

ANNUAL REPORT 2023

PROGRESS TO SECURE



DESH GENERAL INSURANCE COMPANY LIMITED

ANNUAL REPORT 2023

Progress To Secure



DESH GENERAL INSURANCE COMPANY LIMITED

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FINANCIAL HIGHLIGHTS

GROSS PREMIUM
INCOME

433.39

UNDERWRITING
PROFIT

86.94

TOTAL
ASSETS

973.35

PROFIT AFTER
TAX

41.53

SHARE HOLDERS
EQUITY

475.80

EARNINGS PER
SHARE

1.04

CREDIT RATING: AA+
STABLE

(Tk. in Million)

Particulars/Year	2023	2022	2021	2020	2019
Gross Premium Income	433.39	429.05	344.23	304.20	308.19
Net Premium Income	259.30	293.34	193.27	200.17	167.95
Underwriting Profit	86.94	77.78	83.45	77.06	65.93
Investment Income	25.47	16.78	22.96	18.40	18.37
Profit after Tax	41.53	41.47	46.56	36.22	32.58
Deposit Premium	5.51	3.12	2.92	3.87	2.73
Total Reserves	103.79	117.83	77.85	80.80	72.87
Total Assets	973.35	990.18	894.88	705.75	693.74
Total Liabilities	497.54	535.91	442.09	419.53	414.94
Share Holders Equity	475.80	454.26	452.79	286.22	278.80
Earnings Per Share (EPS)	1.04	1.04	1.24	1.51	1.36
Fixed Assets	102.96	111.53	117.55	126.70	131.84

GENERAL OUTLOOK

A

A.1

LETTER OF TRANSMITTAL

A.4

PROPOSED RESOLUTIONS

A.2

SHAREHOLDING PATTERN

A.5

CREDIT RATING REPORT

A.3

NOTICE OF THE 23RD ANNUAL
GENERAL MEETING

A.6

FORWARD LOOKING STATEMENT



LETTER OF TRANSMITTAL

A.1

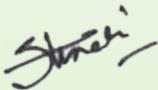
All Shareholders,
Insurance Development and Regulatory Authority (IDRA)
Bangladesh Securities and Exchange Commission (BSEC)
Registrar of Joint Stock Companies & Firms (RJSC)
Dhaka Stock Exchange PLC (DSE)
Chittagong Stock Exchange PLC (CSE)
Central Depository Bangladesh Limited (CDBL) and
All Other Stakeholders.

Subject: Submission of Annual report for the year ended December 31, 2023.

Dear Sir(s)

We are pleased to enclose a copy of the Annual Report of Desh General Insurance Company Limited (DGIC) together with the Audited Financial Statements including the Balance sheet, Revenue Account cash flow Statement, and notes to the accounts for the year ended December 31, 2023 for your information and record.

Sincerely Yours,



Md. Shakhawat Hossain
Company Secretary

August 21, 2024

SHAREHOLDING PATTERN

A.2

The pattern of shareholding as on December 31, 2023 with category and name wise details

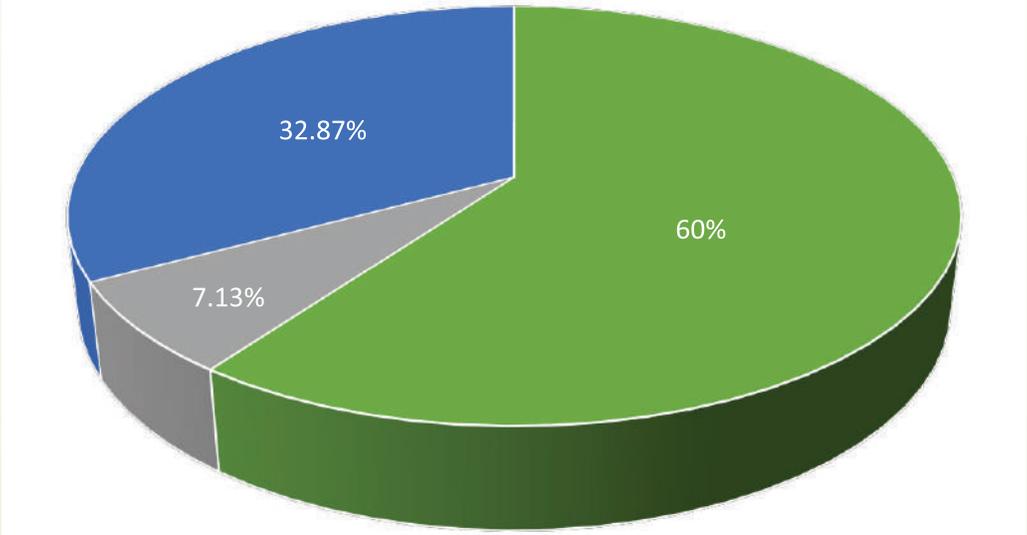
A) Parent/Subsidiary/ Associate Company and other related : Nil

B) Shareholding by Directors, Sponsors and Public Shareholders :

SL	Name	Category	No. of Share	Percentage
1	Mr. Md. Jashim Uddin	Sponsor Director	1,649,629	4.12
2	Mr. Mohammed Akbor Hossain	Sponsor Director	1,281,845	3.20
3	Ms. Rokeya Quader	Sponsor Director	1,495,510	3.74
4	Mr. Aminur Rahman	Sponsor Director	806,215	2.02
5	Mr. Murad Mohammed Taj	Sponsor Director	1,227,330	3.07
6	Engr. A.K.M. Ahsanul Haque	Sponsor Director	1,121,185	2.80
7	Engr. Tarikul Alam Rahimi	Sponsor Director	1,576,665	3.94
8	Mr. Nihar Kumar Roy	Public Shareholder Director	1,068,180	2.67
9	Ms. Priti Kana Bose	Sponsor Director	809,831	2.02
10	Ms. Nauzat Begum	Sponsor Director	800,000	2.00
11	Mr. Tahrin Aman	Sponsor Director	800,000	2.00
12	Mr. Sakif Nazran Bhuiyan	Sponsor	1,495,510	3.74
13	Mr. Amir Hossain Amu	Public Shareholder Director	2,506,933	6.27
14	Mr. Moshfeque Mamun Rizvi	Sponsor	250,451	0.63
15	Ms. Shamima Yeasmin	Sponsor	999,955	2.50
16	Ms. Rehana Jalil	Sponsor	351,758	0.88
17	Al-Haj Mosharref Hossain	Sponsor	1,487,432	3.72
18	Mr. Morshed Alam	Sponsor	2,350,371	5.88
19	Mr. M. Monsurul Islam	Sponsor	599,831	1.50
20	Mr. Md. Saifuddin Khaled	Sponsor	626,214	1.57
21	Mr. M. Amanullah	Sponsor	695,155	1.73
		Public Shareholder	14180096	35.21
		Institution	1819904	4.79
		Total	40000000	100

Shareholding Percentage

■ Sponsor/Promoters and Directors ■ Govt. ■ Institution ■ Foreign ■ Public



NOTICE OF THE 24TH ANNUAL GENERAL MEETING THROUGH HYBRID SYSTEM (PHYSICAL & DIGITAL PLATFORM)

A.3

Notice is hereby given that the 24th Annual General Meeting of Desh General Insurance Company Limited will be held by Hybrid System (both Physical and digital platform) logging in the following link: <https://agmbd.live/DGIC2024> or attend in the venue at Sena Convention Hall "Sena Gourov", SKS Tower (9th Floor), Mohakhali Rail gate, Dhaka at 11:00 A.M. on Sunday, September 15, 2024 to transact the following businesses:

Agenda

1. To receive & adopt the Directors' Report and Audited Financial Statements of the Company for the year ended December 31, 2023 together with the Auditor's Report thereon;
2. To declare Dividend for the year 2023;
3. To elect / re-elect Directors;
4. To approve the appointment of Independent Directors;
5. To approve the appointment of Statutory Auditor for the year 2024 and fix their remuneration;
6. To approve the appointment / re-appointment of Compliance Auditor of BSEC for the year 2024 and fix their remuneration;
7. To approve the appointment / re-appointment of Compliance Auditor of IDRA for the year 2024 and fix their remuneration;
8. Miscellaneous, if any;

By Order of the Board of Directors

Md. Shakhawat Hossain
Company Secretary

Dated: August 21, 2024
Dhaka

Notes:

1. July 15, 2024 was scheduled as Record Date. Shareholder's whose name were appeared on the Register of Members on the Record Date i.e. will be eligible to participate in the 24th Annual General Meeting and receive dividend.
2. AGM will be Hybrid System both physical & virtual meeting of the Shareholder's, which will be conducted via live webcast using digital platform and physical venue at Sena Convention Hall "Sena Gourov", SKS Tower (9th Floor), Mohakhali Rail gate, Dhaka. The detailed procedures to attend the meeting will be communicated to the shareholder's e-mail ID and SMS in due course and it will also be available on the Company's website at www.deshinsurancebd.com
3. For login to the system, the Shareholder's need to put their 16-digit BO ID number and other credentials as proof of their identity by visiting the link <https://agmbd.live/DGIC2024> The Shareholder's will be able to submit their question/comments and e-voting electronically 24 hours before commencement of the AGM and during the AGM. 
4. The Shareholder's are encouraged to login to the system prior to the meeting at 11:00 a.m. on September 15, 2024. The webcast will start 11:00 a.m. Shareholder's may contact Mobile No. 01710852834 for any IT related guidance in accessing the virtual meeting and Mobile No. 01515623818 for share related issue.
5. Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/208/ Admin/ 81 dated 20th June 2018, the soft copy of Annual Report 2023 will be sent to the e-mail addresses of the Shareholder's available in their BO accounts maintained with the Depository. The Annual Report 2023 will be also available in the Company's website at www.deshinsurancebd.com
6. A Shareholder eligible to attend the Annual General Meeting may appoint a proxy to attend and vote on his/her behalf. No person shall act as proxy unless he/she is entitled to be present and vote in his/her own right. "The Proxy Form", duly filled, signed and stamped at BDT 20 must be sent through e-mail to Desh General Insurance Company Limited Share Office at cs@deshinsurancebd.com no later than 72 hours before commencement of the AGM.

N.B.: As per Bangladesh Securities and Exchange Commission (BSEC) Notification # SEC/CMRRCD/2009-193/154 dated October 24, 2013 "No benefit in Cash or kind other than in the form of Cash Dividend or Stock Dividend, shall be paid to the holders of the equity security".

PROPOSED RESOLUTIONS

AGENDA: 01

To receive & adopt the Directors' Report and Audited Financial Statements of the Company for the year ended December 31, 2023 together with the Auditor's Report thereon;

কোম্পানির ৩১ ডিসেম্বর ২০২৩ইং তারিখে সমাপ্ত বছরের পরিচালকমন্ডলীর প্রতিবেদন, নিরীক্ষিত আর্থিক বিবরণীসমূহ এবং নিরীক্ষকের প্রতিবেদন গ্রহণ ও অনুমোদন;

Proposed Resolution

Resolved that,
The Directors' Report and the Audited Financial Statements of the Company for the year ended December 31, 2023 together with the Auditor's Report thereon were received, considered and adopted.

প্রস্তাবিত সিদ্ধান্ত

সিদ্ধান্ত হয় যে,
কোম্পানির ৩১ ডিসেম্বর ২০২৩ তারিখে সমাপ্ত বছরের পরিচালকমন্ডলীর প্রতিবেদন, নিরীক্ষিত আর্থিক বিবরণীসমূহ এবং নিরীক্ষকের প্রতিবেদন গ্রহণ, বিবেচনা ও অনুমোদন করা হলো।

AGENDA: 02

To declare Dividend for the year 2023;

২০২৩ সালের জন্য লভ্যাংশ ঘোষণা;

Proposed Resolution

Resolved that
As recommended by the Board of Directors of the Company, Cash Dividend at the rate of 5% (five percent) i.e. Taka 0.50/- (fifty Paisa) for each share of Tk. 10/- (Taka Ten) each was declared for only public shareholders except Sponsor and Directors for the year 2023.

প্রস্তাবিত সিদ্ধান্ত

সিদ্ধান্ত হয় যে,
কোম্পানির পরিচালনা পর্ষদের সুপারিশ মোতাবেক ২০২৩ সালের জন্য শুধুমাত্র পাবলিক শেয়ারহোল্ডারের জন্য (উদ্দেশ্য ও পরিচালক ব্যতিত) ৫% (পাঁচ শতাংশ) হারে অর্থাৎ প্রতিটি টাঃ ১০/- (দশ টাকা) মূল্যের শেয়ারের জন্য টাঃ ০.৫০/- (শুণ্য দশমিক পাঁচ টাকা) হারে নগদ লভ্যাংশ ঘোষণা করা হলো।

AGENDA: 03

To elect / re-elect Directors;

পরিচালকপদের নির্বাচন/পুনঃ নির্বাচন;

Proposed Resolution - 1

Resolved that
In accordance with the provision of Article No. 114 & 115 of the Articles of Association of the Company, Mr. Murad Mohammed Taj, Mr. Tahir Aman and Engr. A. K. M. Ahsanul Haque retired from the office of Directors and being eligible for re-election, was re-elected as Directors from Group-A Shareholders.

প্রস্তাবিত সিদ্ধান্ত - ১

সিদ্ধান্ত হয় যে,
কোম্পানীর আর্টিকেল অব এসোসিয়েশন এর আর্টিকেল ১১৪ এবং ১১৫ এর বিধান মোতাবেক জনাব মুরাদ মোহাম্মদ তাজ, জনাব তাহির আমান এবং জনাব ইঞ্জিঃ এ কে এম আহসানুল হক পরিচালক পদ থেকে অবসর গ্রহণ করেন এবং পুনর্নির্বাচিত হওয়ার যোগ্য বিধায়, গ্রুপ-এ শেয়ার হোল্ডারগণের মধ্য হতে পরিচালক হিসেবে পুনর্নির্বাচিত হলেন।

Proposed Resolution - 2

Resolved that
In accordance with the provision of Articles 114 & 115 of the Articles of Association of the Company, Mr. Nihar Kumar Roy retired from the office of Director and, being eligible for re-election, was re-elected as Director from Group-B Shareholders.

প্রস্তাবিত সিদ্ধান্ত - ২

সিদ্ধান্ত হয় যে,
কোম্পানীর আর্টিকেল অব এসোসিয়েশন এর আর্টিকেল ১১৪ ও ১১৫ এর বিধান মোতাবেক জনাব নিহার কুমার রায় পরিচালক পদ হতে অবসর গ্রহণ করেন এবং পুনর্নির্বাচিত হওয়ার যোগ্য বিধায়, গ্রুপ-বি শেয়ার হোল্ডারগণের মধ্য হতে পরিচালক হিসেবে পুনর্নির্বাচিত হলেন।

AGENDA: 04

To approve the appointment of Independent Directors;

স্বতন্ত্র পরিচালকবৃন্দের নিয়োগ অনুমোদন;

Proposed Resolution

Resolved that
Mr. Syed Javed Iqbal, Mr. Md. Shamim Ahmed and Mr. Md. Waliuzzaman FCA appointed as an Independent Directors of the Company for the next three year term i.e. Mr. Syed Javed Iqbal from 18/10/2023 to 17/10/2026, Mr. Md. Shamim Ahmed from 12/12/2023 to 11/12/2026 and Mr. Md. Waliuzzaman FCA (Applied, subject to the approval of BSEC) from 29/05/2024 to 28/05/2027.

প্রস্তাবিত সিদ্ধান্ত

সিদ্ধান্ত হয় যে,
পরবর্তী ০৩ (তিন) বছরের মেয়াদে জনাব সৈয়দ জাবেদ ইকবাল অক্টোবর ১৮, ২০২৩ হতে অক্টোবর ১৭, ২০২৬ পর্যন্ত, জনাব মোঃ শামিম আহম্মদ ডিসেম্বর ১২, ২০২৩ হতে ডিসেম্বর ১১, ২০২৬ পর্যন্ত এবং জনাব মোঃ ওয়ালিউজ্জামান এফসিএ (আবেদন করা হয়েছে, বিএসইসি-র অনুমোদন সাপেক্ষে) মে ২৯, ২০২৪ইং হতে মে ২৮, ২০২৭ইং পর্যন্ত কোম্পানীর স্বতন্ত্র পরিচালক নিয়োগ হলেন।

AGENDA: 05

To approve the appointment of Statutory Auditor for the year 2024 and fix their remuneration;

২০২৪ সালের জন্য স্ট্যাটুটরি অডিটর নিয়োগ অনুমোদন ও তাদের পারিশ্রমিক নির্ধারণ;

Proposed Resolution

Resolved that
MABS & J Partners, Chartered Accountants, of SMC Tower (Level 5 & 7) Road 17, 33 Banani, C/A, Dhaka-1213 was appointed as the Statutory Auditor for the year ended 2024 and to continue until conclusion of the next AGM. The remuneration has been fixed of Tk. 3,00,000/- (Taka Three lac) only.

প্রস্তাবিত সিদ্ধান্ত

সিদ্ধান্ত হয় যে,
মেসার্স ম্যাবস এন্ড জে পার্টনার্স, চার্টার্ড অ্যাকাউন্ট্যান্টস, এসএমসি টাওয়ার (লেভেল ৫ ও ৭), রোড ১৭, ৩৩ বনানী বা/এ, ঢাকা-১২১৩ কে কোম্পানীর স্ট্যাটুটরি অডিটর হিসাবে ৩১ ডিসেম্বর ২০২৪ সালের জন্য ও পরবর্তী বার্ষিক সাধারণ সভা সমাপ্ত পর্যন্ত সময়ের জন্য কোম্পানীর নিরীক্ষক পদে নিয়োগ প্রদান করা হলো। ২০২৪ সালের জন্য পারিশ্রমিক ৩,০০,০০০/- (তিন লক্ষ) টাকা নির্ধারণ করা হলো।

AGENDA: 06

To approve the appointment/re-appointment of Compliance Auditor of BSEC for the year 2024 and fix their remuneration;

২০২৪ সালের জন্য বিএসইসি কমপ্লায়েন্স অডিটর নিয়োগ/পুনঃনিয়োগ অনুমোদন ও তাদের পারিশ্রমিক নির্ধারণ;

Proposed Resolution

Resolved that
M/s Uttam & Associates, Chartered Secretaries & Consultant was appointed as the Compliance Auditor of BSEC of the Company for the year ended 2024 and to continue until conclusion of the next AGM at a remuneration of Tk. 25,000/- (Taka twenty five thousand) only.

প্রস্তাবিত সিদ্ধান্ত

সিদ্ধান্ত হয় যে,
মেসার্স উত্তম এন্ড এসোসিয়েটস (চার্টার্ড সেক্রেটারিজ এন্ড কনসালটেন্ট) কে ২০২৪ সালের জন্য ও পরবর্তী বার্ষিক সাধারণ সভা সমাপ্ত পর্যন্ত সময়ের জন্য বিএসইসি কমপ্লায়েন্স অডিটর হিসেবে ২৫,০০০/- টাকা (পঁচিশ হাজার) পারিশ্রমিকে নিয়োগ করা হলো।

AGENDA: 07

To approve the appointment/re-appointment of Compliance Auditor of IDRA for the year 2024 and fix their remuneration;

২০২৪ সালের জন্য আইডিআরএ কমপ্লায়েন্স অডিটর নিয়োগ/পুনঃনিয়োগ অনুমোদন ও তাদের পারিশ্রমিক নির্ধারণ;

Proposed Resolution

Resolved that
M/s Uttam & Associates, Chartered Secretaries & Consultant was appointed as the Compliance Auditor of IDRA of the Company for the year ended 2024 and to continue until conclusion of the next AGM at a remuneration of Tk. 20,000/- (Taka twenty thousand) only.

প্রস্তাবিত সিদ্ধান্ত

সিদ্ধান্ত হয় যে,
মেসার্স উত্তম এন্ড এসোসিয়েটস (চার্টার্ড সেক্রেটারিজ এন্ড কনসালটেন্ট) কে ২০২৪ সালের জন্য ও পরবর্তী বার্ষিক সাধারণ সভা সমাপ্ত পর্যন্ত সময়ের জন্য আইডিআরএ কমপ্লায়েন্স অডিটর হিসেবে ২০,০০০/- টাকা (বিশ হাজার) পারিশ্রমিকে নিয়োগ করা হলো।

CREDIT RATING REPORT

A.5

Alpha Credit Rating Ltd has reaffirmed the rating of Desh General Insurance Company to **AA+** (pronounces as double A plus) for the year 2023 based on the audited financial statements for the year ended December 31, 2023 and other relevant qualitative and quantitative information up to the date of rating and will be valid till June 20, 2025. This rating reflects the good financial and underwriting performance, sound liquidity, good fixed asset investment, experienced Board members and Management team of the Company.

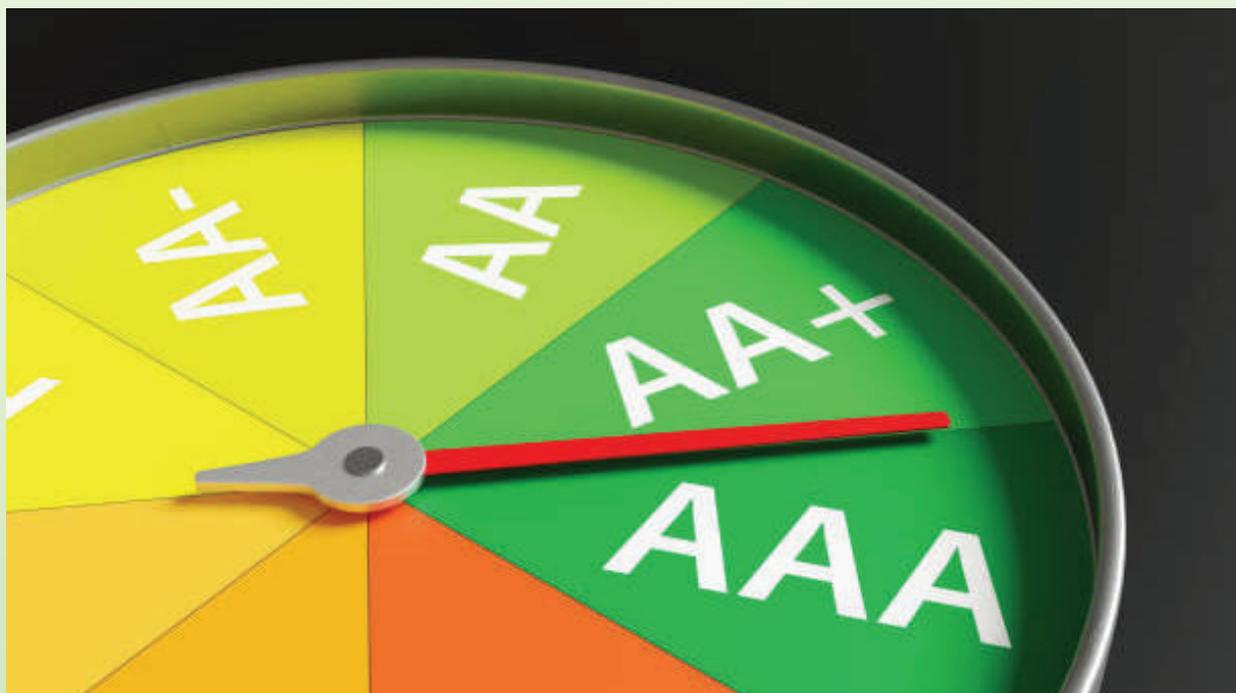
The report also stated that Desh General Insurance Company has a stable outlook from the industrial point of view for overall industry growth and policy and regulations implicated by regulatory authority as per laws of the land.

It should be mentioned that Desh General Insurance Company Ltd was also rated **AA+** for its

- Strong financial performance, adequate solvency margin and liquidity, increased total asset base, increased total investment income and claim settlement within 30 days.
- Adequate paid up capital along with strong capital structure, experienced management team and long track record of the promoters in the insurance industry. This continuation of upgrading rating proves that Desh General Insurance Company Ltd operates its financial activities in a very transparent and professional manner.

The said long term rating defines very strong capacity for timely payment of financial obligations offering high safety. The Short Term Rating defines the strong capacity for timely payment of financial commitments and carries lower credit risk. It may please be noted in this connection that the Company has been credit rated since 2015. The summary of the credit rating is as under:

RATING				
RATING ACTION	LONG TERM	SHORT TERM	OUTLOOK	VALIDITY
13 TH SURVEILLANCE	AA+	ST-1	STABLE	20 June 2025



FORWARD LOOKING STATEMENT

A.6

Bangladesh is now the second largest economy in South Asia. Bangladesh begins her graduation process to a developing economy fulfilling three major criteria of the United Nations (UN) for qualification (i) gross national income per capita, (ii) human asset index and (iii) economic vulnerability index. Embolden with the achieved attributes, Bangladesh has aspired to be a middle income country and are on the track to achieve it. According to the World Economic League Table, published annually by the Centre for Economics and Business Research (CEBR) in London, Bangladesh has also been ranked 41st among 193 countries, up from the 43rd position since in 2021. The report continued to expect that the country climbed 19 places in the World Economic League Table to become the world's 24th largest economy by 2033.

Bangladesh is famous for her innovation in micro-credit and other remarkable attainments in social services and very recently Bangladesh has captured global attention for financial inclusion (FI) that portrays an inclusive business model. It is a sustainable business that benefits all communities under its cover. All of the financial institutions including the government services deliveries are already embracing to tap the potentiality of the opportunities opened by financial inclusions with micro insurance products for small entrepreneurs and health insurance.

As per the report of Global Index database supported by Bill & Melinda Gates Foundation after judging 144 economics found that around 50 percent of Bangladeshi, age 15 or above, have an account either through a financial institution or mobile money provider. It presupposes half of Bangladeshi do not have any formal access to finance and it is many times lesser in case of formal banking. According to Bangladesh Bank there are more than 16.5 million active mobile financial services (MFS) accounts. The a2i project at the Prime Minister's office is working with the Bill & Melinda Gates Foundation on the consultative group to assist the poorest (CGAP) is working to develop a digital financial services (DFS) and by using their tools savings, loans and insurance to rural Bangladesh will get a new impetus in the coming year like weather based agro insurances, agro insurance and micro-insurance services. In the financial era agent banking and other host of financial services and retail products have already made a strong footprint. The institutions are going to embrace it as a holistic approach.

In case of inclusiveness, particularly for insurance business Leaving No-one behind (LNB) is an important phenomenon. It is a tagline used in case of sustainable development goals (SDGs) and we are for speeding up the insurance services under the cover of financial inclusions that in turn will enhance empowerment of people's financial services for those who are at the receiving ends. The Union Development Centers (UDCs) services will be a tool in this case and the Private Commercial Banks (PCBs) are trying to render services to netting the

root level people by using this tool. We are also striving to reach to the root level through micro insurances like health, agro and SME catered products for the larger clients and customers.

Since its inception, Desh General Insurance Company Ltd. (DGIC) is always looking forward to establishing its vision and mission. Therefore, forward looking statements and information is considered as one of the most important factors of an annual report. This is a strategic statement to focus on the company's future activities on the basis of current activities of the management of the company obviously in line with policies and decisions taken by its board of directors.

DGIC is always highly optimistic about its business growth. DGIC is moving fast to accelerate its growth and its turnover as well. It has qualified professional resources, ethical business practices, innovative and diverse product designs, good IT structure, protection of risk by the overseas re-insurers, quality service provided to its valued clients and business partners and excellent services for claims settlement. In all these areas, DGIC has made itself different from other insurance companies. In order to continue its success, DGIC has been focusing on improvising its standards gradually.

Various factors, many of which are beyond the control of Desh General Insurance Company Limited, affect the company's operations, performance, business strategy and results, and the actual results, performance or

achievements of the company may differ materially from future results. Some factors that may affect the business environment including the following are added but not limited to:

- Changes in economic and market conditions of Bangladesh which may directly or indirectly impact the company's insurance business progress.
- Development and stability of financial markets including interest rate, exchange rate etc.
- Gffia Regulatory circulars from IDRA and policies from the government of Bangladesh.
- Changes of global economy which may impact on foreign re-insurance treaty with the reinsurer.
- Increase in areas of corporate tax which may impact on insurance services. Changes in legal and regulatory framework of insurance business in Bangladesh. Changes in the political environment of the country.
- Changes caused due to natural calamities like flood, cyclone etc. Implementation and up-gradation of the latest information technology. Innovation and launching of new insurance products in the market.
- Reducing the operational cost and degree of competitions in the business areas in which we operate.
- Any unforeseen changes in the treaty with the reinsurers. Risks and uncertainties in connection with: disposing of business activities, certain strategic reorientation measures, including reorganization measures.
- The risk that new products or services will not be accepted by new clients or business partners.
- Any changes in business strategy.



PREAMBLE TO **DESH GENERAL INSURANCE COMPANY LTD. (DGIC)**

B.

B.1 OUR VISION, MISSION & GOAL

B.2 OUR CORE VALUES

B.3 OUR BUSINESS MODEL

B.4 PROFILE OF THE COMPANY

B.5 PRODUCTS & SERVICES

B.6 PRODUCT DIVERSIFICATION & INNOVATION

B.7 ORGANIZATIONAL CHART

B.8 CORPORATE CHRONICLE

B.9 MANAGEMENT TEAM

B.10 CEO'S ROUND UP

B.11 OUR BRANCHES

B.12 BRANCH MANAGEMENT



OUR VISION, MISSION & GOAL

B.1



OUR VISION

To be the industry leader by building customer satisfaction through fairness, transparency and quick response.

OUR MISSION

To provide peace of mind to our customers through sound Insurance and outstanding service.

OUR GOALS

- Maximize insurance coverage at a minimum cost but certainly within legal boundaries.
- Establish long term relationships with our clients and business partners built on our prudent underwriting and personalized professional service with trust.
- Respond quickly to new opportunities.
- Maintain strong relationships with a wide variety of partners like re-insurers, insurance brokers, insurance agents, regulatory bodies, government agencies and so on.
- Assess and manage our business risks carefully.
- Strive for continuous improvement developing our performance excellence at all levels.

OUR CORE VALUES

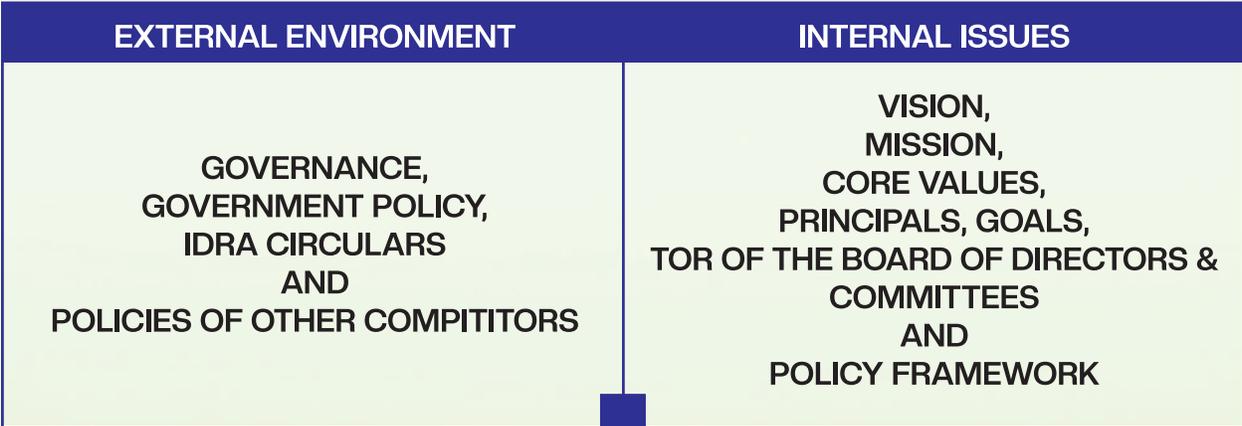
B.2



OUR BUSINESS MODEL

B.3

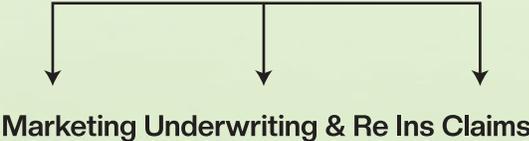
BUSINESS MODEL SHOWING OUR PRINCIPAL ACTIVITIES



KEY ASPECTS:



KEY INSURANCE ACTIVITIES



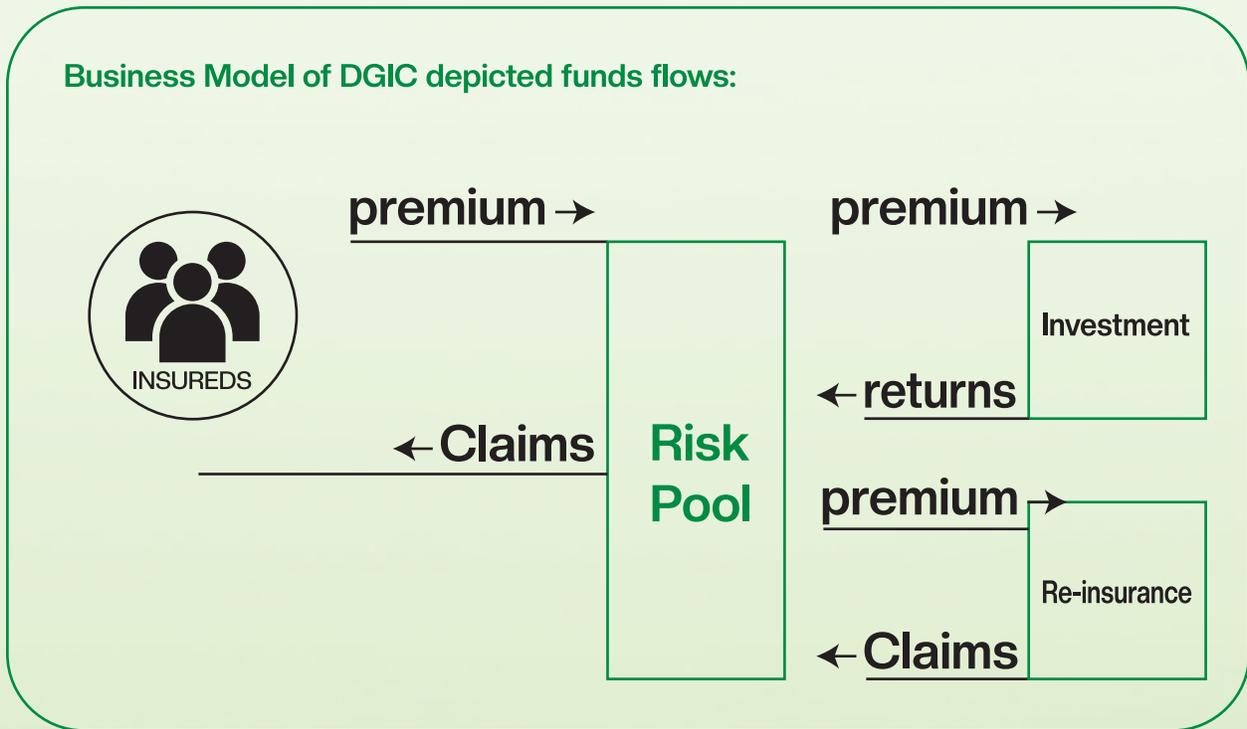
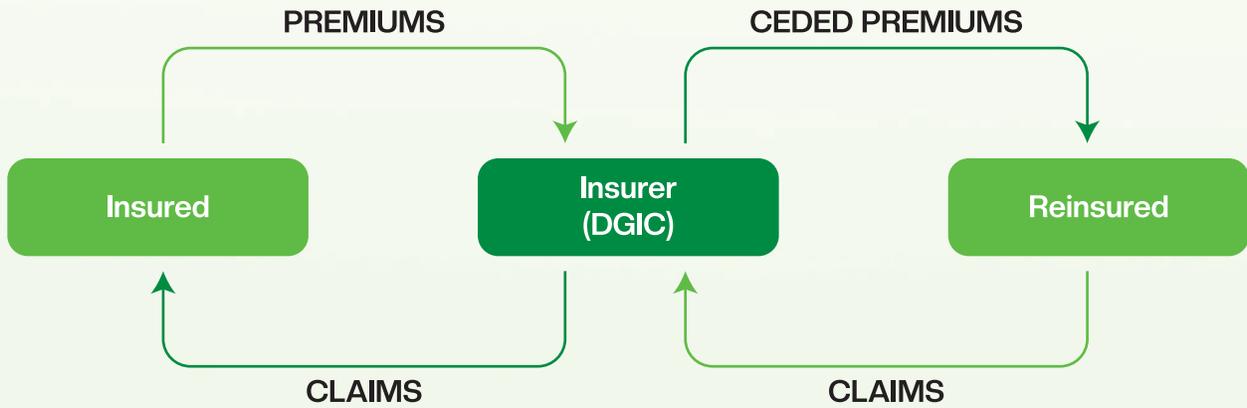
KEY ACTIVITIES



INVESTMENT ACTIVITIES



CHART : Risk and premium flows between consumers/ insureds, insurer (DGIC) and reinsurers



DGIC'S - BUSINESS CONTEXT CONSIDERING 6 TYPES OF CAPITAL

INPUTES

❖ FINANCIAL CAPITAL

- Funds from Sponsor shareholders and public shareholders provide as the capital of DGIC.

❖ HUMAN CAPITAL

- Education, Knowledge, skills and attitudes of employees
- Skilled and committed co-workers motivated by vision, mission and goal of the Company
- Supported by training and development activities and Circulars from Regulatory Authorities
- Assessing and communicating sustainable insurance services

❖ INTELLECTUAL CAPITAL

- Image of the Sponsors
- Brand image and Reputation
- Company culture
- Expertise knowledge
- Systems and Processes

❖ MANUFACTURED CAPITAL

- DGIC Premises
- DGIC's IT infrastructure

❖ SOCIAL AND RELATIONSHIP CAPITAL

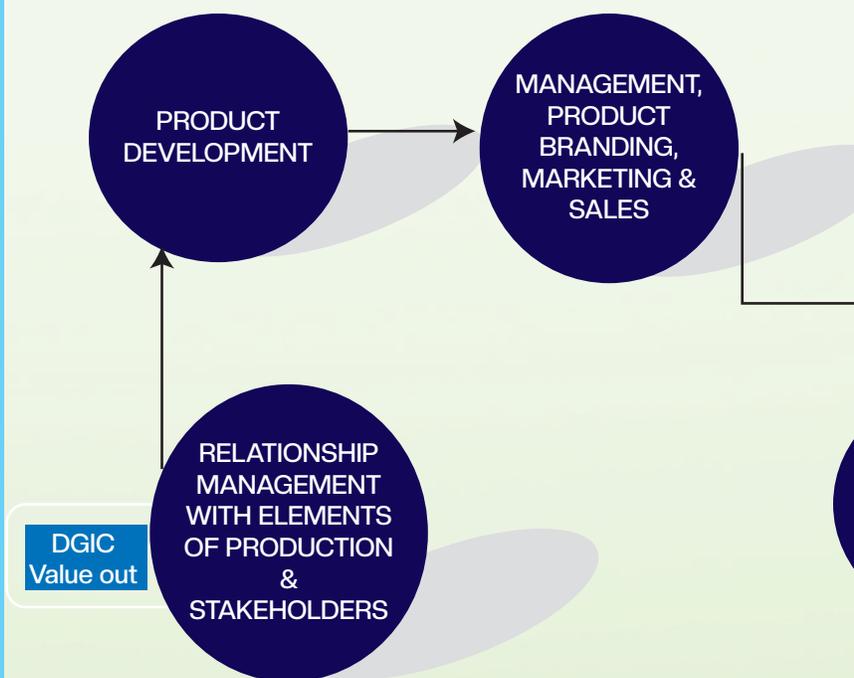
- Customers of DGIC
- Cross-functional departments
- Other Business Stakeholders and Partners
- Networks, within and between the Insurance sector
- Community

❖ NATURAL CAPITAL

- Energy efficiency management
- A meaningful contribution to our environmental sustainability
- Water conservation and waste management

External Variables Impacting Value

- Changes of Monetary and Fiscal Policy of the country
- Trade deficit fluctuation in the economy
- Political uncertainties
- Regulatory changes and updates
- Changes in International economy
- Change in demographics
- IDRA Monitoring, BIA Supports
- Other company's policies regarding marketing and market share



DGIC'S PROFIT FORMULA

Revenues

- Insurance premiums
- Investment income
- Reinsurance commission and
- Other income

COSTS

- Reinsurance premiums
- Business acquisition cost
- Staff costs
- Administration costs
- Marketing and business development Costs
- Finance costs
- Taxes

DGIC'S VALUE PROPOSITIONS

CUSTOMERS

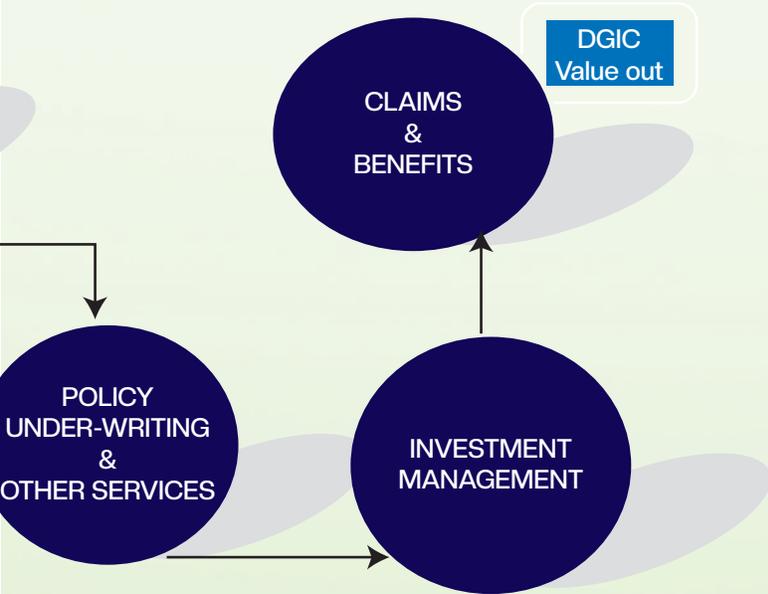
Providing better protection to all customers by meeting their insurance needs professionally with a spirit of caring.

SHAREHOLDERS

Consistently delivering better returns to shareholders through well managed business operations and investment management

DGIC'S - Material Risks

- Export-Import scenario of the Country as well as credit Rating Status of the Baking Sector of the Country by International Organizations
- Volatility in Interest rates affecting investment income, liability valuations and customer preference for savings over insurance
- High inflation and falling disposable incomes affecting demand for insurance
- Severe price competition and substitutes for insurance solutions offered by other general insurance companies in the market
- Increasing the risk of man-made disasters as well as act of God.
- Performance in equity markets and Exchange rate at DSE & CSE volatilities affecting investment income of the Company
- Sophisticated customer expectations with technological developments changing demographics affecting nature of products offered
- High costs involved with implementation of new regulations and Governance of the Company



DGIC'S PRODUCTS AND OUTPUTS

Fire Insurance, Marine Insurance, Motor Insurance, Engineering Insurance, Cash In Transit Insurance, Bank Lockers insurance, Fidelity Guarantee Insurance, Bankers' Blanket Bond Insurance, Money Insurance including Cyber Crime Insurance, Hajj & Umrah Insurance, Contractors' All Risks Insurance (CAR), Erection All Risks Insurance (EAR), Health Insurance, Shipbuilders liability coverage, power plant and miscellaneous insurance

EMPLOYEES

Ensure better work-life balance and personal development through inculcating a culture of learning and growth to achieve personal and professional development

SOCIETY

Delivering sustainable value to all stakeholders through better corporate stewardship

OUT COMES

❖ FINANCIAL CAPITAL

- Providing attractive Dividends
- Ensuring financial stability and growth
- Ensuring business growth with better claim paying ability

❖ HUMAN CAPITAL

- Make sure more employee satisfaction and motivation
- Confirming a rewarding and progressive careers in the Company
- Reasonable treatment and provision of equal opportunities for all employees
- Safe and Sound working environments

❖ INTELLECTUAL CAPITAL

- Forming the right organizational and governance structure
- Inspiring values promoting a performance culture
- Improving knowledge and building internal Capabilities
- Capitalizing in systems and refining Processes

❖ MANUFACTURED CAPITAL

- Making long term value through investments in premises, IT infrastructure and other equipment

❖ SOCIAL AND RELATIONSHIP CAPITAL FOR PEOPLE AND PLANET

- Communication with stakeholders
- Our customers are being delighted
- Forming win-win partnerships
- Producing employment opportunities
- Developing communities around us through CSR and other activities
- Aware community about social change
- Respond to societal challenges with innovative products
- Maintain transparent finances
- Enabling value-driven enterprise
- Products for Sustainable enterprise and Economy
- Sustainable reinsurance policy

❖ NATURAL CAPITAL

- Reduction on water, energy and paper consumption in the Company

PROFILE OF THE COMPANY

B.4

Desh General Insurance Company Limited (DGIC) is a second generation private sector non-life insurance company. It is a well-known, trusted and leading name in the non-life insurance sector in Bangladesh. Desh General Insurance Company Limited was incorporated as a public limited company on February 08, 2000 under Companies Act, 1994. It obtained registration from the former Chief Controller of Insurance (CCI), Government of the People's Republic of Bangladesh on 2nd March, 2000. Desh General Insurance Company Limited obtained renewal license from the Insurance Development & Regulatory Authority (IDRA) when the Authority came into being in 2011. The company provides non-life insurance services within the stipulations laid down by Insurance Act, 2010 and directives received from time to time from Insurance Development & Regulatory Authority (IDRA).

Being a listed company with Dhaka Stock Exchange PLC (DSE) and Chittagong Stock Exchange PLC (CSE), Desh General Insurance Company Limited is a publicly traded company. The company carries its insurance activities through 21 branches/booths spread across the country.

Name of the Company : Desh General Insurance Company Limited (DGIC)
Legal Form : Public Limited Company
Certificate of Incorporation : 08-02-2000
Company Registration No : C-39596(1564)/2000
Certificate of Commencement of Business : Issue No-12095 Dated: 08-02-2000

Share Capital
Authorized capital : 1000.00 million Taka
Paid-up capital : 400.00 million Taka
Nature of Business : Non-life insurance business
Corporate website : www.deshinsurancebd.com

Listing Status : Listed
Dhaka Stock Exchange Ltd : March 16, 2021
Chittagong Stock Exchange Ltd : March 16, 2021

Taxpayer's Identification Number (TIN) : 290574838352
VAT Registration Number (BIN) : 0000014640202

Chief Executive Officer (CEO) : Ms. Mohammodi Khanam
Chief Financial Officer (CFO) : Mr. Rabindra Nath Karmaker
Company Secretary (CS) : Mr. Md. Shakhawat Hossain
Head of Internal Audit & Compliance : Mr. Md. Kamruzzaman Bhuiyan

Credit Rating Information : "AA+"

Auditors : M/s. MABS & J Partners,
Chartered Accountants

Compliance Auditor (BSEC & IDRA) : M/s. Uttam & Associates,
Chartered Secretaries & Consultants

Tax Advisor : M/s. JK Associates

Number of Employees : 217
Male-178, Female-39

Number of Branches : 21

INQUIRY (BUSINESS RELATED):

Ms. Mohammodi Khanam

Chief Executive Officer (CEO)

Jiban Bima Bhaban, Front Block, Level 5

10 Dilkusha C/A, Dhaka-1000, Bangladesh

Phone: +880 2223390997-9, 02223391001

Fax: + 880 2 -9561920

E-mail: ceo@deshinsurancebd.com, info@deshinsurancebd.com, deshinsurancebd@gmail.com

INVESTORS' INQUIRY:

Mr. Md. Shakhawat Hossain

Company Secretary

Jiban Bima Bhaban, Front Block, Level 5

10 Dilkusha C/A, Dhaka-1000, Bangladesh

Phone: +880 2223390997-9, 02223391001

Fax: + 880 2 -9561920

Cell No : 01772998707

E-mail: cs@deshinsurancebd.com



PRODUCTS & SERVICES

B.5



Fire Insurance

- Fire and Allied Perils Insurance
- Fire Package Insurance
- Property All Risks including Machinery Break-down & Business Interruption
- Power Plant Operational Package Insurance
- Comprehensive Machinery Insurance (CMI)



Marine Insurance

- Marine Cargo Insurance
- Marine Hull Insurance
- Ship Builders' Liability Insurance
- Goods in Transit Insurance



Motor Insurance

- Private Vehicle Insurance
- Commercial Vehicle Insurance
- Motor Cycle Insurance
- Motor Transit Insurance



Engineering Insurance

- Contractors' All Risks Insurance (CAR)
- Erection All Risks Insurance (EAR)
- Boiler & Pressure Vessel Insurance (BPV)
- Machinery Breakdown Insurance (MBD)
- Deterioration of Stock Insurance (DOS)
- Contractors' Plant & Machinery Insurance (CPM)
- Electrical Equipment's Insurance (EEI)



Industrial Category

- Workmen's Compensation Insurance
- People's Personal Accident Insurance
- Public Liability Insurance
- Product Liability Insurance
- Employers' Liability Insurance
- Public & Product Liability Insurance
- Commercial General Liability Insurance



Miscellaneous Accident Insurance

Financial Category

- Money Insurance
- Cash in Transit Insurance
- Cash in Safe Insurance
- Cash on Counter Insurance
- ATM Risk Insurance
- Bank Lockers Insurance
- Credit Card Fraud & Forgery Insurance
- Fidelity Guarantee Insurance
- Bankers' Blanket Bond Insurance
- Electronic & Computer Crime Insurance
- Professional Indemnity for Financial Institutions
- Directors' & Officers' Liability Insurance



Medical Category

- Health Plan Insurance
- Dread Disease Insurance
- Overseas Medi-claim Insurance
- Personal Accident Insurance
- Hajj & Umrah Insurance



Business Category

- Golf Hole-in-one Insurance
- Professional Indemnity Insurance
- Hotel Owners' All Risks Insurance



General Category

- Burglary & House Breaking Insurance
- Householders' Comprehensive Insurance
- All Risks Insurance



Aviation Insurance

- Aircraft Hull and Liability Insurance
- Aircraft Hull "War and Allied Perils" Insurance

PRODUCT DIVERSIFICATION & INNOVATION

B.6

The Human being is the best creation of the Almighty where every person in the world is unique with different tastes from others. The current insurance industry is dominated by consumers who prefer diverse products and services. However, most insurance companies in Bangladesh are oriented with traditional businesses. Amongst 46 non-life insurance companies, very few are involved with innovative and diverse business practices.

All knows, Insurance Industry is a very old industry and by default it involves traditional products. But now-a-days, due to passes of time and mammoth developments of technology demand for non-traditional products have arisen. The traditional products are inadequate to support the technology based insurance markets such as cell phone companies' properties, atomic power generating companies, satellite throwing companies, weather based index for crop insurance and also many other companies with new innovative products. In the insurance industry there is a need for diversification of new products to facilitate these demands. Also the industry needs to set up research and development departments in the insurance companies to innovate new products to meet the changing requirements.

DGIC gives importance to the changing demand of potential insured and never keeps itself confined to doing the traditional businesses. Being a second generation company it is now unique amongst the non-life insurance companies. To increase market penetration, DGIC always tries to work on demanding, purposeful innovative as well as diversified products. In recent four years, the Company has accomplished an incredible achievement through the diversification and product innovation strategy. To retain the existing clients and also to grab the potential insured, the Company has been maintaining a very strong overseas reinsurance support and resourceful team as well. DGIC justifies the data from the insurance market and understands the market demand and with collaboration to the overseas reinsurers gets the best rates and terms for the insured. Diversification is a growth strategy for business which Desh General is going to implement through research and development of new products and services and reaching out new market shares.

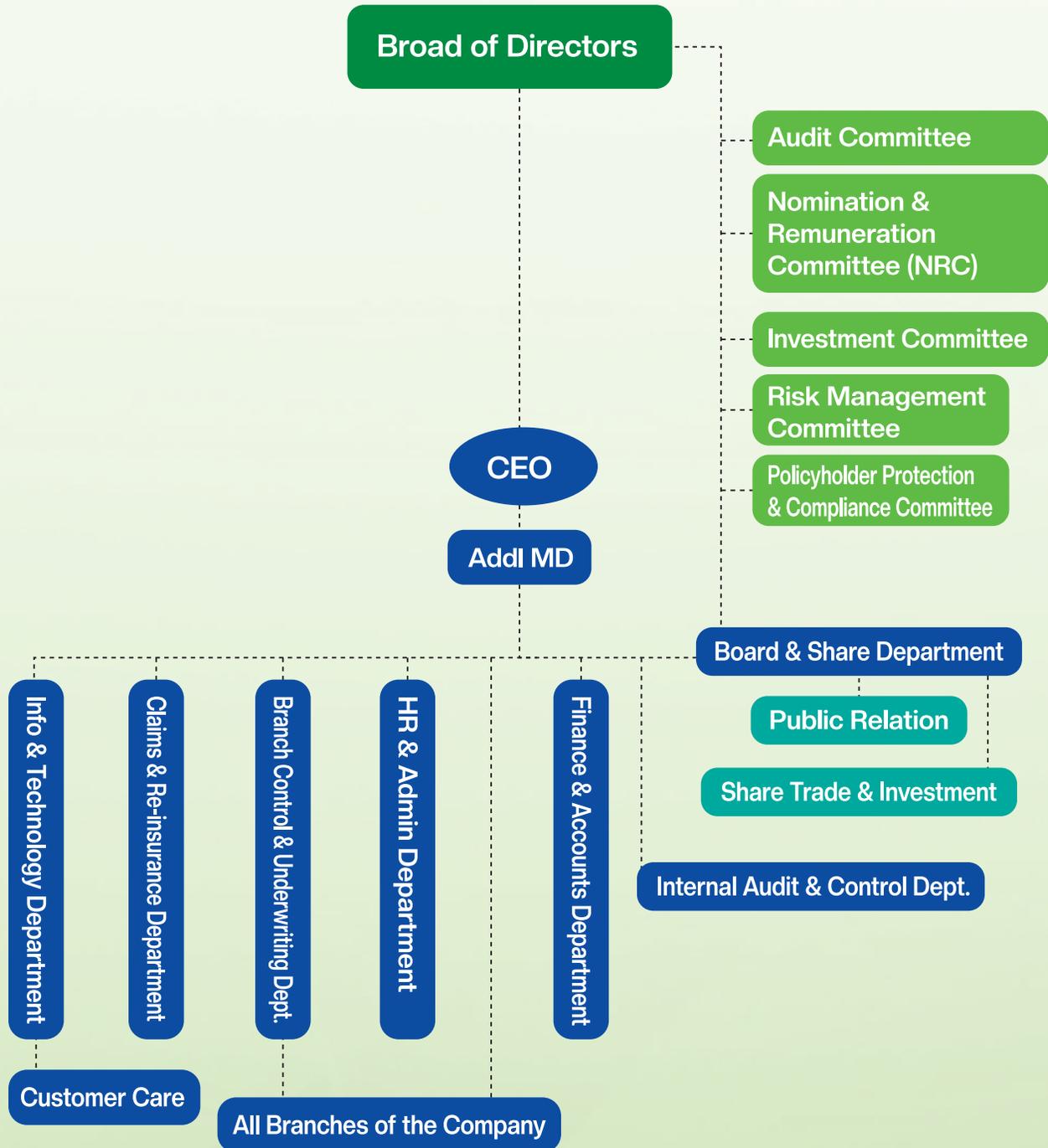
With a view to attracting the existing products DGIC has taken very constructive steps. The Company has a suitable strategy to make the existing products viable with necessary improvement, alter or change required to those to cope up with the market demand. DGIC's process includes market research, product analysis and product pricing through the central rating committee (CRC). Thus the Company attains the potential for getting new business opportunities by way of entering into additional or existing markets. DGIC always looks forward with transparency and ethical business strategy for the overall development of the insurance industry.



