

ANNUAL REPORT 2023



পদ্মা ইসলামী লাইফ ইনসিওরেন্স লিঃ
فدما إسلامى لائف إنشورنس لمیتید
PADMA ISLAMI LIFE INSURANCE LTD.

(ইসলামী শরীয়াহ্ মোতাবেক পরিচালিত)

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Annual Report 2023



PADMA ISLAMI LIFE INSURANCE LTD.

Registered Office:

Padma Life Tower

115, Kazi Nazrul Islam Avenue

Bangla Motor, Dhaka-1000

Email: info@padmaislamilife.com

Web: www.padmaislamilife.com

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BAPLC Certificate

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Ref. No: CM-2024/124

BAPLC

Date of issue : February 7, 2024

Renewed Certificate

This is to certify that

PADMA ISLAMI LIFE INSURANCE LIMITED

is an Ordinary Member of Bangladesh Association of Publicly Listed Companies and is entitled to all the rights and privileges appertaining thereto.

This certificate remains current until 31st December 2024.




Secretary General



পদ্মা ইসলামী লাইফ ইনসিওরেন্স লিঃ
PADMA ISLAMI LIFE INSURANCE LTD.

LETTER OF TRANSMITTAL

All Shareholders of Padma Islami Life Insurance Limited
Insurance Development and Regulatory Authority
Registrar of Joint Stock Companies and Firms, Bangladesh
Bangladesh Securities and Exchange Commission (BSEC)
Dhaka Stock Exchange Limited (DSE)
Chittagong Stock Exchange Limited (CSE)
Central Depository Bangladesh Limited (CDBL)
All Other Stakeholders

Sub: **Annual Report for the year ended on December 31, 2023.**

Dear Sir,

We are pleased to enclose a copy of the Annual Report 2023 together with the Audited Financial Statements including Balance Sheet, Revenue Account, Cash Flow Statement and Notes to the Accounts for the year ended on December 31, 2023 for your kind information and record.

Sincerely Yours,

Company Secretary



পদ্মা ইসলামী লাইফ ইনসিওরেন্স লিঃ
فدما إسلامى لائف إنشورنس لمیتید
PADMA ISLAMI LIFE INSURANCE LTD.

Padma Islami Life Insurance Limited

Registered Office: Padma Life Tower
115, Kazi Nazrul Islam Avenue, Bangla Motor, Dhaka-1000.
Email: info@padmaislamilife.com, Web: www.padmaislamilife.com

**NOTICE OF THE 24th ANNUAL GENERAL MEETING (Hybrid MEETING)
OF PADMA ISLAMI LIFE INSURANCE LTD.**

Notice is hereby given that the 24th Annual General Meeting (AGM) of Padma Islami Life Insurance Limited will be held on Sunday, 29 September, 2024 at 11.30 am the AGM will be held through Hybrid system on the selected venue at registered office of the Company Padma Life Tower 115, Kazi Nazrul Islam Avenue, Bangla Motor, Dhaka-1000. Shareholders will also connect Virtually using Digital Platform through the Link <http://padmaislamilife.bdvirtualagm.com> to transact the following businesses:

AGENDA

01. To receive, consider and adopt the Directors' and the Auditors' Report and the Audited Accounts of the Company for the year ended December 31, 2023.
 02. To elect/re-elect Directors.
 03. To appoint Statutory Auditors of the Company for the year 2024 and to fix their remuneration.
 04. To appoint Compliance Auditors of Corporate Governance for the year 2024 and to fix their remuneration.
- By Order of the Board of Directors

Company Secretary

Date: 29 September, 2024.

Notes:

- 1) The "Record Date" was fixed on August 22, 2024. The Shareholders, whose names will appear in the Depository (CDBL) Register on that date, shall be entitled to participate in the 24th AGM through digital platform.
- 2) the AGM will be held through Hybrid system on the selected venue at registered office of the Company Padma Life Tower 115, Kazi Nazrul Islam Avenue, Bangla Motor, Dhaka-1000. Shareholders will also connect Virtually using Digital Platform through the Link <http://padmaislamilife.bdvirtualagm.com> They will be able to submit their questions/comments electronically before 24 (twenty-four) hours of commencement of the AGM through this link and during the AGM, for logging into the system the Members need to put their 16-digit Beneficiary Owners (BO) Account Number.
- 3) A Member is entitled to attend and vote at this virtual AGM, may appoint a proxy to (such proxy will be a member of the Company) attend and vote on his/her behalf. The Proxy form, a specimen of which is enclosed, duly filled up, signed and stamped of Tk. 20 (Revenue stamp) must be sent through email to share@padmaislamilife.com not later than 24 hours before commencement of AGM.
- 4) The Members are encouraged to login to the system prior to the meeting at 11.30 am on September 29, 2024 (Sunday). The webcast will be opened 11.30 a.m. Members may contact Mobile No. 01324259576 for any information of technology related guidance and share related issues in accessing the virtual meeting.
- 5) Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20th June 2018, the soft copy of the Annual Report 2023 has already been sent to the e-mail addresses of the members available in their Beneficiary Owner (BO) accounts maintained with the Depository. These are also available in the Company's website at: www.padmaislamilife.com

CORPORATE INFORMATION

Company Name	: Padma Islami Life Insurance Limited
Year of Establishment	: 2000
Authorized Capital	: Tk. 1000 million
Paid-up Capital	: Tk. 388.00 million
Nature of Business	: Life Insurance Business
<input type="checkbox"/> Incorporation of the Company	: April 26, 2000
<input type="checkbox"/> Commencement of Business	: April 26, 2000
<input type="checkbox"/> License issued by Chief Controller of Insurance	: April 30, 2000
<input type="checkbox"/> Conversion to Islami Life	: 2002
<input type="checkbox"/> First Policy Issued	: June 12, 2000
<input type="checkbox"/> Initial Public Offering (IPO)	
\Rightarrow Letter of Consent	: November 29, 2011
\Rightarrow Publication of Prospectus	: December 01, 2011
\Rightarrow Subscription opened	: February 22, 2012
\Rightarrow Subscription Closed	: February 26, 2012
\Rightarrow Lottery held for Allotment of Shares	: March 22, 2012
<input type="checkbox"/> Listed with Dhaka Stock Exchange Ltd.	: April 08, 2012
<input type="checkbox"/> Listed with Chittagong Stock Exchange Ltd.	: March 14, 2012
<input type="checkbox"/> Trading of shares on Dhaka Stock Exchange Ltd.	: April 18, 2012
<input type="checkbox"/> Trading of shares on Chittagong Stock Exchange Ltd.	: April 18, 2012
<input type="checkbox"/> Authorized capital increased to BDT 1000 million	: December 31, 2010

SUPPORT SERVICES PROVIDER

Actuarial Consultant	Auditor
<p>Mr. Ahmed Imran Hasan Iskor Actuary Bangladesh Rainbow Valley Apartment.Flat#GG House#15.Fashertek Road.Notun Bazar Vatara. Gulshan. Dhaka-1212.</p>	<p>Pinaki & Company. Chartered Accountants, Ideak Trade Center, Uttara Fincance Shaheed, Tajuddin Avenue, Dhaka-1208.</p>
	Re-insurer
	<p>BARENTS REINSURANCE SA, Luxembourg Brance, 6 Rue du Fort Bourbon L-1249 Luxembourg.</p>
	Medical Consultant
	<p>Dr. Abdus Salam Khan MBBS, FCGP STC (Medicine)</p>
Bankers	
<p>Shahjalal Islami Bank Ltd. Exim Bank Ltd. Islami Bank Bangladesh Ltd. The First Security Islami Bank Ltd. Jamuna Bank Ltd.</p>	<p>Social Islami Bank Ltd. National Credit and Comm. Bank Ltd. Premier Bank Ltd. Bangladesh Commerce Bank Ltd.</p>



BOARD OF DIRECTORS



Mr. AKM Shariat Ullah, FCA, ACCA
Chairman



Mrs. Zaman Ara Begum
Director



Professor Md. Sarware Alam
Director



Md. Ali Hossain
Director



Ekramul Ameen FCA
Director



Dr. Md. Nurul Aktar Chowdhury
Director



Md. Belal Hussain, FCA
Director



Dr. Mohammad Nayeem Abdullah
Independent Director



Prof. Dr. Serajul Hoque
Independent Director



Noor Mohammed Bhuiyan
Chief Executive Officer

OUR BOARD COMPOSITION AND ITS OPERATION

Our Board comprises renowned personalities and veteran professionals with long and diverse professional experience. They all have proven track records of company management. As a matter of fact, out of nine directors, three directors are professional Chartered Accountants, two are PhD Degree holders and two are renowned physicians. Rest three directors are also eminent personalities having tertiary level of academic qualification and corporate exposure. As on end of December 2023, our Board composition was as follows:

Sl. No.	Name of Directors	Position
01	Mr. AKM Shariat Ullah, FCA, ACCA (Representative of Unitex LP Gas Ltd.)	Chairman
02	Mrs. Zaman Ara Begum (Representative of Affinity Assets Ltd.)	Director
03	Professor Md. Sarware Alam (Representative of Crest Holdings Ltd.)	Director
04	Md. Ali Hossain (Nominated by Legendary Enterprises Ltd.)	Director
05	Ekramul Ameen, FCA (Nominated by Vibrant Endeavors Ltd.)	Director
06	Dr. Md. Nurul Aktar Chowdhury	Independent Director
07	Dr. Mohammad Nayeem Abdullah	Independent Director
08	Professor Dr. Serajul Hoque	Independent Director
09	Md. Belal Hussain, FCA	Independent Director

Expertise and diversity of our Board

In a rapidly changing business atmosphere, Directors' expertise is very crucial, as the Board is constantly required to make strategic decisions that can have short, medium and long-term impacts.

Our rich Board diversity provides varied perspectives that enrich the quality of our decision making process and the decision itself. Particularly, Directors with professional background leverage their expertise and skills in key areas, including, core business, finance, accounts, audit, law, administration, human resources and ESG (environment, social and governance) to contribute to the Board's informed and objective decision-making process.

Independence and transparency of our Board

Our Board makes independent judgments and decisions, with Directors appointed through a transparent and regulatory-compliant procedure. To enhance the independence of our Board, we have ensured that our Board is adequately represented by Independent Directors.

Out of nine Directors in the Board, four Directors are Independent Directors. In the spirit of transparency and compliance, this meets the requirements prescribed under BSEC guidelines, which states that Independent Directors must constitute one-fifth of the total strength of the Board of a publicly listed company.

Separation of supervision and execution role

As a measure of embracing enhanced transparency, we have also separated the role of the Chairman of the Board and the Chief Executive Officer (CEO). This is in line with the provision of Corporate Governance Code issued by BSEC.

Sub-committees of the Board

The Board has established seven sub-committees, in accordance with BSEC guidelines and as a matter of transparency and openness. Each committee is mandated with the responsibility of stipulating its own organization, operations and authority in accordance with the regulations of the committees established under the Board.



Figure 1 Board and Sub-Committees

Committee Charter

All the Board Committees have a written charter that addresses the Committees' purposes, duties and responsibilities, quorum and proceedings.

Meetings

The Board requires holding at least 4 (four) meetings each year. In the year 2023, 7 (Seven) Board meetings were held to discuss scheduled businesses of the Company. Sub-committees also held required nos. of meetings on a timely manner.

Tenure and Retirement of Directors

The office of Directors is subject to retirement as per Articles. At least one-third of the Directors from each group shall retire by rotation in every Annual General Meeting. The Independent Directors are appointed for a period of 3 (three) years, which may be extended for 1 (one) term only.

Directors' Responsibility

Each Director uses his or her best efforts to attend all the meetings of the Board and the Committees to which such Director is appointed. The Directors are responsible for developing and upgrading the Company's Corporate Governance, Policies & Principles, Code of Business Conduct and the Charter of each Committee in which such Directors are engaged. For review, materials are provided to the members in advance of Board and various Committee meetings.

Director Compensation

None of the Director holds any position and does not receive any remuneration other than fees for attending the Board/Committee meetings. The maximum fees payable to Directors is Tk. 8,000 for attending each meeting.

Contact to Directors

Interested parties may communicate with any Director by sending letter to such Directors giving attention to the Company Secretary, regarding any matter related to the company affairs to the following address:

Padma Islami Life Insurance Ltd.

PadmaLifeTower (Lift floor-3)

115, Kazi Nazrul Islam Avenue

Bangla Motor, Dhaka-1000.

E-mail: info@padmaislamilife.com

Web: www.padmaislamilife.com

CORPORATE MANAGEMENT

Mr. Noor Mohammad Bhuiyan
Chief Executive Officer

Mr. Md. Morshed Alam Siddiqui
Additional Managing Director

Head of Finance & Accounts	Development & Marketing
Mr. Quazi Ahsan Ul Alam Ansary	Deputy Managing Director (DMD)
Incharge- Internal Audit	Mr. M.A Jalil
Mr. Md. Aptabuzzaman Miah	Md. Hefzur Rahman
Head of Customer Service	Mr. Farid Ahmed Sarker
Md. Golam Rabbani, VP Servising	Mr. Golam Zakaria Mandol
Incharge- Information & Communication Technology	Mr. Mohammad Mesbahuz Zaman
Mr. Anwar Hossain, Sr. Manager	Md. Ruhul Amin
Incharge- Development Administration	Sayed Abdul Matin
Mr. Md. Aminul Islam, Sr. Manager	
Board Secretary	
Mr. Md. Morshed Alam Siddiqui	
Share & Public Relations	
Md. Kajal Huque	
Incharge- HR & Admin	
Mr. Ahmed Kabir, Manager	
Incharge- Group Insurance	
Mr. Mohammad Nurul Alam, DM	
Incharge- Logistics	
Mr. Jainul Abdin, AM	

PERFORMANCE OF THE PILIL AT A GLANCE FIVE YEARS' FINANCIAL HIGHLIGHTS

Particulars	2023	2022	2021	2020	2019
First year Premium	36.64	142.53	75.37	90.32	131.67
Renewal Premium	75.11	71.32	187.60	332.60	459.85
Group Insurance Premium	99.42	102.85	100.66	65.66	70.59
Gross Premium	211.17	316.69	363.64	488.59	662.11
Investment Income	54.58	63.54	39.32	61.99	6965
Claims	251.19	526.66	321.61	650.40	687.52
Management Expenses					
a) Commission	45.09	82.87	46.65	56.57	71.48
b) Admin Expenses	84.15	106.48	97.43	116.65	183.31
Assets	2677.53	2833.17	3148.76	2246.33	2238.88
Life Fund	-2544.12	-2338.90	124.63	131.40	269.79
Claims to Premium (%)	118.95%	167.00%	92.71	85%	103.83
Management Expenses to Premium (%)	61.17%	59.82%	39.62%	35.49%	38.48%
Dividend on face value of share	N/A				
a) Cash	N/A		2%		
b) Stock	N/A				

Business Growth

Particulars	2023	2022	2021	2020	2019
Premium (1st year)%	-728.93%	89.08%	-16.54%	-31.41%	59.12%
Management Expenses	-31.75%	31.41%	-16.82%	-32.90%	(-77.5)%
Maturity Claims (%)	-47.55%	40.91%	-38.84%	-14.82%	-41.70%
Life Fund (%)	8.77%	-1976.66%	-5.15%	-37.36%	-54.03%

Investment Portfolio

Particulars	2023	2022	2021	2020	2019
Fixed Deposit	3.09	2.56	3.55	9.48	4.06
Investment on Govt. Securities, Bond & Mutual Fund	30.93	31.37	32.87	33.87	12.60
Shares & debenture	16.33	15.49	23.10	23.18	10.96
Land, Building & others	164.23	166.50	169.08	82.55	86.07
Total	214.58	216.00	219.72	142.27	136.13



MESSAGE FROM THE CHAIRMAN

Bismillahir Rahmanir Rahim

Assalamu Alaikum Wa Rahmatullah.

Dear Shareholders,

I have the pleasure to welcome you all to the 24th Annual General Meeting and present you to the Annual Report alongwith the Audited Financial Statements of Padma Islami Life Insurance Limited (PILIL) for the year ended December 31, 2023.

Valued Shareholders,

As you all know, I, the undersigned, have joined the Board of Director (BOD) of the Company on 14 May, 2022 and have been elected as the Chairman of the BOD on 02.09.2024 in the 200th BOD Meeting. The Board is determined to continue the business of Padma Islami Life Insurance Ltd. with utmost honesty and transparency within the purview of ethical, Shariah and legal framework. The top priority of the Board at this time is to settle outstanding claims. We would like to assure everyone that we will pay off 50% of legitimate Claim within December 2025 and the rest within next year respectively, Inshaa-Allah. Our other priorities are to enhance business capabilities, recruit promising business leaders and workers, optimize operational costs and ensure control at all levels of the Company's affair effectively. To this end the Board and the professional management team have been working tirelessly to attain a sustainable business growth.

