ANNUAL REPORT 2017



# FOSTERING SOCIAL EMPOWERMENT THROUGH IMPLEMENTATION OF SDGs

GREEN DELTA INSURANCE

AMAR STOCK




# FOSTERING SOCIAL EMPOWERMENT
## THROUGH IMPLEMENTATION OF SDGs

To make the world a better place to live in and upsurge the living standard of people around the world many steps have been taken by United Nations. Sustainable Development Goals (SDGs), also known as Global Goals to end poverty, protect the planet and ensure the peace and prosperity of people. SDGs are a set of 17 goals with 169 targets between them for the transformation of the world. Green Delta Insurance Company Ltd. (GDICL) is the SDGs pioneer in Bangladesh. Stressing most on the gender equality GDICL also worked on no poverty, good health and well-being, quality education through their different projects. Our aim is to portray the goals to make people introduced with the SDGs and also for the goals to be reached, So that people around can live healthy and peaceful life.

Let's embrace the change...
Let's make the world better together.

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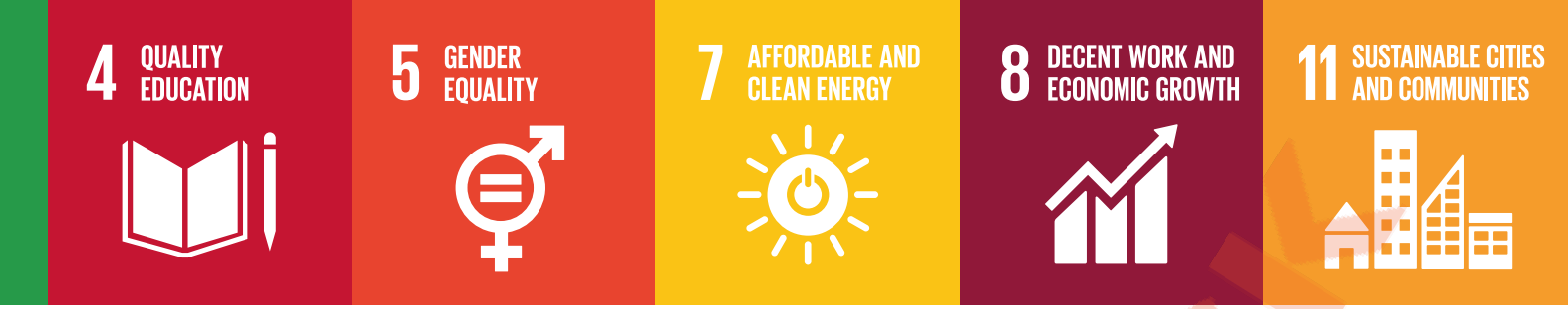



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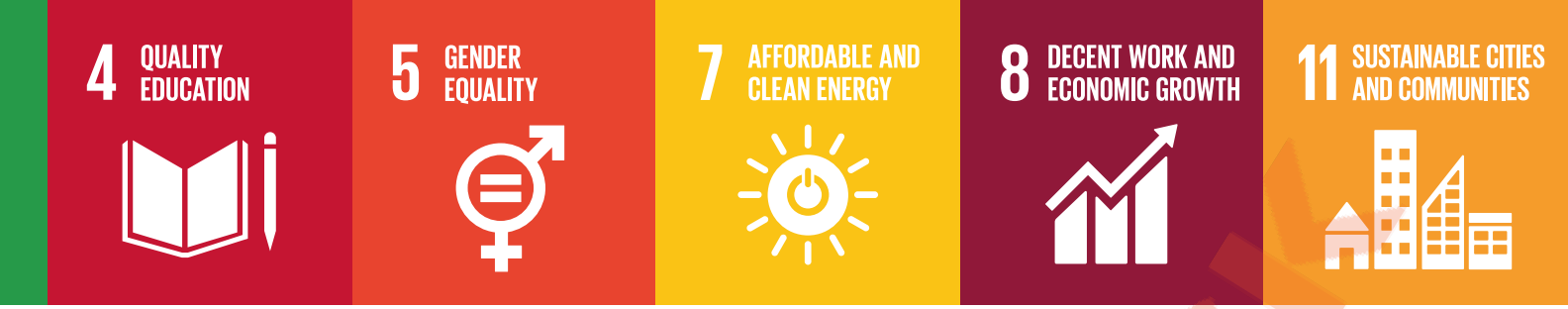



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# LETTER
# OF TRANSMITTAL

To
**All the Shareholders;**
Bangladesh Securities and Exchange Commission;
Registrar of Joint Stock Companies and Firms;
Dhaka Stock Exchange Limited;
Chittagong Stock Exchange Limited;
Insurance Development and Regulatory Authority (IDRA)

**Sub: Annual Report for the year ended December 31, 2017**

**Dear Sir(s),**

We are pleased to enclose a copy of the Annual Report along with the Audited Financial Statementsincluding Consolidated and Separate Balance Sheet as at December 31, 2017 and Income Statements, Cash Flow Statements and Changes in equity statements for the year ended December 31, 2017 along with notes thereon of Green Delta Insurance Company Ltd. and its subsidiaries for your record/ necessary action.

Information given in our Annual Report-2017 is complete, full and in line with Bangladesh Accounting Standard and International Accounting Standard. We hope that the report will be of use to you today and tomorrow.

Best regards,

Sincerely yours,

**Syed Moinuddin Ahmed**
Company Secretary

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# NOTICE OF THE 32ND ANNUAL GENERAL MEETING

**Notice is hereby given that the Thirty Second Annual General Meeting of Green Delta Insurance Company Limited will be held at Spectra Convention Centre Limited, House # 19, Road # 7, Gulshan-1, Dhaka-1212 on Thursday, 29th March 2018 at 11.00 a.m. to transact the following business and adopt necessary resolutions:**

**AGENDA**

1. To receive, consider and adopt the Financial Statements and the Report of Auditors thereon and the Report of the Board of Directors of the Company for the year ended 31st December 2017
2. To declare Dividend for the financial year ended 31st December 2017
3. To elect / re-elect Directors
4. To appoint Auditors for the term until the next Annual General Meeting and fix their remuneration
5. Miscellaneous, if any, with the permission of the Chair.

By Order of the Board

**Syed Moinuddin Ahmed**
Company Secretary
March 08, 2018

**Registered Office**
51-52, Mohakhali C/A
Dhaka

**Notes:**

1. 05.03.2018 was scheduled as Record Date. The Shareholders whose name will appear on the Register of Members on the Record Date will be eligible to attend the meeting and vote thereat and qualify for dividend.

2. A Member entitled to attend and vote at general meeting is entitled to appoint a proxy to attend the meeting and vote thereat on his/her behalf. The proxy form duly completed, must be affixed with a revenue stamp of BDT 20/- and deposited at the registered office not later than 48 hours before the time of holding the meeting.

3. Members are requested to notify their changes of addresses, if any.

4. Admission to the hall will be only on production of the attendance slip sent with the notice.

5. Shareholders bearing BO IDs are requested to update their respective BO IDs with 12-Digit Taxpayer's Identification Number (e-TIN) and address through their Depository Participant (DP); and

6. Shareholders bearing Folio Numbers are requested to submit their 12 digits e-TIN certificate to the Share Department of the Company latest by 20 March 2018, failing which Income Tax at Source will be deducted from cash dividend @ 15% instead of 10% as per amended Income Tax Ordinance 1984 (Section 54)

*PS: As per Bangladesh Securities and Exchange Commission's (BSEC) Circular No. 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 equity securities" for attending the 32nd Annual General Meeting.*






## End poverty in all its forms everywhere

No poverty is the most crucial sustainable development goal. Achieving this goal is the first priority for countries like Bangladesh. Green Delta intends to introduce some new ideas to eradicate poverty from the country through innovative insurance policies and contribute to sustainable development.

# 1.1 COMPANY'S WISDOM AND PROFILE

## 1.1.1 WHO WE ARE (GDIC AT A GLANCE)

Green Delta Insurance Company Limited (GDIC) is one of the leading private non life insurance companies in Bangladesh. GDIC was incorporated in December 14, 1985 as a public limited company, under the Companies' Act 1913 and its operation started on 1st January 1986, with a paid up capital of BDT 30.00 million. Now, Green Delta Insurance Company Ltd. is amassed more than BDT 807 million with a credit rating of AAA and ST1 as the first Insurance Company in Bangladesh. Green Delta is also the 1st Insurance Company in Bangladesh to have equity partnership with International Finance Corporation (IFC) of World Bank Group. With a presence in the strategically important parts of the country, which includes 41 branches, Green Delta Insurance Company has established its prominent presence with equity participation in Delta BRAC Housing Ltd., Progressive Life Insurance Co Ltd, United Hospital Ltd. FinExcel Ltd. and BD Venture Ltd. Green Delta Capital Ltd., Green Delta Securities Ltd., Professional Advancement Bangladesh Limited and GD Assist Limited are four of the direct subsidiaries. GDIC provides stock brokerage services through Green Delta Securities Ltd. (GDSL) and Investment Banking services through Green Delta Capital Ltd. (GDCL). Professional Advancement Bangladesh Limited provides international standard professional trainings, in collaboration with CII, UK and GD Assist Limited is the One Stop Healthcare Solution provider providing value added services to the healthcare industry of Bangladesh.

**Green Delta Insurance Company Limited (GDIC) is one of the leading private non life insurance companies in Bangladesh. GDIC was incorporated in December 14, 1985 as a public limited company, under the Companies' Act 1913 and its operation started on 1st January 1986, with a paid up capital of BDT 30.00 million.**

Under the charismatic leadership of Mr. Nasir A Choudhury, Advisor and Ms. Farzana Chowdhury, Managing Director and CEO, Green Delta Insurance Company Ltd. has been leading the winds of change in the insurance industry of the country in terms of service standard, innovative products and legislative restructuring. After a glorious journey of more than 3 decades in the Insurance sector, Green Delta Insurance Company Limited has now become a big family of visionary board members, 600+ committed staff, numerous valued clients and thousands of esteemed shareholders. By now, Green Delta has been able to uphold the brand image as a prompt claim settler, superior service provider, and diversified product supplier – almost like a one stop solution provider in the non life insurance sector in the country.

Green Delta Insurance is the first non-life Insurance Company from Bangladesh to introduce the retail insurance department. The department was created with the motto 'Insurance for Everyone'. The main products that the retail insurance department sells are Motor Insurance, Overseas Mediclaim Insurance, Personal accident insurance, People's personal accident policy, Health Insurance, All risk insurance and Nibedita- Comprehensive Insurance scheme for women. There are few other projects under Retail and SME, they are Niramoy-micro insurance for rural people, Shudin- micro insurance for garments workers, Weather index based Crop Insurance and Probashi- Comprehensive Insurance Scheme for Migrant workers.

Bangladesh Government has taken up a timely initiative to provide health insurance to the people who are living below the poverty line. 'Shashtha Suroksha Karmashuchi' (SSK) is a project of Health Economics Unit under Ministry of Health & Family Welfare. Green Delta Insurance is the scheme operator for the whole project. Green Delta is eyeing the scope of digital insurance and has initiated online payments services to make the payment methods easier and have built up a strong IT infrastructure to be aligned with government's recent approaches towards a more digitalized and greener future.

As a part of the recognition for the contribution in the development of the insurance industry and for maintaining the standard of service, the company has been considered as one of the top 500 companies

according to the renowned Rating Agency, Dun & Bradstreet Rating Agency. The company has also been awarded with many national and international awards like – "ICAB National Awards" for Best Published Accounts, ICMAB Best Corporate Award in Insurance category, ICSB Corporate Governance Excellence Award, "Winner" for the Best Presented Accounts Award in the category 'Insurance Sector' by the South Asian Federation of Accounts (SAFA), "International Quality Crown Award" by BID International in London, The BIZZ Award by World Business confederation of Business, USA for leadership, Excellence in a management, Quality and Marketing, "The Diamond Eye Award For Quality & Excellence" by BID Otherways, The Platinum Technology Award for Quality & Best trade name by Association Otherways in Berlin, International Star Award for Leadership in quality in the Gold, Platinum and Diamond categories, World Finance Award for Best Non-Life Insurance Company in Bangladesh, IFM Award for Best Non-Life Insurance Company Bangladesh, International ARC Award and many more. With the slogan "Marches with time" GDIC has been helping people in their time of need; pulling out all the steps when needed, and has been proud to be a partner in progress.

## VISION

To maximize shareholders value through customer's complete Satisfaction and employee's commitment to excellence.

## MISSION

We will always endeavor to provide our customer with innovative products and service that best respond to their needs. Building trust and fostering strong relationships are the essence of who we are with an aim to cover insurance for everyone.

## CORE VALUES





# CODE OF CONDUCT

Our Code of Conduct is based on our values and our purpose is to ensure that all employees, managers and executives within Green Delta Insurance Company Limited act in accordance with these values and principles. The Code is designed to give a broad and clear understanding of the conduct expected from all our employees. We are committed to conduct our business in an ethical, legal and responsible manner. Recognized standards as the Universal Declaration of Human Rights (UDHR) and the International Labor Organization (ILO) conventions were used as references in preparing the Code and include:

**Legal Compliance**

All business activities of Green Delta Insurance Company Limited must conform to all applicable national and international legal requirements. Green Delta Insurance Company Limited shall also comply with applicable anti bribery/ anti-corruption rules and regulations in all their business activities. Prohibition of Discrimination and Harassment Green Delta Insurance Company Limited shall not engage in any discriminatory practices. Discrimination means any distinction, exclusion or preference limiting equality or opportunity of treatment in employment or occupation, which may be based on color, sex, religion, political opinion, age, national, social or ethnic origins, family obligations or any other considerations in this matter. Green Delta Insurance Company Limited also commits to a workplace free of any kind of harassment.

**Compensation & Benefits**

The company ensures that no wage is lower than the applicable legal minimum. Green Delta Insurance Company Limited does not deduct or withhold pay for disciplinary reasons or force terms and conditions for employment. Compensation paid to employees shall comply with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. Working hours Green Delta Insurance Company Limited ensures that applicable legal restrictions on working hours are met. The maximum allowable working hours in a week are as defined by national law and the corresponding standards of the International Labor Organization. Overtime is restricted according to local legal and contractual obligations. Employees have two days off each week, apart from exceptional circumstances and for a limited period of time. The work organization provides for rest breaks as necessary, in order not to affect the safety and health of the employees.

**Prohibition of Forced Labor**

Green Delta Insurance Company Limited does not use forced or compulsory labor, meaning all work or service which is exacted from any person under the menace of any penalty and for which the said person has not offered himself voluntarily. Also retention of identity documents from personnel upon commencing employment is forbidden.

**Freedom of Association and Collective Bargaining**

Green Delta Insurance Company Limited recognizes and respects employees' freedom of association and their right to freely choose their representatives and ensures that employee representatives do not suffer any discrimination. The company also recognizes employees' right to collective bargaining.

**Health & Safety at Work**

The company ensures that the workplace and its environment do not endanger the physical integrity or health of employees. Action to reduce the causes of accidents and improve working conditions is the object of ongoing programs. Training related to safety and health in their work occupation is provided to employees. Employees must have access to drinking water, sanitary equipment and social rooms, built and maintained in accordance with applicable legal requirements. The workplace and environment has to provide for emergency exits, fire protection equipment and proper lighting. Additionally adequate protection for non-smokers has to be provided.

**Environment**

Procedures and standards for waste management, handling and disposal of chemicals and other dangerous materials, emissions and effluent treatment shall at least meet legal requirements or exceed them.

# 1.1.2 OVERALL STRATEGIC OBJECTIVES

As a leading insurance company, we are committed to providing the best possible service for our clients.

Since the establishment of the company, we have set a number of long term strategic goals.

We are keen to achieve. On top of our goals is to build a strong loyal customer base that we always try to enrich by providing the best services at competitive costs. We have broadened our range of services over the years, in order to reach out for more customers and meet their precise needs. One of the main objectives of the company is to maintain a stable financial position in the market along with a stable growth in capital over the years. Finally, our achievements and clients speak for us, which proves that we are on the right track for more than 30 years now.

Strategies to achieve the company's business objectives Our strategic objectives are steps in the journey towards the vision what we are doing over the next few years. We will build on our core regulated business based on discipline to deliver sustainable growth and superior financial performance. Based on our vision, we have chosen to give priority to the followings that create the foundation for strong growth and focus on continuous value enhancement. We offer leading services in the fields of insurance. We deliver innovative solutions to offer customers' diverse needs for our services. The constant, ongoing development of our products and services, and corporate advisory services through subsidiaries helps us to rank among the leading insurance institutions.

We have a stable footing that should protect us from the cyclical fluctuations of the financial markets. Green Delta Insurance Company Limited has been growing organically and has also successfully integrated with its subsidiaries namely Green Delta Securities Limited, Green Delta Capital Limited,Professional Advancement Bangladesh Limited and GD Assist. As an innovative company that plays a leading role in quality, the expertise of our employees is of enormous importance as it would not be possible to implement this strategy successfully without them. Utilizing comprehensive promotion and training activities, we strive to be seen as an employer of choice at all levels on the job market

## Customer first always:

We give first priority to our customers' needs. We look at building enduring relationships even as we align a difference of opinion through the lens of supporting our customer ecosystem

## Organization above self:

We believe that individual, team and department actions must be driven by organization goals.

## Trust:

We believe that the key essence of teamwork is mutual trust. Trust is fundamental to our business and will guide all our internal as well as external interactions.

## High standards:

We believe that excellence can be achieved only by setting benchmarks that challenge our potential as an organization and as individuals.

## Shared ownership:

We believe that ownership of success or failure in achieving organizational or team goals is shared by all.

## Spirit of adventure:

Our business is characterized by the sense of uncertainty and we believe in continuous innovation and creativity to face challenges head-on.

## Respect for diversity:

We believe that diversity is our key strength and we recognize that team members have varying backgrounds, competencies and ideas and constructive action results only when opinions are aligned for common good

# 1.1.3 VALUE CREATION PROCESS

## Anchored on the well being of the nation

At Green Delta Insurance, our core purpose is to actively protect and enhance the lives of our customers for the overarching benefit of the country.

**Proactive role**
We play a proactive and leading role in improving the lives of our customers through insurance.

**Protect**
We are dedicated to the core of insurance, helping manage and mitigate risks impacting individuals and institutions.

**Augment**
At Green Delta Insurance, we are committed to create value for all stakeholder constituents.

**Human resources**
We are empathetic towards our clients' future, focused on securing their tomorrow.

## Resources and relationships

Various resources and relationships, also referred to as capitals, facilitate the continued success and performance of Green Delta Insurance. These resources and relationships validate our business model, sustain the business and enable growth. Resources and relationships have been grouped according to their connection to the organization and can be summarized as follows:

**Financial capital:** The pool of funds, obtained as premiums, available for investments.
**Manufactured capital:** Physical infrastructure available for the provision of service.
**Intellectual capital:** Knowledge capital specific to our Company and representing a core competitive advantage.
**Human capital:** Competencies and capabilities of our people and their experience to innovate.
Social and relationship capital: The relationships between our Company and communities and stakeholders.
**Natural capital:** Renewable and non-renewable environmental resources used in advancing our operations.

## Outcomes

**Financial capital:**
- Premiums 7852.64 mn over the past five years
- Return on equity of 3.70% in 2017
- Net Claims 1726.32 over the past five years

**Manufactured capital:**
- Wider coverage through omni-channel distribution network
- Increasing technology leverage for reinforcing risk underwriting and assessment capabilities
- Presence across the insurance value chain, thereby enhancing our customer servicing abilities

**Intellectual capital:**
- Strong insights into the country's insurance industry as a result of multi-decade presence
- Ability to identify product gaps and launch cutting-edge products and services
- Strong sales-force orientation to market solutions on the strength of product and industry knowledge

**Human capital:**
- Increasing focus on productivity with well-structured KRAs
- Increasing recruitment of women in the workforce
- Emphasis on meritocracy through fostering a collaborative and shared workplace environment
- Remuneration and benefits of Taka 2321.67 Million disbursed over the past five years

**Social and relationship capital:**
- Open and transparent communication with stakeholder groups, thereby creating enduring relationships
- Strong emphasis on corporate social responsibility programs and activities
- Cash Dividend distribution of Taka 624.67 mn over the past five years, representing a strong value creation program in the country's insurance industry
- CSR investments of Taka 103.82 Million over the past five years

**Natural capital:**
- Emphasis on preservation of natural resources across workplaces
- Focusing on conservation of paper through increasing leverage of electronic communication.

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# 1.1.4 BUSINESS SEGMENT REVIEW

As an organization that is engaged in developing and marketing products that cater to the insurance (non-life) needs of our customers, we largely operate a single business segment. However, our products are segregated and classified broadly across the customer segments they target, for instance individuals or corporate customers or SME clients.

In addition to this, the other large activity at our Company comprises investments, characterized by investing customer premiums such that it enables us to actively manage funds and derive a respectable yield from the investments such that we do so within the regulatory ambit as well as ensuring safety of the invested capital and liquidity for meeting claims raised by our customers.

## Retail / Individual core Insurance Segment

Under our core insurance portfolio spanning the retail / individual insurance segment, the chief products include fire insurance, marine insurance, motor insurance, health insurance, personal accident insurance, burglary insurance and Nibedita – a comprehensive insurance policy for women, among others.

At this division, we are focused on raising awareness about the positives and benefits of having an insurance security cover and, to this extent, organize a number of customer engagement and interaction sessions where our employees disseminate information on the importance of insurance and the various insurance policies in the portfolio to meet a wide range of specific needs.

At this division, we back our products with strong levels of service, especially since this segment of the customer pool is more vulnerable to risks and hazards and hence claims need to be settled within the quickest timeframes for them to recoup their losses and get their lives back on track.

We also educate customers on being proactive in managing their risks, which help them incorporate basic, everyday risk management and mitigation practices into their day-to-day lives. This fundamental awareness of risks helps them build resilience and sustainability in both their professional as well as personal lives.

We find that this segment of customers' needs to be disbursed for any claims raised by them in the quickest possible time. At our Company, we leverage our strong assessment skills to evaluate a claim and have the mechanisms in place to disburse the committed cover at the earliest. In doing this, we have identified an outstanding opportunity to showcase our superlative service with the outcome that retail and individual customers have emerged as our biggest brand ambassadors today.

Going forward, we expect to continue with three distinctive initiatives:

- One, develop and commercialize products that serve the emerging needs of our customers, aligned with our overall philosophy of ensuring 'insurance for all'
- Two, focus on expanding our distribution network / reach to go beyond the commercial centers of Dhaka and Chittagong to the semi-urban and rural pockets of Bangladesh where we have immense scope for growing the penetration of insurance
- Three, appraise each of the product segments at a granular level to identify the scope for developing sub-products

## Corporate Insurance

Our corporate insurance division caters to the comprehensive insurance needs of large corporate groups located across Bangladesh. Since we focus on catering to their large and demanding insurance needs we are proactive in our responses and, paired with competitive pricing, offer unmatched insurance propositions to this segment of the market. Some of our key products under this platform include comprehensive risk management solutions, industrial all risk insurance, property all risk insurance, electronic equipment and computer hardware insurance, professional indemnity insurance, comprehensive machinery insurance and comprehensive general liability, among others.

Large corporate customers are always sensitive to pricing and often buy insurance through the tendering process. At our Company, our robust risk projection, assessment and underwriting capabilities enable us to price the business competitively with the result that we work with some of the largest corporate houses of the country.

The corporate business is also a relationships-driven one and our sales-force at this division remain in close touch with our customers through frequent visits and interactions. We often promote the '12 cups of tea' concept where our sales representatives must visit our key customers at least once a month.

Since the corporate insurance business usually covers large sums insured, we often engage in consortium for re-insurance which protects our book in the event of large claims, restricting our exposure to our share of the cover. This enhances business sustainability. We network with reinsurers both at home and abroad.

In addition to our products, what our corporate customers have come to appreciate is our advisory solutions that have enabled them to cover their risks in the most suitable and appropriate manner. Today, we advise a large number of groups in the country on insurance and risk protection and management solutions.

Going forward, since the corporate insurance business is a relationships-driven one, we intend to stay close to customer requirements, building intimacy which makes us their preferred insurance partner. Besides, we also intend to engage in identifying opportunities for cross-selling, both in terms of products as well as companies resident in the Group.

## SME Insurance

Small and medium enterprises (SMEs) represent the backbone of industry in the country. With a large number of SME clusters operating in the country, they contribute a significant part to the industry constituent of the GDP (gross domestic product) while providing jobs and employment while also making increasing contributions in terms of taxes and duties.

At Green Delta Insurance, our SME insurance division provides a comprehensive range of products and solutions that holistically cater to SME needs and requirements. Some of our core offerings in this segment include fire and allied peril insurance, marine cargo and hull insurance, personal accident insurance, health insurance, overseas mediclaim insurance, micro insurance, micro health insurance, Nibedita, household insurance, motor insurance and comprehensive travel insurance, among others.

Typically, risk awareness among SME customers is low as they focus on scaling their business without adequate control or protection mechanisms. This enhances their vulnerability in the face of extreme events or contingencies. Hence, our primary undertaking at this segment is to raise awareness on the value of insurance for ensuring uninterrupted business as well as business sustainability among our SME clients. Building resilience is extremely critical to this segment of our customer base and insurance represents an excellent proposition for them to do so.

**At Green Delta Insurance, our SME insurance division provides a comprehensive range of products and solutions that holistically cater to SME needs and requirements. Some of our core offerings in this segment include fire and allied peril insurance, marine cargo and hull insurance, personal accident insurance, health insurance, overseas mediclaim insurance, micro insurance, micro health insurance, Nibedita, household insurance, motor insurance and comprehensive travel insurance, among others.**

Even in this context, we offer a wide range of insurance products and solutions that represent a core fit to meet SME requirements. Within the core basket of products, we offer several sub-segmented products, hence widening customer choice and enabling them to pick the right-fit product.

Our extensive tie-ups in the ecosystem represent a core advantage for our SME customers, especially relevant for our health insurance customers. For instance, we possess tie-ups with a large number of hospitals across the country that makes it easier for the employees of our SME clients to access quality healthcare in most parts of the country.

Also, with a view to popularize the concept of insurance among SMEs, we have also established tie-ups with banks and leverage their customer base to engage with potential customers. This customer outreach has enabled us to target a number of clients operating in large SME clusters across the country.

Even as we focus on finely segmenting the SME population, we have discovered sound growth opportunities in M/SMEs operated by women entrepreneurs and the general women population of the country. To cater to this customer base, we have created an exclusive product, Nibedita, which represents a holistic platform to provide holistic risk protection with a number of beneficial side benefits. Nibedita has been extremely well-received in the market and as on 31 December 2017, we had a total of 5840 Nibedita customers in the country.

Going into the future, we expect to continue to focus on refining SME insurance propositions through beneficial pricing and priority service. At this division, our belief is that we not only provide standalone insurance products but comprehensive resilience-building solutions, most necessary for the survival of these companies in the case of unforeseen events.

We also expect to augment our on-field sales-force and increasingly measure their KRAs and productivity levels in terms of customer visits as well as customer conversions. Besides, we also intend to enhance their skills and capabilities so that they can market our products on the basis of knowledge and confidence.

## Investments

For any insurance company, investing activity is core to their insurance business. Prudent deployment of capital (customer premiums collected) not only enables the Company to earn a fair return on the capital but also diversify the income base.

At Green Delta Insurance, we focus on strong, well-governed and well-controlled treasury operations that enable us to achieve three objectives out of our investment capital:

- One, earn a risk-free rate of return on the invested capital
- Two, ensure adequate systemic liquidity
- Three, operate our treasury with regards to all the norms as prescribed by regulatory authorities

As a prudent measure, we do not have any exposure of our investments into the equity markets, preferring bonds and other debt options (risk-free and highly liquid).
During the year ended 31 December 2017, we had an investment pool of Taka 5852.90 mn and earned an average rate of return of 3.57% for the year.



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# 1.1.5 CORPORATE STRUCTURE AND INFORMATION

## Registered Office

Green Delta Insurance Company Ltd.
Green Delta AIMS Tower (6th floor)
51-52 Mohakhali C/A, Dhaka 1212, Bangladesh.
Phone: 9851170 (PABX), 9851902, Fax: 9851124

**Corporate Website**
www.green-delta.com

**Email**
info@green-delta.com

**Nature of Business**
All kinds of non-life insurance business

## Subsidiaries

**Green Delta Securities Ltd.**
Green Delta AIMS Tower (2nd floor)
51-52 Mohakhali C/A, Dhaka

**Green Delta Capital Ltd.**
Green Delta AIMS Tower (3rd floor)
51-52 Mohakhali C/A, Dhaka

**Professional Advancement Bangladesh Ltd.**
Green Delta AIMS Tower (6th floor)
51-52 Mohakhali C/A, Dhaka

**GD Assist Ltd.**
Green Delta AIMS Tower (6th floor)
51-52 Mohakhali C/A, Dhaka

## Auditor

**A Quasem & Co.**
Chartered Accountants
A member firm of Ernst & Young Global Limited
Gulshan Pink City
Suite # 01-03, Level: 7
Gulshan Avenue, Dhaka, Bangladesh
Tel: (88-02) 8881824-6
Fax: (88-02) 8881822

## Corporate Governance Compliance Auditor

**S. Abdur Rashid FCS**
SARashid & Associates
Practicing Chartered Secretary
Noakhali Tower (12th floor, 13-D)
55/B Purana Paltan, Dhaka-1000, Bangladesh.
Phone: +88 02 9558796, +88 02 01726533655
E-mail: sarashid12000@yahoo.com

## Membership Local

- Bangladesh Insurance Association
- Bangladesh Insurance Academy
- Bangladesh Association of Publicly Listed Companies (BAPLC)
- International Chamber of Commerce-Bangladesh
- Metropolitan Chamber of Commerce & Industry-Bangladesh (MCCI)
- Bangladesh German Chamber of Commerce & Industry (BGCCI)
- Bangladesh Malaysian Chamber of Commerce & Industry-Bangladesh (BMCCI)
- Bangladesh Employers Federation International Network Partner
- Bangladesh Employers' Federation
- Dhaka Chamber of Commerce and Industry
- The Dhaka Chapter of Indus Entrepreneurs (TiE)
- Rotary Club of Dhaka North
- Privileged World Trade Solution Ltd.
- Dhaka Club Ltd.
- Gulshan Club Ltd.
- Junior Chamber Bangladesh
- The Federation of Chamber of Commerce and Industry
- Baridhara Cosmopolitan Club Ltd.
- Gulshan Joggers Club Ltd.

## Foreign

- United Nation(s) Global Compact
- Federation of Afro-Asia Insurer and Re-insurers (FAIR)
- Asia Insurance Review
- International Union of Aerospace ACE Insurer
- World Islamic Economic Forum (WIFE)
- Association of Insurers and Re-insurers of Development Congress (AIRDC)
- East Asian Insurance Congress (EAIC)
- Informa UK Ltd.
- Confederation of Asia-Pacific Chambers of Commerce and Industry (CACCI)
- Entrepreneurs' Organization (EO)
- Global Youth Employment Fund (GYEF)
- Total Monies
- Insurance Institution of India (III)
- Australia New Zealand Institute of Insurance and Finance (ANZIIF)
- Chartered Insurance Institute (CII)

# 1.1.6 PRODUCT DIVERSIFICATION AND INNOVATION

Diversification is the key to control risk that spreads loss exposures over a myriad of projects, products, areas, or markets. Risk Management and Insurance is the most comprehensive source of information and competitive strategies for homeowners, personal auto, and numerous other personal lines insurance policies. In order to, maximize profitability in today's insurance market- Most of the Insurance companies in Bangladesh pivot largely on traditional insurance products like Fire, Marine and Motor Insurance.

In today's penetrated competitive market we need to be upheaval and diversify our product line.

The specified product lane for Green Delta-



FIRE INSURANCE



MARINE INSURANCE



GD HEALTH INSURANCE



MOTOR INSURANCE



PERSONAL INSURANCE



BURGLARY INSURANCE



NIBEDITA COMPREHENSIVE INSURANCE POLICY FOR WOMEN

Nibedita- A personal accident insurance scheme which provides economic security to women irrespective of their income, occupation or vocation. This product is exclusively designed for women as today's women's are exposed various hazards related to the occupations and social issues. An Insurance like this might give women to think independently in terms financial protection or revive the business if she encounters any accident.

This product different from regular Personal Accident Policy in terms of its extended cover and which are

- Loss or Damage to household goods/personal effects due to fire/lightening, riots, storm, typhoon, flood, cyclone and earthquake
- Trauma Allowance in case of Rape, Road bully, robbery, acid victim
- Death during child birth or during caesarean operation at the time of child birth.

# 1.1.7 RANGE OF PRODUCTS AND SERVICES

Putting the customer at the center of whatever we do remains a key priority. In this context, we covered significant ground in 2017 to develop new ways for our key products to be leaders in the areas of providing superior customer value, experience and outcome. As a future-facing organization, we continue to explore long-term growth opportunities, including solutions to improve insurance affordability and accessibility and products and services to commercialize our expertise in the identification and management of risk.

As a Company with a longstanding reputation, we offer the broadest portfolio of insurance (non-life) products and solutions.

## Core insurance products (retail / individual)

- Fire insurance
- Marine insurance
- Motor insurance
- Health insurance
- Personal accident insurance
- Burglary insurance
- Nibedita – comprehensive insurance policy for women

## Corporate

- Comprehensive risk management solutions
- Industrial all risk insurance, including machinery insurance and business interruption
- Property all risk insurance including business interruption
- Electronic equipment and computer insurance
- Professional indemnity insurance
- Comprehensive machinery insurance
- Comprehensive general liability (CGL)
- Product and public liability insurance
- Directors and officers liability (D&O)
- Fire and allied perils insurance
- Marine cargo and hull insurance

## Financial

- Cash-in-safe, cash-in-transit and cash-on-counter insurance
- Portfolio cover
- Credit card indemnity insurance
- Bankers blanket insurance
- Bank lockers insurance
- ATM booth insurance

## Retail and SME (small and medium-enterprises)

- Fire and allied peril insurance
- Marine cargo and hull insurance
- Personal accident
- Health insurance
- Overseas mediclaim insurance
- Micro insurance
- Micro health insurance
- Nibedita – comprehensive insurance policy for women
- Household insurance
- Motor insurance
- Peoples' personal accident policy
- Comprehensive travel insurance

## Conventional

- Aviation insurance
- Automobile insurance
- Workmen compensation insurance
- Miscellaneous insurance
- Engineering insurance (erection all risk, contractors all risk, deterioration of stock and boiler and pressure vessels insurance)
- Business interruption
- Crop insurance
- Nibedita – comprehensive insurance policy for women
- Weather index-based insurance

## Investment and portfolio management services

- Underwriting
- Pre-IPO placement syndication
- Trusteeship

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# 1.1.8 MARKET FORCES AND COMPETITIVE LANDSCAPE

At Green Delta Insurance, we operate in an industry that is characterized by intense levels of competition. Often, the marketplace is guided by competitive pressures that influence prices, contracts and customer decisions. In this scenario, we differentiate our business and business model on the foundations of:

- Our broad and wide product portfolio that enhances customer choice and enables us to retain our customers, thereby strengthening persistence
- Our customer responsiveness that enables us to serve client needs and requirements with speed, surety and scalability
- Our strong liquidity positions that allow us to meet customer claims within the shortest time and as per statutory guidelines
- Our ability to price our products and services competitively that enable us to grow and retain our market share

**Our ability to successfully counter competitive industry pressures is evident in the fact that we have been able to retain our industry-leading market share of 12% of the organised non-life insurance industry for 3 consecutive years.**

Michael Porter, a leading business thinker and market strategist, developed a holistic framework that encompassed the five market forces that usually impact any organisation. These five forces include the following:

1. Buyer power
2. Supplier power
3. Threats of new entrants
4. Threat of substitute products
5. Competitive rivalry

## Market force 1:
### Buyer's power

**Definition:**
Buyer's power is described as the ability of the buyer to either influence prices or have a disproportionate influence on prices.

**Influence of buyer's power on Green Delta Insurance:** Moderate

**Strategy to face market force 1:**

- At Green Delta Insurance, we provide our customers with a strong value-add that enables us to price our products competitively, even enabling us draw premium pricing
- We back our product portfolio with strong customer service and high levels of responsiveness that not only enables us to grow and retain our market share but also create customer loyalty and persistency
- Our rich insights into market developments and the ability to forecast and project risk with a fair degree of certainty have provided a strong impetus to our underwriting capabilities, which, in turn, enable us to price risk prudently, thereby drawing a larger number of customers to our portfolio

## Market force 2:
### Supplier's power

**Definition:**
Supplier's power is defined as the ability of the suppliers to control / influence supply in the market.

**Influence of supplier's power on Green Delta Insurance:** Low

**Strategy to face market force 2:**

- At Green Delta Insurance, our suppliers, uniquely, comprise our customers who provide us with premiums
- These consolidated premiums represent customers' capital that we invest to derive returns that include investment income
- At our Company, the core of our successful and sustainable model is drawn from our unmatched underwriting skills and capabilities that facilitate us in attracting and retaining customers, anchored on our ability to appropriately price risk
- Moreover, as a services-driven business, we rely on 'knowledge' as a key supply input that enables us to capitalise on emerging opportunities faster than the other market participants. Moreover, our knowledge also helps us in developing new products by which we are able to cater to new and unique customer segments

- In view of this, we focus on attracting quality talent while retaining our existing talent pool through strong human resource strategies and market-leading compensation structures

## Market force 3:
### Threat of new entrants

**Definition**:
Threat of new entrants is high when one considers the fact that the insurance industry of the country is controlled by regulations that might be considered to be lax and open to interpretations. Besides, market participants also might be resorting to undercutting and other unhealthy and unethical practices, leading to price distortions and unprincipled customer account acquisition.

**Influence of the threat of new entrants on Green Delta Insurance:** High

**Strategy to face market force 3:**
- At Green Delta Insurance, we navigate our business within the framework of our well-defined values, principles and guidelines that encourage us to adhere to ethical behaviour and practices at all times
- Since the threat of new entrants as well as the presence of a large number of both organised and unorganised constituents is high, we have to differentiate our operating model to effectively counter and thwart competition and competitive pressures
- Through our ability to price our products competitively and ensure that we deliver the message of insurance as a robust protection and risk management tool, we are able to work towards the larger purpose of customer benefit – first and foremost
- Also, embracing the bigger picture of evangelizing the power of insurance in a country that has acute insurance under-penetration, we closely work with the regulators to evolve regulations and policies that work to benefit all the industry participants
- In effect, we choose to pursue a long-term interest that benefits the nation rather than chase a short-term target that is narrow in its scope and potential

## Market force 4:
### Threat of substitute products

**Definition**:
The threat of substitute products brought forth in the insurance industry is relatively low. However, the disruptive power of new-age insurance products that are powered by technology / digital technology is relatively high. These can represent substitute products over conventional insurance products.

**Influence of threat of substitute products on Green Delta Insurance:** Low

**Strategy to face market force 4:**
- At Green Delta Insurance, we operate in a country in which insurance premium as a percentage of GDP is in low single-digits. This in itself represents the scope to grow the value of relevant conventional products first and foremost
- Second, such products are more suitable for developed markets that are sophisticated in terms of its insurance needs and have a higher digital awareness and internet penetration
- However, Green Delta Insurance is pro-actively focusing on developing cutting-edge products and services that are relevant for a market that is transitioning to a middle-income status.
- For instance, with its Nibedita comprehensive insurance product for women that comes integrated with a smart-phone app, the Company is increasingly focusing on leveraging technology to enhance the value and offering of the product while ensuring that it is more customer facing and relevant.

## Market force 5:
### Competitive rivalry

**Definition:**
The competitive rivalry is very high in a country that is densely populated with one of the largest population numbers residing per sq. km.

**Influence of competitive rivalry on Green Delta Insurance:** Very high

**Strategy to face market force 5:**
- It is a paradox that though the country has a population of about 165-million, the penetration of the insurance industry is minuscule because of the fact that the market is largely concentrated across specific pockets of the country
- At Green Delta Insurance, as an effective strategy to thwart competition, we focus on increasingly tapping those segments of the market that are under-penetrated to meet the unmet needs of customers
- This also serves the role of enabling us to fulfill our higher purpose of reaching the value and benefit of insurance to the masses, in the spirit of democratizing insurance
- Moreover, at our Company, we possess the widest bouquet of non-life insurance products that enable us to comprehensively meet the largest range of customer requirements; this is opposed to some of the competitors only having a limited range of products

# 1.1.9 BUSINESS MODEL

## 1. Prudent management of the external context...

**ENVIRONMENTAL CHALLENGES**

- Response: Increasing awareness about insurance as a critical risk mitigation tool in the face of growing environmental threats

**DEMOGRAPHIC CHANGE**

- Response: With a large and growing young and youthful population, we are increasingly focusing on offering a large number of retail products and solutions

**MACRO-ECONOMIC CONTEXT**

- Response: Insurance can help businesses bounce back from contingencies and hence help absorb transient economic shocks

**REGULATORY CONTEXT**

- Response: We are fully-compliant with all regulatory laws and statues and propagate compliance as an intrinsic part of the culture of our organisation

## 2. Guided by our core philosophy under:

- Vision, mission and values
- Our governance framework
- Our risk mitigation philosophy
- Our growth strategies

## 3. And anchored on our core competitive strengths:

- Consolidated leadership in non-life insurance in Bangladesh
- Strong and trusted brand recall
- Deep and wide presence across the country
- Robust client retention with stable premium growth
- Strong and sustainable assets under management
- Expansive customer base with extensive distribution channels
- Professional and well-trained Group employees with strong skills and competencies

## 4. Have enabled us to dynamically govern our business:

- We develop and provide a wide range of non-life insurance products and solutions that are suitable for all segments of the country's population
- We sell insurance policies and collect premiums through a well-penetrated multi-channel approach
- We compensate beneficiaries (staying true to our underwriting commitment to risk) in the event of loss or damage
- We responsibly invest funds, as per regulatory guidelines as also ensuring safety of capital and liquidity

## 5. With valuable output and outcomes:

- Growing alignment of serving national priorities by rising up to the country's aspirations for the insurance industry
- Overarching positioning of the business to ensure meeting pressing global issues under the Strategic Development Goals (SGDs)
- Customer brand loyalty and our positioning as a preferred non-life insurance partner to a broad range of our clients
- Shareholder value creation – both in terms of potential dividends and share price appreciation
- Customer value-add in terms of our ability to offer products and services that improve the current offering and meet evolving customer needs and requirements
- Robust global re-insurance relationships and networks, protecting the Balance Sheet in the event of large claims and acting as a strong risk mitigation tool
- Strong customer loyalty drawn from satisfaction and retention, thereby providing business stability and sustainability
- Focused on greater contribution from niche and emerging sectors, including crop insurance and retail insurance, that would help diversify segmental, geographic as well as premium concentration risks
- Focus on talent management, ensuring adequate growth of human resource skills and competencies
- Emphasis on the improvement in the efficiency of our sales force and the effectiveness of their ability to engage with the customer

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- Greater workplace diversity has ensured the increasing representation and participation of women in the work force

Empowered by a sense of purpose, at Green Delta Insurance, our strategy is anchored on leveraging our market leadership in general insurance (non-life) and risk management to create superior value for our stakeholder ecosystem comprising customers, partners, employees, shareholders and the community at large.

Our work to create value for all these groups is captured in how we help people, businesses and communities manage risk and recover from the hardship of loss, helping build safer, stronger and more resilient communities.

## OUR STAKEHOLDER ECOSYSTEM

**FUNDS (CAPITAL) PROVIDERS**
- Banks and financial institutions
- Customers (in terms of premiums)
- Strategic investors, including multilateral agencies

**CORE RESOURCES**
- Funds under management
- Human resources and our intellectual capital
- Relationships with key stakeholder groups
- Natural and other resources
- Regulatory alignment and policy incentives

**KEY ACTIVITIES**
- Design and create relevant insurance products
- Market insurance products to customers / customer groups
- Engage in prudent risk underwriting to balance customer interests and profitability aspirations
- Assess and evaluate loss and disburse the value of the underwritten risk in the event of claims
- Invest customer funds (premiums) responsibly
- Adhere to statutory guidelines and regulatory requirements
- Engage in social responsibility and environmental preservation / sustenance activities

**CLIENTELE**
- Individual customers
- Retail customers
- Corporate customers, including SME clients (manufacturing and service industries)

**DISTRIBUTION CHANNELS**
- On-ground sales-force
- Agent / agency tie-ups
- Branches
- Bancassurance (distributor tie-ups with select banks)

**REVENUE STREAMS**
- Customer premiums
- Fees and commissions
- Yields on invested capital

**KEY COST HEADS**
- Staff salary and welfare costs
- Interest expenses
- Agent fees
- General administrative expenses

**At Green Delta Insurance, our core value proposition comprises strategic and prudent underwriting and loss evaluation and claims disbursement. In doing so, we enhance customer competitiveness in managing one of the most critical components of their business – risk.**

# 1.1.10 BUSINESS **ETHICS**

As a front line insurance Company and a market leader, Green Delta Insurance is focused on operating its business ethically and in conformance with the highest levels of governance. As a responsible corporate, we take a long-term view of the business and anchor our growth strategies and sustainability aspirations on the pivot of long-range value creation.

## Our Business Ethics

As an organisation founded on principles, at Green Delta Insurance, we go beyond the statutory and mandatory requirements to focus on building an enduring institution that is forthright, sustainable, transparent, meritocratic and an indispensible part of our customer's risk management aims and objectives.

## Our Emphasis on Valuing our Human Resources

At Green Delta Insurance, we consider our human resources to be our biggest asset. They enable us to meet our goals and targets and they are our biggest brand ambassadors. We fully commit to the international human rights framework outlined by the United Nations and take all possible steps to ensure a harmonious and cohesive work environment that is free from any sort of violation of human rights.

## Commitment to our Covenants

As a customer-facing business that is driven by the fine print in contracts and covenants, at Green Delta Insurance, we ensure that our policy wordings and clauses are lucid, well-structured and easy to comprehend with little scope of ambiguity. This in itself represents not only our commitment to business ethics and principles but something equally important – our commitment to the true spirit and ethos of insurance.

## Regulatory Stewardship

At Green Delta Insurance, as a Company that is entrenched in the country's insurance sector, positioned as the market leader in non-life insurance, we are committed to embracing the highest levels of regulatory and statutory rules. Besides, we are often the point of reference on advising on policy papers and draft circulations and draw pride in outlining frameworks that work in the best interests of the industry.

## Our Product Construct

At Green Delta Insurance, our insurance products have a unique construct in the sense that they are designed to provide the maximum protection and benefit to our customers. This ensures that they derive the full value of our insurance capabilities. Moreover, our ethical product construct has been recognised by our customers with the outcome that we continue to sustain our leadership position in the country's non-life insurance business despite growing competitive intensity.

## Our Focus on 'insurance for all'

At Green Delta Insurance, as a Company that is as much of a socialist as a capitalist, we are focused on reconciling the benefits of insurance with the larger purpose of enabling our customers and their businesses bounce back from a setback. This helps in building resilience and buoyancy, key aspects of fostering national growth and development.

## Insurance Emphasis on the Vulnerable

As a Company that wholeheartedly supports the charter that highlights the United Nation's Strategic Development Goals (SDG), we are focused on leveraging insurance to maximize benefits for the vulnerable sections of the community. Take the example of women. Though they represent almost half of the country's population, they are more vulnerable to risks inflicted by the society. Hence, our insurance products are designed to help our women customers protect themselves from risk, while finding their rightful place in the society.

## Meritocracy and Fairness

Being an ethical organisation demands from us that we treat all our employees with respect. Hence, we value work ethics, ideas, hard work, loyalty and customer focus above all else. In this sense, we are a meritocratic organisation that also believes in fair compensation

**As an organisation founded on principles, at Green Delta Insurance, we go beyond the statutory and mandatory requirements to focus on building an enduring institution that is forthright, sustainable, transparent, meritocratic and an indispensible part of our customer's risk management aims and objectives.**

without any discrimination. It is also a conscious focus on have a larger representation of women in our workforce and today, we have a significant number of women employees working across all organisational levels.

## Workplace Safety

At Green Delta Insurance, we foster a friendly, sociable and cordial work environment that thrives on the spirit of collaboration. Besides, we ensure that our staff feels safe while working across our pan-Bangladesh premises even as we have strong and time-tested mechanisms in place to thwart any kind of issues that threaten workplace safety and security.

## Privacy and Confidentiality

We value privacy and confidentiality and expect our staff to treat sensitive company information with sensitivity and discretion. Moreover, as per our agreements with regulatory bodies, we disclose any sensitive information as soon as it is occurs and prohibit the use of company information for personal gains through having strong control and governance mechanisms in place.

## Data Protection

In a world where data protection is often the subject of intense discussion, we value our customer data and guard and protect our database from breaches at all times through having firewalls and other data protection hardware and software. We are also focused on owing our customer data and never disclose the same for any third-party gains.

## Intellectual Property

We value our intellectual property and consider it to represent a robust competitive advantage. Our ideas, insights, know-how and R&D are important to our continued success and we have laws in place that ensures the protection of our intellectual property. We also have adequate employee retention tools in place that keep our staff engaged, motivated and loyal.

## Environmental Preservation

It is estimated that 3,000 sheets of paper cost us one tree. In a world with shrinking resources, we have the highest regards for environmental sustenance and preservation. Across our offices, we encourage the preservation of natural resources like water, paper and electricity and our staff is sensitized on the proper usage of these precious resources and environmental preservation, thereby minimising any unwanted wastages.

## Bookkeeping Procedures and Standards

At Green Delta Insurance, we have the highest regard for transparency and accuracy in bookkeeping with a focus on recording all business transactions in complete adherence to the applicable Bangladeshi laws and regulations, financial reporting standards, good accounting practices and policies as well as ensuring a trail through strong documentation practices.

## Ethics in Managing Competition

At Green Delta Insurance, we are committed to ethical behavior in facing competition and we differentiate ourselves from competitors through our focus on leveraging product innovation and staying true to the spirit and philosophy of insurance. Moreover, our strong customer service and responsiveness enables us to remain as the preferred insurance partner for a vast number of customers in Bangladesh.

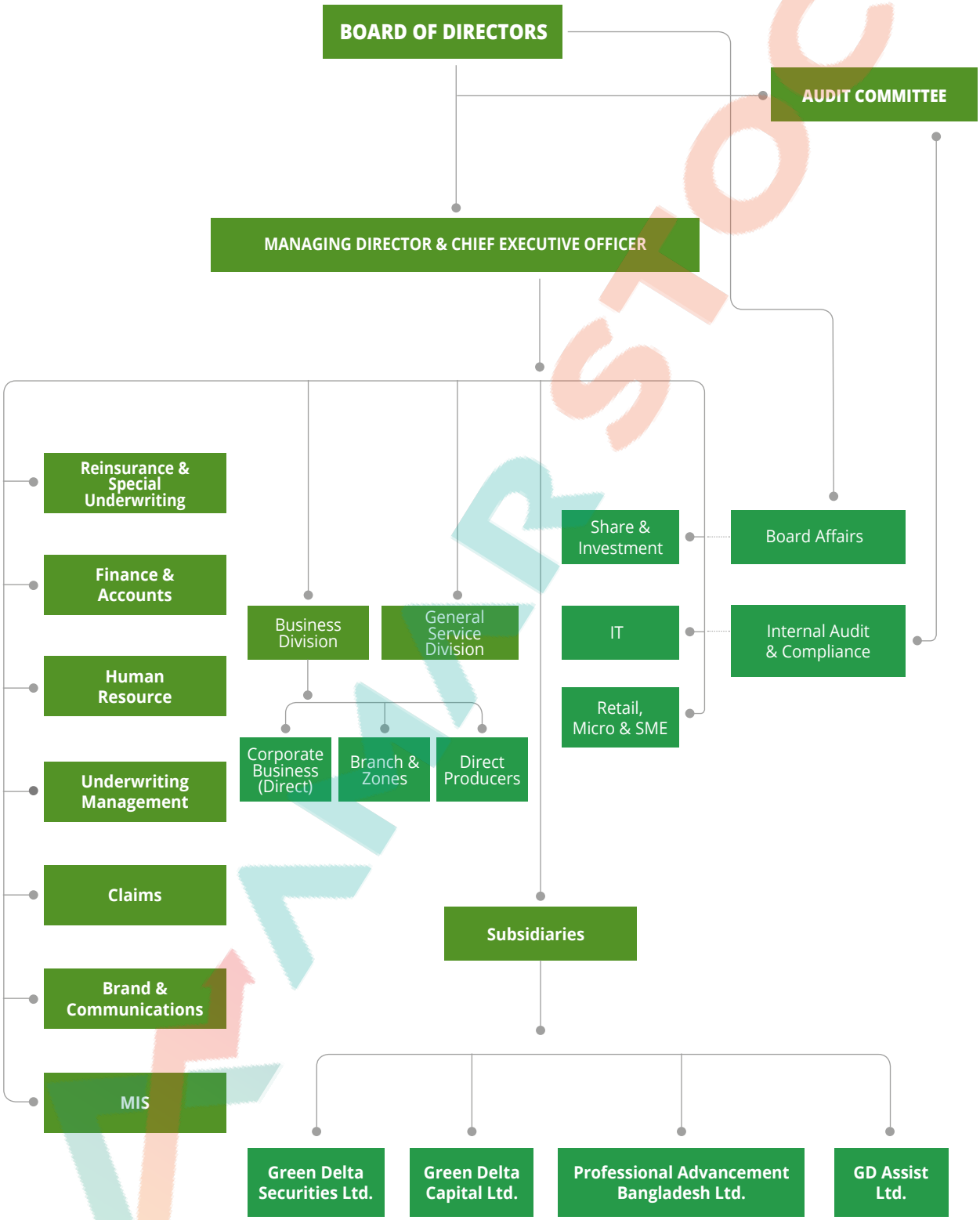
## Anti-Corruption

At Green Delta Insurance, we are opposed to all forms of corruption and it conflicts with our values and our very approach to business. We have stringent procedures in place that prevents corruption and bribery of any sort.

## Apolitical Character

At Green Delta Insurance, we are an apolitical organisation and do not have any political ideologies except those that are good for the business and good for the citizens of the country. Operating in a democratic country, we encourage our employees to exercise their fundamental right to vote and do not profess to influence anyone in terms of their political beliefs and ideas.

# 1.1.11 CORPORATE ORGANOGRAM

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# 1.1.12 GROUP CORPORATE STRUCTURE

GREEN DELTA INSURANCE

## A WALK THROUGH TO GREEN DELTA

- GDIC was incorporated in December 14, 1985 as a public limited company,
- 1st Insurance Company in Bangladesh to have equity partnership with International Finance Corporation (IFC) of World Bank Group

**Asset size (Million)- BDT 9850**
**Premium (Million)- BDT 3293**

## SUBSIDIARY

**Green Delta Securities Limited**

- Offers a full-fledged global standard brokerage services for retail and institutional clients.
- aims to provide the best Financial Services with new and innovative investment products for the capital market investors.
- Manages US based frontier fund.
- Focused on segment wise customers e.g. students, NRB and female, High Net worth Individual.

**Green Delta Capital Limited**

- Full-fledged Merchant Bank offering conventional merchant banking activities and also one stop global standard Investment Banking solution to its valued clients
- Proven track record of arranging, structuring and executing deals
- Green Delta Capital Limited is one of the proud "PPP Financing Partner"
- Working relentlessly to improve the Socio Economic prospects of the Nation with sustainable employment creation
- GDCL focus on environment friendly projects with value creation for the society

**Professional Advancement Bangladesh Limited**

- A premier institution brought forward by Green Delta Insurance Company to set the standard for providing world class insurance education and training facilities in Bangladesh in association with world renowned Chartered Insurance Institute (CII) UK.
- It aims to provide effective training programs in constructing a more conducive learning environment for the different kinds of workforce in Bangladesh.

**GD Assist Limited**

- Most Professional and largest healthcare management and medical tourism company.
- Provides value added services in the healthcare sectors by means of setting doctor appointments at the best hospitals, Logistics support, Global Emergency Medical Evacuation, VISA assistance, Air Ticket, Hotel & Accommodation, Ground Transportation etc.

## CSR-CULMINATION

- Winter clothing distribution.
- Flood donation: donated to the PM's Fund from employees one day salary and Management Fund.
- Joye Nirbhoye- A basic training held for self-defense.
- Refugee Crisis-donated to the cause.

**Total expenditure incurred in -year 2017 for CSR – BDT 82 (mn)**

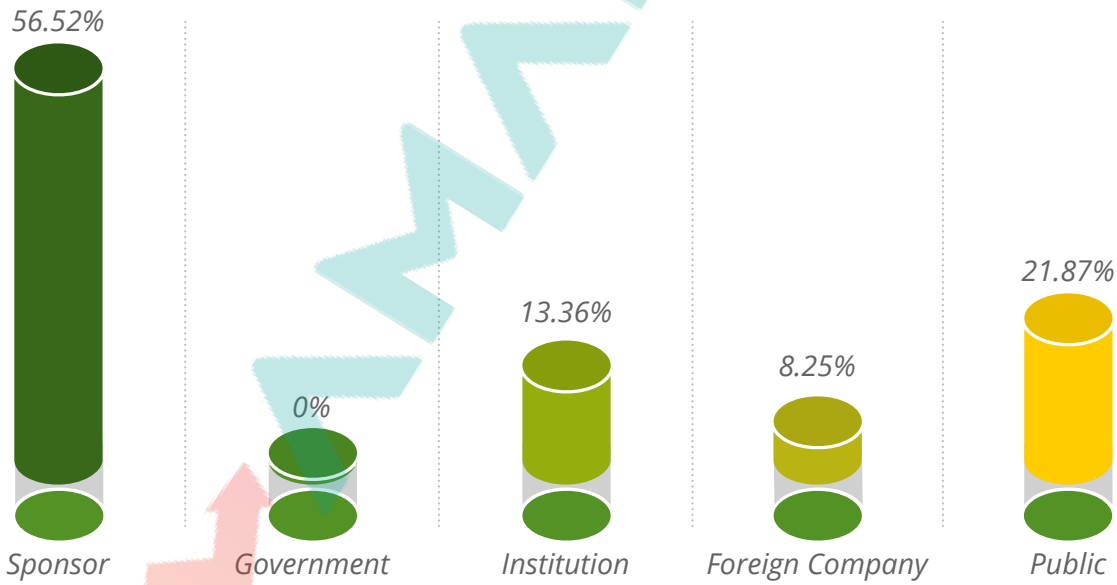
# 1.2.1 SHAREHOLDING COMPOSITION

**Share Holding Composition**
As on 31st December,2017

| Types | % Percentage |
|---|---|
| Sponsor | 56.52 |
| Government | 0 |
| Institution | 13.36 |
| Foreign Company | 8.25 |
| Public | 21.87 |
| **Total :** | **100** |

## Shareholding Composition

*As on 31st December,2017*

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# 1.2.2 5 YEARS' PERFORMANCE

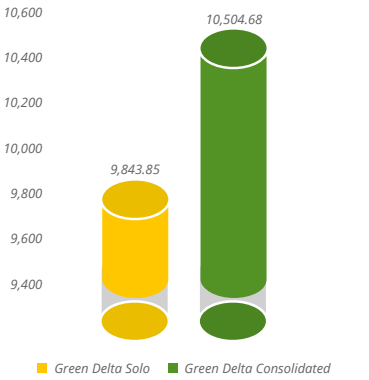
Figure BDT in Million

| PARTICULARS/YEAR | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|---|
| Gross Premium Income | 3,293.55 | 3,163.27 | 3,015.63 | 2,681.37 | 2,613.45 |
| Net Premium Income | 1,524.35 | 1,322.03 | 1,254.47 | 1,222.27 | 1,316.99 |
| Net Claims | 371.15 | 334.48 | 301.49 | 346.61 | 372.60 |
| Underwriting Profit | 399.96 | 385.16 | 306.18 | 305.99 | 288.16 |
| Investment Income | 208.94 | 181.34 | 212.48 | 220.74 | 204.06 |
| Profit before Tax | 307.8 | 303.53 | 279.52 | 290.65 | 304.81 |
| Profit after Tax | 243.1 | 248.58 | 230.3 | 239.25 | 248.71 |
| Paid up Capital | 806.91 | 806.91 | 806.91 | 733.55 | 637.87 |
| Share Holder's Equity | 6,412.19 | 5,643.42 | 5,692.23 | 4,852.92 | 4,422.41 |
| Total Liabilities | 3,431.66 | 2,944.82 | 1,968.24 | 1,746.43 | 1,882.91 |
| Total Reserves | 5,203.88 | 4,461.79 | 4,497.15 | 3,684.88 | 3,294.48 |
| Total Assets | 9,843.85 | 8,588.24 | 7660.46 | 6,599.35 | 6,305.32 |
| Total Investment | 4,210.11 | 3,492.29 | 3,279.29 | 2,391.63 | 2,197.01 |
| Fixed Assets | 2,179.87 | 2,212.33 | 2,236.99 | 2,084.34 | 2,039.82 |
| Earnings per Share (EPS) Taka | 3.01 | 3.08 | 2.85 | 3.26 | 3.69 |
| P/E Ratio (Times) | 20.38 | 16.13 | 18.82 | 22.73 | 25.73 |
| Book Value per Share (NAVPS) | 79.47 | 69.94 | 70.54 | 66.16 | 71.23 |
| Market Value Per Share (Taka) | 61.4 | 49.70 | 53.70 | 74.10 | 94.90 |
| Required Solvency Margin | 401.07 | 390.18 | 364.94 | 331.15 | 334.09 |
| Available Solvency Margin | 3,407.01 | 4,001.00 | 3,957.54 | 3,560.39 | 3,265.33 |
| % of Dividend Paid ( Cash) | 20% | 20% | 25% | 15% | 15% |
| % of Dividend Paid ( Stock) | - | - | - | 10% | 15% |

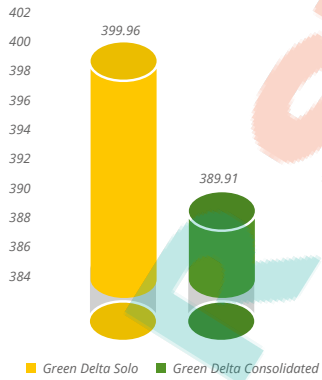
# 1.2.3 SEGMENT ANALYSIS

| Particulars | Green Delta Solo | Green Delta Consolidated |
|---|---|---|
| Operating Revenue (Million Taka) | 399.96 | 389.91 |
| Profit before tax (Million Taka) | 307.78 | 382.41 |
| Total Assets (Million Taka) | 9,843.85 | 10,504.68 |

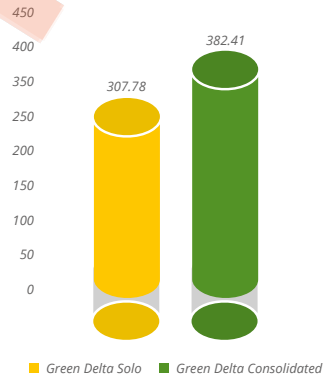
**Total Assets** *BDT in Million*




**Operating Revenue** *BDT in Million*

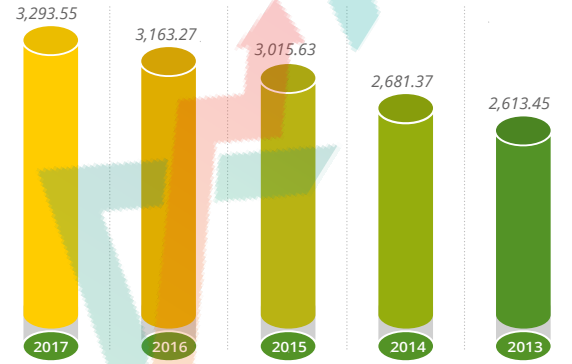



**Profit Before TAX** *BDT in Million*

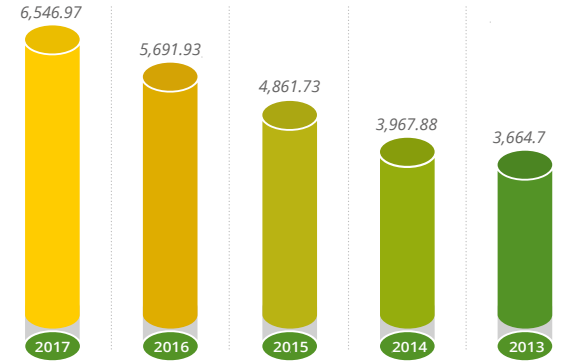



# 1.2.4 HORIZONTAL AND VERTICAL ANALYSIS

**Gross Premium** *BDT in Million*




**Current Assets** *BDT in Million*

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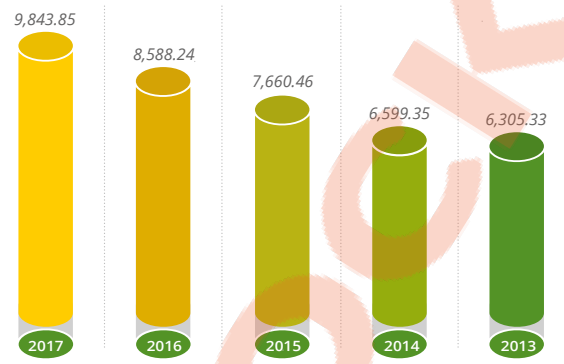
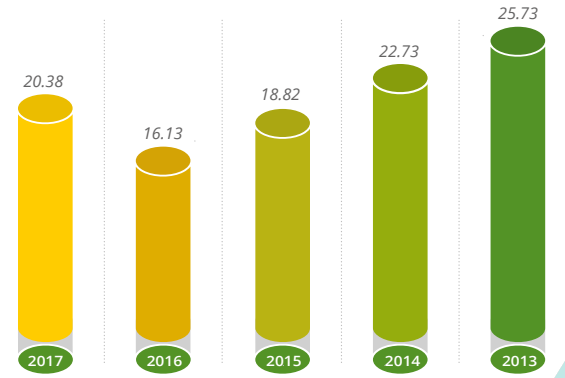
## Net Assets *BDT in Million*



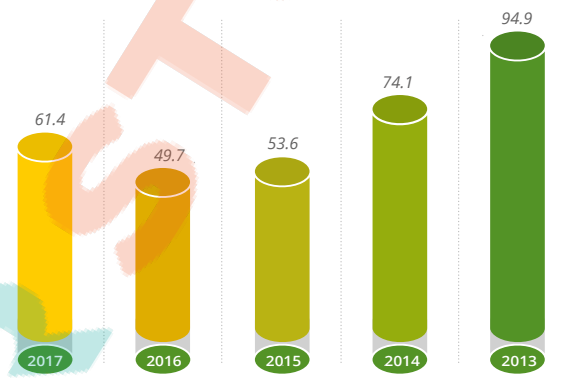

## Total Assets *BDT in Million*



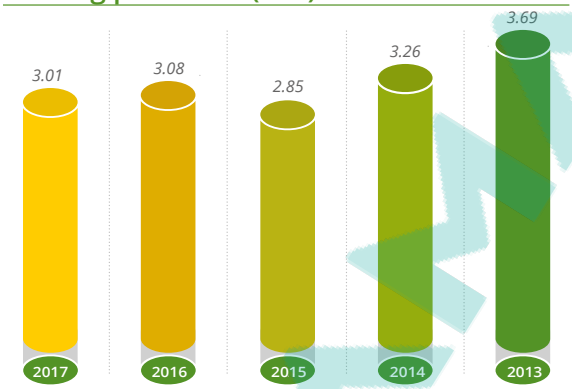

## P/E Ratio



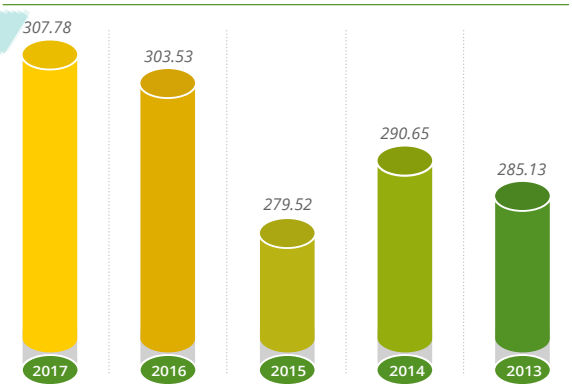

## Market Value Per Share



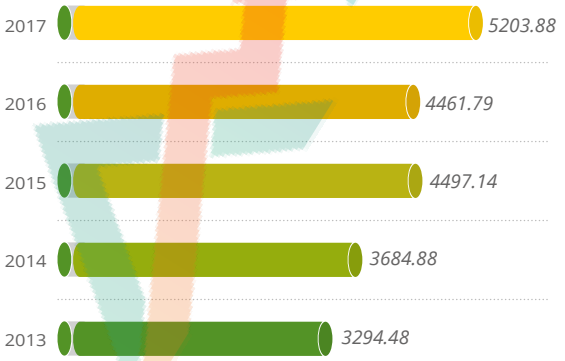

## Earning per Share (EPS)



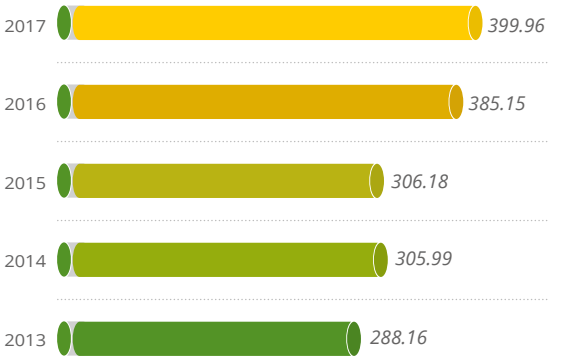

## Profit Before Tax *BDT in Million*



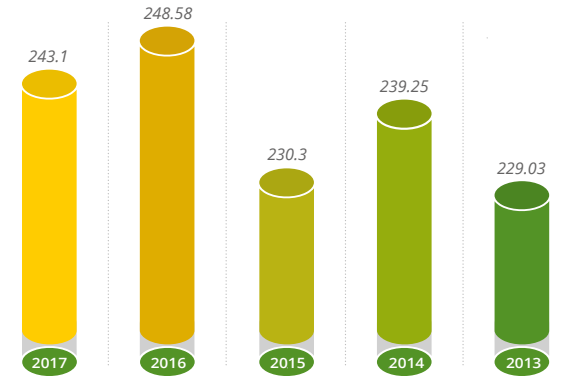

## Total Reserves *BDT in Million*



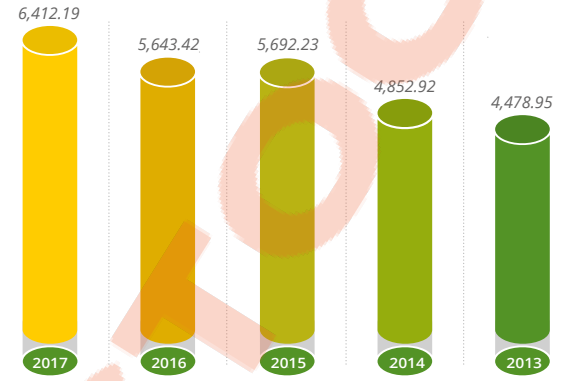

## Underwriting Profit *BDT in Million*



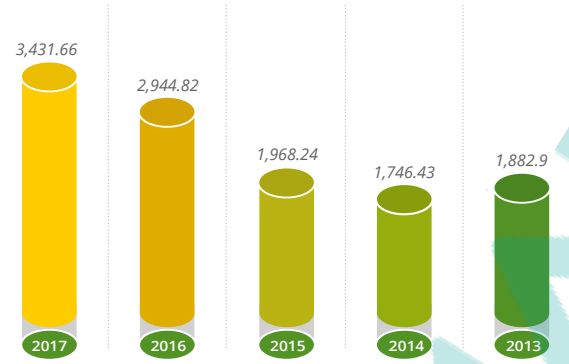
## Profit After Tax *BDT in Million*



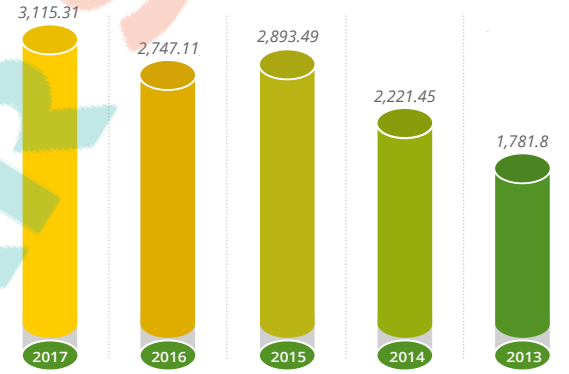

## Shareholders' Equity *BDT in Million*



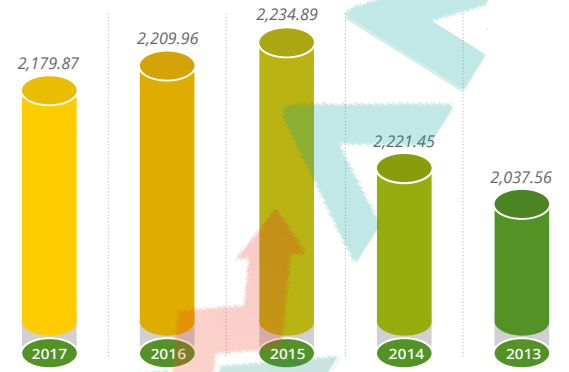

## Current Liability *BDT in Million*




## Net Current Assets *BDT in Million*




## Property Plant & Equipment *BDT in Million*

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# 1.2.5 GEOGRAPHICAL PRESENCE OF GDIC

**01. Green Delta Insurance Co. Ltd.**
Principal Branch
Green Delta Aims Tower (6th floor)
51-52, Mohakhali C/A
Dhaka -1212
Tel : 9851163, Fax-9851164
Mob: 01711-526-196
pbd@green-delta.com

**02. Green Delta Insurance Co. Ltd.**
Gulshan Branch
Sheba House (Northern Side) 2nd floor
House No.34, Road No.46
Gulshan-2, Dhaka-1212
Tel: 885-4257, 01714-094-154
gln@green-delta.com

**03. Green Delta Insurance Co. Ltd.**
Imamgonj Branch
77/3, Moulvibazar (2nd Floor)
Lalbagh, Dhaka
Tel: 731-1681, 01711-623-107
img@green-delta.com

**04. Green Delta Insurance Co. Ltd.**
Elephant Road Branch
Pearson Tower(4th Floor)
299, Elephant Road
Dhaka
Tel: 586610892, Fax-9669421
01711-679-039
epn@green-delta.com

**05. Green Delta Insurance Co. Ltd.**
B.B. Avenue Branch
Green White Bhaban(4th Floor)
28, Bangabandhu Avenue
Dhaka-1000
Tel: 7126095, Fax-7122036
Mob: 01711-541-670
naw@green-delta.com

**06. Green Delta Insurance Co. Ltd.**
Kawranbazar Branch
The Dhaka Trade Center (5th floor)
99, KaziNazrul Islam Avenue
Dhaka
Tel: 912-4450,01911-344-706
Fax: 8115210
kaw@green-delta.com

**07. Green Delta Insurance Co. Ltd.**
Dhaka EPZ Branch
Hasan Apartment Ganak Bari
Savar, Dhaka
Tel: 7788346, Fax-7789198
depz@green-delta.com

**08. Green Delta Insurance Co. Ltd.**
Uttara Branch
Sophia Villa
House No. 38 (2nd floor)
Road No. Garib-E- Newaz Avenue
Sector No. 11, Uttara Model Town
Dhaka-1230
Tel: 893-3826 (Phone & Fax)
01715-424-434, 8991229
utr@green-delta.com

**09. Green Delta Insurance Co. Ltd.**
Narsingdhi Branch
Mijan Market (2nd floor)
C & B Road
Narsingdi Bazar. Narsingdi.
Tel: (0628) 9462014, 01711-676-000
nsd@green-delta.com

**10. Green Delta Insurance Co. Ltd.**
Principal Branch
Makka Madina Trade Center (3rd Floor)
78, Agrabad C/A, Chittagong
Tel: (031) 716-233,723-491
01711-819-474
pbc@green-delta.com

**11. Green Delta Insurance Co. Ltd.**
Khatungonj Branch
Khatungonj Trade Center (4th Floor)
Ramjoy Mohajan Lane, Khatungonj
Chittagong
Tel:(031) 622002, 01819-317-664
Fax: (031) 622-360
ktg@green-delta.com

**12. Green Delta Insurance Co. Ltd.**
Sylhet Branch
Madhuban Super Market(3rd Floor)
Bandar Bazar, Sylhet
Tel: (0821) 7728230
01711-356-447
syl@green-delta.com

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13. **Green Delta Insurance Co. Ltd.**
Mohakhali Branch
Red Crescent Concord Tower (2nd floor)
17, Mohakhali C/A, Dhaka
Tel: 881-3634,01711-819-481
Fax – 8828065
mkh@green-delta.com

14. **Green Delta Insurance Co. Ltd.**
Narayangonj Branch
ECHO Tower (2nd Floor)
20/2, S.M. Maleh Road, Tanbazar, Narayangonj
Tel: 7633945, 01819-195-658
ngj@green-delta.com

15. **Green Delta Insurance Co. Ltd.**
Barisal Branch
58, Munnu Super Market
Katpatty Road, Barisal
Tel: (0431) 63367, 01714-094-320
bsl@green-delta.com

16. **Green Delta Insurance Co. Ltd.**
Pirojpur Branch
Post Office Road, Pirojpur
Tel: (0631) 62837,01711-819-482
prp@green-delta.com

17. **Green Delta Insurance Co. Ltd.**
FFaridpur Branch
Bari Plaza, 91, Thana Road, Faridpur
Tel: (0631) 64313, Mob:01711341050
fpr@green-delta.com

18. **Green Delta Insurance Co. Ltd.**
Jessore Branch
17, Netaji Subash Chandra Road
Gari Khana, Jessore
Tel: (0421) 68737, 01711-819-470
jsr@green-delta.com

19. **Green Delta Insurance Co. Ltd.**
Noapara Branch
Yeasin Plaza (2nd Floor)
Noapara, Jessore
Tel: 01714-094-152
npr@green-delta.com

20. **Green Delta Insurance Co. Ltd.**
Moulvibazar Branch
Lake View Building
36, Sreemongal Road, Moulvibazar
Tel: 01716-441-222

21. **Green Delta Insurance Co.Ltd.,**
Habigonj Branch,
Cinema Hall Road Point (1st Floor), Habigonj
Tel: 01711-861-135

22. **Green Delta Insurance Co. Ltd.**
Dinajpur Branch
Gonesh Tola ,Dinajpur
Tel: (0531) 63373, 01714-090-481
dnj@green-delta.com

23. **Green Delta Insurance Co. Ltd.**
Pabna Branch
Abdus Sattar Biswas Market (1st Floor)
Traffic More
Abdul Hamid Road
Pabna
Tel: (0731) 64709, 01711-819-472
pbn@green-delta.com

24. **Green Delta Insurance Co. Ltd.**
Rajshahi Branch
Holding No.381 (2nd Floor)
Shaheb Bazar, Monichattar
Sonadigir More, Ghoramara
Boalia, Rajshahi
Tel: (0721) 77176, 01714-022-151
raj@green-delta.com

25. **Green Delta Insurance Co. Ltd.**
Rangpur Branch
Mansur Bhaban(2nd Floor)
Station Road,Rangpur
Tel: (0521) 65997, 01714-094-150
rng@green-delta.com

26. **Green Delta Insurance Co. Ltd.**
Bhairab Branch
Cinema Hall Road
Bhairab, Kishorgonj
Tel: 01817052957
brb@green-delta.com

27. **Green Delta Insurance Co. Ltd.**
Green Delta Insurance Co. Ltd.
Khulna Branch
1, P.C. Road Road, Khulna
Tel: (041) 720063, 01711-814-066
kln@green-delta.com

28. **Green Delta Insurance Co. Ltd.**
Kushtia Branch
Lovely Tower (7th Floor)
Room No.7F-4
55/1, Sirauddowla Road, Kushtia
Tel: (071) 73108, Mob:01719-572295
kst@green-delta.com

29. **Green Delta Insurance Co. Ltd.**
Madaripur Branch
Amin Super Market,Puran Bazar, Madaripur
Tel: 01714-094-165
mdr@green-delta.com

30. **Green Delta Insurance Co. Ltd.**
Bogra Branch
Hafiz Bhaban
Kabir Market, Boro Gola Road, Bogra
Tel: (051) 666-77, 01714-094-151
bog@green-delta.com

31. **Green Delta Insurance Co. Ltd.**
Chaumuhani Branch
Haque Mansion (2nd Floor)
Feni Road,Chaumuhani,Noakhali
Tel: (0321) 51538,01711-819-480
chu@green-delta.com

32. **Green Delta Insurance Co. Ltd.**
Mirpur Branch
Central Plaza (6th Floor)
231, Sen Paraparbata
Mirpur Circle-10, Dhaka
Tel: 9009923, Fax-8031575
Mob: 01714-094-312
mpr@green-delta.com

33. **Green Delta Insurance Co. Ltd.**
Dilkusha Branch
Hadi Mansion (6th Floor)
2, Dilkusha C/A, Dhaka-1000
Tel: 9550697, 9578798
Mob: 01713-000-070
dil@green-delta.com

34. **Green Delta Insurance Co. Ltd.**
Mymensingh Branch
6, Sawdeshi Bazar, Mymensingh
Tel: (091) 67308,
Mob: 01611682386
01711682386
mym@green-delta.com

35. **Green Delta Insurance Co. Ltd.**
Tangail Branch
Hazi Mansion (2nd Floor)
Kalibari Road, Adalatpara, Tangail
Tel: (0921) 53436, 01713-060-014
tgl@green-delta.com

36. **Green Delta Insurance Co. Ltd.**
Chandpur Branch
Mir Shopping Complex
J.M. Sen Gupta Road, Chandpur
Tel: (0841) 65663, Mob:01714103698
cdr@green-delta.com

37. **Green Delta Insurance Co.** Ltd.
Comilla Branch
Kazi Tower (3rd floor)
Bajrapur, Rajgonj, Comilla
Tel: (081) 65223, com@green-delta.com

38. **Green Delta Insurance Co. Ltd.**
Kakrail Branch
Rupayan Karim Tower(8th Floor)
Apartment No.8/A
80, V.I.P. Road, Kakrail, Dhaka
Tel: 9357210, Fax-8332980
Mob: 0192-838-113
krl@green-delta.com

39. **Green Delta Insurance Co. Ltd.**
Syedpur Branch
Amin Plaza (2nd Floor)
Shaheed Doctor Haque Zikrul Road
Syedpur
Mob: 01190-708-465
parasite¬_27@yahoo.com

40. **Green Delta Insurance Co. Ltd.**
Dhanmondi Branch
KB Square (7th Floor)
736, Satmosjid Road
9/A Dhanmondi R/A,
Dhaka-1205
Cell # 01914-602149

41. **Green Delta Insurance Co. Ltd.**
Badda Branch
GA-131/2 (3rd Floor)
Middle Badda, Pragati Sarani
Dhaka-1212
Cell # 01766-684-510
01711-075-966
bdd@green-delta.com
rezaul@green-delta.com

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# 1.2.6 AWARDS AND RECOGNITIONS

## Green Delta Insurance receives AAA credit rating for 4 years in a row

For the 4th consecutive year, Green Delta Insurance Company Limited has achieved AAA rating from Credit Rating Agency of Bangladesh (CRAB). Green Delta Insurance is the only non life Insurance Company in Bangladesh to have received this prestige.

At the Credit Rating handover ceremony Managing Director and CEO of Green Delta Insurance Farzana Chowdhury ACII (UK) received the rating documents from the Managing Director of CRAB Hamidul Huq in presence of the Founding Managing Director and Advisor OF Green Delta Insurance Mr. Nasir A Choudhury. Other senior officials from the respective organisations were also present.

This marks a significant achievement not only for Green Delta but also for the whole Insurance industry of Bangladesh.




## Green Delta Insurance receives ICMAB Best Corporate Award as the Winner in Insurance category

Green Delta Insurance receives the First Prize in Insurance Category at the ICMAB Best Corporate Awards 2016. Managing Director & CEO of Green Delta Insurance Chartered Insurer Ms. Farzana Chowdhury ACII (UK) received the award from Chief Guest Honorable Finance Minister of People's Republic of Bangladesh Mr. Abul Maal Abdul Muhith MP.



## Green Delta receives First Prize in ICSB Corporate Excellence Award in Insurance Category

Green Delta Insurance received the Gold Award in the Insurance Category at the ICSB Corporate Excellence Award. Honourable Commerce Minister of People's Republic of Bangladesh, Mr. Tofail Ahmed MP was the Chief Guest of the Ceremony and handed over the crest to the winners. Managing Director & CEO of Green Delta Insurance Ms. Farzana Chowdhury received the crest from the chief guest. Mr. Shubhashish Bose, Hon'ble Secretary, Ministry of Commerce, Bangladesh Government attended the ceremony as the special guest.

This is the third time in a row Green Delta Insurance received this prestigious award from ICSB. Green Delta Insurance has always been practicing strong corporate governance in their organization through their regular activities.



## Nasir A. Choudhury honored with Mother Teresa International Award

Mr. Nasir A. Choudhury, Founding Managing Director & Advisor of Green Delta Insurance, a legendary leader of Bangladesh Insurance Industry, who's also a renowned Social Worker/Philanthropist, received the prestigious "Mother Teresa International Award" for his contributions as a Social Worker for past so many decades. The award giving ceremony was held in Kolkata, India on 16th April, 2017. Justice Shyamal Sen, Former Governor of West Bengal and Former Chief Justice of Calcutta High Court and Allahabad High Court handed over the award to Mr. Nasir A Choudhury at the ceremony. Other recipients of the award from Bangladesh were Mr. Matlub Ahmed, FBCCI President & Prominent Singer Shuvro Dev. The ceremony was organized by Mother Teresa International Award Committee.




## Farzana Chowdhury awarded by SAARC Women's Association Dhaka for her Services in Insurance Sector

Farzana Chowdhury ACII (UK), Chartered Insurer and Managing Director & CEO of Green Delta Insurance, received an Award from SAARC Women's Association Dhaka for her Services in Insurance Sector. She was awarded at the Event titled 'Women in Progress' held on the occasion of International Women's Day 2017.

Chief Guest of the event was H.E Ms. Yasoja Gunasekera, High Commissioner of Srilanka to Bangladesh. Special guest of the event was Justice Kashefa Hossain, Hight Court Division, Supreme Court of Bangladesh. H.E. Marcia Stephens Bloom Bernicat, US Ambassador in Bangladesh participated the event. President of SAARC Women's Association Dhaka Ms. Shaheen Khan was also present at the event.



# 1.2.7 EVENTS AND HIGHLIGHTS OF 2017




## Green Delta settles crop insurance claim of Renaissance in Khulna

Green Delta Insurance, the first AAA rated and leading non-life insurance company of the country, initiated Agriculture Insurance with the support of International Finance Corporation and is working with USAID's Agriculture Value Chains (AVC) DAI Project. Green Delta insurance extended Weather Index based Insurance coverages to the 200 tomato farmers of Chitolmari, Bagerhat with assistance from Renaissance Enterprise, an Input Farm working with AVC DAI.



## Green Delta Insurance Company Limited and East West University sign MoU

Green Delta Insurance Company Limited and East West University signed a Memorandum of Understanding at EWU campus. Under this agreement, both the parties will work together to promote the MBA/EMBA major in 'Insurance and Risk Management' program in East West University. Also GDIC will provide scholarship to a number of deserving meritorious students majoring in the above mentioned subject and selective internship opportunities to EWU graduates. GDIC and EWU also agreed on organizing seminars/workshops to build awareness of the overall insurance industry through motivating the students to consider this industry while choosing their career path.

Managing Director & CEO of GDIC and Chartered Insurer Ms. Farzana Chowdhury ACII (UK) and Vice Chancellor of EWU Professor M. M. Shahidul Hassan, PhD signed the MoU on behalf of both the parties.




## Green Delta Signs MoU with ICT Division of Bangladesh Government for Digitalization of Insurance for the first time in the country

Green Delta Insurance signed a Memorandum of Understanding with the Information & Communications Technology (ICT) Division of Government of Bangladesh. Under this MoU, both GDIC and ICT Division will work together to promote the access to insurance services and educate mass about insurance through technology. This MoU will heavily support the movement of Digital Insurance. Also the national help desk (#999) will be integrated with Nibedita which is a comprehensive insurance scheme for women by Green Delta Insurance. Honorable State Minister for ICT Division Mr. Zunaid Ahmed Palak MP was present at the ceremony. Ms. Farzana Chowdhury ACII (UK), Chartered Insurer and Managing Director & CEO of Green Delta Insurance & Mr. Md. Harunur Rashid, Additional Secretary signed the MoU on behalf of both the organizations.




## Green Delta Insurance & IFC organizes workshop on "Agriculture Insurance: Credit Enhancement tool for Agri Financing in Bangladesh"

Green Delta Insurance & IFC organized a workshop on "Agriculture Insurance: Credit Enhancement tool for Agri Financing in Bangladesh" at the capital. The purpose of the workshop was to discuss the role agriculture Insurance can play in securing the agriculture portfolio of MFIs, Banks and other financing institutions in Bangladesh. At the workshop insurance experts from GDIC and IFC discussed about the global best practices in bank linked agriculture insurance including the benefits for all the stakeholders in such partnerships.




## Green Delta Insurance Settles BRAC Bank SME claims of Gulshan DCC Market Fire victims

Green Delta Insurance Company Limited settles the claim of BRAC Bank SME clients in the shortest possible time. Through this Claim settlement 9 victims of the Fire Incident that took place in Gulshan 1 DCC Market earlier this year in January got their claims settled. A cheque of BDT 9,276,150/- was handed over to BRAC Bank SME clients for this purpose in the head office of Green Delta.




## Green Delta Insurance Settles IDLC Finance SME claims of Gulshan DCC Market Fire victims

Green Delta Insurance Company Limited settles the claim of IDLC Finance SME clients in the shortest possible time. Through this Claim settlement 5 victims of the Fire Incident that took place in Gulshan 1 DCC Market earlier this year in January got their claims settled. A cheque of BDT 3,600,300/- (Thirty Six lacs Three Hundred) was handed over to IDLC Finance SME clients for this purpose in the head office of Green Delta.



## Women's Day Celebration at Green Delta Insurance

Green Delta Insurance celebrates Women's Day with the female employees of the company. This year's theme was 'Be Bold For Change' which has been set by United Nations Global Compact. Ms. Farzana Chowdhury ACII (UK), Managing Director & CEO of the company who is also a Local SDG Pioneer recognized by UN Global Compact for women's economic security was present at the ceremony. Other management committee members including Founding Managing Director and Advisor Mr. Nasir A Choudhury was also present at the event.




## Ms. Farzana Chowdhury Speaks at 'Making Global Goals Local Business' organized by UN Global Compact in Delhi, India

Chartered Insurer Ms. Farzana Chowdhury ACII (UK), Managing Director & CEO of Green Delta Insurance, spoke at the 'Making Global Goals Local Business' organized by UN Global Compact at Delhi, India on April 26-27, 2017. She spoke as a Panellist at 'Media Round Table' on 26th of April. Other Panellists of the round table session were Ms. Lise Kingo, CEO & Executive Director, UN Global Compact, Mr. Kamal Sing, Executive Director, UN Global Compact India and Nisha Agarwal, CEO of Oxfam India. The Media Round Table was moderated by Gavin Power, Deputy Director, UN Global Compact.

On 27th of April, Ms. Farzana Chowdhury spoke at the session titled 'The Blueprint for Business Leadership on the SDGs' under the same event. In the session she showcased the success stories of the Flagship Insurance scheme of Green Delta for women called Nibedita and talked about the way forward and future projections.



## Green Delta Insurance & East West University arrange Workshop on Career in Insurance

Green Delta Insurance & East West University jointly organized a workshop on Career in Insurance at the EWU campus. Recently Green Delta Insurance and East West University signed a MoU under which GDIC agreed to give scholarship to the meritorious MBA students of EWU majoring in Insurance and also both the parties agreed to facilitate each other in many ways. This workshop was the continuation of the MoU.




## Green Delta Insurance & BASIS ink deal

Green Delta Insurance and Bangladesh Association of Software and Information Services (BASIS) has signed a Memorandum of Understanding at the capital. Under this MoU, the member organizations of BASIS will get a tailored Health Insurance Product for their employees.

Ms. Farzana Chowdhury ACII (UK), Chartered Insurer, Managing Director & CEO of Green Delta Insurance and Mr. Mustafa Jabbar, President of BASIS signed the MoU on behalf of the respective organizations. Nasir A. Choudhury, Advisor, Green Delta Insurance, Nazim Tazik Chowdhury, Additional Managing Director and CFO, Green Delta Insurance, Wafi S M Khan, Deputy Managing Director, Green Delta Insurance, Mostafizur Rahaman Sohel, Director, BASIS & Delwar Hossain Faruk, Chairman, Standing Committee on Members' Welfare along with other high officials from both the organizations were also present at the ceremony.




## Health Economics Unit of Ministry of Health and Family Welfare and Green Delta Insurance sign agreement for the 2nd Phase of Shashthya Shurakhkha Karmashuchi (SSK) Project

Health Economics Unit of Ministry of Health and Family Welfare and Green Delta Insurance signed an agreement for the implementation of 2nd phase of Shashthya Shurakhkha Karmashuchi (SSK) project. Green Delta has been working as the scheme operator of SSK since the launching of the program in March 24, 2016. Now HEU is initiating the 2nd phase in Kalihati, Ghatail and Modhupur of Tangail and Green Delta will be continuing its services as the scheme operator. SSK is a dream project of Honorable Prime Minister of Bangladesh Sheikh Hasina for the population living below poverty line. The World Health Organization (WHO) has brought a concept titled "Universal Health Coverage (UHC)" to ensure health care for everyone, regardless of their social status.




## Green Delta Insurance holds Claim Cheque Handover Ceremony

Green Delta Insurance holds a claim cheque handover ceremony at the head office today. 6 claim cheques were handed over to BRAC SME, Epic Group, Golden Son Limited, Sinha Rope Denim Limited & Sinha Denim Limited, The ACME Laboratories Limited and Walton Micro-Tech Corporation. Chief Guest of the event was Mr. Md. Shafiqur Rahman Patwary, Chairman of Insurance Development and Regulatory Authority (IDRA) and Special guest was Mr. Sheikh Kabir Hossain, President of Bangladesh Insurance Association. Mr. Gokul Chand, Member, IDRA was also present.



## Green Delta Insurance becomes the Anchor Sponsor of the new BPL franchise Sylhet Sixers

Green Delta Insurance becomes the proud anchor sponsor of the BPL T20 franchise 'Sylhet Sixers'. The sponsorship agreement signing ceremony took place on 31.07.17 in the capital. Mr. Abul Maal Abdul Muhith MP, Hon'ble Finance Minister of Bangladesh Government is the Patron of the 'Sylhet Sixers' team. Managing Director & CEO of Green Delta Insurance Ms. Farzana Chowdhury ACII (UK) and CEO of Sylhet Sixers Mr. Yasir Obaid signed the agreement on behalf of respective organisations.



## Green Delta Insurance Inaugurated its 40th branch in Dhanmondi

Green Delta Insurance inaugurated its 40th Branch at Dhanmondi today, 15th October, 2017. Chief Guest of the event was Mr. Gokul Chand Das, Member, IDRA. Mr. Nasir A. Choudhury, Advisor & Founding Managing Director and Ms. Farzana Chowdhury ACII (UK), Chartered Insurer, Managing Director & CEO of Green Delta Insurance along with other senior officials were also present in the ceremony.

This Dhanmondi branch of Green Delta Insurance is a model branch with advanced technological amenities. This is to promote and materialize the Digital Insurance concept through open office, paperless concept and going green approach.




## Green Delta settles claim of 1000 farmers in Chitalmari, Bagerhat

Green Delta Insurance, the leading non-life insurance company of the country settled a claim of 1000 farmers in Chitalmari, Bagerhaat. The 1000 tomato farmers were insured through Renaissance Enterprise. Green Delta's Weather Index Based Agri Insurance is the first of its kind in Bangladesh Insurance Market. IFC, World Bank, BFP-B Challenge Fund and DAI-AVC USAID are partners in this pioneering initiative as they are providing technical support and capacity building.

Chief Guest of the Cheque Handover ceremony was Mr. M A Mannan MP, Honorable State Minister, Ministry of Finance of Bangladesh Government. Special guests were Mr. Shafiqur Rahman Patwary, Chairman, Insurance Development & Regulatory Authority Bangladesh (IDRA) and Mr. Sheikh Kabir Hossain, President, Bangladesh Insurance Association. Guest of Honor of the Event was Mr. Gokul Chand Das, Member, Insurance Development & Regulatory Authority Bangladesh (IDRA).

Managing Director & CEO of Green Delta Insurance Ms. Farzana Chowdhury ACII (UK) and Founding Managing Director and Advisor of Green Delta Insurance Mr. Nasir A. Choudhury were also present at the ceremony.



## Green Delta Insurance branch managers' team building session in Nepal

Branch Managers and Zonal Heads of Green Delta Insurance have recently visited Kathmundu, Nepal for a team building and leadership development session. During the 3 day tour, they exercised many areas of team building and personal excellence through various activities.

# 1.2.8 31 YEARS OF GLORIOUS JOURNEY

## 1985

**DEC 14, 1985**
Incorporation of the Company

## 1986

**Jan 01, 1986**
Commencement of business

**Jan 02, 1986**
Signing of First Insurance business

## 1989

**Aug 19, 1989**
Received consent from SEC for issuance of Public Share of BDT 30 million

**Dec 31, 1989**
Increase of paid up capital to BDT 60 million

## 1990

**Jan 12, 1990**
Listing with Dhaka Stock Exchange Limited

**Jan 14, 1990**
First trading at Dhaka Stock Exchange Limited

## 1995

**Oct 21, 1995**
Listing with Chittagong Stock Exchange Limited

**Oct 22, 1995**
First trading at Chittagong Stock Exchange Limited

## 1997

**Oct, 1997**
Investment in Delta Brac Housing as equity share holders

## 2004

**May 05, 2004**
Issuance of Right Share

**Oct 30, 2004**
Awarded "A" category insurance Co. By CRISL

## 2005

**Dec 31, 2005**
Capital increased to BDT 108 million

**June 12, 2005**
Formation of Green Delta Aims Limited, a joint venture construction firm

**May 11, 2005**
Launching of Islamic Takaful Insurance

**May 12, 2005**
Dhaka Stock Exchange Membership Purchased

**Oct 13, 2005**
Incorporation of Green Delta Financial Services Limited

## 2006

**Nov 28, 2006**
Investment in United Hospital

**June 30, 2006**
Issuance of Bonus Share

**July 1, 2006**
Startup of the Operations of Green Delta Financial Services Limited

**Dec 31, 2006**
Capital increased to BDT 151.20 million

## 2007

**Feb 15, 2007**
Startup of the Construction of own building named Green Delta Aims Tower a joint venture project with-Mr. Mainul Islam

## 2008

**June 26, 2008**
Capital increased to BDT 200 million.

**Sep 17, 2008**
Awarded "AA2" rating in the long term and ST-1 rating in the short term by CRAB

**Dec 31, 2008**
Raising of Paid up capital to BDT 408.24 million

## 2009

**June 20, 2009**
Donation of 550 wheel chairs among the war wounded freedom fighters

**August 20, 2009**
MOU Signing with LR Global Bangladesh AMC Ltd.

## 2010

**Mar 30, 2010**
Approval for Green Delta Mutual Fund for BDT 150.00 crore

**June 30, 2010**
Authorized capital increased to BDT 100.00 crore

**Oct 31, 2010**
Change in the denomination of Face Value (BDT 10/-) and Market Lot (from 10 to 100)

**Dec 1, 2010**
Approval of Merchant Banking license in the name of the subsidiary Green Delta LR Financial Services Ltd.

**Dec 20, 2010**
Has been accredited T.Q.M Aptitude seal for high quality performance and best customer satisfaction

**Dec 20, 2010**
Has been selected for Platinum Technology Award for Quality and Best Trade Name

**Dec, 2010**
First Prize winner of "Best Published Accounts" in the 10th ICAB National Awards 2009 (Non Banking Category-Insurance Sector)

## 2011

**April, 2011**
Has been awarded for The Platinum Technology Award for Quality & Best trade name by Association Other Ways in Berlin.

**Aug, 2011**
Awarded "The BIZZ Award-2011" by World Business Confederation of Business, USA for Leadership, Excellence in management, Quality and Marketing

**Nov, 2011**
Awarded "The Diamond Eye Award for Quality & Excellence "By Bid Other Ways

**Nov, 2011**
Awarded "International Quality Crown Award "By Bid International in London

**Nov, 2011**
First Prize in ICMAB Best Corporate Award-2011 in Insurance category.

**Nov, 2011**
Conferred the 'Certificate of Merit' for the Best Presented Accounts Award 2010 in the category 'Insurance Sector' by the South Asian Federation of Accountants (SAFA).

## 2012

**April, 2012**
Moved to new Head Office (Green Delta AIMS Tower) at 51-52 Mohakhali C/A, Dhaka

**Sep, 2012**
Invested in BD Venture Limited, country's first Venture Capital company

**Oct, 2012**
Introduced People's personal Accident Policy for the students of South-East University, the first of its kind in Bangladesh

**Nov, 2012**
Awarded "AA1" rating in the long term and "ST-1" rating in the short term respectively by CRAB

## 2013

**March, 2013**
Equity Partnership with International Finance Corporation (IFC) of World Bank Group, First Foreign Direct Investment of IFC in the Insurance Sector of Bangladesh

**May, 2013**
Launch of 'Nibedita' on pilot basis, a comprehensive Insurance scheme solely for women for the first time in Bangladesh

**Oct, 2013**
Farzana Chowdhury officially takes over as The Managing Director and CEO of GDIC becoming the first ever female MD in the insurance sector of Bangladesh.

**Dec, 2013**
Awarded "AA1" rating in the long term and "ST-1" rating in the short term respectively by CRAB

**Dec, 2013**
Officially launched 'Cellular phone insurance' for the first time in Bangladesh signing deal with Rialto Technologies

## 2014

**April, 2014**
Formal launching of Nibedita

**May, 2014**
Won 2nd prize in ICMAB Best Corporate Award 2013 (Non life insurance category)

**May, 2014**
Launching of the 3rd subsidiary of GDIC- Professional Advancement Bangladesh Limited (PABL)

**Aug, 2014**
Received Best Non life Insurance Company Bangladesh award from International Finance Magazine

**Oct, 2014**
Became the first insurance company of Bangladesh to get AAA rating credit accreditation by CRAB

**Oct, 2014**
Launching of the 4th Subsidiary of GDIC- GD Assist Limited

**Nov, 2014**
Received first prize for best presented annual report in insurance sector from ICAB

**Nov, 2014**
Launched GD Health- the first comprehensive health insurance product in Bangladesh with Global Emergency Medical Evacuation

**Dec, 2014**
Received first prize for best presented annual report in insurance sector from SAFA

## 2015

**Feb 2015**
Settles the biggest claim in GDIC's history by Handing over a check worth BDT 68 crore to Akij Group (Dhaka Tobacco Limited)

**Feb, 2015**
Green Delta, IFC join hands to pioneer the Weather Index Based Agri Insurance in Bangladesh

**May, 2015**
Agreement signing with ROBI Axiata Ltd. regarding insurance for their retailers and employees

**May, 2015**
Agreement signing ceremony with IDLC regarding providing Nibedita to the Female entrepreneurs

**Sep, 2015**
Receives World Finance Award for Best Non-Life Insurance Company, Bangladesh

**Sep, 2015**
Receives International ARC Award for Best Presented Annual Report

**Oct, 2015**
Receives AAA rating for the consecutive 2nd year as the first Insurance Company in Bangladesh

**Nov, 2015**
Receives International Finance Magazine Award 2015 for Best Non-Life Insurance Company, Bangladesh

**Nov, 2015**
Receives First Prize in Insurance Category in ICSB Corporate Governance Excellence Awards

**Dec, 2015**
Receives First Prize in Insurance Category in ICAB National Awards for Best Presented Annual Reports

**Dec, 2015**
Signing with City Bank & Dutch Bangla Bank Limited regarding online payment services

**Dec, 2015**
Signing of Contract between Health Economics Unit of Ministry of Health, Bangladesh Government & Green Delta Insurance for Implementation of SSK Piloting

**Dec, 2015**
Green Delta Insurance signs MoU on "Agriculture Weather Index Insurance" with Sylvan Agriculture Limited (Sister Concern of PRAN-RFL GROUP



## 2016

**January, 2016**
Celebration of 30th Anniversary of Green Delta Insurance

**March, 2016**
Settled 2 of the largest claims of Dignity Textile Mills and Highspeed Group

**May, 2016**
MoU signing with Jaago Foundation to sponsor a class of 40 kids till they graduate from the school

**June, 2016**
Partnership with A2i of Prime Minister's Office for activating sales of insurance through Union Digital Centers

**June, 2016**
Ms. Farzana Chowdhury, Chartered Insurer and MD & CEO of Green Delta gets recognition from UN Global Compact as one of the 10 Local SDG Pioneers for her contribution towards Women's Economic Security and Gender Equality which was portrayed through the Green Delta Insurance's flagship women's product- Nibedita

**August, 2016**
Handover of a cheque worth BDT 25 lacs to International Chamber of Commerce for capacity building

**Sep, 2016**
Receives International ARC Award for Best Presented Annual Report

**Sep, 2016**
Signing with Ghurbo.com to introduce Domestic Mediclaim Insurance for the first time in Bangladesh

**Oct, 2016**
Launch of Nibedita Mobile App

**Oct, 2015**
Receives AAA rating for the consecutive 3rd year as the first Insurance Company in Bangladesh

**Nov, 2015**
Receives International Finance Magazine Award 2016 for Best Non-Life Insurance Company, Bangladesh

**Nov, 2016**
Receives First Prize in Insurance Category in ICAB National Awards for Best Presented Annual Reports

**Dec, 2016**
Receives First Prize in Insurance Category in ICSB Corporate Governance Excellence Awards

**Dec, 2016**
Large claim settlement of Meghna Insurance

## 2017

**January, 2017**
Green Delta Settles crop insurance claim

**January, 2017**
Partnership with East West University

**February, 2017**
Partnership with ICT Ministry

**March, 2017**
Gulshan Market Fire victims get claims settled

**July, 2017**
2nd Phase of SSK commences

**July, 2017**
Partnership with Sylhet Sixers

**August, 2017**
Partnership with BASIS

**September**
Donation to PM's office for the flood victims

**October, 2017**
Claim settlement of 6 corporates

**October, 2017**
AAA Credit Rating-4th year in a row

**December, 2017**
ICSB Corporate Governance Excellence Award as the Best Insurance Company

**December, 2017**
1000 farmers get their claims settled in Chitolmari

## 1.3 AT THE WHEEL OF OUR TRIUMPH

# 1.3.1 BOARD OF DIRECTORS, CHAIRMAN AND CHIEF EXECUTIVE OFFICER (CEO)

| NAME | STATUS |
|---|---|
| Md. Abdul Karim | Chairman and Independent Director |
| Kamran Idris Chowdhury | Vice Chairman and Director |
| Abul Quasem Mohammad Nurul Absar | Director |
| Khurshida Chowdhury | Director |
| Shamsun Nahar Begum Chowdhury | Director |
| Dilruba Chowdhury | Director |
| Arif Ahmed Choudhury | Director |
| Mesbah Dilwar Rahman | Director |
| Marufa Anwar | Director |
| Razia Rahman | Director |
| Asif Ahmed Choudhury | Director |
| Iqbal Khan (Jamal) | Director |
| IFC represented by Steve Murphy | Nominee Director, IFC |
| Nurul Hussain Khan | Independent Director |
| Farzana Chowdhury<br>Chartered Insurer, ACII (UK) | Managing Director & CEO |

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# 1.3.2 CHAIRMAN AND VICE CHAIRMAN **FROM THE BEGINNING OF THE COMPANY**

## Name of the Chairman of the Board of Directors:

| NAME | TENURE |
|---|---|
| Shafat A. Chaudhuri, Founder Chairman | 1986-1998 |
| Azam J. Choudhury | 1998-2003 |
| A.Q.M. Nurul Absar | 2003-2005 |
| A.Z. Mohammad Hossain | 2005-2007 |
| Dr. Kabir H. Choudhury | 2007-2009 |
| M. Muhibur Rahman | 2009-2011 |
| A.Q.M. Nurul Absar | 2011-2015 |
| Abdul Hafiz Choudhury | 2015-2017 |
| Md. Abdul Karim | 2017 to till now |

## Name of the Vice Chairman/Chairperson of the Board of Directors:

| NAME | TENURE |
|---|---|
| A.M. Idris Ali | BM-82.1993 |
| A.Q.M. Nurul Absar | BM-82/1993, BM-187/2002 |
| Farida R. Ahmed | BM-98/1994, BM-152/1999/ BM-231/2006 |
| A.Z. Mohammad Hossain | BM-115/1995, BM152 & 154/1999 |
| M. Mozammel Huq | BM-126/1996, BM-220/2005, |
| M. Muhibur Rahman | BM-134/1997, BM-195/2003, BM-207/2004/ BM-231/2006, |
| Habibur Rahman | BM-146/1998 |
| Shamsun Nahar Begum Chowdhury | BM-166/2000, BM-288/2011 |
| Syed Bazlur Rahman | BM-176/2001 |
| Dr. Kabir H. Chowdhury | BM-176/2001, BM-220/2005 |
| Dr. M. Aminul Haque | BM-195/2003, BM-166/2000, BM-207/2004 |
| Nadeem A. Chaudhury | BM-240/2007 |
| Md. Abdus Salam | BM-240/2007, BM-263/2009 |
| Farzana Chowdhury | BM-254/2008 |
| A. Farjad Ahmed | BM-254/2008 |
| Naima Chowdhury | BM-263/2009, |
| Kamran Idris Chowdhury | BM-288/2011, BM-333/2015 to till now |
| Dilruba Chowdhury | BM-300/2012 |

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# 1.3.3 CHAIRMAN'S REVIEW TO THE SHAREHOLDERS


Md. Abdul Karim
Chairman
Green Delta Insurance Company Limited


**Green Delta Insurance is a beacon of hope in an industry in which insurance density as well as per capita is minuscule and proper enforcement of regulatory statues can really provide a positive growth impetus to the industry. Even in this context, I'm proud to indicate that our Company embraces the highest levels of compliance, governance, ethics and conservatism that has enabled us to create a robust niche that is anchored on innovation and sustainable growth.**

**To our shareholders,**

In continuation to our Hon'ble Advisor's mention of Cyrus McCormick, it is essential for me to add that this legendary American inventor wasn't the only one who had invented the mechanised harvester at that time. So the essential question is why did he succeed and others fail? I believe it was because McCormick understood three things better than his competitors:

First, the importance of new technology: As new engineering insights and techniques were invented, he kept refining his machine so that it would always be better than the rest.

