

Annual Report

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ঢাকা ইন্স্যুরেন্স লিমিটেড  
**DHAKA INSURANCE LIMITED**

THE TRUSTED HOUSE OF INSURANCE



# Annual Report 2014



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**DHAKA INSURANCE LIMITED**

**THE TRUSTED HOUSE OF INSURANCE**

**Head Office:**

Amin Court (8th Floor), 31, Bir Uttam Shahid Ashfaqus Samad Road (Old 62-63, Motijheel C/A), Dhaka-1000  
Phone : 9571482-4, 9569947, 9552742 (PABX), Direct : 9557175, 9586715, Fax : 880-2-9554950, 9563104  
E-mail: [contact@dhakainsurancebd.com](mailto:contact@dhakainsurancebd.com), [dill.ho@hotmail.com](mailto:dill.ho@hotmail.com), Web: [www.dhakainsurancebd.com](http://www.dhakainsurancebd.com)



## Letter of Transmittal

All Shareholders,  
Bangladesh Securities and Exchange Commission,  
Insurance Development and Regulatory Authority,  
Registrar of Joint Stock Companies & Firms,  
Dhaka Stock Exchange Limited and  
Chittagong Stock Exchange Limited

### Annual report for the year ended December 31, 2014

Dear Sir (s),

Enclosed please find a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial Position as at December 31, 2014 and Statement of Comprehensive Income, Statement of Cash Flows for the year ended December 31, 2014 along with notes thereon of Dhaka Insurance Limited for kind information and record.

Best regards,

Yours sincerely,

(Sushanta Kumar Paul, ACS)  
Company Secretary

## Table of Contents

|     |                                                                               |    |
|-----|-------------------------------------------------------------------------------|----|
| 1.  | Profile of the Company                                                        | 02 |
| 2.  | Board of Directors                                                            | 03 |
| 3.  | Executives of the Company                                                     | 04 |
| 4.  | Our Branches                                                                  | 05 |
| 5.  | Credit Rating Report                                                          | 06 |
| 6.  | Financial Highlights                                                          | 07 |
| 7.  | Photograph                                                                    | 08 |
| 8.  | Graphical Presentation                                                        | 11 |
| 9.  | Notice of the 15th AGM                                                        | 12 |
| 10. | Message from the Chairman                                                     | 13 |
| 11. | From the desk of Chief Executive Officer                                      | 14 |
| 12. | Directors' Report                                                             | 15 |
| 13. | Directors' Certificate                                                        | 19 |
| 14. | Certificate on Compliance of Corporate Governance                             | 20 |
| 15. | Quarterly Analysis of Comprehensive Income-2014                               | 28 |
| 16. | Auditors' Report                                                              | 30 |
| 17. | Financial Position (Balance Sheet)                                            | 32 |
| 18. | Statement of Comprehensive Income (Profit and Loss and Appropriation Account) | 34 |
| 19. | Consolidated Revenue Account                                                  | 36 |
| 20. | Fire Insurance Revenue Account                                                | 38 |
| 21. | Marine Insurance Revenue Account                                              | 40 |
| 22. | Misc. Insurance Revenue Account                                               | 42 |
| 23. | Statement of Changes In Equity                                                | 44 |
| 24. | Cash Flow Statement                                                           | 45 |
| 25. | Notes to the Accounts                                                         | 46 |
| 26. | Classified Summary of Assets (Form AA)                                        | 61 |
| 27. | Schedule of Fixed Assets                                                      | 62 |
| 28. | Schedule of Management Expenses                                               | 64 |
| 29. | Proxy Form and Attendance Slip                                                | 65 |



## Profile of the Company

### **Date of Incorporation**

4th January, 2000

### **Date of Commencement of Business**

4th January, 2000

### **Date of Registration to Carry on General Insurance Business**

2nd February, 2000

### **Authorized Capital**

Tk. 120,00,00,000

### **Paid-up Capital**

Tk. 37,50,00,000

### **Date of Public Issue**

December, 2009

### **Date of Listing**

Dhaka Stock Exchange Ltd. : 15 February, 2010

Chittagong Stock Exchange Ltd. : 16 February, 2010

### **Registered Office**

115/7-A, Distillery Road,  
Gandaria, Dhaka.

### **Head Office:**

Amin Court (8th Floor), 31, Bir Uttam Shahid Ashfaqueus Samad Road  
(Old 62-63, Motijheel C/A), Dhaka-1000, Bangladesh  
Tel: 9571482- 4, 9569947, 9552742 (PABX), Direct: 9557175, 9586715  
Fax: 880-2-9554950, 9563104, E-mail: [contact@dhakainsurancebd.com](mailto:contact@dhakainsurancebd.com)  
[dil.ho@hotmail.com](mailto:dil.ho@hotmail.com), Web: [www.dhakainsurancebd.com](http://www.dhakainsurancebd.com)

### **Auditors**

MABS & J Partners  
Chartered Accountants



## Board of Directors

### Chairman

Hamida Rahman

### Vice-Chairman

Shampa Rahman

### Directors

Mohammad Masum  
A.K.M. Kamruzzaman  
Biswajit Saha  
M.Mofizul Islam  
Md. Rayhan Uddin  
Prodip Karan

### Independent Directors

Sushil Kumar Basak FCA  
Golam Sarwar

### Chief Executive Officer

A.Q.M Wazed Ali

### Adviser

A.S.M. Abdul Halim



## Executives of the Company

### Chief Executive Officer

A.Q.M. Wazed Ali

### Deputy Managing Director (F & A)

Md. Abul Hashim

### Deputy Managing Director (Dev)

Syed Farid Uddin Masud  
Bayazid Muztaba Siddiqui  
Md. Shahid Ullah

### Assistant Managing Director (Dev)

Md. Rafiqul Islam Talukder  
Sanjib Bhattacharjee

### Senior General Manager

Santi Narayan Das  
Md. Khairul Islam Mollah  
Md. Nazim Uddin  
Khondoker Morshed Newaz

### General Manager

Ahmed Faize Tarique  
Md. Anwar Hossain  
Md. Habibullah Chowdhury  
Md. Muzibur Rahman  
S.M. Khurshidul Amin

### Sr. Deputy General Manager

Shamiur Rahman  
Md. Mostafa  
Abdul Malek Mridha  
Mahmuda Khatoon Bappy

### Deputy General Manager

Md. Shamsul Arfin  
Md. Abdur Rob (Forhad)  
Anwarul Islam  
Mokles Uddin Ahmed  
Abdur Rahman

### Sr. Assistant General Manager

A.T.M. Mostafizur Rahman  
Md. Ruhul Amin  
Md. Rabiul Alam Noushad (Liton)  
Sharif Abir Ahmed  
Md. Golam Rahman

### Assistant General Manager

Md. Golam Kibria  
Md. Sanaullah Siddiqi  
Sheikh Abdul Muhit  
Md. Arif Hossain  
Md. Mesbahul Haque  
Md. Abul Kalam Azad  
Md. Muqbul Hossain  
Md. Shahkhawath Hossain

### Sr. Deputy General Manager & Company Secretary

Sushanta Kumar Paul, ACS

# Our Branches

| Sl. No.                    | Name of the Branch     | Name of the In-charges & Designation                          | Address                                                                                                      | Telephone                                                         |
|----------------------------|------------------------|---------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|
| <b>Dhaka Division</b>      |                        |                                                               |                                                                                                              |                                                                   |
| 01.                        | Local Office           | Mr. Md. Khairul Islam Mollah<br>Sr. General Manager           | Amin Court (6 <sup>th</sup> floor), 62-63,<br>Motijheel C/A, Dhaka-1000.                                     | Off : 9571584<br>PABX: 9571482-4<br>M : 01713335413               |
| 02.                        | Rajuk Avenue Branch    | Mr. Bayazid Muztaba Siddiqui<br>Deputy Managing Director      | 28/1/C, Toyenbee Circular<br>Road, (V.I.P Road), Motijheel<br>Dhaka-1000.                                    | Off : 9561675<br>M : 01711725577<br>01611726677                   |
| 03.                        | Distillery Road Branch | Mr. Md. Nazim Uddin<br>Sr. General Manager                    | 110, Distillery Road, Gandaria,<br>Dhaka.                                                                    | Off : 7448597<br>M : 01819231325                                  |
| 04.                        | Kawran Bazar Branch    | Mr. Md. Rafiqul Islam Talukder<br>Assistant Managing Director | H & Z Complex Ltd. (5 <sup>th</sup> floor)<br>41/1, Kazi Nazrul Islam Avenue,<br>Kawran Bazar, Dhaka.        | Off : 9145386<br>M : 01713335447                                  |
| 05.                        | Gulshan Branch         | Mokles Uddin Ahmed<br>Dy. General Manager (Current<br>Charge) | Sheba House (1 <sup>st</sup> Floor) Plot # 34,<br>Road # 46, North Commercial Area<br>Gulshan -2, Dhaka-1212 | Off : 8819709<br>8819778<br>M : 01713335417                       |
| 06.                        | Jamalpur Branch        | Mr. Musabbir Ahmed<br>Manager                                 | Sokal Bazar, Matrisodon Road,<br>Jamalpur.                                                                   | Off : 98162850<br>M : 01713335485                                 |
| 07.                        | Narayanganj Branch     | Mr. Mrinal Kanti Dutta<br>Asstt. Manager                      | 26-29, S.M. Maleh Road, Tan<br>Bazar, Narayanganj.                                                           | Off : 7645209<br>M : 01819285897                                  |
| 08.                        | Faridpur Branch        |                                                               | Jakaria Mansion, (3 <sup>rd</sup> Floor.) 85/2<br>Mujib Road, Faridpur                                       | Off : 063164402                                                   |
| <b>Chittagong Division</b> |                        |                                                               |                                                                                                              |                                                                   |
| 09.                        | Agrabad Branch         | Mr. Syed Farid Uddin Masud<br>Dy. Managing Director           | Delower Bhaban (3 <sup>rd</sup> floor)<br>104, Agrabad C/A, Chittagong.                                      | Off : 031715570<br>031715013<br>FAX: 031715570<br>M : 01713109190 |
| 10.                        | Laldighi Branch        | Sanjib Bhattacharjee<br>Assistant Managing Director           | Gazi Tower (3 <sup>rd</sup> Floor),<br>47 Shah Amanat Road, Laldighi<br>East, Kotowali, Chittagong           | Fax : 0312850800<br>M : 01919110777                               |
| 11.                        | Comilla Branch         | Mr. Md. Mostafa<br>Sr. Dy. General Manager                    | Surovi Mansion (2 <sup>nd</sup> floor), Nazrul<br>Islam Sarak, Kandirpar, Comilla.                           | Off : 08163736<br>M : 01711232334                                 |
| <b>Khulna Division</b>     |                        |                                                               |                                                                                                              |                                                                   |
| 12.                        | Khulna Branch          | Mr. Khondoker Morshed Newaz<br>Sr. General Manager            | 87, Khan -A- Sabur Road,<br>Khulna.                                                                          | Off : 041733834<br>M : 01711841250                                |
| 13.                        | Jessore Branch         | Mr. Ahmed Faize Tarique<br>General Manager                    | 41, M. K. Road, Jessore                                                                                      | Off : 0421-61334<br>M : 01713335480                               |
| 14.                        | Barisal Branch         | Mr. Abdul Malek Mridha<br>Sr. Dy. General Manager             | 102/103, Bir Shrestho Captain<br>Mohiuddin Jahangir Sarak, Sador<br>Road, Barisal.                           | Off : 04312176840<br>M : 01776111114<br>01556509946               |
| <b>Rajshahi Division</b>   |                        |                                                               |                                                                                                              |                                                                   |
| 15.                        | Bogra Branch           | A.M. Shamsuddoha<br>Manager (Current Charge)                  | Rangpur Road, Kalitola, Dutta Bari<br>(2 <sup>nd</sup> Floor) Bogra.                                         | Off : 05169680<br>FAX: 05169580<br>M : 01911065023                |
| 16.                        | Pabna Branch           | Md. Abul Kalam Azad<br>Asstt. General Manager                 | Haque Super Market (3 <sup>rd</sup> floor)<br>Abdul Hamid Road, Pabna                                        | Off : 073165953<br>M : 01729802369                                |
| 17.                        | Chapainawabgonj Br.    | Md. Mesbahul Haque<br>Asstt. General Manager                  | Sha Neyamatullah College Market<br>(1 <sup>st</sup> floor) Block, #1<br>Chapainawabgonj                      | Off : 078151704<br>M : 01716695119<br>01556312685                 |
| 18.                        | Dinajpur Branch        | Md. Rabiul Alam Noushad (Liton)<br>Sr. Asstt. General Manager | Munshipara, Municipality Market<br>(1 <sup>st</sup> floor), No.7, Dinajpur Sador<br>Dinajpur.                | M : 01712290102                                                   |

# Credit Rating Report

on  
**Dhaka Insurance Limited**

|                                    | Claim Paying Ability            |
|------------------------------------|---------------------------------|
| CPA Rating                         | A                               |
| Outlook                            | Stable                          |
| Date of Rating: September 16, 2014 | Valid up to: September 15, 2015 |

CRISL has assigned the Claim Paying Ability (CPA) rating of Dhaka Insurance Limited (DIL) to 'A' (pronounced as single A) based on the financials up to December 31, 2013 and other relevant qualitative and quantitative information up-to the date of rating. The above rating reflects DIL's good underwriting performance, average solvency and sound liquidity, good fixed asset investment, experienced management team etc.

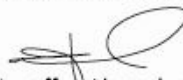
DIL sources significant business from renowned group of companies. The company continues to deliver improved services taking due care of the compliance requirements with good underwriting and financial performance. Based on the financial statement of 2013, its gross premium rose to Tk.281.57 million in 2013 from Tk.247.84 million while underwriting profit also moved upward to Tk.82.11 million from Tk.69.01 million during the above periods respectively. With the same token, gross profit margin and net profit margin have been found to be good and moved upward to 73.25% and 37.48% in 2013 from 71.48% and 36.02% in 2012 respectively. However, due to substantial decline of capital market income for share market debacle, Profit after Tax (PAT) moved downward to Tk.83.88 million from Tk.106.59 million during the above periods respectively. CRISL views DIL's investment strategy is diversified having around 80% of its funds remaining in cash and deployed in fixed deposits as well as in fixed assets while rest 20% in capital market.

The capital base of the company stood at Tk.375.00 million, a bit below from regulatory minimum level of Tk.400.00 million. The company has significant investment in fixed asset of Tk.318.66 million on 37.50 decimal land at Purana Paltan Line and Wari, Dhaka. Moreover, DIL is constructing 17 storied tower for its corporate office at Purana Paltan Line, Dhaka and has already invested Tk.61.04 million in 2013 which has enhanced its overall solvency and investment quality.

On the other hand, DIL faces challenges from low business income and market share, decline some profitability indicators, low Internal Capital Generation Ratio (ICGR), underwriting loss in miscellaneous segment due to high management expense; however, reduction of above expense will enhance its overall performance. CRISL expects the company to continue to adopt a prudent underwriting approach, improve business and underwriting performance in miscellaneous segment.

CPA rated in this category is adjudged to offer high claim paying ability. Protection factors are good and there is an expectation of variability in risk over time due to economic and/or underwriting conditions.

CRISL also views the company with "Stable Outlook" from the industry viewpoint for overall Industry growth and policy and regulations implicated by regulatory authority as well as new Insurance Act. CRISL believes that the company will be able to maintain its fundamentals in foreseeable future.

  
Muzaffar Ahmed, FCOM, FCS  
President and CEO  
Credit Rating Information and Services Ltd.

**Dhaka Insurance Limited**



## Financial Highlights

Five years Key Operating and Financial Data of the Company

Taka in Million  
Except Sl. No. 10-13

| Sl. No. | Particulars                      | 2014                         | 2013          | 2012          | 2011           | 2010            |
|---------|----------------------------------|------------------------------|---------------|---------------|----------------|-----------------|
| 01      | Gross Premium Income             | 284.11                       | 281.56        | 247.84        | 200.40         | 155.62          |
| 02      | Income from Investment           | 72.55                        | 84.78         | 105.82        | 143.20         | 191.74          |
| 03      | Net Claim Paid                   | 6.48                         | 9.55          | 2.24          | 4.71           | 16.72           |
| 04      | Net Profit Before Tax            | 144.51                       | 158.48        | 167.49        | 168.98         | 191.28          |
| 05      | Paid-up Capital                  | 375.00                       | 375.00        | 375.00        | 300.00         | 150.00          |
| 06      | Shareholders Equity              | 670.90                       | 684.84        | 675.96        | 569.37         | 439.90          |
| 07      | Total Reserve Fund               | 183.54                       | 163.27        | 143.75        | 126.70         | 113.57          |
| 08      | Total Investment                 | 1,131.52                     | 1,104.28      | 1,014.69      | 827.73         | 532.14          |
| 09      | Total Assets                     | 1,425.57                     | 1,343.79      | 1,216.03      | 973.56         | 768.68          |
| 10      | Rate of Dividend                 | 8% (Cash)<br>&<br>7% (Stock) | 20%<br>(Cash) | 20%<br>(Cash) | 25%<br>(Stock) | 100%<br>(Stock) |
| 11      | Face Value Per Share             | 10.00                        | 10.00         | 10.00         | 10.00          | 100.00          |
| 12      | Earning Per Share (EPS)          | 1.84                         | 2.24          | 2.84          | 4.32           | 109.52          |
| 13      | Net Assets Value (NAV) Per Share | 17.89                        | 18.26         | 18.02         | 18.98          | 293.26          |

## Photographs



কোম্পানীর ১৪তম বার্ষিক সাধারণ সভায় উপস্থিত পরিচালকমণ্ডলী।

কোম্পানীর ১৪তম বার্ষিক সাধারণসভায় শেয়ারহোল্ডারবৃন্দের উপস্থিতি পত্র গ্রহণ করছেন কোম্পানীর কর্মকর্তাবৃন্দ।



কোম্পানীর ১৪তম বার্ষিক সাধারণ সভায় উপস্থিত শেয়ারহোল্ডারবৃন্দের একাংশ।

## Photographs



বার্ষিক ব্রাঞ্চ কনফারেন্স-২০১৪ এ উপস্থিত কোম্পানীর মুখ্য নির্বাহী কর্মকর্তা, উপ-ব্যবস্থাপনা পরিচালক, সিনিয়র জেনারেল ম্যানেজার, কোম্পানী সচিব, শাখা প্রধানবৃন্দ এবং প্রধান কার্যালয়ের অন্যান্য উর্ধ্বতন কর্মকর্তাবৃন্দ।

মানি লভারিং এবং সজ্ঞাসে অর্থায়ন প্রতিরোধ বিষয়ক প্রশিক্ষণ কর্মশালা এ উপস্থিত কোম্পানীর মুখ্য নির্বাহী কর্মকর্তা, উপ-ব্যবস্থাপনা পরিচালক, সিনিয়র জেনারেল ম্যানেজার, শাখা প্রধানবৃন্দ, আমন্ত্রিত অতিথিবৃন্দ এবং প্রধান কার্যালয়ের অন্যান্য উর্ধ্বতন কর্মকর্তাবৃন্দ।