Dear Friends,

It is also worth mentioning that when the present Sponsors took over in October 2018, the Company was facing a lot of high risks and extreme challenges at that time. Those were, among others, declining business, severe liquidity crisis, huge unsettled claims, overstaffing, mishandling of assets, mismanagement etc. which led the Company to lose its market share in the life insurance industry of Bangladesh.

By the grace of Almighty Allah SWT, within this short time, we have established a positive organizational transformation through structural changes, policy improvement, operational and

financial control measures, rationalizing manpower requirement, closure of perennially loss making Branches, augmentation of agency network, implementation of online integrated full-featured ERP software, and above all payment of outstanding claims. The Board, in cooperation with management have so far been successful to implement the above mentioned steps substantially to bring life back to the company. Going forward, these exercises are intended to continue relentlessly, Insha-Allah.

Dear Shareholders,

As you know, global pandemic COVID 19 caused, without exception, havoc to the lives of people and economies of the entire world, particularly smaller economies like ours resulting in thousands of deaths and a near-total shut down of all economic activities. The whole country went under complete lock down for a number of months. Even after withdrawal of lock down, restrictions and difficulties remained. Among all other industries, the life insurance sector was affected the most.

During that time, we could not collect premium as expected, and such was the case for other companies. There was a growth in Group insurance business. We have earned TK. 9.94 crore in 2023 whereas in 2022 it was Tk. 10.28 Crore. Growth rate is (.03%). We have also made a commendable gain in trading shares. And we continued to pay off claims even during that crucial time. We have paid against claim Tk.25.12 crore during 2023. We have also reduced the management cost by 31.74% over last year with a concerted effort.

My Friends,

We are determined to establish corporate governance, discipline, integrity, transparency and management accountability in your Company. We always welcome your prudent views, suggestions and guidance as owners of the Company for better management.

I would like to extend our sincere thanks and deep appreciation to Insurance Development & Regulatory Authority, Bangladesh Securities & Exchange Commission, Dhaka & Chittagong Stock Exchanges for their wisdom, continued guidance and cooperation during this critical time.

Finally, I am endlessly grateful to Allah SWT for everything and thankful to my colleagues for their sincere effort and invaluable stewardship of the Company since their appointment to the Board. On behalf of the Board and on my personal behalf, I would like to express my sincere thanks to all of our employees, clients, suppliers and other stakeholders for providing their continuous valuable support in achieving our corporate goals.

May Allah SWT protect us all.


Mr. AKM Shariat/Ullah, FCA, ACCA
Chairman of the Board



মুখ্য নির্বাহী কর্মকর্তার বার্তা

বিসমিল্লাহির রাহমানির রাহিম

সম্মানিত শেয়ারহোল্ডারবৃন্দ,

আসসালামু আলাইকুম ওয়ারাহ্‌মাতুল্লাহ্‌।

পদ্মা ইসলামী লাইফ ইনসিওরেন্স লিঃ এর ২৪তম বার্ষিক সাধারণ সভায় আপনাদেরকে জানাই আন্তরিক শুভেচ্ছা ও অভিনন্দন। পদ্মা ইসলামী লাইফ ইনসিওরেন্স লিমিটেড এর সুদীর্ঘ ২২ বছরের পথচলা সফলতার সাথে অতিক্রম করেছে। এই দীর্ঘ পথ পাড়ি দিতে আমাদের সাথে সার্বক্ষণিক ছিলেন সম্মানিত শেয়ারহোল্ডার, বীমাগ্রাহক, উন্নয়ন ও দাপ্তরিক কর্মী এবং কর্মকর্তাগণ। আপনাদের আন্তরিক সহযোগিতা ও অংশগ্রহণে মাধ্যমে প্রতিষ্ঠানটি ক্রমান্বয়ে এগিয়ে যাচ্ছে। এজন্য পদ্মা ইসলামী লাইফ ইনসিওরেন্স লিমিটেড এর পক্ষ থেকে আপনাদেরকে জানাই অশেষ ধন্যবাদ।

আপনারা নিশ্চয়ই অবগত আছেন যে, ২০১৮ সালে কোম্পানীর পরিচালনা পর্ষদে পরিবর্তন এসেছে। আমরা অত্যন্ত আনন্দিত ও গর্বিত যে বাংলাদেশে প্রথম ইসলামী বীমার সফল কর্ণধার, সুদক্ষ, প্রজ্ঞাবান, উচ্চ শিক্ষিত সফল ব্যক্তিবর্গের সমন্বয়ে গঠিত পরিচালনা পর্ষদের মাধ্যমে বর্তমানে পদ্মা ইসলামী লাইফ ইনসিওরেন্স লিমিটেড পরিচালিত হচ্ছে। ইসলামী শরীয়াহর ভিত্তিতে পরিচালিত প্রতিষ্ঠানটি পরিচালনার ক্ষেত্রে দূরদৃষ্টি সম্পন্ন বিত্ত পরিচালনা পর্ষদের অকুণ্ঠ সমর্থনের জন্য আমি আন্তরিকভাবে কৃতজ্ঞতা জ্ঞাপন করছি।

ইসলামী শরীয়াহর সকল নিয়মনীতি অনুসরণপূর্বক করে প্রতিষ্ঠান পরিচালনার জন্য দেশের বিশিষ্ট আলেমদের নিয়ে গঠন করা হয়েছে শরীয়াহ বোর্ড। ইসলামী শরীয়াহ মোতাবেক কার্যক্রম পরিচালনার জন্য শরীয়াহ বোর্ডের সম্মানিত সদস্যগণ নিয়মিত পরামর্শ দিয়ে আসছেন।

বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষ (আইডিআরএ) সূচু, স্বচ্ছ ও সাবলীল ব্যবস্থাপনার মাধ্যমে বীমা শিল্পের উন্নয়ন এবং প্রসারের জন্য নানামুখী পদক্ষেপ ও কর্মসূচী গ্রহণ করেছে এবং এ শিল্পকে এগিয়ে নিতে গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের নির্দেশনাগুলো সার্বক্ষণিক সূচু তদারকির মাধ্যমে অত্যন্ত কার্যকরভাবে বাস্তবায়ন করেছে।

আপনারা সকলে জ্ঞাত আছেন যে, বৈশ্বিক মহামারী কোভিড-১৯ এর প্রাদুর্ভাবের পরপরই ইউক্রেন রাশিয়া যুদ্ধের কারণে সারাবিশ্বে অর্থনৈতিক মন্দা দেখা দিয়েছে। প্রায় প্রতিটা খাতে, বিশেষ করে বীমা শিল্পে এর নেতিবাচক প্রভাব পড়েছে। এই প্রতিকূল অবস্থার মধ্যেও প্রতিষ্ঠানের উন্নয়নের জন্য বৈশ্বিক অর্থনীতির কথা বিবেচনায় রেখে নানামুখী পদক্ষেপ গ্রহণ করা হয়েছে :

- ❖ ১ম বর্ষ প্রিমিয়াম বৃদ্ধির জন্য নতুন নতুন সংগঠন তৈরী করে প্রশিক্ষণের মাধ্যমে কর্মী ও কর্মকর্তাগণকে পেশাগতভাবে সুদক্ষ করা।
- ❖ নবায়ন প্রিমিয়াম বৃদ্ধি করে কোম্পানীর আর্থিক ভিত্তি মজবুত করার লক্ষে পদক্ষেপ নেয়া।
- ❖ গ্রাহকদের আমানত নিশ্চিত করার লক্ষে ই-রিসিট চালু করা হয়েছে।
- ❖ ইন্ডিস্ট্রিয়েটেড সফটওয়্যারের মাধ্যমে অফিসের কার্যক্রম পরিচালনা ও গ্রাহক সেবা নিশ্চিত করা।
- ❖ গ্রুপ বীমা তথা ব্যাংকসুরেন্স সম্প্রসারণে নানামুখী পদক্ষেপ গ্রহণ করা।
- ❖ অধিকতর লাভজনক খাতে বিনিয়োগের মাধ্যমে মুনাফা বৃদ্ধি করা।
- ❖ তামাদী পলিসি চালুকরণের মাধ্যমে নবায়ন প্রিমিয়াম অর্জনের জন্য সরাসরি গ্রাহকের সাথে কাস্টমার কেয়ার এর মাধ্যমে যোগাযোগ সাধন করে পলিসি চালুর ব্যবস্থা করা।
- ❖ ব্যয় সংকোচনের সর্বাত্মক প্রচেষ্টা অব্যাহত রেখে সুষ্ঠুভাবে অফিস পরিচালনা করা।
- ❖ দাপ্তরিক কর্মচারী ও কর্মকর্তাগণকে বিভিন্ন প্রশিক্ষণের মাধ্যমে অধিকতর দক্ষ ও যুগোপযোগী করে তৈরী করা।
- ❖ পূর্ণাঙ্গরূপে ইসলামী শরীয়াহ মোতাবেক কোম্পানীকে পরিচালনার প্রচেষ্টা অব্যাহত রাখা।

আমরা আশা করছি আপনাদের আন্তরিক সহযোগিতা ও আমাদের গৃহীত পদক্ষেপ পদ্মা ইসলামী লাইফ ইনসিওরেন্স লিঃ এর ব্যবসায়িক সাফল্যকে আরও গতিশীল করবে। ব্যবসা সম্প্রসারণের জন্য আমরা সারা দেশের প্রত্যন্ত অঞ্চলে নতুন সংগঠন সৃষ্টি ও অফিস স্থাপন করার কার্যক্রম শুরু করেছি। দক্ষ ও যোগ্য কর্মী বাহিনী গঠন করে পদ্মা ইসলামী লাইফ ইনসিওরেন্স লিঃ কে দেশের প্রথম সারির বীমা কোম্পানীতে উন্নত করতে সক্ষম হবো, ইনশাআল্লাহ।

সর্বোপরি, কোম্পানীর সার্বিক উন্নয়নের জন্য শেয়ারহোল্ডার, পরিচালনা পর্ষদ ও সকল স্তরের কর্মকর্তা/কর্মচারীগণের অকুণ্ঠ সমর্থন, অক্লান্ত পরিশ্রম ও আন্তরিক সহযোগিতার জন্য ধন্যবাদ জ্ঞাপনের পাশাপাশি সকলের সুস্বাস্থ্য ও দীর্ঘায়ু কামনা করছি।



মুখ্য নির্বাহী কর্মকর্তা

DIRECTORS' REPORT TO THE SHAREHOLDERS

Dear Shareholders,

Assalamu Alaikum wa Rahmatullah.

The Board of Directors (BoD) of your company Padma Islami Life Insurance Limited (PILIL), welcome you to the 24th Annual General Meeting (AGM) and would like to thank you for your continued patronage and support over the years. We are pleased to present before you the Annual Report along with the Auditors' Report and audited Financial Statements for the year ended December 31, 2023 for kind consideration and adoption.

This Report has been prepared in compliance with the provisions of relevant Acts, Rules, Regulations, Notifications, etc. issued by the Regulatory Bodies wherein the Directors have made relevant disclosures and explanations pertaining to compliance, transparency and sound corporate governance along with the details of the business performance, operations and achievements of the company for the year ended December 31, 2023.

INDUSTRY OUTLOOK AND POSSIBLE FUTURE DEVELOPMENT IN THE INDUSTRY

Transitioning the Banglaesh Insurance Industry to a Smart framework by 2041 entails overcoming notable challenges. Key obstacles include the lack of robust technological infrastructure and digital literacy, necessitating efforts to bridge the digital divide. Addressing data security, privacy concerns, and integrating new digital solutions with legacy systems require strategic planning. Regulatory compliance, establishing trust in digital services, and managing implementation costs are additional hurdles. Overcoming resistance to organizational change and navigating interoperability issues are crucial for a smooth transition. Furthermore, heightened market competition underscores the need for strategic positioning. In tandem with these challenges, there is a vital need to cultivate a mindset shift among individuals, fostering openness and adaptability to maximize the benefits of this technological evolution.

The government has greenlit guideline for the introduction of insurance products through commercial banks, marking a significant move in the form of Bancassurance. This initiative is poised to enhance the countrys insurance sector by increasing penetrantion and revitalizing opportunities. Bancassurance not only contributes to improved profitability and liquidity for banks but also fosters a sense of responsibility towards clients, opening new doors for inclusion and growth in the industry.

The Insurance Development and Regulatory Authority (IDRA) have introduced the Regulatory Sandbox Guidelince-2023, fostering innovation in the insurance sector. This initiative aims to blend industry evolution with customer protection, encourahging the integration of technology into insurance services. The regulatory sandbox provides a platform insurers and startups to introduce novel products, contributing to a technology- driven paradigm.

SEGMENT-WISE PERFORMANCE OF PILIL

The product wise break-up of premium income and management expenses with corresponding figure of 2023 is presented below:

Particulars	2023 (In crore Taka)	2022 (In crore Taka)	Increase/Decrease over 2021
First year premium:	3.66	14.25	-74.32%
Ekok Bima	3.45	13.66	-74.74%
DPS (Khudra Bima)	0.21	0.59	-64.40%
Renewal Premium	7.51	7.13	5.33%
Ekok Bima	6.11	4.94	23.68%
DPS (Khudra Bima)	1.40	2.19	-36.07%
Group Insurance Premium:	9.94	10.28	-3.31%
Gross Premium	21.12	31.67	33.31%
Life Fund	-254.41	-233.89	8.77%
Claims settlement	25.12	52.97	-52.58%
Management Expenses	12.92	18.53	30.28%
Commission to Insurance Agents	3.63	7.52	51.73%
Allowances & Commission			
(Other than Commission included above)	0.88	0.76	15.79%
Administrative & other expenses	8.41	10.64	-20.96%

YEAR-WISE PERFORMANCE FOR THE LAST FIVE YEARS

Year-wise Performance of the company for last five years has been depicted in a separate statement under title "Five Years Financial Progression". Some highlights are given in items below:

Particulars	2023	2022	2021	2020	2019
First year Premium	3.66	14.25	7.54	9.03	13.17
Renewal Premium	7.51	7.13	18.76	33.26	45.98
Group Insurance Premium	9.24	10.28	10.06	6.57	7.06

Particulars	2023	2022	2021	2020	2019
Gross Premium	21.12	31.66	36.36	48.86	66.21
Investment Income	5.46	6.35	3.93	6.20	6.97
Claims	25.12	52.66	33.71	41.63	68.75
Management Expenses:					
a) Commission	4.51	8.29	4.67	5.66	7.15
b) Admin Expenses	8.41	10.65	9.74	11.66	18.33
Assets	267.75	283.32	314.88	224.63	223.89
Life Fund	(254.41)	(233.89)	12.46	13.14	20.98
Claims to Premium (%)	118.94%	167%	92.71%	85%	103.83%
Management Expenses to Premium (%)	61.17%	59.82%	39.62%	35.49%	38.48%
Net Operating Cash Flows per share	(3.46)	(9.83)	9.78	8.13	(13.13)

KEY OPERATING AND FINANCIAL DATA

Life Fund:

Total life fund of the Company as at 31st December, 2023 stood at Tk. (254.41) crore as against Tk. 233.89 crore in the preceding year. Life Fund of the Company has been decreased due to maturity of significant amount of claims. The Board hopes that the life fund will increase gradually by virtue of building up consequential margin expected to be achieved from the initiatives taken so far.

Investment Portfolio:

The Investment of the Company for the year of 2023 was Tk. 216.00 crore. The comparative statement of the last five years' investment is given below:

Particulars	2023	2022	2021	2020	2019
Fixed Deposit	3.09	2.56	3.55	9.48	4.06
Investment on Govt. Securities, Bond & Mutual Fund	30.93	23.77	29.77	29.77	30.77
Share & Debenture	19.09	23.17	23.32	20.47	10.96
Land, Building & others	164.23	166.50	169.08	82.55	90.34
Total:	217.34	216.00	225.72	142.27	136.13

RISK AND CONCERN

Over the last decade, the business world has faced unprecedented changes and challenges. Specially, Insurances of all sizes are now more concerned than ever about risk and its management.

Importantly, risk management is a central part of the PILIL's strategic management focus. PILIL's risk management objectives ensure that strategic, operational and tactical risks are identified, documented, managed and controlled appropriately.

We have employed Enterprise Risk Management (ERM) Framework for our risk management system which enables us to act quickly and prudently in the event of risk occurrence, and also helps us create a library of our risk response initiatives developing our core competitive advantages.

DISCLOSURE REGARDING EXTRA-ORDINARY GAIN OR LOSS

There was no extra-ordinary gain or extra-ordinary loss during the year 2023.

