

A painting of a three-masted sailing ship on a turbulent sea with a cloudy sky. The ship is the central focus, with its masts and rigging clearly visible. The sea is depicted with white-capped waves, and the sky is filled with soft, textured clouds in shades of grey and white. The overall style is that of a classical oil painting.

DIRECTORS' REPORT



DIRECTORS' REPORT 2025

Bangladesh Economy 2025

Bangladesh Bureau of Statistics (BBS) estimates GDP (Gross Domestic Product) growth of 5.20 percent and per capita income of US\$2,856 in fiscal year (FY) 2024–25. The average inflation rate for the fiscal year 2024–25 (FY25) was 9.10%, remaining high but slightly lower than the previous year and still above the government's target. This trend was largely driven by food inflation, which stood at 9.85% in FY25, compared to 10.65% in FY24. In FY 2024–25, export receipts were approximately US\$47.20 billion, while import payments stood at around US\$75.80 billion, compared to US\$44.47 billion and US\$72.62 billion in FY 2023–24. During the fiscal year 2024–25, the Bangladeshi Taka continued to face pressure against the US Dollar. According to Bangladesh Bank data, the exchange rate depreciated by approximately 8.50%, with the dollar rate reaching around Tk.132 by mid-2025, compared to Tk.122 at the end of December 2024. This depreciation was mainly due to ongoing dollar shortages, increasing import costs and sustaining inflationary pressure. According to Bangladesh Bank, remittance inflows during FY 2024–25 totaled approximately US\$25.40 billion, reflecting a further increase from US\$23.91 billion in the previous fiscal year. The highest monthly inflow

was recorded at around US\$2.70 billion, indicating continued strength in expatriate earnings.

Sectoral Growth

According to the latest estimate of Bangladesh Bureau of Statistics (BBS), the agriculture sector's growth rate in the fiscal year 2024–25 was 3.45%, slightly higher than the 3.31% growth achieved in the previous fiscal year 2023–24. During the same period, the industrial sector's growth rate for FY 2024–25 was 4.85%, showing recovery from the 3.51% growth achieved in FY 2023–24. This improvement is mainly driven by gradual recovery in export-oriented industries, particularly the ready-made garment (RMG) sector. The service sector's growth rate for FY 2024–25 was 5.40%, slightly higher than the 5.09% growth achieved in FY 2023–24. This reflects moderate expansion in trade, transport and financial services. The growth of the agriculture sector stood at 3.45 percent in FY 2024–25. Within the agriculture sector, forest and related services recorded the highest growth rate of 5.35 percent. The contribution of the broad agricultural sector to GDP stood at 10.85 percent, slightly lower than the previous fiscal year. The industrial sector recorded 4.85 percent growth in FY 2024–25, showing improvement compared to

the previous year. The contribution of industries to GDP increased to 38.10 percent, reflecting gradual industrial expansion. The services sector recorded 5.40 percent growth in FY 2024–25. Warehouse and support activities experienced strong growth at 6.50 percent, followed by Human health and social work activities at 10.50 percent.

Inflation

The point-to-point general inflation was significantly higher in FY 2022–23 (average of 9.02%) compared to FY 2021–22 (average of 6.15%). As the economic damages created by the COVID-19 pandemic were further intensified by the Russia–Ukraine War and the Israel–Gaza Conflict, like many other countries in the world, Bangladesh has experienced a persistent upward trend in the general price level. The inflation rate is estimated to be 9.10 percent in FY 2024–25, reflecting a slight decrease from the previous year but still remaining high due to continued pressure from food prices, exchange rate depreciation and global supply disruptions.

Global Economic Situation

Global economy has been experiencing turmoil due to price hikes and output slowdown following the COVID-19 pandemic, the Russia–Ukraine War and the Israel–Gaza Conflict. International organizations have continuously revised their forecasts for economic growth and inflation.

According to the United Nations publication *World Economic Situation and Prospects 2025*, the global economy grew by 2.7 percent in 2024 and is projected to grow by 2.9 percent in 2025.

As per the World Bank *Global Economic Prospects (January 2025)*, global growth is estimated at 2.6 percent in 2024 and 2.7 percent in 2025, compared to 2.6 percent in 2023. Growth between advanced economies and emerging economies continues to remain uneven.

