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ANNUAL REPORT 2025

NATIONAL HOUSING

বন্ধুত্বের আস্থা

National Housing Finance PLC.

LETTER OF TRANSMITTAL

June 23, 2026

To
The Shareholders
Bangladesh Bank
Bangladesh Securities and Exchange Commission
Registrar of Joint Stock Companies & Firms
Dhaka Stock Exchange PLC
Chittagong Stock Exchange PLC

Subject: Annual Report for the year ended December 31, 2025.

Dear Sir/Madam,
We are pleased to enclose herewith a copy of the Annual Report 2025 of National Housing Finance PLC containing Directors' Report and Auditor's Report along with the Audited Financial Statements for the year ended December 31, 2025 for your kind information and record.

Thanking you.

Sincerely Yours,

(Md. Sarwar Kamal FCS)
Company Secretary

PAGE OF CONTENTS

National Housing Finance PLC.

National Housing Finance PLC.

Registered Office: National Plaza (7th Floor)
109, Bir Uttam C.R. Datta Road, Dhaka-1205

Notice of the 27th Annual General Meeting (Virtually)

Notice is hereby given that the 27th Annual General Meeting (AGM) of National Housing Finance PLC will be held on Tuesday, September 15, 2026 at 12.00 noon (Bangladesh Standard Time) virtually by using digital platform through the following link: https://agmbd.live/nationalhousing2026 to transact the following businesses:

Agenda:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended December 31, 2025 together with Auditors' Reports thereon and the Directors' Report.
2. To declare Dividend for the year ended December 31, 2025.
3. To elect/re-elect Directors in accordance with the relevant provisions of the Articles of Association of the Company and to confirm the appointment of one Independent Director.
4. (a) To appoint Statutory Auditors for the year 2026 and fix their remuneration.

   (b) To appoint Corporate Governance Auditors for the year 2026 and fix their remuneration.

All the Members / Shareholders of the Company are requested to attend the meeting.

By order of the Board

QR Code:

(Md. Sarwar Kamal FCS)
Company Secretary

Dated: June 23, 2026

Notes:

(i) Record Date is July 23, 2026. Members, whose names appeared on the Depository/Members Register as on "Record Date" i.e. July 23, 2026 are eligible to attend and vote at the AGM and also receive dividend, if any.

(ii) The Members will be able to submit their questions/comments and vote electronically 48 hours before commencement of the AGM and during the AGM. For logging in to the system, the Members need to put their 16-digit Beneficial Owner (BO) ID number and other credential as proof of their identity by visiting the link https://agmbd.live/nationalhousing2026

(iii) We encourage the Members to log in to the system prior to the meeting start time of 12:00 noon (Dhaka time) on September 15, 2026. Please allow ample time to login and establish your connectivity. The webcast will start at 12:00 noon (Dhaka Time). Please contact **01911874308** for any technical difficulties in accessing the virtual meeting.

(iv) A shareholder may, as per Article 98 of the Articles of Association of the Company, appoint Proxy to attend on a pool and to vote instead of him/her. The instrument for appointing a proxy and the Power of Attorney, where applicable, must be sent through email to the Registered Office at **share@nationalhousingbd.com** at least 72 hours before the time of holding the meeting. The Proxy Form must be affixed with stamp(s) of Tk. 100.00.

(v) Members are requested to notify e-mail address, through their respective Depository Participants well in time.

(vi) Advance Income Tax (AIT) will be deducted at 15% for individual shareholders and 20% for other than individuals as per Section 117 of the Income Tax Act, 2023 as amended on 2026.

(vii) Pursuant to the clause 9(1) of the BSEC notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20th June, 2018, soft copy of Annual Report 2025 will be sent through e-mail as per registered e-mail ID received from CDBL. The soft copy of the Annual Report 2025 will also be available on the company's website at: **www.nationalhousingbd.com.**

CORPORATE INFORMATION

CORPORATE INFORMATION & KEY MILESTONES

Registered Name	:	**National Housing Finance PLC.** Changed from National Housing Finance and Investments Limited
Legal Form	:	Public Limited Company under the Companies Act, 1994
Incorporated on	:	August 18, 1998
Registration Number	:	C-36097(397)/98
Authorized Capital	:	BDT 2,000 Million
Paid-up Capital	:	BDT 1,287.34 Million
Certificate of Commencement	:	August 18, 1998
Date of Bangladesh Bank License	:	December 29, 1998
First Mortgage Loan	:	June 16, 1999
Opening of Motijheel Branch	:	August 18, 2001
First Lease Finance	:	February 22, 2004
Opening of Chattogram Branch	:	April 06, 2004
Opening of Gulshan Branch	:	June 01, 2004
Date of Listing:-		
• Chittagong Stock Exchange	:	November 11, 2008
• Dhaka Stock Exchange	:	December 23, 2008
Opening of Bogura Branch	:	April 19, 2009
Opening of Rangpur Branch	:	October 16, 2014
Opening of Principal Branch	:	March 22, 2016
Opening of Gazipur Branch	:	December 01, 2018
Opening of Feni Branch	:	December 21, 2019
Opening of Rajshahi Branch	:	December 28, 2019
Opening of Khulna Branch	:	October 06, 2022

Corporate Head Office:
Concord Baksh Tower (7th Floor), Plot: 11-A, Road: 48, Block: CWN(A), Gulshan-2, Dhaka-1212,
Tel: +88 09609200555, Fax: +88 02 58811652,

Registered Office:
National Plaza (7th Floor), 109, Bir Uttam C.R Datta Road (Ex-Sanargaon Road), Dhaka-1205
Tel: +88 02 9632587-88, +88 02 9632590-93, +88 09609200555 (Ext. 230), Fax: +88 02 223361016

Web:
www.nationalhousingbd.com

E-mail:
info@nationalhousingbd.com

Auditors:
Zoha Zaman Kabir Rashid & Co.
Corporate office: House 6/B, Road 32, Level 7 & 8, Gulshan 1, Dhaka 1212, Bangladesh.
T: +8809609-006260, E: info@zzkrca.com, W: www.zzkrca.com

Corporate Governance Auditor:
MNA Associates
Chartered Secretaries
Tropical Molla Tower (4th Floor), Sha-15/1-4 Pragati Sarani, Middle Badda, Dhaka-1212

Legal Retainer:
Barrister Md. Mahfuzur Rahman (Milon) (The Legal Solutions)

Legal Advisor:
Advocate Abdul Quddus (Law and Remedy)
Barrister Monzur Alam Khan (Legal Professional)
Barrister Nuruzzaman (Capital Law Chamber)
Advocate Md. Khaled Hossain Sarker (K. H. Sarker & Associates)

Membership:
Bangladesh Association of Finance Companies (BAFC)
Bangladesh Leasing & Finance Companies Association (BLFCA)
Metropolitan Chamber of Commerce & Industry (MCCI)
International Chamber of Commerce- Bangladesh (ICC- Bangladesh)
Bangladesh Association of Publicly Listed Companies (BAPLC)
The Institute of Bankers, Bangladesh (IBB)

OUR **VISION**

To be a role-model financial institution with corporate social responsibility contributing to social growth through maintaining the highest standard of business ethics. In doing so, company would add value to the wealth of the society

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OUR **GOAL**

To build up excellent client relationship and long-term value to the shareholders.

OUR **MISSION**

- To be equal Housing Lender to all, irrespective of cast, creed and sex.
- To offer quickest service to the satisfaction of customer with the latest technology.
- To create innovative products to cater to the market needs at competitive price.
- To form a high quality team of satisfied and motivated employees.
- To ensure a steady return on shareholders' equity.

OUR **CORE VALUES**

- Protect national interest and be part of national growth and prosperity.
- Create good leaders rather than typed managers.
- Give high priority on honoring trust, fairness, confidentiality, rules and regulations, objectivity, transparency, integrity and corporate, individual and social responsibility.
- Always keep pace with state of the art technology and innovative ideas.

OUR **STRATEGIC OBJECTIVES**

- Maximize shareholders' value through development of stringent investment strategy and control procedures.
- Create balanced portfolio in Potential sectors for enhancement of corporate strength.
- Provide diversified products and uninterrupted services to the valued clients.
- Pursue ways to reduce cost and apply extremely vigilant terms monitor to risks and to operate most efficiently.
- Maintain highest standards of transparency and strengthen good corporate governance practices.

CORPORATE SOCIAL RESPONSIBILITY

The business and economic landscape worldwide has changed dramatically. Rising poverty and the impacts of climate change have become major obstacles to global economic growth. In this context, Corporate Social Responsibility (CSR) has become a key requirement of the current era. CSR often overlaps with related concepts such as corporate sustainability, corporate sustainable development, and corporate responsibility.

To fulfill its CSR commitments, the sponsors of National Housing Finance PLC established a Public Limited Company under the Companies Act, 1994, and obtained licensing from Bangladesh Bank under the Financial Institutions Act, 1993. The organization was created to address one of the most essential needs of urban people—housing. NHFPLC is a socially responsible organization that consistently seeks to advance the interests of customers, employees, shareholders, and the community as a whole. Its CSR initiatives include:

- Providing 9,486 home mortgage loans over the years at comparatively low interest rates, under fair terms, and for long repayment periods.
- Offering support and relief to flood-affected people in Bangladesh.
- Granting interest waivers to clients who are unable to repay their loans due to permanent disability or death, and rescheduling loan repayment for reasonable durations with installment amounts aligned to their repayment capacity.
- Strictly avoiding partnerships or lending to any environmentally hazardous company and any organization associated with child labor.

CODE OF CONDUCT AND ETHICAL PRINCIPLES

- Maintain strict professional integrity, proficiency, decency and self-esteem with the customers and related parties.
- Comply with all applicable laws, rules and regulations.
- National Housing is always straightforward in disclosing conflict of interest.
- Maintain stringent confidentiality of customer's information unless otherwise directed by competent regulatory authority.
- Courtesy and cooperation to the client is our manifesto. Encourage employees to act in a professional and ethical manner so as to create a good impression of National Housing and its employees. Trustworthy commitment to customers to build long-term relationship.
- Apply professional judgment and high quality care in all cases.
- Apply own corporate policies and appropriate technical and professional standards for rendering services to the client.
- Encourage and act against falsification, dishonesty, fraud, trickery and forgery.
- Uphold the Company's good name and integrity.

PRODUCTS & SERVICES

Home Mortgage Loan
- Purchase of apartment or house
- Self-construction of own house
- Group home loan
- NRB home financing scheme
- Renovation of existing house/apartment
- Housing plots purchase
- Commercial space and chamber of professionals
- Any purpose mortgage loan

Project Mortgage Loan
- Project mortgage loan for property development

Lease Finance
- Acquisition of industrial machineries, equipments, generators, power plants etc.
- Car purchase
- Medical/Hospital equipments

SME Finance
- Agro based processing industrial loan
- Women entrepreneur Loan
- Cluster financing

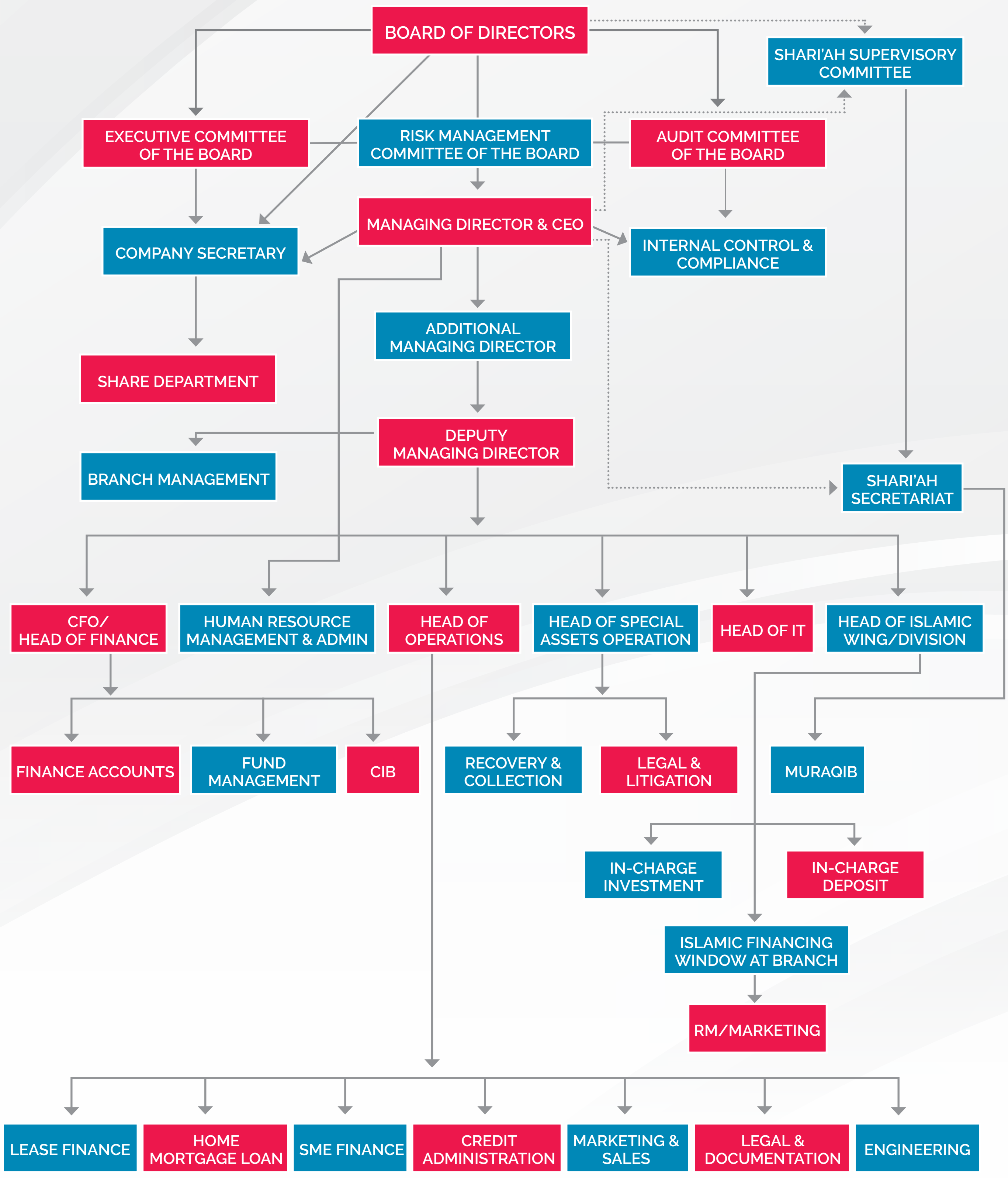
Deposit Schemes with Attractive Return
- Term deposit account
- Money multiplier scheme
- Mohila savings scheme
- Kotipoti scheme
- Housing deposit scheme
- Education pension scheme
- Income account
- Monthly savings scheme (MSS)
- Millionaire savings account
- Mudaraba Deposits

Shari'ah Based Islamic Products:

Deposit Products:
- Mudaraba Term Deposit
- Mudaraba Senior Citizen Term Deposit
- Mudaraba Periodical Income Scheme
- Mudaraba Probable Money Multiplier Scheme
- Mudaraba Monthly Savings Scheme
- Mudaraba Pension Deposit Scheme
- Mudaraba Probable Millionaire Scheme
- Mudaraba Housing Deposit Scheme
- Mudaraba Mohila Savings Scheme
- Mudaraba Probable Kotipoti Scheme
- Mudaraba Hajj Savings Scheme

Investment Products:
- HPSM – House/Apartment Purchase Project
- HPSM – House Construction Project
- HPSM – House Renovation Project
- HPSM – Commercial Space/Chamber Purchase Project
- HPSM – Housing Plot Purchase Project
- HPSM – Car/Machinery Investment Project

ORGANIZATIONAL STRUCTURE



6-YEARS FINANCIAL HIGHLIGHTS

Business Environment and Its likely impact on the Financial Performance of NHFPLC

These statements involve uncertainties, and actual results may differ due to changes in the business environment. Key influencing factors include:

- Shifts in national economic conditions.
- Fluctuations in commodity prices.
- Interest rate volatility.
- Changes in government policies
- Modifications in Bangladesh Bank's monetary policies, including.
  - Increased provisioning requirements.
  - Higher statutory liquidity and cash reserve requirements.
  - Changes in refinancing schemes.

Key Operating and Financial Highlights

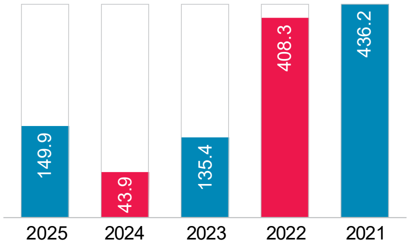
(Figures in Million Taka except ratios and per share data)

Particulars	2025	2024	2023	2022	2021	2020
Operational Highlights						
Housing loan sanction	1,868.41	2,214.25	2,446.86	3,188.08	3,151.67	2,024.72
Lease, Term and SME loans sanction	-	50.00	24.70	27.50	86.70	23.80
Housing loan disbursed	1,257.88	1,630.80	2,047.92	2,558.69	2,008.21	1,348.61
Lease, Term and SME loans disbursed	-	50.00	24.70	52.54	67.20	21.30
Cumulative housing loan disbursed	31,225.01	29,967.13	28,336.33	26,288.41	23,729.72	21,721.51
Cumulative lease, Term and SME loans disbursed	8,238.89	8,238.89	8,188.89	8,164.19	8,111.65	8,044.45
Cumulative housing loan sanction	39,153.25	37,284.84	35,070.60	32,623.74	29,435.66	26,283.99
Cumulative lease, Term and SME loans sanction	8,354.90	8,354.90	8,304.90	8,280.20	8,252.70	8,166.00
Financial Highlights						
Operational income	495.49	524.30	484.56	620.47	727.49	739.70
Operational expenses	222.92	232.60	229.91	215.36	201.31	199.13
Financial expenses	1,562.37	1,504.23	1,056.98	917.98	972.02	1,343.66
Administrative Expenses	191.67	197.90	194.17	180.79	166.37	168.07
Profit before tax	149.87	43.85	135.42	408.30	436.22	483.36
Provision for taxes	54.60	40.92	14.79	145.16	174.93	161.97
Net profit after tax	95.26	2.93	120.63	263.14	261.29	321.39
Shareholders' fund	2,196.08	2,100.82	2,214.91	2,269.83	2,182.23	2,096.49
Total deposit	11,585.32	11,881.33	15,098.89	12,472.19	14,421.04	13,510.91
Total borrowing	1,246.19	2,074.80	1,703.57	2,146.64	882.19	849.73
Total loan portfolio	13,078.60	13,912.11	14,328.81	14,393.42	13,939.46	13,628.36
Total balance sheet size	17,050.52	17,813.55	20,545.83	18,401.74	19,059.22	17,782.57
NPL ratio (%)	9.88%	11.46%	8.96%	6.93%	5.88%	5.33%
Financial ratios						
Earnings per share	0.74	0.02	1.03	2.25	2.23	2.75
Dividend per share	10.00%**	10%*	10.00%	15.00%	15.00%	15.00%
Net asset value per share	17.06	16.32	18.93	19.40	18.65	17.91
Financial expenses coverage (times)	1.10	1.03	1.13	1.44	1.45	1.36
Profit margin (before tax)	7.28%	2.16%	8.78%	26.54%	25.67%	23.20%
Profit margin (after tax)	4.63%	0.14%	7.83%	17.10%	15.37%	15.43%
Return on equity	4.43%	0.14%	5.38%	11.82%	12.21%	16.12%
Debt equity ratio	5.84	6.64	6.64	6.44	7.73	7.48

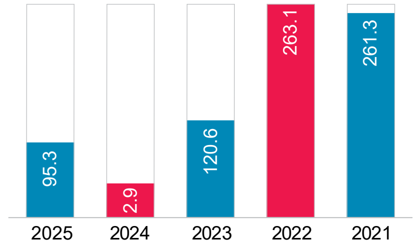
*Stock Dividend
**Proposed

GRAPHS ON 5-YEARS FINANCIAL HIGHLIGHTS

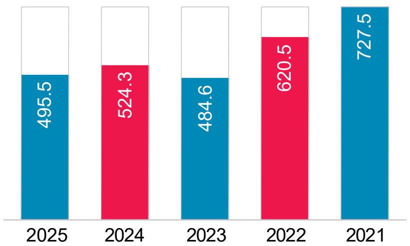
Profit before Tax (mn)



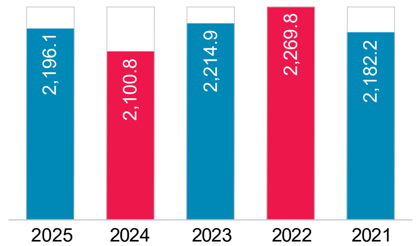
Net profit after Tax (mn)



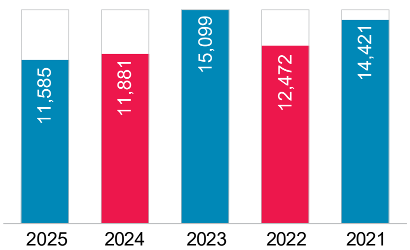
Operational Income (mn)



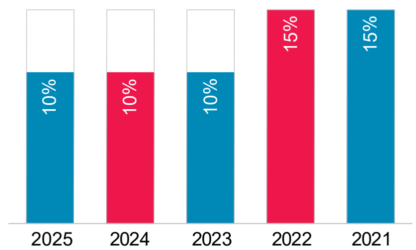
Shareholders' Equity (mn)



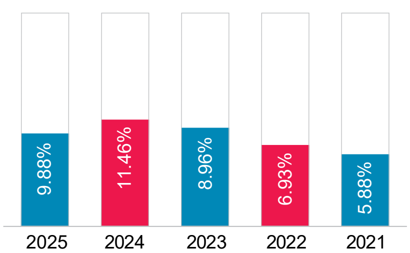
Total Deposit (mn)



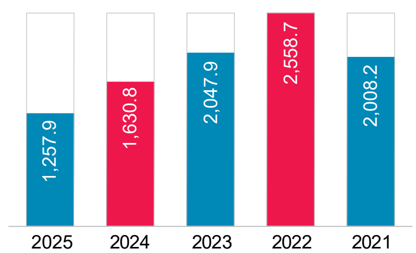
Dividend



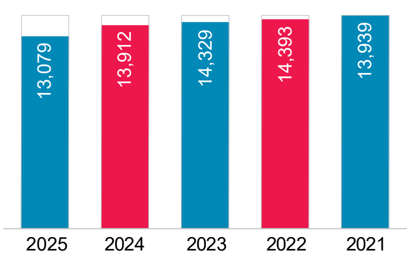
NPL



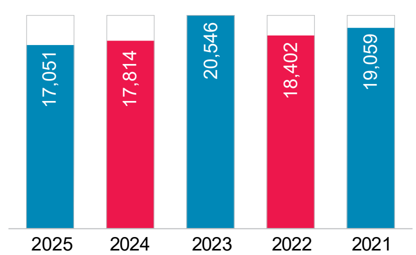
Housing loan disbursed (mn)



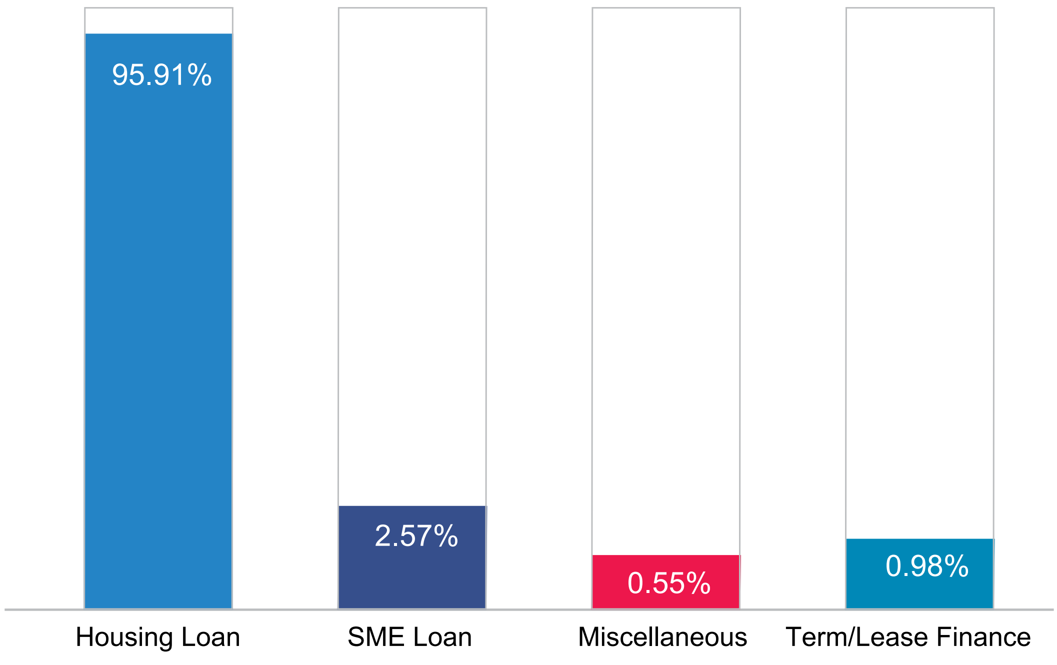
Total loan portfolio (mn)



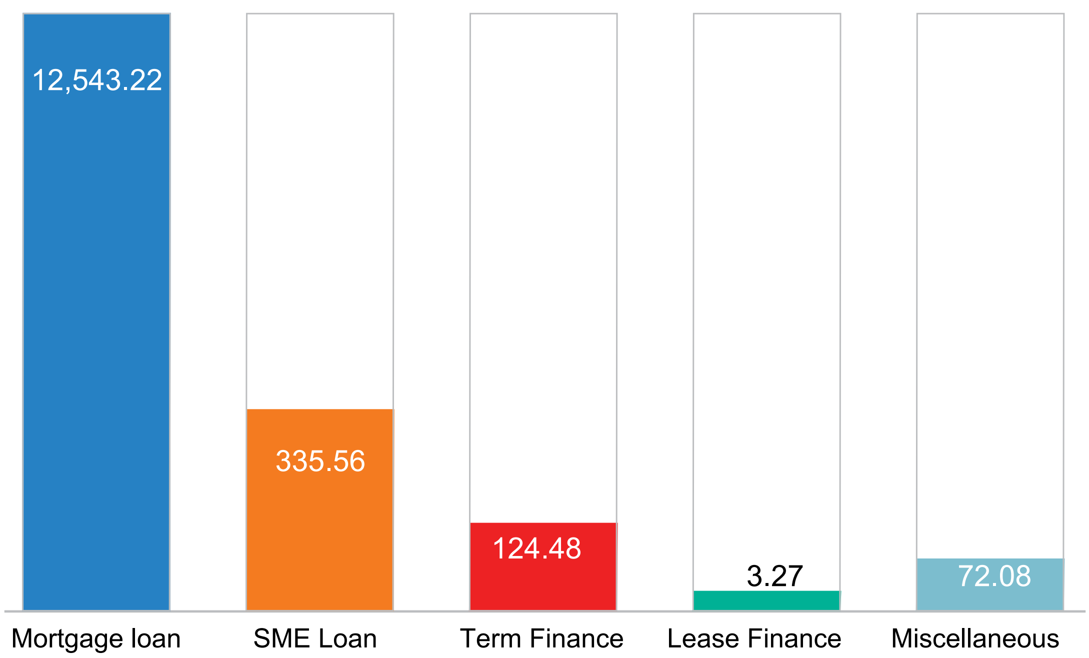
Total Balance sheet size (mn)



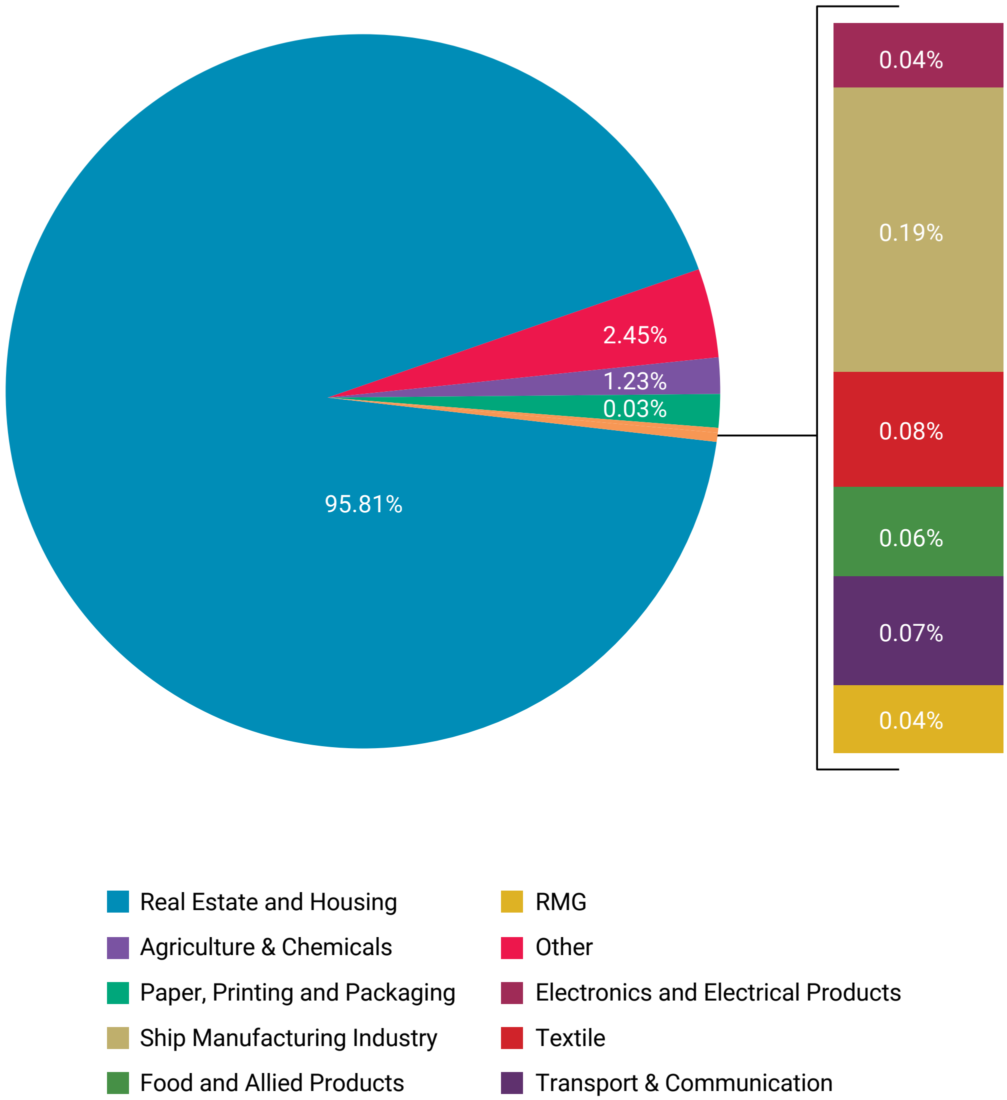
OUTSTANDING PORTFOLIO



PORTFOLIO MIX

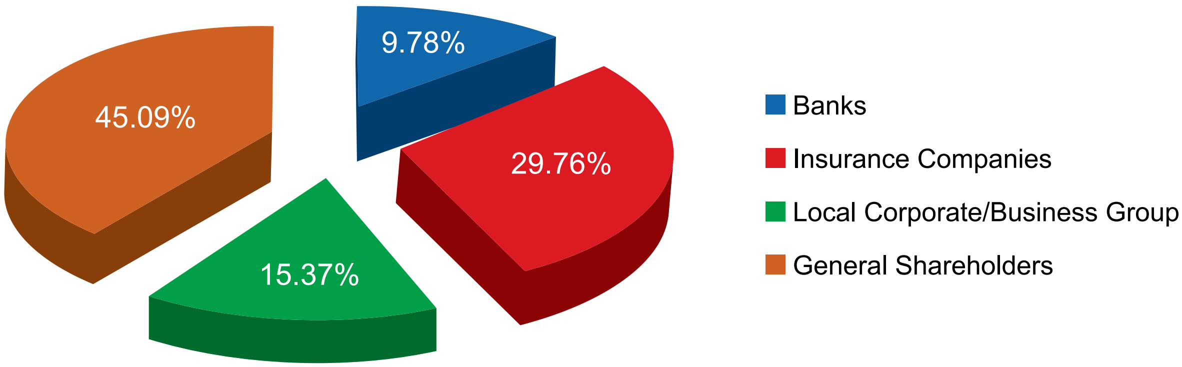


SECTORAL PORTFOLIO



STAKEHOLDERS

SHAREHOLDING STRUCTURE



OUR PROMOTERS

SQUARE PHARMACEUTICALS PLC. BANGLADESH

Bangladesh Lamps PLC. A Transcom Company

EASTLAND INSURANCE PLC
ইস্টল্যান্ড ইন্স্যুরেন্স পিএলসি
The name you have learnt to Trust

প্রগতি ইন্সুরেন্স পিএলসি
Pragati Insurance PLC

রিলায়েন্স ইনস্যুরেন্স পিএলসি
RELIANCE INSURANCE PLC.

National LIfe Insurance PLC
Since 1985

BORAK TRAVELS

ইস্টার্ণ ইন্স্যুরেন্স পিএলসি.
EASTERN INSURANCE PLC.

IFIC BANK

NATIONAL BANK
Building a Stronger Nation, Together.

UCB

জীবন বীমা কর্পোরেশন

SWBL
SHAW WALLACE BANGLADESH LIMITED
Serving in the tradition conceived in 1886

HRC
Since March 1991

Unicorn Equities Ltd.

Overseas Investors Forum (UK)

Overseas Investors Forum (Zambia)

BANKING PARTNERS

- Sonali Bank PLC
- Agrani Bank PLC
- Bank Asia PLC
- Commercial Bank of Ceylon PLC
- Dhaka Bank PLC
- Dutch Bangla Bank PLC
- Eastern Bank PLC
- Islami Bank Bangladesh PLC
- Jamuna Bank PLC
- Mercantile Bank PLC
- Mutual Trust Bank PLC
- NCC Bank PLC
- Prime Bank PLC
- Pubali Bank PLC
- Shahjalal Islami Bank PLC
- Southeast Bank PLC
- Uttara Bank PLC
- Woori Bank Bangladesh
- City Bank PLC

OUR PAST CHAIRMEN

Late M. Motiul Islam
Tenure: Inception - August 17, 2003

Late M. Haider Chowdhury
Tenure: August 18, 2003 - December 31, 2008

Late Latifur Rahman
Tenure: February 10, 2009 - July 01, 2020

Mr. Mahbubur Rahman
Tenure: September 17, 2020 - June 02, 2025

Dr. Khondaker Showkat Hossain

[Representing Borak Travels (Pvt.) Limited]

- Chairman
- Member, Executive Committee
- Member, Risk Management Committee

Dr. KHONDAKER SHOWKAT HOSSAIN is a Non-Executive Nominee Director and a distinguished former civil servant of the Government of Bangladesh with more than 30 years of experience in public administration, management, and policy-making across various levels of government.

During his illustrious civil service career, he held several key leadership positions. His final appointment was as Secretary, Ministry of Expatriates' Welfare and Overseas Employment, Government of Bangladesh. He also served as Secretary, Ministry of Housing and Public Works, and Divisional Commissioner, Dhaka. Currently, he serves as the Chief Advisor of Unique Group, the parent company of Borak Travels (Pvt.) Limited.

Over the course of his career, Dr. Hossain held a number of senior government positions, including Additional Secretary, Ministry of Establishment (now the Ministry of Public Administration), Joint Secretary, Ministry of Social Welfare, and Adviser (Administration & Development) at the Bangladesh Association for Social Advancement (BASA), Dhaka.

In addition to his government service, Dr. Hossain has worked extensively as an international development consultant. He was appointed by the World Bank as a Senior Advisor for the Pro-Poor Slum Upgradation Project under the Ministry of Housing and Public Works. He was also appointed as a consultant to the Asian Development Bank (ADB) for the Good Governance Initiatives Project, which focused on strengthening the Anti-Corruption Commission of Bangladesh. Furthermore, he contributed to several socio-economic development programs supported by the European Union and UNICEF, including the Protection of Children at Risk (PCAR) project implemented in collaboration with the Ministry of Social Welfare, Government of Bangladesh.

Dr. Hossain has completed extensive professional training in administration, management, law, and governance. His training includes Law at the Civil Officers' Training Academy (COTA), Dhaka; Military Training at the Bangladesh Military Academy (BMA), Chattogram; the Managing at the Top-2 (MATT) and Advanced Course on Administration and Development (ACAD) at the Bangladesh Public Administration Training Centre (BPATC), Savar, Dhaka. Internationally, he received specialized training in Organized Crime Suppression at the United Nations Asia and Far East Institute (UNAFEI), Tokyo, Japan, and completed the Management at the Top (MATT) program at the Singapore Civil Service College.

Academically, Dr. Hossain earned his B.A. (Honours), M.A., M.Phil, and Ph.D. in Bengali from the University of Dhaka. He also pursued studies in Development Economics at the University of Bradford, United Kingdom.

Mr. Muhammad A (Rumee) Ali
[Representing Eastland Insurance PLC]

- Director
- Chairman, Executive Committee
- Chairman, Risk Management Committee

Mr. MUHAMMAD A. (RUMEE) ALI is a Non-Executive Nominee Director and distinguished career banker with extensive leadership experience in banking, financial services, corporate governance, and development finance. He currently serves as the Chairman of the ICC Bangladesh Banking Commission. He is also the Vice Chairman of Friendship, a leading non-profit development organization, and the Bangladesh International Arbitration Centre (BIAC). In addition, he serves on the boards of Banglalink Digital Communications Ltd., Social Marketing Company Ltd., Dhaka, and the Stichting Institute for Values-Based Governance, Amsterdam.

Mr. Ali began his banking career with ANZ Grindlays Bank in Bangladesh in 1975 after completing his Master's degree in Economics from the University of Dhaka. During his distinguished career with ANZ Grindlays, he held assignments in Mumbai, London, and Melbourne before being appointed Chief Executive Officer of ANZ Grindlays Bank, Bangladesh in 1997. Following the acquisition of ANZ Grindlays' Bangladesh operations by Standard Chartered Bank in 2000, he continued as Chief Executive Officer of the merged operations in Bangladesh.

In November 2002, Mr. Ali joined Bangladesh Bank as Deputy Governor, where he played a pivotal role in advancing regulatory reforms within the banking sector, particularly in the areas of risk management and corporate governance.

In January 2007, he joined BRAC as Managing Director, Enterprises & Investments. During his tenure, he served as Chairman of BRAC Bank PLC and was the Founding Chairman of bKash Limited. He was also a member of the Boards of BRAC and BRAC International. Under his leadership, several financial and business institutions were established, including bKash Limited, BRAC EPL, BRAC EPL Stock Brokerage Limited, BITs Limited (an IT company), BRAC Lanka Finance Co in Sri Lanka, and BRAC Saajan Co. Ltd. in Birmingham, United Kingdom.

Mr. Ali was a founding member of the Alliance for Bangladesh Worker Safety (USA). He has also served on the boards of the Global Alliance for Banking on Values (Netherlands), the Performance-Based Funds Initiative of the International Finance Corporation (IFC)/World Bank, Washington, D.C., and formerly served as Chairman of AB Bank PLC.

In recognition of his outstanding contribution to the banking industry, Mr. Ali was conferred the title of Fellow of the Institute of Bankers, Bangladesh in 2001.

Earlier in his career, from 1972 to 1978, Mr. Ali was associated with Bangladesh Television and Bangladesh Betar External Services as a broadcaster.

Ms. Mahmuda Begum

- Independent Director
- Chairperson, Audit Committee
- Member, Risk Management Committee

Ms. MAHMUDA BEGUM, Independent Director is a retired civil servant of the Government of Bangladesh with nearly four decades of distinguished experience in public administration, economic governance, development cooperation, and public financial management.

Ms. Mahmuda joined the Bangladesh Civil Service (Administration Cadre) in 1986 and served in a wide range of leadership positions throughout her career. During her early years in government, she worked as Assistant Commissioner and Magistrate in several districts, gaining extensive experience in field administration, magistracy, local government, land administration, and public service delivery. She also held various positions in the Secretariat, contributing to policy formulation and implementation across multiple sectors.

Her final government appointment was as Additional Secretary in the Economic Relations Division (ERD), Ministry of Finance, where she was responsible for managing Bangladesh's development cooperation with major bilateral and multilateral development partners, including the World Bank Group, European development partners, the Islamic Development Bank (IsDB), development partners from the Middle East and Africa, the Nordic countries, the World Food Program (WFP), and the International Fund for Agricultural Development (IFAD). In this capacity, she oversaw aid programming, external resource mobilization, and strategic engagement with development partners.

Ms. Mahmuda possesses extensive expertise in external aid and public debt management, including the management of external debt commitments, disbursements, repayments, and related financial reporting. She played a significant role in promoting aid effectiveness through the coordination of Local Consultative Groups (LCGs) to strengthen development partner harmonization and improve aid coordination.

As a Debt Policy Management Specialist, Ms. Mahmuda made significant contributions to strengthening Bangladesh's public debt management framework. She played a pivotal role in the implementation of the United Nations Conference on Trade and Development (UNCTAD) Debt Management and Financial Analysis System (DMFAS). She also led and contributed to the preparation of key policy documents and strategic frameworks, including the Medium-Term Debt Management Strategy (MTDS), the Public Debt Act, the Debt Statistical Bulletin, institutional reform initiatives, contingent liability management frameworks, and numerous Debt Sustainability Analyses (DSAs) and policy papers.

In addition to her government responsibilities, Ms. Mahmuda Begum served as Alternate Governor for both the World Bank Group and the Islamic Development Bank (IsDB). She also served as a Director of Agrani Bank PLC and the Infrastructure Investment Facilitation Company (IIFC), as well as a Governing Body Member of the Social Development Foundation (SDF) and a Member of the General Body of the Palli Karma-Sahayak Foundation (PKSF).

Academically, Ms. Mahmuda Begum earned a Master's degree in Rural Management Studies, specializing in Financial Management, Marketing, and Human Resources Development, from the University of Sydney, Australia, in 1997. She also holds a Master of Science in Zoology (First Class) from the University of Dhaka. Throughout her career, she completed numerous professional development and executive training programs at leading institutions in Bangladesh and abroad, further enhancing her expertise in public administration, economic management, and development cooperation.

Mr. Md. Mohsin Hassan FCMA
[Representing Square Pharmaceuticals PLC]

- Director
- Member, Executive Committee

Mr. MD. MOHSIN HASSAN, FCMA is a Non-Executive Nominee Director is a seasoned finance and management professional and currently serves as the General Manager of Square Group.

Mr. Hassan is a Fellow Member of the Institute of Cost and Management Accountants of Bangladesh (ICMAB). He holds a Bachelor of Science degree from the University of Rajshahi and an MBA, major in Finance and Banking, from the International Islamic University Chittagong.

With a distinguished career spanning nearly three decades, Mr. Hassan has demonstrated exceptional leadership and professional excellence in finance, corporate management, and business operations. He began his career in 1996 as a Senior Executive at ALCO Pharmaceuticals Ltd. and joined Square Group as an Executive in 1997. Since then, he has held positions of increasing responsibility and has made significant contributions to the Group's growth and operational excellence.

Recognized for his integrity, strong leadership, and unwavering professional principles, Mr. Hassan has built an accomplished career marked by sustained success. He has also traveled extensively, visiting numerous countries across the world, which has broadened his international business perspective and enriched his professional experience.

Mr. A.K.M. Moinuddin, FCA
[Representing Bangladesh Lamps PLC]

- Director
- Member, Audit Committee
- Member, Risk Management Committee

Mr. A.K.M. MOINUDDIN, FCA is a Non-Executive Nominee Director and an accomplished business professional with more than 35 years of extensive experience in finance, supply chain management, human resources, and corporate administration across leading national and multinational organizations in Bangladesh and the United Kingdom.

Throughout his distinguished career, Mr. Moinuddin has held senior leadership positions in a number of prominent organizations, including Transcom Limited, one of Bangladesh's largest professionally managed diversified business conglomerates; Nestlé Bangladesh Limited, a wholly owned subsidiary of Nestlé S.A., Switzerland, the world's largest food and beverage company; and BRAC, one of the world's largest non-governmental development organizations. He has successfully led key corporate functions encompassing finance, supply chain management, human resources, and administration, contributing significantly to organizational growth and operational excellence.

In addition to his corporate leadership roles, Mr. Moinuddin has also practiced as a Partner in a firm of Chartered Accountants, gaining extensive experience in audit, assurance, financial reporting, and advisory services.

Mr. Moinuddin holds a Master's Degree in Accounting and a Bachelor degree in Accounting (Honours) from the University of Dhaka.

He is a Fellow Member of the Institute of Chartered Accountants of Bangladesh (ICAB).

Mr. Mohammad Khaled Mamun FCII (UK)

[Representing Reliance Insurance PLC]

- Director
- Member, Audit Committee
- Member, Risk Management Committee

Mr. MOHAMMAD KHALED MAMUN FCII (UK) is a Non-Executive Nominee Director and a distinguished insurance professional with more than 30 years of experience in the insurance and reinsurance industry. He has built an accomplished career through his contributions to leading insurance organizations, including Sadharan Bima Corporation (SBC), and currently serves as the Chief Executive Officer of Reliance Insurance PLC, a position he has held since 2014.

Prior to his appointment as Chief Executive Officer, Mr. Mamun served Reliance Insurance PLC in a number of senior management roles, including Executive Director and Deputy Managing Director, contributing significantly to the company's growth and strategic development for more than a decade.

Mr. Mamun is a member of the Central Rating Committee of the Insurance Development and Regulatory Authority (IDRA), the insurance regulator of Bangladesh. He also served on the National Syllabus Committee, constituted under the direction of the National Parliament of Bangladesh, which was tasked with developing professional BBA and MBA in Insurance and Risk Management for universities across the country, thereby contributing to the advancement of insurance education in Bangladesh.

Earlier in his career, Mr. Mamun served for more than eleven years at Sadharan Bima Corporation (SBC), the state-owned national insurance corporation, where he gained extensive experience in insurance and reinsurance. During his tenure, he completed the Advanced Non-Life Insurance and Reinsurance Course at the Swiss Insurance Training Centre (SITC) of Swiss Re, Zurich, Switzerland. He also successfully completed the Comprehensive Course on Reinsurance Management conducted by the Asian Reinsurance Corporation, Bangkok, and participated in numerous international seminars and conferences on insurance and reinsurance.

In addition to his corporate responsibilities, Mr. Mamun has earned recognition as a lecturer and author in the fields of risk management, insurance, and reinsurance. He has delivered lectures, contributed to professional publications, and represented Bangladesh at various international forums. His extensive overseas exposure has further enriched his professional expertise and global perspective.

Academically, Mr. Mamun holds two Master's degrees from the University of Dhaka. He also earned a Diploma in Development Planning from the National Academy for Planning and Development, under the Ministry of Planning, Government of Bangladesh.

Mr. Mamun is a Chartered Insurer and a Fellow Member of both the Bangladesh Insurance Academy and the Chartered Insurance Institute (CII), London, reflecting his commitment to professional excellence and continuous development in the insurance profession.

Mr. Mohammad Shahidul Haque

- Independent Director
- Member, Executive Committee

Mr. MOHAMMAD SHAHIDUL HAQUE was appointed as an Independent Director of the Company with effect from 29 July 2026. He is a retired civil servant of the Government of Bangladesh with over four decades of distinguished experience in the Judiciary, Executive, Legislative and Parliamentary Affairs.

He served in all tiers of the Subordinate Judiciary and rose to the position of District Judge before joining the Executive branch, where he concluded his career as Senior Secretary to the Government of Bangladesh. He served for approximately 22 years in various executive positions, including 10 years as Secretary and Senior Secretary of the Legislative and Parliamentary Affairs Division, Ministry of Law, Justice and Parliamentary Affairs.

During his tenure, Mr. Haque played a significant role in translating policy initiatives and governmental decisions into legislation. His responsibilities included drafting, advising on, and vetting Bills, Rules, Regulations, Notifications, and other legislative instruments. He was closely involved in the legislative process leading to the enactment of 479 Acts of Parliament, the promulgation of 40 Ordinances by the Hon'ble President of Bangladesh, approximately 1,000 Memoranda of Understanding, Agreements and Contracts relating to economic cooperation and various social, political and other matters, and 4,022 Statutory Rules and Orders (SROs).

He also played strategic and coordinating roles in aligning the requirements and initiatives of various Government Entities, Departments, Divisions and Ministries with the recommendations of the Cabinet, Parliamentary Standing Committees, and ultimately the Parliament. His extensive experience therefore represents a unique blend of expertise across the Executive, Legislative and Judicial branches of government.

Mr. Haque has extensive international exposure and has visited approximately 78 countries across six continents, excluding Antarctica. These visits were undertaken for experiential learning, academic pursuits, professional training, and representing Bangladesh as a member or head of various delegations. For an extended period, he served as Co-Chairperson of the EU-Bangladesh Joint Commission's Subgroup on Good Governance and Human Rights. He also served as Secretary General of the Association of Legislative Counsels of South Asia.

Mr. Haque coordinated with various Government Ministries and Divisions in preparing Bangladesh's initial State Party Reports under several international instruments, including the International Covenant on Civil and Political Rights (ICCPR), the United Nations Convention Against Torture (UNCAT), and reports associated with the International Labour Conference (ILC) and the Third Cycle Universal Periodic Review (UPR). He also played an important role in fulfilling Bangladesh's domestic obligations as a State Party to the United Nations Convention against Corruption (UNCAC).

In addition to his government service, Mr. Haque served as a Legal and Regulatory Consultant to the United States Agency for International Development (USAID) and the International Organization for Migration (IOM). His recommendations as a consultant to IOM contributed to the introduction of electronic passports in Bangladesh.

Mr. Haque has served as a member of numerous Boards headed by the Prime Minister and Ministers of the Government of Bangladesh. He also contributed his expertise to the updating of the Registration Manual and the Legislative Deskbook.

Following his retirement, he established The Relief, a legal services and consultancy firm providing legislative and regulatory advisory services to Government Ministries, Divisions, and business communities in Bangladesh and abroad. Now in its seventh year, the firm has undertaken numerous consultancy assignments for both public and private sector clients.

Mr. Haque holds LL.B. and LL.M. degrees from the University of Dhaka and has undertaken numerous professional and specialized training programs in Bangladesh and abroad, including in energy management, legislative affairs, procurement, alternative dispute resolution, court and case management, and land administration.

Mr. Mohammad Shamsul Islam

- Managing Director & CEO
- Chairman, Management Committee
- Chairman, Asset Liability Management Committee (ALCO)

Mr. MOHAMMAD SHAMSUL ISLAM is the Managing Director of National Housing Finance PLC, a position he has held since July 2021. He joined the Company as Additional Managing Director in February 2021 and was subsequently promoted to Managing Director in recognition of his extensive banking experience and leadership. Prior to joining National Housing Finance PLC, he served as Deputy Managing Director of Global Islami Bank PLC from May 2017.

Mr. Islam is an accomplished banking professional with more than 37 years of experience in the financial services industry. He began his banking career in 1989 as a Probationary Officer at AB Bank PLC and, over the years, held a wide range of managerial and leadership positions within the organization. During his tenure at AB Bank, he successfully managed several branches and served as the Head of various functional divisions at the Head Office, gaining extensive expertise in banking operations, business development, credit management, and corporate leadership.

In addition to his executive responsibilities, Mr. Islam actively contributes to the development of Bangladesh's financial sector. He is a Member of the Executive Committee of the Bangladesh Leasing and Finance Companies Association (BLFCA) and a Member of the Institute of Bankers, Bangladesh (IBB).

Throughout his distinguished career, Mr. Islam has participated in numerous professional training programs, executive development courses, and seminars in Bangladesh and abroad, further strengthening his expertise in banking, finance, leadership, and corporate governance.

Mr. Islam holds a Master of Business Administration (MBA) in Banking from the University of Dhaka.

Janab Fariduddin Ahmed

• Chairman
Shari'ah Supervisory Committee

Janab MD. FARIDUDDIN AHMED is an eminent Islamic Banking and Finance professional of Bangladesh. He was the Chairman of the Board of Directors of the Union Bank PLC. Jb. Farid was also the Chairman of the Shari'ah Supervisory Committee of One Bank PLC, ICB Islami Bank PLC, Bank Asia PLC and Dhaka Bank PLC. He acted as member of the Shari'ah Supervisory Committee of Premier Bank PLC, Shahjalal Islami Bank PLC, SBAC Bank PLC, IFIC Bank PLC, Agrani Bank Ltd, Meghna Bank PLC; Mutual Trust Bank PLC and member of the Executive Committee and Fiqh Committee of Central Shari'ah Board for Islamic Banks of Bangladesh (CSBIB). He is a member of the Shari'ah Supervisory Committee of DBH Finance and current Chairman of the Hajj Finance Company Ltd.

Janab Ahmed has more than 43 years of experience in the area of Shari'ah Based Banking and Finance. He is the former Managing Director and CEO of Islami Bank Bangladesh PLC and EXIM Bank PLC. He was the Advisor and Consultant of Exim Bank PLC and Meghna Bank PLC (Islamic Banking Operations) respectively.

Besides, he carried out the responsibility of designing, testing and implementing the Islamic banking system in Bangladesh. He was associated with the preparation of the Accounting, Finance, Investment, Operations and other working Manuals for Islami Bank Bangladesh PLC. He was constantly associated with the Shari'ah Council of Islami Bank Bangladesh PLC for development of Shari'ah rules, norms for Islamic Banking. He was associated with the establishment of an Islamic Bank named 'Jaiz Bank' in Nigeria as its sponsoring CEO duly nominated by the Islami Bank Bangladesh PLC. He held the position of the Secretary General of Bangladesh Islamic Bankers Association.

Janab Farid was awarded 'Nawab Sir Salimullah Gold Medal' for remarkable contribution towards establishment, growth and development of Islamic Banking and bestowed with the 'Central Shari'ah Board Islamic Banking Award' for outstanding contribution towards establishment, growth and development of Islamic Banking in the country.

Janab Farid obtained graduation degree in Commerce from the University of Chittagong, higher management training from the Practical Concept Inc., U.S.A and holds DAIBB Certificate of IBB, Bangladesh.

He is a widely travelled man and visited UK. USA, France, Germany, Iran, KSA, OMAN. Bahrain, UAE, Pakistan, Japan, China, Hong Kong, Macau, Indonesia, Malaysia, India, Nigeria.

Mufti Shahed Rahmani

• Member Secretary
Shari'ah Supervisory Committee

Janab MUFTI SHAHED RAHMANI is an Islamic Scholar, Faqih and Islamic banking Shari'ah expert of the country. CHAIRMAN OF Insaf Australia Ltd.