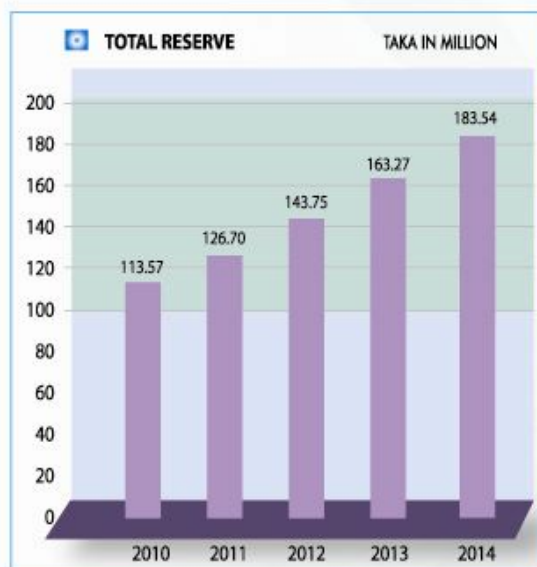
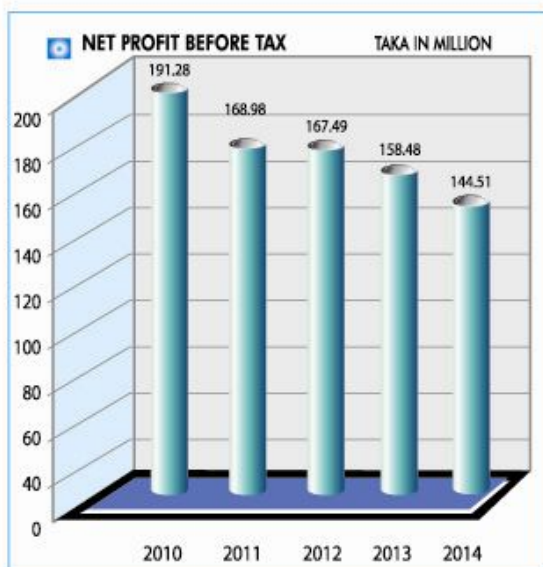
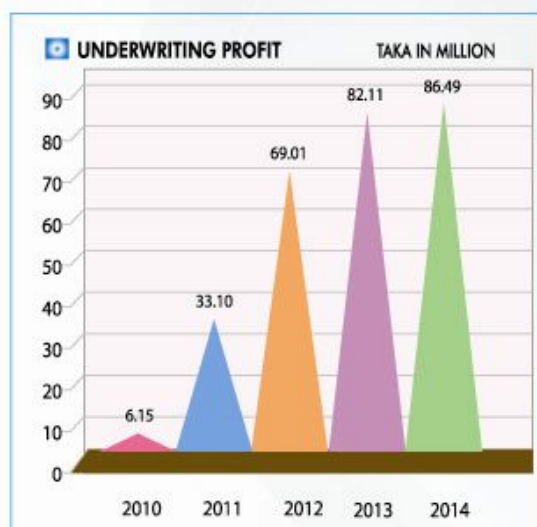
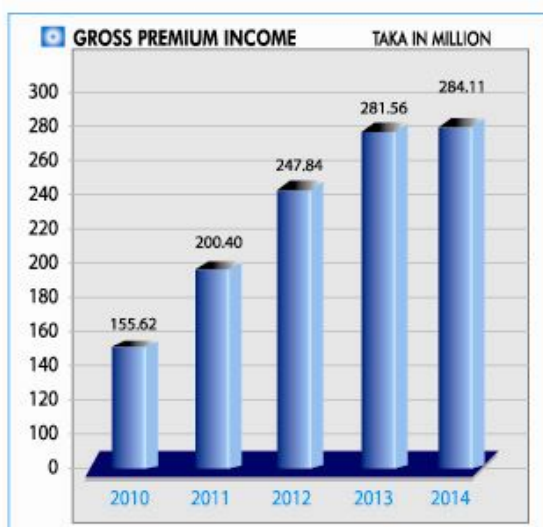
ঢাকা ইস্যুরেন্স লিমিটেড এর মুখ্য নির্বাহী কর্মকর্তা এ. কিউ. এম ওয়াজেদ আলী মটর বীমা দাবীর চেক হস্তান্তর করছেন। ছবিতে কোম্পানীর কর্মকর্তাদের দেখা যাচ্ছে।

## Photographs



## Company's Performance at a Glance

### Graphical Presentation



## ঢাকা ইন্স্যুরেন্স লিমিটেড

প্রধান কার্যালয় : আমিন কোর্ট ভবন (৯ম তলা),

৩১, বীর উত্তম শহীদ আশফাকুস সামাদ সড়ক (পুরাতন ৬২-৬৩ মতিঝিল বা/এ), ঢাকা-১০০০।

### ১৫তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এতদ্বারা ঢাকা ইন্স্যুরেন্স লিমিটেড এর সম্মানিত শেয়ারহোল্ডারদের জ্ঞাতার্থে জানানো যাইতেছে যে, কোম্পানীর ১৫তম বার্ষিক সাধারণ সভা আগামী ২৫ শে জুন, ২০১৫ রোজ বৃহস্পতিবার বেলা ১০.৩০ ঘটিকায় মাল্টিপারপাস হল, ইন্সটিটিউশন অব ডিপ্লোমা ইঞ্জিনিয়ার্স বাংলাদেশ, আইডিইবি ভবন, ১৬০/এ, কাকরাইল, ঢাকা-১০০০ নিম্নলিখিত কার্যাবলী সম্পাদনের নিমিত্তে অনুষ্ঠিত হইবে :

#### আলোচ্যসূচী:

- ১। ৩১ শে ডিসেম্বর, ২০১৪ তারিখে সমাপ্ত বৎসরের কার্যক্রমের উপর পরিচালকবৃন্দের প্রতিবেদন, নিরীক্ষকদের প্রতিবেদন ও নিরীক্ষিত হিসাব গ্রহণ ও অনুমোদন।
- ২। পরিচালনা পর্ষদের সুপারিশক্রমে ডিসেম্বর ৩১, ২০১৪ সালে সমাপ্ত বৎসরের জন্য লভ্যাংশ ঘোষণা।
- ৩। কোম্পানীর আর্টিকেলস অব এসোসিয়েশনের ৯৫ ধারা অনুযায়ী গ্রুপ-ক হইতে অবসর গ্রহনকারী পরিচালকগণের স্থলে পরিচালক নির্বাচন/পুনঃ নির্বাচন এবং গ্রুপ-খ ভুক্ত শেয়ার হোল্ডারগন হইতে পরিচালক নির্বাচন/পুনঃ নির্বাচন।
- ৪। নিরপেক্ষ পরিচালক নিয়োগ অনুমোদন।
- ৫। ২০১৫ সালের জন্য নিরীক্ষক নিয়োগ ও তাঁহাদের পারিতোষিক নির্ধারণ।
- ৬। মুখ্য নির্বাহী কর্মকর্তা মহোদয়ের চুক্তিভিত্তিক চাকুরীর মেয়াদ নবায়ন অনুমোদন।

তারিখ : ঢাকা  
০৮ জুন, ২০১৫

পরিচালনা-পর্ষদের আদেশক্রমে

  
(সুশান্ত কুমার পাল, এসিএস)  
কোম্পানী সচিব

#### দ্রষ্টব্য :

- ১। সদস্যবহি/ডিপজিটরী রেজিস্টারে “রেকর্ড ডেট” অর্থাৎ ১৩ মে, ২০১৫ এ যে সব সদস্যের নাম অন্তর্ভুক্ত থাকিবে, তাঁহারা বার্ষিক সাধারণ সভায় যোগদানের ও লভ্যাংশ প্রাপ্তির যোগ্য হইবেন।
- ২। সাধারণ সভায় যোগদান ও ভোটদানের জন্য একজন সদস্য তাঁহার পরিবর্তে সভায় যোগদান ও ভোটদানের জন্য সংঘবিধি অনুযায়ী কোম্পানীর কোন সদস্যকে প্রক্সি নিয়োগ দিতে পারিবেন।
- ৩। সঠিকভাবে পূরনকৃত ও ২০ (বিশ) টাকা ডাকমাসুলযুক্ত “প্রক্সি ফরম” কোম্পানীর প্রধান কার্যালয়ে বার্ষিক সাধারণ সভার ন্যূনতম ৪৮ ঘণ্টা পূর্বে জমা দিতে হইবে।
- ৪। বার্ষিক সাধারণ সভায় যোগদানের জন্য সদস্যগন/প্রক্সিগনকে বার্ষিক প্রতিবেদনের সঙ্গে প্রেরিত “উপস্থিতি পত্র” (Attendance Slip) সঠিকভাবে পূরন করিয়া সাথে আনিতে হইবে।
- ৫। কেবলমাত্র শেয়ারহোল্ডার অথবা তাঁহার প্রক্সির জন্য সাধারণ সভায় প্রবেশাধিকার সংরক্ষিত থাকিবে। কোন অতিথি বা শিশু সভাস্থলে প্রবেশ করিতে পারিবেন না।
- ৬। বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের সার্কুলার নং-SEC/CMRRCD/2009-193/154 dated 24.10.2013 অনুযায়ী বার্ষিক সাধারণ সভাস্থলে কোন প্রকার উপহার অথবা খাবারের ব্যবস্থা থাকিবে না।

## MESSAGE FROM THE CHAIRMAN



Dear Shareholders, Colleagues, Ladies & Gentlemen,

Assalamualaikum,

It gives me great pleasure and an honor for me to welcome you all to the 15th Annual General Meeting of Dhaka Insurance Limited. On behalf of the Board of Directors of the Dhaka Insurance, I would like to extend my good wishes to all of you who are present today and also to all the distinguished shareholders of our Company not able to attend to the AGM.

Global economic activity strengthened during the 2nd half of 2013 is expected to improve. Global growth is now projected to be slightly higher in 2014, at around 3.7% rising to 3.9% in 2015. But downward revisions to growth forecasts in some economies highlight continued fragilities and downside risks remain. The global growth projection for the coming year was set at 3.8 percent.

The economy of Bangladesh has continued to show improving after few months of the national elections held in January 2014. Private sector credit growth started to turn in June 2014. Projected GDP growth for fiscal year 2014 may be within the range of 6.0-6.5 percent.

The growth of the Insurance sector is expanding but truly says not in satisfactory level. At the end of 2014 the Company was able to boost up the underwriting profit registering 5.35% growth. Total assets of the company are also increasing which supported by the construction of 14 storied commercial building located at Paltan, Dhaka.

On behalf of members of the entire Dhaka Insurance family, I would like to express heartfelt thanks and gratitude to our shareholders and well wishers for their unfailing faith and trust in us. Your support and direction and trust of our valued clients have been the prime driving force behind the company in times of political, business and economic challenges throughout its 15 years journey.

I would also like to express my deep gratitude to our respected Shareholders and the Regulators specially IDRA and BSEC for their trust & confidence in us. I am grateful to my fellow members of the Board of Directors for their guidance and support. My sincere thanks go to all the employees of Dhaka Insurance led by the Chief Executive Officer and all other officials for their hard work and commitment.

Thanking you all with wishes of prosperous and healthy life.

*Hamida Rahman*

(Hamida Rahman)

Chairman

## FROM THE DESK OF CHIEF EXECUTIVE OFFICER



Bismillahir Rahmanir Rahim.

Assalamualaikum.

Honorable shareholders,

I do feel pleasure being able to come before you with a roundup what we could achieved during the year 2014. It is my great privilege in bidding you warm wishes and welcome on my personal behalf and also on behalf of by beloved colleagues in the management of the 15th Annual General Meeting (AGM) of Dhaka Insurance Limited. I congratulate our honourable shareholders, valued clients, patrons, well-wishers for their support.

As the CEO, I would like to report that despite many odds and obstructive situation in the country, Company's business has succeeded in attaining progressive growth rate over the year. In 2014 company's underwriting profit is Tk. 86.49 million with an increased growth rate of 5.35%

Global growth forecasts as easing of austerity policies in advanced economies supports their recovery, boosting prospects for developing markets exports. According to Bangladesh Bank, Bangladesh economy achieved GDP growth of 6.0 percent in financial Year 2013, Substantial remittance inflows and export activities helped to achieve this solid economic growth rate. Inflation decreased to 6.8 percent. Other than European Union and US, export diversification to the newly discovered markets improved earnings from exports to record a satisfactory growth of 10.7 percent in Financial Year 2013 as against 6.2 percent in 2012. The growth of imports decreased from 2.4 percent in 2012 to 0.8 percent in 2013 due mainly to major reduction in imports of food grain, some consumer goods and capital machinery.

Dhaka Insurance always gives priority to comply the national policy and regulatory guidelines. As a market is highly competitive, we render vigorous initiatives to build-up reputation to our potential clients by providing excellent service to them in case of business solution and prompt settlement of claim. Our strategy is to support our shareholders by offering highest possible benefit.

You will be happy to know that the construction of our 14 storied office building located at 71 Purana Paltan Lane, Dhaka is progressing rapidly. Meantime the conduction work up to roof level of 14 floor has already been completed.

I believe that employees are the key of our success. The quality of their work forms the basis for performance and client trust. We continuously invest in training and development for our staff. We consider the diversity of our employees to be a competitive advantage considered diversity is an important source of creativity and innovation.

I would like to convey my sincere thanks and gratitude to the Chairman and the members of the Board of Directors of Dhaka Insurance Limited for their support, guidance and co-operation. My best regards & thanks to the authority of IDRA, BSEC, SBC and all schedule Banks and financial organizations. Thanks are truly due to all our valued clients who kept their faith and trust on us. Finally I extend my heartfelt thanks to the members of the management team and all level of employees of Dhaka Insurance Limited for their co-operation and dedication, without them Dhaka Insurance Limited would not have been in its present position.

With regards.

Allah Hafez

A Q M Wazed Ali.

Chief Executive Officer

## পরিচালকমন্ডলীর প্রতিবেদন

বিসমিল্লাহির রাহমানির রাহিম।

সম্মানিত শেয়ারহোল্ডারবৃন্দ, আসসালামু আলাইকুম।

ঢাকা ইন্স্যুরেন্স লিমিটেডের পরিচালকমন্ডলীর পক্ষ থেকে কোম্পানীর ১৫তম বার্ষিক সাধারণ সভায় আপনাদের সানন্দচিত্তে স্বাগত জানিয়ে ৩১শে ডিসেম্বর, ২০১৪ সমাপ্ত বছরের জন্য পরিচালকমন্ডলীর প্রতিবেদন এবং নিরীক্ষিত আর্থিক বিবরণী উপস্থাপন করছি।

**বিশ্ব অর্থনীতি পর্যালোচনা ও ২০১৫ সালের সম্ভাবনা :**

২০১৪ সালে বিশ্ব অর্থনীতির প্রবৃদ্ধির হার ছিল ২.৬০ শতাংশ। কিছু নতুন চ্যালেঞ্জ যুক্ত হওয়ায় নতুন কিছু ভূরাজনৈতিক টানা পোড়েনের কবলে বিশ্ব অর্থনীতির অপেক্ষাকৃত উচ্চতর প্রবৃদ্ধি বাঁধাশ্রস্ত হয়েছে। বেশীর ভাগ অর্থনীতিই প্রাক বিশ্বমন্দাকালীন অর্থনৈতিক অগ্রগতির চেয়ে শ্লথগতিতে হেঁটেছে। ২০১৫ ও ২০১৬ সালে এ প্রবৃদ্ধির হার সামান্য ত্বরান্বিত হয়ে ৩.১০ শতাংশ ও ৩.২০ শতাংশে দাঁড়াতে পারে।

কিছু বাধা থাকলেও উচ্চ আয়ের দেশসমূহের অর্থনৈতিক পুনরুদ্ধার হচ্ছে যা উন্নয়নশীল বিশ্বের প্রবৃদ্ধির জন্যও সহায়ক হবে। ২০১৪ সালে উন্নয়নশীল দেশে প্রবৃদ্ধির হার ছিল ৪.৮ শতাংশ। ২০১৫ সালে এ হার বৃদ্ধি পেয়ে ৫.৫০ শতাংশ হবে যা প্রাক সংকটকালীন প্রবৃদ্ধির গড়ের সমান। অঞ্চল ভেদে সম্ভাবনার মাত্রার তফাৎ রয়েছে যেমন: পূর্ব এশিয়া ও প্রশান্ত মহাসাগরীয় অঞ্চলে উচ্চ প্রবৃদ্ধি বজায় থাকবে যদিও গণ চীনের ক্ষেত্রে তা নিম্নমুখী।

দক্ষিণ এশিয়াতে গড় প্রবৃদ্ধি ৬.০০ শতাংশের মতই থাকবে যা ২০১৬ সালে বৃদ্ধি পেতে পারে বিশেষতঃ ভারতে অর্থনৈতিক সংস্কার কার্যক্রম চলার কারণে।

এ বছর পণ্য মূল্য সহনশীল থাকবে। জ্বালানি তেলের মূল্যহ্রাস সামষ্টিক অর্থনীতিতে প্রভাব ফেলবে। তেল আমদানি নির্ভর দেশসমূহের মূল্যস্ফীতি, বৈদেশিক মুদ্রার চাহিদা এবং সরকারী বাজেট এর অনুকূল প্রভাব থাকবে।

**২০১৪ সালের বাংলাদেশ অর্থনীতির পর্যালোচনা এবং অর্থনৈতিক সম্ভাবনাঃ**

রাজনৈতিক অনিশ্চয়তা ও অস্থিরতা সত্ত্বেও বাংলাদেশের অর্থনীতি অবিচলিতভাবে ৬ শতাংশ হারে প্রবৃদ্ধি অর্জন করেছে। ২০১৩ সালের রাজনৈতিক অস্থিতিশীলতা এমন একটি সংশয়পূর্ণ পরিবেশ সৃষ্টি করেছে যার ফলশ্রুতিতে নতুন শিল্প গড়ে উঠেছে না। সামষ্টিক অর্থনীতির সূচকগুলোর ইতিবাচক ধারা অব্যাহত থাকায় দেশের অর্থনীতি ২০১৪ সালের শেষ দিকে উদ্দীপ্ত হতে শুরু করেছে।

আমাদের অর্থনীতি ২০১৪ সালে সম্মানজনক ৬.১২ শতাংশ প্রবৃদ্ধি অর্জন করেছে যা ২০১৩ সালে ছিল ৬ শতাংশ মুদ্রাস্ফীতি স্বাভাবিক মাত্রায় থাকায় একটু স্বস্তিদায়ক পরিবেশ বিরাজমান ছিল। ডিসেম্বর ২০১৪ সালে মুদ্রাস্ফীতি ছিল ৬.১১ শতাংশ যেখানে ডিসেম্বর ২০১৩ সালে ছিল ৭.৩৫ শতাংশ। অর্থবছর ২০১৪-১৫ সালের জুলাই - নভেম্বর সময়ে আমদানি বেড়েছে ১১.৩৬ শতাংশ এবং তা মার্কিন ডলার ১৬.২০ বিলিয়নে পৌঁছেছে যা অধিক পরিমাণে জ্বালানী তেল এবং মূলধনী যন্ত্রপাতি আমদানির ফলে হয়েছে। রপ্তানি আয় অর্থবছর ২০১৪ -১৫ সালের মাঝামাঝিতে এসে মার্কিন ডলার ১৪.৯১ বিলিয়ন এ

উপনীত হয়েছে যার প্রবৃদ্ধির হার পূর্বের বছরের একই সময়ের তুলনায় ১.৫৬ শতাংশ। দেশের সার্বিক রেমিটেন্সের প্রবৃদ্ধির হার ২০১৪ সালে ছিল ৭.৯০ শতাংশ এবং সর্বমোট ১৪.৯২ বিলিয়ন মার্কিন ডলার পক্ষান্তরে ২০১৩ সালে ছিল ১৩.৮৩ বিলিয়ন ডলার। কেন্দ্রীয় ব্যাংকের পরিসংখ্যান অনুযায়ী জুলাই আগস্ট ২০১৪-১৫ অর্থবছরে দেশের বাণিজ্যিক ভারসাম্য ছিল ৯৯৯ মিলিয়ন মার্কিন ডলার যা পূর্ববর্তী বছরের একই সময় ছিল ৭৯০ মিলিয়ন মার্কিন ডলার। অন্যদিকে চলতি হিসাবের ব্যালেন্স ছিল ঋণাত্মক ১,২৬১ মিলিয়ন মার্কিন ডলার কিন্তু বিপুল পরিমান আর্থিক খাতের হিসাবের ধনাত্মক ব্যালেন্সের কারণে সার্বিকভাবে ১,২৪৬ মিলিয়ন ডলার উদ্বৃত্ত ছিল। বৈদেশিক মুদ্রার রিজার্ভ ডিসেম্বর ২০১৪ সালে ছিল রেকর্ড পরিমান ২২.৩০ বিলিয়ন মার্কিন ডলার।

