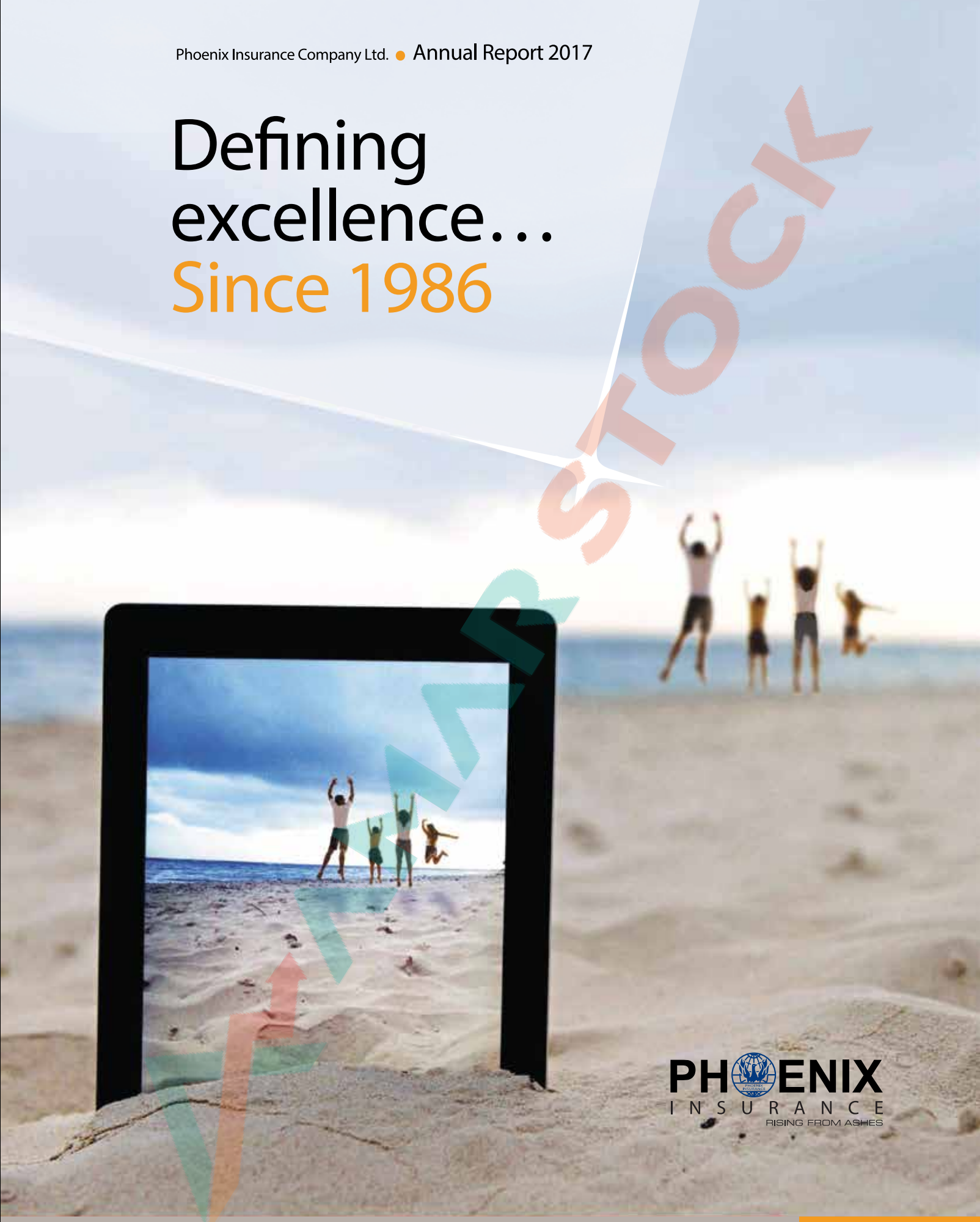
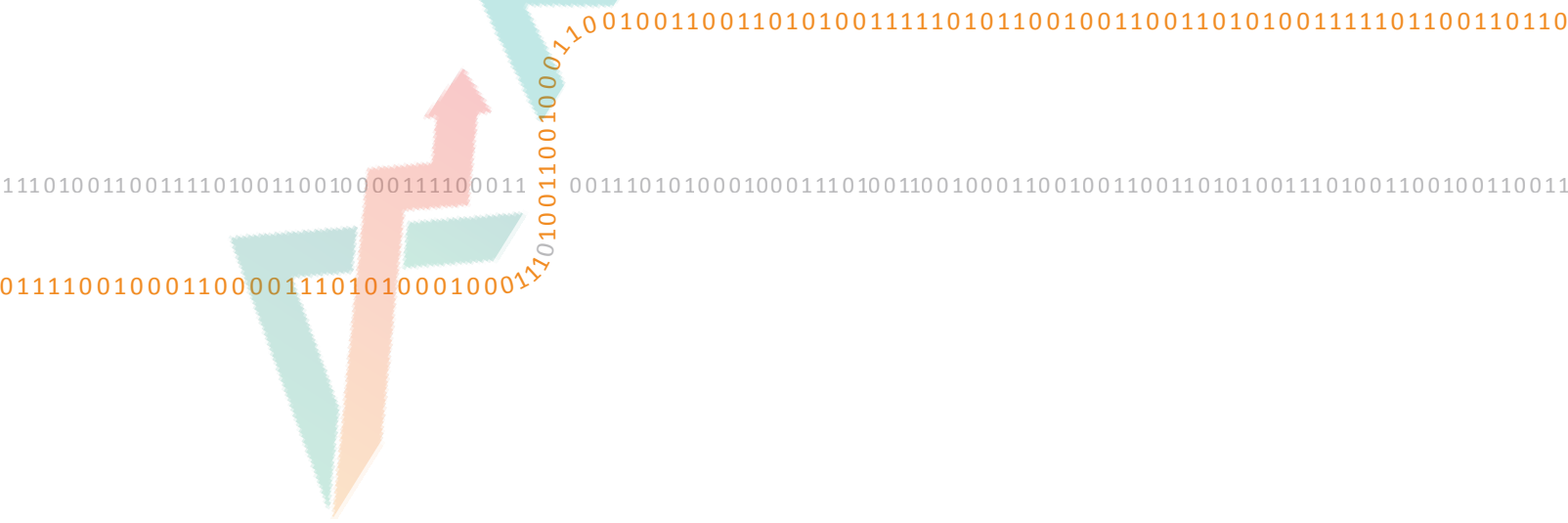
Defining excellence…
Since 1986



PHOENIX INSURANCE
RISING FROM ASHES

Defining excellence...
Since 1986

With a strong foothold in the industry, Phoenix Insurance has a proven track record of excellence and is firmly-rooted, in terms of trust. As a value-driven company, we offer our customers leading-edge products and tailored solutions that cater to their individual needs. Our goal is to continually evolve with our customers and deliver solutions par excellence by setting high industry standards.



Our values

Our business is underpinned by three core values that have been in place since our Company's foundation in 1986



Client

We put their needs at the center of all we do, develop partnerships and exceed their expectations.



People

We value their diversity, encourage teamwork and conduct ourselves with integrity.



Innovation

We continually develop valuable new ideas and creative approaches to business and technology challenges.

4th ICSB National Award

We believe in making our customers happy with our best in class products services, and unreserved commitment to excel. In doing so, we never compromise our integrity and compliance. Our excellence has been awarded with the recognition this award. Mr. Md. Jamirul Islam, Managing Director & CEO is receiving the ICSB National Award for Corporate Excellence 2016 “BRONZE AWARD” in Insurance Companies Category from Honorable Commerce Minister, Mr. Tofayel Ahamed MP on 30th November 2017.



In this report, we provide a detailed record of our financial and operational performance for 2017

Overview of 2017

Letter of Transmittal	06
Short note about Annual Report	07
Financial Highlights 2017	08-09
Chairman Message	10-11
Managing Director Message	12-13
Overview of PICL	14-15
Notice AGM	16

Strategic Review

Forward Looking Statement	18
Vision and Mission	19
Strategic Objectives	19
Future Strategy	19
Our Core Values	20
Code of Conduct	20-21
Our Principles	21
Company's Product & Services	22-25
Important Information's	26-27
History of the Company	28

Corporate Directory

Board of Director's	30
Director's Profile	31-39
Management Profile	40-43
Branch Management	44-46

Financial Position

Financial Graphs	48
Five Years Financial Highlights	49
Value Added Statement	50
Market Value Statement	51
Contribution to the National Exchequer	52

Stakeholder's Information

Necessary Information for Shareholder's	54-55
Shareholding Structure	56
Pattern of Individual Shareholding	57
Access to reports & enquiries	58

Corporate Governance

Information about company's Corporate Governance	60-72
Corporate Governance Strategy	60
Board Structure and affairs	60-63
Chairman and Managing Director Responsibility	63-64
Board Committees	65-70
Phoenix's corporate governance framework	71
Shareholders	71-72

Disclosure & Compliances

Directors Related Disclosures	74-75
Related Pasty transaction	76
Solvency Margin Analysis	79
Credit Rating Report	80
Compliance Report of BSEC's Notification	81-87
Certificate of Compliance Report	88

Risk Management

Internal Control & Risk Management	90-92
Company's Risk Assessment and Management	93-98

Human Resources Management and Quality of Service

Human Resources Management	100-101
Quality Policy	102
Statement of Opportunities	103
Materiality Approach	103

Directors' Report

Directors' Report	106-132

Sustainability Reporting

Corporate Social Responsibility	134
Environmental related Initiatives	135-136
Environmental Social Obligations	137
Integrated Reporting	138

Financial Indication and other declaration's

Accounting Ratios of the year 2017 & 2016	140
Declaration of MD & CFO regarding Financial Statement	141
Directors Declaration Regarding Annual Report-2017	142
Claims Management	143-144
Clients Complains and Consultancy	145
Market Share of Insurance business of the Company	146

Reports of Audit Committee & Auditor's

Report on Audit Committee	148-149
Independent Auditors Report	152-153
Statement of Financial Position (Balance Sheet)	154-155
Profit and Loss Account	158-159
Consolidated Revenue Account	160-161
Fire Insurance Revenue Account	162-163
Marine Insurance Revenue Account	164-165
Miscellaneous Insurance Revenue Account	166-167
Cash Flow Statement	168
Changes in Equity	169
Classified Summary Assets (Form "AA")	170
Notes to the Account	171-188
Fixed Assets Schedule	189
Net Assets Value (NAV)	190
Compliance of BAS & BFRS	191

Corporate Calendar	192

Photo Album

Claims Cheques Handover	194
Corporate Social Activities	195

Proxy Form	197

Letter
of Transmittal

To
All Shareholders
Bangladesh Securities and Exchange Commission
Registrar of Joint Stock Companies and Firms
Dhaka Stock Exchange Limited
Chittagong Stock Exchange Limited

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

Dear Sir(s)

We are pleased to enclose a copy of the Annual Report together with the Audited Financial Statements as at December 31, 2017 for kind information and record.

Yours faithfully

Md. Rafiqur Rahman
Company Secretary

AMAR STOCK

Short Note
About Annual Report

Detail information of PHOENIX Insurance has been presented in the Annual Report-2017 to inform the entire picture of the company. The Annual Report-2017 prepare based on the information of the period between 1st January 2017 and 31st December 2017. The Financial statement for the year ended 31st December 2017 and director's report was approved by the board of directors (Board) on 28th April 2018 which have presented in the report respectively. The annual report reflect operations of PHOENIX Insurance and we have consistently followed the guidelines issued by the concerned authority. In explaining the Company's operations and financial performance, financial information has been extracted from the Audited Financial Statements for the year ended 31st December 2017 with relevant comparative information. The financial statements consistently comply with the requirements of:

- Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS),
- Relevant rules & regulations of IDRA and Insurance Act.;
- Companies Act 1994;
- Securities and Exchange Rules 1987;
- The Income Tax Ordinance 1984;
- And other applicable laws and regulations of the land.

To report our corporate governance practices, we have followed the revised Corporate Governance Guidelines (CGG) issued by Bangladesh Securities and Exchange Commission (BSEC).

The scope of our Annual Report comprises of activities that have been carried out within the geographical boundaries of Bangladesh, as we do not have operation or subsidiary in other countries but we do reinsurance of foreign companies of the various countries of the world.

The Management has tried to present a fair and brief analysis of our strategy, performance, governance and prospects. In determining the content to be included in this report, we considered the issues that are material to maintain the commercial viability and social relevance required to achieve our vision in the long term.

As Chief Executive Officer of the PHOENIX Insurance Company Limited we ensure the integrity of the disclosure contained in the Annual Report presented herewith that comprises the discussion and analysis in this annual report has been prepared in accordance with the guidelines of BSEC and addresses all material issues and fairly presents the company's performance.

Signature



Chief Executive Officer

This has been a year of progress towards our strategic targets.

We introduced new customer initiatives, enhanced our technical pricing capability; continued the transformation of our claims capability; and increased our operating efficiency. Our strong customer focus remains integral: we aspire to provide our customers with products that best suit their evolving needs and encourage them to expect a high quality of service throughout their relationship with us.

The Board considers that PICL is currently strongly capitalized with a risk-based capital coverage ratio at the upper end of its risk-based capital coverage target range and an 'A' rating with stable outlook from its credit rating agencies.

Highlights 2017

(Taka in million)

	2016	2017	Change in %
Total Assets	1,943.60	2,364.80	21.67
Total liabilities	546.31	656.81	20.23
Total liabilities & equity	1,943.60	2,364.80	21.67
Total Equity Per Share	34.64	42.34	22.23
Total Revenues	652.18	713.05	9.33
Total Expenses	394.79	502.21	27.1
Profit before tax	127.85	135.19	5.74
Profit after tax	98.49	111.48	13.19
Net Income Per Share	2.44	2.76	13.11

Highlights 2017

Net Premium Revenue

454.20
(Taka in million)

Cash Dividend

64.55
(Taka in million)

Total Investment

898.54
(Taka in million)

Underwriting Result

46.50
(Taka in million)

Rating Insurer Financial Strength

AA-
2017

Claim Paid

138.46
(Taka in million)

Profit After Tax

111.49
(Taka in million)

Investment & Other Income

110.20
(Taka in million)

Shareholder Equity

1707.99
(Taka in million)

Total Assets Book Value

2364.80
(Taka in million)

Underwriting Premium

713.05
(Taka in million)

AMARSTOCK

Chairman's Message



"Given the challenging operating environment, the Board and senior management are very pleased with how we were able to manage our risks and still grow the business sensibly."

Mohammed Shoeb, Chairman

Bismillahir Rahmanir Rahim

Assalamu Alaikum

Dear Shareholders,

With the blessing of Allah, the Almighty, I am pleased to present my review of the 32nd Annual Report of your Company. I feel privileged on being entrusted with the Chairmanship of the Board of Directors of Phoenix Insurance Company Limited and I pledge all my endeavors towards future growth and enhanced performance of the company.

I am also pleased to report that the performance of the Board of Directors remained impressive throughout the year and their contributions effectively navigated the Company through challenging times, creating new benchmarks whilst maintaining its reputation for installing sound governance and providing solid returns to its shareholders. The Board set the Company's strategic objectives and guided the Company's leadership to transform them into reality, while upholding the vision, mission and core values of the Company.

The Board has maintained its Sub-Committees with defined scope of work and reporting procedures, and such Committees are performing their duties within the prescribed mandate and respective terms of reference. They also considered long-term policy-related matters including review of significant policies as per the regulatory requirements as well as to cater for Company's strategic and operational needs.

Under the accomplished leadership of our Board of Directors, Phoenix Insurance is well placed to advance at numerous opportunities and have the requisite resources and infrastructure to capitalize on potential business prospects.

Dear Shareholders,

With the cooperation of the valued stakeholders, the guidance of the members of the Board of Directors and dynamic role of the capable management team, the year has been significant as it marks the completion of 32 eventful years in the Insurance business. We have continued to maintain momentum in every sphere of business. While our market share was 2.57% for the year, we have registered a growth of 9.33% as compared to the previous year. The Company increases its profit and consolidates its position in all areas of operations. I feel proud to inform the growth of the company's performance in all aspect.

- The Gross Premium figure at the end of the year stood at Tk.71,30,48,761/-, an increase of 9.33% over the previous year's premium.
- Net Profit stands at Tk.13,51,96,077/- which is also 5.74% increased.
- EPS stands at Tk.2.76 which was Tk.2.44 in the previous year and
- The Company settles Tk.13,84,57,603/- as claim whereas in the year 2016 it was Tk.8,16,09,809/- only.
- Reserve Fund build up is Tk.60,48,48,910/- registering 14.18% growth over the last year's position and
- the Investment figure of the company stood at Tk.89,85,39,681/- only

This information indicated financially strong which mark on the vision for providing excellent and need-based customer service.

Dear Shareholders,

We continue to win the trust and support of our esteemed customers with our commitment to protect their risks and address their requirements with utmost diligence. We look forward to serving our customers and assure them hassle free services through a gamut of high quality products and technology enabled processes.

PHOENIX Insurance is also trying to keep pace with the digital wave that has overtaken Bangladesh by introducing technology and innovative services, which in turn will help tap customers online. Besides, your Company is also looking at optimizing investments for sustainable and profitable growth.

The Company continues to invest in its employees, technology and processes to better service its customers. As the Company sails through into the new financial year, the aspiration is to revolutionize the customer experience by staying ahead in technological advancements.

Dear Shareholders,

Phoenix Insurance is attentive about the Corporate Social Responsibility and is spending considerable amount of money for under privileged and poor people for their medical treatment and other form of assistance. In future, we have planned to contribute more for the development of the society and the country. The Company also shared with the Govt. to development of the company and during the year 2017, Phoenix Insurance Company Ltd. made payment of Tk.5,59,68,381/- as advance tax, VAT & Others and made tax provision of Tk.2,08,75,220/-, which indicates the responsibility to contribute to the economic development of our country.

Dear Shareholders,

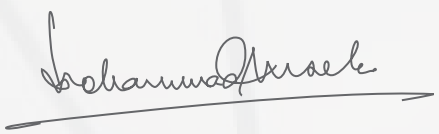
We are well aware about the interest of the stakeholders. You know that Phoenix Insurance Co. Ltd. has been paying encouraging dividend since inception to satisfy the shareholders interest very reasonably. The Board of Directors has recommended 16% cash dividend for the year 2017 in spite of adverse situation prevailed in the last year. However, Dear Shareholders, we are placing the 16% cash dividend proposals for your kind approval.

Dear Shareholders,

It has been our privilege to devote our efforts in serving our customers to whom we are immensely thankful. I would also sincerely like to thank and gratitude to the Govt. of Peoples Republic of Bangladesh including Insurance Development & Regulatory Authority, Bangladesh Securities and Exchange Commission, Stock Exchanges, other Regulatory Bodies, Shareholders, Patrons, Valued Clients and members of the Board for their continued support, guidance and cooperation that has helped PHOENIX Insurance deliver on all accounts whilst emerging as one of Bangladesh's premier insurance company.

I would also like to thank the Management of the Company for their services rendered in the company.

With best regards



Mohammed Shoeb
Chairman

Chief Executive Officer
Message



– Md. Jamirul Islam, Chief Executive Officer

Bismillahir Rahmanir Rahim

Assalamualikum

Honorable Shareholders,

I would like to take this opportunity to convey my heartfelt thanks to the valued clients, business partners and share-holders for their collaboration, support and TRUST. It was a financially challenging year due to business procurement and management cost was increased beyond our expectation as a result it was difficult to maintained the profit ratio according to our estimated guidelines. To save the profit and trust of the shareholders of the company, we have increased our business by taking some vigorous steps. Not limiting our services to providing solutions or settling claims, we took our relationship beyond insurance by providing our customers with a bevy of value added services which helped them manage their risks effectively and promoted wellness. While all these initiatives resulted 9.33% growth of business income of the company at the same time our prudent underwriting ensured profitability of the company. With a gross profit of TK.14.00 crore and underwriting profit of TK.5.00 Crore, today, PHOENIX Insurance is not only one of the most profitable general insurance companies in the country; in fact it is one of the few general insur-ance companies making profits out of its business operations. Over the years our philosophy of sustainable growth and judicious selection of risks has ensured less dependence on capital or reserves.

AMARSTOCK

Phoenix Insurance applies its 32 years of risk knowledge and partners with our clients so that, together, we can develop innovative insurance solutions that reach more peoples. To minimize the financial liability as well as increase the profit of the company we do assess the insurable policy very carefully. PHOENIX Insurance is leading the way towards a more resilient future by increasing its environmental, social and governance (ESG) accountability. Responsible investment has been for a long time part of our policy, and our recent switch to ESG benchmarks has helped us further mitigate risk in our investments while still benefiting from the upside potential. PHOENIX Insurance remains a leading player in the industry, supporting the development of robust regulatory and benchmarking frameworks with clear definitions, standards and methodologies that will also enable the creation of suitable investment products needed to secure widespread adoption of ESG criteria.

We have taken proper attention in time with professional manner and due to this attention; the gross premium of the Company has been increased significantly. In the year 2017, the Company was able to post a significant business growth in comparisons to the insurance industry. The gross premium increased by 9.33% to Tk. 71,30,48,761/- only as compared to Tk. 65,21,77,275/- in 2016. To build up the strength of the company, we have separated Tk. 4,50,00,000/- as reserve for exceptional loss and also made other necessary provision accordingly.

Meanwhile, our business and sustainability strategies continue to work towards delivering our mission to provide unparallel insurance service, protect our policyholders' interest and contribute to the stability of national economy. Sustainability adds value to all areas of our business and we will increase our competitive advantage by addressing our social, environmental and economic impacts – and this will help us better to meet our stakeholders' needs in the long term.

We face numerous challenges and it's clear that we cannot tackle these alone for prevailing unhealthy competition in the insurance market. We must work tightly to make sure overall growth & sustainability of the insurance market. Phoenix Insurance Company Ltd. has been grownup as a professional insurance company caring our customers' needs over the last 32 years. We have kept our expertise and tradition on the product development. Seamlessly pursuing our goal realizing customer's happiness. We believe, we have already earned the confidence of major insuring community of Bangladesh

During 2017, PICL undertook a series of initiatives, which position the company well for the emerging economic background and the regulatory framework in which we operate. Our continued commitment to service, product, and innovation remains central to our business strategy. Aligned to our selective and prudent underwriting practices, I am confident that this strategy will return PICL to sustained profitability and shareholder value.

I would like to express my sincere gratitude to PICL's Board of Directors for their continued guidance and confidence in the company and its management. I would also like to take this opportunity to express my sincere thanks and gratitude to the Govt. of Peoples Republic of Bangladesh, Insurance Development & Regulatory Authority, Bangladesh Securities and Exchange Commission, DSE, CSE, overseas re-insurers, Banks & Financial institution, different agencies, other Regulatory Bodies, Shareholders for their continued support, guidance and cooperation.

Lastly, I take opportunity to thank the management team and employees for all their hard work. In addition to this, I thank PICL's clients and business partners for their confidence in PICL.

Thanking you



Md. Jamirul Islam
Chief Executive Officer

Overview
of Phoenix Insurance Co. Ltd.

DAYS OF THE PICL

Phoenix Insurance Company Limited (PICL) is one of the leading insurance companies of Bangladesh and was incorporated as a Public Limited Company on December 1, 1986. The Company head quarters located at Purbani Annex Building (1st Floor) 1/A, Dilkusha Commercial Area, Dhaka. The Company started its business operation in most parts of the country after obtaining certificate and being registered with the department of insurance on December 1, 1986.

Mr. Deen Mohammad, the Chairman of Phoenix Group in association with Maj. Gen.(Retd) Abdul Manna Siddiqui, the founder Chairman formed the company along with some other distinguished entrepreneur's with a paid up capital of Tk.3.00 crore. Mr. Deen Mohammad, Chairman of Phoenix Group served the company as Chairman from the year 2000 to 2006 and thereafter, Mr. Mohammed Shoeb, an iconic figure was unanimously elected Chairman of the company on the 2nd of August 2006. Mr. Mohammed Shoeb played pivotal role in the developing the Insurance software system named (CIIS) in collaboration with IBCS PRIMAX using "state of the art" Oracle, Client-Server technology in Bangladesh that is being now followed by many renowned Insurance companies.

The Company offered public shares on July 28, 1994 and Company's Authorized Share Capital was raised from Tk.50.00 crore to Tk.100.00 crore on December 09, 2010. The face value of share was also changed from Tk.100.00 to Tk.10.00 and market lot size from 20 to 200 shares on January 13, 2011.

VALUES OF THE PICL

Phoenix Insurance Company Limited aims to deliver innovative customer solutions, through its wide-ranging line of products. The Management is dedicated in maintaining the highest standards of integrity and sound relationships in dealing with all stakeholders that include customer intermediaries, employees, shareholders and business partners. Our mission is to provide excellent insurance products and services to the growing needs of the national and international market. We offer a wide range of insurance services for individuals, small and medium enterprises. Furthermore, we also extend our services to global corporations.

The employees of Phoenix Insurance Co. Ltd. are dedicated to perform their best services for its valued customers and clients. They are trained with all the skills necessary for a truly outstanding customer service. The Company's focus on strengthening and expanding its global presence is reflected through the will and determination portrayed when it tapped the potential available in the Bangladeshi market. In every action, Phoenix Insurance Company Limited seeks to make a positive contribution toward community activities and is committed to perform in a socially responsible manner and ethical business etiquette. With technical expertise in the field of non-life insurance, Phoenix Insurance Company Ltd. offers unparalleled advice and personalized services in all spheres of general insurance service.

SERVICES OF THE PICL

Phoenix Insurance is broadly involved in underwriting the risk coverage of all kinds of properties or assets such as: Fire, Accident, Motor, Marine (import & export), Burglary, Cash-in safe, cash in transit, Machinery Breakdown, Terrorism and Contractors, All Risks, Erection All Risks, Aviation etc. PICL's well-founded confidence lies in the large number of banking and financial sector clients. Some of PICL's high risk-value projects include risk-coverage provision to Power generation equipments and Industrial Risk projects and also specializes in insuring Engineering and domestic Airlines concerns. Alternatively, PICL serves Bangladesh's primary industry by providing coverage to the Textile, Chemical and other sectors.

PICL's customer-centric approach drives it forward in customer care. The Company's financial strength allows the timely remuneration and settlement of the claims. A competent team of professionals works tirelessly to ensure comprehensive customer satisfaction in every moment.

PICL DEALINGS OF THE AROUND THE COUNTRY

Phoenix Insurance is one of leading General Insurance Companies of Bangladesh. It has a network of 31 branches at all important places throughout Bangladesh, and it employs a full-time trusted and talented workforce of 300 employees, their service delivery ensures that this company remains a valued brand. Phoenix Insurance Company Ltd. is a stable company because of its' steady financial and operating performance, as well as its' consistent fundamentals. The Company's Claim Paying Ability Rating is –

AA-

STRENGTH OF THE PICL

Since its establishment, Phoenix Insurance has insured the Bangladeshi customers successfully for 32 years and has progressed smoothly and steadily. At the end of 2017, the paid-up capital was Tk.40.34 crores and Reserves Fund stood at Tk. 130.37 crores. The Investment figure of the company was Tk. 89.85 cores, and the total assets were calculated at Tk. 236.49 crores.

AMARSTOCK

PHOENIX INSURANCE
RISING FROM THE ASHES

Registered Office: 1/A Dilkusha C/A (1st Floor), Dhaka-1000, Bangladesh

Notice of the 32nd Annual General Meeting

Notice is hereby given that the **32nd Annual General Meeting** of Phoenix Insurance Company Ltd. will be held on Wednesday, 27th June 2018 at 12:30 p.m. at "Muktijuddah Hall", Institution of Diploma Engineers (IDEB Bhaban), 160/A Kakrail, Dhaka-1000.

AGENDA

1. To receive, consider and adopt the Directors' Report, the Audited Accounts for the year ended 31st December 2017.
2. To declare **16% Cash Dividend** for the year ended 31st December 2017.
3. To elect Directors in place of retiring Directors.
4. To appoint Auditors for the year 2018 and fix their remuneration.
5. To transact any other business with the permission of the chair.

By order of the Board of Directors
Sd/-
Md. Rafiqur Rahman
Company Secretary

Dated, Dhaka
29th April 2018

Notes :

a) The Record Date shall be 29th May 2018 (Tuesday).

b) A member entitled to attend and vote at the Annual General Meeting (AGM) or may appoint a proxy to attend and vote in his/her stead.

c) Entry to the AGM is reserved only for Shareholders or their proxy.

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

e) Shareholders bearing Folio Numbers are requested to submit their 12 Digits e- TIN Certificate to the Share Department of the Company within 7th June 2018; failing which Income Tax at Source will be deducted from Cash Dividend @15% instead of 10%.

f) As per Directive of Bangladesh Securities and Exchange Commission (BSEC), no food or gift will be arranged at the 32nd AGM.

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নির্দেশনা অনুযায়ী আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার উপহার/খাবার/কোন ধরনের কুপন প্রদানের ব্যবস্থা থাকবে না।

AMARSTOCK

Strategic Review

PHOENIX Insurance is one of the leading Insurance companies of Bangladesh.The Company is broadly involved in underwriting the risk coverage of all kinds of properties or assets such as: Fire, Accident, Motor, Marine (import & export), Burglary, Cash-in safe, cash in transit, Machinery Breakdown, Terrorism and Contractors All Risks, Erection All Risks, Aviation etc. Since 1994 Phoenix Insurance Company Ltd. has been listed in both DSE & CSE in Bangladesh.

Forward Looking Statement (18)
Vision and Mission (19)
Strategic Objectives (19)
Future Strategy (19)
Our Core Values (20)
Code of Conduct (20)
Our Principles (21)
Company's Product & Services (22-25)
Important Information's (26-27)
History of the company (28)

AMARSTOCK

Forward Looking Statement

The forward-looking statement made is based on our beliefs, assumptions and expectations of future performance, taking into account all information currently available to us. Actual results could differ materially from the forward-looking statements made during this presentation. Although we believe that the expectations reflected in the forward-looking statements are reasonable based on the current market conditions, we can provide no assurance that our forward-looking statements will accurately reflect actual result.

These statements generally can be identified by the use of forwards looking word such as "believe", "estimate", "anticipate", "plan", "predict", "may", "hope", "can", "will", "should", "expect", "intend", "is designed to", "with the intent", "potential", the negative of these words or such other variations thereon.

These forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause the company's actual results of operations, financial condition, solvency ratios, capital or liquidity positions or prospects to be materially different from any future results of operations, financial condition, solvency ratios, capital or liquidity positions or prospects expressed or implied by such statements or cause PHOENIX Insurance to not achieve its published targets. Such factors include, among others:

- the frequency, severity and development of insured claim events, particularly natural catastrophes, man-made disasters, pandemics, acts of terrorism and acts of war; mortality, morbidity and longevity experience;
- instability affecting the global financial system;
- deterioration in global/national economic conditions;
- the effect of market conditions, including the internal equity and credit markets, and the level and volatility of equity prices, interest rates, credit spreads, currency values and other market indices, on the company's investment assets;
- changes in legislation and regulation, and the interpretations thereof by regulators and courts, affecting us or the Company's ceding companies, including as a result of shifts away from multilateral approaches to regulation of global operations;
- the outcome of tax assessment, the ability to realise tax loss carry forwards, the ability to realise deferred tax assets (including by reason of the mix of earnings in a jurisdiction or deemed change of control), which could negatively impact future earnings, and the overall impact of changes in tax regimes on business models;
- uncertainties in estimating reserves; policy renewal and lapse rates;
- extraordinary events affecting the company's clients and other counterparties, such as bankruptcies, liquidations and other credit-related events;
- legal actions or regulatory investigations or actions, including those in respect of industry requirements or business conduct rules of general applicability;

These factors are not exhaustive. The Company operates in a continually changing environment and new risks emerge continually. Readers are cautioned not to place undue reliance on forward-looking statements. PHOENIX Insurance undertakes no obligation to publicly revise or update any forward-looking statements, whether as a result of new information, future events or otherwise.

Our Vision

Our vision is to be an innovative, profitable; customer-oriented insurance enterprise with a national focus

Our Mission

Our mission to provide unparallel insurance service, protect our policyholders' interest and contribute to the stability of national economy

Strategic Objectives

- Retain leadership position in the market
- Explore opportunities by introducing new products and diversifying current product portfolio
- Pursue continuous improvement and technological advancement
- Enhance corporate capabilities and motivation through skill enhancement, management development and reward programs

Future Strategy

Key challenges in 2017 include competition and thin profit margins. To effectively manage these challenges, we continue to invest in technological solutions and enhance back-end operational efficiency.

Our strategy for 2017 is designed to deliver sustainable, profitable growth in a changing and competitive business environment in order to maintain leading position in the industry. It builds on our strengths. It places customers and their needs at the center of our business.

To take PICL to the greater height, we are focusing more closely on the markets and customers' segments where we have competitive edge, where we can offer superior value proposition to our customers.

The Company had successfully started its "On touch Payment" system and plans to cater wide customer base.

We continue to invest in our people and systems and processes to better understand our customers' needs, serve them in the way they require, increase collaboration and improve efficiency.

To act the honesty and integrity of the dealings a transparent rule is maintained in the Company.

Core Values

A principle that guides an organization's internal conduct as well as its relationship with the external world. If there are no common values, there can be no image of the future. Core values are usually summarized the mission of statement of the Company. We are committed to chase the following values to guide our decisions and our behaviors.

TEAMWORK
we work together to meet our common goals and support the clients of the Company for their betterment in long run.

RESPECT
we respect every individual; we honor the rights and beliefs of our fellow associates, our customers, our shareholders and our community. We treat others with the highest degree of dignity, equality and trust.

ACCOUNTABILITY
we accept our individual and team responsibilities and meet our commitments. We take responsibility for our performance in all of our decisions and actions. Responsibilities of our actions usually influence the lives of our fellow customers and employees of the Company.

INTEGRITY
we employ the highest ethical standards, demonstrating honesty and fairness in every action that we take.

INNOVATION
we are creative in delivering value to our fellow associates, customers, shareholders and community. We anticipate change and capitalize on the many opportunities that arise.

COMMITMENT
we are committed to roll great service and other initiatives that impact lives both within and outside the Company.

EFFICIENCY
we are devoted to increase the transparency within authorities, shareholders and simplification of rules and procedures for general public and business.

CUSTOMER ORIENTED FOCUS
we continuously seek to improve each customer's experience by listening and striving to exceed our commitments. To achieve premier customer service we must also exceed our customers' expectations, delight them, and be appreciative of their business and passionate about making them successful.

COMMUNITY
we believe that share of development to the society means contribution of the country. We take the responsibility and at the same time contribute to the society, which have defined our existence.

Code of Conduct

STANDARD OF CONDUCT
We conduct our operations with honesty, integrity and openness, and with respect for the human rights and interests of all stake holders including employees.

OBEYING THE LAW
Company is committed to comply with all the legal requirements, laws and regulations of Bangladesh.

EMPLOYEES
Company is committed to create the working environment where there is mutual trust and respect and everyone feels the responsibility for the improved performance and reputation of the Company.

It recruits, employs and rewards employees purely on merit and on the basis of the qualification, experience and abilities needed for the work to be performed.

It is committed to provide safe, healthy and pleasant working environment to all employees. Company will not use any form of forced, compulsory or child labor.

It is committed to work with employees to develop and enhance each individual's skills and capabilities, provide training to groom them on the basis of their Training Needs Assessment analysis.

It respects the dignity of employees and the right of individual to express freely.

Company maintains good communication link with employees through Company based information and consultation procedures.

INSURED
It is committed to provide prompt and efficient services to its clients by properly insuring their risk, doing risk assessment and by issuing insurance policies to meet various requirements of the clients. It endeavors to provide peace of mind and security to its clients pursuing ethical and professional practices.

SHAREHOLDERS
Company will conduct its operations in accordance with principles of good corporate governance. It will provide timely, regular and reliable information on its activities, structure, financial situation and performance to all the shareholders.

BUSINESS PARTNERS
Company is committed to establish mutually beneficial relations with its insured, reinsurers and business partners.

In the business dealings, the Company expects its partners to adhere to business principles and ethical practices consistent with its own.

COMMUNITY INVOLVEMENT
Company strives to be a trusted corporate citizen and, as integral part of society, to fulfill its responsibilities to society and communities where it operates.

PUBLIC ACTIVITIES
Company will promote and defend its legitimate business interests.

It will co-operate with the government and other organizations, both directly and through bodies such as Insurance Association of Bangladesh, in the development of proposed legislation and other regulations that may affect legitimate business interests.

Company neither supports any political group or party nor contributes to the funds of any group whose activities are aimed at, directly or indirectly, to promote party interests.

THE ENVIRONMENT
Company is committed to making continuous improvement in the management of environmental impact and to the long term goal of developing a sustainable business.

Company will work in partnership with others to promote environmental care, increase understanding of environmental issues and disseminate good practice.

COMPETITION
Company and its employees will conduct their operations in accordance with the principles of fair competition and all applicable regulations without compromising on ethical practices.

BUSINESS INTEGRITY
Company does not give or receive, whether directly or indirectly, bribe or other improper advantages for business or financial gains. No employee may offer, give or receive any gift or payment, which is, or may be construed as being, a bribe. Any demand for, or offer of, a bribe must be rejected immediately and reported to the management.

Its accounting records and supporting documents must accurately describe and reflect the nature of the underlying transactions transparently. No undisclosed or unrecorded account, fund or asset will be established or maintained.

CONFLICT OF INTERESTS
Company's employees are expected to avoid personal activities and financial interests that could conflict with their responsibilities to the Company. They must not seek gain for themselves or for others through misuse of their positions.

COMPLIANCE-MONITORING-REPORTING
Compliance with these principles is an essential element in our business success. The Company's Board of Directors (the Board) is responsible for ensuring that these principles are communicated to, and understood and observed by, all employees.

Responsibilities are properly delegated to the senior management. They are responsible for implementing these principles, if necessary through more detailed guidance tailored to local needs.

Assurance of compliance is given and monitored each year. Compliance with the Code is subject to review by the Board and supported by the Audit Committee of the Board.

Any breaches of the Code must be reported in accordance with the procedure specified by the management.

The Board of the Company expects employees to bring to their attention, or to that of senior management, any breach or suspected breach of these principles.

Provision has been made for employees to be able to report in confidence and no employee will suffer as a consequence of doing so.

Our Principles

To act the honesty and integrity of the dealings a transparent rule is maintained in the Company.

Put the customer at the center of all our actions.

Utilize consumer insights, data and technology to serve customers and generate growth and attractive economic returns.

Execute well considered decisions with precision and speed.Execute well considered decisions with precision and speed.

Focus relentlessly on those few things that provide the greatest impact.

Be a learning organization that leverages successes, learns from failures and continuously improves.

Provide employees and agencies fulfilling work, personal growth and performance based rewards.

Take an enterprise view of our people and processes and work as a single team to advance all state rather than our individual interests.

Company's
Products & Services

Service details

The record says we take a personal interest … in what you value most

Phoenix Insurance Company Ltd., which plays the best role at general insurance sector in Bangladesh and beyond, offers you a varied list of services in accordance with the popular requirements at the insurance sector. The products and services of the Phoenix Insurance are as follows:

Fire Insurance:

A fire incident may cause severe property damage of an individual or organization. Consequently an individual may suffers serious financial hardship and an organization may become sick and could be unable to resume their business. Under this situation a Fire Insurance protection becomes meaningful to the insuring public. An insurance company ensures the property owner to protect them from the financial losses arising out of the unforeseen fire incident. A dwelling house, Shops, Offices, Godowns, Factories and various Manufacturing Industries and its contents may be covered under Fire Insurance protection.