ORGANIZATIONAL CHART/ ORGANOGRAM

B.7

Organizational chart of DESH GENERAL INSURANCE CO. LTD. (DGIC) is depicted here



SL.	PARTICULARS	DATE
1.	Incorporation of company	February 08, 2000
2.	Certificate of commencement of business	February 08, 2000
3.	License issued for operating the first Branch	March 02, 2000
4.	Received consent from SEC for insurance of public share of BDT 40 Million.	January 13, 2021
5.	Publication of prospectus	January 13, 2021
6.	Agreement signed with CDBL	March 03, 2021
7.	Listed with Dhaka Stock Exchange Ltd.	March 16, 2021
8.	Listed with Chittagong Stock Exchange Ltd.	March 16, 2021
9.	First trading of share on DSE	March 29, 2021
10.	'Locked In' of the Shares of Sponsors	March 29, 2021



MANAGEMENT TEAM

B.9



FROM LEFT (SITTING)

MD. SHAKHAWAT HOSSAIN

Asst. Managing Director &
Company Secretary (CS)

MOHAMMODI KHANAM

Chief Executive Officer (CEO)

MOHD. ABUL KASHEM

Addl. Managing Director

RABINDRA NATH KARMAKER

Chief Financial Officer (CFO)

FROM LEFT (STANDING)

MOHAMMAD JAHANGIR ALAM

Assistant Vice President &
Head of HR & Administration Department

MD. KAMRUZZAMAN BHUIYAN

Senior Manager
Head of Internal Audit and Compliance Department

MD. ZIAUL HOQUE

Deputy Vice President
Head of Claim and Re-insurance Department

MD. ALAMGIR BHUIYAN

Vice President, Finance & Accounts Department

SHEIKH HEMAYET ARIF

Manager, Head of IT Department



Dear Esteemed Shareholders,

A warm welcome you in our 24th Annual General Meeting. It is a pleasure to provide you an update about Desh General Insurance Company's (DGIC) performance and outline the path forward. Over its long history of 24 years in Bangladesh, DGIC has contended with and overcome many challenges, backed by a commitment to its vision and purpose. As the noticeable financial highlights had been elaborated in the Directors' Report and Management Discussion and Analysis, I would limit myself to other important aspects of the business. Year 2023 presented many challenges in the insurance industry. However, characteristically, DGIC relied on its groundswell of resilience and adaptability to deliver a strong operational and financial performance for the year 2023.

Economy

Non-life insurance market is intricately linked to the global economy. Economic growth, inflation, interest rates, regulatory changes, and technological advancements all play crucial roles in shaping the market dynamics,

influencing both insurers and policyholders. Adapting to these changes requires a keen understanding of economic trends and effective risk management strategies.

The external operating environment this past year remained challenging for us and our insurer, as is evident in weaker gross domestic product (GDP) growth in Bangladesh, projected at 5.6% in 2023-24 by the World Bank, down from 6% in 2022-23. The government has also revised its GDP growth estimate to 6.5% in 2023-24, against 7.5% forecasted initially. Lower GDP is a result of several factors, including higher interest rates, elevated levels of inflation, weakening country macros, and muted performance of equity markets. Depreciation of the BDT, together with the rise in commodity prices spurred inflation that exerted price pressure on consumers, forcing them to reprioritize their spending patterns.

During recessions or economic slowdowns, both individuals and companies may cut back on insurance expenditures as they look to reduce costs. This can lead to decreased premium volumes and increased price competition within the industry.

Insurance Scenario

As of 2023, the global insurance market was valued at approximately \$7.3 trillion. This figure represents the total value of the global insurance industry, encompassing various sectors including life, health, property, and casualty insurance. The global insurance market in 2024 is likely to be dynamic, with opportunities and challenges arising from technological advancements, regulatory changes, and evolving consumer needs.

The non-life insurance industry remained relatively tepid in Bangladesh for the year of 2023, with insurance continuing to remain a driven product. It is undisputed that the long-term forecasts of insurance in Bangladesh are bright as there is scope to transform the challenges into opportunities.

In Non-life Insurance sector, the provisional premium income in 2023 was Tk. 42603 million where in 2022, it earned Tk. 41296 million. The insurance premium and growth percentage of non-life Insurance Industry is shown in the chart below:

(Tk. In Million)

Year	Non-Life Gross Premium Income	% Growth
2021	41470	8.57
2022	41296	9.11
2023	42603	9.16

The path forward-Driving forward being trusted

The past year has been one of significant evolution for our company. You are already informed that Desh General Insurance Company Limited upgrades long term rating to AA+ (pronounce as double A plus) rating from AA and short term rating to "ST-1" from "ST-2" on claim paying ability (CPA) with an 'Stable' outlook by Alpha Credit Rating Ltd. The above rating is assigned based on the audited financial statements for the year ended 31 December, 2023 and other qualitative and quantitative information.

As per rating, we have improved gross premium, combined ratio within 100% threshold, agency commission within 15%, improvement of total investment, increased total investment income which eventually resulted the yield on investment to increase, increased claim paid during the year, adequate solvency margin, Claims settlement within 30 days, increased total underwriting profit, adequate paid up capital, high reinsurance to safeguard the clients properties. We have experienced management team, modern digitalized IT infrastructure and long track record of the promoters in the insurance industry.

We are working hard towards maintaining our competitive position in the market.

Way forward- "Making better profit by creating Brand Image":

Business strategy mix is a combination of plans to reach specific business objectives. Strategic plans have a synergy to achieve it. Insurance is a highly competitive market, especially the non-life category. Moreover, there are 46 non-life operators playing in this small country. So, performance matrices require being very competitive. The matrix of strategy is always paving the way forward of a business and synergy determines the execution.

As a promising non-life insurance company, our quality policy descriptions are to become a reputed Insurance Company through the fulfillment of business partner satisfaction and conforming to business partners' expectations. In that view we are serving clients and customers to cater to market demands. Our competent Management team sort frequently to sort out problems and focus on using problem-solving tools through brainstorming and focus group discussions. Our dynamic Board guides the evaluation of employees' efficiency and facilitates continuous training in professional and technical skills. Our strategy is to bring trust and profit logically through clients' and business partners' satisfaction.

Financial and Operational Performance

Our financial performance this year has been strong, which is describing in Annual Report 2023. We have successfully managed risk and optimized our portfolio, ensuring both profitability and a solid return on investment for our shareholders.

Operationally, we have made significant strides in such as digital transformation in AI based Claims settlement process, B2B customer service enhancements and risk assessment with proper reinsurance. Our investments in technology and process improvements are designed to enhance our service delivery and operational efficiency, ultimately benefiting our policyholders and shareholders alike.

Strategic Vision and Future Outlook

As we look to the future, we are focused on several strategic priorities. We are committed to expanding our product offerings with leveraging data analytics for better risk management and pursuing sustainability initiatives. Our goal is to continue delivering exceptional value to our clients while driving sustainable growth for our company.

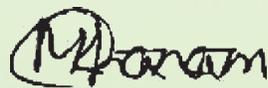
We are also attentive to emerging trends and potential disruptions in the insurance industry. Our approach is proactive and adaptive, ensuring that we are well-positioned to address new challenges and capitalize on opportunities.

Thankfulness

I am very grateful to all of our shareholders, Clients, Stakeholders, Regulatory Authorities and well-wishers. Without the support of our shareholders, Clients, Stakeholders, Regulatory Authorities and well-wishers, we would not have been able to achieve our goals or successes. We'd like to thank them from the core of our heart for their continuous support.

I strongly believe and hope that like the previous year again we will sail together towards the intended target of building ourselves the best of the bests. We will continue on the path of value creation for all.

Yours Sincerely



Mohammodi Khanam
Chief Executive Officer

OUR BRANCHES

B.11

Branch Name	Address
Dhaka Division	
1) B.B Avenue Branch	29 B.B Avenue (3rd Floor), Dhaka-1000. Phone: 02-9570161
2) Bangshal Branch	2/1 Kazi Alauddin Road, Bangshal, (2nd Floor), Dhaka- 1100. Phone: 02-7341997
3) Dilkusha Branch	MNSN Tower (Level-6), House - 60, Dilkusha, Dhaka. Phone: 01711784568
4) Gulshan Branch	House # Ga-81/C (3rd Floor) Badda Link Road, Middle Badda, Dhaka-1212. Phone: 48811798
5) Kawran Bazar Branch	57/E Kazi Nazrul Islam Avenue (2nd Floor), Kawran Bazar, Dhaka. Phone: 02-9131426
6) Local Office Branch	45 Dilkusha C/A, (7th Floor), Dhaka-1000. Phone: 02-9577723
7) Mirpur Branch	4 No. Shyamoli, Mirpur Road, Dhaka-1207. Phone:02-8120495
8) Narayangonj Branch	41 S.M Maleh Road, Narayangonj. Phone: 02-7644552
9) Nayabazar Branch	Hazi Eusuf Mansion (2nd Floor), 56 Mitfort Road, Babu Bazar, Dhaka-1000. Phone: 02-5394402
10) Paltan Branch	Darussalam Arcade, 14 Purana Paltan, Dhaka-1000. Phone: 02-9567475
11) Principal Branch	Baliadi Mansion (6th Floor) 16 Dilkusha C/A Dhaka-1000. Phone: 02-9558052
12) Savar Branch	R.S. Tower, B-34 (2nd Floor) Bazar bus stand, Savar. Phone: 01722021958
13) Uttara Branch	Flat No-(6A) (5th Floor), House No-08, Road No-04, Sector-01, Uttara, Dhaka-1230. Phone: 01683164640
Chittagong Division	
14) Khatunganj Branch	4 Shah Amanat Road (Jail Road), Laldighi East, Chattogram. Phone: 031-2852152
Khulna Division	
15) Khulna Branch	Chamber Mansion (4th Floor) 5 KDA C/A, Khulna. Phone: 041-732690
16) Jashore Branch	Mita Cycle Store Building (4th Floor), 4 No. Netajee Subhash Chandra Road, Daratana, Kotwali, Jashore. Phone: 02477760113
17) Kushtia Branch	55/1 N. S. Road, (9th Floor), 8F- Room 4, Kushtia. Phone: 01712073768
Rajshahi Division	
18) Bogura Branch	Rangpur Road, Barogola, Bogura. Phone: 051-62354
19) Rajshahi Branch	97 Boalia, Rajshahi City Corporation Mia para Word, No: 12. Phone: 0721-812193
20) Chapainawabganj Branch	Holding No. 02 (1 st floor), Godagari Road, Chapainawabganj. Phone: 01715519350
Sylhet Division	
21) Sylhet Branch	Airport Road, Amborkhana, Sylhet. Phone: 0821-710375

BRANCH MANAGEMENT

B.12

Additional Managing

1. Mr. S.M Khasruzzaman, Mirpur Br.
2. Mr. Md. Shahjahan Mia, Kawranbazar Br.

Deputy Managing Director

1. Mr. Zainal Abedin, B.B.A Br.

Asistant Managing Director

1. Ms. Hamida Chowdhury, Bangshal Br.
2. Mr. Md. Alamgir Badsha, Bogura Br.
3. Mr. Kazi Mahabub Nawaz, Dilkusha Br.

Vice President/GM

1. Kazi Zahir Uddin Siddique, Paltan Br.
2. Mr. Md. Hasanuzzaman, Principal Br.
3. Mr. Md. Nazim Uddin, Khatungonj Br
4. Md. Ahsanul Haque, Chapainawabgonj Br.
5. Mr. Md. Shofiul Islam, Kushtia Br.

Deputy Vice President/DGM

1. Mr. Md. Shamim Al Mamun, Uttara Br.
2. Mr. Md. Mustak Nasir Tony, Jashore Br.

Assistant Vice President/AGM

1. Mr. Abu Hanif, Local Office.
2. Mr. Md. Ataur Rahman, Narayangonj Br.
3. Mr. Gour Chandra Kundu, Nayabazar Br.
4. Mr. Tarun Chowdhury, Sylhet Br.

Sr. Manager

1. Mr. Md. Imran Sheikh, Rajshahi Br.

Manager

1. Mr. Nazmul Islam, Gulshan and Savar Br.

Executive Officer

1. Mr. Md. Enamul Haque Khan, Khulna Br.

BOARD OF THE DIRECTORS & THE MANAGEMENT

C.

C.1 CHAIRMAN'S MESSAGE

C.4 COMPOSITION OF BOARD & ITS COMMITTEES

C.2 BOARD OF DIRECTORS' PROFILE

C.5 DIRECTORS' REPORT

C.3 PROFILE OF THE CEO

C.6 MANAGEMENT DISCUSSION AND ANALYSIS



CHAIRMAN'S MESSAGE

C.1

Bismillahir Rahmanir Rahim

Distinguished Shareholders,

It is with great pleasure I welcome you all to the 24th Annual General Meeting (AGM) of Desh General Insurance Company Limited (DGIC). This year marks a significant milestone for Desh General Insurance Company Limited as our service and product. This momentous occasion is a testament to our enduring commitment to serving our clients and our strong and distinctive positioning in the customer durables insurance industry of Bangladesh. As we reflect on the journey and take pride in our rich legacy, we are excited and focused on the future and the emerging opportunities it presents for sustainable growth. On this pleasing note I extend my congratulations to you for your kind support and cooperation that have been immensely valuable to us.

A legacy of excellence, forged with integrity

As we commemorate our remarkable journey in Bangladesh, we take pride in our rich legacy, guided by our principles and our proven time-tested capability to navigate and thrive in the ever-changing consumer landscape. The pursuit of excellence, the foundation of our journey, rests on a strong corporate governance, deep-rooted values and high-caliber leadership. An enabling culture that we have carefully nurtured over the years, permeates every organisational and functional aspect. It is the powerful thread of our synchronized actions, which drives us to deliver on our commitments while upholding high standards of ethics and integrity. As we progress towards a future full of purpose and possibilities, we have adopted a forward-thinking approach, leveraging new-age technologies and processes across our organization to enhance efficiency, elevate customer experience and unlock new avenues for innovation and growth. We have provided distinctive solutions and propositions to our customers with our range of varied products.

A future of purpose, driven by innovation

In 2023, the global economy witnessed several challenges and phases of volatility, with escalating geopolitical tensions and disruptions in the supply chains leading to high levels of inflation. However, amid the climate of uncertainty, the economy of Bangladesh has shown resilience, with the GDP expected to grow by 6.5% in the 2023-24 fiscal year, as per Bangladesh Bank. Challenging external conditions can bear down heavily on developing countries. Yet, Bangladesh has been able to hold on to its position relatively well, attributable to pragmatic decisions and the timely loan package that was secured from the IMF. In addition, the focus on strengthening transport, digital and logistics infrastructure will provide a more secure foundation for sustained economic growth. Similar to the rest of the world, the inflation-driven price pressure was evident on the average consumer in Bangladesh too. Though there was some pressure to downshift, Bangladeshi society is an aspirational one, which somewhat held up demand. We supported this with our focus on affordability through price competitiveness and variety of customer offers.

During the year 2023 the Desh General Insurance Company Limited has earned a gross premium of Tk. 433,399,927 in comparison to Tk. 429,058,247 of the immediate preceding year. In 2023, the Net Premium Income was 259.30 million taka and in 2022 it was 293.34 million taka. The overall Total Assets value from Taka 990.18 in 2022 to Tk. 973.35 million in 2023.

This growth was supported with our diversified multi-product portfolio across various categories, strong affiliation of insurer with the DGIC products and service. The world around us is transforming at a rapid pace. Technology is reshaping industries, customer expectations are changing, and new challenges and opportunities are emerging. In this dynamic scenario, we remain committed to staying relevant by constantly evolving our business in synch with the needs of the times.

A focus on expertise, led by passion

DGIC is on the verge of operationalizing a modern insurance company at the Bangladesh. Therefore, the concept named 5P has applied, standing for purpose, pride, partnership, protection and personalization, as these five

factors define the requirements that must be met, if the insurer's service is to be perceived to be of high quality, achieve client satisfaction and build client loyalty.

Insurers should be forward-thinking and leverage technology to attract and retain talent. Working for an insurer has a lot of advantages, but it is unknown. Therefore, the sector should showcase its modernity and relevance. Highlighting this impact on society, such as addressing sustainability challenges, can appeal to young professionals who want to make a difference.

Furthermore, reevaluating recruitment criteria based on personality and competencies rather than traditional criteria can help identify new talents with the potential to thrive in the evolving insurance landscape.

The way forward

We are moving forward in spite of various difficulties in insurance sector. Strengthening is our financial capability and the scope of our business which is reflected in the continuous improvement of our Credit Rating. Now we are holding our Credit Rating for the year ended 31 December, 2023 and other qualitative and quantitative information, as AA+ (pronounced as double AA plus) for ensuring strong claims paying ability, quality business, efficient management and transparency of the company and we hope to ensure AAA (pronounced as Triple AAA) in near future. It was AA (pronounced as double AA) in the year 2021-2022. This continuous progress and development of credit rating bear the mark of the position and success of the organization and we hope that we will go further in the future, In sha Allah.

Our board maintains an active role in policy-making in order to maintain best possible corporate governance. The board's priority remains maximizing shareholder's wealth through policies and guidelines that work toward long term profit sustainability, risk minimization, and good governance establishment in all spheres of the company's operation. We hope that we will maintain this sustainability growth in the coming future, Insha Allah.

Appreciation

On behalf of the Board, I would like to thank the Management Team, led by MD & CEO Ms. Mohammodi Khanam, for the commendable performance achieved during the year. I would also like to thank all our employees for their passion, commitment and professionalism in discharging their responsibilities. I have no hesitation in mentioning the dedication and professionalism of the management team of the Company.

My warmest gratitude to all the members of the Board of Directors for their valuable time and energy in supporting me to carry out my responsibilities during the meetings and strategy formulation to run the Company to a new height.

Once again, I would like to thank all our valuable Clients, our Stakeholders, our Directors and all of you for being with us through these years and we are looking forward to sharing the company's success with you all also in the future.

I want to express my gratitude to all our shareholders for their faith and conviction. Thank you to our regulators too for their support and guidance. Thank you again to our clients for choosing us as your reliable partner. We will continue to serve your interests with passion, competence and capability. Finally, thank you to everyone who has been a part of our progress and for your steadfast support and trust which has strengthened the Company to its present glory.

Yours Sincerely



Md. Jashim Uddin
Chairman

BOARD OF DIRECTORS' PROFILE

(Retired & Proposed for re-election)

C.2

Group-A

Engr. A.K.M. Ahsanul Haque

Director

Engr. A.K.M Ahsanul Haque, son of Late Lahoruddin Mirdha and Late Asirun Begum, was born in a respectable Muslim family on 1st November, 1957. He completed B.Sc Engineering (Civil) from Rajshahi Engineering College.

Mr. Haque is one of the Sponsor Shareholders of Desh General Insurance Company Limited. Currently, he is an honourable Director of the Company. He is not only a member of the Board of Directors of the Company but also a member of the Executive Committee (EC).

Besides, he is the Managing Director of Galaxy Color Ltd. and Proprietor of ASSA Trading & M/S. AKM Ahsanul Haque.



Mr. Murad Mohammed Taj

Director

Mr. Murad Mohammed Taj, son of Mr. Sufi Taj Islam & Ms. Syeda Kashmiri, was born on 16th December, 1965. He graduated from Chittagong University with a major in business. He is a business person by profession. He is the Proprietor of Dakkhina Multipurpose Project; an agro based firm.

He is one of the Sponsor Shareholders of Desh General Insurance Company Limited. Currently, Mr. Taj is an / honourable Director of Desh General Insurance Company Limited. He has had a tremendous contribution to the formation of the Company. He is also a member of the Executive Committee of the company.

Having ventured into various ways for rural development and an efficient welfare system which he is very passionate about. He, currently, oversees numerous social welfare projects and is the president of Alekjan Bibi Orphanage, Bishwa Darbar Government Primary School, Bishwa Darbar High School and Syeda Kashmiri

Memorial Library. Mr. Taj is the Patron Member of Mirsarai Association, Chittagong. He is the Life Member of Bangladesh Red Crescent Society, Chittagong Diabetic Association and Chattogram Mohanagar Kriya Songstha.

A true believer in broadening one's horizons Mr. Taj is also an avid traveller having been to the United Kingdom, USA, France, Switzerland, The Netherlands, China, India, Singapore, Saudi Arabia, Egypt amongst many others.

Mr. Tahrin Aman

Director

Mr. Tahrin Aman, son of Mr. M. Amanullah and Ms. Tazneen Aman, was born in a respectable Muslim family in 1980. He has completed his Masters' from Boston College, USA. He is a business personality.

He is one of the Sponsor Shareholders of Desh General Insurance Company Limited. Currently, he is an honourable Director of the Company. He is a member of the Executive Committee of the Company.

Mr. Tahrin Aman is also the Chairman of Mercantile Bank Asset Management, a subsidiary of Mercantile Bank Ltd. Besides, he is the Managing Director of Aman Spinning Mills Ltd. & Arena Securities Ltd. and Director of Mousumi Enterprises Ltd. & Arena Industries Ltd.

He has been re-elected as the President of Nordic Chamber of Commerce & Industry, a bilateral chamber that works towards increasing trade between Bangladesh and the Nordic countries. This chamber works in collaboration with the Embassy of Denmark, Embassy of Sweden and Royal Norwegian embassy.

Mr. Tahrin Aman contributes to the community through CHILD foundation, a non-profit organization founded by him that works towards enriching lives of special need individuals in Bangladesh.



Group-B



Mr. Nihar Kumar Roy

Director

Mr. Nihar Kumar Roy is son of Late Mr. Nil Kantha Roy and Ms. Puspa Roy. He came from a respected hindu family of Sylhet. His family has a long 100 years history of gold and jewellery business. Mr. Roy is now the seventh generation to continue this business.

Visionary Businessman Mr. Roy is the Managing Director of Kamala Vander Group, which started its business journey in 1885 and also acts as Director of Desh General Insurance Company. He is not only a member of the Board of Directors of the Company but also a member of the Claims Committee.

Mr. Nil Kantha Roy, father of Mr. Nihar Kumar Roy was a sponsor Director of Desh General Insurance Company. Mr. Nihar Kumar Roy is also involved with some social and business communities.

BOARD OF DIRECTORS' PROFILE

(Independent Directors)



Mr. Syed Javed Iqbal

Independent Director

Mr. Syed Javed Iqbal, 58, MBA, is an Independent Director of the Company and also serves the same as a member of the Audit Committee and Nomination and Remuneration Committee (NRC).

Mr. Iqbal started his career as a banker with an international bank. After obtaining his MBA degree from Assumption University, Thailand, in 1991, he served the same university as a full-time lecturer. In 1994, he joined IPDC of Bangladesh Ltd., then an IFC affiliate, and became its Head of Investments where he led investments in many development / infrastructure projects.

In 2002, he joined Khulna Power Company Ltd. (KPCL) as the Vice President and Chief Operating Officer. KPCL was the first independent power producer (IPP) in Bangladesh, a subsidiary of a major US Power company El Paso Inc. (later acquired by Kinder Morgan).

Mr. Iqbal was involved in various business ventures such as power generation, real estate, and commodity trading. He is currently a Director of Dipon Group and an adjunct faculty at North South University.

Md. Shamim Ahmed

Independent Director

Mr. Shamim Ahmed, President of the Bangladesh Plastic Goods Manufacturers & Exporters Association (BPGMEA) and Vice Chairman, Bangladesh Institute of Plastic Engineering & Technology (BIPET).

He has obtained Bachelor of Commerce Degree B.Com (Hon's, Management) from University of Dhaka in 1976, M.Com (DU, Management) in the year 1979. He is more than forty years (40) experience in the area of finance, accounts, administration, partnership management etc.

He worked as SR. Coordination Officer, BSCIC from 1979 to 1982 at Counseling & Industrial Studies Department - CISD - responsible for SME development. He was work as a Consultant of S.F Ahmed and Co. at Charter Accounting Firm and responsible for System Study & recommend system up gradation for Sonali Bank 1982-1983, Agrani Bank and UNICEF Dhaka Office.

He also worked as National consultant for Plastic Roadmap by Price Water Cooper House for MOC, GOB and as consultant for Plastic Recycling and environmental PWC study. He engaged in studies conducted on Plastic Sector like Plastic Sector Road Map-2030, Global Recycling & Environmental, SME Policy Recommendation, Member of Wage Board on Plastic Sector, GOB. Mr. Shamim Ahmed was a Member of Technical Committee



for Export Competitiveness for Job Project, World Bank Project, MOC. He engaged in different Plastic product manufacturing, Plastic Machinery selling, Project Profiling. Counseling for setting up more than 100 industries.

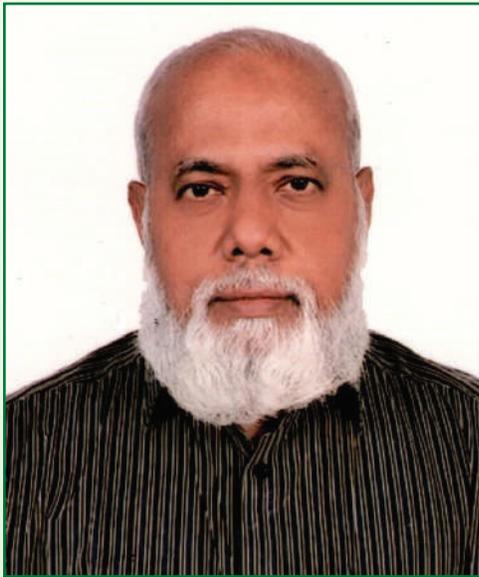
Brief on Social Achievement :

Co-Chairman : Plastic, Rubber, Melamine Industry Sector Sub Committee of FBCCI

Chairman : SME Sub Committee of FBCCI

Former Director : Bangladesh Chamber of Industries

He has leaded business of the i.e. Jalalabad Polymer industry, Sunny Chemical Industry, Jemmy Plastic Industry, Sun Flower Melamine Industry, Longla Lealherex Ltd., LV Technology. He has visited and attended many International Seminars held in Delhi, Kualalampur. Cambodia and many other places etc.



Mr. Md. Waliuzzaman, FCA

Independent Director

Mr. Md. Waliuzzaman FCA is a qualified "Chartered Accountant" (FCA) from the "Institute of Chartered Accountants of Bangladesh (ICAB) and He has started public practice as Chartered Accountant as Principal Md. Waliuzzaman & Co., Chartered Accountants, then partner Khan Zaman & Co., Chartered Accountants and finally partner Toha Khan Zaman & Co., Chartered Accountants and now the Managing Partner of the firm. He has obtained Bachelor of Commerce degree (B.Com.) from Rajshahi University in 1974, and qualified as a Chartered Accountant and fellow member (FCA) of The Institute of Chartered Accountants of Bangladesh from June 1986.

He is more than thirty years (30) experience in the area of finance, accounts, Financial Reporting, Financial Planning, budgeting, budget monitoring, internal control & compliance, designing internal control system, process & control documentation, administration, partnership management, procurement management, asset management, etc.,

He is specialized in designed, formulated and implemented internal system for auditing of all types of industrial undertakings, NGOs, Educational Institutions etc. Audited the annual accounts of different undertakings, directly supervised, reviewed and finalized reports Valuation of assets and liabilities of the industrial undertakings. Supervised and finalized accounting work of various organizations. Personally supervised the Consultancy services rendered to DHAKA WASA for reconciliation of Advances and Bank Accounts. Rendered Secretarial Services including preparation of Memorandum and Articles of Associations, Prospectus, Annual Reports, Minutes of meetings of the Board of Directors and Annual General Meetings etc. Audit of educational institutions viz. Schools, Colleges, Madrashes, and Registered Primary Schools etc. under appointment of Ministry of Education, Government of the People's Republic of Bangladesh.

He has visited India (Delhi, Agra, Kolkata), Singapore, Philippines (Manila), Malaysia (Kualalampur and Gangtek High Lands), Saudi Arabia (Mecca, Modena, Jeddah), China (Beijing), Sreelanka (Colombo and Candy), Turkey (Istanbul), Indonesia (Bali), Thailand (Bangkok, Phuket, Pataya) etc.

PROFILE OF THE CEO

C.3



Ms. Mohammadi Khanam
CEO

Ms. Mohammadi Khanam is a creative, dynamic, and hardworking individual known for her passion for embracing new challenges in her professional environment. She has been serving as the CEO of Desh General Insurance Co. since 2021. Prior to this role, she was the Additional Managing Director at Prime Insurance from 2011 to 2014, and subsequently became the CEO of the same from March 10, 2014, to June 2019.

Professional Contributions

- **Significant Impact:** Ms. Khanam has been playing a vital role in both the growth of the company and the advancement of the non-life insurance sector in Bangladesh.
- **Leadership Qualities:** Her strong will, extensive knowledge, dependability, and sincerity have established her as a positive leader. Under her guidance, the company has achieved remarkable success.

Educational Background

- Degrees: She holds an MSS and BSS (Honors) in Economics from the University of Dhaka and has completed an ABIA from the Bangladesh Insurance Academy.
- Lifelong Learner: Ms. Khanam is passionate about reading and continuously acquiring knowledge in new fields.

Training and Experience

- International Training: She has participated in various training programs both domestically and internationally, including in the U.K., Singapore, Bahrain, Sri Lanka, Thailand and India to enhance her skills and better meet the expectations of employees, customers, and shareholders.
- Career Journey: Ms. Khanam began her career in the insurance industry as a Trainee Executive Officer in 1988 with Peoples Insurance Company Ltd. She boasts a successful 34-year career spanning Underwriting, Claims, and Reinsurance. She also love to go for for Marketing & she enjoyed a lot in the Marketing.

Additional Roles and Contributions

- Trainer: She serves as a trainer for the Bangladesh Insurance Association (BIA) and various private bank training institutes.
- Leadership in Organizations: In 2017, she became an Executive Member of the Executive Council of the Bangladesh Insurance Forum (BIF). Additionally, she was a regular program announcer on BTV from 1981 to 2012 before performing the holy Hajj.

Research and Product Development

- Market Research: Ms. Khanam conducts research to identify market needs and drives growth within the industry, continuously learning from the international insurance market.
- Innovative Products: She has pioneered several insurance products in Bangladesh, including Hajj & Omrah Insurance, Health Insurance, and the Bankers Blanket Bond policy, all approved by the Insurance Development and Regulatory Authority (IDRA).

International Recognition

- Trade Finance Specialist: She is recognized internationally as a trade finance specialist by the E-Business School of Ireland.
- Professional Recognition: Ms. Khanam has been featured in the International Who's Who of Professionals (USA) and the 2009-2010 editions of the Madison Who's Who Registry of Executives and Professionals.

Community Engagement

- Alumni Memberships: She is a life member of the Dhaka University Alumni Association and the Bangladesh Economic Association.
- Charity Work: Committed to charitable initiatives, Ms. Khanam is a member of the Bangladesh Overseas Ladies Organization (BOLO) in the U.K., which provides educational support to financially challenged but deserving students in Bangladesh.

Awards

Ms. Mohammadi Khanam has got a prestigious award from ICC Emerging Asia Insurance Award 2019 at Thailand for Woman Leaderships.

COMPOSITION OF BOARD & ITS COMMITTEES

C.4



BOARD OF DIRECTORS

Chairman

Mr. Md. Jashim Uddin

Vice Chairman

Mr. Mohammed Akbor Hossain

Directors

Ms. Rokeya Quader
Mr. Aminur Rahman
Mr. Murad Mohammed Taj
Engr. A.K.M. Ahsanul Haque
Mr. Amir Hossain Amu
Engr. Tarikul Alam Rahimi
Mr. Nihar Kumar Roy
Ms. Priti Kana Bose
Ms. Nauzat Begum
Mr. Tahrin Aman

Independent Directors

Mr. Syed Javed Iqbal
Mr. Md. Shamim Ahmed
Mr. Md. Waliuzzaman, FCA
(Applied, subject to the approval of BSEC)

BOARD SUB COMMITTEES

AUDIT COMMITTEE

Chairman

Mr. Syed Javed Iqbal
Independent Director

Member

Engr. A.K.M. Ahsanul Haque
Mr. Aminur Rahman
Mr. Nihar Kumar Roy
Mr. Md. Waliuzzaman, FCA (Independent Director)

NOMINATION AND REMUNERATION COMMITTEE (NRC)

Chairman

Mr. Md. Shamim Ahmed
Independent Director

Member

Mr. Mohammed Akbor Hossain
Mr. Aminur Rahman
Mr. Murad Mohammed Taj
Mr. Nihar Kumar Roy

INVESTMENT COMMITTEE

Chairman

Ms. Rokeya Quader

Member

Mr. Mohammed Akbor Hossain
Engr. A.K.M. Ahsanul Haque
Engr. Tarikul Alam Rahimi
Mr. Nihar Kumar Roy

RISK MANAGEMENT COMMITTEE

Chairman

Mr. Syed Javed Iqbal
Independent Director

Member

Mr. Mohammed Akbor Hossain
Mr. Aminur Rahman

POLICYHOLDER PROTECTION & COMPLIANCE COMMITTEE

Chairman

Mr. Aminur Rahman

Member

Mr. Mohammed Akbor Hossain
Ms. Rokeya Quader
Mr. Nihar Kumar Roy
Mr. Md. Shamim Ahmed (Independent Director)

DIRECTORS' REPORT

(FOR THE YEAR ENDED ON 31ST DECEMBER, 2023)

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Bismillahir Rahmanir Rahim

Dear Valued Shareholders, Assalamu Alaikum

On behalf of the Board of Directors, I am delighted to welcome you all to the 24th Annual General Meeting of the Desh General Insurance Company Limited and have the pleasure to place before you the Annual Directors' Report.

I have placed this Directors' Report, along with the Audited Financial Statements for the year ended on December 31, 2023 together with the Auditors' Report thereon, before you to be received, considered and adopted by you as per AGENDA-ONE (01) of this Annual Meeting of the General Body of the Company. The Report prepared in compliance with referrals stated below.

REFERRALS – as per laws of the land

In compliance with the provisions of Section 184 of the Companies Act 1994, including Condition no. 1(5) of the Corporate Governance Code 2018 (CG Code/the Code) issued by BSEC and IAS-1 referring to section 27 & 76 of Insurance Act, 2010 and Rule 12 (and the schedule there under) of the Bangladesh Securities and Exchange (BSEC) Rules 1987 along with other related sections, subsections, rules and regulations in this purpose pursued accordingly to prepare, approve and submit the Directors' Report before the respected shareholders of the company for their consideration and adoption as a norm of Corporate Democracy.

GLOBAL ECONOMY

The January 2023 World Economic Outlook Update projects that global growth will fall to 2.9 percent in 2023 but rise to 3.1 percent in 2024. The 2023 forecast is 0.2 percentage point higher than predicted in the October 2022 World Economic Outlook but below the historical average of 3.8 percent.

The baseline forecast is for global growth to slow from 3.5 percent in 2022 to 3.0 percent in 2023 and 2.9 percent in 2024, well below the historical (2000–19) average of 3.8 percent. Advanced economies are expected to slow from 2.6 percent in 2022 to 1.5 percent in 2023 and 1.4 percent in 2024 as policy tightening starts to bite. Emerging market and developing economies are projected to have a modest decline in growth from 4.1 percent in 2022 to 4.0 percent in both 2023 and 2024. Global inflation is forecast to decline steadily, from 8.7 percent in 2022 to 6.9 percent in 2023 and 5.8 percent in 2024, due to tighter monetary policy aided by lower international commodity prices. Core inflation is generally projected to decline more gradually, and inflation is not expected to return to target until 2025 in most cases.

BANGLADESH ECONOMY

Growth moderated in fiscal 2023 as monetary tightening in the advanced economies lowered external demand. Inflation rose significantly, and the current account deficit narrowed. Despite macroeconomic headwinds, GDP expansion is expected to accelerate gradually this year and next with resilient exports and the government committed to structural reform. Inflation will gradually moderate, while the current account turns into small surpluses. Reforms to enhance Bangladesh's competitiveness will be critical for the country's smooth graduation from least-developed country status.

High inflation hit private consumption, while public consumption expanded with higher expenditure on subsidies and current transfers. The high cost of production and difficulties in opening import letters of credit constrained the growth of private investment. Growth in public investment slowed as only 84.2% of the annual development program was implemented in FY2023, compared with 92.7% in FY2022. With a sharp decline in imports, net exports added to growth. (As per the report of ADB-2023)

INDUSTRY OUTLOOK AND DEVELOPMENT – *huge potentiality with untapped fields*

The Economy of Bangladesh has rapidly been shifting from agricultural to the services sector. The role so played by the service sector is burgeoning as well. Insurance is one of the ingredients of the financial services industry that has a lot to play if it is promoted properly. So, the Bangladesh insurance market is in an upward trend despite the low penetration rate.

Geographically Bangladesh is located in South Asia where the insurance sector is emerging due to modest GDP growth rate and high density of population in the 'SAARC' region. In the last decade, the insurance sector of the South Asian market has been rapidly emerging. But, Bangladesh non-life insurance industry continues to operate as one of the smallest in the world.

Experts have been saying for a long time that Bangladesh is one of the most untapped insurance markets in terms of penetration rate. There is no reason why, in line with the country's impressive GDP growth, the insurance industry should also not grow by remedying its manifold problems and, most important, by tapping the hitherto untapped segments of the market.

Basically, insurance sector plays a critical role in financial and economic development of an economy. By reducing uncertainty and the impact of large losses, the sector can encourage new investments, innovation, and competition. Experts say, one of the indices for measuring the progress of any economy is the size and maturity of its insurance industry. Insurance industry acts as the absorber of the risk and uncertainty associated with economic activities, and its absence can significantly reduce the growth of economic activity. The insurance industry is perceived as the pillar of any country's risk management system since it guarantees many financial benefits and helps as an essential factor in the financial intermediation chain offering an organized spring of enduring capital for infrastructural developments. Thus, if Bangladesh wants to be a true Developed Country with sustainability, she needs to boost her insurance industry and increase the penetration rate of the same.

MARKET SUMMARY – *government policy is needed to gain public confident*

Our non-life insurance market continues to be extremely overcrowded when compared with developing countries including our neighbors. Currently, there are 81 insurance companies - 35 life and 46 non-life - in the insurance sector of Bangladesh. Of them, 58 (as on August 21, 2024) companies are listed on the stock exchanges. The situation has obviously given rise to intense and unhealthy competition among the existing players. At the same time, with deteriorating standards of clients' services, public trust in insurance continues to diminish. Much needs to be done to remedy the situation.

In Non-life Insurance sector, the provisional premium income in 2023 was Tk. 42603 million where in 2022, it earned Tk. 41296 million.

RISK AND CONCERN – *ensure proper management of business risks*

Non-life Insurance business involves the assumption of risks of many types -Physical as well as moral risks. Physical risks are identified as those caused by natural catastrophes, accidental losses and man-made disasters. The key to proper management of insurance business risks to ensure proper management of insurance business risks is to ensure proper selection of risks as well as of the client through a vetting process known as underwriting. Non-life insurance business also closely follows the country's economic development and any slowdown in the economic activities also has an adverse impact on the insurance industry's growth. DGIC, being aware of these business risks practices, does several activities to protect its interests; discussed in Management Discussion and Analysis Chapter of this report.

PRODUCTS AND SERVICES – *diversified product line*

The products and services of the Company are shown in a separate Chapter.

FINANCIAL STATEMENTS – *present fairly its state of affairs*

The financial statements prepared by the management of the company present fairly its state of affairs, the result of its operations, cash flows and changes in equity. Audited Financial Statements are shown in a separate Chapter of the report.

BOOKS OF ACCOUNT – *maintaining Proper Books*

The financial statements prepared by the management of the company maintained proper Books of Accounts. The directors oversee whether adequate accounting records are being maintained with vouchers relevant to any entry in good order. The books of accounts are kept at the registered office of the Desh General Insurance Company Limited.

ACCOUNTING POLICY – *appropriate policies*

In preparation of financial statements appropriate accounting policies have been consistently applied and the accounting estimates are based on reasonable and prudent judgments by the management of the company. The directors supervise for designing, implementing and maintaining internal control relevant to the preparation and fair presentation of these Financial Statements that are free from material misstatement, whether due to fraud and error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

IAS AND IFRS – *followed accordingly; shown in NOTE-5.00 of the Audited Accounts*

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

COST OF GOODS SOLD; GROSS PROFIT MARGIN & NET PROFIT MARGIN:

Desh General Insurance Company Limited is not a manufacturing company. It is a Non-Banking Financial institution dealing with non-life insurance in Bangladesh. Cost of Goods Sold, Gross Profit Margin & Net Profit Margin is not considered to prepare a Financial Statement. Therefore, comparative analysis of financial performance is elaborately discussed in the presentation on Financial Highlights on a separate page in this Annual Report.

EXTRA ORDINARY ACTIVITIES AND THEIR IMPLICATIONS:

Insurance sector in Bangladesh is contributing to the growth and development process of the business and property by protecting all varieties of assets from all types of hazards. However, the size of the insurance industry in Bangladesh is small but over-institutionalized. The activities of Desh General Insurance Company Limited have had steady growth from the beginning and are trying to achieve extraordinary activities by planning the future products. Only by achieving competitiveness, this sector can contribute more to the development of the economy of the country. In spite of all constraints both at macro and micro environment, good growth rate and tremendous growth potential reconfirm the brightest prospects of the insurance sector in Bangladesh.

FIVE YEARS FINANCIAL ANALYSIS – *comparative positive growth*

Comparative analysis of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof have been given in the interpretation of the annual accounts chapter for the better understanding of the shareholders. In view with above preceding

five years key operating, financial summarized data and graphical representation are also shown in the contents under "Key Financial Indicators" and "Graphical Representation" in this Annual Report. Some are given below in the title of 'Profit Analysis'.

PROFIT ANALYSIS – positive growth of NPBT/NPAT

The Underwriting Profit of the company stood at Tk. 86,945,623 for the year 2023. In 2022 Underwriting Profit was Tk. 77,781,261. The summary of the financial statement shows the financial condition of the company;

(Tk. in Million)

Particulars/Year	2023	2022	2021	2020	2019
Gross Premium Income	433.39	429.05	344.23	304.20	308.19
Net Premium Income	259.30	293.34	193.27	200.17	167.95
Underwriting Profit	86.94	77.78	83.45	77.06	65.93
Investment Income	25.47	16.78	22.96	18.40	18.37
Profit after Tax	41.53	41.47	46.56	36.22	32.58
Deposit Premium	5.51	3.12	2.92	3.87	2.73
Total Reserves	103.79	117.83	77.85	80.80	72.87
Total Assets	973.35	990.18	894.88	705.75	693.74
Total Liabilities	497.54	535.91	442.09	419.53	414.94
Share Holders Equity	475.80	454.26	452.79	286.22	278.80
Earnings Per Share	1.04	1.04	1.24	1.51	1.36
Fixed Assets	102.96	111.53	117.55	126.70	131.84

PRODUCT WISE BUSINESS PERFORMANCE – positive

During the year, 2023 Desh General Insurance Company Limited earned a total Gross Premium of Tk. 433.39 million in the different segments, which was 429.05 in 2022. The Segment-wise Operational performance reports for the year 2023 are shown in the Audited Financial Statements in a separate chapter.

RELATED PARTY TRANSACTIONS –

arising in normal course of business; disclosed as part of ethical business policy

The Company, in the normal course of business, carried out a number of transactions with other entities that fall within the definition of related party contained in IAS 24 "Related Party Disclosures". Under the condition No. 1.5(vi) of the CG Code of the BSEC basis for the related party transactions, a statement of all related party transactions should be disclosed in the annual report. In this connection, details of transactions with related parties and balances of them as on December 31st, 2023 referred to in the 'details of related parties and transactions with related parties are disclosed in **Note-38** to the Accounts forming part of the financial statements. The statutory auditor have checked the transaction and found that all transactions involving related parties arising in normal course of business are conducted on an arm's length basis at commercial rates on the same terms and conditions as applicable to the third parties.

THE IPO PROCEEDS – fully utilized

The Company's IPO was made in 2021. The IPO fund is fully utilized. No further raises through public issues, right issues and or any other instruments were proceeds during the year.

FINANCIAL RESULTS DETERIORATED – not any

Not any other indicators of financial results deteriorated after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing etc.

VARIANCE OF FINANCIAL PERFORMANCES – no significant deviation

Desh General Insurance Company Limited disclosed quarterly financial performances for the year-2023. There were some variances in the financial results from quarter to quarter. But they are not very significant ones. There is NO significant variance between Quarterly Financial performances and Annual Financial Statements.

COMPARE WITH LAST YEAR'S OPERATING RESULT – positive growth

There were some variances in the financial results from last year. But they are not very significant ones. Besides, a Management's Discussion and Analysis signed by the CEO presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on the last year's success of the Company is shown in a separate Chapter.

EARNINGS PER SHARE (EPS) – increasing

Net profit after tax of the company stands at Tk 41.53 million and Earnings per share after tax stands at Tk. 1.04 during the year 2023.

DIVIDEND – 5 % Cash Dividend is recommended

The Company has been paying a prestigious dividend consistently since the inception to fulfill the shareholders interest. The Board of Directors in its 151th Board Meeting held on 29-05-2024 recommended 5 (Five) % cash dividend to the all public shareholders except Sponsors & Directors from available profit of the year 2023.

Dividend Distribution Policy: As per the instruction of the Board of Directors of the company, the management is following a policy regarding dividends to be paid to the shareholders in a manner that shall be in line with and inconsistent with the actual income as well as the practices of the insurance industry. The 'Dividend Distribution Policy' approved by the board is shown as a separate chapter in this Annual Report.

Disclosure on Dividend Distribution: Desh General Insurance Company pays off the dividend to the entitled shareholders within 30 (thirty) days of declaration or approval and submits a compliance report to the Exchanges as well as to the Commission in respect of dividend payment within 7 (seven) working days as per laws.

Interim Dividend: For your kind information, we also would like to remind you that '**NO**' bonus share or stock dividend has been declared by the Board as interim dividend for the year.

Disclosure on Unclaimed I Undistributed Dividend: Desh General Insurance Company Limited (DGIC) is listed on March 29, 2021. After being listed with the exchanges, the Company declared Dividends for its shareholders for the year 2020, 2021 and 2022 respectively. Subsequently, the Company distributed the said Dividend among the shareholders (as per record dates). Year wise the unclaimed / undistributed dividend of the company is given in the following table:

Dividend in Taka

YEAR	TOTAL DIVIDEND	UNCLAIMED / UNDISTRIBUTED
2020	400,00,000	5,27,255/- (Five Lakh Twenty Seven Thousand Two Hundred and Fifty Five)
2021	400,00,000	2,06,678/- (Two Lakh Six Thousand Six Hundred and Seventy Eight)
2022	200,00,000	5,92,515/- Five Lakh Ninety Two Thousand Five Hundred Fifteen only

The list of shareholders who did not claim for their Dividends is disclosed on the website of the Company, which we could not distribute due to their incomplete information at their respective BO Accounts. As per BSEC notification, a Company must send their unclaimed / undistributed dividends older than three (3) years to BSEC.

THE PATTERN OF SHAREHOLDING – ownership percentage disclosed

A report on the pattern of shareholding disclosing the aggregate number of shares along with name-wise details as on 31 December 2023 is stated in a separate page of this Annual Report.

BOARD OF DIRECTORS –

There are 15 (Fifteen) Directors on the Board of the company. Mr. Md. Jashim Uddin is the Chairman and Mr. Mohammed Akbor Hossain is the Vice- Chairman of the Board of Directors of the Company.

Appointment of Directors:

Resume of Appointing Directors: As per BSEC Notification NO. BSEC/ CMRRCD/ 2009-193/ 3/Admin/104, dated 05 February 2020 and Corporate Governance Code-2018 Condition No 1(5) xxiv (a), we have also made a disclosure to the Directors Profile at the beginning of this Annual Report in case of appointment or re-appointment of any member of the Board of Directors, about their primary employment and other engagement including directorship in other companies and their expertise fields in the resume of such member of the Board of Directors. The same is also disclosed on the website of the Company.

Retirement and Re-election of Directors: (AGENDA- THREE (03) of this AGM)

Directors run the Company elected by the shareholders as part of Corporate Democracy. As per the Companies Act, 1994, each year one-third of the Directors (except Independent Director) retire from office at the Annual General Meeting (AGM) and if eligible, may offer themselves for re-election by shareholders at the Annual General Meeting. In line with the requirement of the Company Act, 1994, the following Directors will retire at the 24th AGM on a seniority basis:

Group A

SL.No.	Directors
1	Mr. Murad Mohammed Taj
2	Mr. Tahrin Aman
3	Engr. A.K.M. Ahsanul Haque

Group B

SL.No.	Directors
1	Mr. Nihar Kumar Roy

They are also eligible for re-election for their next term. They express their Interest for the re-election and re-appointment.

Election of Directors by Public Subscribers: With a view to informing all public subscribers, we have arranged to publish notification in 2 (two) national dailies for election from public shareholders at this AGM pursuant to the Articles of Association of the Company and The Insurance Rules, 1958, rules 15(B)(3)]. The Notice was published in the Daily Business Post & Daily Banik Barta on July 15, 2024. However, no Public Subscribers applied since no one met the primary requirement for the position. Hence none is eligible for election as Public Shareholder Director in this AGM.

Board Meetings and attendance: During the year, the Board of Directors Meeting and the attendance records are shown in the chart below:

Name	Number of meetings held in 2023	Number of meetings held in 2022
Board of Directors Meeting	6	6
Executive Committee	2	2
Audit Committee	3	4
Nomination and Remuneration Committee	2	1
Claims Committee	3	4
Total	16	17

Attendance by each Director: Six (06) Board of Directors meetings were held in 2023.

Sl.	Name	BoD Meeting	
		Held	Attended
1	Mr. Md. Jashim Uddin	6	6
2	Mr. Mohammed Akbor Hossain	6	5
3	Mr. Amir Hossain Amu*	6	1
4	Ms. Rokeya Quader	6	5
5	Mr. Aminur Rahman	6	6
6	Mr. Murad Mohammed Taj	6	5
7	Engr. A.K.M. Ahsanul Haque	6	5
8	Engr. Tarikul Alam Rahimi	6	4
9	Mr. Nihar Kumar Roy	6	6
10	Ms. Priti Kana Bose	6	5
11	Ms. Nauzat Begum	6	4
12	Mr. Tahrin Aman	6	4
13	Mr. Md. Kamal Uddin FCA (Retired, Independent Director)	6	4
14	Mr. Shahedul Islam (Retired, Independent Director)	6	2
15	Mr. Syed Javed Iqbal	6	6

Three (03) Audit Committee meetings, two (02) NRC meeting, two (02) EC meetings and three (03) Claim Committee meetings were held in 2023

Directors' Remuneration – as prescribed by laws of the land and NRC Policy

As per 1DRA Reference letter No. 53.03.0000.009.18.014.18.123, dated 31 May 2018, directors are eligible for maximum remuneration of BDT 8,000 for attending each meeting. The Directors including Independent Directors, all being Non-Executive Directors, are given only Meeting Attendance Fee of BDT 6,400 (BDT Six thousand and Four Hundred only) excluding VAT and AIT per head per Meeting of the Board and Committees. During the year 2023, a total amount of BDT 8,64,000 was given to the Directors as Remuneration for attending meetings.

Loan or Advance to Directors: In the year 2023, DGIC has not made any loans or advances or any debit balances (including guarantee or security in connection with a loan) to any other Directors of the company and transactions with Associate/ Sister Concern of DGIC under the head of Current Account with refer to the Commission's Notification no. SEC/ CMMRRCD/ 2006-159/Admin/ 02-10 Dated, 10 September 2006.

MANAGEMENT DISCUSSION AND ANALYSIS – shown in separate chapter

Management's Discussion and Analysis presents a detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on required topics suggested by the CGC-2018 condition no 1(5)(xxv) of the Code are depicted in a separate chapter signed by the CEO of the Company.

REINSURANCE MANAGEMENT – comprehensive reinsurance arrangements

Reinsurance department is the key and the most important department in any general insurance company. Reinsurance arrangements with professionally structured dependable and financially sound reinsurers are absolutely essential. The role and strong support of reinsurers for the company is vital. Reinsurance department is to ensure that first class reinsurance arrangements at minimum costs are available both locally and abroad to the Company. Professional support and comprehensive reinsurance arrangements reduce the risks of an insurance company in respect of claims incurred or expected to be incurred. DGIC has always been successful to have support of world known financially and professionally supported first class and excellent reinsurers in the past as well as in the current financial year.

CAPITAL MANAGEMENT – capital-efficient structure and desired capital ratios

The Company has a policy to maintain a strong capital position and provide the flexibility necessary to take advantage of growth opportunities to support the risk associated with its businesses and to optimize shareholder return. The Company's capital base is structured to meet regulatory capital targets and maintain strong credit ratings while maintaining a capital-efficient structure and desired capital ratios.

Authorized Capital- Tk.100 Crore (divided into 100000000 shares of Tk.10 each). Paid-up Capital-Tk.40 Crore (divided into 40,00,000 shares of Tk.10 each.)

Adequacy of Capital Structure is depicted below:

SHARE CAPITAL AND RESERVES	2023	2022	2021
Authorized Share Capital	1,000,000,000	1,000,000,000	1,000,000,000
Issued, Subscribed and Paid-Up Capital	400,000,000	400,000,000	400,000,000
Reserves	103,792,740	117,838,433	77,856,830
Total Equity	475,801,828	454,267,946	452,793,751
Cash and Bank	18,849,315	29,960,363	34,386,062

LIQUIDITY MANAGEMENT – retain sufficient liquidity as per liquidity policies

Our core liquidity policy is to retain sufficient liquidity in the form of unencumbered liquid assets and cash to meet potential funding requirements arising from a range of possible stress events. To manage the risks, we have a range of liquidity policies and measures in place.

RESERVE FUND – to protect the risk factors as per laws of the land

To protect the risk factors of the company it is very essential to have a good amount of reserve fund for the Company. The Insurance Act and Income tax ordinance also recommended to build up the reserve fund for the company accordingly the company separated reserve funds to protect the risk of the Company.

SOLVENCY MARGIN – maintained as per Sec. 43 Of Insurance Act-2010

Under section 43 of Insurance Act 2010 we have maintained the required solvency margin. Both short-term and long-term solvency of the company has reached such a level that is needed for meeting the requirement of the Insurance Act 2010 as well as for getting the satisfaction of the financial analysts and the rating agencies.

SHAREHOLDERS VALUE – committed for higher shareholders' value

DGIC remains fully committed to the delivery of higher shareholders' value. The higher profitability underpins the value of the shareholders derived from investing in the shares of DGIC. The total number of shareholders of the company as of 31 December 2022 was 5,943.

CREDIT RATING – “Stable Outlook” which entails “High Claims Paying Ability,”

Desh General Insurance Company Limited has been taking the Credit Rating from a renowned Agency, **Alpha Credit Rating Ltd (ACRL)** with prior consent and approval of the company's Board of Directors. The Board of Directors believes that Credit Rating can bring transparency; confirm the compliance of rules and regulations of both the Company and Regulatory Authorities; protect the Company and can open the door for achieving excellence. As per the Audited Financial Statement of 2023 and basis on the previous data, strength and performance, we achieved Double A plus (**AA+**) with “Stable Outlook” which entails “High Claims Paying Ability,” protection factors are good and there is an expectation of variability in risk over time due to economic and underwriting conditions. A certificate in this regard is shown at this Annual Report.

CORPORATE GOVERNANCE – sound governance framework and policy

The Board of Directors of the Company firmly believes that practice of Good Corporate Governance and transparency is a 'sine qua non or condicio sine qua non' for ensuring a disciplined and a sustainable company as well as economy of the Country. Thus, there is a full-fledged Commitment of the Board, towards incorporating Corporate Governance and Transparency in all spheres of operations and management of the Company.