#### বীমা শিল্প :

বিশ্বের অন্যান্য দেশের বীমা শিল্পের তুলনায় বাংলাদেশের বীমা শিল্পের সন্তোষজনক অগ্রগতি পরিলক্ষিত হচ্ছে। বাংলাদেশ বীমা শিল্প দেশের অর্থনৈতিক উন্নয়নে একটি গুরুত্বপূর্ণ খাত হিসাবে ভূমিকা রাখছে। বীমা শিল্পের উন্নয়ন ও শৃঙ্খলা ফিরিয়ে আনার লক্ষ্যে আইডিআরএ কর্তৃক গৃহিত পদক্ষেপের ফলে বীমা শিল্পের অস্থিরতা ও অসম প্রতিযোগিতা অনেকাংশে হ্রাস পেয়েছে। দেশে সাধারণ বীমা ব্যবসায় নিয়োজিত বেসরকারী কোম্পানী সমূহের মোট প্রিমিয়াম আয় ২০১২ সালে ছিল টাঃ ১৯৪৫.৬৭ কোটি যা বৃদ্ধি পেয়ে ২০১৩ সালে দাঁড়িয়েছে টাঃ ২১০৩.৮০ কোটি অর্থাৎ বৃদ্ধির পরিমান ৮.১২%, মোট বিনিয়োগের পরিমান ২০১২ সালে ছিল টাঃ ২৫৫১.৩৫ কোটি যা বৃদ্ধি পেয়ে ২০১৩ সালে দাঁড়িয়েছে টাঃ ২৯১১.৯০ কোটি টাকা এবং মোট সম্পদের পরিমান ২০১২ সালে ছিল টাঃ ৪৮৩৪.৭০ কোটি যা বৃদ্ধি পেয়ে ২০১৩ সালে দাঁড়িয়েছে টাঃ ৫৪৮৭.৫০ কোটি টাকা।

#### কোম্পানীর ব্যবসায়িক কার্যক্রম - ২০১৪ :

আলোচ্য বছরে কোম্পানীর পূর্বের ন্যায় ব্যবসায়িক উন্নতির ধারাবাহিকতা রক্ষা করতে সমর্থ হয়েছে। বিভিন্ন প্রতিকূলতা ও সামগ্রিক ব্যবসায়িক কর্মকাণ্ডে বিরূপ প্রভাব থাকা সত্ত্বেও কোম্পানী কর্তৃক গৃহিত পদক্ষেপের ফলে ব্যবসায়িক ফলাফল ছিল সন্তোষজনক। ২০১৪ সালে কোম্পানীর মোট প্রিমিয়াম আয় হয়েছে ২৮.৪১ কোটি টাকা, যা বিগত বছরে ছিল ২৮.১৫ কোটি টাকা, প্রবৃদ্ধির হার ০.৯২%। আলোচ্য বছরে অবলিখন মুনাফা ৮.৬৫ কোটি টাকা যা বিগত বছরে ছিল ৮.২১ কোটি টাকা, প্রবৃদ্ধির হার প্রায় ৫.৩৫%। ২০১৩ সালে রিজার্ভ ফান্ড ছিল ১৬.৩৩ কোটি টাকা যা চলতি বছরে বৃদ্ধি পেয়ে দাঁড়ায় ১৮.৩৫ কোটি টাকা, এ ক্ষেত্রে প্রবৃদ্ধির হার ১২.৩৭%। এছাড়া আলোচ্য বছরে মোট পরিসম্পদের পরিমান দাঁড়ায় ১৪২.৫৬ কোটি যা পূর্ববর্তী বছরে ছিল ১৩৪.৩৮ কোটি টাকা, প্রবৃদ্ধির হার ৬.০৮%।

#### স্থায়ী সম্পদে বিনিয়োগ :

কোম্পানীর দীর্ঘমেয়াদী পরিকল্পনা ও স্থায়ী সম্পদ গড়ার লক্ষ্যে ৭১, পুরানা পল্টন লাইন, কাকরাইল, ঢাকায় নিজস্ব জায়গায় ৩ টি বেইজমেন্টসহ ১৪ তলা বিশিষ্ট বহুতল ভবন নির্মাণের কাজ শুরু হয়েছে, যা ইতিপূর্বে আপনাদের অবগত করা হয়েছে। আপনারা জেনে আনন্দিত হবেন যে, উক্ত স্থায়ী অফিস ভবনের কাজ দ্রুত এগিয়ে চলছে, এরই মধ্যে ভবনের ৩টি বেইজমেন্ট ও ১৪তম তলার ছাদ ঢালাইয়ের কাজ সম্পন্ন করা হয়েছে। একটি আধুনিক বাণিজ্যিক ভবনের সকল সুবিধা সম্বলিত ও ভবনের বাহিরে রাংশে ফেয়ার ফেসের আলোকে নির্মাণ করা হচ্ছে, এতে করে ভবনটি দৃষ্টিনন্দন ও দীর্ঘস্থায়ীত্ব বৃদ্ধি পাবে। আমরা আশা করছি, চলতি বছরের মধ্যে নির্মাণ কাজ শেষ করা যাবে।

### ডিভিডেন্ড :

২৭শে এপ্রিল ২০১৫ তারিখে অনুষ্ঠিত পরিচালকমন্ডলীর সভায় ২০১৪ সালে শেয়ারহোল্ডারদের জন্য ৮% হারে নগদ লভ্যাংশ এবং ৭% হারে স্টক ডিভিডেন্ড (বোনাস শেয়ার) প্রদানের সুপারিশ করা হয়েছে, যা ১৫তম বার্ষিক সাধারণ সভায় সম্মানিত শেয়ার হোল্ডারদের অনুমোদনের জন্য পেশ করা হবে।

পরিচালক মন্ডলীর অবসর গ্রহণ ও পুনর্নির্বাচনঃ

### ক-শ্রেণী ভুক্ত পরিচালক :

কোম্পানী আইন ১৯৯৪ সনের বিধান ও কোম্পানীর আর্টিক্যালস অব এসোসিয়েশন এর ৯৫ ধারা অনুযায়ী ক-শ্রেণী ভুক্ত পরিচালকবৃন্দের এক তৃতীয়াংশ অবসর গ্রহণ করবেন। তদনুযায়ী জনাব এ.কে.এম কামরুজ্জামান উদ্যোক্তা পরিচালক ১৫ তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন এবং তিনি পুনরায় নির্বাচিত হওয়ার যোগ্য বিধায় পুনর্নির্বাচনের আশ্রয় প্রকাশ করেছেন।

### খ-শ্রেণী ভুক্ত পরিচালক নিয়োগ :

খ-শ্রেণীভুক্ত পরিচালক অর্থাৎ সাধারণ শেয়ারহোল্ডারদের মধ্যে থেকে পরিচালক নির্বাচন বিষয়ে বীমা বিধিমালা-১৯৩৮ এর সংশোধিত রুল ১৫ এ এবং ১৫ বি এবং সংশোধিত বিদ্যমান আর্টিকেলস এর ৯৫ বিধি অনুযায়ী এক তৃতীয়াংশ হিসাবে খ-শ্রেণীভুক্ত ৩ জন পরিচালক হতে ০১ জন পরিচালক জনাব এম. মফিজুল ইসলাম অবসর গ্রহণ করবেন। খ-শ্রেণীর পরিচালক নির্বাচনের জন্য গত ২৮ এপ্রিল, ২০১৫ইং তারিখে দৈনিক পত্রিকায় নোটিশ প্রকাশ করা হয়।

খ-শ্রেণী পরিচালক নির্বাচনের জন্য জনাব এম. মফিজুল ইসলাম সহ মোট ০৩ (তিন) জন নমিনেশন পেপার জমা দেন এবং পরবর্তীতে ২ জন তাদের প্রার্থীতা প্রত্যাহার করে নেন। খ-শ্রেণীর পরিচালকদের মধ্যে থেকে জনাব এম. মফিজুল ইসলাম পুনর্নির্বাচন যোগ্য।

### তথ্য প্রযুক্তির উন্নয়ন :

বাংলাদেশে তথ্য প্রযুক্তির ক্ষেত্রে ব্যাপক অগ্রগতি লক্ষ্য করা যাচ্ছে। সরকারের অগ্রাধিকারযোগ্য খাত ও বেসরকারী উদ্যোক্তাদের পৃষ্ঠপোষকতায় ইতিমধ্যে দেশের প্রত্যন্ত অঞ্চলে ইন্টারনেট সুবিধা পৌঁছে গেছে। তথ্যপ্রযুক্তির এ ব্যাপক সুবিধা কাজে লাগানোর জন্য কোম্পানীগুলো নতুন নতুন চিন্তা-ভাবনার আলোকে পরিকল্পনা প্রণয়ন করছে এবং সময়ের চাহিদানুযায়ী গ্রাহকদের সম্ভ্রুষ্টি বিধান সেবার মান বৃদ্ধি করছে। আমাদের কোম্পানী নিজস্ব সার্ভার স্থাপনসহ উন্নত সফটওয়্যার ব্যবহারের মাধ্যমে গ্রাহক সেবার মান বৃদ্ধি করছে। এতে করে প্রধান কার্যালয়ের সাথে শাখাগুলোর সার্বক্ষণিকভাবে নেটওয়ার্কিং যোগাযোগ রক্ষা করা সহজতর হয়েছে ও কাজে গতিশীলতা বৃদ্ধি পেয়েছে।

### কর্পোরেট গভর্নেন্স/ প্রাতিষ্ঠানিক সুশাসনঃ

প্রতিষ্ঠানিক সুশাসন প্রতিষ্ঠায় নিয়ন্ত্রক সংস্থাসমূহ কর্তৃক প্রয়োজনীয় নির্দেশনা পালনে কোম্পানীর পরিচালনা পর্ষদ নিরলস প্রচেষ্টা চালিয়ে যাচ্ছে। বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন কর্তৃক প্রবর্তিত কর্পোরেট গভর্নেন্স গাইডলাইন পরিপূর্ণ ভাবে মেনে চলা হচ্ছে। কোম্পানীর কার্যক্রমে স্বচ্ছতা ও জবাবদিহিতা নিশ্চিত করার লক্ষ্যে পরিচালনা পর্ষদ ইতিমধ্যে কার্যকর পদক্ষেপ গ্রহণ করেছে।

### নিরীক্ষক নিয়োগঃ

কোম্পানীর বর্তমান বহিঃ নিরীক্ষক মেসার্স ম্যাব্‌স এন্ড জে পার্টনার্স, চার্টার্ড একাউন্ট্যান্টস নিরীক্ষকের পদ থেকে ১৫তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন। পুনঃনিয়োগের যোগ্য বিধায় ২০১৫ সনের জন্য নিরীক্ষক হিসাবে নিয়োগের আগ্রহ প্রকাশ করেছেন এবং অডিট ফি পুনঃনির্ধারণের জন্য অনুরোধ জানিয়েছেন।

### কৃতজ্ঞতা স্বীকার :

বিগত বছরে অব্যাহত সহযোগিতা, সমর্থন, মূল্যবান পরামর্শ ও পথ নির্দেশনা প্রদানের জন্য গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের অর্থ মন্ত্রণালয়, বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষ, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লিঃ, চট্টগ্রাম স্টক এক্সচেঞ্জ লিঃ, সাধারণ বীমা কর্পোরেশন, বাংলাদেশ ব্যাংকসহ তফসিলী ব্যাংক ও অর্থলগ্নিকারী প্রতিষ্ঠানসমূহ, রেজিস্টার অব জয়েন্ট স্টক কোম্পানীজ এন্ড ফার্মস, বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন এবং বাংলাদেশ ইন্স্যুরেন্স একাডেমীর নিকট কৃতজ্ঞতা জ্ঞাপনসহ ধন্যবাদ জানাচ্ছি।

সম্মানিত শেয়ারহোল্ডারবৃন্দ, মূল্যবান গ্রাহক, শুভানুধ্যায়ী এবং পৃষ্ঠপোষকদের সহযোগিতা এবং পরিচালনা পর্ষদের প্রতি অবিচল আস্থা রাখার জন্য পরিচালনা পর্ষদের পক্ষ থেকে আমি কৃতজ্ঞতা জ্ঞাপন করছি এবং ভবিষ্যতেও তাদের সহৃদয় সহায়তা কামনা করছি। কোম্পানীর পরিচালনা পর্ষদের সমন্বয়যোগ্য সিদ্ধান্ত, সমর্থন, সহযোগিতা ও মূল্যবান পরামর্শকে আমি শ্রদ্ধার সঙ্গে স্মরণ করছি। পাশাপাশি কোম্পানীর মুখ্য নির্বাহী কর্মকর্তা, নির্বাহীবৃন্দ ও অন্যান্য সকল স্তরের কর্মকর্তা/কর্মচারীদের নিরলস পরিশ্রম ও নিষ্ঠার সঙ্গে দায়িত্ব পালনের জন্য প্রশংসা জ্ঞাপন করছি। পরম করুণাময় আল্লাহপাক আমাদের সহায় হোন।

পরিচালনা পর্ষদের পক্ষে

২০১৫ সন ২২৫১৭

(হামিদা রহমান)

চেয়ারম্যান

## Directors' Certificate

As per Regulations contained in the First schedule of the Insurance Act, 1938 & as per section 63 of the Insurance Act 2010, we certify that:

01. The value of investments in shares have been taken at the cost and quoted value thereof mentioned wherever available.
02. The values of all assets as shown in balance sheet and classified Form "AA" annexed have been duly reviewed as at 31st December, 2014 and in our belief, the said have been set forth in balance sheet at amounts not exceeding their realizable or market values under the several headings as enumerated in the Annexed Form.
03. All expenses of management wherever incurred, whether directly or indirectly in respect of Fire, Marine, Motor and Miscellaneous Insurance Business have been duly debited to the related Revenue Accounts.



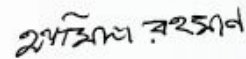
**A.Q.M Wazed Ali**  
Chief Executive Officer



**A.K.M Kamruzzaman**  
Director



**Biswajit Saha**  
Director



**Hamida Rahman**  
Chairman



**ATIK KHALED CHOWDHURY**  
Chartered Accountants

## **Certificate of compliance of conditions of the Corporate Governance Guidelines to the Shareholders of Dhaka Insurance Limited**

We have examined the compliance of conditions of the Corporate Governance Guidelines (Here-in-after is referred to as CGGs) of Bangladesh Securities and Exchange Commission (Here-in-after is referred to as BSEC) by Dhaka Insurance Limited (Here-in-after is referred to as Company) for the Financial Year ended 31 December 2014 as stipulated in the clause 7(1) of the BSEC's Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 7<sup>th</sup> August 2012 as amended vide Notification No. SEC/CMRRCD/2006-158/147/Admin/48 dated 21 July 2013 issued in exercise of power conferred by Section 2CC of the Securities and Exchange Ordinance (XVII) 1969.

The compliance of the said conditions of Corporate Governance Guidelines of BSEC and reporting of the status thereof is the responsibility of the Company's management. Our responsibility is to provide a certificate based on our relevant examination as to whether or not the company is in compliance with the said conditions of CGGs. Our examinations for the purpose of issuing this certificate was limited to the relevant procedures and implementations thereof as adopted by the Company for ensuring the aforesaid compliance of the conditions and fair reporting of compliance status as appearing in the attached statement on the basis of evidence gathered and representation obtained. It is neither an audit nor an expression of opinion on the financial statements of the company.

To the best of our knowledge, information and according to the explanations provided to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above-mentioned BSEC's notifications. It is also certified that compliance status has been properly reported in the annexure attached herewith.

We further affirm that such compliance is neither an assurance as to the future viability of the Company nor a certification on the efficiency of effectiveness with which the Company's management has conducted its affairs.

Dhaka, 07 May 2015

*Atik Khaled Chowdhury*

**Atik Khaled Chowdhury**  
Chartered Accountants

## Statement Of Compliance Of Corporate Governance Guidelines

Status of compliance with the conditions of Corporate Governance Guidelines as set by Bangladesh Securities & Exchange Commission (BSEC) by the notification # SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 and subsequently amended through their notification # SEC/CMRRCD/2006-158/147/Admin/48 dated 21 July 2013 issued in exercise of the power conferred by section 2CC of the Securities and Exchange Ordinance (XVII) 1969:

### (Report under Condition # 7)

| Condition No | Title                                                                                                                                                                                                                                                                                                                          | Compliance Status<br>(Put/√ in the appropriate column) |              | Remarks<br>(If any) |
|--------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|--------------|---------------------|
|              |                                                                                                                                                                                                                                                                                                                                | Complied                                               | Not Complied |                     |
| <b>1</b>     | <b>Board of Directors:</b>                                                                                                                                                                                                                                                                                                     |                                                        |              |                     |
| <b>1.1</b>   | <b>Board's Size</b><br>The number of the Board Members of the company shall not be less than 5 (Five) and more than 20 (Twenty).                                                                                                                                                                                               | √                                                      |              |                     |
| <b>1.2</b>   | <b>Independent Directors</b>                                                                                                                                                                                                                                                                                                   |                                                        |              |                     |
| 1.2 (i)      | At least one fifth(1/5) of the total number of Directors in the Company's Board shall be Independent Director                                                                                                                                                                                                                  | √                                                      |              |                     |
| 1.2 (ii) (a) | "Independent Director" means a director –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                                                                                                                                               | √                                                      |              |                     |
| 1.2 (ii) (b) | Who is not a sponsor of the Company and is not connected with the Company's any sponsor or Director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the Company on the basis of family relationship. His/her family members also should not hold above mentioned shares in the company | √                                                      |              |                     |
| 1.2(ii) (c)  | Who does not have any other relationship, whether pecuniary or otherwise, with the Company or its subsidiary/associated Companies                                                                                                                                                                                              | √                                                      |              |                     |
| 1.2(ii) (d)  | Who is not a member, Director, or officer of any stock exchange                                                                                                                                                                                                                                                                | √                                                      |              |                     |
| 1.2(ii) (e)  | Who is not a shareholders, Director or officer of any member of stock exchange or any intermediary of the capital market                                                                                                                                                                                                       | √                                                      |              |                     |
| 1.2(ii) (f)  | 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                                                                                                                                                                  | √                                                      |              |                     |
| 1.2(ii) (g)  | Who shall not be an Independent Director in more than 3(three) listed Companies                                                                                                                                                                                                                                                | √                                                      |              |                     |
| 1.2(ii) (h)  | Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial institution(NBFI)                                                                                                                                                                      | √                                                      |              |                     |
| 1.2(ii) (i)  | Who has not been convicted for a Criminal Offence involving moral turpitude                                                                                                                                                                                                                                                    | √                                                      |              |                     |
| 1.2(iii)     | The Independent Director(s)shall be appointed by the Board of Directors and approved by the shareholders in the Annual General Meeting(AGM)                                                                                                                                                                                    | √                                                      |              |                     |
| 1. (iv)      | The post of independent director(s)cannot remain vacant for more than 90(ninety)days                                                                                                                                                                                                                                           | √                                                      |              |                     |
| 1.2 (v)      | The Board shall lay down a Code of Conduct of all Board Members and Annual compliance of the code to be recorded                                                                                                                                                                                                               | √                                                      |              |                     |
| 1.2(vi)      | The tenure of office of an independent director shall be for a period of 3(three) years, which may be extended for 1(one) term only.                                                                                                                                                                                           | √                                                      |              |                     |
| <b>1.3</b>   | <b>Qualification of Independent Director</b>                                                                                                                                                                                                                                                                                   |                                                        |              |                     |
| 1.3(i)       | Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.                                                                                                                       | √                                                      |              |                     |

