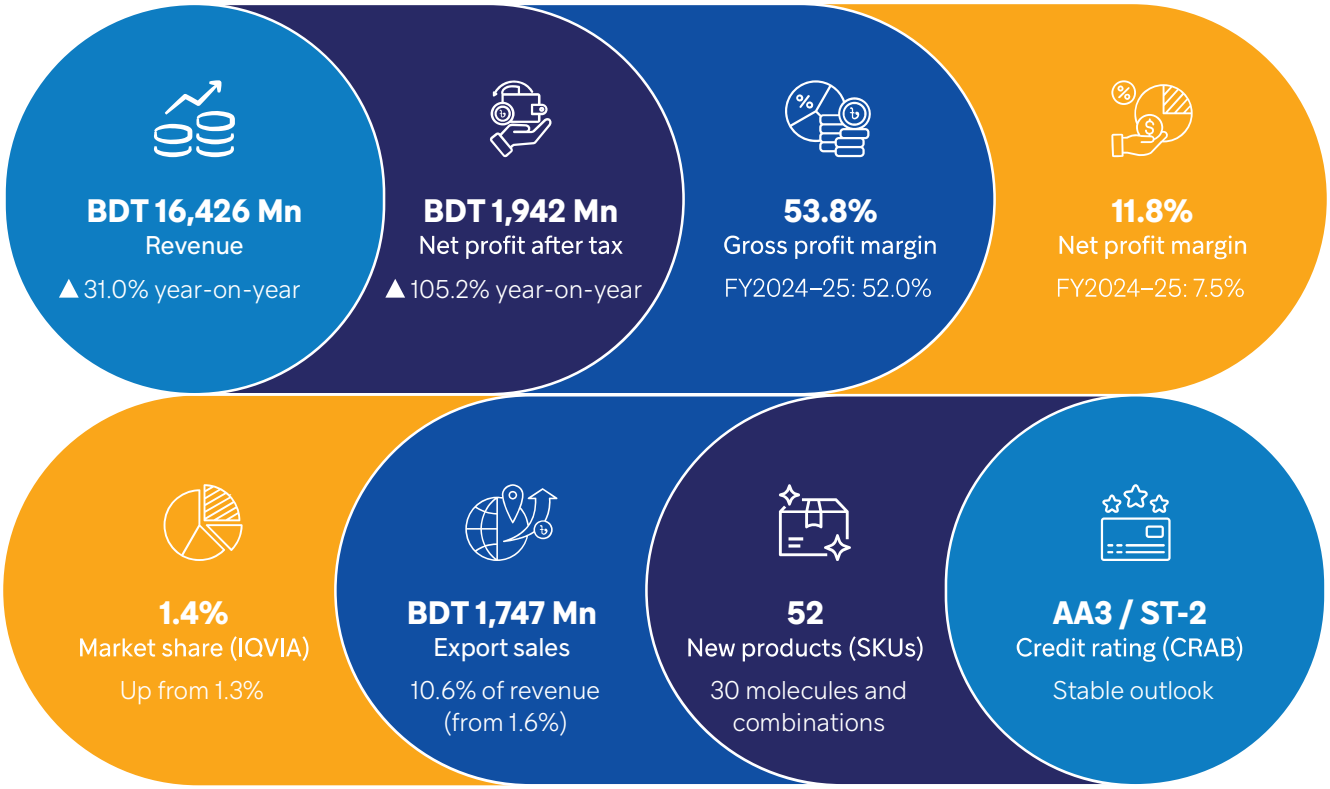
DIRECTORS' REPORT

Dear Shareholders,

The Board of Directors of Beacon Pharmaceuticals PLC ("the Company" or "Beacon") is pleased to present the Directors' Report on the overall performance of the Company, together with the Audited Financial Statements, for the financial year ended 30 June 2026.

This report has been prepared in compliance with section 184 of the Companies Act, 1994 and Condition 1(5) of the Corporate Governance Code 2018 issued by the Bangladesh Securities and Exchange Commission (BSEC) vide Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018. All applicable disclosure requirements under the said Condition have been duly addressed in this report.

The Year at a Glance



Beacon grew revenue by 31.0%, more than doubled its net profit, widened its gross, operating and net margins and turned exports into a tenth of revenue - during a year of high inflation, costly financing and currency pressure.

Industry Outlook and Future Developments

Market Size and Growth

Bangladesh's pharmaceutical industry is one of the country's most important manufacturing sectors. Industry estimates put the domestic market at around USD 6 billion, with growth expected at a compound annual rate of approximately 6.3% through 2029, supported by rising healthcare access, population growth and an increasing burden of chronic and non-communicable disease.

