

# 27 ANNUAL REPORT 2022

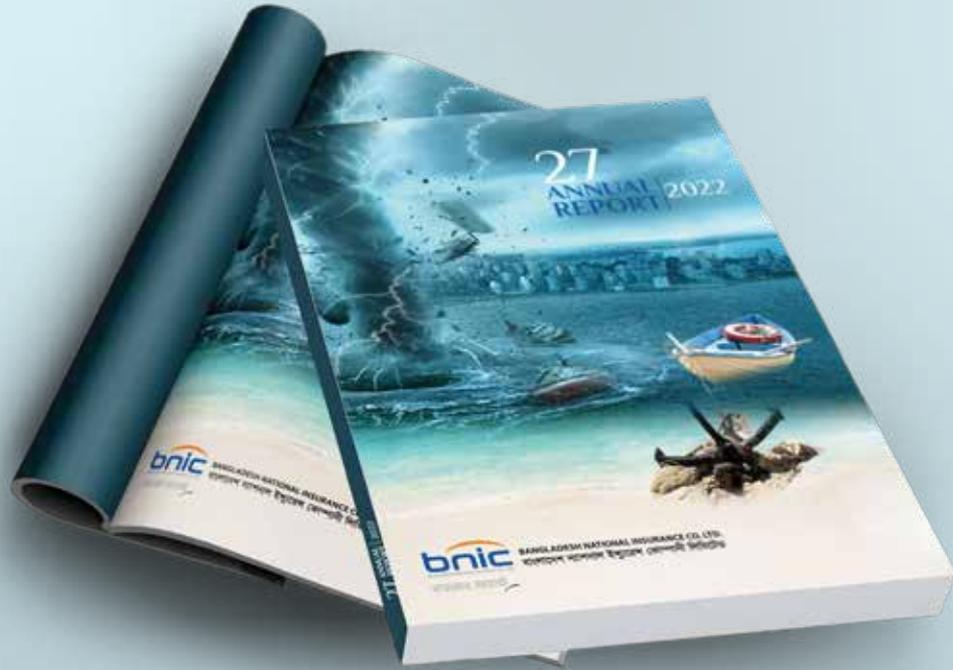
# 27 ANNUAL Report 2022

**bnic**

BANGLADESH NATIONAL INSURANCE CO. LTD.  
বাংলাদেশ জাতীয় বীমা কোম্পানি লিমিটেড

বীমা ও ঋণ

27 ANNUAL REPORT 2022



## Steadfast Commitments



Steps in as a reliable and comprehensive risk coverage provider, offering unwavering support to our clients. With a steadfast commitment to our customers' well-being. We ensure that they are protected from various uncertainties and challenges they may face. BNICL's extensive range of insurance solutions serves as a shield, safeguarding our clients' interests and providing them with peace of mind. Whether it's protecting assets, managing liabilities, or mitigating potential losses, our dedicated team work tirelessly to understand and address the unique needs of each client. We strive to go beyond more coverage, offering personalized support, expert advice, and prompt assistance in times of crisis. BNICL stands as a steadfast partner, standing strong alongside our clients in the face of adversity, empowering them to navigate risks confidently and emerge stronger.

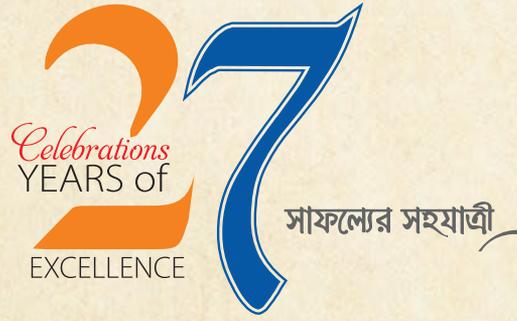


## WE MOURN

It is with great sadness that we inform you of the unfortunate passing of Late Abdul Baset Majumdar, the former Chairman of BNIC (Bangladesh National Insurance Company). This news has left us deeply shocked and mourning the loss of a remarkable individual.

Late Abdul Baset Majumdar served as the Chairman of BNIC for several years, contributing significantly to the growth and development of the company. His leadership, vision, and unwavering commitment to excellence have left an indelible mark on the insurance industry, and his contributions will be remembered for years to come.





## Short Brief of bnicl

Bangladesh National Insurance Company Limited is a public limited company that was incorporated in Bangladesh on May 21, 1996, under the Companies Act, 1994. The company is licensed under the Insurance Act, 1938 to operate all types of general insurance business. BNICL received its certificate of commencement of business on June 1, 1996, and registration from the Controller of Insurance on June 18, 1996.

BNICL operates 37 branches and one local office, strategically located in different parts of the country. This allows the company to provide general insurance services to customers across Bangladesh. It is worth noting that general insurance covers a wide range of risks, including property damage, liability, and personal accidents.

As a public limited company, BNICL is required to comply with various regulations and laws in Bangladesh, including the Companies Act, 1994, and the Insurance Act, 1938. The company's primary goal is to provide reliable and comprehensive general insurance services to its customers while maintaining high levels of transparency and accountability.



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# HIGHLIGHTS

## FINANCIAL PERFORMANCE 2022

### GROSS PREMIUM INCOME

Increased by 15.09% to **৳ 131.28** million.

৳  
**1001.55**  
million

৳  
**225.75**  
million

### PROFIT BEFORE TAX

Increased by 17.50% to **৳ 33.63** million

### EARNING PER SHARE

৳ **4.00**  
Per Share.

৳  
**4.00**  
per share

### PROFIT AFTER TAX

Increased by 23.60% to **৳ 33.75** million.

৳  
**176.78**  
million

### UNDERWRITING PROFIT

Increased by 17.88% to **৳ 23.80** million.

৳  
**156.88**  
million

### Credit Rating

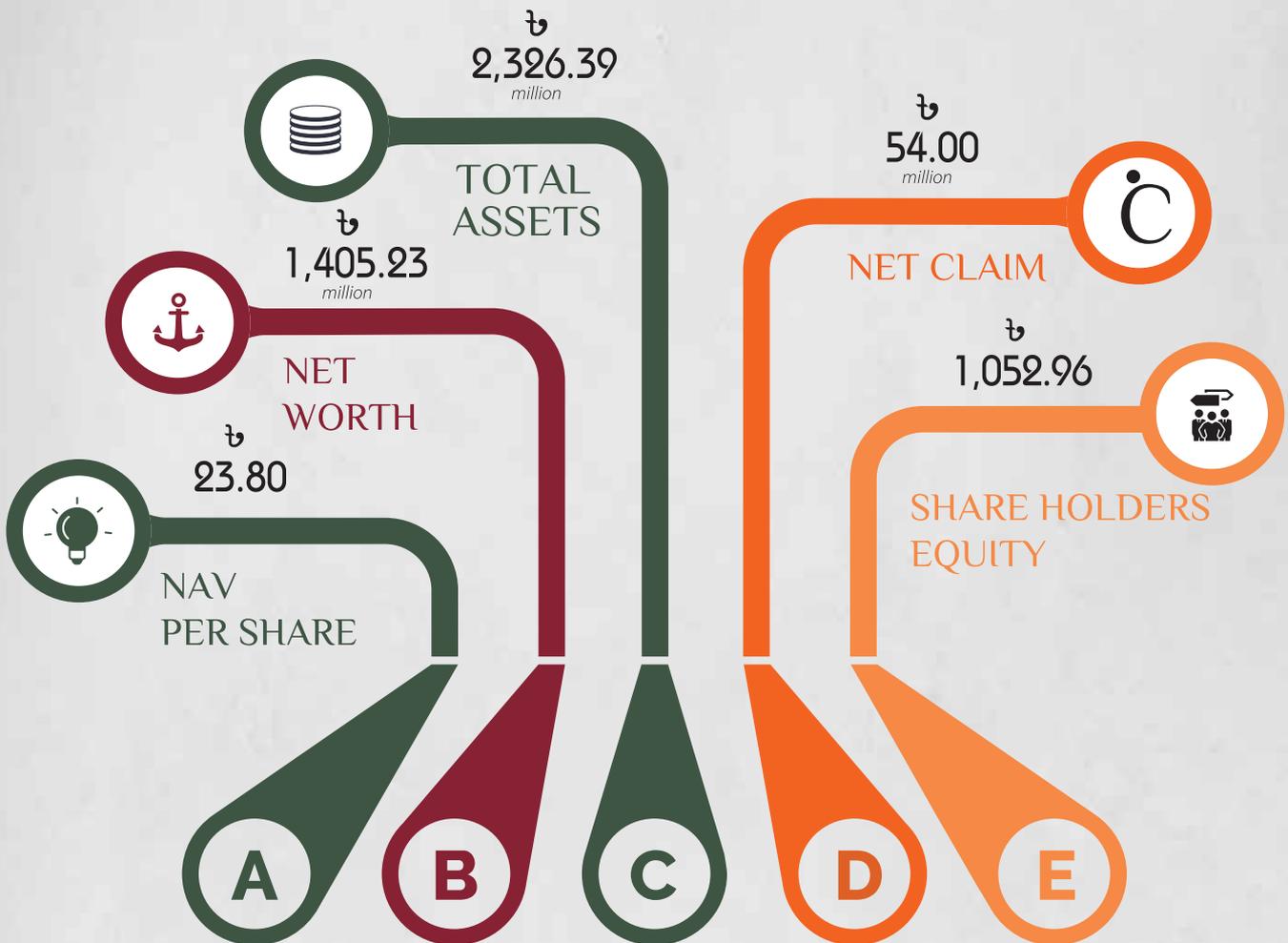
Rated by EMERGING CREDIT RATING LTD.

# AA+

Financial strength rating on  
BANGLADESH NATIONAL INSURANCE CO. LTD.  
by EMERGING Outlook

# HIGHLIGHTS

FINANCIAL PERFORMANCE 2022



# Letter of Transmittal

To

**All the shareholders**

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

**Subject: Annual report for the year ended 31 December 2022**

**Dear Sir(s),**

We are pleased to enclose a copy of the Annual Report of Bangladesh National Insurance Company Limited for the year 2022 together with the Audited Financial Statements for the year ended December 31, 2022 for your kind information and record.

Thank you

Sincerely yours



Md. Masud Rana  
Company Secretary (Acting)

# Notice of the 27th Annual General Meeting

## 27th Annual General Meeting

Notice is hereby given that the 27th Annual General Meeting (AGM) of Bangladesh National Insurance Company Limited will be held on June 21, 2023 at 12:00 pm (Dhaka Time) virtually by using Digital Platform through the Link <https://bnicl27agm.digitalagmbd.net> to transact the following business:

### Agenda:

1. To receive, consider and adopt the Director's Report and the Audited Financial Statements of the company for the year ended 31 December, 2022 together with the Auditors Report thereon.
2. To declare dividend for the year 2022 as recommended by the Board of Directors.
3. To elect/re-elect directors in place of retiring directors from Group-A Shareholders & Group-B Shareholders.
4. To approve the appointment of Independent Director.
5. To approve the appointment/re-appointment of Auditors for the year 2023 and fix their remuneration.
6. To approve the appointment/re-appointment of Compliance Auditor for the year 2023 and fix their remuneration. By the order of the Board of Directors



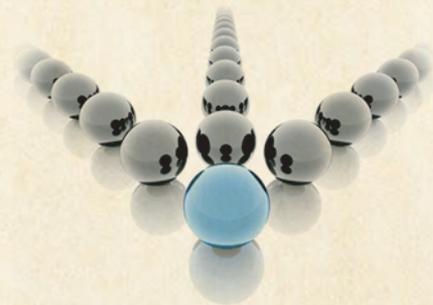
Md. Masud Rana  
Company Secretary (Acting)  
Date: 30th May, 2023



### Notes:

- A. The Shareholders whose name appeared on the Members/Depository Register as on the "Record Date" i.e. May 22, 2023 are eligible to participate in the 27th Annual General Meeting (AGM) and receive dividend.
- B. A Shareholder is entitled to participate and vote at this virtual AGM, may appoint a proxy to participate and vote. The proxy form, a specimen of which is enclosed, duly filled, signed and stamped at Tk. 20 (Revenue stamp) must be sent through email to [share@bnicl.net](mailto:share@bnicl.net) not later than 72 hours before commencement of AGM.
- C. The Shareholders will join the virtual AGM through the Link <https://bnicl27agm.digitalagmbd.net>. The Shareholders will be able to submit their question/comments electronically before 24 (twenty four) hours of commencement of the AGM through the link and during the AGM, for logging into the system the Members need to put their 16-digit Beneficiary Owner's (BO) Account Number.
- D. Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-15B /208/Admin/81 dated 20 June 2018, the soft copy of Annual Report- 2022 to be sent to the email addresses of the Members and available in their Beneficial Owner (BO) accounts maintained with the Depository. The soft copy of the Annual Report- 2022 will also be available in the Company's website at [www.bnicl.net](http://www.bnicl.net)

# CORPORATE INFORMATION



Bangladesh National Insurance Company Limited (BNICL) started its journey in 1996 as a non-life general insurance company with the prime objective of delivering a range of non-life insurance coverage solution like Fire, Motor, Marine or Miscellaneous Insurance. BNICL has been incorporated as a public limited company under the Companies ACT, 1994 and obtained the certificate of commencement of business from the register of joint stock companies & firms on May 21, 1996. The company also listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited on 21 April 2016. The company also obtained license to operate its business from IDRA (Former Controller of Insurance ) on 21 May 1996. The shareholding structure of BNICL consists of reputed corporate houses, leading industrialists & general public. Other important information of Bangladesh National Insurance Company Limited is as follows:

Date of certificate of incorporation	:	21 May 1996
Date of certificate for commencement of business	:	21 May 1996
Date of Registration to carry on non-life insurance business	:	01 June 1996
Authorized Capital	:	Tk. 100,00,00,000.00
Paid-up capital	:	Tk.44,25,00,000.00

Head Office : Rashid Tower (3rd Floor), Plot # 11, Road # 18, Gulshan-1, Dhaka-1212, Bangladesh.

Phone: (PABX) 8832234-5, 8832215, 8832217

Fax: 88-02-8832154

Registered Office : W.W. Tower (Level-15) 68, Motijheel Commercial Area Dhaka- 1000, Bangladesh.

Nature of Business	:	All Kinds of non-life insurance business
Auditors	:	Rahman Mostafa Alam & Co. Chartered Accountants
Compliance Auditors	:	A. Hoque & Co Chartered Accountants
Website	:	www.bnici.net
E-mail	:	mail@bnici.net
Hotline	:	09613 112233

# OUR Vision



To become the country's leading insurance and risk solution service provider, known for high-quality customer service and innovative solutions.



# OUR Mission



Our mission is to operate in accordance with the law of the land and international norms and practices, while building long-term, mutually beneficial relationships with our clients and partners. We aim to do this by practicing fair business ethics and values and providing prompt, high-quality services that ensure the security of our clients. Our focus on developing and retaining a highly motivated team of professionals enables us to apply state-of-the-art technology, processes, and innovative solutions to enhance profitability and financial strength. By serving the interests of our shareholders and extending a professional hand to our clients at all times, we are committed to achieving our mission and maintaining our reputation as a leading provider of insurance solutions.



# STRATEGIC OBJECTIVES



TO BE ATTRACTIVE TO CUSTOMERS BY BEING A COMPETITIVE INDEPENDENT AND PRE-EMINENT INSURANCE COVERAGE.



TO CARRY OUT QUALITATIVE NATION-WIDE NON-LIFE INSURANCE COVERAGE.



TO ENSURE THAT SHAREHOLDERS ACHIEVE A LONG-TERM, COMPETITIVE, STABLE RETURN.



TO IMPROVE THE POSITION OF THE COMPANY IN THE INSURANCE MARKET.



TO ENSURE THE EXPENSE RATIO IS LOWER THAN THE GENERAL MARKET.



TO INCREASE THE GROWTH OF THE COMPANY BY INCREASING THE NON-LIFE PREMIUM YEAR AFTER YEAR.



TO IMPROVE CONTINUOUSLY COMPANY'S PRODUCT FEATURES.



TO ATTRACT AND KEEP PROFITABLE CUSTOMERS BY DELIVERING A HIGH LEVEL OF CUSTOMER SERVICE.



TO BE ABLE TO ATTRACT AND KEEP QUALIFIED EMPLOYEES.



TO DECREASE THE RISK OF REINVESTMENT OF INSURANCE PREMIUM.

# CODE OF CONDUCT AND ETHICS



• Compliance with law and the legal system is the fundamental principle for BNICL. Every employee, sponsor and director obeys the laws and regulations of the legal systems on the land within which one acts.

01



• Respect to personal integrity, privacy and right of individual is maintained by everyone that all works together with individual's backgrounds, ethics, cultures, gender, religions and ages.

02



• Maintain open, fair and effective communication for truthful reporting. The company maintains sound processes and controls on every transaction are executed within approved authorization.  
• Maintain confidentiality in its client's business.

06

## CODE OF CONDUCT



• Perform fairly with the quality and price of the innovative products and services, not by offering improper benefits to others.  
• Employees are not permitted to use their jobs to solicit, to demand, accept, obtain or be promised advantages.

03



• Employees make sure all the business decisions for the best interest of the company and not based on their personal interest.  
• Protecting all assets of the company including intangible/tangible assets and use them only for the benefit of the Company.

05



• To conduct business with reputable clients and business partners who are involved in lawful business activities. Never facilitate money laundering.

04



# OUR CORE VALUES



## INTEGRITY/HONESTY

Always treating the stakeholders fairly and conduct the business in a dignified and ethical manner.



## CLIENT FOCUS

Always listening to clients.



## PROFESSIONALISM

Always maintaining good relationship with clients with respect and in good faith.



## DYNAMISM

Always practicing good dynamism and responsive to the changing needs of the stakeholders.



## ACCOUNTABILITY

Always practicing good dynamism and responsive to the changing needs of the stakeholders.



## NURTURING

Always providing equal opportunity to the employees/clients/stakeholders that encourage each of them to improve the overall activities of the company.

bnicl

*Walking Collectively*

# WALKING COLLECTIVELY

Bangladesh National Insurance Company Limited started its journey with a vision of becoming one of the market leaders in the insurance sector. In line with that BNICL always concentrated providing highest standard of risk coverage solution to the clients. Developed its products features more customarily for the clients. Resulting clients feel comfort with us. By dint of this, company was able to create its brand image and reliability before the customers as well as the other stakeholders.

In spite of looking to the short term success; BNICL management crossed its fingers for attaining the long term growth. Resulting, the company listed with DSE and CSE in the year 2016. It helped the company to enrich the reliability of the company in the business sector. BNICL believed in walking collectively with the business conglomerates.

Over the years BNICL established itself in such a way that accomplished its position by being clear and easily under-standable to the customers, only happens for our good payment nature of the claims. Clients always like to smile with us, we like to walk collectively.

BNICL believes that company's positive growth achieved in 2022 will be continued in coming years. Following the country's GDP growth, BNICL intends to go forward with all its stakeholders and the community as a whole by walking collectively.

# PERFORMANCE AT A GLANCE

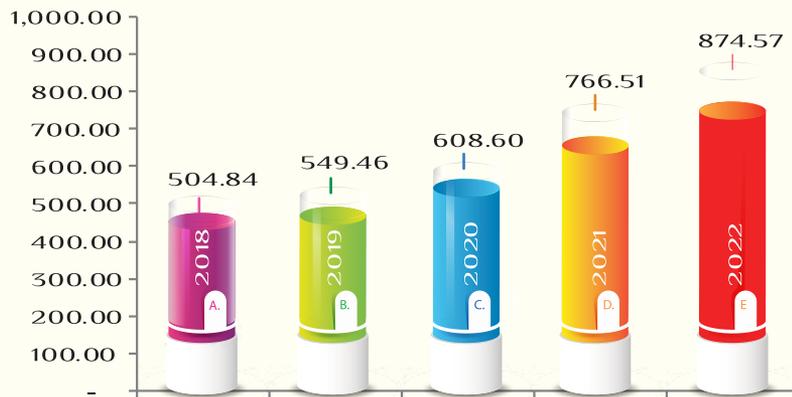


Company's performance analysis is an analytic process that enables the management to achieve the pre-selected goals of the company. It is a part of total business performance that has three main activities. They are useful for selection of goals, helpful for taking financial decisions and reflect the light of performance analysis. Company's performances over the last five years (2020 restated) are presented below

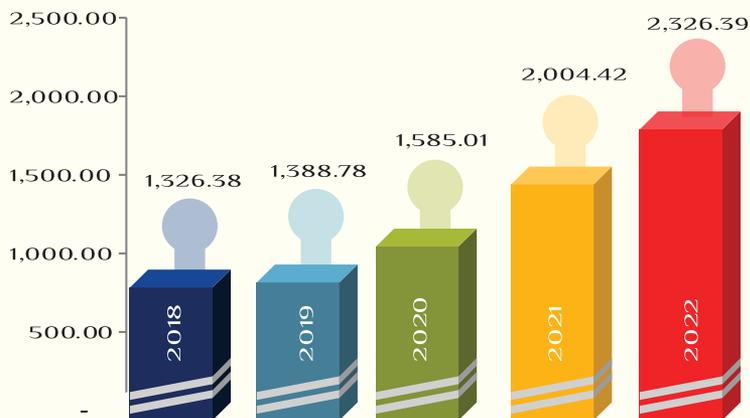
Million in Tk.

Particulars	2022	2021	2020	2019	2018
Gross Premium	1001.55	870.27	563.46	520.46	501.91
Net Premium	645.75	586.63	367.92	361.73	372.03
Claims Paid	54.00	149.46	112.44	105.41	172.36
Investment & Other Income (Gross)	116.31	88.93	87.13	79.28	74.61
Underwriting Profit/Loss	156.88	133.08	84.78	80.05	62.93
Net Profit Before Tax	225.75	192.13	151.58	135.58	117.36
Paid up Capital	442.50	442.50	442.50	442.50	442.50
Deposit Premium	88.16	62.86	59.01	15.01	12.87
Total Reserves	874.57	766.51	608.60	549.46	504.84
Total Assets	2326.39	2004.42	1585.01	1388.78	1326.38
Total Liabilities	921.16	732.55	474.90	381.82	366.19
Cash & Bank Balances	1525.67	1292.95	995.72	829.21	836.43
Face Value Per Share (In Taka)	10.00	10.00	10.00	10.00	10.00
Earning Per Share (In Taka)	4.00	3.23	2.49	2.23	2.00
Book Value Per Share (In Taka)	23.80	21.85	20.14	19.05	18.02
Dividend (Cash)	20%	18%	15%	12%	12%

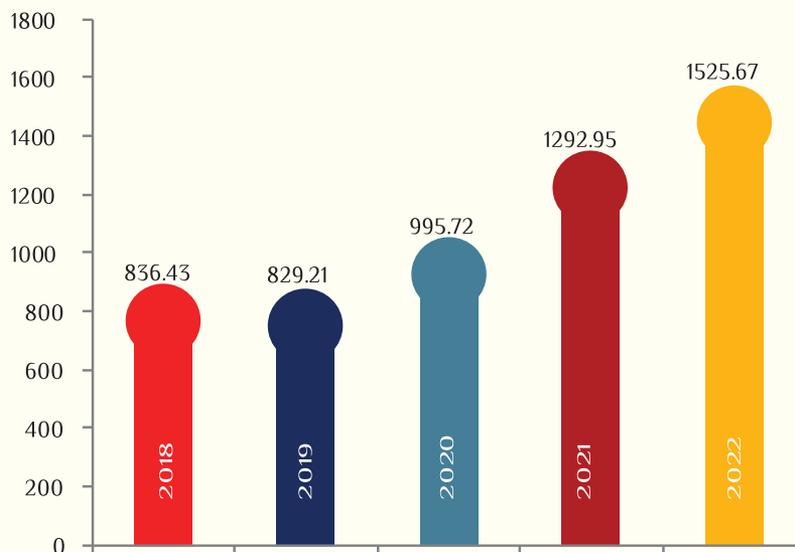
# PERFORMANCE ILLUSTRATION



Total Reserve

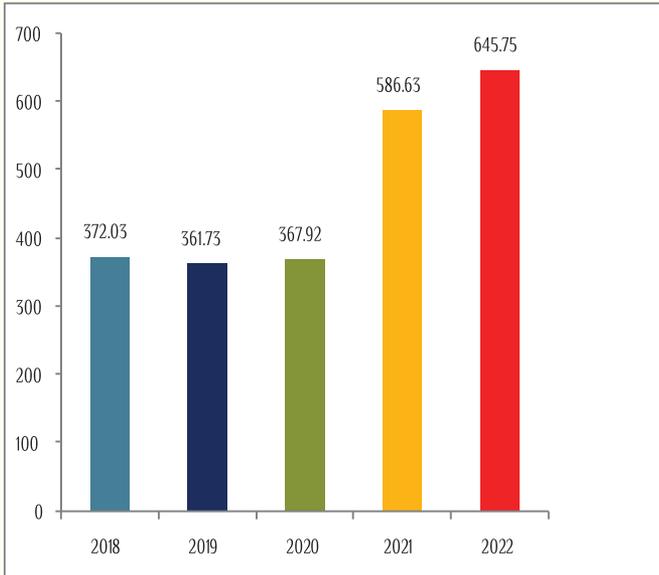


Total Assets

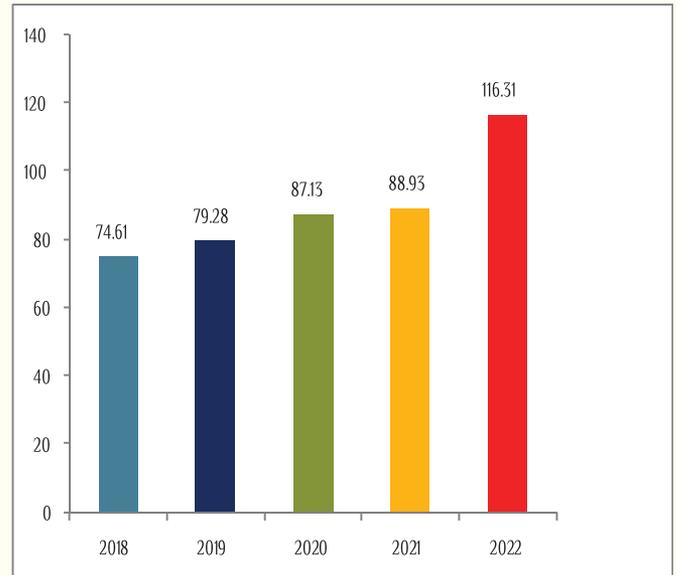


Cash and Bank Balance

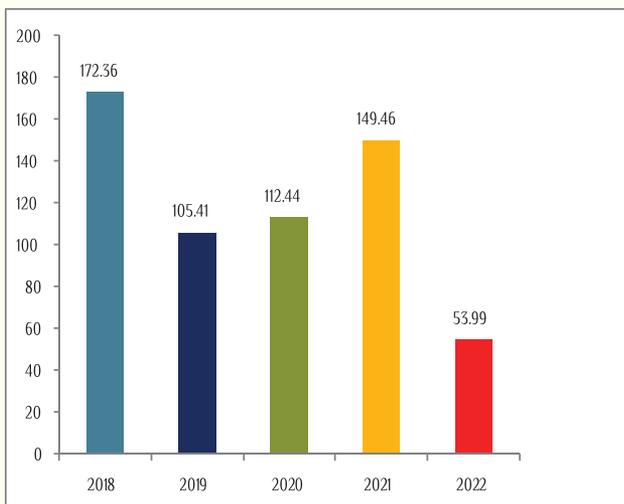
## Net Premium Income



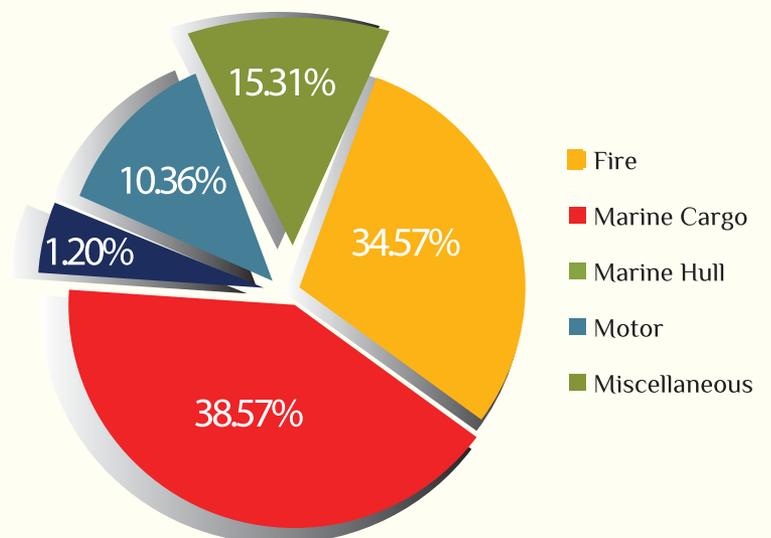
## Investment and Others Income



## Net Claim Paid



## Class Wise Gross Premium Income-2022





# BOARD OF DIRECTORS

## CHAIRMAN

Mostafa Kamal

## DIRECTOR'S

Beauty Akter

Md. Abdur Rouf

Tahmina Binthe Mostafa

Taif Bin Yousuf

Tanjima Binthe Mostafa

Wasikur Rahman

Tanveer Ahmed Mostafa

Yousuf Ali

Tasnim Binthe Mostafa

Abdul Baten

Hasina Begum

Farida Akter

Md. Nasir Uddin

Balayet Hossain Bhuiyan

## INDEPENDENT DIRECTOR

Professor Dr. Mijanur Rahman

Md. Alamgir Hossain Khan FCMA

Monjur Md. Shaiful Azam FCMA

Barrister Md. Hasan Rajib Prodhan

## CHIEF EXECUTIVE OFFICER

Mohammad Sana Ullah



Mr. Mostafa Kamal



## BRIEF PROFILE OF *The Chairman*

Mr. Mostafa Kamal is one of the Sponsor of Bangladesh National Insurance Company Limited. Currently he is the Chairman of Bangladesh National Insurance Company Limited. He is the son of late Al-Hajj Noor Miah & late Al-Hajj Ayesha Khatun, was born in a respectable Muslim family in Chauddagam, Cumilla on 2nd February 1955. He started his business career as an entrepreneur after his education and now he is a prominent industrialist of the country. He has reputation in his business personality. He is the Honorable Chairman and Managing Director of Meghna Group of Industries. He is associated with a number of companies in the field of shipping, cement, edible oil, vegetable oil, food items etc. He is a member of standing committee on import, Tariff and Anti-dumping of FBCCI, Secretary General of Bangladesh Vegetable Oil Refin-ers, President of Bangladesh Woven Tape Bag Manufacturers' Association. He is the founder of Al-Hajj Noor Miah Degree College, Al-Hajj Ayesha Noor Welfare Foundation, Kankapaith Primary School. Mr. Mostafa Kamal is also involved in socio-cultural and educational institutes.

# BOARD OF DIRECTORS PROFILE



**Beauty Akter**  
Director



Mrs. Beauty Akter, daughter of Al-Hajj Md. Abdul Hakim & Al-Hajj Ambia Khatun and wife of prominent industrialist Mostafa Kamal, was born on 1 February, 1965 in Cumilla. She involved herself with her husband's business and built reputation as an astute and efficient business entrepreneur. Mrs. Beauty Akter is one of the sponsor directors of Bangladesh National Insurance Company Limited. She is one of the founding shareholders of Meghna Group of Industries. She is the Director of United Salt Industries Limited, Meghna Dairy and Food Products Limited, Kamal Trading Co. Limited, Kamal Imports and exports Limited, United Fiber Industries Limited and Meghna Vegetable Oil Industries Limited. Now she is the Vice Chairman of Meghna Group.

Mr. Taif Bin Yousuf, son of Md. Yousuf was born on 20 August, 1982. He is a Director of Bangladesh National Insurance Company Limited and Senior Executive Director of Meghna group of industries (MGI/Fresh). Mr. Taif graduated from London Metropolitan University (London), majoring in Business and Information Technology. He has been associated with various businesses from last 13 years and now in the Board of Directors of Bangladesh National Insurance Company Limited since 19 December, 2012. His dedication has shifted BNICL to a new journey following the current insurance trend globally.



**Taif Bin Yousuf**  
Director





**Tahmina Binthe Mostafa**  
**Director**



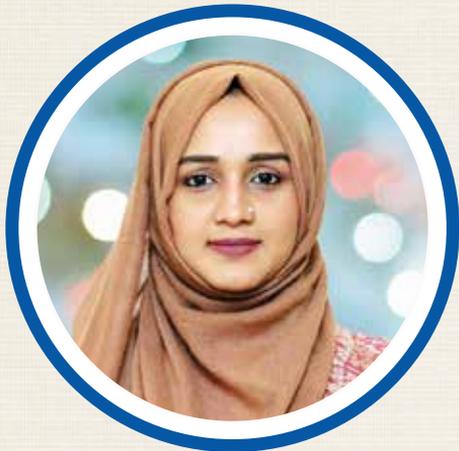
Mrs. Tahmina Binthe Mostafa was born on July 24, 1986 in Dhaka. She obtained her Masters and Bachelors Degree from the University of Greenwich, U.K. After completion of her education, Mrs. Tahmina Binthe Mostafa started her business career in one of the leading business conglomerates in Bangladesh. She is one of the directors of Bangladesh National Insurance Company Limited. She has business experience in the field of sugar, mineral water, dairy and food products, cement, hatchery & feed, fiber, coconut oil, mustard oil, power plant, printing & packaging etc.

Mr. Tanveer Ahmed Mostafa, son of Mostafa Kamal was born on December 03, 1992 in Dhaka. He completed his High School from American International School Dhaka in 2010. He later went on to complete his undergraduate from University of Wales, United Kingdom in Bachelor of Science (Hons) with a major in Business and Management. Mr. Tanveer Ahmed Mostafa started his business in various fields in Bangladesh and joined Bangladesh National Insurance Company Limited as a Director.



**Tanveer Ahmed Mostafa**  
**Director**





**Tanjima Binthe Mostafa**  
**Director**



Ms. Tanjima Binthe Mostafa is currently serving as the Director at Bangladesh National Insurance Company Ltd. With her wealth of knowledge and expertise, she plays a pivotal role in shaping the company's operations and driving its success.

She holds a Bachelor of Science degree in Business Management, Marketing & Economics from the prestigious Babson College in Boston, where she achieved outstanding results and earned a coveted spot on the Dean's list. In addition to her Bachelor's degree, Ms. Tanjima has also completed an advanced course in Economics at Harvard Business School, further enhancing her understanding of the subject.

Ms. Tanjima Binthe Mostafa, a proud Bangladeshi national, was born on July 01, 1987. Her dedication to the Islamic faith fuels her pursuit of excellence. With her exceptional educational background, extensive professional experience, and active involvement in various organizations, Ms. Tanjima continues to be a beacon of inspiration. Her exceptional leadership qualities, steadfast commitment to excellence, and passion for making a positive impact make her an invaluable asset not only in the insurance industry but also in the wider business landscape of the country.

Ms. Tasnim Binthe Mostafa, daughter of Mr. Mostafa Kamal and Mrs. Beauty Akter was born on February 5<sup>th</sup> 1998 in Dhaka. Tasnim is a Barrister at the Honourable Society of Lincoln's Inn. She completed her Bar-at-Law in 2020. She pursued her Master's in Science (MSc) in Management at Imperial College London.