He is the member of The Shariah Advisory Board of Bangladesh Bank. Janab Rahmani is the Chief Executive Officer of Center for Islamic Economics Bangladesh, Bashundhara, Dhaka. He is also Muhaddith of Jamiatul Abrar Bangladesh, Bashundhara Riverview, Dhaka.

Janab Rahmani holds Dawra-E-Hadith (Masters Equivalent) from Jamia Darul Uloom, Karachi. He has also attended Professional Certification of Islamic Banking & Finance, Centre for Islamic Economics (CIE), AAOIFI Shari'ah Standards, Professional Certification of Islamic Banking & Takaful, Centre for Islamic Economics (CIE) and Takhassus Fil Fiqh (Islamic Jurisprudence) Jamia Al Uloom Al Islamia Banuri Town, Karachi.

Shah Muhammad Wali Ullah

• Member
Shari'ah Supervisory Committee

Janab SHAH MUHAMMAD WALI ULLAH, CSAA is an Islamic Scholar, TV speaker and Islami Banking Shari'ah Expert of the country. Janab Wali Ullah is the Member of the Shariah Advisory Board of Bangladesg Bank, the Central Bank of Bangladesh, he also working group member of Accounting & Auditing Organization of Islamic Financial Institutions (AAOFI), Bahrain. Janab waliullah was the Chairman & Member Secretary of several Shariah Supervisoty Committees of several Banks & Financial Institutions of Bangladesh. He was also Member of Executive Committee & Fiq Committee of Central Shariah Board for Islamic Banks of Bangladesh (CSBIBB).

Janab Wali Ullah holds Kamil (Hadith), Kamil (Fiqh), Kamil (Tafseer) alongwith Fazil (B.A.) and B.A. Hon's. He also holds M. Ad. in Dawah & Fatwa and Islamic Economics & Banking from Al Azhar University, Egypt. He has obtained training on Arabic Language Course from Darul Ihsan University and Islamic Economics & Banking from Shari'ah Board for Islamic Banks of Bangladesh. He also obtained CSaa from AAOFI Bahrain.

Janab Wali Ullah is Khatib of Subhanbagh Jame Mosjid and Madrasah, Complex, Dhanmondi, Dhaka for last 20 years.

Barrister Md. Mahfuzur Rahman

• Member
Shari'ah Supervisory Committee

BARRISTER MD. MAHFUZUR RAHMAN is a renowned lawyer of Bangladesh and abroad. He is also a member of the Shari'ah Supervisory Committee of Social Islami Bank.

Janab Mahfuz is a Barrister at Law, Lincoln's Inn, UK, advocate of Appellate Division, Supreme Court of Bangladesh, High Court Division of Bangladesh and District & Session Judge Court. Janab Mahfuz is also a member of Supreme Court Bar Association and Dhaka Bar Association of the country.

Janab Mahfuz is also legal advisor Bangladesh Bank, City Bank, Mutual Trust Bank, Social Islami Bank, Al-Arafah Islami Bank and Sonali Bank.

Janab Rahman is a Barrister at Law of Lincoln's UK. He holds LL.M (International Commercial Law) from Northumdria University, UK, Master of Criminology & Criminal Justice from Dhaka University and Master of Peace & Human Rights Studies. He got his LLB from University of London (UK). He also got Post Graduate Diploma in International Relation, Post Graduate Diploma in Islamic Studies and Post Graduate Diploma in Law.

Mr. Shital Chandra Saha

- Senior Executive Vice President (SEVP) & Head of CRM
- Member, Management Committee

Mr. SHITAL CHANDRA SAHA is serving as the Senior Executive Vice President (SEVP) and Head of Credit Risk Management (CRM) is an accomplished banking and financial services professional with extensive experience in credit management, risk assessment, and financial operations.

Mr. Saha began his professional career in 1998 as a Probationary Officer at AB Bank PLC, where he served until 2002 and progressed to the position of Officer. He subsequently joined Trust Bank Limited as a Principal Officer and served from 2002 to 2004. He then worked with Bangladesh Finance and Investment Company Limited (BFIC) as a Senior Executive Officer from 2004 to 2005 and later joined Union Capital Limited as a Manager.

In 2005, Mr. Saha joined National Housing Finance PLC as a Senior Manager. Over the years, through his dedication, professional expertise, and leadership capabilities, he has taken on increasing responsibilities and currently leads the Credit Risk Management Division of the Company as Senior Executive Vice President.

Mr. Saha holds an MBA from the University of Dhaka, following the completion of his Master of Social Science (MSS) in Public Administration from the same university. Throughout his professional career, he has participated in numerous training programs and professional development courses conducted by the Bangladesh Institute of Bank Management (BIBM) and various financial institutions, enhancing his expertise in banking, credit risk management, and financial services.

Mr. Sayed Ahmed, FCMA

- Senior Vice President & Chief Financial Officer (CFO)
- CAMLCO
- Member, Management Committee

Mr. SAYED AHMED, FCMA is serving as the Senior Vice President (SVP) and Chief Financial Officer (CFO) is an experienced finance professional with extensive expertise in financial management, accounting, audit, VAT & Tax and corporate reporting.

Mr. Ahmed began his professional career in 2003 as a Senior Executive (Audit & Accounts) at H.R. Textile, where he served until 2004. He subsequently worked as Deputy Manager (Accounts) at Shamsul Alamin Pharmaceuticals Ltd. from 2004 to 2007. In 2007, he joined GSP Finance Company (Bangladesh) Limited as Manager (Accounts) and later served as Manager (Finance & Accounts) at Bengal Group of Industries in 2009.

Mr. Ahmed joined National Housing Finance PLC in 2010 as First Assistant Vice President (FAVP). Through his professional dedication, financial expertise, and strong leadership capabilities, he has progressively advanced to his current position as Senior Vice President, Chief Financial Officer (CFO) and Chief Anti-Money Laundering Compliance Officer (CAMLCO). In these capacities, he oversees the Company's financial management, financial reporting functions and anti-money laundering compliance matters.

He is a Fellow Member of the Institute of Cost and Management Accountants of Bangladesh (ICMAB). Mr. Ahmed completed his Master of Commerce (M.Com) in Accounting and has participated in various professional training programs organized by Bangladesh Bank and ICMAB, further enhancing his knowledge and expertise in finance, accounting standards, and regulatory practices.

Mr. Md. Sarwar Kamal FCS

- Senior Vice President (SVP) & Company Secretary
- Head of General Service Department
- Head of Customer Service and Complaince Management Cell
- Member Secretary, Management Committee

Mr. MD. SARWAR KAMAL FCS is serving as the Senior Vice President and Company Secretary is an accomplished corporate governance professional with extensive experience in company secretarial affairs, compliance, corporate administration, and regulatory matters.

Mr. Kamal began his professional career in 2006 as an Executive, Accounts & Administration at Trio Hologram Industries Ltd. In 2007, he joined GSP Finance Company (Bangladesh) Ltd. as an Assistant Company Secretary and subsequently served as Deputy Company Secretary until 2010. He joined National Housing Finance PLC in 2010 as First Assistant Vice President (FAVP) and, through his professional expertise and dedication, advanced to his current position as Senior Vice President and Company Secretary.

Mr. Kamal is a Fellow Member of the Institute of Chartered Secretaries of Bangladesh (ICSB). He also holds a Master's degree in Accounting. Throughout his career, he has participated in numerous professional training programs, seminars, and workshops organized by prominent institutions, including Bangladesh Bank, the Bangladesh Institute of Bank Management (BIBM), ICSB, the International Finance Corporation (IFC), and the Ministry of Foreign Affairs of the Netherlands.

He has represented the Institute of Chartered Secretaries of Bangladesh (ICSB) as a delegate at the International Convention of Company Secretaries of India on multiple occasions. Mr. Kamal has also gained international exposure through professional visits to several countries, further broadening his understanding of global corporate governance practices and professional standards.

Mr. Mahbubur Rashid Al-Amin

- Senior Vice President (SVP) & Head of Business
- Member, Management Committee

Mr. MAHBUBUR RASHID AL-AMIN is serving as the Senior Vice President (SVP) and Head of Business is an experienced banking and financial services professional with extensive expertise in business development, operations management, and corporate leadership.

Mr. Al-Amin began his professional career in 1994 as a Junior Officer at National Credit and Commerce Bank Ltd. He subsequently served as an Operation Manager at Air Bridge International Ltd. from 1995 to 2003. During the period from 2003 to 2006, he held the positions of Executive Officer at China National Overseas Engineering Corporation (COVEC) and First Executive Officer & Board Secretary at Information Technology Consultants Ltd.

In 2006, Mr. Al-Amin joined National Housing Finance PLC as a Senior Counselor. Through his dedication, professional competence, and leadership capabilities, he has taken on increasing responsibilities and currently serves as Senior Vice President and Head of Business, contributing significantly to the Company's business growth and strategic initiatives.

Mr. Al-Amin holds an MBA in Finance and a Master of Commerce (M.Com) in Management. Throughout his professional career, he has participated in various training programs and development sessions organized by Bangladesh Bank and the South Asia Enterprise Development Facility (SEDF), enhancing his knowledge and skills in banking, finance, and business management.

Beyond his professional responsibilities, Mr. Al-Amin is actively involved in social and community activities as a Rotarian. He served as the President (2022–2023) of the Rotary Club of Dhaka Buriganga. He is also an accomplished snooker player and has represented the Dhaka Officers Club in various tournaments.

MANAGEMENT COMMITTEE

MANAGEMENT TEAM

Managing Director
Mohammad Shamsul Islam

Sr. Executive Vice President
Shital Chandra Saha

SVP & Chief Financial Officer
Sayed Ahmed, FCMA

SVP & Company Secretary
Md. Sarwar Kamal FCS

Senior Vice President
Mahbubur Rashid Al-Amin

Vice President
Md. Mahbubur Rahman (Head of Gulshan Branch)

SAVP & Head of Shari'ah Based Islamic Wing
Md. Abdur Rahim

First Vice President
Md. Jahedul Islam (Head of Rangpur Branch)
Md. Mezanur Rahman
Md. Ali Tareque
Md. Mozaharul Islam (Head of Chattogram Branch)

Senior Assistant Vice Presidents
Md. Ismail Hossain Mazumder
Israt Jahan
Sharmin Zahan
Nayan Malakar
Md. Anower Hossain (Head of Principal Branch)
Reza Karim Md. Khaled
A.B.M. Qamrul Hasan (Head of Bogura Branch)
Md. Azizur Rahman
A. M. Enayet Karim (Head of Gazipur Branch)
Dilip Chandra Roy
Prabir Shel
Md. Ilious Zaved (Head of Rajshahi Branch)

Assistant Vice Presidents
Masbha Uddin
Rumana Amin
Md. Alimul Islam
Purna Chandra Deb Sharma (Head of Khulna Branch)
Md. Abu Faysal Rony
Suraiya Yeasmin (Head of Motijheel Branch)
Mohammad Mazharul Islam ACS

First Assistant Vice Presidents
Tanvir Ahmed
Abdullah Al Kafi
Syed Sahrif Ahmed Sumon
Md. Junayed Abedin
Ibrahim Khalil
Adnan Imtiaz
Iffat Ruhan
Md. Mustafizur Rahaman
Robiul Hoque (Head of Feni Branch)
Tania Afrose
Abu Jafar Md. Abdullah
A. Q. M. Ambia Touhid
Al Mamun Shiblu
Sharmin Jahan Shawn
Md. Al-Amin
Awlia Akter
Brinta Ghosh

Senior Executive Officers
K. M. Iftekhar Hossain
Noor-ul-Muhaimen Talukder
Md. Badiuzzaman Sarker Masum
Walid Hassan
Suvra Saha
Rajesh Saha
Sharmistha Datta
Jinat Ara Jesmin
Sarfaraj Ahmed

Executive Officers
Mohammad Shoaib
Md. Asmat Ali
Mohammad Rakibul Islam
Md. Akramul Islam
Md. Saiful Alam Majumder
Homayra Ashrafi
Maria Farhat
Md. Ashrafuzzaman

DIFFERENT COMMITTEES

Shari'ah Supervisory Committee:

SL	Name	Status in Committee
1	Janab Md. Fariduddin Ahmed	Chairman
2	Janab Mufti Shahed Rahmani	Member Secretary
3	Janab Shah Muhammad Wali Ullah	Member
4	Janab Barrister Md. Mahfuzur Rahman	Member

Board Committees

Executive Committee (w.e.f. 29.07.2026):

SL	Name	Designation	Status in Committee
1	Mr. Muhammad A. (Rumee) Ali (representing Eastland Insurance PLC.)	Director	Chairman
2	Dr. Khondaker Showkat Hossain (representing Borak Travels (Pvt.) Ltd.)	Chairman	Member
3	Mr. Md. Mohsin Hassan, FCMA (representing Square Pharmaceuticals PLC.)	Director	Member
4	Mr. Mohammad Shahidul Haque	Independent Director	Member

Audit Committee (w.e.f. 23.06.2026):

SL	Name	Designation	Status in Committee
1	Ms. Mahmuda Begum	Independent Director	Chairperson
2	Mr. A.K.M. Moinuddin, FCA (representing Bangladesh Lamps PLC.)	Director	Member
3	Mr. Md. Khaled Mamun FCII (UK) (representing Reliance Insurance PLC.)	Director	Member

Risk Management Committee (w.e.f. 23.06.2026):

SL	Name	Designation	Status in Committee
1	Mr. Muhammad A. (Rumee) Ali (representing Eastland Insurance PLC.)	Director	Chairman
2	Dr. Khondaker Showkat Hossain (representing Borak Travels (Pvt.) Ltd.)	Chairman	Member
3	Mr. A.K.M. Moinuddin, FCA (representing Bangladesh Lamps PLC.)	Director	Member
4	Mr. Md. Khaled Mamun FCII (UK) (representing Reliance Insurance PLC.)	Director	Member
5	Ms. Mahmuda Begum	Independent Director	Member

Other Committees

Management Committee (MANCOM)

SL	Name	Designation	Status in Committee
1	Mr. Mohammad Shamsul Islam	Managing Director	Chairman
2	Mr. Shital Chandra Saha	Head of CRM	Member
3	Mr. Sayed Ahmed, FCMA	Chief Financial Officer	Member
4	Mr. Mahbubur Rashid Al-Amin	Head of Business	Member
5	Mr. Md. Sarwar Kamal FCS	Company Secretary	Member Secretary

Asset Liability Management Committee (ALCO)

SL	Name	Designation	Status in Committee
1	Mr. Mohammad Shamsul Islam	Managing Director	Chairman
2	Mr. Shital Chandra Saha	Head of CRM	Member
3	Mr. Sayed Ahmed, FCMA	Chief Financial Officer	Member
4	Mr. Md. Sarwar Kamal FCS	Company Secretary	Member
5	Mr. Mahbubur Rashid Al-Amin	Head of Business	Member
6	Mr. Md. Ismail Hossain Mazumder	Head of Treasury	Member Secretary

Credit Committee

SL	Name	Designation	Status in Committee
1	Mr. Shital Chandra Saha	Head of CRM	Head of the Committee
2	Mr. Sayed Ahmed, FCMA	Chief Financial Officer	Member
3	Mr. Md. Sarwar Kamal FCS	Company Secretary	Member
4	Ms. Maria Farhat	Executive Officer	Member Secretary

Woman Entrepreneur Development Unit (WEDU)

SL	Name	Designation	Status in Committee
1	Ms. Rumana Amin	AVP	Head of WEDU
2	Ms. Homayra Ashrafi	Executive Officer	Member

Sustainable Finance Committee

SL	Name	Designation	Status in Committee
1	Mr. Shital Chandra Saha	Head of CRM	Head of the Committee
2	Mr. Sayed Ahmed, FCMA	Chief Financial Officer	Member
3	Mr. Md. Sarwar Kamal FCS	Company Secretary	Member
4	Mr. Md. Ali Tareque	Head of IT	Member
5	Mr. Prabir Shel	Head of ICCD	Member
6	Mr. Reza Karim Md. Khaled	Head of SME	Member Secretary

Sustainable Finance Unit

SL	Name	Designation	Status in Committee
1	Mr. Shital Chandra Saha	Head of CRM	Unit Head
2	Mr. Md. Sarwar Kamal FCS	Company Secretary	Member
3	Mr. Md. Ali Tareque	Head of IT	Member
4	Mr. Prabir Shel	Head of ICCD	Member
5	Mr. Reza Karim Md. Khaled	Head of SME	Member
6	Mr. Md. Junayed Abedin	FAVP	Focal Point Official
7	Mr. Md. Al-Amin	FAVP	Fallback Person

Risk Management Forum (RMF)

SL	Name	Designation	Status in Committee
1	Mr. Shital Chandra Saha	Head of CRM	Forum Head
2	Mr. Sayed Ahmed, FCMA	Chief Financial Officer	Member
3	Mr. Md. Ali Tareque	Head of IT	Member
4	Mr. Md. Ismail Hossain Mazumder	Head of Treasury	Member
5	Mr. Prabir Shel	Head of ICCD	Member
6	Mr. Md. Junayed Abedin	FAVP	Member

Central Compliance Unit (CCU)

SL	Name	Designation	Status in Committee
1	Mr. Sayed Ahmed, FCMA	CAMLCO	Head of CCU
2	Mr. Md. Ali Tareque	Head of IT	Member
3	Mr. Md. Ismail Hossain Mazumder	Head of Treasury	Member
4	Mr. Dilip Chandra Roy	Head of HR	Member
5	Ms. Homayra Ashrafi	Executive Officer	Member
6	Mr. Prabir Shel	Head of ICCD	Member Secretary

Risk Analysis Unit (RAU)

SL	Name	Designation	Status in Committee
1	Mr. Md. Sarwar Kamal FCS	Company Secretary	Head of RAU
2	Mr. Mezanur Rahman	FVP	Member
3	Mr. Ibrahim Khalil	FAVP	Member

Customer Service and Compliance Management Cell

SL	Name	Designation	Status in Committee
1	Mr. Md. Sarwar Kamal FCS	Company Secretary	Head of Complaint Cell
2	Mr. Prabir Shel	Head of ICCD	Member
3	Ms. Homayra Ashrafi	Executive Officer	Member

FROM THE DESK OF THE **CHAIRMAN**

Bismillahir Rahmanir Rahim
Dear Shareholders,

Assalamu Alaikum!
On behalf of the Board of Directors, I am delighted to welcome you to the 27th Annual General Meeting and present the Annual Report for the year ended December 31, 2025. The year under review has been a period of transformation, resilience, and strategic progress, as we remained committed to maintaining stability and contributing to the economic recovery and development of Bangladesh.

The financial year 2025 presented a dynamic operating environment characterized by both challenges and opportunities. As the country experienced economic transition, the financial sector continued to face pressures arising from liquidity constraints and inflationary trends. Despite these challenges, I am pleased to share that your Company demonstrated resilience and maintained its strong foundation. Our unwavering focus on transparency, accountability, prudent financial management, and responsible lending practices enabled us to successfully navigate the evolving landscape while protecting the interests of our valued stakeholders.

A strong governance framework continues to be the cornerstone of our success. The Board of Directors remains committed to upholding the highest standards of integrity, professionalism, and ethical conduct across all aspects of the Company's operations. We have worked closely with the management team to strengthen risk management practices, enhance operational efficiency, and ensure full compliance with the regulatory requirements and directives of Bangladesh Bank, the Bangladesh Securities and Exchange Commission (BSEC), the Dhaka Stock Exchange (DSE), and the Chittagong Stock Exchange (CSE). We firmly believe that sound governance is fundamental to achieving sustainable growth and long-term value creation.

Creating sustainable value for our shareholders remains our foremost priority. Despite the prevailing market conditions, our disciplined approach to financial management has enabled the Company to maintain a stable financial position. Considering our performance and future growth requirements, the Board is pleased to recommend a 10% cash dividend for the year, balancing our commitment to shareholders' returns with the need to maintain adequate capital strength and comply with regulatory requirements.

As a leading financial institution, we recognize our responsibility toward the broader economic development of the country. We remain dedicated to supporting the housing sector and delivering innovative financial solutions that enable individuals, families, and businesses across Bangladesh to achieve their aspirations. Through our commitment to financial inclusion, sustainable financing, and customer-focused services, we aim to play a meaningful role in the nation's journey toward inclusive growth and prosperity.

I would like to express my sincere gratitude to my fellow members of the Board for their valuable guidance and continued support. I also extend my appreciation to the management and all employees for their dedication, professionalism, and commitment throughout the year. Above all, I convey my heartfelt thanks to our shareholders for their continued confidence, trust, and patience.

As we look ahead to 2026, we remain confident about the opportunities before us. With a clear strategic direction, a strong commitment to our core values, and the dedication of our people, I believe we are well positioned to achieve new milestones and continue delivering excellence for our stakeholders.

Sincerely,

(Dr. Khondaker Showkat Hossain)
Chairman

FROM THE DESK OF THE **MANAGING DIRECTOR**

Dear Fellow Shareholders,

Assalamu Alaikum!

It is my privilege to share with you the performance of National Housing Finance PLC, along with our strategic priorities and future direction, as we navigate a significant period of transformation for both the Company and the economy of Bangladesh. Despite the challenges arising from economic adjustments and global uncertainties, we have remained firmly committed to maintaining stability, strengthening our foundation, and pursuing sustainable growth.

The year under review presented considerable challenges for the financial sector. Rising inflationary pressures, liquidity constraints, and evolving regulatory requirements demanded greater agility, discipline, and strategic focus. At National Housing Finance PLC, we responded to these challenges through prudent risk management, operational efficiency, and effective cost optimization measures. Our objective was not only to overcome short-term challenges but also to build a stronger and more resilient institution capable of creating long-term value.

Our commitment to delivering sustainable value for our shareholders remains unwavering. Despite volatility in the broader market environment, our strategic approach to portfolio diversification, responsible lending, and strengthening customer relationships enabled us to maintain a healthy financial position and continue serving our customers effectively.

Dividend Declaration:

In recognition of our commitment to shareholders and in compliance with the regulatory guidance of Bangladesh Bank, I am pleased to inform you that the Board of Directors has recommended a 10% cash dividend for the year 2025. This decision reflects our balanced approach of rewarding shareholders while preserving a strong capital base and ensuring that the Company remains well-positioned to pursue future growth opportunities.

We continue to embrace innovation and technology to enhance operational efficiency and improve customer experience. By leveraging data analytics and digital solutions, we are strengthening our decision-making capabilities, streamlining processes, and ensuring that our services remain competitive in an increasingly financial environment.

Integrity, transparency, and accountability remain the guiding principles of our operations. We have continued to enhance our governance framework and strengthen compliance practices in line with regulatory requirements and international best practices. By maintaining the highest ethical standards, we continue to earn and preserve the confidence of our depositors, home-loan customers, business partners, and shareholders.

As we enter 2026, we remain optimistic about the prospects of the housing finance sector and its vital contribution to Bangladesh's economic development. With expectations of improved economic stability and easing inflationary pressures, we believe demand for quality housing finance solutions will continue to grow. National Housing Finance PLC is well positioned to capitalize on these opportunities through its strong capital foundation, experienced workforce, customer-centric approach, and trusted market reputation.

I would like to express my sincere appreciation to the Board of Directors for their valuable guidance, strategic direction, and continued support. I extend my heartfelt gratitude to our employees whose dedication, professionalism, and commitment have been instrumental in our achievements during challenging times. Finally, I thank our valued shareholders for their continued trust, confidence, and support.

Together, we remain committed to building a stronger, more resilient, and sustainable future for National Housing Finance PLC and contributing meaningfully to the development of Bangladesh.

Best regards,

(Mohammad Shamsul Islam)
Managing Director & CEO

REPORTS & ANALYSIS

DIRECTORS' REPORT

Dear Shareholders,

The Board of Directors of National Housing Finance PLC (NHFPLC) is pleased to present the Annual Directors' Report together with the Audited Financial Statements and the Independent Auditors' Report for the year ended 31 December 2025.

The Board remains committed to maintaining sound corporate governance, an effective internal control framework, and full compliance with applicable laws and regulations. This Report has been prepared in accordance with Section 184 of the Companies Act 1994, the BSEC Corporate Governance Code (2018), the Listing Regulations of the Dhaka and Chittagong Stock Exchanges, the Guidelines of Bangladesh Bank, and other relevant statutory requirements.

To provide a comprehensive overview of the Company's governance and performance, this Report should be read together with the Report on Corporate Governance, the Internal Audit and Internal Control Report, the Risk Management Framework, and the accompanying financial and operational highlights presented through tables, charts, and other disclosures.

The year 2025 was marked by a challenging global and domestic economic environment. Persistent inflation, high interest rates, tight liquidity, and geopolitical uncertainties continued to affect economic activities and investor confidence. These factors, together with elevated financing costs and reduced purchasing power, slowed investment in the housing sector and created a challenging operating environment for financial institutions.

Despite these challenges, NHFPLC remained resilient by maintaining prudent risk management, strengthening operational discipline, and focusing on sustainable business growth. The Company continued to prioritize asset quality, regulatory compliance, and long-term financial stability while serving the financing needs of its customers.

ECONOMIC REVIEW OF THE FINANCIAL YEAR

• REVIEW OF WORLD ECONOMY

The global economy in 2025 transitioned from post-pandemic recovery to a more fragmented and uncertain environment. Global GDP growth moderated to around 3.0–3.2%, while inflation eased to approximately 3.4–3.5%. However, persistent services inflation, energy price volatility, and tighter financial conditions continued to weigh on economic activity. Global trade growth slowed significantly to about 1.6%, reflecting the increasing adoption of protectionist trade policies.

A major feature of the year was the restructuring of global trade following the introduction of higher tariffs by several major economies. Businesses accelerated imports before the implementation of new tariffs, followed by weaker trade flows, rising costs, and supply chain realignments. At the same time, monetary policies diverged across countries, with advanced economies gradually reducing interest rates as inflation eased, while many emerging markets maintained tighter policies to safeguard exchange rate stability.

Investment in artificial intelligence reached record levels, driving technological innovation and productivity gains in selected sectors. However, its broader contribution to economic growth remained limited due to high implementation costs, infrastructure requirements, and elevated energy demand.

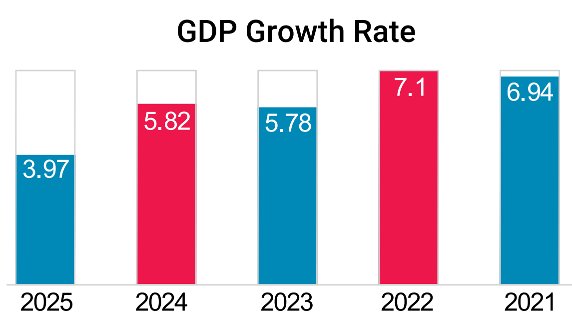
High borrowing costs also increased debt-servicing burdens, particularly for developing economies, while advanced economies faced mounting fiscal pressures from higher defence spending, energy transition initiatives, and rising public debt.

Although the global economy avoided a major recession in 2025, geopolitical tensions, trade fragmentation, and policy uncertainty created a more challenging and less predictable business environment, with economic decisions increasingly influenced by national security and protectionist priorities rather than global integration.

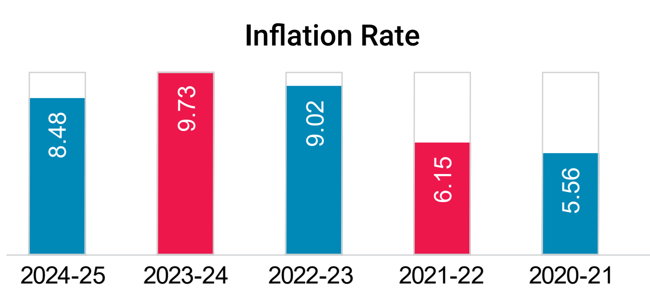
• REVIEW OF BANGLADESH ECONOMY

The Bangladesh economy in 2025 experienced a fragile recovery amid significant political and economic transitions. Although the sharp economic slowdown witnessed in 2024 gradually stabilized, growth remained subdued due to persistent inflation, banking sector challenges, and weaker domestic demand. Provisional GDP growth for FY2024–25 stood at 3.97%, compared with 4.22% in FY2023–24.

Economic activity was adversely affected by the July–August 2024 student-led movement, which disrupted the agriculture, industry, and services sectors. The economy also suffered output losses from severe flooding between August and October 2024, further slowing production and business activities despite the interim government's commitment to economic reforms.



Inflation remained a major macroeconomic challenge throughout the year. Headline inflation reached a record high of 11.66% in July 2024, driven by earlier accommodative monetary policy, depreciation of the Bangladesh Taka, energy price adjustments, and supply disruptions caused by the floods. In response, Bangladesh Bank maintained a tight monetary policy, raising the policy rate from 8.50% to 10.00% during the first half of FY2024–25 and keeping it unchanged thereafter to contain inflationary pressures and anchor expectations. As a result, headline inflation gradually declined to 8.48% in June 2025, the lowest level since February 2023.



As Bangladesh prepares for its graduation from the Least Developed Country (LDC) category in 2026, the economy faces the dual challenge of adjusting to the loss of preferential trade benefits while implementing structural reforms to sustain long-term growth. Restoring confidence in the financial sector, strengthening governance, and improving the investment climate will be critical to attracting foreign direct investment and supporting sustainable economic development.

MONEY MARKET SCENARIO

The Bangladesh money market in 2025 was shaped by tight monetary policy, elevated interest rates, and persistent liquidity constraints as Bangladesh Bank continued its efforts to contain inflation and strengthen macroeconomic stability.

A key development during the year was the transition from the SMART-based interest rate framework to a fully market-driven regime. To combat inflation, Bangladesh Bank increased the policy (repo) rate to 10.00%, resulting in higher lending and deposit rates across the banking sector. Average lending rates exceeded 12%, while deposit rates rose above 9%, reflecting intense competition for liquidity.

Liquidity conditions remained tight throughout the year, with the interbank call money rate remaining high. Rising non-performing loans further constrained the availability of funds, prompting Bangladesh Bank to provide liquidity support through repo operations and other facilities to preserve financial system stability.

Government borrowing also pushed up yields on treasury bills and bonds, making government securities increasingly attractive to investors and contributing to higher funding costs across the financial sector. At the same time, the introduction of a crawling peg exchange rate regime helped stabilize the foreign exchange market and improve reserve levels, although it also added to imported inflationary pressures.

High borrowing costs, coupled with economic uncertainty, moderated private sector credit growth to one of its lowest levels in recent years. Overall, the money market remained challenging, with elevated funding costs and cautious lending conditions affecting financial institutions, including housing finance companies, and slowing demand for long-term mortgage financing.

CAPITAL MARKET ACTIVITIES

The Bangladesh capital market in 2025 remained challenging, with regulatory reforms taking precedence over market expansion. Although market performance weakened during the year, important structural measures were introduced to strengthen transparency, governance, and investor confidence.

The benchmark DSEX Index declined by approximately 6.7% to close at 4,865 points, while total market capitalization fell by around 9.9%. Average daily turnover also decreased by about 17.5%, reflecting cautious investor sentiment amid economic uncertainty. Sectoral performance remained mixed, with Ceramics and General Insurance recording relatively better performance, whereas Non-Bank Financial Institutions continued to face pressure from liquidity constraints and deteriorating asset quality.

The primary market remained subdued throughout the year, with no new Initial Public Offerings (IPOs) on either the Main Board or SME Platform. Instead, the Bangladesh Securities and Exchange Commission (BSEC) focused on strengthening market oversight, improving transparency, and addressing existing market irregularities.

During the year, BSEC introduced the Public Offer of Equity Securities Rules, 2025 to modernize the listing process through enhanced price discovery mechanisms and greater use of electronic subscription systems. The DSEX Index was also rebalanced following the withdrawal of floor price restrictions, making it more representative of prevailing market conditions.

Foreign investment remained subdued due to macroeconomic uncertainties and concerns over the financial sector. Nevertheless, the inclusion of several listed companies in international benchmark indices reflected continued investor interest in fundamentally strong companies. By the end of the year, market valuations had become relatively attractive, indicating improved long-term investment potential despite the challenging market environment.

INDUSTRY OUTLOOK

HOUSING FINANCE

The housing finance sector in Bangladesh continued to operate in a challenging macroeconomic environment during 2025, characterized by elevated interest rates, persistent inflationary pressures, and constrained liquidity. These conditions moderated lending activity and increased financing costs across the industry. Nevertheless, the sector remained fundamentally resilient, supported by sustained urbanization, favourable demographic trends, and the country's growing demand for quality housing.

Throughout the year, Bangladesh Bank maintained a tight monetary policy to contain inflation, resulting in mortgage lending rates generally ranging between 12% and 14%. At the same time, liquidity constraints prompted financial institutions to adopt more prudent credit practices, with greater emphasis on portfolio quality and risk management. Rising construction costs, driven by higher prices of imported raw materials, increased input costs, and the depreciation of the Bangladesh Taka, further affected housing affordability and moderated demand, particularly within the middle-income segment.

The regulatory environment continued to evolve in support of the sector's long-term development. Bangladesh Bank increased the maximum individual home loan limit from BDT 20 million to BDT 40 million, reflecting higher property values and expanding access to housing finance. The regulator also strengthened its risk-based supervisory framework by linking lending capacity to

Non-Performing Loan (NPL) performance, encouraging stronger asset quality and prudent lending practices across financial institutions. Meanwhile, implementation of the Detailed Area Plan (DAP) and Floor Area Ratio (FAR) regulations remained an important consideration for developers and financiers as the industry adapted to evolving urban planning requirements.

Sustainable finance continued to gain momentum during the year. In line with Bangladesh Bank's Sustainable Finance Policy, financial institutions increasingly incorporated Environmental, Social and Governance (ESG) considerations into their lending and investment decisions. Growing emphasis on green buildings, climate-resilient housing, and energy-efficient developments is expected to create new financing opportunities while supporting the country's long-term sustainable development objectives.

The competitive landscape also continued to evolve. While specialized housing finance institutions maintained their expertise in mortgage financing, increasing participation by commercial banks intensified competition, driving greater focus on operational efficiency, customer service, digital transformation, and product innovation. Industry participants are increasingly leveraging technology to improve customer experience, streamline loan processing, and enhance risk management capabilities.

Market demand is also gradually shifting beyond the capital city, supported by rapid urban expansion in Chattogram, Gazipur, Narayanganj, and other emerging urban centres. Consumer preferences are increasingly favouring modern, energy-efficient, and technology-enabled residential developments, creating opportunities for innovative financing solutions tailored to evolving housing needs.

Looking ahead, the long-term fundamentals of Bangladesh's housing finance industry remain positive. Continued urbanization, rising household incomes, favourable demographics, and supportive government policies are expected to sustain demand for residential housing over the medium to long term. Further development of alternative funding sources, including Real Estate Investment Trusts (REITs), expansion of rural housing finance, and continued digitalization will be important in strengthening market depth and improving financial inclusion.

Although short-term challenges relating to interest rates, liquidity, and affordability are expected to persist, the industry's underlying growth drivers remain intact. As macroeconomic conditions stabilize and financing costs gradually normalize, the housing finance sector is expected to be well positioned to support Bangladesh's expanding housing requirements while contributing to sustainable economic growth.

KEY STRENGTHS OF NHFPLC

NHFPLC is one of Bangladesh's leading specialized housing finance institutions, with a strong market presence built on decades of industry experience, prudent risk management, and customer-focused financial solutions. The Company's specialized expertise in housing finance, combined with sound governance and operational discipline, has enabled it to maintain a competitive position within the country's evolving financial services landscape.

A key strength of NHFPLC lies in its focused business model and deep understanding of the housing finance market. By offering a diversified portfolio of residential and commercial property financing solutions, the Company addresses the financing needs of individuals, professionals, and corporate clients. This specialized approach has enabled NHFPLC to develop long-standing customer relationships while contributing to the growth of Bangladesh's housing sector.

The Company has consistently maintained a strong credit culture supported by prudent underwriting standards, effective collection mechanisms, and disciplined management of non-performing loans. These practices have strengthened asset quality, enhanced operational efficiency, and supported sustainable financial performance. NHFPLC's emphasis on sound risk management continues to provide a solid foundation for long-term growth and value creation for shareholders.

NHFPLC also benefits from a diversified customer base across key economic sectors, including real estate, infrastructure, manufacturing, and services. Its ability to deliver customized financing solutions and maintain enduring client relationships has reinforced its reputation as a trusted financial partner for both retail and institutional customers.

In response to evolving customer preferences and changing market dynamics, the Company expanded its product portfolio through the introduction of Shariah-based financial services. Following Bangladesh Bank's approval on 24 March 2024, NHFPLC commenced operations of its Islamic Finance Wing on 8 April 2024. This strategic initiative has broadened the Company's market reach, enhanced financial inclusion, and created new opportunities for sustainable business growth.

The Company's experienced workforce remains one of its most valuable assets. Continuous investment in employee development, professional training, and capacity building enables NHFPLC to deliver high-quality customer service while maintaining strong operational standards. Supported by an experienced Board of Directors and a capable management team, the Company continues to strengthen its governance framework, reinforce compliance practices, and pursue strategic initiatives that support long-term institutional growth.

Technology and service innovation remain integral to NHFPLC's business strategy. The Company continues to enhance operational efficiency through digital initiatives, streamlined processes, and customer-centric service delivery, enabling faster turnaround times and an improved customer experience in an increasingly competitive market.

These core strengths—including specialized industry expertise, prudent risk management, diversified products, sound corporate governance, a skilled workforce, and a commitment to innovation—position NHFPLC to capitalize on emerging opportunities in Bangladesh's housing finance sector. With a disciplined approach to sustainable growth and a continued focus on customer value, the Company remains well positioned to deliver long-term value to its customers, shareholders, and other stakeholders.

HUMAN RESOURCES- A VITAL ELEMENT TO NHFPLC'S SUCCESS

At NHFPLC, our people remain at the core of our sustainable growth and organizational success. We recognize that a skilled, motivated, and engaged workforce is essential to maintaining our competitive position and delivering value to our customers and stakeholders. Accordingly, the Company continues to prioritize human capital development through structured talent management, continuous learning, and capability enhancement initiatives.

NHFPLC is committed to fostering a culture of continuous improvement by providing employees with opportunities for professional growth through a combination of on-the-job training, external learning programs, knowledge-sharing sessions, and leadership development initiatives. These efforts are designed to strengthen technical expertise, enhance managerial capabilities, and prepare employees to meet evolving business requirements. The Company also maintains a structured succession planning framework to ensure leadership continuity and the availability of capable talent for critical roles.

Driving productivity and operational efficiency remains a key focus area of the Company's human resource strategy. NHFPLC has implemented a performance-driven culture by aligning Key Performance Indicators (KPIs) with employee evaluation, compensation, and incentive structures. This approach encourages accountability, efficiency, value creation, and responsible decision-making while supporting the achievement of organizational objectives and long-term business sustainability.

In an increasingly competitive talent landscape, NHFPLC continues to focus on attracting, developing, and retaining high-performing professionals. The Company provides competitive compensation packages, career advancement opportunities, and a collaborative work environment that encourages innovation, teamwork, and employee engagement. Through these initiatives, NHFPLC aims to strengthen its position as an employer of choice while building a workforce aligned with the Company's vision, values, and strategic priorities.

The Company also recognizes the importance of diversity, equity, and inclusion (DEI) in fostering a progressive and innovative workplace. NHFPLC promotes equal opportunity and an inclusive culture where employees from diverse backgrounds are valued, respected, and empowered to contribute effectively. The Company continues to support fair recruitment practices, employee development initiatives, awareness programs, and workplace policies that encourage respect, equality, and collaboration.

By investing in its employees and promoting a culture of inclusion, performance excellence, and continuous learning, NHFPLC continues to strengthen its organizational capabilities. The Company believes that a capable and engaged workforce is fundamental to achieving sustainable growth, enhancing stakeholder value, and fulfilling its commitment to making meaningful contributions to the financial sector and the communities it serves.

SOME OF THE TECHNOLOGICAL INNOVATIONS ADOPTED BY NHFPLC

Technology continues to be a key enabler of NHFPLC's business transformation strategy, supporting operational efficiency, enhancing customer experience, and strengthening decision-making capabilities. The Company continues to invest in technology-driven solutions to streamline processes, improve service delivery, and maintain a competitive position in the evolving financial services landscape.

Digitalization of Credit Assessment and Loan Processing

NHFPLC has leveraged technology to enhance the efficiency and accuracy of its credit appraisal and assessment processes. The adoption of automated tools enables faster evaluation of borrower profiles, improved risk identification, and timely corrective measures where required. Through comprehensive portfolio and customer database analysis, the Company is able to identify potential cross-selling opportunities, strengthen relationships with quality customers, and optimize lending exposure.

The implementation of digital appraisal and processing solutions has also streamlined loan approval and disbursement procedures, reducing turnaround time and improving overall customer convenience. These initiatives have contributed to enhanced service quality, greater customer satisfaction, and stronger customer retention.

Enhancing Customer Experience through Digital Engagement

Customer-centricity remains a key priority for NHFPLC. The Company has established dedicated customer relationship management functions to proactively engage with customers, understand their evolving financial requirements, and provide appropriate advisory support. By leveraging customer insights and technology-enabled communication channels, NHFPLC continues to enhance accessibility and responsiveness across its service network.

The Company is also focused on delivering a consistent and seamless customer experience across all touchpoints. Continuous monitoring of customer service activities through dedicated customer experience initiatives helps ensure that service standards are maintained while reducing dependency on physical branch visits and improving overall customer convenience.

Process Optimization and Operational Transformation

NHFPLC continues to explore opportunities for process re-engineering to identify operational efficiencies and eliminate process bottlenecks. Through technology-enabled workflow improvements and automation initiatives, the Company aims to reduce operational costs, enhance productivity, and create sustainable value for shareholders and customers.

To support these transformation initiatives, NHFPLC has established structured change management practices to facilitate smooth implementation, encourage organizational adaptability, and ensure alignment with strategic objectives. These efforts reflect the Company's commitment to continuous improvement and its vision of building a more agile, efficient, and technology-driven housing finance institution.

INTERNAL CONTROLS

NHFPLC maintains a robust internal control framework designed to support effective business operations, reliable financial reporting, regulatory compliance, and the prevention and detection of fraudulent activities. The Company's internal control systems are established in line with the principles of good governance and are supported by appropriate checks and balances to ensure operational effectiveness, accountability, and transparency.

These controls are continuously reviewed and strengthened to address emerging risks, enhance process efficiency, and ensure compliance with applicable laws, regulations, and industry best practices. A detailed statement on the Company's Internal Audit and Internal Control System is presented separately as part of this Annual Report.

RISK MANAGEMENT

NHFPLC has established a comprehensive risk management framework to identify, assess, monitor, and mitigate foreseeable material risks arising from its business activities. The framework enables the Company to proactively manage credit, operational, market, liquidity, compliance, and other strategic risks while supporting sustainable business growth.

The risk management process is continuously reviewed and enhanced to ensure alignment with changing market conditions, regulatory requirements, and the Company's strategic objectives. The Board of Directors regularly oversees and evaluates the effectiveness of the risk management framework to ensure that appropriate measures are in place for safeguarding stakeholder interests.

A detailed overview of the Company's risk management approach is provided separately under the section titled "Risk Management Framework."

CORPORATE GOVERNANCE

NHFPLC remains committed to maintaining the highest standards of corporate governance through sound policies, effective oversight mechanisms, and transparent business practices. The Board of Directors places strong emphasis on compliance with applicable regulatory requirements and the adoption of recognized corporate governance principles to strengthen accountability, integrity, and stakeholder confidence.

Over time, the Company has continuously enhanced its governance framework by introducing and improving systems, policies, and procedures aimed at strengthening risk management, operational discipline, and transparency. These initiatives support responsible decision-making and reinforce the Company's commitment to sustainable value creation.

A separate Corporate Governance Report is included in this Annual Report. The Company's compliance status in accordance with Condition No. 1(5)(xxvii) of the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission (BSEC) through Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 is presented in Annexure-VIII.

ENVIRONMENT FRIENDLY POLICY ADOPTED BY NHFPLC

NHFPLC recognizes climate change and environmental sustainability as critical global challenges requiring collective and responsible action. As a responsible financial institution, the Company is committed to supporting sustainable development through the promotion of green finance initiatives and environmentally responsible business practices.

Given Bangladesh's geographical vulnerability as a low-lying delta region formed by the Ganges-Brahmaputra-Meghna (GBM) river system, the impacts of climate change present significant environmental and socio-economic challenges. NHFPLC acknowledges the importance of addressing these risks and continues to explore opportunities to support sustainable financing solutions, including green buildings, renewable energy projects, energy-efficient initiatives, improved waste management practices, and measures aimed at enhancing workplace safety and resilience.

The Company recognizes that human activities have a significant influence on the global climate system, contributing to challenges such as rising sea levels, increasing temperatures, extreme weather events, floods, cyclones, droughts, and associated health and environmental risks. These challenges reinforce the need for sustainable approaches that balance economic growth with environmental protection.

In response to these emerging challenges, NHFPLC has placed increased emphasis on integrating sustainability considerations into its financing decisions. The Board of Directors has encouraged the prioritization of green finance opportunities wherever feasible, supporting projects that contribute to environmental conservation, resource efficiency, and long-term sustainable development.

Through its commitment to responsible financing and environmental stewardship, NHFPLC aims to contribute to Bangladesh's sustainability objectives while creating long-term value for customers, stakeholders, and the communities it serves. The Company remains dedicated to expanding its role in promoting environmentally conscious development and supporting the transition toward a greener economy.

FINANCIAL PERFORMANCE

The Company's financial performance over 1st, 2nd, 3rd and 4th quarters of 2025 and the year in compare to the yearly performances of 2024 are given below in the context of its fair disclosure policy.

(Amount in BDT Million)

Particulars	2025					2024
	Q1	Q2	Q3	Q4	Yearly	
Net interest income	107.41	44.27	47.65	114.72	314.05	389.33
Total operating income	**142.21**	**78.83**	**135.04**	**139.41**	**495.49**	**524.30**
Total operating expenses	55.49	63.55	49.18	54.70	222.92	232.60
Profit before provisions	86.73	15.28	85.86	84.70	272.57	291.70
Provision for loans/Investments	36.15	(23.97)	(4.78)	115.30	122.70	247.84
Profit before taxes	**50.58**	**39.25**	**90.64**	**(30.60)**	**149.87**	**43.85**
Provision for taxes	22.37	15.16	23.08	(6.00)	54.61	40.92
Net profit after taxation	**28.21**	**24.09**	**67.56**	**(24.6)**	**95.26**	**2.93**

Our core revenue lines shrinking, bottom-line profitability improved substantially in 2025, driven mainly by a sharp reduction in provisioning expense rather than by revenue growth.

Key observations:

- **Revenue pressure:** Net interest income fell nearly 19%, and total operating income declined 5.5%, pointing to margin compression consistent with the stated interest-rate environment and slower business volumes.
- **Cost discipline held:** Operating expenses fell roughly in line with income (down 4.2%), keeping the cost-to-income ratio broadly stable at 45% (44.4% in 2024).
- **Provisioning was the real swing factor:** Provisions dropped by half year-on-year (BDT 247.84 million to 122.70 million), which is the biggest reason net profit jumped from a near-breakeven BDT 2.93 million in 2024 to BDT 95.26 million in 2025.

Quarterly Trend Within 2025

- Q1: Net Interest Income of 107.41 million and net profit of 28.21 million, with a moderate provision charge (36.15 million).
- Q2: Core income dipped sharply (Net Interest Income fell to 44.27 million, operating income to 78.83 million), but a provision reversal (–23.97 million) the bottom line, holding net profit at 24.09 million.
- Q3: Net profit (67.56 million) increased due to provision reversal (–4.78 million) and operating expenses reduction comparison with the other quarter.
- Q4: Core performance actually recovered (Net Interest Income back up to 114.72 million, profit before provisions at 84.70 million) but a huge provision charge of 115.30 million in this regard bottom line loss in the 4th quarter.

DEVELOPMENT ACTIVITIES

During 2025, NHFPLC undertook several strategic initiatives to strengthen its business operations, diversify its portfolio, and expand its market presence. These initiatives were aligned with the Company's long-term growth strategy and commitment to delivering sustainable value to customers, shareholders, and other stakeholders.

As part of its business diversification strategy, the Board of Directors established a dedicated Islamic Finance Wing to offer Shariah-compliant financial solutions in accordance with Islamic banking principles. This strategic initiative reflects NHFPLC's commitment to financial inclusion and its efforts to cater to the evolving preferences of a broader customer base.

The Company continued to expand its investment portfolio through strategic investments in capital market instruments. During the year, NHFPLC sponsored the open-end mutual fund titled "BMSL National Housing Growth Fund", for which the prospectus was approved by the Bangladesh Securities and Exchange Commission. Additionally, the Company invested in the 3rd Subordinated Bond of Eastern Bank PLC, further demonstrating its commitment to prudent portfolio diversification and investment growth.

To strengthen its nationwide presence and improve accessibility to housing finance solutions, NHFPLC expanded its distribution network by establishing two new sales centres in Chowmuhani and Cumilla. These expansions are expected to enhance customer reach and support the Company's objective of extending housing finance services to emerging markets across Bangladesh.

The Company also strengthened its business development initiatives by expanding its marketing network and increasing the number of business associates. In addition, NHFPLC entered into several Memoranda of Understanding (MoUs) with potential real estate developers to generate new business opportunities and build stronger industry partnerships.

Through these strategic development initiatives, NHFPLC continues to enhance its operational capabilities, broaden its market footprint, and create a strong foundation for sustainable business growth. The Company remains committed to pursuing innovative opportunities that support its vision of becoming a leading housing finance institution in Bangladesh.

FINANCIAL STATEMENTS

The financial statements of the Company have been prepared in accordance with International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), as adopted in Bangladesh by the Institute of Chartered Accountants of Bangladesh (ICAB), except where any requirements differ due to prevailing local laws, rules, and regulatory directives.

The financial statements have been prepared in compliance with the provisions of the Financial Reporting Act, 2015, the Companies Act, 1994, the Finance Company Act, 2023, the Securities and Exchange Rules, 2020, the Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited (Listing) Regulations, 2015, and other applicable laws and regulations.

The presentation and disclosure requirements of the financial statements have been followed in accordance with the guidelines issued by Bangladesh Bank through DFIM Circular No. 11 dated 23 December 2009.

In accordance with Section 33(4) of the Finance Company Act, 2023, the audited financial statements of the Company for the year ended 31 December 2025, duly signed by the Chairman of the Board (Director), two other Directors, and the Managing Director, are presented as an integral part of this Annual Report.

DISCLOSURES REGARDING FINANCIAL STATEMENTS

The Directors are responsible for the preparation of Financial Statements of NHFPLC to reflect a true and fair view of its state of affairs of the Company complying with applicable laws, standards and principles.

The Directors do hereby confirm, in compliance with the Corporate Governance Code of BSEC, that

- the financial statements present fairly the Company's state of affairs, the result of its operations, cash flows and changes in equity;
- proper books of accounts of the Company have been maintained;
- appropriate accounting policies have been consistently applied in preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment;
- International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure therefrom has been adequately disclosed in the Notes to the Financial Statements;
- the system of internal control is sound in design and has been effectively implemented and monitored;
- significant variances have been occurred between quarterly financial performance and annual financial statements of the Company and reason thereof has been clearly described;
- significant variance have been occurred between the last year's operating results of the Company and reason thereof has been clearly described;

and

- the Managing Director & Chief Executive Officer (CEO) and the Chief Financial Officer (CFO) of the Company have jointly certified to the Board that

  (a) they have reviewed the financial statements for the year

  and

  (b) to the best of their knowledge and belief:

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

    (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;

    and

    (iii) there are no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the Company's Board or its members.

As required under Condition No. 1(5)(xxvi) and Annexure-A of the Corporate Governance Code of BSEC, a Declaration of CEO & CFO regarding Financial Statements of the Company has been disclosed in page 115.

ADDITIONAL DISCLOSURES

In compliance with the Corporate Governance Code of BSEC and in accordance with good governance practices, the Directors do hereby confirm that -

- key operating and financial data of preceding 5 (five) years have been disclosed separately;
- there are no significant doubts upon the Company's ability to continue as a going concern;
- there is no extraordinary gain or loss during the year;
- there are no significant changes in the Company's fixed assets and the market value;

and

- the company had not enabled any of its directors to acquire benefits by means of acquisition of share or debentures of the company or anybody corporate.

DISCLOSUE REGARDING AUDIT INFORMATION

The Directors confirm that:

- so far as the Directors are aware, there is no relevant audit information of which the Company's Auditors are unaware of;

and

- the Directors have taken all steps that they themselves ought to have taken as Directors in order to make themselves aware of any relevant information and to ensure that the Company's Auditors are aware of that information.

AUDITORS' REPORT

The Auditors M/s. Zoha Zaman Kabir Rashid & Co. (member of msi Global Alliance), Chartered Accountant carried out the audit on the Financial Statements (FSs) of the Company for the year ended 31 December 2025 and their report thereon along with the FSs, as required by the Companies Act 1994, is given as an integral part of this Report. There is no adverse opinion or observations or findings in the Auditors' Report.

SIGNIFICANT ACCOUNTING POLICIES

Significant Accounting policies adopted in the preparation of the Financial Statements have been stated in the Notes to the Financial Statements.

GOING CONCERN

Details about going concern assessment of NHFPLC are presented in Statement of Going Concern.

CAPITAL EXPENDITURE

Total capital expenditure on acquisition of property, plant and equipment and intangible assets of NHFPLC as at 31 December 2025 amounted to BDT 261.47 million which were BDT 272.01 million as at 31 December 2024. Details are given in Annexure-A of the Financial Statements.

INTEREST IN OTHER ENTITIES

According to IFRS 12, NHFPLC does not have any interest in other entities.

RELATED PARTY TRANSACTIONS

The transactions that could be classified as Related Party Transactions in terms of "IAS 24: Related Party Disclosure" have been disclosed in Note 53 under the Notes to the Financial Statements.

CREDIT RATING

On 02 September 2025, Credit Rating Information and Services Limited (CRISL) assigned NHFPLC a Long Term Credit Rating of 'AA(-)', a Short Term Credit Rating of 'ST-2', with a Stable Outlook, based on the Company's audited financial statements as of 31 December 2024 and unaudited financial information up to 30 June 2025.

According to the Long Term Rating Scale and Definitions, an 'AA(-)' rating indicates a high level of safety for timely repayment of financial obligations, reflecting the Company's strong financial position, sound credit profile, and capacity to meet its long-term commitments. Similarly, the 'ST-2' rating under the Short Term Rating Scale and Definitions represents a high certainty of timely repayment of financial commitments, demonstrating the Company's strong short-term liquidity position and repayment capability.

