



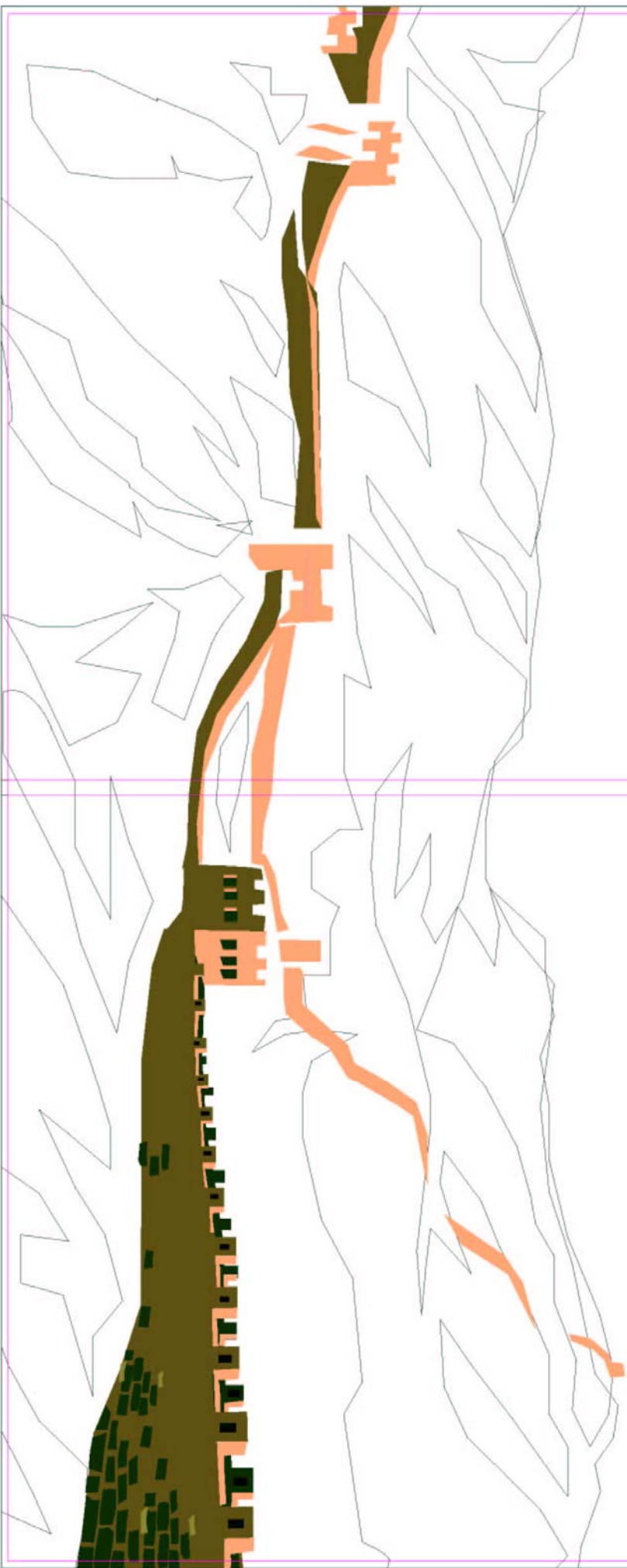
careful for you, forever...

Head Office: Symphony (5th Floor)
Plot # SE/1 9, Road # 142
South Avenue Gulshan-1, Dhaka 1212, Bangladesh
Tel: 8817512(Hunt), Fax: +88-02-8817234, 8817264
Email: picho@gmail.com
www.pioneerinsurancebd.com

annual report 09



careful for you, forever...



PIONEER
INSURANCE
COMPANY
LIMITED



caring for you, forever...

annual report | 09

Registered & Head Office

Symphony (5th Floor)
Plot # SE(F) 9, Road # 142
South Avenue Gulshan-1
Dhaka 1212, Bangladesh
Tel: 8817512 (Hunt.)
Fax: +88-02-8817234, 8817264
Email: piclho@gmail.com
www.pioneerinsurancebd.com

Auditors

Malek Siddiqui Wali
Chartered Accountants
9-G, Motijheel C/A, Dhaka-1000

Credit Rating

| | |
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Rating : 'AA₂'
Date of Rating : June 28, 2009

Credit Rating Agency of Bangladesh Limited (CRA) has assigned 'AA₂' (Pronounced double A two) rating to Pioneer Insurance Company Limited. 'AA₂' stands for very strong financial characteristics and highest claim paying ability.

OUR mission

To become the leading Insurance company of Bangladesh excelling in every aspect of its business and in delivering its obligations as a good corporate citizen to its clients, employees, shareholders, public and to the country.

OUR focus

Our service is our product. We emphasize on delivery of top quality services at the right time-focussing on Clients' need imbued with good governance at every echelon of management.

OUR vision

Being the fast growing Insurance company of Bangladesh, our aim is to foster the industrial and economic growth of the country by providing maximum insurance protection at the most competitive price in a highly efficient manner as well as

- To optimize the retention of Bangladesh Insurance business and conduct reinsurance and international operations in the best interest of the country;
- To work towards minimization of losses and develop Risk Management Technologies.
- To function as a strong and dynamic non-life insurer.

WE strive for

- Best service to our clients.
- Protection of investment of our shareholders.
- Welfare of our employees.
- Due revenue collection for our government.
- Ethical and moral social order.
- Good governance for us and all around us.
- Transparency in disclosures.



Notice Of The 14th Annual General Meeting

Notice is hereby given that the 14th Annual General Meeting of Pioneer Insurance Company Limited will be held at **Dhaka Ladies Club, 36 Eskaton Garden , Dhaka-1000** on Sunday, May 09, 2010 at 11 A.M. to transact the following business:

01. To receive, consider and adopt the Directors' Report, the Audited Accounts of the Company and the Auditors' Report thereon for the year ended 31st December, 2009.
02. To declare Dividend for the year ended 31st December, 2009.
03. To approve issuance of Right Share
04. To appoint Auditors for the year 2010 and fix their remuneration.
05. To elect Directors (from Group A & Group B) as per Articles of Association of the Company.

BY ORDER OF THE BOARD OF DIRECTORS

A handwritten signature in black ink, appearing to read 'S.M. Mizanur Rahman', written in a cursive style.

S.M. Mizanur Rahman
Company Secretary

April 22, 2010.

NOTES:

01. The "**Record Date**" is Wednesday, **April 21, 2010**. Shareholders, whose names are found recorded in the share register on the "**Record Date**" i.e. on, **Wednesday April 21, 2010**, shall be entitled to attend the meeting and to receive the dividend.
02. Subject to approval of the share holders and regulatory authorities, record date for entitlement of right share shall be informed later on.
03. A member entitled to attend and vote at the above meeting may appoint a proxy (as per Article of Association, proxy shall be a member of the Company) on his/her behalf. The Proxy form duly stamped and signed shall be submitted at the registered office of the company at least 72 hours before the meeting.
04. Entry to the Annual General Meeting is reserved only for the Shareholder or his / her proxy on production of the Attendance Slip printed with the Annual Report. No Guests and Children shall be allowed entrance in the meeting.





Q. A. F. M. Serejul Islam
Managing Director

M. Nazim Uddin Al-Azad
Adviser

S. M. Mizanur Rahman
Deputy Managing Director & Company Secretary

**D. K. Chakraborty
Al Moeiz Lalwala**
Deputy Managing Director

**Sallimur Reza Chowdhury
Shamima Faty
Showkat Hossain Siddik
Shariful Islam Chowdhury
Mohd. Abu Talayab
A. K. M. Jasim Uddin Ahmed**
Assistant Managing Director

**Md. Abdul Haque
Shabbir Ahmedullah Sirha
Monjurul Hoque
Salim Sajjad Haque**
Executive Director

**Md. Shamsul Haque
Md. Mahabbertur Rahman
Sik. Rahat Ahmed
Aya Dutta
Md. Shahidul Islam
Md. Masudul Haq
Gazi Showkat Hossain (Munim)**
General Manager

**Md. Saldur Rahman
Syed Sehab Ullah Al-Manjur
P. P. Rozario
Md. Mustafa Sarwar
Biswaj Nath Bhattacharjee
Kazi Shorab Hossain**
Senior Deputy General Manager

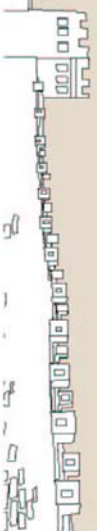
Dhruba Kumar Guha
Chief Financial Officer

**M. G. Jilani
Md. Aman Ullah (Aman)
Md. Abdul Mannan
Kamrul Alam
S. M. Nazmul Islam Bhuyyan
Shamsun Nahar
Anirul Hoque**
Deputy General Manager

**S. M. A. Ahsan Tuhin
Md. Shahnoaz Chowdhury
Md. Rejaul Haque
Aslam Mostafa
Habibur Rahman Chowdhury
A. K. M. Abdul Alim
Md. Moniruzzaman
Fazlur Rahman
Md. Hasan Morshed**
Assistant General Manager

**Md. Nazrul Islam
Bijul Majumder
Md. Anirul Islam
Md. Abdus Salam
Md. Mahbob Alam
Md. Lutfur Rahman
Anwarul Azim
Fazle Ghani Quader
Yasmin Akther
Md. Jahangir Kabir
Chandan Kanti Dhar
S. M. Fakhrul Islam
Sumit Mozumder
Md. Shamsul Arefin**
Manager

**Farzana Parveen Dina
Muhammad Yahya Chowdhury
Md. Mizanur Rahman
Farhana Yasmine
Romana Ahmed
Mohammad Ahsan Ullah
Hafez Mozazzal Hossain
Md. Marif Uddin Sikder
Md. Zulfikar Hossain Chowdhury
Md. Shahjahan Khan
Ajit Chandra Bhowmick
Md. Shah Jarnal
Md. Abdulilah Al Noman**



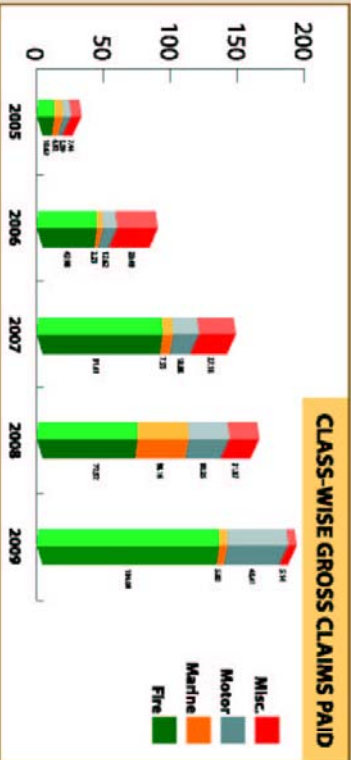
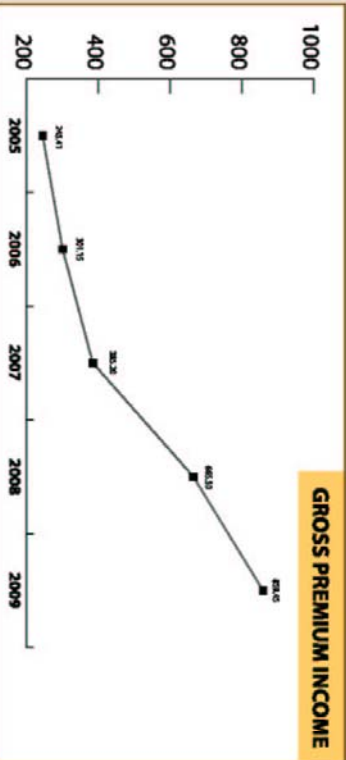
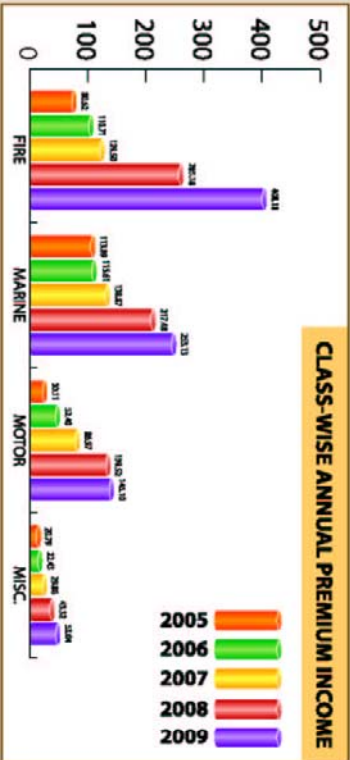
List of branch offices

| | OFFICER IN-CHARGE | PHONE |
|--|--|---|
| Local Office: Symphony (5th Floor), Plot # SE (R) 9, Road # 142, South Avenue, Gulshan-1, Dhaka-1212. | Mr. Salimur Reza Chowdhury Assistant Managing Director | 98857785, M-01711543332 |
| Gulshan Branch Commercial Cove, Plot # 56/C, Road # 132, Gulshan-1 C/A, Dhaka-1212. | Mr. Showkat Hossain Siddiki Assistant Managing Director | 8833543, 9895509 (Fax), M-01713431372 |
| V. I. P. Road Branch City Heart (9th Floor), Suit No. 10/2, 67, Naya Pallan, V.I.P. Road, Dhaka-1000. | Mr. Shariful Islam Chowdhury Assistant Managing Director | 9339951, 9343268 (Fax), M-01713431388 |
| B.B. Avenue Branch 26, B.B. Avenue (3rd Floor), Dhaka-1000. | Mr. Md. Abdul Haque Executive Director | 9557872 (Ph./Fax), M-01713431352 |
| Shantinagar Branch Novel House (1st Floor), 137, Shantinagar, Dhaka-1217. | Mr. Monjurul Haque Executive Director | 9347338, 9347337 (Fax), M-01730323537 |
| Dilkushta Branch Jiban Bima Bhavan (6th Floor), 10, Dilkushta C/A, Dhaka-1000. | Mr. Shabbir Ahmedulish Saha Executive Director | 9564717, 9564663, 9553430 (Fax), M-01713033441 |
| Kawran Bazar Branch Lafit Tower (10th Floor), 47, Kawran Bazar, Dhaka-1215. | Mr. Md. Mahabubur Rahman Khan General Manager | 9130534, 9130535 (Fax), M-01713431381 |
| New Market Branch Rajdhaní Complex (1st Floor), 237/2, New Elphinst, Road, Dhaka-1205. | Mr. Md. Shamsul Haque General Manager | 9672608, 8631072 (Fax), M-01713431353 |
| Motifheel Branch Malek Mansion (2nd Floor), 128, Motifheel C/A, Dhaka-1000. | Mr. Shamsur Rahman Khan General Manager | 9561281, 9558563 (Fax), M-01713431389 |
| Inamgonj Branch 139, Chawk, Mujibhatuly (3rd Floor), Inamgonj, Dhaka-1211 | Mr. Bismu Math Bhattacharyya Sr. Deputy General Manager | 7318028, 7341091 (Fax), M-01714114993 |
| Narayanganj Branch 81/D, B.B. Avenue, 2 No. Rail Gate, Narayanganj-1400. | Mr. M.G. Jilani Deputy General Manager | 7640892 (Ph./Fax), M-01713431355 |
| Fardpur Branch Atza Super Market (2nd Floor), 124, Mujib Sarak, Fardpur. | Mr. S.M.A Akhsan Tuhin Assistant General Manager | 0631-66755 (Ph./Fax), M-01713432497 |
| Madaripur Branch Howlader Harun Plaza (2nd Floor), Puran Bazar, Madaripur. | Mr. Md. Rajul Haque Assistant General Manager | 0661-62578, M-01713431371 |
| Tangail Branch Victoria Road, Tangail. | Mr. Md. Abdul Mannan Deputy General Manager | 0921-62732, M-01713431385 |