Tasnim Mostafa graduated from the American International School of Dhaka (AISD) with her High School Diploma and the International Baccalaureate (IB) Diploma. Thereafter, Tasnim completed her Bachelor's degree in Law (LLB) with Honours from Queen Mary University of London, before completing her Masters in Law (LLM). As a young talent Tasnim joined her family business at an early age and contributes to different areas of the business including the legal department. Thereafter, she joined in the Board of Directors of Bangladesh National Insurance Company Limited. She is also a shareholder of Unique Infoway Limited.



**Ms. Tasnim Binthe Mostafa**  
**Director**





Wasikur Rahman  
Director



Mr. Wasikur Rahman, son of Late Naziur Rahman Monju was born in Dhaka, on 16 th January 1987. He finished his High School from David Game College, United Kingdom. He obtained his Bachelors in Law (LLB- Hons) from Queen Marry University of London, UK. He was called to the Bar in 2010 from Lincoln's INN. After successfully finishing his academic life, he started practicing law as an advocate in the Supreme Court of Bangladesh and Joined Bangladesh National Insurance Company Limited as a Director.



Md. Abdur Rouf  
Director



Mr. Md. Abdur Rouf was born on 1 January, 1968 in Cumilla. His father's name is late Mr. Abdur Rahman and mother's name is Asia Khatun. He started his career in business just after completion of his education. His business affiliation includes insurance, communication etc. He is a sponsor director of the company. Md. Abdur Rouf is also involved in socio-cultural and educational institutes.



Mr. Yousuf Ali  
Director



Mr. Yousuf Ali, son of Kala Chan Sarder & Mrs. Amatun Nessa was born on 3 September 1972 in a respectable Muslim family. He is an FCMA. He completed his Masters of Commerce in Accounting from Dhaka University. Currently he is one of the Directors of Bangladesh National Insurance Company Limited. He has interest in various socio-cultural activities.



Md. Abdul Baten  
Director



Mr. Md. Abdul Baten was born on 17 November, 1970 in Cumilla. His Father name is Mr. Abdur Rahman and Mother name is Ayesha Begum. He started his career in business just after completion of his education. He is a Public Director of the company & he joined in the Board of Directors of Bangladesh National Insurance Company Limited on 26 August 2020.



Hasina Begum  
Director



Hasina Begum was born on 03 October, 1981 in Cumilla. Her Father's name is Md. Ali Hossain and Mother name is Momena Begum. She completed her education then involve in business. She is a Public Director of the company & she joined in the Board of Directors of Bangladesh National Insurance Company Limited on 26 August 2020.



Farida Akter  
Director



Farida Akter was born on 1 June, 1979 in Cumilla. Her Father's name is late Bodiul Alam and Mother name is late Mazeda Begum. After successfully finishing her academic life, she started her business career. She is a Public Director of the company & she joined in the Board of Directors of Bangladesh National Insurance Company Limited on 26 August 2020.



**Md. Nasir Uddin**  
Director



Mr. Md. Nasir Uddin was born on 1 July, 1972 in Cumilla. His Father's name is late Md. Jayedul Hoque and Mother name is late Marium Nessa. He started his career in business just after completion of his education. He is a Public Director of the company & he joined in the Board of Directors of Bangladesh National Insurance Company Limited on 26 August 2020.



**Md. Balayet Hossain Bhuiyan**  
Director



Mr. Md. Balayet Hossain Bhuiyan was born on 26 September, 1974 in Cumilla. His father's name is Mr. Ruhul Amin Bhuiyan and mother's name is Tafura Begum. He started his career in business just after completion of his education. His business affiliation includes insurance, communication and so on. He is actively involved with a number of socio-cultural organizations and a life time associate member. He is a public director of Bangladesh National Insurance Company Limited & he joined in the Board of Directors of Bangladesh National Insurance Company Limited on 22 June 2021.



**Prof. Dr. Mijanur Rahman**  
Independent Director



Prof. Dr. Mijanur Rahman is an Independent Director of Bangladesh National Insurance Company Limited. Prof. Dr. Mijanur Rahman, son of late Abdul Gani, was born on 01 January, 1958. He obtained B.Com. (Hons) and M.Com in Marketing from the University of Dhaka in 1978 & 1979 respectively. He did his Ph.D. in Business Administration from Aligarh Muslim University, India in 1994. He has a teaching experience of 40 years at university level. He was a former Vice Chancellor of Jagannath University. He has been serving as a professor of Marketing department in the University of Dhaka since 1999. He has a commendable list of publications. He is the author of several well acclaimed books.



Md. Alamgir Hossain Khan, FCMA  
Independent Director



Mr. Md. Alamgir Hossain Khan, FCMA is an Independent Director and Chairman of Audit Committee of Bangladesh National Insurance Company Limited. He joined in the Board of Directors on 21 September 2021. He obtained Master of Commerce (M.Com.) from the National University in 1998 and he has awarded fellow membership of Cost and Management Accountants. He has 19 years of professional background leading all aspects of accounting, budgeting, forecasting, financial analysis, treasury management, reporting and project financing.



Monjur Md. Shaiful Azam, FCMA  
Independent Director



Mr. Monjur Md. Shaiful Azam, FCMA is an Independent Director of Bangladesh National Insurance Company Limited. He joined in the Board of Directors on 21 September 2021. He has completed his Masters in Accounting & Management. He is a fellow member of the Institute of Cost & Management Accountants of Bangladesh. He engaged himself in business and Consultancy. Monjur Md. Shaiful Azam, FCMA is an active social worker engaged with various activities to bring positive changes among under privileged people.



Barrister Md. Hasan Rajib Prodhan  
Independent Director



Mr. Md. Hasan Rajib Prodhan is an Independent Director of Bangladesh National Insurance Company Limited. He joined in the Board of Directors on 21 September 2021. He has completed post graduation Diploma-in-Law from City University in London and LLB (Hon's) from United Kingdom. He is actively associated with a number of socio-cultural organizations and a life time member. He has 21 years of experience in litigation practice in Supreme Court of Bangladesh.



*Leading*  
From the Front

# MESSAGE FROM *The Chairman*

Bismillahir Rahmanir Rahim  
Honorable Shareholders – Assalamu Alaikum.

It is great pleasure and privilege for me to welcome you all to the 27th Annual General Meeting of Bangladesh National Insurance Company Limited. On behalf of the Board of Directors, I would like to extend my good wishes and cordial greetings to you all for your sincere support and co-operation with our company.

I also take this opportunity for sharing our success challenges and directions to be followed for the future to cope up with the economy changes. Besides, I am also delighted to present the Annual Report of Bangladesh National Insurance Company Limited for the year 2022 along with the Audited financial statements and Auditors report thereon for the year ended 31 December 2022 before you.

Bangladesh is moving with determined aim of a Digital Bangladesh maintaining sustainable GDP growth during the last decade. The GDP growth of the country 7.25% in FY 2021-22 against 6.9% in FY 2020-21. The gross premium of Non-life insurance industry in Bangladesh was Tk. 53,960.38 million in 2021 as against Tk. 46,868.53 million in 2020 indicating stable of Insurance Industry.

Bangladesh has been able to maintain sustained economic growth even in the face of global financial crisis. A well balanced fiscal policy, higher private and public sector investment and stable political situation GDP growth rate 7.25 percent in FY 2021-22 despite having Russia Ukraine war, Dollar crisis, Inflation, rohingya refugees crisis and COVID-19 situation. Per capita income is USD 2723 in FY 2021-22 against USD 2824 in FY 2020-21. Revenue income increased from the last year which enabled the government to take up large infrastructure projects.

Under these circumstances, your company posted net profit before tax Tk. 225.75 million for the year 2022. Gross premium income stood at Tk. 1,001.55 million in 2022 and Tk. 870.27 million in 2021 which representing a growth of 15.08%. Total Assets of the company at stood 2326.39 million as at 31 December 2022 showing a growth of 16.06% comparing with the last year. We hope that in the year 2023, the performance of the company will be continued in a same profitable manner also.

You are well aware that Bangladesh National Insurance Company Limited maintain standard level in declaring

dividend every year and we have proposed 20% cash dividend for the year 2022.

Your company also established a good market reputation for timely claim settlement and built a strong platform for continuous future growth with the merits of experienced management.

I thankfully acknowledge the support and cooperation that the company received from Ministry of Finance, Bangladesh Bank, Insurance Development & Regulatory Authority, Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange Limited, Chittagong Stock Exchange Limited, Sadharan Bima Corporation, Overseas Brokers and all related Government and private organizations.

Sincere thanks also goes to my fellow colleagues of the management and staff of Bangladesh National Insurance Company Limited whose loyalty, dedication, professionalism, positive attitude and commitment has been fundamental to the performance in the year 2022 and to paving the way forward for smooth growth in the years to come.

Gratefulness also goes to our Board of Directors for their valuable guidance, prudent and timely decisions to drive the company to ultimate destination. Your company has a committed, sincere, hardworking team who can make the dream true for the company.

Finally, I would like to express my heartfelt gratitude also to regulators, sponsors, shareholders, stakeholders, management, policyholder and all well-wishers for their support they have been rendering to us during the year 2022.

Allah Hafez  
Thank You



Mostafa Kamal  
Chairman  
Board of Directors



# চেয়ারম্যান

## মহোদয়ের বার্তা

বিসমিল্লাহির রাহমানির রাহিম

সম্মানিত শেয়ার হোল্ডারবৃন্দ-আসসালামু আলাইকুম

বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানী লিমিটেড এর ২৭তম বার্ষিক সাধারণ সভায় আপনাদেরকে স্বাগত জানাতে পেরে আমি অত্যন্ত আনন্দিত।

আপনাদের আন্তরিক সমর্থন এবং সহযোগিতার জন্য আমি আমার শুভ কামনা ও আন্তরিক শুভেচ্ছা জানাচ্ছি। আমি অত্রকোম্পানীর এই সাফল্য আপনাদের সাথে ভাগ করে নিতে চাই এবং আগামীতে এই সাফল্য ধরে রেখে যে কোন অর্থনৈতিক প্রতিযোগিতাকে মোকাবেলা করার জন্য আপনাদেরকে পাশে চাই। পাশাপাশি বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানী লিমিটেড ২০২২ইং সালের নিরীক্ষিত আর্থিক বিবরণী এবং নিরীক্ষকের আর্থিক প্রতিবেদন উপস্থাপন করতে পেরে আমি খুবই আনন্দিত।

ডিজিটাল বাংলাদেশ প্রতিষ্ঠার লক্ষ্যে বিগত দশ বছর ধরে বাংলাদেশ জিডিপি প্রবৃদ্ধি ধরে রেখেছে। দেশে ২০২১-২২ অর্থ বছরে জিডিপি প্রবৃদ্ধি ছিল ৭.২৫ শতাংশ পক্ষান্তরে ২০১০-২১ অর্থ বছরে ছিল ৬.৯ শতাংশ। বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন এর তথ্য মতে বাংলাদেশ সাধারণ বীমা শিল্পে ২০২১ সালে মোট প্রিমিয়াম আয় ছিল ৫৩,৯৬০.৩৮ মিলিয়ন টাকা পক্ষান্তরে ২০২০ সালে ৪৬,৮৬৮.৫৩ মিলিয়ন টাকা যা বীমা শিল্পের স্থিতিশীলতা নির্দেশ করে।

বাংলাদেশ ক্রমাগতই অর্থনৈতিক উন্নয়ন সাধন করে চলছে যেখানে বিশ্ব অর্থনীতি একটি সংকটময় সময় পার করছে। চমৎকার আর্থিক নীতি, সরকারী ও বেসরকারী বিনিয়োগ উদ্বুদ্ধগতি এবং স্থিতিশীল রাজনৈতিক পরিস্থিতির কারণে ২০২১-২২ অর্থ বছরে জিডিপি প্রবৃদ্ধি ছিল ৭.২৫ শতাংশ। মাথা পিছু আয় ২০২২ এ ছিল ২৭২৩ মার্কিন ডলার পক্ষান্তরে ২০২১ ছিল ২৮২৪ মার্কিন ডলার। গত বছরের তুলনায় রাজস্ব আয় বৃদ্ধির কারণে সরকার বড় অবকাঠামো নির্মাণে পদক্ষেপ নিয়েছে।

এমতাবস্থায়, আপনাদের কোম্পানী ২০২২ সালে ২২৫.৭৫ মিলিয়ন টাকা কর পূর্ব মুনাফা অর্জন করেছে। ২০২২ সালে মোট প্রিমিয়াম আয় দাঁড়িয়েছে ১,০০১.৫৫ মিলিয়ন টাকা যা ২০২১ সালে ছিল ৮৭০.২৭ মিলিয়ন টাকা যা ১৫.০৮ শতাংশ প্রবৃদ্ধি প্রদর্শন করে। ২০২২ সালের শেষে কোম্পানীর মোট সম্পদ দাঁড়িয়েছে ২৩২৬.৩৯ মিলিয়ন টাকা যা গত বছরের তুলনায় ১৬.০৬ শতাংশ প্রবৃদ্ধি প্রদর্শন করে। আমরা আশা করি ২০২৩ সালেও আপনাদের কোম্পানীর ফলাফল এরূপ উন্নতির দিকে থাকবে।

আপনারা অবগত আছেন যে, বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানী লিমিটেড

প্রতি বছর মান সম্মত লভ্যাংশ ঘোষণা করে সে অনুযায়ী ২০২২ সালে আমরা ২০ শতাংশ নগদ লভ্যাংশ ঘোষণা করেছি।

সময়মত বীমা দাবী নিষ্পত্তির মাধ্যমে আপনাদের কোম্পানী সুনাম অর্জন করেছে এবং সেই সাথে অভিজ্ঞ ব্যবস্থাপনা কর্তৃপক্ষের কর্মদক্ষতাকে কাজে লাগিয়ে কোম্পানীর শক্ত ভিত্তি তৈরী হয়েছে যা ভবিষ্যতে নিয়মিত অগ্রগতি বয়ে নিয়ে আসবে।

আমি আন্তরিকভাবে ধন্যবাদ জানাই অর্থ মন্ত্রণালয়, বাংলাদেশ ব্যাংক, বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষ, বাংলাদেশ সিকিউরিটি এন্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লিমিটেড, চিটাগাং স্টক এক্সচেঞ্জ লিমিটেড, সাধারণ বীমা কর্পোরেশন, বিদেশী পুনঃবীমা প্রতিষ্ঠান ও সংশ্লিষ্ট সকল সরকারী ও বেসরকারী সংস্থাসহ সকল শ্রেণীর সম্মানিত বীমা গ্রাহকদের তাদের সহযোগিতার জন্য।

আমি কৃতজ্ঞতা প্রকাশ করছি পরিচালনা পর্ষদের কাছে যাদের মূল্যবান দিক-নির্দেশনা এবং সঠিক সিদ্ধান্তের মাধ্যমে কোম্পানী তার গন্তব্যে পৌঁছাতে সমর্থ হয়েছে।

আমি আরো ধন্যবাদ জানাই বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানী লিমিটেড এর ব্যবস্থাপনা কর্তৃপক্ষকে এবং সকল কর্মকর্তা কর্মচারীদেরকে যাদের সততা, সহযোগিতা এবং কর্মকান্ডের মাধ্যমে ২০২২ সালের এ সাফল্য অর্জিত হয়েছে এবং যা ভবিষ্যতেও একইভাবে চলতে থাকবে।

পরিশেষে আমি ধন্যবাদ জানাই সকল নিয়ন্ত্রক সংস্থা, স্পন্সর, শেয়ার হোল্ডার, স্টেক হোল্ডার, ব্যবস্থাপনা কর্তৃপক্ষ, বীমা গ্রাহক এবং সকল শুভাকাঙ্ক্ষীদের যাদের সহযোগিতায় ২০২২ সালে সাফল্য অর্জন হয়েছে।

আল্লাহ হাফেজ  
ধন্যবাদান্তে

*Momenal*

মোস্তফা কামাল  
চেয়ারম্যান  
পরিচালনা পর্ষদ





## PROFILE OF *The* CEO

Mr. Mohammad Sana Ullah Son of late Noor Ali & late Anwara Begum was born on 31, December 1966. He comes from a respectable Muslim family of Chattogram. He was appointed as Managing Director & Chief Executive Officer of Bangladesh National Insurance Company Limited on April 15, 2013. Prior to join the Bangladesh National Insurance Company Limited Mohammad Sana Ullah had been serving as the Additional Managing Director in Express Insurance Limited. He obtained B.A. (Hon's) and M.A. Over the last 33 years of experience in General Insurance Industry and he continuously been contributing for the growth of this sector. He started his career in the year 1989 and work in different organization including Northern General Insurance Company Limited, Central Insurance Company Limited with full responsibility and utmost dedication for the last 33 years in General Insurance Company. In the period of time he holds several responsible posts in private owned Insurance Company. Mohammad Sana Ullah is an active social worker engaged with various activities to bring positive changes among under privileged people. He is a member of Bangladesh Insurance Forum (BIF).

**Mohammad Sana Ullah**  
Chief Executive Officer

# OUR PRODUCTS & SERVICES



## Marine insurance

BNIC Marine Risks is a specialist marine insurance broker. Our sole aim is to provide highly competitive, first class marine insurance solutions to the risks faced by maritime enterprises across the world. This singular purpose defines our approach and underlines our commitment to consistently exceeding our clients' expectations.

Marine insurance covers the loss or damage of ships, cargo, terminals, and any transport or cargo by which property is transferred, acquired, or held between the points of origin and final destination.



## Fire insurance

Fire insurance policy can be bought by anyone who is the legal owner of a residential landed property or apartment in order to protect it against loss of or damage to such property. The contents of a home can also be insured against.

You are the owner of a house, your fire insurance policy may be extended to include permanent fixtures and fittings such as fitted kitchen and bedroom closets/cupboards and interior decorations. Outbuildings such as maids quarters or garages may be included as well. The extent of structures to be included will depend on their inclusion in the build up in the sum insured.

In addition, the contents of your home like furniture, carpets, TV, video, hi-fi equipment, piano, bookcase, books, lamps, ornaments, PC, clothing, bedding,

kitchenware and appliances, personal effects etc and leasehold improvements can be insured as well. Often the policy on contents/leasehold improvements is issued separately from the policy on the structure although some insurers issue a combined policy for houses.

Many a poet have wondered about the dual power of fire – so constructive and beneficial, yet with the potential to cause so much damage. A single fire accident has the power to wreak complete havoc burning down buildings, plant and machinery and even stocks. A single spark can lead to so much loss and unless adequately insured, a business will find it very difficult to rise from the ashes. With Cholamandalam MS Fire Insurance, ensure that your business is adequately covered against damage arising out of various fire and fire-related perils.





## Motor insurance

Motor insurance (also known as auto insurance, car insurance, or motor insurance) is insurance purchased for cars, trucks, and other vehicles. Its primary use is to provide protection against losses incurred as a result of traffic accidents and against liability that could be incurred in an accident.

A Comprehensive Motor Insurance Cover in addition to the mandatory third-party cover also protects the car owner from financial losses, caused by loss or damage or theft of the vehicle.



## Miscellaneous insurance

Miscellaneous insurance like other forms of insurance is a form of collectivism by means of which people collectively pool their risk, in this case the risk of incurring medical expenses. The collective is usually publicly owned or else is organized on a non-profit basis for the members of the pool, though in some countries medical insurance pools may also be managed by for-profit companies. It is sometimes used more broadly to include insurance covering disability or long-term nursing or custodial care needs. It may be provided through a government-sponsored social insurance program, or from private insurance companies. It may be purchased on a group basis (e.g., by a firm to cover its employees) or purchased by an individual. In each case,

the covered groups or individuals pay premiums or taxes to help protect themselves from unexpected healthcare expenses. Similar benefits paying for medical expenses may also be provided through social welfare programs funded by the government.

By estimating the overall risk of healthcare expenses, a routine finance structure (such as a monthly premium or annual tax) can be developed, ensuring that money is available to pay for the healthcare benefits specified in the insurance agreement. The benefit is administered by a central organization such as a government agency, private business, or not-for-profit entity.



# DIRECTOR'S REPORT TO THE SHAREHOLDERS

## Dear Shareholders

It is a great pleasure and privilege on the part of the Board of Directors of Bangladesh National Insurance Company Limited to present the Annual Report for the year 2022 inclusive of the audited financial statements of the Company for the year ended on 31 December 2022 and the Auditor's Report thereon, for consideration and approval of the esteemed Shareholders. Beside, the Board also welcomes all the shareholders whose in this 27th Annual General Meeting makes enlighten and provide us huge encouragement to work hard for upcoming days for producing good result for the company.

The Board of Directors expresses their sincere thanks to all the shareholders for being with the company over the year 2022 and humbly discloses that during the year 2022 the company was able to unveil net profit of Tk.225,753,090 only and posted Tk.4.00 EPS. The Board also expresses his happiness for recommendation of 20% cash dividend for the year 2022 for the shareholders.

## World Economy

Global growth is projected at 3.7 percent in 2022, 6.6 percentages in 2021 World Economic Outlook (WEO) forecast. Russia-Ukraine war, Dollar crisis, inflation, COVID-19 pandemic has had a more negative impact on activity of 2022 than anticipated. In 2023 global growth is projected at 3.7 percent. The adverse impact on low-income households is particularly acute, imperiling the significant progress made in reducing extreme poverty in the world .

## Bangladesh Economy

The GDP growth rate of Bangladesh has reached 7.25 percent in the last fiscal year. The economy of Bangladesh, however, grew by a record 6.94 percent. The GDP growth rate in the FY 2021-22 was 6.19 percent, while it was 6.9 percent in 2020-21. The per capita income stood at USD 2,824 in the last fiscal from USD 2,723 in FY-2021-22. According to BBS, the GDP growth rate at constant prices in the industry sector increased by 10.29 percent in the last fiscal year which was 10.44 percent in FY-2021-22. In the services sector, the GDP growth rate increased by 5.73 percent in the last fiscal

year while it was 6.31 percent was in FY-2019-20. In the agriculture sector, the GDP growth rate decreased by 3.17 percent in last fiscal year while it was 2.20 percent in FY-2021-22. The BBS data also showed that in the last fiscal year, the investment ratio to GDP stood at 31.02 percent which was 31.68 percent in FY-2021-22.

## Insurance Industry in Bangladesh

The Bangladesh insurance industry is highly competitive. The Government and Insurance Development Regulatory Authority (IDRA) continuing their efforts to contribute much in their respective areas for the development of insurance industry. The Government and IDRA taken some steps for the development of insurance industry of the country. The Government has already promulgated National Insurance Day on 01 March. The regulatory body try to guide insurance companies to execute the policies of the Government and compliances of Insurance Act. 2010. The Bangladesh Insurance Association (BIA) is giving different guidelines in running the life and non-life insurance business smoothly complying with the rules and regulations of insurance Act 2010. The insurance companies will have to take the responsibilities of running the business effectively and efficiently. The non-life insurance business is increasing day by day. The Country total Gross premium income was Tk. 53,960.38 million in 2021. While it was Tk. 46,868.53 in 2020 of General Insurance sector.

## Insurance Business in 2022

BNICL earned a gross premium income of Tk.1,001.55 million in 2022 as against Tk.870.27 million in 2021, showing an increase of 15.09 percent.

## Product-wise performance: Fire Insurance Business

The Company wrote direct fire insurance business with a gross premium income of Tk. 346.23 million against Tk. 279.54 million in 2021. Which is representing 23.86% growth. The Company earned an underwriting Profit of Tk. 0.74 million.

## Marine Insurance Business

The gross premium income from underwriting of marine insurance of Tk.398.26 million in 2022 and Tk. 343.06 million in 2021. Which is representing 16.09 growth. The Company earned an underwriting profit of Tk. 108.60 million.

## Motor Insurance Business

In motor insurance segment, the gross premium income Tk.103.76 million against Tk.120.25 million in 2021. The Company earned an underwriting profit of Tk. 45.46 million.

## Miscellaneous Insurance Business

Gross Premium income from miscellaneous insurance business Tk.153.29 million against Tk.127.42 million in 2021. Which is representing 20.30% growth and underwriting profit of Tk. 2.08 million in the year 2022.

## Income from Investment

Interest income derived from banks and non-banking financial institutions of Tk 87.41 million in 2022 and Tk.74.12 million was in 2021.

## Dividend Income

The dividend income of Tk 3.10 million for the year 2022.

## Rental Income

The Rental income of Tk 1.78 million for the year 2022.

## Gain on Sale of Share

Income from sale on share of Tk 27.06 million for the year 2022.

## Financial Results & Appropriation

We are pleased to report that due to effective underwriting, marketing, appropriate portfolio issue, technically sound reinsurance arrangements and effective monitoring, the company has been able to achieve favorable financial results in 2022. Taking into consideration of the company's financial needs and the shareholder's short as well as long term interests, the board of directors recommends the appropriation of after-tax profit for the 2022 in the following manner:

a)	The Un-appropriated Profit Carry forward from previous Year 2021	123,869,033
b)	The Un-appropriated Profit for Current Year 2022	225,753,090
c)	Adjustment for the application of IFRS-16(Lease)	(4,123,595)
d)	Deferred Tax Expenses	(60,391)
e)	Total Fund Available for Appropriation	345,438,137
f)	Reserve for Exceptional Losses	64,574,539
g)	Provision for Taxes	48,911,630
h)	Dividend Paid	79,650,000
i)	Balance transferred to retained earnings	145,294,171

## Cost of Goods Sold and Profit Margin

The company is a non-life insurance company and hence cost of goods sold and gross profit margin concept is not appropriate for the company. Rather profit of the company is main concerned for the company hence, in the year 2022 the company earned profit of Tk.225,753,090 only.

## Claim

The company settled net claim of Tk.53.99 million after recovery from the reinsurance during the year 2022. The company always used to attach due importance on quick settlement of claims of the valued clients.

## Continuity of Any Extra-ordinary Gain or Loss

In the year 2022 there was no extra ordinary activities and hence there was no continuation of extra ordinary gain or loss in the current year.

## Basis of Related Party Transaction

According to the International Accounting Standard-24 "Related Party Disclosures" related party disclosure was made in note # 36 of the financial statements.

## Remuneration to Directors Including Independent Directors

Directors are not empowered to take any remuneration other than attendance fee which fixed by Insurance Development Regulatory Authority (IDRA). In line with remuneration paid to directors in the year 2022. Till date no remuneration was also given to any independent director except the attendance fee.

## Corporate and Financial Reporting Framework

- In conformity of the BSEC Notification No.BSEC/CMRRCD/2006-158/207/Admin/80 dated June 3, 2018; the directors confirm compliance with the financial reporting framework for the following:
- The financial statements prepared by the management of Bangladesh National Insurance Company Limited present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- Proper books of account of the issuer company have been maintained.
- 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.
- International Accounting Standards and International Financial Reporting Standards have been followed in preparation of the financial statements and any departure there from has been adequately disclosed.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- There are no significant doubts upon the company's ability to continue as a going concern.

## Significant Deviations From the Last Year's Operating Result

The company earned profit of Tk.225.75 million in the year 2022 and Tk.192.13 million in 2021. The company earns higher profit comparing with the last year can say

that significant profit increased during the period under review. The Company Net Operating Cash Flows per share Tk.10.32 in the year 2022 and in the year 2021 Tk.9.67, due to increase in premium income & increase in interest received on FDR, STD and BGTB has been made during the year.

## Key Operating and Financial Data

Key operating and financial data of preceding five years is included in this annual report.

## Dividend

For the year 2022 the Board of Directors recommends 20 percent cash dividend.

## Credit Rating

Credit Rating of Bangladesh National Insurance Company Limited was carried out by Emerging Credit Rating Limited for the year 2022-2023. After assessment they provide "Long Term: AA+ and Short Term: ST-2" which increase more reliability of the company to the stakeholders. Apart from the above rating agency also highlighted the following salient feature of the Company:

- Steady increase in gross premium income.
- Capacity to meet claim demand of policy holder.
- Increase in claim due to high standard of customer service.
- Strong reserve base.
- Introduction Corporate governance issues and guidance for Compliance with regulation of IDRA & BSEC.

## Risk Management

The company is always aware of the risk factors inherent in the industry. To keep the risks at an acceptable level, the company identifies, monitors and reviews the risks inherent in the business from time to time, continuous to update data base for information and takes corrective and or preventive measure to safeguard the stakeholder's interest.

## Director's Meeting

During the year 2022 Five board meetings were held. The attendance in the board meetings by each director is included with this annual report.

## Shareholding Pattern

According to the clause 1.5 (xxiii) of the BSEC's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 3, 2018 shareholding pattern is included corporate governance guideline.

## Director's Retirement and Re-appointment.

### Group – A :

As per company's Article of Association the following Directors will retire on 21 June, 2023 and all of them are eligible for re-appointment :

1. Mr. Taif Bin Yousuf
2. Mr. Yousuf Ali
3. Mr. Wasikur Rahman
4. Ms. Tasnim Binthe Mostafa

### Group – B :

As per company's Article of Association the following Directors will retire on 21 June, 2023 and all of them are eligible for re-appointment

1. Mrs. Hasina Begum
2. Mrs. Farida Akter

As per Insurance Rules- 1958 Public Director will be elected at the Annual General Meeting. In this respect election notice has been published on two national dailies one is Bangla and another is English on 17 April, 2023.

Independent Director Prof. Dr. Mijanur Rahman has completed his two tenure on 12 march 2023. In his place, The Company seeks approval from honorable shareholders in the annual general meeting of Senior Advocate Mr Mohammad Sayed Ahmed Raza as a Independent Director.

## Appointment of statutory Auditor :

For this the Board of Directors appointed as statutory auditor Rahman Mostafa Alam & Co. Chartered Accountants for the year 2023 subject to approval by Shareholders at 27th Annual General Meeting.

## Appointment of compliance Auditor:

As per corporate Governance code no. BSEC/CMRRCD/2006-158/207/Admin/80 dated: 03 June, 2018 the Board of Directors appointed A Hoque & Co. Chartered Accountants for obtaining certificate of compliance of corporate governance for the year 2023 subject to approval by Shareholder at 27th Annual General Meeting.

## Acknowledgement

We gratefully acknowledge valuable help and advices from the esteemed shareholders at the AGM, Well-wishers, the Insurance Development & Regulatory Authority (IDRA), Bangladesh Insurance Association, Bangladesh Insurance Academy, our Co-insurers and Re-insurers, The Registrar of Joint Stock Companies and Firms, Ministry of Finance, Commercial Banks and Financial Institutions, Bangladesh Bank, Bangladesh Securities & Exchange Commission Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited.

We also like to thanks our staffs for their devotion, drive and skill in maintaining the companies high standard of business ethics.

