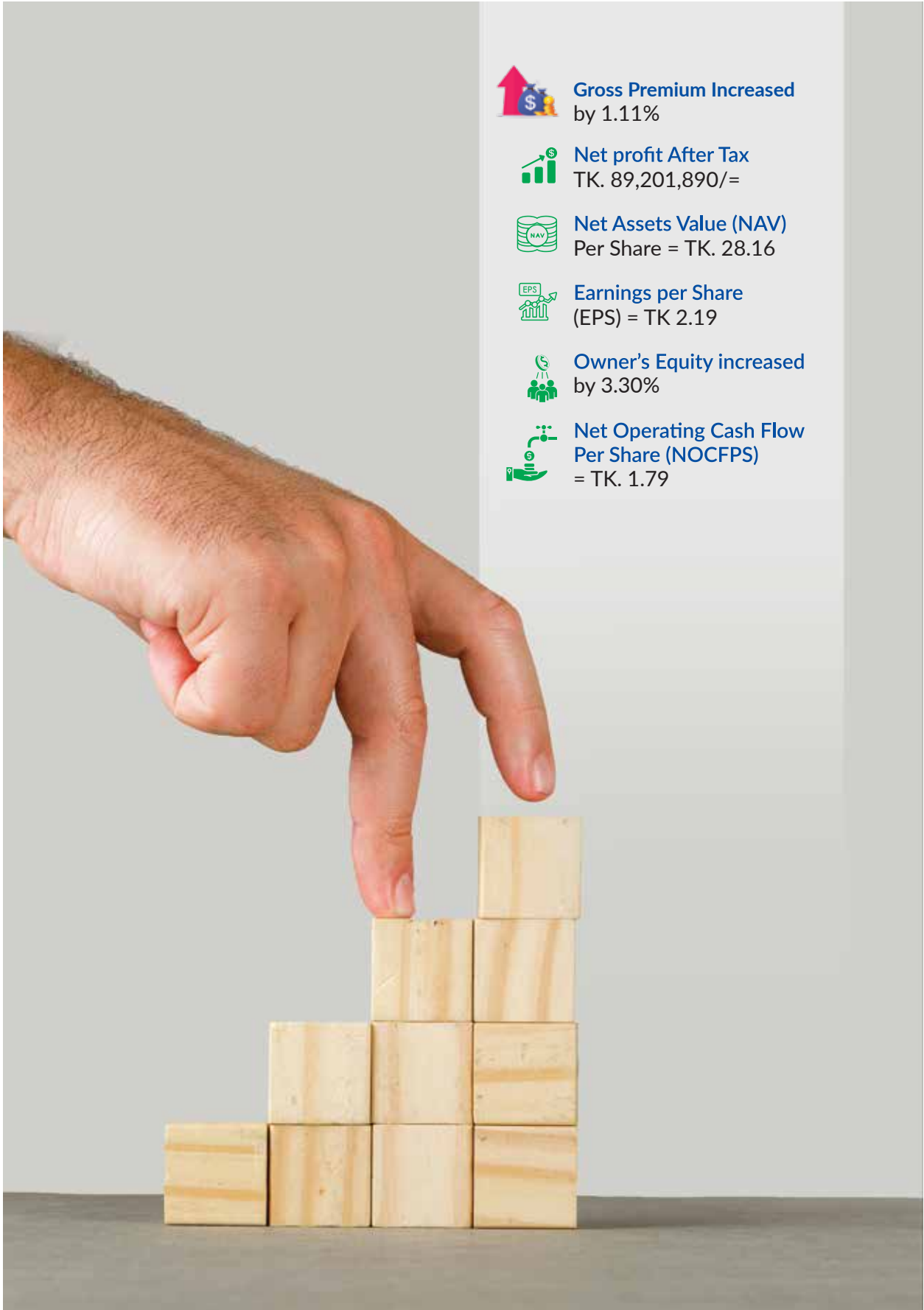


PARAMOUNT --- INSURANCE PLC.

Annual Report-2025



Your Interest Is Paramount To Us



Gross Premium Increased
by 1.11%



Net profit After Tax
TK. 89,201,890/=



Net Assets Value (NAV)
Per Share = TK. 28.16



Earnings per Share
(EPS) = TK 2.19



Owner's Equity increased
by 3.30%



Net Operating Cash Flow
Per Share (NOCFPS)
= TK. 1.79



PARAMOUNT
INSURANCE PLC.
Annual Report-2025



Your Interest Is Paramount To Us

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INTRODUCTION

1.1

LETTER OF TRANSMITTAL

To
All Shareholders of Paramount Insurance PLC.
Insurance Development & Regulatory Authority (IDRA)
Bangladesh Securities & Exchange Commission (BSEC)
Registrar of Joint Stock Companies & Firms (RJSC)
Dhaka Stock Exchange PLC (DSE)
Chittagong Stock Exchange PLC (CSE)

Subject : **Annual Report for the year ended 31st December 2025.**

Dear Sir(s),

We are pleased to enclose you the Annual Report-2025 along with the Audited Financial Statements as at and for the year ended December 31, 2025 which Statement Financial Position, Statement of Profit or Loss Account, Statement of Cash Flows, Statements of changes in Shareholders' Equity, and notes to the Financial Statements for the year ended December 31, 2025 of Paramount Insurance PLC. for your kind information and records.

Thanking you,

Sincerely yours


(Zharna Parul)
Company Secretary

1.2

NOTICE OF THE 27th ANNUAL GENERAL MEETING

Notice is hereby given that the 27th Annual General Meeting (AGM) of the Shareholder of Paramount Insurance PLC. will be held on Monday, 18th May 2026 at 11:00 A.M (GMT 6+) using digital platform through the following link <https://agmbd.live/paramount2026> to transact the following businesses:

AGENDA :-

1. To receive, consider and adopt the Audited Financial Statement for the year ended 31st December 2025 together with the reports of the Auditors 'and the Directors'.
2. To declare dividend for the year 2025.
3. To elect directors in place of retiring Directors from Group-A shareholders and from Group-B shareholders.
4. To consider appointment of Statuary Auditors for the year 2026 and fix up their remuneration.
5. To consider appointment of Compliance Auditor for the year 2026 and fix up his remuneration.
6. To consider appointment of Compliance Auditor for the year 2026 of the Corporate Governance Guidelines of the IDRA and fix up his remuneration.

Dated : **3rd May, 2026**

By order of the Board of Directors



(Zharna Parul)
Company Secretary

Notes:

1. The shareholders whose name appeared in the Share/Depository Register as on the 'Record Date' i.e. 21st April 2026 (Tuesday) will be eligible to participate in the 27th AGM and to receive the dividend.
2. Shareholders entitled to attend and vote at the AGM may appoint a proxy to participate and vote in his/her behalf. The 'Proxy Form', dully filled, signed and stamped at BDT 100/- must be sent through email to the Company at picl@paramountgroupbd.com not later than 48 hours before the time fixed for the AGM.
3. The detailed procedures to participate in the virtual meeting along with link are available in the company's website: <http://www.paramountinsurancebd.com>. Shareholders will be able to join the virtual AGM through the link: <https://agmbd.live/paramount2026>
4. The shareholders will be able to submit their questions/comments electronically 48 hours before commencement of the AGM and during the AGM. For logging in to the system; the shareholders need to put their 16-digit Beneficial Owner (BO) ID number and other credential as proof of their identity through visiting the link <https://agmbd.live/paramount2026>
5. Shareholders are requested to log in to the system prior to the meeting start time of 11:00 am (GMT 6+) on 18th May 2026. The webcast will start at 10.45 am of the same day. Please contact +8801777705428 for any technical difficulties for accessing in the virtual meeting.
6. As per Condition No. 8(1) & (2) of the BSEC/CMRRCD/2006-158/208/Admin/81, dated 20 June 2018, Annual Report for the year ended 2025 together with notice has been send through the e-mail Address of the Shareholders and also available to the website of the Company: <http://www.paramountinsurancebd.com>.
7. Brokerage houses/DPs are requested to sign & submit through mail to the Company at picl@paramountgroupbd.com on or before 10th May, 2026; the statement along with details of their margin loan holders who are entitled to receive cash-portion of dividend of the Company for the year ended December 31, 2025.
8. No gift or benefit in cash or kinds shall be paid/ offered to the Shareholders as per Circular No. SEC/CMRRCD/2009-193/154. Dated 24 October 2013 of BSEC for attending the AGM.

1.3

ATTENDANCE & OTHER PROCEDURE FOR THE VIRTUAL AGM

Pursuant to the Bangladesh Securities and Exchange Commission's directive no. BSEC/CMRRCD/2009-193/12- dated 23rd March 2021 and avoiding mass gathering to ensure health & safety of the shareholders/ members, Staff and others who plan to attend the AGM, Paramount Insurance PLC will convey its 27th AGM using the Digital Platform on Monday, 18th May 2026 at 11:00 am.

The Digital Platform is expected to make sure Members' attendance, voting, comments & take part from any place around the world and increase engagement regardless of their number of shares.

LOGIN PROCEDURE:

Step-1 : Please check whether you are a shareholder / member of Paramount Insurance PLC. as on the record date i.e. 21st April 2026.

Step-2 : Please visit <https://agmbd.live/paramount2026> from your laptop, desktop, tab and smartphone.

Step-3 : Please put your 16-digit BO- number and other credential as a proof of your identity to Login the system.

SECTION OF THE AGM WEBSITE:

Live Streaming:

This section will show the webcast of the AGM by using digital platform.

Register your questions or Comments:

This section will record your questions or comments before commencement of the AGM, additional to send queries & comment directly to picl@paramountgroupbd.com

Paramount Insurance PLC will try to answer all questions during the Live Q & A session of the AGM, but reserve the right to edit or reject questions if it deems irrelevant or inappropriate.

Download:

This section will allow you to download "Annual Report 2025" and related Notices & Forms in PDF format.

Attendance with Shareholding:

This section will show the total attendance of present members and shareholdings at their possession.

Agenda List:

This section will show agenda for the meeting and options for voting in favor or unfavor with the same.

Technical Support

If anyone meet any difficulties accessing the virtual meeting, please call before or during the AGM to: +8801777705428 for any technical difficulties for accessing in the virtual meeting.

1.4

WELCOME TO PARAMOUNT INSURANCE

IMPLY A PARAMOUNT FUTURE

Paramount Group of Companies which was established in 1986 has been always praised for their professionalism, code of conduct and quality products. The idea of the **PARAMOUNT INSURANCE** was embraced in 10th November 1999 under the Companies Act 1994 as a public company Limited by shares for carrying out all kinds of general insurance activities and was granted certificate for commencement of Business on 28th December 1999 from Controller of Insurance.

Since its establishment in 1999 as one of the leading general insurance companies in the private sector, the Company has within a short span of time established itself as one of the most reputed and trustworthy insurance companies in the country. Selective underwriting and prompt settlement of claims have contributed towards building up a very respectable image of the Company within the business community.

At present your Company's paid-up capital stood at Taka 40.66 crore and authorized capital of Taka 60.00 crore. Net Assets Value per share of the Company stood at 28.16. The company always receives guidance and advice from its Chairman, **Mr. Shakhawat Hossain**, who is one of the prominent entrepreneurs and a dynamic insurance personality in the country.

Due to our excellent customer service, fast payment of insurance claim providing proper insurance coverage with accurate risk assessment, we have been embraced with the credit rating "**AA+**" which indicates our tremendous development in insurance business.

Our Company is committed to carry on its motto "**Prompt Settlement of Claims and Quick Service to the Clients**".

We always concern about the interest of all stakeholders and established the statement "**Your Interest is Paramount to us**".

By the grace of almighty and your distinction cooperation in last 26 years, made us successful to be the Present "**Paramount Insurance PLC**".



One of our Paramount concerns shall be to bring down the cost of management expenses and to improve our service & efficiency by modern technology & IT based insurance activity. I am confident of our management team's capabilities and I can assure on their behalf that despite the bouncy path, we will meet our goal.

Shakhawat Hossain
Chairman

1.5 CHAIRMAN'S STATEMENT



In the name of Allah, the most merciful, the most graceful

Distinguished Shareholders,

It is a pleasure and privilege on the part of Board of Directors to welcome you all to the 27th Annual General Meeting of the Paramount Insurance. I, on behalf of the Board of Directors, would like to express my profound gratitude and felicitations to all the respected shareholders for their continuous support & interest in achieving excellence in the performance of the Company. I also would like to take the opportunity to thank you for us to make the event successful.

You will agree that our economy is going through a very tough time due to Iran, USA & Israil war. Against all the unfavorable conditions like high inflation rate, liquidity crisis in the money market, increasing adverse capital situation, Paramount has successfully completed another one year. I am thankful to the Almighty Allah for the business success of the Company in 2025.

Paramount Insurance has been steadily making progress in almost every sphere of its business in spite of intensified competition in insurance sector and the economic challenges. As a corporate citizen with more than 2 decades the company committed to contribute to the economy of the country. I strongly believe that you have faith on your company and that it will manage the circumstances prudentially and keep the pace of growth in upcoming years.

COMPLIANCE

Paramount Insurance is a Compliant Company. It has been functioning as a working partner of the regulatory authorities and the company comply their day-to-day directives, abiding by the advices of prudential regulations supervisory oversight, being transparent in its action and making required market disclosures. And it is our pledge to continue to do so in future too.

CORPORATE GOVERNANCE

Board of Directors of Paramount Insurance is committed to meet the highest standard of Corporate Governance and Disclosures. The Directors are conscious of their responsibilities in supervision and direction of the affairs of the company in conformity with the practices of sound Corporate Governance. The Board of Directors firmly believes that practices of good Corporate Governance is absolutely essential towards ensuring a disciplined & sustainable national economy.

BRANCHES AUTOMATED

I feel proud that we are working in fully-automated system, working online with our management software and providing all-time online business support in the country. All the 15 branches of the company run in total automation system and provide prompt service by online support through VPN. Paramount Insurance has established brand image, large network and attractive product portfolio; we are always vigilant to provide better services to our valued customers.

WEBSITE

We have a web site [http://www. paramount insurancebd.com](http://www.paramountinsurancebd.com) where from the visitors can get information about our services & products, various Accounts & Information, latest news about the activity of the company and also the present status. Our web-based communication system is growing gradually and the clients are being benefited by saving time.

HUMAN RESOURCES

The Company always laid emphasis on human resources development. We believe that the factors which help the company's survive are closely interlinked with the quality of service and satisfaction of the requirements of the clients and that directly depends on the qualification and efficiency of the employees. In the process of recruiting, inducting and retaining new talents, we are continuing our efforts to offer everyone proper trainings that will help them become true professionals, and ensure the betterment of their careers. At present we have total 267 No. of Employees in which 72 are women employees.

In the year 2025, a good number of employees participated in different training courses/workshops, organized by different training institutes like BIA, ICSB, ICMAB & DSE etc. Moreover, several training programs throughout the year subject covering on "Basic Concept on General Insurance" were organized in the company.

CORPORATE SOCIAL RESPONSIBILITY

Business organizations are now regarded as 'Corporate Citizen' with obligation and responsibility to the society. We are emphasizing on social, ethical and environmentally responsible approaches to business activity. The Board and the Management of the Company feel that, we have social responsibility for the society.

In future, company will increase its involvement to create awareness at all stage for our day to day affair and activities to enhance our social security.

PRUDENTIAL POLICIES , STRATEGIES

Our achievements were possible because of wonderful blend of the Board's Prudent Policies & Strategies, support & co-operation of our valued shareholder and all out efforts & successful implementation of the same by our employees, our people in action. We, Shareholders of Paramount Insurance, want to leave behind a heritage of success, pride and readiness to handle & accomplish whatever challenges may come.

FUTURE OUTLOOK

This Year Company will strive to further consolidate its position by increasing operational efficiencies, putting effective control mechanism in all sector of expenses, practicing austerities and aligning manpower to business and turning them into an excellent contributing factor to business 2026 will be another tough year. The rates of interest on money lending have increased & dollar crisis. In order to survive, one of our Paramount concerns shall be to bring down the cost of management expenses and to improve our service & efficiency by modern technology & IT based insurance activity. I am confident of our management team's capabilities and I can assure on their behalf that despite the bouncy path, we will meet our goal.

ACKNOWLEDGEMENT

Dear Shareholders,

In all these years, our success was possible because of our committed, dedicated and loyal members of management team & all levels of employees and the co- operation & support of our valued business partners & respected shareholders. It is actually the shareowners & the customers, who have encouraged us in the path of growth. We always remain complied with the rules and regulations of the Regulatory Bodies.

I would also like to express my appreciation to my fellow Board Members for their valuable contributions throughout the year. Finally, once again my thanks to all the stakeholders without whom our success would not be possible. Almighty Allah with infinite mercy may bestow upon us compassion and also blessing on us.



Shakhawat Hossain
Chairman

1.6 CERTIFICATES & AFFILIATION



CERTIFICATES & AFFILIATION

CERTIFICATES & AFFILIATION

Credit Rating Report
Paramount Insurance PLC.

Ref No: ACRSU1806/23
Company Name: Paramount Insurance PLC.
Assigned To: RABBIT/2023
Sector: Non-Life Insurance Business
Incorporated On: 07 Nov 1999
Head Office: House # 22 Savar-1, Lal Road # 115A, Gulshan-2, Dhaka-1213, Bangladesh

Rating Type: Corporate/IFRS
Publishing Date: 13 Nov 2023
Rating Validity: 13 Nov 2026
Analyst(s): ACRSU Analyst Team
Committee(s): ACRSU Rating Committee

RATING SUMMARY			
Nature of Rating	Long-Term	Short-Term	Outlook
1 st Surveillance	AA+	SP-2	Stable

RATING DESCRIPTION

AA+	Long Term: Very high claims paying ability. Protection factors are strong. Risk is modest, but may vary slightly over time due to underwriting and/or economic conditions.
SP-2	Short Term: High claims paying ability. Protection factors are good and there is an expectation of variability in risk over time due to economic and/or underwriting conditions.

Rating Validity: This rating assumes no additional loan over that disclosed in F13 (ending December 31) multi-management certified balance sheet and that management has disclosed all material & adverse to transit only F132.

Md. Muzaffar Rahman
Md. Muzaffar Rahman
Chief Rating Officer
ACRSU Credit Rating Services Ltd.

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BIA বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন
Bangladesh Insurance Association

১১/১ বিএন-১(৫১)/১০০১-১/৫৩
তারিখ: ১৩ নভেম্বর ২০২৩

**বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন-এর সদস্য পদ
হালনাগাদ এর জন্য প্রত্যয়নপত্র**

এছাড়া প্রদান করা যাচ্ছে যে, প্যারামাউন্ট ইন্স্যুরেন্স লিমিটেড, বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন-এর সদস্য।

এই প্রত্যয়নপত্র ২০২৬ সালের ১৩ নভেম্বর/১৩ নভেম্বর ইম্মুনিটি বোর্ডের নির্দেশিত সময় ইম্মুনিটি বোর্ডের কর্তৃত্ব-এর নিচে থেকে বিদায়ন নাহলেই অন্য হালনাগাদ নয়।

বাংলাদেশ ইন্স্যুরেন্স এসোসিয়েশন-এর পক্ষে
Md. Muzaffar Rahman
(এই স্বাক্ষর স্বাক্ষর, স্বাক্ষর)
সিইও/সিইও

মুদ্রা নির্ধারিত স্বাক্ষর
প্যারামাউন্ট ইন্স্যুরেন্স লিমিটেড
১/কলকাতা হাউস (সিইও-০)
হাটহাট-১২, ০০১-১১০/৫
কলকাতা-২, ১০০-১০১২।

Hossain Tower (9th Floor), Box Corvet Road, 118 Naya Paltan, Dhaka-1000, Bangladesh
Tel: 88 02 22228378, 88 02 48310179, E-mail: biahaha1988@gmail.com, Web: www.biabd.org

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Renewed Certificate

This is to certify that
PARAMOUNT INSURANCE PLC.
*is an Ordinary Member of Bangladesh Association of Publicly Listed Companies
and is entitled to all the rights and privileges appertaining thereto.*

This certificate remains current until 31st December, 2026

Ref. No: CM-2026/000
Date of issue: January 22, 2026

BAPLC

Md. Muzaffar Rahman
Secretary General

CORPORATE OBJECTIVES, VALUES & STRUCTURE



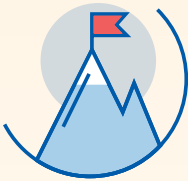
2.1

VISION & MISSION



Vision

Maintaining quality products and services, Servicing and resolving insured policy holders with care, Serious, corporate social responsibility to society and acceptance of property risk.



Mission

Introducing modern insurance products & time effective service for the mass people through ethical standard and transparency, contributing to the economic stability of the country, adding value to all stakeholders which establish good governance for the company.

2.2

STRATEGIC OBJECTIVES & CORE VALUES



Strategic Objectives

- a) To increase market share and establish new Branches.
- b) Explore opportunities by innovative & diversified product.
- c) To establish good governance at every stage of the company
- d) Pursue continuous development & contribution to the national.
- e) To provide a clear vision of the future to all of our employees to maximize their potentials to achieve organizational goal.
- f) Introducing upgrade it system to serve better way to our valued clients



2.3

CODE OF CONDUCT

To ensure safe, efficient and harmonious operations and to fully inform all employees of their responsibilities, certain standards of conduct have been established for the guidance of all employees. The standards mentioned are only a partial of acceptable behavior and conduct. Any violation of such acts or omissions will constitute misconduct and lead to disciplinary actions.

PURPOSE

The purpose of our code is to set the values and standards which guide the way we do business. Our business brings with it obligations to comply with the law, adhere to our own policies and principles, exercise good stewardship of our assets and the environment, and behave safely and ethically at all times.

The Code brings together a set of standards, helping to define what PIPLC expects of its businesses and people regardless of location or background. All employees must follow this code. The Code Summarizes the legal and ethical standards that affect us all.

- Details of standards that have a country wide application.
- Outlines our obligations and the expectations of our all Stakeholders.
- Helps us identify key risk areas- and how those risks should be approached.
- Gives guidance on how we should resolve difficult questions about business conduct.

STAKEHOLDERS

Our guiding principles are broken down into four stakeholder groups. Our stakeholders are people with an abiding interest in PIPLC

- **Customers & Markets-** customers who are satisfied and feel understood;
- **Shareholders** – who expect the best endeavors from our organization to maximize the value of their investment.

- **Employees-** who work with enthusiasm and pride because they feel challenged and valued
- **Communities-** in which we play a practical and positive role, and that appreciate our involvement and contribution.

KEY STEPS TO MAINTAINING OUR STANDARDS

- Know what is right
- Do what is right – always
- If you are unsure, ask
- Keep asking until you get the answer.

OUR GUIDING PRINCIPLES

PIPLC is committed to following a set of core values – our guiding principles. These outline how we expect our people to treat our customers and markets, our fellow employees, shareholders, re-insurers and the communities in which we work and live. Our guiding principles set the tone and overarching objectives of the Code of Conduct. Our individual standards provide the details of what issues we face and how we are expected to respond to them.

COMMUNITIES & PUBLIC

Responsibilities to local communities and the public

PIPLC is committed to being a positive contributor to the communities in which we do business. We oppose public corruption, act as responsible stewards of our products and the environment, play a part in supporting activities in the places where PIPLC operates, and support the fundamental principles of good governance and human rights.

PIPLC participates in a number of programs and initiatives in support of these principles. The first obligation of responsible citizen, we have a responsibility to behave as a conscientious neighbor. This includes:

- Involvement in various CSR activities

- Adherence to safe work practices
- Sound environmental management.
- Respect for the principles of human rights
- Measured and appropriate community engagement.

RESPONSIBILITIES TO CUSTOMERS & MARKETS AND RE-INSURERS & SURVEYORS:

In all our business dealings, PIPLC strives to be fair and honest. We will always act in line with all applicable laws and regulations. We will always compete vigorously but fairly, complying with all laws protecting competition and the integrity of markets. PIPLC will not knowingly Re-insurers & Surveyors who operate in violation of applicable laws and regulations. In particular, we will always;

- Compete vigorously but fairly and legally
- Re-insure properly where needed
- Respect the intellectual property and copyright of other's
- Promote our products and services accurately and honestly
- Comply with international trade controls.
- Meet government, industry, customer's compliance and PIPLC's safety and quality standards.

RESPONSIBILITIES TO SHAREHOLDERS:

PIPLC is committed to promoting the interests of our shareholders by working hard to achieve superior financial results. In pursuing this goal, we will protect PIPLC's assets and resources, avoid conflicts of interest and self-serving activities including insider trading, and we will be forthright measuring and reporting our financial performance.

Our shareholders trust us to use our company assets responsibly – to make our businesses growth and ultimately increase the value of their investment. Honest and accurate recording and reporting of information is essential. All financial books, records, accounts and claims must accurately reflect transactions and events, and conform to both generally accepted accounting principles and PIPLC's system of internal controls. Undisclosed or unrecorded funds, assets, claims or liabilities are not allowed. Employees uncertain about the validity of an entry or process are expected to consult our business assurance and risk

audit department. In particular, we will always:

- Avoid conflicts of interest that may interfere with our obligations to PIPLC
- Create and retain honest, accurate and timely records
- Protect the confidentiality of PIPLC's proprietary information and information systems
- Respect company time, property and funds

RESPONSIBILITIES TO AND EXPECTATIONS OF EMPLOYEES:

PIPLC'S is committed to fostering a workplace that is safe and that is founded on fair employment practices and mutual respect. We believe in fair treatment and compensation of employees, recognizing and rewarding good performance, and offering opportunities for advancement through promotions and training. In return, we expect employees to adhere to our Code and to take personal responsibility for the upkeep of our standards and good corporate citizenship. In particular, we will always strive for a work environment that:

- Values the safety, health and security of our co-workers
- Values and embraces diversity and equal opportunities
- Prohibits all forms of harassment
- Prohibits the abuse of drugs and alcohol
- Ensures respect for the confidentiality of our employee's personal information
- Encourages caution, moderation and good judgment in the giving and receiving of gifts, favours and entertainment.

MISCONDUCTS

Acts and omissions which constitute misconduct:

Following are the Acts and Omissions mostly listed in Bangladesh Labour Laws 2006 & amended in 2025 are of serious nature and constitute misconduct which can result in dismissal:

- Willful insubordination or disobedience, whether alone or in combination with others, to any lawful or reasonable order of superior.
- Theft, fraud or dishonesty in connection with the employers' business or property.

- iii. Taking or giving bribes or any illegal gratification in connection with his or any other Worker's employment under the employer.
- iv. Absence without leave for more than specified days as stated in the company's policy.
- v. Habitual late attendance.
- vi. Habitual breach of any law or rule or regulation applicable to the industrial establishment.
- vii. Riotous or disorderly behavior in the industrial establishment, or any act subversive of discipline.
- viii. Habitual negligence or neglect of work.
- ix. Frequent repetition of any act or omission for which a fine may be imposed.
- x. Falsifying, tampering with, damaging or causing loss of employers' official records.
- xi. Giving false information regarding his name, age, qualifications or previous experience at the time of employment.
- xii. Disclosing to any unauthorized person any secret or confidential information including proprietary information in regard to processes, dealing and affairs of the company or its affiliates which may come into the possession of the workman in the course of his/her work or otherwise.

Note. An employee can be dismissed without following the disciplinary procedures if he is committed for an offence involving moral turpitude.

Acts and omissions which though not of very serious nature but calls for disciplinary action for corrective measures. Repetition of such acts and omissions would amount to misconduct. Such acts and omission are as follows:

- i. Carrying on any private business without the permission of the Company.
- ii. Refusal to work on a different job.
- iii. Gambling within the Company's premises or premises utilized by the Company.
- iv. Sleeping while on duty.
- v. Theft of any other employee's property inside the Company's premises.
- vi. Leaving the work spot without permission.
- vii. Instigation and or abetment of or attempt at any of the acts of misconduct.

- viii. Non acceptance of a explanation letter and any other communication from the Company, and refusal to accept and/or admit any communication.
- ix. Commission of any act subversive of discipline or good behavior, drunkenness etc.
- x. Supply and use of toxic material such as heroine, ganja etc. in the Company premises.
- xi. Disregard or disobedience of rules or orders.
- xii. Inefficient, dilatory careless or wasteful working.

EMPLOYEES' PERSONAL RESPONSIBILITY

Your personal responsibility to do the right thing-how the Code is enforced

PIPLC employees must follow the principles and standards contained in our Code. Those that do not follow the Code put themselves, their co-workers and the company at risk. This is not acceptable. A failure by an employee to comply with the Code or any other company policy or requirement, may result in disciplinary action up to and including dismissal, referral for criminal prosecution and legal action to recover losses or damages resulting from such violation.

If you manage or supervise others, you have special responsibilities to make sure your support, train, monitor and enforce compliance with our standards. You should know and understand our Code. Enforcement of the Code applies to all employees as well as all representatives, consultants and agents doing business on our behalf

N.B: The Company has clearly laid down the Code of Conduct of its Chairperson, other Board Members and the Chief Executive Officer/ Managing Director based on the recommendation of the Nomination and Remuneration Committee as per condition no-7 of Corporate Governance Code,2018 which was issued by Bangladesh Securities and Exchange Commission through its Notification No.

BSEC/CMRRCD/2006-158/207/Admin/80 dated on 3rd June,2018 and which is available in its website at www.paramountinsurancebd.com.

2.4

COMPANY PROFILE



Paramount Insurance is one of the leading Non-Life insurance company of the country. Since its establishment in November, 1999, the company has successfully been in operation with present paid up capital of Taka 40.66 crore and authorized capital of Taka 60.00 crore. At present NAV per share of the company is stood at Tk. 28.16. The company was listed with the Exchanges in the year 2007. Over the few years of operation this company has succeeded in building confidence in clientele groups. It has extended its network in different places of the country. The company always receives guidance and advice from its Chairman, Mr. Shakhawat Hossain, who is one of the prominent entrepreneurs and a dynamic insurance personality in the country.

SPONSOR-DIRECTORS:

Paramount Insurance PLC. has 10 Sponsors in which 5 Sponsors are still working as Director of the Board, who are influential personalities of business houses of the country. Out of total 10 directors, we got 3 directors from general shareholders group and other 2 two qualified Independent Directors.

GROUP INFORMATION:

Paramount Group of Companies which was established in 1986 has been always praised for their professionalism, code of conduct and quality products. Total asset of the group is more than Taka 4000 crore which belong to the following sister companies.

01. PARAMOUNT TEXTILE PLC.
02. INTRACO SOLAR POWER LTD.
03. DYNAMIC SUN ENERGY PVT. LTD.
04. PARAMOUNT SOLAR LTD.
05. MOULVIBAZAR SOLAR POWER LTD.
06. PABNA SOLAR POWER LTD.
07. PARAMOUNT SPINNING LTD.
08. SUNRISE CHEMICAL INDUSTRIES LTD.
09. PARAMOUNT HOLDINGS LTD.
10. PARAMOUNT AGRO LTD.

As can be seen from the concerned companies above, Paramount Insurance has emerged as one of the top Company of the group.

UNDERWRITING & RE-INSURANCE:

Paramount Insurance has its own setup of underwriting guidelines to determine whether they should accept the risk of a particular situation or not. We always obey the guidelines, tariff and rules and regulation while underwrites a documents. We have Re-insurance Treaty Agreement with Sadharan Bima Corporation with excellent terms and conditions and as such we are capable enough to accept risks of any magnitude and underwrite general insurance business. The risk is shared by Sadharan Bima, which also cedes to internationally sound Re-Insurance re-insurers Tyser and Company, London (Lloyds Broker), Munich Re and Swiss Re. Therefore, any amount of insurance is fully ensured and protected based on the treaty of Re-Insurance.

SETTLEMENT OF CLAIMS:

Settlement of claims is the sine qua non for an insurance company. Prompt settlement of claims is our avowed motto which we deem to be the prime service rendered to the insured.

CREDIT RATING:

Due to our excellent customer service, fast payment of insurance claim providing proper insurance coverage with accurate risk assessment, we have been embraced with the credit rating "AA+" which indicates our tremendous development in insurance business.

2.5 CORPORATE INFORMATION



Legal Status	Publicly Listed Company
Nature of Business	General Insurance
Certificate of Incorporation	C-39003(961)/99
Date of Incorporation	November 10, 1999
Commencement of Business	December 28, 1999
Registration with the Department of Insurance (At Present IDRA)	December 28, 1999
Listed with DSE & CSE	December, 2007
Tax Identification No	669182410685
VAT Identification No	000439867-0101
Authorized Capital	Tk. 60.00 crore
Paid up Capital	Tk. 40.66 crore
Sponsor's Capital	Tk. 19.72 crore
Public Shareholder's Capital	Tk. 20.94 crore
Total No. of Branches	15
Leading Re-Insurer	Sadharan Bima Corporation (SBC)
Credit Rated By:	ARGUS Credit Rating Services Ltd. (i) Long Term AA+ (ii) Short Term ST-2
Statuary Auditors:	Ahsan Manzur & CO Chartered Accountants
Compliance Auditor:	Mr. Abdul Matin FCA, Chartered Accountants



Registered Office
Navana Tower (Level# 7-C)
45 Gulshan C/A, Gulshan-1,
Dhaka-1212.
Email: piclgul@yahoo.com



Head Office Information
House # 22 (Level # 3&4) Road # 113/A,
Gulshan-2, Dhaka-1212
Tel(PABX) 880-2-55049824-30
Fax- 880-2-55049823
E-mail- picl@paramountgroupbd.com
Web-site:www.paramountinsurancebd.com

2.6

OUR BRANCHES



01

Principal Branch

House-22(Level-03)
Road: 113/A ,Gulshan-2
Dhaka-1212.
02-55049824-28
Email : picl@paramountgroupbd.com

03

Kawran Bazar Branch

B.S.E.C Bhaban (Level - 9)
102, Kazi Nazrul Islam Avenue,
Kawran Bazar C/A, Dhaka-1215.
02-55012585-6
Email : piclkb@yahoo.com

02

Gulshan Branch

Navana Tower (Level # 7-C),
45,Gulshan Avenue (Circle - 1),
Dhaka - 1212.
02-58810261, 02-9895113
Email : piclgul@yahoo.com

04

Motijheel Branch

Bhuiya Mansion (Level-6)
Motijheel C/A
Dhaka-1000.
02-47118322
E-mail: piclmtj@yahoo.com

05

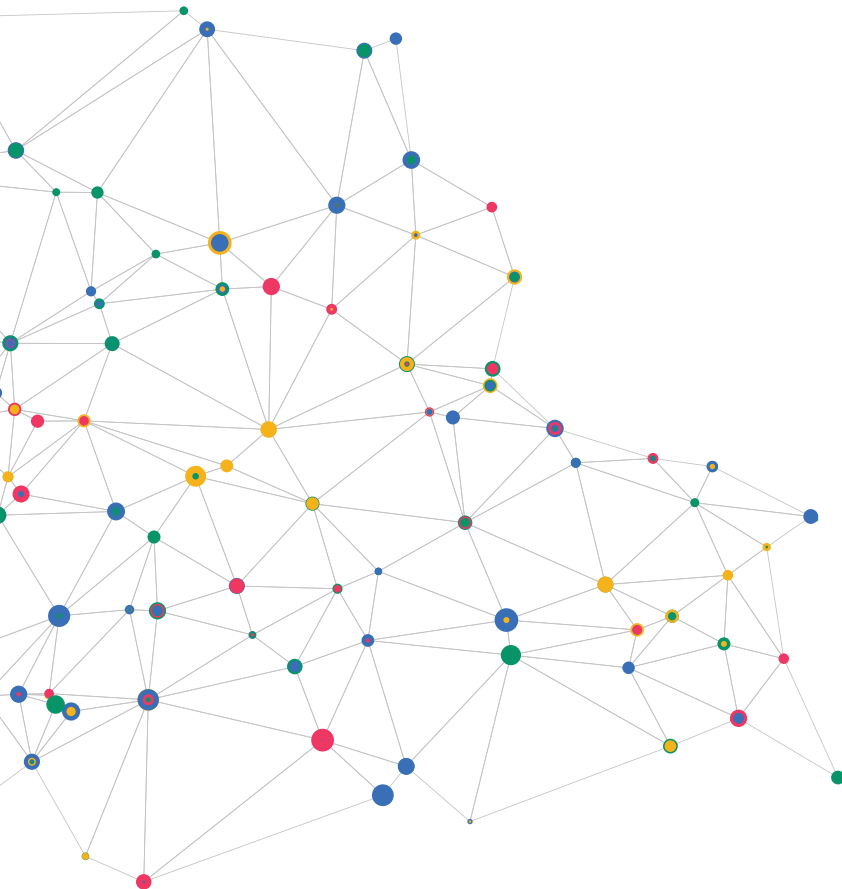
Agrabad Branch.

76/77 Jahan Building (3rd Floor),
Agrabad C/A,Chittagong.
03-1725701
E-mail: piclagra@yahoo.com

06

Rangpur Branch.

AZ Tower (3rd Floor),
Station Road, Rangpur.
05-2166668.
E-mail: paramountrnb@gmail.com



07

Khulna Branch.

Old 10 th Jashore Road
Picture Palace Mor
Hazi Mahatab Chamber
(3 rd Floor), Khulna-9100
0244-110519
E-mail: piclkhulna@gmail.com

12

Naogaon Branch.

Amena Bazar (3rd Floor),
Puratan hospital Road,
Naogaon Sadar ,Naogaon.
07-4181458
E-mail: piclgn@gmail.com

08

Bogura Branch.

Munshi Plaza (2nd floor),
Kabi Nazrul Islam Road,
Jhawtala , Borogola, Bogra.
05-169421.
E-mail : piclbogra123@gmail.com

13

Dinajpur Branch

North Munshi para
Bullet house (Level-02)
Dinajpur Sadar, Dinajpur.
05-3166994.
E-mail: picldnj@gmail.com

09

Kushtia Branch.

Lovely Tower (5th Floor)
Lovely Housing Limited,
55/1.Serajdulla Road, Kushtia-7000.
07-171143
E-mail: piclkushtia@gmail.com

14

Noapara Branch

Engineer'S Tower (level-3)
Jessore Khulna Road
Avoyngar, Noapara
Jessore.
01709663598
E-mail : piclnoapara@gmail.com

10

Meherpur Branch.

Hasina Market (Level-2),
Boro Bazar Road.
Meherpur-7100
07-9163430.
E-mail : piclmhr@gmail.com

15

Cumilla Branch

Rajmoni Bhavan(Level-4)
Holding #69 Ka, New Nazrul Avenue
Second Kandirpar, Cumilla-3500
Telephone No- 02334400404
AVP & Branch Incharge
01321 208789
E-mail : piclcumilla2023@gmail.com

11

Jessore Branch.

Liberty Tower, (5th Floor)
West Side of Kotwali Thana, Jessore.
348, Hatkhola Road, Jessore-7400.
01303-782470
E-mail: picljsr@gmail.com



2.7

OUR PRODUCT & SERVICES

CLASSES OF VARIOUS TYPES INSURANCE WE UNDERWRITE:



01 MARINE

a) Marine Cargo Insurance :

- Time Policy
- 2)Voyage Policy
- Mixed Policy
- Floating Policy
- Valued Policy

b) Marine Hull Insurance :

- Inland Marine Hull Policy
- Voyage Policy for Hull Insurance



04 ENGINEE- RING

- Boiler and Pressure Vessel
- Contractor's All Risks
- Deterioration of Stock
- Erection All Risks
- Electronic Equipment's
- Machinery Breakdown



02 FIRE

- Fire Insurance including Allied perils
- Fire Insurance- Silent Risk
- Industrial All Risks
- Power Plant Operational Package.



05 MOTOR VEHICLE

- Private Vehicle
- Commercial Vehicle
- Motor Cycle
- Motor Trade Road Risk

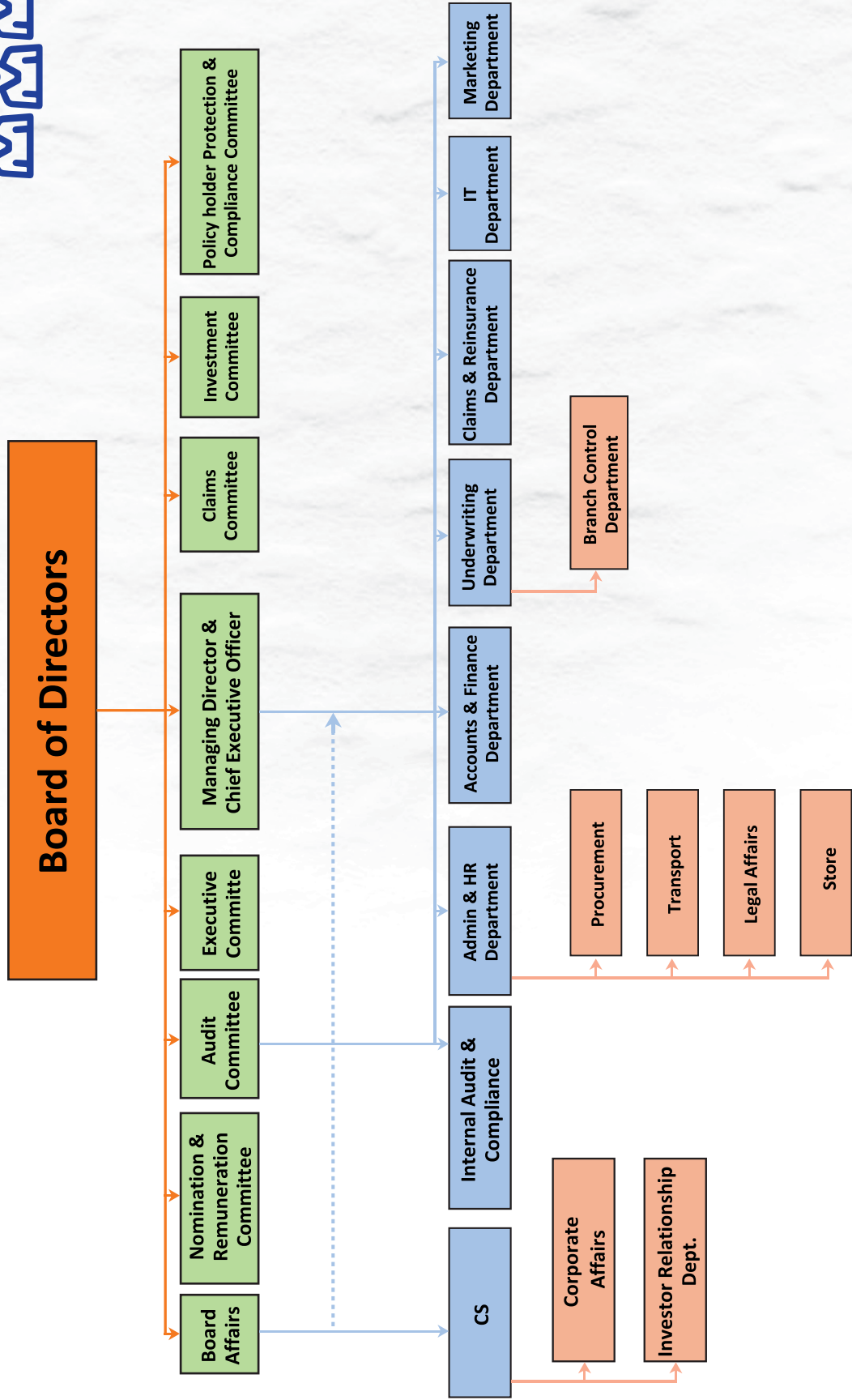
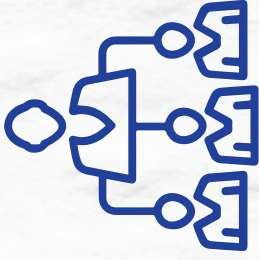


03 MISCELL- ANEOUS

- Burglary and House Breaking;
- Business Interruption
- Cash - in - Counter
- Cash - in - Safe
- Cash - in Transit
- Fidelity Guarantee
- Money in Financial Organization
- Overseas Mediclaim
- Product Liability
- Property Damage All Risks
- Personal Accident
- Peoples Personal Accident
- Bangabanbdhu Suroksha Bima
- Safe Deposit All Risks
- Workmen's Compensation

2.8

CORPORATE ORGANOGRAM





BUSINESS RISK ANALYSIS

Risk is defined as the chance of exposure to the adverse consequence of uncertain future events. One thing that insurers can't avoid is risk taking. Our Insurance business involves assumption of risks of properties and its belongings both physical as well as moral. Physical risks are identified as those caused by natural catastrophes, accidental losses and man-made disasters. The key of insurance business is ensuring proper management of insurance business risk, to ensure proper selection of risks as well as of the client through a vetting process known as underwriting. Non-life insurance business also closely follows the country's economic development and any slowdown in the economic activities also has adverse impact on the insurance industry's growth.

3.1

CATEGORY OF RISKS

1. UNDERWRITING RISK

Underwriting involves measuring risk exposure and determining the premium that needs to be charged to insure that risk. Underwriters evaluate the Probable Maximum Loss (PML) and decide how much coverage the client should receive, how much they should pay for it, or whether to even accept the risk and insure them. Risk measurement, limits of acceptable risk-taking, premium rate & the potential of making underwriting profit is the major area of underwriting risk of our company. However, the company has established an appropriate and effective system of internal control and risk management to evaluate and analyze the risks involved in insuring people and assets, and establish pricing for accepted insurable risk.

2. CREDIT RISK

Credit risk is the risk due to uncertainty in a counterparty's ability to meet its obligations. In assessing credit risk from a single counterparty, an institution must consider three issues:

Default probability: What is the likelihood that the counterparty will default on its obligation either over the life of the obligation or over some specified horizon, such as a year?

Credit exposure: In the event of a default, how large will the outstanding obligation be when the default occurs?

Recovery rate: In the event of a default, what fraction of the exposure may be recovered through bankruptcy proceedings or some other form of settlement?

In order to mitigate such risks, management is monitoring of these events using statistical and technical tools will bring financial flexibility.

3. MARKET RISK

This is the risk to an institution's financial condition resulting from adverse movements in the level or volatility of market prices of assets. It involves exposure to movements in the level of financial variables, such as interest rate instruments, equities and currencies. This risk is usually measured as the potential gain/loss in a position/portfolio that is associated with a price movement of a given probability over a specified time period. However, the company is efficiently and effectively handle overall situation except external factors through which the company's continuously maximize it wealth.

4. INTEREST RATE RISK

Interest income is one of the major incomes for our company which come from of an interest-bearing asset, such as fixed deposit and BGTB. For last few years deposit rate is continuously decreasing as introduced of government policy in our country which adversely affects interest income of the company. However, the company is efficiently and effectively handle overall situation except external factors through which the company's continuously maximize it wealth.



3.2

RISK MANAGEMENT FRAMEWORK

Risk Management is a very important for insurance industry. Insurers consider every available quantifiable factor to develop profiles of high and low insurance risk. Level of risk determines insurance premiums. Our management has established an appropriate and effective system of internal control system, central IT system and risk management is in place across the organization. The framework of risk management and internal control is premised on clear delegated authorities to ensure Board oversight and proper execution of important decisions. Paramount Insurance, being aware of these business risks practices the following to protect its interests.

- (a) Selection of risks which have the potential of making underwriting profit,
- (b) Consider overall attitude to risk and the ranges and limits of acceptable risk-taking.
- (c) Our strategies for managing the risks in our operating landscape, so as to ensure residual risk exposures are only those within our risk appetite.
- (d) Diversification into many segments of business – product wise as well as client wise so that the company is not over reliant on any particular segment.
- (e) Arranges adequate re-insurance back up of risks assumed by it with good quality securities.
- (f) Maintains a conservative reserving policy and its various technical reserves have been created to adequately outfit to unforeseen situation developments in the future.
- (g) Review and challenge how we identify and manage / mitigate risk.





BOARD & MANAGEMENT

4.1

BOARD OF DIRECTORS PROFILE



- **Mr. Shakhawat Hossain**
Chairman
- **Ms. Anita Haque**
Vice Chairman
- **Mr. Alock Kumar Das**
Director
- **Anita Das**
Director
- **Mr. Ashit Kumar Das**
Director
- **Mr. Mohammad Jahidul Abedin**
Director
- **Mr. A.H.M. Abdur Rahman**
Director
- **Mr. A.H.M. Habibur Rahman**
Director
- **Mr. Hari Pada Deb**
Independent Director
- **Mr. Sib Sankar Saha, FCA**
Independent Director





SHAKHAWAT HOSSAIN

Chairman

Mr. Shakhawat Hossain the Founder Chairman and Sponsor Director of Paramount Insurance PLC. At Present Mr. Hossain is the chairman of the board. He is a post graduate in Marketing from the University of Dhaka, attended various workshops and seminars in home and abroad. He also participated in the world renowned textile fair held in Paris, New York, Shanghai, Turkey etc.