DISCLOSURE REGARDING RELATED PARTY TRANSACTION

In ordinary course of business, related party transactions take place with other entities that fall within the term 'related party' as defined in IAS 24: Related Party Disclosure. A statement on the related party transactions has been disclosed under item no. 41 of the notes to the financial statements.

DISCLOSURE REGARDING UTILIZATION OF PROCEEDS FROM PUBLIC ISSUES, RIGHTS ISSUES AND/OR ANY OTHER INSTRUMENTS

During the year 2023, the Company did not issue any share or other instruments.

DISCLOSURE REGARDING VARIANCE BETWEEN QUARTERLY FINANCIAL PERFORMANCE AND ANNUAL FINANCIAL STATEMENTS

Statement of Quarterly Financial Statement is given separately. There were some variances in the financial results from quarter to quarter. But they are not very significant or material in nature.

DISCLOSURE ON REMUNERATION OF THE DIRECTORS

The Directors including Independent Directors, all being Non-Executive Directors, are given only Meeting Attendance Fee. During the year 2023, a total amount of BDT 23,49,359 was given to the Directors as Meeting Attendance Fee. However, in 2021 the amount was BDT 8,71,200.

DISCLOSURE ON PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

The Board of Directors places before you the financial statements for the year ended 31 December 2023 for their adoption. The Directors confirm, to the best of their knowledge, that-

- (i) The financial statements present fairly its state of affairs, the result of its operations, cash flows and changes inequity;
- (ii) Proper books and accounts of the company have been maintained;
- (iii) Appropriate accounting policies have been applied consistently in preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment;
- (iv) IAS/IFRS, as applicable in Bangladesh, have been followed in preparation of the financial statements;
- (v) As required by condition 6 of the guidelines, the Chief Executive Officer (CEO) and the Chief Financial Officer have jointly certified to the Board that-
 - (a) They have reviewed the financial statements of the company for the year ended 31 December 2023 and to the best of their knowledge and belief:
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws
 - (b) There are, to the best of their knowledge and belief, no transactions entered into by the company during the year are fraudulent, illegal or violation of the company's code of conduct.

DISCLOSURE ON INTERNAL CONTROL SYSTEM

The Board states that the systems of internal control are sound in design and have been implemented and monitored effectively.

PILIL follows Committee of Sponsoring Organization (COSO) framework for evaluating internal controls in the organization. The COSO model defines internal control as “a process, effected by an entity’s board of directors, management and other personnel, designed to provide reasonable assurance of the achievement of objectives in the following categories:

- ❖ Effectiveness and efficiency of operations
- ❖ Reliability of financial reporting
- ❖ Compliance with applicable laws and regulations”

However, the BoD is primarily responsible to establish and review the operational effectiveness of such controls in PILIL. As delegated by the Board, the Audit Committee of PILIL ensures through Internal, External, Compliance, Special and/or other Audits that the system of internal control is adequate and effective.

Internal Audit Unit of PILIL does have valuable contribution towards improving the effectiveness of its systems of internal control. Its risk-based audit approaches provide reasonable assurance to the Audit Committee and the Management about the adequacy and effectiveness of the internal control system in the company.

PROTECTION OF NON-CONTROLLING SHAREHOLDERS

The Board certifies that non-controlling shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress.

SUBSIDIARY OPERATIONS

PILIL has no subsidiary and therefore, no disclosure is applicable hereto.

COMPANY’S ABILITY TO CONTINUE AS GOING CONCERN

The Directors declare that there are no significant doubts upon the company’s ability to continue as a going concern. For this purpose of assessment whether PILIL has ability to continue as a going concern, the following issues have been considered:

- ❖ The commitment towards the claims filed and its ability to meet contractual obligations as they become due;
- ❖ Liquidity-related actions and plans to stabilize the businesses and repay the outstanding debt;

- ❖ The level of PILIL's realized and unrealized losses and the negative impact of these losses on shareholders' equity, and
- ❖ Opinion of Financial and Compliance Auditors

While considering these issues, significant judgments and estimates with respect to the potentially adverse financial and liquidity effects of PILIL's risks and uncertainties have been made.

DIVIDEND

The Company did not receive Actuarial Basis for Valuation for the year 2023 from Insurance Development & Regulatory Authority. Consequently, no actuarial valuation was carried out and recommended from the Actuary for payment of dividend to the Shareholders. Accordingly the Board of Directors of the Company did not recommend any dividend to Shareholders and bonus to Policyholders for the year 2023.

BUSINESS PLAN FOR 2024

Keeping in view the effect of pandemic and the above scenario, Padma Life has revised its business plan and strategy for survival and growth. As, due to restricted in-person interactions on account of the lockdown measures etc. and grave global economic recession, we assume that premium income against Individual (Ekok) and Micro (DPS) insurance may not grow sufficiently despite all possible measures.

Therefore, in addition to taking all necessary steps to boost up selling Individual (Ekok) and Micro (DPS) insurance, collecting renewal premium and reviving lapsed policies, our business plan redirects company's major efforts and focus on 'Group life Insurance' as opposed to individual schemes.

Under group insurance category, every attempt will be made, in addition to employees' life insurance schemes, to bring Banks' depositors and investors of some specific categories under group life insurance coverage. In this regard, considerable progress has already been made.

Our business plan also encompasses elimination of unnecessary costs and optimal use of resources. We are committed to continue our efforts as mentioned above to reduce excessive cost and make the business profitable.

We are hopeful, by the grace of Allah SWT, through implementing our well-crafted and pragmatic business and action plans we will be able to make PILIL one of the country's best life insurance company, Insha-Allah.

BOARD MEETINGS

The Directors of PILIL meet on a regular basis. A detail statement showing attendance of the Directors in the Board Meetings is placed as under:

Sl. No.	Name of Directors	Position	Meeting held	Attended
01	Mr. AKM Shariat Ullah, FCA, ACCA, Representative of Unitex LP Gas Ltd.	Chairman	07	07
02	Mrs. Zaman Ara Begum Representative of Affinity Assets Ltd	Director	07	07
03	Md. Fakrul Islam Representative of Unitex Petroleum Ltd.	Director	07	07
04	Prof. Sarware Alam Representative of Crest Holdings Ltd.	Director	07	07
05	Md. Ali Hossain Representative of Legendary Enterprises Ltd.	Director	07	07
06	Ekramul Ameen, FCA Representative of Vibrant Endeavors Ltd.	Director	07	07
07	Dr. Md. Nurul Aktar Chowdhury	Independent Director	07	07
08	Dr. Mohammad Nayeem Abdullah	Independent Director	07	07
09	Professor Dr. Serajul Hoque	Independent Director	07	07
10	Md. Belal Hussain, FCA	Independent Director	07	07



SHAREHOLDING PATTERN

Shareholding position of Directors and other related parties at the end of 2023 is as under:

Sl. No.	Directors	No. of shares held	Shareholding Ratio	Comments
01.	Mr. AKM Shariat Ullah, FCA, ACCA Representative of Unitex LP Gas Ltd.	30,93,600	7.967	
02.	Mrs. Zaman Ara Begum Representative of Affinity Assets Ltd.	23,88,320	6.143	
03.	Prf.Md. Sarware Alam Representative of Crest Holdings Ltd.	26,98,120	6.940	
04.	Mr. Md. Fakrul Islam Representative of Unitex Petroleum Ltd.	25,32,780	6.514	
05.	Md. Ali Hossain Representative of Legendary Enterprises Ltd.	7,78,000	2.001	
06.	Ekramul Ameen, FCA (Representative of Vibrant Endeavors Ltd.)	7,78,000	2.001	
07.	Dr. Md. Nurul Aktar Chowdhury (Independent Director)	1,000	-	
08.	Dr. Mohammad Nayeem Abdullah (Independent Director)	1,000	-	
09.	Professor Dr. Serajul Hoque (Independent Director)	-	-	
10.	Md. Belal Hussain, FCA (Independent Director)	-	-	
	Total:	1,22,70,820	31.566%	

Shares held by Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children, Executives & shareholders holding 10% or more

Sl. No.	Particulars	No. of shares held	Shareholding Ratio	Comments
b.1	Directors/Executives	1,22,70,820	31.566%	
b.2	Chief Executive Officer	Nil	-	
b.3	Chief Financial Officer	Nil	-	
b.4	Head of Internal Auditor	Nil	-	
b.5	Company Secretary	Nil	-	
c	Executives	Nil	-	
d	Shareholders holding 10% or more voting rights	Nil	-	
	Total:	1,22,70,820	31.566%	

RETIREMENT AND ELECTION/RE-ELECTION OF DIRECTORS

Sponsor Directors:

In accordance with the Articles 96 of the Articles of Association of the Company, two directors shall retire by rotation from office at the 24th Annual General Meeting. The retiring directors are:

- i. Md. Ali Hossain Nominated by Legendary Enterprises Ltd.
- ii. Mr. Ekramul Ameen FCA Nominated by Vibrant Endeavors Ltd.

Being eligible they offered themselves for re-election.

Public Shareholder Directors:

In accordance with the provision under Article 96 of the Article of Association of the Company and as provided under Insurance Act & Rules, Public notification with regard to election of Public Subscribers' Director has been published in the 2 (two) national Dailies (The Daily Sonali Barta & The Daily Morning Observer), but no nomination papers were received from the shareholders for election.

Independent Directors:

As per the BSEC's Corporate Governance Guidelines dated 03 June 2018, (i) At least one fifth (1/5) of the total number of directors in the company's board shall be independent directors, (ii) Independent Director(s) shall be appointment by the Board of Directors and approved by the shareholders in the Annual General Meeting(AGM), and (iii) 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.

APPOINTMENT/RE-APPOINTMENT OF AUDITORS

Financial Auditor:

Pursuant to section 210 of company Act, 1994, the Company's statutory auditors M/S Pinaki & Company, Chartered Accountants, shall retire & expired in the 24th Annual General Meeting.

M/S Pinaki & Company, Chartered Accountants have expressed their interest as a statutory auditors for the year December 31, 2024 of the Company. The BoD has endorsed the recommendation for appointment M/S Pinaki & Company, Chartered Accountants at a remuneration of BDT 250,000.00 including income tax. As such the matter is placed before the 24th AGM for kind approval.

Compliance Auditor:

Anil Salam Idris & Co. Chartered Accountants was the Corporate Governance Auditors for the year 2023. Since the said auditor is interested for reappointment as compliance auditor for the year 2024, the BoD has endorsed the recommendation for reappointment at a fee of Tk. 30,000.00 including income tax and the matter is placed before the 24th AGM for kind approval.

CORPORATE GOVERNANCE

The Directors of PILIL are committed in adopting the highest governance standard and implementing them in protecting the interests of shareholders, policy holders and all other

stakeholders. The Company has complied with all necessary guidelines under BSEC notification no. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018. A certificate of Compliance required under the said Guidelines, as provided by Shafiq Basak & Co., Chartered Accountants, is annexed in the Annual Report 2024.

Audit Committee:

The Committee plays an important role to ensure transparency, accountability in the operations of the Company and confirming that the activities are conducted within the framework of principles and policies as laid down by the Board, as well as the guidelines of the Securities and Exchange Commission's notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated June 03, 2018. The Audit Committee reviewed the financial statements of the company for the year ended 31st December, 2024 audited by the External Auditors stressing on the importance of the successful compliance within the company.

Nomination and Remuneration Committee (NRC):

In compliance with Notification No. BSEC/CMRRCD/2006-158/207/Admin and dated June 03, 2018 issued by the Bangladesh Securities & Exchange Commission, Padma Islami Life Insurance Ltd. formed a Nomination and Remuneration Committee (NRC). The NRC is responsible or accountable to the Board and to the Shareholders of the Company. Two meeting of NRC was held during the year 2023.

DECLARATION OR CERTIFICATION BY THE CEO AND THE CFO TO THE BOARD

The Details of discussion of declaration by the CEO and Finance Controller is appended separately.

DECLARATION OR CERTIFICATION BY THE SHARIAH BOARD

A declaration by the Shariah Committee on compliance with Islamic Shariah is appended separately.

MANAGEMENT DISCUSSION & ANALYSIS ON THE COMPANY'S POSITION AND OPERATION

Services to Policyholders:

The reputation and progress of the company largely depend on rendering prompt and quality service to the policyholders. Keeping this in view, we have further strengthened our Services and launched a One-stop Service center during the year, the Company has settled Maturity sarvial benefit surrenden claim & death Claims of significant amount totaling to Tk. 52.97 crores.

Human Resource Practices:

PILIL is committed to providing equal opportunities to all employees, irrespective of their gender, race, nationality, ethnic origin, or religion. PILIL is an inclusive employer and values diversity in its employees.

These extend to recruitment and selection, training, career development, flexible working arrangements, promotion and performance appraisal. Our corporate goal is to improve staff

engagement by measuring and responding to staff members' views and willingness to exert extra effort to achieve business success.

We provide necessary support to staff in order to manage change effectively. We credit the strength of our people for our organization's success, their understanding of strategy and goals, as well as their satisfaction with the work they do and how it contributes, are of critical importance.

We continue our efforts to create and maintain a highly skilled and motivated workforce. Through our succession planning initiatives, leadership capacity is identified and developed to ensure ongoing success through adequate training and motivation. The Manpower strength of the company at the end of 2023 was 280.

Information Technology:

Information and Communication Technology (ICT) has become indispensable for Insurance Companies in ensuring smooth operation and providing efficient services. Recognized this fact the Board has adopted a comprehensive ICT policy for the company.

ICT system of PILIL has been revamped by strengthening and securing the automation of services. The highly experienced and trained ICT professionals are working on implementing and developing the company's online integrated full-featured ERP System and other ICT infrastructure and constantly innovating and writing in-house programs to meet the needs of the company. Local Area Network (LAN) and other technologies have been in operation in the Head office and Branch offices.

Corporate Social Responsibility:

The Directors are sincere to discharge corporate responsibilities to the society. As a part of discharging corporate social responsibilities, PILIL has initiated a number programs and has been sponsoring various welfare activities, besides patronizing cultural activities in the country since its inception.

ACKNOWLEDGEMENT

On behalf of the Board of Directors, I take this unique opportunity to thank all our honorable Shareholders, Directors, our valued policyholders and CEO, all employees of our Company for their continued support & co-operation. I also express my sincere gratitude to our Members of Shariah Board, the Office of the Insurance Development and Regulatory Authority, Concerned Ministries, Registrar of Joint Stock Companies & Firms, Bangladesh Securities and Exchange Commission, Office of Dhaka & Chittagong Stock Exchanges, our Bankers and other esteemed well-wishers for their tremendous co-operation, support & confidence.

On behalf of Board of Directors,



AKM Shariat Ullah, FCA, ACCA
Chairman, Board of Directors



Anil Salam Idris & Co.
Chartered Accountants

Affiliated Firm of EMA Squared Chartered Accountants, UK.

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**Report to the Shareholders of
Padma Islami Life Insurance limited
On Compliance on the Corporate Governance Code**

We have examined the compliance status to the Corporate Governance Code by Padma Islami Life Insurance limited for the year ended 31 December 2023. This code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 of the Bangladesh securities & Exchange Commission.

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

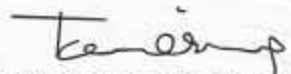
This is a scrutiny and verification and an independent audit on compliance of the Corporate Governance Code as well as the provisions of relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent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

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

- a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above-mentioned Corporate Governance Code issued by the Commission.
- b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standard (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code.
- c) Proper book of records has been kept by the company as required under the Companies act. 1994, the securities laws and other relevant laws; and
- d) The Governance of the company is satisfactory.