Second, the importance of distribution: He used a trained and well-informed sales-force to market the harvester, primarily educating the customer on the virtues of mechanization and the role his harvester would play in facilitating this transition.

Third, customer focus: He offered an in-field repair service in case of breakdown, thereby ensuring strong after-sales service and, essentially, customer assurance.

McCormick's innovative strategies altered the business of farming and its operating model forever. Although this event played out more than 170 years ago, the case is as relevant today as it was at that time.

Today, the commercial insurance market is also at the cusp of a key moment in history – at the end of the old analogue era and at the beginning of a new digital world. And the lessons of history are amply clear - the winners in business are those who align purpose and capability, those who continually respond to the circumstances they encounter and those who consistently reinvent themselves and strive to do better.

**Focus on transformation through embracing sustainable development goals**

It is in this context that I must mention that Green Delta Insurance, as Bangladesh's premier non-life insurer, is focused on driving change that is not only transformative but sustainable too in line with the needs of the nation. With reference to this, the year 2018 will be a historic one for Bangladesh as the country continues to gain rapidly in its journey from being a Least Developed Country to a middle-income nation, fostered by macro-economic and regulatory changes on the one hand and the acceleration of implementation of the Sustainable Development Goals (SDGs) on the other. The SDGs are specifically relevant because it enhances human resource capacity and capability through an institutional lens. With this, the country can finally leverage its vast human resource pool for speedy economic growth and transformation.

With the SDGs at the heart of our communication for the 2017 Annual Report, it is essential for me to detail how we are embracing rapid strides in building capacity at the grassroots. This clearly dovetails with our efforts of reaching out to those at the bottom of the economic pyramid and building community value through raising awareness on the benefits of insurance as a strong payback mechanism in the event of unforeseen events.

Interestingly, through the implementation of our SDGs, we are also fulfilling our role as a means to ensure the prevention of exigencies in the first place through a culture of proactive anticipation and mitigation of risk.

**SDG-1: No poverty**
This is a major SDG and is especially relevant for a country like Bangladesh in which research has indicated that the bottom 10% of the population owns just 1% of the wealth.

Committed to poverty reduction in our home country, Green Delta Insurance has introduced micro-insurance, a holistic protection platform that provides shield for health and property, for both the urban as well as rural population. Importantly, by virtue of the characteristics of the products under this platform, it provides comprehensive protection to ensure defense against the unforeseen, which is most essential for the vulnerable and the underprivileged.

**SDG-2: Zero hunger**
Hunger and malnourishment are among the major challenges of the world today, induced not just by poverty but also by natural disasters that impact agricultural output.

Being prone to weather-related vulnerabilities, Bangladesh is most susceptible to natural calamities and it is in this context that our crop insurance solutions help reduce agri stress while building resilience among the extended farming community. As a responsible corporate, we also regularly contribute to national efforts in disaster relief.

**SDG-3: Good health and well-being**
It is estimated that more than 6 million children die before their fifth birthday every year around the world. With basic health and wellbeing at the heart of building the sustainable foundations of any society, at Green Delta Insurance, we realise the role of insurance as not just a financial support in medical emergencies but also as a strong tool to circumvent the occurrence of medical issues in the first place through proactive prevention.

With regards to health insurance, we support our customers with Shudin (Good days), a micro health insurance solution that is not just a low-cost high-impact insurance product but one that has been conceived to

align with the government's Universal Health Coverage scheme. In addition to Shudin, we also have a number of health insurance products and solutions to meet the varied needs and requirements of a wide cross-section of consumers.

**SDG-4: Quality education**
Quality education is the backbone for transforming communities and societies and is one of the most important SDGs.

At our Company, we have launched our flagship social investment program with JAAGO Foundation under which we provide all kinds of support to a class of children – right up till their graduation. These children are Green Delta Kids who we are very proud of. We are also the first Company in the insurance industry in the country to establish a full-fledged insurance institution under which we offer quality educational programs for students looking at building their careers in insurance.

**SDG-5: Gender equality**
Despite almost 50% of the population of Bangladesh comprising women, the participation of women in economic activity is miniscule. In this context, gender equality is not only important for ensuring the fair representation of women in all aspects of life but also in unleashing economic potential and growth.

At Green Delta Insurance, we are among the strongest proponents of gender equality. Our most visible manifestation of this is the fact that we launched South Asia's first customized insurance scheme exclusively for women under Nibedita. Moreover, with the recent launch of the Nibedita app, we are focused on ensuring that Nibedita emerges as a one-stop platform for other services too, comprising legal, financial and health services, among others, via the app.

**SDG-6: Clean water and sanitation**
Future wars will be fought over water, says a prophesy which is coming true considering that water scarcity impacts almost 40% of the world's population and is only set to become acute in the future.

Besides offering a large range of green insurance solutions, the Company has also embraced a stewardship role in spreading the message of water conservation and preservation as well as providing adequate and robust water storage and dispensation infrastructure.

**SDG-7: Affordable and clean energy**
Despite giant strides in the energy sector, vast regions of the world continue to remain energy-starved. Besides, emissions and pollution caused by conventional energy sources has put a lot of strain on the planet, which has quickened the adoption of clean energy solutions that is becoming increasingly affordable thanks to technological disruptions.

In addition to providing holistic insurance products and solutions to the energy sector, Green Delta Insurance has also come forward to provide insurance solutions to the solar power industry by offering insurance for solar power panels. With bright sunshine available for a large number of days every year, the solar power industry is at the cusp of solid growth anticipated in the future.

**SDG-8: Decent work and economic growth**
Decent, fair and transparent work standards are the key to achieving sustainable and equitable economic growth. This sustainable development goal is also an overarching emphasis on poverty reduction that stresses on decent and safe working conditions with fair remuneration standards that could have a catalytic effect on lifting a larger number of people out of poverty.

In the spirit of developing an insurance solution that is a reference to this Sustainable Development Goal, Green Delta Insurance has launched Probashi, a comprehensive insurance scheme that has been created exclusively for Bangladeshi migrant workers residing the world over, providing them with accidental coverage as well as additional coverage.

**SDG-9: Industry, innovation and infrastructure**
Investment in innovation and infrastructure is the cornerstone of sustainable development. In the world of disruptive technology, innovation is being leveraged to provide sustainable infrastructure that is augmenting resource capacity and also contributing to economic growth.

At our Company, being at the forefront of innovation, we have launched digital insurance solutions, bringing our products and services on the fingertips of our customers while enabling them to track and manage their policies seamlessly, at their convenience.

**SDG-11: Sustainable cities and communities**
Urban rejuvenation among existing cities along with the concurrent efforts to develop new metropolitan centres is on top of the agenda for governments around the world, driven by the increasing pressures of urbanization.

In this context, our micro-insurance solutions go a long way in providing sustainability-driven solutions that have a direct impact on uplifting the quality of life.

**SDG-13: Climate action**
This SDG envisages the mobilization of USD 100 annually by 2020 to help mitigate climate change-induced disasters that large parts of the world are facing today. Bangladesh is among the most vulnerable countries in

the world, suffering from extreme climate events.
In terms of our contribution to this SDG, we have launched weather index-based agricultural insurance that takes into account protection solutions offered to the farming community against the vagaries of nature, thereby mitigating risks in the event of crop loss and other devastations.

**SDG-17: Partnerships for goals**

Partnerships and collaborations are considered to be the most potent tools for successful and sustainable transformations. Strategic and complementary partnerships not only enable the coming together of diverse competencies but also ensure achieving goals quicker, thereby creating beneficial outcomes.
At Green Delta Insurance, we are proud of the several international and national partnerships that we possess with a wide range of financial, governmental and regulatory institutions that have together enabled us to widen our scope for delivering insurance solutions that are best-fit for our country and its needs. Some of these collaborations comprise: equity partnership with the International Finance Corporation (IFC) of the World Bank that is the only such instance in the insurance industry in the country and partnerships with the Health Ministry of Bangladesh, UNDP, USAID, Access to Information (a2i) project of the Prime Minister's Office, the Information, Communication and Technology (ICT) Ministry and multiple more projects and ventures of several local as well as global organizations.

**In conclusion**

Downward pressure on pricing is making it harder for our industry to deliver sustainable growth. Technical pricing is not aligned with the risks covered and for many of the players in the insurance industry, profitability is declining. Simultaneously, costs continue to remain high. So what are our plans to counter and thwart these pressures on our business?

It is customer-centricity.

At our Company, we are bringing customer-centricity to the fore and developing insurance products and solutions that are best-fit, low-cost, high-impact, easily-accessible and seamlessly-delivered. Moreover, combining customer centricity with the Sustainable Development Goals, we are refocusing on leveraging the value of insurance as an effective catalyst of societal transformation.

With best wishes,

**Md. Abdul Karim**
Chairman
Green Delta Insurance Company Limited





# 1.3.4 ADVISOR'S REVIEW


## Nasir A. Choudhury

Advisor
Green Delta Insurance Company Limited


**At Green Delta Insurance, as among Bangladesh's largest general insurance company, we consider it to be our responsibility to ensure that we foster the true spirit of insurance in the country. By this we mean that we keep the customer at the heart of everything that we do. Towards this extent, I'm proud to mention that our Company has among the lowest claim disbursement timeframes, hence ensuring that we stand by our customer shoulder-to-shoulder during the time when he needs us the most.**

**Dear fellow stakeholders,**

Disruption has often altered the course of history, creating inflection points that have had a gravitational impact on humanity.

For instance, when American inventor and agriculturist Cyrus McCormick demonstrated his new horse-drawn mechanical crop harvester to farmers in the 1830s in the US, they laughed at him, ridiculing him on why they would spend money on something that was unproven when there was an endless supply of cheap labour to reap the harvest manually. Today, mechanized labour is all-pervasive and omni-present.

When there were murmurs of a world where "cars would no longer require drivers", critiques scoffed at the concept as something that was straight out of a science-fiction film, distant in dream and impossible in reality. They dismissed the idea as impracticable, ridiculous and unattainable. Today, thanks to the emergence of such technologies as lithium-ion storage batteries and LiDAR that enable a car to have a '360-degree eye' to map the road ahead with precision, autonomous cars are inching towards reality. Autonomous transportation specialists indicate that such cars will be common on the streets of the world by 2030.

The 'shared-economy' was something that was unheard of till recently. When the founders of air BnB failed to find a room on rent in one of the metropolitan cities of the US, they re-imagined the very concept of hospitality and went on to create a 'global hospitality chain' that opened up rooms – and the hearts of the hosts – to increasingly integrate a fast-globalizing economy anchored on travel and tourism.

Who would have believed when the visionary founders of Uber would have proposed that they would revolutionize the global taxi market by redefining how passengers could hail one. Today, the Uber app is an integral part of people living from Tokyo to Texas as, with the click of a few buttons, they can hail a cab right at their doorstep. It is no surprise to me that Uber has today emerged as one of the largest transportation companies of the world without owning a single taxi.

The Hyperloop is one other such path-breaking concept of the transportation industry that promises to redefine the face of it. The Hyperloop, in which the visionary entrepreneurs Elon Musk and Richard Branson are early investors, promises to transport people in big capsules travelling across large hollow tubes in speeds that would shrink great distances to short time periods.

In a similar remarkably disruptive context, the global mobilization behind the Millennium Development Goals (MDGs) has produced the most successful anti-poverty movement now than in any period of the past. The momentous commitment entered into by world leaders in the year 2000 to "Spare no effort to free our fellow men, women and children from the abject and dehumanizing conditions of extreme poverty" was given an inspiring framework of eight goals. Thereafter, this vision was translated into wide-ranging practical steps that have enabled people across the world to improve their lives – and their future.

The far-reaching impact of the Millennium Development Goals has helped to lift more than one billion people out of extreme poverty by making inroads against hunger, by strengthening the societal backbone through enabling more girls to attend school than ever before and by protecting our planet. The MDGs have generated innovative partnerships, galvanized public opinion, stirred citizen advocacy and showed the immense value of setting ambitious – and often disruptive – goals. By putting humans and their immediate needs at the forefront of all strategies and efforts, the MDGs have helped reshape decision-making in both developed and developing countries alike.

The Sustainable Development Goals (SDGs), on which our 2017 Annual Report has been anchored, is officially known as 'Transforming our world: the 2030 Agenda for Sustainable Development' and is a set of 17 aspirational 'Global Goals' with 169 targets between them. In September 2015, all 193 Member States of the United Nations (UN) adopted a plan for achieving a better future for all – laying out a path over the next 15 years to end extreme poverty, fight inequality and injustice and protect our planet. At the heart of 'Agenda 2030' are these 17 Sustainable Development Goals (SDGs) that clearly define the world that everyone aspires to have and is applicable to all nations, leaving no one behind. This developmental agenda is a plan of action for people, planet and prosperity. It also seeks to strengthen universal peace in larger freedom.

The Sustainable Development Goals provide a powerful aspiration for improving the world – laying out where we collectively need to go and how to get there. The SDGs follow and expand on the Millennium Development Goals (MDGs), which were agreed by governments in 2001 and have since expired in 2017.

Each of the 17 goals under SDGs has specific targets to be achieved over the next 15 years. Addressing critical sustainability issues such as poverty, climate change, inequality, economic development and ecosystem protection, the SDGs will be implemented in all countries, across different territorial scales.

Yet, for all the remarkable gains, reports suggest that inequalities persist and that progress has been uneven. The world's poor remain overwhelmingly concentrated

in some select parts of the world with credible estimates suggesting that 50-60% of the world's one billion extremely poor people live in just 5-6 countries. Grassroots exploration and investigations suggest that too many women continue to die during pregnancy or from childbirth-related complications, despite the giant leaps and advancements in healthcare. It has also been revealed that progress tends to completely bypass some vulnerable groups that include women, those who are lowest on the rungs of the economic ladder and those who are disadvantaged because of their age, disability or ethnicity. Disparities between rural and urban areas remain pronounced.

The emerging post-2017 developmental agenda, including the setting of Sustainable Development Goals, strives to reflect the need for building on our successes and grouping together all countries to put the world firmly on track towards a more prosperous, sustainable and unprejudiced world.

Unambiguously hence, the need of the hour is to build equity.

It is my personal belief that no other business in the world can contribute to building equity than the business of insurance. In the broadest sense, insurance is not just a tool to protect the vulnerable; it is a platform that empowers a vast segment residing at the bottom of the pyramid. Insurance is not just a potent risk-mitigation program; it is a manifesto that ensures holistic developmental sustainability. Insurance is not just representative of a one-off transaction; it is the essence of an enduring relationship. Insurance is not just security against the unforeseen; it is the most durable safety net.

Unmistakably therefore, insurance helps build equity.

Specifically, at Green Delta Insurance Company Limited, we are leveraging our proposition as the 'equity custodian' of our stakeholders to deliver value that is stable, scalable and sustainable. For our customers, we represent the hope to rebuild – their lives, livelihoods and lifestyles. For our employees, we represent an aspiration – to grow, progress and prosper. For our regulators, we represent an institution – that is national, pride-enhancing and compliant. For our shareholders, we are a source of value – robust, resilient and sustainable. For our society, we represent a means to a better future – through our resources, ideas and insights.

At our Company, I am proud of our initiatives and programs that have been designed in the true spirit of insurance helping build equity. I am immensely proud of Nibedita-Comprehensive Insurance Scheme, a comprehensive affordable women-centric insurance platform that caters to this extremely important segment of Bangladesh's population. I am excited about the prospects of our weather index-based crop insurance products that are at the confluence of the country being prone to climate vulnerability on the one hand and a large percentage of the population engaged in agriculture on the other. I am delighted at the progress of GDAssist, a unique tech-healthcare-logistics business that provides customers with seamless access to top-notch medical facilities and infrastructure in the renowned medical destinations of Malaysia and India. I am happy that we are increasingly aligning our business with the legislative objectives of the government to democratize insurance and ensure a society that thrives on equity, equality and equitability.

So thank you for your support in our organisation, which is really an acknowledgement of our efforts in building equity.

In health and happiness,



**Nasir A. Choudhury**
Advisor
Green Delta Insurance Company Limited



# 1.3.5 PERFORMANCE ANALYSIS WITH **MANAGING DIRECTOR & CEO**


## Farzana Chowdhury

Chartered Insurer, ACII (UK)
Managing Director and CEO


**For Green Delta Insurance, the year 2017 was a landmark in the sense that we found a greater alignment with our purpose. Unambiguously, our purpose is to ensure that we dovetail our organisational vision with the bigger picture, the tenets of which have been enshrined in the Sustainable Development Goals (SDGs). This has provided us with a strong focus to formulate our products and solutions around catering to what is emerging as the most important differentiator in a crowded market: relevant, high-impact, high-value and low-cost insurance services.**

**Dear shareholders,**

A warm welcome to all of you to our 2017 Annual Report and I graciously thank you for being by our side as we focus on ensuring that the citizens of the country are empowered with the most critical risk management tool – the protection of insurance, which is becoming vital in today's world.

**Insurance industry overview: The world needs insurance now than ever before**

Financial pain inflicted by natural disasters worldwide almost doubled in 2017 with a new record in losses from weather-related catastrophes, as per Munich Re, a German reinsurance giant. The year witnessed the worst hurricane season on record and major monsoon flooding and, as the effects of climate change intensify, it expects extreme weather events to occur more in the future. Munich Re indicated that losses in 2017 amounted to some USD 330 billion for all types of natural disasters globally, which was close to double the USD 175 billion mayhem inflicted in the previous year. The financial losses figure was the second-highest on record after 2011, and almost twice its 10-year average of USD 170 billion.

Climate change-induced extreme weather events have become a major cause of concern for the global insurance industry and I think the impact of climate change is just about beginning and the full blow will be visible in the future, unless climate pacts among countries are imposed with a sense of resolve and urgency. The beginning of the year 2018 saw the first snow in Florida in as many as 29 years (as per the Weather Channel) as a major storm hit the United States. This was a part of the deep-freeze striking the entire US East Coast and the storm knocked out power to thousands and the weather wreaked havoc on flight and train schedules. While Philadelphia declared a snow emergency, the storm has produced damaging winds and coastal flooding that is expected to cause re/insurance companies hundreds of millions of dollars in pay-outs.

In yet another shocking discovery, a report by WB-WHO indicates that as many as 100 million people turn poor every year due to high healthcare expenses and because they have to pay for healthcare out of their own pockets. The report has also concluded that half of the world's population cannot obtain essential healthcare services. 'Tracking Universal Health Coverage: 2017 Global Monitoring Report' by the World Bank and the World Health Organization has revealed that currently, as many as 800 million people spend at least 10% of their household budgets on healthcare expenses and for 100 million they are high enough to push them into extreme poverty, forcing them to subsist on under USD 2 per day. The report says that Latin America and Asia have the highest rates of people with out-of-pocket expenditures exceeding 10% or 25% of total household consumption or income. This can be compared with South Africa that spends 8.7% of GDP on health with the outcome that they had just 0.1% of households spending over 25% of their income on healthcare.

To me, the analysis of the report is two-fold. First, rising healthcare costs; second, the importance of government spending on public healthcare. In both these cases, insurance is a vital tool in enabling lower healthcare costs, both for the public and for the government. This is how critical insurance has emerged in the world of today.

**Bangladeshi economic overview: The year 2017 can be described as an inflexion point in the economic time line of the country**

For Bangladesh, the year 2017 was a mixed year of achievements and challenges. One of the major achievements of the economy was a 7.28% GDP growth in FY 2016-17, breaking from the 6% cycle that continued for a decade or so. Like the previous years, this growth booster came from the industrial sector, followed by the services sector. Though average inflation was around 5.5%, food inflation witnessed an increasing rate in recent months, mainly because of agricultural losses due to two rounds of flooding.

Importantly, the external sector which has been a source of strength for the Bangladeshi economy for several years, changed in the recent past. Export growth in FY 2016-17 was only 1.7% as opposed to the target of 8%. However, a glimmer of hope is visible with both RMG (readymade garments) and total exports picking up during July-December of FY 2017-18. However, imports growing at a higher rate than exports led to a negative current account balance that continued during July-October of FY 2017-18. In FY 2016-17 remittance earnings growth experienced a negative growth of 15.9% despite increase of manpower exports. Strong Bangladeshi Taka against the US Dollar also played a role for low exports and remittances growth to some extent.

We believe the year 2018 will be a turning point for Bangladesh in many ways. The country will prepare the historic transformation from occupying the Least Developed Country status towards emerging as a middle-income nation. Additionally, it will continue to implement the Sustainable Development Goals (SDGs), which will together have a positive impact on a number of factors such as accelerated resource mobilisation, higher investments, efficiency in infrastructure implementation, more skilled human resources and strong institutional growth, which will only enhance the developmental capacity and potential of Bangladesh.

**Sustainable Development Goals (SDGs): The thematic anchor that is crucial for the holistic socio-economic development of Bangladesh**

As a fast-developing country, economic growth in Bangladesh is also ushering in an epidemiological transition. Pockets of the nation with a higher GDP typically have higher prevalence of certain lifestyle disease as compared with the others. The fact of the matter remains that Bangladesh has what can only be described as a double burden of diseases. The country

has diseases of the poor—everything from malnutrition to cholera. But it also has the diseases of the rich—cancer and diabetes. Worse, the poor, who can ill-afford the diseases of the rich are now afflicted by them.

This is where the policy of prevention must kick in. We know that these non-communicable diseases are connected to our lifestyles. What we eat, what air we breathe and what environment we live in – these are all a part of the package of 'toxic' development. A model of development where we first pollute and then think of cleaning up, where we first industrialise-chemicalise our food and then think of going to the gym to exercise or eat organic food.

But the question is can we not avoid the transition? Can we not go from being poor but unhealthy to being rich and healthy? Why should we inherit the diseases of a lifestyle that can be junked? This is precisely where change is essential. Today, it is polluted water that is also one of the largest-killers of babies in the country. Today, it is the lack of clean energy in homes that makes women cooking on biomass fuel suffer from killer respiratory disorders. It is also responsible for pollution that is making air toxic to breathe in our cities. Clearly hence, health is an indicator for the environment. The good news is that our health is also the only real trigger for environmental action. This will drive change.

It is for this reason that the United Nations' Sustainable Development Goals (SDGs)—17 global goals that the world needs to achieve by 2030—must put children at the very centre. Every goal has a link to the child and every goal has a link to the health of the child and so the health of the planet. This is the human face of the SDGs that would define our progress. Overall, the SDGs comprise a set of 17 goals with 169 targets between them for ensuring holistic and transformative development the world over.

**Green Delta Insurance's overarching mission: To create low-cost, socially-feasible, disruptive insurance solutions for under-served segments of our country**

At Green Delta Insurance, we are using a combination of design thinking, ethnography, rapid prototyping tools and techniques and frugal but high-impact innovation methods to craft commercially-viable products and solutions with robust technology and research support. It is important to mention that while our experiments are across most stages of their lifecycle, they provide a good picture of how emerging market innovation models could blossom in the future.

At our Company, we are ensuring the broader inclusion of the philosophy of SDGs into our enterprise. Towards this extent, we are focusing on embedding the spirit of the SDGs into the very cultural fabric of our organisation. We are doing this by focusing on the development of socio-commercially viable insurance products that enable us to enhance insurance penetration in the country, which is abysmally low today. We believe that insurance is a powerful driver of economic growth and can take the country to the path of its positioning as a 'middle-income nation', shedding behind the 'Least Developed Country' (LDC) tag by 2024, as envisaged by the United Nation's Economic and Social Council.

It must be noted that Bangladesh is the largest LDC in terms of population and economy size and looks likely to leave LDC by 2024 on the back of better health and education paired with substantial growth of the economy.

Relevantly then, in our pursuit of the various goals under SDGs, we are focusing on specific customer segments that include women, youth and entrepreneurs, etc, those who are typically under-served segments of the population. We are focusing on unleashing their potential that could eventually help in contributing to GDP growth.

We actively demonstrated the seriousness of our commitment to SGDs through disbursing claims to as many as 1,000 tomato farmers in Chitalmari, Bageerhat, the first such instance of an insurance company catering to the needs of Bangladesh's agricultural community under the weather index-based agricultural insurance policy. With such progress in 2017, we are confident of looking at the years ahead towards gaining momentum in spreading the essence of responsible insurance under the broader ambit of the SDGs.

In another key development, we launched a co-branded Vroom Membership card with Vroom Services Limited for all vehicle-related services through mobile app (Vroom app) and Vroom's 24/7 call center. The service is the first-of-its-kind launched exclusively for vehicle owners in Bangladesh. Some of the other partners for the card include Eastern Bank Limited, Robi Axiata Bangladesh, Rahimafrooz, Shwapno and Kiksha.com.

**Customising insurance products: The way forward to meet the specific needs of the various consumer segments of the country**

In an interesting development, Green Delta Insurance signed a MoU with Bangladesh Association of Software and Information Services (BASIS) in August 2017 towards providing member organizations of BASIS a tailored health insurance product for their employees. This is an advantageous partnership when one considers the fact that a wider captive audience can step into the formal folds of insurance while also enabling us to provide customised low-cost insurance solutions.

In another instance, aligned with our vision of providing insurance services across the country, we focused on leveraging the infrastructure of Union Digital Centers and, for this, signed a MoU with the Access to Information (a2i) program of the Prime Minister's Office. This MoU is envisaged to enable the rural population of the country to purchase various insurance policies including fire insurance, etc. Initially, though the Digital Centers will provide the insurance service on a pilot basis, progressively, it will be scaled to include all the centers throughout the country. By providing insurance

policies thus, agents across these Digital Centers will receive a specific commission for each policy sold. By adding insurance with the agent banking service in the Digital Centers, the financial inclusion program in Bangladesh will receive a further boost.

Interestingly, each Union Digital Center is a modern, ICT-enabled, one-stop service center. Through these centers, people in remote villages are able to enjoy 102 public / private and financial services like insurance, IT training, etc.

In yet another initiative, Green Delta Insurance signed a MoU with the Information & Communications Technology (ICT) Division of the Government of Bangladesh. This MoU, structured to support the Digital Insurance aspirations of the country, envisions working together with the ICT to promote access to insurance services and educate the masses about insurance through technology. Also, the national help desk (#999) will be integrated with our Nibedita insurance product that has been exclusively designed for women.

**Other core highlights of the year: Focusing on the welfare of our countrymen through relevant product launches and through ensuring a regulatory push**

At Green Delta Insurance, we finalized Probashi Insurance with the result that the product will now be scaled-up significantly. Probashi has been designed as a valuable insurance product and an effective risk-management tool for migrant workers to comprehensively protect themselves in the face of emergency situations while working in foreign countries. Large numbers of Bangladeshis live and work in most of the corners of the world and hence this product directly targets this large population set.

We also actively participated in insurance fairs organised by IDRA (Insurance Development and Regulatory Authority), Bangladesh's insurance regulator. A number of rallies, seminars and stalls were organised with a view to raise mass awareness on insurance. We are also hopeful that the government will make insurance mandatory and this regulatory push will really open up significant growth prospects for the industry while helping raise insurance penetration as well as insurance density.
We are also focusing on the future generation of the country while nurturing young talent stepping in to study insurance. For instance, we provided scholarships to students pursuing their MBAs in insurance at Dhaka's East West University. We also had students of Dhaka University as interns in our Company, in addition to having a lot of foreign students also interning at our Company. For instance, we had a Japanese intern from INSEAD and also students from Canada, London and India interning at our Company.

Coming to the fiscal performance of 2017, while our gross written premium grew 4% to Taka 13 crore, is respectable growth made possible by our robust underwriting discipline and capabilities that made us let go of big business that could eventually raise the prospects of claims. Therefore, we focused on protecting the quality of our book first and foremost.

I am also happy to note that in 2017, for the fourth consecutive year, Green Delta Insurance achieved the 'AAA' rating from Credit Rating Agency of Bangladesh (CRAB). The Company is the only non-life insurance company in Bangladesh to have received this prestige.

**Subsidiary performance: Focused on securing growth and sustainability**

Our stock brokerage and capital market subsidiaries under Green Delta Securities and Green Delta Capital, respectively, reported substantial improvements during the year and I'm proud to mention that our capital market business was a part of a consortium for foreign financing for a PPP project. We are also focusing on leveraging the full value of the Green Delta Group while stepping up our unified identity to increasingly look at cross-selling opportunities.

GDAssist, another subsidiary of Green Delta Insurance, is taking rapid strides in emerging as a specialist in integrated medical travel management and has facilitated hundreds of Bangladeshi travelling for medical tourism the world over. As GDAssist extends its bouquet of services, it has entered into a MoU with Imago Sports Management. Under this exclusive contract, GDAssist will work with Imago Sports Management to promote sports treatment and health services in Bangladesh.

**The ever-growing impact of technology on insurance: Disruption will be the name of the game**

'Insurtech' is emerging as the new mantra in the global insurance industry and is an interesting reference to the increasing role that technology is playing in the insurance industry. To me, insurers like us have built assets over the years which include a strong customer base, a trusted brand and a history of consistent performance and these have come to represent fairly strong moats that have empowered companies to adopt newer technology and stay ahead of the curve. For the longest time, insurers have had three key problems to solve:

- First, knowing a customer well to be able to underwrite the risk accurately at the selling stage, while making the journey smooth and frictionless.
- Second, making the 'moments of truth' at the claims stage work, under the tenets and spirit of the insurance contract signed with the customer.
- Third, using the data to track assumptions and evaluate risks more stringently while also undertaking course correction accordingly.

I believe there are opportunities to address these three challenges through a mix of analytics, digital technology and deep learning. Though a lot of progress has been made over the last two years in these areas, this will get accelerated in 2018.

With the increasing role of technology in insurance, I anticipate some fundamental shifts; for instance, as 'wearable' become more common among those who are health and fitness enthusiasts, health data streamed from these devices could be made available to insurance companies, thereby obviating the need for medical tests. The other shift that I see is in the role of MIS teams from doing descriptive and diagnostic analysis to predictive and prescriptive analysis, thanks to the growing clout of technology.

At Green Delta Insurance, we focused on reinforcing our technology backbone and have plans to launch a full-scale e-commerce platform where our customers can buy our insurance products at the click of a button. As pioneers of the Bangladeshi insurance sector, we understand that technology will be an enabler of the future and we are increasingly looking at forging partnerships that will enable us to diversify our product mix while also allowing us to identify newer areas of business.

During the year under report, we also strengthened our call center infrastructure for improving customer service and beefed up our MIS for strengthening the quality of our reporting while also ensuring that we move towards a paperless environment.

While on the subject of technology, block chain is emerging as yet another technology-driven disruptor. We hold the view that block chain technology has the potential to change the way financial services transactions are carried out. Non-life insurance companies spend a lot of time and effort in identifying and validating records multiple times for the same customer. Currently, any insurance company of repute conducts medical tests for potential customers to evaluate health insurance eligibility. Block chain would reduce these inefficiencies and provide a record of information that can be accessed in a secure manner. Moreover, this technological platform will provide insurance companies the option of cutting down on operational costs on getting information that is core to the underwriting process in a trusted manner by keeping in line with the privacy regulations.

The insurance industry can also leverage block chain technology in a significant way to transform their processes across the insurance value chain such as claim fraud detection and claim settlement. Block chain is also expected to have a direct impact on reducing operational costs and improving efficiencies. Although the technology is still in the nascent stages of deployment the world over, we believe policies and procedures need to be formed to ensure that personally identifiable information and health information are always protected.

While on the point of technology, with a keen focus on unlocking the potential of digital insurance, we have initiated online payment services with a number of payment methods to ease our customers and have built modern IT infrastructure to be aligned with the government's recent approach towards a more digitalized future for the country in general and insurance in specific.

**Green Delta Insurance and 2018: Looking ahead with optimism and confidence**

At our Company, we are looking at embracing initiatives that will help us diversify our portfolio mix that will eventually protect the quality of our book. We are also looking at sharpening our business strategy with a more focused approach to calculating risk and aligning it with premiums.

We are also looking at restructuring our human resources, encouraging re-skilling and multi-functional expertise. This will help us enhance our human resource productivity on the one hand while also helping us preserve the quality of talent on the other.

On the business front, several new opportunities are coming up in Bangladesh that include the establishment of economic zones – as many as 10 such zones and two high-tech parks are coming up in the country and we are appraising the possibility of a single risk cover for the whole zone, also through reinsurance support. Moreover, the number of large infra projects coming up in the country represent an unmatched scope for corporate insurance.

We are also looking at insurance for the education sector and are holding talks with the Education Ministry in the government. We are discussing with them on including insurance as a dedicated subject / chapter in the curriculum and the fruition of this initiative will help raise awareness about insurance from a young age.

**A word of thanks**

In closing, I would like to thank each and every employee for their sincere dedication, commitment and extreme hard work, all through the year. I thank every customer for reposing their faith in us and the regulators for their constant support. I would also like to thank all our Directors for their invaluable guidance and encouragement, which have been critical for the success of the Company. Most of all, I sincerely thank each and every shareholder for their unflinching support and trust to the Company.

I assure all shareholders that we will make every effort to honour your trust by running the Company with the highest regards for ethics, integrity and honesty.

With best wishes,



**Farzana Chowdhury**
Chartered Insurer, ACII (UK)
Managing Director & CEO

# 1.3.6 BRIEF PROFILE OF THE DIRECTORS



## Md. Abdul Karim

Independent Director & Chairman

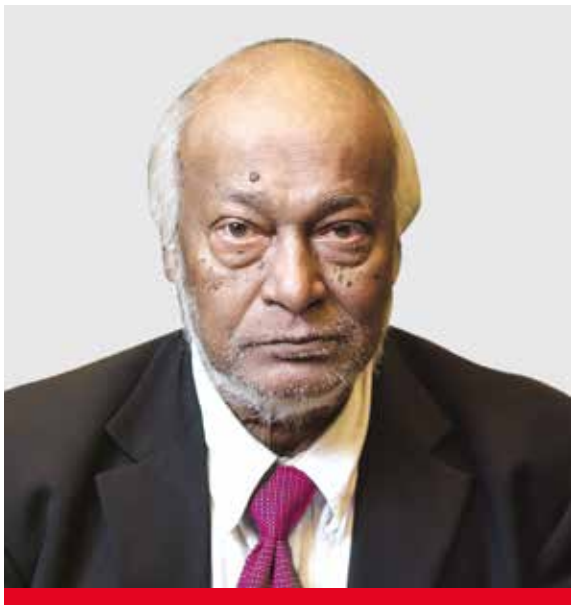
Md. Abdul Karim, former Principal Secretary to the Government of Bangladesh, is the Managing Director of Palli Karma-Sahayak Foundation (PKSF). Earlier he served as the Secretary to the Government in the Ministries of Commerce, Fisheries and Livestock, Home Affairs, Communications (Bridges Division) and Finance (Internal Resources Division). He also served as the Economic/ Commercial Counsellor of Bangladesh Embassy in Belgium. Mr. Karim was Chairman of the National Board of Revenue and Bangladesh Petroleum Corporation. He was Chairperson of a number of national level committees of various Ministries. Mr. Karim obtained M.Sc. degree from the University of Chittagong, Bangladesh and Master of Social Science degree in Development Administration from the University of Birmingham, UK. As the Secretary General of the South East Asian Cooperation (SEACO) Foundation, Mr. Karim is working at civil society level to promote trade and investment among five countries of the South and South East Asian region including Bangladesh. He is a Paul Harris Fellow (PHF) Rotarian and contributes towards improvement of socio-economic condition of the disadvantaged people. Mr. Karim promotes sports and is the President of Bangladesh Table Tennis Federation. He is immediate past President of Bangladesh Scouts (Boy Scouts and Girl Guides) and obtained highest Scout award of Bangladesh. Mr. Karim has travelled to 46 countries. He has lectured at various Universities as guest speaker and authored books and articles on local government and other subjects. Mr. Karim is leading the Palli Karma-Sahayak Foundation (PKSF) to implement sustainable, holistic, people centred poverty alleviation and rural development programmes in Bangladesh



## Kamran Idris Choudhury

Vice Chairman

Was educated at the prestigious Rugby School in the UK and qualified in London as a Chartered Accountant in 1981. He is a fellow member (FCA) of the Institute of Chartered Accountants in England and Wales (ICAEW) and institute of Chartered Accountants of Bangladesh (ICAB). He worked for Touche Ross in London (currently Deloitte Touche Tohmatsu), prior to returning to Bangladesh in 1988 and joining A Qasem & Co, Chartered Accountants, the member firm of Ernst and Young International in Bangladesh. He was a partner in A Qasem & Co from 1992 up until December 2014 when he retired from the partnership. He is also an Independent Director of Delta Hospital Limited where he is Chairman of the Audit Committee. He has attended many national and international conferences including the Bangladesh Investment Summit Europe in 2013 and has traveled to various countries in Europe, North America and Asia on business. He is also involved with many social work and welfare organizations, both in the UK and Bangladesh. He has two sons who were educated at private boarding schools in the UK, where they both graduated. They are working in the International Hospitality and Investment Banking Sectors respectively, both currently being based in London.



## A Q M Nurul Absar

Director

After graduating in Civil Engineering from BUET in the year 1964, he completed his post graduation in Hydraulic Engineering from DELFT University in The Hague, Netherlands. He served the Water and Power Development Authority - WAPDA, in Bangladesh for 10 years. His professional experience included designing and constructing hydraulic structures like regulators, pump station and sluice gates. Mr Absar served in reservoir section under the Ministry of Electricity & Water, Kuwait, for 10 years where he was involved in the construction of water reservoirs. Mr. Absar is also the Director of Delta Medical College & Hospital and Delta Life Insurance Co. Ltd.



## Dilruba Chowdhury

Director

Has obtained BA (Hons) International Business Degree with double major in Finance and French from Regents' University, University of London, United Kingdom in the year 2008. Currently she is serving the post of Director (Corporate Planning) and Head of Human Resource and Administration at East Coast Group of Companies. She is also the Managing Director of Parkesine Products Ltd. and a permanent Director of Tiger Tours Ltd. Apart from being a Director on the Board of Green Delta Insurance Co. Ltd., currently Ms. Dilruba Chowdhury is the Chairman of the Executive Committee.



## Shamsun Nahar Begum Chowdhury

Director

By virtue of her exposure to several national and global seminars and symposiums, Mrs. Begum Chowdhury brings to the Board cutting-edge international practices that has not only resulted in the establishment of several innovative customer centric products but has also helped reinforce Company systems and protocols. An avid traveller, Mrs. Begum Chowdhury is also involved with multiple social and welfare organizations across Bangladesh.

Her stature as a renowned professional affords the Company to think out-of-the-box, innovate, and think different and unique. Capitalizing on her experience, Green Delta today has been able to offer a bouquet of products which not only fulfil and satisfy customer demands, but also exceed expectations.



## Khurshida Chowdhury

Director

Before joining the Board of Directors of GDIC, Mrs. Khurshida Chowdhury played important roles as the Director of Union Capital Ltd. and NASCOM (PVT) Ltd. With a rich and diverse corporate experience, she brings forth valuable insights to GDIC which has helped enhance the quality of the business. Mrs. Chowdhury has also played a vital role in initiating various social activities and has contributed to enhancing the life quality of several of her countrymen.

Her commitment to work and overcome challenges is exemplified in the Company's novel initiatives to bring more and more people into the folds of formal insurance. Her work ethics inspire others to work towards their goal and aspire to dream big, even so towards taking the Company to greater heights of excellence.



## Asif Ahmed Choudhury

Director

Asif A. Choudhury studied at the American International School/ Dhaka where he completed his junior high school and later on completed College Preparatory Diploma (high school graduation from TASIS England American School in Surry, UK. He did his Bachelor's in Business Administration (BBA) majoring in Management Information Systems from The American College in London where he graduated with honors (Magna Com Laude) and then completed Master of Business Administration (MBA) majoring in International Business from The George Washington University in Washington DC, USA. After completing his MBA, he worked for Continental Grain Company, USA at their offices in New York, New Orleans and Minneapolis as merchandiser in training. He also worked for Chase Manhattan Bank as a Financial Analyst in New York, USA. Mr. Asif Choudhury is presently working in his family business in Bangladesh as Managing Director of Transcon Securities Ltd. (Member Dhaka Stock Exchange) and Executive Director of Continental Travels Ltd. and also Director of Albert David Pharmaceutical Company as well as Director of Green Delta Insurance Company Ltd.

He has travelled to many countries and attended various International Conferences including Bangladesh Investment Summit 2012 held in Singapore. Mr. Asif Choudhury was awarded International Honorary Citizen certificate from the Mayor of New Orleans, USA in 1993. He was given the status of CIP (Commercially Important Person) from Ministry of Finance, Govt. of Bangladesh in 2015 , 2016 and 2017.



## Iqbal Khan (Jamal)

Director

Mr. Iqbal Khan (Jamal) is an entrepreneur in the area of Textiles, Garments and buying house in Bangladesh. He was born in a respected Muslim family in Barisal, Bangladesh. He was brilliant in his academic record. He has obtained Diploma in marketing from Paris, also taken diploma degree on international Marketing from Hague and Paris. Mr. Jamal is the Managing Director and CEO of JANN Group (Concern of Jann Group as follows : Jann Composite Mills Ltd. Jann Apparels Ltd, Emon Fashion Limited, Arshad Embroidery Ltd. Nafisa International Trading (BD) Ltd, Amstel Fashion Group and Jann Printing and Embroidery. Mr. Jamal is a Member of German Chamber of Commerce, Malaysian Chamber of Commerce and Bharidhara Cosmopolitan club ltd in Bangladesh.



## Mesbah Dilwar Rahman

Director

Mr. Mesbah Dilwar Rahman completed his BSc (Hons) from the reputed Goldsmiths College, University of London, and serves as the Marketing Director at ELSATEX Ltd, a firm that is engaged in textile import and onward supply to Europe. Mr. Rahman possesses deep knowledge in international trade and cross-border transactions and hence brings international exposure to GDIC's Board. Having worked on-field for years, Mr. Rahman brings to the table valuable insights on market scenarios and international competitive products, thus enabling Green Delta to invest in global best practices and adopt strategies to be ahead of the curve at all times.



## Arif Ahmed Choudhury

Director

Mr. Arif A. Choudhury studied at the American International School/Dhaka (AIS/D) for his junior high school and completed high school graduation from TASIS England American School in United Kingdom. He completed Bachelors in Business Administration (BBA) with a major in Management Information Systems (MIS) from The American College in London in 1992 (with Magna Cum Laude honors). Mr. Arif Choudhury did his Masters in Business Administration (MBA) with a major in International Business in 1995 and Master of Science (MS) in Project Management in 1998 from The George Washington University, USA. He worked as merchandiser in training for Continental

Grain Company in New York, Minneapolis and New Orleans and also worked as financial analyst for Chase Manhattan Bank and American Express Bank in New York. Mr. Arif A. Choudhury is Executive Director of Transcon Securities Ltd (Member Dhaka Stock Exchange) and Continental Travels Ltd. He is a Director of Albert David (BD) Ltd. pharmaceutical company and Green Delta Insurance Company Ltd. He has travelled to many countries of the world and has attended various international conferences such as Bangladesh Investment Summit 2012 held in Singapore. Mr. Arif Choudhury was awarded the certificate of International Honorary Citizen for the City of New Orleans by the Mayor of New Orleans, USA in May 1993. Mr. Arif A. Choudhury was given CIP (Commercially Important Person) status by Ministry of Finance, Govt. of Bangladesh in 2015, 2016 & 2017



## Razia Rahman

Director

Mrs. Razia Rahman hails from a prominent Muslim family of Sylhet. She studied in Sylhet Government Girls High School and Sylhet Womens' College. Her father late Khan Saheb M.A. Latif Chowdhury was a civil servant in the Assam-Bengal region during the British and Pakistani periods. Mrs. Rahman has travelled extensively to the UK, the US, Saudi Arabia, India, Pakistan, Malaysia and Singapore. She is a well known social worker in Sylhet and has been working together with her husband Mr. M. Muhibur Rahman, who has been a business and social leader, for well over fifty four years.

Mrs. Rahman's sensitivity as a social worker is well known, and through her, Green Delta is able to understand customer needs better, and therefore effectively reach out to them, through the creation of products which satisfy consumer needs as also stay relevant in the markets.



## Marufa Anwar

Director

Mrs. Marufa Anwar completed her BA in 1994 and MA (Preliminary) subsequently in 1995. Mrs. Anwar's focus on simplicity and creativity in solving some of the challenges facing our country has helped developed several unique and beneficial product models. Well known in the social circuit, she is an important member of many social and welfare organizations across the country.

Her bottom-to-top approach towards conducting business and developing products in this spectrum, coupled with her ability to touch the lives of others, has enabled Green Delta to create insurance products for the marginalized, thus benefiting the many millions to avail of such facilities with ease.



## Steve Murphy

Director

Steve Murphy graduated with a BA in Social Sciences at the University of South Africa. His business career involved over thirty-five years in the reinsurance industry, of which eighteen were involved as CEO of Hanover Re's South African subsidiary company. Prior to that he spent eight years with Munich Re. Steve serves as Chairman of Direct Line Assurance Company in Kenya a specialist Public Service Vehicle insurer, as well as Chairman of Chemunique a specialist animal feed additive business in South Africa.



## Nurul Husain Khan

Independent Director

Started the working career when he joined in the Erstwhile Pakistan Taxation Service in 1957. He was Deputy Secretary, Ministry of Commerce, Govt. of Pakistan, when Bangladesh was liberated. On return to Bangladesh in 1973, he had held many important positions, home and abroad, which included Secretary to the Govt. in different Ministries, Economic Minister, Bangladesh Embassy in Saudi Arabia, Consul general of Bangladesh in Karachi, Pakistan. He retired from government services as Secretary, Internal Resources Division and Chairman, National Board of Revenue in 1992. In the same year he was made founder chairman of Eastern Bank Ltd., a Govt. sponsored private Bank and continued for 8 years till 2000. He subsequently became founder chairman of Sapporo Dental College and General Hospital in 2002 and continuing till date. He is one of the founder Members of North South University, where he also acted as its first Treasurer. He also acted as Independent Director of M/s. Union Capital Ltd. from 2009 to 2014. He is currently an Independent Director of Green Delta Insurance Company Limited since December 2012.

# 1.3.7 BRIEF PROFILE OF THE MANAGEMENT



## Nasiruddin Ahmad Choudhury

Advisor

By virtue of an experience of more than half a century in the insurance sector, Mr. Nasiruddin Ahmad Choudhury has pioneered the insurance industry of Bangladesh and is a widely respected business veteran. Mr. Choudhury completed his Bachelor's degree from Anando Mohon College, Mymensingh, and Master's degree in Islamic History from Dhaka University, Bangladesh.

He is vastly experienced in the field of insurance and is widely respected in the insurance industry and business circles, both locally and globally. Mr. Choudhury joined the Pakistan Insurance Corporation in Karachi in September 1958. Later, he went to London for training and further traveled to Germany to train at the Munich Reinsurance Company. At Pakistan Insurance Corporation, he held various senior positions till the liberation of Bangladesh.

In 1972, fueled by the patriotic urge to engage in nation building, he took up the challenging responsibility of rebuilding the reinsurance department of the Sadharan Bima Corporation as a General Manager. Having achieved his objectives, he left Sadharan Bima in 1983. By this time, he was also Insurance Adviser of Bangladesh Biman and Bangladesh Shipping Corporation for over 15 years. In 1985, when insurance was opened up to the private sector, Mr. Choudhury established Green Delta Insurance Company Limited, with a couple of close friends, as sponsor and founder Managing Director and CEO. Today, Mr. Choudhury continues to discharge his responsibilities as an Advisor. Throughout his glorious career spanning multiple decades, Mr. Choudhury has been awarded by many renowned national and international organizations for his unparalleled contribution to the insurance industry of Bangladesh and the world at large. In 2007, the US-based International Who's Who Historical Society acknowledged Mr. Choudhury as a fellow. He was elected as the Director of FBCCI, President of the Insurance Association, Executive Member of the Metropolitan Chamber of Commerce and Industry, President of the Bangladesh German Commerce and Industry. He is also the chairman of Delta Brac Housing Finance Corporation.

He has also served as the Chairman and Managing Director of NASSCOM Private Limited. Among the host of prestigious awards he has received is the International Quality Crown Award in the Diamond Category in 2009, in London.

He has also received the DHL-Daily Star Lifetime Achievement Award in 2009, mother Teresa international award for contribution as a social and as also the International Star Award for Leadership in Quality, presented in Paris in the same year. Mr. Choudhury has traveled around the world and is closely associated with insurance majors in countries like Germany, the UK, France, Japan and Malaysia, among others. Under the accomplished mentor ship of Mr. Choudhury, Green Delta Insurance continues to remain the largest non-life insurance company of Bangladesh and has broken new ground with certain exemplary industry firsts, most notable among these is insurance products exclusively designed for women customers, agri-insurance and a state-of-the-art insurance institute, among others. Today, Green Delta Insurance is focused on promoting insurance inclusion and is focused on the overarching ambition of providing 'insurance for all'.



## Farzana Chowdhury

Chartered Insurer, ACII (UK)
Managing Director & CEO

Ms. Farzana Chowdhury ACII (UK), Chartered Insurer, is the Managing Director & Chief Executive Officer of Green Delta Insurance Company Limited (GDIC) – the only non-life insurance company with IFC World Bank equity investment in the country which has been awarded with the prestigious AAA rating for three consecutive years. Being the first female Managing Director and CEO in the financial sector of the country, her guiding philosophy has always been driven by the intent of adding value not just in business but in every sphere that touches her life.

Farzana Chowdhury has recently been recognized as a Local SDG Pioneer 2016 by The UN Global Compact in the Global Leaders' Summit announced by H.E. Ban Ki-moon. She is one of only 10 outstanding individuals from across the world to have received the accolade for her work in achieving SDG 5 for Gender Equality and Women Empowerment. She has been hailed as a Pioneer for Women's Economic Security through Nibedita- the first comprehensive insurance scheme for women in South Asia. She was instrumental in launching the Nibedita Mobile App, to provide onestop service solution platform for women of the country and ensuring their social and economic security. It was under her stewardship that Green Delta joined hands with the Ministry of Health and Family Welfare, Government of Bangladesh in the Shastho Shuroksha Karmasuchi (SSK) project. Green Delta will be working as the Scheme Operator of the project to provide health insurance for the rural poor.

She was instrumental in the strategic engagement between Green Delta and the Access to Information (a2i) Program of the Prime Minister's Office under which insurance policies will be provided to the rural population through the 5000 Union Digital Centers across the country.

She holds numerous important positions such as Past National President of JCI (Bangladesh), Vice President (JCI) International (looked after six countries of the Asia Pacific region), a member of the Boards of Trustees of JCI's Global Youth Empowerment Fund, President elect of Entrepreneur Organization (EO) and so on.

She is also a Board member of JAAGO Foundation a movement initiated by the young people of Bangladesh to eradicate poverty through education and empowering the youth. She is also a member of various apex business bodies like Metropolitan Chamber of Commerce &Industry, Bangladesh Women Chamber of Commerce & Industry, CACCI and many more. Ms. Chowdhury is a member of the Board Member of Talent Nomics India. With her leadership, Ms. Farzana has been relentlessly working to bring forth a positive change in the insurance industry by materializing the concept- 'Insurance for Everyone' and growing beyond.



## A.S.A. Muiz

Senior Consultant

Mr. Muiz is a Sr. Consultant at Green Delta Insurance (since 2013) and enjoys an entrenched presence in the field of Insurance for over four decades. After his graduation from Dhaka University , he started his insurance career at erstwhile Great Eastern Insurance Co. Ltd. in 1969 as a probationary officer. He joined the Sadharan Bima Corporation after the war of liberation as an Assistant Manager in 1973 and went abroad for higher training and exposure and in the process got associated with large insurance organizations like Lloyds and attended Chartered Insurance College, London. He also received training on Munich Re, Germany, Swiss Re Switzerland and Paris , France.

Upon his return after completion of his training abroad, Mr. Muiz joined Sadharan Bima Corp. and continued working at SBC holding various important and significant post till his voluntary retirement in 1997 as a Deputy General Manager. He then joined Green Delta Insurance as Director, Marketing, in 2001. Until becoming consultant he was Additional Managing Director of Green Delta in charge of HR, Marketing , Underwriting and Branch control and afterward served as Advisor to the Green Delta Insurance.



## Golam Mustafa

Senior Consultant

On retirement from Sadharan Bima Corporation in January, 2001 Mr. Golam Mustafa joined Green Delta Insurance Co. Ltd. as Additional Managing Director on July, 2001 with assignment of Reinsurance, Claims and Specialized Underwriting. In 2015 his designation was upgraded to the post of Sr. Addl. Managing Director. He started his career as a Trainee Officer/Assistant Departmental Officer with the then Pakistan Insurance Corporation in January 1965. In March 1969 he was promoted to the post of Departmental Officer. After liberation, he was absorbed with Bangladesh Insurance Corporation and subsequently with SBC. In February 1977, he was transferred to Reinsurance Division as Deputy Manager and assigned the job of Aviation and Engineering insurance and reinsurance affairs. In April 1980, he was promoted to the post of Manager, AGM in 1986, DGM in 1989 and General Manager in 1994. From 1977 till his retirement in 2001, he was directly handling Aviation, Engineering insurance and all types of Reinsurance affairs of SBC.He visited London, Paris, Munich, Zuric hevery year from 1984 for renewal negotiation of Aviation Insurance of Biman fleet of aircraft and Annual Reinsurance Treaties of SBC with Lloyds' underwriters and other renowned re-insuring underwriters.

He is a Commerce graduate with Honours in Accountancy and attended 8 weeks training course in Engineering insurance and reinsurance organized by Munich Re, 10 weeks training course on Reinsurance in London, 4 weeks training course in Aviation insurance and reinsurance organized by Chartered Insurance Institute, London and C.T. Bowing Aviation Ltd., London in 1986. He travelled many countries of Asia/Africa to participate Seminars, Conference and Workshops relating to insurance and reinsurance.



## A.K.M. Iftekhar Ahmad

Consultant

A.K.M. Iftekhar Ahmad is a carrier insurer. After obtaining graduation from Dhaka University he joined the eastern Head Office of erstwhile Muslim Insurance Co. Ltd. on 8 January 1969. Thereafter he joined erstwhile Janata Insurance Co. fully owned by Bengali entrepreneurs in September 1970 as Asstt. Manager. After liberation the Insurance Industry was nationalized. He was absorbed in Sadharan Bima Corporation as Asstt. Manager in 1973. He held important positions in Underwriting, Claims, Branch and other departments till 1996 when he voluntarily retired to join the private sector. In Private Sector he was the CEO of Eastern Insurance Co. Ltd. from 1998 to 2009 and CEO of Sonarbangla Insurance Co. Ltd from 2010 to 2012. He retired from Sonarbangla on attaining the age of superannuation ie. 67 years. Thereafter he joined Insurance Development and Regulatory Authority (IDRA) in July 2013 as Senior Consultant and worked there till June 2016. He was also Member Secretary of Central Rating committee, During his tenure Money Insurance Policy (MIP) was designed by the secretariat and approved by the Authority. He also piloted many new products for non-life insurance viz: Nibedita Comprehensive Insurance for Women, GD Health Insurance, Prime Health Insurance Hajj & Umrah Insurance, Niramay Micro Health Insurance, Weather Index Crop Insurance, Mass Health Insurance, Probashi Insurance for migrant workers, through Central Rating Committee and approved by IDRA. He received extensive training on insurance in home and abroad at various stages of his carrier. He was a member of Central Rating Committee from 2000 to 2012 and also Chairman of Misc Rating Subcommittee for one term. He played an active role in product design and pricing of non-life Insurance. He was an elected member of the Executive Committee of Bangladesh Insurance Association from 2002 to 2008 and played vital role in shaping the industry.



## Nazim Tazik Chowdhury

Additional Managing Director and CFO

Mr. Nazim Tazik Chowdhury holds a BCom degree and started his career in 1972 with Janata Insurance Co. Ltd. During the same year, he was absorbed in Sadharan Bima Corporation, Bangladesh's first public sector insurance company, and served there till 1985. With such an illustrious career, Mr. Choudhury possesses over three-decades of experience in the insurance industry.

Mr. Chowdhury joined Green Delta Insurance Co. Ltd in 1986 as an Accounts Executive and, rising up the ranks in the company with his knowledge, commitment and dedication, he was appointed to the prestigious post of Additional Managing Director and CFO in 2015.

At Green Delta Insurance, Mr. Chowdhury is responsible for finance and accounts, human resources and administration. He is also mandated with the task of internal/external training, public relations, recruitment, business development and cost minimization. He also supervises the preparation of monthly, quarterly, half-yearly and annual accounts of the Company, in addition to implementing and supervising management decisions.

Mr. Choudhury specializes in:

- Combining entrepreneurial drive with business management skills to drive gains in revenue, market share and profit performance
- Enunciating a clear, strategic direction and effectively training and coaching team members
- Cultivating strong relationships with existing customers as well as new prospects
- Focusing on regulatory and statutory liaison for effective governance, also ensuring high levels of compliance



## Syed Moinuddin Ahmed

Additional Managing Director & Company Secretary

With an experience spanning over two decades, Mr. Syed Moinuddin Ahmed is a respected banking and finance professional in Bangladesh.

Majoring in Finance from the University of Dhaka, Mr. Ahmed started his career at Southeast Bank, working in credit-related departments. Beginning as a management trainee at the bank, he subsequently drew rich experience by virtue of working with several other reputed commercial banks in the country and across various roles, before joining the renowned GDIC Group in 2009.

Mr. Ahmed's contribution in evolving the GDIC Group into its present exalted status has been a highlight of his long and illustrious career. At Green Delta Insurance, the flagship of the GDIC Group, Mr. Ahmed has worked in many departments and has taken up several responsibilities that include managing Board affairs and engaging in business development, business process optimization and structuring credit facilities, forging strategic alliances, optimising human resource and ensuring project deliverables. The recognition of Mr. Ahmed's relentless efforts in building strong foundations of the Group was his elevation to the role of Additional Managing Director and Company Secretary of Green Delta Insurance Company and Managing Director of GDAssist, a fast-emerging Group company.

Today, Mr. Ahmed continues to lead and inspire his team through his experience and foresight. Having travelled throughout the world for work and having being exposed to several workshops and seminars globally, Mr. Ahmed is passionate about implementing global best practices in Bangladesh, thereby contributing to the country's advancement in his own small way.



## T H Forhad

Deputy Managing Director

Mr. Forhad started his career in 1986 as a trainee executive in the Accounts Department and, over the years, has been discharging responsibilities under various capacities. Mr. Forhad possesses rich knowledge and experience of insurance and has participated actively in various seminars and symposiums at home and abroad, including countries like Sri Lanka and Malaysia. Mr. Forhad is currently a Deputy Managing Director. He is also a life member of the Noakhali Zila Somity, Founder President of the Lions Club of Bonoful Delta and is the Regional Chairperson of the Lions Club International 315 B2. His work has taken him to several countries including Australia, the UK, the Kingdom of Saudi Arabia, India, Malaysia, Thailand and Singapore.



## Syed Kaiser Ahmed

Deputy Managing Director

Mr. Syed Kaiser Ahmed completed his B.A. (Honours) in Political Science in1973, M.A. in Public Administration in 1974 from the University of Dhaka and L.L.B from the Central Law College (Under the University of Dhaka).

He started his career in1977 and worked for several well established Companies like The New Dhamai Tea Estates Ltd, The Sonarupa Tea Co. Ltd, High Speed Shipbuilding and Heavy Engineering Company Ltd and Asaf-Tex Ltd, till 1999. His work has taken him to several countries including USA, UK, Thailand, Singapore, India.

Mr. Ahmed joined Green Delta Insurance Company Ltd in 2000 and was holding the post of Senior Executive Director, Human Resources and Administration till January 2014.He is currently holding the position of Deputy Managing Director (Marketing) in the Company.

Mr. Ahmed is a life fellow of the Bangladesh Society for Human Resources Management (BSHRM). He is a permanent member of Dhaka Club Ltd, Baridhara Cosmopolitan Club Ltd and Legend Club Ltd.



## Nazrul Islam

Deputy Managing Director

Mr. Islam is a Deputy Managing Director and is currently discharging his responsibilities as the Head of the Claims and Underwriting Management Department. Mr Islam is a veteran insurance Officer, working at Green Delta Insurance since its inception in 1986. Prior to joining the Company, he has worked in many European countries, including seven years in Germany. He started his insurance carrier with the Sadharan Bima Corporation, the only government non-life insurance company in Bangladesh. As one of the best insurance underwriters of the country, he enriched his skills, experience and knowledge. He has discharged efficient services of the company in various capacities in different department branches. Mr Islam enjoys tremendous experience in the insurance field and has actively participated in various seminars and symposiums at home and abroad.



## Wafi Shafique Menhaz Khan

Managing Director & CEO – GDSL

Mr. Wafi Shafique Menhaz Khan is the Managing Director & CEO of Green Delta Securities Limited, one of the few renowned brokerage houses of Bangladesh. He is also the Deputy Managing Director of Green Delta Insurance and is currently heading Retail & SME. Prior to join Green Delta, he was the Vice-President and Head of Non-funded Business at The City Bank Limited. Mr. Khan has extensive experience in the banking industry and set benchmarks for others to pursue. He started his glorious career from ANZ Grindlays Bank and gradually earned diversified experience while working with BRAC Bank Limited, American Express Bank Ltd. and The City Bank Ltd. He was directly involved with the launching of numerous retail, card and loan products. Throughout his career, he has been assessed as a result oriented & strong team player, activator and developer. He has taken up several successful training and workshops held locally and globally on career management & leadership. He has attended various international conferences held in USA, UK, Dubai, Singapore, Thailand, India and China.



## Md. Rafiqul Islam

Managing Director & CEO - GDCL

Md. Rafiqul Islam, Managing Director & CEO of Green Delta Capital Limited, prior to join this position, he was the Chief Investment Officer of the company.

Mr. Islam is a seasoned professional Investment Banker with over 15 years of professional. Mr Islam has the specialization in both Debt and Equity Capital markets products where he comprises in many milestone transactions for raising debt & equity funds including Foreign & local Syndication and IPO in various sectors such as Infrastructure, Power, Energy, Financial, Agro, Textile, Telecom, Manufacturing, FMCG and Food processing sectors.

Mr. Islam has wide-ranging experience in Islamic Finance such as Sukuk, from structuring to raising funds thru issuance of Sukuk for the corporates. Mr. Islam is also specialized in designing and structuring the Private Public Partnership (PPP) projects & infra deals and converting these as bankable deals.

Mr. Islam began his career with a major conglomerate in Bangladesh in 2002 and then moved to Orascom Telecom Bangladesh (Vimpelcom). Mr. Islam was also with BRAC EPL Investments Limited as Associate Director & Head of Structured Finance.

Mr. Islam perform as key note speaker and panel speaker in various international and national conferences, summit and in TV media on Capital Markets, Investment Banking, Private Equity and Venture Capital, organized by government agencies and private sector organizations. His contribution to promote Bangladesh among foreign investors has also been acknowledged by the Government of Bangladesh.

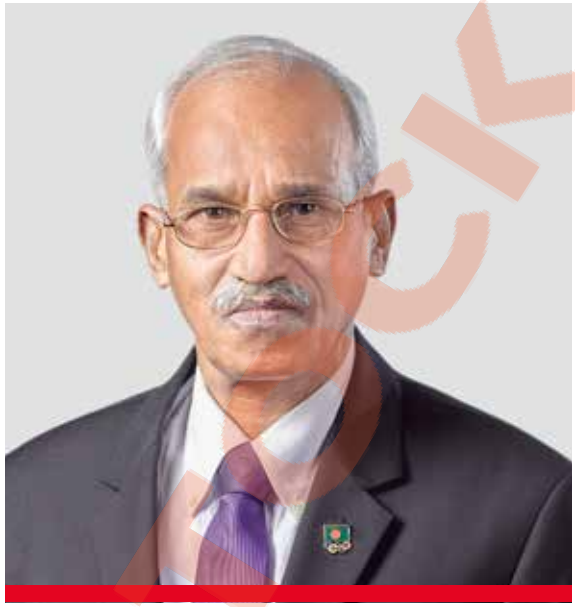
Recently, Mr. Islam has been elected as the Vice President of Bangladesh Merchant Bankers Association (BMBA) for 2018 and 2019.



## Kabir Ahmed Chowdhury

Senior Executive Director

Kabir A. Chowdhury, Sr. ED, Head of Internal Audit & Compliance has completed his 30 years of Insurance career. After completion of his Master Degree in Accounting & Finance from Chittagong University he joined with BGIC in October 1985. He has work experience in Marketing, Underwriting, Accounts and other administrative works in different departments. He started with Green Delta in 1986 as a founder Manager of Comilla Branch. Later he opened another branches at Eliphant Road, Mohakhali. Prior to joining the Internal Audit he was the In-charge of Principal Branch, Dhaka for more than 5 years. He participated insurance related courses and seminars arranged by the insurance related institutions in home and abroad.



## Mahfuzur Rahman Siddique

Consultant

On completion of M.A. in Political Science from Dhaka University, he joined in the service of GOB in 1976. Retired in 2010 as Director of Immigration of Passports. For around a year, he held current charge of Director General,Immigration & Passports. While in Govt. service he attended training session at home and abroad, was a member of several Government delegations in and outside Bangladesh. Served as guest Speaker of Foreign Service Training Academy of Ministry of Foreign Affairs from 1996 to 2009. Since early nineties he is actively associated with Sports. As an organizer he was an EC Member of Bangladesh Cricket Board, Table Tennis Federation, Boxing Federation. He also served as member of Discipline Committee of BCB. Currently he is Vice President of BAF and Vice Chairman of Discipline Committee of Bangladesh Football Federation. Served as Election Commissioner of BFF and Mohamedan Sporting Club, Dhaka. He is a National Course Director of NOC Bangladesh since 2000. Worked as Consultant of Bangladesh Olympic Association to organize Library, Archive, Museum& National Olympic Academy. He is honorary Director of NOA, BOA.



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**Syed Kaiser Ahmed**
Deputy Managing Director

**Mahfuzur Rahman Siddique**
Consultant

**Md. Rafiqul Islam**
Managing Director & CEO - GDCL

**Syed Moinuddin Ahmed**
Additional Managing Director
& Company Secretary

**Nazim Tazik Chowdhury**
Additional Managing Director and CFO

**A.K.M. Iftekhar Ahmad**
Consultant

**Nasiruddin Ahmad Choudhury**
Advisor


Wafi Shafique Menhaz Khan
Managing Director & CEO –GDSL
Kabir Ahmed Chowdhury
Senior Executive Director
Nazrul Islam
Deputy Managing Director
T H Forhad
Deputy Managing Director
Farzana Chowdhury
Chartered Insurer, ACII (UK)
Managing Director and CEO
A.S.A. Muiz
Senior Consultant
Golam Mustofa
Senior Consultant

# 1.3.8 COMMITTEES OF THE BOARD, MANAGEMENT AND EXECUTIVES

## Committees of the Board

### (I) Audit Committee

As on 31st December 2017

| Name | Status |
|---|---|
| Md. Abdul Karim | Chairman |
| Marufa Anwar | Member |
| Razia Rahman | Member |
| Arif Ahmed Choudhury | Member |
| Mesbah Dilwar Rahman | Member |
| Iqbal Khan (Jamal) | Member |
| Nasir A. Choudhury | Advisor |
| Farzana Chowdhury | Managing Director and CEO as Ex-Officio |
| Syed Moinuddin Ahmed | Secretary |

### (II) Executive Committee

As on 31st December 2017

| Name | Status |
|---|---|
| Dilruba Chowdhury | Chairperson |
| A Q M Nurul Absar | Member |
| Kamran Idris Chowdhury | Member |
| Khurshida Chowdhury | Member |
| Shamsun Nahar Begum Chowdhury | Member |
| Asif Ahmed Choudhury | Member |
| Nurul Hussain Khan | Member |
| IFC represented by Steve Murphy | Member |
| Nasir A. Choudhury | Advisor |
| Farzana Chowdhury | Managing Director and CEO as Ex-Officio |
| Syed Moinuddin Ahmed | Secretary |

## Committees of the Management and Executives:

### (I) Etiquette Committee

| Name | Status |
|---|---|
| Farzana Chowdhury | Managing Director and CEO |
| Nasir A. Choudhury | Advisor |
| A S A Muiz | Senior Consultant |
| Golam Mustofa | Senior Consultant |
| Nazim Tazik Chowdhury | Additional Managing Director and CFO |
| Syed Moinuddin Ahmed | Additional Managing Director and Company Secretary |

AMARSTOCK

### (Ii) Management Committee (ManCom)

| Name | Status |
|---|---|
| Farzana Chowdhury<br>Chartered Insurer, ACII (UK) | Managing Director & CEO |
| Nasir A. Choudhury | Advisor |
| A.S.A. Muiz | Senior Consultant |
| Golam Mustafa | Senior Consultant |
| A.K.M Iftekhar Ahmad | Consultant |
| NazimTazik Chowdhury | Addl. Managing Director and CFO |
| Syed Moinuddin Ahmed | Addl. Managing Director and Company Secretary |
| Syed Kaiser Ahmed | Deputy Managing, Director |
| Wafi Shafique Menhaz Khan | Managing Director and CEO - GDSL |
| Rafiqul Islam | Managing Director and CEO -GDCL |
| Kabir Ahmed Chowdhury | Sr. Executive Director |
| Md. Mahfuzur Rahman Siddique | Consultant |

### (III) Investment Committee

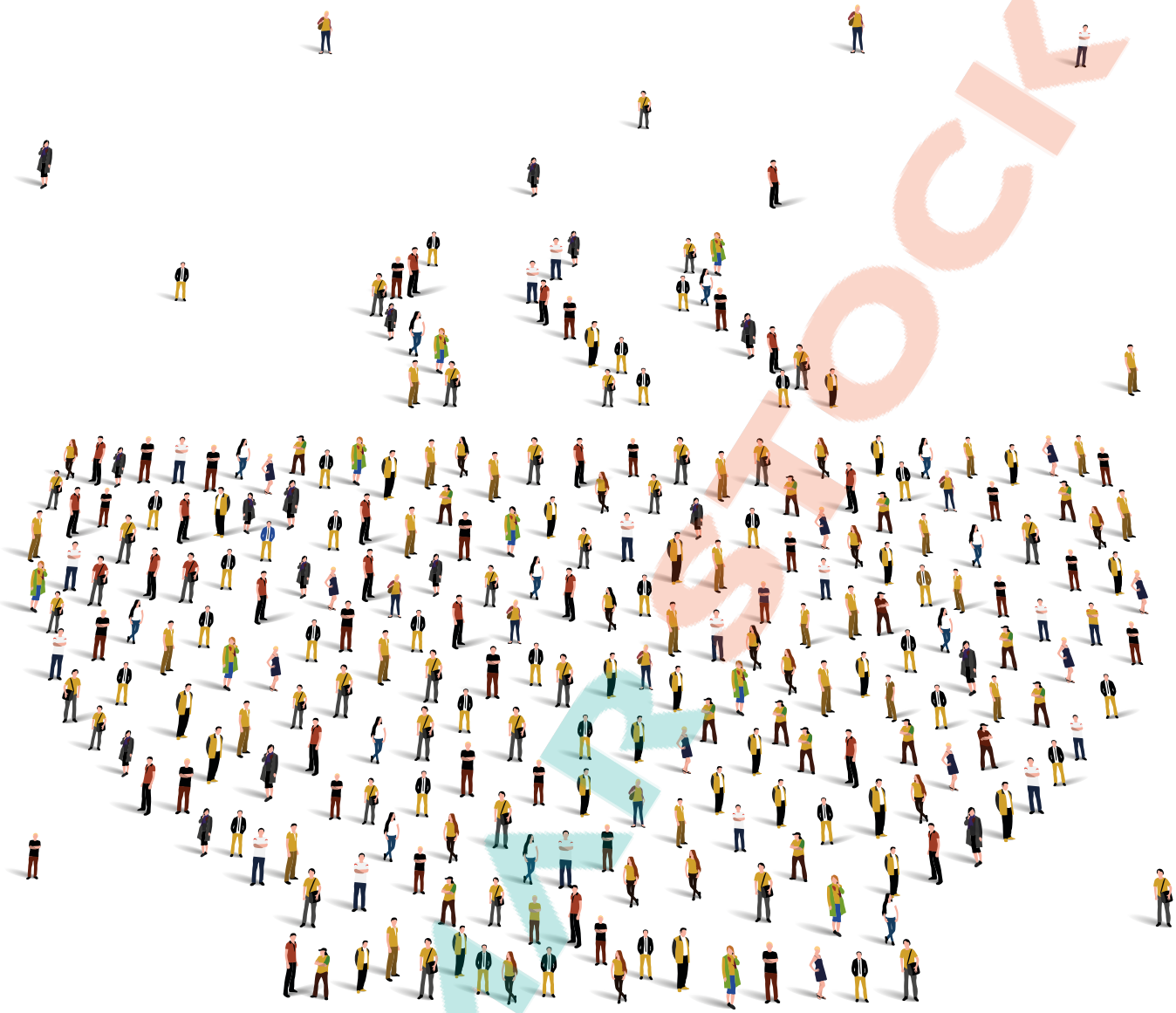
| Name | Status |
|---|---|
| Farzana Choudhury<br>Chartered Insurer, ACII (UK) | Chairperson |
| Syed Moinuddin Ahmed | Secretary |
| NazimTazik Chowdhury | Member |
| Wafi Shafiq Menhaz Khan | Member |
| Md. Rafiqul Islam | Member |
| Syed Jahangir Azam | Observer |
| Md. Warech Miah | Observer |
| Enayet Karim Parvez | Observer |
| Chinmoy Chakrabarty | Observer |
| Md. Oliullah Khan ACS | Observer |
| Riad Mahmood | Observer |

### (IV) Claim Assessment Committee

| Name | Status |
|---|---|
| Farzana Choudhury<br>Chartered Insurer, ACII (UK) | Chairperson |
| Nasir A. Choudhury | Member |
| Golam Mustofa | Member |
| Syed Kaiser Ahmed | Member |

### (V) Steering Committee on Purchase and Procurement

| Name | Status |
|---|---|
| Nazim Tazik Chowdhury | Convener |
| Syed Moinuddin Ahmed | Member |
| Wafi S. M. Khan | Member |
| Syed Kaiser Ahmed | Member |
| Md. Mahfuzur Rahman Siddique | Member |
| Kabir Ahmed Chowdhury | Member |
| Al-Mamun | Member |
| Representative of the respective Department/Branch | Member |
| Jalal Ahmed | Member Secretary |






## End hunger, achieve food security and improved nutrition and promote sustainable agriculture

Bangladesh is most vulnerable to natural disasters. When disasters break out the most common problem is food crisis. In solidarity with the other corporate bodies who are donating for this cause, Green Delta family also always comes forward to play their role to address any national crisis. And the continuous crop insurance facility provided by GDIC is also contributing to Zero Hunger.

# 2.1 RISK AND GOVERNANCE

## 2.1.1 REPORT ON CORPORATE GOVERNANCE

**Preface**

Corporate governance entails a set of relationships between a company's management, its board, its shareholders and other stakeholders. It does also endow with the structure through which the objectives of the company are set, and the means of attaining those objectives and monitoring performance are determined. Effective corporate governance is indispensable to the proper functioning of the insurance sector and the economy as a whole.
The Main objective of our corporate governance is to safeguard the stakeholders' interest in conformity with applicable rules and regulations on a sustainable basis.

**Sound Corporate Governance**

Our supervisors have a keen interest in our sound corporate governance, as it is an essential element in the safe functioning of the company and may adversely affect the company's risk profile if not operating effectively.

Well-governed banks contribute to the maintenance of an efficient and cost-effective supervisory process, as there is less need for supervisory intervention. Effective implementation of sound corporate governance requires relevant legal, regulatory and institutional foundations. A variety of factors, including the system of insurance business laws, stock exchanges rules, BSEC regulation and international accounting standards, affects market integrity and systemic stability. Such factors, however, are often outside the scope of banking supervision. Supervisors are nevertheless encouraged to be aware of legal and institutional impediments to sound corporate governance, and to take steps to foster effective foundations for corporate governance where it is within their legal authority to do so. Where it is not, supervisors may wish to consider supporting legislative or other reforms that would allow them to have a more direct role in promoting or requiring sound corporate governance.

Corporate governance determines the allocation of authority and responsibilities by which the business and affairs of an insurance are carried out by its shareholders, board and senior management, including how they:

- set the Company's strategy and objectives;
- select and oversee personnel;
- operate the Insurance's business on a day-to-day basis;
- protect the interests of depositors, meet shareholder obligations, and take into
- account the interests of other recognized stakeholders;
- align corporate culture, corporate activities and behaviour with the expectation that
- the insurance will operate in a safe and sound manner, with integrity and in compliance
- with applicable laws and regulations; and
- Establish control functions.

The following sections describe the Board's primary corporate governance policies and practices with specific references to the Principles of the Code. These policies and practices are constantly reviewed as the corporate governance environment continually evolves.

This statement outlines the key aspects of the Insurance's corporate governance framework. The company is committed to ensuring that its policies and practices reflect a high standard of governance. The Board has adopted a comprehensive framework of Corporate Governance Guidelines, designed to balance properly performance and conformance. In Green Delta, corporate governance means increasing the stakeholders' value by being efficient & professional to the organization, transparent and accountable to the shareholders and responsible to the society and the environment. The Board of directors plays a key role in corporate governance. It is their responsibility to endorse the organization's strategy, develop directional policy, appoint and supervise senior executives and to ensure accountability of the organization to its owners and regulatory authorities.

Practices we admire

- Chairman leads the Board of Green Delta Insurance Co. Ltd.
- Representation of women on the Board is encouraging.
- The Company is being run in line with Corporate Governance Policy of the regulators.
- Shareholders vote for individual directors.

- All Board's Committees meet independent guidelines in respect of composition.
- The Board conducts an annual review of its performance and that of its Committees.
- An orientation program is in place for all new directors.
- All directors, executives/officers and employees of Green Delta are required to acknowledge their adherence annually to Insurance's guidelines for business conduct

## BOARD OF DIRECTORS, CHAIRMAN AND CEO

**Company's Policy on Appointment of Directors**

The members of the Board of Directors of Green Delta Insurance Company Limited are appointed pursuant to the provision of Companies Act 1994, Insurance Act 2010, Bangladesh Securities and Exchange Commission (BSEC) Notifications and Memorandum & Articles of Association of the company. Independent Directors have been appointed by the Board as per regulatory requirement. The Board is comprised of experienced members from diverse professions like businesses, administration, banking & finance, Insurance, accounting, general management, teaching, and engineers which make the Board very executive and balanced in deciding and directing various issues of the Bank.

**Selection and Appointment of New Directors**

The selection and appointment of new directors and the reappointment of existing Directors are being made in line with the following obligations and duties:

1. Frequent assessment of the size and structure of the Board and the mix of knowledge, skills, experiences and perceptions that may be necessary to allow the Board to perform its functions.

2. Recognizing the capabilities and following the approved procedure to ascertain that an applicant designated by the shareholders possesses the same. The directors are selected by the shareholders in the Annual General Meeting. Casual vacancy, if any, are filled up by the Board in accordance with the conditions mentioned in the Companies Act and Articles of Association of the Company, one-third Directors shall retire in the 32th AGM and they are also eligible for reelection.

**Board Size and its constitution**

The Board of Directors of GDICL consists of 14 (fourteen) directors including 2 (two) independent directors. The appointment 01 more independent director is in progress. The number of directors is within the limit fixed by the guidelines. The Board ensure that the adequate representation of non-executive directors.

**Independent Director(s)**

**a. Number of Independent Directors**

The total number of Independent Directors on the Board of GDICL are 2 (two) while 01 (one) appointment of Independent Directors is in progress as per condition 1.2 (i) of the guidelines.

**b. Qualification of Independent Directors**

Each of the Independent Directors meets the requirements as precondition 1.2(ii) of the guidelines, and does have qualifications as precondition 1.3 of the guidelines. Each Independent Director is highly qualified and knowledgeable person having integrity, ability to ensure compliance with laws and ability to make meaningful contribution and more than 15 years of professional experience

## Chairman and Chief Executive Officer (CEO)

**Position of Chairman and the Chief Executive Officer:**

The positions of the Chairman of the Board and the Chief Executive officer (CEO) of GDCIL have been filled by different individuals as precondition 1.4 of the guidelines. From among the directors of the company Mr. Md. Abdul Karim, one of the Independent Directors, has been elected as the Chairman, while Ms. Farzana Chowdhury ACII (UK) has been the Managing Director & CEO of the Company.

The functional responsibilities of the Chairman of the Board and of the Managing Director and CEO are kept separate and independent of each other.

**Roles and Responsibilities of the Chairman:**

The Chairman of the Board of Director is responsible for leading the Board and overseeing the entire functioning of the Company. The success of a Board meeting is dependent almost entirely on the art of conduct of the same by its chairman. Mr. Md. Abdul Karim is the current Chairman of the Board. Through his dynamic leadership, he is leading the Board towards the success of the Company.

The Chairman of the Board is elected to the office of Chairman by the Directors. The Chairman's primary responsibility is to lead the Board, to ensure a common purpose and effectiveness as a group to uphold and promote high standards of integrity, probity and corporate governance. The Chairman has the link between the Board and the Company.

The Major Roles and Responsibilities of the Chairman are as follows:

a. The Chairman of the Board does not participate in or interfere into the administrative or operational affairs of the company since he does not personally possess the jurisdiction to apply policy making or executive authority.

b. Sometimes the Chairman conducts on-site inspection of financing activities under the purview of the oversight responsibilities of the Board. He has the right to call for any information relating to company's operation for investigation into any such affairs and thereby submit such information or investigation report to the meeting of the Board or to the executive committee and, if considered necessary, with the approval of the Board, he may adopt pragmatic initiatives with reference to the set rules through the CEO.

c. For the business interest of the Company, the Chairman may be offered an office room, a personal secretary/assistant, an office telephone, a mobile phone and a car for using within the country.

**Managing Director and Chief Executive Officer**

Company's MD and CEO is Ms. Farzana Chowdhury. The detail information of MD and CEO is given in separate under section: 1.3.7

**Roles and Responsibilities of the Managing Director and CEO:**

The Managing Director and CEO is responsible for implementation of Board policies and overall Management of the company. She discharges her duties under the delegation of financial, business and administrative authority given to her by the Board.

The Main Responsibilities and Authorities of the Managing Director are as follows:

The CEO undertakes her own responsibilities when the board vests the financial, business and administrative authorities on her. She remains accountable for achievement of financial and other business targets by means of business plan, efficient implementation and prudent administrative and financial management.

The CEO ensures compliance of the Insurance Act, 2010 and other relevant laws and regulations in performing routine functions of the company. At the time of presenting any memorandum by the management in the Board Meeting or Board Committee Meeting, the CEO points out if there is any deviation from the Insurance Act, 2010 and other relevant laws and regulations.

The CEO remains accountable to report to IDRA if any violation of the Insurance Act, 2010 or of other laws/ regulations is occurred etc

**Appraisal of the Board's Performance**

Green Delta Insurance Company Limited has not set any option for annual appraisal of the board's performance. However, evaluation of the Board is performed at the AGM by the shareholders.

**Appraisal and evaluation of CEO by the Board**

While reappointing CEO, an evaluation report approved by the board of directors submitted to IDRA by the chairman of the Board. Besides, key evaluation indicators for CEO as well as Management is profitability, yearly budget achievement, dividend ratio, return on equity, return on assets, earnings per share, CAMELS ratings, credit rating, classified loan ratio etc. which are reviewed by Board of Directors on periodically basis.

Mechanism to provide advice to the Board GDIC maintains transparent and close communication with its shareholders. With this view we publish annual & semiannual reports, publish quarterly financials and price sensitive information (PSI) in newspapers for shareholders, investors, capital market experts, and other equity participants in a complete, fair, accurate, timely and understandable manner within the framework of generally accepted accounting principles and legislation provisions. Our company's shareholders can also use their query rights or can provide any recommendations or direction to the Board of directors at the annual general meeting and the Board answers all questions of shareholders. Prior to AGM, the meeting date, venue and agenda are announced and also the annual report is submitted to the shareholders through our company's website or through different channels. After getting feedback from shareholders at AGM, the Board then directs the management to implement the recommendations of the shareholders. If the Management requires making any change in policy or practice, the Board approves those changes; otherwise if this authority of approval is beyond the power of the Board, this can be approved by the shareholders of GDIC at AGM through voting.

**Continuous Development Program**

Green Delta believes that regular training and development are essential to equip all directors with the appropriate skills and knowledge to perform their roles on the Board and Board Committees effectively. On an annual basis, the Board assesses the skills that the Board collectively needs in order to discharge its responsibilities effectively and identifies steps to improve effectiveness.

**Delegation by the Board**

The Board delegates authority and powers to Board Committees to oversee specific responsibilities without abdicating its responsibilities. These Committees report on a periodical basis to the Board and enable the Board to carry out its stewardship and fiduciary responsibilities in an efficient manner.

**Board Induction**

A formal letter of appointment setting out the director's duties and obligations is provided to every new director. Comprehensive and tailored induction is provided to incoming directors joining the Board. The induction program allows the director to assimilate into his or her new role as soon as possible.

**Meetings of the Board of Directors**

The Directors hold regular meetings to ensure smooth operation of the Company. At least 4 (four) such meetings are held every year and at least 1 (one) in each quarter. During the year 2017 Four (04) meetings of the Board were held.

**Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS)**

Three separate persons, each of different specialized discipline, have been appointed. Their role has been defined by the Board. The CFO/CS regularly attend the Board Meeting.

**Duties of Chief Financial Officer (CFO)**

The Provision of BSEC regulations are being complies with on regular basis

**Subsidiary Company**

As required by condition 5 of the guidelines,

(i) The provisions relating to the composition of Board of Directors for each subsidiary company have been complied with.

(ii) At least 1 (one) independent director on the Board of Directors of GDICL is a director on the Board of Directors of its subsidiary company.

(iii) The minutes of Board Meetings of the subsidiary companies are placed for review at the following Board Meeting of GDICL.

(iv) The minutes of the respective Board Meeting of GDICL states that the Board has reviewed the affairs of the subsidiary companies.

(v) The Audit Committee of GDICL also reviews the financial statements of, and in particular the investments made by, the subsidiary companies

Report on Compliance with best Practices on Corporate Governance that is reviewed by External Auditors

The Directors confirm that the company has also complied with all conditions of Corporate Governance Guidelines issued by BSEC. As required by condition 7 of the guidelines,

(i) The company engages a Practicing Chartered Secretary for issuance of a certificate regarding compliance of conditions of Corporate Governance Guidelines of BSEC and sends the certificate to the shareholders along with the Annual Report

(ii) The director's states, in accordance with the Annexure to the guidelines, in the directors' report whether the company has complied with all the conditions of the guidelines

(iii) For the year 2017, Status of Compliance of Corporate Governance Guidelines is shown separately

(iv) For the year 2017, Practicing Chartered Secretary Mr. S. Abdur Rashid FCS was engaged for issuing a certificate regarding such compliance and the Certificate be annexed

**Shareholding Pattern as on December 2017**

| SL | Name of Shareholder | Description | Number of Shares | % |
|---|---|---|---|---|
| **A. Parent/Subsidiary/Associated Companies and related parties (name wise details)** | | | Nil | Nil |
| **B. (i) Directors and their spouses and minor children (name wise details)** | | | | |
| 01 | Md. Abdul Karim | Independent Director and Chairman | 00 | 0.00 |
| 02 | Kamran Idris Chowdhury | Vice Chairman | 400,382 | 0.50 |
| 03 | A.Q.M. Nurul Absar | Director | 1,633,210 | 2.02 |
| 04 | Dilruba Chowdhury | Director | 1,659,322 | 2.06 |

| SL | Name of Shareholder | Description | Number of Shares | % |
|---|---|---|---|---|
| 05 | Khurshida Chowdhury | Director | 4,253,306 | 5.27 |
| 06 | Asif A. Choudhury | Director | 1,633,185 | 2.02 |
| 07 | Shamsun Nahar Begum Chowdhury | Director | 1,633,319 | 2.02 |
| 08 | Mesbah Dilwar Rahman | Director | 1,633,245 | 2.02 |
| 09 | Iqbal Khan (Jamal) | Director | 1,633,319 | 2.02 |
| 10 | Arif A. Choudhury | Director | 1,633,186 | 2.02 |
| 11 | Razia Rahman | Director | 48,186 | 0.06 |
| 12 | Marufa Anwar | Director | 3,016 | 0.00 |
| 13 | Nurul Hussain Khan | Independent Director | 00 | 0.00 |
| 14 | IFC represented by Steve Murphy | Nominee Director | 6,455,295 | 8.00 |
| **B. (ii) Managing Director, CFO, Company Secretary & Head of Internal Audit and their spouses and minor Children (name wise details)** | | | | |
| 01 | Farzana Chowdhury Chartered Insurer, ACII (UK) | Managing Director and CEO | 4,034,560 | 5.00 |
| 02 | Nazim Tazik Chowdhury | Additional Managing Director and Chief Financial Officer | 42,310 | 0.06 |
| 03 | Syed Moinuddin Ahmed | Additional Managing Director & Company Secretary | Nil | Nil |
| 04 | Kabir Ahmed Chouwdhury | Head of Internal Audit | Nil | Nil |
| **C. Executives [Top 5 salaried employees]** | | | | |
| 01 | Nasir A. Choudhury | Advisor | 3,182,382 | 3.94 |
| 02 | Farzana Chowdhury Chartered Insurer, ACII (UK) | Managing Director and CEO | 4,034,560 | 5.00 |
| 03 | A.S.A Muiz | Sr. Consultant | 30,643 | 0.04 |
| 04 | Golam Mustofa | Sr. Consultant | Nil | Nil |
| 05 | Syed Moinuddin Ahmed | Additional Managing Director & Company Secretary | Nil | Nil |
| **D. Shareholders Holding Ten Percent (10) or More Voting Interest in the Company** | | | | |
| 01 | -- | -- | -- | -- |

# 2.1.2 REPORT ON RISK MANAGEMENT FRAMEWORK

At Green Delta Insurance, we are subject to significant uninsured exposures arising from errors and omissions, breach of fiduciary duty and similar claims. Our operating companies provide numerous professional services, including the placement of insurance and the provision of consulting and actuarial services, to clients around Bangladesh. As a result, the Company and its subsidiaries are subject to a significant number of errors and omissions, breach of fiduciary duty and similar claims. In our risk-mitigation services through insurance, such claims include allegations of damages arising from our failure to assess clients' risks prudently, among others

Some of the core risks (select, non-exhaustive) facing our enterprise include the following:

## Evolution of New Customer Needs in a Dynamic Environment

In the prevailing uncertain economic environment, consumer attitudes to insurance products and services are changing in light of some broad global trends shaping the economic landscape of today. These include:

- Digitization and digitalization that has introduced new selling options and different insurance product management routes
- Economic and socio-political uncertainty that has changed the spending and savings patterns, including a re-look at the very proposition of insurance
- Increasing technology leverage that has brought forth an industry sophistication that aims at proactive customer engagement

Today, an increasing number of customers are demonstrating greater attention to service quality; they are no longer relying only on an agent to help them acquire an insurance product. Rather, they are developing a more independent approach to the decision-making process, which includes visiting the websites of insurance companies, appraising customer reviews on social media and referring to aggregation websites for comparisons, etc.

## Technological Evolution and Disruptions

In the environment of today with an all-pervasive social media presence, the world is facing a profound change caused by the interaction and engagement of the cumulative effects of various developments on the technology front. Some of these comprise the Internet of Things (IoT), the almost unending growth of mobile penetration and networks, the increasing adoption of cloud services and the development of cognitive computing, artificial intelligence and machine learning, among others, represent all the elements that are contributing to creating a dynamic and constantly-evolving environment in which the insurance industry has to operate.

Moreover, the unprecedented availability of customer data combined with the unparalleled technological capabilities in processing data for extracting meaningful and actionable information and insights as well as doing so efficiently in terms of costs, is allowing the insurance business to create customised prices and also proactively identify fraud. However, this creates potential risks arising out of the management of personal data as well as new challenges emerging within the traditional insurance risk management model and framework. Technology as an enabling element of the processes may also impair business continuity, representing an emerging threat that could include the malfunction of equipment and systems, cyber threats, etc.

## Uncertain Financial, Socio-political and Macro-economic Landscape

Over the past two years or so, numerous geo-political and socio-economic developments have impacted the global economy. These include the referendum on the constitutional reform in Italy, 'Brexit', the US Presidential elections, the crackdown on corruption and sweeping reforms taking place in Saudi Arabia, the Spanish and Catalonia agitations and the ongoing strife in Syria, Yemen, etc. At the macroeconomic level, the Euro-zone growth forecast stands at about 1.5% in 2017. The British economy has not yet demonstrated signs

of a slowdown. However, consumption has slowed and investments are weak in the United States with growth forecasts of 2.2% for 2017. Hence, most indicators point to the Fed raising benchmark rates further into the future, which will increasingly cause the flight of global capital back to its home base.

The Bangladeshi insurance industry is nascent and under-penetrated with regulations that are yet to be fully worded as well as more stringently enforced. As a result, extreme competition is concentrated across particular areas of the country, mostly the metropolitan centers. Though the country's population stands at about 165-million, insurance premiums collected as a percentage of GDP stands in low single digits, which represents strong growth opportunities at the macro-economic level. Additionally, the industry has witnessed pricing pressures, especially in the corporate segment and hence it is expected that the opportunity may now increasingly reside in the retail segment of the insurance industry.

## Description of the Risk Management Framework

At Green Delta Insurance, risk management involves complex calculations anchored on underwriting and actuary and other analysis, including:

- Making assumptions about and preparing estimates concerning contingent future events
- Drafting and interpreting complex documentation
- Managing client assets, including the selection of investments

These matters often relate to the services provided by the Company dating back many years. Such claims may subject us to significant liability for monetary damages, including punitive damages, negative publicity and reputational harm and may divert personnel and management resources' time and attention.

At Green Delta Insurance, the purpose of our risk report is to provide an overview of the Group's solvency position and risk profile, as well as its risk management framework. When addressing the Group's risk profile, it is important to consider that the insurance sector is mostly vulnerable to the economic environment and the financial markets. In the face of this, Green Delta Insurance has proven to be resilient to the several challenges prevalent in the industry, including high levels of industry competition impacting prices, extremely low insurance penetration levels and volatile markets and investment environment.

In addition to the financial environment, regulatory developments represent a major external driver of threats and opportunities to insurance companies. These include developments in the areas of prudential supervisory regimes as well as regulations defining new principles in terms of distribution, product governance, personal data protection and anti-money laundering, among others.

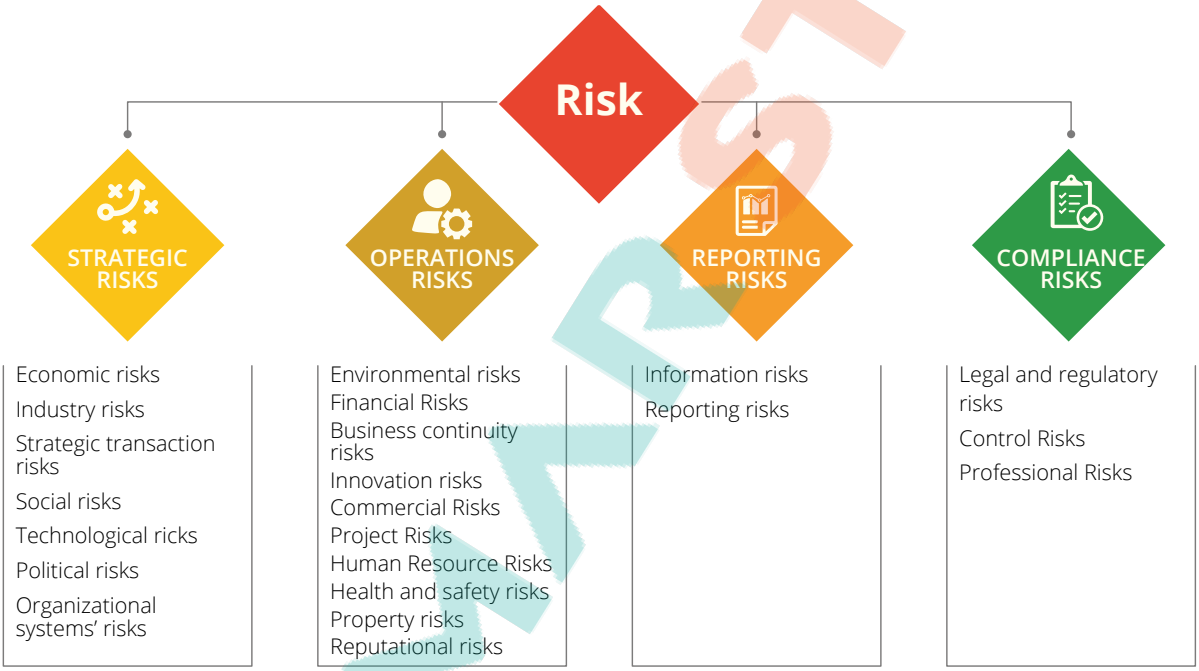
At Green Delta Insurance, we rely on a sound risk management system, including governance and structured risk management processes. A set of risk policies govern the risk management system and all risk-related processes. Moreover, the Board monitors the key risks that the Company is exposed to against its tolerance levels through engaging in comprehensive risk assessment and risk management processes. This includes both the qualitative assessment of the risk control environment and capital assessment. The key categories of risk include:

- Central risk categories: Earnings, solvency and liquidity
- Individual risk categories: Insurance, market, credit, operational and group

Through assigning individual ownership of risks vested within business segments along with central oversight and control by the Board, we are able to effectively control, assess, project, mitigate, monitor and document the core existing as well emerging risks facing our enterprise.

# 2.1.3 RISK MITIGATION METHODOLOGY

At Green Delta Insurance, the Company recognizes that risk is an integral and inherent element of the business model and controlled acceptance and prudent mitigation of risk is essential for the generation of sustainable shareholder / stakeholder value. The Company's acceptance of risk is dependent on the return on risk-adjusted capital and consistent with its strategic objectives of creating long-range stakeholder value. As per the Company's strategy to manage and mitigate the risks facing the enterprise, having accepted/ assumed the ownership of a risk, the Company may cede or hedge it on the basis of maximum impact as well as doing so cost-effectively. Hence, the Company's control procedures and systems are designed to manage risks prudently, rather than eliminating them. However at certain times, there may also exist some risks for which the Company has no tolerance because they destroy value as well as cause reputational harm. These risks are well-classified and are actively avoided, rather than having controls to manage or mitigate them.




Green Delta Insurance has in place a robust and well-governed risk management framework that seeks to achieve the following:

- Determining the risk profile of the Company, that is consolidating and aggregating all the risks (and their levels of impact) that the Company has undertaken in the pursuit of profitable and sustainable business value creation
- Identification, measurement, mitigation, monitoring and control of risk for the purpose of protecting the core interests of key stakeholders / stakeholder groups
- Augmenting the Company's ability to identify and pursue opportunities that offer attractive risk-adjusted returns by providing transparent, accurate and timely risk information and disclosure of risk
- Embedding risk-based decision-making within key management processes and decisions and fostering a culture of risk awareness that ensures the ownership of risk is well-defined and mitigation well-controlled
- Restricting the Company's exposure to adverse outcomes through adjusted risk limits and as per our risk tolerance levels
- Ensuring compliance with regulatory requirements, which is essential to ensure the sustainability of our operations as well as critical to our emphasis on providing our customers with a wide range of relevant and cost-effective insurance products and solutions
- Focusing on ensuring that the Company possesses the appropriate capabilities and experience in managing and transferring risks that enable it to minimize operational, financial as well as reputational risks

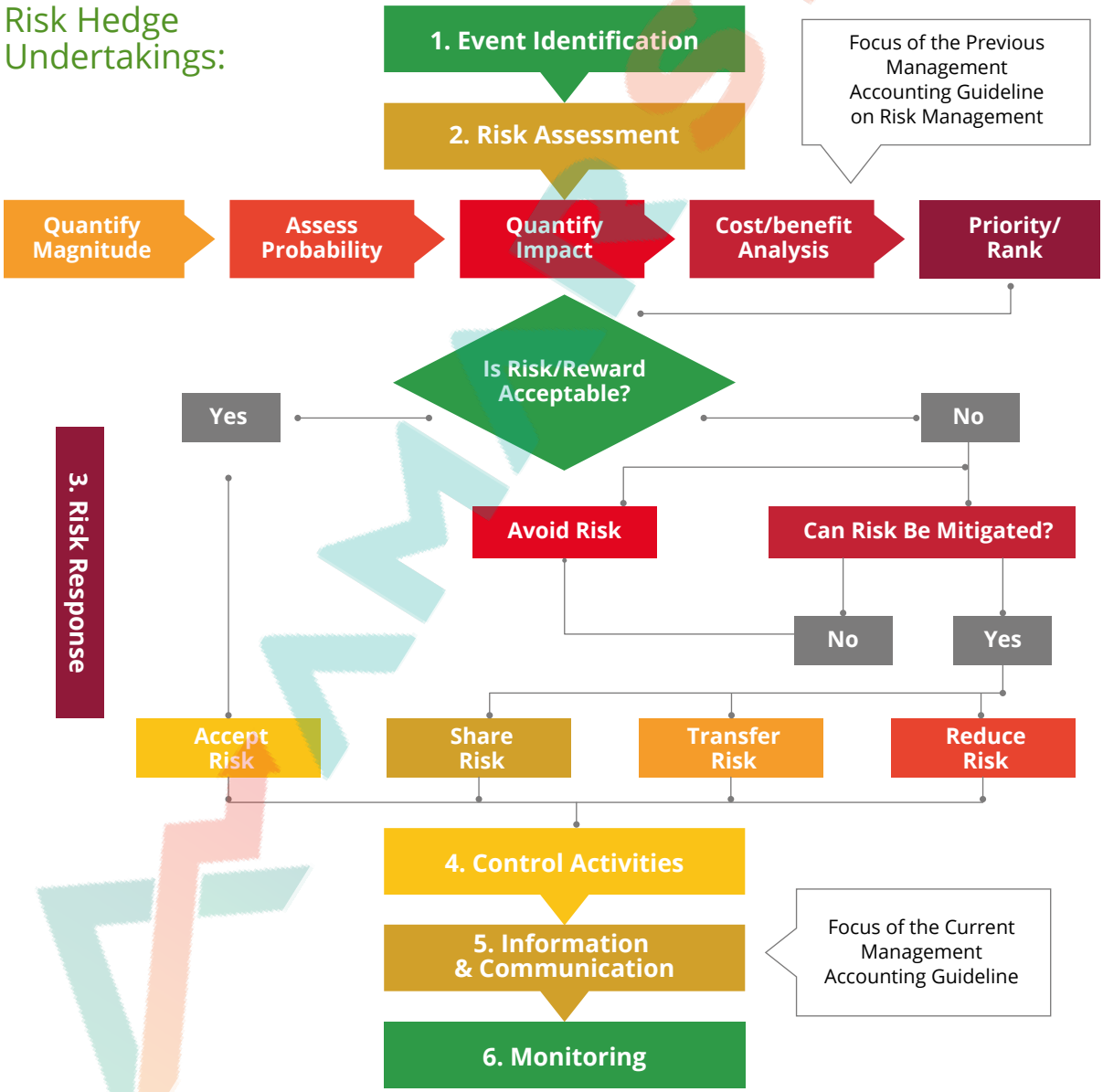
# 2.1.4 DISCLOSURE ON RISK REPORTING

At Green Delta Insurance, as a front line and leading insurance solutions enterprise of Bangladesh, we ensure the disclosure of risk through reporting that is timely, accurate and as per regulatory guidelines. Such a detailed reporting practice enables us to proactively confront, mitigate and report the occurrence of key risks while helping build a culture of active risk identification and proactive risk mitigation and disclosure.

At our Company, one of the key ways in which we disclose risk is through embracing a comprehensive risk governance framework. The risk governance structure of the Company comprises the Board, the risk management committee, the executive risk committee and its sub-committees that together ensure that emerging risks are identified and mitigated while major risks are escalated and controlled.

The risks faced by the Company are broadly classified into market, credit, liquidity, insurance and operational risks. The Company's risk management model, which emphasizes on the proactive disclosure of risk, comprises

## Risk Hedge Undertakings:



a strategic four-stage continuous process that include risk identification and assessment, measurement, monitoring and control of risks.

At Green Delta Insurance, the overarching purpose of the plans, encapsulated in our guidelines, is to provide a common framework for the ongoing efforts of the Company to enforce and implement an integrated, robust governance and compliance structure in terms of ethics and anti-corruption. This includes the alignment of common approaches to high priority processes/areas within the Group. We believe this will not only enable the Company to comply with regulatory requirements in a way that is aligned with stakeholder interests, but will also allow us to identify, assess and manage the key risks inherent in the Company's businesses and processes.

The Company's corporate compliance committee is in charge of the following key tenets:

- Providing support to the Board of Directors of Green Delta Insurance in reviewing the efficacy of the guidelines and in also providing regular and ongoing updates
- Overseeing and monitoring the implementation of the solutions adopted through the guidelines
- Adopting the necessary resolutions in case of violations of the guidelines
- Interpreting the guidelines for smooth and cost-effective implementation
- Analysing cases of violations of the Group's code, rules, procedures or guidelines and supporting decision-making regarding the necessary response/ course correction
- Assessing the documentation and the notifications sent, as defined in the guidelines
- Reporting to the Board on the aforesaid activities on a continuing basis



YEARSTOCK

# 2.1.5 BRIEF SUMMARY OF THE BUSINESS AND OTHER RISKS FACING THE ORGANIZATION AND STEPS TAKEN TO EFFECTIVELY MANAGE SUCH RISKS

Green Delta Insurance is the largest non-life insurance Company in Bangladesh, a track record it has sustained over the past several years. The Company has been able to demonstrate superior performance anchored on three principal strengths:

- Focus on its status as a pure-play insurance Company, thereby enabling it to stay focused and committed to the cause of insurance in the country
- Wide and deep product portfolio with a construct that comprises catering to all customer needs and requirements in the non-life insurance space
- Extensive and expansive footprint in the country through presence not only in the metropolitan centers but also in rural parts of the nation through a dedicated and well-trained field-force, supported by robust infrastructure establishment

At our Company, having accumulated rich experience and insights of operating in the insurance industry for the past several years has enabled us to create a risk-mitigated business model that is anchored on proactive risk identification and control with adequate reporting and documentation governance. Some of the key risks facing the business along with the mitigation strategies embraced by us include the following:

## Competitive Risks

Worldwide economic conditions could have an adverse effect on our business, prospects, operating results, financial conditions and cash flows.