The Stable Outlook assigned by CRISL reflects the rating agency's assessment of NHFPLC's financial strength, operational stability, and ability to maintain its credit profile over the medium term. The assigned ratings serve as an important indicator of the Company's creditworthiness and financial resilience, providing confidence to investors, lenders, customers, and other stakeholders regarding its overall financial soundness and commitment to maintaining prudent financial management.

SHAREHOLDING PATTERN

NHFPLC's Shareholding Pattern as on 31 December 2025 is disclosed in detail in the Report on Corporate Governance and also in the Financial Statements. However, a Shareholding Pattern prepared as per Condition of the Corporate Governance Code is disclosed as Annexure-IV.

BOARD MEETINGS AND ATTENDANCE BY THE DIRECTORS

During the year 2025, 07 (seven) Meetings of the Board were held. Attendance of the Directors is disclosed as Annexure-II.

REMUNERATION OF DIRECTORS

Summary of remuneration paid to the Directors including Independent Directors is stated in Annexure-III.

MINORITY INTERESTS

In compliance with condition no. 1(5)(xvi) of the Corporate Governance, the Board hereby confirms that the interests of the minority shareholders have been duly protected in the Company.

PROPOSED DIVIDEND

During the year ended 31 December 2025, NHFPLC achieved a significant improvement in financial performance, reporting a net profit after tax of BDT 95.26 million compared to BDT 2.93 million in the previous year.

Considering the Company's financial position, profitability for the year, retained earnings, and future business requirements, the Board of Directors has recommended a 10% cash dividend, equivalent to BDT 1.00 per share, for the year ended 31 December 2025, subject to approval by the shareholders at the Annual General Meeting.

The Board further confirms that no stock dividend was declared as an interim dividend during the year, and will be proposed for the future period under consideration. The recommended dividend reflects the Company's commitment to maintaining a balanced approach between rewarding shareholders and retaining adequate resources to support sustainable business growth.

PLAN FOR UTILIZATION OF UNDISTRIBUTED PROFITS

The Company requires adequate financial resources to support its ongoing business operations, future growth initiatives, and strategic investments. The undistributed profits will be retained and utilized to support the Company's investment requirements, strengthen operational capacity, and meet future contingencies in accordance with the provisions of Regulation 100 of Schedule I of the Companies Act, 1994.

Retention of undistributed profits will also contribute to maintaining an appropriate debt-equity ratio, strengthening the Company's capital base, and enhancing its borrowing capacity. This approach will enable NHFPLC to maintain financial flexibility, support sustainable business expansion, and create long-term value for shareholders and other stakeholders.

RESERVES

A summary of the reserves of NHFPLC is as follow:

(Amount in BDT)

Particulars	2025	2024
Statutory Reserve	726,831,263	707,778,407
Retained Earnings	181,905,162	222,724,937
Total Reserves	**908,736,425**	**930,503,344**

ELECTION/RE-ELECTION OF DIRECTORS

In terms of the Shareholders' Agreement and as per provisions of the Companies Act 1994, the following Directors shall retire at the 27th AGM:

Directors to Retire	Organization Represented
Dr. khondaker Showkat Hossain	Borak Travels (Pvt.) Ltd.
Mr. Mohammad Khaled Mamun FCII (UK)	Reliance Insurance PLC.

The retiring Directors shall be eligible for re-election as Director at the 27th AGM. Brief Resume of the said Directors mentioning their area of expertise and their interests in other companies have been disclosed separately.

APPOINTMENT / RE-APPOINTMENT OF AUDITORS

The statutory auditors of the Company, M/s. Zoha Zaman Kabir Rashid & Co., Chartered Accountants (Member of msi Global Alliance), will retire at the 27th Annual General Meeting (AGM). Being eligible for re-appointment, the firm has expressed its willingness to continue as the statutory auditor of the Company for the year 2026.

Following a satisfactory evaluation by the Audit Committee, the Board of Directors has recommended the re-appointment of M/s. Zoha Zaman Kabir Rashid & Co., Chartered Accountants, as the statutory auditors of the Company for the year 2026 at a proposed remuneration of BDT 350,000.00.

APPOINTMENT / RE-APPOINTMENT OF CORPORATE GOVERNANCE AUDITORS

The Corporate Governance Auditor of the Company, M/s. MNA Associates, Chartered Secretaries, will retire at the 27th Annual General Meeting (AGM). Being eligible for re-appointment, the firm has expressed its willingness to continue providing compliance audit services for the year 2026.

Upon review and recommendation by the Audit Committee, the Board of Directors has proposed the re-appointment of M/s. MNA Associates, Chartered Secretaries, as the Corporate Governance Auditor of the Company for the year 2026 at a remuneration of BDT 35,000.00.

LIST OF SEPARATE REPORTS, STATEMENTS & ANNEXURES TO THIS REPORT

Here is a list of Annexures to this Report :

- Annexure-I : Report of Audit Committee
- Annexure-II : Attendance in Meetings of Directors
- Annexure-III :Statement on Remuneration to Directors
- Annexure-IV : Shareholding Pattern as per Corporate Governance Code
- Annexure-V : Management's Discussion and Analysis (MDA)
- Annexure-VI : Dividend Distribution Policy
- Annexure-VII : Certificate on Compliance with the Corporate Governance Code
- Annexure-VIII : Statement on Status of Compliance with the Corporate Governance Code

Here is a list of Separate Reports, Statements that would be treated as integral parts of this Report :

- Biographies of the Chairman, Directors, CEO and Senior Managerial Personnel
- Tables, Graphs and Presentations related to performance of the Company
- Key operating and financial data of preceding 5 (five) years
- Financial Statements (FSs) for the year ended December 31, 2026
- Statement on Internal Audit and Internal Control System
- Statement on Interests of Directors in other companies
- Statement on Risk Management Framework
- Report on Corporate Governance
- Statement of Going Concern
- Auditors' Report on FSs

APPRECIATION & GRATITUDE

The Board of Directors of NHFPLC would like to express its sincere appreciation and gratitude to our valued shareholders, customers, business partners, and stakeholders across all sectors for their continued trust, confidence, and unwavering support throughout the year.

Your continued partnership has been instrumental in enabling the Company to navigate the challenges arising from evolving economic conditions and a dynamic business environment. The confidence and support extended by our stakeholders remain a key source of strength as we continue to pursue sustainable growth and deliver long-term value.

At NHFPLC, our purpose, values, and commitment to responsible business practices continue to guide our decisions and actions. These principles provide a strong foundation for the Company as we respond to changing market conditions, embrace new opportunities, and strengthen our position in the housing finance sector.

We also extend our heartfelt appreciation to our dedicated employees for their commitment, professionalism, and valuable contributions. Their collective efforts, resilience, and pursuit of excellence have been fundamental to the Company's achievements and will continue to drive NHFPLC's future growth and success.

(Dr. Khondaker Showkat Hossain)
Chairman

AUDIT COMMITTEE REPORT

Composition of the Audit Committee

The Audit Committee is a sub-committee of the Board of Directors responsible for assisting the Board in ensuring sound corporate governance, financial reporting, internal control, compliance, and risk management.

The Audit Committee was last reconstituted on 28 August 2025 in accordance with Bangladesh Bank DFIM Circular No. 01 dated 29 February 2024.

The composition of the Audit Committee as at 31 December 2025 is as follows:

Sl. No.	Name	Designation	Status in the Committee
01.	Ms. Mahmuda Begum	Independent Director	Chairperson
02.	Mr. A.K.M. Moinuddin, FCA	Director	Member
03.	Mr. Md. Khaled Mamun FCII (UK)	Director	Member

All members of the Audit Committee are Non-Executive Directors.

Mr. Md. Sarwar Kamal, FCS, Company Secretary, serves as the Secretary to the Audit Committee.

Terms of Reference (TOR) of the Audit Committee

The Board of Directors has approved a comprehensive Terms of Reference (TOR) for the Audit Committee. The Committee performs its duties and responsibilities in accordance with the approved TOR and applicable regulatory requirements.

Functions and Activities of the Audit Committee:

During the year ended 31 December 2025, the Audit Committee carried out its responsibilities diligently and undertook the following activities:

- Held four (4) meetings during the year on 22 June 2025, 22 June 2025, 28 July 2025, and 16 October 2025. Mr. Mohammad Shamsul Islam, Managing Director, attended all meetings as an invitee (Ex-officio), and Mr. Prabir Shel, Head of Internal Audit and Compliance (HIAC), was present at all meetings. The Committee reviewed both the audited financial statements for the year ended 31 December 2024 and the first quarter financial statements for 2025 in the same meeting due to pending observations raised in the FIID, Bangladesh Bank inspection report.
- Oversaw the Company's financial reporting process.
- Reviewed and monitored the selection and application of accounting policies and principles.
- Monitored the Internal Audit and Compliance function to ensure that it was adequately resourced, including approval of the Internal Audit and Compliance Plan and review of Internal Audit and Compliance reports.
- Oversaw the appointment and performance evaluation of the external auditors.
- Held meetings with the statutory auditors to review the annual financial statements before recommending them to the Board for approval.
- Reviewed the annual financial statements with management prior to submission to the Board.
- Reviewed the quarterly and half-yearly financial statements with management before submission to the Board.
- Assessed the adequacy and effectiveness of the internal audit function.
- Reviewed the Management's Discussion and Analysis (MD&A) before its inclusion in the Annual Report.
- Examined all related party transactions submitted by management.
- Reviewed Management Letters and reports on internal control weaknesses issued by the statutory auditors.
- Reviewed and recommended audit fees based on the scope, complexity, level of expertise required, and time necessary for conducting an effective audit, and evaluated the performance of the external auditors.
- Reviewed the qualifications, experience, quality of service, and proposed audit fees of the statutory auditors and recommended the appointment of M/s. Zoha Zaman Kabir Rashid & Co. (Member of MSI Global Alliance), Chartered Accountants to the Board.
- Reviewed the tenure, professional competence, and fees of the Corporate Governance Auditors and recommended the appointment of M/s. MNA Associates, Chartered Secretaries to the Board.

- Reviewed impairment assessment methodologies adopted by the Company.
- Reviewed the Annual Report, including the accounting policies, significant judgments, and key estimates disclosed in the Notes to the Financial Statements.
- Reviewed issues arising from Bangladesh Bank inspection reports and monitored the implementation of corrective actions.
- Reviewed compliance with applicable laws, rules, regulations, and regulatory guidelines.
- Reviewed the Committee's Terms of Reference to ensure their continued adequacy and effectiveness.
- Reviewed the Credit Risk Management Manual.
- Reviewed the Anti-Money Laundering and Combating the Financing of Terrorism (AML & CFT) Policy.
- Reviewed the Company's Information Technology (IT) Policy.
- Monitored the Company's governance and control environment to promote a sound compliance and ethical culture.

Reporting by the Audit Committee:

The Audit Committee regularly reports its activities, observations, and recommendations to the Board of Directors.

Pursuant to Condition 5(6) of the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission (BSEC), the Committee confirms that, based on its reviews during the year, it did not identify any conflict of interest, irregularity, material weakness in the internal control system, or any infringement of applicable laws, rules, or regulations.

The Committee is also satisfied that the Company's risk management framework remains effective and that the key business risks are appropriately identified, monitored, and managed.

On behalf of the Audit Committee

(Mahmuda Begum)
Chairperson
Audit Committee
Dhaka, Dated: 14 June, 2026

ATTENDANCE IN MEETINGS OF DIRECTORS

BOARD MEETING AND ATTENDANCE OF DIRECTORS

During the year 2025, 07 Meetings of the Board were held. Attendance of the Directors is stated below:

Name of the Directors	Nominated by	Designation	Number of Meetings		Change During 2025
			Held	Attended	
Mr. Mahbubur Rahman	Eastland Insurance PLC.	Past Chairman	07	02	Ended the tenure on 02.06.2025
Dr. Khondaker Showkat Hossain	Borak Travels (Pvt.) Ltd.	Chairman	07	07	
Mr. Md. Khaled Mamun FCII (UK)	Reliance Insurance PLC.	Director	07	06	
Mr. Md. Kabir Reza, FCMA	Square Pharmaceuticals PLC.	Director	07	00	Ended the tenure on 02.06.2025
Mr. Md. Mohsin Hassan, FCMA	Square Pharmaceuticals PLC.	Director	07	03	Appointed on 28.08.2025
Mr. A.K.M. Moinuddin, FCA	Bangladesh Lamps PLC.	Director	07	07	
Mr. Abdul-Muyeed Chowdhury		Independent Director	07	03	Resigned on 28.08.2025
Ms. Mahmuda Begum		Independent Director	07	07	Appointed on 20.02.2025
Mr. Mohammad Shamsul Islam		Managing Director (Ex-Officio member)	07	07	

EXECUTIVE COMMITTEE MEETING AND ATTENDANCE OF EC MEMBERS

During the year 2025, 05 Meetings of the EC were held. Attendance of the EC members is stated below:

Name of the Directors	Designation	Status in the Committee	Number of Meetings		Change During 2025
			Held	Attended	
Mr. Md. Kabir Reza, FCMA	Director	Chairman (Past)	05	02	Ended the tenure on 02.06.2025
Mr. Mahbubur Rahman	Past Chairman	Member	05	02	Ended the tenure on 02.06.2025
Dr. Khondaker Showkat Hossain	Chairman	Chairman	05	05	
Mr. Md. Mohsin Hassan, FCMA	Director	Member	05	02	Appointed on 28.08.2025
Ms. Mahmuda Begum	Independent Director	Member	05	02	Resigned from the Committee on 28.08.2025
Mr. Mohammad Shamsul Islam	Managing Director	Ex-Officio	05	05	

AUDIT COMMITTEE MEETING AND ATTENDANCE OF AUDIT COMMITTEE MEMBERS

During the year 2025, 04 Meetings of the Audit Committee were held. Attendance of the Audit Committee members is stated below::

Name of the Directors	Nominated by	Designation	Number of Meetings		Change During 2025
			Held	Attended	
Mr. Abdul Muyeed Chowdhury	Independent Director	Past Chairman	04	03	Resigned on 28.08.2025
Ms. Mahmuda Begum	Independent Director	Chairperson	04	01	Appointed on 28.08.2025
Mr. A.K.M. Moinuddin FCA	Director	Member	04	04	
Mr. Md. Khaled Mamun FCII (UK)	Director	Member	04	04	
Mr. Mohammad Shamsul Islam	Managing Director	Ex-Officio	04	04	

Annexure III

REMUNERATION PAID TO DIRECTORS INCLUDING INDEPENDENT DIRECTORS

(Including AIT excluding VAT) during the year 2025

(Amount in Taka)

Name of the Directors	Nominated by	Designation	Board Meeting	EC Meeting	Audit Committee Meeting	Total
Mr. Mahbubur Rahman	Eastland Insurance PLC.	Past Chairman	20,000	20,000		40,000
Dr. Khondaker Showkat Hossain	Borak Travels (Pvt.) Ltd.	Chairman	70,000	50,000	-	120,000
Mr. Md. Khaled Mamun FCII (UK)	Reliance Insurance PLC.	Director	60,000	-	40,000	100,000
Mr. Md. Kabir Reza, FCMA	Square Pharmaceuticals PLC.	Director	-	20,000	-	20,000
Mr. Md. Mohsin Hassan, FCMA	Square Pharmaceuticals PLC.	Director	30,000	20,000	-	50,000
Mr. A.K.M. Moinuddin, FCA	Bangladesh Lamps PLC.	Director	70,000	-	40,000	110,000
Mr. Abdul-Muyeed Chowdhury		Independent Director	30,000	-	30,000	60,000
Ms. Mahmuda Begum		Independent Director	70,000	20,000	10,000	100,000
Mr. Mohammad Shamsul Islam		Managing Director (Ex-Officio member)	-	-	-	-
Total			**350,000**	**130,000**	**120,000**	**600,000**

Annexure IV

PATTERN OF SHAREHOLDING AS ON 31ST DECEMBER 2025

On the basis of shareholders types:

Group Name	No. of Shareholder (s)	No. of Shares	Percentage
Company	154	17,080,846	13.27%
General Public	7,655	39,346,624	30.56%
Investor Account	70	1,239,756	0.96%
Mutual Fund	1	220,000	0.17%
Unit Fund	1	155,177	0.12%
NRB	24	9,448	0.01%
Sponsor Share	15	70,682,469	54.91%
Total	**7,920**	**128,734,320**	**100.00%**

Distribution schedule of each class of equity security setting out of the number of holders and percentage:

Shareholding Range	No. of Shareholder (s)	No. of Shares	Percentage
1-500	2,820	428,913	0.33%
501-5000	3,452	6,500,206	5.05%
5001-10000	671	4,809,730	3.74%
10001-20000	513	7,214,420	5.60%
20001-30000	186	4,474,793	3.48%
30001-40000	71	2,493,662	1.94%
40001-50000	32	1,467,408	1.14%
50001-100000	81	5,741,390	4.46%
100001-1000000	75	20,379,353	15.83%
1000001-above	19	75,224,445	58.43%
Total	**7,920**	**128,734,320**	**100.00%**

As per Condition No. 1(5) (xxiii) of the Corporate Governance Code of BSEC:
A. Shareholding status of Parent/Subsidiary/Associated Companies and other related parties (Name wise details)

Sl. No	Name of Shareholder	Designation	No. of Share(s) held	Percent (%)
1	Eastland Insurance PLC.	Director	2,899,186	2.25
2	Pragati Insurance PLC.	Sponsor	5,856,908	4.55
3	National Life Insurance PLC.	Sponsor	6,199,186	4.82
4	Borak Travels (Pvt.) Ltd.	Director	2,575,100	2.00
5	Eastern Insurance PLC.	Sponsor	5,135,973	3.99
6	Reliance Insurance PLC.	Director	6,199,186	4.82
7	Bangladesh Lamps PLC.	Director	6,199,163	4.82
8	Square Pharmaceuticals PLC.	Director	6,078,374	4.72
9	Sadharan Bima Corporation	Sponsor	6,199,164	4.82
10	Jiban Bima Corporation	Sponsor	5,817,801	4.52
11	United Commercial Bank PLC.	Sponsor	563,562	0.44
12	IFIC Bank PLC.	Sponsor	5,817,801	4.52
13	National Bank PLC.	Sponsor	6,207,300	4.82
14	Shaw Wallace Bangladesh Ltd.	Sponsor	2,047,801	1.59
15	HRC Bangladesh Ltd	Sponsor	2,885,964	2.24

B (i) Directors and their spouses and minor children (name wise details)

Sl. No	Name of the Director/ Shareholder	Nominated by	Designation	No. of Share(s) held	Percent (%)
1	Dr. Khondaker Showkat Hossain	Borak Travels (Pvt.) Ltd.	Chairman	Nil	Nil
2	Mr. Muhammad A (Rumee) Ali	Eastland Insurance PLC.	Director	Nil	Nil
3	Mr. Md. Khaled Mamun FCII (UK)	Reliance Insurance PLC.	Director	Nil	Nil
4	Mr. Md. Mohsin Hassan, FCMA	Square Pharmaceuticals PLC.	Director	Nil	Nil
5	Mr. A.K.M. Moinuddin, FCA	Bangladesh Lamps PLC.	Director	Nil	Nil
6	Ms. Mahmuda Begum		Independent Director	Nil	Nil
7	Mr. Mohammad Shahidul Haque		Independent Director	Nil	Nil
8	Mr. Mohammad Shamsul Islam		Managing Director (Ex-Officio member)	Nil	Nil

B. (ii) Shareholding status of CFO, CS and Head of Internal Audit & their spouses & minor children (name wise details)

Name of the Executive	Designation	No. of Share(s) held	Percent (%)
Mr. Sayed Ahmed, FCMA	CFO	Nil	Nil
Mr. Md. Sarwar Kamal FCS	Company Secretary	Nil	Nil
Mr. Prabir Shel	Head of Internal Audit	Nil	Nil

C. Executive (Top five salaried persons other than CEO, CFO, CS & HIA)

Name of the Executive	Designation	No. of Share(s) held	Percent (%)
Mr. Shital Chandra Saha	Sr. Executive Vice President	Nil	Nil
Mr. Mahbubur Rashid Al-Amin	SVP & Head of Business	Nil	Nil
Mr. Md. Mahbubur Rahman	VP & Head of Gulshan Branch	Nil	Nil
Mr. Md. Mezanur Rahman	FVP & Head of Accounts	Nil	Nil
Mr. Md. Mozaharul Islam	FVP & Head of Chattogram Branch	Nil	Nil

D. Shareholders holding ten percent (10%) or more voting interest in the company (name wise details): Nil

MANAGEMENT DISCUSSION AND ANALYSIS (MDA)

In accordance with the requirements of the Corporate Governance Code, 2018, the management of National Housing Finance PLC (NHFPLC) has prepared the following analysis of the Company's position and operations, including a brief discussion of changes in the financial statements and other relevant matters, with particular focus on the following areas:

1. Overview of the Financial Services Industry:

Bangladesh's financial sector has undergone significant liberalization and structural reforms aimed at expanding access to financial services, particularly among unbanked and underserved populations in rural and semi-urban areas. Key developments in this regard include the introduction and expansion of Mobile Financial Services Providers (MFSPs) and Agent Banking, which have enabled banks and other financial institutions to extend deposit, payment, and lending services to areas previously underserved by the formal financial system. Agent banking, in particular, has gained considerable traction among banks and has contributed to broader financial inclusion.

As of 2025, Bangladesh's financial sector comprised 61 scheduled banks and 34 Non-Bank Financial Institutions (NBFIs). While a number of NBFIs continue to maintain satisfactory operational and financial performance, several institutions are facing significant challenges arising from increasing loan defaults, liquidity pressures, and difficulties in meeting their obligations to depositors and other stakeholders.

As of December 2025, the amount of defaulted loans in the NBFI sector stood at approximately Tk. 25,089 crore, representing 31.27% of total NBFI loans of Tk. 80,238 crore. The elevated level of non-performing and defaulted loans remains a significant concern for the overall stability and resilience of the NBFI sector.

Against this backdrop, the continued development of the financial services sector and the implementation of regulatory and structural reforms will remain important for strengthening financial stability, improving institutional resilience, and expanding access to formal financial services, particularly in underserved regions.

2. Accounting Policies and Estimates for the Preparation of Financial Statements

The financial statements of the Company have been prepared on a going-concern basis and in accordance with the accrual method of accounting under the historical cost convention. Accordingly, the effects of inflation have not been separately incorporated into the financial statements.

The preparation and presentation of the financial statements, together with the disclosure of relevant information, have been carried out in accordance with DFIM Circular No. 11 dated 23 December 2009, applicable International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), the Companies Act, 1994, the Finance Company Act, 2023, the Securities and Exchange Rules, 1987, the listing regulations of the Dhaka Stock Exchange and Chittagong Stock Exchange, and other applicable laws, rules, regulations, and generally accepted practices followed by housing finance institutions in Bangladesh.

Bangladesh Bank is the primary regulatory authority for financial institutions in Bangladesh. Accordingly, in cases where Bangladesh Bank's guidelines, circulars, notifications, directives, or other regulatory requirements differ from or conflict with the requirements of IAS or IFRS, the applicable requirements of Bangladesh Bank have been given precedence.

The Company has consistently applied appropriate accounting policies in the preparation of its financial statements. The accounting estimates and related judgments have been made on the basis of reasonable, prudent, and supportable assumptions, taking into consideration the circumstances prevailing at the reporting date.

3. Changes in Accounting Policies and Estimates

The principal accounting policies of the Company have been applied consistently since its inception, except for a change in the method of depreciation of fixed assets from the Straight-Line Method to the Reducing Balance Method. The change in depreciation method was approved by the Board of Directors on 29 June 2011.

The revised depreciation method enables the cost of fixed assets to be systematically recovered through depreciation charges recognized in the Statement of Profit or Loss over the estimated useful life of the respective assets, in accordance with the applicable accounting requirements.
During the year 2025, the Company did not make any changes to its accounting policies or accounting estimates.

4. Comparative Financial Performance with the Housing Finance Industry and Peer Institutions

The banking sector has increasingly emerged as a significant participant in Bangladesh's housing finance market. In recent years, the composition and overall scale of housing loan portfolios have undergone notable changes, supported by a number of favorable economic, policy, and market developments. These developments are expected to contribute to the continued growth and diversification of the housing finance industry over the long term.

A key driver of this growth is the Government's continued emphasis on its "Housing for All" initiative. Under the prevailing government housing finance scheme, eligible government employees can avail themselves of housing loans at a concessional interest rate of 5.00%, supported by a corresponding government subsidy. Such policy support is expected to encourage home ownership and strengthen demand for formal housing finance.

In addition, the increasing emphasis on affordable housing is expected to provide further impetus to the affordable housing finance segment. The combination of supportive government policies, relatively favorable financing arrangements, and growing demand for housing is expected to make the housing finance sector an increasingly important area of business for financial institutions.

The NBFI sector remains highly competitive, with 34 institutions operating in the industry. A number of financial institutions are active in the housing finance segment, including commercial banks, Bangladesh House Building Finance Corporation (BHBFC), DBH Finance PLC (DBH), National Housing Finance PLC (NHFPLC), IDLC Finance PLC, and other NBFIs.

Within this competitive environment, NHFPLC has demonstrated strong and consistent performance in the housing finance segment. The Company has maintained steady growth in its business operations and continued to make significant disbursements to the real estate and housing sectors, thereby strengthening its position as one of the prominent NBFIs engaged in housing finance.

In 2025, NHFPLC continued to maintain its growth momentum and outperformed the industry in several key performance and financial position indicators. The Company's performance and growth trajectory can be better assessed by comparing its financial and operational indicators with relevant industry-wide financial information and the performance of peer institutions.

Particulars	NHFPLC	Average of Top Four NBFIs (In terms of Asset Size)
Total Asset (MN Taka)	17,050.52	68,992.69
Total Equity	2,196.08	7,508.72
HML Loan Portfolio (MN Taka)	12,543.22	18,845.43
Growth	-5.86%	-2.39%
Deposit	11,585.32	42,202.59
Growth	-2.49%	-8.59%
Operating Income	495.49	2,775.69
Profit/ (Loss) before provisions	272.57	1,611.08
Net Profit	95.26	651.39
Growth	3148.37%	-2.14%
NPL Ratio	9.88%	5.54%
Cumulative Written off loan amount (MN Taka)	665.49	1,015.58
ROA (Annualized)	0.55%	1.53%
ROE (Annualized)	4.43%	4.58%

Source: Financial Statements as on 31 Dec, 2025

Key Analytical Observations

a) Efficiency and Scale Trade-off

NHFPLC operates at a balance sheet scale broadly comparable to the average size of the industry's top five NBFIs. Consequently, the Company's relatively smaller scale naturally results in lower absolute amounts of operating income, pre-provision profit, and net profit when compared with larger industry peers.

However, when assessed in terms of growth, resilience, and operational momentum rather than absolute size, NHFPLC has demonstrated a notably stronger performance trajectory. The Company's ability to generate growth and maintain financial stability despite operating in a challenging market environment reflects the resilience of its business model.

b) Profitability Momentum

One of the most significant indicators of NHFPLC's performance is its 3,148.37% growth in net profit, compared with a 2.14% decline in the corresponding profit of the peer group. This substantial improvement indicates a strong recovery in the Company's profitability following the challenges faced in the preceding period.

The decline in profitability across the broader peer group appears to have been influenced, among other factors, by increased provisioning requirements arising from elevated non-performing loans (NPLs), higher funding costs, and pressure on lending margins. In contrast, NHFPLC's significant improvement in profitability reflects the combined impact of improved cost management, recovery efforts, operational efficiency, and the relatively lower base from the previous year.

Nevertheless, NHFPLC's Return on Assets (ROA) of 0.55% remains below the peer average of 1.53%. This indicates that there remains scope to enhance asset utilization and improve the efficiency with which the Company's growing asset base generates earnings.

c) Deposit Stability

NHFPLC's deposit base declined by only 2.49%, compared with a significantly higher 8.59% decline for the peer group. Given the prevailing challenges in the NBFI sector and the pressure on depositor confidence, the relatively limited contraction in NHFPLC's deposit base represents a positive indicator of the Company's financial stability and franchise strength.

The relative stability of the deposit base may also be viewed as an indication of continued confidence among depositors and other stakeholders in the Company. This confidence is further supported by NHFPLC's sustained 'AA-' credit rating over the past five years, reflecting its continued financial strength and creditworthiness.

d) Asset Quality

NHFPLC's NPL ratio of 9.88% is higher than the peer-group average of 5.54%, which, when considered in isolation, may appear to indicate comparatively weaker asset quality.

However, the comparison should be interpreted in conjunction with the loan write-off practices followed within the sector. The peer group has cumulatively written off loans amounting to approximately Tk. 1,015.58 million, compared with Tk. 665.49 million written off by NHFPLC. Loan write-offs reduce the amount of reported non-performing loans and, consequently, can mechanically lower the reported NPL ratio.

Accordingly, the lower NPL ratio reported by the peer group should be considered in the context of its higher cumulative loan write-offs. Had such written-off loans remained within the reported loan portfolio, the industry's NPL ratios would likely have been materially higher. From this perspective, NHFPLC's reported asset quality position may provide a comparatively more transparent representation of its underlying credit portfolio and may be less influenced by the reduction of reported NPLs through loan write-offs.

The Company continues to focus on strengthening its recovery initiatives, improving portfolio quality, and maintaining prudent credit risk management practices.

e) Return on Equity

NHFPLC recorded a Return on Equity (ROE) of 4.43%, which is broadly comparable with the peer-group average of 4.58%. This indicates that, despite operating with a relatively smaller capital base and generating a lower ROA than its peers, the Company has been able to generate shareholder returns at a level broadly consistent with larger industry participants.

The comparatively strong ROE, relative to the Company's ROA, reflects the efficient utilization of shareholders' funds and the contribution of the Company's capital structure to overall shareholder returns.

Conclusion

While NHFPLC remains smaller than the industry's top five NBFIs in terms of absolute measures such as total assets, shareholders' equity, deposits, and loan portfolio, the Company has demonstrated strong relative momentum across several key performance indicators.

In the prevailing operating environment, the Company's significant recovery in profitability, comparatively strong deposit retention, and prudent recognition of credit quality are particularly noteworthy. NHFPLC's sustained 'AA-' credit rating over the past five years further supports the assessment of its financial resilience and institutional stability.

Going forward, the key areas requiring continued management attention will be the improvement of ROA toward industry levels, enhancement of asset utilization efficiency, and containment of the NPL ratio through strengthened recovery and credit risk management measures. At the same time, developments in sector-wide loan write-offs should continue to be monitored when assessing the underlying asset quality of the NBFI industry.

5. Comparative Analysis of Financial Performance, Financial Position, and Cash Flows

The Financial Year 2025 was characterized by a challenging operating environment, marked by pressure on lending margins and volatility in both deposit and lending rates. These conditions continued to place pressure on the financial performance of institutions operating within the NBFI sector.

Despite these challenges, NHFPLC's strategic focus on home loan financing, together with its strong human capital capabilities and disciplined operational approach, enabled the Company to navigate the difficult market conditions and achieve a significant recovery in profitability following the relatively challenging performance recorded in FY2024.

The Company's financial performance, financial position, and cash flows over the current financial year have been assessed in comparison with the preceding five years to identify the underlying trends and key drivers of performance.

The five-year DuPont analysis presented below provides a more detailed assessment of the factors contributing to changes in the Company's Return on Equity (ROE). It decomposes the Company's profitability into its principal components and thereby provides insight into the underlying drivers of shareholder returns over the five-year period.

The analysis demonstrates that NHFPLC's FY2025 performance should be viewed not merely in terms of the absolute level of profitability, but also in the context of the Company's recovery trajectory, operating efficiency, asset utilization, and capital structure. The comparative analysis also highlights the resilience of the Company's business model and provides a basis for assessing its financial performance against both its historical position and the broader industry environment.

Comparative analysis of financial performance

BDT (In million)

Particulars	2025	2024	2023	2022	2021	2020
A. Interest Income	1,876.42	1,893.56	1,454.17	1,456.29	1,620.02	1,910.03
B. Profit After Tax	95.26	2.93	120.63	263.14	261.29	321.39
C. Total Asset	17,050.52	17,813.55	20,545.83	18,401.74	19,059.22	17,782.57
D. Shareholders' Equity	2,196.08	2,100.82	2,214.91	2,269.83	2,182.23	2,096.49
E. Profit Margin (B/A)	5.08%	0.15%	8.30%	18.07%	16.13%	16.83%
F. Asset Turnover (A/C)	10.76%	9.87%	7.47%	7.77%	8.79%	10.60%
G. Financial Leverage (C/D)	8.11	8.89	8.68	8.41	8.61	9.03
H. Return on Equity (E*F*G)	4.43%	0.14%	5.38%	11.82%	12.21%	16.12%

Highlights of Key Strengths – DuPont Analysis

Despite a challenging operating environment and a number of external headwinds, NHFPLC maintained prudent management of its liquidity, solvency, and profitability during 2025. The Company's key strategic priorities remained focused on improving asset quality, strengthening recovery of classified loans, enhancing service excellence, and maintaining disciplined cost management.

The key factors underlying the Company's financial performance during the year are discussed below:

i. Interest Income

Interest income has followed a non-linear trend over the review period. In 2025, interest income decreased marginally by 0.91%, from Tk. 1,893.56 million in 2024 to Tk. 1,876.42 million.

The marginal decline was primarily attributable to:

- the transfer of interest income to the interest suspense account in respect of classified loans; and
- a modest 0.44% contraction in the loan portfolio, reflecting a more selective and prudent lending approach adopted by the Company.

Despite the reduction in the loan portfolio, the relatively stable level of interest income demonstrates the resilience of the Company's core lending operations and its continued ability to generate income from its asset base.

ii. Profit after Tax (PAT)

The Company achieved a significant turnaround in profitability during 2025. Profit After Tax (PAT) increased to Tk. 95.26 million, representing a substantial 3,148% increase over the 2024 level.

While the magnitude of the increase is partly attributable to the exceptionally low profit base in 2024, the improvement nevertheless reflects tangible progress in the Company's financial performance. Key contributing factors include enhanced cost discipline, intensified recovery efforts relating to classified loans, and the continued application of prudent underwriting and credit risk management practices.

The recovery in PAT represents a positive indication that the Company's profitability is moving toward a more sustainable trajectory following the challenges experienced in FY2024.

iii. Asset Base

Total assets declined by 4.28% in 2025, indicating a contraction in the overall balance sheet during the year. The continued decline in the asset base since 2021 reflects, among other factors, a more selective lending strategy, portfolio adjustments, and the Company's focus on maintaining asset quality rather than pursuing balance sheet growth at the expense of credit discipline.

Although the contraction in total assets represents a reduction in scale, the improvement in asset turnover during 2025 indicates that the Company has been able to generate comparatively stronger income from its remaining asset base.

iv. Equity Position

Shareholders' equity has remained relatively stable throughout the review period, generally ranging between approximately Tk. 2,096 million and Tk. 2,270 million.

In 2025, shareholders' equity increased to Tk. 2,196.08 million, compared with Tk. 2,100.82 million in 2024. The increase primarily reflects the retention of current-year earnings and represents a positive reversal following the erosion of equity experienced during the 2024 downturn.

The relative stability of the Company's equity base provides an important foundation for maintaining financial resilience and supporting the Company's future business operations.

DuPont Analysis – Key Ratios

The DuPont analysis provides a comprehensive view of the key drivers of NHFPLC's Return on Equity (ROE) by decomposing shareholder returns into three principal components: profit margin, asset turnover, and financial leverage.

i. Profit Margin
(Net Profit / Interest Income)

Profit margin has been the most volatile component of the Company's DuPont analysis over the review period. The margin remained within a strong range of approximately 16%–18% during 2020–2022, before declining to 8.30% in 2023 and subsequently falling sharply to 0.15% in 2024.

In 2025, the profit margin recovered significantly to 5.08%. This improvement demonstrates a meaningful recovery in the Company's earnings capacity, although the margin remains below the levels achieved during 2020–2022.

The overall trend indicates that changes in profitability have been driven more significantly by cost absorption, provisioning requirements, recovery performance, and other expenses than by fluctuations in revenue generation alone. Accordingly, maintaining disciplined operating costs and strengthening recovery from classified loans remain important to achieving further improvement in the Company's profit margin.

ii. Asset Turnover
(Interest Income / Total Assets)

Asset turnover improved to 10.76% in 2025, representing the highest level recorded during the six-year review period.

The improvement was achieved despite the contraction in the Company's overall asset base and was supported by the relatively resilient level of interest income. This indicates that the Company has been able to utilize its remaining assets more efficiently to generate interest income.

The increase in asset turnover is a positive indicator of operational efficiency. Going forward, the Company's challenge will be to sustain this improvement while gradually expanding its quality asset portfolio and maintaining prudent credit standards.

iii. Financial Leverage
(Total Assets / Equity)

Financial leverage has remained relatively high throughout the review period, ranging between approximately 8.1 times and 9.0 times, which is broadly consistent with the capital-intensive nature of housing finance operations.

In 2025, the leverage ratio moderated to 8.11 times, compared with 8.89 times in 2024. This reduction was primarily attributable to the combined effect of a smaller asset base and an increase in shareholders' equity.

The moderation in leverage indicates a somewhat more conservative capital structure compared with the previous year and provides an improved foundation for managing financial risk as the Company seeks to rebuild sustainable business growth.

iv. Return on Equity (ROE)

ROE represents the combined effect of the Company's profit margin, asset turnover, and financial leverage, and its movement broadly mirrors the trend in profit margin over the review period.

ROE stood at a strong 16.12% in 2020 and subsequently declined over the following years, reaching a low of 0.14% in 2024. In 2025, ROE recovered substantially to 4.43%, reflecting the significant improvement in profitability during the year.

Although the recovery is encouraging, the 2025 ROE remains below the 11%–16% range achieved during 2020–2022. This indicates that the Company has made meaningful progress in recovering from the profitability pressure experienced in 2024, but that the normalization of shareholder returns remains a continuing objective.

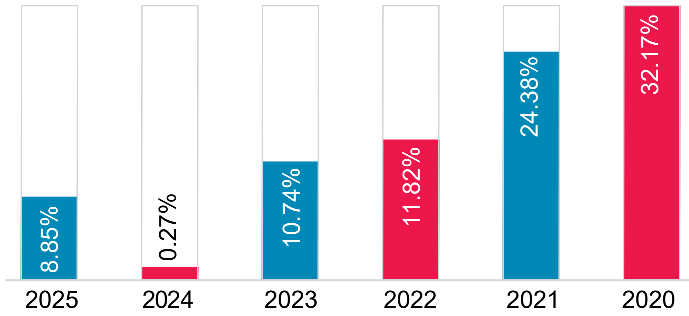
Overall Assessment

The five-year DuPont analysis demonstrates that 2025 represented a year of recovery and stabilization for NHFPLC. The most significant improvement was observed in profit margin and, consequently, ROE, while asset turnover reached its highest level during the review period.

At the same time, the reduction in financial leverage and the strengthening of the equity position indicate a comparatively more prudent capital structure. The Company's continued focus on asset quality, classified loan recovery, cost rationalization, and disciplined lending is expected to support further improvement in profitability and shareholder returns.

Going forward, management will remain focused on improving asset utilization, strengthening the quality and profitability of the loan portfolio, containing operating and provisioning costs, and restoring ROE toward more sustainable historical and industry levels, while maintaining prudent risk management and financial resilience.

RETURN ON EQUITY



Strategic Insights and Recommendations

Based on the Company's financial performance, industry dynamics, and the results of the DuPont analysis, the following strategic priorities are considered important for strengthening NHFPLC's financial resilience, operational efficiency, and sustainable growth:

i. Strengthening Cost Management

Effective cost management remains a critical priority for the Company. Although interest income has remained relatively resilient, profitability continues to be affected by the combined impact of funding costs, operating expenses, and provisioning requirements.

The Company should therefore continue to optimize its funding mix, maintain disciplined deposit pricing, and explore opportunities to diversify and reduce the overall cost of funds. Strengthening treasury and liquidity management, together with continuous monitoring of funding costs, will be important to protect net interest margins and support sustainable profitability.

ii. Strengthening Loan Recovery and Asset Quality

Asset quality remains an important area of management focus, particularly given the elevated level of non-performing loans and the resulting provisioning requirements.

The Company should continue to strengthen its credit assessment and monitoring framework, with greater emphasis on early identification of emerging credit risks, regular portfolio reviews, and proactive management of vulnerable exposures. At the same time, enhanced recovery initiatives for classified loans, including focused follow-up and appropriate restructuring or recovery measures, should remain a key priority.

Improved asset quality would not only reduce provisioning pressure but also contribute to stronger profitability, liquidity, and capital efficiency over the medium to long term.

iii. Improving Capital Efficiency and Managing Leverage

The Company's historically high level of financial leverage reflects the capital-intensive nature of its housing finance business. While leverage can support higher returns on equity, excessive reliance on borrowed funds can amplify financial and liquidity risks, particularly during periods of market stress.

Accordingly, NHFPLC should continue to assess its capital structure and maintain an appropriate balance between growth, leverage, and capital adequacy. Maintaining adequate capital buffers will strengthen the Company's resilience and provide greater flexibility to respond to changing market conditions while supporting sustainable business expansion.

iv. Restoring Sustainable Profit Margins

The historical profitability of the Company demonstrates that significantly stronger profit margins are achievable under favorable operating and credit conditions. The recovery in profit margin during 2025 is encouraging; however, the margin remains below the levels achieved during earlier years.

Management should therefore continue to pursue efficiency-enhancement initiatives, rationalize operating costs, improve asset quality, and strengthen recovery performance. Sustained improvement in these areas would help rebuild the Company's earnings capacity and gradually restore profit margins toward more sustainable historical levels.

v. Strengthening Governance, Compliance, and Risk Management

The evolving regulatory and macroeconomic environment requires financial institutions to respond with greater agility and discipline. Changes in monetary policy, interest-rate structures, regulatory requirements, and liquidity conditions can have a direct impact on funding costs, lending rates, asset quality, and overall profitability.

In this context, NHFPLC should continue to strengthen its governance and compliance framework, with particular emphasis on regulatory monitoring, treasury management, interest-rate risk management, liquidity planning, and timely implementation of regulatory directives issued by Bangladesh Bank and other relevant authorities.

An agile and forward-looking governance framework will enable the Company to respond more effectively to market developments while ensuring continued compliance and prudent risk management.

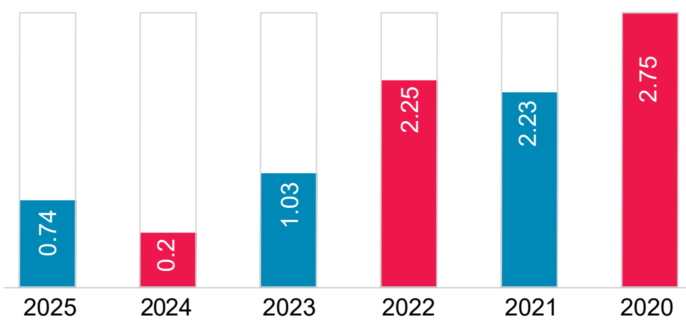
Earnings Per Share (EPS)

The Company's Earnings Per Share (EPS) improved significantly to Tk. 0.74 in 2025, compared with only Tk. 0.02 in 2024. This substantial improvement is consistent with the sharp recovery in Profit After Tax during the year and reflects the positive impact of the Company's recovery initiatives, cost-rationalization measures, and improved overall financial performance following the profitability through experienced in 2024.

The significant increase in EPS represents an encouraging development from a shareholder-return perspective. Nevertheless, EPS remains an important performance indicator to be monitored as the Company continues its efforts to strengthen profitability and restore sustainable returns to shareholders.

Going forward, sustained improvement in EPS will depend on the Company's ability to maintain earnings growth, improve asset utilization, strengthen asset quality, manage funding and operating costs effectively, and achieve a more sustainable level of profitability.

Earnings per share (BDT)



Cash Flow Analysis

BDT (in million)

Particulars	2025	2024	2023	2022	2021
i) Net cash flows from operating activities	887.46	(2,536.43)	2,949.76	(2,242.49)	1,077.43
ii) Net cash used in investing activities	369.25	(297.70)	(353.46)	(482.08)	(32.89)
iii) Net cash used in financing activities	(828.60)	254.20	(618.62)	1,088.91	(143.09)
iv) Net increase /(decrease) in cash and cash equivalents (i+ii+iii)	**428.10**	**(2,579.93)**	**1,977.67**	**(1,635.67)**	**901.45**
v) Cash and cash equivalents at the beginning of the year	**1,458.57**	**4,038.51**	**2,060.83**	**3,696.50**	**2,795.05**
vi) Cash and cash equivalents at the end of the year (iv+v)	**1,886.68**	**1,458.57**	**4,038.51**	**2,060.83**	**3,696.50**

i) Cash Flow from Operating Activities

Cash flows from operating activities have remained volatile over the five-year review period. In 2025, the Company generated net operating cash inflow of Tk. 887.46 million, representing a significant recovery from the operating cash outflow recorded in 2024.

The improvement indicates a return toward more normalized cash generation from core operating activities following the liquidity pressure experienced in the previous year. The 2024 operating cash outflow was significantly influenced by the settlement and reduction of customer deposits. The positive operating cash flow in 2025 demonstrates improved cash generation from the Company's core business activities and provides greater support for its ongoing liquidity requirements.

ii) Cash Flow from Investing Activities

Cash flows from investing activities turned positive in 2025, generating a net cash inflow of Tk. 369.25 million, following four consecutive years of net cash outflows.

This reversal indicates a reduction in net cash deployed for investment and capital expenditure during the year and may also reflect proceeds from the realization, disposal, or maturity of investment holdings. The positive investing cash flow is broadly consistent with the Company's overall balance sheet rationalization and more selective deployment of resources during the period.

The shift from sustained investing outflows to a positive cash contribution in 2025 also supported the Company's overall liquidity position during the year.

iii) Cash Flow from Financing Activities

Financing activities resulted in a net cash outflow of Tk. 828.60 million in 2025, compared with a net inflow of Tk. 254.20 million in 2024.

During the year, the Company obtained a new bank loan of Tk. 371.23 million, while cash dividend payments to shareholders amounted to Tk. 117.03 million. These financing movements reflect the Company's continued access to external funding as well as its commitment to maintaining shareholder returns.

The overall financing cash outflow also reflects the repayment and settlement of financing obligations during the year, which contributed to the net reduction in cash generated from financing activities.

Overall Cash Flow Position

Taken together, the movements in operating, investing, and financing activities resulted in a net increase in cash and cash equivalents of Tk. 428.10 million in 2025, representing a significant improvement compared with the Tk. 2,579.93 million net decrease recorded in 2024.

The turnaround was primarily driven by the strong recovery in operating cash flows and the shift to positive cash flows from investing activities. Although financing activities resulted in a net cash outflow during the year, the positive contribution from operating and investing activities more than offset the financing-related cash requirements.

Overall, the improvement in cash generation and the resulting increase in cash and cash equivalents indicate a strengthening of the Company's liquidity position in 2025. Management will continue to focus on maintaining adequate liquidity, optimizing the deployment of available funds, and ensuring that financing and investment decisions remain aligned with the Company's overall risk appetite and business objectives.

6. Risks and Concerns and the Related Mitigation Plan

NHFPLC remains committed to creating sustainable value for its shareholders, customers, depositors, employees, and other stakeholders while maintaining an appropriate balance between risk and return.

The Company recognizes that effective risk management is fundamental to maintaining financial stability, protecting stakeholder interests, and supporting sustainable long-term growth. Accordingly, NHFPLC has established and continues to maintain a structured and proactive risk management framework designed to identify, assess, monitor, control, and mitigate material risks arising from its business operations.

The principal areas of risk include, among others:

- **Credit Risk –** arising from the possibility of loss resulting from borrowers' inability or unwillingness to meet their contractual obligations;
- **Market Risk –** including risks arising from changes in interest rates, market conditions, and other relevant financial variables;
- **Liquidity Risk –** relating to the Company's ability to meet its financial obligations as they fall due while maintaining adequate liquidity at an acceptable cost; and
- **Operational Risk –** arising from inadequate or failed internal processes, systems, human error, external events, or other operational factors.

The Company continuously monitors these risks through appropriate policies, procedures, internal controls, risk limits, and management oversight. Particular emphasis is placed on maintaining asset quality, strengthening loan recovery mechanisms, managing liquidity and funding costs, ensuring regulatory compliance, and enhancing internal controls.

Detailed information regarding the Company's risk management framework, principal risks, policies, control mechanisms, and mitigation measures is disclosed in Note 3.13 to the Financial Statements, of this Annual Report.

Management remains committed to continuously reviewing and strengthening the Company's risk management practices in response to evolving regulatory requirements, market conditions, and emerging risks, thereby supporting the Company's financial resilience and sustainable growth.

7. Future Plans for the Company's Operations, Performance, and Financial Position

NHFPLC intends to continue its operations with a steady, focused, and prudent approach, taking into consideration the prevailing economic conditions, regulatory environment, market dynamics, and evolving customer requirements. In this regard, the Company has formulated its Annual Business Plan for 2026, with a focus on sustainable growth, prudent risk management, asset quality, and enhancement of shareholder value.

Under the 2026 Annual Business Plan, the Company has set a total loan disbursement target of BDT 1,500.00 million. The Company will continue to pursue selective and quality-focused lending while maintaining appropriate credit standards and ensuring prudent deployment of resources.

NHFPLC remains committed to generating sustainable returns for its shareholders while maintaining financial resilience and strengthening its competitive position in the housing finance market. The Company will continue to focus on improving operational efficiency, strengthening loan recovery, managing funding costs, and maintaining adequate liquidity and capital buffers.

The Company's future strategy will therefore seek to balance business growth with asset quality, profitability, liquidity, and prudent risk management, thereby supporting sustainable improvement in its financial position over the medium term.

8. Capital Adequacy Ratio (CAR)

NHFPLC maintained a strong capital position during 2025. The Company's Capital Adequacy Ratio (CAR) stood at 18.74% at the end of 2025, compared with 17.53% in 2024. The 2025 CAR remained well above the applicable minimum regulatory requirement of 10% prescribed by Bangladesh Bank.

The improvement in CAR demonstrates the Company's continued ability to maintain an adequate capital buffer relative to its risk-weighted assets. A strong capital position enhances the Company's capacity to absorb potential financial shocks and provides greater flexibility to pursue future business opportunities while maintaining regulatory compliance.

The upward movement in the CAR also reflects the Company's focus on maintaining capital strength and financial resilience in an evolving operating environment.

9. Deposit Mobilization and Portfolio

NHFPLC's lending operations are substantially funded through its deposit base. The Company's total deposits stood at Tk. 11,585.32 million in 2025, compared with Tk. 11,881.32 million in 2024, representing a moderate decline during the year.

Despite the reduction in deposits, the Company maintained sufficient liquidity to meet deposit repayment obligations, including both scheduled maturities and eligible early withdrawal requirements. This reflects the Company's continued focus on prudent deposit management, liquidity planning, and effective management of funding requirements during a challenging economic environment.

The weighted average interest rate on deposits also requires appropriate consideration when interpreting the Company's funding cost and deposit trends. The reported rate of 11.56% at the beginning of 2025, compared with 10.15% as at 31 December 2024, appears to indicate an increase in the weighted average deposit rate at the beginning of the year.

The difference may arise from changes in the composition of deposits, repricing of existing deposits, renewal of matured deposits at prevailing market rates, or other movements in the deposit portfolio. Accordingly, the relevant figures should be reconciled with the underlying deposit schedule and applicable disclosures to ensure consistency and appropriate explanation in the Annual Report.

Management continues to closely monitor deposit pricing, funding costs, deposit concentration, maturity profiles, and liquidity requirements to maintain a stable and cost-effective funding base.

10. Dividend Payout Ratio

NHFPLC remains committed to creating sustainable value for its shareholders through a consistent and prudent dividend policy. In line with this commitment, the Company has proposed a 10% cash dividend for the financial year 2025, subject to approval by the shareholders at the Annual General Meeting and compliance with applicable regulatory requirements.

Based on the Company's reported profit after tax, the proposed dividend represents a significant proportion of the current year's earnings. The dividend policy is determined with due consideration to the Company's profitability, capital position, liquidity requirements, regulatory considerations, future business plans, and the interests of shareholders.

Over the past five years, NHFPLC has maintained a consistent dividend distribution record, with annual dividend payouts ranging from approximately 50% to 84%, depending on the Company's earnings performance and EPS. This track record reflects the Company's continued commitment to shareholder value while maintaining an appropriate balance between dividend distribution and the retention of earnings required to support future growth and financial strength.

Conclusion

NHFPLC continues to adopt a customer-focused and responsive approach to its business, enabling the Company to adapt its products and services in line with changing customer needs and market conditions. The Company's ability to attract, develop, and retain capable human resources, particularly in key management positions, remains an important strength supporting its operational effectiveness.

This strength is complemented by an experienced and engaged Board of Directors, whose active oversight and informed decision-making contribute to effective governance, prudent resource allocation, and timely responses to changes in the business and regulatory environment.

Looking ahead, the Company intends to build on its established market position and capitalize on emerging opportunities arising from the country's long-term economic development and growing demand for housing finance. NHFPLC will continue to pursue growth opportunities in a disciplined manner, with due emphasis on asset quality, profitability, liquidity, capital adequacy, and risk management.

Supported by its strong track record of management performance, established market reputation, and long-standing relationships with developers, customers, and other key stakeholders, the Company believes it is well positioned to capitalize on future growth opportunities in the housing finance sector.

The Company's medium-term strategy will focus on achieving sustainable business growth while strengthening financial resilience and delivering long-term value to shareholders and other stakeholders.

(Mohammad Shamsul Islam)
Managing Director & CEO
Dhaka, Dated 23 June, 2026

DIVIDEND DISTRIBUTION POLICY

This policy will be applicable to National Housing Finance PLC ("The Company"). This policy is for payment of dividend to shareholders of the company.

(1) The company pay off the annual or final dividend to the entitled shareholder, within 30 (thirty) days of approval in the AGM Provided that interim dividend shall be paid off to the entitled shareholder, within 30 (thirty) days of record date.