The corporate governance[^] framework of the Company is based on an effective independent Board. This includes, among others, not being limited to accountability, disclosures, transparency justice and uprightness. We

stand for all these virtues of good governance and expect the same from our competitors, customers, patrons, and regulators. The Company has complied with all the requirements of Corporate Governance as required by the Bangladesh Securities and Exchange Commission (BSEC) and Insurance Development & Regulatory Authority (IDRA). Pursuant to the Corporate Governance Code (the Code) of BSEC & IDRA; we attach two compliance status with reports of the Company along with certificates also, on compliance with the conditions, from a practicing Chartered Secretary has also been presented on a page in this annual report.

AUDIT COMMITTEE REPORT – *effective Internal Control Framework*

Pursuant to the clause of Corporate Governance Code of BSEC, dated June 03, 2018 and Corporate Governance Guidelines 2023 of IDRA, the activities of the Audit Committee, including reports have been shown in a separate chapter of this Annual Report.

NRC REPORT – *sound NRC Policy guiding service rules of the Company*

Pursuant to the clause of Corporate Governance Code of BSEC, dated June 03, 2018 and Corporate Governance Guidelines 2023 of IDRA, the activities of the NRC, NRC Policy and Performance Evaluation Criteria thereof have been shown in separate chapters of this Annual Report.

REDRESSED OF MINORITY – *equitable treatment for all shareholders*

We would like to assure you all 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.

We confirm that 'No' situation arose with minority shareholders since they were protected from abusive actions by, or in the interest of controlling shareholders acting either directly or indirectly and with no effective means of redress.

EFFECTIVE INTERNAL CONTROL – *reviews overall business strategies*

We would further like to ratify that the system of internal control is sound in design and has been effectively implemented and monitored. An effective internal control system also requires that an appropriate control structure is set up with control activities defined at every business level. The Board of directors has the responsibility for approving the review of overall business strategies and significant policies of the internal control system.

EXTERNAL/STATUTORY AUDITORS –

M/s. **MABS & J Partners, Chartered Accountants** was appointed as the external Auditor in the 23rd AGM held on 28-08-2023 for auditing the Accounts of the year 2023.

Disclosure of the Statutory Auditors' Engagements: *disclosed as per CGC, Clause-7*

M/s. **MABS & J Partners, Chartered Accountants** the external auditors of the Company was not engaged with any other services of the Company, other than auditing the Financial Statements of the Company for the year 2023.

Statutory Auditors' Report:

There is 'NO' qualification, reservation, adverse remark or disclaimer passed by the statutory auditors for the year ended 31 December 2023.

Appointment of Statutory Auditors: *(AGENDA- FIVE (5) of this AGM)*

M/s. MABS & J Partners, Chartered Accountants are recommended by the Board to be appointed for auditing the Accounts of the Company for the year 2024. Therefore, under section 210 of the Companies Act 1994, the matter is presented in this Annual General Meeting to consider the appointment of Auditors and fix their remuneration.

COMPLIANCE AUDITORS –

M/s. Uttam & Associates, Chartered Secretaries & Consultant was appointed as Compliance Auditor of BSEC in the 23rd AGM of the Company held on 28-08-2023 for certification on compliance on Corporate Governance Code applicable in Bangladesh for the year 2023. M/s. Uttam & Associates, Chartered Secretaries & Consultant was also appointed as Compliance Auditor of IDRA by the Board of Directors in its 152nd Board Meeting held on August 21, 2024 for certification on compliance on Corporate Governance Guidelines of IDRA for the year 2023.

Compliance Auditors' Report: There is no adverse remark or disclaimer passed by the Compliance auditors for the year ended 31 December 2023. The Compliance Auditors' remarks the Corporate Governance Compliance of the Company as the satisfactory one.

Appointment of Compliance Auditors: (AGENDA- SIX & SEVEN (06 & 07) of this AGM)

M/s. Uttam & Associates, Chartered Secretaries is recommended by the Board for certification on compliance on Corporate Governance Code-2018 of BSEC and Corporate Governance Guidelines 2023 of IDRA applicable in Bangladesh for the year 2024.

GOING CONCERN – the Company has adequate resources to continue

The Board of Directors has reviewed the Company's business plan and is satisfied that the Company has adequate resources to continue its operations in the foreseeable future. Accordingly, the Financial Statements are prepared based on the basis of going concern concept. Thus, there is no significant doubt upon the company's ability to continue as a going concern. During the year 2023, no significant and material orders were passed by the regulators, courts or tribunals, that impacted the going concern status of the Company, or which can potentially impact the Company's future operations.

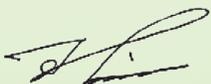
Financial statements are generally prepared under the assumption that the business will remain a "going concern", that is, it is expected to continue to generate a positive return on its assets and meet its obligations in the ordinary course of business. It is the responsibility of the management of a company to determine whether the going concern assumption is appropriate in the preparation of financial statements. Desh General Insurance Company Ltd. is running well above the level of different parameters set by the respective guidelines of IDRA except for a few ratios.

ACKNOWLEDGEMENT – thanks to all stakeholders

The Board of Directors of Desh General Insurance Company limited likes to express gratitude to honorable shareholders, and valued business partners for their patronage and support.

The Board also would like to express its sincere thanks and profound appreciation for the immense support and cooperation it received from the office of the Chairman, Insurance Development & Regulatory Authority (IDRA), and all concerned Government Offices including the Ministry of Finance, Ministry of Commerce, Sadharan Bima Corporation, Bangladesh Bank, all Nationalized Bank, Commercial Bank and Financial Institutions, Registrar of Joint Stock Companies & Firms (RJSC), Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange PLC (DSE), Chittagong Stock Exchange PLC (CSE), Central Depository Bangladesh Limited (CDBL), National Board of Revenue (NBR), Bangladesh Insurance Association, and Bangladesh Association of Publicly Listed Companies (BAPLC). The Board Members also pleased to put on record their appreciation for the commitment and dedication extended by the management of the Company.

On behalf of the Board of Directors



Md. Jashim Uddin
Chairman

MANAGEMENT DISCUSSION & ANALYSIS

C.6



DEAR FELLOW SHAREHOLDERS,

Assalamu Alaikum,

It is a statutory requirement to apprise you about the business performance of the company with a brief discussion and analysis of financial statements.

As per condition No. 1(5)(xxv) of Corporate Governance Code dated 03 June, 2018 the Management Discussion and Analysis is being presented before you along with the company's position and operations together with a brief discussion of changes in the financial statements.

ACCOUNTING POLICIES AND ESTIMATIONS

As is applicable, we adhere to the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as adopted by the Institute of Chartered Accountants of Bangladesh. The following IASs and IFRSs are applicable for the financial statements for the year under review:

- IAS - 01 Presentation of Financial Statements
- IAS - 07 Statements of Cash Flows
- IAS - 10 Events after the Reporting Period.
- IAS - 12 Income Taxes
- IAS - 16 Properties, Plant & Equipment
- IAS - 24 Related Party Disclosures
- IAS - 32 Financial Instruments: Presentation
- IAS - 33 Earnings per Share
- IAS - 37 Provisions, Contingent Liabilities and Contingent Assets
- IFRS - 04 Insurance Contracts

This is also explained in Note No-5.00 of the Audited Financial Statements of the company disclosed in this Annual Report. There are no changes in accounting policies and estimation, during the preparation of the financial statement for the year ended on December 31, 2023.

COMPARATIVE ANALYSIS OF FINANCIAL PERFORMANCE

Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining a reason thereof is depicted below:

The Underwriting Profit of the company stood at Tk. 86,945,623 for the year 2023. In 2022 Underwriting Profit was Tk. 77,781,261. The following summary of the financial statement shows the financial condition of the company.

Analysis of performance: The Company maintained positive performance in a good ratio in relation to turnover and profitability in the preceding five years.

(Tk. in Million)

Particulars/Year	2023	2022	2021	2020	2019
Gross Premium Income	433.39	429.05	344.23	304.20	308.19
Net Premium Income	259.30	293.34	193.27	200.17	167.95
Underwriting Profit	86.94	77.78	83.45	77.06	65.93
Investment Income	25.47	16.78	22.96	18.40	18.37
Profit after Tax	41.53	41.47	46.56	36.22	32.58
Deposit Premium	5.51	3.12	2.92	3.87	2.73
Total Reserves	103.79	117.83	77.85	80.80	72.87
Total Assets	973.35	990.18	894.88	705.75	693.74
Total Liabilities	497.54	535.91	442.09	419.53	414.94
Share Holders Equity	475.80	454.26	452.79	286.22	278.80
Earnings Per Share	1.04	1.04	1.24	1.51	1.36
Fixed Assets	102.96	111.53	117.55	126.70	131.84

PERFORMANCE OF THE COMPANY

Insurance becomes an essential part of every economic system. In Bangladesh, the insurance industry plays an important role in economic progress. Our non-life insurance market continues to be extremely overcrowded compared with developing countries including our neighbors. Currently, there are 81 insurance companies - 35 life and 46 non-life — in the insurance sector of Bangladesh. Of them, 57 companies are listed on the stock exchanges. Desh General Insurance Company Limited is one of the listed companies.

During the year 2023 the Company earned a Gross premium of Tk. 433,399,927 in comparison to Tk. 429,058,247 of the immediate preceding year.

INSURANCE INDUSTRY & ECONOMY

Insurance and Financial sectors are going hand in hand all across the globe these days because they have a very close link to each other. They both depend on each other for growth. Because of this reason, the insurance sectors are now playing a vital role in economic growth. Studies showed that there is a remarkable turn of

events for Insurance companies as they are growing day by day across the globe. It is noticed that the Insurance Industry is starting to play a vital role in the finance sectors across the globe.

Researchers found a relationship between insurance and GDP across the globe. They found the long and short-term relationship between these two. Some researchers found that in long term relation, GDP can rise by 0.06 times by just a one percent increment in the Real-life premium. As per PWC 1% increase in Insurance can increase 2 % of GDP by reducing uninsured losses at 13% and reduction in taxpayer contribution following a disaster by 22%.

The insurance sector of Bangladesh, one of the key financial sub-sectors, is not contributing much to the country's GDP compared to that of other countries. In the world, the average contribution to GDP by the insurance sector is 8.0 percent whereas it is merely 0.40 per cent in our country. Government has a vision to turn Bangladesh into a developed country by 2041. For this, insurance companies need to be prepared. The contribution of insurance to the GDP needs to be raised to a large extent.

Geographically Bangladesh is located in South Asia where the insurance sector is emerging due to modest GDP growth rate and high density of population in the 'SAARC' region. In the last decade, the insurance sector of the South Asian market has been rapidly emerging, particularly in Sri Lanka, India, Pakistan and Nepal. Bangladesh insurance market is in an upward trend despite the low penetration rate. It has potential for growth and advancement as opined by the insurance expert from home and abroad. The insurance sector in other countries, including those in the sub-continent, has considerably higher market penetration with a much wider range of products than in Bangladesh.

Most of the listed non-life insurance companies in Bangladesh posted lower profits in 2023 largely due to a decrease in premium incomes from their marine insurance segment as the country moved to curb imports and less interest rate of FDR. A sharp fall in third-party insurance and lower earnings from the stock market investments was also responsible for the fall in profits. The marine insurance business fell in recent months due to the lower LC opening.

RISK AND RISK MANAGEMENT PLAN OF THE COMPANY

Risk is an integral part of every business. Desh general Insurance Company Limited uses Risk Management as a strategic tool to protect itself from various potential and existing risks pertaining to all the stakeholders in its business operations. Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plans of the company are furnished below. The risk landscape of the Company encompasses risk arising from Non- Insurance Business is provided in following risk areas, including but not limited to:

- | | |
|----------------------------|---------------------------|
| 1. Strategic Risk | 11. Liquidity Risk |
| 2. Operational Risk | 12. Interest Rate Risk |
| 3. Business Risk | 13. Market Risk |
| 4. Underwriting Risks | 14. Equity Risk |
| 5. Reinsurance Risks | 15. Inflation Risk |
| 6. Claims Risk | 16. Foreign Exchange Risk |
| 7. Credit Risk | 17. Human Resources Risk |
| 8. Management Expense Risk | 18. Reputation Risk |
| 9. IT Security Risk | 19. Regulatory Risk |
| 10. Investment Risks | |

The company uses Risk Management as a strategic tool to protect itself from various potential and existing risks pertaining to all the stakeholders in its business operations, while it plans for its projected growth. For each risk Desh general Insurance Company Ltd. has its own risk mitigation strategies, what makes the Company one of the top companies in the Country in terms of claim payment ratio.

Risk	Mitigation Strategies
Strategic Risk	<ul style="list-style-type: none"> Strategies and operating performance are assessed regularly by the Board Operating, financial and strategic business information is reviewed. Product wise strategies and key initiatives are considered. Once the strategy is set, it is implemented throughout the year.
Operational Risk	<ul style="list-style-type: none"> Credit, market and liquidity risk are considered while operational strategies are set DGIC aims to create and sustain shareholder value to execute its business strategies. DGIC maintains a formal enterprise-wide operational risk management framework that emphasizes a strong risk management. For this DGIC also maintains Regulatory Capital as per section 21, 23 and 24 of Insurance Act-2010 along with Solvency Margin rules and notifications.
Business Risk	<ul style="list-style-type: none"> DGIC maintains a number of policies and practices to manage insurance risk. Sound product design is considered as an essential element. Reinsurance protection is purchased to further reduce exposure to fluctuations in claims, notably the exposure to natural catastrophes in the property and casualty insurance business. The Company also manages risk through effective underwriting and claim adjudication practices, ongoing monitoring of experience, and stress-testing scenario analysis.
Under-writing Risks	<ul style="list-style-type: none"> DGIC Carries out risk surveys and portfolio reviews. The underwriting function is centralized and operates from the Head Office. Frequent audits and verifications are carried out. Carrying out underwriting as per the guidelines set by IDRA and the reinsurers' advice. Sometimes, a 'Customer Need Analysis' Form is used to identify customer requirements and sell the most appropriate policy. Frequent expense studies and product profitability studies are carried out.
Re-insurance Risk	<ul style="list-style-type: none"> The outstanding Reinsurance receivables are reviewed frequently. A very close and professional relationship is maintained with all reinsurers. A specific portion of premium is reinsured with Sadharan Bima Corporation (SBC) as well as some renowned foreign reinsurers. To reinsure with foreign reinsurers, only reinsurers with 'A' or above ratings are used as reinsurers and a globally trusted and stable portfolio of reinsurance companies which are rated highly by Standard & Poor's. Changes to the ratings of reinsurance companies are continuously monitored.
Claim Risk	<ul style="list-style-type: none"> Number of accidents reported from insurance policies issued by the Company is monitored on a daily basis to identify any adverse developments at the early stage. Claims frequency and average claims size have been set as main criteria when determining the price. The pricing grid prepared captures the geographical area of the vehicle insured and the type of vehicle to ensure higher prices are charged for vehicles insured from high risk areas and for high risk vehicle types. Claims are reserved at a minimum time at the intimation or on the availability of information on loss of an insured. Service standards have been set on the time taken to process claims and these are monitored by the Management as well as by the Committee for this purpose. Closed file reviews are carried out periodically to identify any control lapses.
Credit Risk	<ul style="list-style-type: none"> All other receivables, including reinsurance receivables are reviewed on a monthly basis and recoveries made on time. Any investments in any other entity are carried out only with the explicit approval of the Investment Committee.

Management Cost Risks	<p>Management Cost of a Non-life Insurance Company is determined by the Insurance Rules-1958 (Section-39), along with section 62-63, Insurance Act-2010. The allowed cost does not match with the present cost structure of the Company. So the real management cost is higher than the recognized one by the National Board of Revenue (NBR). As a result DGIC has to pay tax on its expenses. This compels the company to pay more tax that reduces its profit</p> <p>This risk can only be minimized if the Government enact rules and regulations regarding this issue.</p> <ul style="list-style-type: none"> ● For this what the Company can do is only to stake strategies to increase Premium Income. ● Raises voice in various forums , meetings and seminars of NBR , BIA , IDRA etc
IT Security Risk	<p>DGIC maintains its Domain Controller (Domain Server) to manage domain users and deliver information and software services to other computers linked by the network. The Company also has Application Server, FTP Server, and Database Server, Stand by Server, Backup Server, and IP-PBX Phone Server. The IT department maintains-</p> <ul style="list-style-type: none"> ● All these servers are located in a secured server room. ● Proper security measures have been taken to ensure data security and data integrity. ● The sensitive information is kept in a restricted area in the networking environment. Unauthorized access and electronic tampering is controlled strictly. ● Security system of the network is under dual administrative control.
Investment Risk	<ul style="list-style-type: none"> ● A target asset allocation limits are set by the Board ● Adherence to target is reviewed periodically by the Board, the CEO, and the CFO with investment staff. ● A special focus is placed on reviewing exposures to Equity investments. ● Compliance with Investment Policy in the light of section 43 of the Insurance Act-2010 , IDRA rules and best practices ● They are reviewed by the Internal Audit and the Risk and Compliance Department on a monthly basis. ● Legal reserves are maintained for unexpired risks.
Liquidity Risk	<ul style="list-style-type: none"> ● The Company follows the Asset and Liability Management guidelines set out in the Company Investment Policy which is reviewed by the Board regularly. DGIC's responses to manage this risk are: ● The company follows a policy of maintaining high liquid and near liquid resources. ● The maturity of its fixed deposits and other investments is matched as far as possible, with its outgoing commitments and obligations. ● Regular monitoring of its liquid resources is conducted by the Board.
MARKET RISK- Interest Rate Risk	<ul style="list-style-type: none"> ● Interest rate risk is managed within DGIC's asset vs. liability management process and controlled via interest rate sensitivity limits. ● The Company follows the Asset and Liability Management guidelines set out in the DGIC Investment Policy. The guidelines are reviewed by the Board and the respective committee regularly. ● Macro-economic indicators and their impact on the DGIC's Investment Portfolio are monitored closely by the Board, Management and the respective committee regularly. ● Necessary changes are made to the asset allocation and the maturity mix of investments on a periodic basis. ● Investments are classified into different categories as required by International Accounting Standards (IAS) considering both the intention and ability of the Company to hold such investments.

MARKET RISK - Equity Price Risk	<ul style="list-style-type: none"> ● Total exposure to equity investments is made strictly within the agreed target asset allocation and sectoral equity limits. In this regard Insurance Act and IDRA rules and Regulations are strictly followed as well. ● Equity investments are mostly made in fundamentally sound stocks which are identified after an in-depth research and evaluation process by the internal investment management team. ● Equity portfolios are reviewed quarterly by the Investment Committee on a quarterly basis. ● Impact from market movement is monitored on a daily basis and warnings sent to the CEO and CFO of high impact volatilities.
Inflation Risk	<ul style="list-style-type: none"> ● The risk of varies in inflation rates is, now, considered in DGIC's internal underwriting assessment model.
Foreign Exchange Risk	<ul style="list-style-type: none"> ● To deal with foreign partners, DGIC carefully monitors and controls the price verification and exchange rates to pay the reinsurance premium and claims recovery. It involves a procedure regarding foreign exchange risk identification measurement of foreign exchange and limits setting for risk control.
Human Resources Risk	<p>For Making Staff Turnover Ratio Low</p> <ul style="list-style-type: none"> ● Addressing Labor issues ● Accommodating flexible work arrangement ● Motivating employees with motivational tools. ● Counseling employees as and when they need counseling. ● Conduct exit interviews to reduce grievance in the Company ● Periodically carrying out induction programmes. ● Analysis on worker and staff turnover is reviewed by the Management and the Board. ● Employee surveys are carried out on a periodic basis. <p>For Retaining Key People in the Company</p> <ul style="list-style-type: none"> ● Remuneration packages are aimed to be in line with the industry to retain and attract qualified and talented staff. ● Salary surveys are conducted periodically to ensure competitive salaries are given to the staff ● Regular Management meetings are conducted to convey the key decisions taken at the top management level and to communicate what is happening in the Company to all members of the Management Team.
Reputational Risk	<ul style="list-style-type: none"> ● The Company's Reputational Risk Management Policy is approved by the respective committee of the Board. ● The Company also has defined and documented processes to approve new products and new business. These processes involve committees with representation from the businesses and control functions, and include consideration of all aspects of a new product, including reputational risk. ● The Branch-level committee is designated to review reputational risk issues and to identify issues to be brought to the Reputational Risk Committee of the Head Office.

Regulatory Risk	<ul style="list-style-type: none"> ● The Company Secretary(CS) works as the Chief Compliance Officer(CCO) and provides an annual compliance and governance report, the Report is published in the Annual Report as a separate chapter (F.1-REPORT ON COMPLIANCE & CORPORATE GOVERNANCE), to the Audit Committee of the Board stating the results of the annual process and setting out an opinion on the strength of the governance framework and regulatory risk management at the company. ● Communicating and advising on compliances by the Board and top management of the Company. ● Legal requirements and emerging compliance is analyzed by the Corporate Affairs Department. ● Reporting significant issues and findings to senior management and the Board. ● Management of the Company monitors and tests for adherence to certain regulatory and legal requirements, as well as the effectiveness of associated key internal controls. ● Legal requirements and emerging compliance is analyzed by Board Affairs Departments, in certain circumstances a calendar is also prepared in this regard. ● Liaising with regulators, as appropriate, regarding new or revised legislation, or regulatory guidance or regulatory examinations. ● Additionally, the Board Affairs Department assesses legislative requirements and associated key controls across the organization, using a risk-based approach. Where any gaps are identified, action plans are implemented and are tracked to completion. ● Finally, while it is not possible to completely eliminate legal risk, the Board Affairs Department, too, works closely with business units and other corporate areas to draft and negotiate legal agreements to manage those risks, to provide advice on the performance of legal obligations under agreements and applicable legislation, and to manage litigation to which the Company is a party.
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Future Plan

It is expected that with the valued suggestions of the Board of Directors, the Shareholders and relentless efforts and dedicated services of the employees, the Company will be able to upgrade the position in near future. Prudent and Judicious financial management combined with stringent austerity measures by all concerned is also warranted to improve the profitability and viability of the Company.

We also like to thank the members of the Board and Management Team for the commitment in expediting and implementing the Company strategy and unwavering support that enabled the Company emerge as a financially sound enterprise. We would like to recognize the dedicated and unflinching services of all the members of the company with deep appreciation.

Thanking you,

On behalf of the Management



Mohammodi Khanam
Chief Executive Officer

PRESENTATION ON FINANCIAL INDICATORS

D.

- D.1** 5-YEARS FINANCIAL HIGHLIGHTS
- D.2** FINANCIAL HIGHLIGHTS FOR THE YEAR OF 2023 (COMPARISON)
- D.3** GROSS PREMIUM INCOME GRAPHICAL HIGHLIGHTS
- D.4** NET PREMIUM INCOME-GRAPHICAL HIGHLIGHTS
- D.5** UNDERWRITING PROFIT-GRAPHICAL HIGHLIGHTS

- D.6** TOTAL ASSETS-GRAPHICAL HIGHLIGHTS
- D.7** SHAREHOLDERS' EQUITY-GRAPHICAL HIGHLIGHTS
- D.8** FIXED ASSETS-GRAPHICAL HIGHLIGHTS
- D.9** EARNINGS PER SHARE-GRAPHICAL HIGHLIGHTS



5-YEARS FINANCIAL HIGHLIGHTS

D.1

Particulars/Year	2023	2022	2021	2020	2019
Gross Premium Income	433.39	429.05	344.23	304.20	308.19
Net Premium Income	259.30	293.34	193.27	200.17	167.95
Underwriting Profit	86.94	77.78	83.45	77.06	65.93
Investment Income	25.47	16.78	22.96	18.40	18.37
Profit after Tax	41.53	41.47	46.56	36.22	32.58
Deposit Premium	5.51	3.12	2.92	3.87	2.73
Total Reserves	103.79	117.83	77.85	80.80	72.87
Total Assets	973.35	990.18	894.88	705.75	693.74
Total Liabilities	497.54	535.91	442.09	419.53	414.94
Share Holders Equity	475.80	454.26	452.79	286.22	278.80
Earnings Per Share	1.04	1.04	1.24	1.51	1.36
Fixed Assets	102.96	111.53	117.55	126.70	131.84



FINANCIAL HIGHLIGHTS

For The Year of 2023 (Comparison)

D.2

Gross Premium Income

2023	2022	2021	2020	2019
433.39	429.05	344.23	304.20	308.19

Net Premium Income

2023	2022	2021	2020	2019
259.30	293.34	193.27	200.17	167.95

Underwriting Profit

2023	2022	2021	2020	2019
86.94	77.78	83.45	77.06	65.93

Total Assets

2023	2022	2021	2020	2019
973.35	990.18	894.88	705.75	693.74

Shareholders' Equity

2023	2022	2021	2020	2019
475.80	454.26	452.79	286.22	278.80

Fixed Assets

2023	2022	2021	2020	2019
102.96	111.53	117.55	126.70	131.84

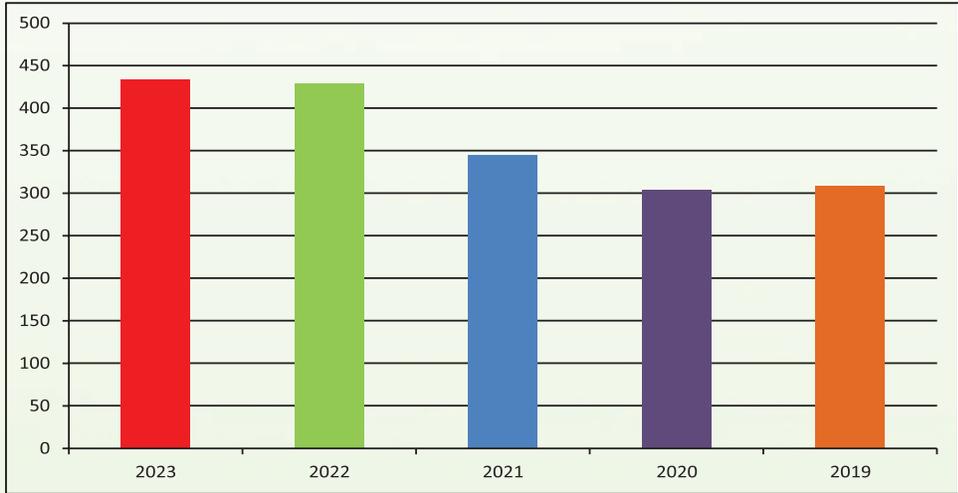
Earnings Per Share (EPS)

2023	2022	2021	2020	2019
1.04	1.04	1.24	1.51	1.36

GRAPHICAL HIGHLIGHTS

Gross Premium Income

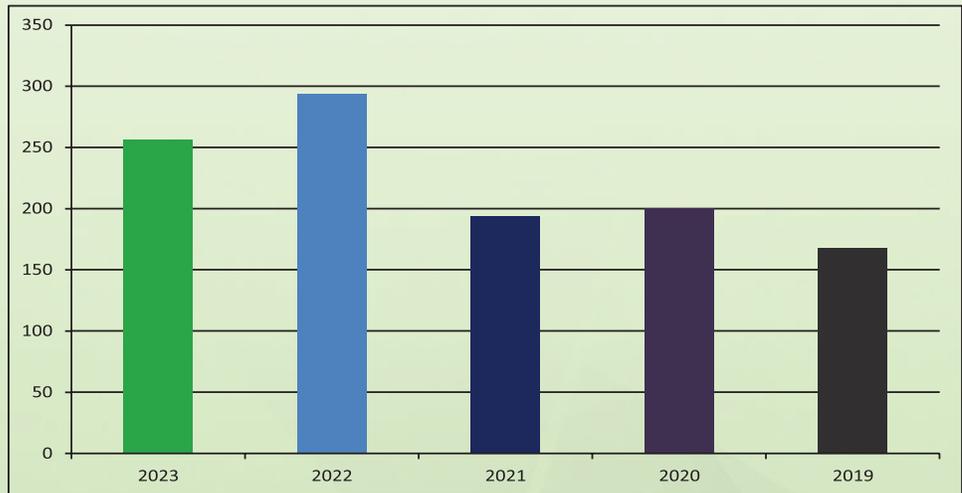
D.3



GRAPHICAL HIGHLIGHTS

Net Premium Income

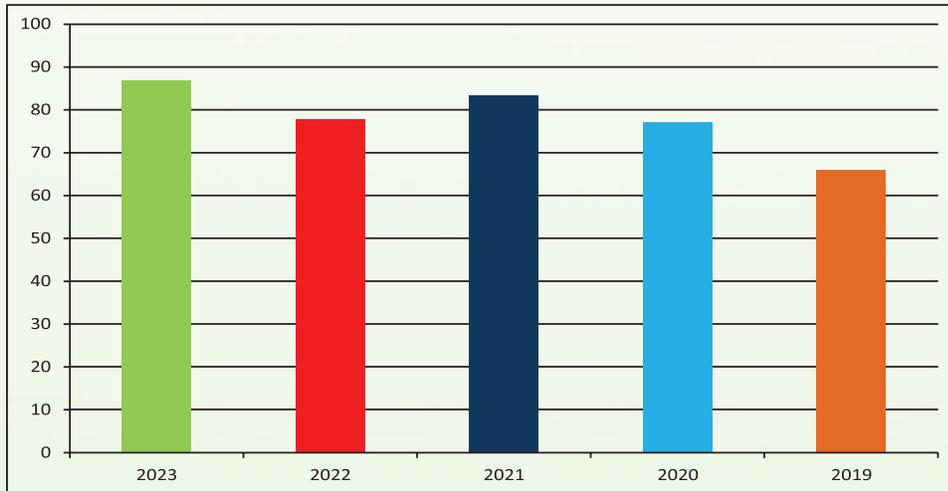
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GRAPHICAL HIGHLIGHTS

Underwriting Profit

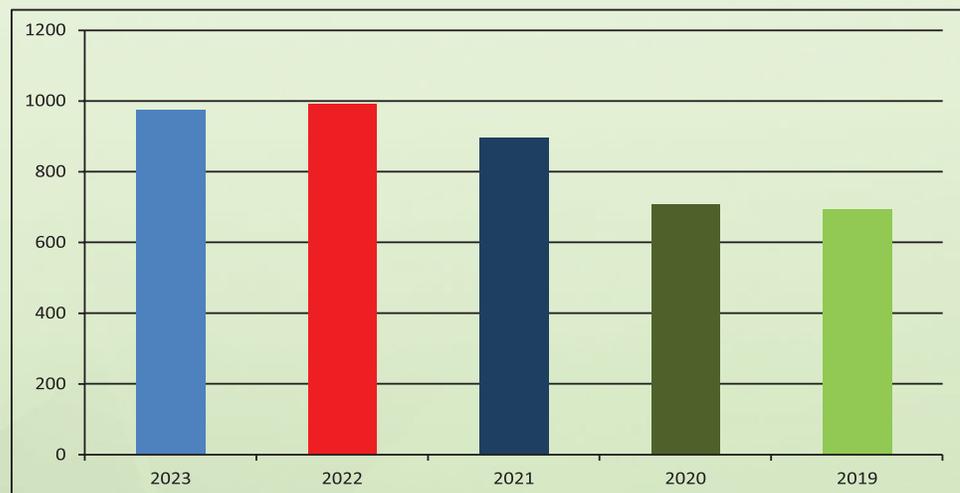
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GRAPHICAL HIGHLIGHTS

Total Assets

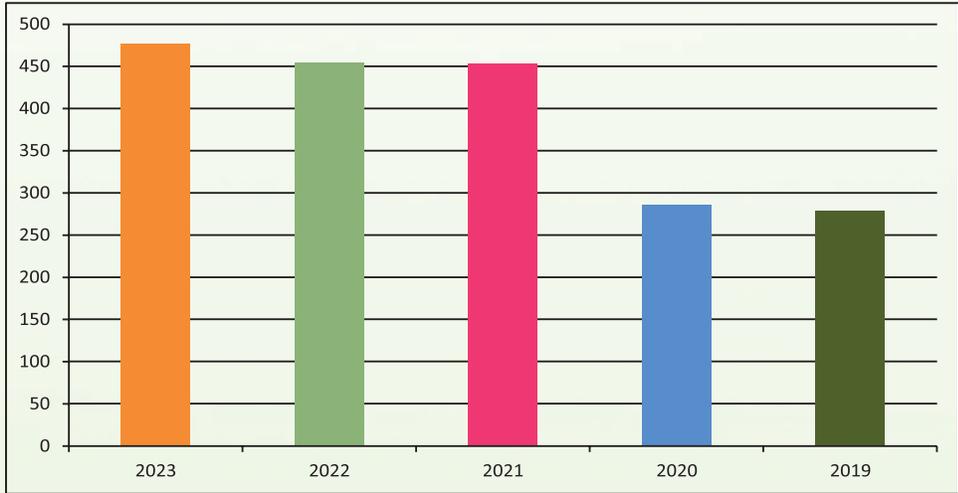
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GRAPHICAL HIGHLIGHTS

Shareholders' Equity

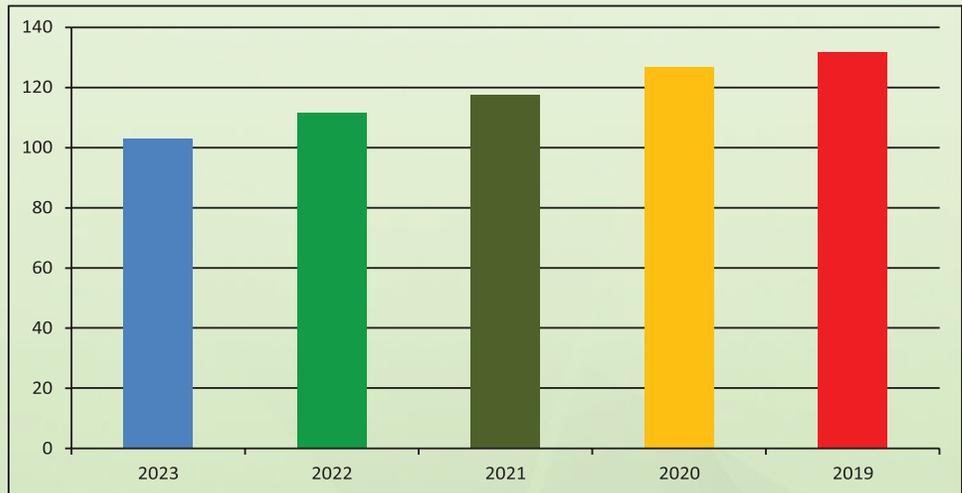
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GRAPHICAL HIGHLIGHTS

Fixed Assets

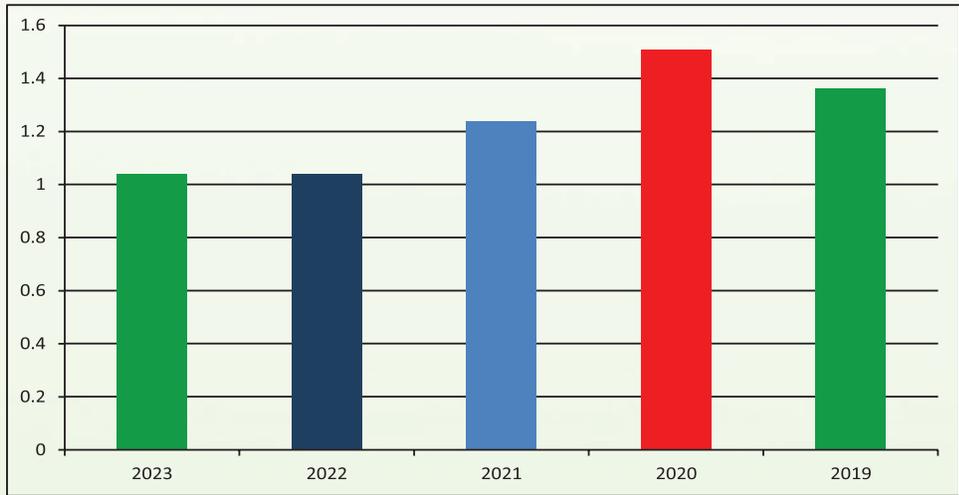
D.8



GRAPHICAL HIGHLIGHTS

Earnings Per Share

D.9



SUSTAINABILITY REPORTING

E.

E.1 NEED FOR SUSTAINABILITY REPORTING

E.2 CORPORATE SOCIAL RESPONSIBILITIES (CSR)

E.3 ENVIRONMENT RELATED INITIATIVES

E.4 ENVIRONMENT & SOCIAL OBLIGATIONS

E.5 INVESTOR-FRIENDLY INFORMATION

E.6 HUMAN RESOURCE DEVELOPMENT

E.7 INTEGRATED REPORTING

E.8 HUMAN CAPITAL

E.9 HUMAN RESOURCE ACCOUNTING

E.10 COMPANY'S CONTRIBUTION TOWARDS ITS STAFF

E.11 REGULATORY REVIEW

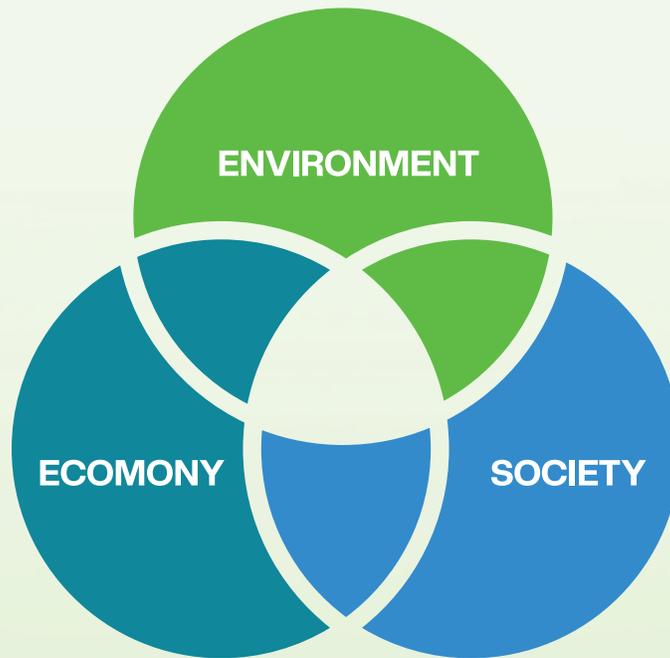
E.12 NATIONAL INTEGRITY STRATEGY

E.13 OUR SUSTAINABILITY REPORTING



NEED FOR **SUSTAINABILITY REPORTING**

The concept of sustainability is a relatively new idea, the movement as a whole has roots in social justice, conservationism, internationalism and other past movements with rich histories. By the end of the twentieth centuries, many of these ideas had come together in the call for 'sustainable development'. Three pillars of sustainability depicted below:



In the case of the service industry, maintaining the process requires movement and transportation of goods, many cases of which are detrimental to the environment and ecosystem. So maintaining a striking balance between the two requires an all-out effort for the preservation of the environment and protection from pollution and degradations of the environment. It, in turn, qualifies the efforts to attain sustainability. Due to this sustainability it bears overriding importance to any business whatever might be the genre that is. So sustainability is a fundamental requirement for any business entity. By the nature of business insurance companies are for bearing the risks, and of course sustainability has got the supreme concern in its domain of operations. Consecutively, it is the real ground for sustainability reporting for any business.

The need for sustainability reporting is that it ensures business to consider its impacts on the sustainability issues and subsequently enables it to be more transparent about the risks and opportunities it faces. The TBL (Triple Bottom Line) concept or the Triple-P's are elaborately centering on the People, Planet, and Profit. It has an indispensable impact on the effect of the business performance with respect to the economic, ecological, and social paradigm. At Desh General Insurance Company Limited, we are working with sustainability reporting in a holistic sense. To us, sustainability reporting helps us to measure, understand and communicate our economic, environmental, and social and governance performance effectively to our internal and external stakeholders.



At Desh General Insurance Company Limited, sustainability is bearing much more importance than that of quick profit and horrendous expansion. Over the years, it has earned a solid foundation and reasonable achievement of the Compound Annual Growth Rate (CAGR) which made it more sustainable. At Desh General, we remained very stick to the practice of ethical business. The quality of a business entity's strategy lies in its performance to deal with the opportunities and risks deriving from economic, environmental and social developments and successfully identifying the fields of investments. Our sustainability strategy comprises operational risks management, resource productivity, maintaining a sustainable workforce, sustainable consumption and long term investment planning.

CORPORATE SOCIAL RESPONSIBILITIES (CSR)

E.2

Corporate Social Responsibility (CSR) is a management policy whereby business companies integrate social and environmental concerns in their business operations and interactions with their stakeholders. A company achieves a balance of economic, environmental and social imperatives (Triple Bottom Line), at the same time it is understood to be addressing the expectations of shareholders and stakeholders.

profit and for people makes it equitable and fair, simultaneously environmental protection needs to be taken into consideration because without this protection the planet leads to be doomed. On the other hand, tending only to Planet and People and forgetting about the Profit, makes the CSR Policy bearable, but business needs profit to survive. Again, if a company pays attention to Profit and Planet, discarding the People then it is viable and profitable, but in the long term can lead to the fall of employee's morale and the breach of social contract. So, the CSR has external and internal stakeholders

Desh General Insurance Company Limited's priority sectors for CSR initiatives are education, health care, standing by the disadvantaged group of people, distributing warm clothes and blankets to cold stricken people, patronizing the Bengali culture, working for green environment, enthusing people for taking green and formalin free food, making insurance awareness at large, and finally, making an I-community to plug in the virtual community and make them conscious of insurance.

Our CSR strategies are based on the fundamental conviction of sustainable business that integrates good governance and social priorities with a view to enhancing community empowerment in a sustainable manner. CSR has been a long-standing commitment at Desh General, and forms an integral part of our activities.

TBL (Triple Bottom Line) is also known as the Three P's or three pillars. It states that a company should be responsible for three features: Profit, People and Planet and those are economic, social and environmental responsibilities. Only if a company cares for three aspects for Triple Bottom Line, it can be called sustainable, because all of those are extremely closely related. Caring for profit and for people makes it equitable and fair, simultaneously environmental protection needs to be taken into consideration because without this protection the planet leads to be doomed. On the other hand, tending only to Planet and People and forgetting about the Profit, makes the CSR Policy bearable, but business needs profit to survive. Again, if a company pays attention to Profit and Planet, discarding the People then it is viable and profitable, but in the long term can lead to the fall of employee's morale and the breach of social contract. So, the CSR has external and internal stakeholders.

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ENVIRONMENT RELATED INITIATIVES

E.3

Across the globe, taking initiatives for preserving the environment along with precautionary processes to eradicate pollution are the major issues of grave concern for the global citizens. It is a downright global concern. By the very nature of the business, across the globe, Insurance Companies are opting to take steps to mitigate risks of the future of business and people. Insurers are important partners in mitigating economic losses to communities, businesses, and individuals. Reasonably in consonance with the global trends, at Desh General, we are using a slogan, **'Think Green before you print'**. We attach this slogan with our official mail template for the internal and external users of our mail across the globe. We are committed to working for preserving the environment, and round the year we usually take various initiatives to attain it in practice.

At Desh General Insurance Company Limited, taking initiatives for preserving the environment is our goal. So, we usually give paramount importance to the TBL (Triple Bottom Line) concept which in detail contains the Triple Pillars, and is a combination of economic, environmental and social imperatives, while at the same time it is understood to be addressing the expectations of shareholders and stakeholders.

ENVIRONMENT & SOCIAL OBLIGATIONS

E.4

According to the final estimation, we all are a part of this planet and habitats. So, taking care of the planet is an essential task of any business entity to gain ultimate sustainability. At Desh General Insurance Company Limited, attaining sustainability is our goal. So we are attaching the highest importance to TBL (Triple Bottom Line) concept which in detail contains the Triple Pillars, and is a combination of economic, environmental and social imperatives, while at the same time it is understood to be addressing the expectations of shareholders and stakeholders. It states that a company should be responsible for three features: Profit, People and Planet, and those are economic, social and environmental responsibilities.

Environment and Social Obligations of Insurance Company: Maintaining Environmental and Social Obligations have a paramount importance for Insurance Companies as these Companies work for a long term interest of the society and its people. So, predominantly an insurer's interests are to reduce risks and improve sustainability through maintaining environmental and social obligations. For maintaining environmental and social obligations there are issues for insurance companies that are stated below:

1. To meet the challenges of Climate Change
2. To include Micro-insurance
3. To include Health Insurance
4. To face the Emerging Manmade Risks
5. To face and include the Environmental Liability
6. To apply in practice the three Rs (Recycling, Reusing and Reworking) concept
7. To bring internal efficiency by applying conserving environment practices.

At Desh General Insurance Company Limited, we are very vigilant about the above-mentioned issues and obliged to maintain its impacts through our business and other social activities. We have Micro Insurance and Weather Based Agriculture Insurance in our product basket. We are also bearing the risks of earthquake, natural disasters, and floods and also for the pollution and havocs aftermath.

At Desh General, we are actively involved in community issues that have a natural link with our business. By working with the right business partners we aim to bring positive changes for the communities, and we are striving to support safety initiatives in the broad meaning of the term in the communities within which we operate. The objective is, in the long run, to neutralize the negative social phenomena such as traffic accidents, the impacts of climate change and absence of cleanliness around where we live. Round the year we made a digital awareness campaign to assist our clients and business partners to prevent accidents and to avoid the incidences of damages.

INVESTOR-FRIENDLY INFORMATION

E.5

Desh General Insurance Company Ltd considers the 7 Cs model of Communication to the investors of the company with a view to having a clear communication. For our everyday communication we write emails, facilitate meetings, participate in conference calls, create reports and devise presentations, debate with our colleagues and so on. We spend almost our entire day communicating. So, it stands to reason that communicating clearly and effectively can boost our business. This is why the investor-friendly information is being communicated with them following 7 Cs of Communication and it is very helpful. This provides them with an image of clear, concise, concrete, correct, coherent, complete and courteous.

We communicate with our investors about their investment and return on their investment through quarterly reports as required by the regulatory body like Bangladesh Securities and Exchange Commission (BSEC) through

publication of those reports in the newspapers and also on online media as well as through our own website. As investment in non-life insurance is always risky and very often there might happen large claims that may change the whole gamut of profitability scenarios. So it is very important for non-life insurance to keep the investors updating.

HUMAN RESOURCE DEVELOPMENT

E.6

DGIC human resources principles serve as the basic policy to enable the Desh General Insurance Company Ltd to build a human resources management platform that aligns with DGIC's corporate vision. DGIC's human resources division has been developing the Principles to provide the framework for delivering consistent, industry-leading human resources management practices in the country. The DGIC human resources principles provide the foundation for establishing a unique team with a view to achieving the ultimate goal of the company.

Shared values

The DGIC human resources principles will be implemented across the branches including head office in alignment with our shared organizational values:

- **Integrity and responsibility:** Strive to be fair, transparent, and honest. Always act responsibly in the best interest of customers and society as a whole, building long-term stakeholder relationships and giving back to our communities.
- **Professionalism and teamwork:** Respect the diversity of our fellow workers and foster a strong spirit of teamwork. Expect the highest levels of professionalism.
- **Challenge ourselves to grow:** Adopt a suitable perception to anticipate trends and opportunities for growth. Create and sustain a responsive and dynamic workplace where everyone can focus on providing outstanding customer service and embrace new challenges.

HR mission

- Create a corporate culture that provides colleagues with opportunities for career growth, challenging them to perform well in a professional environment, where the highest standards of integrity are expected.
- Appointing the right person to the right job, in the right place to allow each colleague to maximize his/her career potential.
- Develop talent capable of contributing to the long-term and sustainable growth of our global society.

HR vision

Be the industry leader in HR management to help DGIC realize its corporate vision: Be the country's most trusted insurer.

HR philosophy

Leverage the following HR philosophies to create consistent HR management practices across all entities:

- **Talent acquisition:** Attract and recruit diverse talent that share and live our values as members of DGIC. Create a strong employer brand that fosters recognition of DGIC as an employer of choice.
- **Performance evaluation:** Evaluate performance fairly and objectively, considering not only the goals achieved, but also the competencies demonstrated to get the job done. Recognize the importance of factors, such as customer-centric focus, total mindset, and teamwork, to balancing short-term results with sustained long-term performance. Provide feedback and coaching on an ongoing basis to each colleague to foster ongoing development.

- **Total rewards:** Reward colleagues competitively and appropriately in alignment with their contributions to DGIC's growth and success-in effect, pay for performance. In addition to colleague performance, rewards will be reflective of the overall stability of the company and the economy.
- **Talent management:** Assess the capabilities and career path of each colleague to place the right person in the right job, to maximize colleague and DGIC success. Develop strong succession plans and build a pipeline of inclusive leadership to appoint and promote our diverse colleagues from within.
- **Learning and development:** Provide ongoing learning and development opportunities to help each colleague enhance his/her knowledge, skills and experience and improve his/her capability to impact achievement of the corporate vision.
- **Employee profile:** We always endeavor to make Desh General Insurance Company Ltd. a unique work place by creating a performance based organization that always recognizes, motivates, inspires and rewards the employee efforts and success in respect of their personal as well as organizational development. By the process of proper nourishment, we try our best to make every employee an asset for the company; not a liability. Through proper training and development and rewarding we try to enable every individual a leader in his own arena exploring the best potentialities in him/her.

Salary policy

Desh General Insurance Company Ltd is such an organization where the human resource management & administration department evaluates and fixes the salary of the employees based on their performance and worthiness. There is no scope to discrimination of salary irrespective to male and female employees. Pay scale/ salary structure is fixed time to time as per the Board approval based on management recommendation.

Benefits to employees

- Group insurance
- Health insurance (free & subsidized)
- Incentive bonus
- Festival bonus
- House rent allowance
- Conveyance allowance
- Medical allowance
- Entertainment allowance
- Personal loan facility
- Yearly performance appraisal
- Training and development opportunities
- Mobile allowance with mobile phone set including internet connection

End service benefits

- Provident fund
- Final settlement of the employees is done within the shortest possible time.

Total employee, employee status & gender ratio: We have 217 employees. Out of the total number of 217 employees, 178 are male & 39 are female which reflects a balanced ratio of male and female employees ensuring women's empowerment to a considerable extent. Participation of women/females is equally noticeable /visible as well as important in board of directors & management. Even one female is in the leading/top position (CEO) of the company. At our Head Office Total number of employees is 60, out of which 16 are Female and 44 are Male.

Creation of new employment opportunity: DGIC always inspires/encourages and gives equal opportunity to join and build a unique career to the fresh graduates. In 2023, a number of 13 new employees were recruited where a major portion is fresh graduates/young professionals who can bring new dimension as well as add new vibration in the Company.

INTEGRATED REPORTING

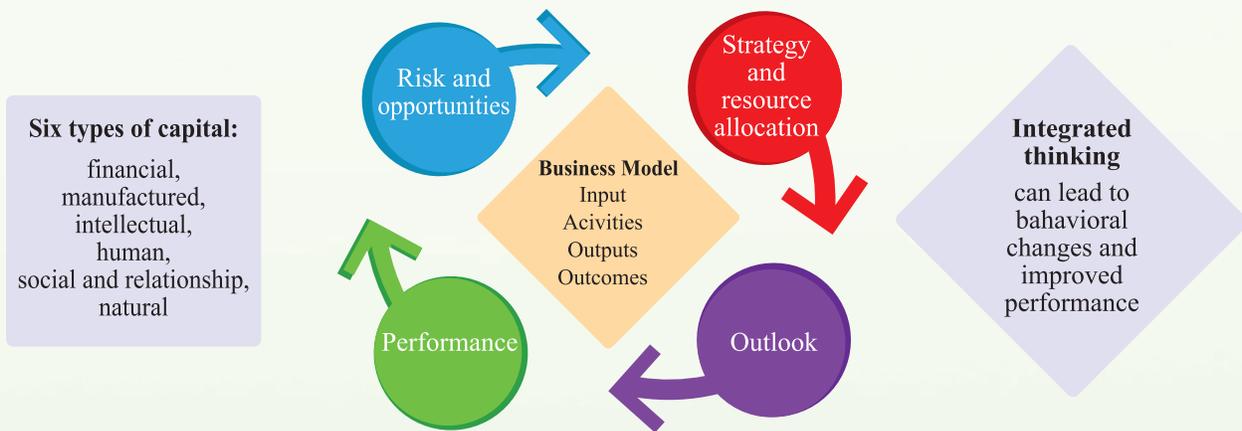
The foundations of business are changing rapidly, creating new risks and new opportunities for companies across the globe. The COVID-19 pandemic has laid bare fundamental truths: those human and natural systems are inextricable, interdependent, and increasingly fragile, and that risks can emerge rapidly and evolve dynamically. Within these systems, technology acts as both an accelerant and enabler—as well as a disrupter to business models. Environmental, social, and governance (ESG) concerns are now widely recognized as core risks to business resiliency, market stability, and global economic well-being.

Content Elements of **INTEGRATED REPORTING in DGIC** is depicted here:



THE VALUE CREATION:

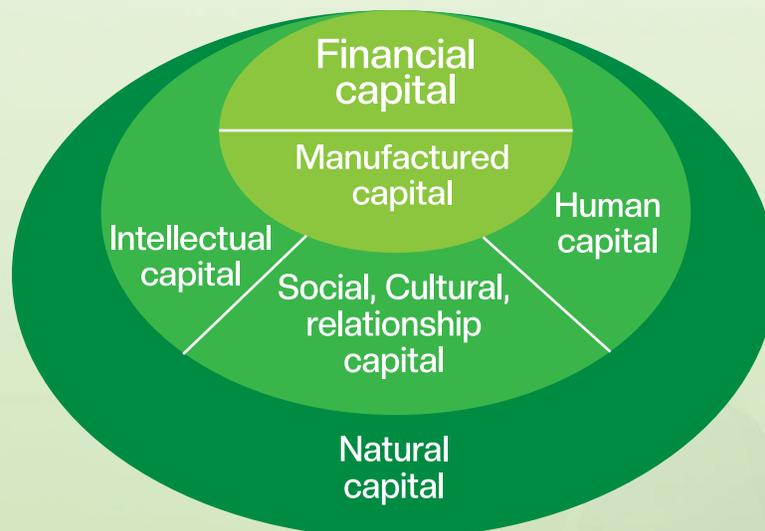
The value creation concept is the backbone of integrated reporting and, we believe, is the direction for the future of corporate reporting. In addition to financial capital, integrated reporting examines five additional capitals that should guide an organization's decision-making and long-term success — its value creation in the broadest sense.



While integrated reports benefit a broad range of stakeholders, they're principally aimed at long term investors. Integrated reporting starts from the position that any value created as a result of a sustainable strategy — regardless of whether it becomes a tangible or intangible asset — will translate, at least partially, into performance. Market value will therefore be impacted.

THE CAPITALS *(read with the Business Model of the Company at Chapter B.3)*

- Financial capital - The pool of funds.
- Manufactured capital - Manufactured physical objects (as distinct from natural physical objects) that are available to an organization for use in the production of goods or the provision of services.
- Intellectual capital - Organizational, knowledge-based intangibles.
- Human capital - People's competencies, capabilities and experience, and their motivations to innovate.
- Social and relationship capital - The institutions and the relationships within and between communities, groups of stakeholders and other networks.
- Natural capital - All renewable and non-renewable environmental resources and processes that provide goods or services that support the past, current or future prosperity of an organization.



Connectivity and integrated thinking

The integrated report is the product of the processes of connectivity and integrated thinking in the organization. Integrated reporting is therefore not just about the report, but about the process of the organization's unique approach to value creation. To translate integrated thinking into integrated reporting the organization should convey a holistic view of strategy, governance, performance and prospects. The integrated report should also bridge time horizons. Therefore integrated reporting can be used as a governance tool for performance-oriented management.



The Current Corporate Reporting Model of DGIC:

Over the past 23 years, Desh general Insurance Company limited has been disclosing an increasing amount of information to satisfy the demands of stakeholders. Specifically, they have offered complementary information to providers of financial capital who increasingly view the snapshot reflected by financial statements and sustainability reports as inadequate.