Growth in advanced economies is expected to be 1.7 percent in 2024 and 1.8 percent in 2025. In emerging and developing economies, growth is projected at 4.0 percent in 2024 and 4.1 percent in 2025.

The global growth rate remains relatively low compared to historical averages, reflecting tight financial conditions, geopolitical tensions and slow investment growth. Any further global shock may push the world economy toward recession, with small economies being more vulnerable.

IMF Outlook

According to the International Monetary Fund *World Economic Outlook (WEO) 2025*:

- ▶ Global economy is projected to grow by 3.2 percent in 2024 and 3.1 percent in 2025
- ▶ Advanced economies:
 - 1.7% (2024) and 1.8% (2025)

Country-wise Growth Forecast (Latest)

- ▶ United States: 2.8% (2024) and 2.1% (2025)
- ▶ United Kingdom: 0.6% (2024) and 1.6% (2025)
- ▶ Germany: 0.3% (2024) and 1.2% (2025)
- ▶ France: 0.8% (2024) and 1.3% (2025)
- ▶ Japan: 0.9% (2024) and 1.0% (2025)
- ▶ Canada: 1.2% (2024) and 2.0% (2025)

Emerging & Developing Economies

- ▶ Growth projected at 4.2% (2024) and 4.1% (2025)

Key Countries:

- ▶ India: 7.0% (2024) and 6.6% (2025)
- ▶ China: 4.7% (2024) and 4.4% (2025)
- ▶ Emerging & Developing Asia: 5.1% (2024) and 5.0% (2025)
- ▶ Russia: 3.0% (2024) and 1.5% (2025)
- ▶ Ukraine: 3.5% (2024) and 5.8% (2025)

EU European Region

- ▶ Euro Area growth projected at 0.9% in 2024 and 1.4% in 2025
- ▶ Overall EU growth remains lower than emerging Asia

Global Insurance 2025

According to the Allianz Global Insurance Report-2025, the following insights are observed

for the General Insurance (Property & Casualty or P&C) segment:

Global Premium Growth

The Property & Casualty (P&C) insurance segment experienced a global growth of 6.8% in 2024, slightly adjusted from the previous estimate. This growth was supported by stable demand, rate hardening and recovery in major markets.

Globally, P&C insurance premiums reached approximately EUR 2,280 billion in 2024, reflecting continued expansion across regions, although at a moderated pace compared to earlier post-pandemic rebounds.

Swiss Re Institute Analysis

According to the Swiss Re Institute Sigma reports:

- ▶ In the updated outlook (Global Economic and Insurance Market Outlook 2026), global non-life premiums are estimated to grow by 4.5% in real terms in 2025.
- ▶ Non-life Insurance (including Property & Casualty): Estimated real growth stands at 4.0% – 4.5%

This reflects improved underwriting performance, pricing adjustments and resilience against global risks.

Inflation Comparison

The global inflation rate is estimated at around 5.2 percent in 2025, which remains relatively high compared to long-term averages but lower than the previous year.

Compared to this inflation level, real growth in the insurance sector remains moderate but positive, indicating resilience of the global insurance industry.

Key Insights (Updated)

- ▶ Insurance sector shows steady but moderated growth
- ▶ Non-life (P&C) remains a key driver globally
- ▶ Growth supported by:
 - Higher premium pricing
 - Climate risk awareness
 - Economic recovery

- ▶ Inflation still impacts real growth performance

Global Natural Disasters in 2025

According to a report by Aon, global natural disasters continue to cause significant economic damage worldwide.

Global Economic Losses

Global natural disasters in 2025 resulted in approximately \$355 billion in economic losses. This figure remains significantly high and is around 10% above the 21st-century average, continuing the long-term upward trend. This also marks the tenth consecutive year that global losses exceeded \$300 billion, highlighting increasing climate-related risks.

Key Findings

- ▶ A substantial protection gap persists, with about \$210 billion of total losses remaining uninsured
- ▶ The United States continues to account for the largest share of insured losses
- ▶ The frequency of billion-dollar disaster events is increasing steadily
- ▶ 2025 ranks among the top warmest years on record, reflecting climate change impacts.