Beacon continued to gain ground in the domestic market. According to IQVIA, the Company's market share rose to 1.4% in MAT Q2 2026 from 1.3% a year earlier, supported by new product launches, wider market coverage and growth in its specialized therapy divisions.

Bangladesh's Position in Global Generics

Bangladesh has established itself as a significant global producer of generic medicines. Its ability to manufacture high-quality, cost-effective generics remains a cornerstone of the industry's growth, and compliance with international standards - including those of the U.S. Food and Drug Administration (USFDA) and the European Medicines Agency (EMA) - is essential for sustaining access to international markets.

98.0%
Domestic demand met locally

150+
Export destination countries

USD 239 Mn
Industry exports, FY2025–26
FY2024–25: USD 213 Mn ▲ 12.0%

USD 1.3 Bn
Annual API imports
Key supply-chain exposure

Economic Backdrop

Businesses in Bangladesh continued to navigate a difficult macroeconomic environment during FY2025-26:

- **Inflation** remained elevated, averaging around 10.0% in FY2024–25 and 8.7% in FY2025–26, raising the cost of APIs, packaging materials, utilities, transport and staff.
- **Growth** stayed subdued at 3.7% in FY2024–25 and 3.7% in FY2025–26, softening purchasing power, although demand for essential medicines held firm.
- **Monetary policy** remained tight, with the policy repo rate at 10.0% in the first half of the year and lending rates of 12.5–13.5%, increasing financing and working-capital costs.
- **External position** improved, with foreign exchange reserves rising from USD 31.8 billion in June 2025 to USD 37.6 billion in June 2026, although exchange-rate movements continued to affect the cost of imported inputs.
- **Energy and climate:** rising power and energy costs, together with flooding, extreme rainfall and heatwaves, posed risks to logistics, utilities and supply continuity.

Despite these headwinds, the pharmaceutical industry remained resilient, supported by steady underlying demand for essential medicines.

Possible Future Developments

The outlook for the pharmaceutical market in Bangladesh remains promising, driven by population growth, increasing healthcare awareness, the rising prevalence of chronic and specialized diseases, expanding export opportunities and the gradual growth of the OTC market. At the same time, the environment is expected to remain challenging because of inflation, exchange-rate volatility, higher input and financing costs, regulatory change and global supply-chain uncertainty.

Within this setting, Beacon will strengthen its core domestic business, accelerate export development through new registrations and markets, and broaden its portfolio - particularly in oncology, specialized therapies and OTC products.

Segment-Wise and Product-Wise Performance

The Company presents segment information on two bases. Segment reporting under IFRS 8 Operating Segments applies to the geographical segments - Local and Export - as these are the basis on which the Chief Operating Decision Maker reviews performance and allocates resources (Note 37 to the Financial Statements). Divisional information is provided voluntarily and does not form part of the IFRS 8 disclosure.

Geographical segments (IFRS 8)

Segment (BDT million)	FY2025–26	FY2024–25	Change	Growth	Share 25–26	Share 24–25
Local sales	14,679	12,347	2,332	18.9%	89.4%	98.4%
Export sales	1,747	196	1,551	793.4%	10.6%	1.6%
Total	**16,426**	**12,543**	**3,884**	**31.0%**	**100.0%**	**100.0%**

Local Sales rose 18.9% to BDT 14,679 million, driven by successful new product launches and an effective marketing strategy. The local market remains the Company's core strength, contributing 89.4% of revenue.

Export Sales reached BDT 1,747 million in the first full year of export operations. As FY2024-25 covered only the last two months of exports, the growth rate is not like-for-like. New registrations, new markets and targeted export marketing lifted exports to 10.6% of revenue, and were among the principal drivers of the improvement in product mix and gross margin.

Division-Wise Performance (Voluntary Disclosure)

