Assets		**359,257,481**	**375,423,950**
Property, Plant and Equipment	**4.00**	359,257,481	375,423,950
Current Assets:		**1,276,533,767**	**1,245,234,055**
Inventory	**5.00**	554,723,573	543,155,167
Accounts Receivable	**6.00**	626,351,455	560,064,060
Advance, Deposits & Prepayments	**7.00**	67,496,934	121,346,979
Cash and cash equivalents	**8.00**	27,961,805	20,667,849
Total Assets		**1,635,791,249**	**1,620,658,005**
SHAREHOLDERS EQUITY AND LIABILITIES			
Shareholders Equity		**1,064,796,444**	**1,019,485,976**
Share Capital	**9.00**	807,070,000	733,700,000
Retained Earnings	**10.00**	251,536,444	279,595,976
General Reserve	**11.00**	6,190,000	6,190,000
Non-Current Liabilities		**170,677,494**	**19,371,592**
Long Term Loan	12.00	151,366,756	464,271
Deferred Tax	13.00	19,310,738	18,907,321
Current Liabilities		**400,317,311**	**581,800,437**
Accounts Payable	14.00	71,691,314	71,182,449
Liabilities for Expenses & Other Finance	15.00	10,707,121	10,601,607
Workers Profit Participation Fund	16.00	21,585,104	18,931,842
Long Term Loans-Current portion	17.00	18,281,729	250,070
Short Term Loan	18.00	240,741,604	449,875,386
Provision for Income Tax	19.00	37,310,439	30,959,083
Total Equity and Liabilities		**1,635,791,249**	**1,620,658,005**
Net Asset Value Per Share (NAVPS)		**13.19**	**13.90**

The accompanying policies and explanatory notes 1-31 form an integral part of these Financial Statements.

Chairman | **Managing Director** | **Director**

Company Secretary | **Chief Financial Officer**

Signed in terms of separate report of same date

ATA KHAN & Co.
Chartered Accountants

Place: Dhaka
Dated: October 28, 2018

National Feed Mill Limited

Statement of Profit or Loss and Other Comprehensive Income

For the year ended June 30, 2018

Particulars	Notes	Amount in Taka	
		30.06.2018	30.06.2017
Turnover	20.00	1,197,947,998	1,501,338,757
Cost of Goods Sold	21.00	(1,056,071,746)	(1,306,915,874)
Gross Profit		**141,876,252**	**194,422,883**
Less: Operating Expenses		**31,027,622**	**37,138,597**
Administrative Expenses	22.00	22,947,691	26,628,279
Selling & Distribution Expenses	23.00	8,079,931	10,510,318
Profit from operation		**110,848,631**	**157,284,286**
Other Income	25.00	**74,935**	**339,344**
Non Operating Expenses			
Financial Expenses	24.00	**55,205,063**	**57,543,914**
Net Profit for the year before WPPF		**55,718,503**	**100,079,716**
Workers Profit Participation Fund	26.00	(2,653,262)	(4,765,701)
Profit before tax		**53,065,241**	**95,314,015**
Less: Provision for Tax:			
cururrent Tax	19.00	(7,351,356)	(13,188,930)
Deferred Tax	12.00	(403,417)	(823,748)
Net Profit for the year after Tax		**45,310,468**	**81,301,337**
Earning Per Share (EPS)	27.00	**0.56**	**1.01**

The accompanying policies and explanatory notes 1-31 form an integral part of these Financial Statements.

Chairman | **Managing Director** | **Director**

Company Secretary | **Chief Financial Officer**

Signed in terms of separate report of same date

Place: Dhaka
Dated: October 28, 2018

ATA KHAN & Co.
Chartered Accountants

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

Particulars	Share Capital	Retained Earnings	General Reserve	Total
Balance as on 01 July, 2017	733,700,000	279,595,976	6,190,000	1,019,485,976
Net Profit for the year ended 30 June, 2018	-	45,310,468		45,310,468
Stock Dividend	73,370,000	(73,370,000)		-
Balance as on 30 June, 2018	**807,070,000**	**251,536,444**	**6,190,000**	**1,064,796,444**

Particulars	Share Capital	Retained Earnings	General Reserve	Total
Balance as on 01 July, 2016	638,000,000	293,994,639	6,190,000	938,184,639
Net Profit for the year ended 30 June, 2017		81,301,337		81,301,337
Stock Dividend	95,700,000	(95,700,000)		-
Balance as on 30 June, 2017	**733,700,000**	**279,595,976**	**6,190,000**	**1,019,485,976**

Chairman | **Managing Director** | **Director**

Company Secretary | **Chief Financial Officer**

Signed in terms of separate report of same date

Place: Dhaka
Dated: October 28, 2018

ATA KHAN & Co.
Chartered Accountants

National Feed Mill Limited
Statement of Cash Flows
As at June 30, 2018

	Particulars	Amount in Taka	
		30.06.2018	30.06.2017
1.	**Cash Flows from Operating Activities**		
	Cash Receipts from Customer	1,131,660,603	1,379,414,266
	Interest Received	74,935	961,054
	Cash Payment to Suppliers and employees	(987,817,692)	(1,315,960,519)
	Cash paid for Expenses	(35,094,264)	(54,556,757)
	Tax Paid	(1,822,581)	(4,910,244)
	Net cash provided from Operating Activities (Note-30)	**107,001,001**	**4,947,800**
2.	**Cash Flows from Investing Activities**		
	Acquisition of property, plant & equipment	(4,302,344)	(9,003,270)
	Sales on Vchicles	-	1,410,000
	FDR encashment	-	4,000,000
	Net Cash used in Investing Activities	**(4,302,344)**	**(3,593,270)**
3.	**Cash Flows from Financing Activities**		
	Long Term Loan Received/ Payment	168,934,144	(956,770)
	Short Term Loan Received/Payment	(197,087,698)	31,730,238
	Bank interest & charges Paid	(67,251,147)	(44,108,730)
	Net cash used in financing activities	**(95,404,701)**	**(13,335,262)**
	Net increase/decrease in cash and cash equivalents (1+2+3)	**7,293,956**	**(11,980,732)**
	Cash and cash equivalents at the beginning of the year	**20,667,849**	**32,648,581**
	Cash and cash equivalents at the end of the year	**27,961,805**	**20,667,849**
	Net Operating Cash Flows per Share (NOCFPS)	**1.33**	**0.07**

Chairman | **Managing Director** | **Director**

Company Secretary | **Chief Financial Officer**

Signed in terms of separate report of same date

ATA KHAN & Co.
Chartered Accountants

Place: Dhaka
Dated: October 28, 2018

National Feed Mill Ltd.
Notes to the Financial Statements
For the year ended June 30, 2018

SIGNIFICANT ACCOUNTING POLICIES AND OTHER MATERIAL INFORMATION:

1. Legal status and nature of the company

1.1. Domicile, legal form, country of incorporation and status of the company

National Feed Mill Ltd. (the "Company") herein after incorporated to a public company limited by shares. The Company was incorporated in Bangladesh on 22 December 1999, as a private limited company under the Companies Act, 1994 vide Registration No.C-39289(1247)/99. Subsequently the Company has been converted into public company limited by shares on 22, June 2011 vide special resolution passed in the extra ordinary general meeting after observance of required formalities. The Company was listed with Dhaka Stock Exchange Ltd. and Chittagong Stock Exchange Ltd. on January 06, 2015 and December 15, 2014 respectively.