The following types of policies are issued under Fire department:

- Standard Fire Insurance Policy
- Fire and allied perils Policy
- House hold policy
- Industrial All Risk Policy
- Power Plant Operational Package Insurance.

A standard Fire Insurance policy may be extended with the following allied perils on payment of additional premium.

- Riot and Strike damage
- Malicious damage
- Earthquake fire and Shock damage
- Explosion damage
- Impact damage
- Aircraft damage
- Cyclone, Storm, Hurricane, Tornado, Flood and Inundation
- Business Interruption or Profit Loss.

MAR STOCK

Marine Insurance:

The following types of Marine policies are normally issued under Marine insurance department:

Marine Cargo Policy: Marine cargo policy provides financial protection from the losses/damages of imported goods caused by maritime perils during its transportation by ocean vessel/Lorry/Aircraft. It also provides coverage for the carriage of goods by Inland transport/vessels within the territorial limit of the country.

The following coverage's are given under marine insurance policy depending upon the extent of risks and the premium rates of them are different.

Motor Insurance:

Motor Insurance protects the insured from the cost and expenses of the damages of vehicle as well as their liability to third parties property damage, bodily injury or death due to an unexpected accident.

The following types of policies are issued under Motor department:

- Comprehensive Risk Policy
- Act Liability Policy

Comprehensive Risk Policy: This policy provides coverage for the vehicle's own damages and Third party's loss such as property damages and bodily injury or death.



- Institute Cargo Clause "C" (ICC'C')
- Institute Cargo Clause "B" (ICC'B')
- Institute Cargo Clause "A" (ICC'A')

On payment of additional premium the risks War and SRCC may also be covered.

Marine Hull Policy: Marine Hull policy provides the coverage for loss and damage to the hull and machinery of the ship.

The following types of Marine Hull Policies are issued on the basis of risks coverage

- Comprehensive Risks
- Total Loss only (TLO)

Act liability Policy: This policy covers liability of the insured for Third party's property damages and bodily injury or death only arising out of the use of insured vehicles.

Engineering Insurance:

- Machinery Breakdown Insurance (MBD)
- Contractors All Risks Insurance (CAR)
- Erection All Risks Insurance (EAR)
- Contractors Plant & Machinery Insurance (CPM)
- Deterioration of Stock Insurance (DOS)
- Electronic Equipment Insurance (EEI)
- Boiler and Pressure Vessels Insurance (BPV)

The Contractors All Risks Insurance: It covers physical loss or damage to property, as well as third party liability related to work conducted on the construction site.

Erection All Risks: It offers comprehensive coverage for plant and machinery construction risks.

Machinery breakdown Insurance: It covers damage to the sudden physical loss/damage of machineries caused by various reasons as covered by the policy.

Contractor's Plant and Machinery Insurance: It covers any loss or damage occurring at work, during maintenance operations and is limited to construction plant only.

Miscellaneous Insurance:

- Cash in Transit Insurance
- Cash/Property in Premises
- Personal Accident Insurance
- Peoples Personal Accident Insurance
- All Risks Insurance
- Public Liability Insurance
- Burglary Insurance policy
- Comprehensive General Liability Insurance
- Fidelity Guarantee Insurance
- Safe Deposit Box (Bank Lockers)
- Hotel Owners All Risks Insurance
- Workmen's Compensation Insurance
- Money Insurance Policy
- Cattle Insurance



Electronic Equipment Insurance: This insurance provides coverage for all electrical systems.

Deterioration of Stock Insurance: Loss is covered if it occurs due to sudden physical loss of or damage to the Machinery.

Boiler and Pressure Vessel Insurance: Boiler explosion is covered.

Miscellaneous insurance also includes the following insurance coverage:

Cash on Counter/in Safe: The insured gets coverage if his/her cash is looted, robbed or stolen from the counter, drawers from the locked iron safe by burglary house breaking through forcible entry and exit from the insured premises.

Personal Accident: It provides for payment of specified capital benefits following accidental death, bodily injury caused by an accident.

Peoples Personal Accident: It provides coverage for accidental death only.

Personal Air Travels: Coverage is given against accidental death at the time of travel by air.

Money Insurance Policy: This policy insures against physical loss of or physical damage to the insured property up to the amount(s) insured whilst in or upon the premises occurring during the period and for vehicle risk whilst in transit by a four wheel motorised vehicle, pavement risk and ATM risk whilst within the territorial limits.

Besides, other insurance facilities include under different categories such as cell phones, neon sign etc.

Aviation Insurance:

Aviation insurance covers the hull and liability hazards of both commercial airlines and private aircrafts.

Earthquake Insurance:

Coverage is for direct damage resulting from earthquake. Earthquake insurance coverage can be purchased with the standard fire policy by paying additional premium.

Riot and Strike Damage Insurance:

Riot and Strike Damage insurance coverage for the damage of the property resulting from riot and strike damage. Riot and strike damage is defined by most state laws as a violent disturbance involving three or more persons from the point of same intention





Overseas Mediclaim Insurance:

- Business and Holiday (B&H)
- Corporate Frequent Travel (CFT)
- Employment & Studies (E&S)

Important Information's

Phoenix Insurance Company Limited (PICL) is one of the leading First generation insurance companies of Bangladesh and was incorporated as a Public Limited Company on November 27, 1986. It obtained registration from former Chief Controller of Insurance, Government of Bangladesh on 4th December 1986. Phoenix Insurance Company obtains renewal license from the IDRA when the Authority came into being in 2011. The Company within the stipulations laid down by Insurance Act-2010 and directives as received from time to time from IDRA provides Non life Insurance Services. The Company carries its Insurance activities through 31 branches across the country. The details information of the company is as follows:

NAME OF THE COMPANY:
Phoenix Insurance Company Limited

LEGAL SHAPE:
Public Limited Company

CERTIFICATE OF INCORPORATION:
C-17013/417 of 1986-1987
Dt. 27th November 1986

COMPANY'S REGISTRATION NO.:
Controller of Insurance/
IDRA No. CR-7/86

CERTIFICATE OF COMMENCEMENT OF BUSINESS:
Issue No. 3827-29
Dt. 1st December 1986

AUTHORIZED CAPITAL:
Tk. 100.00 crore

PAID-UP CAPITAL:
Tk.40,34,15,720.00
(as on 31st December 2017)

SHAREHOLDING STRUCTURE:

Type of Shareholders	No. of shareholders	No. of shares	% of paid up capital
Sponsor/Director	21	1,88,20,738	47
General Public (Institutions)	51	1,21,03,445	30
General Public (Individuals)	3,358	94,17,389	23
Total	**3,430**	**4,03,41,572**	**100**

REGISTERED OFFICE:

Purbani Annex Building (1st Floor),
1/A, Dilkusha Commercial Area,
Dhaka-1000, Bangladesh.
G.P.O Box No.3647
Phone & Fax:
Phone: 9563609 (PABX)
Fax: 880-2-9563576
Mail & Web-site:
mail@Phoenixinsurance.com.bd
Web site: www.phoenixinsurance.com.bd.

NATURE OF BUSINESS:
All kinds of Non-Life Insurance Business

LISTING STATUS:
Listing Date

DSE:
4th December 1994

CSE:
4th December 1994

CLOSING MARKET PRICE
on 31 December, 2017



MARKET CATEGORY:

A
Category

TAX PAYER'S IDENTIFICATION NUMBER (TIN):
441630329224

VAT REGISTRATION NUMBER:
19011002343

CREDIT RATING INFORMATION:

AA-

AUDITORS:
Malek Siddique Wali
Chartered Accountants

LEGAL ADVISORS:
Barrister Imtiaz Moinul Islam
Advocate Mansur-Ur-Rahman
Barrister Mehedi Hasan Chowdhury
Advocate Rafiuddin Ahmed
Hasan-Ur-Rashid Tutul, LL.B (RJSC matter)

TAX CONSULTANT:
Mr. Khokan Chandra Baidya

CHAIRMAN OF THE COMPANY:
Mohammed Shoeb

CHIEF EXECUTIVE OFFICER (CEO):
Md. Jamirul Islam

CHIEF FINANCIAL OFFICER (CFO):
Monoranjan Kundu

COMPANY SECRETARY:
Md. Rafiqur Rahman

NUMBER OF EMPLOYEES:



300

NUMBER OF BRANCHES:



31

NUMBER OF SHAREHOLDERS:



3,430

PRINCIPAL BANKERS:
The City Bank Limited
Dutch Bangla Bank Ltd.
AB Bank Ltd.
Pubali Bank Ltd.
Shajalal Islami Bank Ltd.

MEMBERS:
Bangladesh Insurance Association
Dhaka Chamber of Commerce & Industry
Bangladesh Publicly Listed Companies

AMARSTOCK

History
of the comopany



2011

DSE & CSE implement the decisions of changing the share price value (face value) from Tk.100/- to Tk.10/- and market lot from 20 to 200 shares
13 January, 2011

Prospectus issued for public floatation of shares
28 July, 1994

First trading of share on Dhaka Stock Exchange Ltd.
04 December, 1994

Listing with Dhaka Stock Exchange Ltd.
04 December, 1994

1994



2010

Obtained permission from Controller of Insurance to increase Company's Authorized Share Capital fromTk.50.00 crore to Tk.100.00 crore
09 December, 2010

Obtained permissionfrom SEC regarding changes of Company's Share Face Value & lot size
26 December, 2010

1990 First dividend declared
21 April, 1990

2004 Agreement sign with CDB
27 December, 2004

1986

Incorporation of the Company
27 November, 1986

Obtained Certificate for Commencement of Business
01 December, 1986

Registered with the Department of Insurance
04 December, 1986

Start of demate settlement
15 January, 2005

2005

Issuance of first bonus shares
01 July, 2003 **2003**

Corporate Directory

Board of Director's (30)
Directors Profile (31-39)
Management Profile (40-43)
Branch Management (44-46)

AMAR STOCK

board of directors

CHAIRMAN
Mohammed Shoeb

FORMER CHAIRMAN
& Director
Deen Mohammad

DIRECTORS
Aziz-Al-Mahmood
Mazharul Haque
Wasif Ahamed
Badruddoza Mannan
Sadia Anjum Siddiqui
Manzoorul Haque
Rokshana Begum
Sadaf Shamsad Haque
Mohammed Haider Ali
Khorshed Zahan Begum
Dr. Sharmin Sultana
(Nominated Pakiza Textile Ltd.)
M. A. Majid

INDEPENDENT DIRECTORS
M. Maniruzzaman Khandaker
Iram Ali
M. Badiuzzaman

MANAGING DIRECTOR
Md. Jamirul Islam

COMPANY SECRETARY
Md. Rafiqur Rahman

AMAR STOCK

Directors' Profile



Mohammed Shoeb
Chairman

Mohammed Shoeb, (born on February 9, 1968) was unanimously elected Chairman of Phoenix Insurance Company Ltd. on the 2nd August 2006, a leading general insurance company with operations spanning most parts of the country. An iconic figure, Mr. Shoeb also holds several key positions on various regulatory and professional boards. In retrospect, the 50-years-old has showed remarkable efficiency in discharging responsibilities he has shouldered from the beginning till now.

Mr. Shoeb commenced is Chairman of the The City Bank Ltd. His business career as a director of The City Bank Ltd. from 1990 - 2007. He served as Vice-Chairman of the City Bank Ltd. for the period between 2001-2002. He returns to the Board of City Bank in May 2012. Prior to assuming the most desired office of the Chairman of Phoenix Insurance, he prepared himself through his hard work in the company as vice-chairman. His experiences gradually rose to an impressive level since; he has been serving as Vice-Chairman of Phoenix Finance, Phoenix Securities, Phoenix Group of Industries, and as a director of a good number of companies including Phoenix Spinning Mills, Phoenix Textiles Mills, Rangdhanu Spinning Mills and Appollo Ispat Complex Ltd.

Mr. Shoeb has played a pivotal role in the developing of the online-three-tier, Insurance Software System named (CIIS) for Phoenix Insurance which has been developed in collaboration with IBCS Primax using "State-of-The-Art" Oracle, Client-Server technology and is being used today locally and over the Internet at many different private sector Insurance Companies of Bangladesh. Dynamic and forward-moving Mr. Shoeb is widely accredited with introducing IT-infrastructure in the companies he served. He facilitated the online banking service for the City Bank Ltd., and introduced international credit card 'Visa' for the banking industry.

Mohammed Shoeb, born and raised in the capital city of Dhaka, holds a bachelor's degree in Business Administration from University of Waterloo, UK. He obtained his earlier education from International School of Singapore and Green Herald International School in Dhaka. He is a permanent member of Dhaka Club Ltd. & Gulshan Club Ltd.

AMAR STOCK

Directors' Profile



Deen Mohammad
Director

Mr. Deen Mohammad, the legendary figure of Phoenix Group of Industries and Apollo Group, is a man with a mission. His mission is to inspire new generations, colleagues, people living in neighborhood to become more intimately involved in trades and commerce that will ultimately build up an impressive, self-reliant future for us all.

Mr. Deen Mohammad started his business career in 1960 with trading business and established himself firmly in the business arena in Bangladesh. He is the founder Chairman of Phoenix Group of Industries, which is associated with Phoenix Textile Mills Ltd., Phoenix Spinning Mills Ltd., Phoenix Fabrics Ltd. and Eastern Dyeing & Calendaring Works Ltd. He served as Chairman of the PICL for the period between 2000-2006 and also the founder Chairman of The City Bank Ltd., Phoenix Finance & Investment Ltd., Phoenix Securities Limited and the Apollo Group of Industries. He is Director of The City Bank Ltd.

He has earned name and fame in Business Community for his honesty, integrity, dedication, hard work and high degree of sense of responsibility. He traveled most of the world for the purpose of promotion of his Business Enterprises. His experience expanded in time, reflects on his great job that he had done all over the country which found a prosperous future in this century of modernization.

At the time he engaged all his might in developing business enterprises, the charitable man never forgot the sufferings of the poor people. He is the honorable lifelong member of Dhaka Club Ltd, Gulshan Club Ltd, Uttara Club and Rotary Club.

WWW.STOCK



Mazharul Haque
Director

Mr. Mazharul Haque is an Entrepreneur and the proprietor of Eastern Foundry & Re-rolling Mills Ltd., Hotel Al-Hellal, Lubab Airscape and Lubab Men's Essentials. He is also a director of Phoenix Securities Ltd. He is the eldest son of Late Mr. Helaluddin, the famous contractor and builder of the National Mosque Baitul Mokarram in Dhaka. Mr. Haque associated with so many social and charitable institutions in the country and travelled many countries of the world.



Aziz-Al-Mahmood
Director

Director Mr. Aziz-Al-Mahmood joined the Board at the inception of the company i.e. 1986. He completed his graduation from the US International University, London, UK. Mr. Aziz joined Partex Star Group at an early age. With his inherent quality of leadership and pragmatic outlook, he became one of the Group's directors within a short time. Mr. Mahmood's diverse leadership qualities as Managing Director of Partex Star Group's key units have made quick turnarounds possible even under a competitive environment. He is Chairman of the IDLC. Mr. Aziz Al Mahmood is also actively engaged with number of social, philanthropic and charitable institutions.



Wasif Ahamed
Director

Mr. Wasif Ahamed is a Director of Phoenix Insurance Company Limited since 1999. He is an MBA. His father Late Mr. Nasiruddin Ahmed was an industrialist, also one of the founder Sponsor Director and the Vice-Chairman of Phoenix Insurance Company Limited, he was also a founder Sponsor Director of Islami Bank Bangladesh Ltd. Mr. Wasif is also associated with Phoenix Holdings Ltd. and Tiger Wire and Re-Rolling Mills. He also conducts import business.

Directors' Profile



Manzoorul Haque
Director

Manzoorul Haque, Director of Phoenix Insurance Company is well educated and also sponsors director of Phoenix Securities Limited. He is a young businessman and is independently managing the family business for the last 12 years. He is also involved with social and sports activities. Mr. Manzoorul travelled extensively for the promotion of Business in many countries in the world and participated with various Socio-Economic programmes at home and abroad.



Mohammed Haider Ali
Director

Mr. Mohammed Haider Ali studied in the United States and obtained BBA in Management from the Pacific State University, Los Angles California. He lived and worked in the United States and returned to Bangladesh in 1993 and finally joined the family business that was started by his father.



Badruzddoza Mannan
Director

Mrs. Mannan is the Managing Director of Miraro Carriers Ltd., and is the Chairman of Nautical Shipping. She is the wife of the Founder Chairman of Phoenix Insurance Company; Late Major General Abdul Mannan Siddique (Retd).



Mrs. Rokshana Begum
Director

She is the most cherished woman of the entire Phoenix Family who has whole heartily supported Mr. Deen Mohammed during his good and bad times. She has the spiritual insight whose blessing is always sort for before the commencement any journey. She is a major shareholder in Phoenix Securities and Phoenix Group of Industries.



Sadia Anjum Siddiqui
Director

She is the daughter of Mr. Abdul Mabood Siddiqui, Founder of Reddy Siddiqui & Company, a Chattered Accountancy Firm and Business Advisors in England. Sadia Siddiqui studied at the St. Martins School of Art & Design (in London). She holds a bachelor's degree in Textile Designing. She has worked as a Freelance graphics designer and Hand Printer of Silk Fabrics in London.



Sadaf Samsad Haque
Director

Sadaf Samsad Hoque holds a professional teaching certificate from the University of Cambridge. Sadaf Samsad studied at the Devry Engineering College in Chicago, USA. She joined the Company as a Director in the year 2008.

Directors' Profile



M. A. Majid
Director

Mr. M.A. Majid, son of Late Abdus Sattar, born in 01-01-1940, Director of Appollo Ispat Complex Limited, is an established business personality. He started business career in 1960 with trading business. He entered into Industries in 1962 and established himself firmly in the business arena in Bangladesh and he is pioneering in Industrialization of the country. Having vast experience in the field of management of industry and finance, he became the founder Director of Phoenix Group of Industries which comprises of Phoenix Textile Mills Limited, Phoenix Spinning Mills Limited, Phoenix Fabrics Limited, Rangdhanu Spinning Mills Limited and Palash Spinning Mills Limited.

Mr. Majid actively participated in the formation of Phoenix Insurance Company Limited and also played vital role establishing Phoenix Finance & Investments Limited, one of the reputed Leasing Companies of the country, of which he was a founder Director. He is also the founder Managing Director of Phoenix Spinning Mills Limited.



Dr. Sharmin Sultana
Director

Dr. Sharmin Sultana, Nominee Director of Pakiza Textiles Ltd. elder daughter of renowned businessman Md. Rafiqul Islam owner of Pakiza Group of Industries, She is an Eye specialist and completed her study from Bangladesh Medical College & Hospital, Dhaka. Dr. Sharmin Sultana also the Director of Pakiza Textiles Ltd.



Mrs. Khorshed Zahan Begum
Director

Mrs. Khorshed Zahan Bgum, wife of reputed businessman Mr. Mobarak Ali, she whole heartily supported her husband during his good and bad times. She joined the Company as a Director on 28th February 2012.

PHOTOSTOCK



M. Maniruzzaman Khandaker
Independent Director

M. Maniruzzaman Khandaker, (born on May 8, 1940) was appointed as Independent Director of Phoenix Insurance Company Ltd. on the 28th August 2014, a leading general insurance company with operations spanning most parts of the country. An experienced and qualified personal, Mr. M Khandaker also holds several key positions on various regulatory and professional boards. In his colorful life he has showed remarkable efficiency in discharging responsibilities from the beginning till now.

Mr. M. Maniruzzaman Khandaker completed M.Com (Management) in 1961 from Dhaka University and obtained LL.B professional degree from the same university and joined as lecturer at Ananda Mohan College, Mymensingh for the period from 1961 to 1965. He started his carrier with Pakistan Civil Service (Taxation) at 1965 and retired as Member of National Board of Revenue. He was Director of Bangladesh Commerce Bank from 1997 to 1998 and Chairman of Karmashangsthan Bank Limited from 1998 to 2001 and 2009- June 2013. Due to his professional knowledge he was Law Adviser of The City Bank Ltd. At present served as Lawyer of Fiscal Law and holding the position of Chairman of Midland Bank Ltd. He attained various training and seminar program in local and abroad.

Mr. M Maniruzzaman Khandaker has vast knowledge in Fiscal Law, Financial and Non Financial Sectors, Company Matters, Corporate Tax and VAT. He engaged with social work.



Iram Ali
Independent Director

Iram Ali was appointed as Independent Director to the Phoenix Insurance Company Ltd on the 28th August 2014. She is graduated with Bachelor of Commerce from University of Guelph, Canada and obtains Honours degree in Global Business Management from Humber College, Toronto, Canada. Iram Ali completed many courses related to Sales force management, Supply chain management, Global business strategy, operations& management of the hospitality & tourism industries as well as courses in accounting, marketing, foodservice operations, customer and organizational behavior and human resources.

Iram Ali achieved certificates and award for her professional and volunteer services. She is knowledgeable lady and visited various countries around the country.

STOCK

Directors' Profile



M Badiuzzaman
Independent Director

Mr. M Badiuzzaman is a versatile and experienced business professional with extensive knowledge and networking capacity to revolutionize business decision-making in international trade, commerce and the finance industry.

He is a proficient businessman involved with local and overseas companies in Bangladesh and Singapore. His business affiliations are as following:
.facebook.com/weddingmomentbd/

Chairman, Advance Homes Pvt. Ltd. Bangladesh (Residential and Commercial Real-Estate Development and Consultancy in Bangladesh)
.facebook.com/weddingmomentbd/

Partner, Advance Corporation, Bangladesh (Export-Import and Commodity Trading in Bangladesh)

Sponsor Director & Shareholder, NRB Bank, Bangladesh

Chairman, Bangladesh-Singapore Investment & Technologies Ltd. (Technology and Development Project-based Company in Bangladesh)

Chairman, Bangladesh-Singapore Development Ltd. Bangladesh (Real-Estate Development & Sourcing Company in Bangladesh)

Managing Director, Tania International Pte Ltd. Singapore (Export-Import and trading of Commodities and Business Consultancy in Singapore since 1990)

Managing Director, Tania Development Pte. Ltd. Singapore (Commercial & Industrial Real Estate Management Company in Singapore since 2008)

Managing Director, Rajib Enterprises Pte. Ltd. Singapore (Food & Beverage and Publications Business in Singapore since 1989)

Sole Proprietor, Asia Pacific Realty Investment Service, Singapore (Project-based Consultancy Company in Singapore 2008)

Sole Proprietor, Aangan Fine Dining Restaurant, Singapore (Restaurant business since 1994 in Singapore)

Managing Editor, The Far Eastern Business Review, Singapore (International Business Publication since 2013 in Singapore)

Mr. M Badiuzzaman is a Graduate from Dhaka University and holds corporate/individual membership of Singapore Business Federation (SBF), Singapore, Textile & Fashion Federation (TAFF), Singapore, International Business Forum of Bangladesh (IBFB) and Real Estate and Housing Association of Bangladesh (REHAB).

Mr. M Badiuzzaman appointed as Independent Director of PLCL on 27th April 2015.

AMAR STOCK



Md. Jamirul Islam
Managing Director & CEO

Mr. Md. Jamirul Islam was born on December 02, 1964 in a renowned family from Gorchi in Chittagong Rowzan. Mr. Islam started his career with Phoenix Insurance Co. Ltd. as a Probationary Officer in early 1st January 1987 after obtaining Masters Degree from Dhaka University. During his 32 years service career he worked in various branches of Phoenix Insurance Co. Ltd. and contributed excellent support for the development of the company. Mr. Islam has been awarded several times for tremendous business performance of the company. His desire for learning combined with his intelligence has amazingly created him forward-looking. He is punctual in his service and build up the confidence with the management and clients in the services rendered by him. In 2006, he promoted to the rank of Deputy Managing Director and became Additional Managing Director in 2010.

He worked unremittingly to take the Insurance Company to its new height of excellence. In May 2011 he was elevated to the rank of Managing Director & CEO in recognition of his contribution to the Phoenix Insurance Company Ltd. by approval of the Insurance Development & Regulatory Authority (IDRA). In every aspect of his career by showing efficiency and determination he holds the most respective position in the insurance industry. His vast experience reflects on his great job that he had done all over the company, which found a prosperous future in this century of modernization. By this time Bangladesh Insurance Association selected him as a member of technical non-life/sub-committee to investigate into the alleged irregularities to bring discipline in the insurance market and avoid punitive action from Regulatory Authority. He is a member of the Bangladesh Insurance Executive Club.

Mr. Islam has attended a good number of professional training courses, seminar, workshop etc. and also engaged with different social and cultural organizations. He likes to travel and regularly visit many countries. By this time he visited USA, Malaysia, Thailand, India, Singapore, Bahrain, Qatar, Dubai, Nepal, Bhutan etc. for professional & personal purpose. In retrospect, the 53 years old has showed remarkable efficiency in discharging responsibilities he has shouldered from the beginning to till now.

TRUE STOCK

Management
Profile



Md. Jamirul Islam
Managing Director &
Chief Executive Officer (CEO)
Born - 1964

Md. Jamirul Islam started his career with Phoenix Insurance Co. Ltd. as a Probationary Officer in early 1987 after obtaining Masters Degree. During his career of 31 years, he has been awarded several times for business development of the company. He was the Manager of English Road Branch, Dhaka for 14 years. Mr. Islam was given the charge of company's Local Office as General Manager in 2004 and was promoted to the rank of Additional Managing Director for outstanding business performance of the Local Office. Md. Jamirul Islam assumed the Office of the Managing Director & CEO with effect from May 02, 2011 by approval of the Insurance Development & Regulatory Authority (IDRA). Mr. Jamirul has visited Singapore, Malaysia, India, Bahrain, Qatar, Thailand, Dubai, Nepal and Bhutan for professional & personal purpose.



Monoranjan Kundu
Deputy Managing Director &
Chief Financial Officer (CFO)
Born - 1953

Professional Experience
Mr. Monoranjan Kundu started his career in insurance sectors in 1985 with National Life Insurance Co. Ltd. and joined Phoenix Insurance Co. Ltd. in the year of 1990 as a head of Internal Audit Department. In the year 1993, he was trusted the additional charge of head of share Department. Mr. Kundu is holding the charge of head of the Finance and Accounts Department since 2000 and is promoted to the rank of the Senior General Manager in 2009 there after he has been promoted to the rank of Deputy Managing Director & CFO. He earned 36 years restless experience in the company's Finance and Accounts, Audit, Share dealing, Vat, Tax matter and Investment portfolio.

During his service period, Mr. Monoranjan Kundu attended a good number of training courses, seminar & workshop in relation to Accounts & Finance. He also completed training course on "IPO & Share valuation" from CTAL (2) and Professional Course on "TAX Management (2nd Batch)".



Md. Rafiqur Rahman
Executive Director
& Company Secretary
Born - 1969

Professional Experience
Mr. Rafiqur Rahman joined in the Phoenix Insurance Company Ltd. in 2007 as Company Secretary to the rank of DGM and at present he is holding the position of the Executive Director. Mr. Rahman looks after the responsibility of Board affairs, legal & Compliance matter of the company. Mr. Md. Rafiqur Rahman started his career with YOUNGONE Group, DEPZ, Saver, Bangladesh in 1995. Thereafter, he served with Chemical Industries (listed company of DSE), Express Insurance Ltd. and Energypac Engineering Ltd. at Accounts & Finance Department and other various important capacities.

External Experience
During his service period, Mr. Rafiqur Rahman attended a good number of training courses and seminar in relation to Accounts & Finance, Board, Company Law, Securities & Exchange Rules and etc. He also completed a training course on "International Financial Reporting Standards" from the Institute of Chartered Accountants in England and Wales (ICAEW). Mr. Rahman successfully completed Future CEO training Program from WSDA.

Educational Background
- Master of Commerce in Accounting, University of Dhaka, Bangladesh
- Chartered Accountant (Inter), ICAB
- Bachelor of Law (LL.B.)



Sunil Krishna Saha
General Manager & Head of
Re-insurance Department
Born - 1950

Professional Experience
Mr. Sunil Krishna Saha served in Sadharan Bima Corporation about 38 years in the different capacities and retired as Assistant General Manager. During his service period in Sadharan Bima Corporation, he has participated extensive overseas Re-insurance program in U.K., Singapore and Srilanka. In the year 2009, Mr. Saha joined in the Phoenix Insurance Co. Ltd. as General Manager and looking after Company's Re-insurance affairs with Local and Overseas Re-Insurance Market.

External Experience
Mr. Saha obtained Insurance Diploma from Bangladesh Insurance Academy in 2004. He also completed training course on Reinsurance, Underwriting & Claims from Tysers, London.

Educational Background
- Master of Commerce in Accounting, University of Dhaka, Bangladesh



Md. Shafikur Rahman
Senior General Manager & Head
of Branch Control
& Underwriting Department
Born - 1975

Professional Experience
Mr. Md. Shafikur Rahman started his career with Prime Insurance Co. Ltd. as Assistant Manager in 2000. After completion of MBA Mr. Shafikur Rahman joined the Phoenix Insurance Company Ltd. in 2006 as Manager. Mr. Rahman is holding the charge of head of the Branch Control and Underwriting Department since 2007. He is now holding the rank of Senior General Manager.

External Experience
He has participated in various professional training, seminar and workshop in the Bangladesh Insurance Academy, Bangladesh Insurance Association and various training Institutions. Mr. Rahman successfully completed Future CEO training Program from WSDA. Mr. Rahman has been awarded several years for his tremendous business performance of the company. He is associated with a good number of socio cultural organizations.

Educational Background
- B. Sc.(Hon's) & M.Sc. in Geography & Environment, University of Dhaka, Bangladesh
- MBA in Finance
  University of Darul Ihsan, Dhaka



Major Md. Shafiqur Rahman Khan (Retd.)
General Manager & Head of Common
Service Department
Born - 1964

Professional Experience
Major Md. Shafiqur Rahman Khan (Retd.) started his career in Bangladesh Army, after retiring from Bangladesh Army he joined the Phoenix Insurance Company Ltd. in 2015 as General Manager of Common Services Department after completing his contractual service in Sena Kalyan Sangstha (SKS). Besides SKS, he also served in many reputed organization at higher level. He is an experienced veteran who holds a wide range of experiences especially in the field of Human Resource Development, Administration, Logistics and Supply Chain Management. During his service in SKS, Major Md. Shafiqur Rahman Khan (Retd.), a pro active, versatile and talented officer was entrusted with the responsibilities to acquire licenses for two insurance companies (Non Life & Life) and thus performed entire task and achieved profound knowledge on insurance company and its functions and operational activities.

External Experience
Mr. Khan also served in different capacities in USA and obtained a diploma degree in Software Applications and CNA/Programming from USA. He attended a good number trainings and courses home and abroad and visited many countries of the world.

Educational Background
- Bachelor of Arts,
  National University, Bangladesh
- MBA (Professional)

Management
Profile



S. M. Jashim Uddin Ahammed, General Manager
Head of HR & Admin Department
Born - 1961

Professional Experience
Mr. S.M. Jashim Uddin Ahammed started his career with Grameen Bank (A Nobel prize winner organization) as a Probationary Officer (Admn) at Head Office in 1985.

He held Grameen Bank more than 13 years in different important positions as Area Manager, Program Officer, Unit Chief of Training & Special Program Unit, Evaluation & Monitory Unit, Audit Unit, Inter branch accounts unit in different area & Zonal Offices & Assistant Project Director of Southern Agricultural Project (sister concern of Grameen Bank). In 2002 he joined Global Insurance Limited as Company Secretary & Head of Admn & HR, Common Services & PR department. During his 13 years service in Global Insurance Ltd. he contributed excellent support for the development of the Co. Prior of this he worked with Hamko Group as Head of Admn & Secretary MD & CEO Secretariat & performed various important responsibility. Mr. Ahammed joined the Phoenix Insurance Company Ltd. in 2016 as General Manager & Head of HR & Administration Department.

External Experience
He completed certificate course on Management & Marketing Sales Management and Salesmanship from Bangladesh Institute of Management (BIM). Quantum Graduate Mr. Ahammed successfully completed Future CEO training Program from Workplace Skills Development Academy of Newzealand (WSDA) and as a result he got the position of Senior Faculty Member of WSDA.

He awarded certificate for wining 1st United Nations General Knowledge competition, Co-ordinate 2 (two) International Dialogue program in Grameen Bank where 23 countries delegates are participated, Organized & successfully completed Four Global Insurance Golf Cup Tournament at Army Golf Club, Two Global Insurance Table Tennis Tournament under Bangladesh Table Tennis Federation. Arranged two seminars on (i) "The Role of Insurance, Fire service & Public awareness, for Preventing Fire Loss". (ii) Road safety awareness: Role of Insurance & Traffic Department. Mr. Ahammed is a guest speaker of WSDA, CSD Club International, Step up foundation etc. He has edited many magazines, souvenir and periodicals. He participated in various professional training & courses namely Bangladesh Insurance Academy, DSE, BSEC, ICSB, British council, Grameen Trust, BIAC, Yoga Foundation, Tasauf Foundation, British American Language Institute Dhaka etc. He earned 33 years restless experience in HR, Admn & Secretarial dealing.

Educational Background
- B.A (Hon's), M.A (Islamic History & Culture)
  Stood 6th & 1st position respectively in order of merit. Rajshahi University, Bangladesh
- Bachelor of Law (LL.B.), PGDPM (BIM)



Md. Mizanur Rahman
Deputy General Manager &
Head of Claims Department
Born - 1966

Professional Experience
Mr. Md. Mizanur Rahman started his career with Phoenix Insurance Company Ltd. as Junior Officer in the Claims Department in early 1991. He was promoted to the rank of Manager in the year 2007 and took the charges of Claims Department. Now he is holding the rank of Deputy General Manager.

External Experience
He completed the Insurance Diploma (ABIA) from Bangladesh Insurance Academy in 1998 having secured first position and obtained Tyser Award from Tyser & Company, London. Mr. Rahman also completed training course on Property Reinsurance Claims from Singapore College of Insurance, Singapore. He also participated insurance related various seminar, workshop and symposium.

Educational Background
- Bachelor of Science,
  Dhaka University, Bangladesh
- Bachelor of Law (LL.B.)
  Dhaka University, Bangladesh



Md. Mustafa Kamal
Deputy General Manager &
Head of IT Department
Born - 1971

Professional Experience
Mr. Md. Mustafa Kamal started his career with Phoenix Insurance Company Ltd. in the Underwriting Department as Junior Officer in mid 1997. Mr. Kamal holding the charge of IT Department since 2011 as Manager and promoted to the rank of the Senior Manager in 2011, AGM in 2012 there after he has been promoted to the rank of Deputy General Manager in 2016.

External Experience
Mr. Kamal completed ORACLE8 with DEVELOPER2000in 2000 and ORACLE9i DATABASE in 2005 from IBCS-PRIMAX Software (Bangladesh) Ltd. He is an OCP(Oracle certified professional) in DBA track. He has got the training on RHCE, Sun Solaris 10 & CCNA from reputed organization. He has also participated in various professional training in the Bangladesh Insurance Academy, Bangladesh Insurance Association and various training Institutions. Mr. Kamal successfully completed Future CEO training Program from WSDA.
He is associated with a good number of socio cultural organizations.

Educational Background
- Bachelor of Science(Hon's) in Zoology, Dhaka University, Bangladesh
- Master of Science in Fisheries, Dhaka University, Bangladesh



Mr. Habibullah
Manager
Head of Internal
Audit Department
Born - 1962

Professional Experience
Mr. Md. Habibullah joined Phoenix Insurance Company Ltd. in 1992 with Internal Audit Department and holds the charges of the department in 1999. He is now holding the rank of Manager.