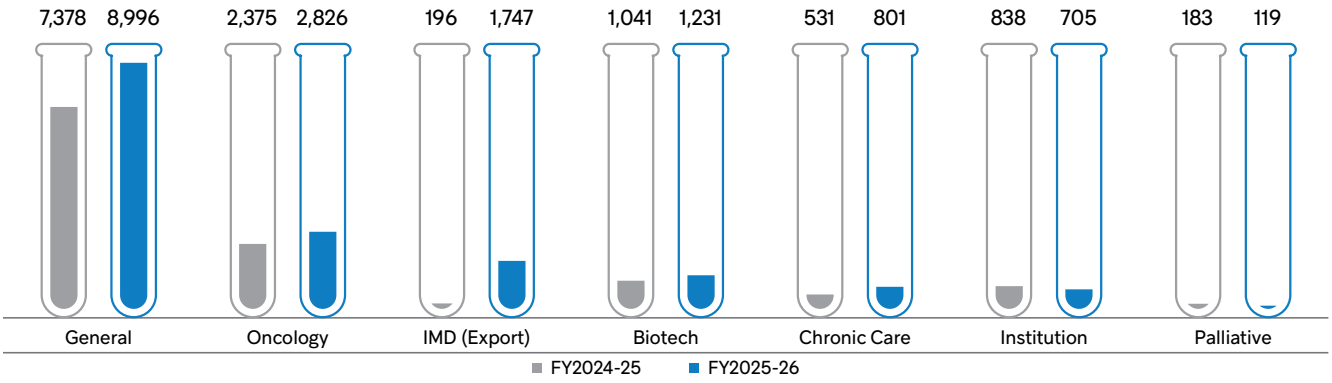
2
Geographical segments

7
Business divisions

5 of 7
Divisions grew
Chronic Care fastest locally (+50.8%)

Division (BDT million)	FY2025–26	FY2024–25	Change	Growth	Share 25–26	Share 24–25
General	8,996	7,378	1,618	21.9%	54.8%	58.8%
Oncology	2,826	2,375	451	19.0%	17.2%	18.9%
IMD (Export)	1,747	196	1,551	793.4%	10.6%	1.6%
Biotech	1,231	1,041	190	18.3%	7.5%	8.3%
Chronic Care	801	531	270	50.8%	4.9%	4.2%
Institution	705	838	(133)	-15.8%	4.3%	6.7%
Palliative	119	183	(64)	-34.7%	0.7%	1.5%
Total	**16,426**	**12,543**	**3,884**	**31.0%**	**100.0%**	**100.0%**

Division-Wise Sales, FY2025–26 vs FY2024–25 (BDT Million)



Product Development

52	30	8
New products (SKUs) Approved through DGDA	**Molecules & combinations** Across new dosage forms	**Highlight launches** Novel or first-of-their-kind in Bangladesh

During the year the Company added 52 new products to its portfolio through the Directorate General of Drug Administration (DGDA). Several are globally novel or first-of-their-kind molecules for the Bangladesh market, and the new portfolio spans tablets, oral solutions, injectables and specialty dosage forms - reflecting growing capability in complex, high-value therapeutic categories. Highlights include:

- **Tirzepatide** — Diabetes & weight management
- **Asciminib** — Oncology
- **Niraparib + Abiraterone** — Oncology combination
- **Resmetirom** — MASH liver disease
- **Elacestrant** — Breast cancer
- **Fostamatinib** — Immune thrombocytopenia
- **Rezafungin** — Antifungal
- **Upadacitinib** — Autoimmune disease

These introductions widen therapeutic coverage, strengthen the Company's leadership position and directly underpin the growth of the Oncology, Biotech and Chronic Care divisions.

Risks and Concerns

The Board continuously monitors risks that may affect the Company's sustainability, profitability and long-term growth. Risk management is embedded in the Company's strategic and operational framework through an integrated Enterprise Risk Management (ERM) Framework, built on the Three Lines Model and a 5×5 likelihood-and-impact assessment. The full ERM framework is presented in the Enterprise Risk Management section of this Annual Report.

Board

Oversight

Approves ERM policy and risk appetite; oversees principal risks

AC

Audit Committee

Monitors risk execution, internal controls and internal audit

1st line

Management & risk owners

Approves ERM policy and risk appetite; oversees principal risks

2nd line

Control & compliance

Independent QA, regulatory, finance control and compliance oversight

3rd line

Internal Audit

Independent assurance on governance, risk and controls

Financial Results, Cost of Goods Sold and Margins

BDT in Million

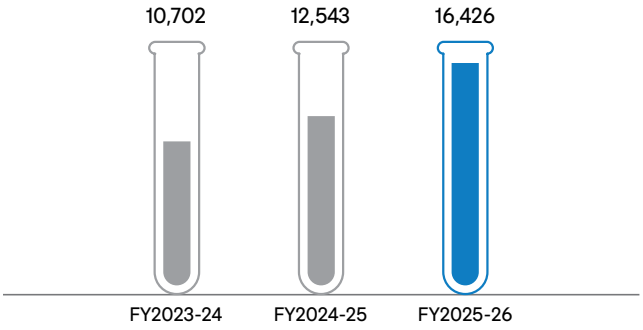
Particulars (BDT)	FY2025–26	FY2024–25	Change
Revenue	16,426	12,543	31.0%
Cost of goods sold	7,587	6,015	26.1%
Gross profit	8,839	6,528	35.4%
Operating expenses	5,260	4,129	27.4%
Operating profit	3,579	2,399	49.2%
Net profit before tax	2,485	1,301	91.0%
Income tax expenses	543	355	53.1%
Net profit after tax	1,942	947	105.2%

