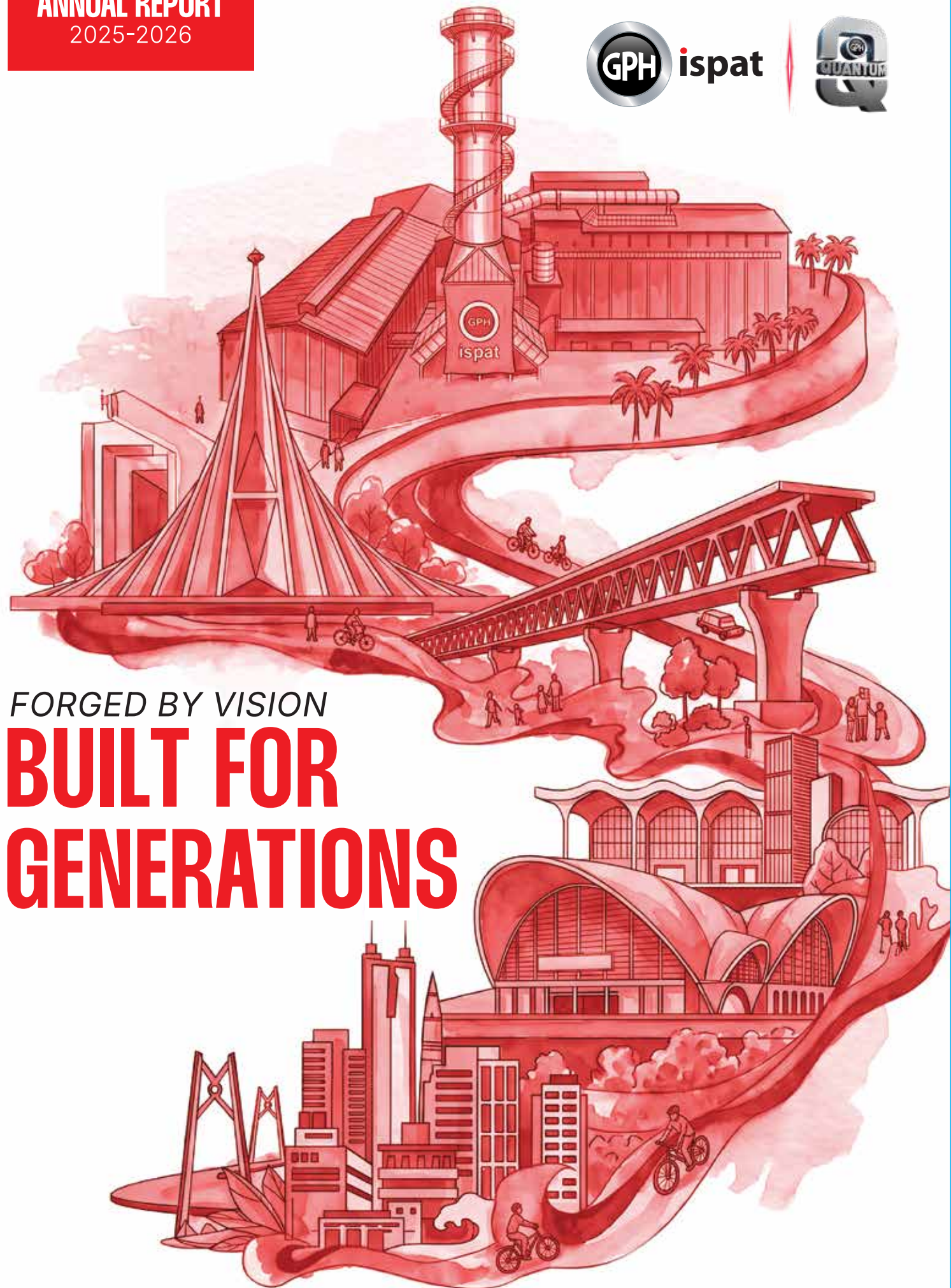




FORGED BY VISION
**BUILT FOR
GENERATIONS**



ANNUAL REPORT 2025-2026



GPH ISPAT LIMITED

Registered Office:

Crown Chamber, 325 Asadgonj, Chattogram-4000, Bangladesh.
Phone: +88 02333361460 (PABX), Fax: +88 031610995, Email: info@gphispat.com.bd

Corporate Office & Plant:

Masjiddah, Kumira, Sitakunda, Chattogram, Bangladesh.
E-mail: factory@gphispat.com.bd

Dhaka Office:

Land View Commercial Center (7th & 8th Floor), 28, Gulshan North C/A, Circle-2, Dhaka-1212, Bangladesh.
Phone: +88 02 222260177, 222280366, Fax: +88-02-9880366, E-mail: salesdhk@gphispat.com.bd

Website:

www.gphispat.com.bd



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TRANSMITTAL LETTER

October 03, 2026

The Valued Shareholders of GPH Ispat Limited
Bangladesh Securities and Exchange Commission
Registrar of Joint Stock Companies & Firms
Dhaka Stock Exchange PLC.
Chittagong Stock Exchange PLC.

Subject: Annual Report for the year ended June 30, 2026.

Dear Sir(s),

We are pleased to enclose the notice of the 20th Annual General Meeting, a copy of the Annual Report 2025-2026 together with the Audited Financial Statements including Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended 30 June 2026 along with the notes thereon of GPH Ispat Limited for your kind information and record.

It may be mentioned here that as per notification no. BSEC/CMRRCD/2006-158/208/Admin/81, dated 20 June 2018 issued by Bangladesh Securities and Exchange Commission, we are sending the Notice of Annual General Meeting and Annual Report along with Annual Audited Financial Statements to the valued Shareholders through e-mail addresses available in their Beneficial Owner (BO) accounts with the Central Depository System. Moreover, the soft copy of the Annual Report will also be available on the company's website at <https://www.gphispac.com.bd/investor-matters/annual-reports>.

Yours Sincerely

Md. Mosharof Hossain
Company Secretary (Acting)



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GOD FEARING PLAIN LIVING HIGH THINKING

"IN THE BEGINNING, GOD CREATED MAN"

And after thousand years of intelligence, precision, hard work, and innovation, man created steel – one of the greatest innovations of all time. This super-strong, carbonized and alloyed form of iron is an element without which modern life is literally unimaginable. From skyscrapers and planes to syringes and forks, steel is an essential part of our everyday life.

GPH ISPAT LTD.

One of the leaders of Bangladesh in manufacturing steel promises a super strong future and economy with its world-class products. Not only structural bar, but GPH Ispat Limited is also one of the producers of low & medium carbon and low alloy Steel Billets in Bangladesh, the main ingredients of manufacturing graded steel bar. As GPH is ensuring the highest quality products in Bangladesh as per various international and national standards, GPH Steel Billets and Bars are getting exported to other countries after nourishing national demand. The introduction of GPH Ispat Limited has all the potentials to take Bangladesh quite a few steps forward to a stronger, brighter tomorrow.

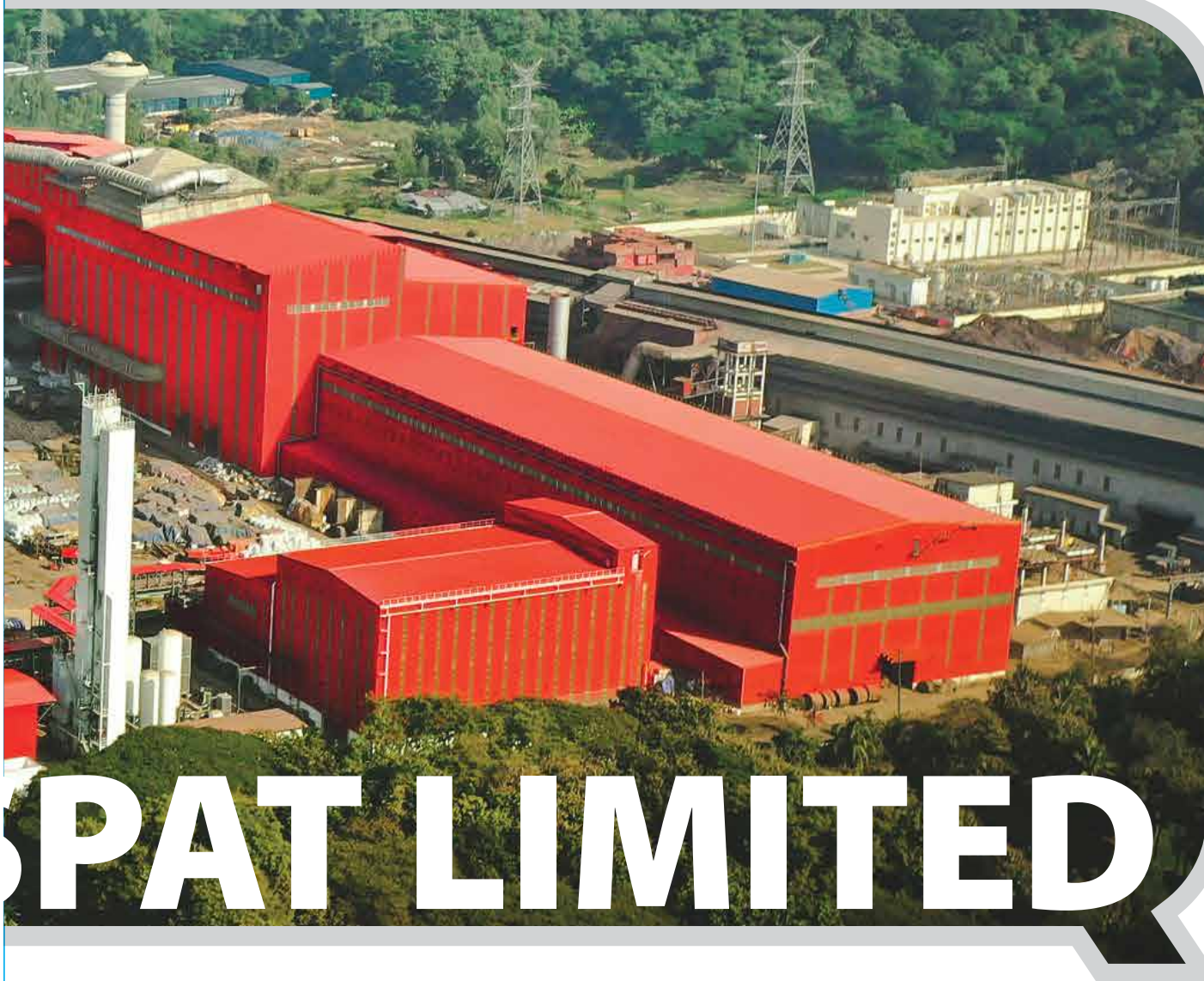


GPH Ispat Limited is one of the leading integrated steel manufacturing companies in Bangladesh engaged in the manufacturing and trading of M. S. Billet and M. S. Rod. The Company was incorporated in Bangladesh on May 17, 2006 as a Private Limited Company limited by shares under the Companies Act, 1994. The Company converted into a Public Limited Company along with the sub-division of face value of shares from Tk. 100 to Tk. 10 each and enhanced Authorized Capital from Tk. 1,000 million to Tk. 2,500 million on December 18, 2009. GPH Ispat Limited came to Initial Public Offering (IPO) in February 2012 and became listed with Dhaka Stock Exchange PLC. and Chittagong Stock Exchange PLC. in April 2012. The Company increased its Authorized Capital from Tk. 2,500 million to Tk. 10,000 million in September 2015 and further increased it from Tk. 10,000 million to Tk. 15,000 million in January 2025. GPH Ispat Limited also issued 2 right shares against holding of existing 3 shares in June, 2016.

GPH stands for God Fearing, Plain Living and High Thinking. Holding this philosophy in mind the company started its journey back in 2006 and the commercial production of the factory commenced on August 21, 2008 with an annual production capacity of M. S. Billet 84,000 metric tons and M. S. Rod 120,000 metric tons of different diameter ranges from 8 mm to 50 mm. GPH Ispat has embarked on a new journey with cutting-edge innovation in the history of steel manufacturing in Bangladesh and has proudly introduced Asia's first Quantum Electric Arc Furnace and Winlink Technology, the annual capacity of which reached one million-plus steelmaking as well as production of rebar and medium section from billet to rolled finished products and the level-2 automation system ensure desired quality and quantity of production. On 21 June 2021, the company started the commercial production of the new expansion plant and marketed the world's best "GPH Quantum" steel. GPH can produce long steel products from 300 MPA to 900 MPA that ensure up to class-4 grade steel in its production facility. GPH Ispat also became the first company in Bangladesh to manufacture GPH QUANTUM B600C-R and GPH QUANTUM B600D-R steel Re-Bars. GPH QUANTUM B600C-R and GPH QUANTUM B600D-R is manufactured with the world's best Quantum Electric Arc Furnace technology which ensures BDS ISO 6935-2:2021 prescribed standards with high strength and maximum safety. The quality control facilities of GPH Ispat Limited include a state-of-the-art laboratory equipped with advanced computerized equipment and accredited by the Bangladesh Accreditation Board (BAB).

GPH Ispat Limited has an Integrated Management System (IMS) ISO 9001:2015 (Quality Management System), ISO 14001:2015 (Environmental Management System), ISO 45001:2018 (Health and Safety Management System), and ISO 50001:2018 (Energy Management System) certification.

GPH ISPAT LIMITED



GPH not only pursues financial outcomes but also invests in the sustainability and preservation of natural resources, technology, development, innovation and well-being of the employees as well as communities to make us future-ready. GPH applies a rainwater harvesting system to use water in its process. No underground water used in the production process and the Water Treatment Plant (WTP) has been designed with zero discharge system that ensures 100% recycling of used water. GPH is enriched world's latest and most efficient de-dusting system which is complied with World Bank standards. This latest technology reduces power consumption by 2,26,800 MW electricity per year and at the same time saves natural gas consumption by 26.46 million m3 each year which meets the demands of 35,000 households per year. GPH is also taking care of its society and is committed to society by making green production facilities in its production process.

Now GPH Ispat Limited is not only on Bangladesh's map but also makes its presence globally by exporting MS Billet to developed countries like China and which has opened new horizons for the country's economy.

A high-standard Human Resource Department is engaged in job analysis, recruitment of the right people for the right job, employee orientation and training, managing salaries & wages, and other benefits. Employees are provided with long-term benefits such as provident fund, gratuity, and group insurance, etc. GPH has also been taking initiatives for the skill development of the officers, staff, and workers by arranging internal, local, and foreign training facilities throughout the year. At present, GPH Ispat has total 2,238 permanent employees.

Since the inception of GPH Ispat Limited, a collective contribution to the National Exchequer was highly significant. In FY 2025-26, GPH contributed BDT 3,854.38 million to the national exchequer as Value Added Tax (VAT), Corporate Tax, Source Tax, Supplementary Duty (SD), Customs Duty, and various Registration fees.

OUR JOURNEY

2006

Incorporated as a Private Limited Company.

Commenced the commercial production of the factory with an annual production capacity of M.S. Billet 84,000 MT and M.S. Rod 120,000 MT.

2008

2009

Converted into a Public Limited Company.

Enhanced Authorized Capital from BDT. 1,000 million to BDT. 2,500 million.

2015

Increased the Authorized Capital from BDT. 2,500 million to BDT. 10,000 million.

Increased the production capacity of M.S. Billet from 84,000 MT to 168,000 MT.

Came to Initial Public Offering (IPO).

Became listed with the Dhaka Stock Exchange PLC. and Chittagong Stock Exchange PLC.

2012

2016

Issued 03[R]:02
Right Share.

Started large-scale expansion of production with the world's most advanced technology based on "Quantum Electric Arc Furnace and Winlink Technology" by enhancing the production capacity of M.S. Billet 840,000 MT and M.S. Rod, Medium Section Products (Steel Beam, Angle, Channel, Flat Bar, etc.) 640,000 MT per annum.

2020

Started hot commissioning of the new expansion plant.

Started to produce trail products and marketed those from 07 September 2020.

First-time contract for Export of 25,000 MT M.S. Billet to the People's Republic of China on 13 October 2020.

First-time bulk cargo Billet Export from Bangladesh.

Started the commercial production of the new expansion plant on 21 June 2021.

Marketed the world's best "GPH Quantum" steel.

2021

2022

Started manufacturing the "GPH QUANTUM B600C-R" and "GPH QUANTUM B600D-R" Steel Re-bar for the first time in Bangladesh.

Increased the Authorized Capital from BDT. 10,000 million to BDT. 15,000 million.

2024

Started "GPH One" Cut & Bend Products.

2025



OUR VISION

"To provide the foundation for building the infrastructure of Bangladesh towards High-Income-Country (HIC) with the true GPH philosophy."



OUR MISSION

"The trusted brand of Bangladesh leading the steel sector with innovative products leveraging cutting edge technology."



OUR VALUES

- Appreciate what is given to us by Almighty
- Grow through Learning best practices home and beyond
- Innovation is key to our product and service delivery
- Leverage the power of Teamwork
- Empower people to deliver Excellence

NOTICE OF THE 20th ANNUAL GENERAL MEETING



Notice is hereby given that the 20th Annual General Meeting of the Shareholders of GPH Ispat Limited will be held Hybrid System, combining Physical Presence (**Venue: Shah Newaz Eden Park, D. T. Road (beside Fauzderhat Police Farhi), Fauzderhat, Sitakunda, Chattogram**) and using Digital Platform (**link <https://gphispat20th.hybridagmbd.net>**) on **Sunday, 25 October 2026 at 11:00 AM** to transact the following businesses:

AGENDA

Ordinary Business:

- Agenda-1: To receive, consider, and adopt the Audited Financial Statements, Report of the Board of Directors, and Auditors' Report on Financial Statements for the year ended June 30, 2026.
- Agenda-2: To approve the Dividend for the year ended June 30, 2026.
- Agenda-3: To elect Directors in terms of the relevant provision of the Articles of Association.
- Agenda-4: To approve the reappointment of the Managing Director.
- Agenda-5: To approve the appointment and reappointment of the Independent Directors.
- Agenda-6: To appoint Statutory Auditors for the year ended 30 June 2027 and fix their remuneration.
- Agenda-7: To appoint the Corporate Governance Compliance Auditors for the year ended 30 June 2027 and fix their remuneration.
- Agenda-8: To approve the inter-company/related party loans/business transactions for the year ended June 30, 2026.

Special Business:

To approve the issuance of Rights Share.

"RESOLVED THAT the proposal for raising the Paid-up Capital of the Company by issuing 96,77,66,912 Rights Shares at a ratio of 2 (Two) [R] : 1 (One), i.e., 2 (Two) Rights Shares for every 1 (one) existing Ordinary Share held by the shareholders, at an issue price of Tk. 10 (Taka Ten) per share, subject to the approval of the shareholders of the Company, the Bangladesh Securities and Exchange Commission, and compliance with the requirements embodied in relevant laws and regulatory authorities concerned. The total amount to be raised through the proposed rights issue will be Tk. 967,76,69,120, and the proceeds of the Rights Issue shall be utilized for repayment of the Company's loan liabilities."

"RESOLVED FURTHER THAT the shareholders of the Company shall be duly notified of the **Record Date** for determining their entitlement to the Rights Shares upon obtaining the necessary approval from the Bangladesh Securities and Exchange Commission (BSEC)."

By order of the Board

Md. Mosharof Hossain
Company Secretary (Acting)

Dated: Chattogram,
03 October 2026

NOTES:

1. The Shareholders whose names appear in the Share Register/Depository Register of the company as of the **"Record Date" i.e., 01 October 2026**, are eligible to attend and vote in the 20th Annual General Meeting and receive the Dividend.
2. Shareholders may submit questions/comments and cast their votes electronically from 48 hours before the AGM and during the AGM by logging into the system using their 16-digit BO ID and other required credentials through the designated link **<https://gphispat20th.hybridagmbd.net>**.
3. A Shareholder eligible to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote in his/her stead. The "Proxy Form" attached with this Annual Report, duly filled, signed and stamped Tk. 100.00 must be submitted to the Company's Registered Office, **Crown Chamber, 325 Asadgonj, Chattogram** or sent through email at **share@gphispat.com.bd** not later than 48 hours before the time fixed for the Annual General Meeting.
4. Pursuant to the Bangladesh Securities and Exchange Commission notification no. BSEC/CMRRCD/2006-158/208/Admin/81, dated 20 June 2018, the soft copy of the Annual Report is being sent to the Shareholders through e-mail addresses available in their Beneficial Owner (BO) accounts maintained with the Central Depository System. Moreover, the soft copy of the Annual Report and Proxy Form will also be available on the company's website at **<https://www.gphispat.com.bd/investor-matters/annual-reports>**.



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২০তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি



এতদ্বারা জানানো যাচ্ছে যে, জিপিএইচ ইস্পাত লিমিটেড এর শেয়ারহোল্ডারগণের ২০তম বার্ষিক সাধারণ সভা নিম্নলিখিত বিষয়সমূহ সম্পাদনকল্পে আগামী ২৫ অক্টোবর ২০২৬ইং রোজ রবিবার সকাল ১১:০০ ঘটিকায় সশরীরে উপস্থিতি (স্থান: শাহ নেওয়াজ ইডেন পার্ক, ডি. টি. রোড (ফৌজদারহাট পুলিশ ফাঁড়ির পাশে), ফৌজদারহাট, সীতাকুন্ড, চট্টগ্রাম) এবং ডিজিটাল প্ল্যাটফর্ম (লিঙ্ক <https://gphispat20th.hybridagmbd.net>) সমন্বিত হাইব্রিড পদ্ধতিতে অনুষ্ঠিত হবে।

আলোচ্য সূচী

সাধারণ আলোচ্যসূচীঃ

- আলোচ্য বিষয়-১: ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত বছরের কোম্পানির নিরীক্ষিত আর্থিক হিসাব বিবরণী, সংশ্লিষ্ট নিরীক্ষা প্রতিবেদন এবং পরিচালকমন্ডলীর প্রতিবেদন গ্রহন, বিবেচনা ও অনুমোদন।
- আলোচ্য বিষয়-২: ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত বছরের জন্য ঘোষিত লভ্যাংশ অনুমোদন।
- আলোচ্য বিষয়-৩: আর্টিকেলস অব এসোসিয়েশন এর সংশ্লিষ্ট ধারা অনুযায়ী পরিচালকবৃন্দের নির্বাচন।
- আলোচ্য বিষয়-৪: কোম্পানির ব্যবস্থাপনা পরিচালকের পুনঃনিয়োগ অনুমোদন।
- আলোচ্য বিষয়-৫: কোম্পানির স্বতন্ত্র পরিচালকদ্বয়ের নিয়োগ এবং পুনঃনিয়োগ অনুমোদন।
- আলোচ্য বিষয়-৬: ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত আর্থিক বছরের জন্য নিরীক্ষক নিয়োগ এবং তাঁদের পারিশ্রমিক নির্ধারণ।
- আলোচ্য বিষয়-৭: ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত আর্থিক বছরের কার্পোরেট গভর্ন্যান্স কমপ্লায়েন্সের জন্য নিরীক্ষক নিয়োগ এবং তাঁদের পারিশ্রমিক নির্ধারণ।
- আলোচ্য বিষয়-৮: ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত বছরে আন্তঃকোম্পানির ঋণ/অগ্রিম/ব্যবসায়িক লেনদেন সমূহ অনুমোদন।

বিশেষ আলোচ্যসূচীঃ

রাইট শেয়ার ইস্যুর অনুমোদন।

"সিদ্ধান্ত গৃহীত হয় যে, কোম্পানির পরিশোধিত মূলধন বৃদ্ধির লক্ষ্যে ২ (দুই) [রাইট] : ১ (এক) অনুপাতে, অর্থাৎ শেয়ারহোল্ডারদের ধারণকৃত প্রতি ১ (এক)টি বিদ্যমান সাধারণ শেয়ারের বিপরীতে ২ (দুই)টি রাইট শেয়ার, প্রতিটি শেয়ার ১০ (দশ) টাকা ইস্যু মূল্যে মোট ৯৬,৭৭,৬৬,৯১২টি রাইট শেয়ার ইস্যুর প্রস্তাবটি কোম্পানির শেয়ারহোল্ডার, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন-এর অনুমোদন এবং সংশ্লিষ্ট আইন ও নিয়ন্ত্রক কর্তৃপক্ষের বিধি-বিধান ও প্রয়োজনীয় শর্তাবলী পরিপালন সাপেক্ষে কার্যকর হবে। প্রস্তাবিত রাইট ইস্যুর মাধ্যমে মোট ৯৬৭,৭৬,৬৯,১২০ টাকা সংগ্রহ করা হবে এবং রাইট ইস্যু হতে প্রাপ্ত অর্থ কোম্পানির ঋণদায় পরিশোধে ব্যবহার করা হবে।"

"আরও সিদ্ধান্ত গৃহীত হয় যে, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন-এর অনুমোদন প্রাপ্তির পর রাইট শেয়ারের জন্য শেয়ারহোল্ডারগণের প্রাপ্যতা নির্ধারণের উদ্দেশ্যে নির্ধারিত **রেকর্ড ডেইট (Record Date)** যথাযথভাবে কোম্পানির শেয়ারহোল্ডারগণকে অবহিত করা হবে।"

বোর্ডের আদেশক্রমে

M. Hossain

মোঃ মোশাররফ হোসেন

কোম্পানি সচিব (ভারপ্রাপ্ত)

তারিখ: চট্টগ্রাম,

৩ অক্টোবর, ২০২৬ইং

নোটঃ

১. **"রেকর্ড ডেইট"** অর্থ্যাৎ ০১ অক্টোবর ২০২৬ইং তারিখে যে সকল শেয়ারহোল্ডারবৃন্দের নাম কোম্পানির শেয়ার রেজিস্ট্রার/ডিপোজিটরি রেজিস্ট্রারে লিপিবদ্ধ থাকবে শুধুমাত্র তারাই ২০তম বার্ষিক সাধারণ সভায় উপস্থিত হওয়ার ও লভ্যাংশ পাওয়ার যোগ্য বলে বিবেচিত হবেন।
২. সম্মানিত শেয়ারহোল্ডারগণ এজিএম শুরুর ৪৮ ঘন্টা পূর্বে থেকে এজিএম চলাকালীন সময় পর্যন্ত নির্ধারিত লিংক <https://gphispat20th.hybridagmbd.net>-এর মাধ্যমে সিস্টেমে লগ ইন করে ১৬-সংখ্যার বেনিফিশিয়াল ওনার (বিও) নম্বর এবং অন্যান্য প্রয়োজনীয় তথ্য ব্যবহার করে ইলেকট্রনিক মাধ্যমে প্রশ্ন/মন্তব্য জমা দিতে এবং ভোট দিতে পারবেন।
৩. বার্ষিক সাধারণ সভায় উপস্থিত হওয়ার যোগ্য শেয়ারহোল্ডার ইচ্ছা করলে তার পক্ষে বার্ষিক সাধারণ সভায় উপস্থিত হওয়া এবং ভোট প্রদানের জন্য একজন প্রতিনিধি নিয়োগ করতে পারবেন। সেক্ষেত্রে বার্ষিক প্রতিবেদনের সাথে সংযুক্ত প্রক্সিফর্ম যথাযথ ভাবে পূরণ করে, স্বাক্ষর ও একশত টাকার স্টাম্প সহ সভা অনুষ্ঠিত হওয়ার নির্ধারিত সময়ের ৪৮ ঘন্টা পূর্বে অবশ্যই কোম্পানির রেজিস্টার্ড অফিস **ক্রাউন চেম্বার, ৩২৫ আসাদগঞ্জ, চট্টগ্রাম**-এ জমা দিতে হবে অথবা share@gphispat.com.bd-এ পাঠাতে হবে।
৪. বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের ২০ জুন ২০১৮ইং তারিখ এর নোটিফিকেশন নং-BSEC/CMRCD/2006-158/208/Admin/81 অনুসারে বার্ষিক প্রতিবেদনের সফট কপি শেয়ারহোল্ডারবৃন্দের সেন্ট্রাল ডিপোজিটরি সিস্টেমে রক্ষিত বেনিফিশিয়াল ওনার (বিও) অ্যাকাউন্ট হতে প্রাপ্ত ই-মেইল ঠিকানায় প্রেরণ করা হচ্ছে। এছাড়াও, বার্ষিক প্রতিবেদন এবং প্রক্সিফর্ম এর সফট কপি কোম্পানির ওয়েবসাইট <https://www.gphispat.com.bd/investor-matters/annual-reports>-এ পাওয়া যাবে।



GPH ispat Ltd.

Registered Office: Crown Chamber, 325 Asadgonj, Chattogram-4000, Bangladesh.

Tel: +88 02333361460 (PABX), Fax: +88 031610995, Email: info@gphispat.com.bd

Dhaka Office: Land View Commercial Center (7th & 8th Floor)

28, Gulshan North C/A, Circle-2, Dhaka-1212, Bangladesh.

Phone: +88 02 222260177, 222280366, Fax: +88-02-9880366, Email: salesdhk@gphispat.com.bd

Corporate Office & Plant: Masjidah, Kumira, Sitakunda, Chattogram, Bangladesh, Email: factory@gphispat.com.bd

VIRTUAL AGM ATTENDANCE GUIDELINE

Pursuant to the Bangladesh Securities and Exchange Commission's Directive No. BSEC/CMRRCD/2009-193/08 dated 10 March 2021, the Board of Directors of GPH Ispat Limited has decided to hold its 20th Annual General Meeting in a Hybrid System in combination of physical presence and by using the digital platform. The digital platform is expected to make sure shareholders' attendance and take part from any place around the world. The procedures for attendance at virtual AGM are as follows:

- Step-1: Please check whether you are the Shareholder of GPH Ispat Limited as on "Record Date" i.e., **01 October 2026**.
- Step-2: Please visit **<https://gphispat20th.hybridagmbd.net>** from your laptop, tablet and smartphone.
- Step-3: Please put your 16-digit BO ID number and number of shares on the record date as proof of your identity to "Log in" to the system.
- Step-4: Please acknowledge regulatory directives and GPH's communication mode to the public for attending the AGM in the digital platform.
- Step-5: Please cast your Vote by selecting an option (Yes or No) for every agenda and Click on "SUBMIT."

User Guide

সাইন ইন (Sign In)

শেয়ারহোল্ডার

বিস্তারিত/বিস্তারিত (BO ID/Folio) *

BOID Or Folio

নাম (Name)

শেয়ার সংখ্যা (Share Quantity) *

সাইন ইন (Sign In)

প্রতিনিধি

বিস্তারিত/বিস্তারিত (BO ID/Folio) *

BOID Or Folio

নাম (Name)

শেয়ার সংখ্যা (Share Quantity)

প্রক্সি আইডি (Proxy User Id)

সাইন ইন (Sign In)

কোম্পানি/নিরীক্ষক/ডিএসই/সিএসই/সিএসইসি

ইউজার আইডি (User ID) *

User ID

পাসওয়ার্ড (Password) *

Password

সাইন ইন (Sign In)

CORPORATE INFORMATION

Corporate History

- Company Name : GPH Ispat Limited
- Certificate of Incorporation No. : CH-5853 of 2006
- Date of Incorporation : May 17, 2006
- Commencement of Business : August 21, 2008
- Conversion to Public Limited Company : December 18, 2009
- Listed with Stock Exchanges : April 19, 2012
- TIN No. : 875829530252
- VAT Registration No. : 000041042-0508
- BIDA Registration No. : 20060607-C
- Trade License No. : TRAD/CHTG/012188/2021
- Factory License No. : 3693/Chattogram
- Import Registration Certificate No. : 260315120009519
- Export Registration Certificate No. : 260315210060119
- Registered Office Address : Crown Chamber, 325 Asadgonj, Chattogram-4000, Bangladesh.
- Corporate Office & Plant Address : Masjiddah, Kumira, Sitakunda, Chattogram, Bangladesh.
- Dhaka Office Address : 28, Land View Commercial Center (7th & 8th Floor), Gulshan Circle-2, Dhaka-1212, Bangladesh.
- Phone : +88 02333361460 (PABX)
- Fax : +880-31-610995.
- E-mail : info@gphispac.com.bd
- Website : www.gphispac.com.bd

Share Capital

- Authorized Capital : Tk. 15,000.00 million
- Issued, Subscribed and Paid-up Capital : Tk. 4,838.83 million

Board of Directors

- Mr. Md. Alamgir Kabir : Director & Chairman
- Mr. Mohammed Jahangir Alam : Director & Managing Director
- Mr. Mohammed Almas Shimul : Director & Additional Managing Director
- Mr. Mohammad Ashrafuzzaman : Director
- Mr. Md. Abdul Ahad : Director
- Mr. Md. Azizul Hoque : Director
- Mr. Safiul Alam Khan Chowdhury : Independent Director
- Ms. Rezina Parveen : Independent Director

Audit Committee

- Ms. Rezina Parveen : Chairman
- Mr. Safiul Alam Khan Chowdhury : Member
- Mr. Mohammad Ashrafuzzaman : Member
- Mr. Md. Mosharof Hossain : Secretary

Nomination & Remuneration Committee

- Mr. Safiul Alam Khan Chowdhury : Chairman
- Mr. Md. Alamgir Kabir : Member
- Ms. Rezina Parveen : Member
- Mr. Md. Mosharof Hossain : Secretary

Corporate Officials

- Mohammad Atiqur Rahman Chowdhury : Chief Financial Officer (CFO)
- Mr. Md. Mosharof Hossain : Company Secretary (Acting)
- Mr. Md. Sharif Billah Bhuiyan : Head of Internal Audit and Compliance (In-charge)

Advisors

- Prof. Dr. M. Shamim Z. Bosunia : Technical Advisor
- Prof. Dr. Syed Fakhrul Ameen : Technical Advisor
- Prof. Dr. Raquib Ahsan : Technical Advisor
- Mr. Shidhartha Barua, FCA : Tax Advisor
- Mr. Abdullah Al Hossain Chowdhury : Technical Advisor
- Brigadier General Md. Towhid Hossain (Retd.) : Business Development (Defense & Large Corporate)
- Mr. Mohammad Osman Gani Chowdhury : Media Advisor

Statutory Auditors

- Ali Zahir Ashraf & Co.
- Chartered Accountants

Corporate Governance Compliance Auditors

- Hoda Vasi Chowdhury & Co.
- Chartered Accountants

Listing

- Dhaka Stock Exchange PLC.
- Chittagong Stock Exchange PLC.

Credit Rating

- Credit Rating Agency of Bangladesh Limited (CRAB)

Financers

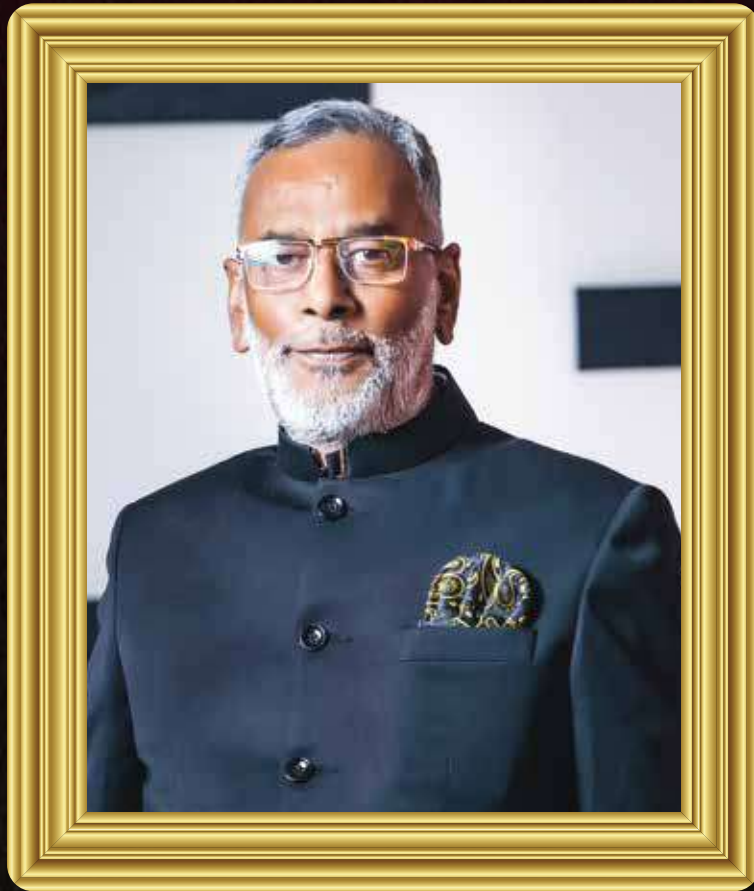
- Bangladesh Infrastructures Finance Fund PLC.
- IPDC Finance Limited
- United Finance Limited

Foreign Banker

- ODDO BHF Aktiengesellschaft, Germany

Local Bankers

- AB Bank PLC.
- Al-Arafa Islami Bank PLC.
- Argani Bank PLC.
- Bank Asia PLC.
- BASIC Bank PLC.
- Bengal Commercial Bank PLC.
- BRAC Bank PLC.
- Community Bank Bangladesh PLC.
- Dutch Bangla Bank PLC.
- Eastern Bank PLC.
- Islami Bank Bangladesh PLC.
- Jamuna Bank PLC.
- Janata Bank PLC.
- Meghna Bank PLC.
- Mercantile Bank PLC.
- Midland Bank PLC.
- Modhumoti Bank PLC.
- Mutual Trust Bank PLC.
- NCC Bank PLC.
- NRB Bank PLC.
- NRB Commercial Bank PLC.
- One Bank PLC.
- Premier Bank PLC.
- Pubali Bank PLC.
- Sonali Bank PLC.
- South Bangla Agricultural & Commercial Bank PLC.
- Southeast Bank PLC.
- Standard Bank PLC.
- State Bank of India
- Standard Chartered Bank
- Trust Bank PLC.
- The City Bank PLC.
- United Commercial Bank PLC.
- Uttara Bank PLC



LATE ALHAJ MD. ABDUR ROUF

OUR DECEASED SPONSOR DIRECTOR ALHAJ MD. ABDUR ROUF

Alhaj Md. Abdur Rouf was one of the Sponsor Directors of GPH Ispat Limited who passed away on 11 May 2021 leaving his family members, colleagues, and employees of GPH Group. We pay our tribute to the departed soul of our beloved Director late Alhaj Md. Abdur Rouf. The Board of Directors of GPH Ispat Limited always recalls his contribution in every step of the operation and prays to the Almighty Allah (SWT) for granting him the highest status of paradise.

BOARD OF DIRECTORS



Mr. Md. Alamgir Kabir
Director & Chairman



Mr. Mohammed Jahangir Alam
Director & Managing Director



Mr. Mohammed Almas Shimul
Director & Additional Managing Director



Mr. Mohammad Ashrafuzzaman
Director



Mr. Md. Abdul Ahad
Director



Mr. Md. Azizul Hoque
Director



Mr. Safiul Alam Khan Chowdhury
Independent Director



Ms. Rezina Parveen
Independent Director

BOARD OF DIRECTORS' COMMITTEE

AUDIT COMMITTEE



Ms. Rezina Parveen
Chairman



Mr. Saful Alam Khan Chowdhury
Member



Mr. Mohammad Ashrafuzzaman
Member



Mr. Md. Mosharof Hossain
Secretary

NOMINATION & REMUNERATION COMMITTEE



Mr. Saful Alam Khan Chowdhury
Chairman



Mr. Md. Alamgir Kabir
Member



Ms. Rezina Parveen
Member



Mr. Md. Mosharof Hossain
Secretary

MANAGEMENT TEAM



Mr. Mohammed Jahangir Alam
Managing Director



Mr. Mohammed Almas Shimul
Additional Managing Director



Mr. Md. Abdul Ahad
Director



Mr. Salehin Musfique Sadaf
Director (Strategy & Transformation)



Mr. Mukter Hossain Talukder, FCA
Group CEO



Mr. H. M. Ashraf-Uz-Zaman, FCA
Group CFO



Mr. Riman Barua
General Manager (Head of Plant)



Mr. Mohammad Atiqur Rahman Chowdhury
Chief Financial Officer

ADVISORS PANEL



Prof. Dr. M. Shamim Z. Bosunia
Technical Advisor



Prof. Dr. Syed Fakhrul Ameen
Technical Advisor



Prof. Dr. Raquib Ahsan
Technical Advisor



Mr. Shidhartha Barua, FCA
Tax Advisor



Mr. Abdullah Al Hossain Chowdhury
Technical Advisor



Brigadier General Md. Towhid Hossain (Retd.)
Advisor-Business Development
(Defense & Large Corporate)



Mr. Mohammad Osman Gani Chowdhury
Media Advisor



CHAIRMAN'S PROFILE

MR. MD. ALAMGIR KABIR

DIRECTOR & CHAIRMAN

Carrier Highlights:

Mr. Md. Alamgir Kabir is an accomplished business leader with over three decades of experience in the trading and manufacturing sectors. With extensive leadership experience across diverse sectors, including steel, cement, construction materials, power, renewable energy, logistics, and trading, he has made significant contributions to the growth and development of various business enterprises and has demonstrated exceptional business acumen and leadership. At present, he is serving as the **Chairman of GPH Ispat Limited**.

Directorship/Membership with other Entities:

Vice-Chairman:

Crown Cement PLC.

Managing Director:

Crown Cement Concrete and Building Products Limited.

Director:

GPH Power Generation Limited, GPH Renewable Energy Limited, GPH Oxygen Limited, GPH Ship Builders Limited, GPH Engineers & Developments Limited, GPH Agro Industries Limited, Indo Steel Re-rolling Industries Limited, Chittagong Capital Limited, Eco Ceramics Industries Limited, Eco Process Industry Limited, Jahangir & Others Limited, Crown Power Generation Limited, Crown Polymer Bagging Limited, Crown Mariners Limited, Premier Cement Mills PLC and Premier Power Generation Limited.

Membership:

Besides his success in business, Mr. Kabir has also demonstrated his commitment to society through his active involvement in various social and community activities, including:

- Chairman, GPH International School
- President, Munshigonj Unnoyon Forum
- Former President (for the consecutive three term), Bangladesh Cement Manufacturers Association
- Life Member, Bangladesh Red Crescent Society
- Member, Army Golf Club
- General Member, the Federation of Bangladesh Chambers of Commerce and Industries (FBCCI)
- Member, Bangladesh-German Chamber of Commerce and Industries (BGCCI)
- Member, India Bangladesh Chamber of Commerce and Industries (IBCCI)



MANAGING DIRECTOR'S PROFILE

MR. MOHAMMED JAHANGIR ALAM

DIRECTOR & MANAGING DIRECTOR

Carrier Highlights:

Mr. Mohammed Jahangir Alam is a visionary business leader with over four decades of experience in trading, manufacturing, industrial ventures, and capital market activities. Currently, he serves as the **Chairman of GPH Group and Crown Cement Group**, providing strategic leadership to a diverse portfolio of enterprises operating across the steel, cement, power generation, renewable energy, insurance, trading, and other industrial sectors. He also serves as the **Managing Director of GPH Ispat Limited**. Initially, he established his business house named Jahangir & Others in 1987 which was subsequently incorporated as Jahangir & Others Limited in 2003. In recognition of his outstanding contribution to the country's export and trade, he has recognized by the Government of the People's Republic of Bangladesh as a **Commercially Important Person (CIP)** in the Export category.

Mr. Mohammed Jahangir Alam holds Directorships/Memberships in the following entities:

GPH Group:

GPH Ispat Limited, GPH Power Generation Limited, GPH Oxygen Limited, GPH Renewable Energy Limited, GPH Ship Builders Limited, GPH Engineers & Developments Limited, GPH Agro Industries Limited, Eco Process Industry Limited, Indo Steel Re-rolling Industries Limited, Jahangir & Others Limited, Chittagong Capital Limited and Eco Ceramics Industries Limited.

Crown Cement Group:

Crown Cement PLC, Crown Power Generation Limited, Crown Polymer Bagging Limited, Crown Mariners Limited, Crown

Cement Concrete and Building Products Limited and Crown Enterprise.

Mr. Mohammed Jahangir Alam is the Chairman of Japan Metal Bangladesh Limited. He is also the Vice Chairman of Asia Insurance PLC.

He is the Managing Director of Star Allied Venture Limited.

He is also the Director of Premier Cement Mills PLC, Premier Power Generation Limited.

Membership:

As part of his social and community engagement, he is actively involved with the following organizations:

- President, Bangladesh Steel Manufacturers Association
- Permanent Member, Gulshan Club Limited
- Adviser, Gulshan Joggers Society
- Donor Member, Gulshan North Club Limited
- Life Member, Bhatiary Golf & Country Club
- Life Member, Chittagong Maa-o-Shishu Hospital
- Life Member, Bangladesh National Society for the Blind
- Life Member, Gulshan Society
- Permanent Member, Banani Club Limited
- Permanent Member, Dhaka Boat Club Limited
- Member, Bangladesh Ex-Cadet Association

Holding the GPH philosophy (God Fearing, Plain Living and High Thinking) in mind, Mr. Mohammed Jahangir Alam leads his life and maintains his day-to-day business activities.



ADDITIONAL MANAGING DIRECTOR'S PROFILE

MR. MOHAMMED ALMAS SHIMUL

ADDITIONAL MANAGING DIRECTOR

Carrier Highlights:

Mr. Mohammed Almas Shimul commenced his professional career in 1990 after returning to Bangladesh from Japan, where he received two years of advanced Diploma in Business from Asahi High Tech, a Japanese IT-based company. He joined the family business, Jahangir & Others Limited, where he subsequently gained extensive experience in business management and industrial operations. He currently serves as the **Additional Managing Director of GPH Ispat Limited**, actively contributing to its management and strategic development. Together with his brothers, he continues to play an active role in the trading and distribution of construction materials through their various trading houses in Chattogram.

Directorship/Membership with other Entities:

Chairman:

Indo Steel Re-Rolling Industries Limited.

Director:

GPH Power Generation Limited, GPH Renewable Energy Limited, GPH Oxygen Limited, GPH Ship Builders Limited, GPH Engineers & Developments Limited, GPH Agro Limited, Eco Process Industry Limited, Jahangir & Others Limited, Chittagong Capital Limited, Eco Ceramics Industries Limited, Crown Cement PLC, Crown Power Generation Limited, Crown Polymer Bagging Limited, Crown Mariners Limited, and Crown Cement Concrete and Building Products Limited.

Membership:

Being a prominent social worker, he is actively involved with the following organizations:

- Region Chairperson Lions District 315-B4, Bangladesh
- President - Chittagong Friends Club
- President - Chittagong Islamia University College Ex-Student Forum
- Founder and Executive Member - Khulshi Club, Chittagong
- Founder Member - Idris Ali Matbar Foundation, Munshigonj
- Life Member - Bhatiary Golf and Country Club, Chittagong
- Executive Member - Kidney Foundation, Chittagong
- Member - Chittagong Club Limited, Chittagong



DIRECTOR'S PROFILE

MR. MOHAMMAD ASHRAFUZZAMAN

DIRECTOR

Carrier Highlights:

Mr. Mohammad Ashrafuazzaman commenced his professional career by joining his family business, which was engaged in the trading of construction materials, including C.I. Sheet, M.S. Rod, and Cement. Over the course of his more than thirty-six years of experience in the trading business, he acquired extensive expertise in business management and gradually emerged as a successful industrial entrepreneur. He currently serves as the **Director of GPH Ispat Limited**. He is also one of the members of the Board's Audit Committee of GPH Ispat Limited.

Directorship/Membership with other Entities:**Managing Director:**

Eco Ceramics Industries Limited.

Director:

GPH Power Generation Limited, GPH Oxygen Limited, GPH Ship Builders Limited, GPH Engineers & Developments Limited, Indo Steel Re-Rolling Industries Limited, Jahangir & Others Limited, Eco Process Industry Limited and National Cement Mills Limited.

Sponsor Shareholder:

Crown Cement PLC and Premier Cement Mills PLC.



DIRECTOR'S PROFILE

**MR. MD.
ABDUL AHAD**
DIRECTOR

Carrier Highlights:

Mr. Md. Abdul Ahad has been actively involved in the trading business for more than twenty-four years, gaining extensive experience in the marketing and trading of construction and steel products, including C.I. Sheet, cement, M.S. Rod, angle, flat bar, and other steel products. Over the course of his business career, he has developed significant expertise in trading, business management, and industrial enterprises. He currently serves as a **Director of GPH Ispat Limited**.

Sponsor Shareholder:

Crown Cement PLC.

Proprietor:

A. Ahad Corporation.

Directorship/Membership with other Entities:

Director:

GPH Power Generation Limited, GPH Oxygen Limited, GPH Ship Builders Limited, GPH Engineers & Developments Limited, Indo Steel Re-Rolling Industries Limited, Jahangir & Others Limited, Eco Ceramics Industries Limited, Eco Process Industry Limited, National Cement Mills Limited and Crown Transportation & Logistics Limited.



DIRECTOR'S PROFILE

**MR. MD.
AZIZUL HOQUE**
DIRECTOR

Carrier Highlights:

Mr. Md. Azizul Hoque has been actively involved in the trading business for more than thirty-one years, gaining extensive experience in the trading of a wide range of construction and industrial materials, including C.I. Sheet, Cement, M.S. Rod, Bitumen, Zinc, and Ingot. Over the course of his extensive business career, he has developed significant expertise in trading, business management, and related commercial activities. He currently serves as a **Director of GPH Ispat Limited.**

Directorship/Membership with other Entities:

Director:

Jahangir & Others Limited

Proprietor:

Steel & Cement Corporation, and Dynamic Trading Services.

Membership:

Besides his business activities, he is also a devoted social worker and is actively involved with the following social organizations:

- Life Member - Chattogram Ma-O-Shishu Hospital, Chattogram
- Life Member - Kidney Foundation, Chattogram
- Life Member - Brehattar Dhaka Samity
- Life Member - Munshigonj Club, Munshigonj
- Member - Lions Club of Chittagong City, Chattogram



INDEPENDENT DIRECTOR'S PROFILE

**MR. SAFIUL
ALAM KHAN
CHOWDHURY**
INDEPENDENT DIRECTOR

Mr. Safiul Alam Khan Chowdhury, Former Managing Director & CEO of Pubali Bank PLC, is a veteran banker in the Bangladesh banking sector. Prior to becoming the Managing Director & CEO, he has been serving as an Additional Managing Director at the bank since January 2016. Mr. Safiul Alam Khan Chowdhury is one the exceptional CEOs in the Bangladeshi banking industry, who had started his career in 1983 as a Probationary Senior Officer of Pubali Bank PLC and turned out to be the CEO of the same bank.

Mr. Chowdhury completed his graduation and post-graduation from the University of Dhaka. Throughout his banking profession, he has been recognized for his multidimensional proficiencies. Mr. Chowdhury has successfully served both at the head office and branch level in different scopes like Head of the Credit Committee at the head office, the General Manager of various divisions, the Head of Corporate Branches, the Head of Dhaka North Region and Deputy Managing Director at the bank. He was

also an Ex-officio Member of the Shari'ah Supervisory Committee and Ex-Officio Director of Pubali Bank Securities Limited, a subsidiary of the bank.

In professional life, Mr. Chowdhury has partaken in various trainings, seminars, and courses both at home and abroad on banking management and leadership conducted by different national and international banks, forums and training institutes. His insights and inquisitiveness have taken him to places around the globe, including Saudi Arabia, the United Kingdom, the U.S.A., Canada, India, Malaysia, Indonesia, Greece, Hungary, Portugal, France, Italy, Spain, Switzerland and China for both personal and professional endeavors.



INDEPENDENT DIRECTOR'S PROFILE

MS. REZINA PARVEEN

INDEPENDENT DIRECTOR

Ms. Rezina Parveen completed her graduation from the University of Rajshahi and her post-graduation in Economics from the University of Dhaka.

