

ANNUAL REPORT

2024-2025



LEGACY FOOTWEAR PLC

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Notice of the 28th Annual General Meeting (AGM)

Notice is hereby given that the 28th Annual General Meeting (AGM) of the Shareholders of Legacy Footwear PLC will be held on Saturday, December 20, 2025 at 12:15 P.M. The AGM will be held Hybrid System (Both Physical and Digital) Platform at Legacy Footwear PLC. Factory Premises: Vannara, Mouchak, Kaliakoir, Gazipur through the link <https://legacyfoot28hybrid.agm.watch> to transact the following business:

Agenda

- 1.0 To receive, consider and adopt the Audited Financial Statements of the company for the year ended 30th June 2025 together with the Directors Report and the Auditor's report thereon.
- 2.0 To Appoint External/Statutory Auditors for the year 2025-2026 and fixation of their remuneration.
- 3.0 To Declare Dividend for the year ended 30 June, 2025 as recommended by the Board of Directors.
- 4.0 To appoint Auditors for the BSEC Corporate Governance Code Compliance Audit for the year 2025-26.
- 5.0 To elect /re-elect of Directors as per the Articles of Association of the company.
- 6.0 To approve the appointment of new Female Independent Director of the company.
- 7.0 Miscellaneous, if any.

By order of the Board



Shah Alam Swapan
Company Secretary

Dhaka, December 03, 2025

Notes:

1. Wednesday, 19th November, 2025 was the "Record Date" for entitlement of Cash Dividend @ 0.5% (Zero point five) percent for the year 2024-2025. The shareholders, whose names will appear in the Depository (CDBL) Register on that date, shall be entitled to participate in the 28th AGM through Hybrid System (Both Physical and Digital) platform.
2. According to the Bangladesh Securities and Exchange Commission Directive No. BSEC/CMRRCD/2009-193/08 dated 10th March 2021 and letter no. BSEC/ICAD/SRIC/2024/318/87 dated 27th March 2024, the AGM will be held through Hybrid System at Legacy Footwear PLC. Factory Premises: Vannara, Mouchak, Kaliakoir, Gazipur, Dhaka with both physical presence and Digital Platform of the respected shareholders, which will be conducted via live webcast.
3. The shareholders will be able to submit their question (s) /comment(s) and also cast vote electronically 24 hours before the AGM.
4. Any Shareholder of the Company entitled to attend and vote at the Hybrid Annual General Meeting may appoint a Proxy to attend and vote on his/her behalf. The proxy form duly filled, signed by the Shareholder and stamped with BDT 20:00 must be submitted through e-mail: legacyfl@hotmail.com at the Registered Office of the Company at least 48 hours before the time fixed for the meeting.
5. Pursuant to Bangladesh Securities and Exchange Commission's Notification No. BSEC / CMRRCD / 2006- 158/208 / Admin / 81 dated 20th June 2018, the soft copy of the Annual Report 2024-2025 of the Company shall be sent to the respective e-mail addresses of the Shareholders mentioned in their Beneficiary Owner (BO) Accounts with the depository. In case of non - receipt of Annual Report 2024-2025 of the Company through e-mail, Shareholders may collect the same from the Registered Office of the Company by submitting written request beforehand. The soft copy of the annual report 2024-2025 will also be available in the company website at www.legacyfootwearplc.com
6. In compliance with the Bangladesh Securities and Exchange Commission's Circular No. SEC / CMRRCD / 2009-193 / 154 dated 24 October 2013, No Gift / Gift Coupon / Food Box / Biscuit Box / Cash or kind shall be distributed.

Company Profile

Board of Directors

Mr. Quazi Nafees Ahmed

Chairman

Mr. Hasan Warasul Alam

Nominee Director

Mr. Mostaque Ahmmed Sarwar

Independent Director

Mr. Quazi Rafi Ahmad

Managing Director

Mr. Ahmed Farabi Chowdhury

Nominee Director

Mr. Shah Alam Swapan

Company Secretary

Auditors:

M. Z. Islam & Co.

Easter View (10th Floor) 50 D.I.T
Extension Road, Nayapaltan,
Dhaka-1000
TEL: 88-02- 222220092, 88-02-
8310365

Banker:

Jamuna Bank Ltd.

Dilkusha Branch,
Dhaka-1000

Midland Bank Ltd.

Gulshan Branch,
Gulshan-02, Dhaka

Registered Office:

House # 133, (GroundFloor)
Lane #01(West Side),
DOHS Baridhara, Dhaka-1206

Factory:

Vill : Vannara, P.O: Mouchak
P.S: Kaliakoir,
Dist : Gazipur, Bangladesh

KEY FINANCIAL HIGHLIGHTS

Particulars	2024-2025	2023-2024	2022-23	2021-22	2020-21
Turnover	55,809,299	21,994,931	1,757,855	119,941,115	157,441,950
Less: Cost of Goods Sold	(43,347,014)	(16,625,041)	6,129,933	98,682,507	110,209,514
Gross Profit/(Loss)	12,462,285	5,369,890	(4,372,078)	21,258,608	47,232,436
Less: Administrative & Selling Overhead:	(13,599,102)	(8,834,611)	(8,483,450)	(33,603,890)	(42,554,641)
Administrative Overhead	13,121,348	8,356,157	4,332,328	7,533,351	10,923,489
Sales Expenses	119,760	149,866	163,807	1,499,757	1,662,530
Financial Expenses	357,994	328,588	6,531	19,538,966	24,671,974
Abnormal Loss	-	-	(12,986,116)	5,031,816	5,296,648
Operating Profit/(Loss)	(1,136,817)	(3,464,721)	4,111,372	(12,345,282)	4,677,795
Add: Other Income	5,115,661	8,942,871	421,000	1,600,000	578,784
Net Profit/(Loss) before Tax & WPF	3,978,844	5,478,150	4,532,372	(10,745,282)	5,256,579
Less: Provision for Workers Participation Fund	(166,636)	(258,647)	(215,827)	-	(262,829)
Net Profit/(Loss) before Tax	3,812,208	5,219,503	4,316,545	(10,745,282)	4,993,750
Current Tax from Operational Income	(2,236,280)	(2,304,159)	100,350	(1,039,647)	656,478
Deferred Tax expense/(income)	614,404	157,579	876,179	582,971	(859,903)
Net Profit/(Loss) after Tax	2,185,461	3,072,243	3,340,016	(11,201,958)	5,197,175
Less: Set Off Accumulated Loss	-	-	-	-	-
Surplus for the year	-	-	65,117,385	(11,201,958)	5,197,175
Add: Deferred tax related to revaluation reserve	-	-	(9,767,608)	-	-
Total Comprehensive Income for the period	2,185,461	3,072,243	58,689,793	(11,201,958)	5,197,175
Earnings Per Share	0.05	0.07	0.23	(0.86)	0.39

REPORT OF THE DIRECTORS

Dear Valued Shareholders, Partners, and Stakeholders,

As we reflect on the fiscal year 2024-2025, I am filled with immense pride and optimism for the future of Legacy Footwear. The global landscape continues to evolve at a rapid pace, presenting both complex challenges and unparalleled opportunities. This statement provides a detailed overview of the global footwear market, our strategic position within it, and the innovative path we are charting for sustained, profitable growth.

1. The Global Footwear Market: A Robust and Expanding Ecosystem.

The global footwear market has not only recovered from previous disruptions but has entered a phase of robust, innovation-driven growth.

- **Global Market Size & Growth:** The global footwear market was valued at approximately \$435 billion in 2024** and is projected to reach **\$455-460 billion by the end of 2025, growing at a healthy CAGR of 4.5%. This growth is fueled by technological integration, a surge in demand for sustainable products, and the robust recovery of key markets in North America and Europe.
- **Asian Production and Consumption Dominance:** Asia continues to be the undisputed epicenter of global footwear manufacturing, accounting for over 88% of worldwide production. Furthermore, the Asia-Pacific region is now the largest consumption market, driven by its growing middle class and rising disposable income.
- **Bangladesh's Strategic Ascent:** Bangladesh has solidified its position as a world-class footwear manufacturing hub. Our national exports are projected to cross the \$2 billion milestone in 2025, representing a growth of over 15% from the previous year. This remarkable achievement underscores the success of our industry's focus on quality, compliance, and diversification beyond leather-based products.

Source: World Footwear 2025 Report, Statista Market Insights (Q1 2025), Bangladesh Export Promotion Bureau (EPB) Projections.

2. The Largest Footwear Exporters: Global and Asian Leaders (2025 Projections)

The hierarchy of global exporters is stabilizing, with Bangladesh gaining significant ground.

- **Rank Global Exporters (by Value)**
Asian Exporters (by Value)

- 1 China China
- 2 Vietnam Vietnam
- 3 Italy Indonesia
- 4 Germany Bangladesh
- 5 Bangladesh India

Source: International Trade Centre (ITC) Trade Map, Projected Data for 2025.

- This projected leap into the top 5 global exporters is a testament to the collective effort of our industry and a point of immense national pride.

3. Key Trade Flows: Importers and Our Export Destinations

- Understanding the flow of global demand is central to our strategic planning.
- **World's Largest Importers (2025 Projections):** Consumer demand remains strongest in developed economies.
 1. United States
 2. Germany
 3. France
 4. United Kingdom
 5. Japan
- **Legacy Footwear's Top Export Destinations (FY 2024-25):** Our focused market diversification strategy continues to deliver strong results. Our top five export destinations are:
 1. Germany
 2. United Kingdom
 3. France
 4. Spain
 5. Netherlands

Our deep partnerships within the European Union, our largest market, provide a stable foundation for growth as we explore new frontiers.

Source: Legacy Footwear Internal Sales Data, Eurostat Import Records.

4. Challenges and Prospects: A Forward-Looking Analysis

- **Challenges:**
- **Geopolitical and Economic Uncertainty:** Persistent inflation in key markets and volatile currency exchange rates continue to pressure margins and demand.
- **The Sustainability Mandate:** Stringent new regulations, particularly the EU's Carbon Border Adjustment Mechanism (CBAM) and ESG compliance requirements, demand significant investment and operational transparency.
- **Intense Competition:** While we benefit from the "China Plus One" strategy, competition from Vietnam and Indonesia remains fierce, necessitating continuous improvement in efficiency and innovation.
- **Technological Disruption:** The rapid adoption of AI in design and automation in manufacturing requires ongoing capital investment and workforce reskilling.
- **Prospects:**
- **Market Share Gain:** The global shift in sourcing away from traditional hubs is a generational opportunity for Bangladesh to capture a significantly larger portion of the global footwear order book.
- **Value Addition:** The industry's growing capability to produce high-value footwear, technical sneakers, and premium non-leather products allows for better margins and stronger brand partnerships.
- **Domestic Ecosystem Development:** The backward linkage industry for components and materials is strengthening, reducing lead times and import dependency, making our supply chain more resilient.

5. Our Strategic Focus and Innovations at Legacy Footwear

At Legacy Footwear, we are not merely responding to trends; we are aiming to set them. Our strategy is built on four core pillars:

1. **Sustainable Manufacturing:** We are investing in a state-of-the-art water recycling plant and aiming for a 40% reduction in our carbon footprint by 2030. Our new "EcoTread" line, made with recycled ocean plastic and bio-based materials, is already receiving accolades

from our European partners.

2. **Technological Integration:** We are deploying AI-powered predictive analytics for trend forecasting and inventory management. On the factory floor, automated cutting and stitching units are enhancing precision and reducing waste by 15%.

3. **Product Diversification:** We are aggressively expanding beyond our classic lines into high-growth categories such as performance-based athletic wear, orthopaedic comfort footwear, and vegan leather products to capture new consumer segments.

4. **Deepened Partnerships:** We are moving beyond being a supplier to becoming a strategic innovation partner for our clients, offering end-to-end services from concept and design to prototyping and sustainable packaging solutions.

In conclusion, the road ahead is demanding but incredibly promising. With the unwavering dedication of our team, the continued support of our partners, and a clear, innovative strategy, Legacy Footwear is poised to not just navigate the future but to help define it.

LEGACY FOOTWEAR PLC BUSINESS: 2024-2025 IN REVIEW

Export Business

2024-2025 had been a challenging year in terms of global footwear demand that was worsened by the supply chain issues that emerged and changed consumer behavior across the world. Legacy struggled to ensure smooth order flow from its major customers in Europe throughout the year to fill its capacity at sustainable prices.

The table below represents 5 years sales figures and gross profit/profit:

Figures in taka
‘000’

Performance	24-25	23-24	22-23	21-22	20-21
Sales	55,809	21,994	1,757	119,941	157,442
Gross Profit	12,462	5,369	(4,372)	21,258	47,232
Net Profit after Tax	2,185	3,072	3,340	(11,202)	5,197

RELATED PARTY TRANSACTION

There were few significant transactions to report between the Company and the its subsidiary Director(s), the management or the relatives except those are disclosed in the financial statements in as per requirements of IFRS.

HIGHLIGHTS ON CHANGES IN FINANCIAL POSITION AT THE END OF JUNE 2025.

Property, Plant & Equipment:

This year, increase in Property, Plant & Equipment was Tk. 4,35,72,228.

Inventories:

The closing inventory stood at BDT 40,858,270 at the year ended

Accounts Receivable:

Accounts Receivables figures is BDT 34,017,098 which consider good in terms of security and previous collection history.

Advances, Deposits and Prepayments:

Advances, Deposits and Prepayment s increased by Tk 26,686,287 which is equivalent to 0.51% higher than previous year.

Non-Current Liabilities:

Non-Current Liabilities decreased by Tk 852,793 which is equivalent to 0.04% more than earlier year.

DIVIDEND

The Board of Directors has recommended **0.5%** cash Dividend for the year ended June 30, 2024-2025, all

shareholders except Sponsors and Directors of the company.

DIRECTORS APPOINTMENT AND RE APPOINTMENT

The appointment retirement and re- appointment of Directors of the Company is governed by the Articles of Association, Companies Act and other related legislations. Mr. Quazi Rafi Ahmad and Mr. Quazi Nafees Ahmed Directors will retire at 28th Annual General Meeting as per Articles 113,114 and 115 of articles of Association of the company and being eligible, offer themselves for re- election.

APPOINTMENT OF STATUTORY AUDITOR

As per the Bangladesh Securities and Exchange Commission's Notification No. BSEC / CMRRCD / 2006 – 158 / 208 / Admin /81 dated 20 June 2018, the Board of Directors have recommended the name of Marhk & Co. Chartered Accountants, House no. 5, Main road, Block no. C, Aftabnagar, Badda, Dhaka-1212. For consideration and approval for appointment as the auditor for the year 2025-2026 by the shareholders in the 28th Annual General Meeting and fix their remuneration.

APPOINTMENT OF COMPLIANCE AUDITOR

The Board in its meeting held on 28th October 2025 recommended to appoint S. M. Zakaria & Co, Chartered Accountants, as the compliance auditor of the Company to audit the 'Corporate Governance Code' for the year 2025- 2026.

BANGLADESH SECURITIES AND EXCHANGE COMMISSION COMPLIANCE

The compliance status certification and report required to be presented by the Company in pursuance of the Condition No. 5 of Corporate Governance Code of Bangladesh Securities and Exchange Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03 June 2018 issued by Bangladesh Securities and Exchange Commission under Section 2CC of the Bangladesh Securities and Exchange Ordinance, 1969 is attached.

Explanations on Emphasis Matter:

Property Plant and Equipment (PPE):

We maintain group-wise fixed assets ledger. When any fixed asset is purchased the details of such asset are added/entered in that group, which, in the opinion of our auditor, is not systematical maintenance of fixed assets. However, we have already taken steps to maintain register of property plant & equipment and the development of which is in process.

Sales Revenue:

Sometimes we supply goods through 3rd party who are responsible for paying the VAT. 3rd parties often pay required VAT at later days for obvious reasons. As soon as we receive the Challan, we make rectification in our VAT returns.

Workers Profit Participation Fund:

We have transferred BDT 258,647/- in the Company's WPPF account and will be disbursed accordingly.

ACKNOWLEDGEMENT

I, on Behalf of the Board, would like to express my gratitude for the continued support and cooperation from our valued shareholders, all the customers and all the regulatory bodies of the country besides Bangladesh Securities and Exchange Commission. We look forward to your continued cooperation and support to drive us towards sustainable prosperity. Confidence and trust our customers have bestowed in our products and Company. I would like to particularly thank all Legacy Footwear employees for their commitment, sacrifice, and hard work. We look forward to your continued cooperation and support as the driving force for honest and sustainable growth of the Company in the future.

Thank you for your trust and partnership.
On behalf of the Board



Quazi Nafees Ahmed
Chairman
October 28, 2025

Annexure-1

Pursuant to Bangladesh Securities and Exchange Commission's Notification on 'Corporate Governance Code' dated 03 June 2018, the Directors also report that:

- Extraordinary gain or loss occurred during the financial year has been explained;
- Details of risk management process has been discussed on the Management's Discussion & Analysis
- Details of related party transactions has been presented to the financial statements;
- The Company's IPO was made in 2000. No further issue of any instrument was made during the year;
- Significant variance that occurs between quarterly financial performance and annual financial statements have been explained;
- The amount of total remuneration to Directors including Independent Directors has been presented to the financial statements;
- The financial statements of the Company fairly present its state of affairs , result of its operations, cash flows and changes in equity;
- Proper books of accounts of the Company have been maintained;
- Appropriate accounting policies have been followed in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment ;
- The financial statements were prepared in accordance with IAS/IFRS and any departure thereof has been adequately disclosed;
- The internal control system is sound in design and has been effectively implemented and monitored;
- There are no significant doubts about the Company's ability to continue as a going concern;
- Significant deviations from the previous year in operating results of the Company have been highlighted and reasons thereof have been explained;
- Rights and interest of minority shareholders have been protected by means of proper disclosure of material information of the Company;
- Key operating and financial data of at least preceding 5 (five) years have been summarized in this Annual Report;
- No bonus or stock dividend has been declared as interim dividend during the year;
- Cash dividend has been declared by the Company.
- The number of Board meetings and attendance of Directors during the year 2024-2025 has been presented in Annexure-2;
- The pattern of shareholding as on 30 June 2025 has been presented in Annexure -3.
- A report on Management's Discussion and Analysis has been presented in this Annual Report
- Certification under the Corporate Governance Code the Managing Director and Chief Financial Officer on the financial reporting has been presented in this Annual Report.
- Status of compliance of conditions of BSEC's Corporate Governance Code dated 03 June 2018 has been presented in this Annual Report.

Annexure-2

Directors Meeting & Attendance: During the financial year 2024-2025 under review a total 07 (Seven) Board meetings were held. The Chief Financial Officer, Company Secretary and Head of Internal Audit and Compliance were present in all the Board Meetings. The attendance by each Director is mentioned below:

Name of the Member	Position	No. of Meeting held whilst a Committee Member	Meeting Attended
Mr. Quazi Nafees Ahmed	Chairman	07	07
Mr. Quazi Rafi Ahmad	Managing Director	07	07
Mr. Hasan Warasul Alam	Nominee Director	07	07
Mr. Mostaque Ahmmmed sarwar	Independent Director	02	02
Mr. Khurram Ja Murad	Independent Director	02	02
Mr. Mahaboob Hasan & Ex. CFO	Chief Financial Officer	07	07
Mr. Shah Alam Swapan	Company Secretary	07	07

Annexure-3

Pattern of Shareholding: As at 30 June 2025

Name & Description of Shareholders	Shares Held	% of Holding
A. Sponsors/ Directors:		
Mr. Quazi Nafees Ahmed - Chairman	11,28,600	2.62
Mr. Quazi Rafi Ahmad - Managing Director	11,61,599	2.70
Mr. Hasan Warasul Alam(NASCFS equities Ltd) - Nominee Director	81,50,000	18.92
Mr. Ahmed Farabi Chowdhury (TS equity & ventures Ltd)- Nominee Director	22,50,000	5.22
Mr. Quazi Aziz Ahmed - Sponsor	7,99,157	1.85
Mr. Quazi Sharifuddin Ahmed - Sponsor	18,041	0.04
Mr. Quazi Farook Ahmed - Sponsor	18,041	0.04
Mr. Tony Luca - Sponsor	799,951	1.86
-	1,43,25,389	33.25%
B. Shareholders who hold 10% or more:		
	Nil	-
C. Other shareholders (Free Float Shares)		
	2,87,54,591	66.75%
D. Executives		
Mr. Shah Alam Swapan - Company Secretary (c.c)	Nil	-
Mr. Mahaboob Hasan - CFO	Nil	-
Mr. Kawsar Ali - Purchase Manager	Nil	-
Mr. Md. Abdul Wadud - Commercial Manager	Nil	-
	Total 4,30,79,980	100%

REPORT ON MANAGEMENT'S DISCUSSION & ANALYSIS

Legacy Footwear PLC is a 100% export oriented footwear manufacturing Company. It has been operating its business throughout Europe and Japan for more than two decades. The Company started its commercial production in 1999 and established its appearance in Capital market in the year 2000.

Our business stands on its reputation, commitment, quality product and integrity. Our customers are confident on our service and the quality of product. Legacy Footwear PLC is seriously considering to make its appearance in the local market very shortly

Global Economic Crisis & Russia-Ukraine war Overview

During 2024-2025 FY it was challenging for us to encounter difficulties caused by Global Economic Crisis & Russia-Ukraine war scenario. This scenario caused serious damages in raw materials supply from abroad. The Company had also faced difficulties to market its product to the overseas markets as normal scenario.

Financial Overview

Due to Global Economic Crisis gradually stable our sales revenue increased by BDT 33,814,368 which is equivalent to 1.54% increase comparing to the last fiscal year

During the year 2024-2025 our cost of goods sold increased by Taka 26,721,973 which is equivalent to 1.61% compared with the previous year.

Gross profit BDT 12,462,285 has been determine during year.

Our Financial expenses for the year ended is nil because of entire long Term Loan has been paid during the year.

Profitability went up for good performance and tax expenses have been recognized during the financial year is BDT 2,236,280

Earnings per share between 2025 and 2024 0.05 and 0.07 respectively.

Net asset value per share BDT 11.21 in 2025 similarly BDT 11.23 in 2024

Net operating cash flow per share (NOCFPS) is (31,412,671) in 2025 as well as (3, 5504, 663) in 2024

Risk Management

In the financial statements of the year 2024-2025, we have applied accounting principles and policies in respect of all the areas consistently. All the estimates/provisions considered for preparation of financial statements against the expenditure required to settle the obligation at the date of statement of financial position. We are always concerned about any credit risk, liquidity risk, market risk, currency risk and interest rate risk which can affect our business and shareholders value. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Credit risk exposures from financial assets are very nominal and with regards to liquidity risk, the Company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through dynamic cash flow forecasting and ensuring sufficient liquidity to meet all obligations in time. Currency risk is prevalent in our business especially for export, along with changes in competitor's foreign exchange rates, changes in tariff rates, changes in import/export policies of any foreign country, all of this can impact our business and management is constantly seeking best possible ways to mitigate such risks. Interest rate risk arises due to changes in interest rates on borrowings. There was no foreign currency loan, subject to floating rates of interest; for local borrowings there was no such interest rate risk during the year and our banking partners work closely with us to offer the most competitive pricing due to our credit worthiness and financial track record.