Place: Dhaka
Dated: 18 August 2024

Anil Salam Idris & Co.,
Chartered Accountants


S.M. Tauhidul Islam, FCA
Partner

BSEC CODE OF CORPORATE GOVERNANCE: OUR COMPLIANCE STATUS

Status of Compliance with the conditions imposed through Bangladesh Securities and Exchange Commission's (BSEC) Notification No. BSEC/CMRRC/2006-158/ 207/Admin/80 dated 03 June 2018 issued under Section 2CC of the Securities and Exchange Ordinance, 1969 is as follows (as per Annexure-C):

Report under Condition No. 9.00:

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks
		Complied	Not complied	
1.	Board of Directors			
1(1)	Size of the Board of Directors			
	The total number of members of the Company's Board of Directors shall not be less than 5 (five) and more than 20 (twenty).	✓		
1(2)	Independent Directors			
1(2) (a)	At least 2 (two) directors or one-fifth (1/5) of the total number of Directors in the Company's Board, whichever is higher, shall be Independent Directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director (s);"	✓		
1(2) (b)	Independent Director means a Director-			
1(2)(b)(i)	Who 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)(b)(ii)	Who is not a Sponsor of the Company or is not connected with the Company's any Sponsor or Director or Nominated Director or Shareholder of the Company or any of its Associates, Sister Concerns, Subsidiaries and Parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the Company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the Company; Provided that spouse, son, daughter, father, mother, brother, sister, son in-law and daughter-in-law shall be considered as family members;	✓		
1(2)(b)(iii)	Who has not been an executive of the Company in immediately preceding 2 (two) financial years;	✓		
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the Company or its Subsidiary or Associated Companies.	✓		
1(2)(b)(v)	Who is not a member or TREC (Trading Right Entitlement Certificate) Holder, Director or Officer of any Stock Exchange;	✓		
1(2)(b)(vi)	Who is not a Shareholder, Director excepting Independent Director or officer of any member or TREC Holder of Stock Exchange or an Intermediary of the Capital Market;	✓		
1(2)(b)(vii)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned Company's Statutory Audit firm or Audit Firm engaged in Internal Audit Services or audit firm conducting special Audit or Professional certifying compliance of this Code.	✓		
1(2)(b)(viii)	Who is not Independent Director in more than 5 (five) listed Companies.	✓		

1(2)(b)(ix)	Who has not been reported as a default in the latest credit information bureau (CIB) report of Bangladesh Bank for non-payment of any loan or advance or obligation to a bank or a financial institution;	√		
1(2)(b)(x)	Who has not been convicted for a Criminal Offence involving moral turpitude;	√		
1(2)(c)	The Independent Director (s) shall be appointed by the Board and approved by the Shareholders in the Annual General Meeting (AGM): "Provided that the board shall appoint the independent director, subject to prior consent of the commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company;	√		
1(2)(d)	The post of Independent Director (s) cannot remain vacant for more than 90 (ninety) days; and	√		
1(2)(e)	The tenure of office of an Independent Director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only;	√		
1(3)	Qualification of Independent Director			
1(3)(a)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business.	√		Stated in Their CV
1(3)(b)	Independent Director shall have following qualifications:			
1(3)(b)(i)	Business Leader who is or was a Promoter or Director of an unlisted Company having minimum paid-up capital of Tk.100.00 million or any listed Company or a member of any national or international chamber of commerce or registered business association; or"	N/A		
1(3)(b)(ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted Company having minimum paid up capital of Tk.100.00 million or of a listed Company;	N/A		
1(3)(b)(iii)	Former or existing official of the Government or Statutory or Autonomous or Regulatory Body in the position not below 5th Grade of the National Pay Scale, who has at least educational background of Bachelor Degree in economics or commerce or business or law; "Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service.	N/A		
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law;	√		
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	√		
1(3)(c)	The Independent Director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	√		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	N/A		
1(3)(e)	In special cases, the above qualifications may be relaxed subject to approval of the commission.	√		
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the Company shall be filled by different individuals;	√		

1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed Company shall not hold the same position in another listed Company;	√		
1(4)(c)	The Chairperson of the Board shall be elected from among the nonexecutive Directors of the Company;	√		
1(4)(d)	The Board shall clearly define respective Roles and Responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	√		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining Members may elect one of themselves from non-executive Directors as Chairperson for that particular Board's Meeting; the reason of absence of the regular Chairperson shall be duly recorded in the Minutes of the Board Meeting.	√		
1(5)	The Directors' Report to Shareholders			
1(5)(i)	An industry outlook and possible future developments in the industry;	√		
1(5)(ii)	The segment-wise or product-wise performance;	√		
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	√		
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	N/A		
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	N/A		
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	√		
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	N/A		
1(5)(viii)	An explanation if the financial results deteriorate after the Company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;	N/A		
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	N/A		
1(5)(x)	A statement of remuneration paid to the Directors including Independent Directors;	√		
1(5)(xi)	A statement that the financial statements prepared by the Management of the issuer Company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	√		
1(5)(xii)	A statement that proper books of account of the issuer Company have been maintained;	√		
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	√		
1(5)(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	√		
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	√		

1(5)(xvi)	A statement that minority Shareholders have been protected from abusive actions by, or in the interest of, controlling Shareholders acting either directly or indirectly and have effective means of redress;	√		
1(5)(xvii)	A statement that there is no significant doubt upon the issuer Company's ability to continue as a going concern, if the issuer Company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	√		
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer Company shall be highlighted and the reasons thereof shall be explained;	√		
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	√		
1(5)(xx)	An explanation on the reasons if the issuer Company has not declared dividend (cash or stock) for the year;	N/A		
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	√		
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each Director;	√		
1(5)(xxiii)	A Report on the pattern of Shareholding disclosing the aggregate number of Shares (along with name-wise details where stated below) held by:	√		
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	√		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	N/A		
1(5)(xxiii)(c)	Executives; and	√		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the Company (name-wise details);	N/A		
1(5)(xxiii)(e)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders: -	√		
1(5)(xxiv)(a)	A brief Resume of the Director;	N/A		
1(5)(xxiv)(b)	Nature of his or her expertise in specific functional areas;	N/A		
1(5)(xxiv)(c)	Names of companies in which the person also holds the Directorship and the membership of committees of the Board;	N/A		
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the Company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:	√		
1(5)(xxv)(a)	Accounting Policies and estimation for preparation of Financial Statements;	√		
1(5)(xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	√		
1(5)(xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	√		
1(5)(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√		
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	√		

1(5)(xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the Company;	√		
1(5)(xxv)(g)	Future Plan or Projection or forecast for Company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the Shareholders in the next AGM;	√		
1(5)(xxvi)	Declaration or Certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A .	√		
1(5)(xxvii)	The Report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C .	√		
1(5)(xxviii)	The Directors' report to the share holders does not require to include the business strategy or technical specifications related to products or services, which have business confidentiality.	√		
1(6)	Meetings of the Board of Directors			
1(6)	The Company shall conduct the Board Meetings and record the Minutes of the Meetings as well as keep required Books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	√		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1(7)(a)	The Board shall lay down a Code of Conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other Board Members and Chief Executive Officer of the Company;	N/A		
1(7)(b)	The Code of Conduct as determined by the NRC shall be posted on the website of the Company.	N/A		
2.	Governance of Board of Directors of Subsidiary Company			
2(a)	Provisions relating to the composition of the Board of the holding Company shall be made applicable to the composition of the Board of the subsidiary Company;	N/A		
2(b)	At least 1 (one) Independent Director on the Board of the holding Company shall be a Director on the Board of the subsidiary Company;	N/A		
2(c)	The Minutes of the Board meeting of the subsidiary Company shall be placed for review at the following Board meeting of the Holding Company;	N/A		
2(d)	The Minutes of the respective Board meeting of the holding Company shall state that they have reviewed the affairs of the subsidiary Company;	N/A		
2(e)	The Audit Committee of the holding Company shall also review the Financial Statements, in particular the investments made by the subsidiary Company.	N/A		
3.	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS)			
3(1)	Appointment			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√		

3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed Company shall not hold any executive position in any other Company at the same time: "Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group or reduction of cost or for technical expertise, with prior approval of the commission: "Provided further that the Remuneration and Perquisites of said CFO or CS shall be shared by appointing company proportionately;	√		
3(1)(d)	The Board shall clearly define respective Roles, Responsibilities and Duties of the CFO, the HIAC and the CS;	√		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and Stock Exchange (s).	√		
3(2)	Requirement to attend Board of Directors' Meetings			
3(2)	The MD or CEO, CS, CFO and HIAC of the Company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	√		
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed Financial Statements for the year and that to the best of their knowledge and belief:	√		
3(3)(a)(i)	Financial Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;	√		
3(3)(a)(ii)	Financial Statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws;	√		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the Company's Board or its members;	√		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report;	√		
4.	Board of Directors' Committee			
4(i)	Audit Committee; and	√		
4(ii)	Nomination and Remuneration Committee.	√		
5.	Audit Committee			
5(1)	Responsibility to the Board of Directors			
5(1)(a)	The Company shall have an Audit Committee as a Sub-Committee of the Board;	√		
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the Financial Statements reflect true and fair view of the state of affairs of the Company and in ensuring a good monitoring system within the business;	√		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√		

5(2)	Constitution of the Audit Committee			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	√		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non- executive Directors of the Company excepting Chairperson of the Board and shall include at least 1 (one) Independent Director;	√		
5(2)(c)	All members of the Audit Committee should be 'Financially Literate' and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience.	√		
5(2)(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	√		
5(2)(e)	The Company Secretary shall act as the secretary of the Committee;	√		
5(2)(f)	The Quorum of the Audit Committee meeting shall not constitute without at least 1 (one) Independent Director.	√		
5(3)	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an Independent Director;	√		
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the Minutes.	√		
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM);	√		
5(4)	Meeting of the Audit Committee			
5(4)(a)	The Audit Committee shall conduct at least four meetings in a financial year;	√		
5(4)(b)	The Quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an Independent Director is a must.	√		
5(5)	Role of Audit Committee			
5(5)(a)	Oversee the financial reporting process;	√		
5(5)(b)	Monitor choice of accounting policies and principles;	√		
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5(5)(d)	Oversee hiring and performance of external auditors;	√		
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		

5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	√		
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	√		
5(5)(h)	Review the adequacy of internal audit function;	√		
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	√		
5(5)(j)	Review statement of all related party transactions submitted by the management;	√		
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	√		
5(5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;	√		
5(5)(m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission,	N/A		
5(6)	Reporting of the Audit Committee			
5(6)(a)	Reporting to the Board of Directors			
5(6)(a)(i)	The Audit Committee Shall Report on its activities to the Board.	√		
5 (6)(a) (ii)	The Audit Committee shall immediately Report to the Board on the following findings, if any:	√		
5(6)(a)(ii)(a)	Report on Conflicts of Interests;	N/A		
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the Internal Audit and compliance process or in the Financial Statements;	N/A		
5(6)(a)(ii)(c)	Suspected infringement of Laws, Regulatory compliances including Securities related Laws, Rules and Regulations;	N/A		
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	N/A		
5(6)(b)	Reporting to the Authorities			
5(6)(b)	If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the Management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall Report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	N/A		
5(7)	Reporting to the Shareholders and General Investors			
5(7)	Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer Company.	√		
6.	Nomination and Remuneration Committee (NRC)			
6(1)(a)	The Company shall have a Nomination and Remuneration Committee (NRC) as a sub- committee of the Board;	√		

6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of Directors and top-level executive as well as a policy for formal process of considering remuneration of Directors, top level executive;	√		
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the Condition No. 6(5) (b).	√		
6(2)	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	√		
6(2)(b)	At least 02 (two) members of the Committee shall be non-executive Directors;	√		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	√		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	√		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	N/A		
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	N/A		
6(2)(g)	The Company secretary shall act as the secretary of the Committee;	√		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	√		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the Company.	√		
6(3)	Chairperson of the NRC			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	√		
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	√		
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the Shareholders;	√		
6(4)	Meeting of the NRC			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	√		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	√		
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h):	√		

6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	√		
6(5)	Role of the NRC			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the Shareholders	√		
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:	√		
6(5)(b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of a Director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering following:	√		
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable Directors to run the Company successfully;	√		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;	√		
6(5)(b)(i)(c)	Remuneration to Directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;	√		
6(5)(b)(ii)	Devising a Policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		
6(5)(b)(iii)	Identifying persons who are qualified to become Directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	√		
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of Independent Directors and the Board;	√		
6(5)(b)(v)	Identifying the Company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;	√		
6(5)(b)(vi)	Developing, recommending and reviewing annually the Company's human resources and training policies;	√		
6(5)(c)	The Company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	√		
7.	External or Statutory Auditors			
7 (1)	The issuer Company shall not engage its external or statutory auditors to perform the following services of the Company.	√		
7(1)(i)	Appraisal or valuation services or fairness opinions;	√		
7(1)(ii)	Financial Information Systems design and implementation;	√		
7(1)(iii)	Book-Keeping or other services related to the accounting records or financial statements;	√		
7(1)(iv)	Broker-Dealer Services;	√		
7(1)(v)	Actuarial Services;	√		
7(1)(vi)	Internal Audit services or special audit services;	√		
7(1)(vii)	Any service that the Audit Committee determines;	√		
7(1)(viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	√		
7(1)(ix)	Any other service that creates conflict of interest.	√		

7(2)	No partner or employees of the external audit firms shall possess any share of the Company they audit at least during the tenure of their audit assignment of that Company; his or her family members also shall not hold any shares in the said Company.	√		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the Shareholders.	√		
8.	Maintaining website by the Company			
8(1)	The Company shall have an Official Website linked with the website of the Stock Exchanges.	√		
8(2)	The Company shall keep the website functional from the date of listing.	√		
8(3)	The Company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	√		
9.	Reporting and Compliance of Corporate Governance			
9(1)	The Company shall obtain a Certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√		
9 (2)	The Professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the Shareholders in the Annual General Meeting.	√		
9 (3)	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 or not.	√		

The Board of Directors

Padma Islami Life Insurance Limited
Head office: Padma Life Tower
Dhaka-1000.

Subject: Declaration on Financial Statements for the year ended on 31st December 2023.

Dear Sirs,

Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. SEC/CMRCD2006-158/207/Admin/80 dated June 03, 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- (1) The Financial Statements of Padma Islami Life Insurance Limited for the year ended on 31st December, 2023 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh and any departure has been adequately disclosed;
 - (2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
 - (3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
 - (4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
 - (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed;
- and
- (6) The Management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that: -

- (i) We have reviewed the financial statements for the year ended on 31st December, 2023 and that to the best of our knowledge and belief:
 - (a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

Chief Executive Officer

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Quazi Ahsan Ul Alam Ansary
Chief Financial Officer (CFO)

AUDIT COMMITTEE REPORT For the Year 2023

Pursuant to the Notification issued by BSEC on Code of Corporate Governance, the BoD of PILIL formed the Audit Committee (the Committee) with its ToR as below:

Sl. No.	Name of Members	Designation	Status
01	Mr. Md. Belal Hussain, FCA	Independent Director	Chairman
02	AKM Sharif Ullah, FCA ACCA	Director	Member
03	Mr. Zaman Ara Begum	Director	Member
04	Prof. Dr. Serajul Hoque	Independent Director	Member
05	Md. Ali Hossain	Director	Member
06	Mr. Ekramul Ameen FCA	Director	Member

TOR OF THE AUDIT COMMITTEE:

Constitution of the Audit Committee

1. The Audit Committee shall be composed of at least 3 (three) members, who shall be directors of the company, including at least 1 (one) independent director.
2. The Board of Directors shall appoint members of the Audit Committee. It shall also select 1 (one) member, who shall be an independent director, to be its Chairman. Qualification of the members shall conform to the requirements of the Corporate Governance Guidelines.
3. When the term of service of any member expires or there is any circumstance causing any member to be unable to hold office until expiration of the term of service, thus making the number of the members to be lower than 3 (three), the Board of Directors shall appoint new member(s) to fill the vacancy (ies) immediately or not later than 1 (one) month from the date of vacancy (ies) to ensure continuity of the performance of work of the Audit Committee.
4. The company secretary shall act as the Secretary of the Audit Committee.

Meetings of the Audit Committee

1. The meetings of the Audit Committee shall be presided over by its Chairman.
2. The quorum of a meeting of the Audit Committee shall constitute by majority of members and shall not constitute without at least 1 (one) independent director.
3. The Audit Committee shall hold at least 5 (Five) meetings in a year to perform its duties and responsibilities.
4. The Audit Committee may invite the Chief Executive Officer, Head of Internal Audit or any other officials to attend the meeting.

5. The Audit Committee may request the internal and/or external auditors to submit valuation/evaluation report(s) on any specific issue.
6. All the observations/findings/recommendations of the Audit Committee shall be recorded in the minutes of the Committee.
7. The Secretary shall minute the proceedings and resolutions of all committee meetings, including the names of those present and in attendance and shall circulate the minutes of meetings of the Committee to all members of the Committee.

Duties and Responsibilities of the Audit Committee:

1. The Audit Committee shall be responsible for the following:
 - a. To oversee the financial reporting process of the company.
 - b. To monitor choice of accounting policies and principles.
 - c. To monitor Internal Control and Risk management processes.
 - d. To oversee hiring (appointment) of external auditors.
 - e. To oversee the performance of external auditors.
 - f. To review, along with the management, the annual financial statements before submission to the Board for approval.
 - g. To review, along with the management, the quarterly and half yearly financial statements before submission to the Board for approval.
 - h. To review the adequacy of Internal control and audit function.
 - i. To review statement of significant related party transactions submitted by the management.
 - j. To review Management Letters/ Management Report/ Letter of Internal Control Weakness issued by the statutory auditors.
 - k. To conduct a post-audit review of the audit findings including any significant suggestions for improvements provided to management by the statutory auditors.
2. The Audit Committee shall review whether all the applicable Rules, Regulations, Guidelines, Notifications, Directives, etc. framed/issued by the regulatory authorities have been complied with.
3. The Audit Committee shall immediately report to the Board of Directors on the following findings, if any:
 - i. report on conflicts of interests;
 - ii. suspected or presumed fraud/ irregularity/ material defect in internal control system;
 - iii. suspected infringement of laws, including securities related laws, rules and regulations;
 - iv. any other matter which shall be disclosed to the Board of Directors immediately.