| | OFFICER IN-CHARGE | PHONE |
|--|--|--|
| Agrabad Branch Surya Mansion (2nd Floor), 30, Agrabad C/A, Chittagong-4100. | Mr. D.K. Chakraborty Deputy Managing Director & Zonal In-charge | 031-718526-7, 723507 (Fax), M-01713431387 031-2517630-1, 031-2511182 |
| Sheikh Mujib Road Branch Lohran Tower (3rd Floor), 164, St. Mujib Road, Agrabad, Chittagong-4100. | Mr. Md. Muza Reza Siddiqueul Sr. Deputy General Manager | 031-723791, 031-716397, 718806 (Fax), M-01713431376 |
| Khatungonj Branch 80, Khatungonj (2nd Floor), Chittagong-4100. | Mr. Chandan Biswas Chowdhury Sr. Deputy General Manager | 031-630154, 031-630156 (Fax), M-01713431377 |
| Jubilee Road Branch 175, Jubilee Road, Chittagong. | Mr. Md. Anam Ullah (Anam) Deputy General Manager | 031-2856514, 031-2854252 (Fax) M-01713431392 |
| G.E.C. & More Branch FCO Complex (7th Floor) East Side, 1147/A, East Narsinbad, COA Avenue, Khulshi, Chittagong. | Mr. Anshul Haque Deputy General Manager | 031-2554296, 031-2554297 (Fax), M-01719223940 |
| Cox's Bazar Branch Mallicka Complex (2nd Floor), Burness Market, Meain Road, Cox's Bazar. | Mr. S.M. Fathrul Islam Manager | 0341-51214 (Ph./Fax), M-01730061742 |
| Khulna Branch Noorjahan Plaza (1st Floor), Holding # 155, Sir iqbal Road, Khulna-9100. | Mr. Sk. Rahat Ahmed General Manager | 041-731015 (Ph.), 041-733726 (Fax) M-01730312751 |
| Barisal Branch S. S. Tower (4th Floor), 109, Sedar Road, Barisal. | Mr. Md. Shahidul Islam General Manager | 0431-61293 (Ph./Fax), M-01730312754 |
| Jessore Branch 1, Municipal Market (1st Floor), Jessore-7400. | Mr. Md. Abul Koshem Assistant General Manager | 0421-68793 (Ph./Fax), M-01713431361 |
| Jhenaidah Branch Mallick Bhavan, 2, Shahid Moshur Rahman Sarak, Jhenaidah. | Mr. S.M. Karim Assistant Manager | 0451-61464, M-01713431394 |
| Rangpur Branch Paina Charter, 10, Central Road, Rangpur | Mr. Karol Shorab Hossain Sr. Deputy General Manager | 0521-62147, M-01730323539 |
| Gabandha Branch Ainuljib Super Market (1st Floor), Kochari Bazar, Station Road, Gabandha. | Mr. Udayan Sarkar Asst. Manager | M-01713-431368 |
| Comilla Branch "Gani Bihuyin Mansion", New Building (1st Floor), Manoharpur, Comilla. | Mr. Mohammed Al-Anin Asst. General Manager | 081-61936, M-01713-431374 |
| Sylhet Branch Lalighi Par, Sylhet. | Mr. Ahmed Tazidquul Mowla General Manager | 0821-2832122, 0821-2832099 M-01730-332188 |

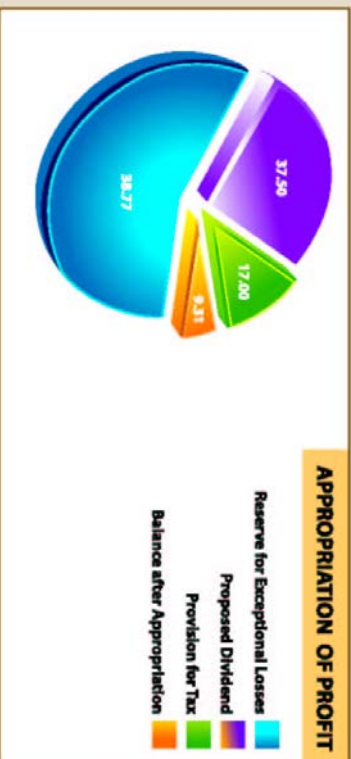
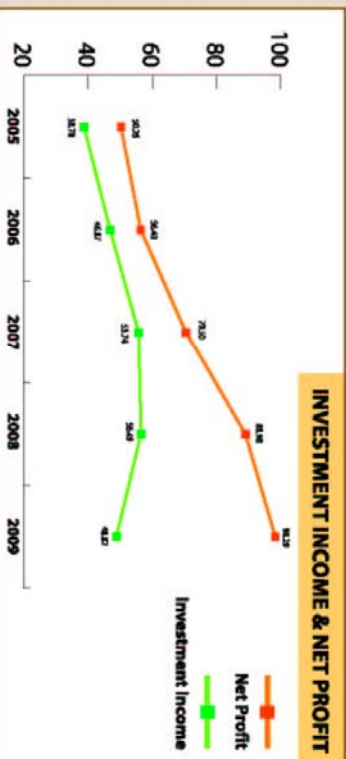
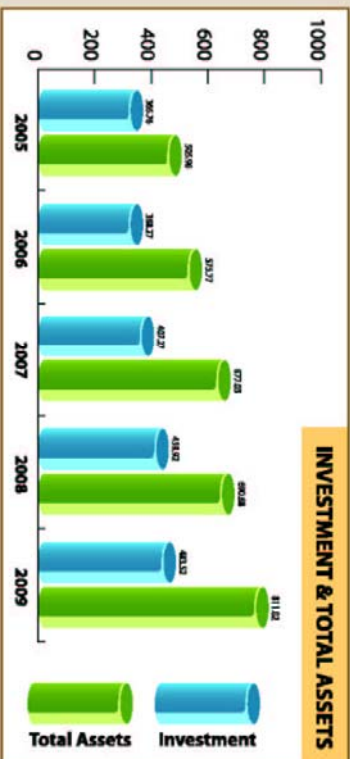
company's performance | 18

(Total in Million)



company's performance | 19

(Total in Million)





Chairman's Statement

With profound regret and a deep sense of loss we note that Mr. Saidur Rahman Ratan has passed away. He was a founder Director of the Company and provided the Board with wise counsel and support. We will remember him for his charming personality and friendly disposition.

The results were excellent and one of the best in the industry. The Managing Director and his team worked hard to achieve them. They deserve our praise and thanks.

We are aware that we have reached a level of performance which requires us to undertake projects which will reflect our awareness of Corporate Social Responsibility. We will have some initiatives under CSR in the current year.

We also plan to have a review of our Corporate Governance system and introduce measures which will bring in good governance and transparency.

Finally, I want to assure dear Shareowners that the management of the Company and the Directors of the Board are aware of the need for change to succeed and we are determined to work diligently towards a better future of the Company.

A handwritten signature in black ink, appearing to read 'M Anis Ud Dowla'.

M Anis Ud Dowla
Chairman

managing director's report





Managing Director's Report 2009

Dear Shareholders,

It is my pleasure to inform you that despite 2009 being a very difficult in terms of business conditions and confidence globally, your company Pioneer Insurance has continued its trajectory of growth both in terms of profitability as well as business. Though there are some "green shoots" of recovery in 2010, it is undeniable that the world will not recover to pre-crisis levels of consumption and economic activity in the near future. However your company is well placed to face the challenging conditions in the near term and to capture opportunities for continued growth in the long term.

REFERRAL:

In compliance to the provisions of Section 184 of the Companies Act 1994, Rule 12 (and the schedule there under) of the Securities and Exchange Rules 1987 and IAS-1 (International Accounting Standards – 1) codes as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB), the Annual Report of the Directors containing the Audited Financial Statements are submitted.

INSURANCE INDUSTRY:

Insurance Industry is now an integral part of the national economy from all perspectives. Insurance sector presently constitutes almost 5% of the total paid up capital of Dhaka Stock Exchange (DSE). It is likely to increase with the launching of new insurance companies in the Capital Market and also due to the requirement for increase of capital as enumerated in the new Act. In the current national budget much emphasis has been laid on Public- Private Partnership. Investment in infrastructure development especially power and energy, ports, and communications is an essential pre-condition for sustained economic growth. Government alone cannot fund these investments and furthermore it will be difficult to maintain macroeconomic stability if the government has to finance such huge investment by borrowing from domestic sources. In these difficult economic times flows of foreign loans and developments assistance and aid have also reduced sharply. Therefore it seems PPP can be a





very valuable mode of financing and if modalities for Public Private Partnership are fixed, undoubtedly the insurance sector can also be a significant participant. Currently 43 private and 1 state owned general Insurance Companies compete for business in the domestic market. As we have mentioned many times before unethical commercial practices by a few insurance companies continue to be a source of uneven competition and danger for this industry. We hope that the newly established Insurance Regulatory Authority will be able to put a stop to this and restore discipline and healthy competition to this sector.

CORPORATE PERFORMANCE:

The return to democracy has brought about a rebound in business confidence and optimism in the domestic economy. The Bangladesh Economy has defied many of the dire predictions of slowdown by pundits and the credit must be given to some policy actions by government as well as the inherent resilience of our business community. This is not to say that we have not been affected ; for example the RMG sector has suffered slowdown in growth and the outlook is still not clear. Despite these shocks to our economy Pioneer Insurance has been able to generate growth , which is commendable.

Company's Financial Results:

The highlights of the financial results for the year under review are appended below:

1. Gross Premium Income

Gross Premium Income of the company increased substantially in 2009. The company earned Gross Premium of Tk.859.45 million, which was Tk.665.50 million in 2008, registering a growth of 29% over the last year.

a) Fire Insurance

Fire Insurance Premium earned in 2009 was Tk. 408.18 million as against Tk.265.18 million in 2008, registering a growth of 54% over the last year.

b) Marine Insurance

Marine Insurance Premium earned was Tk.253.13 million as against Tk.217.48 million in 2008 registering a growth of 16 % over the last year.

c) Motor Insurance

Motor Insurance Premium earned in 2009 was Tk.145.10 million as against Tk.139.52 million in 2008, registering a growth of 4% over the last year.

d) Miscellaneous Insurance

The Miscellaneous Insurance Premium earned in 2009 was Tk.53.04 million as against Tk.43.32 million in 2008, registering a growth of 22% over the last year.

2. Profit

Company earned a net profit before tax Tk.98.29 million in 2009 as against Tk.88.98 million in 2008, which is 10% increase over the last year.

3. Earning per share

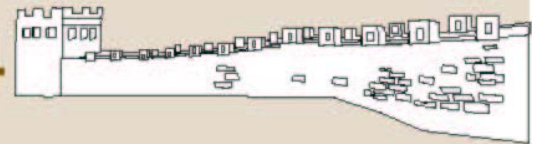
| | 2009 | 2008 |
|--|-------------|-------------|
| Earning per share after tax | 54.20 | 41.99 |
| Earning per share after tax & reserve for exceptional losses | 28.35 | 20.54 |

4. Appropriation of Profit

The Board of Directors have proposed and recommended for appropriation as follows:

| | | | |
|--|-----|--------|---------|
| a) The un-appropriated profit from previous year | Tk. | 4.29 | Million |
| b) Net profit for the year 2009 | Tk. | 98.29 | " |
| c) Total fund available for appropriation | Tk. | 102.58 | " |
| (i) Reserve for exceptional losses | Tk. | 38.77 | " |
| (ii) Provision for Taxes | Tk. | 17.00 | " |
| (iii) Proposed Dividend | Tk. | 37.50 | " |
| d) Net un - appropriated Profit | Tk. | 9.31 | " |





The Company's Operating Performance is summarized below:

| OPERATING PERFORMANCE SUMMARY | | | | | (Taka in million) |
|--------------------------------------|-------------|-------------|-------------|-------------|-------------------|
| | 2009 | 2008 | 2007 | 2006 | 2005 |
| Gross Premium | 859.45 | 665.50 | 385.20 | 301.15 | 245.41 |
| Net Premium | 393.35 | 323.08 | 195.37 | 144.95 | 106.16 |
| Commission Earned | 110.29 | 84.10 | 50.28 | 42.08 | 32.17 |
| Underwriting Profit | 73.99 | 45.88 | 24.66 | 17.44 | 18.74 |
| Investment Income | 48.82 | 56.49 | 55.74 | 46.87 | 38.78 |
| Pre Tax Profit | 98.29 | 88.98 | 70.50 | 56.40 | 50.26 |
| Tax Provision | 17.00 | 26.00 | 21.00 | 20.80 | 16.21 |
| Fixed Deposit | 227.31 | 270.65 | 259.47 | 231.37 | 233.47 |
| Fixed Assets | 49.83 | 38.24 | 27.34 | 21.43 | 17.76 |
| Total Assets | 811.02 | 690.67 | 677.03 | 575.77 | 505.96 |

Proposed Dividend

The Board of Directors of Pioneer Insurance Company Ltd. recommended 25% stock dividend (1share for 4 holding's share) for the year ended 31st December, 2009 subject to approval in the 14th Annual General Meeting.

Right Share

The board recommended 20% right shares (1 Share for 5 holding's share) at Tk. 400/- (including premium of Tk.300/-) each subject to final approval of the shareholders in the 14th Annual General Meeting.

Reserve

Reserve is one of the main indicators of financial strength of a company. Accordingly, an exceptional loss reserve of Tk38.77 million has been proposed for the year out of the profit earned. Thus at the end of 2009, the total reserve amount will be Tk. 148.89 million as against Tk.110.12 million at the end of 2008 displaying a growth of 36%.

