

Annual Report

2024-2025



Tamijuddin Textile Mills PLC.

Anabil Tower 14th & 15th Floor, Plot # 03, Block # NW(J) Kemal Ataturk Avenue, Gulshan-1212



Tamijuddin Textile Mills PLC.



TTMPLC.





Weaving Strength, Shaping Tomorrow "Threads of Strength, Fabric of the Future"

WHAT WE BELIEVE ...

At Tamijuddin Textile Mills PLC, resilience is not just a trait it is the fabric of our being. Through volatile markets, inflationary currents, and shifting global dynamics, we have stood firm, guided by a clear mission: to build a sustainable, customer-centric organization that thrives in the face of uncertainty.

Our strategy of consolidation has been deliberate and thoughtful a process of streamlining operations, optimizing resources, and fortifying our foundations. This discipline has not only enabled us to withstand turbulence but has also transformed us into an agile, efficient, and future-ready enterprise.

We see consolidation not as a retreat but as a bold step forward a bridge to new opportunities, a catalyst for growth. With strategic investments in technology, human capital, and sustainability, we have aligned ourselves with global best practices, ensuring speed, reliability, and unwavering quality.

As we look ahead, the horizon is filled with immense possibilities. With renewed vision, the support of our shareholders, partners, and employees, and a commitment to innovation and excellence, we are ready to seize the future with confidence. We are not merely consolidating for today-we are weaving the promise of a brighter, more prosperous tomorrow.

VALUE DELIVERED AT A GLANCE

Capital	Key Focus	Value to Customers
Financial Capital	Modern technology, R&D, sustainable solutions	Competitive pricing, innovative & eco-friendly products
Manufactured Capital	State-of-the-art machinery, lean processes, modernization	High-quality production, efficiency, timely delivery
Human Capital	Skilled workforce, training, client collaboration	Tailored solutions, reliable partnerships, excellent service
Intellectual Capital	Knowledge sharing, process innovation, digital adoption	Market-leading products, enhanced satisfaction
Natural Capital	Energy efficiency, sustainable raw material sourcing	Eco-conscious products, reduced footprint
Social & Relationship Capital	Collaboration, transparency, industry engagement	Strong partnerships, adaptability, shared value

The way We create value for **customers**

At Tamijuddin Textile Mills PLC, customer-centricity lies at the core of everything we do. In a competitive and ever-evolving global textile landscape, our ability to deliver exceptional value to customers sets us apart. As the textile industry in Bangladesh faces challenges such as fluctuating demand, raw material volatility and shifting consumer preferences, we remain committed to understanding and exceeding customer expectations. Through the strategic use of our financial resources and multiple forms of capital, we continue to strengthen relationships with our customers and create lasting value.



Resource of Value Creation:

Financial Capital: Investing in Quality and Innovation



We leverage our strong financial position to invest in modern technology, ensuring the consistent production of high-quality yarns. These investments enable us to enhance efficiency, reduce operational costs and offer competitive pricing to our customers. Additionally, we allocate resources toward research and development to meet evolving global standards and create innovative products aligned with market trends, such as sustainable and eco-friendly textile solutions.

Manufactured Capital: Ensuring Operational Excellence



Our advanced production facilities are equipped with state-of-the-art machinery, enabling us to maintain high standards of efficiency and quality. We have adopted lean manufacturing principles to optimize processes, reduce waste and ensure timely delivery to customers. Our continuous investment in equipment modernization allows us to meet large-scale demand while maintaining consistent product quality, giving us an edge in competitive markets.

Human Capital: Empowering Our People for Customer Success



At the heart of our success is a highly skilled and motivated workforce. Through continuous training and capacity-building initiatives, we empower our employees with the skills and knowledge required to deliver value to our customers. Our teams work closely with clients to understand their needs and provide tailored solutions, ensuring that we remain a reliable and trusted partner. The commitment of our people to quality, innovation and customer service is central to our customer-centric approach.

Intellectual Capital: Driving Innovation and Market Leadership



We prioritize knowledge sharing, technological adoption and process innovation to stay ahead of industry trends. Our intellectual capital, including proprietary know-how, innovative production techniques and digital tools, allows us to develop new products and enhance customer satisfaction. We continuously explore ways to introduce sustainable yarns, reduce environmental impact and deliver customized solutions to global markets.

Natural Capital: Promoting Sustainability for a Greener Future



As sustainability becomes a growing priority in the textile industry, we recognize the importance of minimizing our environmental footprint. We have implemented energy-efficient production processes and responsible sourcing of raw materials. Our focus on sustainability not only aligns with global environmental goals but also appeals to customers seeking eco-conscious products. This commitment strengthens our brand reputation and enhances customer trust.

Social and Relationship Capital: Building Strong Customer Connections



We believe that strong relationships with our customers, suppliers and partners are essential to long-term success. Our customer engagement strategy emphasizes open communication, collaboration and responsiveness to feedback. We actively participate in industry forums and maintain memberships in key business associations to stay connected with market trends and customer needs. Through our strong network, we foster partnerships that drive shared value and long-term business success.

Steps Summary

Capital	Key Focus
Financial Capital	Investment in modern technology, R&D and sustainable solutions
Manufactured Capital	State-of-the-art machinery, lean processes and equipment upgrades
Human Capital	Skilled workforce, continuous training and client collaboration
Intellectual Capital	Knowledge sharing, process innovation and digital tools
Natural Capital	Energy-efficient operations and sustainable raw material sourcing
Social & Relationship Capital	Open communication, collaboration with partners and industry engagement



Tanjit Textile Mills PLC.

Our Global STANDARDS



BEPI An initiative of the Foreign Trade Association (FTA)
Business Environmental
Performance Initiative





Letter of Transmittal

All the Shareholders

Bangladesh Securities & Exchange Commission
Dhaka Stock Exchange Limited
Chittagong Stock Exchange Limited
Registrar of Joint Stock Companies & Firms

Subject: Annual Report for the year ended on 30 June 2025.

Dear Sir (s),

We are pleased to enclose herewith a copy of the Annual Report together with the Audited Financial Statements for the year from 01 July, 2024 to 30 June, 2025 of Tamijuddin Textile Mills PLC. along with reports of the Directors and Auditor thereon for your reference and record.

Yours Sincerely,



Gazi Mohammad Ali Hossain, ACS
Company Secretary

Date: 04 December, 2025
Dhaka

Companies ▶ MISSION, VISION & CORE VALUES



Mission

To turn around performance of company into sustainable growth for the benefit of its stakeholders.

Vision

To be the market leader as superior quality yarn manufacturer by exceeding our stakeholder's expectation by ensuring social responsibility through transparent, sustainable and ethical business standard in an environment friendly ways.



Core Values

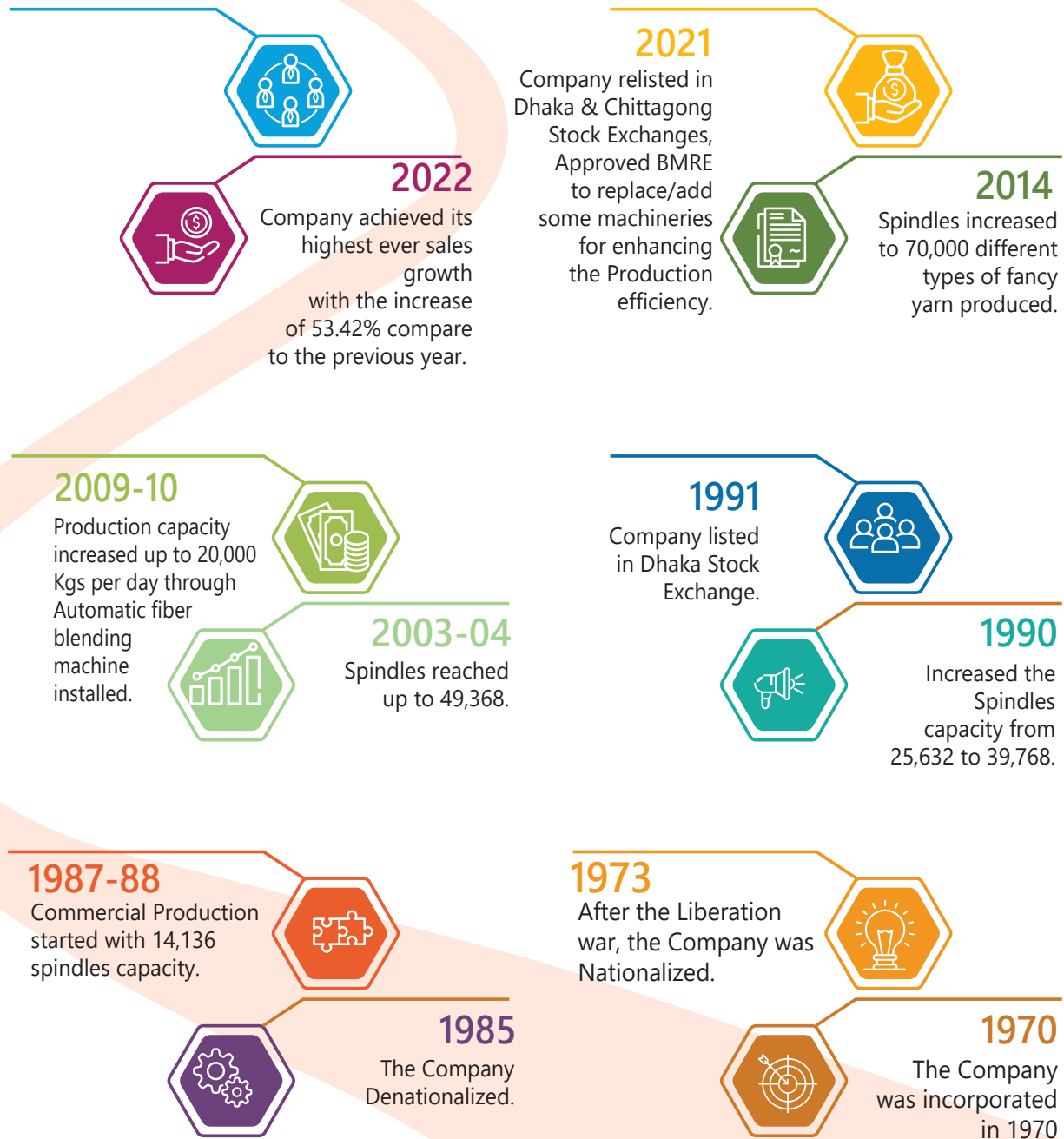
The company upholds the following values as a guideline to its operation and business transactions:

- Teamwork • Professionalism
- Employee focused
 - Transparency
 - Updated Technology
 - Complete Customer Orientation
 - Ethical approach to Business
 - Culture Driven
 - Timely Delivery
 - Upgradation
 - Creativity and Quality





Key Milestones





CORPORATE INFORMATION

BOARD OF DIRECTORS

Chowdhury Mohammed Hanif Shoeb	Chairman
Salma Chowdhury	Managing Director
Md. Shohel Rana	Director
Md. Amran Pervege	Director
Sabiha Sultana	Director
Dr.Santus Kumar Deb	Independent Director
Rezina Parveen	Independent Director

MANAGEMENT TEAM

Salma Chowdhury	Managing Director
A K M Rafique Uddin	Deputy Managing Director
Mohammed Azhar Ali	Chief Operating officer
Md. Shamimul Haque Shamim	Chief Financial Officer (Current Charge)
Gazi Mohammad Ali Hossain, ACS	Company Secretary
Wasik Abdullah Momit, FCA	Head of Internal Audit & Compliance
Md. Saiadur Rahman	Head of Administration and Human Resource
Md. Imamul Eahsan	Head of Legal Service

Statutory Auditor	: G.Kibria & Co. Chartered Accountants
Compliance Auditor	: Harunur Rashid & Associates Chartered Secretaries.
Independent Scrutinizer	: Mohammadullah & Associates Chartered Secretaries.
Principal Banker	: Sonali Bank PLC.

THE DIRECTORS'

Profile

Chowdhury Mohammed Hanif Shoeb, Chairman

Chowdhury Mohammed Hanif Shoeb is an accomplished and visionary businessman with over 30 years of expertise in international trade and the textile industry. With a focus on raw cotton trading and the production of premium-quality yarns, Mr. Hanif Shoeb has established himself as a leading figure in Bangladeshi textile and spinning sector.

Hailing from a renowned and respected Muslim family in Narayanganj, Mr. Hanif Shoeb inherited his passion for business from his late father Dabir Uddin Chowdhury a pioneer in Bangladesh's textile industry. Following in his father's footsteps, Mr. Hanif has built on this legacy with exceptional acumen and dedication, playing a pivotal role in the growth and development of the textile sector in the country. His deep knowledge of textile and yarn manufacturing facility is complemented by expertise in business management, finance, accounting, governance and auditing which has positioned him as a trusted leader in the industry.

Mr. Hanif Shoeb actively participates in prominent industry organizations, including the Federation of Bangladesh Chambers of Commerce & Industries (FBCCI) and the Bangladesh Textile Mills Association (BTMA). Beyond his corporate achievements, he is also a valued member of several prestigious social clubs, including Dhaka Club Ltd., Kurmitola Golf Club, Gulshan Club Ltd. and Narayanganj Club Ltd. reflecting his engagement with the broader business and social community.

In addition to his role as the Managing Director of multiple leading companies Dabiruddin Spinning Mills Ltd., Suraiya Spinning Mills Ltd., BSB Spinning Mills Ltd., Angan Developments Ltd., Humaira Composite Textile Mills Ltd. and Salma Trade International Ltd. Mr. Hanif plays an influential role in the financial sector as well. He also elected as the Chairman of Citizens Bank PLC. for further expanding his influence beyond the textile industry.

Salma Chowdhury, Managing Director

Salma Chowdhury holds a prominent leadership role within Salma group, serving as the Managing Director of Tamijuddin Textile Mills PLC. since 2014. She is the eldest daughter of Chowdhury Mohammed Hanif Shoeb, the MD & CEO of Salma Group. Salma completed her undergraduate studies at Northeastern University in Boston, Massachusetts and subsequently earned a Master's in Accounting from Stern School of Business at New York University. She is currently pursuing MBA and an MSF at Boston College. In 2022, she attained certification as a licensed Certified Public Accountant (CPA) in the state of Massachusetts.

With her extensive knowledge, visionary leadership, and innovative approach, Salma is committed to driving efficiency across both workforce management and manufacturing processes. She emphasizes the importance of transparency across all departments and advocates for standardized practices to ensure consistent quality and performance. Her strategic vision fosters collaboration, motivating her team to work toward shared organizational goals while maintaining high standards of efficiency and accountability.

Md. Shohel Rana, Director

Mr. Md. Shohel Rana, honorable Director of Tamijuddin Textile Mills PLC, has been appointed by the Board since 2013. His 24 years vast experience in Commercial and Marketing of Textile sectors and yarn Business has led by the company towards enhancement and development. Earlier he completed his education with Master of Arts. He also act as a member of Audit and NRC committee.



Md. Amran Pervege,

Director

Mr. Md. Amran Pervege is a director of Tamijuddin Textile Mills PLC. Masters of Social Science is the educational background of Md. Amran Pervege. He is appointed as Director by the Board since 2013. He has over 22 years' experience in the field of Textile and Spinning. His active participation in direct operation of this company has added value to the organizational growth. He is also the member of Audit and NRC committee.

Sabiha Sultana,

Director

Strong personality based, motivated and social activity focused woman with over ten years of progressive experience in the Textile Industry specially on row cotton business. She always cherished an aspiration to do business by her own merit and ability. Her educational and professional experience have endowed her to own the business. Capable of developing and executing on strategic management initiatives in support of business priorities.

Dr. Santus Kumar Deb,

Independent Director

Dr. Santus Kumar Deb is a Professor of Tourism & Hospitality Management of University of Dhaka. He completed his BBA & MBA in Marketing; Executive Program in Strategic Digital Marketing; and PhD in Service Management.

Apart from university teaching and research, he has engaged himself in different social and youth development program. As resource personnel having vast contributions in research work in relevant fields. With his dynamic practical knowledge and experiences, he is able to help the company for the development of operational activities and corporate Governance practice.

Rezina Parveen

Mrs. Rezina Parveen is a highly experienced banker with more than 34 years of dedicated service in Bangladesh's leading state-owned commercial banks. She began her career at Janata Bank Limited as senior officer in 1988 and rose to the position of Deputy Managing Director in 2022, later being she transferred to Agrani Bank Limited under the Financial Institutions Division, Ministry of Finance. Throughout her distinguished career, she has gained extensive expertise in credit management, recovery, foreign exchange and strategic banking operations. Her leadership is marked by sound decision-making, a deep understanding of the financial and capital markets and continuous professional growth through numerous local and international trainings and seminars.

Message





INSIDE

This report

Financial Indicators	12
Message from the desk of Chairman	13
Message from the desk of Managing Director	14
Notice of the Annual General Meeting	15
Director's Report to the Shareholders	16
Human Resource Development & Industrial Relations	26
Declaration as to Financial Statements	28
Nomination and Remuneration Committee Report	32
Audit Committee Report	33
Management Discussion and Analysis	34
Dividend Distribution Policy	36
Statement on Corporate Governance Code	38
Status of Compliance Report on BSEC'S Notification	39
Independent Auditor's Report & Audited Financial Statements	47
Notes to the Financial Statements	56



COMPARATIVE FINANCIAL INDICATORS



Sales Revenue
(YoY)
(2.02%)



**Contribution to National
Exchequer**
(YoY)
+0.73%



Net Profit After Tax
(YoY)
+0.83%



Shareholders Equity
(YoY)
+6.65%



Total Assets
(YoY)
+22.11%



Retained Earnings
(YoY)
+29.24%



Return on Total Asset
(YoY)
+2.18%



Return on Equity
(YoY)
+6.92%



Net Profit Margin
(YoY)
+5.11%



Earning Per Share
(YoY)
+0.90%



NAV Per Share
(YoY)
+6.64%



Dividend Per Share
(YoY)
+5.00%





CHAIRMAN'S

Message

■ Together, let us weave a more sustainable and prosperous future ...

As-salamu alaykum,

Together, let us weave a future of resilience, innovation and sustainability.

It is my honor to welcome you all to the 42nd Annual General Meeting of Tamijuddin Textile Mills PLC. As we gather this year, we reflect not only on our accomplishments but also on the changing dynamics of the global textile industry and our commitment to shaping the future with resilience and responsibility.

The textile sector, both in Bangladesh and worldwide, continues to undergo profound transformation. Internationally, rising demand for sustainable fashion, circular economy practices, digitalization and traceable supply chains are redefining customer expectations. Major global buyers are increasingly emphasizing eco-friendly production, compliance and transparency, while digital tools such as AI-driven design, smart manufacturing and e-commerce integration are reshaping supply and demand patterns.

Nationally, Bangladesh's textile industry has demonstrated steady growth despite global economic headwinds. The country's reputation as a leading apparel hub is now being reinforced by a strong shift toward value-added products, man-made fibers, recycling initiatives and green industrialization. At the same time, challenges such as energy shortages and price volatility, rising wages, increased imports of Indian yarn, stricter compliance requirements and fluctuating raw material costs require adaptability and foresight.

Against this backdrop, Tamijuddin Textile Mills PLC. has continued to remain forward-looking and customer-centric. Over the past year, we have: Strengthened sustainability practices by investing in energy-efficient operations, sustainable yarn production and eco-friendly raw material sourcing, expanded technological capabilities, modernizing our production facilities with automation and digital tools to ensure efficiency and precision, Focused on product diversification, aligning with global demand for sustainable and man-made fiber-based textiles and Invested in people and skills, empowering

our workforce to meet the demands of a digitally connected and sustainability-driven textile landscape.

Our financial performance in 2024-2025 reflects steady growth, despite a challenging macroeconomic environment. This success has been possible because of the unwavering trust of our shareholders, the loyalty of our customers, the support of our partners and the dedication of our employees. I extend my heartfelt gratitude to each of you.

Looking ahead, the opportunities are immense. As global buyers increasingly seek sustainable, traceable and innovative solutions, we are confident that our continued investments in green technology, advanced manufacturing and digital transformation will enable us to lead in both domestic and international markets.

The future of the textile industry belongs to those who adapt, innovate and uphold sustainability as a core value. Tamijuddin Textile Mills PLC is committed to being at the forefront of this transformation-delivering long-term value to our stakeholders while contributing to Bangladesh's vision of becoming a global leader in sustainable textiles.

As we step into a new chapter, we do so with confidence, agility and optimism. Together, we will weave success not only for our company but also for our industry and nation.

Thank you for your continued trust, encouragement and partnership.

With warm regards,

Chowdhury Mohammed Hanif Shoeb
Chairman





MANAGING DIRECTOR'S Message

■ Together, let us weave a more sustainable and prosperous future ...

Dear Shareholders,

It is with great pride and profound gratitude that I welcome you to the 42nd Annual General Meeting of Tamijuddin Textile Mills PLC. As we reflect upon the fiscal year 2024–2025, we find ourselves standing at the confluence of tradition and transformation, resilience and renewal. This year has been a testament to our collective strength, adaptability and unwavering commitment to excellence.

The global textile industry in 2025 is characterized by multifaceted challenges and dynamic opportunities. Economic slowdowns, fluctuating raw material prices and shifting consumer preferences have necessitated a reevaluation of strategies across the sector. In Bangladesh, the textile industry continues to be a cornerstone of economic growth, yet it faces pressures from rising tariffs and logistical challenges that could potentially impact export volumes.