Mr. Hossain is a versatile business personality & has more than 37 years experience in Banking, Insurance, Textile, Housing, Chemicals, Energy, Agro based industries & trading business etc. He has successfully implemented the following business enterprises namely Meghna Bank Ltd., Paramount Insurance PLC., Paramount Textile PLC., Paramount Agro Ltd., Paramount Holding Ltd., Paramount Spinning Ltd., Foodex International Ltd., Sunrise Chemical Industries Ltd., Paramount Green Garments Ltd., Paramount Btrack, Dynamic sun Energy Etc.

Mr. Hossain is the honorary consul of Portugal. He has been representing in Dhaka Chamber of Commerce and Industries, Bangladesh Chamber of commerce and Industries, Bangladesh Employers Federation and Bangladesh German Chamber of Commerce and Industries etc in favor of his company.

Apart from this Mr. Hossain is a distinguished member of Dhaka Club, Gulshan Club, Uttara Club, Kurmitola Golf Club etc.

MS. ANITA HAQUE

Vice Chairman

Ms. Anita Haque is the Vice Chairman of the Board. The vast experienced, successful entrepreneur and Sponsor Director of Paramount Insurance PLC, Ms. Haque had completed her MA in English from the University of Dhaka. She is a multitalented business personality & experienced in Insurance, Textile and Agro based industries. Ms. Haque is the Chairman of Paramount Textile PLC. & also the Director of Paramount Spinning Ltd., Foodex International Ltd., Paramount Agro Ltd., Paramount Green Garments Ltd. etc. Ms. Haque involved in various social activities for long time. She is Chairman of the Claim Committee, a sub-committee of the Board.





MR. ALOCK KUMAR DAS
Director

Mr. Alock Kumar Das is a Sponsor Director of the Paramount Insurance PLC. He is a visionary business personality and has versatile experience of 36 years in different business sectors. Mr. Das is also, the Managing Director of Intraco Solar Power Ltd., Director of Paramount Textile PLC., Paramount Holdings Ltd., Paramount Spinning Ltd., Paramount Agro Ltd., Foodex International Ltd., Sunrise Chemicals Ltd., Paramount Green Garments Ltd. And Paramount Energy Ltd. He loves to travel around the world.

He is a distinguished member of Baridhara Club, Banani Club, Youth Club & Narayangonj Club.

ANITA DAS
Director

Anita Das is a Sponsor Director of Paramount Insurance PLC. She is also a Sponsor Director of Paramount Textile PLC, Paramount Spinning Ltd., Foodex International Ltd., Paramount Agro Ltd., Paramount Green Garments Ltd. and Fine Food Traders. She has traveled India, Singapore, Taiwan, Malaysia, Hong Kong, U.S.A., Canada and many other countries. She engaged herself in various social & cultural activities. Das is also serving as a member of the Executive Committee & Claim Committee of the Company accordingly. Beside the Chairman of the Board she is the only director who attend all the meeting of the Board of the Directors for the reporting year.





MR. ASHIT KUMAR DAS Director

Mr. Ashit Kumar Das was born in Narayangonj in a very respectable Business oriented Hindu family. He is a self-trained business entrepreneur in the country. He started doing business before he completes his formal education. He is a successful businessman and contributing a lot, particularly in the field of Textile Industry. Import of consumable goods, establishing and managing of trading houses and other areas of business of the country. Mr. Das is one of the main Sponsor Director of Paramount Insurance PLC. and acting a vital role in the decision-making processes of the company. He is the Managing Director of Chalet Restaurant Ltd. and has no other directorship. Mr. Ashit Kumar Das is the Chairman of the Executive Committee, sub-committee of the Board.

MR. MOHAMMAD JAHIDUL ABEDIN Nominated Director

Mr. Mohammad Jahidul Abedin is the Nominated Director of Paramount Textile PLC. Our Board of Director in its' meeting held on 6th January 2020 appointed him as Shareholder Director to represent Paramount Textile PLC. He was retired and re-elected at the 25th Annual General Meeting. Mr. Abedin is the Chief Financial Officer of Paramount Textile PLC. from December 30, 2015 to till date. He is a partly qualified Chartered Accountant from the Institute of Chartered Accountants of Bangladesh (ICAB) & also M. Com in Accounting from National University. He has participated in different national and international trainings and programs.

Apart from this Mr. Abedin is a widely travelled person. For flourishing his knowledge & intimating new ideas, he had visited various countries in the world. He also engaged himself with various social activities.

Mr. Abedin is not a director of any other company. He is a member of the Audit Committee as well as member of the Nomination and Remuneration Committee of the Company.





MR. A.H.M. ABDUR RAHMAN
Nominated Director

Mr. A.H.M. Abdur Rahman is the Nominated Director of Paramount Spinning Limited. Our Board of Director in its' meeting held on 6th January 2020 appointed him as Shareholder Director to represent Paramount Spinning Limited. He was retired and re-elected at the 26th Annual General Meeting. He is a Director of Paramount Textile also and is not Director of any other Company.

He is a post graduate in M.S. in Statistics from Shah-Jalal University of Science and Technology, Sylhet, attended various workshops and seminars in home and abroad. Mr. Rahman is a versatile business personality & has more than 18 years' experience in Textile, Garments, Energy, Manufacturing, Housing and Agro based industries etc. He is a hardworking and dynamic personality and much known in his arena.

Apart from this Mr. Rahman is a widely traveled man. For enriching his knowledge & intimating with new ideas & technologies; he has visited most of the countries all over the world. He is also a distinguished member of various social clubs. He also engaged himself with various social, cultural & philanthropy activities.



MR. A.H.M. HABIBUR RAHMAN
Nominated Director

Mr. A.H.M. Habibur Rahman is the Nominated Director of Paramount Holdings Limited. The Board of Director of our Company in its' meeting held on 6th January 2020 appointed him as Shareholder Director to represent Paramount Holdings Limited. He was retired and re-elected at the 24th Annual General Meeting. He is a partly qualified Cost & Management Accountant from the Institute of Cost & Management Accountants of Bangladesh (ICMAB) and also a post graduate in MSS from Jagannath University. Mr. Rahman attended various workshops and seminars in home and abroad. He also participated in the world renowned textile fair held in paries, New York, Shanghai, Turkey etc.

Mr. Rahman is a versatile business personality & has more than 14 years' experience in Textile, Garments, Insurance Housing, Chemicalsand Agro based industries etc.

Apart from this Mr. Rahman is a widely traveled man. For thriving his knowledge a intimating with new ideas & technologies; he has visited most of the countries all over the world. He is also a distinguished member of various social club. He also engaged himself with various social, cultural & Philanthropy activities.

He is the director of Paramount Textile PLC. and is not a director of any other company. Mr. Rahman is a member of our Executive Committee as well as member of the Claim Committee.



MR. HARI PADA DEB
Independent Director

Mr. Hari Pada Deb is the Independent Director of Paramount Insurance PLC. and has no other directorship in any other company. He is not involved with any CA or CS firm too. He has started his corporate carrier in the year 1988. Mr. Deb worked for Paramount Insurance from 2005 to 2017 as Company Secretary. Mr. Deb has completed his 1st tenure of his appointment. The board has re-appointed on 10th August 2023. During his job career the vast experienced Mr. Deb engaged himself in the area of Financial Accounting, Internal Auditing, Administration & Legal Affairs. He is the Chairperson of the Nomination and Remuneration Committee and also member of the Audit committee.



MR. SIB SANKAR SAHA, FCA
Independent Director

Mr. Sib Sankar Saha is an Independent Director of Paramount Insurance PLC. He is a Fellow Chartered Accountant. He has more than 33 years of experience in trading, Manufacturing, Shipping company, Life and Non-life Insurance Companies and 4 years of Practicing experience as professional accountant with M/S A. Wahab & Co., Chartered Accountants and also as review specialist.

Mr. Saha has obtained his B.Com (Hons. in Accounting) and M.Com (Masters in Accounting) from University of Dhaka and the Fellow member of the Institute of Chartered Accountants of Bangladesh (ICAB).

Mr. Saha has obtained FLMI-I, a university level diploma in Life and Health insurance under Life Office Management Institute, Wilmington Dewlare, U.S.A while he was working with ALICO Bangladesh. Apart from these Mr. Saha attended in various training & workshops on IAS & IFRS organized by the world Bank, ICAB, ICAEW. Besides, Corporate Governance-Concept & Implementation, Sarbanes-Oxley Act 2002 training organized by ICAB.

He was appointed to the board as an Independent Director of Paramount Insurance PLC in June 08, 2023. Mr. Saha has joined as a partner of M/S S.R. Bose & Co., Chartered Accountants, an Affiliate firm of M.S. Murthy & Associates, India.

4.2

MANAGEMENT & CORE EXECUTIVES



- **Mr. Md. Sajjad Yahya**
Managing Director &
Chief Executive Officer
- **Mr. Athar Ali Khan**
Corporate Marketing Director
- **Ms. Zharna Parul**
Addl. MD (CS and Head of Admin & HR)
- **Mr. Md. Sarwar Khan**
Deputy Managing Director
- **Mr. Mohammad Arif Hossain, ACMA**
DMD & CFO
- **Mr. Mohammad Imrul Hasan Khan**
DMD (RI & Claim)
- **Mr. Shamiur Rahman**
DMD (U/W)
- **Mr. A.T.M. Mubashshirul Bashar**
EVP (Head of Internal Audit & Compliance)





MD. SAJJAD YAHYA
Managing Director &
Chief Executive Officer

Mr. Md. Sajjad Yahya was born in 1970 in a respectable Muslim family. He had completed his graduation in Commerce from City College, Dhaka. After that he earned MBA in Marketing. He has proven himself as an expert in Marketing, Administration & Human Resource over the years. This person served Paramount Insurance as Additional Managing Director (AMD) around 3.5 years including 2 times as Chief Executive Officer (Current Charge). He was appointed by the Board as Managing Director & Chief Executive Officer from 23rd July 2020 which was approved by the Insurance Development and Regulatory Authority (IDRA) for 3 years. Now he is re-appointed for next tenure. Mr. Yahya directly oversees the Marketing Department of the Company. During his tenure as AMD he hired a fleet of young, dynamic executives and combines them with the experience and efficient top officials. He has also taken some intensive strategy to increase Business and Profitability by giving paramount services to our clients and also established some new branch in different potential locations; e.g. Jessore, Bogura, Naogaon, Kushtia, Dinajpur, Meherpur Noapara and Cumilla. Few old branches like Khulna, Rangpur and Chittagong are now in rapid growing stage due to his charismatic touch. He is a widely travelled person who has already visited Europe, Far East, South East Asia and Middle East, USA and CANADA etc. he is associated with 3 prominent club in Bangladesh e.g. Dhaka Club, Uttara Club and Baridhara Cosmopoliton Club.



ATHAR ALI KHAN
Corporate
Marketing Director

The World Famous Athar Ali Khan is the Corporate Marketing Director of Paramount Insurance PLC. He was born on 10 February 1962 in a respectable Muslim family in Dhaka District. Popular Cricket commentator Athar Ali Khan is a former Bangladeshi ODI player (Right-handed Opening Batsman & Medium Passer). He associated with Paramount Insurance since 2005. Mr. Khan involves in various social welfare activities. He is looking after the Corporate Marketing of the company. This person is an orator and can explain the specific point where the corporate team need assistance. Last few years he gives some of his valuable time to our corporate marketing unit and you all know its outcome. Now our yearly sales is in significantly increasing stage by his supervision.



ZHARNA PARUL
Addl. MD (Company Secretary and Admin)

Ms. Zharna Parul, the Company Secretary of Paramount Insurance PLC. has completed her M.A. in Islamic History from Eden Mohila College. In the year 2003 she has started her working carrier with Paramount Insurance. At present, she is the Head of Admin & Human Resource also. She has participated different workshop & Seminar related Insurance matter organized by Bangladesh Insurance Academy, Dhaka Stock Exchange & others. She was a News presenter at ATN Bangla. She is an enlisted News Presenter at Bangladesh Betar. She is also a Reciter and Anchor. She is involved with various cultural organization; Vice President of Trilok –a reciting organization. General Secretary of Kranti Shilpigoshthi- a renowned cultural organization. She is also a Trustee of Pratima Welfare Trust.



MOHAMMAD ARIF HOSSAIN, ACMA
DMD & CFO

Mr. Mohammad Arif Hossain is the Deputy Managing Director & Chief Financial Officer of the company. He is a qualified cost and management accountant from ICMAB & MBS in Economics from Jagannath University. By joining Sunman Group of Companies, he has started his first carrier in 2012. Later in the year 2015 he joined Paramount Textile PLC and finally in 2016 he has appointed as CFO in Paramount Insurance PLC. He has about 14 years' experience in the Accounts & Audit department.



MD. SARWAR KHAN
Deputy Managing Director

Mr. Md. Sarwar Khan was born in a respectable Muslim family of Braahmanbaria. He has joined Paramount Insurance PLC. on March 2004 as Senior Officer. For his outstanding performance in the marketing arena, He has gradually promoted to the higher designations. At present he has hold the position of Deputy Managing Director of the company. He is a man of pleasant personality and strong ability in building good team with motivation. He has participated in various workshops & seminar during his service tenure.



SHAMIUR RAHMAN
DMD (U/W)

Mr. Shamiur Rahman, the Head of Underwriting of Paramount Insurance PLC, was born in a respective muslim family of Rajshahi in the year 1961. After completion of M. Com. (Management.) Mr. Rahman started his career with Peoples Insurance Co. Ltd. in 1985 in Under Writing Department as probationary Officer. After that he served couple of Non-life Insurance Companies and then joined in the service of Dhaka Insurance Co. Ltd.(The Loyeds Insurance Co. Ltd.) as Senior Deputy General Manager, Underwriting Department in the year 2006. He attended several training courses conducted by Bangladesh Insurance Academy and so on.



MOHAMMAD IMRUL HASAN KHAN
DMD (RI & Claim)

Mr. Mohammad Imrul Hasan Khan S/o, Late. Rashidul Hasan Khan was born in January 1969 in the District of Comilla. He obtained graduation in Arts in 1990 from Jagannath Collage under Dhaka University. He has joined in Paramount Insurance PLC. as Executive Director of Claims & Re-Insurance department on 16th April 2017. Prior his joining in Paramount Insurance PLC. he was General Manager at Asia Pacific General Insurance Plc. He has long 29 (Twenty Nine) years of job experience in leading private non-life insurance companies. He started his career with Rupali Insurance Co. Ltd. in 1992 in Underwriting Department. After that he joined in the service of The Loyeds Insurance Co. Ltd. (Dhaka Insurance Co. Ltd.) as Senior Manager and in-charge of Re-Insurance Department in the year 2002, thereafter joined in this the Asia Pacific General Insurance Plc. in the year 2004 and looking after the services of Claims and Re-Insurance Department and subsequently he promoted to General Manager on 01st January 2013. He attended several training courses conducted by Bangladesh Insurance Academy and awarded with Certificates. Apart from his professional attainments, Mr. Imrul Hasan also actively associated with the sports organization of Bangladesh such as Member of Comilla District Sports Association.



A.T. M. MUBASHSHIRUL BASHAR
EVP (Head of Internal Audit & Compliance)

A.T. M. MUBASHSHIRUL BASHAR was born in an respectable muslim family of Dordara, in Kishorgonj district in 1987. He earned MBS in Accounting in the year 2013 and thereafter completed Articleship on 14 November 2015 from UHY Syful Shamsul Alam & Co, Chartered Accountants. Among others, he is expert in VAT & Tax. Mr. Bashar is a versatile business personality & has more than 14 years' experience as auditor in Bank & Insurance, Energy, Manufacturing, Housing and Agro based industries etc. He is a hardworking and dynamic personality and much known in his arena.

4.3

DEPARTMENTAL HEAD OF THE COMPANY



ZHARNA PARUL
Company Secretary
& Head of Admin, HR



**MOHAMMAD
ARIF HOSSAIN,
ACMA**
Head of
Accounts & Finance



**SHAMIUR
RAHMAN**
Head of
Underwriting
& BCD





**MD. IMRUL
HASAN KHAN**
Head of Claim &
Re-insurance



**A.T.M.
MUBASHSHIRUL
BASHAR**
Head of
Internal Audit &
Compliance



4.4

HUMAN RESOURCE MANAGEMENT

Human capital is vital for insurance companies because it contributes to the company's ability to accurately assess and manage risks, provide excellent customer service, comply with regulations, and innovate in a rapidly changing industry. The quality of the workforce directly impacts the company's financial performance, reputation, and long-term success. Human capital is widely recognized as a critical strategic resource for company, essential for their overall success. In the modern competitive landscape, human capital holds immense importance. It encompasses the collective capabilities of employees to generate both tangible and intangible assets through their ideas and knowledge. These innovative ideas not only add value to Company, but also bestow upon them a competitive advantage. As emphasized by Memon , firms should focus on fostering innovation, improving quality, and optimizing human capital costs to establish and maintain a competitive edge. It is necessary for the financial sector companies to invest in their development of human capital, organizational processes and corporate knowledge base in order to make competitive advantage sustainable and durable .Human capital stands out as a pivotal element in shaping firm performance, particularly when the focus shifts towards investing in knowledge and skills, as opposed to mere educational qualifications. The Company have established that possess unique or tacit knowledge within their human capital tend to enjoy greater success and enhanced productivity.

The important function of Human Resource Management (HRM) is Recruitment & Selection, Performance appraisal, training. Recruitment and Selection procedure is one of the major parts of the HRM. Paramount Insurance PLC follows some principles in the recruitment & selection process is follows:

- 1.Merit & Skill basis recruitment
- 2.First priority to qualification & experience
- 3.Transparency in the whole recruitment Process.

Recruitment Process PIPLC.

Recruiting is the process discovering potential candidates for actual or anticipated organizational vacancies. It is a linking activity that brings together those with jobs to fill and those seeking jobs. Being informed from the respective department about the manpower needed, We are-

- ▶ Planning for recruitment.
- ▶ Developing strategy depending our manpower needed.
- ▶ Searching for qualified personnel.
- ▶ Screening the best quality.
- ▶ Evaluation & Control.

Selection Process of PIPLC.

“Selection is the process of choosing from the candidates, from within the organization or outside, the most suitable person for the current position or for the future position. Paramount Insurance is giving priorities of Selection process typically consists of those steps:

- ▶ Initial screening interview
- ▶ employment tastes
- ▶ comprehensive interview
- ▶ background investigation
- ▶ conditional job offer

Tools of selection

- ▶ Application call
- ▶ Personality test
- ▶ Interviews

General Policies of PIPLC.

- Any citizen of Bangladesh or foreign is eligible for appointment in any post of PICL if s/he qualify the whole interview process.
- Nobody who is below 18 years of age and not more than 60 years of age can be appointed at PICL. However, the appointing authority, in special cases, can continue a person in the service above sixty in age.

Recruitment Committee of PIPLC

Recruitment committee of Paramount Insurance PLC. consists of 04 (four) qualified individuals including the Managing Director & CEO. The committee will act as standing committee for recruitment. However, during recruitment, at least three from the recruitment committee and personnel from the concerned section/ projects/ department will be included in the recruitment committee if needed. Member from the Executive Committee may be included in the Recruitment Committee in special cases.

Offer of Employment

The Company will offer selected candidates only with all-necessary terms and conditions. Any offer of employment must be contingent upon the final reference check with the present or past employer.

Appointment

The Head of HR usually recommend to Managing Director on the basis of selection process result examined & forwarded by Recruitment Committee. Managing Director will issue appointment Letter(s). The appointment letter among others must include:

- ▶ Job title, grade/step and salary
- ▶ Nature of appointment
- ▶ Place of posting
- ▶ Name of program, section/department
- ▶ Effective date of appointment
- ▶ Probationary period.
- ▶ Ending date of employment (for contractual employment)
- ▶ Job acceptance letter by the employee along with a joining letter

Employee Relations: Paramount Insurance PLC. are mainly focused on employee relationship it's the practice of creating and maintaining a positive relationship between an organization and employees. It involves improving communication, resolving conflicts, and establishing fair and consistent policies.

Talent Acquisitions: The Company try to finding, evaluating and hiring people to meet company current and future needs through the online platform on the basis of Merit & Skill basis recruitment and qualifications & industries experience.

Employee onboarding: The Company developed a comprehensive employee onboarding program it includes setting up workstations, introducing team processes and members, company policies & training to expedite the journey to peak job performance.

Employee Retention: This is the key focus area of the Paramount Insurance PLC. The organizational goal of keeping productive, talented workers and reducing turnover by fostering a positive work atmosphere to promote engagement. This includes showing appreciation to employees, providing competitive pay and benefits, and encouraging a healthy work-life balance.

Professional Development: Company have established a continuous learning culture through the continuing education, workshop, seminar and career training after a person has entered the workforce in order to help them develop new skills, stay up-to-date on current trends, and advance their career & also contribute to the constant growth of the company.

Performance Management: Paramount Insurance have fair and lucid performance evaluation system and provide continuous feedback powered by technology, where managers can foresee problems based on current employee performance and initiate any form of course correction to bring the employee back on track.

Employee Engagement: Company tries to positive work environment through the team building activities and different events. Engaged employees care about their work and about the performance of the company and feel that their efforts make a difference.

Employee Benefit: Employee retention and enhancing our employee value proposition is vital for us. We offer our employee number of benefits that mention here.

- ▶ Competitive Compensation Package.
- ▶ Company Provide car for top level executives.
- ▶ Transport facility for all employees.
- ▶ Employee loan without interest.
- ▶ Mobile bill allowance.
- ▶ Travel allowance.
- ▶ Festival Bonus.
- ▶ Maternity Benefit.

Paramount Insurance PLC also provides long term benefit for employees. Given below:

- ▶ Provident Fund.
- ▶ Gratuity.
- ▶ Earned leave.

Succession Planning: Paramount Insurance identifies and groom internal talent for key leadership positions through our succession planning initiatives. It a key part of business continuity and can help ensures smooth transitions.

Compliance & Ethics: Paramount Insurance is committed to follow labor laws rules & regulations and regulatory practices in our employee agenda. Compliance refers to the act of conforming to rules, regulations, laws, or established standards to meet the requirements set by the authorities and we also regularly updated our internal policies. Few of the major initiatives taken Human Resource during 2024 are given below:

Flexi-work Hours: Paramount Insurance implements a flexible work schedule to accommodate employee's personal needs. This has created a more even work-life balance for our employees.

Digital Learning Platform: Paramount Insurance are maintain online learning platform to continuous professional development. Company offer different training modules to develop employee's skill and knowledge.

Employee Recognition: Company shows appreciation for employees' contributions. It can be verbal or written, and it can include monetary compensation or other rewards.

Leadership Development Program: Company provides different training, seminar for build an individual's leadership skill and capacity to excel, both personally and professionally, in their role and organization.

Diversity, Inclusion and Belonging: Company introduces a diversity, inclusion and belonging program to promote more inclusive and diversified into the workplace. Company maintains several awareness program, campaign and training on diversity.

Enhanced Benefits Package: Paramount Insurance has revised and enhances employees benefit package to ensure competitiveness to market standards.

**Paramount Insurance PLC.
Employees Information of PIPLC**

Employee Details	2025		
	No. of Employees	Man Employees	Woman Employees
Top level	19	15	4
Mid-Level	99	62	37
Entry Level	149	118	31
Total	267	195	72

Employee Details	2024		
	No. of Employees	Man Employees	Woman Employees
Top level	26	21	5
Mid-Level	74	47	27
Entry Level	130	99	31
Total	230	165	65

4.5

BUSINESS STRATEGY

Our top-level senior marketing professionals along with a fleet of young dynamic executives always trying to capture market share within the industry. Prompt and better client serve, Possible lowest rate, proper re-insurance and fast claim settlement is the key to success of PIPLC.

MARKETING APPROACH:

1. Emphasize on service and support.
2. Build a partnership business based on account selling.
3. Focus on senior, claims-free personal lines business and the profitable, well-run, small family business.
4. Target small, non-franchise business in Small Town & Rural area.
5. Investigate acquiring expert and honest Marketing Officer in the area.

MARKETING OBJECTIVES:

1. Increase market share by 1% each Year.
2. Reinforce a market image as the finest service provider in the industry.
3. Increase the ability to forecast which prospective customers are going to have the least number of claims and convert them into long-term clients.

FINANCIAL OBJECTIVES:

1. Increase profits by 2% a Year.
2. Hold customer acquisition costs steady.
3. Decrease the costs associated with serving distant clients.

TARGET MARKETING:

The market consists of Corporate Houses, Newly Established Organizations, Import Oriented Business & SME Business in rural area. We exist to attract and maintain customers. With a strict adherence to this maxim, success will be insured. Our services will exceed the expectations of the customers.

POSITIONING:

PIPLC is being positioned as a comprehensive, personal insurance Marketing Officer serving clients through close, personal service. PIPLC will serve all of Small-town, which is a widely dispersed, rural community. PIPLC will leverage our competitive advantages which consists of the following:

- Knowledgeable industry participants- Having established the company in 1999, PIPLC has amassed a huge amount of industry knowledge based in empirical experience. Having significant experience, PIPLC is able to leverage and offer as value to the clients.
- Close personal customer relationships - The business model is based on the staff developing close, communicative relationships with clients. The stronger and more open the relationship is the more value and higher level of service that can be offered. Because these types of relationships are so fundamental to PIPLC's practices, everyone in the firm practices them, consciously and subconsciously.

MARKETING MIX

PIPLC Insurance's marketing mix is comprised of the following approaches to pricing, distribution, advertising and promotion.

A) Pricing

The customers are especially sensitive to value. PIPLC must ensure that our price and service are perceived to be good value to the client.

B) Distribution

PIPLC must sell the company, not the product. In spite of some companies' efforts to minimize the importance of the Marketing Officer, the clients still identify with the Marketing Officer, not the insurance company. We always emphasis on Prompt & accurate service.

C) Advertising and promotion

All advertising has to emphasize the differentiation points rather than just price. PIPLC will be developing

a "Now what do I do?" message to emphasize the need for dealing with PIPLC's insurance professionals so that in the event a loss occurs, you know you have the proper protection.

CUSTOMER SERVICE

Insurance is a commodity-like purchase and it is the service of the Marketing Officer that distinguishes providers. PIPLC attempts to provide the highest level of customer service and improve contacts with the clients.

VIRTUAL MARKETING RESEARCH

While the most recent rendition of the marketing plan was being completed, PIPLC conducted primary market research. The market research that PIPLC collected was in the form of questionnaires. These were given to current as well as prospective customers.

- Have contact information front and center – Most people's eyes will gravitate towards the top right-hand corner.
- Include adequately of calls to action – People won't do things unless you tell them to, so give them some direction.
- Install a chat feature – Nobody, especially now, likes to wait. The idea is that if the top insurance companies can answer questions instantly, yours should be able to as well.
- Reliability test – in connection with our slogan "Your Interest is Paramount to Us." How people feel about our service?
- Use colors that convey meaning – Our Company Name in embrace with British Blue Color and Red Logo of Paramount Insurance differentiate us from the others. Is it proven or not?



4.6

UNDERWRITING PROCESS

Insurance is a means of protection from financial loss. It is a form of risk management, primarily used to hedge against the risk of a contingent or uncertain loss. General Insurance is a contract, presented by a policy which details the conditions and circumstances under which Paramount will compensate the insured. We reimburse for losses from specified perils and premium is the consideration paid by the insured.

When an insured buys an insurance policy, Paramount Insurance promises it will pay to insured for the type of loss stipulated in the policy. Each insurer's policies have different rules about what the policy will cover. Exclusions may apply, so insured should read his/her policy carefully and seek advice if not sure what is/are coverage in policy.

Underwriting is the way an insurer works out how much to charge for each risk they cover for an insurance policy and under what terms. When preparing a policy, our underwriters will calculate the followings: -

- What types of risks we are going to cover?
- Which tariff will applicable for such risks?
- How much the premium will be?
- How much we will agree to pay for a loss?
- Under what circumstances they will make a payment?

Paramount Insurance has its own setup of underwriting guidelines to determine whether they should accept the risk of a particular situation or not. The Vast experience Mr. Shamiur Rahman, Deputy Managing Director & Head of Underwriting along with his efficient team considers, underwrites & follow up all policies issued by the Company. Specific questionnaire will submit by the insured mentioning the subject matter to be insured.

Insurance Development and Regulatory Authority (IDRA) of Bangladesh is the controller of insurance sector of the country under the authority of **বীমা উন্নয়ন ও নিয়ন্ত্রন কর্তৃপক্ষ আইন, ২০১০ (২০১০ সনের ১২ নং আইন) এবং বীমা আইন, ২০১০ (২০১০ সনের ১৩ নং আইন)**। For discipline in the insurance sector, IDRA approved and adopted all the rules, regulations, rates, terms and conditions for transaction of insurance coverage in Bangladesh.

Paramount Insurance always obey the rules, regulations, rates, terms and conditions while underwrite any property as advised, approved and adopted by Insurance Development and Regulatory Authority (IDRA) and/or Sadharan Bima Corporation, an autonomous body of the People's Republic of Bangladesh.

4.7

RE-INSURANCE & CLAIMS

The Board of Paramount Insurance PLC. is very much conscious about Re-Insurance and Claims matters of the company. Company has a very experienced team to take care of Re-Insurance and Claims matters. On the basis of the Surplus Re-Insurance Treaty with Sadharan Bima Corporation we do Re-insurance of our insured properties accordingly. As the Insurance market is very competitive, if the sum insured exceeds our country limit, to get business with competitive rate, terms & conditions, sometimes we also contact overseas A graded Re-Insurer and we placed 50% of Facultative amount to SBC & 50% with overseas.

Regarding prompt settlement of the claim, we have two committees, one from Management and one from Board of Directors. We always follow the instruction of IDRA and try to settle the claim amount as soon as possible after completion of all formalities. Because we know our only commitment with Insured/client to be beside them if any claim arises and settle the actual claim amount. We also know our reputation will increase on the basis of quick settlement of the claim. Our Company is committed to carry on it's motto "Prompt Settlement of Claims and Quick Service to the Clients".

THE CLAIM COMMITTEE:

Claims Committee, a sub-committee of the Board, consists of 03 (three) members of the Board and the Managing Director as Ex-officio member of the committee, has been empowered to approved & settle claim of Tk. 5(Five) lac to Tk. 20 (Twenty) lac but it is highly recommended to take post facto approval in these regards from the board.

Name of the Members	Status	Status with Committee
Ms. Anita Haque	Director	Chairman
Anita Das	Director	Member
Mr. A.H.M. Habibur Rahman	Director	Member

CLAIM MANAGEMENT COMMITTEE:

To enhance better client service the Committee has been empowered by the Board to settle claim of not more than Tk. 5 (Five) lac upon submission of proper documents but it is highly recommended to take post facto approval in these regards from the board.

No.	Name	Designation
01	Mr. Md. Sajjad Yahya	Managing Director & Chief Executive Officer
02	Mr. Md. Imrul Hasan Khan	DMD (Head of Claim & Re-insurance)
03	Ms. Zharna Parul	Addl. MD (Company Secretary & Head of Admin)
04	Mr. Mohammad Arif Hossain	DMD & Chief Financial Officer

4.8

INFORMATION TECHNOLOGY (IT) AND MANAGEMENT INFORMATION SYSTEM (MIS)

The insurance sector is purely information-based market, therefore gathering, processing, storing and distributing a vast amount of information emerged needs the implementation of technology. The information technology helps companies to be more effective and efficient.

IT department of the company has three major areas of concern, which include governance of the company's technological systems, maintenance of the infrastructure, and functionality of the systems overall. Beyond that, professionals within the IT department work internally on computer software and hardware in many ways that allow a business to be successful.

Our company has already established integrated web-based software which included accounting system and operational process with insurance product service which under the process of entire branch connection. All operational process and functional process of branches and head office are connected with this integrated software.

To overcome the struggle with fragmented data across product lines, functions and channels, we have also built a world-class information management practice to enable the company to quickly collect and analyze data, whether it is financial, claims, policy or customer data. PIPLC's MIS reports are based on integrated web-based software, front end-oracle developer and back end-oracle data base. Based on integrated software MIS, the company is sending the required data to the regulator. This keeps itself as an advantage position over its competitor's. This provides core functionality for sending and receiving data as well as monitoring, logging, error handling, re-processing and data life cycle management.



FINANCIAL
HIGHLIGHTS &
PERFORMANCE
EVALUATION

5.1

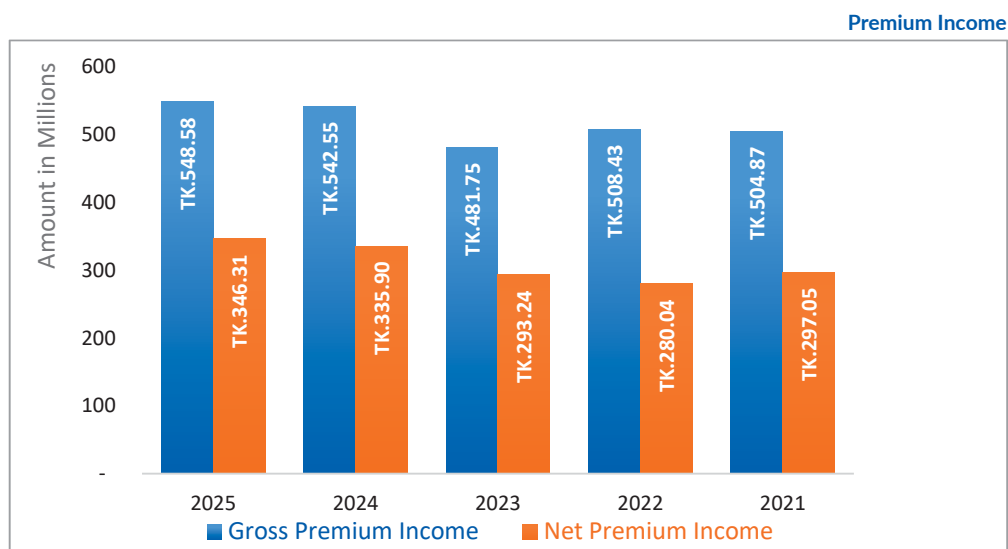
5 YEARS FINANCIAL PERFORMANCE OF THE COMPANY

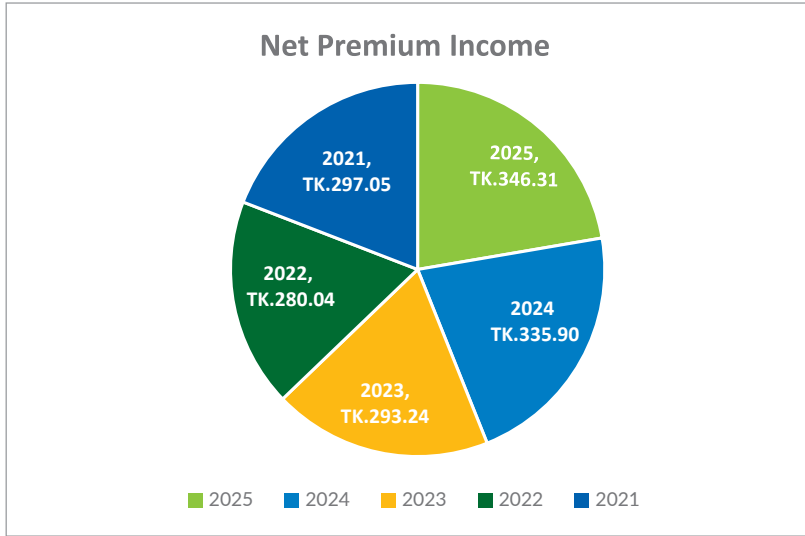
A comparison of the companies financial performance and financial position as well as cash flow over multiple periods may be useful for predicting future performance, though you should rely more on operational indicators and leading indicators than on historical performance for this type of analysis. Last 5 years comparative analysis are given below, so that investors can determine trends.

Particulars	2025	2024	2023	2022	2021
Operating Result:					
Gross Premium Income	548,581,439	542,550,239	481,745,321	508,434,621	504,868,005
Reinsurance	202,269,359	206,654,797	188,501,271	228,394,238	207,817,419
Net Premium Income	346,312,080	335,895,442	293,244,050	280,040,383	297,050,586
Gross Claim	113,619,206	137,074,349	160,846,378	70,554,563	36,079,302
Underwriting Profit	73,114,521	56,777,918	74,167,959	83,484,606	134,313,486
Interest & Other Income	65,631,162	68,135,173	28,384,394	26,161,705	50,254,026
Profit Before Tax	118,851,051	114,896,657	94,389,999	100,575,194	175,478,638
Tax Provision	29,649,162	24,322,699	23,896,894	24,544,378	52,406,251
Profit after Tax	89,201,890	90,573,957	70,493,105	76,030,816	123,072,388
Number of Share	40,664,966	40,664,966	40,664,966	40,664,966	40,664,966
Earning Per Share (EPS)	2.19	2.23	1.73	1.87	3.03
Cash Flows from Operating Activities	72,889,359	118,238,916	62,615,345	128,454,301	170,600,894
Net Operating Cash Flow per Share (NOCPS)	1.79	2.91	1.54	3.16	4.20
Gross Premium Growth (%)	1.11%	12.62%	-5.25%	0.71%	28.23%
Net Premium Growth (%)	3.10%	14.54%	4.71%	-5.73%	48.83%
Underwriting Profit Growth (%)	28.77%	-23.45%	-11.16%	-37.84%	44.27%
Gross Profit Margin (%)	21.67%	21.18%	19.59%	19.78%	34.76%
Net Profit Margin (%)	16.26%	16.69%	14.63%	14.95%	24.38%

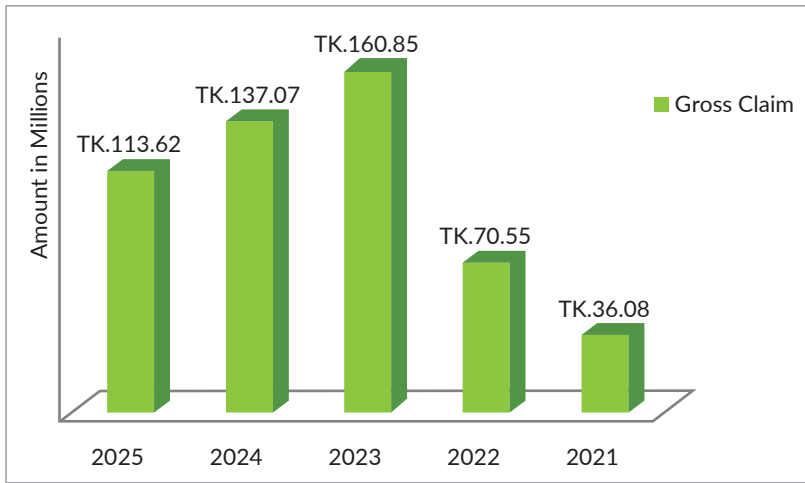
5 YEARS' FINANCIAL PERFORMANCE

Particulars	2024	2024	2023	2022	2021
Financial Position:					
Shareholders Equity:					
Paid Up Capital	406,649,660	406,649,660	406,649,660	406,649,660	406,649,660
Reserve & Surplus	738,347,611	701,717,193	673,266,456	642,945,944	620,198,661
Total Shareholders Equity	1,144,997,271	1,108,366,853	1,079,916,116	1,049,595,604	1,026,848,321
Balance of Fund	138,780,044	150,475,059	119,688,766	112,305,839	119,087,866
Liabilities and Provisions	509,531,042	560,583,841	497,459,622	479,697,446	425,033,777
Total Shareholders Equity & Liabilities :	1,793,308,357	1,819,425,753	1,697,064,504	1,641,598,889	1,570,969,963
Property & Assets					
Non Current Assets	1,007,613,948	920,930,719	819,143,832	810,366,875	807,898,793
Land	598,251,794	598,251,794	598,251,794	598,251,794	598,251,794
Building under Construction	147,089,644	111,764,358	84,507,615	81,769,282	54,330,325
Others	262,272,510	210,914,567	136,384,423	130,345,799	155,316,674
Current Assets	785,694,409	898,495,035	877,920,673	831,232,013	763,071,170
Fixed Deposit	576,283,780	571,126,511	581,650,000	437,550,000	428,550,000
Cash at Bank & in Hand	36,583,946	50,064,164	19,515,720	15,362,797	56,217,613
Others	172,826,683	277,304,360	276,754,953	378,319,216	278,303,557
Total Property & Assets	1,793,308,357	1,819,425,754	1,697,064,505	1,641,598,888	1,570,969,963
Net Asset Value (NAV) Per Share	28.16	27.26	26.56	25.81	25.25
Return on Assets (%)	4.94%	5.15%	4.22%	5.29%	8.57%
Return on Equity (%)	7.79%	8.17%	6.53%	7.24%	11.95%

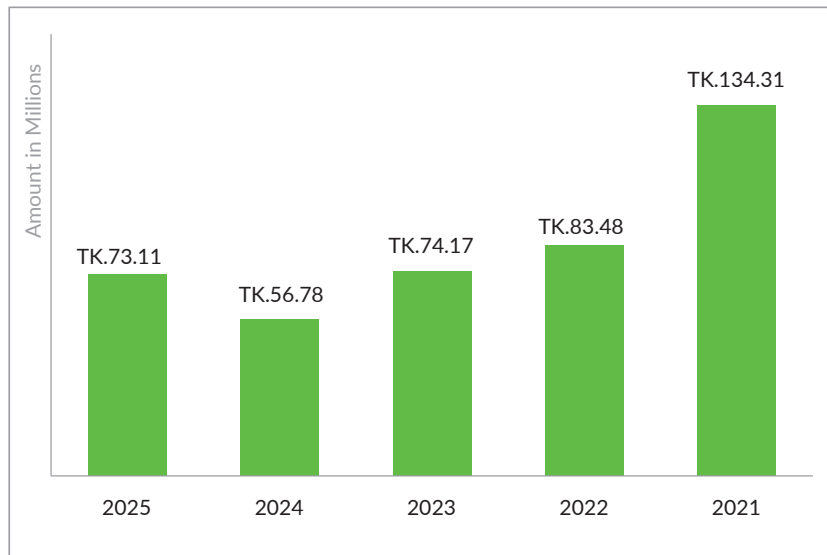




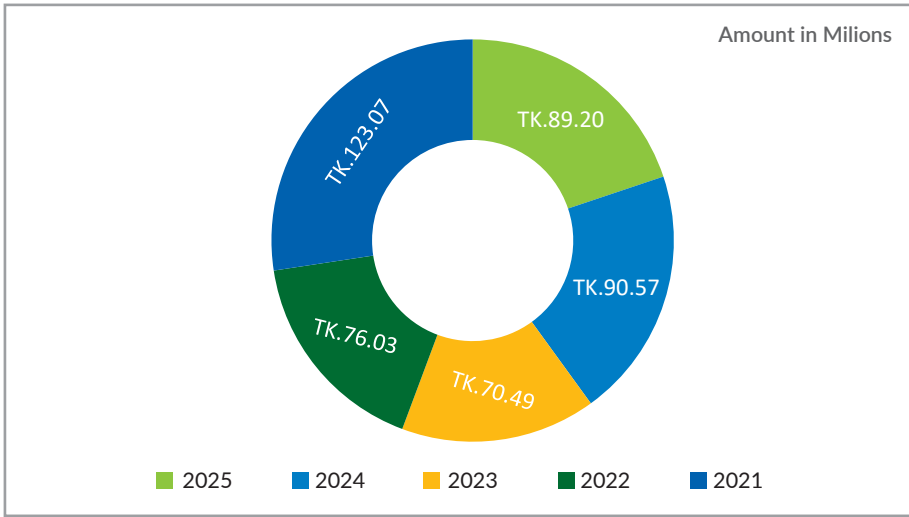
Gross Claim



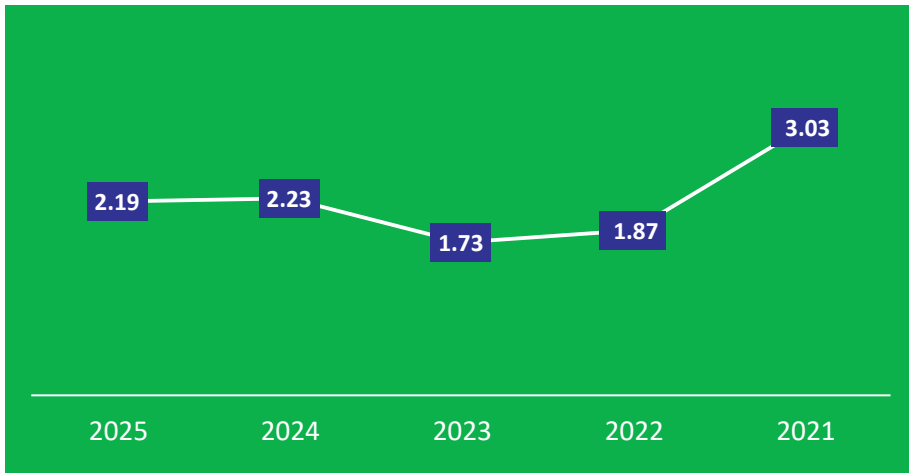
Underwriting Profit



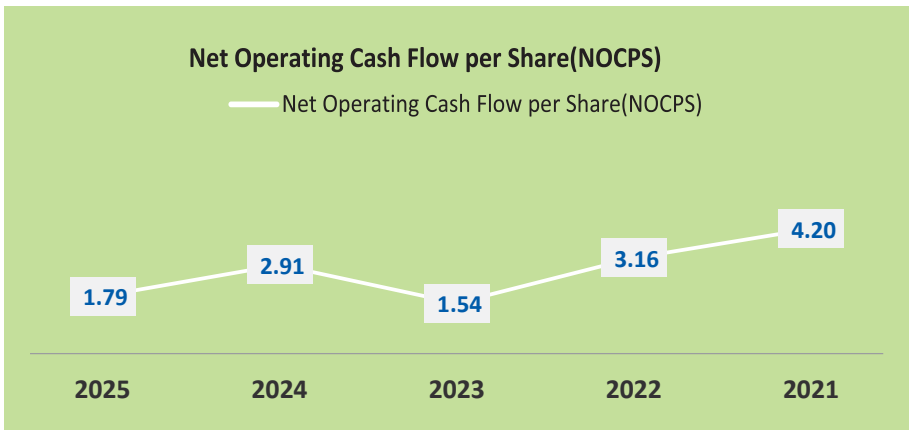
Profit After Tax



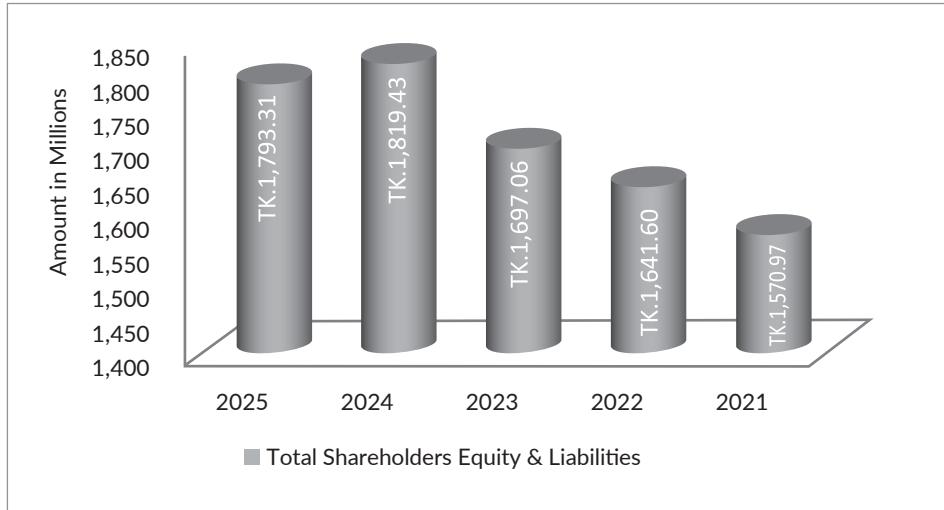
Earning Per Share (EPS)



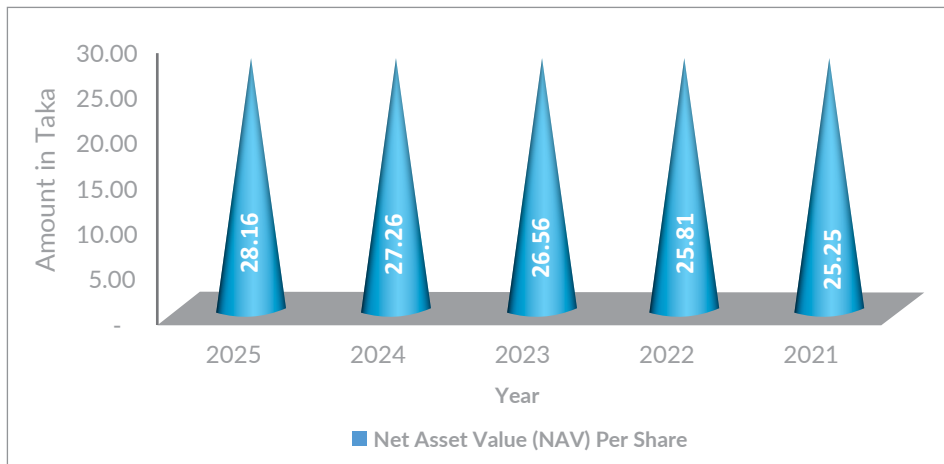
Net Operating Cash Flow per Share(NOCPS)