Key Ratios

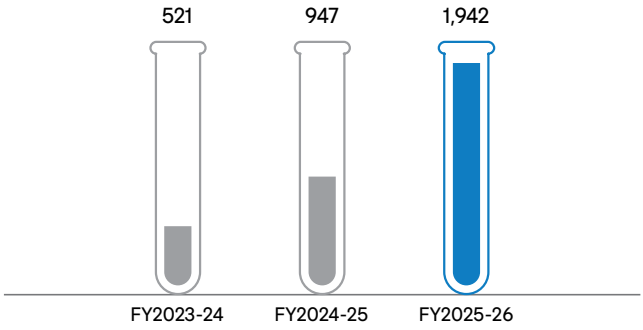
Ratio	FY2025–26	FY2024–25	Change
COGS to revenue	46.2%	48.0%	▼1.8%
Gross profit margin	53.8%	52.0%	▲1.8%
Operating margin	21.8%	19.1%	▲2.7%
Net profit margin	11.8%	7.5%	▲4.3%

Three-Year Trend

Revenue (BDT million)



Net profit after tax (BDT million)



Cost of Goods Sold

Cost of goods sold for FY2025-26 was BDT 7,587 million, compared with BDT 6,015 million in the previous year - an increase of 26.2%. As revenue grew faster than input, manufacturing and distribution costs, COGS as a percentage of revenue improved to 46.2% from 47.9%.

Gross Profit Margin

Gross profit rose 35.4% to BDT 8,839 million, and the gross margin improved to 53.8% from 52.0%. This was driven by higher revenue, the sharp increase in export sales and a better product mix, supported by cost management and production efficiency.

Net Profit Margin

Net profit after tax reached BDT 1,942 million, up 105.2%, and the net profit margin rose to 11.8% from 7.5%. Strong revenue growth, better gross margins and operating leverage - with operating expenses falling to 32.0% of revenue from 32.9% - lifted after-tax profitability despite inflationary pressure.

Significant Deviations from Last Year and The Reasons

Item	Change	Main reasons
Revenue	▲ 31.0%	Growth in domestic sales, a sharp rise in exports, 52 new products and deeper market penetration
Cost of goods sold	▲ 26.1%	Higher volumes and input costs; grew more slowly than revenue, so the COGS ratio fell 1.8%
Gross profit	▲ 35.4%	Better product mix, higher exports, production efficiency and cost control
Operating expenses	▲ 27.4%	Business expansion and inflation; ratio to revenue improved to 32.0% from 32.9%
Net profit before tax	▲ 91.0%	Operating leverage from revenue growing faster than costs
Income tax	▲ 58.9%	Higher taxable profit
Net profit after tax	▲ 105.2%	Combined effect of the above

Continuity of Extraordinary Activities

During the financial year ended 30 June 2026, the Company did not engage in any extraordinary activities resulting in significant gains or losses. All income and expenses arose in the ordinary course of business, including revenue from product sales, operating expenses and statutory obligations. There is accordingly no extraordinary gain or loss to report.

Related Party Transactions

The Company entered into related party transactions during the year in the ordinary course of business. All are reflected in the Financial Statements and disclosed in Note 34.2 in accordance with IAS 24 Related Party Disclosures. Beacon Pharmaceuticals PLC. transactions among and its sister concerns till June 30, 2026 subject to approval from the shareholders in the 25th AGM of the company as Ordinary Business.

Proposed Resolution: "Resolved that Pursuant to the notification of Bangladesh Securities and Exchange Commission (BSEC) vide no. BSEC/CMRRCD/2009-193/10/Admin/118 dated: 22nd March 2021 and order of Bangladesh Securities and Exchange Commission (BSEC) vide no. SEC/CMMRRCD/2006-159/Admin/02-10 dated: 10th September, 2006, the related party transactions among sister concerns which are directed by common Directors, is hereby considered and approved, as reported in note no: 34.2 of audited report & audited financial statements till June 30, 2026."