Investment

Total Investment of the Company including FDR during the year 2009 amounted to Tk. 483.52 million as against Tk 458.92 million in the previous year, which includes Tk. 247.20 million invested in Shares. The market price of these shares as at 07.04.2010 stood Tk.726.07 million.

Human Resources Development (HRD)

Human Resources Development is the backbone of any development plan for any organization and your Company is no exception. From the very inception of the company emphasis has been given upon an appropriate recruitment policy for personnel, continuous in service training both home and abroad to hone professional skills, whilst also trying to create a good work life balance. We are also keen to ensure that we can attract new talent to our company to work side by side with older more experienced colleagues. In a word our people work in harmony. Because of our efficient human resources we believe that our company has been delivering services to the fullest satisfaction of our valued customers. This does not mean that we can be complacent rather we have to work harder to maintain and exceed the standard of service so far delivered during the last 15 years. We must continue to pioneer and grow the niche that the company has successfully created in this highly competitive industry.

Good Governance

A company can not claim to be a good one unless it follows good governance. Proper participation, condense, accountability, transparency, responsiveness, efficiency, and rule of law are the cardinal principals of good governance. We ascribe to all these values.

- ◆ The Financial Statements of the Company present a true and fair view of the Company's state of affairs, result of its operations, cash flows and changes in equity.



- ◆ Proper books of accounts as required by law are being maintained.
- ◆ Appropriate accounting policies have been followed in formulating the Financial Statements and Accounting estimates were reasonable and prudent.
- ◆ The Financial Statements were prepared in accordance with International Accounting Standard (IAS) as applicable in Bangladesh.
- ◆ The Internal Control System is sound in design and effectively implemented and monitored.
- ◆ There is no significant deviation from the operating result of last year.
- ◆ Securities & Exchange Commission's Compliance Report is enclosed herewith as Annexure- 1.
- ◆ Key operating and financial data of last five years have been presented in summarized form in this report.
- ◆ The Audit Committee of the board of Directors consisting of three non-executive directors has been complying the guideline of SEC's Notification dated February 20, 2006.
- ◆ 08 Board Meetings were held during the year 2009 and attendance by each Director was as follows:

| Name of Directors | No. of Attendance |
|---|-------------------|
| Mr. M Anis Ud Dowla | 6 |
| Mr. Syed Manzur Elahi | 6 |
| Mr. Tapan Chowdhury | 5 |
| Mr. M. N. H. Bulu | 5 |
| Mr. Mohammed Nasirullah | 8 |
| Mr. Mohammad Wakliddin | 7 |
| Late Saidur Rahman Ratan | 6 |
| Ms. Sylvana Sikder | 6 |
| Mr. Syed Nasim Manzur | 4 |
| Ms. Shusmita Anis Salam | 6 |
| Mr. Anjan Chowdhury | 5 |
| Mr. Alamgir Shamsul Alamin | 7 |
| Ms. Yasmeen Rahman | 6 |
| Mr. Shafiat Sobhan (co-opted on 09.12.10) | - |
| Mr. M. A Majed | 8 |
| Ms. Fahama Khan (Alternate Director) | 7 |
| Ms. Munsura Rahmatullah (Alternate Director) | 8 |
| Mr. M Sekander Ali (Independent Director) | 8 |
| Mr. Abdul Mueyed Chowdhury (Independent Director) | 7 |
| Mr. Q.A.F.M.Serajul Islam, Managing Director | 8 |

Retirement of Directors

From Group A

In accordance with the provision of section No. 112, 113 & 114 of the Articles of Association the following Directors retire and being eligible, offer themselves for re-election:

1. Mr. Shafiat Sobhan (Alternate Director Mr. M. Naseemul Hye, FCS)
2. Mr. Mohammed Nasirullah
3. Mr. Syed Nasim Manzur
4. Mr. Alamgir Shamsul Alamin





From Group B

In accordance with the Sections referred above, the following 02 (two) Directors from Group-B shareholders retire from office and being eligible, offer themselves for re-election:

1. Ms. Sahana Rahmatullah (Alternate Director Ms. Faharna Khan)
2. Mr. Syed Manzur Elahi

As required by Insurance Act and Rules, election of Directors from public shareholders (from Group-B shareholders) will be held in the said Annual General Meeting. A notification for election of the same was published in two national dailies namely "The Samakal" and "The Daily Star" on 09-03-2010.

Auditors

Malek Siddiqui Wali, Chartered Accountants, 9G Motijheel C/A, Dhaka, Auditors of the Company retires and being eligible to offer themselves for re-appointment.

Prospects

I have the pleasure to inform you that we have completed 15 successful years as a service company. Over these years we have been able to benchmark new levels of quality and service and as a result today Pioneer has achieved an enviable position in the industry. This has been possible because of the professional and dedicated services of all our employees, and most importantly the trust and cooperation we have received from our clients and well wishers. We firmly believe that the company will continue to move forward achieving greater success in the years ahead.

Appreciation

For your company's success and glory everybody who come into contact had some amount of contribution in the form of advice, suggestion and other kind of co-operation.

I consider myself privileged to be a part of such a leading and visionary company. The vision has been set by the shareholders and Directors of the company and we have never wavered from that. Cardinal issues of good governance such as transparency, fairness in recruitment of personnel and decentralization of authority could not have been implemented without the full support from the Directors. Many of them are in their own rights, luminaries in the galaxy of commercial and industrial enterprise as well as public service. The outlook has always been modern, professional and ethical and they have always provided me their full support. Most importantly is your company's employees who have been instrumental in enabling us to scale new heights. Your Directors place on record their appreciation of the commitment and contribution of the company's employees.

On a personal note I would like to express my appreciation to the board, shareholders, my fellow executives and to all our staff and employees for their extraordinary efforts. A particular vote of thanks should go to our Chairman for his sound guidance. I also record my gratitude to the Government of the Peoples' Republic of Bangladesh, the Chief Controller of Insurance, Registrar of Joint Stock Companies, Reinsurers both at home and abroad, Bangladesh Bank, all Commercial Banks and Financial Institutions, Securities and Exchange Commission, Dhaka Stock Exchange, Chittagong Stock Exchange, Bangladesh Insurance Association, Central Rating committee, Central Depository Bangladesh Ltd and Bangladesh Insurance Academy for their kind cooperation extended to us throughout the year.

In conclusion I would like to say thank you for sharing this journey with us. We look forward to your continued support and feedback in the year ahead.

Q.A.F.M. Serajul Islam
Managing Director



Status of compliance with the conditions imposed by the Commission's Notification No. SEC/CMRRCD/2006-158/Admin/02-08 dated 20th February, 2006 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

| Condition No. | Title | Compliance status | | Explanation for non-compliance with the condition |
|---------------|---|-------------------|--------------|---|
| | | Complied | Not Complied | |
| 1.1 | Board's Size: Board members should not be less than 5 (five) and more than 20 (twenty) | Complied | | |
| 1.2 (i) | Independent Directors : At least 1/10th | Complied | | |
| 1.2 (ii) | Appointment of Independent Director by Elected Directors | Complied | | |
| 1.3 | Chairman of the Board and Chief Executive and their responsibilities | Complied | | |
| 1.4 | The Directors' Report to Shareholders on:- | | | |
| 1.4 (a) | Fairness of Financial Statement | Complied | | |
| 1.4 (b) | Maintenance of Proper books of Accounts | Complied | | |
| 1.4 (c) | Adoption of appropriate Accounting policies and estimates | Complied | | |
| 1.4 (d) | Compliance with International Accounting Standards (IAS). | Complied | | |
| 1.4 (e) | Soundness of Internal control system | Complied | | |
| 1.4 (f) | Ability to continue as a Going Concern | Complied | | |
| 1.4 (g) | Significant deviations from last year | Complied | | |
| 1.4 (h) | Key operating and financial data | Complied | | |
| 1.4 (i) | Dividend declaration | Complied | | |
| 1.4 (j) | Details of Board meeting | Complied | | |
| 1.4 (k) | Pattern of Share holding | Complied | | |
| 2.1 | Appointment of Company Secretary, CFO, Head of Internal Audit and defining their respective roles, responsibilities and duties. | Complied | | |
| 2.2 | Attendance of Company Secretary, CFO at Board of Directors' meeting | Complied | | |
| 3 | Audit Committee | Complied | | |
| 3.1(i) | No. of Members of Audit Committee | Complied | | |
| 3.1(ii) | Constitution of Committee with Board members including one Independent Director | Complied | | |
| 3.1(iii) | Filling of Casual vacancy in Committee | | | Not Applicable |
| 3.2(i) | Chairman of the Committee | Complied | | |
| 3.2(ii) | Professional qualification and experience of the Chairman of the Committee | Complied | | |
| 3.3.1(i) | Reporting to the Board of Directors | Complied | | |
| 3.3.1(ii) (a) | Reporting of Conflicts of interest to the Board of Directors | | | Not Applicable |
| 3.3.1(ii) (b) | Reporting of any fraud or irregularity to the Board of Directors | | | Not Applicable |
| 3.3.1(ii) (c) | Reporting of violation of laws to the Board of Directors | | | Not Applicable |
| 3.3.1(ii) (d) | Reporting any other matter to the Board of Directors | | | Not Applicable |
| 3.3.2 | Reporting of Qualified point to Commission | | | Not Applicable |
| 3.4 | Reporting of activities to the Shareholders and General Investors | | | Not Applicable |
| 4 | External/ Statutory Auditors | | | |
| 4.00(i) | Non-engagement in appraisal or valuation | Complied | | |
| 4.00(ii) | Non-engagement in designing of Financial Information System | Complied | | |
| 4.00(iii) | Non-engagement in Book keeping | Complied | | |
| 4.00(iv) | Non-engagement in Broker-dealer services | Complied | | |
| 4.00(v) | Non-engagement in Actuarial services | Complied | | |
| 4.00(vi) | Non-engagement in Internal Audit | Complied | | |
| 4.00(vii) | Non-engagement in any other service | Complied | | |





Pattern of Shareholding

| Sl. No. | Shares held by | Total Share as at 30.03.10 |
|---------|---|----------------------------|
| (i) | Parent/ Subsidiary/ Associated companies and other related parties. | Nil |
| (ii) | Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children | |
| | Chairman Consolidated Chemicals Ltd. (Represented by Mr. M Anis Ud Dowla) | 55000 |
| | Directors: Mr. Syed Manzur Elahi | 100000 |
| | Mr. A.K.M Rahmatullah (Alternate Director Ms. Munsura Rahmatullah) | 65000 |
| | Mr. Mohammed Nasirullah | 25000 |
| | Astras Limited (Represented by Mr. Tapan Chowdhury) | 55000 |
| | Mr. Mohammad Wakiluddin | 25000 |
| | Mr. Syed Nasim Manzur | 50000 |
| | Mr. Shafiat Sobhan (Alternate Director Mr. M. Naseemul Hye, fcs) | 25000 |
| | Palmal Garments Hosiery Ltd. (Represented by Ms. Sylvana Sikder) | 45000 |
| | Rumki Industries Ltd. (Represented by Mr. M.N.H. Bulu) | 25000 |
| | Mrs. Yasmeen Rahman | 25000 |
| | Mr. Alangir Shamsul Alamin | 30750 |
| | Ms. Shahana Rahmatullah (Alternate Director Ms. Fahama Khan) | 50000 |
| | ACI Foundation (Represented by Ms. Shusmita Anis Salam) | 50000 |
| | M/S. Square Securities Management Ltd. (Represented by Mr. Anjan Chowdhury) | 50000 |
| | Mr. M.A. Majed | 50000 |
| | Chief Executive Officer Mr. Q.A.F.M. Serajul Islam | Nil |
| | Company Secretary Mr. S.M Mizanur Rahman | Nil |
| | Chief Financial Officer Mr. Dhruba Kumar Guha | Nil |
| | Head of Internal Audit Mr. S.M. Nazmul Islam Bhuiyan | Nil |
| | Their spouses and minor children Mrs. Halima Rahmatullah | 1000 |
| | Mrs. Niloufer Manzur | 10000 |
| | Mrs. Rozina Afroz | 25000 |
| (iii) | Executives | Nil |
| (iv) | Share holding ten percent (10%) or more voting interest in the company | Nil |



ব্যবস্থাপনা পরিচালকের রিপোর্ট ২০০৯

প্রিয় শেয়ারহোল্ডারবৃন্দ,

ব্যবসা-বাণিজ্যের জন্য ২০০৯ সাল খুবই সংকটময় একটা বছর ছিল। আমি অত্যন্ত আনন্দের সাথে জানাতে চাই, এই সংকটের সময়েও পাইলটনিয়ার ইন্স্যুরেন্স তার প্রবৃদ্ধি ধরে রাখতে পেরেছে। বিশ্বমন্দার পরে ২০১০ সালে কিছু কিছু ক্ষেত্রে পুনরুদ্ধার সম্ভব হলেও বিশ্বের সার্বিক অর্থনৈতিক পরিস্থিতি নিকট ভবিষ্যতে আর সেই দুর্যোগ-পূর্ব অবস্থায় যাওয়ার সম্ভাবনা নেই বলা যায়। আমি আপনাদের আশ্বস্ত করছি, আমরা এই চ্যালেঞ্জ মোকাবেলায় বেশ ভালো অবস্থানে আছি এবং নতুন নতুন সুযোগ কাজে লাগিয়ে দীর্ঘমেয়াদি প্রবৃদ্ধি অর্জনে সচেষ্ট রয়েছি।

উৎপত্তি:

নির্ধারিত আর্থিক বিবরণীসহ পরিচালকমণ্ডলীর বার্ষিক প্রতিবেদন কোম্পানি আইন ১৯৯৪ এর ধারা ১৮৪, সিকিউরিটিজ অ্যান্ড একচেঞ্জ কমিশন বিধি ১৯৮৭ এর বিধি ১২ (এবং সংশ্লিষ্ট তফসিল) এবং ইনস্টিটিউট অব চার্টার্ড অ্যাকাউন্ট্যান্টস অব বাংলাদেশ (আইসিএবি) কর্তৃক গৃহীত আইএএস-১ (ইন্টারন্যাশনাল অ্যাকাউন্টিং স্ট্যান্ডার্ড- ১) অনুসারে উপস্থাপন করা হচ্ছে।

বীমা শিল্প:

দেশের জাতীয় অর্থনীতিতে বীমা খাত একটি গুরুত্বপূর্ণ ভূমিকা পালন করে থাকে। ঢাকা স্টক একচেঞ্জ (ডিএসই)-এর মোট পরিশোধিত মূলধনের ৫ শতাংশ ইন্স্যুরেন্স সেক্টরের। নতুন আইনের আওতায় মূলধন বৃদ্ধি এবং পুঁজি বাজারে নতুন নতুন বীমা কোম্পানি তালিকাভুক্ত হওয়ার ফলে পরিশোধিত মূলধনের পরিমাণ দিন দিন বাড়ছে। আমাদের বর্তমান বাজেটে সরকারি এবং বেসরকারি পর্যায়ের অংশীদারিত্বমূলক ব্যবসার উপরে জোর দেয়া হয়েছে। কেননা টেকসই উন্নয়নের জন্য বিদ্যুৎ ও জ্বালানি, বন্দর এবং যোগাযোগ ব্যবস্থার মতো অবকাঠামো খাতে বিনিয়োগ জরুরি। সরকারের একার পক্ষে সব ক্ষেত্রে বিনিয়োগ সম্ভব নয়। আর অভ্যন্তরীণ উৎস থেকে ঋণ নিয়ে এসব ক্ষেত্রে বিনিয়োগ করলে সামষ্টিক অর্থনীতির স্থিতিশীলতা রক্ষা কঠিন হয়ে পড়বে। তাছাড়া অর্থনীতির এই মন্দার সময়ে বৈদেশিক ঋণ, উন্নয়ন সাহায্যও আগের চেয়ে অনেক কমে গেছে। তাই এগুলোর মোকাবেলায় সরকারি এবং বেসরকারি পর্যায়ের যৌথ অর্থায়ন একটা ভালো পদ্ধতি হতে পারে। সরকারি এবং বেসরকারি পর্যায়ের যৌথ অর্থায়ন পদ্ধতি নির্ধারিত হলে এখানে বীমা খাত উল্লেখযোগ্য পর্যায়ে অংশ রাখতে পারবে। দেশে বর্তমানে ৪৩টি বেসরকারি এবং ১টি সরকারি সাধারণ বীমা প্রতিষ্ঠান ব্যবসা করছে। আমরা আগেও বহুবার বলেছি, কিছু বীমা কোম্পানি অনৈতিক ব্যবসা কার্যক্রম পরিচালনা করছে বলে অসম প্রতিযোগিতার সৃষ্টি হচ্ছে এবং এই শিল্পখাত হুমকির সম্মুখীন হচ্ছে। আমরা আশা করি, নবগঠিত বীমা নিয়ন্ত্রণ কর্তৃপক্ষ এটি নিয়ন্ত্রণে এনে বীমা খাতে শৃঙ্খলা ফিরিয়ে আনবেন।

ব্যবসায়িক সাক্ষ্য:

নির্বাচনের মাধ্যমে দেশে গণতন্ত্র ফিরে আসায় ব্যবসা ক্ষেত্রে আগের সেই আত্মবিশ্বাস ফিরে এসেছে। আমরা দেশের অর্থনীতি নিয়ে আবার আশাবাদী হয়েছি। বাংলাদেশের অর্থনীতির মন্দাবস্থা নিয়ে পণ্ডিতরা ভয়াবহ রকমের ভবিষ্যদ্বাণী করেছিলেন। সরকার কর্তৃক গৃহীত নীতি এবং ব্যবসায় প্রতিষ্ঠানগুলোর আগের অবস্থানে ফিরে আসার কারণে অর্থনীতি আগের চেহারা ফিরেছে। তার মানে এই না যে, আমরা বৈশ্বিক মন্দা পরিস্থিতির শিকার নই। আমাদের রপ্তানি আয়ের সবচেয়ে বড় খাত তৈরি শোশাক শিল্পের প্রবৃদ্ধি কমে গেছে। ভবিষ্যৎ কেমন যাবে সেটাও ঠিক পরিষ্কার নয়। অর্থনীতির এই অশনি সংকেতের মাঝেও পাইলটনিয়ার ইন্স্যুরেন্স প্রবৃদ্ধি অর্জন করে যাচ্ছে, যা সত্যিই প্রশংসনীয়।

কোম্পানির আর্থিক ফলাফল:

চলতি বছরে আর্থিক ফলাফলের উল্লেখযোগ্য দিকগুলো নিম্নরূপ:

১) প্রিমিয়াম আয়:

২০০৯ সালে কোম্পানির প্রিমিয়াম আয় উল্লেখযোগ্য হারে বৃদ্ধি পেয়েছে। কোম্পানি এস প্রিমিয়াম আয় করেছে ৮৫৯.৪৫ মিলিয়ন টাকা যা ২০০৮ সালের ছিল ৬৬৫.৫০ মিলিয়ন টাকা। প্রিমিয়াম বৃদ্ধির হার হচ্ছে ২৯%।

ক) অগ্নি বীমা

২০০৯ সালে অগ্নি বীমা খাতে প্রিমিয়াম অর্জিত হয়েছে ৪০৮.১৮ মিলিয়ন টাকা। ২০০৮ সালে উক্ত খাতে আয় ছিল ২৬৫.১৮ মিলিয়ন টাকা। প্রবৃদ্ধির হার ছিল ৫৪%।

খ) নৌ/কার্গো বীমা

২০০৯ সালে নৌ বীমা খাতে প্রিমিয়াম অর্জিত হয়েছে ২৫৩.১৩ মিলিয়ন টাকা। ২০০৮ সালে উক্ত খাতে আয় ছিল ২১৭.৪৮ মিলিয়ন টাকা। প্রবৃদ্ধির হার ছিল ১৬%।



গ) গাড়ি বীমা

২০০৯ সালে গাড়ি বীমা খাতে প্রিমিয়াম অর্জিত হয়েছে ১৪৫.০৯ মিলিয়ন টাকা। ২০০৮ সালে উক্ত খাতে আয় ছিল ১৩৯.৫২ মিলিয়ন টাকা। প্রবৃদ্ধির হার ছিল ৪%।

ঘ) বিবিধ বীমা

২০০৯ সালে বিবিধ বীমা খাতে প্রিমিয়াম অর্জিত হয়েছে ৫৩.০৪ মিলিয়ন টাকা। ২০০৮ সালে উক্ত খাতে আয় ছিল ৪৩.৩২ মিলিয়ন টাকা। প্রবৃদ্ধির হার ছিল ২২%।

২) মুনাফা:

২০০৯ সালে কোম্পানির কর পূর্ববর্তী নীট মুনাফার পরিমাপ দাঁড়িয়েছে ৯৮.২৯ মিলিয়ন টাকা, যা ২০০৮ সালে ছিল ৮৮.৯৮ মিলিয়ন টাকা। গত বছরের তুলনায় এ বছরে প্রবৃদ্ধি হার ১০%।

৩) শেয়ার প্রতি আয়:

| | ২০০৯ | ২০০৮ |
|--|-------|-------|
| শেয়ার প্রতি আয় (কর পরবর্তী) | ৫৪.২০ | ৪১.৯৯ |
| শেয়ার প্রতি আয় (কর এবং অস্বাভাবিক ক্ষতিজনিত সক্ষিতির পর) | ২৮.৩৫ | ২০.৫৪ |

৪) মুনাফা বন্টন:

পরিচালনা পর্ষদ নিম্নোক্তভাবে অর্জিত মুনাফা বন্টন প্রস্তাব ও সুপারিশ করেছেন:

| ক) পূর্ববর্তী বছরের অবশিষ্ট মুনাফা | ৪.২৯ | মিলিয়ন | টাকা |
|------------------------------------|--------|---------|------|
| খ) ২০০৮ সালের মুনাফা | ৯৮.২৯ | " | " |
| গ) বন্টনযোগ্য মোট তহবিল | ১০২.৫৮ | " | " |
| ১) অস্বাভাবিক ক্ষতিজনিত সক্ষিতি | ৩৮.৭৭ | " | " |
| ২) আয়কর সক্ষিতি | ১৭.০০ | " | " |
| ৩) প্রস্তাবিত লভ্যাংশ | ৩৭.৫০ | " | " |
| ৪) নীট অবশিষ্ট মুনাফা | ৯.৩১ | " | " |

কোম্পানির ব্যবসায়িক সাফল্যের সর্বাঙ্গীর্ণ চিত্র:

(মিলিয়ন টাকা)

| | ২০০৯ | ২০০৮ | ২০০৭ | ২০০৬ | ২০০৫ |
|-----------------|--------|--------|--------|--------|--------|
| মোট প্রিমিয়াম | ৮৫৯.৪৫ | ৬৬৫.৫০ | ৩৮৫.২০ | ৩০১.১৫ | ২৪৫.৪১ |
| নীট প্রিমিয়াম | ৩৯৩.৩৫ | ৩২৩.০৮ | ১৯৫.৩৭ | ১৪৪.৯৫ | ১০৬.১৬ |
| কমিশন আয় | ১১০.২৯ | ৮৪.১০ | ৫০.২৮ | ৪২.০৮ | ৩২.১৭ |
| অবলিখন মুনাফা | ৭৩.৯৯ | ৪৫.৮৮ | ২৪.৬৬ | ১৭.৪৪ | ১৮.৭৪ |
| বিনিয়োগ আয় | ৪৮.৮২ | ৫৬.৪৯ | ৫৫.৭৪ | ৪৬.৮৭ | ৩৮.৭৮ |
| কর পূর্ব মুনাফা | ৯৮.২৯ | ৮৮.৯৮ | ৭০.৫০ | ৫৬.৪০ | ৫০.২৬ |
| কর প্রতিশন | ১৭.০০ | ২৬.০০ | ২১.০০ | ২০.৮০ | ১৬.২১ |
| স্থায়ী আমানত | ২২৭.৩১ | ২৭০.৬৫ | ২৫৯.৪৭ | ২৩১.৩৭ | ২৩৩.৪৭ |
| স্থায়ী সম্পদ | ৪৯.৮৩ | ৩৮.২৪ | ২৭.৩৪ | ২১.৪৩ | ১৭.৭৬ |
| মোট সম্পদ | ৮১১.০২ | ৬৯০.৬৭ | ৬৭৭.০৩ | ৫৭৫.৭৭ | ৫০৫.৯৬ |



প্রস্তাবিত লভ্যাংশ

১৪তম বার্ষিক সাধারণ সভার অনুমোদন সাপেক্ষে পাইওনিয়ার ইন্স্যুরেন্স কোম্পানী লিমিটেড-এর পরিচালনা পর্ষদ ডিসেম্বর, ২০০৯ সালের সমাপ্ত বছরের জন্য ২৫% স্টক (৪:১ হারে) লভ্যাংশ প্রদানের সুপারিশ করেছেন।

রাইট শেয়ার

পাইওনিয়ার ইন্স্যুরেন্স কোম্পানী লিমিটেড-এর পরিচালনা পর্ষদ ১৪তম বার্ষিক সাধারণ সভার অনুমোদন সাপেক্ষে ২০% রাইট শেয়ার (৫:১ হারে) প্রতিটি শেয়ার ৩০০ টাকা প্রিমিয়ামসহ ৪০০ টাকা হারে রাইট শেয়ার ইস্যু করার জন্য সুপারিশ করেছেন।

সফিক্তি

একটি কোম্পানির আর্থিক অবস্থা মূল্যায়নের অন্যতম পরিমাপক হচ্ছে সেই কোম্পানির সফিক্তি। এ বছর মুনাফা থেকে ৩৮.৭৭ মিলিয়ন টাকা অস্বাভাবিক ক্ষতিজনিত সফিক্তি রাখার প্রস্তাব করা হয়েছে। এর ফলে ২০০৯ সালের শেষে মোট সফিক্তি দাঁড়িয়েছে ১৪৮.৮৯ মিলিয়ন টাকা। ২০০৮ সালে মোট সফিক্তি ছিল ১১০.১২ মিলিয়ন টাকা। এই খাতে প্রবৃদ্ধির হার ছিল ৩৬%।

বিনিয়োগ:

২০০৯ সালে কোম্পানির মোট বিনিয়োগের স্থায়ী আমানতসহ পরিমাণ দাঁড়িয়েছে ৪৮৩.৫২ মিলিয়ন টাকা। যা আগের বছরে ছিল ৪৫৮.৯২ মিলিয়ন টাকা। উল্লেখ্য, এই বিনিয়োগের মধ্যে বিভিন্ন কোম্পানির শেয়ারে বিনিয়োগ করা হয়েছে ২৪৭.২০ মিলিয়ন টাকা। ০৭.০৪.২০১০ তারিখে উক্ত শেয়ারের বাজারমূল্য ছিল ৭২৬.০৭ মিলিয়ন টাকা।

মানব সম্পদ উন্নয়ন:

যেকোনো প্রতিষ্ঠানের টেকসই উন্নয়নের পেছনে চালিকাশক্তি হিসেবে কাজ করে প্রতিষ্ঠানটির দক্ষ মানব সম্পদ। পাইওনিয়ার ইন্স্যুরেন্সও এর বাইরে নয়। আর তাই কর্মী নিয়োগের একদম শুরু থেকেই কোম্পানি বোগ্য এবং প্রতিশ্রুতিশীল কর্মীদের বাছাই করে নিয়োগ দিয়েছে। পরে, তাদের দেশ-বিদেশে প্রশিক্ষণের মাধ্যমে আরো দক্ষ করে তোলার পদক্ষেপ নেয়া হয়েছে। তাদের কাজ আর ব্যক্তিজীবনের মাঝে ভারসাম্যও আনা হয়। দীর্ঘদিনের অভিজ্ঞদের সাথে নবীন মেধাবীদেরকেও আমাদের প্রতিষ্ঠানে কাজ করার ব্যাপারে আমরা উৎসাহিত করি। এক কথায় আমাদের কর্মীরা সূষ্ঠ পরিবেশে কাজ করেন। আমাদের দক্ষ জনশক্তি সম্মানিত সেবাপ্রার্থীদের পূর্ণ সন্তুষ্টির সাথেই কাজ করে যাচ্ছে। তবে তাতেই আমরা পরিতুষ্ট নই। গত ১৫ বছর ধরে মানসম্মত সেবা প্রদানে আমাদের এই চেষ্টা অব্যাহত থাকবে আর এর মাধ্যমে প্রতিযোগিতাপূর্ণ বীমা শিল্পে আমরা আমাদের অবদানকে আরো সুসংহত করতে সক্ষম হবো।

সুব্যবস্থাপনা:

সুব্যবস্থাপনা ছাড়া একটা কোম্পানি কখনোই নিজে থেকে ভালো প্রতিষ্ঠান হিসেবে দাবি করতে পারে না। সবার অংশগ্রহণ, মতামত প্রদান, জবাবদিহিতা, স্বচ্ছতা, দায়িত্বশীলতা আর দক্ষতা নিশ্চিত করে প্রতিষ্ঠানের সুব্যবস্থাপনা। আপনারা জেনে আনন্দিত হবেন, পাইওনিয়ার ইন্স্যুরেন্স উল্লেখিত সবকিছুই নিশ্চিত করেছে।