Toward integrated reporting

Markets move on information. The more forward looking and detailed information organizations provide, the more efficiently markets operate. Therefore, organizations need to explain their value creation goals from a new perspective. The ultimate goal is to enable investors to make more efficient and effective decisions and bring an organization's market value closer to its intrinsic value. Integrated reporting does just that. Leading organizations are adopting the concept.

The business model in an integrated report

The business model is the vehicle that defines and executes an organization's strategy and maps out the process by which an organization creates sustainable value over time. Intangible elements such as relationships with the community, human capital and intellectual capital.

Other inputs or resources such as ecosystem services derived from natural capital; organizations can draw on these capitals for free or in exchange for payment the business model should identify the key inputs that

contribute to value creation. It should also show how these are managed, the key value-adding activities of the organization and the potential outcome in terms of value creation over the short, medium and long term.

Within the business model, value creation encompasses the products and services produced by the organization (including any by-products) as well as the external factors which increase or decrease the value of the capitals used and affected by it.

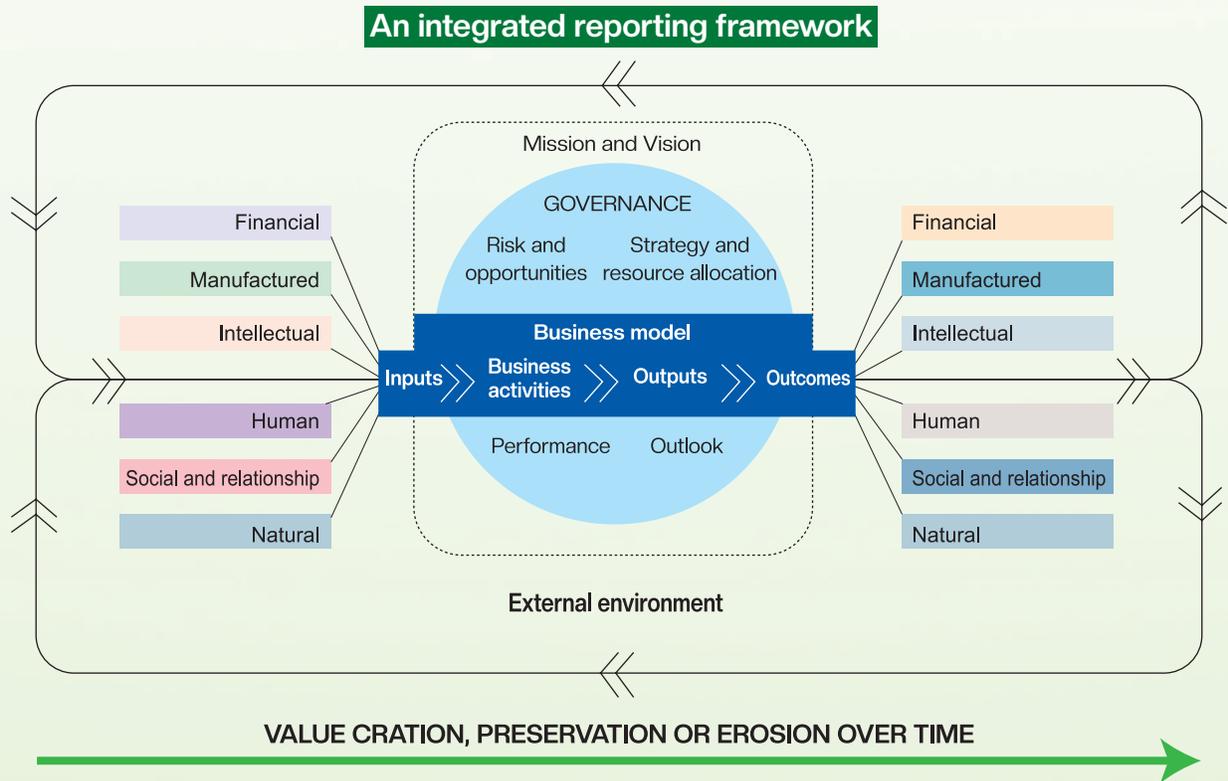


Figure: Process through which value is created preserved or eroded:

The INPUTS and OUTPUTS of the 06 (Six) Capitals of the Company is described in diagram below. The same is also depicted in the BUSINESS MODEL of the Company in separate pages (Chapter - B.3) of this Annual Report of the DGIC.

HUMAN CAPITAL

E.8

Human capital is absolutely, in micro-level, centered round a human as every unit is unique and different from others. It is the knowledge, skill sets and intangible assets that add economic value to every human. Human capital is not a static measure and it can be improved by dint of exercise of knowledge and study and even practical experience gathered from site seeing and visiting various organizations as well as meeting quality personnel. It is an intangible asset and is just as valuable as a tangible asset.

Now HR Professionals can use various measures to evaluate the economic value added by his staff. Upon calculating that, they invest on them more providing them different trainings if the result of the calculation gets positive and further investment as well. For that, it is also calculated that the total profits a company generates before and after investing on its employees' capital.

Desk General Insurance Company Ltd. has been in the process of developing its human capital by necessary training programs both in-house and whenever required in abroad and also nominating its employees to national and international conferences with a view to developing skills of its employees who will be contributing to the profitability of the company.

HUMAN RESOURCE ACCOUNTING

E.9

Human resources are the most important resource out of all the resources available for the management to achieve organizational goals. The overwhelming significance of human resources is due to its unique characteristics. It is very much different from physical assets. Physical assets do not have feelings and emotions, whereas human assets are subjected to various types of feelings and emotions. In the same way, unlike physical assets, human resources never depreciate.

Human resource accounting (HRA) is the process of discovering and measuring data about human resources and communicating this information to stakeholders. It involves measuring the costs incurred by organizations to recruit, select, hire, train, and develop human assets. It also involves measuring the economic value of people to the organization.

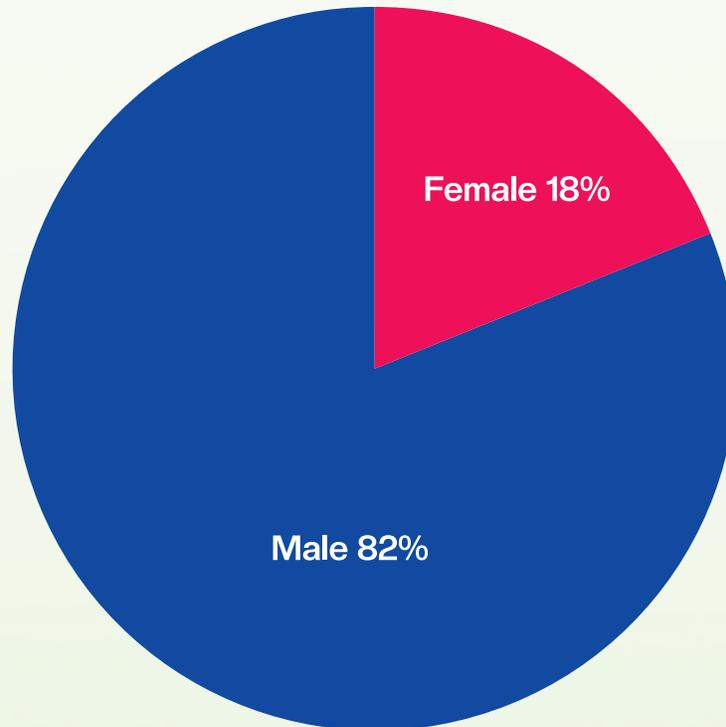
Human resource accounting is considered the activity of understanding the cost invested for employees towards their hiring, training, payment of salaries and other benefits, and in return, figuring out their contribution to a company's profitability.

Therefore, the valuations of human resources along with other assets are also required in order to find out the total cost of an organization. As Desh General Insurance also realizes the importance of human resources accounting (HRA) as 'accounting' for people as resource, in this context, measuring the costs incurred by organizations to recruit, select, hire, train, and develop human assets. Desh General Insurance believes that talented and skilled employees are the key business differentiator. This is why skill development and learning of the employees are given immense importance in Desh General Insurance. Training creates an impact that lasts beyond the end time of training itself. The focus is to develop skill and expertise and attains knowledge and knowhow that creates commitment among employees motivating them to incorporate their new skills and ideas back at work.

DGIC believes that a broad range of aged and experienced groups in its work force helps the company to meet its diverse needs and helps in its growth. While recruiting, Desh General Insurance values to hire engage and retain talented people for its team. Besides recruiting highly experienced and technical persons from the insurance industry, the young graduates with versatile talent and skills are also given highest priority.

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We realize that human capital can be more valuable to employers than physical assets in consideration of the time and expenses needed to hire, train and retain qualified staff.

COMPANY'S CONTRIBUTION TOWARDS ITS STAFF

E.10

Employee benefits

Desh General Insurance Company Limited (DGIC) believes that human resource is the best resource of the company. As a member of a service centered industry like insurance, the whole operation of the company is actualized by its employees. So, it tries to ensure the best working environment where management and employees put combined effort towards the growth of the company and accepts new challenges in a diversified environment.

All knows, the success of a company depends on the potentiality of its work force as without satisfying the employees no organization can sustain in the long run. DGIC values its employees along with their works and considers them as the members of DGIC family. Moreover, DGIC values not only the staffs but also the family members of the staffs .On top of all, DGIC ensures the following facilities and with the growth of each individual staff grows the Company:

- Congenial work environment and pure corporate culture
- Equal opportunity for all in all respects
- Performance appreciation
- Ensures long-term benefits
- Provides need based training
- Personal loan against salary
- Car finance scheme

- Group life insurance
- World class annual performance appraisal
- Opportunity to make solid insurance career
- Festival bonuses
- Contributory provident fund
- Mobile phone allowance with mobile phone set under corporate package

Congenial work environment ensuring gender equality & women empowerment

Desh General Insurance always ensures gender equality or equal opportunity. The HR policies have been formulated to ensure equal opportunity in all respects. With a view to ensuring empowerment of women in the job sector honoring the increasing trend of the quality educated women in the country, DGIC has strict rules to ensure dignity of the female staff confirming all facilities in line with the government rules and the best world practices. In view of that it ensures long-term maternity leave, considers health issues and empowers women as branch in charge. DGIC celebrates women's day with the female staff inviting famous female personalities. Since women experience some unique health issues and conditions, on this occasion, a specialist female doctor is usually invited to consult with the female staff regarding various important health issues. However, DGIC also conducts a number of activities for the male staff to create a healthy and congenial corporate culture in the company.

REGULATORY REVIEW

E.11

Desh General Insurance Company Limited (DGIC) has been incorporated under the Companies Act, 1994 and it had been licensed from the Office of the then Chief Controller of Insurance under the Ministry of Commerce according to the provisions of Insurance Act, 1938. When Insurance Act, 1938 was repealed in 2010 the Parliament enacted Insurance Act, 2010 and Insurance Development and Regulatory Authority Act, 2010 to administer the Insurance Industry of Bangladesh.

Segregation of life and non-life insurance business

As per the Insurance Act, 2010 no insurer is allowed to carry out Life and Non-life Insurance Business under an umbrella i.e., no insurance company is allowed to do life insurance and non-life insurance business simultaneously. In compliance with the provisions of law Desh General Insurance Company Ltd is doing only non-life insurance business.

Compliance with Insurance Act, Rules and Regulations

Desh General Insurance Company Ltd follows the provisions of Insurance Act, Insurance Rules and Regulations applicable to the non-life insurance companies. It also complies with the circulars issued by the Insurance Development and Regulatory Authority (IDRA) from time to time. Desh General Insurance provides required information by IDRA giving them highest priority.

Compliance with Other Regulatory Requirements

Desh General Insurance Company Ltd follows rules and regulations of all regulatory bodies like National Board of Revenue (NBR), Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange Ltd (DSE), Chittagong Stock Exchange (CSE) and follows all other applicable laws of the land in performing non-life insurance business of the Company. The Corporate Governance Code introduced in 2018 is a mandatory compliance to all listed companies in Bangladesh and it's a huge safeguard for the sustainability of the listed securities of Bangladesh. Desh General Insurance has complied with all the criteria regarding good corporate governance being a listed company.

Minimum Stated Capital

As per the Insurance Act, 2010, Desh General Insurance Company Ltd has complied with the minimum capital requirement of Tk. 400 million. The Company started its business with a capital of Tk. 60 million and subsequently included a right offering of Tk. 180 million having a total paid-up capital of Tk. 240 million. Considering the aspects

of sustainability, Desh General Insurance gradually increased its paid-up capital to over Tk. 400 million by issuing an IPO of 160 million; it has fulfilled the regulatory requirement of paid-up capital.

Reporting to Bangladesh Bank

Desh general has been reporting to Bangladesh Bank (BB) when required/when information is sought by BB.

NATIONAL INTEGRITY STRATEGY

E.12

NIS is a government's comprehensive strategy to promote good governance and achieve a corruption-free State and Society. NIS has adopted a holistic approach to promote good governance, looking at the entire range of relevant institutions, including non-state institutions, while focusing on relationships among them. All institutions need to play expected roles to achieve good governance. This is aligned to the Father of the Nation's remark "The nation must be united against corruption. If public opinion is not mobilized, corruption cannot be stopped by enforcement of law alone". NIS aims to mobilize the Society.

Insurance Development and Regulatory Authority (IDRA) took the initiative to implement NIS among the insurance companies both life and non-life. It convenes regular meetings at intervals and sends the proceedings to the insurance companies to follow that. It has also made it mandatory that every insurance company forms a NIS Implementation Committee in the Head Office with a focal person to implement Strategic Plan of Integrity by the staff of the company with a view to ensuring Institutional affairs, to develop expertise and integrity, to work on right to Information, e-governance, innovation and easy service, transparency and accountability and reward for practicing integrity. Desh General Insurance Company Ltd has been abiding by all the directions regarding National Integrity Strategy (NIS) in almost all the activities of the Company as it has already been conceived in and believes in transparency, accountability and ethical business.

OUR SUSTAINABILITY REPORTING

E.13

Leaving No-one behind (LNB)

"As we embark on this great collective journey, we pledge that no one will be left behind. Recognizing that the dignity of the human person is fundamental, we wish to see the goals and targets met for all nations and peoples and for all segments of society. And we will endeavor to reach the furthest behind first." (2030 Agenda for Sustainable Development).

"We Love the SDG", a popular song by Alan and sung by all across the globe has got a resounding resonance across the earth which contains the global goals of development of humans and humanity. By adopting the 2030 Agenda, Member States have committed to leave no one behind in their implementation of the Sustainable Development Goals (SDGs). It is replaced by Millennium Development Goals (MDGs). It is popularly known as The Global Goals and with the breadth of the 17 goals, their 169 targets and 232 indicators mean all countries face a significant challenge (domestically, as well as internationally) in delivering these commitments.

This inclusiveness was also intended to extend beyond national-level contributions; the scope of the SDGs should mean that everyone has a role to play. This extends from policymakers, through researchers, teachers, businesses, and the general public.

The 17 sustainable development goals (SDGs) to transform our world are:

- GOAL 1: No Poverty
- GOAL 2: Zero Hunger
- GOAL 3: Good Health and Well-being
- GOAL 4: Quality Education
- GOAL 5: Gender Equality
- GOAL 6: Clean Water and Sanitation
- GOAL 7: Affordable and Clean Energy
- GOAL 8: Decent Work and Economic Growth
- GOAL 9: Industry, Innovation and Infrastructure
- GOAL 10: Reduced Inequality
- GOAL 11: Sustainable Cities and Communities
- GOAL 12: Responsible Consumption and Production
- GOAL 13: Climate Action
- GOAL 14: Life below Water
- GOAL 15: Life on Land
- GOAL 16: Peace and Justice Strong Institutions
- GOAL 17: Partnerships to achieve the Goal

Out of the 17 SDGs, three goals can be noted with utmost importance where business can play an important role. These are Goals 8, 9 and 12. These goals are dealing with economic growth, employment; industrialization and innovation; production and consumption patterns. More specifically targets under SDG 9 are mainly linked with business and industry stakes. Moreover Goals 2, 3, 4, 7, 10, 11, 13, also have close links with business. As all the goals are almost interconnected, achievement of the above mentioned goals will lead to achievement of the ultimate goal of poverty reduction (Goal 1).

SL No.	SDGs with direct links with Business	The description of the goal
1	Goal 2: specially targets 2.4, 2.5, 2.a and 2.c	End hunger, achieve food security and improved nutrition and promote sustainable agriculture
2	Goal 3: specially targets 3.3, 3.4,3.8, 3.9 and 3.b	Ensure healthy lives and promote well-being for all at all ages
3	Goal 4: specially targets 4.3, 4.4, 4.5, 4.7 and 4.a	Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all
4	Goal 7: specially targets 7.2 and 7.3	Ensure access to affordable, reliable, sustainable and modern energy for all
5	Goal 8: specially targets 8.2, 8.5,8.6,8.7,8.8 and 8.10	Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all
6	Goal 9: specially targets 9.1, 9.2, 9.4,9.5 and 9.c	Build resilient infrastructure, promote inclusive and sustainable industrialization and foster innovation
7	Goal 11: specially targets 11.1,11.2,11.3 and 11.6	Make cities and human settlements inclusive, safe, resilient and sustainable
8	Goal 12: specially targets 12.2, 12.3, 12.4, 12.5, 12.6, 12.8	Ensure sustainable consumption and production patterns

The SDGs cover a broad range of social and economic development issues. A country's SDG achievement depends on the achievement of such goals by all individual units. Desh General Insurance Company Ltd in both macro and micro level as an operator in non-life insurance companies.

As insurance is giving coverage of financial institutions and its products and cyber-crimes it is playing a pivotal role. In the micro or personal level from health services to agro business risk coverage as a non-life entity it serves the role of catalysts to make people insured. It has innumerable products to serve and play a role to alleviate poverty as Bangladesh is a disaster prone country and by providing insurance it can play a role to make people

insured. As a developing company it abides by some quality policy and has a strong social responsibility policy knowledge to share, planet to care like tree plantation gifts, make offices clean and many more to touch people's life. So in core business and also Corporate Responsibilities we are contributing to the global goal. The sustainable reporting may be done through the following processes:

Sustainable reporting process: At first the applicable goals for the company will be identified and relevant topics to be selected through assessment for the Sustainability Reporting and in this process due attention to be given to internal and external research and sources. In addition, surveys and interviews to be held with various business-partner clients and also with the stakeholders. All the data were sourced from the concerned departments and the financial data reported in this report were fully sourced and aligned with the OPL's financial report.

Sustainability reporting guidelines: Global Reporting Initiative has a guideline for sustainability reporting. Desh General Insurance Company's Sustainability Report has been prepared following that guidelines keeping in mind the Sustainable Development Goal. It aims to provide only disclosures and indicators that are material to the business about the economic, environmental, and social impacts that really matter detailing it in CSR activities of the Company.

Commitment to future development: Desh General Insurance Company tried to cover a few aspects of economic, environmental and social factors and gradually it would try to cover more and more items in the years to come. Desh General Insurance is always committed to continue to develop the reporting process to accommodate the needs of the business partner-clients, different stakeholders, many of whom require different depths of information. This will include further integration and incorporation of financial and non-financial information about the activities of the company and also the indicators to provide the stakeholders with a holistic picture of the company's performance.

With a view to featuring information on the dashboard Desh General Insurance would provide detailed information regarding its CSR area and amount invested about these initiatives. Desh General's gradually increased numbers of CSR activities reveal its sustainability in doing its non-life insurance business.



INFORMATION ABOUT CORPORATE GOVERNANCE

F.

- F.1** REPORT ON ACTIVITIES OF THE AUDIT COMMITTEE
- F.2** REPORT ON ACTIVITIES OF THE NOMINATION & REMUNERATION COMMITTEE
- F.3** NOMINATION & REMUNERATION POLICY AND EVALUATION CRITERIA THEREOF
- F.4** REPORT ON ACTIVITIES OF THE EXECUTIVE COMMITTEE
- F.5** REPORT ON ACTIVITIES OF THE CLAIMS COMMITTEE
- F.6** REPORT ON GOING CONCERN
- F.7** DIRECTORS' CERTIFICATE
- F.8** ANNEXURE- A: DECLARATION BY CEO & CFO
- F.9** ANNEXURE- B: CERTIFICATE ON COMPLIANCE OF CGC
- F.10** ANNEXURE- C: REPORT ON COMPLIANCE OF BSEC NOTIFICATION ON CORPORATE GOVERNANCE CODE (CGC)
- F.11** REPORT ON COMPLIANCE & CORPORATE GOVERNANCE



REPORT ON ACTIVITIES OF THE AUDIT COMMITTEE

F.1

Dear Shareholders,

Assalamualaikum.

On behalf of all the members of the Audit Committee of Desh General Insurance Company Limited, I take this opportunity to welcome you all to this Annual Gathering of the Company and take the privilege of presenting the Audit Committee Report before you.

REFERRAL

In compliance to the condition no 5(7) reporting to the Shareholders and General Investors of Corporate Governance Code ('the Code' / CGC) by Bangladesh Securities Exchange Commission (BSEC), the Annual Report of the Audit Committee containing the detailed information of Audit Activities is submitted.

COMPOSITION

The Audit Committee ('the Committee') of Desh General Insurance Company Limited is appointed by the Board of Directors (the Board) in compliance with the Code by Bangladesh Securities Exchange Commission (BSEC). There are five (5) members in the Audit Committee including three (03) Independent Directors of the Company. The Committee comprises the following Directors of the Company as on 31 December, 2023.

SL.	Name	Status	Type	Total Meeting	Attendance
1	Mr. Md. Kamal Uddin FCA	Chairman	Independent Director (Retired)	03	02
2	Ms. Nauzat Begum	Member	Director	03	02
3	Mr. Nihar Kumar Roy	Member	Director	03	03
4	Mr. Shahedul Islam	Member	Independent Director (Retired)	03	01
5	Mr. Syed Javed Iqbal	Member	Independent Director	03	03

Note: Mr. Aminur Rahman, Director was also attended in the audit committee meeting as per invitation.

The members of the Committee have been drawn from and out of the Non-executive Directors serving on the Board possess the required knowledge and expertise to perform their duties of the Committee.

AUTHORITY

The Committee has been appointed by the Board of Directors in accordance with the Corporate Governance Code-2018 by Bangladesh Securities and Exchange Commission (BSEC).

MEETINGS

In FY 2023, the Committee held Four (04) formal meetings during the year. The Board of Directors receives a copy of the minutes of each meeting of the Committee.

ACTIVITY SUMMARY DURING THE YEAR

During the year 2023 under review 04 (four) meetings of the Audit Committee were held and the Committee focused on the following activities:

1. Reviewed the reliability and consistency of the financial statements of the company to ensure that the internal control and compliance procedures are adequate to present a true and fair view of the company's state of affairs for the year 2023.
2. Reviewed the draft annual financial statement of accounts for the year 2023 that was audited by the external auditors. Ensured that proper disclosure required under Accounting Standards as adopted in Bangladesh has been made and also complied with the Companies Act and various rules and regulations applicable to the insurance business.

3. Reviewed the unaudited quarterly and half yearly financial statements of accounts for their proper presentation to the shareholders and regulatory authorities.
4. Reviewed the various reports of the internal Auditor and their recommendations to take appropriate actions to the management where needed.
5. Reviewed the audit plan 2023 and also approved the internal audit plan 2023 with appropriate directions to the Internal Auditor.
6. Reviewed the appointment of external auditors. Approval of Financial Statement. The Audit Committee reviewed and examined the annual financial statements 2023 prepared by the management and audited by the external auditors and recommended the same before the Board for consideration.

REPORTING:

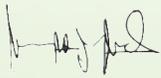
Pursuant to condition no. 5/(6) of the Corporate Governance Code 2018 issued by BSEC dated 10th June 2018 the committee reported that it did not find any conflict of interest, any fault, irregularity or material defect in the internal control system. There also was no infringement of laws, rules and regulations.

ACKNOWLEDGEMENT:

The Committee is really grateful for the trust you have put in us and would like to convey our sincere gratitude to our valued stakeholders for their continued support which leads us towards the way of success.

Finally, the Audit Committee would like to express sincere thanks to the members of the Board, key management personnel, internal audit division and all employees for their utmost dedication for achieving transparency in performance and all sorts of cooperation extended to the Committee in discharge of its responsibilities.

On behalf of the Audit Committee,



Mr. Syed Javed Iqbal

Chairman
Audit Committee

N. B: The Chairman of the Audit Committee Md. Kamal Uddin FCA has retired on August 2023.



REPORT ON ACTIVITIES OF THE NOMINATION & REMUNERATION COMMITTEE

F.2

Dear Valued Shareholders,

Assalamu Alaikum.

On behalf of all the members of the Nomination and Remuneration Committee (NRC) of Desh General Insurance Company Limited, I take this opportunity to welcome you all to this Annual Gathering of the Company and take the privilege of presenting Nomination and Remuneration Committee (NRC) Report before you.

You know, the Nomination and Remuneration Committee (NRC) has been established to assist the Board in developing and administering a fair and transparent procedure for setting on the nomination and remuneration of the Directors and senior management of the Company and to oversee the Company's overall human resource strategy.

REFERRAL

In compliance with the Corporate Governance Code ('the Code'/ CGC) by Bangladesh Securities Exchange Commission (BSEC) the condition no 6(5)(c) disclosing the activities of the Committee along with the Nomination and Remuneration Policy and the evaluation criteria to the Shareholders and General Investors, the Annual Report of the Nomination and Remuneration Committee (NRC) containing the detailed information of NRC Activities is submitted.

COMPOSITION

The Nomination and Remuneration Committee ('NRC/ the Committee') of Desh General Insurance Company Limited is appointed by the Board of Directors (the Board) in compliance with the Code by Bangladesh Securities Exchange Commission (BSEC). There are four (4) members in the Nomination and Remuneration Committee (NRC) including two (02) Independent Directors of the Company. All the members of the Committee are financially literate and appointed by the Board of Directors. The Committee comprises the following Directors of the Company as on 31 December, 2023.

SL.	Name	Status	Type
1	Mr. Shahedul Islam	Chairman	Independent Director (Retired)
2	Mr. Aminur Rahman	Member	Director
3	Ms. Rokeya Quader	Member	Director
4	Mr. Syed Javed Iqbal	Member	Independent Director

The members of the Committee have been drawn from and out of the Non-executive Directors serving on the Board possess the required knowledge and expertise to perform their duties of the Committee.

AUTHORITY

Desh General Insurance Company Limited has constituted Nomination and Remuneration Committee (NRC) as a sub-committee of the Board of Directors with a written Terms of Reference (TOR). The Committee has been appointed by the Board of Directors and is responsible to the Board.

The TOR of the Committee has been determined and clearly set forth by the Board in accordance with the Corporate Governance Code by Bangladesh Securities Exchange Commission (BSEC). As per the Term of Reference (TOR) of the Committee the scope of authority of the Committee is defined as under:

- 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;
- NRC shall oversee, among others, the following matters and make report with recommendation to the Board:
 - i. formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:
 - (a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;

- (b) The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- (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;
- ii. devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;
- 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;
- iv. formulating the criteria for evaluation of performance of independent directors and the Board;
- v. identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and
- vi. developing, recommending and reviewing annually the company's human resources and training policies;

MEETINGS

In FY 2023, the Committee held two (02) formal meeting during the year. The Board of Directors receives a copy of the minutes of each meeting of the Committee.

THE NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Policy is shown in a separate chapter in this annual Report.

THE EVALUATION CRITERIA

The evaluation criteria are shown in a separate chapter in this annual Report.

ACTIVITY SUMMARY DURING THE YEAR

During the year 2023 under review 02 (Two) meeting of the Nomination & Remuneration Committee were held and the Committee focused on the following activities:

- Reviewed and adopted the terms of reference of NRC
- Drafted, Reviewed and recommend the policy relating to the remuneration of the Directors, top level executives and all employees of the Company
- Review the activities of the Committee to ensure compliance with the corporate governance code-2018 for the same.
- Formulated the criteria for determining qualifications, positive attributes and independence of the Director
- Reviewed and recommended new criteria for evaluation of performance of the Directors and the Board Members and top level Executives.
- Identified criteria for selection, transfer or replacement and promotion at different levels of the Company and diversity in the Board and other departments.
- Recommended a succession plan as part of talent management policy of the company.
- Negotiations to pay annual increments to company employees.
- Formulation of promotion policy for officers and employees of the company.

The Nomination and Remuneration Committee emphasized on the selection of personnel with right skill and experience for continuous growth of the human resource of the Company.

CONCLUSION

The Nomination and Remuneration Committee would like to express sincere thanks to the members of the Board, key management personnel, Human Resource Division and all employees for their all sorts of cooperation extended to the Committee in discharge of its responsibilities as well as their endeavors and support during the year 2023.

On behalf of the Nomination and Remuneration Committee,



Mr. Syed Javed Iqbal

Chairman (Current Charge)
Nomination and Remuneration Committee (NRC)

N. B: The Chairman of the Nomination and Remuneration Committee (NRC) Mr. Shahedul Islam has retired on 2023.

NOMINATION & REMUNERATION POLICY AND EVALUATION CRITERIA THEREOF

F.3

PART A

POLICY ON APPOINTMENT OF DIRECTORS

PREAMBLE:

For the Board of a Company to be effective and efficient, it should comprise of individuals who have professional qualifications and proven experience in their respective fields of specialization. The Nomination and Remuneration committee evaluates the Directors and recommends the Board for their appointment /reappointment and ensures optimum composition of Board. While recommending appointment of an Individual as a Director on the Board, the committee has to review the following factors including the others:

- Diversity of the Board
- Qualification and positive attributes
- Independence of Directors (in the case of Independent Directors)

REGULATORY FRAMEWORK:

Clause 6 (5) (b) read with the applicable Clauses of Corporate Governance Code 2018 of Bangladesh Securities and Exchange Commission (BSEC) require the Nomination and Remuneration Committee of a company ("NRC") to recommend to the Board of Directors a policy, relating to the appointment, removal and remuneration of the directors, top level executives and to devise a policy on Board diversity.

The said governance code also requires NRC to lay down the evaluation criteria for performance evaluation of the Board, its Committees and individual directors. Further, the Board of Directors is responsible for monitoring and reviewing the Board Evaluation framework.

The Board of Directors is also required to satisfy itself that plans are in place for orderly succession for appointments to the Board and to senior management. This nomination policy is framed as per the requirements of the aforesaid governance code.

DIVERSITY OF BOARD:

Diversity in the Board enhances diversity of ideas. Having this ideology in mind, the Committee shall take into consideration various factors including the following to ensure Board Diversity:

- Optimum composition of Executive Directors and Non-Executive Directors on the Board;
- Professional experience and expertise in different areas of specialization;
- Diversity criteria including, but not limited to gender, age, ethnicity, race, religion, culture and geographic background;

Academic qualification, functional expertise, personal skills and qualities. The ultimate decision is based on merit and contribution that the selected candidates bring to the Board.

QUALIFICATION AND POSITIVE ATTRIBUTES

The committee may also assess whether they meet qualification criteria and the positive attributes set below:

- Financially literate, which means he/she possesses the ability to read and understand basic financial statements i.e. balance sheet, Statement of Profit and Loss, and statement of cash flows
- Possess high levels of personal, professional integrity
- Have appropriate knowledge / experience about the industry and the Company, or ability to acquire required knowledge and understanding.
- Able to provide guidance to the Board in matters of business, finance, strategy and corporate governance

- Able to analytically look into the issues placed before the Board and provide strategies to solve them
- Possess better communication skills and ability to work harmoniously with fellow Directors and management;
- Willingness to devote the required time, including being available to attend Board and Committee meetings;

INDEPENDENCE OF DIRECTORS (ONLY IN THE CASE OF INDEPENDENT DIRECTORS)

Any relationship between the Company and Directors other than in the normal course will affect the Independence of Directors in many ways. The Committee shall assure that the candidate proposed for the position of Independent Director meets the minimum criteria for Independence set out under Corporate Governance Code-2018 and other rules and Regulations of the land. It shall also assess if the candidate would be able to meet the standards mentioned in Corporate Governance Code-2018.

PART B

POLICY ON REMUNERATION TO BOARD OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES

INTRODUCTION

With the view to ensure that the Company attracts, motivates and retains qualified industry professionals for the Board and Management in order to achieve its strategic goals this policy is designed to encourage behavior that is focused on long-term value creation, while adopting the highest standards of good corporate governance. The remuneration policy of the Company is aimed at rewarding performance, based on review of achievements on a regular basis and is in consonance with the existing industry practices.

This policy is now re-framed to ensure that the requirements of Corporate Governance Code- 2018 along with other relevant laws, rules and regulation are met and it intends to define general guidelines for the Company's pay to the Board of Directors, Key managerial Personnel and Senior Management and other employees.

The principles and criteria for the said remuneration policy will be annually reviewed by the Nominations and Remuneration Committee and the Board of Directors within the framework of their powers to maintain the alignment of the Company's remuneration policy with the best practices and trends in the market.

REMUNERATION OF DIRECTORS

The Board of the Company usually comprises of two categories of Directors viz., Executive Directors and Non-Executive Directors as per laws of the land. The Remuneration to Executive and Non-Executive Directors are governed by the provisions of Companies Act, 1994 and the rules framed there under and the Corporate Governance Code as well as notifications issued by Bangladesh Securities and Exchange Commission (BSEC). The compensation and remuneration given to Directors shall be disclosed in the Annual Report of the Company.

Therefore, the directors' remuneration for exercising their supervision and decision-making functions is based on the following main principles:

- The remuneration must be sufficient and conform to the directors' dedication, qualification and responsibilities but it must not compromise their independent criteria.
- The remuneration must be sufficient to attract and retain directors with the talent and profile desired by the Company
- The remuneration must be competitive, which is achieved by establishing a remuneration package in line with market standards of comparable sectors and companies.

EXECUTIVE DIRECTOR

The Executive Director's compensation comprises of two broad components - Fixed Remuneration and a performance-linked variable component. The fixed remuneration is determined based on market standards and the Company's specific needs from time to time. The Board of Directors may evaluate the fixed remuneration annually based on the results from the previous period and with due consideration to the trend within the market standards.

Variable Components of the Executive Directors includes performance linked bonus, which will be decided by the Board based on the performance criteria with the objective to create long term shareholder value. Executive Directors do not receive any sitting fees for attending the Board and Committee meetings.

Making sure that the compensation package can attract, retain and motivate the Executive Director thanks to its structure and overall amount and be competitive with respect to the similar trend business standards so that the Company can meet its strategic objectives within the increasingly competitive environment in which it operates. This remuneration will necessarily be approved by the shareholders and disclosed in the annual report.

The remuneration to be paid to the managing director, the whole-time director, the executive directors, the chief executive officer shall be determined keeping in view the market practice, the relative performance of the Company to the industry performance and individual performance and shall be subject to approval of appropriate authorities, as and when required.

NON EXECUTIVE DIRECTOR

Non-Executive Directors including Independent Directors are eligible for a fixed amount of sitting fees for attending meetings of the Board of Directors and its committees as allowed under the Rules and Regulations of the Land.

Non-executive Director shall not 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. However, they may enjoy any other benefits, compensation and remuneration subject to approval by the general body of the company.

REIMBURSEMENT OF EXPENSES

All expenses incurred by the Board of Directors for attending the meetings and events of the Company are reimbursed at actual.

REMUNERATION TO KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT PERSONNEL

It is to be ensured that Key Managerial Personnel (KMP) and other personnel are paid as per the trend prevalent in the similar industry, nature and size of business. The level and components of remuneration is reasonable and sufficient to attract and retain the KMPs and Senior Management. The remuneration for Key Managerial Personnel and other employees is paid on a monthly basis and the variable component is paid on the degree of their achieving "Key Result Areas".

Executive Director/s under the supervision of NRC Committee on a yearly basis, in discussion with the KMP and Senior Management Personnel, frame the Key Result Area (KRA) for all employees. The KRA is fixed with an aim to achieve the overall objectives of the Company.

REMUNERATION TO OTHER EMPLOYEES

To have a strong bondage with the Company and long-time association of the employees, the management while fixing remuneration to the employee ensures that it:

- Appropriately compensate employees for the services they provide to the Company;
- Attract and retain employees with skills required to effectively manage the operations and growth of the business;
- Motivate employees to perform in the best interests of the Company and its stakeholders

In consonance with this well formulated principle, the compensation of employees has been linked to performance. However, for compensation above certain limits have variable components in the salary structure and are linked to Key Result Area (KRA) and Key Performance Indicator (KPI) fixed to the employees.

The remuneration to be paid to senior management employees and other employees shall be determined keeping in view the market practice, the relative performance of the Company to the industry performance and individual performance and shall be subject to approval of appropriate authorities, as and when required.

EVALUATION CRITERIA

The evaluation of the Directors and top level executive position of the Company is to be conducted on an annual basis.

The following criteria may assist in determining how effective the performances of the Directors and top level executive officials have been:

- a. Leadership and stewardship abilities;
- b. Performance against corporate plans & objectives;
- c. Strategic Planning- Financial & Business;
- d. Identify, monitor & mitigate significant corporate risks;
- e. Review management's succession plan;
- f. Obtain adequate, relevant & timely information from external sources;
- g. Communication skills;
- h. Motivating employees, providing assistance & directions;
- i. Team work attributes;
- j. Regular monitoring of corporate results against projections;
- k. Direct, monitor & evaluate senior officials;
- l. Attendance & presence in meetings of Board & Committees;
- m. Punctuality;
- n. Leadership skills;
- o. Exercising duties diligently;
- p. Compliance with ethical standards & code of conduct;
- q. Safeguard of confidential information;



REPORT ON ACTIVITIES OF THE EXECUTIVE COMMITTEE

F.4

Dear Shareholders,

Assalamualaikum.

On behalf of all the members of the Executive Committee of Desh General Insurance Company Limited, I take this opportunity to welcome you all to this Annual Gathering of the Company and take the privilege of presenting the Executive Committee Report before you.

COMPOSITION

The Executive Committee ('EC/ the Committee') of Desh General Insurance Company Limited is appointed by the Board of Directors (the Board). There are Five (5) members in the Committee. All the members are appointed by the Board of Directors. The Committee comprises the following Directors of the Company as on 31 December, 2023.

SL.	Name	Status
1	Ms. Rokeya Quader	Chairperson
2	Engr. A.K.M. Ahsanul Haque	Member
3	Mr. Murad Mohammed Taj	Member
4	Mr. Aminur Rahman	Member
5	Mr. Tahrin Aman	Member

MEETINGS

In FY 2023, the Committee held Two (2) formal meetings during the year in which it reviewed, among other things, issues relating to business operations, administrative control, legal compliance and finance & accounts. Apart from the formal Meetings there were numerous communications between the Chairman and members of the Committee. The Board of Directors receives a copy of the minutes of each meeting of the Committee.

AUTHORITY

The Committee assists the Board of Directors by discharging their duties since the executive committee has the power to act on behalf of the board as per Articles of Association of the Company. The executive committee is a standing committee that often acts as a steering committee for the full board. Functioning as a steering committee, the executive committee prioritizes issues for the full board to address. Although the executive committee comprises senior-level directors of the Company, the committee reports to the board sending copy of the minutes of each meeting of the Committee.

ACTIVITIES

The executive committee functions as an extension of the board of directors. The committee acts as the board's eye and ears when the board can't gather in full. The members of the Committee are Board members who voted into the executive committee. The committee meets and acts frequently when the entire board can't; the committee hence makes decisions in between meetings and resolves any urgent issues facing the Company.

Though the executive committee meets frequently and independently, they're still ultimately accountable to the board.

- The Committee resolves urgent matters
- Makes decisions between Board meetings
- Meets more frequently than the board
- Accountable to Board of Directors

The Committee, along with the management, reviewed the functions and management procedures of the Company, and necessary actions were taken to improve the same. Taking everything into consideration, the

Executive Committee is satisfied that the internal control and procedures in place for assessing and managing risks are adequately designed and operated effectively to safeguard the assets of the company.

The Committee is further satisfied that the Company is doing well.

On the whole, the Committee is really grateful for the trust you have put in us and would like to convey our sincere gratitude to our valued stakeholders for their continued support which leads us towards the way of success.

Finally, the Executive Committee would like to express sincere thanks to the members of the Board, key management personnel and all employees for their utmost dedication for achieving transparency in performance and all sorts of cooperation extended to the Committee in discharge of its responsibilities.

On behalf of the Executive Committee.



Rokeya Quader
Chairperson
Executive Committee



REPORT ON ACTIVITIES OF THE CLAIMS COMMITTEE

F.5

DEAR SHAREHOLDERS,
ASSALAMJALAIKUM.

On behalf of all the members of the Claims Committee of Desh General Insurance Company Limited, I take this opportunity to welcome you all to this Annual Gathering of the Company and take the privilege of presenting the Claims Committee Report before you.

COMPOSITION

The Claims Committee (The Committee) of Desh General Insurance Company Limited (DGIC) is appointed by the Board of Directors (the Board). There are Five (5) members in the Committee. All the members are appointed by the Board of Directors. The Committee comprises the following Directors of the Company as on 31 December, 2023.

SL.	Name	Status
1	Mr. Aminur Rahman	Chairman
2	Mr. Mohammed Akbor Hossain	Member
3	Mr. Nihar Kumar Roy	Member
4	Engr. Tarikul Alam Rahimi	Member
5	Ms. Nauzat Begum	Member

MEETINGS

In FY 2023, the Committee held Three (03) formal meetings during the year in which it reviewed, among other things, issues relating to Claims Settlement of the Company. Apart from the formal Meetings there were numerous communications between the Chairman and members of the Committee. The Board of Directors receives a copy of the minutes of each meeting of the Committee.

AUTHORITY

The Committee discharges their duties in the field of Claims Settlement of the Company and to recommend the Board on strategic claims matters. The Committee assists the Board of Directors (the Board) in fulfilling its oversight responsibilities in assuring that claims governance is fully integrated into enterprise governance and is effectively implemented. The Committee assures the Board is appropriately informed on claims matters and risks, and provides the Board with timely recommendations on strategic plans on Claims Settlements and Claims Matters. Although the Claims committee comprises senior-level directors, the committee members report to the board by sending a copy of the minutes of each meeting of the Committee.

ACTIVITIES

The purpose of the Claims Committee is to act as the 'shop window' of the Company and ensuring that effective claims management governance is fully integrated and effectively implemented. The Committee also -

- Review and assess strategic plans for claims management of the Company and ensure their alignment with Business plans of the Company.
- Develop, recommend and implement policies with respect to the management of claim, with particular reference to the need to try to minimise losses and report claims in a timely fashion.
- Act as the consultative/technical arm of the company on matters relating to claims.
- Provide and ensure a swift, efficient and technically knowledgeable Claims service.
- Ensure that the claims reporting phase proceeds as smoothly as possible.
- With respect to payment of claims: Ensure that only valid claims are paid.
- Protect central pool of premiums by detecting and preventing overpayment, fraud and excessive expense

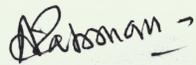
Monitor:

- Outstanding claims, classwise and their ageing on a monthly basis,
- Recoveries/recoverables and review the recovery process on a monthly basis.
- Investigate into and accordingly make timely recommendations to the Board on
 - (a) Major Claims solicitation decisions and the amounts involved and
 - (b) Any unforeseen trends in claims settlements emanating from a class of risks and/or an individual risk;
- Other responsibilities as delegated by the Board Chair.

On the whole, the Claims Committee is really grateful to the Board of Directors for the trust they have put in us and would like to convey our sincere gratitude to our valued stakeholders for their continued support which leads us towards the way of success.

Finally, the Committee would like to express sincere thanks to the key management personnel and all employees for their utmost dedication for achieving transparency in performance and all sorts of cooperation extended to the Committee in discharge of its responsibilities.

On behalf of the Claims Committee



Aminur Rahman
Chairman
Claims Committee



REPORT ON GOING CONCERN

F.6

International Accounting Standard (IAS-1): Presentation of Financial Statements requires management to make an assessment of an entity's ability to continue as a going concern. In other Financial Reporting Frameworks, there may be no explicit requirement for management to make specific assessment of an entity's ability to continue as a going concern. Nevertheless, since the going concern assumption is a fundamental principle in the preparation of financial statements as per IAS-1, the preparation of the financial statements requires management to assess Desh General Insurance's ability to continue as a going concern even if the financial reporting framework does not include an explicit requirement to do so. Bangladesh Securities and Exchange Commission Notification dated 10.06.2018, the Corporate Governance Code, requires the Directors of all the listed companies to report on its ability to continue as a going concern. The Board of Directors of Desh General Insurance makes an annual assessment as to whether there exists any material uncertainty that may cast significant doubt about Desh General Insurance's ability to continue as a going concern. Financial Statements are normally prepared on the assumption that an enterprise is a going concern and will continue in operation for the foreseeable future. Hence, it is assumed that the enterprise has neither the intention nor the need to liquidate or curtail materially the scale of its operations; if so, the basis used is disclosed. On the other hand Listed Companies are required by Bangladesh Securities and Exchange Commission to report on its ability to continue as a going concern.

The Board of Directors of Desh General Insurance Company Limited has made an annual assessment about whether there exist material uncertainties which may cause significant doubt about the Company's ability to continue as a going concern. The directors' assessment of whether the Company is a going concern involves making appropriate inquiries including review of budget, forecast, assumptions and future outcome of inherent uncertainties in existence. The Directors are convinced from the following indications, which gave reasonable assurance as to the company's ability to continue as a going concern for the foreseeable future.

The time period that the Directors have considered in assessing the appropriateness of the going concern, while preparing the financial statements for the year ended 31 December 2023, is a period of twelve months from the date of approval of these financial statements (the period of assessment).



DIRECTORS' CERTIFICATE

F.7

As per Regulations contained in the Section 63(2) of the
"Insurance Act, 2010" and

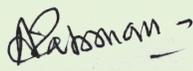
“নন-লাইফ ইন্সুরেন্স ব্যবসা ব্যবস্থাপনা ব্যয়ের সর্বোচ্চ সীমা নির্ধারণী বিধিমালা, ২০১৮”
প্রদত্ত বিধান অনুযায়ীঃ

We certify that:

1. The value of investment as shown in the Balance Sheet has been taken at cost.
2. The value of all assets shown in the Balance Sheet has been reviewed as at 31 December 2023 and in our belief the assets set forth in the Balance sheet are shown in the aggregate amount not exceeding their realizable or market value under the several headings enumerated therein.
3. All expenses of management (whether directly or indirectly including payments of all kinds of commission or remuneration for procuring business) wherever incurred in respect of Fire, Marine, Motor and miscellaneous insurance have been fully debited to respective revenue accounts as expenses.



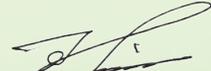
Mohammodi Khanam
Chief Executive Officer



Aminur Rahman
Director



Nihar Kumar Roy
Director



Md. Jashim Uddin
Chairman

DECLARATION BY CEO & CFO

F.8

Date: 21 August, 2024

**The Board of Directors,
Desh General Insurance Company Ltd. (DGIC).**

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

Dear Sirs,

Pursuant to the condition No. I(5)(xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/ 207/ A dmin/ 80: Dated 3 June 2018 under section 20C of the Securities and Exchange Ordinance, 1969, We do hereby declare that:

1. The Financial Statements of Desh General Insurance Company Ltd for the year ended on 31 December 2023 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 31st December, 2023 and that to the best of our knowledge and belief:
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b. these statements collectively present a 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,



Mohammodi Khanam
Chief Executive Officer



Rabindra Nath Karmaker
Chief Financial Officer

CERTIFICATE ON COMPLIANCE TO THE CORPORATE GOVERNANCE GUIDELINE-2023 OF DGIC

F.9



Uttam & Associates
Chartered Secretaries & Consultants

Shah Ali Tower (14 floor)
33, Kawran Bazar, Dhaka-1215
Cell : 01714635595
uttamdeytax@gmail.com

Certificate on Compliance to the Corporate Governance Guideline-2023 of Desh General Insurance Company Limited.

[Certificate as per Condition No. 19(2) of Corporate Governance Guideline- 2023 issued by
Insurance Development and Regulatory Authority (IDRA)]

We have examined the compliance status to the Corporate Governance Guideline by **Desh General Insurance Company Limited** for the year ended **31 December 2023**. This Guideline relates to the Memo No. 53.03.0000.075.22.025.2020.230 dated 19 October 2023 issued to implement the Section 15 of the Insurance Act 2010 and Schedule 2.5 of Sub- schedule 47 of National Insurance Policy 2014 of Insurance Development and Regulatory Authority (IDRA).

Such Compliance with the Corporate Governance Guideline 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 Guideline-2023.

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

- The Company has complied with the conditions of the Corporate Governance Guideline-2023 as stipulated in the above-mentioned Corporate Governance Guideline issued by the IDRA;
- Proper Books and Records have been kept by the Company as required under the Companies Act, 1994, Insurance Act, 2010 and other applicable laws and regulations;
- The Corporate Governance of the company is satisfactory.

Place: Dhaka
Date: 22 August, 2024




Uttam Kumar Dey, FCS
CEO & Lead Consultant
UTTAM & ASSOCIATES
Chartered Secretaries & Consultants

Enclosure: Annexure – 'A' is the part of this Certificate.

CERTIFICATE OF BOARD OF DIRECTORS OF DESH GENERAL INSURANCE COMPANY LIMITED ON CORPORATE GOVERNANCE GUIDELINES ISSUED BY INSURANCE DEVELOPMENT & REGULATORY AUTHORITY (IDRA)

The Company believes in adopting the 'best practices' that are followed in the area of Corporate Governance. The Company emphasizes the need for full transparency and accountability in all its transactions in order to protect the interests of its stakeholders. To maintain the continuance of the governance philosophy, the Company ensures compliance of all conditions of Corporate Governance Guidelines imposed by Insurance Development and Regulatory Authority (IDRA) on 19 October 2023. The steps taken as part of good corporate governance are summarized below:

COMPOSITION OF THE BOARD OF DIRECTORS

The Board of Director of UICL is comprised of total 08 (eight) members, out of which 06 (six) are Non-Executive Directors and 02 (two) are Independent Directors. The Directors hold regular meetings to ensure good communication and discussion on matters of importance for smooth operation of the Company. A Code of Conduct for all of its Directors duly approved by the Board is posted on the Company's website.

INDEPENDENT DIRECTORS

The Board, to comply with regulatory requirements, appointed 2 (two) Independent Directors, on basis of recommendation of Nomination and Remuneration Committee, for a period of 3 (three) years and subsequently approved by the shareholder at the Annual General Meeting (AGM).

BOARD COMMITTEES

In compliance with governance guidelines, the Board of UICL has constituted the following subcommittees-

- (i) Audit Committee,
- (ii) Nomination & Remuneration Committee,
- (iii) Investment Committee,
- (iv) Risk Management Committee and
- (v) Policyholder Protection & Compliance Committee.

AUDIT COMMITTEE (AC)

Audit Committee is formed with 03 (three) non-executive directors headed by an Independent Director. The Company Secretary acts as the Secretary to the Committee. A Report on activities of the Audit Committee is prepared annually and disclosed in the Annual Report of the Company.

NOMINATION AND REMUNERATION COMMITTEE (NRC)

Nomination and Remuneration Committee is formed with 04 (four) directors headed by an Independent Director. All members of the Committee are Non-Executive Directors. The Company Secretary acts as the Secretary to the Committee. A Report on activities of the Committee is prepared annually and disclosed in the Annual Report of the Company.

INVESTMENT COMMITTEE (IC)

Investment committee, is a 06 (six) members committee, comprised with 05 (five) non-executive directors and CEO who is as an ex-officio member. The Committee is liable to lay down the operational framework for the investment operations and to ensure the best possible investment for the Company.

RISK MANAGEMENT COMMITTEE (RMC)

The Board of directors has duly constituted a 03 (three) members Risk Management Committee including an independent director under guidance of IDRA on 19 December 2023. The Committee is committed to establishing an effective Risk Management framework, the Risk Management policy and processes for the Company. No meeting of the Committee was held during 2023.

POLICYHOLDER PROTECTION & COMPLIANCE COMMITTEE (PPCC)

The Committee has constituted with 03 (three) non-executive directors including an independent director on 19 December 2023. The Committee is responsible for establishing an effective mechanism to address complaints and grievances of policyholders. No meeting of the Committee was held during 2023.

RELATED PARTY TRANSACTIONS

Related party transactions were entered during the year under review in the ordinary course of business and on an arm's length basis. As per International Accounting Standard (IAS) 24 on 'Related Party Disclosures', the details of related party transactions entered into by the Company were also included in the notes to the financial statements in 2023 now under audit by statutory auditor of the Company. A Policy on Related Party Transactions is under process of formulation.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company is taking initiatives to develop a Corporate Social Responsibility Policy under guidance of corporate governance guidelines of IDRA issued on 19 October 2023. No amount was spent on CSR projects during the year 2023.

KEY MANAGEMENT PERSONNEL

Under the guidelines of IDRA, the Board of Directors appointed Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary (CS) and Head of Internal Audit as top level officials and key personnel for the overall management activities of the Company. Chief investment officer and Chief risk officer will soon be appointed by the Board. Charter of duties of the CEO, CFO, CS and head of internal audit has been formulated and approved by the Board of Directors. The CEO, CFO and CS attended all meetings of the Board of Directors during 2023.

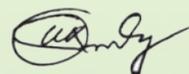
DISCLOSURE OF INFORMATION

All information whether material and or price sensitive nature are disclosed by the Company in timely manner and uploaded on the Company's website. A policy of principles on disclosures of material information and price sensitive information duly approved by the Board of Directors is posted on the Company's website. The Company also maintains a functioning website where all relevant information are uploaded about the Company under the guidance of IDRA's corporate governance.