Ms. Rezina Parveen is a highly experienced banker with more than 34 years of distinguished service in Bangladesh's leading state-owned commercial banks. She began her banking career with Janata Bank PLC as a Senior Officer on 17 August 1988 and gradually rose through the ranks to become Deputy Managing Director of Agrani Bank Limited on 27 November 2022, under the Financial Institutions Division of the Ministry of Finance.

Throughout her extensive career, she has held various important positions that enabled her to acquire in-depth knowledge and expertise in the money market, financial sector, capital market, and the overall economy of Bangladesh. Her broad professional experience has further strengthened her ability to lead banking operations and

effectively and efficiently manage various critical functional matters. Ms. Parveen has extensive expertise in credit management, recovery, foreign exchange, and strategic banking operations. Her distinguished leadership is characterized by sound decision-making, a comprehensive understanding of the financial and capital markets, and a strong commitment to continuous professional development through numerous local and international training programs and seminars.

OUR FUTURE LEADERS



Ms. Sadman Syka Sefa



Ms. Rifath Sultana Suravi



Ms. Raisa Kabir



Mr. Ali Mohammad Sadi Sazzed



Mr. Solaiman Kabir



Mr. Salehin Musfique Sadaf



Mr. Saiham Sadik Pial



Ms. Atia Ibnat Adni



Ms. Sobha Soha

OUR PRODUCTS

"WORLD'S BEST GPH QUANTUM STEEL IS PRODUCED IN QUANTUM ELECTRIC ARC FURNACE."

GPH Quantum 600 *SUPER STRENGTH*
SUPER SAVINGS

GPH QUANTUM B600D-R REBAR:

GRADES: BDS ISO 6935-2:2021: GRADE B600D-R

GPH QUANTUM IS CAPABLE TO MAINTAIN THESE STANDARDS:

- o BDS ISO 6935-2:2021 (Bangladesh Standard)
- o IS 1786:2008+A3:2017 (Indian Standard)
- o JIS G 3112:2020 (Japanese Standard)
- o GB/T 1499.2-2018 (Chinese Standard)
- o KS D 3504 (Korean Standard)
- o ASTM A615/A615M-16 (American Standard)
- o ASTM A706/A706M-20 (American Standard)
- o BS 4449:2005+A3:2016
- o AS/NZS 44671:2019
- o SS 560:2016 (Singapore Standard)

GPH QUANTUM B600C-R REBAR

GRADES: BDS ISO 6935-2:2021: GRADE B600C-R

GPH QUANTUM IS CAPABLE TO MAINTAIN THESE STANDARDS:

- o BDS ISO 6935-2:2021 (Bangladesh Standard)
- o IS 1786:2008+A3:2017 (Indian Standard)
- o JIS G 3112:2020 (Japanese Standard)
- o GB/T 1499.2-2018 (Chinese Standard)
- o KS D 3504 (Korean Standard)
- o ASTM A615/ A615M-16 (American Standard)
- o ASTM A706/A706M-20 (American Standard)
- o BS 4449:2005+A3:2016
- o AS/NZS 44671:2019
- o SS 560:2016 (Singapore Standard)



GPH 500

GPH QUANTUM B500DWR REBAR

GRADES: BDS ISO 6935-2:2021: GRADE B500DWR

GPH QUANTUM IS CAPABLE TO MAINTAIN THESE STANDARDS:

- BDS ISO 6935-2:2021 (Bangladesh Standard)
- BS 4449:2005 + Amendment 3:2016 (British Standard)
- ASTM A706/A706M -14 (USA Standards)
- JIS G 3112:2020 (Japanese Standard)
- DIN 488-1:1984 (German Standard)
- NF A 35 016-1:2007 (France Standard)
- AS/NZS 4671:2001 (Australia NewZealand Standard)
- IS 1786:2008+A3:2017 (Indian Standard)
- GOST R52544-2006 (Russian Standard)
- GB/T 1499.2-2018 (Chinese standard)

GPH QUANTUM B500CWR REBAR

GRADES: BDS ISO 6935-2:2021: GRADE B500CWR

GPH QUANTUM IS CAPABLE TO MAINTAIN THESE STANDARDS:

- BDS ISO 6935-2:2021 (Bangladesh Standard)
- BS 4449:2005 + Amendment 3:2016 (British Standard)
- ASTM A706/A706M -14 (USA Standards)
- JIS G 3112:2020 (Japanese Standard)
- DIN 488-1:1984 (German Standard)
- NF A 35 016-1:2007 (France Standard)
- AS/NZS 4671 :2001 (Australia NewZealand Standard)
- IS 1786:2008+A3:2017 (Indian Standard)
- GOST R52544-2006 (Russian Standard)
- GB/T 1499.2-2018 (Chinese standard)

GPH QUANTUM B420DWR REBAR

GRADES: BDS ISO 6935-2:2021: GRADE B420DWR

GPH QUANTUM IS CAPABLE TO MAINTAIN THESE STANDARDS:

- ASTMA615/A 615M-16 Deformed and Plain Carbon-Steel Bars for Concrete Reinforcement1 (American standard). Gr-60[420]
- ASTM A706/A706M-15 Deformed and Plain Low-Alloy Steel Bars for Concrete Reinforcement1 (American Standard). Gr-60[420],
- BDS ISO 6935-2:2021 Steel for the Reinforcement of Concrete, Part-2 Ribbed bars (Bangladesh Standard). (B420DWR)
- IS G 3112:1987-Steel bars for concrete reinforcement (Japanese Standard). (SD390)
- IS 1786:2008+A3:2017 High-strength deformed steel bars and wires for concrete reinforcement (Indian Standard). (Fe 415)
- GB/T 1499.2-2018 Steel for the Reinforcement of concrete Part 2: Hot rolled ribbed bars (Chinese standard). (HRB400, HRBF400)
- DIN 488-1:1984 Steel rebar - reinforcing of concrete (German Standard). (BST 420S)

GPH 420

BILLETS



We manufacture continuous cast billets at our state of art technology provided by PRIMETAL. Facilities have been designed in a unique integrated manner, in which the hot metal from our Quantum Electric Arc Furnace (QEAF) is refined in ladle refining furnace (LRF) and then casted in continuous casting machine (CCM). Our CCM is high-speed caster capable to cast 6 meter per minute. The CCM is equipped with M-EMS, closed casting technique having 3 strands. The billets are cut into sizes using diagonally shear cut and loaded in the tilt-over-cooling-bed (TOCB) to ensure natural and homogenize cooling. We stack the billets from the cradle of TOCB in the billet storage yard using magnetic EOT cranes according to the grades and sizes. The heat number and grade color are strictly maintained for identification and traceability in each and every billets.

AVAILABLE SIZES

- 160X160 mm2 size, length 12000 mm
- 160X160 mm2 size, length 6000 mm
- 130X130 mm2 size, length 12000 mm
- 130X130 mm2 size, length 6000 mm

AVAILABLE GRADES

Billets produced here are 3sp, 4sp, 5sp as well as SAE 1015, 1020, 1025 and 1030 grades. For re-rolling mills to produce rebar, we provide billets for B500CWR, B420DWR and B500DWR chemical composition as per ISO 6935-2: 2016. We also produce billet for structural steel like MS Angel, MS Channel and MS Square bar complying ISO 630 standard. Likewise, we can produce billets on demand as per customer requirement based on national & international standard.

GPH ONE, a value-added service of GPH Ispat Limited, is an integrated construction-support solution designed to help customers achieve greater efficiency, accuracy, reliability, and value throughout the rebar lifecycle from engineering to fabrication, delivery, and installation. Recognizing the challenges faced by construction projects, including material wastage, design inefficiencies, fragmented supply, quality concerns, installation delays, and cost pressures, GPH One brings together engineering expertise, advanced technology, precision fabrication, and dependable delivery under one integrated solution.

At the core of GPH ONE is a customer-focused approach that transforms conventional rebar supply into a more planned, precise, and project-oriented service. Its comprehensive offering includes structural design optimization, detailed Bar Bending Schedule (BBS) preparation, precision cut-and-bend services, rolled-thread rebar & couplers, and accurately fabricated stirrups and ties, tailored to project requirements and applicable standards. By supplying pre-cut, pre-ring, pre-bent & pre-thread (roll type) reinforcement bars, GPH ONE helps customers reduce on-site fabrication requirements, optimize inventory, minimize material handling and wastage, and accelerate installation. This integrated approach enables project teams to focus more effectively on construction execution while reducing avoidable time and operational costs.

Built on GPH Ispat's Quantum Electric Arc Furnace (QEAF) technology and certified rebar products, GPH ONE delivers quality-driven, project-ready reinforcement solutions engineered for strength, durability, and reliable performance. By combining expert engineering consultation, advanced fabrication technology, stringent process control, and dependable delivery, GPH ONE helps customers enhance safety, precision, and productivity while minimizing material waste and avoidable project costs. Integrating engineering intelligence with seamless execution, GPH One supports optimized resource utilization, faster construction, and stronger structural outcomes, including solutions aligned with earthquake-resistant design requirements. This reflects GPH Ispat's commitment to innovative, reliable, and value-driven solutions for Bangladesh's evolving construction industry.



 **EPD**
INTERNATIONAL EPD SYSTEM

 **EPD**
INDIA
INTERNATIONAL EPD SYSTEM

ENVIRONMENTAL PRODUCT DECLARATION

In accordance with ISO 14025:2006 and
EN 15804:2012+A2:2019/AC:2021 for:

Steel Rebar
from
GPH Ispat Limited



Programme	The International EPD System, www.environdec.com
Programme operator	EPD International AB
Licensee	EPD India
Type of EPD	EPD of a single product
EPD registration number	EPD-IES-0028878
Version date	2026-03-10
Validity date	2031-03-09

An EPD may be updated or depublished if conditions change. To find the latest version of the EPD and to confirm its validity, see www.environdec.com

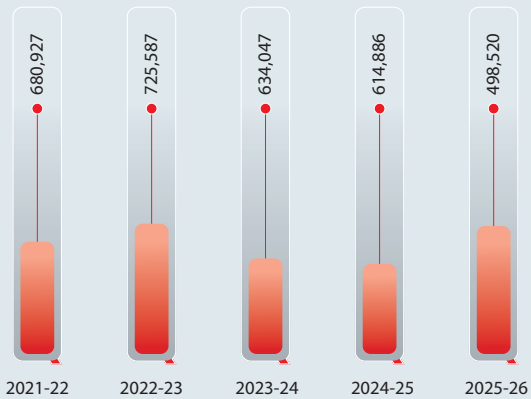


KEY PERFORMANCE AT GLANCE 2025-2026

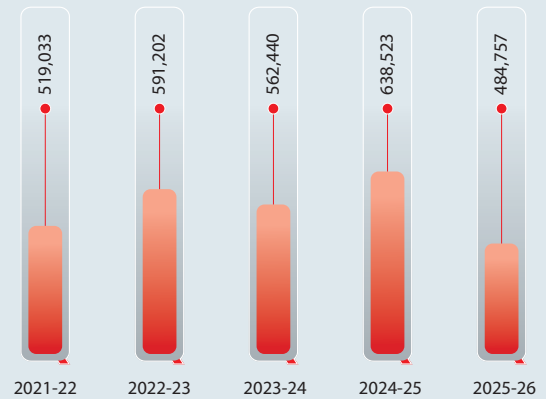


PERFORMANCE IN GRAPHICAL VIEW

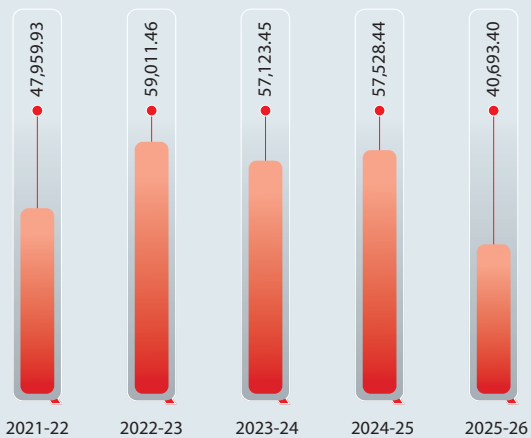
PRODUCTION-MS BILLET (MT)



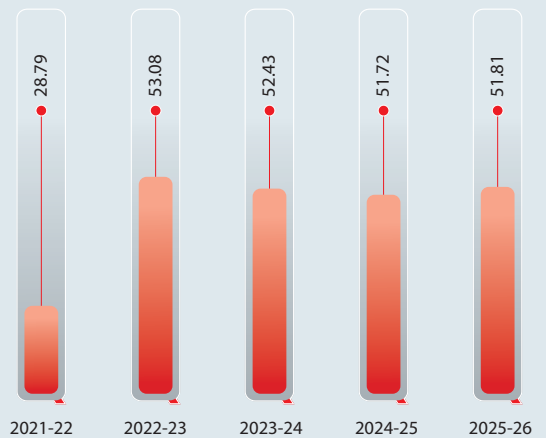
PRODUCTION-MS ROD (MT)



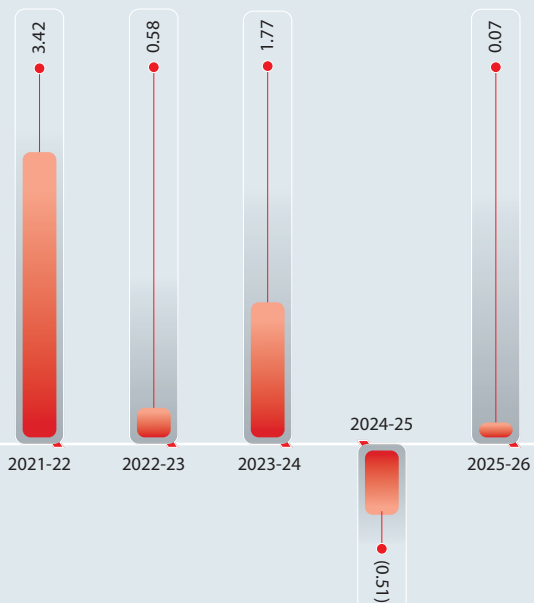
REVENUE (BDT IN MILLION)



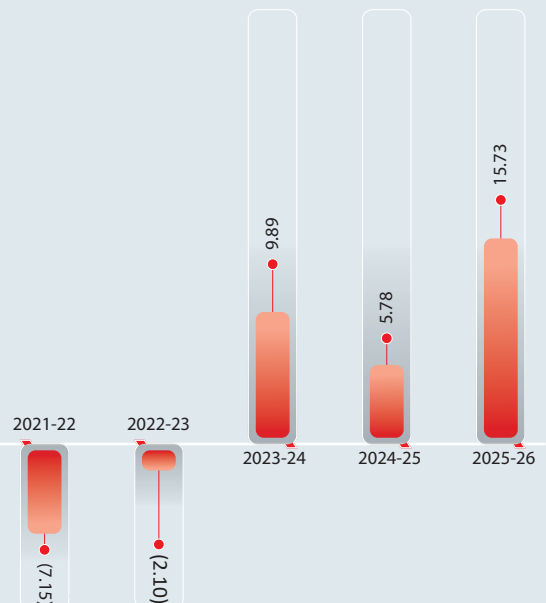
NET ASSET VALUE (NAV) PER SHARE (TAKA)



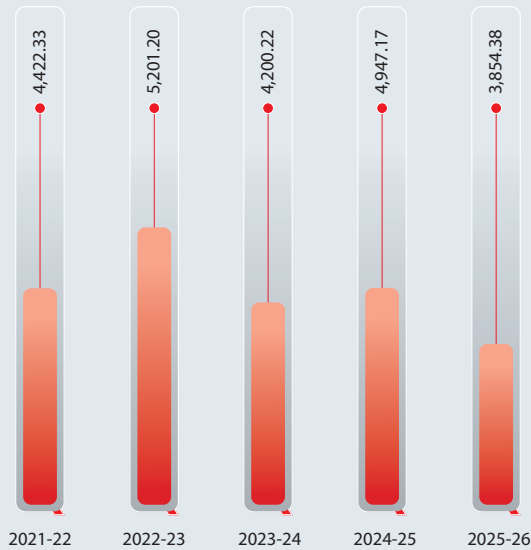
EARNINGS PER SHARE (TAKA)



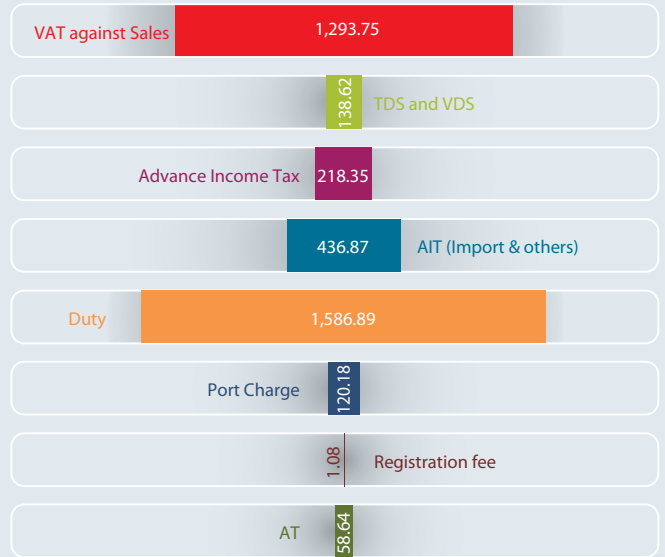
NET OPERATING CASH FLOW PER SHARE (TAKA)



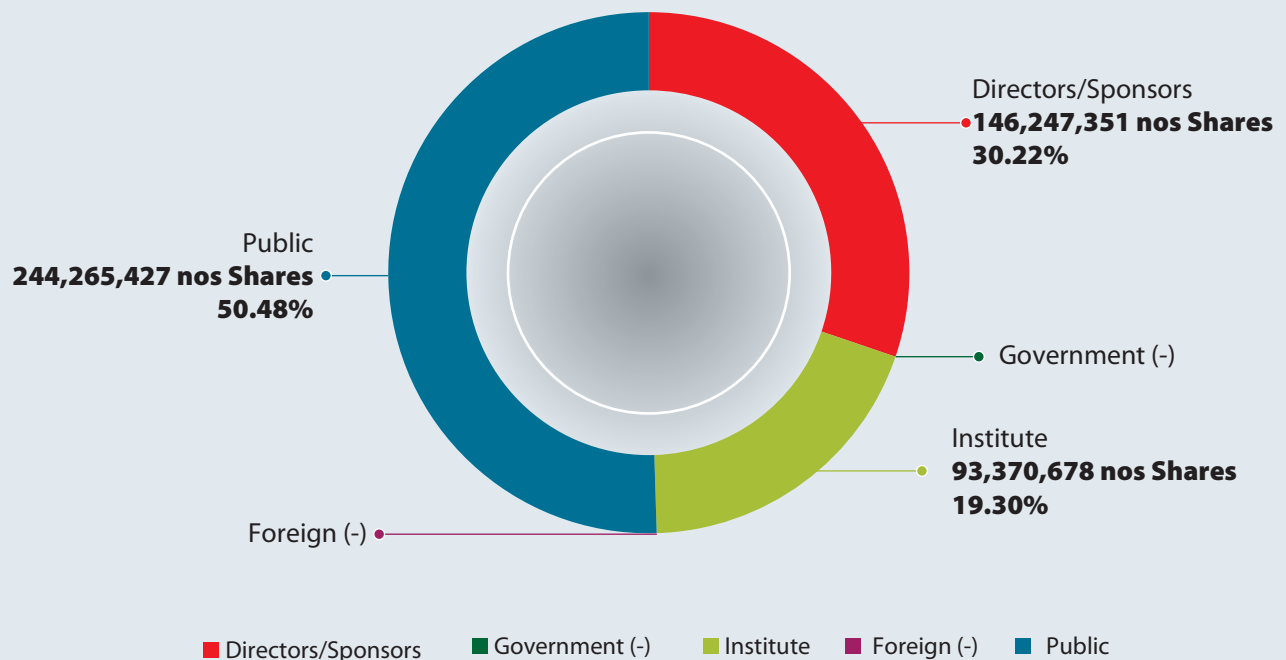
CONTRIBUTION TO NATIONAL EXCHEQUER (BDT IN MILLION)



CATAGORY WISE CONTRIBUTION TO NATIONAL EXCHEQUER (BDT IN MILLION) FOR THE YEAR ENDED ON JUNE 30, 2026

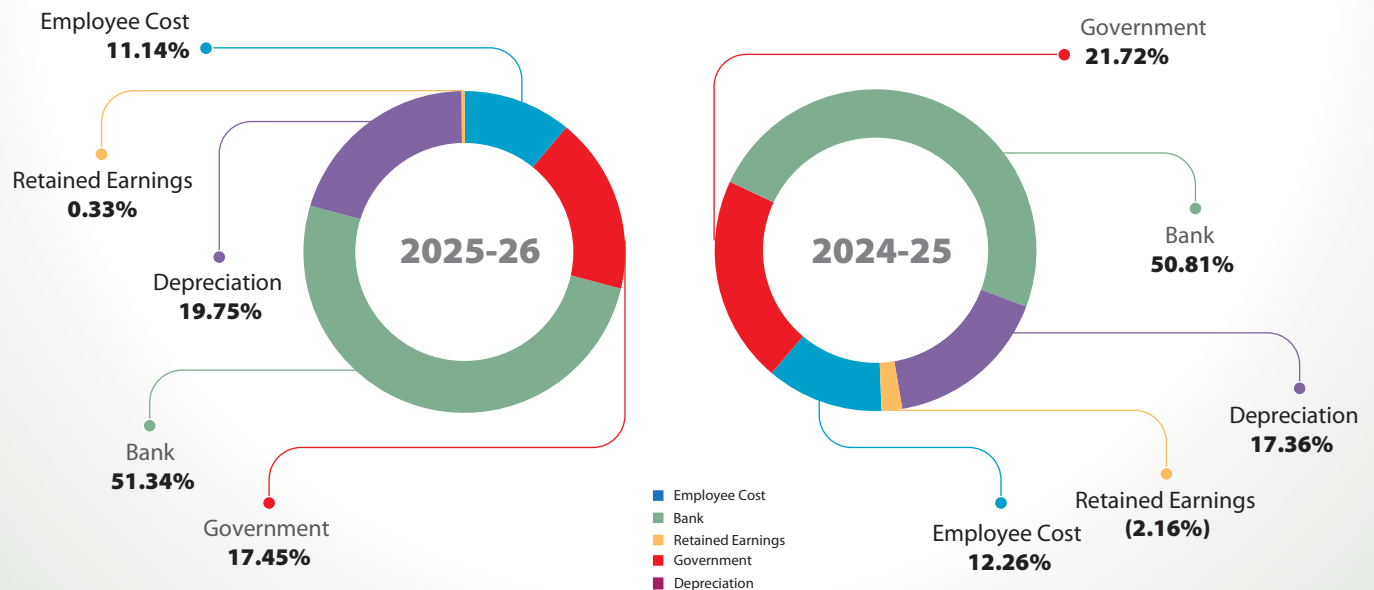


SHAREHOLDING POSITION AS ON JUNE 30, 2026



GPH ISPAT LIMITED
Value Added Statement
For the year ended June 30, 2026

Particulars	01 July 2025 to 30 June 2026	%	01 July 2024 to 30 June 2025	%
	Taka		Taka	
Value Added:				
Revenue	40,693,399,946		57,528,437,769	
Other Income	272,886,909		270,719,782	
	40,966,286,855		57,799,157,551	
Less: Cost of materials & services	30,236,863,962		46,442,437,188	
	10,729,422,893		11,356,720,363	
Distribution:				
Employee Cost	1,194,812,178	11.14	1,392,573,217	12.26
Government	1,872,347,669	17.45	2,467,239,171	21.72
Bank	5,508,224,218	51.34	5,770,754,457	50.81
	8,575,384,065	79.92	9,630,566,845	84.80
Retained for re-investment & future growth:				
Depreciation	2,118,555,448	19.75	1,971,855,180	17.36
Retained Earnings	35,483,380	0.33	(245,701,662)	(2.16)
	2,154,038,828	20.08	1,726,153,518	15.20
	10,729,422,893	100.00	11,356,720,363	100.00



CHAIRMAN'S STATEMENT



MESSAGE FROM THE CHAIRMAN

Bismillahir Rahmanir Rahim

**Dear Esteemed Shareholders,
Assalamu Alaikum.**

I extend my sincere greetings and warmest wishes to all of you at the 20th Annual General Meeting of GPH Ispat Limited. It gives me immense pleasure and honour to present before you the Annual Report of the Company for the financial year ended 30 June 2026. On behalf of the Board of Directors, I would like to express my sincere gratitude to our valued shareholders for their continued trust, confidence, patience, and cooperation.

GPH Ispat remains committed to addressing current challenges through operational excellence, financial discipline, innovation, and strategic initiatives, while continuously working to capitalize on emerging opportunities, achieve sustainable growth, and create long-term value for its stakeholders.

The financial year 2025–2026 was a highly challenging period for the economy of Bangladesh and, in particular, for the steel industry. Economic uncertainty, high inflation, global geopolitical tensions, and instability in international markets made the business environment increasingly difficult. At the same time, irregular supplies of electricity and gas, along with supply-side constraints, disrupted the normal operations and production capacity of industrial establishments at various times. On the other hand, the overall slowdown in the construction sector resulted in a decline in demand for steel used in construction activities. The combined impact of these multiple adverse factors made the business environment for the steel industry increasingly challenging.

Despite these challenges, GPH Ispat has been able to maintain the continuity of its production and business operations. In response to the changing market conditions, we have placed particular emphasis on enhancing operational efficiency, controlling costs, optimizing the utilization of resources, and maintaining financial discipline. Our objective has not been merely to address the challenges of

the present, but also to further strengthen the foundation of the Company for the future. To this end, we have been relentlessly working to implement business strategies that are aligned with the changing demand in the market.

We remain optimistic about the long-term prospects of Bangladesh's steel industry. With the country's continued infrastructural development, urbanization, industrialization, and expansion of economic activities, the demand for quality steel products is expected to grow over the long term. We believe that an improvement in the macroeconomic environment, stability in financing costs, and renewed momentum in the construction and infrastructure sectors would create opportunities for positive developments in the steel industry as well. To capitalize on these opportunities, GPH Ispat is placing greater emphasis on utilizing its production capacity, technological expertise, human resources, and business capabilities more effectively.

Creating sustainable value for our valued shareholders remains one of our key priorities. The Board of Directors and Management have been consistently working towards ensuring the optimal utilization of capital, maintaining financial discipline, enhancing operational efficiency, and achieving sustainable growth. We are committed to improving the profitability and efficiency of the business while creating greater long-term value and returns for our shareholders. In view of the financial results for the year under review and the overall financial position of the Company, the Board of Directors has recommended a 2% cash dividend for the general shareholders, excluding the Sponsors and Directors, for the financial year ended 30 June 2026. The proposed dividend will be paid subject to the

approval of the valued shareholders at the 20th Annual General Meeting of the Company.

Finally, I would like to once again express my sincere gratitude to our valued shareholders for their unwavering trust, confidence, and patience during this challenging period. We are also grateful to our customers, business partners, and other associated organizations for their continued trust and cooperation. At the same time, I extend my sincere thanks to the Government, relevant regulatory authorities, banks and financial institutions, and all other stakeholders for their valuable cooperation and support. In particular, I would like to express my heartfelt appreciation to our Management Team and all our officers and employees for their hard work, dedication, sincerity, and professionalism.

I firmly believe that, with the collective support and efforts of our shareholders, officers and employees, customers, business partners, and all other stakeholders, GPH Ispat will be able to successfully navigate the challenges ahead, capitalize on emerging opportunities, and move forward towards a stronger, more efficient, and sustainable future.

Thank you all sincerely.



Md. Alamgir Kabir
Chairman
GPH Ispat Limited

চেয়ারম্যানের বক্তব্য

বিসমিল্লাহির রাহমানির রাহিম,

সম্মানিত শেয়ারহোল্ডারবৃন্দ,
আসসালামু আলাইকুম।

জিপিএইচ ইস্পাত লিমিটেডের ২০তম বার্ষিক সাধারণ সভায় আপনাদের সবাইকে আন্তরিক শুভেচ্ছা ও উষ্ণ অভিনন্দন জানাচ্ছি। ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত অর্থবছরের বার্ষিক প্রতিবেদন আপনাদের সামনে উপস্থাপন করতে পেরে আমি অত্যন্ত আনন্দিত ও সম্মানিত বোধ করছি। পরিচালনা পর্ষদের পক্ষ থেকে সম্মানিত শেয়ারহোল্ডারদের প্রতি তাঁদের অব্যাহত আস্থা, বিশ্বাস, ধৈর্য ও সহযোগিতার জন্য আন্তরিক কৃতজ্ঞতা প্রকাশ করছি।

২০২৫-২০২৬ অর্থবছর বাংলাদেশের অর্থনীতি এবং বিশেষ করে ইস্পাত শিল্পের জন্য একটি অত্যন্ত চ্যালেঞ্জিং সময় ছিল। অর্থনৈতিক অনিশ্চয়তা, উচ্চ মূল্যস্ফীতি, বৈশ্বিক ভূরাজনৈতিক উত্তেজনা এবং আন্তর্জাতিক বাজারে স্থিতিশীলতা ব্যবসায়িক পরিবেশকে কঠিন করে তুলেছে। একই সাথে, বিদ্যুৎ ও গ্যাসের অনিয়মিত সরবরাহ এবং সরবরাহসংক্রান্ত সীমাবদ্ধতা শিল্পকারখানার স্বাভাবিক কার্যক্রম ও উৎপাদন সক্ষমতাকে বিভিন্ন সময়ে বাধাগ্রস্ত করেছে। অন্যদিকে, নির্মাণ খাতে সামগ্রিক মন্থরতার কারণে নির্মাণ কাজে ব্যবহৃত ইস্পাতের চাহিদাও কমেছে। উক্ত বহুমুখী প্রতিকূলতার সন্মিলিত প্রভাব ইস্পাত শিল্পের ব্যবসায়িক পরিবেশকে কঠিন থেকে কঠিনতর করে তুলেছে।

এতসব প্রতিকূলতার মধ্যেও জিপিএইচ ইস্পাত তার উৎপাদন ও ব্যবসায়িক কার্যক্রমের ধারাবাহিকতা বজায় রাখতে সক্ষম হয়েছে। পরিবর্তিত বাজার পরিস্থিতির সঙ্গে সামঞ্জস্য রেখে আমরা পরিচালন দক্ষতা বৃদ্ধি, ব্যয় নিয়ন্ত্রণ, সম্পদের সর্বোত্তম ব্যবহার এবং আর্থিক শৃঙ্খলা বজায় রাখার উপর বিশেষ গুরুত্ব দিয়েছি। আমাদের লক্ষ্য ছিল শুধু বর্তমান চ্যালেঞ্জ মোকাবেলা করা নয়; বরং ভবিষ্যতের জন্য কোম্পানির ভিত্তি আরও শক্তিশালী করা। সেই লক্ষ্যে বাজারে পরিবর্তিত চাহিদার সঙ্গে সামঞ্জস্যপূর্ণ ব্যবসায়িক কৌশল বাস্তবায়নে আমরা নিরলসভাবে কাজ করে যাচ্ছি।

আমরা বাংলাদেশের ইস্পাত শিল্পের দীর্ঘমেয়াদি সম্ভাবনা সম্পর্কে আশাবাদী। দেশের অবকাঠামোগত উন্নয়ন, নগরায়ন, শিল্পায়ন এবং অর্থনৈতিক কর্মকাণ্ডের বিস্তারের সঙ্গে মানসম্পন্ন ইস্পাতপণ্যের চাহিদা দীর্ঘমেয়াদে বৃদ্ধি পাওয়ার সম্ভাবনা রয়েছে। আমরা বিশ্বাস করি, সামষ্টিক অর্থনৈতিক পরিস্থিতির উন্নতি, অর্থায়ন ব্যয়ের স্থিতিশীলতা এবং নির্মাণ ও অবকাঠামো খাতে পুনরায় গতি সঞ্চারিত হলে ইস্পাত শিল্পেও ইতিবাচক পরিবর্তনের সুযোগ সৃষ্টি হবে। সেই সম্ভাবনাকে কাজে লাগানোর জন্য জিপিএইচ ইস্পাত তার উৎপাদন সক্ষমতা, প্রযুক্তিগত দক্ষতা, মানবসম্পদ এবং ব্যবসায়িক সক্ষমতাকে আরও কার্যকরভাবে কাজে লাগানোর ওপর গুরুত্ব দিচ্ছে।

সম্মানিত শেয়ারহোল্ডারদের জন্য টেকসই ভ্যালু সৃষ্টি আমাদের অন্যতম প্রধান অগ্রাধিকার। পরিচালনা পর্ষদ ও ব্যবস্থাপনা কর্তৃপক্ষ

“জিপিএইচ ইস্পাত অপারেশনাল উৎকর্ষতা, আর্থিক শৃঙ্খলা, উদ্ভাবন এবং কৌশলগত উদ্যোগের মাধ্যমে বর্তমান চ্যালেঞ্জসমূহ মোকাবিলায় প্রতিশ্রুতিবদ্ধ; একই সঙ্গে উদীয়মান সম্ভাবনাসমূহকে কাজে লাগিয়ে টেকসই প্রবৃদ্ধি অর্জন এবং অংশীজনদের জন্য দীর্ঘমেয়াদি ভ্যালু সৃষ্টি করতে নিরলসভাবে কাজ করে যাচ্ছে।”

মূলধনের সর্বোত্তম ব্যবহার, আর্থিক শৃঙ্খলা, পরিচালন দক্ষতা বৃদ্ধি এবং টেকসই প্রবৃদ্ধি নিশ্চিত করার লক্ষ্যে ধারাবাহিকভাবে কাজ করে যাচ্ছে। আমরা ব্যবসার মূল্য ও কার্যকারিতা বৃদ্ধির পাশাপাশি দীর্ঘমেয়াদে শেয়ারহোল্ডারদের জন্য অধিকতর ভ্যালু ও রিটার্ন সৃষ্টি করতে প্রতিশ্রুতিবদ্ধ। আলোচ্য অর্থবছরের আর্থিক ফলাফল এবং কোম্পানির সামগ্রিক আর্থিক অবস্থার আলোকে পরিচালনা পর্ষদ ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত অর্থবছরের জন্য স্পর্শক ও পরিচালক ব্যতীত সাধারণ শেয়ারহোল্ডারদের জন্য ২ শতাংশ নগদ লভ্যাংশ প্রদানের সুপারিশ করেছে। কোম্পানির ২০তম বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারদের অনুমোদন সাপেক্ষে উক্ত লভ্যাংশ প্রদান করা হবে।

পরিশেষে, এই চ্যালেঞ্জিং সময়ে আমাদের প্রতি অবিচল আস্থা, বিশ্বাস ও ধৈর্য প্রদর্শনের জন্য সম্মানিত শেয়ারহোল্ডারদের প্রতি আবারও আন্তরিক কৃতজ্ঞতা জানাচ্ছি। আমাদের গ্রাহক, ব্যবসায়িক অংশীদার ও অন্যান্য সহযোগী প্রতিষ্ঠানের অব্যাহত আস্থা ও সহযোগিতার জন্যও আমরা কৃতজ্ঞ। একই সঙ্গে সরকার, সংশ্লিষ্ট নিয়ন্ত্রক সংস্থা, ব্যাংক ও আর্থিক প্রতিষ্ঠান এবং অন্যান্য সকল অংশীজনের মূল্যবান সহযোগিতা ও সমর্থনের জন্য আন্তরিক ধন্যবাদ জানাই। বিশেষভাবে, আমাদের ম্যানেজমেন্ট টীম এবং সকল কর্মকর্তা ও কর্মচারীদের কঠোর পরিশ্রম, নিষ্ঠা, আন্তরিকতা ও পেশাদারিত্বের জন্য আমি আন্তরিকভাবে কৃতজ্ঞতা প্রকাশ করছি।

আমি দৃঢ়ভাবে বিশ্বাস করি, আমাদের শেয়ারহোল্ডার, কর্মকর্তা-কর্মচারী, গ্রাহক, ব্যবসায়িক অংশীদার এবং অন্যান্য সকল অংশীজনের সন্মিলিত সহযোগিতা ও প্রচেষ্টায় জিপিএইচ ইস্পাত বর্তমান চ্যালেঞ্জসমূহ সফলভাবে মোকাবিলা করে নতুন সম্ভাবনাকে কাজে লাগাতে সক্ষম হবে এবং আরও শক্তিশালী, দক্ষ ও টেকসই ভবিষ্যতের পথে এগিয়ে যাবে।

সকলকে আন্তরিক ধন্যবাদ।

মোঃ আলমগীর কবির

চেয়ারম্যান

জিপিএইচ ইস্পাত লিমিটেড

“Despite a challenging business environment, GPH Ispat maintained business continuity by optimizing resources, controlling costs, enhancing operational efficiency, aligning production and sales with market demand, and upholding product quality and customer confidence.”



MANAGING DIRECTOR'S STATEMENT

Bismillahir Rahmanir Rahim

Dear Shareholders,

It is my great pleasure to welcome you all to the 20th Annual General Meeting of GPH Ispat Limited for the financial year ended 30 June 2026. On behalf of the Management, I would like to express my sincere gratitude to our valued shareholders for their continued trust, confidence, and support.

The financial year 2025–2026 was one of the most challenging periods for Bangladesh's steel industry in recent years. The industry faced a range of macroeconomic challenges, including high inflation, elevated borrowing costs, rising energy costs, working capital constraints, and pressure to raise additional capital amid an adverse banking environment. In addition, the overall construction sector remained sluggish and restrained due to the slowdown in investment and implementation of public and private infrastructure and housing projects. These factors adversely affected steel production and overall market demand, further intensifying the existing challenges faced by the industry. At the same time, excess production capacity and intense competition within the industry placed significant pressure on product prices and profit margins. Furthermore, limited and irregular supplies of electricity and gas disrupted production planning and affected operational efficiency, thereby putting significant pressure on our financial performance.

Despite these challenges, GPH Ispat has placed the highest priority on maintaining business continuity and enhancing operational efficiency. Throughout the year, particular emphasis was placed on optimizing the utilization of resources, controlling costs, improving processes, and ensuring effective production planning in line with the changing market conditions. At the same time, various initiatives have continued to ensure more effective alignment of production and sales activities with market demand. Our commitment to maintaining high product quality and further strengthening customer confidence remains unwavering.

Despite the prevailing adverse conditions and multifaceted challenges, the Company was able to maintain relative stability in its financial operations. Although sales declined compared to the previous year, effective cost management and enhanced operational efficiency resulted in a significant improvement in the Company's gross profit margin, which increased to 17.90%, compared to 13.98% in the previous financial year. In the financial year 2025–2026, GPH Ispat recorded Revenue sales of Tk. 40,693.39 million, compared to Tk. 57,528.43 million in the previous financial year. However, through effective cost control, enhanced operational efficiency, and

other prudent management measures, the Company achieved a profit after tax of Tk. 35.48 million during the year under review, compared to a loss after tax of Tk. 245.70 million in the previous financial year.

GPH Ispat is committed to creating long-term value for our stakeholders while providing value-added solutions that contribute to the advancement of Bangladesh's construction sector. Through our **GPH One Customized Cut-and-Bend Service**, we are enabling faster, safer, and more precise utilization of reinforcing steel in construction projects. Furthermore, through our partnership with Leviat, a subsidiary of Fortune 500 company CRH, we have further expanded the scope of our products and services by offering internationally standardized and certified Mechanical Couplers, Precast Accessories, Post-Tensioning Solutions, and integrated Glass Façade Accessories for the building envelope of modern structures. Alongside these innovative initiatives, our Seismic Base Isolation System is contributing to ensuring internationally recognized safety standards for critical infrastructure. Through these initiatives, we are further strengthening our commitment to building a safer, stronger, and more disaster-resilient Bangladesh.

Finally, I would like to express my sincere thanks and gratitude to our valued shareholders, customers, business partners, banks, financial institutions, insurance companies, suppliers, government authorities, regulatory bodies, and the media for their continued support, trust, and cooperation towards GPH Ispat Limited. At the same time, I extend my heartfelt appreciation to our dedicated Management Team and all our officers and employees for their relentless efforts, dedication, and commitment during this challenging period.

With faith in Almighty Allah, we remain firmly optimistic that, through our collective efforts and by successfully navigating the challenges we face today, GPH Ispat will achieve greater success in the future, Insha'Allah.

Best Regards,



Mohammed Jahangir Alam

Managing Director
GPH Ispat Limited

ব্যবস্থাপনা পরিচালকের বক্তব্য

বিসমিল্লাহির রাহমানির রাহিম

৩০ জুন ২০২৬ইং তারিখে সমাপ্ত আর্থিক বছরের জন্য জিপিএইচ ইস্পাত লিমিটেডের ২০তম বার্ষিক সাধারণ সভায় আপনাদের স্বাগত জানাতে পেরে আমি অত্যন্ত আনন্দিত। ম্যানেজমেন্টের পক্ষ থেকে আমাদের প্রতি অব্যাহত আস্থা, বিশ্বাস ও সহযোগিতার জন্য সম্মানিত শেয়ারহোল্ডারবৃন্দের প্রতি আন্তরিক কৃতজ্ঞতা প্রকাশ করছি।

আর্থিক বছর ২০২৫-২০২৬ বাংলাদেশের ইস্পাত শিল্পের জন্য সাম্প্রতিক বছরগুলোর মধ্যে অন্যতম চ্যালেঞ্জিং সময় ছিল। উচ্চ মূল্যস্ফীতি, ঋণের উচ্চ ব্যয়, জ্বালানি ব্যয় বৃদ্ধি, চলতি মূলধন সংকট এবং প্রতিকূল ব্যাংকিং পরিস্থিতিতে নতুন মূলধন সংগ্রহের চাপ সহ বিভিন্ন সাময়িক অর্থনৈতিক চ্যালেঞ্জের সম্মুখীন হতে হয়েছে। এছাড়া, সরকারি ও বেসরকারি অবকাঠামো এবং আবাসন প্রকল্পে বিনিয়োগ ও বাস্তবায়নের গতি কমে যাওয়ায় নির্মাণ কার্যক্রম সামগ্রিকভাবে মন্থর ও নিম্নমুখী রয়েছে। এসব কারণে ইস্পাত শিল্পের উৎপাদন এবং সামগ্রিক বাজার চাহিদার ওপর বিরূপ প্রভাব পড়েছে এবং বিদ্যমান চ্যালেঞ্জগুলো আরও তীব্র হয়েছে। একই সঙ্গে অতিরিক্ত উৎপাদন সক্ষমতা এবং শিল্পখাতে তীব্র প্রতিযোগিতার কারণে পণ্যের মূল্য ও মুনাফার ওপর উল্লেখযোগ্য চাপ সৃষ্টি হয়েছে। এছাড়া, বিদ্যুৎ ও গ্যাসের সীমিত ও অনিয়মিত সরবরাহ উৎপাদন পরিকল্পনা ব্যাহত করেছে এবং পরিচালন দক্ষতার উপর প্রভাব ফেলেছে, যা আমাদের আর্থিক ফলাফলে উল্লেখযোগ্য চাপ সৃষ্টি করেছে।

এতসব প্রতিকূলতার মধ্যেও জিপিএইচ ইস্পাত তার কার্যক্রমের ধারাবাহিকতা বজায় রাখা এবং পরিচালন দক্ষতা বৃদ্ধির উপর সর্বোচ্চ গুরুত্ব দিয়েছে। পরিবর্তনশীল বাজার পরিস্থিতির সঙ্গে সামঞ্জস্য রেখে বছরজুড়ে সম্পদের সর্বোত্তম ব্যবহার, ব্যয় নিয়ন্ত্রণ, প্রক্রিয়া উন্নয়ন এবং কার্যকর উৎপাদন পরিকল্পনার উপর বিশেষ গুরুত্ব দেওয়া হয়েছে। একই সঙ্গে বাজারের চাহিদার সঙ্গে উৎপাদন ও বিক্রয় কার্যক্রমের আরও কার্যকর সমন্বয়ের লক্ষ্যে বিভিন্ন উদ্যোগ অব্যাহত রয়েছে। পণ্যের উচ্চমান বজায় রাখা এবং গ্রাহকদের আস্থা আরও সুদৃঢ় করার ব্যাপারে আমাদের অঙ্গীকার অপরিবর্তিত রয়েছে।

বিদ্যমান প্রতিকূলতা ও বহুমুখী চ্যালেঞ্জের মধ্যেও কোম্পানি তার আর্থিক কার্যক্রম তুলনামূলক স্থিতিশীলতা বজায় রাখতে সক্ষম হয়েছে। পূর্ববর্তী বছরের তুলনায় বিক্রয় কমলেও কার্যকর ব্যয় ব্যবস্থাপনা ও পরিচালন দক্ষতা বৃদ্ধির ফলে কোম্পানির মোট মুনাফার মার্জিন উল্লেখযোগ্যভাবে বৃদ্ধি পেয়ে ১৭.৯০ শতাংশে উন্নীত হয়েছে, যা পূর্ববর্তী অর্থবছরে ছিল ১৩.৯৮ শতাংশ। ২০২৫-২০২৬ অর্থবছরে জিপিএইচ ইস্পাতের মোট বিক্রয়ের পরিমাণ ছিল ৪০,৬৯৩.৩৯ মিলিয়ন টাকা, যেখানে পূর্ববর্তী অর্থবছরে তা ছিল ৫৭,৫২৮.৪৩ মিলিয়ন টাকা। তবে ব্যয় নিয়ন্ত্রণ, পরিচালন দক্ষতা বৃদ্ধি এবং অন্যান্য কার্যকর ব্যবস্থাপনার ফলে আলোচ্য অর্থবছরে কর-পরবর্তী মুনাফা হয়েছে ৩৫.৪৮ মিলিয়ন টাকা, যেখানে পূর্ববর্তী অর্থবছরে কর-পরবর্তী ২৪৫.৭০ মিলিয়ন টাকা লোকসান হয়েছিল।

জিপিএইচ ইস্পাত দেশের নির্মাণ খাতের মানোন্নয়নে সহায়ক সমাধান প্রদানের পাশাপাশি আমাদের অংশীজনদের জন্য দীর্ঘমেয়াদি ভ্যালু

“ চ্যালেঞ্জিং ব্যবসায়িক পরিবেশের মধ্যেও জিপিএইচ ইস্পাত সম্পদের সর্বোত্তম ব্যবহার, ব্যয় নিয়ন্ত্রণ, পরিচালন দক্ষতা বৃদ্ধি এবং উৎপাদন ও বিক্রয় কার্যক্রমকে বাজারের চাহিদার সঙ্গে সামঞ্জস্যপূর্ণ রাখার মাধ্যমে ব্যবসায়িক কার্যক্রমের ধারাবাহিকতা বজায় রেখেছে এবং পণ্যের উচ্চমান ও গ্রাহকদের আস্থা অক্ষুণ্ণ রেখেছে। ”

সৃষ্টি করতে প্রতিশ্রুতিবদ্ধ। GPH One Customized Cut-and-Bend Service-এর মাধ্যমে নির্মাণ প্রকল্পে দ্রুত, নিরাপদ ও অধিক নির্ভুলভাবে রড ব্যবহারের সুযোগ সৃষ্টি করা হচ্ছে। পাশাপাশি Fortune 500 কোম্পানি CRH-এর সহযোগী প্রতিষ্ঠান Leviat-এর সঙ্গে অংশীদারিত্বের মাধ্যমে আন্তর্জাতিক মানসম্পন্ন ও সনদপ্রাপ্ত Mechanical Couplers, Precast Accessories, Post-Tensioning Solutions এবং আধুনিক ভবনের Building Envelope-এর জন্য সমন্বিত Glass Facade Accessories-এর মাধ্যমে আমাদের পণ্য ও সেবার পরিসর আরও সম্প্রসারিত হয়েছে। এসব উদ্ভাবনী উদ্যোগের পাশাপাশি আমাদের Seismic Base Isolation System গুরুত্বপূর্ণ অবকাঠামোর জন্য আন্তর্জাতিক মানের নিরাপত্তা নিশ্চিত করতে সহায়তা করেছে। এর মাধ্যমে আরও নিরাপদ, শক্তিশালী ও দুর্যোগ-সহনশীল বাংলাদেশ নির্মাণে আমাদের অঙ্গীকার আরও সুদৃঢ় হচ্ছে।

পরিশেষে, জিপিএইচ ইস্পাত লিমিটেডের প্রতি অব্যাহত সমর্থন, আস্থা ও সহযোগিতার জন্য সম্মানিত শেয়ারহোল্ডার, গ্রাহক, ব্যবসায়িক অংশীদার, ব্যাংক, আর্থিক প্রতিষ্ঠান, বীমা কোম্পানি, সরবরাহকারী, সরকারী কর্তৃপক্ষ, নিয়ন্ত্রক সংস্থা এবং গণমাধ্যমের প্রতি আমি আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা প্রকাশ করছি। একই সঙ্গে এই চ্যালেঞ্জিং সময়ে আমাদের নিবেদিত ম্যানেজমেন্ট টীম এবং সকল কর্মকর্তা-কর্মচারীর নিরলস পরিশ্রম, নিষ্ঠা ও অঙ্গীকারের জন্য আন্তরিক কৃতজ্ঞতা জানাচ্ছি।

সর্বশক্তিমান মহান আল্লাহর উপর বিশ্বাস রেখে আমরা দৃঢ়ভাবে আশাবাদী যে, বর্তমান চ্যালেঞ্জসমূহ সফলভাবে মোকাবিলা করে সম্মিলিত প্রচেষ্টার মাধ্যমে ভবিষ্যতে জিপিএইচ ইস্পাত আরও বৃহত্তর সাফল্য অর্জন করতে সক্ষম হবে, ইনশাআল্লাহ।

ধন্যবাদান্তে,

মোহাম্মদ জাহাঙ্গীর আলম
ব্যবস্থাপনা পরিচালক
জিপিএইচ ইস্পাত লিমিটেড

GPH ISPAT LIMITED SUSTAINABILITY OVERVIEW

FOR THE YEAR ENDED ON 30 JUNE 2026

GPH ISPAT LIMITED: BUILDING THE FUTURE OF SUSTAINABLE STEEL

For GPH Ispat Limited, sustainability is increasingly becoming more than an environmental commitment it is becoming an integral part of how we manufacture steel, develop products, manage resources and prepare our business for the future.

Our sustainability journey is built around a simple principle: to produce stronger steel with greater efficiency, lower resource intensity and progressively reduced environmental impact. This approach connects advanced steelmaking technology with circular production, responsible resource management and innovation in construction materials.

TURNING CIRCULARITY INTO INDUSTRIAL VALUE

Steel is inherently recyclable, but GPH Ispat's approach to circularity extends beyond the recyclability of the finished product. Our scrap-based steelmaking route transforms ferrous scrap into high-value construction steel, while process integration allows energy and materials to be utilized more efficiently throughout production.

This commitment to circular production received external recognition through the SDG Brand Champion Award 2024 for Responsible Consumption and Production through Circular Economy practices an acknowledgement of GPH Ispat's efforts to integrate sustainability into industrial value creation.

TECHNOLOGY AS A DECARBONISATION ENABLER

At the heart of GPH Ispat's environmental strategy is its Quantum Electric Arc Furnace technology. Rather than treating environmental performance as an end-of-pipe activity, the technology integrates efficiency directly into the production process.

The QEAF utilizes process heat for scrap preheating, thereby improving overall energy utilization and reducing the requirement for electrical and thermal energy. The Company's closed-loop production philosophy further integrates advanced dedusting, water recycling and process-resource optimization into steel manufacturing.