At Green Delta Insurance, our business and operating results are materially affected by worldwide economic conditions to some extent because of the fact that Bangladesh's economy is dependent on textile exports and remittances. In this context, current global economic conditions, including those associated with the ongoing Euro-zone crisis, coupled with low customer and business confidence may have a significant negative impact on the insurance acquisition behaviour of some of our clients as their businesses suffer from these conditions. While it is difficult to predict the consequences of any further deterioration in global economic conditions on our business, any significant reduction or delay by our clients in purchasing insurance or making payment of premiums could have a material adverse impact on our financial condition and results of operations.

The Bangladeshi insurance industry is highly competitive with a large number of players focused on a restricted business pool. In this backdrop, at Green Delta Insurance, we have identified our niche that comprises taking our business to those segments of the market that are under-penetrated and under-represented and raising awareness about the value of insurance during unforeseen and unpredictable events. This sort of a business approach has not only enabled us to thwart competitive pressures but also helped us create customer loyalty. Also, in addition to creating our products that are highly relevant and price competitive, our overarching focus is to develop new markets and customer segments, a strategy that has allowed us to sustain our leadership position in the country's non-life insurance industry.

## Product Risks

Investment in innovative product offerings may fail to yield sufficient returns to cover their investment.

From time-to-time, we enter new lines of business and offer new products and services within our existing lines of business. There are substantial risks and uncertainties associated with these efforts, including the investment of significant time and resources, the possibility of these efforts turning unprofitable, unsuitable or unsustainable and the risk of additional liabilities associated with these efforts. Moreover, failure to successfully manage these risks in the development and implementation of new lines

of business and new products and services could have a materially adverse impact on our business, financial condition or results for operations. Additionally, external factors such as compliance with regulations, competitive alternatives and shifting market preferences, may also impact the successful implementation of a new line of business.

At Green Delta Insurance, we are continually developing and investing in new and innovative offerings that we believe will address needs that we identify in the market. The ability of these efforts to produce meaningful value is dependent on a number of other factors which we focus on controlling and these include:

- Market potential
- Potential customer base
- Customer need and product relevance
- Product demand sustainability
- Our ability to commit time and resources for meeting product demand
- Cost-effective distribution
- Product pricing
- Product placement within the framework of existing competition

At our Company, our focus on dealing with and managing product risks include an interesting approach, the value of which is embedded in customer segmentation strategy. We focus on aggregating and grouping customer populations on the basis of gender, income profile, occupation and projected trends, etc., and create products centered around meeting the specific needs of particular customer segments. A classic example of this is Nibedita, a holistic women-centric insurance product that has now come to represent a platform for women empowerment. Nibedita offers several women-specific insurance products that takes care of their protection and sustainability and also has technology embedded within its core that enables us to engage and reach out to this segment of the population that, ironically, represents almost 50% of the total population today and is largely beyond the ambit of the plans of any major corporation of the country.

## Legal and Regulatory Risks

At Green Delta Insurance, our compliance systems and controls ensure that we comply with all applicable state or foreign laws and regulations and actions by regulatory authorities or changes in applicable laws and regulations in the jurisdictions in which we operate which may not have a materially-adverse effect on our business on account of our ability to conform with the highest standards of regulations and governance.

Our activities are subject to extensive regulation under the laws and jurisdictions of Bangladesh. Indeed, as the insurance industry of the country matures, over the last few years, there has been an increase in focus on and developments in these laws and regulations. Compliance with laws and regulations that apply to our operations is complex and may increase our cost of doing business. These laws and regulations include insurance and financial industry regulations, economic and trade control and laws against money laundering, bribery or other anti-corruption regulations, etc. In Bangladesh, in most jurisdictions, governmental and regulatory authorities have the ability to interpret and amend these laws and regulations and impose penalties for non-compliance, including sanctions, monetary fines, injunctions, revocation of approvals, suspension of individuals, limitations on business activities or redress to clients.

At our Company, while we believe that we currently maintain good relationships with our regulators and that our current systems and controls are adequate and in accordance with all applicable laws and regulations, we also provide the assurance that such systems and controls have the necessary mechanisms to prevent any violations of applicable laws and regulations.

## IT and Technology Risks

In a world with constant technological penetration on the one hand and evolution on the other, several gigabytes of information is generated every second. With a large amount of this data on the networks of the world, there exists threats to the misuse of information, data breaches and other cyber crimes. Moreover, interruption to or loss of our information processing capabilities or failure to effectively maintain and upgrade our information processing systems could cause material financial loss, regulatory actions, reputational harm or legal liability. Our business depends significantly on effective information systems and, to this extent, our capacity to service our clients relies on effective storage, retrieval, processing and management of information. Our information systems also rely on the commitment of significant resources to maintain and enhance existing systems, develop and create new systems and products in order to keep pace with the evolving changes in information processing technology or evolving industry and regulatory standards and to be at the forefront of technology that is relevant to and is required for the sustenance of our business.
Computer viruses, hackers and other external hazards

could expose confidential Company and personal data systems to security breaches. Additionally, one of our significant responsibilities is to maintain the security and privacy of our clients' confidential and proprietary information and the personal data of their employees. These growing risks and expanding regulatory requirements regarding data security could expose us to data loss, monetary and reputational damages and significant increases in compliance costs.

At Green Delta Insurance, we maintain policies, procedures and technological safeguards and firewalls designed to protect the security and privacy of this information in our database. Through this process, we focus on minimising the risk of data security breaches, improper access to or disclosure of confidential company or personally identifiable information. Our technology focus also ensures that we adequately secure the private information we maintain in our databases and protect it from theft, computer viruses, hackers or inadvertent losses. Through such a comprehensive and all-encompassing framework, we ensure that we reduce liabilities that may arise from client claims or other legal liabilities.

Furthermore, database privacy, identity theft and related computer and internet issues are matters of growing public concern with rising advocacy and are subject to frequently changing rules and regulations. Our ability to adhere to and successfully implement processes in response to changing regulatory requirements in this area ensures that we circumvent legal liabilities and maintain our reputation in the marketplace.

At our Company, we lay the highest emphasis on securing our networks and IT and IT-related infrastructure through ongoing up gradation and maintenance. Moreover, our technology teams comprise personnel who are well-qualified and continually engage in testing our systems and processes for ensuring solidity and stability.

## Operational Risks

At Green Delta Insurance, we develop proactive mitigation plans for high risk items. The Company monitors actions identified for mitigation of the risks towards improvement of its operational risk profile. We also actively promote a risk-awareness culture by improving understanding through communication and education amongst management, employees, contractors and vendors. Moreover, appropriate training material is developed and disseminated to improve knowledge and promote a strong operational risk practice.

At our Company, one of the major operational risks is fraud management. With a view to actively manage and control this risk, we have identified triggers to locate suspected fraud both from internal data as well as the external environment. We also focus on building awareness and provide training to employees and encourage incident reporting. Additionally, fraud incidents are thoroughly investigated in a bias-free manner for identification of process / system failures and / or identification of responsible internal / external parties. The investigations are followed by financial recovery and implementation of controls to prevent the occurrence of repeat incidents. Disciplinary action in accordance to the level of malpractice is initiated against involved employees.

At Green Delta Insurance, we also possess a business continuity management framework to ensure resilience and continuity of key products and services to achieve business-as-usual presence in the marketplace and safety of our human resources. The key business continuity management objectives include the following:

- Responding to a disruption of critical business processes and systems and recovering them within acceptable time frames
- Minimizing the potential impact any business disruption would have on the Company and its reputation
- Ensuring continuous operation of business critical systems / processes in the event of an interruption

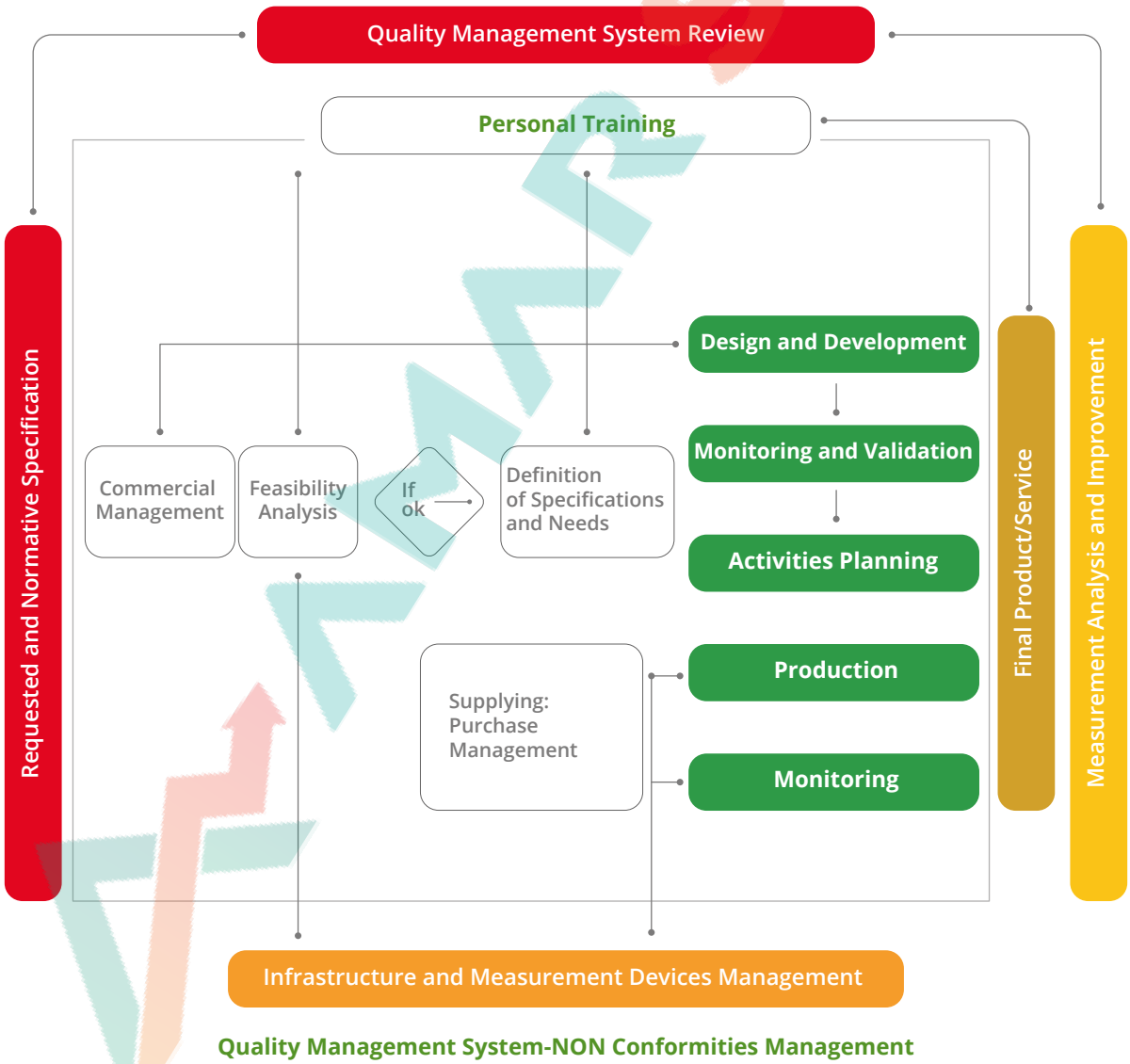
Importantly, an employee code of conduct is laid out with a malpractice framework prescribing disciplinary action including caution, deterrent action and termination based on the nature and seriousness of behavior/ complaint.

# 2.1.6 MANAGEMENT REVIEW, RESPONSIBILITIES AND EVALUATION

## Our Quality Management System Review

At Green Delta Insurance, we are focused on fostering the environment of a well-governed and highly regulatory-compliant institution. Importantly, this is drawn from the culture of our organization that believes in empowering our employees to take decisions that are in the best interests of the Company and as per regulatory frameworks and boundaries.

We believe this decentralization in autonomy has enabled us to create a loyal, motivated and engaged workforce that has today come to represent a robust competitive edge and a key differentiator in a competitive market environment. At our Company, we consider it our core responsibility to keep our employees happy and contented and secure in the belief that they have a good future with us.



## Formal Evaluation of Officers

For the performance evaluation of our employees by the management, the nomination and remuneration committee of the Board approves the compensation and benefits for all Executive Board members. Moreover, a committee headed by our CEO and MD reviews, evaluates and decides the annual compensation of our officers in the senior management. Broadly, the Chairman, the CEO and MD and the CFO represent the Company in interactions with key stakeholder groups – including investors, the media and press and analysts, among others. In addition, the CEO and MD normally manages interactions and other engagements with clients and employees on a continuous basis.

## Risk Management

At Green Delta Insurance, one of the core responsibilities of our management is to ensure the sustenance of a risk-mitigated business. In this context, we have an integrated approach to managing risks inherent in the various aspects of our business model and operations. The key risks facing our business, their management, mitigation, control and reporting are discussed comprehensively elsewhere in this report.

## Management's Discussion

The management of Green Delta Insurance has provided an exhaustive analysis of the business, retrospectively as well as for the year under report (2017), including listing key developments, initiatives of the present and strategies for the future. Our comprehensive management commentary through extensive reporting has been conceived to maximize the reading benefit of our investors and shareholders and other stakeholder groups, while helping them appraise our future prospects better. Our overarching intent is to grow the understanding of our business in specific and widen the comprehension of the insurance industry in general, raising awareness among our readers while helping our investors take more informed decisions.



# 2.1.7 GOOD GOVERNANCE AND GDIC

At Green Delta Insurance, as per our prudent emphasis on risk disclosure and reporting, we have identified the following Board-approved risk policies that encompass the identification, measurement, monitoring and control standards relating to the various individual risks. Such a structure goes a long way in ensuring that risks are identified and mitigated / controlled with adequate documentation and reporting. Some of the key risk policies include:

- Market risk policy
- Credit risk policy
- Liquidity risk policy
- Insurance risk policy
- Operational risk policy
- Fraud risk policy

In addition to the above, the Board has also approved the following policies that assist in managing some of the key risks facing the business:

- Reinsurance policy
- Underwriting policy
- Credit risk policy
- Insurance risk policy

This framework, aligned with the three lines of defence helps the Company manage the core risks facing the enterprise. The key responsibilities of each line are laid out below:

- **First line of defence:** Business functions that manage risk on a day-to-day basis. They are responsible for identification and assessment risk at a transaction and process level and implementation of controls to mitigate the same.
- **Second line of defence:** Risk functions that provide independent oversight of risk management activities of the first line.
- **Third line of defence:** The third line consists of internal and external auditors who regularly review the first and second line's activities and results to ensure adequacy of risk controls and appropriate risk governance frameworks.

**Fostering Robust Governance through Proactive Risk Identification**

At Green Delta Insurance, we identify our risk exposures through a variety of techniques and processes, including:

- Stress-testing of the current financial status of the Company. Risk may be identified by reference to the embedded value (EV) or to the statutory position of the Company
- Product development process by way of analysis of the sensitivity of profit margins. Any liquidity or operational risks arising out of the new product or modification of existing product is assessed prior to product launch
- Business planning process by way of analysis of the sensitivity of the projected solvency and emergence of profit to market and insurance risks
- Risk and control to identify and assess operational risks in terms of their likelihood and impact by each business unit within the Company

**Nurturing Good Governance through Prudent Risk Measurement**

- Risk to the growth of embedded value (EV): In addition to the risk to the current EV, the Company also considers risks that impede future growth of EV like insufficient new business profit growth and escalation in acquisition or renewal expenses caused by adverse deviations from planned unit costs
- Risk to the statutory position: The Company considers the impact of market risk on its statutory position and assesses the quality of its asset-liability management by performing a resilience test periodically. A quasi-regulatory compliance is obtained by marking-to-market the assets on the balance sheet. The liabilities are determined with reference to the market value of assets and by preserving the margins for adverse deviations in accordance with applicable regulations and professional guidance.
- Key risk indicators and loss data for operational risks.

**Leveraging Good Governance through Judicious Risk Monitoring and Control**

Our risk committee reviews all the risks and presents a risk report to the Board on a regular basis. Moreover, the identified risks are managed by one or more of the following techniques:

- Retention (acceptance)
- Avoidance
- Transfer
- Reduction (mitigation)

**The nature of the controls implemented and the level of control exercised are based upon:**

- The potential severity of the risk
- The frequency of the risk occurring
- The cost of implementing controls relative to the significance of the risk
- The overall risk appetite

# 2.1.8 ETHICS AND **COMPLIANCE**

At Green Delta Insurance, the overarching purpose of these plans, encapsulated in our guidelines, is to provide a common framework for the ongoing efforts of the Company to enforce and implement an integrated, robust governance and compliance structure in terms of ethics and anti-corruption. This includes the alignment of common approaches to high priority processes/areas within the Group. We believe this will not only enable the Company to comply with regulatory requirements in a way that is aligned with stakeholder interests, but will also allow us to identify, assess and manage the key risks inherent in the Company's businesses and processes.

These guidelines are designed, implemented and enforced to be effective in establishing and maintaining a culture and environment that encourages ethical and lawful conduct. This includes a commitment to compliance with the laws as a fundamental tenet to preventing, detecting and penalizing unlawful conduct consistent with current standards set forth in national laws and regulations. The core objective of the guidelines is to align the Company's vision with the many regulatory requirements in order to ensure that all key risks are identified, properly managed and prudently mitigated.

**Board's Statement on its Commitment to Establishing High Level of Ethics and Compliance Within the Organization:**

Compliance Policy Establishment Principle: the company's board of directors is responsible for overseeing the management of the company's compliance risk. The board should establish a compliance function and approve the company's policies and processes. Company's senior management is responsible for establishing a compliance policy that contains the basic principles to be approved by the board and explains the main processes by which compliance risks are to be identified and managed through all levels of the organization.

The board and management are accountable for the Company's compliance, the compliance function has an important role in supporting corporate values, policies and processes that help ensure that the insurance acts responsibly and fulfils all applicable obligations.

**Board's Statement on Ethics and Compliance**

The Board of Directors of GDIC is committed to ensure the observance of code of conduct as well as ethical standards. It also monitors strict compliance of the same. Effective Anti -Corruption and Anti-Fraud Program.

GDIC arranges anti-fraud and anti-corruption program as per the guidelines of regulatory authorities to prevent from occurring any fraud & corruption and all tiers of the employees are being constantly trained on these issues. Integrity

The Directors along with the employees of the Company always:

- Discharge their duties in keeping with the regulatory requirements and try their level best to win the trust & confidence of the customers through ensuring efficient, effective and cordial services.
- Value the sustainability of long-term friendly relationships with the customers, local communities and shareholders.

**Conflict of Interest**

The company does not condone any form of conflict of interest be it personal, financial or familial interest that can in any way keep the individual refrain from acting in the best interests of the company or may compromise the interest of the same, its shareholders as well as the clients. All the employees are required to refrain from doing any activity, which may result in any conflict or potential conflict of interest. Any actual or potential conflict of interest is reported to the Management as soon as it is recognized for immediate solution of the same. The Company has distinctive procedures to know the information as to whether a Director has an actual or potential conflict of interest. Under these procedures, members of the Board are required:

- To act in good faith and not to act contrary to the interest of the company;
- Not to use power for any improper purpose;
- To avoid conflicts of interest;
- To retain discretion.

**Avoiding Conflict of Interest**

In Financial Institution like Bank, there exists high possibility of arising conflicts of interest between Board of Directors and the management of the company. To avoid such unwanted situation Bank Asia has separated the responsibility/authority of these two interest groups of the bank. To avoid conflict of interest and also to make accountable the bank has already taken the following measures:

- Loan to the directors is restricted subject to full filing certain terms and conditions of regulatory guidelines
- If there is any related party transaction, the management discloses the matter in the Annual Report and it is also approved by the general shareholders in AGM.

Executive committee of the Board can approve loan to anyone up to a limited portion. Audit committee regularly reviews the financial and other related statements and gives recommendation to the management regarding any changes in policy and also presents to the Board for further evaluation. Board of directors' approval is needed for loan re-scheduling

**Our Focus on Ethics & Compliance**

**Statement of Ethics and Values**

GDIC has adopted the Core Values, Commitments and Code of Conduct, Ethical Principles and the likes which have been clearly spelled out in the earlier section of the report. Communication of Statement of Ethics and Business Practices The Code of Conduct/Ethics and Business Practices are approved by the Board of Directors and is circulated for acknowledgement and meticulous compliance of all employees.

**Integrity Strategy**

The government has formulated 'National Integrity Strategy' to bring about good-governance in the state, its institutions as well as in every walks of the society with a view to establishing a happy, prosperous and corruption free country. The management of GDIC has formed an 'Ethical Committee', fixed 'focal point' and drawn an exhaustive action plan to-

- Develop the efficiency & ethical standard of manpower;
- Ensure effective compliance of existing rules and regulations;
- Strengthen e-governance;
- Review the reward & recognition policy for good performers;
- Launch awareness program among the stakeholders etc.

**Dissemination of the Statement of Ethics and Code of Conduct**

All GDIC employees are required to sign an annual declaration confirming that they have read and understood the Code of Conduct. The Human Resources department circulates the required declaration, and ensures that all employees signed the declaration. The Internal Control and Compliance (ICC) department, through regular audits, assesses whether any employees have breached the Code of Conduct.

**Accountability**

The Board provides shareholders with quarterly and annual financial results. In presenting these statements, the Board aims to provide shareholders with a balanced and understandable assessment of the Company's performance and position with a commentary at the date of announcement of the competitive conditions within the industry in which it operates. The Management provides all directors periodically with accounts and detailed reports on the company's financial performance and related matters prior to each Board meeting. The directors may at any time seek further information from and discuss with the Management on the company's operations and performance. Compliance Department with direct reporting line to the Risk Management Committee is set up to ensure compliance with legislative and regulatory requirements. The Board believes in conducting itself in ways that will deliver maximum sustainable value to all shareholders.

Establishing Effective Anti-fraud Programs and Controls, Including Effective Protection of Whistle Blowers, Establishing a Hot Line Reporting of Irregularities etc.

The company has established a separate Central Compliance Unit (CCU) and appointed a senior official as Head of CCU to ensure compliance of Anti-Money Laundering Prevention Act and Anti-Terrorism Act. The CCU nominates Department Anti Money Laundering Compliance Officer (DAMLCO) and Branch Anti-Money Laundering Compliance Officer (BAMLCO) and guides them about their day to day compliance activities. The CCU arranges DAMLCO and BAMLCO conference every year and train up company employees through in-house experts and also hires experts. Framing of a policy for effective protection of whistle blowers and establishing of a hot line reporting of irregularities are also in place.
As a means to detect fraud, a set of red flag indicators have been identified in order to promptly and effectively identify and manage anomalies and potential misconduct. In any case, in the event of an investigation indicating that there has been wrongdoing, the Company reports violations and co-operates with appropriate legal authorities.

For employee benefit and as a means to retain top talent, the Company has formalized a performance appraisal process. Under this platform, compensation systems and incentives refer to actual responsibilities and are based on quantitative and qualitative elements. Among the qualitative elements, ethical behaviour is always considered. Objectives are measurable and reasonable. Therefore no discretionary elements are a part of the incentive program.

**Whistle- Blowing Policy**

The company has in place a whistle-blowing policy which encourages all staff and members of public to raise genuine concerns or suspicions about possible improprieties in accounting, auditing, financial reporting or any other fraudulent activities. Procedures for handling of feedback/complaints received from customers and independent investigations to be conducted have been established. The company is committed to a high standard of ethical conduct and does not tolerate fraudulent practices. GDIC undertakes to investigate complaints of suspected fraud in an objective manner and has put in place a whistle blowing policy and procedures that provide employees and the public with well-defined and accessible channels within the Company, including a direct channel to the Audit Committee for reporting suspected fraud, corruption, dishonest practices or other similar matters. The policy aims to encourage the reporting of such matters in good faith, with the confidence that employees making such reports will be treated fairly and, to the extent possible, protected from reprisal. GDIC will ensure the confidentiality of the whistle blower and allow disclosures to be made anonymously. On an ongoing basis, the whistle blowing policy is covered during staff training and periodic communication to all staff as part of the company's efforts to promote awareness of fraud control.

# 2.1.9 STRATEGY AND RESOURCE ALLOCATION

At Green Delta Insurance, the primary objective of our strategy and resource allocation focus is to create value – value for our employees, shareholders, customers and the extended community. At our Company, we remain steadfast in our commitment to doing the right business the right way. In this regard, we continue to embed a culture of responsible business practices. We recognize the need to balance prudent capital management with appropriate return-based resource allocation and leverage strategies.

**Our Strategy**

Our strategy is centred on our commitment to insurance in Bangladesh and directs our growth and evolution for the shared benefit of our clients, our people and all our stakeholders. It drives us to lead with purpose, to build a better business, to expand our footprint and to position us solidly for the future. At our Company, our overarching mission is to create a shared future for our clients, our people and our stakeholders and hence our strategy is consistent with integrated thinking, which we continue to deepen as we implement our strategy within our enterprise. As part of this overall objective, we have developed a formal approach that aligns our allocation of capital resources to our strategy. The decision-making framework at the centre of this approach guides us to efficiently deploy our resources and effectively direct the relationships required to create shared value.

**Our Strategy Anchor**

- Align products and solutions to marketplace requirements
- Focus on offering comprehensive solutions, anchored on our diverse and relevant products
- Expand our geographic footprint to strategically expand our reach to the segment of the market with high levels of insurance under-penetration
- Develop products and solutions that are best-fit, cost-effective and relevant to prevailing needs and requirements

**Our Capability**

- Strong insights of and experience in the country's insurance industry by virtue of a multi-decade presence
- Robust systems, processes and compliance standards
- Large and mobile field-force that effectively covers the length and breadth of the country
- Wide product range encompassing a large portfolio of products relevant for non-life insurance

**Our Value Delivery Platforms**

- Strong growth in return on equity (RoE) of 3.79 % in 2017, down by -0.61 % over the previous year
- Market capitalization (Dhaka Stock Exchange) growth of 4793.057(Million) in 2017, despite volatile market conditions
- Added 7803 new customers during the year, a continued significant year-on-year addition

At Green Delta Insurance, the capitals we depend on with a view to ensure the delivery of the value of our strategies in accordance with and governed by our resource allocation initiatives and objectives, are outlined below, both in terms of the inputs to our activities and our strategy and the outcomes that we aspire to in fulfilling the expectations of our stakeholders.

**Social and Relationship Capital**

Social and relationship capital refers to the relationships with our clients, capital providers, regulators and other stakeholders required to remain commercially- and socially-relevant. The quality of these relationships underpins our license to operate, our reputation and the trust our stakeholders have in us, forming the basis on which we focus on acquiring customers and their mandates.

**Manufactured Capital**

Manufactured capital refers to the tangible and intangible infrastructure that we use to conduct our business activities, which relates to our IT platforms and digital channels and our extensive branch networks. At our Company, we are focusing on going beyond the metropolitan reaches to village clusters with fairly high population levels with a view to raise awareness and educate them on the benefits of insurance. Under this capital, we have a hub-and-spoke delivery model that not only ensures that we reach out to customers in the shortest possible time but also do so in the most cost-effective way.

**Human Capital**

Human capital refers to our human resources. Our people represent our most potent competitive advantage. We focus on selecting, managing, developing and inspiring them to apply their skills and expertise to serving our diverse clients and, in turn, fulfil their expectations while providing them with robust career development and personal growth opportunities.

**Natural Capital**

Natural capital refers to our indirect impact on natural resources through our activities. We work with our clients to promote the preservation of natural capital in their dealings with us. As a responsible corporate citizen, we work to minimize our direct environmental impact wherever possible.

**Intellectual Capital**

Intellectual capital refers to our intellectual property including the products and services we develop to meet our clients' evolving needs and requirements. It represents the new ways of working that combine the capabilities of our people and our technology to place our clients at the centre of everything we do. It also pertains to our high-performance and ethical culture – the ultimate determinant of our sustainability.

**Financial Capital**

Financial capital refers to the funding from the providers of capital used to run our business (premiums drawn from our clients) and invest in our strategy that includes reserves generated through share capital, other equity-related funding and retained profits and debt capital. As an outcome, it includes interest payments to debt providers and returns to shareholders in the form of share price appreciation and dividends.

**Outcome**

At Green Delta Insurance, the impact of our strategies and, within it, our resource allocation initiatives to fulfill our strategies is reflected in value creation for our stakeholders.

***Clients:*** *Placing them at the center of everything we do*

***Employees:*** *Creating a workplace that our employees are proud to be a part of*

***Shareholders:*** *Increasing value in terms of dividends and market capitalization growth*

***Regulators:*** *Doing business the right way with high levels of compliance*

***Society:*** *Extending value to our communities and societies through our social responsibility programs and initiatives*



## 2.2 STIMULATING A DISCERNMENT OF RIGHTEOUSNESS

# 2.2.1 REPORT ON THE ACTIVITIES OF THE AUDIT COMMITTEE

An Audit Committee is a standing committee of the Board of Directors charged with oversight of financial reporting and disclosure. It assists the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business. Bangladesh Securities and Exchange Commission (BSEC) has issued a notification regarding Corporate Governance Guidelines Notification No. SEC/CMRRCD/2006 158/134/Admin/44 dated 07 August 2012]. The conditions of these are imposed on 'comply' basis aiming to enhance corporate governance in the interest of investors and the capital market. The companies listed with any Stock Exchange in Bangladesh shall have to comply with these conditions. As per condition 3 of the said guidelines, "every listed company shall have an Audit Committee as a sub-committee of the Board of Directors and the duties of the Audit Committee shall be clearly set forth in writing". In view of the above, the Board of Directors of Green Delta Insurance Company Limited approved the Terms of Reference (TOR) for the Audit Committee.




**Appointment and Composition of the Audit Committee**

1. The Audit Committee of Green Delta is composed of 7 (seven) members who are directors of the company appointed by the Board of Directors. Qualification of the members of the Audit Committee conforms to the requirements of the Corporate Governance Guidelines issued by BSEC.
2. The Board of Directors has selected one member, who is an independent director, as the Chairman of the Audit Committee.
3. The company secretary acts as the Secretary of the Audit Committee.

**Chairman of the Audit Committee**

The Chairman of the Audit Committee is an Independent Non-Executive Director and he performs his duties independently
**The Audit Committee Chairman is an Independent Director and professionally qualified**

The Audit Committee Chairman is an Independent Non-Executive Director and professionally qualified. He is an experienced individual, competent to qualify to be the Chairman of Audit Committee and duly approved by IDRA.

**More than two thirds of the members are Non-Executive Directors and all members of the audit committee are suitably qualified and at least one member to have expert knowledge of Finance and Accounting**

More than two thirds of the members of the Audit Committee of Green Delta are non-executive directors and are very well qualified and have vast experience in the insurance/financial organization and various other sectors. They are also very competent in respect of education and come from a variety of educational backgrounds, which brings diversity in the committee. GDIC ensures having in the Audit Committee at least one director who has extensive knowledge in Finance and Accounting

**Terms of Reference and Empowerment to Investigate Employee**

Audit committee takes up the responsibilities to supervise the management and control of various risk factors coming up from insurance operation. The

committee work to strengthen the internal control system and to act as a connecting force between internal and external auditors in order to bring a disciplined insurance operation. Audit committee reviews the financial reporting process, accounting policies & principles, hiring of external auditors, significant related party transaction, the system of internal control and management, the audit process, compliance with laws and regulations, and its own codes of business conduct. The audit committee also examines the status of implementation of Insurance Act, BSEC notification/ gazette, Company Act 1994, DSE & CSE listing regulation and company's own policies and manuals.

**Meeting of Audit Committee**

The Audit Committee conducted 04 (four) meetings during the year 2017. The attendance status of the meeting is given at the end of this Report.

**Accessibility of Head of Internal Audit to the meeting of the Audit Committee**

The Head of Internal Control and Compliance has direct access to the Audit Committee, which in turn is directly accountable to the Board.

**Holding of the Audit Committee meeting during 2017**

As per the Terms of Reference, the Audit Committee is required to hold at least four (4) meetings in a year. During the year ended 31 December 2017, the Committee held four (4) meetings. The details of the meetings held and members' attendance in the meetings are disclosed in Annexure II of the Directors' Report.

**Audit Committee's review to ensure that internal controls are well conceived, properly administered and satisfactorily monitored**

The Audit Committee ensures that internal controls are well conceived, properly administered and satisfactorily monitored. It reviews the report submitted by the Internal Audit Division and provides feedback on the lapses found. The Audit Committee also guides the Internal Audit Division on how to properly monitor internal control and ensure that internal controls are being correctly managed throughout the company and maintaining a good supervising system within the company.

**Audit Committee's role in ensuring compliance with Laws, Regulations and timely settlements of statutory dues**

The Audit Committee supervises and guarantees the Board that the company obeys all the applicable laws, rules and regulations of various regulatory authorities. There are several regulatory authorities like Insurance Development and Regulatory Authority (IDRA) and Bangladesh Securities and Exchange Commission (BSEC).Green Delta being a part of the insurance industry in Bangladesh is obliged to act in accordance with applicable laws and regulations. The Audit Committee takes all measures to ensure that GDIC complies with all laws and regulations and that all statutory dues are being settled timely. Audit Committee's involvement in selection of appropriate accounting policies that are in line with applicable accounting standards and annual review The Audit Committee supports the Board of Directors in certifying that the financial statements reflect a true and fair view of the company. The Audit Committee decides whether appropriate accounting policies have been selected and they are in line with the accounting standards as applicable in Bangladesh and adopted by the ICAB and Bangladesh Securities and Exchange Commission. The Audit Committee annually reviews the implementation of appropriate accounting policies and applicable accounting standards and reports to the Board accordingly.

**Audit Committee's involvement in the review annual and interim financial releases and recommending to the Board of Directors**

GDIC's Audit Committee always reviews / appraises the interim and annual financial releases whether audited or unaudited and prior to placing them before the Board for approval. The Audit Committee assesses the interim and annual financial statements, alongside with management, before proposing to the Board for consideration / approval. The Audit Committee ensures that they reflect a true and fair view of the company, and analyses the financial for any discrepancies.

**Audit Committee's role to ensure reliability of management information used for computation in the financial**

The Audit Committee ensures that the management information used for computation in the financial is true and fair. In order to ensure reliability of the information, the Audit Committee always has an extensive discussion with management regarding the issues of the financial statements and the issues that are found material and makes sure that management has a proper response to their queries. Through meetings with management the Audit Committee tries to understand the reliability of the information used for computation in the financial.

**Dissemination of the statement of ethics and business practices to all directors and employees and their acknowledgment of the same**

Green Delta has in place a Code of ethics and Business Conduct applicable for all employees. The code is communicated to every employee in the induction training upon joining GDIC. The Board and the Management confirms that the ethics and business principles are in practice within the company.

**Md. Abdul Karim**
Chairman, Audit committee

# 2.2.2 STATEMENT OF DIRECTORS' RESPONSIBILITIES TO ESTABLISH APPROPRIATE SYSTEM OF INTERNAL CONTROL

Internal Control is a process for assuring achievement of an organization's objectives in operational effectiveness and efficiency, reliable financial reporting, and compliance with laws, regulations and policies.

The Board of Directors is primarily responsible to review the adequacy of the system of internal control. As delegated by the Board the Audit Committee ensures that the system of internal control is adequate to protect against any type of fraud. The Audit Committee reviews the corrective measures taken by management relating to fraud-forgery and places report before the Board and regulators and performs all other oversight functions in relation to Internal Control System.

Any system of control can only ever provide reasonable and not absolute assurance that control weaknesses or irregularities do not exist or that there is no risk of material errors, losses, fraud or breaches of laws or regulations. Internal Audit Unit of an organization does have valuable contribution towards improving the effectiveness of its systems of internal control.

Over the last decade, the business world has faced unprecedented changes and challenges, resulting in a slew of compliance regulations. Insurances of all sizes are now more concerned than ever about complaisance risk management. New Insurance products, increased government scrutiny and intense focus on compliance requirements bring forth greater risks and a larger set of rules and regulations. Insurance are forced to take a fresh look at their compliance practices and the technology infrastructure that supports them and to pursue a broad range of compliance and risk initiatives across the organization.

A system of effective controls is a critical component of Insurance management and a foundation for the safe and sound operation of banking organizations. A system of strong internal controls can help to ensure that the goals and objectives of a banking organization will be met, that the bank will achieve long-term profitability targets, sustainable growth and maintain reliable financial & managerial reporting. Such a system can also help to ensure that the bank will comply with laws and regulations as well as policies, plans, internal rules and procedures, and decrease the risk of unexpected losses or damage to the bank's reputation. An essential element of a strong internal control system is the recognition by all employees of the need to carry out their responsibilities effectively and to communicate to the appropriate level of management any problems in operations, instances of non-compliance with any code of conduct, or other policy violations or illegal actions that are noticed.

**Directors' Role to Establish Appropriate System of Internal Controls**

The Board of Directors of Green Delta seeks to establish appropriate systems of internal control. The Board of Directors always promotes a sound and strong internal control system inside the company, and has no consideration for any type of fraud in the company. The Board of Directors always appreciates the internal controls that have been set up by management and gives advices on any matters as and when required.

**Directors' Role to Review the Adequacy of the System of Internal Controls**

The Board of Directors entrusts upon the Audit Committee to be responsible for ensuring that the system of internal controls is adequate to protect against any type of fraud. The committee reviews the corrective measures taken by the management relating to fraud-forgery and deficiencies in internal control. The Committee performs all oversight functions in relation to Internal Control System of the company and reports to the Board of Directors on a timely basis. In this way, the Directors review the adequacy of the system of internal controls.

The Board of Directors time to time reviews the Internal Control System of the Company and necessary guidance are provided to improve the system. Control activities and segregation of duties Control mechanism is an integral part of the daily activities of the

company. An effective internal control system requires that an appropriate control structure be set up, with control activities defined at every business level which is ensured in the company. The control mechanism include top-level reviews, appropriate activity controls for different departments or divisions, physical controls, checking for compliance with exposure limits and follow-up on non-compliance, etc.

**Directors' Responsibility to Establish and Maintain Internal Control**

The Board of Directors of GDIC is responsible to establish and maintain appropriate system of Internal Control. To ensure appropriate level of Internal Control System, a good number of Standard Operating Manuals and Policy Guidelines have been introduced in line with global best practices and Regulatory Guidelines. Delegation of powers in various businesses, administrative and financial areas has also been approved by the Board.

**Key features of Internal Control**

1. Work-planning and strategic management
2. Risk identification and management
3. Information and communication
4. Management Integrity
5. Competent personnel
6. Segregation duties
7. Records maintenance
8. Safeguards
9. Monitoring activities and correcting deficiencies
10. Risk recognition and assessment
11. Management oversight and control culture
12. Control activities and segregation of duties
13. Information and communication

**Review of the Adequacy of the System of Internal Controls by Director**

The above controls, which are embedded within the operations of the Board, are reviewed by Company Audit committee. In these reviews, emphasis is focused on areas of greater risk as identified by risk analysis. The Directors confirm that the Board, through its Committees, has reviewed the effectiveness of the Company's systems of internal control for the year ended 31 December 2017. This process involved a confirmation that a system of internal control in accordance with best financial reporting practice was in place throughout the financial year and up to the date of the signing of these financial statements. It also involved an assessment of the ongoing process for the identification, evaluation and management of individual risks and of the role of the various Committees and Company's risk management functions and the extent to which various significant challenges are understood and are being addressed.

**Aiming at Beyond the Controls**

Internal control plays a critical role in protecting assets and resources and processing and reporting timely in all aspects of financial information. However, GDIC's internal audit team believes that internal audit activities shouldn't stop with internal controls. Setting this thought the team wants to focus on assessing enterprise risk - analysing people, processes, facilities and systems as well as evaluating performance. By taking a more holistic approach to internal audit that encompasses internal controls, risk management and performance GDIC will create an example of culture of safety, transparency, efficiency and effectiveness.

**Internal Audit and Compliance Department ( IACD)**

Internal Audit and Compliance Department ( IACD) mainly deals with following 3 (three) areas:

(i) Effectiveness & efficiency of operations
(ii) Reliability of financial reporting, and
(iii) Compliance with applicable laws and regulations.

The main focus of IACD is to ensure an effective internal control and compliance system of the bank. The scope of internal control is not limited to audit activities. Internal control by its own merit identifies the risks associated with the process and adopts measures to mitigate or eliminate those risks. Internal audit, on the other hand, reinforces the control system through regular review of the effectiveness of the controls.

IACD has already introduced following initiatives for strengthening pre-audit activities and strong monitoring as well as ensuring meticulous compliance at branch level:

- Guest Auditor Program
- Rotational Program
- Development of various MIS
- Arrangement of various Audit activities to the Branch

IACD conducted surprise inspection, inspection on AML/CFT issue on the basis of IDRA checklist, special investigation, post facto inspection of cash incentive etc. during the year 2017. IACD has given emphasis on spot rectification during audit period.

IACD recommends & deliberate on three fundamental elements for Anti Fraud & Forgery management:

I. Create and maintain a culture of honesty and high ethics, including understanding and awareness of risks and controls;
II. Identify and assess the risks of fraud, implement the process/ procedure of controls to mitigate the risk and reduce the opportunities for fraud
III. Develop an appropriate off-site monitoring process.

# 2.2.3 REPORT ON CREDIT RATING

Green Delta Insurance Company Limited has achieved 'AAA' ratings for the 4th Consecutive year in the history of Insurance ( Life and Non-life) Industry in Bangladesh.

**CREDIT RATING AGENCY OF BANGLADESH LIMITED** crab

Ref: AGL (01)/RCM/171036/2017- 11821

05 October 2017

**Ms. Farzana Chowdhury ACII (UK)**
Managing Director & CEO
Green Delta Insurance Company Limited
51-52, Mohakhali
Dhaka-1216, Bangladesh

**Subject: Credit Rating Surveillance – Green Delta Insurance Company Limited**

Dear Madam,

We are pleased to inform you that **Credit Rating Agency of Bangladesh Ltd. (CRAB)** has assigned the following ratings to **Green Delta Insurance Company Limited:**

| Particulars | Ratings |
|---|---|
| Long Term | AAA |
| Short Term | ST-1 |
| Outlook | Stable |

The entity rating is valid up to 30 June 2018. The ratings 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 hope the Rating Awards will serve the intended purpose of your organization.

Yours Sincerely,

**Hamidul Huq**
Managing Director

Navana-DH Tower, Level-15, Plot-06, Panthapath, Tejgaon, Dhaka-1215; E-mail: info@crab.com.bd, Web: www.crab.com.bd, www.crabrating.com
■ +88-02-55013678, 55013679, 55013681, 55013682, 55013683 (Fax) 55013684

# 2.2.4 EVALUATION OF QUARTERLY FINANCIAL BY THE BOARD AND AUDIT COMMITTEE

BDT in million

| Particulars | 2017 | | | | | 2016 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Q1 | Q2 | Q3 | Q4 | Total | Q1 | Q2 | Q3 | Q4 | Total |
| Gross Premium Income | 867.94 | 874.33 | 863.30 | 687.98 | 3,293.55 | 806.33 | 841.94 | 718.92 | 796.08 | 3,163.27 |
| Net Premium Income | 421.82 | 364.17 | 408.73 | 329.64 | 1,524.36 | 363.62 | 395.27 | 416.36 | 146.78 | 1,322.03 |
| Net R/I Commission Earned | 111.33 | 47.35 | 86.25 | 93.58 | 338.51 | 89.69 | 68.58 | 49.63 | 244.12 | 452.02 |
| Investment & Others Income | 40.54 | 59.08 | 37.08 | 72.24 | 208.94 | 37.25 | 22.03 | 29.47 | 92.59 | 181.34 |
| **Total Income** | **573.69** | **470.60** | **532.06** | **495.46** | **2,071.81** | **490.56** | **485.88** | **495.46** | **483.49** | **1,955.39** |
| Management Expenses with Claims & Agency Commission | 456.99 | 305.04 | 438.56 | 262.29 | 1,462.88 | 384.34 | 357.31 | 387.46 | 259.79 | 1,388.90 |
| Management Expenses ( Un-allocable) | 44.14 | 136.07 | 70.49 | 50.42 | 301.12 | 34.24 | 97.56 | 75.03 | 56.14 | 262.97 |
| **Total Expenses** | **501.13** | **441.11** | **509.05** | **312.71** | **1,764.00** | **418.58** | **454.87** | **462.49** | **315.93** | **1,651.87** |
| Net Profit Before TAX | 72.56 | 29.49 | 23.01 | 182.75 | 307.81 | 71.98 | 31.01 | 32.97 | 167.56 | 303.52 |
| Provision for Income TAX | 20.00 | 10.00 | 10.00 | 24.68 | 64.68 | 20.00 | 10.00 | 10.00 | 14.95 | 54.95 |
| Net Profit after TAX | 52.56 | 19.49 | 13.01 | 158.07 | 243.13 | 51.98 | 21.01 | 22.97 | 152.61 | 248.57 |
| **EPS** | **0.65** | **0.24** | **0.16** | **1.96** | **3.01** | **0.64** | **0.26** | **0.28** | **1.90** | **3.08** |

As per the regulatory requirement of Bangladesh Securities and Exchange Commission (BSEC), Bank has prepared and presented Quarter Ended Financial Statements. These statements are prepared in accordance with BAS (Bangladesh Accounting Standards). The statements are sent to Audit committee for review. After review by the Audit Committee and approval by the Board, the statements are finally submitted to Bangladesh Securities and Exchange Commission (BSEC). Afterwards, the Quarter Ended Financial Statements are published in several daily newspapers. The statement is also published in the website of the bank.

## 2.3 FORTHRIGHT REPORTING

# 2.3.1 CEO & CFO'S STATEMENT OF RESPONSIBILITIES OF 2017

**To**
**The Board of Directors**
Green Delta Insurance Company Limited
Eunoos Trade Centre
52-53 Dilkusha C/A
Dhaka-1000

Sub: **Managing Director's and CEO /CFO's Declaration to the Board regarding integrity of Financial Statements**

We submit the following in our capacity of the Managing Director and CEO and the Chief Financial Officer (CFO) of the Company

In accordance with the condition no. 6 of the Bangladesh and Securities Exchange Commission Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated August 07, 2012, we do hereby certify that:

1. We have reviewed financial statements for the year ended December 31, 2017 and that to the best of our knowledge and belief:

   a. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading:

   b. 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.

2. To the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violation of the company's code conduct

**Nazim Tazik Chowdhury**
Chief Financial Officer

**Farzana Chowdhury**
Chartered Insurer, ACII (UK)
Managing Director and CEO

Date: February 11, 2018

AMARSTOCK

# 2.3.2 DIRECTORS' REPORT TO THE SHAREHOLDERS

**Dear Shareholders,**

At the outset, we, the Board of Directors of your company Green Delta Insurance Company Limited, welcome you to the 31st Annual General Meeting and would like to thank you for your continued patronage and support over the 31years. We are very delighted to present before you the Annual Report along with the Audited Financial Statements for the year ended 31 December 2017and the Auditor's Report thereon for kind consideration and adoption.

This Report of the Board of Directors of your company has been prepared in compliance with the provisions of section 184 of the Companies Act 1994 (Act No. XVIII of 1994) and other relevant rules and notifications issued by the regulatory bodies.

Through this report the Directors have made relevant disclosures and explanations pertaining to the issues to ensure compliance, transparency and good corporate governance practices along with the details of the business performance, operations and achievements of the company for the year ended 31 December 2016. In fact the year 2016 is very significant in the life of the company in terms of performance and achievements not only within the industry but also in the entire economy.

## Industry Outlook And Possible Future Developments In The Industry

**Economic Overview**

**Bangladeshi Economy – On A Strong Footing**

As mentioned in the provisional estimates released by the Bangladesh Bureau of Statistics (BBS), the growth rate of Bangladesh's gross domestic product (GDP) is expected to reach 7.24% in FY2016-17, which was 7.11% in FY2015-16. Importantly, this will be the third time in the nation's history over the last two decades (since FY2006-07) that the GDP growth would cross the milestone 7% mark. Simultaneously, for FY2016-17, Bangladesh's per capita gross national income (GNI) has been projected to be about USD 1,602, which is USD 138 higher than the preceding year of FY2015-16. Even though GNI recorded a growth of 9% in FY2016-17, it must be noted that the previous growth figure of GNI was 11.3%.

With regards to the country's per capita GDP, this too has been estimated to rise to USD 1,538 in FY2016-17 from the previous level of USD 1,385 in FY2015-16, registering an increase of USD 153 (representing an 11% growth). Lower growth of GNI compared to the GDP is attributed to the falling inflow of remittances (resulting in current account deficit) along with marginal depreciation of the Bangladeshi Taka (BDT) against the United States Dollar (USD), both a departure from recent trends.

Of the estimated growth rate of 7.24% for FY2016-17, from the table ('Economic constituents' contribution to GDP growth over the last seven years'), it can be identified that the agriculture sector's contribution will be to the tune of 0.5% (0.43% in FY2015-16), contribution of the industrial sector at about 3.18% (3.24% in FY2015-16) and that of the services sector at about 3.31% (3.21% in FY2015-16). As is observed from the growth patterns of the various constituents of the national economy, the industry sector's contribution is underpinned by the manufacturing sector, despite lower growth of export earnings. The services sector's contribution is principally enhanced by the growth of public administration and Defence, education, health and social work and wholesale and retail trade and repair of motor vehicles, motorcycles and personal and household goods. The above mentioned sectors account for as much as 50.2% of the estimated 3.31% growth, on account of the services sector. Indeed, if FY2016-17 elevated growth figure is considered, it can be observed that additional growth has been driven primarily by the services sector, while a somewhat declined contribution of the industrial sector has been compensated by that of the agricultural sector.

| Origin sector | FY11 | FY12 | FY13 | FY14 | FY15 | FY16 | FY17 (Projected) |
|---|---|---|---|---|---|---|---|
| Agriculture | 0.78% | 0.52% | 0.41% | 0.70% | 0.53% | 0.43% | 0.50% |
| Crops and horticulture | 0.40% | 0.18% | 0.06% | 0.34% | 0.16% | 0.07% | 0.14% |
| Industry | 2.31% | 2.47% | 2.59% | 2.27% | 2.74% | 3.24% | 3.18% |
| Manufacturing | 1.64% | 1.69% | 1.80% | 1.60% | 1.93% | 2.26% | 2.21% |

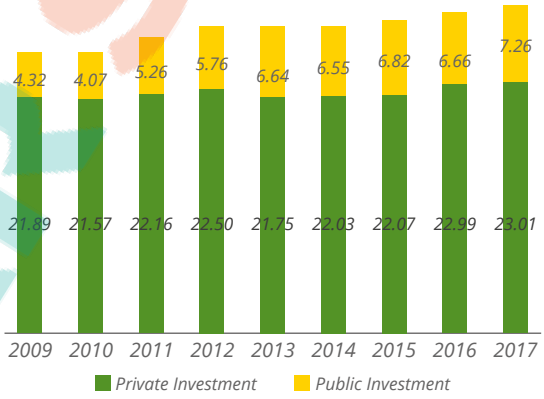
| Origin sector | FY11 | FY12 | FY13 | FY14 | FY15 | FY16 | FY17 (Projected) |
|---|---|---|---|---|---|---|---|
| Services | 3.25% | 3.43% | 2.88% | 2.92% | 3.00% | 3.21% | 3.31% |
| Wholesale and retail trade: repair of motor vehicles, motorcycles and personal and household goods | 0.89% | 0.90% | 0.83% | 0.90% | 0.86% | 0.88% | 0.92% |
| Public administration and Defense | 0.27% | 0.24% | 0.21% | 0.22% | 0.32% | 0.38% | 0.34% |
| Education | 0.12% | 0.16% | 0.13% | 0.16% | 0.17% | 0.26% | 0.26% |
| Health and social work | 0.12 | 0.07 | 0.09 | 0.09 | 0.09 | 0.13 | 0.13 |
| Tax less subsidy | 0.12% | 0.10% | 0.13% | 0.16% | 0.28% | 0.24% | 0.25% |
| GDP growth | 6.46% | 6.52% | 6.01% | 6.06% | 6.55% | 7.11% | 7.24% |

**Bangladesh Bureau of Statistics (BBS) data**

As reported by the BBS, investment as a percentage of GDP is expected to rise by 0.6 percentage points to 30.27% in FY2016-17, thanks primarily to a spurt in the public investment levels ('Investment scenario:FY2008-09 to FY2016-17'). However, the investment-GDP ratio figure is still 0.63 percentage points lower than the Seventh Five Year Plan's (7FYP) projection of 30.9%. According to the 7FYP, by the end of FY2019-20, investment-GDP ratio is expected to be 34.4%. Private investment as a percentage of the GDP is projected to be only 0.02 percentage points higher in FY2016-17, though during the preceding year, the recorded change was 0.92 percentage points. For public investment as a percentage of GDP, the BBS projection is expected to rise by 0.59 percentage points. It should be noted that in FY2016-17, incremental capital-output ratio (ICOR) is also expected to be almost unchanged.

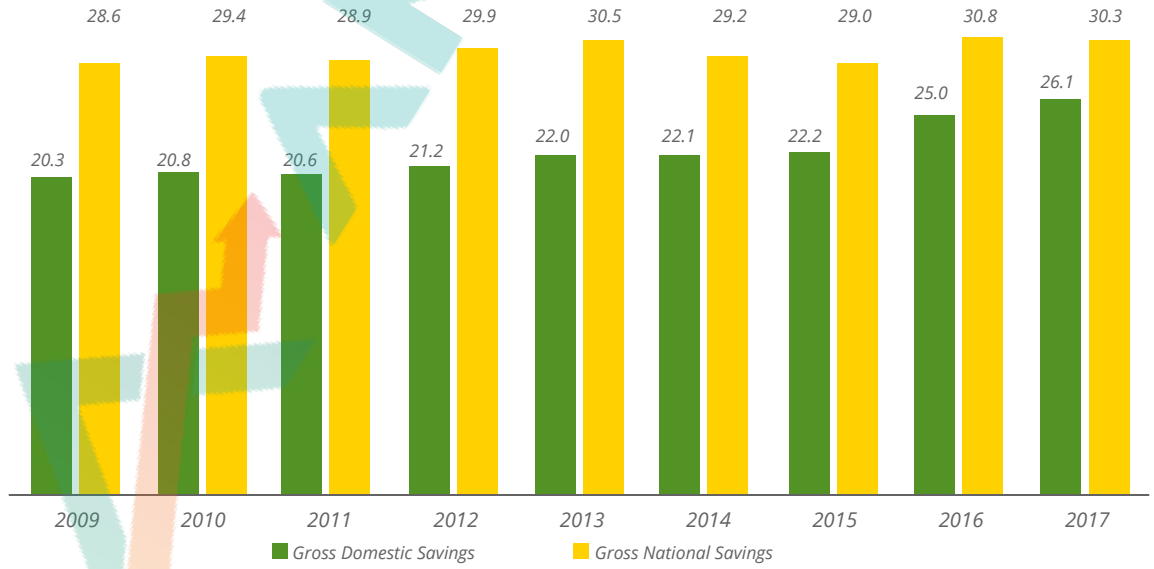
Domestic savings-GDP ratio is expected to rise by about 1.1 percentage points to 26.1% in FY2016-17 ('Savings scenario: FY2010-11 to FY2016-17'). On the contrary, national savings-GDP ratio is projected to decline by 0.5 percentage points to 30.3 per cent in FY2016-17 in the backdrop of the large current account deficit. Indeed, this may be the first time in the recent history of Bangladesh when national savings and total investment (as a share of GDP) have come this close.

**Investment scenario: FY2008-09 to FY2016-17**




*Bangladesh Bureau of Statistics (BBS) data*

**Savings scenario: FY2010-11 to FY2016-17**

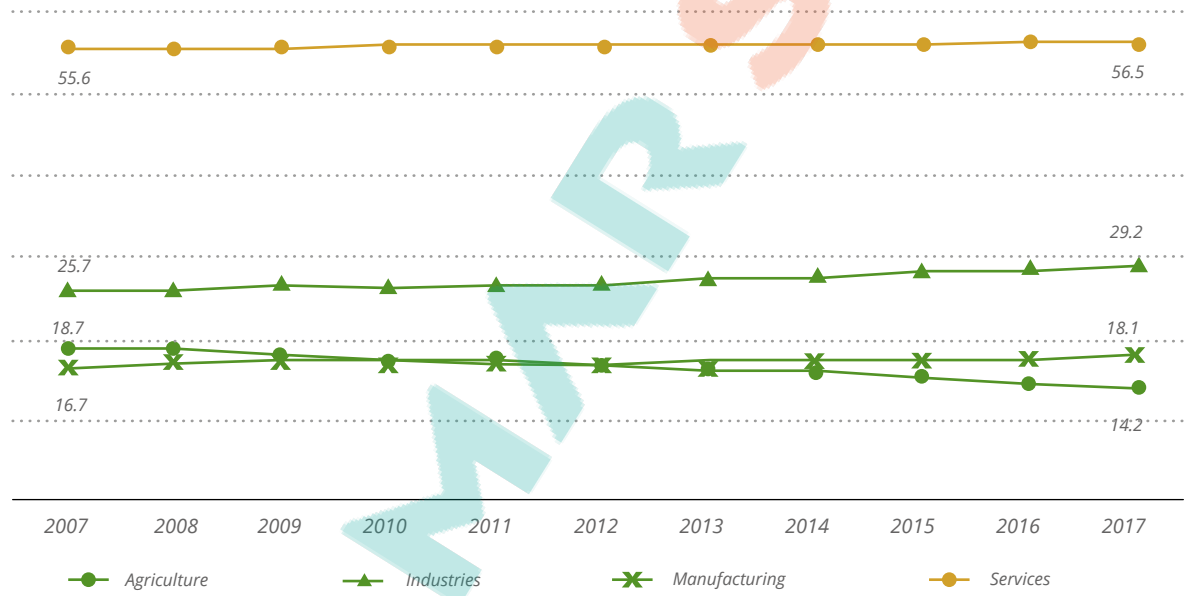



*Bangladesh Bureau of Statistics (BBS) data*

As is widely known, in Bangladesh, significant emphasis is given to the discourse on the GDP growth rate. However, it is also critically important to examine both the structure of the GDP growth and its distributional impact. Indeed, these two aspects are also inter-related. The structure of economic growth in an economy like Bangladesh can be assessed from the vantage points of structural transformation and employment generation. Importantly, in case of Bangladesh, the gradual shift in the economy, from agriculture to industry and services, is clearly visible ('Share of GDP by sectors: FY2010-11 to FY2016-17'). It is heartening to note that between FY2006-07 and FY2016-17, the share of the agricultural sector in the GDP declined by -4.5 percentage points, while the industry and services sectors gained 3.5 percentage points and 1 percentage point, respectively. As employment figures are not available, it is difficult to assess employment generation impact of this particular pattern of the economic growth structure. More importantly, from the standpoint of broader developmental objectives, economic growth in Bangladesh must accompany a fair amount of job creation. It may be noted that Bangladesh Bureau of Statistics undertook an initiative to prepare a quarterly Labour Force Survey (LFS) data, but the release of this data has now been discontinued. It is expected that the quarterly data will be released soon for full fiscal year (FY2015-16).

It may be observed that the GDP growth, as projected for FY2016-17, is primarily driven by strong growth in manufacturing output. However, it is reckoned that a significant part of this growth has been capital-intensive in nature. This trend is particularly becoming visible in the ready made garments (RMG) sector in view of the post-Rana Plaza tragedy reforms. Hence, the incremental benefit from this type of growth may accrue to the rich capitalist class rather than the poor working class.

**Share of GDP by sectors: FY2010-11 to FY2016-17**




*Bangladesh Bureau of Statistics (BBS) data*

**Revenue Mobilization By NBR – Strong But The Momentum Needs To Be Sustained**

Revenue mobilisation target for FY2016-17 was ambitious to start with, and CPD (2017) predicted a possible shortfall to the tune of Tk. 38,000 crore. Despite of the strong growth performance recorded by the National Board of Revenue (NBR), the revised budget was likely to reduce the revenue mobilisation target by about Tk. 32,000 crore.

Against the annual target, according to the NBR sources, the attained growth rate during July-February period of FY2016-17 was 19.6%, which was 14.4% in FY2015-16. Interestingly, income tax collection growth has almost doubled, from 9.7% in July-February FY2015-16 to 18.1% in FY2016-17. This is indeed a positive sign. All other components, apart from 'turnover tax' posted growth rates which were higher than the preceding years. Regrettably, revenue collection from non-NBR sources was rather disquieting, according to the data available for first four months only.

For FY2017-18, the revenue collection growth target may be fixed at about 34% over the revised target. The annual growth target for FY2017-18 may rise further as the actual revenue mobilisation could fall short of the revised target for FY2016-17. In this connection, further

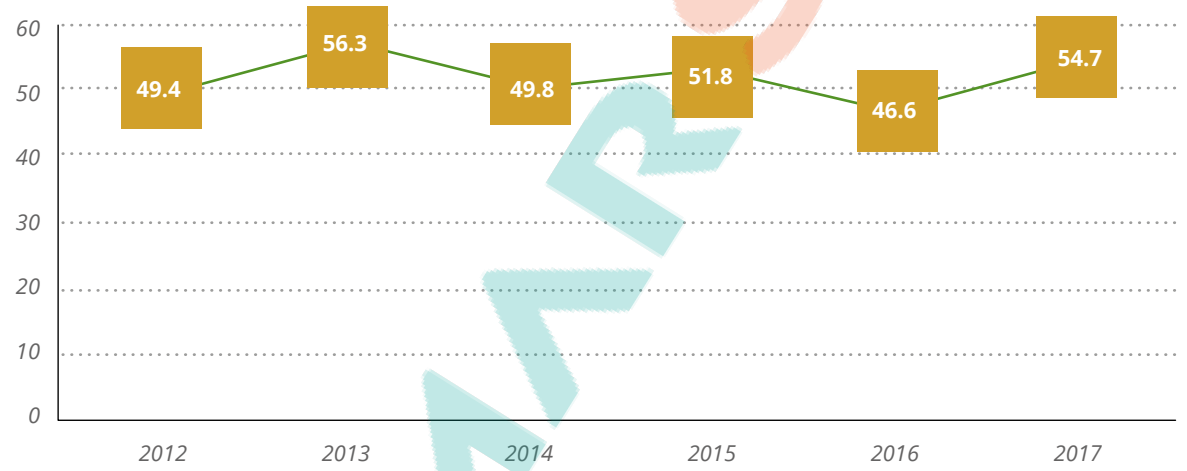
efforts towards domestic resource mobilisation along with exploration of new avenues ought to be one of the key priorities. Furthermore, to facilitate a higher revenue collection growth, CPD (2016) had proposed several reform measures which include changes to the current advance income tax (AIT) collection system through making tax deducted at source (TDS) online, introduction of the Benami Property Bill, and strengthening the Transfer Pricing Cell (TPC) to curb illicit financial flows. Moreover, the government should expedite the preparation of a new Direct Tax Act and an amended Customs Act as these reforms are key to raising revenue mobilization in a sustainable and realistic manner.

**ADP Implementation – Recovering Pace Of Growth**

According to the Implementation Monitoring and Evaluation Division (IMED) data, during July-April of FY2016-17, about 54.7% of the total Annual Development Programme (ADP) allocation has been spent. Over a similar timeframe, in the preceding year, implementation rate was recorded at 46.6%. This is an improvement and also the second highest implementation rate, after FY2012-13 ('ADP implementation July-April'). It may be mentioned that ADP implementation has recovered from its earlier slump which was recorded in July-April of FY2015-16 and has now returned to the trend performance pace. Indeed, this recovery is primary attributable to higher utilisation of local resources (Taka).

In contrast to this, the utilisation of foreign funding (42.7%) is also the lowest in the last five years. Besides, the pace of implementation for fast-tracking projects have remained mostly unsatisfactory due to a majority of the projects being stalled for long periods of time. Despite slow progress in ADP expenditure, the revised allocation for ADP has been kept unchanged in FY2016-17.

**ADP implementation July-April**

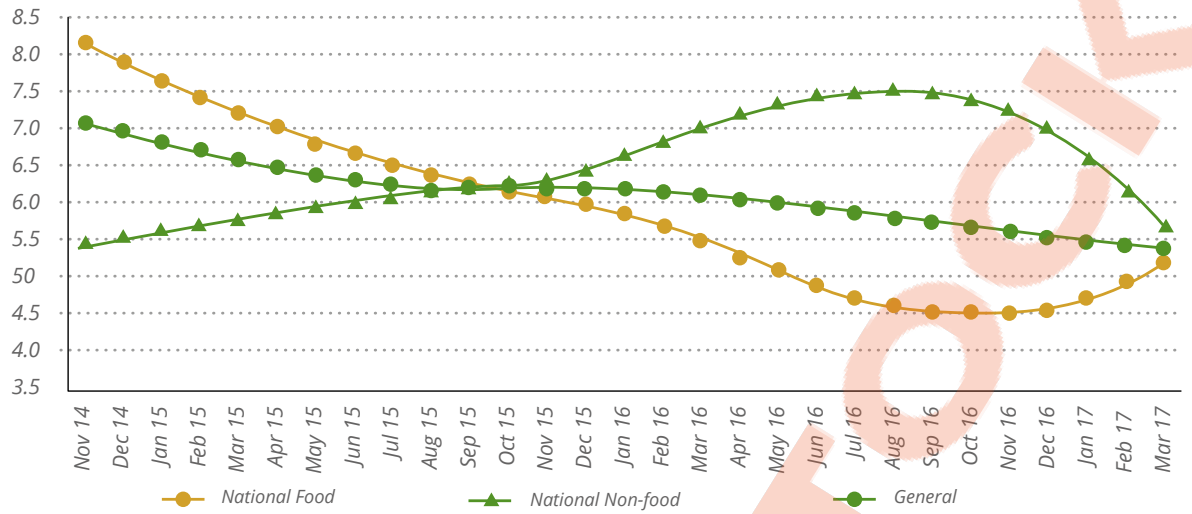



*Implementation Monitoring and Evaluation Division (IMED) data*

**Rising Inflation – Its Control The Need Of The Hour**

The Consumer Price Index (CPI) inflation in Bangladesh has witnessed a declining trend in FY2016-17 ('Annual average inflation rate November 2014 – March 2017'). The general (annual average) inflation rate was 5.39% in March 2017, which is within the Bangladesh Bank's Monetary Policy Statement (MPS) target of 5.3-5.6%. This declining inflation rate is primarily due to the contribution of a declining trend in non-food inflation. All components of non-food inflation have experienced a slowdown, except for the national recreation, entertainment, education and cultural services, which have been on a steady rise. Contrary to the above mentioned situation, food inflation has been on an increasing trend since January 2017 and was 5.2% in March 2017, up by 0.3 percentage points over the previous month. One could identify a gradual convergence between food and non-food inflation. Indeed, there is no scope to be complacent with the current inflationary trends and it is important to put under scrutiny the rising trend in food inflation. The rising price of rice is driving the food inflation at present. It may be noted that, rice accounts for a lion's share in the commodity basket of the CPI. Prices of the various grades and varieties of rice are about 15-18% higher, contributing to inflationary trends. This shows that with the prevailing structure of rising food inflation, it is the poorer consumers who are most affected since coarse rice is the single most important commodity in their consumption basket.

**Annual average inflation rate November 2014 – March 2017**




*Bangladesh Bureau of Statistics (BBS) data*

**Exchange Rate – Steady And Stable**

In recent years, Bangladesh Bank's exchange rate policy with its open market operations has kept BDT stable in terms of major currencies. However, nominal exchange rate (NER) was allowed to slide a bit and BDT depreciated by about 1.2% in the third quarter of FY2016-17, with USD/BDT rate reaching its maximum value of 80.6 on 17 May 2016. The year 2017 ended with an upward trend in the NER; on the other hand, real effective exchange rate (REER) experienced some appreciation and was 150.1 in December 2016. Foreign exchange reserves stood at USD 32.4 billion at the end of the July-March period of FY2016-17.

In the recent period, exchange rate experienced some volatility. The Bills for Collection (BC) selling rate was the highest for most banks on 25 April 2017. The average USD/BDT rate for import payments varied from BDT 80.3 to BDT 84.8 on 25 April 2017 and from BDT 80.3 to 84.95 on 26 April 2015 for different banks. On 26 April 2017, Bangladesh Bank had to intervene in the currency market and introduced a bar of BDT 2 on deviation of the average BC selling rate from the inter-bank exchange rate. This calmed the market and consequently the rates came down to level off with the headline exchange rate by 2 May 2017. In the period of 23-27 April 2017 the USD/BDT rate for importers increased by the maximum extent of BDT 4.77.

**Remittances – Challenging With A Global Economic Slowdown**

Month-on-month remittance flow has been in the negative terrain all through FY2016-17. At the end of July-April FY2016-17, remittance was 16% lower than that of July-April FY2015-16. The structure of remittance flow shows that as much as 58.1% of the remittance earning came from the Gulf countries, with 17.5% coming from the United Arab Emirates (UAE) and 16.8% from Saudi Arabia. Among the non-Gulf countries, the US (12.8%), the United Kingdom (9.6%) and Malaysia (7.3%) represented the largest sources of remittances. This gloomy picture, true for all major markets was attributable to several factors including a slowdown of economic growth in Bangladesh's traditional source economies. Similar trend is observed in the global scenario. The yearly growth of global remittance inflow has been low in recent years, and has moved to the negative terrain in 2015 (-2.37%) and 2016 (-1.24%).

Remittances have come down in spite of more than 5 lakh workers going abroad over the first nine months of the current fiscal. Since no reliable figure is available for returnee migrants, there is hardly any doubt that the growth of net migration has also been quite robust. That about a fourth of the new migrants were women, with low-paying jobs, does not fully explain the narrative of falling remittances. Bangladesh Bank had indeed carried out field investigation to identify the reasons. Discussions with key ministry participants and other information sources indicate that a large part of the fall in remittance flow may be explained by substitution taking place between formal and informal channels of money transfer, particularly from the Middle East, Singapore and Malaysia. Many migrant workers are sending money through intermediaries who are taking advantage of mobile platforms and various software applications. Some of the reasons driving this trend (in substitution of formal channels by informal channels) are higher exchange rate margin, shorter transaction processing times, quicker delivery of money to the beneficiaries, easy access and lower service fees compared to the banks in host countries. All these lead to lower costs of sending remittance back to Bangladesh. To make the situation worse, because of higher vigilance on account

of terrorist financing and the attendant cost rise, banks in important corridors are charging higher transaction fees. It is seen that for most of the country corridors (except for Singapore), the rates of sending remittance were higher than the Sustainable Development Goals (SDGs) target of 3%. Proposals have been floated to make remittance-sending process free-of-cost for remitters. Some steps in this direction will encourage remitters to use formal channels.

**Economic Outlook**

The World Bank has projected Bangladesh's economic growth at 6.4% in the current fiscal year, almost 1% down from the Government-set target.

For the current financial year 2017-18, the Government has taken a target to achieve 7.4% GDP growth on the back of socio-economic developmental plans put in place by it. However, the Washington-based lender cited some risks for Bangladesh. Slippages relating to the upcoming elections and weak tax revenues could derail the fiscal consolidation efforts. Moreover, the debt burden borne by corporate houses, rising non-performing loans, deficiency in infrastructure development, disruption to normal economic activities due to the upcoming general elections and absence of policy and institutional reforms are also considered to be challenges for the economy.

However, it is important to note that only 17 economies in the world are expected to grow at 6% or beyond the 6% rate in the current financial year. If Bangladesh grows at the WB-projected rate of 6.4%, it will be a commendable achievement.

Looking at the longer term, the World Bank forecasts that activity in Bangladesh would grow at an average of 6.7% a year over FY2018-FY2020, benefiting from strong domestic demand and strengthening of exports. In a further projection, the World Bank has indicated that Bangladesh's economic growth could be 6.7% in the next fiscal year, FY2019.

This projection comes on the assumptions that low interest rates and improving infrastructure are expected to lift investments. Moreover, remittances are expected to rebound as growth firms in the Gulf Cooperation Council (GCC) countries and be supportive of private consumption

**Industry Review**

A sound financial sector is key to sustained economic development for any country as it facilitates the financial intermediation between borrowers and lenders, helps expedite capital accumulation and makes use of resources into productive sectors. In Bangladesh, the contribution of the financial sector, of which the insurance sector is a part, has increased over the years. In FY2010-11, the country's financial sector's share in the GDP was 2.99% at constant price, which has increased to 3.41% in FY2016-17 (Bangladesh Bureau of Statistics, 2017).

**Overview of The Bangladeshi Insurance Industry**

With economic expansion of Bangladesh, the potential for the insurance industry is robust. With higher income and literacy levels, the masses are expected to recognize the benefits of insurance, thus raising the demand for insurance services and giving an impetus to insurance penetration as well as insurance density. Higher demand for insurance, potential merger of insurance companies and strengthening underwriting capacity of insurance companies are the most likely drivers of growth.

Furthermore, there is a high likelihood in the growth of fire and marine insurance and micro-insurance services. In order to stimulate the demand for these insurance sub-categories, effective marketing initiatives with ethical competition needs to be undertaken. In addition, the recruitment of more qualified employees at the management level, proper training and orientation of agents / employees, development of information technology, service diversification within the industry and a fully functioning regulatory system, among others, are essential for the sustained growth and development of the industry.

The insurance industry of Bangladesh has witnessed steady growth and has attracted a lot of interest over the recent years. Even then, the industry is ripe with challenges. Low qualification of agents is the most pressing human resource management problem while the lack of technical employees stands as the most important operational problem. Customers' lack of understanding of insurance terms and policies and unhealthy competition represents a severe marketing challenge.

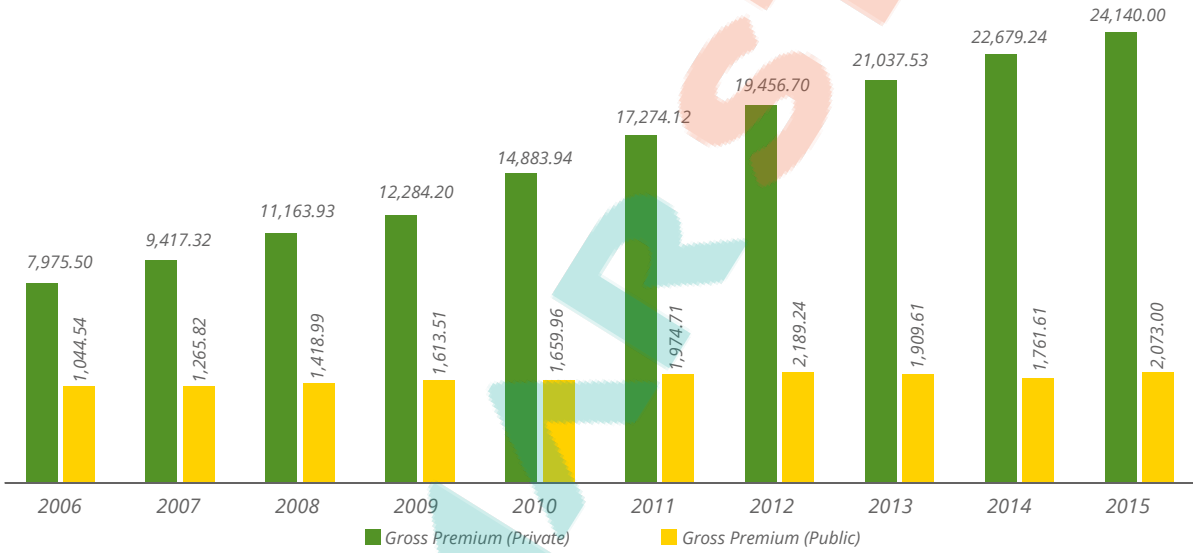
In Bangladesh, the insurance business, after an early stage of dislocation and experimentation for about half-a-century, has now been established as a growing industry. The insurance market of Bangladesh consists of 42 general and 18 life insurance companies. Of these, there are two state-owned corporations (one in life and one in general) and one foreign life company. Insurance Development and Regulatory Authority (IDRA) is the regulatory-body of the country's insurance sector and became operational in 2011.

Although there is high potential for growth, the insurance sector of Bangladesh is engulfed with various problems that are considered to be major obstacles to the development of this sector. As a result, it has not been able to establish itself as one of the attractive industries in Bangladesh.

The insurance industry in Bangladesh had its roots in the British colonial era. After liberation war, the government of Bangladesh nationalized insurance industry in 1972 by the Bangladesh Insurance (Nationalization) Order, 1972. All insurance companies, except postal life and foreign life insurance companies, were placed under five corporations in the public sector. However, the cost of maintaining five corporations soon outweighed the benefits. Thus, in May 1973, a restructuring was made under the Insurance Corporations Act 1973. In place of five corporations the government formed two: Sadharan Bima Corporation (SBC) for the general insurance business and Jiban Bima Corporation (JBC) for the life insurance business.

In 1984, a change was brought in the structural arrangement to keep pace with the new economic trend of privatization due to poor performance of nationalized businesses. The Insurance Corporations Amendment Act, 1984, allowed insurance companies in the private sector to operate side by side along with nationalized insurance companies. The Act of 1984 made it a requirement for the private sector insurance companies to obtain 100% reinsurance protection from SBC. This virtually turned SBC into a reinsurance organization. In 1986, when private insurance companies started functioning, the total premium income was Tk. 1.71 billion (both life and general), out of which the private sector share was Tk. 280 million, i.e. about 16%. This figure rose to Tk. 23.06 billion in 2004, out of which the share of private sector was Tk. 20.31 billion, i.e. 88%. The growth of the insurance industry during the last 18 years is quite impressive due to the successful and sustained operations of private sector insurance companies.

**Non-Life Insurance Companies' Premium Income Progress**




*Bangladesh Insurance Association*

However, rapid growth of the private sector in insurance resulted in several irregularities within the sector, starting from the non-standardized recruitment process of marketing and sales agents to unethical means of attracting business. The nationalized insurers are the major victim of these setbacks. Bureaucratic and other administrative delays and lack of proper funds in these organizations have impeded the development of the workforce in terms of providing them with effective training and contemporary communication technologies for enhanced functionality. The stiff competition, unethical practices such unfair and predatory trade commission, shortage of professionally-qualified personnel and weak underwriting and risk assessment capabilities are some of the acute problems eroding the development of the insurance sector.

Moreover the absence of an assertive and efficient regulatory body, imprudent taxation policy of the government, weak corporate governance and communication gap between general public and insurance companies are some of the common problems coming in the way of development of the insurance sector of Bangladesh. Implementation of the insurance regulatory authority is now the most important need of the sector to establish a degree of accountability. The unethical practices involving commission payments or business development expenditure are representative of a deeper malaise.

Different research identified several problems and prospects within the insurance industry of Bangladesh. There are complains of low quality service as well as significant complications in terms and conditions in the contract. Employee professionalism is a major problem with low qualification level of employees and unorganized structure of recruitment processes and practices.

The insurance industry, at the present point of time, lags behind the other service sectors of Bangladesh. At the same time insurance is deemed to be a key component for every business and human life. To enhance the growth of insurance business in Bangladesh, the problems hampering the growth of this business must be identified and suitably addressed.

**The Way Forward**

For the country's economic progress and development, it is critical to have a disciplined and thriving insurance industry, governed by proper laws and regulations.

It is encouraging to note that the National Insurance Policy of 2014, prepared by the Government of Bangladesh, has given importance to bancassurance, as this would be a key tool to augment financial inclusion. Bancassurance is a combination of banking services and insurance through an identical distribution channel and is generally representative of selling of insurance products by banks. It is felt that the prospect of this concept can be enormous in the country since the penetration rate of insurance in Bangladesh is even below some South Asian countries. In Bangladesh, only 4 out of 1,000 people avail life insurance; the figure is even lower for non-life insurance.

However, this also implies huge growth potential for the sector and hence, despite the presence of about 77 companies in the country's insurance sector, the share of the market potential is huge and, with proper laws and regulations, the insurance industry of the country can provide a significant economic boost to the nation, create hundreds of thousands of jobs and contribute to the national exchequer by way of taxes and other levies.

**Industry Outlook and Possible Future Developments in the Industry**

The non-life insurance business is unique in the sense that it offers customers both protection and a route to build long-term sustainability. In Bangladesh, the general (non-life) insurance business is poised for sustained growth with a rapidly expanding economy, an increasingly aware middle-class, strong Government focus on financial inclusion, the creation of regulatory laws and policies and growing customer literacy and digitisation.

**Industry Growth Drivers and Possible Future Developments**

**Young Working Population:** Bangladesh, with about 165 million people and a median population age of about 25-27 years, is placed favourably in the demographic profile with a majority of its population being youth in the working age group. It is estimated that by FY2019-20, a large percentage of the country's population will still be in the working age group. The high share of working population, coupled with rapid urbanization, rising trend of nuclear families and rising affluence will mean an accentuated need for financial security.

**GDP Growth:** In FY2016-17, Bangladesh continued to be the fastest growing economy with an estimated GDP growth in excess of 7%. Besides, the World Bank expects the country to continue this momentum. Higher GDP growth translates to rising income which, coupled with lower inflation, provides a stimulus to growth in savings. On per capita basis, the national income is estimated to increase, thereby creating a stronger base for 'fictionalisation of savings', increasing the potential for the insurance industry.

**Physical to Financial Savings:** Bangladesh has a high household savings rate, as measured as a percentage of the GDP. While the country has traditionally preferred keeping savings in the physical form, the trend has gradually shifted with the proportion of financial savings to total household savings increasing rapidly over the years. This is expected to rise further, as stable inflationary trends and positive real interest rates generally diminish the attractiveness of physical savings such as investments in gold and real estate.

**Insurance Mix in Financial Savings on the Rise:** The share of non-life insurance as a proportion of financial assets in Bangladesh is on the rise, driven by better proposition offered by insurance products, enhanced customer service, growing awareness on the importance of life insurance, etc.

**Digitization:** The young working population is technology savvy and prefer to transact online. The growing penetration and influence of the internet, mobile service providers and smart-phones has enhanced customer knowledge, empowering them with information. This has facilitated an increase in financial awareness resulting in better understanding of insurance products and making informed buying decisions. Moreover, technology has made processes simpler, resulting in insurance being available efficiently and easily.

**Increasing Urbanization:** According to credible estimates, Bangladesh's urban population is set to increase sharply, driven by population migration for better work and life opportunities. Increased urbanization generally leads to an improvement in the standards of living and better access to financial products like insurance, especially through digital means.

**Growing Clout of MSMEs:** Recent data from the Bangladesh Bureau of Statistics demonstrates that the contribution of the industrial sector in the country's

GDP was 31.54% in 2015–16 while it was 30.42% in 2014–15. To boost the sector, the government and Bangladesh Bank are taking several initiatives, including the establishment of the SME Foundation. Since its inception in 2007, the Foundation has been working with the SME division of Bangladesh Bank, the industries ministry and the Bangladesh Small and Cottage Industries Corporation (BSCIC) to promote SMEs. Its target is to alleviate poverty, generate employment and thereby accelerate economic growth. This indicates to good growth potential of the general insurance industry as, with rising awareness, a larger number of SMEs are demanding insurance, which is also a must for them to secure organized commercial banking finance.

**Rise of women entrepreneurship:** With women representing half the labour force aged between 15 and 49 years in the country, accelerating women's entrepreneurship and facilitating their access to finance are pivotal to holistic socio-economic development. In this respect, the Bangladeshi government is creating policies and regulations to facilitate this important segment of the population to access loans, etc. The rise of women entrepreneurship bodes well for the country's insurance industry.

**Year-Wise Performance for the Last Five Years**

Year-wise Performance of the company for last five years has been depicted in a separate statement under title "5 Years Performance" which shows steady growth in most of the parameters that matter. Statements in this report under Segment-Wise Performance also provide you with information regarding performance for last five years.

**Risk and Concern**

As Green Delta Insurance continues to invest in new ways to gain a better understanding of the dynamic and constantly changing risk environment, it remains at the forefront of risk and resilience, enhancing risk mitigation strategies for businesses, governments and the civil society as well as informing the public policy agenda at large. A detailed report on risk management framework has been made separately in "chapter II- Corporate Governance; Sub-Chapter- Risk and Governance"

**Segment-Wise Performance**

In line with the general practices, the underwriting business of the company covers fire insurance, marine insurance, motor insurance and miscellaneous insurance businesses. Out of total premium earned, it is found that major contribution is made by the fire insurance, followed by motor insurance and marine insurance. The Directors takes pleasure to report that in 2016 Green Delta had another year of growth in premium earnings. Over-all and segment-wise performance of your company is shown in tables below:

**Gross Premium Income**

| Year | Gross Premium (in Million Taka) | Growth ( % ) |
|---|---|---|
| 2017 | 3293.55 | 4.12% |
| 2016 | 3163.27 | 04.90% |
| 2015 | 3015.63 | 12.47% |
| 2014 | 2681.37 | 02.60% |
| 2013 | 2613.45 | 00.39% |
| 2012 | 2603.19 | 10.70% |

**Business Segment-Wise Gross Premium Income (in Million Taka)**

| Business Segments | 2017 | 2016 | Growth ( % ) |
|---|---|---|---|
| Fire Insurance | 1553.02 | 1554.84 | (.12) |
| Marine Insurance | 1124.80 | 1047.13 | 07.42 |
| Motor Insurance | 194.93 | 193.25 | 0.87 |
| Miscellaneous Insurance | 420.80 | 368.07 | 14.33 |

**Segregation of Net Premium**

| Business Segments | 2017 | | 2016 | | Growth (%) |
|---|---|---|---|---|---|
| | Amount (in Million Taka) | % of Total Net Premium | Amount (in Million Taka) | % of Total Net Premium | |
| Fire Insurance | 401.09 | 26.31% | 365.80 | 27.67 | 9.65 |
| Marine Insurance | 845.23 | 55.45% | 688.94 | 52.11 | 22.69 |
| Motor Insurance | 175.89 | 11.5% | 176.76 | 13.37 | (.49) |
| Miscellaneous Insurance | 102.15 | 6.70% | 90.52 | 06.85 | 12.85 |
| Total | 1524.36 | 100.00 | 1,322.02 | 100.00 | 15.31 |

**Claim and Loss Ratio**

| Year | Net Claim(in Million Taka) | Change (%) |
|---|---|---|
| 2017 | 371.16 | 10.97 |
| 2016 | 334.48 | 10.94 |
| 2015 | 301.49 | -13.02 |
| 2014 | 346.61 | -06.87 |
| 2013 | 372.60 | 84.49 |
| 2012 | 201.96 | 64.96 |

**Segregation of Net Claim**

| Business Segments | 2017 | | 2016 | | Growth (%) |
|---|---|---|---|---|---|
| | Amount (in Million Taka) | % of Total Net Premium | Amount (in Million Taka) | % of Total Net Premium | |
| Fire Insurance | 105.09 | 28.31 | 175.48 | 52.46 | 40.11 |
| Marine Insurance | 163.62 | 44.08 | 80.00 | 23.92 | 104.53 |
| Motor Insurance | 36.11 | 9.73 | 30.89 | 09.24 | 16.90 |
| Miscellaneous Insurance | 66.34 | 17.87 | 48.11 | 14.38 | 37.89 |
| Total | 371.16 | 100% | 334.48 | 100.00 | 10.97 |

## Financial Performance

Performance of the company in terms of key performance indicators has been shown in a separate statement under title "5 years' performance". Moreover, some highlights are given in items below:

**Capital Adequacy**

The following table shows gradual increase in the shareholders equity.

| Year | Shareholder's Equity (in Million Taka) | Change (%) |
|---|---|---|
| 2017 | 6412.19 | 13.62 |
| 2016 | 5643.42 | -00.86 |
| 2015 | 5692.23 | 17.29 |
| 2014 | 4852.92 | 09.73 |
| 2013 | 4422.41 | 14.62 |
| 2012 | 3858.35 | 53.70 |
| 2011 | 2510.33 | -19.73 |
| 2010 | 3127.20 | 46.15 |
| 2009 | 2139.76 | 24.50 |

**Solvency Margin**

The following table shows that the solvency margin of the company is above the required level.

| Particulars | 2017 | 2016 | 2015 | 2014 | 2013 | 2012 |
|---|---|---|---|---|---|---|
| Available Solvency [ AS ] (in Million Taka) | 3407.01 | 4,001.00 | 3957.54 | 3560.37 | 3265.33 | 2756 |
| Required Solvency [ RS ] (in Million Taka) | 401.07 | 390.18 | 364.94 | 331.15 | 334.09 | 343.3 |
| Solvency Margin [AS/RS] (Times) | 8.49 | 10.25 | 10.84 | 10.75 | 9.77 | 8 |

**Re-insurance Utilization and Risk Retention Ratio**

The Company has re-insurance treaty agreement with Shadharan Bima Corporation (SBC), General Insurance Corporation of India (Rated A- by A.M Best), Arab Insurance Group (Rated B++ by A.M Best), Asian Reinsurance Corporation (rated B by A.M. Best), J.B. Bora Insurance Services (L) BHD and B.E.S.T Reinsurance (rated A by A.M. BEST) against all classes of general insurance business.

You may be aware that usually high risk retention level signals inadequate reinsurance protection while low risk retention level hampers profitability. Segment-wise Risk Retention Ratios of the Company for the last few years are shown in the table below.

| Business Segments | Year-wise Risk Retention Ratio (%) | | | | | | |
|---|---|---|---|---|---|---|---|
| | 2017 | 2016 | 2015 | 2014 | 2013 | 2012 | 2011 |
| Fire Insurance | 25.83 | 23.53 | 26.31 | 25.23 | 43.92 | 36.89 | 36.85 |
| Marine Insurance | 97.59 | 65.79 | 64.01 | 78.01 | 74.03 | 78.21 | 60.9 |
| Motor Insurance | 90.24 | 91.47 | 76.14 | 37.19 | 91.45 | 85.34 | 89.33 |
| Miscellaneous Insurance | 24.27 | 24.59 | 26.66 | 27.85 | 15.67 | 12.87 | 7.93 |
| **Total** | **46.28** | **41.79** | **41.59** | **45.58** | **50.39** | **46.58** | **36.86** |

**Reserve Adequacy**

The following table shows reserve adequacy of the company.

| Year | Amount of Reserve (in Million Taka) | Change (%) |
|---|---|---|
| 2017 | 5203.88 | 16.63 |
| 2016 | 4461.79 | -00.97 |
| 2015 | 4497.15 | 22.04 |
| 2014 | 3684.88 | 11.85 |
| 2013 | 3294.49 | 03.80 |
| 2012 | 3173.84 | 50.98 |
| 2011 | 2102.09 | -22.01 |
| 2010 | 2695.33 | 28.67 |
| 2009 | 2094.79 | 28.91 |

**Profitability**

Since the source of revenue of the company is premium income from underwriting business under fire insurance, marine insurance, motor insurance and miscellaneous insurance businesses and other income like income from investments, its profitability depends upon these sources.

The following table shows the contributions of different business segments in the underwriting profit (loss) in last four years.

| Business Segments | Contribution to Underwriting Profit (%) | | | | |
|---|---|---|---|---|---|
| | 2017 | 2016 | 2015 | 2014 | 2013 |
| Fire Insurance | 36.46 | 32.61 | 18.81 | 37.86 | 21.74 |
| Marine Insurance | 44.36 | 57.16 | 79.80 | 75.06 | 76.26 |
| Motor Insurance | 12.03 | 08.58 | (0.55) | 11.91 | 6.71 |
| Miscellaneous Insurance | 7.15 | 01.65 | 1.94 | (24.83) | (4.67) |
| **Total** | **100.00** | **100.00** | **100.00** | **100.00** | **100.00** |

**Underwriting Performance/Quality-**

The quality of underwriting is a significant practice at Green Delta Insurance and this activity directly contributes to the quality of growth of the Company. The underwriting practice at the Company comprises thorough evaluation, prudent financial modelling and accurate risk pricing that protects the shareholders' interests in the company while also creating value at large. It is to be noted that while marine reported good underwriting profit growth year-on-year, higher claims dented underwriting profit during the year under report for fire and miscellaneous insurance while even becoming negative for motor insurance (from a positive growth witnessed over the past two years). However, we are undertaking all the necessary action across our business which will reinforce our ability to deliver quality underwriting profit growth across our various classes of business.

The following table shows the segment-wise underwriting performance of the company in the last few years.

| Business Segments | Year-wise Risk Retention Ratio (%) | | | | |
|---|---|---|---|---|---|
| | 2017 | 2016 | 2015 | 2014 | 2013 |
| Fire Insurance | 24.35 | 125.56 | 57.6 | 115.84 | 62.65 |
| Marine Insurance | 145.82 | 220.14 | 244.33 | 229.68 | 219.65 |
| Motor Insurance | 177.44 | 33.06 | (1.69) | 36.43 | 19.32 |
| Miscellaneous Insurance | 28.61 | 6.37 | 5.93 | -75.97 | -13.46 |
| Combined Ratio | 110.09 | 122.97 | 121.30 | 123.32 | 102.82 |

**Investment Profile**

The following table shows the status of investment portfolio of the company in the last year comparing with those of the previous year.

| Components of Investment | 2017 | | 2016 | |
|---|---|---|---|---|
| | Amount (In Million Taka) | % of Total Investment | Amount (in Million Taka) | % of Total Investment |
| NIB | 25.00 | .58 | 25.00 | 0.55 |
| Fixed Deposit | 321.33 | 7.40 | 1175.72 | 26.02 |
| Quoted Shares | 3093.09 | 71.19 | 2358.05 | 52.20 |
| Un-Quoted Shares | 292.09 | 6.72 | 320.83 | 07.10 |
| Investment in Subsidiaries | 388.49 | 8.94 | 362.46 | 8.03 |
| Investment in GDSL as Margin Loan | 225.00 | 5.18 | 275.00 | 6.09 |
| Others | - | - | .52 | 0.01 |
| **Total** | **4345.00** | **100.00** | **4517.67** | **100.00** |

**Segregation of Investment Income and Other Income**

Green Delta Insurance reported healthy growth across all its investment and other income constituents with interest income comprising the largest chunk at 33.53 %(BDT 64.07 mn). Besides, dividend income also contributed a healthy 30.65% (BDT 75.22 mn) to the overall pie. Profit from sale of shares and other income comprised the rest of the investments and other income line.

The following table shows the status of the contributions of different sources in the investment income and other income in the last year comparing with those of the previous year.

| Heads of Income | 2017 | | 2016 | |
|---|---|---|---|---|
| | Amount (in Million Taka) | % of Total Investment Income & Other Income | Amount (in Million Taka) | % of Total Investment Income & Other Income |
| Interest Income | 70.05 | 35.33 | 64.07 | 39 |
| Dividend | 64.05 | 41.67 | 75.57 | 32 |
| Profit from Sale of Shares | 6.12 | 01.40 | 02.53 | 18 |
| Other Income | 68.72 | 21.60 | 39.17 | 11 |
| **Total** | **208.94** | **100.00** | **181.34** | **100.00** |

**Disclosure Regarding Extra-Ordinary Gain or Loss**

There was no extra-ordinary gain or extra-ordinary loss during the year 2017.

**Disclosure Regarding Related Party Transaction**

In ordinary course of business, related party transactions take place with other entities that fall within the term related party as defined in BAS 24: Related Party Disclosure. A statement on the related party transactions has been disclosed under item no. 26 of the notes of the financial statements.

**Disclosure Regarding Utilization of Proceeds From Public Issues, Rights Issues and/Or Any Other Instruments**

Under a deal between Green Delta insurance Company Ltd and International Finance Corporation (IFC) in 2013 IFC took 8% equity stake in the company. Shares were allotted in favour of IFC at book value of BDT 107 per share considering 6-month average of high-low price. Proceeds received from IFC have been kept as Fixed Deposit in several banks.

**Information Regarding IPO of the Company**

Green Delta floated its ordinary shares initially in 1989 through IPO. The net proceeds from the IPO were used for company's operational activities.

**Disclosure Regarding Variance Between Quarterly Financial Performance and Annual Financial Statements**

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

**Disclosure on Remuneration of the Directors**

The Directors including Independent Directors, all being Non-Executive Directors, are given only Meeting Attendance Fee of BDT 5,000 (Bangladeshi Taka Five Thousand only) per Meeting of the Board and Committees. During the year 2017, a total amount of BDT 10,34,170 Bangladeshi Taka Ten Lac Thirty Four One Hundred Seventy) was given to the Directors as Remuneration / Meeting Attendance Fee and travel expenses.

**Disclosure on Preparation and Presentation of Financial Statements**

The Board of Directors places before you're the financial statements for the year ended 31 December 2017 for their adoption. The Directors of the confirm, to the best to their knowledge, that-

(i) The financial statements present fairly its state of affairs, the result of its operations, cash flows and changes in equity;

(ii) Proper books and accounts of the company have been maintained;

(iii) Appropriate accounting policies have been applied consistently in preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment;

(iv) IAS/ BAS/ IFRS/ BFRS, as applicable in Bangladesh, have been followed in preparation of the financial statements;

(v) As required by condition 6 of the guidelines, the Chief Executive Officer (CEO) and the Chief Financial Officer (CFO) have jointly certified to the Board that-

  (a) They have reviewed the financial statements of the company for the year ended 31 December 2017 and to the best of their knowledge and belief:

    (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

    (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.

  (b) There are, to the best of their knowledge and belief, no transactions entered into by the company during the year are fraudulent, illegal or violation of the company's code of conduct.

**Disclosure on Internal Control System**

The Board takes the responsible for the oversight of Green Delta's business and management, including risk management and putting up internal controls. The Directors state that the systems of internal control are sound and have been implemented and monitored effectively. Details of Internal Control System of the Company has been reported under section "2.2.2".

**GDIC'S Ability to Continue as Going Concern**

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

- The commitment towards the claims filed and its ability to meet contractual obligations as they become due
- Liquidity-related actions and plans to stabilize the businesses and repay the outstanding debt
- The level of GDIC's realized and unrealized losses and the negative impact of these losses on shareholders' equity and on the capital levels of GDIC's insurance subsidiaries
- The financial position and performance of significant subsidiaries

In considering these items, significant judgments and estimates with respect to the potentially-adverse financial and liquidity effects of GDIC's risks and uncertainties have been made.

**Key Operating and Financial Data of Preceding Five Years**

Key operating and financial data of preceding five years has been depicted in the statement titled "5 years performance". Statements under sub-title Segment-Wise Performance in this report provide you with information regarding performance for last five years.

**Explanation on Any Significant Deviation from the Operating Results of the Last Year**

The statement titled "5 years performance" showing the operating results of last five years proves that GDIC has a long outstanding reputation of being a financially solvent company. The statement also shows that operating results of the year2017 do not significantly vary from those of the last year.

**Subsidiary Operations**

Green Delta Insurance Company Ltd. has 4 (four) subsidiary companies namely Green Delta Securities Ltd, Green Delta Capital Ltd, Professional Advancement Bangladesh Limited and GD Assist Ltd. Financial Statements and brief of business operations of those subsidiary companies have also been furnished herewith.

**HR Practices**

GDICL is committed to providing equal opportunities to all employees, irrespective of their gender, race, nationality, ethnic origin, or religion. GDIC is an inclusive employer and values diversity in its employees. These extend to recruitment and selection, training, career development, flexible working arrangements, promotion and performance appraisal. Our corporate goal is to improve staff engagement by measuring and responding to staff members' views and willingness to exert extra effort to achieve business success. We provide necessary support to staff in order to manage change effectively. We credit the strength of our people for our organization's success, their understanding of strategy and goals, as well as their satisfaction with the work they do and how it contributes, are of critical importance throughout our companies. We continue our efforts to create and maintain a highly skilled and motivated workforce. Through our succession planning initiatives, leadership capacity is identified and developed to ensure ongoing success.

**Information Technology**

Information and Communication Technology (ICT) has become indispensable for Insurance Companies in ensuring smooth operation and providing efficient services. Recognized this fact the Board has adopted a comprehensive ICT policy for the company IT system of GDIC has been upgraded for further strengthening and securing the automation of services. The highly experienced and trained IT professionals of GDIC are working on maintaining and developing the company's IT infrastructure and constantly innovating and writing in-house programs to meet the needs of the company. Local Area Network (LAN) has been in operation in the Head office and Branch offices.

**Credit Rating**

For the consecutive 4 years GDICL has been awarded AAA (Pronounced Triple A) rating in the long term and ST-1 in the short term by the Credit Rating Agency of Bangladesh Limited in the first ever history in Insurance Industry. A Certificate in this regard is given herewith.

**Corporate Social Responsibility**

The Directors are sincere to discharge corporate responsibilities to the society. As a part of discharging corporate social responsibilities, GDIC has initiated various projects and programs and has been sponsoring various sports activities, besides patronizing cultural activities in the country since its inception. GDIC is the proud sponsor of first and second division Hockey League since 1987. From time to time GDIC has been sponsoring national premier Cricket league, numerous seminars and conferences organized by Institute of Chartered Accountants of Bangladesh, Institute of Cost and Management Accountants of Bangladesh, Institute of Chartered Secretaries etc.

**Corporate Governance**

The Directors of GDICL are committed in adopting the highest governance standard and implementing them in protecting the interests of shareholders, policyholder

sand all other stakeholders. A detailed report on corporate governance is given herewith separately.

**Shareholding Pattern**

Pattern of shareholding in the company in compliance of the corporate governance guidelines has been stated separately as "Shareholding Pattern".

**Board Meetings**

The Directors of GDICL meet on a regular basis. A detail statement showing Attendance of the Directors in the Board Meetings is placed herewith separately.

**Declaration of Dividend**

At GDIC the Board of Directors has developed and put in place a "Dividend Policy". In line with this, the Directors recommend 20% Cash Dividend for the year ended 2017 for consideration by the shareholders in the AGM.

**Retirement and Election/Re-Election of Directors**

As per Articles 102 and 103 of Articles of Association of the company at the Ordinary Meeting in every year, one-third (1/3) of the Directors representing the sponsor shareholders and one-third (1/3) of the Directors from public subscribers and they would be eligible for re-election / re-appointment, however, Retiring Sponsor(s) shall be re-elected by the sponsor shareholders while Retiring Director(s) from Public Subscribers shall re-elected by the public subscribers.

In view of the above and pursuant to Regulation 80 of Schedule-I of the Companies Act 1994, considering the longest tenure on the Board of GDIC, the directors listed below shall retire from the Board at the 32nd Annual General Meeting and they shall be eligible for re-election:

| Sl. no | Sponsor Directors | Sl. no | Public Directors |
|---|---|---|---|
| 01 | Asif A. Chowdhury | 01 | Razia Rahman |
| 02 | Khurshida Chowdhury | | |
| 03 | Arif A. Chowdhury | | |

A brief resume of each of retiring directors who are eligible for re-election mentioning nature of his/her expertise in specific functional areas and names of the companies in which he/she also holds directorship and membership of committees of the board may be seen under Profiles of Directors

**Appointment/Re-Appointment of Auditors**

M/s A Quashem & Co., Chartered Accountants, was appointed as the external auditor for the year ended 31 December 2017. The Firm will retire at the conclusion of the 32nd AGM. Being eligible the Firm has expressed their interest to be re-appointed for the next term. The Audit Committee has recommended for re-appointment of M/s A Quashem & Co., Chartered Accountants, as the external auditor at a remuneration of BDT 3.00 lac net of applicable taxes and the Board of Directors has endorsed the same. The shareholders may re-appoint M/s A Quashem & Co., Chartered Accountants, as the external auditor of the company.

**Acknowledgement**

The Directors take this opportunity to express heartfelt gratitude to, all the valued shareholders, clients and all well-wishers in home and aboard for their wholehearted co-operation and active support in discharging the responsibilities reposed on the Board during the year under review.

The Directors express sincere gratitude to the Ministry of Commerce, the Ministry of Finance, Insurance Development and Regulatory Authority, Registrar of Joint Stock Companies and Firms, Bangladesh Securities and Exchange Commission, Government and Non-Government organizations, Sadharan Bima Corporation, Dhaka and Chittagong Stock Exchanges, Bangladesh Insurance Association and all the Scheduled Banks and Leasing Companies for their sincere support and whole hearted cooperation.

The Directors express deep appreciation for the services and loyalty of the executives, officers and employees of the company at all levels without which results could have not been achieved.

The Directors like to thank and express gratitude to Managing Director & CEO Ms. Farzana Chowdhury and Advisor Mr. Nasir A. Choudhury for their hard work, commitment and dedication to the development of the company.

At the last but not the least certainly, the Directors express sincerest gratitude to all clients for their loyalty and patronage over the period.

With our very best regards to all our valuable shareholders, we promise to continue the growth with your support.

Thank you all.
On behalf of the Board

**Md. Abdul Karim**
Chairman

# 2.3.3. CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE GUIDELINES

**S. Abdur Rashid FCS**
BCom (Hons), MBS (Finance & Banking), MBA (Finance), PGDHRM, LLB, **AIPM**
**Chartered Secretary in Practice**
Private Practice Certificate No.: 003
Phone # +880 2 9558796, +88 01726533655
E-mail : sarashid12000@yahoo.com

***SARashid & Associates***
***(Chartered Secretaries)***
Noakhali Tower (12th Floor, 13-D)
55/B Purana Paltan, Dhaka-1000, Bangladesh
E-mail : sarashidnasso@gmail.com

## Certificate on Compliance *of* Corporate Governance Guidelines

[ Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 ]

I have reviewed the Compliance of Conditions of the Corporate Governance Guidelines by **Green Delta Insurance Company Limited** ("the Company") for the year ended 31 December 2017. Such compliance is the responsibility of the Company as stipulated in the above mentioned notification issued by Bangladesh Securities and Exchange Commission (BSEC).

I have conducted my review in a manner that has provided me a reasonable basis for evaluating the compliances and expressing my opinion thereon. This review has been limited to the measures adopted by the Company in ensuring such compliances and this has not been for expression of opinion on the financial statements or future viability of the Company.

According to the information and explanations provided to me by the Company, I hereby certify that all the conditions of the Corporate Governance Guidelines, except Number of Independent Directors, have been complied with by the Company.