- The Audit Committee shall prepare a report on activities carried out by itself, including reporting to the Board of Directors, during the year and disclose such report to the Shareholders and General Investors through the annual report of the company.

REPORT ON ACTIVITIES CARRIED OUT BY THE AUDIT COMMITTEE

In discharging its duties and responsibilities, during the year 2023, the Audit Committee of PILIL:

- Held a total of 05 (four) meetings. Attendance status was as below:

Sl. No.	Name of Members	Designation	Meeting Held	Meeting Attended
01	Mr. Md. Belal Hussain, FCA	Chairman	05	05
02	AKM Sharit Ullah, FCA ACCA	Member	05	05
03	Mrs. Zaman Ara Begum	Member	05	05
04	Prof. Dr. Serajul Hoque	Member	05	05
05	Md. Ali Hossain	Member	05	05
06	Mr. Ekramul Amin FCA	Member	05	05
06	Noor Mohammed Bhuiyan	Chief Executive Officer	05	05
07	Md. Akaturzzaman (Resign)	Company Secretary (CC)	05	05
08	Shakhawat Hossain (Resign)	Chief Financial Officer (CFO)	05	03
09	Md. Jahangir Alam Chowdhury (Late)	Head of Internal Audit	05	02

- Reviewed the quarterly and annual financial statements of the year 2023 and recommended for approval;
- Considered and made recommendation to the Board on the appointment and remuneration of financial and compliance auditors;
- Approved the Internal Audit Plan, monitored progress and effected revisions when necessary;
- Discussed Internal Audit reports and findings in detail with auditors and members of Management.

On behalf of the Audit Committee



Md. Belal Hussain, FCA

Chairman of the Audit Committee, PILIL

Dated: July 29, 2024

KEY FINANCIAL INDICATORS

Amount in (Million)

Sl. No.	Particulars	2019	2020	2021	2022	2023
01	First Year Premium Income	131.67	90.32	75.37	142.53	36.64
02	Renewal Premium Income	459.85	332.60	187.60	71.32	75.11
03	Group & Health Insurance Premium	70.59	65.66	100.66	102.85	99.42
04	Gross Premium	662.11	488.59	363.64	316.69	212.17
05	Reinsurance Premium	2.14	0.25	0.61	0.37	.042
06	Net Premium (4-5)	659.97	488.34	363.64	316.32	219.13
07	Retention Ratio (6/4) (%)	99.68%	99.95%	99.83%	99.88%	99.98%
08	First Year Premium Income Growth (%)	59.12	(31.41)	(16.54)	89.00	(74.29)
09	Renewal Premium Income Growth (%)	(2.33)	(27.67)	(43.60)	(61.90)	(5.31)
10	Gross Premium Income Growth (%)	12.45	(26.21)	(25.57)	(12.91)	(33.32)
11	First Year Commissions Paid for acquisition of life insurance business	55.98	43.42	37.18	64.49	37.25
12	Second Year Commissions paid for acquisition of life insurance business	4.61	4.21	1.04	1.52	1.10
13	Third and Later Year Commissions paid for acquisition of life insurance business	10.89	8.93	8.43	9.20	5.44
14	Total Commissions paid of acquisition of life insurance business (11+12+13)	71.48	56.56	46.65	75.21	43.79
15	First Year Commissions/First Year Premium (%)	34.92%	31.46%	49.33%	52.77%	60.16%
16	Second Year Commissions/Second Year Renewal Premium (%)	10.00%	10.00%	9.78%	1.07%	8.33%
17	Third and Later Year Commissions/Third and Later Year Premium (%)	5.00%	5.00%	4.76%	6.46%	4.18%
18	Management Express	294.55	186.8	144.09	189.35	129.24
19	Allowable Management Expenses	252.06	107.63	118.97	159.39	108.79
20	Excess Management Expenses (18-19)	42.48	29.19	25.12	29.96	20.45
21	Excess Management Expenses Ration (%)	12.47%	18.52	21.11%	18.80	18.80%
22	Overall Management Expenses Ration (%)	39.12%	38.24%	17.43%	15.82	15.82%
23	Renewal Expenses Ratio (%)	15.54%	23.68%	11.04%	56.06	6.03
24	Claims paid	687.52	650.49	321.61	525.50	251.19
25	Claims/Gross Premium (%)	103.84	133%	88.44%	165.94	118.39
26	Total Commission Expenses/Gross Premium (%)	10.80%	11.58%	12.83%	26.17	15.26
27	Investment Income	69.65	61.99	39.32	63.54	54.58
28	Investment Income/Gross Premium (%)	10.52%	12.69	10.91%	20.06	25.72
29	Yield on Life Fund (%)	4.96%	4.50%	3.19%	(2.79)	
30	Conservation Ratio (%)	78.10%	50.23%	38.42%	19.61%	
31	Second Policy Year Lapse Ratio (%) by number of Policies	82.91%	87%	76%	80.00%	94%
32	Third Policy Year Lapse Ratio (%) by number of polities	92.67%	90%	94%	95.00%	93%
33	Fourth Policy Year Lapse Ratio (%) by number of polities	94.48%	93%	94%	97.00%	97%
34	Fifth Policy Year Lapse Ratio (%) by number of polities	96.01%	95%	96%	96.00%	96%
35	Sixth Policy Year Lapse Ratio (%) by number of polities	97.00%	95%	96%	97.00%	97%
36	Second Policy Year Lapse Ratio (%) by Premium Amount	85.51%	73%	70%	84.00%	92%
37	Third Policy Year Lapse Ratio (%) by Premium Amount	93.18%	86%	95%	93.00%	92%
38	Fourth Policy Year Lapse Ratio (%) by Premium Amount	94.99%	90%	96%	96.00%	95%

Sl. No.	Particulars	2019	2020	2021	2022	2023
39	Fifth Policy Year Lapse Ratio (%) by Premium Amount	96.66%	92%	97%	97.00%	94%
40	Sixth Policy Year Lapse Ratio (%) by Premium Amount	96.10%	93%	96%	97.00%	96%
41	Market Price per Share (in BDT) at year end	17.40	20.50	47.90	41.00	41.20
42	Dividend yield (%)	-	-	0.42%	-	-
43	Outstanding Premium as at 31st December	144.47	184.46	154.52	629.70	406.81
44	Total Investment as at 31st December	508.81	543.36	599.71	468.58	472.58
45	Life Fund as at 31st December	209.79	131.40	124.63	(2,338.90)	-2544.12
46	Total Assets as at 31st December	2238.88	2246.33	3148.76	2,833.17	2677.53
47	Paid Up Capital as at 31st December	388.80	388.80	388.80	388.80	388.80
48	Paid Up Capital/Total Asset (%)	17.14%	17.31%	12.35	13.72	14.52
49	Net cash flow from operating activities	338.60	305.32	380.38	(382.33)	(134.57)
50	Net cash flow from Investing activities	(66.03)	(28.26)	(16.46)	16.55	(6.66)
51	Net cash flow from Financing activities	(449.09)	(310.49)	(329.39)	250.00	50.00
52	Net change in cash and cash equivalent	(17.65)	(33.43)	34.53	33.16	(91.22)

53. First Year and Renewal Premium Income

YEAR	2019	2020	2021	2022	2023	Description
	131671	86429	68369	11120		Number of new policies issued
2015	17.692	22.133	7.601	5.98	1.29	Renewal Premium out of the policies issued in 2017
2016	26.579	23.989	2.104	1.78	0.59	Renewal Premium out of the policies issued in 2018
2017	28.726	9.017	2.226	1.54	0.70	Renewal Premium out of the policies issued in 2019
2018	12.524	21.385	4.11	2.06	0.59	Renewal Premium out of the policies issued in 2020

54. Number of First Year and Renewal Policies

YEAR	2019	2020	2021	2022	2023	Description
	10398	1,20,105	8152	12159	2,777	Number of new policies issued
2015	1850	1947	844	617	974	Number of policies renewed out of the policies issued in 2017
2016	2753	1925	338	257	508	Number of policies renewed out of the policies issued in 2018
2017	2512	979	376	241	553	Number of policies renewed out of the policies issued in 2019
2018	1757	1460	627	317	524	Number of policies renewed out of the policies issued in 2020

N.A=Not Applicable

Dividend was not declared in 2023 due to non availability of Actuarial Valuation Report.



**INDEPENDENT AUDITOR'S REPORT
AND
FINANCIAL STATEMENTS
PADMA ISLAMI LIFE INSURANCE LIMITED.
For the Year 2023**

Independent Auditor's Report

To the Shareholders of Padma Islami Life Insurance Limited.

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the accompanying Financial Statements of Padma Islami Life Insurance Limited. ('company') which comprise Balance Sheet (Statement of Financial Position) as at December 31, 2023, and the Life Revenue Account (Statement of Profit or Loss and other Comprehensive Income Account), Statement of Changes in Equity, Statement of Cash Flows for the year then ended, and a summary of significant accounting policies.

In our opinion, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Insurance Act 2010, the Insurance Rules 1958, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

Basis for Qualified Opinion

1. Reference to note 8, Sadaka Fund (Padma Welfare Fund) amounting to Tk. 43,422,132/- for which we are unable to confirm due to lack of sufficient appropriate evidence.
2. Reference to note 20, We were unable to confirm cash at bank balance for the amount of Tk. 55,198,414/- due to lack of Bank statements for 134 Bank account of various bank.
3. Reference to note 17 and note 24, We are unable to confirm the rental income and rent receivable for the amount of Tk. 30,408,726/- and Tk. 852,911/- respectively due to lack of rental agreement between tenant and owner.
4. Reference to note 7, Life insurance fund shown negative balance for the amount of Tk. (2,544,120,079)/- as of December 31, 2023 and operating cash flows shown negative figure for the amount of Tk. (134,565,327)/- during the year under audit, where both negative figures raise significantly doubt about the company's ability to continue as a going concern.
5. Non-compliance with Section 72 of the Insurance Act 2010 was observed, that outstanding claims totaling Tk. 2,256,624,639/- did not settle within the mandated 90 days, and not make any provision for interest on these outstanding claims.
6. The company didn't comply deferred tax as per IAS-12.

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have

fulfilled our ethical responsibilities in accordance with the IESBA Code and the Institute of Chartered Accountants of Bangladesh (ICAB) Bye Laws. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our adverse opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of financial statements for the year 2023. These matters were addressed in the context of the audit of the financial statements as a whole, and in forming the auditor's opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matters described in the Basis for Opinion section we have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risk of material misstatements of the financial statements. These results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Risk	Our Responsibility
<p>Property, Plant & Equipment</p> <p>The carrying value of property, plant & equipment amounts to Taka 1,642,257,868/- This represents a significant amount in the company's statement of financial position as at 31 December 2023</p> <p>There is a risk of:</p> <ul style="list-style-type: none"> • determining which costs meet the criteria for capitalization; • determining the date on which the assets is recognized to property, plant and equipment and depreciation commences; • the estimation of economic useful lives and residual values assigned to Fixed asset. <p>We identified the carrying value of property, plant and equipment as a key audit matter because of the high level of management judgment involved and because of its significance to the financial statements.</p>	<p>Our audit procedures to assess the carrying value of property, plant & equipment included the following: Our audit procedures included controls testing and substantive procedures covering, in particular:</p> <ul style="list-style-type: none"> • Assessing the design, implementation and operating effectiveness of key internal controls over the completeness, existence and accuracy of property, plant and equipment including the key internal controls over the estimation of useful economic lives and residual values; • Assessing, on a sample basis, costs capitalized during the year by comparing the costs capitalized with the relevant underlying documentation, which included purchase agreements and invoices, and assessing whether the costs capitalized met the relevant criteria for capitalization. • Testing the key controls over the management's judgment in relation to the accounting estimates of the depreciable lives and residual values of property, plant and equipment. • Reconcile on a sample basis the additional capitalized costs for the year to the underlying invoices and supporting documents. • We reviewed minutes of board meetings for approval of the total capitalization cost.

	<ul style="list-style-type: none"> We assessed the company's capitalizations policy for compliance with IAS 16 and tested the expenditure capitalized against the capitalizations Policy. We traced payments to supporting documents. We assessed the adequacy of the disclosures of the financial statements.
See note no 21.0 and Annexure to the financial statements.	
Valuation of Life Fund	
<p>Valuation of life fund involves complex and subjective judgments about future events, both internal and external to the business, for which small changes in assumptions can result in material impacts to the valuation of these liabilities.</p> <p>At 31 December 2023, the company reported total balance under the head of Life Insurance Fund of BDT (2,544,120,079.00); 2022: BDT (2,338,901,845.00).</p>	<p>The work to address the valuation of life fund included the following procedures:</p> <ul style="list-style-type: none"> Understood the governance process in place to determine the life fund. Reviewed the actuarial report and assessed the reasonableness of the assumptions used to estimate the liability. Tested key judgment and controls over the liability, including the preparation of the manually calculated components. We focused on the consistency in treatment and methodology period-on-period. <p>Based on the work performed and the evidence obtained, we consider the assumption used to be appropriate.</p>
See note no.7.00 to the financial statements	
Premium Income	
<p>Gross insurance premiums amount of Tk. 211,169,545/- is comprison the net premiums amount of Tk. 211,127,985/- received for the whole period of cover provided by contracts entered into during the accounting period.</p> <p>Given the important nature, connections to other items to the financial statements and sensitivity of the item we believe this area pose high level of risk.</p>	<p>Carried out cut-off testing to ensure unearned premium income has not been included in the premium income.</p> <p>On a sample basis reviewed policy to ensure appropriate policy stamp was affixed to the contract and the same has been reflected in the premium register.</p> <p>Ensured on a sample basis that the premium income was being deposited in the designated bank account.</p> <p>Tested on a sample basis to see that appropriate VAT was being collected and deposited to bank through Treasury Challan.</p> <p>For a sample of insurance contracts tested to see if appropriate level of reinsurance was done and whether that reinsurance premium was deducted from the gross premium.</p> <p>Applying specialist judgment ensured if there is any impairment of the reinsurer.</p> <p>Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards, Insurance Act 1938 (as amended in 2010), Insurance Rules, 1958 and other applicable rules and regulations and regulatory guidelines.</p>

Other Matter

The financial statements of Padma Islami Life Insurance Limited for the year ended 31 December 2022 were audited by Another auditor who expressed a qualified opinion on those statements on 17 July 2023.

Other information

Management as well as Directors are responsible for the other information. The other information comprises all of the information in the annual report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements that give a true and fair view in accordance with IFRSs, the Companies Act 1994, the Insurance Act 2010, the Insurance Rules 1958 (as amendment in 2010), the Securities and Exchange Rules 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgments and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.


Report On Other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, the Insurance Act 2010, the Insurance Rules 1958, the Securities and Exchange Rules 1987 and relevant notifications issues by Bangladesh Securities and Exchange Commission, we also report that:

- We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- In our opinion, proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books; and
- The statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account.