  
Mostafa Kamal  
Chairman

# পরিচালক মন্ডলীর প্রতিবেদন

## প্রিয় শেয়ারহোল্ডারবৃন্দ:

বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানি লিমিটেডের পরিচালনা পর্ষদের পক্ষ থেকে ৩১শে ডিসেম্বর ২০২২ইং তারিখের সমাপ্ত বছরের নিরীক্ষিত আর্থিক বিবরণী, বার্ষিক প্রতিবেদন এবং অডিটরস রিপোর্ট শেয়ারহোল্ডারদের বিবেচনা ও অনুমোদনের জন্য উপস্থাপন করতে পেরে আমরা খুব আনন্দিত। পাশাপাশি পর্ষদ সকল শেয়ারহোল্ডারদের স্বাগত জানাচ্ছি, যারা ২৭তম বার্ষিক সাধারণ সভায় অংশগ্রহণ করেছেন এবং এই সভাকে আলোকিত করেছেন এবং প্রচুর সাহস জুগিয়েছেন যাতে আমরা আগামী দিন গুলোতে কঠোর পরিপ্রমের মাধ্যমে কোম্পানীর জন্য ভালো ফলাফল বয়ে আনতে পারি।

২০২২ইং সাল জুড়ে কোম্পানীর সাথে থাকার জন্য সম্মানিত শেয়ারহোল্ডারদের পর্ষদ এর পক্ষ থেকে ধন্যবাদ জ্ঞাপন করছি এবং বিনিয়োগের সাথে অবগত করছি যে ২০২২ইং সালে কোম্পানী ২২,৫৭,৫৩,০৯০.০০ টাকা করপূর্বক মুনাফা অর্জন করে এবং ইপিএস অর্জন করে ৪.০০ টাকা। পর্ষদ ২০২২ইং সালের জন্য ২০% নগদ লভ্যাংশ প্রদানের সুপারিশ করতে পেরে আনন্দিত।

## বিশ্ব অর্থনীতি:

বিশ্ব অর্থনীতি আউটলুক পূর্বাভাস অনুযায়ী বৈশ্বিক প্রবৃদ্ধি ২০২২ সালের প্রাথমিক ছিল ৩.৭ শতাংশ যা ২০২১ সালেছিলো ৬.৬ শতাংশ। ইউক্রেন-রাশিয়া যুদ্ধ, ডলার সংকট, বিভিন্ন দেশের সামরিক ব্যয় বৃদ্ধি এবং বিশ্বব্যাপী কোভিড-১৯ এর কারণে বিশ্ব অর্থনীতিতে ২০২২ সালে নেতিবাচক প্রভাব পরে যা প্রত্যাশিত ছিল। ২০২৩ সালে বৈশ্বিক প্রবৃদ্ধি ৩.৭ শতাংশ অনুমান করা হয়েছে। বিশেষ করে কম উপার্জনশীল মানুষের জন্য এটি মারাত্মক আকার ধারণ করেছে যা দারিদ্র্য দূরীকরণে বাঁধা হয়ে দাঁড়িয়েছে।

## বাংলাদেশ অর্থনীতি

কোভিড পরিস্থিতি, ইউক্রেন-রাশিয়া যুদ্ধ এবং ডলার সংকট সত্ত্বেও বাংলাদেশের জিডিপি প্রবৃদ্ধির হার ৭.২৫ শতাংশ অবস্থান করছে। বাংলাদেশের অর্থনীতি ৬.৯৪ শতাংশ বৃদ্ধি পেয়েছে। জিডিপি প্রবৃদ্ধির হার ২০২১-২২ অর্থ বছরে ছিল ৬.১৯ শতাংশ পক্ষান্তরে ২০২০-২১ অর্থ বছরে ছিল ৬.৯ শতাংশ। মাথাপিছু আয় গত অর্থ বছরে ছিল ২৮২৪ মার্কিন ডলার পক্ষান্তরে ২০২১-২২ অর্থ বছরে ছিল ২৭২৩ মার্কিন ডলার। বিবিএস এর তথ্য অনুযায়ী শিল্প খাতে গত অর্থ বছরে প্রবৃদ্ধি ছিল ১০.২৯ শতাংশ পক্ষান্তরে ২০২১-২২ অর্থ বছরে ছিল ১০.৪৪ শতাংশ। সেবা খাতে গত অর্থ বছরে ৫.৭৩ শতাংশ বৃদ্ধি পেয়েছে যা ২০২১-২২ অর্থ বছরে ছিল ৬.৩১ শতাংশ। কৃষিখাতে গত অর্থ বছরে ৩.১৭ শতাংশ প্রবৃদ্ধি হয়েছে যা ২০২১-২২ অর্থ বছরে ছিল ২.২০ শতাংশ। বিবিএস তথ্যমতে গত অর্থবছরে বিনিয়োগ অনুপাত ছিল ৩১.০২ শতাংশ যা ২০২১-২২ অর্থ বছরে ছিল ৩১.৬৮ শতাংশ।

## বাংলাদেশের বীমা শিল্প

বাংলাদেশের বীমা শিল্প খুবই প্রতিযোগিতামূলক। সরকার এবং বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষ সম্মিলিতভাবে বীমা শিল্পের উন্নয়নে অবদান রাখছে। সরকার এবং বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষ বীমা শিল্পের উন্নয়নে কতিপয় পদক্ষেপ নিয়েছে। সরকার ইতিমধ্যে ১লা মার্চ তারিখকে জাতীয় বীমা দিবস হিসেবে ঘোষণা করেছে। বীমা আইন ২০১০ বাস্তবায়নের জন্য নিয়ন্ত্রণকারী কর্তৃপক্ষ বিভিন্ন নির্দেশনা দিচ্ছে। বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন আন্তরিকভাবে বীমা কোম্পানীগুলোকে আইন কানুন ও বিধি বিধান মেনে চলার ব্যাপারে নিয়মিতভাবে নির্দেশনা প্রদান করছে। বীমা কোম্পানীগুলোকে দক্ষতার সাথে

কোম্পানী পরিচালনার জন্য দায়িত্ব নিতে হবে। সাধারণ বীমা ব্যবসা ক্রমাগত বাড়ছে। দেশের সাধারণ বীমা খাতে মোট প্রিমিয়াম আয় ২০২১ সালে ছিল ৫৩,৯৬০.৩৮ মিলিয়ন টাকা পক্ষান্তরে ২০২০ সালে ছিল ৪৬,৮৬৮.৫৩ মিলিয়ন টাকা।

## ২০২২ সালের বীমা ব্যবসা

বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানী লিমিটেডের ২০২২ ইং সালের মোট প্রিমিয়াম আয় ১,০০১.১৫ মিলিয়ন টাকা এর বিপরীতে ২০২১ইং সালে মোট প্রিমিয়াম আয় ছিল ৮৭০.২৭ মিলিয়ন টাকা। গত বছরের তুলনায় ১৫.০৮ শতাংশ প্রবৃদ্ধি প্রদর্শন করে।

## পন্য ভিত্তিক ব্যবসায়িক সফলতা

### অগ্নি বীমা ব্যবসা:

কোম্পানী প্রত্যক্ষ অগ্নি বীমা ব্যবসা থেকে ২০২২ইং সালে মোট প্রিমিয়াম আয় ৩৪৬.২৩ মিলিয়ন টাকা এর বিপরীতে ২০২১ইং সালে আয় ছিল ২৭৯.৫৪ মিলিয়ন টাকা। গত বছরের তুলনায় ২৩.৮৬ শতাংশ প্রবৃদ্ধি প্রদর্শন করে। কোম্পানী অবলিখন মুনাফা হয় ০.৭৪ মিলিয়ন টাকা।

### নৌ বীমা ব্যবসা:

নৌ বীমা ব্যবসা থেকে কোম্পানীর মোট প্রিমিয়াম আয় ২০২২ইং সালে ৩৯৮.২৬ মিলিয়ন টাকা এবং ২০২১ইং সালে ছিল ৩৪৩.০৬ মিলিয়ন টাকা। গত বছরের তুলনায় ১৬.০৯ শতাংশ প্রবৃদ্ধি প্রদর্শন করে। কোম্পানী নৌ বীমা ব্যবসা থেকে অবলিখন মুনাফা করে ১০৮.৬০ মিলিয়ন টাকা।

### মোটর বীমা ব্যবসা:

মোটর বীমা ব্যবসা থেকে ২০২২ইং সালে মোট আয় হয়েছে ১০৩.৭৬ মিলিয়ন টাকা এবং ২০২১ইং সালে ছিল ১২০.২৫ মিলিয়ন টাকা। মোটর বীমা ব্যবসা থেকে লাভ হয়েছে ৪৫.৪৬ মিলিয়ন টাকা।

### বিবিধ বীমা ব্যবসা:

বিবিধ বীমা ব্যবসা থেকে ২০২২ইং সালে মোট আয় হয়েছে ১৫৩.২৯ মিলিয়ন টাকা এবং ২০২১ইং সালে ছিল ১২৭.৪২ মিলিয়ন টাকা। গত বছরের তুলনায় ২০.৩০ শতাংশ প্রবৃদ্ধি প্রদর্শন করে। বিবিধ বীমা ব্যবসা ২০২২ইং সালে লাভ হয়েছে ২.০৮ মিলিয়ন টাকা।

### বিনিয়োগ থেকে আয়:

বিভিন্ন ব্যাংক ও আর্থিক প্রতিষ্ঠানে গচ্ছিত বিনিয়োগ থেকে ২০২২ইং সালের মুনাফা ৮৭.৪১ মিলিয়ন টাকা এবং ২০২১ইং সালে ছিল ৭৪.১২ মিলিয়ন টাকা।

### ডিভিডেন্ট খাতে আয়:

২০২২ইং সালের ডিভিডেন্ট খাতে আয় হয়েছে ৩.১০ মিলিয়ন টাকা।

### ভাড়া থেকে আয়:

২০২২ইং সালে ভাড়া খাতে আয় ১.৭৮ মিলিয়ন টাকা।

### শেয়ার ক্রয়-বিক্রয় হতে আয়:

২০২২ইং সালে শেয়ার ক্রয়-বিক্রয় হতে আয় ২৭.০৬ মিলিয়ন টাকা।

### বন্টনযোগ্য মুনাফা:

আমরা অত্যন্ত আনন্দের সাথে জানাচ্ছি যে, কার্যপোষোগী অবলিখন, বিপণন এবং যথাযথ পোর্টফোলিও ইস্যু ও নিখুত পুনঃ-বীমা প্রক্রিয়ার অনুসরণ করার পাশাপাশি কার্যকর তদারকির মাধ্যমে আমরা ২০২২ সালে কাঙ্ক্ষিত আর্থিক

সাফল্য অর্জন করতে সক্ষম হয়েছি। কোম্পানীর আর্থিক দিক বিবেচনা করে ও শেয়ার হোল্ডারদের স্বার্থ সংরক্ষণে দীর্ঘমেয়াদী পরিকল্পনার আলোকে পরিচালকবৃন্দ ২০২২ সালে কর পরবর্তী নিম্নলিখিত সুপারিশ সমূহ প্রদান করেছেন:

a)	The Un-appropriated Profit Carry forward from previous Year 2021	123,869,033
b)	The Un-appropriated Profit for Current Year 2022	225,753,090
c)	Adjustment for the application of IFRS-16(Lease)	(4,123,595)
d)	Deferred Tax Expenses	(60,391)
e)	Total Fund Available for Appropriation	345,438,137
f)	Reserve for Exceptional Losses	64,574,539
g)	Provision for Taxes	48,911,630
h)	Dividend Paid	79,650,000
i)	Balance transferred to retained earnings	145,294,171

### কষ্ট অব গুডস সোস্টি এবং মুনাফা অর্জন:

বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানি লিমিটেড একটি নন-লাইফ ইন্স্যুরেন্স কোম্পানী যে কারনে কষ্ট অব গুডস সোস্টি এক্ষেত্রে প্রযোজ্য নয়। অন্য দিকে কোম্পানীর মুনাফা অর্জন বিশেষ অর্থ বহন কও এবং ২০২২ইং সালে ২২৫,৭৫৩,০৯০ টাকা মুনাফা অর্জন করে।

বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানির ম্যানেজমেন্ট কমিটি আর্থিক প্রতিবেদন তৈরি করেছে এবং এ প্রতিবেদন সমূহ কোম্পানীর আর্থিকঅবস্থা, সমাপ্ত বছরের কার্যক্রমের ফলাফল এবং নগদ অর্থ প্রবাহের সুষ্ঠু প্রতিফলন করে। কোম্পানীর হিসাব বহিসমূহ সঠিকভাবে সংরক্ষিত হয়েছে।

### বীমা দাবী:

২০২২ইং সালে কোম্পানী নেট ৫৩.৯৯ মিলিয়ন টাকার বীমা দাবী নিষ্পত্তি করেছে। সম্মানিত গ্রাহকদের দাবী পূরনে কোম্পানী সর্বদাই অত্যন্ত আন্তরিক ও যত্নশীল।

আর্থিক বিবরণীসমূহ তৈরিতে সঠিক হিসাব নীতিমালাসমূহ যথাযথভাবে প্রয়োগ করা হয়েছে। বাংলাদেশে প্রযোজ্য আন্তর্জাতিক হিসাবমান অনুযায়ী আর্থিক বিবরণীসমূহ প্রস্তুত করা হয়েছে।

### অস্বাভাবিক হঠাৎ মুনাফা অর্জন বা ক্ষতি:

২০২২ইং সালে এরূপ কোনো হঠাৎ মুনাফা অর্জন বা ক্ষতি হয়নি।

অভ্যন্তরীণ নিয়ন্ত্রন ব্যবস্থা সুদৃঢ়ভাবে প্রনীত এবং যার প্রয়োগ এবং পর্যবেক্ষন অতীব কার্যকর।

চলমান প্রতিষ্ঠান হিসাবে কোম্পানীর স্বক্ষমতায় বিন্দুমাত্র কোন সন্দেহ নেই।

### বেসিস অব রিলেটেড পার্টি ট্রানজেকশন:

আন্তর্জাতিক একাউন্টিং স্ট্যান্ডার্ড - ২৪ “রিলেটেড পার্টি ডিসক্লোজার অনুযায়ী” নোট ৩৬ রিলেটেড পার্টি ট্রানজেকশন প্রদর্শন করা হয়েছে।

### গত বছরের মুনাফার তুলনামূলক পার্থক্য:

কোম্পানী ২০২২ইং সালে ২২৫.৭৫ মিলিয়ন টাকা মুনাফা অর্জন করে। ২০২১ইং সালে মুনাফা অর্জন করে ১৯২.১৩ মিলিয়ন টাকা। এটি প্রতিয়মান হয় যে, ২০২১ইং সালের তুলনায় ২০২২ইং সালে তুলনামূলক মুনাফা বৃদ্ধি পেয়েছে। কোম্পানির নীট অপারেটিং ক্যাশ ফ্লো ২০২২ সালে শেয়ার প্রতি ১০.৩২ টাকা এবং ২০২১ সালে ৯.৬৭ টাকা হয়েছে, কারন প্রিমিয়াম আয় এবং এফডিআর, এসটিডি ও বিজিটিবি আয় চলতি বছর বৃদ্ধি পেয়েছে।

### পরিচালকদের সম্মানী (স্বতন্ত্র পরিচালকসহ):

পরিচালকগণ পর্ষদ মিটিং এর উপস্থিতির জন্য বীমা উন্নয়ন ও নিয়ন্ত্রন কর্তৃপক্ষ কর্তৃক নির্ধারিত সম্মানী ব্যতীত অন্য কোন প্রকার বেতন বা সম্মানী ভাতা দেয়া হয় না। সে অনুযায়ী ২০২২ইং সালে পর্ষদ মিটিং সম্মানী প্রদান করা হয়।

### আর্থিক তথ্য:

গত পাঁচ বছরের আর্থিক তথ্য এই বার্ষিক প্রতিবেদনে সংযুক্ত করা হয়েছে।

### কর্পোরেট এবং আর্থিক প্রতিবেদন:

বিএসইসি নোটিফিকেশন # এসইসি/ সিএমআরআরসিডি/২০০৬-১৫৮ /২০৭/এডমিন/৮০ তারিখ ০৩ জুন ২০১৮ অনুযায়ী পর্ষদ আর্থিক প্রতিবেদনের ক্ষেত্রে নিম্নোক্ত বিষয়গুলো পরিপালন বিধায় নিশ্চিত করেন :

### লভ্যাংশ:

পরিচালনা পর্ষদ ২০২২ইং সালের জন্য ২০ শতাংশ লভ্যাংশ ঘোষনা করেছে।

## ক্রেডিট রেটিং:

বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানি লিমিটেডের ২০২২-২০২৩ইং সালের ক্রেডিট রেটিং করে ইমারজিং ক্রেডিট রেটিং লিমিটেড এবং তাদের রেটিং অনুযায়ী কোম্পানী এএ+ রেটিং পেয়েছে। এই রেটিং কোম্পানীর সম্ভাব্যজনক আর্থিক ব্যবস্থাপনা, আর্থিক স্বচ্ছলতা, তারল্যের প্রবাহ ইত্যাদি প্রদর্শন করে।

## ঝুঁকি ব্যবস্থাপনা:

কোম্পানী সবসময় ইন্স্যুরেন্স ব্যবসায়ের ঝুঁকি নিয়ে সজাগ থাকে। ঝুঁকিকে সহনীয় পর্যায়ে রাখার জন্য, কোম্পানী সবসময় ঝুঁকি নিরসন ও পর্যবেক্ষণ করে এবং সে অনুযায়ী তথ্য সংগ্রহ করে এবং সে ভাবে কর্মকান্ড পরিচালনা করে যাতে শেয়ারহোল্ডারদের স্বার্থ রক্ষা পায়।

## পর্ষদ মিটিং:

২০২২ইং সালে সর্বমোট পাঁচটি পর্ষদ মিটিং অনুষ্ঠিত হয়। সে অনুযায়ী পর্ষদ মিটিং এ পরিচালকদের উপস্থিতির বিবরণ এই বার্ষিক প্রতিবেদনে লিপিবদ্ধ করা আছে।

## শেয়ার ধারণ অবস্থা:

বিএসইসি নোটিফিকেশন # এসইসি/সিএমআরআরসিডি/২০০৬/১৫৮/২০৭/এডমিন/৮০ তারিখ ০৩ জুন ২০১৮ এর ক্রজ ১.৫ অনুযায়ী কোম্পানীর শেয়ার ধারণ অবস্থা এই বার্ষিক প্রতিবেদনে লিপিবদ্ধ করা আছে। পরিচালকদের অবসর গ্রহণ এবং পুনঃ নিয়োগ:

## পরিচালকদের অবসর গ্রহণ এবং পুনঃ নিয়োগ:

### গ্রুপ এ :

কোম্পানীর আর্টিকেল অব এসোসিয়েশন এর বিধান অনুযায়ী নিম্নোক্ত পরিচালকগণ ২১ জুন, ২০২৩ইং তারিখে অবসর গ্রহণপূর্বক পুনঃ নিয়োগ হওয়ার যোগ্যতা অর্জন করেছেন।

- ১। জনাব তায়েফ বিন ইউসুফ
- ২। জনাব ইউছুফ আলী
- ৩। জনাব ওয়াসিকুর রহমান
- ৪। মিস তাসনিম বিনতে মোস্তফা

### গ্রুপ - বি:

কোম্পানীর আর্টিকেলস অব এসোসিয়েশন এর বিধান অনুযায়ী নিম্নোক্ত পরিচালকগণ ২১ জুন, ২০২৩ইং তারিখে অবসর গ্রহণপূর্বক পুনঃ নিয়োগ হওয়ার যোগ্যতা অর্জন করেছেন।

- ১। জনাবা হাশিনা বেগম
- ২। জনাবা ফরিদা আক্তার

বীমা বিধিমালা ১৯৫৮ অনুযায়ী পাবলিক পরিচালক বার্ষিক সাধারণ সভায় নির্বাচিত হবেন। এ ক্ষেত্রে নির্বাচন অনুষ্ঠানের বিজ্ঞপ্তি একটি বাংলা ও একটি ইংরেজী পত্রিকায় ১৭ এপ্রিল, ২০২৩ইং তারিখে প্রকাশিত হয়েছে।

## স্বাধীন পরিচালক :

২০১৮ সালের জুন মাসে দ্বারা জারি করা কর্পোরেট গভর্নেন্স কোড অনুসারে,

বাংলাদেশ ন্যাশনাল ইন্স্যুরেন্স কোম্পানী লিমিটেড তার বোর্ডের আকার পুনর্গঠন করেছে এবং প্রয়োজনীয় সংখ্যক বিশিষ্ট এবং অভিজ্ঞ ব্যক্তিদের বোর্ডে স্বাধীন পরিচালক হিসাবে নিয়োগ করেছে।

স্বাধীন পরিচালক প্রফেসর ড: মীজানুর রহমান গত ১২/০৩/২০২৩ ইং তারিখে তার দ্বিতীয় মেয়াদ পূর্ণ করেন। তার স্থলে সিনিয়র এডভোকেট জনাব মোহাম্মদ সাঈদ আহমেদ রাজাকে স্বাধীন পরিচালক হিসাবে সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারদের অনুমোদন প্রয়োজন।

## বিধিবদ্ধ অডিটর নিয়োগ:

পরিচালনা পর্ষদ মেসার্স রহমান মোস্তফা আলম এন্ড কোং চার্টার্ড একাউন্টেন্টসকে ২০২৩ইং সালের জন্য অডিটর হিসেবে ২৭তম বার্ষিক সাধারণ সভায় অনুমোদন সাপেক্ষে নিয়োগ প্রদান করা হবে।

## কমপ্লায়েন্স অডিটর নিয়োগ:

কর্পোরেট গভর্নেন্স কোড নং বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/প্রশাসন/৮০ তারিখ ৩ জুন, ২০১৮ এর বিধান অনুযায়ী পরিচালনা পর্ষদ মেসার্স এ হক এন্ড কোং চার্টার্ড একাউন্টেন্টস কে ২০২৩ সালের জন্য কমপ্লায়েন্স অডিটর হিসেবে ২৭তম বার্ষিক সাধারণ সভায় অনুমোদন সাপেক্ষে নিয়োগ প্রদান করা হবে।

## কৃতজ্ঞতা স্বীকার:

সকলের সহযোগিতা এবং সু-পরামর্শের জন্য আমরা কৃতজ্ঞতা প্রকাশ করি। সভায় অংশগ্রহণকারী সম্মানিত শেয়ার হোল্ডার বৃন্দ, শুভানুধ্যায়ী, অর্থ মন্ত্রণালয়, বানিজ্যিক ব্যাংক এবং আর্থিক প্রতিষ্ঠান, বাংলাদেশ ব্যাংক, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লিমিটেড এবং চিটাগাং স্টক এক্সচেঞ্জ লিমিটেড, বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষ, বাংলাদেশ ইন্স্যুরেন্স একাডেমী, রেজিস্ট্রার অব জয়েন্ট স্টক কোম্পানীজ এন্ড ফার্মস কে কৃতজ্ঞতা জানাই। আমরা আরো কৃতজ্ঞতা জানাই আমাদের সকল কর্মকর্তা ও কর্মচারীদের যাদের দক্ষতা ও কর্মকাণ্ডের মাধ্যমে কোম্পানী তার অবস্থান ধরে রেখেছে।

ধন্যবাদান্তে

*Menzal*  
মোস্তফা কামাল  
চেয়ারম্যান

# SHAREHOLDING STRUCTURE

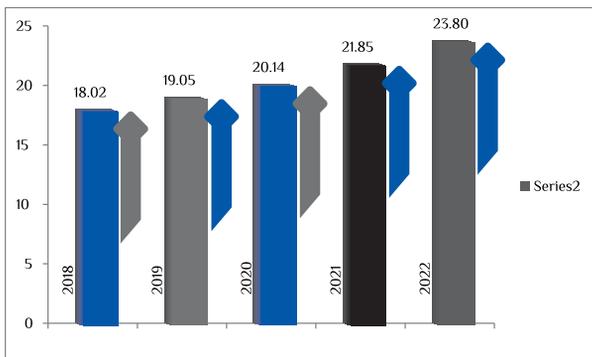
Shareholding structure of Bangladesh National Insurance Company Limited as on December 31, 2022 is as follows:

Particulars	Amount in Taka	
	2022	2021
<b>Authorized capital:</b>		
<b>100,000,000 ordinary share of Tk.10 each</b>	<b>1,000,000,000</b>	<b>1,000,000,000</b>
<b>Issued, subscribed and paid up capital:</b>		
<b>44,250,000 ordinary shares of Tk.10 each</b>	<b>442,500,000</b>	<b>442,500,000</b>

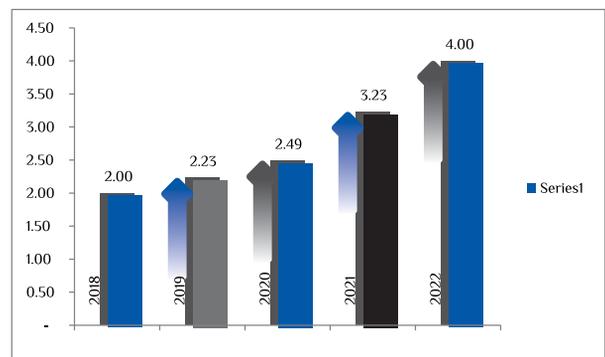
Composition of the shareholding as on 31 December 2022

Shareholdings	Number of shares	Percentage of paid up capital
Directors and sponsors shareholders	26,608,820	60.13%
Government	00.00	00.00%
Institute	2,612,700	5.90%
Foreign	00.00	00.00%
Public	15,028,480	33.96%
<b>Total</b>	<b>44,250,000</b>	<b>100.00</b>

Book Value Per Share



Earning Per Share

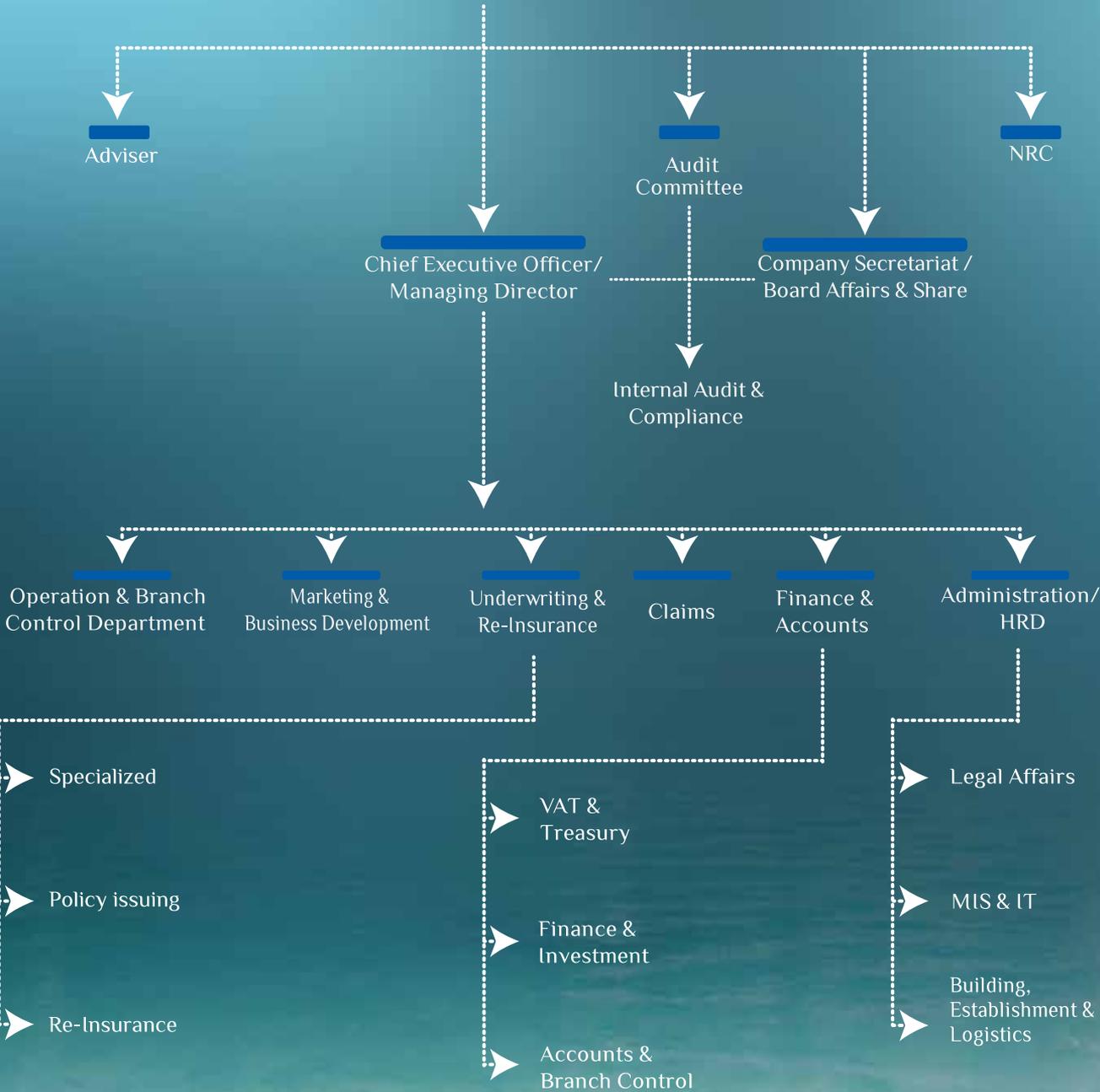




# CORPORATE ORGANOGRAM



## BOARD OF DIRECTORS



# Directors' Certificate

BANGLADESH NATIONAL INSURANCE COMPANY LIMITED

## Directors' Certificate



As per regulations contained in the First Schedule of the Insurance Act, 1938 as amended Insurance Act, 2010 and as per Section 63 (2) of the Insurance Act, 2010 we certify that:

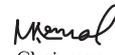
01. The value of all assets shown in the Balance Sheet and classified on Form-“AA” annexed have been reviewed as at 31st December, 2022 and in our belief, the said assets have been set forth in the Statement of Financial Position at amount not exceeding their realizable or market value under the several headings enumerated in the annexed form:

02. All expenses of management wherever incurred, whether directly or indirectly in respect of Fire, Marine Cargo, Marine Hull, Motor and Miscellaneous Insurance business have been fully debited in the respective Revenue Account as expenses.

  
Chief Executive Officer

  
Director

  
Director

  
Chairman

Dated: April 17, 2023  
Place: Dhaka, Bangladesh



*Leading*  
From the Front

# MESSAGE FROM *The* CEO

Bismillahir Rahmanir Rahim

Dear Respected Shareholders – Assalamu Alaikum.

I feel honored and privileged to have the opportunity to present the audited financial statements and operating performance of Bangladesh National Insurance Company Limited for the year 2022. I would like to express my humble gratitude to almighty Allah for his blessing to present Annual Report of the company since 2013. The company has completed another remarkable year of its journey towards services excellence and we have made significant advancement in our excellent performances.

During our 27 years of journey of our company has become possible only because of the regular guidance and co-operation of our respected members of the Board of Directors, shareholders, valued clients and well wishers. I cordially thank you all from the core of my heart for your contribution, guidance and support towards the growth of Bangladesh National Insurance Company Limited.

The Bangladesh economy secured her GDP growth 7.25% in FY 2021-2022 against GDP growth 6.9% in FY 2020-2021 which is well above the global economic growth. The per capita income is very positive sign of our National Economy. As per latest BSB report Bangladesh per capita income is 2723 USD. The contribution of insurance sector to National GDP is not upto the mark. Our initiative remains to improve the situation with help of IDRA.

In spite of many challenges specially Russia Ukarine war, Dollar crisis, COVID-19 your company able to make net profit before tax Tk. 225.75 million and Board of Directors recommended 20% cash dividend for the year 2022. If your faith and support remain with us, we hope that in future we can also be able to declare more dividend.

In 2022 our gross premium income stood at Tk. 1,001.55 million and 2021 was Tk. 870.27 million which representing a growth of 15.08%. The total assets of the company stood Tk. 2326.39 million as at 31 December, 2022 showing a growth of 16.06% comparing with the last year.

Our credit rating status is AA+ (pronounced as double A+) by Emerging Credit Rating Limited (ECRL) which reflects our good financial strength and claim paying

ability.

On the other hand, we believe that strong internal database system is very much essential for continuous growth of the company. Keeping that in mind, we were established branch wise computer network system with software that can provide information promptly as per business requirement. Continuous development in IT infrastructures is also one of our core objectives.

I am very much optimistic that Bangladesh National Insurance Company Limited will go forward by our collective efforts and active support and guidance of our Board of Directors and shareholders. I believe that the year 2023 will be more vibrant and fruitful year for Bangladesh National Insurance Company Limited.

In conclusion, on behalf of the management of Bangladesh National Insurance Company Limited, I would like to express my heartfelt gratitude to our shareholders, stakeholders, Insurance Development & Regulatory Authority (IDRA) Bangladesh Bank, All commercial Banks, Leasing Companies, Bangladesh Insurance Association, Bangladesh Insurance Academy, Sadharan Bima Corporation, Bangladesh Securities & Exchange Commission, Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited, our co-insurers for the support they have been rendering to us for a long time.

Allah Hafez



Mohammad Sana Ullah

Chief Executive Officer



# মুখ্য নির্বাহী কর্মকর্তা

## মহোদয়ের বক্তব্য

বিসমিল্লাহির রাহমানির রাহিম

সম্মানিত শেয়ার হোল্ডারবৃন্দ-আসসালামু আলাইকুম

বাংলাদেশ ন্যাশনাল ইস্যুরেন্স কোম্পানী লিমিটেড এর ২০২২ সালের নিরীক্ষিত আর্থিক প্রতিবেদন এর পরিচালনা কার্যক্রম উপস্থাপন করতে পেরে নিজেই সম্মানিত মনে করছি। ২০১৩ সাল থেকে বার্ষিক প্রতিবেদন তুলে ধরার জন্য সর্বশক্তিমান আল্লাহর নিকট শুকরিয়া আদায় করছি। সর্বোত্তম সেবা এবং উৎকৃষ্ট কার্যকরের মাধ্যমে কোম্পানী তার আরও একটি সফল বছর পার করল।

দীর্ঘ ২৭ বছরের পথ পরিক্রমা সম্ভব হয়েছে পরিচালনা পর্ষদ, শেয়ার হোল্ডার, মূল্যবান গ্রাহক এবং শুভাকাঙ্ক্ষীদের সঠিক নির্দেশনা এবং সহযোগিতার কারণে। বাংলাদেশ ন্যাশনাল ইস্যুরেন্স কোম্পানী লিমিটেড ও এর উন্নয়নে অবদান রাখবার জন্য আপনাদের সবাইকে অন্তঃস্থল থেকে ধন্যবাদ জানাচ্ছি।

বাংলাদেশ অর্থনীতি প্রবৃদ্ধির হার ২০২১-২০২২ অর্থ বছরে ৭.২৫ শতাংশ যা ২০২০-২০২১ অর্থবছরে ছিল ৬.৯ শতাংশ যা বিশ্ব অর্থনীতিতে ইতিবাচক দিক। মাথা পিছু আয় জাতীয় অর্থনীতির একটি ইতিবাচক দিক। বিবিএস প্রতিবেদন অনুযায়ী মাথাপিছু আয় ২৭২৩ ডলার। জাতীয় অর্থনীতিতে বীমা সেক্টরের অবদান এখনো কাঙ্ক্ষিত মাত্রায় পৌঁছায়নি। বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষের পৃষ্ঠপোষকতায় আমাদের চেষ্টা অব্যাহত আছে।

অনেক বাধা বিপত্তি বিশেষ করে রাশিয়া ইউক্রেন যুদ্ধ, ডলার সংকট, সামরিক ব্যয় বৃদ্ধি, বিলাস দ্রব্য আমদানিতে সংকোচন নীতি এবং কোভিড-১৯ সত্ত্বেও কোম্পানী ২০২২ সালে ২২৫.৭৫ মিলিয়ন টাকা কর পূর্ব মুনাফা অর্জন করেছে। সে সাথে পর্ষদ ২০% নগদ লভ্যাংশ ঘোষণা করেছে। আমরা যদি সব সময় আপনাদের আস্থা ও সহযোগিতা পাই, তাহলে ভবিষ্যতেও আরো বেশী লভ্যাংশ ঘোষণা করতে পারব।

২০২২ সালে মোট প্রিমিয়াম আয় দাড়িয়েছে ১,০০১.৫৫ মিলিয়ন টাকা এবং ২০২১ সালে ছিলো ৮৭০.২৫ মিলিয়ন টাকা যা ১৫.০৮ শতাংশ প্রবৃদ্ধি প্রদর্শন করে। ২০২২ সালের শেষে মোট সম্পদ দাঁড়িয়েছে ২৩২৬.৩৯ মিলিয়ন টাকা যা গত বছরের তুলনায় ১৬.০৬ শতাংশ প্রবৃদ্ধি প্রদর্শন করে।

কোম্পানীর ক্রেডিট রেটিং অবস্থান হল “এএ+”, যা কোম্পানীর ভালো আর্থিক ভিত্তি এবং বীমা দাবী প্রদানের আর্থিক স্বক্ষমতা প্রকাশ করে। অন্যদিকে, আমরা বিশ্বাস করি যে, কোম্পানীর গতিময় উন্নয়নের জন্য প্রয়োজন একটি শক্ত অভ্যন্তরীণ তথ্য ভান্ডার, সে দিক বিবেচনা করে, আমরা সকল শাখা

অফিসগুলোকে অনলাইন নেটওয়ার্ক সিস্টেম এর আওতায় এনেছি। যার ফলে এখন অতি সহজে যে কোন ব্যবসায়িক তথ্য পাওয়া সম্ভব হচ্ছে।

আমি খুবই আশাবাদি যে, বাংলাদেশ ন্যাশনাল ইস্যুরেন্স কোম্পানী লিমিটেড পরিচালনা পর্ষদ এর শেয়ার হোল্ডারদের সহযোগিতা, সঠিক নির্দেশনার ফলে একটি সঠিক লক্ষ্যে পৌঁছাবে। আমি বিশ্বাস করি যে, ২০২৩ সাল হবে বাংলাদেশ ন্যাশনাল ইস্যুরেন্স কোম্পানী লিমিটেড এর জন্য একটি প্রতিদ্বন্দ্বিতামূলক ও অর্থবহ একটি বছর।

সর্বশেষে বাংলাদেশ ন্যাশনাল ইস্যুরেন্স কোম্পানী লিমিটেড ব্যবস্থাপনা কর্তৃপক্ষ থেকে আন্তরিক ধন্যবাদ জানাই সকল শেয়ারহোল্ডার, স্টেক হোল্ডার, বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষ (আইডিআরএ), বাংলাদেশ ব্যাংক, সকল বিনিয়ন্ত্রক ব্যাংক, লিজিং কোম্পানী, বাংলাদেশ ইস্যুরেন্স এসোসিয়েশন, বাংলাদেশ ইস্যুরেন্স একাডেমি, সাধারণ বীমা কর্পোরেশন, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লিমিটেড ও চিটাগং স্টক এক্সচেঞ্জ লিমিটেড, রেজিস্ট্রার অব জয়েন্ট স্টক কোম্পানীজ এন্ড ফার্মস কে যাদের সার্বিক সহযোগিতার জন্য আমরা আমাদের এই গন্তব্যে পৌঁছাতে পেরেছি।

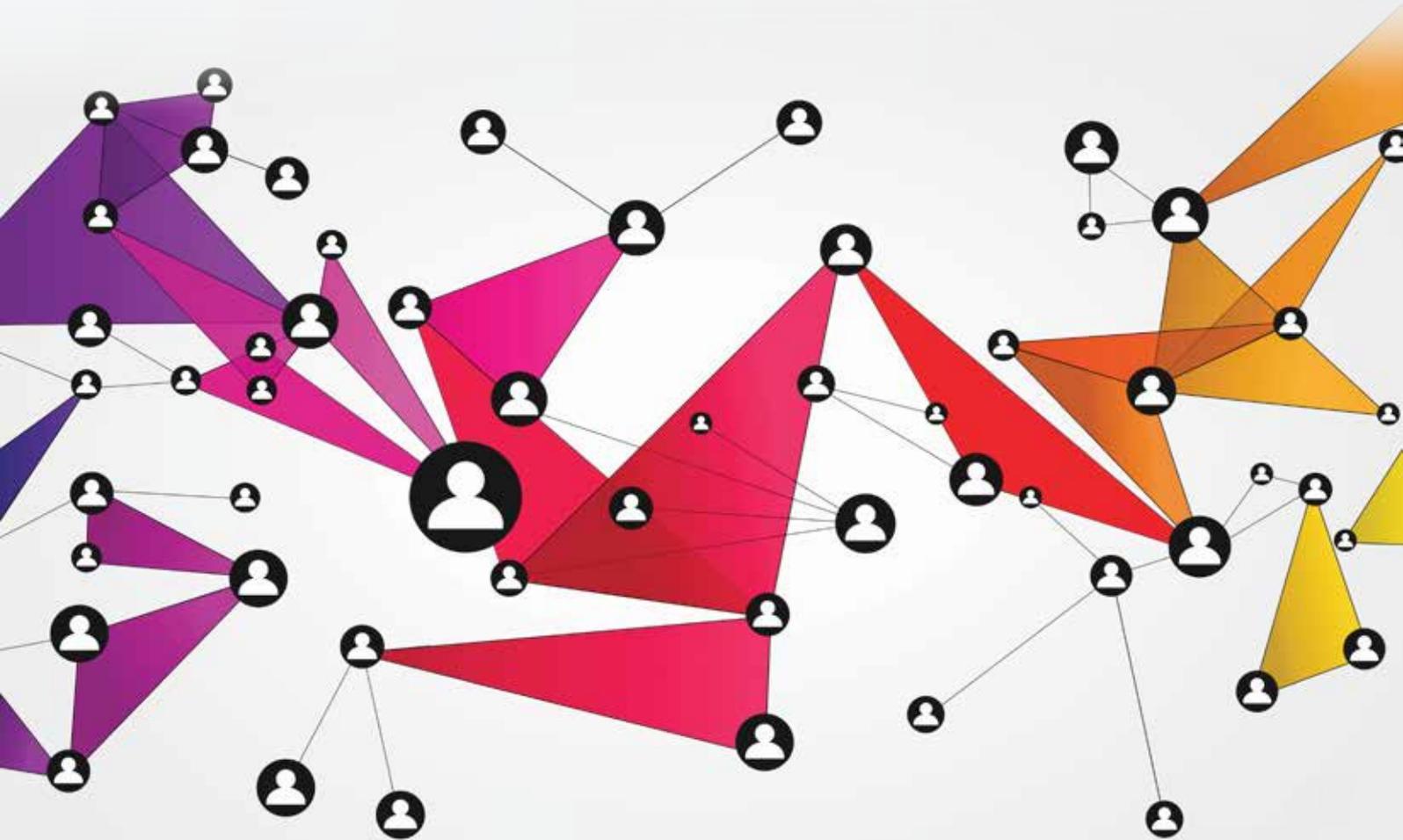
আল্লাহ হাফেজ

মোহাম্মদ সানা উল্লাহ

মুখ্য নির্বাহী কর্মকর্তা



OUR TEAM  
EVENT  
HIGHLIGHTS  
CERTIFICATE  
RENEWAL



# PROFILE of *The* MANAGEMENT



**S.M. SHAFI ULLAH**

DEPUTY MANAGING DIRECTOR (DMD)  
& HEAD OF UNDERWRITING & BCD

S.M. Shafi Ullah is a hardcore insurance professional. He is dynamic, creative hardworking and has innate habit of taking new challenges. He has joined Bangladesh National Insurance Company Limited in the year 2020 as an Deputy Managing Director. Since then, he has been leading the “Underwriting Team” that is continuously making incredible progress in terms of the Company's business growth, profitability and also the Goodwill. He is a Science Graduate from the Haji Mohammad Mohsin College under Chittagong University, Chittagong in 1983 . Besides, he attended many training courses and national & international Seminars/Workshops on insurance to learn and perform his duties properly to meet expectations of the employees and customers as well. Mr. Shafi Ullah

started his career in Insurance Sector as a Trainee Executive Officer in the year 1985 with Bangladesh General Insurance Company Ltd. He has to his credit around 37 years of experience in non-life insurance industry. During this time, he with different capacities served for various non-life Insurance companies such as Reliance , Pioneer , Eastland & United Insurance Co Ltd. Before joining with BNIC, he served for Peoples Insurance Company Limited as Executive Director. Meantime, he has gathered competitive knowledge and experience of working at different core departments like Underwriting, Claims and Re-insurance at different insurance companies and accomplishes responsibilities successfully.