1.2. Corporate office and place of business of the company

The corporate office of the company is located at House # 5, Road # 17, Sector # 07, Uttara, Dhaka-1230

1.3 Factory and Registered address of the company

BaniarChala, MemberBari, Bhabanipur, Gazipur, Bangladesh.

1.4 Principal activities and nature of business of the company

The principal activity of this Company is to carry on the business of manufacturing, producing, processing, buying, selling, converting of feed of poultry, fishery and duckery, production of all kinds of eggs, live stocks, high breed poultry and purchase and sales of hen cock, duck all types of cattle, goat, sheep etc.

2. Significant Accounting Policies:

As per the requirements of IAS 1: "Presentation of Financial Statements" financial statements comprise a statement of financial position at the end of the year, a statement of profit or loss and other comprehensive income for the year, a statement of changes in equity for the year, a statement of cash flows for the year and relevant notes along with disclosures.

Financial statements are made as at June 30, 2018 with the comparative amounts as at June 30, 2017 and are prepared under the historical cost convention on generally accepted accounting principles on going concern Basis. Financial statements have been prepared in accordance with International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB), the companies Act 1994, The Securities and Exchange Rules, 1987 and other applicable laws & regulations.

Specific accounting policies selected and applied for significant transactions and events are depicted below:

2.1. Going Concern

The company has adequate resources to continue in operation for foreseeable future. For this reason the directors continued to adopt going concern Basis in preparing the Financial Statements. The current credit facilities and resources of the company provide sufficient fund to meet the present requirements of its existing businesses and operations.

2.2. Use of estimates, uncertainties and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

Basis of Preparation of the Financial Statements

The financial statements are prepared using the accrual Basis of accounting except for the cash flow information where the material class of similar item has been presented separately. As per the requirements of IAS 1: "Presentation of Financial Statements". The figures in the financial statements have been rounded off to the nearest taka.

2.3. Property, Plant and Equipment (PPE)

2.3.1. Recognition and Measurement

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable inward freight, duties and non-refundable taxes.

Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

The Company recognizes in the carrying amount of an item of property, plant and equipment the cost of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied within the item will flow to the entity and the cost of the item can be measured reliably. All other costs are recognized in the statement of profit or Loss and other Comprehensive income as an expense as incurred.

In accordance with the allowed alternative treatment of IAS 23/IAS 23 "Borrowing Cost" finance costs have been capitalized for qualifying assets until the active development of the assets have been cessed or the assets is available for use or sale.

2.3.2. Depreciation on Fixed Assets

Depreciation on fixed assets is charged on reducing balance method. Depreciation continues to be charged on each item of fixed assets until the written down value of such fixed assets is reduced to Taka one. Depreciation on addition of fixed assets has been charged when it is available for use. The residual value, if not insignificant, is reassessed annually.

Rates of depreciation on various classes of fixed assets are as under:

Category of fixed asset Rate (%)

Freehold Land & Cost of Development	0%
Building & Other Construction	5%
Plant & Machinery	10%
Stand-By Diesel Generator	15%
Transport & Vehicles	15%
Electrical & Other Installation	15%
Furniture & Fixture	10%
Office Equipment	15%
Tools & Equipment	20%
Telephone & Others	10%

The gain or loss on disposal or retirements of assets is included in the statements of profit or loss and other comprehensive income when the item is disposed off/derecognized.

2.3.3 Subsequent Costs

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

2.3.4 Impairment of Assets

No fact and circumstances indicate that company's assets including property, plant and equipment may be impaired. Hence, no impairment has been occurred during the period.

2.4. Inventories

Inventories are stated at the lower of cost and net realizable value in accordance with IAS -2 “Inventories”. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. Category of Stock and basis of valuation of inventories are as follows:

Category of Stock	Basis of Valuation
Raw & Packing materials	Moving Average (Weighted) Cost
Finished goods at Factory	At lower of cost or Net Realizable Value
Stores & Spare Parts	At Cost
Materials in-Transit (MIT)	Book Value i.e. cost so far incurred

Cost of inventories except Stores & Spare parts and MIT is comprised of the cost of materials and attributable charge for direct labour, depreciation & production overhead

2.5 Financial Instruments

a) Derivative:

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

b) Non-Derivative:

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

2.5.1 Accounts Receivable (Trade Debtors)

Accounts receivable has been stated at its original invoiced amount less an estimate made for doubtful debts Based on a review of all outstanding amounts at the end of the year/accounting period.

2.5.2 Advance, Deposits and Prepayments

Advances are initially measured at cost. After initial recognition advances are carried at cost less deductions, adjustments or charges to other account heads.

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.

2.5.3 Cash and Cash Equivalents

According to IAS 7 “Statement of Cash Flow” Cash comprise cash in hand, demand deposit and cash equivalents which are short term highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changing balances and call deposits, Bank Balances in value. IAS 1 “Presentation of Financial Statements” provides that cash and cash equivalents are not restricted in use. Considering the provision of IAS 7 & IAS 1, Cash in hand and Bank balances have been treated as Cash and Cash Equivalent.

2.5.4 Other Current Assets

Other current assets have a value on realization in the ordinary course of the company's business which is at least equal to the amount at which they are stated in the Statement of Financial Position.

2.5.5 Accounts Payable (Trade Creditors and Other Payables)

Accounts Payable (Trade and other payables) are stated at cost.

2.6 Provision, Contingent Liabilities and contingent Assets

The financial statements are prepared in conformity with IAS-37 "Provisions, Contingent Liabilities and Contingent Assets", which requires management to ensure that appropriate recognition criteria and measurement Bases are applied to make provision for outstanding expenses, contingent liabilities, assets and that sufficient information is disclosed in the notes to the accounts to enable its users for their understanding about its nature, timing and amount.

In accordance with the guidelines as prescribed by IAS-37 provisions were recognized in the following situations:

- When the company has a present obligation as a result of past event.
- When it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and
- Reliable estimate can be made about the sum of the obligation.