Despite these headwinds, Bangladesh's apparel exports to the United States have experienced remarkable growth, with a 25.13% increase in the first half of 2025, reaching US\$4.25 billion. This surge underscores the resilience and competitiveness of our industry on the global stage.

At Tamijuddin Textile Mills, we recognize that the future of our industry hinges on sustainable practices and technological innovation. The Bangladesh Garment Manufacturers and Exporters Association (BGMEA) has launched a Sustainability Vision 2030, guiding the industry towards decarbonization and environmental stewardship. In alignment with this vision, we have invested in energy-efficient technologies, waste reduction initiatives and sustainable sourcing practices to minimize our environmental footprint.

Furthermore, we are exploring the integration of advanced technologies such as automation, artificial intelligence and 3D knitting to enhance manufacturing efficiency and product quality. These innovations not only bolster our competitiveness but also position us as leaders in the evolving textile landscape.

Our dedicated workforce remains the bedrock of our success. In the face of industry-wide challenges, our teams have demonstrated resilience, adaptability and an unwavering commitment to excellence. We continue to invest in training and development programs, ensuring that our employees are equipped with the skills and knowledge necessary to thrive in an ever-changing environment.

Operationally, we have streamlined our processes, optimized supply chains and enhanced quality control measures to maintain the highest standards of production. These efforts have resulted in improved efficiency, reduced lead times and increased customer satisfaction.

As we look towards the future, we remain committed to our core values of integrity, innovation, and sustainability. Our strategic focus will continue to be on expanding our product portfolio, exploring new markets and embracing technologies that drive growth and efficiency. We are confident that with the continued support of our shareholders, employees and partners, Tamijuddin Textile Mills PLC is well-positioned to navigate the complexities of the global textile industry and emerge stronger in the years to come.

The fiscal year 2024–2025 has been a period of reflection, adaptation and growth. We have faced challenges with resolve, seized opportunities with foresight, and upheld our commitment to excellence in all facets of our operations. Together, we are building a brighter, more sustainable future for Tamijuddin Textile Mills PLC.

Thank you for your continued trust and support.

Sincerely,

Salma Chowdhury
Managing Director





NOTICE OF THE 42nd ANNUAL GENERAL MEETING

Notice is hereby given that the 42nd Annual General Meeting of the Shareholders of Tamijuddin Textile Mills PLC. for the year 2025 will be held on Tuesday, December 30, 2025 at 11:00 A.M. at **"Gulshan Club"** Gulshan-02, Dhaka-1212. The AGM will be held through Hybrid system to transact following agenda:

AGENDA

1. To receive, consider and adopt the Audited Financial Statement for the year ended 30th June, 2025 together with the reports of the Auditors' and the Directors' thereon.
2. To declare dividend for the year ended 30th June, 2025
3. To elect/re-elect Directors.
4. To appoint Auditors for the year 2025-2026 and to fix their remuneration.
5. To appoint Certified Compliance Auditor for the year 2025-2026 and to fix their remuneration.

Special Business:

1. To consider and approve the Related Party Transactions (as disclosed in the Notes- 42 of the Audited Financial Statements) pursuant to the BSEC notifications No. BSEC/CMRRCD/2009-193/10/ Admin/103 and BSEC/CMRRCD/2006-159/10/ Admin/02-10.

The following resolution is proposed to be passed:

"RESOLVED THAT Tamijuddin Textile Mills PLC. (TTMPLC) be and is hereby allowed to carry out related party transactions with its sister concerns and other related parties as disclosed in the Notes-42 of the Company's Audited Financial Statements for the year ended 30th June 2025."

By Order of the Board

Dhaka
December 04, 2025

Gazi Mohammad Ali Hossain, ACS
Company Secretary

NOTES:

- i. The record date in lieu of Book-Closure shall be on 03 December, 2025.
- ii. The Shareholders' whose name will appear in the Share Register of the Company and in the Depository register on the Record date will be eligible to join the virtual AGM, to vote and to receive the dividend. For logging into the system, the members need to put their 16-digit Beneficial Owner (BO) ID/Folio number and other credential as proof of their identity by visiting the link <https://tamijuddintex.bdvirtualagm.com>.
- iii. Shareholders are requested to present credentials as a proof of their shareholding during registration at the meeting venue.
- iv. Merchant banks and depository participants (DPS) are requested to email soft copy of their margin client list (in excel format) as of 'Record Date' to cs.tamijtextile@gmail.com by 24th December, 2025 to facilitate the cash dividends.
- v. The shareholders will be able to submit their questions/comments electronically 48 (forty-eight hours) before the commencement of the AGM and during the AGM.
- vi. In compliance with the circular No. SEC/CMRRCD/2009-193/154 dated 24 October, 2013 issued by BSEC no benefit in cash or kind, other than the form of cash Dividend or Stock Dividend, shall be paid to the holders of equity securities.





DIRECTORS' Report TO THE SHAREHOLDERS

Assalamu Alaikum and a heartfelt welcome to our respected shareholders, whose trust and support continue to inspire the journey of Tamijuddin Textile Mills PLC. It is the pleasure of the Board of Directors to submit its Report to the Shareholders of the Company for the year ended 30 June, 2025 in the following paragraphs. This report contains the significant milestones we have achieved, the obstacles we have overcome and the strategic measures we have implemented during this transformative period. It reflects our unwavering commitment to growth, resilience and innovation, even amidst uncertainties and demonstrates the proactive steps we have taken to ensure long-term sustainable success.

The presentation of this Annual Report for the financial year FY 2024-25 is also an opportunity to share with you our perspective on the prevailing global economic conditions, current local political uncertainty, their implications on the textile industry and our company's response to navigate through such challenges.

The year under review has undoubtedly been a period of considerable challenges. As an indirect export-oriented industry, our performance is highly dependent on global market dynamics along with the countries current political uncertainty which have remained strained due to prolonged current political tensions and disruptions in international trade. Unfortunately, the scenario has not improved significantly thereafter.

While the global business environment continues to be volatile, local political tensions influenced by shifting geopolitical realities and economic uncertainties, we remain optimistic about the future of Bangladesh's textile industry. With a strong foundation, dynamic workforce and a legacy of trust, we are confident in our ability to endure these difficult times. Our focus remains on operational excellence, technological advancement, capacity scaling, enhanced customer connectivity and continuous value creation for our stakeholders.

Looking ahead, we are determined to transform challenges into opportunities. Through strategic foresight, efficiency-driven initiatives and steadfast adaptability to market dynamics, we aspire to strengthen our position, sustain profitability and accelerate our journey towards building a more innovative, resilient and globally competitive organization.

At Tamijuddin Textile Mills PLC, we remain fully aligned with the regulations established by the Bangladesh Securities and Exchange Commission (BSEC) and operate under the vigilant oversight of the Dhaka Stock Exchange (DSE) and Chittagong Stock Exchange (CSE). Transparency, ethical business practices and accountability are deeply embedded in every facet of our operations. Our commitment extends beyond compliance focusing on creating enduring value for our shareholders, employees, customers and stakeholders. With a foundation rooted in strong corporate governance, we continue to pursue excellence while fostering trust and sustainable growth across the textile industry.

The financial year 2024-2025 presented both opportunities and challenges as the global textile industry experienced significant transformations. Fluctuating raw cotton prices, shifting customer demands and evolving market dynamics required agility and strategic foresight. Tamijuddin Textile Mills PLC. responded proactively to these developments, upholding its commitment to innovation, sustainable growth and operational excellence.

The textile sector continues to encounter pressures from rising production costs, Increase of utility bills, shortage of Gas Supply and the increasing demand for environmentally responsible products. In this evolving landscape, we concentrated on strengthening resilience by investing in advanced technologies, improving process efficiency and diversifying our product portfolio to cater the both new and existing markets. As global consumers increasingly prefer sustainable materials, we accelerated efforts to introduce eco-friendly yarns, meeting the rising demand for greener solutions and reinforcing our competitive edge.

Sustainability has remained at the heart of our operations. Recognizing the increasing global demand for environmentally responsible products, we accelerated initiatives to produce eco-friendly yarns and implement sustainable practices across all manufacturing processes. During the year, we adopted energy-efficient technologies, optimized water usage and implemented robust waste management systems to minimize our environmental footprint.





By embedding sustainability, innovation and strong governance into every aspect of our operations, Tamijuddin Textile Mills PLC is well-positioned to navigate the challenges of a dynamic industry, deliver lasting value to stakeholders and contribute positively to the growth of Bangladesh's textile sector.

Finally, on behalf of the Board of Directors, we would like to express our sincere gratitude to our valued shareholders, customers, employees and stakeholders for their continued trust, support and confidence in Tamijuddin Textile Mills PLC. Your encouragement remains the driving force behind our relentless pursuit of excellence.

MANUFACTURING INFRASTRUCTURE & OPERATIONAL FACILITIES

Our state-of-the-art manufacturing facility is strategically situated in Konabari, Gazipur Sadar, Gazipur, covering an area of approximately 811.75 decimals. The well-planned site houses the core production units, residential accommodations for officers, dormitories for female workers and essential utility structures, including humidification plants and warehouses, ensuring a seamless and integrated operational flow.

The total built-up area spans approximately 541,199 square feet, with the majority of structures constructed using reinforced concrete to ensure durability and long-term resilience. Certain sections incorporate steel and pre-fabricated elements, providing design flexibility and facilitating future expansions. Designed with both efficiency and scalability in mind, the facility demonstrates our commitment to maintaining a safe and supportive work environment while optimizing operational processes. This modern infrastructure not only enables us to meet largescale production requirements but also ensures consistent product quality, timely delivery and sustainable growth, thereby reinforcing our competitive edge in the textile industry.

OUR BUSINESS OVERVIEW

Tamijuddin Textile Mills PLC thrives on a foundation built upon innovation, uncompromising quality and a deep commitment to sustainability. Since our inception, we have strived to go beyond conventional textile manufacturing, positioning ourselves as a pioneer in Bangladesh's spinning industry. Over the decades, we have not only achieved remarkable growth but also set industry benchmarks by consistently delivering world-class yarn to both domestic and international markets.

With a legacy spanning over five decades, Tamijuddin Textile Mills PLC has become synonymous with excellence and reliability. We are widely recognized for producing premium-quality yarn that meets and exceeds global standards. Our product portfolio is both versatile and adaptive, designed to cater to the ever-changing demands of customers worldwide. It includes a wide range of yarns such as Polyester, PC-Kard, CVC-Kard, CVC (Rotor)-Open End, and Melange-Card. Each of these products reflects our technical expertise, innovation-driven mindset, and unwavering focus on customer satisfaction.

Our operations are powered by state-of-the-art production facilities equipped with advanced machinery, ensuring precision, efficiency and scalability. We leverage a fully integrated production process, enabling us to maintain consistent quality while optimizing cost efficiency and resource utilization. This integration also empowers us to embrace sustainable practices ranging from eco-conscious raw material sourcing to waste management aligning our growth with environmental responsibility.

One of our key strengths lies in our forward-looking strategy. As the global textile market evolves with rapid shifts in consumer preferences, environmental awareness and technological advancements, Tamijuddin Textile Mills PLC has proactively expanded its capabilities. Our investments in modern machinery, research, and sustainable solutions ensure that we are not only keeping pace with industry trends

In addition, our growth has been reinforced through strategic partnerships with local and international stakeholders. These collaborations not only expand our market reach but also strengthen our global footprint. By fostering enduring relationships with buyers, suppliers, regulators and business partners, we ensure long-term value creation and mutual trust.

Operating under the principles of strong corporate governance and ethical business conduct, we are committed to transparency, accountability and integrity at every level. This commitment has enabled us to earn the confidence of our shareholders, business partners and customers across the globe.

Looking ahead, Tamijuddin Textile Mills PLC remains steadfast in its mission to combine tradition with transformation. With innovation as our guiding principle and sustainability as our responsibility, we aim to strengthen our leadership in the spinning industry, drive consistent growth and deliver exceptional value



to all our stakeholders—shareholders, customers, employees, and the communities we serve.

CAPITAL INVESTMENT AND EXPANSION INITIATIVES

Tanjum Textile Mills PLC continues to advance its modernization and efficiency objectives through a focused BMRE (Balancing, Modernization, Rehabilitation, and Expansion) investment program. The total investment of BDT 50 crore has been utilized for civil construction, replacement of capital machinery and other related activities which are now almost complete. This strategic initiative underscores our determination to remain competitive in an evolving market and meet the growing demands of the global textile industry.

Most of the key capital machinery items for this initiative have already been installed, while the remaining equipment is progressing steadily through procurement and delivery stages. Once fully implemented, this BMRE project is expected to substantially enhance our production capacity and operational efficiency, enabling us to deliver high-quality products consistently and reliably. This capital investment is closely aligned with our long-term strategic vision to leverage modern technology, optimize resource utilization and stay ahead of industry trends. We anticipate that the successful execution of this project will not only boost productivity but also strengthen our market position, supporting sustainable growth.

SCENARIO OF TEXTILE SECTOR AND OUR PERFORMANCE:

The textile sector in Bangladesh, encompassing spinning, weaving, dyeing and finishing, is a critical backbone of the country's economy. While the RMG sector generates nearly \$50 billion annually, upstream textile industries contribute only a fraction of this value due to weak backward linkages and policy gaps. These industries provide raw materials, generate employment and add significant value to exports, yet their foundations remain vulnerable. Policies such as duty-free yarn imports and open costing have eroded domestic competitiveness. Duty-free imports, now exceeding \$30 billion annually, consistently undercut local yarn producers, while open costing forces garments to be sold at 32–83% lower prices than international competitors, leaving margins as low as 5% and restricting reinvestment in machinery, technology and skills.

The financial impact on domestic spinning and weaving industries is significant, with estimated losses of \$3–4 billion annually for both sectors and a broader upstream production loss of \$10–12 billion per year. Government revenue suffers nearly \$6 billion annually due to the

combination of duty-free imports and subsidized energy, which itself costs approximately \$5–6 billion in annual leakage. These constraints reduce industrial capacity utilization, slow modernization, and limit employment generation. Unlike competitors such as India, China, Turkey, and Vietnam, which protect and support their upstream textile industries with tariffs, subsidies and technology investment, Bangladesh has not developed strong local supply chains, leaving it vulnerable in global markets.

Although Bangladesh ranks among the top three RMG exporters globally, it is not in the top 10 textile exporting countries, exposing structural weaknesses in upstream industries. Low profitability in spinning and weaving also contributes to rising significant non-performing loans restricting lending and slowing investment. Factories operating below capacity reduce raw material consumption, energy usage and employment, creating a downward spiral that affects the broader economy.

The imposition of a 20% U.S. reciprocal tariff on Bangladeshi apparel has created both challenges and openings for the country's textile sector. In the short term, stricter duties and origin checks are squeezing margins, as U.S. buyers are pressuring Bangladeshi exporters to absorb part of the added tariff cost. Despite this, Bangladesh's apparel exports to the U.S. grew by nearly 25% in the first half of 2025, reaching USD 4.25 billion, as buyers diverted orders away from higher-tariff competitors. Analysts caution, however, that this surge may be temporary. Studies estimate Bangladesh could face export losses of up to USD 1.25 billion annually, with about USD 1.08 billion in apparel alone, if the tariffs remain in place. At the same time, the policy's built-in incentives such as reduced tariff rates for garments containing 20% U.S. cotton could favor Bangladesh if factories adapt sourcing strategies. Over the longer term, the tariffs are accelerating calls for the industry to reduce its reliance on low-margin basic garments and pivot toward higher-value segments, including technical fabrics, sustainable production and automated supply chains.

The U.S. push for reciprocal tariffs is cracking open the flows of the global garment trade and for Bangladesh the change is a structural shock with risks and upside.

Higher duties and stricter origin checks will squeeze margins and disrupt orders in the near term, but they also pressure manufacturers to boost traceability and pursue higher-margin products. Already, factories and brands are reassessing sourcing arrangements, and policymakers are weighing responses.





Reciprocal tariffs are a direct-response trade tool. They mirror duties a U.S. trading partner places on American exports, so the United States can raise import costs on those goods to pressure changes in trade behavior.

Bangladesh's factories have already seen immediate effects as buyers reshuffle supply chains. Industry reports show a clear uptick in U.S. orders apparel shipments to the U.S. rose by 25% in 2025, a jump analysts link to buyers diverting volume for higher-tariff rivals.

This pivot brings a blunt, short-term benefit of fuller order books and higher utilization. Still, it arrives with trade-offs. The Bangladesh ready-made garment sector accounts for over 80% of the country's export earnings but faces sharper lead-time pressure and tighter bargaining power. Therefore, factories report extra shifts, rising subcontracting and strings on compliance and quality controls.

As we move forward into 2025, Tamijuddin Textile Mills PLC is well-positioned to capitalize on the opportunities presented by the evolving textile landscape. Our commitment to innovation, quality and sustainability will continue to guide our strategic initiatives. We are optimistic about our growth prospects and remain dedicated to enhancing our operational capabilities to meet the challenges of tomorrow.

ECONOMIC OUTLOOK

Even in the very recent past Bangladesh was hailed as a great success story for achieving rapid economic growth and raising millions of people out of poverty. A World Bank (WB) report published in last October wrote, "From being one of the poorest nations at birth in 1971, Bangladesh reached lower-middle income status in 2015. It is on track to graduate from the UN's Least Developed Countries (LDC) list in 2026."

The report then further lauding Bangladesh's economic achievements said, "Bangladesh has an inspiring story of growth and development, aspiring to be an upper -middle income country by 2031." In fact, Bangladesh aspires to become a developed, prosperous and higher-income country by 2041. The IMF has assured its continuing support to achieve this aspiration.

Recent data published by the Bangladesh Bureau of Statistics (BBS) reveal a bleak trajectory for the economy unravelling the country's hard earned economic gains. Bangladesh has gone from an economic miracle to needing help from the International Monetary Fund (IMF). The country's hard-won economic optimism is now being sorely tested.

In fact, the economy is facing challenges at multiple fronts such as rising inflation, balance of payment deficit along with budget deficit, declining foreign exchange reserves, contraction in remittances, a depreciating currency, rising income inequality and the demand supply imbalance in the energy sector. Now added to these challenges is the fragile banking sector crippled by loan defaults. Above all, Bangladesh is particularly vulnerable to the effects of climate change.

The World Bank (WB) recently downsized the GDP growth forecast for Bangladesh by 0.1 percentage point to 5.7 per cent for the next fiscal year, 2024-25. The global lender also said high inflation, food and fuel shortages, import restrictions, and financial sector vulnerabilities weighed on the economic outlook.

While inflation has put a squeeze on private consumption, public consumption continues to expand, now accounting for 13.02 per cent of GDP. Rising inflation is also contributing to the higher cost of production which is further fueling inflation. The inflationary surge was largely driven by rising food and fuel prices and the depreciation of the taka.

Bangladesh Bank adopted a contractionary monetary policy to stem the rising inflationary pressure. However, monetary policy transmission mechanism is impaired by regulations on lending interest rates by commercial banks. Also, private sector credit growth remains sluggish making the policy rate less effective

The banking industry in the country is currently undergoing intense instability due the massive accumulation of non-performing loans and continues to face tight liquidity conditions. The banking industry also suffered a major setback in 2022 when 11 banks faced a collective shortfall of US\$ 3.1 billion. The recent bank merger proposals further added to the speculation about the stability of the banking sector.

Foreign direct investment (FDI) also remains at a very low level at around 2 per cent of GDP. The industrial sector experienced a decline of 3.7 per cent in output growth in 2023-24. The picture is not very different in the services sector. Together these two sectors account for 87 per cent of GDP. These macroeconomic challenges call for structural transformation, emphasizing technological innovation, FDI attraction and sustainable economic policies to ensure long-term growth.

The textile sector, as the backbone of Bangladesh's economy, has demonstrated remarkable resilience post-pandemic. Nonetheless, rising costs, global





inflation and supply chain disruptions continue to create hurdles.

Tamijuddin Textile Mills PLC remains steadfast in navigating these turbulent times by emphasizing efficiency, innovation and sustainability. Our performance during the financial year reflects resilience amid industry-wide economic challenges. We have actively implemented energy-efficient processes, waste reduction initiatives, and sustainable practices, reducing operational costs while positioning ourselves as a responsible partner for environmentally conscious global buyers. Through proactive cost management, technology integration and process automation, we have maintained profitability and enhanced productivity even under volatile market conditions.

While Bangladesh's textile sector faces considerable challenges, Tamijuddin Textile Mills PLC is confident in its ability to adapt and thrive. Our strategic investments, commitment to sustainability, and customer-centric approach position us strongly for the future. As we move forward, our focus will remain on expanding production capabilities, exploring new market opportunities and strengthening operational foundations. With over 50 years of experience in the spinning industry, we aim to build on our heritage while embracing innovation to meet the evolving demands of the global textile market.

INDUSTRY OUTLOOK AND POSSIBLE FUTURE DEVELOPMENTS

Our company operates in the primary textile sector, specializing in the production of high-quality yarn of different counts. Since Bangladesh does not grow raw cotton, the main raw material for spinning mills, we are fully dependent on imports to meet our production needs. Therefore, the overall success of this industry is closely linked to the availability and cost of raw cotton, uninterrupted supply of power and gas, global economic conditions, international price movements, and the demand for our end product through the country's ready-made garment (RMG) exports. The spinning sector is also highly labor-intensive, which makes smooth labor relations and consistent workforce productivity crucial for sustainable growth. In addition, the industry's performance is influenced by other key factors such as infrastructure development, law and order, availability of energy and financial costs. Together, these challenges and opportunities will continue to shape the growth prospects of both the spinning industry and our company in the coming years.