**S. Abdur Rashid FCS**

Dhaka, 27 February 2018

# 2.3.4 STATUS OF COMPLIANCE WITH THE CORPORATE GOVERNANCE GUIDELINES

| Condition No. | Title | Compliance Status ("√" in appropriate column) | | Remarks (If any) |
|---|---|---|---|---|
| | | Complied | Not Complied | |
| **1** | **BOARD OF DIRECTORS:** | | | |
| 1.1 | Board's Size [number of Board members to be 5 – 20] | √ | | |
| 1.2 | Independent Directors | | | |
| 1.2(i) | Number of Independent Directors [at least 1/5] | | | Appointment of one ID is in process |
| 1.2 (ii) | Independent Director (ID) means a director: | | | |
| 1.2 (ii) (a) | Holding no share or holding less than 1% shares | √ | | |
| 1.2 (ii) (b) | Not being a sponsor and connected with any sponsor or director or shareholder holding 1% or more shares | √ | | |
| 1.2 (ii) (c) | Not having any pecuniary or otherwise relationship with the company or its subsidiary/associated companies | √ | | |
| 1.2 (ii) (d) | Not being member/director/officer of any stock exchange | √ | | |
| 1.2 (ii) (e) | Not being shareholder/director/officer of any member of | √ | | |
| | stock exchange or intermediary of capital market | √ | | |
| 1.2 (ii) (f) | Not being partner/executive at present or during the preceding 3 years of the company's statutory audit firm | √ | | |
| 1.2 (ii) (g) | Not being an ID in more than 3 listed companies | √ | | |
| 1.2 (ii) (h) | Not convicted as defaulter in any loan of a bank or NBFI | √ | | |
| 1.2 (ii) (i) | Not convicted for a criminal offence | √ | | |
| 1.2 (iii) | To be appointed by BOD and approved in the AGM | √ | | |
| 1.2 (iv) | The post cannot remain vacant for more than 90 days | | | Under process |
| 1.2 (v) | Laying down of code of conduct of Board members and recording of annual compliance of the code | √ | | |
| 1.2 (vi) | Tenure of ID : 3 years, may be extended for one term | √ | | |
| 1.3 | Qualification of Independent Director | | | |
| 1.3 (i) | Being knowledgeable, having integrity, ability to ensure compliance with laws and make meaningful contribution | √ | | |
| 1.3 (ii) | Being a Business Leader/ Corporate Leader/ Bureaucrat/ University Teacher(Economics/Business/Law)/CA/CMA/CS having 12 years of management/professional experience | √ | | |
| 1.3 (iii) | Prior approval of the Commission in special cases | | | N/A |
| 1.4 | Appointment of Chairman and CEO, defining their roles | √ | | |
| 1.5 | The Director's Report to Shareholders shall include | | | |
| 1.5(i) | Industry outlook and possible future developments | √ | | |
| 1.5(ii) | Segment-wise or product-wise performance | √ | | |
| 1.5 (iii) | Risks and concerns | √ | | |
| 1.5 (iv) | Discussion on COGS, Gross Profit and Net Profit Margins | √ | | |

WEMAR STOCK

| Condition No. | Title | Compliance Status ("√" in appropriate column) | | Remarks (If any) |
|---|---|---|---|---|
| | | Complied | Not Complied | |
| 1.5 (v) | Discussion on continuity of Extra-Ordinary gain or loss | | | N/A |
| 1.5 (vi) | Basis for and a statement of related party transactions | √ | | |
| 1.5 (vii) | Utilization of proceeds from issuing instruments | | | N/A |
| 1.5 (viii) | Explanation, if the financial results deteriorate after going for IPO, RPO, Right Offer, Direct Listing, etc | | | N/A |
| 1.5 (ix) | Explanation about significant variance between Quarterly Financial performance and Annual Financial Statements | √ | | |
| 1.5 (x) | Remuneration to directors including IDs | √ | | |
| 1.5 (xi) | Fair presentation in financial statements | √ | | |
| 1.5 (xii) | Maintaining proper books of accounts | √ | | |
| 1.5 (xiii) | Consistent application of appropriate accounting policies, and accounting estimates being reasonable and prudent | √ | | |
| 1.5 (xiv) | Following applicable IAS/BAS/IFRS/BFRS, and adequate disclosure for any departure there-from, if any | √ | | |
| 1.5 (xv) | Soundness and monitoring of internal control system | √ | | |
| 1.5 (xvi) | Statement regarding ability to continue as going concern | √ | | |
| 1.5 (xvii) | Significant deviations from last year's operating results | | | N/A |
| 1.5 (xviii) | Summary of key operating/financial data of last 5 years | √ | | |
| 1.5 (xix) | Reason for non-declaration of Dividend | | | N/A |
| 1.5 (xx) | Number of Board meetings and attendance of directors | √ | | |
| 1.5 (xxi) | Pattern of shareholding (along with name wise details) by | | | |
| 1.5 (xxi) a) | Parent/Subsidiary/Associate Companies & related parties | √ | | |
| 1.5 (xxi) b) | Directors, CEO, CS, CFO, HOIA, their spouses & children | √ | | |
| 1.5 (xxi) c) | Executives (Top 5 salaried employees other than above) | √ | | |
| 1.5 (xxi) d) | Shareholders holding 10% or more voting interest | √ | | |
| 1.5 (xxii) | In case of the appointment/re-appointment of a director | | | |
| 1.5 (xxii) a) | A brief resume of the director | √ | | |
| 1.5 (xxii) b) | Nature of his/her expertise in specific functional areas | √ | | |
| 1.5(xxii) c) | Names of companies in which he/she holds directorship and the membership of committees of the board | √ | | |
| **2** | **CFO, HEAD OF INTERNAL AUDIT AND CS:** | | | |
| 2.1 | Appointment of a CFO, a Head of Internal Audit and a CS and defining their roles, responsibilities & duties | √ | | |
| 2.2 | Attendance of CFO and CS in the meetings of the Board | √ | | |
| **3.** | **AUDIT COMMITTEE:** | | | |
| 3(i) | Having Audit Committee as a sub-committee of the BOD | √ | | |
| 3(ii) | Audit Committee to assist the BOD in ensuring fairness of financial statements and a good monitoring system | √ | | |

| Condition No. | Title | Compliance Status ("√" in appropriate column) | | Remarks (If any) |
|---|---|---|---|---|
| | | Complied | Not Complied | |
| 3(iii) | Audit Committee being responsible to the BOD; duties of Audit Committee to be clearly set forth in writing | √ | | |
| 3.1 | Constitution of the Audit Committee | | | |
| 3.1(i) | Audit Committee to be composed of at least 3 members | √ | | |
| 3.1(ii) | Audit Committee members to be appointed by BOD and at least one Independent Director to be included | √ | | |
| 3.1.(iii) | Audit Committee members to be "financially literate" and at least one to have accounting/financial experience | √ | | |
| 3.1(iv) | Vacancy in Audit Committee making the number lower than 3 to be filled up immediately and within 1 month | | | N/A |
| 3.1(v) | The CS to act as the secretary of the Audit Committee | √ | | |
| 3.1(vi) | No quorum in Audit Committee meeting without one ID | √ | | |
| 3.2 | Chairman of the Audit Committee | | | |
| 3.2(i) | Chairman to be an ID, selected by the BOD | √ | | |
| 3.2(ii) | Chairman of Audit Committee to remain present in AGM | √ | | |
| 3.3 | Role of Audit Committee | | | |
| 3.3(i) | Oversee the financial reporting process | √ | | |
| 3.3(ii) | Monitor choice of accounting policies and principles | √ | | |
| 3.3(iii) | Monitor Internal Control Risk management process | √ | | |
| 3.3(iv) | Oversee hiring and performance of external auditors | √ | | |
| 3.3(v) | Review the annual financial statements | √ | | |
| 3.3(vi) | Review the quarterly and half yearly financial statements | √ | | |
| 3.3(vii) | Review the adequacy of internal audit function | √ | | |
| 3.3(viii) | Review statement of significant related party transactions | √ | | |
| 3.3(ix) | Review Letters issued by statutory auditors | √ | | |
| 3.3(x) | Review disclosures/statements/declarations about uses of funds raised through IPO/RPO/Rights Issue | √ | | |
| 3.4 | Reporting of the Audit Committee | | | |
| 3.4.1 | Reporting to the Board of Directors | | | |
| 3.4.1(i) | Reporting on the activities of Audit Committee | √ | | |
| 3.4.1 (ii) a) | Reporting on conflicts of interests | | | N/A |
| 3.4.1 (ii) b) | Reporting on suspected/presumed fraud or irregularity or material defect in the internal control system | | | N/A |
| 3.4.1 (ii) c) | Reporting on suspected infringement of laws | | | N/A |
| 3.4.1 (ii) d) | Reporting on any other matter to disclose immediately | | | N/A |

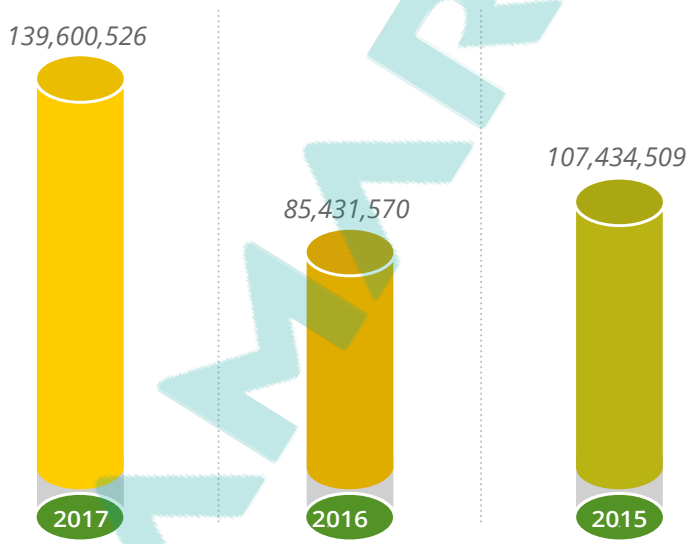
| Condition No. | Title | Compliance Status ("√" in appropriate column) | | Remarks (If any) |
|---|---|---|---|---|
| | | Complied | Not Complied | |
| 3.4.2 | Reporting to BSEC | | | N/A |
| 3.5 | Reporting to the Shareholders and General Investors | √ | | |
| **4.00** | **EXTERNAL / STATUTORY AUDITORS** | | | |
| 4.00 (i) | Non-engagement in appraisal/valuation/fairness opinions | √ | | |
| 4.00 (ii) | Non-engagement in designing & implementation of FIS | √ | | |
| 4.00 (iii) | Non-engagement in Book Keeping or accounting | √ | | |
| 4.00 (iv) | Non-engagement in Broker-Dealer services | √ | | |
| 4.00 (v) | Non-engagement in Actuarial services | √ | | |
| 4.00 (vi) | Non-engagement in Internal Audit services | √ | | |
| 4.00 (vii) | Non-engagement in services determined by Audit Com. | √ | | |
| 4.00 (viii) | Possessing no share by any partner or employee of the external audit firm during the tenure of assignment | √ | | |
| 4.00 (ix) | Non-engagement in Audit/Certification Services on Compliance of Corporate Governance as required under clause (i) of condition No. 7 | √ | | |
| **5** | **SUBSIDIARY COMPANY** | | | |
| 5 (i) | Composition of BOD to be similar to holding company | √ | | |
| 5 (ii) | One ID to be in both holding and subsidiary company | √ | | |
| 5 (iii) | Minutes of Board meetings of subsidiary company to be placed at following Board meeting of holding company | √ | | |
| 5(iv) | 5 (iv) Minutes of respective Board meeting of holding company to state that affairs of subsidiary company be reviewed | √ | | |
| 5(v) | 5 (v) Audit Committee of holding company to review financial statements/ investments of subsidiary company | √ | | |
| **6** | **DUTIES OF CEO AND CFO:** | | | |
| 6(i)(a) | To certify that they've reviewed FSs which contain no untrue or misleading statement or omit no material fact | √ | | |
| 6(i)b) | To certify that the statements present a true and fair view of affairs and are in compliance with accounting standards and applicable laws | √ | | |
| 6(ii) | To certify that the statements present a true and fair view of affairs and are in compliance with accounting standards and applicable laws | √ | | |
| **7** | **REPORTING AND COMPLIANCE OF CORPORATE GOVERNANCE** | | | |
| 7(i) | Obtaining certificate regarding compliance and sending it to shareholders along with the Annual Report | √ | | |
| 7(ii) | To state, in accordance with annexure, in directors' report whether the conditions has been complied with | √ | | |

# 2.3.5 CONTRIBUTION TO THE NATIONAL EXCHEQUER

BDT in million

| Contribution to the National Exchequer | Y-2017 | Y-2016 | Y-2015 |
|---|---|---|---|
| TAX Deducted on Various Account | 6,181,107 | 4,188,583 | 4,144,467 |
| TAX Deducted on Agency Commission | 18,265,098 | 19,540,057 | 22,298,050 |
| VAT Deducted on Various Account | 9,642,300 | 8,209,995 | 9,111,777 |
| VAT Deducted on Survey fee | 2,918,814 | 2,293,621 | 2,180,046 |
| Company TAX | 73,984,504 | 33,906,938 | 51,272,739 |
| TAX Deducted from Salary | 28,608,703 | 17,292,376 | 18,427,430 |
| **Total** | **139,600,526** | **85,431,570** | **107,434,509** |

**Contribution to the National Exchequer** *BDT in million*



# 2.3.6 ASSESSMENT REPORT ON GOING CONCERN STATUS OF GDIC

At Green Delta Insurance, we possess strong marketplace reputation and credibility that represents our biggest intangible asset. With a view to protect and foster this reputation and credibility, we embrace all steps, procedures, policies and practices that in itself represents our focus and emphasis on our status as a going concern basis. Importantly, for our stakeholders and readers to assess the concept of going concern, we elaborate the following.

The going concern concept is a fundamental principle of accounting. It assumes that during and beyond the next fiscal period, a company will complete its current plans, use its existing assets and continue to meet its financial obligations and liabilities. Simply put, it is an assumption that the company will stay in business on a sustainable basis and that the value of its assets will endure well into the future. This underlying principle is also known as the continuing concern concept. However, in the unfortunate event of a company going out of business (becoming insolvent or bankrupt), its assets often lose value on the balance sheet. This happens because certain company-specific assets can be worth less in resale to others than their cost of acquisition. Or if a company has to dispose-off its assets (engage in liquidation or distress sale), it may not be able to wait for an optimal selling price because of pressures from lenders and other creditors. The importance of going concern can be gauged from the fact that auditors necessarily conclude their statements certifying and confirming the status of a company as a going concern basis, post their audit.

At Green Delta Insurance, we have identified 8 core principles that unambiguously define our status and position as a going concern. These include the following.

## Legacy and Track Record

At Green Delta Insurance, we are perhaps the only Company in our industry to successfully operate for a continuous 32 years since our establishment in the year 1985

## Market Share

At Green Delta Insurance, we possess the largest market share in the non-life insurance sector of the country. Additionally and importantly, we have been consistently declared as the market leader in our chosen space, which represents an accurate validation of our initiatives and strategies. As on 31 December 2017, we owned a market share of 13% of the organized non-life insurance industry of the country.

## Employee Base

With the growth of our business, our employee base has consistently grown over the years. This growth in our employee base not only points to the fact that we are a sustainable organization focused on providing and generating increasing employment avenues and opportunities but also indicates the fact that we are focused on leveraging our human resource skills and capabilities to further our reputation and expand our business in a nascent insurance industry.

| | 2017 | 2016 | 2015 |
|---|---|---|---|
| Employee Growth | 4.62% | 0.16% | 2.36% |

## Premiums Collected

The sustained success of any insurance company represents its ability to collect increasing insurance premiums from the market. In this context, Green Delta Insurance has achieved significant success, reflected in the fact that premiums have expanded at a 7% CAGR over the past five years to stand at Taka 3293.55 mn as on 31 December 2017. Additionally, what our stakeholders must also appraise is the fact that these rising premiums have been collected from an increasingly diversified customer, product and geographic base that is representative of our overall success in Bangladesh's non-life insurance industry.

## Product Launch and Relevance

At Green Delta Insurance, we have pioneered the launch of several breakthrough insurance products that have received immediate acceptance from the market. For instance, our women-centric insurance products and crop and weather-related insurance solutions, among others, have found resonance in the industry with the outcome that we have enlisted a large and growing customer base under these broad segmental verticals. Moreover, true to the spirit and ethos of insurance, we have been able to embrace cutting-edge underwriting and risk assessment standards and practices with

the result that we have been able to protect our core insurance profits on the one hand as well as ensure enough systemic liquidity to be able to disburse customer claims within industry-leading timeframes. This commitment to insurance is also a validation of our going concern status.

## Net Profits

At Green Delta Insurance, our ability to generate profits in an increasingly competitive business environment reflects our success in a crowded market environment. As a Company, we have been consistently able to generate profits out of our insurance business as well through investments that together represents the stability of our business model anchored on robust foundations. At our Company, our net profits have grown among the fastest in the industry – at a 0.245% % CAGR over the past five years from Taka 248.71 mn in 2013 to Taka 243.1 mn in 2017. Besides, increasing net profits have not only enabled us to grow value in the hands of our shareowners but also create increasing reserves and surplus to strengthen the quality and credibility of our balance sheet.

## Dividends

One of the most evident and visible indicators of a sustainable business organisation is its ability to create increasing wealth in the hands of its equity owners. At Green Delta Insurance, we have a robust record in this space with the consolidated value of our dividends / dividend-equivalent pegged at Taka 806.7495 mn during the past five years ending 2017. During 2017, we announced Taka 161.382 as cash dividend.

## Market Capitalization

As a premier insurance institution of Bangladesh, the value of our organization is increasingly reflected in our market capitalization, Taka 4,954 mn as on the closing day of 2017. Evidently, ours is perhaps the fastest shareholder value creation plays in the insurance sector of the country.

**The number of policies, cover note, endorsement and addendum issued in 2017 represented a respectable 6% growth over 2016 even as our consolidated customer base increased 11.8%% to 2017 over the same period.**

# 2.3.7 REMUNERATION AND OTHER COMMITMENTS OF BOARD

A Remuneration Committee is a standing committee of the Board of Directors formatting recommendations regarding remuneration policy for executive directors and senior management of the company. It assists the Board of Directors in monitoring level and structure of remuneration of the senior management of the company. Formation of a Remuneration Committee is not mandatory under Corporate Governance Guidelines, however, as per Bangladesh Securities and Exchange Commission (Public Issue) Rules 2015, companies intending to be listed with any stock exchange in Bangladesh are required to make "Disclosure relating to Corporate Governance" which shall contain, among others, details of the issuer's remuneration committee including a summary of the terms of reference under which the committee operates.

In order to ensure proper corporate governance GDICL is in the process of constituting a Remuneration Committee for the following Roles and Responsibilities:

i. To oversee the preparation and maintenance of a remuneration philosophy and policy to promote performance culture
ii. To monitor the remuneration structure and levels of Top Executives, Senior Managers and all other Officers
iii. To review the effectiveness of remuneration policy to ensure that whether the Board's set objectives and expectations are being met
iv. To ensure that the structure and mix of fixed and variable pay and other elements are in alignment with the overall business objectives

v. To guide and provide proper directives to HRD during preparation and review of any policy or process related to compensation and benefits
vi. To review the annual salary increment for all employees
vii. To ensure that all benefits, including retirement benefits and other financial arrangements are justified, appropriately valued and promoting performance based reward & recognition

**Key Policies with regard to Remuneration of Directors, Senior Management and Employees**

In absence of Remuneration Committee the Board of Directors and Senior Management from time to time evaluate the remuneration and level of employees, Directors and others and decide on these issues as per the company's remuneration policy. The overall objective of the company's remuneration policy is to establish a framework

for attracting, retaining and motivating employees, and creating incentives for delivering long-term performance within established risk limits. Accordingly, performance of each incumbent is judged, not on what is achieved, but also on how it is achieved as well as alignment to company's value. The quality and commitment of our human capital is fundamental of company's success and protecting general shareholders' interest. The overall objective of the company's remuneration policy is to establish framework for attracting, retaining and motivating employees, and crating incentives for delivering long-term performance within established risk limits. Performance is judged, not on what is achieved, but also on how it is achieved as well as alignment to company's value. The Board of Directors time to time reviews and evaluates the remuneration paid to all level of employees, directors and others.

The Board of Directors and Senior Management of the company time to time evaluate the remuneration paid to level of employees, Directors and others decide on the issue. The urgency of the meeting is set as and when required.

**Remuneration to Board of Directors:**

For attending the Board Meeting, Audit Committee Meeting, Executive Committee Meeting, the Directors receive an honorarium of BDT 5,000.00 Each

During 2017, the expenditures incurred related to directors were BDT 1,034,170.00 for Directors' honorarium and Directors' Traveling Expenses.

**Remuneration of Managing Director and CEO**

Managing Director & Chief Executive Officer received the annual remuneration as per the guideline IDRA .

**Remuneration of the Senior Management/Officials**

Employees in the rank of Deputy Managing Director and above are considered as the Senior Management and their all benefits are approved by the Board.

**Employees as Remuneration & Bonus**

The following Salary & Allowance, Wages, Gratuity, P.F Expenses, Employee Group Insurance, Festival Bonus, Incentive Bonus, Staff Welfare amounting to BDT 535.88 Million have been expensed as Employee Remuneration & Bonus.

| Particulars | Amount in BDT (Million) |
|---|---|
| Salary & Allowance | 349.07 |
| Wages | 7.69 |
| Gratuity | 51.07 |
| P.F Expenses | 15.33 |
| Employee Group Ins. | 9.93 |
| Festival Bonus | 41.52 |
| Incentive Bonus | 61.04 |
| Staff welfare | 0.22 |
| **Total** | **535.88** |

# 2.3.8 DIRECTORS' MEETING AND ATTENDANCE-2017

| Name of the Directors | Board of Directors Meeting | | | | Executive Committee Meeting | | | | Audit Committee Meeting | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | Total BOD meeting Held year 2017 | Meeting Attended | Attendance as % of total meeting held | Remuneration paid for attending the meeting | Total EC meeting Held year 2017 | Meeting Attended | Attendance as % of total meeting held | Remuneration paid for attending the meeting | Total BOD meeting Held year 2017 | Meeting Attended | Attendance as % of total meeting held | Remuneration paid for attending the meeting |
| Md. Abdul Karim | 7 | 3 | 42% | | - | - | | | 4 | 2 | 50% | |
| Kamran Idris Chowdhury | 7 | 1 | 14% | | - | - | | | - | - | - | |
| Abul Quasem Mohammad Nurul Absar | 7 | 6 | 85% | | 3 | 3 | 100% | | - | - | - | |
| Dilruba Chowdhury | 7 | 3 | 42% | | 3 | 3 | 100% | | - | - | - | |
| Khurshida Chowdhury | 7 | 6 | 85% | | 3 | 3 | 100% | | - | - | - | |
| Shamsun Nahar Begum Chowdhury | 7 | 4 | 57% | | 3 | 3 | 100% | | - | - | - | |
| Arif Ahmed Choudhury | 7 | 5 | 71% | | - | - | | | 4 | 2 | 50% | |
| Mesbah Dilwar Rahman | 7 | 3 | 42% | | - | - | | | 4 | 3 | 75% | |
| Marufa Anwar | 7 | 4 | 57% | | - | - | | | 4 | 4 | 100% | |
| Razia Rahman | 7 | 4 | 575 | | - | - | | | 4 | 3 | 75% | |
| Asif Ahmed Choudhury | 7 | 5 | 71% | | 3 | 3 | 100% | | - | - | - | |
| Iqbal Khan (Jamal) | 7 | 6 | 85% | | - | - | | | 4 | 4 | 100% | |
| Steve Murphy | 7 | 2 | 28% | | 1 | 1 | 33.33% | | - | - | - | |
| Nurul Hussain Khan | 7 | 6 | 85% | | 3 | 3 | 100% | | - | - | - | |

AMARSTOCK

# 2.3.9 CERTIFICATE OF MEMORANDUM GIVEN BY **BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES**

As per SEC Notification #SEC/CMRRCD/2006-161/324 dated on April 11, 2010; we present below the Certificate of Memorandum given by Bangladesh Association of Publicly Listed Companies (BAPLC):



BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Ref. No: CM-2017/053

BAPLC

Date of issue : 15th February 2017

Renewed Certificate

*This is to certify that*

GREEN DELTA INSURANCE COMPANY LIMITED

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

*This certificate remains current until 31st December 2017.*

BAPLC

Secretary-General
(Acting)






## Ensure healthy lives and promote well-being for all

Green Delta wishes to contribute for achieving Good Health and Well-being for the people of Bangladesh. To serve this cause Green Delta Insurance is providing assistance to Eurohealth, a UAE based healthcare advisory and consultancy service to reach out in the health sector of Bangladesh.

# 3.1 INFORMATION FOR THE SHAREHOLDERS

### Shareholding Range as on 31st December, 2017

| Share Holding Range | Number of Share holders | Share | Percentage |
|---|---|---|---|
| 0000000001-0000000500 | 2287 | 353402 | 0.44 |
| 0000000501-0000005000 | 1068 | 1573092 | 1.95 |
| 0000005001-0000010000 | 79 | 586542 | 0.73 |
| 0000010001-0000020000 | 48 | 667119 | 0.83 |
| 0000020001-0000030000 | 19 | 469146 | 0.58 |
| 0000030001-0000040000 | 8 | 272265 | 0.34 |
| 0000040001-0000050000 | 9 | 409221 | 0.51 |
| 0000050001-0000060000 | 6 | 330646 | 0.41 |
| 0000060001-0000070000 | 6 | 382172 | 0.47 |
| 0000070001-0000080000 | 5 | 378477 | 0.47 |
| 0000080001-0000090000 | 6 | 513786 | 0.64 |
| 0000090001-Above | 108 | 74755319 | 92.64 |
| Total : | 3,649 | 80691187 | 100.00 |

### Comparative Shareholding Structure of GDIC as on 31st December, 2017

| Types | **Year: 2017** % Percentage | **Year: 2016** % Percentage |
|---|---|---|
| Sponsor | 56.52 | 50.83 |
| Government | 0.00 | 0.00 |
| Institution | 13.36 | 11.50 |
| Foreign Company | 8.25 | 8.25 |
| Public | 21.87 | 29.42 |
| Total | 100 | 100 |

### Top Ten Shareholders of GDIC as on 31st December, 2017

| Sl No. | Name | Holding (%) |
|---|---|---|
| 1 | International Finance Corporation | 8.00 |
| 2 | Khurshida Chowdhury | 5.27 |
| 3 | Farzana Chowdhury | 5.00 |
| 4 | Popular Life Insurance Co Ltd | 4.92 |
| 5 | Nasiruddin Ahmad Choudhury | 3.94 |
| 6 | Investment Corporation Of Bangladesh | 3.42 |
| 7 | Delta Life Insurance Co. Ltd. | 3.33 |
| 8 | Shafi A Chowdhury | 3.03 |
| 9 | Bangladesh Fund | 2.33 |
| 10 | Dilruba Chowdhury | 2.06 |

## Equity Statistics of GDIC:

| Particulars | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|---|
| Market Capitalization | 4,954 | 4,010 | 4,333 | 5,436 | 6,053 |
| Shareholders' equity | 6412.19 | 5643.42 | 5692.23 | 4,852.92 | 4,422.41 |
| % of Dividend Paid ( Cash) | 20% | 20% | 25% | 15% | 15% |
| % of Dividend Paid ( Stock) | - | - | - | 10% | 15% |

## GDIC'S share price as on 31st December 2017

| Particulars | 2017 |
|---|---|
| Highest (BDT) | 62.3 |
| Lowest (BDT) | 60.6 |
| Closing (BDT) | 61.4 |
| Shares traded (No.) | 32 |
| Volume | 4,373 |

## Economic and Financial Indicators

| Particulars | FY 2016-17 (P)* | FY 2015-16 (P)* | FY 2014-15 (P)* | FY 2013-14 (P)* | FY 2012-13 (P)* |
|---|---|---|---|---|---|
| GDP at Current Market Prices (BDT in Billion) | 17,713.60 | 15,606.40 | 13,828.00 | 11,999.20 | 10,668.80 |
| GDP Growth Rate (%) | 7.11 | 6.55 | 6.06 | 6.01 | 6.52 |

*Source- Bangladesh Bureau of Statistics,*

*(P) indicates provisional figure while Bangladesh Bureau of Statistics declared GDP Growth Rate at Constant Market Price to be BDT 659,889.92 during FY 2015-2016

# 3.2 SHAREHOLDERS' CALENDAR AND GDIC'S STOCK PERFORMANCE

## Financial Calendar to the Stakeholders

| Events for the year | 2017 | 2016 |
|---|---|---|
| Publication of Financial Statement for the 1st Quarter | 14.05.2017 | 15.05.2016 |
| Publication of Financial Statement for the 2nd Quarter | 26.07.2017 | 17.07.2016 |
| Publication of Financial Statement for the 3rd Quarter | 26.10.2017 | 31.10.2016 |
| Record Date | 05.03.2017 | 06.02.2016 |
| Dispatch of Notice for the Annual General Meeting along with Annual Report | 15.03.2017 | 03.04.2016 |
| Date of AGM | 30.03.2017 | 31.03.2016 |

## 32nd Annual General Meeting

| (Cash% Stock %) | 10% (proposed) |
|---|---|
| Announcement date | 11th February 2018 |
| Record Date | 5th march 2018 |
| Date of 32nd Annual General Meeting | 29th march 2018 |

## Stock Details

| Particulars | DSE | CSE |
|---|---|---|
| Stock Symbol | GREEN DELTA | GREEN DELTA |
| Listing year | January 12, 1990 | October 21, 1995 |
| Market Category | A | A |
| Total Number of Securities | 80,691,187 | 80,691,187 |

# 3.3 REDRESSAL OF INVESTORS' COMPLAINT

Investors' service is an important imperative for sustained business growth and all companies want to ensure that their investors receive exemplary service across different areas of operations of the Company. GDIC is no exception of this and is always committed to maintaining highest standard of conduct and professional behaviour in dealing with its shareholders.

GDIC is strongly committed to equitable treatment of every shareholder, whether they are major or minority shareholders, institutional investors, or foreign shareholders. To ensure equal treatment of all shareholders, the company created various mechanisms, such as:

Shareholders who are unable to attend the shareholders' meeting, the company provides proxy forms which allow shareholders to specify their vote on each agenda. The proxy forms, which are in accordance with the standard format, are sent along with the annual report.

The shareholders' meetings proceed according to the order of the agenda, without adding new and uninformed agenda, in order to give the opportunity to shareholders to study the information on the given agenda before making a decision. Moreover, there are no changes to the important information in the shareholders' meeting.

The company sees the importance of the consideration of transactions which may have conflict of interest or may be connected or related transactions, and abides by good corporate governance principles, including the rules and regulations of the Bangladesh Securities and Exchange Commission and the Dhaka Stock Exchange and the Chittagong Stock Exchange transactions, directors, management and those who are related persons do not participate in the consideration to approve such transactions.

The company provides a channel for minority shareholders to propose issues deemed important and appropriate to include in the agenda of the company's annual general meeting of shareholders and to nominate candidates with appropriate knowledge, abilities and qualifications to be considered for the position of director.

The company continues to have regular communication with the shareholders through periodic updates of performance and at any other time when it believes it to be in the best interest of shareholders generally.

Investment in Green Delta's Share is very reliable due to comfortable capital adequacy, good asset quality, excellent financial performance, comfortable liquidity, strong market position & experienced to Management. Beside these, International Finance Corporation (IFC) has become an equity partner which creates our company's value.

**Investors Redressal Policy:**

Investor Complaints constitute an important voice of investor, and this policy details complaint handling through a structured grievance redressal framework.

To minimize the recurrence of similar issues in future GDIC will follow the following principles:

- Complaints are treated efficiently and fairly.
- GDIC employees work in good faith and without prejudice, towards the interest of the investors.
- Investors must be treated fairly at all times.

**How Do we Redress Investor Complaint:**

- The company has a designated investor grievances email ID: info@green-delta.com on which an investor can make a complaint.
- An investor can make a written complain through letter also.
- Designated person shall log in to look after the investor grievances on daily basis
- A serious complaint must be referred to the CEO and even to Director of company if so warrants
- The Compliance Officer of the company shall review the investor complaint register on weekly basis.

## Investors' Inquiries

Any queries relating to shareholdings for example transfer of shares, changes of name and address, and payment of dividend should be sent to the following address:

**Share Department**
**Green Delta Insurance Company Limited**
**Green Delta AIMS Tower (6th Floor)**
**51-52 Mohakhali C/A, Dhaka-1212**

# 3.4 MEMORIES OF PREVIOUS AGM

It is the Company's policy that all external communication by the Company will:

- Be factual and subject to internal vetting and authorization before issue;
- Not omit material information; and
- Be expressed in a timely, clear and objective manner.

GDIC strongly believes that all stakeholders should have access to complete information on its activities, performance and product initiatives.

Strategy to facilitate effective communication with shareholders and other stake holders:

## Communication through quarterly reports

The Company reports to its shareholders four times a year through quarterly and half-yearly reports and a detailed Annual Report.

## Communication through AGM

All shareholders have the right to attend the Annual General Meeting where they can meet and communicate with the Directors and express their views regarding the Company's business, its future prospects and other matters of interest. The shareholders are always encouraged to attend the meetings or, if they are unable to attend, to appoint proxies.

## Communication through website

The Company's website www.green-delta.com displays, inter-alia, the Annual Reports, half yearly reports, quarterly reports, monthly business reviews, product offerings, recent announcements, Presentations and event updates. All disclosures required by the Bangladesh Securities and Exchange Commission, Listing Regulations of the Dhaka Stock Exchange Limited and the Chittagong Stock Exchange Limited and the Insurance Development and Regulatory Authority in the form of Price Sensitive Information (PSI) are made adequately and promptly.

In addition to ensuring timely compliance, this also enables dissemination of information to all stakeholders and the public through print and online media. We are committed to open and timely disclosure with 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 board encourages shareholders to attend the general meetings and also provides a full explanation of the effects of resolutions to be proposed. The results of all decisions taken at shareholders' meetings are disseminated by way of written minutes to ensure that all shareholders are timorously informed.

- The Group communicates to shareholders in the following way:
- Annual report sent to shareholders (Dual medium – English and Bangla)
- Final results published in the newspaper (Dual medium – English and Bangla)
- Interim report published in the newspapers (Dual medium – English and Bangla)
- Annual General Meeting

All financial results and the annual report are also made available on the website.

Participation of Shareholders in the Annual General Meeting and providing reasonable opportunity for the shareholders participation in the AGM:31st Annual General Meeting was attended by a large number of Sponsor Directors and shareholders, and was presided over by Mr. Abdul Hafiz Chowdhury, Chairman of the Company

A good number of Shareholders were seen at the AGM. Many of them spoke in the meeting and highly appreciated the Board of Directors and Management of GDIC for their outstanding performance, declaration of Dividend and publishing an informative annual report.

# Memories of AGM 2017



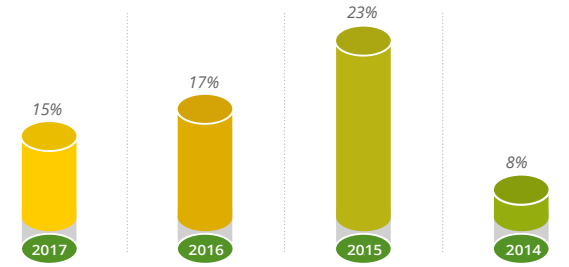




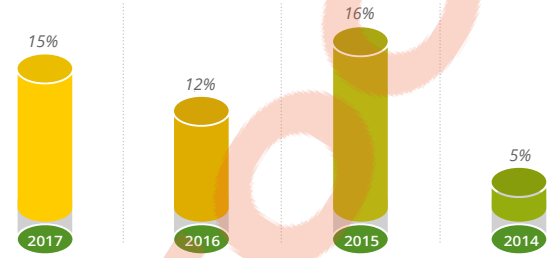



# 3.5 GROWTH TREND, PROFITABILITY & PERFORMANCE RATIOS

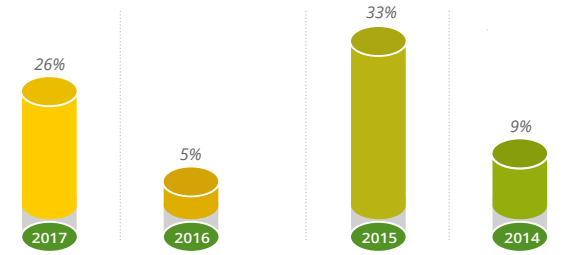
## Current Assets



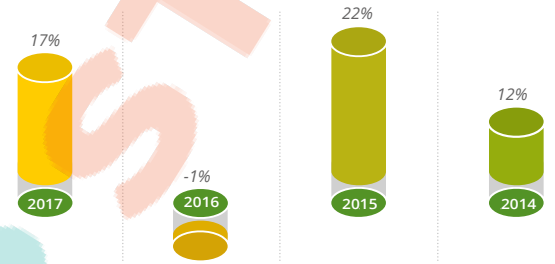

## Total Assets



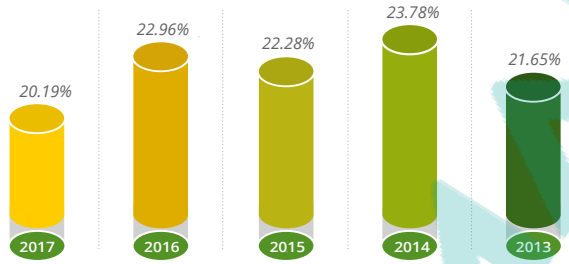

## Total Investment



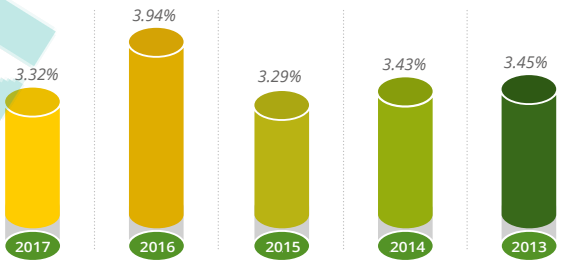

## Total Reserves



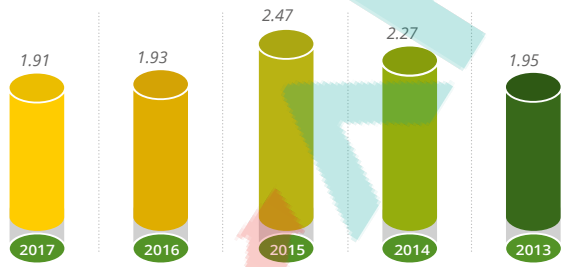

## Gross Profit Ratio



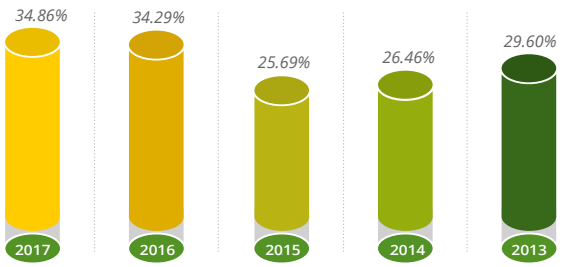

## Return on Capital Employed



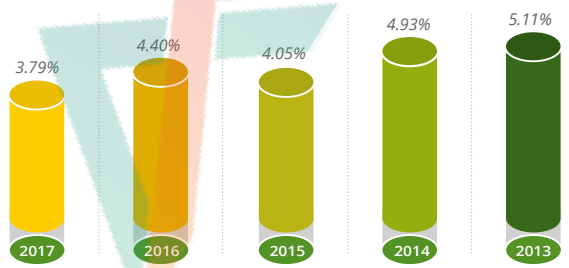

## Current Ratio



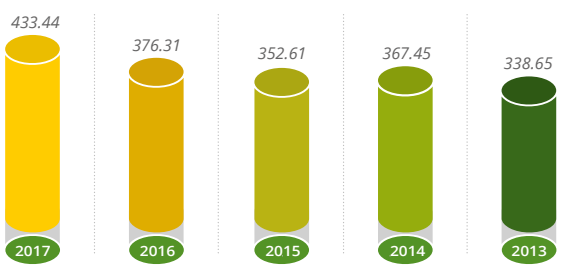

## Debt Capital Ratio




## Return on Share Holders Equity




## Earning Before Interest, Depriciation & Tax



# 3.6 REDRESSAL OF CLIENTS' COMPLAINT

Insurance being a service industry, clients' satisfaction is of paramount importance in maintaining existing clientele base and tapping new business, thereby to achieve satisfactory business growth in the long run. Being fully aware of this, Reliance always attends to its clients complaints – whether related to its services or claim settlement. Reliance encourages its clients to come forward with any complaint they may have and the top management is completely accessible to all of them. Complaints can be lodged with the management in writing, over telephone, by e-mail or through the web site. During regular meetings with its clients of various types, the 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 prominently at the Annual Conference of the Company.

Underwriting and Management Department
Green Delta Insurance Company Limited
Green Delta Aims Tower (6th floor)
51-52 Mohakhali C/A, Dhaka

# 3.7 SHARE CAPITAL RISING HISTORY

One of the prime objectives of Green Delta Insurance limited is to provide consistently good return to its shareholders. Below are the dividend and capital raising history. From the history it may be observed that company has been maintained a stable and attractive dividend policy in line with the sound underwriting and investment results. The Company has also adhered to a policy of timely preparation of its Accounts and date of Allotment, as may be noted from the Financial Calendar below

**Share capital rising history**

| Particulars of Allotment | Date of Allotment | Number of Shares Issued | | Total Paid up Shares |
|---|---|---|---|---|
| | | Consideration in cash/bank | Consideration other than cash | |
| First (MOA) | 14-12-1985 | 3,000,000 | - | 3,000,000 |
| Second | 31-12-1989 | 3,000,000 | - | 3,000,000 |
| Third | 05-05-2004 | 3,000,000 | 1,800,000 | 4,800,000 |
| Fourth | 31-12-2005 | - | 4,320,000 | 4,320,000 |
| Fifth | 31-12-2007 | - | 5,292,000 | 5,292,000 |
| Sixth | 31-12-2008 | - | 20,412,000 | 20,412,000 |
| Seventh | 31-12-2011 | - | 10,206,000 | 10,206,000 |
| Eighth | 25-03-2013 | - | 5,103,000 | 5,103,000 |
| Ninth | 28-03-2013 | - | 7,654,500 | 7,654,500 |
| Tenth | 15-03-2014 | - | 9,568,125 | 9,568,125 |
| Eleventh | 24-03-2015 | - | 7,335,562 | 7,335,562 |
| **Total** | | **9,000,000** | **71,691,187** | **80,691,187** |

# 3.8 HOW WE CATER TO OUR STAKEHOLDERS

**Stakeholder connect initiatives**

At Green Delta Insurance, we are focused on embedding communication and transparency at the heart of everything that we do. As a Company that is anchored on promoting trust and credibility, we have realized that one of the most important ways to do so is to constantly engage with our key stakeholder groups, disseminating material information for their knowledge and reference as well as in the spirit of regulatory and statutory compliance.

Importantly, our stakeholder connect initiatives are anchored on reaching out to our stakeholders through a number of ways that include direct communication through meetings or indirect communication through email / mail notifications, newsletters or other published material sources. Moreover, we also continually upload information on our website that can be accessed by all, ensuring that we stay up-to-date in terms of disclosing any material developments, etc.

On a more micro-level, we engage with each of our core stakeholder groups on a regular basis and the ownership of timely disclosure and the accuracy of the disclosure vests with respective teams that include marketing and customer service teams, investor relations team, etc. Moreover, our MD and CEO also engages in regular meetings with investors and analysts and other key stakeholders. Town halls are also organised for our employees to understand the core developments at the Company through management commentary which also describes corporate aims and targets and expectations out of employees.

**Stakeholder focus**

At Green Delta Insurance, our stakeholder focus is emphasised across specific information disclosure that is relevant, beneficial and timely, thereby impacting positive and productive decision-making. For ensuring ease in comprehending our stakeholder focus, we describe below the key stakeholder groups and also detail information access relevant and specific to them.

**Employees:**

***Overarching objective:*** Keep our employees motivated, engaged, focused and loyal.

***We meet our overarching objective by:***
- Communicating key developments at the corporate level on a consistent basis
- Holding group as well as one-to-one interactions
- Organising offsite, picnics, etc. that enable our employees to share their opinions / perspectives in an informal manner
- Encouraging our employees to report their grievances through specified channels

***Employee relations ownership:*** Human resources and members of the top management

**Shareholders / investors:**

***Overarching objective:*** Keep our shareholders / investors informed of all material developments in a timely and accurate manner.

***We meet our overarching objective by:***
- Providing dedicated touch-points by which our shareholders / investors can find it easy and convenient to reach out to us
- Maintaining consistent dialogue through updates on key developments
- Ensuring the timely disclosure of material information including quarterly and year-end results, etc.
- Organising our Annual General Meeting (AGM, a statutory requirement) that is generally well-attended and in which we also disclose key developments of the year under review as well as our strategic plans and initiatives for the future
- Reaching out the Annual Report as well as other documents in a time-bound manner and as per the specifics under regulatory compliance

***Shareholder/investor relations ownership:*** Investor relations team and also members of the top management

**Customers:**

***Overarching objective:*** Keep our customers informed of any key developments or share regular updates with respect to their contractual association with us.

***We meet our overarching objective by:***
- Ensuring that our policy documentation is simple to understand and unambiguous
- Disseminating information through product leaflets, etc
- Notifying updates through email / registered post
- Raising awareness on the essential elements of insurance and also engaging in customer education

***Customer relations ownership:*** Marketing and customer service teams

**Regulators:**

***Overarching objective:*** Keep our regulators informed of all key developments through timely notifications and updates.

***We meet our overarching objective by:***
- Providing information on material developments through specified channels
- Ensuring accuracy of information
- Ascertaining that the information disclosed is done so in a timely manner
- Uploading core material developments also on the Company website

***Regulator relations ownership:*** Chief Financial Officer, Company Secretary

# 3.9 MATERIAL ASPECTS FOR CONCERN PARTIES

**Overview of Material Aspects at Green Delta Insurance**

Materiality represents the basic threshold at which aspects become sufficiently important such that they come under the ambit of being reported. Beyond this threshold, not all material aspects are of equal importance and the emphasis within a report should, hence, reflect the relative priority of these material aspects.

Determining materiality for a report also includes considering economic, environmental and social impacts that cross a threshold in affecting the ability to meet the requirements of the present without having to compromise on the needs of future generations. These material aspects often have a significant financial impact in the short- or long-term on an organization. They are therefore also relevant for stakeholders who focus strictly on the financial conditions of an organization.

In financial reporting, materiality is commonly considered to be a threshold for influencing the economic decisions of those using an organization's financial statements. Though the concept of a threshold is also important in sustainability reporting, it is concerned with a wider range of impacts and stakeholders. Materiality for sustainability reporting is not limited only to those aspects that have a significant financial impact on the organization.

At Green Delta Insurance, we have realized that enterprises the world over are faced with a wide range of discussion points and chapters on which they could report. Such relevant topics are those that may be reasonably considered to be critical for reflecting the enterprise's economic, environmental, capital and social impact or influencing the decisions of core stakeholder groups and, hence, warrant an inclusion in the report.

At our Company, a combination of internal as well as external factors are used to determine whether an aspect is material, including factors such as our organization's overall mission, vision, corporate philosophy and competitive strategy, concerns expressed directly by stakeholders and larger social expectations. Moreover, at our Company, assessments of materiality also take into cognizance the basic expectations expressed in the international as well as national standards and agreements with which our organization is expected to comply and conduct its business. These internal and external factors are considered when evaluating the importance of information for reflecting significant economic, environmental and social impacts, or stakeholder decision-making. A range of established methodologies are used to assess the significance of the impacts. Importantly, impacts that are considered critical enough to require active management or engagement by the organization are likely to be considered to be significant.

Overall, reporting on material aspects involve disclosing information used by external stakeholders that differs from the information used internally for day-to-day management purposes.

**Material Aspects**

At Green Delta Insurance, some of the key material aspects include the following:

- Insurance advocacy
- Policy literature wording
- Contractual clarity
- General information accuracy
- Timely disclosures
- Regulatory / statutory compliance
- Training and skill-building
- Adherence to Code of Conduct
- Environmental sustenance
- Community development
- Meritocracy and gender non-bias
- Occupational health and safety

**Boundary Defined for Each Material Aspect**

At Green Delta Insurance, we are committed to the cause of insurance. By virtue of the industry being a customer-facing one with the accompanied operational strictures prescribed by regulations / statues, it becomes extremely crucial for us to disclose all material aspects to relevant stakeholder groups in a timely and transparent manner.

This overarching philosophy represents the cornerstone of our governance practices and we will uphold the high expectations that our stakeholders have of us now and well into the future. This aspect is representative of our fundamental value creation philosophy under which we focus on creating sustainable value for each of our stakeholder segments, thereby ensuring the holistic and sustained progress and development of our nation.

# 3.10 SHAREHOLDER'S AS DIVIDEND

**Shareholder's Dividend Payment History since from the Beginning:**

| Authorized Capital : 500 crore | | | | |
|---|---|---|---|---|
| Paid up Share : 8,06,91,187 shares (as on 31.12.2017) | | | | |
| Paid up Capital : 80,69,11,870.00 | | | | |
| **Year** | **Stock %** | **Cash %** | **AGM Date** | **Record Date** |
| 1986 | 0 | 0 | 10-Jun-87 | 28/5/1987 |
| 1987 | 0 | 13 | 1-Aug-88 | 19/07/1988 |
| 1988 | 0 | 16 | 25-May-89 | 12/5/1989 |
| 1989 | 0 | 12 | 17-Aug-90 | 4/8/1990 |
| 1990 | 0 | 16 | 28-Jul-91 | 15/07/1991 |
| 1991 | 0 | 13 | 28-Jun-92 | 20/06/1992 |
| 1992 | 0 | 16 | 14-Jun-93 | 22/5/1993 |
| 1993 | 0 | 18 | 29-Jun-94 | 5/6/1994 |
| 1994 | 0 | 20 | 20-Jul-95 | 1/7/1995 |
| 1995 | 0 | 22 | 4-Jul-96 | 11/6/1996 |
| 1996 | 0 | 35 | 7-Jul-97 | 24/6/1997 |
| 1997 | 0 | 35 | 25-Jun-98 | 12/6/1998 |
| 1998 | 0 | 35 | 18-Jul-99 | 4/7/1999 |
| 1999 | 0 | 35 | 29-Jun-00 | 15/6/2000 |
| 2000 | 0 | 35 | 23-Jun-01 | 9/6/2001 |
| 2001 | 0 | 35 | 23-Jun-02 | 9/6/2002 |
| 2002 | 0 | 35 | 5-Jun-03 | 21/5/2003 |
| 2003 | 0 | 35 | 24-Jun-04 | 10/6/2004 |
| 2004 | 30 | 10 | 30-Jun-05 | 5/6/2005 |
| 2005 | 40 | 0 | 29-Jun-06 | 15/6/2006 |
| 2006 | 0 | 30 | 28-Jun-07 | 30/5/2007 |
| 2007 | 35 | 15 | 26-Jun-08 | 28/5/2008 |
| 2008 | 100 | 0 | 5-Jul-09 | 28/5/2009 |
| 2009 | 0 | 25 | 30-Jun-10 | 6/6/2010 |
| 2010 | 0 | 40 | 15/06/2011 | 28/04/2011 |
| 2011 | 25 | 0 | 26/04/2012 | 22/03/2012 |
| 2012 | 15 | 15 | 28-Mar-13 | 28/2/2013 |
| 2013 | 15 | 15 | 15-Mar-14 | 17/02/2014 |
| 2014 | 10 | 15 | 24-Mar-15 | 1/3/2015 |
| 2015 | 0 | 25 | 31-Mar-16 | 6/3/2016 |
| 2016 | 0 | 20 | 30-Mar-17 | 6/3/2017 |

# 3.11 SOCIAL AND RELATIONSHIP CAPITAL

**Green Delta Insurance and our social and relationship capital**

The insurance sector is an important facilitator of economic protection and development. The industry contributes directly through the creation of robust support infrastructure and resources and the payment of regulatory fees and taxes. Indirect contributions include reducing the cost of transactions, ensuring the growth in the premiums collected as a percentage of the GDP and providing stability to the debt and bond markets through investments of the premium pool. Green Delta Insurance is among the largest tax payers in the country and among the largest employers in the insurance sector of the nation with a significant presence in the financial services sector through insurance. The Company fulfils a meaningful role in ensuring 'financial inclusion' through its focus on providing insurance products and solutions that fit every need, every budget and every aspiration.

At our Company, we work to foster relationships that are built on trust and this principal aspect ensures our social license to operate within the framework of our positioning as a socio-capitalist enterprise. This encompasses interactions with all our stakeholders – our customers, employees, investors, civil society organizations, communities, regulators, governments, industry partners and the media.

**Our social and relationship capital lifecycle**

**Inform:** Communicate key developments / material highlights / industry outlook to our stakeholders.

**Collaborate:** Engage in a partnership approach for creating beneficial relationships.

**Assess:** Strengthen the quality of the relationships on an ongoing basis for deepening them further.

To Green Delta Insurance, social and relationship capital is an intangible asset built through the collaborations and relationships forged with our stakeholders to generate sustainable value for all. By effectively managing our stakeholder relations through active engagement, we have fostered goodwill with our stakeholders, strengthening our social license to operate in the markets of Bangladesh.

Anticipating and meeting the needs of our stakeholders is thus of critical importance in supporting the Company's sustained growth. As such, we invest considerable resources in building strategic collaborations with the multiple stakeholder groups to create benefits for our business and the ecosystem, as well as deliver positive impact on our community and the environment in support of the global goals for sustainable development, as prescribed under the United Nation's Millennium Development Goals (MDG).

**Our customers**

The global insurance industry is undergoing tremendous change in the face of disruptive technologies. At our Company, we believe our customer stewardship hinges on meeting customer expectations by being responsive to the emerging trends and offering a portfolio of products and services that integrate resource efficiency, organizational transparency and collaboration, to meet evolving customer needs. We believe consistent engagement is critical to understand and meet the expectations of our customers and customer retention is dependent on the quality of our engagements.

At Green Delta Insurance, we believe in creating value for our customers over and above the contractual terms. Our approach is based on our vision of delivering maximum value to our customers anchored on a solid relationship of trust, collaboration and competence. We

ensure this by providing solutions that integrate deep industry insights, leading technologies and best-in-class delivery processes and distribution platforms.

At our Company, we communicate and connect with our customers through a matrix framework. Every strategic account has a dedicated client partner to own and manage the relationship. The client partner profiles the account and offers solutions that are strategically relevant to our customers. Moreover, business unit heads interact and engage with customers via regular business review meetings and client visits.

**Sustainability expectations from customers**

Apart from technology- and process-driven value creation, our customers (specifically corporate) also expect transparency and compliance on different sustainability aspects within our operations and in our extended value chain.

**Highlights of the year 2017**

- Number of active customers – BDT 73,787 in Year 2017
- Number of new customer additions – BDT 7803.00

**Our customer-centricity is represented by our intellectual capital, which has helped shape and construct the well-respected Green Delta Insurance brand based on specialized knowledge as well as ability to develop innovative products and solutions in a well-governed business. At our Company, human capital is managed to ensure people's health and safety and invest in their professional and personal growth.**

**Our investors**

At Green Delta Insurance, our endeavour is to report true and fair financial results in a timely manner and also communicate the business outlook, risks and opportunities transparently to the investor community. With reliable financial results and consistent commentary of the economic environment, investors are empowered to take investment decisions best suited to their risk profile. Moreover, we deploy multiple channels of communication to keep our investors informed about the various developments and events at our Company.

Green Delta Insurance's senior management leaders along with our dedicated investor relations team participate in various forums like investor conferences and investor road shows. Our quarterly results, regulatory filings and media presentations, etc are uploaded on our website.

**Our civil society**

At Green Delta Insurance, we recognize that it is critical for businesses to engage with the social and ecological challenges that face humanity in a deep and meaningful manner with long-term commitment. For this is the only way by which real change can happen on the ground. In this context, we engage with communities on issues that matter to them most. Some of our core civil responsibility initiatives include the following:

- Women empowerment
- Community care and concern
- Ecology and environmental preservation and sustenance
- Promoting sports and outdoor recreational activities

**Our social and relationship capital inputs**

- Productive and beneficial relationships with regulators, customers, employees, communities and the civil society
- Ongoing interactions with government and regulatory authorities
- Close engagement with shareholders and the investor community
- Training and extensive skills-development platforms for our employees
- Exposure to domestic as well as foreign seminars / symposiums / trade meets for our employees
- Lucid, unambiguous and non-complex policy wording for our customers, enabling ease of understanding and comprehension
- Focus on embracing and upholding the highest standards of governance, reflecting our emphasis on emerging as a model and highly-compliant insurance organisation in the country

VALUE STOCK

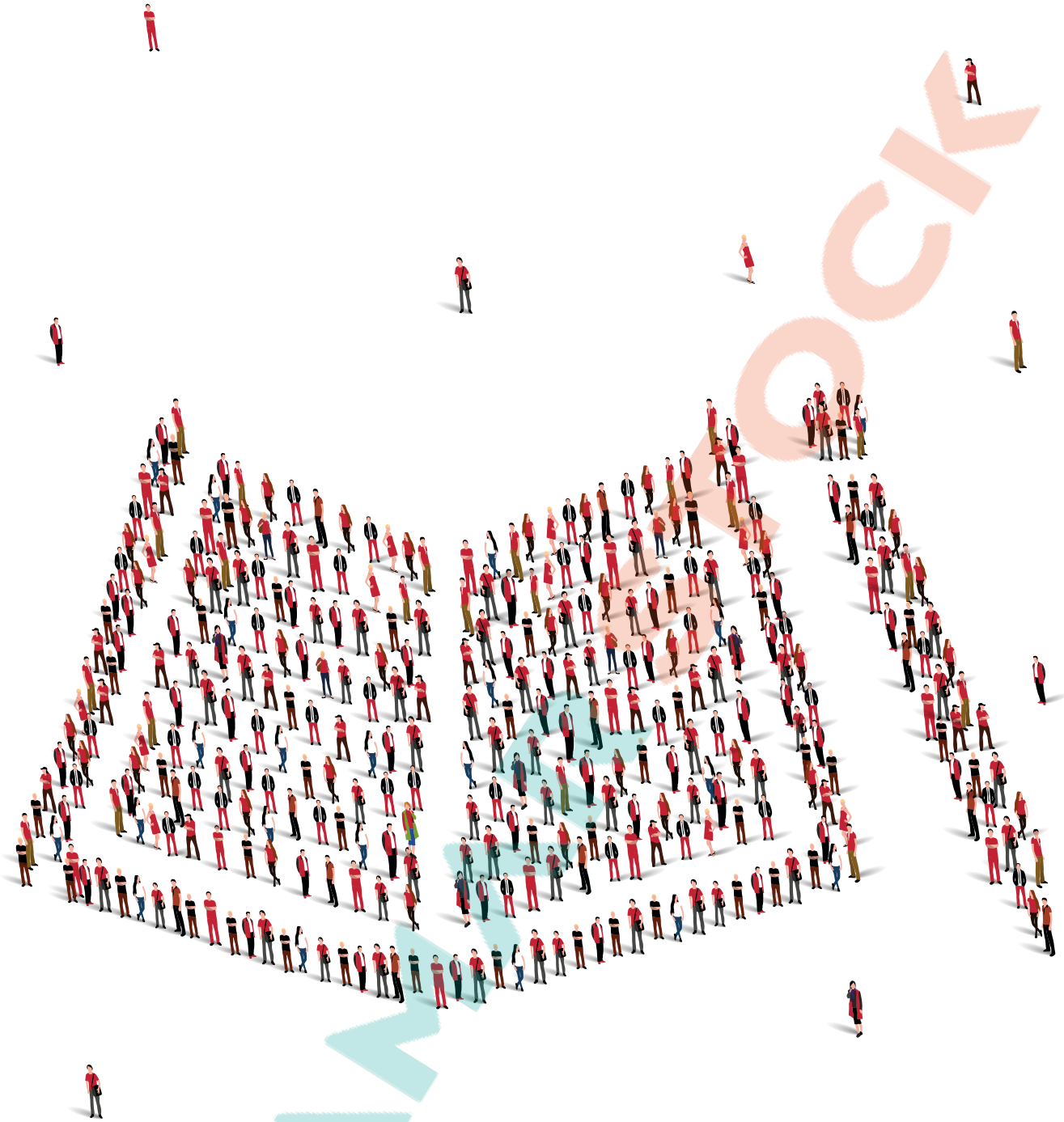
**The outcome of our activities on our social and relationship capital**

| Metric | 2017 | 2016 |
|---|---|---|
| Total tax contributions (Taka mn) | 73.98 | 33.91 |
| CSR spends (Taka mn) | 28.99 | 26.94 |
| Premium collected (Taka mn) | 3293.55 | 3163.27 |
| Customers | 73,787 | 65,984 |
| Assets under management (Taka mn) | 9843.85 | 8588.24 |

**How we achieved our outcomes**

- Continued to focus on raising insurance awareness among the masses of Bangladesh
- Focused on product construct towards ensuring greater relevancy and lower costs
- Focused on mandatory employee training with adequate exposure to cutting-edge insurance best practices
- Monitoring of staff morale through informal surveys
- Monitoring investor feedback through ongoing discussions and dialogue
- Ensured that authentic customer claims were settled in the minimum possible time, which also reflected our focus on staying true to the spirit of insurance
- Launched newer products and solutions, aligned with evolving needs and requirements, thereby bringing a larger fold of customers under the umbrella of organised insurance
- Invested time, resources and ideas to community development initiatives that are pressing and require attention








## Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all

Green Delta believes that Quality Education is the most important among all the sustainable development goals. To contribute to this goal, Green Delta launched their flagship CSR program with JAAGO foundation through which a full class of students will get all types of support till their graduation and finally will be known as Green Delta Kids.

# 4.1 OUR APPROACH TO INTEGRATED REPORT

The Green Delta Insurance Company Limited Integrated Annual Report 2017 aims to provide stakeholders with a balanced assessment of its ability to create and sustain value to ensure short-, medium- and long-term business viability and sustainability. The report provides a complete and balanced review of Green Delta Insurance's economic, social and environmental performance within the context of its strategy and risks and opportunities, for the period 1 January 2017 to 31 December 2017. The report also includes information on subsidiaries and associates, wherever appropriate. Importantly, the report must be read in conjunction with the audited annual financial statements and other supplementary information, also available on Green Delta Insurance's website.

In creating value, Green Delta Insurance utilises various capital resources. This report has consequently been compiled in accordance with the concepts, guiding principles and content elements contained in the International Integrated Reporting Framework (IIRF) issued by the International Integrated Reporting Council (IIRC), including disclosures based on the six identified capitals. Sustainability reporting is based on the identification, prioritisation and validation of material aspects to promote disclosure that appropriately reflects materially significant economic, environmental and social aspects and performance in the wider context of sustainability and the reasonable expectations and interests of stakeholders.

## Scope and Boundary

Material issues are those with the potential to affect, both positively and negatively, our ability to create and sustain value. Along with our strategy, they form the bedrock of this report and determine its content. Details of our material issues and how we respond to them is detailed throughout the report. Our Integrated Annual Report 2017 also provides commentary, performance measures and prospects for the Group's principle operations for the period 1 January 2017 to 31 December 2017 as well as supplementary information that represent an integral part of the report.

Material aspects are also those which have the potential to substantially impact Green Delta Insurance's going concern status. These aspects are also assessed within the context of the organisational strategies, environmental influences and the key risks and opportunities that affect the ability to create sustainable and consistent value.

In compiling its Integrated Annual Report 2017 and supplementary information, Green Delta Insurance also applies the Dhaka Stock Exchange Limited (DSE) Listings Requirements and International Financial Reporting Standards (IFRS).

## Report Approval

Green Delta Insurance's Board acknowledges responsibility for ensuring the integrity of the Integrated Annual Report 2017. Following collective assessment and evaluation, the audit committee, responsible for oversight of our Integrated Annual Report, recommended approval of the report by the Board of Directors. The Board believes that the Integrated Annual Report 2017 has been prepared in accordance with the best practices, appropriately addresses material aspects of Green Delta Insurance's business and is a fair representation of the integrated performance of the Company. The Board, accordingly, has approved the Integrated Annual Report 2017 on  for release to shareholders.



**Farzana Chowdhury**
Chartered Insurer, ACII (UK)
Managing Director and CEO

# 4.2 FUTURE ORIENTATION

The future prospects of the Bangladeshi insurance industry are robust, considering a number of micro- as well as macro-economic fundamentals shaping the socio-economic and geopolitical landscape of the country.

With economic expansion of Bangladesh, the potential for the industry is quite high. With higher incomes and growing literacy rates, people are expected to recognize the benefits of insurance in business, thus raising the demand for insurance products and services. Higher demand for insurance and the merger of insurance companies with superior underwriting capacities are the likely prospects that will continue to define the forward path for the industry as a whole. Furthermore, there is a significant likelihood in the growth of fire and marine insurance and micro-insurance services.

In order to stimulate this demand, effective marketing initiatives with ethical competition have been undertaken and this needs to intensify for any meaningful benefits to accrue. In addition, recruitment of more qualified management personnel, proper training and orientation of agents / distributors / employees, development of information technology infrastructure, service diversification within the industry and fully functioning and enforceable regulatory systems and protocols, etc., are essential.

## Economic Prospects

With population growth (population estimated at about 165-million people and growing at about 1.1% per annum), especially the rise of the working age population, the demand for insurance is rising significantly, particularly in the general insurance industry. The increase in GDP also helps in the growth of the insurance industry. Going forward, higher incomes will be reflected in higher GDP per capita of the country, which will encourage individuals to insure themselves for safeguarding against several incidents that are contingent and unforeseen. Higher incomes also assure the rising capability of the insured to pay premiums, thus increasing the premium volume for the sector as a whole.

## Emerging Sub-segmental Opportunities

In Bangladesh, general insurance primarily consists of fire insurance, asset insurance, motor insurance and marine insurance. Though robust prospects exist for each of these areas, it is expected that fire insurance will demonstrate the highest growth prospects over the next few years. Already, several business companies are obliged to undertake fire insurance for their factories and buildings. With the growing establishment of several import- and export-oriented industries in the country spurred by economic growth, factories require to be insured against fire hazards. Moreover, marine insurance will also show good prospects as all the commercial cargo goods in ships have to be insured, as per regulatory and statutory guidelines. Also, following the growth in export businesses, insurance of goods in cargo ships is also embracing a rising trend. Asset insurance and motor insurance have also significant growth prospects though estimated at a moderate level since these have reached a certain amount of maturity.

## Rising Entrepreneurial Activity

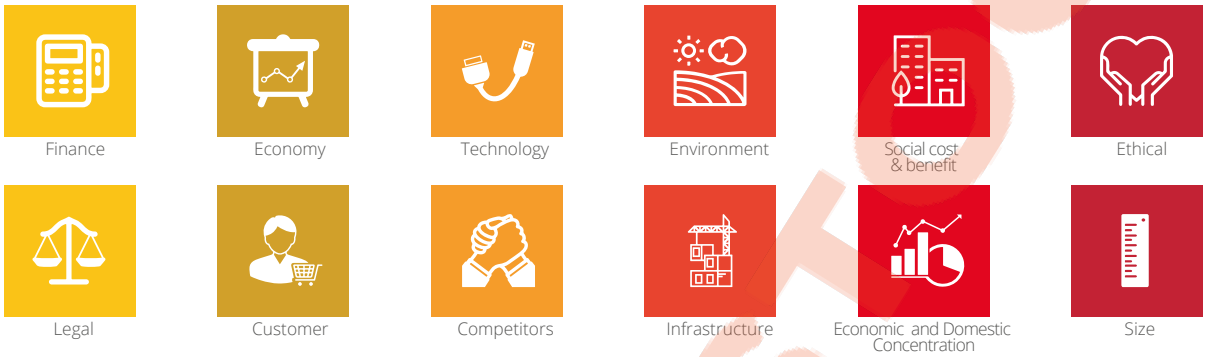
Entrepreneurial activities have grown by leaps and bounds over the last decade, especially buoyed by a growing economy, large population base, encouraging growth in consumption and rising exports. With SMEs having to necessarily insure their capital machinery as well as other assets for securing SME bank loans, this trend is expected to increase the growth of the asset insurance industry, especially since a large number of entrepreneurs are focusing on capital extension or expansion. It has been indicated that increasing population is accompanied by a rising number of public vehicles and public vehicles requires an insurance policy for operating on the roads. Hence, the growth in population demonstrates strong possibilities for growth in motor insurance as well, also especially backed by the fact that vehicle penetration per capita is significantly low in the country.

## Innovation

It has been observed that many new categories of insurance are slowly developing in Bangladesh. Micro-insurance has the highest prospects for growth, which will eventually help the insurance industry to reach out to rural villages. Education insurance and health insurance also looks promising enough and with the removal of such bottlenecks as ineffective structures and weak guidelines there exists significant potential for innovation to address some of the core challenges facing education and health insurance.

# 4.3 OUR ACTIVITIES AND VALUES

## External Factors




## Business Activity

- Green Delta Insurance, in our focus on fostering inclusive insurance, we have identified innovation as one of our key anchors to enhance a wider insurance coverage of our country's population.
- Bangladesh's front line non-life insurance company, we are at the forefront of pioneering initiatives to widen the concept of insurance.
- Our Nibedita product is exclusively designed to cater to the holistic insurance needs of women in our country.
- we have also leveraged technology with a view to drive insurance penetration and have associated with the Central Government's digital efforts in capturing customer information and leveraging this database to create customized solutions for customers, also supplying them with a card that contains all pertinent information about them
- we have also tied-up with global funds that are keen to associate with local expertise in developing trans formative solutions, especially for the grassroots
- We have received funding from one of IFC's funds to seed the concept of agri-insurance in the country.
- we are among the few in the country to pioneer the concept of student insurance even as we engage in conducting regular seminars and information dissemination sessions across key colleges and universities of Bangladesh with a view to help students learn early the benefits of insurance.
- we also offer well-structured products that provide the student community with a respectable cover at low premium costs, thereby bringing them into the fold of formal insurance early on.
- All business activities of Green Delta Insurance Company Limited conform to all applicable national and international legal requirements.
- with rising healthcare costs and the incidence of a larger number of diseases and ailments, insurance becomes a vital tool to help citizens and societies recover from their afflictions without much of a financial strain on their budgets.

## Values That Makes Us Stronger

- Efficient, skilled and experienced employees
- Dedicated customer service
- Pro-activeness
- Team Work
- Commitment to the Shareholders
- Integrity and accountability
- Highly efficient management
- Sustainable commitment to the society

## The value we have created

Our key objective is to deliver attractive long-term value for shareholders by leveraging our differentiated platform to offer the best products and services to our clients. Underpinning our key objective to deliver value creation and shareholder returns is a focus on five strategic priorities that are core to our business. These include the following:

- An efficient, flexible and scalable platform
- Profitable underwriting
- Opportunity-driven growth
- Diversified and dynamic investment management
- Proactive capital protection

## Some Pictorial Data Presentation

| Particulars | 2017 | 2016 | 2015 |
|---|---|---|---|
| Employee Growth | 4.62% | .16% | 2.36% |
| Tax Amount | 73,984,504 | 33,906,938 | 51,272,739 |
| Investment (BDT in Million) | 4,210.11 | 3,492.29 | 3,279.29 |

# 4.4 STRATEGIC **FOCUS**

Bangladesh's rapid rate of economic growth over the past decade has been one of the more significant developments in the global economy. This growth has its roots in increasing political stability, rising participation of the private sector and a manageable governmental current account deficit, which has together allowed Bangladesh to exploit its economic potential and raise the population's overall standards of living. Insurance has a very important role in this process. Health insurance is fundamental to protecting individuals against the hazards of health and Bangladesh, among the most populous nations of the world, offers huge potential for this type of cover. Furthermore, fire and liability insurance are essential for corporations to keep investment risks and infrastructure projects under control.

Importantly, private insurance companies complement social security systems and add value by matching risk with price. Accurate risk pricing is one of the most powerful tools for setting the right incentives for the allocation of resources, a feature which is the key to a fast developing country like Bangladesh. By the very nature of its business, insurance is closely related to savings and investments. It is expected that non-life insurance (general insurance) will accumulate huge amounts of capital over time which can be invested productively in the economy. It has been seen that in developed countries, re-insurers often own more than 25% of the capital markets. The mutual dependence of insurance and capital markets can play a powerful role in channelling funds and investment expertise to support the development of the Bangladeshi economy.

Insurance density, another strategic measure of insurance development, represents per capita spending on insurance. By this measure, Bangladesh is among the lowest-spending nations in Asia in respect of purchasing insurance. The level of spending is even lower or just about comparable to those of the Philippines and Indonesia. For the sake of comparison, China's insurance penetration rate (gross written premiums expressed as a percentage of economic output) is at 2.4%.

However, on the strategic front, one factor that has been slowing down the improvement of insurance density is Bangladesh's relatively high population growth rate, which has averaged about 1.1-1.3%% over the past decade or so. Demand elasticity and growth potential of Bangladesh's low level of insurance penetration and density has to be viewed in the context of the country's early stage of economic development. Per capita GDP in Bangladesh is currently at around USD 1,300 but is expected to increase rapidly, which could bring in an era of accelerated demand for insurance. International experience tends to suggest that demand for insurance takes-off significantly once per capita income surpasses the USD 1,000 mark. This income level is deemed high enough for households to consider insurance protection, particularly as many people begin to own their homes and cars. Hence, it can be concluded that elasticity remains relatively low at a low income level but increases at an accelerated rate once it has passed the USD 1,000 level.

Bangladesh's improving economic fundamentals will support faster growth in per capita GDP in the coming years, which will translate into stronger demand for insurance products. It is also important to note that it generally takes longer for non-life insurance demand to reach saturation in terms of rising income elasticity. Based on the growth assumptions of the country and the improving macro-economic fundamentals, it can be seen that the window of opportunity in Bangladesh's insurance market will remain wide open for a prolonged period of time. Strong growth can be sustained for 30–40 years before the market reaches saturation as income elasticity starts to decline.

At Green Delta Insurance, as a Company that is the largest in Bangladesh's general (non-life) insurance industry, our strategic focus is to leverage on the unfolding macro-economic opportunities to be able to ensure sustainable growth for our Company and consistent returns for our shareholders / investors. In this context, we will continue to focus on our support infrastructure creation agenda that will enable us to create stronger distribution and customer outreach access, in effect creating a sustainable and scalable distribution pipeline.

Strategically, we are also focusing on leveraging innovation with a view to design highly relevant and low-cost insurance products that are most suited for a developmental country like Bangladesh. Besides, with a large percentage of the population unaware about the very basic concept of insurance, we consider it to be our responsibility to raise customer awareness through education, thereby helping them use insurance as an effective protection (and investment) tool.

With increasing gross capital formation (GCF, asset creation), businesses are required mandatorily to insure their assets (machinery, etc) to be able to secure bank loans. This has not only raised awareness about insurance but the regulatory impetus has also created strong growth opportunities for the insurance sector. At Green Delta Insurance, we reflect on this as a solid and strategic growth avenue, considering our robust asset insurance portfolio on the one hand and our multi-decade relationships with some of the top corporate houses on the other. Moreover, with a strong field-force spread across the country, we remain proactive to reach out to customers to cater to their emerging needs and requirements in the shortest possible time.

# 4.5 MARKET VALUE ADDED STATEMENT

Market value added statement reflects the performance of GDIC evaluated by the market through the share price of the company.

This statement shows the difference between the market value of a company and the capital contributed by investors.

In other spectrum, it is the sum of all capital claims held against the company plus the market value of debt and equity.

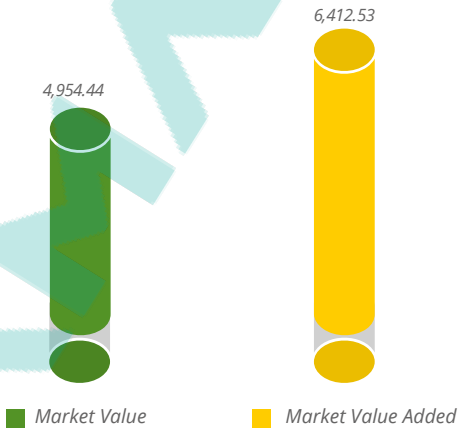
**A negative** MVA means that the value of management's action and investments are less than that value of the capital contributed to the Company by the capital market (or that wealth and value have been destroyed).

In contrast, **The higher** MVA is the better indication. A high MVA indicates the company has created substantial wealth for the shareholders.

The following statement shows how the MVA has been calculated for the year ended 31 December 2017

| Particulars | Number of Share | Value Per Share (Taka) | Total Value (Taka in Million) |
|---|---|---|---|
| Market Value | 80,691,187 | 61.40 | 4,954.44 |
| Book Value | 80,691,187 | 79.47 | 6,412.53 |
| Market Value Added | | | (1,458.09) |

## Market Value VS Book Value Estimation



# 4.6 MARKET SHARE INFORMATION OF THE COMPANY'S PRODUCTS AND SERVICES

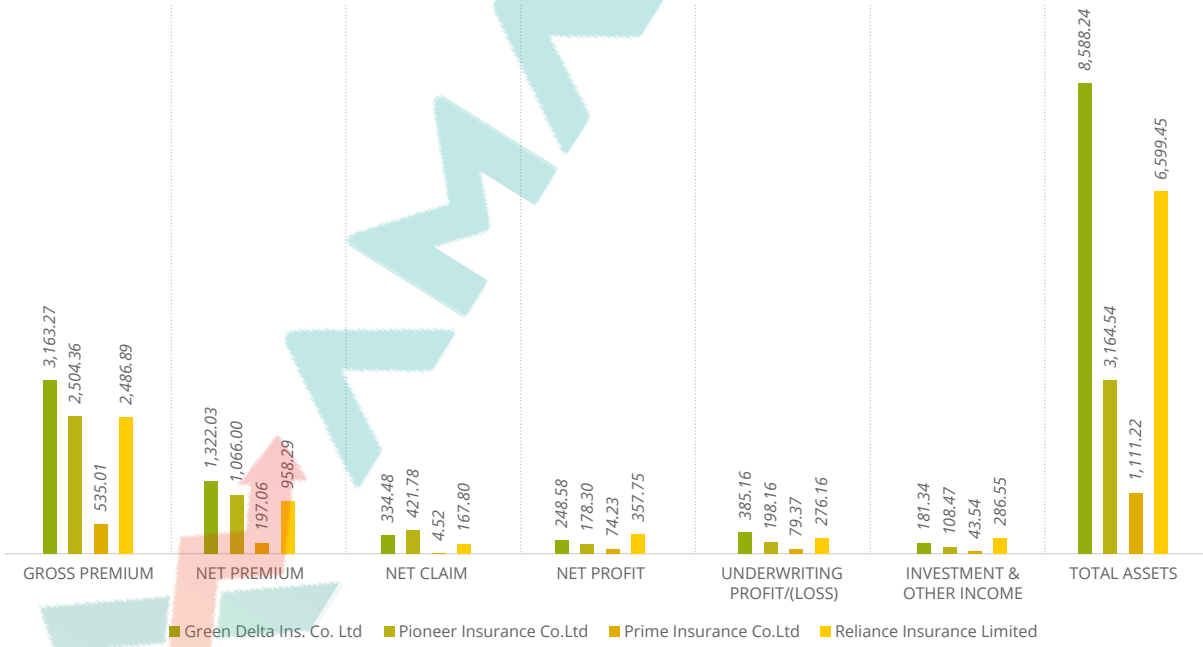
Major Non-Life Insurance Companies Market Standing for the year ending 2016

(million in BDT)

| Company | Gross Premium | Net Premium | Net Claim | Net Profit | Underwriting Profit/(Loss) | Investment & Other Income | Total Assets |
|---|---|---|---|---|---|---|---|
| Green Delta Ins. Co. Ltd | 3,163.27 | 1,322.03 | 334.48 | 248.58 | 385.16 | 181.34 | 8,588.24 |
| Pioneer Insurance Co. Ltd | 2,504.36 | 1,066.00 | 421.78 | 178.30 | 198.16 | 108.47 | 3,164.54 |
| Prime Insurance Co. Ltd | 535.01 | 197.06 | 4.52 | 74.23 | 79.37 | 43.54 | 1,111.22 |
| Reliance Insurance Limited | 2,486.89 | 958.29 | 167.80 | 357.75 | 276.16 | 286.55 | 6,599.45 |

## Major Non - Life Insurance Companies Market Standing BDT in Million

For The Year Ending 2016



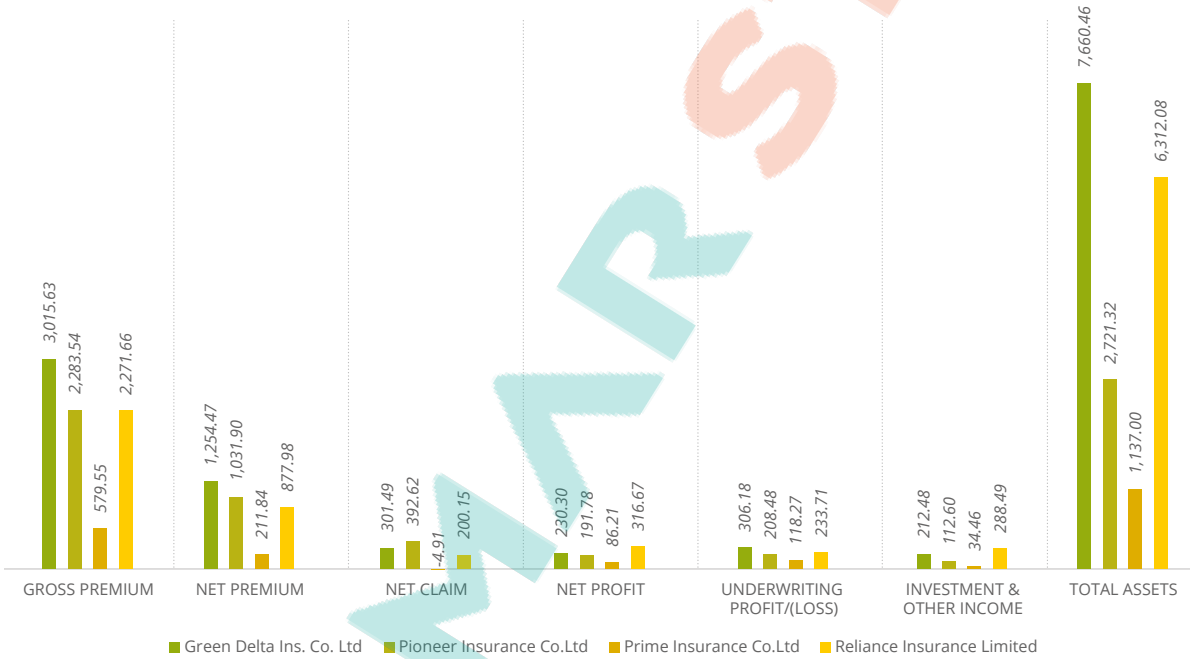
Major Non-Life Insurance Companies Market Standing for the year ending 2015

BDT in Million

| Company | Gross Premium | Net Premium | Net Claim | Net Profit | Underwriting Profit/(Loss) | Investment & Other Income | Total Assets |
|---|---|---|---|---|---|---|---|
| Green Delta Ins. Co. Ltd | 3,015.63 | 1,254.47 | 301.49 | 230.30 | 306.18 | 212.48 | 7,660.46 |
| Pioneer Insurance Co. Ltd | 2,283.54 | 1,031.90 | 392.62 | 191.78 | 208.48 | 112.60 | 2,721.32 |
| Prime Insurance Co. Ltd | 579.55 | 211.84 | -4.91 | 86.21 | 118.27 | 34.46 | 1,137.00 |
| Reliance Insurance Limited | 2,271.66 | 877.98 | 200.15 | 316.67 | 233.71 | 288.49 | 6,312.08 |

## Major Non - Life Insurance Companies Market Standing BDT in Million

For The Year Ending 2015



# 4.7 ECONOMIC VALUE ADDED STATEMENT AND RETAINED BY THE ENTITY

Economic value added (EVA) is measures 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.

| For the year ended 31st December | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|---|
| Average shareholders' equity at the end | 2,758,509,139 | 2,655,609,118 | 2,588,540,023 | 2,448,782,609 | 2,262,563,941 |
| Cost of equity (%) | 8.50% | 8.50% | 8.50% | 9.50% | 15.19% |
| Net Profit After Tax | 243,105,029 | 248,582,533 | 230,297,607 | 239,255,718 | 248,707,386 |
| Less: Cost of equity | 234,473,277 | 225,726,775 | 220,025,902 | 232,634,348 | 343,683,463 |
| Economic Value Added | 8,631,752 | 22,855,758 | 10,271,705 | 6,621,370 | (94,976,077) |

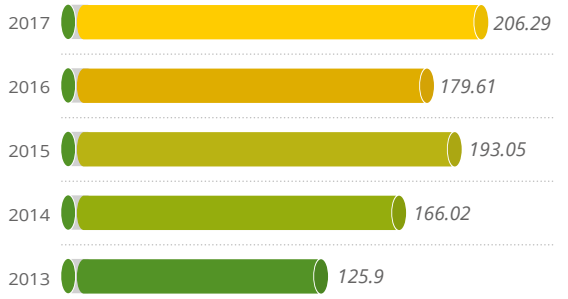
*Land revaluation reserve and fair value adjustment of shares were not considered wile computing average shareholders' equity.*

*It is the opportunity cost i.e. the expected risk free return on investments, plus a risk premium. Interest on Bangladesh Government Sanchaya Patra plus 2% risk premium has been assumed to be the cost of equity.*

**Statement of Earnings Retained by the Entity**

Retained by entity of Green Delta Insurance Company Limited has Increased by BDT 26.68 Million from the year 2016. The Retained by earning of the company in the year 2017 was BDT 206.29 million and the year 2016 was BDT 179.61 Million. A Competitive analysis both the years is presented below

| Year | Amount in BDT Million |
|---|---|
| 2013 | 125.9 |
| 2014 | 166.02 |
| 2015 | 193.05 |
| 2016 | 179.61 |
| 2017 | 206.29 |

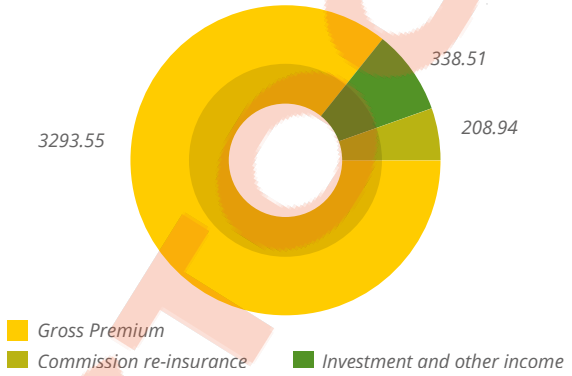


# 4.8 VALUE ADDED STATEMENT

For the Year ended 31st December,2017

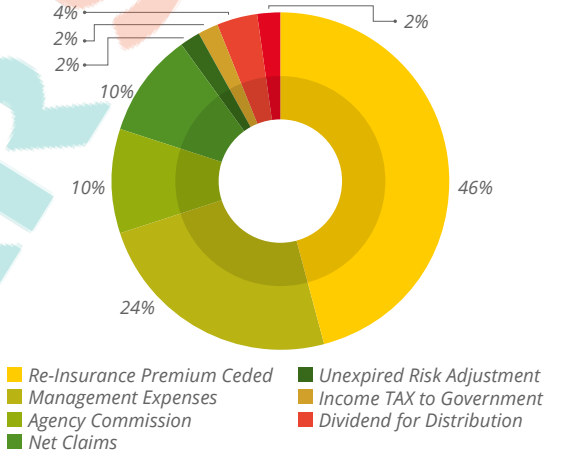
| Value Added | BDT in million |
|---|---|
| Gross Premium | 3,293.55 |
| Commission on Re-insurance | 338.51 |
| Investment and Others Income | 208.94 |
| **Total** | **3,841.00** |

## Value Added BDT in Million




| Distribution of Value Addition | BDT in million |
|---|---|
| Re-Insurance Premium Ceded | 1,769.19 |
| Management Expenses | 910.41 |
| Agency Commission | 396.59 |
| Net Claims | 371.16 |
| Unexpired Risk Adjustment | 85.85 |
| Income TAX to Government | 64.68 |
| Dividend for Distribution | 161.38 |
| Reserve & Surplus | 81.74 |
| **Total** | **3,841.00** |

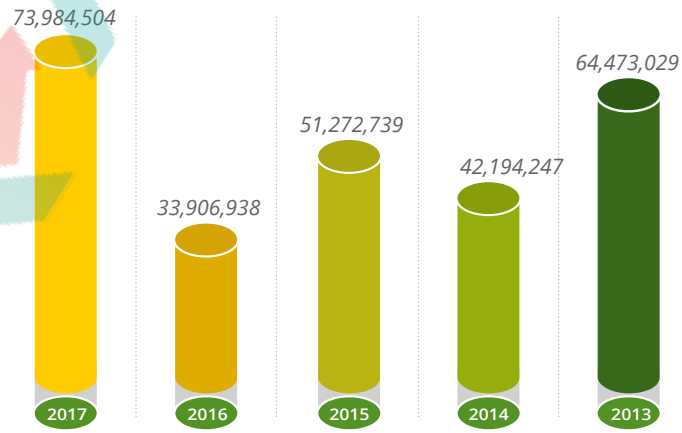
## Distribution of Value Addition




| Figure in BDT | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|---|
| Government as Taxes | 73,984,504 | 33,906,938 | 51,272,739 | 42,194,247 | 64,473,029 |

## Government as Taxes

*Figure in BDT*



# 4.9 MACRO-ECONOMIC ASPECTS AT PLAY

At Green Delta Insurance, we embrace a holistic view of the macro-economic landscape with a view to proactively identify and capitalise on opportunities while simultaneously engaging in effective risk mitigation practices to protect from foreseen or unforeseen downsides. At our Company, we have identified several macro-economic aspects and have illustrated their impact on our industry in general and our Company in specific.

## Macro-economic aspects in play – Economic

| Explanation | Industry-level impact | Company-level impact |
|---|---|---|
| The economic prospects of Bangladesh are looking up, especially with the country reporting one of the fastest GDP growth rates in the world, its rapid transformation from a least-developed country into a middle-income country and increasing gross national income (GNI) per capita | ■ Despite a sharp increase in economic growth, insurance density as well as insurance premium remains abysmally low in the country<br>■ Most players within the sector, despite strong economic opportunities, are focused on market share acquisition rather than market expansion | ■ Green Delta Insurance, by virtue of its status as the largest general insurance company of Bangladesh, has consistently focused on identifying economic opportunities and converting them into monetisable products and services.<br>■ This has helped the Company sustain its recall as a market innovator and as an organisation that has pioneered market segregation to provide customised insurance solutions to the masses of the country.<br>■ With sustainable development goals (SDGs) at the heart of Bangladesh's economic transformation, the Company is effectively leveraging the essence of each of these SDGs and focusing on aligning its business model to create an impact across each of the areas defined by the SDGs.<br>■ By doing this, the Company is among the few in the country to integrate SDGs into the very heart of its economic and operational business model. |

## Macro-economic aspects in play – Market forces and competitive landscape

| Explanation | Industry-level impact | Company-level impact |
|---|---|---|
| The country's insurance market is highly competitive with the presence of over 70 insurance companies. Considering that insurance density is very low in a densely populated market, significant number of players vie for a limited market, thereby raising competitive intensity | ■ Traditionally, the Bangladeshi insurance industry has been opportunistic with weak underwriting capabilities or resources<br>■ This has raised the specter of loss accumulation in the event of claims, which has weakened balance sheets and has created a concentration of risks | ■ At Green Delta Insurance, we have always focused on diversifying our portfolio with the result that we offer the largest bouquet of products in the general insurance space<br>■ Importantly, our target of segmenting the market and creating customised products and services specific to their needs has helped us create stickiness and strong loyalty among our customers<br>■ Regulatory laws and statutes are also being tightened; for instance, it is becoming mandatory for M/SMEs to have an insurance cover for their assets, etc, to be eligible for a loan. This has widened market prospects and, with increased market participants, has enabled the industry to align risk coverage with premiums charged for underwriting risks |

| Explanation | Industry-level impact | Company-level impact |
|---|---|---|
| | | ■ At our Company, we have always been proactive in claims settlement with the result that we have been able to create lot of goodwill in the market because of this |

## Macro-economic aspects in play – Technological

| Explanation | Industry-level impact | Company-level impact |
|---|---|---|
| In a fast-digitalising world, it is imperative for companies to leverage the power of technology and data analytics with a view to acquire newer customers on the one hand while optimising their operational and other overhead costs on the other | ■ The insurance industry has been slow to adopt technology, preferring manual over digital<br>■ This has disallowed the industry to realise its full growth potential while creating a wide technological gap with their insurance counterparts abroad | ■ At Green Delta Insurance, we are focusing on leveraging technology to drive our insurance propositions for benefiting our customers<br>■ For instance, we were the first in the industry to embed a smart-phone app with our Nibedita product; the app has become a repository of information that our Nibedita customers can have access to, thereby creating greater benefits for them<br>■ We are also working with the central Government's ICT Ministry to lead the digitalization efforts in the insurance industry while also encouraging all the participants in the industry to embrace technology to provide a superior customer experience on the one hand while also lowering their costs on the other to provide a sustainable boost to their profits |

## Macro-economic aspects in play – Social

| Explanation | Industry-level impact | Company-level impact |
|---|---|---|
| Though insurance has socialist originations, most companies in the sector are capitalists with little social regard | ■ While there are a large number of insurance companies in the country, the aggregation of these has had little social impact considering weak regulations that thwart investments in societal building and community development | ■ At Green Delta Insurance, our MD and CEO is the first Local SDG Pioneer in the country with the result that there is an intense awareness on building the society and on doing social good through raising awareness on the value of insurance<br>■ At our Company, we have appraised the impact of our business as measured by the tenets of the various SDGs that aim to reduce poverty, raise health and hygiene, etc<br>■ This enables us to directly align socialist pursuits with capital benefits that are ultimately reinvested back into doing good for the society<br>■ This has provided us with the license to operate as well as create unmatched goodwill in the communities in which we operate |

## Macro-economic aspects in play – Environmental

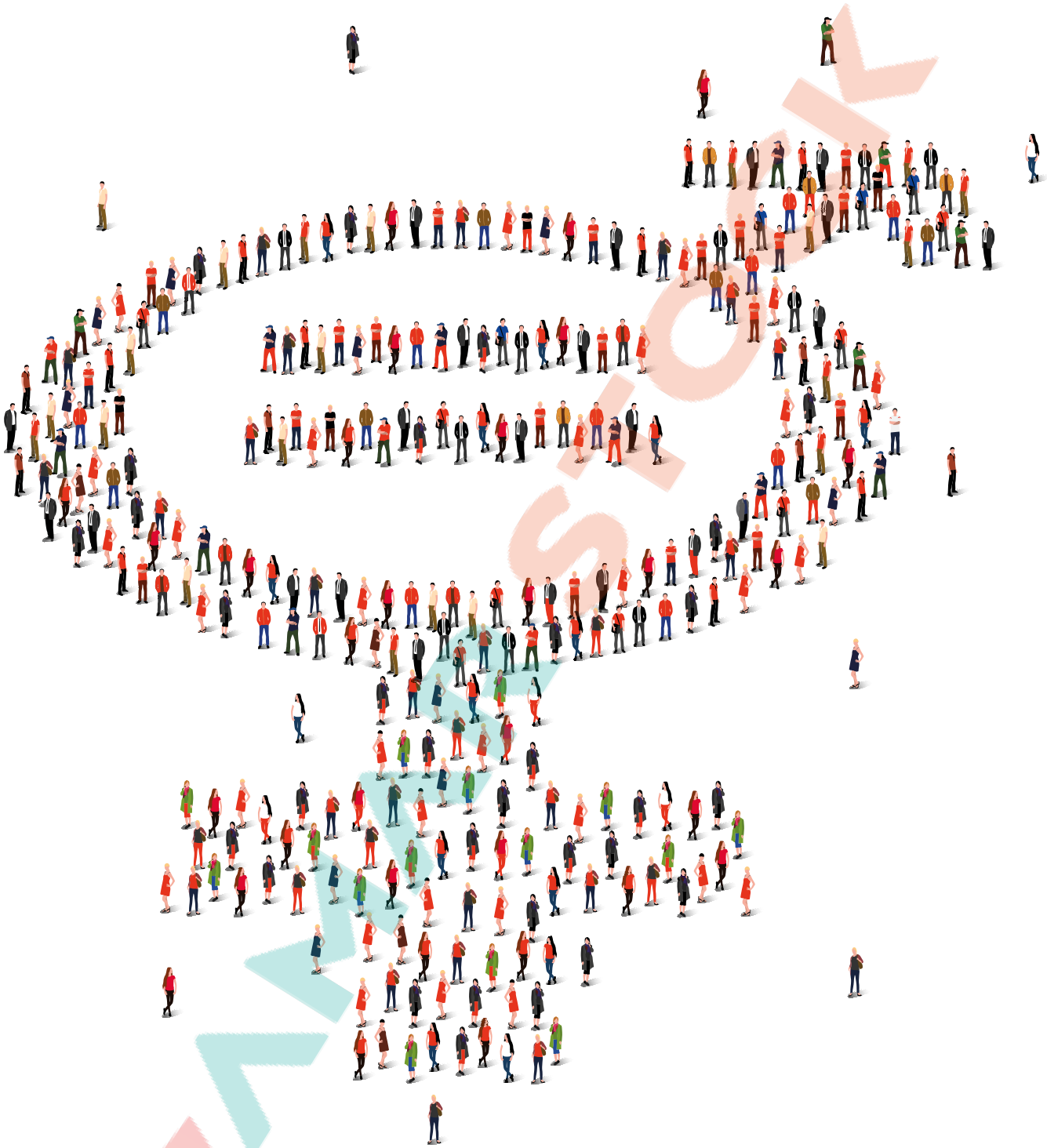
| Explanation | Industry-level impact | Company-level impact |
|---|---|---|
| In today's world, companies must focus on reducing the impact of their operations on the environment while also focusing on preserving and nurturing the environment. This is especially true for Bangladesh, a country prone to natural disasters like floods, etc | ■ Very few companies in the country have large-scale environmental budgets or the conscience to integrate their business practices with the preservation and sustenance of the environment<br>■ This has led to widespread environmental degradation with the result that it has become an urgent need for companies to come forward and have a greater positive impact on the environment | ■ At Green Delta Insurance, we keep aside a certain minimum percentage of profits as CSR investments<br>■ We are also exploring opportunities to integrate environmental sustenance with our business<br>■ For instance, our weather index-based crop loans represent the ideal solution for our farming community to protect their incomes and livelihoods from natural disasters, like floods or droughts<br>■ In raising awareness about these products, we also help create awareness about the criticality of environmental preservation<br>■ Within our various offices across the country, we also encourage minimising the use of precious resources like water and paper.<br>■ We have also digitized most of our transactions with the result that paper consumption has come down sharply in our Company |

## Macro-economic aspects in play – Legal

| Explanation | Industry-level impact | Company-level impact |
|---|---|---|
| Most of the insurance companies across the world are governed by stringent laws and regulations that protect consumer interests on the one hand while foster a level playing field on the other | ■ Companies in our industry take advantage of weak regulations and enforcements with a view to derive unsolicited benefits at the customer's expense<br>■ Low awareness about insurance also makes customers vulnerable to malpractices | ■ As a front line company in the country's insurance industry, we embrace all statutory and regulatory guidelines in both letter and spirit<br>■ In doing so, we take our role in sustainable nation-building very seriously and, with this culture and philosophy, have a proactive mindset in aligning our thoughts and actions with regulatory frameworks |

## Macro-economic aspects in play – Political

| Explanation | Industry-level impact | Company-level impact |
|---|---|---|
| A stable and outward-looking political environment is extremely crucial for any country to achieve its growth aspirations. Moreover, a secure and peaceful environment can have a positive impact on a company and its operations | ■ The financial services industry is directly linked with the economic growth prospects of a country, which are, in turn, linked to its political environment<br>■ Hence, it is crucial for the financial services industry in particular to operate in an environment that is pro-business with a legislative framework that has regulations that penalize malpractices while encouraging a level playing field | ■ As an apolitical entity, we have always remained supportive of a political environment that is pro-business<br>■ Though the country has come out and benefited from a stable political situation of the past few years, the general elections later this year (2018) are, to some extent, unsettling the markets<br>■ However, we are optimistic that any political affiliation that comes to power will be business and growth-oriented while looking at the long-term welfare of the nation |






## Achieve gender equality and empower all women and girls

One in five people lack access to electricity around the world and as the demand continues to rise there needs to be a substantial increase in the production of affordable and clean energy across the world. Besides providing financial security of Energy Sector, Green Delta suggests that the expanding infrastructure and upgrading technology to provide affordable clean energy sources in all developing countries including Bangladesh is a crucial goal that can both encourage growth and help the environment.

# 5.1 REPORT PARAMETER

## Sustainable Development Goals (SDGs)

Global reports coming out from several multilateral institutions over the last few months weave a stark reality that is of extreme concern. This trend is not new and it is common knowledge that the world has traversed an unsustainable growth path. And if this momentum continues, it can become a serious threat to mankind.

The concern today is that solutions are not outpacing the challenges. There is no doubt that attempts are being made by the comity of nations, led by the United Nations, to shape a new future through a set of ambitious Sustainable Development Goals (SDGs). The Paris UN Climate Agreement has also attempted a brave new agenda to combat climate change. Yet, the scale and severity of the challenges warrant the question whether the proposed actions will be adequate and more so, whether the speed of execution befits the urgency that is called for.

## Report parameter

Being at the forefront of the insurance industry of Bangladesh, being seen to be creating meaningful social and societal value for a wide range of stakeholders is essential to us earning and maintaining our license to operate. Importantly, we work in a country that is down the order in terms of most humanitarian scores and metrics and hence we see it as our responsibility to intensify our efforts in sustainability.

Green Delta Insurance's origins can be traced back to the founding principle of contributing to the society through the development and sale of insurance products and solutions. By making serious endeavours to resolve social issues related to malpractices in insurance, we are seeking to integrate the all-important Sustainable Development Goals (SDGs) into the heart of our business model. When putting these efforts into practice, we diligently reinforce true societal competitiveness in order to grow steadily and take on the challenges of the future as we boldly work to continue to create comprehensive value for all our stakeholders.

Today, as one of the largest general insurance companies of the country, Green Delta Insurance has embraced the triple bottom-line approach to its sustainability practice. It must be mentioned that the triple bottom-line / or the 'three Ps' is an accounting framework that incorporates three dimensions of performance:

- Social (People)
- Environmental (Planet)
- Financial (Profit)

The triple bottom line differs from traditional reporting frameworks as it includes ecological (or environmental) and social measures that can be difficult to assign appropriate means of measurement. The triple bottom line dimensions are also commonly called the three Ps: People, Planet and Profit.

## Reporting scope

As an insurance institution of repute, Green Delta Insurance is focused on driving sustainability initiatives that are meaningful and resonate with its core business philosophy. The Company is of the opinion that its very business affords it the opportunity to serve and protect the society and hence, to this extent, its business and sustainability initiatives go hand-in-hand. For instance, for the first time ever by a general insurance company of Bangladesh, Green Delta Insurance settled claims with as many as 1,000 farmers who's farmlands were insured by the Company's weather index-based crop protection insurance scheme. On the social front, by focusing on such powerful insurance platforms as Nibedita, the Company emphasizes on women empowerment as a tool to build social and societal equity. Hence, our reporting scope is actually wide and diverse as a lot of our business activities truly resonate with our focus on sustainability.

## Reporting boundary

The reporting boundary comprises our flagship business as well as our subsidiaries. In fact, the thematic positioning of this Annual Report is anchored on the Sustainability Development Goals (SDGs), enunciated by the United Nations. In fact, the seriousness with which we approach the SDGs is reflected in the fact that we measure the impact of our business in terms of the impact we have been able to create with respect to each of the SGDs.

# 5.2 STRATEGIC FOCUS FOR SUSTAINABILITY

A MIT Sloan review mentions that insurance companies are uniquely positioned to address environmental, social as well as governance challenges, such as climate change and human rights issues in their roles as risk managers, risk carriers and investors. There are many reasons why environmental and human rights risks are relevant for the insurance industry; similarly, the importance of climate change-related liability risks has also become incredibly clear to industry leaders. The insurance industry as a whole has taken note and begun to make rapid strides in identifying and addressing these challenges.

As a responsible corporate with a strong track record, we are focused on fostering the concept of an enduring and sustainable institution through our policies and practices that give due credit to long-term results. Some of the initiatives we have embraced in our strategic focus on sustainability include the following:

**1. Nurturing a Culture of Compliance**

One of the key ways in which we sustain our reputation as a sustainable organisation is in terms of our focus on nurturing a culture of compliance. We have the highest regards for the laws of the land in which we operate and, despite an unenforceable regulatory environment, we practice strong regulatory oversight, which starts with our robust credit underwriting process and terminates right up to standing by the customer in the event of claims. Our customer contracts are simple, transparent and easy to understand even as we stand by it – embodying the true spirit of insurance.

**2. Integrating Sustainability in Our Products and Solutions**

As risk managers, we enjoy a unique vantage point in terms of integrating sustainability into our product construct. While Nibedita represents a classic example of a social tool designed for women empowerment through insurance, our migrant insurance products help protect our countrymen in emergencies when they travel for work abroad. Our climate risk products are also unique in the sense that they foster a culture of environmental protection and preservation.

**3. Focusing on Weaving Sustainability into Customer Engagement**

We have digitized a large number of processes across the value chain with a twin benefit: one, our customers are assured of faster and superior service levels and two, we have cut down on unnecessary resource consumption, most notably paper. Paper consumption has drastically reduced organisation-wide and, doing this, we have played our small role in environmental protection. Besides, we also advocate preservation of water, electricity, etc, and our impact targets are structurally weaved with the outcome desired in the SDGs.

**4. Promoting Insurance Inclusion**

We firmly believe that insurance is not only a risk protection tool but also a social tool that helps build community equity. The essence of this philosophy is manifest in the fact that a large portfolio of our insurance products and services focus on promoting financial inclusion. Importantly, we foster this intent through ensuring that our products are created to suit the needs of a wide cross-section of the population and are accessible in terms of affordability.

# 5.3 CORPORATE SOCIAL RESPONSIBILITY



**Green Delta Family donates one day salary of the employees for the flood victims to the Prime Minister's Fund**

As the nation faces a tremendous natural disaster and thousands of flood affected people are going through a major crisis, Green Delta Insurance stands beside them with their limited ability. In solidarity with the other corporate bodies who are donating for this cause, Green Delta family also came forward to play their role to address this national crisis.

The employees of Green Delta Insurance Company Limited along with the employees of its four (04) subsidiaries- Green Delta Securities Limited, Green Delta Capital Limited, Professional Advancement Bangladesh Limited and GD Assist Limited, donated their one day salary to the distressed flood victims through Prime Minister's Fund for this cause. The donation amount is BDT 50 Lacs where the companies also contributed a big amount from their fund.

H.E Sheikh Hasina, Honorable Prime Minister of People's Republic of Bangladesh received the cheque from Farzana Chowdhury ACII (UK), Chartered Insurer, Managing Director & CEO, Green Delta Insurance, Nasir A. Choudhury, Advisor & Founding Managing Director, Green Delta Insurance, Nazim Tazik Chowdhury, Additional Managing Director & CFO, Green Delta Insurance and Md. Rafiqul Islam, Managing Director & CEO, Green Delta Capital Limited.

**Winter cloth Distribution to the list privilege (Dinajpur)**

Being leading insurance providers, Green Delta constantly aims to help people protect their near and dear ones. The name of the campaign reflects the devotion behind this essence of duty, which Green Delta extends beyond its clients to include all people of Bangladesh. Green Delta strives to follow the footsteps of our freedom fighters and bring both glory and prosperity to our nation, by always being there to safeguard their future. The company, therefore, has started its mission; the first step was to familiarize all stakeholders with the banner name of Ami Achi.

The campaign was launched on Victory day 2016, as a tribute to the inspiration behind the project itself. A small program was arranged, involving all the employees of the organization, who were then familiarized with Ami Achi through the event. The employees acted as ambassadors, customizing their social media display pictures with a filter reading #AmiAchi, thereby effectively informing all their social media contacts of the campaign.

Recognizing the importance of the web in generating awareness, Green Delta further organized a competition on its online page. The participants had to provide answers to: "What's the most valuable thing in life



and how do you vow to protect it," with the top five submissions winning special gifts from the company.

As the program was launched in winter, the first social issue it aimed to tackle was that of cold weather. It is common knowledge that deaths from extremely low temperatures are still occurring in the country, as many people cannot afford sufficient clothes to keep warm in winter. The ones who do survive, barely, usually have to struggle through untold physical agony during the cold months, with biting winds and freezing nights, making their lives miserable. It is beyond unfair for people to have to suffer so painfully, just because they have low or no purchasing capacity. Green Delta Insurance Company recognizes that it is morally wrong to deprive these unfortunate souls from basic human rights, and so, to restore the balance, Choriye Din Ushnota was organized under Ami Achi campaign.

Under this initiative the employees of Green Delta Insurance Company donated thousands of winter clothes, at each of their forty branches throughout the country. These clothes were collected in boxes and taken to Dinajpur, where the temperature drops to the lowest in the country, and then, distributed among the underprivileged.

**Nibedita arranges self defence trainings for university going women and garments workers**

As a CSR initiative Green Delta Insurance/Nibedita organized free day long self defence trainings for women, specially the university going ones and garments workers. The sessions also included advice on managing their monthly income in a most cost effective way.





# 5.4 SUSTAINABLE HR DEVELOPMENT

## Employee Profile

We strive to make GDICL a great workplace to work by creating a performance driven culture that rewards success and encourages employees to take control of their personal development. Through the process of learning and rewarding we intent to enable individuals to think, behave, take actions and make decision independently.

## Salary Policy

We target a fair human resources management by using a performance based system. In addition, to drive further development of individual skill sets and competencies. There is no incident of discrimination occurred in terms of remuneration provided to male and female employees.