Key Events (2025)

- ▶ The costliest event was a major Atlantic hurricane season event, causing approximately \$70 billion in damages
- ▶ The largest insured loss event reached around \$22 billion, driven by severe storms and flooding in developed markets.

Bangladesh Non-Life Insurance 2025

According to unaudited statistical data published by the Insurance Development and Regulatory Authority (IDRA), the gross premium for non-life insurance companies in the private and public sector increased to Tk.46,850 million in 2025, representing a recovery of about 9.96 percent growth compared to Tk.42,603 million in 2024.

Insurance Penetration Rate in Bangladesh

According to the Swiss Re Institute latest report, the insurance penetration rate in Bangladesh is around 0.55 percent to 0.60 percent in 2025. This means that insurance premiums in Bangladesh account for approximately 0.55%–0.60% of the country's Gross Domestic Product (GDP), showing a slight improvement from previous years. In comparison to other nations in the region, this level of insurance penetration remains relatively low, although gradual progress is being observed. This low penetration can still be attributed to factors such as limited awareness about insurance benefits, lack of trust due to concerns about transparency and underdeveloped distribution channels. A multifaceted strategy addressing these challenges—such as improving regulatory oversight, enhancing financial literacy and digitizing insurance services—is essential to further increase insurance penetration in Bangladesh.

The Insurance Development and Regulatory Authority (IDRA)

The Insurance Development and Regulatory Authority (IDRA) is the regulatory body for the insurance industry in Bangladesh. It was established under the Insurance Development and Regulatory Authority Act of 2010, with the goal of promoting and regulating the development of the insurance industry in the country. With a number of measures, such as the adoption of new rules, digitalization initiatives and the development of a centralized insurance database, the IDRA has been working to strengthen the insurance sector in Bangladesh. These initiatives are expected to improve efficiency, transparency and competitiveness in the industry.

As of 2025, Mr. M Aslam Alam continues to serve as the Chairman of IDRA, leading ongoing regulatory reforms and modernization efforts in the insurance sector.

We welcome these leadership efforts and look forward to further reforms aimed at enhancing governance, consumer protection and market development in Bangladesh's insurance industry.

Pragati Insurance PLC-Operational Results 2025

Gross Premium Income

In 2025 Pragati Insurance PLC achieved robust success in earning gross premium of Tk.2711.04 million, which increased by Tk.207.39 million registering an income of 8.28 percent compared to the previous year.

During this year PIPLC achieved a net underwriting profit Tk.363.21 million against Tk.367.00 million of last year, which is 1.03 percent less than previous year.

CLASS WISE PREMIUM

Fire Insurance

The Company has underwritten a total fire insurance premium of Tk.1206.88 million in 2025 as against Tk. 1104.25 million in 2024. After payment/provision for reinsurance premiums, claims and management expenses the company has incurred underwriting loss of Tk. -0.84 million against underwriting loss Tk. -63.16 million of last year.

Marine Insurance

In the year 2025 gross premium earning in Marine insurance including Marine Hull was Tk.1078.57 million against Tk. 984.23 million of the year 2024. After providing for re-insurance premiums, claims and management expenses, we have earned underwriting profit of Tk.246.10 million against last year's underwriting profit of Tk.305.93 million.

Motor & Miscellaneous Insurance

From miscellaneous insurance business our total gross premium income in 2025 was Tk.425.59 million (both in Motor and Miscellaneous departments) against Tk. 415.17 million in 2024. After meeting expenses for reinsurance, claims and management expenses, we have earned underwriting profit of Tk.117.95 million against Tk.124.22 million in 2024.

Investment Operation

Pragati Insurance PLC has concentrated its focus on diversifying its investment portfolio. Facing all

the odds the company has gained Tk.12.47 million as capital gain out of share trading in 2025 against Tk.1.25 million in 2024.

Contribution National Exchequer

During the year under report Pragati Insurance PLC has deposited Tk.531.64 million to the Government Exchequer as Corporate Income Tax, Withholding Tax, Stamp Duty and VAT.