আমরা রিপোর্ট করছি যে,

- কোম্পানির আর্থিক বিবরণীসমূহ কোম্পানির আর্থিক অবস্থা, ফলাফল, নগদ প্রবাহ এবং ইকুইটি পরিবর্তন সম্পর্কে সত্য এবং পরিষ্কার চিত্র প্রদর্শন করে।
- আইন অনুযায়ী যথাযথভাবে হিসাব সন্বেক্ষণ করা হয়েছে।
- আর্থিক বিবরণী প্রস্তুতকালে যথাযথ হিসাব নীতিসমূহ অনুসরণ করা হয়েছে।
- বাংলাদেশে প্রয়োগযোগ্য ইন্টারন্যাশনাল অ্যাকাউন্টিং স্ট্যান্ডার্ড (আইএএস) অনুসারে কোম্পানির আর্থিক বিবরণীসমূহ প্রস্তুত করা হয়েছে।
- অভ্যন্তরীণ নিয়ন্ত্রণ পদ্ধতি যথাযথভাবে প্রয়োগ করা হয়েছে।
- গত বছরের ব্যবসায়িক ফলাফল থেকে কোনো বিচ্যুতি এ বছরে পরিলক্ষিত হয় নাই।
- সিকিউরিটিজ অ্যান্ড একচেঞ্জ কমিশনের প্রতিপালনীয় রিপোর্ট Annexure-১এ উল্লেখ করা হয়েছে।
- গত পাঁচ বছরের ব্যবসায়িক সফলতা এবং আর্থিক উপাত্তসমূহ সঞ্চেপে উপস্থাপন করা হয়েছে।
- তিনজন অনির্বাধী পরিচালকের সমন্বয়ে গঠিত পরিচালনা পর্ষদের অভিত কমিটি ২০ ফেব্রুয়ারি, ২০০৬ তারিখের এসইসি-এর নোটিফিকেশনে উল্লেখিত নির্দেশনাসমূহ মেনে চলেছে।



- ◆ ২০০৯ সালে পরিচালনা পর্ষদের ৮টি সভা অনুষ্ঠিত হয়েছে। সভায় পরিচালকদের উপস্থিতি নিম্নরূপ:

| পরিচালকদের নাম | উপস্থিতির সংখ্যা |
|--|------------------|
| এম আনিস উদ্ দৌলা | ৬ |
| সৈয়দ মঞ্জুর এলাহি | ৬ |
| তপন চৌধুরী | ৫ |
| এম এন এইচ বুলু | ৫ |
| মোহাম্মদ নাসিরুদ্দাহ | ৮ |
| মোহাম্মদ ওয়াকিল উদ্দিন | ৭ |
| মরহুম সাইদুর রহমান রতন | ৬ |
| সিলভানা সিকদার | ৬ |
| সৈয়দ নাসিম মঞ্জুর | ৪ |
| সুখিতা আনিস সালাম | ৬ |
| অঞ্জন চৌধুরী | ৫ |
| আলমগীর সামছুল আলামিন | ৭ |
| ইয়াসমিন রহমান | ৬ |
| সাফায়েত সোবহান (কো-অপটেন্ট ০৯-১২-২০১০) | - |
| এম এ মাজেদ | ৮ |
| ফাহামা খান (বিকল্প পরিচালক) | ৭ |
| মনসুরা রহমতউল্লাহ (বিকল্প পরিচালক) | ৮ |
| এম সেকেন্দার আলী (ইডিপেনডেন্ট ডিরেক্টর) | ৮ |
| আবদুল মুন্নীদ চৌধুরী (ইডিপেনডেন্ট ডিরেক্টর) | ৭ |
| কিউ এ এফ এম সিরাজুল ইসলাম, ব্যবস্থাপনা পরিচালক | ৮ |

পরিচালকবৃন্দের অবসর:

গ্রুপ 'এ'

কোম্পানির আর্টিকেলস অব অ্যাসোসিয়েশন-এর ১১২, ১১৩ এবং ১১৪ নম্বর ধারা অনুযায়ী পরিচালকবৃন্দ অবসর গ্রহণ করেন এবং যোগ্য বিষয় পুনর্নিয়োগের আশ্রয় প্রকাশ করেছেন।

- ১) সাফায়েত সোবহান (বিকল্প পরিচালক এম নাসিমুল হাই, এক্সিএস)
- ২) মোহাম্মদ নাসিরুদ্দাহ
- ৩) সৈয়দ নাসিম মঞ্জুর
- ৪) আলমগীর সামছুল আলামিন

গ্রুপ 'বি'

উল্লেখিত ধারা মোতাবেক গ্রুপ 'বি' শেয়ারহোল্ডারদের মধ্য থেকে নিম্নলিখিত দুইজন পরিচালক অবসর গ্রহণ করেন এবং যোগ্য বিষয় পুনর্নিয়োগের আশ্রয় প্রকাশ করেছেন।

- ১) সাহানা রহমতউল্লাহ (বিকল্প পরিচালক ফাহামা খান)
- ২) সৈয়দ মঞ্জুর এলাহি

বীমা আইন এবং বিধি অনুযায়ী সাধারণ শেয়ারহোল্ডারদের (গ্রুপ 'বি' শেয়ারহোল্ডার) মধ্য থেকে বর্ষিত বার্ষিক সাধারণ সভায় পরিচালক নির্বাচন অনুষ্ঠিত হবে। এ উপলক্ষে ৯ মার্চ ২০১০ তারিখে দৈনিক সমকাল এবং ডেইলি স্টার পত্রিকায় বিজ্ঞপ্তি প্রকাশিত হয়েছে।





নিরীক্ষক:

মালেক সিদ্দিকী ওয়ালি, চার্টার্ড অ্যাকাউন্টেন্টস, ৯/জি, মতিঝিল বাণিজ্যিক এলাকা, ঢাকা অবসর গ্রহণ করেছেন এবং বোধ্য বিধায় পুনঃনিয়োগের আশ্রয় প্রকাশ করেছেন।

ভবিষ্যৎ:

আমি অত্যন্ত আনন্দের সাথে জানাচ্ছি যে, আমরা নতুন নতুন সেবা প্রদানের মাধ্যমে উত্তরোত্তর সাফল্যের সাথে ১৫টি বছর পার করে এসেছি। আর সেজন্যই আপনাদের খিয়র পাইওনিয়ার ইন্স্যুরেল কোম্পানী লিমিটেড দেশের বীমা শিল্পে একটি ইবনীর নাম। আমাদের কর্মীবাহিনীর সেবা প্রদানের দক্ষতা আর দায়িত্ববোধের কারণেই এমন অর্জন সম্ভব হয়েছে। তাছাড়া গ্রাহক এবং সন্তানুধ্যায়ীরা আমাদের প্রতি বিশ্বাস রেখেছেন। আমাদেরকে নানাভাবে সহযোগিতা করেছেন। আর এ সবকিছুই আমাদেরকে এতদূর আসতে সাহায্য করেছে। আমরা দৃঢ়ভাবে বিশ্বাস করি, কোম্পানি আগামী দিনগুলোতেও সাফল্যের সাথে সামনের দিকে এগিয়ে যাবে।

প্রশংসা:

কোম্পানির সফলতা ও পৌরবের মূলে রয়েছে সংশ্লিষ্ট সকলেরই কোনো না কোনো রকম উপদেশ, পরামর্শ বা সহায় সহযোগিতা।

পাইওনিয়ার ইন্স্যুরেল-এর মতো একটি শীর্ষস্থানীয় ও দূরদৃষ্টিসম্পন্ন প্রতিষ্ঠানের অংশ হতে পেরে আমি গর্ববোধ করি। কোম্পানির শেয়ারহোল্ডার এং পরিচালকমণ্ডলীই প্রতিষ্ঠানটির লক্ষ্য ঠিক করেছেন, যার প্রতি আমরা সব সময়ই অটল ছিলাম। পরিচালকদের অব্যাহত সমর্থনের কারণেই সকল কার্যকলাপে স্বচ্ছতা, কর্মী নিয়োগে নিরপেক্ষতা, প্রশাসনিক ক্ষমতার বিকেন্দ্রীকরণ আর জবাবদিহিতার মতো সুব্যবস্থাপনার প্রধান বিষয়গুলো প্ররোপ করা সম্ভব হয়েছে। তাদের বেশিরভাগই নিজ নিজ কর্মের মাধ্যমে দেশের শিল্প-বাণিজ্যের জগতে উজ্জ্বল ব্যক্তিত্ব হিসেবে প্রতিষ্ঠিত হয়েছেন। তারা আমাকে সবকিছুতেই পূর্ণ সমর্থন দিয়েছেন। আমাদের সকল স্তরের কর্মীদের নিরলস কর্মকাণ্ডই আপনার আমার এই কোম্পানিকে উচ্চ পর্যায়ে নিয়ে গেছে। এজন্য পরিচালকমণ্ডলী কোম্পানির কর্মীবাহিনীর প্রতি কৃতজ্ঞতা জ্ঞাপন করেছেন।

আমি ব্যক্তিগতভাবে পরিচালনা পর্ষদ, শেয়ারহোল্ডার, আমার সহকর্মী সকল কর্মকর্তা এবং কর্মীর প্রতি কৃতজ্ঞতা জানাই। তাদের সর্বোচ্চ কর্মনিষ্ঠার জন্য কোম্পানি আজকের অবস্থানে এসেছে। আমাদেরকে সঠিক নির্দেশনা দেয়ার জন্য মাননীয় চেয়ারম্যানকেও ধন্যবাদ জানাই। গণপ্রজাতন্ত্রী বাংলাদেশ সরকার, মুখ্য বীমা নিয়ন্ত্রক, জয়েন্ট স্টক কোম্পানিজ-এর রেজিস্ট্রার মহোদয়, দেশী-বিদেশী রিইন্স্যুরার, বাংলাদেশ ব্যাংক, সকল বাণিজ্যিক ব্যাংক এবং আর্থিক প্রতিষ্ঠানসমূহ, সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ, চট্টগ্রাম স্টক এক্সচেঞ্জ, বাংলাদেশ ইন্স্যুরেল অ্যাসোসিয়েশন, সেন্ট্রাল রেটিং কমিটি, সেন্ট্রাল ডিপোজিটরি বাংলাদেশ লিমিটেড এবং বাংলাদেশ ইন্স্যুরেল একাডেমী-কে কৃতজ্ঞতা জানাই বিভিন্ন ক্ষেত্রে বিভিন্নভাবে আমাদেরকে সহযোগিতা দানের জন্য।

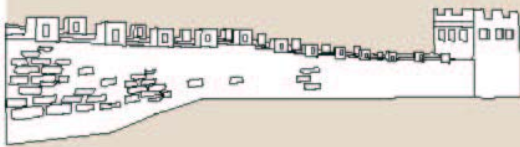
সবশেষে আমাদের সাথে থাকার জন্য আপনাদের সবাইকে ধন্যবাদ জানাই। আর সামনের দিনগুলোতেও আমাদের প্রতি আপনাদের সমর্থন ও সহযোগিতা কামনা করি।

কিউ এ এক এম সিরাজুল ইসলাম
ব্যবস্থাপনা পরিচালক



auditors' report & financial statements





AUDITORS' REPORT TO THE SHAREHOLDERS

We have audited the accompanying Balance Sheet of "Pioneer Insurance Company Limited" as of December 31, 2009 and the related revenue accounts as well as the Profit and Loss Account and Profit and Loss Appropriation Account and statement of Cash Flows for the year then ended. The preparation of these financial statements is the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

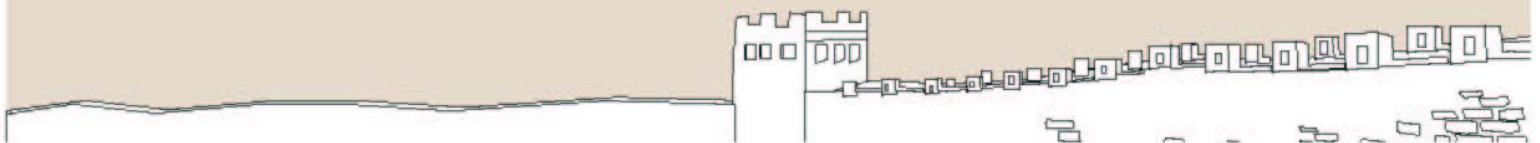
In our opinion, the financial statements, prepared in accordance with Bangladesh Accounting Standards (BAS) give a true and fair view of the state of the company's affairs as of December 31, 2009 and of the results of its operations and its cash flows for the year then ended and comply with the Companies Act 1994, the Insurance Act 1938, the Insurance Rules 1958, the Securities & Exchange Rules -1987 and other applicable laws and regulations.

We also report that:

- i) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- ii) In our opinion, proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books and proper returns adequate for the purposes of our audit have been received from branches not visited by us;
- iii) The company's Balance Sheet and Profit and Loss Account and its Cash Flows dealt with by the report are in agreement with the books of account and returns;
- iv) The expenditure incurred was for the purposes of the company's business.
- v) As per section 40-c (2) of the Insurance Act, 1938 as amended, we certify that to the best of our knowledge and belief and according to the information and explanations given to us, all expenses of management wherever incurred and whether incurred directly or indirectly, in respect of insurance business of the company transacted in Bangladesh during the year under report have been duly debited to the related Revenue Accounts and the Profit & Loss Account of the company and,
- vi) As per regulation 11 of part 1 of the third schedule of the 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 person any commission in any form outside Bangladesh in respect of any of its business re-insured abroad.