This technology-led approach provides GPH with an important platform for the next stage of its sustainability journey: measuring, managing and progressively reducing the carbon footprint of steel.

An aerial photograph showing a dark, winding river or stream cutting through a dense, vibrant green forest. The surrounding land is covered in thick vegetation, with some areas appearing slightly more open or cleared. The river's path is irregular, reflecting the natural flow of the water through the landscape.

FROM ENVIRONMENTAL PERFORMANCE TO PRODUCT TRANSPARENCY

A significant evolution in GPH Ispat's sustainability journey is the growing emphasis on the environmental performance of the product itself.

The Company's sustainability framework is increasingly moving toward life-cycle thinking understanding environmental impacts not simply at the factory boundary, but across the steel value chain.

GPH's current corporate certification disclosures include an Environmental Product Declaration (EPD) Report, reflecting this progression toward greater product-level environmental transparency. This capability is becoming increasingly important as customers, infrastructure developers, financial institutions and international markets place greater emphasis on embodied carbon, responsible sourcing and credible environmental information.

SUSTAINABLE STEEL BEYOND THE FACTORY GATE

GPH Ispat also recognizes that the environmental contribution of steel is determined not only by how it is produced, but also by how efficiently it can be used.

The Company's development of B600C-R and B600D-R high-strength reinforcement steel represents this broader approach to sustainability. With minimum yield strength of 600 MPa, high-strength reinforcement can enable engineers to optimize reinforcement requirements and reduce congestion in heavily reinforced structures.

GPH's R&D disclosures identify potential steel-consumption reductions of approximately 20–25% in applicable designs, alongside opportunities to reduce associated construction materials. Actual savings depend on structural design and application. This creates a wider sustainability proposition: efficient steelmaking combined with more material-efficient construction.

WATER SECURITY THROUGH CIRCULAR WATER MANAGEMENT

Responsible water management remains another defining element of GPH Ispat's manufacturing model.

Through rainwater harvesting, surface-water utilization and a closed-loop water circulation system, the Company has developed its production infrastructure around avoiding groundwater dependence. Process water is treated and recirculated, reducing freshwater demand and minimizing discharge from manufacturing operations.



This approach represents more than water conservation. It contributes to the long-term resilience of industrial operations while protecting an increasingly important natural resource.

MOVING FROM EFFICIENCY TO SYSTEMATIC ENERGY MANAGEMENT

Energy efficiency has historically been embedded in GPH's technology selection. The Company's current certification portfolio now also includes ISO 50001, alongside its established management systems, indicating a progression toward a more systematic framework for managing energy performance and continual improvement.

This strengthens the connection between technology, operational discipline and decarbonization turning individual efficiency initiatives into a structured energy-management approach.

THE NEXT CHAPTER: MEASURABLE GREEN STEEL

The next phase of GPH Ispat's sustainability journey will be defined increasingly by measurement and transparency.

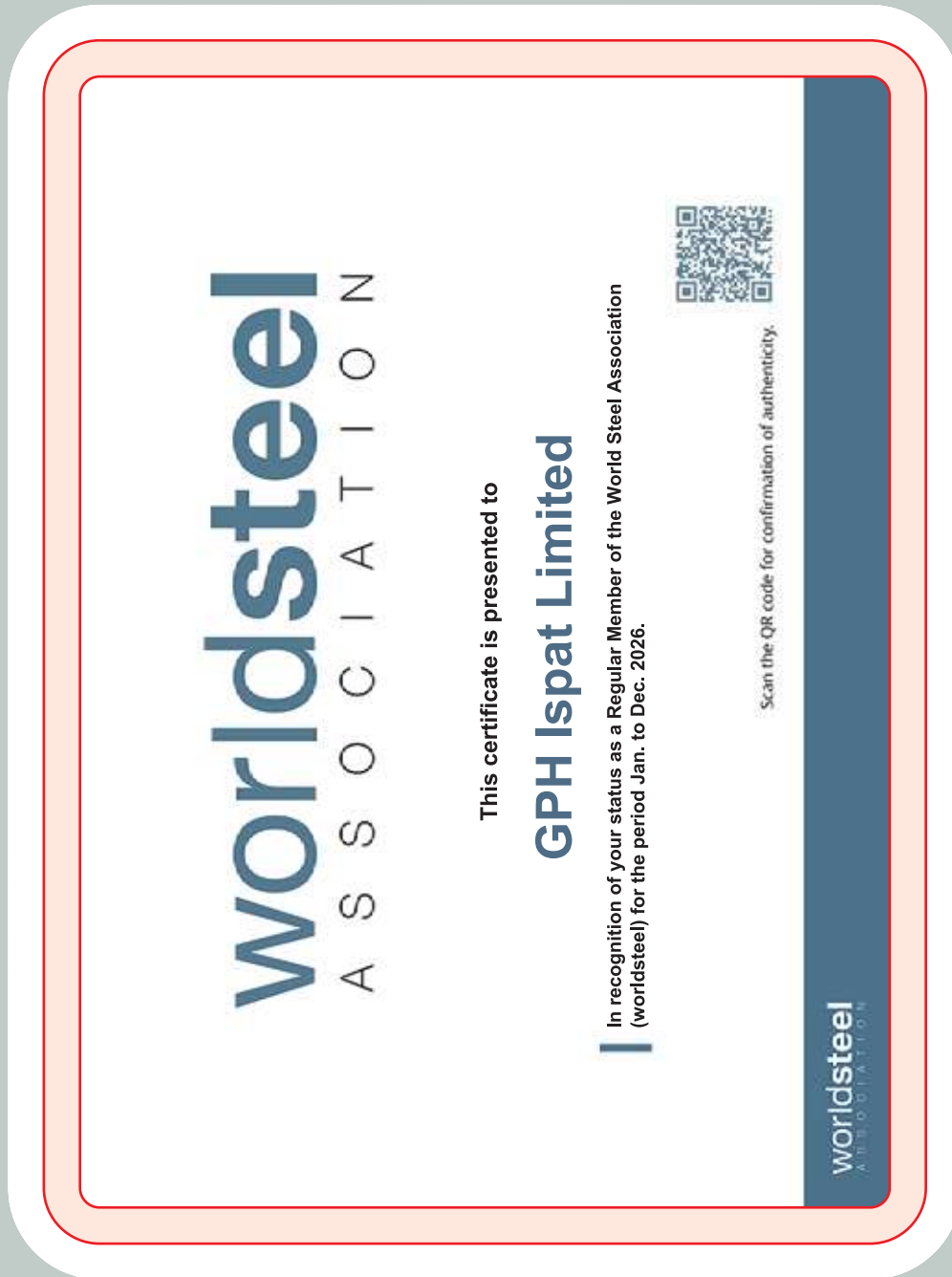
The foundations are already in place: scrap-based electric steelmaking, energy-efficient Quantum technology, heat recovery, closed-loop water management, advanced emission control, high-strength resource-efficient products, circular economy practices and structured management systems.

The opportunity ahead is to bring these elements together into a measurable green-steel proposition supported by product-level environmental information, improved carbon accounting, energy management and increasingly transparent sustainability disclosure.

For GPH Ispat, the ambition is therefore not simply to manufacture steel with a lower environmental footprint. It is to demonstrate that industrial growth, technological advancement, resource efficiency and environmental responsibility can progress together.

Our direction is clear: from recycling to circularity, from efficiency to decarbonisation, and from environmental commitment to measurable sustainable steel.

WORLD STEEL ASSOCIATION MEMBERSHIP CERTIFICATE

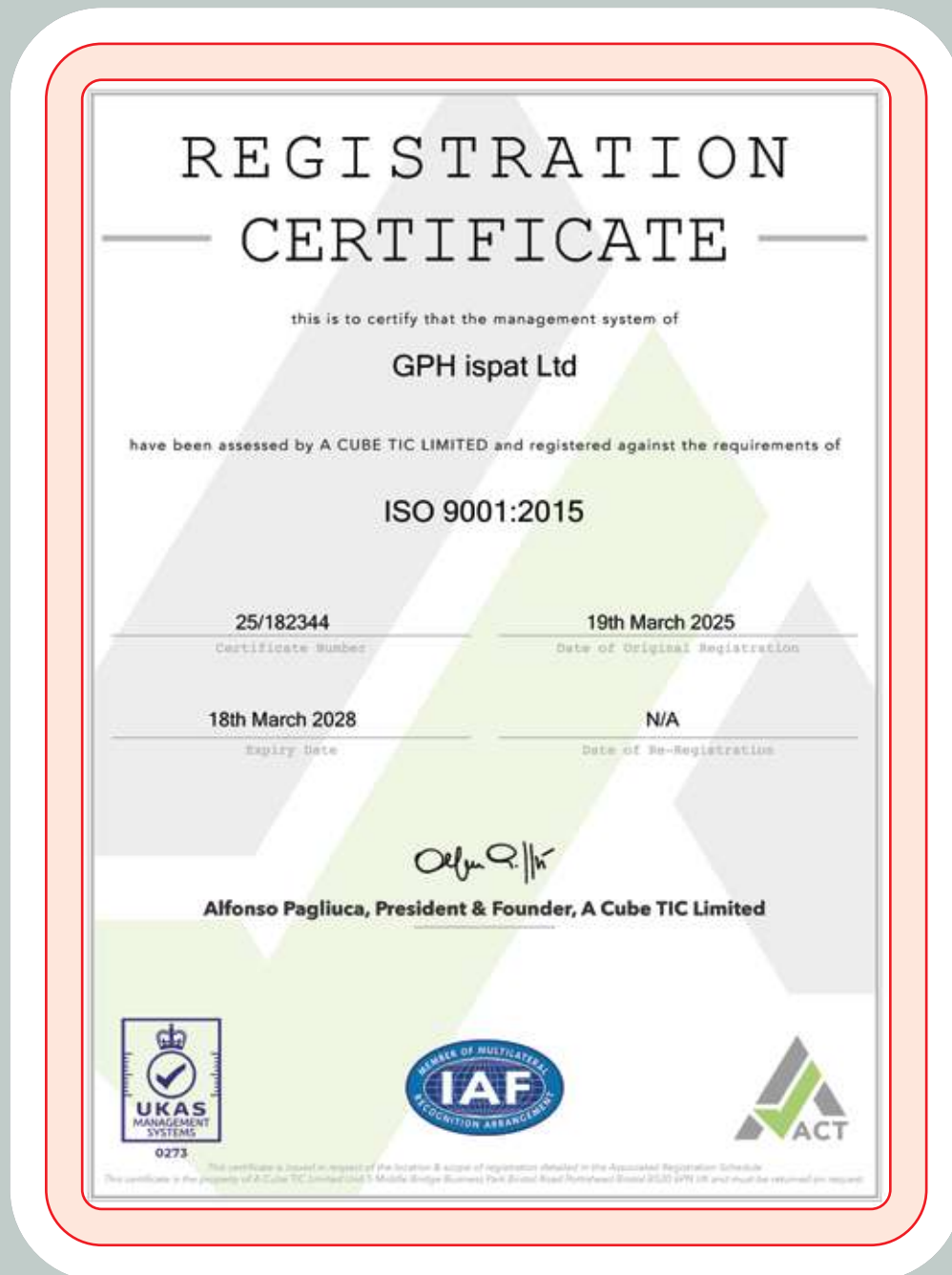


ACCREDITATION CERTIFICATE FROM BANGLADESH ACCREDITATION BOARD



ISO 9001:2015

(QUALITY MANAGEMENT SYSTEM)



ISO 14001:2015

(ENVIRONMENTAL MANAGEMENT SYSTEM)



ISO 45001:2018

(HEALTH AND SAFETY MANAGEMENT SYSTEM)



ISO 50001:2018

(ENERGY MANAGEMENT SYSTEM)



CERTIFICATE

FROM BANGALDESH ASSOCIATION OF
PUBLICLY LISTED COMPANY



AWARD & RECOGNITION

SDG BRAND CHAMPION AWARDS 2024

SDG
BRAND CHAMPION
AWARDS
2024

GPH ispat



**Winning the
SDG Brand Champion Awards 2024**

**World's Best
GPH Quantum
Steel**

SDG
BRAND CHAMPION
AWARDS
2023



**GPH LEADS IN
INNOVATION
EXCELLENCE**

GPH Ispat, one of the leading industrial conglomerates in the Construction Industry of Bangladesh, has won the prestigious SDG (Sustainable Development Goals) Brand Champion Awards 2023 in the category of Industry, Innovation and Infrastructure. The award is a testament of innovation brought forth by GPH Ispat Limited to create a rebar of highest strength in Bangladesh - the world's best GPH Quantum B600C-R. GPH Ispat is greatly inspired by this achievement and is determined for continual growth towards attaining sustainable development goals.

SDG BRAND CHAMPION AWARDS 2023

**PROUD
PARTNER OF THE
COUNTRY'S
MEGA PROJECTS
BUILT WITH
GPH QUANTUM
STEEL**



**Third Terminal of
Hazrat Shahjalal
International Airport,
Dhaka**



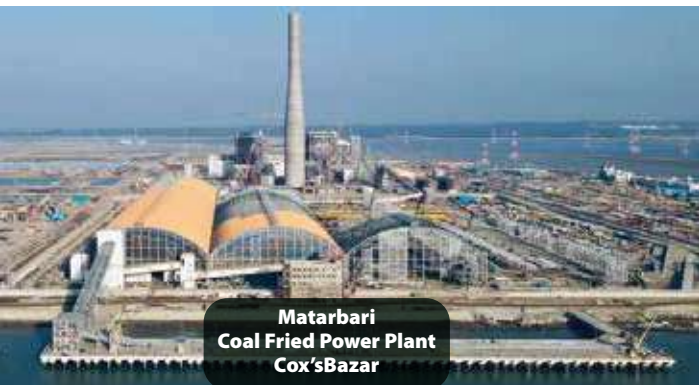
**Purbachal Expressway
Dhaka**



**Elevated Expressway
Dhaka
Bangladesh's first,
Elevated Expressway Project**



**Metro Rail Project
Dhaka.**



**Matarbari
Coal Fired Power Plant
Cox's Bazar**



**Elevated Expressway
Chattogram**

EVENTS ALBUM



1. 19th Annual General Meeting held in Digital Platform.
2. Reception of Ms. Rezina Parveen, Independent Director, on her joining the Company.
3. Visit of Mr. Tanvir Shahriar Ghani, Special Assistant to the Hon'ble Prime Minister, to GPH Plant
4. Signing Ceremony between GPH and PwC for Strategic Collaboration
5. GPH Ispat and RISE team at the Award Giving Ceremony of Innovation Cohort 2026
6. GPH Ispat at the inauguration of IAB Build Expo 2025

EVENTS ALBUM



7. Visit of the POSCO International Delegation to GPH Plant
8. Visit of the Kyoei Steel Ltd. Delegation from Japan to GPH Plant
9. Technical Seminar on High Strength Steel Organized by GPH
10. Technical Seminar on High Strength Steel Organized by GPH
11. Structural Design Workshop Organized by GPH
12. Technical Knowledge-Sharing Session for the Sales Team

EVENTS ALBUM



14



16



18



13

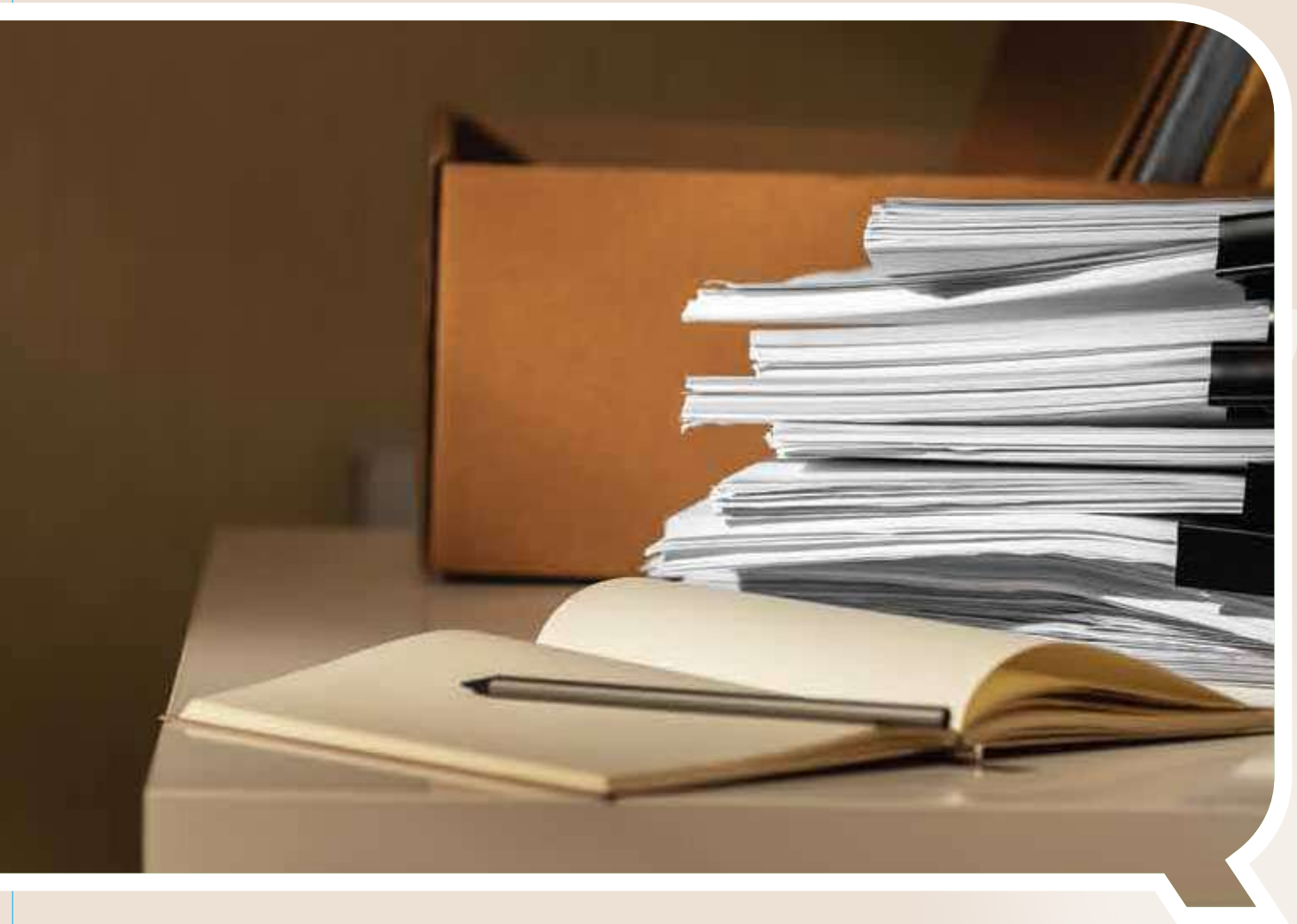


15



17

- 13. Learning Session on Sales Foundation Course for the Sales Team
- 14. Free Eye Camp Organized by GPH for the Local Community
- 15. Free Eye Camp Organized by GPH for the Local Community
- 16. Free Eye Camp Organized by GPH for the Local Community
- 17. International Women Day Celebration Organized by GPH
- 18. GPH Turf Football Organized by GPH



BOARD OF DIRECTORS' **REPORT**

For the year ended 30 June 2026

**Dear Esteemed Shareholder(s),
Assalamu Alaikum,**

On behalf of the Board of Directors of GPH Ispat Limited, I welcome you all to the 20th Annual General Meeting of the Company. It is my pleasure and privilege to present before you the Annual Report of the company which includes the Directors' Report along with the Audited Financial Statements and Auditors' Report for the year ended on 30 June 2026 for your kind consideration, adoption, and approval. This Annual Report has been prepared under section 184 of the Companies Act, 1994 and in compliance with the Bangladesh Securities and Exchange Commission's (BSEC) Corporate Governance Code, notification No. BSEC/ CMRRCD/ 2006-158/ 207/ Admin/80 dated 03 June 2018.

Steel Industry Outlook and Possible Future Developments

Economic Scenario

The Bangladesh economy entered FY 2025–2026 amid a challenging macroeconomic environment characterized by subdued macroeconomic activity, persistent inflationary pressures, elevated interest rates, weak private investment, and vulnerabilities within the financial sector. According to the World Bank, Bangladesh's real GDP growth was 3.9% in FY 2025–2026, and GDP growth is projected approximately 4.5% in FY 2026–2027. The IMF, expects Bangladesh's economic growth to gradually recover, projecting 4.7% growth in FY 2026–2027. The IMF has emphasized that delays in reforms could constrain growth, increase inflationary pressures and heighten macro-financial risks. Inflation remains a significant concern for businesses and households. The IMF's data indicate consumer-price inflation of around 9.2% in 2026–2027, while ADB also expects inflation to remain elevated. Higher prices, together with elevated borrowing costs, have constrained household purchasing power and private-sector investment.

At the same time, Bangladesh retains important medium-term strengths, including a large domestic market, a growing working-age population, infrastructure requirements and continuing demand for industrial development. The World Bank has highlighted the importance of restoring macroeconomic stability, strengthening the financial sector, improving revenue mobilization and reviving private investment to place the economy on a stronger and more sustainable growth path.

Current Status of the Steel Industry in Bangladesh

The steel industry remains a strategically important component of Bangladesh's industrial and construction economy. Domestic steel demand is closely linked to construction activities, infrastructure development, real estate, industrial expansion and public investment. However, the industry has experienced a significant

slowdown in recent years as construction activity and private investment weakened.

Industry estimates indicate that Bangladesh currently has installed steelmaking capacity exceeding 9 million tons, while annual demand has been substantially lower, at approximately 6–7 million tons, resulting in considerable excess capacity and relatively low-capacity utilization. The difficult operating environment has also affected production. Industry reports indicate that steel production declined significantly. At the same time, additional capacity is expected to enter the market, which may intensify competition if demand does not recover at a corresponding pace.

The industry's performance has been adversely affected by the slowdown in public and private construction, higher financing costs, elevated energy and operating expenses, foreign-exchange constraints and volatility in raw-material prices. Steel producers are therefore operating in an environment where capacity availability is significantly higher than effective market demand. Nevertheless, the industry has continued to invest in technological modernization, product diversification, quality improvement and operational efficiency. The increasing adoption of modern technologies, higher-grade reinforcement products and value-added steel solutions provides a foundation for greater efficiency and competitiveness.

Steel Industry Growth, Opportunity and Optimism

Despite the current cyclical downturn, the long-term fundamentals of Bangladesh's steel industry remain promising. Steel consumption is strongly associated with economic development, urbanization, industrialization and infrastructure investment. As Bangladesh's economy gradually returns to a higher growth trajectory, demand for steel is expected to recover alongside construction, infrastructure and manufacturing activities.

Several structural opportunities are expected to support the industry's future development. Continued investment in roads, metro rails, bridges, railways, ports, power generation, economic zones and other infrastructure should support long-term demand for structural steel and reinforcement products. A recovery in government development expenditure and infrastructure projects could provide an important catalyst for steel demand. With improvements in product quality, certification and cost competitiveness, selected Bangladeshi steel products may gradually access regional and international markets.

The global steel outlook also provides a cautiously positive signal. Therefore, although the immediate outlook remains challenging, the industry's medium- and long-term prospects remain fundamentally positive, particularly for efficient producers with strong balance sheets, modern technology, diversified products and disciplined cost management.

Challenges of the Steel Industry in Bangladesh

The steel industry in Bangladesh is expected to continue facing several significant challenges during FY 2026–2027 and in the near term. The most immediate concern is subdued demand, driven by lower construction activity, restrained private-sector investment, and the slower implementation of public development and infrastructure projects. The resulting weakness in market demand, coupled with substantial installed production capacity, is likely to keep competition intense and place continued pressure on selling prices, capacity utilization, and profit margins.

Elevated interest rates and borrowing costs are also expected to remain a major challenge for the industry. Higher financing costs increase the cost of working capital, project financing, and capital investment, which is particularly burdensome for a capital-intensive industry such as steel. Steel manufacturers require substantial working capital to finance inventories, raw materials, energy, transportation, and day-to-day plant operations. In addition, volatility in foreign exchange rates and higher import costs can further increase the cost of key raw materials and equipment, adding pressure to overall production costs.

Energy costs remain another critical concern, as steel manufacturing is highly energy-intensive and therefore particularly sensitive to increases in electricity, gas, and other energy-related costs. Any disruption in energy supply or sustained increase in energy prices can adversely affect production efficiency and operating margins. Furthermore, inflationary pressures, exchange-rate volatility, higher logistics and input costs, and uncertainties in the overall business environment may continue to constrain the industry's recovery.

At present, the steel industry continues to face considerable pressure from the prevailing government taxation policies, which remain relatively burdensome

and, in some respects, unfavorable to the sector. Given the strategic importance of the steel industry to Bangladesh's infrastructure development, industrialization, employment generation, and overall economic growth, there is a compelling need for a more supportive and industry-friendly fiscal policy framework.

Innovation and Excellence of GPH Ispat in the Steel Industry of Bangladesh

Despite facing several adverse economic and business conditions over the past few years, GPH Ispat has been making significant contributions to the safe industrial and infrastructure development of the country by producing the highest quality steel products. GPH Ispat has continued its manufacturing process using the world's best "Quantum Electric Arc Furnace and Winlink" technology — for the first time in Bangladesh to produce groundbreaking products: GPH QUANTUM B600C-R and GPH QUANTUM B600D-R steel Re-bars.

GPH Ispat remains committed to delivering innovative and high-quality steel solutions that contribute to raising the standards of construction across the nation. Our high-quality reinforcing bars, including our advanced 600-grade rebars, have established new benchmarks in cost efficiency, sustainability, structural strength, and seismic resilience, while contributing to the broader economic and infrastructural development of Bangladesh. Through our GPH One customized cut-and-bend service, we are enabling faster, safer, and more precise project execution. Our collaboration with Leviat a Fortune 500 CRH company has further expanded our offerings with globally certified mechanical couplers, precast accessories, post-tensioning solutions, and comprehensive Glass Facade accessories for modern building envelopes. Complementing these innovations, our Seismic Base Isolation System brings world-class protection to critical infrastructure, reinforcing our vision of building a safer, stronger, and more resilient Bangladesh.

Product Wise Performance

The main products of GPH Ispat Limited are MS Billet and MS Rod. The product-wise performance for the year 2025-26, compared with the corresponding year is presented in the table below.

Particulars	MS Billet		MS Rod	
	2025-2026	2024-2025	2025-2026	2024-2025
Installed Capacity (M. Ton)	1,050,000	1,050,000	790,000	790,000
Production Quantity (M. Ton)	498,520	614,886	484,757	638,523
Capacity Utilization (%)	47.48	58.56	61.36	80.83

The lower capacity utilization of both MS Billet and MS Rod during FY 2025–2026 was primarily attributable to constraints in the availability and supply of essential production inputs. In particular, shortages and interruptions in the supply of electricity and natural gas, coupled with constraints in the availability of key raw materials, adversely affected production schedules and operating efficiency. In addition, subdued market demand and the challenging operating environment also contributed to the lower capacity utilization.

Risks and Risks Mitigation Plan

The steel industry in Bangladesh operates in an environment exposed to significant risks and challenges, particularly concerning the availability and uninterrupted supply of key production inputs, including raw materials, electricity, and gas. In addition, currency devaluation has emerged as a major concern in recent years.

The Board of Directors and the Management Team of the Company regularly monitor, assess, and identify potential internal and external risks that may affect the Company's profitability and business sustainability, and take appropriate measures to mitigate such risks. However, Investors are advised to carefully consider these risk factors before making any investment decisions. A detailed description of the major risk factors affecting our business, along with the corresponding strategies and responses, is provided in **Annexure-D, page number 98** and the Financial Statements **Notes No. 45, page number 160**.

Discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin

Cost of Goods Sold (COGS)

During FY 2025–2026, the Company's Cost of Goods Sold

decreased significantly to BDT 32,349.52 million, compared to BDT 48,224.81 million in FY 2024–2025, representing a decrease of approximately 32.92%. This decline was broadly in line with the reduction in the Company's revenue and sales volume. More importantly, COGS as a percentage of Net Revenue declined from approximately 86.02% in FY 2024–2025 to 82.10% in FY 2025–2026, indicating an improvement in the Company's cost efficiency and gross margin performance.

Gross Profit Margin

The Company's Gross Profit Margin improved significantly to 17.90% in FY 2025–2026, compared to 13.98% in the previous year, representing an improvement of 3.92%. Although Net Revenue declined by approximately 29.72%, the Company generated a Gross Profit of BDT 7,051.64 million, compared to BDT 7,839.13 million in the previous year, reflecting a relatively modest decline of approximately 10.05% in gross profit compared with the much sharper decline in revenue. The improvement in Gross Profit Margin indicates that the Company was able to maintain better control over its cost of goods sold relative to net revenue during a challenging operating environment.

Net Profit Margin

The Company's Net Profit Margin improved substantially from negative 0.44% in FY 2024–2025 to 0.09% in FY 2025–2026. The Company recorded a Profit after Tax of BDT 35.48 million in FY 2025–2026, compared to a Loss after Tax of BDT 245.70 million in the previous year. This turnaround demonstrates a significant improvement in the Company's bottom-line performance, despite the substantial decline in revenue.

The last six years' Cost of Goods Sold, Gross Profit, and Net Profit of the Company are tabulated below:

(Amount BDT in Million)

Particulars	2025-2026	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
	Taka	Taka	Taka	Taka	Taka	Taka
Cost of Goods Sold	32,349.52	48,224.81	47,833.26	49,696.53	40,478.45	23,965.15
Gross Profit	7,051.64	7,839.13	7,996.02	7,960.36	6,349.08	4,201.31
Net Profit	35.48	(245.70)	857.74	267.61	1,494.28	1,660.89

Extra-Ordinary Activities and their Implications (Loss or Gain)

In FY 2025-2026, GPH Ispat Limited did not undertake any extraordinary activities and did not incur any related gains or losses.

Related Party Transaction

During the financial year 2025–2026, the Company

entered into transactions with its related parties in the ordinary course of business on an arm's-length basis. The nature, amount, and outstanding balances of such transactions have been appropriately disclosed in the **Note No. 38, page number 158** to the Audited Financial Statements for the year ended 30 June 2026 in accordance with the requirements of the applicable financial reporting framework.

Utilization of Proceeds raised through Public Issues and Rights Issues

There are no unutilized proceeds from the Public Issue and Rights Issue in the Company's accounts, as the proceeds were fully utilized during the years 2011–2012 and 2019–2020, respectively.

The Financial Results Deteriorate after the Company goes for Initial Public Offer (IPO) and Rights Share Offer

No deterioration in financial results or adverse situation has occurred since the Company's Initial Public Offering

(IPO) and Rights Share Issue. Moreover, the Company has maintained consistent growth and delivered remarkable performance by achieving steady profitability since its inception.

Significant Deviation between Quarterly Financial Performances and Annual Financial Statements:

The comparison between the quarterly financial performances and the annual financial statements is presented below:

(Amount BDT in Million)

Particulars	For the Year	For the Quarter			
	July-25 to June-26	Q-4 (Apr-26 to Jun-26)	Q-3 (Jan-26 to Mar-26)	Q-2 (Oct-25 to Dec-25)	Q-1 (July-25 to Sept-25)
Revenue	40,693.39	7,490.93	9,588.55	11,017.04	12,596.87
Gross Profit	7,051.64	1,871.03	1,582.48	1,705.13	1,893.00
Profit from Operating Activities	5,883.33	1,677.42	1,274.98	1,365.07	1,565.86
Profit before Income Tax	615.60	133.62	12.29	225.74	243.95
Profit After Tax	35.48	141.94	(152.05)	19.97	25.62
Earnings Per Share (Tk.)	0.07	0.29	(0.31)	0.04	0.05

During FY 2025–2026, the Company achieved revenue of BDT 40,693.39 million and Gross Profit of BDT 7,051.64 million. Although quarterly revenue declined during the year, profitability remained positive in most quarters, with a temporary loss recorded in Q3. A strong recovery in Q4, with Profit After Tax of BDT 141.94 million, enabled the Company to close the year with a Profit After Tax of BDT 35.48 million and EPS of Tk. 0.07.

Remuneration paid to the Directors including Independent Directors

The remuneration of Directors is determined and paid in accordance with the Company's Nomination and Remuneration Policy, based on the recommendations of the Nomination and Remuneration Committee, and is finalized upon approval by the Board of Directors. A statement of the Directors' Remuneration for the year ended on 30 June 2026 is shown in the Audited Financial Statements **Note No. 40, page number 158.**

Preparation of Financial Statements

The Board of Directors is responsible for presenting a true and fair view of the Company's financial performance and position as a part of good governance. In compliance with

the Bangladesh Securities and Exchange Commission's Corporate Governance Code, notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018 the Board of Directors of the company confirmed to the best of their knowledge as follows:

- The Financial Statements for the year ended on 30 June 2026 prepared by the management of GPH Ispat Limited presented fairly its state of affairs, the result of its operations, cash flows and change in equity.
- Proper books of account of the company have been maintained.
- Appropriate accounting policies have been consistently applied in the preparation of the Financial Statements and the accounting estimates are based on reasonable and prudent judgment.
- International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in the preparation of the Financial Statements and any departure therefrom has been adequately disclosed.

System of Internal Control

The Company maintains an effective system of internal control designed to provide reasonable assurance regarding the achievement of its operational, financial, compliance, and strategic objectives. The system comprises clearly defined organizational structures, delegated authorities, policies and procedures, segregation of duties, authorization and approval mechanisms, budgetary controls, risk management processes, internal audit, and periodic management review. The Internal control system supports the organization by safeguarding the Company's assets, preventing and detecting fraud and other irregularities, and ensuring the completeness and accuracy of financial records.

The Board of Directors has overall responsibility for the Company's system of internal control, while the Audit Committee assists the Board in reviewing the adequacy and effectiveness of internal controls, financial reporting processes, risk management, and compliance with applicable laws and regulations. To uphold transparency and accountability, the Company has established a comprehensive system of policies and procedures designed to safeguard assets, ensure proper authorization of transactions, and maintain accurate and reliable records. The management and employees are responsible for adhering to these internal control policies and procedures. Additionally, a separate Internal Audit Department, headed by a qualified professional auditor, conducts regular audits to ensure consistent compliance with the Company's established policies and procedures.

The Board believes that the existing system of internal control is adequate and appropriate to safeguard the Company's assets, ensure reliable financial reporting, promote operational efficiency, and protect the interests of shareholders and other stakeholders.

Protection of Minority Shareholders

The Board of Directors is committed to upholding the rights and interests of all shareholders, including minority shareholders. In line with the Corporate Governance Code 2018, the Board ensures that the interests of minority shareholders are protected from any abusive actions by controlling shareholders, whether directly or indirectly, and that effective means of redress are in place.

The Board also closely monitors that no action is taken that may prejudice the rights of minority shareholders. Related party transactions, significant investments, material business decisions, and policy changes are carried out with proper evaluation and independent review to ensure fairness and accountability.

Ability to Continue as a Going Concern

The Board of Directors has assessed the financial position, liquidity, and operational outlook of GPH Ispat Limited and is satisfied that the Company has adequate resources to continue its operations for the foreseeable future. Despite industry challenges, the Company maintains sufficient funding facilities and continues to strengthen efficiency and working capital management. Accordingly, the financial statements for the year ended on 30 June 2026 have been prepared on a going-concern basis.

Significant Deviations from the last year's Operating Results

The significant deviations between the current year's operating results and those of the previous year are summarized in the table below:

Particulars	2025-2026	2024-2025	Deviations (%)
	Taka (Million)	Taka (Million)	
Sales Revenue	40,693.39	57,528.43	(29.26)
Gross Profit	7,051.64	7,839.13	(10.05)
Operating Profit	5,883.33	6,296.92	(6.57)
Profit before Income Tax	615.60	757.04	(18.68)
Profit after Tax	35.48	(245.70)	114.44
Earnings per Share (EPS)	0.07	(0.51)	113.73

During FY 2025–2026, Sales Revenue decreased by 29.26% to BDT 40,693.39 million, primarily due to lower sales volume amid challenging market conditions. However, Gross Profit and Operating Profit declined at comparatively lower rates of 10.05% and 6.57%, respectively, reflecting improved cost efficiency and operational management.

Profit Before Income Tax decreased by 18.68% to BDT 615.60 million. Despite the decline in revenue and operating results, the Company returned to profitability, reporting a Profit After Tax of BDT 35.48 million compared to a Loss After Tax of BDT 245.70 million in the previous year. Consequently, EPS improved to BDT 0.07 from negative BDT 0.51.

Key Operating and Financial Data of the Last Five Years

The operational and financial data of GPH Ispat Limited over the past five years is presented in the table below:

Operational Data

Particulars	2025-2026	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
	Taka	Taka	Taka	Taka	Taka	Taka
Gross Revenue (Million)	40,693.39	57,528.43	57,123.45	59,011.46	47,959.93	28,949.12
Net Revenue (Million)	39,401.17	56,063.94	55,829.29	57,656.89	46,827.52	28,166.46
Cost of Goods Sold (Million)	32,349.52	48,224.81	47,833.26	49,696.53	40,478.44	23,965.15
Gross Profit (Million)	7,051.64	7,839.13	7,996.02	7,960.36	6,349.07	4,201.31
Operating Profit (Million)	5,883.33	6,296.92	6,494.43	6,472.92	4,945.60	3,218.38
Profit before Tax (Million)	615.60	757.04	1,762.50	1,236.41	2,781.54	2,122.27
Profit after Tax (Million)	35.48	(245.70)	857.74	267.61	1,494.27	1,660.89
Earnings per Share (EPS)	0.07	(0.51)	1.77	0.58	3.42	4.18
Net Operating Cash Flow per Share	15.73	5.78	9.89	(2.10)	(7.15)	(4.05)

Financial Data:

Particulars	As on June 30, 2026	As on June 30, 2025	As on June 30, 2024	As on June 30, 2023	As on June 30, 2022	As on June 30, 2021
	Taka	Taka	Taka	Taka	Taka	Taka
Non-Current Assets (Million)	63,368.96	57,741.09	51,440.97	50,417.26	34,579.59	33,821.01
Current Assets (Million)	44,892.68	43,764.91	38,835.18	35,966.46	30,307.14	19,838.25
Total Assets (Million)	108,261.64	101,506.01	90,276.15	86,383.72	64,886.74	53,659.26
Equity (Million)	25,070.65	25,025.82	25,370.57	24,462.00	12,576.30	11,856.92
Non-Current Liabilities (Million)	45,604.88	33,718.38	27,462.24	26,595.79	22,057.39	22,431.12
Current Liabilities (Million)	37,586.10	42,761.81	37,443.34	35,325.93	30,253.04	19,371.22
Total Equity and Liabilities (Million)	108,261.64	101,506.01	90,276.15	86,383.72	64,886.74	53,659.26
Net Asset Value (NAV)	51.81	51.72	52.43	53.08	28.79	29.86

Dividend Recommendation

Based on the financial performance of GPH Ispat Limited for the year ended 30 June 2026, the Board of Directors has recommended a 2% cash dividend for the general shareholders, excluding sponsors and directors, subject to approval at the forthcoming Annual General Meeting of the shareholders.

The Board of Directors also confirmed that no bonus share or stock dividend has been or shall be declared as interim dividend.

The Number of Board Meetings held and Attendance by Directors

During FY 2025-2026, the Board of Directors of the Company held a total of six meetings to consider and discuss various agendas related to the Company's operations and other matters. The number of Board meetings held and the attendance of each Director are

provided in the Annual Audited Financial Statements **Note No. 41, page number 159.**

Shareholding Information

The shareholding position of the Company as of 30 June 2026 is presented in **Annexure-E, page number 101.**

Directors' Appointment, Retirement & Re-appointment

The appointment, retirement, and re-appointment of Directors are governed by the Articles of Association of the Company and the Companies Act, 1994. Accordingly, at the forthcoming Annual General Meeting, the following Directors of the Board will retire and will be eligible for re-appointment:

1. Mr. Mohammed Almas Shimul
2. Mr. Mohammad Ashrafuzzaman

A brief resume of the said Directors is set out on **page number 24 & 25 of this Annual Report.**

Re-Appointment of Managing Director

The five-year tenure of Mr. Mohammed Jahangir Alam as the Managing Director of GPH Ispat Limited was completed on 16 May 2026. In accordance with Section 110(3) of the Companies Act, 1994, and being eligible for re-appointment, the Board of Directors of the Company, at its meeting held on 23 May 2026, recommended the re-appointment of Mr. Mohammed Jahangir Alam as the Managing Director of GPH Ispat Limited for a further term of five (5) years. The proposed re-appointment of Mr. Mohammed Jahangir Alam as the Managing Director of the Company will be placed before the shareholders for their approval at the forthcoming Annual General Meeting of the Company.

A brief resume of Mr. Mohammed Jahangir Alam is set out on **page number 23** of this Annual Report.

Appointment & Reappointment of Independent Director

The appointment and reappointment of Independent Directors are determined and governed in accordance with the relevant provisions of the Corporate Governance Code, 2018 issued by the Bangladesh Securities and Exchange Commission. In compliance with the requirements of the said Code, GPH Ispat Limited has two Independent Directors on its Board of Directors. As Mr. Mukhtar Ahmed completed two consecutive three-year terms, i.e., a total tenure of six years, as an Independent Director, the Nomination and Remuneration Committee of the Company recommended the appointment of Ms. Rezina Parveen, former Deputy Managing Director of Agrani Bank PLC, as an Independent Director of the Company for a period of three years. Subsequently, upon obtaining the consent of the Bangladesh Securities and Exchange Commission for her appointment (Ref. No. BSEC/ICA/CG/2023/73/Part-I/52, dated 27 January 2026), the Board of Directors appointed her as an Independent Director of the Company.

On the other hand, the three-year term of Mr. Safiul Alam Khan Chowdhury as an Independent Director expired on 12 April 2026. Being eligible for reappointment in accordance with the relevant provisions of the Corporate Governance Code, 2018, the Nomination and Remuneration Committee of the Company recommended his reappointment as an Independent Director for a further period of three years. Subsequently, upon obtaining the consent of the Bangladesh Securities and Exchange Commission for his reappointment (Ref. No. BSEC/ICA/CG/2023/73/Part-I/443, dated 29 September 2026), the Board of Directors reappointed him as an Independent Director of the Company for a further period of three years.

The appointments of Ms. Rezina Parveen and the reappointment of Mr. Safiul Alam Khan Chowdhury as Independent Directors will be placed before the shareholders for their approval at the forthcoming Annual General Meeting of the Company.

Brief profiles of Ms. Rezina Parveen and Mr. Safiul Alam Khan Chowdhury are provided on **page number 29 & 28** of this Annual Report.

Management's Discussion and Analysis

As required under the Corporate Governance Code 2018, a Management Discussion and Analysis, presenting the Company's position and operations along with a brief review of the Financial Statements for the year ended 30 June 2026, is provided in **Annexure-F, page number 102**.

Declaration by the Managing Director and the Chief Financial Officer

A declaration by the Managing Director and the Chief Financial Officer to the Board regarding the financial statements for the year ended 30 June 2026 is provided in **Annexure-A, page number 81**.

Report as well as certificate regarding Compliance of the Corporate Governance Code

To ensure good governance, financial transparency, accountability, and protection of stakeholders' interests, the Bangladesh Securities and Exchange Commission issued the mandatory Corporate Governance Code vide notification BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018. In compliance with the provisions of this Code, GPH Ispat Limited has ensured all required adherence. The compliance status of GPH Ispat Limited, along with the Auditors' Certificate for the year ended 30 June 2026, is provided in **Annexure-B, Page number 82 & Annexure-C, Page number 83**.

Unclaimed Dividend Transferred to the Capital Market Stabilization Fund

As per the Bangladesh Securities and Exchange Commission's Letter No. SEC/S RMIC/ 165/-2020/ Part-1/166 dated 6 July 2021, GPH Ispat Limited deposited a total of Tk. 73,50,364.42 to the Capital Market Stabilization Fund as unclaimed cash dividends of shareholders from the years 2011-2012 to 2021-2022. Additionally, the Company transferred 966 unclaimed suspense bonus shares and Tk. 4,05,000.00 as unclaimed IPO subscription money to the Capital Market Stabilization Fund. In compliance with regulatory requirements, the Company has disclosed the unclaimed dividend as a separate line item in the Balance Sheet of the Company. As on 30 June 2026, a summary of the unclaimed dividend of the shareholders is tabulated below:

Dividend Year	30 June 2026	30 June 2025
	Taka	Taka
Unclaimed Dividend 2024-2025	967,455.85	-
Unclaimed Dividend 2023-2024	1,969,237.90	2,201,285.80
Unclaimed Dividend 2022-2023	1,041,371.62	1,078,785.72
Unclaimed Dividend 2021-2022	-	842,923.07
Total	3,978,065.37	4,122,994.59

The details of the unclaimed dividend have been uploaded in the website of the Company at <https://www.gphispac.com.bd/investor-matters/unpaid-unclaimed-dividend-list>.

Marketing and Branding

Effective marketing policies and their proper implementation are crucial for achieving sustainable growth in market share. Driven by such visionary approach, GPH Ispat has adopted the world's latest and most advanced Quantum Electric Arc Furnace (QEAF) technology in Bangladesh. Leveraging this advanced technology, the Company has positioned itself as a leading manufacturer of high-strength and high-quality steel products. As a continuation of this commitment to innovation and quality, GPH Ispat introduced and commenced the manufacturing and marketing of GPH Quantum B600D-R and GPH Quantum B600C-R steel rebars for the first time in Bangladesh. To strengthen its market position and expand its customer base, the Company continues to focus on delivering superior-quality products supported by effective and diversified marketing and branding initiatives. The Company undertakes a wide range of marketing and branding activities, including television commercials, talk shows on various television channels, press advertisements, street beautification, billboards, neon signs, wall paintings, shop branding and merchandising, signboards, calendars, brochures, and flyers.

In addition, GPH Ispat has strengthened its digital presence through various social media and digital platforms, including Facebook, YouTube, LinkedIn, Instagram, and other online media channels, enabling the Company to engage with a wider audience and enhance brand awareness.

Human Resource Management and Employees Benefit

GPH Ispat recognizes its employees as the foundation of organizational excellence and sustainable growth and remains committed to developing a capable, engaged, and future-ready workforce. During the year, the Company continued to strengthen its Human Resource Management practices through structured talent management, competency-based learning and development, leadership

and managerial development, strategic recruitment, career development, and employee engagement initiatives. The Company also promotes a positive and inclusive workplace culture through various employee recognition, celebration, and team-building programs, fostering stronger engagement, collaboration, and a sense of belonging.

In line with its commitment to building a sustainable talent pipeline, GPH Ispat continued its industry-academia collaboration, industrial attachment, internship, and youth development initiatives. The Company further enhanced its HR practices through digital transformation, including the implementation of myGPH HR Software, to streamline HR processes and improve employee access to HR services and information. Employee well-being also remained a key priority through healthcare partnerships, health and safety initiatives, and other employee benefit programs. Through these integrated initiatives, GPH Ispat continues to strengthen its organizational capabilities, support employee well-being and professional growth, and build a resilient workforce capable of contributing to the Company's long-term sustainability and success.

Environment, Health and Safety Management

GPH Ispat Limited, as an industry pioneer, remains committed to responsible and sustainable business practices by integrating environmental, health and safety considerations into its operations. The Company continues to pursue sustainability initiatives aligned with Bangladesh's Nationally Determined Contributions (NDC) 2030 goals and relevant global sustainability frameworks. Emphasis is placed on efficient resource utilization, environmental protection, workplace safety and risk management. During the year, the Company continued to strengthen employees' awareness and preparedness through training and initiatives on first aid, risk awareness and hazard communication. GPH Ispat remains committed to fostering a safe and healthy workplace while contributing to sustainable industrial development and long-term environmental stewardship.

Our integrated approach to sustainability, encompassing energy efficiency, emission reduction, renewable energy investment, and circular economy practices, has earned GPH Ispat national and international recognition.

The achievement of **Environmental Product Declaration (EPD) and ISO 50001 certifications** further strengthens the Company's position as a benchmark for sustainable and responsible steelmaking in South Asia.

Credit Rating

Credit Rating Agency of Bangladesh Limited (CRAB) has assigned the Company's credit rating for the year 2025–2026, as follows:

Long Term Rating	Short Term Rating
A1	ST-3

“A1” indicates a strong capacity to meet long-term financial obligations and a relatively low credit risk.

“ST-3” indicates the company has above average ability to meet short-term financial commitments.

Our integrated approach to sustainability, encompassing energy efficiency, emission reduction, renewable energy investment, and circular economy practices, has earned GPH Ispat national and international recognition. The achievement of **Environmental Product Declaration (EPD) and ISO 50001 certifications** further strengthens the Company's position as a benchmark for sustainable and responsible steelmaking in South Asia.

Sk. Mujib Road, Agrabad C/A, Chattogram-4100, as the Statutory Auditors of the Company for the financial year ending 30 June 2027, subject to the approval of the shareholders at the forthcoming Annual General Meeting.

The Board of Directors has also recommended to appoint Hoda Vasi Choudhury & Co., Chartered Accountants, as the Corporate Governance Compliance Auditors of the Company for the financial year ending 30 June 2027, subject to the approval of the shareholders at the forthcoming Annual General Meeting.

Contribution to the National Exchequer

GPH Ispat Limited has consistently contributed to the national economy through its tax, duty, and other statutory payments. Despite the challenging business environment during FY 2025–2026, the Company contributed BDT 3,854.38 million to the National Exchequer through Value Added Tax (VAT), Corporate Tax, Source Tax, Supplementary Duty (SD), Customs Duty, and various registration fees. In addition, the Company paid BDT 4,733.45 million towards Electricity and Gas bills during the year. These substantial contributions demonstrate the Company's continued commitment to its statutory responsibilities and its role as a responsible corporate citizen, while supporting the country's economic and industrial development.

Acknowledgments

On behalf of the Board of Directors, I would like to express my heartfelt gratitude and sincere appreciation to all our valued shareholders for their unwavering support, trust, and confidence in the Company. We look forward to receiving your continued trust, support, and cooperation in the years ahead as we remain committed to achieving sustainable growth, greater success, and long-term value for all our stakeholders.