(2) Cash dividend distributed in the following manner and procedures, namely:-

(i) The company pay off cash dividend directly to the bank account of the entitled shareholder as available in the BO account maintained with the depository participant (DP), or the bank account as provided by the shareholder in paper form, through Bangladesh Electronic Funds Transfer Network (BEFTN)

Provided that the company may pay off such cash dividend through bank transfer or any electronic payment system as recognized by the Bangladesh Bank, if not possible to pay off through BEFTN;

(ii) The company, upon receiving the claim on cash dividend from a stock broker or a merchant banker or a portfolio manager for the margin client or customer who has debit balance or margin loan, or as per intention of the client of stock broker or merchant banker or portfolio manager, pay off such cash dividend to the Consolidated Customers' Bank Account (CCBA) of the stock broker or to the separate bank account of the merchant banker or portfolio manager through BEFTN;

(iii) The company, in case of non-availability of bank account information or not possible to distribute cash dividend through BEFTN or any electronic payment system, issue cash dividend warrant and send it by post to the shareholder;

(iv) The company pay off cash dividend to non-resident sponsor, director, shareholder, or foreign portfolio investor (FPI) through the security custodian in compliance with the rules or regulations in this regard;

(v) The company, immediately after disbursement of cash dividend issuance a certificate of tax deducted at source, if applicable, intimate to the shareholder through a short message service (SMS) to the mobile number or email address as provided in the BO account or as provided by the shareholder;

(vi) The company maintain detailed information of unpaid or unclaimed dividend and rationale thereof, as per BO account number-wise or name-wise or folio number-wise of the shareholder;

Provided that the company publish the year-wise summary of its unpaid or unclaimed dividend in the website:

Provided further that any unpaid or unclaimed cash dividend including accrued interest (after adjustment of bank charge, if any) thereon, if remains, shall be transferred to a separate bank account of the company as maintained for this purpose, within 1 (one) year from the date of approval or record date, as the case may be.

(3) The company credit stock dividend directly to the BO account or issue the bonus share certificate of the entitled shareholder, as applicable, within 30 (thirty) days of declaration or approval or record date, as the case may be, subject to clearance of the exchange(s) and the Central Depository Bangladesh Limited (CDBL);

(4) The company follow the provisions of প্রবিধান ৪৬ of the ডিপজিটরি (ব্যবহারিক) প্রবিধানমালা, ২০০৩ for issuance of bonus shares:

Provided that the company maintains a Suspense BO Account for undistributed or unclaimed stock dividend or bonus shares and shall also follow the under mentioned procedures for ensuring the rightful ownership:

(i) The company send at least 3 (three) reminders to the entitled shareholder;

(ii) The Suspense BO Account held under Block Module and such undistributed or unclaimed stock dividend or bonus shares shall not be transferred in any manner except for the purpose of allotting the bonus shares as and when the allottee approaches to the company:

Provided that any corporate benefit in terms of shares accrued on such undistributed or unclaimed stock dividend or bonus shares credited to the Suspense BO Account.

(iii) The company, upon receiving application from the allottee and after proper verification of identity and his entitlement, credit the bonus shares lying with the Suspense BO Account to the BO account of the allottee, or issue bonus shares to the allottee, as applicable, within 15 (fifteen) days of receiving application with an intimation to the Commission and the exchange(s);

(iv) Any voting rights on such undistributed or unclaimed stock dividend or bonus shares remain suspended till the rightful ownership claim of the shareholder is established.

(5) The company submit a compliance report to the Commission and the exchange(s) in a specified format, within 7 (seven) working days of completion of dividend distribution:

Provided that the company publish the compliance report in its website.

(6) The company not forfeits any unclaimed cash dividend or stock dividend till the claim becomes barred by the law of land in force.

CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNENCE CODE

Annexure VII

MNA ASSOCIATES

Chartered Secretaries

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

Report to the Shareholders of National Housing Finance PLC. on Compliance to the Corporate Governance Code 2018;

We have examined the compliance status to the Corporate Governance Code by **National Housing Finance PLC**. for the year ended on 31st December 2025. This Code relates to the Notification No. BSEC/CMRRCD/2006 -158/207/ Admin/80, dated 03 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 conditions 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 except those mentioned in the statement of compliance status;

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.

MNA Associates
Chartered Secretaries

M Nurul Alam FCS
Chief Executive Officer
Enrollment No. 015

MNA ASSOCIATES

Place: Dhaka
Dated: August 13, 2026

MNA Associates
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Annexure VIII
Annexure-C
[As per condition No. 1 (5) (xxvii)]

STATUS OF COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

of the Company **National Housing Finance PLC** for the year ended 31 December 2025.

Status of compliance with the conditions imposed by the Commission's Notification No. SEC/CMRRCD/2006-158/207/ Admin/80 dated 3 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:
(Report under Condition No. 9)

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1	**BOARD OF DIRECTORS**			
1(1)	Size of the Board of Directors: [Number of Board Members to be 5–20]	√		The Board comprises 7 (seven) members, including 2 (two) Independent Directors, of whom 1 (one) Independent Director's has join in the Board on 29.07.2026 after getting NoC from Bangladesh Bank and BSEC
1(2)	**Independent Directors:**			
1(2)(a)	Number of Independent Director [No. of IDs to be at least 2(two) and (1/5) of total number]		√	01 (One) Independent Director Resigned from the board on 25.08.2025. 01 (one) Independent Director join in the Board on 29.07.2026 after getting NoC from Bangladesh Bank & BSEC
1(2)(b)(i)	ID(s) to hold no share or less than 1% shares	√		
1(2)(b)(ii)	ID(s) not to be a sponsor or connected with any sponsor or director or shareholder holding 1% or more shares on the basis of family relationship	√		
1(2)(b)(iii)	ID(s) not to be an executive of the company in immediately preceding two financial years	√		
1(2)(b)(iv)	ID(s) not to have any pecuniary or otherwise relationship with the company or its subsidiary /associated companies	√		
1(2)(b)(v)	ID(s) not to be member/ TREC holder/ director/ officer (excepting ID) of any stock exchange	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(2)(b)(vi)	ID(s) not to be shareholder/ director/ officer of any member or TREC holder of stock exchange or intermediary of capital market	√		
1(2)(b)(vii)	ID(s) not to be partner/ executive at present or during preceding 3 years of the company's statutory audit firm or firm engaged in internal audit or special audit or professional certifying compliance of the Code	√		
1(2)(b)(viii)	ID(s) not to be ID in more than five listed companies	√		
1(2)(b)(ix)	ID(s) not been reported as a defaulter in the latest CIB of Bangladesh Bank	√		
1(2)(b)(x)	ID(s) not having been convicted for a criminal offence involving moral turpitude	√		
1(2)(c)	Appointment(s) of ID(s) made by the Board subject to prior consent of the Commission, after due recommendation of NRC and approved in the AGM	√		
1(2)(d)	Post of ID not to remain vacant for more than 90 days		√	The position of 1 (one) ID has become vacant due to his resignation from the position of ID on 25.08.2025. As such The Board in their 269th meeting held on 01 March 2026 appointed **Mr. Mohammad Shahidul Haque** as ID and join in the Board on 29.07.2026 after getting NoC from BB and BSEC.
1(2)(e)	Tenure of an ID to be 3 years (may be extended for 1 tenure only and may be reappointed after a gap of 1 tenure after completion of 2 tenures)	√		
1(3)	**Qualification of Independent Director:**			
1(3)(a)	An ID to be a knowledgeable individual with integrity, being able to ensure compliance with financial laws, regulatory requirements and corporate laws and having ability make meaningful contribution to the business	√		
1(3)(b)(i)	Business Leader (is or was a promoter/director of unlisted co. having minimum paid-up capital of Tk.100.00 million or any listed company or a member of chamber/association)			NA
1(3)(b)(ii)	An ID to be a Corporate Leader (being present or former MD/ CEO/ AMD/ DMD/ COO/ CFO/ CS/ HIAC/ HAHR/ Equivalent of a company listed or having paid-up capital of 100 million)			NA

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(3)(b)(iii)	An ID to be a former official of government or statutory or autonomous or regulatory body in not below 5th Grade having Degree in Economics/ Commerce/ Law: Provided that in case of appointment of existing official clearance from competent authority required	√		
1(3)(b)(iv)	An ID to be a University Teacher having educational background in Economics/ Commerce/ Business/ Law			NA
1(3)(b)(v)	An ID to be a Professional (Advocate of Bangladesh Supreme Court/ CA/ C&MA/ CFA/ CCA/ CPA/ CMA/ CS or Equivalent)			NA
1(3)(c)	An ID to have at least 10 (ten) years of experiences	√		
1(3)(d)	Relaxing Qualifications/Experiences subject to prior approval of the Commission in special cases	√		
1(4)	**Duality of Chairperson and MD or CEO:**			
1(4)(a)	Positions of Chairperson and MD and/or CEO to be filled by different individuals	√		
1(4)(b)	MD and/or CEO of a listed company not to hold the same position in another listed company	√		
1(4)(c)	Chairperson to be elected from among the Non-Executive Directors	√		Non Executive Director **Dr. Khondaker Showkat Hossain** is the Chairman of the Board
1(4)(d)	Board to clearly define respective roles and responsibilities of Chairperson and MD and/or CEO	√		
1(4)(e)	In absence of Chairperson in a Board Meeting, to elect an Non-Executive Director as Chairperson for that meeting; and reason of such absence to be duly recorded in the minutes			NA
1(5)	**Directors' Report (DR) to Shareholders:**			
1(5)(i)	DR to include Statement on Industry Outlook and possible future developments	√		
1(5)(ii)	DR to include Statement on Segment-wise or Product-wise Performance			NA
1(5)(iii)	DR to include Statement on risks and concerns	√		
1(5)(iv)	DR to include Statement on COGS, Gross Profit and Net Profit Margins	√		
1(5)(v)	DR to include Statement on Continuity of Extra-Ordinary Activities and their implications (gain or loss)			NA
1(5)(vi)	DR to include Statement on nature of related party and amount, nature and basis of related party transactions	√		
1(5)(vii)	DR to include Statement on utilization of proceeds raised through public issues, rights issues and/or any other instruments			NA
1(5)(viii)	DR to include Explanation, if financial results deteriorate after going for IPO, RPO, Right Offer, Direct Listing, etc			NA
1(5)(ix)	DR to include Explanation about significant variance between Quarterly and Annual Financial Statements	√		
1(5)(x)	DR to include Statement on Remuneration to Directors including IDs	√		
1(5)(xi)	DR to include Disclosure on Preparation of and Fair Presentation in the Financial Statements	√		
1(5)(xii)	DR to include Disclosure on Maintaining proper books of account	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(5)(xiii)	DR to include Disclosure on Consistent Application of appropriate accounting policies, and accounting estimates being reasonable and prudent	√		
1(5)(xiv)	DR to include Disclosure on Following Applicable IAS/IFRS, and adequate disclosure for any departure there-from, if any	√		
1(5)(xv)	DR to include Disclosure on Soundness in Design and effective implementation and monitoring of Internal Control System	√		
1(5)(xvi)	DR to include Disclosure on Protection of Minority Shareholders from abusive actions by, or in the interest of, controlling shareholders, and having effective means of redress	√		
1(5)(xvii)	DR to include Statement on ability of the Company to continue as a going concern or disclosure of inability to be going concern along with facts and reasons thereof	√		
1(5)(xviii)	DR to include Statement on significant deviations from last year's operating results highlighting reasons thereof	√		
1(5)(xix)	DR to include summary of key operating and financial data of last 5 years	√		
1(5)(xx)	DR to include Statement on reasons for non- declaration of Dividend (cash or stock) for the year			NA
1(5)(xxi)	DR to include Statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend	√		
1(5)(xxii)	DR to include Statement on Number of Board Meetings held and attendance of each director	√		
1(5)(xxiii)	**DR to include Report on Pattern of Shareholding:**			
1(5)(xxiii)(a)	DR to include disclosure of aggregate number of shares held by Parent/ Subsidiary/ Associated Com. and other related parties (name-wise details)	√		
1(5)(xxiii)(b)	DR to include disclosure of aggregate number of shares held by Directors, CEO, CS, CFO, HIAC and their spouses & children (name-wise details)	√		
1(5)(xxiii)(c)	DR to include disclosure of aggregate number of shares held by Top 5 Salaried Employees other than Directors, CEO, CS, CFO and HIAC	√		
1(5)(xxiii)(d)	DR to include disclosure of aggregate number of shares held by Shareholders holding 10% or more voting interest (name-wise details)	√		
1(5)(xxiv)	**In case of appointment/ re-appointment of a director, disclosure to be made to the shareholders:**			
1(5)(xxiv)(a)	DR to include a brief resume of the director, in case of his/her appointment/ re-appointment	√		
1(5)(xxiv)(b)	DR to include a disclosure regarding nature of expertise in specific functional areas of the director, in case of his/her appointment/ re-appointment	√		
1(5)(xxiv)(c)	DR to include a disclosure regarding names of companies in which the director holds directorship and membership of committees of the board, in case of his/her appointment/ re-appointment	√		
1(5)(xxv)	**DR to include Management's Discussion and Analysis (MDA) signed by CEO or MD:**			
1(5)(xxv)(a)	DR to include MDA having brief discussion focusing on accounting policies & estimation for preparation of FSs	√		
1(5)(xxv)(b)	DR to include MDA having brief discussion focusing on changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes	√		
1(5)(xxv)(c)	DR to include MDA having brief discussion focusing on comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current year with immediate preceding five years explaining reasons thereof	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(5)(xxv)(d)	DR to include MDA having brief discussion focusing on comparison of financial performance or results and financial position as well as cash flows with the peer industry scenario	√		
1(5)(xxv)(e)	DR to include MDA having brief discussion focusing on brief explanation of the financial and economic scenario of the country and the globe	√		
1(5)(xxv)(f)	DR to include MDA having brief discussion focusing on risks and concerns issues related to FSs, explaining such risk and concerns mitigation plan of the company	√		
1(5)(xxv)(g)	DR to include MDA having brief discussion focusing on future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e. actual position	√		
1(5)(xxvi)	DR to include declaration or certification by the CEO and the CFO to the Board under condition No. 3(3)	√		
1(5)(xxvii)	DR to include the report as well as certificate regarding compliance of conditions as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C;	√		
1(5)(xxviii)	DR does not include the business strategy or technical specification related to products or services, which have business confidentiality.	√		
1(6)	**Meetings of the Board of Directors:** To conduct Board Meetings, to record minutes and to keep required books and records in line with BSS	√		
1(7)	**Code of Conduct for Chairperson, other Board Members and CEO:**			
1(7)(a)	Code of Conduct (COC) for Chairperson, other board members and CEO to be laid down by the Board based on recommendation of NRC	√		The Board has laid down a code of conduct
1(7)(b)	COC, as recommended by NRC, 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, to be posted on company's website	√		The code of conduct as laid down by the Board has been posted on the website
2	**GOVERNANCE OF BOARD OF DIRECTORS OF SUBSIDIARY COMPANY**			
2(a)	Provisions relating to the composition of the Board of the holding company to be made applicable to the composition of the Board of the subsidiary company			NA
2(b)	At least one ID to be common on the boards of both holding and subsidiary companies			NA
2(c)	Minutes of Board Meeting of subsidiary co. to be placed for review at the following Board Meeting of holding co.			NA
2(d)	Minutes of respective Board Meeting of holding co. to state that affairs of subsidiary co. have been reviewed			NA
2(e)	Audit Committee of holding company to review FSs, particularly the investments of subsidiary company			NA
3	**MD / CEO, CFO, HIAC and CS**			
3(1)	**Appointment:**			
3(1)(a)	Board to appoint MD/CEO, CS, CFO and HIAC	√		
3(1)(b)	Positions of MD/CEO, CS, CFO and HIAC to be filled by different individuals	√		
3(1)(c)	MD or CEO, CS, CFO and HIAC not hold any executive position in any other company at the same time.	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
3(1)(d)	Board to clearly define respective roles, responsibilities and duties of CFO, HIAC and CS	√		
3(1)(e)	MD/CEO, CS, CFO and HIAC not to be removed from their position without approval of the Board as well as immediate dissemination to BSEC and stock exchanges			NA
3(2)	**Requirement to attend Board Meetings:** MD/CEO, CS, CFO and HIAC to attend the meetings of the Board except such part of a meeting involving consideration of agenda item of their personal matters	√		
3(3)	**Duties of MD/CEO and CFO:**			
3(3)(a)(i)	MD/CEO and CFO to certify, to the best of their knowledge and belief, that they have reviewed the FSs which omit no material fact or contain no materially untrue or misleading statement	√		
3(3)(a)(ii)	MD/CEO and CFO to certify, to the best of their knowledge and belief, that they have reviewed the FSs which together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws	√		
3(3)(b)	MD/CEO and CFO to certify that no transaction is fraudulent, illegal or in violation of company's code of conduct for the company's Board or its members	√		
3(3)(c)	Certification of MD/CEO and CFO to be disclosed in the Annual Report	√		
4	**BOARD'S COMMITTEE** For ensuring good governance in the company, at least			
4(i)	Board to have Audit Committee as its sub-committee	√		
4(ii)	Board to have Nomination and Remuneration Committee (NRC) as its sub-committee			As per Bangladesh Bank DFIM circular letter No. 18 dated: 21.08.2024 Audit Committee act as NRC
5	**AUDIT COMMITTEE**			
5(1)	**Responsibility to the Board of Directors:**			
5(1)(a)	Company to have Audit Committee as a sub-committee of the Board	√		
5(1)(b)	Audit Committee to assist the Board in ensuring the financial statements to reflect true and fair view of company's affairs and a good monitoring system	√		
5(1)(c)	Audit Committee to be responsible to the Board; duties of Audit Committee to be clearly set forth in writing	√		
5(2)	**Constitution of the Audit Committee:**			
5(2)(a)	Audit Committee to be composed of at least 3 members	√		Audit committee comprised with the Three members including One Independent Directors
5(2)(b)	Members of Audit Committee to be non-executive directors excepting Chairperson, to be appointed by the Board, to include at least one ID	√		
5(2)(c)	All Members of Audit Committee to be "financially literate"; at least one to have accounting or related financial management expertise with at least 10 years of corporate management or professional experiences	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(2)(d)	Vacancy in Audit Committee making the number lower than 3 to be filled up immediately or not later than 60 (sixty) days	√		
5(2)(e)	CS to act as the secretary of Audit Committee	√		
5(2)(f)	No quorum in Audit Committee meeting to constitute without at least one ID	√		
5(3)	**Chairperson of the Audit Committee:**			
5(3)(a)	Chairperson of Audit Committee to be an ID, to be selected by the Board	√		
5(3)(b)	In the absence of Chairperson of Audit Committee, one member to be elected as Chairperson for that meeting if there is a quorum and the reason of absence of the regular Chairperson to be duly recorded in the minutes			NA
5(3)(c)	Chairperson of Audit Committee, or in absence of Chairperson any member to be selected, to remain present in AGM, and reason for absence of regular Chairperson to be recorded in the minutes of AGM	√		
5(4)	**Meeting of the Audit Committee:**			
5(4)(a)	Audit Committee to conduct at least four meetings in a financial year; and to have authority to convene emergency meeting at the request of any member of the Committee	√		
5(4)(b)	Quorum of Audit Committee Meeting to be constituted in presence of two members or two thirds of members, whichever is higher, presence of an ID is a must	√		
5(5)	**Role of Audit Committee (AC):**			
5(5)(a)	AC to oversee the financial reporting process	√		
5(5)(b)	AC to monitor choice of accounting policies and principles	√		
5(5)(c)	AC to monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and to review the Internal Audit and Compliance Report	√		
5(5)(d)	AC to oversee hiring and performance of external or statutory auditors	√		
5(5)(e)	AC to hold meeting with the auditors or statutory for review of annual FSs before submission to the Board	√		
5(5)(f)	AC to review along with the management, annual FSs before submission to the Board	√		
5(5)(g)	AC to review along with the management, quarterly and half yearly FSs before submission to the Board	√		
5(5)(h)	AC to review the adequacy of internal audit function	√		
5(5)(i)	AC to review MDA before disclosing in Annual Report	√		
5(5)(j)	AC to review statement of all related party transactions	√		
5(5)(k)	AC to review Management Letters or Letter of Internal Control Weakness issued by statutory auditors	√		
5(5)(l)	AC to oversee the determination of audit fees and to evaluate the performance of external auditors	√		
5(5)(m)	AC to oversee whether the proceeds raised through IPO or RPO or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by BSEC Management to disclose to the AC, on quarterly basis, about uses of the proceeds by major category Company to prepare, on annual basis, a statement of proceeds utilized for the purposes other than those stated in offer document or prospectus for publication in Annual Report along with comments of the AC			NA
5(6)	**Reporting of the Audit Committee:**			
5(6)(a)	**Reporting to the Board of Directors:**			

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(6)(a)(i)	Audit Committee to report on its activities to the Board	√		
5(6)(a)(ii)(a)	Audit Committee to report on conflicts of interests, if any, to the Board immediately			NA
5(6)(a)(ii)(b)	Audit Committee to report on suspected/presumed fraud or irregularity or material defect in internal control process or in FSs, if any, to the Board immediately			NA
5(6)(a)(ii)(c)	Audit Committee to report on suspected infringement of laws, regulatory compliances including securities related laws, rules, regulations, if any, to the Board immediately			NA
5(6)(a)(ii)(d)	Audit Committee to report on any other matter which it deems necessary to disclose to the Board immediately			NA
5(6)(b)	**Reporting to the Authorities:** Audit Committee to report its findings to BSEC, if it finds that the rectification proposed to the Board has been unreasonably ignored, upon reporting of such matters to the Board for three times or completion six months from the date of first reporting, whichever is earlier			NA
5(7)	**Reporting to Shareholders and General Investors:** Report on activities of Audit Committee during the year to be signed by its Chairperson of Audit Committee and to be disclosed in the Annual Report	√		
6	**NOMINATION AND REMUNERATION COMMITTEE (NRC)**			
6(1)	**Responsibility to the Board of Directors**			
6(1)(a)	Company to have NRC as sub-committee of the Board			As stated in condition 4(ii) of the above
6(1)(b)	NRC to assist the Board in formulation of nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executives and policy for formal process of considering their remuneration	√		
6(1)(c)	ToR of NRC to be clearly set forth in writing covering the areas stated at the condition no. 6(5)(b)	√		
6(2)	**Constitution of the NRC:**			
6(2)(a)	NRC to comprise at least 3 members including an ID	√		
6(2)(b)	At least 02 (two) members of the Committee shall be non-executive directors;	√		
6(2)(c)	NRC Members to be nominated/appointed by the Board	√		
6(2)(d)	Board to have authority to remove and appoint any member of NRC	√		
6(2)(e)	Board to fill a vacancy in the NRC within 180 days of any vacancy occurring	√		
6(2)(f)	Chairperson of NRC to have discretion to appoint or co-opt any external expert and/or member(s) of staff as advisor / non-voting member, if advice or suggestion from such person is felt required or valuable for NRC	√		
6(2)(g)	The Company Secretary to act as secretary of NRC	√		
6(2)(h)	Quorum of NRC meeting not to constitute without an ID	√		
6(2)(i)	No member of NRC to receive any remuneration, directly or indirectly, for any advisory or consultancy or otherwise, other than Director's Fees or Honorarium	√		
6(3)	**Chairperson of the NRC**			
6(3)(a)	Chairperson of NRC to be an ID, selected by the Board	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6(3)(b)	In the absence of Chairperson of NRC, one of the members to be elected as Chairperson for that meeting if there is a quorum and the reason of absence of the regular Chairperson to be duly recorded in the minutes			N/A
6(3)(c)	Chairperson of NRC, or in absence of Chairperson any member to be selected, to remain present in AGM to answer the queries of the shareholders, and reason for such absence to be recorded in the minutes of AGM	√		
6(4)	**Meeting of the NRC**			
6(4)(a)	NRC to conduct at least one meeting in a financial year			N/A
6(4)(b)	Chairperson of NRC to have discretion to convene any emergency meeting upon request by any member			N/A
6(4)(c)	Quorum of NRC meeting to be constituted in presence of two members or two thirds of members, whichever is higher, where presence of an ID is a must			N/A
6(4)(d)	Proceedings of each meeting of NRC to be duly recorded in the minutes and such minutes to be confirmed in the next meeting of NRC			N/A
6(5)	**Role of the NRC**			
6(5)(a)	NRC to be independent and responsible or accountable to the Board and to the shareholders	√		
6(5)(b)	NRC to oversee, among others, the specified matters and to make report with recommendation to the Board:	√		
6(5)(b)(i)	NRC to oversee formulating criteria for determining qualifications, positive attributes and independence of a director and to recommend a policy to the Board, relating to remuneration of directors and top level executives	√		
6(5)(b)(i)(a)	While formulating Nomination & Remuneration Criteria or Policy and making report with recommendation to the Board, NRC to consider the level and composition of remuneration to be reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully	√		
6(5)(b)(i)(b)	While formulating Nomination & Remuneration Criteria or Policy and making report with recommendation to the Board, NRC to consider the relationship of remuneration to performance to be clear and to meet appropriate performance benchmarks	√		
6(5)(b)(i)(c)	While formulating Nomination & Remuneration Criteria or Policy and making a report with recommendation to the Board, NRC to consider the remuneration to directors and top level executives to involve 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)	NRC to oversee devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality, and to make report with recommendation to the Board	√		
6(5)(b)(iii)	NRC to oversee identifying persons who are qualified to become directors and who may be appointed in top level executive positions in accordance with the criteria laid down, and to recommend their appointment and removal to the Board	√		
6(5)(b)(iv)	NRC to oversee formulating the criteria for evaluation of performance of independent directors and the Board, and to make report with recommendation to the Board	√		
6(5)(b)(v)	NRC to oversee identifying the company's needs for employees at different levels and determining their selection, transfer, replacement and promotion criteria, and to make report with recommendation to the Board	√		
6(5)(b)(vi)	NRC to oversee developing, recommending and reviewing annually the company's human resources and training policies, and to make report with recommendation to the Board	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6(5)(c)	Company to disclose nomination and remuneration policy, evaluation criteria and the activities of NRC during the year at a glance in the annual report	√		
7	**EXTERNAL OR STATUTORY AUDITORS**			
7(1)	External or Statutory Auditors ["Auditors"] not to be engaged to perform certain services of the company:	√		
7(1)(i)	Auditors not to be engaged to perform appraisal or valuation services or fairness opinions	√		
7(1)(ii)	Auditors not to be engaged to perform designing and implementation of Financial Information Systems	√		
7(1)(iii)	Auditors not to be engaged to perform Book Keeping or other services related to the accounting records or FSs	√		
7(1)(iv)	Auditors not to be engaged in Broker-Dealer services	√		
7(1)(v)	Auditors not to be engaged in Actuarial services	√		
7(1)(vi)	Auditors not to be engaged to perform Internal Audit services or special audit services	√		
7(1)(vii)	Auditors not to be engaged to perform any service that the Audit Committee determines	√		
7(1)(viii)	Auditors not to be engaged to perform Audit or Certification Services on Compliance of Corporate Governance as required under condition no. 9(1)	√		
7(1)(ix)	Auditors not to be engaged to perform any other service that creates conflict of interest	√		
7(2)	No partner or employee of the external audit firms or his/her family members to possess any share during the tenure of assignment	√		
7(3)	Representative of external or statutory auditors to remain present in the Shareholders' Meetings (AGM or EGM) to answer the queries of the shareholders	√		
8	**MAINTAINING A WEBSITE BY THE COMPANY**			
8(1)	The company to have an official website linked with the website of the stock exchange	√		https://www.nationalhousingbd.com/
8(2)	The company to keep the website functional from the date of listing	√		
8(3)	The company to make available detailed disclosures on the website as required under the listing regulations	√		
9	**REPORTING AND COMPLIANCE OF CORPORATE GOVERNANCE**			
9(1)	Company to obtain a certificate from Practicing CA, CMA or CS regarding Compliance of Conditions of the Code and to disclose such certificate in Annual Report	√		
9(2)	The professional providing certificate on compliance of the Code to be appointed by the shareholders in AGM	√		
9(3)	Directors to state in DR, in accordance with Annexure-C of the Code, whether all conditions of the Code have been complied with or not	√		

REPORT ON CORPORATE GOVERNANCE

Corporate Governance refers to the framework of processes, policies, and practices through which a company is directed, managed, and controlled in accordance with applicable laws, regulations, and ethical standards. It defines the manner in which decisions are made and implemented by the Board of Directors and Management to ensure the protection of the interests of shareholders and other stakeholders. The principles of corporate governance establish a system of transparency, accountability, responsibility, and integrity among the Board, Senior Management, and shareholders, enabling the company to fulfill its obligations while safeguarding the interests of all stakeholders.

To ensure sound and effective corporate governance, the Board of NHFPLC establishes the company's strategic policies and objectives within a structured governance framework. This framework clearly outlines the roles, responsibilities, and authorities of the Board, Management, and employees while ensuring full compliance with all applicable laws, rules, and regulatory requirements.

The Bangladesh Securities and Exchange Commission (BSEC) has issued the Corporate Governance Code, which sets out various mandatory requirements applicable to all issuers of securities listed on the stock exchanges of Bangladesh. NHFPLC remains committed to maintaining compliance with all relevant provisions of the said Code.

This report provides a summary of the corporate governance practices and compliance status prevailing at NHFPLC.

BOARD OF DIRECTORS, CHAIRMAN AND MANAGING DIRECTOR

During 2025, the Board of Directors of National Housing Finance PLC (NHFPLC) comprised five (5) Nominee Directors and one (1) Independent Director, all serving as Non-Executive Directors. The Managing Director continued to serve as an Ex-officio Member of the Board.

The position of one (1) Independent Director became vacant on 26 August 2025. Subsequently, in its 269th meeting held on 01 March 2026, the Board approved the appointment of Mr. Mohammad Shahidul Haque as an Independent Director for a term of three (3) years, subject to obtaining necessary approvals from Bangladesh Bank and the Bangladesh Securities and Exchange Commission (BSEC), and confirmation by the shareholders at the upcoming Annual General Meeting (AGM). Following receipt of the necessary No Objection Certificate (NoC), Mr. Mohammad Shahidul Haque joined the Board as an Independent Director on 29 July 2026.

In accordance with the provisions of the Finance Company Act, 2023, the tenure of Mr. Mahbubur Rahman, Director & Chairman, and Mr. Md. Kabir Reza FCMA, Director & Chairman of the Executive Committee, expired on 02 June 2025. Thereafter, the Board elected Dr. Khondaker Showkat Hossain as the Chairman of the Board.

Following this, Eastland Insurance Company PLC, through its letter dated 24 June 2025, nominated Mr. Muhammad A. (Rumee) Ali as its representative Director on the Board of NHFPLC, replacing Mr. Mahbubur Rahman. Similarly, Square Pharmaceuticals PLC, through its letter dated 25 June 2025, nominated Mr. Md. Mohsin Hassan FCMA as its representative Director, replacing Mr. Md. Kabir Reza FCMA. The nominations were subsequently approved by Bangladesh Bank.

The Board of Directors conducts regular meetings to ensure effective governance and the smooth functioning of the Company. The Board has also established a Code of Conduct for all Directors to uphold professional ethics, transparency, accountability, and sound corporate governance practices.

Present Board of Directors

Name & Description of Director	Position in NHFPLC
Dr. Khondaker Showkat Hossain [Representing Borak Travels (Pvt.) Limited]	Chairman
Mr. Muhammad A (Rumee) Ali [Representing Eastland Insurance PLC]	Director and Chairman, Executive Committee & Risk Management Committee
Ms. Mahmuda Begum	Independent Director & Chairperson, Audit Committee
Mr. Mohammad Khaled Mamun FCII (UK) [Representing Reliance Insurance PLC]	Director
Mr. A.K.M. Moinuddin, FCA [Representing Bangladesh Lamps PLC]	Director
Mr. Md. Mohsin Hassan, FCMA [Representing Square Pharmaceuticals PLC]	Director
Mr. Mohammad Shahidul Haque	Independent Director
Mr. Mohammad Shamsul Islam	Managing Director & Ex-officio Member

Disclosure regarding Knowledge and Independence of Non-Executive Directors

All Directors of the Company, including the Chairman, except the Managing Director, are Non-Executive Directors. They maintain independence from the day-to-day operations and activities of the Company, enabling them to provide objective oversight, strategic guidance, and effective governance.

The Directors possess extensive knowledge and experience in their respective fields. A significant number of Directors have professional expertise in areas including Corporate Laws, Business Management, Finance, and Accounting, which contributes to informed decision-making and strengthens the overall governance framework of the Company.

Meetings of Directors

The Directors regularly participate in Board and Committee meetings to ensure effective oversight, governance, and informed decision-making. In accordance with applicable laws and regulatory requirements, the Board of Directors is required to hold at least four (4) meetings in a year.

During 2025, the Directors held seven (7) Board Meetings, five (5) Executive Committee Meetings, and four (4) Audit Committee Meetings to review the Company's operations, financial performance, compliance matters, and other strategic issues.

NHFPLC's Policy on Appointment of Directors

The policy of National Housing Finance PLC (NHFPLC) regarding the appointment of Directors is designed to ensure an effective, competent, and well-balanced Board that supports sound corporate governance and the strategic objectives of the Company. The key aspects of the policy are as follows:

- Regular review of the size, composition, and overall effectiveness of the Board, including the required expertise, skills, experience, and diversity of perspectives necessary for the efficient discharge of its responsibilities;
- Appointment of new Directors based on the competencies, qualifications, experience, and expertise required by the Board;
- Appointment of Directors by the shareholders at the Annual General Meeting (AGM), as applicable;
- Filling of any casual vacancies and determining the terms of appointment by the Board in accordance with the provisions of the Finance Company Act, 2023, the Companies Act, 1994, DFIM Circular Nos. 01 and 02 dated 29 February 2024 and 13 March 2024, respectively, and the Articles of Association of the Company; and
- Appointment of the Managing Director by the Board, subject to obtaining the approval of Bangladesh Bank.

Through this policy, NHFPLC aims to maintain a capable and independent Board structure that promotes transparency, accountability, and effective governance.

Separation of the Positions of Chairman and Managing Director

The positions of the Chairman of the Board and the Managing Director of the Company are held by separate individuals, with their respective roles and responsibilities clearly defined. The Chairman provides leadership to the Board of Directors, while the Managing Director serves as the Chief Executive Officer (CEO) of the Company and is responsible for managing the Company's operations under the supervision and guidance of the Board.

Role and Responsibilities of the Chairman

The roles and responsibilities of the Chairman are clearly defined and approved by the Board of Directors. The Chairman provides effective leadership to the Board, presides over all meetings of the Board and shareholders, and ensures that the Board performs its duties and responsibilities effectively.

The Chairman acts as the principal link between the Board and Management, maintaining close coordination with the Managing Director and the Company Secretary. The Chairman is responsible for facilitating effective Board deliberations, promoting good governance practices, and ensuring that the Board operates efficiently in fulfilling its oversight responsibilities.

Compliance with Laws and Code of Conduct

The Board of Directors of NHFPLC remains committed to complying with all applicable laws, rules, regulations, and regulatory guidelines, as well as adhering to the approved Code of Conduct for Board Members. The Board is promptly informed of any new regulatory requirements, amendments, or changes to existing laws and regulations.

Both newly appointed and existing Directors are provided with the Code of Conduct for Board Members to ensure awareness of their responsibilities and ethical obligations. The Board is also regularly updated on developments in the business environment, risk factors, and industry outlook to enable Directors to effectively perform their duties and responsibilities.

Appraisal of Performance of the Board and Directors

The evaluation of the performance of the Board and individual Directors is an important and regular function of the Board. The Board conducts a formal assessment of its own performance and the performance of its Directors at least once every year to enhance effectiveness, accountability, and governance standards.

Annual Evaluation of the Managing Director by the Board

The Board of Directors conducts an annual performance evaluation of the Managing Director based on predetermined objectives aligned with the Company's vision and mission. At the beginning of each year, the Board reviews and approves the annual financial budget and key performance objectives of the Managing Director.

The performance assessment considers both financial and non-financial objectives, including operational performance, strategic initiatives, risk management, and overall contribution towards achieving the Company's goals.

Remuneration of Directors, Chairman, Managing Director, and Senior Executives

The Directors of NHFPLC are entitled to receive only an honorarium for attending Board and Committee meetings. During 2025, each Director received an honorarium of Tk. 10,000 for attending each meeting.

Details of remuneration and related benefits provided to the Directors, Managing Director, and Senior Executives are disclosed in the relevant notes to the Financial Statements.

SETTING OF VISION, MISSION, STRATEGY ETC.

Vision and Mission are approved by Directors

The Board of Directors has approved the Vision and Mission Statements of NHFPLC and ensures that these are effectively communicated and embedded throughout the organization. The Board promotes a strong commitment among all employees towards achieving the Company's vision and mission while ensuring alignment of organizational activities with these guiding principles.

The Vision and Mission Statements are published on the Company's website and are also disclosed in the Annual Report.

Business Objectives and Areas of Business Focus

The Board of Directors establishes the Company's business objectives and determines the areas of business focus considering the Company's strategic priorities, market conditions, regulatory environment, and emerging business opportunities.

The current business objectives and key areas of focus are communicated through the Company's website and are disclosed in the Annual Report.

Strategies to achieve the Business Objectives

At the beginning of each year, the Board formulates and approves a Strategic Plan aligned with the Company's business objectives and operational priorities. The Board provides strategic direction and guidance to the Management regarding the effective execution of business plans and achievement of organizational goals.

The strategies adopted for achieving the Company's business objectives are published on the Company's website and disclosed in the Annual Report.

BOARD COMMITTEES

In accordance with the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission (BSEC), every listed company is required to establish an Audit Committee and a Nomination and Remuneration Committee (NRC) as sub-committees of the Board of Directors.

However, pursuant to the Bangladesh Bank's previous circular letter Ref. No. 7 dated 25 September 2007, Non-Bank Financial Institutions (NBFIs) were permitted to form only an Audit Committee and an Executive Committee as sub-committees of the Board. Subsequently, recognizing the importance of the functions of the Nomination and Remuneration Committee, Bangladesh Bank issued a circular dated 21 May 2024 advising the Audit Committee of the Board to perform the responsibilities of the NRC as an additional responsibility.

Furthermore, Bangladesh Bank, through its Circular No. 01 dated 29 February 2024, advised Finance Companies to establish a Risk Management Committee (RMC) as a sub-committee of the Board, with clearly defined duties and responsibilities documented in writing.

Accordingly, the Board of Directors of NHFPLC has constituted the following committees to strengthen corporate governance and ensure effective oversight:
- Audit Committee;
- Executive Committee; and
- Risk Management Committee.

In addition to its primary responsibilities, the Audit Committee also performs the functions and responsibilities assigned to the Nomination and Remuneration Committee (NRC), in line with the directives of Bangladesh Bank.

AUDIT COMMITTEE

Composition of the Audit Committee

As per the Corporate Governance Code of BSEC and in accordance with the Bangladesh Bank Guidelines, the current Audit Committee of NHFPLC consists of 3 members including 1 independent director.

Audit Committee Chairman is an Independent Non-Executive Director

In accordance with the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission (BSEC), the Chairman of the Audit Committee shall be an Independent Director. Accordingly, the Board of Directors of NHFPLC has appointed an Independent Non-Executive Director as the Chairman of the Audit Committee.

The current Chairperson of the Audit Committee is Ms. Mahmuda Begum, an experienced professional with extensive expertise in public administration, governance, and financial management, making her well-qualified to lead the Audit Committee.

Ms. Mahmuda Begum is a retired civil servant of the Government of Bangladesh with nearly four decades of distinguished experience in public administration, economic governance, development cooperation, and public financial management. She joined the Bangladesh Civil Service in 1986 and served in various capacities, including Assistant Commissioner and Magistrate in different districts of Bangladesh. Throughout her career, she gained extensive experience in field administration, General Certificate Officer functions, criminal justice administration, local government institutions, land administration, and government secretariat operations. Her last position was Additional Secretary at the Economic Relations Division (ERD), Ministry of Finance.

Ms. Mahmuda Begum holds a Master's degree in Rural Management Studies, with majors in Financial Management, Marketing, and Human Resource Management from the University of Sydney, Australia. She also obtained a Bachelor of Science and a Master of Science degree (First Class) in Zoology from the University of Dhaka.

Internal Audit Activity and Investigation

The Audit Committee of NHFPLC performs its responsibilities in accordance with the guidelines issued by Bangladesh Bank through DFIM Circular No. 01 dated 29 February 2024 and the Committee's approved Terms of Reference (ToR). The ToR clearly defines the roles, responsibilities, authority, and functions of the Audit Committee to ensure its effective and efficient operation.

The Audit Committee is authorized to review and investigate any matter within its scope of responsibility, including questioning relevant employees and engaging external experts or legal counsel, whenever deemed necessary.

Qualifications of Audit Committee Members

All members of the Audit Committee possess appropriate qualifications, professional expertise, and extensive experience in the banking and financial services sector. The Committee comprises members with diverse educational and professional backgrounds, which enhances the quality of deliberations and strengthens its effectiveness.

One of the members of the Audit Committee is a Fellow Chartered Accountant (FCA), bringing extensive knowledge and expertise in the areas of finance, accounting, auditing, and financial reporting.

Access of Head of Internal Audit to the Audit Committee

At NHFPLC, the responsibilities of the Head of Internal Audit are entrusted to the Head of Internal Audit and Compliance (HIAC). The HIAC has direct and unrestricted access to the Audit Committee and may present observations, findings, concerns, and recommendations before the Committee whenever required.

Ensuring Efficiency of the Internal Audit System

The Audit Committee conducts an annual assessment of the effectiveness and efficiency of the Company's Internal Audit Function. The Committee also evaluates whether the Internal Audit Department has adequate resources, capabilities, and support necessary to effectively discharge its responsibilities and ensure a sound internal control environment.

Ensuring Effective Coordination of External Audit Function

The Audit Committee recognizes the importance of maintaining open and effective communication between the Audit Committee and the external auditors to ensure efficient utilization of audit resources and to facilitate an objective assessment of the external audit process.

The Audit Committee reviews the audited Financial Statements in consultation with Management and the external auditors to ensure that the Financial Statements are prepared and presented fairly, in all material respects, in accordance with the applicable International Financial Reporting Standards (IFRS) and International Accounting Standards (IAS). The external auditors are invited to attend Audit Committee meetings whenever the Financial Statements are presented for review and recommendation.

During the course of the audit, the external auditors maintain regular communication with the Audit Committee regarding significant audit matters, including key accounting and auditing issues, areas involving a higher risk of material misstatement, and other matters requiring the attention of the Audit Committee.

Ensuring Independence of External Audit Function

The Audit Committee ensures that the external auditors maintain independence, objectivity, professional integrity, and compliance with applicable statutory and regulatory requirements. The Committee evaluates whether the external auditors have demonstrated the required level of independence and professional competence throughout the audit engagement.

The Audit Committee ensures that the external auditors are not engaged in any activities or assignments that may directly or indirectly impair their independence. Any additional services or engagements proposed to be undertaken by the external auditors are subject to prior review and approval by the Audit Committee before commencement.

The Audit Committee reviews and approves any non-audit services assigned to the external auditors and ensures that such services do not create any conflict of interest or compromise the independence and objectivity of the external audit function.

Reviewing the External Auditors' Findings

The Audit Committee conducts a comprehensive review of all findings and observations reported by the external auditors. The Committee ensures that Management is duly informed of the audit findings and that appropriate corrective measures are taken to resolve any identified issues and discrepancies.

Prior to the approval and signing of the Financial Statements, the Audit Committee reviews the status of implementation of audit recommendations and evaluates the actions taken by Management. The Committee ensures that satisfactory measures have been undertaken to address the matters raised by the external auditors.

Recommendation for Appointment/Re-appointment of External Auditor

The Audit Committee performs a detailed assessment of the audit services provided by the existing external auditors, including evaluation of their performance, independence, professional competence, and compliance with applicable regulatory requirements.

The Committee ensures that there are no threats to the independence of the external auditors or any conflicts of interest that may affect the quality and objectivity of the audit engagement. The Audit Committee also reviews applications and expressions of interest received from audit firms seeking appointment or reappointment as external auditors and submits recommendations to the Board accordingly.

In carrying out the process of appointment or reappointment of external auditors, the Audit Committee strictly follows the requirements and guidelines prescribed under Bangladesh Bank's DFIM Circular No. 04 dated 30 April 2015.

Review of Annual and Interim Financial Reports

In accordance with the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission (BSEC), the Audit Committee reviews the Company's interim and annual Financial Statements in consultation with Management before recommending them to the Board of Directors for approval.

The Audit Committee ensures that the Financial Statements are prepared in accordance with applicable accounting standards and present a true and fair view of the Company's financial position, performance, and operational results.

Reporting of the Audit Committee

The Audit Committee regularly reports its activities and significant observations to the Board of Directors. In accordance with the Corporate Governance Code of BSEC, the Audit Committee is responsible for immediately reporting to the Board any matters relating to conflicts of interest, suspected or presumed fraud, irregularities, material deficiencies identified through internal audit and compliance activities, suspected violations of laws or regulatory requirements, including securities-related laws, rules, and regulations, or any other matter considered necessary for the attention of the Board.

A report on the activities performed by the Audit Committee, including significant matters reported to the Board, is disclosed in the Annual Report to ensure transparency and accountability.

NOMINATION & REMUNERATION COMMITTEE

Audit Committee Acting as Nomination and Remuneration Committee (NRC)

In accordance with Bangladesh Bank Vide DFIM Circular Letter No. 18 dated 21 August 2024, the Audit Committee of Non-Bank Financial Institutions (NBFIs) is assigned to perform the functions and responsibilities of the Nomination and Remuneration Committee (NRC). Accordingly, the Audit Committee of NHFPLC performs the duties and responsibilities of the NRC as an additional responsibility.

The Audit Committee, while acting as the NRC, follows the approved Terms of Reference (ToR) of the Nomination and Remuneration Committee to ensure effective and efficient discharge of its assigned responsibilities. The ToR clearly defines the roles, responsibilities, authority, and scope of activities of the Audit Committee in its capacity as NRC. The Committee is also empowered to investigate matters within its scope, seek explanations from employees, and engage external experts or advisors, including legal counsel, whenever necessary.

The key responsibilities of the Audit Committee acting as NRC include the following:

- The Audit Committee, in its capacity as NRC, functions independently and remains accountable to the Board of Directors and shareholders of the Company.
- Formulating criteria for determining the qualifications, positive attributes, and independence requirements of Directors

and recommending appropriate policies to the Board regarding the remuneration of Directors and senior executives. The Committee ensures that remuneration structures are reasonable and adequate to attract, retain, and motivate competent individuals, maintain a clear linkage between remuneration and performance, and establish an appropriate balance between fixed and incentive-based compensation aligned with short-term and long-term objectives of the Company.

- Developing policies relating to Board diversity, considering factors such as age, gender, experience, ethnicity, educational background, and nationality.
- Identifying individuals qualified for appointment as Directors and top-level executives based on established criteria and recommending their appointment or removal to the Board.
- Establishing criteria for evaluating the performance of Independent Directors and the Board as a whole.
- Assessing the Company's requirements for employees at different levels and determining criteria for selection, transfer, replacement, and promotion.
- Developing, recommending, and reviewing the Company's Human Resources and training policies on an annual basis.
- Disclosing the Nomination and Remuneration Policy, evaluation criteria, and activities performed by the NRC during the year in the Annual Report.

The Committee holds meetings relating to remuneration policies and other NRC matters at regular intervals or whenever required. Any remuneration-related issues requiring the Committee's review and consideration are placed before the Committee as agenda items. Where necessary, separate meetings are convened to exclusively review and discuss remuneration-related matters

EXECUTIVE COMMITTEE

Following the completion of the tenure of Mr. Md. Kabir Reza, FCMA, Chairman of the Executive Committee (EC), and Mr. Mahbubur Rahman, Member of the EC, the Executive Committee of NHFPLC comprises four (4) Members, of whom three (3) are Non-Executive Nominee Directors and one (1) is an Independent Director.

The Executive Committee is authorized to review and approve loan and advance proposals within the limits prescribed by the Board. The EC also reviews proposals relating to loans and advances exceeding its delegated authority, along with other matters requiring consideration and approval by the Board. In discharging its assigned duties and responsibilities, the Executive Committee of NHFPLC held five (5) meetings during the year 2025.

In accordance with Bangladesh Bank guidelines, the Chairman of the Executive Committee is a Director who is not involved in the day-to-day operations of the Company. The Chairman of the EC, Mr. Muhammad A. (Rumee) Ali, is a distinguished banker with extensive experience in banking, financial services, corporate governance, and development finance. He currently serves as the Chairman of the ICC Bangladesh Banking Commission. Mr. Ali commenced his banking career with ANZ Grindlays Bank in Bangladesh and subsequently served as the Chief Executive Officer of Standard Chartered Bank's Bangladesh operations. In November 2002, he joined Bangladesh Bank as Deputy Governor. He later served as Managing Director of BRAC and held the positions of Chairman of BRAC Bank PLC and Chairman of bKash Limited. He was also a member of the Boards of BRAC and BRAC International and previously served as Chairman of AB Bank PLC. He is qualified to be the Chairman of the Executive Committee.

The Board reviews the performance of the Executive Committee on an annual basis to assess its effectiveness in carrying out its responsibilities and functions.

RISK MANAGEMENT COMMITTEE

NHFPLC has established a well-structured and proactive risk management framework to identify, assess, monitor, and mitigate various risks associated with its operations. For the purpose of effective risk management, NHFPLC follows the guidelines for managing core risks of financial institutions issued by Bangladesh Bank vide FID Circular No. 10 dated 18 September 2005 and DFIM Circular No. 03 dated 24 January 2016. Considering the importance of a robust risk governance framework, Bangladesh Bank, vide DFIM Circular No. 01 dated 29 February 2024, advised Finance Companies to establish a Risk Management Committee (RMC) as a sub-committee of the Board of Directors.

Accordingly, the Risk Management Committee (RMC) of NHFPLC comprises five (5) Members, of whom four (4) are Non-Executive Nominee Directors and one (1) is an Independent Director.

The RMC operates in accordance with the guidelines issued by Bangladesh Bank vide DFIM Circular No. 01 dated 29 February 2024, along with its approved Terms of Reference (ToR), to ensure effective and efficient discharge of its responsibilities. The ToR clearly defines the roles, responsibilities, authority, and functions of the Committee. The RMC is also authorized to investigate relevant matters, seek explanations from employees, and engage external advisors or legal counsel whenever deemed necessary. A detailed statement on the risk management framework of NHFPLC is provided separately in the Annual Report.

In accordance with Bangladesh Bank guidelines, the Chairman of the RMC is a Director who is not involved in the day-to-day operations of the Company. The Chairman of the RMC, Mr. Muhammad A. (Rumee) Ali, is a distinguished banker with extensive experience in banking, financial services, corporate governance, and development finance. He currently serves as the Chairman of the ICC Bangladesh Banking Commission.

Mr. Ali began his banking career with ANZ Grindlays Bank in Bangladesh and subsequently served as the Chief Executive Officer of Standard Chartered Bank's Bangladesh operations. In November 2002, he joined Bangladesh Bank as Deputy Governor. He later served as Managing Director of BRAC and held the positions of Chairman of BRAC Bank PLC and Chairman of bKash

Limited. He was also a member of the Boards of BRAC and BRAC International and previously served as Chairman of AB Bank PLC. His extensive professional experience and expertise qualify him to serve effectively as the Chairman of the Risk Management Committee.

Risk Assessment and Control Strategies

The Committee identifies and assesses risks arising from various operations of the Company and formulates appropriate strategies for their mitigation and control. It ensures the implementation of approved risk management measures, monitors the effectiveness of risk management policies and procedures, and recommends revisions whenever necessary. The Committee also reviews the existing risk management systems to ensure the effectiveness of internal controls and provides necessary guidance to the Management for taking appropriate corrective measures.

Formulation of Organizational Structure

The RMC is responsible for ensuring the establishment of an appropriate organizational structure for effective risk management within the Company. The Committee monitors compliance with relevant policies and guidelines relating to various risk areas, including credit risk, internal control and compliance risk, money laundering risk, and information and communication technology (ICT) risk. Where necessary, the Committee provides appropriate guidance and instructions to the Management.

Review and Approval of Risk Management Policy

The Committee reviews the Company's risk management policies and guidelines at least once a year and recommends necessary amendments for consideration and final approval by the Board of Directors. Furthermore, the Committee reviews various limits, including loan approval limits, at least annually and recommends corrective actions whenever required.

Data Storage and Reporting Procedures

The RMC reviews and approves the information storage and reporting procedures developed by the Management. The Committee ensures that such procedures are properly implemented and followed. The minutes of each meeting, including proposals, recommendations, and summaries of discussions, are recorded in the prescribed manner and submitted to the Board of Directors for information and consideration.

Risk Management Framework

NHFPLC maintains a comprehensive and proactive risk management framework. The Company follows the guidelines for managing core risks of financial institutions issued by Bangladesh Bank vide FID Circular No. 10 dated 18 September 2005 and DFIM Circular No. 03 dated 24 January 2016. A detailed statement on the risk management framework is presented separately in the Annual Report.

Monitoring the Implementation of Overall Risk Management Policy

The Risk Management Committee oversees the effective implementation of the overall risk management policy of the Company. The Committee monitors whether appropriate measures have been undertaken to manage and mitigate credit risk, market risk, operational risk, and other material risks. It also provides necessary guidance to ensure that the Company's risk management practices remain aligned with regulatory requirements and industry best practices.

INTERNAL CONTROL SYSTEM

NHFPLC maintains an effective and robust internal control system designed to ensure operational efficiency, compliance with applicable laws and regulations, safeguarding of assets, and reliability of financial reporting. The Board of Directors remains actively involved in establishing and maintaining appropriate internal control mechanisms and promotes a culture of strong governance, accountability, and transparency across the Company.

The Board maintains a zero-tolerance approach towards any form of fraud, irregularity, or misconduct and continuously emphasizes the importance of an effective internal control environment. The Company regularly reviews and strengthens its internal control framework to ensure that risks are appropriately identified, monitored, and mitigated.

A detailed statement on the internal control system is provided separately in the Annual Report.

ETHICS AND COMPLIANCE

Ethics and Values

NHFPLC is committed to maintaining the highest standards of ethics, integrity, and professional conduct across all levels of the organization. To support this commitment, the Company has established an 'Employee Code of Ethics', which provides a framework for ethical behavior and professional responsibilities for all employees.

The leaders and managers of NHFPLC are expected to demonstrate exemplary conduct and uphold the highest ethical standards through both their words and actions. They are responsible for:

- Leading by example in accordance with NHFPLC's ethical standards and values.
- Creating and maintaining an environment where employees feel encouraged to raise questions, seek guidance, or report concerns without hesitation.

- Ensuring compliance with the Company's ethical standards and taking appropriate action in the event of any violation.
- Seeking assistance from the Human Resources Division whenever required.

The Employee Code of Ethics places particular emphasis on the following areas:

- Protecting customers' privacy and maintaining the confidentiality of Company information.
- Preventing money laundering, fraud, and other unethical activities.
- Avoiding the use of drugs, substances, or alcohol in the workplace.
- Protecting the assets and resources of NHFPLC.
- Avoiding and appropriately managing conflicts of interest.
- Maintaining professional integrity and accountability in all business activities.

The Board of Directors of NHFPLC has approved the 'Employee Code of Ethics' with a firm commitment to establishing and maintaining high ethical standards, ensuring that customers' expectations and interests are protected in a responsible and compliant manner.