BDT in Million

Name of related party	Relationship	Nature of transaction	Basis	Balance as at 30 June 2026
Beacon Medicare Ltd.	Sister concern	Loan / Receivable	Arm's length	2,278
Ereba Capsules Ltd.	Sister concern	Loan / Advance	Arm's length	1,015
Beacon Developments Ltd.	Sister concern	Loan	Arm's length	798
UB Nutraceuticals Ltd.	Sister concern	Loan	Arm's length	278
Beacon Cephalosporin Ltd.	Sister concern	Advance	Arm's length	276
MEK Pharmatech Ltd.	Sister concern	Loan / Advance	Arm's length	152
Beacon Oncology Ltd.	Sister concern	Loan	Arm's length	54
Beacon Nutraceuticals Ltd.	Sister concern	Loan	Arm's length	44
MEK Auto Bricks Ltd.	Sister concern	Loan	Arm's length	6
UB Imports Limited	Sister concern	Loan	Arm's length	0.2
Beacon Power Systems Ltd.	Sister concern	Loan	Arm's length	0.1
Beacon Business Solution Ltd.	Sister concern	Payable	Arm's length	(27)
Total				**4,873**

All related party transactions are reviewed by the Audit Committee and approved in accordance with the Company's related party transaction policy and the Corporate Governance Code. They are conducted on arm's-length commercial terms that do not conflict with the interests of the Company or its shareholders. Material decisions and related party transactions are presented for shareholders' review at the Annual General Meeting.

Public issue proceeds and post-IPO performance

Utilization of Proceeds from Public Issue

Beacon Pharmaceuticals PLC raised capital through an Initial Public Offering (IPO) in 2010. The proceeds were fully utilized for the purposes disclosed in the prospectus, and utilization was reported to shareholders and regulators as required. The Company has not undertaken any Rights Issue, Repeat Public Offering (RPO) or other capital-raising instrument since, and no instrument was issued during FY2025–26. As a result, no proceeds remain unutilized, and there is nothing further to disclose in this report.

Deterioration in Financial Results After IPO

This disclosure applies where financial results deteriorate following an IPO, RPO, Rights Share Offer or Direct Listing. The Company's results improved materially in FY2025–26, with revenue up 31.0% and net profit after tax up 105.2%. There has been no deterioration, and the disclosure is therefore not applicable.

Quarterly vs Annual Financial Performance

The Company delivered consistent quarterly performance during the year, with revenue and profitability trending upward in line with the full-year results. No significant variance was observed between the quarterly financial statements and the audited annual financial statements for FY2025–26.

Remuneration to Directors

BDT 21 Mn
Key management compensation, FY2025–26

BDT 26 Mn
Key management compensation, FY2024–25

▲ 18.8%
Year-on-year change
Note no. 34.1

Non-Executive Directors and Independent Directors receive no remuneration other than an attendance fee of BDT 20,000 for each Board or Committee meeting attended.

Transactions with key management personnel are disclosed in Note 34.1 of the Financial Statements. Total compensation — comprising meeting attendance fees, remuneration and bonus, and other allowances — was BDT 21 million for FY2025–26 (FY 2024–25: BDT 26 million). This includes the remuneration of the Managing Director and the fees paid to Directors, including Independent Directors, for attending Board and Committee meetings.

Dividend

11.0%
Cash dividend recommended
All shareholders

BDT 1.1
Per share
All shareholders

10 Nov 2026
Record date
Per CDBL register

Nil
Interim / stock dividend
None declared or to be declared

The Board of Directors has recommended a cash dividend of 11.0% (i.e., Taka 1.1 per share) for all shareholders for the year ended 30 June 2026. The dividend, subject to approval by shareholders at the 25th Annual General Meeting, will be paid to shareholders whose names appear in the register maintained by CDBL on the record date, 10 November 2026. As a dividend has been recommended, disclosure of reasons for not declaring a dividend under Condition 1(5)(xx) is not applicable.