RISK AND OPPORTUNITIES OF TEXTILE

Like other spinning mills in Bangladesh, Tamijuddin Textile Mills PLC faces several operational and external risks which have a direct impact on production and profitability. The most significant challenges are:

Raw Material Dependency: The Company is entirely dependent on imported raw cotton and staple fiber. Any volatility in global supply or price fluctuation directly affects production cost and profitability.

Energy Supply Risk: Irregular and insufficient supply of gas and electricity remains a critical concern. Gas prices continue to rise, while the price of diesel has already increased significantly, resulting in higher production costs.

Alternative Power Solutions: To mitigate the impact of low gas pressure and inadequate power supply, the Company has arranged alternative power sources including Diesel Generators, supply from the Rural Electrification Board, and United Power Generation & Distribution Co. Ltd. Additionally, the Company has successfully installed and commissioned:

Beyond operational risks, the management also recognizes broader economic and regulatory risks. These include potential challenges arising from: National and international investment policies, monetary and fiscal changes. Compliance with WTO regulations, intellectual property rights, and evolving scientific interventions in the textile sector. Market uncertainty due to global economic fluctuations and demand-supply imbalances.

The management of Tamijuddin Textile Mills PLC remains proactive and vigilant in addressing these concerns. By diversifying power sources, ensuring financial discipline, and formulating robust production and marketing strategies, the Company is well-positioned to confront these challenges and sustain long-term growth.

DISCUSSION OF GROSS PROFIT, NET PROFIT AND COST OF GOODS SOLD

Tamijuddin Textile Mills PLC maintained solid financial performance in 2024-25, with stable results in gross profit, net profit and cost of goods sold (COGS). Despite facing external challenges such as fluctuating raw cotton prices and energy costs, the company managed its operations efficiently, ensuring consistency in profitability.

COST OF GOODS SOLD (COGS):

In the financial year 2024-2025, Tamijuddin Textile Mills PLC demonstrated a stable and resilient financial performance, maintaining





consistency in gross profit, net profit and cost of goods sold (COGS) despite facing external challenges such as Increase of higher banking interest rate, fluctuating raw cotton prices, rising energy costs and increase of freight charges. The Company's efficient operational & financial management and disciplined resource utilization allowed it to withstand these pressures and deliver steady results.

Cost of Goods Sold Cost of Goods Sold (COGS) recorded a reduction of 3.04% compared to the previous fiscal year, mainly due to strategic control over raw material procurement, better management of freight expenses, and effective energy planning. This enabled the Company to maintain competitive pricing structures in both domestic and international markets, even under global inflationary conditions. A detailed disclosure of COGS is presented in Note 24.00 of the Financial Statements.

GROSS PROFIT MARGIN

The gross profit margin remained strong, supported by steady production output and high-capacity utilization in the spinning unit. Continuous modernization efforts and significant investments in advanced machinery upgrades allowed the Company to optimize operations, improve efficiency and meet sustained market demand for high-quality cotton and non-cotton yarn.

NET PROFIT MARGIN

Although administrative and overhead costs increased moderately, the Company successfully maintained its net profit margin at a level comparable to the previous year. Careful financial management, combined with steady export sales volume and balanced cost structures, ensured stability in overall profitability and reflected the Company's operational and financial health.

This consistent performance highlights Tamijuddin Textile Mills PLC's strategic focus on modernization, sustainability and long-term value creation. The Company remains well-positioned to capture emerging opportunities in the global textile industry while protecting shareholder interests and maintaining steady profitability in the years ahead.

DISCUSSION ON CONTINUITY OF ANY EXTRAORDINARY GAIN OR LOSS:

Our financial statements for the 2024-2025 fiscal year show no extraordinary gains or losses. This is a positive sign for the company's financial health.

PRODUCTION CAPACITY & UTILIZATION:

Type of Machines	202 3 - 2 4
Spindle	70,728
Rotor Machine	2x208 = 416
Auto Conner	21

RELATED PARTY TRANSACTIONS

During the financial year 2024-2025, Tamijuddin Textile Mills PLC, in the normal course of business, engaged in a number of transactions with entities that fall within the definition of related parties as per International Accounting Standard (IAS) 24: Related Party Disclosures. All such transactions were carried out strictly on an arm's length basis, ensuring that pricing, terms, and conditions were consistent with those applied to third-party transactions and aligned with standard commercial practices.

To ensure transparency and compliance, any proposed sale of yarn (finished goods) to subsidiary, associate, or sister concerns amounting to 10% or more of the total revenue or turnover of the immediately preceding financial year was placed as a separate agenda for the Board's consideration and approval. This practice reflects the Company's commitment to upholding strong corporate governance and safeguarding the interests of all shareholders.

For more detailed information, please refer to Note 42 of the financial statements included in this annual report.

MAXIMIZING VALUE FROM IPO PROCEEDS

Tamijuddin Textile Mills PLC has successfully utilized the proceeds from its Initial Public Offering (IPO), which marked a pivotal milestone in the company's financial journey following its listing in 1991.

During the financial year 2024-2025, the company did not issue any new financial instruments, including right shares or other capital-raising mechanisms.

SIGNIFICANT VARIANCE BETWEEN QUARTERLY AND PERIOD ENDED REPORT

In the financial year 2024-2025, no significant deviations were observed in the company's operating results compared to the previous year, except for the Net Operating Cash Flow Per Share (NOCFPS). The variance in NOCFPS increased mainly due to lower payments to suppliers and other expenses.



BOARD OF DIRECTORS: COMPOSITION AND ROLES

The following is the composition of the Board of Directors of Tamijuddin Textile Mills PLC as of 30th June 2025. The Board comprises both executive and non-executive members, including independent directors, ensuring a balance of expertise, governance and strategic leadership. Upon completion of the tenure of Mr. Md. Zakir Hossain - Independent Director of Tamijuddin Textile Mills PLC. his term officially expired from 1st July, 2025. Thereafter, following the receipt of the consent letter from the Bangladesh Securities and Exchange Commission (BSEC), the Board of Directors in its meeting held on 29th October, 2025 considered the appointment of Ms. Rezina Parveen as the new Female Independent Director of Tamijuddin Textile Mills PLC. in line with the Bangladesh Securities and Exchange Commission (BSEC) letter No. (No: BSEC / ICA / CG /2024 /213/ 573) dated October 15, 2025 and BSEC Notification No: BSEC/CMRRCD/2009-193/76/PRD/151 dated April 04, 2024. However, the final approval will come from the upcoming general meeting of the company.

The current picture of the Board As on 30 June, 2025:

Name	Designation to the Board	Director Type
Chowdhury Mohammed Hanif Shoeb	Chairman	Non -Executive Director
Salma Chowdhury	Managing Director	Executive Director
Md. Shohel Rana	Director	Non -Executive Director
Monjur Ahmed Mohan	Director	Non -Executive Director
Md. Amran Pervege	Director	Non -Executive Director
Sabiha Sultana	Director	Non -Executive Director
Dr. Santus Kumar Deb	Independent Director	Non -Executive Director
Ms. Rezina Parveen	Independent Director	Non -Executive Director

RETIREMENT OR REAPPOINTMENT OF DIRECTORS:

In accordance to the Article 27 of the company, the Director Sabiha Sultana & Director Monjur Ahmed Mohan is due to retire from Board of Directors of the Company in 42nd Annual General Meeting and being eligible have offered him for re-election as per the Article 28 of the company.

On the other side, Ms. Rezina Parveen has been appointed as a Female Independent Director of Tamijuddin Textile Mills PLC with the consent of the Bangladesh Securities and Exchange Commission (BSEC) as per BSEC letter No. BSEC/ICA/CG/2024/213/573 dated October 15,

2025. Her appointment is effective from August 01, 2025 for a period of three years in accordance with the Bangladesh Securities and Exchange Commission (BSEC) Corporate Governance Code-2018 (Amendment) BSEC Notification No. BSEC /CMRRCD /2009-193 /76/ PRD /151 dated April 04, 2024 and BSEC letter Ref. No. BSEC/ ICAD /CGD/2023/106/Part-I/373 dated July 29, 2025.

All of the appointments will be confirmed by the shareholders of the company at the next Annual General Meeting (AGM).

DIRECTORS' REMUNERATION

The remuneration of directors is presented transparently in compliance with corporate governance principles and relevant regulations, including the Bangladesh Securities and Exchange Commission (BSEC) guidelines. The breakdown of the remuneration and benefits paid to the Board of Directors for the financial year ending 30th June 2025 has been disclosed in note No: 43.

MINORITY INTEREST

In compliance with Condition No. 1(5)(xvi) of the Corporate Governance Code - 2018 issued by the Bangladesh Securities and Exchange Commission (BSEC), the Board of Directors affirms its ongoing commitment to safeguarding the rights and interests of minority shareholders.

Ensuring that minority shareholders can exercise their voting rights effectively and participate in key decisionmaking processes at general meetings. Providing timely and accurate information through transparent disclosures, ensuring shareholders are well-informed about the company's financial and strategic affairs. Upholding the right of minority shareholders to be consulted and involved in any amendments to the Memorandum and Articles of Association or other significant structural changes within the company.

The Board of Tamijuddin Textile Mills PLC. is committed to fostering trust and confidence among all shareholders by adhering to principles of transparency, accountability and good corporate governance.

GOING CONCERN

The director consider that the company has adequate resources to remain in operation for the foreseeable future and has therefore continued to adopt the going concern basis in preparing the financial statement.

BOARD MEETINGS

Tamijuddin Textile Mills PLC conducts its Board meetings in compliance with the Bangladesh Secretarial Standards (BSS) issued by ICSB and the Corporate Governance Code of BSEC. Proper notice, agenda and working papers are circulated in advance to ensure informed decision-making. Minutes of meetings are accurately recorded and all statutory records are maintained as per applicable requirements.

Shares) for all shareholders.

This bonus shares have been utilized in view to utilize its retained amount as paid-up capital for improving the capital adequacy of the Company. The Record Date for determining eligible shareholders has been fixed on 03rd December, 2025. This decision reflects the company's prudent balance between distributing returns to shareholders and retaining adequate earnings to support future growth, working capital requirements and investment in modernization. The dividend declaration is fully consistent with the company's Dividend Distribution Policy, ensuring fairness, transparency and alignment with shareholder interests.

Name of Directors	Position	No. of Meeting Held	Attendance
Chowdhury Mohammed Hanif Shueb	Chairman	05	05
Salma Chowdhury	Managing Director	05	05
Md. Shohel Rana	Director	05	05
Monjur Ahmed Mohan	Director	00	00
Md. Amran Pervege	Director	05	05
Sabiha Sultana	Director	05	05
Dr. Santus Kumar Deb	Independent Director	05	05
Mr. Zakir Hos sain	Independent Director	05	05

Additional meetings are held when necessary to address urgent or strategic matters.

During the financial year 01st July 2024 to 30th June 2025, a total of 05 (Five) Board Meetings were held. Directors' attendance was duly recorded, reflecting their active role in governance and oversight of the company.

Also, note that the resignation of Mr. Monjur Ahmed Mohan - Director was approved on 12th November, 2024 and since then he has not attended any Board of Directors Meetings. His resignation process is pending due to the requirement for a No Objection Certificate (NOC) from various lender banks.

THE SEGMENT/PRODUCT WISE PERFORMANCE:

The company's principal product is yarn, catering mainly to the Textile sector. Detailed product-wise performance, including sales volume and revenue contribution is disclosed in Note 24 of the Financial Statements.

DIVIDEND

In continuation of its commitment to rewarding honorable shareholders, Tamijuddin Textile Mills PLC. has recommended 12% Cash (Tk 1.20 per share of 10 Tk each) for all general shareholders (excluding Sponsors and Directors) and 10% Stock Dividend (10 Bonus Shares on every 100

UNPAID DIVIDEND

Tamijuddin Textile Mills PLC. manages unclaimed or unresolved dividend matters in strict compliance with the guidelines of the Bangladesh Securities and Exchange Commission (BSEC) and other relevant regulatory directives. The company's primary objective is to ensure that all shareholders receive their rightful entitlements promptly while maintaining full transparency in dividend administration.

In accordance with Order No: BSEC/ SRMIC/ 2021-198/254 issued on 19th October 2021 the company has disclosed all relevant information regarding unpaid dividends under Note No: 21 of the Financial Statements.

EXPLANATION REGARDING THE OPINION OF THE STATUTORY AUDITOR

In the matter of the qualified opinion expressed by the auditor, the Board of Directors is positive about establishing the Gratuity Fund and Provident Fund in accordance with the Labor Act, 2006 and its subsequent amendments. Accordingly, these policies shall be established at the earliest possible time to ensure compliance with the said Act.



APPLICATION OF IAS AND IFRS

International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as applicable in Bangladesh have been followed in the preparation of the Financial Statements and any departure therefrom has been adequately disclosed.

CONTRIBUTION TO GOVERNMENT EXCHEQUER

Tamijuddin Textile Mills PLC remains committed to fulfilling its financial and social responsibilities by ensuring the timely payment of all obligations to the government. The Company consistently settles import duties, custom charges, port fees, VAT, corporate taxes, and other applicable levies, reinforcing its commitment to the national economy.

During the financial year, the Company made a significant contribution of Tk. 73,75,734.00 (Taka Seventy-Three Lac Seventy-Five Thousand Seven Hundred Thirty-Four) to the National Exchequer. This amount covers a wide range of taxes and duties, underscoring the Company's proactive approach toward meeting its fiscal responsibilities.

APPROPRIATION OF PROFIT

Tamijuddin Textile Mills PLC places the highest priority on financial transparency by providing a clear and detailed breakdown of profit appropriation. This ensures that all stakeholders including shareholders, employees, regulators and the broader investment community are fully informed about how the Company's earnings are distributed and utilized. Proposed Allocation of Net Profit for FY 2024-2025 Following a comprehensive evaluation of the Company's financial performance and assessment of free reserves, the Board of Directors has proposed the following allocation of net profit:

Particulars	Amount (In Taka)
Retained earnings for the year ended 30 th June, 2024	877,440,390.00
Less: Proposed 12% Cash Dividend (excluding Sponsors & Directors)	(1,39,85,005.20)
Less: Proposed 10% Stock Dividend for all shareholders	(3,006,476.00)
Add: Profit Carried Forward of 30 th June, 2025	20,17,89,055.00
Retained Earnings available for Appropriation	1,03,51,79,964.80

CREDIT RATING

WASO Credit Rating Company (BD) Ltd. (WCRCL) has assigned the surveillance entity rating of the Company as "A+" for Long Term and "ST-2" for Short Term along with Stable outlook based on audited financial statements of financial year ended on 30th June, 2024 and it will expire on 21st December, 2025.

This rating has been assigned on the basis of profitability, experienced management and a stable financial position of the Company.

ENHANCING SHAREHOLDERS' VALUE

Our mission is to deliver sustainable growth and meaningful returns to our shareholders through innovation and excellence. At Tamijuddin Textile Mills PLC, shareholders remain the cornerstone of our vision and strategy. We are committed to creating long-term value by blending operational excellence with strategic foresight, focusing on efficiency, resource optimization and innovative practices that strengthen our competitive position and ensure resilient business performance.

We continually invest in state-of-the-art machinery, advanced technology and human capital to maintain robust, efficient and future-ready operations. By expanding production capacity and adopting industry best practices, we remain agile and responsive to evolving market dynamics, delivering superior financial returns while reinforcing the Company's stability and sustainability. Beyond financial performance, we prioritize building trust, maintaining transparency and upholding the highest standards of corporate governance. These efforts strengthen our reputation, foster long-lasting relationships and support sustainable growth.

COMMITMENT TO SUSTAINABLE VALUE CREATION

At Tamijuddin Textile Mills PLC, we believe that the true measure of success goes beyond financial performance. While profitability is essential, we are equally committed to creating long-term value that benefits all our stakeholders, including shareholders, employees, customers, communities and the environment. Our vision of sustainable growth ensures that the benefits of our business extend far beyond the bottom line.

All our corporate activities are guided by sustainable growth principles. We carefully design our operations to generate positive impacts while maintaining efficiency, innovation, and competitiveness. By integrating sustainability into our decision-making, we ensure that our business contributes meaningfully to the communities we serve, while also safeguarding the environment.



Through this integrated approach, Tamijuddin Textile Mills PLC not only enhances shareholder value but also promotes sustainable development and supports the nation's economic progress. We are committed to building a business that is responsible, resilient, and capable of delivering lasting value to all stakeholders, today and in the future.

COMPLIANCE WITH CORPORATE GOVERNANCE

Tamijuddin Textile Mills PLC., in accordance with the requirements of the Corporate Governance Code 2018 of the Bangladesh Securities and Exchange Commission, has complied with the conditions. An additional statement, in pursuance of Clause 1(5) containing the résumés of the Directors and Independent Directors who have already appointed or reappointed. Management Discussion Analysis, Certificate from the CEO and CFO to the Board, Certificate on Compliance of the Conditions of the Corporate Governance Code 2018 by the Compliance Auditors and Status of Compliance are depicted in the Annexure – I, II, III, IV and V respectively. The Audit Committee Report, the Nomination and Remuneration Report and the Dividend Distribution Policy are also presented in the Annual Report.

ACKNOWLEDGEMENT:

The Board of Directors of Tamijuddin Textile Mills PLC expresses its sincere gratitude to all governmental authorities and regulatory bodies for their continuous support and guidance. We are especially thankful to the Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE), Central Depository Bangladesh Limited (CDBL), Bangladesh Association of

Publicly Listed Companies (BAPLC), National Board of Revenue (NBR) and the Registrar of Joint Stock Companies and Firms (RJSC), whose cooperation has been instrumental in ensuring the smooth functioning of our operations.

We extend our heartfelt appreciation to our valued bankers, customers, suppliers, and business partners for their trust, collaboration, and continued support, which have been key drivers of our progress.

We also acknowledge the dedication, commitment and hard work of our employees, whose efforts form the foundation of our ongoing success. Lastly, we express our profound gratitude to our members and shareholders for their steadfast support, which remains a cornerstone of our growth and achievements.

It is through this collective effort and strong partnership that Tamijuddin Textile Mills PLC continues to achieve its objectives and move forward on its path of growth. We remain committed to nurturing these relationships as we strive for even greater success in the future.

On behalf of the Board

Chowdhury Mohammed Hanif Shoeb

Chairman

29 October, 2025





HUMAN RESOURCES & INDUSTRIAL RELATIONS

Our People, Our Strength

Human Resources as the Fabric of Sustainable Growth

At Tamijuddin Textile Mills PLC, we hold an unshakable conviction that our people are not just employees, but the heartbeat of our enterprise. In a sector as dynamic and competitive as textiles, where global uncertainties and market disruptions continue to unfold, the strength of our human capital has been the cornerstone of resilience, innovation and sustainable progress.

The global textile industry in 2025 continues to face heightened challenges from supply chain vulnerabilities and inflationary pressures to evolving consumer trends and sustainability demands. Against this backdrop, Tamijuddin Textile Mills PLC has embraced a progressive HR philosophy: to transform our workforce into a source of enduring competitive advantage. By focusing on retention, capability-building, and well-being, we are ensuring that our employees remain not only skilled but also inspired contributors to the textile value chain of Bangladesh.

The contribution of Human Resources to the textile sector is most evident in skill development and continuous learning. During the year, we launched advanced

training programs tailored to textile operations, weaving technology, supply chain optimization and sustainable production practices. Digital learning platforms and e-learning modules have empowered our teams to adapt to technological shifts, from automation to smart manufacturing, while nurturing managerial, technical and leadership competencies.

Through rotational assignments, cross-functional exposure and targeted leadership programs, we continue to prepare our people to lead Bangladesh's textile industry into a future defined by innovation and sustainability.

We recognize that productivity and creativity flourish where well-being is protected. Wellness programs, safety audits and stringent compliance with workplace safety standards have been institutionalized to safeguard our workforce. Our HR policy embodies equality, dignity and respect ensuring that no employee faces discrimination of any kind. Diversity and inclusion initiatives, including gender equality and opportunities for individuals of different abilities, are actively promoted, reflecting our

belief that a diverse workforce is the loom on which the fabric of innovation is woven.

We have refined our performance management framework to emphasize accountability, development, and reward. Compensation structures are aligned with results, ensuring that contributions are recognized and excellence rewarded. A merit-based recognition system has strengthened motivation and engagement, while structured programs have elevated the employee experience, reinforcing a culture of achievement and shared success.

Throughout 2025, our industrial relations remained peaceful and constructive. By engaging in open dialogue with employees and unions, we have fostered trust and cooperation, ensuring uninterrupted operations. This spirit of collaboration has been instrumental in maintaining stability in an industry where labor relations play a vital role in global competitiveness.

In the context of Bangladesh's textile sector, Human Resources stands as a critical enabler of growth and transformation. By equipping employees with skills for sustainable textile production through people-centric strategies and promoting a culture of inclusivity, HR contributes directly to enhancing both productivity and global competitiveness. Our workforce, empowered and future-ready, has become an invaluable asset in ensuring that Tanjimuddin Textile Mills PLC continues to thrive in global markets while upholding Bangladesh's reputation as a leader in apparel and textiles.

As we stride ahead, our focus remains steadfast: to nurture talent and build a workplace where every employee feels empowered, valued, and aligned with our vision. We are confident that our exceptional workforce, driven by passion and resilience, will carry Tanjimuddin Textile Mills PLC into a future marked by sustainability, excellence and shared prosperity.