| Condition No | Title                                                                                                                                                                                                                                                                                                                                                      | Compliance Status<br>(Put (√) in the appropriate column) |              | Remarks<br>(If any)                      |
|--------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------|------------------------------------------|
|              |                                                                                                                                                                                                                                                                                                                                                            | Complied                                                 | Not Complied |                                          |
| 1.3(ii)      | The person should be a Business leader /corporate leader /Bureaucrat/university teacher with economics or Business studies or law background /professional like Chartered Accountants, Cost & Management Accountants, Chartered Secretaries. The independent Director must have at least 12(twelve) years of corporate management/professional experiences | √                                                        |              |                                          |
| 1.3(iii)     | In special cases the above qualifications may be relaxed subject to prior approval of the Commission                                                                                                                                                                                                                                                       |                                                          |              | Not Applicable                           |
| 1.4          | The positions of the Chairman of the Board and Chief Executive Officer of the Company shall be filled by different individuals. The Chairman of the Company shall be elected from among the directors of the Company. The Board of Directors shall clearly define respective roles and responsibilities of the Chairman and the Chief Executive officer    | √                                                        |              |                                          |
| <b>1.5</b>   | <b>The Directors' Report to Shareholders</b>                                                                                                                                                                                                                                                                                                               |                                                          |              |                                          |
| 1.5 (i)      | Industry outlook and possible future developments in the industry                                                                                                                                                                                                                                                                                          | √                                                        |              | Available in Annual Report               |
| 1.5 (ii)     | Segment-wise or product-wise performance                                                                                                                                                                                                                                                                                                                   | √                                                        |              | -Do-                                     |
| 1.5 (iii)    | Risks and concerns                                                                                                                                                                                                                                                                                                                                         | √                                                        |              | Available in Annual Report               |
| 1.5 (iv)     | A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin                                                                                                                                                                                                                                                                              | √                                                        |              |                                          |
| 1.5 (v)      | Discussion on continuity of any Extra-Ordinary gain or loss                                                                                                                                                                                                                                                                                                | √                                                        |              | No such extraordinary gain/(loss)        |
| 1.5 (vi)     | Basis for related party transactions- a statement of all related party transactions should be disclosed in the annual report                                                                                                                                                                                                                               | √                                                        |              | Available in Annual Report               |
| 1.5 (vii)    | Utilization of proceeds from public issues, rights issues and/or through any others instruments                                                                                                                                                                                                                                                            | √                                                        |              |                                          |
| 1.5 (viii)   | An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc                                                                                                                                                                              | √                                                        |              | Financial position is not deteriorated   |
| 1.5 (ix)     | If significant variance occurs between Quarterly Financial performance and Annual Financial Statement the management shall explain about the variance on their Annual Report                                                                                                                                                                               | √                                                        |              | No significant variance occurs           |
| 1.5 (x)      | Remuneration to directors including independent directors                                                                                                                                                                                                                                                                                                  | √                                                        |              | Available in Annual Report               |
| 1.5 (xi)     | 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                                                                                                                                                                              | √                                                        |              |                                          |
| 1.5 (xii)    | Proper books of account of the issuer company have been maintained                                                                                                                                                                                                                                                                                         | √                                                        |              |                                          |
| 1.5 (xiii)   | 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.                                                                                                                                                                  | √                                                        |              |                                          |
| 1.5 (xiv)    | International Accounting Standards (IAS)/ Bangladesh Accounting Standards (BAS)/ International Financial Reporting Standards (IFRS)/ Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.               | √                                                        |              |                                          |
| 1.5 (xv)     | The system of internal control is sound in design and has been effectively implemented and monitored.                                                                                                                                                                                                                                                      | √                                                        |              |                                          |
| 1.5 (xvi)    | There are no significant doubts 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 thereof should be disclosed.                                                                                                                                  | √                                                        |              |                                          |
| 1.5 (xvii)   | Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.                                                                                                                                                                                                      | √                                                        |              | No such significant deviations observed. |

| Condition No  | Title                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Compliance Status<br>(Put (√) in the appropriate column) |              | Remarks<br>(If any)         |
|---------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------|-----------------------------|
|               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Complied                                                 | Not Complied |                             |
| 1.5 (xviii)   | Key operating and financial data of at least preceding 5 (five) years shall be summarized.                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | √                                                        |              | Available in Annual Report  |
| 1.5 (xix)     | If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.                                                                                                                                                                                                                                                                                                                                                                                                                                                   | √                                                        |              | Declared dividend regularly |
| 1.5 (xx)      | The number of Board meetings held during the year and attendance by each director shall be disclosed.                                                                                                                                                                                                                                                                                                                                                                                                                                                               | √                                                        |              |                             |
| 1.5 (xxi) (a) | Share held by Parent/Subsidiary/Associated Companies and other related parties (name wise details);                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | √                                                        |              |                             |
| 1.5(xxi)(b)   | Share held by Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details);                                                                                                                                                                                                                                                                                                                                                                                      | √                                                        |              |                             |
| 1.5(xxi)(c)   | Executives (top five salaried employees of the company other than the Directors, CEO, Company Secretary, CFO and Head of Internal Control)                                                                                                                                                                                                                                                                                                                                                                                                                          | √                                                        |              |                             |
| 1.5(xxi)(d)   | Share held by shareholders holding ten percent (10%) or more voting interest in the company (name wise details)                                                                                                                                                                                                                                                                                                                                                                                                                                                     | √                                                        |              |                             |
| 1.5(xxii) (a) | A brief resume of the director;                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | √                                                        |              |                             |
| 1.5(xxii) (b) | Nature of his/her expertise in specific functional areas                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | √                                                        |              |                             |
| 1.5(xxii) (c) | Names of companies in which the person also holds the directorship and the Membership of committees of the board.                                                                                                                                                                                                                                                                                                                                                                                                                                                   | √                                                        |              |                             |
| <b>2</b>      | <b>CHIEF FINANCIAL OFFICER (CFO), HEAD OF INTERNAL AUDIT AND COMPANY SECRETARY (CS)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                          |              |                             |
| 2.1           | The company shall appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal Control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of the CFO, the Head of Internal Audit and the CS                                                                                                                                                                                                                                                                    | √                                                        |              |                             |
| 2.2           | The CFO and the Company Secretary of the companies shall attend the meetings of the Board of Directors, provided that the CFO and/or the Company Secretary shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating to their personal matters                                                                                                                                                                                                                                                      | √                                                        |              |                             |
| <b>3</b>      | <b>AUDIT COMMITTEE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                          |              |                             |
| 3 (i)         | The company shall have an Audit Committee as a sub-committee of the Board of Directors                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | √                                                        |              |                             |
| 3 (ii)        | The Audit Committee shall assist 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                                                                                                                                                                                                                                                                                                                                    | √                                                        |              |                             |
| 3 (iii)       | The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.                                                                                                                                                                                                                                                                                                                                                                                                                        | √                                                        |              |                             |
| <b>3.1</b>    | <b>Constitution of the Audit Committee</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                          |              |                             |
| 3.1 (i)       | The Audit Committee shall be composed of at least 3 (three) members                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | √                                                        |              | 3 (three) members           |
| 3.1 (ii)      | The Board of Directors shall appoint members of the Audit Committee who shall be directors of the company and shall include at least 1 (one) independent director                                                                                                                                                                                                                                                                                                                                                                                                   | √                                                        |              |                             |
| 3.1 (iii)     | All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience.                                                                                                                                                                                                                                                                                                                                                                                                   | √                                                        |              |                             |
| 3.1 (iv)      | When the term service of the committee members expires or there is any circumstance causing any committee member to be unable to hold office until 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 of Directors shall appoint the new Committee member(s) to fill up the vacancy (ies) immediately or not later than 1 (one) month from the date of vacancy (ies) in the Committee to ensure continuity of the performance of work of the Audit Committee | √                                                        |              |                             |

| Condition No   | Title                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Compliance Status<br>(Put ✓ in the appropriate column) |              | Remarks<br>(If any) |
|----------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|--------------|---------------------|
|                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Complied                                               | Not Complied |                     |
| 3.1 (v)        | The company secretary shall act as the secretary of the Committee                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | ✓                                                      |              |                     |
| 3.1 (vi)       | The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | ✓                                                      |              |                     |
| <b>3.2</b>     | <b>Chairman of the Audit Committee</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                        |              |                     |
| 3.2 (i)        | The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | ✓                                                      |              |                     |
| 3.2 (ii)       | Chairman of the audit committee shall remain present in the Annual General Meeting (AGM)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | ✓                                                      |              |                     |
| <b>3.3</b>     | <b>Role of Audit Committee</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                        |              |                     |
| 3.3 (i)        | Oversee the financial reporting process.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | ✓                                                      |              |                     |
| 3.3 (ii)       | Monitor choice of accounting policies and principles.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | ✓                                                      |              |                     |
| 3.3 (iii)      | Monitor Internal Control Risk management process                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | ✓                                                      |              |                     |
| 3.3 (iv)       | Oversee hiring and performance of external auditors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | ✓                                                      |              |                     |
| 3.3 (v)        | Review along with the management, the annual financial statements before submission to the board for approval.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | ✓                                                      |              |                     |
| 3.3 (vi)       | Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | ✓                                                      |              |                     |
| 3.3 (vii)      | Review the adequacy of internal audit function.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | ✓                                                      |              |                     |
| 3.3 (viii)     | Review statement of significant related party transactions submitted by the management                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | ✓                                                      |              |                     |
| 3.3 (ix)       | Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | ✓                                                      |              |                     |
| 3.3 (x)        | When money is raised through Initial Public Offering (IPO)/Repeat Public Offering (RPO)/ Rights Issue the company shall disclose to the Audit Committee about the uses/applications of funds 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. Further, on an annual basis, the company shall prepare a statement of funds utilized for the purposes other than those stated in the offer document/prospectus                                                                                                                                                                                       | ✓                                                      |              |                     |
| <b>3.4</b>     | <b>Reporting to the Audit Committee:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                        |              |                     |
| 3.4.1 (i)      | The Audit Committee shall report on its activities to the Board of Directors.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | ✓                                                      |              |                     |
| 3.4.1 (ii) (a) | Report on conflicts of interests                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                        |              | Not applicable      |
| 3.4.1 (ii) (b) | Suspected or presumed fraud or irregularity or material defect in the internal control system;                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                        |              | Not applicable      |
| 3.4.1 (ii) (c) | Suspected infringement of laws, including securities related laws, rules and regulations;                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                        |              | Not applicable      |
| 3.4.1 (ii) (d) | Any other matter which shall be disclosed to the Board of Directors immediately                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                        |              | Not applicable      |
| <b>3.4.2</b>   | <b>Reporting to the Authorities</b><br>If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board of Directors for three times or completion of a period of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier |                                                        |              | Not applicable      |
| <b>3.5</b>     | <b>Reporting to the Shareholders and General Investors:</b><br>Report on activities carried out by the Audit Committee, including any report made to the Board of Directors under condition 3.4.1 (ii) above                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | ✓                                                      |              |                     |

| Condition No | Title                                                                                                                                                                                                                                                                                                                                      | Compliance Status (Put/√ in the appropriate column) |              | Remarks (If any)                       |
|--------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|--------------|----------------------------------------|
|              |                                                                                                                                                                                                                                                                                                                                            | Complied                                            | Not Complied |                                        |
|              | during the year, shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.                                                                                                                                                                                                          |                                                     |              |                                        |
| <b>4</b>     | <b>EXTERNAL/STATUTORY AUDITORS:</b>                                                                                                                                                                                                                                                                                                        |                                                     |              |                                        |
| 4 (i)        | Appraisal or valuation services or fairness opinions.                                                                                                                                                                                                                                                                                      | √                                                   |              |                                        |
| 4 (ii)       | Financial information systems design and implementation                                                                                                                                                                                                                                                                                    | √                                                   |              |                                        |
| 4 (iii)      | Book-keeping or other services related to the accounting records or financial statements                                                                                                                                                                                                                                                   | √                                                   |              |                                        |
| 4 (iv)       | Broker-dealer services                                                                                                                                                                                                                                                                                                                     | √                                                   |              |                                        |
| 4 (v)        | Actuarial services                                                                                                                                                                                                                                                                                                                         | √                                                   |              |                                        |
| 4 (vi)       | Internal audit services                                                                                                                                                                                                                                                                                                                    | √                                                   |              |                                        |
| 4 (vii)      | Any other service that the Audit Committee determines                                                                                                                                                                                                                                                                                      | √                                                   |              |                                        |
| 4 (viii)     | 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                                                                                                                                                                 | √                                                   |              |                                        |
| 4 (ix)       | Audit/certification service on compliance of Corporate Governance                                                                                                                                                                                                                                                                          | √                                                   |              |                                        |
|              | <b>SUBSIDIARY COMPANY:</b>                                                                                                                                                                                                                                                                                                                 |                                                     |              |                                        |
| 5 (i)        | Provisions relating to the composition of the Board of Directors of the holding company shall be made applicable to the composition of the Board of Directors of the subsidiary company                                                                                                                                                    |                                                     |              | Not applicable                         |
| 5 (ii)       | At least 1 (one) independent director on the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company                                                                                                                                                                             |                                                     |              | Not applicable                         |
| 5 (iii)      | 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                         |
| 5 (iv)       | 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                         |
| 5 (v)        | The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company                                                                                                                                                                                        |                                                     |              | Not applicable                         |
| <b>6</b>     | <b>DUTIES OF CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)</b> (The 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                                                                                                  |                                                     |              |                                        |
| 6 (i) (a)    | These statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;                                                                                                                                                                                                   | √                                                   |              |                                        |
| 6 (i) (b)    | These statement together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws                                                                                                                                                                                | √                                                   |              |                                        |
| 6 (ii)       | There are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violation of the company's code of conduct.                                                                                                                                                   | √                                                   |              |                                        |
| <b>7</b>     | <b>Reporting and Compliance of Corporate Governance:</b>                                                                                                                                                                                                                                                                                   |                                                     |              |                                        |
| 7 (i)        | The company shall obtain a certificate from a Professional Accountant/Secretary (Chartered Accountant/Cost & Management Accountant/Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall send the same to the shareholders along with the Annual Report on a yearly basis | √                                                   |              | Certificate Available in Annual Report |
| 7 (ii)       | The directors of the company shall state, in accordance with the Annexure attached, in the directors' report whether the company has complied with these conditions                                                                                                                                                                        | √                                                   |              | Available in Annual Report             |

## ANNEXURE-II

### The Pattern of Shareholding as on 31st December, 2014

- i) Parent /Subsidiary/Associated Companies and other related parties: Nil  
 ii) Directors/ Chief Executive Officer/ Company Secretary/ Chief Financial Officer/ Head of Internal Audit

| Sl.No. | Name of Directors                                  | Share Hold | % of Holding |
|--------|----------------------------------------------------|------------|--------------|
| 01     | Mrs. Hamida Rahman                                 | 11,25,000  | 3.00         |
| 02     | Ms. Shampa Rahman                                  | 36,85,500  | 9.83         |
| 03     | Mr. Mohammad Hasan                                 | 30,00,000  | 8.00         |
| 04     | Mr. Mohammad Masum                                 | 7,50,000   | 2.00         |
| 05     | Mr. A.K.M. Kamruzzaman                             | 22,50,000  | 6.00         |
| 06     | Mr. A.B.M. Kamal                                   | 21,25,000  | 5.67         |
| 07     | Mr. Biswajit Saha                                  | 8,75,000   | 2.33         |
| 08     | Mrs. Farzana Rahman                                | 18,75,000  | 5.00         |
| 09     | Mr. M. Mofizul Islam                               | 25,00,000  | 6.67         |
| 10     | Mr. Md.Rayhan Uddin                                | 7,42,500   | 1.99         |
| 11     | Mr. Prodip Karan                                   | 11,82,500  | 3.15         |
| 12     | Mr. Md. Shahabuddin                                | 10,21,250  | 2.72         |
| 13     | Mr. Sushil Kumar Basak FCA<br>Independent Director | -          | -            |
| 14     | Mr. Golam Sarwar<br>Independent Director           | -          | -            |

- iii) Shareholding of Chief Executive Officer, Chief Financial Officer, Company Secretary and Head of Internal Audit

| Sl.No. | Name                                            | Share Hold | % of Holding |
|--------|-------------------------------------------------|------------|--------------|
| 01     | Mr. A.Q.M. Wazed Ali<br>Chief Executive Officer | -          | -            |
| 02     | Md. Abul Hashim<br>Dy. Managing Director & CFO  | -          | -            |
| 03     | Sushanta Kumar Paul, ACS<br>Company Secretary   | -          | -            |
| 04     | Mr. Shamsul Arfin<br>Head of Internal Audit     | -          | -            |

- iv) Director spouses and Minor Children: Nil  
 v) Executives: Nil  
 vi) Shareholders who are holding 10% or above shares: Nil

## ANNEXURE - III

### Director's Attendance of Board Meeting held from 1st January 2014 to 31st December 2014

Directors Report to Shareholders as per Bangladesh Securities and Exchange Commission's Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 7th August, 2012.

The Directors also report that:

- (a) The financial statements prepared by the management of the Company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- (b) Proper books of account of the Company have been maintained.
- (c) 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.
- (d) International Accounting Standards, as applicable in Bangladesh have been followed in preparation of the financial statements and any deviation there from has been adequately disclosed.
- (e) The system of internal control is sound in design and has been effectively implemented and monitored.
- (f) There are no significant doubts upon the company's ability to continue as a going concern.
- (g) There are no significant deviations from last year in operating results of the Company.
- (h) Key operating and financial data of preceding five years have been presented in the summarized form.
- (i) During the year ended December 31, 2014 the Board of Directors held 12 (twelve) meetings and Directors attendance in meeting of the Board of Directors during the year 2014 are as under:

| Sl.No. | Name of Directors          | Designation             | Meeting Held | Present | Remarks                |
|--------|----------------------------|-------------------------|--------------|---------|------------------------|
| 01     | Mrs. Hamida Rahman         | Chairman                | 12           | 10      | -                      |
| 02     | Ms. Shampa Rahman          | Vice- Chairman          | 12           | 7       |                        |
| 03     | Mr. Mohammad Hasan         | Director                | 12           | 8       | Resigned on 11.09.2014 |
| 04     | Mrs. Farzana Rahman        | Director                | 12           | Nil     | Resigned on 28.08.2014 |
| 05     | Mr. Mohammad Masum         | Director                | 12           | 9       | -                      |
| 06     | Mr. A.K.M. Kamruzzaman     | Director                | 12           | 9       | -                      |
| 07     | Mr. A.B.M. Kamal           | Director                | 12           | 3       | Resigned on 08.07.2014 |
| 08     | Mr. Biswajit Saha          | Director                | 12           | 12      | -                      |
| 09     | Mr. M. Mofizul Islam       | Director                | 12           | 10      | -                      |
| 10     | Mr. Md.Rayhan Uddin        | Director                | 12           | 9       | -                      |
| 11     | Mr. Prodip Karan           | Director                | 12           | 7       | -                      |
| 12     | Mr. Md. Shahabuddin        | Director                | 12           | 6       | Resigned on 28.09.2014 |
| 13     | Mr. Sushil Kumar Basak FCA | Independent Director    | 12           | 10      | -                      |
| 14     | Mr. Golam Sarwar           | Independent Director    | 12           | 11      |                        |
| 15     | Mr. A.Q.M. Wazed Ali       | Chief Executive Officer | 12           | 12      |                        |

## DHAKA INSURANCE LIMITED

### QUARTERLY ANALYSIS OF COMPREHENSIVE INCOME-2014

| Particulars                                                            | 01.01.2014<br>to<br>31.03.2014 | 01.04.2014<br>to<br>30.06.2014 | 01.07.2014<br>to<br>30.09.2014 | 01.10.2014<br>to<br>31.12.2014 | Total<br>01.01.2014 to<br>31.12.2014 |
|------------------------------------------------------------------------|--------------------------------|--------------------------------|--------------------------------|--------------------------------|--------------------------------------|
| Gross Premium Income                                                   | 60,514,221                     | 75,171,527                     | 80,024,000                     | 68,402,804                     | 284,112,552                          |
| Re-Insurance Ceded                                                     | (24,985,595)                   | (30,403,285)                   | (14,206,378)                   | (11,857,448)                   | (81,452,706)                         |
| Net Premium Income                                                     | 35,528,626                     | 44,768,242                     | 65,817,622                     | 56,545,356                     | 202,659,846                          |
| Re-Insurance Commission Earned                                         | 7,442,314                      | 7,936,402                      | 2,620,324                      | 2,713,921                      | 20,712,961                           |
| Management Expenses                                                    | (22,894,191)                   | (25,654,597)                   | (25,147,914)                   | (16,721,115)                   | (90,417,817)                         |
| Unexpired Risk Reserve                                                 | (786,104)                      | 829,289                        | (5,142,829)                    | 2,216,165                      | (2,883,479)                          |
| Agency Commission                                                      | (7,047,231)                    | (10,085,154)                   | (10,823,331)                   | (9,146,089)                    | (37,101,805)                         |
| Net Claim                                                              | (760,092)                      | (1,617,272)                    | (3,468,489)                    | (637,363)                      | (6,483,216)                          |
| Underwriting Profit                                                    | 11,483,322                     | 16,176,910                     | 23,855,383                     | 34,970,875                     | 86,486,490                           |
| Investment & Other Income                                              | 18,283,823                     | 30,741,315                     | 11,318,264                     | 12,202,277                     | 72,545,679                           |
| Management Expenses (Not Applicable to any particular Fund or Account) | (2,215,944)                    | (2,532,423)                    | (1,593,285)                    | (950,832)                      | (7,292,484)                          |
| Workers' Profit Participation Fund                                     | -                              | -                              | -                              | (7,225,697)                    | (7,225,697)                          |
| Net Profit before Tax                                                  | 27,551,201                     | 44,385,802                     | 33,580,362                     | 38,996,623                     | 144,513,988                          |
| Exceptional Loss Reserve                                               | (3,552,863)                    | (4,476,824)                    | (6,581,762)                    | (5,654,536)                    | (20,265,985)                         |
| Provision for Income Tax                                               | (10,200,000)                   | (13,000,000)                   | (13,600,000)                   | (38,800,000)                   | (75,600,000)                         |
| Profit / (Loss) for the period                                         | 13,798,338                     | 26,908,978                     | 13,398,600                     | (5,457,913)                    | 48,648,003                           |
| Number of Shares                                                       | 37,500,000                     | 37,500,000                     | 37,500,000                     | 37,500,000                     | 37,500,000                           |
| Earning per Share (EPS)                                                | 0.46                           | 0.84                           | 0.53                           | 0.01                           | 1.84                                 |



# FINANCIAL STATEMENTS



## AUDITORS' REPORT TO THE SHAREHOLDERS OF DHAKA INSURANCE LIMITED

We have audited the accompanying financial statements of Dhaka Insurance Limited, which comprise the Statement of Financial Position (Balance Sheet) as at 31 December 2014, the Statement of Comprehensive Income (Profit and Loss Account), Statement of Comprehensive Income (Profit And Loss) Appropriation Account, related Revenue Accounts, Statement of Cash Flows, Statement of Changes in Equity and a summary of significant accounting policies and other explanatory information.