On behalf of the Board



Md. Alamgir Kabir
Chairman

Appointment of Statutory Auditors and Corporate Governance Compliance Auditors

The statutory auditors, M/S Ali Zahir Ashraf & Co., Chartered Accountants, Ali Bhaban (8th Floor), 09 Rajuk Avenue, Motijheel C/A, Dhaka-1000, served as the Statutory Auditors of the Company for the financial year ended 30 June 2026 and duly submitted their Audit Report. The Board of Directors has recommended to appoint Ahmed Zaker & Co., Chartered Accountants, 74,

৩০ জুন, ২০২৬ইং তারিখে সমাপ্ত বছরের জন্য শেয়ারহোল্ডারগণের নিকট পরিচালনা পর্ষদের প্রতিবেদন

সম্মানিত শেয়ারহোল্ডারবৃন্দ,
আসসালামু আলাইকুম,

জিপিএইচ ইস্পাত লিমিটেডের পরিচালনা পর্ষদের পক্ষ থেকে আপনাদের সকলকে কোম্পানির ২০তম বার্ষিক সাধারণ সভায় আন্তরিক স্বাগত জানাচ্ছি। আপনাদের নিকট কোম্পানির বার্ষিক প্রতিবেদন উপস্থাপন করতে পেরে আমি অত্যন্ত আনন্দিত ও সম্মানিত বোধ করছি। উক্ত বার্ষিক প্রতিবেদনে ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত অর্থবছরের পরিচালকমন্ডলীর প্রতিবেদন, নিরীক্ষিত আর্থিক বিবরণী এবং নিরীক্ষকের প্রতিবেদন অন্তর্ভুক্ত রয়েছে, যা আপনাদের সদয় বিবেচনা, গ্রহণ ও অনুমোদনের জন্য উপস্থাপন করা হলো। কোম্পানি আইন ১৯৯৪-এর ধারা ১৮৪ এবং বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন (বিএসইসি) কর্তৃক জারিকৃত কর্পোরেট গভর্ন্যান্স কোডের [নোটিফিকেশন নং: এসইসি/ সিএমআরআরসিডি/ ২০০৬-১৫৮/২০৭/এডমিন/৮০, ০৩ জুন ২০১৮ইং] বিধানাবলি প্রতিপালনপূর্বক এই প্রতিবেদন প্রণয়ন করা হয়েছে।

ইস্পাত শিল্পের সার্বিক অবস্থা ও সম্ভাব্য ভবিষ্যত উন্নয়ন

অর্থনৈতিক পরিস্থিতি:

২০২৫-২০২৬ অর্থবছরে বাংলাদেশের অর্থনীতি একটি চ্যালেঞ্জিং সাময়িক অর্থনৈতিক পরিস্থিতির মধ্য দিয়ে অগ্রসর হয়েছে, যেখানে অর্থনৈতিক কর্মকাণ্ডের মন্থরতা, অব্যাহত মূল্যস্ফীতির চাপ, উচ্চ সুদের হার, বেসরকারি বিনিয়োগের দুর্বলতা এবং আর্থিক খাতের বিভিন্ন ঝুঁকি বিদ্যমান ছিল। বিশ্বব্যাপকের তথ্য অনুযায়ী, ২০২৫-২০২৬ অর্থবছরে বাংলাদেশের প্রকৃত জিডিপি প্রবৃদ্ধি ছিল ৩.৯ শতাংশ, যা ২০২৬-২০২৭ অর্থবছরে প্রায় ৪.৫ শতাংশ-এ উন্নীত হওয়ার পূর্বাভাস দেওয়া হয়েছে। অন্যদিকে, আন্তর্জাতিক মুদ্রা তহবিল (আইএমএফ) বাংলাদেশের অর্থনৈতিক প্রবৃদ্ধি ধীরে ধীরে পুনরুদ্ধার হবে বলে প্রত্যাশা করছে এবং ২০২৬-২০২৭ অর্থবছরে জিডিপি প্রবৃদ্ধি ৪.৭ শতাংশ হবে বলে পূর্বাভাস দিয়েছে। তবে, আইএমএফ সতর্ক করেছে যে প্রয়োজনীয় সংস্কার কার্যক্রম বাস্তবায়নে বিলম্ব হলে তা অর্থনৈতিক প্রবৃদ্ধিকে বাধাগ্রস্ত করতে পারে, মূল্যস্ফীতির চাপ বৃদ্ধি করতে পারে এবং সাময়িক আর্থিক খাতের ঝুঁকি আরও বাড়িয়ে তুলতে পারে। মূল্যস্ফীতি ব্যবসা প্রতিষ্ঠান ও সাধারণ জনগণ উভয়ের জন্যই একটি গুরুত্বপূর্ণ উদ্বেগের বিষয় হিসেবে রয়ে গেছে। আইএমএফের তথ্য অনুযায়ী, ২০২৬-২০২৭ অর্থবছরে ভোক্তা-মূল্যস্ফীতি প্রায় ৯.২ শতাংশ পর্যায়ে থাকতে পারে, অন্যদিকে এশীয় উন্নয়ন ব্যাংক (এডিবি)-ও

মূল্যস্ফীতি উচ্চ পর্যায়ে অব্যাহত থাকার পূর্বাভাস দিয়েছে। পণ্যমূল্যের উর্ধ্বগতি এবং উচ্চ ঋণ গ্রহণ ব্যয় সম্মিলিতভাবে ভোক্তাদের ক্রয়ক্ষমতা এবং বেসরকারি খাতের বিনিয়োগকে সীমিত করেছে।

একই সময়ে, বাংলাদেশের মধ্যমেয়াদি অর্থনৈতিক প্রবৃদ্ধির ক্ষেত্রে বেশ কিছু গুরুত্বপূর্ণ শক্তিশালী ভিত্তি বিদ্যমান রয়েছে। এর মধ্যে রয়েছে বৃহৎ অভ্যন্তরীণ বাজার, ক্রমবর্ধমান কর্মক্ষম বয়সী জনসংখ্যা, অবকাঠামোগত উন্নয়নের ব্যাপক প্রয়োজনীয়তা এবং শিল্পায়নের ধারাবাহিক চাহিদা। বিশ্বব্যাপক অর্থনীতিকে আরও শক্তিশালী ও টেকসই প্রবৃদ্ধির পথে এগিয়ে নিতে সাময়িক অর্থনৈতিক স্থিতিশীলতা পুনঃপ্রতিষ্ঠা, আর্থিক খাতকে শক্তিশালীকরণ, রাজস্ব আহরণ ব্যবস্থার উন্নয়ন এবং বেসরকারি বিনিয়োগ পুনরুজ্জীবিত করার উপর বিশেষভাবে গুরুত্বারোপ করেছে।

বাংলাদেশের ইস্পাত শিল্পের বর্তমান অবস্থা

বাংলাদেশের শিল্প ও নির্মাণ অর্থনীতির একটি কৌশলগতভাবে গুরুত্বপূর্ণ উপাদান হিসেবে ইস্পাত শিল্প দীর্ঘদিন ধরে গুরুত্বপূর্ণ ভূমিকা পালন করে আসছে। দেশের অভ্যন্তরীণ ইস্পাতের চাহিদা নির্মাণ কার্যক্রম, অবকাঠামো উন্নয়ন, আবাসন খাত, শিল্প সম্প্রসারণ এবং সরকারি বিনিয়োগের সঙ্গে ঘনিষ্ঠভাবে সম্পর্কিত। তবে সাম্প্রতিক বছরগুলোতে নির্মাণ কার্যক্রম ও বেসরকারি বিনিয়োগে মন্থরতার কারণে এ ইস্পাত শিল্প উল্লেখযোগ্য ধীরগতির সম্মুখীন হয়েছে।

ইস্পাত শিল্প সংশ্লিষ্ট বিভিন্ন হিসাব অনুযায়ী, বর্তমানে বাংলাদেশে স্থাপিত ইস্পাত উৎপাদন সক্ষমতা প্রায় ৯০ লক্ষ টনেরও বেশি, যেখানে বার্ষিক প্রকৃত চাহিদা উল্লেখযোগ্যভাবে কমে প্রায় ৬০ থেকে ৭০ লক্ষ টনের মধ্যে সীমাবদ্ধ রয়েছে। এর ফলে শিল্পে উল্লেখযোগ্য অতিরিক্ত উৎপাদন সক্ষমতা সৃষ্টি হয়েছে এবং সক্ষমতার ব্যবহার তুলনামূলকভাবে নিম্ন পর্যায়ে রয়েছে। প্রতিকূল ব্যবসায়িক ও অপারেশনাল পরিবেশ উৎপাদন কার্যক্রমকেও প্রভাবিত করেছে। শিল্প সংশ্লিষ্ট প্রতিবেদন অনুযায়ী, দেশের ইস্পাত উৎপাদন উল্লেখযোগ্যভাবে হ্রাস পেয়েছে। একই সময়ে বাজারে আরও নতুন উৎপাদন সক্ষমতা যুক্ত হওয়ার সম্ভাবনা রয়েছে, যা চাহিদা সমানুপাতিক হারে বৃদ্ধি না পেলে শিল্পে প্রতিযোগিতা আরো তীব্র করতে পারে।

সরকারি ও বেসরকারি উভয় খাতের নির্মাণ কার্যক্রমে মন্থরতা, উচ্চ অর্থায়ন ব্যয়, জ্বালানি ও অপারেশনাল ব্যয়ের বৃদ্ধি, বৈদেশিক মুদ্রার সীমাবদ্ধতা এবং কাঁচামালের মূল্যের অস্থিরতা ইস্পাত শিল্পের কার্যক্রম ও আর্থিক সক্ষমতার উপর বিরূপ প্রভাব ফেলেছে। ফলে ইস্পাত উৎপাদনকারী এমন একটি পরিবেশে কার্যক্রম পরিচালনা করছে, যেখানে বিদ্যমান উৎপাদন সক্ষমতা কার্যকর বাজার চাহিদার তুলনায় উল্লেখযোগ্যভাবে বেশি। তবে এসব চ্যালেঞ্জ সত্ত্বেও শিল্পটি প্রযুক্তিগত আধুনিকায়ন, পণ্যের বহুমুখীকরণ, গুণগত মান উন্নয়ন এবং অপারেশনাল দক্ষতা বৃদ্ধিতে বিনিয়োগ অব্যাহত রেখেছে। আধুনিক প্রযুক্তির ক্রমবর্ধমান ব্যবহার, উচ্চমানের শক্তিশালী এবং ভ্যালু সংযোজিত ইস্পাত পণ্যের প্রসার ভবিষ্যতে শিল্পটির দক্ষতা ও প্রতিযোগিতামূলক সক্ষমতা বৃদ্ধির একটি শক্তিশালী ভিত্তি তৈরি করছে।

ইস্পাত শিল্পের প্রবৃদ্ধি, সম্ভাবনা ও আশাবাদ

বর্তমান চক্রীয় মন্দা সত্ত্বেও বাংলাদেশের ইস্পাত শিল্পের দীর্ঘমেয়াদি মৌলিক ভিত্তি এখনও আশাব্যঞ্জক। ইস্পাতের ব্যবহার অর্থনৈতিক উন্নয়ন, নগরায়ণ, শিল্পায়ন এবং অবকাঠামো বিনিয়োগের সঙ্গে নিবিড়ভাবে সম্পর্কিত। বাংলাদেশের অর্থনীতি ধীরে ধীরে উচ্চতর প্রবৃদ্ধির ধারায় ফিরে আসার সঙ্গে সঙ্গে নির্মাণ, অবকাঠামো এবং উৎপাদনশীল খাতের কার্যক্রম বৃদ্ধির মাধ্যমে ইস্পাতের চাহিদাও পুনরুদ্ধার হবে বলে প্রত্যাশা করা যায়।

ইস্পাত শিল্পের ভবিষ্যৎ বিকাশে বেশ কয়েকটি কাঠামোগত সুযোগ গুরুত্বপূর্ণ ভূমিকা রাখবে বলে ধারণা করা হচ্ছে। সড়ক, মেট্রোরেল, সেতু, রেলপথ, বন্দর, বিদ্যুৎ উৎপাদন, অর্থনৈতিক অঞ্চল এবং অন্যান্য অবকাঠামো খাতে অব্যাহত বিনিয়োগ দীর্ঘমেয়াদে কাঠামোগত উন্নয়নে শক্তিশালী ইস্পাত পণ্যের চাহিদা বৃদ্ধিতে সহায়ক হবে। সরকারি উন্নয়ন ব্যয় এবং অবকাঠামো প্রকল্পসমূহের কার্যক্রম পুনরুজ্জীবিত হলে তা ইস্পাতের চাহিদা বৃদ্ধিতে একটি গুরুত্বপূর্ণ অনুঘটক হিসেবে কাজ করতে পারে। পণ্যের গুণগত মান, আন্তর্জাতিক মানদণ্ড ভিত্তিক সনদায়ন এবং ব্যয় প্রতিযোগিতামূলক সক্ষমতার উন্নয়নের মাধ্যমে বাংলাদেশের নির্বাচিত ইস্পাত পণ্যসমূহ ধীরে ধীরে আঞ্চলিক ও আন্তর্জাতিক বাজারে প্রবেশের সুযোগ সৃষ্টি করতে পারে।

বৈশ্বিক ইস্পাত শিল্পের পূর্বাভাসও সতর্ক আশাবাদের ইঙ্গিত প্রদান করছে। ফলে, স্বল্পমেয়াদি পরিস্থিতি এখনও চ্যালেঞ্জিং থাকলেও ইস্পাত শিল্পের মধ্যম ও দীর্ঘমেয়াদি সম্ভাবনা মৌলিকভাবে ইতিবাচক রয়েছে। বিশেষ করে শক্তিশালী আর্থিক ভিত্তি, আধুনিক প্রযুক্তি, বহুমুখী পণ্যসম্পদ এবং সুশৃঙ্খল ব্যয় ব্যবস্থাপনায় সক্ষম দক্ষ উৎপাদক প্রতিষ্ঠানসমূহ ভবিষ্যতে এ শিল্পের প্রবৃদ্ধির সুযোগ থেকে অধিকতর সুবিধা অর্জন করতে সক্ষম হবে।

বাংলাদেশের ইস্পাত শিল্পের চ্যালেঞ্জসমূহ

বাংলাদেশের ইস্পাত শিল্প ২০২৬-২০২৭ অর্থবছর এবং নিকট ভবিষ্যতে বেশ কয়েকটি গুরুত্বপূর্ণ চ্যালেঞ্জের সম্মুখীন থাকবে বলে ধারণা করা হচ্ছে। এর মধ্যে সবচেয়ে জরুরি উদ্বেগের বিষয় হলো বাজারে চাহিদার মন্থরতা, যা নির্মাণ কার্যক্রম হ্রাস, বেসরকারি খাতের বিনিয়োগে স্থবিরতা এবং সরকারি উন্নয়ন ও অবকাঠামো প্রকল্প বাস্তবায়নের ধীরগতির কারণে সৃষ্টি হয়েছে। বাজারে দুর্বল চাহিদার পাশাপাশি বিদ্যমান উল্লেখযোগ্য উৎপাদন সক্ষমতা শিল্পে তীব্র প্রতিযোগিতা অব্যাহত রাখার সম্ভাবনা রয়েছে, যা বিক্রয়মূল্য, উৎপাদন সক্ষমতার ব্যবহার এবং মুনাফার মার্জিনের উপর অব্যাহত চাপ সৃষ্টি করতে পারে।

উচ্চ সুদের হার এবং ঋণের ব্যয়ও শিল্পটির জন্য একটি বড় চ্যালেঞ্জ হিসেবে অব্যাহত থাকার সম্ভাবনা রয়েছে। উচ্চ অর্থায়ন ব্যয়ের ফলে কার্যকরী মূলধন, প্রকল্প অর্থায়ন এবং মূলধনী বিনিয়োগের ব্যয় বৃদ্ধি পায়, যা ইস্পাত শিল্পের মতো মূলধননির্ভর খাতের জন্য বিশেষভাবে চাপ সৃষ্টি করে। মজুদ পণ্য, কাঁচামাল,

জ্বালানি, পরিবহন এবং দৈনন্দিন কারখানা পরিচালনার ব্যয় নির্বাহের জন্য ইস্পাত উৎপাদনকারী প্রতিষ্ঠানগুলোর উল্লেখযোগ্য পরিমাণ কার্যকরী মূলধনের প্রয়োজন হয়। পাশাপাশি, বৈদেশিক মুদ্রার বিনিময় হারের অস্থিরতা এবং আমদানি ব্যয় বৃদ্ধি গুরুত্বপূর্ণ কাঁচামাল ও যন্ত্রপাতির ব্যয় আরও বাড়িয়ে দিতে পারে, যা সামগ্রিক উৎপাদন ব্যয়ের উপর অতিরিক্ত চাপ সৃষ্টি করবে।

জ্বালানি ব্যয় আরেকটি গুরুত্বপূর্ণ উদ্বেগের বিষয়, কারণ ইস্পাত উৎপাদন একটি অত্যন্ত জ্বালানি-নিবিড় প্রক্রিয়া এবং একারণে এটি বিদ্যুৎ, গ্যাস ও অন্যান্য জ্বালানি-সম্পর্কিত ব্যয় বৃদ্ধির প্রতি বিশেষভাবে সংবেদনশীল। জ্বালানি সরবরাহে যেকোনো ধরনের বিঘ্ন বা জ্বালানির মূল্যের দীর্ঘস্থায়ী বৃদ্ধি উৎপাদন দক্ষতা এবং পরিচালন মুনাফার মার্জিনকে নেতিবাচকভাবে প্রভাবিত করতে পারে। এছাড়াও, মূল্যস্ফীতির চাপ, বৈদেশিক মুদ্রার বিনিময় হারের অস্থিরতা, পরিবহন ও উৎপাদন উপকরণের ব্যয় বৃদ্ধি এবং সামগ্রিক ব্যবসায়িক পরিবেশের অনিশ্চয়তা শিল্পটির পুনরুদ্ধার প্রক্রিয়াকে অব্যাহতভাবে বাধাগ্রস্ত করতে পারে।

বর্তমানে প্রচলিত সরকারি করনীতি ইস্পাত শিল্পের উপর উল্লেখযোগ্য চাপ সৃষ্টি করছে, যা তুলনামূলকভাবে ব্যয়বহুল এবং কিছু ক্ষেত্রে এখাতের জন্য অনুকূল নয়। বাংলাদেশের অবকাঠামো উন্নয়ন, শিল্পায়ন, কর্মসংস্থান সৃষ্টি এবং সামগ্রিক অর্থনৈতিক প্রবৃদ্ধিতে ইস্পাত শিল্পের কৌশলগত গুরুত্ব বিবেচনায় এ খাতের জন্য আরও সহায়ক ও শিল্পবান্ধব রাজস্ব ও করনীতি প্রণয়নের প্রয়োজনীয়তা অত্যন্ত গুরুত্বপূর্ণ।

বাংলাদেশের ইস্পাত শিল্পে জিপিএইচ ইস্পাতের উদ্ভাবন ও উৎকর্ষতা

বিগত কয়েক বছর ধরে বিভিন্ন প্রতিকূল অর্থনৈতিক ও ব্যবসায়িক পরিস্থিতির সম্মুখীন হওয়া সত্ত্বেও, জিপিএইচ ইস্পাত সর্বোচ্চ মানের ইস্পাত পণ্য উৎপাদনের মাধ্যমে দেশের নিরাপদ শিল্প ও অবকাঠামোগত উন্নয়নে উল্লেখযোগ্য অবদান রেখে চলেছে। উৎপাদন প্রক্রিয়ায় বিশ্ব সেরা “কোয়ান্টাম ইলেকট্রিক আর্ক ফার্নেস অ্যান্ড উইনলিংক” প্রযুক্তি ব্যবহার করে বাংলাদেশে প্রথমবারের মতো যুগান্তকারী পণ্য GPH QUANTUM B600C-R এবং GPH QUANTUM B600D-R স্টিল রি-বার উৎপাদন করছে।

জিপিএইচ ইস্পাত দেশের নির্মাণ খাতের মানোন্নয়নে অবদান রাখতে উদ্ভাবনী ও উচ্চমানসম্পন্ন ইস্পাত পণ্য উৎপাদন অব্যাহত রাখতে দৃঢ়ভাবে প্রতিশ্রুতিবদ্ধ। আমাদের উন্নত ৬০০ গ্রেডের রডসহ উচ্চমানসম্পন্ন শক্তিশালী রিবারসমূহ খরচ-সাম্রয়, টেকসই, কাঠামোগত দৃঢ়তা এবং ভূমিকম্প সহনশীলতার ক্ষেত্রে নতুন মানদণ্ড স্থাপন করেছে। একই সঙ্গে এসব পণ্য বাংলাদেশের সামগ্রিক অর্থনৈতিক ও অবকাঠামোগত উন্নয়নেও গুরুত্বপূর্ণ অবদান রেখে চলেছে। আমাদের GPH One কাস্টমাইজড কাট-অ্যান্ড-বেন্ড সেবার মাধ্যমে নির্মাণ প্রকল্প বাস্তবায়নকে আরো দ্রুত, নিরাপদ এবং নির্ভুল করে তুলতে সক্ষম হচ্ছে। বিশ্বের শীর্ষস্থানীয় নির্মাণ প্রযুক্তি প্রতিষ্ঠান

Fortune 500 CRH-এর সহযোগী প্রতিষ্ঠান খবারধঃ-এর সঙ্গে আমাদের অংশীদারিত্ব আধুনিক নির্মাণ খাতের জন্য বিশ্বমানের ও আন্তর্জাতিকভাবে প্রত্যায়িত মেকানিক্যাল কাপলার, প্রিকাস্ট এক্সেসরিজ, পোস্ট-টেনশনিং সমাধান এবং আধুনিক ভবনের বহিরাবরণ বা বিল্ডিং এনভেলপের জন্য সমন্বিত **Glass Facade Accessories**-সহ আমাদের পণ্য ও সেবার পরিধিকে আরও

সম্প্রসারিত করেছে। এসকল উদ্ভাবনী সমাধানের পরিপূরক হিসেবে, আমাদের Seismic Base Isolation System গুরুত্বপূর্ণ অবকাঠামোকে বিশ্বমানের সুরক্ষা প্রদান করছে, যা একটি অধিক নিরাপদ, শক্তিশালী ও দুর্যোগ-সহনশীল বাংলাদেশ গড়ে তোলায় আমাদের প্রত্যয় ও স্বপ্নকে আরও সুদৃঢ় করেছে।

পণ্য অনুযায়ী ফলাফল

জিপিএইচ ইস্পাত লিমিটেড এর প্রধান পণ্যসমূহ হলো এম.এস. বিলেট এবং এম.এস. রড। ২০২৫-২০২৬ অর্থবছরে পণ্য ভিত্তিক ফলাফল সংশ্লিষ্ট পূর্ববর্তী অর্থবছরের তুলনায় নিম্নোক্ত সারণিতে উপস্থাপন করা হলো:

বিবরণ	এম.এস. বিলেট		এম.এস. রড	
	২০২৫-২০২৬	২০২৪-২০২৫	২০২৫-২০২৬	২০২৪-২০২৫
উৎপাদন ক্ষমতা (মে. টন)	১,০৫০,০০০	১,০৫০,০০০	৭৯০,০০০	৭৯০,০০০
উৎপাদনের পরিমাণ (মে. টন)	৪৯৮,৫২০	৬১৪,৮৮৬	৪৮৪,৭৫৭	৬৩৮,৫২৩
উৎপাদন ক্ষমতার ব্যবহার (%)	৪৭.৪৮	৫৮.৫৬	৬১.৩৬	৮০.৮৩

২০২৫-২০২৬ অর্থবছরে এম.এস. বিলেট এবং এম.এস. রড উভয় পণ্যের উৎপাদন সক্ষমতার ব্যবহার হ্রাস পাওয়ার প্রধান কারণ ছিল উৎপাদনের জন্য প্রয়োজনীয় উপকরণের প্রাপ্যতা ও সরবরাহ সংক্রান্ত সীমাবদ্ধতা। বিশেষ করে, বিদ্যুৎ ও গ্যাসের সরবরাহে ঘাটতি ও বিঘ্ন, পাশাপাশি গুরুত্বপূর্ণ কাঁচামালের প্রাপ্যতার সীমাবদ্ধতা উৎপাদন কার্যসূচি এবং অপারেশনাল দক্ষতার উপর বিরূপ প্রভাব ফেলেছে। এছাড়াও, বাজারে চাহিদার মন্থরতা এবং প্রতিকূল ব্যবসায়িক ও অপারেশনাল পরিবেশও উৎপাদন সক্ষমতার ব্যবহার হ্রাস পাওয়ার ক্ষেত্রে ভূমিকা রেখেছে।

ঝুঁকি ও ঝুঁকি প্রশমন পরিকল্পনা

বাংলাদেশের ইস্পাত শিল্প বর্তমানে বহুমাত্রিক ঝুঁকি ও চ্যালেঞ্জপূর্ণ পরিবেশে পরিচালিত হচ্ছে। বিশেষত, কাঁচামাল, বিদ্যুৎ ও গ্যাসসহ উৎপাদনের জন্য প্রয়োজনীয় প্রধান উপকরণসমূহের পর্যাপ্ত প্রাপ্যতা এবং নিরবচ্ছিন্ন সরবরাহ নিশ্চিত করা শিল্পটির জন্য একটি গুরুত্বপূর্ণ চ্যালেঞ্জ হিসেবে বিবেচিত হচ্ছে। পাশাপাশি, সাম্প্রতিক বছরগুলোতে স্থানীয় মুদ্রার অবমূল্যায়নও শিল্পখাতটির জন্য একটি উল্লেখযোগ্য উদ্বেগের কারণ হয়ে দাঁড়িয়েছে।

কোম্পানির পরিচালনা পর্ষদ এবং ব্যবস্থাপনা টীম কোম্পানির মুনাফা ও ব্যবসার টেকসই প্রবৃদ্ধি প্রভাবিত করতে পারে এমন সম্ভাব্য অভ্যন্তরীণ ও বাহ্যিক ঝুঁকিসমূহ নিয়মিতভাবে পর্যবেক্ষণ, মূল্যায়ন ও শনাক্ত করে এবং এসব ঝুঁকি প্রশমনে প্রয়োজনীয় ও উপযুক্ত ব্যবস্থা গ্রহণ করে থাকে। তবে, বিনিয়োগকারীদের যেকোনো বিনিয়োগ সিদ্ধান্ত গ্রহণের পূর্বে উল্লেখিত ঝুঁকির বিষয়সমূহ সতর্কতার সঙ্গে বিবেচনা করার পরামর্শ প্রদান করা হচ্ছে। আমাদের ব্যবসাকে প্রভাবিত করে এমন সম্ভাব্য প্রধান ঝুঁকি এবং উক্ত ঝুঁকিগুলো প্রশমনে আমাদের কৌশল

সংযুক্তি-D, পৃষ্ঠা নং ৯৮ এবং আর্থিক বিবরণীর নোট নং ৪৫, পৃষ্ঠা নং ১৬০-এ বিশদভাবে বর্ণনা করা হয়েছে।

বিক্রিত পণ্যের ব্যয়, মোট মুনাফার হার ও নীট মুনাফার হার সম্পর্কিত আলোচনা:

বিক্রিত পণ্যের ব্যয়

২০২৫-২০২৬ অর্থবছরে কোম্পানির বিক্রিত পণ্যের ব্যয় উল্লেখযোগ্যভাবে হ্রাস পেয়ে ৩২,৩৪৯.৫২ মিলিয়ন টাকা হয়েছে, যা ২০২৪-২০২৫ অর্থবছরে ৪৮,২২৪.৮১ মিলিয়ন টাকার তুলনায় প্রায় ৩২.৯২ শতাংশ কম। এই হ্রাস মূলত কোম্পানির রাজস্ব ও বিক্রয়ের পরিমাণ হ্রাসের সঙ্গে সামঞ্জস্যপূর্ণ। অধিকন্তু, নীট রাজস্বের শতাংশ হিসেবে বিক্রিত পণ্যের ব্যয় ২০২৪-২০২৫ অর্থবছরের প্রায় ৮৬.০২ শতাংশ থেকে হ্রাস পেয়ে ২০২৫-২০২৬ অর্থবছরে ৮২.১০ শতাংশে দাঁড়িয়েছে, যা কোম্পানির ব্যয় দক্ষতা এবং মোট মুনাফার সক্ষমতার উন্নতি নির্দেশ করে।

মোট মুনাফার হার

২০২৫-২০২৬ অর্থবছরে কোম্পানির মোট মুনাফার হার উল্লেখযোগ্যভাবে বৃদ্ধি পেয়ে ১৭.৯০ শতাংশে উন্নীত হয়েছে, যা পূর্ববর্তী অর্থবছরে ১৩.৯৮ শতাংশ ছিল। ফলে মোট মুনাফার হার ৩.৯২ শতাংশ বৃদ্ধি পেয়েছে। যদিও নীট রাজস্ব প্রায় ২৯.৭২ শতাংশ হ্রাস পেয়েছে, তবুও কোম্পানি ৭,০৫১.৬৪ মিলিয়ন টাকা মোট মুনাফা অর্জন করেছে, যা পূর্ববর্তী অর্থবছরের ৭,৮৩৯.১৩ মিলিয়ন টাকার তুলনায় প্রায় ১০.০৫ শতাংশ কম। অর্থাৎ, রাজস্বের উল্লেখযোগ্য হ্রাসের তুলনায় মোট মুনাফার হ্রাস ছিল তুলনামূলকভাবে সীমিত। মোট মুনাফার হারের এই উন্নতি নির্দেশ করে যে, প্রতিকূল ও চ্যালেঞ্জপূর্ণ ব্যবসায়িক পরিবেশের মধ্যেও কোম্পানি নীট রাজস্বের তুলনায় বিক্রিত পণ্যের ব্যয় অধিকতর কার্যকরভাবে নিয়ন্ত্রণ করতে সক্ষম হয়েছে।

নীট মুনাফার হার

২০২৫-২০২৬ অর্থবছরে কোম্পানির নীট মুনাফার হার উল্লেখযোগ্যভাবে বৃদ্ধি পেয়ে পূর্ববর্তী অর্থবছরের ঋণাত্মক ০.৪৪ শতাংশ থেকে ২০২৫-২০২৬ অর্থবছরে ০.০৯ শতাংশে উন্নীত হয়েছে। ২০২৫-২০২৬ অর্থবছরে কোম্পানি ৩৫.৪৮ মিলিয়ন

টাকা কর-পরবর্তী মুনাফা অর্জন করেছে, যেখানে পূর্ববর্তী অর্থবছরে ২৪৫.৭০ মিলিয়ন টাকা কর-পরবর্তী লোকসান হয়েছিল। রাজস্বে উল্লেখযোগ্য হ্রাস সত্ত্বেও এই ইতিবাচক পরিবর্তন কোম্পানির নীট মুনাফা বা চূড়ান্ত আর্থিক ফলাফলে উল্লেখযোগ্য অগ্রগতির প্রতিফলন করে।

কোম্পানির গত ছয় বছরের বিক্রিত পণ্যের ব্যয়, মোট মুনাফা এবং নীট মুনাফার পরিমাণ নিম্নে চক আকারে দেখানো হল:

(টাকার পরিমাণ মিলিয়ন)

বিবরণ	২০২৫-২০২৬	২০২৪-২০২৫	২০২৩-২০২৪	২০২২-২০২৩	২০২১-২০২২	২০২০-২০২১
	টাকা	টাকা	টাকা	টাকা	টাকা	টাকা
বিক্রিত পণ্যের ব্যয়	৩২,৩৪৯.৫২	৪৮,২২৪.৮১	৪৭,৮৩৩.২৬	৪৯,৬৯৬.৫৩	৪০,৪৭৮.৪৫	২৩,৯৬৫.১৫
মোট মুনাফা	৭,০৫১.৬৪	৭,৮৩৯.১৩	৭,৯৯৬.০২	৭,৯৬০.৩৬	৬,৩৪৯.০৮	৪,২০১.৩১
নীট মুনাফা	৩৫.৪৮	(২৪৫.৭০)	৮৫৭.৭৪	২৬৭.৬১	১,৪৯৪.২৮	১,৬৬০.৮৯

বিশেষ কার্যক্রম এবং এর প্রভাব (ক্ষতি/লাভ)

২০২৫-২০২৬ অর্থবছরে, জিপিএইচ ইস্পাত লিমিটেড কোন ধরনের বিশেষ কার্যক্রম গ্রহণ করেনি এবং এই সম্পর্কিত কোন লাভ বা ক্ষতি হয়নি।

সংশ্লিষ্ট পক্ষের সাথে লেনদেন

২০২৫-২০২৬ অর্থবছরে, কোম্পানি স্বাভাবিক ব্যবসায়িক কার্যক্রমের অংশ হিসেবে সংশ্লিষ্ট পক্ষসমূহের সঙ্গে প্রচলিত বাজারভিত্তিক ও ন্যায্য শর্তে (আর্মস-লেহু) লেনদেন সম্পাদন করেছে। উক্ত লেনদেনসমূহের প্রকৃতি, পরিমাণ এবং অনিশ্পন্ন স্থিতি প্রযোজ্য ফিন্যান্সিয়াল রিপোর্টিং ফ্রেমওয়ার্ক বিধান অনুযায়ী ৩০ জুন ২০২৬ তারিখে সমাপ্ত বছরের নিরীক্ষিত আর্থিক বিবরণীর নোট নং-৩৮, পৃষ্ঠা নং ১৫৮-তে যথাযথভাবে প্রকাশ করা হয়েছে।

পাবলিক ইস্যু এবং রাইট শেয়ার ইস্যু হতে প্রাপ্ত অর্থের ব্যবহার

পাবলিক ইস্যু এবং রাইট শেয়ার ইস্যু হতে প্রাপ্ত অর্থ যথাক্রমে ২০১১-২০১২ এবং ২০১৯-২০২০ হিসাববর্ষে সম্পূর্ণ ব্যবহারের ফলে কোম্পানির নিকট উক্ত উৎস হতে প্রাপ্ত আর কোন অর্থ অব্যবহৃত নেই।

প্রাথমিক গণপ্রস্তাব (আইপিও) এবং রাইট শেয়ার ইস্যু পরবর্তী কোম্পানির আর্থিক ফলাফল

প্রাথমিক গণপ্রস্তাব (আইপিও) এবং রাইট শেয়ার ইস্যুর পর থেকে এখন পর্যন্ত কোম্পানির আর্থিক ফলাফলে উল্লেখযোগ্য কোন ধরণের অবনতি বা বিরূপ পরিস্থিতির সৃষ্টি হয়নি। উপরন্তু, প্রতিষ্ঠানগত থেকে কোম্পানি ধারাবাহিক প্রবৃদ্ধি বজায় রাখার পাশাপাশি নিয়মিত মুনাফা অর্জনের মাধ্যমে উল্লেখযোগ্য আর্থিক ফলাফল প্রদর্শন করে আসছে।

ত্রৈমাসিক আর্থিক ফলাফল ও বার্ষিক আর্থিক বিবরণীর মধ্যে উল্লেখযোগ্য পার্থক্য

ত্রৈমাসিক আর্থিক ফলাফল এবং বার্ষিক আর্থিক ফলাফলের তুলনামূলক চিত্র নিম্নে প্রদর্শন করা হলো:

(টাকার পরিমাণ মিলিয়ন)

বিবরণ	বার্ষিক ফলাফল	ত্রৈমাসিক ফলাফল			
	জুলাই-২৫- জুন-২৬	৪র্থ প্রান্তিক (এপ্রিল-২৬- জুন-২৬)	৩য় প্রান্তিক (জানুয়ারী-২৬- মার্চ-২৬)	২য় প্রান্তিক (অক্টোবর-২৫- ডিসেম্বর-২৫)	১ম প্রান্তিক (জুলাই-২৫- সেপ্টেম্বর-২৫)
মোট আয়	৪০,৬৯৩.৩৯	৭,৪৯০.৯৩	৯,৫৮৮.৫৫	১১,০১৭.০৪	১২,৫৯৬.৮৭
মোট মুনাফা	৭,০৫১.৬৪	১,৮৭১.০৩	১,৫৮২.৪৮	১,৭০৫.১৩	১,৮৯৩.০০
অপারেটিং মুনাফা	৫,৮৮৩.৩৩	১,৬৭৭.৪২	১,২৭৪.৯৮	১,৩৬৫.০৭	১,৫৬৫.৮৬
কর পূর্ব মুনাফা	৬১৫.৬০	১৩৩.৬২	১২.২৯	২২৫.৭৪	২৪৩.৯৫
কর পরবর্তী মুনাফা	৩৫.৪৮	১৪১.৯৪	(১৫২.০৫)	১৯.৯৭	২৫.৬২
শেয়ার প্রতি আয় (ইপিএস)	০.০৭	০.২৯	(০.৩১)	০.০৪	০.০৫

২০২৫-২০২৬ অর্থবছরে কোম্পানি ৪০,৬৯৩.৩৯ মিলিয়ন টাকা রাজস্ব এবং ৭,০৫১.৬৪ মিলিয়ন টাকা মোট মুনাফা অর্জন করেছে। যদিও অর্থবছরজুড়ে ত্রৈমাসিক রাজস্ব হ্রাস পেয়েছে, তবুও অধিকাংশ প্রান্তিকে কোম্পানি ইতিবাচক মুনাফা অর্জন করতে সক্ষম হয়েছে; তবে তৃতীয় প্রান্তিকে সাময়িকভাবে লোকসান হয়েছে। চতুর্থ প্রান্তিকে ১৪১.৯৪ মিলিয়ন টাকা কর-পরবর্তী মুনাফা অর্জনের মাধ্যমে কোম্পানি মুনাফায় পুনরুদ্ধার করতে সক্ষম হয়, যার ফলে অর্থবছর শেষে কোম্পানি ৩৫.৪৮ মিলিয়ন টাকা কর-পরবর্তী মুনাফা এবং ০.০৭ টাকা শেয়ারপ্রতি আয় নিয়ে বছরটি সমাপ্ত করেছে।

পরিচালক এবং স্বতন্ত্র পরিচালকবৃন্দের সম্মানী

পরিচালকবৃন্দের সম্মানী কোম্পানির নমিনেশন ও রেমনারেশন নীতিমালা অনুযায়ী নির্ধারণ ও প্রদান করা হয়। এ ক্ষেত্রে নমিনেশন এন্ড রেমনারেশন কমিটির সুপারিশের ভিত্তিতে পরিচালকবৃন্দের সম্মানী নির্ধারণ করা হয় এবং পরবর্তীতে পরিচালনা পর্ষদের অনুমোদনের মাধ্যমে তা চূড়ান্ত করা হয়। ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত বছরের পরিচালকবৃন্দকে প্রদত্ত সম্মানীর বিস্তারিত বিবরণ নিরীক্ষিত আর্থিক প্রতিবেদনে নোট নং-৪০, পৃষ্ঠা নং ১৫৮-ত সংযুক্ত করা হয়েছে।

আর্থিক বিবরণী প্রস্তুতকরণ

সুশাসনের অংশ হিসেবে কোম্পানির আর্থিক ফলাফল এবং অবস্থা সম্পর্কে সত্য ও ন্যায্য বিষয় উপস্থাপন নিশ্চিত করতে পরিচালনা পর্ষদ দায়বদ্ধ। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের কর্পোরেট গভর্ন্যান্স কোড নোটিফিকেশন নং-বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০, তারিখ ০৩ জুন, ২০১৮-এর বিধান অনুযায়ী, কোম্পানির পরিচালনা পর্ষদ তাদের সর্বোত্তম জ্ঞানের মাধ্যমে নিম্নোক্ত বিষয়গুলো নিশ্চিত করেছেন:

- ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত বছরে কোম্পানির ম্যানেজমেন্ট কর্তৃক প্রস্তুতকৃত আর্থিক বিবরণীতে কোম্পানির অবস্থা, কার্যক্রমের ফলাফল, নগদ প্রবাহ ও ইকুইটি পরিবর্তন যথাযথভাবে উপস্থাপন করেছে।
- কোম্পানির হিসাব বই যথাযথভাবে সংরক্ষণ করা হয়েছে।
- আর্থিক বিবরণী প্রস্তুতের সময় হিসাব নীতিমালা যথাযথভাবে প্রয়োগ করা হয়েছে এবং হিসাব অনুমানগুলো যুক্তিসংগত এবং যথাপযুক্ত বিচার বিশ্লেষণের উপর ভিত্তি করে করা হয়েছে।
- আর্থিক বিবরণী প্রস্তুতের সময় ইন্টারন্যাশনাল একাউন্টিং স্ট্যান্ডার্ডস্ (আইএএস) এবং ইন্টারন্যাশনাল ফাইন্যান্সিয়াল রিপোর্টিং স্ট্যান্ডার্ডস্ (আইএফআরএস) যথাযথভাবে অনুসরণ করা হয়েছে।

অভ্যন্তরীণ নিয়ন্ত্রণ পদ্ধতি

কোম্পানি তার অপারেশনাল, আর্থিক, কমপ্লায়েন্স ও বিধিবিধান পরিপালন এবং কৌশলগত লক্ষ্যসমূহ অর্জনের বিষয়ে

যুক্তিসঙ্গত নিশ্চয়তা প্রদানের লক্ষ্যে একটি কার্যকর অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা বজায় রেখেছে। এ ব্যবস্থার আওতায় সুস্পষ্ট সাংগঠনিক কাঠামো, ক্ষমতা ও দায়িত্ব অর্পণ, নীতিমালা ও কার্যপদ্ধতি, দায়িত্বের পৃথকীকরণ, অনুমোদন ও অনুমতি প্রদানের ব্যবস্থা, বাজেটের নিয়ন্ত্রণ, ঝুঁকি ব্যবস্থাপনা প্রক্রিয়া, অভ্যন্তরীণ নিরীক্ষা এবং নিয়মিত ব্যবস্থাপনা পর্যালোচনা অন্তর্ভুক্ত রয়েছে। অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা কোম্পানির সম্পদ সুরক্ষা, জালিয়াতি ও অন্যান্য অনিয়ম প্রতিরোধ ও শনাক্তকরণ এবং আর্থিক রেকর্ডের পরিপূর্ণতা ও নির্ভুলতা নিশ্চিত করার মাধ্যমে প্রতিষ্ঠানকে সহায়তা করে থাকে।

কোম্পানির অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থার সার্বিক দায়িত্ব পরিচালনা পর্ষদের উপর ন্যস্ত। অন্যদিকে, অডিট কমিটি অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থার পর্যাপ্ততা ও কার্যকারিতা, আর্থিক প্রতিবেদন প্রণয়ন প্রক্রিয়া, ঝুঁকি ব্যবস্থাপনা এবং প্রয়োজ্য আইন ও বিধিবিধানের পরিপালন পর্যালোচনার ক্ষেত্রে পরিচালনা পর্ষদকে সহায়তা করে। স্বচ্ছতা ও জবাবদিহিতা নিশ্চিত করার লক্ষ্যে কোম্পানির সম্পদ সুরক্ষা, লেনদেনের যথাযথ অনুমোদন এবং নির্ভুল ও নির্ভরযোগ্য রেকর্ড সংরক্ষণ নিশ্চিত করার জন্য একটি সমন্বিত নীতিমালা ও কার্যপদ্ধতি প্রণয়ন করেছে। ম্যানেজমেন্ট ও কর্মচারীগণ এসকল অভ্যন্তরীণ নিয়ন্ত্রণ নীতিমালা ও কার্যপদ্ধতি যথাযথভাবে অনুসরণ করার জন্য দায়বদ্ধ। এছাড়াও, একজন যোগ্যতাসম্পন্ন পেশাদার নিরীক্ষকের নেতৃত্বে একটি স্বতন্ত্র অভ্যন্তরীণ নিরীক্ষা বিভাগ নিয়মিত নিরীক্ষা কার্যক্রম পরিচালনা করে, যাতে কোম্পানির নির্ধারিত নীতিমালা ও কার্যপদ্ধতির ধারাবাহিক পরিপালন নিশ্চিত করা যায়। পরিচালনা পর্ষদ মনে করে যে, কোম্পানির বিদ্যমান অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা কোম্পানির সম্পদ সুরক্ষা, নির্ভরযোগ্য আর্থিক প্রতিবেদন নিশ্চিতকরণ, পরিচালনাগত দক্ষতা বৃদ্ধি এবং শেয়ারহোল্ডার ও অন্যান্য স্টেকহোল্ডারদের স্বার্থ সুরক্ষার জন্য পর্যাপ্ত ও যথাপযুক্ত।

সংখ্যালঘু শেয়ারহোল্ডারদের সুরক্ষা

পরিচালনা পর্ষদ সংখ্যালঘু শেয়ারহোল্ডারসহ সকল শেয়ারহোল্ডারদের অধিকার ও স্বার্থ সমুন্নত রাখার বিষয়ে প্রতিশ্রুতিবদ্ধ। কর্পোরেট গভর্ন্যান্স কোড ২০১৮-এর আলোকে, নিয়ন্ত্রণকারী শেয়ারহোল্ডারদের প্রত্যক্ষ বা পরোক্ষ কোনো অনৈতিক বা ক্ষমতার অপব্যবহারমূলক কর্মকান্ড থেকে সংখ্যালঘু শেয়ারহোল্ডারদের স্বার্থ সুরক্ষিত রাখা এবং তাদের প্রতিকার লাভের জন্য কার্যকর ব্যবস্থা নিশ্চিত করতে পরিচালনা পর্ষদ সচেষ্ট রয়েছে।

পরিচালনা পর্ষদ সংখ্যালঘু শেয়ারহোল্ডারদের অধিকার ক্ষুণ্ণ বা তাদের স্বার্থের পরিপন্থী হতে পারে এমন কোনো সিদ্ধান্ত বা কার্যক্রম গ্রহণ করা হচ্ছে কি না, তা নিবিড়ভাবে পর্যবেক্ষণ করে। সংশ্লিষ্ট পক্ষের সাথে লেনদেন, গুরুত্বপূর্ণ বিনিয়োগ ও ব্যবসায়িক সিদ্ধান্ত এবং নীতিমালায় পরিবর্তন যথাযথ মূল্যায়ন ও স্বাধীন পর্যালোচনার মাধ্যমে সম্পাদন করা হয়, যাতে ন্যায্যতা, স্বচ্ছতা ও জবাবদিহিতা নিশ্চিত করা যায়।

চলমান প্রতিষ্ঠান হিসাবে যাত্রা অব্যাহত রাখার ক্ষমতা

পরিচালনা পর্ষদ জিপিএইচ ইম্পাত লিমিটেড এর আর্থিক অবস্থান, তারল্য পরিস্থিতি এবং পরিচালনাগত সম্ভাবনা পর্যালোচনা করেছে এবং এই মর্মে সন্তুষ্ট যে, অদূর ভবিষ্যতে কোম্পানির স্বাভাবিক কার্যক্রম অব্যাহত রাখার জন্য পর্যাপ্ত

সম্পদ ও আর্থিক সক্ষমতা রয়েছে। ইম্পাত শিল্পখাতের বিদ্যমান চ্যালেঞ্জ সত্ত্বেও, কোম্পানি পর্যাপ্ত অর্থায়ন সুবিধা বজায় রেখেছে এবং পরিচালনাগত দক্ষতা ও ওয়ার্কিং ক্যাপিটাল ব্যবস্থাপনা আরো শক্তিশালী করার জন্য ধারাবাহিকভাবে কাজ করে যাচ্ছে। অতএব, ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত বছরের আর্থিক বিবরণী চলমান প্রতিষ্ঠান ভিত্তিতে প্রস্তুত করা হয়েছে।

পূর্ববর্তী বছরের অপারেটিং ফলাফলের তুলনায় উল্লেখযোগ্য পরিবর্তনসমূহ

আলোচ্য বছরের অপারেটিং ফলাফল এবং পূর্ববর্তী বছরের অপারেটিং ফলাফলের মধ্যে উল্লেখযোগ্য তারতম্যসমূহ নিম্নের সারণিতে উপস্থাপন করা হলো:

বিবরণ	২০২৫-২০২৬	২০২৪-২০২৫	বিচ্যুতি (%)
	টাকা (মিলিয়ন)	টাকা (মিলিয়ন)	
মোট আয়	৪০,৬৯৩.৩৯	৫৭,৫২৮.৪৩	(২৯.২৬)
মোট মুনাফা	৭,০৫১.৬৪	৭,৮৩৯.১৩	(১০.০৫)
অপারেটিং মুনাফা	৫,৮৮৩.৩৩	৬,২৯৬.৯২	(৬.৫৭)
কর পূর্ব মুনাফা	৬১৫.৬০	৭৫৭.০৪	(১৮.৬৮)
কর পরবর্তী মুনাফা	৩৫.৪৮	(২৪৫.৭০)	১১৪.৪৪
শেয়ার প্রতি আয় (ইপিএস)	০.০৭	(০.৫১)	১১৩.৭৩

২০২৫-২০২৬ অর্থবছরে প্রতিকূল বাজার পরিস্থিতির কারণে বিক্রয়ের পরিমাণ হ্রাস পাওয়ায়, রাজস্ব ২৯.২৬ শতাংশ কমে ৪০,৬৯৩.৩৯ মিলিয়ন টাকায় দাঁড়িয়েছে। তবে ব্যয় দক্ষতা বৃদ্ধি এবং কার্যকর পরিচালন ব্যবস্থাপনার ফলে মোট মুনাফা ও অপারেটিং মুনাফা তুলনামূলকভাবে কম হারে যথাক্রমে ১০.০৫% এবং ৬.৫৭% হ্রাস পেয়েছে। আয়কর-পূর্ব মুনাফা ১৮.৬৮% হ্রাস পেয়ে ৬১৫.৬০ মিলিয়ন

টাকায় দাঁড়িয়েছে। রাজস্ব ও অপারেটিং ফলাফল হ্রাস পেলেও কোম্পানি পুনরায় লাভজনক অবস্থানে ফিরে এসেছে এবং পূর্ববর্তী অর্থবছরের ২৪৫.৭০ মিলিয়ন টাকা কর-পরবর্তী লোকসানের বিপরীতে আলোচ্য অর্থবছরে ৩৫.৪৮ মিলিয়ন টাকা কর-পরবর্তী মুনাফা অর্জন করেছে। ফলস্বরূপ, শেয়ার প্রতি আয় পূর্ববর্তী বছরের ঋণাত্মক ০.৫১ টাকা থেকে উন্নীত হয়ে ০.০৭ টাকায় দাঁড়িয়েছে।

গত পাঁচ বছরের অপারেটিং তথ্য এবং আর্থিক তথ্য

বিগত পাঁচ বছরের কোম্পানির অপারেটিং তথ্য এবং আর্থিক তথ্য নিম্নে ছক আকারে দেখানো হল:

অপারেটিং তথ্য:

Particulars	২০২৫-২০২৬	২০২৪-২০২৫	২০২৩-২০২৪	২০২২-২০২৩	২০২১-২০২২	২০২০-২০২১
	টাকা	টাকা	টাকা	টাকা	টাকা	টাকা
মোট আয় (মিলিয়ন)	৪০,৬৯৩.৩৯	৫৭,৫২৮.৪৩	৫৭,১২৩.৪৫	৫৯,০১১.৪৬	৪৭,৯৫৯.৯৩	২৮,৯৪৯.১২
নীট আয় (মিলিয়ন)	৩৯,৪০১.১৭	৫৬,০৬৩.৯৪	৫৫,৮২৯.২৯	৫৭,৬৫৬.৮৯	৪৬,৮২৭.৫২	২৮,১৬৬.৪৬
বিক্রিত পণ্যের ব্যয় (মিলিয়ন)	৩২,৩৪৯.৫২	৪৮,২২৪.৮১	৪৭,৮৩৩.২৬	৪৯,৬৯৬.৫৩	৪০,৮৭৮.৪৪	২৩,৯৬৫.১৫
মোট মুনাফা (মিলিয়ন)	৭,০৫১.৬৪	৭,৮৩৯.১৩	৭,৯৯৬.০২	৭,৯৬০.৩৬	৬,৩৪৯.০৭	৪,২০১.৩১
অপারেটিং মুনাফা (মিলিয়ন)	৫,৮৮৩.৩৩	৬,২৯৬.৯২	৬,৪৯৪.৪৩	৬,৪৭২.৯২	৪,৯৪৫.৬০	৩,২১৮.৩৮
কর পূর্ব মুনাফা (মিলিয়ন)	৬১৫.৬০	৭৫৭.০৪	১,৭৬২.৫০	১,২৩৬.৪১	২,৭৮১.৫৪	২,১২২.২৭
কর পরবর্তী মুনাফা (মিলিয়ন)	৩৫.৪৮	(২৪৫.৭০)	৮৫৭.৭৪	২৬৭.৬১	১,৪৯৪.২৭	১,৬৬০.৮৯
শেয়ার প্রতি আয় (ইপিএস)	০.০৭	(০.৫১)	১.৭৭	০.৫৮	৩.৪২	৪.৯৮
শেয়ার প্রতি নেট অপারেটিং ক্যশ ফ্লো	১৫.৭৩	৫.৭৮	৯.৮৯	(২.১০)	(৭.১৫)	(৪.০৫)