SUSTAINABILITY

Report



Alignment with the Sustainable Development Goals (SDGs)

At Tamijuddin Textile Mills PLC, sustainability is not just an aspiration—it is embedded in the way we operate and grow. Guided by the United Nations Sustainable Development Goals (SDGs), we have aligned our strategy and practices to contribute meaningfully to global priorities while strengthening our long-term resilience. Our initiatives focus on creating shared value for stakeholders, protecting the environment, and advancing social and economic well-being.

SDG 8: Decent Work and Economic Growth

We provide fair employment opportunities and safe working conditions for our employees, empowering them through continuous training and skills development. By fostering a culture of respect, diversity, and inclusion, we ensure that our people remain the foundation of our growth and innovation.

SDG 9: Industry, Innovation, and Infrastructure

Investment in modern technology, automation, and advanced production systems strengthens our competitiveness and efficiency. These innovations enhance productivity, reduce wastage, and position us to compete globally while promoting sustainable industrial growth.

SDG 12: Responsible Consumption and Production

Through efficient resource management, energy optimization, and waste minimization, we are committed to building a responsible production system. Our focus on recycling, eco-friendly materials, and process innovations helps reduce environmental footprints across the value chain.

SDG 13: Climate Action

We are integrating environmentally responsible practices into our operations, including energy-efficient machinery, reduced water usage in dyeing and finishing and a gradual shift toward renewable energy sources. These actions directly contribute to reducing greenhouse gas emissions and mitigating climate risks.

SDG 5: Gender Equality

Tamijuddin Textile actively supports women's empowerment, particularly by encouraging young women to take on leadership and decision-making roles. This commitment not only promotes equality but also nurtures a more diverse and innovative workforce.

SDG 17: Partnerships for the Goals

We work closely with industry associations, buyers, regulators, and communities to drive collective progress in sustainability. By engaging with global supply chain partners and adhering to internationally recognized certifications, we ensure compliance and create long-lasting impact.



Our Commitment Forward

As we advance, Tamijuddin Textile Mills PLC will continue to embed SDGs into our strategy, operations and reporting. We are determined to align profitability with purpose by ensuring that growth goes hand in hand with environmental stewardship and social responsibility. Through this commitment, we aim to contribute to Bangladesh's role in achieving the global 2030 Agenda while delivering enduring value to our stakeholders.

Commitment to Sustainability and Innovation

At Tamijuddin Textile Mills PLC we recognize that the future of the textile industry depends on the seamless integration of innovation, sustainability, and human capital. Throughout FY25, we continued to strengthen our foundation by investing in advanced technologies, expanding automation, and embedding eco-friendly practices across our operations. Our state-of-the-art facilities supported by a skilled and motivated workforce enable us to deliver world-class quality while maintaining efficiency and environmental responsibility.

With Bangladesh's textile sector entering a new phase of global competitiveness, we are actively exploring opportunities in non-traditional export markets, diversifying beyond apparel into home textiles, technical textiles, and value-added products. At the same time, our focus on sustainable production-through energy efficiency, recycling initiatives and adherence to international certifications-positions us as a responsible industry leader.

Looking ahead, we remain confident that our long-term strategy, built on innovation, market diversification and sustainability, will continue to create enduring value for all stakeholders. As we enter FY26, Tamijuddin Textile Mills PLC is determined to contribute more meaningfully to Bangladesh's economic growth while reinforcing its position as a forward-thinking, resilient, and sustainable textile manufacturer in the global arena.

ESG AND ITS IMPACT:

We aim to take the initiative to implement solar energy solutions by offsetting energy costs and reducing emissions, which will contribute to operational savings and a lower carbon footprint for sustainable growth. These efforts are especially important amidst rising energy prices.

RESOURCES OPTIMIZATION:

Waste management is a key focus area of Tamijuddin Textile Mills PLC. We use rotor machines to reuse raw cotton waste, which helps increase the company's profitability.





MANAGEMENT Discussion & ANALYSIS

Tamijuddin Textile Mills PLC. has traversed a remarkable journey of transformation from its early beginnings as a spinning company to becoming a prominent contributor to Bangladesh's vibrant textile and apparel sector, which today accounts for over 80% of the nation's export earnings. With a strong foundation of 72,000 spindles, modernized machinery and cutting-edge technology, our focus remains steadfast on delivering superior quality, strengthening customer trust and pursuing sustainable growth in a globally competitive landscape.

The fiscal year 2024–2025 presented both trials and opportunities for the textile sector. Rising inflation, volatility in raw cotton, wages hike in last financial year, Gas supply shortage, energy cost escalations and global supply chain disruptions challenged manufacturers worldwide. Shifting consumption patterns with buyers leaning towards value-driven and essential clothing further influenced export demand, particularly in advanced economies.

Amid these headwinds, Tamijuddin Textile Mills PLC demonstrated resilience. Through strategic procurement, operational efficiency and product diversification, we sustained stable performance and protected margins. Our agility in decision-making and ability to adapt to market realities ensured continued relevance in a fiercely competitive global apparel market.

The Textile world is undergoing a paradigm shift: global buyers are increasingly prioritizing sustainable sourcing, lower carbon footprints and traceable supply chains. Aligned with Bangladesh's Sustainability Vision 2030, we have taken decisive steps to adopt eco-conscious practices from investing in energy-efficient machinery to optimizing water use and waste management. Our expanded product portfolio, like different kinds of blended and non-blended sustainable yarns, caters to environmentally conscious international brand.

As Bangladesh consolidates its position as the world's second-largest apparel exporter, Tamijuddin Textile Mills PLC. stands ready to embrace the future. Our strategic roadmap emphasizes: Innovation and modernization to improve productivity and reduce costs, Diversification into eco-friendly yarns and specialized textiles to capture new global demand, Sustainability as a business driver, ensuring compliance with international ESG (Environmental, Social, Governance) expectations.

We believe that the coming years will not only test our resilience but also offer opportunities for growth as the textile industry adapts to new global realities. With a dedicated workforce, forward-looking strategies and an unwavering commitment to excellence, Tamijuddin Textile Mills PLC. is poised to continue weaving progress for our shareholders, our industry and for Bangladesh.





GLOBAL TEXTILE INDUSTRY TRENDS

The global textile market size was estimated at USD 1,976.84 billion in 2024 and is predicted to increase from USD 2,123.72 billion in 2025 to approximately USD 4,016.50 billion by 2034, expanding at a CAGR of 7.35% from 2025 to 2034. The rising demand for natural fibers globally is driving the growth of the textile market.

The Asia Pacific textile market size was estimated at USD 1,067.49 billion in 2024 and is predicted to be worth around USD 2,188.99 billion by 2034 at a CAGR of 7.45% from 2025 to 2034. Asia-Pacific dominated the textile market in 2024. The growth of the market is generally driven by the easy availability of raw silk along with rising demand for fashionable clothes and home furnishing commodities.

Moreover, the rising use of e-commerce for buying apparel, along with the rising young age population that tends to buy designer and fashionable clothes, is driving the growth of the textile market. Also, the rising interest of people in modeling and fashion designing, coupled with the increasing trend of wearing imported clothes, further accelerates market growth positively. Additionally, increased investments from the governments of countries such as India, China, Bangladesh, and others have also boosted the market growth.

Yet, the industry does not sail without headwinds. McKinsey's State of Fashion 2025 report notes that only 20 % of industry leaders expect consumer sentiment to improve, while 39 % anticipate worsening conditions. In view of global inflation, tighter credit conditions, and geopolitical tensions, textile firms must be agile and cost-conscious.





One of the most acute challenges confronting textile producers in 2025 is the surge in cotton prices. Since Q2 2025, international cotton futures have climbed sharply, increasing procurement costs across global supply chains.

At the same time, synthetic fibers continue to dominate the fiber mix, with polyester accounting for 59 % of global fiber production in 2024, driving up emissions and dependency on petrochemical feedstocks.

MARKET OVERVIEW

The Textile market is one of the oldest industries in the world. This industry mainly deals in the production, designing and distribution of a wide range of materials, such as clothing, fabrics and yarn. The textile industry has experienced gradual evolution due to cultural influences and technological developments. Globalization has further increased the growth of the textile industry as it allows the buying and selling of Textilebased products throughout the globe. This market is highly fragmented due to the presence of large and small market players that deal in the manufacturing of products ranging from apparel and home decor to medicinal fabrics, industrial uses and others.

BANGLADESH'S TEXTILE MARKET OUTLOOK AND GROWTH PROSPECTS

For the fiscal year 2024-25, Bangladesh's readymade garment (RMG) exports reached approximately US\$39.35 billion, marking a growth of 8.84% over the previous year. The European Union remains the dominant market for Bangladeshi garments, accounting for 50.10% of total exports, which translates to approximately \$19.71 billion.

In Q1 (Jan-Mar) 2025, apparel exports to the United States increased by 26.64% compared to the same period in 2024; Bangladesh led among exporters. Net profit margins improved, driven partly by lower cotton prices and favorable foreign exchange movements. Exports to the European Union rose by about 33% in Q1 2025, driven by strong performance in both knitwear and woven apparel. Among major EU suppliers, Bangladesh recorded one of the highest growth rates in value terms, surpassing key competitors such as China, Vietnam, Turkey and India.

The sector relies heavily on imported yarn, fibers and other inputs. Local yarn producers are losing market share to cheaper imported yarns. Changes in incentives (e.g. cash incentives) for using local yarn have discouraged local sourcing. Rising production costs: energy (gas, electricity), labour, interest rates. These erode margins, especially for less efficient firms. Any interruption in energy supply (e.g. gas reallocation from power to industry) could threaten production stability. Pressure is growing globally (from buyers, regulators) for Bangladesh to improve waste management, reduce pollution, adopt sustainable inputs,



and move toward circularity. Limited recycling of textile waste; much waste is exported or improperly disposed of, which could become a liability as export markets and trade rules tighten.

Rival producers (e.g. India, Vietnam, other South-East Asian nations) are also improving competitiveness, investing in technology, diversifying product lines and moving up the value chain. Buyers are increasingly demanding faster turnaround, quality, compliance with environmental and labor standards, which requires capital investment and capacity building.

The Bangladesh Textile industry has strong growth prospects, supported by diversification into new markets and non-RMG products, greater local value addition, and adoption of advanced technologies for efficiency. Rising global demand for sustainable and eco-friendly textiles creates opportunities in recycling, certifications, and circular economy practices. Government incentives, favorable trade policies, and infrastructure support will further strengthen competitiveness, while workforce upskilling and innovation in new fibers and smart textiles will help secure long-term resilience and global leadership.

OPERATIONAL AND FINANCIAL PERFORMANCE

FY25 marked a period of guarded optimism and steady resilience for Tamijuddin Textile Mills PLC. Anchored in its vision of sustainable growth and sustainability, the company skillfully balanced opportunities with challenges arising from raw material price volatility and escalating operational expenses. In the face of a turbulent global market and persistent cost pressures, Tamijuddin Textile showcased its enduring strength, adaptability and commitment to stability.

For the fiscal year ending June 30, 2025, the company achieved a consolidated revenue of BDT 397.08 crore, reflecting its ability to maintain a steady topline performance despite an uncertain environment. Net

profit stood at BDT 20.18 crore a testament to prudent financial management and operational discipline in a year marked by higher input costs, rising employee benefit expenses and currency fluctuations. Strategic pricing initiatives, robust cost-control measures and efficient production processes enabled the company to safeguard margins and preserve profitability.

Continuous investment in advanced technology and streamlined operations enhanced productivity and reinforced competitiveness, ensuring consistent quality while sustaining market presence. By leveraging its operational excellence, Tamijuddin Textile navigated challenges without compromising on value creation for stakeholders.

As the company looks ahead, it remains steadfast in its strategy of resilience and innovation. Just as Bangladesh's textile sector is expanding into new markets, diversifying product categories, and embracing circular economy practices, Tamijuddin Textile Mills PLC is well-positioned to seize opportunities in FY26 and beyond—carrying forward its legacy of stability, sustainability, and progress while contributing to the nation's broader textile growth story.



Annexure – I

Declaration on Financial Statements for the year ended on 30 June, 2025

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

Tamijuddin Textile Mills PLC.

Declaration on Financial Statements

29 October, 2025

Anabil Tower, 14th & 15th Floor, Plot:03,
Block # NW (J), kemal Ataturk Avenue, Gulshan-02, Dhaka-1212.

Subject: Declaration on Financial Statements for the year ended on 30 June, 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 June, 2018 under section 2CC of the Securities and Exchange Ordinance, 1969:

We do hereby declare that:

- (1) The Financial Statements of Tamijuddin Textile Mills PLC. for the year ended on 30 June, 2025 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and it has been adequately disclosed;
- (2) The estimates and judgments related to the financial statements were made on 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) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (5) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no materials uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.
- (6) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records.

In this regard, we also certify that:-

- a. We have reviewed the financial statements for the year ended on 30 June, 2025 and that to the best of our 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;
 - ii. These statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- b. There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

Managing Director
Tamijuddin Textile Mills PLC.

Md. Shamimul Haque Shamim
Chief Financial Officer (Current Charge)
Tamijuddin Textile Mills PLC.



Annexure – II

Shareholding Position as on 30 June, 2025

Sl.No	Shares held by	Status	No. of Ordinary Shares Held	%
A.	Sponsors/Directors:			
	Chowdhury Mohammed Hanif Shoeb	Chairman	902017	3.00%
	Salma Chowdhury	Managing Director	15100731	50.22%
	Monjur Ahmed Mohan	Director	601408	2.00%
	Md. Shohel Rana	Director	601408	2.00%
	Md. Amran Pervege	Director	601408	2.00%
	Sabiha Sultana	Director	603624	2.01%
	Dr. Santus Kumar Deb	Independent Director	0	0.00%
	Rezina Parveen	Independent Director	0	0.00%
B.	Top Executives:			
1	Gazi Mohammad Ali Hossain, ACS	Company Secretary	0	
2	Md. Shamimul Haque Shamim	Chief Financial Officer (Current Charge)	0	
3	Wasik Abdullah Momit, FCA	Head of Internal Audit & Compliance	0	
C.	Government		0	
D.	Institutions		312,752	1.04 %
E.	General Shareholders	Total	11,341,409	37.72 %
			3,00,64,767	100.00%



Annexure – III

Key Financial Highlights

(Amount in BDT)

Operational Result	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
Turnover	3,970,087,623	3,937,991,049	4,019,039,042	4,186,546,590	2,728,865,367
COGS	3,116,449,088	3,151,902,154	3,250,327,764	3,412,574,156	2,224,042,929
Gross Profit	853,638,535	786,088,895	768,711,278	773,972,434	504,822,438
Operating Profit before WPPF	253,594,397	238,108,926	256,641,372	253,111,466	95,250,486
Net Profit Before Tax	241,518,473	226,770,406	244,420,355	241,058,540	90,714,749
Net Profit After Tax	201,789,055	201,413,927	199,761,630	198,742,507	61,781,445
Net Cash generated from Operating Activities	275,583,491	-533,991,765	151,144,818	308,415,451	121,123,373
Net Cash used in investing activities	(1,577,265)	-333,964,751	(-57,901,101)	(283,922,629)	(376,851,986)
Net Cash Generated from Financing Activities	(231,600,419)	749,961,456	37,300,168	21,602,433	296,265,469

Financial Position	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
Paid Up Capital	300,647,670	300,647,670	300,647,670	300,647,670	300,647,670
Shareholders Equity	3,090,284,152	2,910,104,615	2,728,937,251	2,616,096,195	2,474,301,089
Total Assets	10,492,954,240	9,239,545,696	7,566,457,835	7,115,810,496	6,872,391,482
Non-Current Assets	3,868,952,178	4,018,530,731	3,826,504,348	3,917,620,000	3,788,181,668
Current Assets	6,624,002,062	5,221,014,965	3,739,953,487	3,198,190,496	3,084,209,814
Inventories	3,829,373,663	3,349,729,113	1,724,880,109	1,833,531,805	1,210,460,541
Non-Current Liabilities	1,865,165,384	2,059,411,208	1,482,556,665	1,739,914,336	1,863,795,157
Current Liabilities	5,537,504,704	4,270,029,873	3,354,963,927	2,759,799,963	2,534,295,234
Revaluation Surplus	1,715,785,876	1,732,016,555	1,749,366,638	1,767,917,754	1,787,757,617
Retained Earnings	1,073,850,606	877,440,390	678,922,944	547,530,771	385,895,801

Financial Position	2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
Ordinary Shares Outstanding	30,064,767	30,064,767	30,064,767	30,064,767	30,064,767
Current Ratio	1.20	1.22	1.11	1.16	1.22
Quick Ratio	0.50	0.44	0.60	0.49	0.74
Debt to Equity Shares	2.40	2.17	1.77	1.72	1.78
Return on Total Asset	1.92%	2.18%	2.64%	2.79%	0.90%
Return on Equity	6.53%	6.92%	7.32%	7.60%	2.50%
Gross Profit Margin	21.50%	19.96%	19.13%	18.49%	18.50%
Net Profit Margin	5.08%	5.11%	4.97%	4.75%	2.26%
Face Value Per Share	10	10	10	10	10
Earning Per Share	6.71	6.70	6.64	6.61	2.05
Net Operating Cash Flow Per Share	9.17	(17.76)	5.03	10.26	4.03
NAV Per Share	102.79	96.79	90.77	87.02	82.30
Dividend Per Shares	12% C & 10% B	21% Cash	20% Cash	30% Cash	20% Cash



Annexure – IV

NRC COMMITTEE REPORT

The Nomination & Remuneration Committee of Tanjuddin Textile Mills PLC. has constituted by the Board of Directors, as required by the Corporate Governance Code-2018 of Bangladesh Securities and Exchange Commission (BSEC) notification. The NRC consists of three members, of whom one is an independent director and rest is the nominated directors as non-executive directors. The composition of the Present committee as follows –

The Audit Committee consists of the following members as of 30th June, 2025:

	Name	Committee Designation	No Meeting Held	Meeting Attendance
1.	Dr. Santus Kumar Deb (Independent Director)	Chairperson	03	03
2.	Md. Amran Pervege	Member	03	03
3.	Md. Shohel Rana	Member	03	03

THE ROLE OF NRC

This committee is accountable to the Board and to the shareholders.

- This committee assists the Board for formulating and determining the qualification of Directors and senior level executives as well as fix up their remuneration.
- Committee sets the policy regarding the employee's development structure.
- Assist the Board as required to identify individuals who are qualified to become Directors and who may be appointed in top level executive position in accordance with the nomination criteria laid down, and recommend their appointment/re-appointment and removal to the Board.
- Review and recommend to the Board the policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality.
- Review the Code of Conduct of Board on a periodic basis and recommend any amendments for Board consideration.
- Developing, recommending and reviewing annually the company's human resources and training policies.
- Review and recommend to the Board the meeting attendance fees for the Non-Executive Directors of the Board.
- Formulate the transparent and standard process for selection of the Board members.

During the financial year 2024-2025, Nomination and Remuneration Committee (NRC) conducted a 03 meeting. In the meeting, the NRC committee reviewed the company's nomination and remuneration initiatives and others. The major activities of the NRC during the year were as follow:

Activities carried out during the year:

- Discussion about the appointment of Company Secretary.
- Discussion about the Appointment of Head of Internal Audit & Compliance.
- Discussion regarding the Appointment of Chief Financial Officer (Current Charge).
- Discuss regarding the re-appointment of Managing Director.

Implementation

The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this Policy as considered appropriate. Nomination and Remuneration Committee (NRC) expressed their sincere thanks to the members of the Board of Directors, management of the Company for their outstanding support and Co-operation.

On behalf of the Nomination & Remuneration Committee.



Dr. Santus Kumar Deb, Independent Director
Chairperson of Nomination and Remuneration Committee

13th November, 2025

Annexure – V

AUDIT COMMITTEE REPORT

The Board of Directors of Tamijuddin Textile Mills PLC. has constituted an Audit Committee according to the Notification of Corporate Governance Code 2018 issued by Bangladesh Securities and Exchange Commission's (BSEC) Guidelines. All Members of the Audit Committee are financially literate and are able to analyze and interpret financial statements to effectively discharge their duties and responsibilities as Members of the Audit Committee.

The Audit Committee assist and recommend to the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business. The Board of Audit committee is comprised of three members of the Board including one independent director and two non-executive directors.

The Audit Committee consists of the following persons

1.	Mr. Zakir Hossain (Independent Director)	Chairperson
2.	Md. Amran Pervege	Member
3.	Md. Shohel Rana	Member

Company Secretary attends the committee meetings as the secretary of the committee and also Head of Internal Audit & Compliance attend the meetings

The scope of Audit Committee was defined as under:

- Monitor and oversee choice of accounting policies and principles, internal control risk management process, auditing matter, hiring and performance of external auditors;
- To review the statement of significantly related party transactions.
- To review the Board Statement regarding compliance issued time to time by BSEC.
- Carry on a supervision role to safeguard the systems of governance and independence of statutory auditors; and
- Monitor financial reporting process as well as review the quarterly, half yearly and annual financial statement before presenting the Board,
- Review and consider the report of internal auditors and statutory auditors' observations on internal control
- Reviewed the process and effectiveness of the internal Audit and the finding of the Internal Audit team and its corrective actions.

Activities carried out during the year:

- The members of Audit Committee met five times during this reporting period. The Committee carried out the following activities among others: Reviewed the quarterly, half yearly and yearly Financial Statements of the company.
- Recommended the appointment of a new auditor "G KIBRIA & CO." Chartered Accountants for the year 2023-24 in place of "Mahfel Huq & Co." Chartered Accountants.
- Recommended the Corporate Governance Auditor and their Fees.
- Reviewed the Management Discussion and Analysis Report.
- Reviewed the activities, functions and others (as applicable) of the statutory auditors.
- Overseen, reviewed and approved the procedure and task of the internal audit.
- Approved the Internal Audit Plan, monitored the progress and effected revisions when necessary.
- Reviewed and recommended related party transactions.
- Assessed the findings of external auditors and compliance of IAS/ IFRS for preparation of Financial Statements.
- Reviewed the adequate internal control system of the company are in place.