The sum of provision estimated and booked represents the reliable estimate of the probable expenses incurred but not paid, which is required to fulfil the current obligation on the financial statement date.

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

2.7 Foreign Currencies transactions and translations

These Financial Statements are presented in Bangladeshi Taka which in functional and presentation currency of the company.

The import activities of the company were carried out in USD but recorded and reported in Bangladesh Taka as this is the reporting currency the foreign currency US$ are converted into Bangladesh Taka currency at the ruling rate prevailing on the date of such conversion.

2.8 Employee Benefits

The company Offers a number of benefit plans which includes Contributory Provident Fund, Gratuity Fund , Hospitalization Benefit and also Workers Profit Participation Fund (WPPF) and Festival Bonus which have been accounted for in accordance with the provision of Bangladesh Accounting Standard -19," Employee Benefit." Bases of enumerating the above benefits schemes are operated by the company are outlined below :

2.8.1 Contributory Provident Fund

The Company operates a contributory employee's provident fund scheme as per Labour Act 2006 (As amended 2013). The fund is approved by the National Board of Revenue (NBR) and administered separately by a Board of Trustees which is funded by equal contribution from the Company and the employees. This fund is invested separately from the Company's assets.

2.8.2 Contribution to Workers' Profit Participation & Welfare Fund

This is being calculated and provisions is made @ 5% of the net profit after charging such sum of expenses as per provisions of Bangladesh Labour Act, 2006 (As amended 2013) and is payable to workers as defined in the said Act.

2.09 Loans and Borrowing

Principal amounts of loans and borrowings are stated at their outstanding amount. Borrowings repayable after twelve months from the reporting date are classified as non-current liabilities whereas the portion payable within twelve months, unpaid principal amount is classified as current liabilities.

2.10 Revenue Recognition

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably as provided in IAS 18 "Revenue" and there is no continuing management involvement with the goods.

2.11 Finance Income and Expenses

Finance income comprises interest income on STD Accounts. Interest income is recognized on maturity.

Finance expenses comprise interest expenses on loan and bank charges. All borrowing costs are recognized in the statement of profit or loss and other comprehensive income using effective interest charging method except to the extent that they are capitalized during construction period of the plants in accordance with IAS-23 Borrowing cost.

2.12 Earnings Per Share (EPS)

The Company calculates Earning per Share (EPS) in accordance with IAS 33: Earning per Share, which has been shown on the face of statement of profit or loss and other comprehensive in account, and the computation of EPS is stated in **Note 27.**

Basic earnings

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

Weighted average number of ordinary shares during the year

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of shares issued during the year multiplied by a time-weighting factor. The time weighting factor is the numbers of days the specific shares are outstanding as a proportion of the total number of days in the year.

Basic earnings per share

This has been calculated by dividing the Basic earnings by the weighted average number of ordinary shares outstanding for the year.

Earnings per Share (EPS) are Tk. 0.56 & Tk. 1.01 for the financial year 17-18 & 16-17 respectively. There was significant deviation between two year end mentioned above which does not comply with the notification (No.BSEC/CMRRCD/2006-158/134/Admin/44-Dated 07 August 2012.The reasons for the deviations are; this year raw materials price fluctuate a lots, which hamper production and sales very much and also the egg & chicks price during the very beginning of the financial year was very low. That's why many farmers close down their production of chicks & eggs, unfortunately total sales was decreased. Last year i.e. 2017-2018 Financial Year sales position was not good enough to accommodate handsome return against investor's investment.

2.13 Cash flow statement

Cash Flow Statement is prepared in accordance with IAS 7 "Cash Flow Statement". The cash flow from the operating activities have been presented under Direct Method as prescribed by the Securities and Exchange Rules 1987 and considering the provisions of Paragraph 18(a) of IAS-7 which provides that "Enterprises are encouraged to report Cash Flow from Operating Activities using the Direct Method".

Here Net Operating Cash Flow per Share (NOCFPS) of National Feed Mill Ltd. was Tk. 1.33 and Tk. 0.07 for the financial year end 2017-2018 and 2016-2017 respectively. There was significant deviation between two year end mentioned above which does not comply with the notification (No.BSEC/CMRRCD/2006-158/134/Admin/44-Dated 07 August 2012.The reasons behind the significant deviation of NOCFPS regarding two annual reports are Decrease of Advance, deposits & Prepayments; Increase of accounts payable And decrease of operational expenses.

2.14 Responsibility for Preparation and Presentation of Financial Statements:

The Management of the company is responsible for the preparation and presentation of Financial Statements under section 183 of the Companies Act, 1994 and as per the Provision of "The Framework for the preparation and presentation of Financial Statements" issued by the International Accounting Standard Board (IASB) as adopted by the Institute of The Chartered Accountants of Bangladesh (ICAB).

2.15 Risk and uncertainties for the use of estimates in preparing financial statements

Preparation of Financial Statements in conformity with the Bangladesh Accounting Standards requires management to make estimates and assumption that effect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statement and revenues and expenses during the period reported. Actual result could differ from those estimates. Estimates are used for accounting of certain items such as depreciation and amortization, taxes, reserves and contingencies.

2.16 Events after the reporting period

Events after the reporting period that provide additional information about the company's positions at the balance sheet date are reflected in the financial statements.

The Board of Directors in their meeting held on 28th October, 2018 recommend 5% Stock dividend to the shareholders for the period ended 30th June 2018. The dividend proposal is subject to shareholders' approval at the forthcoming Annual General Meeting.

The declared 5% stock dividend will be utilized for repayment of term loan instalment & a bulk upgration/modification of machine.

2.17 Related Party Transactions

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

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

The Company transacts with related parties and recognize as per IAS 24 'Related Party Disclosures' which have been disclosed under **Note –7.01**

2.18 Contingent Liabilities and Assets

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

2.19 Comparative Information

Comparative information has been disclosed as required by IAS-34, financial reporting in respect of the previous period for all numerical information in the current financial statements as below:

- √ Statements of Financial Position as of the end of the preceding financial period.
- √ Statements of profit or loss Comprehensive Income for the comparable of the preceding financial period.
- √ Statements of Changes in Equity for the comparable of the preceding financial period.
- √ Statement Cash Flows for the comparable of the preceding financial period.

Narrative and descriptive information for comparative information have also been disclosed whenever it is relevant for understanding of the current year financial statements.

2.20 Taxation

2.20.1 Current Tax

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognized in the statement of profit or loss and other comprehensive income except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Provision for corporate income tax is made @ 3%, 10% and 15% respectively according to Finance Act 2015 and 35% on remaining income, if any, as per provision of the income tax ordinance.