আর্থিক তথ্য:

বিবরণ	৩০ জুন, ২০২৬	৩০ জুন, ২০২৫	৩০ জুন, ২০২৪	৩০ জুন, ২০২৩	৩০ জুন, ২০২২	৩০ জুন, ২০২১
	টাকা	টাকা	টাকা	টাকা	টাকা	টাকা
নত কারেন্ট সম্পত্তি (মিলিয়ন)	৬৩,৩৬৮.৯৬	৫৭,৭৪১.০৯	৫১,৪৪০.৯৭	৫০,৪১৭.২৬	৩৪,৫৭৯.৫৯	৩৩,৮২১.০১
চলতি সম্পত্তি (মিলিয়ন)	৪৪,৮৯২.৬৮	৪৩,৭৬৪.৯১	৩৮,৮৩৫.১৮	৩৫,৯৬৬.৪৬	৩০,৩০৭.১৪	১৯,৮৩৮.২৫
মোট সম্পত্তি (মিলিয়ন)	১০৮,২৬১.৬৪	১০১,৫০৬.০১	৯০,২৭৬.১৫	৮৬,৩৮৩.৭২	৬৪,৮৮৬.৭৪	৫৩,৬৫৯.২৬
ইকুইটি (মিলিয়ন)	২৫,০৭০.৬৫	২৫,০২৫.৮২	২৫,৩৭০.৫৭	২৪,৪৬২.০০	১২,৫৭৬.৩০	১১,৮৫৬.৯২
নত কারেন্ট দায় (মিলিয়ন)	৪৫,৬০৪.৮৮	৩৩,৭১৮.৩৮	২৭,৪৬২.২৪	২৬,৫৯৫.৭৯	২২,০৫৭.৩৯	২২,৪৩১.১২
চলতি দায় (মিলিয়ন)	৩৭,৫৮৬.১০	৪২,৭৬১.৮১	৩৭,৪৪৩.৩৪	৩৫,৩২৫.৯৩	৩০,২৫৩.০৪	১৯,৩৭১.২২
মোট শেয়ারহোল্ডারস ইকুইটি এবং দায় (মিলিয়ন)	১০৮,২৬১.৬৪	১০১,৫০৬.০১	৯০,২৭৬.১৫	৮৬,৩৮৩.৭২	৬৪,৮৮৬.৭৪	৫৩,৬৫৯.২৬
শেয়ার প্রতি সম্পদ মূল্য (এনএভি)	৫১.৮১	৫১.৭২	৫২.৪৩	৫৩.০৮	২৮.৭৯	২৯.৮৬

লভ্যাংশ সুপারিশ

৩০ জুন ২০২৬ইং তারিখে সমাপ্ত অর্থবছরের জন্য জিপিএইচ ইম্পাত লিমিটেড-এর আর্থিক ফলাফলের ভিত্তিতে, পরিচালনা পর্ষদ স্পন্সর এবং পরিচালক ব্যতীত শুধুমাত্র সাধারণ শেয়ারহোল্ডারদের জন্য ২ শতাংশ নগদ লভ্যাংশ প্রদানের সুপারিশ করেছে, যা শেয়ারহোল্ডারদের আসন্ন বার্ষিক সাধারণ সভায় অনুমোদন সাপেক্ষে প্রদান করা হবে।

পরিচালনা পর্ষদ আরও নিশ্চিত করেছে যে, অন্তর্বর্তী লভ্যাংশ হিসাবে কোন বোনাস শেয়ার বা স্টক লভ্যাংশ ঘোষণা করা হয়নি।

অনুষ্ঠিত পর্ষদ সভার সংখ্যা ও পরিচালকদের উপস্থিতি

২০২৫-২০২৬ অর্থবছরে কোম্পানির কার্যক্রম এবং অন্যান্য সংশ্লিষ্ট বিষয়াদি নিয়ে বিভিন্ন এজেন্ডা পর্যালোচনা ও আলোচনার জন্য কোম্পানির পরিচালনা পর্ষদ সর্বমোট ছয়টি সভা করেছে। অনুষ্ঠিত পরিচালনা পর্ষদের সভার সংখ্যা এবং প্রতিটি পরিচালকের সভায় উপস্থিতির বিবরণ বার্ষিক নিরীক্ষিত আর্থিক বিবরণীর নোট নং ৪১, পৃষ্ঠা নং ১৫৯-এ উল্লেখ করা হয়েছে।

শেয়ার ধারণের তথ্য

৩০ জুন ২০২৬ইং তারিখে কোম্পানির শেয়ার ধারণ সংক্রান্ত তথ্য সংযুক্তি-এ, পৃষ্ঠা নং ১০১-এ সংযুক্ত করা হয়েছে।

পরিচালক নিয়োগ, অবসর ও পুনঃনিয়োগ

পরিচালকগণের নিয়োগ, অবসর ও পুনঃনিয়োগ কোম্পানির সংঘবিধি এবং কোম্পানি আইন ১৯৯৪ এর বিধি অনুযায়ী

নির্ধারিত হয়। সেই অনুসারে, আসন্ন বার্ষিক সাধারণ সভায় নিম্নলিখিত পরিচালকগণ অবসর গ্রহণ করবেন এবং পুনঃনিয়োগ নিয়োগের যোগ্য বিধায় তারা পরিচালক পদে পুনঃনিয়োগের জন্য বিবেচিত হবেন:

ক) জনাব মোহাম্মদ আলমাস শিমুল

খ) জনাব মোহাম্মদ আশরাফুজ্জামান

উক্ত পরিচালকগণের সংক্ষিপ্ত জীবনবৃত্তান্ত এই প্রতিবেদনের পৃষ্ঠা নং ২৪ এবং ২৫-এ উল্লেখ করা হয়েছে।

ব্যবস্থাপনা পরিচালকের পুনঃনিয়োগ

জিপিএইচ ইম্পাত লিমিটেডের ব্যবস্থাপনা পরিচালক হিসেবে জনাব মোহাম্মদ জাহাঙ্গীর আলমের পাঁচ বছর মেয়াদি কার্যকাল ১৬ মে ২০২৬ইং তারিখে সম্পন্ন হয়েছে। কোম্পানি আইন, ১৯৯৪-এর ধারা ১১০(৩) অনুযায়ী এবং পুনঃনিয়োগের জন্য যোগ্য হওয়ায়, কোম্পানির পরিচালনা পর্ষদ ২৩ মে ২০২৬ইং তারিখে অনুষ্ঠিত পর্ষদ সভায় জনাব মোহাম্মদ জাহাঙ্গীর আলমকে জিপিএইচ ইম্পাত লিমিটেডের ব্যবস্থাপনা পরিচালক হিসেবে আরো পাঁচ (৫) বছরের জন্য পুনঃনিয়োগের সুপারিশ করেছে। জনাব মোহাম্মদ জাহাঙ্গীর আলমকে কোম্পানির ব্যবস্থাপনা পরিচালক হিসেবে প্রস্তাবিত পুনঃনিয়োগের বিষয়টি কোম্পানির আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদনের জন্য উপস্থাপন করা হবে।

জনাব মোহাম্মদ জাহাঙ্গীর আলমের জীবনবৃত্তান্ত এই প্রতিবেদনের পৃষ্ঠা নং ২৩-এ উল্লেখ করা হয়েছে।

স্বতন্ত্র পরিচালকদ্বয়ের নিয়োগ ও পুনঃনিয়োগ

স্বতন্ত্র পরিচালকের নিয়োগ ও পুনঃনিয়োগ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্তৃক জারিকৃত কর্পোরেট গভর্ন্যান্স কোড ২০১৮-এর প্রাসঙ্গিক বিধান অনুসারে নির্ধারিত ও পরিচালিত হয়। উক্ত কোডের প্রয়োজনীয়তা পরিপালনের লক্ষ্যে জিপিএইচ ইম্পাত লিমিটেড-এর পরিচালনা পর্ষদে দুইজন স্বতন্ত্র পরিচালক রয়েছেন। স্বতন্ত্র পরিচালক হিসেবে জনাব মুখতার আহমেদ পরপর তিন বছর মেয়াদে দুই মেয়াদ, অর্থাৎ মোট ছয় বছর পূর্ণ করায়, কোম্পানির নমিনেশন অ্যান্ড রেমনারেশন কমিটি অগ্রণী ব্যাংক প্রিএলসি-এর সাবেক উপ-ব্যবস্থাপনা পরিচালক জনাবা রেজিনা পারভীনকে কোম্পানির স্বতন্ত্র পরিচালক হিসেবে তিন বছরের জন্য নিয়োগের সুপারিশ করে। পরবর্তীতে, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন তাঁর নিয়োগে সম্মতি প্রদান করলে (Ref. BSEC/ICA/CG/2023/73/Part-1/52, তারিখ ২৭ জানুয়ারি ২০২৬ইং), পরিচালনা পর্ষদ তাঁকে কোম্পানির স্বতন্ত্র পরিচালক হিসেবে নিয়োগ প্রদান করে।

অপরদিকে, স্বতন্ত্র পরিচালক জনাব সফিউল আলম খান চৌধুরীর তিন বছর মেয়াদ ১২ এপ্রিল ২০২৬ইং তারিখে সমাপ্ত হয়। কর্পোরেট গভর্ন্যান্স কোড ২০১৮-এর প্রাসঙ্গিক বিধান অনুযায়ী তিনি পুনঃনিয়োগের জন্য যোগ্য হওয়ায়, কোম্পানির নমিনেশন অ্যান্ড রেমনারেশন কমিটি তাঁকে আরও তিন বছরের জন্য স্বতন্ত্র পরিচালক হিসেবে পুনঃনিয়োগের সুপারিশ করে। পরবর্তীতে, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন তাঁর পুনঃনিয়োগে সম্মতি প্রদান করলে (Ref. No. BSEC/ICA/CG/2023/73/Part-II/443, তারিখ ২৯ সেপ্টেম্বর ২০২৬ইং), পরিচালনা পর্ষদ তাঁকে কোম্পানির স্বতন্ত্র পরিচালক হিসেবে আরও তিন বছরের জন্য পুনঃনিয়োগ প্রদান করে। জনাবা রেজিনা পারভীন এবং জনাব সফিউল আলম খান চৌধুরীর স্বতন্ত্র পরিচালক হিসেবে নিয়োগ ও পুনঃনিয়োগের বিষয়টি কোম্পানির আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদনের জন্য উপস্থাপন করা হবে।

জনাবা রেজিনা পারভীন এবং জনাব সফিউল আলম খান চৌধুরীর সংক্ষিপ্ত জীবনবৃত্তান্ত এই প্রতিবেদনের **পৃষ্ঠা নং ২৯ এবং ২৮-এ** উল্লেখ করা হয়েছে।

ম্যানেজমেন্ট ডিসকাশন অ্যান্ড অ্যানালাইসিস

কর্পোরেট গভর্ন্যান্স কোড ২০১৮-এর বিধান অনুযায়ী, ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত বছরের জন্য কোম্পানির অবস্থান ও কার্যক্রম এবং আর্থিক বিবরণীর বিস্তারিত পর্যালোচনা সম্বলিত ম্যানেজমেন্ট ডিসকাশন অ্যান্ড অ্যানালাইসিস উক্ত বার্ষিক

প্রতিবেদনের **সংযুক্তি-F, পৃষ্ঠা নং ১০২-এ** উপস্থাপন করা হয়েছে।

ব্যবস্থাপনা পরিচালক এবং প্রধান অর্থ কর্মকর্তার ঘোষণা

৩০ জুন ২০২৬ইং তারিখে সমাপ্ত বছরের আর্থিক বিবরণী সম্পর্কে পরিচালনা পর্ষদের নিকট কোম্পানির ব্যবস্থাপনা পরিচালক এবং প্রধান অর্থ কর্মকর্তার একটি ঘোষণা পত্র **সংযুক্তি-A, পৃষ্ঠা নং ৮১-তে** যুক্ত করা হয়েছে।

কর্পোরেট গভর্ন্যান্স কোড সম্পর্কিত প্রতিবেদন এবং এ সংক্রান্ত সনদপত্র

সুশাসন, আর্থিক স্বচ্ছতা ও জবাবদিহিতা নিশ্চিত করতে এবং স্টেকহোল্ডারের স্বার্থ সুরক্ষা নিশ্চিত করার লক্ষ্যে, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন ০৩ জুন, ২০১৮ইং তারিখে একটি বাধ্যতামূলক কর্পোরেট গভর্ন্যান্স কোড (বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০) জারি করেছে। উক্ত কর্পোরেট গভর্ন্যান্স কোডের শর্তাবলী মেনে চলার মাধ্যমে জিপিএইচ ইম্পাত লিমিটেড সকল কমপ্লাইয়েন্স নিশ্চিত করেছে। ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত বছরের কোম্পানির কমপ্লাইয়েন্স স্ট্যাটাস এবং এই বিষয়ে নিরীক্ষক হতে প্রাপ্ত সনদ **সংযুক্তি-B, পৃষ্ঠা নং ৮২ ও সংযুক্তি-C, পৃষ্ঠা নং ৮৩-তে** সংযুক্ত করা হয়েছে।

অপরিশোধিত বা অদাবীকৃত লভ্যাংশের সারসংক্ষেপ

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের পত্র নং. এসইসি/এসআরএমআইসি/১৬৫/-২০২০/পার্ট-১/১৬৬, তারিখ ৬ জুলাই ২০২১ইং অনুযায়ী, জিপিএইচ ইম্পাত লিমিটেড ২০১১-২০১২ সাল থেকে ২০২১-২০২২ সাল পর্যন্ত শেয়ারহোল্ডারদের অদাবীকৃত নগদ লভ্যাংশের মোট ৭৩,৫০,৩৬৪.৪২ টাকা ক্যাপিটাল মার্কেট স্টেবিলাইজেশন ফান্ডে জমা করেছে। জিপিএইচ ইম্পাত লিমিটেড শেয়ারহোল্ডারদের অদাবীকৃত বোনাস লভ্যাংশের ৯৬৬টি সাসপেন্স বোনাস শেয়ার ক্যাপিটাল মার্কেট স্টেবিলাইজেশন ফান্ডে স্থানান্তর করেছে। এছাড়া, অদাবীকৃত আইপিও সাবস্ক্রিপশন অর্থ হিসাবে ৪,০৫,০০০.০০ টাকা ক্যাপিটাল মার্কেট স্টেবিলাইজেশন ফান্ডে জমা করা হয়েছে। রেগুলেটরী নির্দেশনা অনুসারে শেয়ারহোল্ডারদের অদাবীকৃত লভ্যাংশের পরিমাণ কোম্পানির ব্যালেন্স শীটে একটি পৃথক লাইন আইটেম হিসাবে দেখানো হয়েছে। ৩০ জুন ২০২৬ইং তারিখ পর্যন্ত শেয়ারহোল্ডারদের মোট অদাবীকৃত লভ্যাংশের সারসংক্ষেপ নিম্নে উপস্থাপন করা হলো:

লভ্যাংশের বছর	৩০ জুন ২০২৬	৩০ জুন ২০২৫
	টাকা	টাকা
অদাবীকৃত লভ্যাংশ ২০২৪-২০২৫	৯৬৭,৪৫৫.৮৫	-
অদাবীকৃত লভ্যাংশ ২০২৩-২০২৪	১,৯৬৯,২৩৭.৯০	২,২০১,২৮৫.৮০
অদাবীকৃত লভ্যাংশ ২০২২-২০২৩	১,০৪১,৩৭১.৬২	১,০৭৮,৭৮৫.৭২
অদাবীকৃত লভ্যাংশ ২০২১-২০২২	-	৮৪২,৯২৩.০৭
মোট	৩,৯৭৮,০৬৫.৩৭	৪,১২২,৯৯৪.৫৯

শেয়ারহোল্ডারদের অদাবীকৃত লভ্যাংশের বিস্তারিত বিবরণ কোম্পানির ওয়েবসাইটে

<https://www.gphispac.com.bd/investor-matters/unpaid-unclaimed-dividend-list>- আপলোড করা হয়েছে।

মার্কেটিং এবং ব্র্যান্ডিং

মার্কেটে অংশীদারিত্বের টেকসই প্রবৃদ্ধি অর্জনের জন্য কার্যকর বিপণন নীতি এবং এর যথাযথ বাস্তবায়ন অত্যন্ত গুরুত্বপূর্ণ। এমন দূরদর্শী দৃষ্টিভঙ্গির আলোকে, জিপিএইচ ইস্পাত বাংলাদেশে বিশ্বের সর্বাধুনিক ও উন্নত কোয়ালিটিম ইলেকট্রিক আর্ক ফার্নেস প্রযুক্তি গ্রহণ করেছে। উক্ত অত্যাধুনিক প্রযুক্তির সর্বোত্তম ব্যবহারের মাধ্যমে জিপিএইচ ইস্পাত উচ্চ-শক্তিসম্পন্ন ও উচ্চমানের ইস্পাত পণ্যের একটি শীর্ষস্থানীয় প্রস্তুতকারক হিসেবে নিজেকে প্রতিষ্ঠিত করেছে। উদ্ভাবন ও গুণগত মানের প্রতি এই অঙ্গীকারের ধারাবাহিকতায়, জিপিএইচ ইস্পাত বাংলাদেশে প্রথমবারের মতো GPH Quantum B600C-R এবং GPH Quantum B600D-R স্টিল রিবার উৎপাদন ও বাজারজাতকরণ শুরু করেছে। বাজারে নিজেদের অবস্থান আরও সুদৃঢ় করা এবং গ্রাহকভিত্তি সম্প্রসারণের লক্ষ্যে কোম্পানি কার্যকর ও বহুমুখী বিপণন এবং ব্র্যান্ডিং কার্যক্রমের মাধ্যমে উন্নতমানের পণ্য সরবরাহের উপর গুরুত্বারোপ করে চলেছে। কোম্পানি বিভিন্ন ধরনের বিপণন ও ব্র্যান্ডিং কার্যক্রম পরিচালনা করে থাকে। এসব কার্যক্রমের মাধ্যমে রয়েছে টেলিভিশন বিজ্ঞাপন, বিভিন্ন টেলিভিশন চ্যানেলে টক শো, সংবাদপত্রে বিজ্ঞাপন, সড়ক সৌন্দর্যায়ন, বিলবোর্ড, নিয়ন সাইন, দেয়ালচিত্র, দোকান ব্র্যান্ডিং ও মার্চেন্টাইজিং, সাইনবোর্ড, ক্যালেন্ডার, ব্রোশিওর এবং ফ্লায়ার ইত্যাদি।

এছাড়াও, জিপিএইচ ইস্পাত ফেসবুক, ইউটিউব, লিংকডইন, ইনস্টাগ্রাম এবং অন্যান্য অনলাইন মিডিয়া চ্যানেলসহ বিভিন্ন সামাজিক যোগাযোগমাধ্যম ও ডিজিটাল প্ল্যাটফর্মে নিজেদের উপস্থিতি আরও শক্তিশালী করেছে। এর মাধ্যমে কোম্পানি বৃহত্তর জনগোষ্ঠীর সঙ্গে কার্যকরভাবে যোগাযোগ স্থাপন এবং ব্র্যান্ড সচেতনতা বৃদ্ধির সুযোগ সৃষ্টি করেছে।

মানব সম্পদ ব্যবস্থাপনা এবং কর্মীদের জন্য সুযোগ-সুবিধা সমূহ

জিপিএইচ ইস্পাত কর্মীদের সাংগঠনিক উৎকর্ষতা ও টেকসই প্রবৃদ্ধির মূল ভিত্তি হিসেবে বিবেচনা করে এবং একটি দক্ষ, সম্পৃক্ত ও ভবিষ্যৎ-উপযোগী কর্মীবাহিনী গড়ে তুলতে প্রতিশ্রুতিবদ্ধ। বছরের পরিক্রমায়, কোম্পানি সুসংগঠিত মেধা

ব্যবস্থাপনা, দক্ষতাভিত্তিক শিক্ষা ও উন্নয়ন, নেতৃত্ব ও ব্যবস্থাপনাগত দক্ষতা উন্নয়ন, কৌশলগত নিয়োগ, ক্যারিয়ার উন্নয়ন এবং কর্মচারী সম্পৃক্ততা বৃদ্ধিমূলক বিভিন্ন উদ্যোগের মাধ্যমে তার মানবসম্পদ ব্যবস্থাপনা কার্যক্রমকে আরও শক্তিশালী করেছে। কোম্পানি কর্মচারী স্বীকৃতি, বিভিন্ন উদযাপনমূলক কার্যক্রম এবং টিম-বিল্ডিং কর্মসূচির মাধ্যমে একটি ইতিবাচক ও অন্তর্ভুক্তিমূলক কর্মপরিবেশ গড়ে তুলতেও সচেষ্ট রয়েছে, যা কর্মচারীদের মধ্যে সম্পৃক্ততা, পারস্পরিক সহযোগিতা এবং প্রতিষ্ঠানের প্রতি আত্মিক সম্পৃক্ততার অনুভূতি আরও সুদৃঢ় করে।

একটি টেকসই ও দক্ষ মানবসম্পদ পাইপলাইন গড়ে তোলার অঙ্গীকারের অংশ হিসেবে জিপিএইচ ইস্পাত শিল্প-শিক্ষাপ্রতিষ্ঠান সহযোগিতা, ইন্ডাস্ট্রিয়াল অ্যাট্যাচমেন্ট, ইন্টার্নশিপ এবং যুব উন্নয়নমূলক কার্যক্রম অব্যাহত রেখেছে। কোম্পানি মানবসম্পদ ব্যবস্থাপনায় ডিজিটাল রূপান্তর কার্যক্রমও জোরদার করেছে, যার অংশ হিসেবে myGPH HR Software বাস্তবায়ন করা হয়েছে। এর মাধ্যমে মানবসম্পদ ব্যবস্থাপনা প্রক্রিয়াকে আরও সহজ, কার্যকর ও দক্ষ করার পাশাপাশি কর্মচারীদের জন্য বিভিন্ন মানব সম্পদ সেবা ও তথ্যপ্রাপ্তি সহজতর হয়েছে। কর্মচারীদের সুস্বাস্থ্য ও কল্যাণ কোম্পানির অন্যতম অগ্রাধিকার হিসেবে বিবেচনায় রয়েছে। এ লক্ষ্যে স্বাস্থ্যসেবা অংশীদারিত্ব, স্বাস্থ্য ও নিরাপত্তা উদ্যোগ এবং অন্যান্য কর্মচারী সুবিধা ও কল্যাণমূলক কর্মসূচি অব্যাহত রাখা হয়েছে। এসব সমন্বিত উদ্যোগের মাধ্যমে জিপিএইচ ইস্পাত তার সাংগঠনিক সক্ষমতা আরও সুদৃঢ় করা, কর্মচারীদের কল্যাণ ও পেশাগত উন্নয়নে সহায়তা প্রদান এবং কোম্পানির দীর্ঘমেয়াদি টেকসই উন্নয়ন ও সাফল্যে কার্যকর অবদান রাখতে সক্ষম একটি স্থিতিশীল ও দক্ষ কর্মীবাহিনী গড়ে তোলার প্রচেষ্টা অব্যাহত রেখেছে।

পরিবেশ, স্বাস্থ্য এবং নিরাপত্তা (EHS) ব্যবস্থাপনা

শিল্পখাতের অগ্রণী প্রতিষ্ঠান হিসেবে জিপিএইচ ইস্পাত লিমিটেড তার কার্যক্রমে পরিবেশ, স্বাস্থ্য ও নিরাপত্তাসংক্রান্ত বিষয়সমূহকে সমন্বিত করে দায়িত্বশীল ও টেকসই ব্যবসায়িক কার্যক্রম

পরিচালনায় প্রতিশ্রুতিবদ্ধ। কোম্পানি বাংলাদেশের Nationally Determined Contributions (NDC) ২০৩০ লক্ষ্যমাত্রা এবং প্রাসঙ্গিক বৈশ্বিক টেকসই উন্নয়ন কাঠামোর সঙ্গে সামঞ্জস্যপূর্ণ বিভিন্ন টেকসই উন্নয়নমূলক উদ্যোগ গ্রহণ ও বাস্তবায়ন অব্যাহত রেখেছে। এ ক্ষেত্রে সম্পদের যথাযথ ব্যবহার, পরিবেশ সংরক্ষণ, কর্মক্ষেত্রের নিরাপত্তা এবং ঝুঁকি ব্যবস্থাপনার উপর বিশেষ গুরুত্ব প্রদান করা হয়েছে। বছরব্যাপী, কোম্পানি প্রাথমিক চিকিৎসা, ঝুঁকি সম্পর্কে সচেতনতা এবং বিপদসংক্রান্ত তথ্য ও যোগাযোগ বিষয়ে বিভিন্ন প্রশিক্ষণ ও উদ্যোগের মাধ্যমে কর্মচারীদের সচেতনতা ও প্রস্তুতি আরও জোরদার করেছে। জিপিএইচ ইম্পাত একটি নিরাপদ ও স্বাস্থ্যকর কর্মপরিবেশ নিশ্চিত করার পাশাপাশি টেকসই শিল্প উন্নয়ন এবং দীর্ঘমেয়াদি পরিবেশ সংরক্ষণে অবদান রাখতে প্রতিশ্রুতিবদ্ধ।

জ্বালানি দক্ষতা, কার্বন ও অন্যান্য নির্গমন হ্রাস, নবায়নযোগ্য জ্বালানিতে বিনিয়োগ এবং সার্কুলার ইকোনমি বা পুনঃচক্রায়নভিত্তিক অর্থনৈতিক কার্যক্রমকে অন্তর্ভুক্ত করে গৃহীত কোম্পানির সমন্বিত টেকসই উন্নয়নমূলক কার্যক্রম জাতীয় ও আন্তর্জাতিক পর্যায়ে স্বীকৃতি অর্জন করেছে। Environmental Product Declaration (EPD) এবং ISO 50001 সার্টিফিকেশন অর্জন টেকসই ও দায়িত্বশীল ইম্পাত উৎপাদনের ক্ষেত্রে দক্ষিণ এশিয়ায় একটি মানদণ্ডস্বরূপ প্রতিষ্ঠান হিসেবে জিপিএইচ ইম্পাতের অবস্থানকে আরও সুদৃঢ় করেছে।

ঋণমাত্রা নির্ধারণ

ক্রেডিট রেটিং এজেন্সি অব বাংলাদেশ লিমিটেড (CRAB) ২০২৫-২০২৬ অর্থবছরের জন্য কোম্পানির ক্রেডিট রেটিং নির্ধারণ করেছে, যা নিম্নে উপস্থাপিত হলো:

দীর্ঘকালীন	স্বল্পকালীন
A1	ST-3

“A1” নির্দেশ করে যে, দীর্ঘমেয়াদি আর্থিক দায়বদ্ধতা পরিশোধের ক্ষেত্রে কোম্পানির সক্ষমতা শক্তিশালী এবং ঋণঝুঁকি তুলনামূলকভাবে কম।

“ST-3” নির্দেশ করে যে, স্বল্পমেয়াদি আর্থিক দায়বদ্ধতা পরিশোধের ক্ষেত্রে কোম্পানির সক্ষমতা গড়ে তুলনায় বেশি।

রাষ্ট্রীয় কোষাগারে অবদান

জিপিএইচ ইম্পাত লিমিটেড কর, শুল্ক এবং অন্যান্য বিধিবদ্ধ পরিশোধের মাধ্যমে ধারাবাহিকভাবে জাতীয় অর্থনীতিতে অবদান রেখে আসছে। ২০২৫-২০২৬ অর্থবছরে প্রতিকূল ব্যবসায়িক পরিবেশ সত্ত্বেও, জিপিএইচ মূল্য সংযোজন কর (ভ্যাট), কর্পোরেট ট্যাক্স, উৎস কর, সম্পূরক শুল্ক (এসডি), কাঙ্ক্ষম শুল্ক এবং বিবিধ রেজিস্ট্রেশন ফি বাবদ রাষ্ট্রীয় কোষাগারে ৩,৮৫৪.৩৮ মিলিয়ন টাকা জমা দিয়েছে। এছাড়াও,

উক্ত বছরে জিপিএইচ ইম্পাত বিদ্যুৎ এবং গ্যাস বিল বাবদ ৪,৭৩৩.৪৫ মিলিয়ন টাকা পরিশোধ করেছে। এই উল্লেখযোগ্য অবদানসমূহ কোম্পানির বিধিবদ্ধ দায়িত্ব পালনের প্রতি অব্যাহত অঙ্গীকার এবং একটি দায়িত্বশীল কর্পোরেট প্রতিষ্ঠান হিসেবে ভূমিকার প্রতিফলন। একইসঙ্গে, এসব অবদান দেশের অর্থনৈতিক ও শিল্প উন্নয়নে কোম্পানির গুরুত্বপূর্ণ ভূমিকা তুলে ধরে।

সংবিধিবদ্ধ নিরীক্ষক এবং কর্পোরেট গভর্ন্যান্স কমপ্লয়ায়েন্স নিরীক্ষক নিয়োগ

মেসার্স আলী জহির আশরাফ এন্ড কোং, চার্টার্ড একাউন্টেন্টস্, আলী ভবন (৮ম তলা), ০৯ রাজউক এভিনিউ, মতিঝিল বা/এ, ঢাকা-১০০০, ৩০ জুন ২০২৬ইং তারিখে সমাপ্ত অর্থবছরের জন্য কোম্পানির সংবিধিবদ্ধ নিরীক্ষক হিসেবে দায়িত্ব পালন করেছে এবং যথাযথভাবে তাদের অডিট রিপোর্ট দাখিল করেছে। পরিচালনা পর্ষদ আহমেদ জাকের অ্যান্ড কোং, চার্টার্ড একাউন্টেন্টস্, ৭৪, শেখ মুজিব রোড, আগ্রাবাদ সি/এ, চট্টগ্রাম-৪১০০-কে ৩০ জুন ২০২৭ তারিখে সমাপ্ত অর্থবছরের জন্য কোম্পানির সংবিধিবদ্ধ নিরীক্ষক হিসেবে নিয়োগের জন্য সুপারিশ করেছে, যা আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদন সাপেক্ষে কার্যকর হবে।

পরিচালনা পর্ষদ হোদা ভাসী চৌধুরী অ্যান্ড কোং, চার্টার্ড একাউন্টেন্টস্-কে ৩০ জুন ২০২৭ ইং তারিখে সমাপ্ত অর্থবছরের জন্য কোম্পানির কর্পোরেট গভর্ন্যান্স কমপ্লয়ায়েন্স অডিটর হিসেবে নিয়োগের জন্যও সুপারিশ করেছে, যা আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদন সাপেক্ষে কার্যকর হবে।

ধন্যবাদ জ্ঞাপন

পরিচালনা পর্ষদের পক্ষ থেকে, কোম্পানির সকল সম্মানিত শেয়ারহোল্ডারকে তাঁদের অবিচল সমর্থন, আস্থা ও বিশ্বাসের জন্য আন্তরিক কৃতজ্ঞতা ও ধন্যবাদ জ্ঞাপন করছি। আমরা প্রত্যাশা করি যে, আগামী দিনগুলোতেও আপনারা আমাদের প্রতি অব্যাহত আস্থা, সমর্থন ও সহযোগিতা প্রদান করবেন। সকল স্টেকহোল্ডারের জন্য টেকসই প্রবৃদ্ধি, অধিকতর সাফল্য এবং দীর্ঘমেয়াদি ভ্যালু সৃষ্টির লক্ষ্যে আমরা আমাদের অঙ্গীকার নিয়ে এগিয়ে যেতে দৃঢ়প্রতিজ্ঞ।

পরিচালনা পর্ষদের পক্ষে



মোঃ আলমগীর কবির
চেয়ারম্যান



ANNEXURE

TO THE DIRECTORS' REPORT

ANNEXURE-A**[As per condition No. 1(5)(xxvi)]****GPH ISPAT LIMITED
DECLARATION BY MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER (CFO)**

Date: 12 September 2026

The Board of Directors**GPH Ispat Limited**Crown Chamber, 325 Asadgonj
Chattogram-4000.**Subject: Declaration on Financial Statements for the year ended on 30 June 2026.****Dear Sir(s),**

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

- 1) The Financial Statements of GPH Ispat Limited for the year ended on 30 June 2026 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in 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 2026 and to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which is fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

Mohammed Jahangir Alam
Managing Director (MD)**Mohammad Atiqur Rahman Chowdhury**
Chief Financial Officer (CFO)**GPH ispat Ltd.****Registered Office:** Crown Chamber, 325 Asadgonj, Chattogram-4000, Bangladesh.

Tel: +88 02333361460 (PABX), Fax: +88 031610995, Email: info@gphispat.com.bd

Dhaka Office: Land View Commercial Center (7th & 8th Floor)

28, Gulshan North C/A, Circle-2, Dhaka-1212, Bangladesh.

Phone: +88 02 222260177, 222280366, Fax: +88-02-9880366, Email: salesdhk@gphispat.com.bd

Corporate Office & Plant: Masjidah, Kumira, Sitakunda, Chattogram, Bangladesh, Email: factory@gphispat.com.bd

ANNEXURE-B

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

Hoda Vasi Chowdhury & Co
Chartered Accountants

Annexure -B

Report to the Shareholders of GPH Ispat Limited
On compliance on the Corporate Governance Code
[Certificate as per condition No. 1(5) (xxvii)]

We have examined the compliance status to the Corporate Governance Code by **GPH Ispat Limited** for the year ended on **30 June 2026**. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03rd June 2018, BSEC/CMRRCD/2009-193/66/PRD/148 dated 16th October 2023, BSEC/CMRRCD/2009-193/76/PRD/151 dated 04th April 2024 and BSEC/ICAD/CGD/2023/106/Part-I/373 dated 29 July 2025 of the Bangladesh Securities and Exchange Commission.

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

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

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

- 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 subject to the remarks and observation as reported in the compliance status.
- The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code.
- Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws; and
- The Governance of the company is satisfactory.

Chattogram,
Date: 30 September 2026

For and on behalf of
Hoda Vasi Chowdhury & Co
Chartered Accountants



Showkat Hossain, FCA
Senior Partner
Enrolment No: 0137

National Office : BTMC Bhaban (6th & 7th Floor), 7-9 Karwan Bazar Commercial Area, Dhaka- 1215, Bangladesh
Chattogram Office : Delwar Bhaban (4th Floor), 104 Agrabad Commercial Area, Chattogram-4100, Bangladesh

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An association of legally independent firms

ANNEXURE-C

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

**Status of compliance with the conditions imposed by the Commission's Notification No.
BSEC/CMRRCD/2006-158/207/Admin/80, dated 03 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969
(Report Under Condition No. 9):**

Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.	Board of Directors:			
1.1	Size of the Board of Directors: The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓		The Board of GPH Ispat Limited is comprised of 08 (Eight) Directors.
1.2	Independent Directors: All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following:			
1.2(a)	At least 2 (Two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s); Provided that the Board shall appoint at least 1(one) female independent director in the Board of Directors of the company;	✓		There are 2 (two) Independent Directors (IDs) out of 8 (eight) Directors, comprising 1 (one) male and 1 (one) female Independent Director.
1.2(b)	Without contravention of any provision of any other laws, for the purpose of this clause, an "independent director" means a director -			
1.2(b)i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	✓		A declaration was received from IDs in this regard.
1.2(b)ii)	Who is not sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	✓		The Independent Directors have declared their compliances.
1.2(b)iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		Do
1.2(b)iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		Do
1.2(b)v)	Who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		Do



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
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;	✓		Do
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.	✓		Do
1.2(b)(viii)	Who is not independent director in more than 5 (five) listed companies	✓		Do
1.2(b)(ix)	Who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank for non-payment of any loan or advance or obligation to a bank or a financial institution; and	✓		Do
1.2(b)(x)	Who has not been convicted for a criminal offence involving moral turpitude	✓		Do
1.2 (c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM) : Provided that the Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company;	✓		Mr. Saful Alam Khan Chowdhury was appointed as an Independent Director by the Board and approved by the shareholders at the 17th AGM. The appointment of Ms. Rezina Parveen as an Independent Director has been approved by BSEC and will be placed before the shareholders for approval at the forthcoming AGM.
1.2 (d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days	✓		
1.2 (e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only.	✓		
1.3	Qualification of Independent Director (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 the business	✓		The qualifications and background of IDs rationalize their abilities.
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 registered business association; or	✓		The qualifications and background of IDs rationalize their abilities.



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.3(b)ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid-up capital of Tk. 100.00 million or of a listed company; or	✓		Do
1.3(b)iii)	former or existing official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law: Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service; or	-	-	Not Applicable
1.3(b)iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	-	-	Do
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	-	-	Do
1.3(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b)	✓		
1.3(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	-	-	No Such approval required
1.4	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.-			
1.4(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓		
1.4(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓		
1.4(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓		
1.4(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	✓		The Board clearly defined roles and responsibilities of the Chairperson and the MD.
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.	✓		No such incidence arose during the reporting period.



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
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;	✓		The Directors' report represent compliance of this code.
1.5(ii)	The segment-wise or product-wise performance	✓		Do
1.5(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		Do
1.5(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable	✓		Do
1.5(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	✓		No such matter has arisen during the year.
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;	✓		The Directors' report represent compliance of this code.
1.5(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments	✓		Do
1.5(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;	-	-	No such matter has arisen during the year.
1.5(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	✓		Significant variance, if any were explained.
1.5(x)	A statement of remuneration paid to the directors including independent directors;	✓		Included in Directors' Report and Audited Financial Statement
1.5(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	✓		Do
1.5(xii)	A statement that proper books of account of the issuer company have been maintained;	✓		Do
1.5(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment	✓		Do
1.5(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	✓		Do
1.5(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored	✓		Do



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.5(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	✓		Do
1.5(xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	✓		Do
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.	✓		Do
1.5(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓		Included in Directors' Report
1.5(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	-	-	Not Applicable
1.5(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	-	-	No Interim dividend declared.
1.5(xxii)	The total number of Board meetings held during the year and attendance by each director;	✓		Included in Directors' Report
1.5(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-			
1.5(xxiii)a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	✓		Included in Directors' Report
1.5(xxiii)b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	✓		Do
1.5(xxiii)c)	Executives; and	✓		Do
1.5(xxiii)d)	"Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details); Explanation: For the purpose of this clause, the expression "executive" means top 5 (five) salaried employees of the company, other than the Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer and Head of Internal Audit and Compliance."	✓		Mr. Mohammed Jahangir Alam is holding 11.18% shares.
1.5(xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:			
1.5(xxiv)(a)	A brief resume of the director;	✓		Presented on Profile of Directors' Section in the Annual Report
1.5(xxiv)(b)	Nature of his or her expertise in specific functional areas; and	✓		Do
1.5(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓		Do



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.5(xxv)	A Management’s Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company’s position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1.5(xxv)a)	Accounting policies and estimation for preparation of financial statements;	✓		Included in the Annual Report; Signed by Management.
1.5(xxv)b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓		Do
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;	✓		Do
1.5(xxv)d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		Do
1.5(xxv)e)	Briefly explain the financial and economic scenario of the country and the globe;	✓		Included in the Annual Report
1.5(xxv)f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	✓		Do
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;	✓		Do
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;	✓		Do
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;	✓		Do
1.5(xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality.	✓		
1.6	Meetings of the Board of Directors			
	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	✓		In Practice
1.7	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.7(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	✓		
1.7(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	✓		Available in website
2	Governance of Board of Directors of Subsidiary Company.-			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;	-	-	The Company does not have any subsidiary company.
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;	-	-	Do
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;	-	-	Do
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;	-	-	Do
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	-	-	Do
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);	✓		In Practice
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: Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission: Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by appointing companies proportionately;"	✓		



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
3.1(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		The Board clearly defined roles and responsibilities of the CFO, the HIAC and the CS.
3.1(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	✓		
3.2	Requirement to attend Board of Directors' Meetings			
	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	✓		
3.3	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3.3(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:			
3.3(a)i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	✓		Disclosed in the Annual Report
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;	✓		Do
3.3(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	✓		Do
3.3(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		Do
4	Board of Directors' Committee.- For ensuring good governance in the company, the Board shall have at least following sub-committees:			
4(i)	Audit Committee; and	✓		In Practice
4(ii)	Nomination and Remuneration Committee.	✓		Do
5	AUDIT COMMITTEE:			
5.1	Responsibility to the Board of Directors:			
5.1(a)	The company shall have an Audit Committee as a subcommittee of the Board;	✓		In Practice



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5.1(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	✓		In practice, The Audit committee (AC) discharge its responsibilities as per CG Code
5.1(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓		In Practice, the duties are clearly written in the TOR of the Audit Committee.
5.2	Constitution of the Audit Committee:			
5.2(a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		The Audit committee has been comprised of 3 (Three) members including 02 (Two) independent directors.
5.2(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) Independent Director;	✓		
5.2(c)	All members of the audit committee should be “financially literate” and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience; Explanation: The term “financially literate” means the ability to read and understand the financial statements like statement of financial position, statement of comprehensive income, statement of changes in equity and cash flows statement and a person will be considered to have accounting or related financial management expertise if he or she possesses professional qualification or Accounting or Finance graduate with at least 10 (ten) years of corporate management or professional experiences.	✓		The qualifications and background of AC members rationalize their competence.
5.2(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	✓		The board have appointed members in due time and no vacancy occurred.
5.2(e)	The company secretary shall act as the secretary of the Committee;	✓		In Practice
5.2(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		Do
5.3	Chairman of the Audit Committee:			
5.3(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	✓		Chairperson of the AC is an Independent Director.



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5.3(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
5.3(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM	✓		The Chairperson of the AC attended the 19th AGM held on 31st December, 2025.
5.4	Meeting of the Audit Committee			
5.4(a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	✓		There were 4 (Four) meetings held during the reporting period
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.	✓		In Practice
5.5	Role of Audit Committee: The Audit Committee shall:			
5.5(a)	Oversee the financial reporting process;	✓		In Practice, The AC Performed in line with CG Code
5.5(b)	Monitor choice of accounting policies and principles;	✓		Do
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;	✓		Do
5.5(d)	Oversee hiring and performance of external auditors;	✓		Do
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;	✓		Do
5.5(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	✓		Do
5.5(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓		Do
5.5(h)	Review the adequacy of internal audit function;	✓		Do
5.5(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	✓		Do



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5.5(j)	Review statement of all related party transactions submitted by the management;	✓		Do
5.5(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	✓		Do
5.5(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	✓		Do
5.5(m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission: Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results: Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.	-	-	The IPO fund and Rights issue were fully utilized in Financial Year 2011-2012 and 2019-2020, respectively
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.	✓		In Practice
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;	-	-	There was no reportable case of conflict of interest for the year ended 30th June 2026.
5.6(a)(ii)b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	-	-	No such matter has arisen during the year.
5.6(a)(ii)c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and	-	-	Do
5.6(a)(ii)d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	-	-	Do
5.6(b)	Reporting to the Authorities: If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	-	-	No such incidence arose in the reporting period.



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5.7	Reporting to the Shareholders and General Investors: Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	✓		Activities carried out by AC in 2025-2026 are stated in AC Report and disclosed in the Annual Report.
6	Nomination and Remuneration Committee (NRC)			
6.1	Responsibility to the Board of Directors			
6.1(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board	✓		In Practice
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;	✓		In Practice. The NRC discharged its responsibilities as per CG Code
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).	✓		In Line with CG Code, the responsibilities of the NRC are clearly defined in NRC Charter
6.2	Constitution of the NRC			
6.2(a)	The Committee shall comprise of at least three members including an independent director;	✓		NRC has been comprised of 3 (Three) members including 02 (Two) independent directors.
6.2(b)	At least 02 (two) members of the Committee shall be non - executive directors;	✓		
6.2(c)	Members of the Committee shall be nominated and appointed by the Board;	✓		In Practice
6.2(d)	The Board shall have authority to remove and appoint any member of the Committee;	✓		In Practice
6.2(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (One Hundred Eighty) days of occurring such vacancy in the Committee;	✓		No Such vacancy arose in the reporting period
6.2(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	-	-	No Such appointment/co-opt required in the reporting period
6.2(g)	The company secretary shall act as the secretary of the Committee;	✓		In Practice
6.2(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓		Do



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, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	✓		No remuneration received
6.3	Chairperson of the NRC			
6.3(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	✓		Chairman of the NRC is 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;	✓		No such incidence arose in the reporting period
6.3(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.	✓		The Chairperson of the NRC attended the 19th AGM held on 31st December, 2025.
6.4	Meeting of the NRC			
6.4(a)	The NRC shall conduct at least one meeting in a financial year	✓	-	There was 01 (One) meeting held during the period.
6.4(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC	-	-	No such incidence arose in the reporting period
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)	✓	-	In Practice
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.	✓	-	Do
6.5	Role of the NRC			
6.5(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	✓	-	In Practice. The NRC discharged its responsibilities as per CG Code
6.5(b)(i)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board: Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:			
6.5(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	✓	-	In Practice. The NRC discharged its responsibilities as per CG Code



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6.5(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	✓		Do
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;	✓		Do
6.5(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		Do
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;	✓		Do
6.5(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	✓		Do
6.5(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	✓		Do
6.5(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	✓		Do
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.	✓		Do
7	EXTERNAL/STATUTORY AUDITORS: 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	✓		The Statutory Auditor have declared their compliances.
7.1(ii)	financial information systems design and implementation;	✓		
7.1(iii)	book-keeping or other services related to the accounting records or financial statements;	✓		
7.1(iv)	broker-dealer services;	✓		
7.1(v)	actuarial services;	✓		
7.1(vi)	internal audit services or special audit services;	✓		
7.1(vii)	any service that the Audit Committee determines;	✓		
7.1(viii)	audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	✓		
7.1(ix)	any other service that creates conflict of interest.	✓		
7.2	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	✓		Do



Condition No.	Title	Compliance status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
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.	✓		A representative of the statutory auditors attended the 19th AGM held on 31st December 2025.
8	Maintaining a website by the Company			
8.1	The company shall have an official website linked with the website of the stock exchange.	✓		www.gphispat.com.bd is the company's official website linked with the website of 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. Explanation: “Chartered Accountant” means Chartered Accountant as defined in the Bangladesh Chartered Accountants Order, 1973 (President’s Order No. 2 of 1973); “Cost and Management Accountant” means Cost and Management Accountant as defined in the Cost and Management Accountants Ordinance, 1977 (Ordinance No. LIII of 1977); “Chartered Secretary” means Chartered Secretary as defined in the Chartered Secretaries Act, 2010.	✓		The Company obtained the certificate from Hoda Vasi Chowdhury & Co, Chartered Accountants and such certificate is presented 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.	✓		In Practice
9.3	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors’ report whether the company has complied with these conditions or not.	✓		



ANNEXURE –D

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

RISKS AND RISKS MITIGATION PLAN

1. Profitability Reduction Risk

The Company is operating in a highly competitive industry with low profit & the market is also highly sensitive. Moreover, the Company faces competition from a number of private sector mills that are found to be very aggressive in the market. The inability to offer competitive products may hinder the Company's growth potential.

Mitigation Plan

The company has successfully entered in the market till date and is working to offer its customers new and the best quality products like the world's best "GPH Quantum" steel at competitive terms. GPH Ispat Limited is manufacturing and marketing the GPH QUANTUM B600C-R and **GPH QUANTUM B600D-R Steel Re-bar** for the first time in Bangladesh with the world's best Quantum Electric Arc Furnace technology. Moreover, the group's track records of the last 5 (five) years for operating at a low profit and highly sensitive market environment established its capability.

2. Technology Related Risks

Technology always plays a vital role in each and every type of business. Better technology can increase productivity and reduce the costs of production. Firms are exposed to technology risks when there are better technologies available in the market than the one is used by the company which may cause technological obsolescence and negative operational efficiency.

Mitigation Plan

The company is aware of technological changes and has adopted new technology according to its needs. The expansion plant substantially increases the production capacity of the company and further consolidates its position as the country's leading steel producer serving the growing domestic and export market. This "State-of-the-Art" technology based on "EAF Quantum Technology" with the highest level of automation, precision, and engineering would ensure world-class products.

Furthermore, routine and proper maintenance of the equipment carried out by the Company ensures longer service life for the existing equipment and facilities.

3. Risk of new entrants

New entrants of similar/higher scale may push the Company into a competitive scenario.

Mitigation Plan

Implementation of a similar project generally has a lead time of 3 (three) years and before the earliest entrant, the Company will be able to consolidate its both financial as well as market position. Furthermore, with the track record of GPH and its market reputation, it will be very difficult for newcomers to make inroads into the quality steel market. Moreover, Steel is a highly capital-intensive industry and therefore, barriers to entry are high. GPH Ispat Limited enhanced its production capacity of MS Billet by 840,000 MT and MS Rod/Medium Section product (Steel Beam, Angle, Channel, Flat Bar, etc.) by 640,000 MT per annum. Now, the total annual production capacity of MS Billet is 10,50,000 MT and MS Rod/Medium section products (Steel Beam, Angle, Channel, Flat Bar, etc.) are 7,90,000 MT. As the company established the latest technology-based production plant it would be more capable of facing new entrants.

4. Sourcing of Raw Materials

As the steel market price is so volatile, sourcing of raw materials is important. Shortages or price hikes of raw materials may affect the Company's operation.

Mitigation Plan

The main raw materials of the company are melting scrap, which is available both in the international market and local market from ship breaking yards. The company has a bilateral arrangement with a group of independent suppliers of raw materials. Therefore, it is expected that the company will have a smooth flow of raw materials.

5. Interest Rate Risk

Interest rate risk is the risk that the Company faces due to unfavorable movement in the interest rates. Changes in the Government's monetary policy and increased demand for loans/investments trend to increase the interest rates. Such rises in interest rates mostly affect Companies having floating rate loans or Companies investing in debt securities.

Mitigation Plan

In order to manage this risk and overcome it, the management of the company closely monitors its cash flows, coupled with continued strength in sales and marketing. GPH is very careful in forecasting the prices of international steel and manages its costs in an effective manner, so as to ensure that the debt repayments are met on schedule, even if the interest rates were to rise.

6. Foreign Currency Exchange Rate Risk

Foreign currency exchange rate risk is the risk of changes in exchange rates that adversely affect the company's earnings, equity, and competitiveness. As the Company import equipment/raw materials from abroad and earns revenue in local currency, unfavorable volatility or currency fluctuation may affect the profitability of the Company.

Mitigation Plan

Appropriate and responsible hedging mechanisms were applied by GPH in the past in case of significant taka devaluation in order to keep the cost minimum and the same will be followed in the future. GPH Ispat also maintains a foreign currency account in which export collection is directly deposited and we can meet foreign currency payment requirements. However, if the price of the US Dollar appreciates too sharply against the BDT, this will be a nationwide phenomenon experienced by the whole industry. In such a scenario, there will be a market adjustment to end product prices. Moreover, Exchange rate fluctuation is beyond the control of the management.

7. Potential Changes in Global or National Policies

Changes in the existing global or national policies can have either positive or negative impacts on the company. Any scarcity or price hike of raw materials due to changes in policy in the international market might hamper production and profitability. Furthermore, the performance of the company may also be hampered due to unavoidable circumstances both in Bangladesh and worldwide like political turmoil. Since the risk involved with the potential changes in global or national policies is a macro factor, it is beyond the capability of GPH to control.

Mitigation Plan

The management of GPH Ispat Limited is always concerned about the prevailing and upcoming future changes in global or national policy and shall respond appropriately and timely to safeguard its

interest. Strong brand equity of the company in the local market and deep and profound knowledge of the sponsors will always endeavor to withstand unexpected changes or any such possible threats. Nevertheless, political stability and a congenial business environment is definitely the best situation in which GPH will achieve its maximum potential. Political turmoil and disturbance are bad for the economy as a whole and also for the company. On the other hand, the Government has special attention to the growth of the industry as it is related to the infrastructure development of the country.