Meeting Attendance

During the reporting period under review, the Committee held total four (05) meetings. The attendance of the members at these meeting is as under:

Name	Designation	Total Meetings Held	No. of Meetings Attended
Mr. Zakir Hossain (Independent Director)	Chairman	04	04
Md. Amran Pervege	Member	04	04
Md. Shohel Rana	Member	04	04



Mr. Zakir Hossain,
Independent Director,
Chairperson of Audit Committee
12th November, 2024, Dhaka



DIVIDEND DISTRIBUTION POLICY

Bangladesh Securities and Exchange Commission (BSEC) directive no. BSEC/CMRRCD/2021-386/03 dated January 14, 2021. Tamijuddin Textile Mills PLC. maintains and follows a Dividend Distribution policy for the purpose of regulatory requirement. The Board of Directors (the Board) of the Company has adopted this Dividend Distribution Policy to comply with the requirements.

CONCEPT OF DIVIDEND

Dividend is the part of the profit that a Company decides to distribute among its Shareholders in proportion to the amount paid-up on shares they hold in the form of Cash and/or Stock (Bonus). The profits earned by the Company can either be retained in the business or can be distributed among the Shareholders as dividend.

TYPES OF DIVIDENDS

The Act deals with two types of dividends: Interim and Final.

- Interim dividend is the dividend declared by the Board between as and when considered appropriate. The Act authorizes the Board to declare interim dividend during any financial year out of the profits for the financial year in which the dividend is sought to be declared and/or out of the surplus in the profit and loss account.
- Final dividend is recommended for the financial year at the time of approval of the annual financial statements as well as appropriation of profit. The Board shall have the power to recommend final dividend to the shareholders for their approval at the AGM of the Company. Dividend recommended by the Board of Directors cannot be changed prior to holding of the AGM.

PARAMETERS FOR DECLARATION OF DIVIDEND

The Policy depends on the financial position of the company, other funding needs related to the investments to be made, conditions in the sector, conditions in the economic environment, Company's present and future performance for declaration and payment of dividend. The Board of Directors shall consider the factors affecting the dividend proposal while arriving at the dividend amount:

- Financial parameters
- Availability of profits;
- Financial feasibility of the Company;
- Favorable debt equity ratio;
- Company's liquidity position and future cash flow requirements for operations;
- Profits earned during the financial year;
- Profit growth.
- Such other factors and/or material events which the Company's Board may consider
- Tax implications if any, on distribution of dividends
- Internal Factors
- Growth rate of past earnings;
- Growth rate of predicted profits;
- Earnings stability;
- Accumulated reserves;
- History of dividends distributed by the Company;
- Working capital requirements;
- Mergers and acquisitions.
- Any other factor as deemed appropriate by the Board
- External Factors
- Shareholders' expectations;
- Macroeconomic and business conditions;
- Industry performance;
- Any other factors be arisen which may consider by the Board.

UTILIZATION OF RETAINED EARNINGS:

The Company would utilize the retained earnings of the Company in a manner which is beneficial to the interest of the Company and its stakeholders, including, but not limited to ensuring maintenance of a healthy level of minimum capital adequacy ratios, meeting the Company's future business growth / expansion and strategic plans or such other purpose the Board may deem fit from time to time in the interest of the Company and its stakeholders.

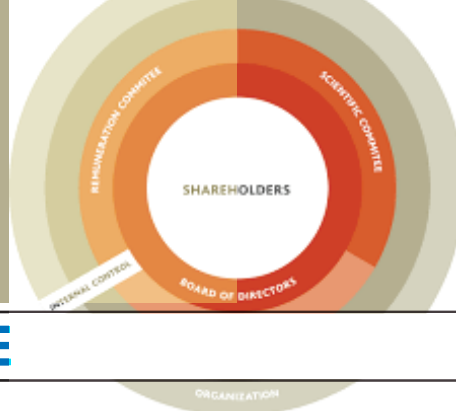
DIVIDEND DISTRIBUTION PROCESS:

- Company shall pay off the dividend (cash/stock) to the shareholders within 30 days of declaration or approval or record date or book closure Date as the case may be.
- Through bank transfer or any electronic payment system as recognized by the Bangladesh Bank (if not possible through BEFTIN);





REPORT OF CORPORATE GOVERNANCE



The Board of Directors of Tamijuddin Textile Mills PLC believes that good Corporate Governance is vital to strengthen the Company's sustainability, organizational effectiveness and foster a high-performance culture within the organization. Corporate Governance is a term that refers broadly to the rules, procedure and laws by which businesses are operated, regulated and controlled in order to ensure the interest of the stakeholders of a corporate body.

The Board is guided by Corporate Governance Principles as stipulated by BSEC and in compliance with the rules and regulations of the Companies Act 1994, Memorandum and Articles of Association of the Company and the service rules of the Company and other relevant applicable laws and regulations. The Board also remains responsible for efficient and effective implementation of the policies and strategies adopted from time to time.

Board of Directors

Board of Directors In line with the concept of good corporate management practice and the provisions of Articles of Association, The Board of Directors holds the supreme authority of the Company. The Board is collectively responsible to the Company's shareholders for the success of the Company. The Board of Directors is reconstituted every year by the shareholders through retirement/ reelection/election by one third of its members. Board of Directors In line with the concept of good corporate

management practice and the provisions of Articles of Association, The Board of Directors holds the supreme authority of the Company. The Board is collectively responsible to the Company's shareholders for the success of the Company. The Board of Directors is reconstituted every year by the shareholders through retirement/ reelection/election by one third of its members. Also, as per the Bangladesh Securities and Exchange Commission (BSEC) Corporate Governance Guidelines 2018, Clause 1(2)(e), the Corporate Governance Code 2018 (Amendment) and BSEC Notification No. BSEC/CMRRCD/2009-193/76/PRD/151 dated April 04, 2024, the company has appointed a Female Independent Director in order to comply with the circular.

COMPOSITION OF THE BOARD

The Board of Tamijuddin Textile Mills PLC consists of 8 (Eight) Directors, comprising of five non-executive Directors, two Independent Directors where one is female Independent Director and one Managing Director having versatile knowledge, professional acumen and adequate skills and expertise.

DISTINCTIVE ROLES OF THE CHAIRMAN AND THE MANAGING DIRECTOR

The position of the Chairman of the Board and the Managing Director of the Company are filled by the different individuals who are members of the Board. The respective roles



and the responsibilities of the Chairman and the Managing Director are explicitly defined by the Board of Directors of Tamijuddin Textile Mills PLC. to enable them in discharging their responsibilities aptly and effectively.

COMMITTEES OF THE BOARD

In accordance with the requirement of corporate governance code of BSEC, Tamijuddin Textile Mills PLC has an Audit Committee and a Nomination and Remuneration Committee as sub-committee of the Board of Directors.

CONSTITUTION OF AUDIT COMMITTEE, NRC AND BOARD OF DIRECTORS

In compliance with the Corporate Governance Code, issued by the Bangladesh Securities and Exchange Commission (BSEC) on 3 June 2018 (No. BSEC/CMRRCD/2006-158/207/Admin/80-5 (2) and 6 (3)), Tamijuddin Textile Mills PLC has established the following Audit Committee and Nomination and Remuneration Committee (NRC). This committee has been reconstituted effective from 1st August 2025 where Ms. Rezina Parveen - Independent Director has been appointed as the Chairperson of the Audit Committee in place of Mr. Md. Zakir Hossain - Independent Director.

These committees are instrumental in ensuring strong governance, transparency, and accountability within the company.

The Audit Committee plays a critical role in overseeing the financial reporting process, internal controls, and compliance with legal and regulatory requirements.

Audit Committee Members:

Sl. No.	Name	Designation
1.	MS. Rezina Parveen	Chairman
2.	Mr. Amran Pervege	Member
3.	Mr. Shohel Rana	Member

The Nomination and Remuneration Committee (NRC) is responsible for ensuring a fair and transparent process for board and senior management appointments, as well as evaluating remuneration structures in alignment with the company's strategic goals.

Sl. No.	Name	Designation
1.	DrSantus Kumar Deb	Chairman
2.	Mr. Amran Pervege	Member
3.	Mr. Shohel Rana	Member

CHIEF FINANCIAL OFFICER (CFO), COMPANY SECRETARY & HEAD OF INTERNAL AUDIT & COMPLIANCE:

The company has appointed an experienced Chief Financial Officer (CFO) with versatile knowledge in Tax & VAT, accounting and finance-related activities. The Company Secretary is also an Associate Chartered Secretary of the Institute of Chartered Secretaries of Bangladesh (ICSB). The CFO, Company Secretary and Head of Internal Audit and Compliance regularly guide and advise the Board on various financial strategies, governance matters and regulatory compliance issues. The company's Internal Audit Department is headed by qualified professionals and the Head of Internal Audit is a Fellow Chartered Accountant of the Institute of Chartered Accountants of Bangladesh (ICAB). The Board clearly defines the roles, responsibilities and duties of the CFO (CC), Company Secretary and Head of Internal Audit and Compliance.

STATUTORY AUDITOR

"G. KIBRIA & CO." Chartered Accountants an enlisted panel auditor of the Bangladesh Securities and Exchange Commission (BSEC) completed their tenure as the statutory auditor of the Company at this Annual General Meeting. Being eligible, they have offered themselves for re-appointment. Based on the



recommendation of the Audit Committee and the Board of Directors in its meeting held on October 29, 2025, recommended the re-appointment of the existing auditor “G. KIBRIA & CO.” Chartered Accountants as the statutory auditor of the Company for the financial year 2025–2026 at a remuneration of Tk. 4,00,000.00 excluding VAT and TAX.

COMPLIANCE AUDITOR

The existing corporate governance compliance auditor “Haruner Rashid & Associates” Chartered Secretaries vide their letter dated 15th October, 2025 expressed their interest to be re-appointed. The Board in its meeting held on 29th October 2025 recommended to re-appoint “Haruner Rashid & Associates” Chartered Secretaries as the compliance auditor of the Company to audit the Corporate Governance Code for the year 2025-2026 at a remuneration of Tk. 35,000/- (Taka thirty-five thousand) excluding VAT & TAX. The proposal for their appointment will be placed before the shareholders for approval at the Annual General Meeting (AGM).

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Tamijuddin Textile Mills PLC has developed a comprehensive Internal Control System aligned with the company’s scale of operations, complexity of activities and long-term strategic objectives. This system is not only designed to safeguard company assets but also to ensure the reliability of financial statements, compliance with applicable laws and regulations and promotion of overall operational efficiency. A sound internal control environment also helps the company to anticipate risks, prevent irregularities and enhance stakeholder confidence.

To enhance independence and credibility, the Internal Audit Department works in close collaboration with external audit firms when required. This dual approach allows critical business areas to be independently evaluated, ensuring transparency and objectivity. Findings from these reviews are documented and corrective actions are initiated promptly by respective process owners to mitigate risks and close gaps in procedures.

Furthermore, Tamijuddin Textile Mills PLC continuously upgrades its internal control systems in response to technological advancements, regulatory changes and global best practices. The company emphasizes automation and digital solutions to reduce manual intervention and minimize the scope for human error or fraud. Regular training and awareness programs are also conducted to ensure that employees across all levels understand their responsibilities in maintaining a robust control environment.

INDEPENDENT SERVICE PROVIDER:

Satcom IT Limited will provide the service for conducting the upcoming AGM in Hybrid Platform as an independent service provider of Bangladesh Securities and Exchange Commission guideline.

COMPLIANCE:

In order to ensure the effective functioning of Corporate Governance and to enhance the confidence of all investors, stakeholders, regulators and lenders. The TTMLC is committed to comply with the all requirement of Corporate Governance Code adopted by Bangladesh Securities and Exchange Commission (BSEC).



ANNEXURE – VI: STATEMENT ON CORPORATE GOVERNANCE CODE



Haruner Rashid & Associates
Chartered Secretaries & Management Consultants

**Report to the Shareholders of
Tamijuddin Textile Mills PLC.
on
compliance with Corporate Governance Code**

We have examined the compliance status to the Corporate Governance Code by Tamijuddin Textile Mills PLC. for the year ended on June 30, 2025. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 and its latest amendments issued under section 2CC of the Securities and Exchange ordinance, 1969 of the Bangladesh Securities and Exchange Commission.

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

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

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

- (a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above-mentioned Corporate Governance Code issued by the Commission;
- (b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this code;
- (c) Proper books and records complied 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.

Place : Dhaka
Dated : October 29, 2025

Haruner Rashid & Associates
Chartered Secretaries



A.K.M Haruner Rashid, LL.B, FCS
CEO & Consultant

Chand Mansion (6th Floor), 66, Dilkusha, Dhaka-1000.
Mobile : +8801711-105322, E-mail: hrashid_bd@yahoo.com
Liason Office : 222/1, Tejkunipara, Bijoy Saroni Link Road, Tejgaon, Dhaka-1215
Mobile : +8801730-728605 (Mominur), E-mail : hrashid.associates@gmail.com
www.hracsfirm.com



STATUS OF COMPLIANCE REPORT ON BSEC'S NOTIFICATION

Tamijuddin Textile Mills PLC.

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

Status of compliance for the period ended 30th June 2024 of **Tamijuddin Textile Mills PLC.** with the conditions imposed by **BSEC** Notification No. **BSEC/CMRRCD/2006-158/207/Admin/80** dated **03 June 2018** and it's latest amendments 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)	The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓		The Board of Directors of Tamijuddin Textile Mills PLC. is comprised of 8 Directors Mr. Monjur Ahmed Mohtan, Director resigned and it was accepted by the Board with effect from 13th November 2024, but it is still pending due to No Objection Certificate (NOC) of the bank's.
1(2)	Independent Directors			
1(2)(a)	At least 2(two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s): Provided that the Board shall appoint at least 1(one) female independent director in the Board of Directors of the company;	✓		There are 02 (Two) Independent Director in the board of the company. Mr. Md. Zakir Hossain, Independent Director, completed his first tenure on 30 th June 2025. Subsequently, the company appointed a Female Independent Director Ms. Rezina Parveen and received consent from the BSEC effective from 1st August, 2025.
1(2)(b)	Without contravention of any provision of any other laws, for the purpose of this clause, an "independent director" means a director-			
1(2)(b)(i)	Who either does not hold any share in the Company or holds less than one percent (1%) shares of the total paid-up shares of the Company;	✓		As declared by the Independent Directors.
1(2)(b)(ii)	Who is not a sponsor of the Company or is not connected with the Company's any sponsor or director or nominated director or shareholder of the Company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the Company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the Company. Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members ;	✓		Do
1(2)(b)(iii)	Who has not been an executive of the Company in immediately preceding 2 (two) financial years;	✓		Do
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the Company or its subsidiary or associated Companies;	✓		Do
1(2)(b)(v)	Who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange.	✓		Do
1(2)(b)(vi)	Who is not a shareholder, director excepting independent director or officer of any member or TREC holder of Stock Exchange or an intermediary of the capital market;	✓		Do
1(2)(b)(vii)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3(three) years of the concerned Company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	✓		Do
1(2)(b)(viii)	Who is not independent director in more than 5(five) listed companies;	✓		Do
1(2)(b)(ix)	who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank for nonpayment of any loan or advance or obligation to a bank or a financial institution; and	✓		Do
1(2)(b)(x)	Who has not been convicted for a criminal offence involving moral turpitude;	✓		Do
1(2)(c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM): Provided that the Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company;	✓		Appointed at AGM
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days; and	✓		No such event in the year





Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(2)(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1(one) tenure only: Provided that a former independent director may be consider for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years];	✓		
1(3)	Qualification of Independent Director :			
1(3)(a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regularity requirements and corporate laws and can make meaningful contribution to the business;	✓		The Qualification and background of the ID's are commensurate to the requirements of the position and are stated in the Directors profile.
1(3)(b)	Independent Director shall have following qualifications :			
1(3)(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk.100.00 million or any listed company or a member of any national or international chamber of commerce or registered business association; or	-		
1(3)(b)(ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted Company having minimum paid-up-capital of Tk. 100.00 million or of a listed Company; or	✓		
1(3)(b)(iii)	Former or existing official of government or statutory or autonomous or regulatory body in the position not below 5 th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law: Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service; or	-		Not applicable
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	✓		
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	-		Not applicable
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	-		None
1(4)	Duality of Chairpersons of the Board of Directors and Managing Director or Chief Executive Officer:			
1(4)(a)	The positions of the Chairpersons of the Board and the Managing Director (MD) and /or Chief Executive Officer (CEO) of the Company shall be filled by different individuals;	✓		The Chairman of the Board and Managing Director are filled by Different Person.
1(4)(b)	The Managing Director (MD) and / or Chief Executive Officer (CEO) of a listed Company shall not hold the same position in another listed Company;	✓		The Managing Director does not hold the same position of any other Listed Company
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the Company;	✓		The Chairman is elected from amongst the non-executive directors
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and / or Chief Executive Officer;	✓		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	-		No such event occurred
1(5)	The Directors' Report to Shareholders:			
1(5)(i)	An industry outlook and possible future developments in the industry;	✓		Included in the Director's Report
1(5)(ii)	The segment-wise or product-wise performance;	✓		Do
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		Do
1(5)(iv)	A discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin, where applicable;	✓		Do
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications(gain or loss);	✓		Do
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		Do
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and / or any other instruments;	✓		Do
1(5)(viii)	An explanation if the financial results deteriorate after the Company goes for Initial Public Offering(IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;	-		No such event





Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	✓		Included in the Annual Report
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	✓		Do
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer Company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	✓		Do
1(5)(xii)	A statement that proper books of account of the issuer Company have been maintained;	✓		Do
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	✓		Do
1(5)(xiv)	A statement that International Accounting Standards(IAS) or International Financial Reporting Standards(IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	✓		Do
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	✓		Do
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	✓		Do
1(5)(xvii)	A statement that there is no significant doubt upon the issuer Company's ability to continue as a going concern, if the issuer Company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	✓		Do
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer Company shall be highlighted and the reasons thereof shall be explained;	✓		Do
1(5)(xix)	A statement where key operating and financial data of at least preceding 5(five) years shall be summarized;	✓		
1(5)(xx)	An explanation on the reasons if the issuer Company has not declared dividend (cash or stock) for the year;	-		12% cash and 10% stock dividend declared.
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	-		No bonus share or stock dividend declared as interim dividend
1(5)(xxii)	The total number of Board meeting held during the year and attendance by each director;	✓		Disclosed in the Director's Report
1(5)(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:			
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties(name-wise details);	-		Not Applicable
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children(name-wise details);	-		Do
1(5)(xxiii)(c)	Executives; and [Executives means top salaries person other than Directors, CEO, CS, CFO & HIAC]	-		Do
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the Company (name-wise details);	-		Do
1(5)(xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:			
1(5)(xxiv)(a)	A brief resume of the director;	✓		
1(5)(xxiv)(b)	Nature of his/her expertise in specific functional areas; and	✓		
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓		
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the Company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1(5)(xxv)(a)	Accounting policies and estimation for preparation of financial statements;	✓		
1(5)(xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	-		Not applicable
1(5)(xxv)(c)	Comparative analysis(including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓		
1(5)(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the Country and the globe;	✓		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the Company; and	✓		
1(5)(xxv)(g)	Future plan or projection or forecast for Company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	✓		
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No.3(3) shall be disclosed as per Annexure-A ; and	✓		
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C ;	✓		
1(5)(xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality.	✓		
1(6)	Meetings of the Board of Directors :			
	The Company shall conduct its Board Meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	✓		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer:			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee(NRC) at condition No. 6, for the Chairperson of the Board, other Board members and Chief Executive Officer of the Company;	✓		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the Company including, among others, prudent conduct and behavior; confidentiality; conflict of interest, compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency;	✓		
2	Governance of Board of Directors of Subsidiary Company :			
2(a)	Provisions relating to the composition of the Board of the holding Company shall be made applicable to the composition of the Board of the subsidiary Company;	-		Not applicable, since there is no subsidiary of Tamijuddin Textile Mills PLC.