**ABU TAYEB MD. MALEKUZZAMAN**

ASSISTANT MANAGING DIRECTOR (AMD) &  
HEAD OF CLAIMS & RE-INSURANCE DEPT.

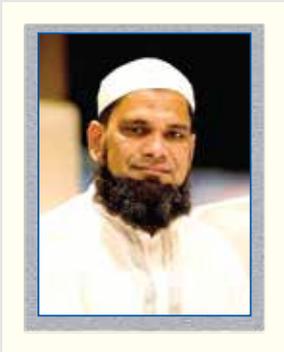
Abu Tayeb Md. Malekuzzaman, Assistant Managing Director of Bangladesh National Insurance Company Limited. He started his Insurance career in April-1986 with Peoples Insurance Company Limited. He Joined Bangladesh National Insurance Company Limited in May, 2019. He brings with him a fantastic career of more than 37 years of valuable experience. He has obtained Bachelor of Arts (Hons) and Master of Arts with major In History from Rajshahi University. During the period he attended various training Course, Seminar & Workshops at home & abroad.



**SK. BELLAL HOSSAIN, FCA**

Chief Financial Officer

SK. Bellal Hossain, FCA, is a Chief Financial Officer of Bangladesh National Insurance Company Limited. He joined in the Bangladesh National Insurance Company Limited on the date of 03 April 2021. He obtained Masters of Business Administration (MBA) from the Dhaka University and he has awarded Fellow Chartered Accountant. He has 15 years of professional background leading all aspects of accounting, budgeting, forecasting, financial analysis, treasury management, reporting and project financing. During the period he attended various training Course, Seminar & Workshops. He is an active social worker engaged with various activities to bring positive changes among under privileged people.



**MD. FERUZUL ISLAM**

Senior Executive Vice President (F&A)

Md. Ferozul Islam, Senior Executive Vice President (F&A) of Bangladesh National Insurance Company Limited. He started his Insurance career in June, 1996 with Federal Insurance Company Limited. He Joined Bangladesh National Insurance Company Limited in October, 2000. He brings with him a strong career of more than 27 years of valuable experience. He has obtained Bachelor of Commerce and Master of Commerce with major In Management from Dhaka University and also completed Chartered Accountancy Course from T.Hussain & Co. Chartered Accountants under instituted of Chartered Accountants of Bangladesh (ICAB). During the period he attended various training Course, Seminar & Workshops.



**MD. MASUD RANA**

SENIOR VICE PRESIDENT &  
COMPANY SECRETARY (ACTING)

Md. Masud Rana, Senior Vice President & Company Secretary (Acting) of Bangladesh National Insurance Company Limited. He started his Insurance career in February, 2002 with Bangladesh National Insurance Company Limited. He brings with him a flamboyant career of more than 21 years of valuable experience. He has obtained Bachelor of Commerce and Master of Commerce with major In Management from National University and also completed Chartered Accountancy Course under the institute of Chartered Accountants of Bangladesh (ICAB) and completed Bachelor of Law (L.L.B) under National University. During the period he attended various training Course, Seminar & Workshops. He associated with many social & cultural activities.



**KHANDOKER REZAUR RAHMAN**

Deputy Vice President & Head of HR & Admin

Khandoker Rezaur Rahman, Deputy Vice President of Bangladesh National Insurance Company Limited. He started his Insurance career in 1991 with Central Insurance Company Limited. He Joined Bangladesh National Insurance Company Limited in October, 2013. He brings with him a strong career of more than 32 years of valuable experience. He has obtained graduation from National University. During the period he attended various training Course, Seminar & Workshops.



**MD. MOBAROK KARIM**

Head of Internal Audit  
& Compliance

Md Mobarok karim, Head of Internal Audit & Compliance of Bangladesh National Insurance Company Limited. He started his Insurance career in March, 2017 with Bangladesh National Insurance Company Limited. He brings with him a career of more than 6 (six) years of valuable experience. He has obtained Bachelor of Business Studies (HONS) in Accounting and Master of Business Studies in Accounting from National University and also completed 03 years Chartered Accountancy Course from Mahfuz Amin Nowsher & Co. (Formerly M. Ruhul Amin & Co.) under Institute of Chartered Accountants of Bangladesh (ICAB). During the period he attended various training Course, Seminar & Workshops under Insurance Development and Regulatory Authority (IDRA), Bangladesh Bank and Bangladesh Insurance Association (BIA).

# EXECUTIVE MANAGEMENT

Executive Management Head of Branch  
(HEAD OF BRANCH)



**S. M. Khurshid Alam**

Additional Managing Director &  
Head of Dilkusha Branch



**Md. Masud Rana**

Additional Managing Director &  
Head of Local Office



**Kazi Mohammad Shafiqul Islam**

Additional Managing Director &  
Head of Agrabad Branch



**Md. Shakur Elahi Joarder**

Additional Managing Director &  
Head of Gulshan Branch



**Md. Rafiqul Islam**

Additional Managing Director &  
Head of Khatunganj Branch



**Md. Mizanur Rahman Chowdhury**

Deputy Managing Director &  
Head of Principal Branch



**Md. Abdul Latif**

Deputy Managing Director &  
Head of Motijheel Branch



**Md. Shahin Sikder**

Deputy Managing Director &  
Head of DIT Branch



**Nasir Khan**

Deputy Managing Director &  
Head of Tejgaon Branch



**Md. Azim Uddin**

Deputy Managing Director &  
Head of Ramna Branch



**Khandaker Md. Joynul Abedin**

Assistant Managing Director &  
Head of Uttara Branch



**Gopal Roy (Rana)**

Assistant Managing Director &  
Head of VIP Road Branch



**Farhaduzzaman**

Assistant Managing Director &  
Head of Gulshan Circle -2 Branch



**Md. Delwar Hossain**

Assistant Managing Director &  
Head of Baridhara Branch



**Pulokesh saha**

Sr. Vice President &  
Head of Karwanbazar Branch



**Md. Abdur Rashid Khan**

Sr. Vice President &  
Head of Newmarket Branch



**Md. Kamal Hossain**

Sr. Vice President &  
Head of Narayanganj Branch



**Md. Nurun Nabi**

Sr. Vice President &  
Head of Laldighi Branch



**Moslem Mohammed**

Sr. Vice President &  
Head of Sheikh Mujib Road Branch



**A.K.M. Elias Khan**

Vice President &  
Head of Kadamtoli Branch



**Abu Mohammad Rokon Uddin**

Vice President &  
Head of Jubilee Road Branch



**Md. Nashir Uddin**

Vice President &  
Head of Faridpur Branch



**Abdul Latif**

Vice President &  
Head of Kushtia Branch



**Kamrul Ahsan**

Vice President &  
Head of Mymensingh Branch



**Md. Rezaul Karim**

Vice President &  
Head of Jashore Branch



**Mrs. Shamima Akhter**

Vice President &  
Head of BB Avenue Branch



**Abdullah Ibn Masud**

Vice President &  
Head of Dilkusha Corporate Branch



**Md. Hemayet Sheikh**

Deputy Vice President &  
Head of Bagerhat Branch



**Kazi Taifur Rahman**

Assistant Vice President &  
Head of Bangshal Branch



**Md. Humayan Kabir**

Assistant Vice President &  
Head of Hatkhola Branch



**Md. Rashidur Rahman**

Assistant Vice President &  
Head of Paltan Branch



**Md. Rahanul Islam**

Assistant Vice President &  
Head of Pabna Branch



**Kamrul Ahsan**

Senior Manager &  
Head of Jamalpur Branch



**Md. Ariful Islam**

Deputy Manager &  
Head of Shantinagar branch



**Shahadat Hossain Munshi**

Deputy Manager &  
Head of Fakirapool Branch



**OUR  
TEAM**



**UNDERWRITING & BCD TEAM**



**CLAIMS & RE-INSURANCE TEAM**



**FINANCE & ACCOUNTS TEAM**



**HR & ADMIN TEAM**

BNICL may include various professionals with different roles and responsibilities.

**These can include:**

Executive Management | Underwriting Team | Claims Team | Re- Insurance Team  
Customer Service Team | Finance and Accounts Team | Information Technology(IT) Team  
HR & Admin Team | Marketing Team

# EVENT HIGHLIGHTS

The annual business development conference is a significant event in the business world that brings together professionals, industry experts, and thought leaders to discuss various aspects of business growth and development. While the specific highlights of such a conference can vary depending on its theme, goals, and organizers, here are some general event highlights you might expect:



# EVENT HIGHLIGHTS





## COMPANY'S CERTIFICATES/ MEMBERSHIP RENEWAL

Submitting a renewal copy of the membership certificate of Bangladesh Association of Publicly Listed Companies (BAPLC) to the Exchange and publishing it through the Annual Report is a regulatory requirement as per Rules 46 of DSE/CSE (Listing) Regulations, 2015.

By renewing the membership certificate of BAPLC, Bangladesh National Insurance Company Limited demonstrates its continued affiliation with the association, which is an organization representing publicly listed companies in Bangladesh. This membership renewal highlights the company's commitment to participating in industry related activities and networking opportunities provided by BAPLC.



That's great to hear! Obtaining the Certificates of Commencement of Insurance Business from the Chief Controller of Insurance, Government of the People's Republic of Bangladesh on July 31, 1985, indicates that your company was authorized to begin operating in the insurance industry in Bangladesh.

Additionally, it's important to annually renew the registration certificate from IDRA (Insurance Development and Regulatory Authority) as per Section 11 of the Insurance Act, 2010. This demonstrates compliance with the regulatory requirements and ensures that your company continues to operate legally in the insurance sector.

By obtaining these certificates and renewing the registration annually, your company demonstrates its commitment to fulfilling the necessary legal and regulatory obligations set forth by the government authorities in Bangladesh.



# CORPORATE GOVERNANCE

Corporate governance is the mechanisms, processes and relations by which corporations are controlled and directed. Governance structures and principles identify the distribution of rights and responsibilities among different participants in the corporation such as the board of directors, managers, shareholders, creditors, auditors, regulators, and other stakeholders. It also includes the rules and procedures for making decisions in corporate affairs. Corporate governance includes the processes through which company's objectives are set and pursued in the context of the social, regulatory and market environment. Governance mechanisms include monitoring the actions, policies, practices, and decisions of corporations, their agents, and affected stakeholders. Corporate governance practices are affected by attempts to align the interests of stakeholders.

## Compliance of corporate governance

Pursuant to BSEC Notification No. SEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018, the Board of Directors of Bangladesh National Insurance Company Limited is responsible to company's shareholders for the policies and their implementation, activities regarding the effective corporate governance practices in the company. Implementation and improvement in the corporate governance is a continuous process. Keeping that in mind the Board is marching ahead with the formulation and implementation of clear structure and accountabilities supported by well understandable policies in the company.

## Composition of the Board

The Board of Directors of Bangladesh National Insurance Company Limited composed of 19 Directors where 15 are Directors 4 are Independent Directors having highly professionalism in insurance area and other also. A brief profile of the directors is also presented in this annual report. The Board also considers that its composition carries a suitable sense of equilibrium of experience and expertise in following the corporate governance in the company.

## Responsibilities of the Board

The Board of Directors of Bangladesh National Insurance Company Limited composed of 19 Directors where 15 are Directors 4 are Independent Directors having highly professionalism in insurance area and other also. A brief profile of the directors is also presented in this annual report. The Board also considers that its composition carries a suitable sense of equilibrium of experience and expertise in following the corporate governance in the company.

The objects of the company are defined in the Memorandum of Association and regulations are laid out in the Articles of Association.

The board of directors' key purpose is to ensure the company's prosperity by collectively directing the company's affairs, whilst meeting the appropriate interests of its shareholders and stakeholders. In addition to business and financial issues, boards of directors must deal with challenges and issues relating to corporate governance, corporate social responsibility and corporate ethics. Thus the responsibilities of the BNICL are as follows:

Determination of strategic mission/vision of the company.

- Fixation of business goal, growth and excellence on annual basis.
- Establish, observe and evaluate the policies, planning, management performance criteria.
- Discussion regarding change/extension/modification/up-to-date of policies.
- Regular review of the operational success and failure and point out the reason for failure.
- The delegation of authority has been fully supervised through close supervision in different issues
- Approval and monitor timely completion of all annual budget, capital expenditure and statutory reports of the company.
- Review on regular basis the financial statements, overdue situation, financial performance, provisioning, capital adequacy and legal steps against the default cases.

- Policy regarding purchase.
- Decision regarding purchase of land, building, vehicle.
- Evaluation of proposal which requires Board approval and/or suggestions.
- Appointment of CEO and increase of remuneration under approval of Insurance Development and Regulatory Authority (IDRA).
- Ensuring the necessary skills and experience of the senior management team, to perform their responsibilities, functions effectively, in the best interest of the company.
- Formation of different committees.

Review of the reports of external auditor, Insurance Development and Regulatory Authority (IDRA) and audit committee. Any other activities as required beneficial for the company.

### Board meeting

During the period under review, 5 number of Board meeting held in the head office of the Bangladesh National Insurance Company Limited. Meetings are scheduled with consent of the Chairman of the Board and the Company Secretary gives the notice of each Board meeting in writing to each Director.

### Independent Directors

In compliance with BSEC notification # SEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018, four Independent Directors are appointed in the Board of directors of the Company. In terms of their experience and education, they are highly qualified to perform the duties of Independent Directors.

### The Chairman and the Chief Executive Officer

The Chairman and the Chief Executive Officer of the company are different bodies and their duties & responsibilities are separated as mentioned in the Articles of Association of the company. The Chairman is the Non Executive Director and Managing Director is performed as Executive Director. The Chairman ensures to comply the policy of the company through the Board and the Managing Director confirmed to the Board about the implementation of the policy with the support of the management team.

### The Executive Committee

The Board of Directors formed the Executive Committee as a subcommittee of the Board to work in line with the policies and guidelines approved by the Board and in requirement of smooth operation of the company. The committee is composed of as follows:

Name of Directors	Executive Committee
Mostafa Kamal	Chairman
Beauty Akter	Member
Taif Bin Yousuf	Member
Tahmina Binthe Mostafa	Member
Tanjima Binthe Mostafa	Member

Name of Directors	Audit Committee
Md. Alamgir Hossain Khan, FCMA	Chairman
Yousuf Ali	Member
Tanjima Binthe Mostafa	Member

Name of Directors	Nomination & Remuneration committee
Prof. Dr. Mijanur Rahman	Chairman
Taif Bin Yousuf	Member
Wasikur Rahman	Member

During the year 2022, four meetings were held by the Board Audit Committee. Functions and responsibilities of the Committee are as under:

- Examine any matter relating to the financial and other connected to the company.
- Review all internal & external Audit of the company
- Review the efficiency of internal control systems and procedures.
- Review the quality of Accounting Policies to statutory and regulatory compliance.
- Ensure that a well managed sound financial reporting system is in place within the company
- Review the quarterly financial statement and annual financial statements Review all the disclosures are presented in the financial statements etc.

#### Claim Committee:

The claim committee is constituted with Seven members. The committee ensures and monitors the proper management of the claim related issues. The committee's main responsibility is to investigate and approve any claim that exceeds BDT 0.50 million. The insured are given the loss voucher on the approved claim amount and after everything if finalized, cheque is being issued to the insured. The claim are approved and settled on its claim merit with a time limit of 90 days upon receiving all of the relevant documents.

#### Internal Control Committee:

The Company's internal committee formed by board with seven members. Entire internal control has been monitored by the committee. The committee meets at least once in a month to explore the day-to-day development and also recommend and record their findings for further decision/approval and its implementation. Decisions are taken collectively to further enhance the expertise in the best interest of the members in serving the needs of its clients.

#### Underwriting Team

The team is responsible for dealing all the issues regarding the underwriting of the risk of specific policyholders. This team consists of headed by Deputy Managing Director, Head of Under writing and Branch control Department, has more than 37 years of experience on underwriting process. Officers and staffs on underwriting department have more than seventeen years of working experience. All of them have participated in elementary course of under writing and special-ized underwriting

#### Investment Team

The Investment team comprises five experienced and qualified members. This committee assists the board through regular meetings with investment managers in creating, modifying, and monitoring the company investment policy. The global financial crisis in 2008 highlighted the Importance of having a dear investment policy as well as a structured and disciplined investment process. It also underlined the need for insurance companies to manage their assets relative to their liabilities. The application and success of this activity have been a major differentiate across the insurance industry in recent years.

#### Appointment of Chief Financial Officer, Head of the Internal Audit and Company Secretary

In compliance with BSEC notification # SEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018, and establish a good corporate governance, the company appointed Chief Financial Officer, Head of the Internal Audit and Company Secretary. They are separate individual and have respective set forth responsibilities.

#### Internal Control Framework

The Management recognizes its responsibilities to present a balanced and understandable assessment of the company's position and prospect. The management has accountability for reviewing and approving the effectiveness of internal controls operated by the company, including financial and operational compliance.

#### Delegation of authority

The Board of Directors delegated financial and operational powers to the company management and Executive Committee with set of guidelines and limits to ensure effective, prompt and growth oriented business. The management of BNICL strongly believes that accurate delegation of authority helped a lot the organization which causes betterment of the company.

## Human Resource Management

Non-life (general) insurance Company's success depends on its right, professional skilled human resource towards better service and revenue increase. BNICL is practicing proper HR functions through Human resource planning, recruitment, selection, training & development. BNICL knows efficient people can change work environment and increase the trust of the people. BNICL periodically reviews salary and benefits of the employees; besides this, the company has also decided to introduce workers profit participation policy. Like other Insurance company BNICL's also having commission based Insurance agent and permanent employee. The company nominates its employees in training programs to improve their performance conducted by Bangladesh Insurance Academy (BIA), insurance firm & others.

## External auditor

According to The Companies Act, 1994 and the Articles of Association of the company the external auditor of the company is appointed by the shareholders in the AGM along with the fee in quantum. The auditor will be selected from the panel auditors of Bangladesh Securities and Exchange Commission in this regard.

## Financial reporting

According to The Companies Act, 1994, the Board is responsible to prepare the financial statements of the company following the applicable accounting standards, rules and regulations etc. The Board is also responsible to present the financial statements before the shareholders in the annual general meeting for getting approval. Regarding the financial position, the BNICL Board confirms the following:

- The company's financial statements has been prepared in compliance with the International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as adopted by ICAB, the requirements of The Companies Act, 1994, Securities and Exchange Rules 1987 and The Financial Institutions Act 1993.
- The financial statements represent the fair view of the state of affairs of the company and will enable the shareholders and other users to form their independent opinion with reasonable accuracy of the financial position.

## Compliance with the requirement of Dhaka Stock Exchange Limited, Chittagong Stock Exchange Limited and Bangladesh Securities & Exchange Commission

In compliance with the requirement of Dhaka Stock Exchange Limited (DSE), Chittagong Stock Exchange Limited (CSE) and Bangladesh Securities & Exchange Commission (BSEC) BNICL submitted all type of shareholdings' reports to the BSEC, DSE and CSE on monthly basis. BNICL follows all other compliance of the notifications, orders, rules etc. of BSEC, DSE and CSE and especially the Listing Regulations of Dhaka and Chittagong Stock Exchange Limited, 2015 for approval of quarterly accounts and publication, declaration of financial performance, publication of price sensitive information, fixation of record date, Annual General Meeting, Extra Ordinary General Meeting etc. as a best practice of the corporate governance.

## Communication with shareholders

All the shareholders have the right to attend the annual general meeting and to express their views on the company's business and financial performances. Shareholder may attend annual general meeting virtually by using digital platform from any places. If any shareholder is unable to attend the annual general meeting, he may appoint a proxy on his behalf. The shareholder can also exchange his ideas and thoughts regarding company's betterment in future. The Chairman and the Directors are always makes them available in the annual general meeting, so that they can also exchange their views.

## Report On Corporate Social Responsibility (CSR)

The management of Bangladesh National Insurance Company Limited believes that besides maximizing the profit of the company, every organization should have some responsibilities towards the society as a part of corporate social responsibility (CSR). In line with that the company voluntarily contributes to different socio-economic activities for the development of the country. To do so, the company shared some part of profit to developp the society in the year 2022.

# RISK MANAGEMENT

Risk management is the process, whereby organizations methodically address the risks attaching to their activities with the goal of achieving sustainable benefit. Bangladesh National Insurance Company Limited always tried to reduce the risk of the portfolio in controllable position that push up the profit of the company. Good risk management strategy always increases the operational result and reduces unusual cost rising. Therefore BNICL get the benefit from the underwriting returns by relocating its portfolio by risk management.

## Risks of Insurance Operations

BNICL faces many risks, which the company managed successfully, but its core competences and main contribution to society is to accept the risks underwritten by businesses and individuals, hence the strategic importance for citizens and governments that protect their assets and revenues, and that policies and scientific methods are established to ensure a minimum financial solvency and the continuity of its operations. Operational risk also includes market or credit risks. The management of BNICL always tried to minimize its operational risks.

## Risk Management Plan

The BNICL management developed its risk management plant and established with the organization to achieving the objectives of the company. All the employees are cordially worked/control/overseeing the plan that can effect properly. The Company's risk management of components, the approach, and the resources that will be used to manage the risk are setforth sequentially. It includes procedures, practices, responsibilities, and activities to implement the plans.

## Risk Concentrations

The BNICL takes the risk concentration in its overall business coverage. Estimating the maximum loss, the management tried to control the property risk, business risk etc. The estimation includes reinsurance coverage also. Earthquakes are excluded within the risk here. BNICL concentrated on the risk associated with other natural disasters, such as storms and floods.

## Risk Analysis

Risk analysis is very important for insurance business. BNICL takes over risks from customers. Insurers consider every available quantifiable factors to develop profiles of high and low insurance risk. Level of risk determines insurance premiums. Generally, insurance policies involving factors with greater risk of claims are charged at a higher rate. With much information at hand, insurers can evaluate risk of insurance policies at much higher accuracy. To this end, insurers collect a vast amount of information about policy holders and insured objects.

## Underwriting Risks

Underwriting risk is the risk of loss borne by an underwriter and refers to the risk of loss from underwriting activity. In insurance, underwriting risk may arise from an inaccurate assessment of the risks associated with writing an insurance policy or from uncontrollable factors. As a result, the insurer's costs may significantly exceed earned premiums. In line with that BNICL diversifies the company operates in the region with a perceived relatively low risk of natural catastro-phes, enabling the company to protect against the risk through reinsurance.

## Reinsurance Risk

Reinsurance risk refers to the inability of the ceding company or the primary insurer to obtain insurance from a reinsurer at the right time and at an appropriate cost. The inability may emanate from a variety of reasons like unfavorable market conditions, etc. Default risk by a reinsurer also affects the ceding insurance company in an adverse manner as it may affect their profitability. Insurers transfer a part of their portfolio to a reinsurer in exchange for a premium. However, the unavailability of reinsurance at the right time and cost has ramifications for the ceding company. A default on the part of the reinsurer can lead to adverse impacts on the profitability and solvency of the ceding insurer. In line with that BNICL makes reinsurance agreements with the local and foreign companies.

## Comprehensive Motor Insurance Risk

Moor insurance also known as car insurance is insurance for cars, trucks, motorcycles, and other road vehicles. Its primary use is to provide financial protection against physical damage or bodily injury resulting from traffic collisions and

against liability that could also arise from incidents in a vehicle. Vehicle insurance may additionally offer financial protection against theft of the vehicle, and against damage to the vehicle sustained from events other than traffic collisions, such as keying, weather or natural disasters, and damage sustained by colliding with stationary objects. BNICL covers the comprehensive Motor Insurance Risk.

### Risk of Cargo Insurance

Cargo Insurance applies mainly to Companies transport risks, transport risks, covering loss of or damage to goods in transit. This line of Insurance also contains luggage and boat/yacht Insurance whose policyholder is mainly a private individual. In addition, weather conditions may involve accumulation risks covering a geographically large region, such as storms and floods, and the risk of snow and icy roads during the winter pertains to comprehensive Insurance. The BNICL has taken out reinsurance coverage against major loss of or damage to cargoes.

### Market Risk

Market risk relates to the volatility of the market price of assets. It involves exposure to movements in the level of financial variables, such as stock prices, interest rates, exchange rates or commodity prices. It also includes the exposure of options to movements in the underlying asset price. Market risk also involves exposure to other unanticipated movements in financial variables or to movements in the actual or implied volatility of asset prices and options. It is obvious that this volatility affects the actual market value of the company's assets, including those needed to cover the liabilities, and therefore also affects the company's actual surplus. In line with that BNICL always take appropriate measures to control the market risk.

### Investment Risks

In insurance business, investments comprise assets covering technical provisions and shareholder's equity. Through controlled investment risks, BNICL aims is to achieve the best possible return on the investment portfolio at an acceptable risk level while taking account of the structure of technical provisions and the solvency targets. The Company applies the Asset/Liability Management (ALM) model used to determine the basic allocation of the risk.

### Interest Rate Risk

Usually general insurance companies have good amount of liquid investment and the investment kept in the form of FDR. The FDR interest is one of the main investment incomes of the company. Decrease of interest rate may reduce from income from the FDRs. Thus, BNICL takes early precaution to control the risk.

### Legal Compliance Risks

In general insurance business, legal compliance risk is a vital one. Non compliance of legal procedure may rise lose thus BNICL always take early safety controlling over the legal compliance risk.

# BNICL HUMAN RESOURCES STATUS



BNICL believes on the utilization of high quality of human resources within the company. Currently, the management trying to develop the existing employees through inside training program. Because good human capital always produce good output. Keeping that in mind, the management developing the service rule of the company in conjunction with the market requirement. It is all about developing and managing the knowledge, skills, creativity, aptitude and talent of the employees.

The company encourages open communication, feedback and discussions about any matter of importance to employ-ees; so that they are well informed and can contribute to the change happening across the organization. BNICL's main strength is the right employee at right place. The principal strength of the company is the eminence and devotion of its employees and their shared sense of being part of a team. The company always concentrates on equitable distribution of human resources development opportunities and benefits to its employees.

BNICL welcome recruitment of employees from different cultures, regions, ethnic groups and generations. Besides, creating good environment for the employees is also taken a key objective of the company. Happy life of the employees increases the fellow relationship of the company.

Current human resource status of Bangladesh National Insurance Company Limited as on December 31, 2022 was under:

Designation	Numbers
Chief Executive Officer	01
Additional Managing Director	05
Deputy Managing Director	05
Assistant Managing Director	10
Chief Financial Officer	01
Senior Executive Vice President	05
Senior Vice President	59
Deputy Vice President	39
Assistant Vice President	67
Senior Manager	22
Manager	64
Other Employees	297
Total	575 Nos



# BNICL IT INFRASTRUCTURE



## Centralized ERP Systems

All in all, having multiple ERPs in place can make for extremely expensive infrastructure, software, maintenance and contracting capabilities. This, in turn, means that the organization lacks agility to adapt to market changes, adopt the latest best practice, adhere to standards across the board and remain consistent in conforming to regulatory control.

## Redundant network systems

The term redundant can describe computer or network system components, such as fans, hard disk drives, servers, operating systems, switches and telecommunication links that are installed to back up primary resources in case they fail.

## Face detector attendance systems

Face Recognition attendance system - A Powerful Biometric User Identification based on Innovative, Deep Learning Technology. It accepts the user's mobile as a credential and evolves as per regular user interaction in different conditions. The technology checks liveness of a face with 99.53% accuracy. It is a facial recognition attendance system that ensures contactless authentication and identifies user's face in 1 Sec.

## Fully CCTV Monitoring systems

When a CCTV system is combined with a professional remote CCTV monitoring service, the effectiveness of the CCTV is raised to a new level by providing all the benefits of a manned on-site presence at a fraction of the cost. In the event of an intrusion at the customer's site, our dedicated CCTV Monitoring operators will be able to view live images from site whilst simultaneously transmitting audio messages to deter intruders where possible. Where appropriate, they will contact the relevant emergency services and key holders.

## Centralized Branches Network systems

A VPN connection can be used to securely connect your branch offices to the corporate network, and to exchange data with partner companies. The access rights are controlled by virtual networks (VLAN), which ensure that each and every network participant only has access to the corporate data that is relevant to them.

## Barcode & QR Code System

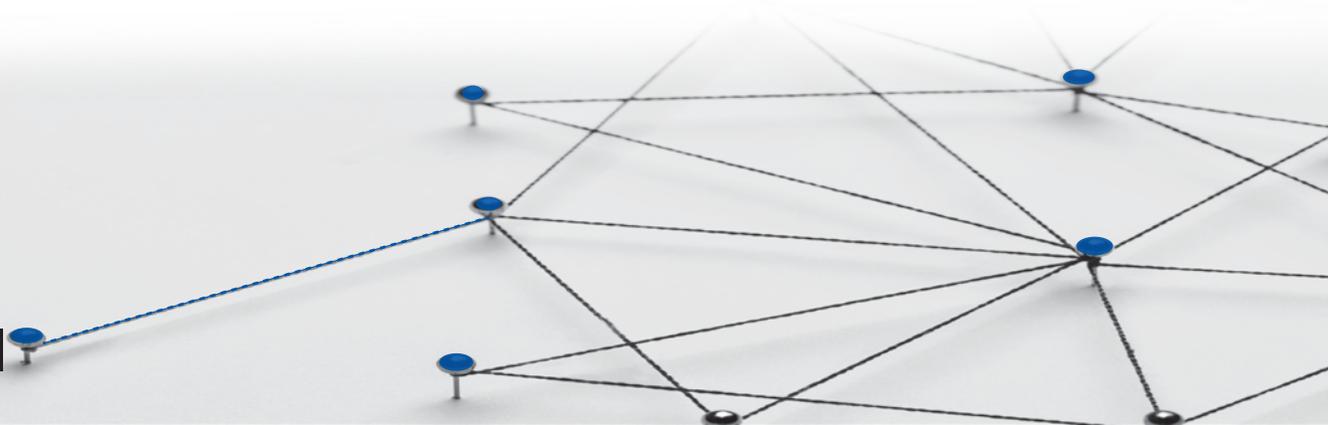
For documents security reason BNICL introduced Barcode & QR Code system in non-life insurance company.