8. Potential or Existing Government Regulations

The Company operates under the Company's Act 1994, Income Tax Act 2023, Value Added Tax (VAT) and SD Act 2012, and other related regulations. Any abrupt changes in the policies made by the regulatory authorities may adversely affect the business of the company.

Mitigation Plan

Since the Company operates in the steel sector, the Government regulations are mostly investment-friendly. However, unless any policy change may negatively and materially affect the industry as a whole, the business of the Company is expected not to be affected. As it is an emerging sector, it is highly expected that the Government will not frustrate the growth of the industry with adverse policy measures.

9. History of Non-operation, if any

Is there any history of the Company becoming non-operative from its commercial operation?

Mitigation Plan

GPH Ispat Limited was incorporated in Bangladesh as a Private Limited Company with limited liability on 17 May 2006 under the Companies Act 1994 and started commercial operation on 21 August 2008 and it has no history of non-operation till now. The Company is an independent entity that is operated by its Memorandum & Articles of Association and within the jurisdiction of applicable laws implemented by the Government. Besides, the Company's financial strength is satisfactory. So, the chance of becoming non-operative for the Company is very minimum.

10. Operational Risks

Non-availability of materials/equipment/services may affect the smooth operational activities of the Company. On the other hand, the equipment may

face operational and mechanical failure due to natural disasters, terrorist attacks, unforeseen events, lack of supervision and negligence, leading to severe accidents and losses.

Mitigation Plan

The Company is equipped with a power backup and security system, which reduces operational risk. Besides, the equipment has insurance coverage in order to get reasonable compensation for any damages. Apart from these, routine security checks and proper maintenance of the equipment also reduce/eliminate operational risk.

11. The risk associated with labor unrest

Smooth production is dependent on a good relationship with the factory workers and their ability to provide high-quality services. In the event of disagreements with the workers, the company may experience adverse impacts.

Mitigation Plan

GPH Ispat Limited maintains a good atmosphere at the workplace and provides all sorts of facilities to the workers as per law of the land. GPH employees/workers have been provided with all necessary facilities according to service rules. So, it is unlikely for them to create such unrest. The company has a good remuneration package and welfare policies for its human resources, which reduce the risk of labor unrest.

12. Availability of Power and Gas

Steel industries require a huge and uninterrupted power supply. Any unfavorable change in power-related regulations may affect the Company's business. The Company also requires gas for heating billets and accordingly shortage of gas supply will affect the operation of the Company.

Mitigation Plan

GPH Ispat Limited has total 92 MW power connections. Among that 15 MW load connection through 132/33 KV substation (33 KV H. T. line) from PDB, 65 MW load connection through 230/33 KV substation (33 KV H. T. line) from national grid of BPDB and 12 MW gas fired captive power plant named GPH Power Generation Limited which ensures uninterrupted power supply. In addition of that GPH Ispat installed 3.90 MWp solar PV systems on the factory rooftops at Factory. Furthermore, GPH's gas connection is connected with the main distribution line of Chattogram zone. So, GPH Ispat Limited is enjoying uninterrupted and sufficient electricity and gas supply at present except for

complying with some Govt. special orders and it is expected that this availability will remain same in the near future.

13. Impact on Environment

Steel production has a number of impacts on the environment including air emissions, wastewater contaminants, hazardous wastes, and solid wastes. The major environmental impacts of integrated steel mills are from coking and iron-making. Moreover, reducing CO₂ emissions in steelmaking must be tackled on a global level. Making the substantial CO₂ reductions required will need technology transfer, collaboration and breakthrough technologies.

Mitigation Plan

Climate change is the biggest issue for the steel industry in the 21st century and GPH Ispat Limited always feels the importance of environmental issues. In this connection, GPH Ispat installed an Air Separation Plant (ASP) based on the latest technology and international standard for its expansion plant. In Bangladesh, every factory uses a tremendous amount of water for its manufacturing process, and in most if not all cases, is drawn from the groundwater reserves, causing a shortage for the community as a whole. But at GPH Ispat, not a single drop of water is drawn from the groundwater table, as all the water requirement is met through rainwater harvesting, which is collected and stored in an artificial lake. Moreover, the smart water solution for GPH Ispat's steel manufacturing plant is composed of two parts; one is Closed Loop Zero Discharge Circulation System and another is Water Treatment Plant. The two parts work in conjunction to remove all contamination from the wastewater before discharging to the artificial lake, used again for production, and ensure that the water stays within the system. No waste is discharged through water, thereby ensuring no damage to the natural environment. Moreover, in order to drastically reduce the overall CO₂ emissions from the production of steel, the development of breakthrough technologies is crucial. At present, a large number of promising projects are ongoing in different parts of the world. We have installed State-of-the-Art technology for our expansion project. By using this technology, carbon emissions will be 90% less than the World Bank's prescribed limit and 96% less than the Bangladesh Standard's recommended limit.

ANNEXURE –E

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

The pattern of Shareholding as on 30 June 2026

Name	Status/Position	No of Shares	% of Shareholding
(a) Parent or Subsidiary or Associate Companies and other related parties:			
	N/A	N/A	N/A
(b) Directors, CEO, CS, CFO, Head of Internal Audit and Compliance and their spouses and minor children:			
Mr. Md. Alamgir Kabir	Chairman	23,281,023	4.81%
Mr. Mohammed Jahangir Alam	Managing Director	54,085,394	11.18%
Mr. Mohammed Almas Shimul	Additional Managing Director	32,382,302	6.69%
Mr. Mohammad Ashrafuzzaman	Director	14,516,502	3.00%
Mr. Md. Abdul Ahad	Director	11,613,201	2.40%
Mr. Md. Azizul Haque	Director	9,677,667	2.00%
Mr. Md. Abdur Rouf	Sponsor (Deceased)	691,262	0.14%
Mr. Saful Alam Khan Chowdhury	Independent Director	-	-
Ms. Rezina Parveen	Independent Director	-	-
Mr. Mohammad Atiqur Rahman Chowdhury	Chief Financial Officer	-	-
Mr. Md. Mosharof Hossain	Company Secretary (Acting)	-	-
Mr. Md. Sharif Billah Bhuiyan	Head of Internal Audit and Compliance (In-charge)	-	-
Mrs. Masuma Begum	W/O Mr. Mohammed Jahangir Alam	8,926,493	1.84%
Mrs. Farjana Sharmin Muktha	W/O Mr. Mohammed Almas Shimul	7,603,104	1.57%
Mrs. Amina Khanom Roni	W/O Mr. Mohammad Ashrafuzzaman	4,301,185	0.89%
Mrs. Israt Jahan Najnin	W/O Mr. Md. Abdul Ahad	3,440,946	0.71%
(c) Executives:			
Mr. Md. Mukter Hossain Talukder, FCA	Group Chief Executive Officer	-	-
Mr. H. M. Ashraf-Uz-Zaman, FCA	Group CFO	-	-
Mr. Riman Barua	General Manager (Head of Plant)	-	-
Mr. Saiful Islam	Sr. DGM (Head of Technical Support)	-	-
Mr. Md. Rofiqul Islam	Deputy General Manger	-	-
(d) Shareholders holding 10% or more voting interest in the Company:			
Mr. Mohammed Jahangir Alam	Managing Director	54,085,394	11.18%

Shareholding Position as on June 30 2026 are as follows

Directors/Sponsors	Government	Institute	Foreign	Public
30.22%	-	19.30%	-	50.48%

ANNEXURE –F**[As per condition No. 1(5)(xxv)]****GPH ISPAT LIMITED****MANAGEMENT'S
DISCUSSION AND ANALYSIS**

For the year ended on 30 June 2026

The Management Discussion and Analysis is prepared to provide a narrative explanation through the eyes of our leadership on how we performed and information about our financial condition and prospects. Since the Management's Discussion and Analysis provides additional context to our financial statements, readers are recommended to review it together with the financial statements for the year ended 30 June 2026.

Pursuant to condition No. 1(5)(xxv) of the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission, the Management Discussion and Analysis for the year ended 30 June 2026 presents the Company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on as follows:

a) Accounting policies and estimation for preparation of financial statements

The financial statements of GPH Ispat Limited for the year ended on 30 June 2026 have been prepared on a going concern basis following accrual basis of accounting except for statement of cash flows in accordance with the International Accounting Standards (IASS) and International Financial Reporting Standards (IFRSs) as adopted in Bangladesh by the Institute of Chartered Accountants of Bangladesh (ICAB). Detail descriptions of the accounting policies and estimations applied for the preparation of the financial statements of the Company are disclosed in **Notes 2 and 3 of the financial statements, page number 120.**

b) Changes in accounting policies and estimation

GPH Ispat Limited has been following consistent policies and estimations and there were no such changes in accounting policies and estimations that have had a material impact on the financial statements of the Company for the year ended on 30 June 2026.

c) Comparative analysis of financial performance or results and financial position as well as cash flows for the current financial year with immediately preceding five years:

The financial year 2025–2026 was one of the most challenging periods for the Bangladesh steel industry in recent years. Amid these challenging conditions, GPH Ispat remained focused on maintaining operational continuity and improving efficiency across its operations. During the year, the Management continued to emphasize optimum utilization of resources, cost control, process improvement, and effective production planning in response to changing market conditions.

During FY 2025–2026, Sales Revenue decreased by 29.26% to BDT 40,693.39 million, primarily due to lower sales volume amid challenging market conditions. However, Gross Profit and Operating Profit declined at comparatively lower rates of 10.05% and 6.57%, respectively, reflecting improved cost efficiency and operational management. Profit Before Income Tax decreased by 18.68% to BDT 615.60 million. Despite the decline in revenue and operating results, the Company returned to profitability, reporting a Profit After Tax of BDT 35.48 million compared to a Loss After Tax of BDT 245.70 million in the previous year. Consequently, EPS improved to BDT 0.07 from negative BDT 0.51. However, the major areas of financial performance, financial position as well as cash flows for the current financial year along with the immediately preceding five years are tabulated below:

Financial Performance:

Particulars	2025-2026	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
	Taka	Taka	Taka	Taka	Taka	Taka
Gross Revenue (Million)	40,693.39	57,528.43	57,123.45	59,011.45	47,959.93	28,949.12
Net Revenue (Million)	39,401.17	56,063.94	55,829.28	57,656.89	46,827.52	28,166.46
Cost of Goods Sold (Million)	32,349.52	48,224.81	47,833.26	49,696.52	40,478.44	23,965.15
Gross Profit (Million)	7,051.64	7,839.13	7,996.02	7,960.36	6,349.07	4,201.31
Operating Profit (Million)	5,883.33	6,296.92	6,494.42	6,472.91	4,945.60	3,218.38
Profit before Tax (Million)	615.60	757.04	1,762.49	1,236.41	2,781.54	2,122.27
Profit after Tax (Million)	35.48	(245.70)	857.73	267.61	1,494.27	1,660.89
Earnings per Share (EPS)	0.07	(0.51)	1.77	0.58	3.42	4.18

Financial Position:

Particulars	As on June 30, 2026	As on June 30, 2025	As on June 30, 2024	As on June 30, 2023	As on June 30, 2022	As on June 30, 2021
	Taka	Taka	Taka	Taka	Taka	Taka
Non-Current Assets (Million)	63,368.96	57,741.09	51,440.97	50,417.25	34,579.59	33,821.01
Current Assets (Million)	44,892.68	43,764.92	38,835.18	35,966.46	30,307.14	19,838.25
Total Assets (Million)	108,261.64	101,506.01	90,276.15	86,383.72	64,886.74	53,659.26
Equity (Million)	25,070.65	25,025.82	25,370.57	24,461.99	12,576.30	11,856.92
Non-Current Liabilities (Million)	45,604.88	33,718.38	27,462.24	26,595.79	22,057.39	22,431.12
Current Liabilities (Million)	37,586.10	42,761.81	37,443.34	35,325.93	30,253.04	19,371.22
Total Equity & Liabilities (Million)	108,261.64	101,506.01	90,276.15	86,383.72	64,886.74	53,659.26
Net Asset Value (NAV)	51.81	51.72	52.43	53.08	28.79	29.86

Cash Flow:

Particulars	2025-2026	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
	Taka	Taka	Taka	Taka	Taka	Taka
Net Cash Flows Generated by Operating Activities (Million)	7,611.19	2,798.40	4,785.51	(969.55)	(3,122.03)	(1,607.99)
Net Cash Flows Used in Investing Activities (Million)	(8,169.06)	(8,095.09)	(3,068.37)	(2,343.00)	(2,890.35)	(3,493.50)
Net Cash Flows Used in Financing Activities	866.17	5,744.07	(1,148.72)	3,238.26	6,327.04	5,192.91
Net Operating Cash Flow per Share	15.73	5.78	9.89	(2.10)	(7.15)	(4.05)

Shares and Dividend Information:

Particulars	2025-2026	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
Shares Outstanding (Nos.)	48,38,83,456	48,38,83,456	48,38,83,456	46,08,41,387	43,68,16,480	39,71,05,891
Face Value per Share (Tk.)	10.00	10.00	10.00	10.00	10.00	10.00
Cash Dividend	2%	5%	10%	5%	5.50%	20%
Stock Dividend	-	-	-	5%	5.50%	10%

- 2% cash dividend (2025-2026), 5% cash dividend (2024-2025), 10% cash dividend (2023-2024) and 5% cash dividend (2022-2023) only for General Shareholders except Sponsors and Directors.

d) Comparison of financial performance and financial position as well as cash flows with the peer industry scenario:

There are a number of steel manufacturing companies in Bangladesh, but only a few companies are listed with the Stock Exchanges. A comparison of peer industry financial performance and financial position, as well as cash flows for the year ended 30 June 2026 compared with GPH Ispat Limited, are tabulated below:

Particulars	GPH Ispat Ltd. (12 months)	BSRM Steels Ltd. (9 months)	BSRM Ltd. (9 months)
	Taka	Taka	Taka
Earnings per Share (EPS)	0.07	11.49	15.54
Net Asset Value (NAV) per Share	51.81	97.36	177.48
Net Operating Cash Flow per Share	15.73	28.89	23.33

e) Financial and Economic Scenario of Bangladesh and the Globe:

Bangladesh Macroeconomic Context:

The Bangladesh economy entered FY 2025–2026 amid a challenging macroeconomic environment characterized by subdued economic activity, persistent inflationary pressures, elevated interest rates, weak private investment, and vulnerabilities within the financial sector. According to the World Bank, Bangladesh's real GDP growth was 3.9% in FY 2025–2026, and GDP growth is projected approximately 4.5% in FY 2026–2027. The IMF, expects Bangladesh's economic growth to gradually recover, projecting 4.7% growth in FY 2026–2027. The IMF has emphasized that delays in reforms could constrain growth, increase inflationary pressures and heighten macro-financial risks. Inflation remains a significant concern for businesses and households. The IMF's data indicate consumer-price inflation of around 9.2% in 2026–2027, while ADB also expects inflation to remain elevated. Higher prices, together with elevated borrowing costs, have constrained household purchasing power and private-sector investment.

Global Economic Environment:

During FY 2025–2026, the global economy remained resilient despite continued geopolitical tensions, trade uncertainties, inflationary pressures and elevated borrowing costs. While inflation gradually moderated in several major economies, economic growth remained uneven across regions. Volatility in energy and commodity prices, exchange rates, supply chains and global interest rates continued to influence business and investment conditions. Against this backdrop, businesses worldwide remained focused on cost efficiency, operational resilience and prudent financial management to navigate the evolving global economic environment.

Steel Industry Overview:

The steel industry remains a strategically important component of Bangladesh's industrial and construction economy. Domestic steel demand is closely linked to construction activities, infrastructure development, real estate, industrial expansion and public investment. However, the industry has experienced a significant slowdown in recent years as construction activity and private investment weakened.

Industry estimates indicate that Bangladesh currently has installed steelmaking capacity exceeding 9 million tons, while annual demand has been substantially lower, at approximately 6–7

million tons, resulting in considerable excess capacity and relatively low-capacity utilization. The difficult operating environment has also affected production. Industry reports indicate that steel production declined significantly. At the same time, additional capacity is expected to enter the market, which may intensify competition if demand does not recover at a corresponding pace.

f) Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company:

GPH Ispat Limited has exposure to the Financial Risk, Credit Risk, Liquidity Risk and Market Risk arising from the financial statements. The detailed explanation of risk and concerns are explained in **Note number 45, page number 160** of the annual audited financial statements. Moreover, GPH Ispat Limited has sufficient and effective measures/controls to mitigate the risk and concerns. A detailed report on risks and concerns mitigation plans are discussed in **Annexure-D, Page number 98**.

g) Future plan:

The long-term fundamentals of Bangladesh's steel industry remain promising, supported by continued urbanization, infrastructure development, industrialization, and growing demand for construction materials. Steel consumption is strongly associated with economic development, urbanization, industrialization and infrastructure investment. As Bangladesh's economy gradually returns to a higher growth trajectory, demand for steel is expected to recover alongside construction, infrastructure and manufacturing activities.

GPH Ispat is focused on enhancing operational efficiency, cost management, and energy-efficient technologies while exploring high-strength and specialized steel products to meet evolving construction standards. Despite challenges from foreign exchange, energy supply, and financing constraints, the Company remains committed to sustainable growth, innovation, customer-centricity, strengthened partnerships, and developing a future-ready workforce and leadership.



Mohammed Jahangir Alam
Managing Director

AUDIT COMMITTEE REPORT

For the year ended on 30 June 2026

Dear Shareholders,

The Audit Committee of GPH Ispat Limited is pleased to present its report on the activities of the Committee for the financial year ended 30 June 2026.

This report outlines the Committee's operations and key activities during the year, providing a clear understanding of its role in supporting the Board in objectively discharging its statutory and governance responsibilities. The Committee's responsibilities include overseeing the integrity of the Company's published financial information, evaluating the effectiveness of organizational risk management, monitoring internal controls, reviewing financial and accounting processes, and ensuring robust compliance and related governance practices.

Composition of the Audit Committee:

The Audit Committee of GPH Ispat Limited comprises two Independent Directors and one Non-Executive Director. The members possess the requisite qualifications and expertise as prescribed under the Corporate Governance Code 2018 issued by the Bangladesh Securities and Exchange Commission (BSEC). The composition of the Audit Committee is as follows:

- **Ms. Rezina Parveen - Chairman**
- **Mr. Safiul Alam Khan Chowdhury – Member**
- **Mohammad Ashrafuzzaman – Member**

The two consecutive terms of Mr. Mukhtar Ahmed, Independent Director and Chairman of the Audit Committee, were completed on 09 June 2025. Accordingly, the Board of Directors appointed Ms. Rezina Parveen as the Chairperson of the Audit Committee with effect from 09 February 2026. Mr. Md. Mosharof Hossain, Company Secretary (Acting), acted as the Secretary to the Audit Committee.

Meetings of the Audit Committee:

During FY 2025–2026, the Audit Committee conducted four meetings to discharge its responsibilities and perform various activities in accordance with its terms of reference. Ms. Rezina Parveen, Independent Director, chaired the meetings. The Group Chief Executive Officer (CEO) and Chief Financial Officer (CFO) also attended the meetings as invitees of the Audit Committee.

Key Responsibilities of the Audit Committee:

In accordance with the Corporate Governance Code 2018 and the Terms of Reference (TOR) of the Audit Committee, the key responsibilities of the Audit Committee are as follows:

- Review the annual, half-yearly and quarterly Financial Statements, and upon its satisfaction of the review, recommend the same to the Board for approval;
- Oversee the financial reporting process and monitor the choice of accounting policies and principles;
- Monitor the internal audit and compliance process and review the internal audit and compliance report;
- Hold meeting with the Statutory Auditors to review the annual Financial Statements before submission to the board for approval or adoption;
- Review along with the management, the quarterly Financial Statements and annual Financial Statements before submission to the board for approval;
- Review the adequacy of the internal audit function;
- Review the management discussion and analysis before disclosing it in the Annual Report;
- Review the statement of all Related Party Transactions submitted by the management; and
- Evaluate the performance of external auditors and recommend to the Board for their appointment and remuneration fees.

Major Activities of the Audit Committee during the Reporting Period:

The Audit Committee carried out the following activities during the financial year 2025–2026:

- Reviewed and recommended the quarterly Financial Statements for the year 2025-2026 and the annual Audited Financial Statements for the year ended 30 June 2026;
- Overseed the financial reporting process and monitored the choice of accounting policies and principles;
- Monitored the internal audit and compliance process and reviewed the internal audit and compliance report;
- Reviewed the adequacy of the internal audit function ended 30 June 2026;
- Reviewed the Management Discussion and Analysis for the year ended 30 June 2026;
- Reviewed and recommended related party transactions; and
- Reviewed the performance of the statutory auditors and made a recommendation to the board on the appointment and remuneration of statutory auditors.

Acknowledgment:

The Audit Committee expresses its sincere appreciation to the Board, key management executives, and all employees for their valuable cooperation and support.

For and on behalf of the **Audit Committee of GPH Ispat Limited.**


Ms. Rezina Parveen
Chairman

NOMINATION AND REMUNERATION COMMITTEE REPORT

For the year ended on 30 June 2026

Dear Shareholders,

The Nomination and Remuneration Committee (NRC) of GPH Ispat Limited is pleased to present its report on the activities of the Committee for the financial year ended 30 June 2026.

The NRC assists the Board broadly in the formulation of policy with regard to determining the qualifications, positive attributes, experiences and remuneration mainly for the Directors and the top-level Executives of the company.

Composition of the NRC:

The Nomination and Remuneration Committee of GPH Ispat Limited comprises two Independent Directors and one Non-Executive Director. The members possess the requisite qualifications and expertise as prescribed under the Corporate Governance Code 2018 issued by the Bangladesh Securities and Exchange Commission (BSEC). The composition of the NRC is as follows:

- **Mr. Safiul Alam Khan Chowdhury – Chairman**
- **Mr. Md. Alamgir Kabir – Member**
- **Ms. Rezina Parveen – Member**

The two consecutive terms of Mr. Mukhtar Ahmed, Independent Director and member of the NRC, were completed on 09 June 2025. Accordingly, the Board of Directors appointed Ms. Rezina Parveen as the member of the NRC with effect from 09 February 2026. Mr. Md. Mosharof Hossain, Company Secretary (Acting) acted as the Secretary of the Nomination and Remuneration Committee.

Meeting of the NRC:

The Nomination and Remuneration Committee has conducted one meeting during the year 2025-2026 to perform various activities in accordance with its terms of reference. Mr. Safiul Alam Khan Chowdhury, the Independent Director acted as Chairman of the meeting. The Group Chief Executive Officer (CEO), Chief Financial Officer (CFO) and Chief People Office (CPO) also attended the meetings as invitees of the NRC.

Mejor Role of the NRC:

The purpose, authority, composition, duties, and responsibilities of the Nomination and Remuneration Committee (NRC) are set out in its Terms of Reference (TOR). The key responsibilities of the NRC are as follows:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommending a policy to the Board, relating to the remuneration of the directors, top level executives;
- Recommend on the Board's diversity policy, taking into consideration age, gender, experience, ethnicity, educational background and nationality;
- Identify persons who are qualified to become directors and who may be appointed in top level executive positions in accordance with the criteria laid down, and recommend their appointment and removal to the Board;
- Formulate the criteria for evaluation of performance of Independent Directors and the Board;
- Identify the company's needs for employees at different levels and determining their selection, transfer or replacement and promotion criteria;
- Annually review and recommend the company's human resources and training policies;
- Recommend the remuneration policy of the Company, particularly regarding yearly increments; and
- Recommend the Code of Conduct for the Chair of the Board, other Board Members and the Managing Director (MD) of the Company.

Nomination, Election and Selection of Directors:

The NRC is responsible for ensuring that the procedures for appointing new Directors is transparent and appropriate. The Board places great emphasis on ensuring its membership reflects diversity in a broader sense. A combination of age, gender, experience, ethnicity, educational background, nationality as well as personal attributes provide all-round of perspectives and insights for appropriate decision-making. The aim of the selection and appointment process is to ensure that candidates with the most suitable skill, knowledge, experience, and personal values can be selected.

Evaluation of the Board:

The NRC is responsible for ensuring the effectiveness of the Board. The NRC shall carry out an evaluation of the Directors once a year of its work, functions, and performance as well as monitoring of internal control over financial reporting and provide reasonable assurance that the assets are safeguarded, and transactions are authorized and properly recorded. The evaluation process is led by the Chair of the NRC. Each Director is required to complete a confidential pre-set questionnaire. The evaluation includes a review of the administration of the board and its committees covering their operations, agenda, reports, and information produced for consideration, and relationship with the management.

Selection of Top-level Executives:

The performance of the company depends upon the quality of its top-level Executives. So, the selection and recruitment of top-level Executives is an important fact. The recruitment process of top-level Executives shall be transparent, non-discriminatory, diversified and in alignment with the GPH standard. The recruitment processes for top-level Executives identify candidates with the most suitable skills, knowledge, experiences and personal values. The recruitment standards also support GPH Ispat's reputation as an attractive employer of choice.

Remuneration Policy for the Directors and Top-level Executives:

The Directors who are directly engaged with the operational activities of the company shall eligible for reasonable remuneration along with traveling facilities. Directors also receive remuneration from the company for attending every Board Meeting along with traveling facility for travel to and returning from Board Meetings. The Director's remuneration is recommended by NRC and approved by the Board of Directors.

On the other hand, the structure, scale and composition of remuneration are reasonable and sufficient to attract, retain and motivate suitable top-level executives and other employees to run the company efficiently and successfully. The context of packages, including remuneration monthly, yearly and in the long run for all the employees are categorically laid down and meet the appropriate performance benchmarks. Moreover, the objective of GPH Ispat's remuneration policy is to secure that rewards for the top-level executives shall contribute to attracting, engaging and retaining the right person in the right place to deliver sustainable value for the company as well as the shareholders.

Activities of the Nomination and Remuneration Committee during the reporting period:

The Nomination and Remuneration Committee has performed its duties as per the Terms of Reference which were formulated in accordance with the Corporate Governance Code 2018. The major activities of the NRC for the year ended 30 June 2026 are as follows:

- Reviewed succession planning for Top Management;
- Reviewed the criteria for determining qualifications and positive attributes of the top-level executives;
- Reviewed the standard of manpower planning;
- Reviewed the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;

- Reviewed the employee benefits policy to attract job seekers and retain internal talents;
- Reviewed the recruitment and selection process where competent candidates get hired;
- Reviewed and recommended the company's human resources and training policies; and
- Reviewed and recommended the Directors' remuneration increment proposal.

Acknowledgment:

The Nomination and Remuneration Committee expresses its sincere appreciation to the Board, key management executives, and all employees for their valuable cooperation and support during the financial year 2025–2026.

For and on behalf of the **Nomination and Remuneration Committee of GPH Ispat Limited**



Ms. Rezina Parveen
Member

DIVIDEND DISTRIBUTION POLICY OF GPH ISPAT LIMITED

1. Objective:

The objective of Dividend Distribution Policy is to ensure the right balance between the amount of Dividend paid and amount of profits retained in the business for various purposes. Towards this end, the Policy lays down parameters to be considered by the Board of Directors of the Company before recommending or declaring dividend to its shareholders from time to time

2. Philosophy:

The philosophy of the Company is to maximize the shareholders' wealth in the Company through business decision and performance. The Company believes that driving growth creates maximum shareholders' value. Thus, the Company shall consider the investors' expectations, market scenario and impacts of dividend policy on market capitalization to distribute the profits/retain earnings in the form of dividend to the shareholders.

3. Regulatory Framework:

The policy is framed in compliance with the Bangladesh Securities and Exchange Commission's Directive No. BSEC/CMRRCD/2021-386/03, dated 14 January, 2021 and Dhaka Stock Exchange and Chittagong Stock Exchange (Listing) Regulations, 2015.

4. Authority:

Dividends will be recommended by the Board of Directors of GPH Ispat Limited and approved by the shareholders in the Annual General Meeting.

5. Forms of Dividends; Interim Dividend, Final or Special:

The Board will recommend cash/stock or both dividend once a year as final dividend, after the announcement of the full year results and before the Annual General Meeting (AGM) of the shareholders, as may be permitted by the Companies Act, 1994. The Board may also recommend interim dividends subject to Company's periodic business performance and as may be permitted by the Companies Act, 1994.

6. Parameters for Declaration or Recommendation of Dividend:

The Board of Directors of the Company would consider the following parameters for declaration or recommendation of Dividend:

a) Financial Parameters/Internal Factors:

- Financial performance of the Company for the period for which dividend is declared or recommended;
- Working capital requirements;
- Capital expenditure requirements;
- Resources required to fund acquisitions and/or new businesses;
- Cash flow required to meet contingencies;
- Outstanding borrowings;
- The ratio of debt to equity;
- Cost of raising funds from alternate sources of capital;
- Past dividend trends.

b) Statutory and Regulatory Compliance/ External Factors:

- Prevailing legal requirements, regulatory conditions or restrictions laid down under the applicable laws including tax laws;
- Economic environment;
- Dividend pay-out ratios of companies in the same industry;
- Shareholder expectations.

c) Circumstances under which the Shareholders may or may not expect Dividend:

In case of adverse business performance of the Company, the Board of Directors can take decision to recommend 0 (zero) dividend for a particular period/year. Moreover, the shareholders of the Company may not expect Dividend under the following circumstances:

- Whenever it undertakes or proposes to undertake a significant expansion project requiring higher allocation of capital;
- Significantly higher working capital requirements adversely impacting free cash flow;
- Whenever it undertakes any acquisitions or joint ventures requiring significant allocation of capital;
- If the eligibility criteria for recommendation of dividend have not been met by the Company, including any regulatory restriction placed on the Company on declaration of dividend or if the Board strongly believes the need to conserve capital for growth or other exigencies.

d) Utilization of Retained Earnings:

The Board of Directors of the company may recommend dividend out of the profits of the Company for the year or out of the profits for any previous years or out of the free reserves available for distribution of Dividend, after having due regard to the parameters laid down in this Policy.

e) Parameters adopted with regard to various classes of shares

Currently, the Company has no any other class of shares (including shares with differential voting rights/preference shares) other than equity shares having face value Taka 10 (Ten) each. In the absence of any other class of shares and/or shares with differential voting rights, the entire distributable profit for the purpose of declaration of dividend is considered for the equity shareholders. As and when the Company issues other kind of shares, the Board of Directors may suitably amend this Policy. Therefore, dividend declared will be distributed amongst all shareholders, based on their shareholding on the record date.

7. Dividend Recommendation Procedure:

The Board of Directors of GPH Ispat Limited works for the best interest of the shareholders and the Board always takes decision regarding dividend recommendation on the basis of performance and strategic planning of the company. The Board has also established a long-term and sustainable dividend policy considering the followings that allows the shareholders to make an enlightened investment decision.

- a) The agenda of the Board of Directors where Dividend declaration or recommendation is proposed shall contain the rationale of the proposal;
- b) In consultation with the Chief Financial Officer (CFO), the Managing Director (MD) or Chief Executive Officer (CEO) of the Company shall recommend any amount to be declared/recommended as Dividend to the Board of Directors of the Company;
- c) Pursuant to the provisions of applicable laws and this Policy, interim Dividend approved by the Board of Directors will be confirmed by the shareholders and final Dividend, if any, recommended by the Board of Directors, will be subject to shareholders' approval, at the ensuing Annual General Meeting of the Company;
- d) The Company shall ensure compliance of provisions of applicable laws and this policy in relation to Dividend declared by the Company.

8. DIVIDEND DISTRIBUTION PROCEDURE:

- a) The Company shall pay off the dividend (cash/stock) to the entitled shareholders within 30 days of declaration or approval or record date as the case may be;
- b) The Company shall pay off the cash dividend directly to the bank account of the entitled shareholder as available in the BO account maintained with the depository participant (DP), or the bank account as provided by the shareholder in paper form, through Bangladesh Electronic Funds Transfer Network (BEFTN) or through bank transfer or any electronic payment system as recognized by the Bangladesh Bank, if not possible through BEFTN;
- c) Cash Dividend of the margin client of stock broker or merchant banker or portfolio manager shall pay off to the Consolidated Customer's Bank Account (CCBA) of the stock broker or to the separate bank account of the merchant banker or portfolio manager through BEFTN;
- d) In case of non-availability of bank account information or not possible to distribute cash dividend through BEFTN or any electronic payment system, shall issue cash dividend warrant and shall send it by post to the shareholder;
- e) The Company shall credit the stock dividend to the BO account or issue the bonus share certificate of the entitled shareholder;
- f) Company shall follow the directives/circulars in force of the securities regulator, related to dividend distribution from time to time.

9. Amendments/modifications:

The Board of Directors may amend, abrogate, modify or revise any or all provisions of this Policy at any time according to the business necessity and in compliance with the Bangladesh Securities and Exchange Commission guidelines as may be issued or such other regulatory authority from time to time. However, amendments in the act or the regulatory guidelines shall be binding even if not incorporated in this policy.

10. Effective Date:

This Policy has been approved by the Board of Directors of the Company at its meeting and would be effective and applicable for dividend, if any, declared for the Financial Year 2020-21 onwards

11. Disclosure Of Policy:

The Dividend Distribution Policy will be available in the Company's website (www.gphispot.com.bd) and will also be disclosed in the Company's Annual Report.





AUDITOR'S REPORT & **FINANCIAL STATEMENTS**

For the year ended June 30, 2026



INDEPENDENT AUDITORS' REPORT

To
The Shareholders of
GPH ISPAT LIMITED

Opinion

We have audited the accompanying financial statements of GPH ISPAT LIMITED (the Company), which comprise the Statement of Financial Position as at 30 June 2026, the Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, together with the notes numbering 01 to 46 annexed thereto.

In our opinion and to the best of our information and according to explanations given to us, the accompanying Financial Statements, prepared in accordance with International Financial Reporting Standards (IFRSs), give a true and fair view of the financial position of the company as at 30 June 2026 and of its financial performance and cash flows for the period from 01 July 2025 to 30 June 2026 and comply with the Companies Act, 1994, the Securities and Exchange Rules, 2020 and other applicable laws and regulations.

Basis for Opinion

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

Emphasis of Matter

Without qualifying our opinion, we draw attention to the following matters:

Third-Party Balance Confirmations

We draw attention to the financial statements regarding certain balances with third parties. As part of our audit procedures, confirmations were requested from the respective organizations/parties. Confirmations were received from a limited number of parties up to the date of our auditor's report. The remaining balances have been considered based on the books of account and the supporting documents made available to us. Our opinion is not modified in respect of this matter.

Key Audit Matters

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

SL No.	Key Audit Matters	How our audit addressed the key audit matter
1	Revenue Recognition (Refer to note 25) Net Revenue of TK. 39,401,171,357 is recognized in the Statement of Profit or Loss and Other Comprehensive Income of GPH ISPAT LIMITED for the year ended 30 June 2026. We identified revenue recognition as a key audit matter because revenue is one of the key performance indicators of the company and therefore there is an inherent risk of manipulation of the timing of recognition of revenue by management to meet specific targets or expectations.	In light of the fact that the high degree of complexity we assessed the Company's processes and controls for recognizing revenue as part of our audit. Furthermore, in order to mitigate the inherent risk in this area, our audit approach included testing of the controls and the substantive audit procedure, including: ➤ We evaluated the Company's accounting policies pertaining to revenue recognition and assessed compliance with the policies in terms of IFRS 15 – Revenue from Contracts with Customers.



SL No.	Key Audit Matters	How our audit addressed the key audit matter
	As described in the accounting policy 3.15 to the financial statements, the company recognizes revenue upon rendering services to the customers/clients as per IFRS 15 – Revenue from Contract with Customers.	➤ We identified and tested controls related to revenue recognition and our audit procedure focused on assessing the invoicing and measurement systems up to entries in the general ledger. Examining customers' invoices and receipts of payment on a sample basis. ➤ We conducted substantive testing of revenue recorded over the year using sampling techniques, by examining the relevant supporting documents including sales invoices. In addition, we confirmed certain customers' receivable balances at the reporting date, selected on a sample basis by considering the amounts outstanding with those customers. ➤ Furthermore, we tested the sales transactions recognized shortly before and after the reporting date, including the sales returns recorded after that date, to examine whether sales transactions were recorded in the correct recording periods.
2 Inventories <u>(Refer to note 11)</u>	Inventories represent about 43.30% of the total revenue of the Company; inventories are thus a material item to the financial statements. Please refer to note 11 to the financial statements. As described in the accounting policy note 3.07 to the financial statements, inventories are valued at the lower of the cost or net realizable values. As such, management is required to make judgments in determining whether inventories are being appropriately valued, and also need to make provision for aged inventories, if required. Due to the value and volume of inventories being held by the Company at the reporting date and complexities involved in the accounting and presentation thereof, inventories have been considered as a key audit matter.	We verified the appropriateness of management control applied in calculating the value of the inventory provision by: ➤ Tested the operating effectiveness of key controls over inventories; including observing the process of management's year-end inventory count. ➤ Verified a sample of inventory items to ensure that costs have been appropriately recorded. ➤ Tested on a sample basis the net realizable value by comparing costs to recent selling prices and assessing the reasonableness of any resulting write down of inventory items. ➤ Assessed whether appropriate provision have been recognized for aged, damaged, slow moving or obsolete inventories by reviewing the age of inventories held and evaluating management's basis for determining the usability of inventories. ➤ Performed cut-off tests to determine that the purchase and sales of the inventories have been considered in the correct accounting period. ➤ Reviewed the historical accuracy of inventory provision and the level of write downs.
3 Property Plant and Equipment <u>(Refer to note 04)</u>	The company has a large number of Property, Plant and Equipment items. In view of availability of latest machinery due to improved technology, the obsolescence & impairment may be noticed in existing machineries.	Our audit procedure in this area included, among others; ➤ Assessing the consistency of methodologies use for depreciating the assets; ➤ Checking on a sample basis, the accuracy and relevance of the accounting of PPE by management; and



SL No.	Key Audit Matters	How our audit addressed the key audit matter
	Management has concluded that there is no impairment in respect of all assets. This conclusion required significant management judgment. Hence, we considered this to be key audit matter.	➤ For selected samples, performing physical observation to assess management's determination on whether the equipment is obsolete, and testing the assumptions used in estimating recoverable amount, such as estimated useful life and replacement cost. ➤ Examining management's periodic review of Property, Plant and Equipment for determination of impairment and obsolescence.
4	Measurement of Deferred Tax <u>(Refer to note 20)</u> The Company recognizes deferred taxes relating to Property, Plant and equipment, Right of use asset, Intangible asset, Investment in quoted shares and employee benefits (Gratuity), which are very complex in nature. As such accounting for deferred taxes involves management in developing estimates of tax exposures and contingencies in order to assess the adequacy of tax provision. Hence, we considered this to be a key audit matter.	Our audit procedure in this area included, among others. ➤ Assessing the design, implementation and operating effectiveness of key controls in respect of the company and the process of recognition of deferred taxes. ➤ Using our own tax specialist to evaluate the tax bases and Company tax strategy. ➤ Assessing the accuracy and completeness of deferred tax, and ➤ Evaluating the adequacy of the financial statements disclosure, including disclosures of assumption, judgements and sensitivities. We involved tax specialist to assess key assumptions, control recognition and measurement of deferred tax liabilities (Assets)
5	Trade Receivables <u>(Refer to note 12)</u> Trade receivable is a key audit matter in the audit due to quantum of the trade receivable balance, realization nature of long outstanding invoices and management judgement at the time of impairment test.	Our audit procedures in this area included among others: ➤ Obtained trade receivable balance confirmation; ➤ Analyzed the ageing of trade receivable; ➤ Obtained a list of long outstanding receivable and assessed the recoverability of these through inquiry with management and by obtaining sufficient corroborative evidence to support the conclusion. Reviewed subsequent status of receivables.

Reporting on other Information

Other information consists of the information included in the Company's 30 June 2026 year ended Annual Report other than the financial statements and our auditor's report thereon. We obtained the Director's Report, Management Discussion and Analysis, Financial information, and Corporate Governance report prior to the date of our auditor's report, and we expect to obtain the remaining reports of the Annual Report after the date of our auditor's report. Management is responsible for the other information.

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



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

Based on the work we have performed; we conclude that we have nothing to report in this respect

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

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

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

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

Auditors' responsibilities for the audit of the financial statements

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

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

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





- (e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- (f) Obtain sufficient appropriate audit evidence regarding the financial information of the or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the Company audit. We remain solely responsible for our audit opinion.

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

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

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

Report on other legal and regulatory requirements

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

- i) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- ii) 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 these books and;
- iii) The statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account and returns.
- iv) The expenditure incurred was for the purposes of the company's business.

Place: Dhaka
Date: September 24, 2026



Mohammad Ali, FCA
Managing Partner
Enrollment No :906
Ali Zahir Ashraf & Co.
Chartered Accountants
DVC: 2609240906AS995905

GPH ISPAT LIMITED
Statement of Financial Position
As at 30 June 2026

Particulars	Note(s)	30 June 2026	30 June 2025
		Amount in Taka	
ASSETS			
Non-current assets			
Property, plant and equipment	4.00	53,718,942,944	51,789,837,974
Right of Use Assets	5.00	-	14,301,984
Capital work-in-progress	6.00	9,478,258,716	5,784,477,883
Intangible assets	7.00	2,767,550	3,425,030
Investments	8.00	168,991,316	149,055,872
Total non-current assets		63,368,960,526	57,741,098,743
Current assets			
Short term investment	9.00	3,369,908,267	2,694,987,230
Advances, deposits and prepayments	10.00	13,650,363,561	13,461,026,767
Inventories	11.00	17,619,015,318	18,337,857,258
Trade and Other receivables	12.00	9,828,733,869	9,176,846,813
Cash and cash equivalents	13.00	424,659,343	94,197,817
Total current assets		44,892,680,358	43,764,915,885
Total Assets		108,261,640,884	101,506,014,628
EQUITY AND LIABILITIES			
Equity			
Share capital	14.00	4,838,834,560	4,838,834,560
Share premium	15.00	1,136,440,000	1,136,440,000
Revaluation Reserve	16.00	13,988,395,771	14,507,343,586
Retained earnings	17.00	5,106,983,492	4,543,208,081
Liabilities		25,070,653,823	25,025,826,227
Non-current liabilities			
Long term loan	18.00	40,883,752,002	29,112,391,529
Finance lease obligations	5.00	1,851,742	11,262,348
Defined Benefit Obligation - Gratuity	19.00	169,579,060	139,466,301
Deferred tax liability	20.00	4,549,699,128	4,455,257,919
Total non-current liabilities		45,604,881,932	33,718,378,097
Current liabilities			
Current portion of long term loan	18.00	6,298,570,022	5,816,276,644
Current portion of finance lease obligations	5.00	9,488,885	38,478,936
Short term borrowings	21.00	28,025,770,850	33,703,185,026
Creditors and accruals	22.00	2,815,782,094	2,374,692,981
Unclaimed Dividend	23.00	3,978,066	4,122,995
Current tax liability	24.00	432,515,212	825,053,722
Total current liabilities		37,586,105,129	42,761,810,304
Total liabilities		83,190,987,061	76,480,188,401
TOTAL EQUITY AND LIABILITIES		108,261,640,884	101,506,014,628
NET ASSET VALUE PER SHARE	32.00	51.81	51.72

The annexed notes and annexure are an integral part of the Financial Statements.


Company Secretary


Director


Managing Director

Signed in terms of our separate report of even date.

Place: Dhaka
Dated: September 24, 2026




Mohammad Ali, FCA
Managing Partner
Enrollment No :906
Ali Zahir Ashraf & Co.
Chartered Accountants
DVC: 2609240906AS995905

GPH ISPAT LIMITED
Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2026

Particulars	Note(s)	30 June 2026	30 June 2025
		Amount in Taka	
Gross Revenue	25.00	40,693,399,946	57,528,437,769
Value Added Tax	25.00	(1,292,228,589)	(1,464,494,993)
Net Revenue		39,401,171,357	56,063,942,776
Cost of goods sold	26.00	(32,349,521,393)	(48,224,810,893)
Gross Profit		7,051,649,964	7,839,131,883
Administrative expenses	27.00	(415,682,331)	(511,615,363)
Selling and distribution expenses	28.00	(752,627,735)	(1,030,594,986)
Profit from operating activities		5,883,339,898	6,296,921,534
Finance Cost	29.00	(5,508,224,218)	(5,770,754,457)
Finance income	30.00	244,101,882	262,986,678
Profit before other income		619,217,562	789,153,755
Other income	31.00	8,849,583	10,001,866
Net change in fair value of investment in quoted shares	8.00	19,935,444	(2,268,762)
Profit before income tax and distribution of WPPF and WF		648,002,589	796,886,859
Contribution to WPPF and Welfare Fund		(32,400,129)	(39,844,343)
Profit before Income Tax		615,602,460	757,042,516
Income tax expenses			
-Current	24.00	(335,015,602)	(763,167,355)
-Deferred	20.00	(245,103,478)	(239,576,823)
		(580,119,080)	(1,002,744,178)
Profit after tax		35,483,380	(245,701,662)
Other comprehensive income			
Deferred tax on revaluation reserve of property, plant and equipment	20.00	150,662,269	158,591,862
Total comprehensive income		150,662,269	158,591,862
Total other comprehensive income		186,145,649	(87,109,800)
Earning Per Share (Basic)	33.00	0.07	(0.51)

The annexed notes and annexure are an integral part of the Financial Statements.


Company Secretary


Director


Managing Director

Signed in terms of our separate report of even date.

Place: Dhaka
Dated: September 24, 2026




Mohammad Ali, FCA
Managing Partner
Enrollment No :906
Ali Zahir Ashraf & Co.
Chartered Accountants
DVC: 2609240906AS995905

Statement of Changes in Equity

For the year ended June 30, 2026

Particulars	Share Capital	Share Premium	Revaluation Reserve	Retained Earnings	Amount in Taka Total Equity
Balance as on 01 July 2025	4,838,834,560	1,136,440,000	14,507,343,586	4,543,208,081	25,025,826,227
Transfer of difference in depreciation between cost and revalued amount	-	-	(669,610,084)	669,610,084	-
Adjustment of deferred tax liability due to extra depreciation charged to revaluation reserved	-	-	150,662,269	-	150,662,269
Dividend (Cash)	-	-	-	(141,318,053)	(141,318,053)
Net profit after tax	-	-	-	35,483,380	35,483,380
Balance as at 30 June 2026	4,838,834,560	1,136,440,000	13,988,395,771	5,106,983,492	25,070,653,823
Balance as on 01 July 2024	4,838,834,560	1,136,440,000	15,053,604,444	4,341,693,128	25,370,572,132
Transfer of difference in depreciation between cost and revalued amount	-	-	(704,852,720)	704,852,720	-
Adjustment of deferred tax liability due to extra depreciation charged to revaluation reserved	-	-	158,591,862	-	158,591,862
Dividend (Cash)	-	-	-	(257,636,105)	(257,636,105)
Net profit after tax	-	-	-	(245,701,662)	(245,701,662)
Balance as at 30 June 2025	4,838,834,560	1,136,440,000	14,507,343,586	4,543,208,081	25,025,826,227

The annexed notes and annexure are an integral part of the Financial Statements.


Company Secretary





Director

Managing Director

GPH ISPAT LIMITED
Statement of Cash Flows
For the year ended 30 June 2026

Particulars	Note(s)	30 June 2026	30 June 2025
		Amount in Taka	
a. Operating activities			
Receipts from customers against sales	36.02.01	40,102,853,364	56,259,037,061
Paid to suppliers, operating and other expenses	36.02.02	(31,874,648,603)	(52,698,514,881)
Income from forfeited account	36.02.03	1,212,454	1,045,938
Income tax paid	36.02.04	(618,041,506)	(763,167,355)
Net cash flows generated by operating activities	36	7,611,375,709	2,798,400,763
b. Investing activities			
Acquisition of property, plant and equipment	36.02.05	(7,741,441,251)	(8,328,037,521)
Intangible assets	36.02.06	-	(2,565,250)
Dividend received (net of tax)	36.02.08	3,194,405	3,496,747
Interest received from bank deposits and others	36.02.09	179,078,134	204,182,265
Other investments	36.02.10	(609,897,289)	27,831,220
Net cash flows used in investing activities		(8,169,066,001)	(8,095,092,539)
c. Financing activities			
Receipts from long term loans	36.02.11	12,253,653,851	7,850,932,043
Repayments of finance lease obligation	36.02.12	(38,400,657)	(36,472,870)
(Repayment) / Receipt of short term borrowings	36.02.13	(5,677,414,176)	3,458,637,882
Dividend paid	36.02.14	(141,462,982)	(257,240,402)
Interest and bank charges paid	36.02.15	(5,530,200,075)	(5,271,783,070)
Net cash flows used in financing activities		866,175,961	5,744,073,583
d. Net increase in cash and cash equivalents (a+b+c)		308,485,669	447,381,807
e. Opening cash and cash equivalents		94,197,817	145,787,397
f. Effect of foreign exchange rate changes	36.02.16	21,975,857	(498,971,387)
g. Cash and cash equivalents at the end of the period (d+e+f)		424,659,343	94,197,817
Net operating cash flows per share	34	15.73	5.78

The accompanying policies and explanatory notes form an integral part of these financial statements.


Company Secretary


Director


Managing Director



GPH ISPAT LIMITED
Notes to the Financial Statements
For the year ended 30 June 2026

1.00 REPORTING ENTITY

1.01 Formation and Legal Status

GPH Ispat Limited (hereinafter referred to as “GPH” or “the company”) was incorporated in Bangladesh as a Private Limited company on 17 May 2006 at the Office of the Registrar of Joint Stock Companies & Firms, Chittagong vide registration no. CH-5853 of 2006 under the Companies Act 1994. The company, subsequently, was converted into a Public Limited company on 18 December 2009 along with the subdivision of face value of shares from Tk. 100 to Tk. 10 each and enhancement of Authorized Capital from Tk. 10,000,000,000 to Tk. 15,000,000,000.

GPH became listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited during April 2012. The registered office and principal place of business of the company is located at Crown Chamber, 325 Asadgonj, Chattogram, Bangladesh.

1.02 Nature of Business

The principal activities of the company are manufacturing and trading of iron products and steel materials of all kinds (except ferro alloy products) or other metallic or allied materials and marketing thereof. The commercial production of the factory commenced on 21 August 2008.

2.00 BASIS OF PREPARATION AND PRESENTATION

2.01 Statement of Compliance

The financial statements of the company under reporting have been prepared on a going concern basis following accrual basis of accounting except for statement of cash flows in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as adopted in Bangladesh by the Institute of Chartered Accountants of Bangladesh (ICAB).

2.02 Basis of Reporting

The financial statements are prepared and presented for external users by the company in accordance with identified financial reporting framework. Presentation has been made in compliance with the requirements of IAS 1 – “Presentation of Financial Statements”. The financial statements comprise of:

- a) A statement of Financial Position as at 30 June 2026;
- b) A statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2026;
- c) A statement of Changes in Equity for the year ended 30 June 2026;
- d) A statement of Cash Flows for the year ended 30 June 2026; and
- e) Notes, comprising a summary of significant accounting policies and explanatory information.