Comparative Financial Performance with the Peer Companies

BDT in Million except where indicated otherwise

Particulars	Legacy Footwear PLC	Craftsman Footwear & Accessories Ltd	Fortune Shoes Ltd.	Apex Footwear Ltd.
	30 June, 2025	30 June, 2024	30 June, 2024	30 June, 2025
Revenue	55,809,299	733,156,786	1,715,256,890	17,734,307,760
Gross Profit/(Loss)	12,462,285	608,090,413	1,447,869,709	5,131,613,439
Profit/(Loss) before Tax	3,812,208	59,553,155	202,494,828	3,78,653,021
Net Profit/(Loss) after Tax	2,185,461	42,739,900	179,880,045	135,573,476
Paid up Capital	430,799,800	230,000,000	1,706,622,630	157,224,370
Shareholders' Equity	482,994,163	303,690,839	2,484,743,478	6,865,743,555
Earnings Per Share (Taka)	0.05	2.35	1.05	8.62
Net Asset Value Per Share (Taka)	11.21	16.72	14.56	436.68
Net Operating Cash Flow Per Share (Taka)	(0.73)	0.71	0.65	56.48

Comparative Analysis of Key Financials

Comparative analysis of key financial performance and financial position (including effects of information) as well as cash flows for the current financial year comparing with the immediate preceding year:

	2024-2025	2023-2024
Revenue increase/(Decrease) %	1.54	11.51
Gross Profit increase/(Decrease)%	1.32	(0.08)
Non-Current Assets increase/(Decrease) %	0.03	0.11
Non-Current Liabilities increase/(Decrease) %	(0.03)	0.06
Shareholders' Equity increase/(Decrease) %	0.002	0.003
Net Asset Value Per Share	11.21	11.23
Net Operating Cash Flow Per Share	(0.73)	(0.82)

Financial and Economic Scenario of the Country & Global

The global outlook remains subject to significant downside risk; specially in managing supply chain, including Global political unrest in the context of new variants and financial stress. We want to believe that the world economy is certainly walking out of its darkest moment in 2024 - 2025. Based on the research of multiple agencies, world economy growth is expected to stand at 6% in 2024, with the growth of China, the US, the Euro Zone, the UK and emerging economies at 8.1%, 7%, 4.6%, 7%, and 6.3%, respectively.

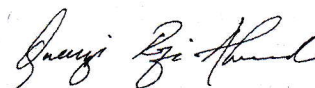
Bangladesh is on track to graduate out from United Nations list of least developed countries in 2024. Vision 2041 envisioned the elimination of extreme poverty and secure upper middle income country status by 2031 and to achieve high income country status by 2041. Bangladesh economy is now the 37th largest economy in the world with nominal GDP standing at 353 billion USD in 2023-24 with per capita income of 2,122 USD. The International Monetary Fund published a report that GDP growth rate remained positive at 3.8% in 2020 despite the Covid-19 and is expected to rise to 4.4% and 7.9% in 2023 and 2024 respectively. The Wall Street Journal observed that while Bangladesh has achieved admirable economic growth, it lags that of much faster growing economies like Vietnam and Cambodia. Exports and continuing remittance inflows 2 main drivers for economic growth, now accounting for 6% of GDP.

Record Inflow of Remittances:

A strong remittance inflow from the Bangladeshi Diaspora is expected to contribute heavily to growth in 2024. The Government aims to earn 150 billion USD through remittances between July 2020 and June 2025.

Footwear Industry:

The footwear sector has also been severely affected, with order cancellations, virtual freeze on new business, delayed shipments and consequent financial impacts, and major disruptions in the supply chains. In the face of these challenges, the government has undertaken several timely and farsighted measures to support industry and exports. Furthermore, the major destination countries for export- US, Germany, Italy, France, UK, Japan, India have all been hard hit by the economic fallout from Covid-19 & Russia-Ukraine war resulting in stalling growth, unemployment and decline in consumption in these markets.



Quazi Rafi Ahmad
Managing Director

REPORT OF AUDIT COMMITTEE

Legacy Footwear PLC has an Audit Committee of the Board of Directors, in compliance with the Notification of Bangladesh Securities and Exchange Commission (BSEC) No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018. All Members of the Audit Committee are financially literate and are able to analyze and interpret financial statements to effectively discharge their duties and responsibilities as Members of the Audit Committee. The terms of reference of the Audit Committee has been determined by the Board in accordance with the BSEC Notification.

Composition of Audit Committee

The Board Audit Committee of Legacy Footwear PLC is comprised of three Members of the Board of Directors including one Independent Directors. The composition of the present Board Audit Committee is as follows:

Mostaque Ahmmed Sarwar	Independent Director	Chairman
Mr. Quazi Nafees Ahmed	Non-Executive Director	Member
Mr. Hasan Warasul Alam	Non-Executive Director	Member

Further the Company Secretary attends the Committee's meetings as the Secretary of the Committee. The Managing Director and Head of Finance/CFO attend the meetings by invitation. The Head of Internal Audit & Compliance, and the External Auditors attend the meetings as and when invited.

Role and Responsibilities of the Audit Committee:

The Audit Committee's role flows directly from the Board's oversight function, and the purpose, authority, composition, duties and responsibilities of the Audit Committee are delineated in its terms of reference. Some of the major responsibilities of the Audit Committee are as follows:

- Reviewing the form and content, and monitoring the integrity of the Company's annual, half yearly and quarterly financial statements and other financial results, and upon its satisfaction of the review, recommend the same to the Board for approval.
- Reviewing the adequacy and effectiveness of financial reporting process, internal control system, risk management, auditing matters, and the Company's processes for monitoring compliance with laws and regulations and the codes of conduct.
- Recommending to the Board the appointment, reappointment, audit fee and any question of resignation or dismissal of the external auditors.

- Exercising its oversight of the work of internal audit. Reviewing the effectiveness of internal audit function including performance, structure, adequacy of resources, and compliance with professional standards. Examining audit findings and material weaknesses and monitoring implementation of audit action plans.

- Reviewing the corrective measures taken by the Management as regards the incidents relating to fraud-forgery, deficiencies in internal control or other similar issues detected by Internal and External Auditors and Inspectors of the Regulatory Authorities and inform the Board on a regular basis.

- Reviewing and evaluating the factors related to the independence of the External Auditors and assist them in preserving their independence.

Authority

The Audit Committee is authorized by the Board to review any activity within the business as per its terms of reference. It is authorized to seek any information it requires from, and require the attendance at any of its meetings of, any Director or Member of Management, and all employees are expected to cooperate with any request made by the Committee. The Committee is also authorized to have information and advice from the Company's Legal Advisors, Tax Consultant, Statutory Auditor and Compliance Auditor if required.

Meetings and Attendance

During the year under review, the Committee held four meetings. The attendance of the Members at these meetings is as under:

Name of the Member	Position	No. of Meeting held whilst a Committee Member	Meeting Attended
Mostaque Ahmmed Sarwar (Independent Director)	Chairman	4	4
Mr. Quazi Nafees Ahmed	Member	4	4
Mr. Hasan Warasul Alam	Member	4	3
Mr. Shah Alam Swapan	Secretary	4	4

Activities Carried Out during the year ended on 30th June 2025

In accordance with the 'Audit Committee Charter', the Audit Committee worked and evaluated items that were raised for consideration as well as discussed issues related to key events of every financial reporting cycle:

Financial Reporting

Reviewed the quarterly, half yearly and interim financial results of the Company and the relevant announcements to the Bangladesh Securities and Exchange Commission and the Stock Exchanges by the Board of Directors.

Reviewed all the draft financial statements of the Company prior to submission to the Board of Directors for approval. The review was to ensure that the financial reporting and disclosures were in compliance with the Securities laws, provisions of the Companies Act 1994, applicable Accounting Standards IAS and IFRS, any conflict of interest and Other relevant legal and regulatory requirements.

Internal Audit

Reviewed the audit plans including the audit methodology in assessing and rating risks of auditable areas to ensure adequate scope and comprehensive coverage on the audit activities of the Company.

Reviewed the effectiveness of the audit process, resource requirements and assessed the performance of the Internal Audit Department. The competence and performance of the Head of Internal Audit was also reviewed.

- Reviewed the internal audit reports which encompassed the audit issues, audit recommendations and Management's responses to these recommendations. Improvement actions in the area of internal controls, systems and efficiency enhancements suggested by the Internal Auditors were discussed together with Management.

- Reviewed the implementation of these recommendations through follow-up audit reports to ensure all key areas were addressed.

- Suggested additional improvement opportunities in the areas of internal control, systems and efficiency improvement.

External Audit

- The Committee met with External Auditors at the conclusion of their audits in the absence of Management and also reviewed their findings of observations and the Management's response thereto.

- Reviewed with the External Auditors about the scope of their audit, audit strategies and audit plans.

- Reviewed the external audit reports and areas of concern highlighted to the Management and the Management's responses to the findings of the External Auditors.

- Reviewed the performance, appointment process and audit fees based on scope of work and magnitude of the external auditors.

Reporting of the Committee

On discharging its responsibilities, the Audit Committee has ensured the following:

- Financial statements have been prepared and presented in compliance with all laws, regulations & standards as applicable.
- Adequate controls and procedures are in place to provide reasonable assurance that the Company's assets are safeguarded and that the financial position of the Company is adequately managed. Observations, findings and suggestions of the Committee were communicated to the Board of Directors and the Board of Directors had taken appropriate measures on the reports.

GOVERNANCE STATUS WITH CORPORATE GOVERNANCE (CG) CODE

- **The Audit Committee:**
 - A sub-committee of the Board.
 - Assisted and reported to the Board.
 - Constituted with required members along with Independent Directors.
- **Composition of the Committee:**
 - All members are financially literate along with more than 10 years of such experience.
 - Out of three members one are Independent Director.
 - Independent Director serves as the chairman of the Committee.
- **Activities of the Committee:**
 - The Chairman of the Committee attended the AGM of the Company.
 - Four meetings were conducted in 2024-25.
 - Terms of reference were approved by the Board as per CG code.

Recommendations

- The Committee highlighted the importance of improving, efficiency and productivity at all levels to ensure continued profitability of the Company.
- The Committee highlighted the lack of local backward linkage industry for footwear as a weakness of this sector, which is also creating high levels of working capital requirement compared to our competitor countries. This backward linkage will also help to reduce lead time from Bangladesh for export.

- The Committee recognized the need for a critical mass of factories working for export to improve bargaining power and attract more buyers.

- The Committee highlighted the need to invest in continuous training and human resource development for the Company.

- The Committee recognized that under very difficult circumstances the management has worked on a definitive strategy for the best of the Company.

- The Audit Committee considered and made recommendation to the Board on the appointment and remuneration of External Auditors Marhk & Co., Chartered Accountants, House no. 05, Main Road, Block no. C, Aftabnagar, Badda Dhaka-1212 Chartered Accountants with fees of Tk. 2.00 lac only for the next annual audit, 30th June, 2026 subject to the approval of the Members at the 28th Annual General Meeting of the Company.

On behalf of the Audit Committee



Mostaque Ahmmad Sarwar, FCA
Independent Director
Chairman of the Board Audit Committee
October 27, 2025, Dhaka

REPORT OF NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors of Legacy Footwear PLC has duly constituted the Nomination and Remuneration Committee (NRC) as per Bangladesh Securities and Exchange Commission's Notification on Corporate Governance Code-2018. The NRC is a subcommittee of the Board of Directors of Legacy Footwear PLC. The NRC assists the Board in formulating the nomination criteria/policy for determining the qualification, positive attributes, experiences and independence of directors and senior-level executives as well as a policy for a formal process of considering the remuneration of directors and senior-level executives.

Terms of Reference

The Nomination and Remuneration Committee has performed its duties as assigned by the Board of Directors, and as defined in the Charter of the NRC formulated in accordance with the Notification of the Bangladesh Securities and Exchange Commission's Corporate Governance Code-2018.

Composition

The Nomination and Remuneration Committee of Legacy Footwear PLC is comprised of three non-executive Directors of the Board including an Independent Director. The Chairperson of the Committee is an Independent Director of the Company. The composition of the present NRC is as follows:

1. Mr. Mostaque Ahmmmed Sarwar	Chairman
2. Mr. Quazi Nafees Ahmed	Member
3. Mr. Hasan Warasul Alam	Member

Further the Company Secretary attends the Committee's meeting as the Secretary of the Committee. The Managing Director and Head of Human Resources and Administration attend the meetings by invitation. The Head of Finance/CFO attends the meetings, as and when invited.

Qualification

The members of Nomination and Remuneration Committee of Legacy Footwear PLC possess adequate knowledge on business management and corporate governance matters.

Roles and Responsibilities

The roles and responsibilities of the Nomination and Remuneration Committee flow directly from the Board's oversight functions. The purpose, authority, duties and responsibilities of NRC are delineated in its terms of reference. The prime responsibilities of the NRC, among others are As follows:

- The Committee shall be independent, responsible and accountable to the Board and the shareholders.
- Formulating the criteria I policy for fixing up fair remuneration for directors and senior management which need to be vetted and accepted by the Board of Directors.
- Obtaining the Board's approval for recruiting suitable candidates to fill the vacancies or to add more competent people from time to time in the Company's Board and also in the senior management position to remain compliant and to strengthen the senior management team.
- Establish the criteria for Board membership and to formulate the standard and transparent process for selection of Directors.
- To ensure that there is diversity in the Board structure taking into consideration age, gender, experience, ethnicity, religion, educational background and nationality.
- Developing the succession plans of Board members and senior-level executives.
- Review major changes and developments in the Company's remuneration, recruitment, retention and termination policies and procedures.
- Reporting to the Board of Directors on the Committee's activities and findings.

Meetings and Attendance

During the financial year 2024-2025, the Committee met once. The Managing Director and the Head of HR attended the meeting by invitation of the Committee.

The attendance of the Members is as under:

Name of the Members	Position	No. of Meeting held whilst a Committee Member	Meetings (s) Attended
Mr. Mostaque Ahmmed Sarwar (Independent Director)	Chairman	1	1
Mr. Quazi Nafees Ahmed	Member	1	1
Mr. Hasan Warasul Alam	Member	1	1
Mr. Shah Alam Swapan	Secretary	1	1

**Activities carried out during
Financial Year 2024 - 2025**

In accordance with the 'Terms of Reference' of Nomination and Remuneration Committee, the Committee carried out the following activities during the financial year 2024-2025:

- Reviewed the report of Nomination and Remuneration Committee.
- Reviewed the recommendation of non-executive director who was to resign by rotation and eligible for re-election/re-appointment as per the provisions of the Articles of Association of the Company.
- Reviewed its charter to satisfy itself that they enable the Committee to fulfill its responsibilities
- Reviewed and evaluated the company's human resources status and the learning and development programs of the Company.
- Reviewed the scope and electiveness of internal human resource functions and adequacy of it.
- Overseen other issues within the Terms of Reference of the NRC.

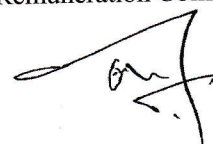
**GOVERNANCE STATUS WITH
CORPORATE GOVERNANCE (CG) CODE**

- The Nomination and Remuneration Committee (NRC) is a sub-committee of the Board.
- The Committee assisted and reported to the Board.
- The Committee was constituted with required members along with Independent Directors.
- The Independent Directors serves as the Chairperson of the Committee.
- The Company Secretary performed as the Secretary of the Committee.
- The Chairperson of the Committee attended the AGM of the Committee.
- The Committee met one time in 2024-2025.
- The Terms of Reference (ToR) were approved by the Board as per CG code.

Authority

The Nomination and Remuneration Committees authorized by the Board to review any activity within the business as per its terms of reference. The Committee is authorized to seek any information it requires from, and require the attendance at any of its meetings of, any Director or Member of Management, and all employees are expected to cooperate with any request made by the Committee. The Committee is committed to performing its duties based on equality and fairness according to the principles of good corporate governance so that the Company can be developed consistently and sustainably.

On behalf of the Nomination and
Remuneration Committee



Mostaque Ahmmed Sarwar, FCA
Independent Director
Chairman of the Nomination and
Remuneration Committee
October 27, 2025, Dhaka

DIVIDEND DISTRIBUTION POLICY:

Introduction:

In compliance with the Directives No. BSEC/CMRRCD/2021-386/03 of Bangladesh Securities and Exchange Commission (BSEC) dated January 14, 2021; Legacy Foot Wear PLC formulated a policy known as "Dividend Distribution Policy. The highlights of the said policy are given below.

Purpose:

The purpose of the policy is to comply with the Directives of Bangladesh Securities and Exchange Commission (BSEC). The parameters set out in the policy are applicable for distributor of dividend.

Dividend Recommendation and Approval process:

Dividend to be recommended and approved as per applicable Acts and regulatory directives issued from time to time.

Entitlement of Dividend:

Shareholders whose names shall appear in the Members Register of the Company or in the Depository Register of CDBL on the 'Record Date' of the respective year's AGM will receive entitled dividend.

Process of Distribution of Cash Dividend:

Cash dividend shall be paid directly to the bank account within 30 (thirty) days from the date of approval by the Shareholders in the AGM subject to comply of circulars/directives of BSEC.

Regulatory authority from time to time.

- I. Through Bangladesh Electronic Funds Transfer Network (BEFTN)
- II. Through bank transfer or any electronic payment systems recognized by the Bangladesh Bank (if not possible through BEFTN)
- III. In case of margin loan and claimed by loan provider, through the consolidated customer's bank accounts (CCBA)
- IV. To the separate bank account of the merchant banker or portfolio manager through BEFTN)
- V. Through the security custodian following foreign Exchange Regulation for non-resident sponsor, director, shareholder, unit holder or foreign portfolio investor (FPI).
- VI. Through assurance of cash dividend war rate 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 or unit holder.

Regulatory authority from time to time.

The stock dividend shall be credited within 30 (thirty) days of approval subject to clearance of the regulatory requirement exchange(s) and the central Depository Bangladesh Limited (CDBL).

- i. To the BO Account;
- ii. To the suspense BO Account
Unclaimed stock dividend/bonus shares. A new Suspense BO Account has been opened in every year
For the respective year's suspense shares;
- iii. The bonus dividend shall be
Suspense BO account if BO account is not available or
BO account is inactive;
- iv. The sale proceeds of fractional bonus dividend shall be
Paid off as per circular of BSEC other regulatory
authority from time to time,

Unpaid or unclaimed of unsettled cash dividend:

Unpaid or unclaimed of unsettled cash dividends shall be settled as per instructions of BSEC or other regulatory authority from time to time.

Unpaid or unclaimed of unsettled stock dividend:

Unpaid or unclaimed of unsettled stock dividends shall be settled as per instructions of BSEC or other regulatory authority from time to time.

Tax matters:

Tax will be deducted at source as per applicable tax laws.

Submission of Dividend distribution Compliance Report:

In-compliance with the Dhaka Stock Exchange (Listing) Regulation 2015 and Chittagong Stock Exchange (Listing) Regulation 2015 and other regulatory requirement Legacy Footwear PLC has been submitted a Dividend Distribution Compliance Report to BSEC, DSE and CSE within 7 days from the date of completion of dividend distribution of the concerned year's. This report shall submit to BSEC, DSE and CSE in a specified format issued by the regulator (s) within stipulated time.

Amendments/Modifications:

To the extent any change/amendment is required in terms of any applicable law or change in regulations, the regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with the law of the land. Such amended policy shall be placed before the Board for approval

Disclosure Policy:

The Dividend Distribution Policy has available on the Bank's website and annexed in the Bank's Annual Report-2025.

MD & CFO CERTIFICATION ON FINANCIAL STATEMENTS

Date: 28 October 2025
The Board of Directors
Legacy Footwear PLC
House No. 133, Lane No. 1
Baridhara DOHS
Dhaka-1212

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

Dear Sir,

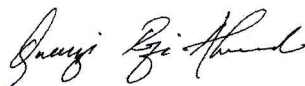
Pursuant to Condition No. 1(S)(xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006 158/207/Admin/80, dated 03 June 2018 under Section 2CC of the Securities and Exchange Ordinance, 1969 we do hereby declare that:

- (1) Preparation compliance with International Accounting Standards(IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed,
- (2) The estimates and judgments related to the financial statements were made on a prudent and 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 presented in its financial statements;
- (4) To ensure above, the Company has taken proper and adequate care in installing a system of Control and maintenance of account
- (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that established Policies and procedures of the Company were consistently followed; and
- (6) The Managements 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 continuous a going concern.

In this regard, we also certify that-

- (i) We have reviewed the financial statements for the year ended on 30 June 2025 and that to the best of our knowledge and belief.
 - (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - (b) These statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the Company's Board of Directors or its members.