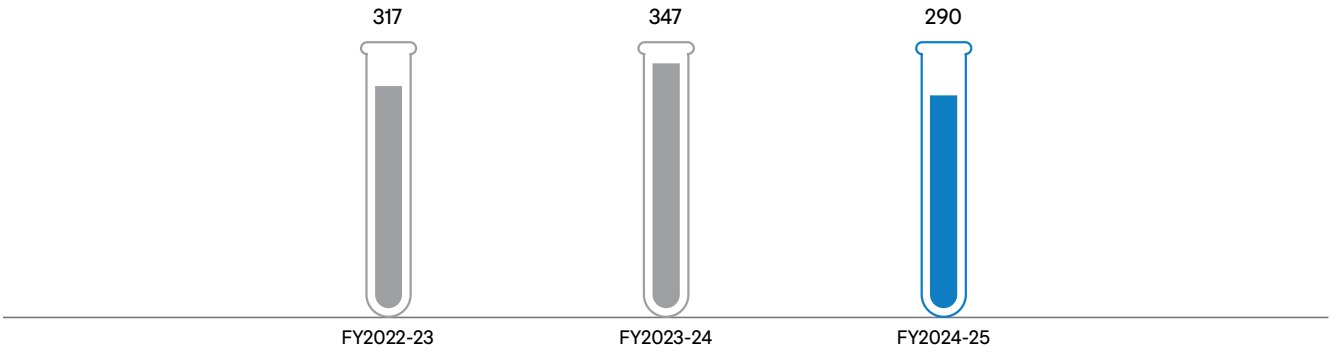
BOARD'S STATEMENT

No interim dividend was declared during the year, and the Board confirms that no bonus share or stock dividend has been or shall be declared as an interim dividend for FY2025-26.

Payment of Dividend

Once approved, the dividend is paid to entitled shareholders within 30 days of declaration or the record date, as applicable. The Company transfers the dividend amount to a dedicated separate bank account. A detailed compliance report is sent to the Commission and the Stock Exchanges in the prescribed format within seven days of completing the distribution and is also posted on the Company's website..

Dividend Paid, Last Three Years (BDT million)



Unclaimed dividend

Dividends declared but not yet collected by shareholders are held in a dedicated, separate bank account until they are claimed. The unclaimed balance stood at BDT 59 million as at 30 June 2026, up 15.2% from BDT 51 million a year earlier, as additions of BDT 300 million during the year outpaced payments of BDT 292 million to shareholders.

Movement in Unclaimed Dividend (BDT million)

Particulars	30 June 2026	30 June 2025
Opening balance	51	28
Add: Additions during the year	300	370
Less: Payments during the year	(292)	(347)
Closing balance	**59**	**51**

Figures are rounded from the amounts in BDT in the financial statements.

Any cash dividend that remains unpaid or unclaimed for three years from the date of declaration, approval or record date, as applicable, is transferred to the Capital Market Stabilization Fund in accordance with the directives of the Bangladesh Securities and Exchange Commission. Shareholders are encouraged to claim any outstanding dividend and to keep their bank and BO account details up to date with their depository participant.

Internal control and minority shareholder protection

A Sound System of Internal Control

The Company maintains a system of internal control that is well designed, effectively implemented and regularly monitored, and commensurate with the size, scale and complexity of the business. It minimizes operational risk through effective control, systematic review and ongoing audit, and is built around five interrelated components:



The Company identifies material operational and financial risks and reviews them systematically in light of changing internal and external conditions, to confirm that existing controls remain adequate to protect operations, liquidity and financial position. The Audit Committee, comprising professionally qualified Directors, works closely with the statutory auditors, internal auditors and management. The implementation of SAP S/4HANA has strengthened controls through automated workflows, role-based authorization, transaction traceability and integrated financial reporting.

Internal Audit conducts a risk-based audit plan, approved by the Audit Committee, covering all functional areas and testing key controls periodically. Process owners take corrective action on audit findings, and significant observations and corrective measures are reported to the Audit Committee. A compliance management framework ensures adherence to legal and regulatory requirements.

Protection of minority shareholders

The Company protects minority shareholders from abusive actions, direct or indirect, by controlling shareholders and provides effective means of redress. The Board acts at all times in the best interest of the Company and all stakeholders alike. The Company Secretary, Chief Financial Officer and Managing Director engage with shareholders through multiple channels. Price-sensitive information and other disclosures are published promptly and uploaded to the Investors section of the Company's website, and operations are conducted openly and transparently.

Directors' Statement on Financial Reporting

The Directors are responsible for the governance of the Company. In accordance with the Corporate Governance Code 2018, and as part of the preparation and presentation of the financial statements for the year ended 30 June 2026, the Directors confirm, to the best of their knowledge, that:

- The financial statements, prepared by management and duly scrutinized by the external auditors, present fairly the Company's state of affairs, the results of its operations, cash flows and changes in equity.
- Proper books of account of the Company have been maintained.
- Appropriate accounting policies have been consistently applied, and accounting estimates are based on reasonable and prudent judgment.
- IAS and IFRS, as applicable in Bangladesh, have been followed in preparing the financial statements, and any departure has been adequately disclosed.
- The system of internal control is sound in design and has been effectively implemented and monitored throughout FY2025-26.

- Minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting directly or indirectly, and have effective means of redress.
- There is no significant doubt about the Company's ability to continue as a going concern.
- Significant deviations from last year's operating results have been highlighted and the reasons explained.