# BRANCH NETWORK

## Dhaka Division

Sl. No.	Name of the Branch	Address	Telephone
1	Dilkusha	Fazlur Rahaman Centre, 72, Dilkusha C/A (7/B Flat), Dhaka-1000	Tel: 02223353418 Mo: 01817549875, 01617459875
2	Dilkusha Corporate	Plot No.44, North West Block (5th Floor), Dilkusha C/A, Dhaka-1000.	Tel: 47121419-20, Mob: 01732997646
3	Gulshan	Islam Mansion, House No.39, Road No.126, Gulshan-1, Dhaka.	Tel: 8835567 Fax: 9841219, Mo:01707334028
4	Gulshan Circle-2	Plot No.43, Alam Arcade North Gulshan C/A (2nd floor), Gulshan, Dhaka -1212.	Tel: 41082237, 41082240 Mob: 01966626702
5	DIT	Motijheel Square (8th Floor), 1/B, D.I.T Avenue, Motijheel C/A (Dainik Bangla Moor, Dhaka.	Tel: 02223354961
6	Local Office	58,Dilkusha C/A (7th Floor), Dhaka-1000.	Tel: 223353524-25, 223357890
7	Principal	W W Tower (Level-15), 68, Motijheel C/A, Dhaka-1000.	Tel: 0223354563, Mob: 01814 326023
8	Motijheel	Amin Court Building (3rd Floor), 62-63, Motijheel C/A, Dhaka-1000.	Mob: 01716937922, 01836567290 Fax: 0222335723
9	Ramna	Sheba Nurjahan Eyecon Center (8th floor), 60 Purana Paltan, Dhaka -1000.	Mob: 01733160242
10	Shantinagar	Cordova scarle 15, Kakarail Road, Ramna, Dhaka-1000.	Mob: 01711140172
11	Newmarket	32/1, Mlrpur Road (Khan Plaza) 3rd Floor, Dhanmondi, Dhaka-1205.	Mob: 01711060677
12	Hatkhola	42/4 (2nd Floor), Wari, Hatkhola, Dhaka.	Mob: 01911357048
13	Fakirapool	205/4, Khan Plaza, Fakirapool Calvert Road, Motijheel C/A, Dhaka-1000.	Tel: 41070267 Mob: 01614449695
14	Tejgaon	223/1 (1st Floor), Tejgaon-Gulshan Link Road, Tejgaon C/A, Dhaka-1208.	Tel: 48811814 Mob: 01832342789
15	Uttara	House No.32, Flat-A2, Road-01, Jashimuddin Avenue, Sector-03, Uttara, Dhaka-1230.	Phone: 88-02-48961545, 48961540 Mob: 01726921700
16	VIP Road	Navana Rahim Ardent (4th Floor), Flat No. A/4, 39 Kakrail, Paltan, Dhaka-1000.	Tel: 58313763 Fax: 9343578 Mo: 01716644090, 01913821145
17	BB Avenue	9, B.B. Avenue, Dawn Plaza (10th Floor), Dhaka-1000.	Tel: 02223355074 Mo: 01710854418
18	Karwanbazar	57/E, Kazi Nazrul Islam Avenue (4th Floor), Tejgaon, Dhaka-1215.	Tel: 58153197 Mo: 01711432236
19	Bangshal	70 Shaheed Nazrul Islam Sharani (3rd Floor), Bangshal, Dhaka-1100.	Mo: 01914861468, Tel:02223356275



Sl. No.	Name of the Branch	Address	Telephone
20	Paltan	Azad Centre, 55, Purana Polton (11/A), Dhaka.	Tel: 02223353443-4, Mob: 01719919445
21	Baridhara	Road No.12, House No.04, Flat No. A1, Block-J, Baridhara, Dhaka-1212.	Tel: 8833670 Mo: 01715317660
22	Jatrabari	Abdur Rahim Bhuiyan Center (3rd Floor), 80/C/2, Bibirbagicha, Uttar Jatrabari, Dhaka.	Tel: 02223343558 Mob: 01886-681545, 01712-197531
23	Narayanganj	53/2, S.M. Maleh Road (Abul Hasnat Shantu Market 2nd Floor), Tanbazar, Narayanganj.	Tel:7630454, Fax: 9587267 Mobile: 01720-823484, 01911-744996
24	Faridpur	103 R. P. Tower (1st Floor) Hazratata Moor, Goalchamot, Faridpur.	Mob: 01716544051.

### Chattogram Division

25	Agrabad	World Trade Center (5th Floor), 102/103, Agrabad C/A, Chattogram.	Tel: 02333321408, 02333321409 Mob: 01815632263
26	Khatunganj	Salma Tower (3rd Floor), 398/A, Khatunganj C/A, Chattogram.	Tel: 02333351478-9 Mob: 01727710271
27	Sk. Mujib Road	Bay Esplanade Tower (6th Floor), 164/B, Sk. Mujib Road (Infront of Badamtali Jame Masjid) Agrabad, Chattogram.	Tel: 02333315293, 02333315294 Mob: 01819387660
28	Jubilee Road	Kader Tower (7th floor), 128 Jubilee Road, Tinpool, Chattogram.	Tel: 031-635688-99 Mob: 01815-664274
29	Kadamtoli	Rafique Plaza (4th Floor), 1151 D.T. Road, Kadamtali, Chattogram.	Tel: 02333314223, 02333314224 Mob: 01714472100
30	Laldighi	K.B. Orchid Plaza Commercial Shopping Complex 5th Floor, Laldighi Uttarpar, 32 No. Andorkillah, Kotwali, Chattogram.	Tel: 333366653-4, Mob: 01882398376

### Khulna Division

31	Jashore	M.K. Road, Jess Tower (3rd Floor), Jashore..	Tel: 02477760071, Mob: 01972845345
32	Kushtia	Lovely Tower (9th Floor), N. S. Road, Kushtia.	Tel: 07171295 Mob: 01714-730478
33	Bagerhat	House No.54, Rail Road (Near Bangladesh Krishi Bank Suktara goli), P.O+P.S+Dist: Bagerhat.	Tel: 046864703 Mob: 01713903897,01911086870

### Mymensingh Division

34	Mymensingh	Tofazzal Shah Tower (5th Floor), 39 Muktijodha Sarani Road, Soto Bazar, Mymensingh.	Mob: 01712604840
35	Jamalpur	Bhai Bhai Cloth Store (1st Floor), Baro Masjid Road, Sakal Bazar, Jamalpur,	Mob: 01716552802

### Rajshahi Division

36	Pabna	Haji Akbar Ali Super Market 4th Floor, Abdul Hamid Road, Pabna.	Mob: 01716960034
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## Report to the Shareholders' of Bangladesh National Insurance Company Limited on Compliance with the Corporate Governance Code

[As required under the BSEC Corporate Governance Code Condition no.1(5) (xxvii)]

We have examined the compliance status to the Corporate Governance Code by Bangladesh National Insurance Company Limited for the year ended on 31st December, 2022. This Code relates to the Notification no. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 3, 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

Dated: 17.04.2023  
Place: Dhaka, Bangladesh

  
(A.K.M Aminul Hoque, FCA)  
Enrolment No. 407  
A. Hoque & Co.  
Chartered Accountants

## BANGLADESH NATIONAL INSURANCE COMPANY LIMITED

### Status Report on Compliance with the Conditions imposed by the BSEC Report under Condition No. 9(3)

Status of compliance with the conditions imposed by the Bangladesh Securities and Exchange Commission's Notification No. BSEC/ CMRRCD/2006-158/207/Admin/80, dated 03 June, 2018 issued under Section 2CC of the Securities and Exchange Ordinance 1969 is presented below:

Report under condition no. 9.00 of above referred notification

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
<b>1.</b>	<b>Board's Size:</b>			
<b>1(1)</b>	The number of the Board members of the Company shall not be less than 5 (five) and more than 20 (twenty)	✓		
<b>1(2)</b>	<b>Independent Directors:</b>			
1(2)(a)	At least one fifth (1/5) of the total number of directors in the Company's Board shall be Independent Directors	✓		Complied with the BSEC but pending with Insurance Act, 2010 under Section 76
1(2)(b)(i)	Who either does not hold share in the company or holds less than one (1%) shares of the total paid up shares of the company	✓		
1(2)(b)(ii)	Who is not sponsor of the Company and is not connected with any sponsor or director or shareholder who holds one percent or more shares of the Company	✓		
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/associated companies	✓		
1(2)(b)(v)	Who is not a Member or TREC holder, director or officer of any stock exchange	✓		
1(2)(b)(vi)	Not a Shareholder/Director/Officer of any Member / TREC holder of stock exchange or an intermediary of the capital market.	✓		
1(2)(b)(vii)	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 or special audit or professional certifying complacence of this code.	✓		
1(2)(b)(viii)	Not an Independent Director in more than five listed Companies	✓		
1(2)(b)(ix)	Not convicted by a court of competent jurisdiction as a defaulter in payment of any loan/advance to a Bank or a Non-Bank Financial Institution.	✓		
1(2)(b)(x)	Not been convicted for a criminal offence involving moral turpitude.	✓		
1(2)(b)(c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in AGM	✓		
1(2)(b)(d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days.	✓		
1(2)(b)(e)	Tenure of the Independent Director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only.	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
<b>1(3)</b>	<b>Qualification of Independent Director (ID)</b>			
1(3)(a)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.	✓		
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 million or any listed company.			N/A
1(3)(b)(ii)	Should be a Corporate Leader/Business Leader.			N/A
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale.			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 CA/ C & M A/CFA/CCA/CPA/ or CMA/ CS or equivalent qualification.	✓		
1(3)(b)(c)	The independent director shall have at least 10 (ten) years of experiences	✓		
1(3)(b)(d)	Relaxation in special cases.			N/A
<b>1(4)</b>	<b>Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer</b>			
1(4)(a)	The positions of Chairperson of the board and MD and/or Chief Executive Officer (CEO) shall be filled by different individuals.	✓		
1(4)(b)	MD and/or CEO of a listed Company shall not hold the same position in another listed Company	✓		
1(4)(c)	The Chairperson shall be elected from among the non-executive 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 CEO	✓		
1(4)(e)	In absence of Chairperson of the Board, the remaining members may elect one of themselves from nonexecutive directors as Chairperson for that particular Board's meeting			No such incident
<b>1(5)</b>	<b>Directors Report to Shareholders</b>			
1(5)(i)	Industry outlook and possible future developments in the industry	✓		
1(5)(ii)	Segment-wise or product-wise performance	✓		
1(5)(iii)	Risks and concerns including internal and external risk factor, threat to sustainability and negative impact on environment.	✓		
1(5)(iv)	Discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin			N/A
1(5)(v)	Discussion on continuity of any extraordinary activities and their implications.	✓		
1(5)(vi)	Detailed discussion and statement on related party transactions.	✓		
1(5)(vii)	Utilization of proceeds from public issues, rights issues and/or through any others 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 Offer, Direct Listing, etc.			N/A
1(5)(ix)	If significant variance occurs between Quarterly Financial performance and Annual Financial Statements the management shall explain about the variance on their Annual Report.			N/A

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
1(5)(x)	Remuneration to directors including independent directors	√		
1(5)(xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.	√		
1(5)(xii)	Proper books of account of the issuer company have been maintained.	√		
1(5)(xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.	√		
1(5)(xiv)	International Accounting Standards (IAS)/Bangladesh Accounting Standards (BAS)/International Financial Reporting Standards (IFRS)/Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there- from has been adequately disclosed.	√		
1(5)(xv)	The system of internal control is sound in design and has been effectively implemented and monitored.	√		
1(5)(xvi)	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.			N/A
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)	Significant deviations from the last year's operation results of the issuer company shall be highlighted and the reasons there of should be explained.	√		
1(5)(xix)	Key operating and financial data of at least preceding 5 (five) years shall be summarized.	√		
1(5)(xx)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.			N/A
1(5)(xxi)	Board's statement to the effect that no bonus shares or stock dividend has been or shall be declared as interim dividend.			N/A
1(5)(xxii)	The 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 (name wise details).	√		
1(5)(xxiii)(a)	Parent/Subsidiary/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 their spouses and minor children (name wise details);	√		
1(5)(xxiii)(c)	Executives;	√		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details).	√		
1(5)(xxiv)	In case of the appointment/re-appointment of a director the company shall disclose the following information to the shareholders:-	√		
1(5)(xxiv)(a)	A brief resume of the director;	√		
1(5)(xxiv)(b)	Nature of his/her expertise in specific functional areas;	√		
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the board.	√		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
1(5)(xxv)	<b>Management discussion and analysis signed by CEO/MD presenting detail analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:</b>			
1(5)(xxv)(a)	Accounting policies and estimation for preparation of financial statements.	✓		
1(5)(xxv)(b)	Changes in accounting policies and estimation as well as cash flows on absolute figure for such changes.			N/A
1(5)(xxv)(c)	Comparative analysis and financial position as well as cash flow 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 global.	✓		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements 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 shall be explained to the shareholders in the next AGM.			Management will ensure the matter 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) 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 disclosed in page -1 to 11.	✓		
<b>1(6)</b>	<b>Meeting of the Board of Directors</b>			
1(6)	Compliance under Bangladesh Secretarial Standards (BSS).	✓		
<b>1(7)</b>	<b>Code of Conduct for the Chairperson, other Board members and Chief Executive Officer</b>			
1(7) (a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC)	✓		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior.	✓		
<b>2</b>	<b>Governance of Board of Directors of Subsidiary Company</b>			
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)	Minutes of subsidiary to be placed in the meeting of 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
<b>3</b>	<b>Managing Director (MD) or Chief Executive Officer (CEO)/Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS):</b>			
<b>3(1)</b>	<b>Appointment</b>			
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);	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
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;	√		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	√		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).			No such incident
3(2)	<b>Requirement to attend Board of Directors' Meetings</b>			
3(2)	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board.	√		
3(3)	<b>Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)</b>			
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)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.	√		
3(3)(a)(ii)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.	√		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	√		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		
4	<b>Board of Directors' Committee.</b>			
4(i)	Audit Committee	√		
4(ii)	Nomination and Remuneration Committee.	√		
5	<b>Audit Committee:</b>			
5(1)	<b>Responsibility to the Board of Directors</b>			
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)	<b>Constitution of the Audit Committee</b>			
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 nonexecutive 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;	√		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
5(2)(d)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to be unable to hold ...			No such incident
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.	✓		
<b>5(3)</b>	<b>Chairperson of the Audit Committee</b>			
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)	Absence of the Chairperson of the Audit Committee members to elect one 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)			Will be ensured by the management
<b>5(4)</b>	<b>Meeting of the Audit Committee</b>			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year.	✓		
5(4)(b)	Quorum of Audit Committee, presence of 2 or 2/3 members whichever is higher where presence of an independent director is a must.	✓		
<b>5(5)</b>	<b>Role of Audit Committee:</b>			
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 IPO or RPO or RSO proceeds utilized as per the published prospectus.			N/A
<b>5(6)</b>	<b>Reporting of the Audit Committee</b>			
<b>5(6)(a)</b>	<b>Reporting to the Board of Directors</b>			
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			

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
5(6)(a)(ii)(a)	Report on conflicts of interests;			No such incident
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;			No such incident
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations;			No such incident
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;			No such incident
<b>5(6)(b)</b>	<b>Reporting to the Authorities</b>			No such incident
<b>5(7)</b>	<b>Reporting to the Shareholders and General Investors</b>			
5(7)	Reporting to the Shareholders and General Investors			No such incident
<b>6</b>	<b>Nomination and Remuneration Committee (NRC).-</b>			
<b>6(1)</b>	<b>Responsibility to the Board of Directors</b>			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee 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).	✓		
<b>6(2)</b>	<b>Constitution of the NRC</b>			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	✓		
6(2)(b)	All 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)	Board shall fill the vacancy within 180 days of such vacancy in the Committee.			No such Incident
6(2)(f)	The Chairperson of the Committee may appoint/co-opt any external expert.			No such incident
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.	✓		
<b>6(3)</b>	<b>Chairperson of the NRC</b>			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	✓		
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;			No such incident
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders;			Will be ensured by the management

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
<b>6(4)</b>	<b>Meeting of the NRC</b>			
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;			No such incident
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.	√		
<b>6(5)</b>	<b>Role of the NRC</b>			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		
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.	√		
<b>7</b>	<b>External or Statutory Auditors.-</b>			
7(1)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:	√		
7(1)(i)	Appraisal or valuation 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)	√		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
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			N/A
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			Will be ensured by the management
<b>8</b>	<b>Maintaining a website by the Company.-</b>			
8(1)	The company shall have an official website linked with the website of the stock exchange.	✓		
8(2)	The company shall keep the website functional from the date of listing.	✓		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
<b>9</b>	<b>Reporting and Compliance of Corporate Governance</b>			
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 status of compliance with the conditions imposed by the Bangladesh Securities & Exchange Commission's notification no. BSEC/CMRRCD/2006-158/207/Admin/80, dated 03.06.2018 issued under Section 2cc of the Securities and Exchange Ordinance 1969, in the directors' report whether the company has complied with these conditions or not.	✓		

## MEETING ATTENDED BY THE DIRECTORS OF BANGLADESH NATIONAL INSURANCE COMPANY LIMITED DURING 2022

Name of Directors	Position	Board of Directors Meeting			Audit Committee Meeting			Nomination and Remuneration Committee Meeting		
		Total Meetings Held	Meetings	%	Total Meetings Held	Meetings Attended	%	Total Meetings Held	Meetings Attended	%
Mr. Mostafa Kamal	Chairman	5	5	100						
Mrs. Beauty Akter	Director	5	5	100						
Mr. Abdur Rouf	Director	5	5	100						
Mrs. Tahmina Binthe Mostafa	Director	5	5	100						
Mrs. Tanjima Binthe Mostafa	Director	5	5	100	4	4	100			
Mr. Tanveer Ahmed Mostafa	Director	5	5	100						
Mr. Taif Bin Yousuf	Director	5	5	100				2	2	100
Mr. Yousuf Ali	Director	5	5	100	4	4	100			
Ms. Tasnim Binthe Mostafa	Director	5	5	100						
Mr. Wasikur Rahman	Director	5	5	100				2	2	100
Professor Dr. Mijanur Rahman	Independent Director	5	5	100				2	2	100
Md. Alamgir Hossain Khan FCMA	Independent Director	5	5	100	4	4	100			
Monjur Md. Shaiful Azam FCMA	Independent Director	5	4	80						
Md. Hasan Rajib Prodhan	Independent Director	5	3	60						
Mrs. Hasina Begum	Public Director	5	5	100						
Mrs. Farida Akter	Public Director	5	5	100						
Mr. Md. Nasir Uddin	Public Director	5	5	100						
Balayet Hossain Bhuiyan	Public Director	5	5	100						
Md Abdul Baten	Public Director	5	5	100						

1.05 (xxii) The number of Board Meeting held during the year and attendance by each Director is as under:

Sl.	Name of Directors	Position	Total Nos. of Meeting from 01.01.22 to 31.12.22	Total Attendance
1.	Mr. Mostafa Kamal	Chairman	5	5
2.	Mrs. Beauty Akter	Director	5	5
3.	Mr. Abdur Rouf	Director	5	5
4.	Mrs. Tahmina Binte Mostafa	Director	5	5
5.	Mrs. Tanjima Binte Mostafa	Director	5	5
6.	Mr. Tanveer Ahmed Mostafa	Director	5	5
7.	Mr. Taif Bin Yousuf	Director	5	5
8.	Mr. Yousuf Ali	Director	5	5
9.	Ms. Tasmin Binte Mostafa	Director	5	5
10.	Mr. Wasikur Rahman	Director	5	5
11.	Professor Dr. Mijanur Rahman	Ind. Director	5	5
12.	Md. Alamgir Hossain Khan, FCMA	Ind. Director	5	5
13.	Monjur Md. Shaiful Azam, FCMA	Ind. Director	5	4
14.	Md. Hasan Rajib Prodhan	Ind. Director	5	3
15.	Mr. Abdul Baten	Public Director	5	5
16.	Mrs. Hasina Begum	Public Director	5	5
17.	Mrs. Farida Akter	Public Director	5	5
18.	Mr. Md. Nasir Uddin	Public Director	5	5
19.	Balayet Hossain Bhuiyan	Public Director	5	5
20.	Mr. Md. Sana Uallah	CEO	5	5

1.05 (xxiii) Pattern of Shareholdings:

At 31st December, 2022 the Pattern of Shareholdings is given below:

Particulars	No. of Shares
Sponsors & Directors	26,608,820
General Public Including Unit Fund, Mutual Fund, Financial Institutions etc.	17,641,180
<b>Total Shares</b>	<b>44,250,000</b>

1.05(xxiii)(a) Shareholding of Parent/Subsidiary/Associated Companies and other related parties: Nil

1.05(xxiii)(b) Shareholdings of Directors & Sponsors are as under:

Sl. No.	Shareholdings of Directors and Sponsors	Designation	No. of Shares	Holdings (%)
1	Mr. Mostafa Kamal	Chairman	2,424,833	5.48%
2	Mrs. Beauty Akter	Director	1,000,000	2.26%
3	Mr. Abdur Rouf	Director	1,155,000	2.61%
4	Mrs. Tahmina Binte Mostafa	Director	3,308,334	7.48%
5	Mrs. Tanjima Binte Mostafa	Director	3,208,334	7.25%
6	Mr. Tanveer Ahmed Mostafa	Director	4,175,167	9.44%
7	Mr. Taif Bin Yousuf	Director	895,833	2.02%
8	Mr. Yousuf Ali	Director	895,833	2.02%
9	Ms. Tasmin Binte Mostafa	Director	1,000,000	2.26%
10	Mr. Wasikur Rahman	Director	1,000,000	2.26%
11	Professor Dr. Mijanur Rahman	Ind. Director	--	--
12	Md. Alamgir Hossain Khan, FCMA	Ind. Director	--	--
13	Monjur Md. Shaiful Azam, FCMA	Ind. Director	--	--
14	Md. Hasan Rajib Prodhan	Ind. Director	1,170	0.002%
15	Mr. Abdul Baten	Public Director	1,140,833	2.58%
16	Mrs. Hasina Begum	Public Director	895,833	2.02%
17	Mrs. Farida Akter	Public Director	1,075,000	2.43%
18	Mr. Md. Nasir Uddin	Public Director	890,000	2.01%
19	Balayet Hossain Bhuiyan	Public Director	886,000	2.00%
20	Mr. Abdul Baset Mojumder	Ex-Chairman	885,000	2.00%
21	Muhammad Zakaria	Sponsor	885,825	2.001%
22	M.F. Kamal	Sponsor	885,825	2.001%
	<b>Total</b>		<b>26,608,820</b>	<b>60.13%</b>

1.05(xxiii)b) Shareholdings of Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children are as under as on 31.12.2022:

Name	Designation	No. of Shares	Holdings (%)
Mr. Md. Sana Ullah, CEO Spouse/Minor Children of CEO	CEO	-	-
Sk. Belal Hossain, FCA Spouse / Minor Children of Company Secretary	Chief Financial Officer	-	-
Md. Masud Rana, Spouse/Minor Children of Chief Financial Officer	Company Secretary	-	-
Md. Mobarok Karim	Head of Internal Audit	-	-

1.05(xxiii)c) The Shareholdings of the Executives are as under:

Sl. No.	Name	Designation	No. of Shares	Holdings (%)
1	Md. Sana Ullah	Chief Executive Officer	-	-
2	S.M. Khurshid Alam	Addl. Managing Director	-	-
3	Md. Masud Rana	Addl. Managing Director	-	-
4	Kazi Mohammad Shafiqul Islam	Addl. Managing Director	-	-
5	Md. Rafiqul Islam	Addl. Managing Director	-	-
6	Md Shakur Elahi Joarder	Addl. Managing Director	-	-
7	Md. Shahin Sikder	Deputy Managing Director	-	-
8	Mr. Nasir Khan	Deputy Managing Director	-	-
9	Md. Mizanur Rahman Chowdhury	Deputy Managing Director	-	-
10	S.M. Shafiullah	Deputy Managing Director	-	-
11	Md. Abdul Latif	Deputy Managing Director	-	-

1.05(xxiii)d) The List of Shareholders holding ten percent (10%) or more voting interest in the company: Nil

# DECLARATION BY CEO AND CFO

## As per condition No. 1(5)(xxvi) of CGC

The Board of Directors,  
Bangladesh National Insurance Company Limited,  
Rashid Tower (3rd Floor),  
Plot # 11, Road # 8, Gulshan-1,  
Dhaka-1212.

ANNEXURE-A

**Subject: Declaration on Financial Statements for the year ended on 31 December 2022.**

Dear Sirs,

Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. SEC/CMRRCD/2006-158/207/admin/80 dated June 03, 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

The Financial Statements of Bangladesh National Insurance Company Limited for the year ended on 31 December 2022 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;

2. The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
3. The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
4. To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
5. Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
6. The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that: -

- i. We have reviewed the financial statements for the year ended on 31 December 2022 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,



Sk. Bellal Hossain, FCA  
Chief Financial Officer



Md. Sana Ullah  
Chief Executive Officer

Dated: Dhaka  
April 17, 2023

# CREDIT RATING INFORMATION

Credit rating of an insurance company reflects its financial strength and ability to pay policyholders' claims and obligation of time. Rating provides an opinion on the financial strength of the insurer, from a policyholder's perspective which may act as an important input influencing the consumer's choice of insurance companies and products. Credit rating also gives an idea to the investors about the credibility of the company, and the risk factor attached to a particular instrument. So the investors can decide whether to invest in such companies or not. Higher the rating, the more will be the willingness to invest in the instruments and vice-versa. Current credit rating of Bangladesh National Insurance Company Limited is as under issued by Emerging Credit Rating Limited:

Description	Information
Long term rating	AA+
Short term rating	ST-2
Date of rating	September 30, 2022
Validity of Rating	Till September 29, 2023

Emerging Credit Rating Limited (ECRL) has reaffirmed the ratings to Bangladesh National Insurance Company Limited based on its financials as well as other relevant qualitative and quantitative information. ECRL has affirmed to AA+ as long term credit rating and affirmed ST-2 as short term credit rating to the BNICL. The outlook of the rating is Stable. The ratings are consistent with ECRL's methodology for this type of company. The ratings are based on audited financial statements from FY2018 to FY2021, site visit and other qualitative along with quantitative information up to the date of rating.

## Credit Rating

Rated by EMERGING  
CREDIT RATING LTD.

# AA+

Financial strength rating on  
BANGLADESH NATIONAL INSURANCE CO. LTD.  
by EMERGING Outlook



**EMERGING**  
Credit Rating Ltd

**Bangladesh National Insurance Company Limited**

**Credit Rating Report** (Agreement No: 2022-08-22-64676)

Valid From	Valid Till	Rating Action	Long Term Rating	Short Term Rating	Outlook
September 30, 2022	September 29, 2023	Surveillance-8	AA+	ST-2	Stable
September 30, 2021	September 29, 2022	Surveillance-7	AA	ST-2	Stable
September 30, 2020	September 29, 2021	Surveillance-6	AA-	ST-2	Stable
September 30, 2019	September 29, 2020	Surveillance-5	AA-	ST-2	Stable
September 30, 2018	September 29, 2019	Surveillance-4	AA-	ST-2	Stable
September 30, 2017	September 29, 2018	Surveillance-3	A+	ST-2	Stable
September 30, 2016	September 29, 2017	Surveillance-2	A+	ST-2	Stable
September 30, 2015	September 29, 2016	Surveillance-1	A	ST-2	Stable
September 30, 2014	September 29, 2015	Initial	A-	ST-2	Stable

**Date of Incorporation** : May 21, 1996

**Chairman** : Mr. Mostafa Kamal

**Chief Executive Officer** : Mr. Md. Sana Ullah

**Authorized Capital** : BDT 1,000.00 Million

**Paid up Capital** : BDT 442.50 Million

**Total Assets** : BDT 2,004.42 Million

**Contact Analysts** : Md. Shah Hossain  
Prosenjit Datta

[shabi@emergingrating.com](mailto:shabi@emergingrating.com)  
[prosenjit@emergingrating.com](mailto:prosenjit@emergingrating.com)



Arifuddin Khan, ACA  
Director & COO  
Emerging Credit Rating Ltd.

# REPORT OF THE AUDIT COMMITTEE

The Audit Committee of Bangladesh National Insurance Company Limited is an operating committee of the Board charged with oversight of financial reporting and disclosure. Committee members are drawn from members of the company's board of directors, with a Chairman (Independent Director) selected from among the members of the directors. BNICL Audit Committees empowered to acquire the consulting resources and expertise deemed necessary to perform their responsibilities.

The Company's management has the primary responsibility for the financial statements, for maintaining effective internal control over financial reporting, and for assessing the effectiveness of internal control over financial reporting. In fulfilling its oversight responsibilities, the Committee reviewed and discussed the quarterly un-audited and yearly audited financial statements with related issues including of the accounting principles; the reasonableness of significant accounting treatment; and the clarity of disclosures in the financial statements. The Committee is governed by a board approved terms of reference.

A qualifying audit committee is required in a publicly listed company in accordance with the BSEC Notification # SEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018.

## Composition

The Board of Directors of Bangladesh National Insurance Company Limited formed the Audit Committee with following three members:

Name of Directors	Board Audit Committee
Md. Alamgir Hossain Khan, FCMA	Chairman
Yousuf Ali	Member
Tanjima Binthe Mostafa	Member

The Chairman of the Audit committee is an Independent Director having accounting and financial management experience.

## Meeting of the Audit Committee

During the period under review a total of 04 (four) Audit Committee meetings were held at the head office of the company.

The Board Audit Committee has been constituted with an Independent Director having accounting and Financial Management experience as Chairman. The Head of Internal Audit Department and Chief Financial Officer (CFO) attended the meeting(s) by invitation.

## Role of the Audit Committee

Audit Committee of the Board can play an effective role in providing a bridge between the Board and Management, Shareholders and other Stakeholders. The Board of Directors of Bangladesh National Insurance Company Limited recognized the importance of the Audit Committee. The Key role of the Committee is to assist the Board in discharging its responsibilities for financial and business discipline, financial reporting, corporate governance and internal control. The following are the prime responsibilities for the Audit Committee.

To evaluate whether management is setting the appropriate compliance culture of internal control and ensuring that all employees have good understanding of their roles and responsibilities.

To review the existing risk management policies and procedures for ensuring an effective internal check and control system.

To review the financial statements and determine whether they are complete and consistent with the accounting standard set by the regulatory authorities.

To review the efficiency and effectiveness of internal audit function.

To review the findings and recommendations made by the internal auditors for removing the irregularities detected.

To review the auditing performance of external auditors and their audit reports and recommending to the Board for appointment or removal of external auditors.

## Activities

During the period under review, the committee, interalia, focused on the following activities:

Reviewed quarterly financial statement of the company to measure the performance.

Reviewed significant internal audit findings and advised the management to rectify the deficiencies and improve operational performance and compliance.

The Audit Committee recommended strengthening of Internal Audit Department with skill manpower to increase capacity and efficiency of the Audit Department.

Reviewed and examined the Draft Annual Financial Statements 2022 made out in line with accounting standard set by the regulatory authorities and recommended to place the same before the Board for consideration.

## Acknowledgement

The audit committee would like to express their sincere thanks to the members of the Board, key management person-nel, internal audit Division and all employees for their utmost co-operation extended by them.



Md. Alamgir Hossain Khan, FCMA

Chairman

Board Audit Committee

# REPORT OF THE NOMINATION AND REMUNERATION COMMITTEE

Bangladesh National Insurance Company Limited has its Nomination and Remuneration Committee (NRC) in compliance with the Corporate Governance Code by BSEC (Bangladesh Securities and Exchange Commission) and the Chairman of the NRC is an Independent Director. Composition of the NRC is as following:

1.	Prof. Dr. Mijanur Rahman	Chairman
2.	Taif Bin Yousuf	Member
3.	Wasikur Rahman	Member

The Nomination and Remuneration Committee of Bangladesh National Insurance Company Limited operates in accordance with the Terms of Reference as Approved by the Board of Directors in compliance with the Code-6 of the Securities and Exchange Commission's Corporate Governance Code, Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3<sup>rd</sup> June 2018.

Nomination and Remuneration Committee of the Board of Bangladesh National Insurance Company Limited had two meetings during the year 2022 and the following decisions were made, these are; Review of the earlier meeting decisions of the Nomination and Remuneration Committee. Shortlist, evaluate and recommend the potential candidate for top-level executives of the Company. Review remuneration of the employees including top-level executives of the company. The NRC Committee has recommended for updating service rules & regulations, yearly increment and promotion after completing three years' service for existing employees.

The Chairman of Nomination and Remuneration Committee, on behalf of all the members of the Committee extends gratitude to all the Stakeholders, Management Team and especially the Board of Directors of Bangladesh National Insurance Company Limited for their continued support during the year 2022 and expresses optimism for cooperation in the coming years.



Prof. Dr. Mijanur Rahman  
Chairman  
Nomination and Remuneration Committee  
Bangladesh National Insurance Company Limited



**Independent Auditors' Report  
To the Shareholders of  
Bangladesh National Insurance Company Limited**

**Report on the Audit of the Financial**

**Opinion**

We have audited the financial statements of Bangladesh National Insurance Company Limited (the Company), which comprise the Statement of Financial Position as at December 31, 2022, Profit and Loss Appropriation Account, Statement of Profit or Loss & Other Comprehensive Income, Consolidated Revenue Accounts, Fire Insurance Revenue Account, Marine Cargo Insurance Revenue Account, Marine Hull Insurance Revenue Account, Motor Insurance Revenue Account, Miscellaneous Insurance Revenue Account, Statement of Changes in Shareholders' Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information disclosed in notes 1 to 48 and Annexure-A to E.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at December 31, 2022, 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 2020 and other applicable laws and regulations.

**Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Our key audit matters**

Risk	Our response to the risk
<b>Premium Income</b>	
<p>Gross general insurance premiums comprise the total premiums 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>With respect to Premium income in respect of various types of insurance we carried out the following procedures:</p> <ul style="list-style-type: none"> <li>➤ The design and operating effectiveness of key controls around premium income recognition process.</li> <li>➤ Carried out analytical procedures and recalculated premium income for the period.</li> <li>➤ Carried out cut -off testing to ensure unearned premium income has not been included in the premium income.</li> <li>➤ 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.</li> </ul>

Risk	Our response to the risk
	<ul style="list-style-type: none"> <li>➤ Ensured on a sample basis that the premium income was being deposited in the designated bank account.</li> <li>➤ Tested on a sample basis to see that appropriate VAT was being collected and deposited to bank through Treasury Challan.</li> <li>➤ For a sample of insurance contracts tested to see if appropriate level of reinsurance was done and whether that re insurance premium was deducted from the gross premium.</li> <li>➤ Applying specialist judgment ensured if there is any impairment of the reinsurer.</li> <li>➤ 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.</li> </ul>
See note no 28 to the financial statements	

Estimated liability in respect of outstanding claims whether due or intimated and claim Payment	
<p>This account represents the claim due or intimated from the insured and involves significant management judgment and risk of understatement. In extreme scenario this item may have going concern implications for the company.</p>	<p>We tested the design and operating effectiveness of controls around the due and intimated claim recording process.</p> <p>We additionally carried out the following substantive testing around this item:</p> <ul style="list-style-type: none"> <li>➤ Obtained the claim register and tested for completeness of claims recorded in the register on a sample basis.</li> <li>➤ Obtained a sample of claimed policy copy and cross check it with claim.</li> </ul> <p>Obtained a sample of survey reports Cross checked those against respective ledger balances and in case of discrepancy carried out further investigation.</p> <ul style="list-style-type: none"> <li>➤ Obtained and discussed with management about their basis for estimation and challenged their assumptions where appropriate.</li> <li>➤ Reviewed the claim committee meeting minutes about decision about impending claims.</li> <li>➤ Tested a sample of claims payments with intimation letter, survey report, bank statement, claim payment register and general ledger.</li> <li>➤ 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.</li> </ul>
See note no 14 to the financial statements	

## Investment In Shares

The balance of investment in shares of the company at the yearend was Tk. 127,553,259.

Insurance company makes a number of investments in the listed and unlisted capital market with a required regulatory limit. Income generated from the investments (realized gain and dividend received) is credited to the statement of Profit or Loss Appropriation Account. Unrealized capital gain or loss if any is transferred to the Investment Fluctuation Reserve subsequently or as per the policy of the company.