### **The Managements' Responsibility for the Financial Statements**

The Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards (BFRSs) and internal control system as management determines necessary to enable the preparation of the financial statements that are free from material misstatement arising from any error.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BASs). Those standards require that we comply with ethical requirements and plan and perform to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedure to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of the material misstatement of the financial statements, whether due to error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion**

In our opinion, the financial statements prepared in accordance with Bangladesh Financial Reporting Standards (BFRSs), give a true and fair view of the state of the Company's affairs as at 31 December 2014 and the results of its operations and its cash flows for the year then ended and comply with the Companies Act 1994, the Insurance Act 2010, the Securities & Exchange Rules, 1987 and other applicable laws and regulations.

**We also Report that:**

- (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- (b) In our opinion, proper books of account as required by law have been kept by the Company as far as it appeared from our examination of those books;
- (c) The Company's Statement of Financial Position, Statement of Comprehensive Income and its cash flows dealt with by the report is in agreement with the books of account;
- (d) The expenditure incurred was for the purpose of Company's business;
- (e) As per section 63 (2) of the Insurance Act. 2010 as amended, we certify that to the best of our knowledge and belief and according to the information and explanations given to us, all expenses of management wherever incurred and whether directly or indirectly, in respect of insurance business of the company transacted in Bangladesh during the year under report have been fully debited to the Revenue Accounts and the Comprehensive Income of the company; and
- (f) As per Insurance Act. 2010, we certify that according to the best of our information and as shown by its books, during the year under report, the company has not paid any person any commission in any form outside Bangladesh in respect of any business re-insured abroad.

Dhaka  
Date: 27 April 2015

  
**MABS & J Partners**

Chartered Accountants

**DHAKA INSURANCE****STATEMENT OF FINANCIAL POSITION (BALANCE SHEET)**

| CAPITAL AND LIABILITIES                                                        | NOTES | TAKA-2014            | TAKA-2013            |
|--------------------------------------------------------------------------------|-------|----------------------|----------------------|
| Authorised Capital                                                             |       |                      |                      |
| 120,000,000 Ordinary Shares of Tk.10/- each                                    |       | 1,200,000,000        | 1,200,000,000        |
| Issued, Subscribed and Paid-Up Capital:                                        |       |                      |                      |
| 37,500,000 Ordinary Shares of Tk. 10/- Each                                    |       |                      |                      |
| Called and Paid-Up in Full                                                     | 10.00 | 375,000,000          | 375,000,000          |
| Share Premium                                                                  | 11.00 | 18,000,000           | 18,000,000           |
| Reserve or Contingency Accounts                                                |       |                      |                      |
| Reserve for Exceptional Losses                                                 | 12.00 | 128,539,370          | 108,273,385          |
| General Reserve                                                                | 13.00 | 10,000,000           | 10,000,000           |
| Dividend Equalization Reserve                                                  | 14.00 | 20,000,000           | 20,000,000           |
| Investment Fluctuation Reserve                                                 | 15.00 | 25,000,000           | 25,000,000           |
| Retained Earnings                                                              |       | 94,356,830           | 128,567,047          |
| Balances of Funds and Accounts                                                 | 16.00 | 81,241,107           | 78,357,628           |
| Premium Deposits                                                               | 17.00 | 121,906,529          | 128,808,127          |
| Estimated Liability in Respect of Out-Standing Claims Whether Due or intimated | 18.00 | 95,171,663           | 93,619,082           |
| Amount Due to Other Persons or Bodies Carrying on Insurance Business           | 19.00 | 87,536,646           | 70,807,462           |
|                                                                                |       | 182,708,309          | 164,426,544          |
| Provision for Taxation                                                         | 20.00 | 305,200,000          | 229,600,000          |
| Sundry Creditors                                                               | 21.00 | 63,614,248           | 57,757,599           |
| <b>TOTAL</b>                                                                   |       | <b>1,425,566,393</b> | <b>1,343,790,330</b> |

Net Assets Value(NAV)-Note-27

17.89

18.26

\* Notes 1.00 to 30.00 form integral part of these Financial Statements

\* Signed in terms of our separate annexed report

Dhaka

Date : 27 April 2015


A.Q.M Wazed Ali  
Chief Executive Officer

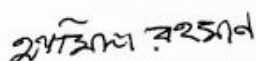
A.K.M Kamruzzaman  
Director

**LIMITED****AS AT 31 DECEMBER 2014**

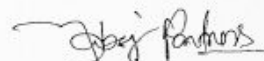
| PROPERTY AND ASSETS                            | NOTES | TAKA-2014            | TAKA-2013            |
|------------------------------------------------|-------|----------------------|----------------------|
| Investment at Cost                             |       |                      |                      |
| Statutory Deposit                              | 3.00  | 25,000,000           | 25,000,000           |
| Shares (Market Value)                          | 4.00  | 41,837,195           | 122,146,870          |
| Interests, Dividends and Rent Outstanding      |       |                      |                      |
| Accrued Interest                               | 5.00  | 23,315,695           | 24,975,985           |
| Amounts Due from Other Persons or Bodies       |       |                      |                      |
| Carrying on Insurance Business                 | 6.00  | 5,815,838            | 6,362,896            |
| Sundry Debtors                                 |       |                      |                      |
| (Including Advances, Deposits and Prepayments) | 7.00  | 219,766,728          | 156,994,508          |
| Cash and Bank Balances                         |       |                      |                      |
| Stationery and Forms in Hand                   | 8.00  | 680,951,943          | 612,353,430          |
| Other Accounts:                                |       |                      |                      |
| Fixed Assets:                                  |       |                      |                      |
| At Cost                                        | 9.00  | 460,859,510          | 425,046,156          |
| Less: Accumulated Depreciation                 |       | 32,467,484           | 29,636,416           |
|                                                |       | 428,392,026          | 395,409,740          |
| <b>TOTAL</b>                                   |       | <b>1,425,566,393</b> | <b>1,343,790,330</b> |



Biswajit Saha  
Director



Hamida Rahman  
Chairman



MABS & J Partners  
Chartered Accountants.

**DHAKA INSURANCE****STATEMENT OF COMPREHENSIVE INCOME (PROFIT AND LOSS ACCOUNT)**

| PARTICULARS                                                       | NOTES | TAKA- 2014         | TAKA- 2013         |
|-------------------------------------------------------------------|-------|--------------------|--------------------|
| EXPENSES OF MANAGEMENT<br>(Not applicable to any Fund or Account) |       |                    |                    |
| Advertisement & Publicity                                         |       | 3,308,721          | 2,629,351          |
| Signboard & Hoarding                                              |       | 27,945             | 11,500             |
| Subscriptions                                                     |       | 666,000            | 1,903,000          |
| Audit Fees                                                        |       | 200,000            | 180,500            |
| Legal Fees                                                        |       | 258,750            | 240,750            |
| Depreciation                                                      |       | 2,831,068          | 3,441,267          |
|                                                                   |       | 7,292,484          | 8,406,368          |
| Workers' Profit Participation Fund                                |       | 7,225,697          | -                  |
| BALANCE FOR THE YEAR CARRIED TO<br>APPROPRIATION ACCOUNT          |       | 144,513,988        | 158,481,261        |
|                                                                   |       | <u>159,032,169</u> | <u>166,887,629</u> |

**STATEMENT OF COMPREHENSIVE INCOME**  
**FOR THE YEAR ENDED**

|                          |       |                           |                           |
|--------------------------|-------|---------------------------|---------------------------|
| Exceptional Loss Reserve |       | 20,265,985                | 19,525,660                |
| Provision For Taxation   | 20.00 | 75,600,000                | 74,600,000                |
| Dividend Paid            |       | 75,000,000                | 75,000,000                |
| Balance Carried Forward  |       | 102,215,050               | 128,567,047               |
| <b>TOTAL</b>             |       | <u><b>273,081,035</b></u> | <u><b>297,692,707</b></u> |

Earning per Share(EPS) Note No-28 1.84 2.24

- \* Notes 1.00 to 30.00 form integral part of these Financial Statements
- \* Signed in terms of our separate annexed report

Dhaka  
Date : 27 April 2015

  
A.G.M Wazed Ali  
Chief Executive Officer

  
A.K.M Kamruzzaman  
Director

**LIMITED****FOR THE YEAR ENDED 31 DECEMBER 2014**

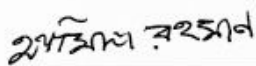
| PARTICULARS                                                              | NOTES | TAKA- 2014         | TAKA- 2013         |
|--------------------------------------------------------------------------|-------|--------------------|--------------------|
| INTEREST, DIVIDENDS AND RENTS<br>(Not applicable to any Fund or Account) |       |                    |                    |
| Interest received & accrued                                              | 22.00 | 66,816,632         | 83,130,518         |
| PROFIT/(LOSS) TRANSFERRED FROM                                           |       |                    |                    |
| Fire Insurance Revenue Account                                           |       | 14,387,746         | 30,035,672         |
| Marine Insurance Revenue Account                                         |       | 67,835,214         | 51,840,119         |
| Miscellaneous Insurance Revenue Account                                  |       | 4,263,530          | 230,822            |
|                                                                          |       | 86,486,490         | 82,106,613         |
| OTHER INCOME                                                             | 23.00 | 5,729,047          | 1,650,498          |
|                                                                          |       | <u>159,032,169</u> | <u>166,887,629</u> |

**(PROFIT AND LOSS) APPROPRIATION ACCOUNT****31 DECEMBER 2014**

|                                                               |                           |                           |
|---------------------------------------------------------------|---------------------------|---------------------------|
| BALANCE TRANSFERRED FROM STATEMENT OF<br>COMPREHENSIVE INCOME | 144,513,988               | 158,481,261               |
| BALANCE BROUGHT FORWARD FROM PREVIOUS YEAR                    | 128,567,047               | 139,211,446               |
| <b>TOTAL</b>                                                  | <u><b>273,081,035</b></u> | <u><b>297,692,707</b></u> |



Biswajit Saha  
Director



Hamida Rahman  
Chairman



MABS & J Partners  
Chartered Accountants.

## DHAKA INSURANCE

### CONSOLIDATED REVENUE ACCOUNTS

| PARTICULARS                                                                                                | NOTES | TAKA- 2014         | TAKA- 2013         |
|------------------------------------------------------------------------------------------------------------|-------|--------------------|--------------------|
| <b>Claims under policies less Re-insurance:</b>                                                            |       |                    |                    |
| Paid during the year                                                                                       |       | 4,930,635          | 6,995,094          |
| Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated |       | 95,171,663         | 93,619,082         |
|                                                                                                            |       | 100,102,298        | 100,614,176        |
| Less: Outstanding at the end of previous year                                                              |       | 93,619,082         | 91,064,876         |
|                                                                                                            |       | 6,483,216          | 9,549,300          |
| Agency Commission                                                                                          |       | 37,101,805         | 35,820,817         |
| Expenses of Management                                                                                     | 24.00 | 90,417,817         | 81,736,191         |
| Profit transferred to Statement of Comprehensive Income                                                    |       | 86,486,490         | 82,106,613         |
| <b>Balance of account at the end of the year as shown in the Financial Position:</b>                       |       |                    |                    |
| Reserve for unexpired risks                                                                                | 16.00 | 81,241,107         | 78,357,628         |
| <b>TOTAL</b>                                                                                               |       | <b>301,730,435</b> | <b>287,570,549</b> |

- \* Notes 1.00 to 30.00 form integral part of these Financial Statements
- \* Signed in terms of our separate annexed report

Dhaka  
Date : 27 April 2015

  
A.G.M Wazed Ali  
Chief Executive Officer

  
A.K.M Kamruzzaman  
Director

FOR THE YEAR ENDED 31 DECEMBER 2014

Annual Report 2014

Biswajit Saha  
Director

Hamida Rahman  
Chairman

MABS & J Partners  
Chartered Accountants.

## DHAKA INSURANCE

### FIRE INSURANCE REVENUE ACCOUNT

| PARTICULARS                                                                                                 | NOTES | TAKA 2014         | TAKA 2013         |
|-------------------------------------------------------------------------------------------------------------|-------|-------------------|-------------------|
| Claims Under policies Less Re-Insurance:                                                                    |       |                   |                   |
| Paid during the year                                                                                        |       | 2,309,379         | 2,986,505         |
| Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated. |       | 38,722,888        | 38,276,993        |
|                                                                                                             |       | 41,032,267        | 41,263,498        |
| Less : Outstanding at the end of previous year                                                              |       | 38,276,993        | 38,252,803        |
|                                                                                                             |       | 2,755,274         | 3,010,695         |
| Agency Commission                                                                                           |       | 11,652,966        | 11,294,408        |
| Expenses of Management                                                                                      | 24.00 | 25,879,481        | 22,915,259        |
| Profit/(Loss) transferred to Statement of Comprehensive Income                                              |       | 14,387,746        | 30,035,672        |
| Balance of account at the end of the year as shown in the Financial Position:                               |       |                   |                   |
| Reserve for unexpired risks                                                                                 | 16.00 | 18,955,657        | 16,087,504        |
| <b>TOTAL</b>                                                                                                |       | <b>73,631,124</b> | <b>83,343,538</b> |

- \* Notes 1.00 to 30.00 form integral part of these Financial Statements
- \* Signed in terms of our separate annexed report

Dhaka  
Date : 27 April 2015

  
A.G.M Wazed Ali  
Chief Executive Officer

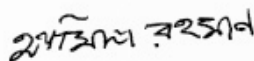
  
A.K.M Kamruzzaman  
Director

**LIMITED****FOR THE YEAR ENDED 31 DECEMBER 2014**

| PARTICULARS                                     | NOTES | TAKA 2014                | TAKA 2013                |
|-------------------------------------------------|-------|--------------------------|--------------------------|
| Balance of account at the beginning of the year |       | 16,087,504               | 28,747,326               |
| Premium less re-insurance                       |       | 47,389,142               | 40,218,759               |
| Commission on re-insurance ceded                |       | 10,154,478               | 14,377,453               |
| <b>TOTAL</b>                                    |       | <b><u>73,631,124</u></b> | <b><u>83,343,538</u></b> |



Biswajit Saha  
Director



Hamida Rahman  
Chairman



MABS & J Partners  
Chartered Accountants.

## DHAKA INSURANCE

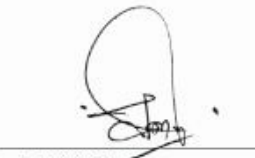
### MARINE INSURANCE REVENUE ACCOUNT

| PARTICULARS                                                                                                | NOTES | TAKA-2014   |             |             | TAKA-2013   |
|------------------------------------------------------------------------------------------------------------|-------|-------------|-------------|-------------|-------------|
|                                                                                                            |       | CARGO       | HULL        | TOTAL       | TOTAL       |
| Claims under Policies less Re-Insurance:                                                                   |       |             |             |             |             |
| Paid during the year                                                                                       |       | 1,055,579   | 8,310       | 1,063,889   | 1,019,141   |
| Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated |       | 48,833,391  | -           | 48,833,391  | 47,588,922  |
|                                                                                                            |       | 49,888,970  | 8,310       | 49,897,280  | 48,608,063  |
| Less: Outstanding at the end of previous year                                                              |       | 47,588,922  | -           | 47,588,922  | 47,022,587  |
|                                                                                                            |       | 2,300,048   | 8,310       | 2,308,358   | 1,585,476   |
| Agency Commission                                                                                          |       | 21,299,831  | 6,563       | 21,306,394  | 21,544,671  |
| Expenses of Management                                                                                     | 24.00 | 49,266,278  | 2,529,961   | 51,796,239  | 45,788,795  |
| Profit Transferred to Statement of Comprehensive Income                                                    |       | 69,465,932  | (1,630,718) | 67,835,214  | 51,840,119  |
| Balance of account at the end of the year as shown in the Financial Position:                              |       |             |             |             |             |
| Reserve for unexpired risks                                                                                | 16.00 | 54,882,686  | 295,280     | 55,177,966  | 55,018,890  |
| TOTAL                                                                                                      |       | 197,214,775 | 1,209,396   | 198,424,171 | 175,777,951 |

- \* Notes 1.00 to 30.00 form integral part of these Financial Statements
- \* Signed in terms of our separate annexed report

Dhaka  
Date : 27 April 2015

  
A.G.M Wazed Ali  
Chief Executive Officer

  
A.K.M Kamruzzaman  
Director

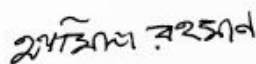
## LIMITED

FOR THE YEAR ENDED 31 DECEMBER 2014

| PARTICULARS                                     | NOTES | TAKA-2014          |                  |                    | TAKA-2013<br>TOTAL |
|-------------------------------------------------|-------|--------------------|------------------|--------------------|--------------------|
|                                                 |       | CARGO              | HULL             | TOTAL              |                    |
| Balance of account at the beginning of the year |       | 54,593,913         | 424,977          | 55,018,890         | 33,161,752         |
| Premium less Re-insurance                       |       | 137,206,714        | 295,280          | 137,501,994        | 136,909,759        |
| Commission on Re-insurance Ceded                |       | 5,414,148          | 489,139          | 5,903,287          | 5,706,440          |
| <b>TOTAL</b>                                    |       | <b>197,214,775</b> | <b>1,209,396</b> | <b>198,424,171</b> | <b>175,777,951</b> |



Biswajit Saha  
Director



Hamida Rahman  
Chairman



MABS & J Partners  
Chartered Accountants.

## DHAKA INSURANCE

### MISCELLANEOUS INSURANCE REVENUE ACCOUNT

| PARTICULARS                                                                                                | NOTES | TAKA-2014  |             |            | TAKA-2013  |
|------------------------------------------------------------------------------------------------------------|-------|------------|-------------|------------|------------|
|                                                                                                            |       | MOTOR      | MISC.       | TOTAL      | TOTAL      |
| Claims under Policies less Re-Insurance:                                                                   |       |            |             |            |            |
| Paid during the year                                                                                       |       | 1,489,598  | 67,769      | 1,557,367  | 2,989,448  |
| Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated |       | 4,012,823  | 3,602,561   | 7,615,384  | 7,753,167  |
|                                                                                                            |       | 5,502,421  | 3,670,330   | 9,172,751  | 10,742,615 |
| Less: Outstanding at the end of previous year                                                              |       | 4,193,858  | 3,559,309   | 7,753,167  | 5,789,486  |
|                                                                                                            |       | 1,308,563  | 111,021     | 1,419,584  | 4,953,129  |
| Agency Commission                                                                                          |       | 2,126,503  | 2,015,942   | 4,142,445  | 2,981,738  |
| Expenses of Management                                                                                     | 24.00 | 5,154,688  | 7,587,409   | 12,742,097 | 13,032,137 |
| Profit/(Loss) Transferred to Statement of Comprehensive Income                                             |       | 6,356,687  | (2,093,157) | 4,263,530  | 230,822    |
| Balance of account at the end of the year as shown in the Financial Position:                              |       |            |             |            |            |
|                                                                                                            | 16.00 | 5,910,892  | 1,196,592   | 7,107,484  | 7,251,234  |
| TOTAL                                                                                                      |       | 20,857,333 | 8,817,807   | 29,675,140 | 28,449,060 |

- \* Notes 1.00 to 30.00 form integral part of these Financial Statements
- \* Signed in terms of our separate annexed report

Dhaka  
Date : 27 April 2015

  
A.Q.M Wazed Ali  
Chief Executive Officer

  
A.K.M Kamruzzaman  
Director

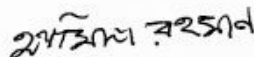
## LIMITED

FOR THE YEAR ENDED 31 DECEMBER 2014

| PARTICULARS                                     | NOTES | TAKA-2014         |                  |                   | TAKA-2013<br>TOTAL |
|-------------------------------------------------|-------|-------------------|------------------|-------------------|--------------------|
|                                                 |       | MOTOR             | MISC.            | TOTAL             |                    |
| Balance of account at the beginning of the year |       | 5,948,564         | 1,302,670        | 7,251,234         | 6,598,244          |
| Premium less Re-insurance                       |       | 14,777,230        | 2,991,480        | 17,768,710        | 18,128,086         |
| Commission on Re-insurance Ceded                |       | 131,539           | 4,523,657        | 4,655,196         | 3,722,730          |
| <b>TOTAL</b>                                    |       | <b>20,857,333</b> | <b>8,817,807</b> | <b>29,675,140</b> | <b>28,449,060</b>  |



Biswajit Saha  
Director



Hamida Rahman  
Chairman

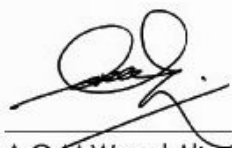


MABS & J Partners  
Chartered Accountants.