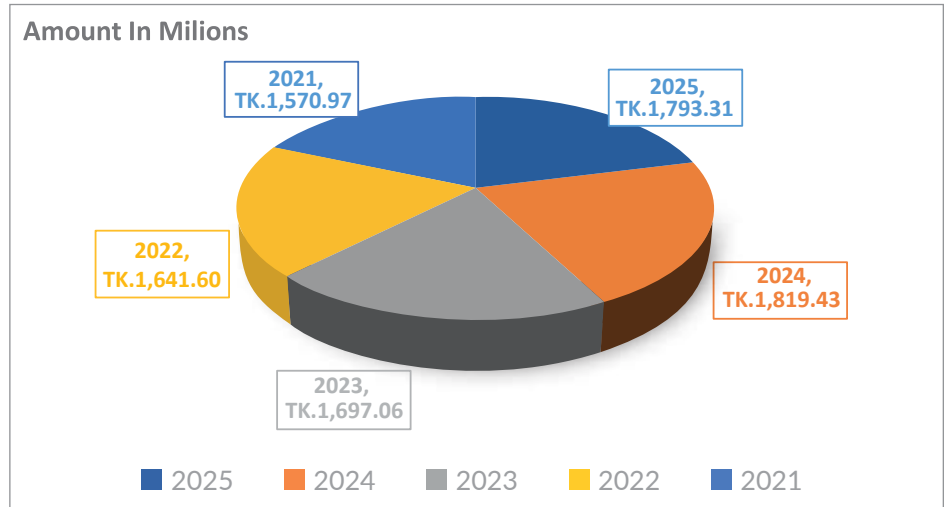
Owners Equity & Liabilities



Net Asset Value Per Share



Total Property & Assets



5.2

SEGMENT WISE (OPERATING PERFORMANCE)

Segment-wise reporting helps the stakeholders to understand revenue and expenses for each business unit and can decide about their investment accordingly. The company has earned premium Tk. 54.85 crore during the year of 2025 as against Tk. 54.25 crore in 2024. Segment wise operating performance of the company are given below :

Particulars	Amount in Taka						
	Fire	Marine	Motor	Misc.	Total-2025	2024	Change in %
Gross Premium (Including PSB Business)	243,074,643	248,571,608	15,626,862	41,308,326	548,581,439	542,550,240	1.11%
Re-Insurance Premium Ceded	87,968,057	81,970,299	1,059,890	31,271,113	202,269,359	206,654,796	-2.12%
Net Premium	155,106,586	166,601,309	14,566,972	10,037,213	346,312,080	335,895,444	3.10%
Direct Expenses:							
Commission (Net)	(12,344,480)	(11,274,075)	(263,684)	(3,793,766)	(27,676,005)	(34,988,851)	-20.90%
Claim Settled and Provided (Net)	63,899,043	95,806,741	(14,853,205)	1,257,521	146,110,100	130,042,836	12.36%
Management Expenses (including service charge & stamp expenses)	80,692,136	74,533,778	5,101,152	6,131,413	166,458,479	153,277,247	8.60%
Total Direct Expenses	132,246,699	159,066,444	(10,015,737)	3,595,168	284,892,574	248,331,231	14.72%
Adjusted Fund Balance for unexpired risk (Opening balance less closing balance)	(864,758)	(2,005,706)	(319,412)	(8,505,139)	(11,695,015)	30,786,293	(137.99%)
Net Underwriting Profit	23,724,645	9,540,571	24,902,121	14,947,184	73,114,521	56,777,920	28.77%

Segregation of Gross Premium:

Particulars	2025	2024	Growth (%)
Fire	243,074,643	249,036,122	-2.39%
Marine	248,571,608	214,187,959	16.05%
Motor	15,626,862	16,530,945	-5.47%
Miscellaneous	41,308,326	62,795,214	-34.22%
Total	548,581,439	542,550,240	1.11%

Segregation of Net Premium:

Particulars	2025	2024	Growth (%)
Fire	155,106,586	157,268,479	-1.37%
Marine	166,601,309	138,221,413	20.53%
Motor	14,566,972	15,365,503	-5.20%
Miscellaneous	10,037,213	25,040,049	-59.92%
Total	346,312,080	335,895,444	3.10%

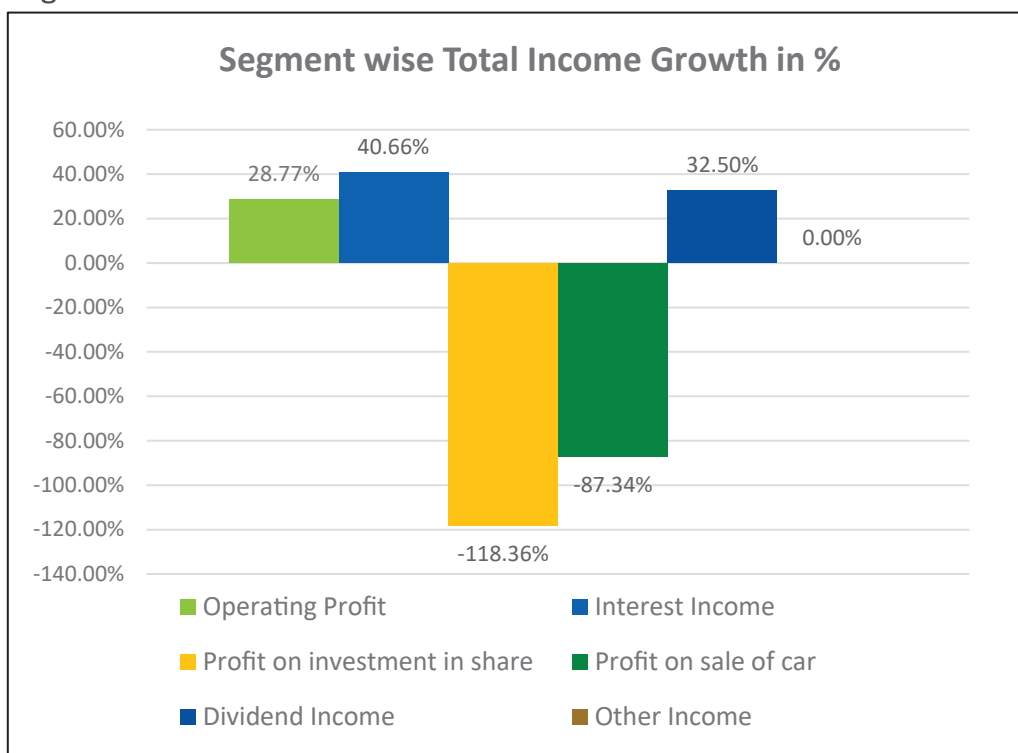
5.3

SEGMENT WISE TOTAL INCOME

To provide the information to the stakeholders about the important units of the organization also to evaluate and make decisions about the investment as well as the profit-making and loss-making units can be easily identified with the help of segmental reporting. Total Income has increased by 28.77% in FY 2025 compared with the same period of previous year. For better understanding of the performance and evaluation of the results of the organization, segment wise total income are given below:

Segment of Income	Amount in Taka				
	2025	% of Total Income	2024	% of Total Income	Growth in %
Operating Profit	73,114,521	52.7%	56,777,919	45.5%	28.77%
Interest Income	67,472,165	48.6%	47,969,398	38.4%	40.66%
Profit on investment in share	(3,355,989)	-2.4%	18,281,521	14.6%	-118.36%
Profit on sale of car	102,011	0.1%	805,702	0.6%	87.34%
Dividend Income	1,412,975	1.0%	1,066,387	0.9%	32.50%
Other Income	-	0.0%	12,164	0.0%	
Total Income	138,745,683	100%	124,913,091	100%	11.07%

Segment wise Total Income Growth in %



5.4

INVESTMENT OF THE COMPANY

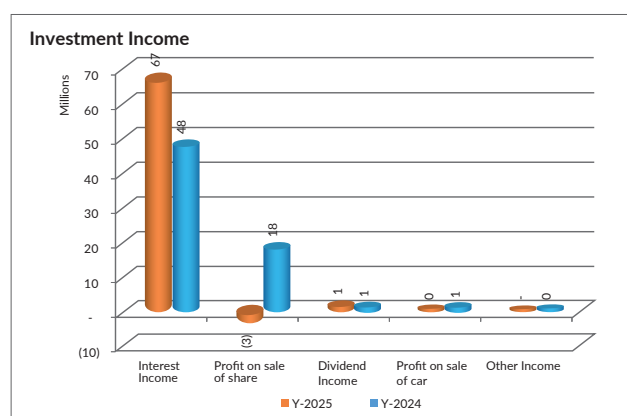
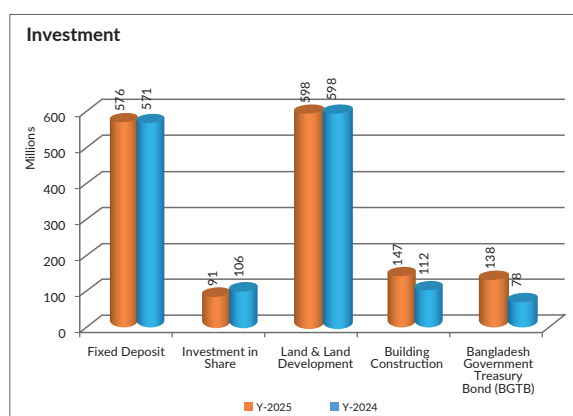
The company has an investment policy to utilize limited resources and earn maximum benefit. Total Investment of the company has increased by 5.86% in FY 2025. Due to government directive on interest rate, deposit rate on FDR is higher compared to the same period of previous year. Total Investment of the company has stood Tk.155.00 Crore & earned Tk. 6.56 Crore from total investment. Details comparison are given below:

Investment: Amount in Taka

Particulars	2025	% of Total Investment	2024	% of Total Investment	Growth in %
Fixed Deposit	576,283,780	37.2%	571,126,511	39.00%	0.90%
Investment in Share	90,971,470	5.9%	105,699,741	7.22%	-13.93%
Land & Land Development	598,251,794	38.6%	598,251,794	40.85%	0.00%
Building Construction	147,089,644	9.5%	111,764,358	7.63%	31.61%
Bangladesh Government Treasury Bond (BGTB)	137,500,000	8.9%	75,500,000	5.29%	77.42%
Total Investment	1,550,096,688	100%	1,462,342,404	100%	5.86%

Investment Income:

Particulars	2025	% of Total Investment Income	2024	% of Total Investment Income	Growth in %
Interest Income	67,472,165	102.81%	47,969,398	70.40%	40.66%
Profit on sale of share	(3,355,989)	-5.11%	18,281,521	26.83%	-118.36%
Dividend Income	1,412,975	2.15%	1,066,387	1.57%	32.50%
Profit on sale of car	102,011	0.16%	805,702	1.18%	-87.34%
Other Income	-	0.00%	12,164	0.02%	-100.00%
Total Investment Income	65,631,162	100%	68,135,172	100%	-3.68%
Return on Investment (ROI) %	4.23%		4.65%		-9.00%



5.5

SOLVENCY MARGIN POSITION

(গ) FORM-SOLVENCY MARGIN (SM)

নন-লাইফ বিমাকারীর নাম : প্যারামাউন্ট ইস্যুরেন্স পিএলসি।

নিবন্ধন নম্বর : সিআর-০৩/৯৯ (বীমা অধিদপ্তর), নিবন্ধনের তারিখ : ০৯ নভেম্বর ১৯৯৯ইং

2025

ক্রমিক নম্বর	বর্ণনা	পরিমাণ (কোটি টাকায়)	মন্তব্য
(১)	(২)	(৩)	(৪)
১.	সমন্বয়কৃত সম্পদ	১,৩৫০,৬৬৬,১৯৮	
২.	মোট দায়	৩৪৩,০১৭,৭৪৪	
৩.	শেয়ারহোল্ডারদের অন্যান্য দায়	৭৩৪,৩০১,১০০	
৪.	অ্যাভেইলেবল সলভেন্সি মার্জিন (এ.এস.এম.)=(১-২-৩)	২৭৩,৩৪৭,৩৫৪	
৫.	প্রয়োজনীয় সলভেন্সি মার্জিন (RSM)	১৪৭,৬৫৪,৭০২	
৬.	সলভেন্সি অনুপাত ৪ ÷ ৫ অর্থাৎ (এ.এস.এম.) / (আর.এস.এম.)	১.৮৫	

2024

ক্রমিক নম্বর	বর্ণনা	পরিমাণ (কোটি টাকায়)	মন্তব্য
(১)	(২)	(৩)	(৪)
১.	সমন্বয়কৃত সম্পদ	১,২৭৪,৫৪৫,৭৪১	
২.	মোট দায়	২৮১,১০৫,৯৮০	
৩.	শেয়ারহোল্ডারদের অন্যান্য দায়	৬৭২,৩৩৪,৭৩২	
৪.	অ্যাভেইলেবল সলভেন্সি মার্জিন (এ.এস.এম.)=(১-২-৩)	৩২১,১০৫,০২৯	
৫.	প্রয়োজনীয় সলভেন্সি মার্জিন (RSM)	১৪১,৭২০,২৮১	
৬.	সলভেন্সি অনুপাত ৪ ÷ ৫ অর্থাৎ (এ.এস.এম.) / (আর.এস.এম.)	২.২৭	

- টীকা : (১) সমন্বয়কৃত সম্পদ FORM-VA এ উল্লিখিত সম্পদের মূল্য হইবে;
(২) মোট দায় FORM-VL এ প্রদর্শিত মোট দায়ের পরিমাণ হইবে;
(৩) অন্যান্য দায় স্থিতিপত্রে উল্লিখিত এবং অন্য কোনোভাবে শেয়ারহোল্ডারদের তহবিল
হইতে উদ্ধৃত অন্যান্য দায়ের(FORM-VL এর অন্তর্ভুক্ত নহে) পরিমাণ হইবে;
(৪) অ্যাভেইলেবল সলভেন্সি মার্জিন (এ.এস.এম.) এবং
(৫) FORM - RSM অনুযায়ী নিরূপিত প্রয়োজনীয় সলভেন্সি মার্জিন।



নিরীক্ষকের সাক্ষর 11/03/26
Md. Abdullah Al Amin, FCA
Ahsan Manzur & Co.
Chartered Accountants



মুখ্য নির্বাহী কর্মকর্তার স্বাক্ষর
Md. Sajjad Yahya
Managing Director & CEO
Paramount Insurance Plc.

5.6

FINANCIAL RATIO ANALYSIS

RATIO ANALYSIS:

Ratio analysis is the comparison of line items in the financial statements of a business. Ratio analysis is used to evaluate a number of issues with an entity, such as its liquidity, efficiency of operations, and profitability. This type of analysis is particularly useful to analysts outside of a business, since their primary source of information about an organization is its financial statements.

Sl. No	Ratio Analysis	2025	2024	2023	2022	2021
1	Current Ratio	1.72	1.79	1.94	1.90	2.04
	a) Current Assets (Tk.)	876,665,879	1,004,194,775	966,878,262	911,776,892	867,781,258
	b) Current Liabilities (Tk.)	509,531,042	560,583,841	497,459,622	479,697,446	425,033,776
2	Cash Ratio	3.11	2.70	2.81	2.58	2.98
	a) Cash (Tk.)	36,583,946	50,064,164	19,515,721	15,362,797	56,217,613
	b) Investments (Tk.)	1,550,096,688	1,464,342,404	1,378,366,999	1,223,115,955	1,210,842,208
	c) Current Liabilities (Tk.)	509,531,042	560,583,841	497,459,622	479,697,446	425,033,776
3	Risk Retention	63.13%	61.91%	60.87%	55.08%	58.84%
	a) Net premium written (Tk.)	346,312,080	335,895,442	293,244,049	280,040,384	297,050,586
	b) Gross premium written (Tk.)	548,581,439	542,550,239	481,745,320	508,434,621	504,868,005
4	Management Expenses Ratio	41.13%	36.41%	39.18%	31.77%	35.18%
	a) Management Expenses (Tk.)	170,096,272	157,308,644	139,272,190	124,230,152	130,535,170
	b) Gross Commission (Tk.)	-	4,747,511	3,888,659	31,308	9,207,674
	c) Re-Insurance Commission (Tk.)	27,676,004	39,736,362	28,280,449	35,298,217	35,239,348
	d) Gross Premium (Tk.)	548,581,439	542,550,239	481,745,320	508,434,621	504,868,005
	e) Re-Insurance Premium (Tk.)	202,269,359	206,654,796	188,501,272	228,394,238	207,817,419
5	Admin. Expenses Ratio	49.12%	46.83%	47.49%	44.36%	43.94%
	a) Administrative Expenses(Tk.)	170,096,272	157,308,644	139,272,190	124,230,152	130,535,170
	b) Net Premium(Tk.)	346312080	335,895,442	293,244,049	280,040,384	297,050,586
6	Claims Ratio	20.94%	23.61%	32.05	23.12	7.96
	a) Gross Claim(Tk.)	113,619,206	137,074,349	160,846,378	70,554,563	36,079,302
	b) ReInsurance Claim received (Tk.)	41,115,884	57,754,777	66,872,490	5,795,714	12,438,360
	c) Gross Premium (Tk.)	548,581,439	542,550,239	481,745,320	508,434,621	504,868,005
	d) Reinsurance Premium (Tk.)	202,269,359	206,654,796	188,501,272	228,394,238	207,817,419

Sl. No	Ratio Analysis	2025	2024	2023	2022	2021
7	Combined Ratio	62.06%	60.03%	71.22%	54.89%	43.14%
	a) Net Claim paid (Tk.)	72,503,322	79,319,572	93,973,887	64,758,849	23,640,942
	b) Management Expenses (Tk.)	170,096,272	157,308,644	139,272,190	124,230,152	130,535,170
	c) Net Commission (Tk.)	(27,676,004)	(34,988,851)	(24,391,791)	(35,266,909)	(26,031,674)
	d) Net earned premium (Tk.)	346,312,080	335,895,442	293,244,049	280,040,384	297,050,586
8	Return on Equity (%)	7.79%	8.17%	6.53%	7.24%	11.95%
	a) Profit/Surplus after Tax (Tk.)	89,201,890	90,573,957	70,493,105	76,030,816	123,072,388
	b) Shareholders Equity (Tk.)	1,144,997,271	1,108,366,853	1,079,916,116	1,049,595,604	1,029,848,321
9	Return on Assets (%)	4.94%	5.15%	4.22%	5.29%	8.57%
	(a) Profit/Surplus after Tax (Tk.)	89,201,890	90,573,957	70,493,105	76,030,816	123,072,388
	(b) Beginning Total Assets (Tk.)	1,819,425,753	1,697,064,504	1,641,598,889	1,570,969,963	1,302,027,540
	(c) Ending Total Assets (Tk.)	1,793,308,357	1,819,425,753	1,697,064,504	1,641,598,889	1,570,969,963
	(d) Average Total Asset (Tk.)	1,806,367,055	1,758,245,129	1,669,331,697	1,436,498,752	1,436,498,752
10	Earning Per Share (EPS)	2.19	2.23	1.73	1.87	3.03
	a) Net Profit (Tk.)	89,201,890	90,573,957	70,493,105	76,030,816	123,072,388
	b) Number of Shares outstanding	40,664,966	40,664,966	40,664,966	40,664,966	40,664,966
11	Price Earning Ratio (PE Ratio)	19.65	18.48	32.77	23.80	24.22
	a) Market price of Share (Tk.)	43.10	41.20	56.80	44.5	73.38
	b) Earning Per Share (Tk.)	2.19	2.23	1.73	1.87	3.03
12	Dividend %	10%	10%	10%	10%	10%
13	Dividend Yield	2.32%	2.43	1.76%	2.25%	1.36%
	a) Dividend Per Share (Tk.)	1.0	1.00	1.0	1.00	1.00
	b) Market Price of Share (Tk.)	43.10	41.20	56.8	44.5	73.38
14	NAV per share	28.16	27.26	26.56	25.81	25.25
	a) NAV (Tk.)	1,144,997,271	1,108,366,853	1,079,916,116	1,049,595,604	1,026,848,321
	b) Total Number of Shares	40,664,966	40,664,966	40,664,966	40,664,966	40,664,966
15	Market Capitalization	1,752,660,035	1,675,396,599	2,309,770,069	1,809,590,987	2,983,995,205
	a) Market Price of Share (Tk.)	43.10	41.20	56.8	44.5	73.38
	b) Number of Shares outstanding	40,664,966	40,664,966	40,664,966	40,664,966	40,664,966
16	Net Operating Cash Flow Per Share (NOCFPS)	1.79	2.91	1.54	3.16	4.20
	a) Net Cash Flow from operating activities	72,889,359	118,238,916	62,615,345	128,454,301	170,600,894
	b) Number of Shares outstanding	40,664,966	40,664,966	40,664,966	40,664,966	40,664,966

5.7

MANAGEMENT EXPENSES

As per regulatory requirement, each non life insurance company has to maintain management expenses within the allowable limit. The company has incurred Tk. 16.65 crore as management expenses in FY 2025 but allowable management expenses was Tk. 16.56 crore thus representing 0.29% lower than the allowable limit.

Amount in Taka

Particulars	2025	2024	Change in %
Management Expenses:			
Allocated Revenue Expenditure	166,552,278	153,281,959	8.66%
Un allocated Revenue Expenditure without Depreciation	3,543,994	4,027,286	-12.00%
Total Expenses	170,096,272	157,309,245	8.13%
Allowable Management Expenses	165,646,048	166,122,919	-0.29%
Excess/(Short) Management Expenses	4,450,224	(8,813,674)	
% of Excess/(Short) Management Expenses	2.69%	-5.31%	

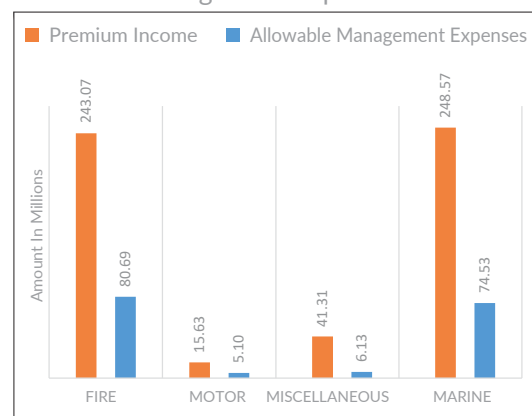
Allowable Management Expenses For the year ended 2025

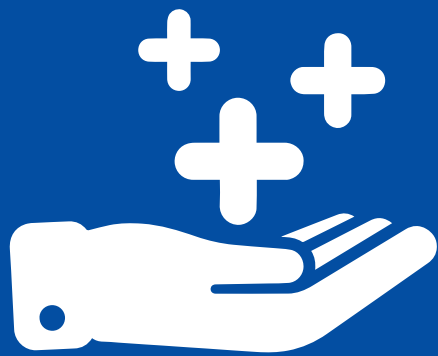
Premium Income	2025	Management Expenses	2025
Fire	243,074,643	Fire	80,692,136
Motor	15,626,862	Marine	5,101,152
Miscellaneous	41,308,326	Motor	6,131,413
Sub Total	300,009,831	Miscellaneous	91,924,701
Marine	248,571,607		74,533,778
Total Premium Income	548,581,438	Total Allocated Exp	166,458,479
		Unallocated Expenses without Depreciation	3,543,994
		Total Allowable Expenses	170,002,473

Allowable Management Expenses For Fire, Motor and Miscellaneous:

	Premium Income		Allow. Expenses
1st	150,000,000	35%	52,500,000
2nd	150,000,000	33%	49,500,000
Remaining	9,831	32%	3146
Total	300,009,831		102,003,146
1st	150,000,000	26%	39,000,000
Remaining	98,571,607	25%	2,4642,902
Total	248,571,607		63,642,902
Total Allowable Expenses	548,581,438		165646048

Allowable Management Expenses





VALUE ADDED INFORMATION

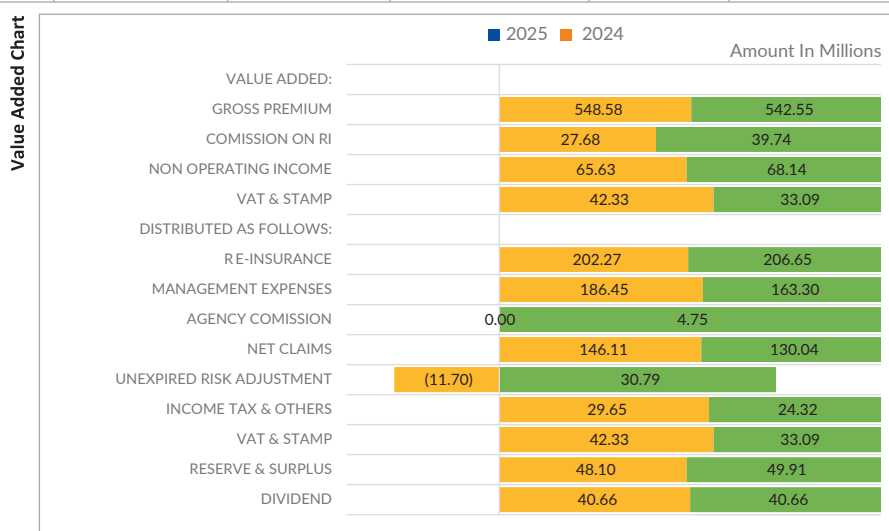
6.1

VALUE ADDED STATEMENT

"Value added (VA) statement shows how much value (wealth) has been created by an enterprise through utilization of its capacity, capital, manpower, and other resources, and how it is allocated among different stakeholders (employees, lenders, shareholders, government, etc.) in an accounting period."

Amount in Taka

Particulars	2025	%	2024	%	Change in %
Value Added:					
Gross Premium	548,581,439	80%	542,550,239	79%	1%
Comission on RI	27,676,004	4%	39,736,362	6%	-30%
Non operating Income	65,631,162	10%	68,139,285	10%	-4%
VAT & Stamp	42,332,806	6%	33,094,726	5%	28%
Total Value Added	684,221,411		683,520,612	100%	0.10%
Distributed as follows:					
Re-Insurance	202,269,359	30%	206,654,796	30%	-2%
Management Expenses	186,446,909	27%	163,297,794	24%	14%
Agency Comission	0	0%	4,747,511	1%	-100%
Net Claims	146,110,100	21%	130,042,836	19%	12%
Unexpired risk Adjustment	(11,695,015)	-2%	30,786,293	5%	-138%
Income tax & Others	29,649,162	4%	24,322,699	4%	22%
Vat & Stamp	42,332,806	6%	33,094,726	5%	28%
Reserve & Surplus	48,100,314	7%	49,908,991	7%	-4%
Dividend	40,664,966	6%	40,664,966	6%	0%
Total Distribution	683,878,601		683,520,612	100%	0.05%
Number of Employee	267		230		
Value Added per Employee (Taka)	2,561,343		2,971,829		



6.2

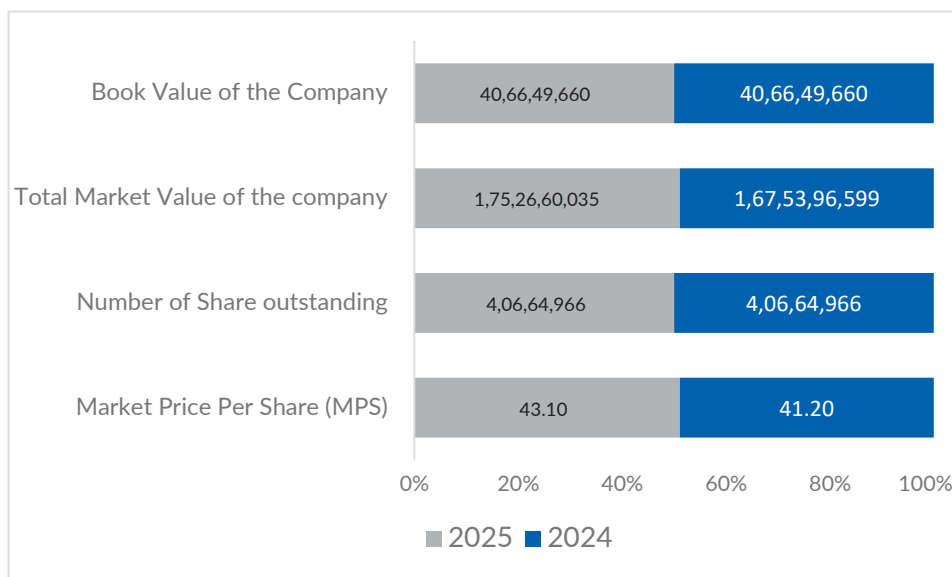
MARKET VALUE ADDED STATEMENT

Market Value Added (MVA) statement is an indication of its capacity to increase shareholder value over time. It is a performance measurement tool that computes for the increase in the value of the company's stock price. A high MVA is evidence of effective management and strong operational capabilities. A low MVA can mean the value of management's actions and investments is less than the value of the capital contributed by shareholders. A negative MVA means the management's actions and investments have diminished and reversed the value of capital contributed by shareholders.

Amount in Taka

Particulars	2025	2024
Market Value Added:		
Market Price Per Share (MPS)	43.10	41.20
Number of Share outstanding	40,664,966	40,664,966
Total Market Value of the company	1,752,660,035	1,675,396,599
Book Value of the Company	406,649,660	406,649,660
Market Value Added	1,346,010,375	1,268,746,939

Market Value Added



6.3

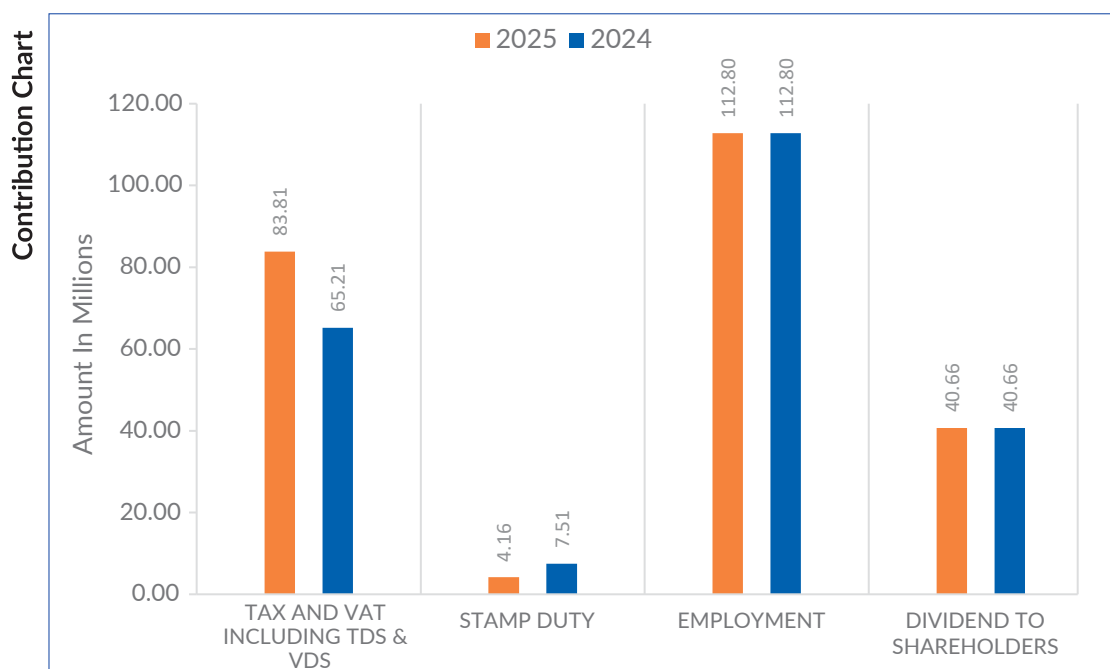
CONTRIBUTION TO THE NATIONAL ECONOMY

"Insurance turn accumulated capital into productive investments. Insurance also enables mitigation of losses, financial stability and promotes trade and commerce activities those results into sustainable economic growth and development. Thus, insurance plays a crucial role in the sustainable growth of an economy. An erudite insurance sector is also important in encouraging domestic production, innovation and trade. Insurance reduces the investment risk faced by companies and the state. Many companies find it far more expensive, if not impossible, to take out a loan without purchasing the requisite insurance protection.

Paramount Insurance is one of the major contributors to the economy of Bangladesh in Insurance industry. The company has paid VAT and Tax by complying all relevant laws and regulation in the country. We have paid Tk.8.38 Crore to the government Exchanger as corporate tax, VAT, TDS, VDS and Tk. 4.16 Lacs to the government Exchanger as insurance stamp. The company also made an economic impact by creating employment and trained them to serve the country. The company has also paid a satisfactory dividend to its shareholders."

Amount in Taka

Particulars	2025	2024
Tax and VAT including TDS & VDS	83,808,823	65,212,058
Stamp Duty	4,163,812	7,505,760
Employment	112,795,457	112,795,457
Dividend to Shareholders	40,664,966	40,664,966
Total	241,433,058	226,178,241





CORPORATE GOVERNANCE

7.1

DIRECTORS' REPORT TO THE SHAREHOLDERS

For The Year Ended December 31, 2025

DEAR SHAREHOLDERS, ASSALAMUALAIKUM,

Once again, on behalf of the Board of Directors of your Paramount Insurance PLC., it is our pleasure and privilege to present the Directors' Report and Auditors' Report together with the Audited Financial Statement for the Year ended 31st December 2025. In this dignified gathering I, on behalf of all the Board of Directors would like to express my heartiest gratitude and welcome all the shareholders of the 27th Annual General Meeting being the member of 'Paramount Family'. This Report of the Board of Directors of our company has been prepared in compliance with the provisions of section 184 of the Companies Act 1994 (Act No. XVIII of 1994) and other relevant rules and notifications issued by the Bangladesh Securities Exchange Commission & other regulatory bodies. Through this report the Directors have made relevant disclosures and explanations relating to the issues to ensure compliance, transparency and good corporate governance practices along with the details of the business performance and achievements of the company.

OUR COMPANY:

As you know, your company Paramount Insurance sailed its anchor at the beginning of the year 2000 upon getting permission of the Government of the Peoples Republic of Bangladesh in the end month of the year 1999. Since then, our efforts in establishing "Paramount" in a very good position is going on. Present position of the company is the result of our joint effort and your support. I believe, our progress will reach its destination by the grace of Almighty Allah along with your co-operation in all respect.

GLOBAL ECONOMY & BANGLADESH ECONOMY

The global economy refers to the economic activities that occur across international borders, influenced by trade, finance, technology, and geopolitics. In recent years, it's faced significant challenges including:

- **Post-pandemic recovery:** While some countries have bounced back, others are still struggling with inflation, disrupted supply chains, and labor shortages.
- **Geopolitical tensions:** Conflicts like the Iran-United States of America & Israel war and strained U.S.-China relations have led to market uncertainty and reshaped global trade routes.
- **Inflation and interest rates:** Major economies like the U.S. and EU have implemented aggressive interest rate hikes to curb inflation, impacting global borrowing costs.

Bangladesh has been one of South Asia's most resilient economies in recent decades. Driven by a strong garments sector, remittance inflows, and growing domestic demand, the country has maintained a decent GDP growth trajectory. However, the global economic shifts have created new hurdles.

Key Strengths:

- **Garments Exports:** Bangladesh is the world's second-largest apparel exporter. The sector is a major source of employment and foreign exchange.
- **Remittances:** Millions of Bangladeshis working abroad send back billions in remittances, supporting rural economies and consumption.

- **Infrastructure Development:** Megaprojects like Padma Bridge and metro rail lines are boosting connectivity and business potential.

CHALLENGES:

- **Currency depreciation:** The taka has weakened against the dollar due to a strong USD and reduced forex reserves, increasing import costs.
- **Inflation:** Rising global commodity prices and local supply chain issues have pushed inflation higher, impacting low- and middle-income households.
- **Foreign exchange pressure:** A growing trade deficit and reduced remittance inflows have created stress on the country's forex reserves.

HOW THE GLOBAL ECONOMY AFFECTS BANGLADESH

- **Export Dependency:** A slowdown in Europe or the U.S. directly hits garment orders, which can lead to factory closures and job losses.
- **Commodity Prices:** Rising prices of fuel, food, and raw materials globally increase Bangladesh's import bill and inflation.
- **Investment Flows:** Tighter global monetary policies reduce the availability of foreign investment and loans, affecting development projects.

LOOKING AHEAD: NAVIGATING THE FUTURE:

To mitigate global economic shocks, Bangladesh needs to focus on:

- **Export diversification:** Beyond garments, sectors like IT, leather, and agro-processing hold promise.
- **Boosting domestic production:** Reducing dependency on imports can cushion against global price volatility.
- **Policy reform:** Continued improvements in governance, infrastructure, and business climate are essential for sustainable growth.

The global economy and the Bangladesh economy are deeply interlinked. While global trends pose risks, they also offer opportunities. With smart policies, innovation, and resilience, Bangladesh can continue to rise as a key player in the global marketplace.

NON-LIFE INSURANCE INDUSTRY

Bangladesh has a history of insurance industry aging a near about a century. In 1973, the Government has decided to separate the insurance sector by Life Insurance and General (Non-life) Insurance. At the same time, the government has formed two bodies i.e. Jibon Bima Corporation to deal with Life Insurance activities and Shadharan Bima Corporation to deal with General Insurance activities. Now the total number of non-government General (Non-life) Insurance Company is reached at 46.

In these consequences, Paramount has done well amongst the 3rd generation insurance companies and manage a net profit after tax of Tk.89,201,890/= and earnings per share stood at Tk. 2.19 which is 28.16 in terms of face value per share.

BUSINESS ACHIEVEMENT

Respected Shareholders, you are aware that the Non-Life insurance business is mostly dependent on expansion of industries, growth in trade and commerce, and also the increase in investment including FDI, the economic and political stability and normal life situation which of course, could to some extent be maintained during the year under review. In the face of it, there are several other impediments which were haunting the insurance industry for long rather those were further intensified hampering the bright future of the industry in the previous years. Those were undercut in tariff, rising procurement cost, uneven taxation policy etc. Hopefully the relevant authorities have taken some strong directives and initiatives to overcome these shortcomings. During the year 2025 your company achieved a gross premium income of Tk. 548,581,439/= which is 1.11% higher than that of last year. On the other hand, Net Worth of the company was increased to Tk. 1,144,997,271/= as against Tk. 1,108,366,852/= in the last year. We have been able to do good business this year as compared to last years, we are also striving to achieve the annual target set for the year 2026. So, we are very much agreed on to fill up the business target by increasing the trend of business within the domain of the Insurance Act and other relevant laws.

SEGMENT WISE BUSINESS PERFORMANCE

During the year 2025 Paramount Insurance PLC. has earned a gross premium of Tk. 548.58 Million in the following business segments ;

Particulars	Current year (2025)	Previous year (2024)	% increased
Fire Insurance	Tk. 243.07 million	Tk. 249.03 million	(2.39)%
Marine Insurance	Tk. 248.57 million	Tk. 214.18 million	16.05%
Motor Insurance	Tk. 15.62 million	Tk. 16.53 million	(5.50)%
Misc. Insurance	Tk. 41.30 million	Tk. 62.79 million	(34.22)%
Total Gross Premium	Tk. 548.58 million	Tk. 542.55 million	1.11%

PROFIT, DIVISIBLE PROFIT & DIVIDEND:

In the face of various hurdles, economic stagnant, and ups and downs in the market, your company has been able to retain its operation profitability with a view to build up of a solid base. Paramount Insurance earned a profit of Tk. 118.85 million before taxation. It has transferred a total of Tk. 295.05 million to reserve for exceptional loss up-to current year in order to maintain strong base for meeting future probable exceptional claim or catastrophe. During the year 2025 Tk. 29.64 million has been transferred to provision for income tax and deferred taxation. Balance of net profit Tk. 89.20 million has been retained for shareholders. A meeting of the Board of Directors of the company held on 10th March 2026 has recommend 10% cash dividend for the year 2025 out of this surplus. The Board believes that the company; by utilizing your investment properly and materializing the opportunities of new Act and directives of IDRA, we will be able to improve in the coming years.

SEGREGATION OF GROSS PREMIUM

A table of segregation of gross premium has been presented on page nos. 53 of the Annual Report.

SEGREGATION OF NET PREMIUM

A table of segregation of net premium has been presented on page nos. 53 of the Annual Report.

FINANCIAL PERFORMANCE

Performance of the company in terms of key performance indicators has been shown in a separate statement under title "Five years Financial performance of the Company" 53 of the Annual Report.

RE-INSURANCE UTILIZATION AND RISK RETENTION RATIO

The company has re-insurance treaty agreement with Shadharan Bima Corporation (SBC). Besides, we place Facultative Reinsurance coverage to Klaption Reinsurance Ltd., Sentinel Underwritings Specialty Marker, WAICA Re, CICA Re PICC through protection Insurance, broker against all classes of general insurance business.

You may be aware that usually high-risk retention level signals inadequate reinsurance protection while low risk retention level hampers profitability. Segment-wise Risk Retention Ratios of the company for the last few years are shown on page nos. 58 of the Annual Report.

PROFITABILITY

Since the company's source of revenue is premium income from underwriting business under other income like fire insurance, marine insurance, motor insurance, and miscellaneous insurance business and income from investment, its profitability depends on these sources.

INVESTMENT PROFILE

The investment schedule of the company is presented on 60 pages

SEGREGATION OF INVESTMENT INCOME AND OTHER INCOME

Paramount Insurance reports consistent growth across all its investment income and non-recurring income components, which comes in 60 pages.

RISKS AND CONCERNS

As Paramount Insurance continues to invest in new ways to gain a better understanding of the dynamic and constantly changing risk environment, it remains at the forefront of risk and resilience, enhancing risk mitigation strategies for businesses, governments and the civil society as well as informing the public policy

A detailed report on the risk management framework has been made separately on page no.27- 28.

COST OF SERVICE SOLD, GROSS PROFIT MARGIN & NET PROFIT MARGIN

Paramount Insurance PLC. is not a manufacturing company. It is a Non-Banking Financial Institutions dealing with non-life Insurance in Bangladesh. Cost of Goods Sold, Gross Profit Margin & Net Profit Margin is not considering to prepare Financial Statement. Therefore, comparative analysis of financial performance is elaborately discussed on presentation on Financial Indicators at page no.53.

EXTRA-ORDINARY ACTIVITIES & THEIR IMPLICATION

The activities of Paramount Insurance PLC. have a steadily growth from the beginning. No extra-ordinary activities occurred during the year and have no implications in the financial statements.

RELATED PARTY TRANSACTIONS

In the ordinary course of business, related party transactions take place with others entities that fall within the term related party as defined in IAS 24: Related Party Disclosure. A statement on the related party transactions has been disclosed under item no.2.20.

UTILIZATION OF PROCEEDS RAISED THROUGH PUBLIC ISSUES

The Company's IPO was made in 2007. No further raised through public issues, right issues and or any other instruments were proceeds during the year.

DETERIORATION OF FINANCIAL RESULTS

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

VARIANCE BETWEEN QUARTERLY AND ANNUAL FINANCIAL STATEMENTS

Statement of Quarterly Financial Statement is given separately. There were some variances in the financial results from quarter to quarter. But they are not very significant or material in nature.

DIRECTOR'S REMUNERATION

No remuneration, board meeting attendance fees is provided to any of the directors of the company.

DISCLOSURE ON PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

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. Audited Financial Statements are shown at page no. 165-204.

MAINTAINING PROPER BOOKS OF ACCOUNT

The directors' responsibilities also include overseeing whether adequate accounting records are being maintained with vouchers relevant to any entry in good order. The books of accounts kept at the registered office of the Paramount Insurance Company Limited.

APPROPRIATE ACCOUNTING POLICY

The Directors' responsibilities also include supervision for designing, implementing and maintaining internal control relevant to the preparation and fair presentation of these Financial Statements those are free from material misstatement, whether due to fraud and error: selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

FOLLOWED IAS AND IFRS

International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclose. The name of the complication of IAS and IFRS are disclosed in the page no.178.

PROTECTION OF MINORITY SHAREHOLDERS

This is to certify that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress.

GOING CONCERN

Financial statements are generally prepared under the assumption that the business will remain a "going concern". That is, it is expected to continue to generate a positive return on its assets and meet its obligations in the ordinary course of business. It is the responsibility of the management of a company to determine whether the going concern assumption is appropriate in the preparation of financial statements. Paramount Insurance is running well above the level of different parameters set by the respective guidelines of IDRA expects few ratios. The report on going concern is disclosed in the page no.104.

DEVIATIONS FROM THE LAST YEAR OPERATING RESULTS

There were no significant deviations from the last years operating results of the company.

FIVE YEARS OPERATING AND FINANCIAL DATA

The key operating and financial data for the last five years have been disclosed at page no.53-54.

PROPOSED DIVIDEND

The Board of Directors at the of considering the financial statements for the year ending 31st December 2025 have recommended 10% cash (i.e, Tk.1.00 per share) from the distributable profits of the company which will be placed before the shareholders in the forthcoming AGM for approval.

The members of the Board agreed in principal and declared that pursuant to the Corporate Governance Code-2018, the Board shall not declare bonus share or stock dividend as interim dividend.

BOARD MEETINGS AND ATTENDANCE

During the year, the Board of Director Meeting and their attendance records are shown at page no.77

PATTEN OF SHAREHOLDING

A report on the pattern of shareholding disclosing the aggregate number of shares along with name-wise details as on 31 December 2025 are stated at page no.-90-91.

DIRECTOR APPOINTMENT REAPPOINTMENT

A disclosure made to the shareholders for the appointment or reappointment of a Director's

(including existing director's) brief resume, expertise in specific functional areas and holding directorship or membership of any other companies or committees are shown at page no.30 to 35.

As per BSEC Notification No.BSEC/CMRRCD/2009-193/3/Admin/104, dated 05 February 2020, we have also made a disclosure to the Directors profile mentioned in the above pages, in case of appointment or re-appointment of any member of the Board of Directors, about the primary employment and other companies in the resume of such member of the Board of Directors.

BOARD OF DIRECTORS

There were 10 (Ten) Directors in the Board of Paramount Insurance PLC.. Mr. Shakhawat Hossain is the Chairman and Ms. Anita Haque is the Vice-Chairman of the Board. The list of the Board of Directors is shown at page no.30.

RETIREMENT AND RE-ELECTION OF DIRECTORS:

As per provisions of Article No. 112 and 113 of the Articles of Association of the company, following Directors will be retired in the 27th Annual General Meeting and will be appointed /re-appointed to fill up the vacant position in the same meeting.

Group-A

1. Mr. Shakhawat Hossain (Retired and Re-appointed in 2024).
2. Mr. Ashit Kumar Das (Retired and Re-appointed at the same AGM in 2024).

Group - B

Mr. A.H.M Habibur Rahman (Appointed on 12th June 2023)

Nominated Director to represent Paramount Holdings Limited

In accordance with the provisions of Article No. 112 and 113 of the of the Articles of Association (Complying with present laws) of the Company, Mr. A.H.M Habibur Rahman from group "B" will be retired in the 27th Annual General Meeting. Mr. Rahman as an eligible candidate express his interest to be re-appointed.

ELECTION OF DIRECTORS BY PUBLIC SUBSCRIBERS

With a view to inform all public subscribers we have arrange to publish notification in 2 (two) national dailies namely, Daily Akusher Bani and The Mushlim Times Dated March 10, 2026 for election from public shareholders in the 27th AGM. (The Insurance Rules, 1958, rules 15(B) (3).

RETIREMENT AND APPOINTMENT OF INDEPENDENT DIRECTORS

As per Bangladesh Securities and Exchange Commission Notification No.SEC/CMRRCD/2006-158/207/Admin/80, dated June 03,2018, Accordingly, an independent director of the company was appointed and retired.

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

Annual CSR programs in terms of board approved CSR policies of Paramount Insurance PLC. will be drawn up and implemented by the dedicated CSR unit Report on CSR shown at page no.99-100

CREDIT RATING

ARGUS Credit Rating Services Limited has rated the Company in 2025 with "AA+" in the long term and ST-2 for the Short Term based on audited financial statements and other available information up to the date of rating declaration. The outlook on the rating is Stable. The rating reflects the Strengths of the Company which is backed by a strong team of management.

CONTRIBUTION TO NATIONAL ECONOMY

PIPLC contributes to the national exchequer in the form of income tax, VAT & Excise duty. The company's contribution to the national exchequer has been presented on page no.68.

HUMAN RESOURCE

At PIPLC, our people are our greatest asset. It is one of our utmost priorities that the employees are taken care of. We try to provide our people a congenial work environment, opportunity to hone their skills and apt compensation and rewards that drive their motivation and work performance -one key reasons for our continued success.

A separate report on human resources has been presented on page no.44-46.

INFORMATION TECHNOLOGY

Paramount Insurance PLC. has a most flexible & secure IT department with some experienced, energetic and intelligent IT specialist. In this modern world IT departments have traditionally been the sole proprietor of technology within organizations with responsibility to ensure all technological aspects of an organization are running smoothly.