A Report on corporate governance is prepared annually and disclosed in the Annual Report of the Company. For and on behalf of

Board of directors of Desh General Insurance Company Limited

Place: Dhaka
Date: 07 August, 2024



Uttam Kumar Dey, FCS
CEO & Lead Consultant
UTTAM & ASSOCIATES
Chartered Secretaries & Consultant

ANNEXURE- A: COMPLIANCE STATUS OF CORPORATE GOVERNANCE GUIDELINES ISSUED BY IDRA

F.10

Annexure- A

Compliance status of Corporate Governance Guidelines issued by IDRA

Clause No.	Title	Compliance Status	Remarks
6.	Board of Directors and its Directors:		
	6.1 Composition of the Board The Board shall consist of at best 20 (twenty) members with minimum 2 (two) Independent Directors.	Complied	The Board of the Company comprised of 15 (Fifteen) Directors including 3 (three) Independent Directors.
	6.2 Board of Directors and its Directors The Company should have a Policy of appointing and reappointing of directors emphasizing on the Insurance Act, 2010. The policy should include the disqualification for selecting directors, Chairman and Vice- chairman. Reasons for absence of Chairman and Vice – chairman in the meeting shall be recorded in the minutes;	Complied	
	6.3 Independent Director A. There should prerequisites for selecting independent director. B. i. The Board shall appoint the Independent Director and Shareholder in the General Meeting shall ratify the appointment. ii. Post of the Independent Director shall not remain vacant for more than 90 days. iii. Tenure of the Independent Director shall be for 3 (three) years which can be extended for 1 (one) term only. After period of one term, he can be eligible for reappointment. C. Qualification of Independent Director There are some qualification and experience shall be construed as qualification of Independent Director.	Complied	
	6.4 Role of the Board The core responsibility of the Board is to guide the company for efficient and effective management for attaining long term goal of the Company. In this regard, the Board shall formulate the Policies and Governance Guidelines.	Complied	
	6.5 Code of Conduct of the Board The Board shall formulate a Code of Conduct for all employees including the Chairman, Directors and Chief Executive Officer.	Complied	

Clause No.	Title	Compliance Status	Remarks
7.	Committees of the Board		
	7.1 To ensure Good Governance in the Company, the Board should have the following committees: 1. Audit Committee. 2. Nomination & Remuneration Committee. 3. Investment Committee. 4. Risk Management Committee and 5. Policy holder protection & Compliance Committee.	Complied	
	7.2 Audit Committee A. The committee shall review the financial statements as well as oversee the functions of Internal and External Auditors.	Complied	
	B. Formation of Audit Committee 1. The Committee shall consist of 3 (three) members; 2. It comprises of 1 (one) Non- executive Director other than the Chairman of the Board and 1 (one) Independent Director 3. All members should have the literacy about accounting and at least 1 (one) member should have 10 (ten) years relevant experience. 4. Member vacancy shall be filled within 1 (one) month. 5. Company Secretary shall act as the Secretary of the committee.	Complied	
	C. The Chairman of the Committee 1. Independent Director shall be the Chairman of the Committee 2. In case of absence of Chairman other member can act as Chairman but one Independent Director shall be present in the meeting. 3. The Chairman of the Audit Committee shall attend the meeting, in case of absence of the Chairman any member may be selected to attend the AGM, but the reason of absence shall be recorded in the AGM minutes.	Complied	The Chairman of the Audit Committee was present in the last AGM.
	D. Meeting of the Committee 1. At least 4 (four) meeting shall be conducted. Meeting can be held with the requisition of any member in case of any emergency. 2. The quorum of the meeting shall be minimum 2 (two) and two third members including one Independent Director.	Complied	
	E. Role of the Audit Committee The Board shall form a Term of Reference (ToR) as per this Guideline.	Not complied	The Management informed that the preparation of ToR is under process.
	F. Rights of the Committee The committee shall have the access to the information related to its function.	Complied	

Clause No.	Title	Compliance Status	Remarks
	G. Report of the committee 1. The committee shall report to the Board of its regular activities. 2. It shall also report the Board for any sensitive issue as defined in the guidelines. 3. It shall report to the authority in appropriate case as defined in the guidelines. 4. It shall also report the shareholders and publish in the annual report.	Complied	
8.	Nomination & Remuneration Committee		
	A. Nomination & Remuneration Committee shall assist the Board in evaluation and determining the role and remuneration of employees including the Senior Management.	Complied	
	B. Formation of NRC 1. Committee members shall be appointed by the Board. 2. At least there shall be 4 (four) members including 1 (one) Independent Director. 3. Chairman of the Board can be included in the committee but he shall not be appointed as the Chairman of the Committee. 4. Board can appoint, remove any members and reasons for removal shall be recorded in the minutes. 5. Vacancy of any member shall be filled within 180 (one hundred and eighty) days. 6. Company Secretary shall act as the Secretary of the committee.	Complied	
	C. Chairperson of NRC The board shall appoint 1 (one) Director as the Chairman of the Committee. Members can select a Chairman in the absence of the Chairman of the committee, but reason for absence of regular Chairman shall be recorded in the minutes. Chairperson shall attend the AGM for responding any queries of the shareholders.	Complied	
	D. Meeting of NRC At least 2 (two) meeting shall be conducted. Chairperson can hold any meeting on emergency basis. The quorum of the meeting shall be minimum of 2 (two) and two third members including 1 (one) Independent Director.	Complied	
	E. Role of NRC The Board shall form a Policy regarding remuneration of Directors and Senior Management as per this Guideline.	Complied	
9.	Investment Committee		
	A. The Investment Committee is the sub-Committee of the Board shall oversee the investment portfolio of the Company.	Complied	

Clause No.	Title	Compliance Status	Remarks
	<p>B. Composition of the Committee and its meeting The Board shall nominate at least 5 (five) Members in the Committee including one Chairman. The quorum of the meeting shall be 3 (three). CEO shall be the member of the Committee as an ex-officio. CFO, Chief Investment Officer and Chief Risk Officer can be invited in the meeting. Company Secretary shall act as the Secretary of the committee.</p>	Complied	
	<p>C. Role of Committee The Board shall prepare a Policy in accordance with Insurance Act, 2010 to comply investment rules as per this Guideline.</p>	Not complied	The Management informed that the preparation of Policy is under process.
10.	Risk Management Committee		
	<p>A. The Committee shall act as the Sub-committee of the Board to assist the Board in minimizing the risk.</p>	Complied	
	<p>B. Composition of the Committee and its meeting 1. The committee shall consist of at least 3 (three) members including 1 (one) Independent Director. One shall be the Chairman of the Committee. Moreover 1 (one) from Audit Committee. 2. The quorum of the meeting shall be 2 (two). CEO shall be the member of the Committee as an ex-officio. CFO, Chief Investment Officer and Chief Risk Officer can be invited in the meeting. 3. Company Secretary shall act as the Secretary of the committee.</p>	Complied	
	<p>C. Role of Committee The Board shall prepare a Policy of the Committee as per this guideline.</p>	Not complied	The Management informed that the preparation of Policy is under process.
11.	Policyholder Protection & Compliance Committee		
	<p>A. The Committee as the Sub-committee of the Board shall oversee the investment portfolio of the Company.</p>	Complied	
	<p>B. Composition of the Committee and its meeting 1. The committee shall consist of at least 3 (three) members including 1 (one) independent director. One shall be the Chairman of the Committee. Moreover 1 (one) from Audit Committee. 2. The quorum of the meeting shall be 2 (two). Member can select a Chairman in the absence of the Chairman of the Committee but reason for absence of regular Chairman shall be recorded in the minutes. 3. Company Secretary shall act as the Secretary of the committee.</p>	Complied	

Clause No.	Title	Compliance Status	Remarks
	C. Role of the Committee The Board shall prepare a Policy of the Committee as per this Guideline.	Not complied	The Management informed that the preparation of Policy is under process.
12.	Senior Management & Key Personnel		
	1. The Company shall appoint CEO, CFO, CS, CIO, CRO and HIAC. 2. They should be qualified person. 3. The Board shall determine their role and responsibilities. 4. They shall not appoint in any other company as executive position.	Not complied	The CEO, CFO, CS, HIAC are exist except CIO and CRO.
	12.1 Managing Director/ Chief Executive Officer: The Chief Executive Officer shall be appointed by the Board in accordance with Insurance Companies (Appointment and Disposal) Rules -2012.	Complied	
	12.2 Responsibilities of Senior Management and Key Personnel: The Board shall determine the Charter of Duties of CEO, CS, CFO, CIO, CRO, HIAC and Senior Management & Key Personnel and implement it.	Not complied	The Management will prepare very soon.
	12.3 Appointment of Actuaries The company shall appoint Actuary in accordance with Insurance Act, 2010 and its Rules.	Not applicable	This is applicable for Life Insurance Company.
13.	Other Committees: The Company should have other committee like 1. Corporate Social Responsibility (CSR), 2. Environment, Social and Governance (ESG) Committee, 3. Integrity and Ethics Committee, 4. Reinsurance Restoration Committee, 5. Asset Liability Management Committee.	Not complied	The Committees will be formed very soon.
14.	Disclosure information of the Board and its committees:		
	1. Company shall keep record of proceeding of the Board meeting and shall disclose in appropriate case. 2. Code of Conduct of all employees including the Chairman of the board, its member and CEO shall publish. 3. Shall disclose among others- a. Number of Board meeting and its Committee meeting held b. Name of the mandatory Committees. c. Details of remuneration paid to Directors including Independent Director d. Relevant other information.	Complied	
15.	Related Party Transactions		
	The company should have a Policy to identify the related party transaction and conducting the transactions.	Not complied	The Management informed that the preparation of Policy is under process.

Clause No.	Title	Compliance Status	Remarks
16.	Corporate Social Responsibility		
	The Company should have some CSR activities and these shall be published in Annual Report.	Complied	
17.	Policies of the Company		
	In addition to the above Policies, the following Policies will help to establish a Good Governance.	Complied	
	17.1 Whistle Blowing policy	Not complied	The Management informed that the preparation of Policy is under process.
	17.2 Other Policies such as- 1. Asset Liability Management Policy, 2. Underwriting Policy, 3. Reinsurance Policy, 4. Insurance Claim Settlement Policy, 5. Code of Conduct of Employees, 6. CSR Policy, 7. Suddachar Policy, 8. Gender Equality Policy, 9. Human Resource Management Policy, 10. Financial Policy 11.Anti- Corruption Policy, 12. Disparity Prevention Policy, 13. ICT Policy.	Not complied	The Management informed that the preparation of Policy is under process.
18.	Disclosure initiatives		
	1. The Company should have a website. 2. Relevant information shall be updated in website such as- a. Annual Report along with audited financial statements. b. Feature of the various Insurance Policy. c. Contact information of all key persons including Chairman, all Chairmen of Sub-committee, Directors, CEO, Adviser and all Officers. d. Any other information as advised by the Authority.	Complied	
19.	Annual Corporate Governance Compliance Statement		
	The company shall submit an Annual Compliance Statement with the Authority by 31st January of the following year.	Not complied	The Company will comply this condition from this year (2024) accordingly.

ANNEXURE- B: CERTIFICATE ON COMPLIANCE OF CGC

F.11



Uttam & Associates
Chartered Secretaries & Consultants

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uttamdeytax@gmail.com

Annexure-B
[Certificate as per condition No. 1(5)(xxvii)]

Report to the Shareholders of Desh General Insurance Company Limited on Compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by **Desh General Insurance Company Limited** (the "Company") for the year ended on **31 December 2023**. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 03 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969; of the Bangladesh Securities and Exchange Commission.

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

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

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

- 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;
- 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;
- 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
- The Governance of the company is satisfactory.

Place: Dhaka
Date: 22 August, 2024




Uttam Kumar Dey, FCS
CEO & Lead Consultant
UTTAM & ASSOCIATES
CHARTERED SECRETARIES & CONSULTANTS

ANNEXURE- C: REPORT ON COMPLIANCE OF BSEC NOTIFICATION ON **CORPORATE GOVERNANCE CODE (CGC)**

F.12

Annexure – C

[Compliance of Corporate Governance as per condition No. 1(5)(xxvii)]

Status of compliance with the conditions imposed by the 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:

(Report under Condition No. 9)

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.	Board of Directors			
1(1)	Board's Size shall not be less than 5 and more than 20	✓		The Board comprised of 15 Directors.
1(2)	Independent Directors			
1(2)(a)	Independent Director(s) - at least one fifth (1/5) of the total number of directors;	✓		There are three Independent Directors in Board among them 2 approved by BSEC and 1 applied to BSEC.
1(2)(b)(i)	Independent director does not hold any share or holds less than one percent (1%) shares of total paid up capital;	✓		
1(2)(b)(ii)	Independent director is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company;	✓		
1(2)(b)(iii)	Independent director has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		
1(2)(b)(iv)	Independent director does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		
1(2)(b)(v)	Independent director is not a member or TREC holder, director or officer of any stock exchange;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(2)(b)(vi)	Independent director is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	✓		
1(2)(b)(vii)	Independent director is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	✓		
1(2)(b)(viii)	Independent director is not independent director in more than 5 (five) listed companies;	✓		
1(2)(b)(ix)	Independent director has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBF);	✓		
1(2)(b)(x)	Independent director has not been convicted for a criminal offence involving moral turpitude;	✓		
1(2)(c)	Independent Director(s) shall be appointed by the Board and approved by the Shareholders in the AGM;	✓		
1(2)(d)	The post of Independent Director(s) cannot remain vacant for more than 90 days;	✓		
1(2)(e)	The tenure of office of an Independent Directors shall be for a period of 3 (three) years which may be extended for 1 (one) tenure only;	✓		
1(3)	Qualification of Independent Director			
1(3)(a)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, 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. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association;	✓		
1(3)(b)(ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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, who has at least educational background of bachelor degree in economics or commerce or business or law;	Not Applicable		
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law;	Not Applicable		
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	✓		
1(3)(c)	The Independent Director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission;	Not Applicable		
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓		
1(4)(c)	The Chairperson of the Board shall be elected from among the 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 Chief Executive Officer;	✓		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
1(5)	The Directors' Report to Shareholders			
1(5)(i)	An industry outlook and possible future developments in the industry;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(ii)	The Segment-wise or product-wise performance;	✓		
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		
1(5)(iv)	A discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin, where applicable;	✓		
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	Not Applicable		No such gain/loss
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		Presented in the Financial Statement
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	Not Applicable		
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;	Not Applicable		No such variance occurred
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	Not Applicable		No such variance occurred
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	✓		
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	✓		
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	✓		
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	✓		
1(5)(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	✓		
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	✓		
1(5)(xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	✓		Ability of the company to continue as going concern
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	✓		No such deviation occurred
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓		
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	Not Applicable		The company has declared 5% (Five) Cash Dividend
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	Not Applicable		
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	✓		Disclosed
1(5)(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:			
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	✓		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	✓		
1(5)(xxiii)(c)	Shareholding pattern of 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 appointment or re-appointment of a Director, a disclosure on the following information to the Shareholders:			
1(5)(xxiv)(a)	a brief resume of the director;	✓		
1(5)(xxiv)(b)	nature of his or 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)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	✓		
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓		
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓		
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	✓		
1(5)(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;	✓		
1(5)(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	✓		
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A;	✓		Disclosed
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C;	✓		
1(6)	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code;	✓		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	✓		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	✓		
2.	Governance of Board of Directors of Subsidiary Company:			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;	Not Applicable		
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;	Not Applicable		
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;	Not Applicable		
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;	Not Applicable		
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	Not Applicable		
3.	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS):			
3(1)	Appointment			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓		
3(1)(b)	The 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;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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);	✓		
3(2)	Requirement to attend Board of Directors' Meetings			
	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board;	✓		
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief;	✓		
3(3)(a)(i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	✓		
3(3)(a)(ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	✓		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	✓		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		
4.	Board of Directors' Committee			
	For ensuring good governance in the company, the Board shall have at least following subcommittees:	✓		
4(i)	Audit Committee; and	✓		
4(ii)	Nomination and Remuneration Committee.	✓		
5.	Audit Committee			
5(1)	Responsibility to the Board of Directors	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(1)(a)	Audit Committee as a sub-committee of the Board;	✓		
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	✓		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓		
5.2	Constitution of the Audit Committee			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	✓		
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1(one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	✓		
5(2)(d)	When the term of service of any committee member expires or there is any circumstance causing any committee member to be unable to hold office before expiration of the term of service, thus making the number of 3 (three) persons, the Board shall appoint the new committee members to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the committee to ensure continuity of the performance of work of the audit committee;	✓		Not Applicable
5(2)(e)	The company secretary shall act as the secretary of the Committee;	✓		
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director;	✓		
5.3	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	✓		
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM).	✓		
5.4	Meeting of the Audit Committee			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year;	✓		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓		
5.5	Role of Audit Committee			
5(5)(a)	oversee the financial reporting process;	✓		
5(5)(b)	monitor choice of accounting policies and principles;			
5(5)(c)	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	✓		
5(5)(d)	oversee hiring and performance of external auditors;	✓		
5(5)(e)	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	✓		
5(5)(f)	review along with the management, the annual financial statements before submission to the board for approval;	✓		
5(5)(g)	review along with the management, the quarterly and half yearly financial statements before submission to the board for approval;	✓		
5(5)(h)	review the adequacy of internal audit function;	✓		
5(5)(i)	review the Management's Discussion and Analysis before disclosing in the Annual Report;	✓		
5(5)(j)	review statement of all related party transactions submitted by the management;	✓		
5(5)(k)	review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	✓		
5(5)(l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(5)(m)	oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission.	Not Applicable		
5(6)	Reporting of the Audit Committee			
5(6)(a)	Reporting to the Board of Directors			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board;	✓		
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:			
5(6)(a)(ii)(a)	Report on conflicts of interest;	Not Applicable		
5(6)(a)(ii)(b)	suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	Not Applicable		
5(6)(a)(ii)(c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations;	Not Applicable		
5(6)(a)(ii)(d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	Not Applicable		
5(6)(b)	Reporting to the Authorities If any report which has material impact on the financial condition and results of operation and which has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	Not Applicable		No such event occurred
5(7)	Reporting to the Shareholders and General Investors Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	✓		Disclosed
6.	Nomination and Remuneration Committee (NRC)			
6(1)	Responsibility to the Board of Directors			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓		
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	✓		
6(2)	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	✓		
6(2)(b)	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)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	✓		
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	✓		
6(2)(g)	The company secretary shall act as the secretary of the Committee;	✓		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	✓		
6(3)	Chairperson of the NRC			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	✓		
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders.	✓		
6(4)	Meeting of the NRC			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	✓		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	✓		
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	✓		
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		
6(5)	Role of the NRC			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	✓		
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:	✓		
6(5)(b)(i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following;	✓		
6(5)(b)(i)(a)	the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	✓		
6(5)(b)(i)(b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(5)(b)(i)(c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	✓		
6(5)(b)(ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		
6(5)(b)(iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	✓		
6(5)(b)(iv)	formulating the criteria for evaluation of performance of independent directors and the Board;	✓		
6(5)(b)(v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;	✓		
6(5)(b)(vi)	developing, recommending and reviewing annually the company's human resources and training policies;	✓		
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
7.	External or Statutory Auditors			
7(1)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, 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;	✓		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		
8.	Maintaining a website by the Company			
8(1)	The company shall have an official website linked with the website of the stock exchange;	✓		Company Website is duly linked with the Stock Exchanges
8(2)	The company shall keep the website functional from the date of listing;	✓		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9.	Reporting and Compliance of Corporate Governance			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report;	✓		The Certificate of Compliance obtained from Uttam & Associates is duly presented 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;	✓		As per recommendation of the Board the shareholders approved the appointment in the AGM.
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not;	✓		

REPORT ON COMPLIANCE & CORPORATE GOVERNANCE

F.13

HONORABLE SHAREHOLDERS,
ASSALAMUALIKUM.

On behalf of the Management, I am pleased to report to you about the compliance and governance of the company and welcome you all at the 24th Annual General Meeting of Desh General Insurance Company Limited (DGIC).

Bangladesh Securities and Exchange Commission (BSEC) streamlined the corporate governance code and repealed the existing corporate governance guideline on 10 June 2018 in order to enhance the corporate governance in the interest of the investors and the capital market. Listed Companies shall comply in accordance with the condition stipulated in the code.

On the light of Corporate Governance Guideline 2023 of Insurance Development and Regulatory Authority (IDRA) also enhance the corporate governance guideline in the interest of all stakeholders.

Corporate governance is the system by which companies are directed and controlled in the best interest of all the stakeholders, thereby ensuring greater transparency and better & timely financial reporting. Other words, corporate Governance is the framework of business principles, structures and controls within which the company, its Management, directors and shareholders operate. Corporate governance is often a unique framework built around the organization's mission and values. Large corporations and publicly listed companies often use corporate governance to create internal business policies due to the layers of management involved in the company. Its aim is to ensure:

- Accountability
- Transparency of responsibility
- Effective relationship between shareholders and board of directors
- The containment of risk within the company's risk capacity

The Board of Directors of the Company set proper governance policy, which includes setting out Company's strategic aims, providing the necessary leadership to implement such aims, supervising the management of the business and reporting to the shareholders on their stewardship.

STATEMENT OF COMPLIANCE

At Desh General Insurance Company Limited Corporate Governance is about accountability, transparency, effectiveness, and responsibility. It is a commitment to values and ethical conduct of business. Being transparent we are able to explain the Company's policies and actions towards our customers, regulators, shareholders and its many other stakeholders. We believe that transparency increases accountability and accounts for our activities.

Our Corporate Governance philosophy of the Company establishes that the Board's independence is essential to bring objectivity and transparency to the manner in which dealings of the Company are carried out. As such, the Corporate Governance Report of the Company provides information beyond the minimum requirements of applicable legal and regulatory provisions.

The company not only merely adopted the Corporate Governance Code/Guidelines but also believes in proper and full implementation of the code/Guidelines. It is committed to ensure the highest standards of corporate governance at all times as a trustee of all the shareholders interest. Transparency accountability is the values and philosophy of the company.

Desh General Insurance Company Limited (DGIC)'s corporate governance is broadly covered by protecting the interest of investors through complying and following its own regulations, BSEC & IDRA rules, directives, guidelines and law of the land. This report depicts the company's corporate governance, the process and structure, which are embedded with setting the company's vision, providing leadership, supervising the management and reporting the shareholders under the purview of the laws & rules and regulations prevailing in the country.

CORPORATE GOVERNANCE FRAMEWORK

The management is always aware to ensure a continued commitment for getting the essence of sound corporate governance. Corporate Governance framework has been developed and enhanced based on the basic principles and best practices outlined in the following:

- The Companies Act, 1994
- Insurance Act -2010 and Insurance Rules & Regulations issued by IDRA
- Corporate Governance Guidelines 2023 of IDRA
- Corporate Governance Code of BSEC-2018(the Code/ CGC)
- Listing Regulations of exchanges -2015
- BSEC Rules 1969 and 1987
- Other applicable rules and regulations issued by BSEC, DSE and CSE
- applicable rules and regulations issued by Bangladesh Bank
- Laws of the land and
- Local and global best practices.
- IAS and IFRS
- Bangladesh Secretarial Standards issued by ICSB
- Articles of Association of DGIC
- Standards of Business Conduct,
- Principles (Policy) on Disclosure of Material Information (MI) And Price Sensitive Information (PSI)
- Policies and Guidelines of the Company
- Policies of Risk Management and Internal Control of the Company
- Policies of Delegated Authorities of the Company

The Board and management had always been fully adhered to the corporate governance principles and best practices. The Board also believes that sound corporate governance framework and practices may work positively in establishing company reputation which is a valuable asset for the

company. As a result, adherence to sound corporate governance gets significant priority at all times both in and out the Boardroom. The Board reviews the standards of business conduct, Terms of Reference (ToR) from time to time for applying the highest standards of governance, embracing best corporate practices.

The Desh General Insurance Co. Ltd. is governed by its Governance Policy Frame Work which is depicted here:



GUIDING PRINCIPLES

Good corporate governance entails the responsible management of enterprises. It is of vital importance for achieving corporate objectives and a sustained increase in company values, which in turn strengthen the confidence of shareholders and investors in the capital market.

1. Stewardship, leadership and effective functioning of the Board
2. Clarity of rules and responsibilities
3. Openness, trust and transparency
4. Service and corporate

BOARD OF DIRECTORS

Size of the Board

The Board is committed to promoting long-term value creation and is accountable to shareholders for the performance of DGIC. The Board of Directors of the Company comprises 15 (Fifteen) members including 03 (three) Independent Directors. All of the Directors are Non Executive Directors and one-fifth are Independent Directors.

All Directors have sound knowledge about general insurance, insurance industry, managerial expertise and sound academic and professional knowledge. They are well conversant with corporate governance. Directors are appointed / approved (if appointed by the Board) by the Shareholders in the Annual General Meetings and are accountable to the Shareholders.

Policy on Appointment of Directors

All the Directors of Company bear the qualification as per Companies act-1994, the Insurance Act- 2010, BSEC Notifications; Memorandum of Association of the Company and others related laws of the land. All the Directors of the Company have been appointed by the Board and subsequently approved by the General Body of the Shareholders as prescribed by the laws. Each sponsor Director holds minimum 2% shares of the total paid-up Capital of the Company and the Board all time holds minimum 30% of the same as per prescription of the BSEC. Twelve (12) Directors are representing Sponsor Shareholders as allowed by the Insurance Act-2010(Section-76). However, the Independent Directors are not holding any shares of the Company. Three (3) Independent Directors are appointed to fulfill the percentage 20% or ratio 5:1 as prescribed by the Corporate Governance Code applicable in the Country. No Director from 'Public Shareholders' is appointed as no one applies for the same expressing their interest as prescribed by the Insurance Act-2010(Section-76).One Chairman and One Vice-Chairman is elected among the board members as prescribed in section 79 of the Insurance Act-2010.

BSEC Notification regarding CGC-2018 has been strictly maintained and followed by the Company to appoint Board of Directors. All the Directors, except Independent Director, hold at least 2% shares of the Company before accommodated on the Board. As per Company Law of the land, 1/3 of the Directors are fall retirements in ration; at least one-third directors, accepting the Independent Directors, of total number of directors on the Board of directors of DGIC shall be liable to retirement by rotation and be eligible for appointed by the general body of the Company.

Criteria for Appointment of Independent Directors: With a view to having true independence, the Board has decided that its Independent Directors do not hold any Share of the Company, not associate with the promoters / sponsors of the Company or any of its Directors. The Company also strictly adheres to follow others conditions prescribed in Corporate Governance Code-2018 and other notifications issued by the Commission from time to time in this connection.

The Chief Executive Officer (CEO): The Chief Executive Officer (CEO) of the Company is appointed for the period of three (3) years subject to approval from IDRA. The office of CEO is not subject to retirement by rotation and may be extended for further three years by IDRA.

The role and responsibilities of the Board

The Board of Directors is appointed to act on behalf of the shareholders to run the day to day affairs of the business. The board is directly accountable to the shareholders and each year the company will hold an annual general meeting (AGM) at which the directors need to provide a report to shareholders on the performance of the company, what its future plans and strategies are and also submit themselves for re-election to the board.

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, the board of directors must deal with challenges and issues relating to corporate governance, corporate social responsibility and corporate ethics.

It is important that board meetings are held periodically so that directors can discharge their responsibility to control the company's overall situation, strategy and policy, and to monitor the exercise of any delegated authority, and so that individual directors can report on their particular areas of responsibility.

Directors look after the affairs of the company, and are in a position of trust. Directors of the Company ensure that proper books of account are kept.

Establish vision, mission and values

- Determine the company's vision and mission to guide and set the pace for its current operations and future development.
- Determine the values to be promoted throughout the company.
- Determine and review company goals.
- Determine company policies
- Facilitating corporate retreats to help boards review strategy or develop vision, mission and values statements.

Set strategy and structure

- Review and evaluate present and future opportunities, threats and risks in the external environment and current and future strengths, weaknesses and risks relating to the company.
- Determine strategic options, select those to be pursued, and decide the means to implement and support them.
- Determine the business strategies and plans that underpin the corporate strategy.
- Ensure that the company's organizational structure and capability are appropriate for implementing the chosen strategies.

Delegate to Management

- Delegate authority to management, and monitor and evaluate the implementation of policies, strategies and business plans.
- Determine monitoring criteria to be used by the board.
- Ensure that internal controls are effective.
- Communicate with senior management.

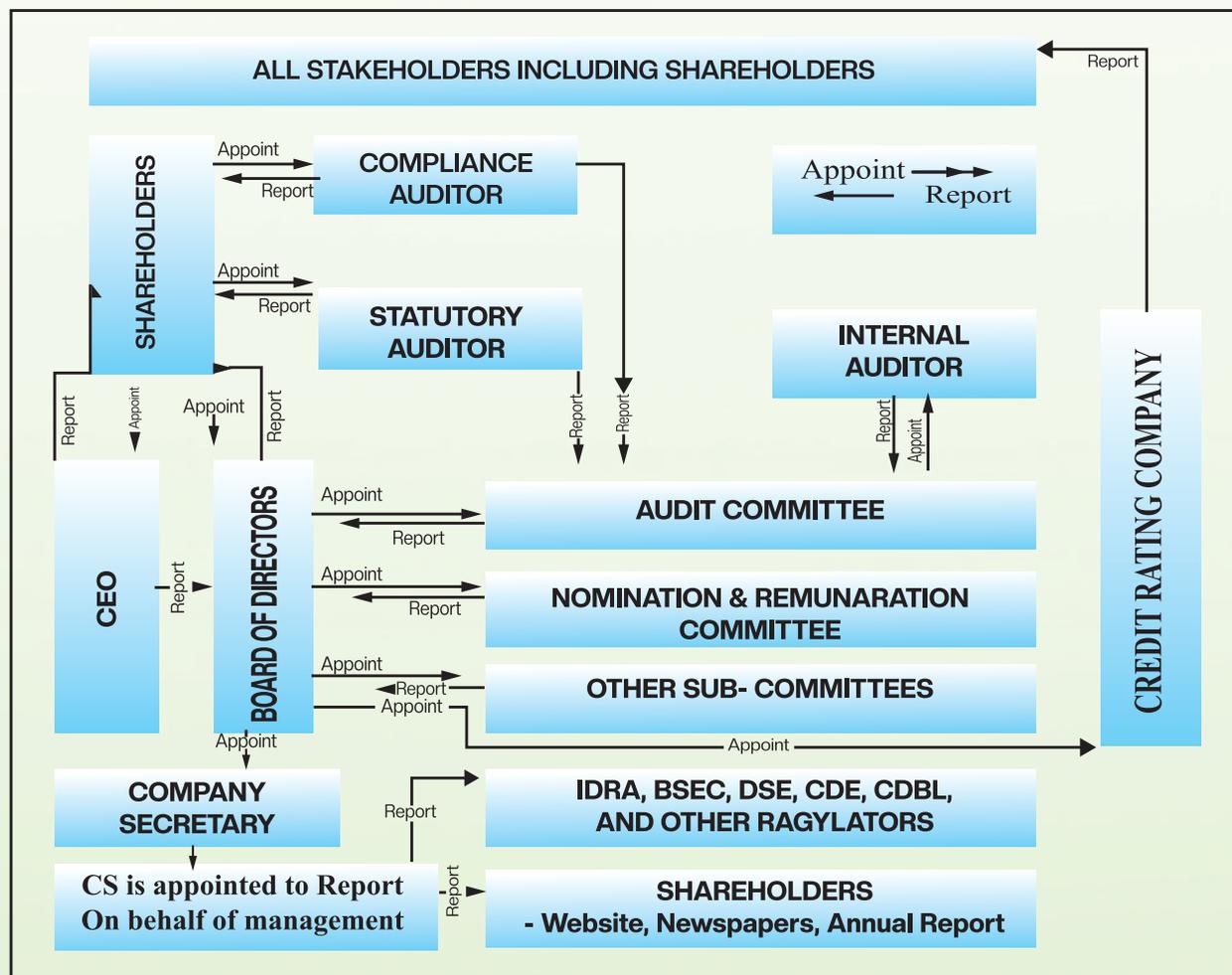
Exercise accountability to shareholders and be responsible to relevant stakeholders

- Ensure that communications both to and from shareholders and relevant stakeholders are effective.
- Understand and take into account the interests of shareholders and relevant stakeholders.
- Monitor relations with shareholders and relevant stakeholders by gathering and evaluation of appropriate information.
- Promote the goodwill and support of shareholders and relevant stakeholders.
- The directors must always exercise their powers for a 'proper purpose'-that is, in furtherance of the reason for which they were given those powers by the shareholders.
- Directors must act in good faith in what they honestly believe to be the best interests of the company, and not for any collateral purpose. This means that, particularly in the event of a conflict of interest between the company's interests and their own, the directors must always favor the company.

The Board of DGIC formulates strategic objectives and policies for the Company and supervises management action in implementing those objectives of the Company. The Board of Directors is in full control of the Company's

affairs and is also accountable to the Shareholders. The Board firmly believes that the success of the Company depends largely on the prevalence of a credible corporate governance practice.

The reporting system of the company (DGIC) and its relationship among the regulator, shareholder, director, CEO and other stakeholders are depicted in the following diagram:



The Company's policy is to maintain optimum combination of Directors from both Sponsors and Public Subscribers. The Chief Executive Officer of the Company is a non-shareholder Ex-officio and the Board has appointed a prescribed number of Independent Directors as per Insurance Act, 2010. The Board ensures that the activities of the Company are always conducted with adherence to high ethical standards and in the best interest of the shareholders.

Code of Conduct for the Board of Directors

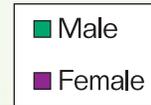
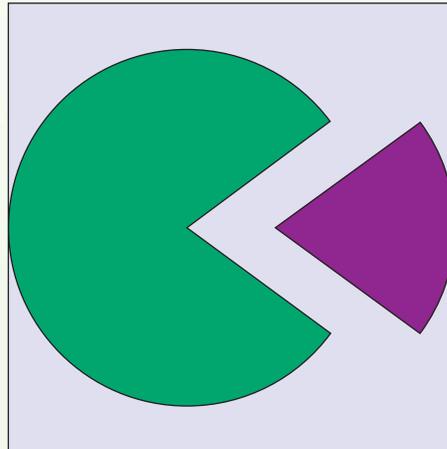
The Company has a written Code of Conduct of the Board of Directors.

DIVERSITY

DGIC's Board and workforce are individuals with a range of skills, backgrounds and experiences. DGIC values diversity and inclusion, and recognizes the organizational capabilities and business performance these bring.

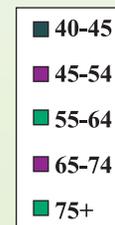
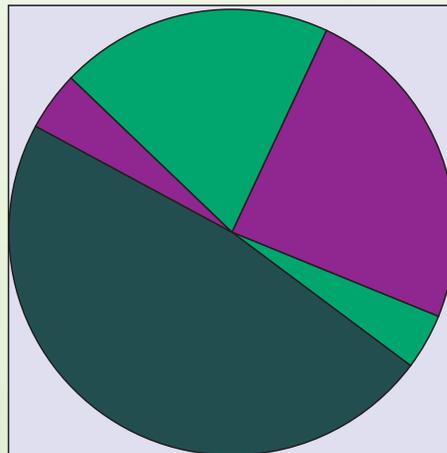
GENDER DIVERSITY OF DIRECTORS

Male directors - 12 Persons - 80%
 Female directors - 3 Persons - 20%



AGE DIVERSITY OF DIRECTORS

35-44 - 2 Persons - 13.33 %
 45-54 - 1 Person - 06.66%
 55-64 - 5 Persons - 33.33 %
 65-74 - 6 Persons - 40.00%
 75+ - 1 Person - 06.66%



DIRECTOR ELECTION AND BOARD RENEWAL

The Board, in consultation with the Nomination Committee, regularly reviews its succession plans. Directors are generally elected for a three-year term. Retiring directors are not automatically re-appointed. Public shareholder Directors are always elected as per Memorandum of Association, Insurance Act -2010, Insurance Rules -1958 and Regulation of IDRA for the same thereof.

APPOINTMENT OF INDEPENDENT DIRECTOR

The Board of Directors of the company appointed Independent Directors in compliance with the corporate governance guidelines. In selecting an Independent Director, the Company always looked for individuals who possess experience, strong interpersonal skills and independence.

The Independent Directors are not holding any shares of the Company. Three (03) Independent Directors are considered by the Board to be independent of the Company and free of any business or other relationship that

could interfere with the exercise of his independent judgment. Though, Insurance Act suggests Two (2), three (3) Independent Directors are appointed to fulfill the percentage 20% or ratio 5:1 as prescribed by the Corporate Governance Code applicable in the Country. The Board believes that their experience and knowledge assists in providing both effective and constructive contribution to the Board.

THE CHAIRMAN

Mr. Md. Jashim Uddin is a non-executive director as well as the Chairman of the Company, leads the Board and its effectiveness. The chairman is independent from the management. The chairman of the board manages and leads the board of directors of the company. His responsibilities include chairing Board meetings and facilitating open and effective discussions at those meetings (including with management). The chairman leads the board and acts as a direct liaison between the board and the management of the company, through the chief executive officer (CEO). The duality of Chairman and the CEO has been maintained by the Company strictly. Position of the Chairman and CEO are clearly defined.

THE VICE CHAIRMAN

Mr. Mohammed Akbor Hossain is elected as the Vice-Chairman of the Company by the board members as prescribed in section 79 of the Insurance Act-2010.

THE CHIEF EXECUTIVE OFFICER (CEO)

Ms. Mohammodi Khanam serves the Company as the Chief Executive Officer (CEO) of the Company. Sections in the Companies Act-1994 for the Managing Director, Sections in the Insurance Act-2010 for the CEO, The Regulation for CEO by the IDRA, the Articles of Association of the Company and the Board Terms of Reference recognize the role and position of the Chief Executive Officer of the Company and the duties and obligations of the role. They empower the Board to entrust such responsibilities on the CEO who is the senior most executive officer of the Company.

The CEO reports to the Chairman of the Board of Directors on all matters pertaining to the day-to-day management of the Company's business, its direction and operations in accordance with the policies and objectives set by the Board.

The CEO and DGIC have written agreements setting out her employment terms. However, the CEO gets enumeration as per the contract between her and the Company. She does not receive any performance bonus as per IDRA rules. For other Top Executives, the agreements (read appointment letter) are between DGIC and the Executives personally. The Board assesses each executive's performance on an annual basis. The process for evaluating executive performance and remuneration is set out in Performance Evaluation Criteria. Performance evaluations for DGIC's Executive took place in FY23 in accordance with the criteria disclosed in the NRC Report.

AUDIT COMMITTEE

The Audit Committee was established as a sub-committee of the Board and has jurisdiction over DGIC. The Audit Committee assists the Board. The audit committee is comprised of Five (05) members of the Board including Two (02) Independent Directors; one of the Independent Directors is the Chairman of the Audit Committee, who is a Fellow Chartered Accountant.

NOMINATION AND REMUNERATION COMMITTEE (NRC)

The Nomination and Remuneration Committee (NRC) was established as a sub-committee of the Board. The NRC assists the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executives as well as a policy for formal process of considering remuneration of directors, top level executives. The Terms of Reference (TOR) of the NRC clearly sets forth in writing covering the areas stated at the condition No. 6(5) (b) i.e. Role of the NRC as prescribed in the Corporate Governance Code-2018.

The nomination and remuneration policy and the evaluation criteria of the committee are adopted by the Committee are shown in a separate chapter in this Annual Report.

Investment Committee (IC)

Investment Committee, is a 05 (five) members committee. The Committee is liable to lay down the operational framework for the investment operations and to ensure the best possible investment for the Company.

Risk Management Committee (RMC)

The Board of directors has duly constituted a 03 (three) members Risk Management Committee including an independent director under guidance of IDRA on 19 December 2023. The Committee is committed to establishing an effective Risk Management framework, the Risk Management policy and processes for the Company.

Policyholder Protection & Compliance Committee (PPCC)

The Committee has constituted with 04 (four) non-executive directors including an independent director. The Committee is responsible for establishing an effective mechanism to address complaints and grievances of policyholders.

APPOINTMENT OF CFO, CS AND HIAC

The Company has appointed Mr. Rabindra Nath Karmaker as the Chief Financial Officer (CFO), Mr. Md. Shakhawat Hossain as the Company Secretary (CS) and Mr. Kamruzzaman Bhuyan as the Head of Internal Audit and Control (HIAC) of the company as per requirement of Bangladesh Securities and Exchange Commission (BSEC).

ROLE OF THE COMPANY SECRETARY

The Company Secretary is responsible for ensuring proper information flow within the Board and its Committees and between the Senior Management and Non-executive Directors. He is also responsible for advising the Board through the Chairman on all governance matters. He fulfills the regulatory requirements of the Company. He keeps the records of compliance status imposed by the BSEC and IDRA. First one has been shown in the compliance report on BSEC Corporate Governance Code. The authority of both the appointment and removal of the Company Secretary is vested on the Board as a whole.

ROLE OF THE HEAD OF AUDIT & INTERNAL CONTROL

The Head of Audit & Internal Control is responsible for reporting to the Board Audit Committee regarding any deviation from standard accounting and internal control system of the Company. He is also responsible for ensuring regulatory compliances of the Company. The authority of the appointment of the Head of Audit and Internal Control is vested on the Board.

COMMUNICATION WITH SHAREHOLDERS

The Company provides a balanced level of communication between the Company and its Stakeholders. The Company has a Board and Share Department to communicate with the Stakeholders. Shareholders may communicate with this Department at any time for any sort of information and query. The Company disseminates its all Price Sensitive Information (PSI) within 30 minutes of the decision to the BSEC and the Stock Exchanges under the signature of Managing

Director or Company Secretary through fax/e-mail and by special messenger, and through courier services in special cases and immediately publishes the same in 2 newspapers (one Bengali & one English) and one on any line portal. The shareholders are provided routine services by the Company Secretary in the matters of CDBL RT-14, reporting to IDRA, BSEC, DSE and CSE, payment of dividend, reissue of dividend warrant when warrants expires in the hand of shareholders, issue of certificates on tax deduction from dividend etc.

FINANCIAL REPORTING AND TRANSPARENCY

Financial Statements have been prepared in line with the International Accounting Standards, Securities of Exchange Rules-1987 and relevant Rules and Regulation as applicable in Bangladesh. The Company keeps constant supervision on submission of Quarterly, half yearly and annual financial statements with comprehensive details to the respective authorities.

As per BSES Corporate Governance Code dated 3 June, 2018 and International Accounting Standard (IAS 34) the interim financial reports are intended to provide an update on the quarterly financial statements audited or unaudited.

DISCLOSURE ON AUDITORS' ENGAGEMENTS: as per CGC, C#7 and BSEC Notification

M/s. MABS & J Partners, Chartered Accountants was the external/ statutory auditor of the Company for the year 2023. They carry out systematic examination of books and records of the Company and ascertain, verify and report upon the facts regarding the financial operation and the results of the Company. To comply with the corporate governance properly; the Company did not engage its statutory auditors to perform the following services:

- Appraisal or valuation services or fairness opinion
- Financial Information System design and implementation
- Bookkeeping or other service related to the accounting records or financial statements
- Broker-dealer services
- Internal Audit Services
- Any other service that the Audit Committee determines
- Tax Consultancy
- No partner or employees of the external audit firms shall possess any share of the Company, they audit at least during the tenure of the audit assignment of the Company.
- Certification services on compliance of corporate governance. External/Statutory auditors are appointed by the shareholders in the Annual General Meeting and fix their remuneration thereof;

M/s. Uttam & Associates, Chartered Secretaries & Consultants was the Compliance auditors of the Company for the year 2023 for both compliances of BSEC & IDRA. As per BSEC notification they are not engaged in other services related with the Company including Scrutinizer of the Annual General Meeting.

INTERNAL CONTROL

The Board of Directors ensures that a proper and effective control system is in place to run the operations of the company along with compliance of all internal and external rules and regulations.

DGIC considers that internal audit is one of the "four pillars" of corporate governance, the other- pillars being the Board of Directors, Management and the External Auditors. Internal auditing of DGIC assists the Company in accomplishing its objectives by bringing a systematic and disciplined approach to evaluate and improve the effectiveness of the organization's risk management, control and governance processes. It helps the Audit Committee of the Board of Directors to perform their responsibilities effectively. This includes reporting critical internal control problems, informing the committee on the material issues or findings, suggesting questions or topics for the Audit Committee's meeting agenda and coordinating carefully with the committee to receive effective information. The scope of Internal Audit encompasses the examination and evaluation of the adequacy and effectiveness of the organization's governance, risk management process, system of internal control structure and the quality of performance to achieve the organization's stated goals and objectives.

The internal control system embraces all business risks, including financial, operational and strategic risks. An effective internal control also ensures that measures are taken to minimize operational risks and detect any error in various operational areas to ensure ratification in the first phase. The key elements of the internal control framework are properly designed management structure, clearly defined responsibilities, delegation of authorities, establishment of accountability at each level and system of periodic reporting and monitoring the performance of the organization. Major elements of the Company's control environment are as follows:

- Regular Board Meeting with agendas dealing with all major aspects.
- An established organogram and delegation of authorities
- Defined operating guidelines and procedures with authorization limits.
- The Internal Audit Department directly reports to the Audit Committee.
- An annual budgetary system with ultimate approval of the Board.
- A financial reporting system including actual performance with budget.
- Review and analysis of fund position on a daily basis.
- Accounting and operation manuals.

Practically a full proof control system is difficult to establish but it helps the management to keep effective control over operations and minimize deviations as far as possible.

CERTIFICATION:

To ensure the spirit of the corporate governance with accountability for inspiring confidence of investors, regulators, financiers and other stakeholders, DGIC is committed to comply with all the requirements of corporate governance as required by the Bangladesh Securities and Exchange Commission (BSEC) and Insurance Development and Regulatory Authority (IDRA). The certificates on compliance of conditions of corporate governance of the Company is attached herewith in this annual report.

Compliance Auditors' Report: There is no adverse remark or disclaimer passed by the Compliance auditors for the year ended 31 December, 2023. The Compliance Auditors' remarks the Corporate Governance Compliance of the Company as the satisfactory one.

To ensure the spirit of the corporate governance with accountability for inspiring confidence of investors, regulators, financiers and other stakeholders, DGIC is committed to comply with all the requirements of corporate governance as required by the Bangladesh Securities and Exchange Commission (BSEC) and Insurance Development and Regulatory Authority (IDRA). The certificates on compliance of conditions of corporate governance of the Company is attached herewith in this Annual Report.

Before concluding, I convey my sincere gratitude and propound thanks to the honorable Chairman and the respectable Directors of the Board for their judicious guidance, pragmatic vision, valuable input, patronage round the year regarding compliance issues and I look forward to receive the same in future. In this connection, I also like to thank the prudent Management Team for their commitment in expediting and implementing compliance and governance strategy of the Company.

With best regards,



Md. Shakhawat Hossain

Company Secretary



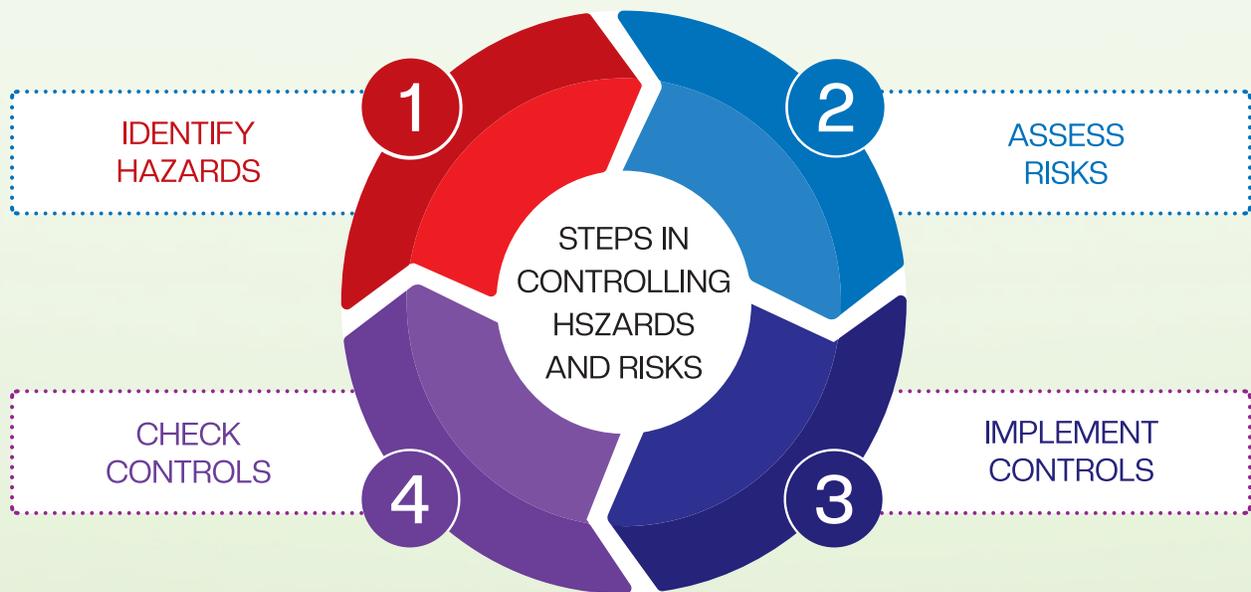
RISK MANAGEMENT & CONTROL ENVIRONMENT

G.

G.1 RISK & OPPORTUNITY REPORT

G.2 REPORT ON INSURANCE RISK AND ITS MITIGATION

G.3 DISCLOSURE OF RISK REPORTING



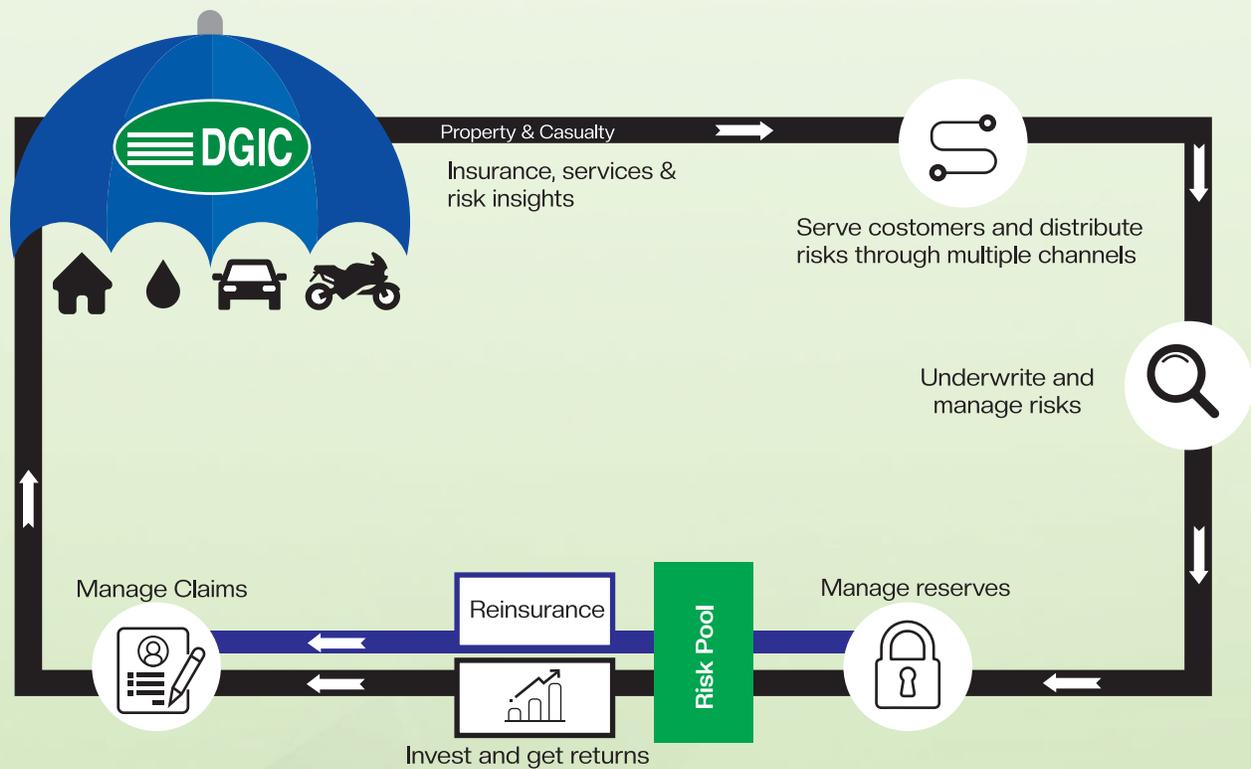
RISK AND OPPORTUNITY REPORT

G.1

Risk is inherent in the insurance business as Insurance Companies deal with risk transferred by others. It is known, Insurance is a practice or arrangement by which an insurance company provides a guarantee of compensation for specified loss, damage, illness or death in return for a payment of a premium. Besides, insurance is a contract in which an individual or entity receives financial protection or reimbursement against losses from an insurance company. The company pools clients' risks to make payments more affordable for the insured.

The key objective of the risk and opportunity management is to support business success and protect the company as a going concern through an opportunity-focused but risk-aware decision-making framework. Our Risk Management Policy outlines the principles, processes, tools, risk areas, key responsibilities, reporting requirements, and communication timelines within our company.

Desh General Insurance Company Limited's risk management and internal control systems are designed to ensure that these risks are managed effectively and efficiently, aligned with its overarching objective of creating long-term value for all its stakeholders. The Company recognizes the importance of sound risk management in every aspect of its business and to all its stakeholders.



In order to remain competitive and ensure sustainable success, DGIC consciously takes risks and continuously explores and develops opportunities. Our risk and opportunity management principles and system provide the framework for our company to conduct business in a well-controlled environment.

Risk Defined

Being a general Insurance Company, Desh General Insurance Company Limited (DGIC) always deals with non-life risks of its insureds. For this, first of all, let's see what risk is meant to insurance companies.

Simply, risk is the potential of loss or an undesirable outcome, however not necessarily so, resulting from a given action, activity and/or inaction. To visualize and understand DGIC's risk management process, one needs to realize how Desh General Insurance Company Limited categorizes all risks. As an insurer Desh General Insurance Company Limited does not recognize all risks. The Company classifies them as insurable risks and non-insurable risks. To DGIC all Speculative or Dynamic Risks are broadly non-insurable and all Pure or Static Risks are insurable

Speculative risk or non-insurable risk

Speculative risk is a situation that holds out the prospects of loss, gain, or no loss no gain (break even situation). Gambling is a good example of speculative risk. Gambling involves deliberate creation of risk in the expectation of making a gain. There is also the possibility of sustaining a loss. Most speculative risks are one dynamic risk with the exception of gambling situations. Other examples of speculative risk include betting on horse race or motor race. Therefore, speculative risks are not subject to insurance, and they are, therefore, not normally insurable.

Pure or Static Risk or insurable risk

The second category of risk is known as pure or static risk. Pure (static) risk is a situation in which there are only the possibilities of loss or no loss, as opposed to loss or profit with speculative risk. The only outcome of pure risks are adverse (in a loss) or neutral with no loss), never beneficial. Both the individual and business firms face different types of pure risks that pose great threat to their financial securities. The different types of pure risks that Desh General Insurance Company Limited faces can be classified under any one of the followings:

(i) Personal risks (ii) Property risks (iii) Liability risks

Thus, to Desh General Insurance, an insurable risk is a risk that meets the ideal criteria for efficient insurance. The concept of insurable risk underlies nearly all insurance decisions. A risk that conforms to the norms and specifications of the insurance policy in such a way that the criterion for insurance is fulfilled is termed as insurable risk. There are various essential conditions that need to be fulfilled before acceptance of insurability of any risk. In the case of a scenario where the loss is so huge that no insurer would want to pay for it, the risk is said to be uninsurable, as well. Accordingly a risk may not be termed as insurable if it is immeasurable, very large, certain or not definable.

Risk management

Risk management can be defined as activities that are undertaken to reduce exposure to loss. Risk management, for insurance companies, is of utmost importance because insurance is necessarily the business of risk acceptance. Hence, risk management is a fundamental aspect of the Company's business activities. Therefore, DGIC's Risk management is the continuing process to identify, analyze, evaluate, and treat loss exposures and monitor risk control and financial resources to mitigate the adverse effects of loss of the Company.

Steps in risk management process

As DGIC's clients or insureds rely on it to mitigate their various types of non-life risks, the company itself also needs to seek protection from operational and investment threats. For this, Desh General Insurance Company Limited follows 5 steps of risk management process to deliver a simple and effective risk management:



Step 1: Identify the Risk. DGIC identifies and defines potential risks that may negatively influence its process or product. Currently, DGIC pursue the following Procedure for Insurance Policy Issue:

1. Identification of Risks
2. Quantify the Insurable value
3. Evaluate the choices
4. Proposal
5. Receive the Payment of premium
6. Policy Documentation

The Company always goes beyond every step of its service process and product delivery along with claim settlement procedure to identify and define its potential risks.

Step 2: Analyze the risk. Once a specific type of risk is discovered, DGIC then determines its reasons and consequences, as well as its consequences to the Company. The area of the analysis is to further understand each specific instance of risk, and how it could influence the company's projects and objectives.

Step 3: Evaluate or Rank the Risk. The risk is then further evaluated after determining the risk's overall likelihood of occurrence combined with its overall consequence. Then the Company makes decisions on whether the risk is acceptable and whether the company is willing to take it on based on its risk appetite. The workings can be depicted like this:

Step 4: Treat the Risk | Risk mitigation. During this step, DGIC assesses its highest-ranked risks and develops a plan to alleviate them using specific risk controls. These plans include risk mitigation processes, risk prevention tactics and contingency plans in the event the risk comes to fruition. Desh General Insurance's Risk Handling policy:

Risk Levels	Monitoring & Mitigation
Low & medium Risk	Normal Monitoring at the operational level
High Risk	Close control of all potential contributing factors by the Risk Management Team
Very High	Risks of this level should be actively tracked for decisions by the Risk Management Committee lead by the Chairman of the Company

Step 5: Monitor and Review the risk. Part of the mitigation plan includes following up on both the risks and the overall plan to continuously monitor and track new and existing risks. The overall risk management process of the Company is also always reviewed and updated accordingly.