**DHAKA INSURANCE LIMITED**  
STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2014

| Particulars                                                                 | Share Capital<br>Taka | Share Premium<br>Taka | Reserve for exceptional losses<br>Taka | General Reserve<br>Taka | Dividend equalization reserve<br>Taka | Investment Fluctuation Reserve<br>Taka | Retained Earnings<br>Taka | Total Taka   |
|-----------------------------------------------------------------------------|-----------------------|-----------------------|----------------------------------------|-------------------------|---------------------------------------|----------------------------------------|---------------------------|--------------|
| Balance at 01 January 2014                                                  | 375,000,000           | 18,000,000            | 108,273,385                            | 10,000,000              | 20,000,000                            | 25,000,000                             | 128,567,047               | 684,840,432  |
| Cash Dividend                                                               | -                     | -                     | -                                      | -                       | -                                     | -                                      | (75,000,000)              | (75,000,000) |
| Profit for the year 2014                                                    | -                     | -                     | -                                      | -                       | -                                     | -                                      | 68,913,988                | 68,913,988   |
| Appropriation made during the year                                          | -                     | -                     | 20,265,985                             | -                       | -                                     | -                                      | (20,265,985)              | -            |
| Unrealized Loss (Net) for Decreased in Market Value of Investment in Shares | -                     | -                     | -                                      | -                       | -                                     | -                                      | (7,858,220)               | (7,858,220)  |
| Balance at 31 December 2014                                                 | 375,000,000           | 18,000,000            | 128,539,370                            | 10,000,000              | 20,000,000                            | 25,000,000                             | 94,356,830                | 670,896,200  |
| Balance at 31 December 2013                                                 | 375,000,000           | 18,000,000            | 108,273,385                            | 10,000,000              | 20,000,000                            | 25,000,000                             | 128,567,047               | 684,840,432  |

- Notes 1.00 to 30.00 form integral part of these Financial Statements
- Signed in terms of our separate annexed report



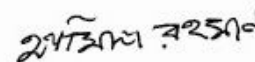
A.G.M Wazed Ali  
Chief Executive Officer



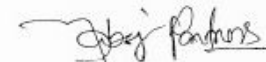
A.K.M Kamruzzaman  
Director



Biswajit Saha  
Director



Hamida Rahman  
Chairman



MABS & J Partners  
Chartered Accountants.

Dhaka

Date : 27 April 2015

**DHAKA INSURANCE LIMITED**  
**STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 31 DECEMBER 2014**

| Particulars                                                                 | Taka 2014           | Taka 2013           |
|-----------------------------------------------------------------------------|---------------------|---------------------|
| <b>A. Cash flows from operating activities</b>                              |                     |                     |
| Cash receipts from Premium and Others                                       | 332,632,958         | 360,710,841         |
| Cash payment for Management Expenses, Re-Insurance, Claim & Other Expenses. | (248,514,396)       | (215,817,296)       |
| Income Tax Paid                                                             | (56,582,944)        | (60,141,383)        |
| <b>Net cash flows from operating activities</b>                             | <b>27,535,618</b>   | <b>84,752,162</b>   |
| <b>B. Cash flows from investing activities</b>                              |                     |                     |
| Acquisition of fixed assets                                                 | (35,813,354)        | (63,068,414)        |
| Sale of Share/(Purchase)                                                    | 82,776,577          | (2,321,605)         |
| Interest & Dividend Received                                                | 68,476,922          | 85,160,733          |
| Statutory Deposit                                                           | -                   | (16,000,000)        |
| <b>Net cash flows from investing activities</b>                             | <b>115,440,145</b>  | <b>3,770,714</b>    |
| <b>C. Cash flows from financial activities</b>                              |                     |                     |
| Amount Paid against IPO                                                     | (18,000)            | (60,000)            |
| Dividend paid                                                               | (74,359,250)        | (74,424,492)        |
| <b>Net cash used in financial activities</b>                                | <b>(74,377,250)</b> | <b>(74,484,492)</b> |
| <b>Net increase in cash and bank balance (A+B+C)</b>                        | <b>68,598,513</b>   | <b>14,038,384</b>   |
| Cash and bank balance at beginning of the year                              | 612,353,430         | 598,315,046         |
| Cash and bank balance at end of the year                                    | <u>680,951,943</u>  | <u>612,353,430</u>  |
| <b>Net operating cash flow per share</b>                                    | <b>0.73</b>         | <b>2.26</b>         |

\* Notes 1.00 to 30.00 form integral part of these Financial Statements  
 \* Signed in terms of our separate annexed report



A.Q.M Wazed Ali  
Chief Executive Officer

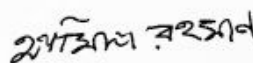


A.K.M Kamruzzaman  
Director



Biswajit Saha  
Director

Dhaka  
Date : 27 April 2015



Hamida Rahman  
Chairman



MABS & J Partners  
Chartered Accountants.

**DHAKA INSURANCE LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
 FOR THE YEAR ENDED 31 DECEMBER 2014.

**1.00 LEGAL STATUS AND NATURE OF BUSINESS:**

**Dhaka Insurance Limited (Formerly The Loyeds Insurance Company Limited)** was incorporated as a public limited company on 04 January 2000 and obtained the Certificate of Commencement of Business on 04 January 2000 under the Companies Act 1994. The company obtained license from the Chief Controller of Insurance on 02 February 2000. The company went for public issue in 2009 and the shares of the company are listed in both Dhaka and Chittagong Stock Exchange in Bangladesh. The registered office of the Company is located at 115/7A Distillery Road, Gandaria Dhaka, Bangladesh. The operation of the company are being carried out through its 18 Branches located in Bangladesh. The principal activities of the company is to offer general insurance products includes fire and allied perils insurance, marine cargo and hull insurance, aviation insurance, automobile insurance and miscellaneous insurance. These products offer protection of policyholder's assets and indemnification of other parties that may suffer damage as a result of policyholder's accident. Non-life health-care contracts provide medical coverage to policyholders. Revenue under above activities is derived primarily from insurance premiums.

**2.00 BASIS OF PREPARATION OF ACCOUNTS & SIGNIFICANT ACCOUNTING POLICIES:**

**2.01 Basis of Preparation Accounts:**

- a) The financial statements have been prepared on going concern and accrual basis under historical cost convention because there is no uncertainty about going concern issue and the entity is optimistic to continue its business operation for the foreseeable future.
- b) The preparation and presentation of the financial statements and the disclosure of information have been made in accordance with the Insurance Act 2010 (Formerly Insurance Act 1938), the Insurance Rules 1958 and in conformity with Bangladesh Accounting Standards (BASs), Bangladesh Financial Reporting Standards (BFRSs), the Companies Act 1994, the Securities and Exchange Rules 1997 (Formerly Security Exchange Rules-1987), the listing rules of Dhaka and Chittagong Stock Exchange and other applicable laws & regulations in Bangladesh and practice generally followed by the insurance sector. The Balance Sheet has been prepared in accordance with Part-I and "Form A" in Part II of the First Schedule. The revenue account for fire, marine and miscellaneous business has been prepared in accordance with "Form F" in Part II of the Third Schedule. Statement of Cash Flows and Statements of Changes in Equity has been prepared in accordance with BFRSs.
- c) Figures have been rounded off to the nearest Taka.
- d) Last year's figures have been rearranged wherever necessary to confirm to this year's presentation.

## 2.02 Significant Accounting Policies:

### a) Depreciation on Fixed Assets:

Depreciation is based on the cost of an asset less than its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately.

Depreciation is recognized in profit or loss on reducing balance method of each component of an item of property, plant and equipment. Land is not depreciated. Considering the estimated useful lives of the assets the following rates have been applied in current and comparative years:

| Assets                         | Depreciation Rate |
|--------------------------------|-------------------|
| Land                           | -                 |
| Building -(Under Construction) | -                 |
| Furniture & Fixture            | 10%               |
| Office Equipment               | 10%               |
| Computers                      | 20%               |
| Electrical Equipment           | 20%               |
| Telephone Installation         | 10%               |
| Motor Cycle                    | 20%               |
| Motor Vehicle                  | 20%               |
| Office Decoration              | 10%               |
| Air cooler                     | 10%               |
| Other Assets                   | 20%               |

Depreciation methods, useful lives and residual value are reviewed annually and adjusted if appropriate.

Depreciation is charged from the date of ready to use of property, plant and equipment.

### b) Stock of Stationery and Forms:

Stocks of stationery and forms have been valued at lower of cost and market value.

### c) Public Sector Business

Company's share of public sector business for the period from 01 July 2013 to 30 June 2014 received from Sadharan Bima Corporation (SBC) has been incorporated in the company's accounts for the year ended 31 December 2014. The statement of account from 01 July 2014 to 31 December 2014 has not been received from SBC and as such company's share of public sector business for this period has not been incorporated in these accounts. Estimated liability in respect of outstanding claims for the 3rd & 4th quarter of 2013 and 1st & 2nd quarter of 2014 have not been received from Sadharan Bima Corporation and hence provision for outstanding claims considered appropriate by the Management of the Company has been made in the Accounts.

**d) Valuation of Assets:**

The Value of all assets at 31 December 2014 as shown in the financial position and in the classified summary of Assets on form "AA" annexed has been reviewed and the said assets have been set forth in the Financial Position and amounts at their respective book value which in the aggregate do not exceed their aggregate market value.

**e) Reporting Currency:**

The financial Statements are presented in Bangladesh currency (Taka), which has been rounded off to the nearest taka.

**f) Branch Accounting:**

The company has 18 branches in Bangladesh. The accounts of the branches are maintained at the head office level. Only petty cash books are maintained at the branch level for maintaining its day to day office expenses.

**g) Earnings Per Share:**

Earnings per Share (EPS) has been calculated in accordance with Bangladesh Accounting Standard – 33 "Earnings Per Share" and shown on the face of profit and loss account and computation shown in Note: 28.

**h) Revenue Recognition:**

i) This includes the total premium earned on various classes of insurance business underwritten and risk covered during the year, the sum of premium earned against various policies, after netting of the amount of re-insurance premium due to Sadharan Bima Corporation.

ii) Dividend income is accounted for on receipt basis.

iii) Gain on investment in shares & securities are accounted for as and when it is received.

**i) Reserve for Exceptional Loss:**

Reserve for Exceptional Loss is appropriated out of current year's profit before tax which is calculated @ 10% of net premium income.

**j) Employees' Benefits:**

The Company has provided the following benefits for their employees:

**i) Contributory Provident Fund Recognized by NBR:**

In respect of provident fund at 10% of basic salary of eligible employees is being made annually as per P.F. Rules administered by Board of Trustees. The eligible employees contribute @ 10% of basic salary.

**ii) Insurance Scheme:**

Employees of the company are covered under the group term life insurance scheme, the premium there of is paid by company.

**iii) Gratuity Scheme:**

The above mentioned scheme is going to be introduced as soon as possible and with this end in view a lump sum amount of Tk. 2,000,000 (Tk. twenty lac) only has been provided in this year.

**iv) WPPF:**

An amount of Tk. 7,225,697 i.e. @ 5% of net profit after charging contribution as per provision of Bangladesh Labor Laws, 2006 (as amended in July 2013) has been provided in the year.

**k) Employees' Details:**

During the year under review 282 employees were in the employment of the company. As per schedule - XI Part - II of the companies Act 1994 the employee's remuneration slabs are given as under:

| <u>Slab</u>                                           | <u>Number of Employee</u> |
|-------------------------------------------------------|---------------------------|
| Employees receiving salary upto Tk. 3,000 per month.  | 4                         |
| Employees receiving salary above Tk. 3,000 per month. | <u>278</u>                |
| <b>Total no. of employees</b>                         | <b><u>282</u></b>         |

Note: There is no part time employee of the company.

**l) Management Expenses:**

Management expenses charged to revenue accounts amounting to Tk. 90,417,817 represent approximately 31.82% of gross premium of Tk. 284,112,552 (Including Public Sector Business of Tk. 36,767,187). The expenses have been apportioned in proportion to respective classes of insurance business which are as follows:

|               |        |
|---------------|--------|
| Fire          | 28.62% |
| Marine Cargo  | 54.49% |
| Marine Hull   | 2.80%  |
| Motor         | 5.70%  |
| Miscellaneous | 8.39%  |

**m) Dividend:**

8% Cash Dividend and 7% Stock Dividend (Bonus Share) has been proposed/recommended by the Board, this has not been considered as "Liability" in accordance with the provisions of the Securities and Exchange Rules 1987. Para 12 of BAS 10 provides that "If an entity declares dividends to holders of equity instruments (as defined in BAS 32 Financial Instruments: Presentation) after the reporting period, the entity shall not recognize those dividends as liability at the end of the reporting period".

**n) Cash and Cash Equivalent:**

It comprises cash in hand, cash at bank including FDR and stock of unused insurance stamps.

**o) Benefits, Claims and Expenses Recognition:****i) Gross benefits and claims**

General insurance and health claims include all claims occurring during the year and related internal and external claims handling costs that are directly related to the processing and settlement of claims, a reduction for the value of salvage and other recoveries, and any adjustments to claims outstanding from previous years.

**ii) Reinsurance claims**

Reinsurance claims are recognized when the related gross insurance claim is recognized according to the terms of the relevant policy.

**p) Reporting Period:**

Financial Statements of the company cover one calendar year from 01 January 2014 to 31 December 2014.

**q) Foreign Currency Translations:**

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 BAS 21 "The Effects of Changes in Foreign Currency Rates".

**r) Assets of the Company:**

As all assets of the company shown in the financial statement that are within the scope of BAS-36 are in physical existence and valued not more than their recoverable amount following Bangladesh Accounting Standards, disclosures with regard to "Impairment of Assets" as per BAS-36 have not been considered necessary.

**s) Due from the Directors:**

No loan or advance in any form is paid to Directors including Managing Director of the company or to associated undertakings and any of them severally or jointly with any other persons.

**t) Reserve for Unexpired Risks:**

Reserve for unexpired risk has been made on premium income at the following rates:

|                       |      |
|-----------------------|------|
| Fire                  | 40%  |
| Marine Cargo          | 40%  |
| Marine Hull           | 100% |
| Motor & Miscellaneous | 40%  |

**3.00 INVESTMENT AT COST-STATUTORY DEPOSIT: Tk. 25,000,000****Taka-2014****Taka-2013**

This represents the investment in 10 years BGTB's which is held with Bangladesh Bank as statutory deposit under the Insurance Act 1938 as amended in 2010.

Interest accrued on the investment has been accounted for

The break up of the above amount is as under:

|                                 |                   |                   |
|---------------------------------|-------------------|-------------------|
| Opening balance                 | 25,000,000        | 9,000,000         |
| Add: Investment during the year | -                 | 16,000,000        |
|                                 | <u>25,000,000</u> | <u>25,000,000</u> |

**4.00 INVESTMENT IN SHARES OF LISTED COMPANY: Tk. 41,837,195**

The break up of the above amount is as under:

| Shares in Public Limited Company | 2014         |                                    |                                  |                         | Balance as on 31.12.13 Taka |
|----------------------------------|--------------|------------------------------------|----------------------------------|-------------------------|-----------------------------|
|                                  | No. of Share | Purchase Price as on 31.12.14 Taka | Market Value as on 31.12.14 Taka | Un-realized gain/(loss) |                             |
| Jamuna Bank Ltd.                 | 1,106,984    | 15,036,387                         | 13,615,903                       | (1,420,484)             | 91,192,392                  |
| One Bank Ltd.                    | 5,095        | 100,146                            | 80,501                           | (19,645)                | 100,146                     |
| Social Islami Bank Ltd.          | 470          | 8,676                              | 6,392                            | (2,284)                 | 8,676                       |
| Jamuna Oil Ltd.                  | 31,050       | 8,824,133                          | 6,393,195                        | (2,430,938)             | 6,712,752                   |
| Bank Asia Ltd.                   | 1,538        | 15,792                             | 25,685                           | 9,893                   | 15,792                      |
| Meghna Petroleum Ltd.            | 408          | 97,114                             | 86,088                           | (11,026)                | 74,916                      |
| Ocean Containers Ltd.            | 10,963       | 1,230,956                          | 908,833                          | (322,123)               | 1,230,956                   |
| Southeast Bank Ltd.              | 3,138        | 64,267                             | 60,877                           | (3,390)                 | 64,267                      |
| Shahjalal Bank Ltd.              | 1,950        | 34,860                             | 22,425                           | (12,435)                | 34,860                      |
| Mutual Trust Bank Ltd.           | 1,500        | 20,369                             | 29,700                           | 9,331                   | 20,369                      |
| RAK Ceramics Ltd.                | 40,317       | 1,464,781                          | 2,343,601                        | 878,820                 | 1,464,781                   |
| Prime Finance Ltd.               | 16,300       | 2,673,238                          | 348,820                          | (2,324,418)             | 2,673,238                   |
| Prime Textile Ltd.               | 9,000        | 713,813                            | 159,300                          | (554,513)               | 713,813                     |
| Meghna Cement Ltd.               | 2,500        | 911,306                            | 302,750                          | (608,556)               | 844,410                     |
| ICB Islamic Bank Ltd.            | 100          | 1000                               | 550                              | (450)                   | 1,000                       |
| ACI Formulation Ltd.             | 21,500       | 2,354,848                          | 2,736,305                        | 381,457                 | 1,760,274                   |
| IDLC Ltd.                        | 11,821       | 2,321,308                          | 883,029                          | (1,438,279)             | 2,321,308                   |
| MI Cement Ltd.                   | 48,021       | 3,608,921                          | 3,467,116                        | (141,805)               | 3,608,921                   |
| Mobil Jamuna Lubricant BD        | 46,253       | 4,621,982                          | 5,809,377                        | 1,187,395               | 4,621,982                   |
| Northern Insurance Ltd.          | 8,288        | 528,681                            | 229,578                          | (299,103)               | 528,681                     |
| Peoples Leasing Ltd.             | 6,187        | 615,146                            | 142,920                          | (472,226)               | 615,146                     |
| Titus Gas T&D Ltd.               | 52,500       | 4,447,691                          | 4,184,250                        | (263,441)               | 3,538,190                   |
| Total                            | 1,425,883    | 49,695,415                         | 41,837,195                       | (7,858,220)             | 122,146,870                 |

Investment in share are non-derivative financial assets that are designated as available for sale. AFS assets are measured at fair value in the balance sheet. Fair value changes on AFS assets are recognised directly in equity, through the statement of changes in equity, except for interest on AFS assets (which is recognised in income on an effective yield basis), impairment losses and (for interest-bearing AFS debt instruments) foreign exchange gains or losses. The cumulative gain or loss that was recognised in equity is recognised in profit or loss when an available-for-sale financial asset is derecognised.