A separate report on Information Technology has been presented on page no. 51.

CORPORATE AND FINANCIAL REPORTING :

The Directors, in accordance with SEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, confirm compliance with the financial reporting frameworks as follows;

We Report that;

- 01) 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.
- 02) Proper books of account of the company have been maintained.
- 03) Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accountings estimates are based on reasonable and prudent judgment.
- 04) 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. Statement on Compliance with IAS, Statutes & Rules are shown in Note-2.10
- 05) The system of internal control is sound in design and has been effectively implemented and monitored.
- 06) There are no significant doubts upon the company's ability to continue as a going concern.
- 07) There are no significant deviations from last year in operating result of the company.
- 08) The key operating and financial data of preceding five years have been provided in page no.-53-54
- 09) As on December 31, 2024 shareholdings pattern of the company are shown in Note-3.02, 3.02(a), 3.02(b), 3.02(b)(i) and in page no.-90-91.
- 10) A brief resume of the Directors along with other necessary particulars are shown in page no.-31-35

THE BOARD OF DIRECTORS :

The Board of Paramount Insurance PLC. was constituted by 10 members. Out of which 5 from Sponsor Group, 3 from General Shareholders Group and the rest 2 were Independent Directors. Meetings of the Board of Directors are held regularly. The Board approves the annual target and reviews the business plan of the company and gives guideline for improvement whenever necessary. The management operates within the guidelines, limits, policies as well as the budgetary control adopted by the Board. The Board also ensures strict compliance to the regulatory requirements of timely submission of various financial statements enabling the shareholders to assess the overall performance of the company.

During the year 2025, 07 (Seven) meetings of the Board of Directors were held. It is thus evident that the Directors take much interest in the affairs of the company. A summary of attendance in the meetings during 2025 is given below :

Name of the Directors	Total numbers of meeting held during the year	Total attendance	Remarks
Mr. Shakhawat Hossain	07	07	The Directors who could not attend any meeting were granted leave of absence.
Ms. Anita Haque	07	07	”
Mr. Alock Kumar Das	07	07	”
Anita Das	07	07	”
Mr. Ashit Kumar Das	07	06	”
Mr. A.H.M. Abdur Rahman	07	07	”
Mr. A.H.M. Habibur Rahman	07	07	”
Mr. Mohammad Jahidul Abedin	07	07	”
Mr. Sib Sankar Saha, FCA	07	06	”
Mr. Hari Pada Deb	07	07	”

SUB-COMMITTEES OF THE BOARD OF DIRECTORS:

The Board has 6 (Six) committees namely i) Executive Committee, ii) Audit Committee, iii) Claim/Risk Management Committee, iv) Nomination and Remuneration Committee, v) Investment Committee and vi) Policyholder protection & Compliance Committee. Each committee operates under specific Terms of Reference (TOR) that sets out its responsibilities and composition. The meetings of all the committees are held regularly in order to monitor various affairs of the company according to the delegated functions given to them by the Board.

EXECUTIVE COMMITTEE:

Executive Committee is compressed of 3 members. Sponsor Director Mr. Ashit Kumar Das is the chairman of the Committee. Other members of the committee are Anita Das and Mr. A H M Habibur Rahman. Mr. Md. Sajjad Yahya, MD & CEO is the ex-officeo member of the committee. During the year 2025, 01 (One) meeting of the Executive Committee was convened.

AUDIT COMMITTEE AND ITS' REPORT:

Audit Committee is constituted by 3 (Three) members of the board in which 2 (Two) are independent directors. Mr. Sib Sankar Saha, FCA is the chairman and Mr. Hari Pada Deb and Mr. Mohammad Jahidul Abedin are the members of the committee and the Company Secretary is the Secretary of this Committee.

During the year 2025, 7 (Seven) meetings of Audit Committee were held. Report of the Audit Committee was placed before the Board.

CLAIM/RISK MANAGEMENT COMMITTEE:

Claim Committee is compressed of 3 (Three) Directors. Ms. Anita Haque is the chairman of the Committee. Other members of the committee are Anita Das and Mr. A H M Habibur Rahman. Mr. Md. Sajjad Yahya, MD & CEO is the ex-officeo member of the committee. During the year 2025, 7 (Seven) meeting of the Claim Committee was convened. Your company paid Tk.113.61 million to various clients against their valid claims.

NOMINATION & REMUNERATION COMMITTEE (NRC):

The Board of Directors has formed a NRC committee as a sub-committee of the Board, has been constituted by 2 (two) Independent Directors and 1 (one) Sponsor Director. Mr. Hari Pada Deb, Independent Director of the Board, is the Chairman of the Committee and other Members are Mr. Sib Sankar Saha, FCA, Independent Director and Mr. Mohammad Jahidul Abedin. MD & CEO is the Ex-officio member of the Committee and the Company Secretary is the Secretary of this Committee. The NRC assist the board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top-level executive as well as a policy for formal process of considering remuneration of directors, top level executive. During the year 2025, 2 (Two) NRC Meeting were held. Report of the Nomination & Remuneration Committee is shown in the page No. 105.

INVESTMENT COMMITTEE

Investment Committee is constituted by 5 (Five) members of the board. Mr. Mohammad Jahidul Abedin is the chairman. Other members of the committee are Mr. Hari Pada Deb, Mr. Ashit Kumar Das, Mr. A H M Habibur Rahman, Mr. A H M Abdur Rahman. And the Company Secretary is the Secretary of this Committee. During the year 2025, 1 (One) Investment Committee meeting were held.

POLICYHOLDER PROTECTION & COMPLIANCE COMMITTEE

Policyholder Protection & Compliance Committee is constituted by 3 (Three) members of the board. Mrs. Anita Das is the chairman. Other members of the committee are Mr. Hari Pada Deb, Independent Director & Mr. Mohammad Jahidul Abedin. And the Company Secretary is the Secretary of this Committee. During the year 2025, 1 (One) meeting of Policyholder Protection & Compliance Committee were held.

CODE OF CONDUCT FOR BOARD OF DIRECTORS:

Paramount Insurance PLC is one of the 3rd generation non-life insurance companies of Bangladesh. The Board of Directors of Paramount is committed to demonstrate very high standard ethical behavior with all the stakeholders of the company including clients, employees, regulators and others. The Board of Directors is responsible for giving decisions to the management for implementation within the policy-framework by virtue of their integrity, objectivity which must match with the company's ultimate goal. Among others these are the main code of conduct of Board of Directors are follows.

- a) Make policies within company policy-framework;
- b) Never not interfere day to day functions of management;
- c) Avoid conflict of interest;
- d) Comply with all relevant local and international laws and rules;
- e) Maintain confidentiality;
- f) Maintain fair dealing and avoid insider trading,
- g) Reward and compensate the real performers;
- h) Sacrifice personal and group interest for the greater interest of the company and
- i) Participate appropriate and in real CSR activities.

PROSPECT FOR 2026:

Due to the changed policy of the government, Bangladesh economy is expected to grow favorably. Besides good harvest, recovery of agriculture output, infrastructure development, stable manufacturing growth supported by strong export demand of garments, robust service sector growth and steady flow of remittances would further add to the growth of the economy.

In view of these positive factors, Bangladesh economy is expected to grow further in the year 2026. Among the South Asian our GDP is still higher than others.

In the backdrop of such a good prospect in the economic arena, our company will strive hard to achieve its stated corporate objectives. We are trying our best and thus we become a leading insurance company in the country. Paramount has taken some contemporary steps of marketing development to boost up of the

company business. With the sincere support of our valued clients and honorable shareholders, we expect a very good year ahead of us.

CORPORATE GOVERNANCE:

Corporate governance is such a system of governance in which organizations are run, managed and controlled with fairness, transparency, accountability and responsibility. Corporate governance with its present standard feature and structure has grown rapidly in the global business reporting due to the fact that in the recent years the legislative and regulatory activities, owner's and the management responsibilities increased as well as evolving best practice recommendations.

All of you know that good corporate governance system is vital for efficient and effective business operation to achieve the set goal. In line with the best practice, the corporate governance systems and practices in Paramount are designed to ensure adequate internal control in operational process, transparency and accountability. The Board of Directors always put emphasis that the company conducts itself as a good corporate entity and comply with corporate behavior & guidelines adherence to rules and regulations etc. It is also ensured that duties and responsibilities are appropriately segregated between the Board and management to provide sufficient check and balance and flexibility for smooth business operations. The Board provides leadership and direction to the management, approves strategic and major policy decisions and to oversee the management to attain predetermined goals and objectives of the company. We are already in compliance with almost all of the provisions of Bangladesh Securities & Exchange Commissions' Notification No. BSEC/CMRRCD /2006-158/207/Admin/80 dated 3 June 2018. A summary report on the status of compliance as per Bangladesh Securities & Exchange Commission is given at Annexure C this report in the form of check list.

ACKNOWLEDGEMENT:

I take this opportunity, on behalf of the Board of Directors, to express my heartfelt gratitude to all of our valued clients, shareholders and well-wishers of home and aboard for their wholehearted co-operation and active support in discharging the responsibilities reposed on me and the Board during the year under review.

I also thank the Ministry of Finance and the Ministry of Commerce, The Insurance Development & Regulatory Authority, Registrar of Joint Stock Companies, Bangladesh Securities and Exchange Commission, Sadharan Bima Corporation, Dhaka Stock Exchange PLC., Chittagong Stock Exchange PLC., Government and Private Sector Organizations, and many others for their sincere support and whole hearted co-operation to our company.

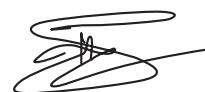
I, on behalf of the Board, also put on record my deep appreciation for the services and loyalty of the executives, officers and employees of the company at all levels without which we could not have achieved this result.

Thanks, are also due to the Managing Director, Deputy Managing Directors, Executive Directors, all Officers and Staff of the company for their excellent, sincere, dedicated efforts in achieving company's target during the year under review.

The company remains fully committed to its deep determination and ideology of personalized client service up to the satisfaction of valued customers. To ensure financial security we always welcome your suggestion and opinion to improve present and future services of the company.

I now appeal to the magnanimity of the valued shareholders to kindly accept and approve the, Auditors' Report, Annual Audited Financial Statements 2025 and Directors' Report placed before you.

Thanking you all,
On behalf of the Board of Directors,



SHAKHAWAT HOSSAIN
CHAIRMAN

7.2

পরিচালনা পর্ষদ কর্তৃক পেশকৃত প্রতিবেদন

২০২৫ সালের ৩১শে ডিসেম্বর তারিখে সমাপ্ত বছরের জন্য

প্রিয় শেয়ারহোল্ডারবৃন্দ,
আসসালামু আলাইকুম।

প্যারামাউন্ট ইন্স্যুরেন্স পিএলসি. এর ২৭তম বার্ষিক সাধারণ সভায় পরিচালনা পর্ষদের পক্ষ থেকে আপনাদের সকলকে আন্তরিক কৃতজ্ঞতা ও শুভেচ্ছাসহ সাদর আমন্ত্রণ জানাচ্ছি। প্যারামাউন্ট ইন্স্যুরেন্স পিএলসি. এর পরিচালনা পর্ষদের পক্ষে ২০২৫ইং সালের ৩১শে ডিসেম্বর তারিখে সমাপ্ত বছরের বার্ষিক প্রতিবেদন এবং নিরীক্ষিত আর্থিক বিবরণী আপনাদের নিকট পেশ করতে পেরে আমি খুবই আনন্দিত। আজকের এই মহতী সমাবেশে কোম্পানীর পরিচালকবৃন্দের পক্ষ থেকে আপনাদের সকলকে “প্যারামাউন্ট পরিবারের” সদস্য হিসাবে শুভেচ্ছা ও স্বাগত জানাচ্ছি।

কোম্পানী আইন ১৯৯৪ এর ধারা-১৮৪ ও বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন ও অন্যান্য সংশ্লিষ্ট আইনের বিধি, নোটিফিকেশন মোতাবেক কোম্পানীর পরিচালনা পর্ষদের প্রতিবেদন তৈরি করা হয়েছে। পরিচালনা পর্ষদ তাদের প্রতিবেদনে সচ্ছতা, জবাবদিহিতা ও সুশাসনের দিকে নজর রেখে সংযুক্তি ও ব্যাখ্যার মাধ্যমে ব্যবসায়িক কর্মকান্ড ও সাফল্য তুলে ধরার চেষ্টা করেছেন।

সুধীবৃন্দ,

আপনাদের প্রিয় প্রতিষ্ঠান “প্যারামাউন্ট ইন্স্যুরেন্স পিএলসি” ১৯৯৯ সালের শেষের দিকে গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের অনুমোদন প্রাপ্তির পর ২০০০ সাল থেকে প্রকৃত যাত্রা শুরু করে। আর তখন থেকেই “প্যারামাউন্ট”-কে প্রতিষ্ঠার জন্য আমাদের প্রচেষ্টা অব্যাহত রয়েছে এবং কোম্পানীর আজকের এই প্রতিষ্ঠা আমাদের সমন্বিত প্রচেষ্টারই ফলশ্রুতি। আমি আন্তরিকভাবেই বিশ্বাস করি মহান আল্লাহুতালার অশেষ রহমতে এবং আপনাদের সবার আন্তরিক সহযোগিতায় আমরা কাঙ্ক্ষিত লক্ষ্যে পৌঁছবোই।

বৈশ্বিক অর্থনীতি, বাংলাদেশ অর্থনীতি

বৈশ্বিক অর্থনীতি বিশ্বের সকল দেশের অর্থনৈতিক কর্মকাণ্ডের সম্মিলিত চিত্র। এটি আন্তর্জাতিক বাণিজ্য, বিনিয়োগ, প্রযুক্তি, শ্রমবাজার এবং আর্থিক ব্যবস্থার উপর নির্ভরশীল। সাম্প্রতিক বছরগুলোতে বিশ্ব অর্থনীতি বৈশ্বিক মহামারি, ইরান-যুক্তরাষ্ট্র এবং ইসরাইল যুদ্ধ, জ্বালানির মূল্য বৃদ্ধি ও সরবরাহ শৃঙ্খলের বিঘ্নের কারণে অস্থির হয়ে উঠেছে।

আন্তর্জাতিক বাণিজ্য : দেশগুলো পণ্যের রপ্তানি-আমদানির মাধ্যমে পারস্পরিকভাবে অর্থনৈতিকভাবে নির্ভরশীল।

আর্থিক বাজার : ডলার, ইউরো, ইউয়ানসহ বিভিন্ন মুদ্রার মান ওঠানামা বৈশ্বিক প্রভাব ফেলে।

প্রযুক্তি ও উদ্ভাবন : বিশ্বজুড়ে প্রযুক্তিগত উন্নয়ন উৎপাদন ও কর্মসংস্থানে ব্যাপক পরিবর্তন আনছে।

জলবায়ু পরিবর্তনের প্রভাব : অর্থনীতির উপর জলবায়ু পরিবর্তন এক বড় চ্যালেঞ্জ হিসেবে আবির্ভূত হয়েছে।

বাংলাদেশের অর্থনীতি

বাংলাদেশ একটি উন্নয়নশীল দেশ, যার অর্থনীতি বিগত কয়েক দশকে উল্লেখযোগ্য অগ্রগতি অর্জন করেছে। তৈরি পোশাক শিল্প, প্রবাসী আয় এবং কৃষি বাংলাদেশের অর্থনীতির মূল চালিকাশক্তি।

- তৈরি পোশাক শিল্প: রপ্তানি আয়ের প্রায় ৮০% আসে এই খাত থেকে। বাংলাদেশ বিশ্বের দ্বিতীয় বৃহত্তম পোশাক রপ্তানিকারক দেশ।
- প্রবাসী আয়: মধ্যপ্রাচ্যসহ বিভিন্ন দেশ থেকে প্রবাসীরা রেমিট্যান্স পাঠিয়ে দেশের বৈদেশিক মুদ্রার রিজার্ভে অবদান রাখে।
- কৃষি খাত: এখনও দেশের একটি বড় অংশ কৃষি নির্ভর, যদিও ধীরে ধীরে শিল্পায়নের দিকে অগ্রসর হচ্ছে।
- নবীন প্রযুক্তি ও স্টার্টআপ: তরুণ প্রজন্ম তথ্যপ্রযুক্তি ও উদ্যোক্তাবৃত্তিতে যুক্ত হচ্ছে, যা ভবিষ্যতে ডিজিটাল অর্থনীতির ভিত্তি গড়বে।

চ্যালেঞ্জ:

- মূল্যস্ফীতি ও ডলার সংকট
- বৈদেশিক ঋণ ও আমদানি ব্যয় বৃদ্ধি
- কর্মসংস্থানের সংকট ও শিক্ষিত বেকারত্ব
- জলবায়ু পরিবর্তনজনিত দুর্যোগ

বৈশ্বিক অর্থনীতির গতিবিধির সঙ্গে বাংলাদেশের অর্থনীতি সরাসরি সম্পর্কিত। আন্তর্জাতিক বাজারে পরিবর্তন, মুদ্রানীতি ও বাণিজ্য নীতির ওপর বাংলাদেশ নির্ভরশীল। তাই, ভবিষ্যতে স্থিতিশীল ও অন্তর্ভুক্তিমূলক প্রবৃদ্ধি নিশ্চিত করতে হলে দেশকে প্রযুক্তি, শিক্ষা এবং টেকসই উন্নয়নের দিকে আরো বেশি গুরুত্ব দিতে হবে।

নন-লাইফ বীমা শিল্প :

বাংলাদেশে নন-লাইফ বীমা ব্যবসায়ের ইতিহাস প্রায় শতবর্ষের। ১৯৭৩ সালে সরকার সাধারণ বীমা ও জীবন বীমা আলাদা করার সিদ্ধান্ত নেয়। একই সাথে জীবন বীমা পরিচালনার জন্য জীবন বীমা কর্পোরেশন ও সাধারণ বীমা পরিচালনার জন্য সাধারণ বীমা কর্পোরেশন গঠন করেন। বর্তমানে মোট নন-লাইফ বীমা কোম্পানীর সংখ্যা ৪৬টি।

এরই ধারাবাহিকতায়, প্যারামাউন্ট ইন্স্যুরেন্স পিএলসি ও (তৃতীয়) প্রজন্মের বীমা কোম্পানিগুলির মধ্যে যথেষ্ট ভালো কাজ করেছে এবং কর পরবর্তী নীট মুনাফা ছিল ৮৮৯,২০১,৮৯০/= টাকা এবং শেয়ার প্রতি আয় দাঁড়িয়েছে ৮২.১৯ টাকা যা শেয়ার প্রতি অভিহিত মূল্য ২৮.১৬।

ব্যবসায়িক সাফল্য :

সম্মানিত শেয়ারহোল্ডারবৃন্দ,

আপনারা নিশ্চয়ই অবগত আছেন যে, নন-লাইফ বীমা ব্যবসা নির্ভর করে দেশের অর্থনৈতিক অবস্থা, শিল্প-কারখানার উন্নয়ন, ব্যবসা-বাণিজ্যের প্রসার এবং আমানত ও বিনিয়োগ বৃদ্ধির উপর। এছাড়াও অর্থনৈতিক স্থিতিশীলতা ও জীবনযাত্রার মানবোয়ন ও কোন কোন ক্ষেত্রে সহযোগী হয়। বীমা শিল্পের উন্নয়নের জন্য কিছু প্রতিবন্ধকতা রয়েছে যা বীমা শিল্পকে দীর্ঘদিন যাবৎ স্থবির অবস্থানে রেখে দিয়েছে এ গুলি হলো সঠিকভাবে বীমা মূল্যের তালিকা (ট্যারিফ) অনুসরণ না করা, অত্যধিক ব্যবস্থাপনা ব্যয়, ব্যাংকের সাথে তালিকাভুক্তিতে জটিলতা, অনাকাঙ্ক্ষিত করনীতি ইত্যাদি। এগুলো এ শিল্পের উজ্জ্বল ভবিষ্যত পূর্ববর্তী বছরের থেকে আরো নিম্নগামী করে রেখেছে। তবে আশার কথা এই যে সংশ্লিষ্ট কর্তৃপক্ষ এ পতনগুলি থেকে উত্তরণের বিগত বছরগুলোতে বেশ কিছু পরিকল্পনা এবং কঠোর পদক্ষেপ গ্রহণ করেছেন।

২০২৫ সালে আপনারদের কোম্পানীর মোট প্রিমিয়াম আয় ৮৫৪৮৫৮১৪৩৯/- টাকা যা বিগত বছরের তুলনায় ১.১১% বেশি। অন্য দিকে, ২০২৫ সালে কোম্পানীর নীট পরিসম্পদের পরিমাণ বেড়ে দাঁড়িয়েছে ৮১১৪,৪৯৯৯,২৯১/- টাকা যা বিগত বছর ৮১১০৮,৩৬৬,৮৫৩/- টাকা ছিল।

বিগত বছরগুলোর তুলনায় এ বছর আমরা ভাল ব্যবসা করতে সক্ষম হয়েছি, তবে বর্তমানে ২০২৬ সালের নির্ধারিত বাৎসরিক যে লক্ষ্যমাত্রা নির্ধারণ করা হয়েছে সেটা অর্জনে সচেষ্ট রয়েছি। তাই আমরা ব্যবসা বৃদ্ধির ধারা অব্যাহত রেখে বীমা আইনের সীমারেখা মেনে ব্যবসায় কার্যক্রম পরিচালনার মাধ্যমে লক্ষ্যমাত্রা অর্জনে বদ্ধ পরিকর।

বিভাগ অনুযায়ী সাফল্য :

বিগত ২০২৫ইং বছরে প্যারামাউন্ট ইন্স্যুরেন্স পিএলসি. মোট ৫৪৮.৫৮ মিলিয়ন টাকা প্রিমিয়াম অর্জন করেছে:

প্রিমিয়াম আয়ের খাত	চলতি বছর (২০২৫) (পরিমাণ টাকায়)	বিগত বছর (২০২৪) (পরিমাণ টাকায়)	শতকরা বৃদ্ধির হার
অগ্নি বীমা	২৪৩.০৭ মিলিয়ন	২৪৯.০৩ মিলিয়ন	২.৩৯%
নৌ বীমা	২৪৮.৫৭ মিলিয়ন	২১৪.১৮ মিলিয়ন	১৬.০৫%
মোটর বীমা	১৫.৬২ মিলিয়ন	১৬.৫৩ মিলিয়ন	(৫.৫০%)
বিবিধ বীমা	৪১.৩০ মিলিয়ন	৬২.৭৯ মিলিয়ন	(৩৪.২২%)
সর্বমোট প্রিমিয়াম আয়	৫৪৮.৫৮ মিলিয়ন	৫৪২.৫৫ মিলিয়ন	১.১১%

মুনাফা, সঞ্চিতি এবং লভ্যাংশ :

অনেক উত্থান পতন আর বাধা অতিক্রম করে আপনাদের কোম্পানী মুনাফা অর্জনের ধারা বজায় রেখে সাফল্য অর্জনের মাধ্যমে ভীত মজবুত রাখতে সমর্থ হয়েছে। প্যারামাউন্ট ইন্স্যুরেন্স বর্তমান বছরে কর পূর্ব মুনাফা করেছে ১১৮.৮৫ মিলিয়ন টাকা। ২৯৫.০৫ মিলিয়ন টাকা স্থানান্তর করা হয়েছে Exceptional Loss খাতে যা' ভবিষ্যত অনাকাঙ্ক্ষিত দুর্যোগ মোকাবেলায় কোম্পানীর অবস্থানকে আরও সুদৃঢ় করেছে। ২০২৫ইং সালে Provision for Income Tax এবং Deferred Tax খাতে ২৯.৬৪ মিলিয়ন টাকা প্রভিশন রাখা হয়েছে। নীট মুনাফার ৮৯.২০ মিলিয়ন টাকা শেয়ারহোল্ডারদের জন্য রাখা হয়েছে। পরিচালনা পর্ষদ ১০শে মার্চ ২০২৬ইং তারিখের বোর্ড সভায় ২০২৫ইং সালের জন্য ১০% ক্যাশ ডিভিডেন্ট প্রদান করার প্রস্তাব করেছেন। পরিচালনা পর্ষদ সর্বোত্তমভাবে বিশ্বাস করে আগামীতেও আপনাদের বিনিয়োগের যথাযথ ব্যবহার নিশ্চিত করে এবং বীমা উন্নয়ন ও নিয়ন্ত্রন কর্তৃপক্ষের নতুন নীতিমালার সুযোগ গ্রহণ করে কোম্পানী মুনাফা অর্জনের অগ্রযাত্রা অব্যাহত রাখতে সক্ষম হবে।

মোট প্রিমিয়ামের পৃথকীকরণ

মোট প্রিমিয়ামের পৃথকীকরণের একটি টেবিল ৫৩ পৃষ্ঠায় উপস্থাপন করা হয়েছে।

নীট প্রিমিয়ামের পৃথকীকরণ

মোট প্রিমিয়ামের পৃথকীকরণের একটি টেবিল ৫৩ পৃষ্ঠায় উপস্থাপন করা হয়েছে।

আর্থিক কর্মক্ষমতা

মুখ্য কর্মক্ষমতা সূচকগুলির পরিপ্রেক্ষিতে কোম্পানীর আর্থিক কর্মক্ষমতার একটি পৃথক বিবৃতিতে “কোম্পানীর পাঁচ বছরের আর্থিক কর্মক্ষমতা” শিরোনামে দেখানো হয়েছে। আর্থিক কর্মক্ষমতার উপর একটি বিশদ প্রতিবেদন বার্ষিক প্রতিবেদনের ৫৩ পৃষ্ঠায় তৈরী করা হয়েছে।

পুনঃবীমা ব্যবহার এবং ঝুঁকি ধরে রাখার অনুপাত

কোম্পানীর সাধারণ বীমা কর্পোরেশনের (এসবিসি) এর সাথে পুনঃবীমা চুক্তি রয়েছে। এছাড়াও, আমরা স্বেচ্ছামূলক পুনঃবীমার অন্তর্ভুক্ত করি নিম্নলিখিত কোম্পানীগুলোর সহিত কোম্পানীগুলো হলো-ক্র্যাপটন রিইন্স্যুরেন্স লিমিটেড, সেন্টিনেল আন্ডাররাইটিং স্পেশালিটি মার্কার, ওয়াইকা।

আপনাদেরকে অবহিত করা যেতে পারে যে সাধারণত উচ্চ ঝুঁকি ধরে রাখার স্তর অপরিাপ্ত পুনঃবীমা সুরক্ষার সংকেত দেয় যখন কম ঝুঁকি ধারণ স্তর লাভজনকতাকে বাধা দেয়। ঝুঁকি ধারণ অনুপাত ৫৮ পৃষ্ঠায় প্রদর্শিত রয়েছে।

লাভজনকতা

যেহেতু কোম্পানীর রাজস্বের উৎস হলো অগ্নি বীমা, সামুদ্রিক বীমা, মোটর বীমা এবং বিবিধ বীমা ব্যবসা এবং বিনিয়োগ থেকে আয়ের মতো অন্যান্য আয়ের অধীনে আন্ডাররাইটিং ব্যবসা থেকে প্রিমিয়াম আয়, তাই এর লাভজনকতা এই উৎসগুলির উপর নির্ভর করে।

বিনিয়োগ চিত্র

কোম্পানীর বিনিয়োগ তালিকাটি ৬০ পৃষ্ঠায় উপস্থাপন করা হয়েছে।

বিনিয়োগ আয় ও অন্যান্য আয়ের পৃথকীকরণ

প্যারামাউন্ট ইন্স্যুরেন্স তার সমস্ত বিনিয়োগ আয় এবং অন্যান্য আয়ের উপাদান জুড়ে সুকাঠামো বৃদ্ধির প্রতিবেদন করেছে যা ৬০ পৃষ্ঠায় উপস্থাপন করা হয়েছে।

ঝুঁকি এবং উদ্বেগ

যেহেতু প্যারামাউন্ট ইন্স্যুরেন্স গতিশীল এবং ক্রমাগত পরিবর্তিত ঝুঁকির পরিবেশ সম্পর্কে ভালো ধারণা রাখায় নতুন উপায়ে বিনিয়োগ করে চলেছে, এটি ঝুঁকি এবং স্থিতিস্থাপকতার শীর্ষে রয়েছে। তাই ব্যবসা, সরকার এবং সুশীল সমাজ ও জনগনের নীতির জন্য ঝুঁকি প্রশমনের কৌশলগুলিকে উন্নত করার পাশাপাশি এটিকে অবহিত করছে। ঝুঁকি ব্যবস্থাপনা কাঠামোর উপর একটি বিশদ প্রতিবেদন আলাদাভাবে (পৃষ্ঠা ২৭-২৮) তৈরী করা হয়েছে।

বিক্রিত সেবার ব্যয়, মোট লাভের মার্জিন এবং নীট লাভের মার্জিন

প্যারামাউন্ট ইন্স্যুরেন্স পিএলসি. একটি অউৎপাদনশীল কোম্পানী। এটি একটি নন-ব্যাংকিং আর্থিক প্রতিষ্ঠান যা বাংলাদেশে নন-লাইফ ইন্স্যুরেন্স নিয়ে কাজ করে। সেবার খরচ, মোট লাভ মার্জিন এবং নীট মুনাফা মার্জিন আর্থিক বিবরণী প্রস্তুত বিবেচনা করা হয় না। অতএব, আর্থিক কর্মক্ষমতার তুলনামূলক বিশ্লেষণ পৃষ্ঠা নং ৫৩ তে বিশদভাবে আলোচনা করা হয়েছে।

বিশেষ ক্রিয়াকলাপ এবং তাদের প্রভাব

প্যারামাউন্ট ইন্স্যুরেন্স কোম্পানীর কার্যক্রম শুরু থেকেই ধারাবাহিকভাবে বৃদ্ধি পেয়েছে। এই বছরে কোন অস্বাভাবিক কার্যকলাপ ঘটেনি এবং আর্থিক বিবৃতিতে এর কোন প্রভাব নেই।

সম্পর্কযুক্ত প্রতিষ্ঠানের সাথে লেনদেন

ব্যবসা চলাকালীন সময়ে, সম্পর্কযুক্ত পক্ষের সাথে অন্যান্য সত্ত্বার লেনদেন সংঘটিত হয় যা আইএএস ২৪: এ সম্পর্কযুক্ত পক্ষের লেনদেন নামে সংজ্ঞায়িত আছে। সংশ্লিষ্ট পক্ষের লেনদেনের বিষয়ে একটি বিবৃতি নোট ২.২০ এর অধীনে প্রকাশ করা হয়েছে।

পাবলিক ইস্যুও মাধ্যমে উত্থাপিত অর্থের ব্যবহার

কোম্পানীর আইপিও ২০০৭ সালে করা হয়েছিল। এ বছরে পাবলিক ইস্যু, রাইট ইস্যু বা অন্য কোন উপায়ে কোন অর্থ উত্তোলন করা হয়নি।

আর্থিক ফলাফলের অবনতি

কোম্পানী প্রাথমিক পাবলিক অফার (আইপিও) এ যাওয়ার পর আর্থিক ফলাফলের কোন অবনতি হয়নি।

ত্রৈমাসিক এবং বার্ষিক আর্থিক বিবৃতির মধ্যে পার্থক্য

ত্রৈমাসিক আর্থিক বিবরণীর বিবৃতি আলাদাভাবে দেওয়া হয়েছে। ত্রৈমাসিক থেকে ত্রৈমাসিক আর্থিক ফলাফলে কিছু পার্থক্য ছিল। তবে সেটা খুব গুরুতর কিছু নয়।

পরিচালকের পারিশ্রমিক

প্যারামাউন্ট ইন্স্যুরেন্স পিএলসির কোন পরিচালককে কোন পারিশ্রমিক ও বোর্ড সভায় উপস্থিতি ফি প্রদান করা হয় না।

আর্থিক বিবৃতি প্রস্তুত এবং এর উপস্থাপনার প্রকাশ

কোম্পানীর ব্যবস্থাপনা কর্তৃপক্ষের দ্বারা প্রস্তুতকৃত আর্থিক বিবৃতিগুলি তার কার্যাবলির অবস্থা, এর ক্রিয়াকলাপের ফলাফল, নগদ প্রবাহ এবং ইকুইটিতে পরিবর্তন উপস্থাপন করে নিরীক্ষিত আর্থিক বিবৃতি পৃষ্ঠা নং (১৬৫-২০৪) তে দেখানো হয়েছে।

হিসাব বহির যথাযথ রক্ষণাবেক্ষন

পরিচালকদের দায়িত্বের মধ্যে রয়েছে যে কোন লেনদেনের এন্ট্রির জন্য প্রাসঙ্গিক ভাউচারের সাথে পর্যাপ্ত রেকর্ড রক্ষণাবেক্ষন করা হচ্ছে কিনা তা তদারকি করা। প্যারামাউন্ট ইন্স্যুরেন্স পিএলসির নিবন্ধিত অফিসে হিসাবের যাবতীয় বই জমা রাখা আছে।

উপযুক্ত হিসাবরক্ষন নীতি

পরিচালকদের দায়িত্বগুলির মধ্যে আর্থিক বিবৃতিগুলির প্রস্তুতি এবং ন্যায় উপস্থাপনের সাথে প্রাসঙ্গিক অভ্যন্তরীণ নিয়ন্ত্রন, বাস্তবায়ন, সুষ্ঠু তত্ত্বাবধানও অন্তর্ভুক্ত রয়েছে যা জালিয়াতি এবং ত্রুটির কারণে হোক না কেন, উপযুক্ত হিসাবরক্ষন নীতি নির্বাচন এবং প্রয়োগ করা এবং হিসাবরক্ষন প্রাক্কলন তৈরী করা যা পরিস্থিতিতে যুক্তিসঙ্গত।

IAS এবং IFRS অনুসরণ

ইন্টারন্যাশনাল অ্যাকাউন্টিং স্ট্যান্ডার্ডস (IAS) বা ইন্টারন্যাশনাল ফাইন্যান্সিয়াল রিপোর্টিং স্ট্যান্ডার্ডস (IFRS), যেমনটি বাংলাদেশে প্রযোজ্য, সেটি আর্থিক বিবৃতি তৈরিতে অনুসরণ করা হয়েছে এবং সেখান থেকে যে কোন প্রস্থান পর্যাপ্তভাবে প্রকাশ করা হয়েছে। IAS এবং IFRS অনুসরণের তালিকা পৃষ্ঠা নং ১৭৮ তে প্রকাশ করা হয়েছে।

সংখ্যালঘু শেয়ারহোল্ডারদের সুরক্ষা

এটি প্রত্যয়িত করা যাচ্ছে যে, সংখ্যালঘু শেয়ারহোল্ডারদের স্বার্থ সুরক্ষার ব্যাপারে প্রয়োজনীয় কার্যকর নিয়ন্ত্রন ব্যবস্থা গ্রহন করা হয়েছে।

চলমান ব্যবসা নীতি

আর্থিক বিবৃতি সাধারণত এই ধারণার অধীনে প্রস্তুত করা হয় যে, ব্যবসার কার্যক্রম ভবিষ্যতেও চলমান থাকবে। অর্থাৎ, এটি তার সম্পদের উপর একটি ইতিবাচক বৃদ্ধি করবে। আবার ব্যবসা চলাকালীন সময়ে আর্থিক বিবৃতি তৈরিতে চলমান ব্যবসা নীতি উপযুক্ত কিনা তা নির্ধারণ করাও কোম্পানীর ব্যবস্থাপনা কর্তৃপক্ষের দায়িত্ব। প্যারামাউন্ট ইন্স্যুরেন্স আইডিআরএর নির্দেশনা মোতাবেক বিভিন্ন স্থিতিস্থাপক প্রত্যাশিত অনুপাতের উপর ভালভাবে চলবে এটা আশা করা যায়। চলমান ব্যবসা নীতির প্রতিবেদনটি পৃষ্ঠা নং ১০৪ তে উপস্থাপন করা হয়েছে।

গত বছরের পরিচালনজনিত ফলাফল থেকে বিচ্যুতি

কোম্পানীর গত বছরের পরিচালনজনিত ফলাফল থেকে উল্লেখযোগ্য কোন বিচ্যুতি ছিলো না।

পাঁচ বছরের পরিচালন ও আর্থিক প্রতিচ্ছবি

গত পাঁচ বছরের মূল পরিচালন এবং আর্থিক প্রতিচ্ছবি পৃষ্ঠা নং ৫৩-৫৪ তে প্রকাশ করা হয়েছে।

প্রস্তাবিত লভ্যাংশ

৩১শে ডিসেম্বর ২০২৫ সমাপ্ত বছরের আর্থিক বিবৃতি বিবেচনা করার সময় পরিচালনা পর্ষদ কোম্পানীর বন্টনযোগ্য মুনাফা থেকে ১০% নগদ (অর্থাৎ প্রতি শেয়ার ১.০০ টাকা) প্রদান করার জন্য সুপারিশ করেছে যা আসন্ন এজিএম-এ শেয়ারহোল্ডারদের নিকট অনুমোদনের জন্য উপস্থাপন করা হবে।

বোর্ডের সদস্যরা নীতিগতভাবে সম্মত হোন এবং ঘোষণা করেন যে কর্পোরেট গভর্ন্যান্স কোড-২০১৮ অনুসারে বোনাস শেয়ার বা স্টক ডিভিডেন্ডকে অন্তর্ভুক্তি লভ্যাংশ হিসাবে ঘোষণা করবে না।

বোর্ড মিটিং এবং উপস্থিতি

এ বছরে পরিচালনা পর্ষদের সভা সংখ্যা এবং তাদের উপস্থিতির বিবরণী বার্ষিক প্রতিবেদনের ৭৭ পৃষ্ঠায় উপস্থাপন করা হয়েছে।

শেয়ার ধারণের ধরণ

৩১শে ডিসেম্বর ২০২৫ তারিখে নামানুসারে শেয়ারের মোট সংখ্যা প্রকাশ করে শেয়ার ধারণের ধরণের একটি প্রতিবেদন ৯০-৯১ পৃষ্ঠায় উপস্থাপন করা হয়েছে।

পরিচালক নিয়োগ/পুনর্নিয়োগ

একজন পরিচালকের (বিদ্যমান পরিচালকসহ) নিয়োগ বা পুনর্নিয়োগের জন্য তাদের সংক্ষিপ্ত জীবনবৃত্তান্ত, নির্দিষ্ট কার্যকরী ক্ষেত্রে দক্ষতা এবং অন্য কোন কোম্পানী বা কমিটির সদস্যপদ থাকলে তার একটি বিবরণী পৃষ্ঠা নং (৩০-৩৫) এ দেখানো হয়েছে। বিএসইসি-এর নোটিফিকেশন নং-বিএসইসি/সিএমআরআরসিডি/২০০৯-১৯৩/৩/প্রশাসন/১০৪, তারিখ ০৫ ফেব্রুয়ারী ২০২০, অনুযায়ী আমরা উপরোক্ত পৃষ্ঠাগুলিতে উল্লেখিত পরিচালকদের নিয়োগ বা পুনর্নিয়োগ সংক্রান্ত, প্রাথমিক কর্মসংস্থান এবং অন্যান্য কোম্পানীতে তার অবস্থান বিবৃত করা আছে।

পরিচালনা পর্ষদ

প্যারামাউন্ট ইস্যুরেন্স পিএলসির বোর্ডে ১০ (দশ) জন পরিচালক রয়েছে। জনাব সাখাওয়াত হোসেন চেয়ারম্যান এবং জনাব আনিতা হক ভাইস-চেয়ারম্যান। পরিচালনা পর্ষদের তালিকা পৃষ্ঠা নং ৩০ এ দেখানো হয়েছে।

পরিচালকবৃন্দের অবসর গ্রহন এবং পরিচালক

নির্বাচন/পুনর্নির্বাচন :

কোম্পানীর সংঘ স্মারক এবং সংঘ বিধির ১১২ এবং ১১৩ ধারা অনুসারে নিম্নে বর্ণিত পরিচালকগণ ২৭তম বার্ষিক সাধারণ সভায় অবসর প্রাপ্ত হবেন এবং বর্ণিত ধারার বিধান মোতাবেক শূণ্য পদে পরিচালক নির্বাচন করা হবে।

গ্রুপ-“এ”

- ১। জনাব সাখাওয়াত হোসেন (২০২৪ সালে অবসর প্রাপ্ত এবং একই সভায় পুনর্নির্বাচন হন)
- ২। জনাব আসিত কুমার দাস (২০২৪ সালে অবসর প্রাপ্ত এবং একই সভায় পুনর্নির্বাচন হন)

গ্রুপ-“বি”

“বি” গ্রুপের পরিচালকদের মধ্যে জনাব এ.এইচ.এম হাবিবুর রহমান (১২ইং জুন ২০২৩ইং তারিখে পরিচালক হিসাবে নির্বাচিত হন)

উক্ত পরিচালকগণ ২৭তম বার্ষিক সাধারণ সভায় অবসর প্রাপ্ত হবেন এবং অত্র গ্রুপের নির্বাচন কোম্পানীর সংঘ স্মারক ও সংঘবিধির ১১২ এবং ১১৩ ধারা অনুসারে সম্পন্ন হবে (প্রচলিত আইনের সাথে সংগতি রেখে)। নির্বাচনের প্রাপ্ত ফলাফল এই বার্ষিক সাধারণ সভায় ঘোষণা করা হবে।

পাবলিক সাবস্ক্রাইবারদের দ্বারা পরিচালক নির্বাচন

সকল পাবলিক শেয়ারহোল্ডারদের জানানোর উদ্দেশ্যে আমরা ২ (দুই) টি দৈনিক পত্রিকায়, দৈনিক একুশের বাণী এবং দ্যা ডেইলি মুসলিম টাইমস এ বিজ্ঞপ্তি ১০শে মার্চ ২০২৬ইং তারিখে প্রকাশ করেছি।

২৭তম এজিএমে পাবলিক শেয়ারহোল্ডারদের মধ্য হতে একজন পরিচালক নিয়োগে দেয়া হবে। (বীমা বিধি, ১৯৫৮, বিধি ১৫(বি)(৩)।

স্বাধীন পরিচালকদের অবসর ও নিয়োগ

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং এসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/প্রশাসন/৮০, তারিখ জুন ০৩, ২০১৮ইং, অনুযায়ী কোম্পানীর স্বতন্ত্র পরিচালক নিয়োগ এবং অবসর গ্রহন করা হয়।

কোম্পানীর সামাজিক দায়বদ্ধতা (সিএসআর) নীতি

প্যারামাউন্ট ইস্যুরেন্স পিএলসির বোর্ড অনুমোদিত সিএসআর নীতির পরিপ্রেক্ষিতে বার্ষিক সিএসআর কার্যক্রমগুলির পরিকল্পনা ও প্রয়োগ করা হয়। যা বিস্তারিতভাবে পৃষ্ঠা নং ৯৯-১০০ এ আছে।

ক্রেডিট রেটিং

আরগোজ ক্রেডিট রেটিং সার্ভিসেস লিমিটেড ঘোষণার তারিখ পর্যন্ত নিরীক্ষিত আর্থিক বিবৃতি এবং অন্যান্য উপলব্ধ তথ্যের ভিত্তিতে ২০২৫ সালে কোম্পানীকে দীর্ঘমেয়াদে “এএ+” এবং স্বল্প মেয়াদে “এসটি-২” রেট দিয়েছে। রেটিং এর আউটলুক স্থিতিশীল। রেটিং কোম্পানীর শক্তির প্রতিফলন ঘটায় যা পরিচালনার একটি শক্তিশালী দল দ্বারা সমর্থিত।

জাতীয় অর্থনীতিতে অবদান

প্যারামাউন্ট ইস্যুরেন্স পিএলসি আয়কর, ভ্যাট ও আবগারি শুল্ক আয়করেও জাতীয় কোষাগারে অবদান রাখে। জাতীয় কোষাগারে কোম্পানীর অবদান ৬৮ নং পৃষ্ঠায় উপস্থাপন করা হয়েছে।

মানব সম্পদ

প্যারামাউন্ট ইস্যুরেন্স পিএলসির কর্মীই আমাদের সবচেয়ে বড় সম্পদ। এটা আমাদের সর্বোচ্চ অগ্রাধিকারের একটি বিষয় যে কর্মীদের যত্ন নেওয়া হয়। আমরা আমাদের লোকদের একটি অনুকূল কাজের পরিবেশ তাদের দক্ষতা বৃদ্ধি করার সুযোগ এবং উপযুক্ত ক্ষতিপূরণ এবং পুরস্কার প্রদান করার চেষ্টা করি যা তাদের অনুপ্রেরণা এবং কাজের কর্মক্ষমতাকে চালিত করে। আমাদের ক্রমাগত সাফল্যে এটি একটি মূল কারণ। মানব সম্পদের উপর একটি পৃথক প্রতিবেদন পৃষ্ঠা নং ৪৪-৪৬ এ উপস্থাপন করা হয়েছে।

তথ্য প্রযুক্তি

প্যারামাউন্ট ইস্যুরেন্স পিএলসির কিছু অভিজ্ঞ, উদ্যমী এবং বুদ্ধিমান আইটি বিশেষত সবচেয়ে নমনীয় এবং সুরক্ষিত আইটি বিভাগ রয়েছে।

এই আধুনিক বিশ্বে আইটি বিভাগগুলি ঐতিহ্যগতভাবে সংস্থাগুলির মধ্যে প্রযুক্তির একমাত্র মালিক ছিল যার দায়িত্ব একটি সংস্থার সমস্ত প্রযুক্তিগত দিকগুলি সুচারুভাবে চলছে তা নিশ্চিত করার জন্য। তথ্যপ্রযুক্তি বিষয়ে পৃথক একটি প্রতিবেদন পৃষ্ঠা নং ৫১ এ পেশ করা হয়েছে।

কর্পোরেট এন্ড ফাইন্যান্সিয়াল রিপোর্টিং :

বাংলাদেশ সিকিউরিটিস এন্ড এক্সচেঞ্জ কমিশন এর নোটিফিকেশন নং- BSEC/CMRRCD/২০০৬-১৫৮/২০৮/ এডমিন /৮১ তারিখ ২০শে জুন ২০১৮ইং অধীনে উল্লিখিত শর্তাবলীসমূহ প্রতিপালনের পরিচালকবৃন্দ নিম্নোক্তভাবে আর্থিক বিবরণী প্রকাশ করছি-

আমরা জানাচ্ছি যে-

- ১। কোম্পানীর ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক প্রস্তুতকৃত আর্থিক বিবরণীসমূহে কোম্পানীর আর্থিক অবস্থা ব্যবসার ফলাফল, নগদ প্রবাহ বিবরণী এবং ইকুইটি পরিবর্তন সংক্রান্ত তথ্যাদি যথাযথভাবে প্রতিফলিত হয়েছে।
- ২। কোম্পানীর হিসাব বহি সঠিক ও বিধি মোতাবেক সংরক্ষণ করা হয়েছে।
- ৩। অর্থনৈতিক বিবরণী প্রস্তুত এবং হিসাব প্রাক্কলন যুক্তিসংগত নীতি এবং বিজ্ঞ বিবেচনার ভিত্তিতে তৈরী করা হয়েছে। হিসাব বিবরণী তৈরীতে সঠিক হিসাব নীতি প্রয়োগ করা হয়েছে।
- ৪। ইন্টারন্যাশনাল একাউন্টিং স্ট্যান্ডার্ডস (IAS) এবং ইন্টারন্যাশনাল ফাইন্যান্সিয়াল স্ট্যান্ডার্ডস (IFRS) যাহা বাংলাদেশের জন্য প্রযোজ্য আর্থিক বিবরণী প্রস্তুতে তা' অনুসরণ করা হয়েছে এবং কোন বিচ্যুতি ঘটলে যথাযথভাবে তুলে ধরা হয়েছে / প্রকাশ করা হয়েছে। ইন্টারন্যাশনাল একাউন্টিং স্ট্যান্ডার্ডস (IAS) এর প্রয়োগ নোট ২.১০ তে তুলে ধরা হয়েছে।
- ৫। আভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা সবল এবং তা কার্যকরীভাবে প্রয়োগ এবং তদারক করা হচ্ছে।
- ৬। কোম্পানীর স্থিতিশীলতা/সামর্থের ব্যাপারে উদ্বেগের কোন কারণ নেই।
- ৭। বিগত বছরের কর্ম ফলাফলের তাৎপর্যপূর্ণ বিচ্যুতি নেই।
- ৮। বার্ষিক প্রতিবেদনে বিগত ৫ বছরের অর্থনৈতিক উপাত্ত এবং পরিচালন বিষয় পৃষ্ঠা নং ৫৩-৫৪তে উপস্থাপন করা হয়েছে।
- ৯। ৩১শে ডিসেম্বর ২০২৪ইং পর্যন্ত কোম্পানীর শেয়ারহোল্ডিং পজিশন নোট-3.02, 3.02(a), 3.02(b), 3.02(b)(i)- ও পৃষ্ঠা নং ৯০-৯১ তে দেখানো হয়েছে।
- ১০। পরিচালকবৃন্দের সংক্ষিপ্ত জীবনবৃত্তান্ত পৃষ্ঠা নং ৩১-৩৫ এ উপস্থাপন করা হয়েছে।