Risk Framework

It is known to all, risk is about uncertainty. If Desh General Insurance Company Limited puts a framework around that uncertainty, then effectively de-risk the project. That means the Company can move much more confidently to achieve the project area. By identifying and managing a comprehensive list of project risks, unpleasant surprises and barriers can be reduced and golden opportunities discovered. The risk management process also helps to resolve problems when they occur, because those problems have been envisaged, and plans to treat them have already been developed and agreed upon.

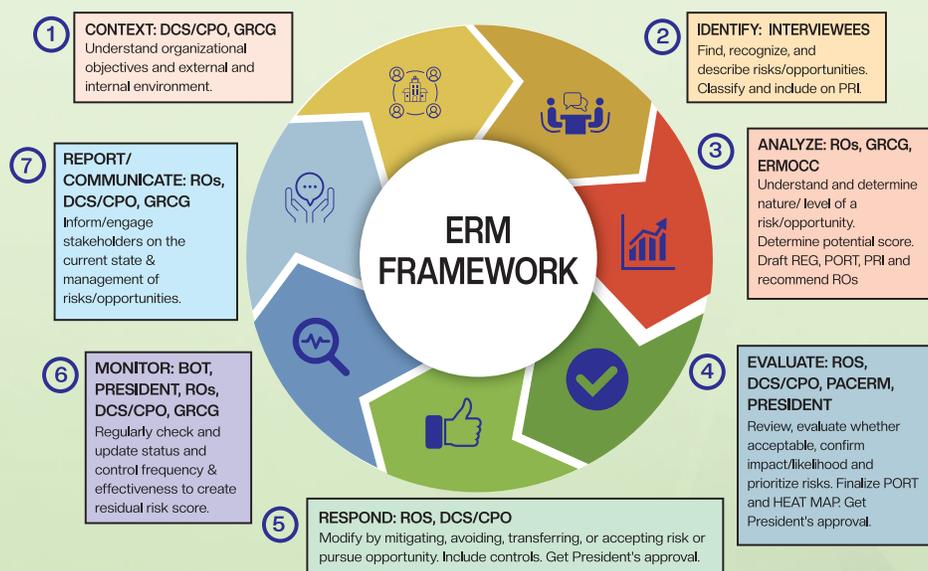
A good risk framework should have a strong governance structure. That's why the board and the management of DGIC significantly manage their risks. This involves appointing a chief risk officer (CRO) for risk management and the organizational culture is continuing to support it. The whole activities are typically facilitated by designated persons in each of the various departments, such as underwriting, reinsurance, legal/compliance, accounts and finance, marketing and sales, branch control, claims, IT, and so on. The management of the Company should always be aware - about risk-taking and risk monitoring roles of each department.

Desh General Insurance has been rated "AA+" as the Credit rating by Alpha Credit Rating Ltd, which shows its financial strength, Stability and Risk Management.

Measuring Risk Framework Effectiveness

Desh General Insurance Company Ltd follows a structured approach to measuring the risk and taking the initiatives to manage risk effectively in the business performance. For effective risk assessments, the Company maintains the rules of ERM (Enterprise Risk management) framework.

DGIC RISJ - OPPORTUNITY MANAGEMENT PROCESS



Different risk management components in an ERM framework are designed and performed to improve decision making, control, transparency and confidence.

- Individuals operating the framework (from all lines of defense) have sufficient skill, ability and motivation to ensure effective risk taking, challenge, influence and change.
- The above activities-improve risk management by supporting strong business performance, better decision making, improved risk adjusted return and better preparation for future business uncertainty.

Where risk is assumed or identified, after assessing, it is calculated and monitored under the framework that assigns clear risk roles and responsibilities to the competent & skilled business level managers, risk compliance functions and internal audit to assess the risk factors and based on it take the effective and transparent decision for handing the risk in a proper means. In this way, the Company always takes up the risk and improves the risk management through effective and indicative activities.

Focused Area of Risk management

Considering all potential risks, Desh General Insurance Company Limited strictly focuses on the following areas for better Insurance Management:

- Identification of Internal & External Pure Risks
- Existing Risk Control Measures Review
- Risk inspection
- Risk Audit
- Scrutiny of Existing Insurance Covers; Coverage and Rates & Deductibles.
- Defining Standard SOP (Standard Operating Procedure) for Claims Control
- And Guidelines on documentation in this regard

Furthermore, following Key Areas are also kept in mind and considered by the Company while planning for Risk management. Some are choice of the Company and some are choice of its agents:

Choice of the Company

- Industry Rating
- Claims Settlement ability
- Sustainability of the company
- Service levels & infrastructure

Choice of Agent or Intermediary

- Representation of the insurance market
- Knowledge of insurance amongst all industry segments
- Service levels & infrastructure

Emerging Challenges

A new industrial revolution is emerging. After mechanization, steam and water power came electricity and assembly lines; then came computerization. So what comes next? Some call it the fourth industrial revolution (4IR or Industry 4.0) or Second Machine Age, but whatever you call it, it represents the combination of cyber-physical systems, the Internet of Things, and the Internet of Systems or networks.

REPORT ON INSURANCE RISK AND ITS MITIGATION

G.2

Business risk comes in a variety of tangible and intangible forms over the course of the business life cycle. Some risks occur during the ordinary course of corporate operations, while others are due to extraordinary circumstances that are not easily identified. Regardless of a company's business model, industry or level of earnings, business risks must be identified as a strategic aspect of business planning.

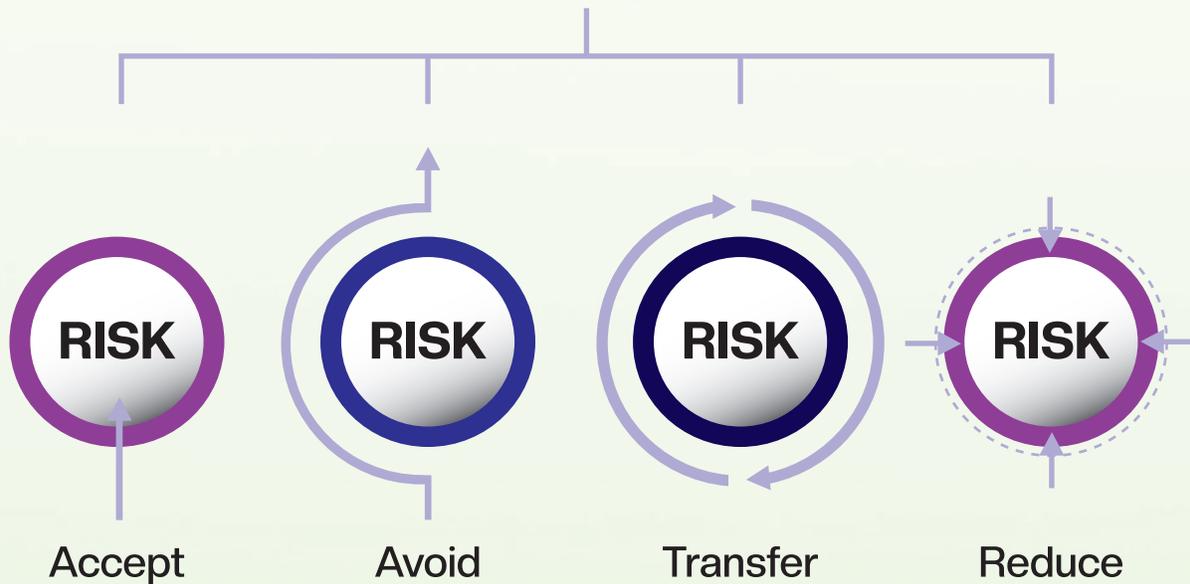
From the surveys the Company realized that risk controlling strategy, risk avoidance strategy, risk based audit strategy and product mix Strategy have a positive and significant effect on performance of general insurance companies. So DGIC adopted them as the techniques of risk mitigation.

The following diagram depicted the framework explaining the relationship between risks mitigation strategies and performance of Desh General Insurance Company Limited:



Once risks are identified, companies take the appropriate steps to manage them to protect their business assets. The most common types of risk management techniques include avoidance, mitigation, transfer, and acceptance.

RISK MITIGATION



Avoidance of Risk

A company may avoid performing certain procedures known to carry a high degree of risk to the well-being of taking risks. Although avoiding risk is a simple method to manage potential threats to a business, the strategy also often results in lost revenue potential.

Risk Mitigation

Businesses can also choose to manage risk through mitigation or reduction. Mitigating business risk is meant to lessen any negative consequence or impact of specific, known risks, and is most often used when those risks are unavoidable.

Although risk mitigation plans may be developed in detail and executed by contractors, the owner's program and project management should develop standards for a consistent risk mitigation planning process. Owners should have independent, unbiased outside expert's review the project's risk mitigation plans before final approval. This should be done prior to completing the project design or allocating funds for construction. Risk mitigation planning should continue beyond the end of the project by capturing data and lessons learned that can benefit future projects. DSH General takes charge of pre-insurance surveys of large and complicated risks which thus ultimately facilitates in the defense of national property and wealth. Services, basically, aim at reducing the occurrence of the risk itself rather than minimizing the extent of loss after the happening of the casualty.

Transfer of Risk

In some instances, businesses choose to transfer risk away from the organization. Risk transfer typically takes place by paying a premium to an insurance company in exchange for protection against substantial financial loss which is called reinsurance.

Insurance companies carry out risk spreading through the co-insurance and reinsurance mechanism, consisting of the participation of more companies in the provision of high-value assets. Reinsurance is a form of insurance whereby an insurance organization can transfer risk to another reinsurer, partly or fully, its payment obligations arising from the insurance contracts that it has concluded. Reinsurers play a major role for insurance companies as they allow the latter to help transfer risk, smooth income, require less capital on hand, lower claimant payouts during natural disasters, and more.

Desh General Insurance assumes pre-risk inspection of risk which is very helpful for reinsurance purposes as well. Without pre-risk inspection, it is difficult to segregate risk and make retention and cession to reinsurers. Surveyor's advice in their survey report for risk improvement largely contributes towards reducing the risk of hazards rather than minimizing the extent of loss after a casualty.

Risk Acceptance

Risk management can also be implemented through the acceptance of risk. Companies retain a certain level of risk brought on by specific projects or expansion if the anticipated profit generated from the activity is far greater than its potential risk.

Risk management ensures proper understanding of the right level of risk acceptance, risk control and risk related expenditure. Furthermore, the planned risk and recovery expenditure should neither be less nor more, than the organization needs it to be.

Property and casualty insurers face many types of risks, known as exposures Insurance companies can manage the risks that are insured by excluding certain types of coverage from a policy. The ultimate purpose of risk identification and analysis is to prepare for risk mitigation. Mitigation includes reduction of the likelihood that a risk event will occur and/or reduction of the effect of a risk event if it does occur.

Therefore, risk mitigation strategies and specific action plans should be incorporated in the project execution plan. Risk mitigation plans should

- Characterize the root causes of risks that have been identified and quantified in earlier phases of the risk management process.
- Evaluate risk interactions and common causes.
- Identify alternative mitigation strategies, methods, and tools for each major risk.
- Assess and prioritize mitigation alternatives.
- Select and commit the resources required for specific risk mitigation alternatives.
- Communicate planning results to all project participants for implementation.

DISCLOSURE OF RISK REPORTING

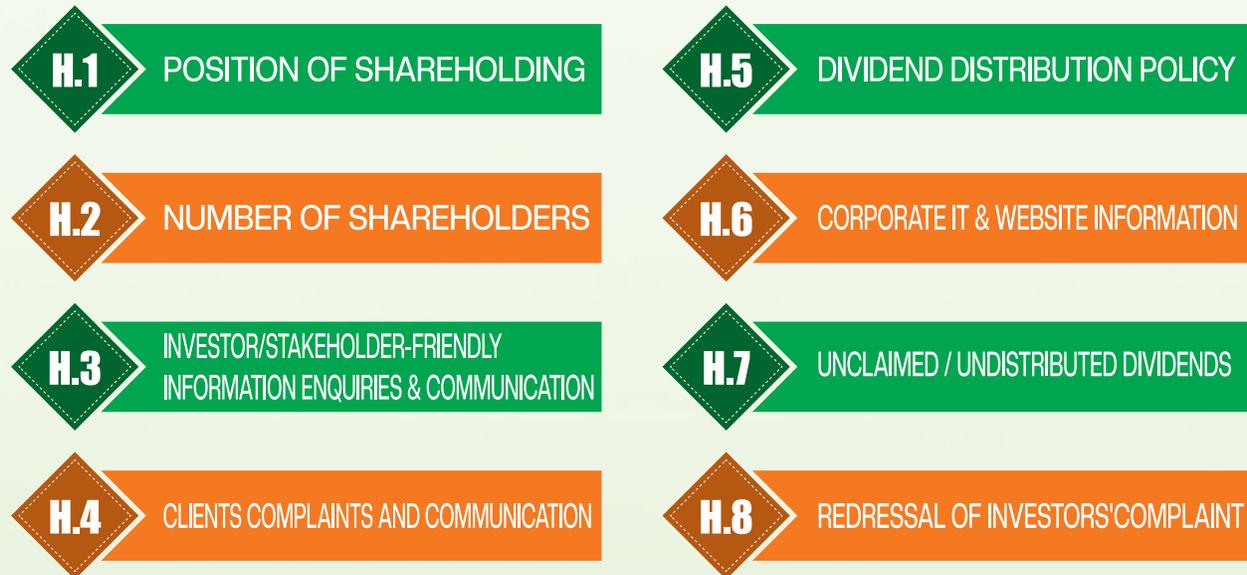
G.3

Desh General insurance Company Limited (DGIC) maintains informative, transparent and consistent risk reporting for its valued clients, stakeholders and the industry itself. It has been internationally accepted that substantial narrative reporting, including the disclosure of risk, is important to promote investor protection. The Standard Disclosure of Risk reporting may include the followings:

- Clear, balanced and understandable.
- Includes all the insurer's key activities and risks.
- Presents relevant information.
- Consistent over time.
- Comparable among insurers.
- Provided on a timely basis.

STAKEHOLDERS' & INVESTORS' INFORMATION

H.



POSITION OF SHAREHOLDING

H.1

The shareholding position of various stakeholders, institutions and promoter groups etc. has not increased as compared to its previous year. Distribution of shareholders number of shares as well as category wise shareholding position comparison statements are given below:

Category of Shareholders	No. of Shares holding	2023 % of holding	No. of shareholding	2022 % of holding
A.Group-A: Sponsors & Directors: 2,40,00,000 shares of Tk. 10 each fully paid-up	2,40,00,000	60%		60%
B.Group-B: Public Shareholders: 1,60,00,000 shares of Tk. 10 each fully paid-up				
1. Government			2,40,00,000	
2. Companies	1,634,148	5.51%	2,002,234	4.09%
3. Employees	-	0%	-	0%
4. General public	14,365,852	34.49%	13,997,766	35.91%
Total B	1,60,00,000	40%	1,60,00,000	40%
Total (A + B)	400,00,000	100%	400,00,000	100%

THE PATTERN OF SHAREHOLDING AS ON DECEMBER 31, 2023

A) Shareholding by Directors and Shareholders:

SL	Name	Category	No. of Share	Percentage
1	Mr. Md. Jashim Uddin	Sponsor Director	1,649,629	4.12
2	Mr. Mohammed Akbor Hossain	Sponsor Director	1,281,845	3.20
3	Ms. Rokeya Quader	Sponsor Director	1,495,510	3.74
4	Mr. Aminur Rahman	Sponsor Director	806,215	2.02
5	Mr. Murad Mohammed Taj	Sponsor Director	1,227,330	3.07
6	Engr. A.K.M. Ahsanul Haque	Sponsor Director	1,121,185	2.80
7	Engr. Tarikul Alam Rahimi	Sponsor Director	1,576,665	3.94
8	Mr. Nihar Kumar Roy	Public Director	1,068,180	2.67
9	Ms. Priti Kana Bose	Sponsor Director	809,831	2.02
10	Ms. Nauzat Begum	Sponsor Director	800,000	2.00
11	Mr. Tahrin Aman	Sponsor Director	800,000	2.00
12	Mr. Sakif Nazran Bhuiyan	Sponsor	1,495,510	3.74
13	Mr. Amir Hossain Amu	Public Director	2,506,933	6.27
14	Mr.Moshfeque Mamun Rizvi	Sponsor	250,451	0.63
15	Ms. Shamima Yeasmin	Sponsor	999,955	2.50
16	Ms. Rehana Jalil	Sponsor	351,758	0.88
17	Al-Haj Mosharref Hossain	Sponsor	1,487,432	3.72
18	Mr. Morshed Alam	Sponsor	2,350,371	5.88
19	Mr. M. Monsurul Islam	Sponsor	599,831	1.50

20	Mr. Md. Saifuddin Khaled	Sponsor	626,214	1.57
21	Mr. M. Amanullah	Sponsor	695,155	1.73
		Public	14180096	35.21
		Institution	1819904	4.79
		Total	40000000	100

NUMBER OF SHAREHOLDERS

H.2

The shareholders are the ultimate owners of the company. The shares of a listed company are tradable in the Stock Exchanges. There are segregations of shares like sponsors, institutional and public shares. Generally, public shares are traded very often. The sponsor shareholders normally hold the shares for a long time. They do not sell their shares every now and then like public shares. Sometimes, there are restrictions in selling shares by the sponsors. As DGI is a newly listed Company the shares held by the Sponsors are subject to 'Locked In' for the period of three (03) years since the 1st Day of Market (March 29, 2021) of the Company.

After fulfillment of the 'Locked In' period Declarations will be required as to when Sponsors / Directors want to sell or buy shares since the Directors' shares required declaration in the stock exchanges to sell their shares. Public shareholders do not require any declaration to sell or buy any number of shares unless they become a Director on the Board. Thus the shareholders numbers vary from year to year as the shares are traded in the whole year at the market days of the stock exchanges. The following table indicates the number of Shareholders holding their shares as on December 31, 2023.

Year	No. of Shareholders
2020	21
2021	5814
2022	5943
2023	4828



INVESTOR/STAKEHOLDER-FRIENDLY INFORMATION

ENQUIRIES & COMMUNICATION

H.3

Desh general Insurance Company Limited (DGIC) has a separate Board & Share Department to communicate with shareholders and other stakeholders. Investors and individuals may contact at any time to the Share Department for any sort of information and query about their stake related information. With a view to making the Annual General Meeting of the Company more participatory, DGIC always arranges AGM in a well-known place at convenient time and allows shareholders to speak in the AGM freely and makes their valuable proposals and suggestions.

DGIC is always unswerving to open and timely to all shareholders and regular communication is maintained with various stakeholders in the group such as:

- Institutional investors
- Investment analysts
- Shareholders
- Employees
- Communities at large

The Company communicates to shareholders in the following way:

- Annual Report sent to shareholders in their respective BO address
- Final result published in the newspaper (English & Bangla)
- Interim quarterly report published in the newspapers (English & Bangla)
- Annual General Meeting
- All financial results & annual reports are made available in the website of the company: www.deshinsurancebd.com

DGIC's employees work in good faith and without prejudice, towards the interest of the investors. Investors' complaints, if any, are treated efficiently and fairly. In this regard the Management of the company has taken effective decisions against investors' complaints, if any, to the employees of the company or outsiders.

An investor can make a written complaint and also through email. A serious complaint usually referred to the Chief Executive Officer (CEO) and even to the Board of Directors of the Company, if so warrants. Any queries relating to shareholders' transfer of shares, changes of name and addresses and payment of dividend etc. are usually sent to the following address:

Board & Share Department

Mr. Md. Shakhawat Hossain Company Secretary

Jiban Bima Bhaban, Front Block, Level 5
10 Dilkusha C/A, Dhaka-1000, Bangladesh
Phone: +880 2223390997-9, 02223391001
Fax: + 880 2 -9561920
Cell No: 01772998707
E-mail: cs@deshinsurancebd.com

CLIENTS COMPLAINTS AND COMMUNICATION

H.4

Customer's feedback is an important phenomenon for a business organization. It may be positive and negative or both for partial positive and partial negative. If the organization mitigates it in a positive manner the organization must be able to maintain its bases for ensuring its going concern. Clients' complaints are expected, no matter how streamlined a company's business is. The complaints must always be acknowledged and dealt with effectively. By ignoring or dismissing complaints, a business organization is effectively telling the customer that it doesn't value their opinions and it is ruining indeed. Many business owners see complaint management as a time-consuming and frustrating process. However, by developing an efficient system, complaints can be resolved quickly and easily and very often this process brings certainly something moral for the company.

A consumer complaint or customer complaint is an expression of dissatisfaction on a consumer's behalf to a responsible party. It can also be described in a positive sense as a report from a consumer providing documentation about a problem associated with a product or service. The customers are always important for the livelihood of the organization. Now-a-days, good customer service provides an organization with its competitive edge and customers expect to be dealt with professionally and competently. Whether we are involved with customers on the telephone or deal with them through physical presence.

Desh General is a service oriented company, therefore, the clients' satisfaction is always its first priority. It conducts surveys to all of its clients for feedback on their experience. DGIC has a Customer Feedback Form which it fills out through visits to clients. After that the Management go through the collected forms periodically and review them to identify recurring complaints.

DGIC also has a Customer Complaint Box as per instruction of IDR.A. It is always ready with its online service and being fully aware of this, Desh general always attends to its client's complaints-whether related to its services or claim settlement. It encourages its clients to come forward with any complaint the clients may have and the top management is completely accessible to all of those. Complaints can be lodged with the management in writing, over telephone, fax, by e-mail or through the web site of the company.

Management actively solicits the clients' views on the Company's services, shortcomings, if any, and their suggestions. Clients' views and complaints are discussed at the management committee meeting held at Head Office and also during meetings with Branch Managers. This aspect also features significantly at the Annual Branch Conference of the Company. Clients may contract through email for Complaints to the following address or directly to Chief Executive Officer (CEO):

Ms. Mohammodi Khanam **Chief Executive Officer (CEO)**

Jiban Bima Bhaban, Front Block, Level 5
10 Dilkusha C/A, Dhaka-1000, Bangladesh
Phone: +880 2223390997-9, 02223391001
Fax: + 880 2-9561920
E-mail: ceo@deshinsurancebd.com
info@deshinsurancebd.com
deshinsurancebd@gmail.com

DIVIDEND DISTRIBUTION POLICY

H.5

Desh General Insurance Company Ltd has been maintaining a steady dividend payment policy to its shareholders and investors. Shareholders always expect maximum returns of their investment and the Board of Directors also wants to pay out dividends obviously generating more income. DGIC has to look into the investment income where the investable fund has also been generated from the core business. As there are some statutory regulations to invest in a company's fund like Treasury bond, fixed deposit etc., it has always been to pay a satisfactory return to its shareholders. The Board of the Company proposed 'Cash Dividend' for the year 2023 to the all Public Shareholders except Sponsors & Directors. The DIVIDEND DISTRIBUTION POLICY of DGIC is as follows:

DIVIDEND DISTRIBUTION POLICY

INTRODUCTION

In compliance with the Directives No. BSEC/CMRRCD/2021-386/03 of Bangladesh Securities and Exchange Commission (BSEC) dated January 14, 2021; Desh General Insurance Company Limited ('the Company/ DGIC') formulated a policy known as "Dividend Distribution Policy". The highlights of the said policy are given below:

PURPOSE

The purpose of the policy is to comply with the Directives of Bangladesh Securities and Exchange Commission (BSEC). Particularly, the BSEC Directive No. BSEC/CMRRCD/2021-386/03 dated January 14, 2021 requires the Company to formulate 'A Dividend Distribution Policy' clearly set forth in writing policies related with dividend distribution thereof. The parameters set out in the policy are applicable for distribution of dividend.

DIVIDEND RECOMMENDATION AND APPROVAL PROCESS

Dividend to be recommended and approved as per applicable Acts and regulatory directives issued from time to time.

ENTITLEMENT OF DIVIDEND

Shareholders whose names shall appear in the Members Register of the Company or in the Depository Register of CDBL on the 'Record Date' for the respective period or year will receive entitled dividend.

PROCESS OF DISTRIBUTION OF CASH DIVIDEND

Cash dividend shall be paid directly to the bank account within 30 (thirty) days from the date of approval by the Shareholders in the AGM subject to comply of circulars/directives of BSEC or other regulatory authority from time to time.

- i. Through Bangladesh Electronic Funds Transfer Network (BEFTN);
- ii. Through bank transfer or any electronic payment system as recognized by the Bangladesh Bank (if not possible through BEFTN);
- iii. In case of margin loan and claim by loan provider, through the Consolidated Customer's Bank Account (CCBA);
- iv. To the separate bank account of the merchant Banker or portfolio manager through BEFTN;
- v. Through the security custodian following Foreign Exchange Regulation for non-resident sponsor, director, shareholder, unit holder or foreign portfolio investor (FPI);
- vi. Through issuance of Cash Dividend warrant and send it through post in case of non-availability of information of the shareholder or unit holder.
- vii. Amount of declared cash dividend payable for the concerned year/period shall be kept in a separate bank account as per circular of BSEC or other regulatory authority from time to time.

MANNER AND PROCEDURE OF STOCK DIVIDEND DISTRIBUTION

The stock dividend shall be credited within 30 (thirty) days of approval subject to the clearance of the regulatory requirement [if any from BSEC, exchange(s) and the Central Depository Bangladesh Limited (CDBL)]:

- i. To the BO account;
- ii. To the suspense BO Account for undistributed or unclaimed stock dividend/bonus shares. A new Suspense BO Account has been opened in every year for the respective period's/year's suspense shares;
- iii. The bonus dividend shall be transferred to the suspense BO account if BO account is not available or BO account is inactive;
- iv. The sale proceeds of fractional bonus dividend shall be paid off as per circular of BSEC or other regulatory authority from time to time;

UNPAID OR UNCLAIMED OF UNSETTLED CASH DIVIDEND: Unpaid or unclaimed of unsettled cash dividends shall be settled as per instructions of BSEC or other regulatory authority from time to time.

UNPAID OR UNCLAIMED OF UNSETTLED STOCK DIVIDEND: Unpaid or unclaimed of unsettled stock dividends shall be settled as per instructions of BSEC or other regulatory authority from time to time.

TAX MATTERS: Tax will be deducted at source as per applicable tax laws of Bangladesh.

SUBMISSION OF DIVIDEND DISTRIBUTION COMPLIANCE REPORT

In-compliance with the Dhaka Stock Exchange (Listing) Regulation-2015 and Chittagong Stock Exchange (Listing) Regulation-2015 and other regulatory requirement the Company has been submitted a Dividend Distribution Compliance Report to BSEC, DSE and CSE within 7 days from the date of completion of dividend distribution of the concerned year. This report shall submit to BSEC, DSE and CSE in a specified format issued by the regulator (s) within stipulated time.

AMENDMENTS / MODIFICATIONS

To the extent any change/ amendment is required in terms of any applicable law or change in regulations, the regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with the law of the land. Such amended policy shall be placed before the Board for approval.

DISCLOSURE POLICY

The Dividend Distribution Policy is available on the Company's website www.deshinsurancebd.com and annexed in its Annual Reports.



CORPORATE IT & WEBSITE INFORMATION

H.6

Desh General Insurance Company Ltd has been operating integrated software IIMS (Integrated Insurance Management System)-integrated with Underwriting Module, Accounts Module, Claims Module, Payroll Module and Re-Insurance Module and its operation is based on 100% online modules.

The IT department at Head Office has been monitoring the activities of all the branches situated in different areas of the country through online control systems. DGIC has also a Corporate Website: www.deshinsurancebd.com to publish the updated information of the company. The website of the company is always open for stakeholders, shareholders, investors and valuable clients to provide updated corporate information on its website.

The website of the Company focuses on company profile such as: Company's Vision, Mission, Company Focus, Capital Structure, Assets and Investment, Corporate Governance, Future Prospects, Products and Service Focus, National Economic Focus and any Price Sensitive Information Focus within stipulated time with a view to acquaint all stakeholders with all regular features of the company. DGIC website also focuses on Board of Directors profile, Management team's profile, Re-insurers and Brokers etc. in detail. Visiting the website viewers can inform about address of the Branches including other related information. The website also focuses on all the latest financial statements including financial position (balance sheet), income statement, cash flow statement and changes in shareholder's equity statement are also available on the website.

The Annual reports of different years are also made available in the website of the company: www.deshinsurancebd.com as per direction of the Bangladesh Securities and Exchange Commission (BSEC) Notification No. SEC/CMRRCD/2009-193/20 dated February 10, 2010.

UNCLAIMED / UNDISTRIBUTED DIVIDENDS

H.7

WHAT IS UNDISTRIBUTED AND UNCLAIMED DIVIDEND?

After a Company announces its dividends, the money is sent to the investors' accounts. Cash dividend is deposited to the bank account of an investor, while the stock dividend is deposited in the beneficiary owners or BO account.

When a shareholder dies, moves abroad or does not contact for a long time, their bank account and BO account are closed or become dormant.

In such a case, the dividend amount does not get deposited to the investor's bank or BO account and bounces back to the company. Sometimes, the nominated inheritors confront legal hurdles to get the money following the death of an investor.

Besides these, the dividends sometimes do not reach the investor for other legal complications. The companies then prepare their final financial account showing those dividends under a 'suspended' account.

UNDISTRIBUTED AND UNCLAIMED DIVIDEND OF DGIC:

Desh General Insurance Company Limited (DGIC) is listed on March 29, 2021. After listed with the exchanges, the Company Declared Dividends for its shareholders for the year 2020, 2021 & 2022 respectively. Subsequently, the Company distributed the said Dividend among the shareholders (as per record dates).

Unfortunately we could not send the Dividends of some of our shareholders due to several reasons. Year wise the unclaimed / undistributed dividend of the company is given in the following table:

YEAR	TOTAL DIVIDEND	UNCLAIMED / UNDISTRIBUTED
2020	400,00,000	5,37,255/- (Five Lakh Thirty Seven Thousand Two Hundred and Fifty Five)
2021	400,00,000	2,06,678/- (Two Lakh Six Thousand Six Hundred and Seventy Eight)
2022	200,00,000	5,92,515/- Five Lakh Ninety Two Thousand Five Hundred Fifteen only

A detailed list of the shareholders who have not claimed the Dividends for the year 2020, 2021 and 2022 is shown on our website as a Disclosure on Unclaimed / Undistributed Dividend.

As per the notification of Bangladesh Security and Exchange Commission (BSEC); BSEC/CMRRCD/2021-391/20/ Admin/121, dated 1st June 2021, if any cash dividend remains unclaimed for more than 3 (three) years from the date of declaration/ approval /record date of dividend, the money will be transferred to the Capital Market Stabilization Fund (CMSF) established by BSEC. That's why; as soon as the unclaimed/undistributed amount of the year-2020 becomes three years older (on 28-09-2024) from their Declaration / Approval / Record Date, the Company will transfer remain unclaimed/unsettled dividend for the year 2020 to the CMSF as directed by the BSEC.

As per the above directive of BSEC, Chapter 3, Clause 9(1), required information of the concerned shareholders have already been uploaded in the official website of the company.

Therefore, concerned Shareholders are requested to claim/collect their dividend (if any) with proper supporting documents of ownership along with NID from the Share Department of the Company as early as possible.

If the respective shareholders do not make any valid claim all unclaimed/ undisbursed dividends for the Financial Year-2020 by June 30, 2024, necessary steps will be taken to transfer the unclaimed cash dividend to the Capital Market Stabilization Fund (CMSF) after 28-09-2024.

REDRESSAL OF INVESTORS' COMPLAINT

H.8

The Company is committed to adhere to the highest standards of investor relations and provide efficient services to them and effectively address and redress their grievances in a timely manner.

The Company Secretary (CS) of the Company acts as the Chief Compliance Officer (CCO) of the Company under the Listing Regulations, 2015 & Focal Person under the National Integrity Strategy (NIS) Action Plan of the Company and is responsible for ensuring provision of prompt and effective services to the investors and monitoring the dedicated email address of the Company for investor grievances.

The Company has an established mechanism for investor service and grievance handling, with the Chief Compliance Officer (CCO) appointed by the Company for this purpose, being the important functional nodes. Some of the key steps undertaken by the Company for handling Investor Grievances are enumerated as follows:

1. The Company has a designated email ID for handling investor info@deshinsurancebd.com or cs@deshinsurancebd.com grievances on which investor can send a complaint. This e-mail ID is mentioned on every communication of the Company to the shareholders and is also mentioned on the website of the Company as well as on the website of DSE and CSE.
2. The Executives of the Board and Share Department of the Company access the above- mentioned designated investor grievances e-mail ID on a regular basis to check whether any new complaint or request from shareholders has been received.
3. Full details of the complaint or request are immediately thereafter informed to the Company Secretary. If the Complaint is directly sent to the Company Secretary, he promptly addresses the issue to resolve.
4. Board & Share Department of the Company obtains all information available on the complaint or request which is considered necessary for a proper resolution of the grievance. It looks into all the necessary information and undertakes to resolve them as soon as possible.

5. Upon receipt of the necessary documentation and information, and after satisfying the necessary quality checks, the Company follows the practice of resolving the investor Complaint or request promptly.
6. The Company engages a practicing Company Secretary Firm for carrying out Compliance Audit in pursuance of statutory requirements. They Audit each matter prescribed by the Bangladesh Secretarial Standards.
7. The Status of receipt, redressal and pendency of all the complaints are placed before the Company Secretary.
8. The complaints received through Stock Exchanges are attended immediately.
9. The Company, in its Annual Report, also reminds the Investors to claim unclaimed dividends.
10. The Company has provided an on-line feedback facility to shareholders to give feedback about various investor services offered by the Company. Click here to provide feedback: <https://deshinsurancebd.com/contact/>
11. With the 'Automation' of BSEC, DSE and CSE, all the investor complaints/grievances received online will be checked regularly and replied/resolved expeditiously.

Any queries relating to share remate, transfer of shares, changes of name and addresses and payment of dividend etc. are always sent to the following address or to the direct address of the Company Secretary. An investor can make direct call to the Company Secretary or write complaint and email:

Mr. Md. Shakhawat Hossain

Company Secretary

Jiban Bima Bhaban, Front Block, Level 5
10 Dilkusha C/A, Dhaka-1000, Bangladesh
Phone: +880 2223390997-9, 02223391001
Fax: + 880 2 -9561920
Cell No: 01772998707
E-mail: cs@deshinsurancebd.com

A serious complaint always referred to the Chief Executive Officer (CEO) and even to the Board of Directors of the Company, if so warrants. Investor may contract through email for Complaints to the following address or directly to Chief Executive Officer (CEO) :

Ms. Mohammodi Khanam

Chief Executive Officer (CEO)

Jiban Bima Bhaban, Front Block, Level 5
10 Dilkusha C/A, Dhaka-1000, Bangladesh
Phone: +880 2223390997-9, 02223391001
Fax: + 880 2 -9561920
E-mail: ceo@deshinsurancebd.com
info@deshinsurancebd.com
deshinsurancebd@gmail.com

VALUE ADDED STATEMENT

I.

I.1 VALUE ADDED STATEMENT

I.2 ECONOMIC VALUE ADDED STATEMENT

I.3 MARKET VALUE ADDED STATEMENT

I.4 CONTRIBUTION TO THE NATIONAL EXCHEQUER/ GOVERNMENT FUND

I.5 MARKET SHARE POSITION OF INSURANCE BUSINESS



VALUE ADDED STATEMENT

I.1

The Value Added Statement (VAS) is a financial Statement that depicts wealth created by an organization and how that wealth is distributed among the stakeholders of that organization. It provides a detailed account of total value creation and distribution of the company during the year under review. Desh general Insurance Company Ltd contributed positively to the socio-economic development through payment of salaries and allowances to employees, paying consistent dividend to the shareholders and also paying Tax, VAT and Stamp duty etc. to the Government of Bangladesh.

Desh general Insurance Company Ltd pays a significant amount of corporate income tax every year based on the components of income generation mode. The amount of taxes may vary from year to year based on the components of income such as income from core business, income from investment in shares such as dividend income and from share trading, capital gains. These components have a separate rate of tax for which total amount of tax varies from year to year. The management of DGIC is very much keen and transparent in doing the insurance business and tries to expand it steadily.

ECONOMIC VALUE ADDED STATEMENT

I.2

Economic value added (EVA) is a measure of a company's financial performance based on the residual wealth calculated by deducting its cost of capital from its operating profit, adjusted for taxes on a cash basis. EVA can also be referred to as economic profit, and it attempts to capture the true economic profit of a company. EVA is an internal management performance measure that compares net operating profit to total cost of capital. Economic value added is also referred to as economic profit. It provides a measurement of profit of the Company's economic success or failure over a period of time. The EVA is defined as:

EVA = Net operating profit - tax - cost of capital during the year

The goal of EVA is to quantify the charge, or cost, for investing capital into a certain project, and then assess whether it is generating enough cash to be considered a good investment. The charge represents the minimum return that investors require to make their investment worthwhile. A positive EVA shows a project is generating returns in excess of the required minimum return. Economic Value Added is important because it is used as an indicator of how profitable company projects are and it, therefore, serves as a reflection of management performance.

MARKET VALUE ADDED STATEMENT

I.3

Market Value Added (MVA) is a measure of external performance that indicates how the market has evaluated the company's performance in terms of market value of share compared to book value of shares. MVA is the difference between the total Market Value (based on the quoted price in the main bourse) and total book value of the Company's equity shares. The higher the Market Value Added the better be the Company's position. A high Market Value Added indicates the Company has created substantial wealth for the shareholders. A negative Market Value Added means that the value of management's action and investments are less than that of value of the capital contributed to the Company by the capital market (or that wealth and value have been decreased).

CONTRIBUTION TO THE NATIONAL EXCHEQUER/GOVERNMENT FUND

1.4

We recognize that Desh general Insurance Company Limited (DGIC) has certain corporate responsibilities to the society or community for their development and the development of the nation as a whole. We aspire to be known as an institution that builds enduring relationships with and delivers value for our customers, shareholders, employees, government and community where we do business.

Our priorities:

- Paying fair share of VAT & taxes to the Government
- Creating employment
- Maximizing shareholders value
- Taking environmental initiatives
- Supporting community
- Financial assistance to the insolvent meritorious students
- Increase mass awareness about traffic rules
- Provide handsome returns to shareholders

MARKET SHARE POSITION OF INSURANCE BUSINESS

1.5

Bangladesh Non-life Insurance Business Market Composition and Status of Desh General Insurance Co. Ltd. (DGIC) Market share position of the company's insurance business reflects the ability to exercise underwriting and pricing discipline as well as the risk management effectiveness in managing its business growth. As a second generation insurer, Desh General Insurance Co. Ltd. (DGIC) is in a modest position than the companies of other non-life insurance sector. The Non-life Insurance provisional premium income in 2022 was Tk. 54130 million where in 2021, it earned Tk. 41470 million. Last 12-year non-life insurance premium and growth percentage is shown in the chart below:

Year	Non-Life Gross Premium Income	% Growth
2010	16580	0
2011	19670	9.74
2012	21670	6.47
2013	22930	4.32
2014	24460	4.27
2015	26430	4.59
2016	27730	4.04
2017	29810	7.90
2018	33940	10.76
2019	37900	8.13
2020	37430	-0.89
2021	41470	8.57
2022	41296	9.11
2023	42603	9.16

SPECIFIC AREAS FOR INSURANCE SECTOR

J.

J.1

CLAIMS MANAGEMENT AND DETAILS OF OUTSTANDING CLAIMS (IBNR & IBNER) WITH AGEING THEREOF

J.2

SOLVENCY MARGIN STATUS

J.3

ACCOUNTING RATIOS PERTAINING TO INSURANCE BUSINESS

J.4

REVIEW ON ASSETS QUALITY



CLAIMS MANAGEMENT AND DETAILS OF OUTSTANDING CLAIMS (IBNR & IBNER) WITH AGEING THEREOF

J.1

The reputation and image of an insurance company depends on the speed and efficiency by which it settles a claim. Managing claims in a systematic and comprehensive manner is essential for all Insurance Companies. In this sense the claim department also acts as a Customer Care Department, since customer retention and loyalty is shaped during the claim administration process. Claim handling is a part of reputational risk. Good claim handling brings reputation while bad claim handling can bring disgrace for an insurance company. A successful claim management should try to design an internal claim process that shall be simple and robust.

When an Insured party incurs Loss a claim is made &/or lodge to the Insurer to cover the loss as stipulated in the Insurance Contract. For an Insurance Company, the settling of the losses and adjustment difference between itself and the Insured is known as claims management. Attention is necessary by the Insurer because under payment call leads to loss of a customer, yet over payments can lead to bankruptcy.

Our claim management system at DGIC includes a business process management capability that enables us to settled claims quickly. Claims processing is a crucial service component for insurance companies. Its component helps to simplify the claims process for client's and business partners. The claims processing components are a comprehensive system designed to provide claims management and processing support and make it possible to receive initial notification(s) from a variety of sources, including mail, fax, email and call center. Notifications from the claimants are recorded and properly notified to the regulator. Claims Management provides support for defining parties and designations, information requirements ordering and follow-up, claim and benefit calculations. Although, certain Claims also require special handling, such as contestable claims or claims are requiring more investigation.

Outstanding claims (IBNR and IBNER) with ageing thereof

The IBNR, which is the abbreviated form of incurred but not reported reserves (IBNR), are the reserves for claims that become due with the occurrence of the events covered under the insurance policy, but have not been reported yet. The IBNR reserves can be computed using methods like Incurred Chain Ladder, Paid Chain Ladder, and Paid Bornhuetter-Ferguson etc.

In insurance, incurred but not reported (IBNR) claims is the amount owed by an insurer to all valid claimants who have had a covered loss but have not yet reported to the Company. Since the insurer knows neither how many of these losses have occurred, nor the severity of each loss, IBNR is necessarily an estimate. The sum of IBNR losses plus reported losses yields an estimate of the total eventual liabilities the insurer will cover, known as ultimate losses.

Outstanding claims reserves in General Insurance are the technical reserve or accounting provision in the financial statements of an insurer. They seek to qualify the outstanding loss liabilities for insurance claim which have been reported and not yet settled (RBNS) or which have been incurred but not yet reported (IBNR) reserves. This is a technical reserve of Insurance Company and is established to provide for the future liability for claims which have occurred but which have not yet been settled.

Incurred but not enough reported (IBNER), reserves are the claim applications made wherein the losses have been reported but not adequately.

Claims Settlement:

Insurance is a means of protection from financial loss and a form of risk management to an uncertain loss. So claims settlement bears paramount importance for an insurance company. Claims are a formal request by Insured to Insurer for coverage or compensation for a covered loss or policy event. The insurance company validates the claim and, once approved, issues payment to the insured. Intrinsically, the Claims Department of Desh General Insurance Company Limited (DGIC) manages the settlement of claims through a detailed procedure.

Claims Settlement Procedure: Claims settlements are the most important aspect of the functioning of an insurance company. The claim procedure and settlement of any insurance company requires being very simple and having

to be very transparent. Quick settlements of claims play a vital role in building goodwill for an insurance company and make bonding with the clients and solidify relationships. Desh General has a Claims (settlement) Committee of Five Members headed by Mr. Aminur Rahman, who regularly meet to settle Claims of the insureds. The Chief Executive Officer (CEO), Additional Managing Director (Operation), Company Secretary of the Company and Head of Claims always present and participate in discussion with the members of the committee. The scope of work of the committee is wide and makes every claim settlement smooth. The committee reports regularly to the board of directors.

The underwriting and the claims department of Desh General Insurance Company Limited (DGIC) is composed of a highly qualified, experienced and clients friendly workforce. Due to their client's centric approach and cooperative mindset no complexities arises in claims settlement. It is also happening in the procedure of proper underwriting. DGIC follows the aspects below for claim settlement:

- To make the clients satisfied
- To use the claim settlement as a tool of marketing
- To avoid defects in underwriting

As the settlement is through the process and requires documentation and proper intimation. At Desh General Insurance Company Limited (DGIC), we act on the client's intimation and instantly we appoint surveyors as per the Insurance law and got the report and settled the claim by 5 to 10 working days after having all related documents. In addition if require DGIC remind the clients for submission of the papers and documents. The team of the claims department tries their level best to send every service to meet the client expectations.

Alpha Rating has attributed AA+ (pronounced Double A plus) to Desh General Insurance Company Limited (DGIC) for its high claims-paying ability. DGIC strictly follows the guidelines of the Insurance Development Authority of Bangladesh (IDRA) in settling claims.

SOLVENCY MARGIN STATUS

J.2

Solvency margin is the amount by which the assets of an insurer exceed its liabilities, and will form part of the insurer's funds. Methods of valuation of assets and liabilities of an insurer are prescribed in the insurance regulations. The regulations stipulate the Required Solvency Margin (RSM), which an insurer must maintain at all times. The solvency of an Insurance Company corresponds to its ability to pay claims. The solvency of an insurance company depends largely on whether sufficient technical reserves like Exceptional Claims Losses Reserve, Unexpired Risk Reserve, General Reserve etc. have been set up for the obligations entered into and whether the company has adequate capital as security.

Moreover, solvency margin assists financial investment managers when making a decision on the risk or reward capability of an insurance company to return dividend to its shareholders. In Bangladesh, regulations for Solvency Margin for Non-life Insurance companies has been drafted by IDRA and approved as well as promulgated through official gazette by the Finance Ministry.

ACCOUNTING RATIOS PERTAINING TO INSURANCE BUSINESS

J.3

Premium income of Desh General Insurance Company Limited (DGIC) has been increasing mostly every year by the hard work of the head of Branches and executives including the top executives. They have given all-out efforts for smooth servicing to the clients. Management team also supported the head of Branches, if any, for procuring the business by providing uninterrupted services to the clients efficiently.

REVIEW ON ASSETS QUALITY

J.4

Desh General Insurance Company Limited (DGIC) always focuses on the superior asset quality so that these will bring highest value to the company; ensure satisfactory return to the stakeholders ensuring sustainable development. To perform the said objectives, the company has the policy to review its assets periodically and as a result of continuous monitoring and development of the assets quality, the company could achieve healthy growth almost every year. However, because of the inherently risky nature of core business, sometimes the claims may be unbearable to ease the profitability as required to allow healthy return to the investors.

The Stock Markets in Bangladesh during the year 2023 were not easy going and it significantly affected the position of assets of the Company. Desh General Insurance Company Limited (DGIC) believes that this downtrend position would turn in the near future and it would regain the market position of its investment which would certainly increase the assets value of the Company.



REPORT ON OTHER ACTIVITIES

K.

K.1

REPORT ON CLAIMS SETTLEMENT

K.2

INTERNAL AUDIT REPORT

K.3

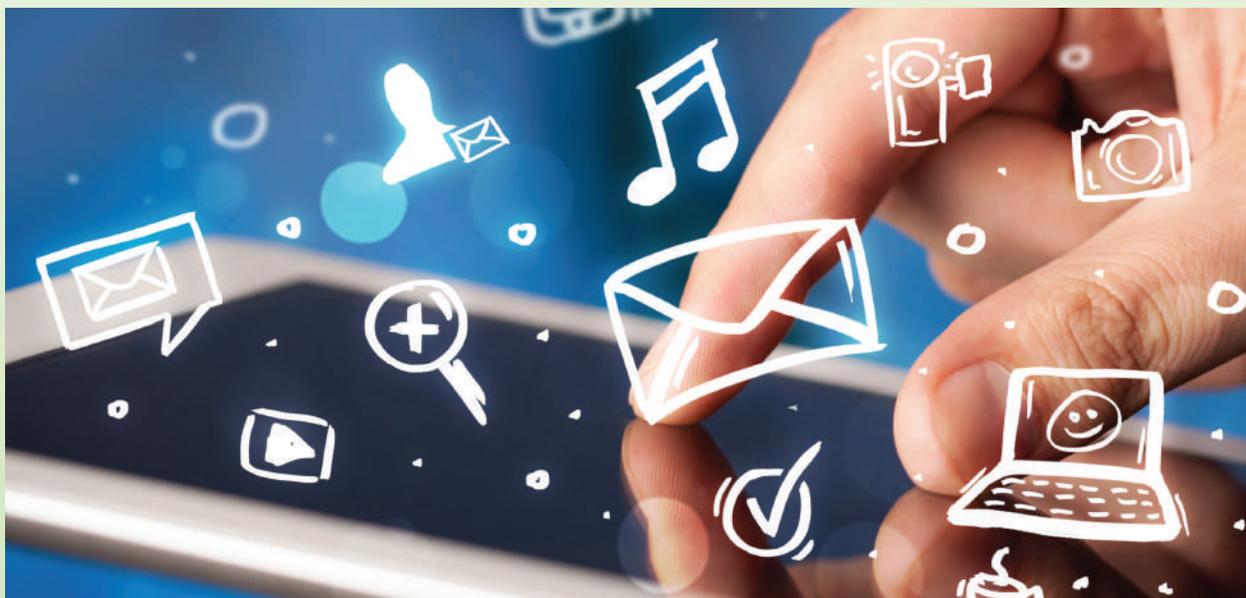
REPORT ON RE-INSURANCE

K.4

REPORT ON PRE SURVEY
RISK INSPECTION

K.5

FINANCIAL CALENDAR



REPORT ON CLAIMS SETTLEMENT

K.1

Settlement of Claims is the main and sensitive issue for an insurance company. In the present scenario with ruthless competition in the insurance market and with a view to grabbing more insurance business the clients have to be kept satisfied by quick and easy settlement of their claims. Desh General Insurance Company Limited (DGIC) is proud for its quick settlement of claims.

Whenever Desh General Insurance Company Limited (DGIC) gets any information of casualty to the insured's property it instantly appoints an authorized surveyor and it takes around 5 to 10 working days' time to settle the claim upon having the minimum documents from the Insured relating to the loss like Fire Brigade report in case of happening of a fire damaging insured's property. In some cases, delays occur only due to delay in submission of the documents by the insured. Desh General Insurance Company Limited (DGIC) always keeps in mind that due to delay in settlement of claims, if a client/customer is lost once, it is most likely a loss forever.

Besides, Desh General Insurance Company Limited (DGIC) renders its best services constantly through the Customer Care Department equipped with highly experienced professionals to the clients after any occurrence of loss by any occurrence to the Insured's properties.

Desh General Insurance Company Limited (DGIC) has been awarded a credit rating of "AA" for higher claim paying ability by Alpha Credit Rating Limited.

Desh General Insurance Company Limited (DGIC) always follows the rules, regulations and guidelines of Insurance Development & Regulatory Authority (IDRA).

Insurance converses promises to take care of most of the financial burden of a policyholder in case of a claim. The hassle free claims settlement is a most important part of an insurance company. Hence, Desh General Insurance Company Limited (DGIC) has evolved insurance claim management significantly over the past 23 years.

Claim Settlement during the year of 2023

SL No.	Type of Claims	Amount in Tk.
01	Fire	1,18,64,394
02	Marine Cargo	3,19,20,273
03	Motor	21,73,463
Total	(In word): Four Crore Fifty Nine Lac Fifty Eight Thousand One Hundred Thirty Taka Only	4,59,58,130

INTERNAL AUDIT REPORT

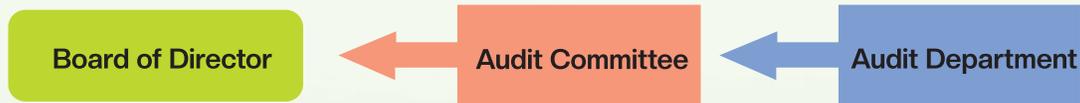
K.2

In Desk General Insurance Company Limited (DGIC), internal auditing is an independent, objective assurance and consulting activity designed to add value and improve Company's operations. It helps the management of the Company accomplish its objectives bringing in a systematic and disciplined approach, to evaluate and improve the effectiveness of risk management, control, compliance and governance processes. Desh General Insurance Company Limited (DGIC) always tries to be systematic, disciplined and transparent in all its activities. The Internal audit department ensures the Company to run its activities systematically abiding by management policy, plan and guidelines issued Head office and various regulatory authorities.

Objective: The aim of internal control of the Company is to provide reasonable assurance by means of system of processes and procedures implemented by Desh General Insurance Company Limited (DGIC) so that the following objective may be achieved:

- a. Accuracy of financial statistics
- b. Optimization of operational competence
- c. Compliance with the laws and regulation

Reporting Diagram:



Scope: The internal audit function will assist the Company in fulfilling its vision, mission, strategic initiatives, and objectives. It helps the Company to adhere to its core values following systematic and disciplined approach; to evaluate and improve the effectiveness of enterprise wide risk management, internal control systems and governance processes. Ultimately, the internal audit function will help ensure:

- Risks are appropriately identified and managed;
- Significant financial, managerial and operating information are accurate, reliable and timely;
- Employees' actions are in compliance with Company's policies, standards, procedures and applicable laws and regulations;
- Company's resources are acquired economically, used efficiently and safeguarded adequately;
- Company's operations are transacted in accordance with sufficient internal controls, good business judgment and high ethical standards;
- Quality and continuous improvement are fostered in the Company's internal control processes;

The main duties and functions of Internal Control and Audit Department, inter alia, are broadly classified as under:

- i. Systems audit
- ii. Operational audit including efficiency audit
- iii. Management audit



INTERNAL AUDIT PROCESS



A. Audit Program

- The Head of the Internal Control and Audit Department starts to prepare an audit plan before the commencement of each year. He draws it up and gets approval from the Audit Committee and the audit functions for that financial year are carried out accordingly.
- The annual program states the various areas which are subject to audit.
- The Audit Committee monitors the progress of work every monthly, quarterly and half- yearly.
- Company Secretary and Head of the Internal Control and Audit attend the meeting regularly.

B. Reporting Structure

Functionally the Internal Control and Audit Department reports directly to the Audit Committee for its activities.

C. Audit Function in Desh General Insurance Company Limited (DGIC):

The Audit Department covers all departments of Head Office and Branches in its audit program.

01. Departmental Audit: Departmental audits evaluate accounting controls, ensure compliance with departmental flow charts, job responsibility of individual employees, improvement of efficiency, policies and procedures, applicable laws and regulations and validate the records and account balances. The Audit department audits Branch Control Department, Share Trade & Investment Department, Finance and Accounts Department, Claims Department, Administration & Establishment Department, Public Relations and Business Development Department every year.
02. Branch Audit: Branch audits are designed to evaluate procedures and controls which impact the attainment of the Company's organizational goals and objectives. Branch audits also measure compliance with organization policies and procedures as well as applicable laws and regulations and guidelines issued from Head office time to time during operational audits, functional tests and transaction review.
03. Performance/MIS Audit: A management information system (MIS) provides information which is needed to manage an organization efficiently and effectively. The Company is able to highlight its strengths and weaknesses due to the presence of revenue reports, employees' performance record etc. The MIS gives an overall picture

of the company and acts as a communication and planning tool. Through MIS the audit team of Desh General Insurance Company Limited (DGIC) can evaluate the performance of an individual employee, budgetary control and company's business performance and report analysis on a quarterly, half-yearly and yearly basis.

D. Audit Finding & Audit Reporting

After completion of the audit, the Head of the Audit sends a complete audit report along with audit findings, comments and recommendations to the Branch In-charge for their feedback within the stipulated time frame. Feedback is important to the Audit Department, since it can help it improve the audit process. The audit department also sends an audit report to the Managing Director, Central account department, Branch control department and other departments as required. After getting an opinion, the summary of the report is forwarded to the Audit Committee for review.