External Experience
Mr. Habibullah participated in various professional training such as "Internal Audit & Control Environment" under the Institute of Chartered Secretary's of Bangladesh (ICSB) and attend seminar of "Management of Health Insurance" under Bangladesh Insurance Academy. Mr. Habibullah has 27 years experience and successfully look after the department'

Educational Background
- Bachelor of Commerce(Hon's) in Accounting, Rajshahi University, Bangladesh
- Master of Commerce in Accounting, Rajshahi University, Bangladesh
- Chartered Accountancy Course Completed

STOCK

Branch
Management

District	Branch Name & Address	Head of Branch	Contact No.
Dhaka	Local Office 1/A, Dilkusha C/A(Ground Floor), Dhaka – 1000	Syed Shahadat Hossain Deputy Managing Director	9563609, 9563577 7172994, 01819- 213563
	Imamganj Branch 20, Imamganj (1st Floor), Dhaka.	Md. Tauhidul Islam Manager	57313422,57310163 01818-026373
	Motijheel Branch Al-Helal Building 186, Motijheel Circular Road, Arambagh, Dhaka.	Syed Habibur Rahman Deputy General Manager	7195313, 7195314 01715-771414
	English Road Branch 10/3, English Road (2nd Floor), Dhaka.	Mohammad Ullah Assistant General Manager	57391111, 57392951 01819-412342
	B. B. Avenue Branch 21, B.B.Avenue(3rd Floor), Dhaka.	Nahid Sultana Deputy General Manager	9558317, 9560565 01920-937275, 01819-213564
	Mouchak Branch Rupayan Karim Tower Level-10-C,80 Kakrail, Dhaka	Syed Abdul Awal Deputy General Manager	8313636, 01819-213565
	Bangshal Branch Gauchia Plaza (2nd Floor), 219/220, Nawabpur Road, Dhaka.	Md. Shafiqul Alam Senior General Manager	9564866, 9550522 01819-213567
	Kawran Bazar Branch Unique Trade Centre , (Level-11, Suite-4), 8, Panthapath, Kawran Bazar, Dhaka.	Syed Shahed Alam Assistant General Manager	9129715, 01819- 223092
	New Market Branch Shirin Mansion (2nd Floor), 34, Mirpur Road, Dhaka.	Syed Akbar Ali General Manager	58614993, 01713-045536
	Islampur Branch Mona Complex (2nd Floor), 21, Armenian Street, Babu Bazar, Dhaka.	Md. Abdul Alim Senior Principal Officer	57392662, 01732-706616
	Gulshan Branch FR Tower, Flat-16/A (16th Floor), 32, Kamal Ataturk Ave. Banani, Dhaka.	Md. Moktadur Rahman Senior Principal Officer	9820601, 9820602 01712-231565

AMARSTOCK

District	Branch Name & Address	Head of Branch	Contact No.
Dhaka	Mirpur Branch 1/D, 9/35, (2nd Floor), Mirpur, Dhaka.	Dulal Chandra Karmaker Deputy Manager	9029670, 01711-246686
	Sadarghat Branch 32/Ka, F K Bhaban (4th Floor), Johnson Road, Roy Shaheb More, Sutrapur, Dhaka-1100.	A. R. Mohd. Rafiqul Islam Assistant General Manager	47116599, 47122304 01819-245751, 01911-317437
	Chawk Bazar Branch 113/3, Nazim Uddin Road, (2nd Floor), Chawkbazar, Dhaka.	Md. Dalilur Rahman Deputy Manager	57300695, 01819 213570
	Narayanganj Branch 207/4, Bangabandhu Road, Narayanganj	Md. Abu Taher Majumder Senior General Manager	7634656, 7630482 01819-239732
Chittagong	Agrabad Branch Zonal Office, Chittagong 69, Agrabad, C/A (1st Floor) Chittagong.	A.G.M. Showkat Hossain Sr. General Manager	031-711287, 031- 711258, 01711-863121, 01971- 863121 Fax: 031-2524931
	Khatunganj Branch 305, Khatunganj (1st Floor), Chittagong	Md. Omar Ferdouse Deputy General Manager	031 630701 Fax :031 617836 01819 326680
Khulna	Khulna Branch Nizam Chamber (2nd Floor), 7, Old Jessore Road, Khulna.	Sheikh Mahbubur Rahman Manager	041 722714 01716 717190 01715 032646
Jessore	Jessore Branch Rahaman Tower, Lal Dighir Purbopar, Kotwali, Jessore	Shaikh Abdullah Al Miran Assistant Manager	0421 66087 01712-863541
Kushtia	Kushtia Branch 55/1, Lovely Housing, (5th Floor), 5F-2, N. S. Road, Kushtia	Md. Anisur Rahman Assistant General Manager	071 61904 01715 018451
Bogra	Bogra Branch Marina Complex (3rd Floor), Temple Road, Satmatha, Bogra	Md. Tajul Islam Deputy Manager	051 63614 01711-937047
Rangpur	Rangpur Branch Asir Building (1st Floor), 90, Station Road, Rangpur.	Md. Abul Kashem Azad Assistant Manager	0521 65412 01715-065278
Rajshahi	Rajshahi Branch Moni Chattar, Shaheb Bazar, Rajshahi	S.M. Rasheduzzaman Senior Manager	0721 774543 01715-002386

District	Branch Name & Address	Head of Branch	Contact No.
Pabna	Pabna Branch Traffic Point (2nd Floor), Abdul Hamid Road, Pabna.	S.M. Nurul Islam Deputy Manager	0731 65409 01712 930152
Dinajpur	Dinajpur Branch Basunia Patty, Dinajpur	Md. Asaduzzaman Masud Deputy Manager	0531 65468 01715 672334
Madaripur	Madaripur Branch Amin Super Market (1st Floor), Puran Bazar, Madaripur.	Md. Obaidur Rahman Deputy Manager	0661 55493 01552 378077 01720-296439
Sylhet	Sylhet Branch Modhuban Super Market (3rd Floor), Sylhet	Alok Shyam Deputy Manager	0821 719778 01717 019434
Comilla	Comilla Branch 6, Chatipatty (2nd Floor), Rajganj, Comilla.	Md. Shah Alam Manager	081 68160 01765 016791
Mymensingh	Mymensingh Branch 24/1, Choto Bazar, Mymensingh	Pankaj Paul Senior Principal Officer	091 64028 01717785018
Barisal	Barisal Branch 45, Sadar Road, Barisal.	Golam Naser Chowdhury Principal Officer	043164495 01942 540041
Chaumuhani	Chaumuhani Branch Shamsu Vila, (3rd Floor), Bank Road, Chaumuhani, Noakhali.	Md. Monzural Hoque Bhuiyan Assistant General Manager	0321 51428 01819-184037



Preview of Branch Manageres of the Company along with Managing Director

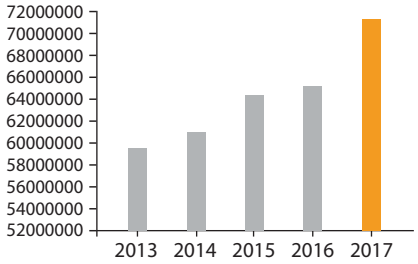
MARSTOCK

Financial Position

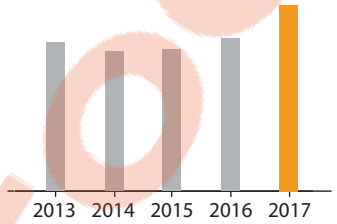
Financial Graphs (48)
Five Years Financial Highlights (49)
Value Added Statement (50)
Market Value Statement (51)
Contribution to the National Exchequer (52)

AMSTOCK

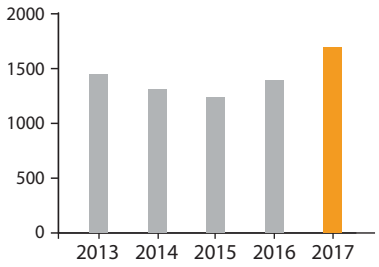
Financial
GRAPHS



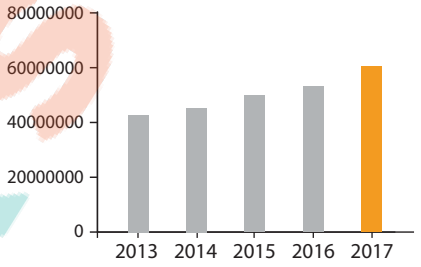
Gross Premium



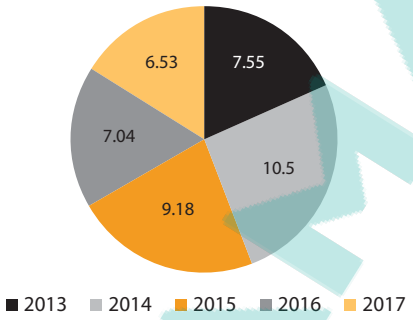
Total Assets



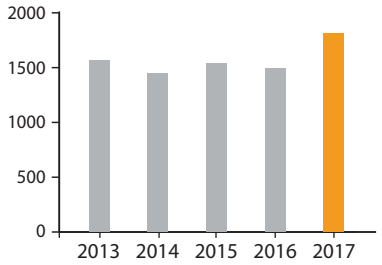
Shareholders Fund (in million)



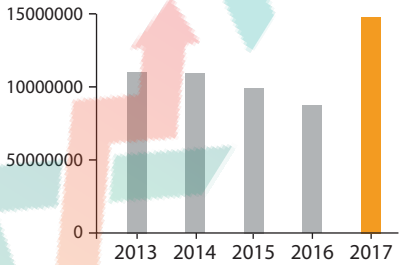
Total Reserve



Return on Shareholders Fund (%)



Net Premium



Claim Paid

5 Years Financial Highlights

Particulars	2013	2014	2015	2016	2017
Paid-up Capital	40,34,15,720	40,34,15,720	40,34,15,720	40,34,15,720	**40,34,15,720**
Gross Premium	59,49,93,851	61,04,41,546	64,46,73,914	65,21,77,275	**71,30,48,761**
Net Premium	39,10,25,825	36,18,39,885	38,78,20,996	7,60,02,749	**45,42,03,546**
Net Claim	2,63,29,376	3,79,16,374	1,92,08,006	1,14,73,082	**2,50,27,314**
Investment & Other Income	4,43,78,926	12,41,21,947	7,85,38,196	7,37,99,371	**11,02,02,521**
Underwriting Profit	13,20,97,754	6,22,35,653	9,77,84,128	7,70,99,209	**4,65,04,199**
Net Profit before tax	15,50,77,977	16,77,62,758	15,16,55,702	12,78,53,449	**13,51,96,077**
Total Assets	188,44,50,802	177,64,65,067	179,99,03,946	194,36,06,074	**236,48,02,793**
Total Reserves	42,57,35,821	45,01,72,021	49,90,47,813	52,97,41,011	**60,48,48,910**
Cash & Bank Balances	42,91,15,850	44,42,37,780	47,20,64,140	42,72,32,191	**46,59,21,658**
Investment	72,23,75,901	55,76,03,256	47,55,73,458	59,76,78,947	**89,85,39,681**
Book value per Share (Tk.10/- each)	35.89	32.63	31,.27	34.64	**42.34**
Earning per Share (EPS) Tk.10/- each	2.71	3.42	2.84	2.44	**2.76**
Dividend (Cash)	20%	20%	18%	15%	**16%**
Shareholders' Equity (Tk.10/- each)	35.89	32.63	31.27	34.64	**42.34**
Number of Employees	298	302	301	307	**300**

Value Added
Statement For the year ended 31st December 2017

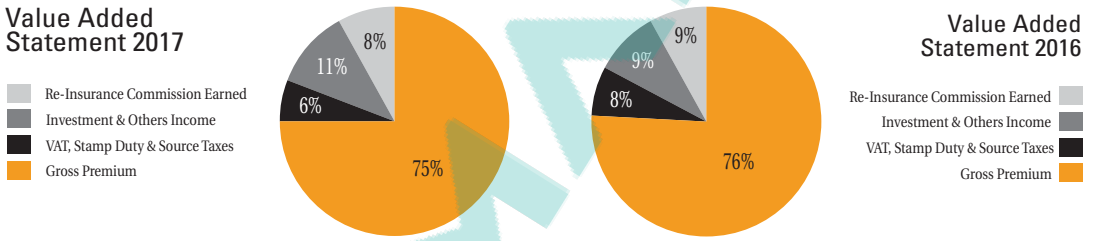
The Value added statement provides a detailed account of total value addition and the distribution of the value created by the organization. Phoenix Insurance contributes to socio-economic developments by empowering employees through the payment of salaries and allowances and consistent dividend to the providers of capital by assisting the regulatory capacities through paying taxes and of course keeping in mind Company's continuous expansion and growth.

VALUE ADDED STATEMENT

For the year ended 31, December 2017

(Figure in Million (BDT)

Sl. No.	Value Added	2017		2016		Increased / (Decreased) in 2017	%
	Particulars	Amount	%	Amount	%		
01	Gross Premium	713.05	74.88	652.17	75.80	60.88	9.33
02	VAT, Stamp Duty & Source Taxes	55.97	5.88	61.41	7.14	(5.44)	(8.86)
03	Investment & Others Income	110.20	11.57	73.80	8.58	36.40	49.32
04	Re-Insurance Commission Earned	73.00	7.67	72.99	8.48	0.01	0.01
	Total Value Added during the year	**952.22**	**100.00**	**860.37**	**100.00**	**91.85**	**10.68**

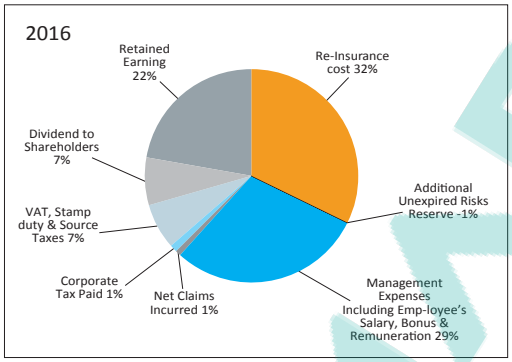


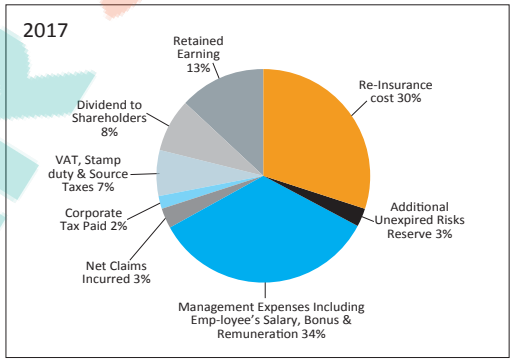
APPLICATION OF THE FUND

(Figure in Million (BDT)

Sl. No.	Value Added Contribution to / Application of the Value Added	2017		2016		Increased / (Decreased) in 2017	%
	Particulars	Amount	%	Amount	%		
A.	**Employees & Others**						
	Re- Insurance Cost	258.85	27.18	276.17	32.10	(17.32)	(6.27)
	Additional Unexpired Risks Reserve	30.11	3.16	(5.30)	(0.62)	35.41	(668.11)
	Management Expenses including Employee's Salary, Bonus & Remuneration	287.67	30.21	252.52	29.35	35.15	13.92
	Commission	100.59	10.56	93.16	10.83	7.43	7.98
	Net Claims Incurred	25.03	2.63	11.47	1.33	13.56	118.22
	Sub Total	**702.25**	**73.75**	**628.02**	**72.99**	**74.23**	

B.	**Government**						
	Corporate Tax Paid	19.97	2.10	13.83	1.61	6.14	44.40
	VAT, Stamp Duty & Source Taxes	55.97	5.88	61.41	7.14	(5.44)	(8.86)
	Sub Total	**75.94**	**7.98**	**75.24**	**8.75**	**0.70**	
C.	**Provider to Capital**						
	Dividend to Shareholders	64.55	6.78	60.51	7.03	4.04	6.68
	Retained Earning (including Reserve & Surplus)	109.48	11.50	96.60	11.23	12.88	13.33
	Sub Total	**174.03**	**18.28**	**157.11**	**18.26**	**16.92**	
D.	**Total Distribution & Growth (A+B+C)**	**952.22**	**100.00**	**860.37**	**100.00**	**91.85**	**10.68**





Market Value Added
Statement

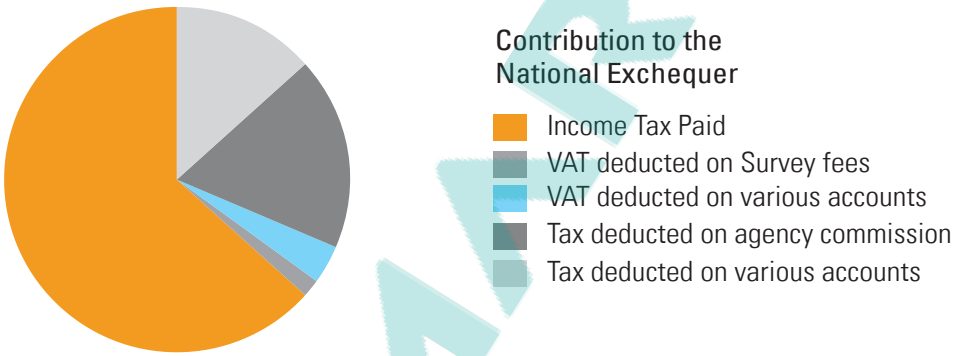
Market Value Added (MVA) is a measurement of external performance that indicates how the market has evaluated the company's performance in terms of market value of shares compared to book value of shares. MVA is the difference between the market value of the equity of a company and the book value of the equity invested in the company. A positive MVA indicates that the company could add the value to the shareholders wealth but at present market value of our company shares is very lowest comparing last couple of years due to share market not performed properly. The following statement indicates the MVA at the year ended on 31st December 2017 and 2016.

	2017	2016
Marker value of shares outstanding	119,00,76,374/-	112,14,95,702/-
Book value of shares outstanding	40,34,15,720/-	40,34,15,720/-
Market value added	78,66,60,654/-	71,80,79,982/-

Contribution
To The National Exchequer

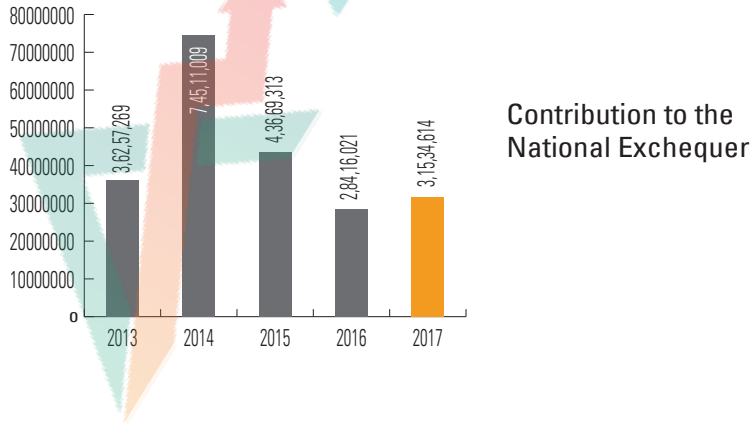
Phoenix Insurance Company Limited is well aware about the responsibilities of the national economic development and in this connection; the management feels happy to contribute to the National Exchequer regularly. The Company pays tax and vat on its own income and also deducts income tax and vat at sources from employees, clients & suppliers and the same amount is deposited to the National Exchequer in time. For the year 2017, the company deposited Tk.3,15,34,614/- as tax, vat and income tax deducted at source from employees, clients and suppliers whereas it was Tk. 2,84,16,021/- only in 2016.

For the Year-2017	Amount in Tk
Tax deducted on various accounts	42,70,325
Tax deducted on agency commission	56,91,300
VAT deducted on various accounts	10,96,370
VAT deducted on Survey fees	5,10,380
Income Tax Paid	1,99,66,239
Total amount in Taka	**3,15,34,614**



The year wise Contribution to the National Exchequer — Amount in Taka

2013	2014	2015	2016	2017
3,62,57,269/-	7,45,11,009/-	4,36,69,313/-	2,84,16,021/-	3,15,34,614/-



AMAR STOCK

Stakeholder's Information

Necessary Information for Shareholders' (54-55)
Shareholding Structure (56)
Pattern of Individual Shareholding (57)
Access to reports & enquiries (58)

AMARSTOCK

Necessary Information for Shareholder's

Share Registrar Office	:	Phoenix Bhaban (4th Floor), 12 Dilkusha C/A, Dhaka-1000.
Registrar/Head Office	:	Purbani Annex Building, 1/A Dilkusha C/A (1st Floor), Dhaka-1000, Bangladesh. Tel: 880-02-9563609, Fax: 880-02-9563576, mail@Phoenixinsurance.com.bd Web site: www.phoenixinsurance.com.bd.
Listing on Stock Exchanges	:	Phoenix Insurance Company Limited is listed on Dhaka Stock Exchanges
Listing Fees	:	The annual listing fee for the year 2017 has been paid to the stock exchange within the prescribed time limit.
Stock Code	:	The stock code for trading in equity shares of DSE at PHENIXINS and Company Code- 25707.
Statutory Compliance	:	During the year the Company has complied with all applicable provisions, filed all returns/forms and furnished all relevant information as required under the Companies Act, 1994 and allied laws and rules, the Bangladesh Securities and Exchange Commission Rules and Regulations and the Listing Regulations.
Record Date	:	The register of Member and share transfer books of the Company shall remain closed on Tuesday, the 29th May 2018.
32nd Annual General Meeting	:	Date : 27th June 2018 Time : 12:30 PM Venue : "Muktijodha Hall", Bangladesh Diplama Engineers Institution, Kakrial, Dhaka
Website of the Company	:	A website of your Company has been developed which allows the users to get the Company related information about its financial, history, types of insurance available with the Company. Half yearly and quarterly financial statements of the Company is available at http://www.phoenixinsurance.com.bd
Dividend Mandate Option	:	As per Notification No.SEC/CMRRCD/2009-193/Admin/03-31 dated June 1, 2009, we give the shareholders opportunity to authorize the Company to directly credit into their bank account of the Cash dividend instead of issuing a dividend warrant. In this connection, please provide the beneficial owner's BO) account of the Shareholder.
Investors' grievances	:	As on date none of the investor or shareholder has filled any letter of complaint against any service provided by the Company to its shareholders'.

Legal proceedings	:	No case has ever been filed by shareholders' against the Company for non-receipt of share/refund.
General meetings and voting rights	:	Pursuant to section 81 of the Companies Act, 1994, PICL holds general meeting of shareholders at least once a year. Every shareholder has a right to attend the general meeting; the notice of such meeting is sent to all the shareholders at least fourteen days before the meeting and also advertised in English and Bangla newspaper having circulation in Bangladesh. All shares issued by the Company carry equal voting rights. Generally, such a right is endowed to them by section 85(1). On a pool votes may be given either personally or by proxy.
Proxies	:	Pursuant to Section 85 of the Companies Act, 1994 and according to the MOA and AOA of the Company, every shareholder who is entitled to attend and vote at a general meeting, can appoint another person as his/her proxy to attend and vote instead of himself/herself. Every notice calling a general meeting contains a statement that shareholder entitled to attend and vote is entitled to appoint a proxy who needs not to be a member. The instrument appointing proxy, duly signed by the shareholder appointing that proxy should be deposited with the Company not less than 48 (forty-eight) hours before the meeting.
Share price performance	:	PHOENIX Insurance opened the year at Tk.27.70. An intra-day high of Tk.35.90 was achieved on 2 March 2017. On 28 May 2017, the shares experienced an intra-day low of Tk. 23.30. The year-end share price was Tk. 29.50 only.

Shareholding
Structure

Share Capital : Tk.40,34,15,720/-

	2017	2016
	Taka	Taka
Authorized Capital :		
100000000 ordinary shares of Tk.10 each	100,00,00,000	100,00,00,000
Issued, Subscribed and Paid up :		
40341572 ordinary shares of Tk.10 each	40,34,15,720	40,34,15,720

A distribution schedule of each class of equity / security setting out the number of holders and percentage in the following categories as on 31st December 2017.

Sponsor/Director

Shareholding range	No.of shareholders	No.of shares	% of total holding	% of paid up capital
100001-200000 shares	1	140116	0.74	0.35
200001-300000 shares	1	281250	1.49	0.70
300001-400000 shares	3	1001930	5.32	2.48
400001-500000 shares	1	437592	2.33	1.08
500001-1000000 shares	9	7698677	40.91	19.08
Over 1000000 shares	6	9261173	49.21	22.96
Total	**21**	**18820738**	**100.00**	**46.65**

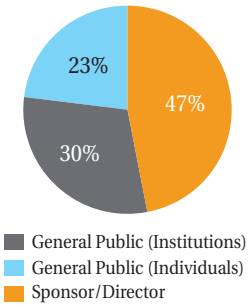
General Public

Less than 500 shares	1866	269678	1.25	0.66
500-5000 shares	1220	2037605	9.47	5.05
5001-10000 shares	138	967983	4.50	2.40
10001-20000 shares	81	1132869	5.26	2.81
20001-30000 shares	21	464117	2.16	1.15
30001-40000 shares	11	277729	1.29	0.69
40001-50000 shares	17	625084	2.90	1.55
50001-100000 shares	20	1105845	5.14	2.74
100001-1000000 shares	31	6974959	32.41	17.29
Over 1000000 shares	4	7664965	35.62	19.01
Total	**3409**	**21520834**	**100.00**	**53.35**

Composition of shareholdings as on 31st December 2017 was under:

Type of Shareholders	No. of shareholders	No. of shares	Face value	% of paid up capital
Sponsor/Director	21	18820738	18,82,07,380	46.65
General Public (Institutions)	51	12103445	12,10,34,450	30.00
General Public (Individuals)	3358	9417389	9,41,73,890	23.35
Total	**3,430**	**40341572**	**40,34,15,720**	**100.00**

Shareholding Pattern



The Pattern of Individual Shareholding of The Company

Condition No.1.5 (xxi) of Corporate Governance Guidelines of BSEC-

The pattern of shareholdings of the Company as on 31st December 2017, are given below:

(a) Shareholdings of Parent/Subsidiary/Associate companies and other related parties : Nil

(b) Shareholding of Directors, Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO), Head of Internal Audit (IA) and their spouse and minor children are as below:

Sl. No.	Name of Directors	No. of shares	Spouse/ children	Total Share	Percentage of holding
1	Mr. Deen Mohammad	1167859	1128561	2296420	5.69
2	Mrs. Khorshed Zahan Begum	1113936	966615	2080551	5.16
3	Mrs. Rokshana Begum	2067103	-	2067103	5.12
4	Mr. Aziz Al Mahmood	1817120	-	1817120	4.50
5	M/s. Pakiza Textiles Ltd. (Nominated by Mrs. Sharmin Sultana)	810090	941226	1751316	4.34
6	Mr. Mohammad Shoeb	1548058	-	1548058	3.84
7	Mrs. Badruddoza Mannan	1547097	-	1547097	3.83
8	Mr. Mazharul Haque	807792	1148546	1956338	4.85
9	Mr. M. A. Majid	885337	-	885337	2.19
10	Mrs. Sadia Anjum Siddique	812272	-	812272	2.01
11	Mr. Manzoorul Haque	807000	-	807000	2.00
12	Ms. Sadaf Shamsad Haque	437592	-	437592	1.08
13	Mr. Wasif Ahmed	358481	-	358481	0.89
14	Mr. Haider Ali	140116	-	140116	0.35
CEO, CS, CFO & I/A					
1	Mr. Jamirul Islam (CEO)			287813	0.71
2	Mr. Monoranjan Kundu (CFO)			Nil	
3	Mr. Md. Rafiqur Rahman (C/S)			Nil	
4	Mr. Md. Habibullah (IA)			Nil	
	(iii) Shareholding of Executives :			Nil	
	(iv) 10% or above shareholding of the Company :			Nil	

AMARSTOCK

Access to Reports and Enquiries

Annual Report	Annual report of the Company is available in the Share Department of the Company. Any requirements, Investors or Stakeholder can look after the annual report or printed copies obtained by writing to Company Secretary of the company.
Quarterly reports	The Company publishes interim reports, at end of first, second and third quarters of the financial year. The interim reports can be accessed from the Company's website: www.phoenixinsurance.com.bd or printed copies obtained by writing to Company Secretary.
Shareholders' enquiries	Phoenix Insurance Company Ltd. has a separate Share Department to communicate with Shareholders, Stakeholders and investors may contact at any time to Share Department for any sort of information and query. To make the Annual General Meeting more participatory, arranging AGM in well-known place & convenient time allowing shareholders to speak in the AGM freely and making their valuable proposals and suggestions. Quarries relating to shareholders holdings or interest and payment of dividends or share certificates can be sent or shareholders might be communicated to the following address.

Mr. F. Hayder Ali
Sr. Manager & Incharge
Share Department
Phoenix Bhaban (4th Floor)
12 Dilkusha C/A, Dhaka-1000
Phone: 9563609
E-mail: mail@phoenixinsurance.com.bd

Corporate Governance

Information about company's' Corporate Governance (60-72)
Corporate Governance Strategy (60)
Board Structure and affairs (60-62)
Chairman and Managing Director Responsibility (63-64)
Board Committees (65-70)
Phoenix's corporate governance framework (71)
Shareholders (71-72)

AMMSTOCK

Information about
Corporate Governance

STRATEGY

Corporate governance developments and trends are changing rapidly and are based on enhanced regulation and evolving political parameters representing a comprehensive topic for the Board of Directors to deal with. A company's corporate governance does not only need to incorporate legal and regulatory requirements but also has to respond to increasing stakeholder expectations. Measuring a company's corporate governance based on environmental, social and governance (ESG) criteria gains in importance. The Board of Directors regularly assesses PHOENIX's corporate governance against regulatory developments, relevant best practice standards and new stakeholder demands. The Board of Directors closely monitors Phoenix and country wide corporate governance developments and considers relevant information. The Board of Directors adapts Phoenix's corporate governance where it deems it appropriate and beneficial for Phoenix Insurance, its shareholders and further stakeholders. The Board of Directors values feedback on Phoenix's corporate governance by its stakeholders and engages in a dialogue with its shareholders, proxy advisors and corporate governance consulting firms. The Board of Directors ensures that Phoenix's corporate governance takes into account all mentioned aspects and that the company's corporate governance is ready to respond to upcoming needs.

The Bangladesh Securities and Exchange Commission have issued certain further conditions, on 'comply' basis, in order to enhance corporate governance for the interest of investors and the capital market vide the Notification No.SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012. The Board of Directors already advised the management to implement the instruction as per guidelines and the latest position of the compliances of the corporate governance structure and guidelines of the company are presented in the annual report 2017 for the information of the Shareholders and other stakeholders.

BOARD STRUCTURE AND AFFAIRS

Composition of the Board

The Board comprises of 17 directors of which 8 are Sponsor Directors, 6 are Public Directors and 3 are Independent Directors. Out of 17 Non-Executive Directors and 1 is Executive Director who is the Chief Executive Officer (Managing Director) of the Company. Among the 17 Non-Executive Directors one is Chairman who elected from in the middle of the Board Members. The composition of the Board complies with the requirements of the Code. Directors are talents, skills and quite experience to provide prudent guidance with respect to the operation of the Insurance business. Chairman and Managing Director of the Company are different body with separate functions and responsibilities. A list of Board of Directors is presented in the page no. 30 of the Annual Report 2017.

Role of the Board	Generally, the Board of Director is appointed to act on behalf of the shareholders to run the day-to-day affairs of the business and must provide a report for the shareholders in the AGM about the performance of the company with the future plans and the strategy of the development of the Company. The Board of Phoenix Insurance always takes initiative to ensure the company's prosperity by collectively directing the company's affairs regarding business and financial issues and deal with challenges relating to corporate governance, corporate social responsibility and corporate ethics. In the meeting, the directors review the company's overall situation, the strategy and policy, and to monitor the exercise of any delegated authority on the particular areas of the responsibility. The Board also reviews the goal of the company by taking in consideration the vision, mission and values. Set the strategy and structure based on present position and future opportunities, threats, weakness and risks relating to the company. The Board delegates the power of the management to monitor and evaluate the implementation of the policies, strategies and business plans. It also ensures that the internal controls are effective for the Company. The Board exercises the accountability to the shareholders and maintains the communications both to and from shareholders and relevant stakeholders are successful.
Director's freedom	All the Directors of the Company are Non-Executive Directors except Managing Director. The Board of Directors is independent about their works in the company. So, they can put their best judgment and advice relating to maintain the rules and regulations. Their vast knowledge and experience added the value of the company and to ensure to protect the risk factors of the company.
BOARD MEETING	The Directors meet from time to time to review the activities of the company and decide the tropics relating to policy and accordingly monitoring the progress of the company. The Company's Act and Articles of Association requires the Board Meeting and accordingly Phoenix Insurance conducting the Meeting in time. The aspects of Board meetings are discussed in details at the chapter for company meetings. During the year 2017, a total 12 Board Meetings were held. A detail of the Board Meeting and attendance in the meeting are given on the page 74 of this Annual Report.
INDEPENDENT DIRECTORS	To comply the requirements of the corporate governance guidelines of the BSEC, the Board of Directors already appointed required number of directors as independent directors in the Board. All of them are qualified and experienced personality of their departments who are matching with the condition of the corporate governance guidelines of BSEC and they are playing their responsibility according to the guidelines of the regulatory authority.

Information about Corporate Governance

Independent Directors of the company comply the condition No. 1.2 of the guidelines:-

(i) According to the guidelines, at least one fifth (1/5) Independent Directors have been appointed. The names are as:

(1) M. Maniruzzaman Khandaker

(2) Iram Ali

(3) M Badiuzzaman

(ii) Appointed "independent director" means a director-

a) They never hold any share in the company or hold less than one percent (1%) shares of the total paid-up shares of the company;

b) They were not connected with the company's any sponsor or director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship. Their family members i.e. their spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law considered as family members also not hold above-mentioned shares in the company:

c) Appointed independent directors not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/ associated companies;

d) Independent Directors are not a member, director or officer of any stock exchange;

e) Independent Directors are not a shareholder, director or officer of any member of stock exchange or an intermediary of the capital market;

f) Appointed Independent directors were/are not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of any statutory audit firm;

g) They are not an independent director in more than 3 (three) listed companies;

h) Appointed Independent Directors have not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial Institution (NBFI);

i) They were not been convicted for a criminal offence involving moral turpitude.

(iii) Their appointment in the Board was presented to AGM to approve by the shareholders in the Annual General Meeting (AGM).

AMARSTOCK

(iv) The board will fulfill the vacation of the post of independent director(s) within 90 (ninety) days by the appropriate personal who have capacity to match the condition of the guidelines of the BSEC and the Board.

(v) According to the guidelines of the BSEC the code of conduct of all Board members and annual compliance have been recorded.

(vi) The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) term only.

QUALIFICATION OF INDEPENDENT DIRECTOR

(i) Independent Directors are knowledgeable with integrity, able to ensure compliance with financial, regulatory and corporate laws and able to make meaningful contribution to business of the company.

(ii) The appointed personals are Business Leader, Law background, Professionals. The independent directors have required corporate management/professional experienced to advice the company appropriately.

CHAIRMAN AND MANAGING DIRECTOR RESPONSIBILITY

Separate functions of the Chairman and Managing Director

The positions of the Chairman of the Board and the Managing Director (Chief Executive Officer) of the companies have filled by different individuals. The duties & responsibilities of the Chairman and Managing Directors of the Company are separated as mentioned in the Articles of Association (AOA) of the Company. The Chairman of the company shall be elected from among the directors of the company.

The Chairman is the Non-Executive Director and Managing Director is Executive Director. To follow the operational activities as well as performing responsibility of the chair, the Board of Directors issues the guidelines and responsibilities of the Chairman and the Chief Executive Officer/ Managing Director. The Chairman ensures to comply the policy of the company through the Board and the Managing Director confirmed to the Board about the implementation of the policy with the support of the management team.

Role of the Chairman

The Chairman's role includes managing the business of the board and to acting as such its facilitator and guide. These can include:

- To determine composition and organization of the board;
- To clarifying the board with its management and responsibilities;
- To plan and manage the board and all board committee meetings;
- The development of the effectiveness of the board.

Information about Corporate Governance

The Chairman has no engagement in the day-to-day affairs of the Company. The Chairman facilities the effective contribution of the non-executive Directors and ensures that constructive relations exist amongst the Directors. He signs the Board resolution and confirms the appointment of the Managing Directors including his salary and allowances with the discussion of the Board.

Role of the Managing Director

The Managing Director is Executive Director of the Board. The Articles of Association of the Company and the guidelines of the IDRA refer his duties and responsibilities in the Company. Generally, he is responsible for running the business and implementing the Board strategy and policy. He looks after the day-to-day business and accountable to the Board for the financial and operational activities of the Company.

Role of the Company Secretary

A Company Secretary is the main key to the application of the best practice in the corporate governance, which is increasingly critical to an organization's reputation and its success. The corporate Governance Guidelines issued by the BSEC also requires a full-fledged Company Secretary as distinct from other mangers of the Company. The responsibility of the Company secretary is to ensure that the companies with its directors operate within the parameters of their roles, providing guidance to enable compliance with the relevant legislation. It is also his responsibility to communicate with shareholders and other third party stakeholders transacting with the company and confirm the compliance of disclosure, guideline, notification, directives or orders of BSEC/ Stock Exchanges. Under the direction of the Chairman, the Company Secretary's ensuring good information flows within the Board and its committees, between senior management and non-executive directors, as well as facilitating induction and assisting with professional development. All the directors should have access to the advice and services of the Company Secretary. He performs as the bridge between the Board, the Management and the shareholders about the strategic and statutory decisions and their directions too.

Conflicts of interest

Board members are aware about the matter of conflict of interest relating with the company. In this connection, the Board is interested to adopt a conflict-of-interest policy that prohibits or limits the business transactions with the board members and requires the board members to disclose those potential conflicts. The Board agrees to disclose the conflicts when they occur for the compliance as corporate governance guided by the related Act and Authority. Any related party transactions or any other matters relating with the conflict of interest have informed the Board and accordingly presented in the report as a disclosure of the matter.

Appointment to the Board

The appointment of any new Directors is made with the consent and approval of the Board of Directors Meeting and such new Directors retires in the immediate next Annual General Meeting (AGM). It may also offer him/her-self for the re-appointment. Any new appointment to the Board requires information to the Insurance Development & Regulatory Authority, the BSEC and Stock Exchanges.

Regarding appointment of Public Director, a gazette was published on 12th July 1994. As per notification, eligible director holds minimum qualifying shares as may be determined by the company which should be an amount exceeding ten thousand taka on account of public subscription to the paid up capital at least 6 months before the date of election under section 15A of Insurance Rules 1958.

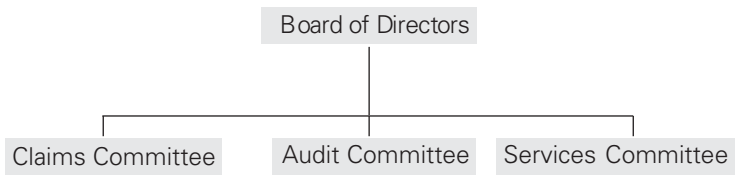
Under section 15B(3) of Insurance Rules 1958; the date, time, place and other particulars of election and the number of Director to be elected shall be circulated sixty days before such election by advertisement in at least two national daily newspapers.

According to the notification nomination in the prescribed form was invited from the eligible shareholders expressing his/her willingness to contest the election of Director from the public shareholders in the AGM. Elected Public Directors will be appointed for next term.

Under section 92 of Article of Association of the Company also refer the appointment of Public Shareholder Director. The Management of the Phoenix Insurance follows the above direction for appointing the public director in the company.

BOARD COMMITTEES

Phoenix Insurance Company has several committees under the Board. The Board appoints the members of the committees including the Chairman. After fulfillment the tenure of the committee, the members of committees have changed within the Board members. Every committee has separate scope of work and the Board must approve the terms of references. The Committees are independent and responsible to provide their expertise opinion to the Board. At present, the following Committees are performing their duties on behalf of the Board:



Information about Corporate Governance

CLAIMS COMMITTEE

Claims or loss handling is the materialized utility of insurance; it is the actual "product" paid for. Claims filed by insured directly and the managements are classified the loss based on the documents & papers with their knowledge and experience. The surveyors of the Claim undertakes an investigation of each claim, usually in close cooperation with the insured, determines if coverage is available under the terms of the insurance contract, and if so, the reasonable monetary value of the claim, and thereafter with the advice/discussion of the Managing Director or claim committee the payment made successfully.

The Committee looks after the customer's claims settlement procedure with the support of surveyors report. The strengths of our claims settlement service lie in its promptness and efficiency. Claims settlement seeks to further enhance speed and improve customer satisfaction. In this respect, we always take initiatives to upgrade claims settlement processes and adopt the claims settlement system. Claims services' aim is to provide the best customer service experience in the industry.

Members of The Claims Committee

Sl. No.	Name of the Members	Position in the Committee	Attendance
1.	Mr. Mohammed Shoeb	Chairman	4/4
2.	Mr. Deen Mohammad	Member	4/4
3.	Mr. Mohammed Haider Ali	Member	2/4
4.	Mr. Manzoorul Haque	Member	2/4**
5.	Md. Jamirul Islam	Managing Director	4/4

*** Mr. Manzoorul Haque appointed in place of Mr. Mohammed Haider Ali.*

Constitution of the Claims Committee

(i) The Claims Committee constituted by 4 (four) members.

(ii) The Board of Directors appointed all members of the Claims Committee who are directors of the company.

(iii) All members of the Claims committee are quite knowledgeable about Claim procedures and have experienced of the company business underwriting management.

(iv) The members of the Committee were appointed for one year and before expiry of the period, the Board changed the members' among the Directors. The Board of Directors may appoint any new members or changed the members as and when required to ensure the continuity of the performance of work of the Claims Committee.

(v) Most of the members were present in the meeting and after confirmation of the quorum; the Committee completed their meetings.

(vi) The Board has empowered the committee to settle any amount of claim as per surveyor's recommendation.

(vii) The Committee authorizes the Managing Director to settle the amount less then Tk.50,000/- on behalf of the Committee with the consent of the Chairman and the list of claim files including settled amount were presented in the Board/Committee for the information as well as confirmation.

(viii) The company secretary shall act as the secretary of the Committee.

Chairman of the Claim Committee

Mr. Mohammed Shoeb, Chairman of the committee appointed by the Board from amongst the directors. He has a vast knowledge, good understanding about the business underwriting.

Attendance at Meetings

(i) All committee members including the Managing Director were present in the meeting.

(ii) To assist the committee, the Company Secretary and claims department head attend in the meeting.

(iii) During the year 2017 the Committee held 4 meeting and settled an amount of Tk.13,84,57,603/- against various class of insurer's claims

AUDIT COMMITTEE

The board of directors hereby resolves to establish an Audit Committee of the board and continues their operation as per terms of the reference adopted by the Board as well corporate governance guidelines of BSEC. The Board appointed the members of the committee, which are non-executive directors of the company. The Board authorizes the committee to follow up or investigate any activities within its terms of reference and accordingly recommended for reporting to the Board. The Audit Committee also look after the financial statements reflect true and fair view of the state of affairs and ensuring a good monitoring system within the business of the company. The Audit Committee is responsible to the Board of Directors for the activities.