The Board is committed to fostering a culture of strong ethics, integrity, and compliance throughout the organization. NHFPLC continues to uphold the highest standards of ethical conduct through its Code of Conduct, which addresses, among other matters, the following areas:

- Employees' relationship with and responsibilities towards NHFPLC.
- Employees' relationship with and responsibilities towards customers.
- Compliance with applicable laws, regulations, and regulatory requirements.
- Conducting business in a professional, ethical, and responsible manner.
- Protection and responsible use of business assets.
- Disclosure and appropriate management of conflicts of interest.
- Prohibition of any dishonest, fraudulent, deceptive, or misleading conduct, including insider trading.

Dissemination of the statement of ethics and business practices

NHFPLC ensures that its ethical standards and business practices are effectively communicated and understood by all employees. All employees are required to sign a declaration confirming that they have read, understood, and agreed to comply with the Company's Code of Conduct.

The Human Resources Department is responsible for circulating the required declaration forms and ensuring that all employees complete and submit the declarations accordingly. The Internal Control and Compliance (ICC) Department, through regular audits and monitoring activities, assesses compliance with the Code of Conduct and identifies any instances of breach or non-compliance for appropriate action.

Board's commitment to establish high levels of ethics and compliance within NHFPLC

The Board of Directors of NHFPLC recognizes its responsibility for ensuring that the Company's business activities are conducted in accordance with the highest standards of ethics, integrity, and regulatory compliance. The Board considers ethical conduct and compliance as fundamental elements of the Company's corporate governance framework and adopts a comprehensive approach to promote and sustain these principles throughout the organization.

To reinforce its commitment to maintaining high standards of ethical behavior and compliance, the Board has implemented the following measures:

- Establishing clear standards of expected behavior through the formulation, approval, and communication of a comprehensive Code of Conduct.
- Maintaining an effective internal control system that is regularly reviewed, assessed, and enhanced to ensure continued effectiveness.
- Developing and implementing Company policies and procedures based on ethical principles, ensuring that ethical considerations are embedded in day-to-day decision-making, operations, and business processes.
- Establishing a clearly defined organizational structure that assigns appropriate roles, responsibilities, and authority while ensuring accountability for individual actions.
- Implementing effective monitoring mechanisms, including an operationally independent Internal Audit function with direct reporting responsibilities to the Audit Committee.
- Taking prompt and appropriate action, with a zero-tolerance approach, against any identified instances of unethical conduct, misconduct, fraud, or non-compliance.

Existence of effective anti-fraud programs and controls through whistle-blower mechanism

NHFPLC recognizes fraud risk as an emerging area of concern within its overall risk management framework and continues to strengthen its measures for prevention, detection, and mitigation of fraudulent activities. As part of its planned anti-fraud initiatives, the Company has taken steps to introduce a whistle-blower mechanism to encourage employees and other stakeholders to report any suspected misconduct, irregularities, or unethical activities.

A Whistle-Blower Policy has already been formulated and submitted to the Senior Management for review and approval. In addition, NHFPLC continuously focuses on strengthening existing processes, operational controls, and monitoring mechanisms by embedding anti-fraud measures within its overall internal control framework.

Employees are encouraged to report any suspected wrongdoing or unethical conduct within the Company. The Head of the Internal Control and Compliance (ICC) Division and the Human Resources Division serve as the primary reporting channels for receiving such concerns. The reporting mechanism provides employees with the opportunity to raise concerns while ensuring confidentiality of their identity and protection from potential retaliation.

NHFPLC recognizes that an effective whistle-blower mechanism requires the development of a strong ethical culture and awareness among employees. Accordingly, the Company continues to promote transparency, accountability, and responsible conduct throughout the organization.

The Company has a dedicated Internal Control and Compliance Division that works independently to establish, monitor, and enhance effective control mechanisms across the business operations of NHFPLC, thereby supporting the prevention and timely identification of fraud and other operational risks.

HUMAN RESOURCE MANAGEMENT

Employees are the key driving force behind NHFPLC's continued success. A team of motivated, skilled, and engaged employees with diverse capabilities represents one of the Company's most valuable assets. NHFPLC has established a strong reputation in the market as an employer of choice by fostering a performance-driven work culture where employees are treated with respect, fairness, and dignity.

NHFPLC considers its employees as its most valuable capital, playing a vital role in achieving the Company's mission, vision, goals, and strategic objectives. The Company remains committed to creating an enabling work environment that supports employee growth, engagement, and professional excellence.

To ensure long-term sustainability and organizational effectiveness, NHFPLC places strong emphasis on:

- Skill- and merit-based recruitment and selection processes.
- Competitive remuneration and benefits packages.
- Comprehensive training and development initiatives.
- Career advancement opportunities supported by succession planning.
- Promotion of a high-performance culture.
- Maintaining a positive, inclusive, and conducive working environment.

Through these initiatives, NHFPLC continues to strengthen its human capital and enhance organizational capability to meet future challenges.

COMMUNICATION TO SHAREHOLDERS & STAKEHOLDERS

Communication with Shareholders and other Stakeholders

NHFPLC believes in maintaining transparent, timely, and effective communication with its shareholders and stakeholders. The Company is committed to ensuring that stakeholders have access to complete and relevant information regarding its activities, financial performance, business initiatives, and product offerings.

Communication through Quarterly and Annual Reports

NHFPLC communicates with its shareholders on a regular basis through its financial reporting channels. The Company publishes three (3) quarterly reports and a comprehensive Annual Report each year, providing shareholders with detailed information on operational performance, financial results, governance practices, and other significant developments.

Communication through AGM

All shareholders have the right to participate in the Annual General Meeting (AGM), where they can communicate directly with the Directors, seek clarification, and express their views regarding the Company's operations, performance, and future direction.

Communication through Website

The Company's website, www.nationalhousingbd.com serves as a key platform for disseminating corporate information and updates. It provides access to, among other resources, the Annual Reports, quarterly financial reports, monthly business reviews, product offerings, recent announcements, presentations, and event-related updates.

The Company's operational performance, business developments, and official news releases are regularly published on its website, as well as on the official websites of the Dhaka Stock Exchange and the Chittagong Stock Exchange, ensuring timely and transparent communication with stakeholders.

Communication through Newspapers

The Company ensures timely dissemination of price-sensitive information and important corporate announcements through leading national daily newspapers. Where appropriate, such information is also published through reputable online news portals to enhance accessibility and transparency for stakeholders.

Shareholder's Participation in the AGM

All shareholders have the right to participate in the Annual General Meeting (AGM), where they have the opportunity to meet and communicate directly with the Directors, share their views on the Company's operations, discuss future prospects, and raise matters of interest.

Shareholders are encouraged to attend the AGM in person. Those who are unable to attend may exercise their right to appoint proxies to represent them at the meeting.

The AGM notice is circulated to the Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE), Bangladesh Securities and Exchange Commission (BSEC), online news portals, and print media. The notice is also published on the Company's official website to ensure convenient access for all stakeholders.

Well-Defined Shareholders' Rights

Maintaining strong and productive relationships with shareholders requires a continued commitment to trust, transparency, and accountability. Through its Investor Relations function, the Board ensures that all shareholders of the Company are treated fairly, equitably, and with due respect, while their rights are protected in accordance with applicable laws and regulations.

The Company Secretary acts as a vital link between the management, shareholders, and the Board of Directors, providing effective support and services to shareholders while ensuring that their rights, as defined under applicable laws and the Company's Articles of Association, are duly recognized and upheld.

The Company regularly communicates material developments, significant business matters, and operational changes to shareholders in a timely manner. This commitment to continuous disclosure enables shareholders to receive relevant information and make well-informed decisions.

Shareholders' Complaint Management Process

NHFPLC is committed to ensuring fair and transparent treatment of all shareholders. The Company has established a structured process to receive, review, and resolve shareholders' complaints within a reasonable timeframe, with priority given to addressing concerns efficiently and effectively.

A comprehensive Complaint Management Policy is in place to promote effective stakeholder engagement and safeguard shareholders' rights and responsibilities. The Company remains committed to providing shareholders with convenient access to relevant information, ensuring that inquiries and complaints are handled promptly, and facilitating timely disclosure of material information.

Ways to Raise Any Complaints

Shareholders may submit their complaints, queries, or requests for information through the Company's designated Investor Relations contact point. Upon receipt of any complaint or inquiry, the Secretariat/Share Department, in coordination with the Registrar (where applicable), takes necessary steps to ensure that the matter is properly reviewed, addressed, and resolved within the prescribed timeframe.

The Company remains committed to providing effective support to shareholders by ensuring that all complaints and inquiries are handled in a transparent, timely, and efficient manner.

The contact details of the Investor Relations function are provided below:

Mr. Md. Sarwar Kamal FCS
Company Secretary
e-mail: cs@nationalhousingbd.com

Mr. Mohammad Mazharul Islam ACS
Deputy Company Secretary and in-charge Share Department
e-mail: mazharul@nationalhousingbd.com

ENVIRONMENTAL AND SOCIAL OBLIGATIONS

Social and environmental responsibilities

At NHFPLC, we are committed to building a sustainable business model that integrates sound governance practices, environmental stewardship, and social responsibility into our business strategies to create long-term value for our stakeholders. Our sustainability framework is guided by the 3P approach — People, Planet, and Profit:

- **People:** Our stakeholders, including customers, employees, business partners, and the communities in which we operate.
- **Planet:** Our commitment to protecting the environment and promoting sustainable use of natural resources.
- **Profit:** Our ability to generate sustainable returns and ensure long-term business growth.

In line with this commitment, NHFPLC has aligned its Corporate Social Responsibility (CSR) initiatives to support community development, social well-being, and responsible environmental management. The Company continues to focus on sustainable practices and is gradually moving beyond traditional financing approaches by incorporating environmental and social considerations into its business decisions.

Social and Environmental Responsibility Policies and Practices

NHFPLC recognizes the importance of maintaining a healthy and sustainable environment while ensuring efficient resource utilization and the well-being and safety of its stakeholders. The Company continuously works toward reducing energy consumption, particularly electricity, water, and other resources across its operations, minimizing waste generation, and discouraging the use of environmentally harmful substances.

The Company is committed to expanding sustainable practices throughout its branches and operational activities by promoting environmentally responsible initiatives.

Bangladesh Bank has taken significant initiatives to promote green banking in Bangladesh through the issuance of guidelines on Green Banking and Environmental Risk Management (ERM). These initiatives encourage financial institutions to reduce paper-based communication, adopt renewable energy solutions such as solar power systems, and provide financing support for environmentally friendly sectors, including solar energy, biogas, and Effluent Treatment Plant (ETP) projects at favorable interest rates.

NHFPLC remains dedicated to environmental protection and social development. The Company continues to undertake responsible initiatives throughout the year and will further strengthen its efforts toward creating a sustainable future for all stakeholders.

Statement of Managing Director and CFO regarding Financial Statements

The Managing Director and the Chief Financial Officer (CFO) provide a formal statement to the Board of Directors affirming that the Company's Financial Statements present a true and fair view of its financial position, financial performance, and cash flows in accordance with the applicable financial reporting framework. This statement is reviewed by the Board and disclosed in the Annual Report.

Dividend Distribution Policy

The Company has adopted a comprehensive Dividend Distribution Policy to ensure a transparent, consistent, and equitable approach to dividend declaration and distribution. The policy is approved by the Board of Directors and is disclosed in the Annual Report in accordance with applicable regulatory requirements..

Annual General Meeting (AGM)

NHFPLC conducts its Annual General Meeting (AGM) within the prescribed statutory timeframe and provides shareholders with an effective platform to engage with the Board of Directors and the Management. During the AGM, the Directors give due consideration to the questions, comments, and observations raised by shareholders and provide appropriate clarifications to ensure transparency and accountability.

The details of the last Annual General Meeting are presented below:

Particulars	Date, Day & Time	Venue
26^{th} AGM	September 21, 2025; Sunday; 12.00 PM	Digital Platform

The following matters were placed before the shareholders and duly approved at the 26^{th} Annual General Meeting:

Ordinary Business:

- Adoption of the Audited Financial Statements of the Company for the year ended December 31, 2024, together with the Reports of the Directors and the Auditors thereon.
- Declaration of 10% Stock Dividend for the year ended December 31, 2024.
- Retirement and re-election of Mr. A.K.M. Moinuddin, FCA (representing Bangladesh Lamps PLC) as Director, and confirmation of the appointment of Ms. Mahmuda Begum as an Independent Director of the Company in accordance with the Corporate Governance Code, 2018.
- Appointment of M/s. Zoha Zaman Kabir Rashid & Co. (Member of MSI Global Alliance), Chartered Accountants, as the External Auditors of the Company.
- Appointment of M/s. MNA Associates, Chartered Secretaries, as the Corporate Governance Compliance Auditors of the Company.

General Shareholders' Information for 27^{th} AGM:

- Date: September 15, 2026; Time: 12.00 PM
- Mode/Venue: Virtual Meeting through online Digital Platform
- Virtual AGM Link: https://agmbd.live/nationalhousing2026
- Financial Reporting Calendar: From January 01, 2025 to December 31, 2025
- Record Date (in lieu of Book Closure): July 23, 2026

INTERNAL AUDIT & INTERNAL CONTROL SYSTEM

Introduction

The Board of Directors of NHFPLC is committed to maintaining and continuously improving an effective internal control system to ensure transparency, efficiency, regulatory compliance, risk management, reliable reporting, and timely disclosure. The Board relies on the Audit Committee to oversee this function; the Audit Committee, supported by Internal Audit, regularly reviews controls, operations and business processes to assess the adequacy and effectiveness of financial and operational controls and to identify material risks.

Definition and Objective

NHFPLC defines internal control as a structured process designed to provide reasonable assurance that the Company will achieve objectives related to operational effectiveness and efficiency, the reliability of internal and external financial and non financial reporting, and compliance with applicable laws and regulations.

Five Components of the Internal Control System

1. Control Environment

The control environment reflects the governance and management tone regarding internal control. Key elements include:

- Active oversight by the Board and Audit Committee through regular meetings.
- Promotion of integrity and ethical conduct, supported by the Company's Code of Conduct and a zero tolerance stance on illegal or unethical behavior.
- A clear organizational structure with defined authorities, responsibilities and reporting lines appropriate to the Company's size and operations.
- Human resources policies that support recruitment and retention of personnel who meet competence and ethical standards.

2. Risk Assessment

Risk assessment is the ongoing process by which the Company identifies, analyzes and prioritizes risks that could impede achievement of objectives. It is dynamic and conducted across all organizational levels—from branch and department reviews to MANCOM and ALCO meetings at senior management level.

3. Control Activities

Control activities are the policies and procedures that ensure management directives are carried out. They operate across the Company and include authorizations, approvals, verifications, reconciliations and reviews designed to mitigate identified risks.

4. Information and Communication

Effective information and communication enable the other control components by ensuring timely collection, dissemination and sharing of relevant information from both internal and external sources. NHFPLC fosters an open culture that encourages information flow across management levels, business units and functions.

5. Monitoring

Monitoring ensures controls operate as intended and are updated for changing conditions. NHFPLC uses ongoing operational monitoring, separate management reviews, and periodic internal audits to evaluate control effectiveness. A clear management structure, defined responsibilities, delegated authorities, risk awareness, accountability, and periodic reporting and performance monitoring underpin this process.

Board Responsibility

The Board is actively engaged in establishing and maintaining appropriate internal controls and promotes a strong anti fraud culture. The Board reviews and advises on control arrangements and expects management to uphold robust controls. The Internal Control and Compliance Department conducts periodic audits to provide reasonable assurance that policies and procedures are consistently applied.

Internal Audit and Audit Committee Oversight

The Audit Committee oversees the Internal Audit and Compliance function to ensure it is properly resourced and effective. The Committee approves the Internal Audit and Compliance Plan, reviews reports, evaluates corrective actions for fraud, forgery and control deficiencies, and reports findings to the Board. Through this oversight, the Committee and Directors assess the adequacy of the internal control system.

Role of the Head of Internal Audit and Compliance

The Head of Internal Audit and Compliance (HIAC) leads internal audit activities, reports to and receives direction from the Audit Committee, and has direct access to the Committee to raise concerns as necessary.

Conclusion

NHFPLC maintains a resourced and structured Internal Audit and Compliance process. The Audit Committee approves and reviews audit plans and reports, oversees corrective measures, and presents compliance findings to the Board. The HIAC operates under the Audit Committee's supervision and has direct reporting access. The Board, through the Audit Committee, regularly reviews and affirms the adequacy of the Company's internal control system.

RISK MANAGEMENT FRAME WORK

Risk is the element of uncertainty or the possibility of loss inherent in every business transaction, regardless of its nature, location, mode, or timing. As a financial institution, effective risk management is fundamental to NHFPLC's operations and long-term sustainability. The Company adopts a comprehensive risk management framework to enhance its resilience and ability to respond to the dynamic and complex business environment.

NHFPLC manages risks in accordance with the Guidelines on Managing Core Risks of Financial Institutions issued by Bangladesh Bank through FID Circular No. 10 dated September 18, 2005, and the Integrated Risk Management Guidelines for Financial Institutions issued through DFIM Circular No. 03 dated January 24, 2016.

Identification of Key Risks

NHFPLC has established a robust and proactive risk management framework to identify, assess, monitor, and mitigate risks arising from both internal and external sources. The Company's principal risk categories include:

- Credit Risk
- Asset and Liability (Balance Sheet) Risk
- Internal Control and Compliance Risk
- Information Technology (IT) Security Risk

The Integrated Risk Management Guidelines introduced by Bangladesh Bank also require financial institutions to identify, manage, and report additional risk categories in a structured manner. NHFPLC has incorporated these requirements into its enterprise-wide risk management framework.

Strategic Risk

Strategic Risk refers to the possibility of losses resulting from inappropriate business decisions, ineffective execution of strategic initiatives, or failure to respond adequately to changes in the business environment.

The Integrated Risk Management Guidelines clearly define the responsibilities of the Board of Directors, senior management, and business units in managing strategic risk. They also prescribe minimum standards for strategic risk identification, assessment, monitoring, and control.

Since its inception, NHFPLC has actively managed strategic risk through structured strategic planning and annual budget formulation. The Company's annual strategy and budgeting sessions establish priorities and business objectives for the coming year. The strategic risk management framework continues to be reviewed and enhanced to ensure alignment with evolving regulatory requirements and changing business conditions.

Compliance Risk

Compliance Risk is the current or potential risk of legal sanctions, regulatory actions, financial losses, or reputational damage arising from failure to comply with applicable laws, regulations, internal policies, codes of conduct, and accepted standards of best practice. It also includes risks arising from incorrect interpretation or application of regulatory requirements.

The Integrated Risk Management Guidelines define the respective responsibilities of the Board, senior management, and compliance function while requiring financial institutions to maintain a documented Compliance Risk Management Policy.

NHFPLC has consistently promoted a strong compliance culture throughout the organization. Compliance is reinforced through the Company's Code of Conduct, mandatory declarations by employees, regular communication from senior management, and continuous awareness initiatives. Compliance risk management is integrated into day-to-day business processes and operational practices. The compliance framework is periodically reviewed and updated to ensure full alignment with regulatory expectations and industry best practices.

Reputational Risk

Reputational Risk refers to the possibility of financial or non-financial losses arising from damage to the Company's reputation among customers, regulators, investors, and other stakeholders.

The Integrated Risk Management Guidelines require financial institutions to establish comprehensive processes to identify, monitor, control, and report reputational risks.

NHFPLC has implemented a structured framework for monitoring non-financial reputational risk indicators and identifying issues that could adversely affect its reputation. As of the reporting date, no material reputational risk events involving the Company have been identified.

Environmental and Social Risk

NHFPLC is committed to sustainable financing and responsible lending practices. The Company continues to strengthen its credit appraisal process by incorporating Environmental and Social (E&S) risk assessments into financing decisions.

Before approving any financing proposal, NHFPLC evaluates potential environmental and social impacts of the project, including long-term effects on the environment, local communities, and other stakeholders. This approach supports sustainable development while ensuring responsible risk management.

Further details on these risk categories and the corresponding mitigation strategies are presented in the Statement on Risk Management. The Board of Directors also periodically reviews the adequacy and effectiveness of the Company's internal control framework.

Risk Mitigation Strategies

The Risk Management Committee (RMC), a sub-committee of the Board of Directors, has overall responsibility for overseeing the adequacy and effectiveness of NHFPLC's risk management and internal control systems.

The RMC recognizes that the Company's internal control framework is designed to manage risks within an acceptable risk appetite rather than eliminate them entirely. Accordingly, the framework provides reasonable, but not absolute, assurance regarding the achievement of business objectives, the reliability of financial reporting, compliance with applicable laws and regulations, and the prevention and detection of material misstatements, fraud, and financial losses.

The RMC regularly reviews the effectiveness of the Company's risk management practices and reports significant findings and recommendations to the Board of Directors.

To manage and mitigate risks effectively, NHFPLC has adopted the following strategic initiatives:

- Establishing appropriate capital adequacy targets and maintaining an optimal capital structure.
- Managing the balance sheet and funding profile to ensure financial stability and liquidity.
- Developing enterprise-wide principles for measuring, monitoring, managing, and reporting risks.
- Formulating and implementing risk management policies across all business units.
- Establishing an appropriate investment strategy consistent with the Company's risk appetite and business objectives.

Anti-Fraud Programs and Whistle-Blower Mechanism

NHFPLC recognizes fraud risk as an increasingly significant component of its overall risk management framework and has taken steps to strengthen its anti-fraud governance.

The Company has formulated a comprehensive Whistle-Blower Policy, which has been placed before the Risk Management Committee for review and approval. In addition, anti-fraud controls have been integrated into the Company's overall internal control framework, while existing processes continue to be strengthened through periodic reviews and improvements.

Employees are encouraged to report any suspected misconduct, unethical behavior, fraud, or regulatory violations through designated reporting channels. The Internal Control and Compliance Division and the Human Resources Division serve as the primary points of contact for receiving such reports. These channels ensure confidentiality and protect the identity of whistle-blowers to the fullest extent possible.

NHFPLC recognizes that an effective whistle-blower framework requires not only formal policies but also a culture that promotes integrity, transparency, and accountability. The Internal Control and Compliance Division plays a central role in maintaining an effective control environment and continuously enhancing the Company's governance and compliance practices.

STATEMENT ON GOING CONCERN

The Board of Directors of NHFPLC has conducted its annual assessment of the Company's ability to continue as a going concern and has considered whether any material uncertainty exists that may cast significant doubt on its capacity to continue operations in the foreseeable future. In making this assessment, the Board has undertaken appropriate inquiries, including a review of the Company's financial position, operating performance, cash flow projections, budgets, and the potential impact of existing and emerging uncertainties.

Based on this assessment, the Board is satisfied that NHFPLC possesses adequate financial and operational resources to continue its business activities for the foreseeable future and that no material uncertainty exists that would significantly affect the Company's ability to continue as a going concern.

During the year 2025, NHFPLC maintained a stable financial position and demonstrated resilience in its operations. The Company's cash flow performance reflects its ability to meet financial obligations as they fall due, respond effectively to changing business conditions, and generate sufficient cash and cash equivalents to support sustainable future growth. NHFPLC has also maintained a consistent dividend payment record over the years, reflecting its financial strength, prudent capital management, and continued commitment to creating value for its shareholders.

The Company remains committed to fostering a positive, inclusive, and performance-oriented work environment. NHFPLC promotes a culture of integrity, fairness, and mutual respect while offering competitive compensation and benefits that are comparable with industry standards. Employee benefits include contributory provident and gratuity funds, concessional home and personal loans, health insurance coverage, performance incentives, transport facilities for eligible employees, and periodic salary reviews. These initiatives contribute significantly to employee engagement, motivation, and long-term retention.

On 30 June 2025, Credit Rating Information and Services Limited (CRISL) reaffirmed NHFPLC's credit ratings of 'AA(-)' in the Long-Term, 'ST-2' in the Short-Term, with a 'Stable' Outlook, based on the Company's audited financial statements up to audited financial statements as of 31 December 2024 and unaudited financial information up to 30 June 2025. Under CRISL's rating methodology, a Long-Term rating of AA(-) indicates a high degree of safety regarding timely repayment of financial obligations, while a Short-Term rating of ST-2 signifies a high level of certainty in the timely repayment of short-term financial commitments.

Having carefully considered the Company's financial strength, liquidity position, capital adequacy, operating performance, and future business prospects, the Board of Directors is satisfied that NHFPLC has adequate resources to continue its operations for the foreseeable future. Accordingly, the financial statements have been prepared on a going concern basis, which assumes the realization of assets and settlement of liabilities in the ordinary course of business.

STATEMENT ON INTERESTS OF DIRECTORS IN OTHER ENTITIES

Name & Description of Director	Position in NHFPLC	Description of Interest(s)	
		Name of the entity	Position
Dr. Khondaker Showkat Hossain [Representing Borak Travels (Pvt.) Limited]	Chairman	Borak Travels (Pvt.) Limited	Chief Consultant
Mr. Muhammad A (Rumee) Ali [Representing Eastland Insurance PLC]	Director	Eastland Insurance PLC	Chairman, ICC Bangladesh Banking Commission
Mr. A.K.M. Moinuddin, FCA [Representing Bangladesh Lamps PLC]	Director	Bangladesh Lamps PLC	Consultant
Mr. Md. Khaled Mamun FCII (UK) [Representing Reliance Insurance PLC]	Director	Reliance Insurance PLC	Chief Executive Officer
Mr. Md. Mohsin Hassan FCMA [Representing Square Pharmaceuticals PLC]	Director	Square Pharmaceuticals PLC	General Manager
Ms. Mahmuda Begum	Independent Director	N/A	N/A
Mr. Mohammad Shahidul Haque	Independent Director	The Relief	Managing Partner

UNCLAIMED DIVIDEND SUMMARY

As per sec 9 (1) of Bangladesh Securities and Exchange Commission (Capital Market Stabilization Fund) Rules, 2021 we transferred the following unclaimed dividend to CMSF:

Unclaimed Dividend transfer to CMSF			
Cash Dividend			
Sl. No.	**Year**	**Total BO/Folio ID**	**Total Amount (BDT)**
01.	2008	349	846,897.39
02.	2009	325	865,685.00
03.	2010	286	437,520.00
04.	2013	2440	2,694,578.00
05.	2014	588	1,005,643.25
06.	2015	187	1,086,468.55
07.	2016	129	1,088,061.70
08.	2017	95	1,026,980.85
09.	2018	414	740,919.78
10.	2019	490	751,000.00
Stock Dividend & Right Shares			
Sl. No.	Year	Total BO/Folio ID	Total No. of Shares
01.	2010-2012	158	140,359
02.	2018	159	50,388

We preserve the following unclaimed dividend at our Share Department which will be transfer to CMSF as per sec 9 (1) of Bangladesh Securities and Exchange Commission (Capital Market Stabilization Fund) Rules, 2021 in future after completion of stipulated time:

Unclaimed Dividend in Hand			
Cash Dividend			
Sl. No.	**Year**	**Total BO/Folio ID**	**Total Amount (BDT)**
01.	2020	436	2,026,012.25
02.	2021	422	3,137,830.43
03.	2022	429	1,189,039.59
04.	2023	576	2,205,553.84
05	2024	331	3,298.84
Stock Dividend			
01.	2024	02	36,304

VALUE ADDED STATEMENT

For the year ended December 31, 2025

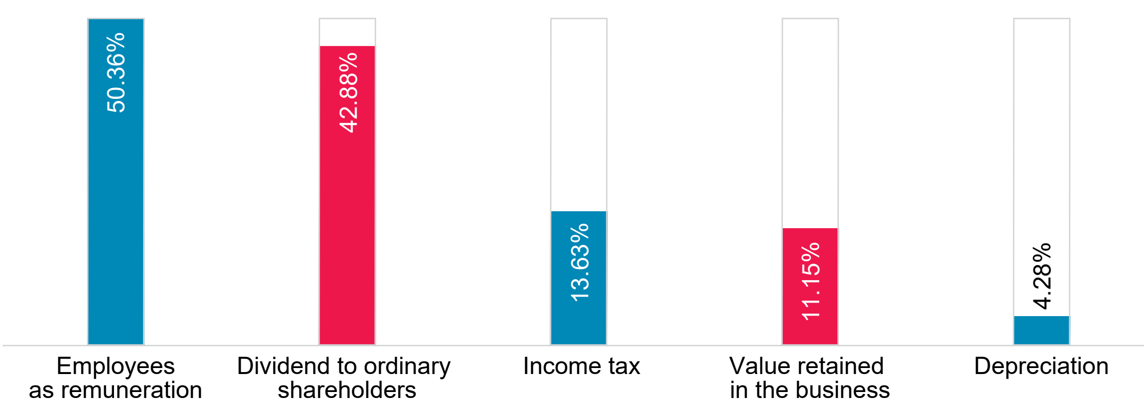
Value Added represents the wealth created by NHFPLC through the provision of services such as lease financing, SME financing, housing loans—including home, commercial, and project mortgages—and corporate finance.

The Value Added Statement presents the total value created by the Company and illustrates how this value was distributed to meet various obligations, as well as the portion retained to support the Company's continued operations, growth, and expansion.

Figures in BDT

Particulars	31-Dec-25		31-Dec-24	
	Amount	%	Amount	%
Value added				
Operating revenue	2,046,218,076		2,016,951,623	
Cost of borrowing	(1,562,365,187)		(1,504,232,892)	
	483,852,889		**512,718,732**	
Other income	11,638,479		11,578,667	
	495,491,368		**524,297,399**	
Operating expenses excluding staff cost and depreciation	(58,912,920)		(58,568,547)	
Provision for loan, advances & investments	(122,704,105)		(247,841,127)	
Total value added by the company	**313,874,343**	**100.00%**	**217,887,725**	**100.00%**
Distribution of value addition				
Employees as remuneration	151,167,162	50.36%	158,175,642	72.60%
Dividend to ordinary shareholders	128,734,320	42.88%	117,031,200	53.71%
Income tax	40,921,510	13.63%	40,921,510	18.78%
	320,822,992	**106.87%**	**316,128,352**	**145.09%**
Retained for expansion and future growth				
Value retained in the business	(33,470,039)	-11.15%	(114,098,530)	-52.37%
Depreciation	12,838,719	4.28%	15,857,902	7.28%
Amount distributed	**300,191,672**	**100%**	**217,887,725**	**100%**

	31-Dec-25	31-Dec-24
Number of employees at the end of the year	184	185
Value created per employee (BDT)	**1,631,476**	**1,177,771**
Number of shares	128,734,320	128,734,320
Value created per share (BDT)	**2.33**	**1.69**



ECONOMIC VALUE ADDED (EVA) STATEMENT

For the year ended December 31, 2025

"Economic Value Added (EVA) represents the surplus value generated by an entity after accounting for an equitable charge for the capital employed. It is measured as the post-tax return on capital employed, adjusted for the tax shield on debt, less the cost of capital employed.

A company creates value for its shareholders when its return on capital exceeds its cost of capital. Conversely, when the return on capital is below the cost of capital, the company is considered to be eroding shareholder value."

The objective of EVA is to provide management with a meaningful measure of its success in creating and enhancing shareholder wealth. It serves as a more effective performance measure than accounting profit by assessing the extent to which the Company generates value for its shareholders after considering the cost of capital employed.

EVA has been calculated by the following formula:

EVA= Net Operating Profit after Tax- (Capital employed * Cost of equity)

NOPAT

NOPAT is the net operating profit after tax which is calculated by deducting the income tax expense from operating profit.

Figures in BDT

Particulars	31-Dec-25	31-Dec-24
	Amount	Amount
Net operating profit	272,572,567	291,695,308
Provision for taxes	(54,604,181)	(40,921,510)
Net operating profit after tax (NOPAT)	217,968,386	250,773,798

Charges for capital

Capital employed	2,756,116,947	2,621,778,836
Cost of equity (%)	12.84%	14.35%
Capital charge	**353,885,416**	**376,225,263**
Economic value added	**(135,917,030)**	**(125,451,465)**
Number of shares	128,734,320	128,734,320
Economic Value Added Per Share	**(1.06)**	**(0.97)**

Cost of equity

Cost of Equity represents the return expected by shareholders and, therefore, reflects the opportunity cost of investing their funds in the Company rather than in an alternative investment of comparable risk. For the purpose of the analysis, the cost of equity has been estimated based on the interest rate on the five-year Government Treasury Bond, together with a standard risk premium.

Interest rate on 5 (five) years Government Treasury Bond on December 31	10.84%	12.35%
Standard Risk Premium	2.00%	2.00%
Cost of equity	**12.84%**	**14.35%**

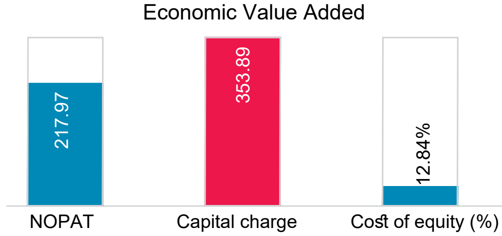
Capital employed as on December 31

Shareholder's equity	2,196,079,625	2,100,815,344
Accumulated provision for doubtful accounts and future losses	695,728,351	519,610,573
Total capital employed	**2,891,807,976**	**2,620,425,917**
Average capital employed	**2,756,116,947**	**2,621,778,836**

Figures in BDT mln

Particulars	2025	2024
	Amount	Amount
NOPAT	217.97	250.77
Capital charge	353.89	376.23
Cost of equity (%)	12.84%	14.35%
Economic value added	**-135.92**	**-125.45**

Economic Value Added



MARKET VALUE ADDED (MVA) STATEMENT

For the year ended December 31, 2025

Market Value Added (MVA) reflects the confidence that the capital market places in the Company's ability to generate future Economic Value Added (EVA). The Market Value Added Statement provides an indication of the Company's performance as assessed by capital market investors, as reflected in its share price. It represents the difference between the Company's market value and the capital contributed by its investors.

A higher MVA indicates greater value creation for shareholders. A positive MVA signifies that the Company has created wealth in excess of the capital invested by its shareholders. Conversely, a negative MVA indicates that the market value created through management's decisions and investments is lower than the capital contributed by investors, reflecting a reduction in shareholder wealth.

The following statement presents the calculation of Market Value Added (MVA) for the years ended December 31, 2025 and 2024.

Figures in BDT

Particulars	2025	2024
	Amount	Amount
Market value of shares outstanding	3,475,826,640	3,475,826,640
Book value of share outstanding	1,287,343,200	1,170,312,000
Market value added till Balance Sheet Date	2,188,483,440	2,305,514,640

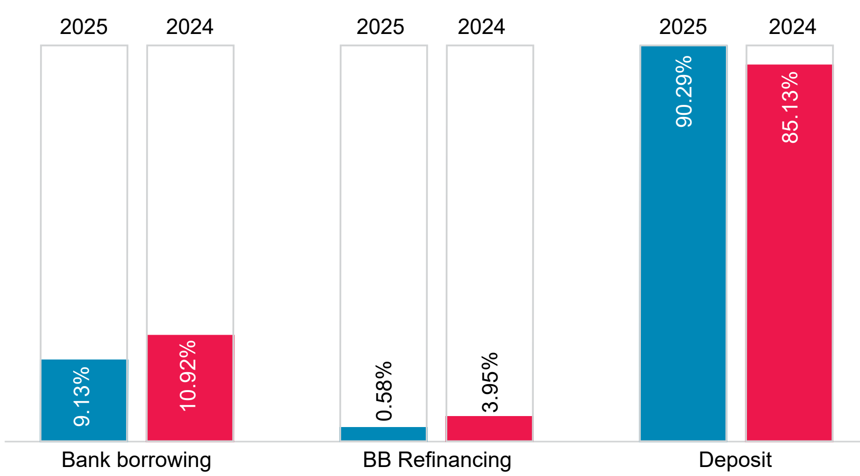
MANAGING COST OF FUNDS (COF)

For the year ended December 31, 2025

Despite acknowledging the inherent limitations associated with our current status, particularly the inability to offer clients savings and other deposit accounts.

Figures in BDT

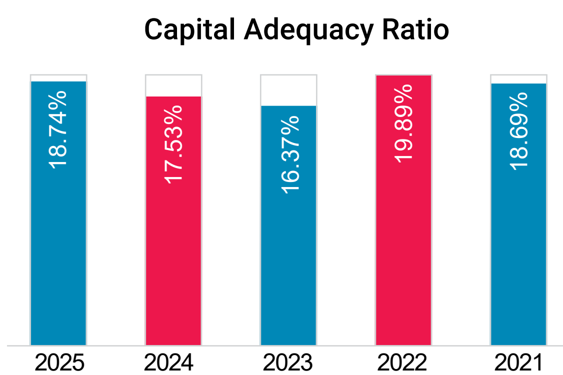
Particulars	December 31, 2025	%	December 31, 2024	%
Bank borrowing	1,171,852,941	9.13%	1,524,202,323	10.92%
BB Refinancing	74,339,121	0.58%	550,593,245	3.95%
Deposit	11,585,317,992	90.29%	11,881,326,622	85.13%
	12,831,510,054		**13,956,122,190**	



Capital Adequicy Ratio

As per Bangladesh Bank Prudential Guidelines on Capital Adequacy and Market Discipline for Financial Institutions, Financial Institutions (FIs) are required to maintain a minimum capital adequacy ratio of 10%. At the end of 2025, capital adequacy ratio stood at 18.74%.

	Amount BDT in Million
Tier-1 (Core Capital)	**2,196.08**
Paid-up Capital	1,287.34
Statutory Reserve	726.83
Share premium account	-
General Reserve	-
Retained Earnings	181.91
Tier-2 (Supplementary Capital)	**142.70**
General Provision	142.70
Total Eligible Capital	**2,338.78**
Total risk weighted assets	**12,478.25**
Capital Adequacy Ratio	**18.74%**



TREASURY AT NATIONAL HOUSING FINANCE

Assuring Liquidity, Ensuring Profitability

Overview

The Treasury Division has established itself as a key profit-generating unit of National Housing Finance PLC (NHFPLC), contributing significantly to the Company's overall revenue through diversified investments in the money market. Beyond its core responsibility of day-to-day fund management, the Treasury Division plays a pivotal role in a wide range of strategic and operational activities.

The Division is also instrumental in developing and maintaining strong relationships with banks, financial institutions, and other financial intermediaries, thereby strengthening the Company's access to financial markets and a broad range of financial instruments.

The Treasury Division is responsible for the effective management and oversight of the following key areas:

1) Funding and Capital Management :

The Treasury Division closely monitors business growth and capital requirements to ensure that the Company maintains an appropriate capital position to support its strategic objectives. Key activities include:

- Monitoring business growth and undertaking capital planning.
- Strengthening Asset Liability Management (ALM) through participative monthly meetings of the Asset Liability Management Committee (ALCO), with particular emphasis on significant changes in liquidity and interest rate risks.
- Conducting liquidity profiling, interest rate analysis, and gap analysis.
- Developing and reviewing capital plans to ensure the Company's financial sustainability and regulatory compliance.

2) Funding and Liquidity Management

Effective liquidity management ensures that NHFPLC is able to meet customer loan demands, deposit withdrawals, and other financial obligations smoothly, both under normal operating conditions and during periods of financial stress.

To strengthen liquidity risk management, the Company undertakes structural liquidity analysis to assess liquidity risks across different time horizons. This analysis matches expected cash inflows from maturing assets with expected cash outflows arising from maturing liabilities over various time periods, enabling the identification and timely management of potential funding gaps.

The Treasury Division continuously monitors the Company's liquidity position, maintains adequate liquidity buffers, and utilizes diversified funding sources, including a stable core deposit base. In addition to daily fund management, NHFPLC regularly reviews its overall liquidity position to ensure compliance with the prudential requirements prescribed by Bangladesh Bank and the Board of Directors.

3) Ensuring Profitability through Effective Liquidity Management

While maintaining adequate liquidity remains a key priority, the Treasury Division also focuses on optimizing the return on surplus funds. Once liquidity requirements are adequately secured, the Division actively evaluates investment opportunities to deploy idle funds in a manner that maximizes risk-adjusted returns.

During 2025, the Treasury Division achieved notable profitability through active participation in auctions and trading of Bangladesh Government Treasury Bonds (BGTBs), contributing positively to the Company's overall financial performance.

4) Cost of Funds (CoF) Management

During 2025, market interest rates remained elevated following the withdrawal of the interest rate caps, including the previous 9%-6% regime and the SMART-based pricing framework. Rising inflationary pressures also contributed to the upward movement in interest rates.

At the same time, reports of financial irregularities and scams involving certain banks and non-bank financial institutions affected confidence in the broader NBFI sector. As a result, money market transactions became more concentrated within the interbank market.

Despite these challenges, National Housing Finance PLC maintained smooth money market operations through prudent and disciplined fund management. The Company successfully mobilized a significant volume of core deposits at competitive rates. By maintaining a diversified funding mix comprising money market borrowings, core deposits, term loans, zero-coupon bonds, and Bangladesh Bank refinance facilities, NHFPLC was able to maintain its cost of funds at a favorable level.

5) Asset Liability Management (ALM) at NHFPLC

Asset Liability Management involves the identification, evaluation, monitoring, and management of key balance sheet risks. NHFPLC has an approved ALM policy framework designed to effectively address material balance sheet risks and support sound financial management.

The Asset Liability Management Committee (ALCO), comprising members of the Company's senior management, has primary responsibility for ensuring an effective ALM framework and for managing key balance sheet risks.

The key responsibilities of ALCO include:

- Reviewing and formulating pricing strategies for both deposit products and asset products.
- Ensuring a systematic process for monitoring and managing balance sheet risks on a timely basis.
- Proactively reviewing and managing potential liquidity and interest rate risks arising from market movements, regulatory changes, and changes in the economic or political environment.

• Ensuring compliance with Bangladesh Bank regulations relating to statutory obligations and other requirements within the framework of balance sheet risk management.

6) Base Rate System

To promote greater transparency in product pricing and foster healthy competition within the financial sector, Bangladesh Bank has strengthened its policy framework through the introduction of the Base Rate System. The system incorporates the components of lending rates that are common across different categories of borrowers.

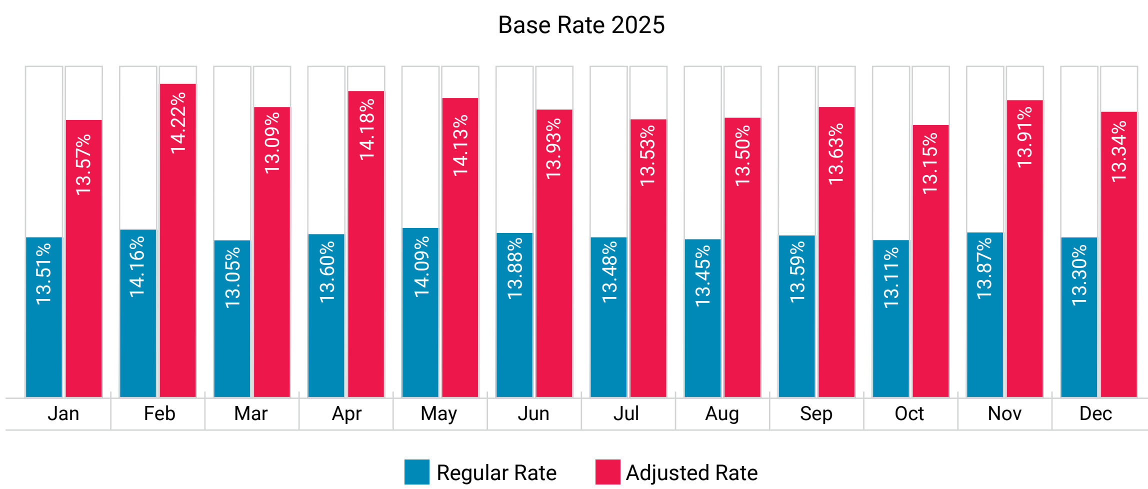
As part of this framework, Bangladesh Bank consolidates and publishes a monthly weighted average Cost of Fund Index (CoFI) on its official website based on data submitted by financial institutions. The CoFI serves as a benchmark reference rate for pricing variable-rate loan products.

Under the Base Rate System, the lending rate applicable to a borrower comprises the Base Rate together with borrower-specific charges, which may include product-specific operating costs, risk premiums, and tenor premiums.

In accordance with the “Guidelines on the Base Rate System for Non-Bank Financial Institutions” (DFIM Circular No. 6, dated August 20, 2013), National Housing Finance PLC reviews its Base Rate on a monthly basis, subject to the approval of ALCO, and presents the revised Base Rate to the Board of Directors on a quarterly basis.

To ensure transparency in the pricing of floating-rate lending products, NHFPLC publishes its monthly Base Rates on its website.

Base Rate Analysis for the year 2025



Our Treasury vision:

The Treasury function continues to evolve in response to changing macroeconomic conditions, regulatory requirements, business dynamics, and cost pressures. Against this backdrop, NHFPLC’s Treasury Division remains focused on strengthening its capabilities and developing a resilient and forward-looking treasury framework.

Key strategic priorities include:

Funding

Developing a robust long-term funding strategy supported by improved forecasting and funding models to ensure sustainable access to diversified and cost-effective sources of funds.

Liquidity Management

Building best-in-class liquidity management capabilities through enhanced stress-testing frameworks, early-warning mechanisms, and comprehensive contingency funding plans.

Capital Management

Developing an optimal capital structure that supports sustainable business growth, maximizes returns to shareholders, and ensures compliance with regulatory and market requirements.

Asset Liability Management (ALM)

Establishing a robust and integrated ALM framework that enables effective monitoring and prudent management of key ALM ratios, liquidity positions, interest rate exposures, and other balance sheet risks.

Through these initiatives, the Treasury Division of National Housing Finance PLC remains committed to its core objective of assuring liquidity, optimizing profitability, and strengthening the Company’s financial resilience.

HORIZONTAL ANALYSIS OF BALANCE SHEET

	2025	2024	2023	2022	2021
Property and Assets					
Cash:					
In hand (including foreign currencies)	-1.20%	-10.92%	-14.00%	-21.47%	100.00%
Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies)	-13.81%	-6.69%	-11.72%	0.75%	100.00%
	-13.80%	**-6.69%**	**-11.72%**	**0.74%**	**100.00%**
Balance with banks and other financial institutions:					
In Bangladesh	-51.07%	-63.78%	10.51%	-64.16%	100.00%
Outside Bangladesh	-	-	-	-	-
	-51.07%	**-63.78%**	**10.51%**	**-64.16%**	**100.00%**
Money at call and on short notice	**-**	**0.00%**	**-**	**-**	**-**
Investments:					
Government	-	-	-	-	-
Others	205.37%	258.89%	255.37%	21.86%	100.00%
	124.60%	**185.92%**	**137.01%**	**79.05%**	**100.00%**
Loans and advances:					
Loans, cash credits, overdrafts etc.	-6.18%	-0.20%	2.79%	3.26%	100.00%
Bills purchased and discounted	-	-	-	-	-
	-6.18%	-0.20%	2.79%	3.26%	100.00%
Fixed assets including premises, furniture and fixtures	-16.08%	-12.69%	-8.40%	-4.31%	100.00%
Other assets	-8.17%	-12.84%	-9.28%	11.76%	100.00%
Non-banking assets					
Total Assets	**-10.54%**	**-6.54%**	**7.80%**	**-3.45%**	**100.00%**
Liabilities and capital					
Liabilities:					
Borrowing from other banks, financial institutions and agents	**41.26%**	**135.19%**	**93.11%**	**143.33%**	**100.00%**
Deposits and other accounts:					
Current accounts and other accounts etc.	-	-	-	-	-
Bills payable	-	-	-	-	-
Savings bank deposits	-64.80%	-56.00%	574.00%	-80.00%	100.00%
Fixed deposits	-18.06%	-16.23%	-15.74%	-11.12%	100.00%
Bearer certificate of deposits	-	-	-	-	-
Other deposits	42.23%	-35.64%	-29.57%	-25.53%	100.00%
	-19.66%	**-17.61%**	**4.70%**	**-13.51%**	**100.00%**
Other liabilities	**28.54%**	**11.62%**	**-2.88%**	**-3.86%**	**100.00%**
Total Liabilities	**-11.98%**	**-6.90%**	**8.61%**	**-4.41%**	**100.00%**
Capital/Shareholders' equity:					
Paid up capital	10.00%	0.00%	0.00%	0.00%	100.00%
Statutory reserve	15.29%	12.27%	12.17%	8.35%	100.00%
Retained earnings	-52.32%	-41.62%	-11.55%	9.17%	100.00%
Total Shareholders' equity	**0.63%**	**-3.73%**	**1.50%**	**4.01%**	**100.00%**
Total liabilities and Shareholders' equity	**-10.54%**	**-6.54%**	**7.80%**	**-3.45%**	**100.00%**

HORIZONTAL ANALYSIS OF PROFIT AND LOSS ACCOUNT

	2025	2024	2023	2022	2021
Interest Income	15.8%	16.9%	-10.2%	-10.1%	100%
Interest paid on deposits, borrowings etc.	60.7%	54.8%	8.7%	-5.6%	100%
Net interest income	**-51.5%**	**-39.9%**	**-38.7%**	**-16.9%**	**100%**
Investment Income	165.6%	93.0%	20.9%	4.1%	100%
Commission, exchange and brokerage	0.0%	0.0%	0.0%	0.0%	0%
Other operating income	-25.2%	-25.6%	-35.2%	0.5%	100%
	128.3%	**69.8%**	**9.9%**	**3.4%**	**100%**
Total operating income	**-31.9%**	**-27.9%**	**-33.4%**	**-14.7%**	**100%**
Salaries and allowances	13.1%	18.3%	16.3%	7.8%	100%
Rent, taxes, insurance, electricity etc.	73.2%	50.3%	33.6%	14.3%	100%
Legal expenses	-100.0%	-100.0%	-100.0%	-100.0%	100%
Postage, stamps, telecommunication etc.	-19.3%	-22.5%	4.6%	-5.6%	100%
Stationery, printing, advertisement etc.	-12.6%	15.5%	14.6%	18.1%	100%
Managing Director's salary and fees	13.6%	6.5%	9.7%	12.6%	100%
Directors' fees and expenses	-51.4%	-30.1%	-7.0%	6.4%	100%
Auditors' fees	18.2%	9.1%	9.1%	9.1%	100%
Charges on loan losses	0.0%	0.0%	0.0%	0.0%	0.0%
Depreciation and repairs to assets	-35.8%	-20.7%	-19.2%	-9.9%	100%
Other expenses	23.2%	26.1%	31.0%	10.7%	100%
Total operating expenses	**10.7%**	**15.5%**	**14.2%**	**7.0%**	**100%**
Profit/ (Loss) before provisions	**-48.2%**	**-44.6%**	**-51.6%**	**-23.0%**	**100%**
Provisions for					
Loans, advances and leases	21.7%	147.1%	26.6%	-133.4%	100%
Diminution in value of investments	-17.9%	-1401.8%	213.4%	-1048.0%	100%
Others	455.0%	106.1%	324.0%	250.0%	100%
Total provisions	**36.4%**	**175.5%**	**32.5%**	**-103.5%**	**100%**
Total profit/(loss) before taxation	**-65.6%**	**-89.9%**	**-69.0%**	**-6.4%**	**100%**
Provisions for taxation					
Current	-72.1%	-83.6%	-75.9%	-24.9%	100%
Deffered	-121.2%	-187.0%	157.2%	-141.5%	100%
	-68.8%	**-76.6%**	**-91.5%**	**-17.0%**	**100%**
Net Profit/(loss) after taxation	**-63.5%**	**-98.9%**	**-53.8%**	**0.7%**	**100%**
Earnings per share	**-66.9%**	**-98.9%**	**-53.8%**	**0.7%**	**100%**

VERTICAL ANALYSIS OF BALANCE SHEET

	2025	2024	2023	2022	2021
Property and Assets					
Cash:					
In hand (including foreign currencies)	0.00%	0.00%	0.00%	0.00%	0.00%
Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies)	1.06%	1.10%	0.90%	1.15%	1.10%
	1.06%	**1.10%**	**0.90%**	**1.15%**	**1.10%**
Balance with banks and other financial institutions:					
In Bangladesh	10.01%	7.09%	18.76%	6.79%	18.30%
Outside Bangladesh	-	-	-	-	-
	10.01%	**7.09%**	**18.76%**	**6.79%**	**18.30%**
Money at call and on short notice Investments:			0.00%	**3.26%**	
Government	5.28%	6.68%	4.38%	4.89%	2.39%
Others	2.69%	3.02%	2.60%	0.99%	0.79%
	7.97%	**9.71%**	**6.98%**	**5.88%**	**3.17%**
Loans and advances:					
Loans, cash credits, overdrafts etc.	76.71%	78.10%	69.74%	78.22%	73.14%
Bills purchased and discounted	-	-	-	-	-
	76.71%	**78.10%**	**69.74%**	**78.22%**	**73.14%**
Fixed assets including premises, furniture and fixtures	**1.53%**	**1.53%**	**1.39%**	**1.62%**	**1.63%**
Other assets	**2.73%**	**2.48%**	**2.24%**	**3.08%**	**2.66%**
Non-banking assets					
Total Assets	**100.00%**	**100.00%**	**100.00%**	**100.00%**	**100.00%**
Liabilities and capital Liabilities:					
Borrowing from other banks, financial institutions and agents	**7.31%**	**11.65%**	**8.29%**	**11.67%**	**4.63%**
Deposits and other accounts:					
Current accounts and other accounts etc.					
Bills payable					
Savings bank deposits	1.03%	1.24%	16.40%	0.54%	2.62%
Fixed deposits	66.88%	65.45%	57.07%	67.22%	73.02%
Bearer certificate of deposits	-	-	-	-	-
Other deposits	0.03%	0.01%	0.01%	0.02%	0.02%
	67.95%	**66.70%**	**73.49%**	**67.78%**	**75.66%**
Other liabilities	**11.86%**	**9.86%**	**7.44%**	**8.22%**	**8.26%**
Total Liabilities	**87.12%**	**88.21%**	**89.22%**	**87.67%**	**88.55%**
Capital/Shareholders' equity:					
Paid up capital	7.55%	6.57%	5.70%	6.36%	6.14%
Statutory reserve	4.26%	3.97%	3.44%	3.71%	3.31%
Retained earnings	1.07%	1.25%	1.64%	2.26%	2.00%
Total Shareholders' equity	**12.88%**	**11.79%**	**10.78%**	**12.33%**	**11.45%**
Total liabilities and Shareholders' equity	**100.00%**	**100.00%**	**100.00%**	**100.00%**	**100.00%**

VERTICAL ANALYSIS OF PROFIT AND LOSS ACCOUNT

	2025	2024	2023	2022	2021
Interest Income	91.18%	93.35%	94.33%	94.66%	95.32%
Interest paid on deposits, borrowings etc.	75.92%	74.15%	68.57%	59.67%	57.19%
Net interest income	**15.26%**	**19.19%**	**25.77%**	**34.99%**	**38.13%**
Investment Income	8.25%	6.08%	5.01%	4.32%	3.76%
Commission, exchange and brokerage	0.00%	0.00%	0.00%	0.00%	0.00%
Other operating income	0.57%	0.57%	0.65%	1.02%	0.92%
	8.82%	**6.65%**	**5.67%**	**5.34%**	**4.68%**
Total operating income	**24.08%**	**25.85%**	**31.43%**	**40.33%**	**42.81%**
Salaries and allowances	7.35%	7.80%	10.08%	9.37%	7.87%
Rent, taxes, insurance, electricity etc.	1.10%	0.97%	1.13%	0.97%	0.77%
Legal expenses	0.00%	0.00%	0.00%	0.00%	0.01%
Postage, stamps, telecommunication etc.	0.11%	0.10%	0.18%	0.17%	0.16%
Stationery, printing, advertisement etc.	0.37%	0.50%	0.65%	0.67%	0.51%
Managing Director's salary and fees	0.34%	0.32%	0.43%	0.45%	0.36%
Directors' fees and expenses	0.04%	0.05%	0.09%	0.10%	0.09%
Auditors' fees	0.02%	0.02%	0.02%	0.02%	0.02%
Charges on loan losses	-	-	-	-	-
Depreciation and repairs to assets	0.62%	0.78%	1.05%	1.17%	1.18%
Other expenses	0.89%	0.93%	1.27%	1.08%	0.88%
Total operating expenses	**10.83%**	**11.47%**	**14.91%**	**14.00%**	**11.85%**
Profit/ (Loss) before provisions	**13.25%**	**14.38%**	**16.52%**	**26.33%**	**30.96%**
Provisions for					
Loans, advances and leases	5.25%	10.82%	7.29%	-1.93%	5.22%
Diminution in value of investments	-0.07%	1.11%	-0.35%	1.06%	-0.10%
Others	0.78%	0.29%	0.80%	0.66%	0.17%
Total provisions	**5.96%**	**12.22%**	**7.73%**	**-0.21%**	**5.29%**
Total profit/(loss) before taxation	**7.28%**	**2.16%**	**8.78%**	**26.54%**	**25.67%**
Provisions for taxation					
Current	-2.53%	-1.51%	-2.92%	-9.12%	-10.98%
Deffered	-0.12%	-0.50%	1.96%	-0.32%	0.69%
	-2.65%	**-2.02%**	**-0.96%**	**-9.44%**	**-10.29%**
Net Profit/(loss) after taxation	**4.63%**	**0.14%**	**7.83%**	**17.10%**	**15.37%**

DISCLOSURES UNDER PILLAR-III MARKET DISCIPLINE

A) Scope of Application

Qualitative Disclosures:

a) These guidelines apply to National Housing Finance PLC.

b) NHFPLC has no subsidiary companies.

c) Not Applicable

Quantitative Disclosures:

Not Applicable

B) Capital Structure:

Qualitative Disclosures:

1. Summary Information on the Terms and Conditions of the Main Features of All Capital Instruments

The principal components of NHFPLC's regulatory capital are classified into Tier 1 and Tier 2 capital in accordance with the applicable regulatory requirements.