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
2(b)	At least 1 (one) independent director on the Board of the holding Company shall be a director on the Board of the subsidiary Company;	-		Not applicable
2(c)	The minutes of the Board meeting of the subsidiary Company shall be placed for review at the following Board meeting of the holding Company;	-		Not applicable
2(d)	The minutes of the respective Board meeting of the holding Company shall state that they have reviewed the affairs of the subsidiary Company also;	-		Not applicable
2(e)	The Audit Committee of the holding Company shall also review the financial statements, in particular the investments made by the subsidiary Company.	-		Not applicable
3	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).			
3(1)	Appointment			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO), and a Head of Internal Audit and Compliance (HIAC);	✓		
3(1)(b)	The position of the managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO), and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓		They are different individuals
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed Company shall not hold any executive position in any other Company at the same time: Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission: Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by appointing companies proportionately;	✓		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	-		No such event in the reporting year
3(2)	Requirement to attend Board of Directors' Meetings:			
3(2)	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	✓		
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO) :			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief			The MD & CFO duly certified the Board as given in the Annual Report
3(3)(a)(i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	✓		
3(3)(a)(ii)	These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws;	✓		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the Company's Board or its members;	✓		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		
4	Board of Directors' Committee:			
4(i)	For ensuring good governance in the Company, The Board shall have at least following sub-committees: Audit Committee; and	✓		
4(ii)	Nomination and Remuneration Committee.	✓		
5	Audit Committee:			
5(1)	Responsibility to the Board of Directors			
5(1)(a)	The Company shall have an Audit Committee as a sub-committee of the Board;	✓		
5(1)(b)	The Audit committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the Company and in ensuring a good monitoring system within the business;	✓		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓		
5(2)	Constitution of the Audit Committee (AC)			
5(2)(a)	The Audit Committee shall be composed of at least 3(three) members;	✓		The Audit Committee comprised of 3 (three) members.
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the Company excepting Chairpersons of the Board and shall include at least 1(one) independent director;	✓		
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1(one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	✓		
5(2)(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	-		No such event in the reporting year
5(2)(e)	The Company secretary shall act as the secretary of the Committee;	✓		
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1(one) independent director.	✓		
5(3)	Chairperson of Audit Committee:			
5(3)(a)	The Board shall select 1(one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	✓		The Chairperson of the Audit Committee is an independent Director
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	-		No such event in the reporting year





Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting(AGM); Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	✓		
5(4)	Meeting of the Audit Committee:			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year; Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the committee;	✓		The Audit Committee conducted five meetings during the reporting year 2024-25
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two-third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓		
5(5)	Role of Audit Committee:			
	The Audit Committee shall:-			
5(5)(a)	Oversee the financial reporting process;	✓		
5(5)(b)	Monitor choice of accounting policies and principles;	✓		
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	✓		
5(5)(d)	Oversee hiring and performance of external auditors;	✓		
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	✓		
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	✓		
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓		
5(5)(h)	Review the adequacy of internal audit function;	✓		
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	✓		
5(5)(j)	Review statement of all related party transactions submitted by the management;	✓		
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by the statutory auditors;	-		No such case in the reporting year
5(5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	✓		
5(5)(m)	Oversee whether the proceeds raised through Internal Public Offering (IPO) or Repeat Public Offering(RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission. Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital etc.), on a quarterly basis, as a part of their quarterly declaration of financial results: Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.	-		Not applicable
5(6)	Reporting of the Audit Committee:			
5(6) (a)	Reporting to the Board of Directors			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	✓		
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:			
5(6)(a)(ii)(a)	Report on conflicts of interests;	-		Not applicable
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	-		Not applicable
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and	-		Not applicable
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	-		Not applicable
5(6)(b)	Reporting to the Authorities:			
	If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonable ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period 6(six) months from the date of first reporting to the Board, whichever is earlier.	-		Not applicable
5.(7)	Reporting to the Shareholders and General Investors:			
	Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer Company.	✓		Audit Committee report duly given in the Annual Report
6	Nomination and Remuneration Committee (NRC):			
6(1)	Responsibility to the Board of Directors			
6(1)(a)	The Company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	✓		
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓		The NRC duly discharged its responsibilities
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5) (b).	✓		
6(2)	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	✓		
6(2)(b)	At least 02 (two) members of the Committee shall be non-executive directors;	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	✓		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	✓		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180(one hundred eighty) days of occurring such vacancy in the Committee;	-		No such event in the reporting year
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/ or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and / or member(s) of staff shall be required or valuable for the Committee;	-		No such event in the reporting year
6(2)(g)	The Company secretary shall act as the secretary of the Committee;	✓		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the Company.	✓		
6(3)	Chairperson of the NRC:			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	✓		
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	-		No such event in the reporting year
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders;	✓		
	Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.			
6(4)	Meeting of the NRC:			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	✓		Three meeting held
6(4)(b)	The Chairperson of the NRC may conven any emergency meeting upon request by any member of the NRC;	-		No such event in the reporting year
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2) (h);	✓		
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		
6(5)	Role of the NRC:			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	✓		
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:			
6(5)(b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:	✓		
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the Company successfully;	✓		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	✓		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflection short and long-term performance objectives appropriate to the working of the Company and its goal;	✓		
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		
6(5)(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommended their appointment and removal to the Board;	✓		
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	✓		
6(5)(b)(v)	Identification the Company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	✓		
6(5)(b)(vi)	Developing, recommending and reviewing annually the Company's human resource and training policies;	✓		
6(5)(c)	The Company shall disclose the nomination and remuneration police and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
7	External or Statutory Auditors:			
7(1)	The issuer Company shall not engage its external or statutory auditors to perform the following services of the Company, namely:			
7(1)(i)	Appraisal or valuation service or fairness opinions;	✓		As declared by the Auditor
7(1)(ii)	Financial information systems design and implementation;	✓		Do
7(1)(iii)	Book-keeping or other services related to the accounting records or financial statements;	✓		Do
7(1)(iv)	Broker-dealer services;	✓		Do
7(1)(v)	Actuarial services;	✓		Do
7(1)(vi)	Internal audit services or special audit services;	✓		Do
7(1)(vii)	Any services that the Audit Committee determines;	✓		Do
7(1)(viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	✓		Do
7(1)(ix)	Any other service that creates conflicts of interest.	✓		Do
7(2)	No partner or employees of the external audit firms shall possess any share of the Company they audit at least during the tenure of their audit assignment of that Company; his or her family members also shall not hold any shares in the said Company;	✓		
	Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members ;			
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		
8	Maintaining a website by the Company:			
8(1)	The Company shall have an official website linked with the website of the stock exchange.	✓		
8(2)	The Company shall keep the website functional from the date of listing.	✓		
8(3)	The Company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9	Reporting and Compliance of Corporation Governance:			
9(1)	The Company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	✓		The certification is given in the Annual Report
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	✓		Appointed at AGM
9(3)	The directors of the Company shall state, in accordance with the Annexure-C attached, in the directors' report whether the Company has complied with these conditions or not.	✓		Given in the Annual Report



ANNEXURE – VII







Independent Auditor's Report

To the Shareholders of Tamijuddin Textile Mills PLC

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of Tamijuddin Textile Mills PLC ("the Company"), which comprise the statement of financial position as at June 30, 2025, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies Information.

In our opinion, except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying financial statements give a true and fair view of the financial position of the Company as at June 30, 2025 and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

Basis for Qualified Opinion

1. The Company has not yet established or recognized any Gratuity Fund or Provident Fund for its employees, which is non-compliance with the requirements of the Bangladesh Labour Act, 2006. As a result, employee benefit obligations have not been recognized in the financial statements in accordance with BAS 19 – Employee Benefits. Consequently, we were unable to determine the potential financial impact of this non-recognition on the Company's liabilities, expenses, and equity as at 30 June 2025.

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), together with the ethical requirements that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified 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. In addition to the matter described in the Basis for Qualified Opinion section we have determined the matters described below to be the key audit matters to be communicated in our report





KEY AUDIT MATTER		How our audit addresses the Key Audit Matter	
Revenue			
<p>During the year, the Company has recognized revenue of BDT 3,970,087,623 for the year ended 30 June 2025 (BDT 3,937,991,049 for the year ended 30 June 2024). The Company's revenue recognition process is not complex and does not involve high levels of judgment. However, this a significant driver of Company performance and has major impact on financial statement user's decision making. Finally, this account always has risk of management over-ride of internal controls.</p>		<p>Our audit procedures included:</p> <ul style="list-style-type: none">▶Reviewed segregation of duties in invoice creation and modification;▶Reviewed authorization of credit terms and credit limits to customers;▶Calculated of discounts, incentives and rebates;▶Performed substantive analytical procedure to calculate expected revenue booked;▶Obtained supporting documentation for sales transactions recorded either side of year end as well as credit notes issued after the year end date to determine whether revenue was recognized in the correct period▶Examined the sample sales transaction with source documents including the credit limit, VAT, Credits Notes etc.▶Assessed manual journals posted to revenue to identify unusual or irregular items;▶Finally assessed the appropriateness and presentation of disclosures against relevant accounting standard	
Details of Revenue Recognition are included in Note 24.00 to the Financial Statements			
Inventory			
<p>The Company's inventory balance as at 30 June 2025 was BDT 3,829,373,663 (BDT 3,349,729,113 as at 30 June 2024). This represents 36% of Total Assets of the Company (36% of Total Assets of the Company as at 30 June 2024). There is estimation performed by management in regards to obsolescence and determination of net realizable value. Based on the requirement of estimates and the fact that this is a major asset category, this was determined to be a key audit matter.</p>		<p>Our audit procedures included:</p> <ul style="list-style-type: none">▶Obtain an understanding of Company's internal controls, systems and processes around inventory management.▶Perform procedures over inventory purchase to substantiate existence, completeness and valuation of inventory▶Perform Physical inspection of inventory to determine the existence and valuation of inventory▶Perform price testing of inventory to determine inventory valuation and determine whether inventory is obsolete or not.▶Revenue prices received by the Company and the overall gross margin earned to determine whether the Company is able to recover the net realizable value of inventory.	
Details of PPE are included in Note 4 .00 to the Financial Statements			
Property, Plant & Equipment (PPE)			
<p>The Company's PPE balance as at 30 June 2025 was BDT 3,857,773,595 (BDT 4,002,880,715 as at 30 June 2024). This represents 37% of Total Assets of the Company (43% of Total Assets of the Company as at 30 June 2024). There is estimation performed by management in regards to Asset useful life. Based on the requirement of estimates and the fact that this is a major asset category, this was determined to be a key audit matter.</p>		<p>Our audit procedures included:</p> <ul style="list-style-type: none">▶Obtain an understanding of Company's internal controls, systems and processes around PPE.▶Performed discussions with management to understand their process of determining asset useful life.▶We performed PPE additions procedures by obtaining supporting documentation, invoices, and delivery information as well payments support.▶We performed reasonability of depreciation expenses charged by management to ensure accuracy and occurrence.▶We performed discussions with management and performed other corroborating procedures to ensure management's assumptions around impairment were reasonable.	
Details of PPE are included in Note 3.00 and Annexure A to the Financial Statements			



Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for information other than financial statements and auditor's report. The other information comprises of the Director's Report, Corporate Governance Compliance Report, Business Responsibility & Sustainability Report and Management Discussion and Analysis. We expect to receive this other information after the date of our 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 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 the auditor's 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 of financial statements that give a true and fair view in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB), and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company's 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.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



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

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

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, the Securities and Exchange Rules 1987 and relevant notifications issues by Bangladesh Securities and Exchange Commission, except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report, we also report that:

- 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;
- In our opinion, proper books of accounts, records and other statutory books as required by law have been kept by the Company so far as it appeared from our examinations of those books and proper returns adequate for the purpose of our audit have been received from branches not visited by us;
- The statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account and returns;
- The expenditures incurred were for the purpose of the Company's business.

A.K Gulam Kibria, FCA (#392)
Engagement Partner

Date : October 29, 2025
Dhaka, Bangladesh
DVC : 2510290392AS873405

For and on behalf of
G. KIBRIA & CO.
Chartered Accountants
Firm's FRC Enlistment No. CAF-001-030





TAMIJUDDIN TEXTILE MILLS PLC.

Statement of Financial Position
As at 30 June 2025

Particulars	Notes	Amount in Taka	
		30 June 2025	30 June 2024
ASSETS :			
Non-Current Assets		3,868,952,178	4,018,530,731
Property, Plant and Equipment	3.00	3,857,773,596	4,002,880,715
Right of Use Assets	3.01	11,178,582	15,650,016
Current Assets		6,624,002,062	5,221,014,965
Inventories	4.00	3,829,373,663	3,349,729,113
Trade and Other Receivables	5.00	1,395,706,115	1,251,413,563
Intercompany Balance	6.00	1,127,569,572	139,400,000
Advances, Deposits & Prepayments	7.00	84,669,000	336,194,385
Cash & Cash Equivalents	8.00	186,683,711	144,277,904
Total Assets		10,492,954,240	9,239,545,696
EQUITY AND LIABILITIES :			
Shareholders' Equity		3,090,284,152	2,910,104,615
Share Capital	9.00	300,647,670	300,647,670
Revaluation Surplus	10.00	1,715,785,876	1,732,016,555
Retained Earnings	11.00	1,073,850,606	877,440,390
Non-Current Liabilities		1,865,165,384	2,059,411,208
Long Term Loan	12.00	1,426,044,213	1,609,197,949
Lease Liability	13.00	8,114,411	12,948,428
Deferred Tax Liability	14.00	431,006,760	437,264,831
Current Liabilities		5,537,504,704	4,270,029,873
Trade and Other Payables	15.00	63,134,980	41,391,246
Short Term Loan	16.00	2,464,559,170	2,336,339,762
Interest of Long Term Loan	17.00	319,769,275	210,347,788
Current Portion of Long Term Loan	18.00	639,290,948	576,240,302
Current Portion of Lease Liability	19.00	4,834,017	4,419,443
Other Current Liabilities	20.00	1,999,034,462	1,059,649,720
Unpaid Dividend	21.00	2,535,028	3,010,776
Provision for Income Tax	22.00	44,346,824	38,630,835
Total Equity and Liabilities		10,492,954,240	9,239,545,696
Net Asset Value Per Share (NAVPS)	23.00	102.79	96.79

The accompanying notes form an integral part of this financial statements are to be read in conjunction there with.


Managing Director


Director


Chief Financial Officer
(Current Charge)


Company Secretary

Signed in terms of our separate report of even date annexed


A.K. Gulam Kibria, FCA (#392)
Engagement Partner
For and on behalf of
G. Kibria & Co.
Chartered Accountants
Firm's FRC Enlistment No. CAF-001-030

Date: October 29, 2025
Dhaka, Bangladesh
DVC: 2510290392AS873405



TAMIJUDDIN TEXTILE MILLS PLC.
Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2025

Particulars	Notes	Amount in Taka	
		30 June 2025	30 June 2024
Turnover	24.00	3,970,087,623	3,937,991,049
Less: Cost of Goods Sold	25.00	3,116,449,088	3,151,902,154
Gross Profit		853,638,535	786,088,895
Administrative & Selling Expenses	26.00	54,227,023	57,551,998
Profit from Operation:		799,411,512	728,536,897
Less: Financial Expenses	27.00	553,818,785	496,759,983
Profit after Financial Exoenses		245,592,727	231,776,914
Add: Foreign currency gain/(loss)	28.00	377,218	227,698
Add: Non-operating Income	29.00	7,624,452	6,104,314
Operating Profit before WPPF		253,594,397	238,108,926
Less: Workers Profit Participation Fund (WPPF)	30.00	12,075,924	11,338,520
Net Profit before Tax		241,518,473	226,770,406
Less: Income Tax Expense		39,729,418	25,356,479
Current Tax	31.00	43,123,251	37,701,144
Deferred Tax	14.01	(3,393,833)	(12,344,665)
Net Profit for the year after Tax		201,789,055	201,413,927
Other comprehensive income			
Deffered Tax on Revaluation	14.02	(2,864,238)	(3,061,779)
Total comprehensive income		(2,864,238)	(3,061,779)
Basic Earnings Per Share (EPS)	32.00	6.71	6.70

Total comprehensive income

The accompanying notes form an integral part of this financial statements are to be read in conjunction there with.


Managing Director


Director


Chief Financial Officer
(Current Charge)


Company Secretary

Signed in terms of our separate report of even date annexed



A.K Gulam Kibria, FCA (#392)

Engagement Partner

For and on behalf of

G. Kibria & Co.

Chartered Accountants

Firm's FRC Enlistment No. CAF-001-030

Date: October 29, 2025
Dhaka, Bangladesh
DVC: 2510290392AS873405



TAMIJUDDIN TEXTILE MILLS PLC.
Statement of Changes in Equity

For the year ended 30 June 2025

Amount in Taka

Particulars	Share Capital	Revaluation Reserve	Retained Earning	Total Taka
Balance as on 01.07.2024	300,647,670	1,732,016,554	877,440,390	2,910,104,615
Net Profit for the year	-	-	201,789,055	201,789,055
Depreciation on Revalued Assets	-	(19,094,919)	19,094,919	-
Adjustment for Deferred Tax Liability	-	2,864,238	-	2,864,238
Dividend Last Year (2024)	-	-	(24,473,759)	(24,473,759)
Balance as on 30.06.25	300,647,670	1,715,785,873	1,073,850,606	3,090,284,149

Statement of Changes in Equity

For the year ended 30 June 2024

Particulars	Share Capital	Revaluation Reserve	Retained Earning	Total Taka
Balance as on 01.07.2023	300,647,670	1,749,366,637	678,922,944	2,728,937,251
Net Profit for the year	-	-	201,413,927	201,413,927
Depreciation on Revalued Assets	-	(20,411,862)	20,411,862	-
Adjustment for Deferred Tax Liability	-	3,061,779	-	3,061,779
Dividend Last Year (2023)	-	-	(23,308,342)	(23,308,342)
Balance as on 30.06.2024	300,647,670	1,732,016,554	877,440,390	2,910,104,615


Managing Director

Director

Chief Financial Officer
 (Current Charge)


Company Secretary


TAMIJUDDIN TEXTILE MILLS PLC.
Statement of Cash Flows

For the year ended 30 June 2025

Particulars	Notes	Amount in Taka	
		30 June 2025	30 June 2024
Cash Flow from Operating Activities :			
Collection from customers & Others		2,845,627,169	3,935,377,191
Paid to suppliers, employees and other expenses		(2,487,946,358)	(4,211,519,909)
Paid for administrative and selling expenses		(50,827,413)	(53,221,686)
Advance, Deposit & Prepayments		254,267,548	131,413,113
Workers Profit Participation Fund (WPPF)		(11,338,520)	(12,221,018)
Interest Paid		(234,049,510)	(286,412,195)
Income Tax paid		(40,149,424)	(37,407,262)
Net Cash Generated from Operating Activities (A)		275,583,491	(533,991,766)
Cash Flow from Investing Activities :			
Acquisition of Fixed Assets		(1,577,265)	(333,964,751)
ROU Assets		-	-
Net Cash used in Investing Activities (B)		(1,577,265)	(333,964,751)
Cash Flow from Financing Activities:			
Long Term Loan		(330,450,878)	846,282,901
Short Term Loan		128,219,408	21,942,797
Lease Liability		(4,419,443)	(4,040,423)
Net Inter Company Loan		-	(94,320,000)
Dividend Paid		(24,949,507)	(19,903,819)
Net Cash Generated from Financing Activities (C)		(231,600,419)	749,961,456
Net Cash Inflow/(Outflow) (A+B+C)		42,405,808	(117,995,061)
Opening Balance of Cash and Cash Equivalents		144,277,903	262,272,964
Closing Balance of Cash and Cash Equivalents		186,683,711	144,277,903
Net Operating Cash flow per Share	Note-24.00	9.17	(17.76)

The accompanying notes form an integral part of this financial statements are to be read in conjunction there with.


Managing Director

Director

Chief Financial Officer
(Current Charge)


Company Secretary



TAMIJUDDIN TEXTILE MILLS PLC.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE, 2025

1. Corporate history of the reporting entity

1.1 The Company

TAMIJUDDIN TEXTILE MILLS PLC. (The Company) was incorporated in Bangladesh on 5th August 1970 with the Registrar of Joint Stock Companies and Firms as a public limited company under the Companies Act 1913 vide certificate of incorporation No. 3481/27-EP of 1970-71. In 1991 the Company issued public portion of shares and was listed with the Dhaka Stock Exchange from 21st September 1991.

1.2 Address of Registered Office and Principal Place of Business:

The registered office of the Company is located at BSCIC Industrial Estate, Konabari of Gazipur. The address of the operational Head Quarter is at Anabil Tower (15th Floor), Plot No. 03, Block: NW(J), Gulshan-2, Dhaka-1212 and the factory is located at BSCIC Industrial Estate, Konabari of Gazipur.

1.3 Nature of business

The Company owns and operates a Textile Spinning Mill producing and selling assorted cotton yarn and polyester yarn in the local market and exporting under back-to-back L/C to local knitwear and woven industries.

2. Basis of preparation of financial statements

2.1 Statement on compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) and International Accounting Standards (IASs) adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) based on International Financial Reporting Standards (IFRSs) and International Accounting Standards (IASs) the Companies Act, 1994, Securities and Exchange Rules, 2020 and other relevant laws applicable in Bangladesh.

2.2 Other regulatory compliances

The Company is also required to comply with the following major legal provisions in addition to the Companies Act 1994 and other applicable laws and regulations in Bangladesh:

- The Income Tax Ordinance 2023
- The Income Tax Rules 1984
- The Value Added Tax Act 1991
- The Value Added Tax Rules 1991
- The Value Added Tax (Amendment) Act, 2012
- The Value Added Tax (Amendment) Rules, 2012
- The Customs Act 1969
- The Stamp Act 1899
- The Bangladesh Securities and Exchange Commission Act 1993
- The Bangladesh Securities and Exchange Commission Rules 2020
- DSE/CSE Rules
- DSE Listing Regulations, 2015
- Bangladesh Labor Act, 2006(as amended to 2013)
- Bangladesh Labor Rules 2015.

2.3 Authorization for issue

The financial statements have been authorized for issue by the Board of Directors on 12 November 2024.



2.4 Basis of measurement

These financial statements have been prepared under the 'historical cost' convention.

2.5 Accrual basis of accounting

TAMIJUDDIN TEXTILE MILLS PLC prepares its financial statements, except for cash flow information, using the accrual basis of accounting. Since the accrual basis of accounting is used, the company recognizes items as assets, liabilities, equity, income and expenses (the elements of financial statements) when they satisfy the definitions and recognition criteria for those elements in the IAS or IFRS Conceptual Framework.