2.20.2 Deferred Tax

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

Deferred tax is calculated at the tax rates, which are expected to apply in the period when the liability is settled or the asset is realized. Deferred tax is charged or credited to Statements of profit or loss and other comprehensive income.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and National Feed Mill Limited intends to settle its current tax assets and liabilities on a net Basis. During the period due to changes of Tax rate opening deferred Tax liability are changes. Therefore changes of Deferred Tax liability are adjusted with retained earnings during the period.

2.21 Reporting period

The financial statements of the company covers a period from 01 July 2017 to 30 June 2018 in accordance with the Securities and Exchange rules and sub - section 35 of section 2 of the Income Tax Ordinance 1984 for an uniform income year from first day of July to thirtieth day of June as amended by the provision of section 9 of the Finance Act 2015.

2.22 Components of the Financial Statements

According to the International Accounting Standard (IAS) 1 as adopted by ICAB as IAS 1 "Presentation of Financial Statements" the complete set of financial statements includes the following components:

i) Statement of Financial Position as on June 30, 2018
ii) Statement of Profit or Loss and Other Comprehensive Income for the period ended June 30, 2018
iii) Statement of Changes in Equity for the period ended June 30, 2018
iv) Statement of Cash Flows for the period ended June 30, 2018
v) Notes comprising a summary of significant accounting policies and other explanatory information to the financial statements for the June 30, 2018.

3. Statement of Compliance

3.1. Compliances with Local laws and Rules

IAS-1 Presentation of Financial Statements
IAS-2 Inventories
IAS-7 Statement of Cash Flows
IAS-8 Accounting Policies, Changes in Accounting Estimates and Errors
IAS-10 Events after the Reporting Period
IAS-12 Income Taxes
IAS-16 Property, Plant & Equipment
IAS-18 Revenue
IAS-19 Employees Benefit
IAS-23 Borrowing Cost
IAS-24 Related Party Disclosures
IAS- 32 Financial Instruments Presentation

IAS-33 Earnings Per Share (EPS)
IAS-37 Provisions, Contingent Liabilities and Contingent Assets
IAS-39 Financial Instruments : Recognition and Measurement
IFRS- 7 Financial Instruments : Disclosures
IFRS- 9 Financial Instruments

3.2. Authorization date for issuing Financial Statements

The financial statements were authorized for issue by the Board of Directors on October 28, 2018.

3.3. General

i) Wherever considered necessary, previous year's figures have been rearranged for the purpose of comparison.
ii) Figures appearing in the Financial Statements have been rounded off to the nearest Taka.

		Amount in Taka	
		30.06.2018	30.06.2017
4.00	**Property, Plant and Equipment**		
	This represents the Written Down Value (WDV), break-up whereof is as under:		
	Cost		
	Opening Balance	549,212,233	544,443,063
	Add: Addidtion during the year	4,302,344	9,003,270
	Less: Disposal during the year	-	(4,234,100)
	Sub-Total	**553,514,577**	**549,212,233**
	Less: Accumulated Depreciation		
	Opening Balance	173,788,283	155,122,255
	Add: Charge during the year	20,468,813	21,697,539
	Less: Adjust during the year	-	(3,031,511)
	Sub-Total	**194,257,096**	**173,788,283**
	Total W. D. V.	**359,257,481**	**375,423,950**
	The Details of Property, Plant and Equipment are shown in the Annexure "A".		
5.00	**Inventory**		
	The make-up of the sum is as under:		
	Finished Product	21,461,175	22,268,478
	Raw Materials & Others Materials	508,980,568	497,506,616
	Spare Parts	24,281,830	23,380,073
	Total Taka	**554,723,573**	**543,155,167**
	The Details of the sum are stated in Annexure "C".		
6.00	**Accounts Receivable**		
	Accounts Receivable	626,351,455	560,064,060
	Total Taka	**626,351,455**	**560,064,060**

The above balance represents dues from various parties against sales. The balances are considered good and collectable. No bad debts were made during the period from the outstanding balances.

Aging Schedule of Accounts Receivable	Amount in Taka
0 - 90 days	343,727,593
91 - 180 days	210,671,750
181 days - 365 days	71,952,112
Total	626,351,455

7.00	**Advances, Deposits & Prepayments**		
	The break up of the sum is as under:		
	Balance with related Companies (Note-7.01)	54,264,258	91,309,878
	Advances (Note-7.02)	12,193,095	28,997,520
	Deposits (Note-7.03)	1,039,581	1,039,581
	Total Taka	**67,496,934**	**121,346,979**
7.01	**Balance with related Companies**		
	This balance consists of as follows :		
	Karnopur Agro Industries Ltd.	11,885,204	7,812,078
	National Electrode & Electronics Ltd.	1,191,060	5,642,667
	National Hatchery Ltd.	41,187,994	77,855,133
		54,264,258	**91,309,878**
	The details of the sum are stated in Annexure "B"		

		Amount in Taka	
		30.06.2018	30.06.2017
7.02	**Advances**		
	This balance consists of as follows :		
	Advance to Staff against salary	226,290	242,722
	Advance Against Purchase	3,725,581	2,912,331
	Advance to others suppliers	1,192,602	1,393,150
	Advance Income Tax (AIT) (Note-7.02.01)	7,048,622	6,226,041
	LC Margin	-	17,692,680
	Prepaid Insurance premium	-	530,596
		12,193,095	**28,997,520**
7.02.1	**Advance Income Tax (AIT)**		
	Opening Balance	6,226,041	3,315,797
	Add: Paid during the year	822,581	2,910,244
		7,048,622	**6,226,041**
7.03	**Deposits**		
	This balance consists of as follows :		
	Bangladesh Telecommunication Co. Ltd.	6,000	6,000
	Titas Gas Transmission & Distribution Company Ltd	578,069	578,069
	Bank Guarantee Margin	170,000	170,000
	Gazipur Palli Biddut Samity	285,512	285,512
		1,039,581	**1,039,581**

Bank Guarantee Margin Tk. 170,000 represents the sum of payment on issuing Guarantee on behalf of the company (NFML) in favor of Titas Gas Transmission & Distribution Company Ltd.