#### 5.00 ACCRUED INTEREST: TK. 23,315,695

The break up of the above amount is as under:

|                                             | Taka-2014         | Taka-2013         |
|---------------------------------------------|-------------------|-------------------|
| 10 years BGTB as appearing under Note-3.00  | 978,358           | 978,358           |
| Fixed Deposits as appearing under Note-8.01 | 22,337,337        | 23,997,627        |
|                                             | <u>23,315,695</u> | <u>24,975,985</u> |

#### 6.00 AMOUNT DUE FROM OTHER PERSONS OR BODIES CARRYING ON INSURANCE BUSINESS: TK. 5,815,838

The break up of the above amount is as under:

| Sl No. | Name of Insurance Company                   |                  |                  |
|--------|---------------------------------------------|------------------|------------------|
| 1      | United Insurance Company Ltd.               | 74,999           | 467,413          |
| 2      | Pragati Insurance Ltd.                      | 2,186,405        | 2,186,405        |
| 3      | Eastern Insurance Company Ltd.              | -                | 21,911           |
| 4      | Phoenix Insurance Company Ltd.              | 41,179           | 41,179           |
| 5      | Desh General Insurance Company Ltd.         | 33,456           | 33,456           |
| 6      | Peoples Insurance Company Ltd.              | 45,669           | 45,669           |
| 7      | Rupali Insurance Company Ltd.               | 177,738          | 177,738          |
| 8      | Green Delta Insurance Company Ltd.          | 63,145           | 160,553          |
| 9      | Standard Insurance Ltd.                     | 150,855          | 150,855          |
| 10     | Bangladesh General Insurance Company Ltd.   | 2,198,930        | 2,319,820        |
| 11     | Janata Insurance Company Ltd.               | 272,269          | 272,269          |
| 12     | Federal Insurance Company Ltd.              | 142,419          | 142,419          |
| 13     | Prime Insurance Company Ltd.                | 6,995            | -                |
| 14     | Union Insurance Company Ltd.                | 28,058           | 28,058           |
| 15     | Reliance Insurance Ltd.                     | 88,415           | 88,415           |
| 16     | Pioneer Insurance Company Ltd.              | 194,223          | 193,871          |
| 17     | Eastland Insurance Company Ltd.             | 7,346            | 7,346            |
| 18     | Islami Insurance Company Ltd.               | 3,261            | 3,261            |
| 19     | Asia Pacific General Insurance Company Ltd. | 9,809            | 22,258           |
| 20     | Express Insurance Ltd.                      | 90,667           | -                |
|        |                                             | <u>5,815,838</u> | <u>6,362,896</u> |

**7.00 SUNDRY DEBTORS: TK. 219,766,728**

The break up of the above amount is as under:

|                                                | <b>Taka-2014</b>   | <b>Taka-2013</b>   |
|------------------------------------------------|--------------------|--------------------|
| House Building Loan to employees               | 543,464            | 628,976            |
| Staff Advance                                  | 91,000             | 95,335             |
| Staff Car Loan                                 | 101,032            | 296,884            |
| Advance for Registration & Renewal             | 985,449            | 867,451            |
| Security Deposit- Telephone (T&T)              | 36,000             | 36,000             |
| BANCO Securities Services Ltd.-Investment A/C  | 34,475             | 34,975             |
| Multi Securities Services Ltd. -Investment A/C | 8,224              | 8,724              |
| Hasan Securities Ltd-Investment A/C            | 17,675,923         | 14,507,693         |
| Advance Income Tax (Note-25.00)                | 193,224,327        | 136,641,383        |
| Advance for Office Rent                        | 4,466,834          | 3,877,087          |
| Greenacre Development Ltd                      | 2,600,000          | -                  |
|                                                | <b>219,766,728</b> | <b>156,994,508</b> |

**8.00 CASH & BANK BALANCES: TK. 680,951,943**

The break up of the above amount is as under:

|                                   |                    |                    |
|-----------------------------------|--------------------|--------------------|
| a) Cash Including Cheques in Hand | 7,115,478          | 7,095,022          |
| b) Stamps in Hand                 | 224,493            | 340,300            |
| c) Cash at Banks:                 |                    |                    |
| Short Term Deposit Accounts       | 23,257,770         | 26,834,736         |
| Current Accounts                  | 617,202            | 646,372            |
| Fixed Deposits (Note-8.01)        | 649,737,000        | 577,437,000        |
|                                   | 673,611,972        | 604,918,108        |
| Total Taka (a+b+c)                | <b>680,951,943</b> | <b>612,353,430</b> |

**8.01 FIXED DEPOSITS TK. 649,737,000****Taka-2014****Taka-2013**

Statement of Bank-wise Fixed Deposit Receipts (FDR) as on 31st December 2014 is as under:

| Sl No. | Name of Bank                         |                    |                    |
|--------|--------------------------------------|--------------------|--------------------|
| 1      | Dhaka Bank Ltd.                      | 12,000,000         | 13,500,000         |
| 2      | Janata Bank Ltd                      | 9,200,000          | 10,700,000         |
| 3      | Uttara Bank Ltd.                     | 40,000,000         | 16,000,000         |
| 4      | IFIC Bank Ltd.                       | 27,900,000         | 34,400,000         |
| 5      | National bank Ltd.                   | 14,200,000         | 19,700,000         |
| 6      | South East Bank Ltd.                 | 23,200,000         | 20,200,000         |
| 7      | Rupali Bank Ltd                      | 2,000,000          | 3,000,000          |
| 8      | Prime Bank Ltd.                      | 9,500,000          | 13,700,000         |
| 9      | Exim Bank Ltd                        | 52,000,000         | 33,500,000         |
| 10     | Dutch Bangla Bank Ltd.               | 10,000,000         | 9,000,000          |
| 11     | Standard Bank Ltd.                   | 18,500,000         | 17,000,000         |
| 12     | AB Bank Ltd.                         | 15,300,000         | 16,300,000         |
| 13     | Islami Bank Bangladesh Ltd.          | 29,200,000         | 23,700,000         |
| 14     | Al-Arafa Islami Bank Ltd.            | 19,300,000         | 17,800,000         |
| 15     | One Bank Ltd.                        | 5,500,000          | 4,500,000          |
| 16     | Pubali Bank Ltd.                     | 15,500,000         | 16,500,000         |
| 17     | Social Islami Bank Ltd.              | 14,000,000         | 16,000,000         |
| 18     | First Security Islami Bank Ltd.      | 6,000,000          | 5,000,000          |
| 19     | Mercantile Bank Ltd.                 | 3,500,000          | 7,000,000          |
| 20     | Mutual Trust Bank Ltd.               | 11,500,000         | 12,000,000         |
| 21     | Agrani Bank Ltd                      | 5,800,000          | 11,300,000         |
| 22     | BASIC Bank Ltd.                      | 10,500,000         | 9,000,000          |
| 23     | Bank Asia Ltd.                       | 21,700,000         | 18,200,000         |
| 24     | Premier Bank Ltd.                    | 27,500,000         | 30,000,000         |
| 25     | Sahmil Bank Of Bahrain Ec            | 2,200,000          | 1,700,000          |
| 26     | Bangladesh Krishi Bank               | 1,100,000          | 1,100,000          |
| 27     | State Bank Of India                  | 2,000,000          | 2,000,000          |
| 28     | Bangladesh Commerce Bank Ltd.        | 7,500,000          | 4,000,000          |
| 29     | Jamuna Bank Ltd.                     | 72,400,000         | 73,400,000         |
| 30     | National Credit & Commerce Bank Ltd. | 14,000,000         | 15,000,000         |
| 31     | Shahjalal Bank Ltd.                  | 4,000,000          | 5,000,000          |
| 32     | United Commercial Bank Ltd.          | 81,500,000         | 59,500,000         |
| 33     | The Trust Bank Ltd.                  | 4,000,000          | 4,500,000          |
| 34     | Rajshahi Krishi Unnayan Bank.        | 3,000,000          | 3,000,000          |
| 35     | HSBC Bank                            | 500,000            | 500,000            |
| 36     | National Bank Of Pakistan            | 500,000            | 500,000            |
| 37     | Phoenix Finance & Investment Ltd.    | 5,000,000          | 6,000,000          |
| 38     | Habib Bank Ltd.                      | 1,500,000          | 500,000            |
| 39     | The City Bank Limited                | 2,000,000          | 2,000,000          |
| 40     | Eastern Bank Ltd.                    | 6,000,000          | 8,000,000          |
| 41     | Sonali Bank Ltd.                     | 1,500,000          | 2,500,000          |
| 42     | NRB Commercial Bank Ltd              | 2,000,000          | 1,000,000          |
| 43     | The Oriental Bank Ltd.               | 6,737,000          | 7,737,000          |
| 44     | Bangladesh Development Bank Ltd      | 500,000            | 500,000            |
| 45     | SBAC Bank Ltd                        | 1,000,000          | 1,000,000          |
| 46     | NRB Global Bank Ltd                  | 4,000,000          | -                  |
| 47     | Union Bank Ltd.                      | 1,000,000          | -                  |
| 48     | Premier Leasing & Finance Ltd        | 1,000,000          | -                  |
| 49     | The Farmers Bank Ltd                 | 21,000,000         | -                  |
|        |                                      | <b>649,737,000</b> | <b>577,437,000</b> |

**9.00 FIXED ASSETS: TK. 428,392,026****Taka-2014****Taka-2013**

This represents the written down value (WDV) of the fixed assets, The details of which have been shown in "Annexure-A"

|                          |                    |                    |
|--------------------------|--------------------|--------------------|
| Cost                     | 460,859,510        | 425,046,156        |
| Accumulated Depreciation | (32,467,484)       | (29,636,416)       |
|                          | <u>428,392,026</u> | <u>395,409,740</u> |

**10.00 SHARE CAPITAL: TK. 375,000,000**

- a) Authorized Capital Tk. 1,200,000,000  
120,000,000 Ordinary Shares of Tk. 10 each.
- b) Issued Subscribed & Paid-up Capital Tk. 375,000,000  
37,500,000 Ordinary Shares of Tk. 10 each.

**10.01 THE PERCENTAGE OF SHAREHOLDING BY DIFFERENT CATEGORIES OF SHAREHOLDERS ARE AS FOLLOWS:**

| No. of Holders | Holdings                    | Total Holdings |
|----------------|-----------------------------|----------------|
| 812            | 01 to 500 Shares            | 0.74%          |
| 2,423          | 501 to 5,000 Shares         | 10.70%         |
| 155            | 5,001 to 10,000 Shares      | 3.12%          |
| 91             | 10,001 to 20,000 Shares     | 3.46%          |
| 23             | 20,001 to 30,000 Shares     | 1.56%          |
| 12             | 30,001 to 40,000 Shares     | 1.16%          |
| 10             | 40,001 to 50,000 Shares     | 1.26%          |
| 16             | 50,001 to 100,000 Shares    | 2.94%          |
| 21             | 100,001 to 1,000,000 Shares | 20.82%         |
| 10             | Over 1,000,000 Shares       | 54.24%         |
| 3,573          | Total                       | 100.00%        |

**10.02 COMPOSITION OF THE SHAREHOLDERS:**

| Sl No. | Particulars      | Shares in 31 December 2014 |                       |        | Shares in 31 December 2013 |                       |        |
|--------|------------------|----------------------------|-----------------------|--------|----------------------------|-----------------------|--------|
|        |                  | No. of Shares              | Value of Shares (Tk.) | %      | No. of Shares              | Value of Shares (Tk.) | %      |
| 1      | Director/Sponsor | 19,860,500                 | 198,605,000           | 52.97  | 19,321,250                 | 193,212,500           | 51.53  |
| 2      | Institutions     | 4,071,440                  | 40,714,400            | 10.85  | 3,007,500                  | 30,075,000            | 8.02   |
| 3      | General Public   | 13,568,060                 | 135,680,600           | 36.18  | 15,171,250                 | 151,712,500           | 40.45  |
|        | Total            | 37,500,000                 | 375,000,000           | 100.00 | 37,500,000                 | 375,000,000           | 100.00 |

**11.00 SHARE PREMIUM TK. 18,000,000**

This represents the sum received against 900,000 ordinary shares of Tk. 100 each issued in 2010 at premium of Tk. 20 per share.

**12.00 RESERVE FOR EXCEPTIONAL LOSS: TK. 128,539,370**

This represents the aggregate sum of reserve created in each year from 2000 as per requirement of Income Tax Ordinance 1984 (Schedule-IV). It is calculated equivalent to maximum of 10% of the net premium income of the respective year. The movement of the fund is as under.

|                        |                    |                    |
|------------------------|--------------------|--------------------|
| Opening balance        | 108,273,385        | 88,747,725         |
| Add: Created this year | 20,265,985         | 19,525,660         |
|                        | <u>128,539,370</u> | <u>108,273,385</u> |

**13.00 GENERAL RESERVE: TK. 10,000,000****Taka-2014****Taka-2013**

This represents sum of the reserve created in 2009

**14.00 DIVIDEND EQUALISATION RESERVE: TK. 20,000,000**

This represents sum created in 2009

**15.00 INVESTMENT FLUCTUATION RESERVE: TK. 25,000,000**

This represents the sum created in 2009

**16.00 BALANCE OF FUNDS AND ACCOUNTS: TK. 81,241,107**

This represents the sum of the reserve as per requirement of the Insurance Act equivalent to certain % of current year premium income. The break-up of the sum is:

|                                         |                   |                   |
|-----------------------------------------|-------------------|-------------------|
| Fire Insurance Revenue Account          | 18,955,657        | 16,087,504        |
| Marine Insurance Revenue Account        | 55,177,966        | 55,018,890        |
| Miscellaneous Insurance Revenue Account | 7,107,484         | 7,251,234         |
|                                         | <b>81,241,107</b> | <b>78,357,628</b> |

**17.00 PREMIUM DEPOSITS: TK. 121,906,529**

This represents the sum of premium received against cover notes which will be adjusted to premium income upon initiation of risk and issuance policy in due course.

**18.00 ESTIMATED LIABILITIES IN RESPECT OF OUTSTANDING CLAIMS WHETHER DUE OR INTIMATED: TK. 95,171,663**

The make-up of the sum is as follows:

This represents the sum of dues in respect of following classes of insurance business:

|               |                   |                   |
|---------------|-------------------|-------------------|
| Fire          | 38,722,888        | 38,276,993        |
| Marine        | 48,833,391        | 47,588,922        |
| Miscellaneous | 7,615,384         | 7,753,167         |
|               | <b>95,171,663</b> | <b>93,619,082</b> |

All the claims of which the management is aware of as per intimation up to the year end have been taken into consideration while estimating these net liabilities in respect of outstanding claims.

**19.00 AMOUNT DUE TO OTHER PERSONS OR BODIES CARRYING ON INSURANCE BUSINESS: TK. 87,536,646**

This represents the due payable in respect of re-insurance and co-insurance premium, the make-up whereof is as under:

| Sl No. | Name of Insurance Company              |                   |                   |
|--------|----------------------------------------|-------------------|-------------------|
| 1      | Shadharan Bima Corporation             | 87,475,416        | 70,751,578        |
| 2      | City General Insurance Company Limited | 1,225             | 1,225             |
| 3      | Continental Insurance Limited          | 16,017            | 16,017            |
| 4      | Agrani Insurance Company Limited       | 2,830             | 2,830             |
| 5      | Eastern Insurance Company Ltd.         | 9,041             | -                 |
| 6      | Republic Insurance Company Limited     | 20,684            | 20,684            |
| 7      | Prime Insurance Company Limited        | -                 | 3,695             |
| 8      | Karnafully Insurance Company Limited   | 11,433            | 11,433            |
|        |                                        | <b>87,536,646</b> | <b>70,807,462</b> |

**20.00 PROVISION FOR TAXATION: TK. 305,200,000**

The make-up of the sum is as follows:

|                           | <b>Taka-2014</b>   | <b>Taka-2013</b>   |
|---------------------------|--------------------|--------------------|
| Opening balance           | 229,600,000        | 155,000,000        |
| Current year (Note-20.01) | 75,600,000         | 74,600,000         |
|                           | <b>305,200,000</b> | <b>229,600,000</b> |

**20.01 CALCULATION OF INCOME TAX:**

|                                                            |                    |                    |
|------------------------------------------------------------|--------------------|--------------------|
| Net Profit (As per Statement of Comprehensive Income)      | 144,513,988        | 158,481,261        |
| Less : Exceptional loss reserve                            | (20,265,985)       | (19,525,660)       |
| Less : Gain on Sale of Shares                              | (5,722,014)        | (1,618,510)        |
| Less : Dividend                                            | (681,618)          | (9,898,592)        |
|                                                            | <b>117,844,371</b> | <b>127,438,499</b> |
| Income tax rate @ 42.50% on Tk. 58,183,577 (Note 20.01.01) | 24,728,020         | 18,245,192         |
| Income tax rate @ 42.50% of Tk. 117,844,371                | 50,083,858         | 54,161,362         |
| Dividend tax rate @ 20% of Tk. 681,618                     | 136,324            | 1,979,718          |
| Gain on Sale of shares 10% of Tk.5,722,014                 | 572,201            | 161,851            |
|                                                            | <b>75,520,402</b>  | <b>74,548,123</b>  |
| Say Tk.                                                    | <b>75,600,000</b>  | <b>74,600,000</b>  |

**20.01.01 COMPUTATION OF PERMANENT DIFFERENCE:**

| A                                            |            | Allowable Expenditure under Insurance Rule |            |  |              |
|----------------------------------------------|------------|--------------------------------------------|------------|--|--------------|
| A-1                                          | Non Marine | Gross Premium                              | Rate       |  | Taka         |
|                                              | 1st        | 10,000,000                                 | 30%        |  | 3,000,000    |
|                                              | Next       | 10,000,000                                 | 25%        |  | 2,500,000    |
|                                              | Next       | 10,000,000                                 | 24%        |  | 2,400,000    |
|                                              | Next       | 10,000,000                                 | 24%        |  | 2,400,000    |
|                                              | Next       | 10,000,000                                 | 23%        |  | 2,300,000    |
|                                              | Next       | 10,000,000                                 | 22%        |  | 2,200,000    |
|                                              | Next       | 12,500,000                                 | 18%        |  | 2,250,000    |
|                                              | Balance    | 48,084,964                                 | 16%        |  | 7,693,594    |
| Total Non-Marine (A-1)                       |            | 120,584,964                                |            |  | 24,743,594   |
| A-2                                          | Marine     | Gross Premium                              | Rate       |  | Taka         |
|                                              | 1st        | 10,000,000                                 | 18%        |  | 1,800,000    |
|                                              | Next       | 10,000,000                                 | 15%        |  | 1,500,000    |
|                                              | Next       | 10,000,000                                 | 15%        |  | 1,500,000    |
|                                              | Next       | 10,000,000                                 | 13%        |  | 1,300,000    |
|                                              | Next       | 10,000,000                                 | 13%        |  | 1,300,000    |
|                                              | Next       | 10,000,000                                 | 13%        |  | 1,300,000    |
|                                              | Next       | 12,500,000                                 | 11%        |  | 1,375,000    |
|                                              | Balance    | 91,027,588                                 | 10%        |  | 9,102,759    |
| Total Marine (A-2)                           |            | 163,527,588                                |            |  | 19,177,759   |
| Total Allowable (A-1)+(A-2)                  |            | 284,112,552                                |            |  | 43,921,353   |
| Expenses of Management (Allocated ): Note-24 |            |                                            |            |  | 90,417,817   |
| Expenses of Management (Un-Allocated):       |            |                                            | 14,518,181 |  |              |
| Less: Depreciation                           |            |                                            | 2,831,068  |  |              |
|                                              |            |                                            |            |  | 11,687,113   |
| Total Expenses                               |            |                                            |            |  | 102,104,930  |
| Less: Total Allowable Expenditure            |            |                                            |            |  | (43,921,353) |
| Balance (Shown in Note-20.01)                |            |                                            |            |  | 58,183,577   |

**21.00 SUNDRY CREDITORS : TK. 63,614,248**

The make-up of the sum is as follows:

|                                                                                      | <b>Taka-2014</b>  | <b>Taka-2013</b>  |
|--------------------------------------------------------------------------------------|-------------------|-------------------|
| Share Application Money                                                              | 13,817,348        | 13,835,348        |
| Security Deposit against Open Policy/ Trade Creditors                                | 16,477,182        | 16,527,182        |
| Audit Fees Payable (Special Audit + Statutory Audit)                                 | 563,648           | 513,148           |
| Provident Fund                                                                       | 5,193,234         | 3,934,088         |
| Gratuity Fund                                                                        | 3,500,000         | 1,500,000         |
| Workers' Profit Participation Fund                                                   | 7,225,697         | -                 |
| Income Tax (Deducted at Source)                                                      | 932,979           | 241,230           |
| VAT (Deducted at Source)                                                             | 375,254           | 108,551           |
| Advertisement Bill Payable                                                           | 200,000           | 200,000           |
| Printing Bill Payable                                                                | 900,000           | 900,000           |
| VAT on Premium (Paid by Challan No-963,952 & 968 date-15.01.15, 15.01.15 & 19.01.15) | 1,826,980         | 1,600,512         |
| Agency Commission Payable                                                            | -                 | 9,853,102         |
| Greenacre Development Limited (Security Deposit)                                     | 9,104,842         | 5,771,684         |
| Others Creditors                                                                     | 474,676           | 391,096           |
| * Unclaimed/Unpaid Dividend-2009                                                     | 1,794,675         | 1,795,350         |
| * Unclaimed/Unpaid Dividend-2012                                                     | 479,108           | 586,308           |
| *Unclaimed/Unpaid Dividend-2013                                                      | 748,625           | -                 |
|                                                                                      | <b>63,614,248</b> | <b>57,757,599</b> |

\* Dividend warrant for the years 2009, 2012 & 2013 already issued as per SEC Rule, but no claim have been made by the shareholders up to the date of 31 December 2014.