## Benefits to Employees

Every employee is paid salary on monthly basis, which is a combination of basic salary, fringe benefits and other benefits disbursed on 25th of each month or previous working day if 25th is holiday. GDILC's benefit schemes are as follows:

## Employee Benefits :

- House rent allowance
- Conveyance allowance
- Medical allowance
- Entertainment allowance
- Dearness Allowance
- Group Life Insurance
- Group health insurance
- Festival Bonus
- Performance Bonus
- Yearly Performance appraisal
- Loan facility
- Mobile allowance
- Lunch Facility
- Transport Facility
- Training & Development

## End Service Benefit Plans

GDICL provides the following benefit plans to its employees on severance or retirement according to individuals' entitlement:

- Provident fund
- Gratuity
- Earn Leave encasement

## Total Employee

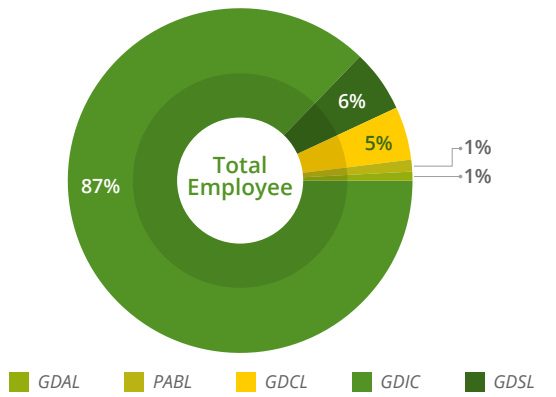
GDICL has centralize HR department. Including 4 subsidiaries we have total 728 employees. Out of total number of 728 employees, 158 employees are female and 570 male. As such, a profound commitment is reflected in the GDICL's service rules.

## Employee Status & Gender Positioning:

GDICL has been maintaining a very balanced male and female ratio, which was not only reflected in the board of directors but also in the organization's management at different levels. Among our female colleagues 1 is in top level management, 13 in upper mid level, 38 in Lower mid level and 86 in Others.

| Company | GDIC | GDSL | GDCL | PABL | GDAL |
|---|---|---|---|---|---|
| Female | 138 | 9 | 7 | 2 | 2 |
| Male | 496 | 53 | 13 | 1 | 7 |
| Total | 634 | 62 | 20 | 3 | 9 |

### Total Employee



## Creation Of New Employment Opportunity

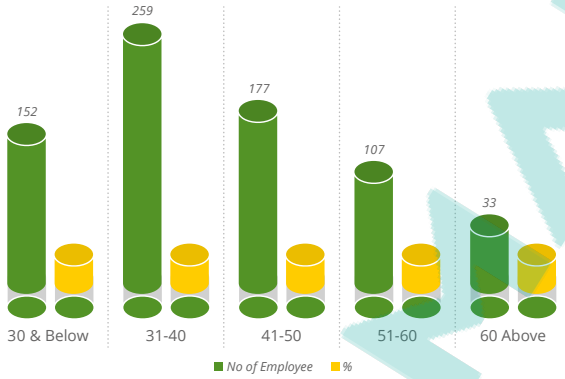
Green Delta always encourage the fresh graduates to join the family. There are 98 new employees (GDIC and Subsidiaries) were recruited during 2017, among which 60% are fresh graduates. We are also working with different universities such as Dhaka University, East West university etc regarding Insurance Education. We as a market leader promoting Insurance industry to the new generation for the sustainability in Insurance industry. We also give Intern-ship opportunities renowned 5 companies.

## Age Distribution

We have mixture of experienced generation and new generation. There is a good combination of knowledge and technology. There are 82.54% employees who are are aged below 40 years which signifies that GDICL has young, dynamic and energetic team.

| Age Group | No | % |
|---|---|---|
| 30 & Below | 152 | 21% |
| 31-40 | 259 | 36% |
| 41-50 | 177 | 24% |
| 51-60 | 107 | 15% |
| 60 Above | 33 | 4% |

### Age Distribution




## Performance Management System

Green Delta is significantly depending on the contribution of its existing talents. GDICL maintained a real life SMART KPI to evaluate the contribution of all individuals in a transparent manner to assess quantitative and/or qualitative performance vis-à-vis set target of a given year. Annual performance appraisal and Incentive bonus distribution is totally depend on the Individual employee and company performance.

Organizational & Personnel behaviour factors are introduced. The benefits of using KPI are the followings:

- Reduce the number of decisions and make decisions based on objectivity and facts.
- Quantify the achievement of goals.
- Focus on facts and see where individual improvement is/are needed.
- As individual initiative grows, it becomes more difficult to remain as close to the operational details as it is, in such case, KPI results can bring back to reality.
- Employees are clear about his/her obligations to deliver during the year and accordingly would be able to plan to meet the expectation.
- Last but not the least, unbiased performance evaluation at the end of the year.

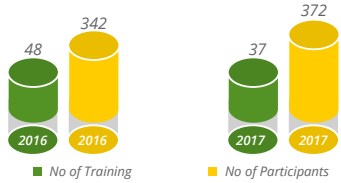
## Learning and Development

Knowledge and skill development is a continuous process and to keep our employees abreast of all the latest developments in the insurance industry, the GDICL continues to organize training and workshop to the officers and executives in an effort to improve their professional efficiency. GDICL always lays the highest importance on training of its employees as a continuous process of human resources development. In 2017, GDICL established a subsidiary PABL which is equipped with all modern study aid and course materials training and others else.

## Training Status

| Particulars | 2016 | 2017 |
|---|---|---|
| No of Training | 48 | 37 |
| No of Participants | 342 | 372 |

### Training 2016 & 2017




## Plan for Future Leader Development Program:

Being the market leader of the industry Green Delta is always works not only for the company but also for the industry. Green Delta always create leaders for the industry. Green Delta has the plan to establish Future Leaders Development Program with a view of targeted development that provide hands-on experience to all aspects of insurance learning both on the job and abroad supported by mentoring and coaching for high performing and ambitious individuals with a will to succeed. Applying active learning methods, this program is expected to produce a pool of skilful managers ready to easily and quickly make a real contribution to the organization. Every officers of this program receives an opportunity to be relocated to different functions periodically and into some tactical functions in the organization to accelerate the learning process necessary for them to occupy strategic positions in the future.

The first batch of personal Excellence Leadership program there are 20 employees of Green Delta participated with enthusiasm and determination. All the participants started the journey of future leader development program.

## Maternity Leave

As per Green Delta policy, any employee who has been in the continuous service and at least one year is entitled to get 6 months' maternity leave with regular salary and allowances. In addition, employee also get the maternity health claim (herself or spouse) equal benefits for max 2 confinement. This is also to ensure that Female employee's annual KPIs (Key Performance Indicators) and thereby increment, promotion are not affected for this maternity leave.

## Occupational Health, Safety And Environment

Board and management of Green Delta strongly believe safe & healthy work place is a precondition for sound mentality of employees to deliver desired services to valued customers. So the organization is very careful about ensuring modern, healthy & safe workplace for its employees. All the branches and departments of corporate office are well decorated having sufficient breathing spaces and adequately equipped with fire fighting equipment and fire drills. A team of logistics supports and services department of Green Delta is specially entrusted to visit regularly to monitor. cleanliness, safety measures and other amenities remains ensured in all outlets.

If found any deviation, take prompt steps and thus ensuring modern, healthy and safe workplace for its employees. All the employee of the company is covered under health Insurance benefits which supports the employees for better treatment both local and abroad including spouse and 2 children.

## Cultural Events and Amusement

Green Delta always observing different program considering its social, moral and motivational impact to the employees. GDICL always believes in equal opportunity and safe workplace for smooth career progression of women. Every year we celebrate 'International Women's Day' in a wonderful atmosphere.



As a part of recreation, a tournament of Table tennis 2017 were held at its corporate head office.



## Human Rights, Child Labor And Other Issues

Human Right issue is particularly relevant for organizations that operate in industries/ regions where the protection of human rights is of significant concern.

As this is a significant concern for a business to be sustainable in long term, we integrated the human right issue in all our economic decisions. Including human right provision in all kinds of investment agreements is a part of our strategy to reduce the risks of investment. And also we do not make any investment agreements and contracts that violate human rights.

## Sexual Harassment Policy

GDICL follows a zero tolerance approach to harassment of any kind employees as the organization feels harassment seriously weakens the working atmosphere. The policy guides about personal measures of affected fe/male employees in addressing a complaint, role of management, investigation procedures and disciplinary measures. The policy also guides management about its role in case of false complaint.

## Grievance Handling Policy

With a view to resolve undesirable issues at the workplace in the most effective manner GDICL has formally promulgated Grievance Handling Policy. The policy equally applies to all permanent and contractual employees for grievances related to promotions, transfer and posting, compensation package, incentive bonus, working environment etc.

Under this policy, complaints are resolved informally where possible, and through a formal grievance procedure where necessary.

## Anti-money Laundering Training

GDICL is committed to prevent money laundering and terrorist financing. We recognize our obligations to prevent the financial channels and products from being used by money launderers and terrorist organizations for illicit purposes. GDICL is also against any actions of soliciting, collecting or provisioning funds that come with the intention to support terrorist acts or organizations.

# 5.5 HUMAN CAPITAL

Human Resources Division (HRD) of GDICL is responsible to manage its human resources in an effective manner, develop their skills and knowledge and motivate them to give best efforts for the growth and development of the company.

HRD of GDICL is committed to achieving excellence in acquiring, developing and retaining talented employees through formulation and implementation of appropriate recruitment policies, compensation and employee welfare package and promotion policies. The company has established a fully equipped training institute where many in-house training courses are offered to develop various insurance knowledge as well as other areas needed by the employees of the company. Employees are also sent for training in other training institutes at home and abroad for development of their skills and familiarizing them with the latest technological developments not only in the insurance industry, but also the corporate world as a whole. Career counselling and guidance is an area where increasing attention is being given for creating required scope for career advancement of employees.

## HR Accounting Practice in Bangladesh

Bangladesh like many other countries has not given much consideration to issues related to HR Accounting. In Bangladesh this concept is struggling for acceptance and has not been introduced so far as a requirement. Neither the Companies Act nor the Regulators do require the listed companies to prepare HR Accounting to be attached in their annual report.

## Human Capital – Capacity Building

Investments in skills development, accelerating employees' professional and personal development are essential components of GDICL's human resource. The company considers its employees as the most valuable assets. GDICL is committed to strengthening the capacity of its employees and holding them accountable to thrive and achieve their full potential. The organization spends considerable resources in building the capacities of its employees. Human Resources capacity building equips employees to achieve organizational goals and objectives. GDICL takes a holistic approach for leadership development which encompasses corporate culture, individual leadership capabilities and team work. The organization promotes the continuous professional and personal development of its employees. The company develops short, medium and long term plans for recruitment of employees and make sure that new recruits are not only trained to do the job but also continue to grow and develop new skills in their job. This practice has contributed to substantial growth of productivity for organizational development.

In the year 2017, as part of capacity building of human resources, a total number of 335 officials of different grades were sent to various training programs/ workshops/ seminars at home and abroad.

## Organizational Chart

The company has an organizational chart which outlines the roles, responsibilities and relationships amongst individuals within the Bank. The Organizational Chart of GDICL is revised from time to time to respond to emerging situations and challenges. It helps to determine the working relationship amongst employees, chain of command, work specialization, every employee are laid out in details and their Key Performance Indicators (KPIs) are determined on the basis of job descriptions. Their performance evaluation is done on the basis of achievements of their KPIs.

## The Senior Management Team

GDICL has a Senior Management team consisting of the Advisor, Consultants, Additional Managing Directors, Deputy Managing Directors and Senior Executive Directors of Head Office. The team is headed by its Managing Director. The members of the team are academically and professionally highly qualified and vastly experienced in their respective fields. The team is supported by the Heads of Divisions. The members of the team are devoted to effective governance, protecting the interest of all stakeholders and promoting the long-term sustainability of the company

The senior management team is responsible for setting GDICL's business strategy, prioritizing the allocation of company's overall resources, monitoring adherence to the organization's core principles and views, driving higher returns to stakeholders and ensuring good services to the customers. The team is also responsible to share their views with one other and provide suggestions from time to time to the Managing Director in making decisions for developing the strategic plan, diversifying the customer service, increasing quality asset and upholding the image of the company. The team monitors the performance of the company and makes decisions on the day to day operational activities of the organization. The team is accountable to the Managing Director and exercises their power within their delegated authority.

# 5.6 HUMAN RESOURCE ACCOUNTING

## Human Resource Accounting (HRA)

Success and failure of an organization purely depends on its human resources. HRA is the managerial technique which helps the management to identify the cost for human resources. HRA of the company measures the cost relating to recruitment, selection, compensation and training.

## Objectives and Benefits of HRA

- To furnish cost value information for making proper and effective management decisions about acquiring, allocating, developing and maintaining Human Resources in order to achieve cost effective organizational objectives.
- To monitor effectively the use of Human Resources by the management.
- To have an analysis of the human asset i.e., whether such assets are conserved, depleted or appreciated.
- To aid in the development of management principles, and proper decision making for the future by classifying financial consequences, of various practices.

In all, it facilitates valuation of human resources, recording the valuation in the books of account and disclosure of the information in the financial statement.

Further, it is to help the organization in decision making in the following areas:

- Direct Recruitment vs. career management.
- Transfer vs. Retention.
- Retrenchment vs. Retention

Impact on budgetary controls of human relations and organizational behaviour.

- To identify employees' training and development needs and provide them with necessary development opportunities for them to advance in their career.
- To ensure that employment opportunities conform to the established and acceptable practices of the country.
- To ensure that there are proper manpower planning and forecasting system in place to ensure that there will be enough people with the right skills and talents to meet company's current and future growths and needs.
- To ensure that there are transparent processes in place for selection, promotion, appraisal and performance management, reward & recognition systems.
- To put in place succession plans for all senior management positions in the company.
- To ensure that people with high capabilities proven by track record reach key management position regardless of their gender, religion, caste, creed and more importantly age and seniority

## Human Resources Policy

At GDICL, we recognize that our employees are the key to our success and nothing can be achieved without their engagement. Our Human Resources Policy encompasses the guidelines which constitute a solid basis for effective Human Resources Management throughout the organization. It explains to all GDICL employees the vision and mission of the Human Resources function and illustrates every aspect of our employees' lifecycle. The GDICL Management inspire all the employees in their actions and in their dealings with others.

GDICL Human Resources Policy specifically aims to do the following:

- We believe, keeping employees motivated and engaged is not only about remuneration and benefits, it is also about the trust that our name brings to those who work in GDICL; the relationships with our line managers and fellow workers; recognition and experiences enjoyed; and possibilities to learn and grow. These are as a whole, the Total Rewards our employees receive without any regard to age, gender, race, political belief and religion.

  GDICL, therefore, focuses on fixed pay, variable pay, benefits, personal growth and work life balance as the key elements that define Total Rewards.
- At GDICL we try to create a climate of trust, mutual respect and support within the company which encourage the employees to work well together as a team and at the same time, to encourage them to be innovative and creative in order to achieve company goals.
- To maintain a congenial working environment which allows employees to work with maximum effectiveness and to ensure that safety rules and hygiene are strictly observed.
- Provide information to employees regularly about different aspects of the operation and its progress which are relevant to them and involve them in matters which are of concern to their job and work situation.

- To develop an effective internal communication and involvement mechanism which encourage employees to identify themselves with the company and its activities.
- To adopt and institute a planned and systematic approach to anticipated changes and develop plans for preparing employees for technological and environmental changes.

## Practice in GDICL

In GDICL, we are following conventional accounting practice and not capitalizing any HR cost and amortize it over service life of employees. However, we are taking benefits of HR Accounting concepts and using HR Accounting information (such as per employee cost to the company, per employee training & development cost, expected service life of employees, per capita productivity and its growth over periods etc.) in making important management decisions that will benefit the long-run strategic goals and profitability of the Company.

Human Resource Accounting information provides useful information to our management, financial analysts and employees as stated below:

- Helps the management in the recruiting, locating and utilization of human resources.
- Helps in deciding the transfers, promotion and training of employees
- It provides a basis for planning of physical assets vis-à-vis Head Count.
- It assists in evaluating the expenditure incurred for imparting further education and training in employees in terms of the benefits derived by the organization.
- It helps to identify the causes of employee turnover at various levels and taking preventive measures to contain it.
- It helps in locating the real cause for low/high return on investment, improper or under-utilization of physical assets or employees.
- It helps in understanding and assessing the inner strength of an organization and helps the management to steer the company well through most adverse and unfavourable circumstances.
- It provides valuable information for persons interested in making long term investment.
- It helps employees in improving their performance.
- It makes each of them to understand his contribution towards the betterment of the firm vis-à-vis the expenditure incurred by the firm on him.



# 5.7 INFORMATION ON HOW THE COMPANY CONTRIBUTED TO ITS RESPONSIBILITIES **TOWARDS THE STAFF (INCLUDING HEALTH & SECURITIES)**

## Employee Benefits:

Green Delta is always called employee oriented organization. Company always gives priority to employee as a family member. This is the reason that 35% of the employees' job age with Green Delta is more than 15 years. Company is always give priority to employee's benefits & facilities. We can proudly say that Green Delta ensure:

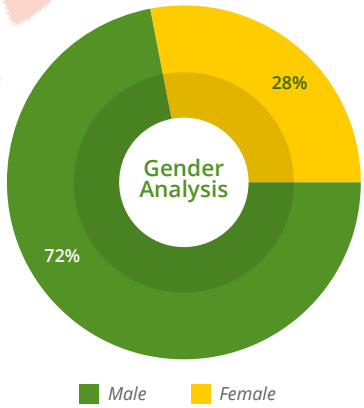


- Working Environment & Corporate Culture
- Equal Opportunity for all aspects
- Performance oriented appreciation
- Encourage Work-Life balance
- Opportunity for Local & Foreign Training
- Group Life Insurance
- Group Health Insurance along with Family members
- Profit Bonus & Performance Bonus
- Regular Performance Appraisal
- Career opportunity & Development
- Festival Bonus, Provident Fund & Gratuity benefits

## A Workplace that support Gender Equality & Women Empowerment:

Green Delta always encourage gender equality or equal opportunity from recruitment to trainings. All the company policies and benefits are designed considering gender equality like recruitment policy, benefit policy, sexual harassment policy etc. Company also arranged different programs for equal opportunity, health issues, women empowerment, celebrate women's day not only for female employees but also for male employees to create a healthy corporate culture.

## Gender Analysis




Green Delta has always encouraged women empowerment. The first customized insurance product for women called "Nibedita" along with mobile apps, is launched by Green Delta. From Insurance Industry Green Delta is the first company who welcomed government's 6 months' maternity leave policy with full benefits for their female employees. On the other hand, in group health insurance maternity benefit coverage is a competitive package which is not only cover female employees but also spouse of male employee. We also support female employee to resume their career after their maternity leave. We also have women association which is headed by Head of HR. Company is targeted to increase their female employee ratio upto 40% by giving opportunity to the potential female workforce. This is also to mention that UN Global Compact recognizes our Managing Director & CEO Farzana Chowdhury ACII (UK) as a 2016 Local SDG Pioneer.

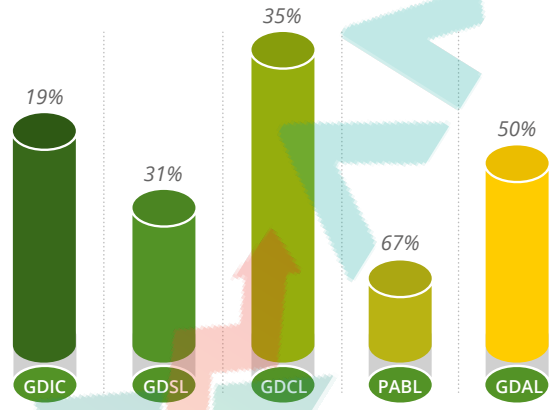
Green Delta provides equal opportunity to employees for taking challenging roles, developing their skills and taking opportunity to prove themselves as a performer. For this reason, both female and male employees of the company are being motivates to take challenges to handle important positions and many potential performers are encouraged to come forward for leading positions.

## Encouraging Youth to Green Delta:

Green Delta believes that the young generation of the country will be the future leaders who will take the insurance industry to a new era. For this reason, Green Delta always encouraged the young generation to join and share their knowledge. Currently company has a good combination of experienced generation and new generation, where they learn from each other's. In terms of youth generation Green Delta has 20% of total workforce age is below 30 years. Top of that Company granted different sponsorship programs and participated career fair of different universities, provide intern-ship opportunities etc. One of the main sponsorships is JAGGO foundation, where company has sponsored 40 students upto their graduation.

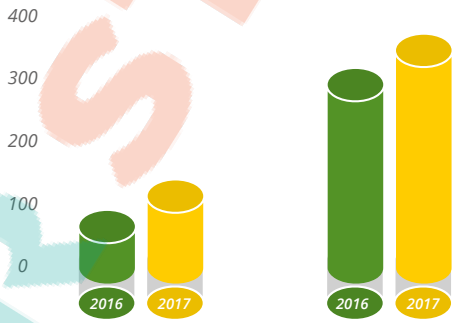
Employee Training & Development:
Training Budget – 2016 35 lac
Training Budget – 2017 50 lac
Growth – 43%

### Employee AGE below 30 years




Green Delta Insurance is the market leader of the Insurance Industry. It is one of the core responsibilities of the company not only think about micro level but also macro level. Every year company allocate a good amount of budget for employee training and development. This is also to mention that employees are getting not only local training but also foreign training. Professional Advancement Bangladesh Limited, a training institute which is the 100% subsidiary of Green Delta Insurance company. The objective of the company is to create professional for Insurance industry. In 2017 with the help of PABL Green Delta

### Employee Training & Development




utilize the training budget more efficiently by organizing value added training for the employees. There are total 372 employees got training opportunities including both local and foreign trainings. And Green Delta being the market leader will continue this for the upcoming year as well.

## Employee Health Benefit Facility:

Green Delta introduce health benefit facility for the employees since 2014. Every year this benefit is modified with better coverage, in 2016 we have included OPT and increase maternity coverage. This benefit is not only covered employees but also their first family members. This health benefit covered hospitalization, maternity be and outdoor patient treatment which are highly appreciated by the employees. We have to mention that in 2017 company recovered 100% + of their invested amount as claim settlement. Healthy lifestyle makes a healthy employee and thus a more efficient and productive employee. In 2017, the Company has conducted different health awareness programs for the employees.

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# 5.8 GOODS AS ADDITIONAL DISCLOSURE

## Global Reporting Initiative (GRI)

The Global Reporting Initiative (GRI) is a non profit organization that promotes economic, environmental and social sustainability. GRI provides all companies and organizations with a comprehensive sustainability reporting framework that is widely used around the world.

In line with the above, the company has started to incorporate the components of standard disclosures in annual report in the broad areas of Profile Disclosure, Management Approach and Performance Indicators and labour Practices as stipulated in the Content Index of Financial Service Sector Supplement. Although GDIC is yet to initiate the formal disclosure and certification thereof, it complies with most of the disclosure requirements as stated in the Index

The summary of the economic outlook depicted below:

| Particulars | 30 November 2017 | 13 December 2017 |
|---|---|---|
| Foreign Exchange Reserve (In million US$) | 32596.68 | 32766.94 |
| InterbankTaka-USD Exchange Rate (Average) | 82.3 | 82.60 |
| Call Money Rate (Weighted Average Rate) | 3.85 | 3.92 |
| Rate of Inflation on the basis of Consumer Price Index for National (Base:2005-06= I 00)<br>a) Twelve Month Average Basis<br>b) Point to Point Basis | September 2017<br>5.55<br>6.12 | October 2017<br>5.59<br>6.04 |
| GDP Growth Rate (in percent, Base: 2005-06= I 00) | 7.11(2015-16) | 7.28(2016-17) |
| Import (C&F)(in million US$)<br>Import (f.o.b) (in million US$) | October 2016<br>4124.70<br>5342.20 | October 2017<br>3817.00<br>4942.00 |
| Export (EPB) (in million US$) | November 2016<br>2878.09 | November 2017<br>3057.00 |

## International Stock Market Review

All American Indices (15 Dec 2017)
North and South American markets finished mixed as of the most recent closing prices. The S&P 500 gained 0.90% and the Bovespa rose 0.2s%.The IPC lost 0.29%.

| Index | Last | Chg | Chg% |
|---|---|---|---|
| Dow Jones Industrial Average | 24,651.74 | +143.08 | +0.58% |
| Nasdaq Composite Index | 6,936.58 | +80.06 | +1.17% |
| NYSE Composite Index | 12,699.68 | +70.61 | +0.56% |
| Thomson Reuters Equity US Index | 237.85 | +2.16 | +0.92% |
| Thomson Reuters Equity Canada Index | 300.74 | +0.44 | 300.74 +0.44 +0.15% |
| Thomson Reuters Equity Latin America | 335.76 | +3.80 | +1.14% |
| NYSE International 100 Index | 5,692.26 | -6.97 | -0.12% |
| NYSETMT Index | 8,539.74 | +21.29 | +0.25% |
| NYSE US 100 Index | 10,339.11 | +70.29 | +0.68 |

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We have this culture of fictionalization. People think they need to make money with their savings rather with their own business. So you end up with dentists who are more traders than dentists. A dentist should drill teeth and use whatever he does in the stock market for entertainment.
-Nassim Nicholas Taleb

## All European Indices (15 Dec 2017)

European markets finished mixed as of the most recent closing prices. The FTSE 100 gained 0.57% and the DAX rose 0.27%. The CAC 40 lost 0.15%.

| Index | Last | Chg | Chg% |
|---|---|---|---|
| Thomson Reuters Europe (ex UK & Ire) | 182.91 | -0.98 | -0.53% |
| Thomson Reuters Em Mkt Europe | 308.47 | -0.25 | -0.08% |
| Thomson Reuters Equity UK Index | 147.01 | +0.74 | +0.51% |
| Thomson Reuters Equity Germany Index | 205.61 | +0.39 | +0.19% |
| Thomson Reuters Equity France Index | 178.01 - | -0.32 | -0.18% |
| FTSE 100 Index | 7,490.57 | +42.4S | +0.57% |

## Asia/Pacific Indices (I5 Dec 20 I 7)

Asian markets finished broadly lower on Friday with shares in Hong Kong leading the region. The Hang Seng is down 1.09% while China's Shanghai Composite is off 0.80% and Japan's Nikkei 225 is lower by 0.62%.

| Index | Last | Chg | Chg% |
|---|---|---|---|
| Thomson Reuters Equity Japan Index | 156.87 | -1.23 | -0.78% |
| Thomson Reuters Equity HK Index | 316.80 | -3.75 | -1.17% |
| Thomson Reuters Equity India Index | 1,277.33 | +11.50 | +0.91% |
| Nikkei Stock Average | 225 22,553.22 | -141.23 | -0.62% |
| Hang Seng Index | 28,848.11 | -318.27 | -1.09% |
| DSEX Index | 6230.02 | +5.94 | +0.09% |
| DS30 Index | 2247.18 | -4.49 | -0.20% |
| CSE All Share Price Index | 19,274.22 | 17.15 | +0.09% |
| CSE 50 (Benchmark Index) | 1452.62 | 0.27 | +0.02% |

## Bangladesh Capital Market Update:

- Bangladesh Securities and Exchange Commission (BSEC) has approved the IPO (initial public Offering) proposal of Queen South Textile Mills Which will raise a fund worth Tk 150 million From public. As per the BSEC approval, Queen South Textile Mills will issue 15 million shares at an offer price Tk 10 each under the fixed price method. The company will utilize the fund for the purpose of purchasing machinery, modernizing factory, constructing automated warehouse, repayment of bank loans and bearing the IPO expenses.
- Bangladesh Securities and Exchange Commission BSEC) approved the draft prospectus of LankaBangla Al-Arafah Shariah Unit Fund with An initial size ofTk 500 million. The sponsors of LankaBangla Al-Arafah Shariah Unit Fund will contributed 100 million and Tk 160 million will be collected through private placements. Remaining Tk 240 million will be collected through sales of units of LankaBangla Al-Arafah Shariah Unit Fund. LankaBangla Asset Management Company will work as fund manager of LankaBangla Al-Arafah Shariah Unit
- Bangladesh Securities and Exchange Commission (BSEC) Okayed Tk 400-crore non-convertible subordinated floating rate bond of AB Bank. The tenure of the bond will be for seven years. The face value of each unit of the bonds will be Tk I crore. Only corporate bodies, financial institutions and funds will be allowed to subscribe the bonds through the private placement. MTB Capital Limited will act as the trustee of the bond while RSP Capital Limited will be lead arranger of the bond.
- Bangladesh Securities and Exchange Commission (BSEC) has given consent of Tk 500 crore non convertible subordinated floating rate bond of Pubali Bank Limited. The tenure of the bond will be for seven years and will be fully redeemable

with the feature of non convertible, unlisted and subordinated bond. The face value of each unit of the bonds will be Tk. crore. Only corporate bodies, financial institutions, insurance companies, funds and any eligible investors will be allowed to subscribe the bonds through the private placement. Green Delta Insurance Company Limited will act as the trustee of the bond.

- The initial public offering (IPO) subscription of CAPM IBBL Islamic Mutual Fund, a closed-end mutual fund, is set to begin December 10, 2017 which will raise Tk 300 million through IPO from the general public. The IPO subscription of the mutual fund will be opened till December 18, 2017 for resident and non resident Bangladeshi.
- The initial public offering (IPO) subscription of Queen South Textile Mills Limited, is set to begin January 07, 2018 which will raise Tk 150 million through IPO from the general public.The IPO subscription of the issue be opened till January 15, 2018 for resident and non-resident Bangladeshis.
- ADN Telecom Limited and Lub-rref (Bangladesh) Limited have conducted Road Show for the forthcoming Initial Public Offer (IPO) under Book-Building Method on October 19, 2017 at Le Meridien (Grand Ballroom) and December OS, 2017 at Radisson Blu Dhaka Water Garden and respectively.
- Bangladesh Securities and Exchange Commission (BSEC) has approved the Tk 7.0 billion non-convertible subordinated bond to be issued by United Commercial Bank (UCB). The tenure of the bond will be seven years. The units of the bond will be sold to banks, financial institutions, insurance companies, corporate bodies, asset management companies, mutual funds and high net worth individuals through private placements. IDLC Investment Limited will act as the trustee of the bond. DSE and CSE Market Update November 0 1,2017 to December 14,2017.

## DSE & CSE Market Update

The benchmark index of Dhaka Stock Exchange (DSEX) was up by 2.60% during the period. The daily turnover was highest on November 14, 2017. Changes in indices of DSE (from November 0 I, 2017 to December 14, 2017)

| Index | Open | Close | Point Change | % Change |
|---|---|---|---|---|
| DSEX | 6072.33 | 6230.02 | 157.68 | 2.60% |
| DSES | 1316.25 | 1376.58 | 60.33 | 4.58% |
| DS30 | 2188.993 | 2247.18 | 58.19 | 2.66% |

The benchmark index of Chittagong Stock Exchange (CSE50) was up by 2.56% during the period. The daily turnover was highest on November 12, 2017. Changes in indices of CSE (from November 0 I, 2017 to December 14,2017)

| Index | Open | Close | Point Change | % Change |
|---|---|---|---|---|
| CASPI | 18829.85 | 19274.22 | 444.37 | 2.36% |
| CSCX | 11392.94 | 11648.34 | 255.4 | 2.24% |
| CSE50 | 1416.41 | 1452.62 | 36.21 | 2.56% |
| CSI | 1213.92 | 1246.15 | 32.23 | 2.66% |

Total market capitalization of DSE increases by 2.23% to Tk. 4205.81 billion as on December 14,2017 from Tk. 41 10.43 billion on November 0 I, 2017. On the other hand, Total market capitalization of CSE increases by 2.41 % to Tk. 352.18 billion as on December 14, 2017 from Tk. 343.89 billion on November 0 1,2017.

## Disclaimer:

All information and analysis contained in this article have been complied and analysed from publicly available information. However, It does not make any representation or warranty (express or implied) or accepts any responsibility or liability as to, or in relation to, the accuracy or completeness of the information and opinions contained in this article or as to any information contained in this article or any other such information or opinions remaining unchanged after the issue thereof.

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# 5.9 ENVIRONMENT RELATED INITIATIVES

## Serious challenges face our world today

The statistics emerging from multilateral institutions are alarming. The United Nations' 'World Population Prospects: The 2017 Revision' Report reveals that with roughly 83 million people being added to the world's population every year, the planet will be inhabited by close to 9 billion people by 2030. In 1950, global population was at 2.5 billion. The pressure that will befall on resources such as food, energy, habitations and livelihood is obvious and to say the least, frightening. In other words, these are also the resources of the future that are being snatched away from the generation to come.

'The State of the Global Climate' brought out by the World Meteorological Organization confirms that 2016 was indeed the warmest in recorded history of the planet, with temperatures soaring 1.1°C above the pre-industrial period. The report also indicated that atmospheric carbon dioxide reached new highs at 400.0 ±0.1 ppm at the end of 2015. Severe droughts and floods also displaced hundreds of thousands of people. The fury of climate change continues unabated and exacerbates the plight of the poor manifold.

In Davos in 2016, the world also woke up to a shocking report by Oxfam that the wealth of only 8 individuals equalled that of almost half of humanity – roughly 3.7 billion people in the world. It is well acknowledged that such income inequities, among people and nations, are at the root of growing social unrest, criminal activity and even terrorism. Fuelling such inequities even further is the global unemployment rate which is expected to rise even further according to the reports of the International Labour Organisation. Despite the extraordinary gains made in living standards in the Asia Pacific, hundreds of millions are still excluded from the benefits of rapid economic growth. Without access to basic social services, they are vulnerable to illness, unemployment and the region's increasingly devastating natural disasters.

As per the Asian Development Bank (ADB), in Bangladesh, as much as 31.5% of the population lives below the national poverty line (2010). The proportion of the employed population below $1.90 purchasing power parity a day is pegged at 73.5% (2010) and for every 1,000 babies born in Bangladesh in 2015, 31 died before their first birthday. Hence, it is imperative that a social developmental agenda is created that involves people and their communities, organizations, institutions, societies and governments in all poverty relief activities. The aim should be to reduce poverty, inequality and vulnerability among the poor.

## Our Strategic Response

At Green Delta Insurance, we are increasingly focusing on leveraging the value of our products and solutions to drive environmental and social benefits that help mitigate the risks that our country faces today. We are also working closely with the Bangladesh government, focusing on meeting their legislative objectives with the overall well being of the nation in mind.

In this context, Green Delta has also taken up several initiatives to spread insurance in a country that has a population of over 160 million and where insurance penetration is less than 1% and 52% of the population consists of women. The Company believes in working in tandem with all the stakeholders to spread awareness among the masses on the importance and benefits of insurance. Moreover, Green Delta is the only Company in Bangladesh to sign the Women's Empowerment Principles (WEP) of the UN Global Compact. It has been recognized by the body for its stellar role in contributing to women empowerment. The seven principles of WEP include:

- Establish high-level corporate leadership for gender equality.
- Treat all women and men fairly at work – respect and support human rights and non-discrimination.
- Ensure the health, safety and well-being of all women and men
- Promote education, training and professional development for
- Implement enterprise development, supply chain and marketing practices that empower
- Promote equality through community initiatives and advocacy.
- Measure and publicly report on progress to achieve gender

When it comes to innovation and risk-taking, insurance, of course, has a critical role to play. And perhaps most importantly of all, insurance gives entrepreneurs the economic protection they need to take calculated risks. And this protection supports greater risk-taking across the whole economy.

At Green Delta Insurance, we have also taken initiatives to promote online and digital insurance by joining hands with banks and mobile payment platforms. We also developed the Nibedita app for mobile phones for easy access. Moreover, with the growth in the information and communication technology sector in Bangladesh, including the recent setting up of a hi-tech park, there exists an enormous opportunity to tap into.

At our Company, we are also increasingly envisioning a future that is green, sustainable and inclusive and this is the direction we have chosen to take for ourselves even as we focus on our vision of 'insurance for all' and foresee a country where citizens recognise the value of insurance to their financial and social well being.

With an eye on the future, we are also working with the Bangladesh government on their 'Vision 2021' platform that aims to develop the country into a modern economy through the efficient use of information and communication technology. This goal, described as 'Digital Bangladesh', is aligned with fostering growth of the country's ICT sector that is growing at an estimated 20% per year. One of the strategic goals of Vision 2021 is to expand broadband to 40% in 2021. With this explosion of digital access, cyber security will be a risk to watch out for and we are also closely monitoring the developments in this field.

At our Company, we believe that green businesses are socially and environmentally responsible. Green companies embrace principles and practices that protect people and the planet. They challenge themselves to weave together the goals of social and economic justice, environmental sustainability as well as community health and development, into all of their activities — from assessing risk to employee relations to customer service.

Green businesses also care for their workers. They ensure they don't use child labor or engage in practices that are in deviation with the law. Everyone who works directly for them operates in healthy conditions. These enterprises create jobs that empower workers and honour their humanity. They also serve as models for the role businesses can play in the transformation of our society to one that is socially-just and environmentally-sustainable.

At Green Delta Insurance, we have been relentlessly promoting green insurance for such businesses. As a prudent, forward- looking practice, we take up only those projects that are environmentally-compliant and sustainable. We are also pursuing paper-less operations even as we firmly believe that saving on and optimizing the usage of resources is a key towards achieving a sustainable environment, both internally and externally. This is also why we promote the usage of emails, meetings through video-conferencing and the Intranet for internal communication.



# 5.10 ENVIRONMENTAL & SOCIAL OBLIGATION

## Environmental and Social Obligation

As a Company that reconciles its operations with the needs of the planet (sustainability), we are strongly of the opinion that sustainable businesses are the businesses of the future. In this context, aligning the 3P concept (People, Planet and Profit) to our operations, we look at issues holistically and with a long-term lens to drive the maximum benefits for our stakeholder ecosystem.

**People:** We believe that our people are our core assets. In this context, we reinforce our human resource capacities and capabilities in ensuring a motivated and loyal workforce while also simultaneously providing them with career progression benefits. For the other key stakeholders in our ecosystem, we maintain an ongoing dialogue with them, informing them of key developments while also disseminating information on material developments.

**Planet:** We foster a culture of developing the most relevant products and services that not only suit the needs of our customers but also fit into the purposes demanded by our planet. We only choose to work with green enterprises towards cultivating an emphasis on environmental protection and preservation. We also align the impact of our organization with the outcome demanded by the Sustainable Development Goals.

**Profit:** We are proud of the fact that our relentless social and environmental efforts and initiatives have created robust business stability and sustainability, reflecting in the ultimate measure of our performance – our net profit. Our net profit stood at Taka 24.31 crore in 2017, which -2.2 % the previous year.



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# 5.11 INVESTOR-FRIENDLY INFORMATION

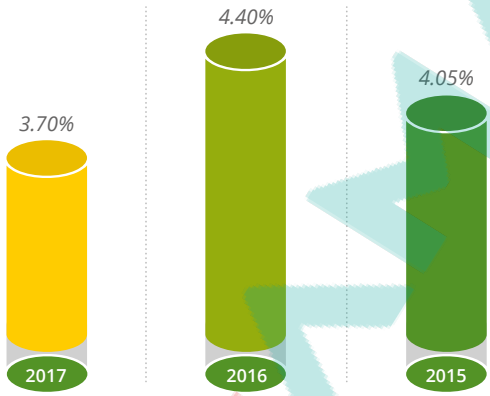
## DU-PONT Analysis

| Particulars | 2017 | 2016 | 2015 |
|---|---|---|---|
| ROE | 3.70% | 4.40% | 4.05% |
| Net Profit Margin | 7.38% | 7.86% | 7.64% |
| Total Asset Turnover | 4.14% | 4.07% | 4.40% |
| Financial Leverage | 34.86% | 34.29% | 25.69% |
| Operating Profit Margin | 12.14% | 12.18% | 10.15% |

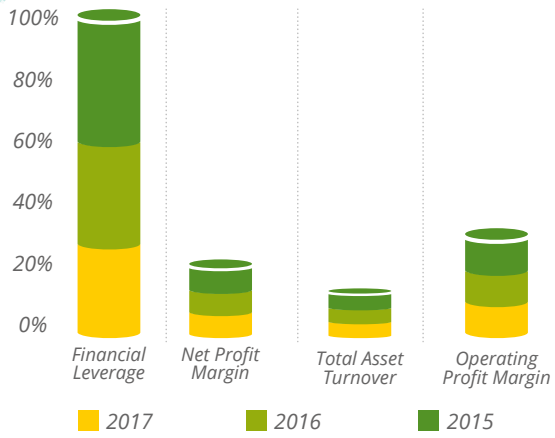
According to DuPont analysis, ROE is affected by three things, operating efficiency, which is measured by profit margin; asset use efficiency, which is measured by total asset turnover; and financial leverage, which is measured by the equity multiplier.

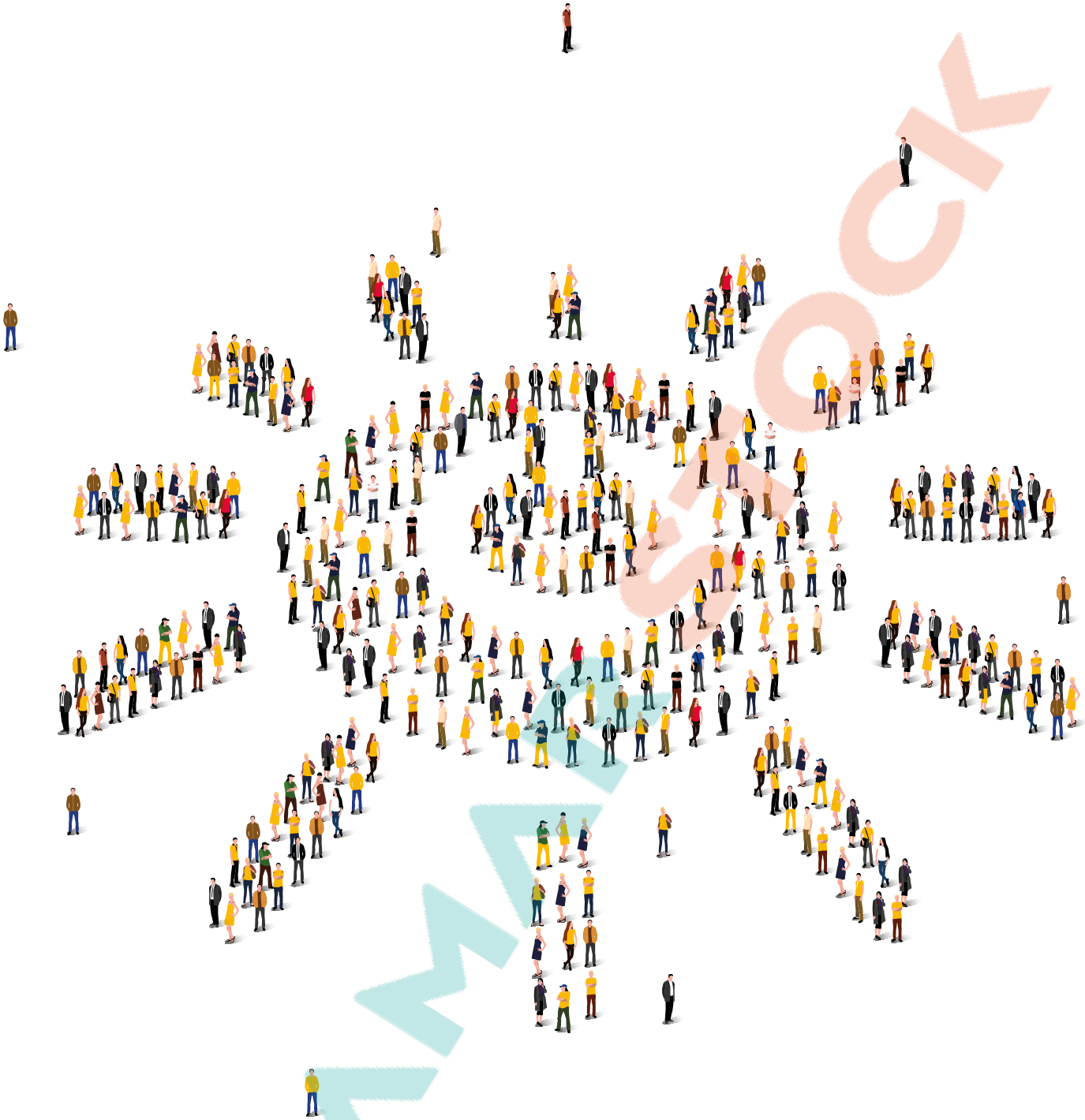
The higher the value of all components of DuPont analysis the higher the positive impact on return on equity. Net profit margin consists of three important components namely operating profit margin, effects on non-operating items and tax effects as mentioned in second level break down.

### Return On Asset




### Du-pont Analysis





7 AFFORDABLE AND CLEAN ENERGY

## Ensure access to affordable, reliable sustainable and modern energy for all

Recently Green Delta Insurance Company has launched South Asia's first customized insurance scheme solely for women- "Nibedita". To promote gender equality this scheme will serve the women by providing trauma allowances and make them braver and self-independent. With the recent launch of Nibedita official app, Green Delta intends to grow this scheme as a one stop platform for other services too in the upcoming years. Women with Nibedita policy will be able to avail legal service, financial service, health service and many more services via the app.

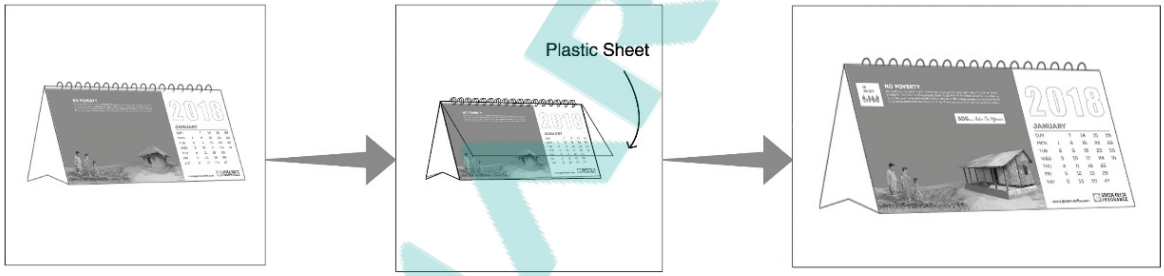
# 6.1 REPORT ON SUSTAINABLE DEVELOPMENT GOALS (SDG) – **OUR SLANT TO SDG**

Sustainability Development Goals, also known as SDG are then glimpse of hope mostly for developing nations like ours. While the global disparity exists and many nations have moved forward, there are nations around the world still dealing with the urgency of eradicating hunger, attaining proper education for both the genders, gender equality in all the fields. SDGs have also been designed to save the planet, imposing proper environmental rules ensuring less damage.

Green Delta has incorporated the SDGs in our Corporate Strategic Objectives and working relentlessly to help our country achieve the goals by 2030.

Green delta has introduced hand-made calendar solely concentrated on SDG. This was the first of its kind. The calendar showed how SDG can make a huge difference in our lives. Every page comes with an extra transparent sheet. Without the transparent sheet the page gives us the view of life without SDGs. When we place the transparent sheet over the main sheet, the pictures changes and show us how SDGs can change our lives and the environment. This concept got appreciation from different public and private organizations.

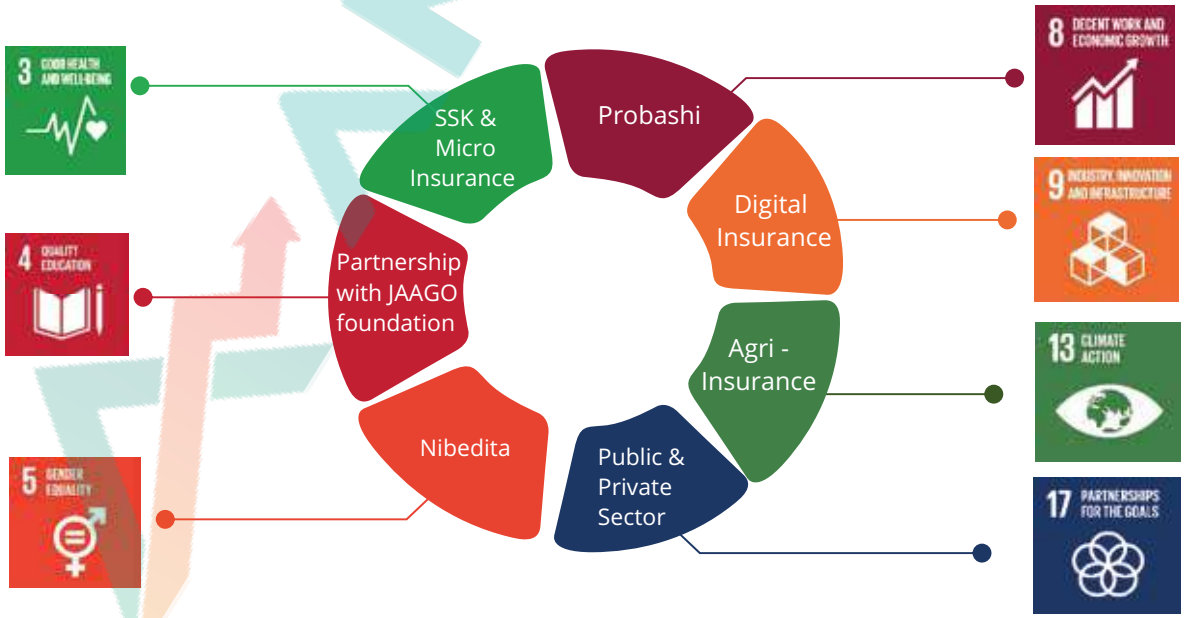
Green Delta has differentiated itself amongst a very competitive market through innovation of new products and services, enhancing our value and winning the war for talent in the process. They have an array of products and insurance awareness building activities lined up to fulfil this aspiration, namely Health Insurance, Personal accident policy, People's personal accident policy (for students), Nibedita, Cellular phone insurance, and Overseas mediclaim insurance to name a few.




**Step 1**
Place the calendar on the surface without the plastic sheet on the front. What you see is the condition without SDG.

**Step 2**
Bring the Plastic Sheet on the Front.

**Step 3**
The Calendar is now complete and you will find the improved condition and the difference SDG makes in our lives.



## Good Health & Well-being (SDG 3):

**SSK (Shasthyo Surokhsha Karmasuchi)**

SSK (Shasthyo Surokhsha Karmasuchi) is the social health protection scheme developed by the Health Economics Unit (HEU) of the Ministry of Health and Family Welfare (MoHFW) with support from German Development Cooperation through the KfW Development Bank. Green Delta is the scheme operator for this project. SSK strongly supports SDG 3 and this is a dream project of Honourable Prime Minister Sheikh Hasina. The micro health insurance model of SSK is inspired from RSBY health insurance model of Government of India and



after successful implementation of SSK pilot project, this innovative model will be implemented all over the country to build up a workable infrastructure and penetrate the insurance market more aggressively.

**Important justifications for the SSK scheme are as follows:**

Will mobilise additional resources

Will improve efficiency and effectiveness of health care financing through risk pooling and innovative payment mechanisms

Will improve accessibility to quality health care and reduce financial burden (out of pocket payment) related to health problems for the poor.

**Micro health Insurance:**

**Niramoy & Shudin**

Health services and modern medicines are out of reach for over one billion people globally. In many countries, including Bangladesh, barriers to public-health facilities force the poor to pay for healthcare out-of-pocket, often driving the poor further into poverty.

**Niramoy Micro Health Insurance**

With its legacy of innovation, GDIC and In association with Institute of Micro Finance (INM) has taken oath in 2012, to deliver best health care services along with the Health Insurance to the rural people. In this consequences GDIC and INM Jointly started the "Niramoy Micro Health Insurance "at Mymensingh. Micro Health Insurance (MHI) is one such innovation, which relies on pooling the risk as well as the available resources for the provision of affordable care.

**Shudin: Micro Health Insurance**

The Shudin Micro Health Insurance Scheme is new approach to the Bangladesh Insurance sector where around 6.5million Garment workers and their households will be directly beneficiary of the scheme. Under UN's Sustainable Development Goal # 3: Good Health & Well Being, Bangladesh is driving towards that Goal through Universal Health Coverage (UHC).

## Quality education (SDG-4)

To empower the youth and children to become active citizens and future leaders of the country, Green Delta Insurance Company Ltd. has recently signed an agreement with JAAGO Foundation. Under this agreement Green Delta will sponsor a class of JAAGO comprising 40 students and take responsibility for their education and relevant expenses from reception to graduation. They will be known as Green Delta kids.




## Gender Equality (SDG-5)

Nibedita- Pathway to a stronger Economy through Gender Equity

***"Empowerment is an active, multi-dimensional holistic process which ensures women to realize***

***their full identity and power in all spheres of life. Power is not a commodity to be transacted nor can it be given away. Power has to be acquired and once acquired it needs to be and once acquired it needs to be exercised, sustained and preserved (Pillai, 1995)."***

**Current Statistics on Women in Bangladesh:**
Here's some crucial information according to Economic Policy Paper on Women Entrepreneurs in Bangladesh:

| Status | Female |
|---|---|
| RMG Personnel Counts | 80% |
| RMG contribution in GDP | 4% on a scale of 5% |
| Urban Housewives | 24.5% |
| Rural Housewives | 18.8% |
| Urban employed | 2.5% |
| Rural employed | 7.3% |

According to the Report on the Bangladesh Literacy Survey, 2010.BBS-

**200 thousand women are working abroad**

**7.8 Million are working young women ( As of 2010)**

**Total women in Job sector- 10.62 Million**

**4.9 Million new women are in job sector**

**Women un-employment rate is 5.80% (Previous 7% - 2006)**

The concept of Nibedita has been recognized internationally by UN Global Compact and Ms. Farzana Chowdhury has been selected as one of the 10 Local SDG Pioneers for promoting Women's Economic Security and Gender Equality.

Nibedita is working to bring together women from all walks of life so they can be of help to each other through sharing experiences and best practices. Nibedita, which is a comprehensive Insurance scheme for women, launched by Green Delta Insurance, the first AAA rated and leading Insurance Company in Bangladesh had something unique to offer. Nibedita is the first female insurance product in South East Asia. Living in a male dominated society it's often a challenge for women to live independently and be empowered.



**Impacts-**
The main idea behind Nibedita is that women empowerment is the pre-requisite for socio-economic development of a country. Bangladesh, being a developing country with a consistent growing economy has seen a sharp rise in women being more involved in economic activities in both micro and macro levels. As a result issues such as gender equality and women empowerment, amongst others, are widely discussed. This eventually brought the concept of Nibedita to cater to the needs of women and make them more self-dependent.

## Decent Work & Economic Growth (SDG-8)

Probashi- Insurance for Migrant workers:
Green Delta insurance strongly support SDG 8 through Probashi which is a comprehensive insurance scheme for migrant workers. This scheme ensures the migrant workers, who are considered as the force behind the economic growth of the country, are able to safeguard their future, both for themselves and their families.

Migrants, especially those who are unskilled and undocumented, often work under limited social protection, with poor access to health and other social services, and at risk of exploitation. The International Convention on the Protection of the Rights of All Migrant Workers and the Members of Their Families1 was adopted by the United Nations (UN) General Assembly in 1990.

However, as of 2016, it was ratified by only 48 UN Member States, most of whom are source countries of international migration. Article 25 of the Convention – which indicates that migrant workers shall enjoy treatment (health) not less favorable than that which applies to nationals – has yet to be fully implemented by States parties to the Convention.

## Industry, Innovation & Infrastructure (SDG 9):

**Digital Insurance:**
Being the industry leader we always drive our initiatives with innovation to match the challenge of this era and address the national issues.

In alignment with Bangladesh Government's Digital Bangladesh concept we have already transformed our business model with state of the art IT infrastructure and working relentlessly to elevate the insurance industry digitally. Being a proud flag bearer of the UN Global Compact's SDGs, we believe it's our duty to transform the insurance sector with the Help of ICT Ministry, our regulator and related stakeholders.

Bangladesh Insurance Industry is a largely untapped sector with huge potentials to grow. Currently few companies are trying to bring innovation in the sector, Green Delta being at the top of the list.

Green Delta Insurance has already created a strong platform to make insurance payments and buy insurance policies online. This is saving customers' valuable time, money and energy.

## Climate Action (SDG-13)

**Weather Index based Agri Insurance: Hedging the weather related risk**

Green Delta is engaging IFC to provide the services for development and deployment of insurance products to address weather-related risks faced by both lenders and farmers in Bangladesh. It will also strengthen technical and financial capability to administer the insurance products that will eventually help remove the constraints of credit expansion to Farmers. The Project will aim to conduct pilots in various areas on various crops in Bangladesh.



**INDEX BASED INSURANCE PRODUCT**

To design index-based insurance product for crops, and one index-based individual insurance product to mitigate the risks faced by input farms, agri-lenders and individual farmers arising from weather event.

**MITIGATING FIELD RISK**

To mitigate the field risk arising out of weather event based on farmer's information, implementing the weather index insurance product to solve these issues

**IMPROVE INDEX INSURANCE**

To improve index insurance product through enhanced technologies: loss assessment using parametric index solutions; and automation of claims settlement processes.

**STRATEGIC OBJECTIVE**

## EXPECTED OUTPUTS

- **Market demand based product with close contact with the clients and stakeholders feedback while designing the product**
- **Specific coverage for weather events such as excess / no rainfall, high / low temperature, dry spell, wet spell and so on.**
- **Field loss assessment is eliminated**
- **Fast and easy claim settlement process.**
- **Easy assessment of Trigger Point with Weather Data**
- **Transparent process.**

**Green Insurance**

For consumers and business owners committed to "going green", a wide range of insurance options is now available around the world. Green Delta has taken an initiative (research level) to introduce some of the innovative, eco-friendly products, services and discounts offered by many insurers.

**Alternative fuel discounts: If car uses an alternative energy source, such as biodiesel, electricity, natural gas, hydrogen or ethanol, you could be eligible for a discount on your premium**

**Vehicles Hybrid discounts: To offer premium discounts of up to 10 percent for those who drive hybrid vehicles**

**Pay as You Drive (PAYD) programs: In this program, a device or sensor in the car tracks miles driven, as well as speed**

**Business: Green commercial property insurance policies and endorsements, some of which are directed at specific segments of the business community such as manufacturers**

## Partnerships for the Goals (SDG 17):

Green Delta believes in driving the global goals with strong partnerships. We have made strong partnerships with local and international entities supporting the SDG 17 both in public and private sectors. Our major support partners include:






**ACCESS TO INFORMATION (A2I) OF PRIME MINISTER'S OFFICE**

To provide insurance services to the doorsteps of rural areas Access to Information (a2i) program of Prime Minister's Office and Green Delta Insurance Company Limited has signed a Memorandum of Understanding.

Through this Green Delta Insurance will provide Insurance Services from the Union Digital Centers all over the country.

**SHASHTHYA SUROKHHA KARMASHUCHI (SSK) OF HEALTH ECONOMICS UNIT, MINISTRY OF HEALTH & FAMILY WELFARE**

SSK is an initiative toward attaining the Health Care Financing Strategy to ensure health care for the marginalized people.The concept is pioneered by the Health Economics Unit (HEU) of the Ministry of Health and Family Welfare (MoHFW).

Green Delta Insurance Company Ltd is working as the proud Scheme Operator of this one-of-its-kind project in Bangladesh.

**INTERNATIONAL FINANCE COMPANY, WORLD BANK**

Green Delta Insurance is the only insurance company of the country with IFC, World Bank equity partnership. IFC is also a partner for the Weather Index Based Agri Insurance of Green Delta.

**ICT DIVISION, MINISTRY OF POST, TELECOMMUNICATIONS AND ICT**

Green Delta Insurance signed a Memorandum of Understanding with the Information & Communications Technology (ICT) Division of Government of Bangladesh to promote the access to insurance services and educate mass about insurance through technology. This MoU heavily supported the movement of Digital Insurance. Also the national help desk (999) will be integrated with Nibedita (with the panic button feature) which is a comprehensive insurance scheme for women by Green Delta Insurance.

**BASIS**

Green Delta Insurance and Bangladesh Association of Software and Information Services (BASIS) has signed a Memorandum of Understanding at the capital. Under this MoU, the member organizations of BASIS will get a tailored Health Insurance Product for their employees

**DNET**

GDIC signed an agreement with Dnet's iSocial (Infolady Social Enterprise Limited) – a social enterprise for bridging marginalized community and market through digital innovations and a last mile delivery network. Under this agreement the Kallyani formerly known as 'Infolady' will act as an active agent of Green Delta Insurance and sell the Nibedita (comprehensive insurance scheme for women), PA (Personal Accident) and PPA (Peoples' Personal Accident) to the rural underserved people,



8 DECENT WORK AND ECONOMIC GROWTH

## Promote inclusive and sustainable economic growth, employment and decent work for all

Green Delta Insurance Company has always believed that decent work is the key to economic growth. Anywhere in the world, a crucial step away from poverty is being able to find fairly paid and secured work with safe working conditions. Creating decent work opportunities for everyone can boost the annual economic growth.

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

## General Insurance Claim

**Preface:**

Insurance is a contract in terms of which the insurer undertakes to indemnify the policyholder ('insured') in accordance with the cover detailed in the policy The claim department can be seen as the 'Shop Window' of the insurance company. This is where an insurer will be judged. It is only upon submitting a claim that the insurance purchaser discover the value of the 'promise to pay' they have bought. Insurance document is an evidence of contract whereby 'contract certainty' is achieved by both parties to the contract i.e. the insured and the insurer. This document / policy has to deal with terms, conditions, provisions, exclusions, exceptions including warranties relating to the class. Insurance policy should maintain clarity as well as correctness in terms of grammar so as to maintain unqualified interpretation which of course avoids misunderstanding & confusions in assessment of loss and determine the proximate cause of loss.

Policy schedule holds utmost importance to avoid misunderstanding, misconception with the insured. In describing all relevant particulars should be complete in itself and self-explanatory.

## The Claims Process

Every claim from the most straight forward small loss to the most complex third party claim, must progress through a number of stages. Staffs and officers of Green Delta Insurance Company Ltd. always alert in 24-hrs to receive claim intimation over phone or email and immediately we advise competent surveyor to rush over there and take all evidence from the very beginning of a mishap until finalization of a report. Meanwhile, we require preliminary report to provide a note of possible liability on the occurrence. On receipt of the relevant papers/documents from the insured/client at the same time receipt of survey report our management put highest effort to fulfil satisfactory claim settlement within the purview of relevant insurance policy. Simultaneously we provide necessary information to reinsurance department to fulfil their part of responsibility with due promptness.

The difference between claims management and claims handling: The key distinction is between management and handling. Claims management encompasses following ideas:

- The carrying out of the entire claims process from notification to review of performance
- Including within the review of performance the monitoring of claims expenses, legal costs and claims settlements.
- For self-insurers the review of performance would include attempting to minimize future losses in order to reduce claims cost.

Nevertheless, claims management may define as: the carrying out of the entire claims process with a particular emphasis upon the monitoring and lowering of claims costs.

The phrase 'claims handling' was the traditional term for insurance companies handling the various stages of the claim process. Critically, however, it encompasses none of the risk management issues and instead emphasis the functions of claims review, claim investigation and claim negotiations – arguably the most problematical elements of claims work. We can define claims handling as: the original term for handling the claim process with emphasis upon claim review, investigation and negotiations, but excluding risks management issues.

**The Role of Claims Department:** The claims department is one of the key departments of an insurance company. The claims department has main roles:

- **Strategic role:** to provide the insurance/ reinsurance company with a high quality of service so that it can differentiate itself from its competitors for even to outsource this function if it is unattainable in-house.

- **Cost monitoring role:** to ensure that the amount paid on any claim is contained within the parameters of the contractual relationship as far as possible.
- **Service:** to meet or exceed customers' expectations regarding the quality of service, with particular regard to the speed, manner and economic efficiency of the service.
- **Management:** to meet or exceed the standards of service set and to operate within budget.

**Reinsurance & Claims Handling:** the vital difference between insurance claims handling and reinsurance claims handling is that reinsurance claims handling involves negotiation between two insurance specialists in a business environment where a continuing business relationship may exist. Insurance claims handling, in comparison, often involves an insurance specialist negotiating with a member of the public where a continued relationship is unlikely if the claim settlement falls to meet the insured's expectations. However, in the case of large insurance claims, insurance specialists or lawyers are likely to represent both the insured and the insurer. Similarly, where large and/or problematic reinsurance claims are involved, specialists such as reinsurance consultants are likely to be engaged.

To conclude the claims department should also bear in mind the under noted factors, which are essential in claims management as well as claims handling: the factors are detecting fraud, lowering the cost and avoiding litigation.



# 7.2 DISCLOSURES PERTAINING TO **SOLVENCY MARGIN**

## GREEN DELTA INSURANCE COMPANY LIMITED

Assets, Liabilities and Solvency Margin
For the year ended as at 31 December 2017

*BDT in million*

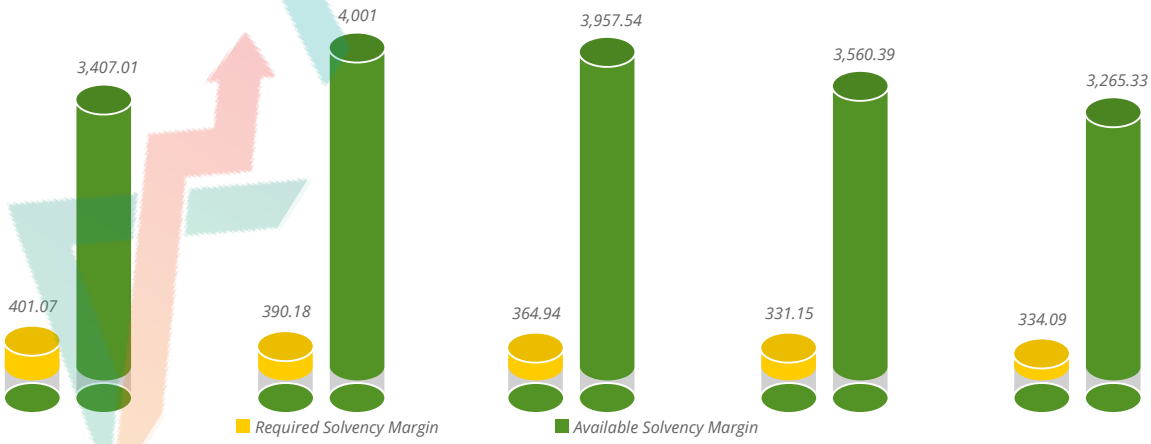
| Sl | Class of Business | Net Premium | Gross Premium | Factor | G.P. After application of Factor | 20% of GPF | 20% of NP | 20% of (NP& GPF) which is higher |
|---|---|---|---|---|---|---|---|---|
| 1 | Fire | 401.09 | 1,553.02 | 0.50 | 776.51 | 155.30 | 80.22 | 155.30 |
| 2 | Marine Cargo | 825.95 | 979.95 | 0.70 | 685.97 | 137.19 | 165.19 | 137.19 |
| 3 | Marine Hull | 19.28 | 144.85 | 0.50 | 72.43 | 14.49 | 3.86 | 14.49 |
| 4 | Motor | 175.89 | 194.93 | 0.85 | 165.69 | 33.14 | 35.18 | 35.18 |
| 5 | Misc | 102.15 | 420.80 | 0.70 | 294.56 | 58.91 | 20.43 | 58.91 |
| | **Total** | **1,524.36** | **3,293.55** | | | | | **401.07** |

| | | |
|---|---|---|
| **Total asset Per Balance Sheet** | | 9,843.85 |
| Less: | | |
| Amount Due from Others | 1756.21 | |
| Outstanding Premium | 146.8 | |
| Furniture & Fixture | 41.89 | |
| | | 1,944.90 |
| **(A) Total Asset** | | 7,898.95 |

| | |
|---|---|
| **Solvency Margin Available (A - B)** | **3,407.01** |
| **Required Solvency Margin** | **401.07** |

| **Total Liabilities** | |
|---|---|
| Sundry Creditors | 764.56 |
| Amount due to others | 966.06 |
| Provision for income tax | 64.68 |
| Deposit Premium | 105.76 |
| Reserve for Unexpired risk | 617.68 |
| Bank Loan | 713.01 |
| Reserve for exceptional Loss | 1,260.19 |
| **(B) Total Liabilities** | **4,491.94** |

### Comperative Statemenr of Solvancy Margin



# 7.3 ACCOUNTING RATIOS PERTAINING TO INSURANCE SECTOR

| Particulars | 2017 | 2016 | 2015 | 2014 | 2013 | 2012 | 2011 | 2010 |
|---|---|---|---|---|---|---|---|---|
| (% ) of Reinsurance Premium Ceded on Gross Premium | 53.72% | 58.21% | 58.40% | 54.42% | 49.61% | 53.42% | 63.34% | 61.51% |
| R/I Commission Earned on Gross Premium | 10.28% | 14.29% | 11.25% | 7.36% | 7.05% | 8.16% | 9.27% | 8.06% |
| R/I Commission Earned on Net Premium | 22.21% | 34.19% | 27.05% | 16.15% | 13.99% | 17.52% | 25.28% | 20.93% |
| Net Claim Incurred on Gross Premium | 11.27% | 10.57% | 10.00% | 12.93% | 14.26% | 7.76% | 5.21% | 5.87% |
| Net Claim Incurred on Net Premium | 24.35% | 25.30% | 24.03% | 28.36% | 28.29% | 16.66% | 14.20% | 15.25% |
| Underwriting Result on Gross Premium | 12.14% | 12.18% | 10.15% | 11.41% | 11.03% | 11.45% | 5.28% | 4.98% |
| Underwriting Result on Net Premium | 26.24% | 29.13% | 24.41% | 25.03% | 21.88% | 24.58% | 14.40% | 12.94% |
| Management Expense (Revenue) on Net Premium | 39.97% | 44.28% | 42.86% | 45.59% | 34.10% | 33.29% | 43.15% | 41.28% |
| Combined Ratio on Gross Premium | 50.95% | 51.39% | 50.46% | 56.22% | 51.82% | 42.99% | 43.44% | 46.12% |
| Combined Ratio on Net Premium | 110.09% | 122.97% | 121.30% | 123.32% | 102.83% | 92.29% | 118.50% | 119.83% |

| Particulars | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|---|
| External Liability Ratio | 54% | 52% | 35% | 36% | 42% |
| Internal Capital Generation Ratio | 3% | 3% | 3% | 3% | 3% |
| Exceptional Loss Reserve to Net Premium | 83% | 90% | 86% | 81% | 66% |
| Capital & Fund to total Assets | 65% | 66% | 74% | 74% | 71% |
| Retention Ratio | 46% | 42% | 42% | 46% | 50% |
| Premium to Equity | 51% | 56% | 53% | 55% | 58% |
| Gross Underwriting Margin Return | 26% | 29% | 24% | 25% | 22% |
| Return on Average Assets (ROAA) | 2% | 3% | 3% | 4% | 4% |
| Return on Average Equity(ROAE) | 4% | 4% | 4% | 5% | 5% |

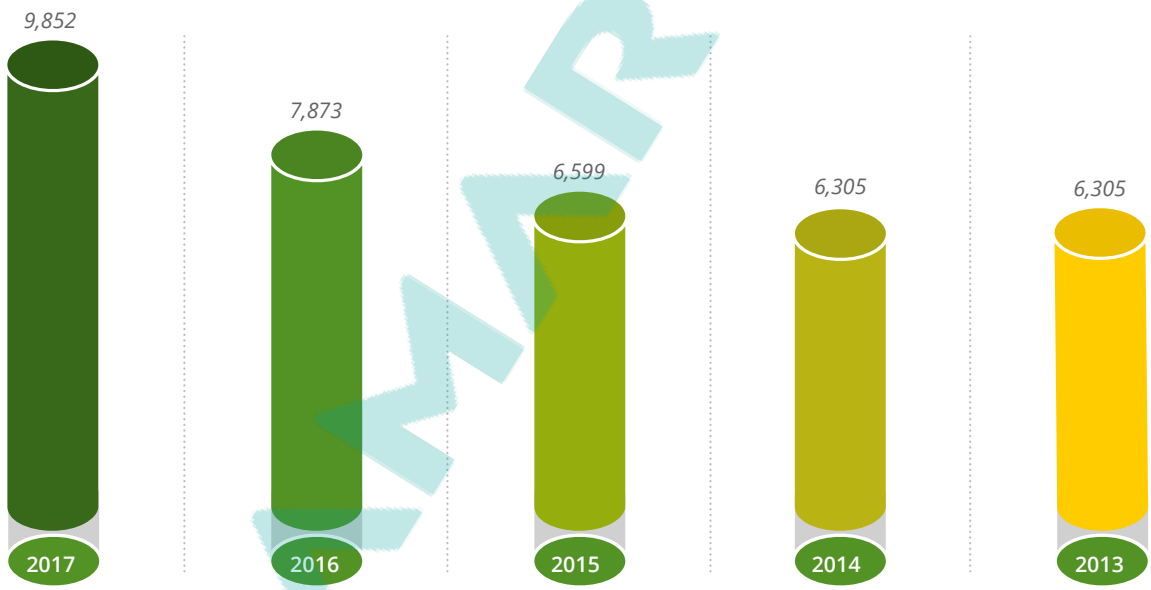
# 7.4 REVIEW OF ASSET QUALITY

Position of the Total Asset

*BDT in Million*

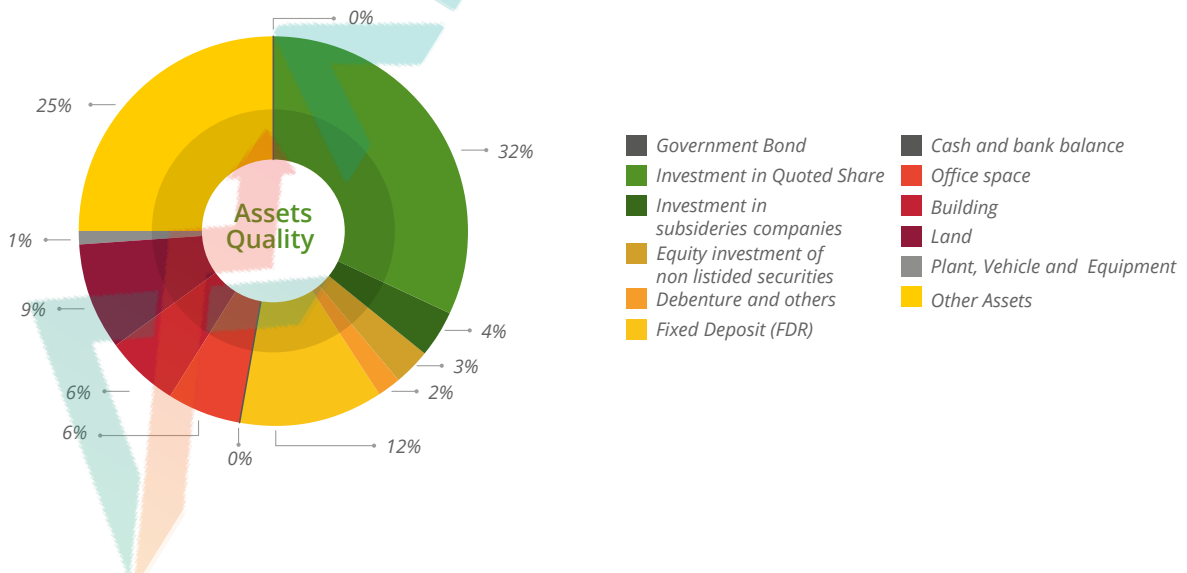
| Particulars | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|---|
| Investment | 4,032 | 3,492 | 2,392 | 2,197 | 2,197 |
| Cash & Cash Equivalent | 1,170 | 975 | 1,181 | 1,201 | 1,201 |
| Fixed Asset | 2180 | 2,237 | 2,084 | 2,040 | 2,040 |
| Other Asset | 2,471 | 1,169 | 942 | 868 | 868 |
| **Total** | **9,852** | **7,873** | **6,599** | **6,305** | **6,305** |

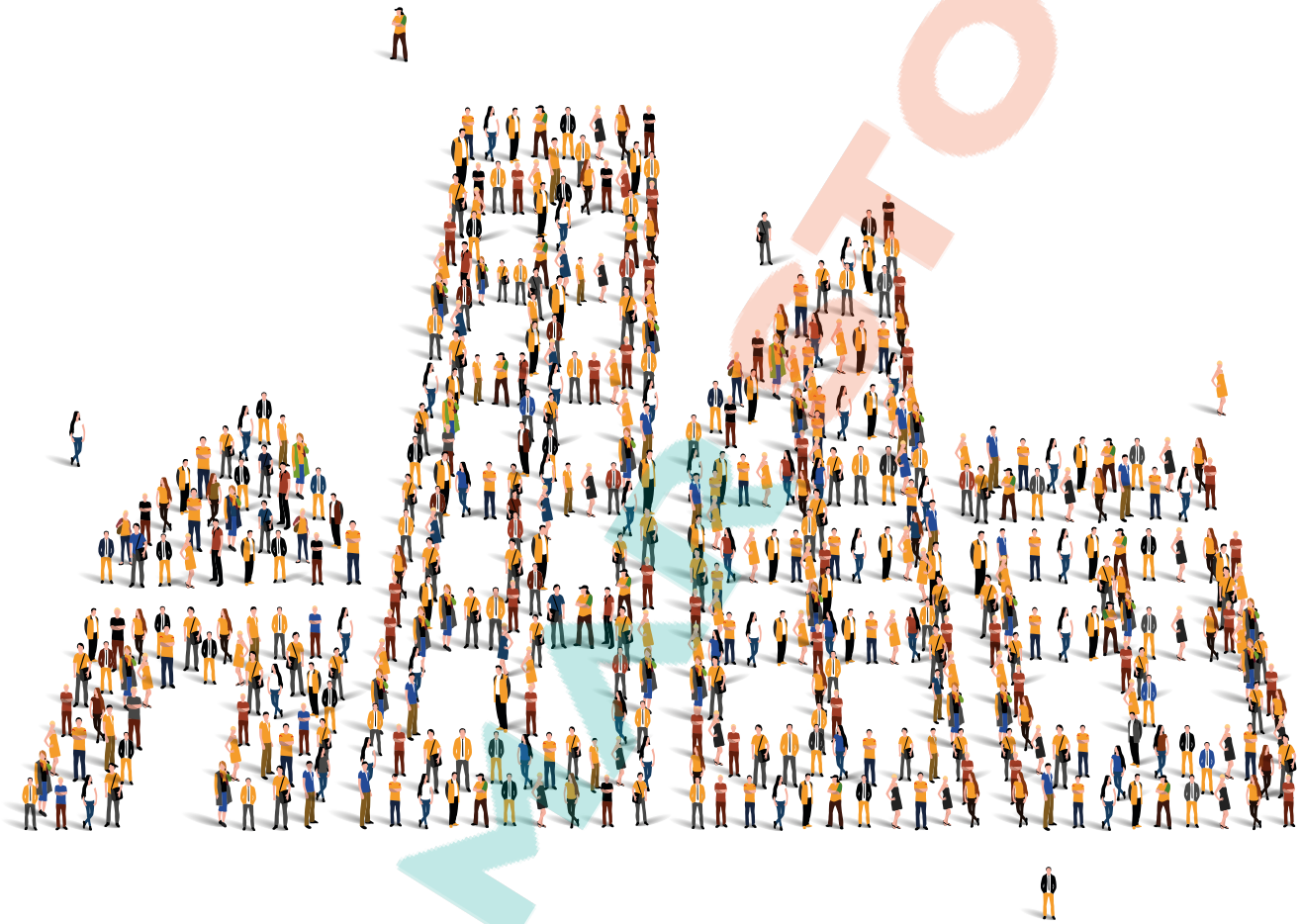
## Position of Total Asset BDT in Million



*BDT in Million*

| Particulars of Assets | 2017 | | | Total (%) | Growth (%) | 2016 | | | Total (%) |
|---|---|---|---|---|---|---|---|---|---|
| | Short Term | Long Term | Total | | | Short Term | Long Term | Total | |
| Government Bond | - | 25.00 | 25.00 | 0.25% | 0.00% | - | 25.00 | 25.00 | 0.29% |
| Investment in Quoted Share | 3,093.09 | - | 3,093.09 | 31.42% | 31.17% | 2,358.05 | - | 2,358.05 | 27.46% |
| Investment in Subsidiaries Companies | - | 362.49 | 362.49 | 3.68% | 0.01% | - | 362.46 | 362.46 | 4.22% |
| Equity Investment of Non-listed Securities | - | 318.09 | 318.09 | 3.23% | 10.79% | - | 287.11 | 287.11 | 3.34% |
| Debenture and Others | 225.00 | - | 225.00 | 2.29% | -27.26% | 309.32 | - | 309.32 | 3.60% |
| Sub Total | 3,318.09 | 705.58 | 4,023.67 | 40.87% | 20.40% | 2,667.37 | 674.57 | 3,341.94 | 38.91% |
| Sub Fixed Deposit (FDR) | 1,134.45 | | 1,134.45 | 11.52% | -3.51% | 1,175.72 | - | 1,175.72 | 13.69% |
| Cash and Bank Balance | 35.32 | | 35.32 | 0.36% | -49.46% | 69.88 | - | 69.88 | 0.81% |
| Sub Total | 1,169.77 | - | 1,169.77 | 11.88% | -6.09% | 1,245.60 | - | 1,245.60 | 14.50% |
| Office Space | | 613.99 | 613.99 | 6.24% | 2.28% | | 600.28 | 600.28 | 6.99% |
| Building | | 597.71 | 597.71 | 6.07% | -3.93% | - | 622.17 | 622.17 | 7.24% |
| Sub Total | - | 1,211.70 | 1,211.70 | 12.31% | -0.88% | - | 1,222.45 | 1,222.45 | 14.23% |
| Land | | 859.97 | 859.97 | 8.74% | 0.00% | - | 859.97 | 859.97 | 10.01% |
| Plant, Vehicle and Equipment | | 108.22 | 108.22 | 1.10% | -15.17% | - | 127.57 | 127.57 | 1.49% |
| Other Asset | | 2,470.52 | 2,470.52 | 25.10% | 37.96% | 1,788.35 | 2.36 | 1,790.71 | 20.85% |
| Total Assets | 4,487.86 | 5,355.99 | 9,843.85 | 100.00% | 14.62% | 5,701.32 | 2,886.92 | 8,588.24 | 100.00% |








## Make cities inclusive, safe, resilient and sustainable

In 1990, there were 10 megacities in the world where in 2017 the number has reached to 37 and Dhaka is one of the top-dense megacities. Green Delta is providing all-round insurances that people need while living in a megacity. GDIC also believes that inclusive urban planning, ensuring affordable and safe houses and upgraded settlements of slums are the keys to give the megacities a sustainable look.

# 8.1.1 INDEPENDENT AUDITOR'S REPORT

## To the shareholders of Green Delta Insurance Company Limited

We have audited the accompanying consolidated financial statements of Green Delta Insurance Company Limited and its subsidiaries (together referred to as the "Group") as well as the separate financial statements of Green Delta Insurance Company Limited (the "Company") which comprise the consolidated and separate Balance Sheets as at December 31, 2017, consolidated and separate profit and loss account, consolidated profit and loss appropriation account, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

## Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements of the Group and also separate financial statements of the Company that give a true and fair view in accordance with Bangladesh Financial Reporting Standards (BFRSs) and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements of the Group and also separate financial statements of the Company that are free from material misstatement, whether due to fraud or error.

## Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements of the Group and the separate financial statements of the Company based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSAs). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements of the Group and the separate financial statements of the Company are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements of the Group and separate financial statements of the Company. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the consolidated financial statements of the Group and the separate financial statements of the Company, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of consolidated financial statements of the Group and separate financial statements of the Company that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements of the Group and the separate financial statements of the Company.

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

## Opinion

In our opinion, the consolidated financial statements of the Group and also separate financial statements of the Company give a true and fair view of the consolidated financial position of the Group and the separate financial position of the Company as at December 31, 2017 and of its consolidated and separate financial performance and cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRSs), give a true and fair view of the state of the company's affairs as at December 31, 2017 and of the results of its operations and cash flows for the year then ended and complies with the Companies Act 1994, the Insurance Act 2010, Insurance Rules 1958, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

We also report that:

a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;

b) in our opinion, proper books of account as required by law have been kept by the Group and the company so far as it appeared from our examinations of those books;

c) the company management has followed relevant provisions of laws and rules in managing the affairs of the company and proper books of accounts, records and other statutory books have been properly maintained and (where applicable) proper returns adequate for the purposes of our audit have been received from branches not visited by us;

d) as per section 63 (2) of the Insurance Act 2010, we report that to best of our knowledge and belief and according to the information and explanation given to us, all expenses of management wherever incurred and whether incurred directly or indirectly, in respect of insurance business of the Company transacted in Bangladesh during the year under report have been duly debited to the related Revenue Accounts and Profit and Loss Accounts of the Company;

e) We report that to the best of our information and as shown by its books, the company during the year under report has not paid any person any commission in any form outside Bangladesh in respect of any of its business re-insured abroad;

f) the financial statements as at December 31, 2017 of the subsidiaries, namely Green Delta Capital Limited, Green Delta Securities Limited, Professional Advancement Bangladesh Limited and GD Assist Ltd. were not audited by us. Financial statements of those subsidiaries have been audited Ahmed Zaker & Co., Chartered Accountants and have been properly reflected in the consolidated financial statements.

g) the consolidated balance sheet, consolidated profit and loss account and consolidated statement of cash flows of the Group and the separate balance sheet, separate profit and loss account and separate statement of cash flows of the Company together with the annexed notes dealt with by the report are in agreement with the books of account and returns; and

h) the expenditure incurred was for the purpose of the Company's business.

Dated: Dhaka
February 11, 2018

**A. Qasem & Co.**
Chartered Accountants

## 8.1.2. GREEN DELTA INSURANCE COMPANY LTD. & ITS SUBSIDIARIES CONSOLIDATED BALANCE SHEET

as at December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **Capital and liabilities:** | | | |
| **Share capital** | | | |
| Authorized capital | 3.00 | 5,000,000,000 | 5,000,000,000 |
| Issued, subscribed and paid-up capital | 3.00 | 806,911,870 | 806,911,870 |
| Share premium | | 195,113,205 | 195,113,205 |
| **Reserve or contingency account** | 4.A | **5,283,952,566** | **4,541,863,129** |
| Reserve for exceptional losses | | 1,260,194,875 | 1,183,976,992 |
| Investment fluctuation fund | | 2,287,365,792 | 1,600,316,872 |
| General reserve | | 180,000,000 | 180,000,000 |
| Dividend equalization fund | | 110,000,000 | 110,000,000 |
| Revaluation reserve | 4.B | 1,446,391,899 | 1,467,569,265 |
| **Profit & loss appropriation account** | 5.A | **435,037,735** | **396,295,286** |
| **Non controlling interest** | 5.B | **3,950** | **3,802** |
| **Total shareholders' equity** | | **6,721,024,527** | **5,940,187,292** |
| **Balance of fund accounts** | 6.00 | **617,680,532** | **531,825,313** |
| Fire insurance business | | 160,024,788 | 145,925,148 |
| Marine insurance business | | 347,864,489 | 280,120,545 |
| Motor insurance business | | 69,362,137 | 69,842,541 |
| Miscellaneous ins. business | | 40,429,118 | 35,937,079 |
| Premium deposit | 7.00 | 105,759,559 | 70,539,457 |
| **Liabilities and provisions:** | | **3,060,222,416** | **3,453,622,044** |
| Estimated liability in respect of outstanding claims whether due or intimated | 8.00 | 205,933,683 | 230,128,140 |
| Amount due to other persons or bodies carrying on insurance business | 9.00 | 966,061,124 | 905,652,789 |
| Sundry creditors (Including outstanding expenses, taxes & provisions ) | 10.A | 1,032,041,527 | 1,797,773,462 |
| Loan Received | 11.A | 856,186,082 | 520,067,653 |
| **Total liabilities** | | **3,783,662,508** | **4,055,986,816** |
| **Total liabilities & shareholders' equity** | | **10,504,687,034** | **9,996,174,106** |

AMARSTOCK

## 8.1.2. GREEN DELTA INSURANCE COMPANY LTD. & ITS SUBSIDIARIES CONSOLIDATED BALANCE SHEET

as at December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **Assets and properties** | | | |
| | | **7,047,950,712** | **5,287,552,139** |
| Investment | 12.A | 4,162,476,782 | 3,230,176,069 |
| Outstanding premium | 13.00 | 146,797,559 | 132,861,956 |
| Amount due from other persons or bodies carrying on insurance business | 14.00 | 1,756,205,360 | 1,227,956,653 |
| Sundry debtors (including advances and deposits) | 15.A | 982,471,011 | 696,557,461 |
| Cash and cash equivalent | 16.A | 1,257,789,705 | 2,480,484,555 |
| **Other accounts** | | | |
| Land property and office space with building project | 17.00 | 859,974,010 | 859,974,010 |
| | | **1,338,972,607** | **1,368,163,401** |
| Fixed assets (at cost less depreciation) | 18.A | 1,330,408,008 | 1,358,978,719 |
| Intangible assets | 18.B | 6,573,623 | 6,819,167 |
| Stock of printing, stationery and stamps | 19.00 | 1,990,976 | 2,365,515 |
| **Total assets and properties** | | **10,504,687,034** | **9,996,174,106** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Place: Dhaka
February 11, 2018

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

## 8.1.3. GREEN DELTA INSURANCE COMPANY LTD. CONSOLIDATED PROFIT AND LOSS APPROPRIATION ACCOUNT

for the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| Balance brought forward from last year | | 293,941,926 | 315,976,924 |
| Net profit for the year brought down | | 382,413,894 | 352,964,580 |
| **TOTAL** | | **676,355,820** | **668,941,504** |
| Reserve for exceptional losses | 4.01 | 76,217,883 | 99,152,035 |
| Provision for income tax | | 73,083,995 | 53,674,455 |
| Deferred tax liability/ (asset) during the year | | 19,681,640 | 20,445,119 |
| Adjustment for GDSL | | - | - |
| Dividend and Reserve distributed from last year : | | **168,257,374** | **201,727,968** |
| Cash | | 168,257,374 | 201,727,968 |
| General Reserve | | - | - |
| Dividend Equlization Fund | | - | - |
| Profit for the period of continuing operation | | **213,305,204** | **179,692,971** |
| Balance transferred to balance sheet | | 339,114,928 | 293,941,927 |
| **TOTAL** | | **676,355,820** | **668,941,504** |
| **Earning per share(Tk-10/= each)** | **24.A** | **3.59** | **3.46** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Place: Dhaka
February 11, 2018

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

## 8.1.4. GREEN DELTA INSURANCE COMPANY LTD. & ITS SUBSIDIARIES CONSOLIDATED PROFIT AND LOSS ACCOUNT

for the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| Investment income | | 159,606,344 | 171,076,960 |
| Income from share business | 21.A | 3,883,500 | 25,118,943 |
| Brokerage commission & others less direct expenses | | 140,171,807 | 90,739,938 |
| Interest & others income | 21.B | 112,702,036 | 75,757,230 |
| **Total investment income** | | **416,363,687** | **362,693,071** |
| Fire insurance revenue account | | 145,817,050 | 125,585,515 |
| Marine insurance revenu account | | 177,439,871 | 220,138,594 |
| Motor insurance revenue account | | 48,096,325 | 33,061,052 |
| Misc. insurance revenue account | | 28,611,601 | 6,372,874 |
| **Total revenue income** | | **399,964,847** | **385,158,035** |
| **Total income** | | **816,328,534** | **747,851,106** |
| Management expenses | 21.C | 363,423,284 | 324,541,630 |
| Director's fee & expenses | | 1,034,170 | 1,568,654 |
| Audit fees | | 345,000 | 345,000 |
| Depreciation | | 61,612,187 | 63,631,242 |
| **Total expenditure** | | **426,414,641** | **390,086,526** |
| **Profit before provision & tax** | | **389,913,894** | **357,764,580** |
| Others provision | | 7,500,000 | 4,800,000 |
| **Net profit for the year** | | **382,413,894** | **352,964,580** |
| **Profit attributable to GDIC** | | **382,413,746** | **352,965,038** |
| **Share of non-controlling interest** | | **148** | **(458)** |
| | | **382,413,894** | **352,964,580** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Signed as per our separate report of even date

Place: Dhaka
February 11, 2018

**A. Qasem & Co.**
Chartered Accountants

# 8.1.5. GREEN DELTA INSURANCE COMPANY LTD. & ITS SUBSIDIARIES CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2017

*Amount in Taka*

| Particulars | Share Capital | Share Premium | Reserve for Exceptional Losses | General Reserve | Dividend Equalization Fund | Revaluation Reserve | Investment Fluctuation Fund | Retained Earnings | Total | Non Controlling Interest | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|
| **Balance at January 01, 2017** | **806,911,870** | **195,113,205** | **1,183,976,991** | **180,000,000** | **110,000,000** | **1,467,569,265** | **1,600,316,872** | **396,290,087** | **5,940,183,490** | **3,802** | **5,940,187,292** |
| Revaluation adjustment during the period | | | | | | (21,177,366) | - | 21,177,366 | - | | - |
| Appropriation to sale for reserve | - | - | - | - | - | - | - | (27,602,571) | **(27,602,571)** | - | (27,602,571) |
| Cash dividend paid for the year 2016 | - | - | - | - | - | - | - | (168,257,374) | **(168,257,374)** | - | (168,257,374) |
| Profit after tax | - | - | - | - | - | - | - | 289,648,259 | **289,648,259** | 148 | 289,648,407 |
| Appropriation to reserve | - | | 76,217,884 | - | - | - | 687,048,920 | (76,217,884) | **687,048,769** | - | 687,048,769 |
| **Balance as on December 31, 2017** | **806,911,870** | **195,113,205** | **1,260,194,875** | **180,000,000** | **110,000,000** | **1,446,391,899** | **2,287,365,792** | **435,037,883** | **6,721,020,573** | **3,950** | **6,721,024,527** |

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
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**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

Place: Dhaka
February 11, 2018

## 8.1.6. GREEN DELTA INSURANCE COMPANY LTD. & ITS SUBSIDIARIES CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended December 31, 2017

*Amount in Taka*

| | 31.12.2017 | 31.12.2016 |
|---|---|---|
| **Cash flows from operating activities** | | |
| Collections from premium and other income | 3,858,592,676 | 5,453,476,922 |
| Payments for management expense, re-insurance and claims | (4,598,726,348) | (4,566,995,500) |
| Income tax paid | (101,346,597) | (55,485,779) |
| **Net cash provided by operating activities** | **(841,480,269)** | **830,995,643** |
| **Cash flows from investing activities** | | |
| Investment in share | (538,623,250) | (49,394,926) |
| Income from share trading | 6,115,971 | 2,531,202 |
| Interest received/((Paid) | (6,086,419) | (8,760,953) |
| Income from office rent | 15,574,817 | 10,150,380 |
| Advance Received /(Paid) to Green Delta Securities Ltd. | 50,000,000 | - |
| Dividend income | 64,049,571 | 95,565,768 |
| Purchase of fixed assets | (32,639,748) | (34,189,960) |
| Sales of fixed assets | 18,237,459 | 2,650,000 |
| Interest on FDR | 72,162,257 | 67,404,492 |
| Receivable from Green Delta Capital Ltd. | 9,094,432 | (5,822) |
| Receivable from GD Asset Management | (26,617) | - |
| Advance for Fixed Assets Part Payment | (4,820,157) | - |
| Investment in Alliance Leasing and Finance | - | (120,000,000) |
| Investment in Others | (130,126,857) | 5,152,280 |
| Investment in ACME Laboratories Ltd. | 28,732,364 | (2,732,364) |
| Advance for Office space Rupayan | 15,657,096 | - |
| Advance for Office space (Khatungonj.Ctg.) | 1,235,628 | - |
| Advance for Office space | (2,096,932) | (110,000) |
| Trustee Commission | 5,820,000 | 4,435,000 |
| Bank loan/Overdraft | 336,118,429 | 410,801,528 |
| **Net cash used in investing activities** | **(91,621,956)** | **383,496,625** |
| **Cash flows from financing activities:** | | |
| Dividend paid | (164,948,842) | (198,066,014) |
| Temporary Loan Paid | (11,138,627) | - |
| Client account | (113,505,156) | 111,450,000 |
| **Net cash from financing activities** | **(289,592,625)** | **(86,616,014)** |
| **Net increase/(decrease) in cash & cash equivalents during the year** | **(1,222,694,850)** | **1,127,876,254** |
| Cash & cash equivalents at the beginning of the year | 2,480,484,555 | 1,352,608,301 |
| **Cash & cash equivalents at the end of the year** | **1,257,789,705** | **2,480,484,555** |
| **Net Operating Cash Flows per Share (NOCFPS)** | **(10.43)** | **10.30** |

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Signed as per our separate report of even date

Place: Dhaka
February 11, 2018

**A. Qasem & Co.**
Chartered Accountants

# 8.2.1. GREEN DELTA INSURANCE COMPANY LTD
# BALANCE SHEET

As at December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **Capital and liabilities:** | | | |
| Authorized share capital | 3.00 | 5,000,000,000 | 5,000,000,000 |
| Issued, subscribed and paid-up capital | 3.00 | 806,911,870 | 806,911,870 |
| Share premium | | 195,113,205 | 195,113,205 |
| **Reserve or contingency account:** | 4.00 | **5,203,881,042** | **4,461,791,605** |
| Reserve for exceptional losses | 4.01 | 1,260,194,875 | 1,183,976,992 |
| Investment fluctuation fund | 4.02 | 2,287,365,792 | 1,600,316,872 |
| General reserve | 4.03 | 180,000,000 | 180,000,000 |
| Dividend equalization fund | 4.04 | 110,000,000 | 110,000,000 |
| Revaluation reserve | 4.05 | 1,366,320,375 | 1,387,497,741 |
| Profit & loss appropriation account | 5.00 | **206,289,188** | **179,607,051** |
| **Total shareholders' equity** | | **6,412,195,305** | **5,643,423,731** |
| **Balances of funds & accounts:** | 6.00 | **617,680,532** | **531,825,313** |
| Fire insurance business | | 160,024,788 | 145,925,148 |
| Marine insurance business | | 347,864,489 | 280,120,545 |
| Motor insurance business | | 69,362,137 | 69,842,541 |
| Miscellaneous insurance business | | 40,429,118 | 35,937,079 |
| Premium deposit | 7.00 | 105,759,559 | 70,539,457 |
| **Liabilities and provisions** | | **2,708,216,486** | **2,342,452,573** |
| Estimated liability in respect of outstanding claims whether due or intimated | 8.00 | 205,933,683 | 230,128,140 |
| Amount due to other persons or bodies carrying on insurance business | 9.00 | 966,061,124 | 905,652,789 |
| Sundry creditors (including outstanding expenses, taxes & provisions ) | 10.00 | 823,216,310 | 706,671,645 |
| Loan Received | 11.00 | 713,005,369 | 500,000,000 |
| **Total liabilities** | | **3,431,656,578** | **2,944,817,343** |
| **Total liabilities & shareholders' equity** | | **9,843,851,882** | **8,588,241,075** |
| **Assets and properties** | | | |
| | | **6,678,634,253** | **5,280,647,493** |
| Investment | 12.00 | 4,210,106,520 | 3,492,289,437 |
| Outstanding premium | 13.00 | 146,797,559 | 132,861,956 |
| Amount due from other persons or bodies carrying on insurance business | 14.00 | 1,756,205,360 | 1,227,956,653 |
| Sundry debtors (including advances and deposits) | 15.00 | 565,524,814 | 427,539,447 |
| Cash and cash equivalents | 16.00 | 983,356,799 | 1,095,257,358 |
| | | **2,181,860,830** | **2,212,336,223** |
| Land | 17.00 | 859,974,010 | 859,974,010 |
| Fixed assets & intangible assets | 18.00 | 1,319,895,846 | 1,349,996,698 |
| Stock of printing, stationery and stamps | 19.00 | 1,990,974 | 2,365,515 |
| **Total assets and properties** | | **9,843,851,882** | **8,588,241,075** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

Place: Dhaka
February 11, 2018

## 8.2.2. GREEN DELTA INSURANCE COMPANY LTD.
## PROFIT AND LOSS APPROPRIATION ACCOUNT

For the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| Balance brought forward from last year | | 77,255,089 | 129,552,556 |
| Net profit for the year brought down | | 307,786,669 | 303,527,655 |
| **TOTAL** | | **385,041,758** | **433,080,211** |
| Reserve for exceptional losses | 4.01 | 76,217,883 | 99,152,035 |
| Provision for income tax | 10.01 | 45,000,000 | 34,500,000 |
| deferred tax expense | 10.02 | 19,681,640 | 20,445,119 |
| Dividend and Reserve distributed from last year Profit : | | **161,382,374** | **201,727,968** |
| Cash Dividend | | 161,382,374 | 201,727,968 |
| General Reserve | | - | - |
| Dividend Equilation Fund | | - | - |
| Profit for the period of continuing operation | | **166,887,145** | **149,430,501** |
| Balance transferred to balance sheet | | 82,759,861 | 77,255,089 |
| **TOTAL** | | **385,041,758** | **433,080,211** |
| **Earning Per share(Tk-10/= each)** | | **3.01** | **3.08** |
| **P/E Ratio** | | **20.38** | **16.13** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

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**A. Qasem & Co.**
Chartered Accountants

Place: Dhaka
February 11, 2018

## 8.2.3. GREEN DELTA INSURANCE COMPANY LTD.
## PROFIT AND LOSS ACCOUNT

For the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| Expenses of management (not applicable to any particular fund or account) | | 244,611,385 | 204,679,477 |
| | | **56,509,515** | **58,291,573** |
| Director's fee & expenses | | 1,034,170 | 1,568,654 |
| Audit fees | 20.00 | 345,000 | 345,000 |
| Depreciation | | 55,130,345 | 56,377,919 |
| Net profit for the year carried down to profit & loss appropriation account | | 307,786,669 | 303,527,655 |
| **TOTAL** | | **608,907,569** | **566,498,705** |
| Investment & others income | 21.00 | 208,942,722 | 181,340,670 |
| Profit & loss transferred from : | | | |
| | | **399,964,847** | **385,158,035** |
| Fire insurance revenue account | | 145,817,050 | 125,585,515 |
| Marine insurance revenue account | | 177,439,871 | 220,138,594 |
| Motor insurance revenue account | | 48,096,325 | 33,061,052 |
| Miscellaneous insurance revenue account | | 28,611,600 | 6,372,874 |
| **TOTAL** | | **608,907,569** | **566,498,705** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

Place: Dhaka
February 11, 2018

## 8.2.4. GREEN DELTA INSURANCE COMPANY LTD.
## STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2017

*Amount in Taka*

| Particulars | Share Capital | Share Premium | Reserve for Exceptional Losses | General Reserve | Dividend equalization fund | Investment Fluctuation Fund | Revaluation Reserve | "Retained Earnings" | Total |
|---|---|---|---|---|---|---|---|---|---|
| Balance as on January 01, 2017 | 806,911,870 | 195,113,205 | 1,183,976,991 | 180,000,000 | 110,000,000 | 1,600,316,870 | 1,387,497,743 | 179,607,052 | 5,643,423,731 |
| Transfer for 2017 | - | - | - | - | - | - | (21,177,366) | 21,177,366 | - |
| Cash dividend paid for 2016 | - | - | | | | | | (161,382,374) | (161,382,374) |
| Profit after tax | - | - | - | - | - | - | - | 243,105,029 | 243,105,029 |
| Appropriation to reserve | - | - | 76,217,883 | - | - | 687,048,919 | - | (76,217,883) | 687,048,919 |
| **Balance as on December 31, 2017** | **806,911,870** | **195,113,205** | **1,260,194,874** | **180,000,000** | **110,000,000** | **2,287,365,789** | **1,366,320,377** | **206,289,189** | **6,412,195,305** |

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
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Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

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**A. Qasem & Co.**
Chartered Accountants

Place: Dhaka
February 11, 2018

## 8.2.5. GREEN DELTA INSURANCE CO. LTD.
## CASH FLOWS STATEMENT

For the year ended December 31, 2017

*Amount in Taka*

| | 31.12.2017 | 31.12.2016 |
|---|---|---|
| **Cash flows from operating activities:** | | |
| Collections from premium and other income | 3,772,594,505 | 3,807,760,228 |
| Payments for management expense, re-insurance and claims | (3,718,492,520) | (3,786,602,621) |
| Income tax paid | (73,984,504) | (33,905,678) |
| **Net cash from operating activities** | **(19,882,519)** | **(12,748,071)** |
| **Cash flows from investing activities:** | | |
| Investment in share | (386,074,705) | (46,258,765) |
| Income from share trading | 6,115,971 | 2,531,202 |
| Interest received | 28,481,024 | 19,057,800 |
| Income from office rent | 15,574,817 | 10,150,380 |
| Advance received/(Paid) to Green Delta Securities | 50,000,000 | (140,000,000) |
| Dividend income | 64,049,571 | 75,572,034 |
| Purchase of fixed assets | (24,873,008) | (31,871,653) |
| Sales of fixed assets | 18,237,459 | 2,650,000 |
| Interest on FDR | 60,917,790 | 57,250,762 |
| Receivable from Green Delta Capital | 9,094,432 | (5,822) |
| Receivable from GD Asset Management | (26,617) | - |
| Advance for Fixed Assets Part Payment | (4,820,157) | - |
| Advance for Office space Rupayan | 15,657,096 | - |
| Investment in GD Assist Paid up Capital | (7,497,000) | - |
| Investment in GD Assets Management Paid up Capital | (26,000,000) | |
| Office space for Bangla Motor | (2,096,932) | (110,000) |
| Advance for Office space (Khatungonj.Ctg.) | 1,235,628 | - |
| Beximco Pharma Preffered Share | 522,700 | - |
| Investment in Alliance Leasing and Finance | - | (120,000,000) |
| Trustee Commission | 5,820,000 | 4,435,000 |
| Investment in PABL | - | - |
| Investment in ACME Laboratories Ltd. | 28,732,364 | (2,732,364) |
| Bank loan | 213,005,369 | 500,000,000 |
| **Net cash used in investing activities** | **(66,055,802)** | **330,668,574** |
| **Cash flows from financing activities:** | | |
| Dividend paid | (158,073,842) | (198,066,014) |
| **Net cash from financing activities** | **(158,073,842)** | **(198,066,014)** |
| **Net Increase/(Decrease) in cash & cash equivalents during the year** | **(111,900,559)** | **119,854,489** |
| **Cash & cash equivalents at the beginning of the year** | **1,095,257,358** | **975,402,869** |
| **Cash & cash equivalents at the end of the year** | **983,356,799** | **1,095,257,358** |
| **Net Operating Cash Flows per Share (NOCFPS)** | **(0.25)** | **(0.16)** |

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

Place: Dhaka
February 11, 2018

## 8.2.6. GREEN DELTA INSURANCE COMPANY LTD.
## CONSOLIDATED ALL BUSINESS REVENUE ACCOUNT

For the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | | **1,377,048,827** | **1,362,731,162** |
| Claims under policies less re-insurance | 22.00 | 371,156,842 | 334,477,227 |
| Agency commission | | 396,593,922 | 442,800,541 |
| Expenses of management | | 609,298,063 | 585,453,394 |
| Profit transferred to profit & loss account | | 399,964,848 | 385,158,032 |
| Balance of accounts at the end of the year as shown in the balance sheet | 6.00 | 617,680,534 | 531,825,313 |
| **TOTAL** | | **2,394,694,209** | **2,279,714,509** |
| Balance of account at the beginning of the year | | 531,825,313 | 505,663,463 |
| Gross premium | | 3,293,547,119 | 3,163,273,569 |
| Re-insurance premium | | (1,769,189,457) | (1,841,246,431) |
| Net premium | 23.00 | **1,524,357,662** | **1,322,027,138** |
| Commission on re-insurance ceded | | 338,511,234 | 452,023,908 |
| **TOTAL** | | **2,394,694,209** | **2,279,714,509** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Place: Dhaka
February 11, 2018

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

# GREEN DELTA INSURANCE COMPANY LTD.
# FIRE INSURANCE REVENUE ACCOUNT

For the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | | **477,645,945** | **559,238,851** |
| Claims under policies less re-insurance | 22.00 | 105,087,174 | 175,479,859 |
| Expenses of management | | 190,258,694 | 161,792,410 |
| Agency commission | | 182,300,077 | 221,966,582 |
| Profit transferred to profit & loss account | | 145,817,050 | 125,585,515 |
| Balance of account at the end of the year as shown in the balance sheet ( reserve for unexpired risks ) | | 160,024,788 | 145,925,148 |
| **TOTAL** | | **783,487,783** | **830,749,514** |
| | | 783,487,783 | 830,749,513 |
| Balance of account at the beginning of the year | | 145,925,148 | 156,967,431 |
| Premium less re-insurance | 23.00 | 401,090,823 | 365,802,759 |
| Commission on re-insurance ceded | | 236,471,812 | 307,979,323 |
| **TOTAL** | | **783,487,783** | **830,749,513** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Place: Dhaka
February 11, 2018

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

# GREEN DELTA INSURANCE CO. LTD.
# MARINE INSURANCE REVENUE ACCOUNT

For the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | | **661,486,171** | **529,914,673** |
| Claims under policies less re-insurance | 22.00 | 163,619,067 | 80,002,208 |
| Expenses of management | | 337,392,128 | 304,892,463 |
| Agency commission | | 160,474,976 | 145,020,002 |
| Profit transferred to profit & loss account | | 177,439,871 | 220,138,594 |
| Balance of account at the end of the year as shown in the balance sheet (reserve for unexpired risks) | | 347,864,489 | 280,120,545 |
| **TOTAL** | | **1,186,790,531** | **1,030,173,812** |
| | | **1,186,790,531** | **1,030,173,812** |
| Balance of account at the beginning of the year | | 280,120,545 | 253,941,511 |
| Premium less re-insurance | 23.00 | 845,226,674 | 688,939,885 |
| Commission on re-insurance ceded | | 61,443,312 | 87,292,416 |
| **TOTAL** | | **1,186,790,531** | **1,030,173,812** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

Place: Dhaka
February 11, 2018

AMARSTOCK

# GREEN DELTA INSURANCE CO. LTD.
# MOTOR INSURANCE REVENUE ACCOUNT

For the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | | **133,375,057** | **136,267,401** |
| Claims under policies less re-insurance | 22.00 | 36,108,650 | 30,889,949 |
| Expenses of management | | 69,490,104 | 77,486,379 |
| Agency commission | | 27,776,303 | 27,891,073 |
| Profit transferred to profit & loss account | | 48,096,325 | 33,061,052 |
| Balance of account at the end of the year as shown in the balance sheet ( reserve for unexpired risks ) | | 69,362,137 | 69,842,541 |
| **TOTAL** | | **250,833,519** | **239,170,994** |
| Balance of account at the beginning of the year | | 69,842,541 | 56,439,632 |
| Premium less re-insurance | 23.00 | 175,895,052 | 176,764,824 |
| Commission on re-insurance ceded | | 5,095,926 | 5,966,538 |
| **TOTAL** | | **250,833,519** | **239,170,994** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Place: Dhaka
February 11, 2018

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

# GREEN DELTA INSURANCE COMPANY LTD.
# MISCELLANEOUS INSURANCE REVENUE ACCOUNT

For the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | | **104,541,654** | **137,310,237** |
| Claims under policies less re-insurance | 22.00 | 66,341,950 | 48,105,211 |
| Expenses of management | | 12,157,137 | 41,282,142 |
| Agency commission | | 26,042,567 | 47,922,884 |
| Profit transferred to profit & loss account | | 28,611,600 | 6,372,874 |
| Balance of account at the end of the year as shown in the balance sheet (reserve for unexpired risks) | | 40,429,118 | 35,937,079 |
| **TOTAL** | | **173,582,373** | **179,620,190** |
| | | **173,582,373** | **179,620,190** |
| Balance of account at the beginning of the year | | 35,937,079 | 38,314,889 |
| Premium less re-insurance | 23.00 | 102,145,113 | 90,519,670 |
| Commission on re-insurance ceded | | 35,500,181 | 50,785,631 |
| **TOTAL** | | **173,582,373** | **179,620,190** |

The accompanying notes 1-27 form an integral part of these financial statement.