This item has significant impact on the earnings performance of the company and return to the shareholders and might be prone to misreporting as large unreported fall in the value of any holding may wipe out the value of the portfolio and hamper the distribution capability of the company

We tested the design and operating effectiveness of key controls around monitoring, valuation and updating of prices of the positions held by the company from trusted sources. Additionally, we performed the following:

- Obtained year-end share holding positions from the company and through directional testing assessed the completeness of the report.
- Ascertained the valuation of the holding as per IFRS 13.
- Reviewed and challenged the assumptions used for the valuation models for any unquoted securities.
- Recalculated unrealized gain or loss at the year end.
- Carried out cut-off testing to ensure unrealized gain or loss was recognized in correct period.
- Obtained the CDBL report and share portfolio and cross checked against each other to confirm unrealized gain or loss.
- Check the subsequent positioning of this unrealized amount after the year end.
- Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards, Insurance Act 2010, Insurance Rules, 1958 and other applicable rules and regulations and regulatory guidelines.

See note no 16 to the financial statements

## Measurement and Recognition Deferred Tax Liability

The Company reported net deferred tax liability totaling Tk. 8,830,923 as at 31st December, 2022. Significant judgment is required in relation to deferred tax liability as their liability is dependent on forecasts of future profitability over a number of years.

We obtained an understanding, evaluated the design and tested the operational effectiveness of the Company's key controls over the recognition and measurement of Deferred Tax Assets and Liabilities and the assumptions used in estimating the future taxable expense of the company.

We also assessed the completeness and accuracy of the data used for the estimations of future taxable expense/income.

We evaluated the reasonableness of key assumptions, timing of reversal of temporary differences and expiration of tax loss carry forwards, recognition and measurement of Deferred Tax Liability.

We assessed the adequacy of the company's disclosures setting out the basis of deferred tax liability balances and the level of estimation involved.

We also assisted in evaluating the tax implications, the reasonableness of estimates and calculations determined by management.

Finally assessed the appropriateness and presentation of disclosures against IAS 12 Income Tax.

See note no 12 to the financial statements

## Other Information

Management is responsible for the other information. The other information comprises all of the information in the Annual report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information.

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 and Internal Controls

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, the Companies Act 1994, the Insurance Act 2010, the Insurance Rules 1958, the Securities and Exchange Rules 2020 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 judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

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

### Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, the Insurance Act 2010, the Insurance Rules 1958, the Securities and Exchange Rules 2020 and relevant notifications issued by Bangladesh Securities and Exchange Commission, we also report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b) In our opinion, proper books of accounts, records and other statutory books as required by law have been kept by the Company so far as it appeared from our examinations of those books;
- c) The Company management has followed relevant provisions of laws and rules in managing the affairs of the Company and proper books of accounts, records and other statutory books have been properly maintained and (where applicable) proper returns adequate for the purposes of our audit have been received from branches not visited by us;
- d) As per section 63(2) of the Insurance Act 2010, in our opinion to the best of our knowledge and belief an according to the information and explanation given to us, all expenses of management wherever incurred and whether incurred directly or indirectly, in respect of insurance business of the company transacted in Bangladesh during the year under report have been duly debited to the related Revenue Accounts and the Statement of Comprehensive Income of the Company;
- e) We report that to the best of our information and as shown by its books, the company during the year under report has not paid any person any commission in any form, outside Bangladesh in respect of any its business re-insured abroad;
- f) The Statement of Financial Position, Statement of Comprehensive Income, Profit and Loss Appropriation Account, related Revenue Accounts, Statement of Changes in Equity and Statement of Cash Flows of the Company together with the annexed notes dealt with by the report are in agreement with the books of account and returns; and
- g) The expenditure was incurred for the purpose of the Company's business.

**Firm's Name:** Rahman Mostafa Alam & Co. Chartered Accountants

**Signature:** 

**Auditors' Name:** Kazi Mostafa Alam FCA, (Enr No.: 448)

**Date:** 14 May 2023

**Place:** Dhaka

**DVC:** 2305140448AS123015

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT DECEMBER 31, 2022**

Particulars	Notes	Amount in Taka	
		31.12.2022	31.12.2021
<b>Capital &amp; Liabilities</b>			
<b>Authorized Share Capital</b>			
100,000,000 Ordinary Shares of Tk. 10/- each.		1,000,000,000	1,000,000,000
<b>Shareholders' Equity &amp; Liabilities:</b>			
<b>Shareholders' Equity:</b>			
Issued, Subscribed and Paid up Capital	6.00	442,500,000	442,500,000
<b>Reserve or Contingency Account:</b>	7.00	610,461,802	524,462,125
Reserve for Exceptional Losses	7.01	465,167,631	400,593,092
Retained Earnings	7.02	145,294,171	123,869,033
<b>Total Shareholders' Equity</b>		<b>1,052,961,802</b>	<b>966,962,125</b>
<b>Balance of Funds and Accounts:</b>	8.00	<b>264,103,717</b>	<b>242,047,956</b>
Fire Insurance Business Account		59,325,276	45,875,608
Marine Cargo Insurance Business Account		139,235,378	117,110,826
Marine Hull Insurance Business Account		9,675,934	12,325,648
Motor Insurance Business Account		40,124,904	46,796,845
Miscellaneous Insurance Business Account		15,742,225	19,939,029
Premium Deposits Account	9.00	88,164,503	62,855,655
<b>Liabilities and Provisions:</b>		<b>921,156,432</b>	<b>732,549,952</b>
Sundry Creditors-Including Provision for Expenses and Taxes	10.00	448,005,850	272,618,478
Amount due to other persons or bodies			
Carrying on Insurance Business	11.00	236,267,547	306,954,285
Deferred Tax Liability	12.00	8,830,923	8,770,532
Lease Liability	13.00	14,910,914	14,577,058
Estimated liabilities in respect of outstanding			
Claims whether due or intimated	14.00	213,141,196	129,629,600
<b>Total Shareholders' Equity and Liabilities</b>		<b>2,326,386,454</b>	<b>2,004,415,688</b>
<b>Property &amp; Assets:</b>			
<b>Investment:</b>		<b>254,523,877</b>	<b>153,344,735</b>
Investment-At cost (BGTB)	15.00	126,970,618	75,000,000
Investment in Shares	16.00	127,553,259	78,344,735
Interest Accrued but not Due	17.00	36,025,956	31,134,817
Right of Use of Asset	18.00	12,350,908	13,394,886
Amount Due from Other Persons or Bodies carrying on Insurance	19.00	1,200,851	1,200,851
Business			
Sundry Debtors-Including Advances, Deposits & Prepayments	20.00	166,548,732	226,004,881
Cash and Bank Balances	21.00	1,525,665,952	1,292,945,148
<b>Other Account:</b>		<b>330,070,178</b>	<b>286,390,370</b>
Fixed Assets -At Cost less Depreciation	22.00	60,902,433	49,235,456
Investment in Property	23.00	268,649,675	236,659,542
Stock of Stationery	24.00	518,070	495,372
<b>Total Property &amp; Assets</b>		<b>2,326,386,454</b>	<b>2,004,415,688</b>
<b>Net Asset Value per Share (NAVPS)</b>	33.00	<b>23.80</b>	<b>21.85</b>

The accompanying notes from 1 to 48 & Annexure-A to E form an integral part of the financial statements.



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : 

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448AS123015

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**STATEMENT OF PROFIT OR LOSS APPROPRIATION**  
**FOR THE YEAR ENDED ON DECEMBER 31, 2022**

Particulars	Notes	Amount in Taka	
		31.12.2022	31.12.2021
Balance brought forward from last year		123,869,033	106,761,654
Net Profit before Tax b/d		225,753,090	192,126,223
Adjustment for the application of IFRS-16 ( Lease)		(4,123,595)	(882,516)
Deferred Tax Income/Expenses	12(d)	(60,391)	(1,517,150)
		<b>345,438,137</b>	<b>296,488,212</b>
Reserve for Exceptional Losses	7.01	64,574,539	58,663,142
<b>Income Tax Expenses:</b>		<b>55,919,426</b>	<b>47,581,037</b>
Current Tax	30.00	48,911,630	47,581,037
Prior year tax paid		7,007,796	-
Dividend Paid		79,650,000	66,375,000
Balance Transferred to Statement of Financial Position		145,294,171	123,869,033
<b>Total</b>		<b>345,438,137</b>	<b>296,488,212</b>
<b>Earnings Per Share (EPS)</b>	31.00	<b>4.00</b>	<b>3.23</b>

The accompanying notes from 1 to 48 & Annexure-A to E form an integral part of the financial statements.



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : 

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448AS123015

# BANGLADESH NATIONAL INSURANCE COMPANY LIMITED

## STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED ON DECEMBER 31, 2022

Particulars	Notes	Amount in Taka	
		31.12.2022	31.12.2021
<b>Expenses of Management ( Not Applicable to any particular Fund or Account)</b>			
Directors' Fees		809,600	849,600
Meeting Expenses		144,500	125,000
Advertisement & Publicity		682,200	1,013,535
Subscription & Registration		3,569,931	1,520,479
Depreciation		28,968,636	14,835,670
Finance Cost	13.00	1,626,206	1,238,249
Audit Fees		350,750	695,750
		<b>36,151,823</b>	<b>20,278,283</b>
Worker's Profit Participation Fund	10.00	11,287,655	9,606,311
Net Profit before tax		225,753,090	192,126,223
<b>Total</b>		<b>273,192,567</b>	<b>222,010,817</b>
Interest on FDR, STD and BGTB	25.00	87,405,603	74,119,612
Gain on Sales of Fixed Assets		1,903,429	64,721
Dividend Income in Share Business		3,103,688	2,116,002
Rental Income		1,776,000	1,776,000
Other Income		210,212	103,276
Gain/(Loss) on Sale of Shares		27,057,322	4,581,553
Unrealized Profit/(Loss) on Investment in Share		(5,146,644)	6,164,889
<b>Profit /(Loss) Transferred from:</b>		<b>156,882,958</b>	<b>133,084,764</b>
Fire Insurance Revenue Account		743,647	766,775
Marine Insurance (Cargo) Revenue Account		152,752,989	103,308,099
Marine Insurance (Hull) Revenue Account		(44,152,866)	(45,240,528)
Motor Insurance Revenue Account		45,459,983	64,991,944
Miscellaneous Insurance Revenue Account		2,079,205	9,258,474
<b>Total</b>		<b>273,192,567</b>	<b>222,010,817</b>
<b>Earnings Per Share (EPS)</b>	31.00	<b>4.00</b>	<b>3.23</b>

The accompanying notes from 1 to 48 & Annexure-A to E form an integral part of the financial statements.



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : 

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448AS123015

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**CONSOLIDATED REVENUE ACCOUNT**  
**FOR THE YEAR ENDED ON DECEMBER 31, 2022**

Particulars	Notes	Amount in Taka	
		31.12.2022	31.12.2021
<b>Claims under the policies less Reinsurance:</b>			
Paid during the year		53,996,792	149,457,485
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	14.00	213,141,196	129,629,600
		<b>267,137,989</b>	<b>279,087,085</b>
Less: Outstanding claims at the end of the previous year		129,629,600	126,966,965
		<b>137,508,389</b>	<b>152,120,120</b>
Agency Commission	27.00	135,810,508	47,167,820
Expenses of Management	26.00	268,596,963	229,683,884
Reserve for un-expired risks of Premium Income for the year	8.00	264,103,717	242,047,956
Profit Transferred to Statement of Profit or Loss Account		156,882,958	133,084,764
<b>Total</b>		<b>962,902,534</b>	<b>804,104,544</b>
Balance of Account at the beginning of the year		242,047,956	159,905,930
Premium Less Reinsurance	29.00	645,745,391	586,631,418
Commission on Reinsurance ceded		75,109,187	57,567,196
<b>Total</b>		<b>962,902,534</b>	<b>804,104,544</b>

The accompanying notes from 1 to 48 & Annexure-A to E form an integral part of the financial statements.



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants  
Signature :   
Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)  
Date : 14 may 2023  
Place : Dhaka  
DVC : 2305140448AS123015

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**FIRE INSURANCE REVENUE ACCOUNT**  
**FOR THE YEAR ENDED ON DECEMBER 31, 2022**

Particulars	Notes	Amount in Taka	
		31.12.2022	31.12.2021
<b>Claims under the policies less Reinsurance:</b>			
Paid during the year		(23,023,006)	42,510,959
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	14.00	120,088,333	66,152,553
		<b>97,065,327</b>	<b>108,663,512</b>
Less: Outstanding claims at the end of the previous year		66,152,553	61,215,183
		<b>30,912,774</b>	<b>47,448,329</b>
Agency Commission	27.00	49,750,934	15,862,132
Expenses of Management	26.00	102,029,121	81,144,967
Reserve for un-expired risks being 40% of Premium Income for the year	8.00	59,325,276	45,875,608
Profit Transferred to Statement of Profit or Loss Account		743,647	766,775
<b>Total</b>		<b>242,761,752</b>	<b>191,097,811</b>
Balance of Account at the beginning of the year		45,875,608	32,708,376
Premium Less Reinsurance	29.00	148,313,189	114,689,020
Commission on Reinsurance ceded		48,572,954	43,700,414
<b>Total</b>		<b>242,761,752</b>	<b>191,097,811</b>



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : 

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448AS123015

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**MARINE CARGO INSURANCE REVENUE ACCOUNT**  
**FOR THE YEAR ENDED ON DECEMBER 31, 2022**

Particulars	Notes	Amount in Taka	
		31.12.2022	31.12.2021
<b>Claims Under The Policies Less Reinsurance:</b>			
Paid during the year		40,994,632	29,906,684
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	14.00	33,823,949	37,511,346
		<b>74,818,581</b>	<b>67,418,030</b>
Less: Outstanding claims at the end of the previous year		37,511,346	30,072,614
		<b>37,307,235</b>	<b>37,345,416</b>
Agency Commission	27.00	54,410,441	21,034,927
Expenses of Management	26.00	90,084,599	72,833,777
Reserve for un-expired risks being 40% of premium income for the year	8.00	139,235,378	117,110,826
Profit Transferred to Statement of Profit or Loss Account		152,752,989	103,308,099
<b>Total</b>		<b>473,790,642</b>	<b>351,633,045</b>
Balance of Account at the beginning of the year		117,110,826	51,455,201
Premium Less Reinsurance	29.00	348,088,446	292,777,064
Commission on Reinsurance ceded		8,591,370	7,400,780
<b>Total</b>		<b>473,790,642</b>	<b>351,633,045</b>



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature :

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448AS123015

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**MARINE HULL INSURANCE REVENUE ACCOUNT**  
**FOR THE YEAR ENDED ON DECEMBER 31, 2022**

Particulars	Notes	Amount in Taka	
		31.12.2022	31.12.2021
<b>Claims under the policies less Reinsurance:</b>			
Paid during the year		13,427,600	52,415,000
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	14.00	49,149,446	10,149,446
		62,577,046	62,564,446
Less: Outstanding claims at the end of the previous year		10,149,446	-
		<b>52,427,600</b>	<b>62,564,446</b>
Agency Commission	27.00	1,445,489	676,295
Expenses of Management	26.00	2,732,254	3,811,197
Reserve for un-expired risks being 100% of premium income for the year	8.00	9,675,934	12,325,648
Profit Transferred to Statement of Profit or Loss Account		(44,152,866)	(45,240,528)
<b>Total</b>		<b>22,128,412</b>	<b>34,137,058</b>
Balance of Account at the beginning of the year		12,325,648	21,226,962
Premium Less Reinsurance	29.00	9,675,934	12,325,648
Commission on Reinsurance ceded		126,830	584,448
<b>Total</b>		<b>22,128,412</b>	<b>34,137,058</b>



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : 

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448AS123015

# BANGLADESH NATIONAL INSURANCE COMPANY LIMITED

## MOTOR INSURANCE REVENUE ACCOUNT FOR THE YEAR ENDED ON DECEMBER 31, 2022

Particulars	Notes	Amount in Taka	
		31.12.2022	31.12.2021
<b>Claims under the policies less Reinsurance:</b>			
Paid during the year		22,205,698	23,149,290
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	14.00	9,715,880	15,191,620
		<b>31,921,578</b>	<b>38,340,910</b>
Less : Outstanding claims at the end of the previous year		15,191,620	34,567,421
		<b>16,729,958</b>	<b>3,773,489</b>
Agency Commission	27.00	15,177,585	6,944,435
Expenses of Management	26.00	30,578,026	34,907,455
Reserve for un-expired risks being 40% of premium income for the year	8.00	40,124,904	46,796,845
Profit Transferred to Statement of Profit or Loss Account		45,459,983	64,991,944
<b>Total</b>		<b>148,070,456</b>	<b>157,414,168</b>
Balance of Account at the beginning of the year		46,796,845	39,453,561
Premium Less Reinsurance	29.00	100,312,260	116,992,113
Commission on Reinsurance ceded		961,351	968,494
<b>Total</b>		<b>148,070,456</b>	<b>157,414,168</b>



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : 

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448ASI23015

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**MISCELLANEOUS INSURANCE REVENUE ACCOUNT**  
**FOR THE YEAR ENDED ON DECEMBER 31, 2022**

Particulars	Notes	Amount in Taka	
		31.12.2022	31.12.2021
<b>Claims under the policies less Reinsurance:</b>			
Paid during the year		391,868	1,475,552
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	14.00	363,588	624,635
		755,456	2,100,187
Less: Outstanding claims at the end of the previous year		624,635	1,111,747
		<b>130,821</b>	<b>988,440</b>
Agency Commission	27.00	15,026,059	2,650,031
Expenses of Management	26.00	43,172,962	36,986,488
Reserve for un-expired risks being 40% of premium income for the year	8.00	15,742,225	19,939,029
Profit Transferred to Statement of Profit or Loss Account		2,079,205	9,258,476
<b>Total</b>		<b>76,151,273</b>	<b>69,822,463</b>
Balance of Account at the beginning of the year		19,939,029	15,061,830
Premium Less Re-Insurance	29.00	39,355,562	49,847,573
Commission on Re-insurance ceded		16,856,682	4,913,060
<b>Total</b>		<b>76,151,273</b>	<b>69,822,463</b>



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : 

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448AS123015

## BANGLADESH NATIONAL INSURANCE COMPANY LIMITED

### STATEMENT OF CHANGES IN SHAREHOLDERS EQUITY

FOR THE YEAR ENDED ON DECEMBER 31, 2022

(Amount in Taka)

Particulars	Share Capital	Reserve for Exceptional Losses	Profit or Loss Appropriation Account	Total Shareholders Equity
Balance on 1st January, 2022	442,500,000	400,593,092	123,869,034	966,962,126
Net Profit before Tax	-	-	225,753,090	225,753,090
Deferred Tax Income/Expenses	-	-	(60,391)	(60,391)
Income Tax Expenses:	-	-	(55,919,426)	(55,919,427)
Adjustment for the application of IFRS-16 (Lease)			(4,123,595)	(4,123,596)
Reserve for Exceptional Losses	-	64,574,539	(64,574,539)	-
Dividend Paid	-	-	(79,650,000)	(79,650,000)
<b>Balance on 31st December, 2022</b>	<b>442,500,000</b>	<b>465,167,631</b>	<b>145,294,172</b>	<b>1,052,961,802</b>

Particulars	Share Capital	Reserve for Exceptional Losses	Profit or Loss Appropriation Account	Total Shareholders Equity
Balance on 1st January, 2021	442,500,000	341,929,950	106,761,654	891,191,604
Net Profit before Tax	-	-	192,126,223	192,126,223
Deferred Tax Income/Expenses	-	-	(1,517,150)	(1,517,150)
Provision for Income Tax	-	-	(47,581,037)	(47,581,037)
Adjustment for the application of IFRS-16 (Lease)			(882,516)	(882,516)
Reserve for Exceptional Losses	-	58,663,142	(58,663,142)	-
Dividend Paid	-	-	(66,375,000)	(66,375,000)
<b>Balance on 31st December, 2021</b>	<b>442,500,000</b>	<b>400,593,092</b>	<b>123,869,034</b>	<b>966,962,125</b>



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : 

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 May 2023

Place : Dhaka

DVC : 2305140448AS123015

# BANGLADESH NATIONAL INSURANCE COMPANY LIMITED

## STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED ON DECEMBER 31, 2022

Particulars	Note	Amount in Taka	
		31.12.2022	31.12.2021
<b>Cash Flows from Operating Activities:</b>			
Collection from Premium & Other Income	32.01	720,088,918	629,480,903
Payments for Management Expenses, Re-insurance & Claims	32.02	(284,154,551)	(239,736,747)
Income Tax and Other Source Tax Paid	32.03	(47,342,809)	(25,347,774)
Payment to Workers Profit Participation Fund	32.04	(9,606,311)	(7,578,821)
Interest received on FDR, BGTB, STD and SND	32.05	77,811,308	71,058,514
		<b>456,796,555</b>	<b>427,876,075</b>
<b>Cash Flows from Investing Activities:</b>			
Acquisition of Fixed Assets		(61,954,592)	(19,755,219)
Sale Proceeds of Fixed Assets		6,010,000	300,000
Interest received on BGTB		9,594,296	3,061,098
Investment In Share		(49,208,524)	-
Dividend Income from Share Business		3,103,688	2,116,002
Investment In BGTB		(51,970,618)	(50,000,000)
		<b>(144,425,750)</b>	<b>(64,278,119)</b>
<b>Cash Flows from Financing Activities:</b>			
Dividend Paid		(79,650,000)	(66,375,000)
		<b>(79,650,000)</b>	<b>(66,375,000)</b>
<b>Net Cash Inflow/Outflow for the year</b>		<b>232,720,805</b>	<b>297,222,956</b>
Opening Cash and Bank balances		1,292,945,148	995,722,192
<b>Cash and Bank Balances</b>		<b>1,525,665,953</b>	<b>1,292,945,148</b>
<b>Net Operating Cash Flow per Share (NOCFPS)</b>	34.00	<b>10.32</b>	<b>9.67</b>

Chief Executive Officer

Director

Director

Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature :

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448AS123015

# BANGLADESH NATIONAL INSURANCE COMPANY LIMITED

FORM "AA"

CLASSIFIED SUMMARY OF ASSETS

AS AT DECEMBER 31, 2022

Presentation on Financial Statements

Class of Assets	Book Value		Remarks
	31.12.2022	31.12.2021	
Bangladesh Govt.Treasury Bond (BGTB)	126,970,618	75,000,000	At Cost
Investment in Shares	127,553,259	78,344,735	Market Value
Fixed Deposit and STD Account with Bank	1,522,197,365	1,290,455,564	Book Value
Cash in Hand	3,066,688	2,404,425	Do
Stamp in Hand	401,899	85,159	Do
Interest Accrued but not due	36,025,956	31,134,817	Do
Amount due from other persons or bodies	1,200,851	1,200,851	Do
Carrying on Insurance business			
Sundry Debtors Including Advances, Deposits & Prepayments	166,548,732	226,004,881	Do
Right of Use of Asset	12,350,908	13,394,886	
Fixed Assets (At Cost less Depreciation)	60,902,433	49,235,456	Written Down Value
Investment in Property	268,649,675	236,659,542	Written Down Value
Stock of Stationery	518,070	495,372	At Cost
<b>Total</b>	<b>2,326,386,454</b>	<b>2,004,415,688</b>	



Chief Executive Officer



Director



Director



Chairman

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : 

Auditor's Name : Kazi Mostafa Alam FCA, (Enr No.: 448)

Date : 14 may 2023

Place : Dhaka

DVC : 2305140448AS123015

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31ST DECEMBER, 2022**

## 1.00 Reporting Entity

### 1.01 Corporate Information–Domicile, Legal Form and Country of Incorporation

The Company was incorporated in Bangladesh as a Public Company Limited by Shares on the 21st day of May, 1996 under the Companies Act, 1994 vide registration no. C-30696/(912)/96 and its commencement of business was started from 21st day of May, 1996 and the registration from the Controller of Insurance was received to start general insurance business on 18th day of June, 1996. The company also obtained license to operate its business from IDRA (Former Controller of Insurance) on 21st day of May, 1996. The company went into initial public offerings (IPO) on 21.04.2016 and listed in both Dhaka Stock Exchange Ltd. (DSE) and Chittagong Stock Exchange Ltd. (CSE) as a publicly traded company.

#### Address of Registered Office

The registered office of the Company is located at 68, Motijheel Commercial Area (Level-15), Dhaka-1000. The operation of the company are being carried out through its 38 nos. of branches located all over Bangladesh with Head office at Rashid Tower (3rd Floor), Plot #11, Road # 18, Gulshan #1, Dhaka-1212.

### 1.02 Other Corporate Information

- (i) Trade License: TRAD/DSCC/258637/2019, dated 27/07/2022.
- (ii) e-TIN No: 518302864140, dated 01/09/2014.
- (iii) VAT Registration No: 002063525-0101, dated.29/09/2019.

### 1.03 Principal Activities and Nature of Operation

The main objective of the Company is to carry on all kinds of insurance, guarantee and indemnity business other than life insurance business.

### 1.04 Presentation of Financial Statements

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

- Statement of Financial Position as at 31st December, 2022;
- Statement of Profit or Loss for the year ended 31st December, 2022;
- Profit or Loss Appropriation Account for the year ended 31st December, 2022;
- Consolidated Revenue Account for the year ended 31st December, 2022;
- Revenue Accounts (Fire, Marine Cargo, Marine Hull, Motor, Miscellaneous) for the year ended 31st December, 2022;
- Statement of Changes in Shareholders Equity for the year ended 31st December, 2022;
- Statement of Cash Flows for the year ended 31st December, 2022;
- Form "AA", Classified Summary of Assets for the year ended 31st December, 2022;
- Notes comprising summary of significant accounting policies and other explanatory information.

## 2.00 Basis of Preparation of Financial Statements

### 2.01 Basis of Accounting

The following underlying assumptions, measurement base, laws, rules, regulations and accounting pronouncement have been considered in preparing and presenting the financial statements:

- Generally accepted Accounting Principles and Policies in Bangladesh (GAAP);
- Historical Cost Convention;
- International Financial Reporting Standards (IFRS) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB);
- International Accounting Standards (IAS) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB);
- The Companies Act, 1994;
- The Bangladesh Securities and Exchange Rules, 2020;
- The Bangladesh Securities and Exchange Commission Act, 1993;
- The Securities and Exchange Ordinance, 1969;
- The Insurance Act, 2010;
- Insurance Rules, 1958 as no rule has yet been made in pursuance of Insurance Act, 2010;

## 2.02 Other Regulatory Compliances

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

The Income Tax Ordinance, 1984;

The Income Tax Rules, 1984;

The Value Added Tax and Supplementary Duty Act, 2012;

The Value Added Tax Rules, 1991;

The Stamp Act, 1899;

DSE/CSE Rules;

Listing Regulations, 2015;

Bangladesh Labour Act, 2006 (as amended to 2013)

## 2.03 Compliance with the Financial Reporting Standards as applicable in Bangladesh

The Company as per para-12 of Securities & Exchange Rule, 1987, has followed the International Accounting Standards (IAS's) and International Financial Reporting Standards (IFRS's) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) in preparing the financial statements.

Sl. No.	IAS No.	IAS Title	Compliance Status
1	1	Presentation of Financial Statements	Complied
2	2	Inventories	Complied
3	7	Statement of Cash Flows	Complied
4	8	Accounting Policies, Changes in Accounting Estimates and Errors	Complied
5	10	Events after the Reporting Period	Complied
6	11	Construction Contracts	N/A
7	12	Income Taxes	Complied
8	16	Property, Plant and Equipment	Complied
9	17	Leases	N/A
10	19	Employee Benefits	Complied
11	20	Accounting for Govt. Grants and Disclosure of Govt. Assistance	N/A
12	21	The Effects of Changes in Foreign Exchange Rates	N/A
13	23	Borrowing Costs	Complied
14	24	Related Party Disclosures	Complied
15	26	Accounting and Reporting by Retirement Benefit Plan	N/A
16	27	Separate Financial Statements	N/A
17	28	Investment in Associated and Joint Venture	N/A
18	29	Financial Reporting in Hyperinflationary Economics	N/A
19	31	Interest in Joint Ventures	N/A
20	32	Financial Instruments : Presentation	Complied
21	33	Earnings per Share	Complied
22	34	Interim Financial Reporting	Complied
23	36	Impairment of Assets	Complied

Sl. No.	IAS No.	IAS Title	Compliance Status
24	37	Provisions, Contingent Liabilities and Contingent Assets	Complied
25	38	Intangible Assets	N/A
26	40	Investment Property	N/A
27	41	Agriculture	N/A

Sl. No.	IFRS No.	IFRS Title	Compliance Status
1	1	First-time adoption of International Financial Reporting Standards	Complied
2	2	Share based Payment	N/A
3	3	Business Combinations	N/A
4	4	Insurance Contracts	Complied
5	5	Non-current Assets held for Sale and Discontinued Operations	N/A
6	6	Exploration for and Evaluation of Mineral Resources	N/A
7	7	Financial Instruments : Disclosures	Complied
8	8	Operating Segments	Complied
9	9	Financial Instrument	Complied
10	10	Consolidated Financial Statements	Complied
11	11	Joint Arrangements	N/A
12	12	Disclosure of Interests in Other Entities	Complied
13	13	Fair Value Measurement	Complied
14	14	Regulatory Deferral Accounts	N/A
15	15	Revenue from Contracts with Customers	Complied

#### 2.04 Basis of Presentation

The financial statements have been prepared in accordance with the regulations as contained in Part I and as per Form "A" as set forth in Part II of the First Schedule, Revenue Account in accordance with the regulations as contained in Part I and as per Form "F" as set forth in Part II of Third Schedule, Profit and Loss Account in accordance with the regulations as contained in Part I and as per Form "B" as set forth in Part II of the Second Schedule, Profit and Loss Appropriation Account in accordance with regulations as contained in Part I and as per Form "C" as set forth in Part II of the Second Schedule of the Insurance Act, 1938 as amended Insurance Act, 2010. The Classified Summary of the Assets has been prepared in accordance with Form "AA" as set forth in Part II of the First Schedule.

#### 2.05 Consolidation

A separate set of records for consolidation of the statement of affairs and income and expense statement of the branches was maintained at the Head Office of the company based on which these financial statements have been prepared. All significant inter branch transactions are eliminated on consolidation.

#### 2.06 Basis of Measurement

The financial statements have been prepared based on the accrual basis of accounting and prepare under the historical cost convention except for the revaluation of certain non current assets which are stated either at revaluated amount or fair market value as explained in the accompanying notes.

#### 2.07 Accrual basis of Accounting

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

## 2.08 Functional and Presentation Currency

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

## 2.09 Key Accounting Estimates and Judgments in Applying Accounting Policies

The preparation of financial statements in conformity with International Financial Reporting Standards including IAS's requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and for contingent assets and liabilities that require disclosure during and at the date of the financial statements. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions of accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected as required by IAS 8: "Accounting Policies, Changes in Accounting Estimates and Errors".

In particular, the key areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements include accrued expenses, inventory valuation and other payables.

## 2.10 Materiality, Aggregation and Off Setting

Each material item as considered by management significant has been displayed separately in the financial statements. No amount has been set off unless the Company has legal right to set off the amounts and intends to settle on net basis. Income and expenses are presented on a net basis only when permitted by the relevant accounting standards. The values of assets or liabilities as shown in the statement of financial position are not off-set by way of deduction from another liability or asset unless there exist a legal right, therefore no such incident existed during the year.

## 2.11 Going Concern Assumption

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

## 2.12 Comparative Information

Comparative information has been disclosed in respect of 2021 in accordance with IAS-1 "Presentation of Financial Statements" for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current periods of financial statements. Prior year figure has been re-arranged wherever considered necessary to ensure comparability with the current period.

## 2.13 Events after the Reporting Period

Where necessary all the material events after the reporting period have been considered and appropriate adjustment/disclosure have been made in the financial statements.

## 2.14 Responsibility for Preparation and Presentation of Financial Statements

The Board of Directors is responsible for the preparation and presentation of the financial statements as per requirements of Companies Act, 1994.

## 2.15 Reporting Period

The reporting period of the Company covers one year from 1st day of January, 2022 to 31st December, 2022.

## 2.16 Approval of Financial Statements

The financial statements have been approved by the Board of Directors on the 17th April day of 2023.

### 3.00 Significant Accounting Principles and Policies selected and applied for significant transactions and events

For significant transactions and events that have material effect, the Company's Directors selected and applied significant accounting principals and policies within the framework of IAS-1 Presentation of Financial Statements in preparation and presentation of financial statements that have been consistently applied throughout the year and were also consistent with those use in earlier years.

For proper understanding of the financial statements, accounting policies set out below in one place as prescribed by the IAS Presentation of Financial Statements:

#### Assets and Basis of their Valuation

### 3.01 Property, Plant and Equipments

#### 3.01.1 Recognition and Measurements

These are capitalized at cost of acquisition and subsequently stated at cost less accumulated depreciation in compliance with the benchmark treatment of IAS 16 "Property, Plant and Equipment". The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use inclusive of inward freight, duties and non-refundable taxes.

In a situation where it can clearly be demonstrated that expenditure has resulted in an increase in future economic benefit expected to be obtained from the use of the fixed assets, the expenditure is capitalized as an additional cost of the assets.

Cost also includes initial estimate of the costs of dismantling, removing the item and restoring this site (generally called asset retirement obligation) are recognized and measured in accordance with IAS 37: Provision, Contingent Liabilities and Contingent Assets.

On retirement or otherwise disposal of fixed assets, the cost and accumulated depreciation are eliminated and any gain or loss on such disposal is reflected in the statement of comprehensive income which is determined with reference to the net book value of assets and the net sales proceeds.

#### 3.01.2 Maintenance Activities

Expenditure incurred after the assets have been put into operation, such as repairs & maintenance is normally charged off as revenue expenditure in the year in which it is incurred.

#### 3.01.3 Subsequent Cost

The Cost of replacing part of an item of property, plant & equipment is recognized in the carrying amount of the item if it is possible that the future economic benefits embodied within the part will flow to the company and its cost measured reliably. The cost of the day to day servicing of property and equipment are recognized in the Statement of Profit or Loss and Other Comprehensive Income as repairs and maintenance where it is incurred.

#### 3.01.4 Depreciation on Tangible Fixed Assets

As required in Paragraph 43 of IAS-16 Property and Equipment, depreciation in respect of all fixed assets is provided to amortize the cost of the assets after commissioning, over their expected useful economic lives in accordance with the provision of IAS 16 "Property, Plant and Equipment".

Depreciation on fixed assets excepting land is computed using diminishing balance method in amount sufficient to write-off depreciable assets over their estimated useful life. Depreciation has been charged on additions and when it is used. Expenditure for maintenance and repairs are expenses; major replacements, renewals and betterment are capitalized.

The cost and accumulated depreciation of depreciable assets retired or otherwise disposed off are eliminated from the assets and accumulated depreciation and any gain or loss on such disposal is reflected in the Statement of Profit or Loss Account for the year ended. The annual depreciation rates applicable to the principal categories are:

Category of Fixed Assets	Rate of Depreciation
Building	5%
Office Equipments	20%
Furniture & Fixtures	10%
Office Decoration	30%
Books & Periodicals	20%
Car/ Motor Vehicles	25%
Telephone Installation	15%

Full month depreciation is charged during the month of acquisition and no depreciation is charged during the month of disposal.

### 3.01.5 Disposal of Property, Plant and Equipment

An item of Property, Plant and Equipment is removed from the statement of financial position when it is disposed off or when no future economic benefits are expected from its use or disposal. The gain or loss on the disposal of an item of Property, Plant and Equipment is included in the statement of income of the period in which the de-recognition occurs.

### 3.01.6 Impairment

The carrying amounts of property, plant and equipment are reviewed at each balance sheet date to determine whether there is any indication of impairment loss. If any such indication exists, recoverable amount is estimated to determine the extent of the impairment loss, if any, impairment loss is recorded on judgmental basis, for which provision may differ in the future years based on the actual experience.