E. Follow-up

Follow-up reviews are performed on an issue-by-issue basis and typically occur shortly after the expected completion date so that agreed-upon corrective actions can be implemented. The purpose of the follow-up is to verify that the concerned branch/departments have accomplished the agreed-upon corrective actions. The Audit Department always follows up the corrective actions whether they are implemented within a stipulated time frame.

REPORT ON RE-INSURANCE

K.3

Reinsurance is the life blood of a non-life insurance company whereas a number of risks of different sizes, i.e. small, medium, big and large, are underwritten. Hence reinsurance provides the main underwriting support to protect the financial stability of an insurance company in the time of claim occurred. Proper reinsurance arrangement with the reputed reinsurance companies is the most important job of the reinsurance department of a company as well.

Reinsurance is, by its nature, a global business, which deploys capital across geographical boundaries and line of business. The intent of reinsurance is for an insurance company to reduce the risks associated with underwritten policies by spreading risk across alternative institutions. Reinsurance also increases the capacity of underwriting for the traditional and any new line of insurance business as well as reinsurance protects insurance companies, policy holders and its stakeholders through providing instant solvency capital to stabilize net claim ratio. Reinsurers apply sophisticated risk management processes to take any risks. But to work in a prominent and effective way, it requires a reliable legal system which is secured and honors the freedom of contract.

In a developing country like Bangladesh, insurance companies are playing a very significant role in economic expansion. With higher income and literacy rate, people are expected to recognize the benefits of insurance in business and thus raising the demand of insurance services. Though the insurance industry has a very high prospect in the economy, but for some reasons, it totally failed to achieve its goal. The insurance industry in general and the reinsurance industry in particular is facing a number of significant challenges and constraints which will need to be decisively addressed in the coming years if the industry wants to maintain its role in an expanding global economy.

Regulation of the reinsurance industry is increasing but in a piecemeal fashion without any key techniques and parameters. At the same time the demand for reinsurance solutions in specific business segments and for specific needs of primary insurance companies' is growing. Satisfying this demand is the commercial role of the reinsurance industry and because of the industry's risk diversification; it is able to insure risks at a lower cost and higher security than primary insurers with less diversified portfolios. Thus, reinsurance which facilitates the spread of risk exposure over a larger capital base is an important tool for the insurance industry. Reinsurance plays a vital role in providing capital to insurers thus securing affordable protection to policyholders.

Since reinsurance is a financial and services arrangement between an insurer and a reinsurer, it contains a number of different steps to transfer the risk in the global market as well as financing for ensuring underwriting capacity to the insurance companies. The government of Bangladesh modified the system through promulgation of the Insurance Corporations (Amendment) Act 1990. The changes allowed private sector insurance companies to

place 50% reinsurance of the business to state owned corporations and to place the remaining 50% of their business with any reinsurer of their choice, at home or abroad.

Sadharan Bima Corporation (SBC) underwrites 100% of Public Sector business and distributes 50% to private insurance companies in the country.

Out of 45 private Non-life Insurance Companies only few companies have their 50% Reinsurance arrangement with abroad. DGIC is one of them who have their reinsurance support with very renowned reinsurers for its some exceptional businesses. As reinsurance is a key drive of growth and stability for an insurance company, DGIC generally arranged the best reinsurance arrangement with the local reinsurer Sadharan Bima Corporation (State owned reinsurer of Bangladesh) as well as Facultative Reinsurance with local and foreign reinsurers.

Since career development is an ongoing, dynamic process, employees may need encouragement and support in reviewing and re-assessing their goals and activities.

Efficient service and the highest financial security to the clients are the most priority of DGIC. So, DGIC always ensures the full reinsurance protection with high rated reinsurers as well as provides systematic risk management advice and the best insurance terms to the clients while maintaining the full business ethics and regulations.

REPORT ON PRE SURVEY RISK INSPECTION

K.4

Pre Survey Risk inspection plays a vital role to identify threats of clients' businesses and implement best practices mitigation measures. Risk analysis is the first step in managing and preventing risk that brings a revolutionary positive outcome while the insurer takes the decision to carry out an analysis through pre risk inspection. Effective steps of Pre-risk inspection:

Desh General Insurance Company Limited (DGIC) prefers to do Pre Risk Assessment by hiring professional expertise to improve, manage and prevent risk, as the pre-risk survey is mandatory for large facilities in international as well as local reinsurance markets. A professional risk survey is a basis for sound property insurance programs, allows making well-informed decisions on parameters of the coverage system, and avoiding both inappropriate over-estimation of insurance expenses as well as adoption of an insufficiently reliable risk insurance program.

Effective pre-risk inspection report allows insurers, reinsurers and insurance brokers to assess the quality of risk and to estimate the amount of potential damage as well as to obtain an unbiased independent opinion on the state of protection of their property from fire, explosions, machinery breakdown, malicious acts, climatic perils, the possibility of major losses due to business interruptions etc. In addition, the report suggests measures (recommendation) aimed at reduction of the probability of loss occurrences (prevention) and/or minimization of loss from the occurrences.

Desh General Insurance Company Limited (DGIC) always does the pre-inspection of any property of the client either by external or by internal expert. As per the Circular of Insurance Development & Regulatory Authority (IDRA), it is important to get the survey, if the insured amount is Tk. 5 crore or above. DGIC always complies with the guidelines of the Authority regarding risk inspection.

Besides, the Company is also transparent in charging premium amounts to its clients. In this way, Desh General Insurance Company Limited (DGIC) tries to mitigate the risk and build a positive image in clients' minds for mutual interest; the Company also tries to offer the client with the best and competitive rate and terms from CRC (Central Rating Committee) from abroad (if necessary).

Pre-risk assessment is the most important function of a risk assessment process to pre-determine the possible scenarios and potential damages and then take the steps insistently about the business portfolio. Pre-risk assessment also helps us relieve of the possible risk that might be created by clients through hiding information.

FINANCIAL CALENDAR

K.5

Desh General Insurance Company Limited (DGIC) is very much concerned about the interest of its stakeholders on the company including the potential investors. The following historical information would help our present and potential investors for their decision making:

2023

BoD Meeting for the Announcement of 2023 Final Results

Record date

Date of 24th Annual General Meeting

Dividend (Proposed)

May 29, 2024

July 15, 2024

September 15, 2024

05% Cash only for Public Shareholders except sponsors and Director

2022

BoD Meeting for the Announcement of 2022 Final Results

Record date

Annual Report 2022 dispatched

Date of 23rd Annual General Meeting

Dividend (Proposed)

May 29, 2023

July 03, 2023

August 06, 2023

August 28, 2023

05% Cash

2021

BoD Meeting for the Announcement of 2021 Final Results

Record date

Annual Report 2021 dispatched

Date of 22nd Annual General Meeting

Dividend Declared

April 23, 2022

June 01, 2022

June 20, 2022

July 07, 2022

10% Cash



SUMMARY OF ACCOUNTS



L1 FINANCIAL HIGHLIGHTS

L2 SUMMARY OF QUARTERLY
FINANCIAL PERFORMANCE



FINANCIAL HIGHLIGHTS

L.1

Desh general Insurance has been maintaining a significant growth in the recent years in its financial position and performance of its business operation in the non-life insurance sector of Bangladesh. Under below statements and graphical composition of operational performance and financial position indicates its growth of performance of the company for the year ended December 31, 2023.

Gross Premium Income

2023	2022	2021	2020	2019
433.39	429.05	344.23	304.20	308.19

Net Premium Income

2023	2022	2021	2020	2019
259.30	293.34	193.27	200.17	167.95

Underwriting Profit

2023	2022	2021	2020	2019
86.94	77.78	83.45	77.06	65.93

Total Assets

2023	2022	2021	2020	2019
973.35	990.18	894.88	705.75	693.74

Shareholders' Equity

2023	2022	2021	2020	2019
475.80	454.26	452.79	286.22	278.80

Fixed Assets

2023	2022	2021	2020	2019
102.96	111.53	117.55	126.70	131.84

Earnings Per Share (EPS)

2023	2022	2021	2020	2019
1.04	1.04	1.24	1.51	1.36

SUMMARY OF QUARTERLY FINANCIAL PERFORMANCE

L.2

THE HIGHLIGHTS OF THE FIRST QUARTER (Q1) FINANCIAL STATEMENTS

The Board of Directors of Desh General Insurance Company Limited at its meeting 145th meeting held on May 29, 2023 at 3.00 p.m. at the Board Room Head Office, 10 Dilkusha C/A, Dhaka. Approved the First Quarter (Q1) Unaudited Financial Statement 2023 and took the following decision.

PARTICULARS	MARCH 31, 2023	DECEMBER 31, 2022
Net Asset Value (NAV)	468,491,663	454,459,851
Net Asset Value (NAV) per share	11.71	11.36
	1 st January 2023 to March 2023	1 st January 2022 to March 2022
Earnings Per share (EPS)	0.36	0.50
Net Operating Cash Flow per share (NOCF)	(0.49)	0.22

"The details of the published First Quarter (Q1) Financial Statements are available on the website of the Company"

THE HIGHLIGHTS OF THE SECOND QUARTER (Q2) FINANCIAL STATEMENTS

The Board of Directors of Desh General Insurance Company Limited at its meeting 146th meeting held on July 27, 2023 at 3.00 p.m. at the Board Room Head Office, 10 Dilkusha C/A, Dhaka. Approved the Second Quarter (Q2) Unaudited Financial Statement of the company for the period ended June 30, 2023. The highlights of the Second Quarter (Q2) Financial Statement are as follows:

PARTICULARS	AMOUNT (TK)	
	As at 30 June 2023	As at 30 June 2022
Net Asset Value (NAV)	482,116,531	485,809,130
Net Asset Value (NAV) per share	12.05	12.15

PARTICULARS	AMOUNT (TK)			
	1st January 2023 to 30 June 2023	1st January 2022 to 30 June 2022	1st April 2023 to 30 June 2023	1st April 2022 to 30 June 2022
Net Profit After Tax	2,78,48,585	33,015,379	13,424,249	1,23,89,117
Basic and Diluted Earning Per Shares (EPS)	0.70	0.83	0.34	0.31
Net Operating Cash Flow per Share (NOCF)	0.03	0.26		
Net Asset Value (NAV) Per share	12.05	12.15		

THE HIGHLIGHTS OF THE THIRD QUARTER (Q3) FINANCIAL STATEMENTS

The Board of Directors of Desh General Insurance Company Limited (DGIC) at its 148th meeting held on October 29, 2023 at 3.00 p.m. at the Board Room Head Office, 10 Dilkusha C/A, Dhaka. Approved the Third Quarter (Q3) Unaudited Financial Statement of the company for the period ended September 30, 2023. The highlights of the Third Quarter (Q3) Financial Statement are as follows:

CONSOLIDATED FINANCIAL PERFORMANCE HIGHLIGHTS				
Particulars	Amount (Tk)		Amount (Tk)	
	1st January 2023 to 30 Sep 2023	1st January 2022 to 30 Sep 2022	1st July 2023 to 30 June 2023	1st July 2022 to 30 Sep 2022
Net Profit After Tax	40,469,562	43,615,951	12459971	10,578,515
Earning Per Shares (EPS)	1.01	1.09	0.31	0.26
Net Operating Cash Flow per Share (NOCF)	0.38	0.46	N/A	N/A
Net Asset Value (NAV) Per share	11.87	11.40	N/A	N/A
Particulars	Amount (Tk)		Amount (Tk)	
	As on 30 September 2023		As on 31st December 2022	
Net Asset Value (NAV)	474,737,528		454,267,946	
Net Asset Value (NAV) per share	11.87		11.36	

THE HIGHLIGHTS OF THE ANNUAL FINANCIAL STATEMENTS (AUDITED)

This is for kind information of all concerned that the Board of Directors of Desh General Insurance Company Limited (DGIC), while considering the Annual Financial Statements (Audited) -2023 of the company in its 151th Board Meeting held on Wednesday May 29, 2024 started at 3.00 p.m, has taken the following Price Sensitive Decisions:

THE KEY FINANCIAL INDICATORS OF THE ANNUAL FINANCIAL STATEMENT (AUDITED) AS ON DECEMBER 31, 2023		
Particulars	Year-2023 (BDT)	Year-2022 (BDT)
Net Asset Value (NAV) per share	11.90	11.36
Earnings Per Share (EPS)	1.04	1.04
Net Asset Value (NAV)	475,801,828	454,267,946
Net Operating Cash Flow per share (NOCFPS)	0.30	1.49

AUDITORS' REPORT AND FINANCIAL STATEMENTS

M.

M.1

AUDITORS' REPORTS TO THE SHAREHOLDERS

M.8

MOTOR INSURANCE REVENUE ACCOUNT

M.2

STATEMENT OF FINANCIAL POSITION (BALANCE SHEET)

M.9

MARINE HULL INSURANCE REVENUE ACCOUNT

M.3

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

M.10

MISCELLANEOUS INSURANCE REVENUE ACCOUNT

M.4

Profit & Loss Appropriation Account

M.11

STATEMENT OF CHANGES IN EQUITY

M.5

CONSOLIDATED REVENUE ACCOUNT

M.12

STATEMENT OF CASH FLOWS

M.6

FIRE INSURANCE REVENUE ACCOUNT

M.13

CLASSIFIED SUMMARY OF ASSETS (FORM AA)

M.7

MARINE INSURANCE REVENUE ACCOUNT

M.14

NOTES TO THE FINANCIAL STATEMENTS



AUDITORS' REPORTS TO THE SHAREHOLDERS

M.1



ম্যাবস্ এন্ড জে পার্টনার্স
MABS & J Partners
Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Desh General Insurance Company Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Desh General Insurance Company Limited (the Company) which comprise the Statement of Financial Position as at 31 December 2023, Profit and Loss Appropriation Account, Statement of Profit or Loss and Other Comprehensive Income, related Revenue Accounts, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under these standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the organization in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our ethical responsibilities in accordance with the IESBA Code and the Institute of Chartered Accountants of Bangladesh (ICAB) Bye Laws. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

Without modifying our opinion, we draw attention to the following matters:

1. Refer to note no. 28.03 of the financial statements, which describes the adjustment of the amount due from Sadharan Bima Corporation (SBC). Also, refer to note no. 22.01 of the financial statements as on balance of BDT 6,186,875 was recognized as amount due to SBC which was unreconciled as on 31 December 2023.
2. Management expense of the company for the year has been exceeded the limit as mentioned in Section 63 of the Insurance Act 2010: Limitation of expenses of management in non-life insurance business.
3. Provision for the Workers Profit Participation Fund (WPPF) has been recognized by the company. However, the amount has not been distributed yet as per the Labor Act 2006 as amended in 2013.
4. Refer to note no. 06.00 (d) of the financial statements, which describes the effects of claim for the period and provision for the unsettled claims.

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Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Risk	Our Response to the risk
Premium Income	
<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. 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"> • The design and operating effectiveness of key controls around premium income recognition process. • Carried out analytical procedures and recalculated premium income for the period. • Carried out cut-off testing to ensure unearned premium income has not been included in the premium income. • 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. • Ensured on a sample basis that the premium income was being deposited in the designated bank account. • Tested on a sample basis to see that appropriate VAT was being collected and deposited to bank through Treasury Challan. • 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. • Applying specialist judgment ensured if there is any impairment of the reinsurer. <p>Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards, Insurance Act 1938 (as amended in 2010), Insurance Rules, 1958 and other applicable rules and regulations and regulatory guidelines.</p>
Investment in Listed Shares	
<p>Insurance company makes a number of investments in the listed and unlisted capital market with required regulatory permission.</p>	<p>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:</p>





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Chartered Accountants

<p>Income generated from the investments (realized gain and dividend received) is credited to the Profit & Loss Account. Unrealized capital gain or loss if any is also transferred to the Profit & Loss Account. 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.</p>	<ul style="list-style-type: none"> ● 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 09 & 13. ● 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 DGICL 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. <p>Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards, Insurance Act 1938 (as amended in 2010), Insurance Rules, 1958 and other applicable rules and regulations and regulatory guidelines.</p>
<p>Estimated liability in respect of outstanding claims whether due or intimated and claim payment</p>	
<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. We additionally carried out the following substantive tastings around this item:</p> <ul style="list-style-type: none"> ● Obtained the claim register and tested for completeness of claims recorded in the register on a sample basis. ● Obtained a sample of claimed policy copy and cross check it with claim. ● Obtained a sample of survey reports cross checked those against respective ledger balances and in case of discrepancy carried out further investigation. ● Obtained and discussed with management about their basis for estimation and challenged their assumptions where appropriate. ● Reviewed the claim committee meeting minutes about decision about impending claims. ● Tested a sample of claims payments with intimation letter, survey report, bank statement, claim payment register and general ledger. <p>Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards, Insurance Act 1938 (as amended in 2010), Insurance Rules, 1958 and other applicable rules and regulations and regulatory guidelines.</p>



Other Information

Management is responsible for the other information. The other information comprises all of the information in the annual report other than 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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Insurance Act 2010, the Insurance Rules 1958, the Securities and Exchange Rules 1987 and other applicable Laws and Regulations 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 misstatements, 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, but not for the purpose of expressing an opinion on the effectiveness of the organization's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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 the mall 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 1987 and the other applicable Laws and Regulations, We also report that:

- a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 examination of those books;
- c. The Company's 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 purpose of our audit have been received from branches not visited by us;
- d. As per section 63(2) of the Insurance Act, 2010 as amended, we certify that to the best of our knowledge and belief and according to the information and explanations given to us, all expenses of management wherever incurred and whether directly or indirectly, in respect of insurance business of the company transacted in Bangladesh during the year under report have been fully charged to the related Revenue Account and the statement of profit or loss & other comprehensive income of the company; and





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MABS & J Partners
Chartered Accountants

- e. As per section 54(5) of Insurance Act 2010 as amended, 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 of its business re-insured abroad;
- f. The Company's Statement of Financial Position, Statement of Profit & Loss and Other Comprehensive Income, Statement of 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 accounts and returns; and
- g. The expenditure incurred was for the purpose of the Company's business.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants

J C Biswas, FCA

Partner

ICAB Enrollment No: 0199

DVC: 2405300199AS641318

Dhaka

STATEMENT OF FINANCIAL POSITION (BALANCE SHEET)

M.2

Desh General Insurance Company Limited Statement of Financial Position As at 31 December 2023

Particulars	Notes	Amount in Taka	
		31-Dec-23	31-Dec-22
EQUITY AND LIABILITIES:			
Share Capital			
Authorized :			
100,000,000 Ordinary Shares of Tk. 10 each	19.00	1,000,000,000	1,000,000,000
Issued, Subscribed and Paid up Capital			
40,000,000 Ordinary Shares of Tk. 10 each	20.00	400,000,000	400,000,000
Reserve or Contingency Account			
Profit and Loss Appropriation Account		75,801,828	54,267,946
Reserve for Exceptional Losses		-	-
Total Shareholders' Equity		475,801,828	454,267,946
Balances of Funds & Accounts:			
	36.00	103,792,740	117,838,433
Fire Insurance Business		15,431,625	42,421,676
Marine Insurance Business		63,975,292	57,958,244
Motor Insurance Business		4,379,554	6,329,600
Miscellaneous Insurance Business		19,887,787	10,297,274
Marine Hull Insurance Business		118,482	831,639
Liability and Provisions			
		393,755,853	418,076,934
Estimated Liabilities in Respect of Outstanding Claims Whether Due or Intimated	21.00	104,936,923	108,431,888
Amount Due to Other Persons or Bodies Carrying on Insurance Business	22.00	6,186,875	67,800,957
Deposit Premium	23.00	5,515,642	3,127,046
Bank Loan	24.00	69,711,877	70,335,987
Unclaimed Dividend		1,326,448	1,189,404
Sundry Creditors	25.00	64,789,897	47,949,403
Lease Liability		3,763,540	3,722,961
Deferred Tax Liability	35.01	15,158,327	14,790,260
Provision for Taxation	35.00	122,366,323	100,729,028
Total Liabilities		497,548,593	535,915,367
Total Shareholders' Equity and Liabilities		973,350,422	990,183,313



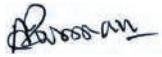
DESH GENERAL INSURANCE COMPANY LIMITED

Statement of Financial Position

As at 31 December 2023

Particulars	Notes	Amount in Taka	
		31-Dec- 2023	31-Dec- 2022
PROPERTY AND ASSETS			
Non-Current Assets		187,203,938	181,279,791
Fixed Assets	33.01	98,850,376	107,414,599
Intangible Assets	33.02	4,113,872	4,124,824
Right of use Asset (Annexure-C)		3,739,689	4,740,368
Investment-At Cost (BGTB)	26.00	80,500,000	65,000,000
Current Assets:		470,597,768	469,008,084
Accrued Interest	27.00	11,236,949	9,118,197
Share Trading		30,784,535	31,127,752
Amount Due From Other Persons or Bodies Carrying on Insurance Business	28.00	345,739,057	367,078,472
Sundry Debtors	29.00	82,837,227	61,683,663
		1,020,613	613,506
Stock of Printing Materials		4,178,388	4,172,486
Cash & Cash Equivalents:		310,349,715	335,109,446
Fixed Deposit Account	30.00	291,500,400	305,149,083
STD & Current Account	31.00	16,091,267	27,781,725
Cash in Hand	32.00	2,758,048	2,178,638
Total Property and Assets		973,350,422	990,183,313
Net Asset Value (NAV) per share	40.00	11.90	11.36

The accompanying notes and annexures form an integral part of this financial statements.

			
Chief Executive Officer(CC)	Director	Director	Chairman

Signed in terms of our separate report of even date.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants



J C Biswas, FCA
Partner

ICAB Enrollment No: 0199
DVC NO: 2405300199AS641318

Dhaka, 30 May-2024

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

M.3

DESH GENERAL INSURANCE COMPANY LIMITED Statement of Profit or Loss and other Comprehensive Income For the year ended 31 December 2023

Particulars	Notes	Amount in Taka	
		1-Jan-23 To 31-Dec-23	1-Jan-22 To 31-Dec-22
MANAGEMENT EXPENSES		44,333,098	25,720,671
(Not applicable to any fund or account):			
Advertisement & Publicity		998,606	1,074,636
Audit Fees		327,750	230,000
Professional Fees		55,695	212,000
Sundry Audit Fees		28,750	57,500
Bank Charge		543,892	656,135
Wall Calendar Bill		826,000	666,040
Depreciation		9,584,103	10,514,581
Depreciation on Right of Use Asset		2,887,315	2,918,629
Director Fees		864,000	1,017,600
Subscription & Others		286,800	643,360
Training Fees		8,250	-
Interest on Loan		5,029,841	4,906,660
Interest on Lease Liabilities		343,456	303,440
Legal Fees		34,900	95,555
Unrealized Claim Adjustment		21,339,415	-
Renewal & Registration (Trade)		626,334	484,502
Credit Rating Fees		118,250	118,250
BD Expenses (PSB)		48,889	48,889
Annual Fees (BIA)		-	100,000
Override Expenses (IPO)		-	1,256,400
Interest Expense on WPPP		380,852	416,494
Profit Before WPPP		70,224,592	69,546,840
Worker's Profit Participation Fund		3,344,028	3,311,754
Net Profit/(Loss) Before Tax		66,880,564	66,235,086
Total		114,557,690	95,267,512
Non - Operating Income		27,612,067	17,486,250
Interest, Dividend & Rent		5,638,769	3,114,199
Interest on GSB		19,021,202	17,638,613
Interest on FDR		143,065	261,955
Interest on STD Accounts		(215,207)	(5,655,179)
Unrealized Gain/Loss		464,572	1,065,478
Share Gain/Loss		567,267	622,739
Dividend Income		1,992,399	438,445
Miscellaneous Income		86,945,623	77,781,261
Operating profit/(Loss) Transferred from:		17,859,801	38,212,063
Fire Insurance Revenue Account		67,477,485	37,750,320
Marine Insurance Revenue Account		(2,657,115)	(169,132)
Marine Hull Insurance Revenue Account		5,326,016	5,976,152
Motor Insurance Revenue Account		(1,060,564)	(3,988,141)
Miscellaneous Insurance Revenue Account			
Total		114,557,690	95,267,512
Earning Per Share (EPS)	39.00	1.04	1.04

The accompanying notes form an integral part of the financial statements.

Chief Executive Officer(CC)

Director

Director

Chairman

Signed in terms of our separate report of even date.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants

J C Biswas, FCA

Partner

ICAB Enrollment No: 0199

DVC NO: 2405300199AS641318

Dhaka, 30 May-2024

PROFIT & LOSS APPROPRIATION ACCOUNT

M.4

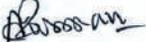
DESH GENERAL INSURANCE COMPANY LIMITED

Profit and Loss Appropriation Account

For the year ended 31 December 2023

Particulars	Notes	Amount in Taka	
		1-Jan-23 To 31-Dec-23	1-Jan-22 To 31-Dec-22
Balance Brought Forward from Last Period's Account		54,267,946	52,793,751
Net Profit /(Loss) Before tax		66,880,564	66,235,086
Reserve for Exceptional Losses		-	-
Provision for Taxation:			
Current Tax	35(A)	(24,978,615)	(24,354,440)
Deferred Tax	35(ii)	(368,067)	(406,452)
Dividend Paid		(20,000,000)	(40,000,000)
Balance Transferred to Balance Sheet		75,801,828	54,267,946

The accompanying notes form an integral part of the financial statements.

			
Chief Executive Officer(CC)	Director	Director	Chairman

Signed in terms of our separate report of even date.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants



J C Biswas, FCA
Partner
ICAB Enrollment No: 0199
DVC NO: 2405300199AS641318

Dhaka, 30 May-2024

CONSOLIDATED REVENUE ACCOUNT

M.5

DESH GENERAL INSURANCE COMPANY LIMITED Consolidated Revenue Account For the year ended 31 December 2023

Particulars	Fire	Marine	Motor	Misc.	Marine Hull	Amount in Taka	
						2023	2022
Paid during the period:	6,619,130	32,522,956	2,142,625	2,083,640	26,929,941	70,298,292	26,091,894
Add: Total Estimated Liability in Respect of Outstanding Claims at the End of the Year Whether Due or Unmated.	104,585,478	199,710	151,735	-	-	104,936,923	108,431,888
Less: Outstanding Claims at the End of the Previous Year	111,204,608	32,722,666	2,294,360	2,083,640	26,929,941	175,235,215	134,523,782
Claim for the Period	101,957,646	180,498	574,295	-	-	102,712,439	30,752,466
Agency Commission	9,246,962	32,542,168	1,720,065	2,083,640	26,929,941	72,522,776	103,771,316
Management Expenses (Note -34)	16,518,947	23,816,344	1,448,062	7,608,399	109,459	49,501,212	47,296,931
Stamp Duty	48,360,947	71,487,067	4,652,166	38,951,522	3,784,183	167,235,885	148,423,852
Profit/(Loss) transferred to Profit & Loss Account	1,443	-	2,570	518	-	4,531	3,454
Reserve for Unexpired Risks, being 40% of the Net Premium Income of the Year	17,859,801	67,477,485	5,326,016	(1,060,564)	(2,657,115)	86,945,623	77,781,261
Income of the Year	15,431,625	63,975,292	4,379,554	19,887,787	118,482	103,792,740	117,838,433
Total	107,419,725	259,298,357	17,528,432	67,471,303	28,284,949	480,002,766	495,115,246
Balance of Account at the beginning of the year:							
Reserve for Unexpired Risks	42,421,676	57,958,244	6,329,600	10,297,274	831,639	117,838,433	77,856,830
Premium Less Re-insurance (Note-41)	38,579,062	159,938,231	10,948,884	49,719,468	118,482	259,304,127	293,348,623
Commission on Re-insurance ceded	18,197,161	4,998,695	249,948	5,173,391	589,486	29,208,681	27,374,255
Profit Commission	8,210,590	-	-	255,505	-	8,466,095	107,856
Loss Recovery	11,236	36,403,187	-	2,025,665	26,745,342	65,185,430	96,427,682
Total	107,419,725	259,298,357	17,528,432	67,471,303	28,284,949	480,002,766	495,115,246

The accompanying notes form an integral part of the financial statements.



Chief Executive Officer(CC)



Director



Chairman

Signed in terms of our separate report of even date.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants


J C Biswas, FCA
Partner

ICAB Enrollment No: 0199
DVC NO: 2405300199AS641318

Dhaka, 30 May-2024

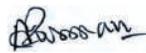
FIRE INSURANCE REVENUE ACCOUNT

M.6

DESH GENERAL INSURANCE COMPANY LIMITED FIRE INSURANCE REVENUE ACCOUNT For the year ended 31 December 2023

Particulars	Amount in Taka	
	1-Jan-23 To 31-Dec-23	1-Jan-22 To 31-Dec-22
Claims under Policies less Re-Insurance		
Paid During the Year	6,619,130	7,105,665
Add: Total Estimated Liability in Respect of Outstanding Claims at the End of the Year Whether Due or Intimated.	104,585,478	107,387,377
	111,204,608	114,493,042
Less: Outstanding Claims at the End of the Previous Year	101,957,646	30,504,541
Claim for the Period	9,246,962	83,988,501
Agency Commission	16,518,947	22,270,001
Management Expenses (Note -34)	48,360,947	56,866,272
Stamp Duty	1,443	183
Profit/(Loss) Transferred to Profit & Loss Account	17,859,801	38,212,063
Reserve for Unexpired Risks, being 40% of the Net Premium Income of the Year	15,431,625	42,421,676
Total	107,419,725	243,758,696
Balance of Account at the Beginning of the Year :		
Reserve for Unexpired Risks	42,421,676	23,828,231
Premium Less Re-insurance (Note-41)	38,579,062	106,054,189
Commission on Re-insurance ceded	18,197,161	18,482,230
Profit Commission	8,210,590	-
Loss Recovery	11,236	95,394,046
Total	107,419,725	243,758,696

The accompanying notes form an integral part of the financial statements.

			
Chief Executive Officer(CC)	Director	Director	Chairman

Signed in terms of our separate report of even date.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants



J C Biswas, FCA
Partner

ICAB Enrollment No: 0199
DVC NO: 2405300199AS641318

Dhaka, 30 May-2024

MARINE INSURANCE REVENUE ACCOUNT

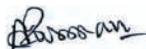
M.7

DESH GENERAL INSURANCE COMPANY LIMITED MARINE INSURANCE REVENUE ACCOUNT For the year ended 31 December 2023

Particulars	Amount in Taka	
	1-Jan-23 To 31-Dec-23	1-Jan-22 To 31-Dec-22
Claims under Policies less Re-Insurance		
Paid During the Year	32,522,956	17,498,688
Add: Total Estimated Liability in Respect of Outstanding Claims at the End of the Year Whether Due or Intimated.	199,710	337,516
	32,722,666	17,836,204
Less: Outstanding Claims at the End of of the Previous Year	180,498	-
Claim for the Period	32,542,168	17,836,204
Agency Commission	23,816,344	18,944,821
Management Expenses (Note -34)	71,487,067	57,395,753
Profit/(Loss) Transferred to Profit & Loss Account	67,477,485	37,750,320
Reserve for Unexpired Risks, being 40% of the Net Premium Income of the Year	63,975,292	57,958,244
Total	259,298,357	189,885,342
Balance of Account at the Beginning of the Year :		
Reserve for Unexpired Risks	57,958,244	40,426,412
Premium Less Re-insurance (Note-41)	159,938,231	144,895,609
Commission on Re-insurance ceded	4,998,695	4,192,731
Profit Commission	-	-
Loss Recovery	36,403,187	370,590
Total	259,298,357	189,885,342

The accompanying notes form an integral part of the financial statements.






Chief Executive Officer(CC) Director Director Chairman

Signed in terms of our separate report of even date.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants


J C Biswas, FCA
Partner
 ICAB Enrollment No: 0199
 DVC NO: 2405300199AS641318

Dhaka, 30 May-2024

MOTOR INSURANCE REVENUE ACCOUNT

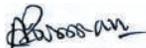
M.8

DESH GENERAL INSURANCE COMPANY LIMITED MOTOR INSURANCE REVENUE ACCOUNT

For the year ended 31 December 2023

Particulars	Amount in Taka	
	1-Jan-23 To 31-Dec-23	1-Jan-22 To 31-Dec-22
Claims under Policies less Re-Insurance		
Paid During the Year	2,142,625	790,864
Add: Total Estimated Liability in Respect of Outstanding Claims at the End of the Year Whether Due or Intimated.	151,735	706,995
	2,294,360	1,497,859
Less: Outstanding Claims at the End of of the Previous Year	574,295	247,925
Claim for the Period	1,720,065	1,249,934
Agency Commission	1,448,062	2,144,953
Management Expenses (Note -34)	4,652,166	5,895,516
Stamp Duty	2,570	2,778
Profit/(Loss) Transferred to Profit & Loss Account	5,326,016	5,976,152
Reserve for Unexpired Risks, being 40% of the Net Premium Income of the Year	4,379,554	6,329,600
Total	17,528,432	21,598,933
Balance of Account at the Beginning of the Year :		
Reserve for Unexpired Risks	6,329,600	5,282,905
Premium Less Re-insurance (Note-41)	10,948,884	15,824,001
Commission on Re-insurance ceded	249,948	492,027
Profit Commission	-	-
Loss Recovery	-	-
Total	17,528,432	21,598,933

The accompanying notes form an integral part of the financial statements.

			
Chief Executive Officer(CC)	Director	Director	Chairman

Signed in terms of our separate report of even date.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants


J C Biswas, FCA
Partner

Dhaka, 30 May-2024

ICAB Enrollment No: 0199
DVC NO: 2405300199AS641318

MARINE HULL INSURANCE REVENUE ACCOUNT

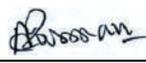
M.9

DESH GENERAL INSURANCE COMPANY LIMITED MISCELLANEOUS INSURANCE REVENUE ACCOUNT

For the year ended 31 December 2023

Particulars	Amount in Taka	
	1-Jan-23 To 31-Dec-23	1-Jan-22 To 31-Dec-22
Claims under Policies less Re-Insurance		
Paid During the Year	2,083,640	696,633
Add: Total Estimated Liability in Respect of Outstanding Claims at the End of the Year Whether Due or Intimated.	-	-
	2,083,640	696,633
Less: Outstanding Claims at the End of of the Previous Year	-	-
Claim for the Period	2,083,640	696,633
Agency Commission	7,608,399	3,818,311
Management Expenses (Note -34)	38,951,522	27,180,912
Stamp Duty	518	493
Profit/(Loss) Transferred to Profit & Loss	(1,060,564)	(3,988,141)
Reserve for Unexpired Risks, being 40% of the Net Premium Income of the Year	19,887,787	10,297,274
Total	67,471,303	38,005,481
Balance of Account at the Beginning of the Year :		
Reserve for Unexpired Risks	10,297,274	7,410,957
Premium Less Re-insurance (Note-41)	49,719,468	25,743,185
Commission on Re-insurance ceded	5,173,391	4,080,437
Profit Commission on Miscellaneous ceded premium	255,505	107,856
Loss Recovery	2,025,665	663,046
Total	67,471,303	38,005,481

The accompanying notes form an integral part of the financial statements.

			
Chief Executive Officer(CC)	Director	Director	Chairman

Signed in terms of our separate report of even date.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants

Dhaka, 30 May-2024


J C Biswas, FCA
Partner
ICAB Enrollment No: 0199
DVC NO: 2405300199AS641318

MISCELLANEOUS INSURANCE REVENUE ACCOUNT

M.10

DESH GENERAL INSURANCE COMPANY LIMITED MARINE HULL INSURANCE REVENUE ACCOUNT For the year ended 31 December 2023

Particulars	Amount in Taka	
	1-Jan-23 To 31-Dec-23	1-Jan-22 To 31-Dec-22
Claims under Policies less Re-Insurance		
Paid During the Year	26,929,941	44
Add: Total Estimated Liability in Respect of Outstanding Claims at the End of the Year Whether Due or Intimated.	-	-
	26,929,941	44
Less: Outstanding Claims at the End of the Previous Year	-	-
Claim for the Period	26,929,941	44
Agency Commission	109,459	118,845
Management Expenses (Note -34)	3,784,183	1,085,399
Stamp Duty	-	-
Profit/(Loss) Transferred to Profit & Loss Account	(2,657,115)	(169,132)
Reserve for Unexpired Risks, being 100% of the Net Premium Income of the Year	118,482	831,639
Total	28,284,949	1,866,795
Balance of Account at the Beginning of the Year :		
Reserve for Unexpired Risks	831,639	908,325
Premium Less Re-insurance (Note-41)	118,482	831,639
Commission on Re-insurance ceded	589,486	126,830
Profit Commission	-	-
Loss Recovery	26,745,342	-
Total	28,284,949	1,866,795

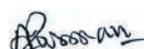
The accompanying notes form an integral part of the financial statements.



Chief Executive Officer(CC)



Director



Director



Chairman

Signed in terms of our separate report of even date.

Signed for & on behalf of
MABS & J Partners
Chartered Accountants



J C Biswas, FCA
Partner

ICAB Enrollment No: 0199
DVC NO: 2405300199AS641318

Dhaka, 30 May-2024

STATEMENT OF CHANGES IN EQUITY

M.11

DESH GENERAL INSURANCE COMPANY LIMITED STATEMENT OF CHANGING IN SHAREHOLDERS EQUITY

For the year ended 31 December 2023

Amount in Taka

Particulars	Share Capital	Profit & Loss appropriation account	Total
Balance at 1st January 2023	400,000,000	54,267,946	454,267,946
Profit after tax for the period 31.12.2023	-	41,533,882	41,533,882
Dividend Receive	-	-	-
Dividend paid	-	(20,000,000)	(20,000,000)
Balance at 31 December, 2023	400,000,000	75,801,828	475,801,828
Balance at 31 December, 2022	400,000,000	54,267,946	454,267,946

Chief Executive Officer (CC)

Director

Director

Chairman



STATEMENT OF CASH FLOWS

M.12

Desh General Insurance Company Limited Statement of Cash Flows

For the year ended 31 December 2023

Particulars	Amount in Taka	
	2023	2022
A. Cash Flow from Operating Activities:		
Receipts from premium and others	357,620,144	350,167,470
Payment for Management Expenses, Commission, Re-Insurance, Claim, Interest & Other Expenses	(342,248,735)	(273,474,064)
Income Tax Paid	(3,341,320)	(17,103,494)
Net Cash Flow from Operating Activities	12,030,090	59,589,912
B. Cash Flow from Investing Activities:		
Purchase of Fixed Assets	(1,008,929)	(4,500,874)
(Increase)/ Decrease in Fixed Deposit	(1,851,317)	(14,500,000)
Net Cash Flow from Investing Activities	(2,860,246)	(19,000,874)
C. Cash Flow from Financing Activities:		
Share Capital	-	-
Share Trading	343,217	5,849,469
Loans	(624,110)	(10,864,206)
Dividend Paid	(20,000,000)	(40,000,000)
Net Cash Flow from Financing Activities	(20,280,893)	(45,014,737)
Increase / (Decrease) in Cash and Bank Balance (A+B+C)	(11,111,049)	(4,425,699)
Add: Cash and Bank Balance at Opening	29,960,363	34,386,062
Cash and Bank Balance at Closing	18,849,315	29,960,363
Net Operating Cash Flow per Share (NOCFPS)	0.30	1.49

The accompanying notes form an integral part of the financial statements.

Chief Executive Officer(CC)

Director

Director

Chairman



CLASSIFIED SUMMARY OF ASSETS (FORM AA)

M.13

Desh General Insurance Company Limited FORM - "AA" Classified Summary of Assets

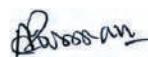
Sl. No.	Class of Assets	Book Value in Taka 2023	Book Value in Taka 2022	Remarks
(I)	National Investment Bond Statutory Deposit with Bangladesh Bank	80,500,000	65,000,000	At Cost
(II)	Interest accrued but not received	11,236,949	9,118,197	Book Value
(III)	Amount due from other persons or bodies carrying on Insurance Business	345,739,057	367,078,472	Do
(IV)	Sundry Debtors	82,837,227	61,683,663	Do
(V)	Fixed Deposit with Banks	291,500,400	305,149,083	Do
(VI)	STD & Current account with Banks	16,091,267	27,781,725	Do
(VII)	Cash, Cheques & Stamps in hand	3,778,661	2,792,144	Do
(VIII)	Share Trading	30,784,535	31,127,752	Market Value
(IX)	Fixed Assets	106,703,938	116,279,791	Written Down Value
(X)	Stock of Printing materials	4,178,388	4,172,486	At Cost
Total		973,350,422	990,183,313	



Chief Executive Officer(CC)



Director



Director



Chairman

Signed for & on behalf of
MABS & J Partners
Chartered Accountants



J C Biswas, FCA
Partner

ICAB Enrollment No: 0199
DVC NO: 2405300199AS641318

Dhaka, 30 May 2024

Desh General Insurance Company Limited **Notes to the Financial Statements**

As at and year ended 31 December 2023

1.00 Corporate Information- Legal Form and Country of Operation

The Company was incorporated in Bangladesh as a Public Limited Company by Shares on the 08 day of February, 2000 under the Company's Act, 1994 and its Commencement of Business started from The 08 day of February, 2000 and the registration certificate from the Controller of Insurance was received for starting general insurance business on the 2nd day of March, 2000 and this was subsequently renewed by IDRA up to 31 December, 2023.

Address of Registered Office:

The registered office of the Company is located at Jiban Bima Bhaban, Front Block (Level # 5), 10, Dilkusha Commercial Area, Dhaka-1000. The Operation of the Company was being carried out through its 22 nos. of branches located all over Bangladesh with Head Office at 10, Dilkusha C/A, Dhaka.

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.

2.00 Basis of Preparation :

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

Going Concern

Accrual Basis

Historical Cost Convention

Generally Accepted Accounting Principles (GAAP) and Practices in Bangladesh

The Company's Act, 1994

Insurance Act, 2010

Insurance Rules, 1958 followed for the purpose of prescribed format.

The Securities and Exchange Rules, 1987

The Financial Reporting Standards (IFRSs) and the International Accounting Standard (IAS)

2.01 Going Concern

The financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

2.02 Accrual Basis

The financial statements have been prepared under the accrual basis of accounting.

2.03 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.

3.00 Compliance of International Financial Reporting Standards (IFRSs)

The Financial Statements have been prepared in accordance with the International Financial Reporting standard (IFRSs), and International Accounting Standards (IASs).



4.00 Risk and Uncertainty for Use of Estimates and Judgments

The preparation of Financial Statements in conformity with the International Financial Reporting Standards (IFRSs) and the International Accounting Standard (IAS) require management to give verdict, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenditures, and for contingent assets and liabilities that require disclosure during and at the date of financial statement.

Actual results could differ from those estimates. Estimates and underlying assumptions used for accounting of certain items such as long-term contracts, provision for doubtful accounts, depreciation and amortization, taxes, reserves and contingencies.

5.00 Compliance of International Accounting Standards (IASs)

In preparing and presenting these financial statements, considering relevant for the significant accounting issues of the company, following IAS, have been implemented by the company, which were issued by the ICAB formulated policy, in the light of the IASs originally issued by the International Accounting Standards Board and the conditions and practices prevailing in Bangladesh, and valid as on the balance sheet date:

SI No.	Name of IAS	No. of IAS/IFRS	Status
1	Presentation of Financial Statements	1	Complied
2	Statement of Cash Flows	7	Complied
3	Event after the Reporting Period	10	Complied
4	Income Tax	12	Complied
5	Property, Plant and Equipment	16	Complied
6	Related Party Transactions	24	Complied
7	Financial Instruments: Presentation	32	Complied
8	Earning Per Share	33	Complied
9	Provision, Contingent Liabilities and Contingent Assets	37	Complied

6.00 Specific Accounting Policies Selected and Applied for Significant Transactions and Events

The specific accounting policies selected and applied by the Company's Directors for the significant transactions and events that have material effect within the framework of IAS 1 "Preparation and Presentation of Financial Statements", in Preparation and Presentation of Financial Statements have been consistently applied throughout the year and we are also consistent with those used in earlier years.

For a proper understanding of the financial statements, these accounting policies are set out below in one place as prescribed by the IAS 1 "Preparation and Presentation of Financial Statements".

a) Revenue Recognition

Revenue represents invoice value of policies. Revenue is recognized when policies are made. Invoices were issued after satisfying the following conditions as prescribed by IFRS 17 "Insurance Contracts":

- (i) The significant risks and rewards of ownership of the policies have been transferred to the policy holder;
- (ii) the amount of revenue was measured reliably;
- (iii) it was probable that the economic benefits relating to the transaction will flow to the Company ;



- (iv) neither continuing managerial involvement nor effective control usually associated with ownership of the policy was retained by the company; and
- (v) cost relating to the transactions was measured reliably.

b) Materiality and Aggregation

Each material class of similar items is presented separately in the Financial Statements. Item of a dissimilar nature of function is presented separately unless are immaterial.

c) 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 risk 40% on all business except Marine Hull insurance for which 100% provision has been created for un-expired risks.

d) 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 accounts of the company and while preparing the financial statements the effect of re-insurance ceded.

During the period, DGICL recognized BDT 72,522,776 as claims for the period. Out of this total, BDT 30,048,632 was recognized as claims from Public Sector Business (PSB) and BDT 42,474,144 was recognized as own claims. From own claims, BDT 38,069,996 were intimated prior to 2023, as it was not possible to estimate the required provision in the relevant years in accordance with IAS 37: Provisions, Contingent Liabilities, and Contingent Assets. At that time, survey reports, proper documents, and necessary information were also not available.

As in earlier years, in 2023, the management was also unable to estimate the required provision to recognize in some cases against unsettled claims in the financial statements because all the required documents and preliminary survey reports were not available at year-end. Consequently, the provision amount could not be estimated for some of possible claims and recognized as per IAS 37 as of 31 December 2023.

e) Management Expenses

Management Expenses charged to revenue accounts amounting to Tk. 16,72,35,885 represents approximately 38.59% of gross premium of Tk. 43,33,99,927 (Including Public sector business of Tk. 10,33,91,850. The expenses have been apportioned @ 28.92% to Fire, 42.75% to Marine Cargo, 2.26% to Marine Hull, 2.78% to Motor and 23.29% to miscellaneous business as per management decision.

Property, Plant & Equipment

f) Recognition & Measurement

These are capitalized at the 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 and other related incidental charges. Expenditures incurred after the assets have been put into operation, such as repairs & maintenance is normally charged off as revenue expenditure in the period in which it is incurred. In situation where it might be clearly demonstrated that the expenditure has resulted as an increase in the future economic benefit expected to be obtained from the use of the fixed assets, the expenditures are capitalized as an additional cost of the assets.



g) Subsequent Cost

The cost of replacing a component of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits associated with the part will flow to the company and its cost can be measured reliably.

h) Depreciation

In respect of all fixed assets, depreciation 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 & Equipment”.

Depreciation on fixed assets has been charged at a reducing balance method. 12 month’s depreciation has been charged on the book value of fixed assets excluding Land at the rates varying from 5% to 10%. Depreciation is charged at the rate shown below:

Office Equipment	10%
Motor Vehicle	10%
Decoration	5%
Furniture & Fixtures	10%
Telephone Install.	10%
Signboard & Holding	10%
Computer	10%
Electrical Equipment	10%
Air Condition	10%
Crockeries	10%
Software Installation	10%

Depreciation on the additions charged when an asset becomes available for use. Depreciation on disposal of fixed assets is made up to the day prior to the day of disposal.

De-Recognition

An item of property, plant and equipment is de-recognized upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on de-recognition of the assets is included in the statement of comprehensive income in the year asset is de-recognized.

i) Disposal of Fixed Assets

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

j) Investment is started 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 comprehensive Income also reflects the income on account of interest on investment in FDR, Bond, Shares and miscellaneous Income. The market value or cost price of investment in share whichever is lower have been taken as investment of share.

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

These are carried at original invoice amount, which represents net realizable value.



34.00 Management Expenses:

Particulars	Amount in Taka	
	31-Dec-23	31-Dec-22
Fire	48,360,947	56,866,272
Marine	71,487,067	57,395,753
Motor	4,652,166	5,895,516
Misc	38,951,522	27,180,912
Marine Hull	3,784,183	1,085,399
Total:	167,235,885	148,423,852

35.00 Income Tax**(i) Provision For Taxation :**

This is made up as follows:

Particulars	Amount in Taka	
	31-Dec-23	31-Dec-22
Opening Balance	100,729,028	93,478,083
Addition during the period	24,978,615	24,354,440
	125,707,643	117,832,523
Less: Adjustment	3,341,320	17,103,494
Total	122,366,323	100,729,028

35.01 Deferred Tax :**Particulars**

Book Value of Depreciable Fixed Assets	102,964,249	111,081,109
Less: Tax Base Value	62,542,043	71,640,415
Taxable Temporary Difference	40,422,206	39,440,694
Applicable Tax Rate	37.50%	37.50%
Deferred Tax (Assets)/Liabilities	15,158,327	14,790,260
Less: Opening	14,790,260	14,383,808
	368,067	406,452

35.02 Current Tax

Profit Before Tax	66,880,564	66,235,086
Add: Accounting Depreciation	9,584,103	10,514,581
	76,464,667	76,749,667
Add: Dividend Receive	-	-
	76,464,667	76,749,667
Less: Tax Depreciation	9,855,028	11,804,495
	66,609,639	64,945,172
Applicable Tax Rate	37.50%	37.50%
Total	24,978,615	24,354,440

36.00 Reserve for Un-expired Risks:

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

Fire	15,431,624.80	40%
Marine Cargo	63,975,292.40	40%
Marine Hull	118,482.00	100%
Motor	4,379,553.60	40%
Miscellaneous	19,887,787.32	40%
Total	103,792,740.12	



37.00 Advance Income Tax

Details are as follows:

Particulars	<u>Taka 31.12.2023</u>	<u>Taka 31.12.2022</u>
Opening Balance	-	-
Addition during the period	3,341,320	4,053,193
	3,341,320	4,053,193
Less: Adjustment	3,341,320	4,053,193
Total	<u>-</u>	<u>-</u>

38.00 Related Party Transaction:

Desh General Insurance in normal course of business, carried out a number of transactions with other entities that fall within the definition of related parties contained in Bangladesh Accounting Standard 24: Related Parties Disclosers. All transactions involving related parties arising the normal course of business and on an arm's length basis at commercial rates on the same terms and conditions as applicable to the third parties. Details transactions with related parties and balances with them as at December 31, 2023 were as follows:

Name of the Parties	Relationship	Nature of Transactions	Net Premium income 31-Dec-23	Premium Outstanding upto 31-Dec-23	Claim Paid- 31-Dec-23	Payable Balance as at 31-Dec-23
Bengal group	Director	Insurance Business	31,380,133	Nil	-	-
Desh Group	Director	Insurance Business	835,265	Nil	-	-
Fars Group	Director	Insurance Business	319,783	Nil	-	-
Bengal Polymer Wears Ltd.	Director	Unsecured Loan	-	-	181,850	-
Bengal Plastics Ltd.	Director	Unsecured Loan	-	-	15,510,171	-
Designer Fashions Ltd.	Director	Unsecured Loan	-	-	-	-
M/s Power Utility BD Ltd.	Director	Unsecured Loan	-	-	472,175	-
Total			32,535,181	-	16,164,196	-



39.00 EARNINGS PER SHARE (EPS) AS PER IAS 33

Basic Earning Per Share (EPS)

$$\text{Basic EPS} = \frac{\text{Earnings Attributable to Ordinary Shareholders (net profit after tax)}}{\text{Weighted Average No. of Shares Outstanding during the period}}$$

	01-Jan-23 to 31-Dec-23	01-Jan-22 to 31-Dec-22
Basic EPS	41,533,882	41,474,195
	40,000,000	40,000,000
EPS	1.04	1.04

Computation of Earnings Attributable to Ordinary Shareholders:

Particulars	Amount in Taka	
	1-Jan-23 to 31-Dec-23	1-Jan-22 to 31-Dec-22
Net Profit before Tax	66,880,564	66,235,086
Less: Provision for Income Tax	(24,978,615)	(24,354,440)
Less: Deferred Tax	(368,067)	(406,452)
	-	-
Total	41,533,882	41,474,195

Computation of Shares Outstanding.

Particulars	No. of shares	Outstanding Period	Days	Toal No. of Shares for the period
Opening Balance	40,000,000	Jan. to Dec.	365 Days	40,000,000
Total	40,000,000			40,000,000

39.01 Net Operating Cash Flow per Share (NOCFPS)

$$\frac{\text{Net Cash Flow from Operating Activities}}{\text{No. of Shares Outstanding during the period}} = \frac{12,030,090}{40,000,000} = 0.30$$

40.00 Net Asset Value (NAV):

Particulars	Amount in Taka	
	31-Dec-23	31-Dec-22
Investments (At cost)	80,500,000	65,000,000
Interest, Dividend Outstanding	11,236,949	9,118,197
Accounts Receivable	428,576,284	428,762,135
Share Trading	30,784,535	31,127,752
Cash & cash equivalent	310,349,715	335,109,446
Stationery in hand	4,178,388	4,172,486
Stamps in hand	1,020,613	613,506
Fixed Assets	98,850,376	107,414,599
Intangible Assets	4,113,872	4,124,824
Right of use asset	3,739,689	4,740,368
Total Assets (A)	973,350,422	990,183,313
Balance of Funds	103,792,740	117,838,433
Deposit Premium	5,515,642	3,127,046
Accounts Payable	388,240,211	414,949,888
Total Liabilities (B)	497,548,593	535,915,367
Net Assets (A-B)	475,801,828	454,267,946
Number of Shares (C)	40,000,000	40,000,000
Net Assets Value per share (A-B)/C	11.90	11.36
Face Value per share	10.00	10.00



41.00 Premium Less Re-Insurance

Particulars	Fire	Marine Cargo	Marine Hull	Motor	Miscellaneous	Total
Premium Earned:						
Own	110,126,315	158,775,625	729,725,000	9,653,749	50,722,663	330,008,077
PSB	15,203,430	26,486,586	9,077,168	2,402,565	50,222,101	103,391,850
Gross Premium	125,329,745	185,262,211	9,806,893	12,056,314	100,944,764	433,399,927
Less: Re-Insurance						
Own	72,604,306	4,699,692	871,125	999,787	2,096,461	81,271,371
PSB	14,146,377	20,624,288	8,817,286	107,643	49,128,835	92,824,429
Net Premium Earned	38,579,062	159,938,231	118,482	10,948,884	49,719,468	259,304,127



42.00 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURE UNDER IFRS-07 "FINANCIAL INSTRUMENTS: DISCLOSURE AND PRESENTATION".

Setout below is a year-ended balance of carrying amounts (book value) of all assets and liabilities (Financial Instruments):

(Amount in Taka)

Particulars	Interest Bearing		Non Interest Bearing	Total
	Maturity within one year	Maturity after one year		
Financial Assets				
Bangladesh Govt. Treasury Bond	-	80,500,000	-	80,500,000
Investment in FDR	291,500,400	-	-	291,500,400
Interest accrued but not due	11,236,949	-	-	
Sundry Debtors	-	-	82,837,227	82,837,227
Investment in Shares	-	-	30,784,535	30,784,535
Outstanding Premium	-	-	38,959,169	38,959,169
Stamp in Hand	-	-	1,020,613	1,020,613
Cash at Bank	-	-	16,091,267	16,091,267
Cash and Cash Equivalents	-	-	2,758,048	2,758,048
Total	302,737,349	80,500,000	172,450,859	544,451,259
Financial Liabilities				
Bank Overdraft	-	-	-	-
Outstanding Claim	-	-	104,936,923	104,936,923
Sundry Creditors	-	-	64,789,897	64,789,897
Total	-	-	169,726,820	169,726,820
Net Financial Assets/Liabilities	302,737,349	80,500,000	2,724,039	374,724,439

43.00 PAYMENT/ PERQUISITES TO DIRECTORS

No amount of money was spent by the Company for compensating any member of the Board for services rendered other than Board Meeting Fee.