Dhaka, April 11, 2010

For MALEK SIDDIQUI WALI
Chartered Accountant
Md. Waliullah (FCA)





Balance Sheet as at

| CAPITAL & LIABILITIES | Notes | 2009 Taka | 2008 Taka |
|--|------------|--------------------|--------------------|
| AUTHORISED CAPITAL 2,000,000 Ordinary Shares of Tk. 100 each | | 200,000,000 | 200,000,000 |
| ISSUED, SUBSCRIBED & PAID-UP CAPITAL 1,500,000 Ordinary Shares of Tk. 100 each | 03 | 150,000,000 | 150,000,000 |
| SHARE PREMIUM | 04 | 31,500,000 | 31,500,000 |
| RESERVE OR CONTINGENCY ACCOUNTS | | | |
| Reserve for Exceptional Losses | 05 | 144,394,778 | 105,622,048 |
| General Reserve | | 4,500,000 | 4,500,000 |
| Profit & Loss Appropriation Account | | 9,314,546 | 4,292,025 |
| | | 158,209,324 | 114,414,073 |
| BALANCE OF FUND & ACCOUNTS | 06 | | |
| Fire Insurance Business Account | | 45,577,490 | 22,510,625 |
| Marine Insurance Business Account | | 47,910,785 | 45,666,106 |
| Motor Insurance Business Account | | 54,811,155 | 54,079,765 |
| Misc. Insurance Business Account | | 12,414,457 | 7,745,166 |
| | | 160,713,887 | 130,001,662 |
| ESTIMATED LIABILITY IN RESPECT OF OUTSTANDING CLAIMS WHETHER DUE OR INTIMATED | 07 | 31,224,945 | 27,378,910 |
| AMOUNT DUE TO OTHER PERSONS OR BODIES CARRYING ON INSURANCE BUSINESS | 08 | 41,825,512 | 37,755,717 |
| PREMIUM DEPOSIT | 09 | 55,301,510 | 45,012,329 |
| SUNDRY CREDITORS | 10 | 144,744,432 | 124,614,541 |
| PROPOSED STOCK DIVIDEND | 11 | 37,500,000 | 30,000,000 |
| | Tk. | 811,019,610 | 690,677,232 |
| Net Assets Value per Share | Tk. | 226.47 | 197.27 |

Dhaka, April 11, 2010


Q.A.F.M Serajul Islam
Managing Director


M. Sekander Aii
Independent Director





December 31, 2009

| PROPERTY AND ASSETS | Notes | 2009 Taka | 2008 Taka |
|--|------------|--------------------|--------------------|
| INVESTMENT: | | | |
| Statutory Deposit with Bangladesh Bank (National Investment Bond) | 12 | 9,000,000 | 9,000,000 |
| Investment in Shares | 13 | 247,204,330 | 179,274,730 |
| | | 256,204,330 | 188,274,730 |
| INTEREST, DIVIDENDS & RENTS ACCRUED BUT NOT RECEIVED | 14 | 40,852,614 | 30,154,637 |
| SUNDRY DEBTORS | 15 | 181,785,187 | 121,844,167 |
| CASH & BANK BALANCES | 16 | | |
| Fixed Deposit with Banks | | 227,316,024 | 270,650,561 |
| Cash at Bank | | 48,025,249 | 38,878,126 |
| Cash in hand | | 1,164,632 | 966,117 |
| | | 276,505,905 | 310,494,804 |
| OTHER ACCOUNTS | | | |
| Fixed Assets (At cost less dep.) | 17 | 49,832,376 | 38,241,789 |
| Printing & Stationery in hand (at cost) | | 1,859,153 | 1,266,148 |
| Insurance stamps in hand | | 3,980,045 | 400,957 |
| | | 55,671,574 | 39,908,894 |
| | Tk. | 811,019,610 | 690,677,232 |

Syvana Sikder
Director

M Anis Ud Dowla
Chairman

For MALEK SIDDIQUI WALI
Chartered Accountant





Profit & Loss Account for

| Notes | 2009 Taka | 2008 Taka |
|--|--------------------|--------------------|
| EXPENSES | | |
| (Not applicable to any particular fund or account) | | |
| Advertisement & Publicity | 11,979,470 | 4,998,923 |
| Directors' Fee | 352,000 | 225,000 |
| Registration & other fees | 3,181,917 | 2,057,812 |
| Legal Expenses | 467,575 | 221,071 |
| Audit fees | 165,000 | 105,000 |
| Subscription | 17,500 | 122,500 |
| Depreciation | 8,399,395 | 6,208,740 |
| | 24,562,857 | 13,939,046 |
| PROFIT TRANSFERRED TO PROFIT & LOSS APPROPRIATION ACCOUNT | | |
| | 98,295,251 | 88,985,208 |
| Tk. | 122,858,108 | 102,924,254 |

Note: All expenses of management wherever incurred whether directly or indirectly in respect of fire, marine and miscellaneous insurance business transacted in Bangladesh have been fully debited in the respective revenue accounts as expenses.

Profit & Loss Appropriation Account for

| | | |
|--|--------------------|-------------------|
| Reserve for exceptional losses | 38,772,730 | 32,170,000 |
| Provision for Income Tax | 17,000,000 | 26,000,000 |
| Proposed Stock Dividend | 37,500,000 | 30,000,000 |
| Balance transferred to Balance Sheet | 9,314,546 | 4,292,025 |
| | 102,587,276 | 92,462,025 |
| | Tk. | |
| Earning per share after Tax | Tk. 54.20 | 41.99 |
| Earning per share after Tax & reserve for exceptional losses | Tk. 28.35 | 20.54 |

Dhaka, April 11, 2010


Q.A.F.M Serajul Islam
Managing Director


M. Sekander Ali
Independent Director





the year ended December 31, 2009

| | Notes | 2009 Taka | 2008 Taka |
|---|------------|--------------------|--------------------|
| INVESTMENT INCOME (Not applicable to any particular fund or account) | 18 | 48,823,122 | 56,490,098 |
| OTHER INCOME | | 44,341 | 54,788 |
| PROFIT ON SALE OF MOTOR CAR | | - | 492,158 |
| PROFIT/(LOSS) TRANSFERRED FROM | | | |
| Fire Insurance Revenue Account | | (4,335,927) | (8,037,818) |
| Marine Insurance Revenue Account | | 46,561,782 | 25,645,215 |
| Motor Insurance Revenue Account | | 25,085,133 | 23,715,695 |
| Misc. Insurance Revenue Account | | 6,679,657 | 4,564,118 |
| | | 73,990,645 | 45,887,210 |
| | Tk. | 122,858,108 | 102,924,254 |

the year ended December 31, 2009

| | | |
|--|------------|-------------------|
| Balance brought forward from previous year | 4,292,025 | 3,476,817 |
| Profit for the year transferred from profit and loss account | 98,295,251 | 88,985,208 |
| | Tk. | 92,462,025 |

Sylvana Sikder
Director

M Anis Ud Dowla
Chairman

For MALEK SIDDIQUI WALI
Chartered Accountant





Consolidated Revenue Account for

| | 2009 Taka | 2008 Taka |
|--|---------------------------|---------------------------|
| CLAIMS UNDER POLICIES LESS REINSURANCE: | | |
| Paid during the year | 126,342,841 | 103,522,316 |
| Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated | 31,224,945 | 27,378,910 |
| | 157,567,786 | 130,901,226 |
| Less : Outstanding at the end of previous year | 27,378,910 | 30,214,134 |
| | 130,188,876 | 100,687,092 |
| COMMISSION | 155,031,844 | 116,851,768 |
| EXPENSES OF MANAGEMENT (Notes - 19) | 113,716,524 | 93,755,829 |
| PROFIT & LOSS ACCOUNT | 73,990,645 | 45,887,210 |
| BALANCE OF ACCOUNTS AT THE END OF THE YEAR AS SHOWN IN BALANCE SHEET | | |
| Reserve for unexpired risks being 40% of the Net Premium income of the year (100% of Hull & Aviation) | 160,713,887 | 130,001,662 |
| Tk. | <u>633,641,776</u> | <u>487,183,561</u> |

Dhaka, April 11, 2010

Q.A.F.M Serajul Islam
Managing Director

M. Sekander Ali
Independent Director





the year ended December 31, 2009

| | 2009 Taka | 2008 Taka |
|--|-------------------------------|----------------------------|
| BALANCE OF ACCOUNTS AT THE BEGINNING OF THE YEAR: | | |
| Reserve for Unexpired Risks | 130,001,662 | 80,004,666 |
| PREMIUM LESS REINSURANCE | 393,350,263 | 323,080,245 |
| COMMISSION ON REINSURANCE CEDED | 110,289,851 | 84,098,650 |
| | Tk. <u>633,641,776</u> | <u>487,183,561</u> |

Sylvana Sikder
Director

M Anis Ud Dowla
Chairman

For MALEK SIDDIQUI WALI
Chartered Accountant





Fire Insurance Revenue Account for

| | <u>2009</u> <u>Taka</u> | <u>2008</u> <u>Taka</u> |
|--|----------------------------|----------------------------|
| CLAIMS UNDER POLICIES LESS REINSURANCE: | | |
| Paid during the year | 79,085,483 | 46,975,723 |
| Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated | 4,843,529 | 7,183,438 |
| | 83,929,012 | 54,159,161 |
| Less : Outstanding at the end of previous year | 7,183,438 | 12,498,967 |
| | 76,745,574 | 41,660,194 |
| COMMISSION | 80,906,286 | 49,737,045 |
| EXPENSES OF MANAGEMENT | 32,603,870 | 33,047,823 |
| PROFIT & LOSS ACCOUNT | (4,335,927) | (8,037,818) |
| BALANCE OF ACCOUNT AT THE END OF THE YEAR AS SHOWN IN BALANCE SHEET | | |
| Reserve for unexpired risks being 40% of the Net Premium income of the year | 45,577,490 | 22,510,625 |
| Tk. | <u>231,497,293</u> | <u>138,917,869</u> |

Dhaka, April 11, 2010

Q.A.F.M Serajul Islam
Managing Director

M. Sekander Ali
Independent Director





the year ended December 31, 2009

| | <u>2009</u> <u>Taka</u> | <u>2008</u> <u>Taka</u> |
|---|-------------------------------|----------------------------|
| BALANCE OF ACCOUNT AT THE BEGINNING OF THE YEAR: | | |
| Reserve for Unexpired Risks | 22,510,625 | 14,090,555 |
| PREMIUM LESS REINSURANCE | 113,943,726 | 56,276,563 |
| COMMISSION ON REINSURANCE CEDED | 95,042,942 | 68,550,751 |
| | Tk. <u>231,497,293</u> | <u>138,917,869</u> |

Sylvana Sikder
Director

M Anis Ud Dowla
Chairman

For MALEK SIDDIQUI WALI
Chartered Accountant





Marine Insurance Revenue Account for

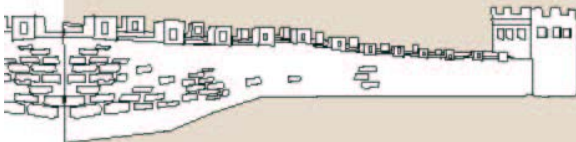
| | 2009 Taka | 2008 Taka |
|--|--------------------|--------------------|
| CLAIMS UNDER POLICIES LESS REINSURANCE: | | |
| Paid during the year | 2,989,223 | 25,319,485 |
| Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated | 6,845,332 | 4,445,725 |
| | 9,834,555 | 29,765,210 |
| Less : Outstanding at the end of previous year | 4,445,725 | 5,388,922 |
| | 5,388,830 | 24,376,288 |
| COMMISSION | 36,365,301 | 33,782,753 |
| EXPENSES OF MANAGEMENT | 32,222,162 | 25,229,143 |
| PROFIT & LOSS ACCOUNT | 46,561,782 | 25,645,215 |
| BALANCE OF ACCOUNT AT THE END OF THE YEAR AS SHOWN IN BALANCE SHEET | | |
| Reserve for unexpired risks being 40% of the Net Premium income of the year (100% of Hull) | 47,910,785 | 45,666,106 |
| Tk. | 168,448,860 | 154,699,505 |

Dhaka, April 11, 2010


Q.A.F.M Serajul Islam
Managing Director


M. Sekander All
Independent Director





the year ended December 31, 2009

| | <u>2009</u> <u>Taka</u> | <u>2008</u> <u>Taka</u> |
|---|----------------------------|----------------------------|
| BALANCE OF ACCOUNT AT THE BEGINNING OF THE YEAR: | | |
| Reserve for Unexpired Risks | 45,666,106 | 30,142,284 |
| PREMIUM LESS REINSURANCE | 111,518,190 | 112,241,355 |
| COMMISSION ON REINSURANCE CEDED | 11,264,564 | 12,315,866 |
| | Tk. 168,448,860 | 154,699,505 |

Sylvania Sikder
Director

M Anis Ud Dowla
Chairman

For MALEK SIDDIQUI WALI
Chartered Accountant





Miscellaneous Insurance Revenue Account for

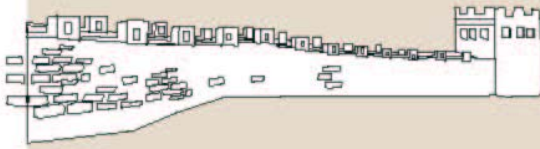
| | MOTOR | MISC. | 2009 Taka | 2008 Taka |
|--|--------------------|-------------------|--------------------|--------------------|
| CLAIMS UNDER POLICIES LESS REINSURANCE: | | | | |
| Paid during the year | 40,213,777 | 4,054,358 | 44,268,135 | 31,227,108 |
| Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated | 16,958,406 | 2,577,678 | 19,536,084 | 15,749,747 |
| | 57,172,183 | 6,632,036 | 63,804,219 | 46,976,855 |
| Less : Outstanding at the end of previous year | 14,077,223 | 1,672,524 | 15,749,747 | 12,326,245 |
| | 43,094,960 | 4,959,512 | 48,054,472 | 34,650,610 |
| COMMISSION | 28,843,022 | 8,917,235 | 37,760,257 | 33,331,970 |
| EXPENSES OF MANAGEMENT | 39,273,383 | 9,617,109 | 48,890,492 | 35,478,863 |
| PROFIT & LOSS ACCOUNT | 25,085,133 | 6,679,657 | 31,764,790 | 28,279,813 |
| BALANCE OF ACCOUNTS AT THE END OF THE YEAR AS SHOWN IN BALANCE SHEET | | | | |
| Reserve for unexpired risks being 40% of the Net Premium income of the year (100% of Aviation) | 54,811,155 | 12,414,457 | 67,225,612 | 61,824,931 |
| Tk. | 191,107,653 | 42,587,970 | 233,695,623 | 193,566,187 |

Dhaka, April 11, 2010

Q.A.F.M Serajul Islam
Managing Director

M. Sekander Ali
Independent Director





the year ended December 31, 2009

| | MOTOR | MISC. | 2009 Taka | 2008 Taka |
|--|--------------------|-------------------|--------------------|--------------------|
| BALANCE OF ACCOUNTS AT THE BEGINNING OF THE YEAR: | | | | |
| Reserve for Unexpired Risks | 54,079,765 | 7,745,166 | 61,824,931 | 35,771,827 |
| PREMIUM LESS REINSURANCE | 137,027,888 | 30,860,459 | 167,888,347 | 154,562,327 |
| COMMISSION ON REINSURANCE CEDED | | 3,982,345 | 3,982,345 | 3,232,033 |
| Tk. | 191,107,653 | 42,587,970 | 233,695,623 | 193,566,187 |