Tier 2 Capital includes:

i) General provision up to a limit of 1.25% of Risk Weighted Asset (RWA) for Credit Risk;

ii) All other preference shares.

Conditions for maintaining regulatory capital:

i) The amount of Tier 2 capital will be limited to 100% of the amount of Tier 1 capital.

Quantitative Disclosures:

2. The amount of Tier 1 capital:

Particulars	Amount (BDT in Crore)
Paid-up Capital	128.73
Non-repayable share premium account	-
Statutory reserve	72.68
General reserve & other reserve	-
Retained earning	18.19
Dividend equalization account	-

3. The total amount of Tier 2 capital — Taka 14.27 crore
4. Other deductions from capital — -
5. Total Eligible Capital — Taka 233.88 crore

C) Capital Adequacy

Qualitative Disclosures:

a) Approach to Assessing Capital Adequacy

NHFPLC regularly assesses the adequacy of its capital to support both its current and future business activities, taking into consideration its risk profile, regulatory requirements, business growth, and capital planning.

Risk Weighted Assets (RWA) and Capital Adequacy Ratio (CAR)

NHFPLC has adopted the Standardized Approach for calculating capital requirements for Credit Risk and Market Risk and the Basic Indicator Approach for Operational Risk.

The Company's total Risk-Weighted Assets (RWA) are determined by adding the Risk-Weighted Assets for Credit Risk to the capital charge for Market Risk and Operational Risk multiplied by the reciprocal of the minimum Capital Adequacy Ratio, i.e., 10%. The resulting total RWA is used as the denominator, while Total Eligible Regulatory Capital is used as the numerator to determine the Capital Adequacy Ratio (CAR).

Strategy to achieve the required Capital Adequacy:

NHFPLC undertakes a number of measures at the operational level to maintain an adequate capital position and manage its capital requirements effectively.

Immediate Measures:

- Rigorous monitoring of overdue loans with a view to bringing accounts below 90 days overdue.
- Prioritizing financing for clients having satisfactory credit ratings in accordance with the Company's policies.
- Assessing the incremental impact of capital charges against expected net income from financing before sanctioning proposals, as one of the criteria for financing decisions.
- Utilizing eligible collateral to obtain the benefit of credit risk mitigation against qualifying transactions.
- Increasing the spread on housing loans with a view to enhancing retained earnings.
- Raising fresh capital through the issuance of bonus shares and/or rights shares, as appropriate.
- Encouraging unrated corporate clients to obtain credit ratings from External Credit Assessment Institutions (ECAIs) recognized by Bangladesh Bank.

Quantitative Disclosures:

	Particulars	Amount (BDT in Crore)
a)	Capital requirement for Credit Risk	1,247.82
b)	Capital requirement for Market Risk	30.99
c)	Capital requirement for Operational Risk	75.21
d)	Total and Tier 1 Capital ratio:	
	CAR on Total capital basis (%)	18.74%
	CAR on Tier 1 capital basis (%)	17.60%

D) Credit Risk

Qualitative Disclosures

(a) General Qualitative Disclosure Requirements Relating to Credit Risk

Definitions of past due and impaired (for accounting purposes)

In accordance with Bangladesh Bank's Prudential Guidelines on Capital Adequacy and Market Discipline for Financial Institutions, the unsecured portion of any claim or exposure, other than claims secured by residential property, that remains past due for 90 days or more, net of specific provisions, including partial write-offs, is risk-weighted according to the applicable risk weight for the respective balance sheet exposure.

For the purpose of determining the net exposure of a past-due loan, eligible financial collateral, where applicable, may be considered for Credit Risk Mitigation.

Approaches for Specific and General Provisions

Specific and general provisions are maintained in accordance with the relevant Bangladesh Bank guidelines. For example:

- **0.25%** provision is maintained against SME-Standard loans/leases.
- **1%** provision is maintained against good loans other than SME-Standard loans/leases.
- **5%** provision is maintained against SMA loans/leases.
- **20%** provision is maintained against Sub-Standard loans/leases.
- **50%** provision is maintained against Doubtful loans/leases.
- **100%** provision is maintained against Bad/Loss loans/leases.

The applicable provisions are determined after considering eligible securities and the relevant interest suspense, in accordance with regulatory requirements.

Credit Risk Management Policy

NHFPLC has implemented various measures to identify, assess, monitor, and mitigate credit risk. The following key control measures are in place:

Separate Credit Administration Department

- Reviewing customers' repayment performance before extending financing.
- Conducting annual reviews of clients.
- Maintaining adequate insurance coverage for funded assets.

- Conducting vigorous monitoring and follow-up through the Special Assets Management and Collection Team.
- Ensuring compliance with approved credit policies through the Credit Administration Department.
- Obtaining collateral and conducting appropriate valuation and legal vetting of proposed collateral.
- Obtaining legal opinions from internal and external legal counsel on relevant legal matters.
- Maintaining political neutrality and applying the arm's-length principle in related-party transactions.
- Regularly reviewing market conditions and industry exposures.
- Maintaining sector-wise portfolio limits to ensure adequate diversification of loan assets.

In addition to industry best practices for assessing, identifying, and measuring risks, NHFPLC follows the Guidelines for Managing Core Risks of Financial Institutions issued by Bangladesh Bank under FID Circular No. 10 dated September 18, 2005.

Credit Policy Approved by the Board of Directors

The Board of Directors has approved a comprehensive Credit Policy for the Company. The policy sets out major credit guidelines, growth strategies, exposure limits for specific sectors, products, individual companies and groups, and risk management strategies.

The Credit Policy is reviewed and updated regularly to respond to changes in global, environmental, and domestic economic conditions.

Separate Credit Risk Management and Credit Administration Functions

An independent Credit Risk Management (CRM) Department is in place at NHFPLC to scrutinize projects from a risk-weighted perspective, assist management in maintaining a high-quality credit portfolio, and maximize returns from risk assets.

The research function of CRM regularly reviews market conditions and NHFPLC's exposure to various industrial sub-sectors. The CRM function has been segregated from the Credit Administration Department in accordance with Bangladesh Bank guidelines.

CRM assesses credit risks and recommends appropriate mitigation measures before each credit proposal is recommended for approval, while the Credit Administration Department confirms that adequate security documentation is in place prior to disbursement.

Special Assets Management and Collection Team

A dedicated Law and Recovery Team monitors the performance of loans and advances, identifies early signs of delinquency within the portfolio, and takes corrective measures to mitigate risks, improve asset quality, and ensure timely recovery of loans, including through legal action where necessary.

Independent Internal Control and Compliance Department

NHFPLC has established an Internal Control and Compliance (ICC) Department to ensure compliance with approved lending guidelines, Bangladesh Bank regulations, operational procedures, internal control requirements, and documentation standards.

The ICC Department develops and implements appropriate policies and control measures to identify and mitigate operational and other relevant risks.

Credit Evaluation

To mitigate credit risk, NHFPLC obtains credit reports from the Credit Information Bureau (CIB) of Bangladesh Bank. These reports are reviewed by the Credit Administration Department and Loan Operations Department to assess the client's existing liabilities and repayment behavior.

Based on the information obtained, opinions may also be sought from relevant parties to obtain a better understanding of the client's creditworthiness.

Credit Approval Process

To ensure both efficient service delivery and effective credit risk mitigation, NHFPLC follows a multilayered credit approval process.

The level of approval authority depends on the size and nature of the financing. Smaller loans, which are generally more frequent and comparatively less risky, may be approved at lower sanctioning levels to improve processing efficiency. Larger loans are subject to greater scrutiny because of their comparatively higher associated risk and therefore require approval from higher sanctioning authorities.

Early Warning System

The performance of loans is monitored regularly to identify early warning indicators and address loans and advances showing signs of deterioration. The Early Warning System supports timely corrective action and assists NHFPLC in maintaining the quality of its credit portfolio and protecting stakeholders' interests.

Method Used to Measure Credit Risk
In accordance with Bangladesh Bank directives, NHFPLC applies the Standardized Approach for measuring Credit Risk.

Quantitative Disclosures

(b) Total gross credit risk exposures broken down by major types of credit exposure.

Particulars	Amount (BDT in Crore)
Housing Loan	1,254.32
Loan against fixed deposit	4.10
Staff Loan	3.11
SME Loan	33.56
Lease/Term Loan	12.77
Others	-
Total	**1,307.86**

(c) Geographical distribution of exposures, broken down in significant areas by major types of credit exposure.

Area	Amount (BDT in Crore)
Dhaka	1,018.57
Chattogram	108.99
Rajshahi	121.32
Khulna	2.34
Rangpur	**56.64**
Total	**1,307.86**

(d) Industry or counterparty type distribution of exposures, broken down by major types of credit exposure.

Sector	Amount (BDT in Crore)
Real Estate and Housing	1,253.03
RMG	0.58
Paper, Printing and Packaging	0.41
Pharmaceuticals and Chemicals	0.96
Textile & Industry	0.05
Food and Allied Products	1.01
Transport & Communication	0.78
Electronics and Electrical Products	0.55
Ship Manufacturing Industry	2.48
Agriculture & Chemicals	16.02
Plastic Industry	0.35
Others	31.64
Total	**1,307.86**

(e) Residual contractual maturity breakdown of the whole portfolio, broken down by major types of credit exposure.

Particulars	Amount (BDT in Crore)
Repayable on demand	19.43
Not more than 3 months	1.86
Over 3 months but not more than 1 year	13.44
Over 1 year but not more than 5 years	327.83
Over 5 years	945.30
Total	**1,307.86**

(f) By major industry or counter party type:

i) Amount of impaired loans and if available, past due loans, provided separately

Particulars	Amount (BDT in Crore)
Loan up to 5 years	362.56
Loan over 5 years	945.30
Total	**1,307.86**

ii) Specific and general provision

Specific and general provisions have been maintained against the classified and unclassified loans and advances of NHFPLC in accordance with applicable regulatory requirements.

Particulars	Amount (BDT in Crore)
Provision on classified loans and advances	29.87
Provision on unclassified loans and advances	20.26
Total	**50.13**

(iii) Charges for specific allowances and charge- offs during the year.

During the year, specific and general provisions were made against the classified and unclassified loans and advances of NHFPLC.

Particulars	Amount (BDT in Crore)
Provision on classified loans and advances	3.18
Provision on unclassified loans and advances	7.63
Total	**10.81**

(g) **Gross Non Performing Assets (NPA) (Amount in crore) Taka 129.27 crore**

Non-Performing Assets (NPAs) to outstanding Loans and Advances 9.88%

Movement of Non-Performing Assets (NPAs)

Particulars	Amount (BDT in Crore)
Opening Balance	159.44
Additions	16.03
Reductions	(46.20)
Closing Balance	**129.27**

Movement of Specific Provisions of Non-Performing Assets (NPAs)

Particulars	Amount (BDT in Crore)
Opening Balance	32.77
Provisions made during the period	7.78
Write-off	(8.02)
Written-back of excess provisions	(2.65)
Closing Balance	**29.88**

E) Equities: Banking book positions

a) General Qualitative Disclosure Requirements Relating to Equity Risk

Differentiation of Equity Holdings

Equity holdings are assessed based on their investment objectives, including capital appreciation, relationship purposes, and strategic considerations.

Valuation and Accounting Policies

Quoted shares are valued at cost. Where the cost of a particular quoted share exceeds its market value, appropriate provisions are maintained in accordance with the applicable regulatory requirements.

Unquoted shares are valued at cost or book value, based on the latest audited financial statements, as applicable.

Quantitative Disclosures

b) Investment Values Disclosed in the Balance Sheet and Fair Values

Particulars	Amount (BDT in Crore)
Quoted shares (Market price)	15.50
Quoted shares (Cost Price)	20.73
Unquoted shares	**2.50**

Break up of Total Investment

Particulars	Amount (BDT in Crore)
Government securities	59.98
Non marketable securities	-
Preference share	-
Investment in share (lock-in)	-
Marketable Securities	20.73
Commercial paper	-

c) Cumulative Realized Gains/(Losses)

Particulars	Amount (BDT in Crore)
Cumulative realized gain/(loss)	(0.05)

d) Unrealized Gains/(Losses)

Particulars	Amount (BDT in Crore)
Total unrealized gains(Losses)	(5.24)
Total latent revaluation gains (Losses)	-
Any amounts of the above included in Tier 2 Capital	-

e) Capital Requirements for Equity Investments

Specific Risk: The market value of investments in equities is BDT 15.50 crore. The capital requirement is 10% of the said value, amounting to BDT 1.55 crore.

General Risk: The market value of investments in equities is BDT 15.50 crore. The capital requirement is 10% of the said value, amounting to BDT 1.55 crore.

F) Interest rate in the banking book

Qualitative Disclosures

Nature of Interest Rate Risk and Key Assumptions

Interest rate risk in the banking book arises from mismatches between the future yield on assets and the cost of funding.

The Asset Liability Committee (ALCO) monitors movements in interest rates on a regular basis.

NHFPLC measures interest rate risk by calculating the Duration Gap. A positive Duration Gap may adversely affect the Company's profitability when interest rates increase, whereas a negative Duration Gap may increase profitability when interest rates decline.

Qualitative Disclosures

The increase (decline) in earnings or economic value (or relevant measure used by management) for upward and downward rate shocks according to management's method for measuring interest rate risk broken down by currency (as relevant).

Interest Rate Risk-Increase in Interest Rate: (BDT in Crore) Where applicable

Particulars	Maturity wise distribution of Assets-liabilities				
	1 to 30/31 day (one month)	Over 1 month to 2 months	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 month to 1 year
A. Total Rate Sensitive Liabilities (A)	68.51	73.92	71.32	119.16	224.16
B. Total Rate Sensitive Assets (B)	55.98	83.39	81.01	127.51	238.39
C. Mismatch	-12.53	9.47	9.69	8.36	14.23
D. Cumulative Mismatch	-12.53	-3.06	6.63	14.99	29.22
E. Mismatch (%)	-18.29%	12.81%	13.59%	7.01%	6.35%

Interest rate risk

Magnitude of Shock	Minor	Moderate	Major
	2%	4%	6%
Change in the Value of Bond Portfolio (BDT in Crore)	0.00	0.00	0.00
Net Interest Income (BDT in Crore)	0.58	1.17	1.75
Revised Regulatory Capital (BDT in Crore)	234.46	235.05	235.63
Risk Weighted Assets (BDT in Crore)	1247.82	1247.82	1247.82
Revised CAR (%)	18.79%	18.84%	18.88%

G) Market risk

Qualitative Disclosures

Views of the Board of Directors on Trading and Investment Activities

All policies and guidelines relating to Market Risk are duly approved by the Board of Directors. The Board establishes appropriate limits and regularly reviews compliance with those limits with the objective of mitigating Market Risk.

Methods Used to Measure Market Risk

Market Risk is the risk of loss arising from adverse movements in market variables, including interest rates, exchange rates, and security prices, affecting both on-balance-sheet and off-balance-sheet positions.

For the purpose of calculating market risk for the trading book, NHFPLC applies the Standardized (Rule-Based) Approach.

Capital charges for interest rate risk and foreign exchange risk are not applicable to the Company where there are no relevant balance sheet positions.

Market Risk Management System

NHFPLC has established a Market Risk Management framework covering areas such as long-term and short-term funding, liquidity contingency planning, and compliance with applicable regulatory requirements.

The Treasury Division manages Market Risk with the support of the Asset Liability Management Committee (ALCO) and the Asset Liability Management (ALM) Desk through the following measures:

Interest Risk Management

The Treasury Division reviews the potential impact of changes in market interest rates on the Company's income. In the normal course of business, NHFPLC seeks to minimize mismatches between the duration of interest-rate-sensitive assets and liabilities.

Effective Interest Rate Risk Management is carried out through:

Market analysis

The Treasury Division regularly reviews market developments and movements in interest rates. Interest rate mismatch risk is monitored from both an economic value perspective and an earnings perspective.

GAP analysis

ALCO has established guidelines in line with Bangladesh Bank's policies for managing assets and liabilities and for maintaining interest rate risk within acceptable levels.

During its regular meetings, ALCO analyzes interest rate sensitivity by calculating the GAP, i.e., the difference between Rate-Sensitive Assets and Rate-Sensitive Liabilities, and takes appropriate decisions to increase or reduce the GAP based on prevailing market conditions.

Continuous Monitoring

The Company's Treasury Division manages and controls day-to-day treasury activities under the supervision of ALCO, ensuring continuous monitoring of the level of risks assumed.

Equity Risk Management

Equity Risk is the risk of loss arising from adverse changes in the market prices of equities held by the Company.

NHFPLC manages Equity Risk primarily through portfolio diversification in accordance with the Company's investment policy.

Quantitative Disclosures

The capital requirements for Market Risk:

Interest rate risk	Amount (BDT in Crore)
Interest rate risk	-
Equity position risk	3.10
Foreign Exchange Position and Commodity risk (If any)	-

H) Operational Risk:

Qualitative disclosure:

Views of the Board on the System for Reducing Operational Risk

All policies and guidelines relating to internal control and compliance are duly approved by the Board of Directors.

The Board delegates appropriate authority to the Executive Committee and Management Committee members in accordance with the Company's Delegation of Authority policy.

The Audit Committee of the Board directly oversees internal control and compliance activities in accordance with applicable corporate governance guidelines.

Performance Gap of Executives and Employees

NHFPLC's recruitment strategy focuses on attracting and retaining suitable employees at all levels of the organization. The recruitment and selection process is based on the requirements of each position, both current and future, and considers the ability and potential of individual candidates.

Qualification, skills, and competencies form the basis for developing and nurturing talent. The Company seeks to provide appropriate job responsibilities and a positive working environment that encourage employee engagement and participation.

Based on the Company's assessment, there is no significant performance gap among executives and employees of NHFPLC at the time of reporting.

Potential external events

No significant potential external event has been identified at the time of reporting that is expected to give rise to material operational risk for NHFPLC.

Policies and Procedures for Mitigating Operational Risk

NHFPLC has established an Internal Control and Compliance (ICC) Department to address operational risk and develop and implement appropriate risk mitigation policies and procedures.

The ICC Department assesses operational risk across the Company and ensures that an appropriate framework is maintained for identifying, assessing, monitoring, and managing operational risk.

Approach for Calculating Capital Charge for Operational Risk

Operational Risk is defined as the risk of loss resulting from inadequate or failed internal processes, people, and systems, or from external events.

NHFPLC applies the Basic Indicator Approach for calculating the capital charge for Operational Risk. Under this approach, the capital charge is calculated at 15% of the average positive annual gross income of the Company over the preceding three years, in accordance with applicable regulatory requirements.

Quantitative Disclosures:

Capital requirement for operational risk:

Particulars	Amount (BDT in Crore)
Capital requirement for operational risk:	7.52

SHARI'AH BASED ISLAMIC WING OPERATION OF NATIONAL HOUSING FINANCE PLC

All the praises belong to Almighty Allah the beneficent the merciful.

National Housing Finance PLC got license from Bangladesh Bank on March, 24, 2024 for operating Shariah Based Islamic Banking and has started it's Islamic banking operation from April 8, 2024. First investment was disbursed in Sep, 2024.

National Housing Finance PLC operates it's business following Islamic Shariah. A Shariah Supervisory Committee containing famous banker, Islamic scholar and legal persons look over the overall operations. In NHFPLC profit sharing ratio is depositors: company=65:35 in minimum.

A dedicated experienced Islamic bankers have been appointed at Head Office level to operate the Business. NHFPLC has started Islamic banking operation from its all branches and Sales Centers. We are receiving good response from the Shari'ah sensitive clients of both investment and liability parts.

At the end of the year of 2025 our position was as under:

- Deposit collection: 248.20 million
- Investment: 242.02 million
- Operational profit: 6.02 million

Liability and Asset Products of National Housing Finance PLC are as followed:

Liability Products	Asset Products
Mudaraba Term Deposit	HPSM House/Apartment Purchase
Mudaraba Senior Citizen Term Deposit	HPSM House Building project
Mudaraba Monthly/Quarterly/Half-Yearly Deposit	HPSM House Renovation project
Mudaraba Probable Double Deposit	HPSM Commercial Space/Chamber Purchase project
Mudaraba Housing Savings Scheme	HPSM Car/Machinary Investment project
Mudaraba Mohila Savings Scheme	
Mudaraba Pension Deposit Scheme	
Mudaraba Hajj Savings Scheme	
Mudaraba Probable Millionaire Scheme	
Mudaraba Probable Kotipoti Scheme	

Shari'ah Supervisory Committee

NHFPLC has a prominent Shari'ah Supervisory Committee consisting experienced, nationwide famous banker, lawyer and Shari'ah experts. Shari'ah Supervisory Committee looks after the day to day business of the Islamic banking operation. The Shari'ah Supervisory Committee provides suggestions, conducts regular audit and examine the financials of Islamic banking operation.

Members of the SSC are as under:

Serial	Name	Position
1.	Janab Fariduddin Ahmed	Chairman
2.	Janab Mufti Shahed Rahmani	Member Secretary
3.	Janab Shah Muhammad Wali Ullah	Member
4.	Janab Barrister Md. Mahfuzur Rahman	Member
5.	Janab Mohammad Shamsul Islam	Ex-Officio

National Housing Finance PLC Islamic Banking has been contributing to the housing sector of the nation since it's inception. Our Shariah based operation is getting gradual positive response from the valued clients. As such our business as well as profit has been increased in the year 2025.

We are performing training program for the employees to make them familiar with Islamic Banking operations. The company aims to convert its full operation into Shari'ah based banking in coming future. We are looking forward for a bright future in our Islamic banking operation.

DECLARATION BY MD & CFO REGARDING FINANCIAL STATEMENT

(as per Annexure-A & condition No. 1(5)(xxvi)]

23 July 2026

The Board of Directors
National Housing Finance PLC
Concord Baksh Tower (7th Floor), Plot: 11-A,
Road: 48, Block: CWN(A), Gulshan-2, Dhaka-1212,

Subject: Declaration on Financial Statements for the year ended on 31st December 2025

Dear Sirs,

Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03.06.2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

(1) The Financial Statements of National Housing Finance PLC for the year ended on 31st December, 2025 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;

(2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;

(3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;

(4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;

(5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and

(6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that: ___

(i) We have reviewed the financial statements for the year ended on 31st December, 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,

(Mohammad Shamsul Islam)
Managing Director
Date: 23.06.2026

(Sayed Ahmed FCMA)
Chief Financial Officer
Date: 23.06.2026

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Renewed Certificate

This is to certify that

NATIONAL HOUSING FINANCE PLC.

is an Ordinary Member of Bangladesh Association of Publicly Listed Companies and is entitled to all the rights and privileges appertaining thereto.

This certificate remains current until 31st December, **2026**

Ref. No: **CM-2026/183**

Date of issue : **April 21, 2026**

BAPLC

Secretary General

AUDITOR'S REPORT

Independent Auditor's Report
To the Shareholders of
National Housing Finance PLC
Report on the Audit of Financial Statements

Opinion

We have audited the financial statements of National Housing Finance PLC which comprise the statement of financial position as at 31 December 2025 and the statement of profit or loss and other comprehensive income, the statement of changes in Shareholders' equity and the statement of cash flow statement for the year then ended, and notes to the financial statements including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in the material respects, financial position of National Housing Finance PLC as at 31 December 2025 and of its financial performance for the year then ended in accordance with International Accounting Standards (IAS), International Financial Reporting Standards (IFRSs) as explained in Note-2 and comply with the Finance Company Act, 2023, the Rules and Regulations issued by Bangladesh Bank, the Companies Act,1994 and other applicable Laws and Regulations.

Basis for Opinion

We conducted our audit in accordance with the 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), Bangladesh Securities and Exchange Commission (BSEC) and Bangladesh Bank, and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and the Institute of Chartered Accountants of Bangladesh (ICAB) By Laws. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

We have fulfilled the responsibilities described in the auditor's responsibilities for the audit of the financial statements of our report, including in relation to these matters.

Description of key matters	Our response to key audit matters
Measurement of provision for loans, advances, and leases	
The process for estimating the provision for loans, advances and leases portfolio associated with credit risk is significant and complex. For the individual analysis for large exposure, provision calculation considers the estimates of future business performance and the market value of collateral provided for credit transactions. For the collective analysis of exposure on portfolio basis, provision calculation and reporting are manually processed that deals with voluminous, databases, assumptions, and estimates. At year end 2025 the reported total gross loans and advanced amounting to BDT 13,078,600,932 (2024: amounting to BDT 13,912,106,800) and provision for loans and advances maintained was BDT 501,349,313(2024: amounting to BDT 453,945,593).	We tested the design and operating effectiveness of key controls focusing on the following: • Tested the Credit appraisal, loan disbursement procedures, monitoring and provisioning process. • Identification of loss events, including early warning and default warning indicators. • Reviewed Classification of Loans (CL); Our substantive procedures in relation to the provision for loans and advances portfolio comprised the following. • Reviewed the adequacy of the general and specific provisions in line with related Bangladesh Bank guidelines. • Assessed the methodologies on which the provision amounts are based, recalculated the provisions, and tested the completeness and accuracy of the underlying information. • Assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines. • Finally compared the amount of loan provision and loan classification disclosed in the financial statements with the quick summary report prepared by Bangladesh Bank.
See note no 8 & 14.01 ,14.02 to the financial statements	

Legal and regulatory matters	
We focused on this area because the company operates in a legal and regulatory environment that is exposed to significant litigation and similar risks arising from disputes and regulatory proceeding such matters are subject to many uncertainties and the outcome may be difficult to predict. These uncertainties inherently affect the amount and timing of potential outflows with respect to the provisions which have been established and others contingent liabilities. Overall, the legal provisions represent the company's best estimate for existing legal matters that have a probable and estimable impact on the company's financial position.	We obtained an understanding, evaluated the design and tested the operational effectiveness of the company's key controls over the legal provision and contingencies process. We enquired to those charged with governance to obtain their view on the status of all significant litigation and regulatory matters. We assessed the methodologies on which the provision amounts are based, recalculated the provisions, and tested the completeness and accuracy of the underlying information. We also assessed the company's provisions and contingent liabilities disclosure.
IT systems and controls	
Our audit procedures have a focus on IT systems and controls due to the pervasive nature and complexity of the IT environment; the large volume of transactions processed in numerous locations daily and the reliance on automated and IT dependent manual controls.	We tested the design and operating effectiveness of the Company's IT access controls over the information systems that are critical to financial reporting. We tested IT general controls (logical access, changes management and aspects of IT operational controls). This included testing that requests for access to systems were appropriately reviewed and authorized. We tested the Company's periodic review of access rights and reviewed requests of changes to systems for appropriate approval and authorization. We considered the control environment relating to various interfaces, configuration and other application layer controls identified as key to our audit.

Reporting on 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 Annual Report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available 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, on the other information obtained prior to the date of this audit report, 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 Financial Statements and Internal Controls

Management is responsible for the preparation and fair presentation of the financial statements of the Companying accordance with IFRSs as explained in Note 2, and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Financial Statement

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

We also provide those charged with governance with a statement that we have completed with relevant ethical requirements regarding independence and to communicate with them all relationships and 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 statement of our current period and are therefore the key audit matters, We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994, the Securities and Exchange Rules 1987, the Finance Company Act, 2023 and the rules and regulations issued by Bangladesh Bank, 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 purpose of our audit and made due verification thereof;

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

c) The consolidated balance sheet, consolidated profit and loss account, consolidated cash flow statement, consolidated statement of changes in shareholders' equity and together with the annexed notes dealt with by the report are in agreement with the books of account and returns;

d) The financial statement of the Company has been drawn up in conformity with the Finance Company Act, 2023 expect the liquidity statement and in accordance with the accounting rules and regulations which were issued by Bangladesh Bank to the extent applicable to the Company;

e) Adequate provisions have been made for loans, advances, leases, investment and other assets which are, in our opinion, doubtful of recovery and Bangladesh Bank's instructions in this regard have been followed properly;

f) The financial statements of the Company conform to the prescribed standards set in the accounting regulations which were issued by Bangladesh Bank after consultation with the professional accounting bodies of Bangladesh;

g) The records and statements which were submitted by the branches have been properly maintained and recorded in the financial statements;

h) Statements sent to Bangladesh Bank have been checked on sample basis and no inaccuracy has come to our attention;

i) Nothing has come to our attention that the Company has adopted any unethical means i.e., 'window dressing 'to inflate the profit and mismatch between the maturity of assets and liabilities;

j) Proper measures have been taken to eliminate the irregularities mentioned in the inspection report of Bangladesh Bank and the instructions which were issued by Bangladesh Bank and other regulatory authorities have been complied properly as disclosed to us by management;

k) Based on our work as mentioned above under the auditor's responsibility section, the internal control and the compliance of the Company is satisfactory, and effective measures have been taken to prevent possible material fraud, forgery and internal policies are being followed appropriately;

l) We have reviewed over 80% of the risk weighted assets of the Company and we have spent around 1380 person hours for the audit of the books and accounts of the Company;

m) The Company has complied with relevant instructions which were issued by Bangladesh Bank relevant to classification, provisioning, and calculation of interest suspense;

n) the Company has complied with Finance Company Act, 2023 in preparing these financial statements; and

o) All other issues which in our opinion are important for the stakeholders of the Company have been adequately disclosed in the audit report.

Place: Dhaka
Dated: 24 June 2026

Harun Ur-Rashid FCA
Managing Partner, Enrolment No.312
Zoha Zaman Kabir Rashid & Co.
Chartered Accountants
DVC No.:2606240312AS257431

AUDITED FINANCIAL STATEMENTS

National Housing Finance PLC.

Statement of Financial Position

As at December 31, 2025

Particulars	Note	Amount in Taka	
		31-Dec-25	31-Dec-24
Property and Assets			
Cash:	4.00		
In hand (including foreign currencies)		39,873	35,951
Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies)		180,451,339	195,359,894
		180,491,212	**195,395,845**
Balance with banks and other financial institutions:	5.00		
In Bangladesh		1,706,184,919	1,263,175,899
Outside Bangladesh		-	-
		1,706,184,919	**1,263,175,899**
Money at call and on short notice	6.00	**-**	**-**
Investments:	7.00		
Government		899,845,052	1,190,313,152
Others		458,321,696	538,644,847
		1,358,166,748	**1,728,957,998**
Loans and advances:	8.00		
Loans, cash credits, overdrafts etc.		13,078,600,932	13,912,106,800
Bills purchased and discounted		-	-
		13,078,600,932	**13,912,106,800**
Fixed assets including premises, furniture and fixtures	9.00	**261,466,012**	**272,012,625**
Other assets	10.00	**465,605,600**	**441,900,185**
Non-banking assets	11.00	**-**	**-**
Total Assets		**17,050,515,424**	**17,813,549,353**
Liabilities and capital			
Liabilities:			
Borrowing from other banks, financial institutions and agents	12.00	**1,246,192,062**	**2,074,795,568**
Deposits and other accounts:	13.00		
Current accounts and other accounts etc.		-	-
Bills payable		-	-
Savings bank deposits		176,000,000	220,000,000
Fixed deposits		11,403,865,054	11,658,859,184
Bearer certificate of deposits		-	-
Other deposits		5,452,938	2,467,438
		11,585,317,992	**11,881,326,622**
Other liabilities	14.00	**2,022,925,745**	**1,756,611,818**
Total Liabilities		**14,854,435,799**	**15,712,734,008**
Capital/Shareholders' equity:			
Paid up capital	15.02	1,287,343,200	1,170,312,000
Statutory reserve	16.00	726,831,263	707,778,407
Retained earnings	17.00	181,905,162	222,724,937
Other reserves		-	-
Total Shareholders' equity		**2,196,079,625**	**2,100,815,344**
Total liabilities and Shareholders' equity		**17,050,515,424**	**17,813,549,353**

Particulars	Note	Amount in Taka	
		31-Dec-25	31-Dec-24
Off-Balance Sheet Items			
Contingent Liabilities:		-	-
Acceptances and endorsements		-	-
Letters of guarantee		-	-
Irrevocable letters of credit		-	-
Bills for collection		-	-
Other contingent liabilities		-	-
Other Commitments:			
Documentary credits and short term trade related transactions		-	-
Forward assets purchased and forward deposits placed		-	-
Undrawn note issuance and revolving underwriting facilities		-	-
Un-disbursed contracted loans and leases	41.00	610,527,670	583,449,383
Undrawn formal standby facilities, credit lines and other commitments		-	-
		610,527,670	**583,449,383**
Total Off-Balance Sheet Items including contingent liabilities		**610,527,670**	**583,449,383**
Net Asset Value (NAV) per share	42.00	**17.06**	**16.32**

Annexed notes form an integral part of these financial statements

Mohammad Shamsul Islam	**Mahmuda Begum**	**Md. Mohsin Hassan, FCMA**	**Dr. Khondaker Showkat Hossain**
Managing Director	Independent Director	Director	Chairman

Signed as per our report on same date

Harun-Ur-Rashid FCA
Managing Partner, Enrolment No.312
Zoha Zaman Kabir Rashid & Co.
Chartered Accountants
DVC No.: 2606240312AS257431

Place: Dhaka
Dated: 24 June 2026

National Housing Finance PLC.
Statement of Profit or Loss and other Comprehensive Income
For the year ended December 31, 2025

Particulars	Note	Amount in Taka	
		31-Dec-25	31-Dec-24
Interest Income	19.00	1,876,416,801	1,893,562,084
Interest paid on deposits, borrowings etc.	20.00	1,562,365,187	1,504,232,892
Net interest income		**314,051,614**	**389,329,192**
Investment Income	21.00	169,799,775	123,387,539
Commission, exchange and brokerage	22.00	1,500	2,000
Other operating income	23.00	11,638,479	11,578,667
		181,439,754	**134,968,206**
Total operating income		**495,491,368**	**524,297,399**
Salaries and allowances	24.02	151,167,162	158,175,642
Rent, taxes, insurance, electricity etc.	24.03	22,674,193	19,668,604
Legal expenses	24.04	-	-
Postage, stamps, telecommunication etc.	25.00	2,186,012	2,100,784
Stationery, printing, advertisement etc.	26.00	7,614,917	10,062,418
Managing Director's salary and fees	27.00	6,915,500	6,486,807
Directors' fees and expenses	24.01	736,000	1,058,200
Auditors' fees	28.00	373,750	345,000
Charges on loan losses		-	-
Depreciation and repairs to assets	29.00	12,838,719	15,857,902
Other expenses	30.00	18,412,548	18,846,734
Total operating expenses		**222,918,801**	**232,602,091**
Profit/ (Loss) before provisions		**272,572,567**	**291,695,308**
Provisions for			
Loans, advances and leases	31.00	108,069,749	219,390,615
Diminution in value of investments	31.01	(1,417,859)	22,489,712
Others	31.02	16,052,215	5,960,800
Total provisions		**122,704,105**	**247,841,127**
Total profit/(loss) before taxation		**149,868,462**	**43,854,181**
Provisions for taxation			
Current	14.08	(52,116,094)	(30,697,133)
Deffered	10.03	(2,488,087)	(10,224,378)
		(54,604,181)	**(40,921,510)**
Net Profit/(loss) after taxation		**95,264,281**	**2,932,670**
Appropriations:			
Statutory reserve	16.00	19,052,856	586,534
General reserve		-	-
Dividend etc.		-	-
		19,052,856	**586,534**
Retained surplus		**76,211,425**	**2,346,136**
Earnings per share	32.00	0.74	0.02

Annexed notes form an integral part of these financial statements

Mohammad Shamsul Islam
Managing Director

Mahmuda Begum
Independent Director

Md. Mohsin Hassan, FCMA
Director

Dr. Khondaker Showkat Hossain
Chairman

Signed as per our report on same date

Place: Dhaka
Dated: 24 June 2026

Harun-Ur-Rashid FCA
Managing Partner, Enrolment No.312
Zoha Zaman Kabir Rashid & Co.
Chartered Accountants
DVC No.: 2506300312AS726726

National Housing Finance PLC.
Statement of Cash Flow
For the year ended December 31, 2025

	Particulars	Amount in Taka	
		31-Dec-25	31-Dec-24
A.	**Cash flows from operating activities**		
	Interest receipts in cash	1,881,814,106	1,873,942,219
	Interest payments	(1,499,393,748)	(1,361,827,773)
	Dividend receipts	8,355,638	8,360,223
	Fees and commissions receipts in cash	1,500	2,000
	Recoveries on loans previously written off	(19,549,570)	(2,013,000)
	Cash payments to employees	(130,235,281)	(128,958,614)
	Cash payments to suppliers	(10,553,685)	(12,721,692)
	Income taxes paid	(49,231,867)	(98,280,792)
	Income received from Investments	140,748,262	90,201,320
	Receipts from other operating activities	6,408,798	11,087,680
	Payments for other operating activities	(35,628,393)	(35,461,021)
	Cash generated from operating activities before changes in operating assets and liabilities	**292,735,761**	**344,330,550**
	Increase/(decrease) in operating assets and liabilities:		
	Statutory deposits	-	-
	Purchase/sale of trading securities	-	-
	Loans, advances and leases to the client	753,290,268	282,688,830
	Other assets	(55,321,759)	(24,110,862)
	Term deposits	(298,994,130)	(3,217,333,699)
	Other deposits	2,985,500	(232,690)
	Trading liabilities	-	-
	Other liabilities	192,760,353	78,225,021
		594,720,232	**(2,880,763,400)**
	Net cash flow from operating activities	**887,455,993**	**(2,536,432,850)**
B.	**Cash flows from investing activities**		
	Proceeds from sale of securities		
	Payments for purchase of securities	80,323,151	(5,288,289)
	Purchase /sale of property, plant & equipment	290,468,100	(290,468,100)
	Purchase /sale of subsidiary	(1,539,350)	(1,940,661)
	Net cash from investing activities	-	-
C.	**Cash flows from financing activities**	**369,251,901**	**(297,697,050)**
	Receipts from issue of loan capital & debt securities	-	-
	Payments for redemption of loan capital & debt securities	-	-
	Receipt from ordinary shares	-	-
	Loan from banks	(828,603,506)	371,227,511
	Dividend paid	-	(117,031,200)
	Net cash from financing activities	**(828,603,506)**	**254,196,311**
D.	**Net increase/(decrease) in cash**	**428,104,387**	**(2,579,933,589)**
E.	**Effects of exchange rate changes on cash and cash equivalent**	**-**	**-**
F.	**Cash and cash equivalent at beginning of the year**	1,458,571,744	4,038,505,333
G.	**Cash and cash equivalent at end of the year**	**1,886,676,132**	**1,458,571,744**
	Cash and cash equivalent at end of the year		
	Cash in hand (including foreign currencies)	39,873	35,951
	Balance with Bangladesh Bank and its agent bank(s) (including foreign currency)	180,451,339	195,359,894
	Balance with banks and other financial institutions	1,706,184,919	1,263,175,899
	Money at call and on short notice	-	-
		1,886,676,132	**1,458,571,744**
	Net Operating Cash Flow Per Share (NOCFPS) (Note- 42.01)	**6.89**	**(19.70)**

Annexed notes form an integral part of these financial statements

Mohammad Shamsul Islam
Managing Director

Mahmuda Begum
Independent Director

Md. Mohsin Hassan, FCMA
Director

Dr. Khondaker Showkat Hossai
Chairman

Place: Dhaka
Dated: 24 June 2026

Harun-Ur-Rashid FCA
Managing Partner, Enrolment No.312
Zoha Zaman Kabir Rashid & Co.
Chartered Accountants

National Housing Finance PLC.

Statement of Changes in Equity
For the year ended December 31, 2025

Figures in Taka

Particulars	Paid-up Capital	Statutory Reserve	General Reserve	Revaluation reserve on Govt. Securities	Retained Earnings	Total
Balance as at January 01, 2025	1,170,312,000	707,778,407	-	-	222,724,937	2,100,815,344
Changes in accounting policy	-	-			-	-
Restated balance	1,170,312,000	707,778,407		-	222,724,937	2,100,815,344
Surplus/deficit on account of revaluation of properties	-	-	-	-	-	-
Surplus/deficit on account of revaluation of Investments	-	-	-	-	-	-
Currency transaction differences	-	-	-	-	-	-
Net gain/loss not recognized in the income statement	-	-	-	-	-	-
Net profit for the year	-	-	-	-	95,264,281	95,264,281
Dividends	-	-	-	-	-	-
Issue of Bonus share	117,031,200	-	-	-	(117,031,200)	-
Transfer to statutory reserve	-	19,052,856	-	-	(19,052,856)	-
Balance as at December 31, 2025	**1,287,343,200**	**726,831,263**	**-**	**-**	**181,905,162**	**2,196,079,625**

Annexed notes form an integral part of these financial statements

Mohammad Shamsul Islam
Managing Director

Mahmuda Begum
Independent Director

Md. Mohsin Hassan, FCMA
Director

Dr. Khondaker Showkat Hossain
Chairman

Place: Dhaka
Dated: 24 June 2026

National Housing Finance PLC.
Liquidity Statement
(Maturity Analysis of Assets & Liabilities)
As at December 31, 2025

Figures in Taka

Particulars	Up to 1 month	1-3 months	3-12 months	1-5 years	Above 5 years	Total
Asset						
Cash in hand	39,873	-	-	-	-	39,873
Balance with Bangladesh Bank and its agents	180,451,339	-	-	-	-	180,451,339
Balance with other banks and FIs	513,684,919	-	1,192,500,000	-	-	1,706,184,919
Investments	207,321,696	-	251,000,000	899,845,052	-	1,358,166,748
Money at call and on short notice	-	-	-	-	-	-
Loans, advances and leases	212,840,230	18,640,600	115,750,813	3,278,320,546	9,453,048,742	13,078,600,932
Fixed assets including premises, furnitures and fixtures	-	-	-	-	261,466,012	261,466,012
Other assets	149,394,739	-	315,538,861	-	672,000	465,605,600
Non-financial institution assets	-	-	-	-	-	-
Total Asset	**1,263,732,798**	**18,640,600**	**1,874,789,674**	**4,178,165,598**	**9,715,186,754**	**17,050,515,424**
Liabilities						
Borrowing from banks, other financial institutions and agents	580,506,398	-	-	176,825,000	488,860,664	1,246,192,062
Deposits and other accounts	456,634,227	-	10,288,135,719	826,564,578	13,983,468	11,585,317,992
Provision & other liabilities	673,880,774	20,387,915	228,847,339	1,098,873,931	935,785	2,022,925,745
Total Liabilities	**1,711,021,399**	**20,387,915**	**10,516,983,058**	**2,102,263,509**	**503,779,917**	**14,854,435,798**
Net Liquidity Gap	**(447,288,601)**	**(1,747,315)**	**(8,642,193,384)**	**2,075,902,088**	**9,211,406,837**	**2,196,079,625**

Net result of the liquidity statement represents the "Shareholders' Equity" of NHFPLC.

Annexed notes form an integral part of these financial statements

Mohammad Shamsul Islam	**Mahmuda Begum**	**Md. Mohsin Hassan, FCA**	**Dr. Khondaker Showkat Hossain**
Managing Director	Independent Director	Director	Chairman

1.00 Company and its activities

1.01 Legal status and nature of the company

National Housing Finance PLC (NHFPLC) was incorporated on August 18, 1998 as a public limited company under the Companies Act 1994, obtaining license from Bangladesh Bank under the Financial Institutions Act 1993 on December 29, 1998. The main objectives of the Company are to carry on the business of financing the acquisition, construction, development and purchase of houses, plots, apartments, real estates, commercial spaces, etc.

The Company has obtained permission from Bangladesh Bank on June 03, 2003 to enter into lease finance operation keeping housing finance as its core business. The Company extends lease finance for all types of industrial, manufacturing and service equipments including vehicles to individual companies and corporate houses.

The corporate office of the Company is located at Concord Baksh Tower (7th floor), Plot #11-A, Road # 48, Block # CWN(A), Gulshan-2, Dhaka-1212.

The registered office of the Company is located at National Plaza (7th floor), 109, Bir Uttam C.R. Datta Road (Ex-Sonargaon Road), Dhaka -1205.

As per Gazette notification of Bangladesh Bank DFIM(L)/1053/63/2023-3779, dated Dhaka, 20 Kartik 1430/5th November, 2023 National Housing Finance and Investments Limited has been changed in the name of **'National Housing Finance PLC'.**

1.02 Principal Activities of NHFPLC

The Company provides loan to the extent of 70.00% of the total purchase price of houses, plots and apartments under usual repayable terms varying from 5 years to 20 years. The properties for which loans are disbursed are kept under registered / equitable mortgage as security. In addition to this NHF PLC also involves with other activities such as accepting deposits, SME, lease financing, project financing etc.

2.00 Basis of preparation and presentation of financial statements and significant accounting policies

2.01 Statement of Compliance

The financial statements of the Company have been prepared on a going concern basis and compliance with the Section-38 (First Schedule) of the Bank Companies Act 1991 and the subsequent amendment thereof, as instructed by Bangladesh Bank vide their DFIM Circular no-11 dated 23 December 2009, International Accounting Standard (IASs), International Financial Reporting Standards (IFRSs), The Companies Act 1994, The Securities and Exchange Ordinance 1969, The Securities and Exchange Rule 1987 and other applicable laws and regulations in Bangladesh.

2.02 Basis of Accounting

The financial statements of the Company have been prepared on accrual basis of accounting, under historical cost convention except marketable securities which have been accounted for on the basis of cost or market price whichever is lower at the balance sheet date.

2.03 Disclosure of deviations from few requirements of IAS/IFRS due to mandatory compliance of Bangladesh Bank's requirements

Bangladesh Bank (the local Central Bank) is the prime regulatory body for Non-Banking Financial Institutions (NBFI) in Bangladesh. Some requirements of Bangladesh Bank's rules and regulations contradict with those of financial instruments and general provision standards of IAS and IFRS. As such the Company has departed from those contradictory requirements of IAS/IFRS in order to comply with the rules and regulations of Bangladesh Bank, which are disclosed along with impact where applicable.

2.03.01 Valuation of Investments in quoted and unquoted shares and securities

IFRS: As per requirements of IFRS 9, classification and measurement of investment in shares and securities will depend on how these are managed (the entity's business model) and their contractual cash flow characteristics. Based on these factors it would generally fall either under "at fair value through profit or loss account" or under "at fair value through other comprehensive income" where any change in the fair value (as measured in accordance with IFRS 13) at the year-end is taken to profit and loss account or other comprehensive income respectively.

"Bangladesh Bank: As per FID circular No. 08 dated 03 August 2002 investments in quoted shares and unquoted shares are revalued at the year end at market price and as per book value of last audited balance sheet respectively. Provision should be made for any loss arising from diminution in value of investment. As such the Company measures and recognizes investment in quoted and unquoted shares at cost if the year-end market value (for quoted shares) and book value (for unquoted shares) are higher than the cost. In order to comply with the requirement specified in DFIM

Circular No. 02 dated January 31, 2012 the company has charged the entire amount of difference in market value and cost price of marketable securities to the profit and loss account. However as per requirements of IFRS 9 investment in shares falls either under “at fair value through profit and loss account” or under “available for sale” where any change in the fair value at the year-end is taken to profit and loss account or comprehensive income respectively.

Investment in Government Treasury Bond

As per IFRS 9, Financial assets are classified as either (i) amortized cost (ii) fair value through profit or loss (iii) fair value through other comprehensive income. In case of valuation of investment in Government Bonds, We followed amortized cost method, as it meets both the business model assessment and Contractual cash flow assessment.

2.03.02 Provision on loans and advances/investments

IFRS : As per IFRS 9 an entity shall recognise an impairment allowance on loans and advances based on expected credit losses. At each reporting date, an entity shall measure the impairment allowance for loans and advances at an amount equal to the lifetime expected credit losses if the credit risk on these loans and advances has increased significantly since initial recognition whether assessed on an individual or collective basis considering all reasonable information, including that which is forward-looking. For those loans and advances for which the credit risk has not increased significantly since initial recognition, at each reporting date, an entity shall measure the impairment allowance at an amount equal to 12 month expected credit losses that may result from default events on such loans and advances that are possible within 12 months after reporting date.

Bangladesh Bank: As per FID circular No. 08 dated 03 August 2002, FID circular No. 03, dated 03 May 2006 and DFIM circular No. 03, dated 29 April 2013 and DFIM circular no. 04, dated 26 July 2021 (Master Circular: Loan/ Lease classification and provisioning) and DFIM circular no.10, dated 04 September 2022 (Master circular of Loan/ lease re-scheduling/re-structure) and other related circulars of Bangladesh Bank a general provision at 0.25% to 5% under different categories of unclassified loans (good/standard loans) has to be maintained irrespective of objective evidence of impairment on loans and advances. However such general provision satisfy the conditions of provision as per IFRS 9. At the year end the Company has recognized an accumulated general provision of BDT 202,577,881 (out of accumulated provision of BDT 501,349,313) under liabilities.

2.03.03 Recognition of interest income in suspense

IFRS: Loans and advances to customers are generally classified at amortised cost as per IFRS 9 and interest income is recognised by using the effective interest rate method to the gross carrying amount over the term of the loan. Once a loan subsequently become credit-impaired, the entity shall apply the effective interest rate to the amortised cost of these loans and advances.

Bangladesh Bank: As per DFIM circular no. 08 dated 23 September 2012 and DFIM circular no. 04, dated July 2021, once an investment on loans and advances is termed as “Special Mention Account (SMA)”, interest income from such investments are not allowed to be recognized as income, rather the respective amount needs to be created as a liability account in the balance sheet like “ Interest suspense account”.

2.03.04 Other comprehensive income

IFRS: As per IAS 1 Other Comprehensive Income (OCI) is a component of financial statements or the elements of OCI are to be included in a single Other Comprehensive Income statement.

Bangladesh Bank: Bangladesh Bank has issued templates for financial statements which shall strictly be followed by all banks and NBFIs. The templates of financial statements issued by Bangladesh Bank do not include Other Comprehensive Income (OCI) nor are the elements of Other Comprehensive Income allowed to be included in the Single Comprehensive Income (SCI) Statement. As such the company does not prepare the other comprehensive income statement. However the company does not have any elements of OCI to be presented.

2.03.05 Financial instruments – presentation and disclosure

IFRS 7 “Financial Instruments: Disclouser”

IAS 32 “Financial Instruments: Presentation”

IAS 32 and IFRS 7 is require specific presentation and disclouser relation to all Financial Instruments.

Treatment adopted as per Bangladesh Bank:

Bangladesh Bank has issued tampletes for financial statements vide DFIM Circular No. 11, dated 23 December 2009 which will strictly be followed by all Banks and NBFIs.

As per Bangladesh Bank Guidelines, financial instruments are categorised, recognised and measured differently from those prescribed in IFRS 9. As such some disclosure and presentation requirements of IFRS 7 and IAS 32 have not been made in the accounts.

2.03.06 Write off

Write-off describes a reduction in recognized value. It refers to recognition of the reduced or zero value of an asset. Generally it refers to an investment for which a return on the investment is now impossible or unlikely. The item’s potential return is thus canceled and removed from (“written off”) the Company’s balance sheet.

Recovery against debts written off/provided for is credited to revenue. Income is recognized where amounts are either recovered and/or adjusted against securities/properties or advances there-against or are considered recoverable.

2.04 Date of Authorization

The Board of Directors has Authorized this financial statements for public issue on 23 June, 2026.

2.04.01 Components of the financial statements

The financial statements comprise of (As per DFIM Circular No. 11, Dated 23 December 2009):

a) Balance Sheet as at 31 December 2025.

b) Profit and Loss Account for the year ended 31 December 2025.

c) Statement of Cash Flows for the year ended 31 December 2025.

d) Statement of Changes in Equity for the year ended 31 December 2025.

e) Liquidity Statement for the year ended 31 December 2025 and

f) Notes to the Financial Statements for the year ended 31 December 2025.

2.05 Functional and Presentation Currency

The figures of the financial statements are presented in Bangladesh Currency (Taka) and have been rounded off to the nearest Taka, which is the functional currency of NHF PLC.