Members of the Audit Committee

SL. No.	Name of the Members	Position in the Committee	Attendance
1.	Mr. M Badiuzzaman	Chairman	4/4
2.	Mr. Deen Mohammad	Member	4/4
3.	Mr. Mazharul Haque	Member	4/4
4.	Mrs. Khorshed Zahan Begum	Member	4/4
5.	Mr. Aziz Al Mahmood	Member	3/4
6.	Mr. Manzoorul Haque	Member	2/4
7.	Mrs. Sadia Anjum Siddiqui	Member	2/4 *

** Mrs. Sadia Anjum Siddiqui appointed in place of Mr. Manzoorul Haque.*

Constitution of the Audit Committee

(i) The Audit Committee constituted by 7 (seven) members.

(ii) The Board of Directors appointed all members of the Audit Committee who are directors of the company.

(iii) All members of the audit committee are quite knowledgeable about financially literate and have experienced of the accounting or related financial management.

Information about Corporate Governance

(iv) The members of the Committee were appointed for one year and before expiry, the Board changed the members' among the Directors for continuing the performance of the activities of the committee. The Board of Directors may appoint any new committee members to fill up the vacancies immediately or changed the members as and when required to ensure continuity of the performance of work of the Audit Committee.

(v) Most of the members were present in the meeting and after ensuring the quorum; the Audit Committee completed the meeting.

(vi) The company secretary shall act as the secretary of the Committee.

Chairman of the Audit Committee

Mr. M Badiuzzaman, Chairman of the committee appointed by the Board from amongst the non-executive directors on July 23, 2015 in place of Mr. Deen Mohammad. Mr. M Baduzzaman is Independent Director of the company and has a vast knowledge, good understanding, experienced in business and management with accounting or finance of the Company.

Attendance at Audit Committee Meetings

The Chairman of the Board and the CEO/Managing Director may attend the meeting to the requirement of the committee. The Chief Financial Officer (CFO), head of internal audit and other concerned department head also attended the meeting at the requirements of the committee.

Role of Audit Committee

(i) Review the financial reporting process of the Accounts of the Company.

(ii) Supervise the accounting policies and principles adopted in the company and recommendation for the system as per Bangladesh Financial Reporting Standards.

(iii) Examine the Internal Control system and Risk management process to face the challenge in the company.

(iv) Supervise the activities and performance of external auditors and implement their observation in accordingly.

(v) Review the annual financial statements along with the management before submission to the board for approval and present their recommendation based on their observation.

(vi) Checked and verified the quarterly and half yearly financial statements along with the management recommendation before presentation to the board for approval.

(vii) Review the internal auditor's function along with his reports about the effectiveness of systems for the internal financial control and financial reporting system.

(viii) Analysis the significant related party transactions submitted by the management and confirm the necessary disclosure as per guidelines of BSEC.

(ix) Review the response of the management to any major issues regarding Internal Control recommendations by the statutory auditors.

SERVICE COMMITTEE

Service Committee looks after the management reports of the branch performance including the performance of each employee's in the company. The Committee confirms the salary package, promotion, special increments, incentive bonus and other facilities. The Service Committee also enhances the pay scale of the employees time to time with the support of the management requirements. The Committee consists of 3 Non-executive Directors, who are appointed by the Board of the Company and the Managing Director too. At least, one meeting in a year held and confirms the facilities based on the performance of the company.

Members of the Service Committee

SL. NO.	Name of the Members	Position in the Committee
1.	Mr. Mohammed Shoeb	Chairman
2.	Mr. Deen Mohammad	Member
3.	Mr. Wasif Ahamed	Member
4.	Md. Jamirul Islam	Managing Director

Constitution of the Service Committee

(i) The Services Committee constituted by 4 (four) members.

(ii) The Board of Directors appointed all members of the Service Committee among the directors of the company.

(iii) All members of the Service committee are quite knowledgeable and experienced about the human resources management.

(iv) The members of the Committee were appointed for one year and before expiry of the period, the Board changed the members' among the Directors. The Board of Directors may appoint any new members or changed the members as and when required to ensure the continuity of the performance of work of the service Committee.

(v) With the confirmation of the member presence in the committee, the meeting was organized fruitfully.

(vi) The company secretary shall act as the secretary of the Committee.

Responsibility of Service Committee

(i) The Board has empowered the committee to evaluate the overall management performance based on the recommendation of the Managing Director.

(ii) To review the management reports of the branch performance with the proposals and recommendations of each employee's performance in the company.

(iii) To confirm the business target of marketing employees including branches as per proposal of the management team.

(iv) The committee has finalized the branch management expenses ratio in relation to the premium collection of the branch.

Information about Corporate Governance

(v) The committee considers the promotion, increments based on the performance of employees along with the management proposal.

(vi) The committee considers the enhancement of salary package to adjust the living cost of the employees.

(vii) To confirm the transfer, appointment or termination with the advised of the Management.

Chairman of the Service Committee

Mr. Mohammed Shoeb, Chairman of the committee is appointed by the Board. He is very committed and impartial to evaluate employee's performance in each year.

Attendance at Meetings

During the year 2017, No meeting was held

Management team of the Company

The Company Management is supervised by the Managing Director who is responsible for the implement of the policy and procedures adopted by the Board. The Managing Director implements the internal control system, follow-up the day-to-day affairs of the management and also confirms the safety and security of the Company. The Senior Management ensures the improvement of the company with the compliance of statutory and the regulatory requirements too. With the support management team the Managing Director presents the Company's financial & business position in each Board Meeting for their understanding and guidance.

Management Committee

The Managing Director regularly sits with the high officials and department heads to discuss about any important issues before implementing the decisions. Besides this, the following meetings are being held under the chair of the Managing Director:

(i) Management Committee (MANCOM)
(ii) Quarterly/half yearly Branch Performance Evaluation Meeting
(iii) Annually Branch Managers Meeting

Appointment of Chief Financial Officer, Head of Internal Audit And Company Secretary And Attended In The Board Meeting

The Company has a Chief Financial Officer, a Head of Internal Audit and a Company Secretary. Their duties & responsibilities are separated and the Board of Directors of the Company determined their job responsibility clearly. The Managing Director monitors them regularly and time to time enhance their performance to manage the requirements of the regulatory authority.

The company secretary attends the meeting regularly and note down the matter of the meeting for preparing the minutes. He performs as the bridge between the Board, the Management and the shareholders about the strategic and statutory decisions and their directions too.

The Chief Financial Officer and head of Internal Audit attend the meetings of the Board and others committee meeting as and when required and presents the agenda item relating to their departments.

PHOENIX'S Corporate Governance Framework

Phoenix Insurance Co. Ltd. has continued this practices on good corporate governance at all levels. The Board is a policy and decision-making body for all issues and implements the decision with the support of Management. The main compulsion is evidence by the following practices:

1) The number of Directors in the Board is 17 (seventeen) who are experience in the management, law and business.
2) According to the Insurance Act and Corporate Guidelines of BSEC the Board Members set the Board of Directors team appropriately.
3) Board of Directors and Management of the Company is independent body.
4) The position of the Chairman of the Board and the Managing Director of the company are different individuals.
5) The Company has different Committee like as Services Committee, Claims Committee and Audit Committee to support the Board for taking decision on various important operational matters.
6) An Audit committee was formed by 7 (seven) members of the Board of Directors of the Company.
7) The Management operates within the policies, rules and delegations approved by the Board and compliance with other regulatory requirements.
8) The Company put priority in submitting regularly periodical statements to Insurance Development & Regularity Authority and other regulatory bodies in time to enable the shareholder to make correct assessment of the Company's affairs and profitability.
9) The Board also ensures the compliance of requirements of regulatory bodies such as Bangladesh Securities and Exchange Commission and Registrar of Joint Stock Companies and Firms.
10) The Board is responsible for establishing an adequate and effective internal control system in the Company. Management monitors its internal control policies and develops the policies whenever it feels necessary.
11) Phoenix Insurance welcomes the dialogue with its shareholders & stakeholders during the time of Annual Meeting. Phoenix Insurance is of the opinion that it is part of good corporate governance to have procedures in place addressing shareholder queries.

SHAREHOLDERS

Phoenix Insurance Company Ltd. believes that the shareholders are not only the owners of the company but also real advisers of the Company. The shareholders extended their good cooperation and guidelines for the development of the company and the management ensures the interest and rights of the shareholders. The Management communicates their information through publication of various disclosures, the annual general meeting and website.

On being entered on the register of members, shareholders acquire the following specific rights on the company:

Information about
Corporate Governance

(i) Registration as member

(ii) Certificate of shares

(iii) Right to transfer shares according to articles

(iv) Right to notices, attending meetings, speak, propose and vote in person or by proxy.

(v) To obtain copies of memorandum and articles

(vi) To inspect registers maintained by company and to get extracts if required.

(vii) To participate in the appointment at the General Meeting of-

a) Directors
b) Auditors and
c) To fix their remunerations

viii) To associate in the declaration of dividend and have right to receive the dividend within the stipulated time

ix) To obtain copy of the minutes of general meetings.

x) Right to receive-

a) Statutory report
b) Directors report
c) Auditors report with audited Balance Sheet and Profit & Loss Account before the meeting

xi) To call a meeting

The rights of a shareholder are many and Phoenix Insurance Company Ltd. always provided them all information and support in time.

Phoenix Insurance Company Ltd. running their operation with applying transparency and accountability and maintain good corporate governance. To fulfill the long-term strategic goal of the stakeholders, the Phoenix Insurance will consider and take care for the interest of employees and will continue to maintain an excellent relationship with the customers and to maintain a proper compliance with all the applicable legal and regulatory requirements under which the company carries out its activities.

AMARSTOCK

Disclosure & Compliance

Directors Related Disclosures (74-75)
Related Pasty transaction (76)
Solvency Margin Analysis (79)
Credit Rating Report (80)
Compliance Report of BSEC's Notification (81-87)
Certificate of Compliance Report (88)

AMARSTOCK

Disclosure

Re-election of Director

Company's Articles of Association require that one-third director shall retire from the office by rotation each year except Managing Director and Independent Director of the Company. If they are eligible for the re-appointment, they could be re-elected by the shareholders in the next Annual General Meeting. The appointment of Independent Director in the Board will be presented to Annual General Meeting to approve by the shareholders in the Annual General Meeting (AGM).

Directors meeting & Attendance

During the year ended 31st December 2017 the total 12 (Twelve) meetings were held. In this year, all of the Directors serving in the Board attended more than 94% of the aggregate of the total number of meeting of the Board of Directors.

Sl. No.	Name	Attend	Total Meeting
1	Mr. Mohammed Shoeb	11	12
2	Mr. Deen Mohammad	12	12
3	Mr. Aziz Al Mahmood	8	12
4	Mr. Mazharul Haque	12	12
5	Mr. Wasif Ahamed	11	12
6	Mrs. Badruddoza Mannan	11	12
7	Mrs. Sadia Anjum Siddiqui	12	12
8	Mr. Manzoorul Haque	12	12
9	Ms. Sadaf Shamsad Haque	12	12
10	Mrs. Rokshana Begum	12	12
11	Mr. Mohammed Haider Ali	12	12
12	Mrs. Khorshed Zahan Begum	12	12
13	Dr. Sharmin Sultana (Nominated from Pakiza Textiles Ltd.)	11	12
14	Mr. M. A. Majid	12	12
15	Mr. Maniruzzaman Khandaker	12	12
16	Iram Ali	9	12
17	Mr. M Badiuzzaman	11	12
	Total	**192**	**204**

Directors Remuneration

Board of Directors of the Company is non-executive director except Managing Director. They don't get any incentive or bonus for the performance of the Board. The non-executive directors get only meeting fees for attending the board and committee meetings at Tk.5,000/- per meeting. Managing Director Remuneration package determine by the Board, which requires approval from the IDRA. As per corporate governance requirement we publish our non-executive director meeting fees in the annual report. During the year, the Meeting fees of the Directors were Tk.11,55,000/- and detail is presented in the page no. 76 of the annual report.

Sl. No.	Name of Directors	Board Meeting	Audit Committee	Claim Committee	Total Tk.
1	Mr. Mohammed Shoeb	55000	20000	20000	95000
2	Mr. Deen Mohammad	60000	20000	20000	100000
3	Mr. Aziz Al Mahmood	40000	15000	0	55000
4	Mr. Mazharul Haque	60000	20000	0	80000
5	Mr. Wasif Ahamed	55000	0	0	55000
6	Mrs. Badruddoza Mannan	55000	0	0	55000
7	Mrs. Sadia Anjum Siddiqui	60000	10000	0	70000
8	Mr. Manzoorul Haque	60000	10000	10000	80000
9	Ms. Sadaf Shamsad Haque	60000	0	0	60000
10	Mrs. Rokshana Begum	60000	0	0	60000
11	Mr. Mohammed Haider Ali	60000	0	10000	70000
12	Mrs. Khorshed Zahan Begum	60000	20000	0	80000
13	Dr. Sharmin Sultana (Nominated from Pakiza Textiles Ltd.)	55000	0	0	55000
14	Mr. M. A. Majid	60000	0	0	60000
15	Mr. Maniruzzaman Khandaker	60000	0	0	60000
16	Iram Ali	45000	0	0	45000
17	Mr. M Badiuzzaman	55000	20000	0	75000
	Total Taka	**960000**	**135000**	**60000**	**1155000**

Fulfill of the minimum Share holding

According to the notification of BSEC, the Directors jointly hold minimum 30% (thirty percent) shares of the paid-up capital of the company and each director other than Independent/Nominated Director(s) of the company's minimum holding should be 2% (two percent) shares. The Directors of the Company has jointly hold 49% paid up capital of the company and each sponsor Directors are holding more than 2% of the paid up capital. List of holding are stated in the page no. 56 of the Annual Report

Report on the compliance of the conditions of BSEC's notification

In accordance with the Securities and Exchange Commission's Notification No.SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 to report on the compliance of certain conditions. The notification was issued to fulfill the good corporate governance practice in the listed companies for the interest of the investors' and the capital market. The company has followed the notifications in the company and the implementation status of the corporate governance is given on page no. 81 of the Annual Report 2016.

Disclosure

Fulfill the Money Laundering Rules

Phoenix Insurance in its 266th Board Meeting held on 28th September, 2011 has approved the guidance notes of Bangladesh Bank on Anti Money Laundering (AML) & Combating Terrorist Financing (CFT) and advised the management to follow the recommendations of Bangladesh Insurance Association with regard to ML including CFT.

The Central Compliance Unit is working in the company. The Unit is 5(five) members headed by Md. Rafiqur Rahman, Executive Director & Company Secretary of the company as Chief Anti Money Laundering Compliance Officer (CAMLCO) under advice of the Board of Directors.

During the year 2017 the Central Anti Money Laundering Compliance Unit monitor the suspected area of money laundering of the company and regularly doing various training program and meeting with branches to implement the system appropriately. The Bangladesh Bank vigilance team visited the company to look after the Anti Money Laundering (AML) & Combating Terrorist Financing (CFT) functions as routine works and found in order.

Related Party Transactions

The Company in normal course of business carried out a number of transactions with other entities that fall within the definition of related party transaction. Under the condition no 1.5(vi) of the corporate governance guidelines of the BSEC basis for the related party transactions, a statement of all related party transactions should be disclosed in the annual report. In this connection, detail transactions with related parties and balances of them as on 31stDecember 2017 presented below. The external auditor have checked the transaction and found that all transactions involving related parties arising in normal course of business are conducted on an arm's length basis at commercial rates on the same terms and conditions as applicable to the third parties. Transactions were as follows.

Name of related party	Relationship	Nature of Transaction	Premium Earned
Appollo Ispat Complex Ltd.	Common Director	Insurance Business	3,57,83,463
Partex Group/Danish	Common Director	Insurance Business	3,03,13,244
Pakiza Cotton & Spinning Mills Ltd.	Common Director	Insurance Business	1,07,32,043
Total Amount in Taka			**7,68,28,750**

Removal and Appointment of the Managing Director	Insurance Act-2010 defined the appointment and removal of the Managing Director from his office of the Company. With the consent of Insurance Development & Regulatory Authority (IDRA), the board of directors may remove the Managing Director from his office and accordingly with prior approval of IDRA, the board may appoint any qualified persons as a new Managing Director instead of the removed Managing Director. Mr. Md. Jamirul Islam, Chief Financial Officer & Managing Director appointed in the company with the approval of IDRA effective from 2nd May 2011 for next 3(three) years. After completion of the tenure according to recommendation of the Board, the IDRA approved the extension of the Service of Md. Jamirul Islam as Chief Financial Officer & Managing Director of the Company for further 1 (one) years effect from 2nd May 2017
Disclosure on the Financial Performance of the Company	Phoenix Insurance Company always aware about the disclosure of the financial performance of the regulatory authority. In this connection, the Company published the quarterly, half yearly and annual reports in the daily newspaper or company's Website in time. The Management also informed the price sensitive information to the regulatory in time and accordingly published in the daily newspapers. The Company's Financial Statements have been prepared and published according to the International Accounting Standard (IAS)/Bangladesh Accounting Standards (BAS)/International Financial Reporting Standards (IFRS)/ Bangladesh Financial Reporting Standards (BFRS) and Institute of Chartered Accountant of Bangladesh (ICAB) guidelines. Other operational information was also published on the basis of the related rules and regulations requirements.
Disclosure of the pattern of shareholding position of the Company	As per BSEC guidelines month wise share Capital and shareholding position of Directors and Sponsors including free float holding of the company submitted to the concerned authority regularly. The pattern of shareholding position of the company has been presented to the page no..... of annual report where in the aggregate number of shares along with name wise details of the Parent/Subsidiary/Associated Companies and other Related Parties, Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses with their minor children, Executives and the holding of ten percent (10%) or more are stated.
Appointment of External Auditors	AuditorsThe external Auditor completed the annual audit about the accounts after the appointment by the shareholders in the Annual General Meeting. With the recommendation of the Board of Directors, the shareholders confirmed the appointment of the external auditor in the Annual General Meeting with remuneration of his service.

Disclosure

(1) M/s. Malek Siddiqui Wali, Chartered Accountants appointed as external Auditor at 31st AGM held on 21st June 2017 for auditing the Accounts of the year 2017.

(2) The External Auditor prepare the audit report in accordance with the International Standards on Auditing applicable in Bangladesh ensuring the provisions of the কোম্পানী আইন, ১৯৯৪ (১৯৯৪ সনের ১৮ নং আইন), securities laws and other relevant laws.

(3) The External Auditor have ensured the compliance with the provisions/ professionalisms/practices/ethics of International Standards on Auditing (ISA) applicable in Bangladesh and Bangladesh Auditing Practice Statements (BAPS) as well as Bangladesh Standards on Auditing, Assurance and Ethics Pronouncements in conduction of auditing and issuing audit report.

(4) M/s. Malek Siddique Wali, Chartered Accountants applied for appointing them as External Auditor of the company for 2018. They are qualified and experienced Accountancy Firm and their request letter will be presented in the 32nd AGM for appointing as external auditor of the company for the 2018.

Disclosure of the External/Statutory Auditors Engagement

M/s. Malek Siddique Wali, Chartered Accountants the external auditors of the company was not engaged with the following services of the company:-

(i) Appraisal or valuation services or fairness opinions.

(ii) Financial information systems design and implementation.

(iii) Book-keeping or other services related to the accounting records or financial statements.

(iv) Broker-dealer services.

(v) Actuarial services.

(vi) Internal audit services.

(vii) Any other service that the Audit Committee determines.

(viii) No partner or employees of the external audit firms shall possess any share of the company, they audit at least during the tenure of the audit assignment of the company.

M/s. Malek Siddique Wali, Chartered Accountants was engaged only external/statutory audit services of the company.

Compliance

SOLVENCY MARGIN ANALYSIS

A. Calculation of Total Assets of the company based on the Accounts of the year 2017 :

Amount in Taka

Total Assets as per Balance Sheet		236,48,02,793/-
Less:		
Amount due from others	26,09,52,287/-	
Furniture & Fixture	1,12,12,074/-	
Collection Control Accounts	10,92,34,851/-	
Agents Balance	3,249,853/-	38,46,49,065/-
Total Assets		**198,01,53,728/-**

B. Calculation of Total Liabilities of the Company based on the accounts of the year 2017:

Amount in Taka

Amount due to others	6,20,38,156/-
Reserve for unexpired Risk	18,24,13,044/-
Premium Deposit	3,31,66,571/-
Reserve for Exceptional Losses	42,24,35,866/-
Sundry Creditors	3,42,22,101/-
Provision for Income Tax	22,27,22,388/-
Claims whether due or intimated	8,73,52,749/-
Reserve for CSR	30,40,026/-
Dividend Recommended	6,45,46,515/-
Fair value Reserve	63,58,65,771/-
Total Liabilities	**174,78,03,187/-**

C. Solvency Margin Available (A-B) Tk. **23,23,50,541/-**

D. Calculation of Required Solvency Margin:

Sl. No	Class of Business	Gross Premium (GP)	Net Premium (NP)	Factor	GP after application of factor (GPF)	20% of NP	20% of GPF	NP & GPF which is higher
01	Fire	29,93,43,640	13,06,23,814	0.70	20,95,40,548	2,61,24,763	4,19,08,110	4,19,08,110
02	Marine Cargo	25,75,83,159	20,37,96,712	0.60	15,45,49,895	4,07,59,342	3,09,09,979	4,07,59,342
03	Marine Hull	63,58,949	12,19,376	0.60	38,15,369	2,43,875	7,63,074	7,63,074
04	Motor	10,84,78,326	10,83,49,682	0.75	8,13,58,745	2,16,69,936	1,62,71,749	2,16,69,936
05	Misc	4,12,84,687	1,02,13,962	0.70	2,88,99,281	20,42,792	57,79,856	57,79,856
	Total	**71,30,48,761**	**45,42,03,546**			**Required Solvency Margin**		**11,08,80,318**

E.	Solvency Margin Available (AS)	23,23,50,541/-
F.	Required Solvency Margin (RS)	11,08,80,318/-
G.	**AS/RS (times)**	**2.10**
H.	**Solvency Margin Ratio**	**2.10**

MARSTOCK

Credit Rating
Report – 2017

Phoenix Insurance Company Limited was rated by Credit Rating and Information Services Limited (CRISL) on the basis of Financial Statements as on 31st December 2017. The summary of the rating is presented below:

CPA Rating (Claim Paying Ability)	AA-
Dated of Rating	December 31, 2017
Outlook	Stable

CRISL assigns AA- (pronounced as AA-). This has indicated very high claims paying ability. Protection factors are strong. Risk is modest, but may vary slightly over time due to underwriting and/or economic condition. Good fundamentals such as good financial performance, sound solvency position, diversified ownership pattern with institutional shareholding, experience management team, diversified product line and extended branch network etc. The claim paying ability (CAP) rating in this category is adjudged to offer high claim paying ability having good protection factors.

CRISL also viewed the Company with 'stable' outlook for its steady financial and operating performance, as well as its consistent fundamentals.

Last five years Claim Paying Ability Rating Status

2013	2014	2015	2016	2017
AA-	AA-	AA-	AA-	AA-

CPA Rating of the Company



Compliance Report
on BSEC's Notification

Status of compliance with the conditions imposed by the Commission's Notification No.SEC/ CMRRC-D/2006-158/134/Admin/44 dated 07 August 2012 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

Condition No.	Title	Compliance Status (Put in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.1	**Board's Size** The members of the Board should not be less than 5 (five) more than 20 (twenty)	✓		17 Directors See the details on page no.30
1.2	**Independent Directors**	✓		See the Page no.61
1.2 (i)	At least one fifth (1/5) of the total number of directors in the company's board shall be independent directors.	✓		
1.2 (ii)	For the purpose of this clause "independent director" means a director-	✓		
1.2 (ii) (a)	Does not hold any share less than one percent (1%) of the company;	✓		
1.2 (ii) (b)	Not connected with the company's any sponsor or director or shareholder as family members;	✓		
1.2 (ii) (c)	Does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/associated companies;	✓		
1.2 (ii) (d)	Not a member, director or officer of any stock exchange;	✓		
1.2 (ii) (e)	Not a shareholder, director or officer of any member of stock exchange or an intermediary of the capital market;	✓		
1.2 (ii) (f)	Not a partner or an executive during the preceding 3 (three) years of any statutory audit firm;	✓		
1.2 (ii) (g)	Not be an independent director in more than 3 (three) listed companies;	✓		
1.2 (ii) (h)	Not been convicted by a court as a defaulter in payment of any loan to a Bank & Financial Institution;	✓		
1.2 (ii) (i)	Not been convicted for a criminal offence involving moral turpitude;	✓		
1.2 (iii)	Nominated by the board of directors and approved by the shareholders in the AGM.	✓		
1.2 (iv)	Not remain vacant for more than 90 days.	✓		
1.2 (v)	The Board shall lay down a code of conduct of all Board members and annual compliance of the code to be recorded.	✓		
1.2 (vi)	The tenure of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) term only.	✓		
1.3	**Qualification of Independent Director (ID)**	✓		

Compliance Report
on BSEC's Notification

1.3 (i)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.			See the details on page no.61
1.3 (ii)	The person should be a Business Leader/Corporate Leader/Bureaucrat/ University Teacher with Economics or Business Studies or Law background/Professionals like Chartered Accountants, Cost & Management Accountants, Chartered Secretaries. The independent director must have at least 12 (twelve) years of corporate management/professional experiences.			
1.3 (iii)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission			
1.4	**Chairman of the Board and Chief Executive Officer** The positions of the Chairman of the Board and the Chief Executive Officer of the companies shall be filled by different individuals. The Chairman of the company shall be elected from among the directors of the company. The Board of Directors shall clearly define respective roles and responsibilities of the Chairman and the Chief Executive Officer	✓		Available in the Annual Report
1.5	**The Director's Report to shareholders** The directors of the companies shall include the following additional statements			
1.5 (i)	Industry outlook and possible future developments in the industry.	✓		Available in the Annual Report
1.5 (ii)	Segment-wise or product-wise performance.	✓		Available in the Annual Report
1.5 (iii)	Risks and concerns.	✓		Available in the Annual Report
1.5 (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin.	✓		Available in the Annual Report
1.5 (v)	Discussion on continuity of any Extra-Ordinary gain or loss.		N/A	
1.5 (vi)	Basis for related party transactions- a statement of all related party transactions should be disclosed in the annual report.	✓		Details in page no.76
1.5 (vii)	Utilization of precedes from public issues, rights issues and/or through any others instruments.		N/A	
1.5 (viii)	Explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc.		N/A	
1.5 (ix)	Significant variance occurs between Quarterly Financial performance and Annual Financial Statements the management shall explain about the variance on their Annual Report	✓		No such significant occurs
1.5 (x)	Remuneration to directors including independent directors.	✓		Details in page no.75
1.5 (xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash	✓		Available in the Annual Report

AMAR STOCK

	flows and changes in equity.			
1.5 (xii)	Proper books of account of the issuer company have been maintained.	✓		Available in the Annual Report
1.5 (xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.	✓		
1.5 (xiv)	International Accounting Standards (IAS)/ Bangladesh Accounting Standards (BAS) /International Financial Reporting Standards (IFRS)/Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	✓		Available in the Annual Report
1.5 (xv)	The system of internal control is sound in design and has been effectively implemented and monitored.	✓		Available in the Annual Report
1.5 (xvi)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed.	✓		Available in the Annual Report
1.5 (xvii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.	✓		No such Significant deviation observed
1.5 (xviii)	Key operating and financial data of at least preceding 5 (five) years shall be summarized.	✓		Details in page no.49
1.5 (xix)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.		N/A	
1.5 (xx)	The number of Board meetings held during the year and attendance by each director shall be disclosed.	✓		Details in page no.74
1.5 (xxi)	The pattern of shareholding	✓		Details in page no.57
1.5 (xxi) (a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details);	✓		Details in page no.57
1.5 (xxi) (b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details);	✓		Details in page no.57
1.5 (xxi) (c)	Share holding position of Executives of the company	✓		Details in page no.57
1.5 (xxi) (d)	Shareholders holding ten percent (10%) or more is voting interest in the company (name wise details).	✓		Details in page no.57
1.5 (xxii)	Appointment/re-appointment of a director the company			
1.5 (xxii) (a)	A brief resume of the director;	✓		Available in the Annual Report
1.5 (xxii) (b)	Nature of his/her expertise in specific functional areas;	✓		Available in the Annual Report
1.5 (xxii) (c)	Names of companies in which the person also holds the directorship and the membership of committees of the board.	✓		Available in the Annual Report

DSE STOCK

Compliance Report
on BSEC's Notification

2	**Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS)**			
2.1	**Appointment** The company shall appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal Control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of the CFO, the Head of Internal Audit and the CS.	✓		Available in the Annual Report
2.2	**Requirement to attend the Board Meeting** Attendance of CFO and Company Secretary in the Board of Directors' meeting	✓		
3	**Audit Committee**	✓		Available in the Annual Report
3 (i)	Constitution of Audit Committee	✓		
3 (ii)	Assistance of the Audit Committee of the Board of Directors	✓		
3 (iii)	The responsibility of Audit Committee.	✓		
3.1	Constitution of the Audit Committee	✓		Details in page no.67
3.1 (i)	The Audit Committee shall be composed of at least 3 (three) members.	✓		7 (seven) member
3.1 (ii)	The Board of Directors shall appoint members of the Audit Committee who shall be directors of the company and shall include at least 1 (one) independent director.	✓		
3.1 (iii)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience	✓		
3.1 (iv)	Term of service of Audit Committee members	✓		
3.1 (v)	The Company Secretary shall act as secretary of the Committee	✓		
3.1 (vi)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		
3.2	**Chairman of the Audit Committee**			
3.2 (i)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director	✓		
3.2 (ii)	Chairman of the audit committee shall remain present in the Annual General Meeting (AGM).	✓		
3.3	**Role of the Audit Committee.**	✓		
3.3 (i)	Oversee the financial reporting process.	✓		
3.3 (ii)	Monitor choice of accounting policies and principles.	✓		

VALUE STOCK

3.3 (iii)	Monitor Internal Control Risk management process.	✓		
3.3 (iv)	Oversee hiring and performance of external auditors.	✓		
3.3 (v)	Review along with the management, the annual financial statements before submission to the board for approval.	✓		
3.3 (vi)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval.	✓		
3.3 (vii)	Review the adequacy of internal audit function.	✓		
3.3 (viii)	Review statement of significant related party transactions submitted by the management	✓		
3.3 (ix)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors.	✓		
3.3 (x)	When money is raised through Initial Public Offering (IPO)/ Repeat Public Offering (RPO)/Rights Issue the company shall disclose to the Audit Committee about the uses/ applications of funds by major category (capital expenditure, sales and marketing expenses, working capital, etc), on a quarterly basis, as a part of their quarterly declaration of financial results. Further, on an annual basis, the company shall prepare a statement of funds utilized for the purposes other than those stated in the offer document/prospectus.	✓		
3.4	Reporting of the Audit Committee	✓		Available in the Annual Report
3.4.1	Reporting to the Board of Directors	✓		Available in the Annual Report
3.4.1(i)	The Audit Committee shall report on its activitie to the Board of Directors	✓		
3.4.1(ii)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any:-			
3.4.1(ii) (a)	Report on conflicts of interests;	✓		
3.4.1(ii) (b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;	✓		
3.4.1(ii) (c)	Suspected infringement of laws, including securities related laws, rules and regulations;	✓		
3.4.1(ii) (d)	Any other matter, which shall be disclosed to the Board of Directors immediately.	✓		
3.4.2	**Reporting to the Authorities** If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board of Directors for three times or completion of a period of 6 (six) months from the date of first reporting to the Board of	✓		

Compliance Report
on BSEC's Notification

	Directors, whichever is earlier			
3.3 (iii)	**Reporting to the Shareholders and General Investors** Report on activities carried out by the Audit Committee, including any report made to the Board of Directors under condition 3.4.1 (ii) above during the year, shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.	✓		
4	External/Statutory auditors to perform			Details in page no. 77-78
4 (i)	Appraisal or valuation services or fairness opinions.	✓		
4 (ii)	Financial information systems design and implementation.	✓		
4 (iii)	Book-keeping or other services related to the accounting records or financial statements.	✓		
4 (iv)	Broker-dealer services.	✓		
4 (v)	Actuarial services.	✓		
4 (vi)	Internal audit services.	✓		
4 (vii)	Any other service that the Audit Committee determines.	✓		
4 (viii)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company.	✓		
5	Subsidiary Company			
5 (i)	Provisions relating to the composition of the Board of Directors of the holding company shall be made applicable to the composition of the Board of Directors of the subsidiary company.			No subsidiary Company
5 (ii)	At least 1 (one) independent director on the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company.			No subsidiary Company
5 (iii)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company.			No subsidiary Company
5 (iv)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also.			No subsidiary Company
5 (v)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			No subsidiary Company
6	Duties of Chief Executive Officer (CEO and Chief Financial Officer (CFO)			Available in Annual Report
6 (i)	They have reviewed financial statements for the year and that to the best of their knowledge and belief:	✓		
6 (i) (a)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;	✓		
6 (i) (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.	✓		

PRIMESTOCK

6 (ii)	There are, to the best of knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal, or violation of the company's code of conduct.	✓	
7	**Reporting and Compliance of Corporate Governance**	✓	
7 (i)	The company shall obtain a certificate from a Professional Accountant/ Secretary (Chartered Accountant/Cost & Management Accountant/ Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall send the same to the shareholders along with the Annual Report on a yearly basis.	✓	Certificate available in the Annual Report page no.88
7 (ii)	The directors of the company shall state, in accordance with the Annexure attached, in the directors' report whether the company has complied with these conditions	✓	Details in the Annual Report page no.142

AMAR STOCK

MAKC MOHAMMAD ATA KARIM & CO.
CHARTERED ACCOUNTANTS

Ref: MAKC/PICL/AK:05:18/442 Date: 10.05.2018

Certificate on compliance of conditions of Corporate Governance guidelines to the shareholders of Phoenix Insurance Company Limited

We have examined the compliance status of Phoenix Insurance Company Ltd. as on 31 December, 2017 regarding conditions of corporate governance guidelines issued by the Bangladesh Securities and Exchange Commission as stipulated in Condition No. 7(i) of the BSEC notification NO. SEC/CMRRD/2006-158/134/Admin/44 dated 7 August 2012.

The compliance of conditions of corporate governance guidelines as stated in the aforesaid notification and reporting of the status of compliance is the responsibility of the company's management. Our examination for the purpose of issuing this certification was limited to the checking of procedures and implementations thereof, adopted by the Company for ensuring the compliance of conditions of corporate governance and correct reporting of compliance status on the attached statement on the basis of evidence gathered and representation received.

In our opinion, except the matter as reported under condition no. 1.2(i) on the attached compliance report ("The actual requirements under Condition No. 1.2(i), as applicable to an Insurance Company, is currently under review of BSEC"), the Company has complied with the condition of corporate governance guidelines of Bangladesh Securities and Exchange Commission).

A.S.M.Ataul Karim,FCA
Managing Partner

87, Purana Palton Line, Palton Tower (7th floor), Suit # 706, Dhaka-1000, Phone : 8802-8333047, 02-9343430
Cell : 01711-868049, E-mail : makc1941@yahoo.com, makc1998@yahoo.com

Risk Management

Internal Control & Risk Assessment (90-92)
Company's Risk Management (93-98)

AMARSTOCK

Internal Control
& Risk Assessment

INTRODUCTION

The Board of Directors acknowledges the importance of maintaining a sound system of internal control to safeguard the interests of stakeholders (including shareholders' investments) and the Company's assets. The Statement on Risk Management & Internal Control of the Board of Directors was guided by the authorities Corporate Disclosure Guidelines and Corporate Governance Guidelines.

BOARD RESPONSIBILITY

The Board is responsible for the review of the adequacy and effectiveness of the Company's system of risk management and internal controls, which includes financial, operational and compliance controls. The system is designed to manage rather than eliminate the risk of failure to achieve business objectives. Accordingly, it can only provide reasonable and not absolute assurance against material misstatement or loss. The risk management and control processes are implemented by the Management, led by the Managing Director and Senior Management of the Company, who collectively is responsible for good business practices and governance.

MANAGEMENT RESPONSIBILITY

The Management is responsible for implementing the framework, policies and procedures on risk and internal control approved by the Board. The Risk Management Committee/ MANCOM continues to play a pivotal role in overseeing the implementation of the risk management framework, periodically reviewing the risk management processes and ensuring that on-going measures taken were adequate to manage, address or mitigate the identified risks and reporting the status to the Audit Committee.

RISK MANAGEMENT

The Board confirms that as an integral part of the system of internal control, there is an ongoing group-wide risk management process for identifying, evaluating and managing the significant risks faced by the company. Risk management is practiced within the company on an interactive basis.

Management from each business or department applies a risk/control self-assessment approach to identify the risks relating to their areas of supervision and control. These include the likelihood of these risks occurring; the consequences if they do occur and the actions being and/or to be taken to manage these risks to an acceptable level. The risk profiles and risk treatment measures determined from this process are documented in risk registers with each business or operations area having its respective risk register. The overall process is facilitated by the company's risk management department which is dedicated to the role of the company and regulatory authority

KEY RISK MANAGEMENT PRINCIPLES

PHOENIX Insurance risk management is based on the following fundamental principles. These apply consistently across all risk categories at company and legal entity level:

Controlled risk-taking – Financial strength and sustainable value creation are central to Phoenix Insurance's value proposition. The company thus operates within a clearly defined risk policy and risk control framework.

Clear accountability – Phoenix Insurance's operations are based on the principle of delegated and clearly defined authority. Individuals are accountable for the risks they take on, and their incentives are aligned with Phoenix Insurance's overall business objectives.

Independent risk controlling – Dedicated units within Risk Management control all risk-taking activities. These are supported by Compliance and Company Internal Audit functions.

Transparency – Risk transparency, knowledge sharing and responsiveness to change are integral to the risk control process. The central goal of risk transparency is to create a culture of mutual trust, and reduce the likelihood of surprises in the source and potential magnitude of losses.

FUNDAMENTAL ROLES FOR DELEGATED RISK-TAKING

In order to ensure clear control, accountability and independent monitoring for all risks, Phoenix Insurance's risk governance distinguishes between the following fundamental roles in the risk-taking process:

Risk owner – establishes a strategy, delegate's execution and control, and retains ultimate responsibility for the outcomes.

Risk taker – executes an objective within the authority delegated by the risk owner; risk takers are required to provide the respective risk controller with all information required to monitor and control their risks.

Risk controller – is tasked by the risk owner with independent oversight of risk-taking activities to mitigate potential conflicts of interest between the risk owner and risk taker; risk controllers are responsible for escalating relevant concerns.

Risk taking activities are typically subject to three lines of control. The first line comprises the day-to-day risk control activities performed by risk takers in the business as well as in the company functions. Independent oversight performed by functions such as Risk Management and Compliance represents the second line of control. The third line consists of independent audits of processes and procedures carried out by company's Internal Audit or by external auditors.