**22.00 INTEREST DIVIDENDS & RENTS: TK. 66,816,632**

The make-up of the sum is as follows:

|                                                        |                   |                   |
|--------------------------------------------------------|-------------------|-------------------|
| Interest on BGTB's                                     | 2,971,200         | 2,671,614         |
| Interest on Fixed Deposits (Total FDR Tk. 649,737,000) | 60,149,462        | 68,173,819        |
| Interest on STD Accounts                               | 3,014,352         | 2,386,493         |
| Dividend                                               | 681,618           | 9,898,592         |
|                                                        | <b>66,816,632</b> | <b>83,130,518</b> |

**23.00 OTHER INCOME: TK. 5,729,047**

The make-up of the sum is as follows:

|                                            |                  |                  |
|--------------------------------------------|------------------|------------------|
| Capital Gain on Sale of Shares             | 5,722,014        | 1,618,510        |
| Co-Insurance Service & Endorsement Charges | 7,033            | 31,988           |
|                                            | <b>5,729,047</b> | <b>1,650,498</b> |

**24.00 ALLOCATION OF MANAGEMENT EXPENSES: TK. 90,417,817**

The make-up of the sum is as follows:

|               |                   |                   |
|---------------|-------------------|-------------------|
| Fire          | 25,879,481        | 22,915,259        |
| Marine        | 51,796,239        | 45,788,795        |
| Miscellaneous | 12,742,097        | 13,032,137        |
|               | <b>90,417,817</b> | <b>81,736,191</b> |

The expenses have been charged to Revenue Accounts at the ratio of Gross Premium earned on direct Business against each class of Insurance.

**25.00 INCOME TAX ASSESSMENT STATUS: TK. 193,224,327**

| Accounting Year | Assessment Year        | Provision for Income Tax | Liabilities as per assessment order | Advance income Tax Paid | Balance of liabilities as per assessment, appeal tribunal | Remarks                       |
|-----------------|------------------------|--------------------------|-------------------------------------|-------------------------|-----------------------------------------------------------|-------------------------------|
| 2000            | 2001-2002              | Nil                      | 5,666,090                           | 205,049                 | 196,655                                                   | Writ to High Court            |
| 2001            | 2002-2003              | Nil                      | 3,401,210                           | 314,311                 | 1,337,232                                                 | Writ to High Court            |
| 2002 to 2004    | 2003-2004 to 2005-2006 | Nil                      | Nil                                 | Nil                     | Nil                                                       | Assessment Finalized          |
| 2005            | 2006-2007              | 3,500,000                | 8,152,779                           | 4,594,998               | 3,557,781                                                 | Writ to High Court            |
| 2006            | 2007-2008              | 2,900,000                | 5,680,645                           | 3,859,092               | 1,821,553                                                 | Writ to High Court            |
| 2007            | 2008-2009              | 5,000,000                | 7,352,497                           | 2,433,289               | 4,919,208                                                 | Writ to High Court            |
| 2008            | 2009-2010              | 5,600,000                | 11,474,592                          | 5,550,263               | 5,924,329                                                 | Writ to High Court            |
| 2009            | 2010-2011              | 10,600,000               | 18,518,523                          | 11,528,811              | 6,989,712                                                 | Writ to High Court            |
| 2010            | 2011-2012              | 27,000,000               | 28,605,017                          | 17,707,799              | 10,897,218                                                | Writ to High Court            |
| 2011            | 2012-2013              | 39,500,000               | 42,167,491                          | 25,551,832              | 16,615,659                                                | Appeal filed                  |
| 2012            | 2013-2014              | 60,900,000               | -                                   | 47,244,804              | 16,322,658                                                | Appeal under process          |
| 2013            | 2014-2015              | 74,600,000               | -                                   | 56,302,913              | -                                                         | Assessment not yet done       |
| 2014            | 2015-2016              | 75,600,000               | -                                   | 17,931,166              | -                                                         | Income Tax return not yet due |
| Total           |                        | 305,200,000              |                                     | 193,224,327             | 68,582,005                                                |                               |

**26.00 INSURANCE ACT RELEVANT INFORMATION**

- a) During the year under review nothing was paid to the directors of the company as board meeting and committee meeting attendance fee.
- b) During the year under review no compensation was allowed to the Chief Executive Officer of the company or any member of the board for special services rendered.
- c) During the year nothing was earned as premium against guarantees issued.

**Taka-2014****Taka-2013****27.00 COMPUTATION OF NET ASSETS VALUE PER SHARE (NAV):**

| Particulars                                                             | Taka-2014            | Taka-2013            |
|-------------------------------------------------------------------------|----------------------|----------------------|
| Investments (at actual)                                                 | 66,837,195           | 147,146,870          |
| Interest, dividend & rent outstanding                                   | 23,315,695           | 24,975,985           |
| Amounts due from other persons or bodies carrying on insurance business | 5,815,838            | 6,362,896            |
| Sundry debtors                                                          | 219,766,728          | 156,994,508          |
| Cash & cash equivalent                                                  | 680,951,943          | 612,353,430          |
| Stationery in hand                                                      | 486,968              | 546,901              |
| Other accounts                                                          | 428,392,026          | 395,409,740          |
| <b>Total Assets (A)</b>                                                 | <b>1,425,566,393</b> | <b>1,343,790,330</b> |
| Balance of funds and accounts                                           | 81,241,107           | 78,357,628           |
| Premium deposits                                                        | 121,906,529          | 128,808,127          |
| Liabilities & provisions                                                | 182,708,309          | 164,426,544          |
| Sundry creditors including provision for taxation                       | 368,814,248          | 287,357,599          |
| <b>Total Liabilities (B)</b>                                            | <b>754,670,193</b>   | <b>658,949,898</b>   |
| <b>Net Assets (A-B)</b>                                                 | <b>670,896,200</b>   | <b>684,840,432</b>   |
| Face Value Per Share                                                    | 10                   | 10                   |
| Number of Shares (Actual) (C)                                           | 37,500,000           | 37,500,000           |
| <b>Net Assets Value per share (A-B)/C : Taka</b>                        | <b>17.89</b>         | <b>18.26</b>         |

**28.00 EARNINGS PER SHARE (EPS) (ACCORDING TO BAS 33): TK. 1.84****Taka-2014****Taka-2013**

The Company calculates its Earnings per Share (EPS) in accordance with the International Accounting Standards adopted as BAS-33. Calculation of EPS is shown below:

|                              |                   |                   |
|------------------------------|-------------------|-------------------|
| Net Profit before Tax        | 144,513,988       | 158,481,261       |
| Less: Provision for Taxation | 75,600,000        | 74,600,000        |
| Net Profit after Tax         | <u>68,913,988</u> | <u>83,881,261</u> |

**EPS Calculation:****01. Continuing Operations:**

|                                                                                          |                                 |                                 |
|------------------------------------------------------------------------------------------|---------------------------------|---------------------------------|
| EPS = $\frac{\text{Earnings to Ordinary shares}}{\text{Weighted average no. of shares}}$ | $\frac{63,218,881}{37,500,000}$ | $\frac{74,505,727}{37,500,000}$ |
|                                                                                          | <b>Tk. 1.69</b>                 | <b>Tk. 1.99</b>                 |

**02. Including Extra Ordinary Income:**

|                                                                                          |                                 |                                 |
|------------------------------------------------------------------------------------------|---------------------------------|---------------------------------|
| EPS = $\frac{\text{Earnings to Ordinary shares}}{\text{Weighted average no. of shares}}$ | $\frac{68,913,988}{37,500,000}$ | $\frac{83,881,261}{37,500,000}$ |
|                                                                                          | <b>Tk. 1.84</b>                 | <b>Tk. 2.24</b>                 |

**29.00 CONTINGENT LIABILITY:**

There was a demand of Tk. 68,582,005 by the income tax authority for payment of tax in excess of the amount of management expenses claimed by the company during the accounting year 2000, 2001, 2005 to 2012. The company filed a writ to the High Court Division of the hon'ble Supreme Court of Bangladesh for the year 2000, 2001, 2005 to 2010

The hon'able High Court has disposed off the writ in favour of the company for some of the years while similar favorable order is expected for the rest of the years. The tax department has been granted leave to appeal against the aforesaid order of the High Court. Therefore the liability is contingent upon the final verdict of the court.

**30.00 SUBSEQUENT EVENT:**

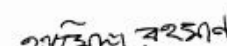
a) The dividend for the year 2014 recommended by the board of directors on 27 April 2015 has not been considered as a liability in the financial statements which is in compliance with the Bangladesh Accounting Standard (BAS) 10 Para 12.

b) There is no other significant event that has occurred between the Financial Position date and the date when the Financial Statements were authorized for issue by the Board of Directors.

  
A.Q.M Wazed Ali  
Chief Executive Officer

  
A.K.M Kamruzzaman  
Director

  
Biswajit Saha  
Director

  
Hamida Rahman  
Chairman

Dhaka  
Date : 27 April 2015

**DHAKA INSURANCE LIMITED**  
**CLASSIFIED SUMMARY OF ASSETS IN BANGLADESH**  
**AS AT 31 DECEMBER 2014**

FORM-AA

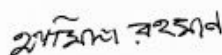
| Class of Assets                                                         | Book Value (Taka)    | Remarks                   |
|-------------------------------------------------------------------------|----------------------|---------------------------|
| Statutory Deposit with Bangladesh Bank (10 years BGTBs)                 | 25,000,000           | Not quoted in Market      |
| Shares (Market Value)                                                   | 41,837,195           | Quoted in Market          |
| In Fixed Deposit Account with Banks                                     | 649,737,000          | Realisable Value          |
| In Short Term Deposit Account with Banks                                | 23,257,770           | Realisable Value          |
| In Current Account with Banks                                           | 617,202              | Realisable Value          |
| Cash, Cheques and Stamp in Hand                                         | 7,339,971            | Realisable Value          |
| Accrued Interest                                                        | 23,315,695           | Realisable Value          |
| Amounts Due from Other Persons or Bodies Carrying on Insurance Business | 5,815,838            | Realisable Value          |
| Fixed Assets                                                            | 428,392,026          | At cost less depreciation |
| Sundry Debtors                                                          | 219,766,728          | Realisable Value          |
| Stationery and Forms in Hand                                            | 486,968              | At Cost                   |
| <b>Total</b>                                                            | <b>1,425,566,393</b> |                           |

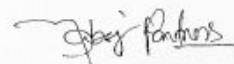
  
A.G.M Wazed Ali  
Chief Executive Officer

  
A.K.M Kamruzzaman  
Director

  
Biswajit Saha  
Director

Dhaka  
Date : 27 April 2015

  
Hamida Rahman  
Chairman

  
MABS & J Partners  
Chartered Accountants.

## DHAKA INSURANCE

### SCHEDULE OF FIXED ASSETS

Note :9.00

| Particulars                   | COST                     |                           |                          |                        | Rate |
|-------------------------------|--------------------------|---------------------------|--------------------------|------------------------|------|
|                               | Balance as at 01.01.2014 | Additions during the year | Sold/Adj during the year | Total as at 31.12.2014 |      |
|                               | 1                        | 2                         | 3                        | 4=(1+2-3)              | 5    |
| Land                          | 318,660,423              | -                         | -                        | 318,660,423            | -    |
| Building-(Under Construction) | 61,035,534               | 35,248,160                | -                        | 96,283,694             | -    |
| Furniture & Fixture           | 3,807,886                | 127,718                   | -                        | 3,935,604              | 10%  |
| Office Equipment              | 526,862                  | -                         | -                        | 526,862                | 10%  |
| Computers                     | 4,272,388                | 32,000                    | -                        | 4,304,388              | 20%  |
| Electrical Equipment          | 624,325                  | 14,000                    | -                        | 638,325                | 20%  |
| Telephone Installation        | 917,902                  | 24,960                    | -                        | 942,862                | 10%  |
| Motor Cycle                   | 984,581                  | -                         | -                        | 984,581                | 20%  |
| Motor Vehicle                 | 30,600,746               | 176,280                   | -                        | 30,777,026             | 20%  |
| Office Decoration             | 2,824,077                | 31,200                    | -                        | 2,855,277              | 10%  |
| Air cooler                    | 749,473                  | 120,580                   | -                        | 870,053                | 10%  |
| Other Assets                  | 41,959                   | 38,456                    | -                        | 80,415                 | 20%  |
| <b>Total</b>                  | <b>425,046,156</b>       | <b>35,813,354</b>         | <b>-</b>                 | <b>460,859,510</b>     |      |

Note: 1) Land Tk. 318,660,423

- a) 11.6985 decimal (7.09 Katha) at 71 Purana Palton line, Dhaka. It was bought in 22.02.2010 Tk. 111,024,060  
 b) 25.80 decimal (15.64 Katha) at 47/3 Toyenbee Circular Road, Wari, Dhaka. It was bought in 26.06.2011 Tk. 207,636,363  
**Total Tk. 318,660,423**

2) Building Tk. 96,283,694

This represents the cost of work in progress upto 1st floor of the Company 17 storied (including 3 basement) building situated at 71 Purana Palton Line, Dhaka Construction started on 14.02.2013

3) Motor Vehicle Tk. 30,777,026

This represents cost of 20 motor cars from time to time .

## LIMITED

AS AT 31 DECEMBER 2014

Annexure -A

| DEPRECIATION                        |                         |                                |                           | Written down<br>Value as on<br>31.12.2014 | Written down<br>Value as on<br>31.12.2013 |
|-------------------------------------|-------------------------|--------------------------------|---------------------------|-------------------------------------------|-------------------------------------------|
| Depreciation<br>as at<br>01.01.2014 | Charged for<br>the year | Sold/Adj<br>during the<br>year | Total as at<br>31.12.2014 |                                           |                                           |
| 6                                   | 7=(4-6)*Rate            | 8                              | 9=(6+7-8)                 | 10=(4-9)                                  | 11                                        |
| -                                   | -                       | -                              | -                         | 318,660,423                               | 318,660,423                               |
| -                                   | -                       | -                              | -                         | 96,283,694                                | 61,035,534                                |
| 2,233,323                           | 164,735                 | -                              | 2,398,058                 | 1,537,546                                 | 1,574,563                                 |
| 306,745                             | 22,012                  | -                              | 328,757                   | 198,105                                   | 220,117                                   |
| 2,465,090                           | 361,530                 | -                              | 2,826,620                 | 1,477,768                                 | 1,807,298                                 |
| 408,894                             | 45,564                  | -                              | 454,458                   | 183,867                                   | 215,431                                   |
| 596,220                             | 34,240                  | -                              | 630,460                   | 312,402                                   | 321,682                                   |
| 647,342                             | 67,448                  | -                              | 714,790                   | 269,791                                   | 337,239                                   |
| 20,757,214                          | 1,982,519               | -                              | 22,739,733                | 8,037,293                                 | 9,843,532                                 |
| 1,718,841                           | 113,173                 | -                              | 1,832,014                 | 1,023,263                                 | 1,105,236                                 |
| 463,382                             | 35,936                  | -                              | 499,318                   | 370,735                                   | 286,091                                   |
| 39,365                              | 3,911                   | -                              | 43,276                    | 37,139                                    | 2,594                                     |
| 29,636,416                          | 2,831,068               | -                              | 32,467,484                | 428,392,026                               | 395,409,740                               |

**DHAKA INSURANCE LIMITED.**  
**Schedule of Management Expenses (Allocated)**  
**FOR THE YEAR ENDED 31 DECEMBER 2014**

| Particulars                              | Taka-2014         | Taka-2013         |
|------------------------------------------|-------------------|-------------------|
| Staff Salary                             | 46,502,331        | 41,019,695        |
| Bonus                                    | 8,516,470         | 7,869,305         |
| Office Rent                              | 8,772,811         | 7,058,010         |
| Rates & Taxes                            | 261,063           | 296,598           |
| Telephone                                | 1,082,517         | 1,195,413         |
| Electricity                              | 1,260,256         | 1,344,375         |
| Printing & Stationery                    | 2,741,840         | 2,392,317         |
| Postage & Telegram                       | 350,495           | 304,022           |
| Repairs & Maintenance                    | 400,226           | 412,744           |
| Travelling & Conveyance                  | 1,128,108         | 893,128           |
| Motor Expenses Fuel                      | 3,565,086         | 3,353,982         |
| Motor Expenses Maintenance               | 2,774,066         | 2,479,194         |
| Staff Training                           | 7,150             | 12,350            |
| Entertainment Expenses                   | 524,594           | 465,040           |
| Staff Tea                                | 247,162           | 234,130           |
| Medical Expenses                         | 151,010           | 516,164           |
| Papers & Periodicals                     | 88,120            | 79,420            |
| Bank Charges                             | 664,626           | 768,531           |
| Insurance Premium                        | 560,953           | 609,036           |
| Co-Insurance Service Charge              | 5,672             | 21,120            |
| Co-Insurance Mgt. Expenses               | 2,802,148         | 3,251,988         |
| Office Cleaning & Up - Keep              | 83,190            | 67,437            |
| Group Insurance                          | 53,620            | 49,813            |
| General Expenses                         | 2,171,732         | 1,301,118         |
| Uniform                                  | 222,583           | 197,724           |
| Registration & Renewal Fee               | 867,451           | 1,131,405         |
| AGM Expenses                             | 266,080           | 773,796           |
| Employers Contribution to Provident Fund | 1,919,337         | 1,803,546         |
| Gratuity Fund                            | 2,000,000         | 1,500,000         |
| <b>Total</b>                             | <b>89,990,697</b> | <b>81,401,401</b> |

**DHAKA INSURANCE LIMITED.**  
**Allocation of Management Expenses**  
**FOR THE YEAR ENDED 31 DECEMBER 2014**

| Class of Business | Gross Premium Income | Mgt. Exp.         | Stamp          | Total             |
|-------------------|----------------------|-------------------|----------------|-------------------|
| Fire              | 80,912,984           | 25,628,631        | 250,850        | 25,879,481        |
| Marine Cargo      | 155,540,165          | 49,266,278        | -              | 49,266,278        |
| M. Hull           | 7,987,423            | 2,529,961         | -              | 2,529,961         |
| Motor             | 16,078,701           | 5,092,818         | 61,870         | 5,154,688         |
| Miscellaneous     | 23,593,279           | 7,473,009         | 114,400        | 7,587,409         |
| <b>Total</b>      | <b>284,112,552</b>   | <b>89,990,697</b> | <b>427,120</b> | <b>90,417,817</b> |



# ঢাকা ইন্স্যুরেন্স লিমিটেড **DHAKA INSURANCE LIMITED**

**THE TRUSTED HOUSE OF INSURANCE**

**Head Office:**

Amin Court (8th Floor), 31, Bir Uttam Shahid Ashfaqus Samad Road (Old 62-63, Motijheel C/A), Dhaka-1000  
Phone : 9571482-4, 9569947, 9552742 (PABX), Direct : 9557175, 9586715, Fax : 880-2-9554950, 9563104  
E-mail: [contact@dhakainsurancebd.com](mailto:contact@dhakainsurancebd.com), [dil.ho@hotmail.com](mailto:dil.ho@hotmail.com), Web: [www.dhakainsurancebd.com](http://www.dhakainsurancebd.com)

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