2.06 Use of Estimates and Judgments

The preparation of financial statements in conformity with International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses. It also requires disclosures of contingent assets and liabilities at the date of the financial statements.

The most critical estimates and judgments are applied to the following:

- Provision for impairment of loans, leases and investments

- Gratuity

- Useful life of depreciable assets

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 form the basis of making the judgments about 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 reviewed on an ongoing basis and the revision is recognized in the period in which the estimates are revised.

Contingent liabilities and contingent assets

The Company does not recognize contingent liability and contingent asset but discloses the existence of contingent liability in the financial statements. A contingent liability is a probable obligation that arises from past events whose existence will be confirmed by occurrence or non-occurrence of uncertain future events not within the control of the Company or a present obligation that is not recognized because outflow of resources is not likely or obligation cannot be measured reliably.

2.07 Branch accounting

The Company has 10 (ten) branches and 4 (four) sales centre, with no overseas branch as on 31 December 2025. Accounts of the branche and sales centre are maintained at the corporate office from which these accounts are drawn up.

2.08 Liquidity Analysis

The liquidity analysis have been made on the basis of assets and liabilities as on the reporting date considering the residual maturity term as per the following basis:

a) On the basis of residual maturity term:

i) Money at call and on short notice

ii) Balance with Banks

iii) Investments

iv) Borrowing from Banks and Financial Institutions

v) Public deposits

vi) Other liabilities

b) Loans and advances on the basis of their repayment schedule

c) Fixed assets on the basis of their estimated useful lives

2.09 Reporting Period

These financial statements have been prepared for the period from January 01, 2025 to December 31, 2025.

2.10 IAS 7: Cash Flow Statement

IAS: The Cash flow statement can be prepared using either the direct method or the indirect method. The presentation is selected to present these cash flows in a manner that is most appropriate for the business or industry. The method selected is applied consistently.

Bangladesh Bank: As per DFIM 11 dated 23-12-2009, cash flow is the mixture of direct and indirect methods.

2.10.01 Cash and cash equivalent

IAS: Cash and cash equivalent items should be reported as cash item as per IAS 7.

Bangladesh Bank: Some cash and cash equivalent items such as 'money at call and on short notice', treasury bills, Bangladesh Bank bills and prize bond are not shown as cash and cash equivalents. Money at call and on short notice presented on the face of the balance sheet, and treasury bills, prize bonds are shown in investments.

2.10.02 Non-banking asset

IFRS: No indication of Non-banking asset is found in any IFRS.

Bangladesh Bank: As per DFIM 11 dated 23-12-2009, there must exist a face item named Non-banking asset.

2.10.03 Going concern

The company has adequate resources to continue in operation for forseeable future. For this reason the directors continue to adopt going concern basis in preparing the accounts. The current credit facilities and resources of the company provide suffecient funds to meet the present requirements of its existing business and operation.

The financial statements has been prepared on a going cpcern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

2.10.04 Materiality and aggregation

Each material item as considered by management significant has been presented separately in financial statements. No amount has been set off unless the company has a legal right to set off the amounts and intends to settle on net basis. Income and expenses are presented on a net basis only when permitted by the relevant accounting standards.

2.10.05 Accounting for leases

Following IFRS 16: Leases, accounting for lease transactions have been recorded under finance lease method since all the risks and rewards incidental to ownership are substantially transferred to the lessee as per agreement. Accordingly the aggregate lease receivables excluding un-guaranteed residual value throughout the primary lease term are recorded as gross lease receivables while the excess of net lease receivables over the total acquisition cost constitutes the unearned lease income.

The unearned lease income is amortised to revenue over the primary lease term yielding a constant rate of return over the period. Initial direct costs, if any, are charged in the year in which such costs are incurred.

2.10.06 Accouting for leases for office rent (IFRS-16)

National Housing Finance, as a lessee, recognises a right-of-use (ROU) asset representing its right to use of the underlying leased assets and corresponding lease liability representing its obligation to make lease payments for office rent agreements with effect from 01 January 2020. The ROU asset and lease liability are recognised in the financial statements considering the incremental borrowing rate.

The ROU asset is depreciated using the straight line method from the beginning to the end of useful life of the ROU asset or end of the lease term, note reference number 9.

The lease liability is initially measured at the present value of the lease payments that are adjusted for monthly payments. Lease payments are recorded to Profit and Loss account as depreciation and finance charges, note reference numbers 14.13, 20.02 & 29.

The ROU asset and lease liability will be re-measured when there is a change in future lease payments arising from a change in borrowing rate and corresponding adjustments will be recorded.

2.11 Implementation of BASEL-II

To comply with international best practices to make the FI's capital more risk sensitive as well as to make the FI industry more shock absorbent and stable, Bangladesh Bank provided regulatory capital framework "Risk Based Capital Adequacy for FI's with effect from January 01, 2012 with its subsequent supplements/revisions. Instructions regarding Minimum Capital Requirement (MCR), Adequate Capital and Disclosure requirement as stated in these guidelines have to be followed by all FIs for the purpose of statutory compliance.

As per CAMD guidelines National Housing Finance PLC management should maintain a Capital Adequacy Ration (CAR) of minimum 10%. In line with CAMD guideline's requirement, NHF PLC has already formed BASEL-II implementation unit (BIU) headed by Managing Director to ensure timely implementation of BASEL-II accord.

2.12 Legal proceedings

NHF PLC has got strong legal team for efficiently handling of company's legal matters including favorable disposal of court cases (both civil and criminal) for recovery of Non Performing Loans (NPL). For which company's asset quality is being improved. At present, relating to legal proceedings, we have no material adverse effect on business, financial conditions or results of operations.

3.00 Significant accounting policies

The accounting policies applied for preparation of this Financial Statements have been applied consistently for both the periods presented herein.

3.01 Authorized Capital

Authorized capital is the maximum amount of share capital that the Company is authorized by its Memorandum and Articles of Association.

3.02 Paid up Capital

Paid up capital represents total amount of shareholders' capital that has been paid in full by ordinary shareholders. Ordinary shareholders are entitled to vote at shareholders' meeting & receive dividends as declared from time to time.

3.03 Statutory Reserve

Statutory reserve has been maintained @ 20.00% of profit after tax in accordance with provisions of section 9 of the Financial Institutions Act 1993 until such reserve equal to its paid up capital.

3.04 Revenue Recognition

3.04.01 Interest Income

Mortgage Loans

Repayment of housing (mortgage) loans is made by way of Equated Monthly Installments (EMI) which consists of principal and interest. Interest is calculated annually on the outstanding balance at the beginning of the year. EMI commences after disbursement of loan in full. EMI and Pre-EMI interests are recoverable every month from the borrowers, interest on loan due for payment for more than 9 (nine) months are not taken into account.

Lease Finance

The Company follows the finance lease method following IAS 17: Leases to account for lease income. Interest are recognized as and when accrued/earned on the basis of accrual basis of accounting. Interest outstanding more than 2 (two) months for 5 (five) years loan and more than 5 (five) months for over 5 (five) years loan is not recognized as revenue but recognized as interest suspense complying the requirements by the DFIM of Bangladesh Bank.

Term Finance

Income from term finance is recognized when interest is accrued, but no interest of installments is taken into account that becomes due for more than 2 (two) months for 5 (five) years loan and more than 5(five) months for over 5 (five) years loan but recognized as interest suspense complying the requirements by the DFIM circular of Bangladesh Bank.

Fixed Deposits

Fixed deposits, if not enchased on due date, is considered automatically renewed at the equivalent current rate of interest. Interest on fixed deposits is recognized as income as and when accrued.

3.04.02 Investment Income

Income on investment is recognized on accrual basis.

3.04.03 Fees and Commission Income

Fees and commission comprises application fees and administration fees computed on sanctioned loan amount.

3.05 Expenditure Recognition

3.05.01 Interest Paid and Other Expenses

Interest paid and other expenses are recognized on accrual basis.

3.05.02 Loan Loss Provision

General provision @ 1.00% & 0.25% on the unclassified loans and also additional @2.00% for unclassified deferred loan as advised by Bangladesh Bank for COVID-19 situation are made as per policy prescribed by the Bangladesh Bank. In addition to Bangladesh Bank's policy for provision against non-performing loans, the Company follows a stringent policy to make provision against its non-performing loans.

3.05.03 Fixed Assets

i) Recognition and measurement

Items of fixed assets excluding land and building are measured at cost less accumulated depreciation and accumulated impairment losses. Land and building is recognized at cost at the time of acquisition. The cost of an asset comprises its purchase price and any directly attributable costs of bringing the assets to its working condition for its intended use as per International Accounting Standard (IAS) 16 "Property, Plant and Equipments''.

ii). Subsequent Cost

Subsequent costs is capitalized only when it is probable that the future economic benefits associated with the costs will flow to the entity. Ongoing repairs and maintenance is expensed as incurred.

iii) Depreciation

Depreciation on fixed assets except land is provided on Reducing Balance Method and additions made during the year is charged for the whole year, while no depreciation is charged in the year of disposal. Asset category wise depreciation rates are as follows:

Items	Rates
Building	10.00%
Newly acquired Building	3.00%
Furniture	10.00%
Office Equipment	20.00%
Motor Vehicle	20.00%
Intangible Assets	20.00%
Right-use of Assets : Different rates are charged on assets based on respective agreement tenures	

Intangible assets: In accordance with 38 " Intangible assets" (computer software) are recorded at historical cost less accumulated amortization. Amortization is calculated on straight line method using the rate of 20.00% (estimated five years useful life).

3.06 Employee Benefits

3.06.01 Provident Fund

The Company has introduced a Contributory Provident Fund for its eligible employees with effect from January 2002, obtaining necessary approval from the National Board of Revenue, GoB. Provident Fund is administered by a Board of Trustee of the Company. All confirmed employees are contributing 10.00% of their basic salary as subscription of the fund and the Company also contributed at the same rate to the fund. The contributions are invested in compliance with the PF Trust Deed. Members are eligible to get the both contribution after completion of 5 (five) years continuous service.

3.06.02 Gratuity Fund

The Company has introduced a Funded Gratuity Scheme in the year 2004 obtaining necessary approval from the National Board of Revenue, GoB. The Gratuity Scheme is administered by a Board of Trustees. An employee shall be entitled to Gratuity at 01 (one) month last basic pay for each year of service from 06 months to up to 10 years and 1.5 (one and half) month last basic pay for each year for service above 10 years on cessation of employment with the company, as per the gratuity Fund Rules formulated in this regard. Gratuity is calculated on the basis of last basic salary and is payable at the rate of one month's basic pay for every completed year of service.

3.07 Income Tax

3.07.01 Current Tax :

Provision for current year's taxation has been made as per the provision of Income Tax Ain 2023 at the ruling rate prescribed in the Finance Act, 2025 and consistent with the past practice.

3.07.02 Deferred Tax

Deferred Tax has been accounted for as per International Accounting Standard (IAS)-12: Income Taxes. It arises due to temporary difference, deductible or taxable, for the events or transaction recognized in the income statement. A temporary difference is the difference between the tax base of an asset or liability and its carrying amount/reported amount in the financial statement. Deferred Tax asset or liability is the amount of income tax payable or recoverable in future period (s) recognized in the current period. The Deferred Tax asset/income or liability/expense does not create a legal liability/recoverability to and from the income tax authority.

3.08 Earnings Per Share (EPS)

Earnings Per Share (EPS) has been computed by dividing the basic earnings by the weighted average number of ordinary shares outstanding as at December 31, 2025. The Company calculates EPS in accordance with IAS 33: Earnings Per Share, which has been shown on the face of Profit & Loss Account, and the computation of EPS is stated in note 32.00. This represents earnings for the year attributable to ordinary shareholders. As there was no preference dividend, minority interest or extra ordinary items, the net profit after tax for the year has been considered as fully attributable to the ordinary shareholders.

3.09 Dividend

Dividend on ordinary shares are recognized as a liability and deducted from retained earnings after due approval by the shareholders in the respective Annual General Meeting (AGM). Dividend recommended by the Board of Directors for approval of the shareholders for the year 2025 has been stated as post balance sheet events in note 47.00.

3.10 Related party disclosure

As per International Accounting Standards (IAS) 24 “Related Party Disclosures”, parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related party disclosures have been given in note-53 .

3.11 Regulatory & Legal Compliances

The Company has complied with the requirements of following regulatory and legal authorities:

a) The Financial Institutions Act 1993;

b) The Finance Company Act 2023

c) The Companies Act 1994;

d) Rules and Regulations Issued by Bangladesh Bank;

e) The Securities and Exchange Rules-1987;

f) The Securities and Exchange Ordinance-1969;

g) The Securities and Exchange Commission Act-1993;

h) The Securities and Exchange Commission(Public Issue) Rules-2006;

i) The Financial Institutions Regulations, 1994

j) The Income Tax Ordinance 1984;

k) The Income Tax Ain, 2023

l) The VAT and Suplimentary Duty Act 2012.

m) The VAT and Suplimentary Duty Rule 2016.

n) The 1st Schedule (under section 38) of Banking Companies Act 1991 for preparation of Financial Statements.

3.12 Compliance of International Accounting Standard (IAS) & International Financial Reporting Standard (IFRS)

The financial statements have been prepared in accordance with the applicable accounting and reporting standards i.e. IAS & IFRS as adopted by the Institute of Chartered Accountant of Bangladesh (ICAB). The following table shows the compliance status of IAS & IFRS for preparation and presentation of the financial statements:

Name of the IAS	IAS No	Status of Compliance
Presentation of Financial Statements	IAS-01	Applied
Inventories	IAS-02	Not Applicable
Cash Flow Statements	IAS-07	Applied
Accounting Policies, Changes in Accounting Estimates & Errors	IAS-08	Applied
Events after the Reporting Period	IAS-10	Applied
Income Taxes	IAS-12	Applied
Segment Reporting	IAS-14	Not Applicable
Property, Plant & Equipment	IAS-16	Applied
Leases	IAS-17	Applied
Employee Benefits	IAS-19	Applied
Accounting for Government Grants and Disclosure of Government Assistance	IAS-20	Not Applicable
The Effect of Changes in Foreign Exchange Rates	IAS-21	Not Applicable
Borrowing Costs	IAS-23	Applied
Related Party Disclosure	IAS-24	Applied
Accounting and Reporting by Retirement Benefit Plans	IAS-26	Not Applicable
Consolidated and Separate Financial Statements	IAS-27	Not Applicable
Investments in Associates and Joint Ventures	IAS-28	Not Applicable
Financial Reporting in Hyperinflationary Economics	IAS-29	Not Applicable
Interest in Joint Venture	IAS-31	Not Applicable
Financial Instrument Presentation	IAS-32	Applied
Earnings Per Share	IAS-33	Applied
Interim Financial Reporting	IAS-34	Applied
Impairment of Assets	IAS-36	Applied
Provisions, Contingent Liabilities and Contingent Assets	IAS-37	Applied
Intangible Assets	IAS-38	Applied
Investment Property	IAS-40	Not Applicable
Agriculture	IAS-41	Not Applicable
Name of the IFRS	**IFRS No**	**Status of Compliance**
First Time adoption of IFRS	IFRS-1	Not Applicable
Share Based Payment	IFRS-2	Not Applicable
Business Combination	IFRS-3	Not Applicable
Insurance Contracts	IFRS-4	Not Applicable
Non-current Assets held for Sale and Discontinued Operations	IFRS-5	Not Applicable
Explanation for and Evaluation of Mineral Resources	IFRS-6	Not Applicable
Financial Instruments: Disclosures	IFRS-7	Applied*
Operating Segments	IFRS-8	Applied
Financial Instruments	IFRS-9	Applied*
Consolidated Financial Statements	IFRS-10	Not Applicable
Joint Arrangements	IFRS-11	Not Applicable
Disclosure of Interests in Other Entities Financial Institutions	IFRS-12	Not Applicable
Fair Value Measurement	IFRS-13	Applied*
Revenue from Contracts with customers	IFRS-15	Applied
Leases	IFRS-16	Applied

* As the regulatory requirements differ with the standards, relevant disclosures have been made in accordance with Bangladesh Bank's requirements (please see note 2.03).

3.13 Financial risk management

NHF PLC remains committed to delivering sustainable value to its stakeholders through a prudent and well-balanced trade-off between risk and return. To support this objective, the Company has established a comprehensive and proactive risk management framework designed to identify, assess, measure, monitor, and mitigate key risk exposures.

The risk management system addresses major risk categories, including credit risk, market risk, liquidity risk, operational risk, and risks relating to money laundering and terrorist financing. The framework is aligned with industry best practices and incorporates structured methodologies for risk identification, evaluation, and control.

In addition to adhering to recognized industry standards, NHF PLC complies with regulatory guidelines issued by Bangladesh Bank, including FID Circular No. 10 dated 18 September 2005 on the management of core risks in financial institutions and DFIM Circular No. 03 dated 24 January 2016. These regulatory directives are integrated into the Company's risk governance structure to ensure sound and compliant risk management practices.

Credit Risk

The Credit Risk Management Committee (CRM) regularly meets to review the market and credit risk related to lending and recommend and implement appropriate measures to counter associated risks. The CRM critically reviews projects from risk point of view. An independent Credit Risk Management Department is in place, at NHF PLC, to scrutinize projects from a risk-weighted point of view and assist the management in creating a high quality credit portfolio and maximize returns from risk assets.

Market Risk

The Asset Liability Committee (ALCO) of the Company convenes regularly to evaluate changes in interest rates and prevailing market conditions. The Committee conducts asset–liability maturity gap analyses, reviews product re-pricing strategies, and implements appropriate measures to effectively monitor and control interest rate risk.

In addition, NHF PLC maintains strong access to the money market and established credit lines at competitive rates. This is supported by the Company's solid reputation, consistent earnings performance, financial strength, and sound credit standing, which collectively enhance its funding flexibility and market confidence.

Liquidity Risk

"Liquidity requirements are managed on a daily basis by the Treasury Division. The Division is responsible for ensuring that sufficient funds are available to meet short-term obligations, including under stressed or crisis scenarios, while maintaining a diversified funding base.

Liquidity is monitored and managed based on historical trends, projected operational funding needs, the current liquidity position, anticipated collections from financing activities, available funding sources, and a prudent assessment of associated risks and returns. This approach ensures the Company's ability to meet its financial commitments in a timely and cost-effective manner.

Operational Risk

Appropriate internal control measures have been established at NHF PLC to effectively address operational risks. The Company has a dedicated Operational Risk Management (ORM) framework to systematically identify, assess, monitor, and manage operational risks, and to develop and implement policies designed to mitigate such risks.

The ORM function conducts comprehensive assessments of operational risk across the organization to ensure that a robust and consistent risk management framework is in place. This framework supports the identification, evaluation, measurement, and management of risks arising from inadequate or failed internal processes, people, systems, or from external events.

The primary objective of the ORM department is to maintain continuous vigilance to safeguard shareholders' value by proactively managing operational risk exposures and strengthening the overall control environment within the Company.

Money Laundering and Terrorist Financing Risk

In NHF PLC, money laundering and terrorist financing risk takes two broad dimensions:

a) Business risk which is the risk that NHF PLC may be used for money laundering or for the financing of terrorism and

b) Regulatory risk which is the risk that NHF PLC fails to meet regulatory obligations under the Money Laundering Prevention Act, 2012 (subsequently amended in 2015) and the Anti-Terrorism Act, 2009 (subsequently amended in 2012 and 2013).

To mitigate the risks, NHF PLC, while adhering to various guidelines and circulars issued by the Bangladesh Financial Intelligence Unit (BFIU), has in place a strict compliance program consisting of the following components:

a) Internal policies, procedures and controls, which are continually updated as and when required, to identify and report instances of money laundering and terrorism financing.

b) A dedicated structure and sub-structure within the organization, headed by a Central Compliance Unit (CCU), for proactively managing AML and CFT compliance.

c) Appointment of an AML/CFT Compliance Officer, known as the Chief Anti Money Laundering Officer (CAMLCO), to lead the CCU.

d) Independent audit functions, including internal and external audit, to test the programs.

e) Ongoing employee training programs.

Additional risks required to be addressed under regulatory requirements

DFIM Circular No.03 of 2016, introduced the Integrated Risk Management Guidelines for Financial Institutions ("the guidelines"). These guidelines supplement, and do not replace, existing risk management guidelines.

The Integrated Risk Management Guidelines for Financial Institutions specify a number of additional risks that financial institutions are now required to manage in a more structured manner. Key among these are:

Strategic Risk

Strategic risk has been defined as the risk of possible losses that might arise from adverse business decisions, substandard execution and failure to respond properly to changes in the business environment. The guidelines set out the respective roles of the board of the directors, senior management and business units in managing strategic risks, identify the minimum steps to be followed in the strategic risk management process and also suggest measures for strategic risk control.

NHF PLC has been managing strategic risks ever since its inception. This is evident from the constantly evolving business model of the company over the years. The company has a clear strategic vision as to what it wants to be and a mission statement that states what it will do to achieve its vision. Strategic issues are discussed at a variety of forums including meetings of the Management Committee and of the NHF PLC Board. Over the past few years, a separate Strategic Planning department has been set up to assist senior management in this regard.

Compliance Risk

Compliance risk is defined as the current or prospective risk of legal sanction and/or material financial loss that an organisation may suffer as a result of its failure to comply with laws, its own regulations, code of conduct, and standards of best practice as well as from the possibility of incorrect interpretation of laws or regulations. The guidelines set out the respective roles of the board, senior management and compliance function units in managing compliance risks and also require formulation of a written compliance risk management policy.

Historically, NHF PLC has always fostered a compliance oriented culture. This has been reinforced in a variety of ways, ranging from formal requirements to sign declarations of compliance with the NHF PLC code of conduct (which requires compliance with the law & regulations) to repeated communications from senior management stressing the need to do business in a compliant manner. In general, compliance risk management is embedded in the day to day to business processes and practices of the company. Concerned departments are kept informed of latest legal and regulatory requirements by the ICC and Corporate Affairs departments. A consideration of compliance (or any potential non-compliance) with laws and regulations is a standard part of the company's regular decision making processes. Wherever deemed necessary, appropriate legal advice is sought from qualified internal and/or external legal counsel.

Reputation Risk

Reputation risk may be defined as the risk of loss arising from damages to an organization's reputation. The guidelines set out the respective roles of the Board and senior management in managing reputation risk and also require financial institutions to implement a sound and comprehensive risk management process to identify, monitor, control and report all reputational risks.

NHF PLC has already established a set of non-financial reputational risk indicators and put in place a process for monitoring these and any other matters that might give rise to potential reputational risk issues. Till date, no material reputational risk issue involving the company has been identified.

Environmental & Social Risk

As the best financial brand in promoting sustainable business practices, NHF PLC have adopted Environmental & Social Risk Management System as one of its integral parts of Credit Risk Assessment to compute environmental & social risks from our financial footprints. NHF PLC is one of the front runners to add "Environmental & Social Management System (ESMS)" within its framework, to minimize environmental & social risks from the organizational activities. NHF PLC also have a dedicated E & S team to rollout the operations of ESMS across the organization, capacity building of the business unit as well as the credit risk management officials to strengthen the core of our in E & S Risk management.

ICT Risks

Risks arising due to system breakdown, non-availability of systems, errors and disruptions or not keeping pace with the technological changes, there was continuous monitoring of employees and users of ICT systems to ensure strict adherence to information security policies, pertaining to safeguard confidentiality of information and to secure accuracy of information. Companys IT Department conducted a comprehensive staff training program on information system security awareness to all users. NHF PLC is in process to implement fully automated software having adequate safety & security measures.

Future technological needs of the Company is to be reviewed and identified as a part of the strategic plan development process for next three financial years. IT department reviewed policies in relation to, hardware and software procurement and maintenance procedures, business contingency plan on ICT, system licensing procedures etc.

3.14 Islamic Finance Wing

The Board of Directors in its 241st meeting held on October 24, 2022 approved the proposal for opening of Islamic Financing Wing (IFW) and later on management received NOC from Bangladesh Bank on 30.01.2023 regarding opening of Islamic Wing accordingly management were advised to apply for the license of Islamic Wing by complying all related legal issues. Accordingly, The company have complied the issues advised by BB and amended the MOA & AOA with incorporation of 'Operation of Shariah based business' as one of the objectives of the business and the provision of formation of an independent Shariah' Supervisory Committee appointed by the Board of Directors. Accordingly, the Board of Directors vide in its 252nd meeting held on 27.11.2023 formed a Shari'ah Supervisory Committee (SSC). The SSC conducted its 1st meeting on 15.01.2024 and approved the following document/policy documents for onward approval of the Board of Directors.

i) "Bye Laws" of the Shari'ah Supervisory Committee (SSC) of NHFPLC
ii) "Deposit Operation Manual" of the Shari'ah Based Business Wing of NHFPLC
iii) "Investment Operation Manual" of the Shari'ah Based Business wing of NHFPLC
iv) "Organogram" for conducing Shari'ah Based Business of NHFPLC

It also adopted required policies, processes and Product Programme Guidelines (PPGs). Besides, Islamic Core Business Software (i-CBS) has been developed by NHF IT Department for operating Shari'ah-based businesses.

The company obtained permission from Bangladesh Bank (the country's central bank) to operate the islamic wing vide Bangladesh Bank's letter no. DFIM(L) 1053/63/2024-1057, dated March 24, 2024. The company commenced operation of this wing from April 08, 2024. The Islamic Wing is governed under the rules and regualtion of Bangladesh Bank. A glimps of financial performance of Islamic Finance Wing has been presented at **Annexure - B.**

3.15 Events after the reporting date

Events after the reporting date that provide additional information about the Company's position at the balance sheet date are reflected in the financial statements. Events after the reporting date that are non adjusting events are disclosed in the notes when material. There is no material adjusting and non-adjusting events after the Balance Sheet date.

3.16 Disclosure of deviations from few requirements of IAS/IFRS due to mandatory compliance with Bangladesh Bank's

SL No	Nature of Departure	Title of IAS/ IFRS	Treatment of IAS/IFRS	Treatment Adopted as per Bangladesh Bank	Financial or Presentation Effect of the Departure
1	"Measurement of provision for leases, loans and advances (financial assets measured at amortized cost"	"IFRS 9 "Financial Instruments""	An entity shall assess at the end of each reporting period whether there is any objective evidence that a financial asset or group of financial assets measured at amortized cost is impaired. "If any such evidence exists, expected credit losses are required to be measured through a loss allowance at an amount equal to: a) the 12-month xpected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or b) full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)."	"As per FID circular No. 08, dated 03 August 2002, FID circular No. 03, dated 03 May 2006, FID circular No. 03, dated 29 April 2013 and DFIM circular No. 04, dated 26 July 2021, a general provision at 0.25% to 5% under different categories of unclassified loans (good/ standard loans and Special Mentioned Accounts SMA)) has to be maintained rrespective of objective evidence of impairment on lease, loans and advances. Also provision for substandard nvestments, doubtful investments and bad losses has to be provided at 20%, 50% and 100% respectively for investments depending on the duration of overdue."	"In financial statements, an amount of Taka 76.30 million has been increased against general provision for loans and advances for the year ended 31.12.2025. Accumulated provisions for leases, loans and advances as at 31.12.2025 stand at Taka 501.349 million."
2	"Valuation of Investments in quoted and unquoted shares."	IFRS 9 "Financial Instruments"	"Investment in shares falls either under at "fair value through profit/ loss (FVTPL)' or "fair value through other comprehensive income (FVTOCI)" where any change in the fair value in case of FVTPL at the year-end is taken to profit of loss, and any change in fair value in case of FVTOCI is taken to other comprehensive income."	"As per FID circular No. 08, dated 03 August 2002 investments in quoted shares and unquoted shares are revalued at the year end at market price and as per book value of last audited balance sheet respectively. Provision should be made for any loss arising from diminution in value of investment; however in case of any unrealized gain, no such gain can be recognized and investments are recognized at cost only."	"During this year, total market value of investment in Quoted shares of National Housing Finance PLC is less than its cost price. As on December 31, 2025 there was BDT 52.36 million unrealized loss on investment in quoted shares."

3	“Recognition of interest income for SMA and classified lease, loans and advances.”	“IFRS 9 “Financial Instruments”	Income from financial assets measured at amortized cost is recognized through effective interest rate method over the term of the investment. Once a financial asset is impaired, investment income is recognized in profit and loss account on the same basis based on revised carrying amount.	“As per FID circular No. 03, dated 03 May 2006, once an investment on leases, loans and advances is termed as “Special Mention Account (SMA)”, interest income from such investments are not allowed to be recognized as income, rather the respective amount needs to be credited as a liability account like: interest suspense account.”	“National Housing Finance PLC maintained interest suspense accordingly.”
4	Presentation of cash and cash equivalent	IAS 7 “Statement of Cash Flows	“Cash equivalent are short term, highly liquid investments that are readily convertible to known amounts of cash and only include those investments which are for a short tenure like: 3 months or less period. In the light of above, balance with Bangladesh Bank and fixed term deposits should be treated as investment asset rather than cash equivalent as it is illiquid asset and not available for use in day to day operations.”	Bangladesh Bank has issued templates for financial statements vide DFIM Circular No. 11, dated 23 December 2009 which will strictly be followed by all banks and NBFIs. The templates of financial statements provided detail presentation for statement of cash flows.	“Financial Statements for 2024 and corresponding year 2023 have been prepared as per guideline (DFIM Circular No. 11, dated 23 December 2009) of Bangladesh Bank.”
5	Measurement of deferred tax asset.	IAS 12 “Income Tax”	“A deferred tax asset shall be recognized for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilized.”	“As per DFIM circular No. 7, dated 31 July 2011, no deferred tax asset can be recognized for any deductible temporary difference against the provision for lease, loans and advances.”	“During this year there is no impact in the financial statements due to this departure as the Company did not consider any deductible temporary difference against the provision for loans and advances.”
6	Presentation and disclosure of Financial Statements and Financial Instruments	“IAS 1 “Presentation of Financial Statements” IFRS 9 “Financial Instruments” & IFRS 7 “Financial Instruments: Disclosure”	“Other Comprehensive Income (OCI) is a component of financial statements or the elements of OCI are to be included in a single Other Comprehensive Income statement. IAS 1 requires separate line item for intangible assets on the face of statement of financial position. IFRS 9 and IFRS 7 require specific presentation and disclosure relating to all financial instruments.”	“Bangladesh Bank has issued templates for financial statements vide DFIM Circular No. 11, dated 23 December 2009 which will strictly be followed by all banks and NBFIs. The templates of financial statements issued by Bangladesh Bank do not include Other comprehensive Income (OCI) nor are the elements of Other Comprehensive Income allowed to include in a Single Comprehensive Income Statement. Intangibles assets are not separately presented on the face of statement of financial position; rather it is presented along with the line item of fixed assets. As per Bangladesh Bank guidelines, financial instruments are categorized, recognized and measured differently from those prescribed in IAS 39. As such some disclosure and presentation requirements of IFRS 7 and IAS 32 have not been made in the accounts.”	“Financial Statements for 2024 and corresponding year 2023 have been prepared as per guideline (DFIM Circular No. 11, dated 23 December 2009) of Bangladesh Bank.”
7	Preparation of “Statement of Cash Flows”	IAS 7 “Statement of Cash Flows”	“The Cash flow statement can be prepared using either the direct method or the indirect method. The presentation is selected to present these cash flows in a manner that is most appropriate for the business or industry. The method selected is applied consistently.”	“As per DFIM Circular No. 11, dated 23 December 2009, Cash flow statement has been guided by the Bangladesh Bank which is the mixture of direct and indirect method.”	“Financial Statements for 2024 and orresponding year 2023 have been prepared as per guideline (DFIM Circular No. 11 dated 23 December 2009) of Bangladesh Bank.”
8	Current/Non-current distinction	IAS 1 “Presentation of Financial Statement”	“As per Para 60 of IAS 1 “Presentation of Financial statement” An entity shall present current and noncurrent assets and current and non-current liabilities as separate classification in its statement of financial position.”	“As per DFIM Circular No. 11, dated 23 December 2009, Bangladesh Bank has issued templates for financial statements which is applicable for all the Financial Institutions. In this templates there is no current and non-current segmentation of assets and liabilities.”	“Financial Statements for 2024 and corresponding year 2023 have been prepared as per guideline (DFIM Circular No. 11, dated 23 December 2009) of Bangladesh Bank. Moreover, the liquidity statement shows the aging profile of all financial assets and liabilities from where current/non-current portion of assets and liabilities can be obtained.”

9	Off-balance sheet items	"IAS 1 "Presentation of Financial Statements"	"There is no concept of off-balance sheet items in any IFRS; hence there is no requirement for disclosure of off-balance sheet items on the face of the balance sheet."	"As per DFIM Circular No. 11, dated 23 December 2009, offbalance sheet items (e.g. letter of credit, letter of guarantee etc.) must be disclosed separately on the face of the balance sheet."	"Financial Statements for 2024 and corresponding year 2023 have been prepared as per guideline (DFIM Circular No. 11, dated 23 December 2009) of Bangladesh Bank. There is no financial impact for this departure but there is a disclosure in the financial statements."
10	"Impairment of Margin Loan (Loans and receivables"	"IFRS 9 "Financial Instruments""	"Measurement after initial recognition at amortized cost and recording of changes through profit and loss."	"As per Bangladesh Securities and Exchange Commission (BSEC) Circular No. SEC/ CMRRCD/2009-193/196 dated 28 December 2016, provisions for the year 2016 on impairment of principal portion of margin loan shall be kept at 20% on each quarter for the five quarters starting from December 2016."	"There is no such impact for this."
11	Complete set of financial statements	""IAS 1 "Presentation of Financial Statements"	"As per IAS 1: "Presentation of Financial Statements'' complete set of financial statements are i) statement of financial position, ii) statement of profit or loss and other comprehensive income, iii) statement of changes in equity, iv) statement of cash flows, v)notes, comprising significant accounting policies and other explanatory information and vi) statement of financial position at the beginning of preceding period for retrospective restatement"	"As per DFIM Circular No. 11, dated 23 December 2009, complete set of financial statements are i) balance sheet, ii) profit and loss account, iii) cash flow statement, iv) statement of changes in equity, v) liquidity statement, vi) notes, comprising significant accounting policies and other explanatory information."	"Financial Statements for 2024 and corresponding year 2023 have been prepared as per guideline (DFIM Circular No. 11, dated 23 December 2009) of Bangladesh Bank. There is no financial impact for this departure in the financial statements."
13	Other comprehensive income	"IAS 1 "Presentation of Financial Statements""	"As per IAS 1: "Presentation of Financial Statements'' Other Comprehensive Income (OCI) is a component of financial statements or the elements of OCI are to be included in a single OCI statement."	"Bangladesh Bank has issued templates for financial statements which will strictly be followed by financial institutions. The templates of financial statements issued by Bangladesh Bank do not include Other Comprehensive Income (OCI) nor are the elements of OCI allowed to be included in a single OCI statement. As such the financial institution does not prepare the other comprehensive income statement. However, elements of OCI, if any, are shown in the statements of changes in equity."	"Financial Statements for 2024 and corresponding year 2023 have been prepared as per the guideline and templates issued by Bangladesh Bank. There is no financial impact for this departure in the financial statements."
14	Disclosure of presentation of profit	N/A	"There is no requirement to show appropriation of profit in the face of statement of comprehensive income."	As per DFIM circular no 11, dated 23 December 2009, an appropriation of profit should be disclosed in the face of profit and loss account.	"Financial Statements for 2024 and corresponding year 2023 have been prepared as per guideline (DFIM Circular No. 11, dated 23 December 2009) of Bangladesh Bank. There is no financial impact for this departure in the financial statements."

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
4.00	**Cash**		
	Cash in hand:		
	Local currency	39,873	35,951
	Foreign currencies	-	-
		39,873	**35,951**
	Balance with Bangladesh Bank and its agent Bank:		
	Local currency	180,451,339	195,359,894
	Foreign currencies	-	-
		180,451,339	**195,359,894**
		180,491,212	**195,395,845**

4.01 Cash Reserve Requirement (CRR) and Statutory Liquidity Reserve (SLR)

Cash Reserve Requirement and Statutory Liquidity Reserve have been calculated and maintained in accordance with Financial Institutions Act, 1993, Financial Institutions Regulations, 1994 and Finance Company Act 2023, FID Circular No. 06, dated 06 November 2003, FID Circular No. 02 dated 10 November 2004, DFIM Circular Letter No. 01, dated 12 January 2017 and DFIM Circular Letter No. 03, dated 21 June 2020.

Cash Reserve Requirement (CRR) has been calculated at the rate of 1.5% on Total Term Deposits (Except Bank & NBFI's deposit) which is preserved in current account maintained with Bangladesh Bank. 'Total Term Deposit' means Term or Fixed Deposit, Security Deposit against Lease/Loan and other Term Deposits, received from individuals and institutions (except Banks & Financial Institutions) and Statutory Liquidity Reserve (SLR) has been calculated at the rate of 5.0% on total liabilities, including CRR of 1.5% on Total Term Deposit. SLR is maintained in liquid assets in the form of cash in hand (notes & coin in Taka), balance with Bangladesh Bank and other Banks and Financial Institutions, unencumbered treasury bill, bond and any other assets approved by Government gazette or by Bangladesh Bank. Details of CRR & SLR maintained by the company are shown in the note: 4.01.01 & 4.01.02.

4.01.01	**Cash Reserve Requirement (CRR)**		
	Required reserve	170,986,494	184,616,932
	Actual reserve held	180,451,339	195,359,894
	Surplus/(deficit)	**9,464,845**	**10,742,962**
4.01.02	**Statutory Liquidity Reserve (SLR)**		
	Required reserve	609,678,080	656,152,963
	Actual reserve held (including CRR)	1,194,173,709	1,580,743,109
	Surplus/(deficit)	**584,495,629**	**924,590,147**
5.00	**Balance with banks and other financial institutions**		
5.01	**In Bangladesh**		
	On current accounts (note: 5.01.01)	11,032,895	6,522,127
	On Short Term Deposit (STD) Accounts (note: 5.01.02)	725,152,024	476,653,772
	On Fixed Deposit Account (note: 5.01.03)	970,000,000	780,000,000
		1,706,184,919	**1,263,175,899**
	Outside Bangladesh	-	-
		1,706,184,919	**1,263,175,899**
5.01.01	**On Current Accounts**		
		-	-
	Agrani Bank PLC	78,385	1,453,452
	Bank Asia PLC	3,562,872	4,738,297
	EXIM Bank PLC	52,309	53,229
	National Bank PLC	8,310	9,230
	Janata Bank PLC	-	-
	One Bank PLC	27,387	-
	Woori Bank PLC	6,360	194,395
	Mercantile Bank PLC	**74,454**	**42,016**
	United Commercial Bank PLC	**7,222,818**	**31,508**
		11,032,895	**6,522,127**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
5.01.02	**On Short Term Deposit (STD) Accounts**		
	Islami Bank Bangladesh PLC	5,835,110	3,322,420
	AB Bank PLC	237	11,779
	Commercial Bank of Ceylon PLC	266,220	236,373
	City Bank PLC	120,635	-
	Dutch Bangla Bank PLC	3,954,615	13,089,747
	Bank Asia PLC	2,090,567	13,847,252
	Mutual Trust Bank PLC	648,041	20,279,362.29
	Eastern Bank PLC	19,138,124	2,182,295
	Exim Bank PLC	224,247	20,183,829
	Jamuna Bank PLC	21,186,634	10,584,712
	Jamuna Bank PLC (Unclaimed Dividend Account)	-	829
	Modhumoti Bank PLC	10,642,909	-
	National Bank PLC	505,915	227,878
	National Credit and Commerce Bank PLC	653,424	412,011
	NRB Bank PLC	12,108,174	5,266,341
	NRBC Bank PLC	89,615	90,765
	One Bank PLC	161,517	9,705,860
	Prime Bank PLC	1,592,302	659,514
	Premier Bank PLC	3,843,649	3,956,395
	Pubali Bank PLC	3,494,204	9,707,337
	Shahjalal Islami Bank PLC	10,298,885	1,636,230
	Social Islami Bank PLC	73,353	97,656
	Standard Bank Limited	51,907,159	80,624,721
	Standard Chartered Bank Limited	-	-
	Sonali Bank PLC	5,156,262	1,936,184
	SBAC Bank Limited	51,563	51,642
	Southeast Bank PLC	3,076,694	2,368,937
	Trust Bank Limited	94,023	64,015
	Dhaka Bank PLC	25,119,231	39,385,017
	Padma Bank Limited	48,463	50,763
	Uttara Bank PLC	11,635	1,360,436
	Bank Alfalah Limited	9,121,618	9,055,423
	Al-Arafah Islami Bank PLC	32,350	500,804
	Midland Bank Limited	5,809	6,677
	Mercantile Bank PLC	311,098,837	3,250,567
	Sub-Total	**502,652,024**	**254,153,772**
	Non-Bank Financial Instititions:		
	International Leasing and Financial Services Limited	150,000,000	150,000,000
	Premier leasing & Finance Limited	60,500,000	60,500,000
	Fareast Finance Limited	12,000,000	12,000,000
	Sub-Total	**222,500,000**	**222,500,000**
	Total Short Term Deposit (STD) Accounts	**725,152,024**	**476,653,772**
5.01.03	**On Fixed Deposit Account**		
	Dhaka Bank PLC	180,000,000	180,000,000
	Mercantile Bank PLC	200,000,000	100,000,000
	Modhumoti Bank PLC	200,000,000	-
	Southeast Bank PLC	150,000,000	-
	Alliance Finance PLC	100,000,000	-
	One Bank PLC	-	400,000,000
	National Housing Finance PLC (Islamic)	30,000,000	100,000,000
	Standard Bank PLC	110,000,000	-
		970,000,000	**780,000,000**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
5.02	**Maturity Grouping of Balance with other Banks and Financial Institutions**		
	On demand	513,684,919	260,675,899
	Up to 3 (three) months	-	500,000,000
	More than 3 (three) months but not more than 1 (one) year	1,192,500,000	502,500,000
	More than 1 (one) year but not more than 5 (five) years	-	-
	More than 5 (five) years	-	-
		1,706,184,919	**1,263,175,899**
6.00	**Money at call and on short notice**		
	Bank		
	National Credit and Commerce Bank Limited	-	-
	Sub-Total	-	-
7.00	**Investments**		
	Government securities	899,845,052	1,190,313,152
	Other investments (note: 7.01)	458,321,696	538,644,847
		1,358,166,748	**1,728,957,998**
7.01	**Other Investments**		
	Mutual Fund (BMSL)	25,000,000	-
	Preference Shares (Union Capital)	-	2,559,496
	Investment in IPDC Finance 2nd Subordinated Bond	176,000,000	220,000,000
	Investment in EBL 3rd Subordinated Bond	50,000,000	50,000,000
	Ordinary Shares (note: 7.01.01)	207,321,696	266,085,351
		458,321,696	**538,644,847**

7.01.01 Investment in ordinary shares

Name of Company	Cost Price	Number of Shares	Cost Value	Market Price	Market Value as on 31.12.2025	Provision for diminution in value of share
Eastland Insurance Company Ltd.	38.45	585,000	22,491,856	18.50	10,822,500	11,669,356
Square Pharmaceuticals PLC	214.57	489,268	104,981,672	198.60	97,168,625	7,813,047
Confidence Cement PLC	75.13	135,824	10,204,640	49.20	6,682,541	3,522,099
IDLC Finance PLC	52.63	887,250	46,692,007	35.70	31,674,825	15,017,182
LankaBangla Finance PLC	32.79	700,000	22,951,521	12.30	8,610,000	14,341,521
Total			**207,321,696**		**154,958,491**	**52,363,206**

Provision for diminution in value of share		
Opening Balance	53,781,065	31,291,353
Charge /(recovery) during the year	(1,417,859)	22,489,712
Balance as on December 31	**52,363,206**	**53,781,065**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
7.01.02	**Maturity-wise Grouping**		
	On demand	207,321,696	538,644,847
	Up to 3 (three) months	-	242,943,750
	More than 3 (three) months but not more than 1 (one) year	251,000,000	35,060,325
	More than 1 (one) year but not more than 5 (five) years	899,845,052	912,309,077
		1,358,166,748	**1,728,957,998**
8.00	**Loans and advances**		
	Mortgage loans	12,543,216,256	13,324,179,595
	Lease finance	3,269,453	6,081,309
	Term loans	124,475,136	78,106,510
	Small & Medium Enterprises Loan	335,558,176	439,294,103
	Loan Against Fixed Deposits	41,021,327	29,162,370
	Staff loan (note: 8.05)	31,060,584	35,282,912
		13,078,600,932	**13,912,106,800**
8.01	**Maturity-wise Grouping of loans and advances**		
	Up to 1 (one) months	212,840,230	278,773,524
	Up to 3 (three) months	18,640,600	33,933,810
	More than 3 (three) months but not more than 1 (one) year	115,750,813	130,517,387
	More than 1 (one) year but not more than 5 (five) years	3,278,320,546	2,999,298,689
	More than 5 (five) years	9,453,048,742	10,469,583,390
		13,078,600,932	**13,912,106,800**
8.02	**Loans, Advances and Leases**		
	In Bangladesh		
	Loans	13,075,331,479	13,906,025,491
	Leases	3,269,453	6,081,309
	Overdraft	-	-
	Cash Credit	-	-
		13,078,600,932	**13,912,106,800**
	Outside Bangladesh	-	-
		13,078,600,932	**13,912,106,800**
8.03	**Geographical Location-wise Grouping**		
	In Bangladesh		
	Dhaka division	10,185,754,279	10,548,686,555
	Chattogram division	1,089,941,591	1,157,775,284
	Khulna division	23,425,130	13,895,371
	Sylhet division	-	-
	Barisal division	-	-
	Rangpur division	566,263,189	697,873,395
	Rajshahi division	1,213,216,743	1,493,876,194
		13,078,600,932	**13,912,106,800**
	Outside Bangladesh	-	-
		13,078,600,932	**13,912,106,800**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
8.04	**Significant Concentration-wise Grouping**		
	Directors & their related parties (Note: 53.00)	-	-
	Staff:		
	Managing Director	-	-
	Senior Executives	31,060,584	35,282,912
	Others	41,021,327	29,162,370
		72,081,911	**64,445,282**
	Industries:		
	Agricultural loan	46,870,868	26,524,144
	Large and medium enterprises	335,558,176	461,319,182
	Small and cottage	80,873,721	35,638,596
		463,302,765	**523,481,922**
	Mortgage Loan		
	Home mortgage loan	11,134,045,565	11,751,266,072
	Commercial mortgage loan	1,218,627,829	1,373,514,560
	Project mortgage loan	190,542,862	199,398,963
		12,543,216,256	**13,324,179,595**
	Trade & commercial	-	-
		13,078,600,932	**13,912,106,800**
8.05	**Staff Loan**		
	Personal loan	23,899,760	25,809,962
	Car loan	7,160,824	9,472,950
		31,060,584	**35,282,912**

8.06 Details of Large Loan

As at 31 December 2025 there was no client with whom amount of outstanding and classified loans, advances and leases exceeded 15.00% of the total capital of the Company. Total capital of the Company was Taka 2,338.78 million and Taka 2,245.39 million respectively as at 2025 & 2024 respectively (note: 15.05).

8.07	**Grouping as per Classification Rules**		
	Unclassified:		
	Standard	11,298,249,848	12,066,697,597
	Special Mention Account	487,620,346	251,012,226
	Classified:	**11,785,870,194**	**12,317,709,823**
	Sub-standard	9,180,438	53,480,838
	Doubtful	146,491,651	541,182,182
	Bad/loss	1,137,058,649	999,733,957
		1,292,730,738	**1,594,396,977**
		13,078,600,932	**13,912,106,800**
8.08	**Loan Type-wise Classified Loan**		
	Mortgage loans	1,021,077,459	1,294,610,315
	Lease finance	121,541	121,541
	Term Finance	30,398,928	13,921,453
	Small & Medium Enterprises	241,132,810	285,743,668
		1,292,730,738	**1,594,396,977**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
8.09	**Sector-wise Allocation of Loans, Advances and Leases**		
	Government		
	Private:		
	Mortgage loan	11,324,588,427	11,950,665,035
	Industry	3,269,453	6,081,309
	Term Finance	124,475,136	78,106,510
	Commercial loan	1,218,627,829	1,373,514,560
	SME Loan	335,558,176	439,294,103
	Miscellaneous	72,081,911	64,445,282
		13,078,600,932	**13,912,106,800**
8.10	**Securities Against Loans, Advances and Leases**		
	Collateral of moveable/immoveable assets	13,006,519,021	13,847,661,518
	Fixed Deposit Receipts (FDR)	41,021,327	29,162,370
	Fixed Deposit of other banks	-	-
	Personal guarantee	31,060,584	35,282,912
	Others	-	-
		13,078,600,932	**13,912,106,800**

8.11 Particulars of Required Provision for Loans, Advances and Leases

Status	Outstanding Loans, Advances and Leases as at 31.12.2025	Base for Provision	Rate of Required Provision	Required Provision	Required Provision
For Loans, Advances and Leases:					
Unclassified-General Provision:					
All unclassified Loans	11,214,441,048	11,214,441,048	1.00%	183,178,732	120,061,360
Additional provision on unclassified loan as per Bangladesh Bank Guideline			2.00%	12,486,359	12,633,449
Unclassified SME loan	83,808,800	83,808,800	0.25%	209,522	325,732
Special Mention Account (SMA)	487,620,346	431,460,271	5.00%	21,573,014	11,099,302
Sub-total:	**11,785,870,194**	**11,729,710,119**		**217,447,627**	**144,119,843**
Classified-Specific Provision:					
Sub-standard	9,180,438	1,377,066	20.00%	275,413	1,859,453
Doubtful	146,491,651	25,405,349	50.00%	12,702,675	58,157,813
Bad/Loss	1,137,058,649	270,923,599	100.00%	270,923,599	249,808,484
Sub-total:	**1,292,730,738**	**297,706,014**		**283,901,687**	**309,825,750**
Grand-total:	**13,078,600,932**	**12,027,416,133**		**501,349,313**	**453,945,593**

8.12 Particulars of Loans, Advances and Leases

Loans considered good in respect of which the Company is fully secured	13,047,540,348	13,876,823,888
Loans considered good against which the Company holds no security other than debtors' personal guarantee	23,899,760	25,809,962
Loans considered good secured by the personal undertaking of one or more parties in addition to the personal guarantee of the debtors	7,160,824	11,911,226
Loans adversely classified-no provision not maintained there against	-	-
	13,078,600,932	**13,914,545,076**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
	Loans due by directors or officers of the bank or any of them either separately or jointly with any other persons	31,060,584	35,282,912
	Loans due from companies or firms in which the directors or officers of the Company have interest as directors, partners or managing agents or, in case of private companies, as members	-	-
	Maximum total amount of advance, including temporary advance made at any time during the year to directors or managers or officers of the Company or any of them either separately or jointly with any other person	-	-
	Maximum total amount of advance, including temporary advances granted during the year to companies or firms in which the directors of the Company are interested as directors, partners or managing agents or, in case of private companies, as members.	-	-
	Due from banks/financial institutions	-	-
	Classified loans, advances and leases:		
	a) Classified loans, advances and leases on which interest has not been charged (Note-8.07)	1,137,058,649	999,733,957
	b) Loans written off	-	-
	c) Realized from previous written off	-	-
	d) Provision on bad loans, advances and leases	283,901,687	309,825,750
	e) Interest credited to the interest suspense account (Note-14.05)	398,202,530	450,768,998
	f) Cumulative amount of the written off loans/Leases:		
	Opening balance	584,505,317	413,535,684
	Amount written off during the year	100,533,801	172,982,633
	Cumulative to date	685,039,118	586,518,317
	Recovery from write-off	(19,549,570)	(2,013,000)
	Written off loans for which law suit filed	**665,489,548**	**584,505,317**

8.13 The directors of the Company have not taken any loan from National Housing during the year or there is no outstanding loan balances with any directors of the company.

9.00	**Fixed assets including premises, furniture and fixtures for 2025**		
	Cost		
	Opening balance	437,178,489	435,237,828
	Add: Addition during the year (Annexure - A)	1,539,352	1,940,661
		438,717,841	**437,178,489**
	Less: Disposed during the year (Annexure-A)	(4,307,875)	-
	Balance as on 31.12.2025	**434,409,966**	**437,178,489**
	Less: Accumulated depreciation (9.02)	(172,943,954)	(165,165,864)
	Written down value as on 31.12.2025	**261,466,012**	**272,012,625**
9.02	**Accumulated depreciation**		
	Opening balance	165,165,864	149,866,452
	Add: Depreciation charged during the year	12,085,963	15,299,412
		177,251,827	**165,165,864**
	Less: Adjustment during the year	(4,307,873)	-
	Balance as on 31.12.2025	**172,943,954**	**165,165,864**

For details please refer to Annexure - A

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
10.00	**Other assets**		
	Income Generating Other Assets:	-	-
	Non-income Generating Other Assets:		
	Advance against fixed assets (note: 10.03)	-	-
	Security deposits	672,000	622,000
	Advance income tax (note: 10.01)	307,040,832	262,579,301
	Advance against branch office	-	-
	Advance against office rent	180,005	190,001
	Deferred tax assets (note: 10.03)	8,318,023	10,806,111
	Stamp & Security Paper	250,102	237,024
	Other receivables (note: 10.02)	149,144,637	**167,465,748**
		465,605,600	**441,900,185**
10.01	**Advance Income Tax**		
	Balance as at 1st January	262,579,301	303,708,308
	Add: Advance tax for the year:		
	Tax paid during the year	-	47,292,558
	Tax deducted at source	49,231,867	50,988,234
	Less: Adjusted against tax provision for the year 2018 & 2021	(4,770,336)	(139,409,799)
		44,461,531	**(41,129,007)**
	Balance as at 31 December	**307,040,832**	**262,579,301**
10.02	**Other Receivables**		
	Cheque dishonored charges	57,756	81,743
	Accounts receivable	102,042,975	116,286,762
	Advance against Profit First Term Deposit	-	3,794,000
	Advance against Zero Coupon Bond	18,126,559	23,523,865
	Interest on bank deposits	-	-
	Receivable from Multi Securities	3,820	3,970
	Receivable from ETBL Securities	8,044	330
	Receivable from UFT Co. Ltd	397,268	349,735
	Legal charges receivable	28,138,058	23,238,391
	Others	370,158	186,954
		149,144,637	**167,465,748**
10.03	**Deferred tax assets**		
	Balance as at 1st January	10,806,111	21,030,488
	Add: Addition during the year (note: 10.03(a))	(2,488,087)	(10,224,378)
		8,318,023	**10,806,111**
10.03(a)	**Calculation of deffered tax**		
	Carrying amount of Fixed Assets (excluding land)	196,246,019	206,792,632
	Tax base value of Fixed Assets	218,427,415	235,608,928
	Deductible temporary difference	22,181,396	28,816,295
	Applicable tax rate	37.50%	37.50%
	Deferred tax assets on fixed assets	8,318,023	10,806,111
	Deferred tax assets/(liability) at the beginning of year	10,806,111	21,030,488
	Deferred tax income/(Expenses)	**(2,488,087)**	**(10,224,378)**
11.00	**Non-banking assets**	-	-

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
12.00	**Borrowing from banks, other financial institutions and agents Secured In Bangladesh:**		
	Secured Overdraft		
	Banking companies:		
	Eastern Bank PLC	239,324,347	249,293,064
	Mercantile Bank PLC	50,585	98,689,155
	SBAC Bank PLC	-	-
	Exim Bank PLC	-	-
	Uttara Bank PLC	-	-
	Pubali Bank PLC	240,630,298	246,255,170
	Mutual Trust Bank PLC	100,501,168	185,991,132
		580,506,398	**780,228,520**
	Non-banking financial institution	-	-
		580,506,398	**780,228,520**
	Outside Bangladesh	-	-
	Sub-total:	**580,506,398**	**780,228,520**
	Term Loan :		
	Banking companies:		
	Agrani Bank PLC	77,195,647	113,727,152
	Woori Bank Limited	162,000,000	162,000,000
	Pubali Bank PLC	133,848,282	186,780,423
	NCC Bank PLC	-	-
	Eastern Bank PLC	218,302,614	281,466,228
		591,346,543	**743,973,802**
	Non-banking financial institution	-	-
		591,346,543	**743,973,802**
	Outside Bangladesh	-	-
	Sub-total:	**591,346,543**	**743,973,802**
	Bangladesh Bank Loan:		
	SME loan	14,825,000	22,559,286
	HML Refinance Scheme	59,514,121	79,469,009
	Secured loan from others	-	448,564,950
	Sub-total:	**74,339,121**	**550,593,245**
	Un-secured		
	Money at call and on short notice: (note-12.02)		
	Banking companies:		
		-	-
		-	-
	Non-banking financial institution	-	-
		-	-
	Un-secured		
	Short term borrowing		
	Banking companies:		
		-	-
		-	-
	Total:	**1,246,192,062**	**2,074,795,568**
12.01	**Remaining Maturity Grouping of Borrowing**		
	Payable on demand	580,506,398	780,228,520
	Up to 1 (one) month	-	711,258,602
	Over 1 (one) month to 3 (three) months	-	-
	Over 3 (three) months to 1 (one) year	-	481,280,151
	Over 1 (one) year to 5 (five) years	176,825,000	102,028,295
	More than 5 (five) years	488,860,664	-
		1,246,192,062	**2,074,795,568**

12.02 Money at call and on short notice

Money at call and on short notice normally ranges between 1-3 days. At the closing date of 31 December 2025, all Money at call and on short notice had been paid for, resulting in zero balance.