2.6 Presentations of financial statements

The presentation of these financial statements is in accordance with the guidelines provided by IAS 1: Presentation of Financial Statements. The financial statements comprise of:

- (a) Statement of Financial Position as at 30 June 2024;
- (b) Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2024;
- (c) Statement of Changes in Equity for the year ended 30 June 2024;
- (d) Statement of Cash Flow for the year ended 30 June 2024;
- (e) Notes, comprising summary of significant accounting policies and other explanatory information.

2.7 Functional and presentation currency

Functional and presentation currency items included in these financial statements are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). These financial statements are presented in Bangladesh Taka ("BDT") which is also the functional currency of the company. The amounts in these financial statements have been rounded off to the nearest BDT except otherwise indicated.

2.8 Use of estimates and judgments

The preparation of financial statements in conformity with International Financial Reporting Standards requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and for contingent assets and liabilities that require disclosure, during and at the date of the financial statements.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions of accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected as required by **IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors**.

2.9 Materiality, aggregation and off setting

Each material item as considered by management significant has been displayed separately in the financial statements. No amount has been set off unless the Company has 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. The values of assets or liabilities as shown in the statement of financial position are not off-set by way of deduction from another liability or asset unless there exist a legal right therefore. No such incident existed during the period.

2.10 Going concern assumption

The financial statements are prepared on the basis of going concern assumption as per **IAS 1: Presentation of Financial Statements**. As per management assessment there is no material uncertainties related to events or conditions which may cast significant doubt upon the Company's ability to continue as a going concern.

2.11 Reporting period

The reporting period of the company covers 12 (twelve) months from 01st July 2023 to 30th June 2024.



2.12 Comparative information

Comparative information has been disclosed in respect of 2022-2023 in accordance with **IAS 1: Presentation of Financial Statements** for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current periods of financial statements. Prior year figure may have been re arranged if considered necessary to ensure comparability with the current year.

2.13 Responsibility for preparation and presentation of financial statements

The Board of Directors is responsible for the preparation of financial statements under section 183 of the Companies Act 1994.

2.14 Significant accounting policies

a) Property, plant and equipment

Recognition and measurement

An item shall be recognized as property, plant and equipment's if, and only it is probable that future economic benefits associated with the item will flow to the entry, and the cost of the item can be measured reliably.

Items of property, plant and equipment are measured at cost less accumulated depreciation as per **IAS 16: Property, Plant and Equipment**.

The cost of acquisition comprises of purchase price, including import duties and non-refundable Taxes and any directly attributable cost of bringing the assets to its working condition for its intended use. Expenditure incurred after the assets have been put into operation, such as repairs and maintenance is normally charged off as revenue expenditure in the period in which it is incurred. In situation where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefit expected to be obtained from the use of the PPE, the expenditure is capitalized as an additional cost of the PPE. On retirement or otherwise disposal of PPE, the cost and accumulated depreciation are eliminated and any gain or loss on such disposal is reflected in the income statement which is determined with reference to the net book value of PPE and the net sales proceeds.

Subsequent costs

The subsequent expenditure is only capitalized as part of assets when the useful life or economic benefit or both of that asset is increased provided that it is probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The costs of day-to-day servicing of property, plant and equipment are recognized in the Statement of Profit or loss and Other Comprehensive Income as 'Repair and Maintenance' when it is incurred.

Revaluation of Property, Plant and Equipment

The Company has revalued its Property, Plant and Equipment and those assets have been stated at revalued amounts as on June 30, 2011. The disclosures under Para 77 of IAS -16 are as under:

a) The company has revalued its property, plant and equipment on June 28, 2011 Company's fixed assets have been revalued by an independent valuer, M/S Nirman Upadesta. Details of revaluation has been reported in Annexure-01., a professionally qualified valuation firm.

b) The Revaluation surplus of Tk. 2,741,436,176 was transferred to Revaluation Reserve and distribution of such surplus to the shareholders is restricted.

Depreciation on Non-current assets

Depreciation is provided to amortize the cost of the assets after commissioning, over the period of their expected useful lives, in accordance with the provision of **IAS 16 Property, Plant and Equipment**. Depreciation is charged on additions made during the period from the month in which those assets are put into ready for use. This year management has changed their policy against the rate of assets depreciation. Depreciation is charged on all the fixed assets except land and land development on reducing balance method at the following rates.





Particulars	Rate
Land & Development	0%
Building & Other Construction	2.5%
Plant & machinery and office equipment	7%
Furniture & Fixture	10%
Vehicles	10%
Sundry Assets	10%
Office Equipment	10%
Electrical Installation	10%
Gas Generator	10%
Deep Tubewell	10%
Store Equipment	10%

b) Impairment

All fixed assets have been reviewed as per ISA 36 and it was confirmed that no such fixed assets have been impaired during the period and for this reason no provision has been made for impairment of assets.

c) Disposal of Fixed Assets

On Disposal of Fixed Assets, the cost and accumulated depreciation are eliminated and gain or loss on such disposal is reflected in the Statement of Comprehensive Income, which is determined with reference to the book Value of the assets and net sales proceeds.

d) Borrowing costs

Interest and other expenses incurred by the Company in respect of borrowing of fund and recognized as expense in the year in which they are incurred as per IAS 23 Borrowing Cost.

e) Revenue from contracts with customers

As per IFRS-15: "Revenue from Contracts form Customers "The Company recognizes as revenue the amount that reflects the consideration to which the Company Expects to be entitled in exchange for goods or services when (or as) it transfers control to the customer. To achieve that core principle, this standard establishes a five-step model as follows:

- The parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations;
- The entity can identify each party's rights regarding the goods or services to be transferred;
- The entity can identify the payment terms for the goods or services to be transferred;
- The contract has commercial substance (i.e. the risk, timing or amount of the entity's future cash flows is expected to change as a result of the contract); and
- It is probable that the entity will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer.

Considering the five steps model, the Company recognizes revenue when (or as) the Company satisfies a performance obligation by transferring a promised good to a customer. Goods are considered as transferred when (or as) the customer obtains control of those goods. Revenue from sale of goods is measured at the fair value of the consideration received or receivable net of returns and allowances, trade discounts, rebates.

(i) Sale of goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer when the buyer's provide assurance by giving acceptance on the delivery of goods. Revenue represents the invoice value of goods supplied to the customers measured at the fair value of the consideration received or receivable.





(ii) Interest income

Interest on bank deposits has been accounted for on accrual basis.

f) Finance Costs:

Finance costs comprise interest expense on bank loan and other borrowings and are recognized in the income statement using effective interest method.

g) Inventories

Inventories comprise Raw Materials, Working in Process, Waste Cotton, Spares Parts, Packaging Material, and Finished Goods. They are stated at the lower of cost or net realizable value in accordance with IAS 2 "Inventories" after making due allowance for any obsolete or slow-moving item. The costs of inventories are assigned by using weighted average cost method. Net realizable value of Work in Process is determined after deducting the estimated cost of completion and estimated cost necessary to make the sale from estimated selling price.

h) Foreign Currency Transactions:

Transactions denominated in foreign currencies are translated into Bangladesh Taka and recorded at rates of exchange ruling on the date of transaction in accordance with IAS-21. Monetary assets and liabilities expressed in foreign currencies are translated into BDT at the rate of exchange ruling at the Statement of Financial Position date. Gains or losses resulting from foreign currency transactions are taken to the Statement of Profit or Loss and other comprehensive Income.

i) A Financial Instrument is any contract that gives rise to financial assets of one entity and a financial liability or equity of another entity.

i) Financial Assets

Financial Assets of the company include cash and cash equivalents, accounts receivable, other receivables and advances, deposits and prepayments. The Company initially recognizes financial assets on the date they are originated. All other financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the transaction. The company derecognizes a financial asset when, and only when, the contractual right of probabilities of receiving the cash flows from the asset expire and it transfers the right to receive the contractual cash flows from the financial assets in a transaction in which substantially all the risk and rewards of ownership of the financial assets are transferred.

ii) Financial Liabilities

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

j) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand and with banks on current accounts, deposit accounts and short-term investments (FDR- maturity less than 3 months) which are held and available for use by the company without any restriction. There is insignificant risk of change in value of the same.

k) Earnings per Share (EPS)

Earnings per Share (EPS) are calculated in accordance with the International Accounting Standard IAS 33: Earnings per Share.

l) Basic earnings per share

Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary equity holders of the entity by the weighted average number of ordinary shares outstanding during the period.



m) Employee benefits (ISA 19)

The company maintains defined contribution plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set forth in the respective trust deeds and rules. The plan is funded and recognized/approved under Income Tax Ordinance 1984.

(i) Define contribution plan provident fund

A Define contribution plan is a post employment benefit plan under which an entity pays fixed contributions into a separate entity and has no legal or contractual obligation to pay for the amount. Obligations for contribution to define contribution plans are recognised as an employee benefit expense in profit or loss in the period during which related services are rendered by employees. Advance contributions are recognized as an asset to the extent that cash refund for a reduction in future payment is available.

The company has a separate recognized provident fund scheme. All eligible employees of tamijuddin textile mills PLC. contribute 10% of their basic salary to provident fund and the company makes matching contributions.

The company recognized contribution to define contribution plan as an expense when an employee has rendered related services in exchange for such contribution. The legal and constructive obligation is Tamijuddin Textile Mills PLC. agrees to contribute to the fund.

(ii) Workers' Profit Participation Fund (WPPF)

The Company recognizes a provision for workers' profit participation and welfare fund (WPPF) @ 5% of income before tax and it has been managing, disbursing and investing as per provisions of the Bangladesh Labor (Amendment) Act, 2013. The Company is making the payment within nine months at the end of the relevant financial year. 80% of the Fund is being paid to eligible employees, 10% to Government Workers Welfare Foundation and remaining 10% to TAMIJUDDIN TEXTILE MILLS PLC Employees Welfare Fund as per provision of Bangladesh Labor (Amendment) Act, 2013.

(iii) Short-term employee benefits

Short-term employee benefits include salaries, bonuses etc. Obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

(iv) Group Insurance Scheme

The Company operates a group insurance scheme for its permanent employees as per provision of the Bangladesh Labor (Amendment) Act, 2013. The permanent employees include full time permanent employees and workers of the Company. Payment in this regard has been accounted for in the accompanying financial statements.

n) Accruals, provisions and contingencies (ISA 37)

(i) Accruals

Accruals are liabilities to pay for goods or services that have been received or supplied but have not been paid, invoiced or formally agreed with the supplier, including amounts due to employees. Accruals are reported as part of Trade and other payables.

(ii) Provisions

A provision is recognized in the statement of financial position when the company has a legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provision is ordinarily measured at the best estimate of the expenditure required to settle the present obligation at the reporting date. Where the company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. During the reporting period the company has made sufficient provisions where applicable.



Notes	Particulars	Amount in Taka	
		30 June 2025	30 June 2024

10.00 Revaluation Surplus

This represent revaluation surplus of fixed assets of the company as per revaluation report of "Nirman Upadesta" Vide their memo No VAL/17/2011, Dated 25 June 2011.

Land & Land Development	1,702,544,254	1,702,544,254
Building & Other Construction	133,564,520	133,564,520
Plant & Machinery (New)	415,821,641	415,821,641
Plant & Machinery (Recon)	295,264,254	295,264,254
Furniture & Fixture	38,315,861	38,315,861
Vehicles	10,254,632	10,254,632
Sundry Assets	8,127,988	8,127,988
Office Equipment	5,300,496	5,300,496
Electrical Installation	15,254,621	15,254,621
Electrical Equipment	30,456,500	30,456,500
Generator	58,280,665	58,280,665
Deep Tubewell	16,693,810	16,693,810
Store Equipment	3,044,478	3,044,478
Head Office Decoration	8,512,456	8,512,456
	2,741,436,176	2,741,436,174
Less: Adjustment for Depreciation on Revaluated Assets	722,864,557	703,769,638
Less: Adjustment for Deferred Tax Liability	302,785,743	305,649,981
	1,715,785,876	1,732,016,555

11.00 Retained Earning

Opening Balance	877,440,390	678,922,944
Add : Net Profit during the year	201,789,055	201,413,927
Add : Depreciation on Revalued Assets	19,094,919	20,411,862
Less : Dividend	(24,473,759)	(23,308,342)
	1,073,850,606	877,440,390

12.00 Long Term Loan

Sonali Bank Ltd. (Local Office)	1,207,169,592	1,097,193,249
IPDC	80,388,455	139,826,251
First Security Islami Bank Ltd	993,606,251	1,068,056,500
EXIM Bank (45273)	46,194,722	40,314,742
EXIM Bank (45281)	57,745,417	50,395,297
Less: Interest of Long Term Loan	(319,769,275)	(210,347,788)
Less: Current Portion of Long Term Loan	(639,290,948)	(576,240,302)
	1,426,044,213	1,609,197,949

The loan is repayable in 27 (Twenty Seven) equal quarterly installment basis bearing interest @. 9% p.a. which has been started from March 2021 and already 8.5 installments has been completed. Company's fixed and floating assets have been pledged as security against the loan.

13.00 Lease Liability

Office Space	17,367,871	21,408,294
Less: Adjustment for IFRS-16 For Current Year	4,419,443	4,040,423
Less: Current Portion of Lease Liability	4,834,017	4,419,443
	8,114,411	12,948,428

14.00 Deferred Tax Liability

Book value of Depreciable Asset (Cost)	1,850,380,559	1,980,864,193
Less: Tax base value of depreciable Assets	995,573,777	1,103,431,859
Taxable Temporary Difference	854,806,782	877,432,334
Effective Tax Rate	15.0%	15.0%
Deffered Tax Liability on original cost of Assets	128,221,017	131,614,850
Deffered Tax Liability on Revaluation surplus of Assets (13.02)	302,785,743	305,649,981
Total Deferred Tax Liabilities	431,006,760	437,264,831



**40.00 Number of Employees**

Monthly salary range of the total employees of the company is given below:

Salary Range	Office Staff	Worker	Worker
Bellow Tk.10,001	-	-	-
Above Tk.10,001	164	1,560	1,615
Total	164	1,560	1,615

41.00 Payment to Directors

Details in respect of payment to directors are given below.

Particulars	Amount Tk.			
	30.06.2025	30.06.2024	30.06.2025	30.06.2024
Name of Board of Directors	Meeting Attendance Fees	Meeting Attendance Fees	Remuneration	Remuneration
Directors			5,280,000	5,200,000
Total	-	-	5,280,000	5,200,000

(a) No compensation was made to the Managing Director & CEO of the company except as stated above.

(b) No amount was spent by the company for compensating any member of the Board of Directors except as stated above.

42.00 Related Party Disclosures

The party is related to the company if the party cast significant influence over the subject matters and also holding the controlling power of the management affairs of the company and any transaction made during the year with the party related therewith is termed as related party transaction as per IAS-24 "Related Party Disclosure". During the year under audit related party transactions were made that which has influenced the company's business. The details of related party transactions during the year along with the relationship is illustrated below in accordance of IAS 24 :

Name of Related Party	Relationship with the company	Nature of Transaction	Amount in Taka	
			30.06.2025	2023-2024
Chowdhury Mohammed Hanif Shoeb	Chairman	Board Meeting Fees	50,000	40,000
Ms.Salma Chowdhury	Managing Director	Remuneration	5,280,000	5,200,000
		Board Meeting Fees	50,000	40,000
Ms Sabiha Sultana	Director	Board Meeting Fees	50,000	40,000
Md. Shohel Rana	Director	Board Meeting Fees	100,000	40,000
Md. Amran Pervege	Director	Board Meeting Fees	100,000	40,000





Name of Company/Persons	Relation	Nature of Transaction	Opening	Transaction during the year	Received/Adjustment during the year	Outstanding Receivable/Payable as on 30 June 2025
Humaira Composite Textile Mills Ltd		Advance	118,600,000	89,273,000	116,533,000	91,340,000
Angan Properties Ltd		Advance	20,800,000	250,200,000	-	271,000,000
Angan Development Ltd		Advance	-	40,100,000	-	40,100,000
BSB Spinning Mills Ltd		Advance	-	480,139,198	-	480,139,198
Suraiya Spinning Mills Ltd		Advance	-	359,990,374	-	359,990,374
Ms.Salma Chowdhury		Loan	22,900,000	-	-	22,900,000

43.00 Key Management Personals as on 30 June 2025

Name	Designation	Nature of Transaction	Amount in Taka	
			30/06/2025	30/06/2024
Gazi Md. Ali Hossain, ACS	Company Secretary	Salary & Other Benefit	1,438,800.00	1,254,000.00
Md. Shamimul Haque Shamim	Chief Financial Officer (C.C)	Salary & Other Benefit	924,000.00	924,000.00
Wasik Abdullah Momit, FCA	Head of Internal Audit & Compliance	Salary & Other Benefit	1,980,000.00	990,000.00

44.00 Contingent Liability

There is no such liability for which the company is liable as on 30 June 2025.

45.00 Capital Expenditure Commitment

There was no such commitment as on 30 June 2025.

46.00 Financial Risk Management

The management of company has overall for the establishment and oversight of the company's risk management framework. Risk management policy, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. The company has exposure to the following risk for its use of financial instruments.

Credit Risk

Liquidity Risk

Market Risk



**Credit Risk**

Credit risk is the risk of a financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables. Management has a credit policy in place that are controlled and monitored in accordance with terms and conditions prescribed in export letter of credit. As at 30th June 2010 the entire part of the receivables are related to export of goods and subject to insignificant credit risk. Risk exposures from other financial assets. i.e. Cash at bank and other external receivables are nominal.

Liquidity Risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach in managing liquidity (cash and cash equivalents) is to ensure as far as possible, that it will always have sufficient liquidity to meet its liabilities when due under both normal and stressed conditions without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses including financial obligation through preparation of the cash flow forecast with due consideration of time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date. In extreme stressed conditions the company may get support from the related company in the form of short term financing.

Market Risk

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

(a) Currency risk

The company is exposed to currency risk on certain revenues and purchases such as revenue from foreign customers and import of raw materials, machineries and equipment. Majority of the company's foreign currency transactions are denominated in USD and relate to procurement of raw materials, machineries and equipment from abroad.

(b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. The foreign currency loan is subject to floating rates of interest. Local loans are, however, not significantly affected by fluctuations in interest rate risk. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

47.00 Following events occurred since the balance sheet date:

(a) The board of directors recommended 21% cash dividend to only General shareholders at the Board meeting held on 12 November 2024 for the year ended June 30, 2024. This dividend is subject to final approval by the shareholders at the forthcoming Annual General Meeting (AGM) of the company.

(c) Except for the fact stated above, no circumstances have arisen since the balance sheet date which would require adjustment to, or disclosure in, the financial statements or notes thereto.





TAMIJUDDIN TEXTILE MILLS PLC.
Schedule of Property, Plant and Equipment
 As on 30 June 2025

Annexure - 01

Particulars	Cost			Rate %	Depreciation			Written Down Value as on 30.06.2025
	Balance as on 01.07.2024	Additional During the Year	Balance as on 30.06.2025		Opening Balance 01.07.2024	Charged During The Year	Closing Balance 30.06.2025	
	A	B	C = (A+B)		E	G	I = (E+G)	K
Land & Land Development	11,295,659		11,295,659	-	-	-	-	11,295,659
Building & Other Construction	419,033,388	826,849	419,860,237	2.5%	130,999,592	7,200,845	138,200,437	281,659,800
Plant & Machinery	3,885,994,078	-	3,885,994,078	7.0%	2,345,476,361	107,852,586	2,453,328,947	1,432,665,131
Furniture & Fixture	3,877,917	-	3,877,917	10%	2,928,700	94,922	3,023,622	854,295
Vehicles	45,508,516		45,508,516	10%	34,754,559	1,075,396	35,829,955	9,678,561
Sundry Assets	17,675,879		17,675,879	10%	9,330,654	834,523	10,165,177	7,510,703
Office Equipment	6,752,830	673,119	7,425,949	10%	4,033,219	320,019	4,353,238	3,072,711
Office Decoration	7,623,130	18,000	7,641,130	10%	1,898,279	573,085	2,471,364	5,169,766
Electrical Installation	24,578,079	59,297	24,637,376	10%	19,435,654	518,504	19,954,158	4,683,217
Gas Generator	254,139,062		254,139,062	10%	167,665,913	8,647,315	176,313,228	77,825,834
Deep Tubewell	4,566,960		4,566,960	10%	4,566,959	0	4,566,959	1
Store Equipment	5,432,200		5,432,200	10%	5,432,199	0	5,432,200	1
Software (Accounts)	1,250,000		1,250,000	5%	178,281	53,586	231,867	1,018,133
Water Treatment Plant	5,743,280		5,743,280	10%	1,556,429	418,685	1,975,114	3,768,166
Sub-Total (As at 30 June 2025)	4,693,470,978	1,577,265	4,695,048,243		2,728,256,801	127,589,465	2,855,846,266	1,839,201,977





TAMIJUDDIN TEXTILE MILLS PLC.
Schedule of Property, Plant and Equipment
 As on 30 June 2025

Annexure - 01

Revaluation

Particulars	Revaluation			Rate %	Depreciation			Written Down Value as on 30.06.2025
	Balance as on 01.07.2024	Additional During the Year	Balance as on 30.06.2025		Balance as on 01.07.2024	Charged During The Year	Closing Balance 30.06.2025	
Land & Land Development	1,702,544,254		1,702,544,254	-	-	-	1,702,544,254	
Building & Other Construction	136,821,641		136,821,641	2.5%	39,851,854	2,424,245	42,276,099	
Plant & Machinery	740,374,394		740,374,394	7.0%	502,221,898	16,670,675	518,892,572	
Furniture & Fixture	5,770,241		5,770,241	10%	5,770,241	-	5,770,241	
Vehicles	10,254,632		10,254,632	10%	10,254,632	-	10,254,632	
Sundry Assets	8,127,988		8,127,988	10%	8,127,988	-	8,127,988	
Office Equipment	5,300,496		5,300,496	10%	5,300,495	-	5,300,495	
Electrical Installation	46,465,246		46,465,246	10%	46,465,246	-	46,465,246	
Gas Generator	72,091,794		72,091,794	10%	72,091,793	-	72,091,793	
Deep Tubewell	4,664,196		4,664,196	10%	4,664,196	-	4,664,196	
Store Equipment	9,021,294		9,021,294	10%	9,021,294	-	9,021,294	
Sub-Total (As at 30 June 2024)	2,741,436,176	-	2,741,436,176		703,769,638	19,094,919	722,864,557	
							2,018,571,619	

Grand Total (As at 30 June 2024)	7,434,907,154	1,577,265		7,436,484,419	3,432,026,439	146,684,384	3,578,710,823	3,857,773,596
---	----------------------	------------------	--	----------------------	----------------------	--------------------	----------------------	----------------------

Note: Land and land development represents land only.