Sincerely yours,



(Quazi Rafi Ahmad)
Managing Director



(Md. Mahboob Hasan)
Chief Financial Officer

STATUS OF COMPLIANCE ON BSEC'S NOTIFICATION

Status of compliance for the period ended 30 June 2025 of Legacy Footwear PLC with the Conditions imposed by BSEC's Notification on Corporate Governance Code No. BSEC/CMRRCD/2006- 158/207/Admin/80 dated 03 June 2018 issued under Section 2CC of the Securities and Exchange Ordinance, 1969 is presented below:

Condition No.	Title	Complied	Not Complied	Remarks (If any)
1	Board of Directors (BoD)			
1(1)	Size of the Board of Directors (Number of Board members - minimum 5 and maximum 20).	✓		Total 5 Board of Directors.
1(2)	Independent Directors			
1(2)(a)	At least one fifth (1/5) of the total number of Directors Shall be Independent Directors.	✓		
1(2)(b)	Independent Director means a Director			
1(2)(b)(i)	Does not hold any share or holds less than 1% shares of the total paid-up shares of the company.	✓		
1(2)(b)(ii)	Not a sponsor of the company or not connected with the company's any sponsor/director/nominated director shareholder / associates / sister concerns/subsidiaries and parents or holding entities who holds 1% or more shares of the total paid-up shares of the company on the basis of family relationship and his/her family member also shall not hold said mentioned shares in the company.	✓		
1(2)(b)(iii)	Not been an executive of the Company in immediately preceding 2 (two) financial years.	✓		
1(2)(b)(iv)	Does not have any other relationship, whether Pecuniary or otherwise, with the company/ subsidiary/ associated companies.	✓		
1(2)(b)(v)	Not a member or TREC holder, director or officer of any stock exchange.	✓		
1(2)(b)(vi)	Not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market.	✓		
1(2)(b)(vii)	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 conducting special audit or professional certifying compliance of the Code.	✓		
1(2)(b)(viii)	Not be an independent director in more than 5 (five) listed companies.	✓		

[Handwritten Signature]



1(2)(b)(iX)	Not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or Advance to a bank or NBFIs.	✓		
Condition No.	Title	Complied	Not Complied	Remarks (If any)
1(2)(b)(X)	Not been convicted for a criminal offence involving moral turpitude.	✓		
1(2)(c)	Appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM).	✓		
1(2)(d)	Not remain vacant for more than 90 (ninety) days.	-	-	N/A
1(2)(e)	The office tenure of an Independent Director shall be for a period of 3 (three) years, which may be extended for 1 (one) term only.	✓		
1.3	Qualification of Independent Director			
1(3)(a)	Shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to the business.	✓		
1(3)(b)(i)	Business Leader: Promoter or director of an unlisted company having minimum paid-up capital of Tk. 100 million or any listed company or a member of any national or international chamber of commerce or business association.	-	-	N/A
1(3)(b)(ii)	Corporate Leader: Top level executive not lower than Chief Executive Officer /Managing Director/Deputy Managing Director/ Chief Financial Officer/Head of Finance or Account s/ Company Secretary/ Head of Internal Audit and Compliance/Head of Legal Service or a person with equivalent position of an unlisted company having minimum paid-up capital of Tk. 100 million or of a listed company .	✓		
1(3)(b)(iii)	Former Govt. Official : Government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale having educational background of bachelor degree in economics or commerce or business or law.'	✓		
1(3)(b)(iv)	University Teacher: Having educational background in economics or commerce or business studies or law.	✓		
1(3)(b)(v)	Professional : An advocate practicing in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification.	✓		
1(3)(c)	Shall have at least 10 (ten) years of experiences as mentioned in clause 1(3)(b)(i) to (v).	✓		
1(3)(d)	In special cases, the above qualifications may be relaxed subject to prior approval of the Commission.	-	-	N/A
1(4)	Duality of Chairperson of the Board of Directors and Managing Director			



1(4)(a)	Chairperson of the Board and the Managing Director of the Company shall be filled by different individuals.	✓		
Condition No.	Title	Complied	Not Complied	Remarks (If any)
1(4)(b)	The Managing Director 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.	✓		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.		-	N/A
1(5)	The Directors' Report to Shareholders			
1(5)(i)	An industry outlook and possible future developments in the industry.	✓		Director's Report
1(5)(ii)	The segment-wise or product-wise performance.	✓		Do
1(5)(iii)	Risks and concerns.	✓		Do
1(5)(iv)	Discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin.	✓		Do
1(5)(v)	Discussion on continuity of an extraordinary activities and their implications (gain or loss).	✓		Do
1(5)(vi)	Disclosure for related party transactions.	✓		Do
1(5)(vii)	Utilization of proceeds from public issues, rights issues and/or any other instruments.	✓		Do
1(5)(viii)	Explanation if the financial results deteriorate after the company goes for IPO, RPO, Rights Share Offer, Direct Listing, etc.		-	N/A
1(5)(ix)	Explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements.	✓		Director's Report
1(5)(x)	Disclosure for remuneration paid to the directors including independent directors.	✓		Do
1(5)(xi)	Fairness of financial statements.	✓		Do
1(5)(xii)	Maintenance of proper books of accounts.	✓		Do



l(5)(xiii)	Adoption of appropriate accounting policies and estimates.	✓		Do
Condition No.	Title	Complied	Not Complied	Remarks (If any)
l(5)(xiv)	Followed IAS or IFRS as applicable in preparation of the financial statement and departure there from has been adequately disclosed.	✓		Do
l(5)(xv)	Internal control system is sound in design and has been effectively implemented and monitored.	✓		Do
l(5)(xvi)	The interest of the minority shareholders have been duly protected.	✓		Do
l(5)(xvii)	Going concern (ability to continue as a going concern).	✓		Do
l(5)(xviii)	Highlighted and explain significant deviations from the last year's operating results.	✓		Do
l(5)(xix)	Key operating and financial data of at least preceding 5 (five) years shall be summarized.	✓		Do
l(5)(xx)	Reasons for non-declaration of dividend.	✓	-	Do
l(5)(xxi)	No bonus share or stock dividend has been declared as interim dividend during the year.		-	N/A
l(5)(xxii)	Total number of Board meetings held during the year and attendance by each director.	✓		Annexure-2
l(5)(xxiii)	Pattern of shareholding and name wise details (disclosing aggregate number of shares)			
l(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties.	✓	-	Do
l(5)(xxiii)(b)	Directors, MD, CS, CFO, HIAC and their spouses and minor children.	✓		Do
l(5)(xxiii)(c)	Executives (top five (5) other than mentioned l(S)(xxi ii)(b).	✓		Do
l(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest.	✓		Do
l(5)(xxiv)	In case of the appointment/reappointment of a director, disclose			
l(5)(xxiv)(a)	A brief resume of the director.	✓		Do
l(5)(xxiv)(b)	Expertise in specific functional areas.	✓		Do
l(5)(xxiv)(c)	Holding the directorship and the membership of committees of the Board other than LFL.	✓		Do
l(S)(xxv)	Management's Discussion and Analysis			
l(5)(xxv)(a)	Accounting policies and estimation for preparation of financial statement s.	✓		Do



1(5)(xxv)(b)	Changes in accounting policies and estimation, if any, disclose the effects on financial results and position as well cash flows.	-	-	N/A
Condition No.	Title	Complied	Not Complied	Remarks (If any)
1(5)(xxv)(c)	Comparative analysis of financial results and position as well as cash flows for current year with immediate preceding five years.	✓		
1(5)(xxv)(d)	Compare financial results and positions as well as cash flows with the peer industry.	✓		
1(5)(xxv)(e)	Discussion on financial and economic scenario of the country and the global.	✓		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements.	✓		
1(5)(xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position.	✓		
1(5)(xxvi)	Declaration on Financial Statements for the year ended on 30 June 2025 by the MD and the CFO to the Board.	✓		
1(6)	Meetings of the Board of Directors			
	Meeting of the Board of Directors and record the minutes as well as keep required statutory books and records in line with the relevant provisions of Bangladesh Secretarial Standards (BSS) duly adopted by Institute of Chartered Secretaries of Bangladesh (ICSB).	✓		
1(7)	Code of Conduct (CoC) for Board of Directors			
1(7)(a)	The Board shall lay down a code of conduct, for the Chairperson of the Board, other board members and Managing Director.	✓		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	✓		
2	Governance of Board of Directors of Subsidiary Company			
2(a)	The composition of the Board of the holding company shall be made applicable to the composition of the Board of Directors of the 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.	✓	-	
2(c)	Submission of Minutes to the holding company.	✓	-	



2(d)	Review of Minutes by the holding company.	✓	-	
2(e)	The Audit Committee of the holding company shall also review the financial statement s, in particular the investments made by the subsidiary company.	✓	-	
Condition No.	Title	Complied	Not Complied	Remarks (If any)
3	Managing Director (MD), 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), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC).	✓		
3(1)(b)	The positions of the MD, CS, CFO, HIAC shall be filled by different individuals.	✓		
3(1)(c)	The MD, CS, CFO and HIAC of a listed company shall not hold any executive position in other company.	✓		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of CFO, HIAC and CS.	✓		
3(1)(e)	With Board's approval the MD, CS, CFO and HIAC are removed from their position and immediate dissemination to the commission and stock exchanges.	✓		
3(2)	The MD, CS, CFO and HIAC of the Company shall attend the meetings of the Board except such part of the meeting which involves an agenda relating to their personal matters.	✓		
3(3)(a)	The MD and CFO shall certify to the board that they have reviewed financial statements for the year 2024-2025 and 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.	✓		Given in 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)	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 for Board of Directors.	✓		Do
3(3)(c)	The certification of the MD and CFO shall be disclosed in the Annual Report.	✓		Do



4	Board of Directors' Committee			
4(i)	Audit Committee	✓		
4(ii)	Nomination and Remuneration Committee (NRC)	✓		
Condition No.	Title	Complied	Not Complied	Remarks (If any)
5	Audit Committee			
5(1)	Responsibility to the Board of Directors			
5(1)(a)	The Company shall have an Audit Committee as a sub-committee of the Board.	✓		
5(1)(b)	Assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business.	✓		
5(1)(c)	Responsible to the Board and the duties of the Audit Committee shall be clearly set forth in writing.	✓		
5(2)	Constitution of the Audit Committee			
5(2)(a)	Shall be composed of at least 3 (three) members.	✓		
5(2)(b)	The Board shall appoint members of the Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director.	✓		
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience.	✓		
5(2)(d)	Casual vacancy shall be filled by the Board not later than 1 (one) month from the date of vacancy.	✓		
5(2)(e)	The Company Secretary shall act as the secretary of the Committee.	✓		
5(2)(f)	The quorum of the Committee meeting shall not constitute without at least 1 (one) independent director.	-	-	No such event in the year.
5(3)	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Committee, who shall be an independent director.	✓		



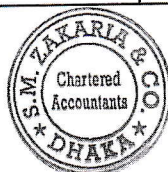
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.		-	No such event in the year.
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM).	✓		
Condition No.	Title	Complied	Not Complied	Remarks (If any)
5(4)	Meeting of the Audit Committee			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year.	✓		Total 4 meetings.
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two-third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓		
5(5)	Role of Audit Committee			
5(5)(a)	Oversee the financial reporting process.	✓		
5(5)(b)	Monitor choice of accounting policies and principles.	✓		
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report.	✓		
5(5)(d)	Oversee hiring and performance of external auditors.	✓		
5(5)(e)	Hold meeting with the statutory auditors for review of the annual financial statements before submission to the Board for approval.	✓		
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval.	✓		
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval.	✓		
5(5)(h)	Review the adequacy of internal audit function.	✓		
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report.	✓		
5(5)U)	Review all related party transactions.	✓		



5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors.	-	-	N/A
5(5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors.	✓		
5(5)(m)	Oversee whether IPO proceeds utilized as per the published Prospectus.	-	-	N/A
Condition No.	Title	Complied	Not Complied	Remarks (If any)
5(6)	Reporting of the Audit Committee			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	✓		
5(6)(a)(ii)(a)	Report on conflicts of interests.	-	-	N/A
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements.	-	-	N/A
5(6)(a)(ii)(c)	Report on suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations.	-	-	N/A
5(6)(a)(ii)(d)	Report on any other matter deems necessary shall be disclosed to the Board immediately.	-	-	N/A
5(6)(b)	Reporting to BSEC (If any material impact on the financial condition and results of operation, unreasonably ignored by the Board and management).	-	-	N/A
5(7)	Reporting to the shareholders of Audit Committee activities, which shall be signed by the Chairperson of the committee and disclosed in the Annual Report.	✓		Given 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.	✓		
6(1)(b)	Assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive.	✓		



6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing.	✓		
6(2)	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including an independent director.	✓		
6(2)(b)	At least 2 (two) members of the Committee shall be non-executive directors.	✓		
Condition No.	Title	Complied	Not Complied	Remarks (If any)
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board.	✓		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee.	✓		
6(2)(e)	Casual vacancy shall be filled by the Board within 180 days of occurring such vacancy.		-	N/A
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.		-	N/A
6(2)(g)	The Company Secretary shall act as the secretary of the Committee.	✓		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director.	✓		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	✓		
6(3)	Chairperson of the NRC			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director.	✓		
6(3)(b)	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.		-	N/A
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the Shareholders.	✓		



6(4)	Meeting of the NRC			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year.	✓		One meeting held.
6(4)(b)	The Chairperson of the NRC may convene any Emergency meeting upon request by any member of the NRC.	-	-	N/A
Condition No.	Title	Complied	Not Complied	Remarks (If any)
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.	✓		
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		
6(5)	Role of the NRC			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders.	✓		
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully.	✓		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks.	✓		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.	✓		
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality.	✓		
6(5)(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board.	✓		



6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board.	✓		
6(5)(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria.	✓		
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies.	✓		
6(5)(c)	Disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
Condition No.	Title	Complied	Not Complied	Remarks (If any)
7	External or Statutory Auditors			
7(1)(i)	Non- engagement in appraisal or valuation services or fairness opinions.	✓		Declared by the auditor.
7(1)(ii)	Non-engagement in designing and implementation of Financial Information System.	✓		Do
7(1)(iii)	Non-engagement in Book Keeping or other services related to the accounting records or financial statements.	✓		Do
7(1)(iv)	Non-engagement in Broker-Dealer services.	✓		Do
7(1)(v)	Non-engagement in Actuarial services.	✓		Do
7(1)(vi)	Non-engagement in Internal Audit or special audit services.	✓		Do
7(1)(vii)	Non-engagement in any other services that the Audit Committee determine s.	✓		Do
7(1)(viii)	Non-engagement in audit or certification services on compliance of Corporate Governance as required under condition no. 9(1).	✓		Do
7(1)(ix)	Non-engagement of any other service that creates conflict of interest.	✓		Do
7(2)	No partner or employees of the external audit firms shall possess any share of the company during the tenure of their assignment; his or her family members also shall not hold any shares in the said company.	✓		



7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting to answer the queries of the shareholders.	✓		
8	Maintaining a website by the Company			
8(1)	The Company shall have an official website linked with the website of the stock exchange.	✓		
8(2)	The Company shall keep the website functional from the date of listing.	✓		
8(3)	The Company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
Condition No.	Title	Complied	Not Complied	Remarks (If any)
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.	✓		The certificate given 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.	✓		Appointed at AGM.
9(3)	The directors of the Company shall attach the compliance status in the directors' report whether the Company has complied with these conditions or not.	✓		

[Handwritten Signature]



CORPORATE GOVERNANCE CODE CERTIFICATE

[Certificate as per condition no. 1(5) (xxvii)] of Corporate Governance Code of Bangladesh Securities & Exchange Commission (BSEC) Vide Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June, 2018.

Report to the Shareholders of Legacy Footwear PLC on Compliance on the Corporate Governance Code

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

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

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


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

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

This report, however, is no endorsement about quality of contents in the Annual Report of the company for the year **2024-2025**.

Place: Dhaka
Dated: November 10, 2025




Md. Anwar Hossain FCA
Principal
S.M. Zakaria & Co.
Chartered Accountants

**Auditor's Report and
Audited Financial Statements**

Of

**Legacy Footwear PLC and Its Subsidiary
For the year ended June 30, 2025**

Auditors



MZ Islam & Co.
Chartered Accountants



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Independent Auditors' Report

To the Shareholders of **Legacy Footwear PLC and Its Subsidiary**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Legacy Footwear PLC** (the Company), which comprise the Statement of Financial Position as at June 30, 2025; Statement of Profit or Loss and Other Comprehensive Income; Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information disclosed in notes 1 to 47 and Annexure- I-III.

In our opinion, the accompanying financial statements presents fairly, in all material respects, the financial position of the Company as at June 30, 2025, and of its financial performance and its cash flows for the year then ended in accordance with International Accounting Standards (IASs), International Financial Reporting Standards (IFRSs) and other applicable laws and regulations.

Basis for Opinion

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

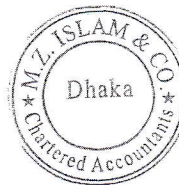
Emphasis of Matter

Property Plant and Equipment (Note 05)

During our audit, we observed that the company has not maintained a fixed asset register or any detailed schedule for Property, Plant and Equipment (PPE). Moreover, an amount of **BDT 41,641,880/=** was transferred to PPE from CWIP during the year. The Company provided supporting documents such as bills and vouchers; however, no third-party confirmation was performed or provided. Though during our physical verification, we were able to trace the existence of the additional work carried out.

Sales Revenue (Note 23)

The company mentioned sales revenue amounting to **BDT 45,964,182/=** for the year ended 30th June 2025. We have collected the copy of VAT return but couldn't match the sales amount. Moreover, no reconciliation was prepared with the VAT return and sales. This is in violation of the VAT and supplementary act 2012. Though their sales are reflected in the bank statements. We highlight this matter for users' attention. Our opinion is not modified in respect of this matter.



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Workers Profit Participation Fund (Note 17)

As disclosed in Note 17, the company has recognized **BDT 425,283/=** as liabilities for Workers' Profit Participation Fund (WPPF), which includes a prior year balance of **BDT 258,647/=** that remains unpaid to the fund. As per Section 234(b) of the Bangladesh Labor Act, 2006, the company is required to transfer the payable amount to the WPPF within nine months from the end of the respective financial year. Furthermore, the company has not made any interest provision on the unpaid amount as required under Section 240(2) of the said Act.

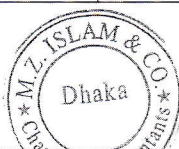
Our key audit matters

Key audit matters are those matters that, in our professional judgment, where of most significance in the audit of the financial statements for the year ended on June 30, 2025. These matters were addressed in the context of the audit of the financial statements as a whole and in forming the auditors' opinion thereon and we do not provide a separate opinion on these matters.

In addition to the matter described in the basis for qualified opinion section each matter mentioned below our description of how our audit addressed the matter is provided in the context. We have fulfilled the responsibilities described in the auditors' responsibilities for the audit of the financial statements section of our report, including in relation to these matters.

Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatements of our financial statements, the results of our audit procedures, including the procedures performed to address the matters below,

Key Audit Matter	Our response to the key audit matter
Revenue Recognition	
<p>During the year, the company has recognized revenue of BDT 45,964,182 for the year ended on June 30, 2025. The company's revenue recognition process is not complex and does not involve high level of judgement. However, this is a significant driver of company performance and has major impact on the financial statement user's decision making. Finally, this account always has risk of management over-ride of internal controls.</p> <p>Details of Revenue Recognition are included in Note 24.00 to the financial statements.</p>	<p>Our audit procedures are included:</p> <ul style="list-style-type: none"> • Obtain an understanding of company's internal controls, systems and processes around revenue recognition and accounts receivable. • Review invoices, delivery reports and other supporting documents such as recognized. • Test subsequent receipts for receivable balances to substantial existence, collectability and completeness of accounts receivable recognized on the books.

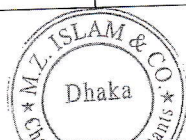


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	<ul style="list-style-type: none"> Inspect correspondence with clients and customers to determine whether provisions are necessary.
Inventory	
<p>The company's Inventory balance as at June 30, 2025. BDT 39,499,068. This represents 7.44% of total assets of the company. There is estimation performed by management in regard to obsolescence and determination of net realizable value. Based on the requirement of estimates and the fact that this is major asset category, this was determined to be a key audit matter.</p> <p>Details of Inventory are included in Note 10.00 to the Financial Statements.</p>	<p>Our audit procedures are included:</p> <ul style="list-style-type: none"> Obtain an understanding company's internal controls systems and processes around inventory management. Perform procedures over inventory purchases to substantiate existence, completeness and valuation of inventory. Perform physical inspection of inventory of determine the existence and valuation inventory. Perform price testing of inventory of determine inventory valuation and determine whether inventory is obsolete or not. Revenue prices received by the company and the overall gross margin earned to determine whether the company is able to recover the net realizable value of inventory.
Property, Plant and equipment (PPE)	
<p>Property, Plant and equipment (PPE) was recognized at carrying value aggregating to BDT 303,019,433/= representing over 57.10% of total assets of the company as on June 30, 2025.</p> <p>Since PPE forms a significant part of the company's total assets, it also involves management judgment to determine estimated useful lives to charge depreciation. Besides, PPE is also subject to impairment review.</p>	<p>Our audit procedures performed during the audit to address the risks identified consist of the following:</p> <ul style="list-style-type: none"> Obtaining and documenting detailed understanding regarding procurement process of PPE and identified relevant control points and their effects. Reviewing recognition, measurement and valuation basis of PPE in compliance with requirement of IAS-16: Property, plant and equipment.





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See Note no 5.00 to the financial statements

- Performing test of details against sampled population with supporting evidence as maintained by the company to test the accuracy, valuation of capitalized amount and ownership of the assets.
- Assessing the appropriateness and presentation of disclosure notes to the financial statements with the requirement of IAS 16 and other relevant IFRSs.

Other Information

Management is responsible for the other information. The other information comprises all of the information in the Annual report other than the financial statements and our auditors' report thereon. The directors are 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.

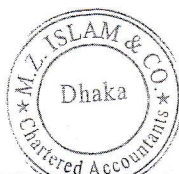
In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 1987 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.



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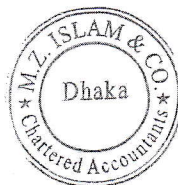
Auditors' Responsibilities for the Audit of the Financial Statements

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:

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

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



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এম, জেড, ইসলাম এন্ড কোং
M. Z. ISLAM & CO.
Chartered Accountants



An International Affiliated Member Firm Of
MGM Accountants Pty Ltd. Australia.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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.

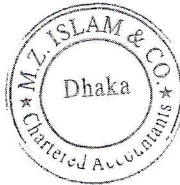
Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994 and the Securities and Exchange Rules 1987 and relevant notifications issues by Bangladesh Securities and Exchange Commission, we also report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) In our opinion, proper books of accounts, as records and other statutory books as required by law have been kept by the Company so far as it appeared from our examination of these books;
- c) The statements 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 accounts and returns, and
- d) The expenditure incurred was for the purposes of the Company's business.

Place: Dhaka

Dated: 28 October 2025



Md. Matir Rahman

Md. Matir Rahman FCA, FCMA
ICAB Enrollment No. 0765
Partner
M.Z. Islam & Co.
Chartered Accountants
DVC: 2510280765AS560350


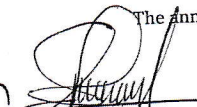
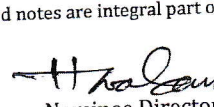
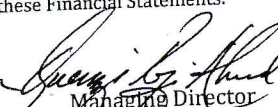

www.mzislam.com.bd

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LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2025

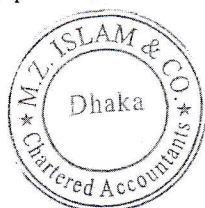
Particulars	Note	(Figures in BDT)	
		30-Jun-25	30-Jun-24
ASSETS		308,766,316	300,273,624
Non Current Assets			
Property, Plant and Equipment's	4.00	304,733,269	273,126,624
Intangible Assets	Annex- II	1,350,057	1,679,571
Capital Work In Progress and In Transit	5.00	-	22,245,000
Right Use of Assets	6.00	1,932,990	2,472,429
Long Term Security Deposit	7.00	750,000	750,000
Current Assets		227,160,607	232,000,505
Inventories	8.00	40,858,270	24,392,235
Investment in Marketable Securities	9.00	13,077,960	1,000,000
Accounts Receivable	10.00	34,017,098	28,489,290
Advances, Deposits & Prepayments	11.00	52,312,502	25,626,215
Cash and Cash Equivalents	12.00	86,894,777	152,492,765
Total Assets		535,926,923	532,274,129
EQUITY AND LIABILITIES		482,994,163	483,764,157
Equity			
Share Capital	13.00	430,799,800	430,799,800
Tax Holiday Reserve		6,476,131	6,476,131
Revaluation Surplus	14.00	115,393,669	115,393,669
Retained Earnings/(Deficit)	15.00	(69,675,437)	(68,905,443)
Non Controlling Interest	16.00	25,551	20,680
Non Current Liabilities		23,738,066	24,590,859
Workers Profit Participation Fund	17.00	425,283	258,647
Lease liability (non-current portion)	18.00	1,276,716	1,681,741
Deferred Tax Liability	19.00	22,036,067	22,650,471
Current Liabilities		29,169,143	23,898,433
Trade & Other Payable	20.00	3,236,790	2,898,142
Liability for Expenses	21.00	4,662,610	1,937,249
Loan & Advance	22.00	153,500	297,380
Unclaimed Dividend	23.00	807,093	734,800
Lease liability (current portion)	18.00	405,025	363,017
Provision for Income Tax	24.00	19,904,125	17,667,845
Total Equity & Liabilities		535,926,923	532,274,129
Net Asset Value per share (NAVPS)	34.00	11.21	11.23


The annexed notes are integral part of these Financial Statements.

 CFO
 Company Secretary
 Nominee Director
 Managing Director
 Chairman

Signed in terms of our separate report of even date.