পরিচালনা পর্ষদ ও এর অন্তর্ভুক্ত কমিটিসমূহ :

প্যারামাউন্ট ইন্স্যুরেন্স পিএলসির পরিচালনা পর্ষদ ১০ জন পরিচালকের সমন্বয়ে গঠিত। যার মধ্যে ৫ জন স্পন্সর গ্রুপ থেকে, ৩ জন শেয়ারহোল্ডার গ্রুপ থেকে ও ২ জন স্বতন্ত্র পরিচালক আছেন। পরিচালকের সভা নিয়মিত অনুষ্ঠিত হয়। পরিচালনা পর্ষদ বার্ষিক বাজেট প্রণয়নসহ কোম্পানীর উন্নয়নকল্পে ব্যবসায়িক পরিকল্পনা নীতিমালা প্রণয়ন করেন। পরিচালনা পর্ষদ সুনির্দিষ্ট নীতিমালা, ব্যয়ের সীমা, বাজেট নিয়ন্ত্রণের বিষয়েও দিক নির্দেশনা প্রদান করে থাকেন। শেয়ারহোল্ডারগণ কর্তৃক কোম্পানীর অগ্রগতি মূল্যায়নের লক্ষ্যে পরিচালনা পর্ষদ সকল কমপ্লয়েস যথানিয়মে ও যথাসময়ে প্রতিপালন করে থাকেন।

২০২৫ইং সালে পরিচালনা পর্ষদের মোট ০৭ (সাত) টি সভা অনুষ্ঠিত হয়। এতে করে কোম্পানীর প্রতি পরিচালকবৃন্দের আন্তরিকতার প্রমাণ পাওয়া যায়। ২০২৫ইং সালে অনুষ্ঠিত পরিচালকমন্ডলীর সভায় পরিচালকগণের উপস্থিতির তালিকা নিম্নে পেশ করা হলো-

পরিচালকবৃন্দের নাম	চলতি বছরে অনুষ্ঠিত মোট সভার সংখ্যা	মোট উপস্থিতি	মন্তব্য
জনাব সাখাওয়াত হোসেন	০৭	০৭	কোন পরিচালক সভায় অনুপস্থিত থাকলে সে অনুপস্থিতির অনুমোদন দেয়া হয়।
জনাব আনিতা হক	০৭	০৭	”
জনাব অলক কুমার দাস	০৭	০৭	”
আনিতা দাস	০৭	০৭	”
জনাব অসিত কুমার দাস	০৭	০৬	”
জনাব এ এইচ এম আব্দুর রহমান	০৭	০৭	”
জনাব এ এইচ এম হাবিবুর রহমান	০৭	০৭	”
জনাব মোঃ জাহিদুল আবেদীন	০৭	০৭	”
জনাব শিব শংকর সাহা, এফসিএ	০৭	০৬	”
জনাব হরি পদ দেব	০৭	০৭	”

পরিচালনা পর্ষদের আওতাধীন কমিটিসমূহ :

পরিচালনা পর্ষদের অধীনে ৬ (ছয়টি) কমিটি রয়েছে; ১) নির্বাহী কমিটি, ২) অডিট কমিটি, ৩) দাবী কমিটি, ৪) নমিনেশন ও রিমোনারেশন কমিটি, ৫) ইনভেস্টমেন্ট কমিটি এবং ৬) পলিসিহোল্ডার প্রোটেকশন এন্ড কমপ্লাইন্স কমিটি। প্রতিটি কমিটি তার নির্ধারিত নীতিমালা অনুসারে দায়িত্ব সম্পাদন করে থাকে। কমিটিসমূহের সভা নিয়মিত অনুষ্ঠিত হয় এবং বোর্ড কর্তৃক প্রাপ্ত নির্দেশনা মোতাবেক কোম্পানীর বিবিধ বিষয়ে নিরীক্ষণ এবং পরামর্শ প্রদান করে থাকেন।

নির্বাহী কমিটি :

নির্বাহী কমিটি ৩ জন পরিচালকের সমন্বয়ে গঠিত। কমিটির বর্তমান সদস্যরা হলেন জনাব অসিত কুমার দাস সভাপতি, আনিতা দাস ও জনাব এ এইচ এম হাবিবুর রহমান। এছাড়াও জনাব মোঃ সাজ্জাদ ইয়াহিয়া মুখ্য নির্বাহী কর্মকর্তা ও ব্যবস্থাপনা পরিচালক এক্স-অফিসিও সদস্য হিসাবে ও জনাব বর্ণা পারুল কোম্পানী সচিব এ কমিটির সচিব হিসাবে দায়িত্বরত আছেন। ২০২৫ইং সালে নির্বাহী কমিটির মোট ১ (এক) টি সভা অনুষ্ঠিত হয়।

নিরীক্ষা কমিটি এবং তাঁদের প্রতিবেদন :

নিরীক্ষা কমিটি ৩ জন পরিচালকের সমন্বয়ে গঠিত যার ভেতর ২ জনই স্বতন্ত্র পরিচালক। কমিটির বর্তমান সদস্যরা হলেন জনাব শিব শংকর সাহা, এফসিএ সভাপতি ও বাকি ২ জন সদস্য হলেন জনাব হরি পদ দেব ও জনাব মোহাম্মদ জাহিদুল আবেদীন। কোম্পানী সচিব জনাব বর্ণা পারুল এ কমিটির সচিব হিসাবে দায়িত্বরত আছেন।

২০২৫ইং সালে নিরীক্ষা কমিটির মোট ৭ (সাত) টি সভা অনুষ্ঠিত হয়। সভায় অন্যান্য বিষয়ের সাথে নিম্নলিখিত বিষয়গুলো নিয়েও আলোচনা, পরামর্শ, সুপারিশ এবং মতামত প্রদান করা হয়। নিরীক্ষা কমিটির প্রতিবেদন বার্ষিক প্রতিবেদনের পাতায় সন্নিবেশিত।

দাবী/ঝুঁকি ব্যবস্থাপনা কমিটি :

দাবী কমিটি ৩ জন পরিচালকের সমন্বয়ে গঠিত। জনাব আনিতা হক কমিটির সভাপতি হিসাবে দায়িত্ব পালন করছেন। কমিটির অন্যান্য সদস্যরা হলেন জনাব আনিতা দাস ও জনাব এ এইচ এম হাবিবুর রহমান। এছাড়াও জনাব মোঃ সাজ্জাদ ইয়াহিয়া মুখ্য নির্বাহী কর্মকর্তা ও ব্যবস্থাপনা পরিচালক এক্স-অফিসিও সদস্য হিসাবে ও কোম্পানী সচিব এ কমিটির সচিব হিসাবে দায়িত্বরত আছেন। ২০২৫ইং সালে দাবী কমিটির মোট ৭ (সাত) টি সভা অনুষ্ঠিত হয়। এ বছর সর্বমোট ১১৩.৬১ মিলিয়ন টাকার দাবী পরিশোধ করা হয়েছে।

নমিনেশন এণ্ড রিমুনারেশন কমিটি (এনআরসি):

কোম্পানীর বোর্ডের ২ জন স্বতন্ত্র পরিচালক ও ১ জন উদ্যোক্তা পরিচালকের সমন্বয়ে এনআরসি নামে একটি উপ-কমিটি গঠন করেন। জনাব হরি পদ দেব উক্ত কমিটির সভাপতি ও জনাব বর্ণা পারুল কমিটির সচিব হিসাবে দায়িত্বরত আছেন। কমিটির অন্যান্য সদস্যরা হলেন জনাব শিব শংকর সাহা, এফসিএ ও জনাব মোহাম্মদ জাহিদুল আবেদীন। এছাড়াও মুখ্য নির্বাহী কর্মকর্তা ও ব্যবস্থাপনা পরিচালক এক্স-অফিসিও সদস্য হিসাবে দায়িত্বরত আছেন। এনআরসি বোর্ডের সদস্য ও উর্ধ্বতন কর্মকর্তার যোগ্যতা, অভিজ্ঞতা,

স্বতন্ত্রতা বিচারের সুপারিশ নীতি ও তাদের কার্য পরিধি এবং সম্মানী নির্ধারণ করতে বোর্ডকে সহযোগিতা করে। ২০২৫ সালে এনআরসির ২ (দুই) টি সভা অনুষ্ঠিত হয়। নমিনেশন এণ্ড রিমুনারেশন কমিটির প্রতিবেদন বার্ষিক প্রতিবেদনের ১০৫ পাতায় সন্নিবেশিত।

বিনিয়োগ কমিটি :

বিনিয়োগ কমিটি ৫ জন পরিচালকের সমন্বয়ে গঠিত। এ কমিটির সদস্যরা হলেন জনাব মোহাম্মদ জাহিদুল আবেদীন সভাপতি, জনাব হরি পদ দেব, জনাব অসিত কুমার দাস, জনাব এ এইচ এম আব্দুর রহমান ও জনাব এ এইচ এম হাবিবুর রহমান। এছাড়াও কোম্পানী সচিব এ কমিটির সচিব হিসাবে দায়িত্বরত আছেন। ২০২৫ইং সালে বিনিয়োগ কমিটির মোট ১ (এক) টি সভা অনুষ্ঠিত হয়।

গ্রাহক সুরক্ষা ও অভিযোগ প্রতিকার কমিটি :

গ্রাহক সুরক্ষা ও অভিযোগ প্রতিকার কমিটি ৩ জন পরিচালকের সমন্বয়ে গঠিত। এ কমিটির সদস্যরা হলেন জনাব আনিতা দাস সভাপতি, জনাব হরি পদ দেব ও জনাব মোহাম্মদ জাহিদুল আবেদীন। এছাড়াও কোম্পানী সচিব এ কমিটির সচিব হিসাবে দায়িত্বরত আছেন। ২০২৫ইং সালে গ্রাহক সুরক্ষা ও অভিযোগ প্রতিকার কমিটির মোট ১ (এক) সভা অনুষ্ঠিত হয়।

পরিচালনা পর্ষদের আচরণ বিধি :

প্যারামাউন্ট ইস্যুরেন্স পিএলসি তৃতীয় প্রজন্মের একটি নন-লাইফ বীমা কোম্পানী। এর পরিচালনা পর্ষদ কোম্পানীর সাথে সংশ্লিষ্ট সকল পক্ষ যেমন- গ্রাহক, কর্মচারী, নিয়ন্ত্রক এবং অন্যান্যদের প্রতি সংবেদনশীল এবং উচ্চমার্গীয় নৈতিকতা প্রদর্শনের পক্ষপাতি। পরিচালনা পর্ষদ কোম্পানীর লক্ষ্য অর্জনের নিমিত্তে ব্যবস্থাপনা কর্তৃপক্ষকে পরামর্শ প্রদান করে থাকেন। নিম্নোক্ত বিষয়সমূহের প্রতি পরিচালনা পর্ষদ সব সময়ই সর্বোচ্চ গুরুত্ব দিয়ে থাকেন-

- (ক) কোম্পানীর নীতি ও আদর্শের অনুকূলে থেকে সিদ্ধান্তসমূহ প্রদান;
- (খ) প্রাত্যহিক বিষয়ে ব্যবস্থাপনায় বাধা প্রদান না করা;
- (গ) ব্যবস্থাপনা কর্তৃপক্ষের সংগে সাংঘর্ষিক কর্মকাণ্ডে লিপ্ত না হওয়া;
- (ঘ) জাতীয় এবং আন্তর্জাতিক আইন এবং নিয়মসমূহ মেনে চলা;
- (ঙ) গোপনীয়তা রক্ষা করা;
- (চ) লেনদেনে সদাচারণ সংরক্ষণ করা;
- (ছ) প্রকৃত এবং ভাল কর্মীদের উৎসাহিত এবং পুরস্কৃত করা;
- (জ) কোম্পানীর বৃহত্তর স্বার্থে ব্যক্তি স্বার্থ বিসর্জন এবং সমষ্টিগত স্বার্থ সংরক্ষণ করা;
- (ঝ) সঠিক CSR কর্মকাণ্ডে অংশ গ্রহণ করা।

২০২৬ সালের প্রত্যাশা :

সরকারী নীতিমালা পরিবর্তনের এবং সরকার ব্যবস্থার উৎকর্ষতার প্রেক্ষাপটে বাংলাদেশের অর্থনীতির ইতিবাচক পরিবর্তনের ব্যাপারে আমরা আশাবাদী। তাছাড়া কৃষি উৎপাদন বৃদ্ধি বা শস্যের বাম্পার ফলন, তৈরী পোশাকের উৎপাদনে স্থিতিশীলতা এবং রপ্তানী চাহিদা বৃদ্ধি, সেবামূলক খাতের অভাবিত উন্নতি এবং প্রবাসীদের প্রেরিত বৈদেশিক মুদ্রা দেশের অর্থনৈতিক উন্নতিতে নতুন মাত্রা যোগ করেছে। উল্লেখিত প্রেক্ষাপটে আশা করা যায়, ২০২৬ সালে বাংলাদেশের অর্থনীতি আরো শক্তিশালী হবে।

অর্থনীতির এই সম্ভাবনার আলোকে আমরাও একত্রিত হয়ে কঠোর পরিশ্রম করব। আমাদের সমন্বিত লক্ষ্য আমাদের কোম্পানীকে দেশের শীর্ষ নন-লাইফ ইন্স্যুরেন্স কোম্পানী হিসাবে গড়ে তোলা। প্যারামাউন্ট ইন্স্যুরেন্স পিএলসি ব্যবসা বাজারজাতকরণের লক্ষ্যে কাজিত সাফল্য লাভের জন্য যুগপোযোগী পদক্ষেপ গ্রহণ করেছে। আর এ ব্যাপারে আপনাদের সহযোগীতা এবং কোম্পানীর গ্রাহকদের সমর্থন আমরা আশীর্বাদ হিসেবে বিবেচনা করব।

কর্পোরেট গভর্ন্যান্স :

কর্পোরেট গভর্ন্যান্স হচ্ছে এমন একটি প্রশাসনিক ব্যবস্থা যেখানে প্রতিষ্ঠান পরিচালিত এবং নিয়ন্ত্রিত হয় স্বচ্ছতা, জবাবদিহিতা এবং দায়িত্বশীলতার সঙ্গে। কর্পোরেট গভর্ন্যান্স তার বর্তমান বৈশিষ্ট্য সমূহ এবং কাঠামো নিয়ে বৈশ্বিক বানিজ্যে স্থান করে নেবার কারণ হচ্ছে, প্রতিষ্ঠানসমূহে মালিক এবং ব্যবস্থাপনার দায়িত্ব বৃদ্ধি পেয়েছে এবং কর্পোরেট গভর্ন্যান্স সেবা সুপারিশ যোগ্য ব্যবস্থা হিসেবে আত্মপ্রকাশ করেছে।

আমি নিশ্চিত যে, আপনারা সবাই জানেন প্রতিষ্ঠানের নির্ধারিত লক্ষ্য অর্জনের জন্য কর্পোরেট শাসন- গভর্ন্যান্স ব্যবস্থার অধীনে দক্ষ এবং অভিজ্ঞ তথা কার্যকরী ব্যবসায়িক কর্মকাণ্ড পরিচালনা জরুরী। আভ্যন্তরীণ নিয়ন্ত্রণে কার্যকারীতা, স্বচ্ছতা, সফলতা এবং জবাবদিহিতা আনতে প্যারামাউন্ট ইন্স্যুরেন্স পিএলসিতে কর্পোরেট গভর্ন্যান্স পদ্ধতি প্রবর্তন করা হয়েছে। পরিচালনা পর্ষদ সব সময়ই কোম্পানী যাতে বিধিসিদ্ধ আচরন এবং নীতিমালার প্রতি শ্রদ্ধাশীল এবং সম্পূর্ণ থাকে তার জন্য গুরুত্ব আরোপ করে থাকেন। সঠিকভাবে দায়-দায়িত্ব বন্টনের ব্যাপারে পরিচালনা পর্ষদ গুরুত্ব আরোপ করেন। সঠিক তদারকি, কর্তৃত্বের ভারসাম্য এবং সুষ্ঠু বাণিজ্যিক কর্মকাণ্ড পরিচালনার জন্য পরিচালনা পর্ষদ এবং ব্যবস্থাপনা কর্তৃপক্ষের মধ্যে সুষ্ঠু ও সঠিকভাবে দায়-দায়িত্ব বন্টনের ব্যাপারেও পরিচালনা পর্ষদ গুরুত্ব আরোপ করে থাকেন।

পরিচালনা পর্ষদ ব্যবস্থাপনা কর্তৃপক্ষের নেতৃত্ব বিকাশ এবং পরিচালনা দক্ষতা অর্জনের জন্য স্বল্পমেয়াদী পরিকল্পনা, সিদ্ধান্তসমূহ গ্রহণ করে যাতে কোম্পানীর নির্ধারিত লক্ষ্য ও উদ্দেশ্য অর্জন সম্ভব হয়। আমরা ইতোমধ্যেই বাংলাদেশ সিকিউরিটিস এন্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং- BSEC/CMRRCD /২০০৬-১৫৮/২০৭/এডমিন/৮০, তারিখ ৩রা জুন ২০১৮ইং এর শর্তাদি প্রতিপালনের একটি সংক্ষিপ্ত প্রতিবেদন চেক লিষ্ট আকারে Annexure-C -তে তুলে ধরা হয়েছে।

কৃতজ্ঞতা স্বীকার :

সুধীবৃন্দ, বিগত সময়ে আমাদের উপর ন্যস্ত দায়িত্ব পালনের ক্ষেত্রে দেশ ও বিদেশের সকল গ্রাহক এবং শেয়ার হোল্ডারবৃন্দের সহযোগীতা প্রদানের জন্য পরিচালনা পর্ষদের পক্ষ থেকে আমি সবাইকে জানাই আন্তরিক অভিনন্দন এবং শুভেচ্ছা।

আমি কৃতজ্ঞতা ও ধন্যবাদ জানাই অর্থ এবং বাণিজ্য মন্ত্রণালয়ের সংশ্লিষ্ট কর্মকর্তা ও কর্মচারীবৃন্দ, বীমা উন্নয়ন ও নিয়ন্ত্রণ কর্তৃপক্ষ, রেজিস্ট্রার অফ জয়েন্ট স্টক কোম্পানী ও ফার্মস, বাংলাদেশ সিকিউরিটিস এন্ড এক্সচেঞ্জ কমিশন, সাধারণ বীমা কর্পোরেশন, ঢাকা স্টক এক্সচেঞ্জ, চট্টগ্রাম স্টক এক্সচেঞ্জ, সিডিবিএল, ব্যাংকসমূহ এবং সংশ্লিষ্ট সকল সরকারী ও বেসরকারী সংস্থাসমূহের কর্মকর্তা ও কর্মচারীবৃন্দকে তাঁদের অকুণন সহযোগীতা প্রদান করার জন্য। তাঁদের সহযোগীতার কারণেই আমাদের এ সাফল্য অর্জন করা সম্ভব হয়েছে।

আমি কৃতজ্ঞতা ও ধন্যবাদ জানাই কোম্পানীর ব্যবস্থাপনা পরিচালক, উপ-ব্যবস্থাপনা পরিচালক, নির্বাহী পরিচালকসহ সকল কর্মকর্তা এবং কর্মচারীবৃন্দকে যাঁদের নিরলস পরিশ্রম ও ত্যাগের কারণে কোম্পানীর এ সাফল্য অর্জন সম্ভব হয়েছে।

আমি সকল গ্রাহক এবং শুভানুধ্যায়ীদেরকে কৃতজ্ঞতা ও ধন্যবাদ জানাই। আমি তাঁদেরকে এই মর্মে প্রতিশ্রুতি প্রদান করছি যে, আপনাদের সমস্ত বিধানের জন্য সর্বোত্তম গ্রাহক সেবা নিশ্চিত করব। এ ব্যাপারে আপনাদের মূল্যবান পরামর্শ ও সহযোগীতা একান্তভাবে কাম্য।

পরিশেষে আমি সম্মানীত শেয়ারহোল্ডারবৃন্দকে ২০২৫ সালের বার্ষিক হিসাব এবং পরিচালকবৃন্দের প্রতিবেদন গ্রহণ এবং অনুমোদন করবার জন্য বিনীত অনুরোধ জানাচ্ছি।

সবাইকে আন্তরিক ধন্যবাদ।

পরিচালনা পরিষদের পক্ষে,



(সাখাওয়াত হোসেন)

সভাপতি

7.3

THE AUDIT COMMITTEE

Our Audit Committee comprising of 03 (three) members of highly qualified, knowledgeable, experienced and professionally skilled persons. The Chairman of the Audit Committee is an Independent Director with knowledge of accounting, auditing and insurance business. The committee comprises of the following members :-

SL	Name of the Members	Status with the Company	Status with Committee
01	Mr. Sib Sankar Saha, FCA	Independent Director	Chairman
02	Mr. Hari Pada Deb	Independent Director	Member
03	Mr. Mohammad Jahidul Abedin	Director	Member

The Company Secretary of the company is acting as the secretary to the committee. Present Committee continues performing their functions up-to the day before the date of forming a new committee by the Board. During the reporting period 7 (Seven) meetings of Audit Committee were held

THE MAIN DUTIES PERFORMING THE COMMITTEE: -

1. Overseen the financial reporting process.
2. Monitored choice of accounting policies and principles.
3. Monitored Internal Control Risk management process.
4. Oversee hiring and performance of external auditors.
5. Reviewed along with the management, the annual financial statements before submission to the Board for approval.
6. Reviewed along with the management, the Quarterly and half yearly financial statements before submission to the Board for approval.
7. Reviewed the adequacy of internal audit function.
8. Reviewed statement of significant related party transactions submitted by the management.
9. Reviewed Management Letters / Letter of Internal Control weakness issued by statutory auditors.
10. Appraise the Board of the company regarding lapses and errors / frauds and other irregularities detected by the internal auditors, external auditors & inspection team of the regulating authorities and corrective measures taken for the purpose of effective control.
11. Effective steps should be taken by rapid dissolution of pending issues.

The committee is ready to perform any other functions as the Board delegates to the committee from time to time.

7.4

REPORT OF THE CHAIRMAN OF AUDIT COMMITTEE

Paramount Insurance PLC established an Audit Committee as a Sub-committee of the Board of Directors and they assist the Board of Directors in fulfilling its oversight responsibilities and ensuring that the Financial Statements reflect true and fair view. There are in total three (3) members in the Audit Committee including 2 (Two) Independent Directors.

During the year 2025 the Committee held 7 (Seven) meetings in which the committee reviewed issues relating Business Operation, Administrative Control, Finance and Accounts, among other things. Relevant departmental heads and other members of the management also attend the meetings as required. The proceeding of the committees' meeting is regularly reported to the Board of Directors.

SCOPES OF THE AUDIT COMMITTEE IS DEFINED AS UNDER -

- (1) Review the financial and other system and its reporting procedure.
- (2) Oversee the works of External Auditors, including matter of disagreement between the Management and External Auditors regarding financial reporting.
- (3) Discuss major issues concerning accounting principles and financial statements presentation.
- (4) Conduct audit concerning material violation by the management in carrying out operation of the company as and when decided by the Board of Director.
- (5) Review reports of litigation and regulatory compliance matters.
- (6) Review internal control and the policies related to liquidity management and capital management.
- (7) Prevent suspected fraud or irregularity in the internal control system.

ACTIVITIES IN 2025

- (1) Guided the financial process of the year end closing;
- (2) Reviewed the financial and management Audit reports of Branches and Head Office and other Statutory report and recommended for approval pirate measures to the management arises out of the findings from such reports;
- (3) Review of the financial reporting system;
- (4) The committee considered the recommendations made by external internal auditors of the company in their reports;
- (5) Review the quarterly and half yearly financial statements.
- (6) Review the Financial Statement for the year 2025 and placed before the board for approval.
- (7) Review the appointment of external and compliance auditors and determination of audit fees and others.
- (8) Review Management's Discussion and Analysis report before disclosing in the annual report
- (9) Review all related party transactions, its nature etc. submitted by the management.



Sib Sankar Saha, FCA

Chairman of the Audit committee

7.5

SHARES HOLDING INFORMATION

SHARES HELD BY THE SPONSORS & DIRECTORS OF THE COMPANY AS ON 31-12-2025.

SL. No.	Name of the Sponsors & Directors	No. of shares held	% of total no. of shares outstanding
1	Mr. Shakhawat Hossain, Chairman & Sponsor Director	2,710,992	6.67
2	Ms. Anita Haque, Vice-Chairman & Sponsor Director	827,859	2.04
3	Mr. Alock Kumar Das, Sponsor	2,710,992	6.67
4	Ms. Anita Das, Sponsor Director	827,859	2.04
5	Mr. Ashit Kumar Das, Sponsor Director	2,710,992	6.67
6	Mr. Md. Jahidul Abedin, Shareholder Director Nominated by, Paramount Textile PLC.	828,289	2.04
7	Mr. A H M Habibur Rahman, Shareholder Director, Nominated by Paramount Holdings Ltd.	821,590	2.02
8	Mr. A H M Abdur Rahman, Shareholder Director Nominated by Paramount Spinning Ltd.	820,080	2.02
9	Mr. Sib Sankar Saha, FCA, Independent Director	0	0
10	Mr. Hari Pada Deb, Independent Director	18	0
11	Mr. Nawaz Ahmad, Sponsor	814,198	2.00
12	Mr. Ashok Kumar Das, Sponsor	2,710,992	6.67
13	Ms. Kamrun Nahar, Sponsor	1,897,692	4.67
14	Mr. Atiqul Haque, Sponsor	1,355,493	3.33
15	Mr. Mritunjay Kumar Saha, FCMA, Sponsor	677,744	1.67
Total		19,714,790	48.48

Shares held by Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit & Compliance and their spouses and minor children as on 31-12-2025.

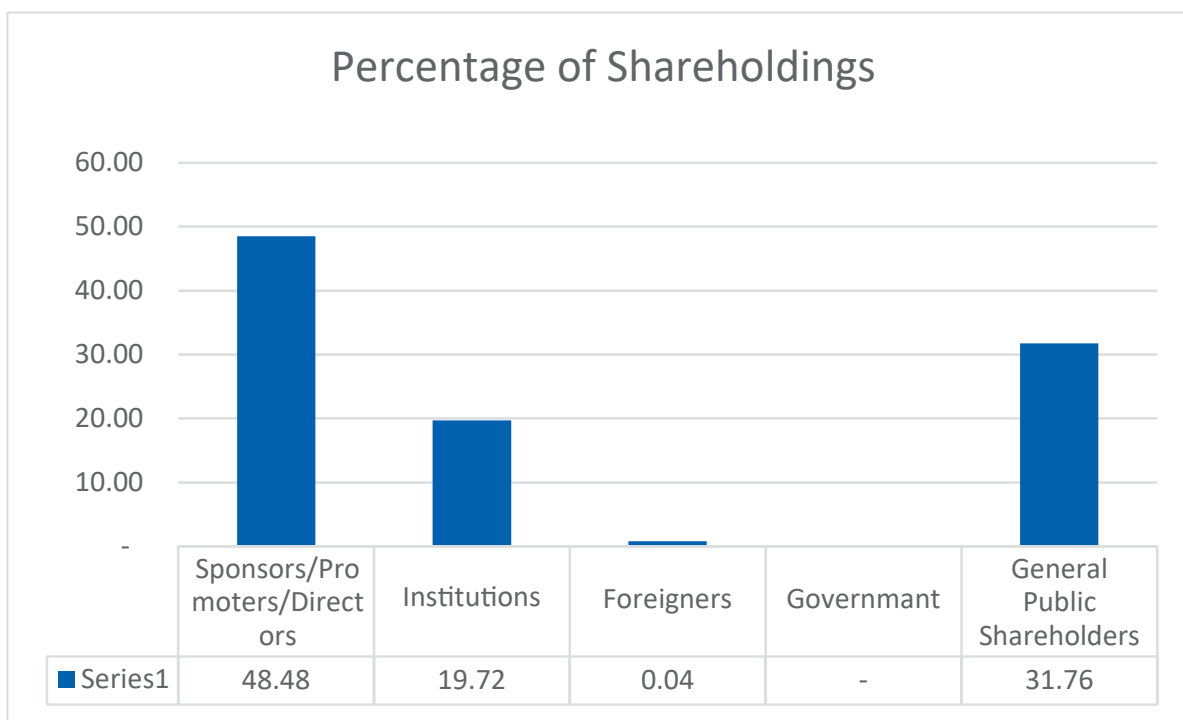
1	a)	Mr. Md. Sajjad Yahya, Chief Executive Officer	1413
	b)	Spouse & Minor Children of Chief Executive Officer	Nil
2	a)	Ms. Zharna Parul, Addl. MD (CS & Admin)	Nil
	b)	Spouse & Minor Children of Company Secretary	Nil
3	a)	Mr. Mohammad Arif Hossain, DMD & CFO	Nil
	b)	Spouse & Minor Children of Chief Financial Officer	Nil
4	a)	Mr A.T.M. Mubashshirul Basher, Head of Internal Audit	Nil
	b)	Spouse & Minor Children of Head of Internal Audit	Nil

List of Shareholder, holdings 5% and above shares in the Paid-up Capital of the company as on 31-12-2025:

SL. NO	Shareholder	Category	Holding Shares	% of Holding Shares
1.	NRB Commercial Bank Ltd	Company Shareholder	2,561,257	6.2984

Percentage of shareholdings as per 35(2) of the Listing Regulation 2015:

1	Sponsors/Promoters/Directors	48.4845
2	Institutions	19.7183
3	Foreigners	00.0389
4	Government	0.0000
5	General Public Shareholders	31.7584
Total :		100.00



7.6

DIVIDEND DISTRIBUTION POLICY

1. BACKGROUND:

This Policy is formulated in accordance with Section 20A of the Securities and Exchange Ordinance-1969 as directed by the commission vide directive no. BSEC/CMRRCD/2021-386/03, dated 14 January 2021. This policy will be effective from 8th March, 2020, being the date of its approval by the Board of Directors of the Company.

2. OBJECTIVE:

The objective of this Policy is to lay down the criteria and parameters that are to be considered by the Board of Directors of the Company while deciding on the declaration of Dividend from time to time. This Policy is applicable to dividend declared/recommended on the equity shares of the Company only.

3. PARAMETERS TO BE CONSIDERED FOR DECLARATION OF DIVIDEND:

The Board of Directors may declare interim dividend/recommend final dividend for consideration of shareholders of the Company. The Board shall recommend dividend for any financial year subject to the following:

- (a) out of the profits of the Company for that year arrived after providing for depreciation; or
- (b) out of the profits of the Company for any previous financial year(s) arrived at after providing for depreciation and remaining undistributed; or
- (c) out of both (a) and (b).

Subject to the provisions of applicable laws, the Company's dividend pay-out will be determined by the Board of Directors from time to time based on the available financial resources, investment requirements and other factors more fully described hereunder. Subject to these parameters, the Company would endeavor to maintain a total dividend pay-out ratio of 30% to 60% of the Earning

Per Share (EPS), if any. The Board of Directors of the Company will consider the following parameters while recommending / declaring Dividend:

3.1 Financial Parameters / Internal Factors:

1. Net operating profit after tax;
2. Operating cash flow of the Company for the year;
3. Liquidity position of the Company;
4. Resources required for funding investments, acquisitions, capital infusion;
5. Cash flow required for meeting tax demands and other contingencies;
6. Regulatory (and growth requirement of) Capital Adequacy;
7. Regulatory (and growth requirement of) Solvency;
8. Trend of dividends paid in the past years;
9. Dividend receipt from companies in which Paramount Insurance PLC. holds shares / investments;
10. Any extra-ordinary or abnormal gains made by the Company; &
11. Any other factor not explicitly covered above but which is likely to have a significant impact on the Company.

3.2 External Factors:

1. Prevailing legal requirements, regulatory restrictions laid down under the applicable laws including tax laws and changes made in accounting laws;
2. Dividend pay-out ratios of similar General Insurance companies; &
3. Any other factor that has a significant influence /impact on the Company's working environment/ financial position.
4. The Board of Directors may additionally recommend special dividend in special circumstances.

4. CIRCUMSTANCES UNDER WHICH THE SHAREHOLDERS MAY NOT EXPECT DIVIDEND:

The shareholders of the Company may not expect Dividend under the following circumstances:

- 4.1 In the event of inadequacy of profits or whenever the Company has incurred losses;
- 4.2 Significant cash flow requirements towards tax demands, requiring significant allocation of capital or others;
- 4.3 Any of the above referred internal or external factors restraining the Company from considering dividend.

5. UTILIZATION OF RETAINED EARNINGS:

The Company may declare dividend out of the profits of the Company for the year or out of the profits of any previous year or years or out of the free reserves available for distribution of Dividend, after having due regard to the parameters laid down in this Policy. Profits retained in the business will be invested in the business / operations of the Company and may be used for funding acquisition(s), further investments and for all other corporate purposes.

6. PROCEDURE:

- 6.1 The dividend proposal placed before the Board for consideration shall be in terms of this Policy.
- 6.2 The Company shall ensure compliance of provisions of applicable Laws and this Policy in relation to Dividend declared by the Company.

7. DISCLOSURE:

The Company shall make appropriate disclosures as required under the Listing Regulations 2015 and other relevant laws.

8. GENERAL :

- 8.1 This Policy would be subject to revision/amendment in accordance with the guidelines as may be issued by the Bangladesh Securities and Exchange Commission (BSEC) from time to time, on the subject matter.
- 8.2 The Company reserves its right to alter, modify, add, delete or amend any of the provisions of this Policy.
- 8.3 In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

9. PUBLICATION OF POLICY

This Policy, as approved by the Board, shall be disclosed in the Annual Report and on the website of the Company at www.paramountinsurancebd.com/.

7.7

PRINCIPLES OF DISCLOSURE OF MATERIAL INFORMATION (MI) AND PRICE SENSITIVE INFORMATION (PSI)

Paramount Insurance PLC. is committed to maintaining consistency, openness and impartiality in its interactions with all stakeholders while complying with relevant laws and regulations as prescribed by Regulatory Authorities. The Board of Directors at Paramount Insurance has embraced a policy titled “Principles of Disclosure of Material Information (MI) and Price Sensitive Information (PSI)” aligning with the Bangladesh Securities and Exchange Commission (Insider Trading Prohibition) Rules of 2022, specifically BSEC/CMRRCD/2021-396/52/Admin/140, as per the Gazette Notification dated January 30, 2023.

PRINCIPLES

This Principles is called “Paramount Insurance PLC. Principles of Disclosure of Material Information & Price Sensitive Information” and has been framed by Paramount Insurance PLC. pursuant to “বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (সুবিধাভোগী ব্যবসা নিষিদ্ধকরণ) বিধিমালা, ২০২২” dated December 28, 2022

OBJECTIVES

The objective of the principles is:

- to protect the shareholder’s right;
- to protect the fluctuation of capital market;
- to protect the insider trading;
- to disclose the material information and price sensitive information.

Effective Date: The principles is approved by the Board of Directors of the company and it’s effective from 31st July, 2023.

CONTENTS OF PRICE SENSITIVE INFORMATION (PSI)

The following event/information shall be necessarily disclosed to the exchange and commission as price Sensitive Information:

- a. Information related to the financial report, financial results and other basic information related to the financial performance;
- b. Information related to dividend and corporate declarations;
- c. Information related to the change of corporate structure (i.e., amalgamation, merger, de-merger, re-structuring, acquisition, winding up, transfer, and transformation, etc.);
- d. Information related to the change of capital structure;
- e. Information related to the business extension, change, etc.;
- f. Information related to the Company’s fund management and structural change of the fund;
- g. Any other information as defined by the BSEC as PSI through various rules, regulations, circulars and directives; and
- h. Any information published by the BSEC in official gazette defining as PSI.

CONTENTS OF MATERIAL INFORMATION

The following event/information shall be necessarily disclosed to the exchange and commission as price Sensitive Information:

1. **Factors related to changes in financial conditions, such as:**
 - (a) Changes in financial statements, such as significant decrease or increase in

- income, expenses, cash flows, receivables, liabilities or assets etc. and revaluation of most or significant assets or any information or statement or comment regarding revaluation of significant assets or significant decrease-increase;
- (b) The following comparative information in the financial statements:
- (i) Earnings per share;
 - (ii) Net operating cash flow per share;
 - (iii) Net asset value per share;
- (c) Material changes in the value or composition of assets of the company;
- (d) Any special instructions or any modification of any special instructions previously given by the regulatory authority of the company regarding reservation of provisions; and
- (e) Any change in the accounting policies of the company, etc.

2. Information regarding corporate announcements, such as: -

- (a) Any decision relating to dividend;
- (b) Decision to declare or issue rights, bonus issues or similar benefits to security holders;
- (c) Corporate declarations or other information relating to the receivables of the investors; and
- (d) Any change in dividend distribution policy, etc.

3. Information regarding changes in corporate structure, such as: -

- (a) Acquisition or disposal of any existing assets of the company at least 05% (Five Percent) or more;
- (b) Merger of the Company with another company;
- (c) Any acquisition or substantial acquisition of share of any company, etc.;
- (d) Demerger of any unit of the company;
- (e) Conversion or winding up of any unit of the Company;

- (f) Changes in corporate operations by way of capital reorganization or merger or demerger;
- (g) Takeover proposal or internal service acquisition proposal of any company;
- (h) Change of ownership that may affect controlling of the Company; and
- (i) Change of name or address, etc.

4. Information regarding changes in capital structure, such as: -

- (a) Any decision regarding private or public or rights offer of securities or changes in its capital structure;
- (b) Systematic repurchase or redemption of securities of the Company;
- (c) Any decision regarding consolidation of shares, exchange of shares, conversion of any security into equity security or conversion of debentures in shares; and
- (d) Significant changes in rights of security holders, etc.

5. Information regarding expansion, change etc. of business activities, such as: -

- (a) Any significant development or change in the Company's technology, production or facilities;
- (b) Significant capital investment or significant change in the purpose of the organization;
- (c) Significant new contracts, product, patent, service or business changes;
- (d) Significant realization of long-term Bad Debts;
- (e) Any change of the Board of Directors or any resignation or termination of the Chief Executive, CEO, CFO and Company Secretary;
- (f) Change of statutory auditor or corporate governance compliance auditor and credit rating company or agency;
- (g) Initiation of legal proceedings or development of regulatory matters or any significant judgment or order by the court;

- (h) Change of category of listed security in the stock exchange(s) or company's de-listing from the exchange(s);
- (i) Any significant management contract, investor relations agreement, service agreement, or related party transaction that could materially affect the financial statements of the Company;
- (j) Information relating to decision of sale or purchase of any fixed asset or renovation or development or expansion of plant or machinery (BMRE) or setting up of new units;
- (k) Grant or acceptance of significant advances or loans between the inter-company or subsidiary or associate companies; and
- (l) Any kinds of loan or related benefits receive and provide or exchange with any directors of the Company.

6. Information related to loan and debt management, such as: -

- (a) Borrowing and repayment of 25% or more of the paid-up capital or net asset value, whichever is higher;
- (b) The encumbrance or discharge of significant assets;
- (c) Failure to pay any bank or creditor or debt obligation or liability for a period exceeding 06 (Six) months;
- (d) Significant new loan agreements; and
- (e) Foreign loan agreement or investment agreement, etc.

7. Others, such as: -

- Signing of any material agreement or cancellation or substantial amendment of previously declared/signed agreement;
- Loss of any substantial assets of the Company or any event affecting its reputation;
- Cancellation or substantial modification or any scheme previously declared; and
- Submission of qualified report of the Company by the auditor, etc.

8. Determination of Price Sensitive

Information: -

- (a) The event/information shall be considered as Price Sensitive Information if it has the possibility to be impact which exceeds 10% of the total net assets or the rate imposed by the Bangladesh Security & Exchange Commission time to time. The net assets shall be considered on the basis of last/latest year/period audited consolidated financial statements.
- (b) If in the opinion of the Board of Directors of Paramount Insurance Company Limited, any event/information is considered Price Sensitive Information.

9. Time of disclosure: -

- (a) Subject to provisions of the regulations, Paramount Insurance PLC. shall disclose about all Price Sensitive Information within 2 (Two) hours of the closing of Board Meeting to the Exchanges & Commission through e-mail or fax or any digital platform or special messenger or courier service and subsequently send the same as hard copy to the regulators.
- (b) All material information shall disclose as soon as possible from when its visible to the company to the Exchanges & Commission through e-mail or fax or any digital platform or special messenger or courier service and subsequently send the same as hard copy to the regulators.

10. Authorization: -

Price Sensitive Information and Material Information shall be signed by the Chairman, Chief Executive Officer or Company Secretary of the company.

11. Amendments to the principles: -

These principles would be amended in accordance with the Statutory & Regulatory Rules and Regulation time to time and Paramount Insurance PLC. also reserve its right to alter, modify, add, delete or amend any of the provision of this principles by the approval of Board of Directors.

12. Discloser: -

- (a) Paramount Insurance PLC. shall disclose all Material Information & Price Sensitive Information in website of the company.
- (b) Paramount Insurance PLC. shall publish all Material Information & Price Sensitive Information in two widely circulated national daily newspapers (one Bangla & one English) and one online newspaper.
- (c) Copy of these principles shall also be posted on the website of the company.

7.8

ACCOUNTING POLICY

The accounting policies are the specific policies and procedures that are used by a company to prepare its financial statements. It defined as “the specific principles, bases, conventions, rules and practices applied by an entity in preparing and presenting financial statements”. The financial statements of the company have been prepared under historical cost convention in a going concern concept and on accrual basis in accordance with International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs). In addition, The Bangladesh Securities and Exchange Commission Rules 1987, Listing Regulations of Dhaka Stock Exchange PLC. (DSE) & Chattogram Stock Exchange PLC. (CSE) have also been complied with.

The following IAS and IFRS has applied in preparing and presenting the financial statements.

IAS Standards	IAS No	Status
Presentation of Financial Statements	01	Applied
Inventories	02	Applied
Statement of Cash flows	07	Applied
Accounting Policies, Changes in Accounting Estimates and Errors	08	Applied
Events after the Reporting Period	10	Applied
Income Taxes	12	Applied
Property, Plant & Equipment	16	Applied
Employee Benefits	19	Applied
Related Party Disclosure	24	Applied
Accounting for Investment	25	Applied
Financial Instruments: Presentation	32	Applied
Earnings Per Share	33	Applied
Provisions for Contingents Liabilities and Contingents Assets	37	Applied
Financial Instruments: Recognition and Measurement	39	Applied
IFRS Standards	IFRS No	Status
Insurance Contracts	04	Applied
Financial Instrument: Disclosures	07	Applied
Operating Segments	08	Applied
Financial Instruments	09	Applied
Revenue from Contract with Customers	15	Applied

7.9

CORPORATE SOCIAL RESPONSIBILITY (CSR)



Most of that time people were saying that maximization of profit is the main objective of the company but in modern times we do not speak like that. We feel that the company's corporate management's main objective is to achieve the corporate goal and incentives as well. Whenever you have to achieve the corporate goal you think about the stakeholder's interest and at the same time the corporate social responsibility.

MAIN OBJECTIVES

The purpose of this qualitative exercise is to serve the society in which we are doing business as a company.

CONCEPT

It would be motivating to derive a meaning of the concept with the dissection of each of the words. CSR is not a difficult concept and can be explained as:

- Corporate - means organised business;
- Social - means everything dealing with people, the society at large;
- Responsibility - means accountability between the two.

ACCORDINGLY, CSR NEEDS TO BE

- (i) more inwards than outwards,
- (ii) more related to the character and culture of the corporate rather than its size or profitability,

- (iii) more related to making and distributing profits and sustainability,
- (iv) more business process oriented than philanthropic
- (v) focused on day-to-day activities by every employee of the organization rather than limited to the typical presence of key individuals in the company along with the various social partners of the corporate.

CSR appears in many forms some are directly related to employees and their families whereas some others point towards outside workplace without any connection to its employees. It takes various forms such as:

- Corporate Philanthropy
- Corporate Support
- Sponsorships
- Corporate Partnerships
- Responding in Emergency

The fundamental idea behind CSR is that the company incurs responsibilities to society beyond maximization of profit and beyond meeting the minimal requirement of the law. CSR also has numerous facets like Human Resources (HR) practices , Health, Safety and Environmental (HSE) practices ,Codes of Conduct, Fulfilling and Motivating Work Environment, Employee Development Programmes, Local Content Policies, Assessing

and increasing the social and environmental impact of a company, environmental management systems (ems), community development programmes, sponsorships corporate social responsibility, donations, educational programmes, cluster development

CSR POLICY

It would be helpful if the government created a CSR policy setting out expectations that the government has of companies to work on CSR issues, and providing guidance on the kinds of activities possible. PIPLC always encourage to integrate CSR into their core values and articulate a specific CSR strategy.

CSR Activities:

Paramount Insurance PLC has contributed to establishing a safe green society for its stakeholders. On 8th December 2025, our company distributed some blankets among the needy families in Dinajpur Biral as part of its social responsibility. We have also planted hundreds of trees in Dinajpur Biral. We have organized a conference in Cox's Bazar to motivate branch managers. On the other hand, our company takes initiatives for human resource development through various trainings within the organization and trainings provided by regulatory bodies.

In the future, we will increase our involvement in more CSR activities.



দুস্থ ও অসহায় পরিবারদের মাঝে প্যারামাউন্ট ইন্স্যুরেন্সের পক্ষ থেকে বিরল দিনাজপুরে কম্বল বিতরণ করা হয়।



পরিবেশের ভারসাম্য রক্ষায় সবুজ পৃথিবীর প্রত্যাশায় ফরক্বাবাদ বিরল দিনাজপুরে বৃক্ষরোপন করা হয়।

7.10

Overview Business Activities & Review Corporate Governance Financial Reports

MANAGEMENT DISCUSSION AND ANALYSIS:

As per condition No 1.5 (XXV) of Corporate Governance Code dated on 3rd June, 2018; a Management's Discussion and Analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others are given below:

(A) Accounting Policies

Appropriate accounting policies have been consistently followed in formulating the financial statements and accounting estimates are reasonable and prudent. The company has prepared and presented its financial statement as per IAS adopted by the Institute of Chartered Accountants of Bangladesh (ICAB).

Estimation For Preparation Of Financial Statements

International Accounting Standards (IAS) & International Financial Reporting Standards (IFRS) and notification of BSEC for Financial Reporting & Disclosure as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed.

(B) Changes In Accounting Policies And Estimation

During the year under review there were few changes in accounting policies and estimation in Financial Statements for the year ended 2025 as adopted by Board of Directors as per auditor's advice.

(C) Comparative Analysis Of Financial Performance Or Results And Financial Position With Immediately Preceding 5 (Five) Years:

The comparative analysis of Financial Performance or results and Financial Position as well as cash flows for current financial year with immediately preceding 5 (five) years are given in page no.-53

(D) Comparison Of Financial Performance With Peer Industry:

In spite of decline rate around 1.45% of the Bangladesh Insurance Industry in the last year, the expansion of the insurance business, particularly the non-life sector, has experienced a little bit downward trend this year due to pandemic situation. Fortunately, our company able to achieve an Earnings per share of Tk. 2.19 this year.

Hopefully, now the government as well as regulatory bodies (IDRA, BSEC and so on) takes some crucial initiatives to enhance the industry with a view to achieve the Sustainable Development Goals (SDGs).

In these consequences Paramount has done well amongst manage a decline of Tk. 26,117,394/= in respect of wealth maximization (net worth) during the year under report.

(E) Financial And Economic Scenario Of The Country And The Globe:

You know, Bangladesh economy achieved a respectable GDP growth of 3.90% during the year 2025 in a very challenging domestic and global economic environment. During the year 2025 your company achieved a gross premium income of Tk. 548,581,439/=which is 1.11% highest than that of last year.

(F) Future Plan Or Projection Or Forecast For Company's Operation, Performance And Financial Position, With Justification Thereof:

We can doing in 2025 comfore to Last a year business performances but still now we are in threat to reach our Business target for thi current year due to pandemic situation. We are very much agreed on to fill up the business target by increasing the trend of business within the domain of the Insurance Act and other relevant rules and regulation as applicable for General Insurance in Bangladesh. The trend is ongoing and hopes better in future.