Governance Disclosures and Annexures

The following disclosures form part of this Directors' Report and are presented in the annexures and documents indicated:

Disclosure	Presented in
Number of Board meetings held and attendance of each Director	Page no. 431
Pattern of shareholding: related parties; Directors, CEO, CS, CFO, HIAC and their spouses and minor children; top five executives; holders of 10.0% or more (name-wise)	Annexure-D (Page no. 508)
Management's Discussion and Analysis signed by the Managing Director, covering items (a) to (g)	Annexure-E (Page no. 464)
Declaration by the MD/CEO and CFO to the Board under Condition 3(3)	Annexure-A (Page no. 376)
Report and certificate on compliance with the Corporate Governance Code	Annexures-B & C (Page no. 377 & 378)

Certification by the MD/CEO and CFO

As required under Condition 3(3) of the Corporate Governance Code, the Managing Director/CEO and the Chief Financial Officer have certified to the Board that:

- they have reviewed the financial statements and, to the best of their knowledge, the statements do not contain any materially untrue statement, omit any material fact or contain statements that might be misleading;
- the financial statements together present a true and fair view of the Company's affairs and comply with existing accounting standards and applicable laws; and
- to the best of their knowledge and belief, no transactions were entered into by the Company during the year that are fraudulent, illegal or in violation of the Company's code of conduct.

Corporate Governance

Governance and Compliance

A well-practiced governance regime is essential to success and sustainability, and compliance is the essence of governance. As a listed entity, the Company has a role in upholding the interests of all its stakeholders. The Board and Management are committed to the highest standards of governance through a culture of accountability, transparency, ethical business conduct and well-understood policies and procedures. The Company Secretary, as the Company's senior governance officer, ensures effective compliance with rules and regulations and proper, timely disclosure. The essential elements of governance are set out in the Corporate Governance Statement in this Annual Report.

The Board confirms that the Company has complied with all applicable directives of the BSEC Corporate Governance Code notification no. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018. The Compliance Report for FY 2025–26, with the necessary remarks and disclosures, and the Certificate of Compliance issued by the Compliance Auditor are annexed to this report (Annexures-B and C).

Code of Conduct

The Company's Code of Conduct has been reviewed by the Nomination and Remuneration Committee and adopted by the Board. It applies to all members of the Board and to Key Management Personnel.

Annual Evaluation of the Board

The performance of the Non-Executive and Independent Directors, including the Chairman, is assessed annually through a confidential exercise initiated by the Nomination and Remuneration Committee (NRC) and based on the benchmarks in the BSEC Corporate Governance Code. In the year under review, members' performance - including conduct, attendance and any potential conflicts of interest - was assessed. The parameters are set out in the NRC Report.

Appointment, re-appointment and demise of Directors

With regard to the appointment, retirement and re-appointment of Directors, the Company is governed by its Articles of Association, the Companies Act, 1994 and other applicable laws. In accordance with Articles 125 and 126 of the Articles of Association, Nurun Nahar Karim, Chairman and Director, retires from office by rotation at the 25th Annual General Meeting and, being eligible, has offered herself for re-election.

During the FY2025-26 company's Founder Managing Director, Late Mohammad Ebadul Karim died on December 11, 2025 and Independent Director, Prof. A B M Faroque died on August 13, 2026.

Appointment of Auditors

Statutory Auditors

At the 24th Annual General Meeting, shareholders appointed M/S. Habib Sarwar Bhuiyan & Co., Chartered Accountants, as Statutory Auditors for FY2025–26. The firm is not eligible for re-appointment under the BSEC notification. On the proposal of the Audit Committee and the recommendation of the Board at its meeting on 15 October 2026, the appointment of M/S. G Kibria & Co., Chartered Accountants, as Statutory Auditor for FY2026–27, at a remuneration of BDT 450,000 (Four Lac Fifty Thousand Taka only) excluding VAT, is placed before shareholders at the 25th AGM for approval.

Compliance Auditor

Under Condition 9(2) of the Corporate Governance Code, M/S. Al-Muqtadir Associates, Chartered Secretaries, the Company's Compliance Auditor, is eligible for appointment. On the proposal of the Audit Committee and the recommendation of the Board at its meeting on 15 October 2026, their appointment for FY2026–27, at a remuneration of BDT 120,000 (One Lac Twenty Thousand Taka only) excluding VAT, is placed before shareholders at the 25th AGM for approval.

Credit Rating, National Contribution and Responsibility

Credit Rating

The Company's entity rating is assessed by Credit Rating Agency of Bangladesh Limited (CRAB), an external credit assessment institution accredited by Bangladesh Bank. The Company's long-term rating is AA3 and its short-term rating is ST-2, with a stable outlook.