Income Distribution

Underwriting Profit of non- life insurance Company is a key indicator of growth. However, it is also dependent on its investment income. It is therefore important to explore all avenues to raise the return from investment. Due to increase in Underwriting Profit and income from investment and rental, the Company's net profit before tax stood at Tk.571.95 million against Tk. 550.76 million in the year 2024. The net profit before tax has been proposed for approximate as follows:

Sl.	Particulars	Taka (Million)
1	Reserve for Exceptional Losses	146.26
2	Provision for Income Tax	144.61
3	Balance available for distribution	289.44

Taking into consideration the financial position and working capital requirement for smooth running of the company and with an aim to have a steady growth in per share dividend, the Board of Directors of Pragati Insurance PLC recommended 27% cash dividend and 3% stock dividend to the shareholders of the company for the year 2025. The whole scenario will look as follows:

Sl.	Particulars	Taka (Million)
1	General Reserve	176.43
2	Divisible Profit	289.44
3	Total available	465.87
4	Less: Dividend for the year	236.54
5	Balance to be carried forward for the next year	229.33

Credit Rating

Credit Rating of Pragati Insurance PLC was carried out by National Credit Ratings Limited for the year 2019 - 2025 and their assessments are as follows:

Sl.	Credit Rating Type	Credit Rating Status
1	Long Term	AAA (Triple A)
2	Short Term	ST-1
3	Outlook	Stable
4	Carried out for the Year	7 Consecutive years

Board of Directors

In accordance with Articles 105, 106 & 107 of the company's Articles of Association, the under-noted Directors from Group-A shareholders shall retire from the office by rotation and eligible for re-election.

- 1. Alhaj Khalilur Rahman**
- 2. Mr. Md. Sarwar Kamal**
- 3. Mrs. Nahreen Yeaehea**

In accordance with the Article 107 the above mentioned 3 (three) Directors are eligible for re-election. Accordingly, this was placed before the Board of Directors for their kind approval. The Board of Directors already approved the same and this will be placed in the ensuing 40th Annual General Meeting of the company for approval of the Group-A shareholders. In accordance with Articles 105 & 106 of the company's Articles of Association, the under-noted Directors from Public Shareholders (Group-B) shall retire from the office by rotation.

- 1. Mr. Nasir Latif**
- 2. Mr. Tajwar M. Awal**

As per Insurance Act 2010, Rules 1958 clause No.15B (3) the Election Notice will be published in the two national dailies on April 13, 2026 to fill up the 2 (two) vacancies of Public Directors, the election will be held on the day of the 40th AGM of the company scheduled to be held on 18th June, 2026 at 12: noon. The 2 (two) shareholders i.e. (i) Mr. Nasir Latif & (ii) Mr. Tajwar M. Awal submitted their nomination papers within the stipulated time. Since nobody else has submitted any nomination papers other than above 2 (two) candidates, they will be taken as elected Directors from Group-B shareholders in the ensuing 40th AGM scheduled to be held on 18th June, 2026 (Proposed).

Number of Meetings during the year 2025

The 10 (ten) meetings of the Board of Directors, 5 (five) meetings of the Directors' Audit Committee, 2 (two) meetings of the Nomination & Remuneration Committee (NRC), 3 (three) meetings of the

Directors' Finance & Investment Committee and 2 (two) meetings of the Directors' Claim & Policyholder Protection and Compliance Committee were held during the year 2025. Details are given below in comparison to last 3 years as follows:

Sl.N	Name of the Meeting	2025	2024	2023
01	Board of Directors	09	10	09
02	Audit Committee	05	05	04
03	Nomination & Remuneration Committee	05	02	01
04	Finance & Investment Committee	04	03	00
05	Claim & Policyholder Protection and Compliance Committee	03	02	00
06	Risk Management Committee	02	01	01