INTERNAL CONTROL SYSTEM

Company's internal control system consists of all the procedures, methods and measures instituted by the Board of Directors and the executive management ensures that operational activities progress in a proper way. It is a set of continuous processes to provide reasonable assurance by the board of directors of the Phoenix Insurance Company Ltd., the Management and all personnel to look after the following measures:

i) Effectiveness and efficiency of operations;
ii) Reliability of financial and non-financial information;
iii) An adequate control of risks;
iv) A prudent approach to business;
v) Compliance with the laws and regulations and internal policies and procedures;
vi) Protection of business assets;
vii) Consistent of the financial reporting in time.

The Board of Phoenix Insurance Company Ltd. is attentive of the internal control system and ensures that:

i) Management comply the related laws and regulations;
ii) The instructions and guidelines fixed by the Board of Directors and the Executive Management applied it accordingly;

iii) The Company's internal processes are functioning correctly, particularly those implicating the security of its assets;

iv) The financial information of the Company is reliable;

v) The internal control system plays a key role in conducting and monitoring its various activities.

The board of directors of Phoenix Insurance Co. Ltd. monitors the company's system of internal control and management confirms the system is functioning effectively. It supervises the efficiency of operations, reliability of internal and external reporting and compliance with the applicable laws and regulations. Company's internal audit department looks after at every corner and put their observation to the senior management. Under the guidance of Audit Committee senior management and internal audit team of the Company visiting the branches regularly and doing the needful as advised by the Audit Committee. To develop the system of the Company with modern concept, the senior management reviewed the existing policies time to time with the support of the Board and recommends their views in respect of accounting and financial information, human resources, business development and others.

CONCLUSION

The Board is satisfied with the adequacy and effectiveness of the Company's risk management and internal control system. The Board has received assurance from the CEO and CFO that the Company's risk management and internal control system, in all material aspects, is operating adequately and effectively. For the financial year under review, there were no material control failures or adverse compliance events that have directly resulted in any material loss to the Company.

AMAR STOCK

Company's Risk Management

Risk is a multi-dimensional phenomenon and a constant feature of everyday life. Fires, accidents, thefts, explosions, natural calamities and terrorism are the more common types of risk the community faces.

The dimensions and effects of such loss events have since long assumed major significance for whole economies. The question of how to predict and prevent such risks is accordingly the subject of intensive discussion both in the political sphere and among the public at large.

The complex realities of modern economic life and the growing awareness of the public at large place increasing demand on companies to pursue appropriate and far-sighted policies about risk. The same applies to insurers in determining their underwriting policies. The rapid development of new technologies and the changing nature of production processes necessitate a constant analysis of risk profiles. Both entrepreneurs and insurers therefore face enormously increased need for analytical and advisory services.

PICL works closely with clients to identify various risk exposures and then provide specific insurance proposals. This helps in loss prevention and reducing the cost of protection. Our market-driven team of inspired and technically qualified insurance personnel, comprises specialists in civil and mechanical engineering, metallurgy, electronics, and other disciplines. They are on call for necessary professional advice at all times. Our linkages with overseas specialists are of major value to our clients.

Risk culture

PHOENIX Insurance and maintains a strong risk culture to promote risk awareness, rigor and discipline across all its activities. This risk culture stands for the risk and control related values, knowledge and behaviour shared by all employees. Its principal components are summarised in a framework that builds on the Company Code of Conduct as well as on key risk management principles in the Company Risk Policy.

The risk culture framework serves to influence appropriate behaviour in four key aspects, which are assessed annually for all employees in the performance and compensation process:

- Leadership in providing clear vision and direction
- Consideration of risk-relevant information in decision-making
- Risk governance and accountability of risk takers as well as transparent flow of risk information
- Embedding of risk management skills and competencies

Phoenix Insurance risk culture provides the foundation for the efficient and effective application of its Company-wide risk management framework. Company Risk Management reinforces the risk culture by ensuring risk transparency and fostering open discussion and challenge in the Company's risk-taking and risk management processes.

Key risk takers across Phoenix Insurance are a particular focus in promoting good risk and control-related behaviours. The relevant positions are identified in a regular process, and those who hold them are

subject to additional behavioural objectives and assessments. Risk culture is directly linked to Phoenix's performance management, which is based not only on business results but also on behaviours. Phoenix Insurance's compensation framework aims to foster compliance and support sensible risk-taking. Phoenix Insurance also has a range of incentive programmes that reflect the long-term nature of its business by rewarding sustained performance rather than short-term results. This helps to align shareholder and employee interests.

Phoenix Insurance's compensation principles and framework are captured within the Company Compensation Policy. The Company's Finance and Risk Committee conducts a regular risk assessment for all changes to this policy.

In addition to insurance protection, it is our practice to provide risk reduction advice to clients and assist them in developing preventive capabilities to avert mishaps and disasters.

Risks of Insurance Operation

The insurance business principal is taking and managing the risks. The largest risks pertain to risk selection and pricing, the acquisition of reinsurance cover, and the adequacy of technical provisions. Within General Insurance, the risk inherent in technical provisions lies mainly in insurance lines characterized by a long claims settlement period. In addition to underwriting risks, a major insurance business risk consists of the investment risk related to the assets covering technical provisions.

Risk Management Plan

The management of Phoenix Insurance coordinated to set the activities and methods that are used to an organization and to control the many risks that can affect its ability to achieve the objectives. The management makes the plan that is used to manage the risk. The Company's risk management plan is the management of components, the approach, and the resources that will be used to manage the risk. Typical management components include procedures, practices, responsibilities, and activities (including their sequence and timing). The Company's risk management plans applied to products, processes, or to an entire company or to any part of it.

Risk Concentrations

The Phoenix Insurance Company takes the risk concentration in EML (Estimated Maximum Loss) estimates for property risks and through EML break through cover included in reinsurance cover. Our operating region has no major risk of earthquakes. With respect to risks associated with other natural disasters, such as storms and floods. However, the company has protected against catastrophe accumulation losses through an extensive catastrophe reinsurance cover whose size has been dimensioned to correspond to the calculated size of a catastrophe loss occurring once every 200 years. The catastrophe accumulation cover applies to property damage and personal injuries.

Risk Analysis

Risk analysis is a process that is used to understand the nature, sources, and causes of the risks that we have identified and to estimate the level of risk. It is also used to study impacts and consequences and to examine the controls that currently exist. The Management of Phoenix Insurance always aware of the probability of the Insurable items risk factors. Before issuing any Insurance policy the concerned employee consult with the underwriting departments about the risk involvement of the insured items. If it is found reasonable and capable for the company and also have facility of reinsurance then with the consent of the Managing Director the concerned authority issued the policy for taking the risk.

Underwriting Risk

By taking out an insurance policy, the policyholder transfers his insurance risk to the insurer. The underwriting risk associated with an individual general insurance contract. Our Company's portfolio comprises a very large number of general insurance contracts. Because of this large size of the insurance portfolio, the expected number of claims is also great. An accumulation of loss due to natural catastrophes or large catastrophes caused by human activity constitutes a specific risk type. In such a case, one catastrophic event may in practice give rise to simultaneously payable claims for a large number of insured risks at high amounts. The resulting total claims expenditure may be extremely large. However, this risk can be diversified, since the company operates in the region with a perceived relatively low risk of natural catastrophes, enabling the company to protect against the risk through reinsurance.

Underwriting Risk Management

The most important tasks within underwriting risk management relate to risk selection and pricing, the acquisition of reinsurance cover, the monitoring of claims expenditure and the analysis of technical provisions. The Underwriting Executives act as the highest decision-making body with the support of Managing Director to takes the underwriting risks. The Underwriting Executives make underwriting decisions within the framework of powers confirmed by the Management/Boards of Directors of the company, and report its decisions to the Board.

The risks cost are made according to the Underwriting Guidelines governing each line of insurance in case the risk involved is below the amount set for the Underwriting Executives. Greater and more severe risks require decisions made jointly by senior underwriters or managers. For basic insurance lines, decisions are made on a system-supported basis and customers and the objects of insurance are selected within the powers allowed by instructions specifically approved.

Risk Selection and Pricing

Operating models highlight the role or risk selection and pricing. The company has set limits for the size and extent of risk for each insurance line and risk concentration. The company has a centralized the data in the head office and analysis the applications in place to support of the risk

selection and pricing. Insurance terms and conditions serve as a vital tool in mitigating risks. In addition, risk analyses are performed on a customer or insurance line specific basis to mitigate risks.

Reinsurance Risk

The Board of Directors annually approves the reinsurance principles and the maximum risk per claim retained for own account. In practice, this risk is kept lower if this is justifiable considering the price of reinsurance. Retention in risk-specific reinsurance is a maximum of BDT.1,50,00,000/- for Fire loss, BDT.65,00,000/- for Marine Cargo, BDT.25,00,000/- for Misce & Engineering, and BDT.7,50,000/- for Motor insurance and that in catastrophe reinsurance BDT.50,00,000/-. The capacity of risk plus cat reinsurance covering loss accumulation stood at BDT. 2,00,00,000/- in 2017.

The level of reinsurance protection has an impact on the need of solvency capital. Only companies with a sufficiently high insurance financial strength rating are accepted as reinsurers. Moreover, maximum limits have been confirmed for the amounts of risk that can be ceded to any one reinsurer. These limits depend on the nature of the risk involved and on the company's solvency. The Phoenix Insurance Company has mainly placed its reinsurance agreements with the companies with Sadhran Bima Corporation, Bangladesh, National Insurance Company Ltd. India, GIC- Butan Re Ins. Bhutan, CICA Re, Africa, NCA Re Africa, East Africa Re, Africa, Asian Reinsurance Corporation, Thailand.

Comprehensive Motor Insurance Risk

Comprehensive insurance policies cover the loss or damage to insured motor vehicles. The comprehensive insurance portfolio consist mainly motor vehicle policies taken out by private individuals and companies. The rating of motor vehicle insurance employs a no-claims bonus system, under which the occurrence of a loss event raises the premium. In addition, the insurance company has the right to alter the premium annually. The majority of the motor vehicle insurance portfolio comprises private individuals' policies. In other respects, the insurance risk in this class consists mainly the insurance taken out by companies. The Phoenix Insurance has reinsurance protection with retention of BDT.7,50,000/- only for comprehensive Motor Insurance loss.

Cargo insurance applies mainly to companies' transport risks, covering loss of or damage to goods in transit. This line of insurance also contains luggage and boat/yacht insurance whose policyholder is mainly a private individual. In addition, weather conditions may involve accumulation risks covering a geographically large region, such as storms and floods, and the risk of snow and icy roads during the winter pertains to comprehensive insurance.

The Phoenix Insurance Company has taken out reinsurance cover against major loss of or damage to cargoes, with the retention under reinsurance amounting to BDT.65,00,000/-.

Instability and disruption of overall economies of local and abroad can expose the company's business income including the financial and capital markets position and also changes the annual premium income position, which may adversely impact on the company's financial condition. This risk can have a significant effect on investment returns and market values of securities positions, which in turn may affect both the company's results of operations and financial condition.

The Phoenix Insurance Company Limited has trying to reduce the risk of the portfolio by relocation the service of the portfolio and, as a result, profitability would-be increased, unless there is no impact on underwriting returns.

Investment Risk

In insurance business, investments comprise assets covering technical provisions and shareholders' equity. Through controlled investment risks, Phoenix's aims is to achieve the best possible return on the investment portfolio at an acceptable risk level while taking account of the structure of technical provisions and the solvency targets.

In our company, investment operations are based on investment plans and investment authorizations, confirmed by the Board of Directors, which specify the basic allocation and range of investments by asset class, the organization of investment, risk limits as well as decision-making powers and authority. The Company applies the Asset/Liability Management (ALM) model used to determine the basic allocation. As a result of fluctuations in asset values and active investing, the company occasionally deviates from the basic allocation within defined limits.

The Company's Investment operation presented in the monthly Board of Directors Meetings. The Risk Management function monitors daily risk limits set in the investment plan, key risk limits including allocation limits, interest rate, counter party credit-rating limits and diversification limits.

Interest Rate Risk

We know that general insurance have huge amount of liquid investment and the investment kept in the form of FDR. The FDR interest is one of the main incomes of the company. The interest rate of fixed-income portfolios is account for the certain period. If the interest rate is fluctuating or decrease from the previous years then income portfolio may be downward. So, determining the interest rate risk, the company regularly monitors the FDR and if required communicate with the banks for maintaining the fixed rate to confirm the interest income properly.

Legal Compliance Risk

The Company could be subject to risks arising from alleged or actual violations of any of the foregoing, and could also be subject to risks arising from potential employee misconduct, including non-compliance with internal policies and procedures. Substantial legal liability could materially adversely affect the company's business, financial condition or results of operations or could cause significant reputation damage, which could seriously harm the business of the company.

The Management of Phoenix Insurance Company Limited has already been taken necessary steps to confirm the regulatory works based on the guidelines of the authority. The Board of Directors regularly motivated the management to maintain the rules and regulation and do the business as prescribed by the IDRA. The Management always aware about the legal compliance and ensured the Risk management to save the company.

Risk Mitigation

Underwriting risk includes the risks of inappropriate underwriting which includes inadequate pricing, inappropriate terms and conditions and ineffective physical risk management. To manage this risk, the Company pays particular attention to the underwriting controls and risk surveys.

The underwriting heads of Head Office and each branch are responsible for managing and controlling the underwriting operations under their respective domains. Underwriting is conducted in accordance with a number of technical controlling protocols. This includes defined underwriting authorities, guidelines by class of business, rate monitoring, underwriting peer reviews and practice for seeking guidance on large and intricate risks from REG (Risk Exposure Group). This Group is represented by the department head of Underwriting, Claims, Reinsurance, Branch Control and Accounts. The Company monitors the risk of accumulation arising from catastrophic events. The exposure is protected by a comprehensive reinsurance program that has the capacity to respond to different possible catastrophic events.

The Company also has a separate Physical Risk inspection department which carries out a large number of high risk, large& medium risks surveys before underwriting them. The surveys are conducted both on set schedules and on case to case basis. The department by far carries out the largest number of surveys in the market and provides an insight of the risk to the underwriters thus assisting them in making right decisions

Issuance of Insurance & Reinsurance document risk and its management:

To protect the day-to-day operational risk of the Company, the management takes special care about the following areas:

1) Issuance of Insurance and Reinsurance policy documentation;
2) Coordination of Premium Collection;
3) Preparation of Reinsurance/Bordereaux;
4) Administration of Claims with payments as well as recoveries;
5) Run-off Administration and Related Services;
6) Assist in the preparation and completion of the all works in time by applying the Insurance Act and guidelines of the regulatory authority;
7) Protect the credit business of the Company;
8) Coverage the catastrophic loss of the Company;
9) Senior Management counseling to face the market risk or counter party risk of the Company.

Human Resources Management and Quality of Service

Human Resources Management (100-101)
Quality Policy (102)
Statement of Opportunities (103)
Materiality Approach (103)

Human Resources
Management

Values

The views of human resources of the Phoenix Insurance are an asset to the company whose value will be enhanced by development. It is devoted to providing effective policies, procedures, and people-friendly guidelines and support within the PICL. Additionally, the human resource function serves to make sure that PICL's mission, vision, values, and the factors that keep PICL guided towards the success are optimized.

Compensation/Remuneration Framework

Phoenix Insurance's compensation/Remuneration framework is designed to promote long-term sustainable performance for the company and its shareholders through a mix of fixed and variable compensation components. It comprises fixed components such as base salary, Provident Fund, Gratuity and other benefits, as well as a combination of variable short- and long-term incentives. The Service Committee continues to review and monitor the compensation framework of Phoenix Insurance considering business strategy, targets, risk awareness and corporate values. External factors with respect to regulatory requirements and legal developments, the national context in which we operate and relevant market data are also taken into account. There were no material changes to our compensation framework in 2017.

Compensation/ Remuneration Policy

The Remuneration/Salary Policy governs the compensation structure and processes across all functions and locations at Phoenix Insurance and is reviewed regularly. The Service Committee has also approved an authority matrix that defines the limits to which each level of management can authorize the compensation payments. The CEO and the Service Committee approves all remuneration packges to the employees according to the pay scale. The CEO is not involved in decision-making concerning his own remuneration.

The Human Resources function conducts a regular self-assessment of Phoenix Insurance's compliance with the Salary Policy. The Service Committee reviews this self-assessment and identifies potential areas for improvement. The Service Committee receives reports on compensation decisions as appropriate, including a comprehensive review of the effectiveness of the annual salary review cycle. As part of this process, the Board and the Committee is required to review risks related to the Compensation Policy. A comprehensive risk analysis of the Compensation Policy is therefore conducted on an annual basis. To reflect best practices, the salary Policy prohibits the use of any personal hedging strategies or remuneration and liability-related insurance that could undermine the risk alignment effects and economic exposure embedded in compensation arrangements. The following strategy will be taken for development of the company:

- Offering attractive compensation package for deserving personnel.
- Providing need based internal and external training in both home and overseas to cope with challenges in the days to come.
- Following attractive company's Service Rules into to as introduced from 1st January, 1989.
- Updating Scale of Pay in need based.
- Create a strong Management team.
- Align the Interests of employees with the Interests of the Company.
- Hiring, Developing, Succession Planning and maintaining the right workforce in right place.
- Employing professionals who create success for customers.
- Aligning incentives and staff rewards with performance for serving the best.

Phoenix Insurance continues to maintain a very satisfactory position in terms of personnel turnover of the company.

Guiding principles

Phoenix Insurance's salary & allowance framework is designed to attract, motivate and retain the qualified talent the company needs to succeed nationally and to create a tangible link between performance and pay. The aim is to provide salary that is competitive in our local markets and to ensure that our employees focus on delivering outstanding results while supporting appropriate and controlled risk-taking. A balanced compensation package is complemented by competitive retirement plans and benefits.

This approach adds to the success of the business by:

- supporting a culture of high performance with a focus on risk-adjusted financial results;
- ensuring alignment of salary to business results, individual contribution and compliance;
- supporting Phoenix Insurance's commitment to attract, motivate and retain key talent;
- aligning the interests of employees with those of Phoenix Insurance 's shareholders; and
- fostering compliance and supporting appropriate and controlled risk-taking.

Phoenix Insurance aims for total compensation that is competitive in the market. In addition, Phoenix Insurance seeks to ensure that total salary & allowance is well balanced in terms of fixed versus variable salary and in terms of short-term versus long-term incentives. This is to encourage sustainable performance and appropriate risk-taking in line with the business and risk strategy.

2017 ACTIVITIES

Training & Skill development

In 2017 the Company focused on sharing more of its training and development programmes with the Phoenix Insurance Company. The Company continued to co-ordinate the emerging talent (graduate, apprentice and internship) programmes on behalf of the market and during the year 2017 we have appointed some officer and give them training properly. Thereafter, they have started their journey in the company productively. Phoenix Insurance has maintained schedule to complete the training of employees to build up them skilled and knowledge. During the year, 14 officers of different level completed training courses from various institutions.

Performance evaluation

At PICL, every year the management evaluates the performance of the employee. This is done through a formal review on a periodic basis known as a performance appraisal or performance evaluation. The performance appraisals help in rewarding employees through bonuses, promotions, and so on; providing feedback and noting areas of improvement; and identifying training and development needs in order to improve the individual's performance on the job.

Compensation and benefits

The Management has tried to ensure that the designed compensation and benefits structure conforms not only to industry norms but also rewards initiative and productivity from of the employees. In 2017, employees get Incentive bonus, festival bonus, Provident fund, Gratuity and leaves. Phoenix Insurance aims to provide a competitive package of employee benefits. Benefits are designed and implemented under a national framework, while appropriately reflecting differing local employment market conditions.

2018 PLANS

- Continue delivery of high quality leadership, management and behavioral skills training for capable employees in Phoenix's.
- Lead and support talent development activity across the Company.
- The market's workforce will have the skills, capabilities and knowledge to ensure that expertise is a competitive differentiator for Phoenix's. The hiring and retention of high caliber employees will be improved.
- The Phoenix's market's workforce will have an enhanced understanding of, and commitment to, diversity and inclusion. Diversity and inclusion will be integrated into Phoenix's culture

Phoenix Insurance continues to maintain a very satisfactory position in terms of personnel turnover of the company.

Staff Strength of the Company:

SL.No.	Manpower Strength	2016	2017
01	Senior Level Management	31	29
02	Mid Level Management	61	61
03	Junior Level Management	111	110
04	Support Staff	104	100
	Total	**307**	**300**

Quality
Policy

We are committed to provide best quality service to our valued policyholders to their satisfaction by assessing the risk needs, tailoring product to their requirements and by consistent efforts to reduce time for settlement of claims. We believe that proper assessment of risks of our clients and prompt settlement of claims are the key to our company's growth.

To comply with and continuously improve the effectiveness of our quality Management System.

Statement
of Opportunities

As a leading insurance company of the country, the Company is in a position to avail and exploit a number of opportunities. Following summary of significant opportunities present to the Company:

- Expand general solutions through window operations;
- Increasing reach to all parts of the country through expanding distribution network;
- Develop micro insurance solutions for the socio economic group at the bottom of the pyramid;
- Focus on insurance awareness through continuous investments in communication channels and market education; and
- With increasing mobile penetration amongst the masses, utilize such platforms for customer interaction, awareness, marketing and sales.

Materiality
Approach

Management believes materiality as a key component of an effective communication with stakeholders. In general, matters are considered to be material if, individually or in aggregate, they are expected to significantly affect the performance and profitability of the Company.

AMAR STOCK



Partial View of Board Meeting

Director's Report

AMAR STOCK

Directors' Report
For the year ended 31st December 2017

Bismillahir Rahmanir Rahim

Dear Shareholders,

Assalamu Alaikum,

On behalf of the Board of Directors, I am delighted to welcome you all to the 32nd Annual General Meeting of the Phoenix Insurance Company Limited and have the pleasure to place before you the Annual Report together with the Audited Accounts of the Company covering the Statement of Financial Position (Balance Sheet), Statement of Comprehensive Income (Profit & Loss Account), Consolidated Insurance Revenue Accounts (Revenue Accounts), the notes thereto and the Auditors' Report for the year ended 31st December 2017.

AMARSTOCK

REVIEW OF THE ECONOMY

Movement of Global Economy

Global growth improved in 2017, while inflation remained moderate. Long-term bond yields remained low despite a reduction of monetary stimulus by some of the major central banks. Stock markets performed well in this environment.

The US economy, after a weak first quarter, returned to robust growth in the third quarter of 2017, despite disruptions caused by hurricanes Harvey and Irma. The Euro area economy outperformed expectations and accelerated significantly compared to 2016. The pick-up in growth was broadly based across Euro area member countries. Nevertheless, the level of real economic output has still not recovered to pre global-financial-crisis levels in a number of countries, including Greece, Italy and Portugal. Growth in the United Kingdom was weaker than in the Euro area as Brexit-related uncertainty hampered business investment. Elevated inflation in the United Kingdom eroded consumer purchasing power and thus spending. The Japanese economy outperformed expectations in the first half of 2017, driven mainly by a recovery in exports.

Overall, economic growth in Africa improved in 2017, but varied significantly by region. Growth in the commodity intensive countries in sub-Saharan Africa benefited from stronger commodity prices. While South Africa, Nigeria and Angola emerged from recession, economic recovery has been weak. Non-commodity intensive markets continued to deliver solid-to-strong growth based on infrastructure investments. Latin America's aggregate real GDP growth also improved in 2017 as Brazil and Argentina returned to growth. The expansion in the region, however, remained modest overall.

Actually the recovery in global growth continue to strengthening as expected, with global output projected to grow by 3.6 percent in 2017 and 3.7 percent in 2018 from the lowest 3.2 percent growth in 2016 since the global financial crisis. Advanced economies are expected to grow by 2.2 percent in 2017, 0.5 percentage points higher than in 2016, and moderate to 2.0 percent growth in 2018. Emerging markets and developing economies are projected to grow by 4.6 percent in 2017, 0.3 percentage points higher than in 2016, and rising to 4.9 percent in 2018. The growth forecasts are 0.1 percentage point higher in both 2017 and 2018 than the forecasts of World Economic Outlook (WEO), April 2017. The revisions reflect primarily the upward revisions in the euro area, Japan, emerging Asia, emerging Europe and Russia which more than offset downward revisions in the United States, the United Kingdom and India (World Economic Outlook, October 2017).

Bangladesh Economy

Bangladesh economy grew by 7.28 percent in FY17, up from 7.1 percent in FY16. This growth was mainly supported by industry and services sectors. Based on the sectoral developments and econometric estimates, Bangladesh Bank projects FY18 real GDP growth in the range of 7.1-7.4 percent. Annual average CPI (Consumer Price Index) inflation continued to decline and stood at 5.4 percent in June 2017, well below the 5.8 percent target ceiling for FY17. The declining trend in average CPI inflation is mainly driven by non-food inflation, while food inflation witnessed a sharp increase due to flash flood-related crop losses in the North eastern regions in FY17.


Inspiring G
Sustaining



Partial View of 31st Annual General Meeting

Based on the Bangladesh Bank's (BB) analytical models and the recent economic developments, average inflation is projected to be within 5.3-5.6 percent in June 2017. Bangladesh Bank's projection also shows average inflation for FY18 to be around 5.5-5.9 percent. Looking ahead, given the domestic inflation dynamics, food price developments and tapering base effects, some price pressures may emerge during FY18 and will need to be monitored and contained carefully.

Agriculture accounts for 14.7 percent of GDP and grew by 3.0 percent in FY17, up from 2.8 percent in FY16, mainly supported by the strong growth of all sub-sectors. Industry accounts for 32.4 percent of GDP, and grew by 10.2 percent in FY17, down from 11.1 percent in FY16. This growth was supported by strong growth of construction sub-sector and manufacturing sector especially small scale industry. The services sector accounts for the largest share (52.9 percent) of GDP and grew by 6.7 percent in FY17, compared to 6.3 percent in FY16. The growth of two major components of services sector - wholesale and retail trade repair of motor vehicles, motorcycles, and personal and household goods and transport, storage and communication largely contributed (1.95 and 1.5 percentage points respectively) to the overall service sector growth. Moreover, hotel and restaurants and transport, storage and communication sub-sector grew markedly by 7.1 and 6.8 percent, respectively. In addition, real estate, renting and other business activities and community, social and personal services subsectors grew faster in FY17.

BB's monetary policy directions have prioritized to help achieve higher GDP growth at 7.4 percent in FY18 as targeted by the government. The expansion in real economic activity is expected to maintain the momentum and average inflation is likely to remain near the target level due to accommodative macroeconomic policies. The monetary programming framework for FY18 may provide sufficient financial accommodation for attainment of budgetary target. Robust private sector credit growth may support private investment and consumption though a sharp decline in remittance in the recent period slower the desired level.

In Bangladesh the overall growth momentum mainly attributed by industry, services and agriculture sectors. Moreover, strong domestic demand and growing electricity generation remained buoyant in FY17. It is expected that accommodative monetary policy and accelerated different facilities particularly in industry and service sectors in the next few years, may help to achieve the desired economic growth.

REVIEW OF THE NON LIFE INSURANCE BUSINESS

Global Insurance Positions

The global non-life industry generated around USD 2 200 billion of premium income in 2017, of which around 20% came from emerging markets. Non-life insurance ranges from standardized motor and household insurance to sophisticated tailor-made liability and property covers, including specialty commercial and industrial risk insurance.

Premiums have risen moderately in almost all countries/regions in 2017 due to stronger economic growth. Global non-life premiums are up an estimated 3% in real terms, after a 2.3% gain in 2016. Underwriting conditions have remained soft, particularly in commercial insurance.

In the advanced economies, real premiums have grown by about 2% in 2017, up slightly from 1.5% in 2016. The US market expanded by 4.7%, fueled by strong growth in motor premiums In Western Europe, stronger motor business in Germany, France, Spain and the UK supported premium growth. Growth was weak again in Italy due to continued softening in motor, albeit at a more moderate pace than in previous years. In Japan, premiums resumed mild real growth of 1% in 2017, after a 0.5% decline in 2016, which was driven by a sharp decline of long-term fire products. Compulsory motor premiums declined due to premium rates cut. In Australia, premiums were up 2%, while growth in personal lines remained solid and commercial insurance premiums returned to growth on the back of better economic performance and rising premium rates.

Non-life premiums in the emerging markets have grown by an estimated 6% in 2017, up slightly from 2016 and 2015, but slower than the 8% annual average growth between 2010 and 2014. The deceleration has been due to continued economic stagnation, and positive but slow premium growth in Latin America and Africa. Meanwhile, premiums in emerging Asia are up almost 10% driven by double-digit growth in China and India, its largest markets. In Central and Eastern Europe (CEE), premiums have grown by less than 5% this year due to contraction in Russia.

The global economic outlook for 2018 and 2019 is positive and demand for non-life insurance is expected to increase. Premium growth momentum is expected to accelerate slightly in nominal terms, supported by economic activity and moderate price increases. Emerging markets are expected to be the main driver of growth, with premiums forecast to rise by 6% to 7% in real terms in 2018 and 2019.

Assuming average natural catastrophe losses, overall underwriting profitability globally is expected to improve in 2018. Positive rate dynamics and demand for new types of cover is expected to support premium growth in the coming years.

Bangladesh Insurance Market

Bangladesh is a small country and its non life insurance market is small comparing other developing but 45 non life insurance companies are function in the Bangladesh. The Insurance Act is updated recently but still insurance rules not updated. As a result insurance companies are working based on 1958 Rules. The number has been increased largely over the last few years; most of the insurance companies are still struggling. The future expansion of Bangladesh insurance market and increase of insurance penetration in the country lies in tapping the hitherto untapped segments of the market - personal lines business in particular which has remained neglected so far. The growth of the country's economy, in line with the growth in south Asian countries will also provide an impetus to the insurance sector by creating new business opportunities. However, this requires sustained efforts by the insurance industry as a whole, apart from individual insurers introducing new products and improving their services.

Non-life Insurance premium growth was not better in 2016 than in 2015 & 2014, in both the advanced and emerging markets of the world whereas in the last few years the Bangladesh insurance industry has maintain growth although a down-ward trend in the year 2016 because of poor investment. The experts have the fear of that the industry was likely to have the similar experience in 2014.


PHOEN
INSURAN



Partial View of 31st Annual General Meeting

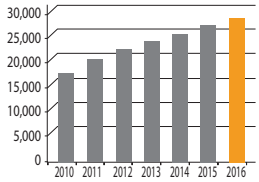
The growth of non-life insurance premium income in 2016 was 4.72 percent which was 7.94 percentages in 2015. The combined premium income underwritten by public and private sectors stood at Tk. 27,627 million in 2016. GDP growth in Bangladesh has been hovering almost 7 per cent during the last few years. Although the insurance industry growth have been double digit during the years 2009 to 2012, though this some what slowed down during the last four years. The comparative premium position during the last seven years has been as follows:

Growth of Non-life Insurance Premium of the Bangladesh

Amount in Million Taka

Year	Non-life insurance	Increased	Growth (%)
2010	16,544	2,646	19.04
2011	19,249	2,705	16.35
2012	21,452	2,203	11.44
2013	22,947	1,495	6.97
2014	24,440	1,493	6.21
2015	26,381	1,941	7.94
2016	27,627	1,246	4.72

Growth of Non-life Insurance Premium of the Bangladesh



Outlook 2018

Insurance Premium growth depends on economical or business growth of the country. Actually the year 2017 was very tough considering all other aspect. Due to tough competition, unethical practice is looking in the insurance companies. The procurement cost has been increased as a result insurance companies fail to provide best service to the insurer. We believe 2018 will be more positive for non life insurance business of the Bangladesh and we will overcome all difficulties.

COMPANY'S BUSINESS ACTIVITIES AND OPRATING PERFORMANCE REVIEW

Premium Underwritten

Private sector investment was increasing very slowly, on the other hand GDP also increasing. Domestic insurance also grow almost 5% and our company also doing good business during the year 2017. Although globally the Bangladesh also faces some other challenges to overcome the global crises. To overcome all varies, the Govt has been trying to maintain the improvement in all sectors of the economy of Bangladesh specially import, export & investment in industrialization. We know that general insurance business depends on Import, Export, investment in industrialization, and coverage of the security of all kinds of assets. We know that a large number of insurance companies in Bangladesh at present are certainly not commensurate with the size of the market that has led to aggressive competition which has, determine to the industry as a whole.

Considering all difficulties, the wise management team of the company has taken proper attention in time with professional manner and due to this attention the gross premium of the Company has been increased

significantly. In the year 2017, the Company was able to post a significant business growth in comparison to the insurance industry. The gross premium is at Tk. 71,30,48,761/- as compared to Tk. 65,21,77,275/- in 2016.

Our outlook is more positive than in the last few years, and we see more opportunities available to us through some distinctive abilities. Our ability to engage in large and tailored transactions has created a market in which few others are even able to operate. We continue to see growing demand for solutions and services that deploy our resource &development to clients. Finally, we retain our ability to rapidly and flexibly deploy capital across industry-leading products.

We anticipate that our very strong capitalisation will allow us to realize opportunities not available to others. However, we will only seek opportunities where prices meet our hurdle rates.

Business segment performance

Fire Insurance

The Fire class of Insurance business constitutes 42% of the total portfolio. During the year, the Company has underwritten a gross premium of Tk. 29,93,43,640/- whereas it was in 2016 at Tk. 25,24,02,225/-. The company has maintained the 19% growth of the business in Fire.

Marine & Hull

This class of business constitutes 37% of the total portfolio. The Company has underwritten a gross premium of Tk. 26,39,42,108/- in current year as compared to Tk. 25,10,47,297/- in previous year. The Marine & Hull insurance premium was increased at 5% from previous year due to overall import & export of the country was better than previous year.

Motor

This class of business constitutes 15% of the total portfolio. During the year, the Company has underwritten a gross premium of Tk. 10,84,78,326/- as compared to Tk. 10,08,59,858/- in the last year. The company has maintained the 8% growth of the business in Motor due to management has taken some initiatives which have good impact for increasing the business during the year.

Miscellaneous

The Miscellaneous class of business constitutes 6% of the total portfolio. The gross premium was at Tk. 4,12,84,687/-. Last year underwritten premium was Tk. 9,53,44,979/-only.

We have maintained the growth of business. Last five years class wise insurance businesses are presented below for kind information:

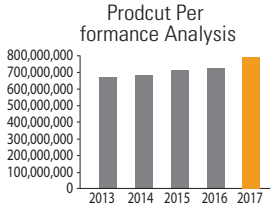



ENIX
U R A N C
RISING FROM ASH
Venue: "Muktijuddah Hall"
Institution of Diploma Engineers
IDEB Bhaban, 160/A Kakrail, Dhaka
Date: Wednesday, 21st June 2017
Time: 12:30 PM





Partial View of 31st Annual General Meeting



Class of Insurance	2013	2014	2015	2016	2017
Fire	205,539,950	212,985,003	241,360,120	252,402,225	299,343,640
Marine & hull	268,768,922	285,632,582	247,199,419	251,047,297	263,942,108
Motor	70,094,973	64,787,933	60,769,396	100,859,858	108,478,326
Miscellaneous	50,590,006	47,036,028	95,344,979	47,867,895	41,284,687
Total	**594,993,851**	**610,441,546**	**644,673,914**	**652,177,275**	**713,048,761**

Product Development

Phoenix Insurance continues to lead the market in innovative products and delivery of service by harnessing technology. Our on-line portal is constantly improved to make it consumer friendly and efficient. We also continue to invest in on-line retail systems not only to improve efficiency but also integration with multi-brand retail platforms. The Company has entered in multiple partnerships to expand its reach to a wider segment of customers.

The wind of globalization of trade and commerce has been blowing on all over the world. Insurance companies from advanced countries are trying to enter our market to sell insurance policies of non-life to the public. To face of this challenge, our vision and temperament are going to change, innovative services have been introduced, the highest standard of professionalism has been developed, and we amended and enforced the policy for customizing the business of the company.

To meet the emerging changes in the business environment and to reach a wider segment of customers, the Company is trying to develop new products to enter into retail segments. The Company continues to invest in knowledge based products and in training of its manpower to keep itself competitive and responsive to fast changing environment.

OPERATIONAL ACTIVITIES

Claims Management

Strategy and priorities

Through our industry-leading Claims Commitment, we aim to keep it simple and tailor our approach to our customers' needs and preferences. Working with our customers and agents our claims professionals promptly investigate, evaluate and develop an appropriate resolution strategy. Where we have a duty to defend, we will work to determine, as early as possible, our customer's preferred approach to whether the claim should be settled or defended. In the event of an insured first-party property loss, we help our insured's get back to business quicker by making settlement of claims in early times.

Being there when our customer needs us is a top priority. We value a personal connection, and are committed to:

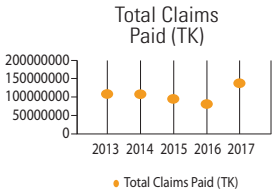
- Contacting our client, or their representative, within one business day of receiving a loss notification when we lead the primary claim.
- Returning phone calls and emails within one business day. When out of the office, we provide additional contacts, should immediate assistance be needed.
- Completing initial investigations on claims immediately.
- Paying covered claims within a period framed in the policy/Insurance Act subject to complete all requirements of settlement.

The settlement time for claims depends on various factors such as the line of business, cause of loss, the nature of claim etc. Typically, claims which result in total or partial destruction of assets or records (such as those caused by Acts of God), those where adequate documentation to establish the claims are awaited and those which are the subject matter of judicial processes tend to have longer settlement times, which are beyond the control of the Company. The Company has improved internal processes, for further reduction of average claims settlement time and claims outstanding.

We believe that a claim handle is more important to complete the outcome its loss and our clients and agents tell us that they feel a difference from other company regarding settlement of claims in early times with satisfaction of the clients. Actually we depend on our service and service is only for customers to their tough times.

Claims settlement

The overall claims expense was Tk.13,84,57,603/- during the period ended December 31st 2017 whereas Tk. 8,16,09,809/- during the period ended December 31st 2016. Phoenix Insurance Company has always committed to settle the Insurance Claims appropriately in time. We believe that our commitment is to satisfaction of our customer and their satisfactions are the goodwill of our Company's. Claim expenses have been reduced for proper maintenance of the insurance coverage of the policy. The year wise insurance claims paid are enumerated below:



Year	Total Claims Paid (TK)
2013	10,89,40,067/-
2014	10,71,19,288/-
2015	9,42,53,838/-
2016	8,16,09,809/-
2017	13,84,57,603/-

REINSURANCE MANAGEMENT

Approach

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

Our Reinsurance unit strategy remains focused on differentiation and profitable growth through allocation of capital to both existing and new risk pools. The significant global protection gap, which exists today in both lines of business, is expected to continue to widen and will also contribute

ribute significantly to creating new risk pools in the future. As a result, we expect to see further business opportunities, particularly in high-growth property markets. During the year 2017 we don't face any catastrophes loss and our country also safe of this type of economic loss.

Client s Satisfaction

We differentiate ourselves by understanding the specific needs of our clients. Client segmentation is a foundational element of our differentiation approach and is built on a deep understanding of our clients, facilitating delivery of tailored offerings. We interact with clients across all levels and functions, enabling strategic discussions between the right people at the right time. This dedicated delivery model — serving global and national clients continues to be effective.

Clients are always looking for solutions to solve their business challenges. In parallel with our engagement approach, we have established teams to marry our clients' needs, which expand on traditional reinsurance, with our knowledge, risk bearing capacity and innovation. Taken together, such tailored transactions and solutions help clients to sustainably grow their business.