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Place: Dhaka
February 11, 2018

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

# GREEN DELTA INSURANCE CO. LTD.
# FROM "AA"

Classified Summary of Assets as at December 31, 2017

| Sl. No. | Class of Assets | Book Value Taka |
|---|---|---|
| 1 | Investment in government bond | 25,000,000 |
| 2 | Shares listed on DSE & CSE (market price) | 3,093,091,275 |
| 3 | Alliance Leasing and Finance | 120,000,000 |
| 4 | Jalalabad Telecom Ltd. | 82,384,000 |
| 5 | Green Delta AIMS Ltd. (paid up capital) | 4,500,000 |
| 6 | United Hospital | 56,100,000 |
| 7 | Investment in GDSL as margin loan (Note: 12.1) | 225,000,000 |
| 8 | GD Asset Management Company Ltd. | 26,000,000 |
| 9 | Green Delta Capital Ltd. | 249,999,900 |
| 10 | Financial Excellence | 3,000,000 |
| 11 | CDBL | 1,138,890 |
| 12 | BD Venture | 20,000,000 |
| 13 | Professional Advancement Bangladesh Ltd. | 9,996,000 |
| 14 | Green Delta Securities Ltd | 99,999,900 |
| 15 | GD Assist Ltd. | 2,499,000 |
| 16 | Energypac Power Generation Ltd. | 4,972,000 |
| 17 | Fixed deposit | 1,134,456,569 |
| 18 | Cash at bank on STD and current account | 35,325,785 |
| 19 | Outstanding premium | 146,797,559 |
| 20 | Amount due from other persons or bodies carrying on insurance business | 1,756,205,360 |
| 21 | Sundry debtors (including advance and deposits) | 565,524,814 |
| 22 | Land property | 859,974,010 |
| 23 | Fixed assets (at cost less depreciation) | 1,319,895,846 |
| 24 | Stock of stationery and stamps | 1,990,976 |
| | **TOTAL** | **9,843,851,885** |

**Md.Abdul Karim**
Chairman

**Shamsun Nahar Begum Chowdhury**
Director

**Farzana Chowdhury**
Managing Director & CEO

**Nazim Tazik Chowdhury**
Add. Managing Director & CFO

**Syed Moinuddin Ahmed**
Company Secretary

Signed as per our separate report of even date

**A. Qasem & Co.**
Chartered Accountants

Place: Dhaka
February 11, 2018

AMARSTOCK

# 8.2.7. GREEN DELTA INSURANCE COMPANY LTD. NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended 31 December 2017

## 1. Legal Status and Nature of the Company

### (a) Legal status and country of operation

"Green Delta Insurance Company limited was incorporated as a public limited company as on December 14, 1895 and obtained the Certificate of Commencement of Business as on January 01, 1986 under the Companies Act 1913 which was amended in 1994. The company obtained licensed from the Controller of Insurance in 1986. They went for public issue in 1990 and the shares of the company are listed in both Dhaka and Chittagong Stock Exchange in Bangladesh.

The company has investment in four subsidiaries. The details of the investments are provided in Note -12.

The registered office of the Company is located at Green Delta AIMS Tower, 51-52 Mohakhali C/A, Dhaka-1212, Bangladesh. The operation of the company are being carried out through its 41 Branches located in different division of Bangladesh.

### (b) Nature of business

i) The principal activities of the company is to offer general insurance products includes fire and allied perils insurance, marine cargo and hull insurance, aviation insurance, automobile insurance and miscellaneous insurance. These products offer protection of policyholder's assets and indemnification of other parties that have suffered damage as a result of policyholder's accident. Non-life healthcare contracts provide medical cover to policyholders. Revenue under above activities is derived primarily from insurance premiums.

### (c) Subsidiary companies

Green delta Insurance Company Limited is a parent company of four subsidiary companies namely Green Delta Securities Limited , Green Delta Capital Limited, Professional Advancement Bangladesh Limited and GD Assiest Limited details of which are given below:

**Green Delta Securities Limited (GDSL):** GDSL is wholly owned subsidiary company of Green Delta Insurance Company Ltd which was incorporated on 28th July, 2010 with the Registrar of Joint Stock Companies & Firms .The Company is takeover by GDIC in the year 2013 and the company's present share holding position is 99.999% and 0.0001% by an individual shareholder.

**Green Delta Capital Limited (GDCL):** GDCL is a wholly owned subsidiary company of Green Delta Insurance Company Limited. GDCL previously named as Green Delta LR Financial Service Limited was incorporated as a private company limited by shares on February 24, 2010 with the Registrar of Joint Stock Companies & Firms. Subsequently, the company was renamed as Green Delta Capital Limited on 4th September, 2011. The company's present share holding position is 99.999% and 0.0001% by an individual shareholder.

**Professional Advancement Bangladesh Limited (PABL) :**

PABL, a private limited company is wholly owned subsidiary company of Green Delta Insurance Company Ltd which was registered on March 3,2014 with the Registrar of Joint Stock Companies & Firms .The Company has launched by GDIC in the year 2014 and the company's present share holding position is 99.96% and 0.04% by an individual shareholder.

**GD Assist Limited (GDAL) :**

GD Assist, a private limited company is wholly owned subsidiary company of Green Delta Insurance Company Ltd which was registered on June 16, 2014 with the Registrar of Joint Stock Companies & Firms .The Company has launched by GDIC in the year 2014 and the company's present share holding position is 99.96% and 0.04% by an individual shareholder.

### (d) Structure, content and presentation of financial statements

Being the general purpose financial statements, the presentation of these financial statements is in accordance with the guidelines provided by per requirement of Insurance Act 1938 and BAS 1: "Presentation of Financial Statements". A complete set of financial statements comprise:

a. Consolidated Balance sheet as at 31 December 2017;

b. Consolidated Profit and Loss Account for the year ended 31December 2017;

c. Consolidated Profit and Loss Appropriation Account for the year ended 31 December 2017;

d. Consolidated Statement of Changes in Equity for the year ended 31 December 2017;

e. Consolidated Statement of cash flows for the year ended 31 December 2017;

f. Balance sheet as at 31 December 2017;

g. Profit and Loss Account for the year ended 31December 2017;

h. Profit and Loss Appropriation Account for the year ended 31 December 2017;

i. Statement of Changes in Equity for the year ended 31 December 2017;

j. Statement of cash flows for the year ended 31 December 2017;

k. Consolidated all Business Revenue Account for the year ended 31 December 2017;

l. Fire Insurance Revenue Account for the year ended 31 December 2017;

m. Motor Insurance Revenue Account for the year ended 31 December 2017;

n. Marine Insurance revenue Account for the year ended 31 December 2017;

o. Miscellaneous Insurance Revenue Account for the year ended 31 December 2017 and

p. "Notes comprising a summary of significant accounting policies and other explanatory information to the accounts for the year ended 31 December 2017."

## 2. Summary of significant accounting policies & basis of preparation

A summary of the principle accounting policies which have been applied consistently (Unless otherwise stated), is set out below:

### 2.01 Basis of preparation

The Financial Statements has been prepared on going concern and accrual basis under historical cost convention. The preparation and presentation of the financial statements and the disclosure of information have been made in accordance with the Insurance Act 1938 (as amended in 2010) the Insurance Rules 1958 and in conformity with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), the Companies Act 1994, the Securities and Exchange Rules 1987 ( as amended in 1997), the listing rules of Dhaka and Chittagong Exchange and other applicable laws & regulations in Bangladesh and practice generally followed by the insurance sector. The Balance sheet has been prepared in accordance with part-I and "Form A "in Part II of the First Schedule. The revenue account for fire, marine and miscellaneous business has been prepared in accordance with "Form F" in Part II of the Third Schedule. Statement of Cash Flows and Statement of Changes in Equity has been prepared in accordance with BFRS.

### 2.02 Basis of Consolidation

"The financial statements of the Corporation and its subsidiaries have been consolidated in accordance with Bangladesh Accounting Standard (BAS)-27 "Consolidated and Separate Financial Statements". The consolidation of the financial statements has been made after eliminating all intra-group balances, transactions, income and expenses and profits and losses resulting from intra-group transactions and dividends.

The consolidated financial statements comprise the financial statements of the Group as at 31 December each year."

Subsidiaries are fully consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date when such control ceases. The financial statements of the subsidiaries are prepared for the same reporting year as the parent company, using consistent accounting policies.

Losses within a subsidiary are attributed to any non-controlling interest, even if this results in a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

De recognizes the assets (including goodwill) and liabilities of the subsidiary
De recognizes the carrying amount of any non-controlling interest
De recognizes the cumulative translation differences recorded in equity
Recognizes the fair value of the consideration received
Recognizes the fair value of any investment retained
Recognizes any surplus or deficit in profit or loss
Reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate"

**2.03 Going concern**

The accompanying 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. The accompanying financial statements do not include any adjustments should the Green Delta Insurance Company Limited be unable to continue as a going concern.

**2.04 Functional and Presentation currency**

These financial statements are presented in Taka, which is the company's functional currency except as indicated.

**2.05 Use of estimates and judgments**

The preparation of financial statements require management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates is revised and in any future periods affected.

**2.06 Materiality and aggregation**

Each material item as considered by management significant has been presented separately in financial statements. No amount has been set off unless the GDICL has a legal right to set off the amounts and intends to settle on net basis. Income and expenses are presented on a net basis only when permitted by the relevant accounting standards.

**2.07 Foreign currency transactions**

Transactions in currencies other than the Company's functional currency (foreign currencies) are recorded at the rates of exchange prevailing at the dates of the transactions. At each balance sheet date, monetary items denominated in foreign currencies are translated at the rates prevailing at the balance sheet date. Exchange differences are recognized currency fluctuation reserve.

**2.08 Property, Plant and equipments**

**a. Recognition and measurement**

The cost of an item of property, plant and equipments shall be recognized as an assets if, and only if is probable that future economic benefits associated with the item will flow to the entity, and the cost of the item can be measured reliably.

Fixed assets have been accounted for at cost less accumulated depreciation. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs of enhancement of an existing assets are recognized as a separate asset, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of such items can be measured reliably. All other expenditures are charged to the Profit & Loss account during the financial period in which they are incurred.

Property plant and equipment have been revalued in the year 2012 under "Current Cost Method" by an independent valuer naming " Asian Survey" to reflect the fair value (prevailing market price). As the fair value of the assets do not differ significantly from its carrying amount as at December 31, 2017 so no revaluation has been made as on that date.

**b. Depreciation**

Fixed assets are recorded at historical cost less accumulated depreciation as per BAS-16 "Property, Plant and Equipment. Depreciated is charged on straight line method using the following rates on all fixed assets:

| Category of assets | Rates depreciation per annum |
|---|---|
| Furniture & Fixture | 10% |
| Equipment | 15% |
| Vehicles | 20% |
| Building | 1% |
| Land | Nil |

Depreciation on newly acquired assets are calculated for the whole year irrespective of the date of acquisition and no depreciation is charged for the year in which the assets are disposed off.

**c. Sale of fixed assets**

Sale price of fixed assets are determined on the basis of fair value of the assets. Gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and carrying amount of the asset and is recognized in profit or loss account as per provision of BAS 16 Property, Plant & Equipments.

**d. Impairment**

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset should be reduced to its recoverable amount. That reduction is an impairment loss. An impairment loss is recognized as an expenses in the income statement.

**2.09 Sales and lease back finance**

Pursuant to BAS - 17 "Leases" fixed asset (motor vehicle) acquired under sales and lease back finance is accounted for at the lower of present value of minimum lease payments under the lease agreement and the fair value of asset. The related obligation under the lease is accounted for as liability. Finance charges are allocated to accounting period in manner so as to provide a constant rate of charge on the outstanding liability.

**2.10 Intangible assets**

Intangible assets (computer software) are recorded at historical cost less accumulated amortization. These are amortized on straight line method using the rate at 15%.

**2.11 Investment in share**

Investments are initially recognized at cost including acquisition charges with the investments. After initial recognition investments in marketable ordinary shares have been valued at market price on an aggregate portfolio basis. Investment in non marketable shares have been valued at cost. Full provision for diminution in value of shares as on closing of the year on aggregate portfolio basis is made in the financial statements.

**2.12 Cash and cash equivalents**

Cash and cash equivalents consist of cash, cash in clearing account, FDR and bank balances. For the purpose of statement of cash flows, cash and cash equivalents are prepared net off bank overdrafts.

**2.13 Cash flows statements**

Cash flows statement is prepared in accordance with BAS-7 "Statement of Cash Flows". Cash flows from operating activities have been presented at "Direct Method'.

**2.14 Revenue recognition**

**Gross premiums**

Gross general insurance premiums comprise the total premiums received for the whole period of cover provided by contracts entered into during the accounting period. They are recognized in the year on which the policy issued. Re-insurance premium are deducted from the gross premium to present the net premium income from insurance business.

Unearned premiums are those proportions of premiums written in a year that relate to periods of risk after the reporting date. Unearned premiums are calculated as required by the Insurance Act 1938 as amended in 2010. The proportion attributable to subsequent periods is deferred as a provision for unearned premiums.

**Re-insurance commission**

Re-insurance commission are recognized as revenue over the period in which the related services are performed.

**Investment income**

"Interest income is recognized in the income statement as it accrues and is calculated by using the effective interest rate method. Fees and commissions that are an integral part of the effective yield of the financial asset or liability are recognized as an adjustment to the effective interest rate of the instrument.

**Interest income**

Interest income from loans - secured is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset (Loans-secured) to that asset's net carrying amount.

All other interest income is recognized on accrual basis except interest of the loan accounts considered as non-performing. Interest income is suspended and full provision is made against the interest receivables on all non-performing loans when the installments are outstanding and considered doubtful of recovery on the basis of qualitative judgment.

**Dividend income and profit/(loss) on sale of marketable securities**

Dividend income is recognized on accrual basis in the period in which the dividend is declared and approved in AGM whereas profit or loss arising from the sale of securities is accounted for only when shares are sold in the market and profit is realized and loss is incurred.

**"Interest on Fixed Deposit**

Interest income from fixed deposit is recognized on an accrual basis in the period in which the income is accrued.

**2.15 Benefits, claims and expenses recognition**

**Gross benefits and claims**

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

**Reinsurance claims**

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

**2.16 Retirement benefit costs**

**i) Gratuity fund**

The Company has a funded gratuity scheme for all eligible employees who complete minimum 10 years of confirmed service with the Company. Required amount of gratuity is calculated on the basis of last basic pay depending on the length of service for every completed year as well as proportionate to the fraction period of service as of the respective financial year. This scheme is approved by the National Board of Revenue (NBR) and administered by an independent Board of Trustees.

**Following benefits are payable on retirement, death or leaving service:**

- Less than 10 year of confirmed service - Nil
- Confirmed service between 0 and 10 year - One month's last drawn basic pay for every completed year of service.
- On completion of 15 years confirmed service and above - Two month's last drawn basic pay for every completed year of service.

**ii) Contributory provident fund**

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

**iii) Medical assistance**

In addition to the above core benefit schemes GDIC also support Medical Assistance Annual health checkup benefit and death & disability benefit to his employees as per their requirement.

**iv) Home loan and transport assistance**

To secure long term commitment of deserving employees GDIC introduced Employees Home Loan and Transport facilities. An employee served in the company for a continuous period of five years (3 years for the employees started from the position of AVP and above) is entitled to avail the loan to purchase residential apartment, purchase of land and construction of house thereon etc. Interest rate of the said loan is ranging from 10 to 15 percent.

**v) Incentive bonus**

The company has resorted a policy namely Incentive Bonus Scheme for its employees who meets certain criteria based on their annual performance ascertained on net profit after Tax with the approval in the Annual General Meeting and the paid amount are accounted for the year to which same relates.

## 2.17 Taxation

Income tax on earnings for the year comprises current and deferred tax and is based on the applicable tax law in Bangladesh. It is recognized in the income statement as tax expense.

### Current tax

Current tax is the expected tax payable on taxable income for the year, based on tax rates (and tax laws) which are enacted at the reporting date, including any adjustment for tax payable in previous years. Current tax for current and prior periods is recognized as a liability (or asset) to the extent that it is unpaid (or refundable).

Provision for income tax has been made at best estimate keeping in view the provisions of Income Tax Ordinance 1984 and amendment made thereto from time to time. Applicable rate of income tax for the company is 40%.

### Deferred tax

The Corporation accounted for deferred tax as per BAS - 12 "Income Taxes". Deferred tax is accounted for using the comprehensive tax balance sheet method. It is generated by temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax base.

Deferred tax assets, including those related to the tax effects of income tax losses and credits available to be carried forward, are recognized only to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences or unused tax losses and credits can be utilized.

Deferred tax liabilities are recognized for all taxable temporary differences. They are also recognized for taxable temporary differences arising on investments and it is probable that temporary differences will not reverse in the foreseeable future. Deferred tax assets associated with these interests are recognized only to the extent that it is probable that the temporary difference will reverse in the foreseeable future and there will be sufficient taxable profits against which to utilize the benefits of the temporary difference.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the asset and liability giving rise to them are realized or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date. The measurement reflects the tax consequences that would follow from the manner in which the corporation at the reporting date, recovers or settles the carrying amount of its assets and liabilities.

## 2.18 Provision for outstanding claims

For non-life insurance contracts, estimates have to be made both for the expected ultimate cost of claims reported at the reporting date and for the expected ultimate cost of claims incurred, but not yet reported, at the reporting date.

## 2.19 Reserve or contingencies

### a) Reserve for exceptional losses

As per Insurance Act 1938 as amended 2010, 5% statutory reserve is maintained out of profit by the company to meet any possible future claims.

### b) Foreign currency fluctuation fund

The Company maintained a Foreign Currency (FC) Account with the Pubali Bank Ltd for the overseas transactions and creates a reserve for Foreign Currency Fluctuation to avoid future losses due to change in foreign currency translation rate.

### c) Investment fluctuation fund

The Company made investments in the capital market in a large portfolio and income generate from the investment (realized gain and dividend received) is credited to the Profit & Loss Account. Unrealized capital gain if any is transferred to the Investment Fluctuation Fund subsequently.

### d) General reserve

The Company creates a General Reserve from the current year profit to avoid future contingency.

### e) Dividend equalization fund

Dividend Equalization Fund is created for making proposed and approved dividend payments consistently to the shareholders in the event of worst business situation of the company.

**2.20 Disclosure of departure from few requirements of BAS/BFRS due to mandatory compliance of insurance act's requirements**

a) The Green Delta Insurance Company Limited management has followed the principles of BAS & BFRS consistently in preparation of the financial statements to that extent as applicable to the GDICL. Some requirements of Insurance Act 1938 and Insurance Rules 1958 and regulations contradict with those of financial instruments and general provision standards of BAS and BFRS.As such the GDICL has departed from those contradictory requirements of BAS/BFRS in order to comply with the rules and regulations of IDRA, Bangladesh which are disclosed below along with financial impact where applicable:

b) As per Insurance Act 1938 as amended 2010 investments in quoted shares and unquoted shares are revalued at the year end at market price and as per book value of last audited balance sheet respectively. Provisions has been made by netting off any unrealized gain/(loss) arising at the Balance sheet date. However as per requirements of BAS 39 investment in shares falls either under "at fair value through profit and loss account" or under "available for sale" where any change in the fair value at the year-end is taken to profit and loss account or other comprehensive income respectively.

c) Insurance Act 1938 has issued templates for financial statements which will strictly be followed by all General and Life Insurance Company. The templates of financial statements issued by Insurance Act do not include Other Comprehensive Income (OCI) nor are the elements of Other Comprehensive Income allowed to include in a Single Comprehensive Income (OCI) Statement. As such the GDICL does not prepare the other comprehensive income statement. However the GDICL does not have any elements of OCI to be presented.

d) As per IDRA guidelines financial instruments are categorized, recognized and measured differently from those prescribed in BAS 39. As such some disclosure and presentation requirements of BFRS 7 and BAS 32 have not been made in the accounts.

**2.20 Interest expense**

The Company has incurred interest and related expenses on account of overdraft, finance lease and short term loan. In terms of provision of the Bangladesh Accounting Standard (BAS) -1 "Presentation of Financial Statements" interest expenses are recognized on accrual basis.

**2.21 Earnings per share**

Earnings Per Share (EPS) has been calculated in accordance with Bangladesh Accounting Standard - 33 "Earnings Per Share" and shown on the face of profit and loss account and computation shown in Note: 24.

**Basic earning per share:**

This has been calculated by dividing the basic earning by the weighted average number of ordinary shares outstanding for the year.

**Basic earnings**:

This represents earnings for the period ended on December 31, 2017 attributable to the ordinary shareholders.

**Weighted average number of ordinary shares outstanding during the year:**

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of ordinary shares issued (as bonus share) during the year multiplied by a time weighting factor. The time-weighting factor is the numbers of days the specific shares are outstanding as a proportionate of the number of days in the year.

**Diluted earnings per share**

Diluted EPS is calculated if there is any commitment for issuance of equity shares in foreseeable future, i.e., potential shares, without inflow of resources to the Company against such issue. There was no such commitment during the year and accordingly no dilution is required in the year 2017.

**2.22 Accounting for changes in accounting estimates**

IAS - 8 states that the effect of a change in an accounting estimate is to be applied prospectively by inclusion in the current accounting year and, if relevant, in future accounting year. The carrying amount of assets, liabilities, or equity may be changed following a change in accounting estimates in the year of the change.

**2.23 Related party disclosure**

As per Bangladesh Accounting Standards (BAS) 24 "Related Party Disclosures", parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. The Company carried out transactions in the ordinary course of business on an arm's length basis at commercial rates with its related parties. Related party disclosures have been given in Note: 26.

**2.24 Events after the balance sheet date**

There is no material adjusting or non adjusting events after the balance sheet date.

**2.25 Contingent liabilities and contingent assets**

The company does not recognize contingent liability and contingent assets but discloses the existence of contingent liability in the financial statements. A contingent liability is probable obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of uncertain future events not within the control of the company or present obligation that is not recognize because outflow of resources is not likely or obligation cannot be measured reliably.

**2.26 Branch accounting**

The Company has 41 branch offices with no overseas branch as on December 31, 2017. Accounts of the branches are maintained at the head office which are included in the accompanying financial statements.

**2.27 Consistency of presentation**

In accordance with the BFRS framework for the presentation of financial statements together with BAS 1 and BAS 8, Green Delta Insurance Company Limited applies the accounting disclosure principles consistently from one period to the next. Where selecting and applying new accounting policies, changes in accounting policies applied, correction of errors, the amounts involved are accounted for and disclosed retrospectively in accordance with the requirement of BAS-8. We however have applied the same accounting and valuation principles in 2017 as in financial statements for 2013.

**2.28 Comparative information**

Comparative information has been disclosed in respect of the year ended December 31, 2017 for all numerical data in the financial statements and also the narrative and descriptive information when it is relevant for better understanding of the current year's financial statements. Figures of the year 2016 have been restated and rearranged whenever considered necessary to ensure comparability with the current year.

**2.29 Director responsibility**

The Board of Director takes the responsibility for the preparation and presentation of the financial Statements.

**2.30 Authorization date for issuing financial statements**

The financial statements were authorized by the Board of Directors on February 11, 2018 for public issue.

**2.31 General**

a) Figures appearing in these Financial Statements have been rounded off to the nearest Taka.

b) Previous year's figures have been rearranged/restated/reclassified, where necessary, in order to conform to current year's presentation.

**2.32 Reporting currency**

The financial statements are prepared and presented in Bangladesh Currency (Taka), which is the company's financial currency. A sizeable amount have however been received in foreign currency.

**2.33 Reporting period**

The financial period under audit of the company covering (12) twelve months from of January 01, 2017 to December 31, 2017.

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **3.00** | **Authorised share Capital:** | | |
| | 500,000,000 Ordinary Shares of Tk. 10 each | 5,000,000,000 | 5,000,000,000 |
| | **Issued, subscribed & paid up capital** | | |
| | 80,691,187 ordinary shares of Tk. 10 each fully paid up in cash | **806,911,870** | **806,911,870** |

**Classification of shareholders by holdings as on December 31, 2017.**

| Range of share holding | "No. of Shareholders" | "No. of Shares" | "% of Holdings" | Value of Share in Taka |
|---|---|---|---|---|
| Less than 500 Shares | 2287 | 353,402 | 0.44% | 3,534,020 |
| 501 - 5,000 | 1068 | 1,573,092 | 1.95% | 15,730,920 |
| 5,001 - 10,000 | 79 | 586,542 | 0.73% | 5,865,420 |
| 10,001 - 20,000 | 48 | 667,119 | 0.83% | 6,671,190 |
| 20001 - 30000 | 19 | 469,146 | 0.58% | 4,691,460 |
| 30001 - 40000 | 8 | 272,265 | 0.34% | 2,722,650 |
| 40,001 - 50,000 | 9 | 409,221 | 0.51% | 4,092,210 |
| 50,001 - 60,000 | 6 | 330,646 | 0.41% | 3,306,460 |
| 60,001 - 70,000 | 6 | 382,172 | 0.47% | 3,821,720 |
| 70,001 - 80,000 | 5 | 378,477 | 0.47% | 3,784,770 |
| 80,001 - 90,000 | 6 | 513,786 | 0.64% | 5,137,860 |
| 90,001 and above | 108 | 74,755,319 | 92.64% | 747,553,190 |
| | **3,649** | **80,691,187** | **100.00%** | **806,911,870** |

| | | | |
|---|---|---|---|
| **4.00** | **Reserve or contingency account** | | |
| | Reserve for exceptional losses (Note: 4.01) | 1,260,194,875 | 1,183,976,992 |
| | Investment fluctuation fund (Note: 4.02) | 2,287,365,792 | 1,600,316,872 |
| | General reserve (Note: 4.03) | 180,000,000 | 180,000,000 |
| | Dividend equalization fund (Note: 4.04) | 110,000,000 | 110,000,000 |
| | Revaluation reserve (Note: 4.05) | 1,366,320,375 | 1,387,497,741 |
| | **Total** | **5,203,881,042** | **4,461,791,605** |
| **4.01** | **Reserve for exceptional losses** | | |
| | Opening balance | 1,183,976,992 | 1,084,824,956 |
| | Addition during the year (5% of net premium income) | 76,217,883 | 99,152,035 |
| | **Sub Total** | **1,260,194,875** | **1,183,976,992** |
| **4.02** | **Investment fluctuation fund** | | |
| | Opening balance | 1,600,316,872 | 1,695,976,500 |
| | Add/(less) during the year | 687,048,920 | (95,659,628) |
| | **Sub Total** | **2,287,365,792** | **1,600,316,872** |
| **4.03** | **General reserve** | | |
| | Opening balance | 180,000,000 | 180,000,000 |
| | Addition during the year | - | - |
| | **Sub Total** | **180,000,000** | **180,000,000** |
| **4.04** | **Dividend equalization fund** | | |
| | Opening balance | 110,000,000 | 130,000,000 |
| | Less: Transfer to retained earnings | - | (20,000,000) |
| | **Sub Total** | **110,000,000** | **110,000,000** |

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **4.05** | **Revaluation reserve** | | |
| | Opening balance | 1,387,497,741 | 1,406,347,635 |
| | Addition during the year | - | - |
| | Less: Transfer to retained earnings | (21,177,366) | (18,849,894) |
| | **Sub Total** | **1,366,320,375** | **1,387,497,741** |
| **4.A** | **Consolidated reserve for contingency account** | | |
| | Green Delta Insurance Company | 5,203,881,042 | 4,461,791,605 |
| | Green Delta Securities Limited | 80,071,524 | 80,071,522 |
| | | **5,283,952,566** | **4,541,863,127** |
| **4.B** | **Consolidated revaluation reserve** | | |
| | Green Delta Insurance Company | 1,366,320,375 | 1,387,497,741 |
| | Green Delta Securities Limited | 80,071,524 | 80,071,524 |
| | Sub Total | **1,446,391,899** | **1,467,569,265** |
| **5.00** | **Profit and loss appropriation account** | | |
| | Opening Balance ( accumulated un distributed profit) | 179,607,051 | 193,054,624 |
| | Add: Net profit for the year | 307,786,669 | 303,527,655 |
| | Less : Reserve for exceptional losses | (76,217,883) | (99,152,035) |
| | Less : Provision for income tax | (45,000,000) | (34,500,000) |
| | Less : Deferred tax provision | (19,681,640) | (20,445,119) |
| | Less : Cash Dividend paid for the year 2016 | (161,382,374) | (201,727,968) |
| | Less : Transfer to General Reserve | - | - |
| | Less : Transfer to Dividend Equlation Fund | - | - |
| | Add: Realize from Dividend Equlation Fund | - | 20,000,000 |
| | Add: Transfer from Asset revaluation reserve | 21,177,366 | 18,849,894 |
| | **Total** | **206,289,188** | **179,607,051** |
| **5.A** | **Consolidated profit and loss appropriation account** | | |
| | Green Delta Insurance company | 206,289,188 | 179,607,051 |
| | Green Delta Capital Limited | 47,282,763 | 59,671,682 |
| | Green Delta Securities Ltd. | 185,978,314 | 161,491,558 |
| | GD Assist Ltd. | 3,014,779 | 3,158,409 |
| | Professional Advancement Bangladesh Ltd. | (7,527,309) | (7,633,414) |
| | Total | **435,037,735** | **396,295,286** |
| **5.B** | **Non-controlling interest** | | |
| | Green Delta Capital Limited | 237 | 228 |
| | Green Delta Securities Ltd. | 367 | 365 |
| | GD Assist Ltd. | 2,358 | 2,265 |
| | Professional Advancement Bangladesh Ltd. | 988 | 944 |
| | **Total** | **3,950** | **3,802** |
| **6.00** | **Balance of fund account** | | |
| | Fire Insurance business | 160,024,788 | 145,925,148 |
| | Marine Insurance business | 347,864,489 | 280,120,545 |
| | Motor Insurance business | 69,362,137 | 69,842,541 |
| | Misc. Insurance business | 40,429,118 | 35,937,079 |
| | **Total** | **617,680,532** | **531,825,315** |

Above business insurance accounts maintained as reserve for unexpired risks based on following percentages on premium income excluding Public Sector Business at the following rates :

| Particulars | Total Net Premium (without SBC) | % | Balance of Fund | |
|---|---|---|---|---|
| Fire | 400,061,970 | 40% | 160,024,788 | 145,925,148 |
| Marine Cargo | 821,803,483 | 40% | 328,721,393 | 270,283,005 |
| Marine Hull | 19,143,096 | 100% | 19,143,096 | 9,837,540 |
| Motor | 173,405,342 | 40% | 69,362,137 | 69,842,541 |
| Miscellaneous | 101,072,796 | 40% | 40,429,118 | 35,937,079 |
| **Total** | **1,515,486,687** | | **617,680,532** | **531,825,313** |

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **7.00** | **Premium deposits** | | |
| | Marine cargo | 105,759,559 | 70,539,457 |
| | **Total** | **105,759,559** | **70,539,457** |

This represents the amount of premium deposited with the company against cover notes for which no policy has been issued upto the end of the year.

| | | | |
|---|---|---|---|
| **8.00** | **Estimated liability in respect of outstanding claims whether due or intimated** | | |
| | Fire | 101,948,993 | 152,038,345 |
| | Marine Cargo | 61,198,866 | 35,888,027 |
| | Marine Hull | 628,331.00 | 78,750 |
| | Motor | 9,611,350 | 9,005,609 |
| | Miscellaneous | 32,546,143 | 33,117,409 |
| | **Total** | **205,933,683** | **230,128,140** |
| **9.00** | **Amount due to other persons or bodies carrying on insurance business** | | |

This represents the amount payable to Sadharan Bima Corporation and other re-insurers and private sector insurance companies on account of re-insurance and co-insurance premium as at December 31, 2017.

| | | | |
|---|---|---|---|
| | Payable against co-insurance premium | 59,578,458 | 53,022,149 |
| | Overseas re-insurer | 906,482,666 | 852,630,640 |
| | **Total** | **966,061,124** | **905,652,789** |
| **10.00** | **Sundry creditors** | | |
| | Liability for expenses | 12,749,418 | 11,815,275 |
| | Others payable | 304,920,174 | 257,300,480 |
| | Provision for income tax (Note : 10.01) | 360,435,571 | 315,435,571 |
| | Deferred tax liabilities/(asset) (Note : 10.02) | 110,191,594 | 90,509,954 |
| | Unclaimed dividend | 34,919,552 | 31,610,365 |
| | **Total** | **823,216,310** | **706,671,645** |
| **10.01** | **Provision for income tax** | | |
| | Opening balance | 315,435,571 | 280,935,571 |
| | Add : Addition during the year | 45,000,000 | 34,500,000 |
| | **Sub Total** | **360,435,571** | **315,435,571** |
| **10.02** | **Deferred Tax (Expenses)/ Income:** | | |
| | Deferred Tax Assets / (Liabilities) at the end of the year | 110,191,594 | 90,509,954 |

| | | | |
|---|---|---|---|
| | Deferred Tax Assets / (Liabilities) at the Begining of the year | (90,509,954) | (70,064,835) |
| | **Deferred Tax (Expenses)/ Income** | **19,681,640** | **20,445,119** |

**10.02.1 Deferred Tax Assets / (Liabilities) As on 31 December, 2017:**

| | WDV as per Accounts | WDV as per Tax | Taxable/ Deductible tempory difference |
|---|---|---|---|
| Property, Plant & Equipment (Excluding Land) | 666,253,021 | 390,774,036 | **275,478,985** |
| Applicable Tax Rate | | | **40%** |
| **Deferred Tax Assets / (Liabilities)** | | | **110,191,594** |

**10.02.2 Deferred Tax Assets / (Liabilities) As on 31 December, 2016:**

| | | | |
|---|---|---|---|
| Property, Plant & Equipment (Excluding Land) | 660,035,520 | 433,760,636 | **226,274,884** |
| Applicable Tax Rate | | | **40%** |
| **Deferred Tax Assets / (Liabilities)** | | | **90,509,954** |

| | | *Amount in Taka* | |
|---|---|---|---|
| | | **31.12.2017** | **31.12.2016** |
| **10.A** | **Consolidated sundry creditors** | | |
| | Green Delta Insurance Company Ltd. | 823,216,310 | 706,671,645 |
| | Green Delta Capital Limited | 17,440,485 | 28,089,620 |
| | Green Delta Securities Limited | 178,341,043 | 1,054,372,369 |
| | Professional Advancement Bangladesh Ltd. | 186,559 | 72,596 |
| | GD Assiest Ltd. | 12,857,130 | 8,567,232 |
| | **Total** | **1,032,041,527** | **1,797,773,462** |
| **11.00** | **Loan Received** | | |
| | Short term loan from Marcantile Bank | 713,005,369 | 500,000,000 |
| | Total | **713,005,369** | **500,000,000** |

The due amount has received from the Marcantile Bank Limited, Mohakhali branch, @ 9% interest in favor of the company.

| | | | |
|---|---|---|---|
| **11.A** | **Consolidated bank overdraft** | | |
| | Green Delta Insurance Company Ltd. | 713,005,369 | 500,000,000 |
| | Green Delta Securities Limited | 143,180,713 | 20,067,653 |
| | **Total** | **856,186,082** | **520,067,653** |
| **12.00** | **Investment** | | |
| | Investment in Government Bond | 25,000,000 | 25,000,000 |
| | Investment in GDSL as Margin Loan ( Note: 12.1) | 225,000,000 | 275,000,000 |
| | Investment in quoted shares (Market Price) | 3,093,091,275 | 2,358,054,068 |
| | Investment In FDR (Maturity more than 3 months) | 186,425,555 | 150,342,030 |
| | **Investment in unquoted share:** | | |
| | Jalalabad Telecom Ltd. | 82,384,000 | 82,384,000 |
| | Green Delta AIMS Ltd. | 4,500,000 | 4,500,000 |
| | United Hospital | 56,100,000 | 56,100,000 |
| | Beximco Pharma Preferred Share | - | 522,700 |

AMARSTOCK

| | | | *Amount in Taka* |
|---|---|---|---|
| | | **31.12.2017** | **31.12.2016** |
| | Alliance Leasing and Finance | 120,000,000 | 120,000,000 |
| | Financial Excellence | 3,000,000 | 3,000,000 |
| | CDBL | 1,138,890 | 1,138,890 |
| | BD Venture | 20,000,000 | 20,000,000 |
| | Energypac Power Generation Ltd. | 4,972,000 | 4,972,000 |
| | The ACME Laboratories Ltd. | - | 28,732,364 |
| | Summit Alliance(Right Share) | - | 48,585 |
| | **Investment in Subsidiaries:** | | |
| | Green Delta Capital Limited | 249,999,900 | 249,999,900 |
| | Green Delta Securities Ltd. | 99,999,900 | 99,999,900 |
| | GD Assiest Ltd. | 2,499,000 | 2,499,000 |
| | Professional Advancement Bangladesh Ltd. | 9,996,000 | 9,996,000 |
| | GDAsset management Ltd. | 26,000,000 | - |
| | **Total** | **4,210,106,520** | **3,492,289,437** |
| **12.01** | **Investment in GDSL as margin loan** | | |
| | Margin Loan of Green Delta Securities Ltd. | 225,000,000 | 275,000,000 |
| | **Sub Total** | **225,000,000** | **275,000,000** |

The amount was invested in GDSL as margin loan amount of taka 75,000,000 @ 9 % and taka 150,000,000 @ 10% interest annually.

| | | | |
|---|---|---|---|
| **12.A** | **Consolidated investment** | | |
| | Investment of Green Delta Insurance Co. Ltd. | 3,622,611,720 | 2,854,794,637 |
| | Investment of Green Delta Capital Ltd. | 252,271,428 | 107,347,680 |
| | Investment of Green Delta Securities Ltd. | 256,724,593 | 268,033,752 |
| | Investment of Professional Advancement Bangladesh Ltd. | 13,439,300 | - |
| | Investment of GD Assist Ltd. | 17,429,741 | - |
| | **Total** | **4,162,476,782** | **3,230,176,069** |

## 13.00 Outstanding premium

Outstanding premium represents installments due as on the Balance Sheet date on account of Marine & Aviation Business.

| | | |
|---|---|---|
| Marine hull | 39,795,560 | 29,484,764 |
| Aviation hull | 107,001,999 | 103,377,192 |
| **Total** | **146,797,559** | **132,861,956** |

## 14.00 Amount due from other persons or bodies carrying on insurance business

This represents the amount receivable from private sector insurance companies on account of co-insurance premium and claim as on December 31, 2017.

| | | |
|---|---|---|
| Co-insurance premium receivable | 16,277,686 | 80,502,435 |
| Co-insurance claim receivable | 8,207,932 | 10,381,329 |
| Amount due from overseas re-insurer | 1,731,719,743 | 1,137,072,890 |
| **Total** | **1,756,205,360** | **1,227,956,653** |

## 15.00 Sundry debtors ( including advance and deposits)

| | | |
|---|---|---|
| Advance rent | 15,704,908 | 7,426,148 |
| Advance salary | 74,341 | 264,424 |
| Car lease for employees(advance) | 1,055,172 | 1,912,796 |

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | Other advances | 537,251,129 | 406,844,423 |
| | Security deposit | 2,946,393 | 2,842,393 |
| | Accrued interest | 8,492,872 | 8,249,263 |
| | **Total** | **565,524,814** | **427,539,447** |
| **15.A** | **Consolidated sundry debtors** | | |
| | Green Delta Insurance Company Ltd. | 477,977,638 | 346,835,883 |
| | Green Delta Capital Limited | 33,249,758 | 34,242,936 |
| | Green Delta Securities Limited | 442,737,466 | 304,345,050 |
| | Professional Advancement Bangladesh Ltd. | 7,455,350 | 5,971,828 |
| | GD Assiest Ltd. | 21,050,799 | 5,161,764 |
| | **Total** | **982,471,011** | **696,557,461** |
| **16.00** | **Cash and cash equivalent** | | |
| | Fixed deposits | 948,031,014 | 1,025,381,325 |
| | STD and current account | 32,029,508 | 65,881,463 |
| | Cash in hand | 3,296,277 | 3,994,570 |
| | **Total** | **983,356,799** | **1,095,257,358** |
| **16.A** | **Consolidated cash and cash equivalent** | | |
| | Green Delta Insurance Company Ltd. | 983,356,799 | 1,095,257,358 |
| | Green Delta Capital Limited | 21,974,175 | 198,148,189 |
| | Green Delta Securities Limited | 251,233,337 | 1,164,466,298 |
| | Professional Advancement Bangladesh Ltd. | 910,044 | 13,235,724 |
| | GD Assiest Ltd. | 315,350 | 9376986 |
| | **Total** | **1,257,789,705** | **2,480,484,555** |
| **17.00** | **Land property & office space** | | |
| | Land at revalued price( Mohakhali) | 800,000,000 | 800,000,000 |
| | Land at Aftabnagar (Cost Price) | 59,974,010 | 59,974,010 |
| | **Total** | **859,974,010** | **859,974,010** |

Land property has revalued as per decision of the board and stated at new revalued price which was measuring 6 (Six) khatha and 4 (four) Chataks situated at 51, Mohakhali C/A , Dhaka-1212.Moreover company has purchased two plots ( 10 Katha ) at Aftab Nagar, Eastern Housing , Rampura , Dhaka.

**18.00 Fixed Assets (at cost less depreciation)**

| | Furniture & Fixtures | Office & Electrical Equipments | Vehicles | Building & Real Easted | | Total |
|---|---|---|---|---|---|---|
| | | | | Own Used | Investment Property | |
| **Cost** | | | | | | |
| As at January 01, 2017 | 75,941,606 | 83,828,888 | 128,047,200 | 631,699,128 | 634,787,491 | 1,554,304,313 |
| Less : Prior Year adjustment | | | | | | - |
| Additions during the year | 3,785,740 | 7,271,118 | 11,726,150.00 | - | 2,096,932 | 24,879,940 |
| Disposal during the year | (2,036,159) | (668,300) | (15,533,000) | - | - | (18,237,459) |
| **As at December 31, 2017** | **77,691,187** | **90,431,706** | **124,240,350** | **631,699,128** | **636,884,423** | **1,560,946,794** |
| **Depreciation** | | | | | | |
| As at January 01, 2017 | 28,983,228 | 48,766,107 | 85,436,110 | 27,604,322 | 16,475,134 | 207,264,901 |
| Charge during the year | 7,853,416 | 12,369,493 | 21,311,018 | 6,380,643 | 6,412,154 | 54,326,724 |
| Disposal during the year | (1,035,515) | (446,696) | (14,798,433) | - | - | (16,280,644) |
| **As at December 31, 2017** | **35,801,129** | **60,688,904** | **91,948,695** | **33,984,965** | **22,887,288** | **245,310,981** |
| **Sub Total** | **41,890,058** | **29,742,802** | **32,291,655** | **597,714,163** | **613,997,135** | **1,315,635,813** |
| **Written down value of intangible assets (Note 18.01)** | | | | | | **4,260,033** |

| | | | | | | | *Amount in Taka* |
|---|---|---|---|---|---|---|---|
| | | | | | **31.12.2017** | | **31.12.2016** |
| | **Written down value at December 31, 2017** | **41,890,058** | **29,742,802** | **32,291,655** | **597,714,163** | **613,997,135** | **1,319,895,846** |
| | **Written down value at December 31, 2016** | **46,958,378** | **35,062,781** | **42,611,090** | **604,094,806** | **618,312,357** | **1,349,996,698** |

| | | | |
|---|---|---|---|
| **18.01** | **Intangible assets ( computer software)** | | |
| | **Opening balance** | 5,082,697 | 5,017,697 |
| | Add : Addition during the year | 2,090,000 | 65,000 |
| | Less : Amortization during the year (15%) | 787,252 | 721,457 |
| | Less : Accumulated Amortization | 2,125,412 | 1,403,955 |
| | **Written Down Value** | **4,260,033** | **2,957,285** |
| **18.A** | **Consolidated fixed assets (at cost less depreciation)** | | |
| | Green Delta Insurance Company Ltd. | 1,315,635,813 | 1,347,039,413 |
| | Green Delta Capital Limited | 5,074,924 | 3,237,579 |
| | Green Delta Securities Ltd. | 3,426,935 | 3,415,566 |
| | Professional Advancement Bangladesh Ltd. | 4,522,081 | 5,019,340 |
| | GD Assist Ltd. | 1,748,255 | 266,821 |
| | **Total** | **1,330,408,008** | **1,358,978,719** |
| **18.B** | **Consolidated Intangible assets (at cost less amortization)** | | |
| | Green Delta Insurance Company Ltd. | 4,260,033 | 2,957,285 |
| | Green Delta Capital Limited | 2,313,590 | 3,861,882 |
| | **Total** | **6,573,623** | **6,819,167** |
| **19.00** | **Stock of printing, stationery & stamps** | | |
| | Printing | 1,714,066 | 2,076,913 |
| | Stationery | 12,631 | 16,110 |
| | Insurance policy stamps | 264,277 | 272,492 |
| | **Total** | **1,990,974** | **2,365,515** |
| **20.00** | **Audit fees** | | |
| | Statutory audit | 345,000 | 345,000 |
| | Half yearly Audit | - | - |
| | **Total** | **345,000** | **345,000** |
| **21.00** | **Investment and others income** | | |
| | Interest on FDR & STD and others | 67,129,585 | 61,339,242 |
| | Net profit from shares trading | 6,115,971 | 2,531,202 |
| | Interest on National Bond | 2,922,800 | 2,733,420 |
| | Gain from Asset disposal | 4,944,691 | - |
| | Dividend income | 64,049,571 | 75,572,034 |
| | Interest Income from GDSL | 25,133,562 | 17,310,959 |
| | Co-ins service charges | 3,955,424 | 2,906,960 |
| | Sundry income | 9,450,285 | 2,508,079 |
| | Rental income | 17,275,666 | 11,601,230 |
| | Income from Trustee Commission | 5,820,000 | 4,435,000 |
| | Currency Exchange gain/ (loss) | 2,145,167 | 402,544 |
| | **Total** | **208,942,722** | **181,340,670** |
| **21.A** | **Consolidated income from share business** | | |
| | Green Delta Insurance Company Ltd. | 6,115,971 | 2,531,202 |
| | Green Delta Capital Limited | 24,862,948 | 2,845,634 |
| | Green Delta Securities ltd. | (27,095,419) | 19,742,107 |
| | **Total** | **3,883,500** | **25,118,943** |
| **21.B** | **Consolidated interest & others income** | | |
| | Green Delta Insurance Company Ltd. | 63,780,104 | 20,044,379 |
| | Green Delta Capital Limited | 12,785,902 | 24,496,028 |

SMARTSTOCK

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | Green Delta Securities ltd. | 55,099,783 | 44,385,956 |
| | Professional Advancement Bangladesh Ltd. | 1,205,860 | 855,964 |
| | GD Assist Ltd. | 4,963,949 | 3,285,862 |
| | | **137,835,598** | **93,068,189** |
| | Less: Inter company transaction | 25,133,562 | 17,310,959 |
| | **Total** | **112,702,036** | **75,757,230** |
| **21.C** | **Consolidated management expenses** | | |
| | Green Delta Insurance Company Ltd. | 244,611,386 | 204,679,477 |
| | Green Delta Capital Limited | 30,082,896 | 101,311,261 |
| | Green Delta Securities Ltd. | 99,455,686 | 26,503,660 |
| | Professional Advancement Bangladesh Ltd. | 6,898,599 | 4,951,338 |
| | GD Assist Ltd. | 7,508,279 | 4,406,853 |
| | | **388,556,846** | **341,852,589** |
| | Less: Inter company transaction | 25,133,562 | 17,310,959 |
| | **Total** | **363,423,284** | **324,541,630** |

## 22.00 Claims under policies less re-insurance

| | Fire | Marine Cargo | Marine Hull | Motor | Miscellaneous | Total |
|---|---|---|---|---|---|---|
| Claims paid during the year | 155,176,526 | 136,931,958 | 826,690 | 35,502,909 | 66,913,216 | 395,351,299 |
| Claims outstanding at the end of the year | 101,948,993 | 61,198,866 | 628,331 | 9,611,350 | 32,546,143 | 205,933,683 |
| Claims outstanding at the beginning of the year | (152,038,345) | (35,888,027) | (78,750) | (9,005,609) | (33,117,409) | (230,128,140) |
| **Total amount (Year - 2017)** | **105,087,174** | **162,242,797** | **1,376,271** | **36,108,650** | **66,341,950** | **371,156,842** |
| **Total amount (Year - 2016)** | **175,479,859** | **73,822,651** | **6,179,557** | **30,889,949** | **48,105,211** | **334,477,227** |

## 23.00 Premium less re-insurance

| | On Direct Business | On Re-ins Accepted | On Re-ins. Ceded | Total Amount in 2017 | Total Amount in 2016 |
|---|---|---|---|---|---|
| **Class of business :** | | | | | |
| Fire | 1,553,015,178 | - | (1,151,924,355) | 401,090,823 | 365,802,759 |
| Marine Cargo | 979,948,209 | - | (154,001,648) | 825,946,561 | 679,058,233 |
| Marine Hull | 143,302,633 | 1,550,682 | (125,573,202) | 19,280,113 | 9,881,652 |
| Motor | 194,929,620 | - | (19,034,568) | 175,895,052 | 176,764,824 |
| Miscellaneous | 420,800,797 | - | (318,655,684) | 102,145,113 | 90,519,670 |
| **Total amount (December 31, 2013)** | **3,291,996,437** | **1,550,682** | **(1,769,189,457)** | **1,524,357,662** | **1,322,027,138** |

## 24.00 Earning per share (EPS)

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **Basic earning per share (EPS) on net profit after tax (Par value of Tk.10)** | | **3.01** | **3.08** |
| **Earnings attributable to ordinary shares:** | **A** | **243,105,029** | **248,582,536** |
| Profit as per profit & loss account | | 307,786,669 | 303,527,655 |
| Less: Income tax provision | | 45,000,000 | 34,500,000 |
| Less: Deferred tax expenses | | 19,681,640 | 20,445,119 |
| Less: Loss from discontinued business | | - | - |
| **Number of shares:** | **B** | **80,691,188** | **80,691,188** |

| **Number of shares Outstanding:** | **Number of shares as at 31.12.2017** | **Number of shares as at 31.12.2016** |
|---|---|---|
| Shares outstanding as on 01.01.2017 | 80,691,188 | 80,691,188 |
| Bonus share issued during the year | - | - |
| | **80,691,188** | **80,691,188** |

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **Basic earnings per shares C=(A/B) = (Per value of Tk.10)** | Earnings attributable to ordinary shareholders | **243,105,029** | **248,582,536** |
| | Weighted average number of shares | **80,691,188** | **80,691,188** |
| | | **3.01** | **3.08** |

**24.A Consolidated earning per share (EPS)**

| | | | |
|---|---|---|---|
| **Earnings attributable to ordinary shares:** | | **289,648,259** | **278,845,006** |
| Profit as per profit & loss account | | 382,413,894 | 352,964,580 |
| Less: Income tax provision | | 73,083,995 | 53,674,455 |
| Less: Deferred tax expenses | | 19,681,640 | 20,445,119 |
| Consolidated EPS = | Consolidated net profit after tax | **289,648,259** | **278,845,006** |
| | Total no. of shares outstanding during the year | **80,691,188** | **80,691,188** |
| | | **3.59** | **3.46** |

## 25.00 Net assets value

The offer price of the common stock of Green Delta Insurance Co. Ltd. has been determined on the basis of net assets value, the break up is given below:

| | | |
|---|---|---|
| **A. Assets.** | | |
| Investment | 4,345,009,850 | 3,492,289,437 |
| Outstanding premium | 146,797,559 | 132,861,956 |
| Amount due to other persons or bodies carrying on insurance business | 1,756,205,360 | 1,227,956,653 |
| Sundry debtors | 565,524,814 | 427,539,447 |
| Cash and bank balance | 848,453,469 | 1,095,257,358 |
| Land, fixed asset & others | 2,181,860,830 | 2,212,336,223 |
| **Total Assets** | **9,843,851,884** | **8,588,241,074** |
| **B. Liabilities** | | |
| Balance of fund accounts | 617,680,532 | 531,825,313 |
| Premium deposit | 105,759,559 | 70,539,457 |
| Estimated liability in respect of outstanding claims whether due or intimated | 205,933,683 | 230,128,140 |
| Amount due to other persons or bodies carrying on insurance business | 966,061,124 | 905,652,789 |
| Sundry creditors | 823,216,310 | 706,671,645 |
| Bank loan | 713,005,369 | 500,000,000 |
| **Total liabilities** | **3,431,656,577** | **2,944,817,343** |
| **Net Assets (A - B)** | **6,412,195,307** | **5,643,423,731** |
| Number of shares outstanding during the year | 80,691,188 | 80,691,188 |
| **Net assets value per share** | **79.47** | **69.94** |

## 26.00 Related party disclosure

The Company has centered into transactions with other entities in normal course of business that fall within the definition of related party as per Bangladesh Accounting Standard-24 "Related Party Disclosure". The terms of related party transaction are not significantly different from those that could have been obtained from their parties. The significant related party transactions are as follows:

**Amount in Taka**

| Name of the Party | Relationship | Nature of Transaction | Closing balance |
|---|---|---|---|
| Green Delta Securities Ltd. | Subsidiary Company | Inter Company Credit @ 9% & 12% | 231,425,102 |
| Green Delta Capital Ltd. | Subsidiary Company | Inter Company Transaction | 160,391 |
| Professional Advancement Bang. Ltd. | Subsidiary Company | Inter Company Transaction | 23,666,537 |
| GD Assist Ltd. | Subsidiary Company | Inter Company Transaction | 22,169,879 |

## 27.00 Number of employees

During the year under audit, there were 652 employees for the full year and 22 employees for less than full year.

# STATUS OF COMPLIANCE OF BANGLADESH ACCOUNTING STANDARDS AND BANGLADESH FINANCIAL REPORTING STANDARDS

*Annexure-I*

| Name of the BAS | BAS No. | Status |
|---|---|---|
| Presentation of financial statements | 1 | ** |
| Inventories | 2 | N/A |
| Cash flow statement | 7 | Applied |
| Accounting policies, change in accounting estimates and errors | 8 | Applied |
| Events after the balance sheet date | 10 | Applied |
| Construction contracts | 11 | N/A |
| Income taxes | 12 | Applied |
| Property, plant and equipment | 16 | Applied |
| Lease | 17 | Applied |
| Revenue | 18 | Applied |
| Employee benefits | 19 | Applied |
| Accounting for government grants and disclosure of governments assistance | 20 | Applied |
| The effect of change in foreign exchange rates | 21 | Applied |
| Borrowing cost | 23 | Applied |
| Related party disclosure | 24 | Applied |
| Accounting and reporting by retirement benefits plan | 26 | Applied |
| Consolidated and separate financial statements | 27 | Applied |
| Investment in associates | 28 | N/A |
| Investment in joint ventures | 31 | N/A |
| Financial instruments: disclosure and presentations | 32 | ** |
| Earning per share | 33 | Applied |
| Interim financial reporting | 34 | Applied |
| Impairment of assets | 36 | Applied |
| Provision, contingent liabilities and contingent assets | 37 | Applied |
| Intangible assets | 38 | Applied |
| Financial instruments: recognition and measurement | 39 | ** |
| Investment property | 40 | N/A |
| Agriculture | 41 | N/A |
| **Name of the BFRS** | **BFRS No.** | **Status** |
| Share base payment | 2 | N/A |
| Business combination | 3 | N/A |
| Insurance contracts | 4 | ** |
| Non-currents assets held for sale and discontinued operation | 5 | N/A |
| Exploration for and evaluation of mineral resources | 6 | N/A |
| Financial instruments : disclosure | 7 | ** |
| Operating segment | 8 | N/A |

** Green Delta Insurance Company Limited management has followed the principles of BAS & BFRS consistently in the preparation of the financial statements to that extent as applicable to Insurance Company. Some of the standards have not been complied with, about which IDRA has special guideline.


GREEN DELTA
SECURITIES


GREEN DELTA
CAPITAL


PROFESSIONAL
ADVANCEMENT
BANGLADESH


GDASSIST

# 9.1 REPORT ON GREEN DELTA SECURITIES LIMITED (GDSL)



## MANAGING DIRECTOR & CEO'S MESSAGE


### Wafi Shafique Menhaz Khan

Managing Director & Chief Executive Officer
Green Delta Securities Limited


**Green Delta Securities Limited, one of the leading Stock Brokerage houses of the country, set foot in the capitalized brokerage business in the year 2006. Green Delta Securities is a 100% subsidiary of Green Delta Insurance Company Limited, and is the most preferred and prominent wide-ranging Stock Brokerage house in Bangladesh. Within a short period of time GDSL has succeeded to find itself among the league of state of the art securities companies of Bangladesh offering full-fledged global standard brokerage services for retail and institutional clients.**

GDSL is recognized as the most accountable business partner, conduct and associate. Our mission is to provide the best and innovative services to our valuable clients in terms of trading, technology and other support services. We strongly believe that real success of a business is not just about earning profits measured in numbers and reaching the top most level but also keeping our clients satisfied by providing them with the best services. We believe in focusing on delivering the best possible services through the right process and the best result is just the logical outcome. Our corporate strategy is justifiable business practices and balancing accountability along with growth as well as productivity which is reflected in our commitment.

GDSL is the 1st brokerage house in Bangladesh that introduced customized products for the different target groups in terms of facility and benefits. All these products are already introduced in the capital market. We received very positive responses for all the products especially Nibedita and Bijoy. Every product is unique in terms of features, benefits and target groups. We believe GDSL will able to attract more investors in our capital market in the near future.

This is a matter of honor that in 2017 the visionary board members and the management team have taken the company to greater heights with their understanding and experience in the financial sector of the country. Green Delta Securities Limited is the 1st and only brokerage house from Bangladesh to have received the prestigious CFI Award in 2014 as "Best Stock Broker". We believe we can make it a habit with our most efficient and vibrant team in the industry.

Despite of all the obstacles in 2017, GDSL performed significantly in terms of market share and also maintained strong compliance. GDSL succeeded to make its position among the Top 21 stockbrokers in DSE and became one of the top brokers in CSE ranking list.
We believe our clients are our utmost priority and we always consider them as our strategic business partner. We want to accomplish our success along with our clients and our solid proficiency and thoughtfulness to detail means we can offer revenue-building prospects for your business. Success comes from having a long-term vision, especially when it comes to building long term relationships. As resonated by our corporate values, we understand the importance of integrity and sense of assurance of our clients. Our compensations allow you to run transaction professionally and our support will help you to maximize your performance, making sure that you are investing in the right basket and not being misled.

In 2017, GDSL attended Road Shows in USA to invite foreign fund managers, investment bankers, brokerage houses and financial institutes. We did foreign trade of BDT 1543 Million in 2017.

Green Delta Securities is closer to achieving its goal to become the finest brokerage house of the country. Green Delta believes in intelligence at work to maximize growth and profitability both for the clients and the organization itself. They inspire the clients to be more focused on their trading and have a clearer vision while investing. It is our ambition to live up to your prospects by providing secure, reliable and competitive on line trading services. We look forward to welcoming you at Green Delta Family in 2018 and we will remain focused in this year and beyond for a prosperous year with you.



**Wafi S M Khan**
Managing Director & Chief Executive Officer

## Board of Directors

Our Board of Directors is formed with following professionals:

- Mr. Nasir A. Choudhury, Chairman
- Mr. Abul Qasem Mohammad Nurul Absar
- Mr. Nadeem Ahmed Chaudhury
- Ms. Naima Chowdhury
- Ms. Farzana Chowdhury

## Brief Profile of the Board of Directors

**Mr. Nasir A. Choudhury,** Chairman, is a visionary and highly experienced professional. He has over 50 years of experience in the insurance industry and considered to be a living legend in his field. He started his career with Pakistan Insurance Corporation head office at Karachi, Pakistan in 1958. He is the Advisor and also Founder Managing Director of Green Delta Insurance Co. Ltd. the leading General Insurance Co. in Bangladesh since its inception i.e. 1.1.1986. He is also playing the role of Director, Chairman, Sponsor Director and Vice Chairman in different renowned organizations like Delta BRAC Housing Finance Corporation Ltd., Progressive Life Insurance Co. Ltd., Union Capital Ltd. etc. He received many prestigious awards not only for his contribution in the insurance industry but also in overall economy.

**Mr. Abul Qasem Mohammad Nurul Absar,** is a qualified professional having many years of experience in heading big organizations. He is also the Chairman of Green Delta Insurance Co. Ltd. After graduating in Civil Engineering from BUET in the year 1964, he completed his post graduation in Hydraulic Engineering from DELFT University in The Hague, Netherlands. He served the Water and Power Development Authority - WAPDA, in Kuwait for 10 years. Mr. Absar served in reservoir section under the Ministry of Electricity & Water, Kuwait, for 10 years where he was involved in the construction of water reservoirs. Mr. Absar is also the Director of Delta Medical College & Hospital and Delta Life Insurance Co. Ltd.

**Mr. Nadeem Ahmed Chaudhury,** is a young dynamic professional having many years of experience in heading big organizations like Eastern Housing Ltd; currently he is working as Chief Executive Officer of Bengal Development Corporation Ltd. he is also the Sponsor Director of Enrilco Ltd. He has experience in the Infrastructure Development business of more than 18 years.

**Ms. Naima Chowdhury,** is a qualified professional having experience of managing renowned business portfolio of East Coast Group related to real estate. She is also the director of East Cost Group, Bangladesh.

**Ms. Farzana Chowdhury,** is a qualified professional having working experience directly and indirectly with the insurance sector of the country since 1998. She also worked in the field of micro finance with BRAC and Small and Medium Enterprise (SME) financing with BRAC Bank Ltd. where she has been deeply involved to design, develop and implement insurance coverage for the related beneficiaries. She has done her Masters of Business Administration, Monash Business School, Monash University, Melbourne, Australia, also done Diploma in Insurance from The Chartered Insurance Institute (CII-UK) and from Malaysia Insurance Institute (DMII). She is now the Managing Director & CEO of Green Delta Insurance Co. Ltd.

## Our Vision

To be the preferred brokerage for individuals and institutional clients.

## Our Mission

Ensuring the best service by maintaining strong compliance.

## Major Activities of the firm

Green Delta Securities Limited offers everything an investor needs for participating in capital market ensuring highest quality service with a lucrative pricing. The services are comprehensive in nature, including brokerage, Settlement, Tele trading, custodian services, VAS. The firm provides all types of Brokerage Services through DSE and CSE starting from Beneficiary Account (BO) opening, Margin Loan facilitation, CDBL related services, notification of corporate announcements.

## Comparative Advantage

- GDSL has started its online service "GDSL Clouds". It allows clients to access their portfolio and trade information anytime and from anywhere around the globe.
- Dedicated and charismatic team for Institutional and HNW clients and Foreign Investors.
- Free Accidental Insurance Policy for the account holder and nominee.
- Best Stock Broker 2014 CFI Award.
- Use of state-of-the-art technologies including the Bloomberg terminal
- Experience in handling large international and domestic client base
- Fast and efficient trade execution
- Competitive commission
- Dedicated customer service
- Extensive network in capital markets globally and domestically
- Benchmark standard compliance

## Corporate Governance

GDSL always reviews corporate governance practices to ensure complete transparency and hence established the following roles and responsibilities as discussed below:

**Role of the Board of Directors**

The Board is completely responsible for long-term establishment of the organization and to ensure the implementation of the corporate governance at all level. The Board duly complies with the guideline provided by the regulatory body, Bangladesh Security and Exchange Commission. The Board also formulates the strategic objectives and policy framework for the company.

**Role of Chairman**

The Chairman runs the board and serves as the primary link between the Board and Management. The Chairman works with the CEO to set the agenda for Board meetings. It is the chairman's responsibility to provide leadership to the Board and ensure that the Board works effectively and discharges its responsibilities as directors of the company.

**Role of CEO**

The CEO is the responsible for overall business development, target achievements, office management, team development and setting the directions for the company. As the office bearer he is responsible for scheduling the resources in the manner that helps to attain the business goals which he sets with the management team and business team.

**Core team**

The Core team members are responsible for the strategic and operation plan of their respective service departments which eventually governance and shape up the business. The core team is fully responsible for the functionality of the service departments and smooth running of the operation.



**Business team**

The Business team members are responsible for the strategic and business plan to achieve business target. The business team consists of Branch Managers, Stock Brokers, Business Development Officers and Customer Service Officers who are abundantly dedicated for achievements of the business target and smooth operations of the branches.



## Panel brokers

- Green Delta Capital Limited
- Trust Bank Panel Broker
- Jamuna Bank Investment Limited
- CAPM Advisory
- ABACI Investment Limited

## Our Banking Associates

- Standard Chartered Bank
- HSBC
- BRAC Bank Ltd.
- Eastern Bank Ltd.
- Jamuna Bank Ltd.
- Trust Bank Ltd.
- City Bank Ltd.
- Mercantile Bank Limited

## A glimpse of activities of GDSL

**Bloomberg Terminal:**

Green Delta Securities Limited became one of the largest institutional stockbroker to use Bloomberg terminal to reach global investors and provide them information on Bangladesh's capital market. Bloomberg is an international financial service provider, which connects around 3.2 lakh subscribers, including foreign fund managers, world's central banks, investment bankers, brokerage houses and financial institutions. Stock-market analyses, company research and economic data will be available on the terminal and Bloomberg subscribers will get this services posted by GDSL. This tie-

up creates an enormous opportunity for Bangladesh's capital market to attract more foreign investments.

**Logo Changing:**
Green Delta Securities Ltd, set foot in the capitalized brokerage business in the year 2006. After 11 years of successful journey, today GDSL is among the top 20 leading brokerage houses in Bangladesh and moving forward with vigor. To start a new journey with a new promise Green Delta Securities Ltd has transformed its logo! But rather than changing into something totally new and unfamiliar, we are carrying the legacy forward and being unified with our parent company. With the launch of this new logo Green Delta Family now looks more united and close to our hearts.

**Comprehensive I-Cloud:**
This year GDSL relaunched I-Cloud with a magnificent feature of fund withdrawal from any place of world through I-Cloud 24x7 online service. With extremely easy sign-up process, clients availing the service can have access to GDSL Clouds from anywhere in the world to keep track of their own portfolio anytime.

Through the service the clients will be able to:

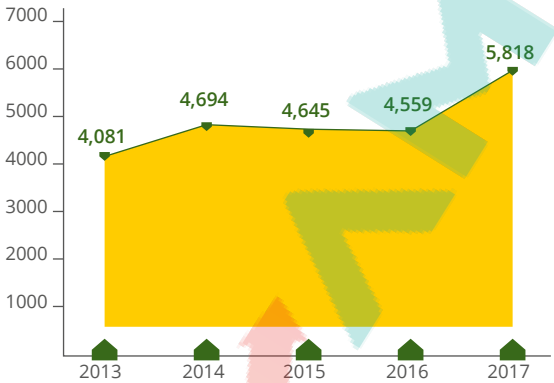
- Get portfolio and ledger easily
- Fund withdrawal/Fund requisition from anywhere
- Get trade result (Buy & Sell confirmation) by themselves, and
- Access their investment information on their device.

In future we plan to extend our online services by adding clients fund withdrawal requests and real time trade (buy/sell) orders.

**Road Show in USA:**
In the year 2017, GDSL attended few Road shows in USA to invite foreign fund managers, investment bankers, brokerage houses and financial institutions. GDSL has Bloomberg terminal to produce Stock-market analyses, company research and economic data to Bloomberg subscribers. This tie-up creates an enormous opportunity for Bangladesh's capital market to attract more foreign investments.

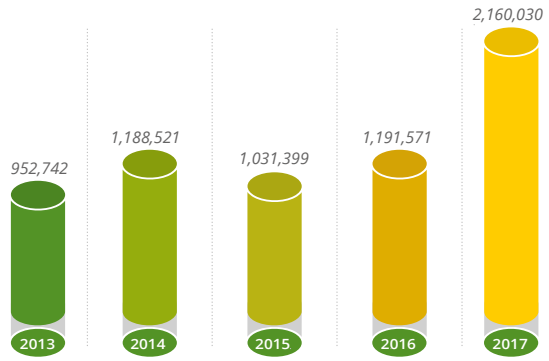


## DSE Index Movement



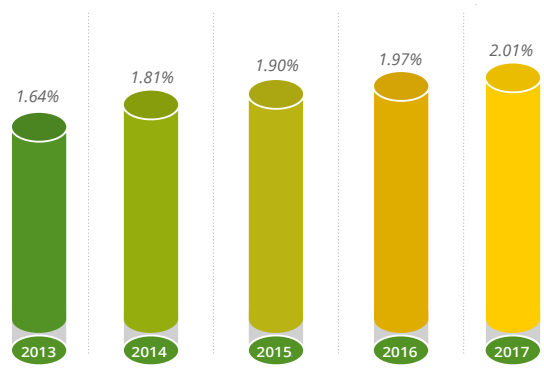

Year 2017 was really great for share market. During this year DSE index up by 1,300 points, as a result of market (DSE) capitalization increased by 23%from last year. At the end of year Market capitalization and DSE index was BDT 3,916,342 million and 5,818 respectively.

## DSE Trade *BDT in Million*

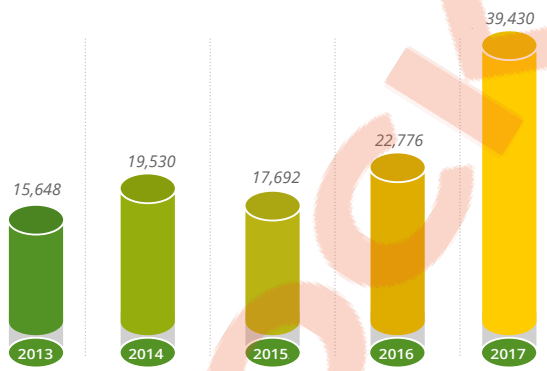



In the year 2017, DSE trade was increased highly, it was 82% higher than that of previous year. Total trade in DSE for the year 2017 was BDT 2,160,030 million. Trade of GDSL increased as well. It increases by 73% (except own/Dealer investment). Total trade of GDSL for the year 2017 was BDT 39,430 Million. This incremental trade enhance the market share from 1.97% to 2.01%

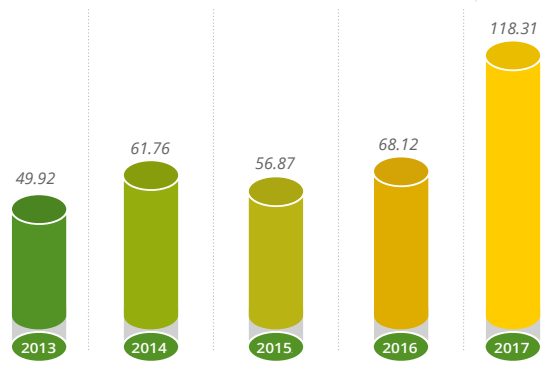
## GDSL Market Share



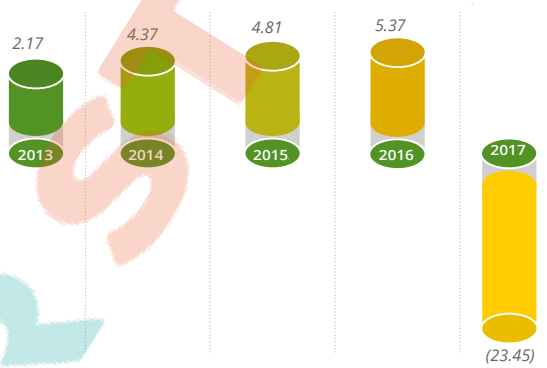

## GDSL Trade (X-DLR) *BDT in Million*



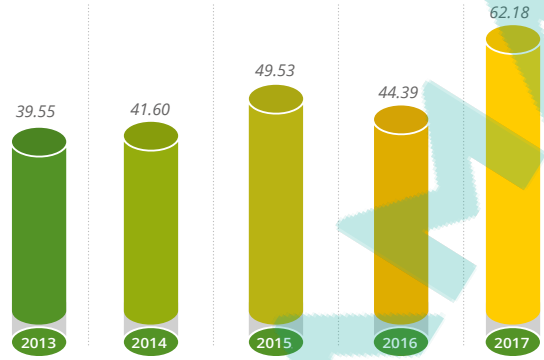

## Commission Income *BDT in Million*



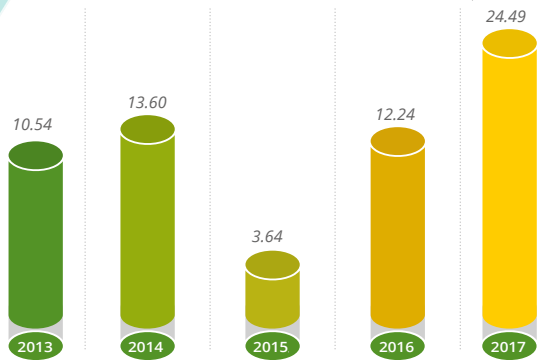

## Dealer Investment




## Interest Income

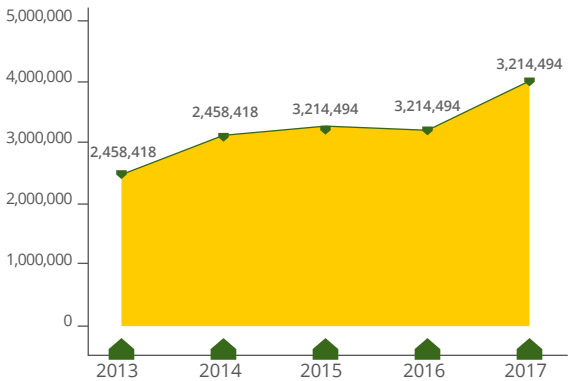



## Net Profit after Tax




Considering market of 2017, generated commission and interest income, GDSL management decided to put a fresh re-start to own (dealer) investment portfolio and realize a loss of BDT 23.45 Million.

## DSE Av. Market Capital *BDT in Million*



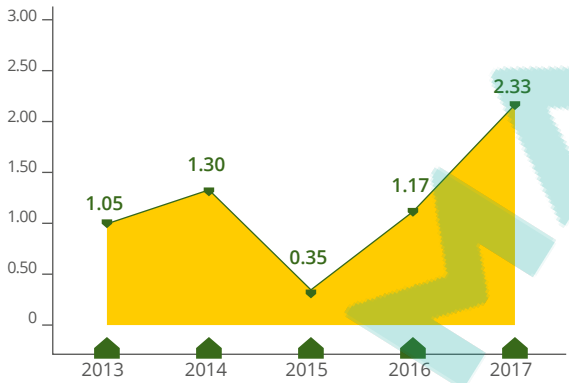
**Income Statement for the year ended**
31st December

| Particulars | 2013 | 2014 | 2015 | 2016 | 2017 |
|---|---|---|---|---|---|
| Total Operating Income | 99,392,970 | 121,863,589 | 116,820,054 | 133,193,812 | 170,613,011 |
| Profit Before Tax | 22,882,019 | 27,177,713 | 15,066,733 | 29,601,338 | 52,386,370 |
| Profit After Tax | 10,538,493 | 13,602,024 | 3,641,888 | 12,235,767 | 24,486,858 |

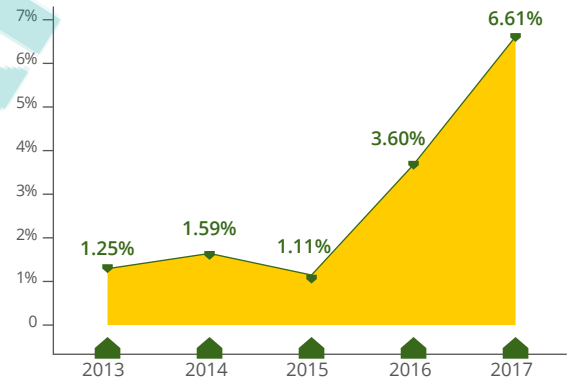
**Balance Sheet**
as on 31st December

| Particulars | 2013 | 2014 | 2015 | 2016 | 2017 |
|---|---|---|---|---|---|
| Non-Current Assets | 679,928,336 | 653,389,834 | 125,359,895 | 122,261,939 | 133,451,295 |
| Current Assets | 500,942,387 | 598,304,283 | 599,446,505 | 1,617,820,740 | 820,671,036 |
| Total Assets | 1,180,870,723 | 1,251,694,117 | 724,806,400 | 1,740,082,679 | 954,122,331 |
| Share Holders Equity | 841,731,207 | 855,333,231 | 329,327,581 | 341,563,347 | 366,050,205 |
| Long Tern Liabilities | 114,138,688 | 84,138,688 | 144,138,688 | 284,138,688 | 225,000,000 |
| Current Liabilities | 225,000,828 | 312,222,197 | 251,340,132 | 1,114,380,644 | 363,072,126 |
| Total Shareholders' Equity & Liability | 1,180,870,723 | 1,251,694,117 | 724,806,400 | 1,740,082,679 | 954,122,331 |

## Earning Per Share




## Return on Equity




GDSL management explore every possible scope to reduce or control cost both financial and operational, which reflects on EPS and ROE of the year 2017. The EPS and ROE also become double than that of previous year. EPS and ROE for the year 2017 was 2.33/Share and 6.61% respectively.

# Our Offices

## GREEN DELTA SECURITIES

**HEAD OFFICE & PRINCIPLE BRANCH**

Hadi Mansion (6th Floor)
2, Dilkusha C/A,
Dhaka-1000
Tel: +88-02-9567505 Ext.-101
Fax: +88-02-9567548

**PRINCIPAL BRANCH ANNEX- TRUST**

People's Insurance Bhaban
(12th Floor), 36, Dilkusha C/A,
Dhaka-1000, Bangladesh.
Tel: +88-02-7120604
Fax: +88-02-9567548

**DHANMNDI BRANCH**

Rupayan Prime (7th floor)
Plot # 02, Road 07,
Dhanmondi, Dhaka 1205,
Tel: +88 02 8622599, 8621019
Fax: +88 02 8621015

**GULSHAN BRANCH**

Sheba House (1st Floor)
Northern Side, Plot # 34,
Road # 46, Gulshan-2,
Dhaka-1212
Tel: +88-02-9844298
Fax: +88-02-9844120

**HEAD OFFICE & PRINCIPLE BRANCH**

Green Delta AIMS Tower
(2nd Floor),
51-52 Mohakhali C/A,
Dhaka-1213,
Bangladesh.
Tel: +88-02-9898367
Fax: +88-02-9898340

**GULSHAN-2 BRANCH**

Concord IK Tower (4th floor),
Plot No. 2, Block- C,
Gulshan North Avenue,
Gulshan- 2, Dhaka- 1212
Tel: +88028818406-8 Ext102

**SYLHET BRANCH**

JR Tower (2nd Floor)
23 Abas, Jail Road,
Sylhet-3100
Tel: +88-0821-711483
Fax: +88-0821-714255

**CHITTAGONG BRANCH**

MakkaMadina Trade Center
(3rd Floor), 78, Agrabad C/A,
Chittagong-4100, Bangladesh.
Tel: +88-031-2517845-46
Fax: +88-031-2514693

**KHATUNGONJ BRANCH**

Mans Trade Centre
(4thFloor),
Ramjoy Mohajan Lane,
Khatungonj,
Chittagong.

# 9.2 DIRECTORS' REPORT TO THE SHAREHOLDERS

**Dear Shareholders,**

At the outset, we, the Board of Directors of your company Green Delta Securities Limited, welcome you to the 3rd Annual General Meeting and would like to thank you for your continued patronage and support. We are very delighted to present before you the Annual Report along with the Audited Financial Statements for the year ended 31 December 2017 and the Auditor's Report thereon for kind consideration and adoption.

**Operational Highlights 2016**

| Particulars | 2017 | 2016 |
|---|---|---|
| No of Accounts at the Begging | 6,443 | 6,317 |
| Accounts opened during the year | 1,084 | 639 |
| Number of accounts at year end | 6,625 | 6,443 |
| Growth (year-on-year) | 182 | 126 |

**Financial Highlights 2017**

| Taka in million | 2017 | 2016 |
|---|---|---|
| Net Brokerage Income | 102.27 | 56.87 |
| Net Interest Income | 62.23 | 44.38 |
| Income from Share Market Investment | (27.09) | 2.84 |
| Operating Expenses | 68.04 | 64.72 |
| Net profit before tax and provision | 52.38 | 29.60 |
| Net profit after tax | 24.48 | 12.23 |
| Total Shareholders' equity | 366.05 | 341.56 |
| Earnings Per Share | 2.33 | 1.16 |

Net brokerage income equals brokerage commission minus laga, howla charges plus other operating income Net brokerage income equals brokerage commission minus laga, howla charges plus other operating income

**Total Turnover**

| 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|
| 400,780 | 227,761 | 17,6692 | 19,530 | 15,648 |

**Operational Expenses**

| Operational Expenses | 2017 | 2016 |
|---|---|---|
| Salary & Allowances | 37.50 | 36.55 |
| Data Connectivity | 1.95 | 1.96 |
| Office Maintenance | 1.60 | 1.95 |
| Office rent | 8.76 | 8.28 |
| Electrical & Utility | 2.72 | 2.84 |
| Others | 15.51 | 13.13 |

AMAR STOCK

**Number of Employees**

| Particulars | 2017 | 2016 |
|---|---|---|
| No. of Employees | 62 | 64 |

**Books of accounts**

Proper books of accounts of GDSL have been maintained. Appropriate accounting policies have been consistently applied in preparation of the financial statements. The accounting estimates are based on reasonable and prudent judgment. IAS/BAS/IFRS/BFRS, as applicable in Bangladesh, have been followed in the preparation of the financial statements and any departure there from has been adequately disclosed.

**Internal Control**

The system of internal control is sound in design and has been effectively implemented and monitored.

**Distribution of Profit for 2017**

The company reported profit/(loss) of Taka 24,486,858 in the year 2017. Considering company's growth potentials and comparative cost benefit analysis of paying out dividend and overall better tax management, the Board of GDSL decided to declare 15% cash dividend to the shareholders of the company for 2017.

**Appointment of Auditors**

The company shall, at each AGM appoint/reappoint an auditor to hold office until the next AGM. The Auditors of the company M/S Ahmed Zaker & Co. Chartered accountants, has completed their 3rd year as the auditor of the company. They are eligible for re-appointment as auditor of the company for the year 2018 and they have also offered themselves for re-appointment. The Board recommends to appoint M/s. Ahmed Zaker & Co., Chartered Accountants to the shareholders at the AGM as the auditors of the company for the year 2017 at the existing remuneration of BDT 50,000.00.

**Going concern**

There is no significant doubt upon the GDSL ability to continue as a going concern.

**Appreciation**

I would like to thank my Board colleagues for their continued support and on their behalf would like to express my heartiest gratitude to the entire team of Green Delta Securities Limited. It would be unfair to not acknowledge the exceptional efforts of our employees who worked in praiseworthy partnerships to meet the many challenges of difficult year.

In conclusion, on behalf of the Board, I would like to thank our honourable shareholders for their continued faith and support.

For and on behalf of the Board of Directors,

**Nasir A. Choudhury**
Chairman
Green Delta Securities Limited



# 9.3 AUDITOR'S **REPORT**

## To the Shareholders of Green Delta Securities Limited

We have audited the accompanying financial statements of Green Delta Securities Limited, which comprise the statement of financial position as at December 31,2017 and the statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory notes.

## Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards (BFRS), Companies Act 1994, The Securities and Exchange Rules 1987, Dhaka Stock Exchange Rule 1954, Chittagong Stock Exchange Rule 1995 and other applicable rules & 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.

## Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing, those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## Opinion

In our opinion, the financial statements have been prepared in accordance with Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS) give a true and fair view of the state of the affairs of the Green Delta Securities Limited as of December 31,2017 and of the results of its operations and its statement of cash flows for year then ended and comply with the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

We also report that;

a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;

b) in our opinion proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books;

c) the company's statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts;

Place: Dhaka
Date: February 08, 2018

**Ahmed Zaker & Co.**
Chartered Accountants

## 9.4. GREEN DELTA SECURITIES LIMITED
## STATEMENT OF FINANCIAL POSITION

As at December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **ASSETS** | | | |
| **Non-Current Assets** | | **133,451,295** | **122,261,939** |
| Property, Plant & Equipment | 4 | 3,426,935 | 3,237,579 |
| Investment in Stock Exchange for Membership | 5 | 115,024,360 | 115,024,360 |
| Investment in Bond & Others | 6 | 15,000,000 | 4,000,000 |
| **Current Assets** | | **820,671,036** | **1,617,820,740** |
| Advances, Deposits and Prepayments | 7 | 36,345,777 | 45,422,053 |
| Receivable from Clients | 8 | 315,706,335 | 236,694,683 |
| Receivable from DSE & CSE | 9 | 82,103,774 | 13,431,734 |
| Investment in shares (at cost) | 10 | 126,700,233 | 149,009,392 |
| Accounts Receivable | 11 | 8,581,579 | 8,796,579 |
| Cash and cash equivalents | 12 | 251,233,337 | 1,164,466,298 |
| **TOTAL ASSETS** | | **954,122,331** | **1,740,082,679** |
| **SHAREHOLDERS EQUITY AND LIABILITIES** | | | |
| **Shareholders equity** | | **366,050,205** | **341,563,347** |
| Share Capital | 13 | 105,000,000 | 105,000,000 |
| Retained Earnings | 14 | 180,978,681 | 156,491,823 |
| Revaluation Reserve | 15 | 80,071,524 | 80,071,524 |
| **Long Term Liabilities** | | **225,000,000** | **284,138,688** |
| Loan From GDIC | 16 | 225,000,000 | 284,138,688 |
| **Current Liabilities** | | **363,072,126** | **1,114,380,644** |
| Payable to Clients | 17 | 131,550,786 | 905,058,108 |
| Payable to DSE & CSE | 18 | 573,729 | 3,446,160 |
| Payable to IPO Issuer | 19 | - | 111,450,000 |
| Payable to GDIC (Management Expenses) | 20 | 7,973,867 | 7,982,579 |
| Interest Payable (GDIC) | 21 | 33,028,191 | 33,452,851 |
| Bank Overdraft | 22 | 143,180,713 | 20,067,653 |
| Liabilities for Expenses | 23 | 4,907,065 | 3,805,448 |
| Provision for Income Tax | 24 | 35,525,903 | 23,514,424 |
| Other Provision | 25 | 6,331,871 | 5,603,421 |
| **TOTAL SHAREHOLDERS EQUITY AND LIABILITIES** | | **954,122,331** | **1,740,082,679** |

The accompanying policies and explanatory notes 1-33 from an integral part of these financial statements.

Chairman | Director | Managing Director & CEO

Company Secretary | Head of Finance

Signed as per our separate report of same date.

Place: Dhaka
Date: February 08, 2018

**Ahmed Zaker & Co.**
Chartered Accountants

## 9.5. GREEN DELTA SECURITIES LIMITED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **Revenue** | | **150,053,314** | **115,284,034** |
| Brokerage Income | 26 | 118,314,634 | 68,116,363 |
| Interest Income on Margin Loan | 27 | 55,099,783 | 38,788,049 |
| Capital (Loss)/Gain from Investment in Shares | 28 | (27,095,419) | 2,845,634 |
| CDBL fees and others | 29 | 3,734,317 | 5,533,988 |
| **Less: Cost of services** | | **16,038,892** | **9,973,726** |
| Direct Charge | 30 | 16,038,892 | 9,973,726 |
| **Gross Profit** | | **134,014,422** | **105,310,308** |
| **Add: Other non operational Income** | | **20,559,697** | **17,909,778** |
| Non operating Income | 31 | 20,559,697 | 17,909,778 |
| **Less: Operating expenses** | | **68,044,966** | **64,712,872** |
| Office and administrative expenses | 32 | 68,044,966 | 64,712,872 |
| **Less: Financial expenses** | | **34,142,783** | **28,905,876** |
| Interest expenses | 33 | 34,142,783 | 28,905,876 |
| **Profit/ (Loss) before Tax (PBT)** | | **52,386,370** | **29,601,338** |
| **Less: Provisions** | | **27,899,512** | **17,365,571** |
| Provision for Taxation | 24 | 23,399,512 | 14,365,571 |
| Other provision | 25 | 4,500,000 | 3,000,000 |
| **Profit/ (Loss) after tax (PAT)** | | **24,486,858** | **12,235,767** |

The accompanying policies and explanatory notes 1-33 from an integral part of these financial statements.

Chairman | Director | Managing Director & CEO

Company Secretary | Head of Finance

Signed as per our separate report of same date.

Place: Dhaka
Date: February 08, 2018

**Ahmed Zaker & Co.**
Chartered Accountants

## 9.6. GREEN DELTA SECURITIES LIMITED
## STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2017

*Amount in Taka*

| | Share Capital | Revaluation Reserve | Retained Earnings | Total Shareholders Equity |
|---|---|---|---|---|
| Balance as at January 01, 2017 | 105,000,000 | 80,071,524 | 156,491,823 | 341,563,347 |
| Net profit for the year | - | - | 24,486,858 | 24,486,858 |
| **Balance as at December 31, 2017** | **105,000,000** | **80,071,524** | **180,978,681** | **366,050,205** |

## GREEN DELTA SECURITIES LIMITED
## STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2016

*Amount in Taka*

| | Share Capital | Revaluation Reserve | Retained Earnings | Total Shareholders Equity |
|---|---|---|---|---|
| Balance as at January 01, 2016 | 105,000,000 | 80,071,524 | 144,256,057 | 329,327,580 |
| Net profit for the year | - | - | 12,235,767 | 12,235,767 |
| **Balance as at December 31, 2016** | **105,000,000** | **80,071,524** | **156,491,823** | **341,563,347** |

Chairman | Director | Managing Director & CEO

Company Secretary | Head of Finance

Signed as per our separate report of same date.

Place: Dhaka
Date: February 08, 2018

**Ahmed Zaker & Co.**
Chartered Accountants

## 9.7. GREEN DELTA SECURITIES LIMITED
## STATEMENT OF CASH FLOWS

For the Year ended December 31, 2017

*Amount in Taka*

| | 31.12.2017 | 31.12.2016 |
|---|---|---|
| **Cash Flow from Operating Activities:** | | |
| Cash Received from Customers and others | 23,144,319 | (147,190,166) |
| Cash Paid to Customers, Suppliers, Employees & others | (839,322,437) | (739,554,078) |
| Income Tax paid & other Provision & Adjustment | (23,399,512) | 14,395,571 |
| **Net Cash (used) /flows from operating activities** | **(839,577,630)** | **(872,348,673)** |
| **Cash Flow from Investing activities :** | | |
| Acquisition of Property, Plant & Equipment | (2,921,420) | (1,183,257) |
| Investment | 22,309,159 | (22,878,268) |
| Dividend Income | - | 12,311,871 |
| Investment in Bond & Others | (11,000,000) | 2,000,000 |
| **Net Cash flows from Investing activities** | **8,387,739** | **(9,749,654)** |
| **Cash Flow from Financing activities:** | | |
| Share Capital | - | - |
| Loan from GDIC | (59,138,688) | 140,000,000 |
| Overdraft | 123,113,060 | (89,198,472) |
| Interest | (34,567,443) | (27,818,753) |
| Received from IPO Account | (111,450,000) | 111,450,000 |
| **Net Cash (used) /flows from Financing activities** | **(82,043,072)** | **134,432,775** |
| Net increase/(decrease) in cash & cash equivalents | (913,232,963) | 997,031,793 |
| Add: Cash & Cash equivalents at the beginning of the year | 1,164,466,298 | 167,434,506 |
| **Cash & Cash equivalents at the end of the year** | **251,233,337** | **1,164,466,298** |

Chairman | Director | Managing Director & CEO

Company Secretary | Head of Finance

Signed as per our separate report of same date.

Place: Dhaka
Date: February 08, 2018

**Ahmed Zaker & Co.**
Chartered Accountants

# 9.8. GREEN DELTA SECURITIES LTD.
# NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2017

## 1. Significant Accounting Policies and other Material information:-

**Legal form of the enterprise:**

The company namely Green Delta Financial Services Ltd. (GDFSL) was initially incorporated as private limited company with the issuance of certificate of incorporation bearing no.C-54350(1356)/05 on 16.10.2005 by the Registrar of Joint Stock Companies & Firms. With a view to streamline the business policy, the management of the GDFSL changed the name and style under the banner of Green Delta Securities Ltd. (GDSL) effective September 13, 2009.

**Registered office of the company:**

Registered Office of the Company is situated at Hadi Mansion (6th Floor), 2 Dilkusha C/A, Dhaka-1000.

**Principal activities and nature of the business:**

The principal activities and nature of the business of Green Delta Securities Ltd was to establish as brokerage house with a view to cope with the business needs of the stock buying and selling in the market as a member of the Dhaka Stock Exchange (DSE) and Chittagong Stock Exchange (CSE) under the aegis of operating Stock broker and Stock dealer.

## 2. Basis of Presentation of the Financial Statements:

The following underlying assumptions, measurements, base, laws, rules, regulations and accounting pronouncements have been considered in preparing and presenting the financial statement as per BAS-1.

i) Historical cost convention (Except investment in Stock Exchange membership)

ii) Accrual except Cash flow Statement

iii) Bangladesh Accounting Standard

iv) Going concern

v) Related party transaction

vi) Company Act,1994

vii) Securities and Exchange rule 1987

viii) Dhaka Stock Exchange rule 1954

ix) Chittagong Stock Exchange rule 1995

### 2. 1) Recognition of property & equipment and depreciation:

In accordance with the Bangladesh Accounting Standard adopted by The Institute of Chartered Accountants of Bangladesh(ICAB) as BAS 16 'Property Plant and Equipments, fixed assets have been accounted for using the straight-line depreciation method. Cost includes expenditure that is directly attributable to the acquisition of the items. Depreciation on all fixed assets has been applied consistently year to year at the following rate.

| | | |
|---|---|---|
| a) | Computer Software | 50% |
| b) | Computer | 30% |
| c) | Telephone | 30% |
| d) | Office Space Purchased | 10% |
| e) | I.P.S | 30% |
| f) | Office Equipments | 30% |
| g) | Air Conditioner | 30% |
| h) | U.P.S | 30% |

| | | |
|---|---|---|
| i) | Computer Sarver | 30% |
| j) | Furniture & Fixture | 30% |
| k) | Office Renovation | 30% |
| l) | Motor Vehicle | 20% |
| m) | Mobile sets | 30% |
| n) | Projector | 30% |

Depreciation has been charged in addition of fixed assets when it is available for use and no depreciation is charged in the year of disposal.

**2.2) Revenue recognition:**

Revenue is recognized only when it is probable that the economic benefit of such transaction has been derived as per "BAS-18".

**Brokerage commission**

Brokerage commission is recognized as income when selling or buying order executed.

**Interest Income from margin loan**

Interest Income from margin loan is recognized on accrual basis. Such income is calculated on daily margin loan balance of the respective parties. Income is recognized on monthly basis.

**Dividend income and profit/ (loss) on sale of marketable securities**

Dividend income is recognized when right to receive payment is established whereas profit or loss arising from the sale of securities is accounted for only when shares are sold in the market and profit is realized or loss is incurred.

**Income from bank deposit**

Income from short term bank deposit & FDR are recognized when the amount is credited by the bank in the accounts.

**2.3) Taxation:**

**Current tax:**

The company's trading income is subject to deduction of tax at source which is at the rate of 0.05% for the year ended December 31, 2017 on the transactions held at the time of stock buying and selling made.

**Deferred taxation:**

The company has not recognized any deferred Tax for the year as required under Bas-12, Income Taxes.

**2.4) Client accounts:**

Client accounts represent the amount which is paid by the company at the time of trading of shares and stocks in the house which is recognized in the account as current assets as per IASB Framework.

**2.5) Cash and cash equivalents:**

Cash and cash equivalents consist of cash in hand, bank balances and deposits held with banks and financial instruments and short term liquid investments that are readily convertible to known amount of cash and that are subject to an insignificant risk of change in value.

**2.6) Cash flow statements:**

Cash flow statement has been prepared in accordance with the Bangladesh Accounting Standards (BAS) 7, "Cash flow statement" under direct method.

**2.7) Investment in shares:**

The company by virtue of obtaining the license as stock dealer from the Securities and Exchange Commission has invested in the listed securities in its own name and such investment in the listed Securities has been incorporated at cost against which adequate provision has not been made with a bid to reduce its possible losses under its investment portfolio as prescribed in the Bangladesh Accounting Standard (BAS).

**2.8) Events after the reporting date:**

As per BAS-10 "Event after the Balance Sheet Date" are those event favorable and unfavorable, that occur between the end of the reporting year and the date when the financial statements are authorized for issue. Two types of event can be identified:

- those that provide evidence of conditions that existed at the end of the reporting year (adjusting events after balance sheet date); and
- Those that is indicative of conditions that arose after the reporting year (Non-adjusting events after balance sheet date).

**The Board of Directors of GDSL has proposed 15% Cash Dividend on its share capital as at December 31, 2017 subject to the approval of the forthcoming Annual General Meeting.**

**2.9) Related party disclosure**

As per Bangladesh Accounting Standards (BAS)-24 "Related Party Disclosures", parties are considered to be related if one of the parties has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. The Company carried out transactions in the ordinary course of business on an arm's length basis at commercial rates with related parties.

| Name of the Related Party | Nature of Relationship | Nature of Transaction | Opening Balance January 01,2017 | Addition during the year | Payment during the year | Closing Balance as on December 31, 2017 |
|---|---|---|---|---|---|---|
| **Green Delta Insurance Company Limited** | Common Shareholder | Loan from GDIC | 284,138,688 | N/A | 59,138,688 | 225,000,000 |
| | | Payable to GDIC (Management Expense) | 7,982,579 | 6,808,091 | 6,816,803 | 7,973,867 |
| | | Interest Payable | 33,452,851 | 25,133,562 | 25,558,222 | 33,028,191 |
| | | Interest Expense | | | | 25,133,562 |

**2.10) Going concern:**

As per BAS-1, a company is required to make assessment at the end of each year to assess its capability to continue as going concern. Management of the company makes such assessment each year. The company has adequate resources to continue its operation for the foreseeable future and has ability to discharge its liabilities. For this reason, the Directors continue to adopt the going concern assumption while preparing the financial statements.

During the year company faced a negative "Operating cash flows" whereas the company has adequate resources to continue its operation in the coming days and has sufficient reserve to meet liabilities. The nature of the business of the "Green Delta Securities Limited's" is Stock-Broking which is not similar to other manufacturing/trading business. Very often Stock Broker in the course of business experience Negative Operating cash flows from its regular business operations at the time of payment of sale of shares money at a large volume amount. On the other hand when clients buy shares the money received by the company turned into huge positive operating cash flows.

**2.11) Comparative:**

Comparative information have been disclosed in respect of the previous year for all numerical information in the financial statements including narrative and descriptive information when it is relevant for understanding of the current year's financial statements.

Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per BAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors".

**2.12) Application of Bangladesh Accounting Standards (BASs):**

The Financial Statements have been prepared in compliance with requirement of BAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following BASs are applicable for the financial statements for the period under review:

BAS- 1 Presentation of Financial Statements
BAS- 7 Statement of Cash Flows
BAS- 8 Accounting Policies, Changes in Accounting Estimates and Errors

BAS- 10 Events after the Reporting Period
BAS- 12 Income Taxes
BAS- 16 Property, Plant and Equipment
BAS- 18 Revenue
BAS- 23 Borrowing Cost
BAS- 24 Related Party Disclosure

## 3. Information on Financial Statement:

**Responsibility for preparation and presentation of financial statements:**

The company's management and the Board of Directors are responsible for the preparation and presentation of Financial Statements according to the Bangladesh Accounting Standard BAS-1 "Presentation of Financial Statements".

**Components of the financial statements:**

Following are the component of the financial statements.

a) Statement of Financial Position as at December 31, 2017.
b) Statement of Profit or Loss and Other Comprehensive Income for the year ended December 31, 2017.
c) Statement of Changes in Equity for the year ended December 31, 2017.
d) Statement of Cash flows for the year ended December 31, 2017.
e) Notes to the financial statements and Explanatory notes.

**General:**

i) The figure has been rounded off to the nearest Taka.
ii) The financial Statement has been prepared covering the year from January 01, 2017 to December 31, 2017.