Attendance of Board of Directors and total fee during the year 2025

S.N	Name of the Honorable Directors	Attendance	Total Fee (Tk.)
01	Syed M. Altaf Hussain	09	72,000.00
02	Mr. Tabith Awal	01	8,000.00
03	Alhaj Khalilur Rahman	09	72,000.00
04	Mr. Mohammed Abdul Awwal	09	72,000.00
05	Mr. Md. Syedur Rahman	08	64,000.00
06	Mr. Md. Sarwar Kamal	Nil	Nil
07	Mr. Mohammed Abdul Malek	07	56,000.00
08	Mr. A.S.M. Mohiuddin Monem	01	8,000.00
09	Mr. Nasir Latif	09	72,000.00
10	Mr. Md. Mushfiqur Rahman	07	56,000.00
11	Mrs. Nahreen Yeahea	07	56,000.00
12	Haji Nigar Jahan Chowdhury	08	64,000.00
13	Mr. Tajwar Muhammed Awal	07	56,000.00
14	Syed Muhammad Jan	05	40,000.00
15	Mrs. Farida Akther (Newly appointed)	01	8,000.00
16	Mrs. Hasinatun Naher (Resigned)	05	40,000.00
17	Mr. Muhammad Jamaluddin (Resigned)	06	48,000.00
18	Mr. Mahbub Anam	08	64,000.00

Audit Committee

The Audit Committee of the company met 5 (five) times during the year and reviewed the followings with special emphasis on compliance of respective times during the year and reviewed the followings with special emphasis on compliance of respective recommendations: 1. Audit and inspection report(s) of the Audit Team and External Auditors. 2. Ensuring an effective Risk Management

system of the Company through ongoing review of the company's internal control system. 3. The financial statements of the company for the year 2025 audited by the External Auditors. 4. Stressing on the importance of the Compliance Culture within the Company. This is to confirm that the company's Audit Committee is constituted as per terms & condition of BSEC'S Circular No. SEC/CMRRCD/2006-158/207/Admin/80 dated 3 June, 2018.

Corporate Governance Compliance status (BSEC)

Pursuant to the clause 9 of the BSEC's Notification No.SEC/CMRRCD/2006-158/207/Admin/80 dated 3 June, 2018 we attached the company's compliance status as annexure-1.

Corporate Governance Guideline status (IDRA)

As per IDRA's Corporate Governance Guideline Ref no. 53.03.0000.075.22.025.2020.230 dated 29 October, 2023 we attached the company's compliance status as annexure-1.

Auditors

M/S. ISLAM QUAZI SHAFIQUE & CO. Chartered Accountants were appointed as External Auditors of the company for the year 2025 at the 39th Annual General Meeting. They have audited the books of accounts for the period covering 1st January, 2025 to 31st December, 2025. This is the 3rd year that M/S. ISLAM QUAZI SHAFIQUE & CO. has been audited the Financial Statements of the company i.e. they have completed their 03 (three) year's tenure in 2025.

In this regard, we refer the regulation 15 of Dhaka Stock Exchange (Listing) Regulations, 2015; the following conditions are applicable for each issuer of listed securities:

Quote:

1. The issuer of the listed securities shall get it's Financial Statement audited by any firm of chartered accountants which is in the panel of the commission.
2. The issuer of listing securities shall not appoint any firm of Chartered Accountants as its statutory Auditors for a consecutive period exceeding 3 years.
3. The Auditor/audit firm shall not also be eligible for performing the auditing of Financial Statements of the issuer of listed securities for a consecutive period exceeding 03 (three) years.

Unquote.

In compliance with the above-mentioned regulation, the management has proposed to

appoint new Audit firm named '**Islam Aftab Kamrul & Co.**', Chartered Accountants with the remuneration of Tk. 3,75,000.00 (Taka- Three lac Seventy- Five Thousand) only including VAT & Tax for the year 2026. The Audit Committee has been reviewed the management's proposed for appointment new auditor and the Committee also recommended for the same.

Acknowledgement

On behalf of the Board Directors, we humbly take this opportunity to express our heartfelt gratitude to all of our valued clients, shareholders and well-wishers at home and abroad for their wholehearted co-operation. We are especially thankful to all banks both in the private and public sector and the management of our valued clients are follows:

A. Multinational Companies and International Organizations:

ACI Godrej Agrovvet Private Ltd., Asian Paints Bangladesh Ltd., Bata Shoe Co. (BD) Ltd., Berger Paints (BD) Ltd., ADB, DHL Worldwide Express (Pvt.) Ltd., Electromech Technical Associates Ltd., ICDDR,B, Karnaphuli Fertilizer Company Ltd., Neviaan Life science PLC, Perfetti Van Melle Bangladesh Ltd., Reckit Benckizer (BD) Ltd., Save the Children International, Sanofi Aventis Bangladesh Ltd. Singer Bangladesh Ltd. UNDP-CHTDF, JT International Bangladesh Ltd., Whirlpool Bangladesh, RAK Ceramics Ltd., Linde Bangladesh Ltd., Pidilite Specialty Chemicals Bangladesh (Pvt.) Ltd., Exsaco Limited, Dhaka CMB Ltd., Robi Axiata PLC, Robert Bosch Bangladesh Ltd., Kiabi International Supply Services Ltd., YP Gazipur Ltd., Clarke Energy Bangladesh Ltd., LafargeHolcim (BD) PLC, Islamic Development Bank.

B. Banks and Financial institutions: (Local and Foreign)

Bank AL Falah Ltd., Brac Bank PLC, Citi Bank N.A., Commercial Bank of Ceylon PLC, Dhaka Bank PLC, Dutch Bangla Bank PLC, Eastern Bank PLC, Exim Bank PLC, HSBC, IIDFC, Janata Bank PLC, Mutual Trust Bank PLC, National Bank PLC, National Bank of Pakistan, National Housing Finance and Investment PLC, One Bank PLC, Prime Bank PLC, Pubali Bank PLC, Social Islami Bank PLC, The City

Bank PLC, The Premier Bank plc, Trust Bank PLC, South Bangla Agriculture & Commerce Bank PLC, Midland Bank PLC.

C. Dhaka EPZ:

Dacyu (BD) Ltd., Dhakarea Ltd., Paxar Bangladesh Ltd., Queen South Textile Mills Ltd., Rancon Sweaters Ltd., Swan Lon Co. Ltd., Ideal Fastener (BD) Ltd.,

D. Karnaphuli EPZ:

Bangladesh Pou Hung Industrial Ltd., Bohemian Travel Gear Ltd., Denim Expert Ltd., Genfort Shoes BD Ltd., Gesinha Outdoor Ltd., Mas Intimates Bangladesh (Pvt.) Ltd., Naturub Accessories (BD) Private Ltd., Paolo Footwear (BD) Ltd., P.H. Grment Manufacturing Company Ltd., park Bangladesh Ltd., Strong Footwear Ltd., Trendex Furniture Ind. Co. Ltd. Xin Chang Shoes BD Ltd.

E. Chattogram EPZ:

Aadi Towels BD Ltd., Ace Bi-Cycle BD Ltd., Alita BD Ltd., Bangladesh Spinners & Knitters Ltd., Campex BD Ltd., Copper Co. BD Ltd., Chittagong Knitwear BD Ltd., Cold Play School Products Ltd., Crown Mills BD Ltd., Deni, Plus BD Ltd., Excelsior Shoes Ltd., Ebisawa Corporation BD Ltd., HKD Group of Companies, Industrial Hand Production Ltd., Jay Jay Mills Bangladesh Pvt. Ltd., J & J Industries Ltd., Jemina Accessories Ltd., Meghna Accessories Ltd., Midas BD Ltd., Mitali Textile Industries BD Ltd., Modern Towels BD Ltd., MZM Textile Ltd., Pacific Jeans Group of Companies, Padma Industriars Ltd., Papella Ltd., Premier 1888 Ltd., Patenga Footwear Pvt. Ltd., Qualities Industries BD Ltd., S. J. Industrial Co. BD Ltd., Van Green BD Ltd., Whites Garments BD Ltd., MAS Intimates Bangladesh Pvt. Ltd., Fenix Footwear Ltd., OFMA Camp Ltd.

F. Cumilla EPZ:

Eastport Ltd., Kadena Sports Wear BD Ltd., R. N. Spinning Mills Ltd., Xin Chang Shoes BD Ltd.

G. Ishwardi EPZ:

Rahimafrooz Globatt Ltd., Rosita Knitwears Pvt. Ltd., BHK Knitwears Ltd.

H. Uttara EPZ, Nilphamari:

Uttara Sweater Manufacturing Co. Ltd.

I. Shipping:

Eurostar Shipping Ltd., Peoples Shipping Ltd., Summit Shipping Ltd.