History and Allocation

Phoenix Insurance Co. Ltd. has arranged sufficient protection through the re-insurance program with state own organization Sadharan Bima Corporation. As the company's portfolio growing fast the reinsurance department feels to re-organize the re-insurance program for the security and safety of the company. The Company had started placement of the re-insurance program connecting with the Overseas Market. From 2010, the company maintaining the government rules and placed the 50% share to the overseas secured Market in the major share to the A-rated re-insurance companies and the rest 50% with Sadharan Bima Corporation. The company also changed their re-insurance structure and obtained both Proportional and Non-proportional treaties with higher capacity to protect the interest of the multinational company whose total risk is a bigger size. The company also obtained Catastrophe Excess Loss Treaty in Fire business to safeguard the company as well as the shareholders interest to protect any disaster. Our key value drivers are large capacity, technical expertise and the ability to develop tailored solutions to meet clients' needs, for example in the area of solvency relief.

The allocation of the company's re-insurance arrangement is as follows:

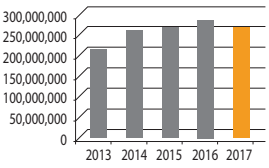
i)	Sadharan Bima Corporation (SBC), Bangladesh	-	50.00% share
ii)	National Insurance Co. Ltd. India	-	30.00% share
iii)	Asian Re, Bangkok	-	5.00% share
iv)	East Africa Re, Nairobi	-	5.00% share
v)	GIC Bhutan	-	5.00% Share
vi)	CICA, Africa	-	5.00% Share

The company has also placed facultative re-insurance protection in excess of company's treaty capacity to other markets like as Sen Re Senegal, Asian Re, Bangkok, Allco American. The company has also placed Marine Cargo facultative business to various Lloyd's syndicate and has also connection with Munich Re, Germany, Swiss Re, Singapore and Zurich. The Board of Directors always aware about the customer's insurance risk and ensures the protection of its liability by sufficient and timely re-insurance arrangement.

The Company follows a policy of optimizing retention of risk through a carefully designed high quality program of re-insurance with "A" rated and well reputed re-insurers. The focus of reinsurance treaty program has been designated to protect the value of risk by insuring timely and quality protection for individual risks and in catastrophic events. Your Company follows a high quality, low risk reinsurance strategy. Your Company's conventional reinsurance policy reduces the potential volatility of the earnings stream. Reinsurance arrangements in place include surplus, Excess of loss and catastrophe coverage. The effect of such reinsurance arrangement is that the Company should not suffer total net insurance losses beyond the Company's risk appetite in any one year.

2017 Performance

The Phoenix Insurance Company Ltd. paid as re-insurance premium for 2017 was Tk. 25,88,45,215/- only. Phoenix Insurance Co. Ltd. is fully equipped with technical expertise and our present re-insurance arrangement is quite good enough to protect the interest of the company as well as the policyholders in any consequences. The year wise breakup of re insurance premium paid is enumerated below:



Sl. No.	Class of business	2013	2014	2015	2016	2017
1	Fire	112,064,117	152,198,621	125,831,720	155,727,660	168,719,826
2	Marine	57,729,071	61,431,705	78,659,252	89,205,299	58,926,020
3	Motor	1,513,287	24,90,962	2,062,236	5,087,255	128,644
4	Miscellaneous	32,661,551	3,24,80,373	50,299,710	26,154,312	31,070,725
	Total amount in Tk.	**203,968,026**	**24,86,01,661**	**256,852,918**	**276,174,526**	**258,845,215**

CAPITAL, RESERVE AND INVESTMENT

Summary Balance Sheet

BDT millions

	2016	2017	Change in %
Assets			
Statutory deposit securities	25.00	25.00	-
Equity securities	572.68	873.54	52.54
Property, plant & equipment	325.89	312.39	(4.14)
Cash and cash equivalents	427.23	465.92	9.06
Sundry debtors	394.49	424.34	7.57
Amount due from	195.72	260.95	33.33
Others	2.59	2.66	2.70
Total Assets	**1,943.60**	**2,364.80**	**21.67**

BDT millions

	2016	2017	Change in %
Liabilities & equity			
Balance of fund & account	152.31	182.41	19.76
Premium deposit	26.57	33.17	24.84
Estimated liabilities in claims	50.05	87.35	74.53
Amount due to	55.79	62.04	11.20
Sundry creditors	228.25	256.94	12.57
Others	33.34	34.90	4.68
Total liabilities	**546.31**	**656.81**	**20.23**
Shareholder's equity	1397.29	1707.99	22.24
Total equity	**1,397.29**	**1,707.99**	**22.24**
Total liabilities & equity	**1,943.60**	**2,364.80**	**21.67**
Total Equity Per Share	**34.64**	**42.34**	**22.23**

CAPITAL MANAGEMENT

Strategy

The Company has a policy to maintain a strong capital position and provide the flexibility necessary to take advantage of growth opportunities, to support the risk associated with its businesses and to optimize shareholder return.

The Company's capital base is structured to meet regulatory capital targets and maintain strong credit ratings while maintaining a capital-efficient structure and desired capital ratios. The Company's risk management framework includes a number of liquidity risk management procedures, including prescribed liquidity stress testing, active monitoring and contingency planning. The Company maintains an overall asset liquidity profile that exceeds requirements to fund potential liabilities under adverse scenarios. The Company also actively manages and monitors the matching of asset positions against its commitments, together with the diversification and credit quality of its investments against established targets.

PHOENIX's policy of ensuring superior capitalization at all times has meant that even in the face of large insurance claims of any natural catastrophe events, we maintain a very strong capital position and high financial flexibility. Our financial strength enables us to respond to potential market developments in the aftermath of such severe events and to stay committed to creating long-term shareholder value.

Authorized Capital

Tk.100/- crore (divided into 10,00,00,000 shares of Tk.10/- each).

Since inception of the Company, the authorized capital was taka 50.00 crore divided into 50,00,000 shares of Tk.100/- each. On the requirements of the operational activities as well as fulfill the Insurance Act 2010, the Board of Directors' have enhanced the Company's Authorized Capital from Tk.50.00 crore to Tk.100.00 crore divided into 10,00,00,000 shares of Tk.10/- each in the year 2010.

Paid-up Capital

Tk.40,34,15,720/- (divided into 4,03,41,572 shares of Tk.10/- each.)

Phoenix Insurance Company Ltd. increases the business volume regularly. In this connection it is required to increase the paid up capital size and accordingly the Board of Directors decided to enhance the paid up capital every year to meet up the future requirements and compliance too.

LIQUIDITY MANAGEMENT

Liquidity policy

Our core liquidity policy is to retain sufficient liquidity in the form of unencumbered liquid assets and cash to meet potential funding requirements arising from a range of possible stress events. To allow for regulatory restrictions on intra-Group funding, liquidity is managed within groups of entities known as liquidity pools. To manage the risks, we have a range of liquidity policies and measures in place. In particular, we aim to ensure that:

- sufficient liquidity is held to meet funding requirements under current conditions as well as adverse circumstances;
- funding is maintained and credited at an appropriate market rate through our internal transfer pricing;
- diversified sources are used to meet our residual funding needs; and
- long-term liquidity needs are taken into account, both in our planning process and in our management of financial market risk.

Liquidity position

The Company's primary source of funds is cash provided by operating activities, including premiums and net investment income. These funds are used primarily to pay claims, commissions, operating expenses and shareholder dividends. Cash flows generated from operating activities are generally invested to support future payment requirements, including the payment of dividends to shareholders.

The Company's liquidity remained poor due to expenses is very high comparing previous year. The total cash and cash equivalents as at the end of 2017 are Tk. 46,59,21,658/- against Tk. 42,72,32,191/- in 2016.

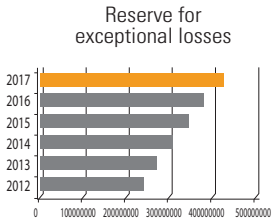
The Company prudently manages liquidity to ensure its ability to meet contractual obligations as and when they fall due.

RESERVE FUND

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

Reserve for exceptional losses:

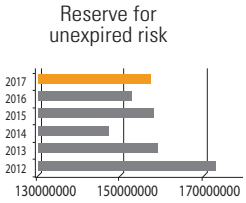
During the year 2017 Tk. 42,24,35,866/- separated as reserve fund for exceptional losses under the forth schedule of Income Tax ordinance 1984 that a company sets aside a portion of its income, profits and gains to meet the exceptional losses, so much of such portion as does not exceed ten percent of the premium income of the year in which it is set aside shall be deducted from the balance of the profits. The year wise breakup of the exceptional losses is enumerated below:



Year	Amount in Taka
2013	26,72,52,866/-
2014	30,34,35,866/-
2015	34,14,35,866/-
2016	37,74,35,866/-
2017	42,24,35,866/-

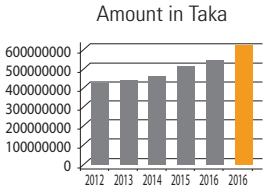
Reserve for unexpired risk

A sum of Tk. 18,24,13,044/- have build up for unexpired risk fund. The fund has separated under the section 27A of sub section 2(b) of Insurance Act 1938. Under this section forty percent of the net premium in respect of Fire, Marine and Miscellaneous insurance business written in Bangladesh will be separated for unexpired risk. Last year the amount was Tk. 15,23,05,145/- only. The year wise breakup of the exceptional losses is enumerated below:



Year	Amount in Taka
2013	15,84,82,955/-
2014	14,67,36,155/-
2015	15,76,11,947/-
2016	15,23,05,145/-
2017	18,24,13,044/-

So, during the year total amount of Tk. 60,48,48,910/- has been created as reserve funds to meet up any kinds of financial requirements for protecting the risk factors of the company. The position of total reserve funds is shown below:



Year	Amount in Taka
2013	42,57,35,821/-
2014	45,01,72,021/-
2015	49,90,47,813/-
2016	52,97,41,011/-
2017	60,48,48,910/-

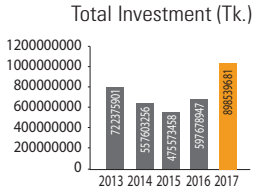
INVESTMENT Strategy

Insurance is a form of risk management primarily used to hedge against the risk of a contingent or an uncertain loss. To meet up the uncertain loss, the Company keeps the amount in the form of investment. In the other hand, good investment is also main tools of the company's profit.

PHOENIX Insurance's investment portfolio maintained its track record of sustainable performance results, with another strong contribution in 2017. All asset classes contributed to the result, reflecting the diversification of investment income sources as well as the quality of the investment portfolio. During 2017, Phoenix Insurance increased its overall allocation to government bonds and Fixed Deposit to Bank, enhancing income with low-duration risk. The allocation to equities and alternative investments remained relatively stable. While the investment portfolio is well-positioned overall, the company maintains suitable flexibility should it be presented with attractive market opportunities or a change in the investment outlook.

Investment Portfolio

Phoenix Insurance Company Ltd. earns investment profits at large scale and the Board fixed a target to enlarge the investment figure of the company to increase the investment income. Our expectation is to earn more profit from the Company's investment amount. For the greater interest of the Company and also the interest of shareholders, we utilized the maximum fund and in this connection, we have invested our amount in the form of Shares. During the year the management has evaluated the investment at market price and presents the fair value in the accounts. The year wise investment breakup of the Company is furnished below:



Year	Total Investment (Tk.)
2013	72,23,75,901/-
2014	55,76,03,256/-
2015	47,55,73,458/-
2016	59,76,78,947/-
2017	89,85,39,681/-

Out of the above amount, Tk.89,85,39,681/- was utilized for buying listed companies shares; The City Bank Ltd. and the Phoenix Finance & Investment Ltd. shares and rest Tk.2,50,00,000/- was utilized for buying National Investment Bond to comply the Schedule-1 of Insurance Act 2010. The cost of shares in the book was at Tk.23,76,73,910/- only. The investment value increased from previous year due to market price of the shares had been increase day by day.

Investment result

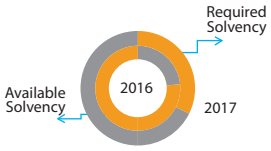
Your Company realized income from investment at Tk.5,36,99,404/- in 2017 as against Tk. 6,48,24,929/- in the previous year. Out of this amount dividend income is Tk.3,88,93,090/- in 2017 as against Tk. 4,16,11,689/- in 2016. Tk.27,18,599/- reduced from last year investment income due to decreased the bank interest rate.

Outlook

The focus in 2018 is set to remain on central bank policy, inflation and political developments of the country. In terms of economic outlook, overall economic growth is expected to stay solid while inflation is forecast to modestly increase nationally. This, in turn, should allow the key central banks to continue their cautious policy normalisation path. Besides this, the Board of Director set a policy to increase the FDR of the company by investing new amount due to low risk. Invest in the property and shares of secondary market are not suitable due to tension of the election year. The management will maintain a well-diversified and high-quality investment portfolio.

SOLVENCY MARGIN

Under section 45 of Insurance Act 2010 we have maintained the required solvency margin. During 2017, company's solvency margin remained above the required level. Phoenix Insurance Company Limited required solvency margin is Tk.11,08,80,318/- only whereas the company's available solvency is Tk. 23,23,50,541/- which means the value of assets had been more than the liabilities in that particular period. Therefore, the available solvency is almost 2.10 times of required solvency in 2017. The detail is presented in the page no.79 on the annual report. The Comparison from previous years presented below:



Year	Required Solvency (Tk)	Available Solvency (Tk)
2016	9,35,60,737/-	30,26,36,355/-
2017	11,08,80,318/-	23,23,50,541/-

CLAIM PAYING RATING

The Phoenix Insurance Company limited regularly analyses the position of its claim paying ability. During the year, the company achieved CPR at AA-. This rating assigns that the Company with 'stable' outlook for its steady business growth, stable financial and operating performance, as well as its consistent fundamentals.

PROFIT & LOSS ACCOUNT REVIEW

Review The Income Statement *BDT millions*

	2016	2017	Change in %
Revenues			
Gross premium	652.18	713.05	9.33
Less: re-insurance ceded	276.18	258.85	(6.27)
Net premium earned	**376.00**	**454.20**	**20.80**
Commission on re-insurance	72.84	72.99	0.21
Other income - non operating business	73.80	110.21	49.34
Total revenues	**522.64**	**637.40**	**21.96**
Expenses			
Management expenses	275.58	309.18	12.19
Net claims	31.36	62.33	98.76
Commission paid	93.16	100.59	7.98
Reserve for unexpired risk	-5.31	30.11	(667.04)
Total expenses	**394.79**	**502.21**	**27.1**
Profit before tax	**127.85**	**135.19**	**5.74**
Provision for gratuity & CSR	1.20	4.50	275.00
Provision for taxation	28.16	19.21	(31.78)
Profit after tax	**98.49**	**111.48**	**13.19**
Net Income Per Share	**2.44**	**2.76**	**13.11**

UNDERWRITING PROFIT

Strategy

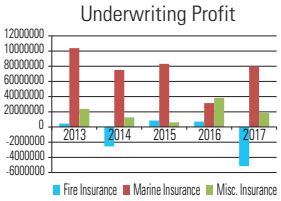
Since Insurance is knowledge based technical profession and we take the risk of couple of thousand crore taka. The assessment and management of the risk is to manage by way of prudent underwriting. The proper claim settlement is also based on prudent underwriting. The Company has now been able to underwrite any value of sum insured by charging the most economic and competitive Premium rate ensuring maximum security at minimum cost within the frame work of existing tariff and high capacity of Re-insurance treaty made with 'A' rated overseas Re-insurers. It has become possible for the equipped technically qualified and experienced management personal. We have been trying to remain with the Insuring community in the time of need for the last two decades since inceptions.

The Management is working to improvement (at least in the near future) in level of economic and business activities in the country and our strategy will therefore continue to emphasize on -

a) Customer-driven business focus;
b) Financial and investment strategy based on further strengthening the balance sheet;
c) Conservative and sound risk management; and Operational agility by maintaining quality leadership.

Comparative Result

You know that underwriting profit is only the profit exactly earned from the insurance business only. It consists on the earned premium remaining after losses have been paid and administrative expenses have been deducted. It does not include any investment income. Phoenix Insurance Company Ltd. underwrites the business premium on the basis of insurance principles and code of business. We issue our underwriting documents for the interest of the customer's requirements after analysis the risk of the insurable items accordingly insurance premium charge on the basis of the insurance contract. The profit of the insurance product calculated separately on the basis of the Insurance Act. Previous five years underwriting profit presented in the below:



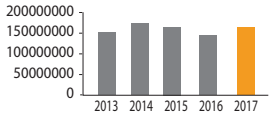
Name of the product	2013	2014	2015	2016	2017
Fire Insurance	45,25,101	(2,55,01,413)	85,27,193	71,45,638	(5,13,92,015)
Marine Insurance	10,38,08,715	7,50,81,325	8,31,38,421	3,14,87,302	7,93,78,759
Misc. Insurance	2,37,63,939	1,26,55,741	61,18,513	3,84,66,269	1,85,17,455
Total	10,06,51,213	13,20,97,754	6,22,35,653	7,70,99,209	4,65,04,199

Review of Underwritten result

The company has taken proper steps for maintaining the profit growth of the company specially emphasized the marine insurance business. The company earned maximum profit from the marine insurance business. During the year 2017 Phoenix Insurance Company Ltd. earned an amount of Tk. 4,65,04,199/- as underwriting profit. The underwriting profit has been decreased due to the loss in the account fire business due to huge claims lodge efficient management team look after the overall activities strictly with the advice of the Board. Although during the year, the rate of development of Insurance Premium in the country has been decreased but we maintained the growth of the profit. We are careful about issuing any cover notes of the Insurance Premium which were also more effective for collecting insurance business. The Board of Directors desires that the steady growth of underwriting profit will continue in the coming years.

Net Profit Analysis

Despite, difficult economic scenario, the Company has posted net profit of Tk. 13,51,96,077/- whereas it was Tk. 12,78,53,449/-in the last year. The net profit decreased due to decrease of other income and increase of depreciation, advertisement etc. The year wise net profit before tax shown below:



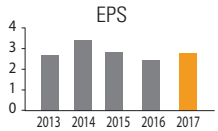
Year	Total Profit (TK)
2013	15,50,77,977/-
2014	16,77,62,758/-
2015	15,16,55,702/-
2016	12,78,53,449/-
2017	13,51,96,077/-

Dividend

Dear Shareholders, the Board of Phoenix Insurance Company Ltd. always aware about the dividend policy. Generally Shareholders demanded maximum returns of their investment. The Company has been paying prestigious dividend consistently since the inception to fulfill the shareholders interest. The Board of Directors in its meeting held on 28th April 2018 recommended 16% cash dividend for the year 2017. The Board of Directors desires that shareholders of the Company will approve the recommendations of the Board in the Annual General Meeting. Last five years dividend position presented in financial highlights on page 49 of this report.

Earnings Per Share (EPS)

The portion of a company's profit allocated to each outstanding share of common stock is called generally EPS. During the year 2017 the Company's EPS is Tk. 2.76 which was Tk.2.44 in the last year. EPS have decreased due to net profit not increased during the year. Previous five years Earning per share position presented in the below:



Year	2013	2014	2015	2016	2017
EPS Per share Tk.10/- each	2.71	3.42	2.84	2.44	2.76

COMPANY'S STRENGTH AND CORPORATE RESPONSIBILITY

Internal Control

Strategy

Phoenix Insurance Company's operating activities of the daily business under an adopted plan and all of the coordinate methods adopted within a business to safeguard its assets. The Management regularly checks the accuracy and reliability of its accounting data and takes initiative to promote the operational efficiency and to encourage the adherence by prescribing the managerial policies. A system of internal control directly relate to the functions of the accounting and financial departments. The Management is accountable for the implementation of the internal control culture and its principles.

In establishing and maintaining an effective system of internal control, Phoenix Insurance undertakes to assess regularly both the internal and external risks that it faces. The assessment also includes the identification and analysis of all the significant risks that an insurance company is exposed to, and acts accordingly. An adequate Internal Control system requires the implementation of effective and efficient Control Activities at all levels of the entity. The Management of Phoenix Insurance Company Ltd makes up accordingly with the supervision and advice of the board of directors set up some strategies and recommendations too.

Activities

The Management has already taken the following measures as a part of the Internal Control system:

1. The financial data have reviewed by the board regularly and confirm the accuracy.
2. The efficiency in the operations has applied to handle the company in all the areas.
3. The Management has adopted a steady policy for the financial reliability and the non-financial information.
4. The management has motivated the internal audit of the company accomplish its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of governance, risk management and control processes.
5. Board of Directors follows the adequacy of the system of risks control.
6. The Management set a structure and delegation of authorities with a job description for the prudent approach to the business management.
7. Senior Management monitors the compliance with the laws and regulations, and the internal policies and procedures have been maintained appropriately.
8. The board recognizes and acknowledges that independent, competent and qualified internal auditors, as well as internal control functions including the compliance and legal functions are working to provide the information about the operations and performance of the company.

INFORMATION TECHNOLOGY

Strategy

We have already made our company digital. Phoenix is the first company that thinks for digitalization by introducing Integrated Software. Thus make it unique in this industry. We have a wide array of computer network well designed software high-end server and most updated peripherals. Information technology is an important part of every business. The insurance industry is especially depends on computer systems to provide the level of service expected by customer and demanded by the marketplaces. To face the challenges springing from growing competition and increasing customer longing, Phoenix Insurance has adopted latest technology to develop more flexible structure that can respond quickly to the dynamics of a fast changing market scenario.

Most of the branches of the company are working under one network to facilitate services to its customer. As a result, customers are privileged to avail the advantage of insurance facilities.

We are going to open online payment through The City Bank gateway very soon. It will open the door for real digital world by introducing paperless world. The Company has upgraded its data center with high-end servers and networking equipment to accommodate growing business with adequate security. Besides data and network securities, various physical security measures like data center access control, fire prevention, environmental security etc. have been maintained adequately. With young, skilled and energetic IT personnel, the IT division is on continuous endeavor to ensure smooth running of IT infrastructure.

Cyber awareness

In the evolving cyber threat landscape Phoenix Insurance must remain vigilant, agile and responsive to new cyber attack vectors.

- The Company's cyber threats are no different to other players in the industry: The Company has to defend its client data, business and employees against a wide range of internal and external threat actors, including cyber criminals or nation sponsored attackers conducting espionage.
- Cyber Security has become a strategic capability in The Company's Digital Information & Technology Strategy.
- The Company's crisis and incident management and escalation process spans across all operational and management levels, including the Board of Directors.
- In the year under review the Board of Directors was provided with a major cyber crisis walk through to increase its cyber incident awareness and readiness.

DIRECTORS RETIREMENT AND RE-APPOINTMENT

Under the Clauses No.100 of the Articles of Association of the Company; at the ordinary meeting in every subsequent year, one-third of the Directors representing sponsor shareholders inclusive of co-opt directors, from the time being and one-third of the Directors from public subscribers, if their number is not three or a multiple of three, then the number nearest to one-third, shall retire from office.

Under the Clauses No.101 of the Articles of Association of the Company; the Director to retire in every year shall be those who have been longest in office since their last election but as between persons who become Director on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot. A retiring Director shall be eligible for re-election. Provided that retiring sponsor Director shall be eligible for re-election and re-elected by the sponsor shareholders while retiring Directors from public subscribers shall also be eligible for re-election and be re-election by the public subscribers.

Under the Clauses No.102 of the Articles of Association of the Company; the Company at the General Meeting at which a Director retires in manner aforesaid may fill up the valued office by electing a person thereto.

Sponsor Directors (Group-A)

According to the above mentioned clauses of the Articles of Association of the company, the following three Directors the sponsor shareholders group i.e. group "A" Directors will retire:

1. Mr. M. A. Majid
2. Mrs. Rokshana Begum
3. Mr. Aziz-Al-Mahmood

Being eligible, all the retiring Directors offered themselves for re-election.

Public Directors (Group-B)

In terms of the above provisions of the Articles of Association of the Company, the following two Directors from among public shareholders i.e. group "B" shareholders will retire:

1. Mr. Mohammed Shoeb
2. Ms. Sadaf Shamsad Haque

Being eligible, all the retiring Directors offered themselves for re-election. It may be mentioned here that a public notification with regard to the election of Directors of the Company from the public shareholders was published in two national dailies namely "The Asian Age" and "The Daily Alokita Bangladesh" on 26th April 2018.

AUDITORS

Messers Malek Siddiqui Wali. Chartered Accountants were appointed in the last AGM as Statutory Auditors in the Company for the year 2017. During the year they have completed the audit and submit application for reappointing them for further period. The matter will be presented in the Annual General Meeting to consider the appointment of Auditors and fix their remuneration under the guidelines of ICAB.

FUTURE OUTLOOK

Bangladesh's macroeconomic indicators are improving and private sector is finding it encouraging to invest in a low interest and low inflation environment. Phoenix Insurance is leveraging on its high IFS (Insurer Financial Strength) rating, to investment in technology and experienced manpower and expand its market share profitably. Special areas of focus will remain infrastructure projects, retail and micro insurance. For Phoenix Insurance, digitization of Customer Journey on the internet while extracting actionable data on customers for more sales will be the hall mark in 2018.

Going forward, however, we expect uptick in inflation in 2018 and interest rates are also expected to increase in later part of the year. For investment, the Company will adopt a balanced strategy to benefit from equity markets performance along with upward revision in interest rates. Optimism around induction of the in the country for emerging Markets, increased activity in China, India & other develop country with Bangladesh Economic zone related projects and improved corporate earnings has set the stage for likely continuation of a strong momentum for the equity market.

APPRECIATION & ACKNOWLEDGMENT

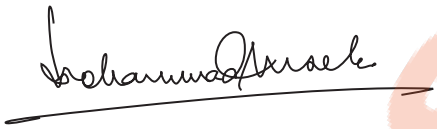
The loyalty of our patron clients has enabled us to maintain and improve our market share over a period of time. We are grateful to them for reposing their confidence in us. We acknowledge the support of our shareholders which allows us to improve our leading position in the market. Thanks are due to Government Authorities, particularly Ministry of Commerce, Ministry of Finance, Insurance Development & Regulatory Authority, Registrar of Joint Stock Companies & Firms, Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange Ltd., Chittagong Stock Exchange Ltd., Sadharan Bima Corporation, overseas Re-insurers, Bangladesh Bank,

Commercial Banks, Bangladesh Insurance Association, Bangladesh Insurance Academy, Central Depository Bangladesh Limited (CDBL) for their continued support and confidence put in Phoenix Insurance Company Limited during the year.

We acknowledge the professionalism and hard work of our development officers, staff members and executives who helped the Company to achieve its goals.

Allah Hafez.

On behalf of the Board



MOHAMMED SHOEB
Chairman

Dated, Dhaka
April 28, 2018

AMAR STOCK

Sustainability Reporting

Corporate Social Responsibility (134)
Environment Related Initiatives (135-136)
Environmental and Social Obligations (137)
Integrated Reporting (138)

AMANSTOCK

Corporate Social Responsibility

Phoenix Insurance places great emphasis on education, health and community service, donating generously as part of its Corporate Social Responsibility. During the year under review, Phoenix Insurance donated money to education, health and community service sectors. Besides cash donations, Phoenix Insurance encourages its employees to participate actively in community service by donating their personal time and money.

Phoenix Insurance's Corporate Social Responsibility (CSR) Program aims to address key concerns in society, such as health and education. The Company also stresses on reassuring its chief stakeholders of overall sustainability through compliance, ethics and corporate citizenship. These elements combined form the basis of PICL's corporate philosophy and CSR.

COMPLIANCE AND ETHICS

Regulations are becoming increasingly complex in light of high transparency prerequisites being enforced globally. PICL has continually strived to develop its capabilities until it can be at par with international standard in the global insurance industry, meeting all necessary standards and checks. PICL's edge in the market at home lies in its strict and efficient compliance of international standards.

PICL has incessantly reiterated that its Compliance Performance Standards are applied to all areas of business. PICL ensures to increase compliance and ethical understanding throughout its management hierarchy. Initiatives taken include internal awareness campaigns, specific trainings in detailed regulatory areas and focused efforts on sensitive areas such as conflict of interest.

HEALTH, SAFETY & ENVIRONMENT

Health, Safety and Environmental (HSE) responsibilities constitute an essential part of Phoenix Insurance's operations. These become the core of the Company's activities. Phoenix Insurance's management and employees share the belief that good HSE contributes positively and productively to business development and success.

It is this belief that urges Phoenix Insurance to increase team efforts, endeavor for better HSE for employees, customers and neighbors. The Company also hopes to safeguard people's health and minimize the environmental impact of their jobs. PICL's HSE policy observes all existing laws, regulations and amendments.

COMMITTED TO EXCELLENCE

In an era of intense hectic competition, PICL stays afloat with its unwavering commitment to operational and financial discipline in producing unparalleled results; keeping its promises and continually fulfilling its customers' needs. During the year, Phoenix Insurance was engaged in various activities with organizations.

Environment
Related Initiatives

It is observed that in recent years, there has been a growing concern for various environmental issues. These issues force people to reevaluate their interests in a number of wide-ranging and complex areas, thus increasing the role that Organizations must play in addressing these issues. Of these issues, we strongly believe that addressing the need to preserve and restore the natural environment is of particular importance for corporations. Therefore, Phoenix insurance will continue to exercise our corporate philosophy by promoting environmental preservation and working to be a good corporate citizen with the aim of creating a good society that is full of healthy, smiling faces.

Phoenix Insurance tried to stimulate awareness for the protection of environment by personalizing environmental issues and to enable everyone to realize not only our responsibilities, but also our power to become agents for change in support of sustainable and equitable development by ensuring a cleaner, greener and brighter outlook for ourselves and for the next generations.

Phoenix Insurance focuses on the following actions along with supporting innovative conservation initiatives and inspiring our associates and guests to support these efforts:

- The employees of Phoenix Insurance turn off equipment (computers, Printers, copiers and lights) when it's not being used and also main switch is put off at the end of each working day & which are strictly maintained.
- To reduce the usage of papers, printing on both side of paper and also re-use the fresh side of a rough paper for drafting and printing only necessary document.
- Phoenix Insurance usually prefers using email instead of sending memos and faxing documents for reducing time & papers as well.
- Phoenix Insurance is aware for preventing water taps from dripping preventing misuse of paper napkin.
- Phoenix Insurance provides environment-friendly office equipments, information and solutions which are supported by our clients as well as our employees to preserve the ecosystem.
- Phoenix Insurance strictly complies with environment-related laws and regulations. We will further establish independent standards as we strive to protect the environment.
- Phoenix Insurance are determined to fulfill our social responsibilities through minimizing usage of energy & water within our own premises & also in the branches in order to conserve resources and the reduction of waste & cost as well.
- Phoenix Insurance place high priority on thoroughly educating our staff on a routine basis about our environmental principles to ensure that they conform to these principles in the performance of their work.
- Phoenix Insurance usually purchase computers, monitors, printers, fax machines, Copiers & other office equipments keeping in mind that those are functional, cost effective & eco friendly.
- Phoenix Insurance uses maximum laptop computers for its employees instead of desktop computers for its employees in order to consume 80% less energy.
- LCD monitors are used for lesser power consumption.
- To encourage others & save the world by go green, Phoenix Insurance keeps a slogan on its all sizes envelopes " LET GO GREEN, TO KEEP OUR EARTH CLEAN"

- Maximum cars of the Company even vehicles of Transportation of pool for the employees are CNG converted to reduce air pollution.
- All Air coolers are operating on auto temperature basis which helps limited running of compressor unit and subsequently saving electricity.
- Energy saving bulbs is always used in the office premises in every where.
- We usually do & will try to maintain in selecting and purchasing preferable products, supplies & services for all of our daily operational needs that do the least damage to the environment.
- Phoenix Insurance provides environmental training and information to all of the Executives to raise their awareness about environment protection
- As a good corporate citizen, we always work with the community to protect the environment. We also disclose environmental information and work for mutual understanding with the society.

AMAR STOCK

Environmental
and social obligations

We strongly believe, social responsibility is an ethical framework and suggests that an entity, be it an organization or individual, has an obligation to act for the benefit of society at large. Social responsibility is a duty every individual has to perform so as to maintain a balance between the economy and the ecosystems. A trade-off may exist between economic development, in the material sense, and the welfare of the society and environment, though this has been challenged by many reports over the past decade. Social responsibility means sustaining the equilibrium between the two. It pertains not only to business organizations but also to everyone, who's any action impacts the environment. This responsibility can be passive, by avoiding engaging in socially harmful acts, or active, by performing activities that directly advance social goals.

Every business entity has an impact on the environment and there arises legal obligations which it must fulfill. The requirements are relatively simple for business such as offices. Meeting the environmental obligations is not just a legal requirement. It is worthwhile in itself, and helps minimize the likelihood of any environmental problems, costs and damage of the business. Taking a responsible approach to the environment can also reduce the costs of unnecessary waste, strengthen the Company image and help us to win business from less reputable competitors.

Minimize energy and water use within our premises and processes in order to conserve supplies and minimize the consumption of natural resources.

- Purchase preferable products, and services for all our daily operational needs that do the least damage to the environment.
- Conserve natural resources by adopting pollution preventive practices.
- Extending the life of equipments through preventive maintenance scheduling, purchasing and reworking used equipments etc.
- Documents management project initiative to archive the backlog and day to day official documents which generates through daily operations and facilities express search capability for achieved materials using enadoc system.
- Remotely thirty one branches will be connected with systems and documents scanning, indexing, export of scanned images to the enadoc system will be done through from one of the location in a centralized environment.
- Practices reusing, recycling and reprocessing materials that would otherwise be discarded as waste.

Integrated Reporting

An integrated report is a concise communication about how an organization's strategy, governance, performance and prospects lead to the creation of value over the short, medium and long term.

Integrated reporting means the integrated representation of a company's performance in terms of both financial and other value relevant information. Integrated reporting provides greater context for performance data, clarifies how value relevant information fist into a business, and may help implant long truism into company decision making. While the communications that result from integrated reporting will be of benefit to arrange of stakeholders, they are principally aimed at providers of financial capital allocation decisions.

1. **Strategy:** Strategy is the direction and scope of an organization over the long-term, which achieves advantage for the organization through its configuration of resources within a challenging environment, to meet the needs of markets and to fulfill stakeholder expectations.
2. **Governance:** Governance or more precisely corporate governance essentially involves balancing the interests of the many stakeholders in a company; these include its shareholders, management, customers, suppliers, financiers, government and the community.
3. **Performance:** Business performance is the accomplishment of a given task measured against preset known standards of accuracy, completeness, cost and speed. In a contract, performance is deemed to be the fulfillment of an obligation, in a manner that releases the performer from all liabilities under the contract.
4. **Prospects:** Potential customer or client qualified on the basis of his or her buying authority, financial capacity and willingness to buy.

Phoenix insurance company's involvement in integrated reporting:

Those who are in-charge of looking after the governance of Phoenix insurance Company Ltd i.e., the Audit committee a sub-Committee of the Board of Directors ensures its integrity in performing overall responsibility in the company ensuring a proper and stable internal control system through the performance of internal audit periodically and also as and when required basis. The audit committee also considers the external auditors' findings and gives highest importance to those and takes appropriate measures for further development and assurance of the internal control systems of the company.

The most exciting about integrated reporting is that, this is not just a cosmetic change in communication, but a deep behavioral evolution in the way all stakeholders assess value of a company and is ecosystem. And this will unquestionably lead to value creation.

Financial Indication & Other Declaration's

Accounting Ratios of 2017 & 2016 (140)
Declaration of MD & CFO Regarding Financial Statement (141)
Directors declaration regarding Annual Report 2017 (142)
Claims Management (143-144)
Clients Complains (145)
Market Share of Insurance Business of the Company (146)

AMARSTOCK

Accounting Ratios of 2017 & 2016

Particulars	The year-2017		The year-2016		Growth (%)
	Amount in Taka	Ratio (%)	Amount in Taka	Ratio (%)	
Gross premium Income	713,048,761	-	652,177,275	-	9.33
Net premium Income	454,203,546	-	376,002,749	-	20.80
Re-insurance Premium Ceded as % of Gross premium Income	258,845,215	36.30	276,174,526	42.35	-6.27
Net RI commission earn as % of Gross premium Income	72,998,840	10.24	72,839,585	11.17	0.22
Net RI commission earn as % of Net premium Income	72,998,840	16.07	72,839,585	19.37	0.22
Agent Commission Paid as % of Gross premium Income	100,587,736	14.11	93,163,948	14.29	7.97
Management Expenses allocated as % of Gross premium Income	287,671,601	40.34	252,524,453	38.72	13.92
Gross claim Paid as % of Gross premium Income	138,457,603	19.42	81,609,809	12.51	69.66
Gross claim Paid as % of Net premium Income	138,457,603	30.48	81,609,809	21.70	69.66
Net claim Paid as % of Gross premium Income	25,027,314	3.51	11,473,082	1.76	118.14
Net claim Paid as % of Net premium Income	25,027,314	5.51	11,473,082	3.05	118.14
Operating (Under writing) Profit as Gross premium Income	46,504,199	6.52	77,099,209	11.82	-39.68
Operating (Under writing) Profit as Net premium Income	46,504,199	10.24	77,099,209	20.50	-39.68
Net profit before tax as % of Gross premium Income	135,196,077	18.96	127,853,449	19.60	5.74
Net profit after tax as % of Gross premium Income	111,486,376	15.64	98,488,900	15.10	13.20
Earning per share (EPS) before tax	3.35		3.17		
Earning per share (EPS) after tax	2.76	-	2.44	-	-
Net Assets Value (NAV)	42.34	-	34.64	-	-
Net Cash provided by operating activities per share	3.48	-	0.77	-	-
Price Earnings Ratio (P/E)	10.69	-	11.39	-	
Return on equity Ratio (ROE)	27.64	-	24.41	-	-

AMARSTOCK

Declaration of Managing Director and Chief Financial Officer Regarding Financial Statements of the Company

With respect to the operations of Phoenix Insurance Company Limited for the year ended 31st December 2017 and results thereof, the management of the Company confirms and declares that:

1. The registration certificate granted by Insurance Regulatory and Development Authority (IRDA) is valid and the same has been renewed for the year 2017.
2. We certify that all dues payable to the statutory authorities have been duly paid except where the Company has preferred appeals.
3. The shareholding pattern is in accordance with the statutory and regulatory requirements.
4. The solvency margins calculated under guidance of the Insurance Act, 2010.
5. The values of all the assets have been reviewed on the date of Statement of Financial Position (Balance Sheet) and in management's belief, the assets set forth in the Balance Sheet are shown in the aggregate at amounts not exceeding their realizable or marketvalue.
6. The Company has an Anti-Money Laundering Policy duly approved by the Board of Directors and the management comply the policy accordingly as per guidelines of the Bangladesh Bank.
7. The management has set up an internal audit system commensurate with the size and nature of the business and the same was operated throughout the year.
8. The management of the Company certifies that:
   (a) The financial statements of the Company have been prepared in accordance with the applicable Accounting Standards and principles and policies with no material departures;
   (b) The management has adopted accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the Company at the end of the year and of the operating profit and of the net profit of the Company;
   (c) The management has taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the applicable provisions of the Insurance Act, 2010 and Companies Act, 1994 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
   (d) The financial statements have been prepared on a going concern basis;
9. Financial Statements of the company prepared by the Accounts & Finance department and Chief Financial Officer (CFO) of the company verified the statements. With the support and recommendation of the Chief Financial Officer, the Managing Director confirmed the statements to present in the Board for approval. According above information/notification the Managing Director and Chief Financial Officer confirmed to the Board on behalf of the management that:-

(i) Financial statements of the year 2017 were reviewed and best of our knowledge and belief that:
   (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   b) These statements together present a true and fair view of the company's affairs and are in compliance with the existing accounting standards and applicable laws.