Place: Dhaka, Bangladesh
Date: 28 October 2025


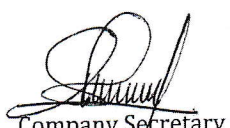
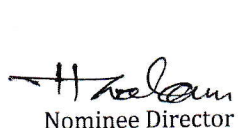

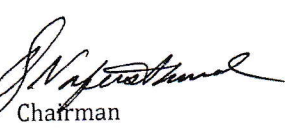



Md. Matiur Rahman FCA, FCMA
 ICAB Enrolled No. 0785
 Partner
M. Z. Islam & Co.
 Chartered Accountants
 DVC: 2510280765AS560350

LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2025

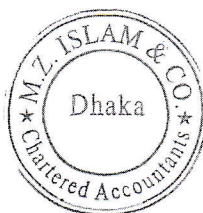
Particulars	Notes	(Amount in BDT)	
		30-Jun-25	30-Jun-24
Sales Revenue	25.00	55,809,299	21,994,931
Less: Cost of Goods Sold	26.00	(43,347,014)	(16,625,041)
Gross Profit / (Loss)		12,462,285	5,369,890
Administrative Expenses	27.00	(13,121,348)	(8,356,157)
Selling & Distribution Expenses	28.00	(119,760)	(149,866)
Financial Expenses	29.00	(357,994)	(328,588)
Operating Profit/(Loss)		(1,136,817)	(3,464,721)
Other Income	30.00	5,115,661	8,942,871
Net Profit / (Loss) before Tax and WPF		3,978,844	5,478,150
Provision for Workers participation Fund		(166,636)	(258,647.00)
Net Profit / (Loss) before Tax		3,812,208	5,219,503
Less: (Tax Expense)/Tax Income		(1,621,876)	(2,146,580)
Current Tax from Operational Income	31.00	(2,236,280)	(2,304,159)
Deferred Tax (Expense)/Income	19.00	614,404	157,579
Net Profit/(Loss) after tax		2,190,332	3,072,923
Non-Controlling Interest		(4,871)	(680)
Net Income for the Period		2,185,461	3,072,243
 Basic Earnings Per Share (EPS)	 33.00	 0.05	 0.07


The annexed notes are integral part of these Financial Statements.

 CFO
  Company Secretary
  Nominee Director
  Managing Director
  Chairman

Signed in terms of our separate report of even date.

Place: Dhaka, Bangladesh
Date: 28 October 2025




Md. Matiur Rahman FCA, FCMA
 ICAB Enrolled No. 0785
 Partner
M. Z. Islam & Co.
 Chartered Accountants
 DVC: 2510280765AS560350

LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED JUNE 30, 2025

Particulars	Share Capital	Revaluation Surplus	Tax Holiday Reserve	Retained Earnings/(Deficit)	Amount in Taka
Balance as at 07 Jan, 2024	430,799,800	115,393,669	6,476,131	(68,905,443)	483,764,157
Profit for the year	-	-	-	2,185,461	2,185,461
Cash Dividend Paid During the year	-	-	-	(2,955,455)	(2,955,455)
Balance as at 30 Jun, 2025	430,799,800	115,393,669	6,476,131	(69,675,437)	482,994,163

LEGACY FOOTWEAR PLC
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
For the year ended June 30, 2024

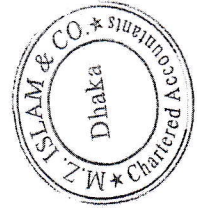
Particulars	Share Capital	Revaluation Surplus	Tax Holiday Reserve	Retained Earnings/(Deficit)	Amount in Taka
Balance as at 07 Jan, 2023	430,799,800.00	115,393,669	6,476,131.00	(70,633,005.00)	482,036,595
Profit for the year	-	-	-	3,072,243	3,072,243
Cash Dividend Paid During the year	-	-	-	(1,344,681)	(1,344,681)
Balance as at 30 Jun, 2024	430,799,800	115,393,669	6,476,131	(68,905,443)	483,764,157

The annexed notes are integral part of these Financial Statements.

M. Hasan
CFO

H. Islam
Nominee Director

Shayibul Islam
Managing Director
Chairman



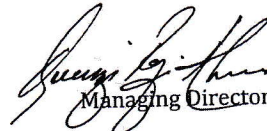

**LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2025**

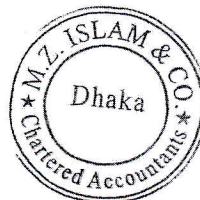
Particulars	Notes	(Figures in BDT)	
		July to June 2024-25	July to June 2023-24
Cash flow from Operating Activities: (A)			
Cash receipts from customers	36.00	49,928,481	7,320,456
Cash receipts from others		2,925,221	8,515,381
Cash paid to suppliers, employees and others	37.00	(82,076,447)	(38,026,613)
Income Tax/TDS Paid	38.00	(1,831,932)	(12,985,299)
Financial Expenses		(357,994)	(328,588)
Net cash flow from Operating Activities:		(31,412,671)	(35,504,663)
Cash flow from Investing Activities: (B)			
Acquisition of Property, Plant and Equipmeents	39.00	(21,327,228)	(35,125,154)
Intangible Assets		(8,000)	(1,708,038)
Long Term Security Deposit		-	(598,000)
Investment in Marketable Securities		(9,460,030)	(1,000,000)
Net cash flow from Investing Activities:		(30,795,258)	(38,431,192)
Cash flow from Financing Activities: (C)			
Legacy Shoes Ltd – NCI at acquisition		-	20,000
Loan and Advance		(143,880)	297,380
Dividends Paid in the Year		(2,883,162)	(3,390,841)
Lease Payment		(363,017)	(730,000)
Loan paid to Bank		-	(116,647,304)
Net cash flow from Financing Activities:		(3,390,059)	(120,450,765)
Net changes increase/(decrease) in cash and cash equivalents (A+B+C)		(65,597,988)	(194,386,620)
(e) Opening Cash & Bank Balances		152,492,765	346,879,385
Cash & cash equivalents at the end of the period		86,894,777	152,492,765
Net Operating Cash Flow per Share (NOCFPS)	35.00	(0.73)	(0.82)

The annexed notes are integral part of these Financial Statements.

 CFO
 Company Secretary

 Nominee Director

 Managing Director
 Chairman



LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
AS AT AND FOR THE YEAR ENDED JUNE 30, 2025

1.00 Legal Form of the Enterprises

Legacy Footwear PLC. (Here in after said as the company) is a public limited company and its subsidiary, Legacy Shoes Limited incorporated with the Registrar of Joint Stock Companies and Firms, Dhaka, Bangladesh under Companies Act, 1994. The Legacy Footwear PLC. is listed with the Dhaka Stock Exchange Ltd. and Chittagong Stock Exchange PLC.

1.01 Address of Registered office and factory of the company:

- a) Registered Office: House-133, (Ground Floor), Lane-01 (West Side), DOHS Baridhara, Dhaka-1206
- b) Factory Office: Vannara Village, Mouchak Mouza, PS- Kaliakair, Gazipur District
- c) Factory Office of Legacy Shoes Limited: Vannara Village, Mouchak Mouza, PS- Kaliakair, Gazipur District

1.02 Nature of Business:

The company is engaged in the production of all types of quality leather/synthetic footwear and accessories and its product consume by local and international customer.

2.00 Summary of significant accounting policies and other material information:

2.01 Statement of Compliance:

The consolidated financial statements have been prepared in conformity with the provisions of the Companies Act, 1994, The Securities and Exchanges Rules 2020, International Financial Reporting Standards (IFRSs) and other relevant rules and regulations.

2.02 Basis of Consolidation:

These consolidated financial statements comprise the consolidated financial position and the consolidated results of operation of the Company and its subsidiaries (collectively referred as 'Group') on a line by line and non-controlling interest are shown separately as a line item of the statement of financial position and statement of comprehensive income.

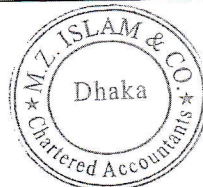
3.00 Statement on Compliance of International Financial Reporting Standards:

The following IAS is applicable to the financial statements for the year under review:

IAS	Title	Remark
IAS 1	Presentation of Financial Statements	Applied
IAS 2	Inventories	Applied
IAS 7	Statement of Cash Flows	Applied
IAS 8	Accounting policies, Changes in Accounting Estimates & Errors	Applied
IAS 10	Events after the Reporting period	Applied
IAS 12	Income Taxes	Applied
IAS 16	Property, Plant And Equipment	Applied
IAS 19	Employee Benefits	Applied
IAS 21	The Effects of Changes in Foreign Exchange Rates	Applied
IAS 23	Borrowing Costs	Applied
IAS 24	Related Party Disclosures	Applied
IAS 32	Financial Instruments: Presentation	Applied
IAS 33	Earnings Per Share	Applied
IAS 36	Impairment of Assets	Applied
IAS 37	Provision, Contingent Liabilities and Contingent Assets	Applied
IAS 38	Intangible Assets	Applied

The following IFRS is applicable to the financial statements for the year under review:

IFRS	Title	Remark
IFRS 1	First-time Adoption of Bangladesh Financial Reporting Standards	Applied
IFRS 7	Financial Instruments: Disclosures	Applied
IFRS 8	Operating Segments	Not Applicable
IFRS 9	Financial Instruments	Applied
IFRS 15	Revenue From Contracts with Customers	Applied
IFRS 16	Leases	Applied



3.01 Going Concern:

As per IAS-1 the group is required to make assessment at the end of each year to assess its capability to continue as going concern. The management of the group makes such assessment each year. The group has adequate resources to continue in operation for the foreseeable future and has wide coverage of its liabilities. For this reason, the Directors continue to adopt the going concern assumption while the financial statements have been prepared.

3.02 Accrual Basis:

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

3.03 Functional and presentation currency:

These consolidated financial statements are presented in Bangladesh Taka (BDT or Tk.) which is the group functional currency.

3.04 Structure Contents and Presentation of Financial Statements:

The presentation of the financial statements is in accordance with the guidelines provided by IAS-1. "Presentation of Financial Statements". A complete set of financial statements comprise:

- i) Consolidated Statement of Financial Position as at June 30, 2025;
- ii) Consolidated Statement of Profit or Loss and other Comprehensive Income for the year ended June 30, 2025;
- iii) Consolidated Statement of Changes in Equity for the year ended June 30, 2025;
- iv) Consolidated Statement of Cash Flows for the year ended June 30, 2025 and
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the Consolidated Financial Statements for the year ended June 30, 2025.

3.05 Use of Estimates and Judgements:

The preparation of financial statements in conformity with IFRSs 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. Estimates and assumptions are reviewed on an ongoing basis.

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

Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

In particular, significant areas of estimation uncertainty and critical judgements in applying accounting policies that has the most significant effect on the amount recognized in the financial statements are income tax provision (both current and deferred tax) and depreciation provision.

3.06 Statement of Cash Flows:

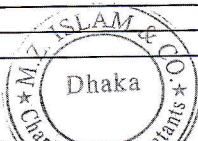
Statement of cash flows has been prepared as per IAS-7: Statement of Cash Flows using Direct Method as per the requirement of Securities and Exchange Rules 2020.

3.07 Property, Plant and Equipment:

As per IAS-16, Property, Plant and Equipment are stated at their historical cost less accumulated depreciation. No depreciation has been charged on the Freehold Land and on the Capital work in progress. Depreciation is charged on all other assets on reducing balance method. 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 the earlier of the date that the asset is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with IFRS 5 and the date that the assets are derecognized.

Depreciation is computed on the reducing balance basis over the estimated useful lives as follows:

Category of fixed assets	Rate of Depreciation
Land and Land Development	0%
Building & Civil work	10%
Plant & Machinery	10%
Equipments	10%
Furniture	10%



Generator	10%
Air Compressor with Trolley	10%
CC Camera	10%
Air Conditioner	10%
Water Filter	10%
Computer	25%
Office decoration	10%

3.08 Capital Work in Progress:

Capital work-in-progress consists of costs incurred for the acquisition and construction of new plant and machinery, civil structures, and factory sheds for warehouses, which have been transferred to Property, Plant, and Equipment.

3.09 Inventories:

As per IAS-2, Inventories comprises of Raw Materials, Raw Materials in transit, Packing Materials, Work in Progress, Finished Goods, and Spare & Spare Parts in transit. Inventories are valued at the lower of cost and net realizable value. Cost comprises invoice value plus applicable handling charges. Net realizable value is based on estimated selling price less estimated cost to

3.10 Employees' Benefit Scheme:

Worker's Profit & Participation Fund:

The group makes a regular allocation of 5% on net profit before tax to these funds and payment is made to the worker's as per provision of Labor Law 2006 chapter-15.

3.11 Other Income:

It is recognized on accrual basis.

3.12 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.

3.13 Due to/Due from sister concern:

These represent balance amounts due to /from sister concerns which are derived from short term loan.

3.14 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.

Receivables:

Trade Receivables are stated at their nominal value and considered good. No provision has been made for doubtful debt and no amount was written off as bad.

Payables:

Trade Payables are stated at their nominal value.

Cash and Cash Equivalents:

Cash and cash equivalents comprises cash in hand, bank current accounts, other bank deposits free of encumbrance and having maturity dates of three months or less from respective dates of deposit.

3.15 Taxation:

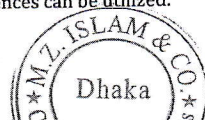
Income tax expense represents the sum of the tax currently payable and deferred tax.

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of profit or loss and other Comprehensive Income because it excludes items of income or expenses that are taxable or deductible in other years and it further excludes items that are never taxable or deductible in other years

Deferred Tax:

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



Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted by the date of Statement of Financial Position.

3.16 Related Party Transaction:

The group has some related party transactions in arm length transactions.

3.17 Earnings Per Share:

As per IAS-33, Basis Earning per Share (EPS) has been computed dividing the earnings attributable to the weighted average number of the ordinary shares during the year.

3.18 Comparative Figure:

The comparative figures have been regrouped, reclassified or modified from previously published interim and annual Financial Statements to facilitate any necessary presentational changes to conform to the current year's presentation. Comparative information has been disclosed in respect of the previous year for all numerical information in the current financial statement. Narrative and descriptive information for comparative information have also been disclosed whenever it is relevant for understanding of current year's financial statements.

3.19 Financial Year:

For this year financial year means, July 01, 2024 to June 30, 2025

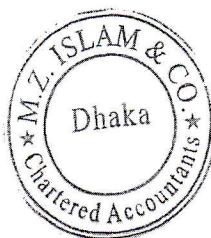
3.20 Consolidated Financial Statements:

Consolidated Financial Statements comprise the following:

1. Legacy Footwear PLC.
2. Legacy Shoes Limited

3.21 General:

Figures have been rounded off to the nearest taka, as it the reporting currency of these financials

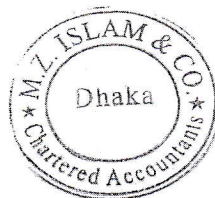


LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
AS AT 30 JUNE 2025

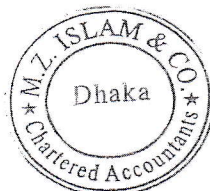
Particulars	(Figures in BDT)	
	30-Jun-2025	30-Jun-2024
4.00 Consolidated Property, Plant & Equipment		
Cost		
Opening Balance	393,235,037	380,354,883
Addition during the year	1,930,348	12,880,154
Transfer from CWIP	41,641,880	-
Adjustment for Disposal/Obsolete during the year	-	-
	<u>436,807,265</u>	<u>393,235,037</u>
Accumulated Depreciation		
Opening Balance	120,108,413	108,375,603
Charged during the Year	11,965,583	11,732,810
Adjustment for Disposal/Obsolete during the year	-	-
	<u>132,073,996</u>	<u>120,108,413</u>
Written Down Value (WDV)	<u>304,733,269</u>	<u>273,126,624</u>
5.00 Capital Work In Progress and In Transit		
Interior Decoration (Note 5.01)	-	2,554,000
Building and Civil Work (Note 5.03)	-	4,128,000
Plant and Machinery Mould (Note 5.04)	-	7,500,000
Land Improvement (Note 5.02)	-	8,063,000
	<u>-</u>	<u>22,245,000</u>
5.01 Interior Decoration		
Opening Balance	2,554,000	-
Addition During the year	3,953,529	2,554,000
	6,507,529	2,554,000
Transfer to Property Plant & Equipments	(6,507,529)	-
	<u>-</u>	<u>2,554,000</u>
5.02 Land Improvement		
Opening Balance	8,063,000	-
Addition During the year	4,278,900	8,063,000
	12,341,900	8,063,000
Transfer to Property Plant & Equipments	(12,341,900)	-
	<u>-</u>	<u>8,063,000</u>
Land improvement containing of Factory Gate, Boundary Wall, Roads and Pavement surrounding of Factory and other infrastructure in factory premises other than core factory building		
5.03 Building and Civil Work		
Opening Balance	4,128,000	-
Addition During the year	6,510,551	4,128,000
	10,638,551	4,128,000
Transfer to Property Plant & Equipment's	(10,638,551)	-
	<u>-</u>	<u>4,128,000</u>
5.04 Plant and Machinery		
Opening Balance	7,500,000	-
Addition During the year	4,653,900	7,500,000
	12,153,900	7,500,000
Impairment of Plant and Machinery Overhauling	(12,153,900)	-
Closing Balance	<u>-</u>	<u>7,500,000</u>
6.00 Right-of-use assets		
A. Cost		
Opening balance	2,697,195	2,697,195
Add: Addition during the year	-	-
Less: Adjustment During the year	-	-
Closing balance	<u>2,697,195</u>	<u>2,697,195</u>
B. Depreciation		
Opening Balance	224,766	224,766
Add: Charged during the year	539,439	-
Less: Adjustment During the year	-	-
Closing Balance	<u>764,205</u>	<u>224,766</u>
Written Down Value (WDV) (A-B)	<u>1,932,990</u>	<u>2,472,429</u>



Particulars	(Figures in BDT)	
	30-Jun-2025	30-Jun-2024
7.00 Consolidated Long Term Security Deposit:		
Rural Electrification Board (REB)	750,000	750,000
	750,000	750,000
8.00 Consolidated Stock & Store:		
Leather & Chemical (Note 24.01)	26,099,583	18,553,075
Accessories Materials (Note 24.02)	6,523,665	1,852,129
Packing Materials (Note 24.03)	343,265	293,343
Stock of Finished Goods (Note 24)	6,219,258	3,161,882
Work in process (Note 24)	1,121,879	207,181
Spares Parts (Note 24.04)	550,620	324,625
	40,858,270	24,392,235
9.00 Investment in Marketable Securities		
Investment in Share (Secondary) (Note 9.01)	13,077,960	-
IPO Investment	-	1,000,000
	13,077,960	1,000,000
10.00 Consolidated Trade & Other Receivables		
Trade Receivables	34,017,098	28,061,800
Other Receivables	-	427,490
	34,017,098	28,489,290
11.00 Advance, Deposit & Prepayments:		
Advance against Leather & Accessories	48,769,165	19,014,810
Temporary Loan	-	4,900,000
Advance Income Tax	3,543,337	1,711,405
	52,312,502	25,626,215
12.00 Consolidated Cash & Cash Equivalents:		
Cash in Hand (A)		
Cash in Hand (H.O.)	134,833	13,160,378
Petty Cash (H.O.)	116,642	235,995
Petty Cash (Factory)	1,743,208	11,878,400
	1,994,683	25,274,773
Cash in Banks: (B)		
AB Bank Ltd.	69,739	1,673
Jamuna Bank PLC (1001001492858)	2,260,452	2,951,882
Jamuna Bank PLC (1001001706768)	34,998,963	-
Jamuna Bank PLC (1001001557307)	114,709	44,226
Midland Bank Limited (0011-1050009342)	12,958,989	958
Exim Bank Limited	0.21	29,943
SIM Capital Limited-BI0050	1,450	-
ALPHA CAPITAL MANAGEMENT-U0388	34,490,969	4,187,724
Midland Bank Limited ()	4,823	1,586
	84,900,094	7,217,992
Fixed Deposit Receipt (FDR)		
Jamuna Bank Ltd (FDR-35345)	-	40,000,000
Jamuna Bank Ltd (FDR-43185)	-	20,000,000
Jamuna Bank Ltd (FDR-43209)	-	30,000,000
Jamuna Bank Ltd (FDR-46674)	-	30,000,000
Midland Bank PLC (FDR-02686)	-	-
	-	120,000,000
Total Cash & Cash Equivalents (A+B+C)	86,894,777	152,492,765.00
13.00 SHARE CAPITAL :		
This is made up of the followings:		
Authorized:		
75,000,000 Ordinary Shares of Tk. 10/- each	750,000,000	750,000,000
Issued, Subscribed and Paid-up Capital :		
(43,079,980 Ordinary Shares of Tk. 10/- each fully Paid up)	430,799,800	430,799,800
	430,799,800	430,799,800



Particulars	(Figures in BDT)	
	30-Jun-2025	30-Jun-2024
14.00 Consolidated Revaluation Surplus		
Opening Balance	115,393,669	115,393,669
Addition during the year	-	-
Deferred tax on revaluation surplus on Land & Land Development during the year	-	-
Add/(Less): Transfer from/(to) retained earnings	-	-
	115,393,669	115,393,669
15.00 RETAINED EARNINGS:		
Opening Balance	(68,905,443)	(70,633,005)
Transfer from/(to) revaluation reserve to retained earnings (current)	-	-
Add/(Less): Net profit/(Loss) for the year	2,185,461	3,072,243
Less: Cash Dividend paid during the Year	(2,955,455)	(1,344,681)
	(69,675,437)	(68,905,443)
Share of Post Acquisition Subsidiaries Profit 98%	(69,675,437.00)	(68,905,443.00)
16.00 Non Controlling interest		
Legacy Shoes Ltd – NCI at acquisition	20,000	20,000
Opening Share of post-acquisition Profit/(Loss) @ 2%	680	-
Share of post-acquisition Profit/(Loss) @ 2%	4,871	680
	25,551	20,680
a) This represents the minority share holdings in Legacy Shoes Limited as on June 30, 2025		
b) Voting power is not different with proportion of ownership interest. The Group is using equity method of accounting in preparation of consolidated financial statements.		
17.00 WORKERS PROFIT PARTICIPATION FUND :		
The above amount represents provision for Workers Profit Participation Fund for 12 months as well unpaid amounts from previous fiscal year. Provision has been made @ rate 5 % on the net profit before tax.		
Opening Balance	258,647	301,509
Additions during the period (5% of Net Income before tax)	166,636	258,647
Less: Payments made during the year	-	(301,509)
Closing Balance	425,283	258,647
18.00 Lease liability		
Opening balance	2,044,758	-
Add: Addition during the year	-	2,697,195
Add: Finance cost	206,983	77,563
Less: Rent paid	(570,000)	(730,000)
Closing balance	1,681,741	2,044,758
Allocated to:		
Non-current liabilities	1,276,716	1,681,741
Current liabilities	405,025	363,017
Total	1,681,741	2,044,758
19.00 Consolidated Deferred Tax Liability		
A Deferred Tax (Income)/Expenses recognised in profit and Loss Account:		
i) Property, Plant & Equipment-Cost		
WDV of Property, Plant & Equipment (excluding Land) - Carrying Value	132,567,533	113,646,491
WDV of Property, Plant & Equipment (excluding Land) - Tax Value	112,739,876	94,589,144
Taxable/(Deductible) Temporary Difference	17,209,727	19,057,347
Income Tax Rate	12%	12%
Deferred Tax (Assets)/Liability	2,065,167	2,286,882
ii) Investment in Marketable Securities		
Market Value of Investment in Marketable Securities	13,077,960	-
Cost Value of Investment in Marketable Securities	15,695,890	-
Taxable/(Deductible) Temporary Difference	(2,617,930)	-
Income Tax Rate	15%	15%
Deferred Tax (Assets)/Liability	(392,689)	-
Closing Deferred Tax (Assets)/Liability (i+ii)	1,672,478	2,286,882