J. Aviation:

Square Aviation, Ad-Din Foundation

K. Pharmaceuticals:

The Acme Laboratories Ltd., Aristopharma Ltd., Beximco Pharmaceuticals Ltd., Everest Pharmaceuticals Ltd., Healthcare Pharmaceuticals Ltd., Navana Pharmaceuticals Ltd., Nuvista Pharma Ltd., Renata Ltd., Square Pharmaceuticals Ltd. Somatec Pharmaceuticals Ltd., SMC Enterprise Ltd.

L. Power plant:

United Energy Ltd., United Power Generation & Distribution Ltd., United Jamalpur Power Ltd., United Payra Power Ltd., UD-DK Green Energy BD Ltd.

M. Group of Companies:

Multimode Group, W&W Group, Abdul Monem Group of Companies, APS Group, Asian Group, B.S.A. Group of Industries, Bashundhara Group, Beximco Group, BSRM Group of Companies, BSM Group, Confidence Cement Ltd., Day Group, Eastern Group of Industries, Esquire Group, GPH Group, KDS Group, M.U Group of Companies, Mir Group of Industries, Multimode Group, Metrocem Group, Pedrollo (NK) Ltd., PHP Group, Rahimafrooz Group, Rangs Group, S.M. Group, S.A. Group of Industries, Saad Musa Group of Industries, Silex Group, Coast to Coast Group, Codes & Labels Group, Envoy Group, DBL Group, Graphics Machinery & Equipment, Kores Bangladesh Ltd., Maksons Group, Micro Disc Industries Ltd., NASSA Group, Network Bangladesh Ltd., Heidelberg Cement Bangladesh Ltd. (Scan & Ruby Cement), M.I. Cement Factory Ltd., Royal Cement Ltd. Rimso Battery & Company, Robintex Group, Russel Group, Salma Group, Shanta Group, T.K. Group, Tamal Knit Fashion Ltd., Habib Group, Summit Group, Youth Group, Binds Group, Akij Group, Arbab Group, Knit Concern Group, Bengal Group, Armana Group, Sterling Group, Babylon Group, Shepherd Group, Karim Group. SQ Group.

N. Garments, Textile & Spinning Mills:

AGC Spinning Mills Ltd., APS Group, Akbar Composite Ltd., BAdsha Textile Ltd., Codes & Labels Ltd., Dimension Clothing, Debonaer Ltd. & Orbitex Knitwear Ltd., F M Yarn Dyeing Ltd., Metro Spinning Ltd., Mothercare Group, G N Cotton Ltd., Geemtex Ltd., Grameen Fabrics & Fashion Ltd., Grameen Knitwear Ltd., Ibrahim Composite Textile Mills Ltd., Knitex Industries Ltd., Meghatex Knitters Pvt. Ltd., Monowara Textile Mill Ltd., ORK Thread, Public Clothing Co., Mosharraf Group, AA Knitspin Ltd., Martin Knitwear Ltd., Snowtex Group, Nixon Industries Ltd., Pigeon Sweaters Ltd., Nixon Box Industries Ltd.

O. Jute Mills & Trading:

Wahab Jute Mills Ltd., Karim Jute Spinners Ltd., Nawab Abdul Malek Jute Mills BD Ltd., Roman Jute Mills Ltd., Teamex Jute Mills Ltd., Akij Jute Mills Ltd., RMT Jute Mills Ltd.

P. Eletronic Media:

International Television Ltd. (NTV), National Television Ltd. (RTV), Independent Television Ltd., Maasranga Television.

Q. Agricultural & Fish Processing:

A.K. Agro Indu. Pvt. Ltd., Asina Sea Foods Ltd., Bagerhat Seafood Indus. Ltd., Lockpur Fish Processing Co. Ltd., Moon Star Fish Ltd., Quality Feeds Ltd., Rupsha Fish & Allied Indus. Ltd., Southern Foods Ltd., Southfield Fisheries Ltd., Tareq Agro Industries Ltd.

R. Others:

Bangladesh Cricket Board, Bangladesh Edible Oil Ltd., Bangladeesh Paper Mills Ltd., Dockyard & Engineering Works Ltd., Electrical & Electronics Company Ltd., Enrich Ltd., Ghorashal Containers Ltd., Ghorashal Multilayer Plastic & Packaging Ltd., Grameen Shakti, Independent University Bangladesh, Inova International Ltd., Green Line Paribahan, Kamal Printing Press, Multitech Advertising Ltd. National Polymer Industries Ltd., Paxko Ltd., Prokaushali Sangsad Limited, Rahimafrooz Distribution Ltd., Unity Infraprojects Ltd., IUBAT, BUFT, Cotton Tex.