Place: Dhaka
Dated: 31 July 2024
DVC: 2407310908AS875658


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Ajit Kumar Paul FCA
Managing Partner
ICAB Enrollment No: 0908
Pinaki & Company
Chartered Accountants

PADMA ISLAMI LIFE INSURANCE LIMITED.
STATEMENT OF FINANCIAL POSITION
as at 31 December 2023

CAPITAL AND LIABILITIES	Notes	Amount in Taka	
		2023	2022
SHAREHOLDERS' CAPITAL			
Authorised Capital			
100,000,000 Ordinary Shares of Tk.10/- each		1,000,000,000	1,000,000,000
Issued, Subscribed and Paid-up			
38,880,000 Ordinary Shares of Tk.10/- each	5.0	388,800,000	388,800,000
Balance of Fund and Accounts			
Revaluation Reserve	6.0	889,663,515	889,663,515
Life Insurance Fund	7.0	(2,544,120,079)	(2,338,901,844)
Sadaka Fund (Padma Welfare Fund)	8.0	43,422,132	43,422,132
Amount due to other persons or bodies Carrying on Insurance Business	9.0	-	323,030
Liabilities and Provisions		3,899,762,572	3,849,859,994
Estimated Liabilities in Respect of Outstanding claims whether due or intimated.	10.0	2,256,624,639	2,256,634,639
Sundry Creditors	11.0	103,137,933	103,225,355
Premium Deposit	12.0	-	-
Long Term Borrowing (Non-cost Bearing)	13.0	1,540,000,000	1,490,000,000
Total Capital and Liabilities		2,677,528,140	2,833,166,827

Annexed notes form an integral part of these Financial Statements.
Signed as per annexed report of even date



Chief Financial Officer



Chief Executive Officer



Director



Director



Chairman

Place: Dhaka
Dated: 31 July 2024
DVC: 2407310908AS875658


Ajit Kumar Paul FCA
Managing Partner
ICAB Enrollment No: 0908
Pinaki & Company
Chartered Accountants

PADMA ISLAMI LIFE INSURANCE LIMITED.
STATEMENT OF FINANCIAL POSITION
as at 31 December 2023

PROPERTY AND ASSETS	Notes	Amount in Taka	
		2023	2022
Loan on Policies within their surrender value	14.0	223,167	255,656
Investments	15.0	472,579,704	468,582,410
Un-realized Loss on Investment	15.0.01	27,579,553	76,771,912
Outstanding Premium	16.0	40,681,478	62,969,623
Profit, Dividend & Rent Accrued but not Due	17.0	14,113,604	14,221,471
Advances, Deposits and Prepayments	18.0	388,855,221	363,488,203
Cash, Bank and Other Balances		89,751,852	180,975,763
Fixed Deposit with Banks	19.0	30,912,900	25,565,609
SND & CD with Banks	20.0	58,807,321	153,786,220
Cash in Hand		31,631	1,623,934
Other Assets		1,643,743,560	1,665,901,788
Padma Life Tower & other Fixed Assets (At Cost Less Depreciation)	21.0	1,642,257,868	1,665,006,375
Printing, Stationery & Stamps in Hand	22.0	1,485,692	895,413
Total Property and Assets		2,677,528,140	2,833,166,827

Annexed notes form an integral part of these Financial Statements.
Signed as per annexed report of even date



Chief Financial Officer



Chief Executive Officer



Director




Director



Chairman

Place: Dhaka
Dated: 31 July 2024
DVC: 2407310908AS875658


Ajit Kumar Paul FCA
Managing Partner
ICAB Enrollment No: 0908
Pinaki & Company
Chartered Accountants

PADMA ISLAMI LIFE INSURANCE LIMITED.
LIFE REVENUE ACCOUNT
for the year ended 31 December 2023

PARTICULARS	Notes	Amount in Taka	
		2023	2022
Balance of Fund at the Beginning of the Year		(2,338,901,846)	124,630,989
Less- Prior Adjustment (Under provision of Commission)		(40,136,676)	(1,895,422,169)
Less- Prior Adjustment (Over provision of premium Income)		-	(209,108,077)
Restated Balance as on 01.01.2023		(2,379,038,522)	(1,979,899,258)
Premium Less Re-Insurance			
Total First Year Premium	23.0	36,642,813	142,525,759
First Year Premium (Ekok Bima)		34,522,287	136,675,725
First Year Premium (Khudra Bima)		2,120,526	5,850,034
Total Renewal Premium		75,107,378	71,319,707
Renewal Premium (Ekok Bima)		61,136,911	49,441,939
Renewal Premium (Khudra Bima)		13,970,467	21,877,768
Total Conventional Premium (First Year +Renewal)		111,750,191	213,845,466
Total Group Insurance Premium		99,419,354	102,847,885
Group Insurance Premium		99,419,354	102,847,885
Gross Premium (Conventional + Group)		211,169,545	316,693,351
Less: Re-Insurance premium		41,560	370,362
Net Premium		211,127,985	316,322,989
Total Other Income		59,541,341	70,717,107
Profit, Dividend and Rent	24.0	54,575,312	63,536,199
Other Income	25.0	4,966,029	7,180,908
Total Income (Current Year)		270,669,326	387,040,096
Grand Total (Beginning Fun + Current Year Income)		(2,108,369,195)	(1,592,859,162)



PADMA ISLAMI LIFE INSURANCE LIMITED.
LIFE REVENUE ACCOUNT
for the year ended 31 December 2023

PARTICULARS	Notes	Amount in Taka	
		2023	2022
First Year Premium, Where the Maximum Premium Paying Period is -			
Single		10,323,567	25,153,407
Two Years		-	-
Three Years		-	402,472
Four Years		94,950	618,955
Five Years		1,762,089	2,504,340
Six Years		1,058,228	1,068,386
Seven Years		-	109,068
Eight Years		1,624,854	2,628,144
Nine Years		22,464	71,446
Ten Years		7,039,628	14,333,206
Eleven Years		43,663	408,676
Twelve Years or over		14,673,370	95,227,659
(Including Throughout Life)		36,642,813	142,525,759
Claim Under Policies (Including Provision for Claim Due or Intimated) Less Re-Insurance		251,182,113	526,664,333
By Death		28,546,247	35,383,775
By Maturity		174,828,501	333,321,628
By Survival Benefit		46,801,150	157,299,753
By Surrender		1,006,215	659,177
Expenses of Management		129,238,306	189,352,219
Commission Expenses		45,092,354	82,873,683
(a) Commission to Insurance Agents (less that on Re-Insurance)		36,288,639	75,216,662
(b) Allowances and Commission other than Commission Included in Sub-Item (a) above		8,803,715	7,657,021
Other Management Expenses		84,145,952	106,478,536
Salaries & Allowance (other than to agents and those contained in the allowances and commission)		51,995,427	66,744,430
Conveyance Bill		1,003,705	1,015,683
Board & Other Meeting Fees		1,961,799	2,349,359
Audit Fees		327,750	186,500
Shariah Meeting Fees		-	52,800



PADMA ISLAMI LIFE INSURANCE LIMITED.

LIFE REVENUE ACCOUNT

for the year ended 31 December 2023

PARTICULARS	Notes	Amount in Taka	
		2023	2022
Medical Expenses		9,430	-
Professional Fees & Legal Expenses		977,617	228,126
Registration & Renewal Fees		366,428	251,552
Advertisement & Publicity Expenses		145,572	202,723
Printing Expenses		978,261	628,931
Stationery Expenses		1,022,088	691,091
Policy Stamp Expenses		370,008	402,507
Revenue Stamp Expenses		120,000	290,420
Postage & Courier Expenses		264,829	214,027
Telephone & Fax Expenses		83,173	68,079
Mobile & Internet Expenses		1,261,921	1,640,195
UMP (IDRA) Expenses		704,421	492,245
Training & Recruitment Expenses		144,226	41,400
Office Rent Expenses		7,632,535	9,752,428
Service Charge against Office Rent Expenses		-	1,650,616
Office Maintenance Expenses (Repair & Maintenance Exp.)		1,928,856	1,316,119
Gas, Water & Electricity Expenses		4,090,125	3,754,258
Expenses agt. Electronic Items		267,364	299,839
Car Fuel Expenses		1,586,456	1,386,609
Car Repair & Maintenance Expenses		995,216	909,804
Car Renewal, Registration & Insurance Expenses		483,077	158,792
Motor Car Insurance		48,741	-
Bank Charges & Others Expenses		475,845	1,035,706
Entertainment Expenses		1,119,207	1,180,749
Fees, Donation & Subscription Expenses		1,407,603	2,360,649
Paper and periodicals		3,046	-
Trade License Expenses		9,000	28,000
License Expenses		579,356	-
IT Expenses		1,228,115	176,611
Actuarial Valuation Fee		-	1,150,000
Cleaning & Washing Expenses		39,480	29,838
Miscellaneous Expenses		-	-
Rates, Tax & VAT		-	5,788,450
Let Fee		448,272	-
Others - Profit commission on Group Insurance		67,003	-



PADMA ISLAMI LIFE INSURANCE LIMITED.
LIFE REVENUE ACCOUNT
for the year ended 31 December 2023

PARTICULARS	Notes	Amount in Taka	
		2023	2022
OTHER EXPENSES		55,330,465	30,026,132
Depreciation on Fixed Assets		28,738,191	30,026,132
Realized Loss on Sale of Share		26,592,274	-
Appropriation			
Total Expenses (Current Year)		435,750,884	746,042,684
Current Year Fund		(165,081,558)	(359,002,589)
Balance of Fund at the End of the Year as Shown in the Balance Sheet 2023		(2,544,120,079)	(2,338,901,846)
Grand Total (Closing Fund + Current Year Expenses)		(2,108,369,194)	(1,592,859,162)

Annexed notes form an integral part of these Financial Statements.
Signed as per annexed report of even date


Chief Financial Officer



Chief Executive Officer


Director


Director


Chairman

Place: Dhaka
Dated: 31 July 2024
DVC: 2407310908.AS875658


Ajit Kumar Paul FCA
Managing Partner
ICAB Enrolment No: 0908
Pinaki & Company
Chartered Accountants

PADMA ISLAMI LIFE INSURANCE LIMITED.**STATEMENT OF LIFE INSURANCE FUND**

as at 31 December 2023

(As per Sub-Section-2 of Section-26 of Insurance Act 2010)

PARTICULARS	Amount in Taka	
	2023	2022
A. ASSETS		
Loan on Insurer's policies within their surrender value	223,167	255,656
Investments	472,579,704	468,582,410
Un-realized Loss on Investment	27,579,553	76,771,913
Outstanding Premium	40,681,478	62,969,623
Profit, Dividend & Rent accrued but not due	14,113,604	14,221,472
Advances, Deposits & Prepayments	388,855,223	363,488,203
Cash, Bank and Other Balances	89,751,852	180,975,763
Fixed Assets (at cost less depreciation)	1,642,257,868	1,665,006,375
Printing & Stationery Stamps in Hand	1,485,692	895,413
	2,677,528,140	2,833,166,826
B. LIABILITIES		
Amount due to other persons or bodies carrying on insurance business	-	323,030
Estimated Liabilities in Respect of Outstanding claims whether due or intimated	2,256,624,639	2,256,634,639
Revaluation Reserve	889,663,515	-
Sundry Creditors	103,137,933	103,225,355
Sadaka Fund (Padma Welfare Fund)	43,422,132	43,422,132
Long Term Loan	1,540,000,000	1,490,000,000
	3,943,184,704	3,893,605,156
C. Gross Fund (A - B)	(1,265,656,564)	(1,060,438,329)
D. Shareholder's Capital (Paid-up Capital)	388,800,000	388,800,000
E. Revaluation Reserve	889,663,515	889,663,515
E. Life Insurance Fund as at 31 December 2023 (C - D)	(2,544,120,079)	(2,338,901,844)

Annexed notes form an integral part of these Financial Statements.

Signed as per annexed report of even date


Chief Financial Officer


Chief Executive Officer


Director


Director


Chairman



PADMA ISLAMI LIFE INSURANCE LIMITED.

FORM "AA"

CLASSIFIED SUMMARY OF THE ASSETS

as at 31 December 2023

Class of Assets	Book Value	Market Value	Remarks
INVESTMENTS	500,159,257	545,354,322	Realizable Value
CASH, BANK & OTHER BALANCES	89,751,852	180,975,763	
Cash in Fixed Deposit with Banks	30,912,900	25,565,609	Book Value
Current & STD Accounts with Banks	58,807,321	153,786,220	Book Value
Cash in Hand	31,631	1,623,934	Book Value
Interest, Dividend & Rent Accrued but not due	14,113,604	14,221,471	Realizable Value
OTHER ASSETS	2,073,503,426	2,092,615,270	
Outstanding Premium	40,681,478	62,969,623	Realizable Value
Printing, Stationery & Stamps in Hand	1,485,692	895,413	At Cost
Advances, Deposits & Prepayments	388,855,221	363,488,203	Realizable Value
Loan on policies	223,167	255,656	Realizable Value
Fixed Assets (At cost less depreciation)	1,642,257,868	1,665,006,375	Written Down Value
TOTAL	2,677,528,140	2,833,166,827	

Annexed notes form an integral part of these Financial Statements.

Signed as per annexed report of even date


Chief Financial Officer


Chief Executive Officer


Director


Director


Chairman




PADMA ISLAMI LIFE INSURANCE LIMITED.
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
for the year ended 31 December 2023

Particulars	Share Capital	Share Premium	General Reserve	Reserve for Exceptional Losses	Retained Earnings	Total Taka
Equity as on 01 January 2023	388,800,000	-	-	-	-	388,800,000
Addition during the year (Bonus Share)	-	-	-	-	-	-
Equity as on 31 December 2023	388,800,000	-	-	-	-	388,800,000

PADMA ISLAMI LIFE INSURANCE LIMITED.
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
for the year ended 31 December 2022

Particulars	Share Capital	Share Premium	General Reserve	Reserve for Exceptional Losses	Retained Earnings	Total Taka
Equity as on 01 January 2022	388,800,000	-	-	-	-	388,800,000
Addition during the year (Bonus Share)	-	-	-	-	-	-
Equity as on 31 December 2022	388,800,000	-	-	-	-	388,800,000

Annexed notes form an integral part of these Financial Statements.
Signed as per annexed report of even date


Chief Financial Officer


Chief Executive Officer


Director


Director


Chairman



PADMA ISLAMI LIFE INSURANCE LIMITED.

STATEMENT OF CASH FLOWS

for the year ended 31 December 2023

PARTICULARS	Notes	Amount in Taka	
		2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Collection from Premium	26.0	233,457,690	253,353,366
Investment Income and other Income Received	27.0	59,649,208	73,725,060
Claim payment	28.0	(251,192,113)	(529,713,998)
Payment for Management Expenses and others	29.0	(136,343,436)	(179,693,592)
Less- Prior Adjustment (Under provision of Commission)		(40,136,676)	-
Net Cash Flows from Operating Activities		(134,565,327)	(382,329,164)
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of Fixed Assets	30.0	(6,897,045)	(4,461,315)
Disposal of Fixed Asset	31.0	4,235,755	2,050,000
Investment Made during the Period	32.0	(3,997,294)	167,904,449
Net Cash Flows Used by Investing Activities		(6,658,584)	165,493,134
CASH FLOWS FROM FINANCING ACTIVITIES			
Long Term Borrowing		50,000,000	250,000,000
Net Cash Flows Used by Financing Activities		50,000,000	250,000,000
Net Increase/Decrease in Cash and Cash Equivalents		(91,223,911)	33,163,970
Cash and Cash Equivalents at the Beginning of the Period		180,975,763	147,811,792
Cash and Cash Equivalents at the End of the Period		89,751,852	180,975,763

Annexed notes form an integral part of these Financial Statements.

Signed as per annexed report of even date



Chief Financial Officer



Chief Executive Officer



Director



Director



Chairman



PADMA ISLAMI LIFE INSURANCE LIMITED.
NOTES TO THE FINANCIAL STATEMENTS
as at and for the year ended 31 December 2023

1. LEGAL STATUS AND NATURE OF BUSINESS

Padma Islami Life Insurance Limited was incorporated on April 26, 2000 as a Public Limited Company under the Companies act 1994 and was registered with the Department of Insurance on April 30, 2000. The Company is engaged in Life Insurance Business.

The Company went for public issue in March 2012 and the Shares of the Company are listed in both Dhaka Stock Exchange Ltd and Chittagong Stock Exchange Ltd.

2. COMPONENTS OF THE FINANCIAL STATEMENTS

The Financial Statements include the following Components:

- i) Statement of Financial Position
- ii) Life Revenue Accounts
- iii) Statement of Cash Flow
- iv) Changes in shareholder Equity and
- v) Accounting Policies and Explanatory Notes
- vi) Classified Summary of Assets (Form AA)
- vii) Statement of Life Insurance Fund

3. BASIS OF PRESENTATION AND STATEMENT OF COMPLIANCE

The following underlying assumptions, measurement bases, laws, rules, regulations and accounting pronouncements have been considered in preparing the Financial Statements:

- Going concern
- Accrual unless stated otherwise (except branch office)
- Historical cost Convention
- The Insurance Act. 2010 as amended
- The Insurance Rule 1958
- The Companies Act. 1994
- The Securities and Exchange Commission Rules-1987
- The Income Tax Act 2023
- The International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as adopted by the Institute of Chartered Accountant of Bangladesh (ICAB)
- Any other applicable legislation.