8.00	**Cash & Cash Equivalent**		
	This represents the aggregate sum available at the close of business on 30 June 2018, break-up whereof is as under:		
	Cash in Hand (Note-8.01)	601,180	791,542
	Cash at Bank (Note-8.02)	27,360,625	19,876,307
	Total Taka	**27,961,805**	**20,667,849**
8.01	**Cash in Hand**		
	Head Office	88,245	301,820
	Factory	512,935	489,722
		601,180	**791,542**

		A/C Type & Number		
8.02	**Cash at Bank**			
	AB Bank Ltd-Gulshan Branch	CD - 53000	4,354	6,004
	Agrani Bank Ltd - Uttara Branch	CD - 5640	61,524	587,155
	Al Arafah Islami Bank Ltd- Banani Branch	CD - 5046	117,882	473,448
	Al Arafah Islami Bank Ltd- Gulshan Branch	CD - 2825	1,606	206,167
	Bangladesh Commerce Bank	CD - 911	3,075	4,225
	Bangladesh Krishi Bank, Uttara Branch	CD - 410	11,051	110,710
	Bank Asia	CD - 138	-	12,276
	Bank Asia, Shantinagar Branch	CD - 932	879	260,558
	BRAC Bank Ltd, Uttara Barnch	CD - 951001	-	99,566
	Islami Bank Ltd - Uttara Branch	CD - 3698	156,213	1,475,212
	Jamuna Bank Ltd-Dilkusha Branch	STD - 1256	-	4
	Jamuna Bank Ltd-Dilkusha Branch	CD - 14450	12,228	3,573
	Jamuna Bank Ltd-SND, Dilkusha Branch (IPO)	SND # 1578	3,794,357	3,732,432
	Janata Bank Ltd - Banani Branch	CD - 4595	127,243	32,855

		Amount in Taka	
		30.06.2018	30.06.2017
Margin Account - SIBL	2125	21,935,456	11,774,742
Meghna Bank Ltd, Motijheel	CD - 123	12,768	55,345
Mercantile Bank Ltd - Main Branch	CD - 12447	1,975	3,270
National Bank Ltd - Dilkusha Branch	CD - 40786	86,117	155,791
One Bank Ltd - Jagannathpur Branch	CD - 667	6,400	89,570
One Bank Ltd - Principal Branch	CD - 7028	14,694	15,844
Prime Bank Ltd-Motijheel Branch	CD - 2631	9,298	267,660
Pubali Bank Ltd - Uttara Branch	CD - 2732	594,463	129,643
Shahjalal Islami Bank Ltd, Banani Branch	CD - 1084	-	532
Shahjalal Islami Bank Ltd, Bananni Branch	STD - 583	6,433	7,482
Shahjalal Islami Bank Ltd, Uttara Branch	CD - 7492	54,825	143,756
Social Islami Bank Ltd. Madrasha Branch	MND - 263	-	1,420
Social Islami Bank Ltd. Mohammadpur Branch	CD - 710	9,266	113,344
Sonali Bank Ltd - Banani Branch	CD - 10345	329,230	8,649
Uttara Bank Ltd. - Uttara Branch	CD - 1418	9,288	105,074
Total Taka		**27,360,625**	**19,876,307**

9.00 Share Capital :

9.01	**Authorised Capital**	**2,000,000,000**	**2,000,000,000**
	200,000,000 Ordinary Shares of Tk. 10 each		
9.02	**Issued, Subscribed & Paid up Capital**	**807,070,000**	**733,700,000**
	8,07,70,000 Ordinary Shares of Tk. 10 each		
	The details are as under:		

Name of the Directors & Share Holders	Position	% Shareholding	Number of Share	Amount in Taka
1 Mrs. Farida Jahan Babul	Chairman	4.29%	3,462,294	34,622,940
2. Mr. Akhter Hossain Babul	Managing Director	17.44%	14,076,266	140,762,660
3. Mr. Adib Hossain Babul	Director	4.63%	3,738,240	37,382,400
4. Mr. Rezaul Karim	Director	2.02%	1,629,100	16,291,000
5. Mrs. Lipi Sultana Karim	Director	2.02%	1,629,100	16,291,000
6.Institute	Shareholder	15.08%	12,170,615	121,706,150
7.Genaral Public	Shareholder	54.52%	44,001,385	440,013,850
		100.00%	**80,707,000**	**807,070,000**

Holdings	Number of holders		% of total holding	
	30.06.2018	30.06.2017	30.06.2018	30.06.2017
Less than 499 shares	1,815	1,544	0.37%	0.37%
500 to 5,000 shares	4,139	2,867	9.04%	5.92%
5,001 to 10,000 shares	778	382	7.04%	4.13%
10,001 to 20,000 shares	495	258	8.85%	5.25%
20,001 to 30,000 shares	172	86	5.21%	2.95%
30,001 to 40,000 shares	91	48	3.89%	2.33%
40,001 to 50,000 shares	57	34	3.18%	2.18%
50,001 to 100,000 shares	101	76	8.70%	7.35%
100,001 to 1,000,000 shares	44	48	8.79%	16.80%
Over 1,000,000 shares	10	12	44.91%	52.70%
	7,702	**5,355**	**100%**	**100%**

			Amount in Taka	
			30.06.2018	30.06.2017
10.00	**Retained Earnings**			
	Opening Balance		279,595,976	293,994,639
	Add: Net Profit for the year		45,310,468	81,301,337
	Less: Stock Divedend		(73,370,000)	(95,700,000)
	Closing Balance		**251,536,444**	**279,595,976**
11.00	**General Reserve**		**6,190,000**	**6,190,000**
	This represents the sum of Statutory Reserve as required vide SRO # 168/IT/2001 dated 28 June 2001 the amount is being brought forward since 2009 and is equivalent to 10% of the periodly profit, which has been invested in Govt Bond as per para 34, Part "A' , Schedule Six of ITO 1984.			
12.00	**Long Term Loan**			
	The movement of the sum is as under:			
	Opening Balance		714,341	946,691
	Add: Interest & Charge during the period		15,663,721	119,334
	Add: Received during the period		205,420,000	-
	Less:Repayment and adjustment during the period		(52,149,577)	(351,684)
	Less:Transfer to Current Liabilities		(18,281,729)	(250,070)
	Closing Balance		**151,366,756**	**464,271**
	This represents the sum payable to Commercial Banks and Lease Financing Company, the make-up of the sum is as under:			
	01. Bank Asia, Term Loan # 1043 -	Note: 12.01	30,520,072	-
	02. Bank Asia, Term Loan # 1044 -	Note: 12.02	17,994,100	-
	03. Bank Asia, Term Loan # 1045 -	Note: 12.03	73,957,260	-
	04. Bank Asia, Term Loan # 1046 -	Note: 12.04	28,757,133	-
	05. Meghna Bank, Term Loan # 13 -	Note: 12.05	138,191	464,271
	Total Taka		**151,366,756**	**464,271**
12.01	**Bank Asia, Term Loan # 1043**			
	Received during the period		41,230,000	-
	Add: Interest & Charge during the year		3,190,072	
	Less: Repayment during the year		(10,300,000)	
	Less: Transfer to current liabilities (Note-17)		(3,600,000)	-
	Closing Balance		**30,520,072**	**-**
12.02	**Bank Asia, Term Loan # 1044**			
	Received during the period		23,140,000	-
	Add: Interest & Charge during the year		1,804,100	
	Less: Repayment during the year		(5,150,000)	
	Less: Transfer to current liabilities (Note-17)		(1,800,000)	-
	Closing Balance		**17,994,100**	**-**
12.03	**Bank Asia, Term Loan # 1045**			
	Received during the period		101,100,000	-
	Add: Interest & Charge during the year		7,826,659	
	Less: Repayment during the year		(25,969,399)	
	Less: Transfer to current liabilities (Note-17)		(9,000,000)	-
	Closing Balance		**73,957,260**	**-**
12.04	**Bank Asia, Term Loan # 1046**			
	Received during the period		39,950,000	-
	Add: Interest & Charge during the year		2,756,933	
	Less: Repayment during the year		(10,349,800)	
	Less: Transfer to current liabilities (Note-17)		(3,600,000)	-
	Closing Balance		**28,757,133**	**-**