2.03 Other Regulatory Compliances

As required, GPH Ispat Limited complies with the following major legal provisions in addition to the Companies Act 1994 and other applicable laws and regulations:

- a) The Income Tax Act 2023
- b) The Income Tax Ordinance, 1984
- c) Tax Deduction Rules 2024
- d) The Value Added Tax and Supplementary Duty Act 2012
- e) The Value Added Tax and Supplementary Duty Rules 2016
- f) The Securities and Exchange Ordinance 1969
- g) The Securities and Exchange Rules 2020
- h) Securities and Exchange Commission Act 1993
- i) The Customs Act 1969
- j) Bangladesh Labour Law 2006 (as amended in 2022)
- k) Financial Reporting ACT, 2015



2.04 Authorization for Issue

The financial statements cover one financial year from 1st July 2025 to 30th June 2026 of following year consistently. These financial statements have been accepted by The Board of Director in its meeting held on 24-09-2026.

2.05 Basis of Measurement

The Financial Statements have been prepared on going concern basis under the historical cost convention except investment in quoted shares which are measured at fair value.

2.06 Functional and Presentation Currency

The financial statements are expressed in Bangladeshi Taka (Taka/Tk.) which is both functional currency and presentation currency of the Company. The figures of financial statements have been rounded off to the nearest Taka except when otherwise indicated.

2.07 Cash Flows Statement

Statement of Cash Flows is prepared principally in accordance with IAS-7 "Statement of Cash Flows" and the cash flows from operating activities have been presented under direct method. A reconciliation of net income or net profit with cash flows from operating activities making adjustments for non-cash items, for non-operating items and for the net changes in operating accruals as per requirement of Securities and Exchange Rules 1987.

2.08 Going Concern

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

2.09 Reporting Period

The financial statements of the company covers one year from 01 July 2025 to 30 June 2026 and is followed consistently.

2.10 Application of Accounting Standards

The financial statements have been prepared in compliance with requirement of IASs (International Accounting Standards) and International Financial Reporting Standards (IFRSs) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) as applicable in Bangladesh. The following IASs and IFRSs are applied to preparation of the financial statement for the year under report :

Accounting Standards

IAS-1-Preparation of Financial Statements

IAS-2-Inventories

IAS-7-Statement of Cash Flows

IAS-8-Accounting Policies, Changes in Accounting Estimates and Errors

IAS-9- Financial Instruments

IAS-10-Events after the Reporting Period

IAS-12-Income Taxes

IAS-16-Property, Plant and Equipment

IAS-19-Employee Benefits

IAS-21-The Effects of Changes in Foreign Exchange Rate

IAS-23-Borrowing Cost

IAS-24-Related Party Disclosures

IAS-33-Earning Per Share

IAS-36-Impairment of Assets

IAS-37-Provisions, Contingent Liabilities and Contingent Assets

IAS-38-Intangible Assets

IFRS-7-Financial Instruments: Disclosures

IFRS-9-Financial Instruments

IFRS-13-Fair Value Measurement

IFRS-15-Revenue from Contract with Customers

IFRS-16-Leases



2.11 Initial application of new standards

The entity has initially applied IFRS 16 (see 3.05) from 01 July 2019. This standard do not have a material effect on the financial statements.

2.12 Use of Estimates and Judgements

The preparation of these financial statements is in conformity with IAS and IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

Note: 4 Property, plant and equipment

Note: 5 Right of Use Assets

Note: 6 Capital work-in-progress

Note: 7 Intangible assets

Note: 11 Inventories

Note: 12 Trade and other receivables

Note: 19 Defined benefit obligation - gratuity

Note: 20 Deferred tax liabilities

Note: 24 Current tax liability

2.13 Classification of current and non-current

The Company presents assets and liabilities in the statement of financial position based on current/non-current classification.

An asset is current when it is:

Expected to be realised or intended to sold or consumed in the normal operating cycle

Held primarily for the purpose of trading

Expected to be realised within twelve months after the reporting period

Or,

Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

It is expected to be settled in the normal operating cycle

It is held primarily for the purpose of trading

It is due to be settled within twelve months after the reporting period

Or,

There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.14 Comparative Information and reclassification

Comparative information has been disclosed for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current period financial statements. To facilitate comparison, certain relevant balances pertaining to the previous period have been rearranged/reclassified wherever considered necessary to conform to current periods presentation.



3.00 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

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

Set out below is an index of the significant accounting policies, the details of which are available on the following:

- 3.01 Consistency
- 3.02 Property, Plant and Equipment
- 3.03 Intangible Assets
- 3.04 Capital Work-in-Progress
- 3.05 Leases
- 3.06 Investment
- 3.07 Inventories
- 3.08 Financial Instruments
- 3.09 Impairment
- 3.10 Share Capital
- 3.11 Employee Benefits
- 3.12 Taxation
- 3.13 Loans and Borrowings
- 3.14 Provisions, Contingent Liabilities and Contingent Assets
- 3.15 Revenue Recognition
- 3.16 Other Income
- 3.17 Finance Income and Cost
- 3.18 Earnings Per Share
- 3.19 Measurement of Fair Values
- 3.20 Events after the Reporting Period

3.01 Consistency

Unless otherwise stated, the accounting policies and methods of computation used in preparation of Financial Statements for the year ended 30 June 2026 are consistent with those policies and methods adopted in preparing the financial statements for the year ended 30 June 2025.

3.02 Property, Plant and Equipment

i) Recognition and Measurement

Property, plant and equipment are stated at cost less accumulated depreciation except land and land development.

Cost includes expenditure that is directly attributable to the acquisition of asset. The cost of self constructed asset includes the cost of material and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, and the costs of dismantling and removing the items and restoring the site on which they are located.

ii) Pre-Operating Expenses and Borrowing Costs

Interest and other incurred by the company in respect of borrowing of fund are recognized as expenses in the year in which they incurred unless the activities that are necessary to prepare the qualifying assets for its intended use are in progress. Expenses capitalized also include applicable borrowing cost considering the requirement of IAS-23 "Borrowing Costs".



iii) Subsequent Costs and Maintenance Activities

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 the cost is incurred, it is probable that the future economic benefits embodied with the item will flow to the company and the cost of the item can be measured reliably. Expenditure incurred after the assets have been put into operation, such as repair and maintenance is normally charged off as revenue expenditure in the year in which it is incurred. In situation where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefit expected to be obtained from the use of property, plant and equipment, the expenditure is capitalized as an additional cost of the assets. All other costs are recognized to the profit and loss account as expenses if incurred. All upgradation /enhancement are generally charged off as revenue expenditure unless they bring similar significant additional benefits.

iv) Depreciation

Land is held on a freehold basis and is not depreciated considering the unlimited life. In respect of all other property, plant and equipment, depreciation is recognized in the statement of profit or loss and other comprehensive income on diminishing balance method.

The depreciation rate(s) are as follows:

Rate of Depreciation for the year		
Class of assets	30 June 2026	30 June 2025
Land & Land development	-	-
Plant and Machinery	5%	5%
Factory Building	5%	5%
Furniture, Fixture and Decoration	10%	10%
Computer and Accessories	20%	20%
Motor Vehicles	10%	10%
Logistic Vehicles	7.50%	7.50%
Electric and Gas Line Installation	5%	5%
Lab Equipment	10%	10%
Office Equipment	20%	20%

Depreciation of an asset begins when it is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation of an asset ceases at earlier of the date that the asset is classified as held for sale in accordance with IFRS 5 and the date that the asset is derecognised. The depreciation method used reflects the pattern in which the asset's economic benefits are consumed by the entity. After considering the useful life of assets as per IAS-16 "Property, plant and equipment", the annual depreciation have been applied equal allocation of total cost over useful life of assets which is considered reasonable by the management.

Depreciation methods and useful lives are reassessed at the reporting date and adjusted if appropriate.

Upon retirement of assets, the cost and related accumulated depreciation are eliminated from the accounts and resulting gain or loss is charged or credited to statement of profit or loss and other comprehensive income.

Total depreciation is distributed as under:

Category	Rate
Direct expenses	90%
Administrative expenses	5%
Selling and distribution expenses	5%

v) Impairment of Assets

The company reviews the recoverable amount of its assets at each reporting date. If there exists any indication that the carrying amount of assets exceeds the recoverable amount, the company recognizes such impairment loss in accordance with IAS-36 "Impairment of Assets".



vi) Retirement and Disposals

An asset is derecognized on disposal or when no future economic benefits are expected from its use and subsequent disposal. On disposal of property, plant and equipment, the cost and accumulated depreciation are eliminated. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset under other income in the statement of profit or loss and other comprehensive income.

vii) Revaluation of Property, Plant and Equipment

As per decision of the Board of Directors (BoD), the Company has revalued its freehold land and land development, Plant & Machineries and Electric and Gas Line Installation of QEAF project to the determination of current fair market value to be used to show the actual picture of the company in the Financial Statements by an independent valuer G. Kibria & Co.; Chartered Accountants dated 22 June 2023. As per BoD meeting dated 28 June 2023, the Board of Directors has accepted the revaluation report and agreed to effect revaluation surplus amount in the accounts of GPH Ispat Limited by following necessary accounting policies.

Any revaluation increase arising on the revaluation of such land and land development, plant and machinery, Electric and Gas Line Installation is recognized in other comprehensive income and accumulated in equity as revaluation reserve, except to the extent that it reverses a revaluation decreases for the same asset previously recognized in profit or loss, in which case the increase is credited to profit or loss to the extent if the decrease previously expensed. A decrease in the carrying amount arising on the revaluation of such Land, building, plant and machinery, furniture, fixtures and equipments is recognized in profit or loss to the extent that it exceeds the credit balance, if any, held in the properties revaluation reserve relating to a previous revaluation of that asset.

3.03 Intangible Assets

i) Recognition and Measurement

Intangible assets are measured at cost less accumulated amortization and accumulated impairment loss, if any. Intangible asset is recognized when all the conditions for recognition as per IAS 38 Intangible assets are met. The cost of an intangible asset comprises its purchase price, import duties and non-refundable taxes and any directly attributable cost of preparing the asset for its intended use.

ii) Amortization

Amortization is recognized in the statement of profit or loss and other comprehensive income on straight line method at the rate of 10% per annum. Amortization is charged on an asset when the asset is available for use i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Amortization of an asset ceases at earlier of the date that the asset is classified as held for sale in accordance with IFRS 5 and the date that the asset is derecognised.

iii) Subsequent Costs

Subsequent cost is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognized in profit or loss and other comprehensive income as incurred.

3.04 Capital Work-in-Progress

Capital work-in-progress represents the cost incurred for acquisition and/or construction of property, plant and equipment that were not ready for use at the end of 30 June 2026 and these are stated at cost.

3.05 Leases

At inception of an arrangement, the company determines whether the arrangement is or contains a lease. At inception or on reassessment of an arrangement that contains a lease, the entity separates payments and other consideration required by the arrangement into those for the lease and those for other elements on the basis of their relative fair values.

3.05.01 Finance Lease

Leases in terms of which the company assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset. Minimum lease payments made under finance lease are apportioned between the finance expense and the reduction of outstanding liability. The finance expense is allocated to each year during the lease term so as to produce a constant rate of interest on the remaining balance of the liability.



3.05.02 Operating Lease

Leases that are not finance lease are considered as operating leases and the leased assets are not recognised in the Company's Statement of Financial Position. Payments made under operating leases are recognised in profit or loss on a straight line basis over the term of the lease.

3.05.03 Leasehold Assets

Assets held under finance leases are recognized as assets of the company at their fair value at the date of acquisition or, if lower, at the present value of the minimum lease payments. The corresponding liability is included in the statement of financial position as a finance lease obligation. Lease payments are apportioned between finance costs and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance costs are recognized in the statement of profit or loss and other comprehensive income.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets.

3.06 Investment

- i. Investment in unquoted shares are initially recognized at cost. After initial recognition these are carried at cost less impairment losses, if any.
- ii. Investment in quoted shares are recognized at fair value through other comprehensive income. Changes in fair value are recognized under other comprehensive income in the financial statements. Fair values of investment in quoted shares are determined by reference to their quoted price less cost to sale in active market at the reporting date. Dividend and gain /(loss) from sale are recognised in the profit or loss.

3.07 Inventories

i) Nature of Inventories

Inventories comprise of Finished goods, Raw materials and Spares and other materials.

ii) Valuation of Inventories

Inventories are measured at lower of cost or net realizable value in accordance with the Para of 21 and 25 of IAS 2 "Inventories" after making due allowance for any obsolete or slow moving item and details of valuation are as follows:

<u>Category</u>	<u>Valuation method</u>
i) Raw materials	Valued at Cost or Net Realisable Value whichever is lower.
ii) Finished goods	Valued at Cost or Net Realisable Value whichever is lower.
iii) Spares and other materials	Based on weighted average method.

3.08 Financial Instruments

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

3.08.01 Financial Assets

The Company initially recognizes loans, receivables and deposits on the date that they are originated. All other financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the instrument.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expires, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial assets are transferred.

Financial assets include Trade Receivables, Advances, Deposits and Prepayments, Short Term Investments, and Cash and cash equivalents.

Loans and Receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost.



Loans and receivables comprise cash and cash equivalents, loans, trade receivables, and deposits.

a) Trade Receivables

Trade receivables are initially recognized at cost which is the fair value of the consideration given in return. After initial recognition, these are carried at cost less impairment losses, if any, due to un-collectability of any amount so recognized.

b) Advances, Deposits and Prepayments

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

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition, prepayments are carried at cost less charges to profit and loss.

c) Cash and Cash Equivalents

According to IAS-7 "Statement of Cash Flows " cash comprises cash in hand and bank deposit and cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. IAS-1 "Presentation of Financial Statements" provides that cash and cash equivalent are not restricted in use. Considering the provision of IAS 7 and IAS 1, cash in hand and bank balances have been considered as cash and cash equivalents.

Available-for-sale

Available-for-sale financial assets are non-derivative financial assets that are designated as available for sale and are not classified in any other categories of financial assets. Generally available-for-sale financial assets are recognized initially at fair value plus any directly attributable transaction costs and subsequent to initial recognition at fair value and changes therein other than impairment losses are recognized in other comprehensive income and presented in the fair value reserve in equity. Financial assets which are not traded in the market have been valued at cost unless any indication of impairment in value of such financial assets exist. Cumulative gain/losses recognized in the other comprehensive income are reclassified from equity to profit or loss upon derecognition or reclassification.

3.08.02 Financial Liabilities

The company initially recognizes all financial liabilities on the trade date which is the date the company becomes a party to the contractual provisions of the instrument.

The company derecognises a financial liability when its contractual obligations are discharged, cancelled or expired.

The company classifies non-derivative financial liabilities into the other financial liabilities category. Such financial liabilities are recognized initially at fair value less directly attributable transaction cost. Subsequent to initial recognition, these financial liabilities are measured at amortized cost.

Other financial liabilities comprise loans and borrowings, bank overdrafts and trade and other payables.

a) Trade and Other Payables

The company recognizes a financial liability when its contractual obligations arising from past events are certain and the settlement of which is expected to result in an outflow from the company of resources embodying economic benefits.

b) Interest-bearing borrowings

Interest-bearing borrowings comprise loans and operational overdraft.

3.09 Impairment

3.09.01 Financial Assets

Financial assets not carried at fair value through profit or loss, loans and receivables are assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.



3.09.02 Non-Financial Assets

The carrying amounts of the company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the recoverable amount of the asset is estimated. An impairment loss is recognized if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

3.10 Share Capital

Paid-up-capital represents total amount contributed by the shareholders and bonus shares issued by the company to the ordinary shareholders. Incremental costs directly attributable to the issue of ordinary shares are recognized as expenses as and when incurred. Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders' meetings. In the event of a winding up of the company, ordinary shareholders will be rank after all other shareholders. Creditors are fully entitled to any proceeds of liquidation before all shareholders.

3.11 Employee Benefits

The company maintains both defined contribution plan and defined benefit plan for its eligible permanent employees.

3.11.01 Defined Contribution Plan (Staff Provident Fund)

The company maintains a recognized provident fund @ 5% of basic pay (Equally contributed by employee and employer) for all eligible permanent employees.

Notification of Financial Reporting Council (FRC) on distribution of forfeited amount among members of provident fund dated 07 July 2020 has been complied with.

3.11.02 Defined Benefit Plan

The company maintains an unfunded gratuity scheme, provision in respect of which is made annually for the employees. Gratuity payable at the end of each year is determined on the basis of following rules and regulations of the company;

Service Length	Payment Basis
Less than 5 (Five) years	Nil amounts
After completion of 5 (Five) years but upto 10 (Ten) years	Half times of last month basic salary X years of services
Above 10 (Ten) years but upto 15 (Fifteen) years	One times of last month basic salary X years of services
Above 15 (Fifteen) years	One and half times of last month basic salary X years of services

Six months continued service in the year of leaving or retirement will be trailed as one year for the purpose of calculation of gratuity.

3.11.03 Workers' Profit Participation and Welfare Funds

The company contributed 5% of net profit to the aforementioned fund in accordance with the requirement of Section 234 (Kha), Chapter 15 of Labour Law 2006 (as amended in 2022) and payable to these to employee and Bangladesh Sramik Kallyan Foundation.

3.12 Taxation

3.12.01 Current Tax

Provision for taxation is calculated on the basis of applicable corporate tax rate for publicly traded company as per ITA 2023.

3.12.02 Deferred Tax

Deferred tax liabilities are the amount of income taxes payable in the future periods in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted at the statement of financial position date. The impact of changes on the account in deferred tax assets and liabilities has also been recognized in the profit and loss account as per IAS-12 "Income taxes".

The deferred tax asset/income or liability/expense does not create a legal liability/recoverability to and from the income tax authority.



3.13 Loans and Borrowings

Principal amount of the loans and borrowings are stated at their outstanding amount. Borrowings repayable within twelve months from the financial position date are classified as current liabilities whereas borrowings repayable after twelve months from the financial position date are classified as non-current liabilities. Accrued interest and other charges are classified as current liabilities.

Interest and other costs incurred by the company in connection with the borrowing of funds are recognised as expense in the year in which they are incurred, unless such borrowing cost relates to acquisition / construction of assets in progress that are capitalized as per IAS 23 "Borrowing Costs". Borrowing cost incurred against loan for BMRE project has been capitalised under effective interest rate method.

3.14 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized in the statement of financial position when the company has a legal or contractual obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Contingent liabilities are not recognized but disclosed, unless the possibility of an outflow of economic resources is remote.

Contingent assets are not recognized but disclosed where an inflow of economic benefits is probable. When the realization of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

3.15 Revenue Recognition

Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when it transfers control over a good or service to a customer. The following table provides information about the nature and timing of the satisfaction of performance obligations in contracts with customers.

Type of products	Nature and timing of satisfaction of performance obligations	Revenue recognition under IFRS 15
- Local sales - Export sales	Customers obtain control of products when goods are shipped out at factory gate. Invoices raised as per management approved price list are generated at that point in time.	Revenue is recognized when (or as) the entity satisfies a performance obligation by transferring the promised good or service to a customer.

The company is in the business of providing M.S. Rod. Revenue from contracts with customers is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods before transferring them to the customer.

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of Value Added Tax (VAT). Gross turnover comprises local sales of M.S. Rod, By-products, export of M.S. Rod and includes VAT paid to the Government of Bangladesh.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for local sales, the Company considers the effects of variable consideration payable to the customer.

The company has variable considerations included in the contracts with customers which are netted off against the revenue to determine the transaction price. The variable considerations are pre-determined. The effect of variable considerations on revenue is only from contracts with local customers.

3.16 Other Income

Other income includes gain / (loss) on sale of property, plant and equipment, Gain on sale of investment in quoted shares, dividend and other miscellaneous.

3.17 Finance Income and Cost

3.17.01 Financial Income

Interest income on bank deposits and loan to related companies is recognised in the profit or loss in accrual basis following specific rate of interest in agreement with banks, financial institution and related companies.



3.17.02 Finance Cost

Interest expenses comprises interest expense on operational overdraft, SOFR, term loan and short term borrowings incurred during the period are charged to Statement of Profit or Loss and Other Comprehensive Income.

3.17.03 Transactions in Foreign Currencies

Foreign currency transactions are recorded at the applicable rates of exchange ruling on the date of transactions. Monetary assets and liabilities, if any, denominated in foreign currencies at the reporting date are translated at the applicable rates of exchange ruling at that date and the related exchange differences are recognized as gain or loss in the profit or loss under finance cost.

3.18 Earnings Per Share

The company calculates its earnings per share in accordance with International Accounting Standard IAS-33 "Earnings per Share" which has been reported on the face of Statement of Profit or Loss and Other Comprehensive Income.

3.18.01 Basis of Earnings

This represents profit for the year attributable to ordinary shareholders. As there were no preference shares requiring returns or dividends, non-controlling interest or extra ordinary items, the net profit after tax for the year has been considered as fully attributable to the ordinary shareholders.

3.18.02 Basic Earnings Per Share

This has been calculated by dividing total attributable profit by the total number of ordinary shares outstanding during the year.

3.18.03 Diluted Earnings Per Share

Diluted earnings per share is required to be calculated for the year when there is scope for dilution exists.

3.19 Measurement of Fair Values

When measuring the fair value of an asset or liability, the entity uses market observable data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the assets or liabilities that are not based on observable market data.

If the inputs used to measure the fair value of an asset or liability might be categorized in different levels of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Property, Plant and Equipment

The fair value of items of property, plant and equipment has been determined based on the depreciated replacement cost method and net realizable value method as applicable.

Equity and Debt Securities

Fair values of tradable equity and debt securities are determined by reference to their quoted closing price in active market at the reporting date which are categorized under 'Level 1' of the fair value hierarchy.

3.20 Events after the Reporting Period

Events after the reporting period that provide additional information about the company's position at the date of Statement of Financial Position or those that indicate the going concern assumption is not appropriate are reflected in the Financial Statements. Events after the reporting period that are not adjusting events are disclosed in the notes when material.



4.00 Property, plant and equipment - Revalued Model

	Amount in Taka										
	Land & Land development	Plant and Machinery	Factory Building	Furniture, Fixture and Decoration	Computer and Accessories	Motor Vehicles	Logistic Vehicles	Electric and Gas Line Installation	Lab Equipment	Office Equipment	Total
At cost											
As at 01 July 2025	10,215,724,042	38,177,924,485	5,692,141,174	43,442,751	50,388,063	129,552,888	622,302,696	5,096,635,233	33,714,801	111,186,224	60,173,012,357
Addition during the period	-	3,609,059,109	77,742,137	422,460	2,395,156	9,822,507	-	344,070,361	-	4,148,688	4,047,660,418
Disposal during the period	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2026	10,215,724,042	41,786,983,594	5,769,883,311	43,865,211	52,783,219	139,375,395	622,302,696	5,440,705,594	33,714,801	115,334,912	64,220,672,775
As at 01 July 2024	8,691,145,922	32,840,271,175	5,382,155,864	43,204,648	47,518,888	129,552,888	622,302,696	4,597,539,618	33,628,801	102,911,932	52,490,232,432
Addition during the period	1,524,578,120	5,337,653,310	309,985,310	238,103	2,869,175	-	-	499,095,615	86,000	8,274,292	7,682,779,925
Disposal during the period	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2025	10,215,724,042	38,177,924,485	5,692,141,174	43,442,751	50,388,063	129,552,888	622,302,696	5,096,635,233	33,714,801	111,186,224	60,173,012,357
Accumulated depreciation											
As at 01 July 2025	-	5,842,009,893	1,283,585,112	24,070,311	31,708,996	84,777,241	264,445,212	778,829,226	23,100,141	50,648,251	8,383,174,363
Charged for the period	-	1,628,968,585	221,399,580	1,956,713	4,077,073	5,377,961	26,839,311	216,116,483	1,061,466	12,758,276	2,118,555,448
Adjustment for disposal during the period	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2026	-	7,470,978,478	1,504,984,692	26,027,024	35,786,069	90,155,202	291,284,523	994,945,709	24,161,607	63,406,527	10,501,729,831
As at 01 July 2024	-	4,355,638,038	1,062,432,523	21,925,832	27,355,834	79,802,169	235,429,740	570,407,309	21,921,531	36,406,227	6,411,319,203
Charged for the period	-	1,486,371,855	221,152,589	2,144,479	4,353,162	4,975,072	29,015,472	208,421,917	1,178,610	14,242,024	1,971,855,180
Adjustment for disposal during the period	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2025	-	5,842,009,893	1,283,585,112	24,070,311	31,708,996	84,777,241	264,445,212	778,829,226	23,100,141	50,648,251	8,383,174,363
Carrying amount											
As at 30 June 2026	10,215,724,042	34,316,005,116	4,264,898,619	17,838,187	16,997,150	49,220,193	331,018,173	4,445,759,885	9,553,194	51,928,385	53,718,942,944
As at 30 June 2025	10,215,724,042	32,335,914,592	4,408,556,062	19,372,440	18,679,067	44,775,647	357,857,484	4,317,806,007	10,614,660	60,537,973	51,789,837,974

Depreciation allocated to:	Note(s)	Allocation Basis	01 July 2025 to 30 June 2026 Taka	01 July 2024 to 30 June 2025 Taka
Factory overhead	26.02	90.00%	1,906,699,904	1,774,669,662
Administrative expenses	27.00	5.00%	105,927,772	98,592,759
Selling and distribution expenses	28.00	5.00%	105,927,772	98,592,759
			2,118,555,448	1,971,855,180



4.01

Property, plant and equipment - Cost Model

	Amount in Taka										
	Land & Land development	Plant and Machinery	Factory Building	Furniture, Fixture and Decoration	Computer and Accessories	Motor Vehicles	Logistic Vehicles	Electric and Gas Line Installation	Lab Equipment	Office Equipment	Total
At cost											
As at 01 July 2025	6,087,336,749	25,405,257,909	5,061,741,463	43,442,751	50,388,063	129,552,888	622,302,696	3,459,897,382	33,714,801	111,186,224	41,004,820,926
Addition during the period	-	3,609,059,109	77,742,137	422,460	2,395,156	9,822,507	-	344,070,361	-	4,148,688	4,047,660,418
Disposal during the period	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2026	6,087,336,749	29,014,317,018	5,139,483,600	43,865,211	52,783,219	139,375,395	622,302,696	3,803,967,743	33,714,801	115,334,912	45,052,481,344
As at 01 July 2024	4,562,758,629	20,067,604,599	4,751,756,153	43,204,648	47,518,888	129,552,888	622,302,696	2,960,801,767	33,628,801	102,911,932	33,322,041,001
Addition during the period	1,524,578,120	5,337,653,310	309,985,310	238,103	2,869,175	-	-	499,095,615	86,000	8,274,292	7,682,779,925
Disposal during the period	-	-	-	-	-	-	-	-	-	-	-
As at 30 June 2025	6,087,336,749	25,405,257,909	5,061,741,463	43,442,751	50,388,063	129,552,888	622,302,696	3,459,897,382	33,714,801	111,186,224	41,004,820,926
Accumulated depreciation											
As at 01 July 2025	-	4,477,680,680	1,159,893,794	24,070,311	31,708,996	84,777,241	264,445,212	619,247,285	23,100,141	50,648,251	6,735,571,911
Charged for the period	-	1,058,551,717	196,064,160	1,956,713	4,077,073	5,377,961	26,839,311	142,258,687	1,061,466	12,758,276	1,448,945,364
Adjustment for disposal during the period	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2026	-	5,536,232,397	1,355,957,954	26,027,024	35,786,069	90,155,202	291,284,523	761,505,972	24,161,607	63,406,527	8,184,517,275
As at 01 July 2024	-	3,591,747,634	965,410,068	21,925,832	27,355,834	79,802,169	235,429,740	488,570,416	21,921,531	36,406,227	5,468,569,451
Charged for the period	-	885,933,046	194,483,726	2,144,479	4,353,162	4,975,072	29,015,472	130,676,869	1,178,610	14,242,024	1,267,002,460
Adjustment for disposal during the period	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2025	-	4,477,680,680	1,159,893,794	24,070,311	31,708,996	84,777,241	264,445,212	619,247,285	23,100,141	50,648,251	6,735,571,911
Carrying amount											
As at 30 June 2026	6,087,336,749	23,478,084,621	3,783,525,646	17,838,187	16,997,150	49,220,193	331,018,173	3,042,461,771	9,553,194	51,928,385	36,867,964,069
As at 30 June 2025	6,087,336,749	20,927,577,229	3,901,847,669	19,372,440	18,679,067	44,775,647	357,857,484	2,840,650,097	10,614,660	60,537,973	34,269,249,015



5.00 Lease

5.01 As a Lessee

5.01.01 Right of Use Assets

	Note(s)	Motor Vehicles	Logistics Vehicles	Total
At 01 July 2025		88,795,457	188,272,001	277,067,458
Additions during the period		-	-	-
Disposals/adjustment during the period		-	-	-
At 30 June 2026		88,795,457	188,272,001	277,067,458
At 01 July 2024		88,795,457	188,272,001	277,067,458
Additions during the period		-	-	-
Disposals/adjustment during the period		-	-	-
At 30 June 2025		88,795,457	188,272,001	277,067,458
AMORTISATION				
At 01 July 2025		88,231,404	174,534,070	262,765,474
Charge during the period		564,053	13,737,931	14,301,984
Disposals/adjustment during the period		-	-	-
At 30 June 2026		88,795,457	188,272,001	277,067,458
At 01 July 2024		71,039,231	135,877,486	206,916,717
Charge during the period		17,192,173	38,656,584	55,848,757
Disposals/adjustment during the period		-	-	-
At 30 June 2025		88,231,404	174,534,070	262,765,474
CARRYING AMOUNT				
At 30 June 2026		-	-	-
At 30 June 2025		564,053	13,737,931	14,301,984

	Note(s)	30 June 2026 Taka	30 June 2025 Taka
5.01.02 Lease liabilities			
Opening balance		49,741,284	86,214,154
Lease obligations		-	-
Less: Paid during the period		38,400,657	36,472,870
		11,340,627	49,741,284
5.01.03 Finance Lease Obligation - Maturity analysis			
Due within one year		9,488,885	38,478,936
Due after one year		1,851,742	11,262,348
		11,340,627	49,741,284
5.01.04 Amounts recognised in profit or loss			
Interest on lease liabilities		3,159,003	9,476,693
		3,159,003	9,476,693
5.01.05 Amount recognised in the statements of cash flows			
Principal paid on lease liabilities		38,400,657	36,472,870
Interest paid on lease liabilities		3,159,003	9,476,693
		41,559,660	45,949,563



	Note(s)	30 June 2026 Taka	30 June 2025 Taka
5.01.06 Allocation of Amortisation of ROU Asset			
Factory overhead	26.02	12,871,786	50,263,881
Administrative expenses	27.00	715,099	2,792,438
Selling and distribution expenses	28.00	715,099	2,792,438
		14,301,984	55,848,757
6.00 Capital work-in-progress			
Opening balance		5,784,477,883	5,139,220,287
Add: Expenses incurred during the period		4,021,272,393	3,309,905,082
		9,805,750,276	8,449,125,369
Less: Capitalized during the period		327,491,560	2,664,647,486
Closing balance		9,478,258,716	5,784,477,883
7.00 Intangible assets			
Software	7.01	2,767,550	3,425,030
		2,767,550	3,425,030
7.01 Intangible assets schedule			
<u>Cost</u>			
Opening balance		6,574,800	4,009,550
Add: Addition during the period		-	2,565,250
Closing balance		6,574,800	6,574,800
<u>Accumulated amortization</u>			
Opening balance		3,149,770	2,643,561
Add: Charged during the period	27.00	657,480	506,209
Closing balance		3,807,250	3,149,770
Carrying amount		2,767,550	3,425,030
8.00 Investments			
Investment in Un-quoted equity-at cost	8.01	64,500,000	64,500,000
Investment in quoted shares - at fair value	8.02	104,491,316	84,555,872
		168,991,316	149,055,872
8.01 Investment in Un-quoted equity-at cost			
GPH Steels Limited		1,000,000	1,000,000
Star Allied Venture Limited		63,500,000	63,500,000
		64,500,000	64,500,000

8.01.01 GPH Ispat Limited has acquired 10% equity of GPH Steels Limited i.e. 100,000 ordinary shares of Tk. 10 each. GPH Steels Limited has yet to start its commercial operation till the date of Statement of Financial Position.

The Company has an equity investment of BDT 63,500,000 in Star Allied Venture Ltd., comprising an initial investment of Taka 2,500,000 and an additional investment of Taka 61,000,000 made in 2021. The investment was made for the proposed development of a TBR Tyre Factory at Mirsarai Economic Zone, Chattogram, through a proposed joint venture arrangement. As at 30 June 2026, the proposed project remains suspended, and the project activities have not yet commenced.



8.02 Investment in quoted shares - at fair value

Note(s)	30 June 2026 Taka	30 June 2025 Taka
Opening balance	84,555,872	86,824,634
Add: Purchases during the period	-	-
	84,555,872	86,824,634
Sales during the period	-	-
Net change in fair value of investment in quoted shares 8.02.01	19,935,444	(2,268,762)
	104,491,316	84,555,872

8.02.01 Details of investment in quoted (tradeable securities) shares

Particulars	Cost	Number of shares (Present Qty)	Sales during the period	30 June 2026		30 June 2025
				Fair value	Gain/(Loss)	Fair value
Argon Denim Limited	11,549,176	472,500	-	9,332,111	1,932,407	7,399,704
Beximco Pharmaceuticals Ltd.	2,200,028	10,000	-	1,402,485	543,638	858,847
British American Tobacco BD.	8,500,795	17,000	-	3,723,867	(1,032,712)	4,756,579
City Bank PLC	9,385,360	569,250	-	18,170,460	8,443,339	9,727,121
Dutch Bangla Bank PLC	10,271,266	203,568	-	9,015,823	1,357,567	7,658,256
Eastern Bank PLC	524,001	52,649	-	1,307,683	140,053	1,167,630
Esquire Knit Composite Ltd.	8,523,342	200,000	-	4,987,500	738,150	4,249,350
Grameen Phone	6,322,253	25,000	-	6,473,775	(1,084,781)	7,558,556
IFIC Bank PLC	932,325	56,502	-	287,440	(39,453)	326,893
Jamuna Bank PLC	4,880,030	250,748	-	6,002,907	1,650,800	4,352,107
Lanka Bangla Finance Limited	18,499,817	402,344	-	6,662,213	923,078	5,739,135
Southeast Bank PLC	16,463,857	1,203,604	-	12,606,247	4,639,679	7,966,568
Square Pharmaceuticals Ltd	14,032,643	95,894	-	21,426,555	1,444,379	19,982,176
Sumit Power Ltd.	9,437,720	200,000	-	3,092,250	279,300	2,812,950
	121,522,613	3,759,059	-	104,491,316	19,935,444	84,555,872

8.02.02 Investments in quoted shares are carried at fair value net of cost to sale as on 30 June 2026. Changes in fair value are recognized under the statement of profit or loss and other comprehensive income.

9.00 Short term investment

Note(s)	30 June 2026 Taka	30 June 2025 Taka
Investments in Fixed Deposit Receipts (FDR)	2,869,908,267	2,194,987,230
Investment in Bond	500,000,000	500,000,000
	3,369,908,267	2,694,987,230





9.01 Investments in Fixed Deposit Receipts (FDR)

Name of the banks	Purpose	Tenure	Rate of Interest	30 June 2026 Taka	30 June 2025 Taka
AB Bank PLC	Lien against Credit Facility	12 Months	12.00%	21,924,955	34,857,844
Al Arafah Islami Bank PLC	L/C Margin	1 Month	4.50%	75,126,667	71,048,895
Bank Asia PLC	Lien against Credit Facility	6-12 Months	9.50%-10.00%	157,750,159	10,403,020
BRAC Bank PLC	L/C Margin	12 Months	9.00%-9.50%	100,073,119	92,607,795
City Bank PLC	L/C Margin	12 Months	9.50%	95,583,403	37,973,056
Community Bank Bangladesh PLC	L/C Margin	6 Months	10.50%	297,243,895	-
Dutch Bangla Bank PLC	L/C Margin and Term Loan	6 Months	7.10%	165,465,445	266,489,564
First Security Islami Bank PLC	Investment	3 Months	8.50%	3,751,239	3,521,014
IPDC Finance PLC	Lien against Term Loan	12-60 Months	6.75%-11.85%	43,445,345	40,864,532
Islami Bank Bangladesh PLC	L/C Margin	6 Months	3.00%	67,290,375	233,688,801
Mercantile Bank PLC	L/C and BG Margin	3 Months	8.00%-9.00%	72,953,806	21,318,797
Midland Bank PLC	L/C and BG Margin	3-12 Months	9.50%-11.00%	48,370,171	1,431,549
Modhumoti Bank PLC	Lien against Credit Facility	3-12 Months	9.00%	80,990,925	75,637,148
Meghna Bank PLC	L/C Margin	3 Months	10.75%	22,091,102	20,287,222
Mutual Trust Bank PLC	L/C Margin	6-12 Months	7.50%-10.75%	45,986,347	218,164,597
National Bank PLC	Investment	3 Months	8.25%	19,895,119	18,534,174
NCC Bank PLC	L/C Margin	6 Months	9.00%	131,093,008	201,654,718
NRB Bank PLC	Lien against Credit Facility	10-12 Months	7.00%-10.00%	101,335,271	95,277,217
One Bank PLC	L/C Margin	3-12 Months	8.50%-10.50%	22,012,030	34,713,822
Pubali Bank PLC	L/C Margin	6 Months	8.25%	616,727,606	289,899,068
SBAC Bank PLC	L/C Margin	1 Month	6.50%	11,830,230	772,823
Southeast Bank PLC	L/C and BG Margin	3 - 12 Months	5.25%-7.50%	42,365,669	30,282,633
State Bank of India	BG Margin	12 Months	4.50%-5.00%	-	3,013,572
Trust Bank PLC	L/C Margin	3 Months	8.25%	357,272,258	347,518,049
United Commercial Bank PLC	L/C and BG Margin	3-12 Months	3.75%-10.75%	207,547,446	18,542,313
Uttara Bank PLC	L/C Margin	3 Months	9.25%	61,782,677	26,485,007
9.02 Investment in Bond				2,869,908,267	2,194,987,230
Trust Bank PLC				500,000,000	500,000,000
				500,000,000	500,000,000

The Company has invested BDT 500,000,000 in a 7-year Floating Rate Non-Convertible Bond issued by Trust Bank Limited. The bond carries a floating return based on the applicable benchmark rate plus a 2.00% margin, subject to a floor of 6.00% and a cap of 9.00% per annum. Coupon is payable semi-annually, 20% of the total bond value is redeemable in each of the last five years commencing from the end of the 3rd year. An additional charge of 2.00% per annum applies in case of late redemption.

	Note(s)	30 June 2026 Taka	30 June 2025 Taka
10.00 Advances, deposits and prepayments			
Advances	10.01	13,402,318,757	13,220,609,292
Deposits	10.02	227,314,629	227,314,629
Prepayments	10.03	20,730,175	13,102,846
		13,650,363,561	13,461,026,767
10.01 Advances			
Against income tax	10.01.01	1,282,819,030	1,392,331,636
Against VAT	10.01.02	7,971,241	7,971,241
Against VAT current account		476,448	476,448
Against Tribunal		1,000,000	1,000,000
Against land		1,457,400,000	1,457,400,000
Against LC		2,933,971,815	2,453,280,237
Against LC Margin		4,110,237,246	3,159,119,822
Against other supply		3,602,136,659	4,739,921,550
Against employees		6,306,318	9,108,358
		13,402,318,757	13,220,609,292
10.01.01 Advance income tax			
Opening balance		1,392,331,636	1,343,012,034
Addition during the period		618,041,506	763,167,355
Paid/adjusted during the period		(727,554,112)	(713,847,753)
		1,282,819,030	1,392,331,636
10.01.02 Advance VAT			
Opening balance		7,971,241	7,971,241
Addition during the period		59,604,415	108,363,696
Paid/adjusted during the period		(59,604,415)	(108,363,696)
		7,971,241	7,971,241
10.02 Deposits			
Bangladesh Power Development Board		100,000,000	100,000,000
Karnaphuli Gas Distribution Company Limited		124,877,629	124,877,629
Security to Shipping Lines		337,000	337,000
Port Authority		2,000,000	2,000,000
Bangladesh Railway		100,000	100,000
		227,314,629	227,314,629
10.03 Prepayments			
Insurance premium		12,680,175	13,102,846
Bangladesh Standards and Testing Institution		8,050,000	-
		20,730,175	13,102,846
10.04	The directors consider that all the above advances, deposits and prepayments are either adjustable or recoverable in kind or in cash and that no provision against those are required at this stage.		
11.00 Inventories			
Finished goods	11.01	5,165,925,865	5,545,383,087
Raw materials	11.02	5,336,982,082	5,504,845,259
Spares and other materials	11.03	7,116,107,371	7,287,628,912
		17,619,015,318	18,337,857,258



		Note(s)	30 June 2026 Taka	30 June 2025 Taka
11.01 Finished Goods				
M. S. Rod	26.00		3,808,677,229	4,136,230,159
M. S. Billet	26.00		1,357,248,636	1,409,152,928
			5,165,925,865	5,545,383,087
11.02 Raw Materials				
Melting Scrap			3,831,827,061	3,817,012,727
Sponge Iron			47,705,372	41,952,939
Lime			79,322,059	71,596,728
Dolomite			152,328,668	221,630,223
Chemicals			1,203,583,221	1,287,461,923
Quartz Powder			381,683	860,205
Pet Coke			21,834,018	64,330,514
	26.01		5,336,982,082	5,504,845,259
11.03 Spares and other materials				
Refractory Bricks			1,476,331,039	1,507,819,938
Spares and Consumables			4,797,874,666	4,963,832,570
Rolls			88,583,266	98,423,536
Graphite Electrode			708,761,460	674,587,406
Mould Powder			44,556,940	42,965,461
	26.01		7,116,107,371	7,287,628,912
12.00 Trade and other receivables				
Trade receivables	12.01		9,146,090,094	8,559,461,231
Other receivable	12.02		682,643,775	617,385,582
			9,828,733,869	9,176,846,813
12.01 Ageing of trade receivables				
Dues within 6 Months			9,055,355,862	8,465,871,001
Dues over 6 months			90,734,232	93,590,230
			9,146,090,094	8,559,461,231
12.02 Other receivable				
Arbee Textiles Limited			682,643,775	617,385,582
			682,643,775	617,385,582
12.03	Trade Receivables represent receivable from 1760 parties as on 30 June 2026 (1472 Parties as on 30 June 2025). Receivables are unsecured but considered good and recoverable. Interest at 10% per annum has been charged on outstanding balance of other receivable from Arbee Textiles Ltd.			
13.00 Cash and cash equivalents				
Cash in hand	13.01		2,336,641	2,445,815
Cash at bank	13.02		422,322,702	91,752,002
			424,659,343	94,197,817
13.01 Cash in hand				
Dhaka office petty cash			555,485	846,409
Factory petty cash-IF			204,133	349,993
Factory petty cash-QEAF			1,577,023	1,249,413
			2,336,641	2,445,815



13.02 Cash at Bank

<u>Name of the Banks</u>	<u>Branch</u>	<u>Account Type</u>	30 June 2026	30 June 2025
			Taka	Taka
AB Bank PLC	Gulshan	Current	12,340,426	43,035
AB Bank PLC	Sitakunda	Current	37,776	38,962
AB Bank PLC	Khatungonj	Current	15,000	3,131,571
AB Bank PLC	Khatungonj	Over Draft	-	2,569
Agrani Bank PLC	Asadgonj	Current	2,312,081	1,000,904
Agrani Bank PLC	Principal	Current	65,207	2,211,652
Al-Arafah Islami Bank PLC	Gulshan	Current	4,345,287	-
Al-Arafah Islami Bank PLC	Jubilee Road	Current	7,760	11,424
Al-Arafah Islami Bank PLC	Khatungonj	Current	292,924	1,587
Bank Asia PLC	Anderkilla	Current	368,573	817,444
Bank Asia PLC	Banani	Current	354,485	67,114
Bank Asia PLC	Gulshan	Current	6,749	-
BASIC Bank PLC	Asadgonj	Current	4,935	157,814
Bengal Commercial Bank PLC	Agrabad	Current	6,045	7,080
BRAC Bank PLC	Gulshan	Current	8,359,116	-
Citizens Bank PLC	Principal	Current	630,035	811,926
Citizens Bank PLC	Agrabad	Current	10,000	-
City Bank PLC	Gulshan	Current	4,509,033	-
City Bank PLC	Khatungonj	Current	5,005,809	898,059
City Bank PLC	Agrabad	Over Draft	1,274,916	-
Community Bank Bangladesh PLC	Agrabad	Current	2,150	3,645
Dhaka Bank PLC	Khatungonj	Current	29,196,310	2,428,928
Dutch Bangla Bank PLC	Khatungonj	Current	239,000	1,903,485
Dutch Bangla Bank PLC	Gulshan	Current	9,636,194	-
Dutch Bangla Bank PLC	Agrabad	Current	1,000	5,286
Eastern Bank PLC	Agrabad	Current	10,022,540	2,318,439
EXIM Bank PLC	Khatungonj	Current	8,750,264	3,414,713
First Security Islami Bank PLC	Khatungonj	Current	1,109,563	15,253
HSBC	Gulshan	Current	478,805	-
IFIC Bank PLC	Khatungonj	Current	9,175,997	143,909
Islami Bank Bangladesh PLC	Khatungonj	Current	27,153	1,483,901
Islami Bank Bangladesh PLC	Gulshan	Current	518,184	9,069
Jamuna Bank PLC	Gulshan	Current	4,008,720	-
Jamuna Bank PLC	Khatungonj	Current	42,224	4,940,754
Janata Bank PLC	Gulshan	Current	7,683,459	-
Janata Bank PLC	Khatungonj	Current	1,527,917	4,730,561
Meghna Bank PLC	Agrabad	Current	39,395	15,763
Mercantile Bank PLC	Gulshan	Current	4,250,255	-
Midland Bank PLC	Agrabad	Current	714,462	3,744
Modhumoti Bank PLC	O.R Nizam Road	Current	81,407	82,097
Modhumoti Bank PLC	Agrabad	Current	4,568,004	86,774



			30 June 2026	30 June 2025
			Taka	Taka
<u>Name of the Banks</u>	<u>Branch</u>	<u>Account Type</u>		
Mutual Trust Bank PLC	Gulshan	Current	5,936,701	-
Mutual Trust Bank PLC	Khatungonj	Current	89,614	4,623,690
National Bank PLC	Anderkillia	Current	64,713	25,633
National Bank PLC	Jubilee Road	Current	620	1,540
NCC Bank PLC	Gulshan	Current	3,910,805	-
NCC Bank PLC	Khatungonj	Current	10,042,143	2,255,918
NRB Bank PLC	Agrabad	Current	6,850,121	977,917
NRB Commercial Bank PLC	Agrabad	Current	3,191,573	2,344,701
One Bank PLC	Khatungonj	Current	39,030,661	144,987
One Bank PLC	Gulshan	Current	5,685,738	-
Pubali Bank PLC	Principal	Current	2,551	4,922
Premier Bank PLC	O.R Nizam Road	Current	10,484	12,381
Premier Bank PLC	Gulshan	Current	6,838	7,873
Premier Bank PLC	Khatungonj	Current	1,321,109	542,921
Prime Bank PLC	Khatungonj	Current	2,186,326	1,190,994
Rupali Bank PLC	Laldighi	Current	3,281,512	3,562,380
Shahajalal Islami Bank PLC	Gulshan	Current	11,512,817	2,778,899
Shahajalal Islami Bank PLC	Khatungonj	Current	15,022,498	585,363
Shimanto Bank PLC	Agrabad	Current	21,898	159,566
Social Islami Bank PLC	Khatungonj	Current	63,791	64,481
Social Islami Bank PLC	Kawran Bazar	Current	2,067	3,332
Sonali Bank PLC	Khatungonj	Current	5,700,982	790,013
Sonali Bank PLC	Motijheel F. Ex.	Current	13,721,455	2,000
South Bangla Agricultural Bank PLC	Agrabad	Current	219	219
South Bangla Agricultural Bank PLC	Khatungonj	Current	326,869	1,375,186
Southeast Bank PLC	Gulshan	Current	885,756	-
Southeast Bank PLC	Khatungonj	Current	17,300,357	2,756,530
Standard Bank PLC	Khatungonj	Current	310,407	254,474
Standard Bank PLC	Agrabad	Current	71,015	4,327
State Bank of India	Jubilee Road	Current	9,788	38,482
Trust Bank PLC	Ashulia	Current	200	93
Trust Bank PLC	CDA Avenue	Current	1,000	258,384
United Commercial Bank PLC	Gulshan	Current	6,553,118	8,510,975
United Commercial Bank PLC	Khatungonj	USD	20,515	6,741,067
United Commercial Bank PLC	Khatungonj	Current	118,709,877	2,286,042
Union Bank PLC	Khatungonj	Current	4,652,914	656,604
Uttara Bank PLC	Gulshan	Current	36,665	-
Uttara Bank PLC	Khatungonj	Current	3,380,315	602,156
Uttara Bank PLC	Laldighi	Current	2,240,959	11,781,950
Sub-total			414,176,151	86,133,462



			30 June 2026	30 June 2025
			Taka	Taka
<u>Name of the Banks</u>	<u>Branch</u>	<u>Account Type</u>		
AB Bank PLC	Khatungonj	USD	67,816	67,816
AB Bank PLC	Khatungonj	GBP	18,457	19,087
AB Bank PLC	Khatungonj	SND	3,435	4,895
Meghna Bank PLC	Gulshan	SND	10,564	-
Pubali Bank PLC	Gulshan	SND	10,001	-
United Commercial Bank PLC	Sitakunda	SND	6,610	2,345
United Commercial Bank PLC	Khatungonj	SND	928,483	-
Southeast Bank PLC	Khatungonj	SND	8,364	-
Standard Chartered Bank	Agrabad	SND	3,385,896	3,623,886
Standard Chartered Bank	Agrabad	SND	347,883	849,302
Standard Chartered Bank	Agrabad	SND	9,750	1,051,209
Trust Bank PLC	Gulshan	SND	3,349,292	-
Sub-total			8,146,551	5,618,540
Total			422,322,702	91,752,002
14.00 Share capital				
Authorized Capital				
1,500,000,000 Ordinary Shares of Tk 10 each			15,000,000,000	15,000,000,000
		<u>Number of Shares</u>	<u>Amount</u>	<u>Amount</u>
Issued, subscribed and paid-up Capital				
Ordinary Shares of Tk. 10 each as at 17 May 2006	100,000	1,000,000	1,000,000	
Ordinary Shares of Tk. 10 each as at 28 September 2008	1,100,000	11,000,000	11,000,000	
Ordinary Shares of Tk. 10 each as at 24 January 2010	17,000	170,000	170,000	
Ordinary Shares of Tk. 10 each as at 28 April 2010	36,428,600	364,286,000	364,286,000	
Ordinary Shares of Tk. 10 each as at 28 April 2010	12,354,400	123,544,000	123,544,000	
Ordinary Shares of Tk. 10 each as at 20 August 2011	20,000,000	200,000,000	200,000,000	
Ordinary Shares of Tk.10 each issued through IPO 07 March 2012	20,000,000	200,000,000	200,000,000	
Ordinary Shares of Tk. 10 each as at 13 November 2012	18,000,000	180,000,000	180,000,000	
Ordinary Shares of Tk. 10 each as at 09 november 2013	10,800,000	108,000,000	108,000,000	
Ordinary Shares of Tk. 10 each as at 10 November 2014	5,940,000	59,400,000	59,400,000	
Rights Shares of Tk. 10 each as at 01 June 2016	187,110,000	1,871,100,000	1,871,100,000	
Ordinary Shares of Tk. 10 each as at 10 December 2017	15,592,500	155,925,000	155,925,000	
Ordinary Shares of Tk. 10 each as at 19 January 2019	32,744,250	327,442,500	327,442,500	
Ordinary Shares of Tk. 10 each as at 26 December 2019	18,009,337	180,093,370	180,093,370	
Ordinary Shares of Tk. 10 each as at 21 December 2020	18,909,804	189,098,040	189,098,040	
Ordinary Shares of Tk. 10 each as at 20 December 2021	39,710,589	397,105,890	397,105,890	
Ordinary Shares of Tk. 10 each as at 28 December 2022	24,024,907	240,249,070	240,249,070	
Ordinary Shares of Tk. 10 each as at 28 December 2023	23,042,069	230,420,690	230,420,690	
		483,883,456	4,838,834,560	4,838,834,560



	30 June 2026		30 June 2025	
	Percentage of holding	Amount in Taka	Percentage of holding	Amount in Taka
14.01 Position of share holding				
Shareholders				
Mr. Mohammed Jahangir Alam	11.18%	540,853,940	18.41%	890,853,940
Mr. Md. Abdur Rouf	0.14%	6,912,620	0.14%	6,912,620
Mr. Md. Alamgir Kabir	4.81%	232,810,230	4.81%	232,810,230
Mr. Mohammed Almas Shimul	6.69%	323,823,020	10.83%	523,823,020
Mr. Mohammad Ashrafuzzaman	3.00%	145,165,020	3.00%	145,165,020
Mr. Md. Abdul Ahad	2.40%	116,132,010	2.40%	116,132,010
Mr. Md. Azizul Hoque	2.00%	96,776,670	2.00%	96,776,670
General Shareholders	69.77%	3,376,361,050	58.40%	2,826,361,050
TOTAL	100%	4,838,834,560	100%	4,838,834,560

	30 June 2026			30 June 2025
	No. of Holders	No. of Shares	Holding(%)	Holding(%)
14.02 Classification of shares by holding Slab by number of shares				
Less than 500	5,795	1,043,244	0.22%	0.24%
500-5,000	10,735	20,476,436	4.23%	4.43%
5,001-10,000	2,029	14,948,920	3.09%	3.09%
10,001-20,000	1,257	18,039,232	3.73%	3.75%
20,001-30,000	507	12,626,815	2.61%	2.46%
30,001-40,000	233	8,236,868	1.70%	1.41%
40,001-50,000	162	7,404,225	1.53%	1.17%
50,001-100,000	252	17,395,176	3.59%	3.30%
100,001-1,000,000	225	58,937,731	12.18%	12.16%
Above 1,000,000	39	324,774,809	67.12%	67.99%
	21,234	483,883,456	100%	100%

	30 June 2026	30 June 2025
	Taka	Taka
15.00 Share premium		
Share premium	1,136,440,000	1,136,440,000
	1,136,440,000	1,136,440,000
16.00 Revaluation Reserve		
Opening Balance	14,507,343,586	15,053,604,444
Excess Depreciation charged on revaluation transfer to Retained Earnings	(669,610,084)	(704,852,720)
Deferred Tax on Excess Depreciation Charged	150,662,269	158,591,862
Closing Balance	13,988,395,771	14,507,343,586
17.00 Retained earnings		
Opening Balance	4,543,208,081	4,341,693,128
Net Profit for the period	35,483,380	(245,701,662)
Transfer from revaluation surplus due to extra depreciation charged on Revaluation	669,610,084	704,852,720
	5,248,301,545	4,800,844,186
Cash Dividend	(141,318,053)	(257,636,105)
Closing Balance	5,106,983,492	4,543,208,081



	Note(s)	30 June 2026 Taka	30 June 2025 Taka
18.00 Long Term Loan			
Term Loan	18.02	30,491,221,509	16,280,007,538
Long Term Financing Facility	18.03	2,603,610,370	3,346,489,908
Syndication Term Loan	18.04	7,050,681,351	7,179,422,703
ECA Backed Finance	18.05	6,013,909,831	6,941,932,511
Non-Banking Financial Institutions	18.06	222,898,963	380,815,513
Loan From Directors	18.07	800,000,000	800,000,000
		47,182,322,024	34,928,668,173
18.01 Long Term Loan - Maturity analysis			
Due within one year		6,298,570,022	5,816,276,644
Due after one year		40,883,752,002	29,112,391,529
		47,182,322,024	34,928,668,173
18.02 Term Loan			
AB Bank PLC		648,632,561	658,288,073
Agrani Bank PLC		685,652,155	975,068,445
Al-Arafah Islami Bank PLC		399,853,239	-
Bank Asia PLC		893,259,902	-
BRAC Bank PLC		1,345,819,423	-
City Bank PLC		949,138,436	-
Dutch Bangla Bank PLC		4,263,103,105	792,553,932
Eastern Bank PLC		171,386,667	-
Jamuna Bank PLC		34,154,330	-
Mercantile Bank PLC		366,372,673	352,760,673
Meghna Bank PLC		572,957,630	646,824,962
Mutual Trust Bank PLC		330,741,985	-
NCC Bank PLC		2,838,779,692	391,773,659
One Bank PLC		799,745,520	599,466,078
Pubali Bank PLC		5,590,882,941	3,177,271,512
Southeast Bank PLC		202,757,876	197,660,955
Sonali Bank PLC		463,481,494	-
Standard Bank PLC		439,598,794	405,404,667
Trust Bank PLC		5,063,103,608	4,058,186,110
United Commercial Bank PLC		4,357,490,934	4,024,748,472
Uttara Bank PLC		74,308,544	-
		30,491,221,509	16,280,007,538
18.02.01 Terms of Long Term Loan Facility			
Security:			
i) Post dated Cheques covering full credit facility.			
ii) Corporate Guarantee of Jahangir & Others Limited and GPH Power Generation Limited.			
iii) Personal Guarantee of all sponsor director of GPH Ispat Limited.			
iv) Charge over insurance benefit (Assignment) in favor of the term loan lenders as per their respective participation and demand promissory note along with the letter of continuity.			
v) First Priority Fixed and Floating Hypothecation Charge on the assets acquired out of bank finance to be created with RJSC and the vehicle will also be registered in the name of GPH Ispat Limited.			