On behalf of the Company,



Md. Sajjad Yahya
Managing Director & CEO

7.11

SUB-COMMITTEES OF THE BOARD

Our Board has 6 sub-committee to accelerat it`s functions & duties properly. the committees are as follows-

EXECUTIVE COMMITTEE

S.L.	Name of the Members	Status with the Company	Status with Committee
01	Mr. Ashit Kumar Das	Director	Chairman
02	Anita Das	Director	Member
03	Mr. A.H.M. Habibur Rahman	Director	Member

AUDIT COMMITTEE

SL	Name of the Members	Status with the Company	Status with Committee
01	Mr. Sib Sankar Saha, FCA	Independent Director	Chairman
02	Mr. Hari Pada Deb	Independent Director	Member
03	Mr. Mohammad Jahidul Abedin	Director	Member

THE CLAIM/RISK MANAGEMENT COMMITTEE

Sl. No.	Name of the Members	Status with the Company	Status in the Committee
01	Ms. Anita Haque	Director	Chairman
02	Anita Das	Director	Member
03	Mr. A.H.M. Habibur Rahman	Director	Member

NOMINATION AND REMUNERATION COMMITTEE

S. N.	Name	Status with the Company	Status in the Committee
1.	Mr. Hari Pada Deb	Independent Director	Chairman
2.	Mr. Sib Sankar Saha, FCA	Independent Director	Member
3.	Mr. Mohammad Jahidul Abedin	Director	Member

INVESTMENT COMMITTEE

S. N.	Name	Status with the Company	Status in the Committee
1.	Mr. Mohammad Jahidul Abedin	Director	Chairman
2.	Mr. Hari Pada Deb	Director	Member
3.	Mr. Ashit Kumar Das	Director	Member
4.	Mr. A.H.M. Habibur Rahman	Director	Member
5.	Mr. A.H.M. Abdur Rahman	Director	Member

POLICYHOLDER PROTECTION & COMPLIANCE COMMITTEE

S. N.	Name	Status with the Company	Status in the Committee
1.	Anita Das	Director	Chairman
2.	Mr. Hari Pada Deb	Director	Member
3.	Mr. Mohammad Jahidul Abedin	Director	Member

7.12

DECLARATION BY CEO AND CFO

Annexure-A
[As per condition No. 1(5)(xxvi)]

Date: 10th March, 2026

The Board of Directors

Paramount Insurance PLC.
House 22(L- 4), 113/A, Gulshan 2
Dhaka-1212.

Subject : **Declaration on Financial Statements for the year ended on 31st December 2025.**

Dear Sirs,

Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No.BSEC/CMRRCD/2006-158/207/Admin/80 Dated 3 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- (1) The Financial Statements of Paramount Insurance PLC. for the year ended on 31st December 2025 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- (2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- (3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
- (4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that:-

- (i) We have reviewed the financial statements for the year ended on 31st December 2025 and that to the best of our knowledge and belief
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



Md. Sajjad Yahya
Chief Executive Officer



Mohammad Arif Hossain
Chief Financial Officer

7.13

REPORT ON GOING CONCERN

Financial statements are normally prepared on the assumption that an enterprise is a going concern and will continue in operation for the foreseeable future. Hence, it is assumed that the enterprise has neither the intention nor the need to liquidate or curtail materially the scale of its operations; if so, the basis used is disclosed. On the other hand listed Companies are required by BSEC to report on its ability to continue as going concern.

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

FINANCIAL INDICATIONS:

- Positive Net Current Assets.
- Performance growth.
- Positive underwriting results and trends.
- No reliance on borrowing.
- Re-insurance with Sadharan Bima Corporation in case of large business.
- Positive Operating cash flows.
- Positive key financial ratios.
- Consistency on payment of dividends.
- Credibility in payment of obligations.

OPERATING INDICATIONS:

- No key management turnover.
- Good business expansion.
- Spread of business across diverse clientele.
- Good market reputation and clients' satisfaction.
- Good corporate environment and employee satisfaction.

OTHER INDICATIONS

- Maintenance of sufficient capital base as required by law.
- Strong equity base.
- Strong Claim paying ability (CPA).
- Anticipates no significant in legislation or government policy.



Md. Sajjad Yahya
Managing Director & CEO

7.14

REPORT OF THE NOMINATION & REMUNERATION COMMITTEE

The Board has formed a NRC committee as a sub-committee of the Board, has been constituted by 2 independent Director and another member of the Board in line with the newly issued Corporate Governance Code. Mr, Hari Pada Deb who represent in the Board as Independent Director is also the Chairman of the Committee. During the year 2 (Two) NRC Meeting were held. The name of the members & their attendance record in the meetings was given in Directors' Report.

EVALUATION CRITERIA OF DIRECTORS/TOP LEVEL EXECUTIVE OF THE COMPANY:

The evaluation/assessment of the Directors and the Top-Level Executive of the Company is to be conducted as and when required and to satisfy the requirements of the Corporate Governance Code and as well as company's policy. The following criteria may assist in determining how effective the performances of the Directors/TLE have been:

- Leadership & stewardship abilities;
- Contributing to clearly define corporate objectives & plans;
- Communication of expectations & concerns clearly with subordinates;
- Obtain adequate, relevant & timely information from external sources;
- Review & approval achievement of strategic and operational plans, objectives, budgets;
- Regular monitoring of corporate results against projections;
- Identify, monitor & mitigate significant corporate risks;
- Assess policies, structures & procedures;
- Direct, monitor & evaluate KMPs, senior officials;
- Review management's succession plan;
- Effective meetings
- Assuring appropriate board size. composition, independence, structure;
- Clearly defining roles & monitoring activities of committees;
- Review of corporation's ethical conduct;

ACTIVITIES OF HRC DURING THE YEAR 2025:

During the year the NRC accomplished the following activities:

- i. Reviews the status of the Board composition along with their qualification, experience, attributes, independence of board members made recommendation thereof;
- ii. Reviewed the top-level executives of the company and placed at different levels and determine their selection criteria. remuneration based on performance among others etc.
- iii. Review retirement and appointment procedure of Directors & Top Executive.
- iv. Reviews the company's human resources policy and recommended on it.
- v. Overseen other issues within the Code of Conduct of the NRC.

REPORTING BY THE NRC TO THE BOARD:

The NRC Committee regularly reports on its work to the Board and the report includes a summary of the matters addressed in the meeting. The NRC expressing its view to the Board that the nomination, retirement, re-election & remuneration of directors & top-level executive are adequate for presenting true and fair view of the Administration & HR department and also expressed that the internal control of the company is quite well.



Hari Pada Deb
Chairman of NRC.
Independent Director



Zharna Parul
Member Secretary of NRC

7.15

REPORT TO THE SHAREHOLDERS & COMPLIANCE ON THE CORPORATE GOVERNANCE CODE



ATIK KHALED CHOWDHURY
C h a r t e r e d A c c o u n t a n t s



Annexure-B

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

We have examined the compliance status to the Corporate Governance Code by Paramount Insurance PLC. for the year ended on 31st December 2025. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03 June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

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

Abdul Matin, FCA
Enrolment No- 1122
Senior Partner
Atik Khaled Chowdhury
Chartered Accountants

Place: Dhaka
Dated: 13th April 2026



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7.16

STATUS REPORT OF COMPLIANCE WITH THE CONDITIONS IMPOSED BY BSEC

Annexure-C
[As per condition No. 1(5)(xxvii)]

Status of compliance with the conditions imposed by the Commission's Notification No.SEC/CMRRCD/2006-158/207/Admin/80 dated 3 June, 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

(Report under Condition No. 9)

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1	Board of Directors (BoD)			
1(1)	Size of the Board of Directors: (Total number of Board members-minimum 5 and Maximum 20)	✓		Paramount Insurance Board is comprised of 10 (Ten) Directors
1(2)	Independent Directors:			
1(2) (a)	At least one fifth (1/5) of the total number of Directors shall be independent directors.	✓		2 (Two) ID out of 10 (Ten) Directors in the Board
1(2) (b)	For the purpose of this clause "independent director" means a director-			
1(2) (b)(i)	who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company.	✓		Declared their compliance

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(2) (b)(ii)	who is not a sponsor of the company and is 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. His/her family members also should not hold above mentioned shares in the company.	✓		Declared their compliance
1(2) (b)(iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years	✓		
1(2) (b)(iv)	who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies.	✓		Has no relationship
1(2) (b)(v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange.	✓		Declared their compliance
1(2) (b)(vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market	✓		
1(2) (b)(vii)	who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code.	✓		Declared their compliance
1(2) (b)(viii)	who is not independent director in more than 5 (five) listed companies.	✓		Declared their compliance
1(2) (b)(ix)	who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI) and	✓		Declared their compliance
1(2) (b)(x)	who has not been convicted for a criminal offence involving moral turpitude.	✓		Not convicted

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(2) (c)	The Independent Director(s) shall be appointed by Board and approved by the shareholders in the Annual General Meeting (AGM).	✓		
1(2) (d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days and	✓		
1(2) (e)	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.	✓		
1(3)	Qualification of Independent Director (ID)			
1(3) (a)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory and corporate laws and can make meaningful contribution to the business.	✓		
1(3) (b)	Independent Director shall have following qualifications	✓		
1(3) (b) (i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association.	N/A		
1(3) (b) (ii)	Corporate Leader who is or was a top-level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company.	✓		Both Independent Directors are Corporate Leader

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(3) (b) (iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law.	N/A		
1(3) (b) (iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law.	N/A		
1(3) (b) (v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification.	N/A		
1(3) (c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		
1(3) (d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	N/A		
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals.	✓		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company.	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company.	✓		
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer.	✓		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
1.5	The Director's Report to the Shareholders			
1(5) (i)	Industry outlook and possible future developments in the industry.	✓		
1(5) (ii)	Segment-wise or product-wise performance.	✓		
1(5) (iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any	✓		
1(5) (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable	✓		
1(5) (v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss).	N/A		
1(5) (vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions.	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5) (vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments.	N/A		No such situation arisen
1(5) (viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.	N/A		No such situation arisen
1(5) (ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements.	✓		No Significant variance occurred in terms of profitability as a result of increasing business with less commission.
1(5) (x)	A statement of remuneration paid to the directors including independent directors.	N/A		No remuneration paid.
1(5) (xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5) (xii)	A statement that proper books of account of the issuer company have been maintained	✓		
1(5) (xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.	✓		
1(5) (xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed.	✓		
1(5) (xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored.	✓		
1(5) (xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress.	✓		
1(5) (xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed.	✓		
1(5) (xviii)	An explanation that a significant deviation from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained.	✓		No Significant deviations arisen.
1(5) (xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized.	✓		
1(5) (xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year.	N/A		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5) (xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend.	✓		
1(5) (xxii)	The total number of Board meetings held during the year and attendance by each director.	✓		
1(5) (xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares			
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details).	✓		
1(5)(xxiii)(b)	Directors, Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO), Head of Internal Audit and Compliance and their spouses and minor children (Name wise Detail).	✓		
1(5)(xxiii)(c)	Executives.	✓		
1(5) (xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (Name wise Detail)	✓		
1(5) (xxiv)	Disclosure of information on appointment / re-appointment of directors to the Shareholders:			
1(5)(xxiv)(a)	a brief resume of the director.	✓		
1(5)(xxiv)(b)	nature of his/her expertise in specific functional areas.	✓		
1(5) (xxiv)(c)	name of companies in which the person also holds the directorship and the membership of committees of the Board.	✓		
1(5) (xxv)	a Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the Company's position and operations along with a brief discussion if changes in the financial statements, among others focusing on:-	✓		
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements.	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes.	✓		
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof.	✓		
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario.	✓		
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe.	✓		
1(5)(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company.	✓		
1(5)(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM.	✓		
1(5) (xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A.	✓		
1(5) (xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C.	✓		
1(6)	Meetings of the Board of Directors			
	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.			
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company.	✓		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	✓		
2	Governance of Board of Directors of Subsidiary Company: The Company doesn't have any Subsidiary Company.			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company.	N/A		
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company.	N/A		
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company.	N/A		
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also.	N/A		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	N/A		
3	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).-			
3(1)	Appointment :			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC).	✓		
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals.	✓		
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time.	✓		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	✓		
3(2)	Requirement to attend Board of Directors' Meetings : The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	agenda item relating to their personal matters.			
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO):			
3(3)a	The MD or CEO and CFO shall certify to Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief.	✓		
3(3)(a)(i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.	✓		
3(3)(a)(ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.	✓		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members.	✓		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		
4	Board of Directors' Committee.			
4(i)	Audit Committee	✓		
4(ii)	Nomination and Remuneration Committee.	✓		
5	Audit Committee:			
5(1)	Responsibility to the Board of Directors.			
5(i)(a)	The company shall have an Audit Committee as a sub-committee of the Board.	✓		
5(i)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business.	✓		
5(i)(c)	The Audit Committee shall be responsible to			

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓		
5(2)	Constitution of the Audit Committee			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director	✓		
5(2)(c)	All members of the audit committee should be “financially literate” and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience	✓		
5(2)(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee.	✓		
5(2)(e)	The company secretary shall act as the secretary of the Committee	✓		
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		
5(3)	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director.	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	✓		
5(4)	Meeting of the Audit Committee	✓		
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year.	✓		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓		
5(5)	Role of Audit Committee	✓		
5(5)(a)	Oversee the financial reporting process.	✓		
5(5)(b)	monitor choice of accounting policies and principles.	✓		
5(5)(c)	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	Compliance Plan and review of the Internal Audit and Compliance Report			
5(5)(d)	oversee hiring and performance of external auditors	✓		
5(5)(e)	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption	✓		
5(5)(f)	review along with the management, the annual financial statements before submission to the Board for approval	✓		
5(5)(g)	review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval	✓		
5(5)(h)	review the adequacy of internal audit function	✓		
5(5)(i)	review the Management's Discussion and Analysis before disclosing in the Annual Report	✓		
5(5)(j)	review statement of all related party transactions submitted by the management	✓		
5(5)(k)	review Management Letters or Letter of Internal Control weakness issued by statutory auditors	✓		
5(5)(l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors	✓		
5(5)(m)	oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission	N/A		No such situation arisen during the year
5(6)	Reporting of the Audit Committee			
5(6)(a)	Reporting to the Board of Directors			

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	✓		
5(6)(a)(ii)	The Audit Committee shall immediately report to Board on the following findings if any-	✓		
5(6)(a)(ii)(a)	report on conflicts of interests	N/A		No such situation arisen during the year
5(6)(a)(ii)(b)	suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements	✓		There was no such case during the year
5(6)(a)(ii)(c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations	✓		
5(6)(a)(ii)(d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately	✓		
5(6)(b)	Report to the Authorities If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	N/A		No such matter arisen during the year.
5(7)	Reporting to the Shareholders and General Investors- Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and	✓		Activities of Audit Committee has been disclosed in the Annual Report

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	disclosed in the annual report of the issuer company.			
6	Nomination and Remuneration Committee (NRC).-			
6(1)	Responsibility to The Board of Directors (BOT)	✓		
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board	✓		
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive	✓		
6(1) (c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b)	✓		
6(2)	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including an independent director	✓		
6(2)(b)	All members of the Committee shall be non-executive directors	✓		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board	✓		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee	✓		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee	✓		
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor	N/A		Didn't require during the year

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee			
6(2)(g)	The company secretary shall act as the secretary of the Committee	✓		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director	✓		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company	✓		
6(3)	Chairperson of the NRC:			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director	✓		
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes	✓		
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders	✓		
6(4)	Meeting of the NRC			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year	✓		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC	✓		
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
	Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h)			
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC	✓		
6(5)	Role of the NRC			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders	✓		
6(5)(b)	NRC shall oversee among others, the following matters and make report with recommendation to the Board-	✓		
6(5)(b)(i)(a)	the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully	✓		
6(5)(b)(i)(b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks	✓		
6(5)(b)(i)(c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals	✓		
6(5)(b)(ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality	✓		
6(5)(b)(iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(5)(b)(iv)	formulating the criteria for evaluation of performance of independent directors and the Board	✓		
6(5)(b)(v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria and	✓		
6(5)(b)(vi)	developing, recommending and reviewing annually the company's human resources and training policies	✓		
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
7	External or Statutory Auditors			
7(1)	The issuer Company shall not engage its external or statutory auditors to perform the following services of the company, namely-	✓		
7(1) (i)	appraisal or valuation services or fairness opinions	✓		
7(1) (ii)	financial information systems design and implementation	✓		
7(1) (iii)	book-keeping or other services related to the accounting records or financial statements	✓		
7(1) (iv)	broker-dealer services	✓		
7(1) (v)	actuarial services	✓		
7(1) (vi)	internal audit services or special audit services	✓		
7(1) (vii)	any service that the Audit Committee determines	✓		
7(1) (viii)	audit or certification services on compliance of corporate governance as required under condition No. 9(1)	✓		
7(1) (ix)	any other service that creates conflict of interest	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company	✓		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders	✓		
8	Maintaining a website by the Company			
8(1)	The company shall have an official website linked with the website of the stock exchange	✓		
8(2)	The company shall keep the website functional from the date of listing	✓		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s)	✓		
9	Reporting and Compliance of Corporate Governance.-			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report	✓		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting	✓		Atik Khaled Chowdhury, Chartered Accountants provides the Certification of Corporate Governance
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not	✓		Yes

7.17

Compliance Auditor Certificate



Salahuddin
& associates

Practicing Chartered Secretaries and Management Consultants

Report to the Shareholders of

Paramount Insurance PLC.

On

Compliance on the Corporate Governance Code Issued by IDRA

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

We have examined the compliance status to the Corporate Governance Guideline by Paramount Insurance PLC. for the year ended on **31 December 2025**. This Guideline relates W the Memo no.53.03.0000.075.22.025.2020.230 dated 19th October 2023 issued to impermeant the Section 15 of the Insurance Act 2010 and Schedule 2.5 of sub-schedule 47 of National Insurance Policy 2014 of Insurance Development and Regulatory Authority (IDRA).

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

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

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

Place: Dhaka

Date: 27th January 2026



For Salahuddin & Associates

Practicing Chartered secretaries

Md.Salahuddin FCS

CEO & Lead Consultant

Enclosure: Annexure A is the part of this Certificate

Address: Noorjahan Sharif Plaza 4th floor (Cogent),34 Purana Paltan,Dhaka-1000
Call: +880 1309000599 ,e-mail Id : sassociatesbd@gmail.com, Web.www.sassociatesbd.com

7.18

STATUS OF IDRA'S INSURER'S CORPORATE GOVERNANCE GUIDELINE 2023

In order to broaden the spectrum of insurance services to address life and property risks, enhance transparency and accountability, promote professionalism and financial discipline within insurance institutions, and uphold good governance, the Insurance Development and Regulatory Authority issued Letter No. 53.03.0000.075.22.025.2020.203 on 19 October 2023, outlining the "Insurer's Corporate Governance Guideline 2023."

Section	Description	Compliance Status	Remarks (if any)
01.	Title: This guideline shall be called "Insurer's Corporate Governance Guideline 2023"		
02.	Implantation: These guidelines will be effective from the date of issue.		
03.	<p>Definition:</p> <ul style="list-style-type: none"> (a) Law means Insurance Act, 2010 and Insurance Development and Regulatory Authority Act, 2010; (b) "person" means a person referred to in section 2(32) of the Insurance Act, 2010; (c) "Authority" means authority constituted under the Insurance Development and Regulatory Act, 2010; (d) "Related Party Transactions" means financial or non-financial transactions where: - <ul style="list-style-type: none"> (i) conflict of interests between the parties to the transaction, resulting in the apprehension of non-compliance with the principles of due diligence; contains; or (ii) an agreement or transaction between two parties who are related to each other in a pre-existing business relationship or similar interest; (e) "Chartered Accountant" means the Chartered Accountant referred to in Rule (2) of the Bangladesh Chartered Accountants Order, 1973 (Presidential Order No. 2 of 1973); (f) "Cost and Management Accountant" means "Cost and Management Accountant" as defined in the Cost and Management Accountants Ordinance, 1977 (Ordinance No. LIII of 1977); 		
04.	<p>Applicability:</p> <p>This guideline will be applicable to the following persons or institutions: -</p> <ul style="list-style-type: none"> (a) any insurer; (b) Jiban Bima Corporation and Sadharan Bima Corporation; Subject to section 3 of the "Insurance Corporation Act, 2019"; and (c) any other person or institution prescribed by the Authority. 		

Section	Description	Compliance Status	Remarks (if any)
05.	Corporate Governance Structure:		
5(a)	The corporate governance structure shall have a practice that ensures the protection of the rights of shareholders, stakeholders, insurers by ensuring appropriate boundaries between administrative responsibilities and supervision, clear and transparent principles of responsibilities, qualification and competence of responsible persons.		
5(b)	To consider the main elements mentioned in the corporate governance framework for ensuring good governance. <ul style="list-style-type: none"> (i) Board of Directors and Director(s); (ii) Committees of the Board of Directors; (iii) Management structure; (iv) Senior management and key personnel; (v) Actuary; (vi) External Audit/Statutory Auditor; (vii) Disclosure of Information (Disclosures); (viii) Relationship with stakeholders; (ix) Interaction and communication with authorities; (x) Important policies. 		
06.	Board of Directors and Director(s):		
6(1)	Composition of Board of Directors: In accordance with the stipulations of Section 76(1) of the Insurance Act, 2010, the total count of directors constituting the Board of Directors of the insurer is capped at a maximum of 20 (twenty) individuals. Within this composition, there will be 2 (two) independent directors.	Complied	Paramount Insurance Board is comprised of 10 (Ten) Directors.
6(2)	Board of Directors and Director(s)- Appointment and re-appointment of directors shall have clear procedure and, in this regard, shall follow the provisions of the Insurance Act, 2010 and related rules and directions of the authorities as well as other laws (where applicable). Provided that the Insurance Act, 2010 and related rules shall prevail.	Complied	

Section	Description	Compliance Status	Remarks (if any)
6(2)(a)	<p>The Board of Directors shall ensure that any director:</p> <ul style="list-style-type: none"> (i) Has not been declared insolvent by a competent court and has not been declared in default by any bank or financial institution in Bangladesh or elsewhere. (ii) Has not been convicted of any criminal offense or engaged in any fraud, financial crime or other illegal activity (iii) Has not been convicted of any violation of the rules, regulations or discipline of the regulatory authorities in Bangladesh or elsewhere. (iv) Has not been convicted in any legal proceeding (v) As an insurance agent/intermediary or as a salaried employee or beneficiary auditor/ consultant/ advisor/actuary of any insurance institution in Bangladesh or elsewhere. 	Complied	
6(2)(b)	<ul style="list-style-type: none"> (i) The Chairman and Vice-Chairman of the Board of Directors shall be elected in accordance with section 79 of the Insurance Act, 2010. (ii) In the absence of the President of the Board of Directors, the Vice-President shall preside at the meeting. (iii) In the absence of both the Chairman and the Vice-Chairman of the Board of Directors the remaining members may elect one of the non-executive directors as Chairman for that particular Board meeting. (iv) The reasons for non-compliance of the President and Vice-President in (2) and (3) above shall be duly recorded in the minutes. 	Complied	
6.3	Independent Director:		
6.3(a)	<p>"Independent Director" means a director, who: -</p> <ul style="list-style-type: none"> (i) Does not hold any shares in insurance companies; (ii) He or his family members are not the sponsors of the insurer or the sponsors directors of the insurer or the shareholder directors or the nominated directors; (iii) He or his family member is not an associate, sister- 	Complied	2 (Two) Independent Directors out of 10 (Ten) Directors in the Board

Section	Description	Compliance Status	Remarks (if any)
	<p>concerns, subsidiaries or parent company, entrepreneur or director of the insurer's entrepreneur or shareholder director of the insurer. is not or is not a nominated director;</p> <p>(iv) He or his family member is not a Sponsor or Sponsor director or shareholder director or nominee director of any Holding Entity of the insurer or he or his family members do not jointly or separately hold any shares in the holding entity;</p> <p>(v) Who has not held any executive or advisory position of the insurer during the preceding 2 (two) financial years immediately preceding his appointment as an independent director;</p> <p>(vi) Whose has no financial or other relationship with its subsidiary company or associated (corporate) company;</p> <p>(vii) who has not been involved in the statutory audit or internal audit activities or special audit of the insurer during the period of 3 (three) years immediately preceding his appointment as an independent director;</p> <p>(viii) who has not been declared insolvent by a bank or non-bank financial institution;</p> <p>(ix) has not been convicted of a criminal offense of moral turpitude by a competent court;</p>		
6.3(b)	<p>(i) The Independent or director(s) shall be appointed by the Board and approved by the shareholders at the Annual General Meeting;</p> <p>(ii) The post of independent director shall not be left vacant for more than 90 (ninety) days;</p> <p>(iii) The term of office of an Independent Director shall be for 3 (three) years, renewable for 1 (one) term only;</p> <p>Provided that an ex-officio director may be considered for re-appointment after serving 2 (two) consecutive terms i.e. 6 (six) years after the lapse of 1 (one) term;</p> <p>Provided further that an individual director shall not retire during the period under the Companies Act, 1994 (Act No. 18 of 1994);</p>	Complied	

Section	Description	Compliance Status	Remarks (if any)
	Explanation: For the purpose of computing the term or term of an independent director, any partial term of the term shall be treated as a full term.		
6.3(c)	<p>Competency of Independent Director:</p> <p>An independent director should be able to contribute meaningfully to the business by ensuring compliance with financial laws, regulatory authorities and corporate laws and regulations through integrity and knowledge. Qualifications and experience in the following shall be considered as qualifications of an Independent Director: -</p> <ul style="list-style-type: none"> (i) Ex-servicemen of Government or Statutory or Autonomous or Regulatory bodies who have been working in a post below Grade 5 in the National Pay Scale 2015 and have at least a Distinction Degree in Economics or Commerce or Business Studies Law; or (ii) a teacher of a recognized university having a master's degree in economics or commerce or business studies or insurance law; or (iii) a professional who— <ul style="list-style-type: none"> ➤ At least an advocate practicing in the High Court Division of the Supreme Court of Bangladesh; ➤ Chartered Accountant or Certified Public Accountant (CA/CPA); ➤ Cost and Management Accountant or Chartered Management Accountant (ICMAB or CMA/CIMA); ➤ Chartered Financial Analyst (CFA Chartered); ➤ Actuary; ➤ Chartered Secretary or equivalent qualification; ➤ Insurance Professional Accreditation (E.g. FCII, ACII, FLMIL, ABIA); ➤ Any other professional qualification prescribed by the authority; or 	Complied	2 (Two) Independent Directors are corporate leader of PIPLC the board of directors.

Section	Description	Compliance Status	Remarks (if any)
	<p>(iv) Required educational qualification in actuarial science or business of finance and accountancy or economics or any other subject prescribed by the Authority; (Explanation: Must have at least 10 (ten) years of experience in any of the above (2) and (3) and (4) series) or</p> <p>(v) Any officer holding a senior business position in a private or multinational company with at least 15 (Fifteen) years of experience, subject to the prior approval of the authorities; or</p> <p>(vi) who has been working as a Chief Executive Officer or Managing Director of an authorized bank or insurance or financial institution and at least 3 (three) years have elapsed since his retirement or resignation from the said post.</p>		
6.4	<p>Role of the Board of Directors: It is the responsibility of the Board of Directors to provide direction and oversee the achievement of long-term goals and effective and efficient management of the insurance company. Board of Directors and corporate policies necessary to achieve this goal Shall develop governance structure/procedure: -</p> <ul style="list-style-type: none"> ➤ Formulating and implementing the overall direction of institutional business, policies, strategies and risk management policies; ➤ Taking action accordingly considering capital requirements, income and expenditure, insurer and shareholder expectations and potential profit and loss; ➤ To ensure full compliance with the Insurance Act and the rules made thereunder including circulars and instructions issued by the authorities and other applicable laws and regulations; ➤ Establishing and regulating various structures for problem identification and resolution; ➤ Encouraging officers and employees to report potential violations of laws and regulations, including 	Complied	

Section	Description	Compliance Status	Remarks (if any)
	<p>whistle-blowing policies and procedures;</p> <ul style="list-style-type: none"> ➤ Identifying, monitoring and resolving conflicts regarding actual or potential interests of directors, business personnel and shareholders; ➤ To monitor and control all types of transactions, including related party transactions; ➤ Encouraging ethics and good practice in business and identifying and resolving issues arising in this regard. 		
6.5	<p>Board of Directors Code of Conduct:</p> <p>(a) The Board of Directors shall formulate a code of conduct for all officers/employees including the Chairman of the Board, members of the Board, Chief Executive Officer of the Company on the recommendation of the 'Nomination and Remuneration Committee' (NRC). Code of conduct includes issues that contribute to ensuring good governance, prudent conduct, confidentiality, conflict of interest; Compliance with laws and regulations; This will include working environment, relations with employees, insurers and stakeholders etc.;</p> <p>(b) All board members and senior executives must ensure compliance with the Code of Conduct on an annual basis by providing a signed declaration. All board members should maintain standards of ethics and business conduct and impose an obligation on all officers/employees employed by the company to uphold those standards.</p>	Complied	
07.	Committees of the Board of Directors:		
7.1	<p>To ensure good governance in the Company, the Board of Directors shall have at least the following committees;</p> <ul style="list-style-type: none"> (1) Audit Committee; (2) Nomination and Remuneration Committee (NRC); (3) Investment Committee; (4) Risk Management Committee; (5) Policyholder Protection & Compliance Committee 	Complied	During the year 2025, Seven (7) Board meetings were held.

Section	Description	Compliance Status	Remarks (if any)
7.2	Audit Committee:		
7.2(a)	In addition to reviewing the disclosures to be published in the proposed financial report, the board of directors and the company will have an audit committee for the purpose of supervising external and internal audit. This committee will serve as a sub-committee of the board.	Complied	
7.2(b)	Composition of Audit Committee: <ol style="list-style-type: none"> (1) The Audit Committee shall consist of at least 3 (three) members; (2) The Board of Directors shall appoint the members of the Audit Committee. The audit committee shall include non-executive directors of the company and at least 1 (one) independent director other than the chairperson of the board; (3) All members of the Audit Committee shall have adequate knowledge of accounting or related matters and at least 1 (one) member shall have 10 (ten) years of experience in related matters; (4) If any member of the Committee is unable to hold office for any reasonable reason before the expiration or expiration of the term, the vacant office shall be filled within 1 (one) month from the date of vacancy; (5) The Company Secretary shall perform secretarial duties of the Committee; 	Complied	
7.2(c)	Chairperson of the Audit Committee; <ol style="list-style-type: none"> (1) The Board of Directors shall elect 1 (one) member of the Audit Committee as Chairperson of the Audit Committee, who shall be an independent director; (2) In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of their number as Chairperson for that particular meeting, provided that the reasons for the Chairperson's absence shall be duly recorded in the minutes. Provided, however, that at any meeting at least one (1) Independent directors must be present; (3) Chairperson of the Audit Committee shall be present at the Annual General Meeting; Provided that, in the absence of the Chairperson of the 	Complied	The Chairman of the Audit committee present at the last AGM.

Section	Description	Compliance Status	Remarks (if any)
	Audit Committee, any other member of the Audit Committee may be elected to attend the Annual General Meeting and in such case the reasons for the absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the Annual General Meeting.		
7.2(d)	<p>Meeting of Audit Committee:</p> <p>(1) The Audit Committee shall hold at least four meetings in a financial year. Provided that, if reasonable cause arises, any emergency meeting may be called in addition to the regular meeting at the request of any member of the Committee;</p> <p>(2) The quorum of a meeting of the Audit Committee shall be two members or two-thirds of the members of the Audit Committee (whichever is higher), provided that the consent of an unbiased director shall be deemed necessary.</p>	Complied	During the year 2025, Seven (7) Audit Committee meetings were held.
	<p>Role of Audit Committee:</p> <p>(1) Evaluating the insurer's accounting policies and practices and ensuring appropriate internal control over financial reporting, including reviewing financial statements and disclosures in accordance with accounting principles and standards;</p> <p>(2) The audit committee shall examine whether the financial statements reflect complete and accurate information and determine whether the standards have been prepared in accordance with the laws, regulations prevailing in the country;</p> <p>(3) Recommending the appointment of the external auditor after ascertaining his competence and availability;</p> <p>(4) Determining the audit fee based on the audit plan, scope and scope of work, efficiency and time required for an effective audit;</p> <p>(5) Reviewing the results of external audits and taking necessary corrective actions by assessing the impact of audits on financial reporting and internal control, and reviewing the performance of external auditors;</p>	Complied	

Section	Description	Compliance Status	Remarks (if any)
7.2(e)	<p>(6) Evaluating the efficiency and effectiveness of the internal audit structure and reviewing the internal audit plan report prepared by the internal audit and taking necessary corrective action;</p> <p>(7) To check whether the findings and recommendations of internal audit are properly considered by the management;</p> <p>(8) Assessing whether management has ensured internal control, risk management, responsibility awareness of all employees, regular communication with stakeholders and grievance redressal;</p> <p>(9) To review and submit to the Board the necessary action taken by the management in view of reports relating to fraud, deficiencies in internal control or problems identified by the auditor(s) of internal and external regulatory authorities;</p> <p>(10) To review compliance with laws, regulations and directives made by authorities and other bodies and internal rules and policies approved by the Board;</p> <p>(11) Carry out the objectives and oversight functions set by the Board of Directors and regularly evaluate the Committee's own performance;</p>		
7.2(f)	<p>Rights of Audit Committee:</p> <p>The Audit Committee shall have unrestricted access (open access) to all relevant data, reports, documents and information along with the Chief Executive, Internal Audit Committee/Head of Structure, Actuary and other concerned officers.</p>	Complied	
7.2(g)	<p>Report of the Audit Committee:</p> <p>(1) The Audit Committee shall submit a report/report on its activities to the Board of Directors;</p> <p>(2) The Audit Committee shall immediately report to the Board of Directors, if—</p> <ul style="list-style-type: none"> ➤ There is a conflict of interest; ➤ Suspect or fraud or irregularities or errors or problems identified in the internal audit or financial statements; 	Complied	

Section	Description	Compliance Status	Remarks (if any)
	<ul style="list-style-type: none"> ➤ Violations of laws and regulations or violations of rules that result in loss of business; ➤ Any other matter which the Audit Committee deems necessary to immediately inform the Board; (3) Reporting to authorities: After the audit committee informs the board and management of material matters affecting the financial statements and business results for correction or change, if the same is unreasonably neglected, the committee shall first report the correction or change to the board and management. After making the report, if necessary, after 2 reminders or after the expiry of 6 (six) months from the date of first report to the Board, whichever is earlier, submit the report to the authority; (4) Reporting to shareholders and general investors: The report of the activities carried out by the audit committee, including any report of the audit committee submitted to the board of directors, will be published in the annual report of the said financial year. 		
08.	Nomination & Remuneration Committee (NRC):		
8(a)	As a sub-committee of the Board of Directors, the Nomination and Remuneration Committee (NRC) shall provide necessary assistance to the Board of Directors in determining the qualifications, skills, experience, personality of all officers including senior management and formulating standards/policies for their remuneration/ honorarium/salary (where applicable) will provide.	Complied	
8(b)	Composition of NRC: <ul style="list-style-type: none"> (1) The members of the Committee shall be nominated and appointed by the Board of Directors; (2) The committee shall consist of at least four directors including at least one independent director. All members shall be non-executive directors; (3) The Chairperson of the Board of Directors may be included in this committee. but shall not hold the office of Chairperson of this Committee; 	Complied	

Section	Description	Compliance Status	Remarks (if any)
	<p>(4) The Board of Directors shall have power to appoint and remove any member of the Committee. However, the reason for removal shall be clearly recorded in the minutes of the meeting of the Board of Directors;</p> <p>(5) In the case of death, resignation, disqualification or removal of any member of the Committee or in case of any vacancy, the Board of Directors shall fill such vacancy within 180 (one hundred and eighty) days from the date of vacancy of the Committee.</p>		
8(c)	<p>Chairperson of NRC:</p> <p>(1) NRC will hold at least two meetings in a financial year;</p> <p>(2) The chairperson of the NRC may call emergency meetings when necessary or at the request of any member of the NRC-Committee;</p> <p>(3) The presence of two members or one-third of the members of the Committee, whichever is greater, shall constitute a quorum. Provided that the said meeting must be attended by an impartial/independent Director;</p> <p>(4) The minutes of every meeting of the NRC shall be duly recorded and preserved and the minutes of the previous meeting shall be confirmed at the next meeting of the NRC;</p> <p>(5) No member of NRC shall directly or indirectly receive any honorarium/remuneration other than director's fee or honorarium from the Company other than in any advisory or consulting role.</p>	Complied	
8(d)	<p>Meeting of NRC:</p> <p>(1) NRC will hold at least two meetings in a financial year;</p> <p>(2) The chairperson of the NRC may call emergency meetings when necessary or at the request of any member of the NRC-Committee;</p> <p>(3) The presence of two members or one-third of the members of the Committee, whichever is greater, shall constitute a quorum. Provided that the said</p>	Complied	During the year 2025, Two (2) NRC meetings were held.

Section	Description	Compliance Status	Remarks (if any)
	<p>meeting must be attended by an impartial/independent Director;</p> <p>(4) the minutes of every meeting of the NRC shall be duly recorded and preserved and the minutes of the previous meeting shall be confirmed at the next meeting of the NRC;</p> <p>(5) No member of NRC shall directly or indirectly receive any honorarium /remuneration other than director's fee or honorarium from the Company other than in any advisory or consulting role.</p>		
8(e)	<p>Role of NRC:</p> <p>(1) NRC shall perform duties as per the scope of work determined by the Board of Directors. NRC will be accountable to the Board of Directors and shareholders;</p> <p>(2) NRC will supervise the written matters and submit a report with recommendations to the Board of Directors;</p> <p>A. to propose to the Board of Directors a policy regarding the honorarium/ remuneration of Directors, Senior Management considering the following matters;</p> <p>(1) Honorarium/remuneration structure should be reasonable which will help in recruitment and retention of competent officers-employees in the company;</p> <p>(2) the honorarium/remuneration policy is explicit and conducive to enhancing the performance of managers and employees;</p> <p>(3) the honorarium/ remuneration structure is uncomplicated and the rationale and operation of the structure is straight forward;</p> <p>(4) Determinants of awards, potential value of awards and identifying and mitigating risks, identifying efficient officers and employees in the success of the company and awarding strategies etc. should be explicitly mentioned in the policy;</p>	Complied	

Section	Description	Compliance Status	Remarks (if any)
	<p>B. Identifying and recommending the appointment to the Board of Directors of those eligible to be appointed to the top executive positions according to the prescribed criteria;</p> <p>C. formulation of criteria for evaluating the competence of impartial/independent directors and board of directors;</p> <p>D. determining the criteria for selection, transfer or transfer and promotion of officers and employees in various departments by identifying the needs of the company; And</p> <p>E. Recommending improvements including annual reviews of the company's human resource and training policies;</p> <p>(3) NRC shall disclose NRC activities, nomination and remuneration/remuneration policy and evaluation criteria in a financial year in the annual report of the company.</p>		
09.	Investment Committee:		
9(a)	As a sub-committee of the Board of Directors, there shall be an 'Investment Committee' for the purpose of overseeing the investment portfolio of the Company in the interest of insurance customers, shareholders and stakeholders on behalf of the Board.	Complied	
9(b)	<p>Composition and Meeting of Investment Committee:</p> <p>(1) The Board of Directors shall appoint an 'Investment Committee' consisting of at least 5 (five) members and 1 Director as the Chairman;</p> <p>(2) In the case of holding a meeting of the Committee, the presence of 3 (three) members shall constitute a quorum. The Chief Executive Officer will be an ex-officio member of the Committee. However, he shall have no voting power at the meeting. The committee may invite the chief financial officer, chief investment officer and chief risk officer of the insurance company to attend the meeting for cooperation;</p> <p>(3) The company secretary shall perform secretarial duties of the committee. The decision of the meeting shall be recorded in the minutes.</p>	Complied	During the year 2025, one (1) Investment Committee meetings were held.

Section	Description	Compliance Status	Remarks (if any)
9(c)	<p>Role of the Investment Committee:</p> <ol style="list-style-type: none"> (1) Recommend to the Board of Directors for approval an effective investment policy in due compliance with the investment related provisions of the Insurance Act, 2010; (2) The Investment Committee shall have access to all information, documents, reports etc. relating to the investment of the insurance company; (3) Monitor and report to the Board of Directors including review of investment and investment income on a monthly basis; (4) Ensure the appropriateness of the investment by considering the investment risk before making the investment; (5) Ensure investments in appropriate investment sectors with a view to timely and proper repayment of insurance company liabilities and review investment risk and results on a quarterly basis; (6) Ensure that necessary measures are taken to minimize investment risk; (7) The Committee may, if necessary, take the advice of appropriate experts; (8) Ensure preservation of necessary solvency and advise the Board of Directors in this regard; (9) Ensure that the funds of the insurance company are not invested for the benefit of any member of the Board of Directors; (10) Ensure that capital losses on investments are properly accounted for in the accounts; (11) Monitor the use of assets and the accounting of rental income if rent is paid; (12) Oversee the protection of the insurer's assets; (13) Perform any other investment related duties as assigned by the Board of Directors. 	Complied	

Section	Description	Compliance Status	Remarks (if any)
10.	Risk Management Committee:		
10(a)	A Risk Management Committee shall be formed as a sub-committee of the Board of Directors to play an effective role in mitigating the risks arising and potential in the implementation of the strategies and action plans formulated by the Board of Directors and to carry out the responsibilities of the Board of Directors in this regard;	Complied	
10(b)	<p>Constitution of Risk Management Committee and its meetings;</p> <p>(1) The Board of Directors shall appoint a 'Risk Management Committee' consisting of 3 (three) Directors including at least 1 Independent Director and 1 Independent Director as Chairman of the Committee. At least 1 (one) member of the Risk Management Committee shall be selected from among the members of the Audit Committee. In the absence of the Chairperson of the Risk Management Committee, the remaining members may elect one person from among themselves as the Chairperson of the meeting. However, in that case, the reason for the absence of the regular chairperson shall be duly recorded in the minutes of the meeting;</p> <p>(2) In the case of holding a meeting of the committee, the presence of 2 (two) members shall constitute a quorum. The Committee may invite the Chief Executive Officer, Chief Financial Officer, Chief Investment Officer, and Chief Risk Officer of the insurance company to attend the meeting;</p> <p>(3) The Company Secretary shall perform secretarial duties of the Committee;</p> <p>(4) The members of the committee should have proper understanding and knowledge about the insurer's business, management, risks and related issues and responsibilities and duties as committee members. Committee members may invite risk management experts to Committee meetings from time to time. However, in that case the arbitrator(s) will not have voting rights.</p>	Complied	During the year 2025, Seven (7) meetings Claim/Risk management Committee were held.

Section	Description	Compliance Status	Remarks (if any)
10(c)	<p>Role of Risk Management Committee:</p> <p>(1) It is the responsibility of the Risk Management Committee to determine the risks of various activities of the organization and to formulate appropriate strategies for its control and to ensure proper implementation. The Risk Management Committee will review the risk management policies and procedures of the organization and revise them if necessary. The Risk Management Committee shall review existing risk management procedures to ensure effective prevention and control measures;</p> <p>Risk management policies and procedures:The insurer should have a clearly defined risk management strategy and well-documented approach taking into account the overall business and business objectives. The definition and classification of the risks to which the company is exposed and the procedure for determining the risk limits for each risk shall be contained in the insurer's written policy. Appropriate processes should be in place for risk identification, assessment, monitoring and reporting, including internal models.</p> <p>(2) Determining risk thresholds and reporting to the Board on cost-benefit comparative analysis and qualitative review of identified risks (risk exposures);</p> <p>(3) Overall supervision including determination of institutional risk for all risks such as insurance risk, current context risk, liquidity risk, business risk, compliance risk, legal risk etc;</p> <p>(4) To provide necessary advice to the Board on corporate strategy, mergers and acquisitions and business risk mitigation decisions;</p> <p>(5) Monitor and review updated information on matters relevant to business continuity;</p> <p>(6) Adoption/preparation of action plan on existing methods to reduce risk;</p> <p>(7) Assisting the company in meeting the required solvency margin provided by the authorities by reviewing the company's solvency margin and submitting a report to the board regarding the steps</p>	Complied	

Section	Description	Compliance Status	Remarks (if any)
11.	Policyholder Protection and Compliance Committee:		
11(a)	There shall be a Policyholder Protection and Compliance Committee as a sub-committee of the Board of Directors to review the grievances of the policyholders for expeditious settlement and protection of interests and to carry out the duties assigned to the Board of Directors in this regard in a timely manner.	Complied	
11(b)	Constitution of Policyholder Protection and Compliance Committee and its meetings: <ol style="list-style-type: none"> (1) The Board of Directors shall appoint a "Policyholder Protection and Compliance Committee" consisting of 3 (three) directors including at least 1 independent director and 1 director as the chairman of the committee; (2) In the case of holding a meeting of the committee, the presence of 2 members shall constitute a quorum. In the absence of the chairperson of the committee, the remaining members can elect one person from among themselves as the chairperson of the meeting. However, in that case, the reason for the absence of the regular Chairperson shall be duly recorded in the minutes of the meeting; (3) The Company Secretary shall perform secretarial duties of the Committee; 	Complied	During the year 2025, One (1) meetings were held.
11(c)	Role of Policyholder Protection and Compliance Committee: <ol style="list-style-type: none"> (1) To review customer complaints and make recommendations to the Board of Directors for the purpose of expeditious resolution of complaints and to supervise the implementation of complaint resolution activities in accordance with the policy; (2) To submit regular reports to the Board of Directors regarding the number, nature, time of disposal and details of the claims of the insured; (3) Compilation of pre-defined service commitments/agreements clear claims service procedures/parameters and standard operating procedures; 	Complied	

Section	Description	Compliance Status	Remarks (if any)
	<p>(4) Procedures for expediting settlement of filed insurance complaints, details of complaints including outstanding matters to be done in relation to insurance claims, etc. including customer service-related laws, regulations and decisions of authorities and necessary measures to ensure the company's commitments. to accept;</p> <p>(5) Overseeing the implementation of various initiatives undertaken by the company for consumer awareness and knowledge dissemination related to insurance.</p>		
12.	Senior Management and Key Personnel:		
12(a)	The Board of Directors should have a policy of recruiting and retaining qualified and competent senior management/key personnel in the company to manage the day-to-day operations of the insurance company as a whole.		
12(b)	<p>Appointment of Senior Management and Key Personnel:</p> <p>(1) Board of Directors Senior Management/Key Personnel namely: Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary (CS), Chief Investment Officer (CIO), Chief Risk Officer (CRO), Head of Internal Audit and Compliance (HIAC) etc.;</p> <p>(2) The posts of Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary (CS), Chief Investment Officer (CIO), Chief Risk Officer (CRO), Head of Internal Audit and Compliance (HIAC) will be filled with various qualified individuals;</p> <p>(3) The Board of Directors will delineate the responsibilities and determine the duties of the Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary (CS), Chief Investment Officer (CIO), Chief Risk Officer (CRO), Head of Internal Audit and Compliance (HIAC), etc.</p> <p>(4) The Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary (CS), Chief Investment Officer (CIO), Chief Risk Officer (CRO), and Head of Internal Audit and Compliance (HIAC) shall not concurrently hold any executive position in another company.</p>	Complied	

Section	Description	Compliance Status	Remarks (if any)
12.1	<p>Managing Director/Chief Executive Officer (CEO):</p> <p>(a) The board of directors shall appoint the chief executive officer of the insurer in accordance with the “Insurance Companies (Appointment and Removal of Chief Executive Officers) Rules 2012”;</p> <p>(b) The Chief Executive Officer shall regularly provide reports to the Board of Directors containing clear, understandable, accurate, timely and relevant information. In cases where the consideration, decision or approval of the Board of Directors comes to the notice of the Chief Executive Officer, he shall inform the Board of Directors as soon as possible;</p> <p>(c) The Chief Executive Officer shall be accountable to the Board of Directors for his/her performance and direction, management and performance of the Company;</p> <p>(d) In addition to the above matters, the roles and responsibilities of the Chief Executive Officer include-</p> <ol style="list-style-type: none"> (1) To assist the Board of Directors in formulating and promoting a clear vision and direction of the company; (2) Provide leadership in achieving the vision and goals set by the Board of Directors; (3) Ensuring that the day-to-day, professional and administrative activities of the insurer are consistent with the Board of Directors' prescribed framework as well as the existing legal and prescribed framework as well as the existing legal and regulatory framework; (4) Ensuring the development and implementation of all activities and strategies, including risk management and internal control; (5) Assist the Board of Directors in developing policies, procedures and governance to ensure effective implementation of the company's strategy; (6) To evaluate the work of other executive leadership including department heads of various functional departments of the company; 	Complied	

Section	Description	Compliance Status	Remarks (if any)
	<p>(7) The Chief Executive Officer shall certify that, to the best of his ability, knowledge and belief, no transaction has been made by the Company during the year which is fraudulent, illegal or in violation of the Code of Conduct of the Company and this certification shall be published in the Annual Report.</p>		
12.2	<p>Responsibilities of Senior Management and Key Personnel: The Board shall determine the Charter of Duties for each position, including the Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO), Chief Investment Officer (CIO), Chief Risk Officer (CRO), Head of Internal Audit and Compliance (HIAC), and Senior Management, along with key personnel. This involves clarifying and defining their roles, responsibilities, and duties, and ensuring compliance with the established charter.</p>	Complied	
12.3	<p>Appointed Actuaries:</p> <ul style="list-style-type: none"> (a) Actuaries shall be conducted in accordance with the Insurance Act, 2010 and the rules relating thereto; (b) Actuarial valuation of the financial matters arising from the insurance scheme in accordance with the applicable rules and regulations of the competent authority; (c) The appointed actuary should not hold any position within or outside the insurer which may create a conflict of interest or compromise professional impartiality; (d) If the appointed actuary is not a salaried employee of the company, the board must determine whether there is a potential conflict of interest from the outside actuary, such as whether the employing firm provides audits or other services to the insurer. If a potential conflict of interest exists, the Board should take appropriate measures to address it; (e) The appointed actuary should be able to report to the external auditor on matters of importance; (f) The role and responsibilities of the appointed actuary should include the following: - <ul style="list-style-type: none"> (1) Determining or giving an opinion on the correct actuarial valuation and technical feasibility; (2) providing professional advice or certification to the Board on the following matters; <ul style="list-style-type: none"> ➤ Measurement of whether the technical capability /provisions conform to the evaluation framework; 	N/A	

Section	Description	Compliance Status	Remarks (if any)
	<ul style="list-style-type: none"> ➤ Identifying and measuring organizational risks and taking appropriate risk mitigation measures; ➤ Financial statement test; ➤ Required Solvency Margin; ➤ Correctness of Premium and Surrender Price /value; ➤ Management of Participating Funds including risk impact analysis due to strategies and policies; ➤ Other regulations relating to product development/innovation, reinsurance including risk mitigation and risk management. 		
13.	<p>Other committees of insurance companies: The insurance company may form committees on matters related to its objectives and needs and the board of directors shall clearly define the responsibilities of such committees.</p> <ul style="list-style-type: none"> ➤ Corporate Social Responsibility (CSR) Committee; ➤ Environmental, Social and Governance (ESG) Committee; ➤ Integrity and Ethics Committee; ➤ Reinsurance and Retrocession Committee; ➤ Asset, Liability Management (ALM) Committee 	To be Comply	
14.	<p>Disclosures (Publishable Information) of Board of Directors and Board Committee Meetings:</p> <p>(1) Meetings of the Board of Directors: The Company shall record, preserve and, where applicable, disclose (publish) the minutes of its Board meetings.</p> <p>(2) Shall disclose (publish) on the website the code of conduct of all officers/employees including the chairman of the board, members of the board and the chief executive officer;</p> <p>(3) The Board of Directors/Boards shall publish the minutes of their meetings: -</p> <p>(a) The number of meetings of the Board of Directors and Committees in a financial year;</p> <p>(b) Details of the composition of the Board of Directors and the names of the mandatory committees, qualifications, competencies and areas of specialization (if any), status of directors etc.</p> <p>(c) Details of remuneration paid to all directors (including independent directors), if any;</p> <p>(d) Other relevant information.</p>	Complied	Code of conduct of Chairman, board members and CEO's are disclosed in the company's website. Other relevant information is available in annual report.