## 3.02 Investment in FDR and Shares

Investment is stated at its cost of acquisition and interest earned on statutory deposits lying with the Bangladesh Bank in the form Bangladesh Govt. Treasury Bond and the interest and profit earned on term deposit have been duly accounted for on accrual basis. The Statement of Profit or Loss also reflects the income on account of interest on investment in FDR, Bond, Shares and Miscellaneous Income.

It may be mentioned here that a fluctuation reserve has been created in order to equalize the price go down below the cost price of the shares. During the year under audit loss on realization of investment in shares for price go down below the cost price of the shares has been charged directly to statement of other comprehensive income in order to equalize the price of the shares.

### 3.03 Sundry Debtors (Including Advance, Deposits and Pre-Payments)

These are carried at original invoice amounts, which represent net realizable value.

### 3.04 Other Current Assets

Other current assets have a value on realization in the ordinary course of the company's business which is at least equal to the amount at which they are stated in the Statement of Financial Position.

### 3.05 Inventories

In compliance with the requirement of IAS 2 "Inventories", inventories are stated at the lower of cost and net realizable value. Net realizable value is based on estimated selling price less any further cost expected to be incurred to make the sale. The amount recognized in the financial statements has been valued by the management considering the above method.

### 3.06 Revenue Recognition

In compliance with the requirements of IFRS 15 "Revenue" is recognized to the extent that it is probable that the economic benefits will flow to the entity and the revenue can be reliably measured. Revenue represents invoiced value of policies. Revenue recognized when the policies are made.

The Company recognizes as revenue the amount that reflects the consideration to which the Company expects to be entitled in exchange for goods or services when (or as) it transfers control to the customer. To achieve that core principle, this standard establishes a five-step model as follows:

- Identify the contract with a customer;
- Identify the performance obligations in the contract;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contract; and
- Recognize revenue when (or as) the entity satisfies a performance obligation.

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

### Premium Recognition

Premium is recognized when insurance policies are issued, but the premium of company's share of public sector insurance business (PSB) is accounted for in the year in which the statements are received from Sadharan Bima Corporation.

### Revenue Account

While preparing the Revenue Account, the effect of necessary adjustment has duly been given in to accounts in respect of re-insurance business ceded and accepted. Re-Insurance Premium ceded has been accounted for into accounts.

Surplus or deficit on revenue has been arrived at after providing for un-expired risks @ 40% on all business except Marine Hull Insurance for which 100% provision has been created for un-expired risks.

### Premium and Claim

The total amount of premium earned on various classes insurance business underwritten during the period has been duly accounted for in the books of account of the Company and while preparing the financial statements the effect of re-insurance ceded as well as the effect of total estimated liabilities in respect of outstanding claims at the end of the period whether due or intimated have also been reflected in order to arrive at the net underwriting profit for the period.

### Management Expenses

The management expenses charged to Revenue Account amounting to **Tk. 26,85,96,963** represent approximately 26.82% of Gross Premium of **Tk. 100,15,51,629** (including public sector business). The said management expenses have been apportioned 37.99% to fire, 33.54% to marine (cargo), 1.02% to marine (hull), 11.38% to motor and 16.07% to miscellaneous business as per activity/Premium Income.

## 3.07 Cash and Cash Equivalents

For the purposes of the Statement of Financial Position and Cash Flows, cash in hand and bank balances represents cash and cash equivalents considering the IAS 1 "Presentation of Financial Statements" and IAS 7 "Cash Flow Statement" which provide, that cash and cash equivalents are readily convertible to known amounts of cash and are subject to an in significant risks of changes in value and are not restricted as to use.

## 3.08 Statement of Cash Flows

The Statement of Cash Flow has been prepared in accordance with the requirements IAS 7: Statement of Cash Flows. The cash generated from operating activities has been presented using the Direct Method as prescribed by the Securities and Exchange Rules, 1987 and considering the provisions of Paragraph 19 of IAS 7 which provided that "Enterprises are Encouraged to Report Cash Flow From Operating Activities Using the Direct Method".

## 3.09 Operating Segments

No operating segment is applicable for the Company as required by IFRS 8 : Operating Segments as the Company has only one operating segments and the operation of Company is within the geographical territory in Bangladesh.

## 3.10 Taxation

Income Tax expense comprises current and deferred taxes. Income tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity in accordance with IAS 12: Income Tax.

**(a) Current Tax:**

Current Tax has been provided on the estimated taxable profit for the year under review at 37.50% tax rate being the tax rate applicable for the publicly traded Insurance Company. It also includes adjustments for earlier year's short/excess provision.

**(b) Deferred Tax**

Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that the taxable profits will be available against which deductible temporary differences, unused tax losses or unused tax credits can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor accounting profit.

Considering the practices generally followed in Bangladesh the company have been reserved deferred tax assets or deferred tax liabilities in accordance with IAS 12 "Income Tax".

**(c) Provision for Income Tax**

Basis of Provision for Income Tax: Net Profit - Reserve for exceptional loss x tax rate.

**3.11 Dividend**

18% Cash Dividend has been paid for the year 2021.

**3.12 Cost of Post Employment Benefits**

The company maintains a defined contribution plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set forth in the trust deed and rules. The plan is funded and recognized / approved under Income Tax Ordinance, 1984 by the National Board of Revenue (NBR).

**(i) Contributory Provident Fund**

The company has a contributory provident fund for its regular employees. The fund is approved by the National Board of Revenue (NBR), administered separately by a Board of Trustees and is contributed equally by the Company and the employees.

**(ii) Incentive Bonus**

The company has a policy namely incentive bonus scheme for its employees who meets certain criteria based on their annual performance bonus ascertained on net profit with approval in the Annual General Meeting and the expenses accounted for in the year to which same relates.

**(iii) Worker's Profit Participant Fund**

Worker's Profit Participation Fund has been created by the Company which is five percent (5%) of net profit before tax after charging the contribution to WPPF as per Section 232, 233, 234, 235, 240, 241, 242, 243, 248, 249 and 250 of the Bangladesh Labour Law 2012. Under this law a trusty board is formed and registered for maintenance of this fund.

**3.13 Other Corporate Debt, Accounts Payable, Trade and Other Liabilities**

These liabilities are carried at the anticipated settlement amount in respect of policies and services received, whether or not billed by the policyholder and the supplier.

### 3.14 Financial Instruments and Derivatives

Primary Financial Instruments (Financial Assets and Liabilities)

The disclosure of primary financial instruments carried at the Statement of Financial Position date along with the recognition methods and risks involved are summarized in Note 44 in accordance with the provisions of IAS 32 Financial Instruments: "Disclosure and Presentation."

### 3.15 Derivative Financial Instruments

The Company is not a party to any derivative contract at the Statement of Financial Position date, such as forward exchange contract, currency swap agreement or interest rate option contract to hedge currency exposure related to import of raw materials and others or principal and interest obligations of foreign currency loans.

### 3.16 Capitalization of Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds as per IAS 23: Borrowing Costs.

### 3.17 Accruals, Provisions and Contingencies

#### (a) Accruals

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

#### (b) Provisions

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

#### (c) Contingencies

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company; or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company. At the reporting date the company does not have any contingent asset.

Contingent liabilities and assets are not recognized in the statement of financial position of the company.

### 3.18 Earnings per Share (EPS)

Earnings Per Share (EPS) are calculated in accordance with the International Accounting Standard IAS-33 "Earnings Per Share".

### Basic Earnings Per Share

Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary equity holders of the entity by the weighted average number of ordinary shares outstanding during the year. The Basic EPS of previous year has been restated to adjust the effect of bonus issue of shares during the year.

### Diluted Earnings Per Share

For the purpose of calculating diluted earnings per shares, an entity adjusts profit or loss attributable to each ordinary equity holders of the entity, and weighted average number of shares outstanding, for the effects of all dilutive potential ordinary shares.

Diluted EPS is only calculated where the company has commitment to issue ordinary shares in future at reporting date. No such commitment is hold by company at reporting date.

### 3.19 Reserve for Exceptional Losses

Provision for exceptional losses has been made during the year under audit.

### 3.20 Recognized Gains and Losses

No gain or loss was directly dealt with though the shareholders equity without being recognized in the Statement of Comprehensive Income. Therefore, net profit after tax for the year is the total recognized gains.

### 3.21 Historical Cost Income and Expenditure

As there was no extra ordinary item, there was no difference in profit from ordinary activities before taxation and the net profit before tax. Furthermore, as there was no revaluation of fixed assets in previous years and during the year under review, there was no factor like the differences between historical cost depreciation and depreciation on revalued amount, realization of revenue surplus on retirement or disposal of assets etc. Therefore, no separate note of historical cost profit and loss has been presented.

### 3.22 Related Party Disclosure

As per International Accounting Standard, IAS-24: 'Related Party Disclosures', parties are considered to be related if one of the parties has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. The Company carried out transactions in the ordinary course of business on an arm's length basis at commercial rates with its related parties. Related party disclosures have been given in Note 36.

### 3.23 Statement of Profit or Loss and Other Comprehensive Income

The results for the year were not materially affected by the following:

- (a) transactions of a nature not usually undertaken by the company:
- (b) circumstances of an exceptional or non-recurring nature:
- (c) charges or credits relating to prior years:

### 3.24 Classified Summary of Assets

The valuation of all assets as at 31st December, 2022 as shown in the Statement of Financial Position and in the classified summary of assets in Form "AA" annexed with the report has been reviewed and the said assets have been set-forth in the Statement of Financial Position at amount not exceeding their realizable or market value in aggregate.

### 3.25 Share of Public Sector Business

Company's Share of Public Sector business is accounted for in the period in which the complete set of accounts from Sadharan Bima Corporation (SBC) is received. During the period the company has included 4 (Four) quarters of its share of the Public Sector business as confirmed by the Sadharan Bima Corporation (SBC) in the following manner:

Period	Particulars of Quarter	No.
1st July, 2021 to 30th Sept, 2021	3rd Quarter of 2021	1 (One)
1st Oct, 2021 to 31st December, 2021	4th Quarter of 2021	1 (One)
1st Jan, 2022 to 31st March, 2022	1st Quarter of 2022	1 (One)
1st April, 2022 to 30th June, 2022	2nd Quarter of 2022	1 (One)
<b>Total</b>		<b>4 (Four)</b>

### 3.26 Leases (IFRS-16)

The company recognizes the right-of-use assets (RoU) at the commencement date of the lease (i.e. the date the underlying asset is available for use). RoU assets are measured at cost less any accumulated depreciation and impairment of losses and adjusted cost incurred, and lease payment made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight line basis over the lease term, or remaining period of the lease term. The company assessed all lease contracts live in 2019 and recognized as RoU of assets of all leases, except short term and low value of assets as per the company own policy set as per IAS- 16 and IFRS-16. As leases under IFRS 16 has been first time adopted by the company.

#### Lease Liability

At the commencement of the lease, the company recognizes lease liabilities measured at the present value of lease payments (initial payment), and amount is expected to be paid under residual value of guarantees. The lease payments also include the exercise price of purchase option reasonably certain to be exercised by the company and payment of penalties for terminating the lease. to be made over the lease term. The lease payments include fixed and variable lease payment (less any adjustment for terminating the lease term).

### 4.00 Number of Employees

There were 575 Employees at the period ended for 31st December, 2022 whose salary exceeds Tk. 8,000.00 per month.

Particulars	No. of Employees
Chief Executive Officer	1
Additional Managing Director	5
Deputy Managing Director	5
Assistant Managing Director	10
Chief Financial Officer	1
Senior Executive Vice President	5
Senior Vice President	59
Deputy Vice President	39
Assistant Vice President	67
Senior Manager	22
Manager	64
Other Employees	297
<b>Total</b>	<b>575</b>

### 5.00 General

These notes form an integral part of the financial statements and accordingly are to be read in conjunction therewith. Figures shown in the accounts have been rounded off to the nearest taka.

## 6.00 SHARE CAPITAL

## Authorized Share Capital

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

## Issued, Subscribed and Paid Up Capital

44,250,000 Ordinary Shares of Tk. 10/- each fully paid up in cash

As detailed below :

AMOUNT (TK.)	
31.12.2022	31.12.2021
1,000,000,000	1,000,000,000
442,500,000	442,500,000

Particulars	2022		2021	
	%	Taka	%	Taka
<b>Group-A Sponsors &amp; Directors:</b>				
2,66,08,820 Ordinary Shares of Tk. 10 each fully Paid in cash	60.13	266,088,200	60.13	266,088,200
<b>Group-B Others:</b>				
1,76,41,180 Ordinary Shares of Tk. 10 each fully Paid in cash	39.87	176,411,800	39.87	179,000,000
1) Institute:	5.90	26,127,000	17.50	77,451,660
2) Foreign:	-	-	0.09	378,650
3) General Public:	33.96	150,284,800	22.28	98,581,490
<b>Total</b>	<b>100.00</b>	<b>442,500,000</b>	<b>100.00</b>	<b>442,500,000</b>

## Classification of Shareholder's by Holding

The distribution schedule as of 31st December, 2022 showing the number of shareholders and their shareholding in percentages is disclosed below as requirement of the "Listing Regulation" of Dhaka Stock Exchange Ltd. (DSE) and Chittagong Stock Exchange Ltd. (CSE):

Class Interval	Number of Shareholders		Total Holding%	
	2022	2021	2022	2021
1-100	1,166	425	0.12	0.030
101-500	2,283	563	1.60	0.520
501-1000	968	109	1.85	0.21
1001-10000	1,635	250	12.86	2.06
10001-20000	148	37	4.86	1.23
20001-50000	104	38	7.63	2.80
50001-100000	24	23	3.75	3.74
100001-1000000	27	41	33.80	45.96
1000001-5000000	5	9	33.52	43.45
<b>Total</b>	<b>6,360</b>	<b>1,495</b>	<b>100</b>	<b>100</b>

## 7.00 Reserve or Contingency Account

This is made up as follows:

Reserve for Exceptional Losses (7.01)

Retained Earnings (7.02)

	610,461,802	524,462,125
	465,167,631	400,593,092
	145,294,171	123,869,033
	610,461,802	524,462,125
	465,167,631	400,593,092
	400,593,092	341,929,950
	64,574,539	58,663,142
	465,167,631	400,593,092

## 7.01 Reserve for Exceptional Losses

This is made up as follows:

Opening Balance

Add: During the year

Total

	400,593,092	341,929,950
	64,574,539	58,663,142
	465,167,631	400,593,092
	148,313,189	114,689,020
	348,088,446	292,777,064
	9,675,934	12,325,648
	100,312,260	116,992,113
	39,355,562	49,847,573
	645,745,391	586,631,418

This represents profit set-aside up to the year under review as expenses to meet exceptional losses. This reserve has been created as per requirement of paragraph 6(2) of 4th Schedule of the Income Tax Ordinance, 1984.

The company has made the reserve for exceptional losses amounting to Tk.645,745,391 against net premium income earned during the year as detailed below:

Fire Insurance

Marine Cargo Insurance Business

Marine Hull Insurance Business

Motor Insurance

Miscellaneous Insurance Business

Total

	148,313,189	114,689,020
	348,088,446	292,777,064
	9,675,934	12,325,648
	100,312,260	116,992,113
	39,355,562	49,847,573
	645,745,391	586,631,418



		AMOUNT (TK.)	
		31.12.2022	31.12.2021
<b>11.00</b>	<b>Amount due to Other Persons or Bodies Carrying on Insurance Business</b>	<b>236,267,547</b>	<b>306,954,285</b>
This represents balance of account with various Private/Public Sector Insurance Companies in respect of co-insurance/re-insurance transactions and amount payable to co-insurer/re-insurer. The break up of the above amount is noted below:			
<b>A. Co-Insurance Premium Payable:</b>			
	Phoenix Insurance Co. Ltd.	16,022	16,022
	Provati Insurance Co. Ltd.	84,735	84,735
	Eastern Insurance Co. Ltd.	97,649	97,649
	Bangladesh General Insurance Co.	47,040	47,040
	Mercantile Insurance Co. Ltd.	24,555	24,555
	Global Insurance Co. Ltd.	101,600	101,600
	Janata Insurance Co. Ltd.	16,926	16,926
	<b>Sub Total</b>	<b>388,527</b>	<b>388,527</b>
<b>B. Re-Insurance Creditors (SBC)</b>			
	<b>Sub Total</b>	<b>235,879,020</b>	<b>306,565,758</b>
	<b>Total (A+B)</b>	<b>236,267,547</b>	<b>306,954,285</b>
<b>12.00</b>	<b>Deffered Tax Liabilities</b>	<b>8,830,923</b>	<b>8,770,532</b>
a) Deferrd Tax Liabilities are arrived at as follows :			
	Book value of Depreciable Fixed Assets	60,902,433	49,235,457
	Less: Tax Base Value	58,374,548	48,113,537
	<b>Taxable Temporary Difference</b>	<b>2,527,886</b>	<b>1,121,920</b>
	Applicable Tax Rate	37.50%	37.50%
	<b>Deferred Tax ( Assets ) / Liabilites</b>	<b>947,957</b>	<b>420,720</b>
b) Unrealized Gain			
	Unrealized Gain	-	6,164,889
	Applicable Tax	10%	10%
	<b>Deferred Tax ( Assets ) / Liabilites</b>	<b>-</b>	<b>616,489</b>
c) <b>Deferred Tax Calculation on investment on Property:</b>			
	Book value of Depreciable Fixed Assets	268,649,675	236,659,542
	Less: Tax Base Value	247,628,433	216,037,348
	<b>Taxable Temporary Difference</b>	<b>21,021,242</b>	<b>20,622,194</b>
	Applicable Tax Rate	37.50%	37.50%
	<b>Deferred Tax ( Assets ) / Liabilites</b>	<b>7,882,966</b>	<b>7,733,323</b>
	<b>Deferred Tax (Assets)/ Liabilites</b>	<b>8,830,923</b>	<b>8,770,532</b>
d) <b>Deferred Tax Expenses/ (Income)</b>			
	Opening Deferred Tax Liabilites	8,770,532	7,253,382
	Closing Deferred Tax Liabilites	8,830,923	8,770,532
	<b>Deferred Tax Income/(Expenses)</b>	<b>(60,391)</b>	<b>(1,517,150)</b>
<b>13.00</b>	<b>Lease Liability</b>		
	Opening Balance	14,577,058	20,898,479
	Add: Addition During the year	12,941,179	-
	Add: Finance Cost	1,626,206	1,238,249
	Less: Payment	14,233,528	7,559,670
	<b>Closing amount as at december 31, 2022</b>	<b>14,910,914</b>	<b>14,577,058</b>
<b>14.00</b>	<b>Estimated Liabilities in Respect of Outstanding Claims whether Due or Intimated</b>	<b>213,141,196</b>	<b>129,629,600</b>

The break up of the above amount is noted below:

CLASSES OF BUSINESS	PRIVATE SECTOR	PUBLIC SECTOR	TOTAL 31.12.2022	TOTAL 31.12.2021
Fire	120,088,333	-	120,088,333	66,152,553
Marine Cargo	33,823,949	-	33,823,949	37,511,346
Marine Hull	49,149,446	-	49,149,446	10,149,446
Motor	9,715,880	-	9,715,880	15,191,620
Miscellaneous	363,588	-	363,588	624,635
<b>Total</b>	<b>213,141,196</b>	<b>-</b>	<b>213,141,196</b>	<b>129,629,600</b>

## PROPERTY &amp; ASSETS

AMOUNT (TK.)	
31.12.2022	31.12.2021
126,970,618	75,000,000

## 15.00 Investments at Cost

The above amount represents the value of 10 (Ten) years Bangladesh Govt. Treasury Bond at cost kept with National Credit & Commerce Bank Ltd. according to the provision of Section 23 (B) of Insurance Act, 2010 (The 1st Schedule item 2 (B) as detailed below:

Particulars	Amount (Tk.) 31.12.2022	Amount (Tk.) 31.12.2021
1 No. 10 (Ten) years Bangladesh Govt. Treasury Bond at Face Value of Tk. 90,00,000 each vide instrument ID BD0932691100 Date 19-01-2022	9,237,155	9,000,000
1 No. 10 (Ten) years Bangladesh Govt. Treasury Bond at Face Value of Tk. 1,60,00,000 each vide instrument ID BD0923341103 Date 13-03-2013 BP ID BDNICCNCC BP Tk. 1,60,00,000	16,000,000	16,000,000
1 No. 10 (Ten) years Bangladesh Govt. Treasury Bond at Face Value of Tk. 5,00,00,000 each vide instrument ID ISIN NO BD0927101107 Date 18-10-2017 Tk. 5,08,57,056	50,857,056	50,000,000
1 No. 10 (Ten) years Bangladesh Govt. Treasury Bond at Face Value of Tk. 5,00,00,000 each vide instrument ID ISIN NO BD0927101107 Date 18-10-2017 Tk. 5,08,76,407	50,876,407	-
<b>Total</b>	<b>126,970,618</b>	<b>75,000,000</b>

It is noted that the above investment to be renewed after the expiration of the above mentioned 10 (Ten) years period.

## 16.00 Investment in Shares

127,553,259	78,344,735
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The market price of investment in shares as per requirement of IAS-39 has been shown as under:

Name of the Company	31.12.2022				Market Value 31.12.2022
	No. of Shares	Value at Cost Per Share	Acquisition cost	Market value Per Share	
<b>A. Listed Securities at cost:</b>					
Islamic Fic	16460	28.24	464,830	19.70	324,262
Sumit Power	10000	44.85	448,500	34.00	340,000
DGIC	3000	10.00	30,000	32.50	97,500
Achiasf	100	10.00	1,000	25.20	2,520
Esquirent	41780	45.00	1,880,100	34.50	1,441,410
BracBank	200000	41.89	8,378,000	38.50	7,700,000
GIB	1317367	10.00	13,173,670	9.00	11,856,303
GPHISPAT	126600	50.45	6,386,970	44.80	5,671,680
ICICL	8798	10.00	87,980	28.10	247,224
Crystlins	10878	10.00	108,780	40.30	438,383
MECHNAINS	4002	10.00	40,020	42.80	171,286
MJL BD	131000	113.23	14,833,130	86.70	11,357,700
One Bank Ltd.	150439	13.66	2,054,997	10.20	1,534,478
Runner Auto	7566	71.43	540,439	48.40	366,194
BATBC	2422	585.44	1,417,936	518.70	1,256,291
POWERGRID	115000	56.89	6,542,350	52.40	6,026,000
UNIONINS	2000	10.00	20,000	37.30	74,600
ROBI	135604	10.00	1,356,040	30.00	4,068,120
SBACBank	56847	9.62	546,868	10.60	602,578
SPCL	39384	97.49	3,839,546	65.50	2,579,652
Uttara Bank Ltd.	815576	20.19	16,466,479	23.30	19,002,921
<b>IPO Share:</b>					-
Balance with Stock Broker	0	0	-		30,394,157
<b>Sub Total</b>	<b>3194823</b>	<b>1258.38</b>	<b>78,617,636</b>	<b>1232.50</b>	<b>105,553,259</b>
<b>B.Unlisted Securities at cost:</b>					
Energyprima Ltd.	200000	110	22,000,000		22,000,000
<b>Sub Total</b>	<b>200000</b>	<b>110</b>	<b>22,000,000</b>		<b>22,000,000</b>
<b>Total ( A+B )</b>	<b>3394823</b>	<b>1368.38</b>	<b>100,617,636</b>		<b>127,553,259</b>

## 17.00 Interest Accrued but no Due (On FDR &amp; Bangladesh Govt. Treasury Bond)

This is made up as follows:

Interest on FDR 17.01  
Interest on BGTB 17.02

**Total**

36,025,956	31,134,817
35,176,317	30,048,149
849,640	1,086,668
<b>36,025,956</b>	<b>31,134,817</b>

		AMOUNT (TK.)	
		31.12.2022	31.12.2021
<b>17.01 Interest on FDR</b>		<b>35,176,317</b>	<b>30,048,149</b>
This is made up as follows:			
Interest Income		76,186,960	69,897,701
Add: Interest Accrued Last year		30,048,149	24,166,898
		106,235,109	94,064,599
Less: Collection Interest during the year		71,058,793	64,016,450
Interest Accrued during the year		35,176,317	30,048,149
		<b>849,640</b>	<b>1,086,668</b>
<b>17.02 Interest on BGTB</b>			
This is made up as follows:			
Interest Income		9,594,296	3,061,098
Add: Interest Accrued Last year		1,086,668	983,070
		10,680,964	4,044,168
Less: Collection Interest during the year		9,831,324	2,957,500
Interest Accrued during the year		849,640	1,086,668
<b>18.00 Right of Use of Asset</b>			
<b>Cost (A)</b>			
Opening Balance		20,015,962	-
Addition during the year		9,999,756	20,015,962
Closing Balance		<b>30,015,718</b>	<b>20,015,962</b>
<b>Depreciation (B)</b>			
Opening Balance		6,621,077	-
Depreciation Charge during the year		11,043,734	6,621,077
Closing Balance		<b>17,664,811</b>	<b>6,621,077</b>
<b>Written down value as at December 31, 2022 (A-B)</b>		<b>12,350,908</b>	<b>13,394,886</b>
<b>(Details are shown in Annexure -E)</b>			
<b>19.00 Amount Due from Other Persons or Bodies Carrying on Insurance Business</b>		<b>1,200,851</b>	<b>1,200,851</b>
The above amount represents the total receivable from various persons or bodies carrying on insurance business as co-insurance as on 31st December, 2022. The details of which are given below:			
<b>Name of the Person or Bodies</b>			
Green Delta Insurance Co. Ltd.		211,917	211,917
Rupali Insurance Co. Ltd.		20,151	20,151
Central Insurance Co. Ltd.		807,750	807,750
Prime Insurance Co. Ltd.		19,927	19,927
Northern General Insurance Co. Ltd.		141,106	141,106
<b>Grand Total</b>		<b>1,200,851</b>	<b>1,200,851</b>
<b>20.00 Sundry Debtors (Including Advances Deposits &amp; Pre-payments)</b>		<b>166,548,732</b>	<b>226,004,881</b>

The break up of the above is as under:

Particulars	Period	Amount (Tk.)	
		31.12.2022	31.12.2021
Deposit Clearing	0-1 Month	7,621,912	5,676,282
Rental Income Receivable	1-3 Month	592,000	148,000
Advance Paid for Land Purchase	1-3 Month	20,000,000	-
Security Deposits Against Telephone	12 Month above	58,000	58,000
Advance against Office Rent	12 Month above	6,363,776	8,496,448
Advance against Salary	12 Month above	609,375	50,945
Advance Income Tax (Company)	12 Month above	129,417,267	209,688,804
Income Tax Paid Against Protest	12 Month above	1,886,402	1,886,402
<b>Total</b>		<b>166,548,732</b>	<b>226,004,881</b>

The company has decided to purchase 18.975 decimal lands in Mouza "Bhatara" under the Sub Registry Office Badda of Batarata thana of Dhaka district. The total value is Tk.115,000,000 (eleven crores fifty lakhs). In this regard, the company paid as advance to Foni Bhushan Das and Noni Bhushan Das Tk. 1 crore each. The land has been registered in the company's name on 02-03-2023 paying the balance amount to the seller of this land as per biana deed dated 24-10-2022.

		AMOUNT (TK)	
		31.12.2022	31.12.2021
<b>21.00 Cash and Bank Balances</b>		<b>1,525,665,952</b>	<b>1,292,945,148</b>
The above amount is made up as follows:			
Fixed Deposit Receipts -Annexure-A		1,388,311,854	1,173,895,442
Cash at Bank (Short Term Deposit Account)- Annexure-B		133,885,510	116,560,121
Cash in Hand -Annexure-C		3,066,688	2,404,425
Stamps in Hand		401,899	85,159
<b>Total</b>		<b>1,525,665,952</b>	<b>1,292,945,148</b>
<b>Fixed Deposit Receipts (FDR) :</b>			
FDR issued by different Bank in favour of the Company.			
<b>Short Term Deposit Account &amp; Cash in Hand:</b>			
a) STD Balances are in agreement with Bank balance of respective account, where necessary reconciliation was done.			
b) Cash Balances have been certified by the local management.			
<b>22.00 Fixed Assets Less Depreciation (Annexure - D)</b>		<b>60,902,434</b>	<b>49,235,456</b>
This is arrived at as under:			
Cost as on 1st January, 2022		120,787,489	104,632,270
Add: Addition during the year		27,503,192	16,455,219
Less: Sales during the year		6,010,000	300,000
		<b>142,280,681</b>	<b>120,787,489</b>
Less: Depreciation:			
Depreciation as on 1st January, 2022		71,552,032	66,192,967
Depreciation charged during the year		15,463,635	5,623,786
Accumulation depreciation		5,637,420	264,721
		<b>81,378,247</b>	<b>71,552,033</b>
<b>Balance as on 31st December, 2022</b>		<b>60,902,434</b>	<b>49,235,456</b>
<b>23.00 Investment in Property Less Depreciation (Annexure-D)</b>		<b>268,649,675</b>	<b>236,659,542</b>
This is arrived at as under:			
Opening amount as on January 01, 2022		268,058,950	264,758,950
Add: Addition during the year		34,451,400	3,300,000
Less: Sales during the year		-	-
		<b>302,510,350</b>	<b>268,058,950</b>
Less: Depreciation:			
Dep. as on January 01,2022		31,399,408	28,808,601
Depreciation charged during the year		2,461,267	2,590,807
Accumulation depreciation adjusted		-	-
Accumulation depreciation		<b>33,860,675</b>	<b>31,399,408</b>
<b>Balance as on December 31, 2022</b>		<b>268,649,675</b>	<b>236,659,542</b>
<b>24.00 Stock of Stationery</b>		<b>518,070</b>	<b>495,372</b>
This is made up as follows:			
Balance as on 01.01.2022		495,372	528,618
Add : Purchase during the year		4,570,933	2,962,866
		<b>5,066,305</b>	<b>3,491,484</b>
Less : Consumed during the year		4,548,235	2,996,112
Balance as on 31.12.2022		<b>518,070</b>	<b>495,372</b>
<b>25.00 Interest on FDR, STD and BGTB</b>		<b>87,405,603</b>	<b>74,119,612</b>
This is made up as follows:			
Interest on STD Account		1,624,347	1,160,813
Interest on FDR		76,186,960	69,897,701
Interest on BGTB		9,594,296	3,061,098
<b>Total</b>		<b>87,405,603</b>	<b>74,119,612</b>

**26.00 Allocation of Management Expenses (Applicable to Fund)**

**268,596,963      229,683,884**

This is made up as follows:

NAME OF BUSINESS	APPORTIONED EXPENSES	DIRECT CHARGE	AMOUNT (TK.) 31.12.2022	AMOUNT (TK.) 31.12.2021
Fire	102,029,121	-	102,029,121	81,144,967
Marine Cargo	90,084,599	-	90,084,599	72,833,777
Marine Hull	2,732,254	-	2,732,254	3,811,197
Motor	30,578,026	-	30,578,026	34,907,455
Miscellaneous	43,172,962	-	43,172,962	36,986,488
<b>Total</b>	<b>268,596,963</b>	<b>-</b>	<b>268,596,963</b>	<b>229,683,884</b>

**27.00 Agency Commission**

**135,810,508      47,167,820**

Class wise Agency Commission are as follows:

CLASS OF BUSINESS	DIRECT	GOVT.	AMOUNT (TK.) 31.12.2022	AMOUNT (TK.) 31.12.2021
Fire	49,750,934	-	49,750,934	15,862,132
Marine Cargo	54,410,441	-	54,410,441	21,034,927
Marine Hull	1,445,489	-	1,445,489	676,295
Motor	15,177,585	-	15,177,585	6,944,435
Miscellaneous	15,026,059	-	15,026,059	2,650,031
<b>Total</b>	<b>135,810,508</b>	<b>-</b>	<b>135,810,508</b>	<b>47,167,820</b>

**28.00 Gross Premium Income**

**1,001,551,629      870,268,073**

Class wise Private & Govt. Gross Premium Income are as follows:

CLASS OF BUSINESS	DIRECT	GOVT.	AMOUNT (TK.) 31.12.2022	AMOUNT (TK.) 31.12.2021
Fire	331,672,895	14,557,192	346,230,087	279,539,506
Marine Cargo	362,736,270	23,546,624	386,282,894	325,999,591
Marine Hull	9,636,595	2,345,331	11,981,926	17,058,687
Motor	101,183,900	2,580,913	103,764,813	120,254,071
Miscellaneous	100,173,728	53,118,181	153,291,909	127,416,218
<b>Total</b>	<b>905,403,388</b>	<b>96,148,241</b>	<b>1,001,551,629</b>	<b>870,268,073</b>

**29.00 Net Premium Income**

						AMOUNT (TK.)	
						31.12.2022	
Premium Income	Fire	Marine	Marine ( H )	Motor	Miscellaneous	Amount (Tk.)	
PSB	14,557,192	23,546,624	2,345,331	2,580,913	53,118,181	96,148,241	
Private Business: Less Refund	331,672,895	362,736,270	9,636,595	101,183,900	100,173,728	905,403,388	
	346,230,087	386,282,894	11,981,926	103,764,813	153,291,909	1,001,551,629	
R/I Premium Accepted	-	-	-	-	-	-	
	346,230,087	386,282,894	11,981,926	103,764,813	153,291,909	1,001,551,629	
R/I Premium Ceded	197,916,898	38,194,448	2,305,992	3,452,553	113,936,347	355,806,238	
Premium Less Reinsurance	<b>148,313,189</b>	<b>348,088,446</b>	<b>9,675,934</b>	<b>100,312,260</b>	<b>39,355,562</b>	<b>645,745,391</b>	

						AMOUNT (TK.)	
						31.12.2021	
Premium Income	Fire	Marine	Marine ( H )	Motor	Miscellaneous	Amount (Tk.)	
PSB	13,666,213	21,206,676	1,357,440	3,059,436	58,138,648	97,428,413	
Private Business: Less Refund	265,873,293	304,792,915	15,701,247	117,194,635	69,277,570	772,839,660	
	279,539,506	325,999,591	17,058,687	120,254,071	127,416,218	870,268,073	
R/I Premium Accepted	-	-	-	-	-	-	
	279,539,506	325,999,591	17,058,687	120,254,071	127,416,218	870,268,073	
R/I Premium Ceded	164,850,486	33,222,527	4,733,039	3,261,958	77,568,645	283,636,655	
Premium Less Reinsurance	<b>114,689,020</b>	<b>292,777,064</b>	<b>12,325,648</b>	<b>116,992,113</b>	<b>49,847,573</b>	<b>586,631,418</b>	

	AMOUNT (TK.)	
	31.12.2022	31.12.2021
<b>30.00 Calculation of Provision for Income Tax</b>	<b>48,911,630</b>	<b>47,581,037</b>
This is made up as follows:		
Profit before Tax	225,753,090	192,126,223
Less: Reserve for Exceptional Losses	64,574,539	58,663,142
Less: Dividend Income	3,103,688	2,116,002
Less: BGTB	9,594,296	
Less: Gain on Sales of Fixed Assets	1,903,429	64,721
Less: Realizes Gain	27,057,322	
Less: Unrealizes Gain	-	6,164,889
	<b>106,233,274</b>	<b>67,008,754</b>
<b>Taxable business income</b>	<b>119,519,817</b>	<b>125,117,469</b>
Tax on Profit	44,819,931	46,919,051
Tax on Dividend Income	620,738	423,200
Tax on BGTB	479,715	
Tax on Gain on Sales of Fixed	285,514	9,708
Tax on Realized Gain	2,705,732	229,078
<b>Provision for Income Tax</b>	<b>48,911,630</b>	<b>47,581,037</b>
<b>31.00 Earnings per Share (EPS) as per IAS 33</b>		
Profit After Tax	176,781,069	143,028,036
Number of shares	44,250,000	44,250,000
<b>Earnings per share (EPS)</b>	<b>4.00</b>	<b>3.23</b>
Earning Per Share (EPS) has been increased during the year due to increase in premium income, interest income and gain on sale of shares.		
<b>Computation of Earnings Attributable to Ordinary Shareholders:</b>		
<b>Net Profit before Tax</b>	<b>225,753,090</b>	<b>192,126,223</b>
Add: Deferred Tax Income/Expenses	(60,391)	(1,517,150)
Less: Provision for Income Tax	48,911,630	47,581,037
<b>Profit After Tax</b>	<b>176,781,069</b>	<b>143,028,036</b>
<b>32.00 Notes on Cash Flow from Operating Activities</b>	<b>456,796,555</b>	<b>427,876,075</b>
<b>32.01 Collection from Premium and Other Income:</b>	<b>720,088,918</b>	<b>629,480,903</b>
Interest, Profit, Dividend, Premium, Commission etc.	744,751,467	650,724,164
Opening Interest, profit, dividend	31,134,817	25,149,968
Sundry Debtors (Opening)	14,429,675	12,566,149
Right of use of Asset (Opening)	13,394,886	
Closing Interest, Profit, Dividend	(36,025,956)	(31,134,817)
Sundry Debtors (Closing)	(35,245,063)	(14,429,675)
Right of use of Asset (Closing)	(12,350,908)	(13,394,886)
	<b>720,088,918</b>	<b>629,480,903</b>
<b>32.02 Payment for Management Expenses, Re-Insurance &amp; Claims</b>	<b>(284,154,551)</b>	<b>(239,736,747)</b>
Management Expenses	(576,862,071)	(435,652,686)
Premium Deposits (Opening)	(62,855,655)	(59,014,086)
Amount due to Other Persons or Bodies Carrying on Insurance Business(Opening)	(306,954,285)	(105,334,751)
Outstanding Claim Liability (Opening)	(129,629,600)	(126,966,965)
Sundry Creditors (Opening)	(33,727,564)	(25,436,009)
Lease Liability (Opening)	(14,577,058)	-
Premium Deposits (Closing)	88,164,503	62,855,655
Amount due to Other Persons or Bodies Carrying on Insurance Business(Closing)	236,267,547	271,844,627
Outstanding Claim Liability (Closing)	213,141,196	129,629,600
Sundry Creditors (Closing)	287,967,521	33,727,564
Lease Liability (Closing)	14,910,914	14,577,058
Printing & Stationery Purchase	-	33,246
	<b>(284,154,551)</b>	<b>(239,736,747)</b>

		AMOUNT (TK.)	
		31.12.2022	31.12.2021
32.03	Income Tax Paid	(47,342,809)	(25,347,774)
32.04	Payment to Worker's Profit Participation Fund	(9,606,311)	(7,578,821)
32.05	Interest Received on STD/SND	77,811,308	71,058,514
33.00	Intrinsic Value or Net Assets Value	23.80	21.85
This is made up as follows:			
<b>A. ASSETS:</b>			
	Investment at cost	126,970,618	75,000,000
	Investment in Shares	127,553,259	78,344,735
	Interest Accrued but not due	36,025,956	31,134,817
	Amount due from other persons or bodies carrying on Insurance Business	1,200,851	1,200,851
	Sundry Debtors (Including Advances, Deposits & Prepayments)	166,548,732	226,004,881
	Cash and Bank Balances (including stock of stamp)	1,525,665,952	1,292,945,148
	Fixed Assets and Stock of Stationary	330,070,178	286,390,370
	Right of Use of Asset	12,350,908	13,394,886
	<b>Sub Total</b>	<b>2,326,386,454</b>	<b>2,004,415,688</b>
<b>B. LESS LIABILITIES:</b>			
	Balance of Funds and Accounts	264,103,717	242,047,956
	Estimated Liabilities in respect of outstanding claims whether due or intimated	213,141,196	129,629,600
	Amount due to other persons or bodies carrying on Insurance Business	236,267,547	306,954,285
	Sundry Creditors (Including provision for expenses, Taxes)	448,005,850	272,618,478
	Premium Deposit Account	88,164,503	62,855,655
	Deferred Tax Liability	8,830,923	8,770,532
	Lease Liability	14,910,914	14,577,058
	<b>Sub Total</b>	<b>1,273,424,651</b>	<b>1,037,453,563</b>
	<b>Total Net Assets (A-B)</b>	<b>1,052,961,803</b>	<b>966,962,124</b>
	<b>Net Asset Value per Share (NAVPS)</b>		
	Total Net Assets	1,052,961,803	966,962,124
	No. of Ordinary Shares	44,250,000	44,250,000
	<b>NAVPS</b>	<b>23.80</b>	<b>21.85</b>
Increase in NAVPS has been arised due to Increase in Fixed Assets, Cash & Cash Equivalents.			
34.00	<b>Net Operating Cash Flows Per Share (NOCFPS)</b>		
	Net Cash provided by operating activities	456,796,555	427,876,075
	Divided by no. of Ordinary Shares outstanding during the year	44,250,000	44,250,000
		<b>10.32</b>	<b>9.67</b>

Increase in NOCFPS has been arised due to increase in collection from premium income and increase in interest received on FDR, BGTB, STD and SND.