A statement of remuneration paid to the directors including independent directors-Page no.-129 Related party transactions-Clause-2.20 and Page no.140-141

Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) of the company executed 05 (Five) meetings during the year and performed. The Committee works on the following area:

1. To review the structure of compensation of the employees.
2. To consider the Retirement & Re-election of Sponsors Director(s) as per MOA & AOA of the company.
3. To consider the nomination of Public Director(s).
4. To consider the nomination of Independent Director(s).
5. To nominate members of the Board of Pragati Life Insurance Limited as representative of Pragati Insurance PLC.
6. To recommend for acceptance or approval of Directors' resignation.
7. To nominate and recommend for constitute and re-constitute of Directors' sub-committee as guided by the Notification of BSEC and IDRA.

Looking ahead

The year 2026 is expected to remain challenging for the global economy, with subdued growth due to ongoing global uncertainties. According to the latest World Bank Global Economic Prospects (2026) report, the GDP growth rate of Bangladesh is forecast to be 4.40 percent in the Financial Year (FY) 2026, showing a modest improvement compared to earlier forecasts.

The key factors influencing Bangladesh's economic outlook include:

- ▶ Persistent inflationary pressures affecting household purchasing power and business costs
- ▶ Energy supply constraints and moderate

import restrictions

- ▶ Tight monetary policy stance aimed at stabilizing the exchange rate and controlling inflation
- ▶ Gradual export recovery and remittance inflows supporting macroeconomic stability

Globally, growth is expected to remain modest with economic expansion projected at 2.8% in 2025 and 2.7% in 2026, indicating continued slow recovery from recent global shocks and lingering challenges in advanced and emerging economies. This projection reflects a third year of relatively slow global growth compared to long-term historical averages.

Conclusion

We would also like to convey our sincerest thanks to Insurance Development and Regulatory Authority, Bangladesh Securities and Exchanges Commission, Dhaka Stock Exchange, Chittagong Stock Exchange and Re-Insurers-Sadharan Bima Corporation, General Insurance Corporation of India (GIC), Best Re. Malaysia and Trust International and Re-Insurance Brokers- J.B. Boda, Protection Bahrain, Willis and others for their support and assistance. The Board also expresses its appreciation to

M/S. ISLAM QUAZI SHAFIQUE & CO. the Auditor of the Company. We take this to the Advisor, Chief Executive Officer and all the Executives, Officers and Staff of the company for their outstanding services throughout the year and look forward to the continued support and whole-hearted cooperation for the realization of the corporate goals in the year ahead. The Board of Directors has been pleased to reward its staff including Executives, Officers and Employees 03(Three) incentive Bonus based on individual performance to be decided by the management. Lastly, with best regards to all our valuable shareholders, we promise to continue the growth of the company with your continued support.

Thank you all.

On behalf of the Board of Directors,



Syed M. Altaf Hussain
Chairman



DIRECTORS' REPORT TO THE SHAREHOLDERS

(Under Section 184 of the Companies Act 1994)

We report that:

- i. The financial statements prepared by the management of the company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- ii. Proper books of account of the company have been maintained.
- iii. Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.
- iv. International Accounting Standards, as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed.
- v. The system of internal control is sound in design and has been effectively implemented and monitored.
- vi. There are no significant doubts upon the company's ability to continue as a going concern.
- vii. There are no significant deviations from last year operating result of the company.
- viii. During the year ended 31 December 2025 the Board of Directors held 09 (Nine) meetings and the Directors serving on the Board attended in aggregate 74.31 percent of the total number of meetings.
- ix. At 31 December 2025, the pattern of shareholding is shown in the ownership status:
 - a) Shareholding of Parent/Subsidiary/Associate companies and other related parties: Nil.
 - b) Shareholdings of Directors, CEO, Company Secretary, CFO and Head of Internal Audit and their spouses and minor children: Nil.