		Amount in Taka	
		30.06.2018	30.06.2017
12.05	**Meghna Bank Term Loan # 13**		
	Opening Balance	714,341	946,691
	Add: Interest & Charge during the year	85,957	119,334
	Less: Repayment during the year	(380,378)	(351,684)
	Less: Transfer to current liabilities (Note-17)	(281,729)	(250,070)
	Closing Balance	**138,191**	**464,271**
13.00	**Deferred Tax**		
	Opening Balance	18,907,321	18,083,572
	Add: Addition during the year	403,417	823,748
	Total Taka	**19,310,738**	**18,907,321**
14.00	**Accounts Payable**		
	This represents the dues payable against cost of raw materials and other goods procured, the break-up whereof is as under:		
	Creditors for Goods Supply	71,616,652	70,960,928
	Nayan Engineering Works	3,350	53,350
	Fortune Advertising	30,500	41,500
	United Trade Link	40,812	75,512
	Power Pack Engineering Technology	-	10,000
	Sayeed Enterprize	-	41,159
	Total Taka	**71,691,314**	**71,182,449**

Aging Schedule of Accounts Payable	Amount in Taka
0 - 90 days	55,938,855
91 - 180 days	10,143,217
181 days - 365 days	5,609,242
Total	**71,691,314**

15.00	**Liabilities for Expenses & Other Finance**		
	Liabilities for Expenses (Note - 15.01)	10,202,411	10,037,630
	Liabilities for Others Finance(Note - 15.02)	504,710	563,977
	Total Taka	**10,707,121**	**10,601,607**
15.01	**Liabilities for Expenses**		
	Salaries & Wages	1,101,272	1,841,376
	Electricity Bill	167,259	385,788
	Gas Bill	303,800	263,072
	Audit Fee	161,000	161,000
	Provision for Telephone Bill	1,737	4,596
	Provision for Utility Bill (Wasa bill)	2,063	1,666
	Dividend Payable	3,813,500	3,813,500
	Provision PF	169,748	134,782
	Application Money Refundable	3,065,000	3,065,000
	Office Rent	100,000	-
	Expenses payable	1,317,032	366,850
		10,202,411	**10,037,630**
15.02	**Liabilities for Others Finance:**		
	This represents the sum deducted of the time of macking payments, the break-up whereof is as under:		
	VAT-Supplier	408,860	477,127
	VAT- Office Rent	95,850	86,850
		504,710	**563,977**

			Amount in Taka	
			30.06.2018	30.06.2017
16.00	**Workers Profit Participation Fund**			
	This represents the sum of fund equivalent to 5% of profit , the movement whereof is as under:			
	Opening Balance		18,931,842	14,166,141
	Add: Adition during the year (Note - 26)		2,653,262	4,765,701
	Total Taka		**21,585,104**	**18,931,842**
17.00	**Long Term Loan (Current portion)**			
	This represents the sum of dues payable within next 12 (twelve) months,the make-up whereof is as under			
	Bank Asia, Term Loan # 1043		3,600,000	-
	Bank Asia, Term Loan # 1044		1,800,000	-
	Bank Asia, Term Loan # 1045		9,000,000	-
	Bank Asia, Term Loan # 1046		3,600,000	-
	Meghna Bank Term Loan # 13		281,729	250,070
	Total Taka		**18,281,729**	**250,070**
18.00	**Short Term Loan**			
	The movement of the sum is as under:			
	Opening Balance		449,875,386	404,711,464
	Add: Received during the year		159,863,171	583,633,816
	Less: Repayment during the year		368,996,953	538,469,894
	Closing Balance		**240,741,604**	**449,875,386**
	The aforesaid sum is payable to:			
	01. Social Islami Bank Ltd-	Note 18.01	127,970,165	115,331,363
	02. Bank Asia Limited -	Note 18.02	-	198,954,570
	03. Meghna Bank Limited -	Note 18.03	112,771,439	135,589,453
	Total Taka		**240,741,604**	**449,875,386**
18.01	**Social Islami Bank Ltd**			
	TR		127,970,165	115,331,363
			127,970,165	**115,331,363**
18.02	**Bank Asia Limited**			
	Over Daft # 995		-	98,675,234
	Demand Loan		-	4,298,267
	LTR		-	95,981,069
			-	**198,954,570**
18.03	**Meghna Bank Limited**			
	CC Hypo		20,782,139	20,680,525
	Time Loan		-	49,911,430
	LTR / Time Loan		91,989,300	64,997,498
			112,771,439	**135,589,453**
19.00	**Provision for Income Tax**			
	This represents the provision for current Tax, the make-up whereof is as under:			
	Opening Balance		30,959,083	19,770,153
	Add: Addition during the year		7,351,356	13,188,930
			38,310,439	**32,959,083**
	Less: Paid during the year		1,000,000	2,000,000
	Total Taka		**37,310,439**	**30,959,083**