	AMOUNT (TK.)	
	31.12.2022	31.12.2021
<b>34.01 Reconciliation of Cash Flows from Operating Activities under Indirect Method</b>	<b>456,796,555</b>	<b>427,876,075</b>
Net Profit / (Loss) before Interest and Income Tax during the year (PBT)	225,753,090	192,126,223
Adjustments to reconcile Net Income to Net Cash provided by Operating Activities:		
Depreciation	28,968,636	14,835,670
Dividend Income	(3,103,688)	(2,116,002)
Profit on Sales of Fixed Assets	(6,010,000)	(300,000)
Interest received on BGTB	(9,594,296)	(3,061,098)
	10,260,652	9,358,570
Changes in Operating Assets	-	-
Increase/(Decrease) the Balance of Fund	22,055,761	82,142,026
Increase/(Decrease) in Accrued Interest	(4,891,139)	(5,984,849)
Increase/(Decrease) in Advance, Deposits and Pre-payments	(20,815,388)	(1,863,526)
Increase/(Decrease) the Premium Deposit	25,308,848	3,841,569
Increase/(Decrease) the Right of use of Asset	1,043,978	(13,394,886)
Increase/(Decrease) of Amount due from Other Persons or Bodies	(92,684,548)	170,144,736
Increase/(Decrease) of Sundry Creditor	254,239,957	8,291,555
Increase/(Decrease) of Lease Liability	333,857	14,577,058
Increase/(Decrease) of Outstanding Claims	83,511,596	2,662,635
Investment Fluctuation Reserve	-	(8,710,509)
Tax Paid during the year	(47,342,809)	(25,347,774)
Increase/(Decrease) Stock of Stationery	22,698	33,246
	220,782,813	226,391,282
<b>Net Cash Generated from Operating Activities</b>	<b>456,796,555</b>	<b>427,876,075</b>

	AMOUNT (TK.)			
	31.12.2022			
<b>35.00 Financial Instruments and Related Disclosure Under IFRS 9 "Financial Instruments".</b>				
Setout below is a year-ended balance of carrying amounts (book value) of all financial assets and liabilities (Financial				
Particulars	Interest Bearing		Non Interest Bearing	Total
	Maturity within one year	Maturity after one year		
<b>Financial Assets</b>				
Bangladesh Govt. Treasury Bond	101,970,618	25,000,000	-	126,970,618
Investment in FDR	1,388,311,854	-	-	1,388,311,854
Interest accrued but not due	36,025,956	-	-	36,025,956
Sundry Debtors	-	-	166,548,732	166,548,732
Investment in Share	-	-	127,553,259	127,553,259
Stamp in Hand	-	-	401,899	401,899
Cash at Bank	133,885,510	-	-	133,885,510
Cash in Hand	-	-	3,066,688	3,066,688
<b>Total</b>	<b>1,660,193,939</b>	<b>25,000,000</b>	<b>297,570,578</b>	<b>1,982,764,517</b>
<b>Financial Liabilities</b>				
Outstanding Claims	-	-	213,141,196	213,141,196
Amount due to other person or bodies carrying on Insurance Business	-	-	236,267,547	236,267,547
Sundry Creditors	-	-	448,005,850	448,005,850
Deferred Tax Liability	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>897,414,593</b>	<b>897,414,593</b>
<b>Net Financial Assets / Liabilities</b>	<b>1,660,193,939</b>	<b>25,000,000</b>	<b>(599,844,015)</b>	<b>1,085,349,923</b>

### 36.00 Related Party Transactions-Disclosure Under IAS 24 "Related Party Disclosure"

- a) Transaction with Key Management Personnel  
i) Loan to Directors

During the year, no loan was given to the Directors of the Company

## ii. Key Management Compensation;

The break of the Key Management Compensation is given below:

Name	Designation	Particulars	Total Meeting Held	Meeting Attended	Taka
Mr. Mostafa kamal	Chairman	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mrs. Beauty Akter	Vice Chairman	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mr. Abdur Rouf	Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mrs. Tahmina Binte Mostafa	Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mrs. Tanjima Binte Mostafa	Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mr. Tanveer Ahmed Mostafa	Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mr. Taif Bin Yousuf	Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mr. Yousuf Ali	Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Ms. Tasnim Binte Mostafa	Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mr. Wasikur Rahman	Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Professor Dr. Mijanur Rahman	Independent Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Md. Alamgir Hossain Khan, FCMA	Independent Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Monjur Md. Shaiful Azam, FCMA	Independent Director	Salary and Allowance & other compensation paid during the year	5	4	32,000
Md. Hasan Rajib Prodhan	Independent Director	Salary and Allowance & other compensation paid during the year	5	3	24,000
Mrs. Hasina Begum	Public Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mrs. Farida Akhter	Public Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mr. Md. Nasir Uddin	Public Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Balayet Hossain Bhuiyan	Public Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
Mr. Md. Abdul Baten	Public Director	Salary and Allowance & other compensation paid during the year	5	5	40,000
<b>Total</b>					<b>736,000</b>

(a) No compensation was allowed by the company to the Managing Director & CEO other than stated above;

(b) The Board Meeting attendance fees @ Tk. 8,000 per Director per meeting; and the total Board Meeting attendance fee incurred during the year under review was Tk. 736,000.

(c) No amount of money was spent by the company for compensating any member of the board for special services rendered.

## b) Other Related Parties

During the year, the Company carried out the transactions with related parties in the normal course of business and on an arm's length basis. The name of related parties, relationship, types of transaction and their total value have been set out in accordance with the provisions of IAS 24 "Related Party Disclosures". Transaction with related parties are executed on the same terms as those of other customers of similar credentials and do not involve more than a normal risk.

Sl. No.	Name of Party	Relationship	Nature of Transaction	Transaction Amount (Tk.)
1	Unique Cement Industries Ltd.	Common Directors	Insurance Premium	4,078,867
2	Unique Power Plant Ltd.	Do	Do	49,712
3	Meghna Pulp & Paper Mills Ltd.	Do	Do	3,669,067
4	Meghna Ball Pen & Access MGP. Ltd.	Do	Do	1,962,677
5	Tanveer Food Ltd.	Do	Do	9,171,409
6	Global Ad Star Bag Industries Ltd.	Do	Do	130,911
7	United Edible Oils Ltd.	Do	Do	2,848,046
8	Unique Cement Fibre Industries Ltd	Do	Do	1,944,002
9	Unique Hatchery & Feeds Ltd	Do	Do	27,645
10	Tasnim Chemical Complex Ltd.	Do	Do	7,209,968
11	Tasnim Condensed Milk Ltd.	Do	Do	3,897,616
12	Meghna Ship Builders & Docyard Ltd.	Do	Do	1,179,900
13	Sonargaon Flour & Dal Mills Ltd.	Do	Do	8,405,204
14	Sonargaon Salt Industries Ltd.	Do	Do	540,000
15	Meghna Beverage Ltd.	Do	Do	1,240,596
16	Tanveer Paper Mills Ltd.	Do	Do	2,384,543
17	Meghna Tea Company Ltd.	Do	Do	255,482
18	Meghna Seeds Crushing Mills Ltd	Do	Do	56,432
19	Meghna Ceramic Industries Ltd.	Do	Do	5,857,318
20	Meghna Bulk Bag Industries Ltd.	Do	Do	233,864
21	Meghna Noodles & Biscuit Factory Ltd.	Do	Do	182,848
22	Sonargaon Seeds Crushing Mills Ltd	Do	Do	4,100,000
23	Meghna PVC Ltd.	Do	Do	4,853,964
24	Sonargaon Steel Fabricate Ltd.	Do	Do	2,757,927
25	Tasnim Chemical Complex Unit-2 Ltd	Do	Do	151,835
26	Meghna Sugar Refinery Ltd.	Do	Do	1,904,563
27	Meghna Edible Oil Refinery Ltd.	Do	Do	4,798,911

### 37.00 Payment to Statutory and Special Audit Fees

Statutory Audit	350,750	350,750
Special Audit	-	345,000
	<b>350,750</b>	<b>695,750</b>

### 38.00 Key Management Benefits

The aggregate amount paid (except director's fees for attending board meetings) during the year to directors and Executive of the Company is disclosed below as required by the Securities and Exchange Rules, 1987.

Benefits	2022		2021	
	Directors	Executive	Directors	Executive
Salary	Nil	9,050,210	Nil	7,771,875
Festival Bonus	Nil	710,542	Nil	715,980
Incentive Bonus	Nil	581,260	Nil	661,300
Provident Fund	Nil	541,665	Nil	305,453
Conveyance Allowance & Transport	Nil	282,145	Nil	273,600
<b>Total</b>		<b>11,165,822</b>		<b>9,728,208</b>

### 39.00 Capital Expenditure Commitment

There was no commitment for capital expenditure and also not incurred or provided for the year ended 31st December, 2022.

### 40.00 Contingent Assets

There was no contingent assets as on 31st December, 2022.

### 41.00 Remittance of dividend

As there were no non-resident shareholders, no dividend was remitted to or received from abroad.

#### 42.00 Credit Facility not Availed

There was no credit facility available to the Company under any contract and also not availed as on 31st December, 2022 other than trade credit available in the ordinary course of business.

#### 43.00 Subsequent events-Disclosures under IAS 10 "Events after Reporting Period"

The directors in the meeting held on 17.04.2023 recommended 20% cash dividend for the Shareholders excluding sponsor Shareholders whose name will be appeared in the Shareholders' registers at the date of book closure which is subject to Shareholders' approval at the forthcoming annual general meeting to be held on 21.06.2023

"Except the fact stated above, no circumstances have arisen since the balance sheet date which would require adjustments or disclosure in the financial statements or notes thereto.

#### 44.00 Attendance status of Board Meeting of Directors

During the year there was 5 Board Meetings were held. The attendance status of all the meetings is as follows:

Name of the Directors	Position	Duration Period	Meeting Held	Attended
Mr. Mostafa kamal	Chairman	01.01.2022-31.12.2022	5	5
Mrs. Beauty Akter	Vice Chairman	01.01.2022-31.12.2022	5	5
Mr. Abdur Rouf	Director	01.01.2022-31.12.2022	5	5
Mrs. Tahmina Binte Mostafa	Director	01.01.2022-31.12.2022	5	5
Mrs. Tanjima Binte Mostafa	Director	01.01.2022-31.12.2022	5	5
Mr. Tanveer Ahmed Mostafa	Director	01.01.2022-31.12.2022	5	5
Mr. Taif Bin Yousuf	Director	01.01.2022-31.12.2022	5	5
Mr. Yousuf Ali	Director	01.01.2022-31.12.2022	5	5
Ms. Tasnim Binte Mostafa	Director	01.01.2022-31.12.2022	5	5
Mr. Wasikur Rahman	Director	01.01.2022-31.12.2022	5	5
Professor Dr. Mijanur Rahman	Independent Director	01.01.2022-31.12.2022	5	5
Md. Alamgir Hossain Khan,	Independent Director	01.01.2022-31.12.2022	5	5
Monjur Md. Shaiful Azam, FCMA	Independent Director	01.01.2022-31.12.2022	5	4
Md. Hasan Rajib Prodhhan	Independent Director	01.01.2022-31.12.2022	5	3
Mrs. Hasina Begum	Public Director	01.01.2022-31.12.2022	5	5
Mrs. Farida Akhter	Public Director	01.01.2022-31.12.2022	5	5
Mr. Md. Nasir Uddin	Public Director	01.01.2022-31.12.2022	5	5
Balayet Hossain Bhuiyan	Public Director	01.01.2022-31.12.2022	5	5
Mr. Md. Abdul Baten	Public Director	01.01.2022-31.12.2022	5	5

#### 45.00 Disclosures as per requirement of Schedule XI, Part II of the Companies Act, 1994

(Employee Position as on 31st December, 2022)

(A) Disclosure as per requirement of Schedule XI, Part II, Notes 5 of Para 3

Monthly Salary Range	Head Office	Branch	No. of Employee
Above 8000	113	462	575
Below 8000	0	0	0
<b>Total</b>	<b>113</b>	<b>462</b>	<b>575</b>

(B) Disclosure as per requirement of Schedule XI, Part II, Para 4

Name	Position	Meeting Attendance Fee	Allowance	Amount (Tk.)
Mr. Mostafa kamal	Chairman	8,000	-	40,000
Mrs. Beauty Akter	Vice Chairman	8,000	-	40,000
Mr. Abdur Rouf	Director	8,000	-	40,000
Mrs. Tahmina Binte Mostafa	Director	8,000	-	40,000
Mrs. Tanjima Binte Mostafa	Director	8,000	-	40,000
Mr. Tanveer Ahmed Mostafa	Director	8,000	-	40,000
Mr. Taif Bin Yousuf	Director	8,000	-	40,000
Mr. Yousuf Ali	Director	8,000	-	40,000
Ms. Tasnim Binte Mostafa	Director	8,000	-	40,000
Mr. Wasikur Rahman	Director	8,000	-	40,000
Professor Dr. Mijanur Rahman	Independent Director	8,000	-	40,000
Md. Alamgir Hossain Khan, FCMA	Independent Director	8,000	-	40,000
Monjur Md. Shaiful Azam, FCMA	Independent Director	8,000	-	32,000
Md. Hasan Rajib Prodhan	Independent Director	8,000	-	24,000
Mrs. Hasina Begum	Public Director	8,000	-	40,000
Mrs. Farida Akhter	Public Director	8,000	-	40,000
Mr. Md. Nasir Uddin	Public Director	8,000	-	40,000
Balayet Hossain Bhuiyan	Public Director	8,000	-	40,000
Mr. Md. Abdul Baten	Public Director	8,000	-	40,000
<b>Total</b>				<b>736,000</b>

During the year under review:

- (i) No compensation was allowed by the company to the Chief Executive Officer of the Company who is also a director;
- (ii) The rate at which Directors have drawn Board Meeting attendance fees @ Tk. 8,000 per Director per meeting.  
The total Board Meeting attendance fee incurred during the year under review was Tk. 736,000; and
- (iii) No amount of money was spent by the company for compensating any member of the board for special services rendered.

**46.00 Disclosure in line with instruction F of Part I of Schedule XI**

In regard to sundry debtors the following particulars shall be given separately:

**(I) Debt considered good in respect of which the company is fully secured**

Within six months trade debtors occurred in the ordinary course of business are considered good but no security given by the debtors.

**(II) Debt considered good for which the company holds no security other than the debtors' personal security**

Within six months trade debtors have arisen in the ordinary course of business in good faith as well as market reputation of the company for the above mentioned reasons no personal security taken from debtors.

**(III) Debt considered doubtful or bad**

The were no doubtful and bad debts.

**(IV) Debt due by directors or other officers of the Company**

There is no debt due by directors or other officers of the company.

**(V) Debt due by common management**

There is no debt under common management.

**(VI) The maximum amount due by directors or other officers of the Company**

There is no such debt in this respect.

**47.00 Schedule XI, Part II, Para 8(b) & Para 8(d) Foreign Currencies remitted during the year**

During the year under review the company did not remit any amount as dividend, technical know-how, royalty, professional consultation fees, interest and other matters either its shareholder or others.

### 48.00 Contingent Liabilities

The Company is contingently liable as on 31st December, 2022 on account of Income Tax, the details of which are given below:

Accounting Year	Assessment Year	Assessed Income (Loss)	Assessed Tax	Provision for Tax as per Audited Accounts	Advance Tax	Contingent Liabilities against Tax	Remarks
1	2	3	4	5	6	7 = (4-5)	7
2005	2006-07	24,292,895	12,414,024	419,444	1,127,699	11,994,580	Reference Case filed by the Company against imposition of Tax beyond
2006	2007-08	27,639,677	13,932,880	1,154,718	2,153,268	12,778,162	audited income and same was accepted by the Honorable High Court
2007	2008-09	12,960,023	6,099,140	2,458,024	1,637,529	3,641,116	Division but appeal before Appellate Division filed by Commissioner of
2008	2009-10	8,132,921	3,549,234	2,036,503	3,154,941	1,512,731	taxes and is still pending for decision.
2009	2010-11	25,493,529	11,789,626	7,504,226	3,414,138	4,285,400	
2010	2011-12	13,277,365	6,217,834	3,149,286	1,357,390	3,068,548	
2011	2012-13	12,640,492	5,931,609	1,232,158	4,368,056	4,699,451	
2012	2013-14	20,482,624	9,330,457	4,556,637	3,436,399	4,773,820	Reference Case filed before The Honorable High Court Division /Stay
2013	2014-15	43,068,930	20,235,915	6,882,158	7,906,211	13,353,777	order by High Court
2014	2015-16	79,134,681	36,097,640	14,325,596	7,211,962	21,772,044	
2015	2016-17	86,160,775	38,202,530	19,960,592	17,041,351	18,241,938	
<b>Sub Total</b>		<b>353,283,912</b>	<b>163,800,889</b>	<b>63,679,322</b>	<b>52,808,944</b>	<b>100,121,567</b>	
2016	2017-18	48,817,131	19,532,839	18,601,404	21,385,823	931,435	Tax Tk.1,95,32,839 fully paid as per revised assessment order
2017	2018-19	69,626,971	27,506,601	22,137,112	19,494,428	5,369,489	Tax Tk.2,75,06,601 fully paid as per revised assessment order
2018	2019-20	81,847,413	30,309,303	29,290,107	22,074,894	1,019,196	Tax Tk.3,03,09,303 fully paid as per revised assessment order
2019	2020-21	112,748,142	41,908,490	36,746,213	31,211,416	5,162,277	Tax Tk.4,19,08,490 fully paid as per revised assessment order
2020	2021-22	113,742,999	42,227,310	39,590,783	39,251,925	2,636,527	Tax Tk.4,22,27,310 fully paid as per revised assessment order
2021	2022-23	-	-	47,581,037	43,949,178	-	Assessment pending
2022	2023-24			48,911,630			Assessment pending
<b>Grand Total</b>		<b>780,066,568</b>	<b>325,285,432</b>	<b>306,537,608</b>	<b>230,176,608</b>	<b>115,240,491</b>	

The details bank wise balance of Fixed Deposit Receipts Account (FDR) as on 31st December, 2022 as per books of accounts are as under:

Sl. No.	Name of Bank	Amount (Tk.) 31.12.2022	Amount (Tk.) 31.12.2021
1	A.B. Bank Ltd.	27,273,513	25,136,523
2	Agrani Bank Ltd.	1,759,384	1,683,098
3	Al-Arafa Islami Bank Ltd.	23,598,895	14,509,310
4	Bangladesh Commerce Bank Ltd.	4,964,381	4,722,989
5	Bank Asia Ltd.	18,911,896	14,403,183
6	BASIC Bank Ltd.	4,299,002	4,100,424
7	Community Bank BD Ltd	348,175,680	329,651,531
8	Dhaka Bank Ltd.	5,860,715	4,699,049
9	Dutch Bangla Bank Ltd.	11,874,192	11,510,308
10	Eastern Bnak Ltd.	4,984,195	3,882,410
11	EXIM Bank Ltd.	25,029,352	32,876,237
12	First Security Islami Bank Ltd	18,616,970	16,621,456
13	Global Islami Bank Ltd	1,482,686	-
14	IDLC Finance Limited	1,871,344	26,791,206
15	IFIC Bank Ltd.	23,598,077	22,616,896
16	Islami Bank Bangladesh Ltd.	30,338,746	28,941,570
17	Jamuna Bank Ltd.	20,236,210	19,547,849
18	Janata Bank Ltd.	11,711,628	11,176,298
19	Lanka Bangla Finance Ltd.	11,493,334	10,877,821
20	Mercantile Bank Ltd.	18,209,820	15,045,676
21	Megna Bank Ltd.	1,946,500	2,853,402
22	Midland Bank Ltd	2,000,000	-
23	Modhumoti Bank Ltd.	446,826,513	290,903,299
24	Mutual Trust Bank Ltd.	15,845,812	14,234,245
25	National Bank Ltd.	44,650,793	42,411,917
26	NCC Bank Ltd.	15,508,666	15,004,729
27	NRB Bank Ltd	2,524,750	-
28	NRB Commercial Bank Ltd.	18,076,396	11,602,000
29	NRB Global Bank Ltd.		1,406,723
30	One Bank Ltd	13,710,823	15,219,178
31	Padma Bank Ltd.	659,998	623,522
32	Prime Bank Ltd.	6,045,105	5,886,178
33	Pubali Bank Ltd.	4,192,644	3,571,956
34	Premier Bank Ltd.	13,501,302	13,146,372
35	Rajshahi Krishi Unnayan Bank Ltd	2,524,840	500,000
36	Rupali Bank Ltd.	4,089,332	1,985,904
37	SBAC Bank Ltd.	11,873,001	15,796,799
38	Shajalal Islami Bank Ltd.	6,772,342	3,660,109
39	Social Islami Bank Ltd.	77,114,954	70,190,683
40	Southeast Bank Ltd.	13,929,829	12,488,514
41	South Bangla Agriculture Bank Ltd.	12,654,938	-
42	Standard Bank Ltd.	14,110,063	11,661,295
43	The City Bank Ltd	572,955	-
44	Uttara Bank Ltd.	1,548,975	1,500,000
45	UCBL	41,825,096	39,015,309
46	Union Bank Ltd.	1,516,205	1,439,474
		<b>1,388,311,854</b>	<b>1,173,895,442</b>

The details bank wise balance of short term deposit receipts account (STD) as on 31st December, 2022 as per books of accounts are as under:

Sl. No.	Name of Bank	Amount (Tk.) 31.12.2022	Amount (Tk.) 31.12.2021
1	Dhaka Bank Ltd.	4,549,742	1,556,810
2	Dutch Bangla Bank, Ltd.	2,327,185	3,339,657
3	Eastern Bank Ltd.	627,329	617,218
4	Modhumoti Bank Ltd	6,982,673	911,715
5	Mutual Trust Bank Ltd.	84,557,382	57,444,820
6	NCC Bank Ltd.	543,964	15,053,509
7	Prime Bank Ltd	12,695,617	6,703,193
8	Sonali Bank Ltd	3,649,479	695,309
9	United Commercial Bank Ltd.	17,952,140	30,237,890
		<b>133,885,510</b>	<b>116,560,121</b>

The details Branch Wise Cash In Hand as on 31st December, 2022 are as under:

Sl. No.	Branch Name	Amount (Tk.) 31.12.2022	Amount (Tk.) 31.12.2021
1	Agrabad Branch	46	39
2	B.B.Avenue Branch	160,986	150,000
3	Bangshal Branch	100,000	103,897
4	Bagerhat Branch	232,731	131,207
5	Dilkusha Branch	1,148	748
6	DIT Branch	285,280	327,250
7	Gulshan Branch	4,527	86
8	Head office	144,365	167,795
9	Jamalpur Branch	20	20
10	Jatrabari Branch	24	24
11	Jessore Branch	100,091	13,552
12	Jubliroad Branch	100,079	890
13	Kawrun Bazar Branch	48,606	26,174
14	Khatungonj Branch	50	13,470
15	Khulna Branch	1,515	1,515
16	Local Office	19,326	23,203
17	Motijheel Branch	105,874	45,874
18	Paltan Branch	200,374	207,460
19	Rangpur Branch	30,030	30,030
20	Sheikh Mujib Road	156	1,061
21	Uttara Branch	1,879	1,355
22	V.I.P.Road Branch	300,000	300,012
23	Principal Branch	133,408	41,881
24	Kushtia Branch	150,000	150,000
25	Baridhara Branch	20,080	1,922
26	Kadamtali Branch	296	208
27	Moulovi Bazar Branch	4,618	58
28	Pabna Branch	49,522	3
29	Mirpur Branch	44	473
30	Narayangonj Branch	6	71
31	Laldighi Branch	3,076	4,968
32	Fakirapool Branch	327	298
33	Dilkusha Corporate Branch	176	62
34	Mymensingh Branch	200,050	39,546
35	Gulshan Circle-2 Branch	-	59,571
36	Faridpur Branch	150,006	50,851
37	Hatkhula Branch	49,041	
38	Ramna Branch	203,544	
39	New Market Branch	200,003	
40	Shantinagor Branch	50,018	
41	Tejgaon Branch	15,015	8,500
	<b>Total</b>	<b>3,066,337</b>	<b>1,904,074</b>
42	Insurance Stamp	351	351
43	DD Transit	-	500,000
	<b>Total</b>	<b>351</b>	<b>500,351</b>
	<b>Gross Total</b>	<b>3,066,688</b>	<b>2,404,425</b>

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**SCHEDULE OF FIXED ASSETS**  
**AS AT DECEMBER 31, 2022**

PARTICULARS	COST			RATE	DEPRECIATION			WRITTEN DOWN VALUE AS ON 31.12.2022	
	Balance as on 01.01.2022	Addition during the year	Sales/ Adjustment during the year		Total as on 31.12.2022	Balance as on 01.01.2022	Charged During the year		Adjustment during the year
Office Equipment	20,632,854	2,146,164	-	22,779,018	20%	1,733,857	-	15,275,737	7,503,281
Books & Periodicals	84,000	-	-	84,000	20%	10,553	-	41,786	42,214
Car / Motor Vehicles	65,424,348	23,692,900	6,010,000	83,107,248	25%	11,425,355	5,637,420	38,763,268	44,343,980
Office Decoration	25,379,502	1,204,872	-	26,584,374	30%	1,799,840	-	22,117,548	4,466,826
Furniture & Fixtures	8,284,485	459,256	-	8,743,741	10%	483,988	-	4,254,506	4,489,235
Telephone Installation	982,300	-	-	982,300	15%	10,041	-	925,402	56,898
<b>Total</b>	<b>120,787,489</b>	<b>27,503,192</b>	<b>6,010,000</b>	<b>142,280,681</b>		<b>15,463,635</b>	<b>5,637,420</b>	<b>81,378,247</b>	<b>60,902,433</b>

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**SCHEDULE OF INVESTMENT IN PROPERTY**  
**AS AT DECEMBER 31, 2022**

PARTICULARS	COST			RATE	DEPRECIATION			WRITTEN DOWN VALUE AS ON 31.12.2022	
	Balance as on 01.01.2022	Addition during the year	Sales/ Adjustment during the year		Total as on 31.12.2022	Balance as on 01.01.2022	Charged During the year		Adjustment during the year
Land	187,434,200	34,451,400	-	221,885,600	-	-	-	-	221,885,600
Building	80,624,750	-	-	80,624,750	5%	2,461,267	-	33,860,675	46,764,075
<b>Total</b>	<b>268,058,950</b>	<b>34,451,400</b>	<b>-</b>	<b>302,510,350</b>		<b>2,461,267</b>	<b>-</b>	<b>33,860,675</b>	<b>268,649,675</b>

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**

**Schedule of fixed assets**

As at December 31, 2021

Annexure-D

Sl. No.	PARTICULARS	COST			RATE	DEPRECIATION			WRITTEN DOWN VALUE AS ON 31.12.2021
		Balance as on 01.01.2021	Addition during the year	Sales/ Adjustment during the year		Total as on 31.12.2021	Charged During the year	Adjustment during the year	
1	Office Equipment	18,174,898	2,457,956	-	20%	1,403,643	-	13,541,880	7,090,974
2	Books & Periodicals	84,000	-	-	20%	13,192	-	31,233	52,767
3	Car / Motor Vehicles	54,454,968	10,969,380	-	25%	2,125,148	-	32,975,333	32,449,015
4	Office Decoration	23,428,871	2,250,631	300,000	30%	1,612,819	264,721	20,317,708	5,061,794
5	Furniture & Fixtures	7,507,233	777,252	-	10%	457,171	-	3,770,517	4,513,968
6	Telephone Installation	982,300	-	-	15%	11,813	-	915,361	66,939
	<b>Total</b>	<b>104,632,270</b>	<b>16,455,219</b>	<b>300,000</b>		<b>5,623,786</b>	<b>264,721</b>	<b>71,552,032</b>	<b>49,235,457</b>

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**

**Schedule of Investment in Property**

As at December 31, 2021

Sl. No.	PARTICULARS	COST			RATE	DEPRECIATION			WRITTEN DOWN VALUE AS ON 31.12.2021
		Balance as on 01.01.2021	Addition during the year	Sales/ Adjustment during the year		Total as on 31.12.2021	Charged During the year	Adjustment during the year	
1	Land	184,134,200	3,300,000	-	-	-	-	-	187,434,200
2	Building	80,624,750	-	-	5%	2,590,807	-	31,399,408	49,225,342
	<b>Total</b>	<b>264,758,950</b>	<b>3,300,000</b>	<b>-</b>		<b>2,590,807</b>	<b>-</b>	<b>31,399,408</b>	<b>236,659,542</b>

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**SCHEDULE OF RIGHT OF USE OF ASSET**  
**AS AT DECEMBER 31, 2022**

Annexure-E

PARTICULARS	COST			DEPRECIATION			WRITTEN DOWN VALUE AS ON 31.12.2022		
	Balance as on 01.01.2022	Addition during the year	Sales/ Adjustment during the year	Total as on 31.12.2022	Balance as on 01.01.2022	Charged During the year		Adjustment during the year	Total as on 31.12.2022
Right of Use of Asset	20,015,962	9,999,756	-	30,015,718	6,621,077	11,043,734	-	17,664,811	12,350,907
<b>Total</b>	<b>20,015,962</b>	<b>9,999,756</b>	<b>-</b>	<b>30,015,718</b>	<b>6,621,077</b>	<b>11,043,734</b>	<b>-</b>	<b>17,664,811</b>	<b>12,350,907</b>

**BANGLADESH NATIONAL INSURANCE COMPANY LIMITED**  
**SCHEDULE OF RIGHT OF USE OF ASSET**  
**AS AT DECEMBER 31, 2021**

PARTICULARS	COST			DEPRECIATION			WRITTEN DOWN VALUE AS ON 31.12.2021		
	Balance as on 01.01.2021	Addition during the year	Sales/ Adjustment during the year	Total as on 31.12.2021	Balance as on 01.01.2021	Charged During the year		Adjustment during the year	Total as on 31.12.2021
Right of Use of Asset	-	20,015,962	-	20,015,962	-	6,621,077	-	6,621,077	13,394,886
<b>Total</b>	<b>-</b>	<b>20,015,962</b>	<b>-</b>	<b>20,015,962</b>	<b>-</b>	<b>6,621,077</b>	<b>-</b>	<b>6,621,077</b>	<b>13,394,886</b>