Section	Description	Compliance Status	Remarks (if any)
15.	<p>Activities related to Related Party Transactions:</p> <p>(a) Proper conduct of insurers and insurers and stakeholders in order to ensure the protection of interests, in order to approve and manage related party transactions in a certain manner, will formulate the necessary policies for the identification of related party transactions taking into account the following matters: -</p> <p>(1) Definitions and specific procedures for all transactions in the insurance business;</p> <p>(2) Method of pricing;</p> <p>(3) List of matters requiring approval from the Authority, any other policy-making body (where applicable), the insurer's audit committee, board/board of directors, shareholders;</p> <p>(4) Matters relevant to interest-related transactions.</p> <p>(b) Related party transactions should be avoided as far as possible;</p> <p>(c) If it is not possible to avoid related party transactions the trading authority must ensure that the transaction is arm's length transactions and preserve documents relating to the transactions;</p> <p>(d) The Board of Directors shall review the related party Transactions to ensure that no irregularities are committed or any stakeholder - related party Transactions are not affected;</p> <p>(e) In the case of transactions involving assets, services, transfers, etc., in the financial statements, the nature of the relationship of related party transactions, the details of the transaction (dues, matters specified in the agreement, etc.) must be disclosed;</p> <p>(f) In order to prevent misuse, fraud and financial loss in the case of related party transactions, the authorities may verify the same and issue necessary directions where applicable;</p> <p>(g) Group companies shall ensure overall review, compliance and proper safeguarding in respect of insurance cover provided by insurance companies, disclosure of financial matters payable by policyholders to the group of insurers and related party transactions of this nature.</p>	Complied	The management informed that the policy on related party transaction is under process.

Section	Description	Compliance Status	Remarks (if any)
16.	<p>Corporate Social Responsibility (CSR): All insurance companies shall ensure corporate social responsibility in order to comply with the laws and regulations of the authorities. The annual report of the insurer shall compulsorily disclose the reference to corporate social responsibility along with the audited financial statements.</p>	Complied	
17.	<p>Policies of Insurer: Apart from the above-mentioned policies, formulation and implementation of the following policies by the insurer will be helpful for corporate governance.</p>		
17.1	<p>Whistle Blowing Policy Insurers should formulate a Whistle Blowing Policy so that any officer-employees, their representatives, external stakeholders, internal stakeholders can report to the Board about inappropriate behavior/activities, it may include the following methods: -</p> <ol style="list-style-type: none"> (1) The Board should delegate responsibility for the implementation and review of whistle-blowing practices to one of the Board's companies with clear allocations; (2) The Board should establish an internal unit, provide regular training to those responsible for overseeing whistle-blowing reports, including any appeals filed by persons involved in the investigation of complaints; (3) The committee responsible for whistle-blowing matters should ensure that the officers and employees are aware of the report/submission of the report and the procedure for disposal of the report submitted by them; (4) The whistleblowing structure should empower appointed actuary and external auditor to carry out key responsibilities. If the insurer fails to take appropriate action in matters related to the interests of the insured and suffers financial loss, it may submit a timely report to the Board of Directors and authorities. 	To be comply	

Section	Description	Compliance Status	Remarks (if any)
17.2	<p>Other policies:</p> <p>(a) The following policies may be formulated and implemented in support of good governance under this section-</p> <ul style="list-style-type: none"> ➤ Assets and Liabilities Management Policy; ➤ Underwriting policy ➤ Reinsurance policy ➤ Insurance claim payment policy ➤ Code of conduct for officers and employees ➤ Corporate Social Responsibility (CSR) Policy ➤ Sanctity Policy ➤ Gender Equality Policy ➤ Human Resource Management Policy ➤ Financial policy ➤ Anti-Corruption Policy ➤ Anti-Discrimination Policy ➤ Information and Technology Policy. <p>(b) In addition, the Company may adopt such other policies as may be deemed necessary by it to be conducive to good corporate governance.</p>	To be comply	
18.	<p>Activities of Insurer's Disclosable Information:</p> <p>Maintenance of Website by the Company:</p> <p>(a) There should be an official website with a link to the relevant authority;</p> <p>(b) The Company shall publish the necessary information on its website and keep it updated. For the benefit of insurance customers, information on the following matters will be regularly updated and uploaded to the website of the insurance company: -</p> <ol style="list-style-type: none"> (1) Summaries of audited accounts and actuarial valuation (subsequent) reports of the insurer including annual reports; (2) Details of the insurance plan including benefits; (3) Chairman of the insurer, chairman of all sub-committees of the board of directors, directors, chief executive officer, advisers, consultants, list of all officers of the head office (including mobile number and department); and (4) Any other information prescribed by the Authority from time to time for publication. 	Complied	The company has website: www.paramountinsurance.com.bd

Section	Description	Compliance Status	Remarks (if any)
19.	Annual Compliance Report on Corporate Governance:		
19.1	The self-assessment report prepared by the board of directors on the compliance of the corporate governance described in this guideline should be submitted to the authority by 31st January of the following year and the main points of this report should be included in the annual report of the company;	Complied	
19.2	A certificate of compliance by the insurer with the terms of the Corporate Governance Guidelines shall be obtained on an annual basis from a chartered accountant or distress and management accountant or chartered secretary other than the insurer's external or statutory auditor or audit firm and shall publish the same in the annual report;	To be Comply	
19.3	The issuer of the certificate of compliance with the conditions of corporate governance mentioned in clause 2 shall be appointed at the annual general meeting of the shareholders.	Complied	
20.	Authority to issue directions and enforcement thereof: The Authority (IDRA) may issue necessary directions to the Insurer regarding the compliance of these guidelines for ensuring corporate governance and the Insurer shall comply with such directions.	To be Comply	



INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS



AUDITORS' REPORT TO THE SHAREHOLDERS

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF Paramount Insurance PLC.



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Opinion

We have audited the financial statements of Paramount Insurance PLC. (the "Company"), which comprise the Statement of Financial Position as at 31 December 2024 and Statement of Profit or Loss and Other Comprehensive Income, Statement of Profit or Loss Appropriation Account, Statement of Changes in Shareholder's Equity, and Statement of cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements of the Company present fairly in all materials respect, the financial position of the Company as at 31 December 2024, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Company's Act 1994, and other applicable laws and regulations

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), Bangladesh Securities and Exchange Commission (BSEC) and Bangladesh Bank, and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and the Institute of Chartered Accountants of Bangladesh (ICAB) Bye Laws. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Opinion.

Emphasis of matter :

We draw the attention to the following matter relates to FS:

1. The value of Property, Plant, and Equipment, amounting to Tk. 324,500,000 (land value) situated in Gulshan. According to IAS 16, Paragraph 34, assets should be revalued every three or five years; however, the last revaluation conducted by the management was in 30.11.2019.
2. We draw attention to Note 2.14 (c) of the Financial Statements, which explains the reason for the Company's decision not to establish a Workers' Profit Participation Fund in accordance with the Bangladesh Labor Act 2006, as amended in 2013. Also, the Company pays gratuity benefits to employees but a formal policy & separated accounts in this regard not yet adopted by the Company.
3. As per International Accounting Standards (IAS) 19, Para 55, the company has not applied the actuarial valuation method to determine liabilities for the Gratuity Fund, thereby violating compliance requirements (see Note 12.02 for details) and adequacy of provision could not be confirmed.

Our opinion is not modified in respect of these matters with consideration of immaterial figure.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below our description of how our audit addressed that matter is provided in that context. We have fulfilled the responsibilities described in the auditor's responsibilities for the audit of the financial statements section of our report, including in relation to those matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatements of the financial statements. These results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Risk Our response to the risk	Risk Our response to the risk
Premium Income	
<p>Premium income is the most significant item in the statement of profit or loss and profit or loss appropriation account. The Company has reported gross premium of Taka 542,550,239 for the year ended 31 December 2024 & Net Premium of Taka 335,895,442. Gross general insurance premiums comprise the total premium received during the accounting period of coverage for which insurance policy has been issued by contracts with Paramount Insurance PLC. Given the important nature, connections to other items to the financial statements and sensitivity of the item we believe this area pose high level of risk.</p>	<p>With respect to Premium income in respect of various types of insurance we carried out the following procedures:</p> <ul style="list-style-type: none"> • The design and operating effectiveness of key controls around premium income recognition process. • Carried out analytical procedures and recalculated Premium income for the period. • Carried out cut-off testing to ensure unearned premium Income has not been included in the premium income. • On a sample basis reviewed policy to ensure appropriate policy stamp was affixed to the contract and the same has been reflected in the premium register. • Ensured on a sample basis that the premium income was being deposited in the designated bank account. • Tested on a sample basis to see that appropriate VAT was being collected and deposited to bank through Treasure Challan. • For a sample of insurance contracts tested to see if appropriate level of re-insurance was done and whether that re-insurance premium was deducted from the gross Premium. • Applying specialist judgment ensured if there is any Impairment of the reinsurer. • Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards, Insurance Act 1938 (as amended in 2010), Insurance Rules, 1958 and other applicable rules and regulations and Regulatory guidelines.
Details of Premium Income have been shown in Form-XL to the Financial Statements.	

Independent Auditors' Report To The Shareholders

Risk	Our response to the risk
Estimated liability in respect of outstanding claims whether due or intimated and claim payment.	
<p>This amount represents the claim due or intimated from the insured and involves significant judgment and risk of understatement. As at 31 December 2024 the reported balance under the head of estimated liability in respect of outstanding claims whether due or intimated was Taka 130,630,921. This provision has a direct impact on the profitability and liquidity of the Company which makes it an important item for key Stakeholders. Considering its impact on multiple line items on the financial statements, its sensitivity and importance to key stakeholders, we believe this area Possesses high level of ris</p>	<p>We tested the design and operating effectiveness of controls around the due and intimated claim recording process.</p> <p>We additionally carried out the following substantive testing's around this item:</p> <ul style="list-style-type: none"> • Obtained the claim register and tested for completeness of claims recorded in the register on a sample basis. • Obtained a sample of claimed policy copy and cross check it with claim. • Obtained a sample of survey reports • Our response to the risk cross checked those against respective ledger balances and in case of discrepancy carried out further investigation. • Obtained and discussed with management about their basis for estimation. • Reviewed the claim committee meeting minutes about decision about pending claims. • Tested a sample of claims payments with intimation letter, survey report, bank statement, claim payment register and general ledger. • Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards, Insurance Act 1938 (as amended in 2010), Insurance Rules, 1958 and other applicable rules and regulations and regulatory guidelines.
Details of Estimated Liability have been shown in Note 09 to the Financial Statements.	

Risk	Our response to the risk
Property, Plant & Equipment	
<p>The carrying value of property, plant & equipment amounts to Taka 625,966,620. This represents a Significant amount in the company's statement of financial position as at 31 December 2024.</p> <p>There is a risk of:</p> <p>Determining which costs meet the criteria for capitalization & determining the date on which the assets is recognized to property, plant and equipment and depreciation commences.</p> <p>We identified the carrying value of property, plant and equipment as a key audit matter because of the high level of management judgment involved and because of its significance to the financial statements.</p>	<p>Our audit procedures to assess the carrying value of property, plant & equipment included the following:</p> <p>Our audit procedures included controls testing and substantive procedures covering, in particular:</p> <ul style="list-style-type: none"> • Assessing the design, implementation and operating effectiveness of key internal controls over the completeness, existence and accuracy of property, plant and equipment including the key internal controls over the estimation of useful economic lives and residual values. • Assessing, on a sample basis, costs capitalized during the year by comparing the costs capitalized with the relevant underlying documentation, which included purchase agreements and invoices, and assessing whether the costs capitalized met the relevant criteria for capitalization. • Testing the key controls over the management's judgment in relation to the accounting estimates of the depreciable lives and residual values of property, plant and equipment. • Reconcile on a sample basis the additional capitalized costs for the year to the underlying invoices and Supporting documents. • We reviewed minutes of board meetings for approval of the total capitalization cost. • We assessed the company's capitalizations policy for compliance with IAS 16 and tested the expenditure Capitalized against the capitalizations policy. • We traced payments to supporting documents. • We assessed the adequacy of the disclosure.
Details of Property, Plant & Equipment have been shown in Annexure-1 to the Financial Statements.	
07. IT systems and controls	
<p>Our audit procedures have a focus on IT systems and controls due to the pervasive nature and complexity of the IT environment, the large volume of transactions processed in numerous.</p>	<p>The company currently operates an IT systems infrastructure and control framework (Oracle Fusion Middleware) is not integrated with branches and Balance sheet, Profit and Loss Account, Cash Flow Statement and Changes on Equity are not auto generated from the systems. Also observed the following operational inefficiencies :</p>

<p>Locations daily and the reliance on automated and IT dependent controls. Our areas of audit focus included user access management, developer access to the system.</p> <p>Environment and changes to the IT environment. These are key to ensuring IT dependent and application-based controls are operating effectively.</p>	<p>i) Current dated entries can be made as post-dated entries</p> <p>ii) Errors can be resolved or corrected at any time without management approval and without proper reversal or journal entries.</p> <p>This lack of established systems and controls poses several risks to the organization, including but not limited to :</p> <ul style="list-style-type: none"> • Security Vulnerabilities • Operational Inefficiencies • Regulatory and Compliance Risks • Limited Scalability
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Other Information

The other information comprises all the information in the Annual Report other than the financial statements and our auditor’s report thereon. We have not been provided the Director’s report and other information contained within the annual report except the financial statements to the date of our auditor’s report. We expect to obtain the remaining reports of the Annual report the date of our auditor’s report. Management is responsible for the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Our opinion on the financial statements does not cover other information and we do not express any form of assurance conclusion thereon

Responsibilities of Management and Those Charged with Governance for the Financial Statements and Internal Controls

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, the Companies Act 1994, the Insurance Act 2010, the Insurance Rules 1958, the Securities and Exchange Rules 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company’s financial reporting process.

Auditor’s Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from

fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We are also:

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

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

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, the Insurance Act 2010, the Insurance Rules 1958, the Securities and Exchange Rules 1987 and relevant notifications issued by Bangladesh Securities and Exchange Commission, we also report that :

- a) We have obtained all the information and explanation which to best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof.
- b) In our opinion, proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books.
- c) The Company management has followed relevant provisions of laws and rules in managing the affairs of the Company and proper books of accounts, records and other statutory books have been properly maintained and (where applicable) proper returns adequate for the purposes of our audit have been received from branches not visited by us;

- d) As per section 63(2) of the Insurance Act 2010, in our opinion to the best of our knowledge and belief an according to the information and explanation given to us, all expenses of management wherever incurred and whether incurred directly or indirectly, in respect of insurance business of the company transacted in Bangladesh during the year under report have been duly debited to the related Revenue Accounts and the Statement of Comprehensive Income of the Company;
- e) We report that to the best of our information and as shown by its books, the company during the year under report has not paid any person any commission in any form, outside Bangladesh in respect of any its business re-insured abroad;
- f) The company's Statement of Financial Position and Statement of Profit or Loss & Other Comprehensive Income, Profit or Loss Appropriation Account, Related Revenue Accounts, Statement of Changes in Shareholders' Equity and Statement of Cash Flows of the Company together with the annexed notes dealt with by the report agree with the books of account and returns; and
- g) The expenditure incurred was for the purpose of the company's business.

Other Matter

The Financial Statements of Paramount Insurance PLC. for the year ended 31 December 2023 were audited by Md. Abdur Rahman, FCA of Islam Quazi Shafique & Co., and Chartered Accountants who expressed Unqualified Opinion dated on 03 April, 2024.

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Partner
Enrolment: 1463
Partner
DVC: 2503201463AS881519

Place : Dhaka
10 March, 2026

Independent Auditors' Report To The Shareholders



FINANCIAL STATEMENTS

Paramount Insurance PLC.

Statement of Financial Position

As at 31 December 2025

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Shareholders' Equity & Liabilities			
Share Capital			
Authorized Capital			
60,000,000 Ordinary Shares of Tk. 10/- each.		600,000,000	600,000,000
Issued, subscribed & paid-up capital	3.00	406,649,660	406,649,660
4,06,64,966 Ordinary Shares of Tk. 10/- each.			
Reserve for Contingency Account		738,347,611	701,717,192
Reserve for Exceptional Losses	4.00	295,052,121	260,420,913
Investment Fluctuation Reserve	5.00	(9,848,150)	1,621,745
General Reserve Fund	6.00	500,000	500,000
Revaluation Reserve (Surplus)	7.00	221,422,155	221,422,155
Profit and Loss Appropriation Account		231,221,486	217,752,380
Shareholders' Equity		1,144,997,271	1,108,366,852
Balance of Fund and Accounts		138,780,044	150,475,059
Fire Insurance Revenue Account		62,042,634	62,907,392
Marine Cargo Insurance Revenue Account		66,470,381	69,319,970
Marine Hull Insurance Revenue Account		425,355	(418,528)
Motor Insurance Revenue Account		5,826,789	6,146,201
Misc. Insurance Revenue Account		4,014,885	12,520,024
Liabilities & Provisions		509,531,042	560,583,840
Premium Deposit	8.00	87,844,184	89,427,809
Estimated Liabilities in respect of outstanding claims whether due or intimated	9.00	204,237,699	130,630,921
Unclaim Dividend	10.00	1,438,077	1,675,662
Amount due to other persons or bodies carrying on insurance business	11.00	72,612,689	209,817,373
Sundry Creditors	12.00	28,703,182	24,215,575
Lease Liability	13.00	5,505,680	-
Income Tax Provision	14.00	68,355,940	61,374,004
Deferred Tax Liability	15.00	40,833,591	43,442,497
Total Shareholders' Equity & Liabilities		1,793,308,357	1,819,425,751
Net Assets Value (NAV) Per Share	34.00	28.16	27.26

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner

DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2026

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Paramount Insurance PLC.

Statement of Financial Position

As at 31 December 2025

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Property & Assets			
Non-Current Assets		1,007,613,948	920,930,719
Land & Land Development	16.00	598,251,794	598,251,794
Building Under Construction	17.00	147,089,644	111,764,358
Other Fixed Assets	18.00	28,518,499	26,567,077
Intangible Assets	18.01	1,558,534	1,147,750
Right of Use Assets	18.02	3,724,008	-
Investment		228,471,470	183,199,741
Bangladesh Government Treasury Bond (BGTB)	19.00	137,500,000	77,500,000
Investment in Shares & Securities	20.00	90,971,470	105,699,741
Current Assets		785,694,409	898,495,033
Interest Accrued But Not Due	21.00	28,999,723	23,171,394
Insurance Stamps in Hand		2,225,539	1,830,628
Stock of Printing and Stationery		1,344,949	1,673,736
Premium Control Account	22.00	24,120,261	20,160,846
Advance, Deposits & Prepayments	23.00	83,741,121	78,113,433
Amount due from other persons or bodies carrying on insurance business	24.00	32,395,089	152,354,323
Cash and Cash Equivalents		612,867,726	621,190,673
Cash at Bank	25.00	36,443,350	49,779,167
Cash in Hand	26.00	133,789	180,575
Cash at BO Account	26.01	6,807	104,421
Fixed Deposit Receipt (FDR)	27.00	576,283,780	571,126,511
Total Property & Assets:		1,793,308,357	1,819,425,751

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XL" an integral part of these financial statements


CFO

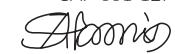

Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127


Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner
DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2026

Paramount Insurance PLC.

Statement of Profit or Loss and Other Comprehensive Income

For the year ended December 31, 2025

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Expenses of Management		19,894,631	10,016,435
(Not applicable to any fund or account)			
Advertisement & Publicity		2,049,281	348,100
Legal & Professional Fees		188,163	324,691
Audit Fees		644,000	327,750
Depreciation		16,350,637	5,989,149
Subscription & Donation		120,000	545,000
Gratuity Expenses		-	2,000,000
Registration & Renewal		542,550	481,745
Profit Before Tax		118,851,051	114,896,657
Income Tax Expenses		29,649,162	24,322,699
Current Tax	28.00	32,258,067	25,276,131
Deferred Tax	29.00	(2,608,905)	(953,432)
Profit/ (Loss) after tax during this year (Transferred to Profit or Loss Appropriation Account)		89,201,890	90,573,957
Total		138,745,683	124,913,091

Profit or Loss Appropriation Account For the year ended 31 December, 2025

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Reserve for Exceptional Losses	30.00	34,631,208	33,589,544
Prior year Adjustment		436,610	
Dividend Paid		40,664,966	40,664,966
Balance at the end of the year as transferred to Statement of Financial Position	31.00	231,221,486	217,752,380
Total		306,954,270	292,006,890

Other Comprehensive Income For the year ended December 31, 2025

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Earning per Share (EPS)	35.00	2.19	2.23

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner
DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2025

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Paramount Insurance PLC.

Statement of Profit or Loss and other Comprehensive Income

For the year ended December 31, 2025

Particulars	Notes	Amount in Taka 2025	Amount in Taka 2024
Interest Received & Accrued	32.00	67,472,165	47,969,398
Profit/(Loss) Transferred from:		73,114,521	56,777,918
Fire Revenue Account		23,724,645	25,068,724
Marine Cargo Revenue Account		19,005,839	33,133,980
Marine Hull Revenue Account		(9,465,267)	(3,876,448)
Motor Revenue Account		24,902,122	(2,704,602)
Miscellaneous Revenue Account		14,947,183	5,156,264
Non Operating Income:		(1,841,003)	20,165,774
Other Income		-	12,164
Profit /(Loss) on Investment in Shares		(3,355,989)	18,281,521
Profit on Sale of Car		102,011	805,702
Dividend Income		1,412,975	1,066,387
Total		138,745,683	124,913,091

Profit or Loss Appropriation Account For the year ended 31 December, 2025

Particulars	Notes	Amount in Taka 2025	Amount in Taka 2024
Balance brought forward from last year		217,752,380	201,432,933
Net Profit for the Year Transferred from Statement of Profit or Loss and other Comprehensive Income		89,201,890	90,573,957
Total		306,954,270	292,006,890

Other Comprehensive Income For the year ended 31 December, 2025

Particulars	Notes	Amount in Taka 2025	Amount in Taka 2023
Profit after tax		89,201,890	90,573,957
Other Comprehensive Income		(11,469,895)	(21,458,254)
Unrealized Profit/(Loss) on Share	33.00	(11,469,895)	(21,458,254)
Total Comprehensive Income		77,731,995	69,115,703

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XL" an integral part of these financial statements


CFO

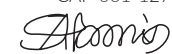

Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127


Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner

DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2025

Paramount Insurance PLC.

Consolidated Revenue Account

For the year ended December 31, 2025

PARTICULARS	Amount in Taka						2024
	2025						
	Fire	Marine Cargo	Marine Hull	Motor	Misc.	Total	
Balance of Account at the Beginning of the Year :							
Reserve for Unexpired Risks	62,907,392	69,319,970	(418,528)	6,146,201	12,520,024	150,475,059	119,688,766
Premium Less Re-Insurance	155,106,586	166,175,954	425,355	14,566,972	10,037,213	346,312,080	335,895,442
Commission on Reinsurance Ceded	12,344,480	9,648,779	1,625,295	263,684	3,793,766	27,676,004	39,736,362
Service Charge	90,499	3,100	-	-	200	93,799	4,112
Total	230,448,957	245,147,803	1,632,122	20,976,857	26,351,202	524,556,942	495,324,683
Claims Under Policies Less Reinsurance	63,899,043	95,366,866	439,874	(14,853,205)	1,257,521	146,110,100	130,042,836
Paid during the year	47,204,398	12,583,733	439,874	10,817,795	1,457,521	72,503,322	79,319,572
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	68,078,836	126,848,863	-	8,820,000	490,000	204,237,699	130,630,921
	115,283,234	139,432,596	439,874	19,637,795	1,947,521	276,741,021	209,950,493
Less: Outstanding at the end of previous year	51,384,191	44,065,730	-	34,491,000	690,000	130,630,921	79,907,657
Agency Commission	-	-	-	-	-	-	4,723,382
Expenses of Management	76,298,332	64,171,330	10,232,160	4,946,995	6,071,387	161,720,205	149,353,613
Insurance Stamp	4,231,797	-	-	154,157	13,442	4,399,396	3,423,015
Service Charge	252,506	133,387	-	-	46,784	432,677	504,730
Commission on R/I Acceptance Reserve for unexpired risks being 40% of Fire, Marine Cargo, Motor & Miscellaneous and 100% of Marine Hull of the net premium income for the year	-	-	-	-	-	-	24,129
Profit/(Loss) Transferred to Statement of Profit or Loss and other Comprehensive Income	23,724,645	19,005,839	(9,465,267)	24,902,122	14,947,183	73,114,521	56,777,918
Total	230,448,957	245,147,803	1,632,122	20,976,857	26,351,202	524,556,942	495,324,683

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127


Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner

DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2025

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Paramount Insurance PLC.

Fire Insurance Revenue Account

For the year ended December 31, 2025

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Balance of Account at the Beginning of the Year	62,907,392	60,887,287
Premium Less Reinsurance	155,106,586	157,268,479
Commission on Reinsurance Ceded	12,344,480	23,181,048
Service Charge	90,499	470
Total	230,448,957	241,337,284
Claims Under Policies Less Reinsurance	63,899,043	72,837,244
Paid during the year	47,204,398	49,221,188
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	68,078,836	51,384,191
Less: Outstanding claim at the end of previous year	115,283,234	100,605,379
	51,384,191	27,768,135
Agency Commission	-	3,223,643
Expenses of Management	76,298,332	73,529,297
Service Charge	252,506	380,688
Insurance Stamp	4,231,797	3,390,296
Reserve for unexpired risks being 40% of the net premium income of the year	62,042,634	62,907,392
Profit/(Loss) Transferred to Statement of Profit or Loss and other Comprehensive Income	23,724,645	25,068,724
Total	230,448,957	241,337,284

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner

DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2025

Paramount Insurance PLC.

Marine Cargo Insurance Revenue Account

For the year ended December 31, 2025

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Balance of Account at the Beginning of the Year	69,319,970	43,564,037
Premium Less Reinsurance	166,175,954	138,639,939
Commission on Reinsurance Ceded	9,648,779	9,314,064
Service charge	3,100	3,642
Total	245,147,803	191,521,682
Claims Under Policies Less Reinsurance	95,366,866	38,241,511
Paid during the year	12,583,733	21,239,803
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	126,848,863	44,065,730
	139,432,596	65,305,533
Less: Outstanding claim at the end of previous year	44,065,730	27,064,022
Agency Commission	-	986,831
Expenses of management	64,171,330	49,760,155
Service Charge	133,387	79,234
Reserve for unexpired risks being 40% of Marine Cargo	66,470,381	69,319,970
Profit/(Loss) Transferred to Statement of Profit or Loss and other Comprehensive Income	19,005,839	33,133,980
Total	245,147,803	191,521,682

The annexed notes form 01 to 43, Annexure 01 to 05 , "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Place : Dhaka
Dated : 10 March, 2025

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner
DVC: 2503201463AS881519

Paramount Insurance PLC.

Marine Hull Insurance Revenue Account

For the year ended December 31, 2025

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Balance of Account at the	(418,528)	3,985,245
Premium Less Reinsurance	425,355	(418,528)
Commission on Reinsurance Ceded	1,625,295	1,961,900
Total	1,632,122	5,528,617
Claims Under Policies Less Reinsurance	439,874	131,648
Paid during the year	439,874	131,648
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	-	-
	439,874	131,648
Less: Outstanding claim at the end of previous year	-	-
Agency Commission	-	-
Expenses of management	10,232,160	9,691,946
Service Charge	-	-
Reserve for unexpired risks being 100% of Marine Hull	425,355	(418,528)
Profit/(Loss) Transferred to Statement of Profit or Loss and other Comprehensive Income	(9,465,267)	(3,876,448)
Total	1,632,122	5,528,617

The annexed notes form 01 to 43, Annexure 01 to 05 , "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Place : Dhaka
Dated : 10 March, 2025

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner
DVC: 2503201463AS881519

Paramount Insurance PLC.

Motor Insurance Revenue Account

For the year ended December 31, 2025

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Balance of Account at the Beginning of the Year	6,146,201	8,432,518
Premium Less Reinsurance	14,566,972	15,365,503
Commission on Reinsurance Ceded	263,684	299,318
Total	20,976,857	24,097,339
Claims Under Policies Less Reinsurance	(14,853,205)	15,326,242
Paid during the year	10,817,795	5,410,742
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	8,820,000	34,491,000
	19,637,795	39,901,742
Less: Outstanding claim at the end of previous year	34,491,000	24,575,500
Agency Commission	-	507,314
Expenses of management	4,946,995	4,803,304
Insurance Stamp	154,157	18,880
Reserve for unexpired risks being 40% of the net premium income of the year	5,826,789	6,146,201
Profit/(Loss) Transferred to Statement of Profit or Loss and other Comprehensive Income	24,902,122	(2,704,602)
Total	20,976,857	24,097,339

The annexed notes form 01 to 43, Annexure 01 to 05 , "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Place : Dhaka
Dated : 10 March, 2025

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner
DVC: 2503201463AS881519

Paramount Insurance PLC.

Miscellaneous Insurance Revenue Account

For the year ended December 31, 2025

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Balance of Account at the Beginning of the Year	12,520,024	2,819,679
Premium Less Reinsurance	10,037,213	25,040,048
Commission on Reinsurance Ceded	3,793,766	4,980,033
Service charge	200	-
Total	26,351,202	32,839,760
Claims Under Policies Less Reinsurance	1,257,521	3,506,191
Paid during the year	1,457,521	3,316,191
Total estimated liability in respect of outstanding claims at the end of the year whether due or intimated	490,000	690,000
	1,947,521	4,006,191
Less: Outstanding claim at the end of previous year	690,000	500,000
Agency Commission	-	5,594
Expenses of management	6,071,387	11,568,911
Service Charge	46,784	44,808
Insurance Stamp	13,442	13,839
Commission on R/I Acceptance	-	24,129
Reserve for unexpired risks being 40% of the net premium income of the year	4,014,885	12,520,024
Profit/(Loss) Transferred to Statement of Profit or Loss and other Comprehensive Income	14,947,183	5,156,264
Total	26,351,202	32,839,760

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


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Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner

DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2026

Paramount Insurance PLC.

Statement of Changes In Shareholder's Equity

For the year ended December 31, 2025

Particulars	Amount in Taka						
	Share Capital (Notes-38)	Reserve for Exceptional Loss	Investment Fluctuation Reserve	General Reserve	Revaluation Reserve (Surplus)	Profit or Loss Appropriation Account	Total
Opening Balance as on 01-01-2025	406,649,660	260,420,913	1,621,745	500,000	221,422,155	217,752,380	1,108,366,853
Prior year Adjustment						(436,610)	(436,610)
Balance as on 2025 (Restated)	406,649,660	260,420,913	1,621,745	500,000	221,422,155	217,315,770	1,107,930,243
Profit after tax during the year	-	-	-	-	-	89,201,890	89,201,890
Cash Dividend Paid	-	-	-	-	-	(40,664,966)	(40,664,966)
Current Period Result	-	34,631,208	(11,469,895)	-	-	(34,631,208)	(11,469,895)
Closing Balance as on 31-12-2025	406,649,660	295,052,121	(9,848,150)	500,000	221,422,155	231,221,486	1,144,997,271

Statement of Changes In Shareholder's Equity

For the year ended 31 December, 2024

Particulars	Amount in Taka						
	Share Capital (Notes-38)	Reserve for Exceptional Loss	Investment Fluctuation Reserve	General Reserve	Revaluation Reserve (Surplus)	Profit or Loss Appropriation Account	Total
Opening Balance as on 01-01-2024	406,649,660	226,831,369	23,079,999	500,000	221,422,155	201,432,933	1,079,916,116
Profit after tax during the year	-	-	-	-	-	90,573,957	90,573,957
Cash Dividend Paid	-	-	-	-	-	(40,664,966)	(40,664,966)
Current Period Result	-	33,589,544	(21,458,254)	-	-	(33,589,544)	(21,458,254)
Closing Balance as on 31-12-2024	406,649,660	260,420,913	1,621,745	500,000	221,422,155	217,752,380	1,108,366,853

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XI" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Enrollment: 1463
Partner
DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2026

Paramount Insurance PLC.
Statement of Cash Flows

For the year ended December 31, 2025

SL No.	Particulars	Notes	Amount in Taka	Amount in Taka
			2025	2024
A.	<u>Cash Flows From Operating Activities</u>			
	Collection from Premium & Other Income		553,562,752	580,161,077
	Payment for Management Expenses, Commission, Claim, Re-Insurance and Others		(450,611,758)	(437,140,509)
	Income Tax Paid		(30,061,635)	(24,781,652)
	Net Cash Flows From Operating Activities	37.00	72,889,359	118,238,916
B.	<u>Cash Flows From Investing Activities</u>			
	Purchase of Non-Current Assets		(9,693,666)	(13,316,440)
	Disposal of Non-Current Assets		1,647,989	2,039,298
	Increase/(Decrease) in Assets under construction & other		(35,325,286)	(27,256,743)
	Increase/(Decrease) Investment BGTB		(60,000,000)	(52,500,000)
	Increase/(Decrease) investment in share		3,258,376	(38,200,405)
	Interest Received		61,643,836	50,994,746
	Other Income		-	12,164
	Profit on Sale of car		102,011	805,702
	Investment Income (Sale Of Share)		(3,355,989)	18,281,521
	Dividend Received		1,412,975	1,066,387
	Net Cash Flows From Investing Activities		(40,309,755)	(58,073,769)
C.	<u>Cash Flows from Financing Activities</u>			
	Unclaim Dividend		(237,585)	524,773
	Cash Dividend Paid		(40,664,966)	(40,664,966)
	Net Cash Flows from Financing Activities		(40,902,551)	(40,140,193)
	Net Cash in Flows (Outflows) (A+B+C)		(8,322,948)	20,024,954
	Opening Cash and Cash Equivalents		621,190,674	601,165,720
	Closing Cash and Cash Equivalents		612,867,726	621,190,674
	Net Operating Cash Flow Per Share (NOCFPS)	36.00	1.79	2.91

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
 Firm Registration Number with FRC:
 CAF-001-127



Md. Abdullah Al Amin, FCA
 Enrolment: 1463
 Partner

DVC: 2503201463AS881519

Place : Dhaka
 Dated : 10 March, 2026

NOTES TO THE FINANCIAL STATEMENTS

As at & for the year ended 2025

1.00 General Information

1.01 Incorporation and legal form of the company

The company is a public limited company formed under the companies Act, 1994 vide registration No-C-39003(961)/99 dated November 10, 1999 and is engaged in general insurance business as per insurance Act, 2010. The Company is listed with Dhaka Stock Exchange Ltd (DSE) and Chittogram Stock Exchange Ltd. (CSE) as a publicly traded company.

2.00 Summary of significant accounting policies and related information

2.01 Basis of Accounting

The financial statements have been prepared under historical cost convention in a going concern concept and on accrual basis in accordance with International Accounting standards (IASs) and International Financial Reporting Accounting standards (IFRSs). In addition, the Bangladesh Securities and Exchange Commission Rules 1987, Listing Regulations of Dhaka Stock Exchange Ltd. (DSE) & Chittogram Stock Exchange Ltd. (CSE) have also been complied with.

2.02 Basis of Presentation

The financial statements have been prepared in accordance with the regulations as contained in part-1 of the First Schedule and the Revenue Account of each class of general insurance business has been prepared in accordance with the regulations as contained in part-1 of the third schedule and as per Form 'F' set forth in part-II of Third schedule of the Insurance Act, 1938 as amended from time to time; which are applicable till promulgation of new Rules & Regulation under New Insurance Act 2010.

2.03 Head of Accounts and Figures

Some of the head of accounts and last year figures have been re-arranged for complying with International Accounting Standards (IASs) & International Financial Reporting Standards (IFRSs)

2.04 Functional and Reporting Currency

These financial statements have been prepared in Bangladeshi taka which is the functional currency of the company. All figures are presented in Taka which has been rounded off to the nearest Taka.

2.05 Going Concern

The financial statements are prepared on a going concern basis. As per management assessment, there is no material uncertainty relating to events or condition which may cause doubt upon the company's ability to continue as a going concern.

2.06 Reporting Period

The Financial Statements of the company consistently cover one calendar year from 1 January 2025 to 31 December 2025.

2.07 Foreign Currency Transaction

All foreign exchange transactions are converted to Bangladeshi Taka which is the reporting currency at the rate of exchange prevailing at the time the transaction were effected.

2.08 Risk and Uncertainties

The preparation of financial statements in conformity with the International Accounting Standards (IASs) & International Financial Reporting Standards (IFRSs) requires the management to make estimates and assumptions that affect the reported amounts of assets, liabilities and disclosures at Statement of Financial position date and of the revenues and expenses during the year.

2.09 Comparative Information

Comparative information has been disclosed in respect to the year 2025 & 2024 for all numerical information of the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current period financial statements.

2.10 Compliance of International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs)

IAS Standards	IAS No	Status
Presentation of Financial Statements	1	Applied
Inventories	2	Applied
Statement of Cash flows	7	Applied
Accounting Policies, Changes in Accounting Estimates and Errors	8	Applied
Events after the Reporting Period	10	Applied
Construction Contracts	11	N/A
Income Taxes	12	Applied
Property, Plant & Equipments	16	Applied
Employee Benefits	19	Applied
Accounting for government grants	20	N/A
The effects of changes in foreign exchange Rates	21	N/A
Borrowing Cost	23	N/A
Related Party Disclosure	24	Applied
Accounting for investment	25	Applied
Accounting and Reporting by Retirement Benefit plans	26	N/A
Separate Financial Statements	27	N/A
Investments in Associates and Joint Ventures	28	N/A
Financial Reporting in Hyperinflationary Economics	29	N/A
Financial Instruments: Presentation	32	Applied
Earnings Per Share	33	Applied
Interim Financial Reporting	34	Applied
Impairments of Assets	36	N/A
Provisions for Contingents Liabilities and Contingents Assets	37	Applied
Intangible Assets	38	N/A
Financial Instruments: Recognition and Measurement	39	Applied
Investment Properties	40	Applied
Agriculture	41	N/A
IFRS Standards	IFRS No	Status
First- time Adoption of International Financial Reporting Standards	1	Applied
Share-based Payment	2	N/A
Business Combinations	3	N/A
Insurance Contracts	4	Applied
Non- current Assets Held for Sale and Discontinued Operations	5	N/A
Exploration for and Evaluation of Mineral Resources	6	N/A
Financial Instrument: Disclosures	7	Applied
Operating Segments	8	Applied
Financial Instruments	9	Applied

Consolidated Financial Statement	10	N/A
Joint Arrangements	11	N/A
Disclosure of Interest in other Entities	12	N/A
Fair Value Measurement	13	Applied
Regulatory Deferral Accounts	14	N/A
Revenue from Contract with Customers	15	Applied
Leases	16	N/A

2.11 Recognition and measurement of Fixed Assets and Depreciation

Property, Plant and Equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. Land and land development is measured at fair value basis. Part of items of property, plant and equipment having different useful life which accounted for as separate items of property, plant and equipment

The cost of replacing or upgrading part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits associated with the part will flow to the company and its cost can be measured reliably.

An item of property, plant and equipment is recognized upon disposal or when no future economic benefits are expected from its use. Any gain or loss of arising on de-recognition of an item of property, plant and equipment are included in the statement profit or loss and other comprehensive income, having deducted from the proceeds on disposal, the carrying amount of the assets and related expenses.

No depreciation has been charged on land and land development under the head of property, plant and equipment. Depreciation on other depreciable assets have been charged on diminishing balance method in compliance with IAS 16 "Property, plant and equipment" at the following rates.

Category of Assets	Rate of Depreciation
Motor Vehicles	20%
Furniture & Fixture	10%
Office Equipments	20%
Office Decoration	10%
Telephone installation	20%
Electrical Installation	20%
Sign Board	10%
Air Conditioner	20%
Computer	30%
Software Installation	20%
Website Development	20%

2.12 Revaluation

Revaluation on land under the head of Property, Plant and Equipment is performed by BSEC approved professionally qualified valuer, M/S A B Saha & Co, Chartered Accountants in the year of 2019. The valuer has revalued the property based on the fair value at the date of valuation and the carrying amount at Financial Position date is not less than that of the fair value. The revaluation surplus is recognized in the net carrying amount of the assets and is transferred to revaluation reserve after restating the asset at the revalued amount.

2.13 Revenue Recognition

Premium is recognized when insurance policies are issued, but the premium of company's share of Public Sector Insurance Business (PSB) is accounted for in the year in which the statements of account from Sadharan Bima Corporation (SBC) are received.

Public Sector Business for 4 (four) quarters up to June 2025 has been accounted for on the basis of statement received from SBC.

Interest on the investments in the form Bangladesh Government Treasury Bond (BGTB) and Fixed Deposit Receipt (FDR) have been credited to profit & loss account on accrual basis. Investment in share, dividend Income and interest of SND are recognized as other income on cash basis.

2.14 Employee's Benefits

AS per decision of the Board of Directors of the Company Implementation of some of the employees benefit programs within a specific period. As such the following benefit programs have been implemented during the year 2012 and others are in process of finalization.

a) Provident Fund

b) Gratuity : The Company pays gratuity benefits to employees in accordance with Bangladesh Labour Act 2006 (amended up to 2025) but provision is made as lump sum basis. A formal policy in this regard not yet adopted by the Company but it was mandatory to make actual valuation as per IAS 19. The management of the Company will be adopted a policy soon in this regard.

c) Worker Profit Participation Fund (WPPF) : The Company does not maintain WPPF. It is required to maintain WPPF@ 5% of net profit before tax after charging such expense in accordance with Bangladesh Labour Act 2006 (amended up to 2025). Bangladesh Insurance Association (BIA) letter Ref: BIA-3(58/2020-100, Dated: 13 March, 2020 & bank and Financial Institution division letter Ref: 50.00.000.311.22.002.17-130, Dated 14 February 2017, they are requested to Ministry of Finance and Ministry of Labour & Employment not to implement the WPPF for Bank and All Financial Institution. Based on those letters, this issue is pending for all Financial Institution. If WPPF is mandatory for all insurance company for any reason, the company is ready to comply with this matter.

2.15 Premium Control Account

Premium control account is the outstanding premium as at reporting date under the bank guarantees which will be subsequently received and adjusted

2.16 Management Expenses

Management expenses as charged to Revenue Accounts, amounting to Tk. 16,65,52,278 based on gross premium in the following ratio:

Class of business	Gross Premium	% of Ratio of total Expenses	Management Expenses	Service Charge	Stamp Expenses	Total Expenses
Fire	243,074,643	48.50	76,298,332	252,506	4,231,797	80,782,635
Marine Cargo	207,998,677	38.61	64,171,330	133,387	-	64,304,717
Marine Hull	40,572,931	6.15	10,232,160	-	-	10,232,160
Motor	15,626,862	3.06	4,946,995	-	154,157	5,101,152
Miscellaneous	41,308,326	3.68	6,071,387	46,784	13,442	6,131,613
Total	548,581,439	100	161,720,205	432,677	4,399,396	166,552,278

As per Insurance Act 2010 Section 63(2) the Management expenses which incurred direct & indirect has been included as revenue expenditure in the accounts.

2.17 Income Tax expenses

Income tax expenses comprises of current tax and deferred tax which have been recognized in the statement of profit or loss and other comprehensive income.

2.17.01 Current Tax

i) Income Tax provision has been made on taxable profit for the year as per taxes law.

ii) Income Tax Assessment for the year 2004-2005 (Accounting year ended 31-12-2003) is under reference case in the High Court. However, the assessments year 2005-2006 to 2011-2012 & 2017-2018 to 2025-2026 has been completed (Final settlement). The assessment year 2012-2013, 2013-2014, 2014-2015, 2015-2016 & 2016-2017 is under Reference Case in the High -Court .

2.17.02 Deferred Tax

Deferred tax is recognized in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amount used for taxation purpose. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences using tax rates enacted or substantively enacted within the reporting date.

2.18 Reserves for Exceptional Loss

As per provision of the Insurance Act & Income Tax Act-2023, Paragraph 6 (2) of the 4th schedule, the company is entitled to make provision under Reserve for Exceptional Loss up to 10% of net premium income. However, the management has decided to make Tk. 3,46,31,208 reserves for the year 2025. The balance to the account of December 31, 2025 stands at Tk. 295,052,121.

2.19 Surplus of Revenue Account & Provision for Unexpired Risks

Before arriving at the surplus of each class of business, necessary provisions for unexpired risks have been created at the rate of 40% on Fire, Marine Cargo, Motor & Miscellaneous and 100% on Marine Hull business.

2.20 Related Party Transactions

During the Year 2025 the company carried out a few number of transactions with parties owned by the directors, which may be called the related parties, in the normal course of business and on an arm's length basis. The name of the related parties, the nature of transactions and transaction amount for the year ended December 31, 2025 have been stated below:

Sl. No.	Name of Related Parties	Relationship	Net Premium	Gross Premium	Claim Paid (Taka)
01	M/S. Paramount Textile PLC.	Common Director/Sponsor	16,558,082	17,210,544	1,250,000
02	Sunrise Chemical	Common Director/Sponsor	52,611	60,805	-
Total			16,610,693	17,271,349	1,250,000

2.21 Key Management Personnel Compensation

In compliance with the requirement of schedule XI Para-04 of company act 1994 and Para- 17 of IAS 24 following has been disclosed.

* No remuneration, board meeting attendance fees is paid to any of the directors of the company except Managing Director.

* As per management decision, the following amount has been paid for the period ended from 1st January 2025 to 31st December, 2025.

Name	Designation	Short term benefits		Post employment benefit (Provident fund)	Other long term benefit	Termination benefit	Share based benefit
		Remuneration /Salary (Taka)	Bonus				
Mr. Md. Sajjad Yahya	MD & CEO	29,10,000	4,07,500	N/A	N/A	N/A	N/A
Mr. Mohammad Arif Hossain	Chief Financial Officer	21,84,000	1,70,000	10% of Basic Salary	N/A	N/A	N/A
Mrs. Zharna Parul	Company Secretary	19,44,000	1,50,000	10% of Basic Salary	N/A	N/A	N/A

2.22 Unclaimed dividend

It represents the dividend amount which approved by the shareholder's in respective AGM that is lying in our Bank account due to non-transfer of Shareholder's account for different problem of Shareholder's bank account.