Allocation of Depreciation:

Particulars	Cost	Revaluation	Total
Manufacturing Overhead	124,637,935	19,094,919	143,732,855
Administrative Expenses	2,951,530	-	2,951,529
Total Taka	127,589,465	19,094,919	146,684,384



**TAMIJUDDIN TEXTILE MILLS PLC.****Schedule of Right of Use Assets**

As on 30 June 2025

Annexure - 02

Particulars	Cost			Rate %	Depreciation			Written Down Value as on 30.06.25
	Balance as on 01.07.2024	Additional During the Year	Balance as on 30.06.25		Opening Balance 01.07.2024	Charged During The Year	Closing Balance 30.06.25	
	A	B	C= (A+B)		E	G	I= (E+G)	
Office Space	26,828,604	-	26,828,604	16.67%	11,178,588	4,471,434	15,650,022	11,178,582
Sub-Total (As at 31 Dec 2024)	26,828,604	-	26,828,604		11,178,588	4,471,434	15,650,022	11,178,582





TAMIJUDDIN TEXTILE MILLS PLC.
Schedule of Trade and Other Receivables
As at June 30, 2025

Annexure - 03

Party Name	Amount in Taka	
	30.06.2025	30.06.2024
4 Stitch Knit Composite	-	1,273,392
Aane Tex Bd Ltd.	-	3,967,055
Abanti Colour Tex Ltd.	-	18,382,820
Abir Fashion.	71,987,756	75,269,733
A M S Knit Wear.	8,912,542	-
Akh Knitting & Dyeing Ltd.	79,624,350	-
Alps Apparels Ltd.	1,671,010	-
Abloom Design Ltd.	3,050,267	6,706,225
Aboni Textiles Ltd.	-	1,804,005
Acelon Knit Composite Ltd	-	6,026,610
Apex Textile Printing Mills Ltd.	4,744,575	-
Aps Apparels Ltd.	807,070	-
Adury Apparel Ltd.	15,208,200	-
Afiya Knitwear Ltd.	-	4,517,495
Ahamed Fashions Ltd	-	5,658,300
Ahsiar Fashions Ltd.	2,731,575	1,062,750
Akij Textile Mills Ltd.	105,026	14,314,117
Apex Fashion Wear Ltd.	1,623,130	-
Anthony Young Garments Ltd.	3,138,391	-
Al Amin Attires Ltd	-	1,002,770
Al- Amin Traders	-	533,858
Alib Composite Ltd	-	16,587,888
Alliance Knit Composite Ltd.	-	29,832,185
Amana Knitex Ltd	-	14,660,750
Aman Tex Limited.	14,674,588	2,322,136
A One Polar Ltd.	-	65,203,799
Apparel-21 Ltd.	-	3,039,738
Apparel Industry Ltd	-	244,439
Apparel Plus (Eco) Ltd.	-	3,579,444
Apparel Plus Ltd	-	278,888
Arabi Fashion Limited	-	10,360,870
Arkay Knit Dying Mills Limited.	-	20,505,353
A R R Dismatics Ltd.	-	9,147,553
Askari Fashion Ltd.	2,795,974	-
Auko-Tex Ltd.(Local)	968,660	-
Asrotex	30,651,728	6,465,949
Aswad Composite Mills Ltd .	5,721,427	18,863,475
Barnali Fabrics Ltd.	-	1,214,325





Annexure - 03

Party Name	Amount in Taka	
	30.06.2025	30.06.2024
Basic Clothing Ltd.	-	211,774
Bakhrabad Knitting Ltd.	2,254,835	-
Basic Knitwear Limited.	-	5,552,910
Bay Creation Ltd.	-	5,766,100
Bd Knit Design	6,286,805	3,219,532
Billah Resources Ltd.	-	2,260,928
Blue Planet Knit Composite Ltd.	-	2,215,698
Blue Planet Knitwear Ltd	-	5,155,109
Boonon Knitting Ltd.	-	10,674,434
Bravo Design Ltd.	-	1,962,784
Brine Knit Composite Ltd.	-	496,000
Building Knit Composite Ltd	-	3,106,125
C A Knitwear Ltd.	8,108,422	1,280,751
Crosswear Industries Ltd.	6,862,373	-
Comfit Composite Knit Ltd.	17,125,060	-
Chaity Composite Ltd.	-	10,355,000
Chorka Textile Ltd.	4,326,882	-
Cotton Harvest Ltd.	-	516,306
Comptex Bangladesh Ltd.	6,341,990	-
Confidence Knitwear Ltd.	13,170,202	-
Cs Lee Knit Composite Ltd.	2,829,820	-
Cotton Textile And Apparels	-	223,630
Dewan Fashion Wears Ltd.	15,528,354	-
Dip- Knitwear Ltd.	13,606,049	11,375,976
Divergent Knitex Ltd	-	372,285
Dress Up Ltd	-	3,182,340
East Coast Kintwear (Pvt.) Ltd.	10,533,397	938,562
Essential Clothing Limited	9,077,439	-
Esquire Knit Composite Ltd.	5,009,835	182,335
Eurotex Knitwear Ltd.	6,396,250	12,288,823
Fakhruddin Textile Mills Ltd.	3,915,908	4,407,776
Fakir Fashion Ltd	318,017	30,551,234
Fakir Apparels Ltd	87,775,225	-
Fariha Knit Tex Ltd.	30,147,795	-
Farder Fashion Ltd	-	27,700
F K Textiles Mills	-	3,703,079
Future-Knit Composite Ltd.	1,835,875	-
Flaxen Dress Maker Ltd	41,273,634	8,082,022
Four Design (Pvt.) Ltd	-	1,583,019
Friends Knit Fashion	-	1,878,198
Friends Knit Fashion Ltd.	4,362,025	4,159,984
Fyne Knitwear Ltd.	-	8,090
Gateway Fashion Ltd	-	1,164,240





Annexure - 03

Party Name	Amount in Taka	
	30.06.2025	30.06.2024
Gimex Clothing Ltd	2,570,542	43,885
Genetic Fashions Ltd.	4,374,565	-
Gms Composite Knitting Ind. Ltd.	15,427,500	25,615,000
Gms Textile Ltd.	34,132,423	46,595,641
Gramtech Knit Dyeing Finishing & Garments	56,404,722	-
Graphics Textiles Ltd	7,043,450	4,160,023
Green Fibre Composite Ltd.	-	6,076,750
Green Life Knit Composite Ltd	-	1,028,722
Habitus Fashion Ltd.	-	730,380
Hamid Tex Fashion Ltd	-	4,919,124
Hams Garments Ltd.	-	15,721,561
Handz Clothing Bd Ltd	-	2,421,227
Haque Apparels & Textile Ltd.	2,060,630	-
Haseen Knit Composite Ltd.	-	4,633,045
Heng Tong Bd Limited.	-	3,924,000
Hoorain Htf Limited.	31,789,777	55,997,607
Hrm Fashion Ltd	-	10,782,832
Ibrahim Knit Garments Pvt Ltd	-	387,198
Ifs Texwear Private Ltd.	-	5,370,975
Innovative Fabrics Ltd.	-	183,938
Interloop Bd Ltd.	1,944,389	1,120,270
Interstoff Apparels Ltd.	9,807,973	18,476,322
Js Knitting & Garments Ltd.	-	592,700
Kaizer Knitwear Ltd.	-	14,866,946
Kap's Fashion Ltd	-	323,539
Karooni Fashions Ltd	-	3,664,928
Knit Bazar Pvt Ltd	3,645,652	-
Kas Knit Wear Ltd	1,490,763	11,658,092
Khantex Fashion	-	6,480,392
Knit Horizon Ltd	-	1,229,817
Knit Fair Ltd.	3,153,865	-
Knit Plus Ltd.	-	869,133
Logos Apparels Ltd.	10,558,523	-
Lariz Fashion Ltd.	5,303,690	-
Kcl Fashion.	9,751,245	-
Knit Radix Ltd.	-	7,539,835
Knit Valley Fashions Ltd	-	4,572,432
Liberty Knitwear Ltd.	47,826,567	-
Knit Zone Mode Pvt Ltd	-	1,662,671
Lantabur Apparaels	5,848,221	16,808,121
Latest Garments Ltd	-	8,112,673
Libas Textiles Ltd.	27,221,385	132,016,116
Lucky Iron Store	-	245,166





Annexure - 03

Party Name	Amount in Taka	
	30.06.2025	30.06.2024
Maan Fashion Ltd	-	2,194,500
Madhobdi Yarn Treading.	-	2,550,000
Mahdi Knit Desin	-	1,077,405
Mahmuda Attires Ltd.	-	8,567,564
M.N Dyeing, Printing & Washing Mills Ltd.	14,698,475	-
Marma Composit Ltd	19,984,656	-
Matrix Dresses Ltd.	2,803,045	-
Maxime Expo Apparels Ltd.	3,748,500	-
Matrix Style Ltd.	4,696,911	-
Meghna Knit Composite Ltd.	2,006,265	-
Moral Fashion Ltd	10,206,683	-
Manami Fashion Ltd.	-	19,847,265
Master Textile Ltd	-	1,477,495
M & M Fabric	-	97,300
Motaleb Monowara Composite (Pvt) Ltd	-	283,602
Mother Apparels Ltd	-	7,055,184
Mukul Knitwear Ltd.	-	1,008,031
Naz Bangladesh Ltd	3,335,447	11,293,685
Nexus Fashion Ltd.	2,832,200	-
Next Composite Ltd.	1,272,540	-
Network Clothing Ltd.	4,012,145	16,397,415
New Reusil Apparels	-	183,840
New Siraj Hosiery	5,440,129	19,513
Next Export Zone Ltd	25,624,950	103,014
Nice Denim Mills Ltd.	4,657,396	-
Nice Denim(Local)	-	217,250
Norp Knit Industries Ltd.	2,842,290	4,700,080
Nannu Apparels Ltd.	2,103,936	-
Northern Corporation Limited	-	1,002,800
Northern Fashion Ltd	4,195,025	4,074,124
Nrg Knit Composite	-	1,800,000
N.R.R Fashion Ltd.	7,923,535	8,653,039
N. S Knitting & Fabrics	-	1,044,220
Osman Garments Ltd	-	3,984,694
Pacific Export Ltd	3,328,105	-
Pacific Cotton Ltd.	2,595,490	9,549,289
Pentagon Knit Com Ltd	4,288,119	-
Pakiza Knit Composite Ltd.	1,208,072	2,336,583
Paragon Fashion	-	1,584,660
Platinum Fashions Wear Ltd.	-	663,000
Pole Star Fashion Design Ltd.	17,950,771	-





Annexure - 03

Party Name	Amount in Taka	
	30.06.2025	30.06.2024
Paramount Textile Ltd.	11,009,540	-
Plummy Fashions Ltd.	-	3,343,030
Purbani Fabrics Ltd	1,410,651	-
Prominent Apparels Ltd.	-	45,539
Purbasha Composit Textile	4,776,288	5,624,899
Radiance Knitwears Ltd.	-	1,580,500
Rahmat Fashion Wear Ltd.	4,730,353	-
Ratool Apparels Ltd.	-	18,747,782
Ratul Fabrics Ltd.	3,850,825	649,913
R.A.Z Apparels	-	3,179,608
Reaz Knitwear Ltd.	3,794,090	9,136,356
Reedisha Knitex Limited.	7,395,850	-
Rizvi Fashion Ltd.	1,460,785	26,221,390
Rose Intimates Ltd.	-	2,897,765
Rs Syndicate (Local)	-	4,650,000
Sayam Knit Fabrics	14,057,918	-
Sensible Fashion (Pvt.) Ltd.	7,656,768	-
Sparkle Knit Composit	15,127,168	-
Saiham Knit Composite Ltd.	108,635,792	-
Surma Garments Ltd.	14,672,512	-
Sadia Textile Mills Ltd.	6,197,520	-
Shad Fashion Ltd.	10,975,622	-
Shamser Knit Fashions Ltd.	30,507,998	-
Silken Sewing Ltd.	1,509,531	17,828,006
Saad Saan Texlite Mills Ltd	592,900	-
Sam Ree Dyeing (BD) Ltd	3,069,863	-
Sara Fashion Ltd	-	1,000,325
Sasftex Ltd	-	9,358,659
Supreme Stitch Ltd.	16,191,263	-
S.B.Designs Ltd.	2,319,905	1,342,880
Sb Knittex Ltd.	-	1,714,650
Oriental Fashion Ltd	20,990,453	-
One Composite Mills Ltd.	51,799,661	-
Seacotex Fabrics Ltd.	2,273,373	29,493,329
Self Fashions Ltd.	-	929,880
Shishir Knitting & Dyeing Ltd.	-	3,879,900
Islam Knit Design Ltd.	3,123,301	-
Silver Composite Textile Mills Ltd.(Unit-3)	21,355,938	-
Siraj Apparels Pvt. Ltd.	-	798,000
Skylark Knit Composite Ltd	-	10,335,505
Sm Sourching(Export)	-	24,511,375
Sweet Design Pvt Ltd	-	4,681,485
Talha Fabrics Limited	928,200	-





Annexure - 03

Party Name	Amount in Taka	
	30.06.2025	30.06.2024
Taj Knitting Ind. Ltd.	-	135,727
Teen Age Modern Fashion Ltd.	4,505,431	8,736,524
Tex Town Ltd.	14,831,916	-
Texeurop (Bd) Ltd.	15,015,193	2,158,200
Tokio Mode Ltd	-	6,336,988
Tosrifa Industries Limited.	2,845,920	-
Tosa Creations Ltd.	-	1,385,390
Uni Gears Ltd.	-	33,857,286
Union Fashion	-	619,360
United Apparels	-	388,450
Versatile Textiles Ltd.	-	4,103,959
Yasin Knittex Industries Ltd.	5,649,712	1,415,638
Zalo Knitting Ltd.	1,223,152	-
Zihan Garments Industry Ltd.	2,172,047	-
Wega Knittex Ltd	1,435,647	
Grand Total	1,395,706,115	1,251,413,563

**TAMIJUDDIN TEXTILE MILLS PLC****Schedule of Advance Supplier**

As at June 30, 2025

Annexure - 04

Party Name	Amount in Taka	
	30.06.2025	30.06.2024
Apparels And Cotton Club Bd (Viyellatex Spinning)	2,263,450	-
CU Certification Ltd	10,980	-
Faysal Hasan Arif & Associates	220,000	-
Jobaida Karim Jute Mills Ltd	7,000	-
Modern Syntex Ltd	2,246,922	-
Vai Vai General Store	20,000	-
Management Consulting Solution	37,500	37,500
Kamal Motors	63,000	312,600
Maliha Poly Tex Fiber Industries Ltd	2,019,906	3,608,746
MJL Bangladesh Limited	-	811,147
Nortex Textile Mills Ltd	-	116,381
Altersense Limited	1,700,107	
	8,588,865	4,886,374



TAMIJUDDIN TEXTILE MILLS PLC

Schedule of Security Deposit

As at June 30, 2025

Annexure - 05

Particulars	Amount in Taka	
	30.06.2025	30.06.2024
Titas Gas T & D Company Ltd	23,754,030	23,754,030
Gajipur Palli Bidduyt Samiti	112,500	112,500
Alpine Fresh Water System	7,000	7,000
Dutch Bangla Bank PLC (FDR)	3,999,106	3,897,765
Dutch Bangla Bank PLC (FDR)	468,341	460,693
Dutch Bangla Bank PLC (FDR)	1,625,661	1,579,960
Total	29,966,639	29,811,947

TAMIJUDDIN TEXTILE MILLS PLC

Sundry Advance Schedule

As at June 30, 2025

Annexure - 06

Particulars	Amount in Taka	
	30.06.2025	30.06.2024
Samrat Garments Ltd	989,929	1,389,925
Hazrot Ali, Jaida & Abdul Bari & Gang	-	152,800,000
Total	989,929	154,189,925

TAMIJUDDIN TEXTILE MILLS PLC
Schedule of Trade and Other Payables (Goods & Others)
As at June 30, 2025

Annexure - 07

Party Name	Amount in Taka	
	30.06.2025	30.06.2024
Haji Edu Mia Transport	419,200	150,000
Hb Textile	-	73,593
Ashirbad Syndicate	4,931,465	2,637,525
China Texmatech Co. Ltd	-	70,140
Intercloud Limited	31,500	21,000
Jessore Trading Agency	576,960	861,606
Dhaka Logistic	2,032,000	200,500
Sarker Trading Corporation	596,329	1,089,000
Chandpur Engineering & Plastic Rubber Work	59,700	130,800
AB Enterprise	27,769,875	7,900,000
Euro Engineering Service	24,188	64,188
Far East International	122,583	522,683
Prism Enterprise	184,750	15,000
Suktara Enterprise	286,808	286,807
New Mitali Trade & Transport	-	957,600
Rizwan Transport Agency	-	344,200
Mitu Enterprise	406,362	753,753
Tarik Entereprise	-	794,500
T Corporation	610,950	333,750
Sail International	201,000	146,500
Quality Shipping Agency Ltd	981,400	937,500
Texcone Engineering		20,000
United Machinery Bangladesh	-	32,500
Mamun Automobiles	33,000	28,000
New Asialtd	34,400	34,400
T & T Air Technology	142,000	71,000
Bangladesh Textile Mills Association	-	14,700
Bangla Trac Ltd	52,953.68	-
Clarke Energy Bangladesh	478,556.49	-
Deltasoft	232,000.00	-
Nits Service (Pvt) Ltd	27,000.00	-
	40,234,980	18,491,246



TAMIJUDDIN TEXTILE MILLS PLC

Schedule of Security Deposit

As at June 30, 2025

Annexure - 08

Particulars	Amount in Taka	
	30.06.2025	30.06.2024
Sonali Bank Ltd (FDR)	25,279,793	24,140,337
Sonali Bank Ltd (FDR)	16,923,134	15,914,600
IPDC Leasing (FDR)	31,179,932	29,050,216
First Security Islami Bank (FDR)	20,111,086	20,131,086
EXIM Bank Ltd (FDR)	1,913,385	1,787,231
Total	95,407,330	91,023,470



TAMIJUDDIN TEXTILE MILLS PLC

Property, plant and equipment (Tax base)

As at 30 June 2025

Annexure-09

Particulars	Cost		Rate (%)	Depreciation			Written Down Value as on 30.06.25
	Balance as on 01.07.24	Addition		Balance as on 30.06.25	Assement year 23-24	Addition	
Land & Land Development	11,295,659		0%	11,295,659	-	-	11,295,659
Building & Other Construction	128,039,473	826,849	10%	128,866,322	-	12,886,632	115,979,689
Plant & Machinery (New)	851,096,739		10%	851,096,739	-	85,109,674	765,987,065
Furniture & Fixture	1,048,045		10%	1,048,045	-	104,804	943,240
Vehicles	13,194,039		10%	13,194,039	-	1,319,404	11,874,635
Sundry Assets	6,598,337		10%	6,598,337	-	659,834	5,938,503
Office Equipment	3,090,668	673,119	10%	3,763,787	-	376,379	3,387,408
Electrical Equipment	3,982,717		10%	3,982,717	-	398,272	3,584,446
Electrical Installation	4,828,498	59,297	10%	4,887,795	-	488,780	4,399,016
Gas Generator	73,679,728		10%	73,679,728	-	7,367,973	66,311,755
Deep Tubewell	178,458		10%	178,458	-	17,846	160,612
Store Equipment	266,897		10%	266,897	-	26,690	240,207
Head office Decoration	1,770,956	18,000	10%	1,788,956	-	178,896	1,610,061
Software (Accounts)	640,000	-	20%	640,000	-	128,000	512,000
Water Treatment Plant	3,721,645		10%	3,721,645	-	372,165	3,349,481
Balance as at 30 June 2025	1,103,431,859	1,577,265		1,105,009,124	-	109,435,346	995,573,777



Tamiljuddin Textile Mills PLC.



Anabil Tower, 14th & 15th Floor, Plot: 03, Block # NW (J),
Kemal Ataturk Avenue, Gulshan-02, Dhaka-1212.



Anabil Tower, 14th & 15th Floor, Plot: 03, Block # NW (J),
Kemal Ataturk Avenue, Gulshan-02, Dhaka-1212.



Tamijuddin Textile Mills PLC.

Anabil Tower 14th & 15th Floor, Plot # 03, Block # NW(J)

Kemal Ataturk Avenue, Gulshan-1212