(ii) There are, to the best of knowledge and belief that no transactions entered into by the company during the year, which are fraudulent, illegal, or violation of the company's code of conduct.

Chief Financial Officer

Managing Director

Directors Declaration Regarding Annual Report-2017

The Directors are responsible for preparing the annual report and the financial statements in accordance with the Companies Act, 1994, International Accounting Standard (IAS) and International Financial Reporting Standards (IFRS) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB), Securities and Exchange Rules 1987 and listing Regulation of the Dhaka and Chittagong Stock Exchanges.

In compliance with the requirements of the BSEC's Notification, the Directors are also required to declare certain matters in their report which inter alia as under:

(a) the financial statements, prepared by the Management of the Company, present fairly its state of affairs, the result of its operations, cash flows and change in equity;

(b) proper books of account of the company have been maintained;

(c) appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;

(d) the International Accounting Standards, as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure therefore has been adequately disclosed;

(e) the system of internal control is sound in design and has been effectively implemented and mentioned;

(f) there are no significant doubts upon the company's ability to continue as a going concern;

(g) any signification deviations from the last year in operating results of the company have been highlighted and reasons thereof have been explained;

(h) the key operating and financial data for the last five years are annexed.

AMARSTOCK

Claims Management

Phoenix Insurance believes that prompt settlement of insurance claims is the best way to earn confidence of the insuring community. Phoenix has been giving top priority for settlement of the insurance claims in due course. Phoenix always stands beside the Insured in the event of any loss of their properties. Consequently we have been able to create cemented relationship with the valued client's over the last 32 years of operation. As a part of best client services, the responsible officer rushes to the place of reported loss along with the reputed surveyor as soon as receive the intimation of the loss.

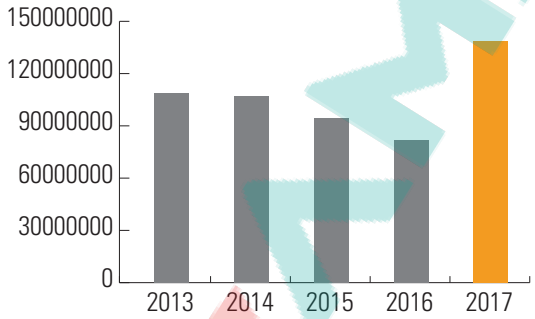
In special cases, the top executives are paying visit the place of incident to ease and relax the clients at the moment. Even in case of big losses, Phoenix Insurance also tries to make advance payment before official approval of a claim to enable the insured for resuming business operation very shortly.

To meet up the claim promptly there is a Claim Committee working in the company attentively. This committee devises the claims settling policy of the Company. It oversees the claims position of the Company and ensures that adequate claims reserves are made. Particular attention is paid to significant claims cases or events, which give rise to a series of claims. The Claims Settlement Committee determines the circumstances under which the claims dispute to be brought to its attention and decides how to deal with such claims disputes. It also oversees the implementation of the measures for combating fraudulent claims cases.

In the year 2017, Phoenix Insurance has settled a gross amount of claim at Tk. 13,84,57,603/- only where as in the last year it was Tk. 8,16,09,809/- only.

The position of last five years Net Claims is enumerated below:

Particulars	2013	2014	2015	2016	2017
Net Claim	2,63,29,376	3,79,16,374	1,92,08,006	1,14,73,082	2,50,27,314



Details of Outstanding Claims (IBNR & IBNER) with Ageing Thereof

IBNR is the provision for claims that have happened but have not reported yet. INBR reserve represents the estimated amount needed to cover those unreported claims that have already happened. IBNER means incurred but not enough reported. For a loss that has occurred and been reported IBNER is the development on that known loss.

As per insurance Law Bangladesh it is not obligatory to maintain reserves for Integrated but not report (IBNR) or Integrated but not enter report (IBNER) claim. But under solvency margin regulation proposed under insurance Act 2010, such reserves will be required to maintain in the manner to be prescribed by the relevant rules.

All claims with ageing including cause of actual delay in settlement of claims are mandatory to report quarterly to insurance Development & Regulatory Authority (IDRA) as per their directives

Year wise claims settled & outstanding scenarios of Phoenix Insurance Company Limited are appended below:

Description	In Taka				
	2017	2016	2015	2014	2013
1. Claims outstanding beginning the year	5,00,49,113	3,01,60,669	5,32,62,406	4,46,39,046	2,34,35,598
2. Claims intimation during the year	86,07,47,034	21,58,85,000	28,51,50,000	23,16,30,000	16,98,40,000
3. Total Claim (1+2)	91,07,96,147	24,60,45,669	33,84,12,406	27,62,69,046	19,32,75,598
4. Claims paid during the year	13,84,57,603	8,16,09,809	9,42,53,838	10,71,19,288	10,89,40,067
Claims paid as % of total claims	15.20%	33.17%	27.85%	38.77%	56.37%
Claims outstanding the end of the year	8,73,52,749	5,00,49,113	3,01,60,669	5,32,62,406	4,46,39,046

AMARSTOCK

Clients Complains and Consultancy

Phoenix Insurance is very much concern of the Stakeholder's interest and the professional services to the insured.

Accordingly, the company has been equipped with a team of technically qualified and highly experienced professionals for rendering best possible services to its customers. Because, we do believe Customers are first and Customers are last. Customers delight is our delight. Consequently, we have been able to earn the confidence of the clients from starting our journey excels in 1986. This company provides its clients with technical assistance, consultancy and advice free of cost whenever called for. Any query and consultancy in respect of insurance service shall be addressed with due respect and pleasure.

So, clients may contact for complains and/or consultancy specially in connection of Risk Assessment, Economic price of Insurance, Re-Insurance & Claims payment status to the following Address:

MD. SHAFIQUR RAHMAN

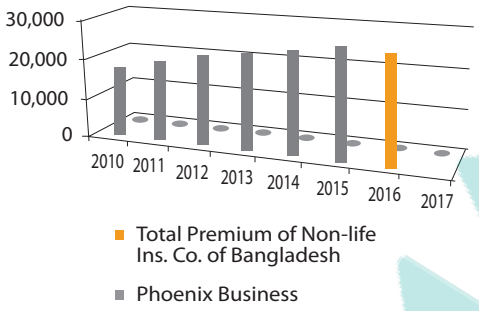
Sr. General Manager
Underwriting &
Branch Control Department
1/A, Dilkusha C/A, Dhaka.
Tel: 9563609
E-mail : mail@phoenixinsurance.com.bd

AMAR STOCK

Market Share of Insurance Business of the Company

Phoenix Insurance Company Ltd. enhancing the market shares of Insurance Business in the country day by day. The high profile management team of the company has been taken proper attention in time with professional manner and the Company's performance has been increased in respect of business collection. We have maintained the growth of our business regularly due to our discipline and talented services. The Gross premium income of private non-life insurance companies around the country stood at Tk.25,393 million in 2016 compared to Tk. 24,308 million in 2015.

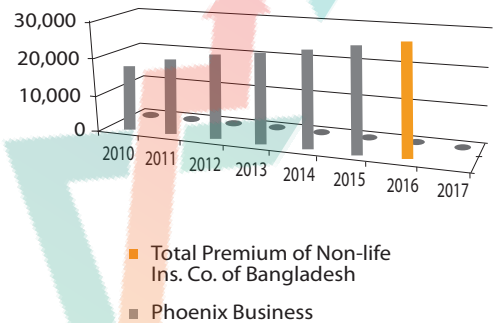
We have been increasing our Market Share of Insurance Business in the country slowly. In the year 2015 we have contributed 2.65% business in the total market of Bangladesh private non-life insurance business and it is expecting that next year it will be increased accordingly. A chart of our market share position in comparison of the total market of Bangladesh Non-Life Insurance Business is shown below:



Amount in million

Year	Private Non-life Insurance business Tk.	Phoenix Business Tk.	% of our company's share in the country
2010	14,883	465	3.12
2011	17,274	535	3.10
2012	19,263	621	3.22
2013	22,038	595	2.70
2014	22,679	610	3.06
2015	24,308	645	2.65
2016	25,393	652	2.57
2017		714	

The total premium income of non-life insurance companies in Bangladesh stood at Tk. 27,627 million in 2016 whereas it was Tk. 26,381 million in 2015. On average, we contributed 2.36% premium to the nation. The following statements show the position of our company against the total non-life insurance premium of Bangladesh.



Amount in million

Year	Total premium of Non-lie Ins. Co. of Bangladesh	Phoenix Business	% of our company's share in the country
2010	16,544	465	2.81
2011	19,249	535	2.78
2012	21,452	621	2.89
2013	22,947	595	2.60
2014	24,440	610	2.50
2015	26,381	645	2.44
2016	27,627	652	2.36
2017		714	

Report of Audit Committee and Auditor's

Report on Audit Committee (148-149)
Independent Auditors' Report (152-153)
Statement of Financial Position (Balance Sheet) (154-155)
Statement of Profit or Loss Account (158-159)
Consolidated Insurance Revenue Account (160-161)
Fire Insurance Revenue Account (162-163)
Marine Insurance Revenue Account (164-165)
Miscellaneous Insurance Revenue Account (166-167)
Cash Flow Statement (168)
Statement of Changes in Equity (169)
Classified Summary Assets (Form "AA") (170)
Notes to the Account (171-188)
Fixed Assets Schedule (189)
Net Assets Value (NAV) (190)
Compliance of BAS & BFRS (191)

Report of
Audit Committee

CONSTITUTION OF THE AUDIT COMMITTEE

The Audit Committee of the Phoenix Insurance Company Limited constituted by the six Directors of the Board of Directors. According to the notification of Bangladesh Securities and Exchange Commission, the Board constituted the Audit Committee. The committee performs their responsibilities as per guidelines adopted by the Board and in compliance with the section 3.00 of the Bangladesh Securities and Exchange Commission Notification No.SEC/CMRRCD/ 2006-158/134/ Admin/44 dated 7th August 2012, which have mentioned in the Audit Committees functions. Mr. M Badiuzzaman, Independent Director of the Board is the Chairman of the Audit Committee and comprises of the following members of the Board of Directors:

1. Mr. Deen Mohammad
2. Mr. Mazharul Haque
3. Mrs. Khorshed Zahan Begum
4. Mr. Aziz Al Mahmood
5. Mr. Manzoorul Haque
6. Mrs. Sadia Anjum Siddiqui

TORS OF AUDIT COMMITTEE

The terms of reference of the Audit Committee as framed by the Board of Directors are as follows:

(1) Determine appropriate measures to safeguard the Company's assets.

(2) Review quarterly, half-yearly and annual financial statements of the Company, prior to their approval by the Board of Directors, focusing on major judgmental areas, significant adjustments resulting from the audit, the going concern assumptions, any changes in accounting policies and practices, compliance with applicable accounting standards and compliance with listing regulations and other statutory and regulatory requirements and significant related party transactions.

(3) Facilitating the external audit and discussion with external auditors of major observations arising from interim and final audits and any matter that the auditors may wish to highlight (in the absence of management, where necessary).

(4) Ensure coordination between the internal and external auditors of the Company.

(5) Review of the scope and extent of internal audit and ensuring that the internal audit function has adequate resources and is appropriately placed within the Company.

(6) Review and confirm the compliance with relevant statutory requirements.

(7) Monitoring compliance with the best practices of corporate governance and identification of significant violations thereof.

(8) Consideration of any other issue or matter as may be assigned by the Board of Directors.

(9) Determine compliance with relevant statutory requirements.

(10) Monitoring compliance with the best practices of corporate governance and identification of significant violations thereof.

REPORT OF THE AUDIT COMMITTEE

According to the guidelines, the Committee reviewed and examined the actions of management, in relation with the interim and annual financial statements before the submission to the board and confirmed that:

1. The Committee reviewed and approved the quarterly, half yearly and annual financial statements of the Company and recommended them for approval of the Board of Directors.
2. The Company issued a Statement of Compliance with the Code of Corporate Governance which has also been reviewed by the external auditors of the Company.
3. The Chief Executive Officer and the Chief Financial Officer have reviewed the financial statements of the Company and the Directors' Report. They acknowledge their responsibility for true and fair presentation of the financial statements and compliance with regulations and applicable accounting standards.
4. The Management has published the necessary of disclosures of the financial statements.
5. The financial statements of the company prepared on the assumption of going concern.
6. The financial statements of the company are prepared in accordance with Bangladesh Financial Reporting Standard, The Insurance Act 2010 and Security and Exchange Rules 1987 etc.
7. The Management has ensured the compliance with laws and regulations of the stock exchange and follows the related laws & regulations of BSEC, the guidelines of Stock Exchanges and fulfilled the legal requirements of the Company.
8. Proper books of accounts have been maintained by the Company.

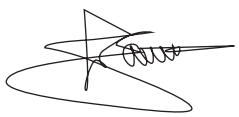
The Chairman, the Managing Director, the Chief Financial Officer (CFO) and the external auditor attend Committee meetings by invitation. Four meetings of the Committee were held during the year 2017. Based on reviews and discussions in these meetings, the Committee reports that:

i) The adequacy of the internal control and risk management undertaken by the company through the appropriate Management Information are present.

ii) The company's system of internal control and its reporting process are in place towards creation of a compliance culture in the Insurance.

iii) The Management handling the operation and the financial activities of the company as per guidelines of the IDRA and with the advice of the Board.

The above matters are important recommendations for the improvement of the company and therefore duly noted.



Mr. M Badiuzzaman
Chairman
Audit Committee


AMAR STOCK

Audit Report of the Accounts of 2017

AMARSTOCK

Independent Auditors' Report

To the shareholders of Phoenix Insurance Company Limited

We have Audited the accompanying Financial Statements of the **Phoenix Insurance Company Limited** which comprise of Statement of Financial Position (Balance Sheet) as at December 31, 2017 and the related Fire, Marine Cargo, Marine Hull, Motor and Miscellaneous Insurance Revenue Accounts as well as Statement of Profit or Loss and Other Comprehensive Income, Profit and Loss Appropriation Account, Statement of Cash Flows, Statement of Changes in Equity and Notes for the year then ended, and a summary of significant accounting policies and other explanatory notes.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS:

The Company's Management is responsible for the preparation and fair presentation of these Financial Statements in accordance with Bangladesh Accounting Standards (BAS)/ Bangladesh Financial Reporting Stander (BFRS), the Companies Act 1994, Bangladesh Securities and Exchange Commission Rules 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

AUDITOR RESPONSIBILITY

Our responsibility is to express an opinion on these financial statement bases on our audit. We conducted our audit in with in accordance with Bangladesh Standards on Auditing (BSA), those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free material misstatement.

An audit involves performing procedures to obtain audit evidence about the amount and disclosures in the Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of theFinancial 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 prepared in accordance with Bangladesh Financial Reporting Standards (BFRS), give a true and fair view of the state of the Company's affairs as on December 31, 2017 and of the results of its operations and its cash flows for the year then ended and comply with the Companies Act 1994, the Insurance Act 2010, Insurance Rules 1958, relevant schedule of Bangladesh Securities and Exchange Commission Rules 1987 and other applicable laws and regulations.

WE ALSO REPORT THAT:

1. We have obtained all the information and explanation which, to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
2. In our opinion, proper books of accounts as required by law have been kept by the company so far as it appeared from our examination of those books;
3. The Company's Statement of Financial (Balance Sheet) and Revenue Accounts and its Cash Flows dealt with by report are in agreement with the books of accounts and returns;
4. The expenditures incurred and payments made were for the purpose of the company's business;
5. As per Section 63(2) of the insurance Act-2010 as amended, we certify that to the best of our knowledge and belief and according to the information and explanation given to us, all expense of management wherever incurred directly or indirectly with respect to insurance business of the company transacted in Bangladesh during the year under report have been duly debited to the related revenue accounts and the profit and loss accounts of the company and
6. As per regulation11 of part 1 of the third schedule of insurance act 1938 as amended, we certify that to the best of our information and as shown by its books, the company during the year under report has not paid any commission in any form outside Bangladesh in respect of any of its business re-issued abroad.

Dated: Dhaka
May 03, 2018

Malek Siddiqui Wali
Chartered Accountants

AMARSTOCK

STATEMENT OF FINANCIAL POSITION (BALANCE SHEET)

AS AT 31ST DECEMBER, 2017

Figures in Taka

CAPITAL & LIABILITIES	NOTE	2017	2016
Shareholder's Equity & Liabilities			
Shareholder's Equity		**1,707,987,078**	**1,397,288,986**
Share Capital	04	403,415,720	403,415,720
Share premium		897,121	897,121
Reserve & Surplus	05	1,303,674,237	992,976,145
Liabilities & Provision		**656,815,715**	**546,317,088**
Balance Of Fund & Account	06	182,413,044	152,305,145
Premium Deposit	07	33,166,571	26,572,328
Defered liability for Gratuity	08	19,443,584	16,416,676
Reserve for Corporate Social Responsibility (CSR)	09	3,040,026	2,840,026
Defered liability for Tax	26	12,417,096	14,082,615
Estimated liabilities in respect of outstanding			
Claims whether due or intimated	10	87,352,749	50,049,113
Amount due to other persons or bodies			
Carrying on insurance business	11	62,038,156	55,788,670
Sundry Creditors	12	256,944,489	228,262,515
		2,364,802,793	**1,943,606,074**
Net Asset Value (NAV)		**42.34**	**34.64**

Chairman | Director | Chief Executive Officer

As per annexed report of even date.
Dated, Dhaka
May 03, 2018

STATEMENT OF FINANCIAL POSITION (BALANCE SHEET)

AS AT 31ST DECEMBER, 2017

Figures in Taka

ASSETS	NOTE	2017	2016
Non-Current Assets			
Property Plant & Equipment	13	312,388,754	325,893,331
Investment	14	898,539,681	597,678,947
Current Assets			
Inventories	15	1,147,253	1,078,670
Sundry Debtors (Advance,deposit & others)	16	424,340,660	394,490,283
Amount due from other persons or bodies carrying on insurance business	17	260,952,287	195,720,152
Interest outstanding		1,512,500	1,512,500
Cash and Cash Equivalents	18	465,921,658	427,232,191
		2,364,802,793	1,943,606,074

Dy. Managing Director & CEO

E.D. & Company Secretary

Malek Siddiqui Wali
Chartered Accountants

PROFIT AND LOSS APPROPRIATION ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Reserve for Exceptional Losses	45,000,000	36,000,000
Dividend Paid	60,512,358	72,614,830
Balance transferred to Balance Sheet	68,535,943	60,957,372
	174,048,301	169,572,202

Annexed notes form part of these Financial Statements

Chairman | Director | Chief Executive Officer

As per annexed report of even date.
Dated, Dhaka
May 03, 2018

AMAR STOCK

PROFIT AND LOSS APPROPRIATION ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Balance brought forward from previous year	60,957,372	69,394,299
Net profit for the year brought down from Profit and Loss Account	111,486,376	98,488,900
Adjustment of Depreciation on revaluation reserve	1,604,553	1,689,003
	174,048,301	169,572,202

Dy. Managing Director & CEO

E.D. & Company Secretary

Malek Siddiqui Wali
Chartered Accountants

AMARSTOCK

STATEMENT OF PROFIT OR LOSS ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Expenses of Management		
(Not applicable to any particular fund or account)	**21,510,643**	**23,045,131**
Directors Fees	1,155,000	984,000
Audit Fees	200,000	200,000
Depreciation	14,381,991	16,069,496
Advertisement & Publicity	1,345,261	2,177,192
Subscription & Donation	791,332	566,700
Legal and Professional Fees	252,970	346,853
Registration Fee	3,384,089	2,700,890
Profit before tax	**135,196,077**	**127,853,449**
Provision for Gratuity	4,000,000	1,000,000
Provision for Corporate Social Responsibility (CSR)	500,000	200,000
Provision for taxation	**19,209,701**	**28,164,549**
Current tax	20,875,220	27,600,000
Provision for Defered Tax Liability	(1,665,519)	564,549
Profit after tax transferred to profit & loss appropriation account	111,486,376	98,488,900
	156,706,720	**150,898,580**

STATEMENT OF OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Earnings Per Share (Note# 24)	2.76	2.44

Annexed notes form part of these Financial Statements

Chairman | Director | Chief Executive Officer

As per annexed report of even date.
Dated, Dhaka
May 03, 2018

STATEMENT OF PROFIT OR LOSS ACCOUNT
FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Profit / (Loss) Transferred from:	**46,504,199**	**77,099,209**
Fire Revenue Account	(51,392,015)	7,145,638
Marine Revenue Account	79,378,759	31,487,302
Misc. Revenue Account	18,517,455	38,466,269
Interest Income (Note # 19)	14,806,314	23,213,240
Dividend Income	38,893,090	41,611,689
Other Income (Note # 20)	15,603,392	8,974,442
Income From Shares (Sale)	40,899,725	-
	156,706,720	**150,898,580**

STATEMENT OF OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Profit after tax	111,486,376	98,488,900
Other Comprehensive income:	259,724,074	122,105,489
Changes in fair value of the available for sale	**259,724,074**	**122,105,489**
Total Comprehensive income for the year	**371,210,450**	**220,594,389**

Dy. Managing Director & CEO

E.D. & Company Secretary

Malek Siddiqui Wali
Chartered Accountants

CONSOLIDATED INSURANCE REVENUE ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Calims Under Policies Less: Re-Insurance (Note # 21)	62,330,950	31,361,526
Commission	100,587,736	93,163,948
Expenses of Management (Note # 23)	287,671,601	252,524,453
Profit/(Loss) transfer to Profit & Loss A/c.	46,504,199	77,099,209
Balance of Account at the end of the year as shown in the Balance Sheet (Reserve for unexpired risk)	182,413,044	152,305,145
	679,507,531	606,454,281

Annexed notes form part of these Financial Statements

Chairman | Director | Chief Executive Officer

As per annexed report of even date.
Dated, Dhaka
May 03, 2018

AMARSTOCK

CONSOLIDATED INSURANCE REVENUE ACCOUNT
FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Balance of Account at the beginning of the year	152,305,145	157,611,947
Premium Less Re-Insurance (Note # 22)	454,203,546	376,002,749
Commission on Re-Insurance Ceded	72,998,840	72,839,585
	679,507,531	606,454,281

Dy. Managing Director & CEO

E.D. & Company Secretary

Malek Siddiqui Wali
Chartered Accountants

AMARSTOCK

FIRE INSURANCE REVENUE ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Claims under policies less re-insurances	50,574,706	7,040,309
Paid during the year	14,630,692	2,970,657
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	51,227,459	15,283,445
	65,858,151	18,254,102
Less:Outstanding at the end of the previous year	15,283,445	11,213,793
Commission	44,117,869	37,489,462
Expenses of Management	120,874,650	97,870,208
Profit/(Loss) transferred to Profit & Loss Account	(51,392,015)	7,145,638
Balance of account at the end of the year as shown in the Balance Sheet being reserve for unexpired risks @ 40% of premium income of the year	52,249,526	38,669,826
	216,424,736	**188,215,443**

Chairman | Director | Chief Executive Officer

As per annexed report of even date.
Dated, Dhaka
May 03, 2018

AMARSTOCK

FIRE INSURANCE REVENUE ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Balance of account at the beginning of the year	38,669,826	46,211,360
Premium less: re-insurances	130,623,814	96,674,565
Commission on re-insurances	47,131,096	45,329,518
	216,424,736	188,215,443

Dy. Managing Director & CEO

E.D. & Company Secretary

Malek Siddiqui Wali
Chartered Accountants

AMARSTOCK

MARINE INSURANCE REVENUE ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Claims under policies less re-insurances	(17,426,563)	18,713,422
Paid during the year	(9,113,040)	1,534,456
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	16,596,558	24,910,081
	7,483,518	26,444,537
Less:Outstanding at the end of the previous year	24,910,081	7,731,115
Commission	37,502,014	35,789,789
Expenses of Management	106,041,442	96,772,647
Profit transferred to Profit & Loss Account	79,378,759	31,487,302
Balance of account at the end of the year as shown in the Balance Sheet being reserve for unexpired risks @ 40% of premium income on marine cargo and 100% of premium income on marine hull of the year	82,738,061	66,640,845
Cargo	81,518,685	63,467,436
Hull	1,219,376	3,173,409
Total	288,233,713	249,404,005

Chairman | Director | Chief Executive Officer

As per annexed report of even date.
Dated, Dhaka
May 03, 2018

AMARSTOCK

MARINE INSURANCE REVENUE ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	2017	2016
Balance of account at the beginning of the year	66,640,845	69,899,615
Premium less: re-insurances	205,016,088	161,841,998
Commission on re-insurances	16,576,780	17,662,392
Total	288,233,713	249,404,005

Dy. Managing Director & CEO

E.D. & Company Secretary

Malek Siddiqui Wali
Chartered Accountants

AMARSTOCK

MISCELLANEOUS INSURANCE REVENUE ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	MOTOR	MISC.	2017	2016
Claims under policies less re-insurances	23,029,433	6,153,374	29,182,807	5,607,795
Paid during the year	15,488,991	4,020,671	19,509,662	6,967,969
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	15,755,638	3,773,094	19,528,732	9,855,587
	31,244,629	7,793,765	39,038,394	16,823,556
Less:Outstanding at the end of the previous year	8,215,196	1,640,391	9,855,587	11,215,761
Commission	15,888,898	3,078,955	18,967,853	19,884,697
Expenses of Management	43,978,387	16,777,121	60,755,509	57,881,598
Profit transferred to Profit & Loss Account	20,446,448	(1,928,992)	18,517,455	38,466,269
Balance of account at the end of the year as shown in the Balance Sheet being reserve for unexpired risks @ 40% of premium income of the year	43,339,873	4,085,585	47,425,458	46,994,474
	146,683,039	**28,166,043**	**174,849,082**	**168,834,833**

Chairman | Director | Chief Executive Officer

As per annexed report of even date.
Dated, Dhaka
May 03, 2018

AMAR STOCK

MISCELLANEOUS INSURANCE REVENUE ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2017

Figures in Taka

PARTICULARS	MOTOR	MISC.	2017	2016
Balance of account at the beginning of the year	38,309,041	8,685,433	46,994,474	41,500,972
Premium less: re-insurances	108,349,682	10,213,962	118,563,644	117,486,186
Commission on re-insurances	24,316	9,266,648	9,290,964	9,847,675
	146,683,039	28,166,043	174,849,082	168,834,833

Dy. Managing Director & CEO

E.D. & Company Secretary

Malek Siddiqui Wali
Chartered Accountants

AMAR STOCK

CASH FLOW STATEMENT
FOR THE YEAR ENDED DECEMBER 31, 2017

Figures in Taka

PARTICULARS		2017	2016
A)	**Cash Flow from Operating Activities:**		
	Collections from premium and other income	574,919,896	839,593,069
	Payments for management expenses, re-insurance and claims	(414,491,149)	(794,601,606)
	Income Tax paid	(19,966,239)	(13,831,984)
	Net Cash provided by operating activities	**140,462,508**	**31,159,479**
B)	**Cash Flow from Investing Activities :**		
	Acquisition of Fixed Assets	(1,139,022)	(5,277,106)
	Disposal of Fixed Assets	1,015,000	1,900,508
	Decrease/(Increase) of Investment in Shares	(41,136,660)	-
	Net Cash used in Investing activities	**(41,260,682)**	**(3,376,598)**
C)	**Cash flow from Financing Activities :**		
	Cash Dividend paid	(60,512,358)	(72,614,830)
	Net Cash used in financing activities	**(60,512,358)**	**(72,614,830)**
	Net Increase/(Decrease) in cash & cash equivalents during the year (A+B+C)	38,689,467	(44,831,949)
	Cash & Cash equivalents at the beginning of the year	427,232,191	472,064,140
	Cash & Cash Eequivalents at the end of the year	**465,921,658**	**427,232,191**
	Net operating cash flow per share	**3.48**	**0.77**

Chairman | Director | Chief Executive Officer

Dy. Managing Director & CEO | E.D. & Company Secretary | Malek Siddiqui Wali
Chartered Accountants

As per annexed report of even date.
Dated, Dhaka
May 03, 2018

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED DECEMBER 31, 2017

Sl. No.	PARTICULARS	Share Capital	Reserve for Exceptional Losses	Revaluation Reserve	Fair Value Reserve	Share Premium	Retained Earnings	Total
1	Opening Balance	403,415,720	377,435,866	178,441,210	376,141,697	897,121	60,957,372	1,397,288,986
2	Dividend Paid	-	-	-	-	-	(60,512,358)	(60,512,358)
3	Adjustment of depreciation on revaluation reserve	-	-	(1,604,553)	-	-	1,604,553	-
4	Net profit for the year after tax provision	-	-	-	-	-	111,486,376	111,486,376
5	Transfer to exceptional loss	-	45,000,000	-	-	-	(45,000,000)	-
6	Investment Reserve	-	-	-	259,724,074	-	-	259,724,074
7	Transfer to General Reserve	-	-	-	-	-	-	-
	Total	**403,415,720**	**422,435,866**	**176,836,657**	**635,865,771**	**897,121**	**68,535,943**	**1,707,987,078**

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED DECEMBER 31, 2016

Sl. No.	PARTICULARS	Share Capital	Reserve for Exceptional Losses	Revaluation Reserve	Fair Value Reserve	Share Premium	Retained Earnings	Total
1	Opening Balance	403,415,720	341,435,866	180,130,213	254,036,208	897,121	69,394,299	1,249,309,427
2	Dividend Paid	-	-	-	-	-	(72,614,830)	(72,614,830)
3	Adjustment of depreciation on revaluation reserve	-	-	(1,689,003)	-	-	1,689,003	-
4	Net profit for the year after tax provision	-	-	-	-	-	98,488,900	98,488,900
5	Transfer to exceptional loss	-	36,000,000	-	-	-	(36,000,000)	-
6	Investment Reserve	-	-	-	122,105,489	-	-	122,105,489
	Total	**403,415,720**	**377,435,866**	**178,441,210**	**376,141,697**	**897,121**	**60,957,372**	**1,397,288,986**

Chairman | Director | Chief Executive Officer | Dy. Managing Director & CEO | E.D. & Company Secretary

Malek Siddiqui Wali
Chartered Accountants

As per annexed report of even date.
Dated, Dhaka
May 03, 2018

FORM "AA"
Classified Summary of Assets
AS AT 31ST DECEMBER-2017

Figures in Taka

SL. NO.	PARTICULARS	2017	2016
	NON CURRENT ASSETS		
	Property Plant & Equipment		
(a)	Land	152,825,000	152,825,000
(b)	Building	115,596,981	121,681,033
(c)	Furniture & Fixture	11,212,074	12,200,358
(d)	Office Equipment	6,700,099	7,108,911
(e)	Electric installation	367,192	344,115
(f)	Air Cooler	1,246,360	1,408,937
(g)	Vehicle	21,637,445	27,373,816
(h)	Telephone installation	2,803,603	2,951,161
	Sub total:	**312,388,754**	**325,893,331**
	INVESTMENT		
(a)	National Investment Bond	25,000,000	25,000,000
(b)	Shares of Listed Companies	827,649,621	526,788,887
(c)	Shares of Unlisted Companies	45,890,060	45,890,060
	Sub total:	**898,539,681**	**597,678,947**
	CURRENT ASSETS		
(a)	Fixed Deposit	253,693,541	233,984,002
(b)	Short term Deposits	159,572,380	136,910,290
(c)	Current Account	18,712,290	28,668,492
(d)	Cash in hand	33,943,447	27,669,407
(e)	Interest Outstanding	1,512,500	1,512,500
(f)	Sundry Debtors	424,340,660	394,490,283
(g)	Stock of Stationery & Stamps	1,147,253	1,078,670
(h)	Amount due from other persons & bodies carrying on insurance business	260,952,287	195,720,152
	Sub total:	**1,153,874,358**	**1,020,033,796**
	TOTAL ASSETS	**2,364,802,793**	**1,943,606,074**

Cerfificate under regulation 7 (a) & (b) of part 1 of the first schedule to the Insurance Act.

Certified that the values of all assets have been reviewed, that the said assets except the shares in listed companies, have been set forth in the balance sheet at amounts not exceeding their realizable or market value, and that the investments in shares have been valued at cost. For the purpose of comparison market value of shares shown to the financial statements have been ascertained on the basis of average rates of last transactions of 2017 of the relevant shares published in the daily newspapers.

Chairman | Director | Chief Executive Officer

Dy. Managing Director & CEO | E.D. & Company Secretary | Malek Siddiqui Wali
Chartered Accountants

Dated, Dhaka
May 03, 2018

NOTES TO THE FINANCIAL STATEMENTS AND SIGNIFICANT ACCOUNTING POLICIES

FOR THE YEAR ENDED DECEMBER 31, 2017

1. General information

1.1 Legal form and status of the Company

Phoenix Insurance Company Ltd. was incorporated as a public limited company in Bangladesh on 27th November, 1986 under the Companies Act 1913 (present 1994) and obtained the certificate of commencement of business from the Registrar of Joint Stock Companies, Bangladesh with effect from the same date, however the certificate of commencement of insurance business from the Controller of Insurance, Government of Peoples Republic of Bangladesh was obtained with effect from 1st December, 1986.

With the authorization of Securities and Exchange Commission the Company issued 300,000 ordinary shares at Tk.100 each to public in 1994 and was listed with Dhaka Stock Exchange and Chittagong Stock Exchange subsequently. The Company carries its insurance activities through thirty-one branches throughout the country.

1.2 Principal activities and nature of operations

The principal activity of the company continued to carry on all kinds of insurance, guarantee, and indemnity business other than life insurance business. There were no significant changes in the nature of the principal activities of the Company during the year 2017 under review.

1.3 Date of financial statements authorized for issue

Financial Statements of the company for the year ended December 31, 2017 were authorized for issue on April 28, 2018 in accordance with a resolution of the Board of Directors.

2 Summary of significant accounting related policies

2.1 Basis of accounting

The financial statements of the Company under reporting have been prepared under historical cost convention except Land & Building which is stated at revalued amount in a going concern concept and on accrual basis in accordance with Generally Accepted Accounting Principles (GAAP) and practice in Bangladesh in addition compliance with the Companies Act 1994, the Securities and Exchange Rules 1987, Listing Regulations of Dhaka Stock Exchange Ltd. & Chittagong Stock Exchange Ltd. These statements have also been prepared in accordance with applicable International Accounting Standards (IAS) and as were adopted in Bangladesh by the Institute of Chartered Accountants of Bangladesh (ICAB) under name & style Bangladesh Accounting Standards (BAS) with reference to disclosures of accounting policies and valuation of investment both.

2.2 Basis of preparation

The Balance Sheet has been prepared in accordance with the regulation as contained in part-1 of the First Schedule and as per Form "A" as set forth in forth in part-2 of that schedule. Revenue accounts for specific classes of non-life insurance business has been prepared in accordance with the regulation as contained in part-1 of the third Schedule and as per Form "F" as set forth in part-2 of that Schedule of the insurance Act,

1938 as amended (new insurance Act 2010). The classified summary of the assets has been prepared in accordance with From "A" as set forth in part-2 of aforesaid Act.

2.3 Branch accounting

The Company has thirty one (31) branches under its umbrella without having any overseas branch during the year ended December 31, 2017. The accounts of the branches are maintained and consolidated at the head office level. Only petty cash books are being maintained at the respective branches for meeting day to day expenses.

2.4 Public sector business

As per Government decision effective from April 1990, all the public Sector Insurance Business is being under written jointly by Sadharan Bima Corporation and 45 private sectors insurance Companies on Co- insurance basis 50% being underwritten by Shadharan Bima Corporation and the balance equally by 45 private sectors insurance Companies.

Company's share of public sector business is accounted for in the year in which the statement of accounts from the Sadharan Bima Corporation is received up to June 30, 2017. The statements of accounts for the period from July 1, 2016 to June 30, 2017 have been received from the Sadharan Bima Corporation and accordingly, the company's share of public sector business for that period has been accounted for in the accompanying accounts. This practice is being followed consistently.

2.5 Reporting currency and level of precision

The figures in the Financial Statements represent Bangladesh Currency (Taka), which have been rounded off to the nearest Taka except where indicates otherwise.

2.6 Property, Plant, and Equipment

A. Valuation of fixed assets

All fixed assets are stated at cost less accumulated depreciation as per BAS 16: "Property, Plant and Equipment". The cost of acquisition of an assets comprise its purchase price and directly attributable cost of bringing the asset to its working condition for its intended use inclusive of inward freight, duties and non-refundable taxes.

B. Recognition of fixed assets

The Company recognizes in the carrying amount of an item of property, plant and Equipment the cost replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the company and the cost of the item can be measured reliably. Normal expenditure incurred after the assets have been put into operation such as repair and maintenance other than major replacement, renewals and or betterment of the assets are charged off as revenue expenditure in the period in which it is incurred.

C. Depreciation

Property, Plant and Equipment are depreciated following the reducing balance method on the basis of life expectancy of the assets in accordance with BAS-16. Depreciation on newly acquired assets except land which is not depreciated, are charged for irrespective of the date of acquisition, and while no depreciation is

charged during the year in which assets are disposed off. Assets category wise depreciation rates are as follows:

Particulars	
Furniture and Fixture	10%
Office Equipment	15%
Vehicles	20%
Building	5%
Telephone	5%
Air collar	15%
Electrical Equipment	15%

D. De-recognition

An item of property, plant and equipment is de-recognized upon disposal or future economic benefits are expected from it use. Any gain or loss arising on de-recognition of the assets is included in the statement of comprehensive income in the year the assets is de-recognized

E. Impairment of assets

In each year the management assess whether there is any indication that the assets may be impaired in accordance with BAS 36: "Impairment of Assets" considering the current economic situation. Management concludes that there is no such indication exists.

F. Revaluation of assets

Fixed assets were revalued by the company as on December 31, 2010 which was conducted by professional independent velour G. K. Adjusters Ltd. In order to reflect the fair picture of the company in the present market condition on the basis of market availability and physical condition of those fixed assets and the gain arise due to the revaluation were transferred to the revaluation reserve account as per BAS 16 " Property, Plant, and Equipment"

2.7 Reserve or contingencies accounts

A. Reserve for exceptional losses

As per Para 6 of the 4th schedule of Income Tax Ordinance 1984 to meet the exceptional losses, Company sets aside 10% of the net premium income of the year which it is set aside from the balance of the profit to the Reserve for exceptional losses.

B. Revaluation reserve

Revaluation surplus is transferred to revaluation reserve after restating the asset at the revalued amount.

2.8 Employee benefit

A. Contributory provident fund

The Company operates a contributory provident fund for its permanent employees. The fund is approved by the National Board of Revenue (NBR), administered separately by a Board of Trustee and is funded by equal contribution from the company and the employees. This fund is invested separately from the company.

B. Gratuity scheme

The Company operates a Gratuity scheme under which regular confirmed employee is entitled to benefit at graduated scale based on the length of service. The length of service for the purpose of gratuity shall be reckoned from the date of joining in the regular service of the company. The Company has a funded Gratuity for all eligible employees who have completed minimum 3 (Three) years of continuous service with the company. Required amount of gratuity is calculated on the basic depending on the length of service for every completed year as well as proportionate to the fraction period of service as of the end of the respective year.

C. Incentive bonus

The Company has a policy to give Incentive Bonus for its employees based on their annual performance after getting approval in the Board Meeting and the paid amount are accounted for the year to which same relates.