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
13.00	**Deposits and other accounts**		
	Bank Term deposits	176,000,000	220,000,000
	Customer deposits	11,403,865,054	11,658,859,184
	Other deposits (note: 13.02)	5,452,938	2,467,438
		11,585,317,992	**11,881,326,622**
13.01	**Remaining Maturity Grouping of Deposits and Other Accounts**		
	Payable on demand	6,095,812	-
	Within 1 (one) month	450,538,415	250,966,978
	Over 1 (one) month to 6 (six) months	6,875,710,049	7,146,945,637
	Over 6 (six) months to 1 (one) year	3,412,425,670	3,584,465,193
	Over 1 (one) year to 5 (five) years	826,564,578	886,170,763
	Over 5 (five) years to 10 (ten) years	13,983,468	12,778,051
	More than 10 (ten) years	-	-
		11,585,317,992	**11,881,326,622**
13.02	**Other Deposits**		
	Home mortgage loan deposit	3,570,354	490,354
	Margin deposit	307,050	401,550
	Refundable share money deposit	-	-
	Lease deposit	1,575,534	1,575,534
		5,452,938	**2,467,438**
14.00	**Other liabilities**		
	Provision for loans, advances ,investments and others (note: 14.01 to 14.04)	695,728,351	519,610,573
	Interest suspense (note: 14.05)	398,202,530	450,768,998
	Provision for gratuity (note: 14.06)	-	-
	Withholding tax payable	1,381,168	2,849,760
	VAT & Excise duty payable	924,575	1,233,767
	Provision for current tax (note: 14.07)	228,847,339	181,501,581
	Interest payable (note: 14.11)	587,998,242	525,156,109
	Accrued expenses (note: 14.10)	373,750	345,000
	Unclaimed dividend (note: 14.12)	4,944,085	4,989,489
	Lease liabilities (note: 14.13)	935,785	1,834,206
	Accounts Payable (others)	71,424,339	50,411,573
	Accounts Payable (salary)	6,834,615	-
	Sundry deposit	20,387,915	12,578,240
	Sundry liabilities	4,943,051	5,332,523
		2,022,925,745	**1,756,611,818**
14.01	**Specific Provision on Loans, Advances**		
	Balance as at 1st January	327,666,095	191,018,677
	Less: Fully provided debt written off	(80,215,599)	(134,016,785)
	Provision after written off	247,450,496	57,001,892
	Add: Provision made during the year	77,795,295	284,626,976
	Less: Provision recovered	(46,023,929)	(15,975,773)
	Net charge in the profit & loss account	**31,771,366**	**268,651,203**
	Add: Recovery of amount previously written off	19,549,570	2,013,000
	Less: Written off of provision no longer required	-	-
	Provisions held at 31 December	**298,771,432**	**327,666,095**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
14.02	**General Provision on Loans, Advances and Leases**		
	Balance as at 1st January	126,279,498	175,540,086
	Add: Provision made during the year	76,805,343	497,542
	Less: Provision recovered	(506,960)	(49,758,130)
	Net charge in the profit & loss account	76,298,383	(49,260,588)
	Balance as at 31 December	**202,577,881**	**126,279,498**
14.03	**Provision on investments in share**		
	Balance as at 1st January	53,781,066	31,291,354
	Add: Provision made during the year	1,141,637	22,989,712
	Less: Provision recovered	(2,559,496)	(500,000)
	Net charge in the profit & loss account	(1,417,859)	22,489,712
	Balance as at 31 December	**52,363,207**	**53,781,066**
14.04	**Provision on others**		
	Balance as at 1st January	11,883,914	10,367,763
	Add: Provision made during the year	130,942,943	5,973,720
	Less: Provision recovered	(20,186)	(12,920)
	Net charge in the profit & loss account	**130,922,757**	**5,960,800**
		142,806,671	16,328,563
	Less: Fully provided debt written off	(790,840)	(4,444,649)
	Provisions held at 31 December	**142,015,831**	**11,883,914**
14.05	**Interest Suspense Account**		
	Balance as at 1st January	450,768,998	404,699,177
	Add: Interest suspense charged during the year	181,691,876	186,256,704
	Less: Interest suspense realized during the year	(213,940,142)	(105,665,684)
	Net charge in the profit & loss account	**(32,248,266)**	**80,591,020**
		418,520,732	485,290,198
	Less: Interest reversed due to written off loans	(20,318,202)	(34,521,200)
	Balance as at 31 December	**398,202,530**	**450,768,998**

Write-off of Loans/Leases

As per FID Circular no. 03 dated 15th March 2007 of Bangladesh Bank a financial institution should write-off its loans/leases to clean-up its financial statements subject to fulfillment of the criteria.As per Bangladesh Bank guidelines, National Housing Finance PLC has written-off its loans/leases as under:

(Figures in Taka)

Balance at 1st January	584,505,317	413,535,684
Net loans/leases written-off during the year	100,533,801	172,982,633
No. of agreements written-off	60	42
No. of clients written-off	63	37
Interest suspense against written-off loans/leases	(20,318,202)	(34,521,200)
Provision adjusted against written-off loans/leases	(81,006,439)	(138,461,434)
Recovery of loans/leases write-off loans/leases	19,549,570	2,013,000
Balance of loans/leases written-off at 31 December 2025	**665,489,548**	**584,505,317**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
14.06	**Provision for Gratuity**		
	Balance as at 1st January	-	-
	Add: Provision made during the year	5,263,369	14,220,498
	Less: Payment made during the year	(5,263,369)	(14,220,498)
	Less: Provision written back during the year	-	-
	Balance as at 31 December	**-**	**-**
14.07	**Provision for Current Tax**		
	Balance as at 1st January	181,501,581	290,214,247
	Add: Provision made during this period (note-14.07.01)	47,345,759	40,926,797
	Less: Prior year short/(excess) provision	4,770,336	(10,229,664)
	Less: Adjustment of advance tax	(4,770,336)	(139,409,799)
	Balance as at 31 December	**228,847,339**	**181,501,581**

14.07.01 Provision made during the year

Provisions for current tax has been made on the basis of the profit for the year as adjusted for taxation purposes in accordance with the provisions of Income Tax Ordinance, 1984 and amendments made thereto. The current tax rate for the Company is 37.50% on taxable income.

Notes	Particulars	December 31, 2025	December 31, 2024
14.08	**Provision for taxation Net Charged for in the Profit & Loss Account**		
	Current tax (note: 14.07)	52,116,094	30,697,133
		52,116,094	**30,697,133**
14.08.01	**Average effective tax rates**		
	The average effective tax rate is calculated below as per International Accounting Standard (IAS) 12: "Income Taxes".		
	Tax expenses (A)	54,604,181	40,921,510
	Accounting profit before tax (B)	149,868,462	43,854,181
	Average effective tax rate (A÷B)	**36.43%**	**93.31%**
14.08.02	**Reconciliation of effective tax rate:**		
	Tax using the company's tax rate	37.50%	37.50%
	Tax effect of:		
	Provision for non-deductible expenses	0.00%	0.00%
	Adjustment/provision released during this period	11.83%	69.79%
	Recovery from business write-off	4.89%	1.72%
	Capital gain from sale of Govt. Securities	-12.40%	-0.75%
	Other components of tax as per ITO 1984	2.61%	-1.61%
	Difference between accounting and tax depreciation.	-8.00%	-13.33%
	Effective tax rate	**36.43%**	**93.31%**
14.09	**Deferred tax liability**		
	Balance as at 1st January	-	-
	Deferred tax income/(Expenses)	-	-
		-	**-**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
14.10	**Accrued Expenses**		
	Promotion and publicity	-	-
	Audit fees	373,750	345,000
	Sundry creditors	-	-
		373,750	**345,000**
14.11	**Interest payable**		
	Opening balance	525,156,109	386,115,715
	Add: Interest charge during the year	248,057,404	200,760,014
	Less: Interest paid during the year	(185,215,271)	(61,719,620)
		587,998,242	**525,156,109**
14.12	**Unclaim dividend**		
	Opening balance	4,989,489	3,980,959
	Add: Dividend declared	-	117,031,200
	Less: Adjustment for the year	(45,404)	(116,022,669)
		4,944,085	**4,989,489**
14.13	**Lease Liability**		
	Opening balance	1,834,206	3,243,797
	Add: Lease liability during the year	413,493	-
	Less: Lease liability adjustment during the year	(1,311,914)	(1,409,591)
		935,785	**1,834,206**

Movement of lease liabilities has been included due to implementation of IFRS-16 Leases (office rent).

15.00	**Share Capital**		
15.01	**Authorized Capital:**		
	200,000,000 ordinary shares of Tk.10 each	2,000,000,000	2000,000,000
15.02	**Issued, Subscribed and fully Paid-up Capital:**		
	128,734,320 ordinary shares of Tk.10 each	**1,287,343,200**	**1,170,312,000**
	% of holding:	**% of holding**	**% of holding**
	Sponsors	54.91%	59.90%
	General public	45.09%	40.10%
		100.00%	**100.00%**
	Number of holding:		
	Sponsors	70,682,469	70,107,361
	General public	58,051,851	46,923,839
		128,734,320	**117,031,200**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024

15.03 Classification of shareholders by holding as required by Regulation 37 of the Listing Regulations of Dhaka Stock Exchange PLC:

Number of shares	No of shareholders	No of shares	% of holding
Less than 500	2820	428,913	0.33%
501 to 5,000	3452	6,500,206	5.05%
5,001 to 10,000	671	4,809,730	3.74%
10,001 to 20,000	513	7,214,420	5.60%
20,001 to 30,000	186	4,474,793	3.48%
30,001 to 40,000	71	2,493,662	1.94%
40,001 to 50,000	32	1,467,408	1.14%
50,001 to 100,000	81	5,741,390	4.46%
100,001 to 1,000,000	75	20,379,353	15.83%
Above 1,000,000	19	75,224,445	58.43%
Total:	**7920**	**128,734,320**	**100.00%**

The shares of the Company are listed with Dhaka Stock Exchange Ltd. & Chittagong Stock Exchange Ltd.

15.04 Capital Requirement

As per the Section 4(GHA) of the Financial Institutions Rule, 1994 and subsequently updated vide DFIM circular no. 05 dated July 24, 2011 of Bangladesh Bank, an NBFI requires to have Tk.100 crore as its minimum capital which shall be deemed to be adequate capital. When the core capital equals or exceeds its minimum capital then the capital shall be treated as adequate capital of NBFI. Core capital consists of paid-up capital, retained earnings, statutory reserve and balance of current year's profit but in case of total capital it includes core capital plus general provision on good loans/leases. Status of the capital has given bellow:

	December 31, 2025	December 31, 2024
Core capital (paid-up capital, retained earnings & statutory reserve etc.)	2,196,079,625	2,100,815,344
Less: Required minimum capital	(1,000,000,000)	(1,000,000,000)
Surplus over minimum required capital	**1,196,079,625**	**1,100,815,344**
Core capital (paid-up capital, retained earnings & statutory reserve etc.)	2,196,079,625	2,100,815,344
Add: Provision on good loan/leases	202,577,881	126,279,498
Total capital	**2,398,657,506**	**2,227,094,842**
Less: Required minimum capital	(1,000,000,000)	(1,000,000,000)
	1,398,657,506	**1,227,094,842**

15.05 Capital Adequacy Ratio-As per BASEL-II

		December 31, 2025	December 31, 2024
1.	**Tier-1 (Core Capital)**		
1.1	Fully Paid-up Capital/Capital Deposited with BB	1,287,343,200	1,170,312,000
1.2	Statutory Reserve	726,831,263	707,778,407
1.3	Non-repayable share premium account	-	-
1.4	General Reserve	-	-
1.5	Retained Earnings	181,905,162	222,724,937
1.6	Minority interest in Subsidiaries	-	-
1.7	Non-Cumulative irredeemable Preference shares	-	-
1.8	Dividend Equalization Account	-	-
1.9	Others (if any item approved by Bangladesh Bank)	-	-
1.10	**Sub-Total (1.1 to 1.9)**	**2,196,079,625**	**2,100,815,344**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
	Deductions from Tier-1 (Core Capital)		
	1.11 Book Value of Goodwill and value of any contingent assets which are shown as assets	-	-
	1.12 Shortfall in provisions required against classified assets	-	-
	1.13 Shortfall in provisions required against investment in shares	-	-
	1.14 Remaining deficit on account of revaluation of investments in securities after netting off from any other surplus on the securities.	-	-
	1.15 Any investment exceeding the approved limit.	-	-
	1.16 Investments in subsidiaries which are not consolidated	-	-
	1.17 Increase in equity capital resulting from a securitization exposure	-	-
	1.18 Other (if any)	-	-
	1.19 Sub-Total (1.11 to 1.18)	-	-
	1.20 Total Eligible Tire-1 Capital (1.10-1.19)	**2,196,079,625**	**2,100,815,344**
	2 Tier-2 (Supplementary Capital)		
	2.1 General Provision (Unclassified loans up to specified limit + SMA + off Balance Sheet exposure)	142,702,910	144,576,440
	2.2 Assets Revaluation Reserve up to 50%	-	-
	2.3 Revaluation Reserve for Securities up to 45%	-	-
	2.4 Revaluation Reserve for equity instrument up to 10%	-	
	2.5 All other preference shares	-	-
	2.6 Other (if any item approved by Bangladesh Bank)	-	-
	2.7 Sub-Total (2.1 to 2.6)	**142,702,910**	**144,576,440**
	2.8 Applicable Deductions if any	-	-
	2.9 Total Eligible Tire-2 Capital (2.7-2.8)	**142,702,910**	**144,576,440**
	Total Capital	**2,338,782,536**	**2,245,391,784**
	Total risk weighted assets	12,478,249,811	12,808,015,182
	Required minimum capital 10% of RWA or Tk. 100.00 crore, which is higher.	1,247,824,981	1,280,801,518
	Surplus	1,090,957,555	964,590,266
	Capital Adequacy Ratio	18.74%	17.53%
16.00	**Statutory reserve**		
	Balance as at 1st January	707,778,407	707,191,873
	Reserve made during the year (note-16.01)	19,052,856	586,534
	Balance as at 31 December	**726,831,263**	**707,778,407**
16.01	**Reserve made during the year ***		
	Net Profit/(loss) after taxation	95,264,281	2,932,670
	Applicable Rate	20%	20%
		19,052,856	**586,534**

*In compliance with the clause no 6 of Financial Institutions Regulations, 1994, Financial Institution is required to transfer at least 20% of it's profit after tax and before appropriation of dividend in a particular year, if the financial institution's sum of Share Premium Account (if any) and Statutory Reserves is less than the paid up capital of that financial institution. Accordingly, 20% of current year's profit after tax has been transferred to Statutory Reserves Account. Statutory reserve has been created at the rate of 20.00% of the net profit as per Bangladesh Bank's guidelines.

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
17.00	**Retained earnings**		
	Balance as at 1st January	222,724,937	337,410,001
	Add: Net profit after tax for the year	95,264,281	2,932,670
		317,989,219	**340,342,671**
	Less: Allocations:		
	Transferred to statutory reserve	(19,052,856)	(586,534)
	Issue of Bonus Share	(117,031,200)	-
	Dividend	-	(117,031,200)
		(136,084,056)	**(117,617,734)**
	Balance as at 31 December	**181,905,162**	**222,724,937**
18.00	**Income statement**		
	Income:		
	Interest, discount and other similar income (note: 19.00)	1,876,416,801	1,893,562,084
	Dividend income (note: 21.00)	8,355,638	8,360,223
	Fees, commission & brokerage (note: 22.00)	1,500	2,000
	Gains less losses arising from investment in securities (note: 21.03)	(5,229,681)	(490,988)
	Other operating income (note: 23.00)	11,638,479	11,578,667
		1,891,182,737	**1,913,011,987**
	Expenses:		
	Interest on borrowing, fees and commission (note: 20.00)	1,562,235,882	1,504,063,245
	Losses on loan, advances and leases (note: 31.00)	108,069,749	219,390,615
	Administrative expenses	191,667,534	197,897,455
	Other operating expenses (note: 30.00)	18,412,548	18,846,734
	Depreciation on banking assets (note: 29.00)	12,838,719	15,857,902
		1,893,224,431	**1,956,055,951**
		(2,041,694)	**(43,043,964)**
19.00	**Interest income**		
	Interest on mortgage loan:		
	Home mortgage loan	1,455,301,809	1,415,331,446
	Commercial mortgage loan	166,035,237	177,971,630
	Project mortgage loan	38,589,328	23,619,888
		1,659,926,374	**1,616,922,964**
	Interest on lease finance:		
	Industrial equipment	446,611	760,296
	Vehicles	93,083	185,234
	Delinquent interest	-	-
	Interest on term finance	32,769,972	39,893,790
		33,309,666	**40,839,320**
	Interest on fixed deposits	75,708,722	194,181,389
	Interest on short term deposit	94,948,327	35,306,470
	Interest on loan against FDR	5,458,231	2,743,711
	Interest on staff loan	7,065,481	3,568,230
		1,876,416,801	**1,893,562,084**
20.00	**Interest paid on deposits, borrowings etc.**		
	Interest paid on deposits, borrowings (Note-20.01)	1,562,235,882	1,504,063,245
	Interest Expenses-Lease Liability (Note-20.02)	129,305	169,647
		1,562,365,187	**1,504,232,892**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
20.01	**Interest paid on deposits, borrowings**		
	Call money interest	-	-
	Secured overdraft interest	11,061,445	15,900,090
	Term deposit interest	49,258,000	173,636,761
	Term loan interest	76,105,109	88,227,636
	Customer Deposit Int. - Kotipoti Scheme	1,211,755	1,099,199
	Customer Deposit Int. - Hajj Scheme	10,131	-
	Customer Deposit Int. - Education Pension Scheme	78,036	74,494
	Customer Deposit Int. - Housing Deposit Scheme	349,848	353,219
	Customer Deposit Int. - Mohila Savings Scheme	79,923	50,347
	Customer Deposit Int. - Money Multiplier Scheme	16,268,221	18,681,775
	Customer deposit interest - Term Deposit	1,247,598,285	1,088,619,847
	Customer deposit interest - Income Account	18,001,192	16,785,091
	Customer deposit interest - Double Money Account	967,194	7,048,176
	Customer deposit interest - Triple Money Account	9,789,330	9,363,969
	Customer deposit interest-MSS	1,464,100	1,267,946
	Customer deposit interest-MLNR	7,570,738	8,561,556
	Interest Expense on Zero coupon bond	37,749,279	40,806,275
	Interest expenses on treasury bond	-	2,617,956
	Interest expenses on Repo	82,161,631	24,771,757
	HML refinance interest	2,180,084	4,573,230
	SME loan interest	331,581	1,623,920
		1,562,235,882	**1,504,063,245**
20.02	**Interest Expenses-Lease Liability**	**129,305**	**169,647**
21.00	**Investment Income**		
	Dividend Income (note- 21.01)	8,355,638	8,360,223
	Interest income from treasury bond (note-21.02)	117,129,718	114,643,804
	Capital gain on sale of Govt. Treasury Bond	49,544,100	874,500
	Gains /losses from sale of shares (note-21.03)	(5,229,681)	(490,988)
		169,799,775	**123,387,539**
21.01	**Dividend Income ***		
	Dividend on ordinary shares	8,355,638	8,360,223
	Dividend on preference shares	-	-
		8,355,638	**8,360,223**
21.02	**Interest income from treasury bond**		
	Interest income from treasury bond	91,204,162	89,326,820
	Income from investment in bonds	25,925,556	25,316,984
		117,129,718	**114,643,804**
21.03	**Gains /losses from sale of shares***		
	Gain on sale of shares	1,409,520	1,778,952
	Loss on sale of shares	(6,639,200)	(2,269,939)
		(5,229,681)	**(490,988)**

*The overall market condition of shares and securities deteriorated during the financial year, which had resulted in diminution of values of shares and securities and decreased payout of dividend from investments in share in various companies. Investment income has significantly decreased due to the aforesaid reason

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
22.00	**Commission, exchange and brokerage**		
	Fees	1,500	2,000
		1,500	**2,000**
23.00	**Other operating income**		
	Application, processing and documentation fees	9,983,964	10,987,530
	Delinquent charge-MSS,MLNR etc.	440	1,892
	Interest on call Money lending	-	90,833
	Other income	1,654,075	498,412
		11,638,479	**11,578,667**
24.00	**Administrative expenses**		
24.01	**Directors' fees and expenses**		
	This represents fees paid for attending board meetings and other committee meetings @ Tk. 10,000/- per attendance per person.	736,000	1,058,200
		736,000	**1,058,200**
24.02	**Salaries and allowances**		
	Salary & allowances (note: 24.02.01)	127,232,486	125,899,697
	Provident fund contribution	6,166,136	6,354,317
	Gratuity	5,263,369	14,220,498
	Bonus	12,505,171	11,701,130
		151,167,162	**158,175,642**

24.02.01 Salary & allowances

This includes managerial remuneration of Taka 126.98 million and balance amount Taka 24.19 million is on account of staff salary, bonus and other allowances. The number of employees including contract based employees were 184 and 185 for this period of 2025 & 2024 respectively.

24.03	**Rent, taxes, insurance, electricity etc.**		
	Office maintenance	2,506,930	3,049,092
	Office rent	7,095,417	6,235,292
	Security Guard	1,725,183	1,176,155
	City corporation Taxes	159,851	159,940
	Electricity	3,615,343	3,510,059
	Utilities	304,491	303,552
	Membership fees	2,243,501	1,612,124
	Subscription & Donation	3,935,044	1,864,632
	CSR activites	25,000	601,650
	Legal and professional	335,803	379,111
	Insurance (note: 24.03.01)	727,630	776,997
		22,674,193	**19,668,604**

24.03.01 Insurance

Taka 727,630 being premium paid for insurance coverage against damages/loss of the Company's fixed assets by fire, earthquake etc.

24.04	**Legal expenses**		
	Legal charges	-	-
		-	**-**
25.00	**Postage, stamps, telecommunication etc.**		
	Courier	130,596	77,777
	Postage	54,463	76,778
	Stamps & security paper	8,000	4,000
	Telephone, fax & e-mail	1,992,953	1,942,229
		2,186,012	**2,100,784**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
26.00	**Stationary, printing, advertisement etc.**		
	Printing	820,080	1,479,745
	Stationery	923,835	718,704
	Business Commission	3,704,142	5,409,031
	Promotion & publicity	2,166,860	2,454,938
		7,614,917	**10,062,418**
27.00	**Managing Director's salary and fees**		
	Salary & allowances	6,255,500	5,886,807
	Bonus	660,000	600,000
		6,915,500	**6,486,807**
28.00	**Auditors' fees**	**373,750**	**345,000**
29.00	**Depreciation on and repairs to assets**		
	Depreciation:		
	Building	563,283	625,870
	Newly acquired Building	4,997,792	5,127,807
	Furniture	1,873,846	2,067,903
	Office equipment	2,593,881	3,087,840
	Intangible Assets	630,000	2,100,000
	Right-of-Use Asset for Lease Rent	1,101,588	1,883,025
	Motor vehicle	325,573	406,967
		12,085,963	**15,299,412**
	Repair and maintenance	752,756	558,490
		12,838,719	**15,857,902**

Movement of depreciation and repair of assets (Right use of lease assets) have been included due to implementation of IFRS-16 Leases (office rent).

Notes	Particulars	December 31, 2025	December 31, 2024
30.00	**Other expenses**		
	Traveling expenses	331,504	612,362
	Conveyance bill	4,319,439	3,875,242
	Training	93,789	168,856
	Bank charges and excise duty	2,498,049	2,185,960
	Books, periodicals and others	-	-
	Office refreshments	1,901,462	2,100,774
	Motor car	7,435,088	7,827,840
	Office general expenses	1,383,762	1,633,627
	AGM Expenses	256,144	210,193
	Software Maintenance Charge	-	-
	Trade License Fees	185,184	190,934
	Computer Software Expenses	-	-
	Investment expenses share	8,127	40,946
		18,412,548	**18,846,734**
31.00	**Provisions for loan and advances**		
	For classified loans, advances and leases	31,771,366	268,651,203
	For unclassified loans, advances and leases	76,298,383	(49,260,588)
		108,069,749	**219,390,615**
31.01	**Provision for investments**		
	Made during the year	1,141,637	22,989,712
	Recovery during the year	(2,559,496)	(500,000)
		(1,417,859)	**22,489,712**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
31.02	**Others**		
	Provisions for legal charges	3,240,855	5,955,273
	Provisions for other (salary) charges	12,798,263	-
	Provisions for cheque dishonored & clearing charges	13,097	5,528
		16,052,215	**5,960,800**
32.00	**Earnings per share**		
	a) Earnings attributable to the ordinary shareholders(Taka)	95,264,281	2,932,670
	b) Number of ordinary shares outstanding during the year	128,734,320	117,031,200
	c) Weighted average number of ordinary shares outstanding during the year	128,734,320	117,031,200
	d) Basic earnings per share (a/c)	**0.74**	**0.03**
	d) Basic earnings per share (a/c) (restated)*	**0.74**	**0.02**

*EPS for the year 2025 has been restated based on the new weighted average number of ordinary shares in accordance with para 64 of BAS 33.

Prior year Basic Earning Per Share calculation has been revised due to calculation of weighted average number of ordinary shares. Earnings per share (EPS) has been computed by dividing the net profit after tax (NPAT) by the weighted average number of ordinary shares outstanding as on 31 December 2025 as per IAS-33" Earnings Per Share". No diluted EPS was required to be calculated for the year since there was no scope for dilution of shares during the year.

33.00	**Interest receipts in cash**		
	Interest income from loans, advances & leases	1,876,416,801	1,893,562,084
	(Increase)/decrease in interest receivable on loans, advances and leases	-	-
	(Increase)/decrease in other receivable	5,397,306	(19,619,865)
		1,881,814,106	**1,873,942,219**
34.00	**Interest payments**		
	Total interest expenses (note: 20.00)	1,562,235,882	1,504,063,245
	Add: Opening balance of interest payable	525,156,109	382,920,637
	Less: Closing balance of interest payable	(587,998,242)	(525,156,109)
		1,499,393,748	**1,361,827,773**
35.00	**Fees and commissions receipts in cash**		
	Fees, commission and brokerage (note: 22.00)	1,500	2,000
	Add: Opening balance of fees, commission and brokerage	-	-
	Less: Closing balance of fees, commission and brokerage	-	-
		1,500	**2,000**
36.00	**Cash payments to employees**		
	Staff salaries and allowances (note: 24.02)	151,167,162	158,175,642
	Managing Director's salaries and allowances (note: 27.00)	6,915,500	6,486,807
	Add: Opening balance of staff dues	50,411,573	14,707,738
	Less: Closing balance of staff dues	(78,258,954)	(50,411,573)
		130,235,281	**128,958,614**
37.00	**Cash payments to suppliers**		
	Printing, stationary and advertisement etc. (note: 26.00)	7,614,917	10,062,418
	Postage, stamps, telecommunication etc. (note: 25.00)	2,186,012	2,100,784
	Repair & maintenance (note: 29.00)	752,756	558,490
	Add: Opening balance of suppliers dues	-	-
	Less: Closing balance of suppliers dues	-	-
		10,553,685	**12,721,692**
38.00	**Receipts from other operating activities**		
	Other operating income (note: 23.00)	11,638,479	11,578,667
	Profit on sale of share (note: 21.01)	1,409,520	1,778,952
	Loss on sale of share (note: 21.01)	(6,639,200)	(2,269,939)
		6,408,798	**11,087,680**

Notes	Particulars	Amount in Taka	
		December 31, 2025	December 31, 2024
39.00	**Payments for other operating activities**		
	Directors' fees	736,000	1,058,200
	Legal expenses	-	-
	Auditor's fees	373,750	345,000
	Office occupancy cost	11,327,530	10,460,539
	City Corporation Taxes	159,851	159,940
	Electricity	3,615,343	3,510,059
	Utilities	304,491	303,552
	Insurance	727,630	776,997
	Other expenses (note: 30.00)	18,412,548	18,846,734
	Add: Opening balance of outstanding payable	345,000	345,000
	Less: Closing balance of outstanding payable	(373,750)	(345,000)
		35,628,393	**35,461,021**
40.00	**Increase/(Decrease) of other deposits**		
	Closing balance:		
	Term deposits	11,579,865,054	11,878,859,184
	Other deposits	5,452,938	2,467,438
		11,585,317,992	**11,881,326,622**
	Opening balance:		
	Term deposits	11,878,859,184	15,096,192,883
	Other deposits	2,467,438	2,700,128
		11,881,326,622	**15,098,893,011**
		(296,008,630)	**(3,217,566,389)**
41.00	**Sanction and disbursement**		
	Sanction	1,868,408,697	2,264,249,450
	Disbursement	1,257,881,027	1,680,800,067
	Undisbursed	**610,527,670**	**583,449,383**
41.01	**Contingent liabilities (Other Commitments)**		
	Government	-	-
	Directors	-	-
	Bank and other Financial Institution	-	-
	Other	**610,527,670**	**583,449,383**

In the normal course of business, the company makes various commitments, contracts and disbursements. No material losses are anticipated as a result of these transactions.
During the year 2025 the company disclosed undisbursed sanctioned loan amount Tk. 610,527,670/- as off balance sheet item under the head of other commitment.

Notes	Particulars	December 31, 2025	December 31, 2024
42.00	**Net Asset Value (NAV) per Share**		
	Net Asset (Total assets less total liabilities) (A)	2,196,079,625	2,100,815,344
	Total number of ordinary shares outstanding (B)	128,734,320	117,031,200
	Net Asset Value (NAV) per share (A ÷ B)	**17.06**	**17.95**
	Net Asset Value (NAV) per share (A ÷ B) (restated)	**17.06**	**16.32**
42.01	**Net Operating Cash Flow Per Share (NOCFPS)**		
	Net cash flow from operating activities (A)	887,455,993	(2,536,432,851)
	Total number of ordinary shares outstanding (B)	128,734,320	117,031,200
	Net operating cash flow from operating activities per share (A ÷ B)	**6.89**	**(21.67)**
	Net operating cash flow from operating activities per share (A ÷ B) (restated)	**6.89**	**(19.70)**

*Increased of cash inflow from operating activities for the year ended 2025 was due to increased of customer deposits. As a result, net operating cash flow per share (NOCFPS) at the period ended of 31 December, 2025 increased compare to the year ended 2024.

Notes	Particulars		Amount in Taka	
			December 31, 2025	December 31, 2024
42.02	**Reconciliation of net profit with cash flows from operational activities:**			
	Profit after tax		95,264,281	2,932,670
	Provision for income tax	Non cash item	54,604,181	40,921,510
	Depreciation	Non cash item	12,085,963	15,299,412
	Provision for Loans and advances	Non cash item	108,069,749	219,390,615
	Provision for Diminution in Value of Investment	Non cash item	(1,417,859)	22,489,712
	Provision for others	Non cash item	16,052,215	5,960,800
	Interest Suspense	Non cash item	(52,566,468)	46,069,820
	Accrual for dividend, LAD and interest receivable	Changes in accrual	102,042,975	116,286,762
	Accrual for expenses	Changes in accrual	(2,488,087)	(10,224,377)
	Purchase & sale of trading securities	*(inc)/dec of assets*	10,320,678	(16,515,584)
	Loans and advances	*(inc)/dec of assets*	753,290,268	282,688,830
	Other assets	(inc)/dec of assets	(55,321,759)	**(24,110,862)**
	Loan and deposit from banks and customer	Inc/(dec) of liabilities	(296,008,630)	**(3,217,566,389)**
	Other liabilities	Inc/(dec) of liabilities	192,760,353	**78,225,021**
	Income tax paid		(49,231,867)	**(98,280,792)**
	Net cash flows from operating activities		**887,455,993**	**(2,536,432,850)**

43.00 Audit committee of the board

The audit committee was formed by the Board of Directors of National Housing Finance PLC. The members of the committee was as under:

SL. No	Name	Status with the Company	Status with the Committee	Educational Qualification
01	Ms. Mahmuda Begum	Independent Director	Chairman	B.S.C, M.S.C (Zoology), Masters in Rural Management Studies
03	Mr. Md. Khaled Mamun FCII (UK)	Director	Member	B.S.C , M.S.C, Masters in Demography & FCII (UK)
02	Mr. A.K.M. Moinuddin FCA	Director	Member	B.Com (Hons), M.Com (Accounting), FCA

The Audit Committee of the Board was duly constituted by the Board of Directors of the Company in accordance with DFIM Circular no. 13 issued on October 26, 2011 by Bangladesh Bank and in accordance with Bangladesh Securities and Exchange Commission (BSEC) the condition No. 5 of the notification No. SEC/CMRRCD/2006-158/207/Admin/80, dated June 3, 2018.

The company secretary is to act as the Secretary of the Audit Committee:

	Meeting no	Held on
Meetings held by the committee during the year by date:	63rd	22-Jun-25
	64th	22-Jun-25
	65th	28-Jul-25
	66th	16-Oct-25

4 (four) meetings of the audit committee were held during the year 2025 where it carried out the following tasks:

01 Audit and inspection report of Bangladesh Bank Inspection Team and External Auditors of National Housing.

02 Ensuring an effective Internal Control System and Risk Management System.

03 Review the findings of auditors and management response thereto.

04 Stressing on the importance of the regulatory compliance.

05 Review of conflict of interests.

06 Review of the credit policy of the Company.

07 Any other matters which deems necessary.

43.01 Highlights of overall activities

Highlights of the overall activities of the Company as at end for the year ended 31st December, 2025 are furnished bellow:

SL	Details	2025	2024
01	Paid-up Capital	1,287,343,200	1,170,312,000
02	Total Capital	2,196,079,625	2,100,815,344
03	Capital surplus/(deficit)	1,196,079,625	1,100,815,344
04	Total assets	17,050,515,424	17,813,549,353
05	Total deposits	11,585,317,992	11,881,326,622
06	Total loans, advances, leases & Others	13,078,600,932	13,912,106,800
07	Total contingent liabilities and commitments	610,527,670	583,449,383
08	Credit deposit ratio	112.89%	117.09%
09	Loan to Fund ratio	83.75%	86.64%
10	% of Classified loans against total loans and advances	9.88%	11.46%
11	Profit after tax and provisions	95,264,281	2,932,670
12	Amount of classified loans during the year	1,292,730,738	1,594,396,977
13	Provisions kept against classified loans	283,901,687	309,825,750
14	Provisions surplus/(deficit)	-	-
15	Cost of fund	12.34%	11.39%
16	Interest earnings assets	16,323,443,812	17,099,636,542
17	Non-interest earnings assets	727,071,612	713,912,810
18	Return on investments (ROI)	7.13%	5.87%
19	Return on assets (ROA)	0.55%	0.02%
20	Income from investments	169,799,775	123,387,539
21	Weighted average earnings per share (restated)	0.74	0.02
22	Price earning ratio	36.49	1,077.46
23	Return on equity (ROE)	4.43%	0.14%
24	Net asset value per share (NAV)	17.06	17.95

44.00 Company information

Last year's figures and account heads have been rearranged to conform current year's presentation in accordance with the Bangladesh Bank DFIM Circular # 11 dated December 23, 2009.

45.00 Geographical area of operation

Company's geographical area of operation was in Dhaka, Gazipur, Chattogram, Bogura, Rangpur, Feni, Rajshahi and Khulna in the year 2025.

46.00 Capital expenditure commitment

There was neither any outstanding contract nor any Board authorization for capital expenditure as at December 31, 2025.

47.00 Subsequent events-disclosure under IAS 10: "events after the balance sheet date"

No material event has been occurred after the Balance Sheet date, which could materially effect the value of the financial statements except the Board of Directors in its 270th Meeting held on 23 June 2026 has recommended to the shareholders a cash dividend @10.00% i.e Taka 1.00 for every ordinary share (amounting to BDT 128,434,320) based on financial position of the company subject to approval from Bangladesh Bank. This will be considered for approval by the shareholders at the 27th Annual General Meeting (AGM) to be held on 15 September, 2026.

48.00 Claims against the company not acknowledge as debt

There is no claim at the Balance Sheet date, which has not been acknowledged by the Company.

48.01 Disclosure as required by FRC

Ref. no. 178/FRC/APR/2021/28(24) dated 23 December 2021 with further reference of DFIM circular no. 8 dated 17 August 2021.

National Housing Finance did not disburse or renew any loan in favor of any company or public interest entity after issuance of the said circular.

49.00 Credit facility availed

There was no credit facility available to the Company under any contract as on Balance Sheet date other than trade credit available in the ordinary course of business.

50.00 Closing price of share

The Company traded its ordinary shares in CDBL through DSE & CSE from 1st January 2009. The closing market price on the closing of the year was Tk.26.60 and Tk.27.40 respectively in the DSE & CSE.

51.00 "Worker's Profit Participation Fund" (WPPF)

Ministry of Finance (MoF) and Bangladesh Bank (BB) have reviewed the law and proposed to the Ministry of Labor to exclude Banks and Non-Banking Financial Institutions from the requirements of the law regarding the provision of Worker's Profit Participation Fund and accordingly Ministry of Finance issued a letter on 14 February 2017 to the Ministry of Labor to waive Banks and Non-Banking Financial Institutions from the purview of the requirement(s) of the Bangladesh Labor Act 2013.

However, NHF PLC maintain adequate retained earnings to keep required provision for Worker's Profit Participation Fund subject to the final clearance from the Ministry of Labor since the matter stands still unresolved.

52.00 Previous year's figures have been rearranged where necessary to conform to current year's presentation. Figures have been rounded nearest Taka.

53 Related party disclosure :

Name of Director	Position in NHF	Name of the firms/ companies in which interest as proprietor, partner, director, managing agent, guarantor, employee etc.	Position
Dr. Khondaker Showkat Hossain Representing Borak Travels (Pvt.) Ltd.	Director	Borak Travels (Pvt.) Limited	Chief Consultant
Mr. Md. Khaled Mamun, FCII (UK) Representing Reliance Insurance PLC	Director	Reliance Insurance PLC	MD & CEO
Mr. A.K.M. Moinuddin FCA Representing Bangladesh Lamps PLC	Director	Bangladesh Lamps PLC	Consultant

53.01 Significant contract where FI is party and wherein Directors have interest-Nil

53.02 Significant contract where the Company is party and wherein Directors have interest - Nil

53.03 There is no loans, advances and leases given to Directors and their related concern.

53.04 Investment in the Securities of Directors and their related concern-Nil

53.05 Related party transactions

Parties are considered to be related if one party has the ability to control the other party or exercises significant influence over the other party in making financial and operational decision and include associated companies with or without common Directors and key management positions. The Company has entered into transaction with other related entities in normal course of business that fall within the definition of related party as per International Accounting Standard 25: " Related Party Disclosures." Transactions with related parties are executed on the same terms, including interest rate and collateral, as those prevailing at the time for comparable transactions with other customers of similar credentials and do not involve more than a normal risk.

Name of related	Transaction	Balance at year end (receivable)/ payable Taka
National Bank PLC (Sponsor)	STD/CD account	(514,225)
National Life Insurance PLC (Sponsor Director)	Term deposit	30,000,000
Pragati Insurance PLC (Sponsor Director)	Term deposit	20,000,000
Eastland Insurance PLC (Sponsor Director)	Term deposit	10,000,000
Square Pharmaceuticals PLC (Sponsor Director)	Term deposit	2,000,000,000
Reliance Insurance PLC (Sponsor Director)	Term deposit	50,000,000

Mohammad Shamsul Islam
Managing Director

Mahmuda Begum
Independent Director

Md. Mohsin Hassan, FCMA
Director

Dr. Khondaker Showkat Hossain
Chairman

Fixed assets including premises, furniture and fixtures for 2025

Annexure-A

Figures in Taka

Particulars	Cost				Rate	Depreciation				Written down value as on 31.12.25	Written down value as on 31.12.24
	Balance as on 01.01.25	Disposed during the year	Addition during this period	Balance as on 31.12.25		Balance as on 01.01.25	Adjust-ments for disposal	Charged during this period	Balance as on 31.12.25		
Land	65,219,993	-	-	65,219,993	-	-	-	-	-	65,219,993	65,219,993
Existing Building	39,289,100			39,289,100	10.00%	33,656,266		563,283	34,219,549	5,069,551	6,053,468
Newly acquired Building	211,494,142	-	793,972	212,288,114	3.00%	45,695,040	-	4,997,792	50,692,832	161,595,282	165,378,468
Furniture	44,041,921	-	127,342	44,169,263	10.00%	25,430,807	-	1,873,846	27,304,653	16,864,610	18,611,114
Office equipment	48,927,192	-	618,038	49,545,230	20.00%	36,575,828	-	2,593,881	39,169,709	10,375,521	12,351,364
Intangible Assets	10,500,000	-	-	10,500,000	20.00%	9,870,000	-	630,000	10,500,000	-	630,000
Right-use of lease Assets	8,280,976	4,307,875	-	3,973,101		6,140,622	4,307,873	1,101,588	2,934,337	1,038,764	2,140,354
Motor vehicle	9,425,165	-	-	9,425,165	20.00%	7,797,301	-	325,573	8,122,874	1,302,291	1,627,864
Total:	**437,178,489**	**4,307,875**	**1,539,352**	**434,409,966**		**165,165,864**	**4,307,873**	**12,085,963**	**172,943,954**	**261,466,012**	**272,012,625**

(Annexure-B)

National Housing Finance PLC. (ISLAMIC)

Balance Sheet

As at December 31, 2025

Particulars	Amount in Taka	
	December 31, 2025	December 31, 2024
Property and Assets		
Cash:		
In hand (including foreign currencies)	-	-
Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies)	3,211,111	1,500,000
	3,211,111	**1,500,000**
Balance with banks and other financial institutions:		
In Bangladesh	15,507,928	73,902,036
Outside Bangladesh	-	-
	15,507,928	**73,902,036**
Money at call and on short notice	-	-
Investments in Shares and Securities:		
Government	-	-
Others	-	-
	-	-
Investment:		
General Investment	242,024,618	49,754,110
Bills purchased and discounted	-	-
	242,024,618	**49,754,110**
Fixed assets including premises, furniture and fixtures	**63,448**	**79,310**
Other assets	**2,268,596**	**176,115**
Non-banking assets	**-**	**-**
Total Assets	**263,075,702**	**125,411,571**
Liabilities and capital		
Liabilities:		
Borrowing from other banks, financial institutions and agents		
Deposits and other accounts:		
Mudaraba Term Deposits	233,207,423	120,930,327
Bills payable	-	-
Lease Deposits	**-**	**-**
Bearer certificate of deposits	-	-
Deposits under scheme	14,995,681	3,963,437
Other deposits	-	-
	248,203,104	**124,893,764**
Other liabilities	**14,364,226**	**3,041,916**
Total Liabilities	**262,567,330**	**127,935,680**
Capital/Shareholders' equity:		
Paid up capital	-	-
Statutory reserve	-	-
Retained earnings	508,372	(2,524,109)
Other reserves	-	-
Total Shareholders' equity	**508,372**	**(2,524,109)**
Total liabilities and Shareholders' equity	**263,075,702**	**125,411,571**

Particulars	Amount in Taka	
	December 31, 2025	December 31, 2024
Off-Balance Sheet Items		
Contingent Liabilities:	-	-
Acceptances and endorsements	-	-
Letters of guarantee	-	-
Irrevocable letters of credit	-	-
Bills for collection	-	-
Other contingent liabilities	-	-
	-	-
Other Commitments:		
Documentary credits and short term trade related transactions	-	-
Forward assets purchased and forward deposits placed	-	-
Undrawn note issuance and revolving underwriting facilities	-	-
Un-disbursed contracted investment and leases		
Undrawn formal standby facilities, credit lines and other commitments	-	-
	-	-
Total Off-Balance Sheet Items including contingent liabilities	-	-

(Annexure-B)

National Housing Finance PLC. (ISLAMIC)

Profit and Loss Account

For year ended December 31, 2025

Particulars	Amount in Taka	
	December 31, 2025	December 31, 2024
Prifit on Investment	29,618,718	2,572,551
Profit paid on deposits, borrowings etc.	22,636,535	4,085,634
Net investment income	**6,982,183**	**(1,513,083)**
Income from Investment in securities	-	-
Commission, exchange and brokerage	-	-
Other operating income	1,557,000	782,500
	1,557,000	**782,500**
Total operating income	**8,539,183**	**(730,583)**
Salaries and allowances	-	-
Rent, taxes, insurance, electricity etc.	-	115,000
Legal expenses	-	-
Postage, stamps, telecommunication etc.	-	4,000
Stationery, printing, advertisement etc.	326,887	574,706
Managing Director's salary and fees	-	-
Directors' fees and expenses	46,000	114,400
Auditors' fees	-	-
Charges on Investment losses	-	-
Depreciation and repairs to assets	15,862	19,827
Other expenses	177,370	271,559
Total operating expenses	**566,119**	**1,099,492**
Profit/ (Loss) before provisions	**7,973,064**	**(1,830,075)**
Provisions for		
Investments, advances and leases	1,922,704	497,542
Diminution in value of investments	-	-
Others	27,980	7,210
Total provisions	**1,950,684**	**504,752**
Total profit/(loss) before taxation	**6,022,380**	**(2,334,827)**
Provisions for taxation		
Current	(2,989,899)	(189,282)
Deffered	-	-
	(2,989,899)	**(189,282)**
Net Profit/(loss) after taxation	**3,032,481**	**(2,524,109)**
Appropriations:		
Statutory reserve	-	-
General reserve	-	-
Dividend etc.	-	-
	-	-
Retained surplus	**3,032,481**	**(2,524,109)**

OUR BRANCH NETWORK

Principal Branch National Plaza (7th Floor), 109, Bir Uttam C. R. Datta Road (Ex-Sonargaon Road), Dhaka-1205. : +88 02 9632587-88, +88 02 9632590-93, +88 09609200555 (Ext. 231) : +88 02 223361016 : principal@nationalhousingbd.com	**Motijheel Branch** Fazlur Rahman Center (2nd Floor), 72, Dilkusha C/A, Dhaka-1000. : +88 02 9567103, +88 02 9550071, +88 09609200555 (Ext. 300) : +88 02 9565493 : motijheel@nationalhousingbd.com
Gulshan Branch Bashati Avenue (4th Floor), Plot: 10, Road: 53, Gulshan-2, Dhaka-1212. : +88 09609200556 +88 09609200555 (Ext. 201) : gulshan@nationalhousingbd.com	**Chattogram Branch** Aziz Court (11th Floor), 88-90, Agrabad C/A, Chattogram. : +88 031 713803, +88 09609200555 (Ext. 500) : +88 031 713804 : chittagong@nationalhousingbd.com
Bogura Branch Jamil Shopping Center (3rd Floor), Borogola, Bogura-5800. : +88 02 589905440, 02 589903009 +88 09609200555 (Ext. 600) : +88 02 589905440 : bogra@nationalhousingbd.com	**Rangpur Branch** Nirala Complex (3rd Floor), House: 18, Paira Chattor, Rangpur Sadar, Rangpur. : +88 0521 56381-2, +88 09609200555 (Ext. 701) : +88 0521 56382 : rangpur@nationalhousingbd.com
Gazipur Branch M.A.S. Square (6th Floor), Chandona Chowrasta, Gazipur. : +88 02 224424091 +88 09609200555 (Ext. 400) : gazipur@nationalhousingbd.com	**Feni Branch** Kazi Plaza (3rd Floor), 107, S.S.K. Road, Feni Sadar, Feni. : +88 0331 74503-4 +88 09609200555 (Ext. 800) : feni@nationalhousingbd.com
Rajshahi Branch House: 37 (2nd Floor), Ghoramara, Boaliapara, Rani Bazar, Boalia, Rajshahi. :+88 0721 771172-73 +88 09609200555 (Ext. 901) : rajshahi@nationalhousingbd.com	**Khulna Branch** City Trade Center (5th Floor), Plot No.-75, KDA Avenue, Shibbari Moar, Khulna. : +88 09609200555 (Ext. 930) : Khulna@nationalhousingbd.com

Sales Center

Aftabnagor Sales Center Noor Tower, Ftat: 9/B (8th Floor), House: 29/31, Road: 1, Block: D Sector: 1, Aftabnagor, Badda, Dhaka-1219 : +88 01921778711	**Mirpur Sales Center** Kamal Tower (1st Floor), 24/1, Pallabi, Mirpur-11½ Dhaka-1216. : +88 01678130955	**Uttara Sales Center** City Axis Jahanara, Suit-5B (5th floor), Plot- 68, Road-3, Sector-14, Gausul Azam Avenue, Uttara, Dhaka. : +88 01912125371
Chowmuhani Sales Center Siddique Plaza (1st Floor), Room: 02, Ganipur, Karimpur Road, Chowmuhani Bazar, Begumgonj, Noakhali. : +88 01816448912	**Cumilla Sales Center** Sarker Manjil (Ground Floor), Holding: 31/32 Mogoltali, AB Bank Road, Cumilla Sadar, Cumilla. : +88 01816448912	

26th Annual General Meeting

Inauguration of Chowmuhani Sales Center

Inauguration of Cumilla Sales Center

NHFPLC Badminton Tournament 2026


Happy New Year
2026
ন্যাশনাল হাউজিং ফাইন্যান্স পিএলসি


Eid Mubarak
National Housing Finance PLC.


অমর একুশে
বিনম্র শ্রদ্ধা
ন্যাশনাল হাউজিং ফাইন্যান্স পিএলসি


স্বাধীনতার উল্লাস করি, অন্যায় করি পরিহার,
বৈষম্যহীন সমাজ গড়ি, সমতার হোক অধিকার।
স্বাধীনতা দিবস
ন্যাশনাল হাউজিং ফাইন্যান্স পিএলসি


শুভ নববর্ষ
ন্যাশনাল হাউজিং ফাইন্যান্স পিএলসি


Happy Women's Day
Right. Justice. Action.
For All Women and Girls.
National Housing Finance PLC


পবিত্র ঈদ উল আযহা
মোবারক
ন্যাশনাল হাউজিং ফাইন্যান্স পিএলসি


সারা বিশ্বের বিস্ময়
তুমি আমার অহংকার
মহান
বিজয় দিবস
১৬ ডিসেম্বর
ন্যাশনাল হাউজিং ফাইন্যান্স পিএলসি

National Housing Finance PLC.

Registered Office: National Plaza (7th Floor)
109, Bir Uttam C.R. Datta Road, Dhaka-1205.

27th Annual General Meeting
PROXY FORM

I/We …… of ……. being a member of National Housing Finance PLC and a holder of …………………………… Shares hereby appointed Mr./Ms. ……………………..…………………………………………………………………………………………of ……………………………………………………………………………………. as my/our proxy to attend and vote for me/us and on my/our behalf at the 27th Annual General Meeting of the company to be held on Tuesday, September 15, 2026 at 12.00 noon (Dhaka time) and at any adjournment thereof.

Signed this …………………………………….. day of September, 2026

(Signature of Proxy)
Name:

Revenue Stamp Tk. 100/-

(Signature of Member)
Name:

Folio/BO ID No.

Note:

a) This form of proxy, duly completed, must be deposited through email at share@nationalhousingbd.com at least 72 hours before the meeting. Proxy is invalid if not signed and stamped as above.

b) Signature of the shareholders should agree with the specimen signature registered with the Company and Depository Register.

National Housing Finance PLC.

Registered Office: National Plaza (7th Floor)
109, Bir Uttam C.R. Datta Road, Dhaka-1205.

27th Annual General Meeting
Attendance Slip

I hereby record my attendance at the **27th Annual General Meeting** of National Housing Finance PLC as a holder of ……………………………………………………. shares of the Company.

Name of Member/Proxy :

Folio/ BO ID No. :

(Signature of Member/proxy)

Note:

a) Signature of the shareholders should agree with the specimen signature registered with the Company and Depository Register.

NATIONAL
HOUSING

বন্ধুত্বের আস্থা

Corporate Head Office:
Concord Baksh Tower (7th floor), Plot: 11-A
Road No. - 48, Block- CWN (A), Gulshan-2, Dhaka- 1212

Tel : +88 09609 200555
E-mail : info@nationalhousingbd.com
Web : www.nationalhousingbd.com