Application of International Financial Reporting Standards (IFRS)

The Accounting and Financial Reporting Standards that are applicable for the financial statements for the year under review, include the following:



IAS/IFRS	Status of Application
IAS 1	Applicable
IAS 7	Applicable
IAS 8	Applicable
IAS 10	Applicable
IAS 12	Applicable
IAS 16	Applicable
IAS 19	Applicable
IAS 24	Applicable
IAS 32	Applicable
IAS 34	Applicable
IAS 38	Applicable
IFRS 4	Applicable
IFRS 7	Applicable
IFRS 9	Applicable
IFRS 13	Applicable
IFRS 15	Applicable
IFRS 16	Applicable

4. SIGNIFICANT ACCOUNTING POLICIES

4.01 Revenue recognition

The revenue is recognized after satisfying all the conditions for revenue recognition as provided IFRS 15: New business premiums are recognized once the related policies/First Premium Receipts (FPR) have been issued and the premiums received by the Company. Premium received before issuance of FPR are recognized as liability. Renewal outstanding premium under the policies are recognized as income within financial period of which premium are subsequently received.

4.02 Date of Authorization of Financial Statements

The Board of Directors has approved these financial statements 29 June 2024

4.03 Going Concern

The Financial statements of the company are prepared on a going concern basis. As per management assessment there are no material uncertainties related to events or conditions which may cast significant doubt upon company's ability to continue as a going concern. Besides, the management is not aware of any other material uncertainties that may cast significant doubt upon the company's ability to continue as a going concern

4.04 Investments

i) Investment in Govt. Securities

Investments in Govt. Securities are recognized as per the guidelines of IFRS-39. Profit on investments is accounted for on accrual basis.

ii) Investment in Shares

Investment in Shares is considered at cost price at Balance Sheet date. Unrealized loss due to fall of Market Price i.e.; Difference between cost price and market price is considered separately as Un-realized Gain/(Loss) on Investment.

4.05 Depreciation on Fixed Assets

Depreciation on Fixed Assets has been calculated adopting diminishing balance method on all classes and on the estimated useful life of Fixed Assets. Methods and rates of providing depreciation are consistently applied in relation to previous year (s).

Details	Rate of Depreciation
Padma Life Tower & Building	5%
Flat & Building	5%
Furniture & Fixture	15%
Office Decoration	20%
Office Equipment	15%
Motor Vehicles	20%
Electric Installation	10%
Telephone Installation	10%
Sign Board	20%
Computer & Printer	15%
Software	50%

4.06 Contingent Liability

The company has the following contingent liabilities as on 31st December 2023.

SL.	Assessment Year	Tax Amount	Remarks
1	2014-2015	38,918,134	Appeal Filed & waiting for Decision.
2	2015-2016	18,997,196	Appeal Filed & waiting for Decision.
3	2016-2017	87,223,809	Appeal Filed & waiting for Decision.
4	2017-2018	169,171,662	Appeal Filed & waiting for Decision.
5	2019-2020	134,782,256	Appeal Filed & waiting for Decision.
TOTAL		449,093,057	

4.07 Bank Account

We have no bank Account except mentioned bank Account in the Financial position of the company.

4.08 EPS & Net Assets Value

we could not calculate Earnings per share and Net Asset Value due to lack of update Actuarial valuation report.

4.09 Inventories

Inventories comprising of Printing Materials, Stocks of Stationery and Stamps have been valued at lower of cost and net realizable value as outlined in IAS-2.



4.10 Taxation

Provision for taxation is based on taxable income determined under the Fourth Schedule of the Income Tax Ordinance on the basis of Actuarial Valuation Report and the Accounts.

Tax provision has not been made in the financial statements during the year due to business recession and no actuarial valuation has been conducted since 2017.

As the profits and gains from Life Insurance Business are determined under the 4th Schedule of the ITO, the Management feels it is not necessary to make estimate of deferred Tax Assets/ Liabilities at this stage as per provision of IAS-12.

4.11 Commission

Commission to Insurance Agents (less that received on Re-Insurance) represents First Year Commission, Renewal Commission and Group Commission. Allowance and Commission (Other than Commission to Insurance Agents less that on Reinsurance) represent Filed Officers Salary and Allowances including incentive Bonus.

4.12 Risk and uncertainties for use of estimates in preparation of Financial Statements

Preparation of Financial Statements in conformity with the Bangladesh Accounting Standards requires management to make estimates and assumption that effect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statement and revenue and expenses during the period reported. Actual result could differ from those estimates. Estimates are used for accounting of certain items such as long-term contracts, depreciation and amortization, employees benefit plans, taxes, reserves and contingencies.

4.13 Statement of Cash Flows

Statement of Cash Flows is prepared on Direct Method in accordance with IAS-7.

Cash Flows from Operating Activities have been presented under Direct Method as outlined in the Securities and Exchange Rules 1987.

Cash and Cash equivalents comprise of cash in hand, Cash at Banks including Fixed Deposits and other balances which were available for use of the Company without any restriction and it also includes Collection in hand which are fully collected subsequently.

4.14 Employees' Benefit Plans IAS-19

ii) Gratuity

According to management decision Gratuity Fund Payable Amounting Tk. 20, 488,642/-will be transfer to Gratuity Fund near future.



4.15 Responsibility for Preparation and presentation of Financial Statements

The Management of the Company is responsible for the preparation and presentation of Financial Statements under section 183 of the Companies Act, 1994 and as per the provision of The Framework for the preparation and presentation of Financial Statements issued by the international Accounting Standards Committee (IASC) as adopted by the institute of the Chartered Accountants of Bangladesh (ICAB).

4.16 Claims

Survival Benefit, claims and annuities are accounted for when due for payment. Death claims and all others claims are accounted for when intimated. Provision for outstanding death claims has been made based on the intimation of the death claims received up to 31 December 2023.

4.17 Reporting period

Financial Statement of the Company covers one Calendar year from January 01 to December 31, 2023.

4.18 Comparative

Comparative information has been disclosed in respect of the previous years for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current year Financial Statements.

Previous year's figure has been re-arranged whenever considered necessary to ensure better comparability with the current year presentation without causing any impact on the profit and value of assets and liability as reported in the Financial Statement.

4.20 Reporting currency

The figures in the financial statement represent Bangladesh Currency (Taka). Figures have been rounded off to the nearest Taka.



5.0 SHARE CAPITAL

Authorized Capital

100,000,000 Ordinary Shares of Tk.10 each.

Issued, Subscribed & Paid-up

38,880,000 Ordinary Shares of Tk.10 each fully paid-up

Amount in Taka	
2023	2022
1,000,000,000	1,000,000,000
388,800,000	388,800,000

Distribution Schedule of Paid-up Capital

Category of Shareholders	Share holding(%)	2023	2022
Sponsor	0.35	135,265,400	135,265,400
General Public	0.65	253,534,600	253,534,600

As per listing Regulations 20(2) of the Stock Exchange regarding shareholding position of different categories of investors and the number of shareholders and percentage as on 31 December 2023 is given below:

Category of Share Holders	Share Holding Range	No. of Shares	No. of Share Holders	Share Holding %
Sponsor	501-300000	3000	3	0.0077%
	300001-400000	-	-	-
	400000-700000	-	-	-
	700001-1000000	-	-	-
	1000001-2000000	-	-	-
	2000001-2500000	2,388,320	1	6.14%
	2500001-3000000	8,041,620	3	20.683%
	3000001-3500000	3,093,600	1	7.957%
	Sub Total	13,526,540	8	34.79%
General Public	001-5000	4,355,966	4,867	11.20%
	5001-10000	1,562,494	207	4.02%
	10001-20000	1,808,214	129	4.65%
	20001-30000	918,554	37	2.36%
	30001-50000	1,363,741	34	3.51%
	50001-100000	1,217,625	18	3.13%
	100001-500000	2,888,523	14	7.43%
	500001-1000000	3,000,304	4	7.72%
	1000001-1500000	4,690,039	4	12.06%
	1500001-2000000	3,548,000	2	9.13%
	Sub Total	25,353,460	5,316	65.21%
Total	38,880,000	5,324	100.00%	



6.0 As per decision of the 179th meeting of Board of Directors held on 24 March, 2022 Padma Tower (14 storied Head Office Building situated in 115, Kazi Nazrul Islam Avenue, Bangla Motor, Dhaka-1000) was revalued at an amount of tk. 1,445,208,625 as per valuation report (attached in Annexure-B) with effect from against book value of TK. 555,545,110 as on 31 December, 2021 posting a revaluation surplus of TK. 889,663,515.

7.0 LIFE INSURANCE FUND

This consists of accumulated balance of revenue surplus

Opening Balance

Add: Increase/(Decrease) in Life Revenue Account during the year

Amount in Taka	
2023	2022
(2,338,901,845)	124,630,990
(205,218,234)	(2,463,532,834)
(2,544,120,079)	(2,338,901,845)

8.0 SADAKA FUND (PADMA WELFARE FUND)

Opening Balance

Add: Transfer from BGTB Profit

43,422,132	43,422,132
-	-
43,422,132	43,422,132

9.0 AMOUNT DUE TO OTHER PERSONS OR BODIES CARRYING ON INSURANCE BUSINESS

The amount represents the balance due to Barents Reinsurance SA, Luxembourg Brance on account of share of re-insurance commission and share of claim after adjustment of re-insurance premium due to them. The balance to Barents Reinsurance SA, Luxembourg Brance has been accounted for the year ended 31 December 2022.

Opening Balance

Add: Intimated during the year

323,030	345,055
-	71,514
323,030	416,569

Less: Paid during the year

Less: Prior year adjustment during the year

323,030	93,539
-	-
-	323,030

10.0 ESTIMATED LIABILITIES IN RESPECT OF OUTSTANDING CLAIMS WHETHER DUE OR INTIMATED

a) Death Claims

Opening Balance

Add: Claim intimated during the year

Less: Re-Insurance claim received

Less: Paid during the year

Closing Balance

6,845,750	23,681,449
28,546,247	35,383,775
35,391,997	59,065,224
-	-
35,391,997	59,065,224
28,546,247	52,219,474
6,845,750	6,845,750



	Amount in Taka	
	2023	2022
b) Maturity Claims		
Opening Balance	2,091,967,819	330,781,407
Add: Prior Year Adjustment (Under Provision of Claims)	-	1,895,422,169
Restated Opening Balance as on 01.01.2022	2,091,967,819	2,226,203,576
Add: Claim intimated during the year	174,828,501	333,321,628
	2,266,796,320	2,559,525,204
Less: Paid during the year	161,059,916	467,557,385
Closing Balance	2,105,736,404	2,091,967,819
c) Survival Benefit		
Opening Balance	151,245,750	2,776,170
Add: Claim intimated during the year	46,801,150	157,299,753
	198,046,900	160,075,923
Less: Paid during the year	60,812,915	8,830,173
Closing Balance	137,233,985	151,245,750
d) Surrender Claims		
Opening Balance	6,575,320	7,023,109
Add: Claim intimated during the year	1,006,215	659,177
	7,581,535	7,682,286
Less: Paid during the year	773,035	1,106,966
Closing Balance	6,808,500	6,575,320
Total	2,256,624,639	2,256,634,639
11.0 SUNDRY CREDITORS		
Audit Fees Payable	322,000	184,000
Reg. & Ren. Fees Payable	364,756	418,185
Telephone & Internet Bill Payable	30,189	30,189
Electricity, Gas & Water Bills Payable	564,146	239,390
Printing & Stationery Bill Payable	27,625	32,038
Office Rent Payable	721,096	2,228,601
Agency Commission Payable	6,187,228	1,326,710
Certificate & License Fee Payable	4,261,316	4,012,011
Staff Security Deposit Payable	6,226,428	5,938,428
Security Deposite for Motor Car	1,123,450	1,123,450
Security Deposit of Enlisted Supplier	294,379	294,379
Security for Office Rent	451,448	1,657,587
Other Security Deposit (Third Party) Payable	170,285	183,416
Travelling & Conveyance Bill Payable	68,677	68,677
Medical Expenses Payable	20,000	23,320



	Amount in Taka	
	2023	2022
Repair & Maintenance Bill Payable	35,518	38,151
Provision for Annual General Meeting Expense	50,000	50,000
Advance received against Higher purchase (Car)	3,744,791	7,083,463
Tax at Source Payable	28,556,771	29,686,568
VAT at Source Payable	-	11,509
Office Expenses Payable	474,783	476,833
Gratuity Fund	20,488,642	22,988,642
Provision for Income Tax	15,510,000	15,510,000
S B Payable (Suspense)	4,032,787	2,163,705
Unclaimed Dividend	175,180	175,180
Actuarial Valuation Fee Payable	575,000	575,000
Provision for Salary (Dec-2023)	3,839,853	4,318,157
Commission Reserve (against 1st year commission)	4,821,585	2,387,766
Total	103,137,933	103,225,355

12.0 PREMIUM DEPOSIT

Balance break-up is as under :

Opening Balance	-	-
Add: Addition during the year (1st year Premium)	-	-
	-	-
Less: Realized & adjusted during the year	-	-
Closing Balance	-	-

13.0 LONG TERM Borrowing (Non-cost Bearing)

Unitex Petroleum Limited	308,000,000	298,000,000
Unitex LP Gas Limited	308,000,000	298,000,000
Crest Holding Limited	308,000,000	298,000,000
Pavilion Intl. Limited	308,000,000	298,000,000
Affinity Assets Limited	308,000,000	298,000,000
Total	1,540,000,000	1,490,000,000

14.0 LOAN ON POLICIES

This balance represent the amount sanctioned to policy holders against policies within their surrender value.

Opening Balance	255,656	342,445
Add: Payment during the year	-	-
	255,656	342,445
Less: Realized & adjusted during the year	32,489	86,789
Closing Balance	223,167	255,656



	Amount in Taka	
	2023	2022
15.0 INVESTMENTS		
Investment in Bangladesh Govt. Treasury Bond (Note: 15.01)	238,300,000	237,700,000
Investment in Shares (At Cost /Market Price, which ever is Lower) (Note: 15.02)	163,279,704	154,882,410
Investment in Others	71,000,000	76,000,000
Al-Manar Hospital	21,000,000	21,000,000
Mutual Fund (UFS)	50,000,000	50,000,000
Nuvista Pvt. Ltd.	-	5,000,000
Total	472,579,704	468,582,410
15.01 Investment in Bangladesh Govt. Treasury Bond	238,300,000	237,700,000
Statutory Deposit with Bangladesh Govt. Treasury Bond	222,700,000	222,700,000
Additional Investment in Bangladesh Govt. Treasury Bond	15,600,000	15,000,000

"In compliance with section 23(1) of Insurance Act 2010, the amount of BDT 8,00,000 has been deposited into Jamuna Bank with interest @ 7.89% dt. 22.07.2020 for 10 years & BDT 1,38,00,000 has been deposited into Jamuna Bank with interest @ 7.98% dt. 27.04.2022 for purchase Bangladesh Govt. Treasury Bond and the amount of BDT 10,00,000 has been deposited into Bangladesh Bank for which the Bank has issued 15 years Bangladesh Govt. Treasury Bond dated 29.07.2015 in favor of the Company with interest @ 10.06% per annum.

In addition to an amount of BDT 22,27,00,000 has been Invested into Bangladesh Bank for which that the Bank has issued 15 years Bangladesh Govt. Treasury Bond dated 27.04.2016 in favor of the Company with interest @ 7.79% per annum."