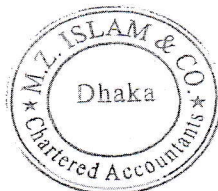


Particulars	(Figures in BDT)	
	30-Jun-2025	30-Jun-2024
Closing Deferred Tax (Assets)/Liability	1,672,478	2,286,882
Opening Deferred Tax (Assets)/Liability	2,286,882	2,444,461
Deferred Tax Expenses/(Income) to be Recognized in Profit & Loss Account	(614,404)	(157,579)
B Deferred Tax (Income)/Expenses recognised in other Comprehensive income and revaluation surplus:		
Land & Land Development-Revaluation		
WDV of Land & Land Development - Carrying Value	170,451,900	158,110,000
WDV of Land & Land Development - Tax Value	34,694,642	22,352,742
Taxable/(Deductible) Temporary Difference	135,757,258	135,757,258
Income Tax Rate	15%	15%
Closing Deferred Tax (Assets)/Liability on Revaluation	20,363,589	20,363,589
Closing Deferred Tax Liability	20,363,589	20,363,589
Opening Deferred Tax Liability	20,363,589	20,363,589
Deferred Tax (Income)/Expenses recognised in other Comprehensive income and revaluation surplus:	-	-
Total Deferred Tax (Assets)/Liability (A+B)	22,036,067	22,650,471
20.00 Consolidated Trade & Other Payable		
Trade Payable	1,682,310	1,418,142
Advance against Sales	74,480	-
Security Deposit	1,480,000	1,480,000
	3,236,790	2,898,142
21.00 Consolidated Liability for Expenses:		
Salaries (H/O)	687,538.00	509,228
Salaries & Wages (Factory)	2,858,342.00	788,057
Electricity (Factory)	70,331.00	-
Access Telecom(BD) Ltd.	7,337.00	3,620
BDJOBSBD.COM	-	8,407
Telephone & Others (H/O)	192.00	4,217
TDS Payable	9,444.00	7,500
Knowledge Sharing Consultancy	10,000.00	2,500
CDBL Connection Fees	157,000.00	-
CSE Annual Listing Fees	365,400.00	285,364
VAT Payable	180,776.00	67,371
CDBL Internet Connection	-	2,235
Audit Fee	316,250.00	258,750
	4,662,610	1,937,249
22.00 Loan & Advance		
Advance Against Sales	-	143,880
Managing Director	153,500	153,500
	153,500	297,380
23.00 UNCLAIMED DIVIDEND		
Unclaimed Dividend Less than 01 Year	72,293	34,800
Unclaimed Dividend Less than 03 Years	734,800	700,000
Unclaimed Dividend more 03 Year	-	-
Total	807,093	734,800
24.00 Consolidated Provision for Income Tax		
Opening Balance	17,667,845	26,637,580
Provision during the year	2,236,280	2,304,159
	19,904,125	28,941,739
Adjusted during the year	-	(11,273,894)
Closing Balance	19,904,125	17,667,845

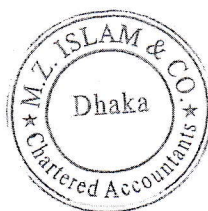


LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2025

Particulars	(Amount in BDT)	
	30-Jun-25	30-Jun-24
25.00 Consolidated Sales Revenue		
Net Sales	55,809,299	21,994,931
	<u>55,809,299</u>	<u>21,994,931</u>
26.00 Consolidated Cost of Goods Sold:		
Raw Material Consumed (Leather & Chemical) [26.01]	6,932,660	848,589
Material Consumed (Accessories) [26.02]	3,391,404	377,360
Packing Material Consumed [26.03]	681,049	222,628
Spare Parts Consumed [26.04]	1,710,593	185,100
Manufacturing Overhead [26.05]	34,603,382	16,472,151
Cost of Goods Manufacturing	47,319,088	18,105,828
Work in Process (Opening)	207,181	132,692
Work in Process (Closing)	(1,121,879)	(207,181)
Cost of Production	46,404,390	18,031,339
Opening stock of Finished Goods	3,161,882	1,755,584
Closing stock of Finished Goods	(6,219,258)	(3,161,882)
Total Cost Goods Sold	43,347,014	16,625,041
26.01 Consolidated Raw Materials Consumed (Leather & Chemical):		
Opening Stock	18,553,075	828,314
Purchase during the period	14,479,167	18,573,350
Closing Stock	(26,099,583)	(18,553,075)
Raw Materials Consumed	<u>6,932,660</u>	<u>848,589</u>
26.02 Consolidated Accessories Materials Consumed :		
Opening Stock	1,852,129	409,266
Add : Purchase during the period	8,062,940	1,820,223
Less: Closing Stock	(6,523,665)	(1,852,129)
Accessories Materials Consumed	<u>3,391,404</u>	<u>377,360</u>
26.03 Consolidated Packing Materials Consumed :		
Opening Stock	293,343	127,394
Add : Purchase during the period	730,971	388,577
Less: Closing Stock	(343,265)	(293,343)
Packing Materials Consumed	<u>681,049</u>	<u>222,628</u>
26.04 Consolidated Spare Parts Consumed :		
Opening Stock	324,625	467,600
Add : Purchase during the period	1,936,588	42,125
Less: Closing Stock	(550,620)	(324,625)
Spare Parts Consumed	<u>1,710,593</u>	<u>185,100</u>
26.05 Consolidated Manufacturing Overhead :		
Wages, Salary & Allowances	16,637,259	3,772,075
Bonus & Overtime	2,180,836	401,308
Depreciation (Annexure-01)	11,358,198	11,142,400
Depreciation on ROU assets	539,439	224,766
Electricity, Gas & Water	1,268,686	601,075
Carriage Inward	-	41,124
Job Work Charge	1,326,694	-
Repairs & Maintenance	494,914	83,292
Fuel & Lubricant	401,733	44,458
Insurance Premium	-	-
Internet	48,000	44,809
Medical Expenses	29,005	5,674
Fooding Expenses	87,968	35,421
Conveyance	79,531	31,667
Stationery	66,032	15,648
Misc.Expenses	75,357	23,764
Telephone & Mobile	9,730	4,670
	<u>34,603,382</u>	<u>16,472,151</u>



Particulars	(Amount in BDT)	
	30-Jun-25	30-Jun-24
27.00 Consolidated Administrative Overhead:		
Salaries and Allowances	7,145,148	4,345,487
Bonus	730,530	402,000
AGM/EGM Expnses	192,400	109,620
Entertainment	75,229	859
Printing & Stationary	111,688	38,502
Medical Expenses	10,100	5,064
Office Rent & Other charges	688,500	631,000
Traveling & Conveyance	136,271	31,389
Fooding Expenses	78,630	90,000
Recruitment Expenses	24,258	40,842
Telephone & Mobile	5,365	4,535
Telex, Fax & Photocopy	-	9,610
Electricity & Wasa	86,300	47,684
Audit Fee	264,500	258,750
Proceed Utilization Audit Fee	258,750	553,825
CSE Annual and Others Fees	897,467	
DSE Annual and Others Fees	225,093	270,400
Amortizarion of Intangible Assets (Annexure-II)	337,514	28,467
Depreciation (Annexure-I)	607,385	590,410
CDBL Connection Fees	157,000	
Computer accessories, networking & software Exp	40,600	78,000
Postage & Stamp	6,387	10,580
Legal & Consultancy Fees	296,436	
Misc. Expenses	81,580	51,890
Repairs & Maintenance	32,740	54,365
Board Meeting Fee	66,666	
Registration & Renewals	429,233	664,478
PSI Expenses	64,078	
Internet and Dish bill	71,500	38,400
	13,121,348	8,356,157
28.00 Consolidated Selling Expenses:		
Promotional Expenses	119,760	146,355
Sample Distribution	-	3,511
	119,760	149,866
29.00 Consolidated Bank Charges & Commission		
Bank Charges & Commission	151,011	251,025
Finance costs-lease liability	206,983	77,563
Interest on Long Term Loan	-	
	357,994	328,588
30.00 Consolidated Other Income:		
FDR Interest	7,099,509	8,649,812
Capital Gain/(Loss)	(415)	186,729
Unrealised Capital Gain/(Loss)	(2,617,930)	-
Dividend income	420,346	-
Rental Income	214,150	106,330
	5,115,661	8,942,871
31.00 Addition during the year:		
Tax on Business income	506,637	87,114
Tax on other income	1,729,643	2,217,045
	2,236,280	2,304,159



32.00 DIRECTORS OF THE COMPANY:

a) Number of Directors:

There are Five Directors including One Independent Directors of the Company for the year ended 30 June, 2025

b) Salary and Remuneration of the Management team:

Aggregate amount paid to the Management team for their services rendered as defined in the schedule

12 (2) Para 4 part- ii of Securities and Exchange Rules 1987 are given below:

Sl. No.	Name	Designation	12 Months (Tk.)
1	Quazi Rafi Ahmad	Managing Director	1,359,600
2	Md. Mahaboob Hasan	CFO	465,000
3	Md Mamun Hossain	Ex. CFO	565,000
4	Sha-Alam Sapon	CS	945,000

33.00 Earning per share (EPS)

Basic earnings per share:

Profit after tax

Profit attributable to ordinary shareholders

Total weighted average number of shares outstanding during the year

Basic earnings per share (Tk 10/= per Share)

2,190,332	3,072,923
2,190,332	3,072,923
43,079,980	43,079,980
0.05	0.07

Diluted earnings per share:

Profit attributable to ordinary shareholders

Weighted-average number of ordinary shares outstanding during the year

Diluted potential number of ordinary shares

Total number of shares as dilutive potential ordinary shares

2,190,332	3,072,923
43,079,980	43,079,980
43,079,980	43,079,980

Diluted earnings per share (Tk 10/= per Share)

Particulars	Amount	No of Days use capital	No Day in a year	Weight	Price per Share	weighted number of share
Share Capital	430,799,800	360	360	1	10	43,079,980

34.00 Net Asset Value Per Share (NAVPS)

Shareholders' Equity

No. of Share for Share Capital

Potential No. of Share for Share Money Deposit

Total No of Share to Calculate Net Asset Value Per Share

NAVPS (Net Asset Value Per Share)

482,994,163	483,764,157
43,079,980	43,079,980
-	-
43,079,980	43,079,980
11.21	11.23

35.00 Net Operating Cash Flow per Share (NOCFPS)

Net Operating Cash Flow

No. of Share for Share Capital

Potential No. of Share for Share Money Deposit

Total No of Share to Calculate Net Asset Value Per Share

Net Operating Cash Flow per share

(31,412,671.00)	(35,504,663.00)
43,079,980	43,079,980
43,079,980	43,079,980
(0.73)	(0.82)

36.00 Cash Received from Customers

Revenue

Add: Trade Receivable balance b/d

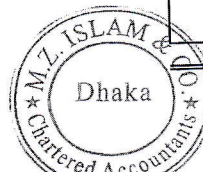
Less: Trade Receivable balance c/d

Add: Advance against Sales c/d

Less: Advance against Sales b/d

Less: Adjusted during the year (Bad debt)

55,809,299	21,994,931
28,061,800	13,387,325
(34,017,098)	(28,061,800)
74,480	-
-	-
49,928,481	7,320,456



37.00 Cash Paid to Suppliers, employees and others expenses

Cost of Goods Sold	(43,347,014)	(16,625,041)
Administrative expenses	(13,121,348)	(8,356,157)
Selling and distribution Expenses	(119,760)	(149,866)
Adjustment for Depreciation	11,965,583	11,732,810
Depreciation on ROU Assets	539,439	224,766
Finance Cost Lease Liability	-	77,563
Adjustment for Amortization	337,514	28,467
Workers Participation Fund		(301,509)
Increase/Decrease Trade Payables except Advance against Sales	264,168	1,387,746
Increase/Decrease Liability for expenses	2,725,361	(728,307)
Increase/Decrease Inventory	(16,466,035)	(20,671,385)
Increase/Decrease Advance deposits and prepayments	(24,854,355)	(4,645,700)
	(82,076,447)	(38,026,613)

Cash Paid to Suppliers, employees and others expenses seem to significant deviation compare to same period of earlier financial year due to paid advance to leather supplier for smoothing our operation. Subsequently, we got back that advance from this supplier. On the other hands, previously we had adjusted it with operation activity thus back also have adjusted with operation activities.

38.00 Income Tax paid

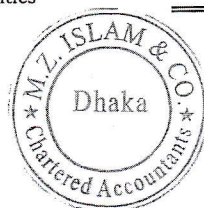
Opening AIT	1,711,405	-
Less: Closing AIT	(3,543,337)	(1,711,405)
Less: Current year Provision	(2,236,280)	(2,304,159)
Less: Opening Provision for Tax	(17,667,845)	(26,637,580)
Closing Provision for Tax	19,904,125	17,667,845
	(1,831,932)	(12,985,299)

39.00 Cash flow for Property Plant and Equipment / Capital in Working Progress

Property Plant & Equipments	(1,930,348)	(12,880,154)
Capital Work In Progress	(19,396,880)	(22,245,000)
	(21,327,228)	(35,125,154)

40.00 Reconciliation of Net profit before tax with Cash flow from operating activities

Net profit before income tax	3,812,208	5,219,503
Financial Expenses	357,994	328,588
Workers' Profit Participation Fund (WPPF)	166,636	258,647
Adjustment for Depreciation	11,965,583	11,732,810
Depreciation on ROU assets	539,439	224,766
Finance costs-lease liability		77,563
Adjustment for Amortization	337,514	28,467
Adjustment for Unrealised Capital Gain/(Loss)	(2,617,930)	-
Workers' Profit Participation Fund (WPPF)	-	(301,509)
(Increase)/Decrease Inventory	(16,466,035)	(20,671,385)
(Increase)/Decrease Receivable	(5,527,808)	(15,101,965)
Increase/Decrease Advance deposits and prepayments	(24,854,355)	(4,645,700)
Increase/(Decrease) Accounts Payables	338,648	1,387,746
Increase/Decrease Liability for expenses	2,725,361	(728,307)
Financial Expenses	(357,994)	(328,588)
Income Tax Paid	(1,831,932)	(12,985,299)
Abnormal Income	-	-
Net Cash (used in)/generated by operating activities	(31,412,671)	(35,504,663)



LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
CONSOLIDATED SCHEDULE OF PROPERTY, PLANT & EQUIPMENT

AS ON 30 June, 2025

Particulars	COST		Depr. Rate	DEPRECIATION		
	Balance as on 01 July, 2024	Addition		Transfer from CWIP	Balance as on 30 June, 2025	Written Down Value As on 30 June, 2025
Land and Land Development (Revaluation)	22,352,742	-	0%	12,341,900	34,694,642	34,694,642
Land and Land Development	135,757,258	-	0%	-	135,757,258	135,757,258
Building & Civil work	92,485,408	-	10%	10,638,551	103,123,959	85,560,540
Plant & Machinery	128,461,566	335,925	10%	12,153,900	140,951,291	36,773,864
Equipments	4,835,264	1,192,529	10%	6,027,793	6,027,793	2,075,097
Furniture	2,882,625	230,282	10%	-	3,112,907	596,317
Generator	1,166,000	-	10%	-	1,166,000	724,452
Air Compressor with Trolley	99,000	-	10%	-	99,000	38,823
CC Camera	147,500	-	10%	-	147,500	60,177
Air Conditioner	1,000,000	102,412	10%	-	1,102,412	44,043
Water Filter	14,000	5,000	10%	-	19,000	450,186
Computer	443,600	64,300	25%	-	507,900	8,680
Office decoration	3,590,074	-	10%	6,507,529	10,097,603	170,963
Balance as on 30 June, 2025	393,235,037	1,930,348		41,641,880	436,807,265	7,838,404
						304,773,269

Figures in Taka

30-Jun-25	30-Jun-24
11,358,198	11,142,400
607,385	590,410
11,965,583	11,732,810

Depreciation charged to Cost of Goods Sold
Dep. charged to Administrative Overhead

LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
Consolidated Schedule of Property, Plant & Equipment

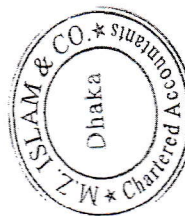
AS ON 30 June, 2024

Particulars	COST / Revaluation		Depr. Rate	DEPRECIATION		
	Balance as on 07 January, 2023	Addition		Adjustment	Balance as on 30/06/2024	Written Down Value As on 30/06/24
Land and Land Development (REVALUATION)	135,757,258	-	0%	-	-	135,757,258
Land and Land Development	22,352,742	-	0%	-	-	22,352,742
Building & Civil work	91,041,521	1,443,887	10%	-	9,140,249	83,345,159
Plant & Machinery	118,330,377	10,131,189	10%	-	2,169,698	27,125,681
Equipments	4,650,764	184,500	10%	-	108,111	1,111,375
Furniture & Fixtures	2,576,521	306,104	10%	-	22,523	432,292
Generator	516,000	650,000	10%	-	35,272	804,947
Air Compressor with Trolley	83,000	16,000	10%	-	52,403	43,137
CC Camera	147,500	-	10%	-	3,460	55,863
Air Conditioner	1,000,000	-	10%	-	93,126	48,937
Water Filter	384,600	59,000	25%	-	558,006	397,795
Computer	3,500,600	89,474	10%	-	240,149	4,645
Office decoration	380,354,883	12,880,154	10%	-	1,887,524	163,651
					2,051,069	1,539,005
Balance as on 30 June, 2024	380,354,883	12,880,154		108,375,603	11,732,810	273,126,624

Figures in Taka

30-Jun/2024	30-Jun/2023
11,142,400	4,788,806
590,410	252,042
11,732,810	5,040,848

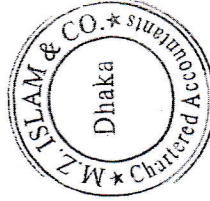
Depreciation charged to Cost of Goods Sold
Dep. charged to Administrative Overhead



LEGACY FOOTWEAR PLC AND ITS SUBSIDIARY
CONSOLIDATED SCHEDULE OF INTANGIBLE ASSETS
AS AT 30 June 2025

Annex- II

COST VALUE		COST		Depr. Rate	AMORTIZATION				Written Down Value As on 30 Jun, 2025
		Balance as on 01 July, 2024	Balance as on 30 Jun, 2025		Balance as on 01 July, 2024	Charged	Adjustment	Balance as on 30 Jun, 2025	
Sl. No.	Particulars								
1	Licences	1,708,038	8,000	20%	28,467	337,514	-	365,981	1,350,057
	As on 30-06-202	1,708,038	8,000		28,467	337,514	-	365,981	1,350,057



Auditor's Report and Audited Financial Statements

Of

**Legacy Footwear PLC
For the year ended June 30, 2025**

Auditors



MZ Islam & Co.
Chartered Accountants



*An International Affiliated Member Firm of
MGM Accountants Pty Ltd. Australia*

Chamber: 10 (4-7), Eastern View (10th Floor) 50, DIT Ext. Road, Nayapaltan, Dhaka-1000.
TEL: 88-02-48310365, 88-02-222220092 E-mail: mzislam.ca@gmail.com



এম, জেড, ইসলাম এন্ড কোং
M. Z. ISLAM & CO.
Chartered Accountants



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Independent Auditors' Report

To the Shareholders of **Legacy Footwear PLC**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Legacy Footwear PLC** (the Company), which comprise the Statement of Financial Position as at June 30, 2025; Statement of Profit or Loss and Other Comprehensive Income; Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information disclosed in notes 1 to 47 and Annexure- I-III.

In our opinion, the accompanying financial statements presents fairly, in all material respects, the financial position of the Company as at June 30, 2025, and of its financial performance and its cash flows for the year then ended in accordance with International Accounting Standards (IASs), International Financial Reporting Standards (IFRSs) and other applicable laws and regulations.

Basis for Opinion

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

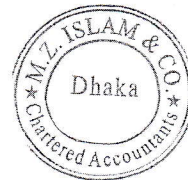
Emphasis of Matter

Property Plant and Equipment (Note 05)

During our audit, we observed that the company has not maintained a fixed asset register or any detailed schedule for Property, Plant and Equipment (PPE). Moreover, an amount of **BDT 41,641,880/=** was transferred to PPE from CWIP during the year. The Company provided supporting documents such as bills and vouchers; however, no third-party confirmation was performed or provided. Though during our physical verification, we were able to trace the existence of the additional work carried out.

Sales Revenue (Note 23)

The company mentioned sales revenue amounting to **BDT 45,964,182/=** for the year ended 30th June 2025. We have collected the copy of VAT return but couldn't match the sales amount. Moreover, no reconciliation was prepared with the VAT return and sales. This is in violation of the VAT and supplementary act 2012. Though their sales are reflected in the bank statements. We highlight this matter for users' attention. Our opinion is not modified in respect of this matter.



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Workers Profit Participation Fund (Note 17)

As disclosed in Note 17, the company has recognized **BDT 425,283/=** as liabilities for Workers' Profit Participation Fund (WPPF), which includes a prior year balance of **BDT 258,647/=** that remains unpaid to the fund. As per Section 234(b) of the Bangladesh Labor Act, 2006, the company is required to transfer the payable amount to the WPPF within nine months from the end of the respective financial year. Furthermore, the company has not made any interest provision on the unpaid amount as required under Section 240(2) of the said Act.

Our key audit matters

Key audit matters are those matters that, in our professional judgment, where of most significance in the audit of the financial statements for the year ended on June 30, 2025. These matters were addressed in the context of the audit of the financial statements as a whole and in forming the auditors' opinion thereon and we do not provide a separate opinion on these matters.

In addition to the matter described in the basis for qualified opinion section each matter mentioned below our description of how our audit addressed the matter is provided in the context. We have fulfilled the responsibilities described in the auditors' responsibilities for the audit of the financial statements section of our report, including in relation to these matters.

Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatements of our financial statements, the results of our audit procedures, including the procedures performed to address the matters below,

Key Audit Matter	Our response to the key audit matter
Revenue Recognition	
During the year, the company has recognized revenue of BDT 45,964,182 for the year ended on June 30, 2025. The company's revenue recognition process is not complex and does not involve high level of judgement. However, this is a significant driver of company performance and has major impact on the financial statement user's decision making. Finally, this account always has risk of management over-ride of internal controls. Details of Revenue Recognition are included in Note 24.00 to the financial statements.	Our audit procedures are included: <ul style="list-style-type: none"> • Obtain an understanding of company's internal controls, systems and processes around revenue recognition and accounts receivable. • Review invoices, delivery reports and other supporting documents such as recognized. • Test subsequent receipts for receivable balances to substantial existence, collectability and completeness of accounts receivable recognized on the books.

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	<ul style="list-style-type: none"> Inspect correspondence with clients and customers to determine whether provisions are necessary.
Inventory	
<p>The company's Inventory balance as at June 30, 2025. BDT 39,499,068. This represents 7.44% of total assets of the company. There is estimation performed by management in regard to obsolescence and determination of net realizable value. Based on the requirement of estimates and the fact that this is major asset category, this was determined to be a key audit matter.</p> <p>Details of Inventory are included in Note 10.00 to the Financial Statements.</p>	<p>Our audit procedures are included:</p> <ul style="list-style-type: none"> Obtain an understanding company's internal controls systems and processes around inventory management. Perform procedures over inventory purchases to substantiate existence, completeness and valuation of inventory. Perform physical inspection of inventory of determine the existence and valuation inventory. Perform price testing of inventory of determine inventory valuation and determine whether inventory is obsolete or not. Revenue prices received by the company and the overall gross margin earned to determine whether the company is able to recover the net realizable value of inventory.
Property, Plant and equipment (PPE)	
<p>Property, Plant and equipment (PPE) was recognized at carrying value aggregating to BDT 303,019,433/= representing over 57.10% of total assets of the company as on June 30, 2025.</p> <p>Since PPE forms a significant part of the company's total assets, it also involves management judgment to determine estimated useful lives to charge depreciation. Besides, PPE is also subject to impairment review.</p>	<p>Our audit procedures performed during the audit to address the risks identified consist of the following:</p> <ul style="list-style-type: none"> Obtaining and documenting detailed understanding regarding procurement process of PPE and identified relevant control points and their effects. Reviewing recognition, measurement and valuation basis of PPE in compliance with requirement of IAS-16: Property, plant and equipment.