30 June 2026
Taka
30 June 2025
Taka
Rate of Interest:

Interest rate is 11.25%-15.00% per annum and will be calculated on quarterly basis and variable depending on the situation of money market.

18.03 Long Term Financing Facility

Eastern Bank PLC	383,959,004	449,282,201
Mutual Trust Bank PLC	258,722,540	311,647,346
NCC Bank PLC	683,005,329	958,792,043
One Bank PLC	96,346,936	125,078,195
Pubali Bank PLC	517,746,416	644,412,416
Southeast Bank PLC	142,844,007	155,823,672
United Commercial Bank PLC	520,986,138	701,454,035
	2,603,610,370	3,346,489,908

18.03.01 Terms of Long Term Financing Facility
Lenders:

The company entered into a long term financing facility to support the setting up a 840,000 M.Ton per annum M.S. Billet plant and 640,000 M. Ton per annum M.S. Rod plant at Masjiddah, Kumira, Sitakunda, Chattogram and managed its finance through this facility with United Commercial Bank Limited as "lead arranger" and 6 (Six) other local Banks.

Total loan facilities:

The long term financing facility comprises USD 44.20 million.

Interest rate:

Interest rate is 5.25% per annum

Interest payable:

Interest is payable quarterly (30th September, 31st December, 31st March and 30th June) from the date of 1st drawdown.

Disbursement:

First Disbursement of USD on 13 February 2019.

Repayments:

Principal amount under the USD term loan facility shall be repaid in 32 (thirty two) equal quarterly installments. Repayment from the end of 27th month of the date of 1st drawdown the facilities agreement and will end on the 120th month and the balance amount, if any shall be paid in last installment.

Security:

- Mortgage of 28 acre Land duly registered with RJSC.
- First ranking pari-passu charge registered with RJSC over all fixed and floating assets of the Company.
- Charge over Insurance Benefit (assignment) in favor of the term loan lender as per their respective participation.
- Personal Guarantee of all the Directors of the Company.
- Demand Promissory note along with the letter of continuity from the Company with supporting Board Resolution.
- One Post dated cheque covering full Credit facility is to be taken in advance.
- Corporate Guarantee of Jahangir & Others Ltd and GPH Power Generation Ltd.

Purpose:

To procure plants, machineries, equipment and prefabricated building and steel structures relating to the project and to meet civil construction and other expenses required for implementation of steel melting plant.



18.04 Syndication Term Loan

	30 June 2026	30 June 2025
	Taka	Taka
AB Bank PLC	59,373,940	65,248,697
Agrani Bank PLC	1,205,101,270	1,066,885,573
BASIC Bank PLC	178,119,575	200,276,265
Bengal Commercial Bank PLC	138,214,997	187,649,000
Bangladesh Infrastructure Finance Fund Limited	770,208,281	732,277,793
City Bank PLC	43,615,699	47,746,310
Community Bank Bangladesh PLC	136,229,367	192,565,501
Dutch Bangla Bank PLC	87,853,189	175,793,300
Jamuna Bank PLC	55,445,222	63,453,176
Janata Bank PLC	1,033,257,351	1,035,345,674
Mercantile Bank PLC	436,824,839	423,311,701
Midland Bank PLC	314,332,719	306,786,563
NRB Bank PLC	83,467,555	96,204,669
NRB Commercial Bank PLC	335,751,639	317,728,385
One Bank PLC	58,033,492	57,837,933
Pubali Bank PLC	371,835,050	416,217,485
Sonali Bank PLC	932,655,336	850,347,551
Southeast Bank PLC	48,701,671	49,285,997
United Commercial Bank PLC	470,866,638	524,012,426
Uttara Bank PLC	290,793,521	370,448,704
	7,050,681,351	7,179,422,703

18.04.01 Terms of Syndicate term borrowings

Lenders:

The company entered into a syndicated loan agreement to set up a Billet plant (840,000 M.Ton per annum) and MS Rod plant (640,000 M. Ton per annum) at Masjiddah, Kumira, Sitakunda, Chattogram and managed its finance through a syndicate debt facility with United Commercial Bank Limited as "lead arranger" and 19 (Nineteen) financial institution and other local banks.

Total loan facilities:

The syndication financing comprises BDT. 9,968 million only for implementation of the steel melting plant.

Interest rate:

BDT

Government Banking Institutions	30 June 2026 11.25%-13.00%
Non-government Banking Institutions	11.25%-15.00%

Interest payable:

Interest is payable quarterly (30th September, 31st December, 31st March and 30th June) from the date of 1st drawdown.

Disbursement:

First Disbursement of BDT made on 31 March 2018.

Repayments:

Principal amount under the BDT from government banking institutions shall be repaid in 32 (thirty two) equal quarterly installments and BDT from non-government banking institutions shall be repaid in 96 (Ninety six) monthly installments. For government banking institutions, repayment will be started from the end of 27th month of the date of 1st drawdown, for non-government banking institutions, repayment from the end of 25th month of the date of 1st drawdown and the balance amount, if any shall be paid in last installment.



30 June 2026

Taka

30 June 2025

Taka

Security:

Registered Mortgage on 37 acres land along with personal guarantee and corporate guarantee, with first ranking pari passu basis and hypothecation of machineries.

- i) Mortgage of 37 acre Land duly registered with RJSC.
- ii) First ranking pari-passu charge registered with RJSC over all fixed and floating assets of the Company.
- iii) Charge over Insurance Benefit (assignment) in favor of the term loan lender as per their respective participation.
- iv) Personal Guarantee of all the Directors of the Company.
- v) Demand Promissory note along with the letter of continuity from the Company with supporting Board Resolution
- vi) One Post dated cheque covering full Credit facility is to be taken in advance.
- vii) Corporate Guarantee of Jahangir & Others Ltd and GPH Power Generation Ltd.

Purpose:

To procure plants, machineries, equipment and prefabricated building and steel structures relating to the project and to meet civil construction and other expenses required for implementation of steel melting plant.

18.05 ECA Backed Finance

ODDO BHF Aktiengesellschaft, Germany

6,013,909,831

6,941,932,511

6,013,909,831

6,941,932,511

18.05.01 Terms of ECA Backed Finance borrowings

Lenders:

The company entered into a ECA backed loan agreement to set up a Billet plant (840,000 M.Ton per annum) and MS Rod plant (640,000 M. Ton per annum) at Masjiddah, Kumira, Sitakunda, Chattogram and managed an ECA backed finance from ODDO BHF Aktiengesellschaft, Germany.

Total loan facilities:

The syndication financing comprises of USD 94.84 million only.

Interest rate:

ODDO BHF Aktiengesellschaft, Germany Margin 3.08% + 6 months LIBOR/SOFR

Interest payable:

Interest is payable half periodically (30th April and 31 October) from the date of 1st drawdown

Disbursement:

First Disbursement made on 09 August 2017

Repayments:

Principal amount shall be repaid in 16 (sixteen) equal half periodically installments from the end of 42nd month of 1st drawdown and the balance amount (if any) shall be paid in last installment.

Security:

Registered Mortgage on 28 acres land, personal guarantee and corporate guarantee along with first ranking pari passu basis and hypothecation of machineries.

- i) Mortgage of 28 acre Land duly registered with RJSC.
- ii) First ranking pari-passu charge registered with RJSC over all fixed and floating assets of the Company.
- iii) Charge over Insurance Benefit (assignment) in favor of the term loan lender as per their respective participation.
- iv) Personal Guarantee of all the Directors of the Company.



- v) Demand Promissory note along with the letter of continuity from the Company with supporting Board Resolution
- vi) One Post dated cheque covering full Credit facility is to be taken in advance.
- vii) Corporate Guarantee of Jahangir & Others Ltd and GPH Power Generation Ltd.

Purpose:

To procure plants, machineries, equipment and prefabricated building and steel structures relating to the project and to meet civil construction and other expenses required for implementation of steel melting plant.

18.06 Non-Banking Financial Institutions

IPDC Finance PLC	149,938,484	260,982,720
United Finance PLC	72,960,479	119,832,793
	222,898,963	380,815,513

Security:

- i) Post dated Cheques
- ii) FDR lien Tk 30 million against loan from IPDC Finance PLC
- iii) Personal Guarantee of Directors

Rate of Interest:

Interest rate is 16.00% to 16.50% per annum and will be calculated on quarterly basis and variable depending on the situation of money market.

18.07 Loan From Directors

Mr. Mohammed Jahangir Alam	500,000,000	500,000,000
Mr. Mohammed Almas Shimul	300,000,000	300,000,000
	800,000,000	800,000,000

19.00 Defined Benefit Obligation (Gratuity)

Opening Balance	139,466,301	122,085,496
Add: Provision made during the period	40,910,727	20,748,146
	180,377,028	142,833,642
Less: Paid during the period	(10,797,968)	(3,367,341)
Closing balance	169,579,060	139,466,301

20.00 Deferred tax liability

Deferred tax liability has been calculated below at the applicable tax rate on the temporary difference between the carrying value and tax base.

Opening Balance	4,455,257,919	4,374,272,958
Add: Provided/(adjusted) during the period		
Taxable/(deductible) temporary difference of PPE (excluding land)	249,036,441	243,787,164
Intangible asset	(147,933)	463,284
Provision for Gratuity	(6,775,371)	(3,910,681)
Investment in quoted shares	2,990,341	(762,944)
	245,103,478	239,576,823
Adjustment for impact of depreciation on revaluation reserve	(150,662,269)	(158,591,862)
Closing Balance	4,549,699,128	4,455,257,919





20.01 Reconciliation of deferred tax liabilities /(assets) are as follows :

As on 30 June 2026	Carrying amount Taka	Tax base Taka	Rate Applied (%)	Temporary difference Taka	Deferred tax liability/(asset) Taka
Property, plant and equipment (Exept Land & Land Development)	43,503,218,902	23,104,168,288	22.50%	20,399,050,614	4,589,786,388
Right of use asset	-	-	22.50%	-	-
Intangible asset	2,767,550	-	22.50%	2,767,550	622,699
Provision for gratuity	(169,579,060)	-	22.50%	(169,579,060)	(38,155,289)
Investment in quoted shares	104,491,316	121,522,450	15.00%	(17,031,134)	(2,554,670)
					4,549,699,128
As on 30 June 2025	Carrying amount Taka	Tax base Taka	Rate Applied (%)	Temporary difference Taka	Deferred tax liability/(asset) Taka
Property, plant and equipment (Exept Land & Land Development)	41,574,113,932	21,626,583,845	22.50%	19,947,530,087	4,488,194,270
Right of use asset	14,301,984	-	22.50%	14,301,984	3,217,946
Intangible asset	3,425,030	-	22.50%	3,425,030	770,632
Provision for gratuity	(139,466,301)	-	22.50%	(139,466,301)	(31,379,918)
Investment in quoted shares	84,555,872	121,522,613	15.00%	(36,966,741)	(5,545,011)
					4,455,257,919
Short term borrowings	Note(s)	30 June 2026 Taka	30 June 2025 Taka		
Loan against Trust Receipt (LATR)	21.01	1,091,129,987	1,914,405,127		
Time loan	21.02	12,056,023,064	14,891,290,942		
Bank overdraft	21.03	4,861,710,372	6,648,046,443		
Other Liabilities from Bank		10,016,907,427	10,249,442,514		
		28,025,770,850	33,703,185,026		

Terms of Short term borrowings

Purpose of Loan:

To pay customs duty, VAT and taxes, Utilities, salaries, C&F charges, local procurement and for other working capital requirement

Tenure:

The tenure ranges from 3 to 6 months on a revolving basis.

Security

- i) Post dated cheques
- ii) Personal guarantee of all the sponsor directors
- iii) Registered mortgage of land
- iv) Pari-passu 1st charge on floating assets

Rate of Interest:

Interest rate is 12% to 15% per annum with quarterly basis.

		Note(s)	30 June 2026 Taka	30 June 2025 Taka
22.00	Creditors and accruals			
	For Revenue Expenses	22.01	1,223,785,197	809,222,474
	For Other Finance	22.02	269,835,149	117,289,014
	For Supplies		1,159,472,352	1,270,486,041
	Advance Against Sales		130,289,267	137,851,109
	Workers' Profit Participation Fund	22.03	32,400,129	39,844,343
			2,815,782,094	2,374,692,981
22.01	Revenue Expenses			
	Salary Payable		77,640,593	98,224,062
	Audit Fee Payable		805,000	805,000
	Utility Bill Payable		1,133,286,365	707,453,166
	Provident Fund	22.01.01	10,703,239	1,715,246
	Directors' Remuneration Payable		1,350,000	1,025,000
			1,223,785,197	809,222,474
22.01.01	Provident Fund			
	Opening Balance		1,715,246	3,969,845
	Add: Addition during the period		27,103,306	27,938,439
			28,818,552	31,908,284
	Less: Paid during the period		(18,115,313)	(30,193,038)
	Closing balance		10,703,239	1,715,246
22.02	Other Finance			
	Advance Income Tax Payable		22,142,776	16,947,143
	VAT Deducted at Source		23,245,948	21,357,653
	Sales VAT Payable		224,397,755	78,935,548
	Unpaid Refund Warrant		48,670	48,670
			269,835,149	117,289,014
22.03	Workers' Profit Participation Fund			
	Opening Balance		39,844,343	92,762,934
	Add: Addition during the period		32,400,129	39,844,343
			72,244,472	132,607,277
	Less: Paid during the period		(39,844,343)	(92,762,934)
	Closing balance		32,400,129	39,844,343



We have deposited amounting Tk. 842,923.00 (eight lac forty two thousand nine hundred twenty three) only, dated 29.06.2026 through RTGS from the company's bank Account No. 2022340820026, Brac Bank PLC against unclaimed Cash Dividend for the year 2021-2022.

24.01 Period wise income tax assessment status is as follows:

GPH ISPAT LIMITED



24.02 Reconciliation of effective tax rate

	30 June 2026		30 June 2025	
	Rate	Taka	Rate	Taka
Profit before tax		615,602,460		757,042,516
Total income tax expense	6.64%	40,857,769	100.80%	763,167,355
Factors affecting the tax charge:				
Tax using the applicable rate	22.50%	138,550,919	22.50%	170,334,566
Difference between accounting and fiscal depreciation	-15.95%	(98,226,239)	-11.24%	(85,081,405)
Difference between gratuity provision and payment	1.10%	6,775,371	0.52%	3,910,681
Difference between regular tax and minimum Tax on Gross Turnover U/s 82C(2)(3)(4)(a) - @1.00%	0.00%	-	90.55%	685,534,793
Difference between WPPF and Welfare Fund provision and payment	-0.27%	(1,672,823)	-1.57%	(11,906,683)
Rebate on export sales	0.00%	15,841	0.00%	(25,795)
Adjustment of unrealized Gain /(Loss) on sale of Shares in Listed Companies	-0.73%	(4,485,475)	0.07%	510,471
Adjustment for reduced rated taxable income	-0.02%	(99,825)	-0.01%	(109,273)
	6.64%	40,857,769	100.80%	763,167,355

A. Minimum Tax on Gross Receipt U/s 163(5)(KA)(E5) - (1.00%/27.50 X 22.50)

Turnover	40,693,399,946		
Interest Income	252,951,465		
	40,946,351,411	0.82%	335,015,602
			335,015,602

B. Regular/Calculated Tax

Current Tax provision			
Tax on Gross Receipt (Higher A&B)			40,857,769
			335,015,602

25.00 Revenue

Local Sales	25.01	40,612,682,326	57,346,862,373
Export Sales	25.02	80,717,620	181,575,396
		40,693,399,946	57,528,437,769
Value Added Tax		(1,292,228,589)	(1,464,494,993)
		39,401,171,357	56,063,942,776

25.01 Local Sales

M.S. Rod		40,385,391,609	56,912,414,277
M.S. Billet		-	76,000,000
Oxygen, Nitrogen and Argon		227,290,717	358,448,096
		40,612,682,326	57,346,862,373

25.02 Export Sales

M.S. Rod		80,717,620	181,575,396
		80,717,620	181,575,396



	Note(s)	30 June 2026 Taka	30 June 2025 Taka
26.00 Cost of goods sold			
Opening Finished goods			
M.S. Rod		4,136,230,159	4,256,895,199
M.S. Billet		1,409,152,928	3,916,329,478
		5,545,383,087	8,173,224,677
Add: Cost of Production	26.01	31,970,064,171	45,596,969,303
		37,515,447,258	53,770,193,980
Less: Closing Finished goods			
M.S. Rod		3,808,677,229	4,136,230,159
M.S. Billet		1,357,248,636	1,409,152,928
		5,165,925,865	5,545,383,087
		32,349,521,393	48,224,810,893
26.01 Cost of Production			
Opening Stock of:			
Raw Material		5,504,845,259	3,883,268,706
Spare and Other materials		7,287,628,912	5,905,423,659
		12,792,474,171	9,788,692,365
Add: Purchase			
Raw Material		23,831,451,263	36,050,396,917
Spare and Other materials		274,508,461	3,952,697,398
		24,105,959,724	40,003,094,315
Less: Closing Stock of			
Raw Material		5,336,982,082	5,504,845,259
Spare and Other materials		7,116,107,371	7,287,628,912
		12,453,089,453	12,792,474,171
Raw and Other Materials Consumed		24,445,344,442	36,999,312,509
Add: Factory overhead	26.02	7,524,719,729	8,597,656,794
Cost of Production		31,970,064,171	45,596,969,303
26.02 Factory overhead			
Salaries, Wages and Allowances		771,029,924	820,888,569
Overtime		11,179,835	28,899,744
Bonus		-	1,823,760
Depreciation	4	1,906,699,904	1,774,669,662
Amortization on right of use assets	5	12,871,786	50,263,881
Carriage Inward		8,903,849	18,764,761
Daily Labour Bill		20,152,321	55,969,699
Electricity Bill		4,166,489,681	5,029,199,575
Factory Canteen		12,487,181	32,361,566
Fuel, Oil and Lubricant		3,312,000	22,060,758
Gas Bill		566,968,353	681,792,909
Insurance		17,211,641	18,938,341
Mobile, Telephone and Internet Charges		1,624,723	1,302,581
Loading and Unloading Expenses		9,216,760	28,760,450
Medical Expenses		242,623	130,779
Oxygen and LP Gas Charges		-	41,000
Repair and Maintenance		6,643,658	15,480,769
Staff Uniform		615,332	581,628
Testing Expenses		524,830	1,123,981
Vehicle Expenses		8,545,328	14,602,381
		7,524,719,729	8,597,656,794



	Note(s)	30 June 2026 Taka	30 June 2025 Taka
27.00 Administrative expenses			
Directors' Remuneration		24,840,000	18,492,000
Salary and Allowances		169,612,496	239,029,876
Depreciation	4	105,927,772	98,592,759
Amortization on right of use assets	5	715,099	2,792,438
Amortization of Software	7	657,480	506,209
Audit fee		805,000	874,000
BIS Certificate Expenses		84,900	207,556
BO Account Expenses		400	1,000
Board Meeting Expenses		408,510	744,444
Bonus		10,884,472	12,381,520
Electricity and Other Utility Expenses		42,667,705	62,272,015
Entertainment		9,611,111	13,395,887
Fees and Renewal		5,951,091	12,357,013
General Meeting Expenses		103,270	129,025
Group Insurance Premium		2,441,669	2,031,236
Legal and Professional Fee		132,250	678,500
Medical Expenses		292,697	39,883
Miscellaneous Expenses		1,226,166	1,360,790
Mobile, Telephone and Internet Charges		2,457,457	2,817,767
Newspaper and Periodicals		51,200	39,024
Office Maintenance		2,054,733	1,584,841
Office Rent		14,598,000	15,445,200
Postage and Stamps		522,838	936,769
Recruitment Expenses		294,164	458,420
Rent, Rate & Taxes		1,382,449	875,925
Share Management Expenses		1,462,000	1,353,500
Software & Data Connectivity Expenses		234,163	166,711
Stationery and Printing Charges		1,027,843	1,067,190
Training Fee		144,555	276,370
Right Issue Expenses		-	1,834,982
Travelling and Conveyance		6,581,739	7,453,764
Vehicle Expenses		8,509,102	11,418,749
		415,682,331	511,615,363
28.00 Selling and distribution expenses			
Advertisement Expenses		24,157,738	46,020,679
Carriage Outward		403,702,355	583,082,917
Salary and Allowances		143,532,612	162,823,036
Loading & Delivery Expenses		17,378,660	28,916,306
Bonus		11,180,189	12,420,670
Travelling and Conveyance		11,019,268	14,210,499
Commission on Sales		2,645,496	35,747,490
Promotional Expenses		16,954,262	31,353,705
Depreciation	4	105,927,772	98,592,759
Amortization on right of use assets	5	715,099	2,792,438
Marketing Collection Expenses		42,000	56,900
Export Expenses		-	4,500
Vehicle Expenses		9,678,466	9,595,175
Mobile, Telephone and Internet Charges		4,209,933	4,145,698
Trade Receivables Write-off		868,556	-
Postage and Stamps		615,329	832,214
		752,627,735	1,030,594,986



	30 June 2026	30 June 2025
	Taka	Taka
29.00 Finance Cost		
Interest on Bank Loan	5,490,450,069	5,223,260,839
Bank Charge	24,993,576	33,613,868
Loan Processing Fee	14,756,430	14,908,363
Foreign Currency Exchange (Gain)/Loss	(21,975,857)	498,971,387
	5,508,224,218	5,770,754,457
30.00 Finance income		
Interest Earned from FDR	134,023,455	158,905,711
Interest Income from Bond	44,876,712	45,123,288
Interest Income from SND Account	177,967	153,266
Interest Income from Arbee Textiles Limited	65,023,748	58,804,413
	244,101,882	262,986,678
31.00 Other income		
Dividend Income	3,993,006	4,370,934
PF Forfeited	1,212,454	1,045,938
Rebate on Export Sales	3,644,123	4,584,994
	8,849,583	10,001,866
32.00 Net Asset Value Per Share (NAV)		
Total Assets	108,261,640,884	101,506,014,628
Less: Liabilities	83,190,987,061	76,480,188,401
Net Asset Value (NAV)	25,070,653,823	25,025,826,227
Number of ordinary shares outstanding during the year	483,883,456	483,883,456
Net Assets Value (NAV) per share	51.81	51.72

	01 July 2025 to 30 June 2026	01 July 2024 to 30 June 2025
	Taka	Taka
33.00 Earnings per share (EPS)		
33.01 Basic Earnings per share		
The composition of Earnings per share (EPS) is given below :		
Total earnings attributable to the ordinary shareholders	35,483,380	(245,701,662)
Number of ordinary shares outstanding during the year	483,883,456	483,883,456
Weighted average number of ordinary shares outstanding during the year	483,883,456	483,883,456
Basic Earnings Per Share	0.07	(0.51)

33.02 Diluted EPS

No diluted EPS was required to be calculated for the period since there was no scope for dilution of share during the period under review.

33.03 Reason of Significant Deviation of EPS

EPS: The Company's Earnings Per Share (EPS) increased to Tk. 0.07 for the year ended 30 June 2026, compared to Tk. (0.51) in the previous year, mainly due to lower cost of goods sold, along with the positive impact of changes in the Tax Rules.



34.00 Net operating cash flow per share

Net operating cash flows (from statement of cash flows)
Number of ordinary shares outstanding during the period
Net operating cash flow per share

01 July 2025 to 30 June 2026	01 July 2024 to 30 June 2025
Taka	Taka
7,611,375,709	2,798,400,763
483,883,456	483,883,456
15.73	5.78

NOCFPS increased for the year ended 30 June 2026, compared to Tk. 5.78 in the previous year, mainly due to higher receipts from customers, despite payments made to suppliers and others, resulting in a significant increase in net operating cash flow.

35.00 Number of employees

Employees drawing salary Tk 3,000 or below per month
Employees drawing salary above Tk 3,000 per month

30 June 2026	30 June 2025
Person	Person
-	-
2,238	2,286
2,238	2,286

36.00 Related Notes for Statement of Cash Flows

36.01 Reconciliation of cash flows from operating activities

Profit before income tax

Adjustment for

Depreciation charged

Amortization charged

Amortization on right of use asset

Finance Cost

Finance income

Changes in fair value

Dividend Income (net of tax)

(Increase)/decrease in Current Assets

Advances, deposits and prepayments

Inventories

Trade and other receivables

Increase/(decrease) in Current Liabilities

Defined benefit obligation - gratuity

Creditors and accruals

Income tax paid

Net cash flows generated by operating activities

615,602,460	757,042,516
2,118,555,448	1,971,855,180
657,480	506,209
14,301,984	55,848,757
5,508,224,218	5,770,754,457
(244,101,882)	(262,986,678)
(19,935,444)	2,268,762
(3,194,405)	(3,496,747)
7,990,109,859	8,291,792,456
(298,849,400)	(3,252,966,129)
718,841,940	(375,940,216)
(651,887,056)	(1,272,128,334)
30,112,759	17,380,805
441,089,113	153,429,536
8,229,417,215	3,561,568,118
(618,041,506)	(763,167,355)
7,611,375,709	2,798,400,763



	Note(s)	30 June 2026 Taka	30 June 2025 Taka
36.02 Notes for Statement of Cash Flows			
36.02.01 Receipts from customers against sales			
Revenue	25	40,693,399,946	57,528,437,769
Increase in Trade Receivables	12 & 22	(594,190,705)	(1,273,985,702)
Rebat on Export Sales	31	3,644,123	4,584,994
		40,102,853,364	56,259,037,061
36.02.02 Paid to suppliers, operating and other expenses			
Cost of Sales	26	(32,349,521,393)	(48,224,810,893)
General & Administrative Costs	27	(415,682,331)	(511,615,363)
Selling & Distribution expenses	28	(752,627,735)	(1,030,594,986)
Value Added Tax	25	(1,292,228,589)	(1,464,494,993)
Paid to workers participation and welfare fund	22	(39,844,343)	(92,762,934)
Depreciation	4	2,118,555,448	1,971,855,180
Amortization of Software	7	657,480	506,209
Increase in Inventories	11	718,841,940	(375,940,216)
Other receivable	12	(65,258,193)	(57,896,099)
(Increase)/Decrease in Advances, Deposits and Pre-payments	10	(298,849,400)	(3,252,966,129)
Tax on dividend income	31	798,601	874,187
Provision for gratuity	19	30,112,759	17,380,805
Amortization on right of use asset	5	14,301,984	55,848,757
Increase in Creditors and accruals	22	456,095,169	266,101,594
		(31,874,648,603)	(52,698,514,881)
36.02.03 Income from forfeited account			
PF Forfeited	31	1,212,454	1,045,938
		1,212,454	1,045,938
36.02.04 Income tax paid			
Provided during the period	24	(335,015,602)	(763,167,355)
Increase/(decrease) in Advance income tax	10	109,512,606	(49,319,602)
(Increase)/decrease in current tax liability	24	(392,538,510)	49,319,602
		(618,041,506)	(763,167,355)
36.02.05 Acquisition of property, plant and equipment			
Addition of property, plant and equipment during the period	4	(4,047,660,418)	(7,682,779,925)
Capitalized during the year	6	327,491,560	2,664,647,486
Addition in capital work-in-progress	6	(4,021,272,393)	(3,309,905,082)
		(7,741,441,251)	(8,328,037,521)
36.02.06 Acquisition of Intangible assets			
Addition of Intangible assets during the period	7	-	(2,565,250)
		-	(2,565,250)
36.02.07 Investment in quoted shares			
Investment in quoted shares	8	(19,935,444)	2,268,762
Net change in fair value of investment in quoted shares	8	19,935,444	(2,268,762)
		-	-



	Note(s)	30 June 2026 Taka	30 June 2025 Taka
36.02.08 Dividend received (net of tax)			
Dividend Received	31	3,993,006	4,370,934
Less: Advance Tax adjustment	31	(798,601)	(874,187)
		3,194,405	3,496,747
36.02.09 Received from other sources			
Interest Earned from FDR	30	134,023,455	158,905,711
Interest Earned from Bond	30	44,876,712	45,123,288
Interest Income from SND Account	30	177,967	153,266
		179,078,134	204,182,265
36.02.10 Other investments			
Short term investment	9	(674,921,037)	(30,973,193)
Accrued Interest	30	65,023,748	58,804,413
		(609,897,289)	27,831,220
36.02.11 Receipt/(repayment) of long term borrowings	18	12,253,653,851	7,850,932,043
36.02.12 Receipt/(repayment) of finance lease obligation	5	(38,400,657)	(36,472,869)
36.02.13 Receipt/(repayment) of short term borrowings	21	(5,677,414,176)	3,458,637,882
36.02.14 Dividend paid			
Cash dividend declared & disbursed	23	(141,318,053)	(257,636,105)
Increase/(decrease) in unclaimed dividend	23	(144,929)	395,703
		(141,462,982)	(257,240,402)
36.02.15 Interest paid (net)			
Interest on Bank Loan	29	5,490,450,069	5,223,260,839
Bank Charge	29	24,993,576	33,613,868
Loan Processing Fee	29	14,756,430	14,908,363
		5,530,200,075	5,271,783,070
36.02.16 Effect of foreign exchange rate changes in cash and cash equivalent	29	21,975,857	(498,971,387)
	Note(s)	01 July 2025 to 30 June 2026 M. Ton	01 July 2024 to 30 June 2025 M. Ton
37.00 Capacity and production			
Production Capacity (In M. Ton)	37.01	1,840,000	1,840,000
Actual Production (In M. Ton)	37.02	983,277	1,253,409
Capacity Utilization (%)		53.44	68.12
37.01 Production Capacity (In M. Ton)			
M.S. Billet		1,050,000	1,050,000
M.S. Rod		790,000	790,000
		1,840,000	1,840,000
37.02 Actual Production (In M. Ton)			
M.S. Billet		498,520	614,886
M.S. Rod		484,757	638,523
		983,277	1,253,409



38.00 Related Party Transactions

During the period the Company carried out a number of transactions with related parties in the normal course of business on an arms' length basis. Names of those related parties, nature of those transactions and their total value have been set out in accordance with the provisions of IAS-24: Related Party Disclosures.

Sl. No	Name of the Party	Relation	Nature of Transactions	Outstanding as on 30 June 2026	Outstanding as on 30 June 2025
1	GPH Power Generation Ltd.	Common Directorship	Supply of power at a flat rate	Cr. 723,427,158	Cr. 722,997,490
2	Jahangir and Other Ltd.	Common Directorship	Head office rent	Cr. 1,128,576	Cr. 357,000
3	GPH Steels Ltd.	Investee	Investment in equity shares	Dr. 1,000,000	Dr. 1,000,000
4	Asia Insurance Ltd.	Common Directorship	Insurance Policy against Letter of Credit	Cr. 4,597,800	Cr. 1,725,252
5	Arbee Textiles Ltd.	Common Directorship	Payment against interest bearing loan	Dr. 682,643,775	Dr. 617,385,582
6	LIPD Industries Ltd.	Common Directorship	Advance	Dr. 185,500	Dr. 185,500
7	GPH Ship Builders Ltd.	Common Directorship	Advance	Dr. 4,082,835	Dr. 3,986,835
8	ECO Ceramics Industries Ltd.	Common Directorship	Advance	Dr. 165,459,832	Dr. 145,959,832
9	ECO Process Industry Ltd.	Common Directorship	Advance	Dr. 502,528	Dr. 406,305
10	GPH Renewable Energy Ltd.	Common Directorship	Supply of power at a flat rate	Cr. 3,511,822	Cr. 8,961,700

30 June 2026

Taka

30 June 2025

Taka

39.00 Key management personnel compensation

In accordance with para 17 of IAS 24 related party disclosure: during the year the amount of compensation paid to key management personnel including Board of Directors is as follows;

Short term employee benefits	156,223,632	175,594,344
Post Employment Benefits	7,111,052	9,512,959
Other long Term benefit	-	-
Termination Benefit	-	-
Share-based Payment	-	-
	162,360,567	185,107,303

01 July 2025

to
30 June 2026

Taka

01 July 2024

to
30 June 2025

Taka

40.00 Directors' Remuneration

Details of directors' remuneration paid during the period are as follows:

Name	Designation		
Mr. Mohammed Jahangir Alam	Managing Director	11,040,000	4,830,000
Mr. Mohammed Almas Shimul	Director	9,660,000	8,625,000
Mr. Md. Abdul Ahad	Director	4,140,000	5,037,000
		24,840,000	18,492,000

Mr. Mohammed Jahangir Alam, Managing Director and Mr. Mohammed Almas Shimul, Director are provided with transport facilities along with their remuneration.



41.00 Attendance status of Directors in Board Meetings

During the year ended 30 June 2026, 6 (Six) board meetings were held. The attendance status of all the meetings are as follows:

Name of the Director	Designation	Meetings Held	Attendance
Mr. Md. Alamgir Kabir	Chairman	6	6
Mr. Mohammed Jahangir Alam	Managing Director	6	6
Mr. Mohammed Almas Shimul	Director	6	6
Mr. Mohammad Ashrafuzzaman	Director	6	5
Mr. Md. Abdul Ahad	Director	6	6
Mr. Md. Azizul Haque	Director	6	4
Ms. Rezina Parveen	Independent Director	6	1
Mr. Saful Alam Khan Chowdhury	Independent Director	6	5

42.00 Contingent liabilities

	Note(s)	30 June 2026 Taka	30 June 2025 Taka
Bank guarantee	42.01	1,038,234,383	1,054,299,426
L/C liabilities	42.02	16,288,335,848	15,980,558,871
		17,326,570,231	17,034,858,297
42.01 Bank guarantee			
AB Bank PLC		40,415,980	40,415,980
Community Bank Bangladesh PLC		9,130,000	-
Eastern Bank PLC		-	968,575
Mercantile Bank PLC		182,293,302	182,293,302
Midland Bank PLC		6,528,580	6,528,580
NRB Bank PLC		67,029,114	50,000,000
State Bank of India		-	2,448,000
Southeast Bank PLC		34,795,325	34,795,325
United Commercial Bank PLC		698,042,082	736,849,664
		1,038,234,383	1,054,299,426
42.02 L/C liabilities			
AB Bank PLC		180,580,392	-
Agrani Bank PLC		735,856,900	735,079,832
Al-Arafah Islami Bank PLC		854,459,828	-
Bank Asia PLC		204,113,991	336,609,000
BRAC Bank PLC		523,836,338	65,756,254
The City Bank PLC		278,089,613	282,526,282
Community Bank Bangladesh PLC		1,051,553,814	-
Dutch Bangla Bank PLC		-	377,751,189
Eastern Bank PLC		431,551,721	81,368,175
Islami Bank Bangladesh PLC		656,316,017	57,220,232
Mercantile Bank PLC		352,442,393	1,559,541,354
Midland Bank PLC		247,734,490	-
Mutual Trust Bank PLC		919,254,618	1,020,542,724
NCC Bank PLC		635,763,880	794,708,785
NRB Bank PLC		88,220,000	280,468,238
One Bank PLC		854,599,251	-
Premier Bank PLC		21,494,066	-
Pubali Bank PLC		3,507,351,617	2,237,024,459



	30 June 2026	30 June 2025
	Taka	Taka
SBAC Bank PLC	14,462,001	-
Sonali Bank PLC	360,478,643	-
Southeast Bank PLC	729,885,269	1,214,512,125
Standard Chartered Bank	-	29,682,088
Trust Bank Limited	905,166,480	1,960,619,362
United Commercial Bank PLC	2,584,447,036	4,666,445,367
Uttara Bank PLC	150,677,490	280,703,405
	16,288,335,848	15,980,558,871

42.03 Capital expenditure commitment

There is no capital expenditure commitment as at 30 June 2026.

43.00 Events after reporting date

43.01 Proposed Dividend:

The Board of Directors at the meeting held on 12.09.2026 has recommended 2% cash dividend only for General Shareholders except Sponsors and Directors for the year ended 30 June 2026 (2025: 5.00% cash dividend only for General Shareholders except Sponsors and Directors) which is subject to approval by the shareholders in the Annual General Meeting.

44.00 Credit facility not availed

There was no credit facility available to the company under any contract, but not availed as on 30 June 2026 other than trade credit available in the ordinary course of business.

45.00 Financial risk management

International Financial Reporting Standard (IFRS) 7 - Financial Instruments: Disclosures - requires disclosure of information relating to both recognized and unrecognized financial instruments, their significance and performance, accounting policies, terms and conditions, net fair values and risk information- the Company's policies for controlling risks and exposures.

The management has overall responsibility for the establishment and oversight of the company's risk management framework. The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. This note presents information about the company's exposure to each of the following risks, the company's objectives, policies and processes for measuring and managing risk, and its management of capital. The company has exposure to the following risks from its use of financial instruments.

	Note(s)
a) Credit risk	45.01
b) Liquidity risk	45.02
c) Market risk	45.03

45.01 Credit risk

Credit risk is the risk of a financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from distributors, institutional and export customers etc.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

In monitoring credit risk, debtors are grouped according to their risk profile, i.e. their legal status, financial condition, ageing profile etc. Accounts receivable are related to sale of steels (M.S. Rod and allied products).

The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position.



Note(s)	30 June 2026 Taka	30 June 2025 Taka
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a) Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

Trade and other receivables	12.00	9,828,733,869	9,176,846,813
Advance and deposits	10.01 & 10.02	13,629,633,386	13,447,923,921
Investment in FDRs	9.00	3,369,908,267	2,694,987,230
Investment in Un-quoted equity	8.00	64,500,000	64,500,000
Investment in quoted shares	8.00	104,491,316	84,555,872
Cash at bank	13.02	422,322,702	91,752,002
		27,419,589,540	25,560,565,838
b) Ageing of receivables			
Dues within 6 months	12.01	9,055,355,862	8,465,871,001
Dues over 6 months	12.01	90,734,232	93,590,230
		9,146,090,094	8,559,461,231

45.02 Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, based on time line of payment of financial obligations and accordingly arrange for sufficient liquidity/fund to make the expected payments within due dates. Moreover, the company seeks to maintain short term lines of credit with scheduled commercial banks to ensure payment of obligation in the event that there is insufficient cash to make the required payment. The requirement is determined in advance through cash flow projections and credit lines with banks are negotiated accordingly.

The following are the contractual maturities of financial liabilities:

Category of Liabilities	Carrying amount Taka	Nominal interest rate	Contractual cash flows		
			Within 12 months or less	Over 12 months	Total
			Taka	Taka	Taka
Defined Benefit Obligation - Gratuity	169,579,060	N/A	-	169,579,060	169,579,060
Long term loan	47,182,322,024	5.25% - 16.00%	6,298,570,022	40,883,752,002	47,182,322,024
Short term loans	28,025,770,850	12.75% - 14.55%	28,025,770,850	-	28,025,770,850
Finance lease obligations	11,340,627	13.00% - 16.00%	9,488,885	1,851,742	11,340,627
Creditors and accruals	2,815,782,094	N/A	2,815,782,094	-	2,815,782,094
	78,204,794,655		37,149,611,851	41,055,182,804	78,204,794,655

45.03 Market Risk

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



a) Currency risk

The company is exposed to currency risk on certain revenues and purchases such as melting scrap, chemical and acquisition of equipment. Majority of the company's foreign currency transactions are denominated in USD.

(i) Exposure to currency risk

As at 30 June 2026

Foreign currency denominated assets

Cash and cash equivalents

Foreign currency denominated liabilities

ECA Backed Finance

Long Term Financing Facility

Liability for Accepted Bills for Payment (ABP)

Net exposure

	GBP	USD	Taka
	113.34	719.01	106,788
	113.34	719.01	106,788
	-	48,953,275	6,013,909,831
	-	21,193,410	2,603,610,370
	-	81,537,708	10,016,907,427
	-	151,684,393	18,634,427,628
	113.34	(151,683,674)	(18,634,320,840)

As at 30 June 2025

Foreign currency denominated assets

Cash and cash equivalents

Foreign currency denominated liabilities

ECA Backed Finance

Long Term Financing Facility

Liability for Accepted Bills for Payment (ABP)

Net exposure

	GBP	USD	Taka
	113.34	55,424.36	6,827,970
	113.34	55,424.36	6,827,970
	-	56,507,387	6,941,932,511
	-	27,240,455	3,346,489,908
	-	83,430,545	10,249,442,514
	-	167,178,388	20,537,864,933
	113.34	(167,122,963)	(20,531,036,963)

The company has translated all of its monetary items in foreign currency at the end of its accounting period by using two different rates since the bank offering two different rates for settling its assets and liabilities in foreign currency.

The following significant exchange rate is applied during the year:

	30 June 2026 Taka	30 June 2025 Taka
Exchange rate of US Dollar	122.85	122.85
Exchange rate of GBP	162.85	168.41

(ii) Foreign exchange rate sensitivity analysis for foreign currency expenditures

A reasonably possible strengthening (weakening) of the US Dollar against BD Taka at the reporting date would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecasted sales and purchases.



		30 June 2026		30 June 2025	
		Profit or loss		Profit or loss	
		Strengthening Taka	Weakening Taka	Strengthening Taka	Weakening Taka
USD	(2% movement)	(372,686,786)	372,686,786	(410,621,121)	410,621,121
GBP	(2% movement)	369	(369)	382	(382)

(b) Transaction risk

Transaction risk is the risk that the Company will incur exchange losses when the accounting results are translated into the home currency.

(c) Economic risk

Economic risk refers to the effect of exchange rate movements on the international competitiveness of the company.

(d) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. Short term bank borrowings are, however, not significantly affected by fluctuations in interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

Exposure to interest rate risk

The interest rate profile of the company's interest-bearing financial instruments as reported to the management of the company is as follows.

		30 June 2026	30 June 2025
		Taka	Taka
Fixed- rate instruments			
Fixed rate instrument			
Financial assets		27,419,589,540	25,560,565,838
Financial liabilities		75,219,433,501	68,681,594,483
		102,639,023,041	94,242,160,321
Variable- rate instruments			
Financial assets		Nil	Nil
Financial liabilities		Nil	Nil
		-	-

Cash flow sensitivity analysis for variable rate instruments

There being no variable rate instruments, sensitivity analysis has not presented.





The following table shows the carrying amounts of financial assets and financial liabilities. It does not include fair value information for financial assets and financial liabilities not measured at fair value as the carrying amount is a reasonable approximation of fair value.

Note ref.	Fair value through profit or loss		Financial assets at amortised cost		Other financial liabilities		Total	
	Taka		Taka		Taka		Taka	
30 June 2026								
Financial Assets measured at fair value								
8.02	104,491,316		-		-		104,491,316	
Financial Assets not measured at fair value								
12	-		9,828,733,869		-		9,828,733,869	
10.02	-		227,314,629		-		227,314,629	
9	-		3,369,908,267		-		3,369,908,267	
13.02	-		422,322,702		-		422,322,702	
	-		13,848,279,467		-		13,848,279,467	
Financial Liabilities not measured at fair value								
18	-		-		47,182,322,024		47,182,322,024	
5	-		-		11,340,627		11,340,627	
21	-		-		28,025,770,850		28,025,770,850	
22	-		-		2,815,782,094		2,815,782,094	
	-		-		78,035,215,595		78,035,215,595	
30 June 2025								
Financial Assets measured at fair value								
8.02	84,555,872		-		-		84,555,872	
Financial Assets not measured at fair value								
12	-		9,176,846,813		-		9,176,846,813	
10.02	-		227,314,629		-		227,314,629	
9	-		2,694,987,230		-		2,694,987,230	
13.02	-		91,752,002		-		91,752,002	
	-		12,190,900,674		-		12,190,900,674	
Financial Liabilities not measured at fair value								
18	-		-		34,928,668,173		34,928,668,173	
5	-		-		49,741,284		49,741,284	
21	-		-		33,703,185,026		33,703,185,026	
22	-		-		2,374,692,981		2,374,692,981	
	-		-		71,056,287,464		71,056,287,464	



Registered Office: Crown Chamber, 325 Asadgonj, Chattogram, Bangladesh.

PROXY FORM

I/We _____
of _____ being a Shareholder of GPH Ispat Ltd. do hereby
appoint Mr./MS. _____ of _____ as my/our proxy
to attend and vote on my/our behalf at the 20th Annual General Meeting (AGM) of the Company to be held Hybrid System,
combining Physical Presence (**Venue: Shah Newaz Eden Park, D. T. Road (beside Fauzderhat Police Farhi), Fauzderhat, Sitakunda, Chattogram**) and using Digital Platform (link <https://gphispat20th.hybridagmbd.net>) on **Sunday, 25 October 2026 at 11:00 AM** and at any adjournment thereof.

As witness my hand this _____ day of _____ 2026.

Affix Revenue
Stamp of
Tk. 100

(Signature of Shareholder)

Number of Shares held _____

(Signature of Proxy)

Shareholders BO ID No:

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Note:

1. The proxy form duly filled up should reach to the Registered Office of the company not less than 48 hours before the time fixed for the meeting.
2. Signature of the Shareholder should agree with the specimen signature registered with the Company or BO Account/ CDBL Record.



Registered Office: Crown Chamber, 325 Asadgonj, Chattogram, Bangladesh.

SHAREHOLDER'S ATTENDANCE SLIP

I/We hereby record my/our presence at the 20th Annual General Meeting of the Company to be held Hybrid System, combining Physical Presence (**Venue: Shah Newaz Eden Park, D. T. Road (beside Fauzderhat Police Farhi), Fauzderhat, Sitakunda, Chattogram**) and using Digital Platform (link <https://gphispat20th.hybridagmbd.net>) on **Sunday, 25 October 2026 at 11:00 AM**.

Name of the Shareholder/Proxy: _____

Shareholders BO ID No:

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Signature of Shareholder/Proxy

Authorized Signatory
GPH ispat Ltd.

N.B: Please present this slip at the reception desk on the AGM date.

GPH ISPAT LIMITED

Registered Office

Crown Chamber

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www.gphispac.com.bd