Contribution to the National Exchequer

During FY2025-26, the Company contributed BDT 2,698 million to the national exchequer through income tax, customs duty and VAT, excluding TDS and VDS deducted from suppliers' payments on their behalf. This reaffirms the Company's role as a significant contributor to the national economy.

Safety and Security

The health, safety and wellbeing of the workforce remain paramount, as does the safety and security of the workplace, the people and the surrounding environment. The virtual collaboration platforms introduced during the pandemic - enabling real-time visual interaction, online communication and joint working - continue to serve most purposes. As an essential-service pharmaceutical company, Beacon was able to maintain operational continuity thanks to the alignment, co-operation and guidance of the authorities, and the Board thanks them for their support.

Corporate Social Responsibility

Beacon Pharmaceuticals PLC is a responsible corporate citizen and is conscious of its role in the society and nation in which it operates. The Company believes every business has a part to play in helping society progress, contributing to economic growth, protecting nature and the environment, and advancing general social wellbeing. Beyond its routine business pursuits, the Company regularly studies the most effective ways to contribute to social welfare and, after careful analysis, directs its efforts to the avenues of greatest impact. The Company intends to continue its CSR initiatives. The CSR & Sustainability Committee will present a further detailed report at the appropriate place in this Annual Report.

Board committees

In line with the Corporate Governance Code of the BSEC, the Board has two functional committees, each comprising five Directors, with the Company Secretary, Mr. Anindya Sarkar FCS, acting as Secretary to both. The Audit Committee, constituted under Code 5.1(a) and headed by an Independent Director, comprises members with adequate knowledge of finance and accounts. The Nomination and Remuneration Committee (NRC), constituted under Code 6.1(a), guides the nomination, selection, hiring, remuneration and placement of the Company's human capital. Both committees performed effectively during the year and ensured full compliance with the Code; their detailed reports appear elsewhere in this Annual Report. In addition, the Board has a CSR & Sustainability Committee, headed by Prof. Dr. Shamem Ara Mili, which oversees the Company's CSR and sustainability initiatives.

Committee	Chairman	Members
Audit Committee	Mr. Mohammed Ariful Hoque FCA	Mr. Mohammad Niazul Karim; Mr. Rezanur Chowdhury FCA; Prof. A B M Faroque; Prof. Dr. Shamem Ara Mili
NRC	Prof. A B M Faroque	Mr. Mohammad Niazul Karim; Mr. Rezanur Chowdhury FCA; Mr. Mohammed Ariful Hoque FCA; Prof. Dr. Shamem Ara Mili
CSR & Sustainability Committee	Prof. Dr. Shamem Ara Mili	Mr. Md. Jalal Uddin FCA; Mr. Md. Anisur Rahman Khan; Mr. Md. Emroj Hossain

Profit appropriation

The Board has recommended the following appropriation of the net profit for the year ended 30 June 2026, subject to approval by shareholders at the 25th Annual General Meeting.

Particulars	BDT million
Net profit after tax for FY2025–26	1,942
Less: recommended cash dividend @ 11.0% (Tk 1.10 per share)	(254)
Net unappropriated profit carried forward	1,688

New investment declared as price sensitive information (PSI)

Beacon Pharmaceuticals PLC will invest BDT 2,500 million (BDT 250 crore) in oncology production facility 2. Upon completion, annual production capacity will increase as shown below, and the investment is expected to have a positive impact on the Company's revenue.

380 Mn
Tablets
Additional annual capacity

211 Mn
Capsules
Additional annual capacity

25 Mn
Blisters
Additional annual capacity

20 Mn
Vials (injectable)
Additional annual capacity

The Company will also strengthen its R&D capabilities to improve the regulatory readiness of its own drugs for stringent regulatory authority (SRA) markets, through rigorous research, product optimization and compliance with international quality standards.

Acknowledgement and appreciation

The Company's achievements over the years are the harvest of the dedication of its employees. The Board takes this occasion to record its utmost appreciation of them, who stood with the Company through every challenge.

The Board also offers its heartfelt thanks to the Company's partners in success: its shareholders, customers, financiers, Bangladesh Bank, bankers and insurers, and the regulatory authorities - the Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE), Registrar of Joint Stock Companies and Firms (RJSC) and Central Depository Bangladesh Ltd. (CDBL) - for their continued support and patronage. We value that support as we work to improve the lives of our many partners and to deepen the Company's contribution to the nation.

For and on behalf of the Board of Directors

Nurun Nahar Karim

Nurun Nahar Karim
Chairman, Board of Directors
Date: 15 October 2026