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See Note no 5.00 to the financial statements

- Performing test of details against sampled population with supporting evidence as maintained by the company to test the accuracy, valuation of capitalized amount and ownership of the assets.
- Assessing the appropriateness and presentation of disclosure notes to the financial statements with the requirement of IAS 16 and other relevant IFRSs.

Other Information

Management is responsible for the other information. The other information comprises all of the information in the Annual report other than the financial statements and our auditors' report thereon. The directors are 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.

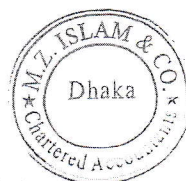
In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 1987 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.



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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:

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

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



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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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.

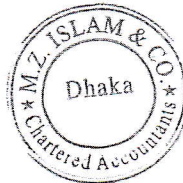
Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994 and the Securities and Exchange Rules 1987 and relevant notifications issues by Bangladesh Securities and Exchange Commission, we also report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) In our opinion, proper books of accounts, as records and other statutory books as required by law have been kept by the Company so far as it appeared from our examination of these books;
- c) The statements 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 accounts and returns, and
- d) The expenditure incurred was for the purposes of the Company's business.

Place: Dhaka

Dated: 28 October 2025



Dahan

Md. Matiur Rahman FCA, FCMA
ICAB Enrollment No. 0765
Partner
M.Z. Islam & Co.
Chartered Accountants
DVC: 2510280765AS560350

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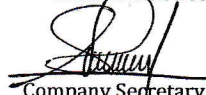
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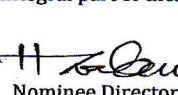
LEGACY FOOTWEAR PLC
STATEMENT OF FINANCIAL POSITION
AS ON 30 JUNE 2025

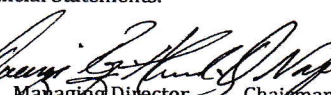
Particulars	Note	(Figures in BDT)	
		30-Jun-25	30-Jun-24
ASSETS			
Non Current Assets		306,099,490	297,411,062
Property, Plant and Equipment's	5.00	303,019,433	271,756,491
Intangible Assets	Annex- II	1,350,057	1,679,571
Capital Work In Progress and In Transit	6.00	-	22,245,000
Investment in Subsidiaries	7.00	980,000	980,000
Long Term Security Deposit	8.00	750,000	750,000
Current Assets		224,549,838	230,913,679
Inventories	9.00	39,499,068	23,526,681
Investment in Marketable Securities	10.00	13,077,960	1,000,000
Accounts Receivable	11.00	33,159,085	28,395,590
Advances, Deposits & Prepayments	12.00	52,047,325	25,596,952
Cash and Cash Equivalents	13.00	86,766,400	152,394,456
Total Assets		530,649,328	528,324,741
EQUITY AND LIABILITIES			
Equity		482,722,154	483,730,850
Share Capital	14.00	430,799,800	430,799,800
Tax Holiday Reserve		6,476,131	6,476,131
Revaluation Surplus	15.00	115,393,669	115,393,669
Retained Earnings/(Deficit)	16.00	(69,947,446)	(68,938,750)
Non Current Liabilities		22,461,350	22,909,118
Workers Profit Participation Fund	17.00	425,283	258,647
Lease liability (non-current portion)			
Deferred Tax Liability	18.00	22,036,067	22,650,471
Current Liabilities		25,465,824	21,684,773
Trade & Other Payable	19.00	1,754,525	1,480,000
Liability for Expenses	20.00	3,248,565	1,814,698
Unclaimed Dividend	21.00	807,093	734,800
Provision for Income Tax	22.00	19,655,641	17,655,275
Total Equity & Liabilities		530,649,328	528,324,741
Net Asset Value per share (NAVPS)	31.00	11.21	11

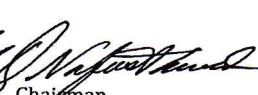
The annexed notes are integral part of these Financial Statements.


CFO


Company Secretary

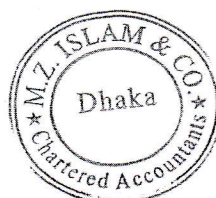

Nominee Director



Managing Director


Chairman

Signed in terms of our separate report of even date.

Place: Dhaka, Bangladesh
Date: 28 October 2025



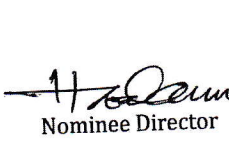
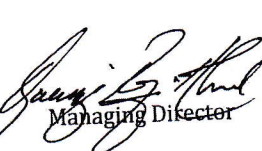
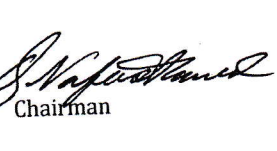



Md. Matiur Rahman FCA, FCMA
ICAB Enrolled No. 0785
Partner
M. Z. Islam & Co.
Chartered Accountants
DVC: 2510280765AS560350

LEGACY FOOTWEAR PLC
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
For the year ended June 30, 2025

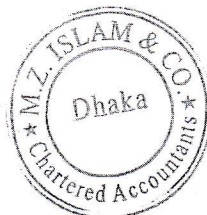
Particulars	Notes	(Amount in BDT)	
		30-Jun-25	30-Jun-24
Sales Revenue	23.00	45,964,182	20,706,590
Less: Cost of Goods Sold	24.00	(35,639,870)	(15,687,446)
Gross Profit / (Loss)		10,324,312	5,019,144
Administrative Expenses	25.00	(11,686,302)	(8,136,788)
Selling & Distribution Expenses	26.00	(109,760)	(144,256)
Financial Expenses	27.00	(144,554)	(249,378)
Operating Profit/(Loss)		(1,616,304)	(3,511,278)
Other Income	28.00	5,115,661	8,942,871
Net Profit / (Loss) before Tax and WPF		3,499,357	5,431,593
Provision for Workers participation Fund	17.00	(166,636)	(258,647)
Net Profit / (Loss) before Tax		3,332,721	5,172,946
Less: (Tax Expense)/Tax Income		(1,385,962)	(2,134,010)
Current Tax from Operational Income	29.00	(2,000,366)	(2,291,589)
Deferred Tax (Expense)/Income	18.00	614,404	157,579
Net Profit/(Loss) after tax		1,946,759	3,038,936
Basic Earnings Per Share (EPS)	30.00	0.05	0.07


The annexed notes are integral part of these Financial Statements.

 CFO
 Company Secretary
 Nominee Director
 Managing Director
 Chairman

Signed in terms of our separate report of even date.

Place: Dhaka, Bangladesh
Date: 28 October 2025




Md. Matiur Rahman FCA, FCMA
 ICAB Enrolled No. 0785
 Partner
M. Z. Islam & Co.
 Chartered Accountants
 DVC: 2510280765AS560350

LEGACY FOOTWEAR PLC
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
For the year ended June 30, 2025

Particulars	Share Capital	Revaluation Surplus	Tax Holiday Reserve	Retained Earnings/(Deficit)	Amount in Taka
Balance as at 07 Jan, 2024	430,799,800	115,393,669	6,476,131	(68,938,750)	483,730,850
Profit for the year	-	-	-	1,946,759	1,946,759
Cash Dividend Paid During the year	-	-	-	(2,955,455)	(2,955,455)
Balance as at 30 Jun, 2025	430,799,800	115,393,669	6,476,131	(69,947,446)	482,722,154

LEGACY FOOTWEAR PLC
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
For the year ended June 30, 2024

Particulars	Share Capital	Revaluation Surplus	Tax Holiday Reserve	Retained Earnings/(Deficit)	Amount in Taka
Balance as at 07 Jan, 2023	430,799,800.00	115,393,669	6,476,131.00	(70,633,005.00)	482,036,595
Profit for the year	-	-	-	3,038,936	3,038,936
Cash Dividend Paid During the year	-	-	-	(1,344,681)	(1,344,681)
Balance as at 30 Jun, 2024	430,799,800	115,393,669	6,476,131	(68,938,750)	483,730,850

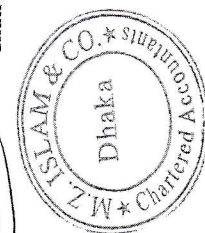
The annexed notes are integral part of these Financial Statements.

M. Masum
CFO

H. S. Khan
Nominee Director

S. M. Zahidul Haque
Managing Director


Chairman




LEGACY FOOTWEAR PLC
STATEMENT OF CASH FLOWS
For the year ended June 30, 2025

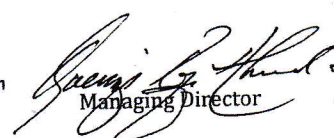
Particulars	Notes	July to June 2024-25	July to June 2023-24
Cash flow from Operating Activities: (A)			
Cash receipts from customers	32.00	40,848,364	6,391,815
Cash receipts from others		2,925,221	8,515,381
Cash paid to suppliers, employees and others	33.00	(74,507,787)	(37,876,638)
Income Tax/TDS Paid		(1,596,018)	(12,956,036)
Financial Expenses		(144,554)	(249,378)
Net cash flow from Operating Activities:		(32,474,774)	(36,174,856)
Cash flow from Investing Activities: (B)			
Acquisition of Property, Plant and Equipmeents	35.00	(20,801,403)	(33,719,890)
Intangible Assets		(8,000)	(1,708,038)
Long Term Security Deposit		-	(598,000)
Investment in Marketable Securities		(9,460,030)	(1,000,000)
Receivable from Subsidiary		(687)	(266,000)
Investment in Subsidiary		-	(980,000)
Net cash flow from Investing Activities:		(30,270,120)	(38,271,928)
Cash flow from Financing Activities: (C)			
Dividends Paid in the Year		(2,883,162)	(3,390,841)
Loan paid to Bank		-	(116,647,304)
Net cash flow from Financing Activities		(2,883,162)	(120,038,145)
Net changes increase/(decrease) in cash and cash equivalents (A+B+C)		(65,628,056)	(194,484,929)
(e) Opening Cash & Bank Balances		152,394,456	346,879,385
Cash & cash equivalents at the end of the period		86,766,400	152,394,456
Net Operating Cash Flow per Share (NOCFPS)	32.00	(0.75)	(0.84)

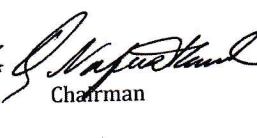
The annexed notes are integral part of these Financial Statements.


CFO


Company Secretary


Nominee Director


Managing Director


Chairman



Legacy Footwear PLC
Notes to the Interim Financial Statements
For the year ended June 30, 2025

1 REPORTING ENTITY

Legacy Footwear Ltd. was incorporated as a private limited company in Bangladesh on 23 July, 1996 under the Companies Act- 1994 and vide Registration No C-126912/2015. It is a 100% export oriented company. The name of the company has been changed from Legacy Footwear Ltd. to

Legacy Footwear PLC vide the Registration No: C-31026 Dated- 2nd January, 2024

Address of registered office of the company and factory of the company

Corporate office: The Corporate office of the company is located at House-133, (Ground Floor), Lane-01 (West Side), DOHS Baridhara, Dhaka-1206

Factory Address: The factory is situated at Vannara Village, Mouchak Mouza, PS- Kaliakair, Gazipur District

The company is engaged in the production of all types of quality leather/synthetic footwear and export 100% of its produce to international market.

2.00 Basis of preparation of Financial statements

Significant Accounting Policy for the presentation of the financial Statements

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

2.01 Corporate financial statements and reporting

This comprises Statement of Financial Position, Statement of Profit or Loss and other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and other explanatory notes covering accounting policies.

This is prepared under the historical cost convention and in accordance with the requirements of the Companies Act, 1994, International Financial Reporting Standards (IFRS) and International Accounting Standards (IASs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) and as applicable to this Company.

The Board of Directors are responsible for preparing and presenting the financial statements including adequate disclosures, who approved and authorized for issue of this financial statements.

The preparation of the financial statements in conformity with the International Accounting Standards (IASs) requires Board of Directors to make estimates and assumptions that affect the reported amounts of revenues and expenses, assets and liabilities at reporting date. Due to the inherent uncertainty involved in making estimates, actual result could differ from those estimates.

2.02 Fundamental accounting concepts/ assumptions

The financial statements have been prepared based on Going concern assumption, Consistency concept, Accrual basis and such other convention as required by IAS-1 for fair presentation of financial statements.

2.03 Compliance with IAS & IFRS

The following IAS is applicable to the financial statements for the year under review:

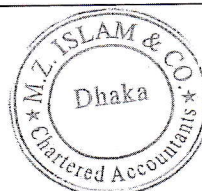
IAS	Title	Remark
IAS 1	Presentation of Financial Statements	Applied
IAS 2	Inventories	Applied
IAS 7	Statement of Cash Flows	Applied
IAS 8	Accounting policies, Changes in Accounting Estimates & Errors	Applied
IAS 10	Events after the Reporting period	Applied
IAS 12	Income Taxes	Applied
IAS 16	Property, Plant And Equipment	Applied
IAS 19	Employee Benefits	Applied
IAS 21	The Effects of Changes in Foreign Exchange Rates	Applied
IAS 23	Borrowing Costs	Applied
IAS 24	Related Party Disclosures	Applied
IAS 32	Financial Instruments: Presentation	Applied
IAS 33	Earnings Per Share	Applied
IAS 36	Impairment of Assets	Applied
IAS 37	Provision, Contingent Liabilities and Contingent Assets	Applied
IAS 38	Intangible Assets	Applied

The following IFRS is applicable to the financial statements for the year under review:

IFRS	Title	Remark
IFRS 1	First-time Adoption of Bangladesh Financial Reporting Standards	Applied
IFRS 7	Financial Instruments: Disclosures	Applied
IFRS 8	Operating Segments	Not Applicable
IFRS 9	Financial Instruments	Applied
IFRS 15	Revenue From Contracts with Customers	Applied
IFRS 16	Leases	Applied

2.04 Reporting period

The period of the financial statements covers from 01 July, 2024 to 30 June, 2025



2.05 Comparative information and rearrangements thereof:

In accordance with the provisions of IAS- 1: "Presentation of Financial Statements", Comparative information that is available has been disclosed for all numerical information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current period's financial statements. Comparative figures have been re-arranged wherever considered necessary to ensure better comparability with the current period without causing any impact on the profit and value of assets and liabilities as reported in the financial statements.

2.06 Offsetting:

An entity shall not offset assets and liabilities or income and expenses, unless required or permitted by IFRS.

2.07 Leases Assets

A lease is defined as a contract or part of contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. Previously the company used to charge to consideration paid in its books as rent expenses. IFRS 16 introduced a single, on balance sheet accounting model for leases. As a result, the company, as a lessee has representing its obligation to make lease payments. The company applied IFRS 16 on 01 January, 2019 for the existing lease contracts. The company has only office rent agreement, which is classified as operating lease, which under IFRS 16 are required to be recognised on the company's Statement of Financial position. The nature and timing of expenses related to those lease has charged as IFRS 16 replaced the straight line operating lease expenses (As per IAS-17), with an amortisation charge for the right of use asset and interest expenses on lease liabilities. The company's all contractual payment to the lessor contains only fixed amounts of lease payment and no variable lease payments are embedded with the lease payments. The rental agreements do not include any automatic renewals nor do they include any guaranteed residual values of the underlying assets. The company recognised right of use assets at the commencement date of the lease (i.e the date the underlying assets is available losses, and adjusted for any remeasurment of lease liabilities. The cost of right of use asset includes that amount of lease liabilities recognised, initial direct cost incurred and lease payment made at or before the commencement date less any lease incentive received. At the commencement date of the lease the company recognised lease liabilities measure at the present of lease payment to be made over the lease term. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payment made. In addition, the carrying amount of liabilities is re-measured if there is a modification, a change in the lease term or a change in the in-substance fixed leased payment.

In addition to rental lease agreements which were previously termed as operating lease, the company also has existing leased which fall under finance lease category under IAS 17. For these lease, all the risk and rewards incidental to ownership are substantially transferred to the company and therefore, were recognised as finance leases. There is no change in the accounting treatment for these assets. The leased asset is capitalised at the commencement of the lease fair value of the leased property or lower at the present value of the minimum lease payment. Lease payment are apportioned between finance charge and reduction of the lease liability. The leased asset is depreciated over the useful life of assets.

2.08 Events after the reporting period.

In Compliance with the requirements of IAS 10 Events After the Reporting Period that Period that provide additional information about the company's position at the reporting date are reflected in the financial statements and events after the reporting period that are an adjusting events are disclosed in the notes reason of materiality. Non-adjusting event An event after the reporting period that is indicative of a condition that arose after the end of the reporting period.

2.09 Functional and presentational (Reporting) currency

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

2.10 Use of estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the reported value of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the result of which forms the basis of making the judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. However, the estimates and underlying assumptions are revised when there is material impact on the financial results of the company.

2.11 Approval of these Financial Statements by Board of Directors

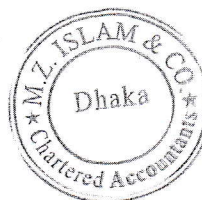
The Board of Directors has approved these Financial Statements on 28th October, 2025.

2.12 Regulatory Compliance

The financial Statements have been prepared in compliance with the following laws and regulations;

The Companies Act, 1994
 The Bangladesh Securities and Exchange Rule 2020
 The Bangladesh Securities and Exchange Commission Act 1993.
 The Income Tax Act, 2023
 The Value Added Tax (VAT) Supplementary Duty Act, 2012

2.13 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 year and were also consistent with those used in prior periods.

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

2.14 Recognition of Property, Plant & Equipments

Property, Plant & Equipment are accounted for according to IAS-16 "Property, Plant and Equipment" at historical cost less cumulative depreciation except land & land development and Building and other construction which is considered at revalued amount. The cost of assets includes expenditures that are directly attributable to the acquisition of the assets. The cost of self-constructed/ installed assets includes the cost of materials, direct labor and any other cost directly attributable to bringing the assets to the working condition for its intended use and the cost of dismantling and remove the items and restoring the site on which they are located.

Fair valuations are performed with sufficient frequency to ensure that the carrying amount of a revalued asset does not differ materially from its fair value. A revaluation surplus is recorded in OCI and credited to the asset revaluation surplus in equity. However, to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit & loss, the increase is recognised in profit and loss. A revaluation deficit is recognised in the statement of profit or loss, except to the extent that it offsets an existing surplus on the same asset recognised in the asset revaluation surplus. An annual transfer from the asset revaluation surplus to retained earnings is made for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost.

2.15 Depreciation on Property, Plant & Equipment

Depreciation is calculated and charged under diminishing balance method on all fixed assets other than land and land development. Depreciation on current year's addition is charged on monthly basis as and when the assets are ready for operation. The cost and accumulated depreciation of depreciable assets retired or otherwise disposed of are eliminated from the assets an accumulated depreciation.

Category of fixed assets	Rate of Depreciation
Land and Land Development	0%
Building & Civil work	10%
Plant & Machinery	10%
Equipments	10%
Furniture	10%
Generator	10%
Air Compressor with Trolley	10%
CC Camera	10%
Air Conditioner	10%
Water Filter	10%
Computer	25%
Office decoration	10%

Disposal:

The gain or loss arising on the disposal or retirement of an assets is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the income statement. Sales of land and building are accounted for when there is an unconditional exchange of contracts.

2.16 Revaluation of property, plant and equipment

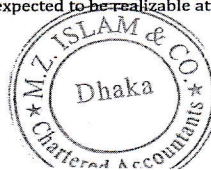
As per IAS16: Property, Plant and Equipment paragraph 34, "the frequency of revaluations depends upon the changes in fair values of the items of property, plant and equipment being revalued. When the fair value of a revalued asset differs materially from it carrying amount, a further revaluation is required. Some items of property, plant and equipment experience significant and volatile changes in fair value, thus necessitating annual revaluation. Such frequent revaluations are unnecessary for items of property, plant and equipment with only insignificant changes in fair value. Instead, it may be necessary to revalue the item only every three or five years"

To comply with the above paragraph, The Company made its first valuation of Land & Land Development and Building and civil construction on 30 June 2009 and secondly on 30 June 2023 a the independent valuers to reflect fair value (prevailing market price) thereof following "Current Cost Method".

Details of revaluation of property, plant and equipment:

Particulars of the assets	Name of the Valuer	Qualification of the Valuer	Date of Revaluation	Carrying amount of Assets	Value of Assets after revaluation	Revaluation Surplus/(Impairment)
Land & Land Development	Ashraf Uddin & Co.	Chartered Accountants	30/Jun/2023	92,992,615	158,110,000.00	65,117,385
Building & Civil work	Ashraf Uddin & Co.	Chartered Accountants	30/Jun/2023	148,638,739.00	91,041,521.00	(57,597,218)
Total				241,631,354	249,151,521	7,520,167

The increase in the carrying amount of revalued assets is recognized in the separate component of equity as Revaluation Surplus. However, the increase is recognized in the statement of Profit or Loss and Other Comprehensive Income for the year ended June 30, 2023 to the extent that, it reverses a revaluation decreased of the same assets previously recognized in the Statement of Comprehensive Other Income. Other Non-Current Assets were kept outside the scope of the revaluation works. These are expected to be realizable at written down value (WDV) as mentioned in the Statement of Financial Position of the company.



- 2.17 Revenue Recognition**
 The core principle of IFRS 15 is that an entity will recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This core principle is delivered in a five-step model framework:
- Identify the contract(s) with a customer
 - Identify the performance obligations in the contract
 - Determine the transaction price
 - Allocate the transaction price to the performance obligations in the contract
 - Recognise revenue when (or as) the entity satisfies a performance obligation.
- 2.18 Liabilities for expenses and other payables**
 Liabilities are recognized for the goods and services received, whether paid or not for those goods and services. Payables are not interest bearing and are stated at their nominal value.
- 2.19 Inventories**
 Inventories are stated at the lower of cost and net realizable value. Cost is determined using the Average Cost method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.
- 2.20 Cash and Cash Equivalents**
 Cash in hand and cash at banks have been considered as Cash and Cash Equivalents for the preparation of these financial statements, which were held and available for use by company without any restriction and there was no significant risk of changes in value of the same.
- 2.21 Statements of Cash Flows:**
 Statement of Cash Flows is prepared principally in accordance with IAS-7 "Statement of Cash Flows" and the cash flows from the operating activities have been presented under direct method.
- 2.22 Accounting Policies, Changes in Accounting Estimates and Errors:**
 Changes in accounting policies:
 An entity shall change an accounting policy only if the change:
 (a) is required by an IFRS; or
 (b) results in the financial statements providing reliable and more relevant information about the effects of transactions, other events or conditions on the entity's financial position, Financial performance or cash flows.
- 2.23 Borrowing costs**
 Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial year of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the year in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.
- 2.24 Income-tax expense**
Current Tax:
 Income tax is calculated and provision is made in compliance with the provisions of Finance Act 2024 and the Income Tax Ordinance 1984, Income Tax Act 2023.
Deferred tax
Taxable Temporary difference
 A deferred tax liability is recognized for all taxable differences, except to the extent that the deferred tax liability arises from the initial recognition of goodwill; or the initial recognition of an asset or liability in a transaction which is not a business combination; and at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).
Revaluations to fair value – Property, Plant and Equipment
 The revaluation does not affect taxable profits in the period of revaluation and consequently, the tax base of the asset is not adjusted. Hence a temporary difference arises. This is provided for in full based on the difference between carrying amount and tax base. An upward revaluation is therefore give rise to a deferred tax liability.
- 2.25 Foreign Currency Transaction:**
 Foreign currency transactions are recorded, on initial recognition in the functional currency at the spot exchange rate ruling at the transaction date.
 At the end of each reporting period, in compliance with the provision of IAS 21: The Effects of Changes in Foreign Exchange Rates, are determined as under :
- Foreign currency monetary items are translated using the closing rate.
 - Non-monetary items that are measured in terms of historical costs in a foreign currency are translated using the exchange rate at the date of the transaction.
 - Non-monetary items that are measured at fair value in a foreign currency is translated using the exchange rate at the date when the fair value is determined.
- Exchange differences arising on the settlement of monetary items or on translating monetary Items at rate different from those at which they were translated on initial recognition during the period or in previous financial statements is recognized in profit or loss in the period in which they arise.