			Amount in Taka	
			30.06.2018	30.06.2017
20.00	**Turnover**			
	The make-up of the sum is as follows:			
	Broiler Feed		584,889,436	713,644,881
	Layer Feed		463,139,587	579,402,245
	Fish Feed		105,255,586	137,014,934
	Cattle Feed		15,865,636	17,774,797
	Floating Feed		28,797,753	53,501,900
	Total Taka		**1,197,947,998**	**1,501,338,757**
21.00	**Cost of Goods Sold**			
	The break-up of the sum is as follows:			
	Material Consumed	21.01	1,004,989,626	1,251,759,287
	Manufacturing Overhead	21.02	50,274,817	62,835,769
	Manufacturing costs for the year		**1,055,264,443**	**1,314,595,056**
	Cost of Goods Manufactured		**1,055,264,443**	**1,314,595,056**
	Add: Opening Stock of Finished Goods		22,268,478	14,589,296
	Less: Closing Stock of Finished Goods		21,461,175	22,268,478
	Cost of Goods Sold		**1,056,071,746**	**1,306,915,874**
21.01	**Material Consumed :**			
	Opening Stock of Raw Materials & Others Materials		497,506,616	470,911,424
	Add : Purchase during the year		1,016,463,578	1,278,354,479
	Less : Closing Stock of Raw Materials & Others Materials		508,980,568	497,506,616
	Material Consumed		**1,004,989,626**	**1,251,759,287**
21.02	**Manufacturing Overhead :**			
	Direct Labour (Note-21.02.01)		6,941,754	8,342,843
	Factory Overhead (Note-21.02.02)		43,333,063	54,492,926
	Total Taka		**50,274,817**	**62,835,769**
21.02.01	**Direct Labour**			
	Wages and Bonus		6,941,754	8,342,843
			6,941,754	**8,342,843**
21.02.02	**Factory Overhead**			
	Salaries & Festival Bonus		7,554,254	8,483,241
	Managing Director's Remuneration		2,600,000	2,600,000
	Production charge		5,545,690	9,717,455
	Tiffin Bill		174,995	194,886
	Food Allowance		54,948	127,177
	Medical Expenses		58,000	109,080
	Office Expenses		237,015	258,208
	Electricity Bill - Factory		3,018,930	3,794,521
	Gas Bill - Factory		1,794,478	1,688,059
	Fuel for Pick Up		74,926	87,036
	Fuel for Stand By Generator		1,946,966	2,733,542
	Mobile Phone Bill - Factory		55,894	79,930
	Repair & Maintenance - Plant & Machinery		314,092	1,616,912
	Consumable Stores Consumption		2,015,409	3,159,014
	Repair & Maintenance - Building		455,652	903,029
	Lab Test Fees		1,850	30,250
	Insurance		761,429	972,900
	Repair & Maintenance - Vehicles Factory		31,820	137,115
	Repair & Maintenance - Others		55,557	160,848
	Miscellaneous Expenses		206,108	281,692
	Depreciation		16,375,050	17,358,031
			43,333,063	**54,492,926**

		Amount in Taka	
		30.06.2018	30.06.2017
22.00	**Administrative & General Expenses**		
	The make-up of the sum is as follows:		
	Directors' Remuneration	2,600,000	2,600,000
	Salaries & Festival Bonus	7,348,683	8,799,574
	Rent(Includung VAT)	1,432,900	1,218,800
	Electricity bill	210,385	245,440
	Telephone & Fax Bill	6,356	15,445
	Mobile Phone Bill	151,410	291,566
	Internet Bill	298,200	262,600
	Photocopy & Stationery	134,343	192,508
	Office Expenses	280,199	300,776
	Newspaper & periodicals	7,777	11,836
	Local Conveyance	170,664	269,175
	Travelling Expenses	133,220	142,552
	Fuel & Lubricants	278,993	440,073
	Repair & Maintenance - Motor Vehicles H.O	335,063	1,124,962
	Repair & Maintenance - Factory & H.O	523,226	685,450
	Uniform & Liveries	35,500	39,325
	Renewal & Registration	544,828	566,294
	Miscellaneous Expenses	599,655	740,487
	Entertainment	183,314	235,671
	Legal & Professional Fees	364,000	581,554
	Audit Fees (Including VAT)	161,000	161,000
	Provident Fund	455,868	552,438
	Bord Meeting Fees	109,250	99,500
	AGM Expenses	1,172,062	1,341,066
	Listing Fees	1,317,032	1,370,679
	Depreciation	4,093,763	4,339,508
	Total Taka	**22,947,691**	**26,628,279**
23.00	**Selling & Distribution Expenses**		
	Salaries, Allowances & Festival Bonus	3,950,810	4,793,303
	Overseas Travelling	200,000	511,000
	Carrying & Handling Charge (Outward)	-	13,444
	Business Promotion Expenses	1,965,428	2,628,006
	Traveling & Conveyance - MKT	1,783,966	2,040,303
	Advertisement Expenses	179,727	524,262
	Total Taka	**8,079,931**	**10,510,318**
24.00	**Financial Charge**		
	Bank Charges & Commission	465,851	476,711
	Interest on Term Loan	15,602,223	119,334
	Other Interest - PAD, LTR etc.	22,977,211	30,191,801
	Interest on CC Hypo	7,139,601	17,480,764
	Interest on Time Loan	8,724,616	8,622,470
	Interest on Lease finance - IPDC	-	99,020
	Interest on Demand Loan	295,561	553,814
	Total Taka	**55,205,063**	**57,543,914**
25.00	**Other Income**		
	The make-up of the sum is as follows:		
	Interest Income (STD)	74,935	78,325
	Interest Income (FDR)	-	53,608
	Gain on sales Fixed assets	-	207,411
	Total Taka	**74,935**	**339,344**

		Amount in Taka	
		30.06.2018	30.06.2017
26.00	**Contribution to Workers Profit Participation Fund**		
	This represents 5% on net profit after charging such contribution but before tax contribution by the company as per provisions of Bangladesh Labour Law, 2006.		
	Workers Profit Participation Fund	2,653,262	4,765,701
	Total Taka	**2,653,262**	**4,765,701**
27.00	**Earnings Per Share (EPS)**		
	Net profit after tax	45,310,468	81,301,337
	Weighted Average No. Of Share(27.01)	80,707,000	80,707,000
	EPS on the basis of Weighted Average No. Of Share	0.56	1.01
27.01	**Weighted Average Number Of Share Outstanding**		
	Opening Outstanding Share	73,370,000	63,800,000
	Stock Dividend	7,337,000	9,570,000
		80,707,000	**73,370,000**
28.00	**Production Capacity and Current Utilization:**		
	Particulars		
	Installed Capacity (in MT)	86,400.00	86,400.00
	Actual Production (in MT)	34,849.280	45,564.080
		40.33%	**52.74%**
29.00	**Net Assets Value (NAV)**		
	Share Capital	807,070,000	733,700,000
	Retained Earnings	251,536,444	279,595,976
	General Reserve	6,190,000	6,190,000
		1,064,796,444	1,019,485,976
	No. of Shares	**80,707,000**	**73,370,000**
	Net Assets Value Per Share (NAVPS)	**13.19**	**13.90**
30.00	**Reconciliation of cash Flows from operating activities:**		
	Sales	1,197,947,998	-
	increase of Accounts Receivable	(66,287,395)	-
	interest Received	74,935	-
	Cost of Goods Sold	(1,056,071,746)	-
	Depreciation	20,468,813	
	increase of inventory	(11,568,406)	-
	increase of Accounts Payable	508,865	-
	Administrative Expenses	(22,947,691)	-
	Selling & Distribution Expenses	(8,079,931)	-
	Income Tax paid	(1,000,000)	-
	Decrease Advance Deposits & Prepayments	53,850,045	-
	increase of Liabilities for expenses	105,514	-
	Net cash provided from Operating Activities	**107,001,001**	**-**