D. Group insurance policy

The Company has been operating a Group Insurance Policy for all permanent employees for the supporting of family assistance after death of any Employee's as per Group Insurance Policy terms & condition.

2.9 Revenue recognition

A. Underwriting premium income

Gross underwriting business as well as Re-insurance thereof and claim settled etc. have been recorded separately for each class of business and the net underwriting results thereof have been reflected in the revenue accounts after due consideration of re-insurance ceded.

B. Investment income recognition

Interest on FDRs is recognized on accrual basis after making provision for income tax deductible at source. Interest on STD /SND accounts, cash dividend on investment in share and other income are recognized on cash basis for stock dividend that received by the company against its investment, number of share increased and average cost of investment decreased.

C. Dividend income

Dividend income has been accounted for only when the right to receive the dividend is established.

2.10 Balance of funds & accounts

These have been arrived at after making provision for Unexpired Risks @ 40% of net premium income on all business except marine hull insurance where provision has been made at 100% on net premium income.

2.11 Management expenses

Total management expenses have been allocated among the different classes of business on the basis of gross premium income.

2.12 Cash and cash equivalents

According to IAS 7 "Cash Flow Statements" cash comprises cash in hand and demand deposits and cash equivalents are short term, highly liquid investments that are readily convertible to know amounts of cash and which are subject to an insignificant risk of changes in value. IAS-1 "Presentation of Financial Statements" provides that Cash and Cash Equivalents are not restricted in use. Considering the provisions of IAS-7 and IAS-1, Cash in hand and bank balances have been considered as cash and cash equivalents.

2.13 Debtors and other receivable

These are carried at bill amount, unsecured and considered good and collectible.

2.14 Stock of stationery & form

The Company used stationery and various printed forms such as policy, cover notes, motor certificates, money receipts, petty cash voucher, envelope, cheque payments voucher, letter head pad etc. for their service purpose. These are not saleable and charged in the accounts at cost basis. Net realized value is estimated of selling price in the ordinary course of business but the stationery & forms of the Company is not held for sale.

2.15 Provision for income tax

Provision for income tax Tk. 2,08,75,220/- has been made.

2.16 Creditors and accruals

Liabilities are recognized for amounts to be paid in the future for service received, whether or not billed by the suppliers.

2.17 Earnings per share (EPS)

The company calculates Earnings per Share (EPS) in accordance with IAS 33, which has been shown on the face of Profit and Loss Appropriation Account.

2.18 Basic earnings per share

This has been calculated by dividing the basic earnings by the weighted average of ordinary shares outstanding during the year. In Accordance with BSA 33 "Earnings per share" which has been shown on the face of Profit & Loss Appropriation Account.

2.19 Basic earnings

This represents earnings for the year attributable to ordinary shareholders. As there was no preference dividend, minority interest or extra ordinary items, the net profit of the year after tax has been considered as fully attributable to the ordinary shareholders.

2.20 Cash flow statements

Cash Flow Statement is prepared principally in accordance with IAS 7 "Cash Flow Statements" and the cash flow from the operating activities has been presented under direct method as prescribed by the Securities and Exchange Rules 1987.

2.21 Deferred tax

The company 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 difference between the carrying amounts of assets and liability 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 difference 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 profit 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.

3.00 Additional information of financial statement

A. Responsibility for preparation and presentation of financial statements

The Board of Directors is responsible for the preparation and presentation of Financial Statements under section 183 of the Companies Act 1994 and as per the provision of "The International Accounting Standards Committee" (IASC).

B. Components of the financial statements

According to the International Accounting Standard (IAS) 1 "Presentation of Financial Statements" the complete set of Financial Statements includes the following components:

(i) Statement of Financial position (Balance Sheet) as at December 31, 2017.
(ii) Statement of Comprehensive Income (Profit and Loss Account) for the year ended December 31, 2017.
(iii) Related Revenue Accounts for the year ended December 31, 2017.
(iv) Statement of Cash Flows for the year ended December 31, 2017.
(v) Statement of Changes in Equity for the year ended December 31, 2017.
(vi) Significant Accounting Policies and Explanatory Notes.

C. Risk and uncertainties for use of estimates in preparation of financial statements

The preparation of Financial Statements in conformity with the International Accounting Standards requires management to make estimates and assumption that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the affect financial statements and revenue and expenses during the period reported. Actual results could differ from those estimates. Estimates are used for accounting of certain items such as long-term contracts, provision for doubtful accounts, depreciation and amortization, employees benefit plans, taxes, reserves and contingencies.

D. Comparative information

Comparative information have been disclosed in respect of the year 2016 for all numerical information in the Financial Statements and also the narrative and descriptive information when it is relevant for understanding of the current year financial statements.

Figure of the year 2016 have been rearranged whenever considered necessary to ensure comparability with the current year.

E. Reporting period

Financial Statements of the Company is consistently one calendar year from 1st January to 31st December.

Figures in Taka

4.00 Share Capital	2017	2016
Authorized Capital: 100,000,000 Ordinary Shares of Tk. 10 each	1,000,000,000	1,000,000,000
Issued Subscribed and Paid-up Capital: 40,341,572 Ordinary share of Tk. 10 each	403,415,720	403,415,720

A distribution schedule of each class of equity security setting out the number of holders and percentage in the following categories as on 31st December 2017:

Group "A" Shareholders (Sponsors)

Class Interval	No. of Shareholders	No .of Share	(%) Total holding	% of Total paid-up capital
100001 to 200000 Shares	1	140,116	0.74	0.35
200001 to 300000 Shares	1	281,250	1.49	0.70
300001 to 400000 Shares	3	1,001,930	5.32	2.48
400001 to 500000 Shares	1	437,592	2.33	1.08
500001 to 1000000 Shares	9	7,698,677	40.91	19.08
Over 1000000 Shares	6	9,261,173	49.21	22.96
Total	**21**	**18,820,738**	**100.00**	**46.65**

Group "B" Shareholders (Public)

Class Interval	No. of Shareholders	No .of Share	(%) Total holding	% of Total paid-up capital
Less then 500 Shares	1,866	269,678	1.25	0.66
500 to 5000 Shares	1,220	2,037,605	9.47	5.05
5001 to 10000 Shares	138	967,983	4.50	2.40
10001 to 20000 Shares	81	1,132,869	5.26	2.81
20001 to 30000 Shares	21	464,117	2.16	1.15
30001 to 40000 Shares	11	277,729	1.29	0.69
40001 to 50000 Shares	17	625,084	2.90	1.55
50001 to 100000 Shares	20	1,105,845	5.14	2.74
100001 to 1000000 Shares	31	6,974,959	32.41	17.29
Over 1000000	4	7,664,965	35.62	19.01
Total	**3,409**	**21,520,834**	**100.00**	**53.35**

Summarized list of Shareholders as on 31St December 2017 is as below:

Type of Shareholders	No. of Shareholders	No .of Share	Share Face Value	%
Sponsor Group	21	18,820,738	188,207,380	46.65
Foreign Investors	-	-	-	-
General Public (Institutions)	51	12,103,445	121,034,450	30.00
General Public (Individuals)	3,358	9,417,389	94,173,890	23.35
Total	**3,430**	**40,341,572**	**403,415,720**	**100.00**

5.00 Reserves & Surplus

Figures in Taka

Particular	Notes	2017	2016
Reserve for Exceptional Losses	5.01	422,435,866	377,435,866
Retained Earning		68,535,943	60,957,372
Asset Revaluation Reserve	5.02	176,836,657	178,441,210
Fair Value Reserve	14.03	635,865,771	376,141,697
Total		**1,303,674,237**	**992,976,145**

5.01 Reserve for exceptional losses

As per paragraph 6 of the fourth schedule of Income Tax Ordinance 1984, as earlier, for the year 2017, 9.91% of the net premium was transferred to reserve for exceptional losses. Details calculation as under:

Particular	2017	2016
Opening Balance	377,435,866	341,435,866
Add Reserve during the year	45,000,000	36,000,000
Closing Balance	**422,435,866**	**377,435,866**

A sum of Tk. 45,000,000 has been provided for reserve for exceptional losses during the year, which is 9.91% of net premium income Tk. 454,203,546 earned during the year.

5.02 Revaluation Reserve

The company's Land and Building were revalued as on 31st December 2010 by professional independent valuer G. K. Adjusters Ltd. using on the basis of market availability and physical condition of those fixed assets. The details value of such revalued assets is as follows:

Particulars	Cost Value of Assets as on 31.12.10	Revalued amount as on 31.12.10	Revaluation Surplus as on 31.12.10	WDV Value of Revaluation Reserve as on 31.12.17	WDV Value of Revaluation Reserve as on 31.12.16
Land	6,474,844	152,825,000	146,350,156	146,350,156	146,350,156
Building	37,280,239	81,050,000	43,769,761	30,486,501	32,091,054
Total	**43,755,083**	**233,875,000**	**190,119,917**	**176,836,657**	**178,441,210**

6.00 Balance of Fund & Account

As per Para 27 A (2) (b) Insurance Act, 1938 "for the purpose of Sub-section (1) the company has made necessary provision for un-expired risk reserve during the year 40% of net premium on Fire, Marine, Motor, Miscellaneous and 100% on Marine Hull business. Class wise un-expired risk reserve is as follow:

Figures in Taka

Class of Business	Net Premium	Percentage	2017	2016
Fire	130,623,814	40%	52,249,526	38,669,826
Motor	108,349,682	40%	43,339,873	38,309,041
Miscellaneous	10,213,962	40%	4,085,585	8,685,433
Marine	203,796,712	40%	81,518,685	63,467,436
Marine Hull	1,219,376	100%	1,219,376	3,173,409
Total	**454,203,546**		**182,413,044**	**152,305,145**

7.00 Premium Deposits:

The below-mentioned amount includes premium received against cover notes for which policies have not been issued within 31st December 2017. While the risks against non-marine marine hull have been assumed form the issuance of cover notes, risks against marine cargo have not been assumed until shipment advice are provided and accordingly, policies are issued.

This represents the amount deposited with the company against cover notes for which no policy has been issued up to 31st December 2017. The breakup is as under:

SL. No.	Particulars	2017	2016
1.	Fire	-	-
2.	Marine Cargo	33,166,571	26,572,328
3.	Marine Hull	-	-
4.	Motor	-	-
5.	Miscellaneous	-	-
	Total	**33,166,571**	**26,572,328**

8.00 Gratuity Fund

The company has been made the provision for Employee's Gratuity Fund during the year as per Bangladesh Accounting Standard (BAS)-19 under Employee's Retirement Benefit Scheme.

Particular	2017	2016
Opening Balance	16,416,676	18,714,682
Add: Provision made this year	4,000,000	1,000,000
Less: Paid during the year	973,092	3,298,006
Total	**19,443,584**	**16,416,676**

9.00 Reserves for Corporate Social Responsibility (CSR):

Particular	2017	2016
Opening Balance	2,840,026	3,165,536
Less: Payment during this year	300,000	525,510
Add: Provision made this year	500,000	200,000
Total	**3,040,026**	**2,840,026**

10.00 Estimated liability in respect of outstanding claims weather due or intimated:

Figures in Taka

Class of business	2017	2016
Fire Insurance Business	51,227,459	15,283,445
Marine Insurance Business	16,596,558	24,910,081
Motor Insurance Business	15,755,638	8,215,196
Misc. Insurance Business	3,773,094	1,640,391
Total	**87,352,749**	**50,049,113**

All the claims of which the company received intimation within 31st December 2017 have been taken into consideration while the estimating the liability in respect of outstanding claims.

11.00 Amount due to other person or bodies carrying on insurance business

This amount is payable to Sadharan Bima Corporation on account of re-insurance arrangements with them and to other local insurance companies under co-insurance scheme. Break up of the amount is as under:

Particular	2017	2016
Sadharan Bima Corporation treaty business	60,667,702	50,662,901
Port Folio Commission on acceptance	11,504	11,504
Port Folio loss withdraw	888,955	888,955
Co-Insurance business	469,995	4,225,310
Total	**62,038,156**	**55,788,670**

12.00 Sundry Creditors

SL. No	Particulars	2017	2016
1.	Bills Payable	112,415	115,210
2.	Tax Deduction on Employee's Salaries	348,129	1,040,179
3.	VAT	3,500,520	3,025,877
4.	Commission Payable	303,346	587,230
5.	Provision For Incentive Bonus	6,100,000	-
6.	Provision For Audit Fee	200,000	200,000
7.	Companies Contribution To P.F.	3,409,380	2,811,430
8.	Employees Contribution To P.F.	3,409,380	2,811,430
9.	Provident Fund Loan & Interest Realized	1,480,820	1,052,900
10.	Provision For Income Tax (Note 12.01)	222,722,388	201,847,168
11.	Security Receipts	100,000	100,000
12.	Outstanding Refund Premium	2,022,310	1,525,270
13.	Insurance Stamps On Deposit Premium	680,290	590,310
14.	Provision for General Reserve & Others	9,800,000	9,800,000
15.	Lease Payable	2,755,511	2,755,511
	Total	**256,944,489**	**228,262,515**

AMARSTOCK

12.01 Provision for Income Tax:

Figures in Taka

Particular	2017	2016
Opening Balance	201,847,168	174,247,168
Add: Provision during the year	20,875,220	27,600,000
Less: Adjustment / Settlement during the year	-	-
Total	222,722,388	201,847,168

13.00 Fixed Assets

Details of the above have been shown in A-1. Depreciation has been charged on all fixed assets at "Reducing Balance Method".

Particular	2017	2016
Cost / Revaluation :		
Opening Balance	448,068,404	447,458,314
Addition during the year	1,139,022	5,277,106
Disposal/Adjustment during the year	(2,900,000)	(4,667,016)
Closing Balance	446,307,426	448,068,404
Accumulated Depreciation:		
Opening Balance	122,175,073	110,146,527
Addition during the year	14,381,991	16,069,496
Disposal/Adjustment during the year	(2,638,392)	(4,040,950)
Closing Balance	133,918,672	122,175,073
Written Down Value	312,388,754	325,893,331

14.00 Investments

Particular	2017	2016
Held to Maturity (14.01)	25,000,000	25,000,000
Held for Trading	-	-
Available for Sale (14.02)	873,539,681	572,678,947
Total	898,539,681	597,678,947

14.01 Held to Maturity

Sl. No	Particulars of Investment	Cost Value
1	Govt. Treasury Bond (Deposit with NCC Bank Ltd. Motijheel Main Branch, Dhaka)	25,000,000

The amount Tk. 25,000,000 represented statutory deposit with Bangladesh Bank as required by Insurance Act'2010.

Nature of Security	ISIN No.	Interest Rate	Issue Date	Maturity Date	Amount (Tk.)
10Y BGTB	BD0923341103	12.10%	13/03/2013	13/03/2023	25,000,000

14.02 Available for Sale

Available for sale investments are those non-derivative investments that are designated as available for sale or are not classified in any other category. These are primarily those investments that are intended to be held for an undefined period of time or may be sold in response to the need for liquidity are classified as available for sale. The company follows trade date accounting for 'regular way purchase and sales' of investments. As of December 31, 2017 Company designated the following shares as available for sale. Details are as follows:

Particulars	No. of Shares 31/12/17	Value at cost as on 31/12/17	Fair Market value as on 31/12/17	Value at cost as on 31/12/16	Fair Market value as on 31/12/16
Share :					
a) Listed Companies:					
The City Bank Ltd.	6,129,545	121,709,862	326,091,794	80,726,952	168,830,536
Phoenix Finance &					
Investment Ltd.	13,264,163	65,790,248	500,058,945	65,790,248	356,805,985
ICBI Bank	100	1,990	700	1,990	510
ILFSL	7,500	153,750	165,750	-	-
Orion Pharma	27,360	1,368,000	1,332,432	1,368,000	1,151,856
b) Unlisted Companies:					
Phoenix Medical Centre Ltd.	46,000	4,600,000	1,840,000	4,600,000	1,840,000
Phoenix Securities Ltd	676,386	42,480,606	42,480,606	42,480,606	42,480,606
CDBL	571,181	1,569,454	1,569,454	1,569,454	1,569,454
Total		**237,673,910**	**873,539,681**	**196,537,250**	**572,678,947**

Investment in shares that do not have any quoted market price in the active market and whose fair value cannot be measured reliably, were recognized at cost.

14.03 Changes in fair value of the shares available for sale

Figures in Taka

Particular	2017	2016
Fair value of the investment	873,539,681	572,678,947
Less: Cost price of the investment	237,673,910	196,537,250
Fair value reserve required at 31st December	635,865,771	376,141,697
Less: Fair Value reserve at 1st January	376,141,697	254,036,208
Fair value adjustment for the year	259,724,074	122,105,489

15.00 Inventories

Particular	2017	2016
Stationery & Forms	957,023	803,560
Insurance stamps (15.01)	190,230	275,110
Total	**1,147,253**	**1,078,670**

Stocks of stationery and forms have been valued at cost.

15.01 Insurance stamps

Figures in Taka

Particular	2017	2016
Opening Balance	275,110	458,050
Add: Purchase	4,400,000	4,900,000
Sub Total	4,675,110	5,358,050
Less: Recovery on use	4,484,880	5,082,940
Closing Balance	**190,230**	**275,110**

16.00 Sundry debtors (Including advances, deposits & others)

Particular	2017	2016
Advance against Office Rent	20,176,809	17,744,809
Advance against others	68,134,697	67,756,597
Security Deposit	913,383	913,383
Advance against Co-Insurance Commission	904,096	2,475,310
Advance Income Tax (16.01)	215,699,662	195,733,423
Collection Control Accounts (Policies & cover notes)	109,234,851	99,891,638
Advance Co-Insurance Premium	6,027,309	6,725,270
Agents Balance	3,249,853	3,249,853
Total	**424,340,660**	**394,490,283**

16.01 Advance Income Tax:

Particular	2017	2016
Opening Balance	195,733,423	181,901,439
Add: Addition during the year	19,966,239	13,831,984
Less: Adjustment / Settlement during the year	-	-
Total	**215,699,662**	**195,733,423**

17.00 Amount due from other persons or bodies carrying on insurance business

Particular	2017	2016
SBC (Treaty)	138,138,500	81,449,569
Co-insurance claim recoverable	8,949,105	8,820,158
SBC (Facultative)	65,948,656	63,011,294
SBC (Treaty) accepted	6,917,163	6,917,163
SBC (Facultative) accepted	1,203,525	1,203,525
Port Folio Loss on acceptance	842,668	842,668
SBC Co-insurance Business	38,952,670	33,475,775
Total	**260,952,287**	**195,720,152**

AMARSTOCK

18.00 Cash & Cash Equivalents

Figures in Taka

Particular	2017	2016
Cash in hand (18.01)	33,943,447	27,669,407
STD / SND Account	159,572,380	136,910,290
Current Account	18,712,290	28,668,492
Fixed Deposit (18.02)	253,693,541	233,984,002
Total	**465,921,658**	**427,232,191**

18.01 Cash in hand:

SL No.	Name of Branches	2017	2016
1	Head Office	7,373,275	5,277,754
2	Local Office	903,352	1,680,534
3	Imamgonj Branch	1,819,158	1,080,106
4	Motijheel Branch	1,462,775	214,069
5	New Market Branch	4,560,778	2,147,909
6	B. B. Avenue Branch	188,925	253,621
7	English Road Branch	269,738	193,702
8	Mouchak Branch	1,631,863	648,896
9	Bangshal Branch	585,022	199,540
10	Sadarghat Branch	20,892	79,801
11	Kawran Bazar Branch	381,259	865,736
12	Gulshan Branch	37,716	93,203
13	Chawk Bazar Branch	110,559	127,685
14	Islampur Branch	281,310	88,564
15	Mirpur Branch	1,073,025	1,268,852
16	Narayangonj Branch	902,766	131,575
17	Agrabad Branch	1,611,598	4,681,256
18	Khatunganj Branch	1,379,134	1,832,587
19	Khulna Branch	3,365,766	1,444,441
20	Kushtia Branch	361,531	447,441
21	Jessore Branch	1,076,335	1,622,683
22	Rajshahi Branch	364,113	116,098
23	Bogra Branch	957,548	1,289,737
24	Pabna Branch	507,789	514,066
25	Dinajpur Branch	561,938	34,178
26	Rangpur Branch	943,172	46,100
27	Comilla Branch	498,644	259,662
28	Sylhet Branch	195,346	182,302
29	Mymenshing Branch	238,224	238,925
30	Chaumuhani Branch	108,793	582,678
31	Barishal Branch	98,076	5,896
32	Madaripur Branch	73,027	20,115
	Total:	**33,943,447**	**27,669,407**

AMARSTOCK

18.02 Fixed Deposit

Figures in Taka

Particular	2017	2016
Opening Balance	233,984,002	298,510,135
Add: Creation during this year	8,350,000	3,200,000
Add: Interest conversion to FDR	11,608,916	14,328,222
Sub total:	253,942,918	316,038,357
Less: FDR encashment	249,377	82,054,355
Total	**253,693,541**	**233,984,002**

19.00 Interest Income

Particular	2017	2016
Interest on FDR's	11,608,916	15,994,809
Interest on National Savings Bond	3,025,000	3,025,000
Interest on STD/SND Accounts	172,398	279,402
Interest on encashment of FDR's	-	3,914,029
Total	**14,806,314**	**23,213,240**

20.00 Other Income

Particular	2017	2016
Rental Income (Phoenix Bhaban)	14,500,000	7,700,000
Profit on sale of Vehicles	753,392	1,274,442
Rental Income (Rupayan Tower)	350,000	-
Total	**15,603,392**	**8,974,442**

21.00 Claim under policies less Re-insurance

Particular	Fire	Marine Cargo	Marine Hull	Motor	Miscellaneous	Total
Claim paid during the year	14,630,692	(10,162,387)	1,049,347	15,488,991	4,020,671	25,027,314
Claim outstanding at the end of the year	51,227,459	14,312,816	2,283,742	15,755,638	3,773,094	87,352,749
Claim outstanding at the beginning of the year	(15,283,445)	(22,582,182)	(2,327,899)	(8,215,196)	(1,640,391)	(50,049,113)
Total amount-2017	**50,574,706**	**(18,431,753)**	**1,005,190**	**23,029,433**	**6,153,374**	**62,330,950**
Total amount-2016	**7,040,309**	**17,856,425**	**856,997**	**6,848,734**	**(1,240,939)**	**31,361,526**

22.00 Premium less Re-Insurance

Class of Business	On Direct Business	On Re-insurance Ceded	Total
Fire	299,343,640	168,719,826	130,623,814
Marine Cargo	257,583,159	53,786,447	203,796,712
Marine Hull	6,358,949	5,139,573	1,219,376
Motor	108,478,326	128,644	108,349,682
Miscellaneous	41,284,687	31,070,725	10,213,962
Total amount	713,048,761	258,845,215	454,203,546

23.00 Management Expenses

As per section 40 (C-2) of Insurance Act 1938, all expenses of management excluding insurance stamps wherever incurred, whether directly or indirectly, in respect of Fire, Marine and Miscellaneous insurance business transacted in Bangladesh have been fully charged to the respective revenue accounts in the proportion of gross premium. This year total management expenses are Tk. 287,671,601 where as Tk. 252,524,453 were in 2016.

24.00 Earnings per Share (EPS)

The Company calculated Earnings per Share (EPS) in accordance with BAS 33 "Earnings per share" which has been shown on the face of the income statement and this has been calculated by dividing the basic earnings by the weighted average number of ordinary shares outstanding for the year. Details calculations were as follows:

Figures in Taka

Particular	2017	2016
a) Earnings attributable to ordinary share holders (Net profit after taxation and provision)	111,485,576	98,488,900
b) Ordinary shares at 1st January	40,341,572	40,341,572
c) Bonus shares issued	-	-
d) Weighted average number of ordinary shares outstanding during the year (b+c)	40,341,572	40,341,572
e) Basic earnings per shares (a/d)	2.76	2.44

25.00 Chief Executive Officer's Salary & Allowances

The CEO has been appointed with the approval from Insurance Development & Regulatory Authority (IDRA) with a certain salary scale. As per the IDRA Regulations the Board of Directors may revise this remuneration at the time of renewal of agreement for each term of 3 years. In addition to remuneration, the CEO is also provided with Company's vehicles, Cell Phone, and other allowances as per the terms of appointment or reappointment. Details of the Chief Executive Officer's salaries and allowances status are as follows:

Particular	2017	2016
Basic Salary	2,400,000	2,400,000
House Rent	840,000	840,000
House Maintenance	240,000	240,000
Corporate Allowance	360,000	360,000
Festival Bonus	400,000	400,000
Performance Bonus	800,000	800,000
Total	**5,040,000**	**5,040,000**

It may be mentioned here that the above amount has been shown in Revenue Account as management expenses in the Financial Statements

26.00 Deferred Tax

The impact on account of changes in the deferred tax assets/liabilities for the year ended 31st December 2017 has been recognized in the statement of profit or loss and other comprehensive income (profit & loss account) and in the statement of financial position as per BAS-12 "Income Taxes".

Figures in Taka

Particulars	2017	2016
Deferred Tax on asset:		
WDV of Fixed Asset at Accounting base	135,552,097	147,452,121
WDV of Fixed Asset at Tax base	85,065,773	95,828,908
Taxable temporary difference	**50,486,324**	**51,623,213**
Deferred Tax on liabilities:		
Gratuity at Accounting base	19,443,584	16,416,676
Gratuity at Tax base	-	-
Deductible temporary difference	**(19,443,584)**	**(16,416,676)**
Total (taxable) / deductible temporary difference	31,042,740	35,206,537
Tax rate @ 40%	40%	40%
Deferred tax (assets) / liability as at 31 December	**12,417,096**	**14,082,615**
Deferred tax liability in previous year	14,082,615	13,518,066
Deferred Tax (expenses) / income for the year	**1,665,519**	**(564,549)**

27.00 Related party Disclosure

Phoenix Insurance Co. Ltd. in normal course of business carried out a number of transactions with other entities that fall with in the definition of related party contained in Bangladesh Accounting Standard (BAS) 24 "Related Party Disclosures" all transactions involving related parties arising in normal course of business are conducted on an arm's length basis at commercial rates on the same terms and conditions as applicable to the third parties. Details of transactions with related parties and balances them as at 31st December 2017 were as follows:

Name of related party	Relationship	Nature of Transaction	Premium earned
Apollo Ispat Complex Ltd.	Common Director	Insurance Business	35,783,463
Pakiza Cotton & Spinning Mills Ltd.	Common Director	Insurance Business	30,313,244
Partex Group	Common Director	Insurance Business	10,732,043
Total			**76,828,750**

28.00 Director's Benefit Disclosure

The company pays fees to its Directors for attending the Board meeting and its Committee meetings as permitted by Insurance Development and Regulatory Authority. As per IDRA circular no- Pro: Bi: Ni:- 15/01/96/Part-1 dated 26-08-2010, a Director may be paid fees for attending Board meeting or its Committee meetings which shall not exceed Tk. 5,000 (Five thousand) for attending each meeting. Details are as given below:

Figures in Taka

Particulars	Attendance fee per meeting	Meeting held	Total attended	2017	2016
Board Meeting	5000	12	192	9,60,000	7,88,000
Claims Committee	5000	4	12	60,000	36,000
Audit Committee	5000	4	27	1,35,000	1,48,000
Service Committee	5000	-	-	-	12,000
Total			231	11,55,000	9,84,000

29.00 Contingent Liability

The following claims against policy have been treated as Contingent Liability:

Name of Claimer	Policy Type	Case Number	Claimed Amount	Remarks
M/s. Mahmood Brothers	Insurance Guarantee	1/1991	35,23,433/-	Pending in High Court
M/s. Euroasia Felt Industry Ltd.	Fire	143/2008	5,34,71,314/-	Pending in Judge Court

The issued file cases to the Lower and High Court above claims according to their demand. The Courts are yet to settle the cases. The company believed that the claims are not lawfully demandable according to the Insurance Act, will not materially affect the financial statements.

30.00 Auditor's Remuneration:

The Malek Siddiqui Wali, Chartered Accountants has been appointed as Company's Statutory Auditor for this year by the shareholders at its 31st Annual General Meeting held on 21st June 2017 and fixed their remuneration of Tk. 2,50,000/- only including VAT & Tax.

31.00 Event after Balance Sheet Date:

The Board of Directors has recommended 16% cash on paid up capital for the year ended December 31, 2017 as per approval of Board meeting held on April 28, 2018 as dividend on paid up capital of Tk. 403,415,720 subject to the approval in the Annual General Meeting to be held on June 27, 2018. Proposed dividend total amount for the year is Tk. 64,546,515. After allowing this dividend the accumulated Profit/ (loss) of the company will arrive at Tk. 3,989,428.

32.00 Credit Rating Report

Credit Rating information and services limited (CRISL) has upgraded the Claim paying ability (CPA) rating of the company to AA- (Pronounced as Double A Minus) based on the audited Financial Statements up to December 31, 2017.

33.00 General

1. No. of Employees received salary up to Tk. 3,000: Nil.
2. No. of Employees received salary above Tk. 3,000: 300.
3. The company has no contingent liability.
4. The Board of Directors received no remuneration from the company other than fees for attending Board Meetings.
5. During the year 12 no. of Board Meetings were held.
6. All shares have been fully called and paid up.
7. There were no preference shares issued by the company.

SCHEDULE OF FIXED ASSETS

AS AT 31ST DECEMBER, 2017

A-1

	Particulars	Cost				Depreciation					Written Down Value	
		Balance as on 01.01.17	Addition this year	Disposal this year	Balance as on 31.12.17	Rate of Dep. (%)	Balance as on 01.01.17	Charge this year	Adjustment this year	Balance as on 31.12.17	As on 31.12.17	As on 31.12.16
1	Land	6,474,844	-	-	6,474,844	-	-	-	-	-	6,474,844	6,474,844
2	Building	117,643,795	-	-	117,643,795	5%	28,053,816	4,479,499	-	32,533,315	85,110,480	89,589,979
3	Furniture & Fixture	39,315,599	248,489	-	39,564,088	10%	27,115,241	1,236,773	-	28,352,014	11,212,074	12,200,358
4	Office Equipment	26,171,834	753,693	-	26,925,527	15%	19,062,923	1,162,505	-	20,225,428	6,700,099	7,108,911
5	Electric Installation	1,489,823	80,840	-	1,570,663	15%	1,145,708	57,763	-	1,203,471	367,192	344,115
6	Air Cooler	6,362,450	56,000	-	6,418,450	15%	4,953,513	218,577	-	5,172,090	1,246,360	1,408,937
7	Vehicle	56,089,919	-	2,900,000	53,189,919	20%	28,716,103	5,474,763	2,638,392	31,552,474	21,637,445	27,373,816
8	Telephone Installation	4,400,223	-	-	4,400,223	5%	1,449,062	147,558	-	1,596,620	2,803,603	2,951,161
	Total	**257,948,487**	**1,139,022**	**2,900,000**	**256,187,509**		**110,496,366**	**12,777,438**	**2,638,392**	**120,635,412**	**135,552,097**	**147,452,121**

REVALUED ASSETS

	Particulars	Cost				Depreciation					Written Down Value	
		Balance as on 01.01.17	Addition this year	Disposal this year	Balance as on 31.12.17	Rate of Dep. (%)	Balance as on 01.01.17	Charge this year	Adjustment this year	Balance as on 31.12.17	As on 31.12.17	As on 31.12.16
1	Land	146,350,156	-	-	146,350,156	-	-	-	-	-	146,350,156	146,350,156
2	Building	43,769,761	-	-	43,769,761	5%	11,678,707	1,604,553	-	13,283,260	30,486,501	32,091,054
	Total	**190,119,917**	**-**	**-**	**190,119,917**		**11,678,707**	**1,604,553**	**-**	**13,283,260**	**176,836,657**	**178,441,210**
	Grand Total	**448,068,404**	**1,139,022**	**2,900,000**	**446,307,426**		**122,175,073**	**14,381,991**	**2,638,392**	**133,918,672**	**312,388,754**	**325,893,331**

Net Assets Value (NAV)

Figures in Taka

Particulars	2017	2016
IInvestment	898,539,681	597,678,947
Interest outstanding	1,512,500	1,512,500
Amount Due from other Persons or Bodies Carrying on Insurance Business	260,952,287	195,720,152
Sundry Debtors	424,340,660	394,490,283
Cash in Hand and at Banks	465,921,658	427,232,191
Fixed Assets (at Cost)	312,388,754	325,893,331
Stock of Stationery and Forms	957,023	803,560
Stamp in Hand	190,230	275,110
Total Tangible Assets (A)	**2,364,802,793**	**1,943,606,074**
Balance of Funds and Accounts	182,413,044	152,305,145
Premium Deposits	33,166,571	26,572,328
Estimated Liabilities in respect of outstanding Claims whether due or intimated:	87,352,749	50,049,113
Amount Due to other persons or bodies carrying on Insurance Business	62,038,156	55,788,670
Sundry Creditors	256,944,489	228,262,515
Deferred Liability For Gratuety	19,443,584	16,416,676
Deferred Liability For Tax	12,417,096	14,082,615
Reserve for corporate social responsibility (CSR)	3,040,026	2,840,026
Total Liabilities (B)	**656,815,715**	**546,317,088**
Net Tangible Assets (A-B)	**1,707,987,078**	**1,397,288,986**
Number of Shares (C)	**40,341,572**	**40,341,572**
Tangible Assets Per Share (A-B)/C	**42.34**	**34.64**

Particulars	2017	2016
Share Capital	403,415,720	403,415,720
Reserve for Exceptional Losses	422,435,866	377,435,866
Share Premium	897,121	897,121
Revaluation Reserve	176,836,657	178,441,697
Investment Reserve	635,865,771	376,141,697
Profit & Loss Appro. Account Balance	68,535,943	60,957,372
Total Shareholders Equity	**1,707,987,078**	**1,397,289,473**
Number of Shares	**40,341,572**	**40,341,572**
Equity per Share	**42.34**	**34.64**

Compliance of Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS)

Figures in Taka

Name of the BAS	BAS No.	Status
Presentation of Financial Statements	1	Applied
Inventories	2	Applied
Cash Flow Statements	7	Applied
Accounting Policies, Changes in Accounting Estimate and Errors	8	Applied
Events after the Balance Date	10	Applied
Construction Contracts	11	N/A
Income Taxes	12	Applied
Property, Plant and Equipment	16	Applied
Leases	17	N/A
Revenue	18	Applied
Employee Benefits	19	Applied
Accounting Government Grants and Disclosure of Government Assistance	20	N/A
The Effects of Changes in Foreign Exchange Rates	21	Applied
Borrowing costs	23	N/A
Related Party Disclosures	24	Applied
Accounting and Reporting by Retirement Benefit Plants	26	Applied
Consolidated and Separate Financial Statements	27	Applied
Investment in Associates and Joint Ventures	28	N/A
Financial Reporting in Hyperinflationary Economics	29	N/A
Financial Instruments: Presentation	32	Applied
Earning per Shares	33	Applied
Interim Financial Reporting	34	Applied
Impairment of Assets	36	Applied
Provisions,Contingent Liabilities and contingent Assets	37	Applied
Intangible Assets	38	N/A
Finacial Instruments: Recognition and Measurement	39	Applied
Investment Property	40	N/A
Agriculture	41	N/A

Name of the BFRS	BFRS No.	Status
First Time Adaption of BFRS	1	N/A
Share Based Payment	2	N/A
Business Combination	3	N/A
Insurance Contracts	4	Applied
Non-current Assets Head for Sale Discontinued Operations	5	N/A
Exploration for and Evaluation of Mineral Resources	6	N/A
Financial Instruments: Disclosures	7	Applied
Operating Segments	8	Applied
Financial Instruments	9	Applied
Fair Value Measurement	13	Applied

AMARSTOCK

Corporate
Calendar

Financial Results	Announcement date	Adopted date
First quarter ended 31 March 2016	May 02, 2017	May 11, 2017
Half yearly ended 30 June 2017	July 24, 2017	July 31, 2017
Third quarter ended 30 September 2017	October 22, 2017	October 29, 2017
Year ended 31 December 2017	April 19, 2018	April 28, 2018
Dividend		
Cash dividend-2016 credited	Announcement date	April 27, 2017
	Entitlement date	June 21, 2017
	Paid on	July 20, 2017
	Statutory limit up to which payable	July 20, 2017
Cash dividend-2017	Announcement date	April 28, 2018
	Entitlement date	June 27, 2018
	Statutory limit up to which payable	July 26, 2018
Confirmation of Shareholder Register	Record date	May 29, 2018
Notice of the Annual General Meeting	Date on	April 29, 2018
Annual Report-2017	Date of Issuance of Annual Report	June 11, 2018
Annual General Meeting-2017	Date on	June 27, 2018

For more information

Contact Purbani Annex Building (1st floor)
1/A Dilkusha C/A,
Dhaka-1000
E-mail : mail@phoenixinsurance.com.bd

AMARSTOCK

Photo Album 2017

AMAR STOCK

Claims Cheque Handover



Cheque handedover to M/s. BTI Retail Ltd. against their Fire Claim.



Cheque handedover to M/s. Zaman & Brother against their Fire Claim

Corporate Social activities





Food items Distribution to the Poor and Under Privileged Citizen under CSR of the Company at Kamargaon, Ghaggokol, Sreenagar, Munshigonj.


PHOENIX
INSURANCE

PHOENIX INSURANCE
RISING FROM ASHES

Proxy Form

Registered Office: 1/A Dilkusha C/A (1st Floor), Dhaka-1000, Bangladesh

I/We _____

of _____ being a

member of Phoenix Insurance Company Limited do hereby appoint

Mr./Ms. _____

of _____

as my/our proxy, to attend and vote for me/us and on my/our behalf at the 32nd Annual General Meeting of the Company to be held on Wednesday, the 27th June 2018 at 12:30 p.m. and at any adjournment thereof or at any ballot to be taken in consequence thereof.

Signed this _____ day of _____ 2018.

Signature of Proxy _____ Signature of Shareholder _____

Folio / BO ID No. _____

Revenue Stamp Tk. 20/=

Note:

1) This Proxy Form, duly completed, signed and affixed with revenue stamp of Tk.20/- must be deposited at least 48 hours before the meeting at the Company's Registered Office. Proxy will be invalid if not signed and stamped as explained above.
2) Signature of the Shareholder should match with the Specimen Signature registered with the Company.

PHOENIX INSURANCE
RISING FROM ASHES

Registered Office: 1/A Dilkusha C/A (1st Floor), Dhaka-1000, Bangladesh

Attendance Slip

I hereby record my attendance at the 32nd Annual General Meeting of the Company being held on Wednesday, the 27th June 2018 at 12:30 p.m. at "Muktijuddah Hall", Institution of Diploma Engineers (IDEB Bhaban), 160/A Kakrail, Dhaka-1000.

Name of Shareholder / Proxy _____ Signature _____

Folio / BO ID No. _____ Date _____

No. of Share _____

Note:

1. Shareholders attending the meeting in person or by Proxy are requested to complete this Attendance slip.
2. Signature of Shareholder should confirm to the specimen signature recorded with the Company.
3. Please bring this Attendance Slip with you. Admission into the Meeting room will not be allowed without it.

AMARSTOCK

AMAR STOCK

Registered Office:

Purbani Annex Building (1st Floor),1/A
Dilkusha Commercial Area, Dhaka-1000
Bangladesh, G.P.O Box No.3647

Phone: 9563609 (PABX), Fax: 880-2-9563576
mail@Phoenixinsurance.com.bd

www.phoenixinsurance.com.bd.

AMAR STOCK

PLI/adideas/ June, 2017