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **4.00** | **Property, Plant & Equipment** | | |
| | **Cost:** | | |
| | Balance as at 01.01.2017 | 36,096,589 | 34,913,332 |
| | Add: Addition during the year | 2,921,420 | 1,183,257 |
| | | **39,018,009** | **36,096,589** |
| | Less: Adjustment during the year | - | - |
| | **Balance as at 31.12.2017** | **39,018,009** | **36,096,589** |
| | **Depreciation:** | | |
| | Balance as at 01.01.2017 | 32,859,011 | 30,577,797 |
| | Add: Charged during the year | 2,732,063 | 2,281,213 |
| | | **35,591,074** | **32,859,010** |
| | Less: Adjustment during the year | - | - |
| | **Balance as at 31.12.2017** | **35,591,074** | **32,859,010** |
| | **Written down value as at 31.12.2017** | **3,426,935** | **3,237,579** |
| | Details of Property, Plant & Equipment is given in Annexure-A | | |
| **5.00** | **Stock Exchanges Membership** | | |
| | Dhaka Stock Exchange Limited - Membership | 72,151,060 | 72,151,060 |
| | Chittagong Stock Exchange Limited - Membership | 42,873,300 | 42,873,300 |
| | | **115,024,360** | **115,024,360** |
| **6.00** | **Investment in Bond & Others** | | |
| | Investment in Bond (Trust Bank Ltd.) | 2,000,000 | 4,000,000 |
| | Investment in Green Delta Asset Management Company Ltd. | 13,000,000 | - |
| | | **15,000,000** | **4,000,000** |

EMARKET STOCK

| | | | *Amount in Taka* |
|---|---|---|---|
| | | **31.12.2017** | **31.12.2016** |
| **7.00** | **Advances, Deposits and Prepayments** | | |
| | Office rent (Advances) | 1,155,137 | 2,263,937 |
| | Advance to employee (Salary) | 1,219,173 | 837,975 |
| | Advance to employee (Car) | 428,560 | 571,420 |
| | Prepayment for others | 2,750,214 | 2,700,214 |
| | Bloomberg Prepayment | 312,707 | |
| | Advance to DSE for member margin | - | 20,000,000 |
| | TDS on Car | 100,000 | 30,000 |
| | TDS on FDR Interest (Note-7.01) | 3,765,956 | 3,109,489 |
| | TDS on Bond ( Note-7.02) | 387,295 | 362,295 |
| | TDS on Dividend of DLR ( Note-7.03) | 6,189,260 | 3,508,690 |
| | Tax on Transaction (Note-7.04) | 20,037,474 | 11,388,033 |
| | Advance to Party (Note-7.05) | - | 650,000 |
| | | **36,345,777** | **45,422,053** |
| **7.01** | **TDS on FDR & STD Interest** | | |
| | Opening balance | 3,109,489 | 2,631,806 |
| | Add: Addition during the year | 656,467 | 477,683 |
| | | **3,765,956** | **3,109,489** |
| | Less: Adjusted during the year | - | - |
| | | **3,765,956** | **3,109,489** |
| **7.02** | **TDS on Bond** | | |
| | Opening balance | 362,295 | 324,795 |
| | Add: Addition during the year | 25,000 | 37,500 |
| | | **387,295** | **362,295** |
| | Less: Adjusted during the year | - | - |
| | | **387,295** | **362,295** |
| **7.03** | **TDS on Dividend of DLR** | | |
| | Opening balance | 3,508,690 | 1,046,335 |
| | Add: Addition during the year | 2,680,571 | 2,462,355 |
| | | **6,189,260** | **3,508,690** |
| | Less: Adjusted during the year | - | - |
| | | **6,189,260** | **3,508,690** |
| **7.04** | **Tax on Transaction** | | |
| | Opening balance | 11,388,033 | 8,801,680 |
| | Add: Addition during the year | 20,037,474 | 11,388,033 |
| | | 31,425,507 | 20,189,713 |
| | Less: Adjusted during the year | 11,388,033 | 8,801,680 |
| | | **20,037,474** | **11,388,033** |
| | As per Section 82 (C ) of ITO 1984, the company made a provision for income tax Taka 20,037,474 against turnover tax applying a rate of 0.050% for the year 2017 | | |
| **7.05** | **Advance to Party** | | |
| | Advances to Business Object Solutions | - | 650,000 |
| | | **-** | **650,000** |
| **8.00** | **Receivable from Clients** | | |

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | Receivable from clients for share trading | 315,706,335 | 236,694,683 |
| | | **315,706,335** | **236,694,683** |
| **9.00** | **Receivable from DSE & CSE** | | |
| | DSE | 81,400,785 | 12,922,506 |
| | CSE | 702,989 | 509,228 |
| | | **82,103,774** | **13,431,734** |
| **10.00** | **Investment in Shares** | | |
| | DLR Investment at cost | 123,242,154 | 119,009,392 |
| | IPO Share at cost | 3,458,079 | 30,000,000 |
| | | **126,700,233** | **149,009,392** |

The above amount represents investment made in the DLR portfolio & IPO shown at cost value as current assets during the year.

| | | | |
|---|---|---|---|
| **11.00** | **Accounts Receivable** | | |
| | Green Delta Insurance Co. Ltd. (Car Sale Proceeds) | 1,494,791 | 1,494,791 |
| | Nascom Pvt. Ltd. | 21,851 | 21,851 |
| | Green Delta Capital Ltd. | 1,174,771 | 1,174,771 |
| | Receivable from SSK | - | 15,000 |
| | Receivable from Party | 4,882,334 | 5,132,334 |
| | Receivable from Employees & others | 1,007,832 | 957,832 |
| | | **8,581,579** | **8,796,579** |
| **12.00** | **Cash and Cash Equivalents** | | |
| | Cash in hand (12.01) | 442,389 | 326,126 |
| | Cash at bank (12.02) | 250,790,948 | 1,164,140,172 |
| | | **251,233,337** | **1,164,466,298** |
| **12.01** | **Cash in hand** | | |
| | Head Office | 441,676 | 321,274 |
| | Chittagong | 152 | 4,510 |
| | Sylhet | 561 | 342 |
| | | **442,389** | **326,126** |
| **12.02** | **Cash at bank** | | |
| | Pubali Bank Ltd. A/C # STD-1816 | 317,486 | 311,355 |
| | City Bank Ltd. Islami Banking Br. A/C # 3101063925001 | 152,475 | 150,446 |
| | Mutual Trust Bank Ltd. Sylhet Br. A/C # 0023-0210002631 | 27,667 | 28,817 |
| | Mutual Trust Bank Ltd. Sylhet Br. A/C # 792 | 4,530 | 5,680 |
| | Pubali Bank Ltd. Dewanhat Br. CTG A/C # STD-255 | 12 | 56 |
| | Trust Bank Ltd. A/C # 0017-021010007009 | 3,247 | 4,397 |
| | Standard Chartered Bank A/C # 01-1053200-01 | 4,311,568 | 8,176,120 |
| | Standard Chartered Bank A/C # 01-1053200-02 | 106,083,013 | 929,181,934 |
| | Standard Chartered Bank A/C # 01-1053200-03 | 2,403,077 | 7,082,680 |
| | Standard Chartered Bank A/C # 01-1053200-04 | 4,944 | 111,454,997 |
| | Marcentile Bank Ltd. A/C # 011311100007952 | 198,373 | 19,757 |
| | FDR A/C (Note-12.02.1) | 137,284,556 | 107,723,934 |
| | | **250,790,948** | **1,164,140,172** |

LEMARSTOCK

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **12.02.1** | **FDR A/C** | | |
| | Trust Bank Ltd. A/C # 0017-0330015050 | 8,108,748 | 7,720,966 |
| | BRAC Bank A/C #1501301898188005 | 2,581,014 | |
| | BRAC Bank A/C #1501301898188004 | 7,871,129 | 7,518,306 |
| | BRAC Bank A/C #1501301898188003 | 16,861,521 | 16,105,724 |
| | BRAC Bank A/C #1501301898188002 | 17,358,070 | 16,413,805 |
| | BRAC Bank A/C #1501301898188001 | 17,397,573 | 16,599,262 |
| | SCB Bank # 91053200001 | 9,521,696 | 9,226,227 |
| | IDLC #10252226268901 | 712,732 | 672,393 |
| | SCB Bank # 91053200144 | 7,619,699 | 7,383,250 |
| | IDLC # 10552226268902 | - | 5,000,000 |
| | ILAFSL # 16612910 | - | 2,084,000 |
| | IDLC # 10452226268901 | - | 2,000,000 |
| | IDLC # 10552226268903 | - | 2,000,000 |
| | PLFL # 1278 | - | 5,000,000 |
| | NRBC BANK Ltd # 0110170600000791 | - | 5,000,000 |
| | Reliance #10170600000791 | - | 5,000,000 |
| | ICB ISLAMIC Bank Ltd # 0029676 | 10,000,000 | - |
| | LankaBangla Finance # 0022-22800000009 | 2,067,500 | - |
| | IPDC Finance Limited # 00586 | 5,892,375 | - |
| | BRAC Bank Ltd # 1521301898188001 | 10,292,500 | - |
| | IDLC # 10552226268906 | 2,000,000 | - |
| | DBH # 55063 | 5,000,000 | - |
| | United Finance Ltd # 035514 | 5,000,000 | - |
| | IDLC # 10552226268904 | 1,000,000 | - |
| | IDLC # 10552226268905 | 2,000,000 | - |
| | LankaBangla Finance # 002222800000025 | 2,000,000 | - |
| | Mercantile Bank Ltd # 0305591 | 2,000,000 | - |
| | Mercantile Bank Ltd # 0305592 | 2,000,000 | - |
| | | **137,284,556** | **107,723,934** |
| **13.00** | **Share capital** | | |
| **13.01** | **Authorized Capital** | | |
| | Two Million (20,000,000) ordinary shares of Tk.10/- each | | |
| | The authorized share capital of the company is Taka 200 Million (two hundred million) divided into 20,000,000 (Twenty Million) ordinary shares of Taka 10/- each. | | |
| **13.02** | **Issued, subscribed and paid up Capital** | | |
| | (10,500,000) One Million ordinary shares of Tk.10/- each fully paid | **105,000,000** | **105,000,000** |
| **13.03** | **Shareholding Position of the Company** | | |
| | **Name of Share Holder** | | |
| | Green Delta Insurance Company Ltd. | 999,999 | 999,999 |
| | Nasir A Choudhury | 1 | 1 |
| | | **1,000,000** | **1,000,000** |
| **14.00** | **Retained Earnings** | | |
| | Opening balance | 156,491,823 | 144,256,057 |
| | Add: Addition during the year | 24,486,858 | 12,235,767 |

MARSTOCK

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | | **180,978,681** | **156,491,823** |
| | Less: Prior Year Adjustment | - | - |
| | Less: Bonus Share Issued | - | - |
| | | **180,978,681** | **156,491,823** |
| **15.00** | **Revaluation Reserve** | | |
| | Opening balance | 80,071,524 | 80,071,524 |
| | Add: Adjustment during the year | - | - |
| | | **80,071,524** | **80,071,524** |

Revaluation reserve represents the amount of gain on revaluation on Investment in Stock Exchange for obtaining membership of DSE and CSE. Revaluation were made on above mentioned Investment as at June 30,2012 .

| | | | |
|---|---|---|---|
| **16.00** | **Loan from GDIC (Margin Loan & DLR)** | | |
| | Opening balance | 284,138,688 | 144,138,688 |
| | Addition during the year | - | 200,000,000 |
| | | 284,138,688 | 344,138,688 |
| | Paid during the year | 59,138,688 | 60,000,000 |
| | | **225,000,000** | **284,138,688** |

The loan amount has been received from the GDIC bearing average interest @ 9.9% per annum which is being paid by the company regularly and charged the sum in the income statement.

| | | | |
|---|---|---|---|
| **17.00** | **Payable to Clients** | | |
| | Payable to clients for share trading | 131,550,786 | 905,058,108 |
| | | **131,550,786** | **905,058,108** |
| **18.00** | **Payable to DSE & CSE** | | |
| | DSE | 561,919 | 2,175,432 |
| | CSE | 11,810 | 1,270,728 |
| | | **573,729** | **3,446,160** |
| **19.00** | **Payable to IPO Issuer** | | |
| | Pacifice Denims Ltd | - | 111,450,000 |
| | | **-** | **111,450,000** |
| **20.00** | **Payable to GDIC (Management Expenses)** | | |
| | Opening balance | 7,982,579 | 7,969,092 |
| | Add: Addition during the year | 6,808,091 | 6,471,132 |
| | | **14,790,670** | **14,440,224** |
| | Less: Adjustment during the year | (6,816,803) | (6,457,645) |
| | | **7,973,867** | **7,982,579** |

Above amount represents payable to GDIC for meeting day to day management expense, which were expended by the GDIC on behalf of GDSL.

| | | | |
|---|---|---|---|
| **21.00** | **Interest Payable (GDIC)** | | |
| | Opening balance | 33,452,851 | 32,365,728 |
| | Add: Addition during the year | 25,133,562 | 17,310,961 |
| | | **58,586,413** | **49,676,689** |
| | Less: Adjustment during the year | 25,558,222 | 16,223,838 |
| | | **33,028,191** | **33,452,851** |

| | | | *Amount in Taka* |
|---|---|---|---|
| | | **31.12.2017** | **31.12.2016** |
| **22.00** | **Bank Loan (Overdraft)** | | |
| | Loan from Bank (BRAC bank) | 143,180,713 | 20,067,653 |
| | | **143,180,713** | **20,067,653** |
| **23.00** | **Liabilities for Expenses** | | |
| | Payable to Dr. K.M Maqsudur Rahaman | 29,378 | 25,509 |
| | Payable to Executive Machines Ltd. | 17,000 | 17,000 |
| | Payable to Greeen Delta AIMS Tower | 26,000 | 26,000 |
| | Audit Fees | 62,500 | 62,500 |
| | Payable to Birds Bangladesh | 5,939 | 4,570 |
| | Payable to JR Tower | 14,671 | 13,513 |
| | Payable to Lazezz Food | 64,329 | 21,438 |
| | GF Payable | 3,500,500 | 1,996,500 |
| | Payable to GDCL | 123,690 | 110,343 |
| | Payable to Enclave | - | 765,000 |
| | Accrued Expense | 194,566 | 194,566 |
| | Payable to NN Traders | 229,778 | - |
| | Payable to JDS Company Ltd | 25,803 | - |
| | CDBL Charges Payable (23.01) | 241,942 | 448,269 |
| | TDS and VAT Payable (23.02) | 370,970 | 120,240 |
| | | **4,907,065** | **3,805,448** |
| **23.01** | **CDBL Charges Payable** | | |
| | Opening balance | 448,269 | 187,289 |
| | Add: Addition during the year | 6,141,817 | 4,569,653 |
| | Less: Adjustment during the year | (6,348,144) | (4,308,673) |
| | | **241,942** | **448,269** |
| **23.02** | **TDS and VAT Payable** | | |
| | Salary | 58,496 | 54,090 |
| | House rent TDS (Gulshan, TBL & Khatungonj)&Suppliers | 12,198 | 12,198 |
| | TDS payable on suppliers | 143,210 | 1,267 |
| | House rent VAT(Gulshan, TBL & Khatungonj)& Suppliers | 157,066 | 52,686 |
| | | **370,970** | **120,240** |
| **24.00** | **Provision for Tax** | | |
| | Opening balance | 23,514,424 | 17,950,533 |
| | Add: Provision during the year | 23,399,512 | 14,365,571 |
| | | **46,913,936** | **32,316,104** |
| | Less: Paid during the year | - | - |
| | | **46,913,936** | **32,316,104** |
| | Less: Adjusted during the year | 11,388,033 | 8,801,680 |
| | | **35,525,903** | **23,514,424** |

Provision amounting to Taka 23,399,512 has been made on account of current year's Income Tax payable to Govt. authority.

| | | | |
|---|---|---|---|
| **25.00** | **Other Provision** | | |
| | Opening balance | 5,603,421 | 4,749,304 |
| | Add: Addition during the year | 4,500,000 | 3,000,000 |

| | | | *Amount in Taka* |
|---|---|---|---|
| | | **31.12.2017** | **31.12.2016** |
| | | **10,103,421** | **7,749,304** |
| | Less:Adjustment during the year | 3,771,550 | 2,145,883 |
| | | **6,331,871** | **5,603,421** |

As per decision of the board, during the year an amount of Taka 4,500,000 has been made other provision to meet the cash incentives and performance bonous of the employees' of Green Delta Securities Ltd.

| | | | |
|---|---|---|---|
| **26.00** | **Revenue from Brokerage** | | |
| | Commission Income **(Annexure B)** | 118,314,634 | 68,116,363 |
| | | **118,314,634** | **68,116,363** |
| **27.00** | **Interest Income on Margin Loan** | | |
| | Income on Margin Loan | 55,099,783 | 38,788,049 |
| | | **55,099,783** | **38,788,049** |
| **28.00** | **Capital (Loss)/Gain from Investment in Shares** | | |
| | Realized Gain/(Loss) from share trading | (27,095,419) | 2,845,634 |
| | | **(27,095,419)** | **2,845,634** |
| **29.00** | **CDBL fees and others** | | |
| | CDBL Fees | 3,350,857 | 5,069,953 |
| | Margin Documentation | 13,500 | 1,500 |
| | IPO Income | 88,360 | 111,330 |
| | BO Account opening Fee | 281,600 | 351,205 |
| | | **3,734,317** | **5,533,988** |
| **30.00** | **Direct Charge** | | |
| | Hawla Charge **(Annexure B)** | 123,850 | 123,691 |
| | Laga charge **(Annexure B)** | 9,773,225 | 5,379,305 |
| | CDBL Charge | 6,141,817 | 4,470,730 |
| | | **16,038,892** | **9,973,726** |
| **31.00** | **Non operating Income** | | |
| | Interest from Loan to Employee | 55,895 | 59,131 |
| | Interest from Bond | 500,000 | 750,000 |
| | Interest on Bank and FDR Accounts | 6,575,866 | 4,788,776 |
| | Dividend Income from DLR | 3,640,432 | - |
| | Dividend Income from Regulatory DSE & CSE | 9,787,504 | 12,311,871 |
| | | **20,559,697** | **17,909,778** |
| **32.00** | **Office & Administrative Expenses** | | |
| | Salary & Allowances | 34,692,739 | 33,613,353 |
| | Festival Bonus | 2,804,500 | 2,931,708 |
| | Printing & Stationery | 763,446 | 425,297 |
| | Conveyances | 1,913,593 | 1,014,759 |
| | Rent (Office rent) | 8,765,628 | 8,276,469 |
| | Telephone, Mobile & Trunk-Call | 51,458 | 65,924 |
| | Entertainment | 587,197 | 225,358 |
| | Business Development (Fair & Others) | 454,659 | 1,094,058 |
| | Advertisement Expenses | 25,000 | 4,680 |
| | Electrical & Utility Expenses | 2,724,282 | 2,843,665 |

| | | | *Amount in Taka* |
|---|---|---|---|
| | | **31.12.2017** | **31.12.2016** |
| | Office Maintenance | 1,604,996 | 1,947,013 |
| | Audit Fees | 62,500 | 62,500 |
| | Stamps Expense | 200 | 1,980 |
| | Software Maintenances | 281,467 | 326,800 |
| | Computer Accessories | 7,975 | 20,899 |
| | Generator Fuel | 17,625 | 14,303 |
| | Repair, Renewal & Maintenance | 394,827 | 225,605 |
| | Postage & Courier, Telegram | 17,314 | 12,005 |
| | Photocopy | - | 35 |
| | Books, Papers & Periodicals | 50,812 | 50,088 |
| | Authorized Representative Expenses | 466,700 | 163,400 |
| | Renewal. Fees (Dealer & Broker) | 215,600 | 182,375 |
| | Renewal. Fees (Trade License) | 72,085 | - |
| | Data Connectivity Expenses | 1,959,051 | 1,964,977 |
| | Subscription | 320,900 | 83,000 |
| | DSE & CSE Conference & Training fees | - | 26,359 |
| | Training Expenses | 217,330 | 150,200 |
| | Insurance Premium | 79,820 | 44,591 |
| | Health Insusance | - | 29,453 |
| | Investor Protection Fund | 41,391 | - |
| | Brokerage Expenses | 2,645,387 | 422,108 |
| | Mobile Allowance | 780,921 | 837,410 |
| | Car Maintenance Allowances | 1,020,000 | 1,020,000 |
| | Depreciation | 2,732,063 | 2,281,213 |
| | Management Expenses | - | 355,108 |
| | Tour Expenses (Domestic) | - | 425,620 |
| | Food Expenses (Company Part) | 311,654 | 220,992 |
| | Uniform & Dress | 38,400 | 56,430 |
| | Foreign Travel | 901,459 | 1,595,024 |
| | Staff Bus Expenses (Company Part) | 31,883 | 31,494 |
| | DLR Related Expense | - | 5,000 |
| | Binding Fee(DLR) | 13,000 | - |
| | Award/Reward/Prize Money to Employee | 116,000 | - |
| | Bloomberg Service Expeses | 645,204 | - |
| | Research & Enclave | 215,900 | 1,661,619 |
| | | **68,044,966** | **64,712,872** |
| **33.00** | **Interest Expenses** | | |
| | Bank Charge & Commission | 375,700 | 104,076 |
| | IPO Bank Charge & Commission | 4,497 | 4,679 |
| | Interest Expenses (GDIC) | 25,133,562 | 19,052,956 |
| | Interest Expenses (SCB) | - | - |
| | Interest Expenses (BRAC Bank Loan) | 8,629,025 | 9,744,165 |
| | | **34,142,783** | **28,905,876** |

# GREEN DELTA SECURITIES LIMITED
# SCHEDULE OF PROPERTY, PLANT & EQUIPMENT

As at Dec 31, 2017

*Annexure A*

| Sl. No | Name of the Assets | COST | | | | Rate | DEPRECIATION | | | | W.D.V |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Initial | Addition | Adjustment / Disposal | Total | | Opening | Charged during the year | Adjustment | Total | |
| 1 | Computer Software | 3,539,570 | 1,000,000 | - | 4,539,570 | 50% | 3,452,072 | 587,498 | - | 4,039,570 | 500,000 |
| 2 | Computer | 5,338,774 | 569,609 | - | 5,908,383 | 30% | 5,273,764 | 148,957 | - | 5,422,721 | 485,662 |
| 3 | Telephone | 187,120 | - | - | 187,120 | 30% | 187,119 | - | - | 187,119 | 1 |
| 4 | Office Space Purchase | 600,000 | - | - | 600,000 | 10% | 512,168 | 60,000 | - | 572,168 | 27,832 |
| 5 | I.P.S | 115,977 | - | - | 115,977 | 30% | 115,973 | - | - | 115,973 | 4 |
| 6 | Office Equipments | 3,161,639 | 930,356 | - | 4,091,995 | 30% | 2,898,284 | 396,600 | - | 3,294,884 | 797,111 |
| 7 | Air Conditioner | 1,439,870 | 56,000 | - | 1,495,870 | 30% | 1,392,349 | 57,320 | - | 1,449,669 | 46,201 |
| 8 | U.P.S | 197,668 | 9,850 | - | 207,518 | 30% | 197,668 | 1,460 | - | 199,128 | 8,390 |
| 9 | Computer Server | 2,093,890 | - | - | 2,093,890 | 30% | 2,093,888 | - | - | 2,093,888 | 2 |
| 10 | Furniture & Fixtures | 1,480,620 | 100,980 | - | 1,581,600 | 30% | 1,480,620 | 14,525 | - | 1,495,145 | 86,455 |
| 11 | Office Renovation | 11,488,663 | 175,325 | - | 11,663,988 | 30% | 11,240,259 | 279,085 | - | 11,519,344 | 144,644 |
| 12 | Motor Vehicle | 4,926,000 | - | - | 4,926,000 | 20% | 2,674,010 | 985,200 | - | 3,659,210 | 1,266,790 |
| 13 | Mobile Sets | 598,704 | 79,300 | | 678,004 | 30% | 412,744 | 201,419 | - | 614,163 | 63,841 |
| 14 | Projector | 928,094 | - | - | 928,094 | 30% | 928,093 | - | - | 928,093 | 1 |
| | Balance as at 31.12.2017 | **36,096,589** | **2,921,420** | **-** | **39,018,009** | | **32,859,011** | **2,732,063** | **-** | **35,591,074** | **3,426,935** |
| | Balance as at 31.12.2016 | **34,913,332** | **1,183,257** | **-** | **36,096,589** | | **30,577,797** | **2,281,213** | **-** | **32,859,010** | **3,237,579** |

# GREEN DELTA SECURITIES LIMITED
# TRANSACTION DETAIL

Transaction Date: 01/01/2017 to 31/12/2017

*Annexure B*

*Amount in taka*

| Date | Total Transactions | Commission | Howla | Laga | Tax | Total Expense | Net Commission |
|---|---|---|---|---|---|---|---|
| January, 2017 | 6,083,764,009 | 17,214,362 | 19,616 | 1,497,600 | 3,041,882 | 4,559,098 | 12,655,264 |
| February, 2017 | 3,625,376,255 | 10,541,297 | 12,146 | 891,991 | 1,812,676 | 2,716,813 | 7,824,484 |
| March,2017 | 4,759,090,510 | 13,939,545 | 13,102 | 1,174,525 | 2,379,527 | 3,567,154 | 10,372,390 |
| April,2017 | 3,189,811,154 | 9,329,268 | 10,422 | 784,396 | 1,594,858 | 2,389,676 | 6,939,592 |
| May, 2017 | 1,801,804,505 | 5,628,290 | 7,956 | 427,839 | 900,417 | 1,336,212 | 4,292,079 |
| June, 2017 | 1,683,967,945 | 4,939,431 | 6,392 | 411,447 | 841,433 | 1,259,272 | 3,680,159 |
| July, 2017 | 4,359,352,118 | 12,787,414 | 13,148 | 1,053,158 | 2,179,655 | 3,245,961 | 9,541,453 |
| August,2017 | 3,862,113,694 | 11,695,026 | 9,234 | 951,829 | 1,931,057 | 2,892,120 | 8,802,906 |
| September,2017 | 3,176,706,371 | 9,901,401 | 7,916 | 737,776 | 1,588,353 | 2,334,045 | 7,567,356 |
| October,2017 | 2,546,426,112 | 7,509,729 | 7,924 | 626,742 | 1,273,213 | 1,907,879 | 5,601,850 |
| November,2017 | 3,445,403,207 | 10,250,549 | 9,524 | 844,488 | 1,722,702 | 2,576,714 | 7,673,836 |
| December,2017 | 1,544,751,613 | 4,578,322 | 6,470 | 372,134 | 771,701 | 1,150,306 | 3,428,017 |
| **Total** | **40,078,567,490** | **118,314,634** | **123,850** | **9,773,925** | **20,037,474** | **29,935,249** | **88,379,385** |

| | |
|---|---|
| **Total Transaction** | **40,078,567,490** |
| **Gross Commission** | **118,314,634** |
| **Reversal Entry of Commission/ Rounding Up Difference** | **-** |
| **Gross Commission After Reversal** | **118,314,634** |
| **Total Howla+Laga+Tax** | **29,935,249** |
| **CDBL Charge** | **6,141,817** |
| **Net Commission** | **82,237,568** |

# 9.9 REPORT ON GREEN DELTA CAPITAL LIMITED



## MANAGING DIRECTOR & CEO'S MESSAGE


### Md. Rafiqul Islam

Managing Director & CEO
Green Delta Capital Limited


***"Day in and day out, we will work intelligently towards the realization of our goal of becoming a best Investment Bank with a regional presence. As we head towards 2020 and beyond, we will continue to transform ourselves and take on new challenges with the aim of creating a solid business platform that can deliver sustainable growth in any market environment in Bangladesh and the region."*** **2017 was pivotal for Green Delta Capital Limited (GDCL). We have achieved the key milestone by working sole exclusive mandated lead arranger in the 1st Cross Border M&A deal in Bangladesh. We achieve a greater focus and success in our business with a growing client base. We leap our foot step to SAARC countries for new business opportunities. Our Aim to expand our footprint more into SAARC countries specially Sri Lanka, Nepal and Maldives as well as Malaysia.**

In 2017, the economy of Bangladesh has seen emerging growth. The GDP growth of Bangladesh has accelerated to 7.28 percent. With this huge GDP growth, Bangladesh is all set to become a middle-income country by the year 2021.

In line with the economic growth of Bangladesh, Green Delta Capital Limited has grown tremendously since its inception in 2011.Over the last 6 years, we have become one of the fastest growing Investment Bank in Bangladesh.

**Impact Investment Banking**

Since inception, Green Delta Capital Limited (GDCL) has been working relentlessly to improve the Socio Economic prospects of the people and the society. We helped and assist our clients to generate more than 2,500 employments through our Corporate Finance activities for raising funds for the expansion of the clients project in various thrust sectors. Our Due Diligence process ensure the positive environmental impact as well as sustainability of the business.

**Strategic progress**

In the year 2017, we have continued to make excellent progress in registering a sustainable progress for our shareholders, our customers, our communities and ourselves to complement our tag line "Intelligence at work". We have established GDCL as a one stop customized investment banking solutions provider for you.

We are pleased to inform you that our footprint is now not only in Bangladesh but also in Malaysia, Nepal, Sri Lanka. We have extended our corporate advisory services to regional markets, which makes us a unique Investment Bank based out of Bangladesh.

**Milestone deal under M&A**

GDCL has made a significant achievement by providing corporate advisory services to obtain equity approval of USD 20 Million from Central Bank of Bangladesh and debt arrangement of USD 48 Million from the global markets for acquisition of Robin group by Akij Group Bangladesh. This deal has been set as one of the key historical deal in the country.

This is the 1st Cross Border M&A deal in Bangladesh where Green Delta capital Limited was the sole exclusive mandated lead arranger for the debt side and sole advisor to the transaction where Akij Jute Mills Limited acquired Robin Resources and Robina Flooring, leading MDF & Flooring Manufacturing companies in Malaysia. GDCL was also appointed as the appraiser of the target company in Malaysia. This milestone provided an ideal opportunity to launch a new distinctive brand identity to reinforce GDCL's vision, values, culture and reputation, and with which to herald the start of a new chapter in the Company's growth sustainability and Country's investment banking ecosystem.

In the year 2017, We were involved in 56% of the transactions through our Corporate Investment Banking wing and 11% through our retail Investment Banking and 33% through our own Investment portfolio respectively. We have achieved 26% growth in our own investment portfolio compared to 2016. GDCL has built a reputation for expertise in identifying the right opportunities, and the ability to act nimbly to grasp them. Our Corporate Investment Banking Team performed vigorously to make their presence visible in the local market and also the global market by grasping the right opportunity.

**Financial Statement**

The year 2017 has been an eventful year for Green Delta Capital Limited as we have achieved some major milestone in the history of the company. In terms of growth in revenue, operating profit, profit before tax and profit after tax, we have created the industry benchmark. GDCL is now playing a vital role in ensuring a sustainable Investment Banking ecosystem by putting emphasis on meeting clients' needs and at the same time emphasising on steady & sustainable company profitability.

In the year 2017, we have achieved our financial targets as we have in all previous years. Our company realised a net profit of BDT 21.71 million with key financial metrics remaining strong. There was positive operating profit growth of 11.66% compare to the previous year. Our ROI was 12.50% with a positive growth of 10.82%.
We have continued to maintain a strong Balance Sheet. The total Assets of the Company stood BDT 314.88 million.

**Innovative proficiency in local and foreign deal**

GDCL has strong footprint in Bangladesh market to execute large debt & equity deals in various sectors including Infrastructure, RMG, Pharmaceuticals, FMCG, Power & Energy, Manufacturing, etc. By 2017, we have raised more than USD 887 million as debt and equity from global markets as well as local market. We have



proven track record of arranging, structuring and executing large scale Foreign Loan Syndication with an experienced Investment Banking Team at our disposal.

**New Steps and Initiatives**

One of our prime objectives is "Branding Bangladesh" in the Global market. We showcase Bangladesh as a "Rising Star" in the global stage. GDCL has always maintained a strong relationship with various foreign investors, our distribution channel includes Europe, Middle east, Asia, USA, Canada, Australia etc. In the year 2017, we have signed a MOU with The Islamic Corporation for the Development of the Private Sector (ICD), the private sector arm of Islamic Development Bank (IDB) Group to facilitate development in Bangladesh. This MOU between GDCL and ICD is again a milestone for GDCL as well as for the country where our strong collaboration and friendship will address the significant financial needs in Bangladesh for the private sector. This will bring a more profound business model in line with the national goal to be a 'Middle Income Country' by 2021.

During the year, we explored avenues to extract new business opportunities in the SAARC countries. We have successfully planted our foot in Nepal and Sri Lankan market in various sectors such as Hydro Power, Wind Power, Tourism & Hospitality Sector etc. We believe that in the coming year, we will be able to achieve successful milestones from these opportunities in SAARC regional market.

Cutting Edge Expertise of Portfolio Management Team

GDCL's retail wing, portfolio management team, has also performed exceedingly well throughout the year 2017. With a stable Capital Market, the retail team is expected to perform even better to achieve a sustainable growth.

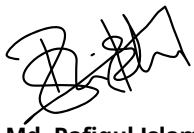
The team is committed & equipped to set forth a strong client base by providing global standard investment analysis solution for its valued clients. In the year 2017, the company signed a significant number of new clients with enormous market presence. They have contributed heavily to the bottom-line profit of the company through own investments in the capital market.

The Portfolio team is supported by a very capable research team that ensures portfolio investments of our clients see maximum return with minimum levels of risks. Research team is responsible to report on Bangladesh capital market every day, which is also published in the Financial Express, the leading financial newspaper of Bangladesh and are in the talks with a few more newspaper dailies to publish their research on Bangladesh Capital Markets. We are proud that our unique research team contributes to the net revenue through such publications as well as earns goodwill for the company.

**Looking ahead**

We believe that in order to sustain the long-term growth of the business, we need to continuously develop and enhance capabilities of our colleagues. Currently, the company has a comprehensive team to work in a competitive industry to achieve the company goals of ensuring corporate culture, stronger risk management tools and techniques, business policy, brand reputation and continuous development of diversified range of customized investment banking products & services to accomplish rapid growth.

Bangladesh is one of the fastest growing economies in the world, where Government of Bangladesh is promoting the development of infrastructure to attain the Sustainable Development Goal (SDG) by 2030. Bangladesh economy has surpassed the 7% growth mark for consecutive years, and is expected to grow rapidly in line with investment friendly environment in the coming years. In addition, the Capital Market has recovered and has a bullish environment which is forecast to continue like this for the next couple of years at least. GDCL is therefore, perfectly positioned to take advantage of the growing economy and capital markets to look forward to yet another glorious year in 2018. We are confident that by the grace of Almighty Allah's, GDCL will not only continue its sustainable growth but will emerge stronger than ever.



**Md. Rafiqul Islam**
Managing Director & CEO

# GDCL SNAPSHOT

**Incorporated**
Number: C82746/10
Dated: 24 February 2010

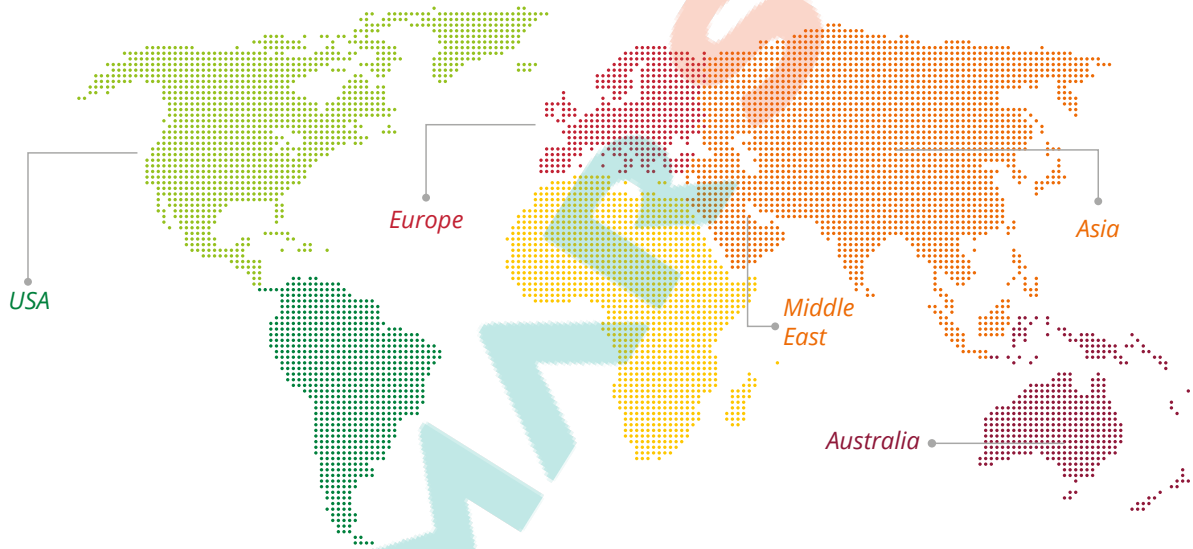
**Licensed and Regulated by Bangladesh Securities and Exchange Commission**
SEC/Reg/MB-91/2010/469
Dated: 01 December 2010

## Panel Broker

Apex Investments
building wealth for generations

GREEN DELTA SECURITIES

## International Footprint of Distribution Network




## What we do and how do we enhance value creation

we...

- Arrange & Manage Local and Foreign Funds
- Arrange Funds for infrastructure projects
- Emphasise clients' interests first, giving our best
- Promote entrepreneurial spirit and encourage initiative amongst our people
- Enhance professional quality of work
- Believe in Transparency and Disclosure
- Have Zero tolerance in Compliance, Audit, Regulatory requirements breach and law of the land

## Corporate Strategy:

"Pursue long-term growth by responding to clients' needs and providing a wide range of financial services"

**BUILD TO LAST**
Take leadership roles in the industry, offering innovative products and services and consistently outsmarting competitors

**RESOURCES**
Using Financial resources, knowledge-based intangibles resources, relationship with external and stakeholders

**LEADING INVESTMENT BANK**
To become the leading investment bank in Bangladesh with one stop investment banking solution and Providing tailor-made solutions for our clients

**COMPETITIVE ADVANTAGE**
Strategy Creation and sources of competitive advantage through various reports and journals

**RISK MATRIX**
Understanding of the risk matrix and preparation for adverse market scenario

**STRONG RELATIONSHIP**
Establishment of strong sustainable relationship with all stakeholders

**FINANCIAL TARGET**
Set attainable and sustainable financial target

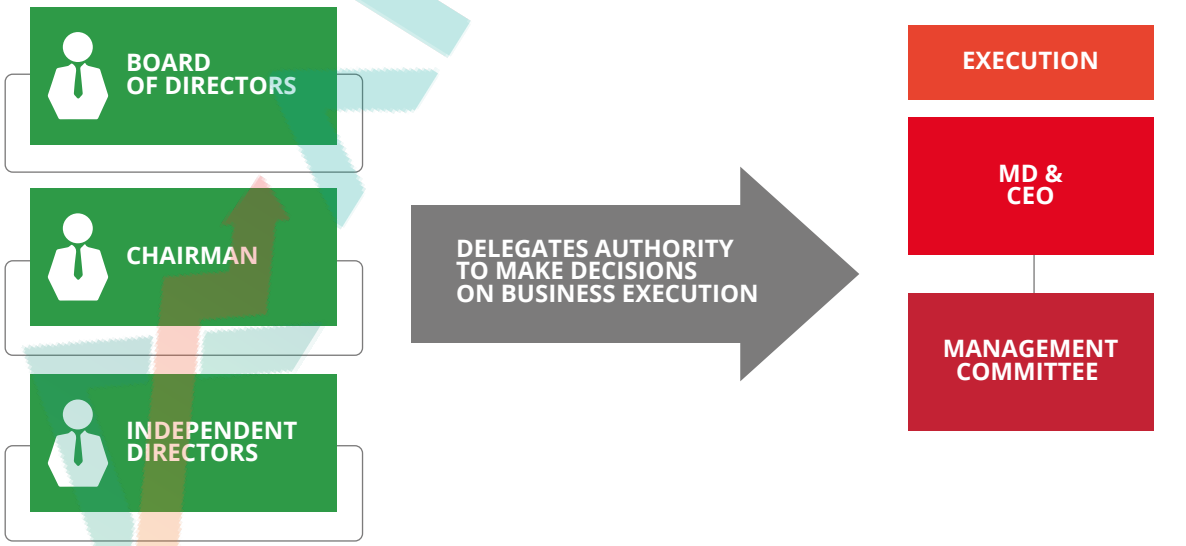
**ADDING PEOPLE, MULTIPLYING TALENT**
Identification and recognition of talent and designating the right person for the right job for the best output within the organization

## Corporate governance system and features:

**Fundamental Approach**

*"GDCL recognizes that the enhancement of corporate governance is one of the most important concerns in terms of achieving management's goals of strengthening corporate value by extending client's trust in the firm and increasing the satisfaction of clients and other stakeholders. We constantly endeavour to improve corporate governance principles and practices that ensure protecting the interests of our shareholders as well as establish a respectable code of ethics."*

In GDCL, it is the common practice to review all governance practice to ensure complete transparency and hence, has established the following roles and responsibilities as discussed below:



# Role of the Board of Directors and Composition of the Board

The board is entirely responsible for long term establishment of the organization and to ensure the implementation of the corporate governance at all level.

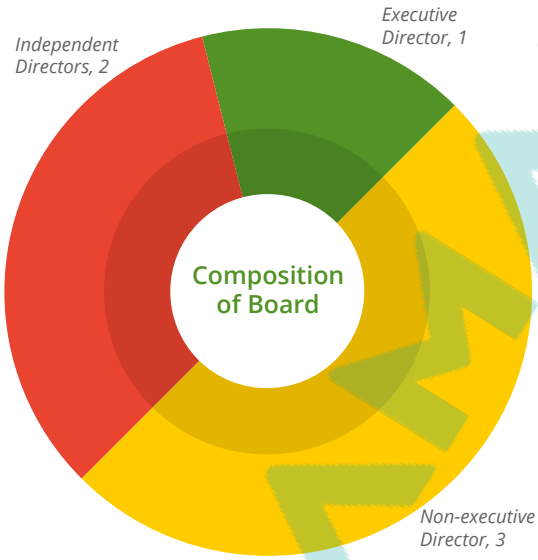
*"Emphasis on diversity within the Board of Directors to conduct oversight from diverse perspectives."*

## Strategies

| | | |
|---|---|---|
| **Strategic direction and long-term goals of the Company are set out** | **Ensuring that adequate resources are available to meet these goals** | **Approving financial and operation plans of the company** |
| **Monitoring financial performance and budget variance** | **Observing and reviewing management performance** | **Confirming that strategic objectives are meet by putting necessary policies & procedures and oversee effective implementation of the same** |

The composition of Board of Directors as on 31 December 2017 was as follows:

## Composition of Board




### Role of the Chairman

The Chairman runs the Board and serves as the primary link between the Board and management. The Chairman is accountable for the overall leadership and efficient functioning of the Board of Directors, maintaining a role in recommending the skills and experience, for its effective operation, encourage active engagement and participation by all members of the Board, ensure the long-term sustainability of the Company, fixes the Board's agenda, confirm that the Board of Directors receive accurate, timely and clear information for taking sound decisions.

### Role of Managing Director & CEO

The Managing Director & CEO of Green Delta Capital Limited is responsible to set the long term sustainable business strategy of the company and oversee implementation of the strategies set by the Board of Directors.




### Management Committee

The Management Committee members are responsible for the strategic and operational plans of the company which eventually governs and shapes up the business portfolio. The management committee is fully responsible for the functionality of the business units and smooth running of the operations. This committee assists the business units with the decision making process which are required to manage the market situation and achieve the business objectives.

**Investment Committee**

The Investment Committee (IC) of the Company is responsible for uniform investment policies and procedures which, while striving to maximize portfolio performance, will keep the management of the portfolio within the bounds of good corporate practice, minimum risk and adhere to the legal & regulatory requirements of the Company.

**GDCL Team**



**GDCL: What we Offer**

| | |
|---|---|
| **Structured Finance and Corporate Investment Banking**<br>■ Loan Syndication (local & Foreign)<br>■ Preferred Shares<br>■ Bonds & Sukuk<br>■ Convertibles & Equity Linked Products<br>■ Asset Backed Securities | **Corporate Advisory**<br>■ Advisory services for arranging local fund<br>■ Advisory services for arranging foreign fund<br>■ Valuation services |
| **Equity Origination**<br>■ Initial Public Offering (IPO)<br>■ Underwriting Management<br>■ Repeat Public Offering (RPO)<br>■ Right Issue Offer | **Private Equity**<br>■ Quasi Equity Investment<br>■ Private Equity deal Structure<br>■ Private Equity Investment<br>■ Venture capital |
| **Merger & Acquisition (M&A)**<br>■ Sales Side Advisory<br>■ Buy Side Advisory<br>■ Valuation and Negotiation Strategy | **Wealth Management**<br>■ Combination of Structure finance and Portfolio Management Products (Fixed Income + Capital Market) |
| **Portfolio Management**<br>■ Discretionary Portfolio Management<br>■ Non-Discretionary Portfolio Management<br>■ Wealth management Service<br>■ Personal Financial Planning | **Public Private Partnership (PPP) Financing**<br>■ PPP Project Financing<br>■ PPP Deal Structuring |



**Structure Finance & Corporate Advisory Deal in 2017**

The Structured Finance Department (SFD) specializes in providing one stop corporate financing & advisory services for corporate clients that includes expert advice, innovative financial solutions – arranging funds through structuring of financial instruments, precise execution and making use of comprehensive access to the debt & capital markets that GDCL possesses.

Year 2017 has been yet another glorious year for GDCL Structured Finance Team. The team signed 5 new deals this year along with continuation of execution of the existing deals signed last year.

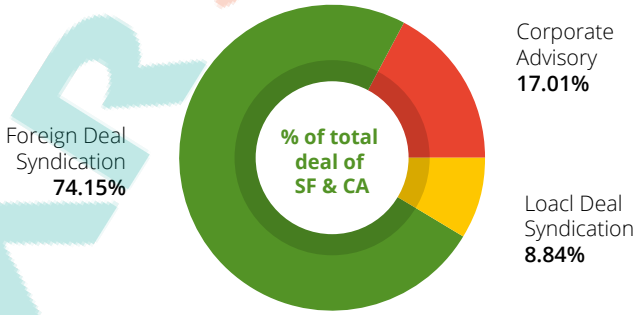
Clients like LankaBangla Finance Ltd. & Ananta Group has been signed as new clients in 2017, whilst new deals were also harvested from existing clients which underlines the importance of client satisfaction that GDCL believes in.

GDCL introduced a new product in 2017 through company valuation services and has valued 4 Companies in the year, two of whom are situated in the overseas market and one is for Alternative Investment Fund.

Foreign Deal Syndication
**USD 109 MN**

Corporate Advisory
**BDT 2 BN**

Local Deal Syndication
**BDT 1.04 BN**




GDCL for the first time in Bangladesh's History Successfully Completed a Cross Border Merger and Acquisition (M&A) Deal where GDCL was the lead advisor to the transaction as well as lead arranger for the acquisition financing for Akij Group, one of the largest conglomerates in Bangladesh. The deal is worth a staggering USD 80 Million that required USD 20 Million Equity approval from the Bangladesh Central Bank for which GDCL rendered Valuation & Advisory Services.



Signing ceremony with Akij Jute Mills Ltd. (a concern of Akij Group) for Corporate Advisory of Cross Border Merger & Acquisition Deal & Foreign Debt Arrangement of USD 60 Million for the M&A.

GDCL sought to further strengthen its Global Distribution Line by signing MoU with numerous Foreign DFIs and Investment Banks to enhance our ability to fund diverse range of large scale projects.



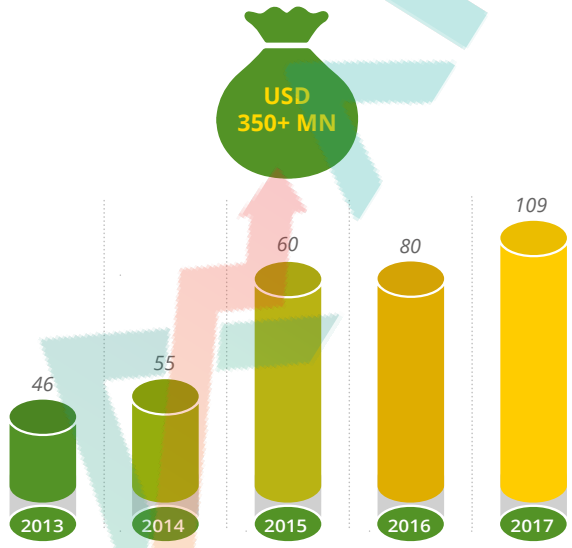

MOU Signing Ceremony with ICD, Private Sector Wing of Islamic Development Bank (IDB).




MOU Signing Ceremony with Panda New Capital, a Frontline Investment Bank Based out of China.

**Last 5 years Foreign Deal Syndication by GDCL**

Amount in USD MN




Total Foreign Debt Syndication of GDCL since inception

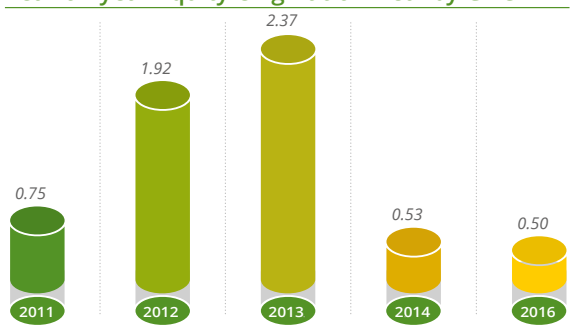
**Equity Origination**

Since the inception of GDCL, the Equity Origination Department (EOD) provides Issue Management Services liaising with BSEC. The Issue Management team has wide experience in managing the different types of capital raising issues across various industrial sector.

In the year 2016, GDCL has created leads for raising capital through IPO. The deal is yet to be signed, however, GDCL is in the advanced stage of signing on board as the issue manager for IPO of a foreign multinational company in Bangladesh.

The EOD often tags along with SFD for providing arrangement and issue management services together for hybrid financial instruments.

**Year on year Equity Origination Deal by GDCL**




- Cutting Edge Expertise in Equity Origination
- Highly experienced team with a successful track record of completed Equity Origination Deals
- A total of USD 76 Million in equivalent to BDT 6,080 Million Equity Deals Inked since Inception

**Private Equity**

The Private Equity products are provided to our valued clients as an alternative financing solution and alternative investment class where the company does not want to raise fund from the capital market or go for debt funding. The PE team is well equipped to handle deals

from Power, Healthcare, RMG, FMCG and infrastructure sectors. Some of the functions carried out by the team under private equity are:

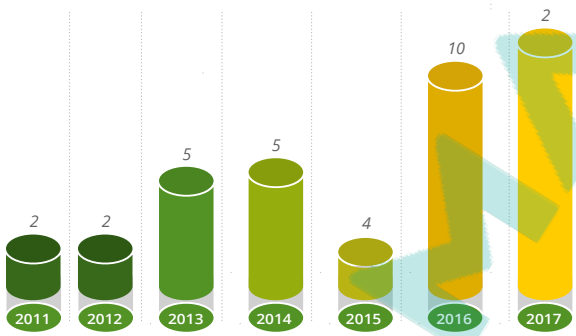
- Arrange Private Equity Funding for the clients
- Formulating business plan and the business strategy.
- Performing due-diligence
- Screening for and making investments
- Preparing the offer documents
- Providing legal and institutional support
- Assist to meet regulatory requirements
- Balance Sheet Restructuring
- Formulating Exit strategy

**Corporate Advisory**

In order to assist the Clients to reach the desired long-term and/or short-term financial goals, GDCL provides Corporate Advisory Services which are normally tagged with other Services of GDCL such as Structured Finance or Equity Origination. Corporate Advisory Services offered to Clients by GDCL generally includes:

- Review of capital structure
- Structuring of the transaction
- Assist in a formal capital planning exercise for Clients
- Thorough Due Diligence for preparation of the offering
- Resolve legal and regulatory issues
- Advise on timing of the placement and offering of securities
- Establish syndicate of local and foreign equity investors for placements

**Year on year Corporate Advisory by GDCL**




**Portfolio Management Service (PMS)**

Over the years, Portfolio Management Department has gathered the experience in Portfolio Management backed by both individual as well as institutional investors through its dedicated Relationship Managers supported by prudent Research team.

## 2017 HIGHLIGHTS

*- Total Asset Under Management*

**BDT 151 Million** (Growth: 77% from 2016)

*- Total Turnover*

**BDT 1,707 Million** (Growth: 107% from 2016)

*- Total number of investor* **171 Numbers**

In 2017, GDCL has delivered a year of excellent results in portfolio management service. We achieved a strong growth in profitability across each of our portfolio schemes that we have maintained over the years. Our financial performance in 2017 once again demonstrates our commitment to deliver resilient results by focusing on the business growth and revenue generation (both in corporate & individual level) in line with the indices movement.

## CORE PRODUCT

**GD Perform Max**

*Discretionary investment scheme*

*Provide protection of investment with long term vision*

**GDMTF**

*Non-Discretionary investment with scheme*

*facilitate client with CREDIT Facility, competitive interest Rate and loan ratio*

**GD Cash**

*Non-Discretionary Portfolio management scheme*

*facilitate retail investor's cash account with unique features*

**Research Team**

Since inception, Research team has been actively serving GDCL with a notable contribution in terms of revenue generation, harvesting goodwill & contributing with research materials for business teams. Over the years, the team has expanded with a strong background and experience in the research space. GDCL Research team is composed of a team of experienced and talented analysts focusing on providing comprehensive, timely and insightful reports.

We assist our valued Research clients through a wide variety of Research solutions for right investment decision. These include Portfolio Highlights, a Monthly Market Review etc. Along with the individual reports, we publish several enriched reports on individual companies and a variety of industry analysis based on micro & macroeconomic scenario and capital market. We have also developed special in-depth reports on quarterly basis covering broad thematic industry conditions integrated with trusted market news and timely reports focused on developing sector conditions, including specific stock highlights and recommendations and provide updated stock market report in daily basis.

**Notable Patrons**

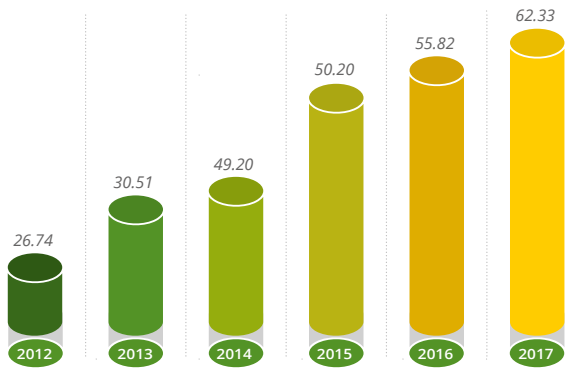
Bloomberg

The Financial Express

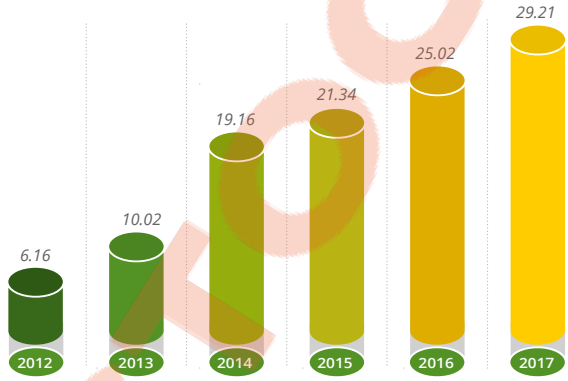
GREEN DELTA SECURITIES

# PERFORMANCE AT A GLANCE

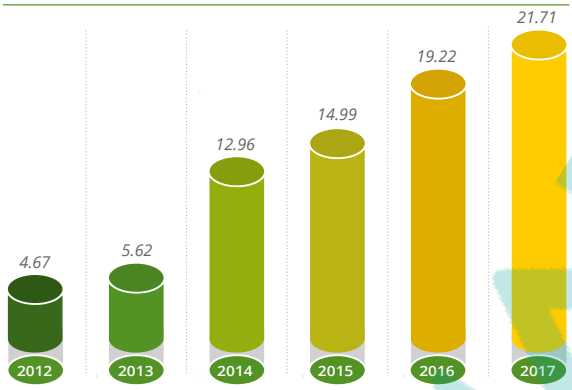
## Operating Revenue *BDT in Million*



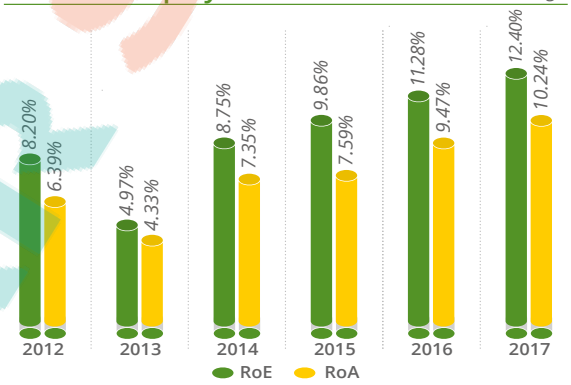

## Profit Before Tax *BDT in Million*



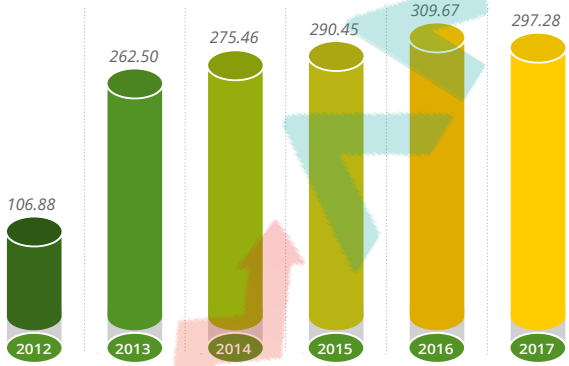

## Profit After Tax *BDT in Million*




## Return on Equity & Return on Assets *Percentage*

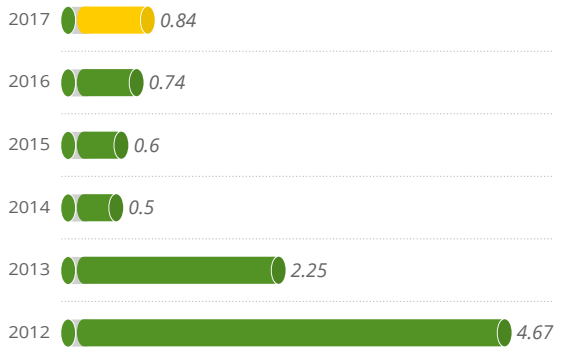



## Shareholders' Equity * *BDT in Million*




* Shareholders' Equity decreased by BDT 12.39 Million in 2017 due to a provision on Available For Sale (AFS) Reserve against diminution in value of investment in shares

## Earning Value Per Share (EPS)



# CREDENTIALS: **DEBT & EQUITY DEALS**

**Foreign Currency Loan**

AKIJ GROUP

**USD 60 MILLION**
(Current Deal)

Lead Arranger

GREEN DELTA CAPITAL

**Foreign Currency Loan**

LankaBangla Finance Limited

**USD 20 Million**
(Current Deal)

Lead Arranger

GREEN DELTA CAPITAL

**Working Capital Syndication**

HASHEM FOODS LIMITED

*A concern of*

Sajeeb Group

HASHEM FOODS LIMITED

**BDT 700 Million**

Lead Arranger

GREEN DELTA CAPITAL

**Corporate Advisory**

Ananta Apparels Ltd.

**USD 8.07 Million**
(Current Deal)

Lead Arranger

GREEN DELTA CAPITAL

**Working Capital Syndication**

Golden Harvest Agro Industries Limited

**BDT 500 MILLION**
(Current Deal)

Lead Arranger

GREEN DELTA CAPITAL

**Commercial Paper**

Sajeeb Group

SAJEEB GROUP

**BDT 1,000 Million**
(500 Million Each)

Lead Arranger

GREEN DELTA CAPITAL

**Foreign Currency Loan**

HASHEM FOODS LIMITED

*A concern of*

Sajeeb Group

HASHEM FOODS LIMITED

**USD 25 Million**
(Current Deal)

Lead Arranger

GREEN DELTA CAPITAL

**Foreign Currency Loan**

MAX POWER LIMITED

**USD 30 MILLION**

Lead Arranger

GREEN DELTA CAPITAL

**Foreign Currency Loan**

PRAN-RFL GROUP

Since 1981

PRAN-RFL GROUP

**USD 25 MILLION**

Lead Arranger

GREEN DELTA CAPITAL

**Foreign Currency Loan**

SUMMIT ALLIANCE PORT LIMITED

**USD 30.51 MILLION**

Lead Arranger

GREEN DELTA CAPITAL

**Preferred Stock**

Union Capital Ltd.

**BDT 500 MILLION**

Issue Manager

GREEN DELTA CAPITAL

**Commercial Paper**

Runner Automobiles Limited

**BDT 500 MILLION**

Lead Arranger

GREEN DELTA CAPITAL

**Sukuk Al-Ijara**

PRAN Foods Limited

**BDT 1,000 MILLION**

Lead Arranger

GREEN DELTA CAPITAL

**Venture Capital Fund**

BD Venture Ltd.

**BDT 500 MILLION**
(Current Deal)

Lead Arranger & Book Runner

GREEN DELTA CAPITAL

**Working Capital Syndication**

Bangla Trac Limited

**BDT 1,000 MILLION**

LEAD ARRANGER

GREEN DELTA CAPITAL

**Local Debt Syndication**

InGen Technologies Ltd.

**BDT 255.17 MILLION**

LEAD ARRANGER

GREEN DELTA CAPITAL

**Commercial Paper & Working Capital Syndication**

Green Delta Insurance Co. Ltd.

**BDT 1,000 Million**
(500 Million Each)

LEAD ARRANGER

GREEN DELTA CAPITAL

**Valuation Service**

Robin Resources (M) Sdn Bhd.

Independent Valuar

GREEN DELTA CAPITAL

**Valuation Service**

Athena Venture & Equities Ltd.

Annual Valuation Services

GREEN DELTA CAPITAL

**Initial Public Offering**

Alliance Holdings Ltd.

**BDT 2,220 Million**

Co-Issue Manager & Corporate Advisor

GREEN DELTA CAPITAL

**Foreign Currency Loan**

InGen Technologies Ltd.

**USD 3.17 Million**

LEAD ARRANGER

GREEN DELTA CAPITAL

**Local Debt Syndication**

MAKS Renewable Energy Co. Ltd.

**BDT 67 MILLION**

LEAD ARRANGER

GREEN DELTA CAPITAL

**Private Equity**

Alliance Holdings Ltd.

**USD 15 MILLION**

Co-Issue Manager & Corporate Advisor

GREEN DELTA CAPITAL

**Capital Raising**

Ananta Apparels Ltd.

**BDT 600 MILLION**

Lead Arranger

GREEN DELTA CAPITAL

**Initial Public Offering**

Aamra Technologies Ltd.

**BDT 500 Million**

Corporate Advisor

GREEN DELTA CAPITAL

**Trustee**

Golden Harvest Agro Industries Limited

**BDT 500 MILLION**

Trustee

GREEN DELTA CAPITAL

# CREDENTIALS: **UNDERWRITING DEALS**

**Initial Public Offering**

Star Ceramics Ltd

Underwritten Amount:
**BDT 17 MILLION**

Underwriter
GREEN DELTA CAPITAL

**Rights Offer**

Lafarge Surma Cement Ltd.

Underwritten Amount:
**BDT 100 MILLION**

Underwriter
GREEN DELTA CAPITAL

**Rights Offer**

Trust Bank Ltd.

Underwritten Amount:
**BDT 110 MILLION**

Underwriter
GREEN DELTA CAPITAL

**Rights Offer**

United Airways (BD) Ltd.

Underwritten Amount:
**BDT 112.5 MILLION**

Underwriter
GREEN DELTA CAPITAL

**Rights Offer**

Brac Bank Ltd.

Underwritten Amount:
**BDT 500 MILLION**

Underwriter
GREEN DELTA CAPITAL

**Rights Offer**

AB Bank Limited

Underwritten Amount:
**BDT 200 MILLION**

Underwriter
GREEN DELTA CAPITAL

**Rights Offer**

First Security Islami Bank Ltd.

Underwritten Amount:
**BDT 250 MILLION**

Underwriter
GREEN DELTA CAPITAL

**Rights Offer**

Delta Hospital Ltd

Underwritten Amount:
**BDT 600 Million**

Underwriter
GREEN DELTA CAPITAL

**Initial Public Offering**

Esquire Knit Composite Ltd.

Underwritten Amount:
**BDT 20 Million**

Underwriter
GREEN DELTA CAPITAL

# 9.10 DIRECTORS' REPORT TO THE SHAREHOLDERS

**Dear Fellow Shareholders,**

On behalf of the Board of Directors of Green Delta Capital Limited, I am very happy to welcome you in 8th Annual General Meeting of the Company.

The Board of Directors of Green Delta Capital Limited takes pleasure in presenting the audited financial statements of the Company for the year ended December 31, 2017; the Auditor's Report, along with GDCL's performance; the issues in regard to the Companies Act, 1994, and guidelines issued by the Bangladesh Securities and Exchange Commission (BSEC) and the Bangladesh Accounting and Financial Reporting Standards. The Annual Report Includes reports on business strategy and review, risk management, corporate governance, audited financial statements, investor relations and a sustainability supplement.

## ROLE OF BOARD

I firmly believe that the role of the Board is to focus on long-term, sustainable value creation. As per declaration of Budget in 2017 with our strategy, is building on our strength as a transatlantic consumer, corporate and investment bank, with global reach. To this end, the Board has provided clear oversight of executive management in developing and delivering this strategy, creating a smaller, simplified merchant bank capable of producing high quality returns for our shareholders on a sustainable basis.

*"Historical Key performance indicator and financial position"*

**Statement of profit or loss and other comprehensive income:**

| Particulars | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|---|
| Total Revenue | 62,330,740 | 55,823,592 | 50,195,360 | 49,199,608 | 30,505,916 |
| Profit Before Tax | 29,213,760 | 25,021,324 | 21,343,461 | 19,158,747 | 10,018,695 |
| **Net Profit After Tax** | **21,713,760** | **19,221,324** | **14,993,461** | **12,958,747** | **5,618,695** |

**Statement of financial position:**

| Particulars | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|---|
| Non-Current Assets | 7,388,514 | 7,277,448 | 10,501,431 | 14,537,222 | 7,078,987 |
| Current Assets | 307,495,362 | 339,738,805 | 327,186,158 | 295,021,651 | 280,142,056 |
| **Total Assets** | **314,883,876** | **347,016,253** | **337,687,589** | **309,558,873** | **287,221,043** |
| Shareholders' Equity | 297,283,000 | 309,671,810 | 290,450,486 | 275,457,025 | 262,498,278 |
| Long Term Liabilities | - | - | 0 | 0 | 291,680 |
| Current Liabilities | 17,600,876 | 37,344,443 | 47,237,103 | 34,101,848 | 24,431,086 |
| **Total Shareholders' Equity & Liabilities** | **314,883,876** | **347,016,253** | **337,687,589** | **309,558,873** | **287,221,043** |

**Equity parameters:**

| Particulars | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|---|---|---|---|---|
| Authorized Share Capital | 1,000,000,000 | 1,000,000,000 | 1,000,000,000 | 1,000,000,000 | 250,000,000 |
| Paid up Capital | 260,000,000 | 260,000,000 | 260,000,000 | 260,000,000 | 250,000,000 |
| No. of Share Outstanding | 26,000,000 | 26,000,000 | 26,000,000 | 26,000,000 | 2,500,000 |
| Earning Value Per Share (EPS) | 0.84 | 0.74 | 0.60 | 0.50 | 2.25 |

**Proposed dividend:**
The company has made 2.5% interim dividend and the Board of Director's of GDCL proposed 7.5% final dividend (subject to the approval of AGM) against paid up capital BDT 26.00 Crore (Twenty Six Crore only).

**Directors' responsibility for financial reporting and significant accounting policies**

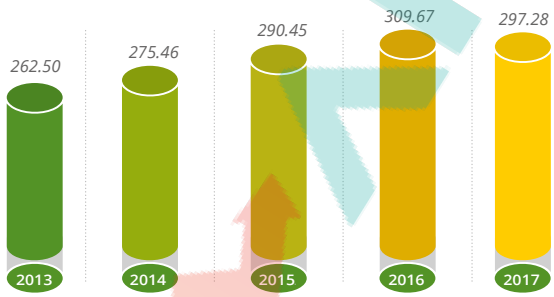
The Directors are responsible for the preparation of Financial Statements of GDCL to reflect a true and fair view of its state of affairs. The Directors are of the view that these Financial Statements have been prepared in conformity with the requirements of the Bangladesh Financial Reporting Standards, Companies Act 1994, Bangladesh Securities and Exchange Commission (BSEC) Guidelines and the Corporate Governance Code. Significant Accounting policies adopted in the preparation of the Financial Statements which comply with provisions of BFRSs and the Companies Act 1994.

**Internal control system**

We are committed to strengthening and improving our internal controls system to promote proper corporate behavior throughout GDCL with the aim of ensuring management transparency and efficiency, complying with laws and regulations, controlling risks, ensuring the reliability of business and financial reports, and promoting the timely and appropriate disclosure of information. The Internal Audit regularly reviews of the GDCL's operations, examine the business processes and evaluate the adequacy and efficiency of financial and operating controls and highlights significant risks.

**Value addition to share holders equity (retained profit):**

The company reported profit of BDT 21,713,760 in the year 2017. The following graph shows the last seven years performance which is added to the shareholders equity:




**Appointment of auditors**
The company shall, at each AGM appoint/reappoint an auditor to hold office until the next AGM. Ahmed Zaker & Co., Chartered Accountants have completed their statutory auditor of the company.

**Going concern**
The Board of Directors of GDCL has reviewed and making necessary inquiries including reviews of the business plans, strategies, budget, capital expenditure requirements, future prospects and risks, cash flows and significant other matters required on Corporate Governance; GDCL has adequate resources to continue operations into the foreseeable future. It is appropriate to adopt going concern assumption and there is no material uncertainty in preparing the Financial Statements.

It is possible that the actual outcome of one or more of management's plans could be materially different or that one or more of management's significant judgments or estimates about the potential effects of the risks and uncertainties could prove to be materially incorrect. There is no significant doubt upon the GDCL ability to continue as a going concern.

**Looking ahead**

We would like to acknowledge and place on record our gratitude to our valued clients, depositors and shareholders for the confidence in GDCL. Our sincere appreciation to the Bangladesh Securities and Exchange Commission (BSEC) and other government bodies Statutory Auditors and Compliance Auditor for their constructive suggestions and cooperation. We also express our appreciation for the good work and efforts put in by the employees at all levels of the Company.

We expect 2018 to be a pivotal year for GDCL's in the delivery of its strategy; a year when we will complete our restructuring and establish ourselves as an investment bank that is recognized for financial strength, financial transparency, operational stability. We are incredibly focused and working hard to prompt respect and trust for our Company and the profession of investment banking, in order to support our customers and clients, to contribute to the Bangladesh's reputation as a place to do business and to deliver long-term value to shareholders.

We would like to thank and express gratitude on behalf of the Board of Directors to Mr. Md. Rafiqul Islam, Managing Director and CEO for their hard work, commitment and dedication to the welfare of our company. The Board also acknowledges with thanks', the contribution made by the honorable Directors by guiding and giving proper directions from time to time which made GDCL a Symbol in Merchant Banking industry of Bangladesh.

With our very best regards to all our valuable shareholders, we promise to continue the growth with your support.

For and on behalf of the Board of Directors,

Thank you all.
On behalf of the Board

**Nasir A Choudhury**
Chairman

# 9.11 AUDITOR'S **REPORT**

## To the Shareholders of Green Delta Capital Limited

We have audited the accompanying financial statements of Green Delta Capital Limited, which comprise the statement of financial Position as at December 31, 2017 and the statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory notes.

## Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards, Companies Act 1994, the Securities and Exchange Rule 1987 and other Rules and Regulations. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

## Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing, those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## Opinion

In our opinion, the financial statements give a true and fair view of the financial position of Green Delta Capital Limited as of December 31, 2017 and of its financial performance for the year then ended in accordance with Bangladesh Financial Reporting Standards and comply with the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable Rules 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 account 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 Statement of Financial Position and Statement of profit or loss and other comprehensive Income dealt with by the report are in agreement with the books of accounts;

Date: 08 February, 2018
Place: Dhaka

**Ahmed Zaker &Co.**
Chartered Accountants

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## 9.12. GREEN DELTA CAPITAL LIMITED
## STATEMENT OF FINANCIAL POSITION

As at December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **APPLICATION OF FUNDS** | | | |
| **Non-Current Assets** | | **7,388,514** | **7,277,448** |
| Property, Plant & Equipment | 4 | 5,074,924 | 3,415,566 |
| Intangible Assets | 5 | 2,313,590 | 3,861,882 |
| **Current Assets** | | **307,495,361** | **339,738,805** |
| Advances, Deposits & Prepayments | 6 | 5,559,910 | 10,786,324 |
| Investment In Shares | 7 | 154,771,428 | 107,347,680 |
| Margin Loan To Clients | 8 | 5,487,132 | 3,603,310 |
| Accounts Receivable | 9 | 8,821,220 | 4,257,678 |
| Accrued Interest Income | 10 | 12,718,874 | 14,367,380 |
| Receivable From Brokerage | 11 | 646,786 | 1,175,114 |
| Loan to Employees | 12 | 15,836 | 53,130 |
| Investment In FDR | 13 | 97,500,000 | 158,500,000 |
| Cash and cash equivalents | 14 | 21,974,175 | 39,648,189 |
| **Current Liabilities** | | **17,600,876** | **37,344,443** |
| Payable To GDIC | 15 | 160,390 | 9,254,823 |
| Payable To GDSL | 16 | 1,174,771 | 1,174,771 |
| Accounts Payable | 17 | 1,239,293 | 3,591,092 |
| Payable To Clients | 18 | 4,124,108 | 10,145,461 |
| Other Provision | 19 | 3,000,000 | 2,695,726 |
| Provision For Income Tax | 20 | 7,902,314 | 10,482,569 |
| **Net Current Assets** | | **289,894,486** | **302,394,362** |
| **Total Assets** | | **297,283,000** | **309,671,810** |
| **SOURCE OF FUNDS** | | | |
| **Shareholders equity** | | **297,283,000** | **309,671,810** |
| Share Capital | 21 | 260,000,000 | 260,000,000 |
| Retained Earnings | 22 | 64,885,571 | 49,671,810 |
| Avaiable For Sale Reserve | 23 | (27,602,571) | - |
| **Total Capital Employed** | | **297,283,000** | **309,671,810** |

The accompanying policies and explanatory notes 1-30 from an integral part of these financial statements.

Director

Chairman

Accounting Controller

Managing Director & CEO

Signed as per our separate report of same date.

Place: Dhaka
Date: 08 February, 2018

**Ahmed Zaker & Co.**
Chartered Accountants

# 9.13. GREEN DELTA CAPITAL LIMITED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

As at December 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **Income** | | | |
| Operating Income | 24 | 24,681,890 | 14,857,720 |
| Realised Gain on share trading | 25 | 24,862,948 | 19,742,107 |
| Other Operating Income | 26 | 12,785,902 | 21,223,765 |
| **Total Operating Income (A)** | | **62,330,740** | **55,823,592** |
| **Operating Expenses** | | | |
| Operating & Direct Charges | 27 | 28,766 | 32,913 |
| Office & Administrative Expenses | 28 | 29,905,281 | 26,328,099 |
| Financial Expenses | 29 | 148,849 | 142,648 |
| **Total Operating Expenses (B)** | | **30,082,896** | **26,503,660** |
| **Profit before depreciation &provisions (A-B)** | | **32,247,844** | **29,319,932** |
| Less: Depreciation & Amortization | 30 | 3,034,084 | 4,298,608 |
| **Profit Before Tax** | | **29,213,760** | **25,021,324** |
| Other Provision | | 3,000,000 | 1,800,000 |
| Provision for Tax | | 4,500,000 | 4,000,000 |
| **Net Profit After Tax** | | **21,713,760** | **19,221,324** |
| **Other comprehensive income** | | | |
| AFS Reserve for diminution in value of investment | | (27,602,571) | - |
| **Total comprehensive income/(Loss)** | | **(5,888,811)** | **19,221,324** |

The accompanying policies and explanatory notes 1-30 from an integral part of these financial statements.

Director

Chairman

Accounting Controller

Managing Director & CEO

Signed as per our separate report of same date.

**Ahmed Zaker & Co.**
Chartered Accountants

Place: Dhaka
Date: 08 February, 2018

## 9.14. GREEN DELTA CAPITAL LIMITED
## STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2017

*Amount in Taka*

| Particulars | Share Capital | General Reserve | Avaiable for Sale (AFS) Reserve | Retained Earnings | Total Shareholders Equity |
|---|---|---|---|---|---|
| Opening balance | 260,000,000 | - | - | 49,671,810 | 309,671,810 |
| Net profit during the year | - | - | - | 21,713,760 | 21,713,760 |
| Interim Dividend | - | - | - | (6,500,000) | (6,500,000) |
| Unrealized Gain/(Loss) on securities available for sale | - | - | (27,602,571) | - | (27,602,571) |
| **Closing Balance** | **260,000,000** | **-** | **(27,602,571)** | **64,885,571** | **297,283,000** |

## 9.14. GREEN DELTA CAPITAL LIMITED
## STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2016

*Amount in Taka*

| Particulars | Share Capital | General Reserve | Avaiable for Sale (AFS) Reserve | Retained Earnings | Total Shareholders Equity |
|---|---|---|---|---|---|
| Opening Balance | 260,000,000 | - | - | 30,450,486 | 290,450,486 |
| Net profit during the year | - | - | - | 19,221,324 | 19,221,324 |
| **Closing Balance** | **260,000,000** | **-** | **-** | **49,671,810** | **309,671,810** |

Director

Chairman

Accounting Controller

Managing Director & CEO

Signed as per our separate report of same date.

**Ahmed Zaker & Co.**
Chartered Accountants

Place: Dhaka
Date: 08 February, 2018

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## 9.15. GREEN DELTA CAPITAL LIMITED
## STATEMENT OF CASH FLOWS

For the year ended December 31, 2017

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **A.** | **CASH FLOW FROM OPERATING ACTIVITIES:** | | |
| | Cash Collected from Turnover | 21,161,301 | 16,056,718 |
| | Cash Paid to Customers, Suppliers, Employees & others | (33,571,588) | (39,911,235) |
| | Capital Gain from Share | 24,862,948 | 19,742,107 |
| | Dividend Income | 2,146,988 | 7,681,863 |
| | Income Tax Paid | (2,686,680) | (6,931,797) |
| | **Net Cash flow from/(used) Operating Activities** | **11,912,969** | **(3,362,344)** |
| **B.** | **CASH FLOW FROM INVESTING ACTIVITIES:** | | |
| | Acquisition of Fixed Assets | (3,145,150) | (1,074,625) |
| | Investment in FDR | 61,000,000 | (12,460,000) |
| | Investment | (75,026,319) | 3,152,280 |
| | Interest Received from FDR | 11,244,467 | 10,153,731 |
| | **Net Cash flow from /(Used) in Investing Activities:** | **(5,927,002)** | **(228,614)** |
| **C.** | **CASH FLOW FROM FINANCING ACTIVITIES:** | | |
| | Employee loan adjustment | 37,294 | 583,875 |
| | Financial Expenses | (148,849) | (142,648) |
| | Margin Loan | (1,883,822) | 905,559 |
| | Temporary Loan paid to Gdic | (9,143,250) | - |
| | Dividend paid | (6,500,000) | - |
| | Payable To Clients | (6,021,353) | - |
| | **Net Cash used in Financing Activities:** | **(23,659,980)** | **1,346,786** |
| **D.** | **Net Increase/(Decrease) in cash & cash equivalents during the year (A+B+C):** | **(17,674,014)** | **(2,244,172)** |
| **E.** | **Cash & cash equivalents at the beginning of the year** | **39,648,189** | **41,892,361** |
| | **Cash & cash equivalents at the end of the year** | **21,974,175** | **39,648,189** |

# 9.16. GREEN DELTA CAPITAL LIMITED NOTES TO THE FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES

For the year ended December 31, 2017

## 1. Legal status and nature of the company

### Legal form and status of the company

Green Delta Capital Limited was incorporated with the Registrar of Joint Stock Companies & Firms vide registration no. C- 827406/10 dated February 24, 2010 as a private company limited by shares namely Green Delta LR Financial Service Limited. Subsequently the company renamed as Green Delta Capital Limited in September 4, 2011.

### Registered office and place of business of the company

The Registered office of the company is situated at Green Delta AIMS Tower (3rd Floor), 51-52 Mohakhali, Dhaka-1212.

### Principal activities of the company

The principal object of the company is to carry on trade, business of indentures, dealers, traders, brokers, importers and exporters and operate and provide merchant banking services, underwrite, manage distribute issue of securities, stocks, shares, bonds, debentures, debenture stock and investment Instruments.

## 2. Significant accounting policies

As per the requirements of BAS 1: "Presentation of Financial Statements" financial statements comprise a statement of financial position at the end of the year, a statement of comprehensive income for the year, a statement of changes in equity for the year, a statement of cash flows for the year, liquidity statement, and relevant notes to the financial statements and disclosures.

Financial statements are made as of December 31, 2017 and are prepared under the historical cost convention on generally accepted accounting principles on going concern basis. Financial statements have been prepared in accordance with the measurements and recognition requirements of Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS) as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB).

Adopted International Accounting Standards (IAS), International Financial Reporting Standards (IFRS), the Companies Act 1994 and other applicable rules and regulation have been used as a model for the presentation and disclosure framework to provide additional information and analysis of the key items in the financial statements except as the company considers disclosures inappropriate.

Specific accounting policies selected and applied for significant transactions and events are depicted below.

### 2.1 Basis of preparation

The financial statements are prepared using the accrual basis of accounting except for the cash flow information where the material class of similar item has been presented separately. As per the requirements of BAS 1: "Presentation of Financial Statements". The figures in the financial statements have been rounded off to the nearest taka.

### 2.2 Property, Plant and Equipment

#### I) Recognition and measurement

#### Owned assets

Items of own property and equipments are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost of an asset comprises its purchase price and any directly attributable costs of bringing the assets to its working condition for its intended use as per Bangladesh Accounting Standard (BAS) 16 "Property, Plant and Equipments".

#### Leasehold assets

Leasehold assets of which the company assumes substantially all the risks and rewards of ownership are accounted for as finance leases and capitalized at the inception of the lease at fair value of the leased property or at the present value of the minimum lease payments, whichever is lower as per Bangladesh Accounting Standard (BAS) 17 "Leases". The corresponding obligation under the lease is accounted for as liability.

#### ii) Subsequent expenditure on property and equipment

Subsequent expenditure is capitalized only when it increases the future economic benefit from the assets and that cost can be measured reliably. All other expenditures are recognized as an expense as and when they are incurred.

**iii) Depreciation**

Depreciation is charged to amortize the cost of assets, over their estimated useful lives, using the straight-line method in accordance with BAS-16 "Property, Plant and Equipment". Depreciation is charged on additions of date when the related assets are put into use and no depreciation is charged from the month of disposal. Asset category wise depreciation rates are as follows:

| | |
|---|---|
| Furniture and fixtures | 10 % |
| Office equipment | 20% |
| Leasehold motor vehicles | 20% |
| Office Renovation | 20% |
| Computers | 33% |
| Software | 20% |

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognized in the profit and loss account.

Depreciation methods, useful lives and residual values, if any are reviewed at the balance sheet date.

**2.3 Intangible assets and amortization of intangible assets**

Intangible assets acquired separately are measured on initial recognition at cost and are carried at cost less accumulated amortization and accumulated impairment losses, if any. Amortization is calculated using the straight line method to write down the cost of intangible assets to their residual values over their estimated useful lives based on the management best estimates. Subsequent expenditure on software assets is capitalized only when it increases the future economic benefits in the specifications to which it relates. All other expenditure is treated as expense as incurred.

**2.4 Cash flow statement**

Cash flow statement is prepared in accordance with BAS 7: "Cash Flow Statement", the cash flow statement shows the structure of and changes in cash and cash equivalents during the financial year. Cash and cash equivalents include notes and coins on hand, unrestricted balance held with the commercial banks. It is broken down into operating activities, investing activities and financing activities. The direct method is used to show the operating activities.

According to BAS 7: "Cash Flow Statements", cash comprises cash in hand and cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Considering the provisions of BAS 7 and BAS 1, cash in hand, fixed deposits and bank balances have been considered as cash and cash equivalents.

**2.5 Tax Expenses**

BAS 12: "Income Taxes" and Income Tax ordinance 1984.

**Current tax expense**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in succeeding years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

**2.6 Revenue recognition**

The revenue is recognized after satisfying all the conditions for revenue recognition as provided BAS 18: "Revenue". Detailed income wise policy for revenue recognition is as under:

**a) Interest income on loans, advances and leases**

Interest on loans is recognized as income at the time of its becoming receivable from the client.

**b) Other operating income**

Income classified as other income has been accounted for on Accrual basis.

**2.7 Financial Instruments:**

**Derivative:**

According to BFRS 7: "Financial Instruments: Disclosures", the company was not a party to any derivative contract (financial instruments) at the Balance Sheet date, such as forward exchange contracts, currency swap agreement or contract to hedge currency exposure related to import of capital machinery to be leased to lessees in future.

**Non-Derivative:**

A non-derivative financial instrument comprises of accounts and other receivable, borrowings and other payables and is shown at transaction cost as per BAS 39 "Financial Instruments: Recognition and Measurement".

**Accounts Receivable**

These are carried forward at their original invoiced value amount and represents net realizable value. Management considered the entire bills receivable as good and is collectable and therefore, no amount was provided for as bad debt in the current year's account.

**Creditors and Accrued Expenses**

Liabilities are recognized for amounts to be paid in future for goods and services received, whether or not billed by the supplier.

**2.8 Borrowing costs**

Interest on borrowings of fund from different sources is recognized as financial expenses according to BAS 23: "Borrowing Costs". Interest represents amount paid and accrued up to the end of the period.

**2.9 Related party transactions**

The management has duly identified the party related to the company and disclosed the transactions of the related party as per BAS 24: "Related Party Disclosures"

**2.10 Provision for liabilities**

According to BAS 37: "Provision, Contingent Liabilities and Contingent Assets" the company recognizes the provision in the balance sheet when the company has a legal or constructive obligation as a result of past event and it is probable that an outflow of economic benefit will be required to settle the obligations.

**2.11 Investment in Shares**

Investment in shares are recognized at market value as per BAS-32, BAS-39 and BFRS-7. The difference between market value and cost value of the share has charged in the statement of profit or loss and other comprehensive income according to Bangladesh Financial Reporting Standard (BFRS).

**2.12 Events after the Reporting date:**

As per BAS-10 "Event after the Balance Sheet Date" are those event favorable and unfavorable, that occur between the end of the reporting year and the date when the financial statements are authorized for issue. Two types of event can be identified:

- Those that provide evidence of conditions that existed at the end of the reporting year (adjusting events after balance sheet date); and
- Those that are indicative of conditions that arose after the reporting year (Non-adjusting events after balance sheet date).

**The company has made 2.5% interim dividend and the Board of Director's of GDCL proposed 7.5% final dividend (subject to the approval of AGM) against paid up capital BDT 26.00 Crore (Twenty Six Crore only).**

**2.13 Related party disclosure**

As per Bangladesh Accounting Standards (BAS)-24 "Related Party Disclosures", parties are considered to be related if one of the parties has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. The Company carried out transactions in the ordinary course of business on an arm's length basis at commercial rates with related parties.

| Name of the Related Party | Nature of Relationship | Nature of Transaction | Temporary loan paid during the year 2017 | Balance as on December 31, 2017 |
|---|---|---|---|---|
| Green Delta Insurance Company Ltd. | Common Shareholder | Payable/Loan | 9,143,250 | 160,390 |
| Green Delta Securities Ltd. | Related party | Payable | - | 1,174,771 |

## 3. Additional information on financial statements

### 3.1 Responsibility for preparation and presentation of financial statements

The Board of Directors is responsible for the preparation and presentation of the financial statements under section 183 of the Companies Act 1994 and BAS-1 "Presentation of Financial Statements".

### 3.2 Components of the financial statements

Following the BAS 1: "Presentation of Financial Statements", the company's complete set of financial statements includes the following components as at December 31, 2017:

a) Statement of Financial Position.

b) Statement of profit or loss and other comprehensive income.

c) Statement of Changes in Equity.

d) Statement of Cash Flows.

e) Notes to the Financial Statements and significant accounting policies.

### 3.3 Uncertainties for use of estimates in preparation of financial statements

The preparation of financial statements in conformity with the Bangladesh Accounting Standards requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of other information at the date of the financial statements and revenues and expenses during the year reported. Actual results could differ from those estimates.

### 3.4 Comparative:

Comparative information have been disclosed in respect of the previous year for all numerical information in the financial statements including narrative and descriptive information when it is relevant for understanding of the current year's financial statements.

Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per BAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors".

### 3.5 Application of Bangladesh Accounting Standards (BASs):

The Financial Statements have been prepared in compliance with requirement of BAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following BASs are applicable for the financial statements for the period under review:

BAS- 1 Presentation of Financial Statements

BAS- 7 Statement of Cash Flows

BAS- 8 Accounting Policies, Changes in Accounting Estimates and Errors

BAS- 10 Events after the Reporting Period

BAS- 12 Income Taxes

BAS- 16 Property, Plant and Equipment

BAS- 17 Leases

BAS- 18 Revenue

BAS- 19 Employees Benefit

BAS- 23 Borrowing Cost

BAS- 24 Related Party Disclosure

BAS- 32 Financial Instruments Presentation

BAS- 37 Provisions, Contingent Liabilities and Contingent Assets

BAS- 38 Intangible Assets

BAS- 39 Financial Instruments : Recognition and Measurement

BFRS- 7 Financial Instruments : Disclosures

### 3.6 Reporting period

Financial statements of the company cover a year from January 1, 2017 to December 31, 2017.

*Amount in Taka*

| | | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|---|
| **4.00** | **Property, Plant & Equipment** | | | |
| | **Cost** | | | |
| | Opening balance | | 9,241,326 | 8,933,576 |
| | Add: Addition during the year | | 3,145,150 | 307,750 |
| | | | **12,386,476** | **9,241,326** |
| | Less: Disposal during the year | | **-** | **-** |
| | | | **12,386,476** | **9,241,326** |
| | **Less: Depreciation** | | | |
| | Opening balance | | 5,825,760 | 4,324,923 |
| | Add: Charged during the year | | 1,485,792 | 1,500,837 |
| | | | **7,311,552** | **5,825,760** |
| | Less: Adjustment during the year | | - | - |
| | Accumulated depreciation | | **7,311,552** | **5,825,760** |
| | **Written Down Value** | | **5,074,924** | **3,415,566** |
| | Details of Property, Plant & Equipment is given in Schedule-A/1 | | | |
| **5.00** | **Intangible Assets** | | | |
| | **Cost** | | | |
| | Opening balance | | 13,240,339 | 12,473,464 |
| | Add: Addition during the year | | - | 766,875 |
| | | | **13,240,339** | **13,240,339** |
| | **Less: Amortization** | | | |
| | Opening balance | | 9,378,457 | 6,843,170 |
| | Add: Charge during the Year | | 1,548,292 | 2,535,287 |
| | | | **10,926,749** | **9,378,457** |
| | **Written Down Value** | | **2,313,590** | **3,861,882** |
| | Details of Intangible Assets is given in Schedule-A/3 | | | |
| **6.00** | **Advances, Deposits & Prepayments** | | | |
| | Advance Employee Loan/Salary | 6.01 | - | 710,000 |
| | TDS AIT from Interest Income Bank | 6.02 | 2,676 | 3,050 |
| | TDS AIT from Interest Income FDR | 6.03 | 2,317,730 | 2,868,601 |
| | TDS AIT from Underwriting Commission | 6.04 | - | 50,000 |
| | TDS AIT from Govt Treasury Advance Tax | 6.05 | 500,000 | 4,137,727 |
| | TDS AIT from Dividend Income | 6.06 | 1,960,344 | 1,742,996 |
| | TDS AIT from Fees Income | 6.07 | - | 371,950 |
| | Advance Office Expenses | 6.08 | 77,161 | - |
| | T & T Deposits | 6.09 | 2,000 | 2,000 |
| | CDBL Security Deposit | 6.10 | 200,000 | 200,000 |
| | Advance to Others | 6.11 | 500,000 | 500,000 |
| | Advance to Watermark for Sponsor | | - | 200,000 |
| | | | **5,559,910** | **10,786,324** |

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*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **6.01** | **Advance Employee Loan/Salary** | | |
| | Opening Balance | 710,000 | 40,000 |
| | Add: Addition | 470,000 | 910,000 |
| | | **1,180,000** | **950,000** |
| | Less: Adjustment | 1,180,000 | 240,000 |
| | | **-** | **710,000** |
| **6.02** | **TDS AIT from Interest Income Bank** | | |
| | Opening Balance | 3,050 | 11,843 |
| | Add: Addition | 134 | 2,542 |
| | | **3,184** | **14,385** |
| | Less: Adjustment | 508 | 11,335 |
| | | **2,676** | **3,050** |
| **6.03** | **TDS AIT from Interest Income FDR** | | |
| | Opening Balance | 2,868,600 | 3,595,280 |
| | Add: Addition | 1,062,561 | 1,255,169 |
| | | **3,931,162** | **4,850,449** |
| | Less: Adjustment | 1,613,432 | 1,981,848 |
| | | **2,317,730** | **2,868,601** |
| **6.04** | **TDS AIT from Underwriting Commission** | | |
| | Opening Balance | 50,000 | 136,956 |
| | Add: Addition | - | - |
| | | **50,000** | **136,956** |
| | Less: Adjustment | 50,000 | 86,956 |
| | | **-** | **50,000** |
| **6.05** | **TDS AIT from Govt Treasury Advance Tax** | | |
| | Opening Balance | 4,137,727 | - |
| | Add: Addition | 500,000 | 4,137,727 |
| | | **4,637,727** | **4,137,727** |
| | Less: Adjustment | 4,137,727 | |
| | | **500,000** | **4,137,727** |
| **6.06** | **TDS AIT from Dividend Income** | | |
| | Opening Balance | 1,742,996 | 285,095 |
| | Add: Addition | 423,986 | 1,536,359 |
| | | **2,166,982** | **1,821,454** |
| | Less: Adjustment | 206,638 | 78,458 |
| | | **1,960,344** | **1,742,996** |
| **6.07** | **TDS AIT from Fees Income** | | |
| | Opening Balance | 371,950 | 949,334 |
| | Add: Addition | **-** | **-** |
| | | **371,950** | **949,334** |
| | Less: Adjustment | 371,950 | 577,384 |
| | | **-** | **371,950** |

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*Amount in Taka*

| | | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|---|
| **6.08** | **Advance Office Expenses** | | | |
| | Opening Balance | | - | 1 |
| | Add: Addition | | 2,208,333 | 3,136,841 |
| | | | **2,208,333** | **3,136,842** |
| | Less: Adjustment | | 2,131,172 | 3,136,842 |
| | | | **77,161** | **-** |
| **6.09** | **T & T Deposits** | | | |
| | Opening Balance | | 2,000 | 2,000 |
| | Add: Addition | | - | - |
| | | | **2,000** | **2,000** |
| | Less: Adjustment | | - | - |
| | | | **2,000** | **2,000** |
| **6.10** | **CDBL Security Deposit** | | | |
| | Opening Balance | | 200,000 | 200,000 |
| | Add: Addition | | - | - |
| | | | **200,000** | **200,000** |
| | Less: Adjustment | | - | - |
| | | | **200,000** | **200,000** |
| **6.11** | **Advance to Others** | | | |
| | Opening Balance | | 500,000 | 400,000 |
| | Add: Addition | | 500,000 | 1,100,000 |
| | | | **1,000,000** | **1,500,000** |
| | Less: Adjustment | | 500,000 | 1,000,000 |
| | | | **500,000** | **500,000** |
| **7.00** | **Investment in Share** | | | |
| | Investment in Listed Securities | 7.01 | 133,803,228 | 77,347,680 |
| | Investment in Equity of Non listed Co. (Green Delta AMC) | | 19,500,000 | - |
| | Investment in Right Share for own Investment | | 85,000 | - |
| | Investment in IPO for own Investment | | 1,383,200 | 30,000,000 |
| | | | **154,771,428** | **107,347,680** |
| **7.01** | **Investment in Listed Securities** | | | |
| | Market Value of Securities | | 133,803,228 | 77,347,680 |
| | | | **133,803,228** | **77,347,680** |

| | Details of Investments | Cost Value | Market Value | Unrealized Loss/Gain |
|---|---|---|---|---|
| | Marketable securities | 161,405,799 | 133,803,228 | (27,602,571) |

| | | | |
|---|---|---|---|
| **8.00** | **Margin Loan to Clients** | | |
| | Margin Loan to Clients | 5,487,132 | 3,603,310 |
| | | **5,487,132** | **3,603,310** |
| **9.00** | **Accounts Receivable** | | |
| | Receivables from Financial Express Research | 60,000 | 120,000 |
| | Receivables from SAPL SF & CA (Others) | 317,805 | 317,805 |
| | Receivable from Hashem Foods Ltd OTHER (Sajeeb Group) | - | 105,380 |

*Amount in Taka*

| | | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|---|
| | Receivable from BD Ventute Ltd | | 125,000 | - |
| | Receivable from Akij Group | | 7,878,178 | 2,722,050 |
| | Receivable from Akij Group for Other Expenses | | 5,385 | - |
| | Receivable from Ananta Group | | 300,000 | - |
| | Receivable from Green Delta Securities Ltd | | 123,690 | 110,343 |
| | Receivable from Green Delta In.Co.Ltd (GDIC) | | - | 750,000 |
| | Receivable from InGen Technology Ltd | | - | 139,855 |
| | Other Receivable (Employee & Others) | | 11,162 | (7,755) |
| | | | **8,821,220** | **4,257,678** |
| **10.00** | **Accrued Interest Income** | | | |
| | Provision for Interest income on FDR | 10.01 | 12,718,874 | 14,367,380 |
| | | | **12,718,874** | **14,367,380** |
| **10.01** | **Provision for Interest income on FDR** | | | |
| | Opening Balance | | 14,367,380 | 11,342,365 |
| | Add: Addition | | 9,215,169 | 12,216,149 |
| | | | **23,582,549** | **23,558,514** |
| | Less: Adjustment | | 10,863,675 | 9,191,134 |
| | | | **12,718,874** | **14,367,380** |
| **11.00** | **Receivable From Brokerage** | | | |
| | Receivable from Brokerage APEX Investment (Discretionary) | | 208,099 | - |
| | Receivable fromBrokerage APEX Investment (Non-Discretionary) | | 438,687 | - |
| | Receivable from Brokerage GDSL (Non-Discretionary) | | - | 1,175,114 |
| | | | **646,786** | **1,175,114** |
| **12.00** | **Loan to Employees** | | | |
| | Mobile Loan | 12.01 | 15,836 | 53,130 |
| | | | **15,836** | **53,130** |
| **12.01** | **Mobile Loan** | | | |
| | Opening Balance | | 53,130 | 30,626 |
| | Add: Addition during the year | | 70,000 | 60,000 |
| | | | **123,130** | **90,626** |
| | Less: Adjustment made during the year | | 107,294 | 37,496 |
| | | | **15,836** | **53,130** |
| **13.00** | **Investment In FDR** | | | |
| | FDR Lanka Bangla Finance FDR No000921200000052 | | - | 10,000,000 |
| | FDR NRB Commercial Bank FDR No '010170300001124 | | - | 10,000,000 |
| | FDR Lanka Bangla Finance Ltd FDR No 0009 20300000238 | | 20,000,000 | 20,000,000 |
| | FDR Lanka Bangla Finance Ltd FDR No000920300000216 | | 10,000,000 | 10,000,000 |
| | FDR Midland Bank Ltd FDR No.0011 1100001656 | | - | 10,000,000 |
| | FDR Midland Bank No '00111100003154 | | 10,000,000 | 10,000,000 |
| | FDR Lanka Bangla Finance No ' 0016 22800000001 | | 20,000,000 | 20,000,000 |
| | FDR Lanka Bangla Finance No ' 0016 22800000002 | | - | 20,000,000 |
| | FDR Lanka Bangla Finance Ltd No 001622800000025 | | 12,500,000 | 12,500,000 |
| | FDR Lanka Bangla Finance No 0006 20300000030 | | - | 7,000,000 |
| | FDR Lanka Bangla Finance No 0016 22800000045 | | 10,000,000 | 10,000,000 |

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*Amount in Taka*

| | | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|---|
| | FDR Midland Bank Ltd No 0011-1100004626 | | - | 1,000,000 |
| | FDR Midland Bank Ltd No 0011-1100004886 | | - | 2,000,000 |
| | FDR IDLC Finance Ltd No 10452223635802 | | - | 6,000,000 |
| | FDR NRB Commercial Bank Ltd No 0102 70600000359 | | - | 5,000,000 |
| | FDR NRB Bank Ltd No 1013020064964 | | - | 5,000,000 |
| | FDR Mercantile Bank Ltd No 111341122855757 | | 10,000,000 | - |
| | FDR Lanka Bangla Finance No 001329100000001 | | 5,000,000 | - |
| | | | **97,500,000** | **158,500,000** |
| **14.00** | **Cash and cash equivalents** | | | |
| | Cash in Hand | 14.01 | 63,363 | 26,688 |
| | Cash at Bank | 14.02 | 9,878,101 | 11,515,113 |
| | Ledger Balance from portfolio investment | | 12,032,711 | 28,106,388 |
| | | | **21,974,175** | **39,648,189** |
| **14.01** | **Cash in hand** | | | |
| | Cash in hand, Head Office | | 63,363 | 26,688 |
| | | | **63,363** | **26,688** |
| **14.02** | **Cash with bank** | | | |
| | Eastern Bank Limited AC. No. 1011220001064 Head Office, Head | | - | 38 |
| | SCB_IP A/C (Discretionary) 01-1146314-01 Head Office | | 127,048 | 439,664 |
| | SCB_IP A/C (Non-Discretionary) 01-1146314-03 Head Office | | 6,226,487 | 10,435,386 |
| | SCB (Own Investment) 01-1146314-02 Head Office | | 383,148 | 66,802 |
| | SCB (Operation) 02-1146314-01 Head Office | | 3,084,080 | 52,882 |
| | MCBL (Operation) 011313100000777 | | 57,338 | 520,341 |
| | | | **9,878,101** | **11,515,113** |
| **15.00** | **Payable to GDIC** | | | |
| | Temporary loan | 15.01 | - | 9,143,250 |
| | Various Expenses payable to GDIC | 15.02 | 160,390 | 111,573 |
| | | | **160,390** | **9,254,823** |
| **15.01** | **Temporary loan** | | | |
| | Opening Balance | | 9,143,250 | 9,143,250 |
| | Add: Addition during the year | | - | - |
| | | | 9,143,250 | 9,143,250 |
| | Less: Adjustment made during the year | | 9,143,250 | - |
| | | | **-** | **9,143,250** |
| **15.02** | **Various Expenses payable to GDIC** | | | |
| | Opening Balance | | 111,573 | 105,752 |
| | Add: Addition | | 1,387,693 | 1,292,308 |
| | | | **1,499,266** | **1,398,060** |
| | Less: Adjustment | | 1,338,876 | 1,286,487 |
| | | | **160,390** | **111,573** |
| **16.00** | **Payable to GDSL** | | | |
| | Other Management Expenses | 16.01 | 1,174,771 | 1,174,771 |
| | | | **1,174,771** | **1,174,771** |

*Amount in Taka*

| | | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|---|
| **16.01** | **Other Management Expenses** | | | |
| | Opening Balance | | 1,174,771 | 1,174,771 |
| | Add: Addition | | 75,000 | - |
| | | | **1,249,771** | **1,174,771** |
| | Less: Adjustment | | 75,000 | - |
| | | | **1,174,771** | **1,174,771** |
| **17.00** | **Accounts Payable** | | | |
| | Audit Fees | 17.01 | 57,500 | 57,500 |
| | TDS Payable | 17.02 | 4,851 | 4,851 |
| | VAT Payable | 17.03 | 24,601 | 16,168 |
| | Accrued expenses & other payable | 17.04 | 1,019,968 | 1,027,799 |
| | Payable to Party | 17.05 | 132,373 | 2,484,774 |
| | | | **1,239,293** | **3,591,092** |
| **17.01** | **Audit Fees** | | | |
| | Opening Balance | | 57,500 | 57,500 |
| | Add: Addition during the year | | 57,500 | 57,500 |
| | | | **115,000** | **115,000** |
| | Less: Paid during the year | | 57,500 | 57,500 |
| | | | **57,500** | **57,500** |
| **17.02** | **TDS Payable** | | | |
| | Opening Balance | | 4,851 | 4,851 |
| | Add: Addition during the year | | 1,365,729 | 67,932 |
| | | | **1,370,580** | **72,783** |
| | Less: Paid during the year | | 1,365,729 | 67,932 |
| | | | **4,851** | **4,851** |
| **17.03** | **VAT Payable** | | | |
| | Opening Balance | | 16,168 | 576,035 |
| | Add: Addition during the year | | 351,305 | 207,313 |
| | | | **367,473** | **783,348** |
| | Less: Paid during the year | | 342,872 | 767,180 |
| | | | **24,601** | **16,168** |
| **17.04** | **Accrued expenses & other payable** | | | |
| | Accrued expenses & other payable, Head Office | | 19,968 | 27,799 |
| | Gratuity Payable to Employee | | 1,000,000 | 1,000,000 |
| | | | **1,019,968** | **1,027,799** |
| **17.05** | **Payable to Party** | | | |
| | Payable to CDBL | | 3,371 | 15,441 |
| | Payable to Green Delta Aims Ltd | | 85,633 | 68,919 |
| | Payable to Radiant Cleaning & Pest Control | | 12,176 | 11,419 |
| | Payable to Progress Capital Ltd | | - | 2,361,025 |
| | Payable to Royal Taj Enterprise | | 6,010 | 4,174 |
| | Payable to Lazeez Food | | 18,183 | 23,796 |
| | Payable to Square Informatix Ltd | | 7,000 | - |
| | | | **132,373** | **2,484,774** |
| **18.00** | **Payable to Clients** | | | |
| | Client Payable Account | | 4,124,109 | 10,145,461 |
| | | | **4,124,109** | **10,145,461** |

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*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **19.00** | **Other Provision** | | |
| | Opening Balance | 2,695,726 | 2,538,976 |
| | Add: Addition during the year | 3,000,000 | 1,800,000 |
| | | **5,695,726** | **4,338,976** |
| | Less: Paid during the year | 2,695,726 | 1,643,250 |
| | | **3,000,000** | **2,695,726** |
| **20.00** | **Provision for Income Tax** | | |
| | Opening Balance | 10,482,569 | 10,218,550 |
| | Add: Addition during the year | 4,500,000 | 4,000,000 |
| | | **14,982,569** | **14,218,550** |
| | Less: Paid & adjustment during the year | 7,080,255 | 3,735,981 |
| | | **7,902,314** | **10,482,569** |

**21.00 Share Capital**

**Authorized Share Capital: Taka 1,000,000,000**

The Authorized Share Capital with which the Company has ventured is taka 1,000,000,000 (One Hundred Crore) divided into 100,000,000 ordinary shares of taka 10 each.

**Paid up Capital: Taka 260,000,000**

This represents the paid up capital of the company with 26,000,000 Ordinary Shares of taka 10 each subscribed and paid by the following sponsor shareholders and directors of the company.

| Particulars | Amount in Taka |
|---|---|
| Green Delta Insurance Co. Ltd | 259999900 |
| Nasir A. Choudhury | 100 |
| | **260000000** |

| | | | |
|---|---|---|---|
| **22.00** | **Retained Earnings** | | |
| | Opening Balance | 49,671,810 | 30,450,486 |
| | Add: Addition during the year | 21,713,760 | 19,221,324 |
| | | 71,385,571 | 49,671,810 |
| | Less: Interim dividend | 6,500,000 | - |
| | | **64,885,571** | **49,671,810** |
| **23.00** | **Available For Sale (AFS) Reserve** | | |
| | Opening Balance | - | - |
| | Add: Addition during the year | (27,602,571) | - |
| | | **(27,602,571)** | **-** |
| | Less: Adjustment | - | - |
| | | **(27,602,571)** | **-** |
| **24.00** | **Operating Income** | | |
| | Margin interest Income, Non -Disc | 623,486 | 724,432 |
| | Structured Finance and Corporate Advisory | 20,330,778 | 10,861,025 |
| | Income from Publication Reserch | 1,607,000 | 1,573,850 |
| | Management Fee (Non-Discretionary A/C) | 376,339 | 390,899 |
| | Management Fee Income, GD perfor-Max (Discretionary) | 80,759 | 56,918 |
| | Documentation Fees, Non-Discretionary | 46,500 | 19,500 |
| | Documentation Fees, GD perfor-Max Discretionary | - | 500 |
| | BO Account Opening Fee, Non-Discretionary | 23,500 | 12,500 |

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | BO Renewal Fee, Non-Discretionary | 59,000 | 51,000 |
| | BO Closing Fee, Non-Discretionary | 4,000 | 1,000 |
| | BO Account Opening Fee, Discretionary | - | 500 |
| | Brokerage Commission (Non-Discretionary) | 1,307,030 | 1,046,516 |
| | Brokerage Commission, GD Perform Max (Discretionary) | 209,238 | 117,247 |
| | CDBL Income | 14,260 | 1,832 |
| | | **24,681,890** | **14,857,720** |
| **25.00** | **Realised Gain on share trading** | | |
| | Realized gains on Share trading | 24,862,948 | 19,742,107 |
| | | **24,862,948** | **19,742,107** |
| **26.00** | **Other Income** | | |
| | Dividend Income, Head Office | 2,146,988 | 7,681,863 |
| | Service Charge on IPO Application | 1,195 | - |
| | Interest Income on FDR, Head Office | 9,595,961 | 13,178,746 |
| | Interest Income on STD Balances, Head Office | 1,338 | 25,423 |
| | Rent Income, Head Office | 45,000 | - |
| | Interest Income on Staff/Car Loan, Head Office | - | 18,221 |
| | Miscellaneous earnings, Head Office | 995,420 | 319,512 |
| | | **12,785,902** | **21,223,765** |
| **27.00** | **Operating & Direct Expenses** | | |
| | Portfolio Expenses | 28,766 | 32,913 |
| | | **28,766** | **32,913** |
| **28.00** | **Office & Administrative Expenses** | | |
| | Salaries and Allowances | 17,638,091 | 16,052,536 |
| | Festival Bonus | 1,414,600 | 1,277,337 |
| | Performance bonus | 16,274 | - |
| | Office Rent | 1,338,876 | 1,292,308 |
| | Insurance premium | 46,491 | 57,982 |
| | Utility, Electricity & Service Charges | 1,004,965 | 925,668 |
| | Office Pool Car Exp & Driver Salary | 506,591 | 115,927 |
| | Telephone expenses | 14,849 | 15,000 |
| | Mobile Allowances | 270,973 | 282,770 |
| | Printing and stationery expenses | 123,402 | 125,812 |
| | Audit fees Statutory | 57,500 | 57,500 |
| | Office maintenance | 21,989 | 68,594 |
| | Software maintenance fees | 211,525 | 122,700 |
| | Repair expenses | 72,202 | 35,650 |
| | Trade License renewal fees | 18,000 | 77,639 |
| | Annual Fees for Merchant Banking License | 50,000 | - |
| | Car Repair and maintenance | 820,000 | 804,729 |
| | Membership, renewal fees, Merchant Bank & Other | 390,000 | 120,000 |
| | Data Connectivity Expenses | 210,603 | 220,560 |
| | Training and development expenses | 82,658 | 11,000 |
| | Corporate Events | 26,090 | 31,308 |

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*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | Conveyance | 490,400 | 102,550 |
| | Computer Accessories | 16,480 | 10,048 |
| | Traveling & Convayance | 157,642 | 63,786 |
| | Internship Program | 1,900 | 3,000 |
| | Foreign travel expenses | 742,180 | 658,925 |
| | Paper, Books and periodicals | 3,941 | 1,907 |
| | Entertainment expenses | 370,487 | 226,252 |
| | Marketing expenses | 1,705,113 | 1,968,235 |
| | Management expenses | 808,035 | 605,125 |
| | CDBL Charges | 129,976 | 139,005 |
| | Postage & Courier | 240 | 5,556 |
| | Staff food expenses | 481,841 | 437,420 |
| | Visa Processing Fees | 110,070 | - |
| | Web Development | 57,721 | 45,620 |
| | CDBL Annual Renewal DP PMD | 41,650 | - |
| | Board Meeting Expenses | 114,800 | 90,270 |
| | Advertisment expenses | 4,000 | - |
| | Car Allowance | 96,000 | 96,000 |
| | Legal & Professional Fees | 11,500 | - |
| | Cartidge & Tonner | 19,600 | 39,030 |
| | RJSC & Govt. Fees | 43,000 | 85,150 |
| | Recruitment & HR Audit Cost | 65,482 | 55,200 |
| | Corporate Events Investor | 86,544 | - |
| | IPO Subcription Participation Fees (PMD) | 11,000 | - |
| | | **29,905,281** | **26,328,099** |
| **29.00** | **Financial Expenses** | | |
| | Bank Charges, Finance | 139,791 | 134,648 |
| | Bank Charges, PMD | 9,058 | 8,000 |
| | | **148,849** | **142,648** |
| **30.00** | **Amortization, Depreciation & Written Off** | | |
| | Furniture and fittings | 28,248 | 25,812 |
| | Computer | 134,923 | 175,541 |
| | Office equipment | 229,046 | 258,976 |
| | Office Renovation | 352,108 | 341,508 |
| | Motor vehicles | - | 262,484 |
| | Systems and softwares | 1,548,292 | 2,535,287 |
| | Car | 741,467 | 699,000 |
| | | **3,034,084** | **4,298,608** |

AMAR STOCK

# 9.16. GREEN DELTA CAPITAL LIMITED
# SCHEDULE OF PROPERTY, PLANT & EQUIPMENT

As at Dec 31, 2017

*Schedule -A/1*

| Name of the Assets | COST | | | | Rate | DEPRECIATION | | | | Written down value as at 31.12.2017 |
|---|---|---|---|---|---|---|---|---|---|---|
| | Balance as at 01.01.2017 | Addition during the year | Disposal during the year | Balance as at 31.12.2017 | | Balance as at 01.01.2017 | Charged during the year | Adjustment during the year | Balance as at 31.12.2017 | |
| Furniture and Fittings | 276,763 | 8,600 | - | 285,363 | 10% | 90,162 | 28,248 | - | 118,410 | 166,953 |
| Office Equipment | 1,368,060 | 309,650 | | 1,677,710 | 20% | 962,153 | 229,046 | - | 1,191,199 | 486,511 |
| Computer | 2,393,974 | 151,700 | | 2,545,674 | 33% | 2,214,511 | 134,923 | - | 2,349,434 | 196,240 |
| Car | 3,495,000 | 2,548,000 | - | 6,043,000 | 20% | 1,398,000 | 741,467 | - | 2,139,467 | 3,903,533 |
| Office Renovation | 1,707,529 | 127,200 | - | 1,834,729 | 20% | 1,160,934 | 352,108 | - | 1,513,042 | 321,687 |
| | **9,241,326** | **3,145,150** | **-** | **12,386,476** | | **5,825,760** | **1,485,792** | **-** | **7,311,552** | **5,074,924** |

## LEASE DEPRECIATION SCHEDULE

As at Dec 31, 2017

*Schedule -A/2*

| Name of the Assets | COST | | | | Rate | DEPRECIATION | | | | Written down value as at 31.12.2017 |
|---|---|---|---|---|---|---|---|---|---|---|
| | Balance as at 01.01.2017 | Addition during the year | Disposal during the year | Balance as at 31.12.2017 | | Balance as at 01.01.2017 | Charged during the year | Adjustment during the year | Balance as at 31.12.2017 | |
| Car Lease | 1,750,000 | - | - | 1,750,000 | 20% | 1,750,000 | | - | 1,750,000 | - |
| | **1,750,000** | **-** | **-** | **1,750,000** | | **1,750,000** | | **-** | **1,750,000** | **-** |

## AMORTIZATION SCHEDULE

As at Dec 31, 2017

*Schedule -A/3*

| Name of the Assets | COST | | | | Rate | DEPRECIATION | | | | Written down value as at 31.12.2017 |
|---|---|---|---|---|---|---|---|---|---|---|
| | Balance as at 01.01.2017 | Addition during the year | Disposal during the year | Balance as at 31.12.2017 | | Balance as at 01.01.2017 | Charged during the year | Adjustment during the year | Balance as at 31.12.2017 | |
| Software | 13,240,339 | | - | 13,240,339 | 20% | 9,378,457 | 1,548,292 | - | 10,926,749 | 2,313,590 |
| | **13,240,339** | | **-** | **13,240,339** | | **9,378,457** | **1,548,292** | **-** | **10,926,749** | **2,313,590** |

# 9.17 REPORT ON PROFESSIONAL ADVANCEMENT BANGLADESH LIMITED (PABL)



## IN CHARGE'S MESSAGE

### Tahrima Sultana

In Charge
Professional Advancement Bangladesh Limited (PABL)

With a population of 160 million, Bangladesh has over 110 million potential skilled workers and to transform this large base of potential workforce into productive workforce we need a very effective skill development system. In connection with that Professional Advancement Bangladesh Limited (PABL) identified the necessity for establishing a training institute to create professionals and to improve efficiency, professional competency of employees. With the grace of almighty Allah year 2017 has been pretty good year for PABL. This very significant year, we have successfully signed MoU with Insurance Institute of India (III) to have significant contribution in our insurance sector by creating and developing professional excellence. Apart from this we have also been able to differentiate ourselves from the current market competition in terms of agent training through quality training and strong relationships. Team PABL working really hard to add more valuable clients to create synergistic results as well as values for clients and partners. As training institute, we aim to inspiring our corporate and individual clients to learn valuable skills using existing and emerging technologies so that they and we can be a part of country's sustainable economic growth as well as equality.