44.00 PROFIT AFTER TAX

Particulars	Amount in Taka	
	31-Dec-23	31-Dec-22
Net Profit /(Loss) before Tax	66,880,564	66,235,086
Provision for Taxation:		
Current Tax	(24,978,615)	(24,354,440)
Deferred Tax	(368,067)	(406,452)
Add: Dividend Income	-	-
Total	41,533,882	41,474,195

45.00 Personnel Related Scheme

The Company will be going to implement Gratuity, Leave Encashment Benefit.



46.00 Proposed Dividend and Event after reporting period

The Board of Directors has recommended cash dividend @ 5% Cash Dividend to the General Shareholders excluding Sponsors and Directors for the year ended 2023.

As per listing regulation section 19 (2)(a), the Board of Directors of the Company in its 151 meeting while considering/ adopting Audited Financial Statement 2023 recommended 5% cash dividend subject to the approval in 24 AGM which will be held on 15-09-2024.

As per listing regulation section 19(2) (b), dividend entitlement book closure period or record date for the shareholders has been fixed on 15-07-2024.

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

47.00 Workers Profit Participation Fund (WPPF)

As per the Bangladesh Labor Act, 2006 (amendment 2013) service sector other than manufacturing sector is also required to maintain Worker Profit Participation Fund (WPPF). The management of the company decided in its Board Meeting held on 23 June 2019 to introduce WPPF for the year 2019 and onward.

48.00 Reconciliation Between Net Profit to Operating Cash Flow

Particulars	Amount in Taka	
	01-Jan-23 to 31-Dec-23	01-Jan-22 to 31-Dec-22
Net Profit before tax	66,880,564	66,235,086
Depreciation	9,584,103	10,514,581
Income tax Paid	(3,709,386)	(17,509,946)
Changes in Current assets and Liabilities		
(Increase)/ Decrease in Stock of Printing Materials	(5,899)	52,822
(Increase)/ Decrease in Stock of Insurance Stamp	(407,107)	150,545
(Increase)/ Decrease in Sundry Debtors	(21,153,564)	(5,629,876)
Increase/ (Decrease) in Sundry Creditors	16,840,493	(2,400,981)
(Increase)/ Decrease in amount due from other Persons or Bodies Carrying on Insurance Business	21,339,415	(88,991,710)
Increase/(Decrease) in amount due to other Persons or Bodies Carrying on Insurance Business	(61,614,082)	(19,566,655)
Increase/ (Decrease) in Premium Deposit	2,388,596	206,632
(Increase)/ Decrease in Interest, Dividend & Rent Outstanding	(2,118,755)	(977,280)
Increase/ (Decrease) in Balance of Fund & Accounts	(14,045,692)	39,981,602
Increase/ (Decrease) in Balance of Unclaimed Dividend	137,044	236,016
Increase/ (Decrease) in estimated Liabilities in respect of Outstanding Claims whether due or intimated	(3,494,965)	77,679,422
Increase/ (Decrease) in Lease Liability	40,579	891,756
(Increase)/ Decrease in Right of use asset	1,000,679	(1,688,556)
Increase/ (Decrease) in Deferred Tax	368,067	406,452
Net Cash Flow from Operating Activities	12,030,090	59,589,912



49.00 Financial Risk Management (IFRS 7)

49.01 Introduction

The Company's activities expose it to a variety of financial risks: credit risk, market risk, and liquidity risk. The Company's risk management focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

Financial risk management is carried out by Accounts and Finance Department under policies approved by Board of Directors Accounts and Finance Department identifies, evaluates, and hedges financial risks in close co-operation with the Company's operating units.

This note presents information about the Company's exposure to each of the risks arising from financial instruments and the Company's objectives, policies, and processes for measuring and managing risk. Further quantitative disclosures are included throughout these financial statements.

49.02 Carrying Amounts of Financial Instruments by Category

The following table shows the carrying amounts of financial instruments by category at the end of 31-Dec-23

	Maturity analysis				Total
	Current	>30 days	>90 days	>1 year	
Cash and cash equivalents, receivables and Advances, Deposits & Prepayments					
Cash and Cash Rquivalents	2,758,048				2,758,048
Sundry Debtors	-	25,314,748	28,067,590	29,454,889	82,837,227
Advances, Deposits and Prepayments		-	-	-	-
Non-Current Financial Assets		-	-	-	-
Balance at December 31, 2023	2,758,048	25,314,748	28,067,590	29,454,889	85,595,275
Financial Liabilities Measured at Amortized Cost					
Amount Due to Other Persons or Bodies Carrying on Insurance Business		1,264,878	1,815,607	3,106,390	6,186,875
Bank loan				69,711,877	69,711,877
Sundry Creditors		23,684,353	2,162,700	38,942,844	64,789,897
Balance at December 31, 2023	5,516,096	24,949,231	3,978,307	111,761,111	140,688,649

49.03 Credit Risks

Credit risk is the risk of financial loss to the Company if a customer or counterparty to financial instruments fails to meet its contractual obligations, and arises principally from cash and cash equivalents, time deposits, and sundry debtors.

The credit risk with trade and other receivable (see note 29) is limited, as the Company has numerous clients located in various geographical regions. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. For risk control, the customers are companied as follows (risk companies): governmental organizations, listed public limited companies, and other customers.

Credit risk is the risk of financial loss to the Company if a customer or counterparty to financial instruments fails to meet its contractual obligations, and arises principally from cash and cash equivalents, time deposits, and sundry debtors.



49.04 Market Risks

Market risk is the risk that changes in market prices, foreign exchange rates, and other prices will affect the Company's result or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimizing the return on risk.

49.05 Interest Rate Risk

At the reporting date, the Company had the interest-bearing financial instruments: cash and cash equivalents. All cash and cash equivalents mature or reprise in the short-term, no longer than three months.

49.06 Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. Accounts and Finance manages the Company's liquidity to ensure sufficient liquidity to meet all liabilities when due, under both normal and stressed conditions, without facing unacceptable losses or risking damage to the Company's reputation.

The following are the contractual maturities of financial liabilities, including interest payments:

BDT	Carrying Amount	Between 1 and 90 days	Between 91 and 360 days	Between 1 and 2 years	Over 2 years
Non-Derivative Financial Liabilities					
Amount Due to Other Persons or Bodies Carrying on Insurance Business	6,186,875	1,794,578	2,426,115	1,966,182	
Liability for Expenses	64,789,897	4,393,882	42,290,352	18,105,663	
Balance at December 31, 2023	70,976,772	6,188,460	44,716,467	20,071,845	

50.00 Disclosures as Per Requirement of Schedule XI, part II of the Companies Act 1994:

Attendance Status of Board Meeting of Director

During the period/year the following Board Meeting were held.

The attendance status of all meeting is as follows :

Name of Director	Position	Year - 2023		Year - 2022
		Meeting Held	Attended	Attended
Mr. Jashim Uddin	Chairman	6	6	6
Mr. Mohammed Akbor Hossain	Vice- Chairman	6	5	6
Mr. Amir Hossain Amu	Director	6	1	3
Mrs. Rokeya Quader	Director	6	5	5
Mr. Aminur Rahman	Director	6	6	6
Mr. Murad Mohammed Taj	Director	6	5	6
Engr. A.K.M. Ahsanul Haque	Director	6	5	6
Mr. Tariqul Alam Rahimi	Director	6	4	4
Mr. Nihar Kumar Roy	Director	6	6	5
Mrs. Priti Kona Bose	Director	6	5	6
Mrs. Nauzat Begum	Director	6	4	6
Mr. Tahrin Aman	Director	6	4	5
Mr. Syed Javed Iqbal	Independent Director	6	6	6
Mr. Shamim Ahmed	Independent Director	1	1	-
Mr. Md. Kamal Uddin, FCA	Independent Director	4	4	6
Mr. Shahedul Islam	Independent Director	4	2	3



51.00 Disclosures as per requirement of Schedule XI, part II of the Companies Act 1994:

**A. Disclosure as per requirement of schedule XI, part II, Note 5 of Para 3
Number of Employees for the period ended June 30,2023.**

Salary Range (Monthly)	Officer and Staff		Total Employees
	Head Office	Branch Office	
Below 3,000	Nil	Nil	Nil
Above 3,000	217	217	217
Total	217	217	217

52.00 Disclosure as per requirement of schedule XI, part II , para 4

Name	Designation	Remuneration Amount	
		31-Dec-23	31-Dec-22
Mr. Jashim Uddin	Chairman	48,000	49,600
Mr. Mohammed Akbor Hossain	Vice- Chairman	64,000	84,800
Mr. Amir Hossain Amu	Director	8,000	22,400
Mr. Aminur Rahman	Director	120,000	116,800
Mrs. Priti Kona Bose	Director	40,000	49,600
Mr. Tariqul Alam Rahimi	Director	32,000	41,600
Mr. Murad Mohammed Taj	Director	56,000	67,200
Mr. Tahrin Aman	Director	48,000	41,600
Mrs. Nauzat Begum	Director	64,000	72,000
Mrs. Rokeya Quader	Director	56,000	60,800
Engr. A.K.M. Ahsanul Haque	Director	56,000	68,800
Mr. Nihar Kumar Roy	Director	96,000	94,400
Mr. Sakif Nazran Bhuiyan	Director	-	60,800
Mr. Shahedul Islam	Independent Director	32,000	48,000
Mr. Syed Javed Iqbal	Independent Director	80,000	56,000
Md. Shamim Ahmed	Independent Director	8,000	-
Mr. Md. Kamal Uddin Fca		56,000	83,200
Total		864,000	1,017,600

53.00 Provision for Income Tax Assessment

The status of income tax assessment of the company summarized in the table below.

Income Year	Statuts of the disputed tax liabilities	Amount
2004	Applied in the High Court	7,992,286
2006	Applied in the High Court	6,542,589
2007	Applied in the High Court	2,626,237
2008	Applied in the High Court	6,606,965
2009	Applied in the High Court	10,140,334
2010	Applied in the High Court	2,742,135
2011	Applied in the High Court	6,324,977
2012	Applied in the High Court	3,245,966
2014	Applied in the High Court	13,523,533
2015	Return Submitted on 03.08.16	Settled
2016	Return Submitted on 29.08.17	Settled
2017	Return Submitted on 20.09.18	Settled
2018	Return Submitted on 04.07.19	Settled
2019	Return Submitted on 13.08.20	Un -Settled
2020	Return Submitted on 14.09.21	Un -Settled
2021	Return Submitted on 29.09.22	Un -Settled
2022	Un-Settled	
Total		59,745,022



l) Cash & Cash Equivalents

For the Purpose of Statement of Financial Position and of Statement of cash Flows, cash in hand, fixed deposit with other banks, collection in hand, stamp in hand and bank balances represent Cash and cash Equivalents considering the IAS 1 "Preparation and Presentation of Financial Statements" and IAS 7 "Statement of Cash Flows", which provide, that cash and cash equivalents are readily convertible to known amount of cash and are subject to insignificant risk of changed in value and are not restricted as to use.

m) 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.

n) Income Tax

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 Insurance Company. It also includes adjustments for earlier year's short/excess provision.

Deferred Tax

The Company has adopted deferred Tax during the period under the review in compliance with the provisions of International Accounting Standards (IAS-12) 'income Taxes' the company's policy of recognition of deferred Tax assets/Liabilities is Based on temporary differences (Taxable or Deductible) between the carrying amount (Book Value) of assets and liabilities for financial reporting purposes and its tax Base, and accordingly, deferred tax income/expenses has been considered to determine net profit after tax and Earning Per Share (EPS).

o) Proposed Dividend

Proposed Dividend for the year 2023 recommended by the Board of Directors for approved by the shareholders. Dividend if any proposed by the Board of Directors for the period under review shall be accounted for after the approval of the shareholders in the Annual General Meeting.

The said proposed dividend has not been recognized as liability in the financial statements in accordance with the IAS 10 "Even after the Financial Statement Date". IAS-1 "Presentation of Financial Statements" also requires the dividends proposed after the financial statement date before the financial statements are authorized to for issue, be disclosed either on the face of the Financial Statement as a separate component of equity or the notes to the financial statement. Accordingly, the company has disclosed on notes to the financial statements. we may note no interim dividend has been proposed by the Board of Directors.

p) Cost of Post Employment Benefits

(i) Defined Contribution Plan

There is no defined contribution plan.

(ii) Defined Benefits

There is no defined benefits plan.

(iii) Insurance Scheme

There is Insurance Scheme covering personal accident or death or partial or full disability.

(iv) Number of Employees

There were 217 employees for the period ended on 31 December 2023 whose salary exceeds Tk. 3,000. per month.



q) 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 policy holder and supplier.

r) Provisions

Provisions are liabilities of uncertain timings or amount. Provisions are recognized when the company has a present legal or constructive obligation as a result of past events. As per IAS 37, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation might be made.

s) Earnings Per Share (EPS)

The company calculates earnings per share (EPS) in accordance with IAS 33 “Earning Per Share” which has been shown on the face of statement of comprehensive Income. The disclosure has been made in the Note 39 in respect of numerator (net profit) used in the calculation of basic EPS with necessary computation and reconciliation.

Basic Earnings

This represent earnings for the year attributable to ordinary shareholders, as there was no preference dividend, minority interest and extra ordinary items, the net profit for the year has been considered as fully attributable to the ordinary shareholders.

Diluted Earnings Per Share

No diluted Earnings Per Share (EPS) is required to be calculated for the period as there was no scope for dilution during the year under review.

t) Public Sector Business (PSB)

As per government decision effective from April 1990, 100% Public Sector Insurance Business (PSB) is being underwritten by Sadharan Bima Corporation (SBC), 50% premium being retained by SBC and the remaining balance is equally distributed among 45 private sector insurance companies. Company’s share of Public Sector Business (PSB) is accounted for in the year, in which the statement of accounts from the Sadharan Bima Corporation (SBC) is received up to 30 June, 2023. Statements of accounts for the period from 1st July 2022 to 30th June 2023 have been received from the Sadharan Bima Corporation and accordingly, the company’s share of public sector business for that period has been accounted for in the accompanying accounts. This practice is being followed consistently.

u) Recognized Gain and Losses

No gain or loss was directly dealt with the shareholders equity without being recognized in the Statement of Comprehensive Income.

Therefore, net profit after tax for the period is the total recognized gain.

v) Historical Cost Income and Expenditures

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 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.

w) Statement of Comprehensive Income

- A) The results for the year were not materially affected by the following;
- B) Transactions of a nature not usually undertaken by the company;



- C) Circumstances of an exceptional or non-recurring nature;
- D) Charges or credits relating to prior years.

7.00 Classified Summary of Assets

The valuation of all assets as at 31 December, 2023 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.

8.00 Leases

IFRS 16: Leases effective from annual periods beginning on or after 1st January 2019 has changed how the company accounts for its lease contracts. The company leases a number of office space in addition to service sites. Before the adoption of IFRS 16, all lease contracts were classified as operating leases. IFRS 16 requires all contracts that contain a lease to be recognized on the balance sheet as a right-of-use asset and lease liability. Only certain short-term and low-value leases are exempted.

In compliance with the standard, the company has elected to use the recognition exemptions in the standard for short-term leases and leases of low value items. In such cases the lease are accounted for as short term leases and the lease payments associated with them are recognized as an expenses from short term lease.

9.00 Financial Instruments and Related Disclosure under IFRS-7 "Financial Instruments: Disclosure and Presentation".

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 43 in accordance with the provision of IAS 32 "Financial Instruments: Disclosure and Presentation".

10.00 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 obligation of foreign currency loans.

11.00 Information by the Industry Segments and Geographical Areas Industry Segment Information

Not mention is made because the company does not have any segment other than the general insurance business.

Geographic Segment Information

Not applicable as the company does not have any business unit outside Bangladesh.

12.00 Reporting Currency

The Financial Statements are presented in Bangladeshi Taka which is the Company's functional currency. No Foreign Currency Transactions were transacted during the period and thus the conversion of Foreign Currency into Bangladeshi Taka Currency is not required the period ended 31 December 2023.

13.00 Comparative Information and Re-Arrangement thereof

Comparative Information has been disclosed in respect of the period 31 December, 2023 for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current year's financial statements.



Figures of the period 2023 have been rearranged whenever considered necessary to ensure comparability with the current period.

14.00 Transactions with Related Parties

During the year under review the Company carried out the transactions with the related parties in the normal course of business and on arm's length Basis.

15.00 Approval of the Financial Statements

The financial statements were approved by the Board of Directors as on 29.05.2024

16.00 Reporting Period

The financial statements of the company cover for the period from 1 January, 2023 to 31 December, 2023.

17.00 Statement of Cash Flows

Statement of Cash Flows is prepared principally in accordance with IAS 7 "Statement of Cash Flows" and the cash flow the operating activities have been presented under direct method as required by the Securities and Exchange Rule 1987 and considering the provisions of Paragraph 19 of IAS 7 which provide that "Enterprises are Encouraged to Report Cash Flow from Operating Activities Using the Direct Method".

18.00 Components of the Financial Statements

Financial Statements includes the following Component:

- (i) Statement of Financial Position as at 31 December, 2023;
- (ii) Statement of Profit or Loss and Other Comprehensive Income for the year ended 31 December, 2023;
- (iii) Profit and Loss Appropriation Account for the year ended 31 December, 2023;
- (iv) Revenue Accounts (Fire, Marine Cargo, Marine Hull, Motor, Miscellaneous Insurance Revenue Account) for the year ended 31 December, 2023;
- (v) Statement of Changes in Equity for the year ended 31 December, 2023;
- (vi) Statement of Cash Flows for the year ended 31 December, 2023; and
- (vii) Accounting Policies and Explanatory Notes.



DESH GENERAL INSURANCE COMPANY LTD.
NOTES TO THE FINANCIAL STATEMENTS

As at and year ended 31 December 2023

19.00 SHARE CAPITAL:

Authorized Capital Tk. 100,00,00,000.00

10,00,00,000 Ordinary Shares of Tk. 10 each.

20.00 Issued Subscribed & paid-up Capital Tk. 400,000,000.00

40,000,000 Ordinary shares of Tk. 10 each issued in cash to sponsors.

OWNERSHIP OF THE COMPANY'S SECURITIES (As per Schedule X)

Sl. No.	Name of Shareholder	Position	Share Holdings	Percentage of Share
1	Mr. Jashim Uddin	Chairman	1,649,629	4.12
2	Mr. M. Monsurul Islam	Sponsor Share Holder	599,831	1.50
3	Mrs. Priti Kana Bose	Director	809,831	2.02
4	Mr. Moshfeque Mamun Rizvi	Sponsor Share Holder	250,451	0.63
5	Mr. Murad Mohammed Taj	Director	1,227,330	3.07
6	Mr. Md. Saifuddin Khaled	Sponsor Share Holder	626,214	1.57
7	Mr. Md. Akbor Hossain	Vice Chairman	1,281,845	3.20
8	Mr. Tahrin Aman	Director	800,000	2.00
9	Mr. Aminur Rahman	Director	806,215	2.02
10	Mrs. Rokeya Quader	Director	1,495,510	3.74
11	Engr. A.K.M. Ahsanul Haque	Director	1,121,185	2.80
12	Mr. Nihar Kumar Roy	Director	1,068,180	2.67
13	Engr. Tarikul Alam Rahimi	Director	1,576,665	3.94
14	Mrs. Rehana Begum	Sponsor Share Holder	351,758	0.88
15	Mrs. Nauzat Begum	Director	800,000	2.00
16	Al-Haj Mosharref Hossain	Share Holder	1,487,432	3.72
17	Mr. M. Amanullah	Share Holder	695,155	1.73
18	Mr. Morshed Alam	Share Holder	2,350,371	5.88
19	Mr. Sakif Nazran Bhuiyan	Share Holder	1,495,510	3.74
20	Mr. Amir Hossain Amu	Director	2,506,933	6.27
21	Mrs. Shamima Yeasmin	Share Holder	999,955	2.50
22	Shareholders	Share Holder	16,000,000	40.00
Total			40,000,000	100.00



Notes	Particulars	Amount in Taka	
		31-Dec-23	31-Dec-22
21.00	Estimated Liability in Respect of Outstanding Claims		
	Whether Due or Intimated:		
	Fire	104,585,478	107,387,377
	Marine	199,710	337,516
	Motor	151,735	706,995
	Miscellaneous	-	-
	Total	104,936,923	108,431,888
22.00	Amount Due to Other Persons or Bodies Carrying on Insurance Business:		
	Payable to SBC for Reinsurance premium	6,186,875	67,267,662
	Co-Insurance Premium payable	-	533,295
	Total	6,186,875	67,800,957
22.01	Payable to SBC for Reinsurance premium		
	Balance as on December 31 2022	67,267,662	86,834,317
	Add: Payable during the year 2023	81,271,371	14,783,463
		148,539,033	101,617,780
	Less: Adjustment during the year 2023	142,352,158	34,350,118
	Balance as on 31 December 2023	6,186,875	67,267,662
22.02	Payable to Co-Insurance Premium		
	Balance as on December 31 2021	533,295	533,295
	Add: Payable during the year 2022	-	-
		533,295	533,295
	Less: Adjustment during the year 2022	533,295	-
	Balance as on 31 December 2022	-	533,295
23.00	Premium Deposit:		
	This represents amount received against cover notes for which risks have not been initiated and such amount will be adjusted upon initiation of risk and issuance of policy in due course.	5,515,642	3,127,046
	Total	5,515,642	3,127,046
24.00	Bank Loan:		
	Name of Bank	Account No.	
	IDLC, Dhaka.	102620205387101	149,102
	Shahjalal Islami Bank Ltd., Bijoy Nagar Br.	12864, 13096,13097,13160	44,621,310
	Modhumoti Bank Ltd., Gulshan Br.	1103 70600000035	24,941,466
	Total		69,711,877
25.00	Sundry Creditors:		
	Audit Fees	327,750	230,000
	Office rent	4,464,865	2,795,288
	Refund Premium	-	1,285,927
	Water bill (JBC)	13,088	54,400
	Electricity bill (JBC)	127,448	268,000
	Salary & Allowances	9,536,750	7,492,823
	Signing World (Advertisement bill)	-	30,000
	Decoration bill	-	70,777
	M/s. Eastern Type Writer	-	53,500
	Printing bill (Security deposit retained)	-	12,000
	Security Deposit	178,000	174,000
	Courier bill	11,725	17,826
	Branch Incharge & Others	311,644	313,644
	Telephone bill	-	10,212
	VAT and Stamp payable	9,026,778	10,389,356
	Stamp	3,736,976	-
	Premium	251,113	-
	Initial Public Offer	91,065	120,022



Deduction of VAT at Source	101,238	79,756
Source Tax	2,267,921	1,745,315
Provident Fund	3,750,341	771,296
Agency Commission	12,591,368	7,758,315
Payable to Worker's Profit Participation Fund	18,001,826	14,276,946
Total	64,789,897	47,949,403
26.00 Investment (At Cost): Govt. Security Bond :		
The amount represents 5 years Government Security Bond, which is kept as a Statutory Deposit at Sonali Bank Limited under Insurance Act, 2010. Interest accrued on the Investment has been accounted for.	80,500,000	65,000,000
27.00 Accrued Interest :		
The balance is made up as follows:		
Accrued Interest on FDR	9,776,300	8,225,566
Accrued Interest on Govt. Security Bond	1,460,649	892,631
Total	11,236,949	9,118,197
27.01 Accrued Interest on FDR:		
Receivable as on December 31, 2022	8,225,566	7,603,015
Add: Interest income as on December 31, 2023	19,021,202	17,638,613
Sub-total	27,246,768	25,241,628
Less: Interest received during the year 2023	17,470,468	17,016,062
Balance as on 31 December 2023	9,776,300	8,225,566
27.02 Accrued Interest on BD Govt. Treasury Bond:		
Receivable as on December 31, 2022	892,631	537,899
Add: Interest income as on December 31, 2023	5,661,424	3,224,337
Sub-total	6,554,055	3,762,236
Less: Interest received during the year 2023	5,093,406	2,869,605
Balance as on 31 December 2023	1,460,649	892,631
28.00 Amount Due from Other Persons or Bodies Carrying on Insurance Business:		
Amount due from Sadharan Bima Corporation	345,510,368	366,849,783
Co-Insurance premium	228,689	228,689
Total	345,739,057	367,078,472
28.01 Amount Due from Sadharan Bima Corporation		
Balance as on December 31, 2022	366,849,783	277,858,073
Add: Receivable from SBC during the year 2023	-	88,991,710
	366,849,783	366,849,783
Less: Unrealized Claim Adjustment	21,339,415	-
Balance as on 31 December 2023	345,510,368	366,849,783
28.02 Co-Insurance Premium		
Balance as on December 31, 2022	228,689	228,689
Add: Receivable during the year 2023	-	-
	228,689	228,689
Less: Received during the year 2023	-	-
Balance as on 31 December 2023	228,689	228,689



28.03 Unrealized Claims

In the process of reinsurance, claims submitted to SBC for recovery but SBC sometimes approve less amount than assessed by the surveyors, for which the unrealized portion of the claims are shown in the books of account along with other reinsurance account adjustments as receivables from SBC and the amount stands at and shown the financial statement of DGIC Tk. 36,68,49,783/- as on 31st December 2022. In this connection the management of DGIC has decided to write off the unrealized of the reinsurance claims over following years and accordingly Tk. 2,13,39,415/- in the accounts of the year ended 31st December'2023.

Notes	Particulars	Amount in Taka	
		31-Dec-23	31-Dec-22
29.00	Sundry Debtors:		
	This is made up as follows:		
	Advance against office Rent & Salary	3,837,629	4,872,280
	Advance Survey Fee	509,063	509,063
	Telephone security	53,244	53,244
	Deposit against Vat appeal	333,624	333,624
	Advance Legal fees	3,598,600	3,598,600
	Advance to Branch In-charges & others	5,787,103	5,787,103
	Security Depostis	612,120	512,120
	Advance Claim	26,000,000	26,000,000
	Advance Printing Bill	400,000	400,000
	Advance Car Repair & Maintenance	565,075	565,075
	Advance against IPO Share (Eligible Investor)	49,000	49,000
	Advance Joint Stock Consultancy fee	3,245	3,245
	Advance Software Installation	50,000	50,000
	Premium Receivable	38,959,169	17,597,136
	Advance Garage bill	7,500	7,500
	Advance Decoration	100,000	100,000
	Advance Consultancy Fee	345,000	200,000
	Receivable from Lanka Bangla Securities Ltd.	1,363,969	771,837
	Loan Receivable (PF)	85,000	
	Premium Advance Deposit	47,886	47,886
	Advance Gift Expenses	100,000	195,950
	Advance Internet Expenses	30,000	30,000
	Total	82,837,227	61,683,663



Notes	Particulars	Amount in Taka	
		31-Dec-23	31-Dec-22

30.00 Fixed Deposit Account :

The above balance has been arrived at as under:

Sl No.	Name of The Bank	Name of Branch	Amount	Amount
1	AB Bank Ltd.	Islampur Branch	600,000	600,000
2	AB Bank Ltd.	Islami Banking Br. Kakrail	500,000	500,000
3	AB Bank Ltd.	Islami Banking Br. Kakrail	1,000,000	1,000,000
4	AB Bank Ltd.	CDA Branch, CTG	1,000,000	1,000,000
5	AB Bank Ltd.	CDA Branch, CTG	2,500,000	2,500,000
6	AB Bank Ltd.	Uttara Branch	1,000,000	1,000,000
7	AB Bank Ltd.	Chowmuhani Branch	-	500,000
8	AB Bank Ltd.	Barisal Br. Barisal	1,000,000	1,000,000
9	Agrani Bank Ltd.	Clay Road Br., Khulna	1,000,000	1,000,000
10	Al Arafa Islami Bank	Islampur Branch	600,000	600,000
11	Al Arafa Islami Bank	Motijheel Corp. Br, Dhaka	1,100,000	1,100,000
12	Al Arafa Islami Bank	Motijheel Corp. Br, Dhaka.	-	2,000,000
13	Al Arafa Islami Bank	Chowmuhani Br. Noakhali	-	500,000
14	Al Arafa Islami Bank	Bogra Branch	1,000,000	1,000,000
15	Al Arafa Islami Bank	Bogra Branch	500,000	500,000
16	Bangladesh Development Bank Ltd.	Principal Branch	-	2,000,000
17	Bangladesh Development Bank Ltd.	Kawran Bazar Branch	-	2,000,000
18	Bangladesh Krishi Bank	Corprate Branch Khulna.	500,000	500,000
19	Bangladesh Krishi Bank	Fulpur Br. Mymensingh	-	500,000
20	Bangladesh Krishi Bank	Haluaghat Branch	-	500,000
21	Bangladesh Krishi Bank	Fulbaria Br. Mymensingh	-	500,000
22	Bangladesh Krishi Bank	Gouripur Br., Mymensingh	500,000	500,000
23	Bangladesh Krishi Bank	Dewkhola Bazar Br., Mymensingh	1,000,000	1,000,000
24	Bank Asia Ltd	Principal Office Branch	500,000	500,000
25	Bank Asia Ltd.	Jhenaidaha Br.	2,000,000	2,000,000
26	Bank Asia Ltd.	Mohadevpur Br.,	1,000,000	1,000,000
27	Bank Asia Ltd.	Bogura Branch	1,000,000	1,000,000
28	Bank Asia Ltd.	Bogura Branch	1,000,000	1,000,000
29	Bank Asia Ltd.	Hemayetpur Br., Savar	1,000,000	1,000,000
30	Bank Asia Ltd.	Ashulia Branch	1,000,000	1,000,000
31	Bank Asia Ltd.	Hemayetpur Br., Savar	1,000,000	1,000,000
32	Bank Asia Ltd.	Bogura Branch	1,000,000	1,000,000
33	Bank Asia Ltd.	Bamundi Br., Kushtia	-	1,000,000
34	Bank Asia Ltd.	Boro Bazar Br. Khulna	1,000,000	1,000,000
35	Bank Asia Ltd.	Khulna Branch	1,000,000	1,000,000



Notes	Particulars		Amount in Taka	
			31-Dec-23	31-Dec-22
Sl No.	Name of The Bank	Name of Branch	Amount	Amount
36	Bank Asia Ltd.	Ashulia Br. Savar	1,000,000	1,000,000
37	Bank Asia Ltd.	Chapai Nawabgonj Br.	1,000,000	1,000,000
38	Bank Asia Ltd.	Bogra Branch	1,000,000	1,000,000
39	Bank Asia Ltd.	Noapara Agent Banking Br.	2,000,000	-
40	Bank Asia Ltd.	Noapara Agent Banking Br. Jessore	2,000,000	-
41	Bank Asia Ltd.	Chapainawabgonj Br.	1,000,000	-
42	Bank Asia Ltd.	Pangsha Branch, Rajbari	1,000,000	-
43	Bank Asia Ltd.	Bogura Branch	1,000,000	-
44	BASIC Bank Ltd.	Shantinagar Br.	-	3,000,000
45	BASIC Bank Ltd.	KDA Avenue Br, Khulna	500,000	500,000
46	Bengal Commercial Bank Ltd.	Corporate Branch	5,000,000	5,000,000
47	Bengal Commercial Bank Ltd.	Corporate Branch	5,000,000	5,000,000
48	Bengal Commercial Bank Ltd.	Corporate Branch	5,000,000	5,000,000
49	Bengal Commercial Bank Ltd.	Corporate Branch	20,000,000	20,000,000
50	Bengal Commercial Bank Ltd.	Corporate Branch	7,000,000	7,000,000
51	Bengal Commercial Bank Ltd.	Corporate Branch	10,000,000	10,000,000
52	Bengal Commercial Bank Ltd.	Dilkusha Branch	5,000,000	5,000,000
53	Bengal Commercial Bank Ltd.	Imamgonj Branch, Dhaka	1,000,000	1,000,000
54	Bengal Commercial Bank Ltd.	Chowmuhani Branch	1,000,000	1,000,000
55	Bengal Commercial Bank Ltd.	Dilkusha Corp. Branch	3,000,000	-
56	Delta Brac Housing Ltd.	Motijheel Br.	2,105,075	2,000,000
57	Dhaka Bank Ltd.	Sherpur Branch, Bogura	1,000,000	1,000,000
58	Dhaka Bank Ltd.	Sherpur Branch, Bogura	1,000,000	1,000,000
59	Dhaka Bank Ltd.	Sherpur Branch, Bogura	1,000,000	1,000,000
60	Dhaka Bank Ltd.	Narayangonj Branch	1,000,000	1,000,000
61	Dhaka Bank Ltd.	Board Bazar Branch	1,000,000	1,000,000
62	Eastern Bank Ltd.	Khulna Branch	1,000,000	1,000,000
63	Eastern Bank Ltd.	Chowmuhani Br, Noakhali	-	1,000,000
64	Eastern Bank Ltd.	Fulbaritgate Br., Khulna	1,000,000	-
65	Eastern Bank Ltd.	Doulatpur Br, Khulna	1,000,000	-
66	Eastern Bank Ltd.	Savar Branch	2,000,000	-



Notes	Particulars		Amount in Taka	
			31-Dec-23	31-Dec-22
Sl No.	Name of The Bank	Name of Branch	Amount	Amount
67	Eastern Bank Ltd.	Kustia Sub Branch, Jessore	1,000,000	-
68	Exim Bank Ltd.	Rajuk Avenue Branch	500,000	500,000
69	Exim Bank Ltd.	Jublee Road Branch CTG.	1,000,000	1,000,000
70	IDLC Finance Ltd.	Corporate Office	2,000,000	2,000,000
71	IDLC Finance Ltd.	Corporate Office	2,300,000	-
72	IFIC Bank Ltd.	Motijheel Branch	500,000	500,000
73	IFIC Bank Ltd.	Jessore Branch	50,000	50,000
74	IFIC Bank Ltd.	Benapole Branch	100,000	100,000
75	IFIC Bank Ltd.	Khulna Branch	500,000	500,000
76	IFIC Bank Ltd.	Rajshahi Branch	200,000	200,000
77	IFIC Bank Ltd.	Chapai Nawabgonj Branch	100,000	100,000
78	IFIC Bank Ltd.	Baneshwar Branch	100,000	100,000
79	IFIC Bank Ltd.	Sk. Mujib Road Br. CTG.	1,000,000	1,000,000
80	IFIC Bank Ltd.	Rajshahi Branch	200,000	200,000
81	Islami Bank Bangladesh	Local Office Branch	1,000,000	1,000,000
82	Islami Bank Bangladesh	Local Office Branch	3,000,000	3,000,000
83	Islami Bank Bangladesh	wiseghat Branch, Dhaka	1,000,000	1,000,000
84	Islami Bank Bangladesh	Ahulia Br., Savar	-	1,000,000
85	Islami Bank Bangladesh	Chowgacha Br. Jessore	500,000	500,000
86	Islami Bank Bangladesh	Jhikargacha Br., Jessore	-	500,000
87	Islami Bank Bangladesh	Kaliganj Br. Jessore	-	500,000
88	Jamuna Bank Ltd.	Sonargoah Rd Branch	500,000	500,000
89	Meghna Bank Ltd.	Bogura Branch	1,000,000	1,000,000
90	Meghna Bank Ltd.	Motijheel Br.	2,000,000	2,000,000
91	Meghna Bank Ltd.	Hatikumrul Br., Ullapara	2,000,000	2,000,000
92	Meghna Bank Ltd.	Hatikumrul Br., Ullapara	1,000,000	1,000,000
93	Meghna Bank Ltd.	Principal Br.	2,000,000	2,000,000
94	Meghna Bank Ltd.	Jamidarhat Branch	-	500,000
95	Meghna Bank Ltd.	Hatikumrul Br, Serajgonj	1,000,000	1,000,000
96	Jamuna Bank Ltd.	Uttara Branch	2,000,000	-
97	Mercantile Bank Ltd.	Main Branch, Dhaka	2,500,000	2,500,000
98	Mercantile Bank Ltd.	Main Branch, Dhaka	1,000,000	1,000,000
99	Mercantile Bank Ltd.	Imamgonj Br, Moulvibazar	1,000,000	1,000,000
100	Mercantile Bank Ltd.	Sylhet Branch	500,000	500,000
101	Mercantile Bank Ltd.	Sylhet Branch	1,000,000	1,000,000
102	Mercantile Bank Ltd.	Ashulia Branch, Savar	1,000,000	-
103	Mercantile Bank Ltd.	Hemayetpur Br., Savar	1,000,000	-
104	Mercantile Bank Ltd.	Main Br.	-	15,000,000



Notes	Particulars		Amount in Taka	
			31-Dec-23	31-Dec-22
Sl No.	Name of The Bank	Name of Branch	Amount	Amount
105	Mercantile Bank Ltd.	Laximipur Br.	-	1,000,000
106	Mercantile Bank Ltd.	Kawran Bazar Branch	-	2,000,000
107	Mercantile Bank Ltd.	Manikgonj Br.	-	1,000,000
108	Mercantile Bank Ltd.	Manikgonj Br.	-	1,000,000
109	Mercantile Bank Ltd.	Sobornochar Br. Chowmuhani	-	1,000,000
110	Mercantile Bank Ltd.	Ashulia Br., Savar	1,000,000	1,000,000
111	Mercantile Bank Ltd.	Jessore Branch	1,000,000	1,000,000
112	Mercantile Bank Ltd.	Hemayetpur Br., Savar	1,000,000	1,000,000
113	Mercantile Bank Ltd.	Gouripur Br., Ashulia	1,000,000	-
114	Modhumoti Bank Ltd.	Gulshan Branch	27,000,000	27,000,000
115	Modhumoti Bank Ltd.	Motijheel Branch	8,100,000	8,100,000
116	Modhumoti Bank Ltd.	Bheremara Br. Kustia	1,000,000	1,000,000
117	Modhumoti Bank Ltd.	Uttara Branch	2,000,000	-
118	Mutual Trust Bank Ltd	Principal Branch	100,000	100,000
119	Mutual Trust Bank Ltd	Elephant Road	-	2,000,000
120	National Bank Ltd	Dilkusha Branch	500,000	500,000
121	National Bank Ltd	Imamgonj Branch	1,000,000	1,000,000
122	National Bank Ltd	Sk. Mujib Road Branch	500,000	500,000
123	NCC Bank Ltd.	Jessore Branch	50,000	50,000
124	NRB Bank Ltd	Bogura Branch	500,000	500,000
125	NRBC Bank Ltd.	Manikgonj Br.	500,000	500,000
126	One Bank Ltd.	Principal Br.	-	2,553,758
127	Community Bank Ltd.	Corporate Branch	2,000,000	-
128	One Bank Ltd.	Poradaha Br. Kushtia	-	2,000,000
129	One Bank Ltd.	Barishal Branch	500,000	500,000
130	Premier Bank Ltd.	Banani Branch	500,000	500,000
131	Premier Bank Ltd.	Chawkbazar Branch, CTG	5,000,000	5,000,000
132	Premier Bank Ltd.	Chawkbazar Branch, CTG	2,695,325	2,695,325
133	Premier Bank Ltd.	Gulshan Link Road Br.	1,000,000	1,000,000
134	Premier Bank Ltd.	Barishal Branch	1,000,000	1,000,000
135	Premier Bank Ltd.	Uttara Branch	2,000,000	2,000,000
136	Prime Bank Ltd	Foreign Ex. Branch	1,500,000	1,500,000
137	Prime Bank Ltd	Tongi Bazar Branch	1,000,000	1,000,000
138	Prime Bank Ltd.	Motijheel Branch	1,000,000	1,000,000
139	Prime Bank Ltd.	Savar Br.	1,000,000	1,000,000
140	Pubali Bank Ltd.	Dargagate Br, Sylhet.	500,000	500,000
141	Pubali Bank Ltd.	Rahanpur Branch, Chapainawabgonj	1,000,000	-



Notes	Particulars		Amount in Taka	
			31-Dec-23	31-Dec-22
Sl No.	Name of The Bank	Name of Branch	Amount	Amount
142	Pubali Bank Ltd.	Seiculture Branch, Rajshahi	1,000,000	1,000,000
143	Pubali Bank Ltd.	Katakhali Branch, Rajshahi	500,000	500,000
144	Pubali Bank Ltd.	Bhabanjgonj Br. Rajshahi	500,000	500,000
145	Pubali Bank Ltd.	Bhawanjgonj Br. Rajshahi	1,000,000	-
146	Pubali Bank Ltd.	Rajshahi Br., Rajshahi	2,000,000	2,000,000
147	Pubali Bank Ltd.	Khorachor Sub Br, Dhamrai	1,000,000	-
148	Pubali Bank Ltd.	Kaliaghat Branch, Sylhet	1,000,000	-
149	Pubali Bank Ltd.	Dhamrai Sub Br., Dhamrai	1,000,000	-
150	Rupali Bank Ltd.	Baliapara Br., Mymeningh	-	500,000
151	Rupali Bank Ltd.	Rupali Sadan Br., Khulna	1,000,000	1,000,000
152	Rupali Bank Ltd.	Chowbaria Sub-Branch, Rajshahi	1,000,000	-
153	Rajshahi Krishi Unnayan Bank	Rajshahi Branch	1,000,000	1,000,000
154	Rajshahi Krishi Unnayan Bank	Naogaon Branch	1,400,000	1,400,000
155	SBAC Bank Ltd.	Lobon Chora Br, Khulna	1,000,000	1,000,000
156	Shahjalal Bank Ltd.	Khulna Branch	200,000	200,000
157	Shahjalal Bank Ltd.	Kushtia Branch	-	1,000,000
158	Shahjalal Bank Ltd.	Bijoynagar Branch, Dhaka	10,500,000	10,500,000
159	Shahjalal Bank Ltd.	Bijoynagar Branch, Dhaka	6,400,000	6,400,000
160	Shahjalal Bank Ltd.	Bijoynagar Branch, Dhaka	2,100,000	2,100,000
161	Shahjalal Bank Ltd.	Bijoynagar Branch, Dhaka	5,000,000	5,000,000
162	Shahjalal Bank Ltd.	Bijoynagar Branch, Dhaka	3,100,000	3,100,000
163	Shahjalal Bank Ltd.	Bijoynagar Branch, Dhaka	5,000,000	5,000,000
164	Shahjalal Bank Ltd.	Bijoynagar Branch, Dhaka	2,500,000	2,500,000
165	Shahjalal Bank Ltd.	Bijoynagar Branch, Dhaka	2,500,000	2,500,000
166	Shahjalal Bank Ltd.	Bijoynagar Branch, Dhaka	500,000	500,000
167	Shahjalal Islami Bank	Amtali Br. Barguna	1,000,000	1,000,000
168	Shahjalal Islami Bank	Bijoynagar Branch, Dhaka	20,000,000	20,000,000



Notes	Particulars		Amount in Taka	
			31-Dec-23	31-Dec-22
Sl No.	Name of The Bank	Name of Branch	Amount	Amount
169	Social Islami Bank Ltd.	Foreign Ex. Branch	-	2,500,000
170	Social Islami Bank Ltd.	Bashundhaara Br.	2,000,000	2,000,000
171	Social Islami Bank Ltd.	Chowmuhani Br, Noakhali	-	500,000
172	Social Islami Bank Ltd.	Kushtia Branch	-	1,000,000
173	Social Islami Bank Ltd.	Mymensingh Branch	500,000	500,000
174	Social Islami Bank Ltd.	Barisal Br. Barisal	500,000	500,000
175	Social Islami Bank Ltd.	Dhamrai Br. Dhaka	500,000	500,000
176	Southeast Bank Ltd.	Chouhata Br Sylhet	500,000	500,000
177	Southeast Bank Ltd.	Bangshal Branch	1,000,000	1,000,000
178	The City Bank Ltd.	Principal Branch	500,000	500,000
179	United Commercial Bank Ltd.	Principal Branch	100,000	100,000
180	United Commercial Bank Ltd.	Khanjahan Ali Rd. Branch Khulna	300,000	300,000
181	Lanka Bangla Finance Ltd.	Motijheel Br, Dhaka	2,000,000	-
182	Lanka Bangla Finance Ltd.	Kustia Br, Kustia	1,000,000	-
Total			291,500,400	305,149,083

31.00 STD & Current Accounts:

This balance has been arrived at as under:

Sl. No.	Name of The Bank	Name of Branch	Amount in Taka	
			31-Dec-23	31-Dec-22
1	Islami Bank Bangladesh Ltd.	Foreign Ex. Corp. Branch	906,891	1,759,401
2	Mercantile Bank Ltd.	Main Branch	2,034,696	237,227
3	Mercantile Bank Ltd.	Motijheel Branch	5,341,447	4,788,928
4	Pubali Bank Ltd.	Principal Branch	167,104	1,772,332
5	Shahjalal Islami Bank Ltd.	Dhaka Main Branch	155,268	3,598,301
6	Shahjalal Islami Bank Ltd.	Motijheel Branch	3,643,169	3,323,506
7	Shahjalal Islami Bank Ltd.	Motijheel Branch (Doller A/c)	90,954	120,022
8	Social Islami Bank Ltd.	Principal Branch	53,265	203,493
9	Sonali Bank Ltd.	Local Office	1,614,448	1,194,643
10	Sonali Bank Ltd.	Dilkusha Corp. Branch	171,578	376,637
11	Sonali Bank Ltd.	Local Office	25,976	-
12	Southeast Bank Ltd.	Principal Branch	1,664,321	8,823,794
13	Southeast Bank Ltd.	Corporate Branch	9,884	9,778
14	Bengal Commercial Bank	Dilkusha Islami Banking Br.	212,268	1,573,664
Total			16,091,267	27,781,726

32.00 Cash & Cheque in hand

2,758,048

2,178,638

33.00 Property, Plant & Equipment

102,964,249

111,539,423

33.01 Fixed Assets: Detailed in Annexure-A

33.02 Intangible Assets: Detailed in Annexure-B



Desh General Insurance Company Limited
Schedule of Property, Plant & Equipment
As on 31 December 2023

PARTICULARS	Cost			Rate	DEPRECIATION			Written down value as at 31.12.2023
	As on 01.01.2023	Addition	As at 31.12.2023		As on 01.01.2023	During the Period	Accumulated as at 31.12.2023	
	Furniture & Fixtures	37,357,344	116,904		37,474,248	10	16,903,137	
Signboard & Holding	2,519,452	-	2,519,452	10	1,472,069	104,738	1,576,807	942,645
Office Equipment	13,008,361	122,884	13,131,245	10	7,582,507	549,533	8,132,040	4,999,205
Telephone Install.	1,420,517	66,200	1,486,717	10	1,064,702	37,023	1,101,726	384,991
Computer	14,182,104	203,390	14,385,494	10	6,076,927	812,807	6,889,734	7,495,760
Decoration	64,536,438	62,100	64,598,538	5	32,410,875	1,607,342	34,018,217	30,580,321
Electrical Equipment	6,234,325	-	6,234,325	10	3,041,456	319,287	3,360,743	2,873,582
Motor Vehicle	73,650,122	-	73,650,122	10	44,528,078	2,912,204	47,440,283	26,209,839
Air Condition	13,576,583	-	13,576,583	10	6,237,180	733,940	6,971,120	6,605,463
Crookaries	534,755	17,451	552,206	10	288,470	25,694	314,163	238,042
Balance at 31 December 2023	227,019,999	588,929	227,608,928		119,605,401	9,153,151	128,758,552	98,850,376
Balance at 31 December 2022	222,627,900	4,392,099	227,019,999		109,549,133	10,056,268	119,605,401	107,414,599

Schedule of Intangible Assets
As on 31 December 2023

PARTICULARS	Cost			Rate	DEPRECIATION			Written down value as at 31.12.2023
	As on 01.01.2023	Addition	As at 31.12.2023		As on 01.01.2023	During the Period	Accumulated as at 31.12.2023	
	Software Installation	7,300,818	420,000		7,720,818	10	3,175,994	
Balance at 31 December 2023	7,300,818	420,000	7,720,818		3,175,994	430,952	3,606,946	4,113,872
Balance at 31 December 2022	7,192,043	108,775	7,300,818		2,717,680	458,314	3,175,994	4,124,824

Schedule of Right of use asset
As on 31 December 2023

PARTICULARS	Cost			Rate	DEPRECIATION			Written down value as at 31.12.2023
	As on 01.01.2023	Addition	As at 31.12.2023		As on 01.01.2023	During the Period	Accumulated as at 31.12.2023	
	Right of use asset	18,989,929	1,886,635		20,876,564		14,249,561	
Balance at 31 December 2023	18,989,929	1,886,635	20,876,564		14,249,561	2,887,315	17,136,876	3,739,689
Balance at 31 December 2022	14,382,744	4,607,184	18,989,929		11,330,932	2,918,628	14,249,560	4,740,368



PHOTO GALLERY

N.



Ms. Mohammodi Khanam , the CEO of Desh General Insurance Company Limited, handed over a Cheque of Tk 1,55,10,171/- (one crore fifty five lakh ten thousand one hundred and seventy one) to Mr. Amir Daud , the COO of Bengal Group.



Fatema Fouzia Meem, Class-XI, daughter of Mr. Kabirul Azad, senior officer of DGIC, is receiving the scholarship in Insurance Scholarship 2023 program by Bangladesh Insurance Association.



International Women's Day 8th March 2023 is celebrated with due dignity by Desh General Insurance Company Limited.



OTHER CERTIFICATIONS AND PROXY FORM

O.

0.1 CERTIFICATION BY ALPHA CREDIT RATING LIMITED

0.2 CERTIFICATION BY INSURANCE DEVELOPMENT & REGULATORY AUTHORITY (IDRA)

0.3 CERTIFICATION BY BANGLADESH INSURANCE ASSOCIATION (BIA)

0.4 CERTIFICATION BY BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES (BAPLC)

0.5 PROXY FORM



CERTIFICATION BY ALPHA CREDIT RATING LIMITED

0.1

AlphaRating

26 June, 2024

Chief Executive Officer
Desh General Insurance Company Limited
Jiban Bima Bhaban, Front Block, Level-5, 10 Dilkusha C/A, Dhaka-1000.

Subject: Credit Rating of Desh General Insurance Company Limited.

Dear Sir,

We are pleased to inform you that Alpha Credit Rating Limited (AlphaRating), vide credit rating Agreement No: 494, has assigned the following rating to **Desh General Insurance Company Limited**.

Date of Declaration	Valid From	Valid Till	Rating Action	Long Term Rating	Short Term Rating	Outlook
26 June, 2024	21 June, 2024	20 June, 2025	13 th Surveillance	AA+	ST-1	Stable

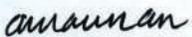
The long term rating & short term rating is valid up to 20 June, 2025. The rating may be changed or revised prior to expiry, if warranted by extraordinary circumstances in the management, operations and/or performance of the entity rated.

We, Alpha Credit Rating Limited, while assigning this rating to **Desh General Insurance Company Limited**, hereby solemnly declare that:

- (i) We, Alpha Credit Rating Limited as well as the analysts of the rating have examined, prepared, finalized and issued this report without compromising with the matters of our conflict of interest, if there be any; and
- (ii) We have complied with all the requirements, policy and procedures of these rules as prescribed by the Bangladesh Securities and Exchange Commission in respect of this rating.

We hope the rating will serve the intended purpose of your organization.

With kind regards,


Abdul Mannan
Chief Executive Officer

This letter is integral part of the credit rating report

Alpha Credit Rating Limited, Sadharan Bima Bhaban-2 (2nd & 8th Floor), 139 Motijheel C/A, Dhaka-1000.
Tel: +880-2223353025, 2223353026, 2223353027, 2223353028, www.alpharating.com.bd, E-mail: info@alpharating.com.bd

CERTIFICATION BY BANGLADESH INSURANCE ASSOCIATION (BIA)

0.3



বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন
Bangladesh Insurance Association

স্মরণ : বিআইএ-১(৩৪)/২০২৪-১৩

তারিখ : জানুয়ারী ২৩, ২০২৪

বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন-এর সদস্য পদ হালনাগাদ-এর জন্য প্রত্যয়নপত্র

এতদ্বারা প্রত্যয়ন করা যাচ্ছে যে, দেশ জেনারেল ইন্স্যুরেন্স কোম্পানী লিমিটেড বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন-এর সদস্য।

এই প্রত্যয়নপত্র ২০২৪ সালের জন্য লাইফ/নন-লাইফ বীমা ব্যবসা করার নিমিত্তে বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষ-এর নিকট থেকে নিবন্ধন নবায়নের জন্য হালনাগাদ সনদ।

বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন-এর পক্ষে


(নিশিথ কুমার সরকার)
সেক্রেটারী জেনারেল

মুখ্য নির্বাহী কর্মকর্তা
দেশ জেনারেল ইন্স্যুরেন্স কোম্পানী লিমিটেড
জীবন বীমা ভবন (লেভেল-৫) ফ্রন্ট ব্লক
১০ দিলকুশা বা/এ
ঢাকা-১০০০।

Hossain Tower (9th Floor), Box Culvert Road, 116 Naya Paltan, Dhaka-1000, Bangladesh
Tel : 88 02 222226378, 88 02 48310179, E-mail: biadhaka1988@gmail.com, bia@bdcom.com, Web : www.biabd.org



PROXY FORM

0.5



DESH GENERAL INSURANCE COMPANY LIMITED

Jiban Bima Bhaban, Level # 5, Front Block, 10, Dilkusha C/A, Dhaka-1000.

PROXY FORM

I/We.....of.....
.....Being a Member of
Desh General Insurance Company Limited do hereby appoint

Mr./Ms.....of.....
.....as my/our proxy, to vote for me / us
and on my / our behalf at the 24th Annual General Meeting of the Company to be held by Hybrid System (both Physical and digital platform) logging in the following link: <https://agmbd.live/DGIC2024> or attend in the venue at Sena Convention Hall "Sena Gourov", SKS Tower (9th Floor), Mohakhali Rail gate, Dhaka at 11:00 A.M. on Sunday, September 15, 2024 and at any adjournment thereof or at any ballot/poll to be taken in consequence thereof.

Signed this.....day of.....2024.

.....
Signature of the Shareholder (s)

.....
Signature of the Proxy

Number of Shares held.....

BO ID NO																				
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Revenue Stamp
Tk. 20.00

NOTE:

1. A member entitled to attend and vote at the General Meeting may appoint a proxy to attend and vote in his/her stead. The proxy form, duly stamped, must be deposited at the Registered Office of the Company not later than 72 hours before the time appointed for the meeting.
2. Signature of the Shareholder should match with the Specimen Signature registered with the Company.



DESH GENERAL INSURANCE COMPANY LIMITED

Jiban Bima Bhaban, Level # 5, Front Block, 10, Dilkusha C/A, Dhaka-1000.

ATTENDANCE SLIP

I/We hereby record my attendance at the 24th Annual General Meeting of the Company to be held by Hybrid System (both Physical and digital platform) logging in the following link: <https://agmbd.live/DGIC2024> or attend in the venue at Sena Convention Hall "Sena Gourov", SKS Tower (9th Floor), Mohakhali Rail gate, Dhaka at 11:00 A.M. on Sunday, September 15, 2024.

Name of the Shareholder(s)/ Proxy (in Block Letter)																				
BO.ID Number																				
Mobile Number																				
E-mail address (if any)																				

.....
Date & Signature of the Shareholders) / Proxy

NOTE:

1. Please note that AGM can only be attended by the honorable shareholder or properly constituted proxy. Therefore, any friend or children accompanying with honorable shareholder or proxy cannot be allowed into the meeting.
2. AGM Link to attend the meeting will be provided to Proxy's Email Address or SMS to the Proxy's Cell Number.



DESH GENERAL INSURANCE COMPANY LIMITED

Head Office

Jiban Bima Bhaban, Front Block (Level 5), 10 Dilkusha C/A, Dhaka-1000, Bangladesh.
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Email: info@deshinsurancebd.com, dgic.bd@gmail.com, deshinsurancebd@gmail.com
Website: www.deshinsurancebd.com