Sylvana Sikder
Director

M Anis Ud Dowla
Chairman

For MALEK SIDDIQUI WALI
Chartered Accountant





Cash Flow Statement for the year ended December 31, 2009

| | 2009 Taka | 2008 Taka |
|---|----------------------------|----------------------------|
| Cash flows from operating activities: | | |
| Collection from Premium & Other Income | 977,459,405 | 720,948,546 |
| Management Expenses, Commission ,Reinsurance & Claims | (881,528,722) | (617,141,174) |
| Income-tax paid | (12,000,000) | (24,442,445) |
| | 83,930,683 | 79,364,927 |
| Cash flows from investing activities: | | |
| Purchase of Fixed Assets | (20,329,023) | (18,115,505) |
| Disposal of Fixed Assets | 339,041 | 1,007,842 |
| Investment in Share | (67,929,600) | (19,277,600) |
| | (87,919,582) | (36,385,263) |
| Cash flows from financing activities: | | |
| Dividend paid | (30,000,000) | (30,000,000) |
| Net cash inflows/ (outflows) for the year | (33,988,899) | 12,979,664 |
| Opening cash and bank balance | 310,494,804 | 297,515,140 |
| Closing cash and bank balance | 276,505,905 | 310,494,804 |

Dhaka, April 11, 2010


Q.A.F.M Serajul Islam
Managing Director


M. Sekander Ali
Independent Director


Sylvana Sikder
Director


M Anis Ud Dowla
Chairman


For MALEK SIDDIQUI WALI
Chartered Accountant





Statement of Changes in Equity for the year ended December 31, 2009

| Particulars | Share Capital | Share Premium | General Reserve | Reserve for exceptional losses | Retained Earnings | Total |
|---|--------------------|-------------------|------------------|--------------------------------|-------------------|--------------------|
| Equity as at January 01, 2009 | 150,000,000 | 31,500,000 | 4,500,000 | 105,622,048 | 4,292,025 | 295,914,073 |
| Net Profit for this year (after adjustment of tax and dividend) | | | | | 43,795,251 | 43,795,251 |
| Transfer to Reserve for exceptional losses | | | | 38,772,730 | (38,772,730) | |
| Equity as at December 31, 2009 | 150,000,000 | 31,500,000 | 4,500,000 | 144,394,778 | 9,314,546 | 339,709,324 |

Dhaka, April 11, 2010

Q.A.F.M Serajul Islam
Managing Director

M. Sekander Ali
Independent Director

Sylvana Sikder
Director

M Anis Ud Dowla
Chairman

For MALEK SIDDIQUI WALI
Chartered Accountant





NOTES TO THE ACCOUNTS FOR THE YEAR ENDED DECEMBER 31, 2009

01. BACKGROUND:

The Company was incorporated on March 25, 1996 and obtained the certificate of commencement of business on May 6, 1996 from the Registrar of Joint Stock Companies, Bangladesh and the certificate of commencement of Insurance Business from the Chief Controller of Insurance, Government of the People's Republic of Bangladesh on May 11, 1996.

With the permission of Securities and Exchange Commission the Company issued 900,000 ordinary shares at Tk.135/= each including premium of Tk.35/= to public in 2001 and was listed with Dhaka Stock Exchange and Chittagong Stock Exchange.

02. BASIS OF PRESENTING ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES:

02.1 Basis of presenting Accounts :

- a) These accounts have been prepared on a going-concern basis under Generally Accepted Accounting Principles according to the historical cost convention.
- b) International Accounting Standards as adopted in Bangladesh and as are applicable in case of Insurance Business have been adopted by the Company.
- c) The Balance Sheet has been prepared in accordance with the regulation contained in part I of the First schedule and as per Form "A" as set forth in part II of that schedule, Profit & Loss Account and Profit & Loss Appropriation Account has been prepared in accordance with the regulation contained in part I of the second schedule and as per Form "B" & "C" as set forth in part II of that schedule respectively and the Revenue Accounts of each class of General Insurance business has been prepared in accordance with the regulation as contained in part I of the Third schedule and as per Form "F" as set forth in part II of that schedule of the Insurance Act 1938.

02.2 Significant Accounting Policies:

a) Underwriting Business:

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.

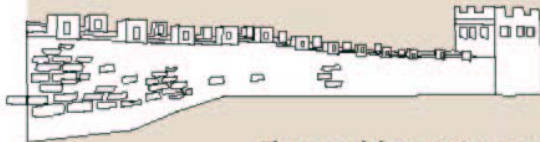
b) Balance of Funds & Accounts:

These have been arrived at after making provision for Unexpired Risks @ 40% of net premium income on all business except marine hull & aviation insurance where provision has been made at 100% on net premium income.

c) Recognition of Fixed Assets and Depreciation:

Fixed Assets are stated at cost less accumulated depreciation in accordance with IAS 16 "Property, Plant & Equipments." Cost represents cost of purchase price and other directly attributable cost of bringing the assets to working conditions for its intended use, but do not include any capitalized borrowing cost. Half year's depreciation has been charged on addition of assets, irrespective of date when the related assets are put into use. Depreciation on all fixed asset are computed using the reducing balance method in amounts sufficient to write off depreciable assets over their estimated useful life. Expenditure for maintenance and repairs are expensed; major replacements, renewals and betterment are capitalized. The cost and accumulated depreciation of depreciable assets retired or otherwise disposed off are eliminated from the assets and accumulated depreciation and any gain or loss on such disposal is reflected in operations for the year.





The annual depreciation rates applicable to the principal categories are :

| | |
|---------------------|-----|
| Office Machineries | 15% |
| Furniture & Fixture | 10% |
| Motor vehicles | 20% |
| Office Decoration | 20% |

d) Debtors and other receivables:

These are carried at billed amount, unsecured and considered good and collectible.

e) Cash and Cash Equivalents:

According to IAS 7 "Cash Flow Statement" 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.

f) Creditors and Accruals:

Liabilities are recognized for amounts to be paid in the future for services received, whether or not billed by the supplier.

g) Stock of stationery & Form:

Stock of stationery & forms have been valued at cost.

h) Public Sector Business :

Company's share of public sector business is accounted for in the year in which the statement of accounts from the Sadharan Bima Corporation are received. Upto 31 December, 2009 statements of accounts for the period from 01st July, 2008 to 30th June, 2009 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.

i) Provision for Income Tax:

Provision for income tax has been made on the basis of Finance Act, 2009.

j) Benefit to Employees:

The company operate a gratuity scheme & provident fund, provision in respect of which has been made in the accompanying account covering all of its eligible employees.

k) Valuation of Assets:

The value of all assets at December 31, 2009 as shown in the Balance Sheet have been reviewed and the said assets have been setforth in the Balance Sheet on amounts at their respective book value which in the aggregate do not exceed their aggregate market value.

l) Earning Per Share (EPS):

The company calculates Earnings Per Share (EPS) in accordance with IAS 33 which has been shown on the notes to the accounts .

m) Basic Earning Per Share:

This has been calculated by dividing the basic earnings by the weighted average number of ordinary shares outstanding during the year.





n) 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.

o) Diluted Earnings Per Share:

No diluted EPS is required to be calculated for the year as there was no scope for dilution during the year under review.

p) Cash Flow Statement:

Cash Flow Statement is prepared principally in accordance with IAS 7 "Cash Flow Statement" and the cash flow from the operating activities have been presented under direct method as prescribed by the Securities and Exchange Rules 1987.

02.3 Additional Information on 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) Balance Sheet as at December 31, 2009.
- (ii) Profit and Loss Account for the year ended December 31, 2009.
- (iii) Related Revenue Accounts for the year ended December 31, 2009.
- (iv) Cash Flow Statement for the year ended December 31, 2009.
- (v) Statement of Change in Equity for the year ended December 31, 2009.
- (vi) 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) Reporting period:

Financial Statement of the Company cover on calendar year from 1st January 2009 to 31st December 2009.

e) 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.

f) Comparative Information :

Comparative information have been disclosed in respect of the year 2008 for all numerical information in the Financial Statements and also the narrative and descriptive information when it is relevant for understanding of the current period's financial statements.





Figures of the year 2008 have been rearranged whenever considered necessary to ensure comparability with the current period.

| | | <u>2009</u> | <u>2008</u> |
|--|-----|--------------------|--------------------|
| 03. SHARE CAPITAL: | | | |
| Authorised Capital 2,000,000 Ordinary Shares of Tk.100 each | Tk. | <u>200,000,000</u> | <u>200,000,000</u> |
| Issued, subscribed & paid up capital 1,500,000 Ordinary Shares of Tk.100 each | Tk. | <u>150,000,000</u> | <u>150,000,000</u> |

04. SHARE PREMIUM : TK. 31,500,000

The amount represents premium received @ Tk.35/= per share against issue of 900,000 ordinary shares to the public in the year 2001.

05. RESERVE FOR EXCEPTIONAL LOSSES: TK. 144,394,778

This includes a sum of Tk. 38,772,730/- provided as reserve for exceptional losses and represents 10% of net premium income of the year excluding marine hull & aviation since 100% reserve there against have been made for unexpired risks.

06. BALANCE OF FUND & ACCOUNTS: TK.160,713,887

| | <u>2009</u> | <u>2008</u> |
|-----------------------------------|--------------------|--------------------|
| Fire Insurance Business Account | 45,577,490 | 22,510,625 |
| Marine Insurance Business Account | 47,910,785 | 45,666,106 |
| Motor Insurance Business Account | 54,811,155 | 54,079,765 |
| Misc. Insurance Business Account | 12,414,457 | 7,745,166 |
| | <u>160,713,887</u> | <u>130,001,662</u> |

The Company has provided the above fund for risk cover as per Insurance Act. 1938.

07. ESTIMATED LIABILITIES IN RESPECT OF OUTSTANDING CLAIMS WHETHER DUE OR INTIMATED: TK. 31,224,945

The break-up of the amount is given below :

| | <u>2009</u> | <u>2008</u> |
|---------------------------|-------------------|-------------------|
| Fire Insurance Business | 4,843,529 | 7,183,438 |
| Marine Insurance Business | 6,845,332 | 4,445,725 |
| Motor Insurance Business | 16,958,406 | 14,077,223 |
| Misc. Insurance Business | 2,577,678 | 1,672,524 |
| | <u>31,224,945</u> | <u>27,378,910</u> |

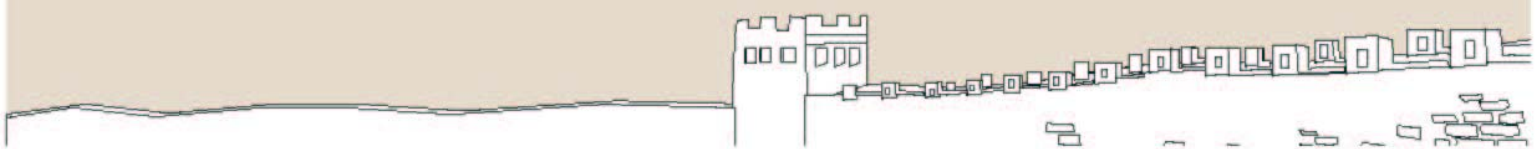
All the claims of which the management is aware of as per intimation upto the year end have been taken into consideration. There is no other disputed claim.

08. AMOUNT DUE TO OTHER PERSONS OR BODIES CARRYING ON INSURANCE BUSINESS: TK. 41,825,512

This represents amount due to Sadharan Bima Corporation and other overseas reinsurers.

09. PREMIUM DEPOSIT: TK.55,301,510

This represents amount received against Marine (Cargo) cover notes, shipment of which is yet to be made and will be adjusted after issuance of policies. If shipment is not made, the amount to be refunded.





10. SUNDRY CREDITORS: TK. 144,744,432

This is made-up as under :

| | <u>2009</u> | <u>2008</u> |
|---|--------------------|--------------------|
| Provision for Income Tax | 65,728,296 | 48,728,296 |
| VAT | 3,242,832 | 2,621,129 |
| Deposit Premium (Open Cover Notes) | 2,389,142 | 2,039,142 |
| Earnest Money | 59,085 | 59,085 |
| Bills Payable | 916,483 | 916,483 |
| Excess premium received and deposited into Bank | 1,900,394 | 823,392 |
| Provision for Profit Bonus | 10,000,000 | 7,700,000 |
| Provision for Audit fees (10A) | 330,000 | 270,000 |
| Provision for Commission | 47,467,269 | 47,467,269 |
| Benevolent Fund | 57,583 | 3,012 |
| Security agt. Enlistment of Printing | 35,000 | 35,000 |
| Security Deposit- Car | 25,000 | 25,000 |
| Received agt. Vehicle Scheme | 2,510,233 | 2,059,058 |
| Provision for Leave pay & Gratuity | 9,779,519 | 9,860,146 |
| I.T. Deducted at source | 174,964 | 119,738 |
| I.T. Deducted at source (Agency Commission) | - | 1,700,000 |
| VAT Deducted at source | 128,632 | 187,791 |
| | <u>144,744,432</u> | <u>124,614,541</u> |

Income Tax Provision is made as per Finance Act. 2009.

Deposit premium (open cover notes) represent amount received from Insured against Marine (Cargo) Open Cover Notes / Open Policies.

Bills payable represent the office rent.

Provision for Profit Bonus is made for the employees of the Company.

10 (A). PROVISION FOR AUDIT FEES: TK. 330,000

This is made-up as follows:

| | <u>2009</u> |
|--------------------------|----------------|
| Annual Audit fees, 2009 | 50,000 |
| Special Audit fees, 2009 | 70,000 |
| Special Audit fees, 2008 | 70,000 |
| Special Audit fees ,2007 | 70,000 |
| Special Audit fees, 2006 | 70,000 |
| | <u>330,000</u> |

11. DIVIDEND: TK.37,500,000

The Board of Directors recommended 25% Stock Dividend for the year ended 31st December, 2009.

12. NATIONAL INVESTMENT BOND: Tk.9,000,000

This amount represents 3- years National Investment Bond with Bangladesh Bank as statutory deposit under Insurance Act- 1938.