**Tahrima Sultana**
In Charge
Professional Advancement, Bangladesh Limited (PABL)

## Shaping Careers of Professionals in association with CII (UK) & III (India) via different courses

**CII-Offered Courses for Insurance Sector**




**CII-Offered Courses for Insurance Sector**




## Our Strategic Partners

**PABL offered insurance institute of india (iii) Courses**




THE CHARTERED INSURANCE INSTITUTE

भारतीय बीमा संस्थान INSURANCE INSTITUTE OF INDIA

NATIONAL INSURANCE ACADEMY

## Our Valued Corporate Clientele

National Life Insurance Co.Ltd.

Pragati Life Insurance Co.Ltd.

Swadesh Life Insurance Co.Ltd.

Sonar Bangla Insurance Ltd.

Asia Insurance Co.Ltd.

A4 Consultants

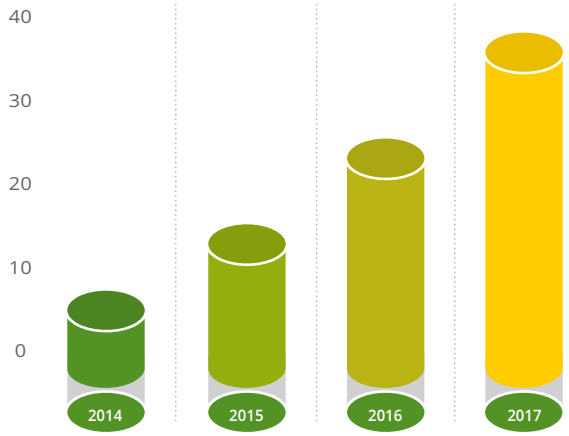
Startbiz Consultants

Epic Group

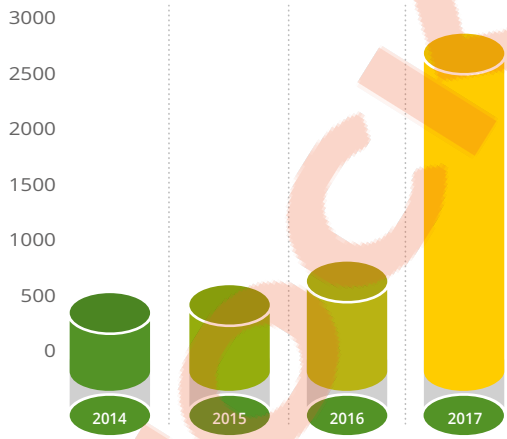
## Facts and Figures of PABL



## Total no. of Trainings 2014-2017




## Total no. of Trainees 2014-2017




## Revenue Proportion 2017






**PABL Team**

# Events and Highlights -2017

**Training on Personal Excellence Workshop**

Date: 13/12/2017-14/12/2017







Professional Advancement Bangladesh Limited organized a 2 days workshop program on "Personal Excellence" that has been conducted by Mind Mapper Bangladesh for the Green Delta Insurance Company Limited's officials and staffs.



**Life Insurance Agent Training for Swadesh Life Insurance Company**

Date: 11/12/2017-16/12/2017

PABL has conducted Agent Training of Swadesh Life Insurance Company Limited at Bhairab for their agents.



**Insurance Institute of India (III) - Online Examination**

Date: 09/12/2017

PABL in association with Insurance Institute of India (III), has successfully conducted online examination.



**PABL conducts Training on MIS Program for GDIC Officials**

Date: 2/12/2017- 3/12/2017

PABL has organized the two days Training conducted by Crab Analytics for GDIC Officers.



**Sales Excellence Training**

Date: 18/11/2017 to 19/11/2017

It was conducted by 'Mind Mapper Bangladesh' for Green Delta Insurance officials which gave knowledge about how to maximize their natural style of full salves advantage.

**Orientation Training- Insurance Underwriting**

Date: 12/9/2017 to 28/10/2017

PABL organized 'Orientation Training-Insurance Underwriting" for the GDIC's officials and staffs where participants visit 'Power plant of United Ashuganj Energy Limited' as a Field visit.














**Training on MS Excel**

Date: 15/10/2017- 2/11/2017

PABL was organized a 10 long days program on "MS Excel Training" that has been conducted by New Horizons CLC of Bangladesh for the GDIC's officials and staffs.



**Chartered Insurance Institute CII - IF1 EXAMS**

Date: 11/9/2017

PABL has conducted the Insurance Legal and Regulatory IF1 CII (UK) Examination on September 11, 2017. It was held under the supervision of two invigilators. The classes in the course are taken by Mr.A.K.A.H Chaudhuri FCII (UK).





**Training of Trainers**

Date: 9/9/2017 to 10/9/2017

PABL in Association with A4 Consultants has conducted a two days long training session on 'Training of Trainers'.



**Orientation Training**
Date: 21/5/2017 to 5/6/2017
Professional Advancement Bangladesh Limited conducted a training session for Fresher's of Green Delta Employees.




**Insurance Institute of India & PABL MOU Signing Ceremony**
Date: 15/5/2017
A MOU signing took place between Insurance Institute of India (III) and Professional Advancement Bangladesh Limited (PABL) on Monday, 15th May, 2017 at Green Delta Insurance Company Office premises.



**Agent Training- Pragati Life Insurance Company Limited- Khagrachari/Bandarban/Cox'sBazar**
Date: 15/4/2017 – 4/5/2017
PABL has conducted Agent Training for Pragati Life Insurance Company Limited at Khagrachari, Bandarban and Cox'sbazar throughout 72 hours (6 days) as per IDRA rules.



**Chartered Insurance Institute CII – IF4 EXAMS**
Date: 16/1/2017
PABL has conducted the IF4-Insurance Claims Handling Process, CII (UK) Examination. The course was guided by Mrs. Rashida Banu ACII (UK), DMD, BGIC.



**Agent Training-Asia Insurance Company Limited**
Date: 28/2/2017 – 5/3/2017
PABL has conducted Agent Training of Sonar Bangla Insurance Company Limited, throughout 72 hours (6 days) as per IDRA Compliances.



**Agent Training-Sonar Bangla Insurance Company Limited**
Date: 27/2/2017 – 4/3/2017
PABL has conducted Agent Training of Sonar Bangla Insurance Company Limited, throughout 72 hours (6 days) as per IDRA Compliances.



**Agent Training-National Life Insurance Company Limited- Choddogram**
Date: 22/2/2017 – 27/3/2017

PABL has conducted Agent Training for National Life Insurance Company Limited, coming from various places surrounding the areas of Choddogram throughout 72 hours (6 days) as per IDRA Rules.

# 9.18 DIRECTORS' REPORT TO THE SHAREHOLDERS

Dear Fellow Shareholders,

At the outset, we, the Board of Directors of your company Professional Advancement Bangladesh Limited (PABL),welcome you to the 3rd Annual General Meeting and would like to thank you for your continued patronage and support. We are very delighted to present before you the Annual Report along with the Audited Financial Statements for the year ended 31 December 2016and the Auditor's Report thereon for kind consideration and adoption.

Operational Highlights:

| Taka in million | 2017 | 2016 |
|---|---|---|
| Revenue from student fees | 3.48 | 2.07 |
| Other income | 1.2 | 1.12 |
| Operating Expenses | 0.75 | 1.96 |

Financial Highlights-2016 & 2017

| Taka in million | 2017 | 2016 |
|---|---|---|
| Gross Profit | 3.93 | 0.92 |
| Net Profit/ loss | 0.11 | (2.96) |

Number of Employees

| | 2017 | 2016 |
|---|---|---|
| **Number of Employees** | 4 | 3 |

**Books of accounts:**

Proper books of accounts of PABL have been maintained. Appropriate accounting policies have been consistently applied in preparation of the financial statements. The accounting estimates are based on reasonable and prudent judgment. IAS/ BAS/IFRS/BFRS, as applicable in Bangladesh, have been followed in the preparation of the financial statements and any departure there from has been adequately disclosed.

**Internal Control:**

The system of internal control is sound in design and has been effectively implemented and monitored.

**Distribution of Profit for 2017:**

The company reported loss of Taka 26.96 lac in the year 2017. Considering company's growth potentials and comparative cost benefit analysis of paying out dividend and overall better tax management, the Board of PABL decided not to declare any dividend to the shareholders of the company for 2017

**Appointment of Auditors**

The company shall, at each AGM appoint/reappoint an auditor to hold office until the next AGM. The Auditors of the company M/s Ahmed Zaker& Co. Chartered accountants, has completed their 2nd year as the auditor of the company. They are eligible for re-appointment as auditor of the company for the year 2017 and they have also offered themselves for re-appointment. The Board recommends to appoint M/s. Ahmed Zaker& Co., Chartered Accountants to the shareholders at the AGM as the auditors of the company for the year 2017 at the existing remuneration of BDT 25,000.00

**Going concern**

There is no significant doubt upon the PABL ability to continue as a going concern.

**Appreciation**

I would like to thank my Board colleagues for their continued support and on their behalf would like to express my heartiest gratitude to the entire team of Processional Advancement Bangladesh Limited (PABL). It would be unfair to not acknowledge the exceptional efforts of our employees who worked in praiseworthy partnerships to meet the many challenges of difficult year.

In conclusion, on behalf of the Board, I would like to thank our honourable shareholders for their continued faith and support. For and on behalf of the Board of Directors,

**A.Z Mozammel Haque**
Chairman

# 9.19 AUDITOR'S REPORT

## To the Shareholders of Professional Advancement Bangladesh Limited

We have audited the accompanying financial statements of Professional Advancement Bangladesh Limited which comprise the Statement of Financial Position as at December 31, 2017 and the Statement of profit or loss and other comprehensive income, Statement of changes in equity, Statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory notes.

## Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, Companies Act 1994, and other Laws and Regulations. This responsibility includes; designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

## Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing, those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## Opinion

In our opinion, the financial statements give a true and fair view of the financial position of Professional Advancement Bangladesh Limited as of December 31, 2017 and of its financial performance for the year then ended in accordance with Bangladesh Financial Reporting Standards and comply with the Companies Act 1994, and other applicable laws and regulations.

Report on Other Legal and Regulatory Requirements

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 account 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 Statement of Financial Position and the Statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts;

Date: February 08, 2018.
Place: Dhaka

**Ahmed Zaker & Co.**
Chartered Accountants

# 9.20. PROFESSIONAL ADVANCEMENT BANGLADESH LIMITED
# STATEMENT OF FINANCIAL POSITION

AS AT DECEMBER 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **ASSETS** | | | |
| **Non-Current Assets** | | **4,522,081** | **5,019,340** |
| Property, Plant & Equipment | 3 | 4,522,081 | 5,019,340 |
| **Current Assets** | | **21,804,694** | **19,207,553** |
| Advances, Deposits & Prepayments | 4 | 1,929,217 | 1,841,871 |
| Receivable from GD ASSIST | 5 | 1,803,291 | 1,486,134 |
| Accounts Receivable | 6 | 3,722,842 | 2,643,824 |
| FDR Investment | 7 | 13,439,300 | 12,026,950 |
| Cash and cash equivalents | 8 | 910,044 | 1,208,774 |
| **TOTAL ASSETS** | | **26,326,775** | **24,226,893** |
| **SHAREHOLDERS EQUITY AND LIABILITIES** | | | |
| **Shareholders equity** | | **2,473,679** | **2,363,531** |
| Share Capital | 9 | 10,000,000 | 10,000,000 |
| Retained Earnings | 10 | (7,526,321) | (7,636,469) |
| **Current Liabilities** | | **23,853,096** | **21,863,362** |
| payable to GDIC | 11 | 23,662,716 | 21,818,512 |
| Accounts Payable | 12 | 131,070 | 44,850 |
| Provision for Tax | 13 | 59,310 | - |
| **TOTAL SHAREHOLDERS EQUITY AND LIABILITIES** | | **26,326,775** | **24,226,893** |

The acompanying Policies and explanatory notes (1-18) form an integral part of these Financial Statements.

Chairman | Director | In charge

Accounts Officer | Company Secretary

Place: Dhaka
Date: February 08, 2018

Signed as per our separate report of same date.

**Ahmed Zaker & Co.**
Chartered Accountants

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# 9.21. PROFESSIONAL ADVANCEMENT BANGLADESH LIMITED
# STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED DECEMBER 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **Operating Income** | | **3,480,582** | **2,028,763** |
| Revenue from Student Fees | 14 | 3,480,582 | 2,028,763 |
| **Less: Operating Expense** | | **747,518** | **1,964,666** |
| Operating expense | 16 | 747,518 | 1,964,666 |
| **Gross Profit** | | **2,733,064** | **64,097** |
| **Add: Other Income** | | **1,205,860** | **855,964** |
| Other Income | 15 | 1,205,860 | 855,964 |
| **Total Income** | | **3,938,924** | **920,061** |
| **Less: Office & Administrative Expenses** | | **3,739,642** | **3,612,062** |
| Office & Administrative Expenses | 17 | 3,739,642 | 3,612,062 |
| **Profit/(Loss) before Interest expense and Tax (PBIT)** | | **199,282** | **(2,692,001)** |
| **Less: Financial Expenses** | | **29,824** | **4,833** |
| Financial Expenses | 18 | 29,824 | 4,833 |
| **Profit/(Loss) before Tax (PBT)** | | **169,458** | **(2,696,834)** |
| Less: Provision for Tax | 13 | 59,310 | - |
| Net Profit/(loss) | | **110,148** | **(2,696,834)** |

The acompanying Policies and explanatory notes (1-18) form an integral part of these Financial Statements.

Chairman | Director | In charge

Accounts Officer | Company Secretary

Place: Dhaka
Date: February 08, 2018

Signed as per our separate report of same date.

**Ahmed Zaker & Co.**
Chartered Accountants

## 9.22. PROFESSIONAL ADVANCEMENT BANGLADESH LIMITED STATEMENT OF CHANGES IN EQUITY

AS AT DECEMBER 31, 2017

| Particulars | Share Capital | Retained Earnings | Total Shareholders' Equity |
|---|---|---|---|
| Opening Balance | 10,000,000 | (7,636,469) | 2,363,531 |
| Add: Profit/(Loss) during the Year | | 110,148 | 110,148 |
| **Balance For the Year ended 31.12.2017** | **10,000,000** | **(7,526,321)** | **2,473,679** |

## PROFESSIONAL ADVANCEMENT BANGLADESH LIMITED STATEMENT OF CHANGES IN EQUITY

AS AT DECEMBER 31, 2016

| Particulars | Share Capital | Retained Earnings | Total Shareholders' Equity |
|---|---|---|---|
| Opening Balance | 10,000,000 | (4,939,635) | 5,060,365 |
| Add: Profit/(Loss) during the Year | | (2,696,834) | (2,696,834) |
| **Balance For the Year ended 31.12.2016** | **10,000,000** | **(7,636,469)** | **2,363,531** |

Chairman | Director | In charge

Accounts Officer | Company Secretary

Place: Dhaka
Date: February 08, 2018

Signed as per our separate report of same date.

**Ahmed Zaker & Co.**
Chartered Accountants

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# 9.23. PROFESSIONAL ADVANCEMENT BANGLADESH LIMITED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED DECEMBER 31, 2017

*Amount in Taka*

| | 31.12.2017 | 31.12.2016 |
|---|---|---|
| **Cash Flows from Operating Activities:** | | |
| Cash Received from Customers and others | 3,373,469 | 1,426,906 |
| Cash Paid to Customers, Suppliers, Employees & others | (2,553,912) | (863,533) |
| Tax Paid | (599,152) | (106,790) |
| **Net Cash (used) /flows from operating activities** | **220,405** | **456,583** |
| **Cash Flows from Investing activities :** | | |
| Acquisition of Property, Plant & Equipment | (15,870) | (10,350) |
| Encasement of FDR | 12,496,735 | - |
| Investment In FDR | (13,000,000) | (2,446,619) |
| **Net Cash flows from Investing activities** | **(519,135)** | **(2,456,969)** |
| **Cash Flows from Financing activities:** | | |
| Share Capital | - | - |
| **Net Cash (used) /flows from Financing activities:** | **-** | **-** |
| Net increase/(decrease) in cash & cash equivalents | **(298,730)** | **(2,000,386)** |
| Add: Cash & Cash equivalents at the beginning of the Year | 1,208,774 | 3,209,160 |
| Cash & Cash equivalents at the end of the Year | **910,044** | **1,208,774** |

Chairman | Director | In charge

Accounts Officer | Company Secretary

Place: Dhaka
Date: February 08, 2018

Signed as per our separate report of same date.

**Ahmed Zaker & Co.**
Chartered Accountants

AMAR STOCK

# 9.24. PROFESSIONAL ADVANCEMENT BANGLADESH LIMITED EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2017

**1.00 Reporting Entity**

Professional Advancement Bangladesh Limited, a Private Limited Company Incorporated in Bangladesh under the Companies Act 1994 with the Registrar of Joint Stock Companies & Firms. The Company was registered on March 3, 2014 with the issuance of certificate no. C-114432/14 .

**Objective of the Company**

To employ national and foreign trainers to provide quality level training for a fee or subscription or other mode of payment to individuals to become professionals in the insurance and financial field and to develop and strengthen vocational and non-vocational training at all level through formal and non formal mode, with need bases courses of adequate quality level, curriculum, learning resources and teaching learning process, assessment and certification or to institute and award fellowships, scholarships, prizes and medals to the trainees, or to fix, demand and receive fees and other charges as they may deem fit.

**2.00 Basis of Preparation:**

**2.01 Statement of Compliance**

The Financial statement have been prepared in accordance with International Accounting Standard which are adopted by the Institute of Chartered Accountants of Bangladesh and the Companies Act,1994. Specific accounting policies were selected and applied for significant transactions and events.

**2.02 Basis of Measurement:**

The Financial statement have been prepared on a going concern basis under International Accounting Standards(IAS) and Bangladesh Accounting Standards(BAS).

**2.03 Reporting Currencies and level of Precision:**

The figures in the financial statements represent Bangladesh taka Currency and rounded off to the nearest integer.

**2.04 General information on Financial Statement:**

**Responsibility for preparation and presentation of Financial Statements:**

"The Board of Directors is responsible for the preparation and presentation of financial statement under section 183 of the companies Act,1994. and as per the provision of "" the framework for the preparation and presentation of Financial statements""

According to International Accounting Standards (IAS) "" Presentation of Financial Statements"" of the Complete set of Financial Statements includes the following components."

i) Statement of Financial Position as on 31 December, 2017.

ii) Statement of Profit or Loss and Other Comprehensive Income for the year ended 31 December , 2017.

iii) Cash Flows Statement for the year ended 31 December, 2017.

iv) Statement of Changes in Equity for the year ended 31 December , 2017.

v) Explanatory Notes to the Financial Statements.

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **3.00** | **Property, Plant & Equipment** | | |
| | **Cost** | | |
| | Opening balance as at 01.01.2017 | 6,125,245 | 6,114,895 |
| | Add: Addition during the Year | 15,870 | 10,350 |
| | | **6,141,115** | **6,125,245** |
| | Less: Adjustment during the year | - | - |
| | **Balance as at 31.12.2017** | **6,141,115** | **6,125,245** |
| | **Depreciation** | | |
| | Opening balance as at 01.01.2017 | 1,105,905 | 475,682 |
| | Add: Charged during the Year | 513,129 | 630,223 |
| | | **1,619,034** | **1,105,905** |

| | | | *Amount in Taka* |
|---|---|---|---|
| | | **31.12.2017** | **31.12.2016** |
| | Less : Adjustment during the Year | - | - |
| | **Balance as at 31.12.2017** | **1,619,034** | **1,105,905** |
| | **Written down value as at 31.12.2017** | **4,522,081** | **5,019,340** |
| | Details of Property, Plant & Equipment is given in Annexure-A | | |
| **4.00** | **Advances, Deposits & Prepayments** | | |
| | Advance Office Rent | 558,000 | 1,674,000 |
| | AIT on FDR | 219,655 | 157,518 |
| | AIT on Bank Deposit | 14,807 | 10,352 |
| | Advance Tax | 532,560 | - |
| | Adavance Agent Training expenses | 604,195 | - |
| | | **1,929,217** | **1,841,870** |
| **5.00** | **Receivable from GD Assist** | | |
| | Opening balance | 1,486,133 | 456,012 |
| | Add: Addition during the Year | 1,154,571 | 1,121,323 |
| | | **2,640,704** | **1,577,335** |
| | Less: Received during the Year | (837,413) | (91,202) |
| | | **1,803,291** | **1,486,133** |
| **6.00** | **Accounts Receivable** | | |
| | Receivable from student | 1,521,897 | 1,438,694 |
| | Receivable from others | 2,200,945 | 1,205,129 |
| | | **3,722,842** | **2,643,823** |
| **7.00** | **FDR Investment** | | |
| | Opening Balance | 12,026,950 | 9,580,331 |
| | Add: Addition during the Year | 13,000,000 | 2,000,000 |
| | Add: Interest receivable during the year | 909,085 | 446,619 |
| | | **25,936,035** | **12,026,950** |
| | Less: Encasement during the Year | (12,496,735) | - |
| | | **13,439,300** | **12,026,950** |
| **8.00** | **Cash and Cash Equivalents** | | |
| | Cash in hand | 24,459 | 409 |
| | Cash at Bank | 885,585 | 1,208,365 |
| | | **910,044** | **1,208,774** |
| **8.01** | **Cash at Bank** | | |
| | Cash at bank (MBL A/C No 111313101700868) | 789,735 | 1,109,675 |
| | Brac Bank | 95,850 | 98,690 |
| | | **885,585** | **1,208,365** |
| **9.00** | **Share capital** | | |
| **9.01** | **Authorized Capital** | | |
| | Five Million (50,00,000) ordinary shares of Tk.10/- each | **50,000,000** | **50,000,000** |
| **9.02** | **Issued, subscribed and paid up Capital** | **10,000,000** | **10,000,000** |
| | This represents the paid up capital of the company with 10,00,000 Ordinary Shares of taka 10 each subscribed and paid by the following sponsor shareholders and directors of the company. | | |

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| Particulars | No. of shares | Amount in Taka |
|---|---|---|
| Mr. Nasir Uddin Ahmad (Director) | 400 | 4,000 |
| Green Delta Insurance Company | 999,600 | 999600 |
| | **1,000,000** | **10,000,000** |

*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **10.00** | **Retained Earnings** | | |
| | Opening Balance | (7,636,469) | (4,939,635) |
| | Add: Profit/(Loss) during the year | 110,148 | (2,696,834) |
| | | **(7,526,321)** | **(7,636,469)** |
| **11.00** | **Payable to GDIC** | | |
| | Opening Balance | 21,818,512 | 19,387,761 |
| | Add: Addition during the Year | 1,975,759 | 2,430,751 |
| | | **23,794,271** | **21,818,512** |
| | Less: Paid During the Year | (131,555) | - |
| | | **23,662,716** | **21,818,512** |
| **12.00** | **Accounts Payable** | | |
| | Cleaner Bill | - | 10,350 |
| | Tax payable | 1,620 | - |
| | VAT payable | 1,350 | - |
| | Outstanding Liabilities | 95,850 | |
| | Audit fee payable | 28,750 | 34,500 |
| | Internet Payable | 3,500 | - |
| | | **131,070** | **44,850** |
| **13.00** | **Provision for Tax** | | |
| | Opening Balance | - | - |
| | Add: Addition during the Year | 59,310 | - |
| | | **59,310** | **-** |
| | Less: Adjustment During the year | - | - |
| | | **59,310** | **-** |
| **14.00** | **Revenue from Student Fees** | | |
| | Basic Under Writing Course | 450,820 | 479,400 |
| | Fresher Trainning | - | 27,000 |
| | English Language | 127,969 | 180,000 |
| | Agent Training | 2,297,453 | |
| | Claim Practice | - | 286,500 |
| | IF-1 | 215,395 | 390,379 |
| | Membership Liabrary | 1,000 | 4,000 |
| | IF-3 | - | 322,000 |
| | IF-4 | 134,520 | 72,540 |
| | Claims Management | - | 57,700 |
| | MIS Training | 108,500 | 27,000 |
| | III(IC01 & IC02) | 144,925 | 114,000 |
| | CII online | - | 14,800 |
| | Fire Underwriting | - | 53,444 |
| | | **3,480,582** | **2,028,763** |

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*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **15.00** | **Operating Expenses** | | |
| | Training Expenses | 701,453 | 527,706 |
| | Training Expenses (CII) | 11,098 | 1,099,960 |
| | Car Expense | 11,467 | - |
| | Teacher Honorarium | 23,500 | 337,000 |
| | | **747,518** | **1,964,666** |
| **16.00** | **Other Income** | | |
| | GD Assist charges for Furniture use | 252,216 | 252,216 |
| | STD interest | 44,559 | 55,931 |
| | Interest on FDR | 909,085 | 547,817 |
| | | **1,205,860** | **855,964** |
| **17.00** | **Office & Administrative Expenses** | | |
| | Salary & Wages | 650,382 | 344,584 |
| | Office Maintenance | 112,592 | 140,930 |
| | Class room rent expenses | 1,960 | - |
| | Festival Bonus | 32,400 | 20,688 |
| | Yearly Bonus | 11,900 | 18,375 |
| | Printing & Stationery | 380 | 30,945 |
| | Conveyance & Travel | 1,845 | 23,597 |
| | Office Rent | 1,929,240 | 1,859,364 |
| | Subscription & Fees | 26,500 | 56,000 |
| | Postage & Courier | - | 8,872 |
| | Telephone, Trunk-Call & Internet | 45,338 | 31,574 |
| | Entertainment | 3,274 | 2,773 |
| | Office Tea | 13,087 | 4,700 |
| | Books & Papers | - | 21,600 |
| | Branding Exp | - | 35,000 |
| | VAT expenses | 6,910 | - |
| | Business Development Expense | 25,640 | 3,772 |
| | Advertisement | - | 67,850 |
| | Electricity & Utility Exp. | 184,194 | 239,803 |
| | Provident Fund Exp | 14,580 | 9,870 |
| | Gratuity Fund Exp | 22,565 | 11,202 |
| | Depreciation | 513,129 | 630,223 |
| | Staff Food Exp | 20,076 | 5,060 |
| | Service charge | 72,000 | - |
| | Repair, Renewal & Maintenance | 22,900 | 1,330 |
| | Audit fee | 28,750 | 34,500 |
| | Web Development | - | 9,450 |
| | | **3,739,642** | **3,612,062** |
| **18.00** | **Financial expenses** | | |
| | Bank and Other Charges | 29,824 | 4,833 |
| | | **29,824** | **4,833** |

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# 9.24. PROFESSIONAL ADVANCEMENT BANGLADESH LIMITED
# SCHEDULE OF PROPERTY, PLANT AND EQUIPMENT

AS AT DECEMBER 31, 2017

Annexure - A

| Name of Assets | COST | | | | Rate | DEPRECIATION | | | | Written down value as at 31.12.2017 |
|---|---|---|---|---|---|---|---|---|---|---|
| | Balance as at 01.01.2017 | Addition during the year | Adjustment during the year | Balance as at 31.12.2017 | | Balance as at 01.01.2017 | Charged during the Year | Adjustment during the year | Balance as at 31.12.2017 | |
| Computer & IT Equipment | 215,600 | - | - | 215,600 | 15% | 64,680 | 22,638 | - | 87,318 | 128,282 |
| Office Equipment | 169,415 | 5,000 | - | 174,415 | 15% | 37,944 | 15,165 | - | 53,109 | 121,306 |
| Furniture & Fixtures | 5,707,572 | 10,870 | - | 5,718,442 | 10% | 996,749 | 472,713 | - | 1,469,462 | 4,248,980 |
| Books and Periodicals | 32,658 | - | - | 32,658 | 10% | 6,532 | 2,613 | - | 9,145 | 23,513 |
| **Balance as at 31.12.2017** | **6,125,245** | **15,870** | | **6,141,115** | | **1,105,905** | **513,129** | | **1,619,034** | **4,522,081** |
| **Balance as at 31.12.2016** | **6,114,895** | **10,350** | **-** | **6,125,245** | | **475,682** | **630,223** | **-** | **1,105,905** | **5,019,340** |



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# 9.25 REPORT ON GD ASSIST LIMITED



## FROM THE DESK OF THE MANAGING DIRECTOR


### Syed Moinuddin Ahmed
Managing Director
GD Assist


**Going forward, at GD Assist, we intend to focus on the execution of our strategy that we have created for each of the four countries of our presence. We are also seeking to increasingly leverage technology for strengthening our customer service standards while also emphasizing on differentiating ourselves from the market. We also intend to engage in capacity-building among our local medical practitioners, thereby ensuring they dispense better and more effective medical services.**

Dear stakeholders,

Within a short span of time, GD Assist has emerged as a one-stop service platform for providing the most comprehensive range of healthcare tourism-related needs of patients, thereby providing them with the most critical input for their early recuperation – peace of mind.

Anchoring the business on the foundations of customizing packages based on patient need and affordability, GD Assist has emerged as a success story in the medical tourism industry of Bangladesh with a cost-competitive and sustainable business model. We have facilitated several hundreds of our fellow countrymen going abroad for treatment, catering to all of their ancillary needs like visa, ticketing, insurance, logistics, hospital selection, doctor appointment, etc. Moreover, we are also perhaps among the few in the country to provide emergency medical evacuation, a critical service component in the event of unforeseen calamities like earthquakes, etc.

The medical tourism industry is at the cusp of substantial growth, as affirmed by several credible agencies, on the back of a growing burden of illnesses on the one hand and the emergence of medical technological sophistication driving affordability in the renowned medical destinations of the world on the other. Moreover, several global hospital chains are aligning their infrastructure, resources and capabilities to world-class standards while also increasingly seeking global certifications, thereby reinforcing patient convenience and assurance.

Going forward, at GD Assist, we intend to focus on the execution of our strategy that we have created for each of the four countries of our presence. We are also seeking to increasingly leverage technology for strengthening our customer service standards while also emphasizing on differentiating ourselves from the market. We also intend to engage in capacity-building among our local medical practitioners, thereby ensuring they dispense better and more effective medical services.

Wishing you a healthy year ahead,



**Syed Moinuddin Ahmed**
Managing Director

# GD Assist profile

### About the business

GDAssist, a subsidiary of Green Delta Insurance Company Limited, is engaged in the business of medical tourism, providing patients travelling abroad for treatment/medical checkup from Bangladesh with a holistic range of solutions that comprise visa, ticketing, insurance, logistics (outbound and inbound), doctor referral and hospital selection and admittance, among others, based on the need and budget of the patient. The Company's team size comprises [] employees (as on 31 December 2017) with most of them specializing in healthcare, tourism and administration, among others.

### Key initiatives, 2017

- Expanded the geographic footprint through working in four different countries, including India, Thailand, Singapore and Malaysia
- Focused on reverse health tourism by exploring opportunities to develop the Bangladeshi medical tourism market
- Completed the bouquet of services by providing end-to-end travel logistics
- Launched 'Health@Connect' card, the first-ever such lifestyle card with an exclusive focus on health
- Established an air ambulance facility for speedy medical evacuation for critical patients
- Set-up third-party administrator (TPA) to lower costs through outsourcing as well as focusing on the primary objective of marketing, network development and customer service

### Medical Tourism Market Overview

The global medical tourism market was valued at USD 61,172 million in 2016 and is projected to reach a size of USD 165,345 million by 2023, registering a significant 15% CAGR from 2017 to 2023. Medical tourism can be defined as travel across international borders with the purpose of availing medical treatment of some form, which may or may not be available in the travellers' home country.

Importantly, the global medical tourism market is driven by affordability and accessibility of quality healthcare services along with assistance from tourism departments and local governments. In addition, the availability of the latest medical technologies in medical tourism hubs, throughout the world, is expected to fuel market growth. The medical tourism market can be segmented based on treatment type and geography. Based on treatment type, it is divided into cardiovascular treatment, orthopaedic treatment, neurological treatment, cancer treatment, fertility treatment and others. By geography, the market is analysed across North America, Europe and Asia-Pacific.

As healthcare turns costlier in the developed nations, the medical market in developing countries is expected to grow remarkably in the future. Cost-effective treatment, availability of inexpensive flights, increased marketing and online consumer information represent the key proponents that are driving the market. This has led to the emergence of several medical tourism corridors like India, Singapore, Thailand, Malaysia, Taiwan, Mexico and Costa Rica. The most common types of procedures pursued by patients in these destinations include elective

cosmetic surgery, dentistry, organ transplantation, cardiac surgery and orthopaedic surgery, among others.

**Principal Risks Facing The Business**

- **Misconceptions about the health tourism agent:** At GD Assist, we are focusing on nurturing a stronger brand presence and awareness, focusing on our role as a holistic, trustworthy and reliable partner to patients travelling abroad for medical purposes
- **Lack of experienced industry resources:** At GD Assist, we are emphasizing on providing world-class training to our staff and are directly exposing them to the business for them to get practical hands-on experience
- **Market distortion through several travel agents misguidedly operating as health tourism facilitators:** At GD Assist, as a pure-play medical tourism enterprise, we focus on offering distinctive value-based propositions (as opposed to plain-vanilla solutions offered by travel agents) that are aligned with providing strong customer benefit
- **The threat from customers going online and booking directly via the internet:** At GD Assist, we are a real face for our customers who they can trust and consult. Hence, our ability to provide holistic and professional customer service represents strong mitigation against threat from online business

**Blueprint, 2018**

- Develop a focused strategy for each of the four countries of our presence – India, Thailand, Singapore and Malaysia
- Enhance the technology component through CRM, mobile app, etc.
- Focus on achieving global standardization of service as well as compliance with renowned certifications
- Engage in capacity-building efforts of local medical practitioners, thereby enhancing the quality of healthcare services provided in the country

**Social Responsibility**

As a part of our holistic approach towards sustainability, following in the footsteps of our parent company Green Delta Insurance, GD Assist is aligned to pursue Sustainable Development Goal 3 (SDG#3): 'Good Heath and Well Being'. As a part of this focus, GD Assist has created a platform through a comprehensive health lifestyle card to bring Bangladeshis under an international-standard affordable healthcare system through its Health@Connect project. Accordingly, GD Assist has initiated various programs and campaigns (initially at the corporate level) to promote corporate wellness, blood donation, establishment of small health and safety clinics at office premises, etc.



**GDAL Team**

# EVENTS AND HIGHLIGHTS -2017

**3rd Anniversary**











**Malayasian Heathcare Expo**


















**Singing with Euro Health**










**Singing with Partners**












**World Thalassemia Day Campaign**



















# 9.26 DIRECTORS' REPORT TO THE SHAREHOLDERS

**Dear Shareholders,**

At the outset, we, the Board of Directors of your company GD Assist Limited welcome you to the 3rd Annual General Meeting and would like to thank you for your continued patronage and support. We are very delighted to present before you the Annual Report along with the Audited Financial Statements for the year ended 31 December 2017 and the Auditor's Report thereon for kind consideration and adoption.

**Operational Highlights:**

| Taka In Million | 2017 | 2016 |
|---|---|---|
| Operating income | 3.1 | 3.47 |
| Other Income | 4.96 | 3.28 |
| Operating Expense | 7.68 | 4.45 |

**Financial Highlights-2016 & 2017**

| Taka In Million | 2017 | 2016 |
|---|---|---|
| Profit Before TAX | 0.39 | 2.31 |
| Net Profit | 0.25 | 1.50 |

**Number of Employees**

| Number of Employees | 2017 | 2016 |
|---|---|---|
| | 8 | 6 |

**Books of accounts:**

Proper books of accounts of PABL have been maintained. Appropriate accounting policies have been consistently applied in preparation of the financial statements. The accounting estimates are based on reasonable and prudent judgment. IAS/BAS/IFRS/BFRS, as applicable in Bangladesh, have been followed in the preparation of the financial statements and any departure there from has been adequately disclosed.

**Internal Control:**

The system of internal control is sound in design and has been effectively implemented and monitored.

**Distribution of Profit for 2017:**

The company reported profit of Taka 1.50 million in the year 2017. Considering company's growth potentials and comparative cost benefit analysis of paying out dividend and overall better tax management, the Board of PABL decided not to declare any dividend to the shareholders of the company for 2017

**Appointment of Auditors**

The company shall, at each AGM appoint/reappoint an auditor to hold office until the next AGM. The Auditors of the company M/s Ahmed Zaker & Co. Chartered accountants, has completed their 2nd year as the auditor of the company. They are eligible for re-appointment as auditor of the company for the year 2017 and they have also offered themselves for re-appointment. The Board recommends to appoint M/s. Ahmed Zaker & Co., Chartered Accountants to the shareholders at the AGM as the auditors of the company for the year 2017 at the existing remuneration of BDT 25,000.00

**Going concern**

There is no significant doubt upon the GD Assist Limited ability to continue as a going concern.

**Appreciation**

I would like to thank my Board colleagues for their continued support and on their behalf would like to express my heartiest gratitude to the entire team of GD Assist Ltd. It would be unfair to not acknowledge the exceptional efforts of our employees who worked in praiseworthy partnerships to meet the many challenges of difficult year.

In conclusion, on behalf of the Board, I would like to thank our honourable shareholders for their continued faith and support.

For and on behalf of the Board of Directors,

**Nasir A. Choudhury**
Chairman

# 9.27 AUDITOR'S REPORT

## To the Shareholders of GD ASSIST LIMITED

We have audited the accompanying financial statements of GD ASSIST LIMITED, which comprise the statement of financial Position as at December 31, 2017 and the statement of Profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory notes.

## Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, Companies Act 1994, and other Laws and Regulations. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

## Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing, those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## Opinion

In our opinion, the financial statements give a true and fair view of the financial position of GD Assist Limited as of December 31, 2017 and of its financial performance for the year then ended in accordance with International Financial Reporting Standards and comply with the Companies Act 1994, and other applicable laws and regulations.

Report on Other Legal and Regulatory Requirements

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 account 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 Statement of Financial Position and Statement of Comprehensive Income dealt with by the report are in agreement with the books of accounts;

Date: February 08, 2018.
Place: Dhaka

**Ahmed Zaker &Co.**
Chartered Accountants

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# 9.28. GD ASSIST LIMITED
# STATEMENT OF FINANCIAL POSITION
AS AT DECEMBER 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **ASSETS** | | | |
| **Non-Current Assets** | | **8,698,255** | **266,821** |
| Property, Plant & Equipment | 4 | 1,748,255 | 266,821 |
| Investment | 5 | 6,950,000 | - |
| **Current Assets** | | **31,845,890** | **14,538,750** |
| Advance, Deposit & Prepayments | 6 | 17,505,565 | 1,270,609 |
| Receivable from MHTC | 7 | 432,318 | 2,575,111 |
| Accounts Receivable | 8 | 3,112,916 | 1,316,043 |
| FDR Investment | 9 | 10,479,741 | 4,330,754 |
| Cash and Cash Equivalents | 10 | 315,350 | 5,046,232 |
| **TOTAL ASSETS** | | **40,544,145** | **14,805,571** |
| **SHAREHOLDERS EQUITY AND LIABILITIES** | | | |
| **Shareholders Equity** | | **5,517,137** | **5,659,673** |
| Share Capital | 11 | 2,500,000 | 2,500,000 |
| Retained Earnings | 12 | 3,017,137 | 3,159,673 |
| **Current Liabilities** | | **35,027,008** | **9,145,898** |
| Payable to PABL | 13 | 1,803,291 | 1,486,133 |
| Lease Finance | 14 | 1,227,260 | - |
| Payable to GDIC | 15 | 22,169,879 | 419,542 |
| Others Payable | 16 | 6,252,180 | 5,721,051 |
| Short-Term Loan | 17 | 2,738,937 | - |
| Provision for Tax | 18 | 835,460 | 1,519,172 |
| **TOTAL SHAREHOLDERS EQUITY AND LIABILITIES** | | **40,544,145** | **14,805,571** |

The accompanying Policies and explanatory notes (1-21) form an integral part of these Financial Statements.

**Chairman** | **Director** | **Managing Director**

**Head of Accounts** | **Company Secretary**

Signed as per our separate report of same date.

**Ahmed Zaker & CO.**
Chartered Accountants

Place: Dhaka
Date: February 08, 2018

## 9.29. GD ASSIST LIMITED
## STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2017

*Amount in Taka*

| | Note | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **Income** | | **8,068,482** | **6,761,229** |
| Operating Income | 19 | 3,104,532 | 3,475,367 |
| Other Income | 20 | 4,963,949 | 3,285,862 |
| **Total Income** | | **8,068,482** | **6,761,229** |
| **Less: Office and administrative Expenses** | | **7,710,845** | **4,450,132** |
| Office and administrative Expenses | 21 | 7,710,845 | 4,450,132 |
| **Profit/(Loss) Before Tax** | | **357,637** | **2,311,097** |
| Less: Provision for Tax | | (125,173) | (808,884) |
| **Net Profit** | | **232,464** | **1,502,213** |

The accompanying Policies and explanatory notes (1-21) form an integral part of these Financial Statements.

**Chairman** | **Director** | **Managing Director**

**Head of Accounts** | **Company Secretary**

Signed as per our separate report of same date.

**Ahmed Zaker & CO.**
Chartered Accountants

Place: Dhaka
Date: February 08, 2018

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# 9.30. GD ASSIST LIMITED
# STATEMENT OF CASH FLOWS
AS AT DECEMBER 31, 2017

*Amount in Taka*

| | 31.12.2017 | 31.12.2016 |
|---|---|---|
| **Cash Flows from Operating Activities:** | | |
| Cash Received from Customers and others | 8,414,402 | 13,914,588 |
| Cash Paid to Customers, Suppliers, Employees & others | (1,823,291) | (12,508,193) |
| Tax Paid | (744,605) | (1,028,409) |
| **Net Cash (used) /flows from operating activities** | **5,846,506** | **377,986** |
| **Cash Flows from Investing activities :** | | |
| Acquisition of Property, Plant & Equipment | (1,684,300) | (50,075) |
| FDR Encashment | 4,465,715 | 4,236,755 |
| Investment Made | (16,950,000) | - |
| **Net Cash flows from Investing activities** | **(14,168,585)** | **4,186,680** |
| **Cash Flows from Financing activities:** | | |
| Share Capital | - | - |
| Short Term Loan | 2,738,937 | - |
| Dividend Paid | (375,000) | |
| Lease Finance | 1,227,260 | - |
| **Net Cash (used) /flows from Financing activities** | **3,591,197** | **-** |
| Net increase/(decrease) in cash & cash equivalents | **(4,730,882)** | **4,564,666** |
| Add: Cash & Cash equivalents at the beginning of the year | 5,046,232 | 481,566 |
| Cash & Cash equivalents at the end of the year | **315,350** | **5,046,232** |

**Chairman** | **Director** | **Managing Director**

**Head of Accounts** | **Company Secretary**

Signed as per our separate report of same date.

**Ahmed Zaker & CO.**
Chartered Accountants

Place: Dhaka
Date: February 08, 2018

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## 9.31. GD ASSIST LIMITED
## STATEMENT OF CHANGE IN EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2017

| Particulars | Share Capital | Retained Earnings | Total Shareholders Equity |
|---|---|---|---|
| Opening Balance | 2,500,000 | 3,159,673 | 5,659,673 |
| Add: Profit/(Loss) during the period | - | 232,464 | 232,464 |
| Less: Dividend Paid | - | (375,000) | (375,000) |
| **Balance as at December 31, 2017** | **2,500,000** | **3,017,137** | **5,517,137** |

## GD ASSIST LIMITED
## STATEMENT OF CHANGE IN EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2016

| Particulars | Share Capital | Retained Earnings | Total Shareholders Equity |
|---|---|---|---|
| Opening Balance | 2,500,000 | 1,657,460 | 4,157,460 |
| Add: Profit/(Loss) during the period | - | 1,502,213 | 1,502,213 |
| **Balance as at December 31, 2016** | **2,500,000** | **3,159,673** | **5,659,673** |

**Chairman** | **Director** | **Managing Director**

**Head of Accounts** | **Company Secretary**

Signed as per our separate report of same date.

**Ahmed Zaker & CO.**
Chartered Accountants

Place: Dhaka
Date: February 08, 2018

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# 9.32. GD ASSIST LIMITED EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2017

## 1.00 Legal Status and Nature of the Company:

**Legal Status**

GD ASSIST LIMITED was incorporated with the Registrar of Joint Stock Companies & Firms vide registration no. C-116592/14 dated June 16, 2014 as a private company limited by shares .

**Nature of the Company**

To provide promotional and marketing services to local and foreign clients regarding publicity and brand management of product and organizations.

## 2.00 Significant Accounting Policies:

The Financial statement have been prepared in accordance with International Accounting Standard which are adopted by the institute of Chartered Accountants of Bangladesh and the Companies Act,1994. Specific accounting policies were selected and applied for significant transactions and events.

## 3.00 General information on Financial Statement:

**Responsibility for preparation and presentation of Financial Statements:**

"The Board of Directors is responsible for the preparation and presentation of financial statement under section 183 of the companies Act,1994. and as per the provision of "" the framework for the preparation and presentation of Financial statements"" .

According to International Accounting Standards (IAS) "" Presentation of Financial Statements"" of the Complete set of Financial Statements. Includes the following components."

i) Statement of Financial Position as at December 31, 2017.

ii) Statement of Profit or Loss & Other Comprehensive Income For the Year ended December31, 2017.

iii) Cash Flow Statement for the Year ended December 31 , 2017.

iv) Statement of Changes in Equity for the Year ended December 31 , 2017.

v) Explanatory Notes to the Financial Statements.

**Reporting Currencies and level of Precision:**

The figures in the financial statements represent Bangladesh taka Currency and rounded off to the nearest except where indicates otherwise.

*Amount in Taka*

| | | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|---|
| **4.00** | **Property, Plant & Equipment** | | | |
| | **Cost** | | | |
| | Opening balance as at 01.01.2017 | | 338,525 | 288,450 |
| | Add: Addition during the Year | | 1,684,300 | 50,075 |
| | | | **2,022,825** | **338,525** |
| | Less: Adjustment during the year | | - | - |
| | **Balance as at 31.12.2017** | | **2,022,825** | **338,525** |
| | **Depreciation** | | | |
| | Opening balance as at 01.01.2017 | | 71,704 | 28,425 |
| | Add: Charged during the Year | | 202,866 | 43,279 |
| | | | **274,570** | **71,704** |
| | Less : Adjustment during the Year | | - | - |
| | **Balance as at 31.12.2017** | | **274,570** | **71,704** |
| | **Written down value as at 31.12.2017** | | **1,748,255** | **266,821** |
| | Details of Property, Plant & Equipment is given in Annexure-A | | | |
| **5.00** | **Investments** | | | |
| | Investments in GD Asset Management | | 6,500,000 | - |
| | Investments in Health Care Privilege | | 450,000 | |
| | | | **6,950,000** | **-** |
| **6.00** | **Advance Deposit & Prepayments** | | | |
| | Advance TDS on FDR | | 102,852 | 68,112 |
| | Advance TDS on Bank | | 74,395 | 283,769 |
| | Advance TDS on Commission of Ticket sale | | 110,355 | - |
| | Advance Income Tax | | 694,530 | 694,530 |
| | Advance To assist America | | 106,950 | - |
| | Advance To Chehobo | | 418, 620 | - |
| | Advance to others | | 15,997,863 | 224,198 |
| | | | 17,505,565 | 1,270,609 |
| **7.00** | **Receivable from Malaysian Health Care Travel Council (MHTC)** | | | |
| | Opening Balance | | 2,575,111 | 10,986,444 |
| | Add: Addition during the Year | | - | 3,475,367 |
| | | | **2,575,111** | **14,461,811** |
| | Less: Received this Year | | (2,142,793) | (11,886,700) |
| | | | **432,318** | **2,575,111** |
| **8.00** | **Accounts Receivable** | | | |
| | Receivable from Paywell | 8.01 | 58 | 1,177 |
| | Receivable from Various Hospitals | 8.02 | - | - |
| | Receivable From Party (Air Ticket) | 8.03 | 1,679,671 | 1,314,866 |
| | Receivable from Party (hotel) | | 1,318,954 | - |
| | Other Receivable (Employees & Others) | 8.04 | 114,233 | - |
| | | | **3,112,916** | **1,316,043** |

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| | | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|---|
| | | | *Amount in Taka* | |
| **8.01** | **Receivable from Paywell** | | | |
| | Opening Balance | | 1,177 | 39,520 |
| | Add: Advance Deposit | | 100,000 | - |
| | Add: Commission | | **59,647** | **27,206** |
| | | | 160,824 | 66,726 |
| | Less: Cash Adjustment during the Year | | (160,766) | (65,549) |
| | | | **58** | **1,177** |
| **8.02** | **Receivable from Various Hospitals** | | | |
| | Opening Balance | | - | 7,546 |
| | Add: Receivable during the Year | | - | - |
| | | | **-** | **7,546** |
| | Less: Received this Year | | - | (7,546) |
| | | | **-** | **-** |
| **8.03** | **Receivable From Party (Air Ticket)** | | | |
| | Opening Balance | | 1,314,866 | - |
| | Add: Receivable during the Year | | 34,736,669 | 1,314,866 |
| | | | **36,051,535** | **1,314,866** |
| | Less: Received this Year | | (34,371,864) | - |
| | | | **1,679,671** | **1,314,866** |
| **8.04** | **Other Receivable (Employees & Others)** | | | |
| | Opening Balance | | - | 11,003 |
| | Add: Receivable during the Year | | 345,382 | - |
| | | | **345,382** | **11,003** |
| | Less: Received this year | | (231,149) | (11,003) |
| | | | **114,233** | **-** |
| **9.00** | **FDR Investment** | | | |
| | Opening Balance | | 4,330,754 | 8,567,509 |
| | Add: Investment during this Year | | 10,000,000 | - |
| | Add: Interest receivable | | 614,702 | 515,391 |
| | | | **14,945,456** | **9,082,900** |
| | Less: Encash during this Year | | (4,465,715) | (4,752,146) |
| | | | **10,479,741** | **4,330,754** |
| **10.00** | **Cash and Cash Equivalents** | | | |
| | Cash in hand | | 3,540 | 18,080 |
| | Cash at Bank | 10.01 | 311,810 | 5,028,152 |
| | | | **315,350** | **5,046,232** |
| | **Cash at Bank** | | | |
| | Mercantile Bank (A/C No: 12588) | | 249,890 | 35,311 |
| | Mercantile Bank (A/C No: 25227) | | 30,513 | 4,366,364 |
| | Midland Bank(A/C No: 1984) | | 24,778 | - |
| | EBL (A/C No:5224) | | 5,206 | |
| | BRAC Bank ( A/C No: 48001) | | 1,423 | 626,477 |
| | | | **311,810** | **5,028,152** |

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*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| **11.00** | **Share Capital:** | | |

**Authorized Share Capital: Taka 10,000,000**

The authorized share capital of the company is Taka 10,000,000 (One Crore) divided into 1,000,000 ordinary shares of Taka 10/- each.

**Paid up Capital: Taka 2,500,000**

This represents the paid up capital of the company with 2,50,000 Ordinary Shares of taka 10 each subscribed and paid by the following sponsor shareholders and directors of the company.

| Particulars | No of shares | Amount in Taka |
|---|---|---|
| Green Delta Insurance Company | 249,900 | 2,499,000 |
| Mr. Nasiruddin Ahmed Choudhury | 100 | 1,000 |
| | **250,000** | **2,500,000** |

| | | | |
|---|---|---|---|
| **12.00** | **Retained Earnings** | | |
| | Opening Balance | 3,159,673 | 1,657,460 |
| | Add: Net Profit During the Year | 232,464 | 1,502,213 |
| | | **3,392,137** | **3,159,673** |
| | Less: Dividend Paid | (375,000) | - |
| | | **3,017,137** | **3,159,673** |
| **13.00** | **Payable to PABL** | | |
| | Opening Balance | 1,486,133 | 456,012 |
| | Add: Addition during the Year | 1,154,371 | 1,121,323 |
| | | **2,640,504** | **1,577,335** |
| | Less: Paid during this Year | (837,213) | (91,202) |
| | | **1,803,291** | **1,486,133** |
| **14.00** | **Lease Finance** | | |
| | Opening Balance | - | - |
| | Add: Addition during the Year | 1,460,000 | - |
| | | **1,460,000** | **-** |
| | Less: Paid during this period | 232,740 | - |
| | | **1,227,260** | **-** |
| **15.00** | **Payable to GDIC** | | |
| | Opening Balance | 419,542 | 476,561 |
| | Add: Addition during the Year | 22,092,797 | 191,354 |
| | | **22,512,339** | **667,915** |
| | Less: Paid During this Year | (342,461) | (248,373) |
| | | **22,169,879** | **419,542** |
| **16.00** | **Others Payable** | | |
| | Payable to Campaing ( Road Show) Exp. | 241,432 | 2,686,001 |
| | HealthCare Week Oct, 2015 | - | 472,147 |
| | Health Consultancy Expense, Dec-2015 | - | 228,409 |
| | TDS payable on ticket sales | - | 4,192 |
| | VAT payable | 8,054 | 8,990 |
| | TPA Claim Fund (GBG) | 83,409 | - |
| | Audit Fee payable | 28,750 | 28,750 |
| | Genex | 166,995 | 166,990 |

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*Amount in Taka*

| | | 31.12.2017 | 31.12.2016 |
|---|---|---|---|
| | Md Alamgir Hossain | 4,000 | |
| | Colour Master | 5,750 | 23,000 |
| | Artisign (PVT) Ltd | 1,320 | - |
| | Mark8 | 960 | - |
| | Shikder Filling Station | 6,074 | - |
| | Hamim Apparels | - | 19,000 |
| | Whistle | 85,000 | 127,592 |
| | Global Brand | - | 71,300 |
| | Elite Power Technology | - | 4,700 |
| | Bee Hive | - | 6,900 |
| | Nymphea | - | 24,772 |
| | ABC Radio | 11,500 | 186,500 |
| | STH Trade International | - | 33,020 |
| | Financial Express | - | 409,000 |
| | Brand Forum (Brand Zeal) | 207,000 | 207,000 |
| | Business Times | 70,000 | 70,000 |
| | Oval | - | 837,368 |
| | Payable to IATA (For Ticket) | 1,586,256 | 105,420 |
| | Payable to Valencia (For Ticket) | 2,110,684 | - |
| | Payable to Novo Air | 166,643 | - |
| | Payable to Sky Lounge | 44,800 | - |
| | Payable to Hotel | 1,423,556 | - |
| | | **6,252,182** | **5,721,051** |
| **17.00** | **Short-Term Loan** | | |
| | Over-draft (Midland Bank A/C: 297) | 2,022,765 | - |
| | Over-draft (Marcantile Bank A/C: 423) | 716,172 | |
| | | **2,738,937** | **-** |
| **18.00** | **Provision for Tax** | | |
| | Opening Balance | 1,519,172 | 710,288 |
| | Add: Addition during the Year | 125,173 | 808,884 |
| | | **1,644,345** | **1,519,172** |
| | Less: Adjustment during the Year | (808,885) | - |
| | | **835,460** | **1,519,172** |
| **19.00** | **Operating Income** | | |
| | Consultancy Fee | 25,833 | - |
| | Commission - Prince Court Medical Centre | 75,908 | 98,921 |
| | From Malaysian Health Care Travel Council (MHTC) | 683,073 | 3,241,299 |
| | Commission - Institute Jantun Negara(IJN) | 60,870 | 54,018 |
| | Health Card | 20,000 | - |
| | SMO | 5,000 | - |
| | Commission-Pantai Hospital | - | 39,838 |
| | Commission - Gleneagles Hospital | - | 21,977 |
| | Commission - RDS Hospital | - | 2,751 |
| | EBL (Health Seminar) | 40,350 | - |

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| | | | *Amount in Taka* |
|---|---|---|---|
| | | **31.12.2017** | **31.12.2016** |
| | Show Case Malayasia | 1,154,451 | - |
| | Commission-Vejtani Hospital | 704,176 | - |
| | Commission - KLSMC Hospital | 16,807 | - |
| | Commission-KPJ Hospital | 5,880 | 16,563 |
| | Income Received From IJN | 121,600 | - |
| | Income Received From Raffels | 29,665 | - |
| | Income From TPA | 160,920 | - |
| | | **3,104,532** | **3,475,367** |
| **20.00** | **Other Income** | | |
| | Interest Income from FDR | 614,702 | 515,391 |
| | Paywell | 59,647 | 57,946 |
| | VISA Fee | 214,331 | 205,358 |
| | Interest On Bank Balance | - | 19,241 |
| | Income From Package Sale | - | 27,891 |
| | Income From Hotel | 2,020,167 | - |
| | Commission on Ticket Sale | 1,623,010 | 2,460,035 |
| | Income from Cheoava | 380,890 | |
| | Income from Galilio | 42,049 | |
| | OMC-Commission | 9,154 | - |
| | | **4,963,949** | **3,285,862** |
| **21.00** | **Office and administrative Expenses** | | |
| | Salary & Wages | 2,815,763 | 1,420,029 |
| | Festival & Incentive Bonus | - | - |
| | Gratuity Fund Exp. | 132,017 | - |
| | Lunch Company Part | 128,216 | 210,324 |
| | Car Company Part | 64,524 | - |
| | Provident Fund Exp. | 80,890 | - |
| | Office Rent | 889,836 | 870,372 |
| | Festival Bonus & Incentive Bonus | 315,812 | 198,035 |
| | Printing & Stationery | 79,752 | 72,718 |
| | Uniform Exp | 15,490 | - |
| | Telephone, Mobile | 48,374 | 64,980 |
| | Conveyance & Travel | 23,330 | 316,944 |
| | Visa Exp | 1,750 | 12,460 |
| | Foreign TA/DA | 229,850 | 81,216 |
| | Training Exp | 51,600 | 30,035 |
| | Repair & Maintenance | 50,155 | 26,720 |
| | Car Maintenance | 23,500 | - |
| | Fuel For motor Vehicles | 110,720 | - |
| | Subscription & Fees | 505,764 | - |
| | Malaysia Health Month | - | 174,400 |

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*Amount in Taka*

| | 31.12.2017 | 31.12.2016 |
|---|---|---|
| Website Development | - | 1,200 |
| Advertisement | 36,075 | - |
| Health Talk Exp | 165,465 | 293,616 |
| Audit Fees | 28,750 | 28,750 |
| Other Expense | 1,500 | - |
| Miscellaneous exp | 22,364 | - |
| Insurance Exp | 28,289 | - |
| Sky Lounge | 462,400 | - |
| Photostate | 4,868 | - |
| Internet Bill | 21,150 | - |
| Electrical & Utility Exp | 100,582 | 159,501 |
| Postage & Telegram | - | 20,500 |
| Entertainment Exp | 65,929 | 30,278 |
| Office Tea Exp | 15,644 | - |
| Bank Charge | 61,094 | 11,763 |
| Business Development | 138,450 | - |
| Office Maintenance | 146,606 | 383,012 |
| Interest on Loan & OD | 294,550 | - |
| Vejtani Hospital Event | 33,300 | - |
| Health Card Expense | 8,564 | - |
| Depreciation | 202,566 | 43,279 |
| Various Event Expenses | 111,199 | - |
| Showcase Malaysia | 194,158 | - |
| | **7,710,845** | **4,450,132** |

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# 9.32. GD ASSIST LIMITED
# SCHEDULE OF PROPERTY, PLANT AND EQUIPMENT

AS AT DECEMBER 31, 2017

Annexure - A

| Name of Assets | COST | | | | Rate | DEPRECIATION | | | | Written down value as at 31.12.2017 |
|---|---|---|---|---|---|---|---|---|---|---|
| | Balance as at 01.01.2017 | Addition during the year | Adjustment during the year | Balance as at 31.12.2017 | | Balance as at 01.01.2017 | Charged during the Year | Adjustment during the year | Balance as at 31.12.2017 | |
| Computer & IT Equipment | 148,250 | 197,300 | - | 345,550 | 15% | 30,488 | 37,394 | - | 67,882 | 277,668 |
| Office Equipment/Electrical | 40,275 | 15,000 | - | 55,275 | 15% | 11,216 | 7,171 | - | 18,387 | 36,888 |
| Motors Vehicles | - | 1,460,000 | | 1,460,000 | 10% | - | 146,000 | | 146,000 | 1,314,000 |
| Furniture & Fixtures | 150,000 | 12,000 | - | 162,000 | 10% | 30,000 | 12,300 | - | 42,300 | 119,700 |
| **Balance as at 31.12.2017** | **338,525** | **1,684,300** | **-** | **2,022,825** | | **71,704** | **202,866** | **-** | **274,570** | **1,748,255** |
| **Balance as at 31.12.2016** | **288,450** | **50,075** | **-** | **338,525** | | **28,425** | **43,279** | **-** | **71,704** | **266,821** |

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# SUSTAINABLE DEVELOPMENT GOALS



# 10.1. DISCLOSURE CHECKLIST REGARDING CORPORATE GOVERNANCE

| Condition No. | Title | Page |
|---|---|---|
| | **BOARD OF DIRECTORS, CHAIRMAN AND CEO** | |
| 1.1 | Company's policy on appointment of directors disclosed. | 82 |
| 1.2 | Adequate representation of non executive directors i.e. one third of the board, subject to a minimum of two | 82 |
| 1.3 | At least one independent director on the board and disclosure /affirmation of the board on such director's independence. | 82 |
| 1.4 | Chairman to be independent of CEO | 82 |
| 1.5 | Responsibilities of the Chairman of the Board appropriately defined and disclosed. Disclosure of independence of Non Executive Directors | 82 |
| 1.6 | Existence of a scheme for annual appraisal of the boards performance | 83 |
| 1.7 | Disclosure of policy on annual evaluation of the CEO by the Board. | 83 |
| 1.8 | Disclosure of policy on training (including details of the continuing training program) of directors and type and nature of training courses organized for directors during the year Existence of a scheme for annual appraisal of the boards performance | 83 |
| 1.9 | At [east one director having thorough knowledge and expertise in finance and accounting to provide guidance in the matters applicable to accounting and auditing standards to ensure reliable financial reporting. | 82 |
| 1.10 | Disclosure of number of meetings of the board and participation of each director (at least 4 meetings are required to be held) | 84, 132 |
| 1.11 | Directors issue a report on compliance with best practices on Corporate Governance that is reviewed by the external auditors | 123 |
| | **VISION / MISSION AND STRATEGY** | |
| 2.1 | Company's vision / mission statements are approved by the board and disclosed in the annual report. | 10, 12, 19, 20 |
| 2.2 | Identification of business objectives and areas of business focus disclosed | |
| 2.3 | General description of strategies to achieve the company's business objectives | |
| | **AUDIT COMMITTEES** | |
| 3.1 | Appointment and Composition | 101 |
| 3.2 | Whether the Audit Committee Chairman is an independent Non- Executive Director and Professionally Qualified | 101 |
| 3.3 | Whether it has specific terms of reference and whether it is empowered to investigate / question employees and retain external counsel | 101 |
| 3.4 | \More than two thirds of the members are to be Non Executive-directors | 101 |
| 3.5 | All members of the audit committee to be suitably qualified and at least one member to have expert knowledge of finance and accounting. | 101 |
| 3.6 | Head of internal audit to have direct access to audit committee | 102 |
| 3.7 | The committee to meet at least four times a year and the number of meetings and attendance by individual members disclosed in the annual report. | 102 |
| 3.8 | Objectives & Activities | |
| 3.9 | Statement on Audit Committee's review to ensure that internal controls are welt conceived properly administered and satisfactorily monitored | 102 |
| 3.10 | Statement to indicate audit committees role in ensuring compliance – with Laws, | 102 |
| 3.11 | Regulations and timely settlements of Statutory dues | 102 |
| 3.12 | Statement of Audit committee involvement in the review of the external audit function | 102 |

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| Condition No. | Title | Page |
|---|---|---|
| 3.13 | Ensure effective coordination of external audit function | 101 - 102 |
| 3.14 | Ensure independence of external auditors | 101 - 102 |
| 3.15 | To review the external auditors findings in order to be satisfied that appropriate action is being taken | 101 - 102 |
| 3.16 | Review and approve any non audit work assigned to the external auditor and ensure that such such work does not compromise the independence of the external auditors. | 101 - 102 |
| 3.17 | Recommend external auditor for appointment/ reappointment | 101 - 102 |
| 3.18 | Statement on Audit committee involvement in selection of appropriate accounting policies that are in line will applicable accounting standards and annual review. | 101 - 102 |
| 3.19 | Statement of Audit Committee involvement in the review and recommend to the board of directors, annual and interim financial releases | 101 - 102 |
| 3.20 | Reliability of the management information used for such computation | 101 - 102 |
| | **INTERNAL CONTROL RISK MANAGEMENT** | |
| 4.1 | Statement of Director's responsibility to establish appropriate system of internal control | 103 |
| 4.2 | Narrative description of key features of the internal control system and the manner in which the system is monitored by the Board, Audit Committee or Senior Management | 103 |
| 4.3. | Statement that the Director's have reviewed the adequacy of the system of internal controls | 103 |
| 4.4. | Disclosure of the identification of risks the company is exposed to both internally & externally | 86, 89 |
| 4.5. | Disclosure of the strategies adopted to manage and mitigate the risks | 88 |
| 4.6. | Ethics And Compliance | 97 |
| 4.7. | Disclosure of statement of ethics and values, covering basic principles such as integrity, conflict of interest, compliance with laws and regulations etc. | 97 |
| 4.8. | Dissemination / communication of the statement of ethics & business practices to all directors and employees and their acknowledgement of the same | 97 |
| 4.9. | Board's statement on its commitment to establishing high level of ethics and compliance within the organization | 97 |
| 4.10. | Establishing effective anti-fraud programs and controls, including effective protection of whistle blowers, establishing a net line reporting of irregularities etc. | 97 |
| | **REMUNERATION COMMITTEE** | |
| 5.1. | Disclosure of the charter (role and responsibilities) of the committee | 131 |
| 5.2. | Disclosure of the composition of the committee (majority of the committee should be non-executive directors, but should also include some executive directors) | 131 |
| 5.3. | Disclosure of key policies with regard to remuneration of directors, senior management and employees | 131 |
| 5.4. | Disclosure of number of meetings and work performed | 131 |
| 5.5. | Disclosure of Remuneration of directors, chairman, chief executive and senior executives. | 131 |
| | **HUMAN CAPITAL** | |
| 6.1. | Disclosure of general description of the policies and practices codified and adopted by the company with respect to Human Resource Development and Management, including succession planning, merit based recruitment, performance appraisal system, promotion and reward and motivation, training and development, grievance management and counselling. | 167 - 171 |
| 6.2. | Organizational Chart | 26 |
| 6.3. | Communication to Shareholders & Stakeholders | 135 - 145 |
| 6.4. | Disclosure of the Company's policy / strategy to facilitate effective communication with shareholders and other stake holders | 135 - 145 |
| 6.5. | Disclosure of company's policy on ensuring participation of shareholders in the Annual General Meeting and providing reasonable opportunity for the shareholder participation in the AGM. | 135 - 145 |
| 6.6. | Environmental and Social Obligations | 181 |
| 6.7. | Disclosure of general description of the company's policies and practices relating to social and environmental responsibility of the entity | 181 |
| 6.8. | Disclosure of specific activities undertaken by the entity in pursuance of these policies and practices | 180 - 181 |

# 10.2. DISCLOSURE CHECKLIST REGARDING SAFA STANDARD

| Items | Page No |
|---|---|
| **Corporate Objectives, Values & Structure Clarity and presentation:** | |
| Vision and Mission | 10 |
| Overall strategic objectives | 12 |
| Core values and code of conduct/ethical principles | 10 - 11 |
| Profile of the Company | 17 |
| Director's profiles and their representation on Board of other companies & Organization Chart | 26, 60 |
| Management Report/Commentary and analysis including Director's Reports/Chairman's Review/CEO's Review etc. | 48, 55 |
| A general review of the performance of the company | 14 |
| Description of the performance of the various activities / products / segments of the company and its group companies during the period under review. (Weightage to be given for pictorial / graphical / tabular presentations used for this purpose) | 14, 19, 30 |
| A brief summary of the Business and other Risks facing the organization and steps taken to effectively manage such risks | 91 |
| A general review of the future prospects/outlook. | 151 |
| Information on how the company contributed to its responsibilities towards the staff (including health & safety) | 173 |
| Information on company's contribution to the national exchequer & to the economy | 128 |
| Sustainability Reporting | 164, 167 |
| Social Responsibility Initiatives ( CSR) | 165 |
| Environment related Initiatives | 178 |
| Environmental & Social Obligations | 180 |
| Integrated Reporting | 150 |
| Appropriateness of Disclosure of Accounting policies and General Disclosure | 216 - 223 |
| Disclosure of adequate and properly worded accounting policies relevant to assets, liabilities, Income and expenditure in line with best reporting standards. | |
| Any Specific accounting policies | |
| Impairment of Assets | |
| Changes in accounting policies/Changes in accounting estimates | |
| Accounting policy on subsidiaries( if there is no any subsidiary, full marks should be granted) | |
| **Segment Information**<br>Comprehensive segment related information bifurcating Segment revenue, segment results and segment capital employed | 116 - 119 |
| Availability of information regarding different segments and units of the entity as well as non-segmental entities/units | |
| Segment analysis of<br>• Segment Revenue<br>• Segment Results<br>• Turnover<br>• Operating profit<br>• Carrying amount of Net Segment assets | |
| **Financial Statements (Including Formats)** | |
| Disclosures of all contingencies and commitments | 216 - 223 |
| Comprehensive related party disclosures | 232 |

| Items | Page No |
|---|---|
| Disclosures of Remuneration & Facilities provided to Directors & CEO | 131 |
| Statement of Financial Position / Balance Sheet and relevant schedules | 205 |
| Income Statement / Profit and Loss Account and relevant schedules | 207 |
| Statement of Changes in Equity / Reserves & Surplus Schedule | 208 |
| Disclosure of Types of Share Capital | 28 |
| Statement of Cash Flow | 209 |
| Consolidated Financial Statement (CFS) | 199 |
| Extent of compliance with the core IAS/IFRS or equivalent National Standards | 233 |
| Disclosures / Contents of Notes to Accounts | 216 |
| Information about Corporate Governance | 81 |
| Board Of Directors, Chairman And CEO | 46 |
| Audit Committee (Composition, role, meetings, attendance, etc) Internal Control & Risk Management | 101 |
| Ethics And Compliance | 97 |
| Remuneration and other Committees of Board | 130 |
| Human Capital | 170 |
| Communication To Shareholders & Stakeholders<br>Information available on website<br>Other information | 135 |
| Management Review And Responsibility | 94 |
| Disclosure by Board of Directors or Audit Committee on evaluation of quarterly reports | 106 |
| Any other investor friendly information | 181 |
| Risk Management & Control Environment | 88 |
| Description of the Risk Management Framework | 86 |
| Risk Mitigation Methodology | 88 |
| Disclosure of Risk Reporting | 89 |
| Stakeholders Information | 135 |
| Distribution of shareholding (Number of shares as well as category wise, e.g Promoter group, FII etc) | 84 |
| Shares held by Directors/Executives and relatives of Directors /Executives | 84 |
| Redressal of investors complaints | 138 |
| **Graphical/ Pictorial Data:** | |
| Earnings per Share | 30 |
| Net Assets | |
| Stock Performance | |
| Shareholders' Funds | |
| Return on Shareholders Fund | |
| **Horizontal/Vertical Analysis including following.** | |

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| Items | Page No |
|---|---|
| **Operating Performance**<br>Total Revenue<br>Operating profit<br>Profit Before Tax<br>Profit After Tax<br>EPS | 30 - 32 |
| **Statement of Financial Position**<br>Shareholders Fund<br>Property Plant & Equipment<br>Net Current Assets<br>Long Term Liabilities/Current Liabilities | 30 - 32 |
| **Profitability/Dividends/ Performance and Liquidity Ratios**<br>Gross Profit Ratio<br>Earning before Interest, Depreciation and Tax<br>Price earning ratios<br>Current Ratios<br>Return on Capital Employed<br>Debt Equity Ratio | 141 |
| Statement of Value Added and Its Distribution | 154 |
| Government as Taxes | 128 |
| Shareholders as dividend | 145 |
| Employees as bonus/remuneration | 130 |
| Retained by the entity | 157 |
| Market share information of the Company's product/services | 155 |
| Economic value added | 157 |
| Presentation of Financial Statements | |
| Quality of the Report/ Layout of Contents | |
| Cover and printing including the theme on the cover page | |
| Appropriateness and effectiveness of photographs and their relevance | |
| Effectiveness of Charts and Graphs | |
| Clarity, simplicity and lucidity in presentation of Financial Statements | |
| **Timeliness in issuing Financial Statements and holding AGMs** | |
| • 3 months time to produce the Annual Report and hold AGM are considered reasonable for full marks<br>• Delay after the initial period of 3 months - deduction of 2 marks is to be made for each month<br>• If the period is over 6 months - no marks shall be awarded | |
| **Additional Disclosures** | |
| Human Resource Accounting | 171 |
| Any other good additional disclosures (Independence certification Eg. GNV, GRI) | 175 |
| **Specific Areas for Insurance Sector** | |
| Claims management and details of outstanding claims (IBNR & IBNER) with ageing thereof | 190 |
| Disclosures pertaining to Solvency Margin | 192 |
| Certificate of Actuary giving details of the liabilities on account of live policies and estimates/assumptions made for the same | N/A |
| Accounting ratios pertaining to insurance sector | 193 |
| Review of assets quality | 194 |

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# 10.3. DISCLOSURE CHECKLIST REGARDING SECRETARIAL STANDARD

| Title | Compliance Status (" " in appropriate column) | | Remarks (if any) |
|---|---|---|---|
| | Complied | Not Complied | |
| Convening of a Meeting | | | |
| Authority<br>Any Director of a company including the Chairman may, and the Secretary on the requisition of a Director shall, at any time, summon a Meeting of the Board unless the Articles of the company provide otherwise. | √ | | |
| Notice | | | |
| Every Director of the Company shall be entitled to get the Notice of every Meeting in writing in any mode including by hand or by post or by facsimile or by e-mail or by any other electronic mode. A director may specify any particular mode to receive such notices. If any of the Directors so specifies, -the Notice shall be sent to him by such mode. | √ | | |
| The Notice of the Meeting shall specify the day, date, time and full address of the venue wherein the Meeting be held. | √ | | |
| A Meeting may be held at any place, any time, on any day | √ | | |
| The Notice of a Meeting shall be given in respect of all meetings including the Meetings which are held on pre-determined dates or at pre-determined intervals. | √ | | |
| Notice shall be given at least seven (7) days before scheduled date of the Meeting unless the Articles of the company denote a longer period for such notice. | √ | | |
| Notice need not to be given of an adjourned Meeting other than a Meeting that has been adjourned "sine die". However, Notice of the reconvened adjourned Meeting shall be given to those Directors who were absent in the Meeting which had been adjourned. | √ | | |
| Unless a Notice has not been given to the directors then no business shall be transacted at a Meeting. | √ | | |
| The Agenda as to be transacted at the Meeting along with Notes to the Agenda shall be circulated or sent at least three (3) days before the date of the Meeting. | √ | | |
| Each Agenda to be transacted in the meeting shall be supported by notes, details of the item and, where a Resolution is required to be passed, the draft Resolution shall be attached with the Notice. The Notice may be given at shorter period of time than those respectively stated above if the majority of members of the Board or Committee so agree. The proposal to hold the Meeting at a shorter notice shall be stated in the Notice and the fact that consent thereto was obtained shall also be recorded in the Minutes. Notice, Agenda and Notes on Agenda shall be given to all Directors or to all Members of the Committee, as the case may be, at their respective addresses as provided by them, whether in Bangladesh or abroad, and shall also be given to the Original Director, even when the Notice, Agenda and Notes on Agenda have been sent to the Alternate Director. | √ | | |
| Any supplementary item not originally included in the Agenda may be taken up for consideration with the permission of the Chairman and with the consent of the majority of the Directors present in the Meeting. However, no supplementary item which is of significance or is in the nature of unpublished price sensitive information shall be taken up by the Board without prior written Notice.<br>The items of business to be transacted shall be arranged in order of those items that are of a routine or general nature or which merely require to be noted by the Directors, and those items which require discussions and specific approval.<br>Besides the items of business that are required by the Act or any other applicable law to be considered at a Meeting of the Board 'and all material items having a significant bearing on the operations of the company, there are certain items which, if applicable, shall also be placed before the Board. An illustrative list of such items is given at Annexure 'A'.<br>There are certain specific items which shall be placed before the Board at its first Meeting and there are certain items which shall be placed before the Board at the Meeting held for consideration of the year-end accounts. | √ | | |

| Title | Compliance Status (" " in appropriate column) | | Remarks (if any) |
|---|---|---|---|
| | Complied | Not Complied | |
| Frequency of Meetings | | | |
| Meetings of the Board<br>The Board shall meet at least once in every quarter of a calendar year i.e in three months, and at least four Meetings are to be held in each year. The maximum interval between any two Meetings shall not be more than 90 days.<br>Each Meeting shall be of such duration to enable proper deliberations to take place on agenda or items placed before the Board. | √ | | |
| Meetings of Committees<br>Committees shall meet at least as often as stipulated by the Board or as prescribed by any other authority. | √ | | |
| Quorum | √ | | |
| Meetings of the Board | | | |
| Quorum shall be present throughout the Meeting. No business shall be transacted unless the Quorum is so present.<br>The Quorum for a Meeting of the Board shall be one-third of the total strength of the Board (any fraction contained in that one-third being rounded off as one), or two Directors, whichever is higher.<br>Where the requirements for the Quorum, as provided in the Articles, are stricter, then the Quorum shall conform to such requirements. If the number of Interested Directors exceeds or is equal to two-thirds of the total strength, the remaining Directors present at the Meeting, being not less than two, shall be the quorum during such time. | √ | | |
| Where the number of Directors is reduced below the minimum fixed by the Articles, no business shall be transacted unless the number is first made up by the remaining Director(s) or through a general meeting.<br>If a Meeting of the Board could not be held for want of quorum, then, unless the Articles otherwise provide, the Meeting shall automatically stand adjourned to the same day in the next week, at the same time and place. | √ | | |
| Meetings of Committees<br>The presence of all the members of any Committee constituted by the Board is necessary to form the Quorum for Meetings of such Committee unless otherwise stipulated by the Board while constituting the Committee.<br>Certain guidelines. Rules and Regulations framed under the Act or by any statutory authority may contain provisions for the Quorum of a Committee and such stipulations shall then be followed. | √ | | |
| Attendance at Meetings | | | |
| An Attendance Register shall be maintained containing the names and signatures of the Directors present at the Meeting.<br>If an attendance register is maintained in loose-leaf form, it shall be bound at reasonable intervals. | √ | | |
| Leave of absence shall be granted to a Director only when a request for such leave has been communicated to the Secretary or to the Board or to the Chairman. | √ | | |
| Chairman | | | |
| Meetings of the Board. | √ | | |
| Every company shall have a Chairman who will preside over the Meetings of the Board. | √ | | |
| It will be the duty of the Chairman to look into that the Meeting is duly convened and constituted as per the provisions of the Act or any other applicable guidelines, Rules and Regulations before it proceeds to transact business. | √ | | |
| The Chairman shall then conduct the proceedings of the Meeting and ensure that only those items of business as have been set out in the Agenda are transacted and ideally in the order in which the items, appear on the Agenda. | √ | | |
| The Chairman shall encourage deliberations and debate and assess the sense of the Meeting. The Chairman shall ensure that the proceedings of the Meeting are correctly recorded and, in doing so, he may include or exclude any matter as he deems fit, | √ | | |
| In the case of a public company, if the Chairman himself is interested in any item of business, he shall entrust any other dis-interested Director present to conduct the proceedings in respect of such item. After the transaction of the item of business is over then the Chairman may resume his position. | √ | | |
| Meetings of Committees | √ | | |

| Title | Compliance Status (" " in appropriate column) | | Remarks (if any) |
|---|---|---|---|
| | Complied | Not Complied | |
| The Board, while constituting any Committee, shall also appoint the Chairman of the Committee so constituted. | √ | | |
| Passing of Resolution by Circulation | | | |
| A Resolution proposed to be passed by circulation shall be sent in draft, together with supporting papers to all the Directors separately, and in the case of a Committee, to all the members of the Committee. | √ | | |
| It only those matters, which are of an urgent nature are approved through the Resolutions by circulation. | √ | | |
| The Resolution as to be passed by circulation and the supporting papers shall be circulated by hand, or by post, or by facsimile, or by e-mail or by any other electronic mode. | √ | | |
| The Resolution shall be deemed to have been passed on the date on which it is signed and dated as approved by all the Directors then in Bangladesh, being not less than the Quorum, or on the date on which it is approved by the majority of the Directors entitled to vote on the Resolution, whichever is earlier. | √ | | |
| Resolutions sent for passing by circulation shall be noted along with the decision thereof, at the next Meeting of the Board or Committee, as the case may be, and to be recorded in the Minutes of such Meeting. | √ | | |
| The annual accounts of a company shall be approved at a Meeting of the Board and shall not be by a Resolution by circulation. | √ | | |
| Quarterly or half-yearly financial results shall be approved at a Meeting of the Board or its Committee and shall not be by a Resolution by circulation. | √ | | |
| In the case of a listed company, if there is any material variance between un-audited and audited results, the review report of the Auditors shall also be discussed and approved at a Meeting of the Board and not approved by a Resolution by circulation. | √ | | |
| Minutes | | | |
| Within fifteen days from the date of the Meeting of the Board or Committee or of an adjourned Meeting, the draft Minutes thereof shall be circulated to al! the members of the Board or the Committee, as the case may be, for their necessary comments. | √ | | |
| The Directors shall forward their comments on the draft Minutes within seven days from the date of circulation thereof, so that the Minutes are finalized and entered in the Minutes Book within the specified time limit of thirty days. | √ | | |
| The Minutes of proceedings of a Meeting shall be entered in the Minutes Book within thirty days from the conclusion of the Meeting. | √ | | |
| In any case a Meeting is adjourned; the Minutes shall be entered in respect of the original Meeting as well as the adjourned Meeting within thirty days from the date of the respective Meetings. In respect of a Meeting adjourned for want of Quorum, a statement to that effect shall be recorded in the Minutes Book by the Chairman or any Director as designated by the Board who was physically present at the Meeting. | √ | | |
| The date of entering the Minutes shall be specified in the Minutes Book by the Secretary. | √ | | |
| The Chairman shall put his initial on each page of the Minutes, and put his full signature on the last page of the Minutes along with the date of signing of the Minutes. | √ | | |
| While the law requires that Minutes of the proceedings shall be entered in the Minutes Book within thirty days of the Meeting, there is no prescribed time limit within which such Minutes have to be signed. They could be signed beyond a period of thirty days if the succeeding Meeting is held after a period of thirty days from the date of the earlier Meeting. However, it is also not obligatory to wait for the next Meeting in order to have the Minutes of the previous Meeting signed. Such Minutes may be signed by the Chairman of the Meeting at any time before the next Meeting is held. | √ | | |
| The Minutes of Meetings of the Board can be inspected by the Directors only. While the Auditors of the company or Chartered Secretary in Practice appointed by the company can also inspect the Minute Books in the course of their audit or certification. A member of the company or any other person has no right to inspect the Minutes of Meetings of the Board or any Committee thereof. | √ | | |
| Officers of the Registrar of Joint Stock Companies & Firms, other duly authorized in this behalf under law, during the course of an inspection, can also inspect the Minutes for discharging of their official duties. | √ | | |
| Minutes shall not be pasted or attached to the Minutes Book. | √ | | |
| Minutes, if maintained in loose-leaf form, shall be bound at intervals coinciding with the financial year of the company.<br>The pages of the Minutes Book shall be serially numbered and there shall be proper locking device to ensure security and proper control to prevent any sort of removal of the loose leaves of the Minutes Book. | √ | | |

| Title | Compliance Status (" " in appropriate column) | | Remarks (if any) |
|---|---|---|---|
| | Complied | Not Complied | |
| Extracts of the Minutes shall be given only after the Minutes have duly been signed. However, certified copies of any Resolution passed at a Meeting may be issued even pending signing of the Minutes by the Chairman, if the draft of that Resolution had been placed at the Meeting and was duly approved. | √ | | |
| Minutes of an earlier Meeting shall be noted at the next Meeting. | √ | | |
| Any alteration, other than grammatical, typographical or minor corrections, in the Minutes as entered, shall be made only under the approval taken in the subsequent Meeting in which such Minutes are sought to be altered. | √ | | |
| The Minutes of Meetings of any Committee shall be circulated to the Members of the Board along with the Agenda for the Meeting of the Board next following such Meeting of the Committee and shall be noted at the Board Meeting. | √ | | |
| At the time of circulating the Agenda for the Meeting of the Board, if the Minutes of Meetings of any Committee are pending noting by the Committee on such Minutes shall be circulated to the Board in draft form. | √ | | |
| Attendance in Meetings and their Recording in the Minutes | | | |
| The names of the Directors present in the Meeting along with the names of persons who were in attendance and the names of invitees in the Meeting, if any, shall be recorded in the Minutes. | √ | | |
| Apart from the Resolution or the decision, the Minutes shall mention the brief background of the proposal and the rationale for passing the Resolution or taking of the decision. | √ | | |
| The names of the Directors who have dissented or have abstained from the decision shall be recorded. Similarly, the fact that an interested Director who did not participate in the discussion or vote on the agenda shall also be recorded in the Minutes. | √ | | |
| Wherever any approval of the Board or of the Committee is taken on the basis of certain papers laid before the Board or the Committee, proper identification by initialing of such papers by the Chairman or any Director shall be made and a reference thereto shall be made in the Minutes. | √ | | |
| Preservation of Minutes and Supporting Papers | | | |
| The Minutes of all Meetings shall be preserved permanently. | √ | | |
| If a company has been merged or amalgamated with any other company, the Minutes of all Meetings of the Board and Committees of the transferor company shall be preserved permanently by the transferee company for any future references notwithstanding the fact that the identity of the transferor company may not survive under such arrangement. | √ | | |
| All office copies of Notices, Agenda and Notes to Agenda and other related papers shall be preserved in orderly manner for as long as they remain current or for twelve years, whichever is later, and may not be destroyed thereafter without the authority of the Board. | √ | | |
| Disclosure | | | |
| The Annual Report of a company shall disclose the number of Meetings of the Board and Committees held during the year indicating the number of Meetings attended by each Director. | √ | | |

# 10.4. DISCLOSURE CHECKLIST AS PER ICMAB EVALUATION CRITERIA

## Evaluation Criteria

Category: General Insurance

| Area | Key Components | Page No. |
|---|---|---|
| 1. Capitalization and Solvency | External Liability Ratio | 30, 142 |
| | Internal Capital Generation Ratio | |
| | Exceptional Loss Reserve to Net Premium | |
| | Capital & Fund to Total Assets | |
| 2. Technical | Retention Ratio | |
| | Claim Ratio | |
| | Premium to Equity | |
| 3. Profitability | Gross Underwriting Margin Return | |
| | Return on Average Assets (ROAA) | |
| | Return on Average Equity (ROAE) | |
| | Available Solvency Margin | |
| 4. Liquidity & Funding | Current Ratio | |
| | Liquid Assets to Total Insurance Fund | |
| | Total Liquid Assets to Total Assets | |
| 5. External Credit Rating (ECA) | Short Term | 105 |
| | Long Term | |
| 6. Corporate Governance | Non Shareholding/independent Director | 81, 108 |
| | Single Family Domination | |
| | Free Float | |
| | Audit Committee Led by Independent Directors | |
| | Directors' Minimum Shareholding | |
| | Auditors Opinion | |
| 7. Performance with respect to shareholders | Dividend yield | 29 |
| | Net Asset Value (NAV) Growth | |
| | Capital Appreciation | |
| 8. Employee Focus | Net Employee Turnover | 167 - 173 |
| | Employee Compensation and Benefits | |
| | Gender Diversity | |
| | Training and Development Spending | |
| 9. Corporate Social Responsibility (CSR) | Amount of CSR Expenditure | 165 |
| | Quality of CSR Activities | |
| 10. Contribution to National Exchequer | Direct And Indirect Tax | 128 |

# 10.5. DISCLOSURE CHECKLIST REGARDING INTEGRATED REPORTING

| Sl. No. | Particulars | Page No. |
|---|---|---|
| 1 | **Elements of an Integrated Report** | |
| 1.1 | **Organizational overview and external environment** | |
| | An integrated report should disclose the main activities of the organization and the environment of which it operates. | 150 |
| | **An integrated report should identify the organization's mission and vision, and provides essential context by identifying matters such as:** | |
| | The organization's: | |
| | Culture, Ethics and Values | 24, 97 |
| | Ownership and Operating structure including size of the organization, location of its operations | 26, 28, 33 |
| | Principal Activities and Markets | 14, 22 |
| | Competitive landscape and Market positioning | 22 |
| | Position within the value chain | 13 |
| | **Key quantitative information:** | |
| | The number of employees, revenue and number of countries in which the organization operates highlighting, in particular, significant changes from prior periods | 168, 170, 171 |
| | Significant factors affecting the external environment and the organization's response | 173 |
| | The legitimate needs and interests of key stakeholders | 143 - 144 |
| | Macro and micro economic conditions, such as economic stability, globalization, and industry trends | 159 |
| | Market forces, such as the relative strengths and weaknesses of competitors and customer demand | 20, 159 |
| | The speed and effect of technological change | 159 |
| | Societal issues, such as population and demographic changes, human rights, health, poverty, collective values and educational systems | 159 |
| | Environmental challenges, such as climate change, the loss of ecosystems, and resource shortages as planetary limits are approached | 159 |
| | The legislative and regulatory environment in which the organization operates | 159 |
| | The political environment in countries where the organization operates and other countries that may affect the ability of the organization to implement its strategy | 159 |
| 1.2 | **Governance** | |
| | An integrated report should show how the organization's governance structure supports its ability to create value in the short, medium and long term. | 13, 81, 99 |
| | An integrated report needs to provide an insight about how such matters as the following are linked to its ability to create value: | |
| | The organization's leadership structure, including the skills and diversity | 60, 81 |
| | Mandatory and voluntary code of corporate governance adopted by the Company | 81 |
| | Code of ethical conduct adopted by the Company in relation to ethical business | 11, 81, 97 |
| | Specific processes used to make strategic decisions and to establish and monitor the culture of the organization, including its attitude to risk and mechanisms for addressing integrity and ethical issues | 13, 81, 88, 89, 91 |

| Sl. No. | Particulars | Page No. |
|---|---|---|
| | Particular actions those charged with governance have taken to influence and monitor the strategic direction of the organization and its approach to risk management | 13, 81, 88, 89, 91 |
| | How the organization's culture, ethics and values are reflected in its use of and effects on the capitals, including its relationships with key stakeholders | 81, 97, 99 |
| | Whether the organization is implementing governance practices that exceed legal requirements/ Key Policies | 81 |
| | The responsibility those charged with governance take for promoting and enabling innovation | 81 |
| | How remuneration and incentives are linked to value creation in the short, medium and long term, including how they are linked to the organization's use of and effects on the capitals. | 167 - 173 |
| **1.3** | **Stakeholder Identification/ relationships** | |
| | An integrated report should identify its key stakeholders and provide insight into the nature and quality of the organization's relationships with its key stakeholders, including how and to what extent the organization understands, takes into account and responds to their legitimate needs and interest | |
| | An entity may disclose the following in their integrated reports in respect of stakeholder relationships.<br>• How the company has identified its stakeholders.<br>• Stakeholder engagement methodology.<br>• Identification of material matters of stakeholders.<br>• How the Company has applied such matters.<br>• How the stakeholders are engaged in assessing impacts, implications and outlook unrespects of Company's business model | 135 - 139 |
| | **Capitals** | |
| | An integrated report needs to provide insight about the resources and the relationships used and affected by the organization, which are referred to collectively as the capitals and how the organization interacts with the capitals to create value over the short, medium and long term | 13, 22, 89 |
| | An integrated report need to identify the various forms of capitals which are essential for the success of its business operations. Eg: financial, manufactured, intellectual, human, social and relationship, and natural, | 13, 22, 142, 146 |
| **1.4** | **Business model** | |
| | An integrated report should describe the organization's business model, including key: | 13, 22 |
| | Inputs | |
| | Business activities | |
| | Outputs | |
| | Outcomes | |
| | Identification of critical stakeholder and other | 135 |
| | Connection to information covered by other Content Elements, such as strategy, risks and opportunities, and performance (including KPIs and financial considerations, like cost containment and revenues). | 86 - 91 |
| | **Inputs** | |
| | An integrated report shows how key inputs relate to the capitals on which the organization depends, or that provide a source of differentiation for the organization, to the extent they are material to understanding the robustness and resilience of the business model. | 13, 22, 99 |
| | **Business activities** | |
| | An integrated report describes key business activities. This can include: | |
| | How the organization differentiates itself in the market place | 22 |
| | The extent to which the business model relies on revenue generation after the initial point of sale | |
| | How the organization approaches the need to innovate | |

| Sl. No. | Particulars | Page No. |
|---|---|---|
| | How the business model has been designed to adapt to change | 22 |
| | **Output** | |
| | An integrated report identifies an organization's key products and services. | 19, 22, 99 |
| | **Outcomes** | |
| | An integrated report describes key outcomes, including: Both internal outcomes, and external outcomes, Both positive outcomes and negative outcomes | 13, 14, 99 |
| **1.5** | **Performance** | |
| | An integrated report needs to explain the extent to which the organization has achieved its strategic objectives for the period and what are its outcomes in terms of effects on the capitals? | 30, 55 |
| | An integrated report should contain qualitative and quantitative information about performance that may include matters such as: | |
| | Quantitative indicators with respect to targets and risks and opportunities, explaining their significance, their implications, and the methods and assumptions used in compiling them | 86 - 91 |
| | The state of key stakeholder relationships and how the organization has responded to key stakeholders' legitimate needs and interests | 135 - 145 |
| | The linkages between past and current performance, and between current performance and the organization's outlook. | 55 |
| | KPIs that combine financial measures with other components or narrative that explains the financial implications of significant effects on other capitals and other causal relationships may be used to demonstrate the connectivity of financial performance with performance regarding other capitals. In some cases, this may also include monetizing certain effects on the capitals. | 47, 55 |
| **1.6** | **Risks and opportunities and Internal Controls** | |
| | An integrated report should explain what are the specific risks and opportunities that affect the organization's ability to create value over the short, medium and long term, and how is the organization dealing with them and effectiveness of the system of internal controls. | 86 - 91 |
| | This can include identifying: | |
| | The specific source of risks and opportunities, which can be internal, external or, commonly, a mix of the two. | 86 |
| | The organization's assessment of the likelihood that the risk or opportunity will come to fruition and the magnitude of its effect if it does. | 88 |
| | The specific steps being taken to mitigate or manage key risks or to create value from key opportunities, including the identification of the associated strategic objectives, strategies, policies, targets and KPIs. | 91 |
| | Risk Management Report | 86 |
| | Response on the effectiveness of the internal controls and the board's responsibility for the disclosures oninternal controls to safeguard stakeholder interest. | 103 |
| **1.7** | **Strategy and resource allocation** | |
| | An integrated report should describe it strategic direction (Where does the organization want to go and how does it intend to get there) | 99 |
| | An integrated report need to identify: | |
| | The organization's short, medium and long term strategic objectives | |
| | How the entity has positioned in the wider market | |
| | How the long term strategies release to current business model | |
| | The strategies it has in place, or intends to implement, to achieve those strategic objectives | |
| | The resource allocation plans it has to implement its strategy | |
| | How it will measure achievements and target outcomes for the short, medium and long term. This can include describing: | |

| Sl. No. | Particulars | Page No. |
|---|---|---|
| | The linkage between the organization's strategy and resource allocation plans, and the information covered by other Content Elements, including how its strategy and resource allocation plans: | 99 |
| | relate to the organization's business model, and what changes to that business model might be necessary to implement chosen strategies to provide an understanding of the organization's ability to adapt to change ' | |
| | are influenced by/respond to the external environment and the identified risks and opportunities affect the capitals, and the risk management arrangements related to those capitals | |
| | What differentiates the organization to give it competitive advantage and enable it to create value | |
| | The role of innovation | |
| | How the organization develops and exploits intellectual capital | |
| | The extent to which environmental and social considerations have been embedded into the organization's strategy to give it a competitive advantage | |
| | Key features and findings of stakeholder engagement that were used in formulating its strategy and resource allocation plans. | |
| **1.8** | **Outlook** | |
| | An integrated report should explain what challenges and uncertainties is the organization likely to encounter in pursuing its strategy, and what are the potential implications for its business model and future performance? | 47, 55, 180 |
| | An integrated report should highlight anticipated changes over time and provides information on: | |
| | ■ The organization's expectations about the external environment the organization is likely to face in the short, medium and long term | 178 |
| | ■ How that will affect the organization | |
| | How the organization is currently equipped to respond to the critical challenges and uncertainties that are likely to arise. | |
| | The discussion of the potential implications, including implications for future financial performance may include: | |
| | The external environment, and risks and opportunities, with an analysis of how these could affect the achievement of strategic objectives | 12, 86 - 91 |
| | The availability, quality and afford-ability of capitals the organization uses or affects including how key relationships are managed and why they are important to the organization's ability to create value over time. | 13 |
| | An integrated report may also provide lead indicators, KPIs or objectives, relevant information from recognized external sources, and sensitivity analyses. If forecasts or projections are included in reporting the organization's outlook, a summary of related assumptions is useful. Comparisons of actual performance to previously identified targets further enables evaluation of the current outlook. | 29, 108 |
| | Disclosures about an organization's outlook in an integrated report should consider the legal or regulatory requirements to which the organization is subject. | 150 |
| **1.9** | **Basis of Preparation and Presentation** | |
| | An integrated report should answer the question: How does the organization determine what matters to include in the integrated report and how are such matters quantified or evaluated? | 150, 151 |
| | An integrated report describes its basis of preparation and presentation, including: | |
| | A summary of the organization's materiality determination process | 150 |
| | Brief description of the process used to identify relevant matters, evaluate their importance and narrow them down to material matters | 143 |
| | Identification of the role of those charged with governance and key personnel in the identification and prioritization of material matters. | 143 |
| | A description of the reporting boundary and how it has been determined | 150, 151 |

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| | A summary of the significant frameworks and methods used to quantify or evaluate material matters | 108, 150 |
| **2** | **Responsibility for an integrated report** | |
| | An integrated report should include a statement from those charged with governance that includes: | 81, 108, 150, 151 |
| | ■ An acknowledgment of their responsibility to ensure the integrity of the integrated report | |
| | ■ An acknowledgment that they have applied their collective mind to the preparation and presentation of the integrated report | |
| | ■ Their opinion or conclusion about whether the integrated report is presented in accordance with the Framework | |
| | if it does not include such a statement, it should explain: | |
| | ■ What role those charged with governance played in its preparation and presentation | |
| | ■ What steps are being taken to include such a statement in future reports | |
| | ■ The time frame for doing so, which should be no later than the organization's third integrated report that references this Framework. | |
| **3** | **Other Qualitative Characteristics of an Integrated Report** | |
| **3.1** | **Conciseness** | |
| | An integrated report should be concise | |
| | An integrated report need to include sufficient context to understand the organization's strategy, governance, performance and prospects without being burdened with less relevant information. | 48, 55, 81, 99 |
| | ■ Follows logical structure and includes internal cross-reference as appropriate to limit repetition. | |
| | ■ May link to more detailed information, information that does not change frequently or external sources. | |
| | ■ Express concepts clearly and in as few words. | |
| | ■ Favours plain language over the use of jargon or highly technical terminology. | |
| | ■ Avoids highly generic disclosures | |
| **3.2** | **Reliability and completeness** | |
| | An integrated report should include all material matters, both positive and negative, in a balanced way and without material error | New |
| | The organization achieve the reliability and completeness through | New |
| | ■ Selection of presentation formats that are not likely to unduly or inappropriately influence assessments made on the basis of integrated report. | New |
| | ■ Giving equal consideration to both increases and decreases in the capitals, both strengths and weaknesses of the organization, both positive and negative performance etc | New |
| | ■ When information includes estimates, this is clearly communicated and the nature and limitations of the estimation process are explained. | New |
| **3.3** | **Consistency and Comparability** | |
| | The information in an integrated report should be presented: | 81, 86, 108, 150 |
| | ■ On a basis that is consistent over time | |
| | ■ In a way that enables comparison with other organizations to the extent it is material to the organization's own ability to create value over time | |
| | ■ Using benchmark data, such as industry or regional benchmarks | |
| | ■ Presenting information in the form of ratios | |
| | ■ Reporting quantitative indicators commonly used by other organizations with similar activities, particularly when standardized definitions are stipulated by an independent organization | |

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| | ■ Reporting policies are followed consistently from one period to other unless a change is needed to improve the quality of information reported | |
| | ■ Reporting the same KPIs if they continue to be material across reporting period | |
| | ■ When a significant change has been made, the organization explains the reasons for the change describing its effect | |
| **3.4** | **Connectivity of Information** | |
| | An integrated report should show a holistic picture of the combination, interrelatedness and dependencies between the factors that affect the organization's ability to create value over time. | 12, 48, 55, 99, 108 |
| | ■ Content elements | |
| | ■ Past, Present & Future | |
| | ■ Finance and other information | |
| **3.5** | **Materiality** | |
| | An integrated report should disclose information about matters that substantively affect the organization's ability to create value over the short, medium and long term | 13, 143 |
| **3.6** | **Assurance on the Report** | |
| | ■ The policy and practice relating to seeking assurance on the report | 81, 103, 197 |
| | ■ The nature and scope of assurance provided for this particular report | |
| | ■ Any qualifications arising from the assurance, and the nature of the between the organization and the assurance providers | |

AMAR STOCK

GREEN DELTA INSURANCE
marches with time

Green Delta Insurance Co. Ltd.
Green Delta AIMS Tower (6th floor), 51-52 Mohakhali C/A, Dhaka
Phone: 9851902, 9851170(PABX) FAX: 9851124 www.green-delta.com

## PROXY FORM

I/ We .....

of .....

being a member of Green Delta Insurance Company Limited do hereby appoint

Mr./ Mrs./ Miss. .....

of ..... or (failing his/her)

Mr./ Mrs./ Miss. .....

of .....

as my/ our proxy, to vote for me/ us and on my/ our behalf at the 32nd Annual General Meeting of the company to be held on Thursday, 29th March 2018 at 11.00 a.m. at Spectra Convention Centre Ltd., House # 19, Road # 7, Gulshan-1, Dhaka-1212 and any adjournment thereof or at any ballot to be taken in consequence thereof.

Signed this ..... day of .....

Signature of proxy ..... Signature of shareholder .....

Revenue Stamp Tk. 20/-

Folio No .....

BO A/C No .....

Note

1. This form of proxy, duly completed, must be deposited at least 48 hours before the meeting at the company registered office. Proxy is invalid if not signed and stumped as explained above.
2. Signature of the Shareholders should agree with the Specimen signature registered with the Company.

N.B: As per 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 equity Securities."

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## ATTENDANCE SLIP

I hereby record my attendance at the 32nd Annual General Meeting of the company to be held on Thursday, 29th March 2018 at 11.00 a.m. at Spectra Convention Centre Ltd., House # 19, Road # 7, Gulshan-1, Dhaka-1212

Name of the Member/ Proxy .....

Folio or BO A/C No .....

Signature ..... Date .....

Note

Shareholders' attending meeting in person or by proxy are requested to complete the Attendance slip and hand it over the entrance of the meeting hall.

N.B: As per 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 equity Securities."

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