3.00 Related party disclosures

IAS 24 *Related Party Disclosures* requires disclosures about transactions and outstanding balances with an entity's related parties. The standard defines various classes of entities and people as related parties and sets out the disclosures required in respect of those parties, including the compensation of key management personnel.

The company carried out several transactions with related parties in the normal course of business and arms' length basis. The information as required by IAS-24, related party disclosures has been disclosed in a separate note to the accounts.

4.00 Financial Instruments

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

Financial assets:

Financial assets of the company include cash and cash equivalents, accounts receivable, other receivables and equity instrument of another entity. The company initially recognized receivable on the date they are originated. All other financial assets are recognized initially on the date at which the company becomes a party to the contractual provision of the transaction. The company derecognizes a financial asset when, and only when the contractual rights or probabilities of receiving the cash flows on the financial assets in a transaction in which substantially all the risk and rewards of ownership of the financial assets are transferred.

Financial liability:

Financial liabilities are recognized initially on the transaction date at which the company becomes a party to the contractual provisions of the liability. The company derecognizes the financial liabilities when its contractual obligations are discharged or cancelled or expired. Financial liabilities includes payable for expense, liability for capital expenditure and other current liabilities.

4.01 Earnings Per Share & Diluted Earning Per Share

Earnings Per Share:

This has been calculated in compliance with the requirement of IAS-33 : Earnings per share by dividing the net earnings attributable to the share holders by the weighted average number of ordinary shares outstanding during the year.

Basic Earnings per share (Numerator /Denominator)

Earnings (Numerator)

This represents earning for the year attributable to ordinary shareholders

No. of ordinary shares (Denominator)

This represents weighted average number of ordinary share outstanding during the year.

Diluted Earning Per Share:

Diluted earnings per share (diluted EPS) calculates a company's earnings per share if all convertible securities were converted

Diluted Earning per Share=Net Income/Weighted number of Share

4.02 Impairment of Assets:

I) Financial Assets

Accounts receivable and others receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective 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 flow of that asset, that can be estimated reliably. Objective evidence that financial assets are impaired can include default of delinquency by a debtor, indicates that a debtor of issuer will enter bankruptcy etc. No such impairment has been raised till the reporting date.

4.03 Provision, Contingent Liabilities and Contingent Assets :

Contingent Liabilities and Contingents Assets are present or possible obligations or on liabilities or assets, arising from past events and existence

4.04 Intangible Assets

In Compliance with the requirements of IAS, 38 Intangibles Assets'

The following terms are used in this Standard with the meanings pacified:

Amortization is the systematic allocation of the depreciable amount of an intangible asset over its useful life.

An asset is a resource:

(a) controlled by an entity as a result as past events; and

(b) From which future economic benefits are expected to flow to the entity.

An intangible asset shall be recognized if, and only if:

(a) it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and

(b) the cost of the asset can be measured reliably



4.05 Financial statements comprises:

- a) Statement of Financial Position as on 30 June, 2025
- b) Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June, 2025
- c) Statement of Cash Flows For the year ended 30 June, 2025
- d) Statement of Changes in Equity as on 30 June, 2025
- e) Notes to the financial statements as on 30 June, 2025

4.06 Employee Benefits

The company maintains defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set forth in the respective deeds.

The company has accounted for and disclosed employee benefits in compliance with the provisions of IAS-19: Employee Benefits.

The cost of employee benefit is charged off as revenue expenditure in the period to which the contributions relate.

The company's employee benefits include the following:

Worker's Profit & Participation Fund:

The company has decided to provide 5% WPPF on net profit before tax as per chapter-15 of Labor Law 2006 as amended upto 2013. The registration of such WPPF with the National Board of Revenue (NBR) is under process.

Short Term Employee Benefits

These includes better working conditions in line with overseas customer's requirement, Day care center, Health care facility, Transportation for

4.07 Risk Factors and Management's Perceptions about the Risks

The Company is operating in an industry involving both external and internal risk factors having direct as well as indirect effects on its business, result of its operations and financial condition, as follows:

I. Interest rate risks:

Interest rate is concerned with borrowed funds of short term & long-term maturity. Interest rate risk is the risk that the company faces due to unfavorable movements in the interest rates. Volatility in money market & increased demand for loans/ investment funds raise the rate of interest. A change in the government's policy also tends to increase the interest rate. High rate of interest enhances the cost of fund of a company. Such rises in interest rates however mostly affect companies having floating rate loans

Management perception:

The Company maintains a reasonable debt/ equity ratio; and accordingly, adverse impact of interest rate fluctuation will not adversely affect the Company's performance as the Company emphasizes on equity base financing to reduce the dependency on borrowing. Therefore, management perceives that the fluctuation of interest rate on borrowing would have little impact upon the performance of the Company.

II. Exchange rate risks:

If exchange rate increases against local currency opportunity is created for getting more revenue against sale in local currency. On the other hand, if exchange rate goes down, margin is squeezed in local currency.

Management perception:

The products of the company are sold in foreign currency and payment for raw materials are made mostly in foreign currency. Therefore, volatility of exchange rate will have little impact on profitability of the Company.

III Credit Risk

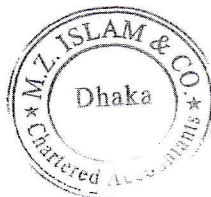
Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual and arise principally from the company's receivables. Management has a credit policy in place and exposure to credit risk is monitor on a on going basis. Risk exposures from other financial assets. i.e. cash at bank and other receivable are nominal.

IV Liquidity Risk

Liquidity risk is the risk that the company will not be able to meet its financial obligation as they fall due. The company's approach to managing liquidity (cash & Cash Equivalents) is to ensure as far as possible, that it will always have sufficient liquidity to meet its liabilities when due under booth normal and stressed condition without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensure that it has sufficient cash and cash equivalent to meet expected operational expenses including financial obligations through preparation of the cash flow forecast with due consideration of the time line of payment of expected payment within due date. After the recent capital raising , even is extreme stressed condition it is unlikely that the company would require further financing at least within next couple of year.

VI Market Risk

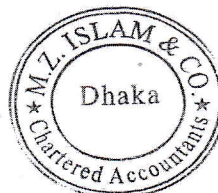
Market risk is the risk that any change in market such as foreign exchange rates and interest will affected the company's income or the value of its holding financial instrument. The objective of market risk management is to manage and control market risk exposure within acceptable parameters



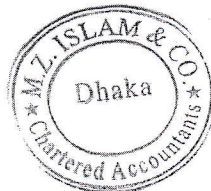
LEGACY FOOTWEAR PLC
NOTES, SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES & OTHER EXPLANATORY INFORMATION
FOR THE YEAR ENDED JUNE 30, 2025

Particulars	(Figures in BDT)	
	30-Jun-2025	30-Jun-2024
5.00 Property, Plant & Equipment		
Cost		
Opening Balance	391,829,773	380,354,883
Addition during the year	1,404,523	11,474,890
Transfer from CWIP	41,641,880	-
Adjustment for Disposal/Obsolete during the year	434,876,176	391,829,773
Accumulated Depreciation		
Opening Balance	120,073,282	108,375,603
Charged during the Year	11,783,461	11,697,679
Adjustment for Disposal/Obsolete during the year	131,856,743	120,073,282
Written Down Value (WDV)	303,019,433	271,756,491
6.00 Capital Work In Progress and In Transit		
Interior Decoration (Note 6.01)	-	2,554,000
Building and Civil Work (Note 6.03)	-	4,128,000
Plant and Machinery Mould (Note 6.04)	-	7,500,000
Land Improvement (Note 6.02)	-	8,063,000
	-	22,245,000
6.01 Interior Decoration		
Opening Balance	2,554,000	-
Addition During the year	3,953,529	2,554,000
	6,507,529	2,554,000
Transfer to Property Plant & Equipments	(6,507,529)	-
	-	2,554,000
6.02 Land Improvement		
Opening Balance	8,063,000	-
Addition During the year	4,278,900	8,063,000
	12,341,900	8,063,000
Transfer to Property Plant & Equipments	(12,341,900)	-
	-	8,063,000
Land improvement containing of Factory Gate, Boundary Wall, Roads and Pavement surrounding of Factory and other infrastructure in factory premises other than core factory building		
6.03 Building and Civil Work		
Opening Balance	4,128,000	-
Addition During the year	6,510,551	4,128,000
	10,638,551	4,128,000
Transfer to Property Plant & Equipment's	(10,638,551)	-
	-	4,128,000
6.04 Plant and Machinery		
Opening Balance	7,500,000	-
Addition During the year	4,653,900	7,500,000
	12,153,900	7,500,000
Impairment of Plant and Machinery Overhauling	(12,153,900)	-
Closing Balance	-	7,500,000
7.00 Investment in Subsidiaries (At Cost):		
This represents investments in share of Legacy Shoes Ltd.		
Investment in share of Legacy Shoes Limited (98,000 shares of Tk. 10 each)	980,000	980,000

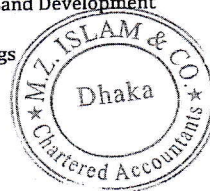
Legacy Shoes Limited, a private limited company incorporated under Companies Act 1994. A subsidiary company of the company holding 98% shares.



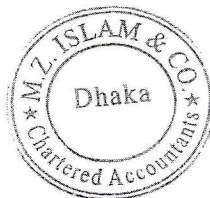
Particulars	(Figures in BDT)	
	30-Jun-2025	30-Jun-2024
8.00 Long Term Security Deposit:		
Rural Electrification Board (REB)	750,000	750,000
	<u>750,000</u>	<u>750,000</u>
9.00 Inventories:		
Leather & Chemical -Note 24.01	25,651,745	18,071,662
Accessories Materials -Note 24.02	6,027,155	1,668,674
Packing Materials -Note 24.03	292,011	257,663
Stock of Finished Goods-Note 24	5,855,658	3,034,982
Work in process-Note 24	1,121,879	189,700
Spares Parts-Note 24.04	550,620	304,000
	<u>39,499,068</u>	<u>23,526,681</u>
10.00 Investment in Marketable Securities		
Investment in Share (Secondary) (Note 10.01)	13,077,960	-
IPO Investment	-	1,000,000
	<u>13,077,960</u>	<u>1,000,000</u>
10.01 Investment in Marketable Securities		
Cost Value of Investment	15,695,890	-
Unrealised Gain/(Loss)	(2,617,930)	-
Fair value of Investment	<u>13,077,960</u>	<u>-</u>
11.00 Trade & Other Receivables		
Trade Receivables- Notes 11.01	32,892,398	27,702,100
Other Receivables- Notes 11.02	266,687	693,490
	<u>33,159,085</u>	<u>28,395,590</u>
11.01 Receivable (Good & Unsecured) :		
Opening Balance	27,702,100	13,387,325
Addition during the year	45,964,182	20,706,590
	<u>73,666,282</u>	<u>34,093,915</u>
Realized during the year	(40,773,884)	(6,391,815)
	<u>32,892,398</u>	<u>27,702,100</u>
Aging of the Trade Receivables is as follows:		
Below 60 days	-	20,706,590
Within 61-120 days	-	6,995,510
Above 120 days	-	<u>27,702,100</u>
a) Trade receivable has mostly arisen from deem export sales which are usually received within the tenure under LC Terms. As such, no expected credit loss has arisen during the period/Year		
b) There was no amount due from the Directors (Including Managing Director), Managing Agent, Manager and other Officers of the Company and any of them severally or jointly with any other person.		
c) The carrying amount of Trade Receivables pledged as security.		
d) Trade Receivable is secured, considered as good and is falling due within one year.		
11.02 Other Receivables:		
Legacy Shoes Limited	266,687	266,000
Interest Receivable from Fixed Deposit Receipts	-	427,490
	<u>266,687</u>	<u>693,490</u>
12.00 Advance, Deposit & Prepayments:		
Advance against Leather & Accessories - (Note-12.01)	48,769,165	19,014,810
Temporary Loan	-	4,900,000
Advance Income Tax (Note 12.02)	3,278,160	1,682,142
	<u>52,047,325</u>	<u>25,596,952</u>



Particulars	(Figures in BDT)	
	30-Jun-2025	30-Jun-2024
12.01 Advance Against Leather & Accessories:		
Tabir International Ltd.	1,832	4,537,472
Vannara Corporatin Ltd.	2,217,333	4,477,338
Bidane (Pvt) Limited	-	-
RSF Steel Craft	19,500,000	-
Uprise	27,050,000	10,000,000
	48,769,165	19,014,810
12.02 Advance Income Tax		
AIT on FDR Interest	3,199,548	1,682,142
AIT on Dividend	78,612	-
Cash Paid During the year	-	-
Adjusted during the year	-	-
	3,278,160	1,682,142
<p>a) There was no amount due from the Directors (Including Managing Director), Managing Agent, Manager and other Officers of the Company and any of them severally or jointly with any other person.</p> <p>b) There was no amount was due by the associated undertaking.</p> <p>c) The advances & deposits considered good & recoverable.</p>		
13.00 Cash & Cash Equivalents:		
Cash in Hand (A)		
Cash in Hand (H.O.)	11,279	13,063,655
Petty Cash (H.O)	116,642	235,995
Petty Cash (Factory)	1,743,208	11,878,400
	1,871,129	25,178,050
Cash in Banks: (B)		
AB Bank Ltd.	69,739	1,673
Jamuna Bank PLC (1001001492858)	2,260,452	2,951,882
Jamuna Bank PLC (1001001706768)	34,998,963	-
Jamuna Bank PLC (1001001557307)	114,709	44,226
Midland Bank Limited (0011-1050009342)	12,958,989	958
Exim Bank Limited	0.21	29,943
SIM Capital Limited-BI0050	1,450	-
ALPHA CAPITAL MANAGEMENT-U0388	34,490,969	4,187,724
	84,895,271	7,216,406
Fixed Deposit Receipt (FDR)		
Jamuna Bank Ltd (FDR-35345)	-	40,000,000
Jamuna Bank Ltd (FDR-43185)	-	20,000,000
Jamuna Bank Ltd (FDR-43209)	-	30,000,000
Jamuna Bank Ltd (FDR-46674)	-	30,000,000
Midland Bank PLC (FDR-02686)	-	-
	-	120,000,000
Total Cash & Cash Equivalents (A+B+C)	86,766,400	152,394,456.00
14.00 SHARE CAPITAL :		
This is made up of the followings:		
Authorized:		
75,000,000 Ordinary Shares of Tk. 10/- each	750,000,000	750,000,000
Issued, Subscribed and Paid-up Capital :		
(43,079,980 Ordinary Shares of Tk. 10/- each fully Paid up)	430,799,800	430,799,800
	430,799,800	430,799,800
Details of Share Capital are shown in the Annexure-III		
15.00 REVALUATION SURPLUS		
Opening Balance	115,393,669	115,393,669
Addition during the year	-	-
Deferred tax on revaluation surplus on Land & Land Development during the year	-	-
Add/(Less): Transfer from/(to) retained earnings	-	-
	115,393,669	115,393,669



Particulars	(Figures in BDT)	
	30-Jun-2025	30-Jun-2024
16.00 RETAINED EARNINGS:		
Opening Balance	(68,938,750)	(70,633,005)
Transfer from/(to) revaluation reserve to retained earnings (current)	1,946,759	3,038,936
Add/(Less): Net profit/(Loss) for the year	(2,955,455)	(1,344,681)
Less: Cash Dividend paid during the Year	(69,947,446)	(68,938,750)
Share of Post Acquisition Subsidiaries Profit 2%	(69,947,446.00)	
17.00 WORKERS PROFIT PARTICIPATION FUND :		
The above amount represents provision for Workers Profit Participation Fund for 12 months as well unpaid amounts from previous fiscal year. Provision has been made @ rate 5 % on the net profit before tax.		
Opening Balance	258,647	301,509
Additions during the period (5% of Net Income before tax)	166,636	258,647
Less: Payments made during the year	-	(301,509)
Closing Balance	425,283	258,647
18.00 Deferred Tax Liability		
A Deferred Tax (Income)/Expenses recognised in profit and Loss Account:		
i) Property, Plant & Equipment-Cost	132,567,533	113,646,491
WDV of Property, Plant & Equipment (excluding Land) - Carrying Value	112,739,876	94,589,144
WDV of Property, Plant & Equipment (excluding Land) - Tax Value	17,209,727	19,057,347
Taxable/(Deductible) Temporary Difference	12%	12%
Income Tax Rate	2,065,167	2,286,882
Deferred Tax (Assets)/Liability		
ii) Investment in Marketable Securities	13,077,960	-
Market Value of Investment in Marketable Securities	15,695,890	-
Cost Value of Investment in Marketable Securities	(2,617,930)	-
Taxable/(Deductible) Temporary Difference	15%	15%
Income Tax Rate	(392,689)	-
Deferred Tax (Assets)/Liability		
Closing Deferred Tax (Assets)/Liability (i+ii)	1,672,478	2,286,882
Closing Deferred Tax (Assets)/Liability	1,672,478	2,286,882
Opening Deferred Tax (Assets)/Liability	2,286,882	2,444,461
Deferred Tax Expenses/(Income) to be Recognized in Profit & Loss Account	(614,404)	(157,579)
B Deferred Tax (Income)/Expenses recognised in other Comprehensive income and revaluation surplus:		
Land & Land Development-Revaluation	170,451,900	158,110,000
WDV of Land & Land Development - Carrying Value	34,694,642	22,352,742
WDV of Land & Land Development - Tax Value	135,757,258	135,757,258
Taxable/(Deductible) Temporary Difference	15%	15%
Income Tax Rate	20,363,589	20,363,589
Closing Deferred Tax (Assets)/Liability on Revaluation		
Closing Deferred Tax Liability	20,363,589	20,363,589
Opening Deferred Tax Liability	20,363,589	20,363,589
Deferred Tax (Income)/Expenses recognised in other Comprehensive income and revaluation surplus:		
Total Deferred Tax (Assets)/Liability (A+B)	22,036,067	22,650,471
19.00 Trade & Other Payable		
Trade Payable	200,045	-
Advance against Sales	74,480	-
Security Deposit	1,480,000	1,480,000
	1,754,525	1,480,000



Particulars	(Figures in BDT)	
	30-Jun-2025	30-Jun-2024
20.00 LIABILITY FOR EXPENSES:		
Salaries (H/O)	587,538.00	497,228
Salaries & Wages (Factory)	1,774,383.00	764,057
Electricity (Factory)	70,331.00	
Access Telecom(BD) Ltd.	7,337.00	3,620
BDJOBSBD.COM		8,407
Telephone & Others (H/O)	192.00	4,217
TDS Payable	4,444.00	6,500
CDBL Connection Fees	157,000.00	
CSE Annual Listing Fees	365,400.00	285,364
VAT Payable	190.00	13,070
CDBL Internet Connection	-	2,235
Audit Fee	281,750.00	230,000
	3,248,565	1,814,698

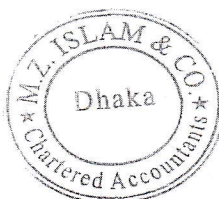
21.00 UNCLAIMED DIVIDEND		
Unclaimed Dividend Less than 01 Year	72,293	34,800
Unclaimed Dividend Less than 03 Years	734,800	700,000
Unclaimed Dividend more 03 Year	-	-
Total	807,093	734,800

22.00 PROVISION FOR INCOME TAX :

Year	Provision	Paid	Balance	Assessment Status
2004	284,892	40,875	244,017	Assessment Completed
2005	599,636	22,500	577,136	Assessment Completed
2006	476,063	10,938	465,125	Assessment Completed
2007	923,858	635,153	288,705	Assessment Completed
2008	951,113	653,890	297,223	Assessment Completed
2009	1,215,683	891,501	324,182	Assessment Completed
2010	1,901,614	1,394,517	507,097	Assessment Completed
2011	2,533,128	1,857,627	675,501	Assessment Completed
2012	1,358,113	995,949	362,164	Assessment Completed
2013	1,410,832	1,034,610	376,222	Assessment Completed
2014	1,304,101	1,057,129	246,972	Assessment Completed
2015	382,887	-	382,887	Assessment Completed
2016	191,086	-	191,086	Assessment Completed
2017	1,637,252	1,030,094	607,158	Assessment Completed
2018	3,394,913	1,723,424	1,671,489	Return Submitted but assessment not yet completed
2019	6,355,767	-	6,355,767	Return Submitted but assessment not yet completed
2020	-	-	-	Return Submitted but assessment not yet completed
2021	656,478	2,520	653,958	Return Submitted but assessment not yet completed
2022	1,039,647	3,000	1,036,647	Return Submitted but assessment not yet completed
2023	100,350		100,350	Return Submitted but assessment not yet completed
2024	2,291,589		2,291,589	Return Submitted but assessment not yet completed
2025	2,000,366		2,000,366	Return Submitted but assessment not yet completed
Total	31,009,368	11,353,727	19,655,641	

22.01 Provision for Income Tax

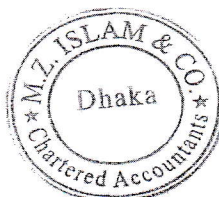
Opening Balance	17,655,275	26,637,580
Provision during the year	2,000,366	2,291,589
	19,655,641	28,929,169
Adjusted during the year	-	(11,273,894)
Closing Balance	19,655,641	17,655,275



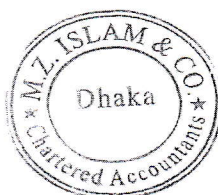
LEGACY FOOTWEAR PLC
NOTES, SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES & OTHER EXPLANATORY INFORMATION