13. INVESTMENT IN SHARES: TK. 247,204,330

The balance is made-up as follows:

| <u>Company</u> | <u>No. of Share</u> | <u>Book value</u> | <u>Market value as at 30.12.09</u> |
|------------------------------------|---------------------|--------------------|------------------------------------|
| Mutual Trust Bank Ltd. | 1,298,681 | 164,183,752 | 534,731,902 |
| EXIM Bank Ltd. | 267 | 28,200 | 99,791 |
| Islami Bank (BD) Ltd. | 16,250 | 7,381,876 | 9,603,750 |
| Grameemphone | 573,100 | 42,409,400 | 107,456,250 |
| Bangladesh General Insurance Co | 28 | 5,754 | 15,092 |
| Green Delta Insurance Co. Ltd. | 36 | 8,225 | 60,111 |
| United Insurance Co. Ltd | 10 | 6,124 | 15,033 |
| Peoples Insurance Co. Ltd. | 26 | 10,636 | 26,072 |
| Eastern Insurance Co. Ltd. | 20 | 5,822 | 16,285 |
| Janata Insurance Co. Ltd. | 20 | 2,761 | 18,325 |
| Phoenix Insurance Co. Ltd. | 46 | 6,708 | 33,028 |
| Eastland Insurance Co. Ltd. | 46 | 6,710 | 42,872 |
| Central Insurance Co. Ltd. | 20 | 3,916 | 14,785 |
| Kharnaphull Insurance Co. Ltd. | 20 | 3,193 | 18,570 |
| Rupali Insurance Co. Ltd. | 20 | 4,598 | 21,775 |
| Federal Insurance Co. Ltd. | 50 | 7,028 | 28,738 |
| Reliance Insurance Ltd. | 96 | 25,722 | 126,480 |
| Progati Insurance Ltd. | 18 | 5,173 | 27,324 |
| Prime Insurance Co. Ltd. | 60 | 7,017 | 91,095 |
| Mercantile Insurance Co. Ltd. | 50 | 5,478 | 25,612 |
| Agrani Insurance Co. Ltd. | 55 | 5,224 | 25,905 |
| Global Insurance Co. Ltd. | 55 | 5,713 | 27,638 |
| Apex Tannery | 500 | 582,850 | 596,250 |
| Atlas Bangladesh | 1,000 | 547,400 | 392,000 |
| Eastern Cable | 1,000 | 780,200 | 687,750 |
| Navana CNG | 1,000 | 219,700 | 191,100 |
| Rupali Life Ins. | 600 | 1,012,980 | 993,000 |
| Srandard Bank Ltd. | 900 | 300,420 | 299,025 |
| Summit Power Ltd. | 2,500 | 3,145,750 | 3,027,500 |
| Union Capital Bangladesh | 4,000 | 486,000 | 504,800 |
| Bonus Share of- MTBL | 259,736 | - | 106,946,380 |
| Bonus Share of- Islami Bank | 3,250 | - | 1,920,750 |
| Central Depository Bangladesh Ltd. | - | 1,000,000 | - |
| Malek Spinning Mills Ltd. | 1,000,000 | 25,000,000 | - |
| | | 247,204,330 | 768,084,988 |

The market value of investments in shares (listed Companies) amounted to Tk.726,076,679/- subsequently on 07.04.2010

14. INTEREST, DIVIDENDS & RENTS ACCRUED BUT NOT RECEIVED: TK. 40,852,614

| | <u>2009</u> | <u>2008</u> |
|--------------|-------------------|-------------------|
| FDR Interest | 36,082,008 | 29,750,131 |
| NIB Interest | 1,169,506 | 404,506 |
| Dividend | 3,601,100 | - |
| | 40,852,614 | 30,154,637 |

The above amount represents interest & dividend earned but not received during the year.





15. SUNDRY DEBTORS: TK. 181,785,187

This is made-up as under:

| | <u>2009</u> | <u>2008</u> |
|--|--------------------|--------------------|
| Deposit Clearing | 110,661,473 | 39,310,365 |
| Security Deposit against : | | |
| Office Rent | 3,058,025 | 1,144,564 |
| Telephone | 122,181 | 97,181 |
| Advance against : | | |
| Office Rent | 15,144,998 | 5,724,241 |
| Salary | 16,149 | - |
| General Average | 2,487,083 | - |
| A.C. Installation | 630,000 | - |
| Misc. | 1,013,435 | - |
| Internet | 3,000 | 3,000 |
| Provident Fund | 53,531 | - |
| Advance against Pre IPO of Grameenphone | - | 34,461,800 |
| Balance with MTBL (DP House) | 1,629,616 | 376,636 |
| Amount due from other Insurance Companies on Co-Insurance scheme | (142,459) | 8,427,382 |
| Advance VAT | 9,109,656 | 7,754,942 |
| Advance Tax | 37,896,888 | 24,442,445 |
| Advance tax on Car (Tax token) | 101,611 | 101,611 |
| | <u>181,785,187</u> | <u>121,844,167</u> |

The deposit clearing represents the amount of outstanding premium having received by the company within 31st March,2010. Regular adjustments have been made on advance against office rent.

16. CASH & BANK BALANCES: TK.276,505,905

The balance is made-up as follows:

| | <u>2009</u> | <u>2008</u> |
|-----------------------|--------------------|--------------------|
| a) In hand: | | |
| Cash | 1,164,632 | 966,117 |
| b) At Banks: | | |
| Fixed Deposit Account | 227,316,024 | 270,650,561 |
| STD & Current Account | 48,025,249 | 38,878,126 |
| | <u>275,341,273</u> | <u>309,528,687</u> |
| Tk. (a + b): | <u>276,505,905</u> | <u>310,494,804</u> |

17. FIXED ASSETS: TK. 49,832,376

The above amount is as per schedule: A-1.

Addition to fixed assets Furniture, Computer, Motor Vehicle, Telephone etc. which shown in the schedule A-1.

18. INVESTMENT INCOME: Tk. 48,823,122

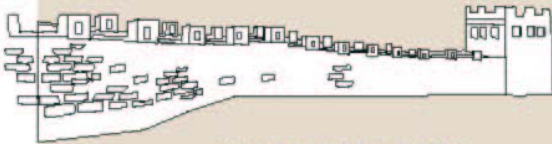
This balance is made up as under :

| | <u>2009</u> | <u>2008</u> |
|---|-------------------|-------------------|
| Interest on F.D.R. | 21,164,078 | 32,545,804 |
| Interest on S.T.D | 1,176,998 | 1,901,508 |
| Interest on N.I.B | 765,000 | 736,705 |
| Stock Dividend | - | 21,199,672 |
| Cash Dividend | 3,862,218 | 106,409 |
| Interest from G. P. on Pre-IPO placement fund | 1,272,800 | - |
| Profit on Sale of Share | 20,582,028 | - |
| | <u>48,823,122</u> | <u>56,490,098</u> |

19. EXPENSES OF MANAGEMENT: TK. 113,716,524

Expenses of Management represent salary, office rent, telephone bill, printing & stationery, electric bill, public sector business expenses and other revenue expenses.





20. EARNING PER SHARE

| | 2009 | 2008 |
|--|-------|-------|
| After Tax | 54.20 | 41.99 |
| After Tax & Reserve for Exceptional Losses | 28.35 | 20.54 |

21. CLAIMS PAYMENT : TK. 190,436,043

During the year, the company paid the following Gross Claims including public sector:

| | 2009 | 2008 |
|---------------------------|--------------------|--------------------|
| Fire Insurance Business | 134,089,211 | 72,517,418 |
| Marine Insurance Business | 5,794,414 | 38,163,878 |
| Motor Insurance Business | 45,412,279 | 30,248,038 |
| Misc. Insurance Business | 5,140,139 | 21,872,590 |
| | 190,436,043 | 162,801,924 |

All the company's claims have been settled after proper scrutiny.

22. SUBSEQUENT EVENT :

There was no significant event that has occurred between the balance sheet date and the date when the financial statements are authorized for issue by the Board of Directors.

23. RELATED PARTY DISCLOSURE: Tk. 231,059,239

The Company in normal course of business carried out a number of transaction with other entities that fall within the definition of related party contained in Bangladesh Accounting Standard 24: Related Party Disclosures. The Company opines that the terms of related transactions do not significantly differ from those that could have been obtained from third parties. Balance of the significant related party transactions at the end of the year 2009.

| Name of the Related Party | Relationship | Nature of Transaction | Taka |
|----------------------------|-----------------|-----------------------|--------------------|
| Apex Adelchi Footwear Ltd. | Common Director | Insurance Business | 16,645,897 |
| Apex Tannery Ltd. | Common Director | Insurance Business | 10,426,214 |
| Galleri Apex | Common Director | Insurance Business | 4,848,326 |
| Apex Pharma Ltd. | Common Director | Insurance Business | 1,119,239 |
| ACI Group | Common Director | Insurance Business | 60,957,730 |
| Bashundhara Group | Common Director | Insurance Business | 36,231,353 |
| Palmal Group | Common Director | Insurance Business | 14,208,983 |
| Square Group | Common Director | Insurance Business | 85,287,399 |
| Shamsul Alamin Group | Common Director | Insurance Business | 1,334,098 |
| | | Total | 231,059,239 |

24. GENERAL :

- No. of Employees received salary upto Tk. 3,000 : Nil
- No. of Employees received salary above Tk. 3,000 : 363 Nos.
- The Company has no contingent liability.
- The Board of Directors received no remuneration from the company other than fees for attending the Board meetings.
- During the year, 08 Nos. of Board Meetings were held.
- All shares have been fully called and paid up.
- There was no preference shares issued by the company.
- There was no bank guarantee issued by the company on behalf of their directors or the company itself.

Dhaka, April 11, 2009

M. Siddiqui Wali
For MALEK SIDDIQUI WALI
Chartered Accountant





Schedule of Fixed Assets as at December 31, 2009

Schedule A-1

| PARTICULARS | COST | | | | Rate | DEPRECIATION | | | | WRITTEN DOWN VALUE | |
|------------------------|-------------------|------------------|--------------------------|-------------------|------|-------------------|------------------|------------------|-------------------|--------------------|-------------------|
| | As on 01.01.2009 | Adjustment | Addition During the year | Total 31.12.2009 | | As on 01.01.2009 | Adjustment | During the year | Total 31.12.2009 | As on 31.12.2009 | As on 01.01.2009 |
| Furniture & Fixtures | 4,958,654 | | 834,914 | 5,793,568 | 10% | 2,113,856 | | 326,226 | 2,440,082 | 3,353,486 | 2,844,798 |
| Office Machineries | 1,450,173 | | 931,767 | 2,381,940 | 15% | 888,885 | | 154,076 | 1,042,961 | 1,338,979 | 561,288 |
| Air Conditioner | 2,874,730 | | 1,430,799 | 4,305,529 | 15% | 1,429,453 | | 324,102 | 1,753,555 | 2,551,974 | 1,445,277 |
| Computer | 4,453,642 | | 414,817 | 4,868,459 | 15% | 1,568,412 | | 463,896 | 2,032,308 | 2,836,151 | 2,885,230 |
| Telephone Installation | 2,035,175 | | 142,935 | 2,178,110 | 15% | 1,139,000 | | 145,146 | 1,284,146 | 893,964 | 896,175 |
| Electric Equipment | 1,178,866 | | 57,728 | 1,236,594 | 15% | 602,759 | | 90,746 | 693,505 | 543,089 | 576,107 |
| Motor Vehicle | 32,615,348 | 1,695,207 | 8,211,391 | 39,131,532 | 20% | 12,516,645 | 1,356,166 | 4,840,880 | 16,001,359 | 23,130,173 | 20,098,703 |
| Signboard | 940,246 | | 339,160 | 1,279,406 | 20% | 526,831 | | 116,599 | 643,430 | 635,976 | 413,415 |
| Crockeries | 289,030 | | 13,705 | 302,735 | 20% | 213,260 | | 16,525 | 229,785 | 72,950 | 75,770 |
| Office Decoration | 10,982,218 | | 7,569,760 | 18,551,978 | 20% | 5,161,102 | | 1,921,199 | 7,082,301 | 11,469,677 | 5,821,116 |
| Flat | 2,623,910 | | 382,047 | 3,005,957 | | | | | | 3,005,957 | 2,623,910 |
| Grand Total | 64,401,992 | 1,695,207 | 20,329,023 | 83,035,808 | | 26,160,203 | 1,356,166 | 8,399,395 | 33,203,432 | 49,832,376 | 38,241,789 |

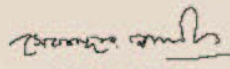
FORM-AA

Classified Summary of the Assets in Bangladesh as at December 31, 2009

| ASSETS | 2009 (Book Value) Taka | 2008 (Book Value) Taka |
|---|------------------------|------------------------|
| Statutory Deposit with Bangladesh Bank (National Investment Bond) | 9,000,000 | 9,000,000 |
| Investment with Shares | 247,204,330 | 179,274,730 |
| Fixed Deposit with Banks | 227,316,024 | 270,650,561 |
| STD A/C with Banks | 46,974,868 | 36,989,350 |
| Current A/C with Banks | 1,050,381 | 1,888,776 |
| Cash in hand | 1,164,632 | 966,117 |
| Stamp in hand | 3,980,045 | 400,957 |
| Interest, dividend and rents accrued but not due | 40,852,614 | 30,154,637 |
| Other Assets: | | |
| Sundry Debtors | 181,785,187 | 121,844,167 |
| Printing & Stationery | 1,859,153 | 1,266,148 |
| Fixed Assets | 49,832,376 | 38,241,789 |
| Total | 811,019,610 | 690,677,232 |

Dhaka, April 11, 2010


Q.A.F.M Serajul Islam
Managing Director


M. Sekander Ali
Independent Director


Sylvana Sikder
Director


M Anis Ud Dowla
Chairman


MALEK SIDDIQUI WALI
Chartered Accountant





Pioneer Insurance Company Limited

Registered & Head Office: Symphony (5th Floor), Plot # SE(F) 9, Road # 142, South Avenue Gulshan-1, Dhaka 1212, Bangladesh

Proxy Form

I/We
of
being a member of Pioneer Insurance Company Limited and a holder of
(Number of Shares) Ordinary Shares do hereby appoint Mr./Ms.
..... of
as my proxy, to vote for me/us and on my behalf at the 14th Annual General Meeting of the Company to be held on Sunday, May 09, 2010 and any adjournment thereof, or at any poll that may be taken in consequence thereof.

Signed this Day of 2010

Signature of Shareholder:

Folio/BO ID No. of Shareholder:

Number of Shares:

Signature of Proxy:

Notes:

The proxy must be signed across ten Taka Revenue Stamp and it should be deposited at the registered office of the Company not later than 72 hours before the time of holding the meeting (As per Article of Association proxy will be a member of the Company)

Revenue
Stamp
Taka 10.00



Membership Attendance Slip

I hereby record my attendance at the 14th Annual General Meeting being held on Sunday, May 09, 2010 at 11.00 A. M. at **Dhaka Ladies Club, 36 Eskaton Gardan Road, Dhaka 1000, Bangladesh.**

Name of the member/proxy:
.....

Registered Folio/BO ID No. : Signature:

Note:

Please complete the attendance slip and hand it over at the entrance of the auditorium