2.23 Leases (IFRS-16)

The Company has adopted IFRS 16- Leases effective 1 January 2025. The Standard has been applied prospectively. Rental contracts previously no classified as lease and are recognized as right-of-use assets and liabilities from this financial year, with no impact on prior periods.

2.24 Impairment of Non-current Assets (IAS-36)

The carrying value of all non-current assets is reviewed for impairment. When there is an indication that the assets might be impaired. Any provision for impairment is charged to the income statement in the year concerned.

2.25 Contingent Liability

The company has the following contingent liabilities as on 31st December 2025.

Sl. No	Submission Year	Assessment Year	Reference Number	VAT/Tax/ Other Amount	Remarks
1	2005	VAT	666/2005	2,343,287	The case is pending with High court & it is not settled till 31 December 2025.
2	2006	2004-2005	397/2006	10,408,652	Do
3	2015	2012-2013	423/2015	6,928,241	Do
4	2016	2013-2014	31/2016	3,170,454	Do
5	2017	2014-2015	103/2017	3,296,033	Do
6	2018	2015-2016	1585/2018	4,096,589	Do
7	2019	2016-2017	431/2019	8,296,599	Do
Total Amount				38,539,855	

2.26 Branch Accounting

The company has 15 branches with no overseas branch as on December 31, 2025. Accounts of branch are maintained at Head office which is included in the accompanying financial statements.

2.27 Interim Financial Statements

The company prepares and publishes its interim financial statements quarterly by following the guideline of IAS, BSEC and other applicable laws and regulation.

2.28 Components Financial Statements

AS per IAS 1 "Presentation of financial statements", the complete set of financial statements includes the following components

- * Statement of financial position
- * Statement of profit or loss and other comprehensive income
- * Statement of Profit and loss appropriation account
- * Statement of cash flows
- * Statement of changes in equity
- * Consolidated all business revenue account
- * Fire insurance revenue account
- * Motor insurance revenue account
- * Marine insurance revenue account
- * Miscellaneous insurance revenue account
- * Notes to the financial statements and significant accounting policies

2.29 Management Responsibility

The Board of Directors (BOD) of the company is responsible for preparation and presentation of financial position for the year ended 31st December 2025.

2.30 Authorization date for issuing financial statements

The financial statements were authorized by the Board of Directors (BOD) on 10th March 2026.

3.00 Share Capital

Tk. 406,649,660

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Issued Subscribed and Paid up Capital	3.02	406,649,660	406,649,660
4,06,64,966 Ordinary Shares of Tk. 10/- each.			

3.01 Authorized Capital:

Tk. 600,000,000

This represents the sum on account of 60,000,000 ordinary share of Taka 10 each. The Authorized Capital of the Company has been increased from Tk. 30 crores to Tk. 60 crores during the year 2011, as approved by its shareholders in the Extraordinary General Meeting held on November 24, 2011. Necessary approval from the Insurance Development & Regulatory Authority (IDRA) was obtained vide their letter No. IDRA/NLI/2158/2011-929 dated November 17, 2011.

3.02 Issued Subscribed and Paid up Capital

Tk. 406,649,660

This represents the sum against 4,06,64,966 ordinary shares of Tk. 10 each, the relevant particulars whereof are as under:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Opening Balance	406,649,660	406,649,660
Add/(Less): Prior year adjustment	-	-
Closing Balance	406,649,660	406,649,660

Composition of Share Holding

SHAREHOLDING STRUCTURE	2025			2024	
	Sponsors	3.02 (a)	19,716,203	48.48%	19,716,203
Public	3.02 (b)	20,948,763	51.52%	20,948,763	51.52%
Total		40,664,966	100%	40,664,966	100%

3.02(a) Shareholders (Sponsors including shareholder Director)

Class of Interval	2025				2024	
	No. of Shares	No. of Shareholders	Total Holdings %	% of Total Paid up Capital	Total Holdings (No of share)	% of Total Paid up Capital
000001-1,00,000	1431	2	0.00%	0.00%	1431	
100,001-500,000	-	-	0.00%	0.00%	-	0.00%
500,001-1000,000	5,617,619	7	28.49%	13.81%	5,617,619	13.81%
1000,001-1500,000	1,355,493	1	6.88%	3.33%	3,253,185	8.00%
1500,001-2,000,000	1,897,692	1	9.63%	4.67%	-	0.00%
2,000,001-2,500,000	-	-	0.00%	0.00%	-	0.00%
2,500,001-3,000,000	10,843,968	4	55.00%	26.67%	10,843,968	26.67%
Total	19,716,203	15	100%	48.48%	19,716,203	48.48%

3.02 (b) Public

Financial & Other Institutions (including ICB)
General Public

Total

8,034,234	38.35%
12,914,529	61.65%
20,948,763	100%

3.02(b)(i) Shareholders (Public)

Class Interval	2025				2024	
	No. of Shares	No. of Shareholders	Total Holdings	% of Total Paid up Capital	Total Holdings (No of share)	% of Total Paid up Capital
01-500	314,442	1940	1.50%	0.77%	359,236	0.88%
501-5000	2,877,869	1566	13.74%	7.08%	3,372,480	8.29%
5001-10000	1,786,048	235	8.53%	4.39%	1,947,684	4.79%
10001-15000	925,595	74	4.42%	2.28%	1,006,916	2.48%
15001-20000	761,873	41	3.64%	1.87%	829,579	2.04%
20001-25000	584,521	26	2.79%	1.44%	620,792	1.53%
25001-30000	542,624	19	2.59%	1.33%	503,494	1.24%
30001-40000	594,913	17	2.84%	1.46%	726,614	1.79%
40001-50000	560,055	12	2.67%	1.38%	566,982	1.39%
50001-60000	651,930	12	3.11%	1.60%	432,287	1.06%
60001-70000	255,394	4	1.22%	0.63%	122,960	0.30%
70001-80000	150,900	2	0.72%	0.37%	146,656	0.36%
80001-90000	168,772	2	0.81%	0.42%	87,500	0.22%
90001-100000	287,448	3	1.37%	0.71%	193,148	0.47%
100001-120000	440,377	4	2.10%	1.08%	343,583	0.84%
120001-200000	1,429,122	9	6.82%	3.51%	1,359,535	3.34%
200001-400000	1,881,898	4	8.98%	4.63%	1,301,921	3.20%
400001-800000	2,760,870	5	13.18%	6.79%	2,138,733	5.26%
800001-4000000	3,974,112	2	18.97%	9.77%	4,888,663	12.02%
Total:	20,948,763	3977	100%	51.52%	20,948,763	51.52%

4.00 Reserve for Exceptional Losses

Tk. 295,052,121

This represents the sum of reserve created in each year, at currently the reserve is kept 10% of respective yearly net Premium Income as per provision of the Insurance Act & Income Tax Ordinance 1984, Paragraph 6 (2) of the 4th schedule. The movement of the sum is as under :

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Opening Balance		260,420,913	226,831,369
Add: Provision made during the year	4.01	34,631,208	33,589,544
Closing Balance		295,052,121	260,420,913

4.01 Calculation for current year provision

Tk. 34,631,208

Reserve for Exceptional Losses on Net Premium	Net Premium Amount in Taka		%	At 10 % of Net Premium Amount in Taka	
	2025	2024		2025	2024
Fire Insurance Business	155,106,586	157,268,479	10%	15,510,659	15,726,848
Marin Insurance Business	166,601,309	138,221,412	10%	16,660,131	13,822,141
Motor Insurance Business	14,566,972	15,365,503	10%	1,456,697	1,536,550
Miscellaneous Insurance Business	10,037,213	25,040,048	10%	1,003,721	2,504,005
Total	346,312,080	335,895,442		34,631,208	33,589,544

5.00 Investment Fluctuation Reserve

Tk. (9,848,150)

This amount is consisted is as follows

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Fair (Market) Value of share		90,971,470	105,699,740
Less: Cost Price of Share		100,819,620	104,077,995
Total		(9,848,150)	1,621,745

6.00 General Reserve Fund

Tk. 500,000

General Reserve fund has been created in the year of 2018 to meet any future costs or financial obligations, especially those arising unexpectedly. This amount is consisted is as follows

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Opening Balance		500,000	500,000
Add: Reserve made during the year		-	-
Closing Balance		500,000	500,000

7.00 Revaluation Reserve (Surplus)

Tk. 221,422,155

It reveals all the upward revaluations of a company's assets under the head of Property, Plant and Equipment until those assets are disposed off. This amount is consisted is as follows

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Opening Balance		221,422,155	221,422,155
Add/(Less): Prior year adjustment		-	-
Closing Balance		221,422,155	221,422,155

8.00 Premium Deposit

Tk. 87,844,184

The amount represents the adjusted balance of premium received against Marine Cargo Cover Notes for which policies have not been issued within December 31, 2025. This amount is consisted is as follows.

Particulars	Amount in	Amount in
	2025	2024
Opening Balance	89,427,809	87,811,261
Add: Premium underwritten	445,206,785	448,150,144
	534,634,594	535,961,405
Less: Cancelled Bills payable	2,879,749	
	531,754,845	
Less: Refund	3,943,885	5,053,831
	527,810,960	530,907,574
Less: Converted into Policy	439,966,776	441,479,765
Closing Balance	87,844,184	89,427,809

9.00 Estimated Liabilities in respect of outstanding claims whether due or intimated.

Tk. 204,237,699

This represents the dues payable to various party which have been taken into Consideration while estimating the liability in respect of outstanding claims (own share).

Particulars	Amount in	Amount in
	2025	2024
Fire Insurance Account	68,078,836	51,384,191
Marine Cargo Insurance Account	126,848,863	44,065,730
Motor Insurance Account	8,820,000	34,491,000
Miscellaneous Insurance Account	490,000	690,000
Total	204,237,699	130,630,921

10.00 Unclaim Dividend**Tk. 1,438,077**

By complying of Securities and Exchange Commission's Notification No. SEC/ SRMIC/165 - 2020/306 dated November 24,2021, unsettled dividend (Cash & fraction stock) has been transferred to capital market stabilization fund (CMSF) up to the year of 2021. Remaining unclaim dividend has been calculated as under.

Particulars	Amount in Taka	Amount in Taka
	2025	2024
2020 Cash dividend	-	9,663
2021 Cash dividend	-	581,090
2022 Cash dividend	270,045	276,440
2023 Cash dividend	793,780	808,469
2024 Cash dividend	374,251	-
Closing Balance	1,438,077	1,675,662

11.00 Amount due to other persons or bodies carrying on Insurance Business**Tk. 72,612,689**

This represents the amount payable to Shadharan Bima Corporation (SBC) & Overseas re-insurers. This amount is consisted is as follows:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Resident (SBC)	63,396,307	207,255,298
Non Resident (Other)	9,216,382	2,562,075
Closing Balance	72,612,689	209,817,373

12.00 Sundry Creditors**Tk. 28,703,182**

This amount is consisted is as follows:

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Received against Stamp Duty		3,068,344	2,771,767
VAT Collected on premium		(10,603)	(4,378)
Bills Payable	12.01	22,011,532	17,424,777
Reserve for Gratuity	12.02	3,633,909	4,023,409
Total		28,703,182	24,215,575

12.01 Bills Payable**Tk. 22,011,532**

This amount is consisted is as follows:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Salaries & Allowances	14,278,999	9,282,098
VAT (December-2025)	5,223,517	3,087,521
Audit Fee (Including special audit and Statuary Audit Fee 2025)	815,000	815,000
Printing	-	1,276,217
Employer's contribution in PF	75,875	84,475
Refundable Premium	1,417,788	2,687,424
Refundable Stamp duty	-	70,268
Vat on Office Rent	123,284	121,774
Electric Bill	33,231	-
Telephone bill (PABX)	2,570	-
Mobile Bill	41,268	-
Total	22,011,532	17,424,777

12.02 Reserve for Gratuity

Tk. 3,633,909

The movement of the sum is as follows:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Opening Balance	4,023,409	2,189,409
Add: Addition for this year	-	2,000,000
	4,023,409	4,189,409
Less: Adjustment (Paid during this year)	389,500	166,000
Closing Balance	3,633,909	4,023,409

13.00 Lease Liability

Tk. 5,505,679

The movement of the sum is as follows:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Opening Balance	-	-
Add: Addition for this year	14,391,174	-
	14,391,174	-
Add: Interest Expense	763,413	-
Less: Adjustment for this year	9,648,907	-
Lease Modification	-	-
Closing Balance	5,505,679	-

The company has adopted IFRS 16 – Leases effective 1 January 2025. The standard has been applied prospectively. Rental contracts previously not classified as lease and are recognized as right-of-use assets and lease liabilities from this financial year, with no impact on prior periods.

14.00 Income Tax Provision

Tk. 68,355,940

This amount is consisted is as follows:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Opening Balance	61,374,004	61,136,316
Add: Provision for this year	32,258,067	25,276,131
	93,632,071	86,412,447
Less: Adjustment during this year	25,276,131	25,038,443
Closing Balance	68,355,940	61,374,004

This amount is consisted is as follows

Accounting Year	Tax Assessment Year	Amount in Taka	Amount in Taka
		2025	2024
2014	2015-2016	17,675,645	17,675,645
2015	2016-2017	18,422,229	18,422,229
2024	2024-2025	-	25,038,443
2025	2025-2026 Note:28	32,258,067	-
Total		68,355,940	61,374,004

15.00 Deferred Tax Liabilities

Tk. 40,833,591

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Deferred tax liabilities at the end of the year	40,833,591	43,442,497

The details hereof are stated in Annexure-5

16.00 Land & Land Development**Tk. 598,251,794**

This represents the written down value of Non-Current Assets. This amount is consisted is as follows

Particulars	Amount in Taka	Amount in Taka
	2025	2024
A. Cost:-		
Land at Gulshan	64,003,348	64,003,348
Land at Kaligonj	273,751,794	273,751,794
	337,755,142	337,755,142
B. Revaluation:		
Land at Gulshan	260,496,652	260,496,652
Land at Kaligonj	-	-
	260,496,652	260,496,652
Total Land & Land Development (A+B)		
Land at Gulshan	324,500,000	324,500,000
Land at Kaligonj	273,751,794	273,751,794
Total	598,251,794	598,251,794

*Details are Shown in the (Annexure-1)

17.00 Building Under Construction**Tk. 147,089,644**

This represents the cost value of Building under construction and all related expenditure are capital nature which will be capitalized with Property, Plant and Equipment. This amount is consisted is as follows.

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Opening Balance	111,764,358	84,507,615
Add: Addition During the year	35,325,286	27,256,743
Closing Balance	147,089,644	111,764,358

The board of directors has decided to construct a building on own occupied land at gulshan resulting that the management has taken necessary action to implement the decision of board of directors and got approval from Rajuk. We are already started construction work.

18.00 Other Fixed Assets**Tk. 28,518,499**

This represents the written down value of Non-Current Assets. This amount is consisted is as follows:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
A. Cost		
Opening Balance	69,863,142	65,548,870
Add: Addition During the year	9,005,332	13,316,440
Less: Adjustment	3,540,299	9,002,168
	75,328,175	69,863,142
B. Accumulated Depreciation		
Opening Balance	43,296,065	44,556,724
Add: Addition During the year	5,405,921	5,702,212
Less: Adjustment	1,892,310	6,962,870
	46,809,676	43,296,065
WDV of Other Fixed Assets (A-B)	28,518,499	26,567,077

*Details of Fixed Assets & Depreciation are Shown in the (Annexure-1)

18.01 Intangible Assets

Tk. 1,558,534

This represents the written down value of Non-Current Assets. This amount is consisted is as follows:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
A. Cost		
Opening Balance	3,626,544	3,626,544
Add: Addition During the year	688,334	-
	4,314,878	3,626,544
B. Accumulated Amortization		
Opening Balance	2,478,794	2,191,857
Add: Addition During the year	277,550	286,937
	2,756,344	2,478,794
WDV of Intangible Fixed Assets (A-B)	1,558,534	1,147,750

*Details of Intangible Assets & Amortization are Shown in the (Annexure-2)

18.02 Right of Use Assets

Tk. 3,724,008

This represents the written down value of Non-Current Assets. This amount is consisted is as follows:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
A. Cost		
Opening Balance	-	-
Add: Addition During the year	14,391,174	-
	14,391,174	-
B. Accumulated Amortization		
Opening Balance	-	-
Add: Addition During the year	10,667,166	-
	10,667,166	-
WDV of Right of Use (A-B)	3,724,008	-

*Details Of Right of Use Assets are Shown in the (Annexure-3)

19 Bangladesh Government Treasury Bond

Tk. 137,500,000

This represents statutory deposit in 10 years Bangladesh Govt. Treasury Bond (BGTB) as per requirement of the Insurance Act 2010. This amount is consisted is as follows.

Particulars		Amount in Taka	Amount in Taka
		2025	2024
Opening Balance	19.01(a)	77,500,000	25,000,000
Add: Addition During the year	19.01(b)	60,000,000	52,500,000
Total		137,500,000	77,500,000

19.01 (a) Opening Balance:

7.15% 10 years BGTB (Purchased in 2021, Issued '2018) Maturity 2028
 7.60% 10 years BGTB (Purchased in 2018, Issued '2016) Maturity 2026
 12.05 10 years BGTB (Purchased in 2024, Issued '2024) Maturity 2034
 12.15 10 years BGTB (Purchased in 2024, Issued '2024) Maturity 2034
 9.20 10 years BGTB (Purchased in 2024, Issued '2024) Maturity 2034

Amount in Taka 2025	Amount in Taka 2024
14,700,000	14,700,000
10,300,000	10,300,000
10,000,000	-
25,000,000	-
17,500,000	-
77,500,000	25,000,000
25,000,000	10,000,000
10,000,000	25,000,000
15,000,000	17,500,000
10,000,000	-
60,000,000	52,500,000

(b) Addition During the year:

12.08 10 years BGTB (Purchased in 2025, Issued '2025) Maturity 2035
 10.48 10 years BGTB (Purchased in 2025, Issued '2025) Maturity 2035
 10.48 10 years BGTB (Purchased in 2025, Issued '2025) Maturity 2035
 10.39 10 years BGTB (Purchased in 2025, Issued '2025) Maturity 2035

20.00 Investment in Shares & Securities

Tk. 90,971,470

This represent the market price of investment in share of Public Limited Companies which has been recognized as "available for sale" as on 31 December, 2025.

Particulars	Amount in Taka 2025	Amount in Taka 2024
Investment in listed companies	90,971,470	105,699,741
Total	90,971,470	105,699,741

21.00 Interest Accrued but not due

Tk. 28,999,723

This represents the sum of accrued interest on investment in BGTB and in FDR. The break-up whereof is as follows :

Particulars	Amount in Taka 2025	Amount in Taka 2024
Bangladesh Govt. Treasury Bond (BGTB)	4,967,042	2,120,212
Fixed Deposit Receipt (FDR)	24,032,681	21,051,182
Total	28,999,723	23,171,394

22.00 Premium Control Account

Tk. 24,120,261

This amount is consisted is as follows

Particulars	Amount in Taka 2025	Amount in Taka 2024
Fire	-	-
Marine Cargo (Bank Guarantee)	24,120,261	20,160,846
Motor	-	-
Miscellaneous	-	-
Total	24,120,261	20,160,846

Cover notes have been issued against Bank Guarantee's which will be adjusted within the following year.

23.00 Advance, Deposits & Prepayments

Tk. 83,741,121

This amount is consisted is as follows

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Advance against Office Rent	482,000	460,500
Advance against Salary	3,809,500	7,146,000
Security Deposits	1,847,218	1,747,218
Advance for Website design & Development	50,000	50,000
Advance against Miscellaneous	2,370,320	-
Bill Receivable (Premium)	1,754,500	855,270
Bills Dividend Receivable	787,634	-
Advance against Income Tax	72,639,949	67,854,445
Total	83,741,121	78,113,433

23.01 Advance against Income Tax

Tk. 72,639,949

Particular	Amount in Taka	Amount in Taka
	2025	2024
Opening Balance	67,854,445	68,111,236
Add. Paid During the year (Income year 2025)		
Accounting year		
2023	-	12,473,848
2024	12,968,330	12,307,804
2025	17,093,305	-
	97,916,080	92,892,888
Less. Adjustment (Year ending- 2024)	25,276,131	25,038,443
Closing Balance	72,639,949	67,854,445

24.00 Amount due from other persons or bodies carrying on insurance business

Tk. 32,395,089

This represents the dues receivable from Shadharan Bima Corporation (SBC). This amount is consisted is as follows

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Opening Balance	152,354,323	142,478,452
Add: Net receivable from Public Sector Business (PSB) - on 3 rd & 4 th Qtrs of 2022 and 1 st & 2 nd Qtrs of 2023	11,081,470	11,243,122
Less. Received/Adjusted	131,036,211	-
Sub-Total	32,399,582	153,721,575
Add: Net Receivable on Re-Insurance (RI) Misc. Accepted	(4,492)	(1,367,252)
Closing Balance	32,395,089	152,354,323

25.00 Cash at Bank

Tk. 36,443,351

The make-up of the sum is as follows

Particulars	Amount in Taka	Amount in Taka
	2025	2024
CD Account	1,005,279	16,603,608
STD Account	35,438,071	33,175,559
Total	36,443,351	49,779,167

The Bank balance were confirmed and reconciled with Bank statements.

26.00 Cash in Hand**Tk. 133,789**

Cash in hand consist of cash balance of head office & petty cash in hand of branch office note that bank balance of various branch office shown in cash in hand of branch office. The make-up of the sum is as follows:

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Head Office	68,581	34,983
Gulshan Branch	11,835	9,394
Kawran Bazar Branch	4,833	5,205
Motijheel Branch	3,882	7,573
Agrabad Branch	3,818	2,785
Khulna Branch	9,992	88,956
Rangpur Branch	2,774	5,000
Bogra Branch	6,244	2,759
Jessore Branch	5,154	4,806
Naogaon Branch	1,937	1,517
Kushtia Branch	3,398	3,592
Dinajpur Branch	5,059	5,212
Meherpur Branch	1,578	4,700
Noapara Branch	1,345	2,738
Comilla Branch	3,359	1,357
Total	133,789	180,576

26.01 Cash at BO Account**Tk. 6,807**

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Quayum Securities	2,786	2,486
IDLC Securities	4,022	101,935
	6,807	104,421

27.00 Fixed Deposit Receipt (FDR)**Tk. 576,283,780**

The make-up of the sum is as follows

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Opening Balance	571,126,511	581,650,000
Add: Addition during the year	80,607,269	169,726,511
	651,733,780	751,376,511
Less: Encashed during the year	75,450,000	180,250,000
Closing Balance	576,283,780	571,126,511

The details hereof are stated in Annexure-4

28.00 Computation of current tax**Tk. 32,258,067****Amount in Taka**

Particulars	Taxable Income		Rate of Percentage	Tax Provision	
	2025	2024		2025	2024
Taxable Income					
Income from business or profession	18,588,682	13,171,940	37.50%	6,970,756	4,939,478
Interest income from FDR & STD Accounts	67,472,165	47,969,398	37.50%	25,302,061	17,988,524
Investment Income (profit on Sale of share)	(3,355,989)	18,281,521	10.00%	(335,599)	1,828,152
Profit on Sale of Car	102,011	805,702	37.50%	38,254	302,138
Other Income	-	12,164	37.50%	-	4,562
Dividend Income	1,412,975	1,066,387	20.00%	282,595	213,277
Total	84,219,844	81,307,113		32,258,067	25,276,131

Taxable Income:
Amount in Taka

Particulars	Notes No.	Taxable Income	Exempted (Exceptional loss & Dividend income)	Taxable Income	
				2025	2024
Income from business or profession,	28.01	53,219,889	34,631,208	18,588,682	13,171,940
Interest income from BGTB, FDR & STD Accounts		67,472,165	-	67,472,165	47,969,398
Investment Income (profit on Sale of share)		(3,355,989)	-	(3,355,989)	18,281,521
Profit on Sale of Car		102,011		102,011	805,702
Other Income		-		-	12,164
Dividend Income		1,412,975	-	1,412,975	1,066,387
Total		118,851,051	34,631,208	84,219,844	81,307,113

28.01 Income from Business or profession:
Tk. 53,219,889

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Gross Profit	118,851,051	114,896,657
Less: Other Income	-	12,164
Less: Interest income from FDR & STD Accounts	67,472,165	47,969,398
Less: Investment Income (profit on Sale of Share)	(3,355,989)	18,281,521
Less: Profit on Sale of Car	102,011	805,702
Less: Dividend Income	1,412,975	1,066,387
Total	53,219,889	46,761,484

29.00 Computation of Deferred Tax
Tk. (2,608,905)

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Deferred tax expenses/(income) during the year recognised in profit & loss Account	(2,608,905)	(953,432)

The details hereof are stated in Annexure-5

30.00 Reserve for Exceptional Losses
Tk. 34,631,208

Reserve for Exceptional Losses on Net Premium	Net Premium		%	At 10 % of Net Premium	
	Amount in Taka			Amount in Taka	
	2025	2024		2025	2024
Fire Insurance Business	155,106,586	157,268,479	10%	15,510,659	15,726,848
Marin Insurance Business	166,601,309	138,221,412	10%	16,660,131	13,822,141
Motor Insurance Business	14,566,972	15,365,503	10%	1,456,697	1,536,550
Miscellaneous Insurance	10,037,213	25,040,048	10%	1,003,721	2,504,005
Total	346,312,080	335,895,442		34,631,208	33,589,544

31. Revenue Accounts

The Summarized position of Net Underwriting Profit earned during the year 2025 is as follows.

Amount in Taka

PARTICULARS	2025					2024
	FIRE	MARINE	MOTOR	MISCELL-ANEOUS	TOTAL	
A. Gross Premium (Including PSB Business)	243,074,643	248,571,607	15,626,862	41,308,326	548,581,439	542,550,239
B. Re-Insurance Premium Ceded	87,968,057	81,970,299	1,059,890	31,271,113	202,269,359	206,654,796
C. Net Premium (A-B)	155,106,586	166,601,309	14,566,972	10,037,213	346,312,080	335,895,442
DIRECT EXPENSES:						
D. Commission (Net)	(12,344,480)	(11,274,075)	(263,684)	(3,793,766)	(27,676,004)	(34,988,851)
E. Claim Settled and Provided (Net)	63,899,043	95,806,741	(14,853,205)	1,257,521	146,110,100	130,042,836
F. Management Expenses (including service charge & stamp expenses)	80,692,136	74,533,778	5,101,152	6,131,413	166,458,478	153,277,247
G.Total Direct Expenses (D+E+F)	132,246,699	159,066,444	(10,015,737)	3,595,169	284,892,574	248,331,231
H. Adjusted Fund Balance for unexpired risk (Opening balance less closing balance)	(864,758)	(2,005,706)	(319,412)	(8,505,139)	(11,695,015)	30,786,293
Net Underwriting Profit (C-G+H)	23,724,645	9,540,571	24,902,122	14,947,183	73,114,521	56,777,918
COMMISSION (NET):						
Commission Paid on Direct Business	-	-	-	-	-	4,723,382
Commission Paid on Re-insurance Accepted	-	-	-	-	-	24,129
Less: Commission earned or Re-Insurance Ceded	12,344,480	11,274,075	263,684	3,793,766	27,676,004	39,736,362
Net Commission	(12,344,480)	(11,274,075)	(263,684)	(3,793,766)	(27,676,004)	(34,988,851)
CLAIMS SETTLED (NET):						
Gross Claim	76,808,935	24,443,432	10,817,795	1,549,044	113,619,206	137,074,349
Less: Re-Insurance Claim Recovery	29,604,537	11,419,825		91,523	41,115,884	57,754,777
Paid during the year	47,204,398	13,023,608	10,817,795	1,457,521	72,503,322	79,319,572
Add: Outstanding claim at the end of the year whether due or intimated	68,078,836	126,848,863	8,820,000	490,000	204,237,699	130,630,921
	115,283,234	139,872,471	19,637,795	1,947,521	276,741,021	209,950,493
Less: Outstanding claim at the end of the previous year	51,384,191	44,065,730	34,491,000	690,000	130,630,921	79,907,657
Claim Settled and Provided (Net)	63,899,043	95,806,741	(14,853,205)	1,257,521	146,110,100	130,042,836
	2025			2024		
Net Profit for the year and its Appropriation :						
Underwriting Profit as per Revenue Accounts	73,114,521			56,777,918		
Interest Income	67,472,165			47,969,398		
Investment & Other Income	(1,841,003)			20,165,774		
	138,745,683			124,913,090		
Less: Expenses of Management (Not applicable to any Fund or Account)	19,894,631			10,016,435		
Gross Profit	118,851,051			114,896,656		
Less: Income Tax Expenses	32,258,067			25,276,131		
	86,592,984			89,620,526		
Less: Deffered Tax Expenses/ (Benefit)	(2,608,905)			(953,432)		
Profit after tax during this year	89,201,890			90,573,957		
Less: Reserve for Exceptional Losses:	34,631,208			33,589,544		
	54,570,682			56,984,413		
Less: Dividend Paid	40,664,966			40,664,966		
	13,905,716			16,319,446		
Prior year Adjustment	436,610					
	13,469,106					
Add: Surplus Brought Forward	217,752,380			201,432,933		
Surplus Carried forward	231,221,486			217,752,380		

32.00 Interest Received & Accrued

Tk. 67,472,165

The make-up of the sum is as follows

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Bank Interest on STD.		580,980	653,147
Interest on FDR		56,691,581	41,201,977
Interest on BGTB		10,199,603	6,114,274
Total		67,472,165	47,969,398

33.00 Unrealized Profit/(loss) on share

Tk. (11,469,895)

The make-up of the sum is as follows

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Fair (Market) Value of share		90,971,470	105,699,741
Less: Cost Price of Share		100,819,620	104,077,995
Unrealized Profit/(loss) on share		(9,848,150)	1,621,745
Less: Opening Balance		1,621,745	23,079,999
Profit/(loss) on share		(11,469,895)	(21,458,254)

34.00 Net Assets Value per Shares (NAV)

Tk. 28.16

Net Asset Value Per Share (NAV) has been disclosed as per the Securities and Exchange Commission's Notification No. SEC/ CMRRCO/ 2009-193/ Admin/03-31, dated June 01,2009.

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
a) Total Shareholders Equity		1,144,997,271	1,108,366,853
b) Number of ordinary shares	38.00	40,664,966	40,664,966
Net Assets Value per Shares (NAV) (a/b)		28.16	27.26

NAV per share increased due to increase in Reserve for Exceptional Losses & Investment Fluctuation Reserve which has been added to the statement of changes in shareholder's Equity during this period than corresponding period of last year.

35.00 Earning Per Share (EPS)

Tk. 2.19

This has been calculated by dividing basic earning of the company by the number of ordinary shares outstanding at end of the year. Basic earning represents the earnings attributable to the ordinary shareholders. Last year's earning pre shares has been adjusted. The calculation of EPS is stated below :

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Net Profit after Tax	35.01	89,201,890	90,573,957
Number of Shares	38.00	40,664,966	40,664,966
Earning per Shares (EPS)		2.19	2.23

EPS has been decreased during this year compared with the same period of previous year due to decrease in underwriting profit & loss realized from sale of share.

35.01 Net Profit After Tax

Tk. 89,201,890

The make up of this sum is as follows:

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Net Profit /(Loss) Before Tax		118,851,051	114,896,657
Less: Income Tax Expenses		32,258,067	25,276,131
Less: Deferred Tax Expenses/ (Benefit)		(2,608,905)	(953,432)
Net Profit /(Loss) After Tax		89,201,890	90,573,957

36.00 Net Operating Cash Flow Per Shares (NOCFPS)

Tk. 1.79

Net Operating Cash Flow Per Shares (NOCFPS) has been disclosed as per the Securities and Exchange Commission's Notification No. SEC/ CMRRCO/ 2009-193/ Admin/03-31, dated June 01, 2009.

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
a) Net Cash Flows From Operating Activities	37.00	72,889,359	118,238,915
b) Number of ordinary shares	38.00	40,664,966	40,664,966
Net Operating Cash Flow Per Shares (NOCFPS) (a/b)		1.79	2.91

NOCFPS has been decreased due to decrease in premium income & other income like commission income from Re-Insurance Ceded premium also increase in management expenses & claim payment expenses during this accounting period than corresponding period of last year.

37.00 Reconciliation of net income with cash flows from operating activities

Particulars	Notes	Amount in Taka	Amount in Taka
		2025	2024
Net Profit/(Loss) (As per statement of profit or loss and other Comprehensive income)		89,201,890	90,573,957
Adjustment to Reconcile net profit to net cash provided by operating activities			
Non Cash and Non Operating Items :		(19,631,363)	(37,823,325)
Depreciation		16,350,637	5,989,149
Provision for current Income Tax & Deferred Tax		29,649,162	24,322,699
Profit on other Income (Interest, Share & Dividend & Profit on Sale of car)		(65,631,162)	(68,135,173)
		69,570,527	52,750,633
Changes in Operating Accruals:			
(Increase)/Decrease Amount due from other persons or bodies		119,959,234	(9,875,871)
Increase/(Decrease) Stamp in Hand		(394,911)	(503,724)
Right of use of Assets		(14,391,174)	
Increase/(Decrease) Stock of printing & stationery		328,787	(449,262)
(Increase)/Decrease Advance, Deposit and Prepayment		(30,903,819)	(18,573,422)
(Increase)/Decrease Premium Control Account		(3,959,415)	789,080
Increase/(Decrease) Deposit Premium		(1,583,625)	1,616,548
Increase/(Decrease) Lease Liability		5,505,680	
Increase/(Decrease) Outstanding Claims		73,606,778	50,723,264
Increase/(Decrease) Amount due to other persons or bodies		(137,204,684)	5,340,606
Increase/(Decrease) Sundry Creditors		4,487,607	5,634,771
Parior year Adjustment		(436,610)	
Increase/(Decrease) in Balance of Fund		(11,695,015)	30,786,292
Net Cash Provided by Operating Activities		3,318,832	65,488,283
Net Cash Flows from Operating Activities		72,889,359	118,238,915

38.00 Number of share

Particulars	Amount in Taka	Amount in Taka
	2025	2024
Number of share at the beginning of the year	40,664,966	40,664,966
Add. Bonus share issued	-	-
Number of share outstanding	40,664,966	40,664,966

Total number of share outstanding 4,06,64,966 as on 31st December 2025 with face value Tk. 10.

39.00 Board Meeting

During the year 2025 the company had 10 members to the Board of Directors and there held 07 board meetings. Board of Directors of the company has formed other committees and sub-committees like Executive committee, Claims Committee, Audit Committee and Nomination & Remuneration Committee (NRC). Meeting of these committees were also held during the year.

40.00 Employees

Out of the total of 267 employees engaged during the year 2025, No employee have received salary below Tk. 8,000 per month and 267 employees received more than Tk. 8,000 per month.

41.00 Credit Facility

No credit facilities availed by the company at the date of Statement of Financial Position under any contract other than trade credit which is the ordinary course of business.

42.00 Event after the report

There was no significant event that has occurred between the Financial Position date and the date when the financial statements are authorized for issue by the Board of Directors except the following:

a)The Board of Directors in its meeting held on 10th March 2026 has recommended 10% cash Dividend amounting TK 406,649,66 for the year 2025 out of the surplus subject to approval of the shareholders in the ensuing annual general meeting.

43.00 BOD Approved Financial Statements

Approval of Financial Statements by Board of Director. The Board of Director had Approved the Financial Statements on March 10, 2026.

Paramount Insurance PLC.

Schedule of Property, plant & equipment

As At 31 December, 2025

ANNEXURE-1
Amount in Taka

Sl. No.	Particulars	Cost			Rate of Dep.	Depreciation/Amortization			WDV As on 31-12-2025	WDV As on 31-12-2024
		As on 01-01-2025	Sale Adjustment	Addition during the year		Total as on 31-12-2025	Charged during the year	Total as on 31-12-2025		
A.	Plant, Office Equipments & Other Fixed Ass									
01.	Motor Vehicles	39,352,670	3,540,299	8,446,750	20%	18,472,390	1,892,310	4,397,724	23,281,317	20880279.8
02.	Furniture & Fixtures	11,293,089		10,000	10%	9,427,660	-	187,452	1,687,977	1865428.72
03.	Office equipments	1,383,445		70,632	20%	1,142,722	-	50,389	260,966	240723.102
04.	Office Decoration	4,038,262		120,833	10%	3,002,630	-	105,649	1,050,816	1035631.85
05.	Telephone Installation	2,105,864		13,800	20%	2,058,820	-	10,880	49,964	47044.3167
06.	Electrical Installation	1,229,206		-	20%	1,024,774	-	40,886	163,546	204432
07.	Sign Board	294,488		-	10%	173,443	-	12,104	108,941	121045.094
08.	Air Conditioner	3,467,185		92,632	20%	2,671,985	-	173,759	714,073	795199.665
09.	Computer	6,698,933		250,685	30%	5,321,641	-	427,078	1,200,899	1377292.04
	Sub Total	69,863,142	3,540,299	9,005,332		43,296,065	1,892,310	5,405,921	28,518,499	26,567,077
4	Properties :									
	B.1) At Cost :									
01.	Land At Gulshan	64,003,348							64,003,348	64,003,348
02.	Land At Kalligonj	273,751,794							273,751,794	273,751,794
	Sub Total	337,755,142							337,755,142	337,755,142
	B.2). Revaluation :									
01.	Land At Gulshan	260,496,652		-					260,496,652	260,496,652
	Sub Total	260,496,652	-	-					260,496,652	260,496,652
	Balance as on 31.12.2025 (A+B)	668,114,936	3,540,299	9,005,332		43,296,065	1,892,310	5,405,921	626,770,293	624,818,871

Paramount Insurance PLC.

Schedule of Intangible Assets (Software & Website)

As At 31 December, 2025

ANNEXURE-2
Amount in Taka

Sl. No.	Particulars	Cost				Rate of Dep.	Depreciation/Amortization			WDV		
		As on 01-01-2025	Sale Adjustment	Addition during the year	Total as on 31-12-2025		As on 01-01-2025	Adjustment	Charged during the year	Total as on 31-12-2025	As on 31-12-2025	As on 31-12-2024
1	Software Installation	3,463,710		315,000	3,778,710	20%	2,411,190	-	229,660	2,640,850	1,137,860	1052519,88
2	Website design & Development	162,834		373,334	536,168	20%	67,604	-	47,890	115,494	420,674	95229,9863
	Total Intangible Assets	3,626,544	-	688,334	4,314,878		2,478,794	-	277,550	2,756,344	1,558,534	1,147,750

Paramount Insurance PLC.

Schedule of Right of Use Assets

As At 31 December, 2025

ANNEXURE-3
Amount in Taka

Sl. No.	Particulars	Cost				Rate of Dep.	Depreciation/Amortization			WDV		
		As on 01-01-2025	Sale Adjustment	Addition during the year	Total as on 31-12-2025		As on 01-01-2025	Adjustment	Charged during the year	Total as on 31-12-2025	As on 31-12-2025	As on 31-12-2024
1	Right of Use Assets	-	-	14,391,174	14,391,174		-	-	10,667,166	10,667,166	3,724,008	-
	Total Right of Use Assets	-	-	14,391,174	14,391,174		-	-	10,667,166	10,667,166	3,724,008	-

Paramount Insurance PLC.

Statement of Fixed Deposit Receipt (FDR)

As at 31 December 2025

ANNEXURE-4

Name of the Bank	Amount in Taka	
	31-12-2025	31-12-2024
Islami Bank (BD) Ltd	16,500,000	13,000,000
Sonali Bank Ltd.	2,500,000	2,500,000
IFIC Bank Ltd	1,000,000	1,500,000
Uttara Bank Ltd.	5,000,000	5,000,000
Agrani Bank Ltd.	20,500,000	20,500,000
Al-Arafa Islami Bank Ltd.	10,450,000	22,700,000
The City Bank Ltd	17,000,000	17,000,000
Eastern Bank Ltd.	7,500,000	6,500,000
Janata Bank Ltd.	2,500,000	2,500,000
Prime Bank Ltd	3,000,000	3,000,000
National Bank Ltd.	1,200,000	2,200,000
AB Bank Ltd.	-	12,500,000
Basic Bank Ltd.	1,000,000	1,000,000
Bangladesh Krishi Bank	2,000,000	2,000,000
Dhaka Bank Ltd.	12,900,000	12,900,000
Dutch Bangla Bank Ltd.	-	1,000,000
National Credit & Commerce Bank Ltd.	15,500,000	13,500,000
Bangladesh Development Bank	5,500,000	5,500,000
Bangladesh Commerce Bank	2,000,000	-
Rajshahi Krishi Unnayan Bank Ltd.	-	1,000,000
BRAC Bank Ltd.	33,607,269	25,500,000
Pubali Bank Ltd.	34,000,000	31,000,000
Rupali Bank Ltd.	5,000,000	3,000,000
Mercantile Bank Ltd.	9,500,000	8,500,000
United Commercial Bank Ltd.	29,000,000	29,000,000
First Security Bank Ltd.	12,500,000	16,500,000
One Bank Ltd.	10,000,000	10,000,000
Social Islami Bank Ltd.	11,240,113	11,240,113
Southeast Bank Ltd.	4,000,000	4,000,000
Shahjalal Bank Ltd.	6,500,000	11,700,000
Premier Bank Ltd.	18,500,000	16,500,000
Jamuna Bank Ltd.	23,500,000	5,500,000
Mutual Trust Bank Ltd.	6,000,000	6,000,000
EXIM Bank Ltd.	3,500,000	3,500,000
Bank Asia Ltd.	26,000,000	26,000,000
Standard Bank Ltd.	3,000,000	3,000,000
Meghna Bank Ltd.	3,500,000	3,500,000
Midland Bank Ltd.	7,000,000	23,000,000
NRB Bank Ltd.	-	1,000,000
South BanglaAgricultural & Com. Bank Ltd	14,500,000	15,500,000
Lanka Bangla Finance	3,000,000	4,000,000
Trust Bank Ltd.	2,000,000	-
NRB Commercial Bank Ltd.	23,900,000	19,900,000
Modhumoti Bank Ltd.	29,000,000	5,000,000
IPDC Finance	3,000,000	5,000,000
Shimanto Bank Ltd.	1,000,000	-
Community Bank BD Ltd	121,486,398	136,486,398
Commercial Bank Of Ceylon PLC	6,000,000	-
Islami Finance & Investment	-	1,000,000
Total	576,283,780	571,126,511

NOTES TO THE FINANCIAL STATEMENTS

Calculation of Deferred Tax

For the year ended 31 Decembr, 2025

ANNEXURE-5

Particulars	Amount in Taka	Amount in Taka
	2025	2024
A. Deferred tax expenses/(income) recognised in profit or loss and other comprehensive income except land:		
Accounting base written down Value	30,077,032	27,714,826
Tax base written down Value	22,684,070	17,414,821
Taxable temporary difference for written down value	7,392,962	10,300,005
Provision for gratuity fund	-	1,000,000
Total taxable temporary difference	7,392,962	11,300,005
Provident fund payable	75,875	84,475
Deductible temporary difference	75,875	84,475
Total taxable/(deductible) temporary difference	7,317,087	11,215,530
Tax Rate @ 37.5%	37.50%	37.50%
Deferred tax liabilities/(assets) excluding investment fluctuation reserve & Revaluation Surplus on land at the end of the year(1):	2,743,908	4,205,824
Investment Fluctuation Reserve	(9,848,150)	1,621,745
Tax Rate @ 10%	10%	10%
Deferred tax liabilities/(assets) on Investment fluctuation reserve at the at the end of the year (2)	(984,815)	162,174
Deferred tax liabilities/(assets) at the end of the year (1+2)	1,759,093	4,367,998
Closing Deferred tax liabilities	1,759,093	4,367,998
Less: Opening Deferred Tax Liability	4,367,999	5,321,431
Deferred tax expenses/(income) during the year recognised in profit & loss Account	(2,608,905)	(953,432)
B. Deferred tax expenses/(income) recognised in Other Comprehensive income on revaluation surplus of land:		
Carrying value of revaluation Surplus on land	260,496,652	260,496,652
Tax Base value	-	-
Taxable temporary difference	260,496,652	260,496,652
tax rate	15%	15%
Deferred tax liabilities/(assets) at the end of the year	39,074,498	39,074,498
Closing Deferred tax liabilities	39,074,498	39,074,498
Less : Opening deferred tax liability	39,074,498	39,074,498
Deferred tax expenses/(income) recognised in other income on revaluation surplus of Land	-	-
C. Total Deferred tax liabilities/(assets) at the end of the year (A+B)	40,833,591	43,442,497

NOTES TO THE FINANCIAL STATEMENTS

Paramount Insurance PLC.

FORM-AA

Classified Summary of Assets at 31 December, 2025

Amount in Taka

Class of Assets	Book Value	Remarks
Non Current Assets :	973,812,908	
Fixed Assets (at cost less depreciation)	598,251,794	Depreciated Value
Building under construction	147,089,644	Book Value
Investment:	228,471,470	
Government Security Bond (BGTB)	137,500,000	Not Quoted in Market
Investment in Shares	90,971,470	Fair Value
Current Assets :	785,687,602	
Amount due from other persons or bodies carrying on insurance business	32,395,089	Book Value
Cash and Cash Equivalents	612,860,919	Realizable Value
Interest accrued but not due	28,999,723	Realizable Value
Advance, Deposits & Prepayments	83,741,121	Book Value
Premium Control Account	24,120,261	Book Value
Stock of Printing and Stationery	1,344,949	At cost
Stamp in hand	2,225,539	At Actual
Total Property & Assets:	<u>1,759,500,510</u>	

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XL" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdullah Al Amin, FCA
Enrolment: 1463
Partner
DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2026

as shown in the statement of financial position

Paramount Insurance PLC.

FORM - XI

Statement Showing Details of Re-Insurance Ceded and Accepted
For the year ended 31 December 2025

Amount in Taka

Class of Business	PREMIUM				COMMISSION				CLAIM			
	Received on		Paid on Re-Insurance Ceded	NET	Paid on		Received on Re-Insurance Ceded	NET	Paid on		Received on Re-Insurance Ceded	NET
	Direct Business	Re-Insurance Accepted			Direct Business	Re-Insurance Accepted			Direct Business	Re-Insurance Accepted		
FIRE	243,074,643	-	87,968,057	155,106,586	-	-	12,344,480	(12,344,480)	76,808,935	-	29,604,537	47,204,398
MARINE CARGO	207,998,677	-	41,822,723	166,175,954	-	-	9,648,779	(9,648,779)	21,537,205	-	8,953,472	12,583,733
MARINE HULL	40,572,931	-	40,147,576	425,355	-	-	1,625,295	(1,625,295)	2,906,227	-	2,466,353	439,874
MOTOR	15,626,862	-	1,059,890	14,566,972	-	-	263,684	(263,684)	10,817,795	-	-	10,817,795
MISC. OTHER THAN MOTOR	41,308,326	-	31,271,113	10,037,213	-	-	3,793,766	(3,793,766)	1,544,551	4,492	91,523	1,457,521
TOTAL :	548,581,439	-	202,269,359	346,312,080	-	-	27,676,004	(27,676,004)	113,614,714	4,492	41,115,884	72,503,322

The annexed notes form 01 to 43, Annexure 01 to 05, "Form-AA" and "Form-XI" an integral part of these financial statements


CFO


Managing Director


Director


Director


Chairman

Signed for & on behalf of
Ahsan Manzur & Co.
Chartered Accountants
Firm Registration Number with FRC:
CAF-001-127



Md. Abdulah Al Amin, FCA
Enrolment: 1463
Partner

DVC: 2503201463AS881519

Place : Dhaka
Dated : 10 March, 2026

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NOTES TO THE FINANCIAL STATEMENTS

NOTES TO THE FINANCIAL STATEMENTS



হাইব্রিড পদ্ধতিতে কোম্পানীর ২৬তম বার্ষিক সাধারণ সভায় মাননীয় চেয়ারম্যান মহোদয়ের সাথে উর্ধ্বতন কর্মকর্তা এবং উপস্থিত শেয়ারহোল্ডারবৃন্দের একাংশ।



হাইব্রিড পদ্ধতিতে কোম্পানীর ২৬তম বার্ষিক সাধারণ সভায় মাননীয় চেয়ারম্যান মহোদয়ের সাথে উর্ধ্বতন কর্মকর্তা এবং উপস্থিত শেয়ারহোল্ডারবৃন্দ।





Paramount Insurance

Sister Concern of Paramount Group

- :: PARAMOUNT TEXTILE PLC.
- :: INTRACO SOLAR POWER LTD.
- :: DYNAMIC SUN ENERGY PVT. LTD.
- :: PARAMOUNT SOLAR LTD.
- :: MOULVIBAZAR SOLAR POWER LTD.
- :: PABNA SOLAR POWER LTD.
- :: PARAMOUNT SPINNING LTD.
- :: SUNRISE CHEMICAL INDUSTRIES LTD.
- :: PARAMOUNT HOLDINGS LTD.
- :: PARAMOUNT AGRO LTD.

প্যারামাউন্ট ইন্স্যুরেন্স পিএলসি. PARAMOUNT INSURANCE PLC.

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