31.00 Employee Position for National Feed Mill Limited (as at 30 June, 2018)

Disclosure as per requirment of Schedule XI, part II of Company Act 1994

Salary Range	Officer & Staff		Worker	Total No. of Employee
	Factory	Head Office		
Below <3000	Nill	Nill	Nill	Nill
Above> 3000	41	27	78	146
Total	41	27	78	146

National Feed Mill Ltd

Annexure of Property, Plant and Equipment

As at June 30, 2018

Annexure "A"

Sl. No.	Particulars	Cost				Rate of Depr.	Depreciation				W. Down Value 30.06.2018
		Balance as on 01.07.2017	Addition during the year	Disposal during the year	Balance as on 30.06.2018		Opening 01.07.2017	Charge for the year	Adjust during the year	Balance as on 30.06.2018	
1	Freehold Land & Cost of Development	135,453,300	-		135,453,300	0%	-	-	-	-	135,453,300
2	Building & Other Construction	154,180,559	838,242		155,018,801	5%	39,385,162	5,772,169		45,157,331	109,861,470
3	Plant & Machinery	181,534,315			181,534,315	10%	87,536,691	9,399,762		96,936,453	84,597,862
4	Stand-By Diesel Generator	14,230,324			14,230,324	15%	6,811,128	1,112,879		7,924,007	6,306,317
5	Transport & Vehicles	28,042,620			28,042,620	15%	16,125,009	1,787,642		17,912,651	10,129,969
6	Electrical & Other Installation	8,809,945			8,809,945	15%	5,955,710	428,135		6,383,845	2,426,100
7	Furniture & Fixture	1,980,355	403,800		2,384,155	10%	988,632	123,202		1,111,834	1,272,321
8	Office Equipment	3,361,546	80,950		3,442,496	15%	1,972,270	219,117		2,191,387	1,251,109
9	Tools & Equipment	21,523,769	2,979,352		24,503,121	20%	14,960,184	1,621,705		16,581,889	7,921,232
10	Telephone & Others	95,500			95,500	10%	53,499	4,200		57,699	37,801
	Total Taka 30.06.2018	**549,212,233**	**4,302,344**	**-**	**553,514,577**		**173,788,283**	**20,468,813**	**-**	**194,257,096**	**359,257,481**
	Total Taka 30.06.2017	**544,443,063**	**9,003,270**	**4,234,100**	**549,212,233**		**155,122,255**	**21,697,539**	**3,031,511**	**173,788,283**	**375,423,950**

	30.06.2018 Taka	30.06.2017 Taka
Cost of Goods Sold 80% (Note-23.02.02)	16,375,050	17,358,031
Administrative Overhead 20% (Note-24)	4,093,763	4,339,508
Total Taka	**20,468,813**	**21,697,539**

Note: 07.01

Related party transactions

Annexure "B"

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

					Transaction Value		
Sl.	**Name of Party**	**Nature of relationship**	**Nature of transaction**	**Opening Balance**	**Addition**	**Adjustment**	**ClosingBalance**
1.00	Karnopur Agro Industries Ltd.	Common directorship	Advance against Raw Materials purchase & Feed making	7,812,078	54,504,468	50,431,342	11,885,204
2.00	National Electrode & Electronics Ltd.	Common directorship	Service provider	5,642,667	9,811,510	14,263,117	1,191,060
3.00	National Hatchery Ltd.	Common directorship	Advance against Raw Materials & Feed sale	77,855,133	78,664,907	115,332,046	41,187,994
			Total Taka :	**91,309,878**	**142,980,885**	**180,026,505**	**54,264,258**

NATIONAL FEED MILL LIMITED

Registered & Factory Address: Baniarchala-Memberbari, Bhabanpur, Gazipur, Bangladesh
Corporate Office: House # 5, Road # 17, Sector # 07, Uttara, Dhaka - 1230.

PROXY FORM

I/we_____being a member(s) of **National Feed Mill Limited** do hereby appoint Mr/Ms _____ of_____ as my/our Proxy to attend and vote on behalf of me / us at the **18th Annual General Meeting (AGM)** of the Company to be held on **Thursday, the 27th, December, 2018** at **11.45 AM** at NFML Seed Crushing Unit Premises at Uzilab, Sreepur, Gazipur, Bangladesh and any adjournment thereof.
As witness my/our hand this _____ day of _____ 2018.

Folio No._____

BO A/C No. | | | | | | | | | | | | | | | | |

No. of Share(s):_____

_____
Signature of the Proxy with date

Revenue Stamp for Tk. 20.00 (twenty) only

_____
Signature of the Member with date

N.B.: This Form of Proxy, duly signed (as recorded with the company), stamped and completed must be submitted to the Share Department (the Company's Corporate office House # 5, Road # 17, Sector # 07, Uttara, Dhaka - 1230) of the Company at least 48 (Forty Eight) hours before the Meeting.

NATIONAL FEED MILL LIMITED

Registered & Factory Address: Baniarchala-Memberbari, Bhabanpur, Gazipur, Bangladesh
Corporate Office: House # 5, Road # 17, Sector # 07, Uttara, Dhaka - 1230.

ATTENDANCE SLIP

I do hereby submit the Attendance slip in connection with the the **18th Annual General Meeting (AGM)** of the Company to be held on **Thursday, the 27th, December, 2018** at **11.45 AM** at NFML Seed Crushing Unit Premises at Uzilab, Sreepur, Gazipur, Bangladesh.

Full Name of the Member : _____ _____
Signature with date

Folio No. _____

BO ID No. | | | | | | | | | | | | | | | | |

No. of Share(s) _____

Full Name of the Attorney/ Proxy _____ _____
Signature with date

N.B.: (i) Shareholders are requested to handover the Attendance Slip at the entrance of the Meeting Hall.
(ii) No gift or benefit in cash or kind shall be paid / offered to the Shareholders as per Circular No. SEC/CMRRCD/ 2009-193/154 of BSEC for attending the AGM.



NATIONAL FEED MILL LIMITED

Corporate Office

House # 5, Road # 17, Sector # 07, Uttara,
Dhaka-1230, Bangladesh.
Phone:+88-02-58955943; +88-02-58956783;
+88-02-48950746 (Share); Fax:+88-02-58955257,
E-mail: general@nationalgroup-bd.com.
Website: www.nationalgroup-bd.com

Registered & Factory Address:

Baniarchala, Memberbari, Bhabanipur,
Gazipur, Bangladesh.