15.02 INVESTMENT IN SHARES

Name of the Company	Face Value Per Share (Tk.)	No of Unit	Avg. Cost Per Unit (Tk.)	Cost Price (Tk.)	Market Price (Tk.)
ACFL	10	381,520	25.53	9,741,103	10,110,280
BBSCABLES	10	102,100	59.07	6,031,025	5,094,790
BPPL	10	68,000	27.90	1,897,016	1,902,400
BSRMLTD	10	57,200	90.32	5,166,537	5,148,000
BXPHARMA	10	100,000	230.68	23,068,000	14,620,000
DOMINAGE	10	200,000	18.09	3,618,000	3,280,000
ESQUIRNTT	10	100,000	39.56	3,956,000	3,450,000
FIRSTSBANK	10	1,211,894	15.37	18,631,212	10,785,857
FORTUNE	10	345,788	77.75	26,883,886	26,176,152
GIB	10	5,250	9.52	50,000	45,150
GSPFINANCE	10	870,640	30.30	26,381,530	26,380,392
LHBL	10	145,000	85.29	12,367,050	10,048,500
MLDYEING	10	225,000	23.31	5,244,793	5,580,000
MONNOCERA	10	102,300	129.44	13,241,636	10,557,360
NRBCBANK	10	140,230	16.32	2,288,548	2,355,864
POWERGRID	10	421,800	62.88	26,524,603	22,102,320
PRIMEINSUR	10	6,500	77.27	502,252	538,200
ROBI	10	50,000	41.84	2,092,000	1,500,000
SHEPHERD	10	146,435	21.68	3,174,066	3,514,440
Total				190,859,257	163,279,704



	Amount in Taka	
	2023	2022
15.02.01 Fair Value change Account		
Market value as at 31.12.2023	163,279,704	154,882,410
Less : Book value at cost as at 31.12.2023	190,859,257	231,654,322
Unrealised Gain/Loss	(27,579,553)	(76,771,912)
16.0 OUTSTANDING PREMIUM		
Opening Balance	62,969,623	154,515,708
Add. Outstanding Premium for the year	40,681,478	62,969,623
	103,651,101	217,485,331
Less. Realized & Adjusted During the year	62,969,623	154,515,708
	40,681,478	62,969,623
17.0 PROFIT, DIVIDEND & RENT ACCRUED		
Bangladesh Bank (BGTB)	12,960,889	12,724,605
MTDR	299,804	458,594
	-	-
Re-Insurance Profit Commission	-	185,395
Office Rent Receivable	852,911	852,877
Total	14,113,604	14,221,471
18.0 ADVANCES, DEPOSITS AND PREPAYMENTS		
Salary (Admin.)	96,000	50,000
Advance Paid against Office Rent	864,776	1,089,876
Adv. against Income Tax (deduction at sources)	130,913,729	128,768,623
Receivable from Development Staff	27,161,835	27,131,878
Advance against Other Dev. Expenses (Agent Balance)	5,422,703	8,059,161
Advance Against Travelling & Conv. (Dev. & Admin)	2,346,843	1,077,707
Advance Against civil Works	196,522	5,296,500
Advance Against Padma Life Tower & other Fixed Assets	161,419,555	139,794,575
Advance Against Expenses	1,268,000	
Sundry Debtors	59,165,258	52,219,883
Total	388,855,221	363,488,203
19.0 FIXED DEPOSIT WITH BANKS		
MTDR AGAINST GENERAL FUND		
Social Islami Bank Ltd.	16,057,363	11,400,000
First Security Islami Bank Ltd.	14,855,537	14,165,609
	30,912,900	25,565,609



	Amount in Taka	
	2023	2022
20.0 SND/STD & CD ACCOUNTS WITH BANKS		
Bank Balances	54,035,652	136,834,869
Deposit with Securities Houses	4,771,669	16,951,351
	58,807,321	153,786,220

20.01 The bank balance consisting of number of SND/STD and number of CD Bank Accounts maintained with different banks through the country.

21.0 PADMA LIFE TOWER & OTHER FIXED ASSETS SCHEDULE

(At Cost less Accumulated Depreciation)

A. COST:

Opening Balance	2,135,407,573	2,134,616,258
Add: Addition during the year	6,897,045	4,461,315
	2,142,304,618	2,139,077,573
Less: Disposal/Adjustment during the year	8,182,340	3,670,000
Closing Balance	2,134,122,278	2,135,407,573

B. ACCUMULATED DEPRICIATION:

Opening Balance	470,401,198	443,740,341
Add: Addition during the year	28,738,191	30,026,132
	499,139,389	473,766,473
Less: Disposal/Adjustment during the year	7,274,979	3,365,275
Closing Balance	491,864,410	470,401,198

Fixed Asset (At cost less depreciation) (A-B)

Details are given in the fixed assets schedule (ANNEXURE - A).

	1,642,257,868	1,665,006,375
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22.0 PRINTING, STATIONERY & STAMPS IN HAND

Printing Materials in Hand	1,059,327	699,717
Stationery in Hand	98,954	156,485
Stamps in Hand	327,411	39,211
Total	1,485,692	895,413

23.0 PREMIUM INCOME LESS RE-INSURANCE

Sl. No.	Type of Premium	Gross Premium	Re-Insurance	Net Premium
i	First Year Premium (Ekok Bima)	34,522,287	41,560	34,480,727
ii	First Year Premium (Khudra Bima)	2,120,526	-	2,120,526
iii	Renewal Premium (Ekok Bima)	61,136,911	-	61,136,911
iv	Renewal Premium (Khudra Bima)	13,970,467	-	13,970,467
v	Group Premium	99,419,354	-	99,419,354
	Total 2023	211,169,545	41,560	211,127,985
	Total 2022	316,693,351	370,362	316,322,989



	Amount in Taka	
	2023	2022
24.0 PROFIT, DIVIDEND & RENT		
Profit on Fixed Deposit with Banks	1,545,994	1,929,074
Profit on STD A/C with Banks	918,594	958,523
Profit on BGTB	18,945,535	17,348,330
Dividend Income	2,554,646	11,011,411
Income from Office Rent	30,408,726	32,160,966
Re-Insurance Profit Commission	201,817	127,895
Total	54,575,312	63,536,199
25.0 OTHER INCOME		
Gain on Sale of Fixed Assets(Car) - Note : 25.01	3,728,802	1,745,275
Loss on Sale of Fixed Assets (Furniture) - Note : 25.02	(400,408)	
Gain on Sale of Share	-	4,261,892
Service Charge	344,007	851,357
Printing Materials, Forms & Stamps	161,601	-
Miscellaneous	1,132,027	322,384
Total	4,966,029	7,180,908

25.01 Gain on Sale of Fixed Assets (Old Car Sales)

Sl.No.	Car number	Cost	W.D.V 31.12.2023	Sales Price	Profit /Loss
01	Dhaka Metro GA-21-6444	1,110,000	36,614	700,000	663,386
02	Dhaka Metro GA-21-5936	1,110,000	35,149	900,000	864,851
03	Dhaka Metro GA-23-1527	850,000	26,916	550,000	523,084
04	Dhaka Metro GA-37-4533	1,710,000	185,905	1,200,000	1,014,095
05	Dhaka Metro GA-21-6252	1,110,000	36,614	700,000	663,386
	Total	5,890,000	321,198	4,050,000	3,728,802

25.02 Gain on Sale of Fixed Assets (Old Furniture)

Sl.No.	Particulars	Cost	W.D.V 31.12.2023	Sales Price	Profit /Loss
01	Furniture & Fixture	2,292,340	1,706,177	185,755	(400,408)
	Total	2,292,340	1,706,177	185,755	(400,408)

26.0 COLLECTION FROM PREMIUM

Gross Premium	211,169,545	
Add: pevious year Outstanding Premium	62,969,623	
Less: Current year Outstanding Premium	(40,681,478)	
Total	233,457,690	
Collection from Premium		
Opening Balance of Outstanding Premium		154,515,708
Add: Premium Income		316,322,989
Less: Adjustment		(154,515,708)
Less: Closing Balance of Outstanding Premium		(62,969,623)
Total		253,353,366



	Amount in Taka	
	2023	2022
27.0 INVESTMENT AND OTHER INCOME RECEIVED		
Opening Balance of Profit, Dividend & Rent Accrued	14,221,471	17,229,424
Add: Total Other Income	59,541,341	70,717,107
Less: Closing Balance of Profit, Dividend & Rent Accrued	(14,113,604)	(14,221,471)
Total	59,649,208	73,725,060
28.0 CLAIM PAYMENT		
Opening Balance of Estimated Liabilities in respect of Outstanding Claims	2,256,634,639	364,262,135
Add: Prior Year Adjustment (Under Provision of Claim)	-	1,895,422,169
Restated Opening Balance as on 01.01.2023	2,256,634,639	2,259,684,304
Add: Provision of Claim	251,182,113	526,664,333
Less: Closing Balance of Estimated Liabilities in respect of Outstanding Claims	(2,256,624,639)	(2,256,634,639)
Total	251,192,113	529,713,998
29.0 PAYMENT FOR MANAGEMENT EXPENSES AND OTHERS		
Payment for Management Expenses and others		
Opening Balance of Creditor	103,225,355	97,637,027
Add: Expenses of Management During the year	129,238,306	189,352,219
Add: Adjustment	7,017,707	(4,070,299)
Less: Closing Creditor	(103,137,933)	(103,225,355)
Total	136,343,436	179,693,592
30.0 PURCHASE/DISPOSAL OF FIXED ASSETS		
Increase /Decrease in Cost of Asset	(6,897,045)	(4,461,315)
Total	(6,897,045)	(4,461,315)
31.0 PROCEEDS FROM SALE OF FIXED ASSET		
Disposal During the Year	8,182,340	3,670,000
Depreciation Disposal During the Year	(7,274,979)	(3,365,275)
Gain on Sale of Fixed Assets	3,728,802	1,745,275
Loss on sales of Furniture	(400,408)	-
Total	4,235,755	2,050,000
32.0 INVESTMENT MADE DURING THE PERIOD		
Decrease / Increase in Investment	(3,997,294)	91,132,537
Add: Adjustment Un-realized Loss on Investment	-	76,771,912
Less: Other Adjustment	-	-
Total	(3,997,294)	167,904,449



Amount in Taka**2023****2022****33.0 CAPITAL EXPENDITURE COMMITMENT**

The Board of Directors of the Company in its 126th Board Meeting held on November 23, 2014 approved for purchasing of 2 nos. of floors comprising (5831.73*2)=11,663.46 square feet @ Tk. 13,000 per square feet from the land owner of Padma Life Tower which comes to Tk. 151,624,980. Payment made Tk 130,000,000 up to 31st December, 2023 and the balance of Tk. 21,624,980 remains outstanding as on 31.12.2023.(Outstanding amount deposited to Bangladesh Bank dated 25.09.2023 but not received party)

34.0 CONTINGENT LIABILITY AND CONTINGENT ASSET - BAS-37

There is no Contingent Asset of the Company as at 31.12.2023

35.0 CREDIT FACILITY AVAILABLE TO THE COMPANY

There was no credit facility available to the Company under any contract as on December 31, 2023 other than trade credit available in the ordinary course of Business

36.0 COMPANIES ACT 1994, SCHEDULE XI PART-II [NOTE 3 (P) (VI) 5]

i) Number of employees drawing salary above Tk.3000 per month	247	280
ii) Number of employees drawing salary below Tk.3000 per month	-	-

37.0 PAYMENT IN FOREIGN CURRENCY

Payment for Re-Insurance Operation during the year.	41,560	370,362
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38.0 POST BALANCE SHEET EVENTS

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

39.0 RELATED PARTY DISCLOSURE (IAS - 24)

As per International Accounting Standards (IAS) - 24 "Related Party Disclosure" parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the party in making financial and operating decision.

Related Party Transactions:

Name of the Party	Relationship	Nature of transaction	Transaction value for the year ended December 31		Balance outstanding as at December 31	
			2023	2022	2023	2022
Pavilion International Ltd.	Shareholder	Non cost Borrowing	10,000,000	298,000,000	308,000,000	298,000,000
Crest Holdings Ltd.	Shareholder		10,000,000	298,000,000	308,000,000	298,000,000
Unitex LP Gas Ltd.	Shareholder		10,000,000	298,000,000	308,000,000	298,000,000
Unitex Petroleum Ltd.	Shareholder		10,000,000	298,000,000	308,000,000	298,000,000
Affinity Assets Ltd.	Shareholder		10,000,000	298,000,000	308,000,000	298,000,000



40.0 PAYMENTS / PERQUISITES TO DIRECTORS / OFFICERS

The aggregate amounts paid/provided during the year in respect of Directors and Officers of the Company as defined in the Securities and Exchange Rules 1987 are disclosed below:

Particulars	Amount in Taka					
	2023			2022		
	Chief Executive Officer	Directors	Officers	Chief Executive Officer	Directors	Officers
Board & Com Meeting Fee	-	1,961,799	-	-	2,322,109	-
Basic Salary	1,770,000	-	-	1,224,000	-	27,895,645
House Rent	525,000	-	-	612,000	-	10,902,190
Other Allowances	175,000	-	-	306,000	-	7,108,465
Total	2,470,000	1,961,799	-	2,142,000	2,322,109	45,906,300

GENERAL

- (i) Figures have been rounded off to the nearest Taka.
- (ii) Last year's figures have been re-arranged wherever necessary to conform to the current year's presentation.



PADMA ISLAMI LIFE INSURANCE LIMITED.
FIXED ASSETS SCHEDULE

(At Cost less Accumulated Depreciation)
As at 31 December 2023

Sl No	Name of Assets	Cost					Depreciation Rate (%)	Depreciation				Written Down Value (Tk.)
		Opening	Addition during the year	Revaluation Surplus	Disposal During the Year	Total		Opening	During the year	Disposal During the Year	Total	
0	1	2	3	4	5 = (2+3+4)	6	7	8	9	10 = (7+8+9)	11 = (5-10)	
	Padma Life Tower :											
1	Land	1,011,895,515	-	-	-	0%	-	-	-	-	1,011,895,515	
2	Building	692,236,647	-	-	-	5%	278,942,655	20,664,700	-	299,607,355	392,629,292	
	Sub Total	1,704,132,162	-	-	-		278,942,655	20,664,700	-	299,607,355	1,404,524,807	
3	Other Land & Land Development	164,288,404	-	-	-	0%	-	-	-	-	164,288,404	
4	Other Flat & Building	80,518,550	-	-	-	5%	34,121,529	2,319,851	-	36,441,380	44,077,170	
5	Furniture & Fixture	54,451,617	181,636	-	2,297,340	15%	48,335,031	1,190,258	1,706,177	47,819,112	4,501,801	
6	Office Equipment	2,525,872	1,155,307	-	-	15%	2,122,994	219,009	-	2,342,003	1,239,176	
7	Office Decoration	16,799,567	5,126,604	-	-	20%	15,055,086	1,243,317	-	16,298,403	5,627,768	
8	Motor Vehicles	57,739,339	-	-	5,890,000	20%	51,548,150	795,230	5,568,802	46,774,578	5,074,761	
9	Electronic Installation	5,211,596	60,480	-	-	10%	3,162,514	210,310	-	3,372,824	1,899,252	
10	Telephone Installation	2,186,687	14,579	-	-	10%	1,555,535	63,674	-	1,619,209	582,057	
11	Signboard	5,711,521	-	-	-	20%	5,171,099	108,084	-	5,279,183	452,138	
12	Computer & Printer	40,797,208	184,010	-	-	15%	29,616,580	1,690,943	-	31,307,523	9,673,695	
13	Software	1,065,050	174,429	-	-	50%	770,025	232,815	-	1,002,840	236,639	
	Balance as at 31.12.2023	2,135,407,573	6,897,045	-	8,182,340		470,401,198	28,738,191	7,274,979	491,864,410	1,642,257,868	
	Balance as at 31.12.2022	2,134,616,258	4,461,315	-	3,670,000		443,740,341	30,026,132	3,365,275	470,401,198	1,665,006,375	





PADMA ISLAMI LIFE INSURANCE LTD.

Registered Office: Padma LifeTower, 115, Kazi Nazrul Islam Avenue, Dhaka-1000.

Proxy Form

I/We.....
of.....
being a member of Padma Islami Life Insurance Limited do hereby appoint Mr./Mrs./Miss
of.....
as my/our Proxy to attend and vote for me/us on my/our behalf at the 24th Annual General Meeting of the Company to be held virtual by using digital platform on September 29, 2024 at 11.30 am. to transact the following business.
Signed this:.....day of2024.

Signature of Proxy

Revenue
Stamp
Tk. 20/-

Signature of the Shareholder

BO ID No

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Dated.....

Dated.....

Note: The Proxy form should reach the Corporate Office of the Company not less than 72 hours before the time fixed for the meeting.

Signature Verified
Authorized Signatory
Padma Islami Life Insurance Ltd

✕.....✕.....✕.....✕.....✕.....✕.....✕.....



PADMA ISLAMI LIFE INSURANCE LTD.

Registered Office: Padma LifeTower, 115, Kazi Nazrul Islam Avenue, Dhaka-1000.

SHAREHOLDERS ATTENDANCE SLIP

I hereby record my attendance at the 24th Annual General Meeting of the Company to be held virtual by using digital platform on September 29, 2024 at 11.30 am. to transact the following business.

Name of Member/Proxy.....

BO ID No

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Number of shares hold

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Signature.....

Dated.....

Important:

- (1) To facilitate registration formalities at the meeting place Members are requested to please fill in and bring the Attendance Slip at the Meeting.
- (2) Member are also requested to note that the Annual General Meeting can only be attended by the honorable Members or properly constituted Proxy. Therefore any friend or children accompanying with honorable Members or Proxy can not be allowed into the meeting.

Please
Provide
Photo



প্রধান কার্যালয় : পদ্মা লাইফ টাওয়ার, ১১৫ কাজী নজরুল ইসলাম এভিনিউ, বাংলা মটর, ঢাকা-১০০০, বাংলাদেশ
ফোন : (৮৮-০২) ৪৮৩১১৮০৯, ৪৮৩১৬৫২৯, ৪৮৩১৬৮১৩, ৪৮৩১৭৫৫৪, ৪৮৩১৩৪৮৭
E-mail : info@padmaislamilife.com, **Web :** www.padmaislamilife.com