FOR THE YEAR ENDED JUNE 30, 2025

Particulars	(Amount in BDT)	
	30-Jun-25	30-Jun-24
23.00 Turnover		
Net Sales	45,964,182	20,706,590
	45,964,182	20,706,590
24.00 COST OF GOODS SOLD:		
Raw Material Consumed (Leather & Chemical) [23.01]	5,118,863	412,436
Material Consumed (Accessories) [23.02]	3,047,406	164,680
Packing Material Consumed [23.03]	618,623	169,731
Spare Parts Consumed [23.04]	1,689,968	163,600
Manufacturing Overhead [25.05]	28,917,865	16,113,405
Cost of Goods Manufacturing	39,392,725	17,023,852
Work in Process (Opening)	189,700	132,692
Work in Process (Closing)	(1,121,879)	(189,700)
Cost of Production	38,460,546	16,966,844
Opening stock of Finished Goods	3,034,982	1,755,584
Closing stock of Finished Goods	(5,855,658)	(3,034,982)
Total Cost Goods Sold	35,639,870	15,687,446
24.01 RAW MATERIALS CONSUMED (LEATHER & CHEMICAL):		
Opening Stock	18,071,662	828,314
Purchase during the period	12,698,945	17,655,784
Closing Stock	(25,651,745)	(18,071,662)
Raw Materials Consumed	5,118,863	412,436
24.02 ACCESSORIES MATERIALS CONSUMED :		
Opening Stock	1,668,674	409,266
Add : Purchase during the period	7,405,887	1,424,088
Less: Closing Stock	(6,027,155)	(1,668,674)
Accessories Materials Consumed	3,047,406	164,680
24.03 PACKING MATERIALS CONSUMED :		
Opening Stock	257,663	127,394
Add : Purchase during the period	652,971	300,000
Less: Closing Stock	(292,011)	(257,663)
Packing Materials Consumed	618,623	169,731
24.04 SPARE PARTS CONSUMED :		
Opening Stock	304,000	467,600
Add : Purchase during the period	1,936,588	-
Less: Closing Stock	(550,620)	(304,000)
Spare Parts Consumed	1,689,968	163,600
MANUFACTURING OVERHEAD :		
Wages, Salary & Allowances	12,267,914	3,700,075
Bonus & Overtime	2,180,836	401,308
Depreciation (Annexure-01)	11,194,288	11,112,795
Electricity, Gas & Water	968,686	590,419
Carriage Inward	-	41,124
Job Work Charge	1,189,694	-
Repairs & Maintenance	449,084	81,042
Fuel & Lubricant	338,513	38,083
Internet	48,000	40,309
Medical Expenses	29,005	5,674
Fooding Expenses	54,608	32,421
Conveyance	63,130	27,767
Stationery	54,202	14,652
Misc.Expenses	70,175	23,066
Telephone & Mobile	9,730	4,670
	28,917,865	16,113,405



Particulars	(Amount in BDT)	
	30-Jun-25	30-Jun-24
25.00 ADMINISTRATIVE OVERHEAD:		
Salaries and Allowances	6,025,148	4,309,487
Bonus	607,530	402,000
AGM/EGM Expenses	192,400	109,620
Entertainment	59,019	-
Printing & Stationary	97,058	37,718
Medical Expenses	10,100	5,064
Office Rent & Other charges	688,500	631,000
Traveling & Conveyance	127,861	30,492
Fooding Expenses	78,630	90,000
Recruitment Expenses	24,258	40,842
Telephone & Mobile	2,925	3,767
Telex, Fax & Photocopy	-	9,610
Electricity & Wasa	78,800	46,900
Audit Fee	230,000	230,000
Proceed Utilization Audit Fee	258,750	553,825
CSE Annual and Others Fees	897,467	-
DSE Annual and Others Fees	225,093	270,400
Amortization of Intangible Assets (Annexure-II)	337,514	28,467
Depreciation (Annexure-I)	589,173	584,884
CDBL Connection Fees	157,000	-
Computer accessories, networking & software Exp	4,200	78,000
Postage & Stamp	6,387	10,580
Legal & Consultancy Fees	296,436	-
Misc. Expenses	81,580	51,890
Repairs & Maintenance	32,740	54,365
Board Meeting Fee	66,666	-
Registration & Renewals	386,289	522,477
PSI Expenses	64,078	-
Internet and Dish bill	60,700	35,400
	11,686,302	8,136,788
26.00 SALES EXPENSES:		
Promotional Expenses	109,760	140,745
Sample Distribution	-	3,511
Carriage Outward	-	-
Trade Promotion	-	-
	109,760	144,256
27.00 FINANCIAL EXPENSES:		
Bank Charges & Commission	144,554	249,378
Finance costs-lease liability	-	-
Interest on Long Term Loan	-	-
	144,554	249,378
28.00 OTHER INCOME:		
FDR Interest	7,099,509	8,649,812
Capital Gain/(Loss)	(415)	186,729
Unrealised Capital Gain/(Loss)-Note 28.01	(2,617,930)	-
Dividend income	420,346	-
Rental Income	214,150	106,330
	5,115,661	8,942,871
28.01 Unrealised Capital Gain/(Loss)		
Opening Balance	-	-
Gain/Loss during the period	(2,617,930)	-
Closing Gain/(Loss)	(2,617,930)	-
29.00 Addition during the year:		
Tax on Business income	270,723	74,544
Tax on other income	1,729,643	2,217,045
	2,000,366	2,291,589



Particulars	(Amount in BDT)	
	30-Jun-25	30-Jun-24
29.01 INCOME TAX:		
Net Profit before Tax	3,332,721	5,172,946
Less: Other income	(5,115,661)	(8,942,871)
Add: Accounting Depreciation & Amortization	12,120,975	11,726,146
Less: Tax Depreciation & Amortization	(12,891,285)	(10,384,520)
Taxable Business income	(2,553,250)	(2,428,299)
Tax rate on Business Income	12%	12%
Tax on Business Income (A)	-	-
TDS on Export received (B)	-	-
Tax on Gross receipt (C) @ 0.53% (12/22.50*1)	270,723	74,544
Tax liabilities on business income (Higher of A, B,&C)	270,723	74,544
29.02 Tax on other Income		
Tax on Interest Income 22.50%	1,597,390	2,162,453
Tax on Capital Gain @ 15%	-	28,009.00
Tax on Dividend Income 20%	84,069	-
Tax on Rental Income @ 22.50%	48,184	26,583
	<u>1,729,643.00</u>	<u>2,217,045</u>



29.00 DIRECTORS OF THE COMPANY:

a) Number of Directors:

There are Five Directors including One Independent Directors of the Company for the year ended 30 June, 2025

b) Salary and Remuneration of the Management team:

Aggregate amount paid to the Management team for their services rendered as defined in the schedule 12 (2) Para 4 part- ii of Securities and Exchange Rules 1987 are given below:

Sl. No.	Name	Designation	12 Months (Tk.)
1	Quazi Rafi Ahmad	Managing Director	1,359,600
2	Md. Mahaboob Hasan	CFO	465,000
3	Md Mamun Hossain	Ex. CFO	565,000
4	Sha-Alam Sapon	CS	945,000

30.00 Earning per share (EPS)

Basic earnings per share:

Profit after tax

Profit attributable to ordinary shareholders

Total weighted average number of shares outstanding during the year

Basic earnings per share (Tk 10/= per Share)

1,946,759	3,038,936
1,946,759	3,038,936
43,079,980	43,079,980
0.05	0.07

Diluted earnings per share:

Profit attributable to ordinary shareholders

Weighted-average number of ordinary shares outstanding during the year

Diluted potential number of ordinary shares

Total number of shares as dilutive potential ordinary shares

1,946,759	3,038,936
43,079,980	43,079,980
43,079,980	43,079,980

Diluted earnings per share (Tk 10/= per Share)

Particulars	Amount	No of Days use capital	No Day in a year	Weight	Price per Share	Weighted number of share
Share Capital	430,799,800	360	360	1	10	43,079,980

31.00 Net Asset Value Per Share (NAVPS)

Shareholders' Equity

No. of Share for Share Capital

Potential No. of Share for Share Money Deposit

Total No of Share to Calculate Net Asset Value Per Share

NAVPS (Net Asset Value Per Share)

482,722,154	483,730,850
43,079,980	43,079,980
-	-
43,079,980	43,079,980
11.21	11.23

32.00 Net Operating Cash Flow per Share (NOCFPS)

Net Operating Cash Flow

No. of Share for Share Capital

Potential No. of Share for Share Money Deposit

Total No of Share to Calculate Net Asset Value Per Share

Net Operating Cash Flow per share

(32,474,774.00)	(36,174,856.00)
43,079,980	43,079,980
43,079,980	43,079,980
(0.75)	(0.84)

32.00 Cash Received from Customers

Revenue

Add: Trade Receivable balance b/d

Less: Trade Receivable balance c/d

Add: Advance against Sales c/d

Less: Advance against Sales b/d

Less: Adjusted during the year (Bad debt)

45,964,182	20,706,590
27,702,100	13,387,325
(32,892,398)	(27,702,100)
74,480	-
-	-
40,848,364	6,391,815



33.00 Cash Paid to Suppliers, employees and others expenses

Cost of Goods Sold	(35,639,870)	(15,687,446)
Administrative expenses	(11,686,302)	(8,136,788)
Selling and distribution Expenses	(109,760)	(144,256)
Adjustment for Depreciation	11,783,461	11,697,679
Adjustment for Amortization	337,514	28,467
Workers Participation Fund	-	(301,509)
Increase/Decrease Trade Payables except Advance against Sales	200,045	(30,396)
Increase/Decrease Liability for expenses	1,433,867	(850,858)
Increase/Decrease Inventory	(15,972,387)	(19,805,831)
Increase/Decrease Advance deposits and prepayments	(24,854,355)	(4,645,700)
	(74,507,787)	(37,876,638)

Cash Paid to Suppliers, employees and others expenses seem to significant deviation compare to same period of earlier financial year due to paid advance to leather supplier for smoothing our operation. Subsequently, we got back that advance from this supplier. On the other hands, previously we had adjusted it with operation activity thus back also have adjusted with operation activities.

34.00 Income Tax paid

Opening AIT	1,682,142	-
Less: Closing AIT	(3,278,160)	(1,682,142)
Less: Current year Provision	(2,000,366)	(2,291,589)
Less: Opening Provision for Tax	(17,655,275)	(26,637,580)
Closing Provision for Tax	19,655,641	17,655,275
	(1,596,018)	(12,956,036)

35.00 Cash flow for Property Plant and Equipment / Capital in Working Progress

Property Plant & Equipments	(1,404,523)	(11,474,890)
Capital Work In Progress	(19,396,880)	-
	(20,801,403)	(11,474,890)

36.00 Reconciliation of Net profit before tax with Cash flow from operating activities

Net profit before income tax	3,332,721	5,172,946
Financial Expenses	144,554	249,378
Adjustment for Depreciation	11,783,461	11,697,679
Adjustment for Amortization	337,514	28,467
Adjustment for Unrealised Capital Gain/(Loss)	(2,617,930)	-
Workers' Profit Participation Fund (WPPF)	166,636	(42,862)
(Increase)/Decrease Inventory	(15,972,387)	(19,805,831)
(Increase)/Decrease Receivable	(4,762,808)	(14,742,265)
Increase/Decrease Advance deposits and prepayments	(24,854,355)	(4,645,700)
Increase/(Decrease) Accounts Payables	274,525	(30,396)
Increase/Decrease Liability for expenses	1,433,867	(850,858)
Financial Expenses	(144,554)	(249,378)
Income Tax Paid	(1,596,018)	(12,956,036)
Abnormal Income	-	-
Net Cash (used in)/generated by operating activities	(32,474,774)	(36,174,856)



37.00

Related Party Disclosure:

During the year, The Company carried out a numbers of transactions with related parties in the normal course of business. The names of the related parties and nature of these transaction have been set out in accordance with the provisions of IAS-24: "Related Party Disclosure".

Name of Party	Relationship	Nature of Transaction	Balance as at 01 July, 2024 Dr./ (Cr.)	Transaction during the year		Balance as at 30 June, 2025 Dr./ (Cr.)
Legacy Shoes Ltd	Subsidiary Company	Advance	266,000.00	Dr.	Cr.	266,687.00
			1,728,125.00			1,727,438.00

38.00

Commission, Brokerage or Discount against sales

No commissions or brokerage fees were incurred or paid to distributors nor any discounts were paid against sales.

39.00

Attendance status of Board Meeting of Directors

During the period from 1st July 2024 to 30 June, 2025 there were seven Board meeting held. The attendance status of all the meeting is as follows:

Name of Directors	Position	Meeting Held	Attended
Mr. Quazi Nafees Ahmed	Chairperson	7	7
Mr. Quazi Rafi Ahmed	Managing Director	7	7
Md. Hasan Warasul Alam	Nominee Director	7	7
Mr. Md. Khurram Ja Murad	Independent Director	7	2
Mr. Mostaque Ahmmed Sarwer	Independent Director	7	2

40.00

Disclosure as per requirement of Schedule XI, Part II of the Company Act. 1984

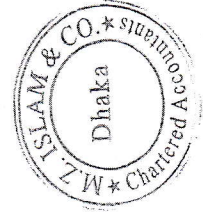
a. Disclosure as per requirement of Schedule XI, Part II Note 5 of Para 3.

a (i) Employee Position (As at June 30, 2025)

Salary Range (Monthly)	Officer & Staff		Worker	Total Employee
	Head Office	Factory		
Below TK	-	-	-	-
Above TK	12	20	81	113
Total	12	20	81	113

b. Disclosure as per requirement of Schedule xi, part II, para 4

b (i) The above Directors of the company did not take any benefit from the company other than the remuneration.



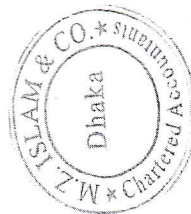
Sl	Particulars	2024-2025	2023-2024
(a)	Managerial Remuneration paid or payable during the period to the directors, including managing directors, a managing agent or manager	3,334,600.00	
(b)	Expenses reimbursed to Managing Agent	Nil	Nil
(c)	Commission or Remuneration payable separately to a managing agent or his associate	Nil	Nil
(d)	Commission received or receivable by the managing agent or his associate as selling or buying agent of other concerns in respect of contracts entered into by such concerns with the company	Nil	Nil
(e)	The money value of the contracts for the sale or purchase of goods and materials or supply of services, entered into by the company with the managing agent or his associate during the financial period.	Nil	Nil
(f)	Any other perquisite or benefits in cash or in kind stating, approximate money value where applicable.	Nil	Nil
(g)	Other allowances and commission including guarantee commission	Nil	Nil
(h)	Pensions etc.	Nil	Nil
	(i) Pensions	Nil	Nil
	(ii) Gratutities	Nil	Nil
(i)	(iii) Payments from a provident funds, in excess of own subscription and interest thereon	Nil	Nil
	Share Based payments	Nil	Nil

In accordance with IAS 24 Paragraph 17, the company has disclosed compensation to key management personnel.

Name of Executive Employee	Designation	Salary
Quazi Rafi Ahmed	Managing Director	1,359,600
Shah Alam Swapan	Company Secretary	945,000
Md Mamun Hossain	Ex. CFO	565,000
Md. Mahaboob Hasan	CFO	465,000

c. Disclosure as per requirement of Schedule XI, part II, para 8

i) Raw Materials, Spare Parts, Packing Materials



Items	Import	Purchase in Taka		Consumption in Taka	% of Consumption of total purchase
		Local	Total		
Raw Materials (Leather & Chemicals)	-	12,698,945	12,698,945	5,118,863	40%
Materials (Accessories)	-	7,405,887	7,405,887	3,047,406	41%
Packing Materials	-	652,971	652,971	618,623	95%
Spare Parts	-	1,936,588	1,936,588	1,689,968	87%
Total	-	22,694,391	22,694,391	10,474,860	

ii) The company has not incurred any expenditures denominated in foreign currency for the period from 1st July 2024 to 30 June, 2025 on account of royalty, know-how, professional fee, consultancy fees and interest.

iii) The company has not earned any royalty, know-how or professional fees and consultancy fees denominated in foreign currency.

41.00

Subsequent Disclosure of Events after the Balance sheet Date- Under IAS 10

There is no adjusting post balance sheet event of such importance, non disclosure of which would effect the ability to the users of the financial statements to proper evaluation and decision.

42.00

Accounts Receivable

- (I) Debt consider good in respect of which company is fully secured: The debtors occurred in the ordinary course of business are considered good and secured.
- (II) Debt considered good for which the company hold no security other than the debtors personal security Total debts are under this category as on 30 June, 2025.
- (III) Debt considered doubtful or bad The company made no provision for doubtful debts as on 30 June, 2025, because of the fact that sales/export are being made on regular basis with fixed maturity date.
- (IV) Debt due by directors or other officers of the company There is no such debt in this respect as on 30 June, 2025.
- (v) Debt due by common Management There is no amount due from common management as on 30 June, 2025.
- (vi) The maximum amount due by directors or other officers of the company There is no such debt in this respect as on 30 June, 2025.

33,159,085	28,395,590

Bills Receivable (Note 11.01)

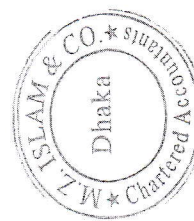
Age analysis of the above balance of Bills Receivable is as follows :

Less than six months

Over six months

32,892,398 27,702,100

45,964,182.00	-
(12,805,097.00)	27,702,100
33,159,085	27,702,100



43.00 Financial Risk Management

The management of Company under the supervision of the Board has overall responsibility for the establishment and oversight of the Company's risk management framework. Risk management policies, procedures and systems are reviewed regularly to reflect change in market conditions and the company's activities. The Company is exposed through its operations to the following financial risks:

- A. Interest rate Risk
- B. Credit Risk
- C. Stock/Inventory Risk

B. Credit Risk

Credit risk represents the risk that one party to a financial instrument will cause a financial loss to the other party by failing to discharge a contractual obligation. Credit risk mainly arises from trade debtors, advances and prepayments and cash & bank balances. The Management of the Company considers the balance of Bills Receivables to be in good standing and provision for bad and doubtful debts sufficient to cover unforeseen risks of non-realization. The Company has recently come to an arrangement with the debtors to realize their old debts. The maximum exposure to credit risk at the reporting date in terms of carrying value of assets is as follows:

44.00 Details of Lease Agreement:

There is no lease assets. So no lease agreement was required or signed.

45.00 Internal Control

The following steps have been taken for implementation of an effective internal control procedure of the Company:

A strong internal control and compliance division has been formed with a view to establish a well designated system of internal control. Management makes regular reviews of internal audit reports with view to implement the suggestion of internal auditors in respect of internal control technique. The internal control compliance division is also working towards establishing an effective management system that includes planning, organizing and supervising culture in the factory as well as at Head Office.

46.00 Contingent Liability

There are no contingent liabilities apart from those that have already been disclosed in the financial statements and notes to the financial statements.

47.00 General

47.01 Segment Reporting

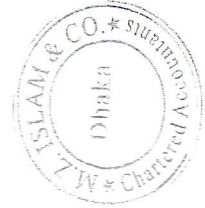
As the company operates as a single business and geographic segment no segment reporting is felt necessary.

Contingent liability: There is no contingent liability as of the balance sheet date.

Receivable from Directors :Nothing is receivable from the director.

Last year's figures have been rearranged wherever it was found necessary.

Figures appearing in the financial statements have been rounded off to the nearest BDT.



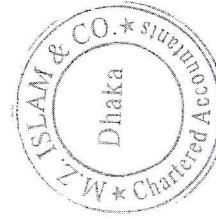
LEGACY FOOTWEAR LTD.
SCHEDULE OF PROPERTY, PLANT & EQUIPMENT
AS ON 30 June, 2025

Annexure - I

Sl. No.	Particulars	COST				Depr. Rate	DEPRECIATION			Written Down Value As on 30 June, 2025
		Balance as on 01 July, 2024	Addition	Transfer from CWIP	Balance as on 30 June, 2025		Balance as on 01 July, 2024	Charged	Balance as on 30 June, 2025	
1	Land and Land Development	22,352,742	-	12,341,900	34,694,642	0%	-	-	-	34,694,642
2	Land and Land Development (Revaluation)	135,757,258	-	-	135,757,258	0%	-	-	-	135,757,258
3	Building & Civil work	92,485,408	-	10,638,551	103,123,959	10%	9,140,249	8,423,170	17,563,419	85,560,540
4	Plant & Machinery	127,277,355	-	12,153,900	139,431,255	10%	101,306,280	2,698,390	104,004,670	35,426,585
5	Equipments	4,835,264	1,002,529	-	5,837,793	10%	3,723,889	211,390	3,935,279	1,902,514
6	Furniture	2,751,046	230,282	-	2,981,328	10%	2,447,044	53,428	2,500,472	480,856
7	Generator	1,166,000	-	-	1,166,000	10%	361,053	80,495	441,548	724,452
8	Air Compressor with Trolley	99,000	-	-	99,000	10%	55,863	4,314	60,177	38,823
9	CC Camera	147,500	-	-	147,500	10%	98,563	4,894	103,457	44,043
10	Air Conditioner	1,000,000	102,412	-	1,102,412	10%	602,205	50,021	652,226	450,186
11	Water Filter	14,000	5,000	-	19,000	10%	9,355	965	10,320	8,680
12	Computer	443,600	64,300	-	507,900	25%	279,949	56,988	336,937	170,963
13	Office decoration	3,500,600	-	6,507,529	10,008,129	10%	2,048,832	199,406	2,248,238	7,759,891
	Balance as on 30 June, 2025	391,829,773	1,404,523	41,641,880	434,876,176		120,073,282	11,783,461	131,856,743	303,019,433
	Balance as on 30 June, 2024	244,597,625	11,474,890	-	256,072,515		108,375,603	11,697,679	120,073,282	135,999,233

Figures in Taka		
30-Jun-25	30-Jun-24	
11,194,288	11,112,795	
589,173	584,884	
11,783,461	11,697,679	

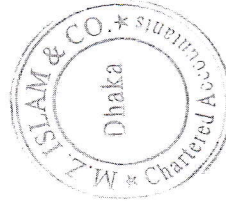
Depreciation charged to Cost of Goods Sold
Dep. charged to Administrative Overhead



LEGACY FOOTWEAR LTD.
SCHEDULE OF PROPERTY, PLANT & EQUIPMENT
AS ON 30 June 2025

Annex- II

COST VALUE		COST		Depr. Rate	Amortization				Written Down Value As on 30 Jun, 2025
		Balance as on 01 July, 2024	Balance as on 30 Jun, 2025		Balance as on 01 July, 2024	Charged	Adjustment	Balance as on 30 Jun, 2025	
Sl. No.	Particulars								
1	Licences	1,708,038	1,716,038	20%	28,467	337,514	-	365,981	1,350,057
	As on 30-06-202	1,708,038	1,716,038		28,467	337,514	-	365,981	1,350,057

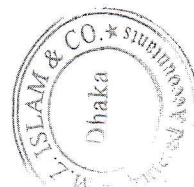


LEGACY FOOTWEAR PLC
Schedule of Share Capital
As on June 30, 2025

Position of shareholding of ordinary shares as on June 30, 2025					Annexure-III	
SL No	Particulars	2024-2025		2023-2024		
		Number of Shares	%	Number of Shares	%	
1	Sponsor	14,325,389	33.25%	14,325,389	33.25%	
2	Foreign Investors	-	-	-	-	
3	Financial and other Institutions	15,593,658	36.20%	24,663,023	57.25%	
4	General Public	13,160,933	30.55%	4,091,568	9.50%	
	Total	43,079,980	100%	43,079,980	100%	

Distribution schedule of each class of equity security setting out the number of holders and percentage as on June 30, 2025

SL No	Range of Holdings	As per BO ID		Total Share Holding	%
		No. of holders	Holdings		
1	Less than 500 shares	1545	247,010	247,010.00	0.57%
2	501 to 5,000 shares	2496	4,685,500	4,685,500.00	10.88%
3	5001 to 10,000 shares	455	2,894,113	2,894,113.00	6.72%
4	10,001 to 20,000 shares	17	240,700	240,700.00	0.56%
5	20,001 to 30,000 shares	18	396,000	396,000.00	0.92%
6	30,001 to 40,000 shares	10	380,000	380,000.00	0.88%
7	40,001 to 50,000 shares	12	564,800	564,800.00	1.31%
8	50,001 to 100,000 shares	9	720,000	720,000.00	1.67%
9	100,001 to 1,000,000 shares	16	6,316,389	6,316,389.00	14.66%
10	Over 1,000,000 shares	12	26,635,468	26,635,468.00	61.83%
	Total	4,590.00	43,079,980.00	43,079,980.00	100%





LEGACY FOOTWEAR PLC

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E-mail: legacyfl@hotmail.com
Website: legacyfootwearplc.com

Factory

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Dist.: Gazipur, Bangladesh